



# **FIDELITY BANK PLC**

**ANNUAL REPORT AND FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2024**

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**BOARD OF DIRECTORS, OFFICERS AND PROFESSIONAL ADVISORS**

**Directors**

1	Mr. Mustafa Chike-Obi (Chairman)
2	Engr. Henry Obih (Independent Non-Executive Director)
3	Mrs. Amaka Onwughalu (Non-Executive Director)
4	Chief Nelson C. Nweke (Non-Executive Director)
5	Mr. Chinedu Okeke (Non-Executive Director)
6	Mrs. Ronke Bammeké (Independent Non-Executive Director)
7	Mrs. Nneka Onyeali-Ikpe (Managing Director/CEO)
8	Mr. Kevin Ugwuoke (Executive Director)
9	Dr. Ken Opara (Executive Director)
10	Mr. Stanley Amuchie (Executive Director)
11	Mrs. Pamela Shodipo (Executive Director)
12	Mr. Abolore Solebo (Executive Director)

**Company Secretary**

Mrs. Ezinwa Unuigboje

**Registered office**

Fidelity Bank Plc  
2 Kofo Abayomi Street  
Victoria Island  
Lagos

**Auditors**

Deloitte & Touche Nigeria  
Civic Towers  
Ozumba Mbadiwe Avenue  
Victoria Island  
Lagos

**Board Appraiser**

KPMG Advisory Services  
KPMG Towers  
Bishop Aboyade Cole Street  
Victoria Island  
Lagos

**Directors' Report**

The Directors of Fidelity Bank Plc (the Bank/Company) are pleased to submit their report on the affairs of the Bank and its subsidiary (the Group), together with the Group Audited Financial Statements and External Auditors Report for the financial year ended 31 December 2024.

**1 RESULTS**

Highlights of the Group's operating results for the financial year ended December 31, 2024 are as follows:

	<b>Group</b>	<b>Group</b>	<b>Bank</b>	<b>Bank</b>
	<b>31 December</b>	<b>31 December</b>	<b>31 December</b>	<b>31 December</b>
	<b>2024</b>	<b>2023</b>	<b>2024</b>	<b>2023</b>
	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
Profit before income and windfall taxes	385,215	124,260	393,000	124,338
Windfall tax	(13,331)	-	(13,331)	-
Income tax expense	(93,777)	(24,806)	(96,811)	(24,806)
<b>Profit after income tax</b>	<b>278,106</b>	<b>99,454</b>	<b>282,858</b>	<b>99,532</b>
<b>Earnings per share</b>				
Basic and diluted (in kobo)	<b>665</b>	<b>194</b>	<b>677</b>	<b>311</b>

**DIVIDEND**

The Board of Directors of the Group, pursuant to the provisions of Section 379 of the Companies and Allied Matters Act (CAMA) 2020, propose a final dividend of N1.25k per share (31 December 2023: N0.85k per share) for the 2024 financial year. The proposed final dividend of N1.25k per share and interim dividend of N0.85k per share paid on October 15, 2024, brings the total dividend for financial year 2024 to N2.10k per Ordinary Share to be paid from the retained earnings account as at 31 December 2024.

The proposed dividend will be presented for shareholders' approval at the Bank's 37th Annual General Meeting. If approved, the proposed dividend will be paid net of withholding tax at the applicable tax rate.

**2 LEGAL FORM**

The Bank was incorporated on 19 November 1987 as a private limited liability company in Nigeria. It obtained a merchant banking license on 31 December 1987 and commenced banking operations on 3 June 1988. The Bank converted to a commercial bank on 16 July 1999 and re-registered as a public limited company on 10 August 1999. The Bank's shares were listed on the floor of the Nigerian Stock Exchange (now Nigerian Exchange Group) on 17 May 2005

**3 PRINCIPAL BUSINESS ACTIVITIES**

The principal activity of the Bank continues to be the provision of banking and other financial services to corporate and individual customers from its Headquarters in Lagos and 250 business offices. These services include retail banking, granting of loans and advances, equipment leasing, collection of deposits and money market activities.

The Bank has one wholly owned subsidiary, FidBank UK Limited which was acquired in 2023. The financial result of the subsidiary has been consolidated into these financial statements.

**Directors' Report- continued**  
**For the year ended 31 December 2024**

**4 BENEFICIAL OWNERSHIP**

The Bank's shares are held largely by Nigerian citizens and corporations.

**5 SHARE CAPITAL**

The range of shareholding as at December 31, 2024 is as follows:

	<b>Range</b>	<b>No. of Holders</b>	<b> Holders%</b>	<b> Holders Cum</b>	<b>Units</b>	<b>Units %</b>	
	1	1,000	101,631	25.18%	101,631	82,008,542	0.26%
	1,001	5,000	171,406	42.47%	273,037	470,481,261	1.47%
	5,001	10,000	51,537	12.77%	324,574	422,401,115	1.32%
	10,001	50,000	56,947	14.11%	381,521	1,350,489,684	4.22%
	50,001	100,000	10,422	2.58%	391,943	809,389,532	2.53%
	100,001	500,000	8,979	2.23%	400,922	1,934,931,618	6.05%
	500,001	1,000,000	1,332	0.33%	402,254	981,848,037	3.07%
	1,000,001	5,000,000	936	0.23%	403,190	1,963,274,936	6.14%
	5,000,001	10,000,000	128	0.03%	403,318	954,038,440	2.98%
	10,000,001	50,000,000	158	0.04%	403,476	3,277,741,979	10.24%
	50,000,001	100,000,000	20	0.00%	403,496	1,476,142,148	4.61%
	100,000,001	32,000,000,000	53	0.01%	403,549	18,277,252,708	57.12%
<b>GRAND TOTAL</b>			<b>403,549</b>	<b>100%</b>		<b>32,000,000,000</b>	<b>100%</b>

Following the completion of the public offer/ right issue , the total no of shares increase to 50,200,000,000 Units . All ranking for dividend .

**Substantial interest in shares**

The Bank's shares are widely held and according to the Register of Members, no single shareholder held up to 5% of the issued share capital of the Bank during the year ended 31 December 2024.

**Directors' Report- continued**  
**For the year ended 31 December 2024**

**6 Changes on the Board and Directors Interest**

**(a) Changes on the Board**

The following changes occurred on the Board after the 36th Annual General Meeting, which held on May 16, 2024.

Board Changes	
1	Alhaji Isa Inuwa retired with effect from December 31, 2024.
2	Mr. Chidi Agbapu retired with effect from January 15, 2025.
3	Alhaji Abdullahi Sarki Mohammed was appointed to the Board on January 14, 2025.
4	Ms. Obiaku Augusta Okam was appointed to the Board on January 14, 2025.
5	Mr. Sufiyanu Ibrahim Garba was appointed to the Board with effect from January 24, 2025.

The Board uses this medium to express its sincere appreciation to Alhaji Isa Inuwa and Mr. Chidi Agbapu for their dedication and meritorious service to the Bank.

**(b) Directors Who Held Office During the Review Period:**

The Directors who held office during the year ended 31 December 2024 together with their interest in the issued share capital of the Bank as recorded in the Register of Directors' Shareholding and as notified by the Directors for the purpose of Sections 301 and 302 of the Companies and Allied Matters Act (CAMA), 2020 and the listing requirements of the Nigerian Exchange Group (NGX) are detailed below:

NAME OF DIRECTOR	STATUS	31 December 2024			31 December 2023		
		DIRECT	INDIRECT	TOTAL	DIRECT	INDIRECT	TOTAL
		Units	Units	Units	Units	Units	Units
Mr. Mustafa Chike-Obi	Chairman, Non-Executive Director	39,516,294	NIL	39,516,294	39,516,294	NIL	39,516,294
*Alhaji Isa Inuwa	Independent Non-Executive Director	Nil	NIL	Nil	Nil	NIL	Nil
Engr. Henry Obih	Independent Non-Executive Director	Nil	NIL	Nil	Nil	NIL	Nil
**Mr. Chidi Agbapu	Non-Executive Director	1,724,276	NIL	1,724,276	1,724,276	NIL	1,724,276
Chief Nelson C. Nweke	Non-Executive Director	71,847,773	NIL	71,847,773	71,847,773	NIL	71,847,773
Mr. Chinedu Okeke	Non-Executive Director	1,040,000	NIL	1,040,000	1,040,000	NIL	1,040,000
Mrs. Amaka Onwughalu	Non-Executive Director	4,404,700	NIL	4,404,700	4,404,700	NIL	4,404,700
Mrs. Ronke Bammeke	Independent Non-Executive Director	Nil	NIL	Nil	Nil	NIL	Nil
Mrs. Nneka Onyeali-Ikpe	Managing Director/CEO	94,644,260	NIL	94,644,260	69,644,260	NIL	69,644,260
*** Mr. Hassan Imam	Executive Director	41,252,468	NIL	41,252,468	41,252,468	NIL	41,252,468
Mr. Kevin Ugwuoke	Executive Director	39,202,811	NIL	39,202,811	39,123,921	NIL	39,123,921
Dr. Ken Opara	Executive Director	39,123,921	NIL	39,123,921	39,123,921	NIL	32,192,832
Mr. Stanley Amuchie	Executive Director	15,727,272	NIL	15,727,272	15,727,272	NIL	15,727,272
Mrs. Pamela Shodipo	Executive Director	12,727,272	NIL	12,727,272	12,727,272	NIL	12,727,272
****Mr. Abolore Solebo	Executive Director	9,927,512	NIL	9,927,512	N/A	NIL	Nil

\* Retired with effect from December 31, 2024 \*\*\*Retired with effect from January 10, 2024. \*\*\*\*Appointed with effect from February 1, 2024  
\*\*Retired with effect from January 15, 2025.

**Directors' Report- continued**

**Directors interest in Contracts:**

The Directors' interests in related party transactions as stated in Note 38. to the financial statements were conducted at arm's length and disclosed to the Board of Directors in compliance with Section 303 of the Companies and Allied Matters Act, 2020.

**Disclosure on Directors' Remuneration**

The disclosure on Directors' Remuneration is made pursuant to the Governance Codes and Regulations issued by the Central Bank of Nigeria, Nigerian Exchange Group, the Securities and Exchange Commission and the Financial Reporting Council of Nigeria.

The Bank has a formal Board Remuneration Policy, which is consistent with its size and scope of operations. The policy focuses on ensuring sound corporate governance practices as well as sustained and long-term value creation for shareholders. The policy aims to achieve the following amongst others:

- a. Motivate the Directors to promote the right balance between short and long-term growth objectives of the Bank while maximizing Shareholders' returns.
- b. Enable the Bank attract and retain Directors with integrity, competence, experience and skills to execute the Bank's strategy;
- c. Promote compliance with global regulatory trends and governance requirements, with emphasis on long-term sustainability;
- d. Align individual rewards with the Bank's performance, the interests of Shareholders, and a prudent approach to risk management;
- e. Ensure that remuneration arrangements are equitable, transparent, well communicated, easily understood, aligned with the interest of Shareholders and adequately disclosed.

**Executive Directors' Remuneration:**

Executive remuneration at Fidelity Bank is structured to provide a solid basis for succession planning and to attract, retain and motivate the right caliber of staff to ensure achievement of the Bank's business objectives.

The Board sets operational targets consisting of Key Performance Indicators (KPIs) covering both financial and non-financial measures of performance for the Executives at the beginning of each year. Executive compensation is therefore tied to specific deliverables on a fixed pay basis. Fixed pay includes basic salary, transport, housing and other allowances.

The Board Remuneration Nomination and Governance Committee (a Committee comprised of only Non-Executive Directors) makes recommendations to the Board on all matters relating to Directors' remuneration. The Executive Directors are not involved in decisions on their own remuneration.

**Directors' Report- continued**

Please see the table below for the key elements of Executive Directors' remuneration arrangements:

Remuneration element	Objective	Payment mode	Payment detail
Base Pay: This is a fixed pay (guaranteed cash) which is not dependent on performance. It comprises basic salary and all cash allowances paid to the Executive Director.			
Base Pay	<ul style="list-style-type: none"> <li>To attract and retain talent in a competitive market</li> </ul>	<ul style="list-style-type: none"> <li>Monthly</li> </ul>	Reviewed every 2 years and changes made on need basis and market findings  Salaries for all roles are determined with reference to applicable relevant market practices
Remuneration Element	Objective	Payment Mode	Programme Detail
Performance Incentives: This represents the pay-at-risk i.e. pay contingent on the achievement of agreed key performance indicators.			
Performance Incentive	<ul style="list-style-type: none"> <li>To motivate and reward the delivery of annual goals at the Bank and individual levels</li> </ul>	<ul style="list-style-type: none"> <li>Annually</li> </ul>	Performance incentives are awarded based on the performance of the Bank and individual directors
	<ul style="list-style-type: none"> <li>Rewards contribution to the long-term performance of the Bank</li> </ul>	<ul style="list-style-type: none"> <li>Annually</li> </ul>	Executive Directors' annual performance incentives are evaluated against the performance metrics defined in his/her approved individual balanced scorecard/KPIs
Benefits and Perquisites: These are the non-monetary compensation provided to the Executive Directors such as official car, club and professional membership subscription.			
Benefits & Perquisites	<ul style="list-style-type: none"> <li>Reflect market value of individuals and their role within the Bank</li> </ul>	<ul style="list-style-type: none"> <li>Actual items are provided or the cash equivalent for one year is given.</li> </ul>	Review periodically in line with contract of employment

*\*Review of the various remuneration elements means re-appraisal to ensure they are competitive and reflective of industry expectations. They do not necessarily refer to an increment or reduction in the value of the benefits.*

**Non-Executive Directors Remuneration:**

Non-Executive Directors' remuneration is structured to conform to prevailing regulations and is set at a level that is at par with market developments, reflects their qualifications, the contributions required and the extent of their responsibilities and liabilities.

Non-Executive Directors are paid an annual fee in addition to reimbursable expenses (travel and hotel expenses) incurred whilst executing their role as Board members, where not provided directly by the Bank. The annual fee is approved by Shareholders at the Annual General Meeting and is paid quarterly in arrears, with subsequent changes subject to Shareholders approval.

They also receive a sitting allowance for each meeting attended by them but do not receive any performance incentive payments.

Please see the table below for the key elements of Non-Executive Directors' remuneration arrangements:



Directors' Report - continued

Remuneration Element	Objective	Payment Mode	Programme Detail
<b>Annual Fees</b>	· To attract individuals with relevant skills, knowledge and experience.	· Quarterly	• Reviewed every 2 years or as appropriate and changes made on need basis subject to Shareholders' approval at the Annual General Meeting.
<b>Sitting Allowances</b>	· To recognise the responsibilities of the Non-Executive Directors.	· Per meeting	• Reviewed every 2 years or as appropriate and changes made on need basis subject to Shareholders' approval at the Annual General Meeting.
	· To encourage attendance and participation at designated committees assigned to them.		

*\*Review of the various remuneration elements means the re-appraisal of the elements to ensure that they are competitive and reflective of industry expectations. They do not necessarily refer to an increment or reduction in the value of the benefit.*

The Board periodically benchmarks its remuneration practices against peer organizations whose business profiles are similar to that of the Bank and makes changes as appropriate.

The remuneration paid to the Directors in the year ended December 31, 2024 is disclosed in Note 38 of the Financial Statements.

**7 EVENTS AFTER THE REPORTING PERIOD**

There were no significant events after the reporting period which could have had a material effect on the financial position of the Group as at December 31, 2024 and on the profit and other comprehensive income for the year then ended, which have not been disclosed of the financial year. See note 47

**8 PROPERTY, PLANT AND EQUIPMENT**

Information relating to property, plant and equipment is provided in Note 25 to the financial statements. In the Directors' opinion, the fair value of the Bank's properties is not less than the carrying value shown in the financial statements.

**9 DONATIONS AND CHARITABLE CONTRIBUTIONS**

Donations and gifts to charitable organizations during the period ended 31 December, 2024 amounted to N1,547,023,967.18 ( 31 December 2023 - N819,820,447.75). There were no donations to political organizations during the year. .  
The beneficiaries were:

Directors' Report - continued

	REQUESTING/BENEFICIARY ORGANISATION	DONATION	AMOUNT (N)
1	Association of Audit Executives of Banks in	Sponsorship of ACAEBN Annual Retreat/Conference and AGM	1,000,000
2	Federal Ministry Of Women Affairs, Abuja	Sponsorship of the Launch of Women Empowerment programme	10,000,000
3	Crowning Grace Home Foundation, Owerri, Imo	Financial Support to the Foundation	6,000,000
4	Cosmopolitan Women's Club, Lagos	Sponsorship of the launch of a humanitarian initiative at their	5,000,000
5	Misnoory Foundation, Kano	Sponsorship of Ramadan Feeding Program	5,000,000
6	Healthy Heart Foundation, Lagos	Financial Support to the Foundation	5,000,000
7	Patrick Language and Speech Centre, Lagos	Support for Mentally Challenged Children	500,000
8	Church of Resurrection Women Project, Lagos	Support for Women's Mission, Social Welfare and Developmental	5,000,000
9	Community Primary School, Olambe, Ogun State	Provision of educational materials to economically disadvantaged	780,000
10	Queens College, Federal Science and Technical	Provision of giant recycle bins to Queens College, Federal Science and	860,000
11	CMS Grammar School, Bishop Howell Memorial	Provision of giant recycle bins to CMS Grammar School, Bishop Howell	800,000
12	Sura Primary Health Care Centre, Lagos	Donation of Maternity Kits to economically disadvantaged expectant	1,000,000
13	Primary Health Care Clinic, Lafia, Lagos	Provision of borehole and overhead tank	2,726,000
14	Hearts of Gold Children's Hospice, Lagos	Donation of food items to children in the Hearts of Gold Children's	995,200
15	Gbagada Senior Grammar School, Lanre Awolokun High School, Oduduwa Junior High School and Gbagada Junior High School, Gbagada Primary School, Lagos	Production and donation of recycle bins to four schools in Gbagada	880,000
16	Center for Destitute Empowerment	Provision of Food and other essential items to orphaned, abandon	1,989,774
17	Fidelity Food Bank Initiative (Oyo, Ondo, Osun, Imo, Lagos, Bauchi, Zamfara, Abuja, Nasarawa, Kaduna, Kano Anambra and Benue States)	Distribution of Raw Food packs through the Fidelity Food Bank Initiative to underserved communities across the country	468,000,000
18	CBN/Bankers Committee	Support for the Implementation of the 2024 Financial Literacy Day, a	5,040,869
19	Kirikiri Correctional centre	Financial Support for Capacity Development	14,900,000
20	Jennnda Forte Academy, Festac, Lagos	School Support to Jennnda Forte Academy	1,000,000
21	Lagos State Parks & Gardens (LASPARK), Marina,	Sponsorship of Year 2024 Tree Planting Day Event and Activities by	1,000,000
22	Abuja Investments Company Limited, Abuja, FCT	Sponsorship of Abuja Business & Investment Summit	20,000,000
23	Nigerian Bar Association, Lagos	Sponsorship of NBA Conference 2024	20,000,000
24	Nigerian Conservation Foundation	Sponsorship of Year 2024 Walk For Nature	2,000,000
25	Unusual Praise, Anambra and Lagos	Sponsorship of Unusual Entrepreneurs 2024	20,000,000
26	Market Impact Church, Lagos	Sponsorship of 2024 Youth Empowerment Conference	5,000,000
27	Women in Journalism, Lagos	Sponsorship of Women in Journalism Summit 2024	3,800,000
28	Borno State Govt, Maiduguri	Flood Disaster Support Fund by Bankers Committee	20,000,000
29	Women in Healthcare Network, Lagos	Sponsorship of Women in Healthcare Network Conference, 2024	10,000,000
30	CIPM, Lagos	Sponsorship of CIPM Conference, 2024	1,000,000
31	Eze Obosi, Obosi Anambra State	Sponsorship of Obiora Festival, 2024	2,000,000
32	Lifeline Advocacy and Development	Support for Cancer Research and treatment in public health facilities	10,000,000
33	Anita Harris Foundation, Ikeja, Lagos	Sponsorship of Community Health Outreach	5,000,000
34	Chief Engr. Emmanuel Iwuanyanwu Project,	Support for Chief Engr. Emmanuel Iwuanyanwu memorial project	3,000,000
35	Ministry of Women Affairs, Abuja	Sponsorship of Women Empowerment Initiatives	20,000,000
36	Asaba Monument Memorial Committee, Lagos	Sponsorship of Asaba Memorial Monument Project	22,610,000
37	Lagos State Ministry of Health, Lagos	Sponsorship of the 10th African Conference on One Health and	15,000,000
38	Enugwabo Oganiru Intervention Project,	Sponsorship of the reconstruction of the administrative block of	24,160,029
39	Rotary Club, Lagos	Sponsorship For Rotary Charity Golf Kitty Event	5,000,000
40	Government of Bayelsa State (SA to Gov. on	Sponsorship of the 2024 Bayelsa Business Funding Forum	20,000,000
41	Government of Anambra State, Awka, Anambra	Sponsorship of Anambra Investment Summit	25,000,000
42	Sir Emmanuel Uchechukwu Uzodike memorial	support for Late Sir Emmanuel Uchechukwu Uzodike memorial event	1,000,000
43	Centre For Value in Leadership, Lagos	Sponsorship of the Women Speak Conference 2024.	3,000,000
44	Nnokwa Progressive Union Women's Wing,	Support for the empowerment of the women of Nnokwa Community	1,000,000
45	Original Product Services Nig, Lagos	Support for Community Engagement Initiative	5,000,000
46	E-germinate Hub Limited, Lagos	Sponsorship of the Mentorship Matchup Challenge (MMC) 6.0 event	15,000,000
47	Growthbow Solutions Ltd, Lagos	Sponsorship of AfroJazz Festival 2024	2,000,000
48	Barr Chinedu Ikem, Lagos	Sponsorship Of A Book Launch On Bank Debt Recovery	2,000,000
49	Ohafia LGA, Abiriba, Abia State	Support for the construction of Ohafia LGA Recreation Center, Abiriba	141,801,096
50	Iwaya Primary Health Center (PHC), Iwaya, Yaba,	Donation of Maternity Kits to indigent expectant mothers	1,640,000
51	Aiyetoro Primary Health Care Center, Adekunle,	Donation of maternity kits to less privileged expectant mothers	760,000
52	Mushin Primary Health Care Center, Mushin,	Donation of maternity kits to less privileged expectant mothers	1,015,000
53	SOS Children Village, Isolo, Lagos	Provision of Food and other essential items	1,260,000
54	Aguda Grammar School, Lagos	Donation of back to school bags to economically disadvantaged	1,080,000
55	Ideal Girls Junior High school, Lagos	Donation of back to school bags to economically disadvantaged	931,000
56	Hearts of Gold Children's Hospice, Surulere,	Provision of food and other essential items to vulnerable children	1,200,000
57	Canal Primary School, Orile, Lagos	Provision of educational materials to underprivileged students	540,000
58	Modupe Cole Memorial Home, Akoka, Lagos	Donation of Food items and other essential items	600,000
59	The destitutes, Alaba Int'l Market	Provision of food and other essential items	400,000
60	Surulere Girls Junior Secondary School, Lagos	Provision of high-standard, eco-friendly, and safe sanitary pads	1,000,000
61	Eyosung Community, Akwa Ibom State	Installation of the borehole, solar power infrastructure	3,255,000
62	Fidelity Food Bank Initiative (Oyo, Ilorin, Ogun, Osun, Imo, Lagos, Abuja, Nasarawa, Kano, Anambra and Benue States)	Distribution of Raw Food packs through the Fidelity Food Bank Initiative to underserved communities across the country	571,500,000
	<b>Total</b>		<b>1,547,023,967</b>

Directors' Report - continued

10 Gender Analysis as at 31 December ,2024

Fidelity Bank is an equal opportunity employer and is committed to promoting gender diversity in the workplace. The Bank recognizes that women have different skills, viewpoints, ideas and insights which will enable it serve a diverse customer base more effectively. The report on gender analysis as of 31 December 2024 is shown below:

GENDER ANALYSIS OF TOTAL STAFF AS AT 31 December 2024			31 December, 2023	
GENDER	NUMBER	PERCENTAGE OF TOTAL STAFF	NUMBER	PERCENTAGE OF TOTAL STAFF
FEMALE	1,619	52%	1,537	50%
MALE	1,508	48%	1,526	50%
<b>TOTAL</b>	<b>3,127</b>	<b>100%</b>	<b>3,063</b>	<b>100%</b>

GENDER ANALYSIS OF TOTAL STAFF AS AT 31 December 2024			31 December, 2023	
GENDER	NUMBER	PERCENTAGE	NUMBER	PERCENTAGE
FEMALE	17	27%	16	33%
MALE	45	73%	42	67%
<b>TOTAL</b>	<b>62</b>	<b>100%</b>	<b>58</b>	<b>100%</b>

GENDER ANALYSIS OF TOP MANAGEMENT (AGM-GM) AS AT 31 December 2024				31 December, 2023		
GRADE	FEMALE	MALE	TOTAL	FEMALE	MALE	TOTAL
General Manager	2	7	9	0	8	8
Deputy General Manager	4	13	17	6	12	18
Assistant General Manager	11	25	36	10	22	32
<b>TOTAL</b>	<b>17</b>	<b>45</b>	<b>62</b>	<b>16</b>	<b>42</b>	<b>58</b>
<b>Percentage</b>	<b>27%</b>	<b>73%</b>	<b>100%</b>	<b>28%</b>	<b>72%</b>	<b>100%</b>

GENDER ANALYSIS OF EXECUTIVE MANAGEMENT AS AT 31 December 2024				31 December, 2023		
GRADE	FEMALE	MALE	TOTAL	FEMALE	MALE	TOTAL
Executive Director	1	4	5	1	4	5
Managing Director	1	0	1	1	0	1
Non Executive Director	2	5	7	2	6	8
<b>TOTAL</b>	<b>4</b>	<b>9</b>	<b>13</b>	<b>4</b>	<b>10</b>	<b>14</b>
<b>Percentage</b>	<b>31%</b>	<b>69%</b>	<b>100%</b>	<b>29%</b>	<b>71%</b>	<b>100%</b>

## Directors' Report - continued

### **Human Resources Policy**

The Bank places a high premium on all its employees and recognizes that their input is critical for its long-term success. Consequently, the Bank ensures its continued compliance with regulatory provisions on employment and carries out pre-employment background screening on prospective employees.

The Bank also ensures that all employees are treated fairly and equally regardless of their ethnicity, gender, nationality, religion or other factors, while promoting diversity in the workplace. The Bank operates a contributory pension plan for its employees in accordance with the provisions of the Pension Reform Act 2014.

### **Employment Of Persons With Special Needs**

There is no discrimination in considering applications for employment including applications from persons with special needs. The Bank ensures that such persons are afforded identical opportunities with other employees. The Bank currently has in her employment four(4) persons with special needs and ensures that the work environment is accessible and conducive for them.

### **Health, Safety and Welfare of Employees**

The health, safety and wellbeing of all employees is a top priority and the Bank continues to make significant investments along these lines.

All employees are provided with comprehensive healthcare coverage through a health management scheme with 3,265 hospitals across the country. The scheme covers each staff, his/her spouse and four biological/adopted children.

The Bank also has an international health insurance scheme, which provides emergency medical evacuation support. These healthcare initiatives are actively enhanced with regular health screening exercises including mammograms, prostate screening, eye examinations, cardiovascular and tuberculosis tests and immunization for cerebrospinal meningitis, Hepatitis B and COVID-19.

Beyond direct clinical healthcare support, staff members also benefit from structured preventive health awareness programmes. In this regard, the Bank carries out well-articulated awareness sessions on topical health issues including preventing the spread of malaria, diabetes, hypertension, and kidney disease. Staff are also engaged on occupational safety matters including regular fire and first aid drills, with each business office having designated fire safety officers/champions.

In addition to physical health, the Bank is mindful of the importance of mental wellness in the overall wellbeing of staff and arranges regular sessions on mental health by experienced professionals, while ensuring individual access to counselling/follow-up sessions.

The Bank has a defined process for preventing the spread of communicable diseases including HIV/AIDS through health campaigns that encourage good personal hygiene while ensuring that no person living with HIV/AIDS is discriminated against. Through regular medical updates from the health insurance providers, emails, text messages and periodic health awareness presentations, staff members are frequently educated on how to take personal responsibility for their health, mental and physical wellbeing, by consciously making better lifestyle choices. .

### **Human Rights**

The Bank has a formal Human Rights Policy and consciously strives to ensure that it does not engage in business activities or relationships that would violate the provisions of the policy.

The policy aligns with extant laws, including the relevant provisions of the Constitution of the Federal Republic of Nigeria. The Bank will continue to meet the standards of international treaties on human rights, as domesticated and ratified by the National Assembly, as well as other workplace related treaties.

### **Employee involvement and training**

The Bank is committed to keeping employees fully informed of its corporate objectives and the progress made on achieving same. The opinions and suggestions of staff are valued and considered not only on matters affecting them as employees, but also on the general business of the Bank. The Bank operates an open communication policy and employees are encouraged to communicate with Management through various media.

Sound management and professional expertise are considered to be the Bank's major assets, and investment in employees' future development continues to be a top priority. Fidelity is a learning organization and believes in the development of her employees, irrespective of their job roles and responsibilities in the Bank. As an institution committed to maintaining its competitive edge, Fidelity Bank ensures that employees receive qualitative training within and outside the country. Staff Training Plans are drawn up yearly premised on grade specific baseline and function specific programmes. These include local, offshore and inhouse programmes.

Worthy of note are the Bank's Weekly Thursday Lecture Series, the Fidelity Business School with its various academies and the E-Learning Management System (LMS) Platform, all of which are designed to deepen knowledge, skills, and productivity.

The Bank currently has Seven modern Learning Centers at Lagos, Ibadan, Benin, Port-Harcourt, Enugu, Abuja, and Kano. A total of 5597 staff (3013 core staff and 2584 non-core), participated in various training programs as of 31 December 2024.

Training programmes are not limited to function specific programmes but include programmes on occupational safety and life skills such as fire drills, first and treatment and emergency evacuation procedures.

### **Research and Development**

The Bank continues to research, develop, and deploy innovative banking products.

**Directors' Report - continued**

**Credit Ratings**

The Central Bank of Nigeria's Revised Prudential Guidelines requires all banks to be credit rated. The ratings are updated every year and published in the Annual Report. During the period under review, Fidelity Bank was assigned the credit ratings below by the following rating agencies:

Fitch Ratings	Long-Term = B- Short-Term =B Outlook = Stable
Standard & Poor (S&P)	Long-Term = B- Short-Term =B Outlook = Stable
Global Credit Rating Co (GCR)	Long Term = A(NG) Short Term = A1(NG) Outlook = Stable
Agusto & Co	Long Term = "A" Short Term = "A" Outlook = Stable

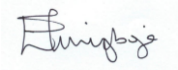
Additional information on the ratings can be obtained from the Bank's website at <https://www.fidelitybank.ng/investor-relations/credit-ratings/>

**External Auditors**

The appointment of the External Auditors, Deloitte & Touché, was approved on April 30, 2021, at the 33rd Annual General Meeting in accordance with Section 401(1) of the Companies and Allied Matters Act, 2020. The appointment took effect on May 5, 2021.

The External Auditors have indicated their willingness to continue in office as the Bank's auditors for 2025 financial year in accordance with Section 401(2) of the Companies and Allied Matters Act, 2020. The resolution authorizing the Directors to determine their remuneration was proposed and approved at the 36th Annual General Meeting.

**By order of the Board.**



**Ezinwa Unuigboje**  
 Company Secretary  
 FRC/2015/NBA/00000006957

Fidelity Bank Plc  
 No 2 Kofo Abayomi Street  
 Victoria Island  
 Lagos  
 Date: 3rd March 2025

**Statement Of Directors' Responsibilities In Relation To The Preparation Of The Financial Statements**  
**For the year ended 31 December 2024**

In accordance with the provisions of Sections 377 and 378 of the Companies and Allied Matters Act (CAMA) 2020, Banks and Other Financial Institutions Act (BOFIA) 2020, and the Financial Reporting Council Act No. 6, 2011, the Directors are responsible for the preparation of financial statements which give a true and fair view of the state of affairs of the Bank, and of the financial performance for the year. The responsibilities include ensuring that:

- (a) Appropriate internal controls are established both to safeguard the assets of the Bank and to prevent and detect fraud and other irregularities.
- (b) The Bank keeps accounting records which disclose with reasonable accuracy the financial position of the Bank and which ensure that the financial statements comply with requirements of International Financial Reporting Standards and the Companies and Allied Matters Act (CAMA) 2020, Banks and Other Financial Institutions Act (BOFIA) 2020, the Financial Reporting Council Act No. 6, 2011, Revised Prudential Guidelines and relevant circulars issued by the Central Bank of Nigeria.
- (c) The Group has used appropriate accounting policies, consistently applied and supported by reasonable and prudent judgments and estimates, and that all applicable accounting standards have been followed; and
- (d) It is appropriate for the financial statements to be prepared on a going concern basis unless it is presumed that the Bank will not continue in business.

The Directors accept responsibility for the financial statements, which have been prepared using appropriate accounting policies supported by reasonable and prudent judgments and estimates in conformity with International Financial Reporting Standards, the requirements of the Companies and Allied Matters Act, CAP C20 (CAMA ) 2020 , Banks and Other Financial Institutions Act (BOFIA ) 2020 , the Financial Reporting Council Act No. 6, 2011, Revised Prudential Guidelines, and relevant circulars issued by the Central Bank of Nigeria.

The Directors are of the opinion that the financial statements give a true and fair view of the state of the financial affairs of the Group and its financial performance for the year under review

The Directors further accept responsibility for the maintenance of accounting records that may be relied upon in the preparation of the financial statements, as well as adequate systems of financial control.

Nothing has come to the attention of the Directors to indicate that the Bank and its subsidiary will not remain a going concern from the date of this statement.

**Signed on behalf of the Directors by:**

**Date: March 3 2025**



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**Kevin Ugwuoke**  
Executive Director  
FRC/2020/003/00000022290



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**Nneka Onyeali-Ikpe**  
Managing Director/ Chief Executive Officer  
FRC/2013/NBA/00000016998

**Report of the Statutory Audit Committee**  
For The Year Ended 31 December 2024

**To The Members of Fidelity Bank Plc**

In compliance with Section 404(7) of the Companies and Allied Matters Act, 2020, we the members of the Statutory Audit Committee hereby report that we:

- Reviewed the scope and planning of the audit requirements and found them adequate.
- Reviewed the financial statements for the year ended 31 December 2024 and are satisfied with the explanations obtained.
- Reviewed the External Auditors Management Report for the year ended 31 December 2024 and are satisfied that Management is taking appropriate steps to address the issues raised.
- Ascertained that the Company has complied with the provisions of Central Bank of Nigeria (CBN) Circular BSD/1/2004 dated February 18, 2004 on "Disclosure of insider credits in the financial statements of banks". In addition, related party transactions and balances have been disclosed in the Notes to the Financial Statements for the year ended 31 December 2024 in accordance with the prescribed CBN format.
- Ascertained that the accounting and reporting policies of the Company for the year ended 31 December 2024 are in accordance with legal requirements and agreed ethical practices.

The External Auditors confirmed having received full cooperation from the Company's Management and that the scope of their work was not restricted in any way.



Chief Frank Onwu  
**Chairman, Audit Committee**  
FRC/2014/CISN/00000009012

March 4, 2025

**MEMBERS OF THE COMMITTEE**

- |                         |                          |
|-------------------------|--------------------------|
| 1) Chief. Frank Onwu    | - Chairman (Shareholder) |
| 2) Dr. Christian Nwinia | - Member (Shareholder)   |
| 3) Mr. Innocent Mmuoh   | - Member (Shareholder)   |
| 4) Chief Nelson Nweke   | - Member (Director)      |
| 5) Mrs. Ronke Bammeke   | - Member (Director)      |

**In Attendance:**

- |                       |                     |
|-----------------------|---------------------|
| Mrs. Ezinwa Unuigboje | - Company Secretary |
|-----------------------|---------------------|

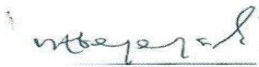
**Statement Of Corporate Responsibility For The Preparation Of The Financial Statements**  
**For the year ended 31 December 2024**

In line with the provision of Section 405 of CAMA 2020, the Chief Executive Officer and Chief Financial officer of Fidelity Bank Plc have reviewed the Financial Statements of the bank for the year ended **December 31 2024** and accept responsibility for the financial and other information within the report based on the following:

- i The financial statements do not contain any untrue statement of material fact or omit to state a material fact, which would make the statement misleading.
- ii The financial statements and all other financial information included in the statements fairly present, in all material respects, the financial condition and result of operation of the bank as of and for the year ended December 31, 2024.
- iii The bank's internal controls were evaluated within 90 days of the financial reporting date and are effective as of 31 December 2024
- iv The bank's internal Controls has been designed to ensure that all material information relating to the bank has been provided.
- v That we have disclosed to the bank's Auditor and the Audit Committee that there are no significant deficiencies in the design or operation of the bank's internal controls which could adversely affect the bank's ability to record, process, summarise and report financial data, and have discussed with the auditors any weaknesses in internal controls observed in the course of the Audit; And that there is no fraud involving management or other employees which could have any significant role in the bank's internal control
- vi There is no significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of this audit, including any corrective actions with regard to any observed deficiencies and material weaknesses.

**Signed on behalf of the Directors by:**

**Date: 3 March 2025**



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**Victor Abejegah**  
Chief Financial Officer  
**FRC/2013/ICAN/00000001733**



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**Nneka Onyeali-Ikpe**  
Managing Director/Chief Executive Officer  
**FRC/2013/NBA/00000016998**



## Corporate Governance Report

### Introduction

This report is designed to update stakeholders on how Fidelity Bank Plc (“Fidelity” or “the Bank”) discharged its fiduciary responsibilities in relation to governance as well as its level of compliance with relevant statutory and regulatory requirements during the review period.

The Board of Directors is committed to ensuring sustainable long-term success for the Bank and is mindful that best practice in corporate governance is essential for ensuring accountability, fairness and transparency in a company’s relationship with all its stakeholders.

The Bank’s Shared Values of Customer First, Respect, Excellence, Shared Ambition and Tenacity (CREST) continue to be the guiding principles, which we believe are necessary to sustain the growth of the business and our relationship with stakeholders, while keeping faith with our vision to be “No. 1 in every market we serve and for every branded product we offer”.

### Corporate Governance Framework

Fidelity Bank has a structured corporate governance framework, which supports the Board’s objective of achieving sustainable value. This is reinforced by the right culture, values and actions at the Board and Management level and throughout the entire organization.

The Board of Directors is the principal driver of corporate governance and has overall responsibility for ensuring that the tenets of good corporate governance are adhered to in the management of the Bank. In the Bank’s bid to achieve long-term shareholder value, we constantly strive to maintain the highest standards of corporate governance, which is the foundation on which we manage risk and build the trust of our stakeholders.

The Bank’s governance framework is designed to ensure on-going compliance with its internal policies, applicable laws and regulations as well as the corporate governance codes. These include the Financial Reporting Council of Nigeria’s (FRCN) Nigerian Code of Corporate Governance (“the NCCG”), the Central Bank of Nigeria’s (CBN) Corporate Governance Guidelines for Commercial, Merchant, Non-Interest and Payment Service Banks in Nigeria (“the CBN Guidelines”), the Securities and Exchange Commission’s Corporate Governance Guidelines (“the SEC Guidelines”), the Post-Listing Requirements and Rules issued from time to time by the Nigerian Exchange Group (NGX).

The Bank undertakes frequent internal assessment of its level of compliance with the Codes/ Rules and submits periodic compliance reports to the CBN, SEC, NGX, FRCN and Nigeria Deposit Insurance Corporation (NDIC).

The Codes and Rules are quite detailed and cover a wide range of issues, including Board and Management, Shareholders, Rights of Stakeholders, Disclosure Requirements, Risk Management, Organizational Structure, Quality of Board Membership, Board Performance Appraisal, Reporting Relationship, Ethics and Professionalism, Conflict of Interest, Sustainability, Whistleblowing, Code of Ethics, Complaints Management Processes and the Role of Auditors. These, in addition to the Bank’s Memorandum and Articles of Association, Board, Board Committees and Management Committee Charters, collectively constitute the bedrock of the Bank’s corporate governance framework.

The Bank’s governance structure is hinged on its internal governance framework, which is executed through the following principal organs:

- (a) The Board of Directors
- (b) Board Committees
- (c) Statutory Audit Committee
- (d) General Meetings
- (e) Management Committees

### Key Governance Development

#### (1) Key Governance Developments (Board Changes) :

The following changes occurred on the Board after the 36th Annual General Meeting, which held on May 16, 2024.

#### (i) Retirements from the Board

i	Alhaji Isa Inuwa, Independent Non-Executive Director, retired from the Board on December 31, 2024.
2	Mr. Chidi Agbapu, Non-Executive Director, retired from the Board on January 15, 2025.

#### (ii) Board Appointments

i	Alhaji Abdullahi S. Mohammed, Independent Non-Executive Director, was appointed to the Board with effect from January 14, 2025.
2	Ms. Obiaku A. Okam, Non-Executive Director, was appointed to the Board with effect from January 14, 2025.
3	Mr. Sufiyanu Garba was appointed as Executive Director, North Directorate with effect from January 24, 2025.

The appointments were approved by the Central Bank of Nigeria

## Corporate Governance Report

### (2) Issuance of additional shares by way of Public Offer and Rights Issue

Further to the CBN's upward review of the minimum capital requirement for banks including the minimum capital requirement of N500Billion for banks with international authorization, the Bank undertook a Public Offer and Rights Issue (the Combined Offer) in 2024.

### The Board of Directors

#### Board Size

The Board currently comprises of fifteen (15) Directors, seven (7) Executives including the Managing Director/Chief Executive Officer (MD/CEO) and eight (8) Non-Executive Directors including three (3) Independent Non-Executive Directors. The Independent Non-Executive Directors do not hold any shares in the Company, nor are they involved in any business relationship with the Bank. All Board appointments are in line with the Bank's Directors Selection Criteria Policy, and applicable regulations and are also subject to the approval of the Central Bank.

#### Board Structure and Responsibilities

The Board is responsible for creating and delivering sustainable value to all stakeholders through efficient management of the business. The Board is also responsible for determining the strategic direction of the Bank, which said strategy is implemented through Executive Management, within a framework of rewards, incentives and controls. Executive Management, led by the Managing Director/Chief Executive Officer, constitutes the key management organ of the Bank and is primarily responsible for achieving performance expectations and increasing shareholder value.

Executive Management reports regularly to the Board on issues relating to the growth and development of the Bank. The Board plays a major supportive and complementary role in ensuring that the Bank is well managed and that appropriate controls are in place and fully operational.

The Board is accountable to the Bank's stakeholders and continues to play a key role in governance. It is the responsibility of the Board of Directors to approve the Bank's organizational strategy, develop directional policy, appoint, supervise and remunerate senior executives and ensure accountability of the Bank to its owners, stakeholders and the regulatory authorities. The Board is also responsible for providing stable and effective leadership for the Bank, to facilitate achievement of its corporate operating objectives.

Responsibility for the day-to-day management of the Bank resides with the MD/CEO, who carries out her functions in accordance with guidelines approved by the Board of Directors. The MD/CEO is ably assisted by the five (5) Executive Directors. In line with best practice and requisite regulations, the roles of the Chairman of the Board and MD/CEO are assumed by different individuals to ensure that the right balance of power and authority is maintained.

The effectiveness of the Board is derived from the broad range of skills and competencies of the Directors, who are persons of high integrity and seasoned professionals and are competent, knowledgeable and proficient in their professional careers, businesses and/or vocations. The Directors bring to the Board their diverse experience in several fields ranging from business management, corporate finance, accounting, banking operations, Oil & Gas, information technology, risk management, engineering, project finance, leasing, law, entrepreneurship and treasury management.

The professional background of the Directors reflects a balanced mix of skills, experience and competencies that impacts positively on the Board's activities. No individual dominates the decision-making process. The Board operated effectively throughout the period and continues to do so.

The Directors are members of the Institute of Directors of Nigeria (IoD) and the Bank Directors Association of Nigeria (BDAN), two non-profit organizations dedicated to promoting good corporate governance and high ethical standards for Nigerian companies/banks.

#### Access to Information

Management is responsible for ensuring that the Board receives information on the Bank's operations and activities on a regular and timely basis to aid the decision-making process. Executive Management and other principal officers attend Board and Board Committee meetings to make presentations and clarify any issue as appropriate.

The Directors have unfettered access to Management and relevant information on the Bank's operations. They also have the resources to execute their responsibilities as Directors, including access to external independent professional advice at the Bank's expense.

Matters reserved exclusively for the Board include but are not limited to: approval of credit requests in excess of the approval limit of the Board Credit Committee, approval of the Bank's quarterly, half yearly and full year financial statements, disposal of assets other than in the normal course of the Bank's business, mortgaging or otherwise creating security interests over the assets of the Bank, appointment or removal of key management personnel, strategic planning and succession planning. The Board is also responsible for the integrity of the financial statements.

The Board has a comprehensive Remuneration Policy, which is designed to address the compensation of both Executive and Non-Executive Directors. The Policy is designed to establish a framework for Directors' remuneration that is consistent with the Bank's scale and scope of operations and is aimed at attracting, motivating and retaining qualified individuals with the talent, skills and experience required to run the Bank effectively.

The Board meets quarterly, and additional meetings are convened as required. The Directors are provided with comprehensive information at each quarterly meeting and briefed on business developments between Board meetings. The Board met twelve (12) times during the year ended 31

**Corporate Governance Report**

Details of the Directors who served on the Board during the year ended 31 December 2024 are indicated below:

NO	NAME OF DIRECTOR	DESIGNATION	DATE OF APPOINTMENT	Cumulative Period Served as at 31 December 2024
1	Mr. Mustafa Chike-Obi	Chairman /Non-Executive Director	August 15, 2020	4 years and 4 months
2	***Mr. Chidi Agbapu	Non-Executive Director	September 3, 2018	6 years and 3 months
3	****Alhaji Isa Inuwa	Independent Non-Executive Director	January 22, 2020	4 years and 11 months
4	Engr. Henry Obih	Independent Non-Executive Director	September 21, 2020	4 years and 3 months
5	Mrs. Amaka Onwughalu	Non-Executive Director	December 15, 2020	4 years
6	Chief Nelson C. Nweke	Non-Executive Director	December 15, 2020	4 years
7	Mr. Chinedu Okeke	Non-Executive Director	January 4, 2021	3 years and 11 months
8	Mrs. Ronke Bammeke	Independent Non-Executive Director	November 18, 2021	3 years and 1 month
9	Mrs. Nneka Onyeali-Ikpe	Managing Director/CEO	Appointed to the Board as Executive Director on September 3, 2015; Assumed office as MD/CEO on January 1, 2021.	4 years as MD/CEO; 5 years /3 months as Executive Director
10	* Mr. Hassan Imam	Executive Director	January 1, 2020	4 years
11	Mr. Kevin Ugwuoke	Executive Director	July 28, 2020	4 years and 5 months
12	Dr. Ken Opara	Executive Director	January 1, 2021	4 years
13	Mr. Stanley Amuchie	Executive Director	January 27, 2022	2 years and 11 months
14	Mrs. Pamela Shodipo	Executive Director	February 3, 2022	2 years and 10 months
15	Mr. Abolore Solebo	Executive Director	February 1, 2024	11 months

\*Retired with effect from January 10, 2024 \*\*Appointed with effect from February 1, 2024 \*\*\*Retired with effect from January 15, 2025.  
\*\*\*\* Retired with effect from December 31, 2024

## **Corporate Governance Report**

### **Directors' Appointments, Retirements and Re-elections**

Directors' appointments, retirements and re-elections are effected in accordance with the provisions of the Bank's Memorandum and Articles of Association, the Board Appointment and Directors' Selection Criteria Policy, the Central Bank's Assessment Criteria for Approved Persons Regime in Nigeria as well as other relevant laws, to ensure a balanced and experienced Board.

The Board Corporate Governance Committee is charged with the responsibility of leading the process for Board appointments and for ascertaining and recommending suitable candidates for the Board's approval. The appointment process is transparent and involves external consultants who carry out an independent evaluation of all nominees as part of the appointment process. The importance of achieving the right balance of skills, experience and diversity is also taken into consideration in making Board appointments.

Mr. Hassan Imam, former Executive Director North, retired from the Board on January 10, 2024, sequel to his appointment as the MD/CEO of another financial institution by the Central Bank of Nigeria.

Mr. Abolore Solebo was appointed as Executive Director with effect from February 1, 2024 to oversee the Bank's Corporate Banking Directorate.

### **Directors' Term of Office**

To ensure that the Board is continually renewed and refreshed, Non-Executive Directors' tenure is two (2) terms of three (3) years while Independent Non-Executive Directors serve for one term of four (4) years. The tenure of Executive Directors is coterminous with their respective contracts of employment. All Board appointments are subject to the Bank's Retirement Age Policy and the CBN's tenure guidelines.

### **Board Induction and Continuous Education:**

Given the increasing complexity of banking transactions, the demands of the operating environment and the Directors' weighty oversight responsibilities, the Board of Fidelity Bank acknowledges that its ability to effectively discharge its functions can only be enhanced by qualitative training programs. Training of individual Directors and the Board are important investments for every organization, given the strong correlation between qualitative Board training programmes and sound corporate governance practices, growth, and profitability.

The Bank has a Directors Induction and Continuous Development Policy, which provides for formal induction programmes for newly appointed Directors and bespoke training programmes for serving Directors. The Directors also participate in regulator-initiated training programmes.

An induction plan is designed for all new Directors and covers personalized in-house orientation including individual meetings with Executive Management and Senior Executives responsible for the Bank's key business areas, and external training programmes. The induction programme includes an overview of the Bank's operations, risk management, treasury operations, internal audit, compliance, corporate governance framework and Board processes. Board development programmes also include executive coaching sessions and the annual Board strategy retreat.

New Directors also receive a comprehensive induction pack, which includes copies of Board and Board Committees' Charters, the annual goals of the Board and Board Committees for the year, relevant legislations and the calendar of Board meetings and activities for the year. The induction and training programmes are robust and designed to equip all Directors to effectively discharge their responsibilities whilst improving overall board

**Corporate Governance Report**

The Bank renders periodic returns on training programmes attended by Directors to the Central Bank. The Directors who served on the Board during the year under review, participated in the programmes listed below:

S/N	Course	Vendor	Start Date	End Date	Name of Directors
1	Leadership For The 21st Century	Havard Kennedy School	January 21, 2024	January 26, 2024	Dr. Ken Opara
2	Strategic Decision-Making for Leaders	University of Cambridge Judge Business School	April 22 2024	April 24 2024	Chief Nelson Nweke
3	Competitive Strategy - Creating and Sustaining Competitive Advantage	Kellogg University	May 13, 2024	May 17, 2024	Mr. Kevin Ugwuoke
4	Business Essentials for Executives	Wharton School of Business	May 13, 2024	May 17, 2024	Mr. Chinedu Okeke
5	The Strategic Leader Programme	Columbia Business School	May 21, 2024	May 23, 2024	Mr. Mustafa Chike-Obi
6	Leading Strategic Growth & Change	Columbia Business School	June 10 2024	June 14 2024	1. Engr. Henry Obih 2. Mr. Abolore Solebo
7	Disruptive Innovation	Harvard Business School	June 17 2024	June 22 2024	Mrs. Morohunke Bammeke
8	Board Induction Programme	Harvard Kennedy School	September 8, 2024	September 13, 2024	Mrs. Amaka Onwughalu
9	Business Essentials for Executives	Kellogg	September 9, 2024	September 13, 2024	Mrs. Pamela Shodipo
10	The Strategic Leader Programme	Harvard Business School	September 22, 2024	September 27, 2024	Mr. Chidi Agbapu
11	Leading Strategic Growth & Change	Wharton Business School	September 30, 2024	October 4, 2024	Mr. Stanley Amuchie
12	Disruptive Innovation	Stanford University	October 14, 2024	October 18, 2024	Dr. Ken Opara
13	Board Induction Programme	In-house (Fidelity Bank Plc)	March 21/April 3, 2024	April 4, 2024	Mr. Abolore Solebo
14	Audit Committee Seminar (Auditing in a Dynamical Era)	DCSL	June 19, 2024	June 20, 2024	1. Dr. Christian Nwinia 2. Chief Frank Onwu 3. Mr. Innocent Mmuoh
15	Company Direction Course 1	Institute of Directors	September 10, 2024	September 11, 2024	Chief Nelson Nweke
16	Board AML/CFT Training	H. Pierson Associates	October 7, 2024	October 7, 2024	1. Mr. Mustafa Chike-Obi 2. Alhaji Isa Inuwa 3. Mrs. Amaka Onwughalu 4. Engr. Henry Obih 5. Chief Nelson Nweke 6. Mr. Chinedu Okeke 7. Mr. Chidi Agbapu 8. Mrs. Ronke Bammeke 9. Dr. Nneka Onyeali-Ikpe 10. Dr. Ken Opara 11. Mr. Kevin Ugwuoke 12. Mr. Stanley Amuchie 13. Mr. Pamela Shodipo 14. Mr. Abolore Solebo

Corporate Governance Report

17	Board Sustainability Training	Ernst & Young	October 7, 2024	October 7, 2024	<ol style="list-style-type: none"> <li>1. Mr. Mustafa Chike-Obi</li> <li>2. Alhaji Isa Inuwa</li> <li>3. Mrs. Amaka Onwughalu</li> <li>4. Engr. Henry Obih</li> <li>5. Chief Nelson Nweke</li> <li>6. Mr. Chinedu Okeke</li> <li>7. Mr. Chidi Agbapu</li> <li>8. Mrs. Ronke Bammeke</li> <li>9. Dr. Nneka Onyeali-Ikpe</li> <li>10. Dr. Ken Opara</li> <li>11. Mr. Kevin Ugwuokw</li> <li>12. Mr. Stanley Amuchie</li> <li>13. Mr. Pamela Shodipo</li> <li>14. Mr. Abolore Solebo</li> </ol>
18	Company Direction Course 1	Institute of Directors	October 16, 2024	October 17, 2024	Mr. Abolore Solebo
19	Board Cybersecurity Awareness Training	Digital Jewels	October 30, 2024	October 30, 2024	<ol style="list-style-type: none"> <li>1. Mr. Mustafa Chike-Obi</li> <li>2. Alhaji Isa Inuwa</li> <li>3. Mrs. Amaka Onwughalu</li> <li>4. Engr. Henry Obih</li> <li>5. Chief Nelson Nweke</li> <li>6. Mr. Chinedu Okeke</li> <li>7. Mr. Chidi Agbapu</li> <li>8. Mrs. Ronke Bammeke</li> <li>9. Dr. Nneka Onyeali-Ikpe</li> <li>10. Dr. Ken Opara</li> <li>11. Mr. Kevin Ugwuokw</li> <li>12. Mr. Stanley Amuchie</li> <li>13. Mr. Pamela Shodipo</li> <li>14. Mr. Abolore Solebo</li> </ol>

**Corporate Governance Report**

**Access to independent advice:**

In compliance with the Codes and global best practices, the Board ensures that the Directors have access to independent professional advice when they deem same necessary to discharge their responsibilities as Directors. The Bank also provides the Directors with sufficient resources to enable them

Independent consultants engaged during the review period include:

S/N	Consultant	Brief
1	KPMG Advisory Services	Corporate Strategy, Board Appraisal
2	Ernst & Young	Consultancy Services
3	Olaniwun Ajayi LP	Legal Consultancy
4	Banwo & Ighodalo	Legal Consultancy

**Board Performance Appraisal:**

The Board, recognizing the need to maintain an energized, proactive and effective Board, adopted a formal Board and Board Committees' Performance Evaluation Policy in April 2012. To give effect to the provisions of the Policy and comply with the Codes, the Board engages an independent consultant to conduct an annual appraisal of the Board's performance and highlight issues that require remedial action.

The appraisal enables the Board to identify future developmental needs, while benchmarking its performance against global best practices and enhancing board effectiveness.

The appraisal is extensive and covers the Board, Board Committees and individual Directors, focusing on strategy, corporate culture, monitoring, evaluation, performance and stewardship. A governance survey is also occasionally administered on senior management staff of the Bank and the result of the survey is presented to the Board.

Amongst other indices the annual assessment focuses on the Board's role in the following key areas:

- (a) Defining strategy and management of the Board's own activities.
- (b) Monitoring Management and evaluating its performance against defined objectives.
- (c) Implementing effective internal control systems.
- (d) Communicating standards of ethical organizational behaviour by setting the tone at the top.

The independent consultant's report on the Board appraisal is presented to Shareholders at the Annual General Meetings and submitted to the Central Bank of Nigeria. The Board appointed KPMG Advisory Services to carry out the Board appraisal and governance evaluation exercise for 2024 financial year. The Consultant's report was presented to the shareholders at the 36th Annual General Meeting on May 16, 2024.

**Board Meetings**

To ensure its effectiveness throughout the year, the Board develops an Annual Agenda Cycle, Annual Goals and Calendar of Board activities at the beginning of each year. These not only focus the activities of the Board, but also establish benchmarks against which its performance can be evaluated at the end of the year.

While a detailed forward agenda is available, it is periodically updated to reflect contemporary issues that may arise, which may be of interest to the Bank, the financial services industry or national/global economies. The Board meets quarterly or as the need arises.

**Corporate Governance Report**

**A. Board Committees**

The responsibilities of the Board are also accomplished through six (6) standing committees, which work closely with the Board to achieve the Bank's strategic objectives. The Board Committees are listed below:

- (a) Board Credit Committee.
- (b) Board Risk Committee.
- (c) Board Audit Committee.
- (d) Board Corporate Governance Committee.
- (e) Board Finance and General-Purpose Committee.
- (f) Board Information Technology Committee.

To enable the Committees, execute their oversight responsibilities, each Committee has a formal Charter, which defines its objectives and operating structure including composition, functions, and scope of authority. At the beginning of the year, each Committee develops its Annual Agenda Cycle, Annual Goals, and meeting calendar, to guide its activities during the year.

Complex and specialized matters are effectively dealt with through the Committees, which also make recommendations to the Board on various matters. The Committees present periodic reports to the Board on the issues considered by them.

**The composition of Board Committees as of 31 December 2024, was as follows:**

S/N	COMMITTEE	MEMBERSHIP	DESIGNATION
1	Board Finance & General Purpose Committee (FGPC):	Chief Nelson C. Nweke	Chairman (Non-Executive Director)
		Mrs. Ronke Bammeke	Independent Non-Executive Director
		Mr. Chidi Agbapu	Non-Executive Director
		Mrs. Amaka Onwughalu	Non-Executive Director
S/N	COMMITTEE	MEMBERSHIP	DESIGNATION
2	Board Remuneration Nomination and Governance Committee (BRNGC):	Engr. Henry Obih	Chairman (Independent Non-Executive Director)
		Mr. Chidi Agbapu	Non-Executive Director
		Alh. Isa Inuwa	Independent Non-Executive Director
		Mrs. Amaka Onwughalu	Non-Executive Director
		Chief Nelson C. Nweke	Non-Executive Director
S/N	COMMITTEE	MEMBERSHIP	DESIGNATION
3	Board Risk Management Committee (BRMC):	Mrs. Amaka Onwughalu	Chairman (Non-Executive Director)
		Alh. Isa Inuwa	Independent Non-Executive Director
		Engr. Henry Obih	Independent Non-Executive Director
		Mr. Chinedu Okeke	Non-Executive Director
		Mrs. Ronke Bammeke	Independent Non-Executive Director
		Mr. Chidi Agbapu	Non-Executive Director
		Mrs. Nneka Onyeali-Ikpe	Managing Director/CEO
		Mr. Kevin Ugwuoke	Executive Director, Chief Risk Officer
S/N	COMMITTEE	MEMBERSHIP	DESIGNATION
4	Board Audit Committee (BAC):	Alh. Isa Inuwa	Chairman (Independent Non Executive Director)
		Chief Nelson C. Nweke	Non-Executive Director
		Mrs. Ronke Bammeke	Independent Non-Executive Director
		Mr. Chinedu Okeke	Non-Executive Director



**Corporate Governance Report**

S/N	COMMITTEE	MEMBERSHIP	DESIGNATION
5	Board Credit Committee (BCC) :	Mr. Chidi Agbapu	Chairman, Independent Non-Executive Director
		Alhaji. Isa Inuwa	Independent Non-Executive Director
		Engr. Henry Obih	Independent Non-Executive Director
		Mrs. Amaka Onwughalu	Non-Executive
		Mr. Chinedu Okeke	Non-Executive
		Mrs. Nneka Onyeali-Ikpe	Managing Director/CEO
6	Board Information Technology Committee (BITC)	Mrs. Morohunke Bammeke	Chairman, Independent Non-Executive Director
		Mr. Chinedu Okeke	Non-Executive Director
		Engr. Henry Obih	Independent Non-Executive Director
		Mr. Chidi Agbapu	Non-Executive Director

**1. Board Credit Committee:**

This Committee functions as a Standing Committee of the Board with responsibility for Credit Management. The primary purpose of the Committee is to advise the Board on its oversight responsibilities in relation to the Bank's credit exposures and lending practices. The Committee comprises a minimum of four (4) Non-Executive Directors (including an Independent Non-Executive Director) and the MD/CEO. The Committee meets monthly or as the need

Its terms of reference include:

- (a) Exercising all Board assigned responsibilities on credit related issues.
- (b) Review and recommend credit policy changes to the full Board.
- (c) Ensure compliance with regulatory requirements on credits.
- (d) Approving credits above the Management's credit approval limit.
- (e) Tracking the quality of the Bank's loan portfolio through quarterly review of risk assets.
- (f) Receive and consider recommendations from the Management Credit Committee (MCC), Asset & Liability Committee (ALCO), and Operational Risk & Service Measurement Committee on matters relating to credit management.
- (g) Consider and recommend for full Board approval, Director, and Insider-Related credits.
- (h) Consider exceptions to rules or policies and counsel on unusual credit transactions.

**2. Board Risk Committee:**

This Committee functions as a Standing Committee of the Board with responsibility for the enterprise risk management activities of the Bank, approving appropriate risk management procedures, and measurement methodologies, as well as identification and management of strategic business risks of the Bank. It consists of a minimum of four (4) Non-Executive Directors including an Independent Non-Executive Director, the Executive Director, Chief Risk Officer and the Managing Director/CEO.

Its terms of reference include:

- (a) Establishing the Bank's risk appetite;
- (b) Ensuring that business profiles and plans are consistent with the Bank's risk appetite;
- (c) Establishing and communicating the Bank's risk management framework including responsibilities, authorities and control;
- (d) Establishing the process for identifying and analyzing business level risks;
- (e) Agreeing and implementing risk measurement and reporting standards and methodologies;
- (f) Establishing key control processes and practices, including limits, structures, impairments, allowance criteria and reporting requirements;
- (g) Monitoring the operation of the controls and adherence to risk direction and limits;
- (h) Ensuring that risk management practices and conditions are appropriate for the business environment.

The Committee meets quarterly or as the need arises. Occasionally, a joint meeting is held between the Board Credit Committee and the Board Risk Committee to review credit risk related issues.

## Corporate Governance Report

### 3. Board Audit Committee:

The Committee functions as a Standing Committee of the Board with responsibility for internal control over financial reporting, including internal and external audit. The Committee is composed of a minimum of four (4) Non-Executive Directors (including an Independent Director who chairs the Committee in line with the Central Bank's guidelines on composition of the Board Audit Committee). The Committee meets quarterly or as the need

Its terms of reference include:

- (a) Ensuring the integrity of the Bank's financial reporting system.
- (b) Ensuring the existence of independent internal and external audit functions.
- (c) Ensuring the effectiveness of the internal control system, prudence and accountability in significant contracts and compliance with regulatory requirements.
- (d) Effectiveness of accounting and operating procedures, and
- (e) Ensuring compliance with legal and regulatory requirements.

### 4. Board Corporate Governance Committee:

The Board Remuneration Nomination and Governance Committee comprises a minimum of four (4) Non-Executive Directors (including an Independent Director who chairs the Committee). The Managing Director (and in her absence, an Executive Director nominated by her) is required to attend the Committee's meetings. The Committee has oversight responsibility for issues relating to the Bank's Governance Framework.

The Committee meets quarterly or as the need arises. Its terms of reference include.

- (a) Review and make recommendations for improvements to the Bank's Corporate Governance Framework.
- (b) Recommend membership criteria for the Board and its Committees.
- (c) Review and make recommendations on the Bank's key human capital policies.
- (d) Review and make recommendations on Key Performance Indicators for the Managing Director and Executive Directors.
- (e) Ensure that an independent Board evaluation exercise is undertaken annually.
- (f) Provide oversight on Directors' orientation and continuing education programmes.
- (g) Ensure proper reporting and disclosure of the Bank's corporate governance procedures to stakeholders.
- (h) Ensure proper succession planning for the Bank.

### 5. Board Finance & General Purpose Committee:

The Board Finance & General-Purpose Committee has oversight responsibility for issues relating to the Bank's budgetary process, procurements and strategic planning. The Committee is composed of a minimum of four (4) Non-Executive Directors (including an Independent Director). The Committee meets quarterly or as the need arises.

Its terms of reference include:

- (a) Review major expense lines periodically and approve expenditure within the approval limit of the Committee as documented in the financial manual of authorities.
- (b) Participate in and lead an annual strategy retreat for the Board.
- (c) Review annually, the Bank's financial projections, as well as capital and operating budgets and review on a quarterly basis with Management, the progress of key initiatives, including actual financial results against targets and projections.
- (d) Make recommendations to the Board regarding the Bank's investment strategy, policy and guidelines, its implementation and compliance with those policies and guidelines and the performance of the Bank's investment portfolios.
- (e) Ensure a transparent and competitive tendering process on major contracts to guarantee the best value for the Bank.
- (f) Review and recommend to the Board for approval, the procurement strategy and policy of the Bank.
- (g) Ensure that all major contracts are carried out according to the terms and conditions of the contract agreement.
- (h) Other finance matters including recommending for Board approval, the Bank's dividend policy, including amount, nature and timing and other corporate actions.
- (i) Recommend a comprehensive framework for delegation of authority on financial matters and ensure compliance with same.

### 6. Board Information Technology Committee:

The Board Information Technology Committee ("the Committee") has oversight responsibility for all issues relating to the Bank's Information Technology (IT) and digitalisation strategies, investments and risks. The Committee is also responsible for matters relating to IT Governance, Cybersecurity and IT Risk. The Committee is composed of a minimum of four (4) Non-Executive Directors including an Independent Director. The Chairman of the Committee is an Independent Non-Executive Director. The Committee meets quarterly or as the need arises.,

Its terms of reference include:

- (a) Execution of the Board's strategy in relation to Information Technology and Digitalization.
- (b) Provide advice on strategic direction on IT related issues.
- (c) Review IT related investments and expenditure.
- (d) Review IT-related innovation as well as existing and future trends that may affect the Bank's digital strategy.
- (e) Review the effectiveness of the Bank's IT and cybersecurity risk identification and remediation practices, policies, controls and procedures.
- (f) Review the effectiveness of the Bank's overall IT enterprise architecture including the stability and reliability of the digital eco-system, the quality of IT services provided and the type of customer experience delivered.
- (g) Ensure the Bank's compliance with applicable IT related laws and regulations.

The Committee was established with effect from January 1, 2022.

**Corporate Governance Report**

**B. Attendance at Board and Board Committee Meetings**

Records of the Directors' attendance at meetings during the year ended 31 December 2024 are provided below:

**BOARD OF DIRECTORS**

NAME	DESIGNATION	19-Jan-24	30-Jan-24	11-Mar-24	18-Mar-24	22-Apr-24
Mr. Mustafa Chike-Obi	Chairman	√	√	√	√	√
Alhaji Isa Inuwa	Independent Non-Executive Director	√	√	√	√	√
Mrs. Amaka Onwughalu	Non-Executive Director	√	√	√	√	√
Chief Nelson Nweke	Non-Executive Director	√	√	√	√	√
Mr. Chinedu Okeke	Non-Executive Director	√	√	√	√	√
Engr. Henry Obih	Independent Non-Executive Director	√	√	√	√	√
Mr. Chidi Agbapu	Non-Executive Director	√	√	√	√	√
Mrs. Ronke Bammeke	Independent Non-Executive Director	√	√	√	√	√
Dr. Nneka Onyeali-Ikpe	MD/CEO	√	√	√	√	√
*Mr. Hassan Imam	Executive Director	N/A	N/A	N/A	N/A	N/A
Mr. Kevin Ugwuoke	Executive Director	√	√	√	√	√
Dr. Ken Opara	Executive Director	√	√	√	√	√
Mr. Stanley Amuchie	Executive Director	√	√	√	√	√
*Mrs. Pamela Shodipo	Executive Director	√	√	√	√	√
*Mr. Abolore Solebo	Executive Director	N/A	N/A	√	√	√

NAME	DESIGNATION	27-May-24	3-Jul-24	14-Sep-24	30-Sep-24	24-Oct-24
Mr. Mustafa Chike-Obi	Chairman	√	√	√	√	√
Alhaji Isa Inuwa	Independent Non-Executive Director	√	√	√	√	√
Mrs. Amaka Onwughalu	Non-Executive Director	√	√	√	√	√
Chief Nelson Nweke	Non-Executive Director	√	√	√	√	√
Mr. Chinedu Okeke	Non-Executive Director	√	√	√	√	√
Engr. Henry Obih	Independent Non-Executive Director	√	√	√	√	√
Mr. Chidi Agbapu	Non-Executive Director	√	√	√	√	√
Mrs. Ronke Bammeke	Independent Non-Executive Director	√	√	√	√	√
Dr. Nneka Onyeali-Ikpe	MD/CEO	√	√	√	√	√
*Mr. Hassan Imam	Executive Director	N/A	N/A	N/A	N/A	N/A
Mr. Kevin Ugwuoke	Executive Director	√	√	√	√	√
Dr. Ken Opara	Executive Director	√	√	√	√	√
Mr. Stanley Amuchie	Executive Director	√	√	√	√	√
Mrs. Pamela Shodipo	Executive Director	√	√	√	√	√
**Mr. Abolore Sholebo	Executive Director	√	√	√	√	√

**Corporate Governance Report**

NAME	DESIGNATION	28-Nov-24	17-Dec-24	NO. OF MEETINGS	NUMBER ATTENDED	
Mr. Mustafa Chike-Obi	Chairman	√	√	12	12	
Alhaji Isa Inuwa	Independent Non-Executive Director	√	√	12	12	
Mrs. Amaka Onwughalu	Non-Executive Director	√	√	12	12	
Chief Nelson Nweke	Non-Executive Director	√	√	12	12	
Mr. Chinedu Okeke	Non-Executive Director	√	√	12	12	
Engr. Henry Obih	Independent Non-Executive Director	√	√	12	12	
Mr. Chidi Agbapu	Non-Executive Director	√	√	12	12	
Mrs. Ronke Bammeko	Independent Non-Executive Director	√	√	12	12	
Dr. Nneka Onyeali-Ikpe	MD/CEO	√	√	12	12	
*Mr. Hassan Imam	Executive Director	N/A	N/A	0	0	
Mr. Kevin Ugwuoke	Executive Director	√	√	12	12	
Dr. Ken Opara	Executive Director	√	√	12	12	
Mr. Stanley Amuchie	Executive Director	√	√	12	12	
Mrs. Pamela Shodipo	Executive Director	√	√	12	12	
**Mr. Abolore Sholebo	Executive Director	√	√	10	10	

**Notes:**

\*Mr. Hassan Imam retired from the Board with effect from January 10, 2024

\*\*Mr. Abolore Solebo was appointed to the Board with effect from February 1, 2024.

**BOARD CREDIT COMMITTEE MEETING**

NAME	DESIGNATION	17-Jan-24	15-Apr-24	29-May-24	11-Jul-24	7-Aug-24
Mr. Chidi Agbapu	Chairman, Non-Executive Director	√	√	√	3	3
Mr. Chinedu Okeke	Non-Executive Director	√	√	√	3	3
Engr. Henry Obih	Independent Non-Executive Director	√	√	√	3	3
Mrs. Amaka Onwughalu	Non-Executive Director	√	√	√	3	3
Alhaji Isa Inuwa	Independent Non-Executive Director	√	√	√	3	3
Dr. Nneka Onyeali-Ikpe	MD/CEO	√	√	√	3	3

NAME	DESIGNATION	4-Oct-24	10-Oct-24	19-Nov-24	22-Nov-24	11-Dec-24
Mr. Chidi Agbapu	Chairman, Non-Executive Director	√	√	√	3	3
Mr. Chinedu Okeke	Non-Executive Director	√	√	√	3	3
Engr. Henry Obih	Independent Non-Executive Director	√	√	√	3	3
Mrs. Amaka Onwughalu	Non-Executive Director	√	√	√	3	3
Alhaji Isa Inuwa	Independent Non-Executive Director	√	√	√	3	3
Dr. Nneka Onyeali-Ikpe	MD/CEO	√	√	√	3	3

**Corporate Governance Report**

NAME	DESIGNATION	NO. OF MEETINGS	NUMBER ATTENDED
Mr. Chidi Agbapu	Chairman, Non-Executive Director	10	10
Mr. Chinedu Okeke	Non-Executive Director	10	10
Engr. Henry Obih	Independent Non-Executive Director	10	10
Mrs. Amaka Onwughalu	Non-Executive Director	10	10
Alhaji Isa Inuwa	Independent Non-Executive Director	10	10
Dr. Nneka Onyeali-Ikpe	MD/CEO	10	10

**BOARD RISK COMMITTEE**

NAME	DESIGNATION	25-Jan-24	18-Apr-24	4-Sep-24	12-Oct-24	NO. OF MEETINGS
Mrs. Amaka Onwughalu	Chairman	√	√	√	√	4
Mr. Chinedu Okeke	Non-Executive Director	√	√	√	√	4
Engr. Henry Obih	Independent Non-Executive Director	√	√	√	√	4
Alhaji Isa Inuwa	Independent Non-Executive Director	√	√	√	√	4
Mrs. Ronke Bammeké	Independent Non-Executive Director	√	√	√	√	4
Dr. Nneka Onyeali-Ikpe	MD/CEO	√	√	√	√	4
Mr. Kevin Ugwuoke	Executive Director, Chief Risk Officer	√	√	√	√	4

NAME	DESIGNATION	NUMBER ATTENDED
Mrs. Amaka Onwughalu	Chairman	4
Mr. Chinedu Okeke	Non-Executive Director	4
Engr. Henry Obih	Independent Non-Executive Director	4
Alhaji Isa Inuwa	Independent Non-Executive Director	4
Mrs. Ronke Bammeké	Independent Non-Executive Director	4
Dr. Nneka Onyeali-Ikpe	MD/CEO	4
Mr. Kevin Ugwuoke	Executive Director, Chief Risk Officer	4

**Corporate Governance Report**

**FINANCE AND GENERAL-PURPOSE COMMITTEE**

NAME	DESIGNATION	24-Jan-24	11-Mar-24	11-Apr-24	13-Sep-24	27-Sep-24
Chief. Nelson Nweke	Chairman, Non-Executive Director	√	√	√	3	3
Mr. Chidi Agbapu	Non-Executive Director	√	√	√	3	3
Mrs. Amaka Onwughalu	Non-Executive Director	√	√	√	3	3
Mrs. Ronke Bammeke	Independent Non-Executive Director	√	√	√	3	3

NAME	DESIGNATION	11-Oct-24	11-Dec-24	NO. OF MEETINGS	NUMBER ATTENDED
Chief. Nelson Nweke	Chairman, Non-Executive Director	√	√	7	7
Mr. Chidi Agbapu	Non-Executive Director	√	√	7	7
Mrs. Amaka Onwughalu	Non-Executive Director	√	√	7	7
Mrs. Ronke Bammeke	Independent Non-Executive Director	√	√	7	7

**REMUNERATION, NOMINATION AND GOVERNANCE COMMITTEE**

NAME	DESIGNATION	8-Feb-24	15-Apr-24	9-May-24	20-May-24	8-Jul-24
Engr. Henry Obih	Chairman,	√	√	√	√	√
Mr. Chidi Agbapu	Independent Non-Executive Director	√	√	√	√	√
Chief. Nelson Nweke	Non-Executive Director	√	√	√	√	√
Mrs. Amaka Onwughalu	Non-Executive Director	√	√	√	√	√
Alhaji Isa Inuwa	Independent Non-Executive Director	√	√	√	√	√

NAME	DESIGNATION	4-Sep-24	19-Sep-24	26-Sep-24	9-Oct-24	17-Oct-24
Engr. Henry Obih	Chairman,	√	√	√	√	√
Mr. Chidi Agbapu	Independent Non-Executive Director	√	√	√	√	√
Chief. Nelson Nweke	Non-Executive Director	√	√	√	√	√
Mrs. Amaka Onwughalu	Non-Executive Director	√	√	√	√	√
Alhaji Isa Inuwa	Independent Non-Executive Director	√	√	√	√	√

**Corporate Governance Report**

NAME	DESIGNATION	23-Oct-24	12-Nov-24	16-Dec-24	NO. OF MEETINGS	NUMBER ATTENDED
Engr. Henry Obih	Chairman,	√	√	√	13	13
Mr. Chidi Agbapu	Independent Non-Executive Director	√	√	√	13	13
Chief. Nelson Nweke	Non-Executive Director	√	√	√	13	13
Mrs. Amaka Onwughalu	Non-Executive Director	√	√	√	13	13
Alhaji Isa Inuwa	Independent Non-Executive Director	√	√	√	13	13

**BOARD AUDIT COMMITTEE**

NAME	DESIGNATION	22-Jan-24	11-Mar-24	16-Apr-24	20-May-24	13-Sep-24
Alhaji Isa Inuwa	Chairman, Independent Non-Executive Director	√	√	√	√	√
Chief Nelson Nweke	Non-Executive Director	√	√	√	√	√
Mr. Chinedu Okeke	Non-Executive Director	√	√	√	√	√
Mrs. Ronke Bammeke	Independent Non-Executive Director	√	√	√	√	√

NAME	DESIGNATION	23-Sep-24	14-Oct-24	NO. OF MEETINGS	NUMBER ATTENDED
Alhaji Isa Inuwa	Chairman, Independent Non-Executive Director	√	√	7	7
Chief Nelson Nweke	Non-Executive Director	√	√	7	7
Mr. Chinedu Okeke	Non-Executive Director	√	√	7	7
Mrs. Ronke Bammeke	Independent Non-Executive Director	√	√	7	7

**BOARD INFORMATION TECHNOLOGY COMMITTEE**

NAME	DESIGNATION	24-Jan-24	12-Apr-24	11-Sep-24	18-Oct-24	11-Dec-24
Mrs. Ronke Bammeke	Chairman, Independent Non-Executive Director	√	√	√	√	√
Engr. Henry Obih	Independent Non-Executive Director	√	√	√	√	√
Mr. Chidi Agbapu	Non-Executive Director	√	√	√	√	√
Mr. Chinedu Okeke	Non-Executive Director	√	√	√	√	√

NAME	DESIGNATION	NO. OF MEETINGS	NUMBER ATTENDED
Mrs. Ronke Bammeke	Chairman, Independent Non-Executive Director	2	2
Engr. Henry Obih	Independent Non-Executive Director	2	2
Mr. Chidi Agbapu	Non-Executive Director	2	2
Mr. Chinedu Okeke	Non-Executive Director	2	2

Corporate Governance Report

**BOARD CHAIRMAN'S MEETING WITH NON-EXECUTIVE DIRECTORS**

NAME	DESIGNATION	30-Jan-24	17-Dec-24	NO. OF MEETINGS	NUMBER ATTENDED
Mr. Mustafa Chike-Obi	Chairman	√	√	2	2
Alhaji Isa Inuwa	Independent Non-Executive Director	√	√	2	2
Mrs. Amaka Onwughalu	Non-Executive Director	√	√	2	2
Chief Nelson Nweke	Non-Executive Director	√	√	2	2
Mr. Chinedu Okeke	Non-Executive Director	√	√	2	2
Engr. Henry Obih	Independent Non-Executive Director	√	√	2	2
Mr. Chidi Agbapu	Non-Executive Director	√	√	2	2
Mrs. Ronke Bammeke	Independent Non-Executive Director	√	√	2	2

**BOARD CHAIRMAN'S MEETING WITH NON-EXECUTIVE DIRECTORS**

NAME	DESIGNATION	2-Sep-24	NO. OF MEETINGS	NUMBER ATTENDED
Engr. Henry Obih	Chairman	√	1	1
Alhaji Isa Inuwa	Independent Non-Executive Director	√	1	1
Mrs. Ronke Bammeke	Independent Non-Executive Director	√	1	1

The dates of Board and Board Committee meetings that held in the year ended 31 December 2024 are shown below:

S/N	FULL BOARD	Board Credit Committee (BCC)	Board Remuneration Nomination and Governance Committee (BRNGC)	Board Audit Committee (BAC)	Board Risk Management Committee (BRC)	Board Finance and General Purpose Committee (FGPC)
	12	10	13	6	4	7
1	January-19-2024	January-17-2024	February-8-2024	January-22-2024	January-25-2024	January-19-2024
2	January-30-2024	April-15-2024	April-25-2024	March-11-2024	April -18-2024	March -11-2024
3	March-11-2024	May-29-2024	May-9-2024	April-16-2024	September-14-2024	April-11-2024
4	March-18--2024	July-11-2024	May-20-2024	May-20-2024	October-21-2024	September -13-2024
5	April-22-2024	August-7-2024	July-8-2024	September-13-2024		September- 27-2024
6	May-27-2024	October -4- 2024	September-4-2024	October-14-2024		October -11-2024
7	July- 3-2024	October -10-2024	September-19-2024			December-11-2024
8	September-14- 2024	November -19-2024	September-26-2024			
9	September-30- 2024	November -22-2024	October-9- 2024			
10	October-24- 2024	December-11-2024	October-17- 2024			
11	November -28- 2024		October-23- 2024			
12	December- 17 - 2024		November -12-2024			
13			December-16-2024			



**Corporate Governance Report**

S/N	Board Information Technology Committee (BITC)	Board Chairman's Meeting with Non-Executive Directors	Meeting of Independent Non-Executive Directors
	5	2	1
1	January-24-2024	January-30-2024	September- 2-2024
2	April-12-2024	17-Dec-2024	
3	September -11-2024		
4	October-18-2024		
5	December-12-2024		
6			

**Note:**

Except for the Board Credit Committee, which meets monthly or as the need arises, all other Board and Board Committee meetings are held quarterly or as the need arises. The Board Chairman is not a member of any Board Committee. Each Board Committee Chairman presents a formal report on the Committee's deliberations at subsequent Board meetings.

**C. Statutory Audit Committee**

The Statutory Audit Committee was established in compliance with Section 404(3) of the Companies and Allied Matters Act, 2020. The Committee has five (5) members comprising of two (2) members of the Board and three (3) members nominated by Shareholders at the Annual General Meeting.

The Committee's primary responsibilities include:

- (a) Review the External Auditor's proposed audit scope and approach.
- (b) Monitor the activities and performance of the External Auditors.
- (c) Review with the External Auditors any difficulties encountered in the course of the audit.
- (d) Review the results of the half year and annual audits and discuss same with Management and the External Auditors.
- (e) Present the report of the Statutory Audit Committee to Shareholders at the Annual General Meeting.

Membership and attendance at Statutory Audit Committee meetings during the year ended December 31, 2024 is indicated below:

NAME	DESIGNATION	26-Jan-24	12-Mar-24	19-Apr-24	18-Sep-24	25-Sep-24
Chief Frank Onwu	Chairman, Shareholder Representative	√	√	√	√	√
Mr. Innocent Mmuoh	Shareholder Representative	√	√	√	√	√
Dr. Christian Nwinia	Shareholder Representative	√	√	√	√	√
Mrs. Ronke Bammeke	Non-Executive Director	√	√	√	√	√
Chief Nelson Nweke	Non-Executive Director	√	√	√	√	√

NAME	DESIGNATION	23-Oct-24	NUMBER OF MEETINGS	NO. OF ATTENDED
Chief Frank Onwu	Chairman, Shareholder Representative	√	6	6
Mr. Innocent Mmuoh	Shareholder Representative	√	6	6
Dr. Christian Nwinia	Shareholder Representative	√	6	6
Mrs. Ronke Bammeke	Non-Executive Director	√	6	6
Chief Nelson Nweke	Non-Executive Director	√	6	6

## Corporate Governance Report

### D. General Meetings

Fidelity Bank recognizes that its shareholders are major stakeholders in the enterprise and that General Meetings are the primary avenue for interaction between the shareholders, Management and the Board. Since shareholders collectively constitute the highest decision-making organ in the Company, the Bank complies strictly with regulatory requirements and convenes at least one General Meeting (the Annual General Meeting) in each financial year, to give all shareholders the opportunity to participate in governance.

The Annual General Meetings are convened and conducted in a transparent manner and attended by representatives of the Central Bank of Nigeria, Securities & Exchange Commission, Nigerian Exchange Group, Corporate Affairs Commission, Nigeria Deposit Insurance Corporation, various Shareholders' Associations and other stakeholders.

The Board takes a keen interest in its responsibility to ensure that material developments (financial and non-financial) are promptly communicated to shareholders. The Board is also conscious of regulatory reporting requirements and routinely discloses material information to all stakeholders. To achieve this, the Bank has developed formal structures for information dissemination via direct communication to all interested parties using electronic and print media as well as its website, [www.fidelitybank.ng](http://www.fidelitybank.ng)

The Bank's Company Secretariat is well equipped to handle enquiries from shareholders in a timely manner. The Company Secretary also ensures that concerns expressed by investors, are communicated to Management and the Board as appropriate.

### E. Management Committees

In addition to the Board, Board Committees, Statutory Audit Committee and the Shareholders in General Meeting, the Bank's governance objectives are also met through the Management Committees. Each Management Committee has a formal Charter, which guides its purpose, composition, responsibilities and similar matters. Additional information on the terms of reference of management committees, is provided below:

#### 1. Executive Committee:

The Executive Committee (EXCO) is charged with overseeing the business of the Bank within agreed financial and other limits set by the Board from time to time. This Committee is comprised of the Managing Director and the Executive Directors of the Bank. The Committee meets monthly or as required and has the following key objectives:

- (a) Ensure implementation of the Bank's Business Plan and Strategy upon approval of same by the Board;
- (b) Review budget presentations for each financial year ahead of presentation to the Board;
- (c) Evaluate the Bank's strategy at quarterly intervals and update the Board on same;
- (d) Review the Bank's Budget performance at quarterly intervals and update the Board on same at bi-annual intervals;
- (e) Review the Bank's Quarterly, Half-Yearly and Full Year financial statements ahead of presentation to the Board and the Regulators;
- (f) Review and approve proposals for capital expenditure and acquisitions within its approval limit;
- (g) Make recommendations to the Board on dividend and/or corporate actions for each financial year; and
- (h) Any other matter as the Board may direct.

#### 2. Asset & Liability Committee:

Membership of the Asset & Liability Committee is derived mainly from the asset and liability generation divisions of the Bank. The Committee meets fortnightly or as required and has the following key objectives:

- (a) Review the economic outlook and its impact on the Bank's strategy.
- (b) Ensure adequate liquidity.
- (c) Ensure that interest rate risks are within acceptable parameters.
- (d) Maintain and enhance the Bank's capital position.
- (e) Maximize risk adjusted returns to stakeholders over the long term.

#### 3. Management Credit Committee:

The primary purpose of the Committee is to advise the Board of Directors on its oversight responsibilities in relation to the Bank's credit exposures and lending practices. The Committee also provides guidance on development of the Bank's credit and lending objectives. The Committee meets once a week or as necessary and its key responsibilities include the following:

- (a) Establishing the Minimum Lending Rate and Prime Lending Rate (PLR).
- (b) Recommending Target Market Definition (TMD) and Risk Assets Acceptance Criteria (RAAC)
- (c) Pre-approval of Platform Credits (Product Papers).
- (d) Recommend Inter-Bank and Discount House Placement Limits.
- (e) Review the policies and the methodologies for assessing the Bank's credit risks and recommend appropriate exposure limits.
- (f) Approve credit facilities within the Committee's approval limits and recommend for approval as appropriate, credit facilities above its approval limit.
- (g) Review and recommend the Bank's loan portfolio limits and classifications.
- (h) Review and recommend changes to credit policy guidelines for Board approval.

## Corporate Governance Report

### 4. Criticized Assets Committee:

The Criticized Assets Committee is responsible for the review and coverage of the Bank's total risk assets portfolio for quality. It also ensures that approved facilities are operated in accordance with approved terms and conditions and accelerates collection/recovery of nonperforming loans. This Committee is comprised of the Managing Director, all the Executive Directors of the Bank and key management personnel including the Chief Risk Officer. The Committee meets monthly or as required and has the following key objectives:

- (a) Review of individual credit facilities based on their risk rating and exceptions.
- (b) Review of the loan portfolio of Business Divisions/Groups/Units bank wide.
- (c) Review the activities and oversee the effectiveness of the Regional Criticized Assets Committees.
- (d) Review of collateral documentation to ensure compliance with approvals.
- (e) Approval of portfolio classification/reclassification and levels of provisioning.
- (f) Approval of loan transfers to any committee or persons for recovery action.
- (g) Continuously review and evaluate recovery strategies on each account and recommend alternative strategies on an account-by-account basis.
- (h) Review the performance of loan recovery agents, and other third-party agents assigned recovery briefs with the objective of delisting non-performers.
- (i) Consider and recommend collateral realization on defaulting accounts.
- (j) Recommend for EXCO or Board approval, waivers and concessions and propose amounts to be paid as full and final settlement by defaulting borrowers.
- (k) Recommend interest suspension for non-performing accounts on a case-by-case basis.

### 5. Monthly Performance Review Committee:

The Committee meets monthly or as necessary and has the following key objectives:

- (a) Review the Bank's monthly performance.
- (b) Monitor budget achievement.
- (c) Assess the efficiency of resource deployment in the Bank.
- (d) Review products' performance.
- (e) Reappraise cost management initiatives.
- (f) Develop and implement a framework for measuring performance in the Bank.
- (g) Develop Key Performance Indicators (KPI) for business and support units.
- (h) Determine the basis for rewards and consequence management.

### 6. Operational Risk & Service Measurement Committee:

The Operational Risk & Service Measurement Committee meets monthly or as necessary and oversees all matters related to operational risk and service delivery in the Bank. The Committee is charged with the following key responsibilities:

- (a) Ensuring full implementation of the risk management framework approved by the Board of Directors.
- (b) Monitoring the implementation of policies, processes and procedures for managing operational risk in all of the Bank's material products, activities processes and systems.
- (c) Ensuring that clear roles and responsibilities are defined for the management of operational risks throughout all levels of the Bank, including all Business and Support Units.
- (d) Providing support to the Chief Risk Officer and Chief Compliance Officer to ensure that a culture of compliance is entrenched throughout the Bank.

## Corporate Governance Report

### 7. Sustainable Banking Governance Committee:

The Sustainable Banking Governance Committee meets every two months and oversees implementation of the Sustainable Banking Policies and Guidance Notes. The Committee is responsible for the following:

- (a) Oversee the implementation of Environmental and Social Management Systems.
- (b) Oversee the implementation and management of the Bank's environmental and social footprints on:
  - (i) Energy and water conservation.
  - (ii) Waste management.
  - (iii) Sustainable procurement.
  - (iv) Stakeholder engagement.
- (c) Oversee the implementation of other sustainability issues in the Bank as it relates to:
  - (i) Promotion of equality of opportunity and diversity.
  - (ii) Occupational health and safety.
  - (iii) Grievance mechanism and related issues.
  - (iv) Financial inclusion and literacy.
  - (v) Corporate Social Responsibility.
  - (vi) Collaborative partnerships.
  - (vii) Capacity building.
- (d) Review the Bank's progress on environmental and social performance indices.
- (e) Review and advise the Board on the progress of the Bank's initiatives.

### 8. Information Technology (IT) Steering Committee

The Committee advises Management on technology trends in the banking industry and ensures that IT initiatives and proposed projects help in achieving the strategic goals and objectives of the Bank. The Committee also provides leadership in information security and protection of the Bank's Information assets. The Committee prioritizes the development of information security and Information Technology (IT) initiatives, programmes,

The Committee is comprised of the Executive Director, Chief Operations and Information Officer (who serves as the Chairman), the Chief Compliance Officer, Chief Technology Officer, Divisional Head, Operations, Chief Human Resources Officer and the Chief Information Security Officer (CISO). Other Committee members include key Divisional and Unit Heads.

The responsibilities of the Committee include the following:

- (a) Steer the Bank's business to profitability through technology;
- (b) Reviews, monitors and enforces implementation of the Bank's IT strategy;
- (c) Reviews short to mid-term trends and makes recommendations
- (d) Harmonizes all IT related budget entries from other Departments with the provisions in the IT budget;
- (e) Serves as support and advisory to the Executive Committee on IT and Information Security matters;
- (f) Assesses the criticality of IT spend;
- (g) Reviews and monitors IT budget implementation;
- (h) Serves as a governing council/steering committee for Information Security Management System;
- (i) Resolves issues or conflicts that, if unresolved, would jeopardize the successful completion of approved IT initiatives and programmes;
- (j) Makes recommendations on resources required to implement proposed IT initiatives and programmes;
- (k) Reviews the performance and effectiveness of IT activities; and
- (l) Ensures IT leadership meets on a quarterly basis with the Bank's user groups to further align IT initiatives with business needs.

## Corporate Governance Report

### 9. Information Security Steering Committee

The Central Bank of Nigeria (CBN) through its issuance of the Risk-Based Cyber Security Framework mandated Deposit Money Banks (DMBs) to establish cyber security governance and ensure it becomes an integral part of the organization's Corporate Governance.

The Information Security Steering Committee (ISSC) is a key instrument of this governance function. The existence of a strategic governing body is important in ensuring the alignment of cyber security investments and initiatives with business strategy and technology requirements.

The Information Security Steering Committee is chaired by the Managing Director/CEO and the Committee members include the Executive Director - Chief Operations and Information Officer, Chief Compliance Officer, Chief Risk Officer, Chief Technology Officer, Chief Financial Officer, and Chief Information Security Officer, who acts as the Secretary to the Committee. Other members include Divisional Heads of key divisions and Heads of various IT units.

The role of the Committee includes the following:

- (a) Provide strategic direction and governance on cybersecurity to the Bank by ensuring that effective cyber security policies, procedures and initiatives are established and updated in line with the changing risk landscape.
- (b) Ensure alignment of cyber security projects with technology and corporate strategy.
- (c) Resolve strategic level issues and risks in relation to cyber security which may arise from existing or new/proposed business initiatives.
- (d) Evaluate, approve, and sponsor institution-wide security investments; Review the justifications and business cases for security investments and ensure that proposed security projects are aligned with the Bank's strategic direction.
- (e) Ensure adequate investment prioritization and cyber risk management.
- (f) In consultation with senior management, oversee regulatory compliance with respect to cyber security, to ensure that the Bank complies with all extant regulations to avoid the risk of non-compliance.
- (g) Approve or reject changes to projects with high impact on timelines and budget.
- (h) Assess the progress on projects and provide relevant reports on same to executive management.
- (i) Advise and provide guidance on issues relating to cyber security projects.
- (j) Review and approve final project deliverables.
- (k) Manage the relationship between the cyber security function and respective business units.

#### Note:

*Management Committee Meetings are held weekly, fortnightly, monthly or quarterly per the terms of reference of each Committee or as the need arises. The Bank diligently submits its financial reports quarterly, half yearly and annually to the Securities & Exchange Commission and Nigerian Exchange Group for publication following approval by the Central Bank of Nigeria as appropriate.*

### Governance and Management

Fidelity has adopted various policies which define acceptable standards of behavior in the organization.

These include the following:

- (i) Code of Business Conduct and Ethics Policy.
- (ii) Directors Code of Conduct Policy.
- (iii) Insider Trading Policy.
- (iv) Whistle-blowing Policy.
- (v) Remuneration Policy.
- (vi) Shareholders' Complaints Management Policy.

#### Code of Business Conduct and Ethics Policy

The Code of Business Conduct and Ethics ("the Code") is an expression of the Bank's core values and represents a framework for guidance in decision-making. The main objectives of the Policy are to:

- (i) Demonstrate the Bank's commitment to the highest standards of ethics and business conduct; and
- (ii) Govern the Bank's relationship with its stakeholders including employees, customers, suppliers, Shareholders, competitors, the communities in which it operates and the relationship with each other as employees.

The Code requires all Directors, significant Shareholders, officers and employees of the Bank to avoid taking actions or placing themselves in positions that create or could create the appearance of conflict of interest, corruption or impropriety. The Bank must also protect the privacy of its customers' financial and other personal information. The Code provides basic guidelines of business practice, professional and personal conduct that the Bank expects all employees to adopt and uphold as members of Team Fidelity.

Employees are also expected to comply with other policies referred to in the Code, additional policies that apply to their specific job functions, and the spirit and letter of all laws and regulations. At the beginning of each year and upon resumption, all employees are required to formally disclose that they have no material or any other conflicting interest as well as declare their interest in any account, customer, transaction or person who is a party to a contract or proposed contract with the Bank.

The Chief Audit Executive has primary responsibility for enforcing the Code subject to the supervision of the Ethics Committee and the Board Audit Committee. The execution of disciplinary actions and sanctions for infringement of the Code are guided by the Bank's disciplinary procedures as documented in the Staff Handbook.

## Corporate Governance Report

### Directors' Code of Conduct Policy

At the Board level, the Board of Directors adopted the Directors' Code of Conduct Policy, which sets out ethical standards that all Directors are expected to comply with. Directors have a duty to oversee the management of the business and affairs of the Bank. In carrying out this duty, Directors are required to always act honestly, in good faith and in the best interest of the Bank. All Directors are expected to execute an annual attestation to adhere strictly to the Code and formally declare their interest, if any, in any contract or transaction to which the Bank is a party.

### Insider Trading Policy (Dealing in the Company's Securities)

The Bank has a formal Insider Trading Policy that prohibits all "Insiders" and their "Connected Persons" (as defined in the Policy) from dealing in the Company's securities at certain times. The provisions of the Policy are based on terms no less exacting than the standards defined in the Listing Rules of the Nigerian Stock Exchange. The objectives of the Policy include the following:

- (i) Promote compliance with the provisions of the Investments and Securities Act (ISA) 2007, the Securities and Exchange Commission's Code of Corporate Governance and the Listing Rules of the Nigerian Exchange Group;
- (ii) Ensure that all persons to whom the policy applies (affected persons), who possess material non-public information do not engage in insider trading or tipping.
- (iii) Ensure that all the Bank's employees and Directors comply with utmost secrecy and confidentiality on all information which they receive as a result of their position in the Bank; and
- (iv) Protect the Bank and its staff from reputational damage and penalties that may be imposed by regulators as a result of improper identification, disclosure and management of insider trading activities.

The Policy has been communicated to all persons to whom it is applicable including Employees, Directors and members of the Statutory Audit Committee. The Company Secretary periodically notifies affected persons of when trading in the Bank's securities is permitted (Open Periods) or prohibited (Blackout Periods).

The Bank has established a mechanism for monitoring compliance with the Policy and affected persons are required to notify the Company Secretary of transactions undertaken on their accounts in the Bank's securities.

Enquiries are also made to confirm the Directors compliance with the Policy and in event of non-compliance, the reasons for same and the remedial steps taken. In addition to being hosted on the Bank's website and SharePoint Portal (an internal web-based application), the Policy is circulated to all

### Whistle-blowing Policy

Fidelity Bank Plc requires all Employees, Directors, Vendors and other Stakeholders to always act with utmost fidelity and good faith in their dealings with the Bank and its stakeholders. The Bank's Whistle-Blowing Policy and Procedures therefore aim to strengthen its corporate governance and risk management architecture whilst enhancing value for all stakeholders.

To this end, internal and external stakeholders are encouraged to report their concerns about any ostensibly unethical behaviour to enable the Bank investigate and address same appropriately.

The Bank recognizes the need for protection of whistle-blowers and takes all reasonable steps to protect their identity. The Bank also appreciates the importance of utmost confidentiality in these situations and has developed various anonymous channels for reporting unethical behaviour.

The Bank has provided the following reporting channels to ensure that all ethical issues can be reported to the Ethics Committee directly or anonymously, through the following media:

**Email to [ethicscommittee@fidelitybank.ng](mailto:ethicscommittee@fidelitybank.ng)**  
**Visit [www.fidelitybank.ng/whistle-blowing](http://www.fidelitybank.ng/whistle-blowing)**  
**Call 08139843525**

A policy statement on whistleblowing is available on the Bank's website along with a whistle-blowing form, to ease the reporting process. This can be accessed at:

**<https://www.fidelitybank.ng/whistle-blowing>**

The Board is responsible for implementation of the Policy and communication of same to stakeholders. To facilitate implementation of the Policy, the Bank has established an Ethics Committee comprised of staff drawn from key areas of the Bank including Operations, Legal, and Human Resources

The Ethics Committee is responsible for receiving and evaluating whistle-blowing reports, deciding the nature of the action to be taken, reviewing the report of any enquiry arising from a whistle-blowing report, providing feedback on the outcome of investigations to the whistle-blower (where the whistle-blower has provided a means of communicating with him/her).

The Ethics Committee also provides updates on whistle-blowing incidents to the Board Audit Committee on a quarterly basis, through the Chief Audit Executive. In addition, the Chief Compliance Officer renders periodic returns on whistle-blowing incidents to the Central Bank of Nigeria and Nigeria Deposit Insurance Corporation as appropriate.

### Staff Remuneration Policy

The Bank's remuneration policy is designed to establish a framework that is consistent with the Bank's scale and scope of operations and is aligned with leading corporate governance practices. The policy reflects the desire to sustain long-term value creation for shareholders and focuses on ensuring sound corporate governance.

**Corporate Governance Report**

The policy aims to motivate the workforce and enable the Bank attract and retain employees with integrity, ability, experience and skills to deliver the Bank’s strategy; Promote compliance with global regulatory trends and governance requirements, with emphasis on long-term sustainability; Align individual rewards with the Bank’s performance, the interests of its shareholders, and a prudent approach to risk management, whilst ensuring that remuneration arrangements are equitable, transparent, well communicated, easily understood, aligned with the interest of shareholders and adequately disclosed.

The guiding principles that underpin the Staff Remuneration Policy include the following:

- (i) Remuneration and reward strategies are set at levels that enable the Bank to attract, motivate and retain employees with the skills required to efficiently manage the operations and growth of the business;
- (ii) Performance goals are aligned to shareholders’ interests and ensures that the Board makes prudent decisions in deploying the Bank’s resources to generate sustainable growth;

The Bank complies with the provisions of the Pension Reform Act, 2014 (the Act) and continues to meet its statutory obligations to all employees as provided in the Act.

**Shareholders’ Complaints Management Policy**

The objectives of the Policy include:

- (i) Ensure compliance with the provisions of the SEC Rules relating to Complaints Management Framework, the Rules and Regulations made pursuant to the ISA, the rules and regulations of Securities Exchanges and guidelines of public companies/ recognized trade associations as well as other applicable regulatory requirements.
- (ii) Handle complaints by Shareholders, Stakeholders, and Customers in relation to Fidelity Bank’s shares.
- (iii) Provide an avenue for shareholder communication and feedback.
- (iv) Recognize, promote and protect shareholders’ rights, including the right to comment and provide feedback on service.
- (v) Provide an efficient, fair and accessible framework for resolving shareholders’ complaints and feedback to improve service delivery.
- (vi) Inform shareholders on the shareholder feedback handling processes.
- (vii) Establish a framework to guard against trade manipulation, accounting frauds, Ponzi schemes and such other complaints as may be determined by SEC from time to time.
- (viii) Establish and maintain electronic complaints register and provide information on a quarterly basis to the NGX in line with regulations.
- (ix) Protect the Bank from sanctions from regulatory bodies and ensure strict compliance by the responsible parties.

**Gender Diversity**

Fidelity Bank is an equal opportunity employer and is committed to promoting gender diversity in the workplace. The Bank recognizes that women have different skill sets, viewpoints, ideas and insights which will enable the Bank serve a diverse customer base more effectively.

**Fraud & Forgeries**

In accordance with the CBN Corporate Governance Guidelines, frauds and forgeries recorded in year ended 2024 were as follows:

Fraud and Forgeries	December 2024	December 2023
Number of Fraud Incidents	2,249	3,079
Amount Involved (Naira)	937,156,762	3,826,666,643
Amount Involved (US Dollar )	109,984	15,707
Actual/Expected Loss (Euros)	0	0
Actual/Expected Loss (Naira)	11,018,184	2,094,761,450
Actual/Expected Loss (US Dollar )	0	200
Actual/Expected Loss (Euros )	0	0

**Governance And Compliance**

The Chief Compliance Officer of the Bank is charged with the responsibility of monitoring the Bank’s compliance with all applicable legislation including the Code of Corporate Governance issued by the Central Bank of Nigeria. The Chief Compliance Officer and the Company Secretary submit periodic returns on the various governance Codes to the Central Bank, Nigerian Exchange Group, Securities & Exchange Commission and Nigeria Deposit Insurance Corporation as appropriate.

## Corporate Governance Report

### Foreign Subsidiary Governance

As of December 31, 2024, the Bank had one (1) wholly owned subsidiary, Fidelity Bank UK Limited, which was acquired during the year under review. The activities of the subsidiary are monitored at the Group level to ensure operational efficiency, achievement of performance objectives and alignment of strategy/processes/controls within the Group without prejudice to applicable regulations in each jurisdiction. The framework for this includes ensuring the Bank has effective representation on the Board of the subsidiary and regular meetings of the Board and Board Committees of the Subsidiary.

### Clawback Policy

In accordance with the provisions of the Nigeria Code of Corporate Governance issued by the Financial Reporting Council of Nigeria, Fidelity Bank has adopted a formal Clawback Policy which allows the Board to require, in specific situations, the reimbursement of short term or long-term variable pay benefits, pay-out or gain received by a Covered Person that is later found to be underserved, excessive or wrongfully paid. The key objectives of the policy include:

- (i) To enable the Bank recover from any current or former Covered Persons, any incentive-based compensation paid or payable, that was determined, in whole or in part, based on any financial or operating results of Fidelity Bank, and which turns out to have been erroneously or excessively awarded to the Covered Persons, due to material noncompliance with any accounting or financial reporting requirement under applicable laws or wrongful act committed.
- (ii) Promote compliance with global regulatory trends and corporate governance requirements, with emphasis on long-term sustainability.
- (iii) Align Covered Persons' remuneration with the Bank's performance, shareholders' interests, and a prudent approach to risk management, while avoiding any excessive or erroneous pay out. There was no incident of clawback during the reporting period.

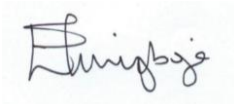
### The Company Secretary

The Company Secretary plays a key role in ensuring that Board procedures are complied with and that Board members are aware of and provided with guidance as to their duties and responsibilities. The Company Secretary is responsible for the following:

- (i) Ensuring that the applicable rules and regulations for the conduct of the affairs of the Board are complied with.
- (ii) Provision of facilities associated with maintenance of the Board or otherwise required for its efficient operation.
- (iii) Provide a central source of guidance and advice to the Board on matters of ethics and implementation of the Codes of Corporate Governance, as well as providing administrative support to the Board and Board Committees
- (iv) Coordinating the orientation, induction and training of new Directors, and the continuous training of existing Directors.
- (v) Assist the Chairman and Managing Director/CEO to formulate the annual Board Plan and administration of other strategic issues at the Board level.
- (vi) Organize Board/General meetings and properly record and communicate the decisions for implementation.
- (vii) Update the Board and Management on contemporary developments in corporate governance.

The Company Secretary also acts as a liaison between the Shareholders, the Bank's Registrars and the Investor Relations Desk and ensures timely communication with Shareholders in relation to issuance of shares, calls on shares, replacement of share certificates, managing of shareholding accounts, dividend payment, and production and distribution of annual reports amongst others. The Board is responsible for the appointment and disengagement of the Company Secretary.

By order of the Board.



**Ezinwa Unuigboje**  
Company Secretary  
FRC/2015/NBA/0000006957

Fidelity Bank Plc  
No 2 Kofo Abayomi Street  
Victoria Island  
Lagos  
Date: 3 March 2025

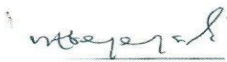


**Management’s Annual assessment of, and report on, FIDELITY BANK Plc’s Internal Control Over Financial Reporting.**  
**For the year ended 31 December 2024**

To comply with the provisions of Section 1.1 of SEC Guidance on Implementation of Sections 60-63 of Investments and securities Act 2007, we hereby make the following statements regarding the internal controls of FIDELITY BANK Plc for the year ended 31 December 2024:

- i FIDELITY BANK Plc’s management is responsible for establishing and maintaining a system of internal control over financial reporting (“ICFR”) that provides reasonable assurance regarding the reliability of financial reporting and preparation of financial statements for external purposes in accordance with International Financial Reporting Standards.
- ii FIDELITY BANK Plc’s management used the Committee of Sponsoring Organization of the Treadway Commission (COSO) Internal Control-Integrated Framework to conduct the required evaluation of the effectiveness of the entity’s ICFR;
- iii FIDELITY BANK Plc’s management has assessed that the entity’s ICFR as at the end of 31 December 2024 is effective.
  
- iv FIDELITY BANK Plc’s external auditor, Messrs Deloitte that audited the financial statements included in the report has issued an attestation report on management’s assessment of the entity’s internal control over financial reporting. The attestation report of Messrs Deloitte that audited its financial statements will be filed as part of Fidelity Bank’s annual report.

**Signed on behalf of the Directors by:**  
**Date: 3 March 2025**



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**Victor Abejegah**  
Chief Financial Officer  
**FRC/2013/ICAN/0000001733**



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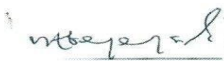
**Nneka Onyeali-Ikpe**  
Managing Director/Chief Executive Officer  
**FRC/2013/NBA/00000016998**

**Certification of Management's assessment on Internal Control Over Financial Reporting**  
**For the year ended 31 December 2024**

To comply with the provisions of Section 1.3 of SEC Guidance on Implementation of Sections 60-63 of investments and securities Act 2007, I hereby make the following statements regarding the internal controls of FIDELITY BANK Plc for the year ended 31 December 2024.

I, **Abejegah Victor** , certify that:

- (a)  I have reviewed this Management's assessment on internal control over financial reporting of FIDELITY BANK Plc;
- (b)  Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the year covered in this report.
- (c)  Based on my knowledge, the financial statements and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the entity as of , and for, the periods presented in this report.
- (d) The entity's other certifying officer and I:
  - i are responsible for establishing and maintaining internal controls;
  - ii have designed such internal controls and procedures, or caused such internal controls and procedures to be designed under our supervision, to ensure that material information relating to the entity, and its consolidated subsidiaries is made known to us by others within those entities, particularly during the period in which this report is being prepared.
  - iii have designed such internal control system, or caused such internal control system to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and preparation of financial statements to external purposes in accordance with generally accepted accounting principles;
  - iv have evaluated the effectiveness of the entity's internal controls and procedures as of a date within 90 days prior to the report and presented in this report our conclusions about the effectiveness of the internal controls and procedures , as of the end of the period covered by this report based on such evaluation.
- (e) The entity's other certifying officer and I have disclosed, based on our most recent evaluation of internal control system, to the entity's auditors and audit committee of the entity's board of directors ( or persons performing the equivalent functions ):
  - i All significant deficiencies and material weaknesses in the design or operation of the internal control system which are reasonably likely to adversely affect the entity's ability to record, process, summarize and report financial information; and
  - ii  Any fraud, whether or not material, that involves management or other employees who have a significant role in the entity's internal control system.
- (f) The entity's other certifying officer(s) and I have identified, in the report whether or not there were significant changes in internal controls or other facts that could significantly affect internal controls subsequent to the date of their evaluation including any corrective actions with regard to significant deficiencies and material weaknesses.



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**Victor Abejegah**  
Chief Financial Officer  
**FRC/2013/ICAN/00000001733**

**Certification of Management's assessment on Internal Control Over Financial Reporting**  
**For the year ended 31 December 2024**

To comply with the provisions of Section 1.3 of SEC Guidance on Implementation of Sections 60-63 of investments and securities Act 2007, I hereby make the following statements regarding the internal controls of FIDELITY BANK Plc for the year ended 31 December 2024.

I, Oyeali -Ikpe Nneka , certify that:

- (a)  I have reviewed this Management's assessment on internal control over financial reporting of FIDELITY BANK Plc;
- (b)  Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered in this report.
- (c)  Based on my knowledge, the financial statements and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the entity as of , and for, the periods presented in this report.
- (d) The entity's other certifying officer and I:
  - i are responsible for establishing and maintaining internal controls;
  - ii have designed such internal controls and procedures, or caused such internal controls and procedures to be designed under our supervision, to ensure that material information relating to the entity, and its consolidated subsidiaries is made known to us by others within those entities, particularly during the period in which this report is being prepared.
  - iii have designed such internal control system, or caused such internal control system to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and preparation of financial statements to external purposes in accordance with generally accepted accounting principles;
  - iv have evaluated the effectiveness of the entity's internal controls and procedures as of a date within 90 days prior to the report and presented in this report our conclusions about the effectiveness of the internal controls and procedures , as of the end of the year covered by this report based on such evaluation.
- (e) The entity's other certifying officer and I have disclosed, based on our most recent evaluation of internal control system, to the entity's auditors and audit committee of the entity's board of directors ( or persons performing the equivalent functions ):
  - i All significant deficiencies and material weaknesses in the design or operation of the internal control system which are reasonably likely to adversely affect the entity's ability to record, process, summarize and report financial information; and
  - ii  Any fraud, whether or not material, that involves management or other employees who have a significant role in the entity's internal control system.
- (f) The entity's other certifying officer(s) and I have identified, in the report whether or not there were significant changes in internal controls or other fac that could significantly affect internal controls subsequent to the date of their evaluation including any corrective actions with regard to significant deficiencies and material weaknesses.



**Nneka Onyeali-Ikpe**  
Managing Director/Chief Executive Officer  
**FRC/2013/NBA/00000016998**  
**Date: 3 March 2025**

## INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Fidelity Bank Plc

### Report on the Audit of the Consolidated and Separate Financial Statements

#### Opinion

We have audited the consolidated and separate financial statements of **Fidelity Bank Plc** and its subsidiary (the Group and Bank) set out on pages 52 to 179, which comprise the consolidated and separate statements of financial position as at 31 December 2024, and the consolidated and separate statements of profit or loss and other comprehensive income, the consolidated and separate statements of changes in equity and the consolidated and separate statements of cash flows for the year then ended, the notes to the consolidated and separate financial statements, including a summary of material accounting policy information.

In our opinion, the consolidated and separate financial statements give a true and fair view of the consolidated and separate financial position of **Fidelity Bank Plc** as at 31 December 2024, and its consolidated and separate financial performance and consolidated and separate cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board, the requirements of the Companies and Allied Matters Act 2020, Banks and Other Financial Institutions Act 2020, Central Bank of Nigeria regulatory guidelines and Financial Reporting Council of Nigeria (Amendment) Act 2023.

#### Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the consolidated and separate Financial Statements section of our report. We are independent of the Group and the Bank in accordance with the requirements of the International Ethics Standards Board for Accountants' (IESBA) International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA code) and other independence requirements applicable to performing audits of consolidated and separate financial statements in Nigeria. We have fulfilled our other ethical responsibilities in accordance with the IESBA Code and other ethical requirements that are relevant to our audit of consolidated and separate Financial Statements in Nigeria.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Key Audit Matters

Key audit matter is the matter that, in our professional judgement, was of most significance in our audit of the consolidated and separate financial statements of the current year. This matter was addressed in the context of our audit of the consolidated and separate financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on this matter.



Key Audit Matter	How the matter was addressed in the audit
<p><b>Impairment of loans and advances (Consolidated and Separate)</b></p> <p>Loans and advances make up a significant portion of the total assets of the Group. As of 31 December 2024, gross loans and advances for the Group were N4.58 trillion, Bank: N4.54 trillion comprising local and foreign denominated loans against which total loan impairment for the Group is N195.60 billion, Bank: N195.27 billion was recorded, resulting in a net loan balance of N4.387 trillion for the Group, Bank: N4.346 trillion. This value represents 50% of the total assets as at the reporting date.</p> <p>The basis of the impairment on loans and advances is summarized in the accounting policies (2.4.3) to the audited consolidated and separate financial statements.</p> <p>The Directors have assessed the bank’s loan loss impairment using the expected credit loss (ECL) model, in accordance with the provisions of IFRS 9 - Financial Instruments, disclosed in notes 3.2, 8 and 22. The Directors exercised significant judgement and assumptions in the process of determining the value recorded as loan and advance impairment. Some of these judgements and assumptions include:</p> <ul style="list-style-type: none"> <li>(i) Segmentation of loans and advances into portfolios with similar characteristics</li> <li>(ii) Using a combination of payment history, credit ratings and prudential classification used to determine whether a significant increase in credit risk (SICR) occurred since origination that requires migration from stage 1 to stages 2 and default that require movement to stage 3.</li> <li>(iii) Estimation of probability of default (PD), loss given default (LGD (including realization of the collateral) exposure at default (EAD),</li> <li>(iv) Assumptions and weightings applied to the macro-economic variables used as part of the forward-looking information.</li> <li>(v). The credit conversion factor (CCF) used when determining the required impairment on off-balance sheet exposures such as undrawn facilities and guarantees.</li> </ul>	<p>We focused our testing of the impairment on loans and advances to customers on the key assumptions and inputs made by Directors. Specifically, with the assistance of our technology and credit specialists, our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>(a) Through discussion and inspection, we established an understanding of the processes, systems, models, data, and assumptions used, and the governance of all these during the origination and collection of loans and advances, and the subsequent impairment thereof as required by IFRS when there is a SICR.</li> <li>(b) We tested the design and operating effectiveness of the key General and IT Controls (GITC) on the loan impairment system, automated controls around the timely identification and determination of the impairment of loans and advances, including data inputs, and the interfaces between the core banking system and the loan impairment system.</li> <li>(c) We tested a sample of loans and advances (including loans that had not been identified by management as potentially impaired) to form our own assessment as to whether impairment events had occurred and had been identified in a timely manner. We challenged management’s judgements on loans that were not reported as being impaired in sectors that are currently experiencing difficult economic and market conditions, such as the oil and gas and power sectors.</li> <li>(d) We tested whether the loans and advances, undrawn facilities and historical payment data used in the models were accurate and assessed and challenged whether the modelling assumptions applied by management in their models (such as portfolio segmentation, PD, LGD, EAD, SICR, CCR, default, write off, recovery, cure, ratings, collateral value and timing, the effective interest rate, treatment of foreign denominated loans, modifications, and the multiple economic scenarios and probability</li> </ul>

Key Audit Matter	How the matter was addressed in the audit
	Based on our review, we concluded that the amount of loan impairment losses was comparable with the prevailing economic situations and that was estimated loan impairment losses determined was appropriate in the circumstances.

## Other Information

The Directors are responsible for the other information. The other information comprises the information included in the document titled “Fidelity Bank Plc Annual Report and Financial Statements for the year ended 31 December 2024”, which includes the Directors’ Report, the Audit Committee’s Report, the Bank Secretary’s Report, the Report of the External Consultants on the Performance of the Board of Directors, the Statement Of Corporate Responsibility for the Preparation of the Financial Statements, and Other National Disclosures as required by the Financial Reporting Council of Nigeria which we obtained prior to the date of this report.

Our opinion on the consolidated and separate financial statements does not cover the other information and we do not and will not express an audit opinion or any form of assurance conclusion thereon.

In connection with our audit of the consolidated and separate financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated and separate financial statements, or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed on the other information obtained prior to the date of this auditor’s report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

The Directors are responsible for the preparation and fair presentation of the consolidated and separate financial statements in accordance with IFRS Accounting standards as issued by the International Accounting Standards Board, the requirements of the Companies and Allied Matters Act 2020, Banks and Other Financial Institutions Act 2020, Central Bank of Nigeria regulatory guidelines and the Financial Reporting Council of Nigeria (Amendment) Act 2023 and for such internal control as the Directors determine is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated and separate financial statements, the Directors are responsible for assessing the Group’s and the Bank’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Group and / or the Bank or to cease operations, or have no realistic alternative but to do so.

## Auditor’s Responsibilities for the Audit of the Consolidated and Separate Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated and separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated and separate financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Bank's internal control
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors
- Conclude on the appropriateness of the Directors' use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Bank's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated and separate financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and / or the Bank to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the consolidated financial statements. We are responsible for the direction, supervision and review of the audit work performed for the purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with the audit committee and Directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the Directors, we determine those matters that were of most significance in the audit of the consolidated and separate financial statements of the current year and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## Report on Other Legal and Regulatory Requirements

In accordance with the Fifth Schedule of Companies and Allied Matters Act we expressly state that:

- i) We have obtained all the information and explanation which to the best of our knowledge and belief were necessary for the purpose of our audit.
- ii) The Group and the Bank has kept proper books of account, so far as appears from our examination of those books.
- iii) The Group and the Bank's financial position and its statement of profit or loss and other comprehensive income are in agreement with the books of account and returns.

In compliance with the Banks and Other Financial Institutions Act (BOFIA) 2020 and circulars issued by Central Bank of Nigeria, we confirm that:

- i) Related party transactions and balances are disclosed in Note 38 of the consolidated and separate financial statements in compliance with Central Bank of Nigeria circular BSD/1/2004.
- ii) Returns on customers' complaints are disclosed in Note 41.2 to the consolidated and separate financial statements in compliance with Central Bank of Nigeria circular PDR/DIR/CIR/01/20.
- iii) As stated in Note 41.1 to the consolidated and separate financial statements, the Bank paid penalties for contraventions of certain sections of the Banks and Other Financial Institutions Act (BOFIA) 2020 and relevant Central Bank of Nigeria Circulars during the year ended 31 December 2024.

In accordance with the requirements of the Financial Reporting Council of Nigeria, we performed a limited assurance engagement and reported on management's assessment of the Entity's internal control over financial reporting as of 31 December 2024. The work performed was done in accordance with FRC Guidance on Assurance Engagement Report on Internal Control over Financial Reporting, and we have issued our report dated 28 March 2025 and is included on pages 49 to 51 of the financial statements.



**For: Deloitte & Touche**  
Chartered Accountants  
Lagos, Nigeria  
28 March 2025



**Engagement partner:** **Michael Daudu**  
FRC/2013/PRO/ICAN/004/00000000845



## Assurance Report of Independent Auditor To the Shareholders of Fidelity Bank Plc

### Assurance Report on management's assessment of controls over financial reporting

We have performed a limited assurance engagement in respect of the systems of internal control over financial reporting of ("the Bank")/ and its subsidiary ("the Group) as of 31 *December 2024*, in accordance with the FRC Guidance on assurance engagement report on Internal Control over Financial Reporting and based on criteria established in the Internal Control — Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO) ("the ICFR framework"), and the SEC Guidance on Implementation of Sections 60 – 63 of Investments and Securities Act 2007 . Fidelity Bank's management is responsible for maintaining effective internal control over financial reporting and for assessing the effectiveness of internal control over financial reporting including the accompanying Management's Report on Internal Control Over Financial Reporting.

We have also audited, in accordance with the International Standards on Auditing, the financial statements of *the Group* and our report dated 28 March 2025 expressed an *unmodified* opinion.

#### **Limited Assurance Conclusion**

Based on the procedures we have performed and the evidence that we have obtained, nothing has come to our attention that causes us to believe that the Bank/*Group* did not establish and maintain an effective system of internal control over financial reporting, as of the specified date, based on the SEC Guidance on Management Report on Internal Control Over Financial Reporting.

#### **Definition of internal control over financial reporting**

Internal control over financial reporting is a process designed by, or under the supervision of, the entity's principal executive and principal financial officers, or persons performing similar functions, and effected by the entity's board of directors, management, and other personnel to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that:

- I. Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Bank;
- II. Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the bank/*group* are being made only in accordance with authorizations of management and directors of the bank/*group*; and



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- III. Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the bank/group's assets that could have a material effect on the financial statements.

#### ***Inherent limitations***

Our procedures included the examination of historical evidence of the design and implementation of the Group's system of internal control over financial reporting for the year ended 31 December 2024. Because of its inherent limitations, internal control over financial reporting may not prevent or detect all misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

#### ***Directors' and Management's Responsibilities***

The Directors are responsible for ensuring the integrity of the entity's financial controls and reporting.

Management is responsible for establishing and maintaining a system of internal control over financial reporting that provides reasonable assurance regarding the reliability of financial reporting, and the preparation of financial statements for external purposes in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and the ICFR framework.

Section 7(2f) of the Financial Reporting Council of Nigeria (Amendment) Act 2023 further requires that management perform an assessment of internal controls, including information system controls. Management is responsible for maintaining evidential matters, including documentation, to provide reasonable support for its assessment of internal control over financial reporting.

#### ***Our Independence and Quality Control***

We have complied with the independence and other ethical requirements of the Code of Ethics for Professional Accountants issued by the International Ethics Standards Board for Accountants, which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality, and professional behavior.

The firm applies the International Standard on Quality Management 1, Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements which requires the firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards, and applicable legal and regulatory requirements.

#### ***Auditor's Responsibility and Approach***

Our responsibility is to express a limited assurance opinion on the Bank's internal control over financial reporting based on our Assurance engagement.

We performed our work in accordance with the FRC Guidance on Assurance Engagement Report on Internal Control over Financial Reporting and the International Standard on Assurance Engagements (ISAE) 3000, Assurance Engagements other than the Audits or Reviews of Historical Financial Information (ISAE 3000) revised. That Standard requires that we comply with ethical requirements and plan and perform the limited assurance engagement to obtain limited assurance on whether any matters come to our attention that causes us to believe that the *Group* did not establish and maintain an effective system of internal control over financial reporting in accordance with the ICFR framework.



That Guidance requires that we plan and perform the Assurance engagement and provide a limited assurance report on the entity's internal control over financial reporting based on our assurance engagement.

The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. As a result, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had we performed a reasonable assurance engagement. Accordingly, we do not express a reasonable assurance opinion on whether the Bank/Group established and maintained an effective system of internal control over financial reporting.

As prescribed in the Guidance, the procedures we performed included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. Our engagement also included performing such other procedures as we considered necessary in the circumstances.

We believe the procedures performed provides a basis for our report on the internal control put in place by management over financial reporting.

A handwritten signature in black ink, appearing to read "Michael Daudu".

**Deloitte & Touché (FRC/2022/COY/091021)**  
**Michael Daudu (FRC/2013/PRO/ICAN/0004/00000000845)**  
**Lagos Nigeria**  
**Date: 28 March 2025**



**Consolidated and Separate Statement of Profit or Loss and Other Comprehensive Income  
for the year ended 31 December 2024**

	Notes	Group		Bank	
		31 December 2024 N'million	31 December 2023 N'million	31 December 2024 N'million	31 December 2023 N'million
<b>Gross Earnings</b>		<b>1,043,401</b>	<b>555,830</b>	<b>1,021,032</b>	<b>552,765</b>
Interest and similar income calculated using effective interest rate method	6	803,054	434,008	784,171	431,397
Other interest and similar income	12.1	147,534	25,522	147,534	25,522
Interest and similar expense calculated using effective interest rate method	7	(320,818)	(182,165)	(316,648)	(182,063)
<b>Net interest income</b>		<b>629,770</b>	<b>277,366</b>	<b>615,057</b>	<b>274,856</b>
Credit loss expense	8	(56,441)	(67,436)	(55,483)	(67,686)
<b>Net interest income after credit loss expense</b>		<b>573,329</b>	<b>209,929</b>	<b>559,574</b>	<b>207,170</b>
Fee and commission income	9	78,355	49,600	75,647	49,146
Fee and commission expense	9	(8,043)	(11,812)	(8,043)	(11,812)
Net Gain / loss on derecognition on financial assets measured at an	10	-	-	-	-
Other operating income	11	2,742	2,613	1,964	2,613
Foreign Currency Revaluation Gains	11.1	11,716	44,087	11,716	44,087
Net Gains from financial assets at fair value through profit or loss	12	721	997	721	900
Derivative Gains	12.2	57,875	23,786	57,875	23,786
Personnel expenses	13	(73,450)	(52,619)	(62,284)	(50,836)
Depreciation , amortisation and Impairment	14	(15,335)	(7,042)	(10,497)	(6,890)
Other operating expenses	15	(242,696)	(135,278)	(233,673)	(133,825)
<b>Profit before income and windfall taxes</b>		<b>385,215</b>	<b>124,260</b>	<b>393,000</b>	<b>124,338</b>
Income tax expense	16	(93,777)	(24,806)	(96,811)	(24,806)
Windfall tax		(13,331)	-	(13,331)	-
<b>Profit for the year</b>		<b>278,106</b>	<b>99,454</b>	<b>282,858</b>	<b>99,532</b>
<b>Other comprehensive income:</b>					
<b>Items that will not be reclassified subsequently to profit or loss</b>					
Fair value gains on equity instruments at fair value through other comprehensive income	24.4	28,054	13,981	28,054	13,981
Total items that will not be reclassified subsequently to profit or loss		<b>28,054</b>	<b>13,981</b>	<b>28,054</b>	<b>13,981</b>
<b>Items that will be reclassified subsequently to profit or loss</b>					
-Exchange differences on translation of foreign operations		38,144	6,050	-	-
- Net change in fair value during the year in FVOCI debt financial Instrument		(12,712)	9,035	(12,750)	9,035
- Changes in allowance for expected credit losses of FVOCI debt financial Instrument		(455)	428	(462)	428
- Reclassification adjustments to profit or loss of FVOCI debt financial Instrument	17	(21)	847	(21)	847
Total items that will be reclassified subsequently to profit or loss		<b>24,956</b>	<b>16,360</b>	<b>(13,233)</b>	<b>10,310</b>
Other comprehensive (loss)/income for the year, net of tax		<b>53,010</b>	<b>30,341</b>	<b>14,821</b>	<b>24,291</b>
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR.</b>		<b>331,116</b>	<b>129,795</b>	<b>297,679</b>	<b>123,823</b>
<b>Earnings per share</b>					
Basic and diluted (in kobo)	18	<b>665</b>	<b>311</b>	<b>677</b>	<b>311</b>

The accompanying notes to the financial statements are an integral part of these consolidated financial statements.

**Consolidated and Separate Statement of Financial Position  
as at 31 December 2024**

	Note	Group		Bank	
		31 December 2024 N'million	31 December 2023 N'million	31 December 2024 N'million	31 December 2023 N'million
<b>ASSETS</b>					
Cash and Cash equivalents	19	707,450	364,177	505,331	376,595
Restricted balances with central bank	20	1,586,350	1,174,398	1,586,350	1,174,398
Loans and advances to customers	22	4,387,108	3,092,419	4,346,049	2,962,397
Derivative financial assets	23	50,293	10,723	50,292	10,723
Investment securities:					
Financial assets at fair value through profit or loss	24.1	5,113	7,684	5,113	7,684
Debt instruments at fair value through other comprehensive income	24.2	186,571	227,750	112,925	187,751
Debt instrument at amortised cost	24.3	1,552,347	818,803	1,552,347	818,803
Equity instruments at fair value through other comprehensive income	24.4	69,635	41,550	69,635	41,550
Other assets	29	158,116	403,763	154,713	402,186
Investment in Subsidiary:	24.4iii	-	-	68,591	63,403
Property, plant and equipment	25	77,876	47,382	77,785	47,329
Right of Use Assets	26	3,750	3,270	1,736	1,677
Goodwill	21	11,443	8,656	-	-
Intangible assets	27	20,380	10,341	14,371	5,123
Deferred tax Assets	28.1	5,305	23,771	-	22,554
<b>TOTAL ASSETS</b>		<b>8,821,737</b>	<b>6,234,688</b>	<b>8,545,237</b>	<b>6,122,174</b>
<b>LIABILITIES</b>					
Deposits from customers	30	5,937,064	4,014,811	5,660,315	3,926,842
Derivative financial liabilities	23	-	-	-	-
Current income tax payable	16	113,910	26,835	113,910	26,835
Other liabilities	31	938,776	1,152,369	978,435	1,133,795
Provision	32	3,791	3,434	3,791	3,434
Debts issued and other borrowed funds	33	929,595	577,028	929,595	577,028
Deferred tax liabilities	28.1	727	22,905	727	22,905
<b>TOTAL LIABILITIES</b>		<b>7,923,863</b>	<b>5,797,381</b>	<b>7,686,773</b>	<b>5,690,839</b>
<b>EQUITY</b>					
Share capital	34	25,100	16,000	25,100	16,000
Share premium	35	280,455	113,705	280,455	113,705
Retained earnings	35	185,256	65,508	190,073	65,573
<b>Other equity reserves:</b>					
Statutory reserve	35	108,699	66,270	108,711	66,282
Small scale investment reserve (SSI)	35	764	764	764	764
Non-distributable regulatory reserve (NDR)	35	155,665	100,279	155,665	100,279
Translation reserve	35	44,194	6,050	-	-
Fair value reserve	35	69,176	54,310	69,131	54,310
AGSMEIS reserve	35	28,565	14,422	28,565	14,422
<b>Total equity</b>		<b>897,874</b>	<b>437,307</b>	<b>858,464</b>	<b>431,335</b>
<b>TOTAL LIABILITIES AND EQUITY</b>		<b>8,821,737</b>	<b>6,234,688</b>	<b>8,545,237</b>	<b>6,122,174</b>

The accompanying notes to the financial statements are an integral part of these financial statements.

The financial statements were approved by the Board of Directors on 3 March 2025 and signed on its behalf by:



**Mustafa Chike-Obi**  
Chairman  
FRC/2013/IODN/00000004048



**Nneka Onyeali-Ikpe**  
Managing Director/ Chief Executive Officer  
FRC/2017/NBA/00000016998



**Victor Abejegah**  
Chief Financial Officer  
FRC/2013/ICAN/0000001733

**Consolidated and Separate Statement of Changes in Equity  
for the year ended 31 December 2024**

Group	Share capital	Share premium	Retained earnings	Statutory reserve	Small scale investment reserve	Non-distributable regulatory reserve	Translation reserve	Fair value reserve	AGSMEIS reserve	Total equity
	N'million	N'million	N'million	N'million	N'million	N'million	N'million	N'million	N'million	N'million
<b>Balance at 1 January 2024</b>	<b>16,000</b>	<b>113,705</b>	<b>65,508</b>	<b>66,270</b>	<b>764</b>	<b>100,279</b>	<b>6,050</b>	<b>54,310</b>	<b>14,422</b>	<b>437,307</b>
Profit for the year	-	-	278,106	-	-	-	-	-	-	278,106
<b>Other comprehensive income</b>										
- Net change in fair value during the year in FVOCI debt financial Instrument	-	-	-	-	-	-	-	12,712	-	12,712
Fair value gains on equity instruments at fair value through other comprehensive income	-	-	-	-	-	-	-	28,054	-	28,054
- Changes in allowance for expected credit losses of FVOCI debt financial Instrument	-	-	-	-	-	-	-	(455)	-	(455)
- Exchange differences on translation of foreign operations	-	-	-	-	-	-	38,144	-	-	38,144
- Reclassification adjustments to profit or loss of FVOCI debt financial Instrument	-	-	-	-	-	-	-	(21)	-	(21)
	-	-	278,106	-	-	-	38,144	14,866	-	331,116
Proceed from Issue of Shares	9,100	166,750	-	-	-	-	-	-	-	175,850
Dividends paid	-	-	(46,400)	-	-	-	-	-	-	(46,400)
Transfers between reserves (Note 35) & (Note 43)	-	-	(111,958)	42,429	-	55,386	-	-	14,143	-
<b>At 31 December 2024</b>	<b>25,100</b>	<b>280,455</b>	<b>185,256</b>	<b>108,699</b>	<b>764</b>	<b>155,665</b>	<b>44,194</b>	<b>69,176</b>	<b>28,565</b>	<b>897,874</b>

Group	Share capital	Share premium	Retained earnings	Statutory reserve	Small scale investment reserve	Non-distributable regulatory reserve	Translation reserve	Fair value reserve	AGSMEIS reserve	Total equity
	N'million	N'million	N'million	N'million	N'million	N'million	N'million	N'million	N'million	N'million
<b>Balance at 1 January 2023</b>	<b>14,481</b>	<b>101,272</b>	<b>44,883</b>	<b>51,352</b>	<b>764</b>	<b>62,144</b>	<b>-</b>	<b>30,019</b>	<b>9,445</b>	<b>314,360</b>
Profit for the year	-	-	99,454	-	-	-	-	-	-	99,454
<b>Other comprehensive income</b>										
- Net change in fair value during the period in FVOCI debt financial Instrument	-	-	-	-	-	-	-	9,035	-	9,035
Fair value gains on equity instruments at fair value through other comprehensive income	-	-	-	-	-	-	-	13,981	-	13,981
- Changes in allowance for expected credit losses of FVOCI debt financial Instrument	-	-	-	-	-	-	-	428	-	428
- Exchange differences on translation of foreign operations	-	-	-	-	-	-	6,050	-	-	6,050
- Reclassification adjustments to profit or loss of FVOCI debt financial Instrument	-	-	-	-	-	-	-	847	-	847
	-	-	99,454	-	-	-	6,050	24,291	-	129,795
Proceed from Issue of Shares	1,519	12,433	-	-	-	-	-	-	-	13,952
Dividends paid	-	-	(20,800)	-	-	-	-	-	-	(20,800)
Transfers between reserves (Note 35) & (Note 43)	-	-	(58,029)	14,918	-	38,134	-	-	4,977	-
<b>At 31 December 2023</b>	<b>16,000</b>	<b>113,705</b>	<b>65,508</b>	<b>66,270</b>	<b>764</b>	<b>100,279</b>	<b>6,050</b>	<b>54,310</b>	<b>14,422</b>	<b>437,307</b>

The accompanying notes to the financial statements are an integral part of these financial statements.

**Consolidated and Separate Statement of Changes in Equity  
for the year ended 31 December 2024**

Bank	Share	Share	Retained	Statutory	Small scale	Non-	Fair value	AGSMEIS	Total
	capital	premium	earnings	reserve	investment	distributable			
	N'million	N'million	N'million	N'million	N'million	N'million	N'million	N'million	N'million
<b>Balance at 1 January 2024</b>	<b>16,000</b>	<b>113,705</b>	<b>65,573</b>	<b>66,282</b>	<b>764</b>	<b>100,279</b>	<b>54,310</b>	<b>14,422</b>	<b>431,335</b>
Profit for the year	-	-	282,858	-	-	-	-	-	282,858
<b>Other comprehensive income</b>									
- Net change in fair value during the year in FVOCI debt financial Instrument	-	-	-	-	-	-	12,750	-	12,750
Fair value gains on equity instruments at fair value through other comprehensive income	-	-	-	-	-	-	28,054	-	28,054
- Changes in allowance for expected credit losses of FVOCI debt financial Instrument	-	-	-	-	-	-	(462)	-	(462)
- Reclassification adjustments to profit or loss of FVOCI debt financial Instrument	-	-	-	-	-	-	(21)	-	(21)
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>-</b>	<b>282,858</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>14,821</b>	<b>-</b>	<b>297,679</b>
Proceed from Issue of Shares	9,100	166,750	-	-	-	-	-	-	175,850
Dividends paid	-	-	(46,400)	-	-	-	-	-	(46,400)
Transfers between reserves (Note 35) & (Note 43)	-	-	(111,958)	42,429	-	55,386	-	14,143	-
<b>At 31 December 2024</b>	<b>25,100</b>	<b>280,455</b>	<b>190,073</b>	<b>108,711</b>	<b>764</b>	<b>155,665</b>	<b>69,131</b>	<b>28,565</b>	<b>858,464</b>

Bank	Share	Share	Retained	Statutory	Small scale	Non-	Fair value	AGSMEIS	Total
	capital	premium	earnings	reserve	investment	distributable			
	N'million	N'million	N'million	N'million	N'million	N'million	N'million	N'million	N'million
<b>Balance at 1 January 2023</b>	<b>14,481</b>	<b>101,272</b>	<b>44,883</b>	<b>51,352</b>	<b>764</b>	<b>62,144</b>	<b>30,019</b>	<b>9,445</b>	<b>314,360</b>
Profit for the year	-	-	99,532	-	-	-	-	-	99,532
<b>Other comprehensive income</b>									
- Net change in fair value during the year in FVOCI debt financial Instrument	-	-	-	-	-	-	9,035	-	9,035
Fair value gains on equity instruments at fair value through other comprehensive income	-	-	-	-	-	-	13,981	-	13,981
- Changes in allowance for expected credit losses of FVOCI debt financial Instrument	-	-	-	-	-	-	428	-	428
- Reclassification adjustments to profit or loss of FVOCI debt financial Instrument	-	-	-	-	-	-	847	-	847
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>-</b>	<b>99,532</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>24,291</b>	<b>-</b>	<b>123,823</b>
Proceed from Issue of Shares	1,519	12,433	-	-	-	-	-	-	13,952
Dividends paid	-	-	(20,800)	-	-	-	-	-	(20,800)
Transfers between reserves (Note 35) & (Note 43)	-	-	(58,041)	14,930	-	38,134	-	4,977	-
<b>At 31 December 2023</b>	<b>16,000</b>	<b>113,705</b>	<b>65,573</b>	<b>66,282</b>	<b>764</b>	<b>100,279</b>	<b>54,310</b>	<b>14,422</b>	<b>431,335</b>

The accompanying notes to the financial statements are an integral part of these financial statements.

**Consolidated and Separate Statement of Cash Flows**  
for the year ended 31 December

	Note	Group		Bank	
		31 December 2024	* 31 December * 2023	31 December 2024	* 31 December 2023
		N'million	N'million	N'million	N'million
<b>Operating Activities</b>					
Cash flows from operations	36	308,150	368,235	79,696	390,262
Interest received	36b	812,434	330,193	793,551	327,158
Interest paid	36c	(336,029)	(182,311)	(331,859)	(182,341)
Income tax paid	16c	(22,635)	(6,277)	(22,580)	(6,277)
<b>Net cash flows from operating activities</b>		<b>761,921</b>	<b>509,840</b>	<b>518,808</b>	<b>528,802</b>
<b>Investing activities</b>					
Purchase of property, plant and equipment	25	(38,452)	(9,537)	(38,406)	(9,488)
Proceeds from sale of property plant and equipment	25	251	87	251	85
Changes in intangible assets	27	(19,020)	(2,851)	(11,246)	(2,745)
Purchase of debt Instruments at FVOCI	36.d	(135,441)	(173,688)	(49,587)	(221,229)
Purchase of debt Instruments at amortised cost	36.e	(1,112,823)	(647,686)	(1,112,823)	(647,686)
Redemption of financial assets at amortised cost	36.e	432,664	260,952	432,664	260,952
Redemption of debt financial assets at FVOCI	36.d	239,330	16,824	174,232	16,824
Purchase of equity instruments at FVOCI	36f	-	-	-	-
Acquisition of a subsidiary	36g	0	(40,845)	-	-
Dividend received	11	741	2,018	741	2,018
<b>Net cash flows used in investing activities</b>		<b>(632,749)</b>	<b>(594,725)</b>	<b>(604,173)</b>	<b>(601,268)</b>
<b>Financing activities</b>					
Dividends paid	SCE	(46,400)	(20,800)	(46,400)	(20,800)
Unclaimed dividend Receipt / (Payment)	36h	-	1,960	-	1,960
Lease Payment on Right of Use (ROU) Assets	26	(798)	(532)	(798)	(532)
Proceeds from Issue of shares		175,850	13,952	175,850	13,952
Proceeds of debts issued and other borrowed funds	33	298,748	129,906	298,748	129,906
Payment of interest portion of debts issued and other borrowed funds	33	(37,137)	(4,804)	(37,137)	(4,804)
Repayment of principal portion of debts issued and other borrowed funds	33	(208,533)	(15,051)	(208,533)	(15,051)
<b>Net cash flows used in financing activities</b>		<b>181,730</b>	<b>104,630</b>	<b>181,730</b>	<b>104,630</b>
<b>Net increase in cash and cash equivalents</b>		<b>310,902</b>	<b>19,745</b>	<b>96,365</b>	<b>32,163</b>
Net foreign exchange difference on cash and cash equivalents	11	32,371	44,087	32,371	44,087
<b>Cash and cash equivalents as at 1 January</b>	19	<b>364,177</b>	<b>300,345</b>	<b>376,595</b>	<b>300,345</b>
<b>Cash and cash equivalents as at 31 December</b>	19	<b>709,155</b>	<b>365,327</b>	<b>506,481</b>	<b>376,595</b>

\*Changes to previously reported amounts are detailed in note 46

The accompanying notes to the financial statements are an integral part of these financial statements.



## **Notes To The Financial Statements**

### **1. Corporate Information**

These financial statements are for Fidelity Bank Plc (the "Bank"), a company incorporated in Nigeria on 19 November 1987. The registered office address of the Bank is at Fidelity Place, 1 Fidelity Bank Close Off Kofo Abayomi Street, Victoria-Island, Lagos, Nigeria.

The Bank completed its acquisition of its subsidiary, Fidelity Bank UK Limited (former Union Bank UK Plc) on 26 July 2023. The financial result of the subsidiary has been consolidated into these financial statements.

The principal activity of the Bank is the provision of banking and other financial services to corporate and individual customers. Fidelity Bank Group provides a full range of financial services including investment, commercial and retail banking.

### **2. Summary of material accounting policies**

#### **2.1 Introduction to summary of accounting policies**

The principal accounting policies adopted in the preparation of these financial statements are set out below. These policies have been consistently applied to the period presented, unless otherwise stated.

##### **2.1.1 Basis of Preparation**

The Group's financial statements for the year ended 31 December 2024 have been prepared in accordance with International Financial Reporting Standards ("IFRSs") as issued by the International Accounting Standards Board ("IASB") and in the manner required by the Companies and Allied Matters Act of Nigeria, the Financial Reporting Council Act of Nigeria, Banks and Other Financial Institutions Act of Nigeria and relevant Central Bank of Nigeria Circulars. Additional information required by national regulations is included where appropriate.

The financial statements comprise the statement of profit or loss and other comprehensive income, the statement of financial position, the statement of changes in equity, statement of cashflows, significant accounting policies and the notes to the financial statements.

The financial statements have been prepared in accordance with the going concern principle under the historical cost convention, except for financial assets and financial liabilities measured at fair value and amortised cost as applicable.

The financial statements are presented in Naira, which is the Group's presentation currency. The figures shown in the financial statements are stated in Naira millions.

##### **2.1.2 Changes in accounting policies and disclosures**

###### **New standards, amendments and interpretations adopted.**

The financial statements are prepared in accordance with International Financial Reporting Standards (IFRSs) as issued by the International Accounting Standard Board (IASB) and in the manner required by the Companies and Allied Matters Act of Nigeria, the Financial Reporting Council of Nigeria Act, the Banks and other Financial Institutions Act of Nigeria, and relevant Central Bank of Nigeria circulars. The same accounting policies and methods of computation are followed in the financial statements as compared with the most recent annual financial statements.

## Notes To The Financial Statements

### 2.1.1 Basis of Preparation- continued

**a •IAS 1 (Amendments): Classification of liabilities as current or non-current**

The amendments clarify that the classification of liabilities as current or non-current should be based on rights that are in existence at the end of the reporting period. The amendments also clarify that the classification is unaffected by expectations about whether an entity will exercise its right to defer settlement of a liability and make clear that settlement refers to the transfer to the counterparty of cash, equity instruments, other assets or services. The amendments are expected to be effective for annual periods beginning on or after 1 January 2024 with early adoption permitted.

**bi IFRS 7 Investments in equity instruments designated at FVTOCI**

The disclosures requirements in IFRS 7 in respect of investments in equity instruments designated at FVTOCI are amended. In particular, an entity is required to disclose the fair value gain or loss presented in OCI during the period, showing separately the fair value gain or loss that relates to investments derecognised in the period and the fair value gain or loss that relates to investments held at the end of the period. If an entity derecognises investments in equity instruments measured at FVTOCI during the reporting period, it is now required, under the amendments, to disclose any transfers of the cumulative gain or loss within equity during the reporting period related to the investments derecognised during that reporting period.

An entity is no longer required to disclose the reporting date fair value of each equity instruments designated at FVTOCI; this information can be provided by class of instruments.

**Contractual terms that could change the timing or amount of contractual cash flows**

The amendments introduce disclosure requirements for financial instruments that include contractual terms that could change the timing or amount of contractual cash flows on the occurrence (or non-occurrence) of a contingent event that does not relate directly to changes in a basic lending risks and costs (such as the time value of money or credit risk). Disclosures include a qualitative description of the nature of the contingent event, quantitative information about the possible changes to contractual cash flows as well as the gross carrying amount of financial assets and the amortised cost of financial liabilities subject to those contractual terms. The entity is required to make these disclosures by class of financial assets measured at amortised cost or FVTOCI and by class of financial liabilities measured at amortised cost.

The amendments are effective for annual reporting periods beginning on or after 1 January 2026. Earlier application is permitted. If an entity elects to apply these amendments for an earlier period, it is required to either:

- apply all the amendments at the same time and disclose that fact or
- apply only the amendments to the classification of financial assets for that earlier period and disclose that fact.

**bii •IAS 7 and IFRS 7 (Amendments) - Disclosures: Supplier Finance Arrangements**

Disclosures: Supplier Finance Arrangements (effective for annual periods beginning on or after 1 January 2024). The amendments require companies to disclose information about their Supplier Finance Arrangements such as terms and conditions, carrying amount of financial liabilities that are part of such arrangements, ranges of payment due dates and liquidity risk information. The Group is examining the impact from the above amendments.

**c IAS 8 (Amendment): Definition of Accounting Estimates**

IAS 8 (Amendment): Definition of Accounting Estimates (effective for annual reporting periods beginning on or after 1 January 2023). The amendment replaces the definition of a change in accounting estimates with a definition of accounting estimates. Under the new definition,

Accounting estimates are “monetary amounts in financial statements that are subject to measurement uncertainty”. Entities develop accounting estimates if accounting policies require items in the financial statements to be measured in a way that involves measurement uncertainty. The amendments clarify that a change in accounting estimate that results from new information or new developments is not the correction of an error. There was no impact on the Financial Statements from the adoption of this amendment.

**d IFRS 9 Derecognition of a financial liability settled through electronic transfer.**

The application guidance in IFRS 9 is amended to clarify the date of initial recognition or derecognition of financial assets and financial liabilities.

The existing application guidance states that a financial liability is derecognised at its settlement date, being the date on which the liability is extinguished because the obligation specified in the contract is discharged, cancelled or expires, or the liability otherwise qualifies for derecognition.

As an alternative to this requirement, the amendments permit an entity to deem a financial liability (or part of it) that will be settled in cash using an electronic payment system to be discharged before the settlement date if, and only if, the entity has initiated a payment instruction that has resulted in:

- the entity having no practical ability to withdraw, stop or cancel the payment instruction
- the entity having no practical ability to access the cash to be used for settlement as a result of the payment instruction
- the settlement risk associated with the electronic payment system being insignificant.

An entity that elects to apply the derecognition alternative for financial liabilities is required to apply it to all settlements made through the same electronic payment system.

**e IAS 12 Income Taxes - Deferred Tax ( Pillar Two Model Rules)**

IAS 12 clarifies that the Standard applies to income taxes arising from tax law enacted or substantively enacted to implement, the Pillar Two model rules published by the OECD, including tax law that implements qualified domestic minimum top up taxes described in those rules. The amendments introduce a temporary exception to the accounting requirements for deferred taxes in IAS 12, so that an entity would neither recognise nor disclose information about deferred tax assets and liabilities related to Pillar Two income taxes.

## Notes To The Financial Statements

### 2.1.1 Basis of Preparation- continued

#### • IAS 12 - Deferred Tax related to Assets and Liabilities arising from a Single Transaction

IAS 12 (Amendments): Deferred Tax related to Assets and Liabilities arising from a Single Transaction (effective for annual reporting periods beginning on or after 1 January 2023). These amendments clarify and narrow the scope of the exemption provided by the IAS 12 "Income Taxes" standard allowing institutions not to recognise any deferred tax during the initial recognition of an asset and a liability. All leases and decommissioning obligations are excluded from the exemption scope for which companies recognise both an asset and a liability and will now have to recognise deferred taxes. From the date of first application of IFRS 16 "Leases", the Bank have considered the right of use assets and the lease-related liabilities as a single transaction. Consequently, on the initial recognition date, the amount of deferred tax asset offsets the amount of deferred tax liability. The net temporary differences resulting from later variations in the right of use assets and lease liabilities subsequently result in a deferred tax asset as reporting date which is subject to the recoverability criteria of IAS 12 "Income Taxes".

There was no impact on the Financial Statements from the adoption of these amendments.

#### f IFRS 16 - Leases : Lease Liability in a Sale and Leaseback

The amendments to IFRS 16 add subsequent measurement requirements for sale and leaseback transactions that satisfy the requirements in IFRS 15 to be accounted for as a sale. The amendments require the seller-lessee to determine 'lease payments' or 'revised lease payments' such that the seller-lessee does not recognise a gain or loss that relates to the right of use retained by the seller-lessee, after the commencement date.

The amendments do not affect the gain or loss recognised by the seller-lessee relating to the partial or full termination of a lease. Without these new requirements, a seller-lessee may have recognised a gain on the right of use it retains solely because of a remeasurement of the lease liability (for example, following a lease modification or change in the lease term) applying the general requirements in IFRS 16. This could have been particularly the case in a leaseback that includes variable lease payments that do not depend on an index or rate.

As part of the amendments, the IASB amended an Illustrative Example in IFRS 16 and added a new example to illustrate the subsequent measurement of a right-of-use asset and lease liability in a sale and leaseback transaction with variable lease payments that do not depend on an index or rate. The illustrative examples also clarify that the liability, that arises from a sale and leaseback transaction that qualifies as a sale applying IFRS 15, is a lease liability.

The amendments are effective for annual reporting periods beginning on or after 1 January 2024. Earlier application is permitted. If a seller-lessee applies the amendments for an earlier period, it is required to disclose that fact.

A seller-lessee applies the amendments retrospectively in accordance with IAS 8 to sale and leaseback transactions entered into after the date of initial application, which is defined as the beginning of the annual reporting period in which the entity first applied IFRS 16.

#### g IFRS 17 Insurance Contracts

IFRS 17 (Amendment): Initial Application of IFRS 17 and IFRS 9 – Comparative Information (effective for annual periods beginning on or after 1 January 2023). The amendment is a transition option relating to comparative information about financial assets presented on initial application of IFRS 17. The amendment is aimed at helping entities to avoid temporary accounting mismatches between financial assets and insurance contract liabilities, and therefore improve the usefulness of comparative information for the users of financial statements. The core of IFRS 17 is the general model, supplemented by:

- A specific adaptation for contracts with direct participation features (the variable fee approach)
- A simplified approach (the premium allocation approach) mainly for short-duration contracts

The main features of the accounting model for insurance contracts are as follows:

- The measurement of the present value of future cash flows, incorporating an explicit risk adjustment, remeasured every reporting period (the fulfilment cash flows)

- The effect of changes in discount rates will be reported in either profit or loss or other comprehensive income, determined by an accounting policy choice.
- The presentation of insurance revenue and insurance service expenses in the statement of comprehensive income based on the concept of services provided during the year under review.
- Amounts that are paid to a policyholder in all circumstances, regardless of whether an insured event happens (non-distinct investment components) are not presented in the income statement, but are recognised directly on the balance sheet.
- Insurance services results (earned revenue less incurred claims) are presented separately from the insurance finance income or expense
- Extensive disclosures to provide information on the recognised amounts from insurance contracts and the nature and extent of risks arising from these contracts

## **Notes To The Financial Statements**

### **2.1.2 Basis of consolidation- continued**

#### **2.1.2 Basis of consolidation**

##### **i Business Combination**

The accounting policies set out below have been consistently applied to all periods presented in these consolidated and separate financial statements. Business combinations are accounted for using the acquisition method as at the acquisition date, that is, when control is transferred to the Group. 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 recognized in profit or loss immediately. Transaction costs are expensed as incurred.

The Consideration transferred does not include amounts related to the settlement of any relationships or transaction. Such amounts are generally recognized in profit or loss. Any contingent consideration is measured at fair value at the date of acquisition. If an obligation to pay contingent consideration that meets the definition of a financial instrument is classified as equity, then it is not remeasured, and settlement is accounted for within equity. Other contingent consideration is measured at fair value at each reporting date and subsequent changes in fair value of the contingent consideration are recognized in profit or loss.

##### **ii Non-controlling interest**

Non-controlling interests (NCI) are measured at their proportionate share of the acquiree's identifiable net assets at the acquisition date. Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions. The Bank acquired 100% Of its United Kingdom Subsidiary.

##### **iii Subsidiaries**

Deferred income tax is recognised, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred income tax is provided on temporary differences arising from investments in subsidiaries and associates, except where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the difference will not reverse in the foreseeable future.

Subsidiaries are entities controlled by the Group. The Group controls an entity if it is exposed to, or has rights to, variable returns from its involvement with the investee entity and has the ability to affect those returns through its power over the entity. The Group reassesses whether it has control and if there are changes to one or more of the elements of control. This includes circumstances in which protective rights held (e.g. those resulting from a lending relationship) become substantive and lead to the Group having power over an investee.

The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences; and until the date when control ceases

##### **iv Fund management**

The entities within the group manage and administer assets and other investment vehicles on behalf of investors. The financial statements of these entities are not included in these consolidated financial statements except when the Group controls the entity.

## **Notes To The Financial Statements**

### **2.1.2 Basis of consolidation- continued**

#### **v Loss of control**

The Group assesses whether there is loss of control in a variety of ways which includes:

- sale of all or part of its ownership interest in its subsidiary.
- expiry of a contractual agreement that gave control of the subsidiary to the Group;
- issue of shares to third parties by the subsidiary, thereby reducing the Group's ownership interest in the subsidiary so that it no longer has control of the subsidiary.
- distribution of its ownership interest in the subsidiary by the Group;
- when the subsidiary becomes subject to the control of a government, court, administrator or regulator.

When the Group loses control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, and any related non-controlling interests and the other components of equity. Any resulting gain or loss is recognised in profit or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost.

The amount recognised in profit or loss on the loss of control of a subsidiary is measured as the difference between:

- (i) The sum of: - the fair value of the consideration received, if any;
- the recognized amount of the distribution of shares, if applicable;
- the fair value of any retained non-controlling investment (NCI); and
- the carrying amount of the NCI in the former subsidiary, including the accumulated balance of each class of other comprehensive income (OCI) attributable to the NCI .
- (ii) The carrying amount of the former subsidiary's net assets, together with any profit or loss reclassifications.

From the Group's perspective, any loss of control of a subsidiary results in derecognition of the individual assets and liabilities of the subsidiary. On disposal, components of OCI related to the subsidiary's assets and liabilities are accounted for on the same basis as would be required if the individual assets and liabilities had been disposed of directly. As a result, amounts from the exercise are reclassified to profit or loss: (- exchange differences that were recognised in OCI; - changes in the fair value of financial assets at Fair value through other comprehensive income previously recognised in OCI; and - the effective portion of gains and losses on hedging instruments in a cash flow hedge previously recognised in OCI).

#### **vi Foreign currency transactions**

Transactions in foreign currencies are translated into the respective functional currency of Group entities at the spot exchange rates at the date of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated using the functional currency at the spot exchange rate at that date. The foreign currency gain or loss on monetary items is the difference between the amortized cost in the functional currency at the beginning of the year, adjusted for effective interest and payments during the year, and the amortized cost in the foreign currency translated at the spot exchange rate at the end of the reporting period.

Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the spot exchange rate at the date on which the fair value is determined. Non-monetary items that are measured based on historical cost in a foreign currency are translated using the spot exchange rate at the date of the transaction.

Foreign currency differences arising on translation of monetary items are generally recognised in profit or loss. However, foreign currency differences arising from the translation of FVTOCI financial assets and monetary assets are recognised in Other Comprehensive Income (OCI).

#### **vii Foreign operations**

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated into naira at spot exchange rates at the reporting date. The income and expenses and other comprehensive income of foreign operations are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case, income and expenses are translated at spot exchange rates on the dates of the transactions).

Foreign exchange differences on translation of foreign operations are recognized in other comprehensive income and presented in the foreign currency translation reserve (translation reserve) in equity. However, if the foreign operation is a non-wholly owned subsidiary, then the relevant proportion of the translation differences is allocated to non-controlling interests.

When a foreign operation is disposed of such that control is lost, the cumulative amount in the translation reserve related to that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal. When the Group disposes of only part of its interest in a subsidiary that includes a foreign operation while retaining control, the relevant proportion of the cumulative amount is reattributed to non-controlling interests. When the settlement of a monetary item receivable from or payable to a foreign operation is neither planned nor likely in the foreseeable future, foreign currency gains and losses arising from such items are considered to form part of a net investment in the foreign operation and are recognized in other comprehensive income and presented in the translation reserve in equity.

**Notes To The Financial Statements**

**viii Determination of Goodwill**

Fidelity Bank Plc completed the acquisition of the United Kingdom component on the 26th of July 2023 from the Union bank plc ( A Nigerian Parent ) at a value of \$50,000,000.00 with provision for Net Asset Value adjustment between the Completion net assets value and the Planned net asset value on the Purchase consideration which has now been completed in the sum of \$1,800,000.00 based on the Sales Purchase Agreement. The purchase price is allocated to the various identified intangible assets acquired and the accounting has now been completed resulting N7,469m recognised in intangibles with Amortization recognized. This is reallocated from the previously recognised goodwill and comparatives adjusted accordingly.. The Bank acquired 100% of its United Kingdom Subsidiary. Prior to the acquisition , the United Kingdom component did not have any legal suit that required settlement .

**Core deposits**

Relates to a stable deposit base that provides a low-cost source of funding (versus the alternative next funding in the market).

**Valuation Methodology :** Cost Savings Method

**Customer relationships**

Relates to existing beneficial customer relationships (i.e., fees and commission customers which provide benefits from interest and fees expected to be earned above the amount reflected in the balance sheet as loans/advances and others). **Valuation Methodology :** Multi period excess earnings method.

**Computer software**

Relates to operational and financial software databases and payment systems. **Valuation Methodology :** Replacement cost method.

Calculation of resulting Goodwill post purchase price allocation is presented below :-

	USD'000	USD'000	Exchange rate	NGN'000
<b>Purchase consideration:</b>				
Cash	50,000			
Deferred consideration	-			
Contingent consideration	-			
Accruals and deferred income	(3,127)			
<b>Total liabilities</b>		<b>46,873</b>		
<b>Net asset acquired</b>				
<b>Assets at June 30, 2023</b>				
Cash and cash equivalents	5,286			
Loans and advances to banks	73,321			
Loans and advances to customers	35,133			
Financial assets measured at FVOCI	32,032			
Intangible assets	514			
Property and equipment	37			
Right-of-Use-of-Asset	1,863			
Other Assets	1,395			
Prepayments	-			
<b>Total Assets</b>	<b>149,581</b>			
<b>Liabilities at June 30, 2023</b>				
Deposits by banks	69,324			
Customer accounts	44,323			
Lease liabilities -				
Other Liabilities	3,127			
Accruals and deferred income	-			
<b>Total liabilities</b>	<b>116,774</b>			
<b>Total Net assets at Acquisition</b>	<b>32,807</b>			
<b>Goodwill and other intangibles</b>	<b>15,392</b>		951.79	<b>14,649,952</b>
<b>UBUK's identified intangible valuation result:</b>				
Core deposits	1,973			
Customer relationships	3,046			
<b>UBUK's FV as at 31 December 2024</b>	<b>5,019</b>		1,549	<b>7,774,431</b>
<b>Resulting Goodwill</b>	<b>10,373</b>		1,549	<b>16,067,777</b>
Impairment DEC 2024	(1,572)		1,497	<b>(2,353,144)</b>
Uk DT on PPA	(1,466)		1,549	<b>(2,271,422)</b>
<b>Goodwill at year end - December 31 , 2024</b>	<b>7,334</b>		1,549	<b>11,443,211</b>

\*\*\* Details of Goodwill impairment testing result is presented in note 21

## Notes To The Financial Statements

### 2.2 Income Taxation

The tax expense for the period comprises current and deferred tax. Tax is recognised in arriving at profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

#### i Current Income Tax

The current income tax charge is calculated on the basis of the applicable tax laws enacted or substantively enacted at the reporting date in the respective jurisdiction.

#### ii Deferred Income Tax

Deferred income tax is recognised, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred income tax is provided on temporary differences arising from investments in subsidiaries and associates, except where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the difference will not reverse in the foreseeable future.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxables entities where there is an intention to settle the balance on a net basis.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised and reviewed at each reporting date, reduced to the extent that it is no longer probable that the related tax benefit will be realised. The Group has applied caution by not recognising additional deferred tax assets which is not considered capable of recovery.

### 2.3 Accounting judgements, estimates and assumptions

The preparation of the Group's financial statements requires management to make judgements, estimates and assumptions that affect the reported amount of revenues, expenses, assets and liabilities and the accompanying disclosures, as well as the disclosure of contingent liability about these assumptions and estimates that could result in outcome that requires a material adjustment to the carrying amount of assets and liabilities affected in future periods.

Management discusses with the Audit Committee the development, selection and disclosure of the Group's critical accounting policies and estimates, and the application of these policies and estimates.

#### Estimates and Assumptions:

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial period are described below. The Group based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances beyond the control of the Bank. Such changes are reflected in the assumptions when they occur.

## Notes To The Financial Statements

### 2.3 Accounting judgements, estimates and assumptions- continued

#### Going Concern

Business continues to function well and largely uninterrupted. The Group continues to provide access to its products and services for modern life which it has proven to be doing responsibly and efficiently in even challenging circumstances.

Uncertainties remain with doubts about the status of Russian- Ukrain and Isreal - Hamas War. However, the financial situation of the group remains healthy and it does not believe that the impact of the Isreal - Hamas war or Russian-Ukrain War will have any material adverse effect on our financial condition or liquidity. Therefore, based on the Group's liquidity and expected yearly cash outflow, the Group expects that it will be able to meet its financial obligations and therefore continues to adopt a going concern assumption as the basis for preparing its financial statements.

#### Allowances for credit losses

##### Measurement of the expected credit loss allowance

The measurement of the Expected Credit Loss (ECL) allowance for financial assets measured at amortised cost and FVOCI is an area that requires the use of complex models and significant assumptions about future economic conditions and credit behaviour (e.g. the likelihood of customers defaulting and the resulting losses). Explanation of the inputs, assumptions and estimation techniques used in measuring ECL is further detailed in Note 3, which also sets out key sensitivities of the ECL to changes in these elements.

A number of Significant judgements are also required in applying the accounting requirements for measuring ECL, such as:

- Determining criteria for significant increase in credit risk;
- Choosing appropriate models and assumptions for the measurement of ECL;
- Establishing the number and relative weightings of forward-looking scenarios for each type of product/market and the associated ECL;
- Establishing groups of similar financial assets for the purposes of measuring ECL.

The uncertainties caused by the volatility in macro economic variables required the Group to update the inputs and assumptions used for the determination of expected credit losses ("ECLs") as at 31 December 2024. No further update was done in the current year .

##### Determination of Collateral Value

Management monitors market value of collateral on a regular basis. Management uses its experienced judgement on independent opinion to adjust the fair value to reflect the current circumstances. The amount and collateral required depend on the assessment of credit risk of the counterpart.

In determining the collateral value, the Bank has considered potential impacts of the economic volatility as a result of Isreal - Hamas war as well the the impact of Russian/Ukrain war and elections within various relevant jurisdictions across the globe.

The Directors believe that the underlying assumptions are appropriate and that the Bank's financial statements therefore present the financial position and results fairly. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in the notes.

##### Fair Value Measurement of Financial Instruments

When the fair values of financial assets and financial liabilities recorded in the statement of financial position cannot be measured based on quoted prices in active markets, their fair values are measured using valuation techniques including the discounted cash flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility changes in assumptions about these factors could affect the reported fair value of financial instruments. See Note 3.5 for further disclosures.

The Group has considered potential impacts of the current economic volatility in determination of the reported fair value of the financial instruments and these are considered to represent management's best assessment based on observable information. Markets , however , remain volatile and the recorded amounts remain sensitive to market fluctuations.



## Notes To The Financial Statements

### 2.3.1 Standards Issued, Amendments But Not Yet Effective

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

**a Amendments to IAS 21 – Lack of exchangeability In August 2023, the Board issued Lack of exchangeability amendments to IAS 21.**

The amendments specifies how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking.

A currency is exchangeable into another currency when a company is able to exchange that currency for the other currency at the measurement date and for a specified purpose.

A currency is considered to be exchangeable into another currency when an entity is able to obtain the other currency within a time frame that allows for a normal administrative delay and through a market or exchange mechanism in which an exchange transaction would create enforceable rights and obligations.

If a currency is not exchangeable into another currency, an entity is required to estimate the spot exchange rate at the measurement date. An entity's objective in estimating the spot exchange rate is to reflect the rate at which an orderly exchange transaction would take place at the measurement date between market participants under prevailing economic conditions.

The amendments contain no specific requirements for estimating a spot rate. Therefore, when estimating a spot rate a company can use:

- ☑ an observable exchange rate without adjustment; or
- ☑ another estimation technique.

The amendment becomes effective from 1 January 2025

**b IFRS 18 Presentation and Disclosure in Financial Statements:**

IFRS 18 replaces IAS 1, carrying forward many of the requirements in IAS 1 unchanged and complementing them with new requirements. The standard introduces new requirements to present specified categories and defined subtotals in the statement of profit or loss, provide disclosures on management-defined performance measures (MPMs) and improve aggregation & disaggregation. The standard also made some minor amendments to IAS 7 and IAS 33.

All entities are required to follow the same classification requirements. However, there are reporting modifications for entities that invest in assets as a main business activity (such as investment entities, investment property entities and insurers) and entities that provide financing to customers as a main business activity (such as banks).

IFRS 18 requires an entity to classify income and expenses included in profit or loss into one of the following categories:

i. Operating Category: This comprises all income and expenses included in the statement of profit or loss that are not classified in the investing, financing, income taxes or discontinued operations categories. It is the default category that includes, but not limited to, income and expenses from an entity's main business activities.

Income and expenses from other business activities, such as income and expenses from additional activities, are also classified in the operating category if those income and expenses do not meet the requirements to be classified in any of the other categories.

ii. Investing Category: This comprises income and expenses from:

- investments in associates, joint ventures, and unconsolidated subsidiaries
- cash and cash equivalents.
- other assets that generate a return individually and largely independently of the entity's other resources

Income and expenses' classified in the investing category comprises:

- income generated by the assets
- income and expenses that arise from the initial and subsequent measurement of the assets, including on derecognition of the assets
- incremental expenses directly attributable to the acquisition and disposal of the assets (e.g. transaction costs and costs to sell the assets)

iii. Financing category: This includes income and expenses from liabilities arising from transactions that involve the raising of finance, whether the transaction involves only the raising of finance or not.

iv. Income taxes category: The income taxes category comprises:

- tax expense or tax income included in profit or loss applying IAS 12 Income Taxes
- any related foreign exchange differences.

v. Discontinued operations category: The discontinued operations category comprises income and expenses from discontinued operations as defined in IFRS 5 Non-current Assets Held for Sale and Discontinued Operations.

## Notes To The Financial Statements

### 2.3.1 Standards Issued, Amendments But Not Yet Effective- continued

#### c IFRS 18 causes amendments to IAS 7 Statement of Cashflows as follows.

Require all entities to use the operating profit subtotal as the starting point for the indirect method of reporting cash flows from operating activities.

Remove the presentation alternatives for cash flows related to interest and dividends paid and received as follows

– for entities with no specified main business activities:

o Interest and dividends received will always be classified as cash flows from investing activities

o Interest and dividends paid will always be classified as cash flows from financing activities.

– for entities that invest in assets or provide financing to customers as a main business activity, the entity is required to:

o determine how to classify dividends received, interest received and interest paid in the statement of cash flows by referring to how , applying IFRS 18 - it classifies dividend income, interest income and interest expenses in the statement of profit or loss

o classify the total of each of these cash flows in a single category in the statement of cash flows (that is, either as operating, investing or financing activities)

o classify dividends paid as cash flows from financing activities.

#### d IFRS 18 causes amendments to IAS 33 Earnings Per Share.

In addition to reporting basic and diluted earnings per share (EPS), entities are permitted by IAS 33 to disclose (in the notes only) additional EPS calculated based on any component of the statement of comprehensive income.

The amendments to IAS 33 permit an entity to disclose these additional EPS only if the numerator is either a total or subtotal identified in IFRS 18 or is an MPM.

An entity is required to apply IFRS 18 for annual reporting periods beginning on or after 1 January 2027. Earlier application is permitted. If an entity applies IFRS 18 for an earlier period, it is required to disclose that fact in the notes. The amendments to IAS 7 and IAS 33, as well as the revised IAS 8 and IFRS 7, become effective when an entity applies IFRS 18.

#### e Amendments to IAS 1 - Classification of Liabilities as Current or Non-current

In January 2020, the Board issued amendments to paragraphs 69 to 76 of IAS 1 to specify the requirements for classifying liabilities as current or non-current. The amendments clarify:

- What is meant by a right to defer settlement
- That a right to defer must exist at the end of the reporting period
- That classification is unaffected by the likelihood that an entity will exercise its deferral right
- That only if an embedded derivative in a convertible liability is in itself an equity instrument , would the terms of a liability not impact its classification

#### Right to Defer Settlement

The Board decided that if an entity's right to defer settlement of a liability is subject to the entity complying with specified conditions, the entity has a right to defer settlement of the liability at the end of the reporting period if it complies with those conditions at that date.

#### Existence at the end of the reporting period

The amendments also clarify that the requirement for the right to exist at the end of the reporting period applies regardless of whether the lender tests for compliance at that date or at a later date.

#### Management Expectations

IAS 1.75A has been added to clarify that the 'classification of a liability is unaffected by the likelihood that the entity will exercise its right to defer settlement of the liability for at least twelve months after the reporting period'. That is, management's intention to settle in the short run does not impact the classification. This applies even if settlement has occurred when the financial statements are authorised for issuance.

### 2.3.3 Foreign currency translation and transaction

#### (a) Functional and presentation currency

Items included in the financial statements of the Group are measured using the currency of the primary economic environment in which the entity operates ("the functional currency").

The financial statements are presented in Naira, which is the Group's presentation currency.

#### (a) Functional and presentation currency

#### (b) Transactions and balances

Foreign currency transactions (i.e. transactions denominated, or that require settlement, in a currency other than the functional currency) are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured.

Monetary items denominated in foreign currency are translated with the closing rate as at the reporting date. Non-monetary items measured at historical cost denominated in a foreign currency are translated with the exchange rate as at the date of initial recognition; non-monetary items in a foreign currency that are measured at fair value are translated using the exchange rates at the date when the fair value was determined. Foreign exchange gains and losses resulting from the settlement of foreign currency transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the profit or loss.

## **Notes To The Financial Statements**

### **2.3.3 Foreign currency translation and transaction-continued**

In the case of changes in the fair value of monetary assets denominated in foreign currency classified as fair value through other comprehensive income (FVOCI), a distinction is made between translation differences resulting from changes in amortised cost of the security and other changes in the carrying amount of the security. Translation differences related to changes in the amortised cost are recognised in profit or loss, and other changes in the carrying amount, except impairment, are recognised in other comprehensive income.

Translation differences on non-monetary financial instruments, such as equities held at fair value through profit or loss, are reported as part of the fair value gain or loss. Translation differences on non-monetary financial instruments, such as equities classified as FVOCI financial assets, are included in other comprehensive income.

## **2.4 Financial assets and liabilities (Policy applicable for financial instruments )**

### **2.4.1 Initial recognition**

The Group initially recognises loans and advances, deposits and debt securities issued on the date on which they are originated. All other financial instruments (including regular-way purchases and sales of financial assets) are recognised on the trade date, which is the date on which the group becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is measured initially at fair value plus, (for an item not at fair value through profit or loss), transaction costs that are directly attributable to its acquisition or issue. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

#### **Day 1 profit or loss**

When the transaction price of the instrument differs from the fair value at origination and the fair value is based on a valuation technique using only inputs observable in market transactions, the Group recognises the difference between the transaction price and fair value in Net gains/(losses) from financial instruments. In those cases where fair value is based on models for which some of the inputs are not observable, the difference between the transaction price and the fair value is deferred and is only recognised in profit or loss when the inputs become observable, or when the instrument is derecognised.

#### **Amortised cost and gross carrying amount**

The amortised cost of a financial asset or financial liability is the amount at which the financial asset or financial liability is measured on initial recognition minus the principal repayments, plus or minus the cumulative amortisation using the effective interest method of any difference between the initial amount and the maturity amount and, for financial assets, adjusted for any expected credit loss allowance.

The gross carrying amount of a financial asset is the amortised cost of a financial asset before adjusting for any expected credit loss allowance.

## Notes To The Financial Statements

### 2.4 Financial assets and liabilities (Policy applicable for financial instruments )- continued

#### 2.4.1 Initial recognition- continued

##### Effective interest method

The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial asset or financial liability to the gross carrying amount of a financial asset (i.e. its amortised cost before any impairment allowance) or to the amortised cost of a financial liability. The calculation does not consider expected credit losses and includes transaction costs, premiums or discounts and fees and points paid or received that are integral to the effective interest rate, such as origination fees.

For purchased or originated credit-impaired ('POCI') financial assets — assets that are credit-impaired at initial recognition — the Bank calculates the credit-adjusted effective interest rate, which is calculated based on the amortised cost of the financial asset instead of its gross carrying amount and incorporates the impact of expected credit losses in estimated future cash flows.

When the Bank revises the estimates of future cash flows, the carrying amount of the respective financial assets or financial liability is adjusted to reflect the new estimate discounted using the original effective interest rate. Any changes are recognised in profit or loss.

##### Interest income

Interest income and expenses are recognised in profit or loss using the effective interest method. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

When calculating the effective interest rate for financial instruments other than credit-impaired financial assets, the Group estimates future cash flows considering all contractual terms of the financial instrument, but not expected credit losses. For originated credit-impaired financial assets, a credit-adjusted effective interest rate is calculated using estimated future cash flows including expected credit losses.

The calculation of the effective interest rate includes transaction costs and fees and points paid or received that are an integral part of the effective interest rate. Transaction costs include incremental costs that are directly attributable to the acquisition or issue of a financial asset or financial liability.

#### a) Debt Instruments

The classification and subsequent measurement of debt instruments depend on the Group's business model for managing the financial assets and the contractual terms of the cash flows. Based on these factors, the Group classifies its debt instruments into one of the following measurement categories:

**Amortised Cost:** Financial assets that are held within a business model whose objective is collection of contractual cash flows and where such cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss due to impairment or upon derecognition of a debt investment that is subsequently measured at amortised cost is recognised in profit or loss. Interest income from these financial assets using the effective interest rate method is included in "Interest and similar income using the effective interest rate method".

**Fair value through other comprehensive income (FVOCI):** Financial assets that are held within a business model whose objective is achieved both by collection of contractual cash flows and by selling the assets, where those cash flows represent solely payments of principal and interest, and are not designated at fair value through profit or loss, are measured at fair value through other comprehensive income. Movements in the carrying amount are taken through OCI, except for recognition of impairment gains and losses, interest revenue and foreign exchange gains and losses on the instrument's amortised cost which are recognised in profit or loss.

When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in "Other operating income". Interest income from these financial assets using the effective interest rate method is included in "Interest and similar income using the effective interest rate method".

**Fair value through profit or loss (FVTPL):** Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss is recognised in profit or loss and presented in the profit or loss statement within "Net gains/(losses) from financial instruments classified as held for trading" in the period in which it arises. Interest income from these financial assets is included in "Other Interest and similar income".

## Notes To The Financial Statements

### 2.4.2 Financial Assets - Subsequent Measurement

#### **Business Model Assessment**

The Group makes an assessment of the objective of a business model in which an asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. In particular, whether management's strategy focuses on earning contractual interest revenue, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of the liabilities that are funding those assets or realising cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Group's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated - e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected.
- the frequency, volume and timing of sales in prior periods, the reasons for such sales and its expectations about future sales activity. However, information about sales activity is not considered in isolation, but as part of an overall assessment of how the Group's stated objective for managing financial assets is achieved and how cash flows are realized.

#### **Solely Payments of Principal and Interest (SPPI) Assessment**

Principal is defined as the fair value of the financial asset on initial recognition. Interest is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making the assessment, the Group considers:

- contingent events that would change the amount and timing of cash flows;
- leverage features;
- prepayment and extension terms;
- terms that limit the Group's claim to cash flows from specified assets (e.g. non-recourse asset arrangements); and
- features that modify consideration of the time value of money - e.g. periodical rate of interest

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payments of principal and interest.

#### **Reclassifications**

The Group reclassifies debt investments when and only when its business model for managing those assets changes.

#### **Modifications**

If the terms of a financial asset are modified, the Group evaluates whether the cash flows of the modified asset are substantially different. If the cash flows are substantially different, then the contractual rights to cash flows from the original financial asset are deemed to have expired. In this case, the original financial asset is derecognised and a new financial asset is recognised at fair value.

If the cash flows of the modified asset carried at amortised cost are not substantially different, then the modification does not result in derecognition of the financial asset. In this case, the Group recalculates the gross carrying amount of the financial asset and recognises the amount arising from adjusting the gross carrying amount as a modification gain or loss in profit or loss.

If such a modification is carried out because of financial difficulties of the borrower, then the gain or loss is presented together with impairment losses.

## Notes To The Financial Statements

### 2.4.2 Financial Assets - Subsequent Measurement- continued

#### b) Equity Instruments

The Group subsequently measures all Quoted and Unquoted equity investments at fair value through other comprehensive income. Where the Group has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments continue to be recognised in profit or loss as other income when the right to receive payments is established. These investments are held for strategic purposes rather than for trading purposes. See note 24.3

#### c) Derivative Financial Instruments

Derivatives are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at their fair value.

The Group uses widely recognised valuation models for determining the fair value of common and simple financial instruments, such as interest rate and currency swaps that use only observable market data and require little management judgement and estimation. Observable prices or model inputs are usually available in the market for listed debt and equity securities, exchange-traded derivatives and simple OTC derivatives such as interest rate swaps. Availability of observable market prices and model inputs reduces the need for management judgement and estimation and also reduces the uncertainty associated with determining fair values. Availability of observable markets prices and inputs varies depending on the products and markets and is prone to changes based on specific events and general conditions in the financial markets.

#### d) Non-derivative financial assets

The Group revised its internal treasury and risk management systems to support the transition to SOFR. During the course of this transition, the Group's IBOR Transition team established policies for amending the interbank offered rates on existing floating-rate loan portfolio indexed to IBORs. Loan products are amended in a uniform way, while syndicated products, are amended in bilateral negotiations with syndicated loan partners.

#### e) Non-derivative financial Liabilities

The Bank has floating-rate liabilities indexed to USD LIBOR. The IBOR Transition team and the treasury team discussed with the counterparties of our financial liabilities and amended the contractual terms in response to IBOR reform.

### 2.4.3 Impairment of Financial Assets

#### Overview of the ECL principles

The Group assesses on a forward looking basis the expected credit losses (ECL) associated with its loans and other debt financial assets not held at FVPL, together with loan commitments and financial guarantee contracts, in this section all referred to as 'financial instruments'. The impairment methodology applied depends on whether there has been a significant increase in credit risk since initial recognition.

The measurement of ECL reflects an unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes, time value of money and reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions. Equity instruments are not subject to impairment under IFRS 9.

The ECL allowance is based on the credit losses expected to arise over the life of the asset (the lifetime expected credit loss or LTECL), unless there has been no significant increase in credit risk since origination, in which case, the allowance is based on the 12 months' expected credit loss (12mECL). The 12 months ECL is the portion of LTECLs that represent the ECLs that result from default events on a financial instrument that are possible within the 12 months after the reporting date.

Both LTECLs and 12m ECLs are calculated on either an individual basis or a collective basis, depending on the nature of the underlying portfolio of financial instruments.

The Group has established a policy to perform an assessment, at the end of each reporting period, of whether a financial instrument's credit risk has increased significantly since initial recognition, by considering if it is 30 days past due. Based on the above process, it groups its loans into Stage 1, Stage 2 and Stage 3, as described below:

## Notes To The Financial Statements

### 2.4.3 Impairment of Financial Assets -continued

- Stage 1: When loans are first recognised, the Group recognises an allowance based on 12 months expected credit losses (12m ECLs). Stage 1 loans also include facilities where the credit risk has improved and the loan has been reclassified from Stage 2.
- Stage 2: When a loan has shown a significant increase in credit risk since origination, the Group records an allowance for the lifetime expected credit losses (LTECLs). Stage 2 loans also include facilities, where the credit risk has improved and the loan has been reclassified from Stage 3.
- Stage 3: These are loans considered as credit-impaired. The group records an allowance for the LTECLs.

POCI: Purchased or originated credit impaired (POCI) assets are financial assets that are credit impaired on initial recognition. POCI assets are recorded at fair value at original recognition and interest income is subsequently recognised based on a credit-adjusted EIR. ECLs are only recognised or released to the extent that there is a subsequent change in the expected credit losses

#### The calculation of ECLs

The Bank calculates ECLs based on a multiple scenario to measure the expected cash shortfalls, discounted at an approximation to the EIR. A cash shortfall is the difference between the cash flows that are due to an entity in accordance with the contract and the cash flows that the entity expects to receive.

The mechanics of the ECL calculations are outlined below and the key elements are, as follows:

**PD:** The Probability of Default is an estimate of the likelihood of default over a given time horizon. A default may only happen at a certain time over the assessed period, if the facility has not been previously derecognised and is still in the portfolio. The concept of PDs is further explained in Note 3.2.4.

**EAD:** The Exposure at Default is an estimate of the exposure at a future default date, taking into account expected changes in the exposure after the reporting date, including repayments of principal and interest, whether scheduled by contract or otherwise, expected drawdowns on committed facilities, and accrued interest from missed payments. The EAD is further explained in Note 3.2.4 (c).

**LGD:** The Loss Given Default is an estimate of the loss arising in the case where a default occurs at a given time. It is based on the difference between the contractual cash flows due and those that the lender would expect to receive, including from the realisation of any collateral. It is usually expressed as a percentage of the EAD. The LGD is further explained in Note 3.2.4 (c).

When estimating the ECLs, the Group considers multiple scenario to measure the expected cash shortfalls, discounted at an approximation to the EIR. When relevant, the assessment also incorporates how defaulted loans are expected to be recovered, including the probability that the loans will cure and the value of collateral or the amount that might be received for selling the asset.

The maximum period for which the credit losses are determined is the contractual life of a financial instrument unless the Group has the legal right to call it earlier, with the exception of revolving facilities which could extend beyond the contractual life.

Provisions for ECLs for undrawn loan commitments are assessed as set out in Note 2.20. The calculation of ECLs (including the ECLs related to the undrawn element) for revolving facilities is explained in Note 3.2.4 (c).

The mechanics of the ECL method are summarised below:

## Notes To The Financial Statements

### 2.4.3 Impairment of Financial Assets -continued

#### Stage 1

- The 12m ECL is calculated as the portion of LTECLs that represent the ECLs that result from default events on a financial instrument that are possible within the 12 months after the reporting date. The Group calculates the 12mECL allowance based on the expectation of a default occurring in the 12 months following the reporting date.
- These expected 12-month default probabilities are applied to a forecast EAD and multiplied by the expected LGD and discounted by an approximation to the original EIR.

#### Stage 2

- When a financial instrument has shown a significant increase in credit risk since origination, the Group records an allowance for the LTECLs. The mechanics are similar to those explained above but PDs and LGDs are estimated over the lifetime of the instrument. The expected cash shortfalls are discounted by an approximation to the original EIR.

#### Stage 3

- For financial instruments considered credit-impaired (as defined in Note 3), the Group recognises the lifetime expected credit losses for these loans. The method is similar to that for Stage 2 assets, with the PD set at 100%.

#### POCI

- POCI assets are financial assets that are credit impaired on initial recognition. The Group only recognises the cumulative changes in lifetime ECLs since initial recognition, discounted by the credit-adjusted EIR.

#### Loan Commitments and Letters of Credit

- When estimating LTECLs for undrawn loan commitments, the Group estimates the expected portion of the loan commitment that will be drawn down over its expected life. The ECL is then based on the present value of the expected shortfalls in cash flows if the loan is drawn down. The expected cash shortfalls are discounted at an approximation to the expected EIR on the loan.

- For revolving facilities that include both a loan and an undrawn commitment, ECLs are calculated and presented together with the loan. For loan commitments and letters of credit, the ECL is recognised within Provisions.

#### Financial Guarantee Contracts

- The Group's liability under each guarantee is measured at the higher of the amount initially recognised less cumulative amortisation recognised in the profit or loss, and the ECL provision. For this purpose, the Group estimates ECLs based on the present value of the expected payments to reimburse the holder for a credit loss that it incurs. The shortfalls are discounted by the risk-adjusted interest rate relevant to the exposure. The ECLs related to financial guarantee contracts are recognised within Provisions.

#### Bank Overdraft and Other Revolving Facilities

The Group's product offering includes a variety of corporate and retail overdraft and credit cards facilities, in which the Group has the right to cancel and/or reduce the facilities with one day's notice. The Bank does not limit its exposure to credit losses to the contractual notice period, but, instead calculates ECL over a period that reflects the Group's expectations of the customer behaviour, its likelihood of default and the Group's future risk mitigation procedures, which could include reducing or cancelling the facilities.

#### Restructured Financial Assets

If the terms of a financial asset are renegotiated or modified or an existing financial asset is replaced with a new one due to financial difficulties of the borrower, then an assessment is made of whether the financial asset should be derecognised and ECL is measured as follows:

- if the expected restructuring will not result in derecognition of the existing asset, then the expected cash flows arising from the modified financial asset are included in calculating cash shortfalls from the existing asset.
- if the expected restructuring will result in derecognition of the existing asset, then the expected fair value of the new asset is treated as the final cash flow from the existing financial asset at the time of its derecognition. This amount is included in calculating the cash shortfalls from the existing financial asset that are discounted from the expected date of derecognition to the reporting date using the original effective interest rate of the existing financial asset.



## Notes To The Financial Statements

### 2.4.3 Impairment of Financial Assets -continued

#### Credit-Impaired Financial Assets

At each reporting date, the Group assesses whether financial assets carried at amortised cost and debt instruments carried at FVOCI are credit-impaired. Financial assets are credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following:

- there is significant financial difficulty of a customer/issuer/obligor (potential bad debt indicator);
- there is a breach of contract, such as a default or delinquency in interest or principal payments;
- the Group, for economic or legal reasons relating to the borrower's financial difficulty, granting to the borrower a concession that the Group would not otherwise consider.
- it becomes probable that a counterparty/borrower may enter bankruptcy or other financial reorganisation;
- there is the disappearance of an active market for a financial asset because of financial difficulties; or
- observable data indicates that there is a measurable decrease in the estimated future cash flows from a group of financial assets.
- the financial asset is 90 days past due

A loan that has been renegotiated due to a deterioration in the borrower's financial condition is usually considered to be credit-impaired unless there is evidence that the risk of not receiving contractual cash flows has reduced significantly and there are no other indicators of impairment. In addition, a loan that is overdue for 90 days or more is considered impaired.

#### Collateral Valuation

To mitigate its credit risks on financial assets, the Group seeks to use collateral, where possible. The collateral comes in various forms, such as cash, securities, letters of credit/guarantees, real estate, receivables, inventories, other non-financial assets and credit enhancements such as netting agreements. The Group's accounting policy for collateral assigned to it through its lending arrangements under IFRS 9 is the same as it was under IAS 39. Collateral, unless repossessed, is not recorded on the Group's statement of financial position. However, the fair value of collateral affects the calculation of ECLs. It is generally assessed, at a minimum, at inception and re-assessed on a quarterly basis. However, some collateral, for example, cash or securities relating to margining requirements, is valued daily. Details of the impact of the Group's various credit enhancements are disclosed in Note 3.

To the extent possible, the Bank uses active market data for valuing financial assets held as collateral. Other financial assets which do not have readily determinable market values are valued using models. Non-financial collateral, such as real estate, is valued based on data provided by third parties such as mortgage brokers, or based on housing price indices.

#### Collateral Repossessed

The Group's accounting policy under IFRS 9 remains the same as it was under IAS 39. The Group's policy is to determine whether a repossessed asset can be best used for its internal operations or should be sold. Assets determined to be useful for the internal operations are transferred to their relevant asset category at the lower of their repossessed value or the carrying value of the original secured asset. Assets for which selling is determined to be a better option are transferred to assets held for sale at their fair value (if financial assets) and fair value less cost to sell for non-financial assets at the repossession date in, line with the Group's policy.

In its normal course of business, the Group does not physically repossess properties or other assets in its retail portfolio, but engages external agents to recover funds, generally at auction, to settle outstanding debt. Any surplus funds are returned to the customers/obligors. As a result of this practice, the residential properties under legal repossession processes are not recorded on the statement of financial position.

### 2.4.4 Presentation of Allowance for ECL

Loan allowances for ECL are presented in the statement of financial position as follows:

- Financial assets measured at amortised cost: as a deduction from the gross carrying amount of the assets;
- Loan commitments and financial guarantee contracts: the loss allowance is recognised as a provision;
- Where a financial instrument includes both a drawn and an undrawn component, and the Group cannot identify the ECL on the loan commitment component separately from those on the drawn component: the Group presents a combined loss allowance for both components. The combined amount is presented as a deduction from the gross carrying amount of the drawn component. Any excess of the loss allowance over the gross amount of the drawn component is presented as a provision; and
- Debt instruments measured at FVOCI: no loss allowance is recognised in the statement of financial position because the carrying amount of these assets is their fair value. However, the loss allowance is disclosed and is recognised in the fair value reserve.

#### Write-Off

The Group writes off financial assets, in whole or part, when it has exhausted all practical recovery efforts and has concluded there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include ceasing enforcement activity and where the Group's recovery method is foreclosing on collateral and the value of the collateral is such that there is no reasonable expectation of recovering in full.

The Group may write-off financial assets that are still subject to enforcement activity.

## Notes To The Financial Statements

### 2.4.4 Presentation of Allowance for ECL - Continued

#### **Initial and Subsequent Measurement**

Financial liabilities are initially measured at their fair value, except in the case of financial liabilities recorded at FVPL, transaction costs are added to, or subtracted from, this amount. Financial liabilities, other than loan commitments and financial guarantees, are measured at amortised cost or at FVPL when they are held for trading and derivative instruments or the fair value designation is applied.

After initial measurement, debt issued and other borrowed funds are subsequently measured at amortised cost. Amortised cost is calculated by taking into account any discount or premium on issue funds, and costs that are an integral part of the EIR. The Group classifies financial liabilities as held for trading when they have been purchased or issued primarily for short-term profit making through trading activities or form part of a portfolio of financial instruments that are managed together, for which there is evidence of a recent pattern of short-term profit taking. Held-for-trading liabilities are recorded and measured in the statement of financial position at fair value.

In both the current and prior period, all financial liabilities are classified and subsequently measured at amortised cost.

#### **Derecognition**

Financial liabilities are derecognised when they are extinguished (i.e. when the obligation specified in the contract is discharged, cancelled or expires).

The exchange between the Group and its original lenders of debt instruments with substantially different terms, as well as substantial modifications of the terms of existing financial liabilities, is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The terms are substantially different if the discounted present value of the cash flows under the new terms, including any fees paid net of any fees received and discounted using the original effective interest rate, is at least 10% different from the discounted present value of the remaining cash flows of the original financial liability. In addition, other qualitative factors, such as the currency that the instrument is denominated in, changes in the type of interest rate, new conversion features attached to the instrument and change in covenants are also taken into consideration.

If an exchange of debt instruments or modification of terms is accounted for as an extinguishment, any costs or fees incurred are recognised as part of the gain or loss on the extinguishment. If the exchange or modification is not accounted for as an extinguishment, any costs or fees incurred adjust the carrying amount of the liability and are amortised over the remaining term of the modified liability.

#### **Financial Guarantee Contracts and Loan Commitments**

Financial guarantee contracts are contracts that require the Group to make specified payments to reimburse the holder for a loss that it incurs because a specified debtor fails to make payment when it is due in accordance with the terms of the debt instrument. Such financial guarantees are given to banks, financial institutions and others on behalf of customers to secure loans, overdrafts and other banking facilities. Loan commitments are firm commitments to provide credit under pre-specified terms and conditions.

Financial guarantees issued or commitments to provide a loan at below-market interest rate are initially measured at fair value and the initial fair value is amortised over the life of the guarantee or the commitment. Subsequently, they are measured at the higher of the amount of loss allowance and the premium received on initial recognition less income recognised in accordance with the principles of IFRS 15.

For loan commitments and financial guarantee contracts, the loss allowance is recognised as a provision. However, for contracts that include both a loan and an undrawn commitment and the Group cannot separately identify the expected credit losses on the undrawn commitment component from those on the loan component, the expected credit losses on the undrawn commitment are recognised together with the loss allowance for the loan. To the extent that the combined expected credit losses exceed the gross carrying amount of the loan, the expected credit losses are recognised as a provision.

## Notes To The Financial Statements

### 2.5 Revenue Recognition

#### **Interest income and expense**

Interest income and expense for all interest-bearing financial instruments are recognised within 'Interest income' and 'Interest expense' in the Statement of profit or loss and Other comprehensive income using the effective interest method.

#### **Fees and Commission Income**

Fees and commissions are generally recognised on an accrual basis when the service has been provided in line with the requirement of IFRS 15 - Revenue from Contracts with Customers. Loan commitment fees for loans that are likely to be drawn down are deferred (together with related direct costs) and recognised as an adjustment to the effective interest rate on the loan. Loan syndication fees are recognised as revenue when the syndication has been completed and the Group has retained no part of the loan package for itself or has retained a part at the same effective interest rate as the other participants. Commission and fees arising from negotiating, or participating in the negotiation of, a transaction for a third party, are recognised on completion of the underlying transaction.

#### **Income From Bonds or Guarantees and Letters of Credit**

Income from bonds or guarantees and letters of credit are recognised on a straight line basis over the life of the bond or guarantee in accordance with the requirement of IFRS 15.

#### **Dividend Income**

Dividends are recognised in profit or loss when the entity's right to receive payment is established.

### 2.6 Impairment of Non-Financial Assets

Assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. Additionally, intangible assets that have an indefinite useful life and are not subject to amortisation are tested annually for impairment. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows (cash-generating units). The impairment test may also be performed on a single asset when the fair value less cost to sell or the value in use can be determined reliably. Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

Impairment losses recognised in prior periods are assessed at each reporting date for any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised. An impairment loss in respect of goodwill is not reversed.

### 2.7 Statement of Cash Flows

The Statement of cash flows shows the changes in cash and cash equivalents arising during the period from operating activities, investing activities and financing activities. Cash and cash equivalents include highly liquid investments.

The cash flows from operating activities are determined by using the indirect method. Net income is therefore adjusted by non-cash items, such as measurement gains or losses, changes in provisions, as well as changes from receivables and liabilities. In addition, all income and expenses from cash transactions that are attributable to investing or financing activities are eliminated.

The Group's assignment of the cash flows to operating, investing and financing category depends on the Group's business model (management approach). Interest received and interest paid are classified as operating cash flows, while dividends received and dividends paid are included in investing and financing activities respectively.

## Notes To The Financial Statements

### 2.8 Cash and Cash Equivalents

Cash and cash equivalents comprise balances with less than three months' maturity from the date of acquisition, including cash in hand, deposits held at call with banks and other short-term highly liquid investments with original maturities of three months or less.

For the purposes of the statement of cash flows, cash and cash equivalents include cash, due from banks and non-restricted balances with central bank.

### 2.9 Leases

#### a The Bank is the lessee

##### i Right-of-use assets

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities (if any). The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentive received. Unless the Group is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognised right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term. Right-of-use assets are subject to impairment.

##### ii Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its **short-term leases** (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of **low-value assets recognition exemption to leases** (i.e., below N1,532,500). Lease payments on short term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

#### B The Bank is the lessor

##### i Operating Lease

When assets are subject to an operating lease, the assets continue to be recognised as property and equipment based on the nature of the asset. Lease income is recognised on a straight line basis over the lease term. Lease incentives are recognised as a reduction of rental income on a straight-line basis over the lease term.

##### ii Finance Lease

When assets are held subject to a finance lease, the related asset is derecognised and the present value of the lease payments (discounted at the interest rate implicit in the lease) is recognised as a receivable. The difference between the gross receivable and the present value of the receivable is recognised as unearned finance income. Lease income is recognised over the term of the lease using the net investment method (before tax), which reflects a constant periodic rate of return.

### 2.10 Property, Plant and Equipment

Land and buildings comprise mainly branches and offices. All property and equipment used by the Group is stated at historical cost less accumulated depreciation and accumulated impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent expenditures are included in the asset's carrying amount or are recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repair and maintenance costs are charged to 'Other operating expenses' during the financial period in which they are incurred.

Land included in leasehold land and buildings is not depreciated. Depreciation of other assets is calculated using the straight-line method to allocate their cost to their residual values over their estimated useful lives, as follows:

- Building: 50 years
- Leasehold Improvements: the lower of useful life and lease period.
- Motor vehicles: 4 years
- Furniture and fittings: 5 years
- Computer equipment: 5 years
- Office equipment: 5 years

## Notes To The Financial Statements

### 2.10 Property, Plant and Equipment- continued

The assets' residual values, depreciation method and useful lives are reviewed annually, and adjusted if appropriate. Gains and losses on disposals are determined by comparing the proceeds with the carrying amount. These are included in 'Other operating expenses' in profit or loss.

Construction cost and improvements in respect of offices is carried at cost as capital work in progress. On completion of construction or improvements, the related amounts are transferred to the appropriate category of property and equipment. Payments in advance for items of property and equipment are included as Prepayments in "Other Assets" and upon delivery are reclassified as additions in the appropriate category of property, plant and equipment.

#### **Derecognition**

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. The gain or loss arising on the disposal or retirement of an asset is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

### 2.11 Intangible Assets

Costs associated with maintaining computer software programmes are recognised as an expense as incurred. Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the Group, are recognised as intangible assets when the following criteria are met:

- it is technically feasible to complete the software product so that it will be available for use;
- management intends to complete the software product and use or sell it;
- there is an ability to use or sell the software product;
- it can be demonstrated how the software product will generate probable future economic benefits;
- adequate technical, financial and other resources to complete the development and to use or sell the software product are available;
- and
- the expenditure attributable to the software product during its development can be reliably measured.

Subsequent expenditure on computer software is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates.

Direct computer software costs recognised as intangible assets are amortised on the straight-line basis over the life of the intangible asset and are carried at cost less any accumulated amortisation and any accumulated impairment losses.

Direct computer software costs recognised as intangible assets are amortised on the straight-line basis over the life of the intangible asset and are carried at cost less any accumulated amortisation and any accumulated impairment losses.

#### **Derecognition**

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

### 2.12 Provisions

Provisions for restructuring costs and legal claims are recognised when: the Group has a present legal or constructive obligation as a result of past events; it is more likely than not that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated. The Group recognises no provisions for future operating losses.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

## Notes To The Financial Statements

### 2.13 Retirement Obligations and Employee Benefits

The Group operates the following contribution and benefit schemes for its employees:

#### 2.13.1 Defined Contribution Pension Scheme

The Group operates a defined contributory pension scheme for eligible employees. Bank contributes 10% of the employees' Basic, Housing and Transport allowances in line with the provisions of the Pension Reform Act 2014 while employee contributes 8% summing to 18% annual contribution. The Group pays the contributions to a pension fund administrator. The Group has no further payment obligations once the contributions have been paid. The contributions are recognised as employee benefits expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available. The Group has no further obligation beyond the its 10% contribution at the terminal date or disengagement.

#### 2.13.2 Short-Term Benefits

Wages, salaries, annual leave, bonuses and non-monetary benefits are recognised as employee benefit expenses in the statement of profit or loss and paid in arrears when the associated services are rendered by the employees of the Group.

#### 2.14 Termination Benefits

Termination benefits are recognized as an expense when the Company is demonstrably committed, without realistic possibility of withdrawal, to a formal detailed plan to either terminate employment before the normal retirement date, or to provide termination benefits as a result of an offer made to encourage voluntary redundancy. Termination benefits for voluntary redundancies are recognized in the statement of other comprehensive income if the company has made an offer for voluntary redundancy, it is probable that the offer will be accepted, and the number of acceptances can be estimated reliably.

### 2.15 Share Capital

#### (a) Share Issue Costs

Incremental costs directly attributable to the issue of new shares or options or to the acquisition of a business are shown in equity as a deduction, net of tax, from the proceeds.

#### (b) Dividends on Ordinary Shares

Dividends on ordinary shares are recognised in equity in the period in which they are approved by the Group's shareholders.

Dividends for the period that are declared after the reporting date are dealt with in the subsequent events note.

Dividends proposed by the Directors but not yet approved by members are disclosed in the financial statements in accordance with the requirements of the Company and Allied Matters Act.

### 2.16 Fair Value Measurement

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

\* In the principal market for the asset or liability

\* In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

## **Notes To The Financial Statements**

### **2.16 Fair Value Measurement- continued**

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable. Unobservable inputs are those not readily available in an active market due to market illiquidity or complexity of the product. These inputs are generally determined based on inputs of a similar nature, historic observations on the level of the input or analytical techniques.

For assets and liabilities that are recognised in the financial statements at fair value on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

### **2.17 Comparatives**

Except when a standard or an interpretation permits or requires otherwise, all amounts are reported or disclosed with comparative information.

### **2.18 Segment Reporting**

IFRS 8 requires an entity to report financial and descriptive information about its reportable segments, which are operating segments or aggregations of operating segments that meet specified criteria. Operating segments are components of an entity about which separate financial information is available that is evaluated regularly by the chief operating decision-maker in deciding how to allocate resources and in assessing performance. The Group has determined the (Executive Committee) as its chief operating decision maker.

An entity shall disclose information to enable users of its financial statements to evaluate the nature and financial effects of the types of business activities in which it engages and the economic environments in which it operates. Following the management approach, operating segments are reported in accordance with the internal reports provided to the Group's Managing Director (the chief operating decision maker). The following summary describes each of the Group's reportable segments.

#### **Retail Banking**

The retail banking segment offers a comprehensive range of retail, personal and commercial services to individuals, small and medium business customers including a variety of E-Business products to serve the retail banking segment.

#### **Corporate Banking**

The corporate banking segment offers a comprehensive range of commercial and corporate banking services to the corporate business customers including other medium and large business customers. The segment covers Power and infrastructure, Oil and Gas Upstream and Downstream, Real Estate, Agro-Allied and other industries.

#### **Investment Banking**

The Group's investment banking segment is involved in the funding and management of the Group's securities, trading and investment decisions on asset management with a view of maximising the Group's shareholders returns.

## Notes To The Financial Statements

### 3. Financial risk management and fair value measurement and disclosure

#### 3.1 Introduction and overview

IFRS 7 : An entity shall disclose information that enables users of its financial statements to evaluate the nature and extent of risks arising from financial instruments to which the entity is exposed at the end of the reporting period. Set out below is the information about the nature and extent of risks arising from the financial instruments to which the group is exposed at the end of the reporting period.

#### **Enterprise Risk Management**

The Group runs an Enterprise-wide Risk Management system which is governed by the following key principles:

- i) Comprehensive and well defined policies and procedures designed to identify, assess, measure, monitor and report significant risk exposures of the entity. These policies are clearly communicated throughout the Group and are reviewed annually.
- ii) Clearly defined governance structure.
- iii) Clear segregation of duties within the Risk Management Division and also between them and the business groups.
- iv) Management of all classes of banking risk broadly categorized into credit, market, liquidity, operational risk independently but in a co-ordinated manner at all relevant levels within the system.
- v) Incorporate the volatility in macro economic variables caused by Covid-19 in the inputs and assumptions used for the determination of expected credit losses ("ECLs")

#### **Risk Management Governance Structure**

Enterprise-wide risk management roles and responsibilities are assigned to stakeholders in the Group at three levels as follows:

**Level 1** - Board/Executive Management oversight is performed by the Board of Directors, Board Audit Committee, Board Risk Management Committee, Board Credit Committee (BCC), Board Finance & General Purpose Committee, Board Information Technology Committee and Executive Management Committee (EXCO).

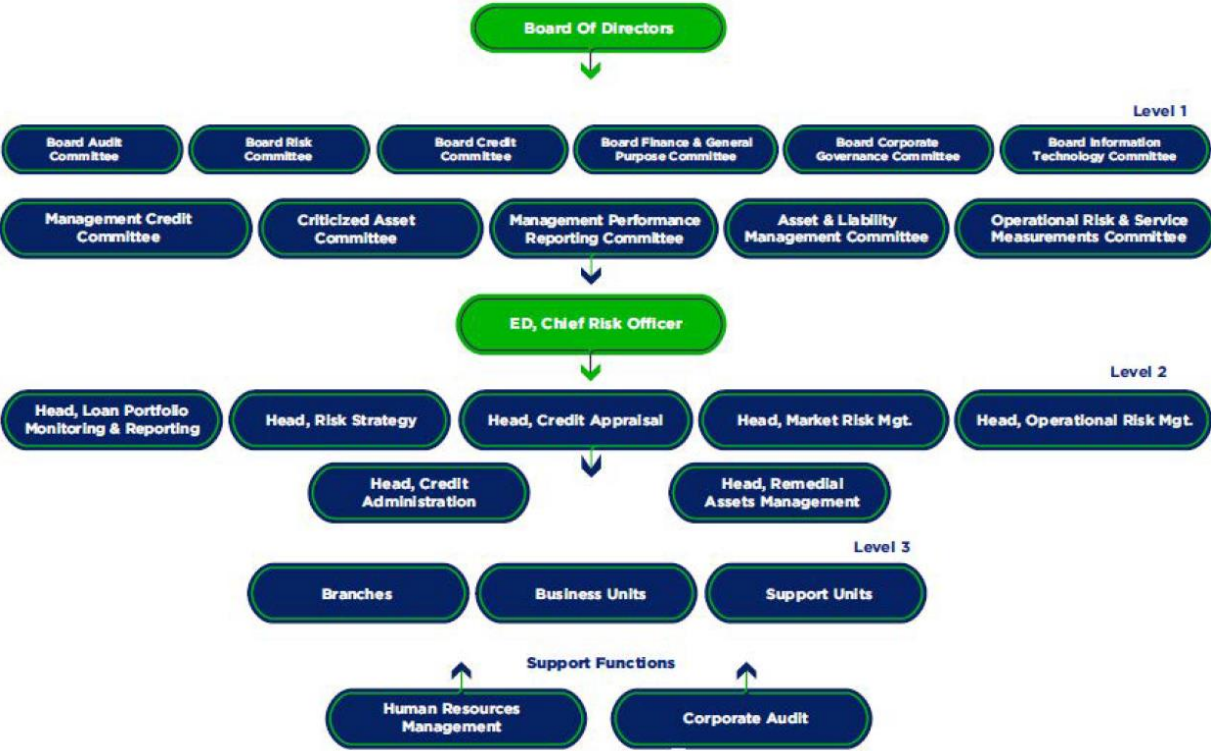
**Level 2** - Senior Management function is performed by the Management Credit Committee (MCC), Criticised Assets Committee (CAC), Asset and Liability Management Committee (ALCO), Operational Risk & Service Measurements Committee (ORSMC), Management Performance Reporting Committee (MPR), The Chief Risk Officer (CRO) and Heads of Enterprise Risk Management, Loan Monitoring and Portfolio Reporting, Credit Appraisal, Credit Administration and Sustainable Banking, Remedial Assets Management, Market Risk Management and Information Technology and Operational Risk Management.

**Level 3** - This is performed by all enterprise-wide Business and Support Units. Business and Support Units are required to comply with all risk policies and procedures and to manage risk exposures that arise from daily operations.

The Group's Corporate Audit Division assists the Board Risk Committee by providing independent appraisal of the Group's risk framework for internal risk assurance. The Division assesses compliance with established controls and enterprise-wide risk management methodologies. Significant risk related infractions and recommendations for improvement in processes are escalated to relevant Management and Board committees.



Notes To The Financial Statements



**Enterprise Risk Management- continued**

**Enterprise Risk Philosophy**

**Fidelity Enterprise Risk Mission**

**Risk Culture**

The Group's risk culture proactively anticipates and curtails losses that may arise from its banking risk underwriting. This culture evolved out of the understanding that the Group is in a growth phase which requires strong risk management. By design therefore, the Group operates a managed risk culture, which places emphasis on a mixture of growth and risk control to achieve corporate goals without compromising asset or service quality.

**Risk Appetite**

The risk appetite describes the quantum of risk that we would assume in pursuit of the Group's business objectives at any point in time. For the Group, it is the core instrument used in aligning the Group's overall corporate strategy, the Group's capital allocation and risks.

The Group defines the Group's Risk Appetite quantitatively at two levels: Enterprise level and Business/Support Unit level.

To give effect to the above, the Board of Directors of the Group sets target Key Performance Indicators (KPIs) at both enterprise and business/support unit levels based on recommendations from the Executive Management Committee (EXCO).

At the Business and Support unit level, the enterprise KPIs are cascaded to the extent that the contribution of each Business/Support Unit to risk losses serves as input for assessing the performance of the Business/Support Unit.

**3.2 Credit Risk**

**3.2.1 Management of credit risk**

Credit risk is the risk that the Group will incur a loss because its customers or counterparties fail to discharge their contractual obligations. The Group manages and controls credit risk by setting limits on the amount of risk it is willing to accept for individual counterparties and for geographical and industry concentrations, and by monitoring exposures in relation to such limits.

Credit risk is the single largest risk for the Group's business; management therefore carefully manages its exposure to credit risk. The credit risk management and control are centralised in a credit risk management team which reports regularly to the Board of Directors and head of each business unit.

The Group measures and manage credit risk following the principles below:

- Consistent standards as documented in the Group's credit policies and procedures manual are applied to all credit applications and credit approval decisions.
- Credit facilities are approved for counter-parties only if underlying requests meet the Group's standard risk acceptance criteria.
- Every extension of credit or material change to a credit facility (such as its tenor, collateral structure or major covenants) to any counter-party requires approval at the appropriate authority level. The approval limits are as follows:

Individual Approval Limit		
Approving Authority	Tenor	Limit
Business-Facing Executive Director	All tenors	N100m
Managing Director/Chief Executive	All tenors	N200m

Committee Approval Limit					
	MCC			BCC	Board
Obligor Risk Rating	Up to 2yrs	3 – 5yrs	>5yrs	All Tenors	All Tenors
AAA - A	N3bn	N2bn	N1bn	N7.5bn	Above BCC limit up to Single Obligor Limit (SOL)
BBB – B	N2bn	N1.50bn	N1.0bn	N5bn	
CCC	N0.5bn	N0.3bn	Nil	N2bn	

**Enterprise Risk Management- continued**

- The Group assigns credit approval authorities to individuals according to their qualifications, experience, training and quality of previous credit decisions. These are also reviewed by the Group periodically.
- The Group measures and consolidates all the Group's credit exposures to each obligor on a global basis. The Group's definition of an "obligor" include a group of individual borrowers that are linked to one another by any of a number of criteria the Group have established, including capital ownership, voting rights, demonstrable control, other indication of group affiliation; or are jointly and severally liable for all or significant portions of the credit the Group have extended.
- The Group's respective business units are required to implement credit policies and procedures while processing credit approvals including those granted by Management and Board Committees.
- Each business unit is responsible for the quality, performance and collection of its credit portfolio including those approved by the Management and Board Committees.

**3.2.2 Credit Risk Ratings**

A primary element of the Group's credit approval process is a detailed risk assessment of every credit associated with a counter-party. The Group's risk assessment procedures consider both the credit worthiness of the counter-party and the risks related to the specific type of credit facility or exposure. This risk assessment not only affects the structuring of the transaction and the outcome of the credit decision, but also influences the level of decision-making authority required to extend or materially change the credit and the monitoring procedures we apply to the on-going exposure.

The Group has its own in-house assessment methodologies and rating scale for evaluating the creditworthiness of it's counter-parties. The Group's programmed 9-grade rating model was developed in collaboration with Agosto & Company, a foremost rating agency in Nigeria, to enable comparison between the Group's internal ratings and the common market practice, which ensures comparability between different portfolios of the Group.

Group rating	Applicable score band	Agusto & Co. Limited	Description of the grade
			<b>Investment grade</b>
AAA	90% - 100%	AAA	Exceptionally strong business fundamentals and overwhelming capacity to meet obligations in a timely manner.
			<b>Standard Monitoring</b>
AA	80% - 89%	AA	Very good business fundamentals and very strong capacity to meet obligations
A	70% - 79%	A	Good business fundamentals and strong capacity to meet obligations
BBB	60%- 69%	BBB	Satisfactory business fundamentals and adequate capacity to meet obligations
BB	50% - 59%	BB	Satisfactory business fundamentals but ability to repay may be contingent upon refinancing.
B	40% - 49%	B	Weak business fundamentals and capacity to repay is contingent upon refinancing.
CCC	30% - 39%	CCC	Very weak business fundamentals and capacity to repay is contingent upon refinancing.
CC	20% - 29%	CC	Very weak business fundamentals and capacity to repay in a timely manner may be in doubt.
			<b>Default</b>
C	0% - 19%	C	Imminent Insolvency

**Enterprise Risk Management- continued**

**3.2.2 Credit Risk Ratings- continued**

We generally rate all the Group's credit exposures individually. The rating scale and its mapping to the Standard and Poors agency rating scale is as follows:

Internal Rating Categories	Interpretation	Mapping to External Rating (S&P)
AAA	Impeccable financial condition and overwhelming capacity to meet obligations in a timely manner	AAA
AA	Very good financial condition and very low likelihood of default	AA
A	Good financial condition and low likelihood of default	A
BBB to BB	Satisfactory financial condition and adequate capacity to meet obligations	BBB to BB
B to D	Weak financial condition and capacity to repay is in doubt and may be contingent upon refinancing	B to D

**3.2.3 Credit Limits**

Portfolio concentration limits are set by the Group to specify maximum credit exposures we are willing to assume over given periods. The limits reflect the Group's credit risk appetite. The parameters on which portfolio limits are based include limits per obligor, products, sector, industry, rating grade, geographical location, type of collateral, facility structure and conditions of the exposure.

**Monitoring Default Risk**

The Group's credit exposures are monitored on a continuing basis using the risk management tools described above. The Group has also put procedures in place to identify at an early stage credit exposures for which there may be an increased risk of loss. Counter-parties that on the basis of the application of the Group's risk management tools, demonstrate the likelihood of problems, are identified well in advance so that the Group can effectively manage the credit exposure and maximize the recovery. The objective of this early warning system is to address potential problems while adequate alternatives for action are still available. This early risk detection is a tenet of the Group's credit culture and is intended to ensure that greater attention is paid to such exposures. In instances where the Group has identified counter-parties where problems might arise, the respective exposure is placed on a watch-list.

**3.2.4 Expected Credit Loss Measurement**

**Change in credit quality since initial recognition**

Stage 1	Stage 2	Stage 3
Initial recognition	Significant increase in credit risk since initial recognition	Credit-impaired assets
12 month expected credit losses	Lifetime expected credit losses	Lifetime expected credit losses

**(a) Significant Increase In Credit Risk**

At initial recognition, the Group allocates each exposure to a credit risk grade based on available information about the borrower that is determined to be predictive of the risk of default and applying experienced credit judgement. Credit risk grades are defined and calibrated such that the risk of default occurring increases as the credit risk deteriorates.

The Group monitors its loans and debt portfolios to determine when there is a significant increase in credit risk in order to transition from stage 1 to stage 2. In assessing significant increase in credit risk, management considers credit rating, prudential classification and backstop (30 days past due presumption) indicators. Financial assets that have been granted forbearance could be considered to have significantly increased in credit risk.

**Enterprise Risk Management- continued**

**Backstop Indicators**

A backstop is applied and the financial instrument considered to have experienced a significant increase in credit risk if the borrower is more than 30 days past due on its contractual payments.

For assessing increase in credit risk, the Group sets the origination date of revolving and non-revolving facilities as the last re-price date i.e. the last time the lending was re-priced at a market rate.

**(b) Definition of Default**

The Group considers a financial asset to be in default, which is fully aligned with the credit-impaired, when it meet the following criteria:

**Quantitative criteria**

- Internal credit rating - Downgrade from Performing to Non-performing (rating grids C and below)
- Days past due (Dpd) observation – DPDs of 90 days and above
- Prudential classification of sub-standard, doubtful or lost

**(c) Measuring ECL – Explanation of inputs, assumptions and estimation techniques**

The Expected Credit Loss (ECL) is measured on either a 12-month (12M) or lifetime basis depending on whether a significant increase in credit risk has occurred since initial recognition or whether an asset is considered to be credit-impaired. Expected credit losses are the discounted product of the Probability of Default (PD), Exposure at Default (EAD), and Loss Given Default (LGD), defined as follows:

- The PD represents the likelihood of a borrower defaulting on its financial obligation (as per “Definition of default and credit-impaired” above), either over the next 12 months (12M PD), or over the remaining lifetime (Lifetime PD) of the obligation.
- EAD is based on the amounts the Group expects to be owed at the time of default, over the next 12 months (12M EAD) or over the remaining lifetime (Lifetime EAD). For a revolving commitment, the Group includes the current drawn balance plus any further amount that is expected to be drawn up to the current contractual limit by the time of default, should it occur.
- Loss Given Default (LGD) represents the Group’s expectation of the extent of loss on a defaulted exposure. LGD varies by type of counterparty, type and seniority of claim and availability of collateral or other credit support. LGD is expressed as a percentage loss per unit of exposure at the time of default (EAD). LGD is calculated on a 12-month or lifetime basis, where 12-month LGD is the percentage of loss expected to be made if the default occurs in the next 12 months and Lifetime LGD is the percentage of loss expected to be made if the default occurs over the remaining expected lifetime of the loan.

The ECL is determined by projecting the PD, LGD and EAD for each future month and for each individual exposure or collective segment. These three components are multiplied together and adjusted for the likelihood of survival (i.e. the exposure has not prepaid or defaulted in an earlier month). This effectively calculates an ECL for each future month, which is then discounted back to the reporting date and summed. The discount rate used in the ECL calculation is the original effective interest rate or an approximation thereof.

The Lifetime PD is derived by using historical data to develop specific lifetime PD models for all asset classes. The long term span of historical data is then used to directly model the PD across the life of a exposure. For debt instruments that are not internally rated, the Group obtains the issuer ratings of such instruments and matches them to its internal rating framework to determine the equivalent rating. The lifetime PD curves developed for that rating band will then be used.

The 12-month and lifetime EADs are determined based on the expected payment profile, which varies by product type.

The assumptions underlying the ECL calculation – such as how the maturity profile of the PDs and how collateral values change etc. – are monitored and reviewed on a regular basis.

There have been no significant changes in estimation techniques or significant assumptions made during the reporting period.

**(d) Forward-Looking information incorporated in the ECL models**

The assessment of SICR and the calculation of ECL both incorporate forward-looking information. The Group has performed historical analysis and identified the key economic variables impacting credit risk and expected credit losses for each portfolio.

These economic variables and their associated impact on the PD, EAD and LGD vary by financial instrument. Expert judgment has also been applied in this process. Forecasts of these economic variables (the “base economic scenario”) are provided by the Group’s strategy team on a quarterly basis. The specific macro-economic model applied is a Markov multi-state model of transitions in continuous time with macroeconomic co-variates. The impact of these economic variables on the PD, EAD and LGD has been determined by performing statistical regression analysis. This helps to understand the impact these variables have had historically on default rates and on the components of LGD and EAD.

In addition to the base economic scenario, the Group’s strategy team also provides other possible scenarios along with scenario weightings. The number of other scenarios used is based on the analysis of each major product type to ensure non-linearities are captured. The number of scenarios and their attributes are re-assessed at each reporting date. At 1 January 2024 and 31 December 2024, the Group concluded that the scenarios appropriately captured non-linearities for all its portfolios.

**Enterprise Risk Management- continued**

**(d) Forward-Looking information incorporated in the ECL models- continued**

As with any economic forecasts, the projections and likelihoods of occurrence are subject to a high degree of inherent uncertainty and therefore the actual outcomes may be significantly different to those projected. The Group considers these forecasts to represent its best estimate of the possible outcomes and has analysed the non-linearities and asymmetries within the Group's different portfolios to establish that the chosen scenarios are appropriately representative of the range of possible scenarios.

**Economic Variable Assumptions**

The most significant period-end assumptions used for the ECL estimate as at 31 December 2024 are set out below. The scenarios "base", "upside" and "downside" were used for all portfolios.

	6M	2025	2026	2027
<b>Foreign exchange rate (₺)</b>				
Base Case	1,650.000	1,750.184	1,847.417	1,944.649
Best Case	1,320.000	1,400.147	1,477.933	1,555.719
Worse Case	1,980.000	2,100.221	2,216.900	2,333.579
<b>Inflation rate</b>				
Base Case	27.64%	23.25%	20.22%	22.06%
Best Case	18.83%	14.71%	12.36%	13.45%
Worse Case	40.56%	36.77%	33.10%	15.05%
<b>Crude Oil (\$)</b>				
Base Case	54.66	54.61	54.56	54.53
Best Case	80.96	87.16	91.85	93.13
Worse Case	22.60	19.64	17.57	17.02
<b>Foreign Reserves (\$ Bn)</b>				
Base Case	41.73	43.11	40.94	38.36
Best Case	46.03	48.36	46.30	45.52
Worse Case	37.84	38.42	36.19	32.33
<b>USD Index</b>				
Base Case	104.94	105.96	107.94	109.69
Best Case	100.21	100.70	102.23	102.94
Worse Case	109.89	111.50	113.97	116.88
<b>GDP</b>				
Base Case	2.45	2.53	2.41	2.39
Best Case	6.46	6.67	6.42	6.35
Worse Case	0.93	0.96	0.91	0.90
<b>MPR</b>				
Base Case	27.50%	23.00%	18.00%	15.00%
Best Case	20.63%	17.25%	13.50%	11.25%
Worse Case	34.38%	28.75%	22.50%	18.75%
<b>Money Supply</b>				
Base Case	3.41	3.22	3.96	4.49
Best Case	4.01	3.83	4.82	5.48
Worse Case	2.89	2.71	3.26	3.68
<b>Baltic Dry</b>				
Base Case	1.47	2.16	2.32	2.47
Best Case	2.43	3.62	3.89	4.14
Worse Case	0.88	1.29	1.39	1.48

**(e) Grouping Financial Instruments For Collective Assessment**

For expected credit loss provisions modelled on a collective basis, a grouping of exposures is performed on the basis of shared risk characteristics, such that risk exposures within a group are homogeneous.

In performing this grouping, there must be sufficient information for the group to be statistically credible. Where sufficient information is not available internally, the Group has considered benchmarking internal/external supplementary data to use for modelling purposes. The characteristics used to determine groupings include instrument type, credit risk ratings and industry.

The aggregation of financial instruments may change over time as new information becomes available.

**3.2.5 Maximum Exposure to credit risk before collateral held or other credit enhancements**

The Bank's maximum exposure to credit risk as at 31 December, 2024 and 31 December, 2023 is represented by the gross carrying amounts of the financial assets set out below:

Group	Maximum exposure	Collateral held	Surplus collateral	Net exposure
	31 December 2024			
Financial Assets	N'million	N'million	N'million	N'million
Balances with central bank	75,892	-	-	75,892
Restricted balances with central bank	1,586,350	-	-	1,586,350
Due from banks	584,646	79,395	-	505,251
Loans and advances to customers	4,582,711	32,328,199	27,701,426	-
Derivative financial assets	50,292	-	-	50,292
Investments:				
Financial assets at fair value through profit or loss	5,113	-	-	5,113
				-
Debt instruments at fair value through other comprehensive income	186,571	-	-	186,571
Debt instruments at amortised cost	1,553,765	-	-	1,553,765
Other assets	143,483	-	-	143,483
	<b>8,838,457</b>	<b>32,407,594</b>	<b>27,701,426</b>	<b>4,176,351</b>
<b>Financial Guarantee contracts:</b>				-
Performance bonds and guarantees	1,012,354	-	-	1,012,354
Letters of credit	759,058	3,075	-	755,983
Undrawn portion of overdraft	240,213	-	-	235,336
	<b>2,011,624</b>	<b>3,075</b>	<b>-</b>	<b>2,003,673</b>

Group	Maximum exposure	Fair value of Collateral held	Surplus collateral	Net exposure
	31 December 2023			
Financial Assets	N'million	N'million	N'million	N'million
Balances with central bank	115,576	-	-	115,576
Restricted balances with central bank	1,174,398	-	-	1,174,398
Due from banks	239,804	-	-	239,804
Loans and advances to customers	3,106,324	17,394,847	14,288,523	-
Derivative financial assets	10,723	-	-	5,947
Investments:				
Financial assets at fair value through profit or loss	7,684	-	-	7,684
Debt instruments at fair value through other comprehensive income	187,561	-	-	187,561
Debt instruments at amortised cost	821,014	-	-	821,014
Other assets	394,750	-	-	394,699
	<b>6,162,786</b>	<b>17,394,847</b>	<b>14,288,523</b>	<b>3,047,446</b>
<b>Financial Guarantee contracts:</b>				-
Performance bonds and guarantees	730,779	-	-	730,779
Letters of credit	413,362	-	-	413,362
Undrawn portion of overdraft	115,650	-	-	120,292
	<b>1,259,791</b>	<b>-</b>	<b>-</b>	<b>1,264,433</b>

\*Excluding equity instruments

**3.2.5 Maximum Exposure to credit risk before collateral held or other credit enhancements- continued**

Bank	Maximum exposure	Collateral held	Surplus collateral	Net exposure
<b>31 December 2024</b>				
<b>Financial Assets</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
Balances with central bank	75,892	-	-	75,892
Restricted balances with central bank	1,586,350			1,586,350
Due from banks	395,192	-	-	395,192
Loans and advances to customers	4,541,322	32,239,119	27,697,797	-
Derivative financial assets	50,292		-	50,292
Investments:			-	-
Financial assets at fair value through profit or loss	5,113	-	-	5,113
				-
Debt instruments at fair value through other comprehensive income	112,925	-	-	112,925
Debt instruments at amortised cost	1,553,765	-	-	1,553,765
Other assets	143,154	-	-	143,154
	<b>8,533,640</b>	<b>32,239,119</b>	<b>27,697,797</b>	<b>3,992,317</b>
<b>Financial Guarantee contracts:</b>				-
Performance bonds and guarantees	1,012,354	-	-	1,012,354
Letters of credit	737,355		-	737,355
Undrawn portion of overdraft	235,336			235,336
	<b>1,985,045</b>	<b>-</b>	<b>-</b>	<b>1,985,045</b>

The Bank's maximum exposure to credit risk as at 31 December, 2024 and 31 December 2023 is represented by the gross carrying amounts of the financial assets set out below:

Bank	Maximum exposure	Fair value of Collateral held	Surplus collateral	Net exposure
<b>31 December 2023</b>				
<b>Financial Assets</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
Balances with central bank	115,576	-	-	115,576
Restricted balances with central bank	1,174,398			1,174,398
Due from banks	239,804	-	-	239,804
Loans and advances to customers	3,106,324	17,394,847	14,288,523	-
Derivative financial assets	10,723		-	10,723
Investments:			-	-
Financial assets at fair value through profit or loss	7,684	-	-	7,684
				-
Debt instruments at fair value through other comprehensive income	187,561	-	-	187,561
				-
Equity instruments at fair value through other comprehensive income	104,953	-	-	100,763
Debt instruments at amortised cost	821,014	-	-	821,014
Other assets	394,750	-	-	394,699
	<b>6,162,786</b>	<b>17,394,847</b>	<b>14,288,523</b>	<b>3,052,222</b>
<b>Financial Guarantee contracts:</b>				-
Performance bonds and guarantees	730,779	-	-	730,779
Letters of credit	413,362		-	413,362
Undrawn portion of overdraft	115,650			120,292
	<b>1,259,791</b>	<b>-</b>	<b>-</b>	<b>1,264,433</b>

\*Excluding equity instruments



**Enterprise Risk Management- continued**

**3.2.6 Credit Concentrations- continued**

The Bank monitors concentrations of credit risk by sector and by geographical location. An analysis of concentrations of credit risk at 31 December 2024, is set out below:

Group	31 December 2024				
	Cash and balances with Central bank	Due from banks	Loans and advances to customers	Investment securities	Other assets
	N'million	N'million	N'million	N'million	N'million
<b>Financial assets with credit risk:</b>					
<b>Carrying amount</b>	1,697,639	582,941	4,387,106	1,744,031	135,626
<b>Concentration by sector</b>					
Agriculture	-	-	225,099	-	-
Oil and gas	-	-	1,991,749	-	-
Consumer credit	-	-	86,549	-	-
Manufacturing	-	-	328,129	-	-
Mining and Quarrying	-	-	19,737	-	-
Mortgage	-	-	-	-	-
Real estate	-	-	52,413	-	-
Construction	-	-	131,728	-	-
Finance and insurance	-	584,646	14,431	-	-
Government	-	-	222,409	1,730,184	-
Power	-	-	335,753	-	-
Other public utilities	-	-	-	-	-
Transportation	-	-	557,834	-	-
Communication	-	-	62,341	10,202	-
Education	-	-	10,468	-	-
Central Bank balance (restricted )	1,586,350	-	-	-	-
Other	111,289	-	544,072	5,063	143,154
<b>Total Gross Amount</b>	<b>1,697,639</b>	<b>584,646</b>	<b>4,582,711</b>	<b>1,745,449</b>	<b>143,154</b>
<b>Concentration by location</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
Abroad	-	520,633	85,450	73,646	-
Nigeria:					
North East	-	-	50,121	-	-
North Central	1,662,242	-	94,184	-	-
North West	-	-	94,058	-	-
South East	-	-	81,069	-	-
South South	-	-	442,041	-	-
South West	35,397	118,032	3,779,848	1,671,803	143,154
<b>Total gross amount</b>	<b>1,697,639</b>	<b>638,665</b>	<b>4,626,772</b>	<b>1,745,449</b>	<b>143,154</b>

**Enterprise Risk Management- continued**

<b>31 December 2023</b>						
<b>Financial assets with credit risk:</b>	<b>Cash and</b>			<b>Loans and</b>	<b>Investment</b>	<b>Other assets</b>
	<b>balances</b>			<b>advances to</b>	<b>securities</b>	
	<b>with Central</b>	<b>bank</b>	<b>Due from banks</b>	<b>customers</b>	<b>Other assets</b>	
	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
<b>Carrying amount</b>	1,311,414	227,161	3,092,419	1,054,237	391,807	
<b>Concentration by sector</b>						
Agriculture	-	-	137,161	-	-	-
Oil and gas	-	-	1,111,294	-	-	-
Consumer credit	-	-	206,073	-	-	-
Manufacturing	-	-	357,545	-	-	-
Mining and Quarrying	-	-	5,631	-	-	-
Mortgage	-	-	-	-	-	-
Real estate	-	-	44,793	-	-	-
Construction	-	-	108,803	-	-	-
Finance and insurance	-	246,361	4,728	6,847	-	-
Government	-	-	240,183	989,859	-	-
Power	-	-	241,954	-	-	-
Other public utilities	-	-	-	-	-	-
Transportation	-	-	328,058	-	-	-
Communication	-	-	66,576	10,199	-	-
Education	-	-	13,691	-	-	-
Central Bank balance (restricted )	1,174,398	-	-	-	-	-
Other	137,016	-	369,856	49,352	-	394,750
<b>Total Gross Amount</b>	<b>1,311,414</b>	<b>246,361</b>	<b>3,236,346</b>	<b>1,056,257</b>	<b>394,750</b>	
<b>Concentration by location</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	
Abroad	-	214,005	-	53,869	-	-
Nigeria:						
North East	-	-	58,371	-	-	-
North Central	1,289,974	-	102,225	-	-	-
North West	-	-	106,837	-	-	-
South East	-	-	84,225	-	-	-
South South	-	-	281,663	-	-	-
South West	21,440	32,356	2,473,003	1,002,385	-	394,699
<b>Total gross amount</b>	<b>1,311,414</b>	<b>246,361</b>	<b>3,106,324</b>	<b>1,056,255</b>	<b>394,699</b>	
<b>Bank</b>	<b>31 December 2024</b>					
<b>Financial assets with credit risk:</b>	<b>Cash and</b>			<b>Loans and</b>	<b>Investment</b>	<b>Other assets</b>
	<b>balances</b>			<b>advances to</b>	<b>securities</b>	
	<b>with Central</b>	<b>bank</b>	<b>Due from banks</b>	<b>customers</b>	<b>Other assets</b>	
	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
<b>Carrying amount</b>	1,697,639	394,042	4,346,049	1,670,385	135,297	
<b>Concentration by sector</b>						
Agriculture	-	-	205,856	-	-	-
Oil and gas	-	-	2,034,992	-	-	-
Consumer credit	-	-	68,404	-	-	-
Manufacturing	-	-	328,129	-	-	-
Mining and Quarrying	-	-	5,173	-	-	-
Mortgage	-	-	-	-	-	-
Real estate	-	-	36,331	-	-	-
Construction	-	-	131,728	-	-	-
Finance and insurance	-	395,192	11,859	-	-	-
Government	-	-	222,409	1,656,538	-	-
Power	-	-	335,753	-	-	-
Other public utilities	-	-	-	-	-	-
Transportation	-	-	557,834	-	-	-
Communication	-	-	62,341	10,202	-	-
Education	-	-	10,468	-	-	-
Central Bank balance (restricted )	1,586,350	-	-	-	-	-
Other	111,289	-	530,045	5,063	-	143,154
<b>Total Gross Amount</b>	<b>1,697,639</b>	<b>395,192</b>	<b>4,541,322</b>	<b>1,671,803</b>	<b>143,154</b>	

**Enterprise Risk Management- continued**

**3.2.6 Credit Concentrations- continued**

Concentration by location	N'million	N'million	N'million	N'million	N'million
Abroad	-	379,618	-	-	-
Nigeria:					
North East	-	-	50,121	-	-
North Central	1,662,242	-	94,184	-	-
North West	-	-	94,058	-	-
South East	-	-	81,069	-	-
South South	-	-	442,041	-	-
South West	35,397	15,574	3,779,848	1,671,803	143,154
<b>Total gross amount</b>	<b>1,697,639</b>	<b>395,192</b>	<b>4,541,322</b>	<b>1,671,803</b>	<b>143,154</b>

**31 December 2023**

Financial assets with credit risk:	Cash and balances with Central bank		Loans and advances to customers	Investment securities	Other assets
	N'million	Due from banks N'million	N'million	N'million	N'million
<b>Carrying amount</b>	<b>1,311,414</b>	<b>239,579</b>	<b>2,962,397</b>	<b>1,014,238</b>	<b>391,391</b>

**Concentration by sector**

Agriculture	-	-	137,161	-	-
Oil and gas	-	-	1,111,294	-	-
Consumer credit	-	-	76,051	-	-
Manufacturing	-	-	357,545	-	-
Mining and Quarrying	-	-	5,631	-	-
Mortgage	-	-	-	-	-
Real estate	-	-	44,793	-	-
Construction	-	-	108,803	-	-
Finance and insurance	-	239,804	4,728	6,847	-
Government	-	-	240,183	989,859	-
Power	-	-	241,954	-	-
Other public utilities	-	-	-	-	-
Transportation	-	-	328,058	-	-
Communication	-	-	66,576	10,199	-
Education	-	-	13,691	-	-
Central Bank balance (restricted )	1,174,398	-	-	-	-
Other	137,016	-	369,856	9,354	394,750
<b>Total Gross Amount</b>	<b>1,311,414</b>	<b>239,804</b>	<b>3,106,324</b>	<b>1,016,259</b>	<b>394,750</b>

**Concentration by location**

Concentration by location	N'million	N'million	N'million	N'million	N'million
Abroad	-	207,448	-	13,874	-
Nigeria:					
North East	-	-	58,371	-	-
North Central	1,289,974	-	102,225	-	-
North West	-	-	106,837	-	-
South East	-	-	84,225	-	-
South South	-	-	281,663	-	-
South West	21,440	32,356	2,473,003	1,002,385	394,750
<b>Total gross amount</b>	<b>1,311,414</b>	<b>239,804</b>	<b>3,106,324</b>	<b>1,016,259</b>	<b>394,750</b>

**Enterprise Risk Management- continued**

**3.2.7 Credit Quality**

**A Maximum Exposure to Credit Risk – Financial instruments subject to impairment**

The credit risk model is applied as per homogeneous group of risk assets which can be a portfolio or a rating model (e. g. Master Rating). The bank set up 6 portfolios, three of which are a mix of Corporate and Commercial Accounts segregated on the basis of related economic sectors. The other three portfolios are made up of retails accounts segregated on the basis of similarity of risk characteristics. Details of the portfolios are shown below:

Code	Description
Portfolio 1	Agriculture, Energy, Manufacturing, Construction & Real Estate
Portfolio 2	Government, Public Sector & NBFIs
Portfolio 3	Transport, Communication, Commerce & General
Portfolio 4	Automobile, Equipment & Mortgage Loans
Portfolio 5	Medium and Small Scale Enterprises
Portfolio 6	Personal & Employee Loans

The following table contains an analysis of the credit risk exposure of financial instruments for which an ECL allowance is recognised. The gross carrying amount of financial assets below also represents the Bank's maximum exposure to credit risk on these assets.

**a) Agriculture, Energy, Manufacturing, Construction & Real Estate Portfolio**

Group	31 December 2024			
	Stage 1	Stage 2	Stage 3	Total
	N'million	N'million	N'million	N'million
<b>Credit grade</b>				
Investment grade	258,384	-	-	258,384
Standard monitoring	1,853,778	874,686	-	2,728,464
Default	-	-	48,387	48,387
<b>Gross carrying amount</b>	<b>2,112,162</b>	<b>874,686</b>	<b>48,387</b>	<b>3,035,235</b>
Loss allowance	(8,361)	(81,361)	(31,187)	(120,909)
<b>Carrying amount</b>	<b>2,103,801</b>	<b>793,325</b>	<b>17,200</b>	<b>2,914,326</b>

Group	31 December 2023			
	Stage 1	Stage 2	Stage 3	Total
	N'million	N'million	N'million	N'million
<b>Credit grade</b>				
Investment grade	153,404	-	-	153,404
Standard monitoring	1,009,250	791,680	-	1,800,930
Default	-	-	52,100	52,100
<b>Gross carrying amount</b>	<b>1,162,655</b>	<b>791,680</b>	<b>52,100</b>	<b>2,006,435</b>
Loss allowance	(16,668)	(56,085)	(13,442)	(86,194)
<b>Carrying amount</b>	<b>1,145,987</b>	<b>735,595</b>	<b>38,658</b>	<b>1,920,240</b>

Group	31 December 2024			
	Stage 1	Stage 2	Stage 3	Total
	N'million	N'million	N'million	N'million
<b>Credit grade</b>				
Investment grade	258,384	-	-	258,384
Standard monitoring	1,889,370	874,686	-	2,764,056
Default	-	-	47,601	47,601
<b>Gross carrying amount</b>	<b>2,147,754</b>	<b>874,686</b>	<b>47,601</b>	<b>3,070,041</b>
Loss allowance	(8,103)	(81,361)	(31,187)	(120,651)
<b>Carrying amount</b>	<b>2,139,652</b>	<b>793,325</b>	<b>16,413</b>	<b>2,949,390</b>

Group	31 December 2023			
	Stage 1	Stage 2	Stage 3	Total
	N'million	N'million	N'million	N'million
<b>Credit grade</b>				
Investment grade	153,404	-	-	153,404
Standard monitoring	1,009,250	791,680	-	1,800,930
Default	-	-	52,100	52,100
<b>Gross carrying amount</b>	<b>1,162,655</b>	<b>791,680</b>	<b>52,100</b>	<b>2,006,435</b>
Loss allowance	(16,668)	(56,085)	(13,442)	(86,194)
<b>Carrying amount</b>	<b>1,145,987</b>	<b>735,595</b>	<b>38,658</b>	<b>1,920,240</b>

**Enterprise Risk Management- continued**

**b) Government, Public Sector & NBFIs portfolio**

Group	31 December 2024			
	Stage 1	Stage 2	Stage 3	Total
	12-month ECL	Lifetime ECL	Lifetime ECL	
	N'million	N'million	N'million	N'million
<b>Credit grade</b>				
Investment grade	71,071	-	-	71,071
Standard monitoring	124,672	92,826	-	217,499
Default	-	-	11,071	11,071
<b>Gross carrying amount</b>	<b>195,744</b>	<b>92,826</b>	<b>11,071</b>	<b>299,641</b>
Loss allowance	(199)	(212)	(4,469)	(4,880)
<b>Carrying amount</b>	<b>195,545</b>	<b>92,614</b>	<b>6,602</b>	<b>294,762</b>

Group	31 December 2023			
	Stage 1	Stage 2	Stage 3	Total
	12-month ECL	Lifetime ECL	Lifetime ECL	
	N'million	N'million	N'million	N'million
<b>Credit grade</b>				
Investment grade	20,998	-	-	20,998
Standard monitoring	179,688	43,583	-	223,271
Default	-	-	10,480	10,480
<b>Gross carrying amount</b>	<b>200,686</b>	<b>43,583</b>	<b>10,480</b>	<b>254,749</b>
Loss allowance	(956)	(9,427)	(6,647)	(17,029)
<b>Carrying amount</b>	<b>199,730</b>	<b>34,156</b>	<b>3,834</b>	<b>237,720</b>

Group	31 December 2024			
	Stage 1	Stage 2	Stage 3	Total
	12-month ECL	Lifetime ECL	Lifetime ECL	
	N'million	N'million	N'million	N'million
<b>Credit grade</b>				
Investment grade	15,698	-	-	15,698
Standard monitoring	124,672	92,826	-	217,499
Default	-	-	11,071	11,071
<b>Gross carrying amount</b>	<b>140,370</b>	<b>92,826</b>	<b>11,071</b>	<b>244,268</b>
Loss allowance	(196)	(212)	(4,469)	(4,877)
<b>Carrying amount</b>	<b>140,174</b>	<b>92,614</b>	<b>6,602</b>	<b>239,390</b>

Group	31 December 2023			
	Stage 1	Stage 2	Stage 3	Total
	12-month ECL	Lifetime ECL	Lifetime ECL	
	N'million	N'million	N'million	N'million
<b>Credit grade</b>				
Investment grade	20,998	-	-	20,998
Standard monitoring	179,688	43,583	-	223,271
Default	-	-	10,480	10,480
<b>Gross carrying amount</b>	<b>200,686</b>	<b>43,583</b>	<b>10,480</b>	<b>254,749</b>
Loss allowance	(956)	(9,427)	(6,647)	(17,029)
<b>Carrying amount</b>	<b>199,730</b>	<b>34,156</b>	<b>3,834</b>	<b>237,720</b>

**c) Transport, Communication, Commerce & General portfolio**

Group	31 December 2024			
	Stage 1	Stage 2	Stage 3	Total
	12-month ECL	Lifetime ECL	Lifetime ECL	
	N'million	N'million	N'million	N'million
<b>Credit grade</b>				
Investment grade	-	-	-	-
Standard monitoring	819,562	152,708	-	972,270
Default	-	-	46,197	46,197
<b>Gross carrying amount</b>	<b>819,562</b>	<b>152,708</b>	<b>46,197</b>	<b>1,018,467</b>
Loss allowance	(4,024)	(11,248)	(33,453)	(48,725)
<b>Carrying amount</b>	<b>815,538</b>	<b>141,460</b>	<b>12,744</b>	<b>969,742</b>

Enterprise Risk Management- continued

	<b>31 December 2023</b>			
	<b>Stage 1</b>	<b>Stage 2</b>	<b>Stage 3</b>	<b>Total</b>
	N'million	N'million	N'million	N'million
<b>Credit grade</b>				
Investment grade	-	-	-	-
Standard monitoring	403,487	229,071	-	632,558
Default	-	-	16,741	16,741
<b>Gross carrying amount</b>	<b>403,487</b>	<b>229,071</b>	<b>16,741</b>	<b>649,299</b>
Loss allowance	(2,722)	(5,855)	(10,118)	(18,695)
<b>Carrying amount</b>	<b>400,765</b>	<b>223,216</b>	<b>6,624</b>	<b>630,605</b>

	<b>31 December 2024</b>			
	<b>Stage 1</b>	<b>Stage 2</b>	<b>Stage 3</b>	<b>Total</b>
	N'million	N'million	N'million	N'million
<b>Credit grade</b>				
Investment grade	-	-	-	-
Standard monitoring	816,990	152,708	-	969,697
Default	-	-	46,197	46,197
<b>Gross carrying amount</b>	<b>816,990</b>	<b>152,708</b>	<b>46,197</b>	<b>1,015,894</b>
Loss allowance	(4,023)	(11,248)	(33,453)	(48,724)
<b>Carrying amount</b>	<b>812,966</b>	<b>141,460</b>	<b>12,744</b>	<b>967,170</b>

	<b>31 December 2023</b>			
	<b>Stage 1</b>	<b>Stage 2</b>	<b>Stage 3</b>	<b>Total</b>
	N'million	N'million	N'million	N'million
<b>Credit grade</b>				
Investment grade	-	-	-	-
Standard monitoring	403,487	229,071	-	632,558
Default	-	-	16,741	16,741
<b>Gross carrying amount</b>	<b>403,487</b>	<b>229,071</b>	<b>16,741</b>	<b>649,299</b>
Loss allowance	(2,722)	(5,855)	(10,118)	(18,695)
<b>Carrying amount</b>	<b>400,765</b>	<b>223,216</b>	<b>6,624</b>	<b>630,605</b>

d) Automobile, Equipment & Mortgage Loans portfolio

	<b>31 December 2024</b>			
	<b>Stage 1</b>	<b>Stage 2</b>	<b>Stage 3</b>	<b>Total</b>
	N'million	N'million	N'million	N'million
<b>Credit grade</b>				
Investment grade	-	-	-	-
Standard monitoring	104,932	1,559	-	106,491
Default	-	-	3,876	3,876
<b>Gross carrying amount</b>	<b>104,932</b>	<b>1,559</b>	<b>3,876</b>	<b>110,366</b>
Loss allowance	(40)	-	(2,241)	(2,280)
<b>Carrying amount</b>	<b>104,892</b>	<b>1,559</b>	<b>1,635</b>	<b>108,086</b>

	<b>31 December 2023</b>			
	<b>Stage 1</b>	<b>Stage 2</b>	<b>Stage 3</b>	<b>Total</b>
	N'million	N'million	N'million	N'million
<b>Credit grade</b>				
Investment grade	-	-	-	-
Standard monitoring	67,443	8,307	-	75,750
Default	-	-	2	2
<b>Gross carrying amount</b>	<b>67,443</b>	<b>8,307</b>	<b>2</b>	<b>75,752</b>
Loss allowance	(356)	(4)	(2)	(362)
<b>Carrying amount</b>	<b>67,087</b>	<b>8,303</b>	<b>0</b>	<b>75,390</b>

e) Medium and Small Scale Enterprises portfolio

	<b>31 December 2024</b>			
	<b>Stage 1</b>	<b>Stage 2</b>	<b>Stage 3</b>	<b>Total</b>
	N'million	N'million	N'million	N'million
<b>Credit grade</b>				
Investment grade	-	-	-	-
Standard monitoring	29,063	423	-	29,485
Default	-	-	2,863	2,863
<b>Gross carrying amount</b>	<b>29,063</b>	<b>423</b>	<b>2,863</b>	<b>32,348</b>
Loss allowance	(54)	(11)	(1,291)	(1,357)
<b>Carrying amount</b>	<b>29,008</b>	<b>411</b>	<b>1,571</b>	<b>30,991</b>

**Enterprise Risk Management- continued**

**e) Medium and Small Scale Enterprises portfolio- continued**

	<b>31 December 2023</b>			
	<b>Stage 1</b>	<b>Stage 2</b>	<b>Stage 3</b>	<b>Total</b>
	N'million	N'million	N'million	N'million
<b>Credit grade</b>				
Investment grade	-	-	-	-
Standard monitoring	37,501	15	-	37,516
Default	-	-	6,523	6,523
<b>Gross carrying amount</b>	<b>37,501</b>	<b>15</b>	<b>6,523</b>	<b>44,039</b>
Loss allowance	(186)	(0)	(3,885)	(4,071)
<b>Carrying amount</b>	<b>37,315</b>	<b>15</b>	<b>2,638</b>	<b>39,968</b>

**f) Personal & Employee Loans portfolio**

Group	<b>31 December 2024</b>			
	<b>Stage 1</b>	<b>Stage 2</b>	<b>Stage 3</b>	<b>Total</b>
	N'million	N'million	N'million	N'million
<b>Credit grade</b>				
Investment grade	-	-	-	-
Standard monitoring	56,368	1,336	-	57,704
Default	-	-	28,948	28,948
<b>Gross carrying amount</b>	<b>56,368</b>	<b>1,336</b>	<b>28,948</b>	<b>86,653</b>
Loss allowance	(898)	(23)	(16,566)	(17,487)
<b>Carrying amount</b>	<b>55,470</b>	<b>1,313</b>	<b>12,382</b>	<b>69,165</b>

	<b>31 December 2023</b>			
	<b>Stage 1</b>	<b>Stage 2</b>	<b>Stage 3</b>	<b>Total</b>
	N'million	N'million	N'million	N'million
<b>Credit grade</b>				
Investment grade	-	-	-	-
Standard monitoring	48,232	882	-	49,114
Default	-	-	26,936	26,936
<b>Gross carrying amount</b>	<b>48,232</b>	<b>882</b>	<b>26,936</b>	<b>76,051</b>
Loss allowance	(390)	(6)	(17,180)	(17,576)
<b>Carrying amount</b>	<b>47,842</b>	<b>876</b>	<b>9,757</b>	<b>58,475</b>

Bank	<b>31 December 2024</b>			
	<b>Stage 1</b>	<b>Stage 2</b>	<b>Stage 3</b>	<b>Total</b>
	N'million	N'million	N'million	N'million
<b>Credit grade</b>				
Investment grade	-	-	-	-
Standard monitoring	39,480	217	-	39,698
Default	-	-	28,707	28,707
<b>Gross carrying amount</b>	<b>39,480</b>	<b>217</b>	<b>28,707</b>	<b>68,404</b>
Loss allowance	(874)	(23)	(16,487)	(17,384)
<b>Carrying amount</b>	<b>38,607</b>	<b>194</b>	<b>12,219</b>	<b>51,020</b>

	<b>31 December 2023</b>			
	<b>Stage 1</b>	<b>Stage 2</b>	<b>Stage 3</b>	<b>Total</b>
	N'million	N'million	N'million	N'million
<b>Credit grade</b>				
Investment grade	-	-	-	-
Standard monitoring	48,232	882	-	49,114
Default	-	-	26,936	26,936
<b>Gross carrying amount</b>	<b>48,232</b>	<b>882</b>	<b>26,936</b>	<b>76,051</b>
Loss allowance	(390)	(6)	(17,180)	(17,576)
<b>Carrying amount</b>	<b>47,842</b>	<b>876</b>	<b>9,757</b>	<b>58,475</b>

**Enterprise Risk Management- continued**

**3.2.7 Credit Quality**

**B Reconciliation of Allowance for Impairment by portfolio**

Group	31 December 2024			
	Stage 1	Stage 2	Stage 3	Total
	N'million	N'million	N'million	N'million
<b>At 1 January</b>	(21,453)	(71,408)	(51,273)	(144,134)
Agric, Energy, Manufactur'g, Const'n & Real Estate Portfolio	8,399	(25,276)	(17,745)	(34,622)
Government, Public Sector & NBFIs portfolio	761	9,215	2,177	12,153
Transport, Comm, Commerce & General portfolio	(1,164)	(5,390)	(23,335)	(29,889)
Automobile, Equipment & Mortgage Loans portfolio	316	4	(2,239)	(1,919)
Medium and Small Scale Enterprises portfolio	131	(11)	2,594	2,714
Personal & Employee Loans portfolio	(506)	(16)	613	92
<b>At 31 December</b>	<b>(13,515)</b>	<b>(92,882)</b>	<b>(89,208)</b>	<b>(195,605)</b>

	31 December 2023			
	Stage 1	Stage 2	Stage 3	Total
	N'million	N'million	N'million	N'million
<b>At 1 January</b>	(19,377)	(28,693)	(32,478)	(80,548)
Agric, Energy, Manufactur'g, Const'n & Real Estate Portfolio	(6,268)	(30,333)	(6,119)	(42,721)
Government, Public Sector & NBFIs portfolio	171	(9,426)	1,709	(7,546)
Transport, Comm, Commerce & General portfolio	4,222	(3,071)	(90)	1,061
Automobile, Equipment & Mortgage Loans portfolio	(228)	30	4	(194)
Medium and Small Scale Enterprises portfolio	(93)	10	(1,872)	(1,955)
Personal & Employee Loans portfolio	120	75	(12,427)	(12,232)
<b>At 31 December</b>	<b>(21,453)</b>	<b>(71,408)</b>	<b>(51,273)</b>	<b>(144,135)</b>

Bank	31 December 2024			
	Stage 1	Stage 2	Stage 3	Total
	N'million	N'million	N'million	N'million
<b>At 1 January</b>	(21,277)	(71,377)	(51,273)	(143,927)
Agric, Energy, Manufactur'g, Const'n & Real Estate Portfolio	8,565	(25,276)	(17,745)	(34,456)
Government, Public Sector & NBFIs portfolio	760	9,215	2,177	12,152
Transport, Comm, Commerce & General portfolio	(1,301)	(5,393)	(23,335)	(30,029)
Automobile, Equipment & Mortgage Loans portfolio	316	4	(2,239)	(1,919)
Medium and Small Scale Enterprises portfolio	131	(11)	2,594	2,714
Personal & Employee Loans portfolio	(483)	(17)	692	192
<b>At 31 December</b>	<b>(13,290)</b>	<b>(92,855)</b>	<b>(89,128)</b>	<b>(195,273)</b>

	31 December 2023			
	Stage 1	Stage 2	Stage 3	Total
	N'million	N'million	N'million	N'million
<b>At 1 January</b>	(19,377)	(28,693)	(32,478)	(80,548)
Agric, Energy, Manufactur'g, Const'n & Real Estate Portfolio	(6,227)	(30,332)	(6,119)	(42,678)
Government, Public Sector & NBFIs portfolio	172	(9,426)	1,709	(7,545)
Transport, Comm, Commerce & General portfolio	4,355	(3,040)	(90)	1,225
Automobile, Equipment & Mortgage Loans portfolio	(228)	30	4	(194)
Medium and Small Scale Enterprises portfolio	(93)	10	(1,872)	(1,955)
Personal & Employee Loans portfolio	121	75	(12,427)	(12,231)
<b>At 31 December</b>	<b>(21,277)</b>	<b>(71,377)</b>	<b>(51,273)</b>	<b>(143,927)</b>



**Enterprise Risk Management- continued**

**Group**

	<b>31 December 2024</b>				
	Cash and	Due from	Loans and	Debt	Other
	balance with	banks	advances to	securities	assets
	Central bank	customers	N'million	N'million	N'million
Not Due & Not impaired	1,839,208	497,650	3,425,624	1,745,457	143,154
Past due and not impaired (0-30 days)	-	-	86,487	-	-
Past due and not impaired (31-90 days)	-	-	973,682	-	-
Past due and impaired (aged above 90 days)	-	-	141,342	-	-
<b>Gross</b>	<b>1,839,208</b>	<b>497,650</b>	<b>4,627,136</b>	<b>1,745,457</b>	<b>143,154</b>
Impairment allowance	(22)	(1,684)	(195,636)	(1,584)	(7,857)
<b>Net</b>	<b>1,839,187</b>	<b>495,967</b>	<b>4,431,499</b>	<b>1,743,873</b>	<b>135,297</b>

	<b>31 December 2023</b>				
	Cash and	Due from	Loans and	Debt	Other assets
	balance with	banks	advances to	securities	assets
	Central bank	customers	N'million	N'million	N'million
Not Due & Not impaired	1,311,414	239,804	1,855,876	1,016,259	394,750
Past due and not impaired (0-30 days)	-	-	64,128	-	-
Past due and not impaired (31-90 days)	-	-	1,073,538	-	-
Past due and impaired (aged above 90 days)	-	-	112,783	-	-
<b>Gross</b>	<b>1,311,414</b>	<b>239,804</b>	<b>3,106,324</b>	<b>1,016,259</b>	<b>394,750</b>
Impairment allowance	-	(225)	(143,927)	(2,830)	(3,359)
<b>Net</b>	<b>1,311,414</b>	<b>239,579</b>	<b>2,962,397</b>	<b>1,013,429</b>	<b>391,391</b>

**Bank**

	<b>31 December 2024</b>				
	Cash and	Due from	Loans and	Debt	Other
	balance with	banks	advances to	securities	assets
	Central bank	customers	N'million	N'million	N'million
Not Due & Not impaired	1,697,639	395,192	3,340,861	1,671,803	143,154
Past due and not impaired (0-30 days)	-	-	86,465	-	-
Past due and not impaired (31-90 days)	-	-	973,682	-	-
Past due and impaired (aged above 90 days)	-	-	140,313	-	-
<b>Gross</b>	<b>1,697,639</b>	<b>395,192</b>	<b>4,541,322</b>	<b>1,671,803</b>	<b>143,154</b>
Impairment allowance	-	(1,150)	(195,273)	(1,576)	(7,857)
<b>Net</b>	<b>1,697,639</b>	<b>394,042</b>	<b>4,346,049</b>	<b>1,670,226</b>	<b>135,297</b>

	<b>31 December 2023</b>				
	Cash and	Due from	Loans and	Debt	Other assets
	balance with	banks	advances to	securities	assets
	Central bank	customers	N'million	N'million	N'million
Not Due & Not impaired	1,311,414	239,804	1,855,876	1,016,259	394,750
Past due and not impaired (0-30 days)	-	-	64,128	-	-
Past due and not impaired (31-90 days)	-	-	1,073,538	-	-
Past due and impaired (aged above 90 days)	-	-	112,783	-	-
<b>Gross</b>	<b>1,311,414</b>	<b>239,804</b>	<b>3,106,324</b>	<b>1,016,259</b>	<b>394,750</b>
Impairment allowance	-	(225)	(143,927)	(2,830)	(3,359)
<b>Net</b>	<b>1,311,414</b>	<b>239,579</b>	<b>2,962,397</b>	<b>1,013,429</b>	<b>391,391</b>

**(a) Financial assets collectively impaired (Stage 1 and Stage 2)**

The credit rating of the portfolio of financial assets that were collectively impaired can be assessed by reference to the internal rating system adopted by the Bank.

Group	Due from					Total Loan	Other assets
	Banks	Overdrafts	Term loans	Finance lease	Total Loan		
31 December 2024	N'million	N'million	N'million	N'million	N'million	N'million	
<b>Grades:</b>							
1. AAA to AA	233,395	4,573	278,068	-	282,641	-	
2. A+ to A-	97,671	10,042	249,511	-	259,553	-	
3. BBB+ to BB-	56,127	374,835	3,154,884	4,091	3,533,810	143,154	
4. Below BB-	103,927	121,873	342,995	108	560,904	-	
5. Unrated	6,530	6	85,122	-	91,658	-	
	<b>497,650</b>	<b>511,329</b>	<b>4,110,580</b>	<b>4,199</b>	<b>4,728,566</b>	<b>143,154</b>	
Collective Impairment	(1,684)	(84,367)	(111,147)	(43)	(196,091)	(7,857)	
<b>Net amount</b>	<b>495,967</b>	<b>426,962</b>	<b>3,999,433</b>	<b>4,155</b>	<b>4,532,474</b>	<b>135,297</b>	

**Enterprise Risk Management- continued**

<b>31 December 2023</b>	N'million	N'million	N'million	N'million	N'million	N'million
<b>Grades:</b>						
1. AAA to AA	165,044	3,967	274,568	-	278,535	-
2. A+ to A-	30,688	7,292	201,435	-	208,727	-
3. BBB+ to BB-	40,930	153,741	1,372,444	7,003	1,533,187	394,699
4. Below BB-	3,141	62,335	907,857	2,154	972,347	-
5. Unrated	-	676	68	-	745	-
	<b>239,804</b>	<b>228,011</b>	<b>2,756,372</b>	<b>9,157</b>	<b>2,993,541</b>	<b>394,699</b>
Collective Impairment	(225)	(5,045)	(87,606)	(3)	(92,654)	(3,359)
Net amount	<b>239,579</b>	<b>222,966</b>	<b>2,668,766</b>	<b>9,155</b>	<b>2,900,887</b>	<b>391,340</b>

<b>Bank</b>	Due from Banks	Overdrafts	Term loans	Finance lease	Total Loan	Other assets
<b>31 December 2024</b>	N'million	N'million	N'million	N'million	N'million	N'million
<b>Grades:</b>						
1. AAA to AA	233,395	4,573	278,068	-	282,641	-
2. A+ to A-	97,671	10,042	249,511	-	259,553	-
3. BBB+ to BB-	56,127	374,835	3,154,884	4,091	3,533,810	143,154
4. Below BB-	7,999	121,873	342,975	108	464,956	-
5. Unrated	-	3	360	-	362	-
	<b>395,192</b>	<b>511,325</b>	<b>4,025,798</b>	<b>4,199</b>	<b>4,541,322</b>	<b>143,154</b>
Collective Impairment	(1,150)	(84,367)	(110,863)	(43)	(195,273)	(7,857)
Net amount	<b>394,042</b>	<b>426,958</b>	<b>3,914,935</b>	<b>4,155</b>	<b>4,346,049</b>	<b>135,297</b>

<b>31 December 2023</b>	N'million	N'million	N'million	N'million	N'million	N'million
<b>Grades:</b>						
1. AAA to AA	165,044	3,967	274,568	-	278,535	-
2. A+ to A-	30,688	7,292	201,435	-	208,727	-
3. BBB+ to BB-	40,930	153,741	1,372,444	7,003	1,533,187	394,699
4. Below BB-	3,141	62,335	907,857	2,154	972,347	-
5. Unrated	-	676	68	-	745	-
	<b>239,804</b>	<b>228,011</b>	<b>2,756,372</b>	<b>9,157</b>	<b>2,993,541</b>	<b>394,699</b>
Collective Impairment	(225)	(5,045)	(87,606)	(3)	(92,654)	(3,359)
Net amount	<b>239,579</b>	<b>222,966</b>	<b>2,668,766</b>	<b>9,155</b>	<b>2,900,887</b>	<b>391,340</b>

**b Maximum Exposure To Credit Risk – Financial instruments not subject to impairment**

The following table contains an analysis of the maximum credit risk exposure from financial assets not subject to impairment i.e. fair value through profit or loss (FVTPL):

<b>Group</b>	<b>Maximum exposure to credit risk</b>			
	Group		Bank	
	2024 N'million	2023 N'million	2024 N'million	2023 N'million
<b>Financial assets designated at fair value through profit or loss</b>				
<b>• Debt securities</b>				
Federal Government bonds	331	1,023	331	1,023
Treasury bills	4,782	6,661	4,782	6,661
Placements	-	-	-	-
	<b>5,113</b>	<b>7,684</b>	<b>5,113</b>	<b>7,684</b>
Derivative financial assets	50,295	10,723	230,087	10,723
<b>Bank</b>				
<b>Maximum exposure to credit risk</b>				
Group		Bank		
2024 N'million	2023 N'million	2024 N'million	2023 N'million	
<b>Financial assets designated at fair value through profit or loss</b>				
<b>• Debt securities</b>				
Federal Government bonds	331	1,023	331	1,023
Treasury bills	4,782	6,661	4,782	6,661
Placements	-	-	-	-
	<b>5,113</b>	<b>7,684</b>	<b>5,113</b>	<b>7,684</b>
Derivative financial assets	50,293	10,723	50,292	10,723

The credit rating of cash and cash equivalents, short-term investments and investments in government and corporate securities that were neither past due nor impaired can be assessed by reference to the bank's internal ratings as at 31 December 2024 and 31 December 2023:

Enterprise Risk Management- continued

Group	Investments in Government and other Securities					
	Cash & cash equivalents	Treasury bills	Federal Govt bonds	State bonds	Corporate bonds	Total
	N'million	N'million	N'million	N'million	N'million	N'million
<b>31 December 2024</b>						
AAA to AA	344,684	1,204,461	515,703	-	-	2,064,849
A+ to A-	97,671	-	-	10,027	15,265	122,963
BBB+ to BB-	56,127	-	-	-	-	56,127
Below BB-	-	-	-	-	-	-
Unrated	-	-	-	-	-	-
	<b>498,483</b>	<b>1,204,461</b>	<b>515,703</b>	<b>10,027</b>	<b>15,265</b>	<b>2,243,939</b>

	Investments in Government and other Securities					
	Cash & cash equivalents	Treasury bills	Federal Govt bonds	State bonds	Corporate bonds	Total
	N'million	N'million	N'million	N'million	N'million	N'million
<b>31 December 2023</b>						-
AAA to AA	302,060	565,226	413,616	-	-	1,280,902
A+ to A-	30,688	-	-	11,017	26,400	68,105
BBB+ to BB-	40,930	-	-	-	-	40,930
Below BB-	3,141	-	-	-	-	3,141
Unrated	-	-	-	-	-	-
	<b>376,820</b>	<b>565,226</b>	<b>413,616</b>	<b>11,017</b>	<b>26,400</b>	<b>1,393,078</b>

Loss allowance

Bank	Investments in Government and other Securities					
	Cash & cash equivalents	Treasury bills	Federal Govt bonds	State bonds	Corporate bonds	Total
	N'million	N'million	N'million	N'million	N'million	N'million
<b>31 December 2024</b>						
AAA to AA	344,684	1,130,807	515,703	-	-	1,991,195
A+ to A-	97,671	-	-	10,027	15,265	122,963
BBB+ to BB-	56,127	-	-	-	-	56,127
Below BB-	7,999	-	-	-	-	7,999
Unrated	-	-	-	-	-	-
	<b>506,481</b>	<b>1,130,807</b>	<b>515,703</b>	<b>10,027</b>	<b>15,265</b>	<b>2,178,284</b>

	Investments in Government Securities					
	Cash & cash equivalents	Treasury bills	Federal Govt bonds	State bonds	Corporate bonds	Total
	N'million	N'million	N'million	N'million	N'million	N'million
<b>31 December 2023</b>						-
AAA to AA	302,060	565,226	413,616	-	-	1,280,902
A+ to A-	30,688	-	-	11,017	26,400	68,105
BBB+ to BB-	40,930	-	-	-	-	40,930
Below BB-	3,141	-	-	-	-	3,141
Unrated	-	-	-	-	-	-
	<b>376,820</b>	<b>565,226</b>	<b>413,616</b>	<b>11,017</b>	<b>26,400</b>	<b>1,393,078</b>

Loss allowance

The loss allowance recognised in the period is impacted by a variety of factors, as described below:

- Additional allowances for new financial instruments recognised during the period as well as releases for financial instruments derecognised in the
- Impact on the measurement of ECL due to changes in PDs, EADs and LGDs in the period, arising from regular refreshing of inputs to models;
- Discount unwind within ECL due to the passage of time, as ECL is measured on a present value basis; and
- Foreign exchange re-translations for assets denominated in foreign currencies and other movements.

**3.2.8 Enterprise Risk Management- continued**  
**Description of Collateral Held**

Potential credit losses from any given exposure are mitigated using a range of tools including collateral securities, insurance bonds and policies as well as different forms of guarantees. The Group assesses the degree of reliance that can be placed on these credit risk mitigants carefully in the light of issues such as legal enforceability, market valuation, correlation with exposure and the counterparty risk of the guarantor.

**(a) Key Collateral Management Policies**

The Group's risk mitigation policies determine the eligibility of collateral types. Eligible collateral types for credit risk mitigation include: cash; residential, commercial and industrial property in acceptable locations; fixed assets such as motor vehicles, plant and machinery; marketable securities; bank guarantees; confirmed domiciliation of payments; credit and insurance bonds, warehouse warrants, lien on shipping documents; back-to-back letters of credit; etc. The Bank also enters into collateralised reverse repurchase agreements where appropriate. For certain types of lending, typically mortgages and asset financing, the right to take charge over physical assets is a significant consideration in determining appropriate pricing and recoverability in the event of default.

The Group reports collateral values in accordance with the Group's risk mitigation policy, which prescribes the frequency of valuation for different collateral types, based on the level of price volatility of each type of collateral and the nature of the underlying product or risk exposure. Depending on the nature of the collateral, frequent or periodic evaluations are carried out to determine the adequacy of collateral margins. Services of independent professional appraisers are used where the Group lacks adequate internal valuation capability or where dictated by industry practice or legal requirements. Where appropriate, collateral values are adjusted to reflect current market conditions, the probability of recovery and the period of time to realise the collateral in the event of repossession.

The Group will only grant unsecured loans where clean lending is a market feature and insistence on security would compromise Bank's market share. In such an instance, the Group ensures that the borrower has proven record of sound financial condition and ability to repay the loan from internal sources in the ordinary course of business. In addition, we ensure that total outstanding borrowings of the obligor do not exceed 70% of estimated asset value.

The Group believes that the requirement for collateral is not a substitute for the ability to pay, which is a primary consideration in the Bank's lending decisions. Although the Group will usually collateralise its credit exposure to a customer, such an obligor is expected to repay the loan in the ordinary course of business without forcing the Group to look to the collateral for ultimate repayment. Therefore, if while reviewing a loan request, there is the possibility that the collateral will need to be relied upon to repay the loan, the Group will not grant the facility.

Where guarantees are used for credit risk mitigation, the creditworthiness of the guarantor is assessed and established using the credit approval process in addition to that of the obligor or main counterparty.

Management of secured credits requires periodic inspections of the collateral to ensure its existence and adequacy for the bank's exposure. These inspections include examination of security agreements to determine enforceability of liens, verification of adequate insurance protection, proper legal registration and adequacy of overall safeguards.

When obligations are secured by marketable securities, predetermined maintenance margins are established and the securities are liquidated if the value falls to this limit except if additional and satisfactory security is provided. In all cases, only valuations done at the instance of the Group can be considered acceptable for the purposes of credit risk mitigation. The Group ensures that all properties and chattels pledged as collateral are properly and adequately insured with the Group's interest duly noted as first loss beneficiary. Only insurance policies obtained from an insurance firm in the Group's pre-approved list of Insurance Companies are acceptable as eligible collateral.

The Group's policies regarding obtaining collateral have not significantly changed during the reporting period and there has been no significant change in the overall quality of the collateral held by the Bank since the prior year.

The following table indicates the Bank's credit exposures by class and value of collaterals:

Group	31 December 2024		31 December 2023	
	Collateral		Collateral	
	Exposure	Value	Exposure	Value
	N'million	N'million	N'million	N'million
Secured against real estate	111,632	397,269	262,135	995,106
Secured by shares of quoted companies	3,949	7,598	-	-
Secured by others	4,276,010	31,828,631	2,843,447	16,399,742
Unsecured	235,545	-	742	-
<b>Gross Loans and Advances to Customers</b>	<b>4,627,136</b>	<b>32,233,498</b>	<b>3,106,324</b>	<b>17,394,847</b>

**Enterprise Risk Management- continued**

Bank	31 December 2024		31 December 2023	
	Collateral		Collateral	
	Exposure	Value	Exposure	Value
	N'million	N'million	N'million	N'million
Secured against real estate	75,185	336,233	262,135	995,106
Secured by shares of quoted companies	3,949	7,598	-	-
Secured by others	4,227,102	31,806,207	2,843,447	16,399,742
Unsecured	235,087	-	742	-
<b>Gross Loans and Advances to Customers</b>	<b>4,541,322</b>	<b>32,150,039</b>	<b>3,106,324</b>	<b>17,394,847</b>

The Bank closely monitors collateral held for financial assets considered to be credit-impaired, as it becomes more likely that the Bank will take possession of collateral to mitigate potential credit losses.

**3.3 Liquidity Risk**

Liquidity risk is the risk that the Group is unable to meet its payment obligations associated with its financial liabilities when they fall due and to replace funds when they are withdrawn. The consequence may be the failure to meet obligations to repay depositors and fulfil commitments to lenders.

**3.3.1 Management of Liquidity Risk**

The Group's principal liquidity objective is to ensure that the Group holds sufficient liquid reserve to enable it meet all probable cashflow obligations, without incurring undue transaction costs under normal conditions. Liquidity management safeguards the ability of the group to meet all payment obligations as they fall due. The Group's liquidity risk management framework has been an important factor in maintaining adequate liquidity and a healthy funding profile during the period and is structured to identify, measure and manage the Group's liquidity risk at all times. The Board approved liquidity policy guides the management of liquidity risk strategically through the Board Risk Management Committee (BRMC) as well as Asset and Liability Committee (ALCO) and daily by the Market Risk Division. The liquidity management framework is designed to identify, measure and manage the Group's liquidity risk position at all times. Underlying Assets and Liabilities Management policies and procedures are reviewed and approved regularly by the Assets and Liability Management Committee (ALCO).

The Group has established liquidity and concentration limits and ratios, tolerance levels as well as triggers, through which it identifies liquidity risk. It also uses gap analysis to identify short, medium and long term mismatches, deploying gapping strategies to appropriately manage them. Periodic monitoring is carried out to trigger immediate reaction to deviations from set limits.

**Short-Term Liquidity**

The Group's reporting system tracks cash flows on a daily basis. This system allows management to assess the Group's short-term liquidity position in each location by currency and products. The system captures all of the Group's cash flows from transactions on the Group's Statement of financial position, as well as liquidity risks resulting from off-balance sheet transactions. We take account of products that have no specific contractual maturities by extrapolating from their historical behaviour of cash flows.

**Asset Liquidity**

The asset liquidity component tracks the volume and booking location of the Group's inventory of unencumbered liquid assets, which we can use to raise liquidity in times of need. The liquidity of these assets is an important element in protecting us against short-term liquidity squeezes. We keep a portfolio of highly liquid securities in major currencies to supply collateral for cash needs associated with clearing activities.

**Funding Diversification**

Diversification of the Group's funding profile in terms of investor types, regions, products and instruments is also an important element of the Group's liquidity risk management practices. In addition, the group invests in liquid assets to facilitate quick conversion to cash, should the need arise.

**Stress Testing**

As a result of volatilities which take place in the Group's operating environment, the Group conducts stress tests to evaluate the size of potential losses related to rate movements under extreme market conditions. These are conducted on elements of its trading portfolio and the balance sheet in response to the economic and market outlook. Consideration is given to historical events, prospective events and regulatory guidelines. The Group, after ALCO's authorization, responds to the result of this activity, by modifying the portfolio and taking other specific steps to reduce the expected impact in the event that these risks materialize.

**Enterprise Risk Management- continued**

**3.3.2 Maturity Analysis**

The table below analyses financial assets and liabilities of the Group into relevant maturity bands based on the remaining period at reporting date to the contractual maturity date. The table includes both principal and interest cash flows.

Group	Up to 1 month	1-3 months	3-12 months	1-5 years	Over 5 years	Total
	N'million	N'million	N'million	N'million	N'million	N'million
<b>31 December 2024</b>						
<b>Non-derivative assets</b>						
Restricted balances with central bank	-	-	-	1,222,184	-	1,222,184
Cash and Cash equivalents	707,450	-	-	-	-	707,450
Loans and advances to customers	1,057,774	754,381	863,579	1,607,632	3,394,620	7,677,987
Derivative financial assets	50,293	-	-	-	-	50,293
Investment securities	-	-	-	-	-	-
- Financial instrument at FVTPL	473	1,312	7,505	758	1	10,050
- Debt instruments at amortised	47,504	24,253	920,150	331,537	939,419	2,262,863
- Debt instruments at FVOCI	30,771	49,481	81,615	184,174	64,609	410,649
Deferred tax Assets	-	-	-	-	-	-
Other Assets	14,315	71,577	57,262	6,075	-	149,229
<b>Total financial assets</b>	<b>1,908,580</b>	<b>901,005</b>	<b>1,930,111</b>	<b>3,352,360</b>	<b>4,398,650</b>	<b>12,490,705</b>
<b>Derivative assets</b>						
Trading :						
Gross settled	-	50,293	-	-	-	50,293
Net settled	-	-	-	-	-	-
	-	<b>50,293</b>	-	-	-	<b>50,293</b>
<b>Total financial assets</b>	<b>1,908,580</b>	<b>951,298</b>	<b>1,930,111</b>	<b>3,352,360</b>	<b>4,398,650</b>	<b>12,540,999</b>
<b>Financial liabilities</b>						
<b>Non-derivative liabilities</b>						
Customer deposits	693,572	544,988	944,385	2,011,368	2,103,268	6,297,581
Other liabilities	149,707	161,252	180,218	147,039	401,977	1,040,193
Debt issued and other borrowed funds	291	80,149	120,223	776,358	128,297	1,105,319
	843,571	786,389	1,244,826	2,934,765	2,633,542	8,443,093
<b>Derivative Liabilities</b>						
Trading :						
Gross settled	-	-	-	-	-	-
Net settled	-	-	-	-	-	-
	-	-	-	-	-	-
<b>Total financial liabilities</b>	<b>843,571</b>	<b>786,389</b>	<b>1,244,826</b>	<b>2,934,765</b>	<b>2,633,542</b>	<b>8,443,093</b>
<b>Gap (assets-liabilities)</b>	<b>1,065,009</b>	<b>164,909</b>	<b>685,284</b>	<b>417,595</b>	<b>1,765,108</b>	<b>-</b>
<b>Cumulative liquidity gap</b>	<b>1,065,009</b>	<b>1,229,918</b>	<b>1,915,202</b>	<b>2,332,797</b>	<b>4,097,905</b>	<b>-</b>
<b>Financial Guarantee Contracts:</b>						
Performance bonds and guarantees	56,194	61,865	304,845	406,985	182,463	1,012,354
Letters of credit	252,570	292,634	218,731	-	-	763,934
	<b>308,764</b>	<b>354,499</b>	<b>523,576</b>	<b>406,985</b>	<b>182,463</b>	<b>1,776,288</b>

**Enterprise Risk Management- continued**

**3.3.2 Maturity Analysis - continued**

	Up to 1 month	1-3 months	3-12 months	1-5 years	Over 5 years	Total
<b>31 December 2023</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
Restricted balances with central bank	-	-	-	1,174,398	-	1,174,398
Cash and Cash equivalents	362,530	21,172	-	-	-	383,702
Loans and advances to customers	235,975	515,799	867,353	1,001,318	2,013,800	4,634,245
Derivative financial assets	-	-	-	-	-	-
Investment securities	-	-	-	-	-	-
- Financial instrument at FVTPL	77	317	6,931	1,001	4,215	12,540
- Debt instruments at amortised	951	44,292	417,381	339,063	1,017,731	1,819,418
- Debt instruments at FVOCI	23,622	61,401	121,127	40,236	35,132	281,519
Deferred tax Assets	-	-	-	-	-	-
Other Assets	39,589	199,524	166,432	-	-	405,545
<b>Total financial assets</b>	<b>662,744</b>	<b>842,505</b>	<b>1,579,225</b>	<b>2,556,016</b>	<b>3,070,877</b>	<b>8,711,367</b>
<b>Derivative assets</b>						
Trading :						
Gross settled		10,723		-	-	10,723
Net settled						
	-	10,723	-	-	-	10,723
<b>Total financial assets</b>	<b>662,744</b>	<b>853,228</b>	<b>1,579,225</b>	<b>2,556,016</b>	<b>3,070,877</b>	<b>8,722,090</b>
<b>Financial liabilities</b>						
<b>Non-derivative liabilities</b>						
Customer deposits	337,757	496,625	657,113	1,328,011	1,389,284	4,208,791
Other liabilities	122,415	172,796	248,943	360,566	281,890	1,186,609
Debt issued and other borrowed funds	85	303,773	53,379	520,491	49,049	926,777
	<b>460,257</b>	<b>973,195</b>	<b>959,434</b>	<b>2,209,068</b>	<b>1,720,223</b>	<b>6,322,177</b>
<b>Derivative Liabilities</b>						
Trading :						
Gross settled	-	-	-	-	-	-
Net settled						
	-	-	-	-	-	-
<b>Total financial liabilities</b>	<b>460,257</b>	<b>973,195</b>	<b>959,434</b>	<b>2,209,068</b>	<b>1,720,223</b>	<b>6,322,177</b>
<b>Gap (assets-liabilities)</b>	<b>202,487</b>	<b>(119,966)</b>	<b>619,791</b>	<b>346,948</b>	<b>1,350,654</b>	
<b>Cumulative liquidity gap</b>	<b>202,487</b>	<b>82,521</b>	<b>702,312</b>	<b>1,049,259</b>	<b>2,399,913</b>	
<b>Financial Guarantee Contracts:</b>						
Performance bonds and guarantees	38,303	132,311	284,455	169,511	106,200	730,779
Letters of credit	91,580	127,638	177,868	16,276	-	413,362
<b>Total</b>	<b>129,883</b>	<b>259,949</b>	<b>462,323</b>	<b>185,786</b>	<b>106,200</b>	<b>1,144,141</b>

**Enterprise Risk Management- continued**

**3.3.2 Maturity Analysis - continued**

**Bank**

	Up to 1 month	1-3 months	3-12 months	1-5 years	Over 5 years	Total
<b>31 December 2024</b>	N'million	N'million	N'million	N'million	N'million	N'million
<b>Non-derivative assets</b>						
Restricted balances with central bank	-	-	-	1,586,350	-	1,586,350
Cash and Cash equivalents	506,580	-	-	-	-	506,580
Loans and advances to customers	826,365	720,468	850,047	1,575,936	3,376,248	7,349,064
Derivative financial assets	-	-	-	-	-	-
Investment securities	-	-	-	-	-	-
- Financial instrument at FVTPL	473	1,312	7,505	758	1	10,050
- Debt instruments at amortised	47,504	24,253	920,150	331,537	939,419	2,262,863
- Debt instruments at FVOCI	1	6,604	81,615	184,174	64,609	337,003
Other Assets	14,315	71,577	57,262	-	-	143,154
<b>Total financial assets</b>	<b>1,395,238</b>	<b>824,215</b>	<b>1,916,578</b>	<b>3,678,755</b>	<b>4,380,278</b>	<b>12,195,064</b>
<b>Derivative assets</b>						
Trading :						
Gross settled	-	50,292	-	-	-	50,292
Net settled	-	-	-	-	-	-
	-	<b>50,292</b>	-	-	-	<b>50,292</b>
<b>Total financial assets</b>	<b>1,395,238</b>	<b>874,507</b>	<b>1,916,578</b>	<b>3,678,755</b>	<b>4,380,278</b>	<b>12,245,356</b>
<b>Financial liabilities</b>						
<b>Non-derivative liabilities</b>						
Customer deposits	516,144	485,881	862,192	1,998,773	2,103,268	5,966,258
Other liabilities	148,926	161,252	176,267	147,039	401,977	1,035,461
Debt issued and other borrowed funds	291	80,149	120,223	776,358	128,297	1,105,319
	665,362	727,281	1,158,683	2,922,170	2,633,542	8,107,038
<b>Derivative Liabilities</b>						
Trading :						
Gross settled	-	-	-	-	-	-
Net settled	-	-	-	-	-	-
	-	-	-	-	-	-
<b>Total financial liabilities</b>	<b>665,362</b>	<b>727,281</b>	<b>1,158,683</b>	<b>2,922,170</b>	<b>2,633,542</b>	<b>8,107,038</b>
<b>Gap (assets-liabilities)</b>	<b>729,877</b>	<b>147,226</b>	<b>757,896</b>	<b>756,584</b>	<b>1,746,735</b>	<b>-</b>
<b>Cumulative liquidity gap</b>	<b>729,877</b>	<b>877,102</b>	<b>1,634,998</b>	<b>2,391,583</b>	<b>4,138,318</b>	<b>-</b>
<b>Financial Guarantee Contracts:</b>						
Performance bonds and guarantees	56,194	61,865	304,845	406,985	182,463	1,012,354
Letters of credit	225,990	292,634	218,731	-	-	737,355
	<b>282,185</b>	<b>354,499</b>	<b>523,576</b>	<b>406,985</b>	<b>182,463</b>	<b>1,749,709</b>



	Up to 1 month	1-3 months	3-12 months	1-5 years	Over 5 years	Total
31 December 2023	N'million	N'million	N'million	N'million	N'million	N'million
Restricted balances with central bank	-	-	-	1,174,398	-	1,174,398
Cash and Cash equivalents	362,530	14,390	-	-	-	376,920
Loans and advances to customers	235,975	515,799	867,353	1,001,318	2,013,800	4,634,245
Derivative financial assets	-	-	-	-	-	-
Investment securities	-	-	-	-	-	-
- Financial instrument at FVTPL	77	317	6,931	1,001	4,215	12,540
- Debt instruments at amortised	951	44,292	417,381	339,063	1,017,731	1,819,418
- Debt instruments at FVOCI	23,622	21,402	121,127	40,236	35,132	241,520
Other Assets	39,589	197,946	166,432	-	-	403,968
<b>Total financial assets</b>	<b>662,744</b>	<b>794,146</b>	<b>1,579,225</b>	<b>2,556,016</b>	<b>3,070,877</b>	<b>8,663,008</b>
<b>Derivative assets</b>						
Trading :						
Gross settled		10,723		-	-	10,723
Net settled						
	-	10,723	-	-	-	10,723
<b>Total financial assets</b>	<b>662,744</b>	<b>804,869</b>	<b>1,579,225</b>	<b>2,556,016</b>	<b>3,070,877</b>	<b>8,673,731</b>
<b>Financial liabilities</b>						
<b>Non-derivative liabilities</b>						
Customer deposits	337,757	373,604	657,113	1,328,011	1,389,284	4,085,770
Other liabilities	122,415	170,073	248,943	360,566	281,890	1,183,887
Debt issued and other borrowed funds	85	61,998	53,379	520,491	49,049	685,002
	460,257	605,676	959,434	2,209,068	1,720,223	5,954,658
<b>Derivative Liabilities</b>						
Trading :						
Gross settled	-	-	-	-	-	-
Net settled						
	-	-	-	-	-	-
<b>Total financial liabilities</b>	<b>460,257</b>	<b>605,676</b>	<b>959,434</b>	<b>2,209,068</b>	<b>1,720,223</b>	<b>5,954,658</b>
<b>Gap (assets-liabilities)</b>	<b>202,487</b>	<b>199,193</b>	<b>619,791</b>	<b>346,948</b>	<b>1,350,654</b>	
<b>Cumulative liquidity gap</b>	<b>202,487</b>	<b>401,680</b>	<b>1,021,471</b>	<b>1,368,419</b>	<b>2,719,073</b>	
<b>Financial Guarantee Contracts:</b>						
Performance bonds and guarantees	38,303	132,311	284,455	169,511	106,200	730,779
Letters of credit	91,580	127,638	177,868	16,276	-	413,362
<b>Total</b>	<b>129,883</b>	<b>259,949</b>	<b>462,323</b>	<b>185,786</b>	<b>106,200</b>	<b>1,144,141</b>

**Enterprise Risk Management- continued**

**3.4 Market Risk**

The Group takes on exposure to market risks, which is the risk that the fair value or future cash flows of a financial instrument will be adversely affected by changes in market prices such as interest rates, foreign exchange rates, equity prices and commodity prices.

**3.4.1 Management of Market Risk**

Essentially, the banking business is subject to the risk that financial market prices and rates will move and result in profits or losses for us. Market risk arises from the probability of adverse movements in financial market prices and rates. The Group's definition of financial market prices in this regard refer to interest rates, equity prices, foreign exchange rates, commodity prices, the correlations among them and their levels of volatility. Interest rate and equity price risks consist of two components each: general risk, which describes value changes due to general market movements, and specific risk which has issuer-related causes.

The Group assumes market risk in both the Group's trading and non-trading activities. The Group underwrite market risks by making markets and taking proprietary positions in the inter-bank, bonds, foreign exchange and other security markets. The Group separates its market risk exposures between the trading and the banking books. Overall authority and management of market risk in the Group is invested on the Assets and Liability Management Committee (ALCO).

The Board approves the Group's Market Risk Management policy and performs its oversight management role through the Board Risk Management Committee (BRMC).The Group's trading strategy evolves from its business strategy, and is in line with its risk appetite. The Group's Market Risk division manages the Group's market risk in line with established risk limits, which are measured, monitored and reported periodically. Established risk limits, which are monitored on a daily basis by the Group's Market Risk group, include intraday, daily devaluation for currency positions, net open position, dealers', deposit placement, stop loss, duration and management action trigger limits. Daily positions of the Group's trading books are marked-to-market to enable it obtain an accurate view of its trading portfolio exposures. Financial market prices used in the mark-to-market exercise are independently verified by the Market Risk division with regular reports prepared at different levels to reflect volatility of the Groups earnings

**3.4.2 Foreign Exchange Risk**

The Bank takes on exposure to the effects of fluctuations in the prevailing foreign currency exchange rates on its financial position and cash flows. The Board sets limits on the level of exposure by currency and its aggregate for both overnight and intra-day positions, which are monitored daily.

The table below summarises the Bank's exposure to foreign currency exchange risk at 31 December 2024.

Group	31 December 2024				
	USD N'million	GBP N'million	Euro N'million	Naira N'million	Total N'million
<b>Financial assets</b>					
Restricted balances with central bank	-	-	-	1,586,350	1,586,350
Cash and Cash equivalents	340,534	32,675	48,182	92,612	514,003
Loans and advances to customers	2,508,625	782	3,931	1,873,770	4,387,108
Derivative assets	50,292	-	-	-	50,292
Investment securities:					
- Financial assets at FVTPL	-	-	-	5,113	5,113
- Debt instruments at FVOCI	4,775	4,757	-	108,150	117,682
- Equity instruments at FVOCI	21,401	-	-	48,234	69,635
- Debt instruments at amortised cost	-	-	-	1,552,347	1,552,347
Other financial assets	834,983	4,358	293	(517,635)	321,999
	<b>3,760,611</b>	<b>42,571</b>	<b>52,406</b>	<b>4,748,941</b>	<b>8,604,528</b>
<b>Financial liabilities</b>					
Customer deposits	2,542,276	309,496	33,365	3,051,926	5,937,064
Derivative liabilities	-	-	-	-	-
Other liabilities	433,576	4,556	4,123	658,958	1,101,213
Debt issued and other borrowed funds	750,163	-	-	179,432	929,595
	<b>3,726,015</b>	<b>314,052</b>	<b>37,488</b>	<b>3,890,316</b>	<b>7,967,872</b>
Net on balance sheet position	34,595	(271,481)	14,917	858,625	636,656
Net exposure	<b>34,595</b>	<b>(271,481)</b>	<b>14,917</b>	<b>858,625</b>	<b>636,656</b>

**Enterprise Risk Management- continued**

**Sensitivity Analysis of Foreign Currency Statement of Financial Position**

Currency	USD N'million	GBP N'million	Euro N'million
Net effect on Statement of Financial Position	34,595	(271,481)	14,917
Closing Exchange Rate (Naira/ Currency)	1,549	1,919	1,591
10% Currency Depreciation (+)	1,704	2,111	1,750
Net effect of depreciation on Profit or loss (pre-tax)	3,460	(27,148)	1,492
10% Currency Appreciation (-)	1,394	1,727	1,432
Net effect of appreciation on Profit or loss (pre-tax)	(3,460)	27,148	(1,492)

The table below summarises the Bank's exposure to foreign currency exchange risk at 31 December 2023.

	31 December 2023				
	USD N'million	GBP N'million	Euro N'million	Naira N'million	Total N'million
<b>Financial assets</b>					
Restricted balances with central bank	-	-	-	1,174,398	1,174,398
Cash and Cash equivalents	199,832	8,017	20,850	147,897	376,595
Loans and advances to customers	1,425,087	4,460	10,508	1,522,343	2,962,397
Derivative financial assets	10,723				10,723
Investment securities:					
- Financial assets at FVTPL	-	-	-	7,684	7,684
- Debt instruments at FVOCI	18,495	-	-	169,066	187,561
- Equity instruments at FVOCI	9,507	-	-	95,446	104,953
- Debt instruments at amortised cost	-	-	-	818,803	818,803
Other financial assets	355,347	11,442	813	23,789	391,391
	<b>2,018,991</b>	<b>23,919</b>	<b>32,171</b>	<b>3,959,425</b>	<b>6,034,506</b>
<b>Financial liabilities</b>					
Customer deposits	1,243,428	24,752	20,523	2,638,139	3,926,842
Derivative financial liabilities	-				-
Other liabilities	247,342	2,138	2,138	882,256	1,133,874
Debt issued and other borrowed funds	511,458			65,570	577,028
	<b>2,002,228</b>	<b>26,890</b>	<b>22,660</b>	<b>3,585,966</b>	<b>5,637,744</b>
Net exposure	16,763	(2,971)	9,510	373,460	396,762

**Sensitivity Analysis of Foreign Currency Statement of Financial Position**

Currency	USD N'million	GBP N'million	Euro N'million
Net effect on Statement of Financial Position	16,763	(2,971)	9,510
Closing Exchange Rate (Naira/ Currency)	952	1,140	991
1% Currency Depreciation (+)	961	1,152	1,001
Net effect of depreciation on Profit or loss	168	(30)	95
1% Currency Appreciation (-)	942	1,129	981
Net effect of appreciation on Profit or loss	(168)	30	(95)

**Bank**

	31 December 2024				
	USD N'million	GBP N'million	Euro N'million	Naira N'million	Total N'million
<b>Financial assets</b>					
Restricted balances with central bank	-	-	-	1,586,350	1,586,350
Cash and Cash equivalents	340,534	24,715	47,527	92,555	505,331
Loans and advances to customers	2,467,567	782	3,931	1,873,770	4,346,049
Derivative assets	50,292				50,292
Investment securities:					
- Financial assets at FVTPL	-	-	-	5,113	5,113
- Debt instruments at FVOCI	4,775	-	-	108,150	112,925
- Equity instruments at FVOCI	21,401	-	-	48,234	69,635
- Debt instruments at amortised cost	-	-	-	1,552,347	1,552,347
Other assets	834,983	(367)	213	(517,635)	317,195
	<b>3,719,552</b>	<b>25,130</b>	<b>51,671</b>	<b>4,748,884</b>	<b>8,545,237</b>

**Enterprise Risk Management- continued**

**Financial liabilities**

Customer deposits	2,542,276	32,895	33,217	3,051,926	5,660,315
Derivative liabilities	-				-
Other liabilities	433,576	199	4,119	658,958	1,096,851
Debt issued and other borrowed funds	750,163			179,432	929,595
	<b>3,726,015</b>	<b>33,094</b>	<b>37,336</b>	<b>3,890,316</b>	<b>7,686,761</b>
Net on balance sheet position	(6,463)	(7,963)	14,335	858,568	858,476
Net exposure	<b>(6,463)</b>	<b>(7,963)</b>	<b>14,335</b>	<b>858,568</b>	<b>858,476</b>

**Sensitivity Analysis of Foreign Currency Statement of Financial Position**

Currency	USD N'million	GBP N'million	Euro N'million
Net effect on Statement of Financial Position	(6,463)	(7,963)	14,335
Closing Exchange Rate (Naira/ Currency)	1,549	1,919	1,591
10% Currency Depreciation (+)	1,704	2,111	1,750
Net effect of depreciation on Profit or loss (pre-tax)	(646)	(796)	1,433
10% Currency Appreciation (-)	1,394	1,727	1,432
Net effect of appreciation on Profit or loss (pre-tax)	646	796	(1,433)

The table below summarises the Bank's exposure to foreign currency exchange risk at 31 December 2023.

	31 December 2023				
	USD N'million	GBP N'million	Euro N'million	Naira N'million	Total N'million
<b>Financial assets</b>					
Restricted balances with central bank	-	-	-	1,174,398	1,174,398
Cash and Cash equivalents	199,832	8,017	20,850	147,897	376,595
Loans and advances to customers	1,425,087	4,460	10,508	1,522,343	2,962,397
Derivative financial assets	10,723				10,723
Investment securities:					
- Financial assets at FVTPL	-	-	-	7,684	7,684
- Debt instruments at FVOCI	18,495	-	-	169,066	187,561
- Equity instruments at FVOCI	9,507	-	-	95,446	104,953
- Debt instruments at amortised cost	-	-	-	818,803	818,803
Other financial assets	355,347	11,442	813	23,789	391,391
	<b>2,018,991</b>	<b>23,919</b>	<b>32,171</b>	<b>3,959,425</b>	<b>6,034,506</b>
<b>Financial liabilities</b>					
Customer deposits	1,243,428	24,752	20,523	2,638,139	3,926,842
Derivative financial liabilities	-				-
Other liabilities	247,342	2,138	2,138	882,256	1,133,874
Debt issued and other borrowed funds	511,458			65,570	577,028
	<b>2,002,228</b>	<b>26,890</b>	<b>22,660</b>	<b>3,585,966</b>	<b>5,637,744</b>
Net exposure	16,763	(2,971)	9,510	373,460	396,762

**Sensitivity Analysis of Foreign Currency Statement of Financial Position**

Currency	USD N'million	GBP N'million	Euro N'million
Net effect on Statement of Financial Position	16,763	(2,971)	9,510
Closing Exchange Rate (Naira/ Currency)	952	1,140	991
1% Currency Depreciation (+)	961	1,152	1,001
Net effect of depreciation on Profit or loss	168	(30)	95
1% Currency Appreciation (-)	942	1,129	981
Net effect of appreciation on Profit or loss	(168)	30	(95)

The Bank's exposure to foreign exchange risk is largely concentrated in USD. Movement in the exchange rate between the foreign currencies and the Nigerian naira affects reported earnings through revaluation gain or loss and the statement of financial position through an increase or decrease in the revalued amounts of financial assets and liabilities denominated in foreign currencies.

**Enterprise Risk Management- continued**

**3.4.3 Interest Rate Risk**

The table below summarises the Bank's interest rate gap position on non-trading portfolios:

<b>Group</b>	<b>Carrying amount</b>	<b>Variable interest</b>	<b>Fixed interest</b>	<b>Non interest- bearing</b>
<b>31 December 2024</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
<b>Financial assets</b>				
Restricted balances with central bank	1,586,350	-	-	1,586,350
Cash and Cash equivalents	964,142	-	15,574	948,568
Loans and advances to customers	4,387,108	1,146,682	3,240,427	-
Derivative assets	50,293	-	-	50,293
Investment securities	-	-	-	-
- Financial assets at FVTPL	5,113	-	5,113	-
- Debt instruments at FVOCI	186,571	-	186,571	-
- Debt instruments at amortised cost	1,552,347	-	1,552,347	-
Other financial assets	143,154	-	-	143,154
	<b>8,875,078</b>	<b>1,146,682</b>	<b>5,000,031</b>	<b>2,728,365</b>
<b>Financial liabilities</b>				
Customer deposits	5,937,064	-	2,543,551	3,393,513
Derivative liabilities	-	-	-	-
Other liabilities	938,776	-	344,800	593,976
Debts issued and other borrowed funds	929,595	124,484	805,111	-
	<b>7,805,435</b>	<b>124,484</b>	<b>3,693,462</b>	<b>3,987,489</b>
	<b>Carrying amount</b>	<b>Variable interest</b>	<b>Fixed interest</b>	<b>Non interest- bearing</b>
	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
<b>31 December 2023</b>				
<b>Financial assets</b>				
Restricted balances with central bank	1,174,398	-	-	1,174,398
Cash and Cash equivalents	376,595	-	32,356	344,239
Loans and advances to customers	2,962,397	647,617	2,314,780	-
Derivative assets	10,723	-	-	10,723
Investment securities	-	-	-	-
- Financial assets at FVTPL	7,684	-	7,684	-
- Debt instruments at FVOCI	187,561	-	187,561	-
- Debt instruments at amortised cost	818,803	-	818,803	-
Other financial assets	391,391	-	-	391,391
	<b>5,929,553</b>	<b>647,617</b>	<b>3,361,185</b>	<b>1,920,751</b>
<b>Financial liabilities</b>				
Customer deposits	3,926,842	-	1,574,066	2,352,776
Derivative financial liabilities	-	-	-	-
Other liabilities	1,133,874	-	443,736	690,138
Debts issued and other borrowed funds	577,028	83,337	493,691	-
	<b>5,637,744</b>	<b>83,337</b>	<b>2,511,493</b>	<b>3,042,914</b>
	<b>Carrying amount</b>	<b>Variable interest</b>	<b>Fixed interest</b>	<b>Non interest- bearing</b>
	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
<b>Bank</b>				
<b>31 December 2024</b>				
<b>Financial assets</b>				
Restricted balances with central bank	1,586,350	-	-	1,586,350
Cash and Cash equivalents	505,331	-	15,574	489,757
Loans and advances to customers	4,346,049	1,091,675	3,254,375	-
Derivative assets	50,292	-	-	50,292
Investment securities	-	-	-	-
- Financial assets at FVTPL	5,113	-	5,113	-
- Debt instruments at FVOCI	112,925	-	112,925	-
- Debt instruments at amortised cost	1,552,347	-	1,552,347	-
Other financial assets	143,154	-	-	143,154
	<b>8,301,561</b>	<b>1,091,675</b>	<b>4,940,333</b>	<b>2,269,553</b>
<b>Financial liabilities</b>				
Customer deposits	5,660,315	-	2,266,802	3,393,513
Derivative liabilities	-	-	-	-
Other liabilities	978,435	-	384,459	593,976
Debts issued and other borrowed funds	929,595	124,484	805,111	-
	<b>7,568,345</b>	<b>124,484</b>	<b>3,456,372</b>	<b>3,987,489</b>

**Enterprise Risk Management- continued**

	Carrying amount	Variable interest	Fixed interest	Non interest- bearing
	N'million	N'million	N'million	N'million
<b>31 December 2023</b>				
<b>Financial assets</b>				
Restricted balances with central bank	1,174,398	-	-	1,174,398
Cash and Cash equivalents	376,595	-	32,356	344,239
Loans and advances to customers	2,962,397	647,617	2,314,780	-
Derivative assets	10,723	-	-	10,723
Investment securities	-	-	-	-
- Financial assets at FVTPL	7,684	-	7,684	-
- Debt instruments at FVOCI	187,561	-	187,561	-
- Debt instruments at amortised cost	818,803	-	818,803	-
Other financial assets	391,391	-	-	391,391
	<b>5,929,553</b>	<b>647,617</b>	<b>3,361,185</b>	<b>1,920,751</b>
<b>Financial liabilities</b>				
Customer deposits	3,926,842	-	1,574,066	2,352,776
Derivative financial liabilities	-	-	-	-
Other liabilities	1,133,874	-	443,736	690,138
Debts issued and other borrowed funds	577,028	83,337	493,691	-
	<b>5,637,744</b>	<b>83,337</b>	<b>2,511,493</b>	<b>3,042,914</b>

**(a) Interest Rate Sensitivity**

**Total interest repricing gap**

The repricing gap details each time the interest rates are expected to change.

**Group**

	Less than 3 months	3-6 months	6-12 months	1-5 years	More than 5 years	Total rate sensitive
	N'million	N'million	N'million	N'million	N'million	N'million
<b>31 December 2024</b>						
<b>Financial assets</b>						
Restricted balances with central bank	-	-	-	-	-	-
Cash and Cash equivalents	707,450	-	-	-	-	707,450
Loans and advances to customers	1,070,110	1,029,742	222,498	813,043	1,251,715	4,387,108
Derivative financial assets	-	-	-	-	-	-
Investment securities	-	-	-	-	-	-
- Financial assets at FVTPL	785	-	1,004	3,041	283	5,113
- Debt instruments at FVOCI	48,106	42,876	22,167	67,165	6,257	186,571
- Debt instruments at amortised cost	231,843	76,299	779,995	95,803	369,825	1,553,765
<b>Total assets</b>	<b>2,058,294</b>	<b>1,148,917</b>	<b>1,025,664</b>	<b>979,051</b>	<b>1,628,080</b>	<b>6,840,007</b>
<b>Financial liabilities</b>						
Customer deposits	524,409	236,136	178,125	758,105	744,315	2,441,090
Derivative Financial Liabilities	-	-	-	-	-	-
Other liabilities	6,993	4,717	30,241	137,822	207,173	386,945
Debts issued and other borrowed funds	22,766	44,591	713,241	101,217	47,780	929,595
<b>Total liabilities</b>	<b>554,168</b>	<b>285,444</b>	<b>921,607</b>	<b>997,144</b>	<b>999,267</b>	<b>3,757,631</b>
<b>Net financial assets/(liabilities)</b>	<b>1,504,126</b>	<b>863,473</b>	<b>104,058</b>	<b>(18,093)</b>	<b>628,812</b>	<b>3,082,376</b>
<b>31 December 2023</b>						
<b>Financial assets</b>						
Restricted balances with central bank	-	-	-	-	-	-
Cash and Cash equivalents	32,356	-	-	-	-	32,356
Loans and advances to customers	731,685	192,738	567,164	669,822	800,987	2,962,397
Derivative financial assets	-	-	-	-	-	-
Investment securities	-	-	-	-	-	-
- Financial assets at FVTPL	5,627	28	758	863	407	7,684
- Debt instruments at FVOCI	83,160	10,048	27,161	17,249	49,943	187,561
- Debt instruments at amortised cost	532,148	-	61,227	17,836	207,592	818,804
<b>Total assets</b>	<b>1,384,977</b>	<b>202,814</b>	<b>656,310</b>	<b>705,771</b>	<b>1,058,929</b>	<b>4,008,801</b>

**3.4.3 Interest Rate Risk- continued**

<b>Financial liabilities</b>						
Customer deposits	276,822	117,231	102,541	538,960	538,512	1,574,066
Derivative Financial Liabilities						-
Other liabilities	7,529	15,661	23,492	161,931	235,123	443,736
Debts issued and other borrowed funds	61,683	28,594	-	444,271	42,480	577,028
<b>Total liabilities</b>	<b>346,034</b>	<b>161,485</b>	<b>126,033</b>	<b>1,145,162</b>	<b>816,115</b>	<b>2,594,830</b>
<b>Net financial assets and liabilities</b>	<b>1,038,943</b>	<b>41,329</b>	<b>530,277</b>	<b>(439,391)</b>	<b>242,815</b>	<b>1,413,972</b>

**(b) INTEREST RATE SENSITIVITY ANALYSIS ON VARIABLE RATES INSTRUMENTS ON PROFIT AND EQUITY**

**31 December 2024**

<b>Asset with variable interest rate</b>	<b>Increase/ Decrease in bp</b>	<b>Amount</b>	<b>Effect of increase by 200bp on Profit</b>	<b>Effect of decrease by 200bp on Profit</b>	<b>Effect of increase by 200bp on Equity</b>	<b>Effect of decrease by 200bp on Equity</b>
		<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
Loans and advances to customers	+200bp/-200	1,146,682	22,934	(22,934)	22,934	(22,934)
Debts issued and other borrowed funds	+200bp/-200	124,484	(2,490)	2,490	(2,490)	2,490

**(b) INTEREST RATE SENSITIVITY ANALYSIS ON VARIABLE RATES INSTRUMENTS ON PROFIT AND EQUITY**

**31 December 2023**

<b>Asset with variable interest rate</b>	<b>Increase/De crease in bp</b>	<b>Amount</b>	<b>Effect of increase by 200bp on Profit</b>	<b>Effect of decrease by 200bp on Profit</b>	<b>Effect of increase by 200bp on Equity</b>	<b>Effect of decrease by 200bp on Equity</b>
		<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
Loans and advances to customers	+/-200bp	647,617	12,952	(12,952)	12,952	(12,952)
Debts issued and other borrowed funds	+/-200bp	83,337	(1,667)	1,667	(1,667)	1,667

**(c) INTEREST RATE SENSITIVITY ANALYSIS ON FIXED RATE INSTRUMENTS ON PROFIT AND EQUITY**

**31 December 2024**

<b>Asset with variable interest rate</b>	<b>Increase/De crease in bp</b>	<b>Amount</b>	<b>Effect of increase by 200bp on Equity</b>	<b>Effect of decrease by 200bp on Equity</b>	<b>Effect of increase by 200bp on Equity</b>	<b>Effect of decrease by 200bp on Equity</b>
		<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
Investments:						
-Financial assets measured at FVTPL	+/-200bp	5,113	102	(102)	102	(102)
-Debt instruments at FVOCI*	+/-200bp	186,571	-	-	3,731	(3,731)

**31 December 2023**

<b>Asset with variable interest rate</b>	<b>Increase/De crease in bp</b>	<b>Amount</b>	<b>Effect of increase by 200bp on Profit</b>	<b>Effect of decrease by 200bp on Profit</b>	<b>Effect of increase by 200bp on Equity</b>	<b>Effect of decrease by 200bp on Equity</b>
		<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
Investments:						
-Financial assets held for trading	+/-200bp	7,684	154	(154)	154	(154)
-Debt instruments at FVOCI*	+/-200bp	187,561	-	-	3,751	(3,751)

**Enterprise Risk Management- continued**

**Bank**

<b>31 December 2024</b>	<b>Less than 3</b>				<b>More than 5</b>	<b>Total rate</b>
<b>Financial assets</b>	<b>months</b>	<b>3-6 months</b>	<b>6-12 months</b>	<b>1-5 years</b>	<b>years</b>	<b>sensitive</b>
	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
Restricted balances with central bank	-	-	-	-	-	-
Cash and Cash equivalents	15,574		-			15,574
Loans and advances to customers	1,048,689	1,029,314	208,966	781,347	1,277,733	4,346,049
Derivative financial assets	-					-
Investment securities						-
- Financial assets at FVTPL	785	-	1,004	3,041	283	5,113
- Debt instruments at FVOCI	17,336	-	22,167	67,165	6,257	112,925
- Debt instruments at amortised cost	231,843	76,299	779,995	95,803	369,825	1,553,765
<b>Total assets</b>	<b>1,314,227</b>	<b>1,105,613</b>	<b>1,012,132</b>	<b>947,355</b>	<b>1,654,098</b>	<b>6,033,426</b>
<b>Financial liabilities</b>						
Customer deposits	460,398	175,987	140,591	745,511	744,315	2,266,802
Derivative Financial Liabilities						-
Other liabilities	6,993	4,717	30,241	135,335	207,173	384,459
Debts issued and other borrowed funds	22,766	44,591	713,241	101,217	47,780	929,595
<b>Total liabilities</b>	<b>490,157</b>	<b>225,295</b>	<b>884,073</b>	<b>982,064</b>	<b>999,267</b>	<b>3,580,856</b>
<b>Net financial assets/(liabilities)</b>	<b>824,070</b>	<b>880,318</b>	<b>128,059</b>	<b>(34,708)</b>	<b>654,831</b>	<b>2,452,569</b>

<b>31 December 2023</b>	<b>Less than 3</b>				<b>More than 5</b>	<b>Total rate</b>
<b>Financial assets</b>	<b>months</b>	<b>3-6 months</b>	<b>6-12 months</b>	<b>1-5 years</b>	<b>years</b>	<b>sensitive</b>
	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
Restricted balances with central bank	-	-	-	-	-	-
Cash and Cash equivalents	32,356		-			32,356
Loans and advances to customers	731,685	192,738	567,164	669,822	800,987	2,962,397
Derivative financial assets	-					-
Investment securities						-
- Financial assets at FVTPL	5,627	28	758	863	407	7,684
- Debt instruments at FVOCI	83,160	10,048	27,161	17,249	49,943	187,561
- Debt instruments at amortised cost	532,148	-	61,227	17,836	207,592	818,804
<b>Total assets</b>	<b>1,384,977</b>	<b>202,814</b>	<b>656,310</b>	<b>705,771</b>	<b>1,058,929</b>	<b>4,008,801</b>
<b>Financial liabilities</b>						
Customer deposits	276,822	117,231	102,541	538,960	538,512	1,574,066
Derivative Financial Liabilities						-
Other liabilities	7,529	15,661	23,492	161,931	235,123	443,736
Debts issued and other borrowed funds	61,683	28,594	-	444,271	42,480	577,028
<b>Total liabilities</b>	<b>346,034</b>	<b>161,485</b>	<b>126,033</b>	<b>1,145,162</b>	<b>816,115</b>	<b>2,594,830</b>
<b>Net financial assets and liabilities</b>	<b>1,038,943</b>	<b>41,329</b>	<b>530,277</b>	<b>(439,391)</b>	<b>242,815</b>	<b>1,413,972</b>



**Enterprise Risk Management- continued**

**(b) INTEREST RATE SENSITIVITY ANALYSIS ON VARIABLE RATES INSTRUMENTS ON PROFIT AND EQUITY**

**31 December 2024**

Asset with variable interest rate	Increase/ Decrease in bp	Amount	Effect of increase by 200bp on Profit	Effect of decrease by 200bp on Profit	Effect of increase by 200bp on Equity	Effect of decrease by 200bp on Equity
		N'million	N'million	N'million	N'million	N'million
Loans and advances to customers	+200bp/-200	1,091,675	21,833	(21,833)	21,833	(21,833)
Debts issued and other borrowed funds	+200bp/-200	124,484	(2,490)	2,490	(2,490)	2,490

**(b) INTEREST RATE SENSITIVITY ANALYSIS ON VARIABLE RATES INSTRUMENTS ON PROFIT AND EQUITY**

**31 December 2023**

Asset with variable interest rate	Increase/De crease in bp	Amount	Effect of increase by 200bp on Profit	Effect of decrease by 200bp on Profit	Effect of increase by 200bp on Equity	Effect of decrease by 200bp on Equity
		N'million	N'million	N'million	N'million	N'million
Loans and advances to customers	+/-200bp	647,617	12,952	(12,952)	12,952	(12,952)
Debts issued and other borrowed funds	+/-200bp	83,337	(1,667)	1,667	(1,667)	1,667

**(c) INTEREST RATE SENSITIVITY ANALYSIS ON FIXED RATE INSTRUMENTS ON PROFIT AND EQUITY**

**31 December 2024**

Asset with variable interest rate	Increase/De crease in bp	Amount	Effect of increase by 200bp on Equity	Effect of decrease by 200bp on Equity	Effect of increase by 200bp on Equity	Effect of decrease by 200bp on Equity
		N'million	N'million	N'million	N'million	N'million
Investments:						
-Financial assets measured at FVTPL	+/-200bp	5,113	102	(102)	102	(102)
-Debt instruments at FVOCI*	+/-200bp	112,925	-	-	2,259	(2,259)

**31 December 2023**

Asset with variable interest rate	Increase/De crease in bp	Amount	Effect of increase by 200bp on Profit	Effect of decrease by 200bp on Profit	Effect of increase by 200bp on Equity	Effect of decrease by 200bp on Equity
		N'million	N'million	N'million	N'million	N'million
Investments:						
-Financial assets held for trading	+/-200bp	7,684	154	(154)	154	(154)
-Debt instruments at FVOCI*	+/-200bp	187,561	-	-	3,751	(3,751)

\*Changes in the value of debt instruments at FVOCI will impact other comprehensive income (OCI) rather than profit.





**Financial Instruments Measured at Fair Value- continued**

**Group**

**31 December 2024**

	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Total</b>
	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
<b>Financial assets</b>				
<b>Assets measured at fair value</b>				
<b>Financial assets at FVTPL</b>				
- Federal Government bonds	331	-	-	-
- State Government bonds	-	-	-	-
- Treasury bills	4,782	-	-	-
- Placement	-	-	-	-
<b>Derivative financial assets</b>	-	-	<b>50,292</b>	50,292
<b>Debt instruments measured at FVOCI</b>				-
- Treasury bills	46,944	-	-	46,944
- Federal Government bonds	-	-	-	-
- State Government bonds	-	-	-	-
- Corporate bonds	-	-	-	-
<b>Equity instruments measured at FVOCI</b>	<b>3,773</b>	<b>37,777</b>	<b>63,403</b>	<b>104,953</b>
<b>Loans and Advances</b>				-
- Term loans	-	-	4,067,165	4,067,165
- Advances under finance lease	-	-	4,199	4,199
- Other loans	-	-	511,358	511,358
<b>Debt instruments at amortised cost</b>				-
- Treasury bills	-	1,079,081	-	1,079,081
- Federal Government bonds	-	-	449,392	449,392
- State Government bonds	-	-	10,027	10,027
- Corporate Bonds	-	-	-	-
<b>Financial liabilities at FVTPL</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Total</b>
	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
Derivative financial liabilities	-	-	-	-
<b>Financial liabilities for which fair values are disclosed</b>				-
<b>Financial liabilities carried at amortised cost</b>				-
Debt issued and other borrowed funds	-	-	929,595	929,595
Deposits from customers	-	-	5,660,315	5,660,315

The assets and liabilities not listed above are those that the carrying amount approximates the fair value as at the reporting date. These assets and liabilities have been excluded from the fair value table by hierarchy analysed

**31 December 2023**

	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Total</b>
	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
<b>Financial assets</b>				
<b>Assets measured at fair value</b>				
<b>Held for trading</b>				
- Federal Government bonds	-	-	-	-
- State Government bonds	-	1,023	-	1,023
- Treasury bills	-	6,661	-	6,661
- Placement	-	-	-	-
<b>Debt instruments measured at FVOCI</b>				-
- Treasury bills	-	153,028	-	153,028
- Federal Government bonds	-	17,714	-	17,714
- State Government bonds	-	5,897	-	5,897
- Corporate bonds	-	10,922	-	10,922
<b>Equity instruments measured at FVOCI</b>	<b>3,773</b>	<b>37,777</b>	<b>63,403</b>	<b>104,953</b>
<b>Loans and Advances</b>				-
- Term loans	-	-	2,707,023	2,707,023
- Advances under finance lease	-	-	9,380	9,380
- Other loans	-	-	245,994	245,994
<b>Derivative financial assets</b>	-	10,723	-	10,723

**Financial Instruments Measured at Fair Value- continued**

	Level 1	Level 2	Level 3	Total
	N'million	N'million	N'million	N'million
<b>Debt instruments at amortised cost</b>				-
- Treasury bills	-	404,734		404,734
- Federal Government bonds	-		393,591	393,591
- State Government bonds	-		5,103	5,103
- Corporate bonds	-		15,375	15,375
<b>Financial liabilities at FVTPL</b>				
Derivative financial liabilities	-	24,225	-	24,225
<b>Financial liabilities for which fair values are disclosed</b>				
<b>Financial liabilities carried at amortised cost</b>				-
Debt issued and other borrowed funds	-	-	577,028	577,028
Deposits from customers			1,364,702	1,364,702

The assets and liabilities not listed above are those that the carrying amount approximates the fair value as at the reporting date. These assets and liabilities have been excluded from the fair value table by hierarchy analysed

**Bank**

**31 December 2024**

	Level 1	Level 2	Level 3	Total
	N'million	N'million	N'million	N'million
<b>Financial assets</b>				
<b>Assets measured at fair value</b>				
<b>Financial assets at FVTPL</b>				
- Federal Government bonds	331		-	331
- State Government bonds	-		-	-
- Treasury bills	4,782		-	4,782
- Placement	-	-	-	-
<b>Derivative financial assets</b>	-		50,292	50,292
<b>Debt instruments measured at FVOCI</b>				
- Treasury bills	46,944		-	46,944
- Federal Government bonds	65,981		-	65,981
- State Government bonds	-	-	-	-
- Corporate bonds	-	-	-	-
<b>Equity instruments measured at FVOCI</b>	4,018	65,617		69,635
<b>Loans and Advances</b>				
- Term loans	-	-	4,025,798	4,025,798
- Advances under finance lease	-	-	4,199	4,199
- Other loans	-	-	511,325	511,325
<b>Debt instruments at amortised cost</b>				-
- Treasury bills	-	1,079,081	-	1,079,081
- Federal Government bonds	-		449,392	449,392
- State Government bonds	-		10,027	10,027
- Corporate Bonds	-		15,265	15,265
<b>Financial liabilities at FVTPL</b>	Level 1	Level 2	Level 3	Total
	N'million	N'million	N'million	N'million
Derivative financial liabilities	-	-	-	-
<b>Financial liabilities for which fair values are disclosed</b>				
<b>Financial liabilities carried at amortised cost</b>				
Debt issued and other borrowed funds	-	-	929,595	929,595
Deposits from customers			5,660,315	5,660,315

The assets and liabilities not listed above are those that the carrying amount approximates the fair value as at the reporting date. These assets and liabilities have been excluded from the fair value table by hierarchy analysed

**31 December 2023**

	Level 1	Level 2	Level 3	Total
	N'million	N'million	N'million	N'million
<b>Financial assets</b>				
<b>Assets measured at fair value</b>				
<b>Held for trading</b>				
- Federal Government bonds	-		-	-
- State Government bonds	-	1,023	-	1,023
- Treasury bills	-	6,661	-	6,661
- Placement	-	-	-	-

**Financial Instruments Measured at Fair Value- continued**

<b>Debt instruments measured at FVOCI</b>				-
- Treasury bills	-	153,028	-	153,028
- Federal Government bonds	-	17,714	-	17,714
- State Government bonds	-	5,897	-	5,897
- Corporate bonds	-	10,922		10,922
<b>Derivative financial assets</b>	-	10,723	-	10,723
<b>Equity instruments measured at FVOCI</b>	<b>3,773</b>	<b>37,777</b>	<b>63,403</b>	<b>104,953</b>
<b>Loans and Advances</b>				-
- Term loans	-	-	2,707,023	2,707,023
- Advances under finance lease	-	-	9,380	9,380
- Other loans	-	-	245,994	245,994
		<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>
		<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
<b>Debt instruments at amortised cost</b>				<b>Total</b>
- Treasury bills	-	404,734		404,734
- Federal Government bonds	-		393,591	393,591
- State Government bonds	-		5,103	5,103
- Corporate bonds	-		15,375	15,375
<b>Financial liabilities at FVTPL</b>				
Derivative financial liabilities	-	24,225	-	24,225
<b>Financial liabilities for which fair values are disclosed</b>				
Financial liabilities carried at amortised cost				-
Debt issued and other borrowed funds	-	-	577,028	577,028
Deposits from customers			1,364,702	1,364,702

The assets and liabilities not listed above are those that the carrying amount approximates the fair value as at the reporting date. These assets and liabilities have been excluded from the fair value table by hierarchy analysed

**(b) Fair Valuation Methods and Assumptions**

**(i) Cash and balances with central banks**

Cash and balances with central bank represent cash held with central banks of the various jurisdictions in which the Group operates. The fair value of these balances approximates their carrying amounts.

**(ii) Due from other banks**

Due from other banks represents balances with local and correspondence banks, inter-bank placements and items in the course of collection. The fair value of the current account balances, floating placements and overnight deposits approximates their carrying amounts.

**(iii) Derivatives**

The Group uses widely recognized valuation models for determining the fair value of common and simple financial instruments, such as interest rate and currency swaps that use only observable market data and require little judgement and estimation. Observable prices or model inputs are usually available in the market for listed debt and equity securities, exchange-traded derivatives and simple OTC derivatives such as interest rate swaps. Availability of observable market prices and model inputs reduces the need for management judgement and estimation and also reduces the uncertainty associated with determining fair values. Availability of observable markets prices and inputs varies depending on the products and markets and is prone to changes based on specific events and general conditions in the financial markets.

**(iv) Treasury Bills and Bonds**

Treasury bills represent short term instruments issued by the Central banks of the jurisdiction where the Group operates. The fair value of treasury bills are derived from the quoted yields, while the fair value of bonds are determined with reference to quoted prices in active markets for identical assets. For certain securities market prices cannot be readily obtained especially for illiquid Federal Government Bonds, State Government and Corporate Bonds. Some of the positions were marked to market while others were marked-to-model at 31 December 2024 and 31 December 2023 based on yields for identical assets.

**(v) Equity Securities**

The fair value of unquoted equity securities are determined based on the level of information available. The investment in unquoted entities is carried at fair value. They are measured at fair value using price multiples.

**(vi) Loans and Advances to customers**

Loans and advances are carried at amortised cost net of allowance for impairment. The estimated fair value of loans and advances represents the discounted amount of estimated future cash flows expected to be received. Expected cash flows are discounted at current market rates to determine fair value.

**(vii) Overdraft**

The management assessed that the fair value of Overdrafts approximate their carrying amounts largely due to the short-term maturities of these instruments.

**(viii) Other Assets**

Other assets represent monetary assets which usually has a short recycle period and as such the fair values of these balances approximate their carrying amount.

**(b) Fair Valuation Methods and Assumptions- continued**

**(ix) Deposits from banks and due to customers**

The estimated fair value of deposits with no stated maturity, which includes non-interest bearing deposits, is the amount repayable on demand. The estimated fair values of fixed interest-bearing deposits and borrowings are determined using a discounted cash flow model based on a current yield curve appropriate for the remaining term to maturity.

**(x) Other Liabilities**

Other liabilities represent monetary assets which usually has a short recycle period and as such the fair values of these balances approximate their carrying amount.

**(xi) Debt Issued And Other Borrowed Funds**

The fair value of the Group's Eurobond issued is derived from quoted market prices in active markets. The fair values of the Group's interest-bearing borrowings and loans are determined by using the DCF method using discount rate that reflects the issuer's borrowing rate as at the end of the reporting period. The fair value is determined by using discounted cashflow method.

**3.6 Operational Risk Management**

Operational risk is the potential for loss arising from inadequate or failed internal processes, people and systems or from external events. This definition includes legal and regulatory risk, but excludes strategic and reputational risk.

The scope of operational risk management in the Group covers risk exposures that may lead to unavailability of service, information deficiency, financial loss, increased costs, loss of professional reputation, failure to keep or increase market share, risks which result in the imposition of sanctions on the Group by regulators or legal proceedings against the Group by third parties.

- The event of Covid-19 situation made the Group put additional focus on several operational risk aspects, such as:
  - Business continuity plans to support our employees, customers and overall businesses.
  - Potential increase of cyber risk due to new conditions in business management and remote working. Our cyber security programme continued to be improved by strengthening detection, response and protection mechanisms.
  - Increase in technological support in order to ensure adequate customer service and correct performance of our services, especially in online banking and call centres.

**Organizational Set-up**

Operational Risk Management is an independent risk management function within Fidelity Bank group. The Operational Risk & Service Measurements Committee is the main decision-making committee for all operational risk management matters and approves the Group's standards for identification, measurement, assessment, reporting and monitoring of operational risk. Operational Risk Management is responsible for defining the operational risk framework and related policies while the responsibility for implementing the framework day-to-day operational risk management lies with the Group's business and support units. Based on this business partnership model, the Group ensures close monitoring and high awareness of operational risk.

**Operational Risk Framework**

As is common with all businesses, operational risk is inherent in all operations and activities of the Group. We therefore carefully manage operational risk based on a consistent framework that enables us to determine the Group's operational risk profile in comparison to the Groups risk appetite and to define risk mitigating measures and priorities. We apply a number of techniques to efficiently manage operational risk in the Group's business, for example: as part of the Group's strategy for making enterprise risk management the Group's discriminating competence, the Group has redefined business requirements across all networks and branches using the following tools:

### 3.6 Operational Risk Management- continued

#### Loss Data Collection

The Group implements an event driven Loss Data Collection (LDC) system designed to facilitate collection of internal loss data triggered at the occurrence of a loss event anywhere within the divisions of the Group. The LDC system captures data elements, which discriminate between boundary events related to credit, market and operational risk. The system facilitates collection of loss data arising from actual losses, potential losses and near misses. Work-flow capabilities built within the Group's predefined Event Escalation Matrix enable risk incidents to be reported to designated Event Identifiers, Event Managers, Event Approvers and Action Owners that manage each risk incident from point of occurrence to closure.

#### Risk and Control Self Assessments (RCSA)

The Group implement a quantitative methodology for the its Risk and Control Self Assessments, which supports collection of quantitative frequency and severity estimates. Facilitated top-down RCSA workshops are used by the Group to identify key risks and related controls at business unit levels. During these workshops business experts and senior management identify and discuss key risks, controls and required remedial actions for each respective business unit and the results captured within the operational risk database for action tracking.

#### Key Risk Indicators (KRIs)

The Group measures quantifiable risk statistics or metrics that provide warning signals of risk hotspots within the entity. The Group has established key risk indicators with tolerance limits for core operational groups of the entity. The Group's KPI database integrates with the Loss Data Collection and Risk & Control Self Assessment models and systems to provide red flags that typically inform initiatives for risk response actions in the Group.

#### Business Continuity Management (BCM)

The Group recognises that adverse incidences such as technology failure, natural and man-made disasters could occur and may affect the Group's critical resources leading to significant business disruption. To manage this risk, our BCM plans assist in building resilience for effective response to catastrophic events. In broad categories, the plans which are tested periodically, cover disaster recovery, business resumption, contingency planning and crisis management.

### 4. Capital Management

The Bank's objectives when managing capital, which is a broader concept than the 'equity' on the face of statement of financial position, are:

- a. To comply with the capital requirements set by the regulators of the banking markets where the entities within the Bank operate;
- b. To safeguard the Bank's ability to continue as a going concern so that it can continue to provide returns for shareholders and benefits for other
- c. To maintain a strong capital base to support the development of its business.

Capital adequacy and the use of regulatory capital are monitored daily by the Bank's management, employing techniques based on the guidelines developed by the Central Bank of Nigeria (CBN), for supervisory purposes. The required information is filed with the CBN on a monthly basis.

The CBN requires each bank to: (a) hold the minimum level of the regulatory capital of N25 billion and (b) maintain a ratio of total regulatory capital to the risk-weighted asset at or above the minimum of 15% for an international licensed Bank.

In 2016, the Central Bank of Nigeria issued circular BSD/DIR/CIR/GEN/LAB/06/03 to all Banks and discount houses on the implementation of Basel II/III issued 10 December 2013 and guidance notes to the regulatory capital measurement and management for the Nigerian Banking System for the implementation of Basel II/III in Nigeria. The capital adequacy ratio for the year ended 31 December 2024 and the comparative year 31 December 2023 is in line with the new circular. The computations are consistent with the requirements of Pillar I of Basel II ACord (Interenal Convergence of capital measurement and Capital Standards. Although the guidelines comply with the requirement of the Basel II accord certain sections were adjusted to reflect the peculiarities of the Nigerian environment.

The Bank's regulatory capital as managed by its Financial Control and Treasury Units is made up of Tier 1 and Tier 2 capital as follows:

**Tier 1 capital:** This includes only permanent shareholders' equity (Fully paid ordinary shares/common stock and perpetual non-cumulative preference shares) and disclosed reserves (created or increased by appropriations of retained earnings or other surpluses). There is no limit on the inclusion of Tier 1 capital for the purpose of calculating regulatory capital.

**Tier 2 capital:** This includes revaluation reserves, general provisions/general loan loss reserves, Hybrid (debt/equity), capital instruments and subordinated debt. Tier 2 capital is limited to a maximum of 33.3% of the total of Tier 1 capital.

The CBN excluded the following reserves in the computation of total qualifying capital:

- i The Regulatory Risk Reserve created pursuant to Section 12.4 (a) of the Prudential Guidelines which was effective on 1 July 2010 is excluded from regulatory capital for the purposes of capital adequacy assessment;
- ii Collective impairment on loans and receivables and other financial assets no longer forms part of Tier 2 capital; and
- iii Other Comprehensive Income (OCI) Reserves is recognized as part of Tier 2 capital subject to the limits on the Calculation of Regulatory Capital.



**4. Capital Management- continued**

The table below summarises the composition of regulatory capital and the ratios of the Bank as at 31 December 2024 and as at 31 December 2023. During those two periods, the Bank as an entity complied with all of the externally imposed capital requirements to which it is subject to.

	<b>31 December 2024</b>	<b>31 December 2023</b>
	<b>N'million</b>	<b>N'million</b>
<b>Tier 1 capital</b>		
Share capital	25,100	16,000
Share premium	280,455	113,705
Retained earnings	245,459	103,708
Statutory reserve	108,711	66,282
Small scale investment reserve	29,329	15,186
Tier 1 Deductions - Intangible Assets	<u>(14,371)</u>	<u>(5,123)</u>
<b>Total qualifying Tier 1 capital</b>	<b>674,683</b>	<b>309,757</b>
Regulatory adjustment	55,386	38,134
Investment In Subsidiary	<u>68,591</u>	<u>63,403</u>
<b>Adjusted qualifying Tier 1 capital</b>	<b>550,706</b>	<b>208,221</b>
<b>Tier 2 capital</b>		
Eurobond Issue	-	-
Local Bond Issue ( Discounted at 60%)	42,261	42,174
Revaluation reserve	-	-
Fair value reserve	<u>69,131</u>	<u>54,310</u>
<b>Total Tier 2 capital</b>	<b>111,392</b>	<b>96,484</b>
<b>Qualifying Tier 2 Capital restricted to lower of Tier 2 and 33.33% of Tier 1 Capital</b>	<b>111,392</b>	<b>90,541</b>
Total Tier 1 & Tier 2 Capital	662,098	298,762
Risk-weighted assets:		
Credit Risk Weighted Assets	2,102,092	1,459,539
Market Risk Weighted Assets	15,559	12,104
Operational Risk Weighted Assets	<u>703,571</u>	<u>376,354</u>
Total risk-weighted assets	<b>2,821,222</b>	<b>1,847,998</b>
Capital Adequacy Ratio (CAR)	<b>23.47%</b>	<b>16.17%</b>
Minimum Capital Adequacy Ratio	<b>15%</b>	<b>15%</b>

## 5 SEGMENT ANALYSIS

Following the management approach of IFRS 8, operating segments are reported in accordance with the internal reports provided to the Bank's Executive Committee (the chief operating decision maker). During the year to 31 December, 2024, Management prepared its financial records in accordance with International Financial Reporting Standards issued by the International Accounting Standards Board. This segment is what the Bank's Executive Committee reviews in assessing performance, allocating resources and making investment decisions.

Transactions between the business segments are on normal commercial terms and conditions.

### Segment result of operations

The segment information provided to the Executive Committee for the reportable segments for the year ended 31 December 2024 is as follows:

	Group			Combined N 'millions
	Retail banking N 'millions	Corporate banking N 'millions	Investment banking N 'millions	
At 31 December 2024				
Revenue derived from external customers	547,598	287,671	208,132	1,043,401
Revenues from other segments	-	-	-	-
<b>Total</b>	<b>547,598</b>	<b>287,671</b>	<b>208,132</b>	<b>1,043,401</b>
Interest income	515,779	249,893	184,916	950,588
Interest expense	(158,547)	(92,275)	(69,996)	(320,818)
Fees and commission income	46,040	25,421	6,893	78,355
Fee and commission expense	(4,629)	(2,603)	(811)	(8,043)
Operating Expense	(179,910)	(74,625)	(61,610)	(316,146)
Profit before tax	209,864	108,893	66,458	385,215
Income tax expense	(72,376)	(12,417)	(8,984)	(93,777)
<b>Profit for the year ended 31 December 2024</b>	<b>137,487</b>	<b>96,476</b>	<b>57,474</b>	<b>291,437</b>
	-	-	-	-
Total segment assets	4,684,719	2,400,345	1,736,672	8,821,737
Total segment liabilities	4,227,634	2,144,595	1,551,634	7,923,863
	-	-	-	-
Other segment information	-	-	-	-
Depreciation / amortization	<b>(10,444)</b>	<b>(2,838)</b>	<b>(2,053)</b>	<b>(15,335)</b>

The segment information provided to the Executive Committee for the reportable segments for the year ended 31 December 2023 is as follows:

	Group			Combined N 'millions
	Retail banking N 'millions	Corporate banking N 'millions	Investment banking N 'millions	
At 31 December 2023				
Revenue derived from external customers	381,730	99,488	74,612	555,830
Revenues from other segments	-	-	-	-
<b>Total</b>	<b>381,730</b>	<b>99,488</b>	<b>74,612</b>	<b>555,830</b>
Interest income	293,906	96,779	68,845	459,530
Interest expense	(106,910)	(47,987)	(27,268)	(182,165)
Fees and commission income	29,388	15,725	4,488	49,600
Fee and commission expense	(7,042)	(3,526)	(1,244)	(11,812)
Operating Expense	(120,124)	(35,371)	(32,402)	(187,897)
Profit before tax	<b>98,180</b>	<b>15,379</b>	<b>10,701</b>	<b>124,260</b>
Income tax expense	(22,352)	(1,447)	(1,007)	(24,806)
<b>Profit for the Year ended 31 December 2023</b>	<b>75,828</b>	<b>13,932</b>	<b>9,694</b>	<b>99,454</b>
	-	-	-	-
Total segment assets	4,510,316	942,561	781,811	6,234,688
Total segment liabilities	4,292,151	885,461	619,769	5,797,381
	-	-	-	-
Other segment information	-	-	-	-
Depreciation / amortization	<b>(4,433)</b>	<b>(1,568)</b>	<b>(1,041)</b>	<b>(7,042)</b>

No revenue from transactions with a single external customer or counterparty amounted to 10% or more of the Bank's total revenue in the year ended 31 December 2024 and 31 December 2023. The cashflow information for the reporting segment is not provided to the chief operating decision maker.

In the opinion of the directors, all of the Bank's income from the United Kingdom component derives from one main activity, commercial and retail banking, which is carried out in the United Kingdom.

5 SEGMENT ANALYSIS- Continued

	Bank			Combined N 'millions
	Retail banking	Corporate banking	Investment banking	
	N 'millions	N 'millions	N 'millions	
At 31 December 2024				
Revenue derived from external customers	525,228	287,671	208,132	1,021,032
Revenues from other segments	-	-	-	-
Total	<u>525,228</u>	<u>287,671</u>	<u>208,132</u>	<u>1,021,032</u>
Interest income	496,896	249,893	184,916	931,705
Interest expense	(154,377)	(92,275)	(69,996)	(316,648)
Fees and commission income	43,332	25,421	6,893	75,647
Fee and commission expense	(4,629)	(2,603)	(811)	(8,043)
Operating Expense	(159,721)	(74,625)	(61,610)	(295,957)
Profit before tax	217,649	108,893	66,458	393,000
Income tax expense	(75,410)	(12,417)	(8,984)	(96,811)
Profit for the year ended 31 December 2024	<u>142,239</u>	<u>96,476</u>	<u>57,474</u>	<u>296,189</u>
	-	-	-	-
Total segment assets	<u>4,408,219</u>	<u>2,400,345</u>	<u>1,736,672</u>	<u>8,545,237</u>
Total segment liabilities	<u>3,990,545</u>	<u>2,144,595</u>	<u>1,551,634</u>	<u>7,686,773</u>
	-	-	-	-
Other segment information	-	-	-	-
Depreciation / amortization	<u>(5,606)</u>	<u>(2,838)</u>	<u>(2,053)</u>	<u>(10,497)</u>

The segment information provided to the Executive Committee for the reportable segments for the year ended 31 December 2023 is as follows:

	Bank			Combined N 'millions
	Retail banking	Corporate banking	Investment banking	
	N 'millions	N 'millions	N 'millions	
At 31 December 2023				
Revenue derived from external customers	329,719	126,086	96,960	552,765
Revenues from other segments	-	-	-	-
Total	<u>329,719</u>	<u>126,086</u>	<u>96,960</u>	<u>552,765</u>
Interest income	252,350	115,039	89,530	456,919
Interest expense	(90,634)	(52,778)	(38,651)	(182,063)
**Fees and commission income	28,933	15,725	4,488	49,146
**Fee and commission expense	(7,042)	(3,526)	(1,244)	(11,812)
Operating Expense	(116,888)	(35,371)	(32,402)	(184,661)
Profit before tax	<b>69,758</b>	<b>31,656</b>	<b>22,924</b>	<b>124,338</b>
Income tax expense	(18,879)	(3,438)	(2,490)	(24,806)
Profit for the year ended 31 December 2023	<u>50,879</u>	<u>28,218</u>	<u>20,434</u>	<u>99,532</u>
	-	-	-	-
Total segment assets	<u>3,546,324</u>	<u>1,470,572</u>	<u>1,105,278</u>	<u>6,122,174</u>
Total segment liabilities	<u>3,280,461</u>	<u>1,388,927</u>	<u>1,021,451</u>	<u>5,690,839</u>
	-	-	-	-
Other segment information	-	-	-	-
Depreciation / amortization	<u>(4,105)</u>	<u>(1,661)</u>	<u>(1,124)</u>	<u>(6,890)</u>

No revenue from transactions with a single external customer or counterparty amounted to 10% or more of the Bank's total revenue in the year ended 31 December 2024 and 31 December 2023 . The cashflow information for the reporting segment is not provided to the chief operating decision maker .

5 **SEGMENT ANALYSIS- Continued**

**Segment report by country:**

The segment information by country provided to the Executive Committee for the reportable segments for the year ended 31 December 2024 is as follows:

	<b>Group by Country</b>		
	<b>Nigeria</b>	<b>United Kingdom</b>	<b>Combined</b>
	<b>N 'millions</b>	<b>N 'millions</b>	<b>N 'millions</b>
At 31 December 2024			
Revenue derived from external customers	1,021,032	22,370	1,043,401
Revenues from other segments	-	-	-
<b>Total</b>	<b>1,021,032</b>	<b>22,370</b>	<b>1,043,401</b>
Interest income	931,705	18,883	950,588
Interest expense	(316,648)	(4,170)	(320,818)
Operating Expense	(295,957)	(20,189)	(316,146)
Profit before tax	393,000	(7,786)	385,215
Income tax expense	(96,811)	3,034	(93,777)
<b>Profit for the year ended 31 December 2024</b>	<b>296,189</b>	<b>(4,752)</b>	<b>291,437</b>
	-	-	-
Total segment assets	8,545,237	276,500	8,821,737
Total segment liabilities	7,686,773	237,090	7,923,863
Other segment information			
Depreciation / amortization	<b>(10,497)</b>	<b>(4,838)</b>	<b>(15,335)</b>

The segment information by country provided to the Executive Committee for the reportable segments for the year ended 31 December 2023 is as follows:

	<b>Group by Country</b>		
	<b>Nigeria</b>	<b>United Kingdom</b>	<b>Combined</b>
	<b>N 'millions</b>	<b>N 'millions</b>	<b>N 'millions</b>
At 31 December 2023			
Revenue derived from external customers	552,765	3,066	555,830
Revenues from other segments	-	-	-
<b>Total</b>	<b>552,765</b>	<b>3,066</b>	<b>555,830</b>
Interest income	456,919	2,611	459,530
Interest expense	(182,063)	(102)	(182,165)
Operating Expense	(184,661)	(3,236)	(187,897)
Profit before tax	124,338	(78)	124,260
Income tax expense	(24,806)	-	(24,806)
<b>Profit for the year ended 31 December 2023</b>	<b>99,532</b>	<b>(78)</b>	<b>99,454</b>
	-	-	-
Total segment assets	6,122,174	112,515	6,234,688
Total segment liabilities	5,690,839	106,542	5,797,381
Other segment information			
Depreciation / amortization	<b>(6,890)</b>	<b>(151)</b>	<b>(7,042)</b>

**Notes To The Financial Statements:**

**6 Interest and similar income using effective interest rate method**

	Group 31 December 2024 N'million	Group 31 December 2023 N'million	Bank 31 December 2024 N'million	Bank 31 December 2023 N'million
Loans and advances to customers	626,283	363,370	617,017	360,914
Advances under finance lease	1,689	2,487	1,689	2,487
<b>Treasury bills and other investment securities:</b>				
-Fair value through other comprehensive income	14,472	11,143	11,360	10,564
-Amortised cost	148,945	56,039	148,945	56,039
Placements and short term funds	11,665	969	5,160	1,393
	<b>803,054</b>	<b>434,008</b>	<b>784,171</b>	<b>431,397</b>

**Interest and similar income** represents interest income on financial assets measured at amortised cost and Fair value through other comprehensive income.

Interest income accrued on impaired financial assets amount to N8,104.67 million (31 December 2023: N6,190.43 million) which is part of interest income recognized in the financial Statement .

**7 Interest expense calculated using the effective interest rate method**

	Group 31 December 2024 N'million	Group 31 December 2023 N'million	Bank 31 December 2024 N'million	Bank 31 December 2023 N'million
Term deposits	155,200	107,610	155,664	107,610
Debts issued and other borrowed funds	94,012	36,583	93,725	36,549
Savings deposits	41,098	21,799	41,080	21,799
Current accounts	16,387	7,170	16,379	7,035
Inter-bank takings	5,743	39	1,421	105
Intervention loan	8,379	8,965	8,379	8,965
	<b>320,818</b>	<b>182,165</b>	<b>316,648</b>	<b>182,063</b>

**Total interest expense** is calculated using the effective interest rate method as reported above and does not include interest expense on financial liabilities carried at fair value through profit or loss.

**8 Credit loss reversal/(expense)**

The table below shows the ECL charges on financial instruments for the year ended 31 December 2024 recorded in profit or loss:

Note	Group					POCI	Total
	Stage 1 Individual	Stage 1 Collective	Stage 2 Individual	Stage 2 Collective	Stage 3		
	N'million	N'million	N'million	N'million	N'million		
Due from banks ( Note 19)	-	1,310	-	-	-	-	1,310
Loans and advances to customers ( Note 22)	-	(7,779)	-	21,477	37,934	-	51,632
Debt instruments measured at FVOCI (24.6.1)	-	(455)	-	-	-	-	(455)
Debt instruments measured at amortised costs (24.6.2)	-	(793)	-	-	-	-	(793)
Financial guarantees (Note 32.3.1)	-	(41)	-	-	-	-	(41)
Letters of credit (Note 32.3.2)	-	290	-	-	-	-	290
	-	<b>(7,467)</b>	-	<b>21,477</b>	<b>37,934</b>	-	51,944
Other assets ( Note 29)	4,498	-	-	-	-	-	<b>4,498</b>
	-	-	-	-	-	-	-
	<b>4,498</b>	<b>(7,467)</b>	-	<b>21,477</b>	<b>37,934</b>	-	<b>56,442</b>

**Notes To The Financial Statements:**

The table below shows the ECL charges on financial instruments for the year ended 31 December 2023 recorded in profit or loss:

Note	Group						POCI	Total
	Stage 1 Individual	Stage 1 Collective	Stage 2 Individual	Stage 2 Collective	Stage 3			
	N'million	N'million	N'million	N'million	N'million	N'million		
Due from banks ( Note 19)	-	(249)	-	-	-	-	-	(249)
Loans and advances to customers ( Note 22 )	-	1,942	-	42,684	18,796	-	-	63,422
Debt instruments measured at FVOCI (24.6.1)	-	428	-	-	-	-	-	428
Debt instruments measured at amortised costs (24.6.2)	-	1,289	-	-	-	-	-	1,289
Financial guarantees (Note 32.3.1)	-	126	-	-	-	-	-	126
Letters of credit (Note 32.3.2)	-	409	-	-	-	-	-	409
	-	<b>3,945</b>	-	<b>42,684</b>	<b>18,796</b>	-	-	<b>65,425</b>
Other assets ( Note 29)	2,011	-	-	-	-	-	-	<b>2,011</b>
	-	-	-	-	-	-	-	-
	<b>2,011</b>	<b>3,945</b>	-	<b>42,684</b>	<b>18,796</b>	-	-	<b>67,436</b>

The table below shows the ECL charges on financial instruments for the year ended 31 December 2024 recorded in profit or loss:

Note	Bank						POCI	Total
	Stage 1 Individual	Stage 1 Collective	Stage 2 Individual	Stage 2 Collective	Stage 3			
	N'million	N'million	N'million	N'million	N'million	N'million		
Due from banks ( Note 19)	-	925	-	-	-	-	-	925
Loans and advances to customers ( Note 22 )	-	(7,987)	-	21,478	37,855	-	-	51,346
Debt instruments measured at FVOCI (24.6.1)	-	(462)	-	-	-	-	-	(462)
Debt instruments measured at amortised costs (24.6.2)	-	(793)	-	-	-	-	-	(793)
Financial guarantees (Note 32.3.1)	-	(41)	-	-	-	-	-	(41)
Letters of credit (Note 32.3.2)	-	10	-	-	-	-	-	10
	-	<b>(8,348)</b>	-	<b>21,478</b>	<b>37,855</b>	-	-	<b>50,985</b>
Other assets ( Note 29)	4,498	-	-	-	-	-	-	<b>4,498</b>
	-	-	-	-	-	-	-	-
	<b>4,498</b>	<b>(8,348)</b>	-	<b>21,478</b>	<b>37,855</b>	-	-	<b>55,483</b>

The table below shows the ECL charges on financial instruments for the year ended 31 December 2023 recorded in profit or loss:

Note	Bank						POCI	Total
	Stage 1 Individual	Stage 1 Collective	Stage 2 Individual	Stage 2 Collective	Stage 3			
	N'million	N'million	N'million	N'million	N'million	N'million		
Due from banks ( Note 19)	-	(47)	-	-	-	-	-	(47)
Loans and advances to customers ( Note 22 )	-	1,899	-	42,684	18,796	-	-	63,379
Debt instruments measured at FVOCI (24.6.1)	-	428	-	-	-	-	-	428
Debt instruments measured at amortised costs (	-	1,380	-	-	-	-	-	1,380
Financial guarantees (Note 32.3.1)	-	126	-	-	-	-	-	126
Letters of credit (Note 32.3.2)	-	409	-	-	-	-	-	409
	-	<b>4,195</b>	-	<b>42,684</b>	<b>18,796</b>	-	-	<b>65,675</b>
Other assets ( Note 29)	2,011	-	-	-	-	-	-	<b>2,011</b>
	-	-	-	-	-	-	-	-
	<b>2,011</b>	<b>4,195</b>	-	<b>42,684</b>	<b>18,796</b>	-	-	<b>67,686</b>

**Notes To The Financial Statements:**

**9 Net fee and commission income**

Fee and commission income is disaggregated below and includes a total fees in scope of IFRS 15 Revenues from Contracts with Customers except for Credit related fee in line with IFRS 9.

Segments	Group			
	31 December 2024			
	Retail banking	Corporate banking	Investment banking	Total
	N'million	N'million	N'million	N'million
<b>Fee and commission type:</b>				
ATM charges	6,389	3,206	-	9,595
Accounts maintenance charge	7,024	4,488	1,425	12,937
Commission on E-banking activities	2,283	1,062	851	4,196
Commission on travellers cheque and foreign bills	6,871	4,815	1,732	13,417
Commission on fidelity connect	3,387	1,024	816	5,228
Letters of credit commissions and fees	9,473	5,145	1,642	16,261
Commissions on off balance sheet transactions	3,508	2,563	-	6,072
Other fees and commissions	889	191	-	1,080
Commission and fees on banking services	1,182	443	-	1,625
Commission and fees on NXP	64	46	27	137
Collection fees	170	133	67	370
Telex fees	1,406	459	325	2,190
Cheque issue fees	44	10	8	62
Remittance fees	78	42	-	120
<b>Total revenue from contracts with customers</b>	<b>42,768</b>	<b>23,627</b>	<b>6,893</b>	<b>73,288</b>
<b>Other non-contract fee income:</b>				
Credit related fees	3,273	1,794	-	5,067
<b>Total fees and commission income</b>	<b>46,040</b>	<b>25,421</b>	<b>6,893</b>	<b>78,355</b>
Fee and commission expense	(4,629)	(2,603)	(811)	(8,043)
<b>Net fee and commission income</b>	<b>41,412</b>	<b>22,818</b>	<b>6,082</b>	<b>70,312</b>

The fees and commission income reported above excludes amount included in determining effective interest rates on financial assets that are not carried at fair value through profit or loss.

Segments	Group			
	31 December 2023			
	Retail banking	Corporate banking	Investment banking	Total
	N'million	N'million	N'million	N'million
<b>Fee and commission type:</b>				
ATM charges	6,634	3,754	-	10,388
Accounts maintenance charge	4,066	3,532	911	8,509
Commission on E-banking activities	1,953	931	751	3,635
Commission on travellers cheque and foreign bills	3,515	1,242	919	5,677
Commission on fidelity connect	2,022	724	589	3,335
Letters of credit commissions and fees	2,932	1,497	922	5,351
Commissions on off balance sheet transactions	2,478	1,452	-	3,931
Other fees and commissions	704	109	-	812
Commission and fees on banking services	544	245	-	789
Commission and fees on NXP	222	129	95	446
Collection fees	167	114	56	337
Telex fees	915	315	236	1,466
Cheque issue fees	47	11	9	67
Remittance fees	58	34	-	92
<b>Total revenue from contracts with customers</b>	<b>26,258</b>	<b>14,089</b>	<b>4,488</b>	<b>44,834</b>
<b>Other non-contract fee income:</b>				
Credit related fees	3,130	1,636	-	4,766
<b>Total fees and commission income</b>	<b>29,388</b>	<b>15,725</b>	<b>4,488</b>	<b>49,600</b>
Fee and commission expense	(7,042)	(3,526)	(1,244)	(11,812)
<b>Net fee and commission income</b>	<b>22,346</b>	<b>12,199</b>	<b>3,244</b>	<b>37,788</b>

The fees and commission income reported above excludes amount included in determining effective interest rates on financial assets that are not carried at fair value through profit or loss.

**Notes To The Financial Statements:**

Segments	Bank			
	31 December 2024			
	Retail banking N'million	Corporate banking N'million	Investment banking N'million	Total N'million
<b>Fee and commission type:</b>				
ATM charges	6,389	3,206	-	9,595
Accounts maintenance charge	6,735	4,488	1,425	12,648
Commission on E-banking activities	2,283	1,062	851	4,196
Commission on travellers cheque and foreign bills	6,871	4,815	1,732	13,417
Commission on fidelity connect	3,387	1,024	816	5,228
Letters of credit commissions and fees	7,171	5,145	1,642	13,958
Commissions on off balance sheet transactions	3,508	2,563	-	6,072
Other fees and commissions	771	191	-	962
Commission and fees on banking services	1,182	443	-	1,625
Commission and fees on NXP	64	46	27	137
Collection fees	170	133	67	370
Telex fees	1,406	459	325	2,190
Cheque issue fees	44	10	8	62
Remittance fees	78	42	-	120
<b>Total revenue from contracts with customers</b>	<b>40,059</b>	<b>23,627</b>	<b>6,893</b>	<b>70,580</b>
<b>Other non-contract fee income:</b>				
Credit related fees	3,273	1,794	-	5,067
<b>Total fees and commission income</b>	<b>43,332</b>	<b>25,421</b>	<b>6,893</b>	<b>75,647</b>
Fee and commission expense	(4,629)	(2,603)	(811)	(8,043)
<b>Net fee and commission income</b>	<b>38,703</b>	<b>22,818</b>	<b>6,082</b>	<b>67,604</b>

The fees and commission income reported above excludes amount included in determining effective interest rates on financial assets that are not carried at fair value through profit or loss.

Segments	Bank			
	31 December 2023			
	Retail banking N'million	Corporate banking N'million	Investment banking N'million	Total N'million
<b>Fee and commission type:</b>				
ATM charges	6,634	3,754	-	10,388
Accounts maintenance charge	4,040	3,532	911	8,483
Commission on E-banking activities	1,896	931	751	3,577
Commission on travellers cheque and foreign bills	3,515	1,242	919	5,677
Commission on fidelity connect	2,022	724	589	3,335
Letters of credit commissions and fees	2,566	1,497	922	4,985
Commissions on off balance sheet transactions	2,478	1,452	-	3,931
Other fees and commissions	699	109	-	807
Commission and fees on banking services	544	245	-	789
Commission and fees on NXP	222	129	95	446
Collection fees	167	114	56	337
Telex fees	915	315	236	1,466
Cheque issue fees	47	11	9	67
Remittance fees	58	34	-	92
<b>Total revenue from contracts with customers</b>	<b>25,804</b>	<b>14,089</b>	<b>4,488</b>	<b>44,380</b>
<b>Other non-contract fee income:</b>				
Credit related fees	3,130	1,636	-	4,766
<b>Total fees and commission income</b>	<b>28,933</b>	<b>15,725</b>	<b>4,488</b>	<b>49,146</b>
Fee and commission expense	(7,042)	(3,526)	(1,244)	(11,812)
<b>Net fee and commission income</b>	<b>21,891</b>	<b>12,199</b>	<b>3,244</b>	<b>37,334</b>

The fees and commission income reported above excludes amount included in determining effective interest rates on financial assets that are not carried at fair value through profit or loss.



**Notes To The Financial Statements:**

**10 Derecognition loss on financial asset**

The table below shows the modification charge on financial instruments recorded in profit or loss :

	Group	Group	Bank	Bank
	31 December 2024	31 December 2023	31 December 2024	31 December 2023
	N'million	N'million	N'million	N'million
Modified Loan Assets (Carrying Amount)	-			
Specific allowances for impairment	-			
Derecognition loss	-			

In line with IFRSs, derecognition is carried out when the cash flows of the modified assets are substantially different from the contractual cash flows of the original financial assets. Based on this, A modification was carried out on affected customers' loans, the cash flows of the original financial assets were deemed to have expired and therefore modified to reflect a new financial assets at fair value . The gross carrying amount of the loan before modification was N352.7 billion (31 December 2023 - Nil). The financial assets is not deemed to be credit impaired.

**11 Other operating income**

	Group	Group	Bank	Bank
	31 December 2024	31 December 2023	31 December 2024	31 December 2023
	N'million	N'million	N'million	N'million
Dividend income	741	2,018	741	2,018
Profit / (Loss) on disposal of property, plant and equipment	63	49	63	49
Loan Recoveries	986	470	986	470
Other income	952	76	174	76
	<b>2,742</b>	<b>2,613</b>	<b>1,964</b>	<b>2,613</b>

**11a** Dividend income represent dividend received from the Bank's investment in equity instruments held for strategic purposes and for which the Bank has elected to present the fair value and loss in other comprehensive income. See note 2.4.2.b

**11b** Loan recoveries represents amount recovered for previously written-off facilities. The amount is recognised on a cash basis only.

**11c** Other income relates to other miscellaneous income made during the financial year

**11.1 Foreign Currency Revaluation Gains**

	Group	Group	Bank	Bank
	31 December 2024	31 December 2023	31 December 2024	31 December 2023
	N'million	N'million	N'million	N'million
Net foreign exchange gains	11,716	44,087	11,716	44,087
	<b>11,716</b>	<b>44,087</b>	<b>11,716</b>	<b>44,087</b>

**11.1a** Net foreign exchange gain represent unrealised gains from the revaluation of foreign currency-denominated assets and Liabilities held in the non-trading books.

**12 Net gains / (Losses) from financial instruments classified as fair value through profit or loss and recycling gain / (Losses) from Other Comprehensive income Instruments.**

	Group	Group	Bank	Bank
	31 December 2024	31 December 2023	31 December 2024	31 December 2023
	N'million	N'million	N'million	N'million
Net gains/(losses) arising from:				
- Bonds	634	918	634	918
- Treasury bills	87	(18)	87	(18)
- Placements/Foreign exchange	-	97	-	-
	<b>721</b>	<b>997</b>	<b>721</b>	<b>900</b>

Amounts reclassified on debt instruments financial assets reclassified from the bank's other comprehensive income amount to a loss of N21 million (31 December 2023: N847 million gain). No additional amounts arose in the group.

**Notes To The Financial Statements:**

<b>12.1</b>	Other interest and similar income measured at FVTPL	<b>147,534</b>	<b>25,522</b>	<b>147,534</b>	<b>25,522</b>
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Other interest and similar income on financial assets measured at FVTPL have been presented separately in the statement of profit or loss and other comprehensive income.

**12.2 Derivative Gains**

	Group	Group	Bank	Bank
	31 December 2024	31 December 2023	31 December 2024	31 December 2023
	N'million	N'million	N'million	N'million
- Derivatives -(Realized)	7,633	23,786	7,633	23,786
- Derivatives - ( Unrealized)	50,242	-	50,242	-
	<b>57,875</b>	<b>23,786</b>	<b>57,875</b>	<b>23,786</b>

**Notes To The Financial Statements:**

**13 Personnel expenses**

	Group 31 December 2024 N'million	Group 31 December 2023 N'million	Bank 31 December 2024 N'million	Bank 31 December 2023 N'million
Wages and salaries	64,468	40,009	54,282	38,226
End of the year bonus (see note 31)	7,456	12,055	7,456	12,055
Pension contribution	1,525	555	546	555
	<b>73,450</b>	<b>52,619</b>	<b>62,284</b>	<b>50,836</b>

**13a** Wages and Salaries include staff activities and Employee benefits , Industrial Training Fund (ITF) contribution , Staff medical expenses ,Staff estacode , Relocation expense and NSITF contribution duing the year.

**14 Depreciation, Amortisation and Impairment.**

	Group 31 December 2024 N'million	Group 31 December 2023 N'million	Bank 31 December 2024 N'million	Bank 31 December 2023 N'million
Property, plant and equipment (Note 25)	7,614	4,619	7,423	4,609
Computer software (Note 27)	4,560	1,686	2,276	1,645
Goodwill impairment ( Note 21 )	2,353	-	-	-
Depreciation of ROU asset (Note 26)	808	736	798	636
	<b>15,335</b>	<b>7,042</b>	<b>10,497</b>	<b>6,890</b>

**15 Other operating expenses**

	Group 31 December 2024 N'million	Group 31 December 2023 N'million	Bank 31 December 2024 N'million	Bank 31 December 2023 N'million
Marketing, communication & entertainment	35,468	22,818	35,124	22,818
Banking sector resolution cost	35,809	23,071	35,809	23,071
Outsourced cost	10,264	7,416	10,253	7,352
Deposit insurance premium	15,918	11,129	15,918	11,129
Repairs and maintenance	13,659	8,315	13,596	8,315
Other expenses	10,975	10,109	9,908	8,720
Computer expenses	56,006	16,571	53,649	16,571
Lease expense (Finance Cost)	59	207	59	207
Security expenses	3,428	1,842	3,428	1,842
Rent and rates	2,301	399	1,141	399
Cash movement expenses	1,280	976	1,173	976
Training expenses	12	1,606	(76)	1,606
Travelling and accommodation	6,258	2,663	6,119	2,663
Consultancy expenses	16,707	2,466	16,229	2,466
Corporate finance expenses	14,841	16,283	14,841	16,283
Legal expenses	2,186	1,594	1,942	1,594
Electricity	1,211	756	1,156	756
Office expenses	559	393	559	393
Directors' emoluments	2,449	1,044	1,903	1,044
Insurance expenses	1,085	564	488	564
Stationery expenses	1,800	1,092	1,781	1,092
Bank charges	6,582	2,438	6,148	2,438
Auditors' remuneration	1,576	361	488	361
Donation	1,547	820	1,547	820
Telephone expenses	447	145	220	145
Postage and courier expenses	270	200	270	200
	<b>242,696</b>	<b>135,278</b>	<b>233,673</b>	<b>133,825</b>

**15a** Banking sector resolution cost represents AMCON statutory levy chargeable annually on every Bank's total assets in Nigeria. This is applicable on total balance sheet size of the Bank. The current applicable rate in Nigeria based on AMCON Act of 2021 is 0.5% of total assets (inclusive of off-balance sheet)

**15b** The Bank paid external auditors' professional fees for the provision of non-audit services. The total amount of non-audit services provided to the external auditors during the year was N11.80million. These non-audit services were for Common Reporting Standard (CRS) Reporting (N1.72 million), Corporate Tax Reporting (N10.08 million). These services in the Bank's opinion, did not impair the independence and objectivity of the external auditors as adequate safeguards were put in place .

**15c** Included in other expense is the sum of N1.83 billion remitted to Central Bank of Nigeria in respect of cash processing fees deducted from cash deposits and cash withdrawals by defined thresholds , in line with CBN Circular BKS/DIR/CON/DMB/001/043 of July 15 ,2024 . "The total amount has been recognized in the current year"

**15d** The bank paid a total of N504.35 million as contribution to the Industrial Training Fund, ( Annual contribution ).

**Notes To The Financial Statements:**

**16 Taxation**

	<b>Group</b>	<b>Group</b>	<b>Bank</b>	<b>Bank</b>
	<b>31 December</b>	<b>31 December</b>	<b>31 December</b>	<b>31 December</b>
	<b>2024</b>	<b>2023</b>	<b>2024</b>	<b>2023</b>
	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
<b>a Income tax expense</b>				
Current taxes on income for the period (Minimum tax)	82,420	20,297	82,420	20,297
Tertiary education tax (note 16g)	9,083	2,921	9,083	2,921
Police Trust Fund (note 16e)	20	6	20	6
National Agency for science and engineering infrastructure 0.25%	983	311	983	311
Capital gains tax	-	-	-	-
Information Technology levy (note 16f)	3,931	1,243	3,931	1,243
<b>Current income tax expense</b>	<b>96,435</b>	<b>24,778</b>	<b>96,435</b>	<b>24,778</b>
<b>Deferred tax expense</b>	<b>(2,658)</b>	<b>28</b>	<b>376</b>	<b>28</b>
	<b>93,777</b>	<b>24,806</b>	<b>96,811</b>	<b>24,806</b>

	<b>2024</b>	<b>2023</b>	<b>2024</b>	<b>2023</b>
	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
<b>b Total income tax expense in profit or loss</b>				
Profit before income tax	385,215	124,260	393,000	124,338
Income tax using the domestic corporation tax rate of 33% Education Tax inclusive ( Dec 2023 : 33%)	115,564	37,301	117,900	37,301
Non-deductible expenses	15,632	24,419	15,632	24,419
Tax exempt income	(12,851)	(32,512)	(12,851)	(32,512)
Utilization of previously unrecognised tax losses	-	929	-	929
Balancing Charge	98	4	98	4
Income Tax expense	82,420	-	82,420	-
Effect of concessions (research and development and other allowances)				
Tertiary education tax (note 16g)	9,083	2,921	9,083	2,921
Capital allowance	(2,879)	(9,845)	(2,879)	(9,845)
Police Trust Fund (note 16e)	20	6	20	6
National Agency for science and engineering infrastructure 0.25%	983	311	983	311
Information Technology levy (note 16f)	3,931	1,243	3,931	1,243
Deferred Tax expense	(2,658)	28	376	28
	<b>93,777</b>	<b>24,806</b>	<b>96,811</b>	<b>24,806</b>

**Effective tax rate**

The effective income tax rate is 24.63% (31 Dec 2023: 21.7%).

	<b>2024</b>	<b>2023</b>	<b>2024</b>	<b>2023</b>
	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
<b>c The movement in the current income tax payable is as follows:</b>				
At 1 January	26,863	8,446	26,835	8,446
Income tax paid	(22,635)	(6,277)	(22,580)	(6,277)
WHT recovered	(112)	(112)	(112)	(112)
Current income tax expense	93,777	24,806	96,435	24,778
At 31 December	<b>97,894</b>	<b>26,863</b>	<b>100,579</b>	<b>26,835</b>
<b>d Windfall tax</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
At 1 January	-	-	-	-
Windfall Tax paid	-	-	-	-
Current Windfall tax	13,331	-	13,331	-
At 31 December	<b>13,331</b>	<b>-</b>	<b>13,331</b>	<b>-</b>

Federal Government of Nigeria Amended the Finance Act (Amendment) 2024 which imposes WINDFALL LEVY on Financial Institutions for the first time in Nigeria tax system. The Act imposes 70% levy in retrospect for 2023 financial period , 2024 and 2025 on Foreign exchange gains from impact of foreign exchange on financial instruments as a result of currency floating by the apex Bank (CBN). The sum of N5,713 million of the N13,331million relate to gains realized in 2023 financial year .

**e** The Companies Income Tax Act 2004 and as amended, stipulates that Companies be assessed at 30% of taxable income.

**f** The Nigerian Police Trust Fund Act (PTFA) 2019, stipulates that operating business in Nigeria to contribute 0.005% of their net profit to Police Trust Fund. In line with the Act, the Bank has provided for Police Trust Fund at the specified rate and recognised it as part of income tax for the year

**Notes To The Financial Statements:**

**17 Taxation- continued**

- g** The National Information Technology Agency Act (NITDA) 2007, stipulates that specified companies contribute 1% of their profit before tax to National Information Development Agency. In line with the Act, the Bank has provided for Information technology levy at the specified rate and recognised it as part of income tax for the year
- h** Tertiary Education Tax (TET) as amended by Finance Act 2022, stipulates that 3% of assessable profit of bank shall be contributed to funding of tertiary educational institutions in Nigeria. The specified rate has been provided for as Tertiary Education Tax and recognized as part of income tax for the year by the Bank
- i** National Agency for Science and Engineering Infrastructure Act (NASENI) stipulates that 0.25% of bank profit before tax should be contributed to funding the agency. The Bank has provided for the specified rate for NASENI fund and recognised it as part of the income tax for the year.

**17 Net reclassification adjustments for realised net gains**

The net reclassification adjustments for realised net gains from other comprehensive income to profit or loss are in respect of debt instruments measured at fair value through other comprehensive income which matured during the year See Other Comprehensive Income.

**18 Earnings per share (EPS)**

Basic earnings per share is calculated by dividing the net profit attributable to equity holders of the Bank by the weighted average number of ordinary shares in issue during the year. The diluted earnings per share is the same as basic EPS because there are no potential ordinary shares outstanding during the reporting period.

	<b>Group</b> <b>31 December</b> <b>2024</b> <b>N'million</b>	<b>Group</b> <b>31 December</b> <b>2023</b> <b>N'million</b>	<b>Bank</b> <b>31 December</b> <b>2024</b> <b>N'million</b>	<b>Bank</b> <b>31 December</b> <b>2023</b> <b>N'million</b>
Profit attributable to equity holders of the Bank (N'million)	278,106	99,454	282,858	99,532
Weighted average number of ordinary shares in issue (N'million)	41,799	33,398	41,799	33,398
Basic & diluted earnings per share (expressed in kobo per share)	<b>665</b>	<b>311</b>	<b>677</b>	<b>311</b>

- a** Basic and diluted earnings per share are the same, as the Bank has no potentially dilutive ordinary shares.
- b** As described in note 34, the Bank issued shares in a rights issue and private offer in July 2024. Both issuances have been included in the weighted average number of shares for 2024. In addition, both issuances included a discount element. This discount element has been incorporated into an adjustment to the weighted average number of shares in issue for all periods presented.

**19 Cash and Cash equivalents**

	<b>31 December</b> <b>2024</b> <b>N'million</b>	<b>31 December</b> <b>2023</b> <b>N'million</b>	<b>31 December</b> <b>2024</b> <b>N'million</b>	<b>31 December</b> <b>2023</b> <b>N'million</b>
Cash	35,397	21,440	35,397	21,440
Balances with central bank other than mandatory reserve deposits	75,892	115,576	75,892	115,576
Due from banks	596,161	227,161	394,042	239,579
Total cash and cash equivalents	<b>707,450</b>	<b>364,177</b>	<b>505,331</b>	<b>376,595</b>

**19.1 Due from Banks**

	<b>31 December</b> <b>2024</b> <b>N'million</b>	<b>31 December</b> <b>2023</b> <b>N'million</b>	<b>31 December</b> <b>2024</b> <b>N'million</b>	<b>31 December</b> <b>2023</b> <b>N'million</b>
Current accounts with foreign banks	379,618	194,828	379,618	207,448
Placements with other banks and discount houses	205,027	32,356	15,574	32,356
<b>Sub-total</b>	<b>584,646</b>	<b>227,184</b>	<b>395,192</b>	<b>239,804</b>
<i>Less: Allowance for impairment losses</i>	<i>(1,705)</i>	<i>(23)</i>	<i>(1,150)</i>	<i>(225)</i>
	<b>582,941</b>	<b>227,161</b>	<b>394,042</b>	<b>239,579</b>

**19.2 Movement in allowance for impairment losses**

	<b>31 December</b> <b>2024</b> <b>N'million</b>	<b>31 December</b> <b>2023</b> <b>N'million</b>	<b>31 December</b> <b>2024</b> <b>N'million</b>	<b>31 December</b> <b>2023</b> <b>N'million</b>
At 1 Jan	23	272	225	272
Profit or Loss	1,682	(249)	925	(47)
At 31 December	<b>1,705</b>	<b>23</b>	<b>1,150</b>	<b>225</b>

Cash and cash equivalents comprise balances with less than three months' maturity from the date of acquisition, including cash on hand, deposits held at call with other banks and other short-term highly liquid investments with original maturities of less than three months. See Note 44

**Notes To The Financial Statements:**

**19 Impairment Allowance for Due from Banks**

The table below shows the credit quality and the maximum exposure to credit risk based on the external credit rating system and reporting period stage classification. The amounts presented are gross of impairment allowances. Details of the external rating system are explained in Note 3.2.2 and policies about whether ECL allowances are calculated on an individual or collective basis are set out in Note 3.2.1.

Group	31 December 2024			
	Stage 1 individual N'million	Stage 2 Individual N'million	Stage 3 N'million	Total N'million
<b>External rating grade</b>				
<b>Performing</b>				
High grade	522,933	-	-	522,933
Standard grade	92,679	15,610	15,610	123,898
Sub-standard grade	7,999	-	-	7,999
Past due but not impaired	-	-	-	-
<b>Non- performing</b>				
Individually impaired	-	-	-	-
<b>Total</b>	<b>623,610</b>	<b>15,610</b>	<b>15,610</b>	<b>654,830</b>

Bank	31 December 2024			
	Stage 1 individual N'million	Stage 2 Individual N'million	Stage 3 N'million	Total N'million
<b>External rating grade</b>				
<b>Performing</b>				
High grade	331,066	-	-	331,066
Standard grade	56,127	-	-	56,127
Sub-standard grade	7,999	-	-	7,999
Past due but not impaired	-	-	-	-
<b>Non- performing</b>				
Individually impaired	-	-	-	-
<b>Total</b>	<b>395,192</b>	<b>-</b>	<b>-</b>	<b>395,192</b>

Group	31 December 2023			
	Stage 1 individual N'million	Stage 2 Individual N'million	Stage 3 N'million	Total N'million
<b>External rating grade</b>				
<b>Performing</b>				
High grade	195,733	-	-	195,733
Standard grade	40,930	-	-	40,930
Sub-standard grade	3,141	-	-	3,141
Past due but not impaired	-	-	-	-
<b>Non- performing</b>				
Individually impaired	-	-	-	-
<b>Total</b>	<b>239,804</b>	<b>-</b>	<b>-</b>	<b>239,804</b>

An analysis of changes in the gross carrying amount and the corresponding ECL allowances is, as follows:

Group	31 December 2024			
	Stage 1 individual N'million	Stage 2 Individual N'million	Stage 3 N'million	Total N'million
Gross carrying amount as at 1 January 2024	434,357	14,954	-	449,311
New assets originated or purchased	270,893	15,610	-	286,502
Assets derecognised or repaid (excluding write offs)	(227,695)	(14,954)	-	(242,649)
Transfers to Stage 1	-	-	-	-
Transfers to Stage 2	-	-	-	-
Transfers to Stage 3	-	-	-	-
Changes to contractual cash flows due to modifications not resulting	-	-	-	-
Amounts written off	-	-	-	-
Accrued Interest	-	-	-	-
Foreign exchange adjustments	146,056	-	-	146,056
<b>At 31 December 2024</b>	<b>623,610</b>	<b>15,610</b>	<b>-</b>	<b>639,220</b>

Notes To The Financial Statements:

Bank	<b>31 December 2024</b>			
	Stage 1 individual	Stage 2 Individual	Stage 3	Total
	N'million	N'million	N'million	N'million
Gross carrying amount as at 1 January 2024	239,804	-	-	239,804
New assets originated or purchased	42,476	-	-	42,476
Assets derecognised or repaid (excluding write offs)	(33,143)	-	-	(33,143)
Transfers to Stage 1	-	-	-	-
Transfers to Stage 2	-	-	-	-
Transfers to Stage 3	-	-	-	-
Changes to contractual cash flows due to modifications not resulting	-	-	-	-
Amounts written off	-	-	-	-
Accrued Interest	-	-	-	-
Foreign exchange adjustments	146,056	-	-	146,056
<b>At 31 December 2024</b>	<b>395,192</b>	<b>-</b>	<b>-</b>	<b>395,192</b>

	<b>31 December 2023</b>			
	Stage 1 individual	Stage 2 Individual	Stage 3	Total
	N'million	N'million	N'million	N'million
Gross carrying amount as at 1 January 2023	146,101	-	-	146,101
New assets originated or purchased	22,786	-	-	22,786
Assets derecognised or repaid (excluding write offs)	(4,389)	-	-	(4,389)
Transfers to Stage 1	-	-	-	-
Transfers to Stage 2	-	-	-	-
Transfers to Stage 3	-	-	-	-
Changes to contractual cash flows due to modifications not resulting	-	-	-	-
Amounts written off	-	-	-	-
Accrued Interest	-	-	-	-
Foreign exchange adjustments	75,305	-	-	75,305
<b>At 31 December 2023</b>	<b>239,804</b>	<b>-</b>	<b>-</b>	<b>239,804</b>

**Notes To The Financial Statements:**

**Group**

	<b>31 December 2024</b>			
	Stage 1 individual	Stage 2 Individual	Stage 3	Total
	N'million	N'million	N'million	N'million
ECL allowance as at 1 January 2024	363	32	-	395
New assets originated or purchased	938	443	-	1,382
Assets derecognised or repaid (excluding write offs)	(247) -	(32)	-	(278)
Transfers to Stage 1	-	-	-	-
Transfers to Stage 2	-	-	-	-
Transfers to Stage 3	-	-	-	-
Impact on period end ECL of exposures transferred between stages	0 -	-	-	0
Unwind of discount	-	-	-	-
Changes to contractual cash flows due to modifications not resulting	-	-	-	-
Changes to models and inputs used for ECLcalculations	0 -	0	-	0
Changes in PD/LGD/EAD and Accrued Interest	-	-	-	-
Amounts written off	-	-	-	-
Foreign exchange adjustments	207 -	(0)	-	207
<b>At 31 December 2024</b>	<b>1,262 -</b>	<b>443</b>	<b>-</b>	<b>1,705</b>

**Bank**

	<b>31 December 2024</b>			
	Stage 1 individual	Stage 2 Individual	Stage 3	Total
	N'million	N'million	N'million	N'million
ECL allowance as at 1 January 2024	225 -	-	-	225
New assets originated or purchased	826	-	-	826
Assets derecognised or repaid (excluding write offs)	(108) -	-	-	(108)
Transfers to Stage 1	-	-	-	-
Transfers to Stage 2	-	-	-	-
Transfers to Stage 3	-	-	-	-
Impact on period end ECL of exposures transferred between stages	-	-	-	-
Unwind of discount	-	-	-	-
Changes to contractual cash flows due to modifications not resulting	-	-	-	-
Changes to models and inputs used for ECLcalculations	-	-	-	-
Changes in PD/LGD/EAD and Accrued Interest	-	-	-	-
Amounts written off	-	-	-	-
Foreign exchange adjustments	207 -	-	-	207
<b>At 31 December 2024</b>	<b>1,150 -</b>	<b>-</b>	<b>-</b>	<b>1,150</b>

	<b>31 December 2023</b>			
	Stage 1 individual	Stage 2 Individual	Stage 3	Total
	N'million	N'million	N'million	N'million
ECL allowance as at 1 January 2023	272	-	-	272
New assets originated or purchased	107	-	-	107
Assets derecognised or repaid (excluding write offs)	(231) -	-	-	(231)
Transfers to Stage 1	-	-	-	-
Transfers to Stage 2	-	-	-	-
Transfers to Stage 3	-	-	-	-
Impact on Year end ECL of exposures transferred between stages	-	-	-	-
Unwind of discount	-	-	-	-
Changes to contractual cash flows due to modifications not resulting	-	-	-	-
Changes to models and inputs used for ECLcalculations	-	-	-	-
Recoveries	-	-	-	-
Amounts written off	-	-	-	-
Foreign exchange adjustments	76 -	-	-	76
<b>At 31 December 2023</b>	<b>225 -</b>	<b>-</b>	<b>-</b>	<b>225</b>

Contractual amounts outstanding in relation to Due from banks that were still subject to enforcement activity, but otherwise had already been written off, were nil both at 30 June 2024 and at 31 December 2023.



**Notes To The Financial Statements:**

**20 Restricted balances with central bank**

	31 December 2024	31 December 2023	31 December 2024	31 December 2023
	N'million	N'million	N'million	N'million
Mandatory reserve deposits with central bank (see note 20.1 below)	1,364,987	945,037	1,364,987	945,037
Special cash reserve (see note 20.2 below)	221,362	229,361	221,362	229,361
Carrying amount	<b>1,586,350</b>	<b>1,174,398</b>	<b>1,586,350</b>	<b>1,174,398</b>

**20.1** Mandatory reserve deposits are not available for use in the Bank's day-to-day operations. It represents a percentage of the Customers' deposits and are non interest-bearing. The amount, which is based on qualified assets, is determined by the Central Bank of Nigeria from time to time. For the purpose of statement of cash flows, these balances are excluded from the cash and cash equivalents.

**20.2** Special cash reserve represents special Intervention funds held with Central Bank of Nigeria as a regulatory requirement.

**20.3** Cash and Bank Balances was seperated into Cash and Cash Equivalent ,and Balances with Central Bank to reflect best practice . See Note 44

**21 Goodwill**

	31 December 2024	31 December 2023
	N'million	N'million
At 1 January 2024	8,656	14,650
Intangible Assets	(2,271)	(5,994)
Impairment of goodwill	(2,353)	-
Foreign currency translation	2,787	-
<b>At 31 December 2024</b>	<b>11,443</b>	<b>8,656</b>

**21.1** Goodwill is the cost of acquired company in excess of the fair value of net assets, including identifiable intangible assets, at the acquisition date.

The quantitative test requires a comparison of the fair value of the reporting unit to its carrying value, including goodwill. If the fair value of the reporting unit is in excess of the carrying value, the related goodwill is considered not impaired. If the carrying value of the reporting unit exceeds the fair value, an impairment loss is recognized in an amount equal to that excess, limited to the total amount of goodwill allocated to that reporting unit.

**21.2 Goodwill impairment testing**

Goodwill is reviewed annually or more frequently for impairment when there are objective indicators that impairment may have occurred by comparing the carrying value to its recoverable amount.

The Group performed its annual goodwill impairment test as of December 31, 2024, by applying Price to Book value multiples of comparable companies to determine the value of Fidbank Uk to arrive at a price of \$1.72 per unit , with a discount rate of 10% applied (Marketability discount of 10% was applied by management based on expert judgement and knowledge of similar transactions ) which resulted in the impairment of the reporting units' goodwill. The valuation is a level 3 fair value. In the prior year, the recoverable amount was determined using a value in use which leveraged the initial acquisition accounting. The fair value approach reflects the approach to value banks in the market.. See Note 21.3 below;

**21.3** The table below shows the Impairment testing result of Reporting Unit ( Fid Bank Uk )

Fidelity Bank UK Limited	
<b>Impairment testing as at 31 December 2024</b>	
<b>USD'000</b>	
<b>Recoverable Amount</b>	<b>62,731</b>
<b>Carrying Amount</b>	64,304
<b>Headroom/ (Impairment)</b>	(1,572)
<b>Decision :</b>	<b>Impaired</b>

**21.4 Performance Indicators.**

For 2024, the Group generated higher net revenues, net of provision for credit losses and increased book value per share, as well as increased overall performance compared with 2023 however its performance did not entirely match its projected performance threshold in the year which accounted for impairment on goodwill . This Increase reflected the group's continued execution of its strategic focus, which had a positive impact on net earnings. Within the reporting units with goodwill, there continued to be solid fundamentals underlying the business, where the group continued to maintain strong positions and also deepening its strategic goals with positive outlook .

**21.5 Macroeconomic Indicators.**

Despite broad macroeconomic and geopolitical concerns, the global economy continued to grow in 2024.

**Firm and Industry Events.**

There were no events, entity specific or otherwise, that would have had a more than recognized negative impact on the valuation of the firm's reporting units as goodwill Impairment.

**Notes To The Financial Statements:**

**Fair Value Indicators.**

Changes in the fair value indicators in the market did not have a more than recognized negative impact ( Impairment ) on the valuation of the goodwill .

**22 Loans and Advances to Customers**

	<b>Group</b>	<b>Group</b>	<b>Bank</b>	<b>Bank</b>
	<b>31 December</b>	<b>31 December</b>	<b>31 December</b>	<b>31 December</b>
	<b>2024</b>	<b>2023</b>	<b>2024</b>	<b>2023</b>
	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
Loans to corporate and other organisations	4,496,059	3,160,338	4,472,918	3,030,274
Loans to individuals	86,652	76,051	68,404	76,051
	<b>4,582,711</b>	<b>3,236,389</b>	<b>4,541,322</b>	<b>3,106,324</b>
Less: Allowance for ECL/impairment losses	(195,605)	(143,970)	(195,273)	(143,927)
	<b>4,387,106</b>	<b>3,092,419</b>	<b>4,346,049</b>	<b>2,962,397</b>
	<b>Group</b>	<b>Group</b>	<b>Bank</b>	<b>Bank</b>
	<b>31 December</b>	<b>31 December</b>	<b>31 December</b>	<b>31 December</b>
	<b>2024</b>	<b>2023</b>	<b>2024</b>	<b>2023</b>
	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
<b>Loans to corporate entities and other organisations</b>				
Overdrafts	487,128	281,837	487,128	281,837
Term loans	4,005,403	2,870,144	3,982,251	2,740,080
Advance under finance lease	3,538	8,357	3,538	8,357
	<b>4,496,070</b>	<b>3,160,338</b>	<b>4,472,918</b>	<b>3,030,274</b>
Less: Allowance for ECL/impairment losses	(178,117)	(126,394)	(177,889)	(126,351)
	<b>4,317,953</b>	<b>3,033,944</b>	<b>4,295,029</b>	<b>2,903,923</b>
<b>Loans to individuals</b>				
Overdrafts	24,230	17,837	24,197	17,837
Term loans	61,762	57,165	43,547	57,165
Advance under finance lease	661	1,049	661	1,049
	86,653	76,051	68,404	76,051
Less: Allowance for ECL/impairment losses	(17,488)	(17,576)	(17,384)	(17,576)
	<b>69,165</b>	<b>58,475</b>	<b>51,020</b>	<b>58,475</b>
<b>Net loans and advances include</b>	<b>4,387,117</b>	<b>3,092,419</b>	<b>4,346,049</b>	<b>2,962,398</b>

**Notes To The Financial Statements:**

**22.1 Impairment allowance for loans and advances to customers**

**22.1.1 Corporate and Other Organisations**

The table below shows the credit rating of corporate obligors and the maximum exposure to credit risk based on the Bank's internal credit rating system and reporting period stage classification. The amounts presented are gross of impairment allowances. Details of the Bank's internal grading system are explained in Note 3.2.2 and policies on whether ECL allowances are calculated on an individual or collective basis are set out in Note 3.2.1.

Group	31 December 2024				
	Stage 1	Stage 2	Stage 3	POCI	Total
	Individual N'million	Individual N'million	Individual N'million	Individual N'million	Individual N'million
Internal rating grade					
Performing					
High grade (AAA - A)	278,274	267,588	-	-	545,863
Standard grade (BBB - B)	2,983,935	854,614	-	-	3,838,549
Sub-standard grade (CCC -	41	-	-	-	41
Past due but not impaired	-	-	-	-	-
Non- performing:					
Individually impaired	-	-	111,607	-	111,607
<b>Total</b>	<b>3,262,250</b>	<b>1,122,202</b>	<b>111,607</b>	<b>-</b>	<b>4,496,059</b>
	31 December 2023				
	Stage 1	Stage 2	Stage 3	POCI	Total
	Individual N'million	Individual N'million	Individual N'million	Individual N'million	Individual N'million
Internal rating grade					
Performing					
High grade (AAA - A)	423,615	193,711	-	-	617,326
Standard grade (BBB - B)	1,398,593	874,936	-	-	2,273,529
Sub-standard grade (CCC -	179,627	4,009	-	-	183,636
Past due but not impaired (C)	-	-	-	-	-
Non- performing:					
Individually impaired	-	-	85,847	-	85,847
<b>Total</b>	<b>2,001,836</b>	<b>1,072,655</b>	<b>85,847</b>	<b>-</b>	<b>3,160,338</b>
	31 December 2024				
Bank	Stage 1	Stage 2	Stage 3	POCI	Total
	Individual N'million	Individual N'million	Individual N'million	Individual N'million	Individual N'million
	Individual N'million	Individual N'million	Individual N'million	Individual N'million	Individual N'million
Internal rating grade					
Performing					
High grade (AAA - A)	274,605	267,588	-	-	542,194
Standard grade (BBB - B)	2,964,475	854,614	-	-	3,819,089
Sub-standard grade (CCC -	28	-	-	-	28
Past due but not impaired (C)	-	-	-	-	-
Non- performing:					
Individually impaired	-	-	111,607	-	111,607
<b>Total</b>	<b>3,239,109</b>	<b>1,122,202</b>	<b>111,607</b>	<b>-</b>	<b>4,472,918</b>
	31 December 2023				
	Stage 1	Stage 2	Stage 3	POCI	Total
	Individual N'million	Individual N'million	Individual N'million	Individual N'million	Individual N'million
Internal rating grade					
Performing					
High grade (AAA - A)	293,551	193,711	-	-	487,262
Standard grade (BBB - B)	1,398,593	874,936	-	-	2,273,529
Sub-standard grade (CCC -	179,627	4,009	-	-	183,636
Past due but not impaired (C)	-	-	-	-	-
Non- performing:					
Individually impaired	-	-	85,847	-	85,847
<b>Total</b>	<b>1,871,772</b>	<b>1,072,655</b>	<b>85,847</b>	<b>-</b>	<b>3,030,274</b>

**Notes To The Financial Statements:**

**22 Loans and Advances to Customers - continued**

**22.1 Impairment allowance for loans and advances to customers- continued**

An analysis of changes in the gross carrying amount and the corresponding ECL allowances in relation to Corporate lending is, as follows:

Group	31 December 2024				
	Stage 1	Stage 2	Stage 3	POCI	Total
	Individual	Individual			
	N'million	N'million	N'million	N'million	N'million
Gross carrying amount as at					
1 January 2024	1,878,553	1,072,655	85,847	-	3,037,055
New assets originated or purchased	719,088	-	-	-	719,088
Assets derecognised or repaid (excluding write offs)	-	-	-	-	-
	(208,944)	(149,346)	(12,050)	-	(370,341)
Transfers to Stage 1	545,092	(487,487)	(57,604)	-	0
Transfers to Stage 2	(240,106)	249,762	(9,655)	-	0
Transfers to Stage 3	(1,681)	(92,487)	94,168	-	-
Changes to contractual cash flows due to modifications not resulting in derecognition	-	-	-	-	-
	-	(185)	-	-	(185)
Unwind of discount	117,680	49,555	744	-	167,979
Amounts written off	-	-	(12,375)	-	(12,375)
Changes in PD/LGD/EAD Including Accrued Interest	-	-	-	-	-
	79,604	34,705	6,587	-	120,897
Foreign exchange adjustments	372,976	445,030	15,946	-	833,952
At 31 December 2024	<b>3,262,261</b>	<b>1,122,202</b>	<b>111,607</b>	<b>-</b>	<b>4,496,070</b>

ECL allowance as at 1	31 December 2024				
	Stage 1	Stage 2	Stage 3	POCI	Total
	Collectively	Collectively			
	N'million	N'million	N'million	N'million	N'million
January					
2024 under IFRS 9	20,928	71,371	34,094	-	126,393
New assets originated or purchased	20,550	-	-	-	20,550
Assets derecognised or repaid (excluding write offs)	-	-	-	-	-
	(21,593)	(281)	(3,315)	-	(25,189)
Transfers to Stage 1	4,978	(4,958)	(20)	-	-
Transfers to Stage 2	(18,471)	18,499	(28)	-	-
Transfers to Stage 3	(6,035)	(27,218)	33,253	-	(0)
Unwind of discount	2,616	15,307	6,315	-	24,239
Changes to contractual cash flows due to modifications not resulting in derecognition	-	-	-	-	-
Changes in PD/LGD/EAD Including Accrued	686	3,282	7,744	-	11,712
Changes to models and inputs used for ECL	-	-	-	-	-
Amounts written off	-	-	(12,375)	-	(12,375)
Foreign exchange adjustments	8,984	16,830	6,974	-	32,787
At 31 December 2024	<b>12,643</b>	<b>92,832</b>	<b>72,642</b>	<b>-</b>	<b>178,117</b>

ECL allowance as at 1	31 December 2023				
	Stage 1	Stage 2	Stage 3	POCI	Total
	Collectively	Collectively			
	N'million	N'million	N'million	N'million	N'million
January					
2023 under IFRS 9	18,866	28,612	27,725	-	75,203
New assets originated or purchased	21,141	-	-	-	21,141
Assets derecognised or repaid (excluding write offs)	-	-	-	-	-
	(28,123)	(9,434)	(1,614)	-	(39,170)
Transfers to Stage 1	2,004	(1,627)	(377)	-	-
Transfers to Stage 2	(14,218)	15,773	(1,556)	-	-
Transfers to Stage 3	(1,380)	(8,913)	10,293	-	-
Unwind of discount	421	3,481	-	-	3,902
Changes in PD/LGD/EAD Including Accrued	8,473	2,955	10,204	-	21,632
Changes to models and inputs used for ECL	-	-	-	-	-
Amounts written off	-	-	(21,360)	-	(21,360)
Foreign exchange adjustments	13,745	40,523	10,778	-	65,046
At 31 December 2023	<b>20,929</b>	<b>71,371</b>	<b>34,094</b>	<b>-</b>	<b>126,394</b>

**Notes To The Financial Statements:**

Bank	31 December 2024				
	Stage 1	Stage 2	Stage 3	POCI	Total
	Individual N'million	Individual N'million			
Gross carrying amount as at					
1 January 2024	1,871,772	1,072,655	85,847	-	3,030,274
New assets originated or purchased	651,522	-	-	-	651,522
Assets derecognised or repaid (excluding write offs)	-	-	-	-	-
Transfers to Stage 1	(157,750)	(149,346)	(12,050)	-	(319,146)
Transfers to Stage 2	545,092	(487,487)	(57,604)	-	0
Transfers to Stage 3	(240,106)	249,762	(9,655)	-	0
Changes to contractual cash flows due to modifications not resulting in derecognition	(1,681)	(92,487)	94,168	-	-
Unwind of discount	-	-	-	-	-
Amounts written off	-	(185)	-	-	(185)
Changes in PD/LGD/EAD Including Accrued Interest	117,680	49,555	744	-	167,979
Foreign exchange adjustments	-	-	(12,375)	-	(12,375)
At 31 December 2024	79,604	34,705	6,587	-	120,897
	372,976	445,030	15,946	-	833,952
	<b>3,239,109</b>	<b>1,122,202</b>	<b>111,607</b>	<b>-</b>	<b>4,472,918</b>
	31 December 2023				
	Stage 1	Stage 2	Stage 3	POCI	Total
	Individual N'million	Individual N'million			
Gross carrying amount as at					
1 January 2023	1,656,291	422,027	51,455	-	2,129,774
New assets originated or purchased	385,016	-	-	-	385,016
Assets derecognised or repaid (excluding write offs)	-	-	-	-	-
Transfers to Stage 1	(167,077)	(1,961)	(36,470)	-	(205,508)
Transfers to Stage 2	97,613	(96,019)	(1,594)	-	-
Transfers to Stage 3	(361,004)	379,580	(18,575)	-	-
Unwind of discount	(61,281)	(16,780)	78,061	-	-
Amounts written off	14,418	5,347	654	-	20,419
Changes in PD/LGD/EAD	-	-	(21,360)	-	(21,360)
Foreign exchange adjustments	22,633	22,838	26,490	-	71,961
At 31 December 2023	285,163	357,624	7,186	-	649,972
	<b>1,871,772</b>	<b>1,072,655</b>	<b>85,847</b>	<b>-</b>	<b>3,030,274</b>

Notes To The Financial Statements:

**22 Loans and Advances to Customers - continued**

**22.1 Impairment allowance for loans and advances to customers- continued**

Bank	31 December 2024				
	Stage 1 Collectively	Stage 2 Collectively N'million	Stage 3 N'million	POCI N'million	Total N'million
ECL allowance as at 1					
January					
2024 under IFRS 9	20,886	71,371	34,094	-	126,351
New assets originated or purchased	20,291	-	-	-	20,291
Assets derecognised or repaid (excluding write offs)	(21,519)	(281)	(3,315)	-	(25,115)
Transfers to Stage 1	4,978	(4,958)	(20)	-	-
Transfers to Stage 2	(18,471)	18,499	(28)	-	-
Transfers to Stage 3	(6,035)	(27,218)	33,253	-	0.00
Unwind of discount	2,616	15,307	6,315	-	24,239
Changes in PD/LGD/EAD Including Accrued	686	3,282	7,744	-	11,712
Changes to models and inputs used for ECL calculations	-	-	-	-	-
Amounts written off	-	-	(12,375)	-	(12,375)
Foreign exchange adjustments	8,984	16,830	6,973	-	32,787
At 31 December 2024	<b>12,416</b>	<b>92,832</b>	<b>72,642</b>	-	<b>177,889</b>

Bank	31 December 2023				
	Stage 1 Collectively N'million	Stage 2 Collectively N'million	Stage 3 N'million	POCI N'million	Total N'million
ECL allowance as at 1					
January					
2023 under IFRS 9	18,866	28,612	27,725	-	75,203
New assets originated or purchased	21,141	-	-	-	21,141
Assets derecognised or repaid (excluding write offs)	(28,165)	(9,434)	(1,614)	-	(39,213)
Transfers to Stage 1	2,004	(1,627)	(377)	-	-
Transfers to Stage 2	(14,218)	15,773	(1,556)	-	-
Transfers to Stage 3	(1,380)	(8,913)	10,293	-	-
Unwind of discount	421	3,481	-	-	3,902
Changes in PD/LGD/EAD Including Accrued	8,473	2,955	10,204	-	21,632
Changes to models and inputs used for ECL	-	-	-	-	-
Amounts written off	-	-	(21,360)	-	(21,360)
Foreign exchange adjustments	13,745	40,523	10,778	-	65,046
At 31 December 2023	<b>20,886</b>	<b>71,371</b>	<b>34,094</b>	-	<b>126,351</b>

**Notes To The Financial Statements:**

**22 Loans and Advances to Customers - continued**

**22.1 Impairment allowance for loans and advances to customers- continued**

The contractual amount outstanding on loans that have been written off, but were still subject to enforcement activity was nil at 31 December 2024 (31 December 2023: nil).

The increase in ECLs of the portfolio was driven by an increase in the gross size of the portfolio and movements between stages as a result of increase in credit risk and changes in economic conditions. Further analysis of economic factors is outlined in Note 3.

**22.1.2 Loans to individuals**

The table below shows the credit rating of loans to individuals and the maximum exposure to credit risk based on the Bank's internal credit rating system and year-end stage classification. The amounts presented are gross of impairment allowances. Details of the Bank's internal grading system are explained in Note 3.2.2 and policies on whether ECL allowances are calculated on an individual or collective basis are set out in Note 3.2.1.

Group	31 December 2024				
	Stage 1	Stage 2	Stage 3	POCI	Total
	Collectively N'million	Collectively N'million	N'million	N'million	N'million
Internal rating grade					
Performing	-	-	-	-	-
High grade (AAA - A)	13,194	-	-	-	13,194
Standard grade (BBB - B)	42,008	1,339	-	-	43,347
Sub-standard grade (CCC -	366	0	-	-	366
Past due but not impaired	10	-	-	-	10
Non- performing	-	-	-	-	-
Individually impaired	-	-	29,735	-	29,735
<b>Total</b>	<b>55,579</b>	<b>1,339</b>	<b>29,735</b>	<b>-</b>	<b>86,653</b>

Bank	31 December 2024				
	Stage 1	Stage 2	Stage 3	POCI	Total
	Collectively N'million	Collectively N'million	N'million	N'million	N'million
Internal rating grade					
Performing	-	-	-	-	-
High grade (AAA - A)	-	-	-	-	-
Standard grade (BBB - B)	39,114	217	-	-	39,331
Sub-standard grade (CCC -	366	0	-	-	366
Past due but not impaired (C)	-	-	-	-	-
Non- performing	-	-	-	-	-
Individually impaired	-	-	28,707	-	28,707
<b>Total</b>	<b>39,480</b>	<b>217</b>	<b>28,707</b>	<b>-</b>	<b>68,404</b>

	31 December 2023				
	Stage 1	Stage 2	Stage 3	POCI	Total
	Collectively N'million	Collectively N'million	N'million	N'million	N'million
Internal rating grade					
Performing	-	-	-	-	-
High grade (AAA - A)	-	-	-	-	-
Standard grade (BBB - B)	47,487	882	-	-	48,370
Sub-standard grade (CCC -	745	-	-	-	745
Past due but not impaired (C)	-	-	-	-	-
Non- performing	-	-	-	-	-
Individually impaired	-	-	26,936	-	26,936
<b>Total</b>	<b>48,232</b>	<b>882</b>	<b>26,936</b>	<b>-</b>	<b>76,051</b>

**Notes To The Financial Statements:**

An analysis of changes in the gross carrying amount and the corresponding ECL allowances in relation to individual lending is, as follows:

Group	31 December 2024				
	Stage 1	Stage 2	Stage 3	POCI	Total
	Collectively	Collectively			
	N'million	N'million	N'million	N'million	N'million
Gross carrying amount as at					
1 January 2024	54,376	1,309	26,936	-	82,622
New assets originated or purchased	20,830	-	-	-	20,830
	-	-	-	-	-
Assets derecognised or repaid (excluding write offs)	(13,835)	(1,891)	(5,040)	-	(20,765)
Transfers to Stage 1	3,103	(480)	(2,623)	-	-
Transfers to Stage 2	(1,812)	2,144	(332)	-	0
Transfers to Stage 3	(8,203)	(6)	8,209	-	0
Changes to contractual cash flows due to	-	-	-	-	-
Unwind of discount	132	214	1,512	-	1,858
Changes in PD/LGD/EAD Including Accrued Interest	-	-	-	-	-
	(3)	19	1,138	-	1,154
Amounts written off	-	-	(918)	-	(918)
Foreign exchange adjustments	1,781	26	6	-	1,813
At 31 December 2024	<b>56,368</b>	<b>1,336</b>	<b>28,889</b>	-	<b>86,593</b>

	31 December 2024				
	Stage 1	Stage 2	Stage 3	POCI	Total
	Collectively	Collectively			
	N'million	N'million	N'million	N'million	N'million
ECL allowance as at 1 January 2024	393	7	17,180	-	17,580
New assets originated or purchased	3,615	0	67	-	3,683
	-	-	-	-	-
Assets derecognised or repaid (excluding write offs)	(1,306)	(102)	(1,987)	-	(3,395)
Transfers to Stage 1	275	(4)	(271)	-	0
Transfers to Stage 2	(70)	110	(40)	-	-
Transfers to Stage 3	(2,233)	(3)	2,236	-	(0)
Impact on year end ECL of exposures transferred between stages during the period	9	0	12	-	21
	-	-	-	-	-
Unwind of discount	112	13	21	-	146
	-	-	-	-	-
Changes in PD/LGD/EAD Including Accrued Interest	98	0	33	-	131
Amounts written off	-	-	(859)	-	(859)
Foreign exchange adjustments	5	2	174	-	181
At 31 December 2024	<b>898</b>	<b>23</b>	<b>16,566</b>	-	<b>17,488</b>

Bank	31 December 2024				
	Stage 1	Stage 2	Stage 3	POCI	Total
	Collectively	Collectively			
	N'million	N'million	N'million	N'million	N'million
Gross carrying amount as at					
1 January 2024	48,232	882	26,936	-	76,051
New assets originated or purchased	6,450	-	-	-	6,450
	-	-	-	-	-
Assets derecognised or repaid (excluding write offs)	(11,533)	(1,891)	(5,040)	-	(18,463)
Transfers to Stage 1	2,720	(97)	(2,623)	-	-
Transfers to Stage 2	(713)	1,045	(332)	-	-
Transfers to Stage 3	(7,902)	(6)	7,908	-	0
Changes to contractual cash flows due to	-	-	-	-	-
Unwind of discount	132	214	1,512	-	1,858
Changes in PD/LGD/EAD Including Accrued Interest	-	-	-	-	-
	502	62	1,138	-	1,702
Amounts written off	-	-	(859)	-	(859)
Foreign exchange adjustments	1,593	7	6	-	1,606
At 31 December 2024	<b>39,480</b>	<b>217</b>	<b>28,647</b>	-	<b>68,345</b>



Notes To The Financial Statements:

**22 Loans and Advances to Customers - continued**

**22.1 Impairment allowance for loans and advances to customers- continued**

<b>31 December 2024</b>					
	<b>Stage 1 Collectively N'million</b>	<b>Stage 2 Collectively N'million</b>	<b>Stage 3 N'million</b>	<b>POCI N'million</b>	<b>Total N'million</b>
ECL allowance as at 1 January 2024	390	6	17,180	-	17,576
New assets originated or purchased	3,600	-	-	-	3,600
	-	-	-		
Assets derecognised or repaid (excluding write offs)	(1,306)	(102)	(1,987)	-	(3,395)
Transfers to Stage 1	274	(3)	(271)	-	0
Transfers to Stage 2	(70)	110	(40)	-	-
Transfers to Stage 3	(2,233)	(3)	2,236	-	(0)
Unwind of discount	112	13	21		146
	-	-	-		
Changes in PD/LGD/EAD Including Accrued Interest	101	-	33	-	134
Amounts written off	-	-	(800)	-	(800)
Foreign exchange adjustments	5	2	115	-	122
At 31 December 2024	<b>874</b>	<b>23</b>	<b>16,487</b>	<b>-</b>	<b>17,384</b>

<b>31 December 2023</b>					
	<b>Stage 1 Collectively N'million</b>	<b>Stage 2 Collectively N'million</b>	<b>Stage 3 N'million</b>	<b>POCI N'million</b>	<b>Total N'million</b>
Gross carrying amount as at					
1 January 2023	52,634	1,163	13,189	-	66,986
New assets originated or purchased	19,363	-	-	-	19,363
Assets derecognised or repaid (excluding write offs)	(17,688)	(67)	(283)	-	(18,038)
Transfers to Stage 1	559	(166)	(393)	-	-
Transfers to Stage 2	(459)	468	(9)	-	0
Transfers to Stage 3	(12,344)	(769)	13,113	-	(0)
Changes to contractual cash flows due to modifications not resulting in derecognition	-	-	-	-	-
Unwind of discount	312	204	358	-	874
Changes in PD/LGD/EAD Including Accrued Interest	4,312	46	1,237	-	5,595
Amounts written off	-	-	(285)	-	(285)
Foreign exchange adjustments	1,543	3	10	-	1,556
At 31 December 2023	<b>48,232</b>	<b>882</b>	<b>26,936</b>	<b>-</b>	<b>76,051</b>

**Notes To The Financial Statements:**

**22 Loans and Advances to Customers - continued**

**22.1 Impairment allowance for loans and advances to customers- continued**

31 December 2023					
	Stage 1 Collectively N'million	Stage 2 Collectively N'million	Stage 3 N'million	POCI N'million	Total N'million
Gross Carrying amount as at 1 January 2023	511	81	4,753	-	5,345
New assets originated or purchased	1,428	-	-	-	1,428
Assets derecognised or repaid (excluding write offs)	(2,175)	(336)	(153)	-	(2,663)
Transfers to Stage 1	89	(7)	(82)	-	-
Transfers to Stage 2	(2)	7	(5)	-	(0)
Transfers to Stage 3	(31)	(46)	77	-	(0)
Unwind of discount	423	168	8,432	-	9,023
Changes in PD/LGD/EAD Including Accrued Interest	141	136	4,329	-	4,606
Amounts written off	-	-	(285)	-	(285)
Foreign exchange adjustments	6	2	115	-	123
At 31 December 2023	<b>390</b>	<b>6</b>	<b>17,180</b>	<b>-</b>	<b>17,576</b>

The increase in ECLs of the portfolio was driven by an increase in the gross size of the portfolio and movements between stages as a result of increases in credit risk and a deterioration in economic conditions. Further analysis of economic factors is outlined in Note 3.

**22.1 Advances under finance lease may be analysed as follows:**

	Group 31 December 2024 N'million	Group 31 December 2023 N'million	Bank 31 December 2024 N'million	Bank 31 December 2023 N'million
<b>Gross investment</b>				
- No later than 1 year	1,397	878	1,397	878
- Later than 1 year and no later than 5 years	4,185	10,147	4,185	10,147
- Later than 5 years	24	-	24	-
Less:	5,606	11,026	5,606	11,026
Allowance for ECL/impairment losses	(44)	(23)	(44)	(23)
Unearned future finance income on finance leases	(1,407)	(53)	(1,407)	(53)
<b>Net investment</b>	<b>4,155</b>	<b>10,950</b>	<b>4,155</b>	<b>10,950</b>
<b>The net investment may be analysed as follows:</b>				
- No later than 1 year	1,209	878	1,209	878
- Later than 1 year and no later than 5 years	2,935	10,125	2,935	10,125
- Later than 5 years	11	-	11	-
	<b>4,155</b>	<b>11,003</b>	<b>4,155</b>	<b>11,003</b>

**22.2 Nature of security in respect of loans and advances:**

	Group 31 December 2024 N'million	Group 31 December 2023 N'million	Bank 31 December 2024 N'million	Bank 31 December 2023 N'million
Secured against real estate	144,149	549,781	75,185	549,781
Secured by shares of quoted companies	3,949	-	3,949	-
Secured others ( see 22.2.i)	4,182,936	2,548,651	4,226,998	2,418,586
Advances under finance lease	5,104	37,523	5,104	37,523
Unsecured	246,574	100,434	230,087	100,434
Gross loans and advances to customers	<b>4,582,711</b>	<b>3,236,389</b>	<b>4,541,322</b>	<b>3,106,324</b>

**22.2.i** Secured others are collaterals includes Licenses of varied nature , State guarantees , Legal mortgages , Oil wells , vessels , all assets debenture , Bonds etc

**Notes To The Financial Statements:**

**23 Derivative Financial Instruments**

The Bank entered into derivative contracts with counter parties; Total Return Swap with Standard Chartered Bank (“SCB”) , Meshraq; Non-deliverable Forwards in prior year (December 2023) and Swap with the Central Bank of Nigeria (“CBN”) in the year ended 31 December 2024 . The table below shows the fair values of derivative financial instruments recorded as assets together with their notional amounts ; Nil Derivative Liabilities . The notional amount, recorded gross, is the quantity of the derivative contracts’ underlying instrument. The notional amounts indicate the volume of transactions outstanding at the year end and are not indicative of either the market or credit risk. The value of Futures December 2024 represent deposit at the exchange ( NGX) for Futures transactions .

	Group 31 December 2024 N'million	Group 31 December 2023 N'million	Bank 31 December 2024 N'million	Bank 31 December 2023 N'million
<b>23a Derivative financial Assets</b>				
Total return swap contracts	50,243	-	50,242	-
Non-deliverable forwards -	-	10,673	-	10,673
Futures Contracts	50	50	50	50
<b>Total derivative financial Assets</b>	<b>50,293</b>	<b>10,723</b>	<b>50,292</b>	<b>10,723</b>
<b>Notional Amount</b>				
Total return swap contracts	697,592	11,998	697,050	11,998
Futures Contracts	50	-	50	-
<b>Total</b>	<b>697,642</b>	<b>11,998</b>	<b>697,100</b>	<b>11,998</b>

	Group 31 December 2024 N'million	Group 31 December 2023 N'million	Bank 31 December 2024 N'million	Bank 31 December 2023 N'million
<b>23b Derivative financial liabilities</b>				
Total return swap contracts	-	-	-	-
Non-deliverable forwards	-	-	-	-
Futures Contracts	-	-	-	-
<b>Total derivative financial Liabilities</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Notional Amount</b>				
Forward Contract	-	-	-	-
Futures Contracts	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

- i The Bank enters into currency forward / futures contracts with counter parties. On initial recognition, the Bank estimates the fair value of derivatives transacted with the counter parties in line with IFRS 13. In many cases, all significant inputs into the valuation techniques are wholly observable (e.g with reference to similar transactions in the dealer market.) See note 2.4.2 c
- ii During the year, various derivative contracts entered into by the Bank generated a net gain which was recognized in the statement of profit or loss and other comprehensive income , while no liability was recognized .
- iii All derivative contracts are current .

**24 Investment Securities**

	Group 31 December 2024 N'million	Group 31 December 2023 N'million	Bank 31 December 2024 N'million	Bank 31 December 2023 N'million
<b>24.1 Financial assets at fair value through profit and loss (FVTPL)</b>				
Federal Government bonds	331	1,023	331	1,023
Treasury bills	4,782	6,661	4,782	6,661
Placements	-	-	-	-
Total financial assets measured at FVTPL	<b>5,113</b>	<b>7,684</b>	<b>5,113</b>	<b>7,684</b>

Notes To The Financial Statements:

**24 Investment Securities- continued**

	Group 31 December 2024	Group 31 December 2023	Bank 31 December 2024	Bank 31 December 2023
	N'million	N'million	N'million	N'million
<b>24.2</b> <u>Debt instruments at fair value through other comprehensive income (FVOCI)</u>				
Treasury bills	46,944	193,217	46,944	153,218
Federal Government bonds	139,627	17,714	65,981	17,714
State bonds	-	5,897	-	5,897
Corporate bonds	-	10,922	-	10,922
Total debt instruments measured at FVOCI	<b>186,571</b>	<b>227,750</b>	<b>112,925</b>	<b>187,751</b>

	Group 31 December 2024	Group 31 December 2023	Bank 31 December 2024	Bank 31 December 2023
	N'million	N'million	N'million	N'million
<b>24.3</b> <u>Debt instruments at amortised cost</u>				
Treasury bills	1,079,081	405,537	1,079,081	405,537
Federal Government bonds	449,392	394,879	449,392	394,879
State Government bonds	10,027	5,119.87	10,027	5,119.87
Corporate bonds	15,265	15,478	15,265	15,478
<b>Sub-total</b>	<b>1,553,765</b>	<b>821,013</b>	<b>1,553,765</b>	<b>821,014</b>
Allowance for impairment	(1,418)	(2,210)	(1,418)	(2,210)
Total debt instruments measured at amortised cost	<b>1,552,347</b>	<b>818,803</b>	<b>1,552,347</b>	<b>818,803</b>

**Reconciliation of allowance for impairment**

At beginning of year	(2,210)	(830)	(2,210)	(830)
Write back /Additional allowance for impairment	793	(1,380)	793	(1,380)
At end of year	<b>(1,418)</b>	<b>(2,210)</b>	<b>(1,418)</b>	<b>(2,210)</b>

	Group 31 December 2024	Group 31 December 2023	Bank 31 December 2024	Bank 31 December 2023
	N'million	N'million	N'million	N'million
<b>24.4</b> <u>Equity instruments :</u>				
<b>24.4i</b> <u>Equity instruments at fair value through other comprehensive income (FVOCI)</u>				
<b>Unquoted equity investments:</b>				
- Pay Attitude Global	13	14	13	14
- African Finance Corporation (AFC)	19,630	8,547	19,630	8,547
- Unified Payment Solution ( UPSL)	31,018	20,156	31,018	20,156
- Nigerian Inter Bank Settlement System (NIBBS)	10,492	6,078	10,492	6,078
- African Export–Import Bank (AFREXIM BANK)	1,771	960	1,771	960
- The Central Securities Clearing System (CSCS)	3,952	3,716	3,952	3,716
- Investment in FMDQ	2,612	2,022	2,612	2,022
- Shared Agent Network Expansion Facility (SANEF)	80	50	80	50
<b>Quoted equity investments:</b>				
- Nigerian Exchange Group (NGX)	67	57	67	57
Total equity instruments at FVOCI	<b>69,635</b>	<b>41,600</b>	<b>69,635</b>	<b>41,600</b>

**24.4ii** The Group has designated its equity investments as equity investments at fair value through other comprehensive income (FVOCI) on the basis that these are not held for trading , see note **2.4.2.b**. During the year ended 31 December 2024 , the Bank recognised dividends of N741 million (December 2023 - N2,018 million ) from its FVOCI equities which was recorded in the profit or loss as other operating income.

**24.4iii** **Investment in Subsidiary:**

	Group 31 December 2024	Group 31 December 2023	Bank 31 December 2024	Bank 31 December 2023
	% Ownership	% Ownership	N'million	N'million
- Fidelity Bank -UK	100	100	68,591	63,403
Total equity instruments			<b>68,591</b>	<b>63,403</b>

**24.4iv** During the year ended 31 December 2024 , the Bank injected additional capital of N5,188 million into the United Kindome Subsidiary to bring the total investment in subsidiary to N68,591million (December 2023 - N63,403 million ).

<b>Total investments</b>	<b>1,813,666</b>	<b>1,095,787</b>	<b>1,808,610</b>	<b>1,119,191</b>
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**Notes To The Financial Statements:**

**24 Investment Securities- continued**

**24.5 Pledged Assets**

The assets pledged as collateral were given to the counter parties without transferring the ownership to them. These are held by the counter party for the term of the transaction being collateralized.

Treasury Bills and Bonds are pledged to the Nigerian Inter Bank Settlement System Company Plc (NIBSS) in respect of the Bank's ongoing participation in the Nigerian settlement system. The Bank pledged Treasury bills and Bonds in its capacity as collection bank for government taxes and Interswitch electronic card transactions. The pledges are overnight collaterals to allow the free flow of the bank's daily transactions.

The nature and carrying amounts of the assets pledged as collaterals are as follows:

	Group 31 December 2024 N'million	Group 31 December 2023 N'million	Bank 31 December 2024 N'million	Bank 31 December 2023 N'million
Treasury bills - Amortised cost	139,428	35,993	139,428	35,993
Federal Government bonds - Amortised cost	-	90,055	-	90,055

**24.6 Impairment losses on financial investments subject to impairment assessment**

**24.6.1 Debt Instruments Measured at FVOCI**

The table below shows the fair value of the Bank's debt instruments measured at FVOCI by credit risk, based on the Bank's internal credit rating system and reporting Period end stage classification. Details of the Bank's internal grading system are explained in Note 3.2.2 and policies on whether ECL allowances are calculated on an individual or collective basis are set out in Note 3.2.4:

Group	31 December 2024			
	Stage 1 Collectively N'million	Stage 2 Collectively N'million	Stage 3 N'million	Total N'million
<b>Internal rating grade</b>				
<b>Performing</b>				
High grade	186,578	-	-	186,578
Standard grade	-	-	-	-
Sub-standard grade	-	-	-	-
Past due but not impaired	-	-	-	-
<b>Non- performing</b>				
Individually impaired	-	-	-	-
<b>Total</b>	<u>186,578</u>	<u>-</u>	<u>-</u>	<u>186,578</u>

Bank	31 December 2024			
	Stage 1 Collectively N'million	Stage 2 Collectively N'million	Stage 3 N'million	Total N'million
<b>Internal rating grade</b>				
<b>Performing</b>				
High grade	112,925	-	-	112,925
Standard grade	-	-	-	-
Sub-standard grade	-	-	-	-
Past due but not impaired	-	-	-	-
<b>Non- performing</b>				
Individually impaired	-	-	-	-
<b>Total</b>	<u>112,925</u>	<u>-</u>	<u>-</u>	<u>112,925</u>

	31 December 2023			
	Stage 1 Collectively N'million	Stage 2 Collectively N'million	Stage 3 N'million	Total N'million
<b>Internal rating grade</b>				
<b>Performing</b>				
High grade	170,742	-	-	170,742
Standard grade	16,818	-	-	16,818
Sub-standard grade	-	-	-	-
Past due but not impaired	-	-	-	-
<b>Non- performing</b>				
Individually impaired	-	-	-	-
<b>Total</b>	<u>187,561</u>	<u>-</u>	<u>-</u>	<u>187,561</u>

Notes To The Financial Statements:

24 Investment Securities- continued

24.6.1 Debt Instruments Measured at FVOCI- continued

An analysis of changes in the fair value and the corresponding ECLs is, as follows:

Group

	31 December 2024			
	Stage 1	Stage 2	Stage 3	Total
	Collectively	Collectively		
	N'million	N'million	N'million	N'million
<b>Gross carrying amount as at 1 January 2024</b>	252,659	-	-	<b>252,659</b>
New assets originated or purchased	181,733	-	-	<b>181,733</b>
Assets derecognised or matured (excluding write-offs)	(239,330)	-	-	<b>(239,330)</b>
Change in fair value	(12,157)	-	-	<b>(12,157)</b>
Transfers to Stage 1	-	-	-	-
Transfers to Stage 2	-	-	-	-
Transfers to Stage 3	-	-	-	-
Changes due to modifications not derecognised	-	-	-	-
Unwind of discount	1,834	-	-	<b>1,834</b>
Amounts written off	-	-	-	-
Foreign exchange adjustments	1,841	-	-	<b>1,841</b>
<b>At 31 December 2024</b>	<b>186,578</b>	<b>-</b>	<b>-</b>	<b>186,578</b>

	31 December 2024			
	Stage 1	Stage 2	Stage 3	Total
	Collectively	Collectively		
	N'million	N'million	N'million	N'million
<b>ECL allowance as at 1 January 2024</b>	621	-	-	<b>620</b>
New assets originated or purchased	111	-	-	<b>111</b>
Assets derecognised or matured (excluding write offs)	(585)	-	-	<b>(585)</b>
Impact on year end ECL of exposures transferred between stages during the period	-	-	-	-
Unwind of discount (recognised in interest income)	15	-	-	<b>15</b>
Changes due to modifications not resulting in derecognition	-	-	-	-
Changes to models and inputs used for ECL calculations	0	-	-	<b>0</b>
Recoveries	-	-	-	-
Amounts written off	-	-	-	-
Foreign exchange adjustments	4	-	-	<b>4</b>
<b>At 31 December 2024</b>	<b>166</b>	<b>-</b>	<b>-</b>	<b>165</b>

Bank

	31 December 2024			
	Stage 1	Stage 2	Stage 3	Total
	Collectively	Collectively		
	N'million	N'million	N'million	N'million
<b>Gross carrying amount as at 1 January 2024</b>	187,561	-	-	<b>187,561</b>
New assets originated or purchased	108,079	-	-	<b>108,079</b>
Assets derecognised or matured (excluding write-offs)	(174,232)	-	-	<b>(174,232)</b>
Change in fair value	(12,157)	-	-	<b>(12,157)</b>
Transfers to Stage 1	-	-	-	-
Transfers to Stage 2	-	-	-	-
Transfers to Stage 3	-	-	-	-
Changes due to modifications not derecognised	-	-	-	-
Unwind of discount	1,834	-	-	<b>1,834</b>
Amounts written off	-	-	-	-
Foreign exchange adjustments	1,841	-	-	<b>1,841</b>
<b>At 31 December 2024</b>	<b>112,925</b>	<b>-</b>	<b>-</b>	<b>112,925</b>

	31 December 2024			
	Stage 1	Stage 2	Stage 3	Total
	Collectively	Collectively		
	N'million	N'million	N'million	N'million
<b>ECL allowance as at 1 January 2024</b>	620	-	-	<b>620</b>
New assets originated or purchased	103	-	-	<b>103</b>
Assets derecognised or matured (excluding write offs)	(584)	-	-	<b>(584)</b>
Impact on year end ECL of exposures transferred between stages during the period	-	-	-	-
Unwind of discount (recognised in interest income)	15	-	-	<b>15</b>
Changes due to modifications not resulting in derecognition	-	-	-	-
Changes to models and inputs used for ECL calculations	-	-	-	-
Recoveries	-	-	-	-
Amounts written off	-	-	-	-
Foreign exchange adjustments	4	-	-	<b>4</b>
<b>At 31 December 2024</b>	<b>158</b>	<b>-</b>	<b>-</b>	<b>158</b>

Notes To The Financial Statements:

24 Investment Securities- continued

24.6.1 Debt Instruments Measured at FVOCI- continued

	31 December 2023			
	Stage 1 Collectively	Stage 2 Collectively	Stage 3	Total
	N'million	N'million	N'million	N'million
<b>Gross carrying amount as at 1 January 2023</b>	28,696	-	-	28,696
New assets originated or purchased	159,091	-	-	159,091
Assets derecognised or matured (excluding write-offs)	(16,825)	-	-	(16,825)
Change in fair value	8,682	-	-	8,682
Transfers to Stage 1	-	-	-	-
Transfers to Stage 2	-	-	-	-
Transfers to Stage 3	-	-	-	-
Changes due to modifications not derecognised	-	-	-	-
Unwind of discount	765	-	-	765
Amounts written off	-	-	-	-
Foreign exchange adjustments	7,153	-	-	7,153
<b>At December 2023</b>	<b>187,561</b>	<b>-</b>	<b>-</b>	<b>187,561</b>

	31 December 2023			
	Stage 1 Collectively	Stage 2 Collectively	Stage 3	Total
	N'million	N'million	N'million	N'million
<b>ECL allowance as at 1 January 2023</b>	192	-	-	192
New assets originated or purchased	279	-	-	279
Assets derecognised or matured (excluding write offs)	(14)	-	-	(14)
Impact on year end ECL of exposures transferred between stages during the year	-	-	-	-
Unwind of discount (recognised in interest income)	12	-	-	12
Changes due to modifications not resulting in derecognition	-	-	-	-
Changes to models and inputs used for ECL calculations	-	-	-	-
Recoveries	-	-	-	-
Amounts written off	-	-	-	-
Foreign exchange adjustments	151	-	-	151
<b>At 31 December 2023</b>	<b>620</b>	<b>-</b>	<b>-</b>	<b>620</b>

24.6.2 Debt Instruments Measured at Amortised Cost

The table below shows the credit quality and the maximum exposure to credit risk based on the Bank's internal credit rating system and period-end stage classification. The amounts presented are gross of impairment allowances. Details of the Bank's internal grading system are explained in Note 3.2.2 and policies on whether ECL allowances are calculated on an individual or collective basis are set out in Note 3.2.4:

	31 December 2024			
	Stage 1 Collectively	Stage 2 Collectively	Stage 3	Total
	N'million	N'million	N'million	N'million
<b>Internal rating grade</b>				
<b>Performing</b>				
High grade	1,523,473	-	-	1,523,473
Standard grade	25,292	-	-	25,292
Sub-standard grade	-	-	-	-
Past due but not impaired	-	-	-	-
<b>Non- performing</b>				
Individually impaired	-	-	-	-
<b>Total</b>	<b>1,548,765</b>	<b>-</b>	<b>-</b>	<b>1,548,765</b>

	31 December 2023			
	Stage 1 Collectively	Stage 2 Collectively	Stage 3	Total
	N'million	N'million	N'million	N'million
<b>Internal rating grade</b>				
<b>Performing</b>				
High grade	800,416	-	-	800,416
Standard grade	20,598	-	-	20,598
Sub-standard grade	-	-	-	-
Past due but not impaired	-	-	-	-
<b>Non- performing</b>				
Individually impaired	-	-	-	-
<b>Total</b>	<b>821,014</b>	<b>-</b>	<b>-</b>	<b>821,014</b>

Notes To The Financial Statements:

**24 Investment Securities- continued**

**24.6.2 Debt Instruments Measured at Amortised Cost- continued**

An analysis of changes in the gross carrying amount and the corresponding ECLs is, as follows:

	31 December 2024			
	Stage 1 Collectively	Stage 2 Collectively	Stage 3	Total
	N'million	N'million	N'million	N'million
<b>Gross carrying amount as at 1 January 2024</b>	821,014	-	-	<b>821,014</b>
New assets originated or purchased	1,112,823	-	-	<b>1,112,823</b>
Assets derecognised or matured (excluding write-offs)	(432,664)	-	-	<b>(432,664)</b>
Transfers to Stage 1	-	-	-	-
Transfers to Stage 2	-	-	-	-
Transfers to Stage 3	-	-	-	-
Changes due to modifications not derecognised	-	-	-	-
Unwind of Discount	47,593	-	-	<b>47,593</b>
Amounts written off	-	-	-	-
Foreign exchange adjustments	-	-	-	-
<b>At 31 December 2024</b>	<b>1,548,765</b>	<b>-</b>	<b>-</b>	<b>1,548,765</b>

Group	31 December 2024			
	Stage 1 Collectively	Stage 2 Collectively	Stage 3	Total
	N'million	N'million	N'million	N'million
<b>ECL allowance as at 1 January 2024</b>	2,210	-	-	<b>2,210</b>
New assets purchased	1,335	-	-	<b>1,335</b>
Assets derecognised or matured (excluding write offs)	(2,265)	-	-	<b>(2,265)</b>
Transfers to Stage 1	-	-	-	-
Transfers to Stage 2	-	-	-	-
Transfers to Stage 3	-	-	-	-
Impact on year end ECL of exposures transferred between stages during the period	-	-	-	-
Unwind of discount (recognised in interest income)	137	-	-	<b>137</b>
Changes due to modifications not resulting in derecognition	-	-	-	-
Changes to models and inputs used for ECL calculations	-	-	-	-
Recoveries	-	-	-	-
Amounts written off	-	-	-	-
Foreign exchange adjustments	-	-	-	-
<b>At 31 December 2024</b>	<b>1,418</b>	<b>-</b>	<b>-</b>	<b>1,418</b>

	31 December 2023			
	Stage 1 Collectively	Stage 2 Collectively	Stage 3	Total
	N'million	N'million	N'million	N'million
<b>ECL allowance as at 1 January 2023</b>	830	-	-	<b>830</b>
New assets purchased	1,264	-	-	<b>1,264</b>
Assets derecognised or matured (excluding write offs)	(155)	-	-	<b>(155)</b>
Transfers to Stage 1	-	-	-	-
Transfers to Stage 2	-	-	-	-
Transfers to Stage 3	-	-	-	-
Impact on year end ECL of exposures transferred between stages during the period	-	-	-	-
Unwind of discount (recognised in interest income)	180	-	-	<b>180</b>
Changes due to modifications not resulting in derecognition	-	-	-	-
Changes to models and inputs used for ECL calculations	-	-	-	-
Recoveries	-	-	-	-
Amounts written off	-	-	-	-
Foreign exchange adjustments	-	-	-	-
<b>At 31 December 2023</b>	<b>2,119</b>	<b>-</b>	<b>-</b>	<b>2,119</b>



Notes To The Financial Statements:

**24 Investment Securities- continued**

**24.6.2 Debt Instruments Measured at Amortised Cost- continued**

Bank

	31 December 2024			
	Stage 1 Collectively	Stage 2 Collectively	Stage 3	Total
	N'million	N'million	N'million	N'million
<b>ECL allowance as at 1 January 2024</b>	2,210	-	-	2,210
New assets purchased	1,335	-	-	1,335
Assets derecognised or matured (excluding write offs)	(2,265)	-	-	(2,265)
Transfers to Stage 1	-	-	-	-
Transfers to Stage 2	-	-	-	-
Transfers to Stage 3	-	-	-	-
Impact on year end ECL of exposures transferred between stages during the period	-	-	-	-
Unwind of discount (recognised in interest income)	137	-	-	137
Changes due to modifications not resulting in derecognition	-	-	-	-
Changes to models and inputs used for ECL calculations	-	-	-	-
Recoveries	-	-	-	-
Amounts written off	-	-	-	-
Foreign exchange adjustments	-	-	-	-
<b>At 31 December 2024</b>	<b>1,418</b>	<b>-</b>	<b>-</b>	<b>1,418</b>

	31 December 2023			
	Stage 1 Collectively	Stage 2 Collectively	Stage 3	Total
	N'million	N'million	N'million	N'million
<b>Gross carrying amount as at 1 January 2023</b>	480,422	-	-	480,422
New assets originated or purchased	592,111	-	-	592,111
Assets derecognised or matured (excluding write-offs)	(260,952)	-	-	(260,952)
Transfers to Stage 1	-	-	-	-
Transfers to Stage 2	-	-	-	-
Transfers to Stage 3	-	-	-	-
Changes due to modifications not derecognised	-	-	-	-
Unwind of Discount	9,433	-	-	9,433
Amounts written off	-	-	-	-
Foreign exchange adjustments	-	-	-	-
<b>At 31 December 2023</b>	<b>821,014</b>	<b>-</b>	<b>-</b>	<b>821,014</b>

	31 December 2023			
	Stage 1 Collectively	Stage 2 Collectively	Stage 3	Total
	N'million	N'million	N'million	N'million
<b>ECL allowance as at 1 January 2023</b>	830	-	-	830
New assets purchased	1,264	-	-	1,264
Assets derecognised or matured (excluding write offs)	(64)	-	-	(64)
Transfers to Stage 1	-	-	-	-
Transfers to Stage 2	-	-	-	-
Transfers to Stage 3	-	-	-	-
Impact on year end ECL of exposures transferred between stages during the year	-	-	-	-
Unwind of discount (recognised in interest income)	180	-	-	180
Changes Other than modifications not derecognised	-	-	-	-
Changes to models and inputs used for ECL calculations	-	-	-	-
Recoveries	-	-	-	-
Amounts written off	-	-	-	-
Foreign exchange adjustments	-	-	-	-
<b>At 31 December 2023</b>	<b>2,210</b>	<b>-</b>	<b>-</b>	<b>2,210</b>

Notes To The Financial Statements:

25 Property, Plant and Equipment

Group	Land	Buildings	Leasehold improvements	Office equipment	Furniture, fittings	Computer equipment	Motor vehicles	Work in progress	Total
	N'million	N'million	N'million	N'million	N'million	N'million	N'million	N'million	N'million
<b>Cost</b>									
At 1 January 2024	15,713	18,886	4,508	9,485	2,166	18,892	7,466	4,700	81,816
Additions	494	1,962	830	3,265	1,020	15,097	5,017	10,768	38,452
Reclassifications	-	808	146	735	123	1,484	220	(3,855)	(340)
Disposals	(89)	(141)	-	(101)	(5)	(707)	(421)	-	(1,464)
Translation Difference	-	-	182	312	-	-	-	-	494
At 31 December 2024	<b>16,117</b>	<b>21,515</b>	<b>5,666</b>	<b>13,696</b>	<b>3,303</b>	<b>34,766</b>	<b>12,281</b>	<b>11,613</b>	<b>118,957</b>
<b>Accumulated depreciation</b>									
At 1 January 2024	-	(4,515)	(3,543)	(7,070)	(1,717)	(12,874)	(4,714)	-	(34,433)
Charge for the year	-	(389)	(297)	(1,305)	(224)	(3,549)	(1,324)	-	(7,088)
Reclassifications	-	-	-	41	(41)	1	(376)	-	376
Disposals	-	58	-	101	5	707	405	-	1,276
Translation Difference	-	-	(165)	(295)	-	-	-	-	461
At 31 December 2024	<b>-</b>	<b>(4,846)</b>	<b>(4,005)</b>	<b>(8,528)</b>	<b>(1,977)</b>	<b>(15,715)</b>	<b>(6,009)</b>	<b>-</b>	<b>(41,081)</b>
<b>Carrying amount at 31 December 2024</b>	<b>16,117</b>	<b>16,669</b>	<b>1,660</b>	<b>5,168</b>	<b>1,326</b>	<b>19,050</b>	<b>6,272</b>	<b>11,613</b>	<b>77,876</b>
<b>Cost</b>									
At 1 January 2023	15,679	18,312	4,194	7,874	1,896	15,842	5,466	3,264	72,527
Additions	63	304	304	1,505	205	1,337	2,022	3,796	9,537
Reclassifications	(7)	269	10	133	67	1,720	-	(2,360)	(168)
Disposals	(22)	-	-	(27)	(1)	(9)	(22)	-	(81)
At 31 December 2023	<b>15,713</b>	<b>18,885</b>	<b>4,508</b>	<b>9,485</b>	<b>2,167</b>	<b>18,890</b>	<b>7,466</b>	<b>4,700</b>	<b>81,814</b>
<b>Accumulated depreciation</b>									
At 1 January 2023	-	(4,144)	(3,318)	(6,218)	(1,588)	(10,782)	(3,779)	-	(29,829)
Charge for the year	-	(372)	(225)	(892)	(119)	(2,096)	(943)	-	(4,646)
Reclassifications	-	-	-	12	(12)	-	-	-	-
Disposals	-	-	-	28	1	6	9	-	43
At 31 December 2023	<b>-</b>	<b>(4,516)</b>	<b>(3,543)</b>	<b>(7,070)</b>	<b>(1,718)</b>	<b>(12,872)</b>	<b>(4,713)</b>	<b>-</b>	<b>(34,432)</b>
<b>Carrying amount at 31 December 2023</b>	<b>15,713</b>	<b>14,369</b>	<b>965</b>	<b>2,415</b>	<b>449</b>	<b>6,018</b>	<b>2,753</b>	<b>4,700</b>	<b>47,382</b>

Notes To The Financial Statements:

**Bank**

25 Property, Plant and Equipment	Land	Buildings	Leasehold improvements	Office equipment	Furniture, fittings	Computer equipment	Motor vehicles	Work in progress	Total
	N'million	N'million	N'million	N'million	N'million	N'million	N'million	N'million	N'million
<b>Cost</b>									
At 1 January 2024	15,713	18,886	4,220	8,987	2,166	18,892	7,466	4,700	81,029
Additions	494	1,962	807	3,242	1,020	15,097	5,017	10,768	38,406
Reclassifications	-	808	146	735	123	1,484	220	(3,855)	(340)
Disposals	(89)	(141)	-	(101)	(5)	(707)	(421)	-	(1,464)
At 31 December 2024	<b>16,117</b>	<b>21,515</b>	<b>5,173</b>	<b>12,863</b>	<b>3,303</b>	<b>34,766</b>	<b>12,281</b>	<b>11,613</b>	<b>117,632</b>
<b>Accumulated depreciation</b>									
At 1 January 2024	-	(4,515)	(3,275)	(6,606)	(1,717)	(12,874)	(4,714)	-	(33,701)
Charge for the year	-	(389)	(287)	(1,273)	(224)	(3,549)	(1,324)	-	(7,046)
Reclassifications	-	-	-	41	(41)	1	(376)	-	(376)
Disposals	-	58	-	101	5	707	405	-	1,276
At 31 December 2024	-	<b>(4,846)</b>	<b>(3,562)</b>	<b>(7,737)</b>	<b>(1,977)</b>	<b>(15,715)</b>	<b>(6,009)</b>	-	<b>(39,847)</b>
<b>Carrying amount at 31 December 2024</b>	<b>16,117</b>	<b>16,669</b>	<b>1,611</b>	<b>5,126</b>	<b>1,326</b>	<b>19,050</b>	<b>6,272</b>	<b>11,613</b>	<b>77,785</b>
<b>Cost</b>									
At 1 January 2023	15,679	18,312	3,929	7,388	1,896	15,842	5,466	3,264	71,776
Additions	63	304	281	1,480	205	1,337	2,022	3,796	9,488
Reclassifications	(7)	269	10	133	67	1,720	-	(2,360)	(168)
Disposals	(22)	-	-	(15)	(1)	(9)	(22)	-	(69)
At 31 December 2023	<b>15,713</b>	<b>18,885</b>	<b>4,220</b>	<b>8,986</b>	<b>2,167</b>	<b>18,890</b>	<b>7,466</b>	<b>4,700</b>	<b>81,027</b>
<b>Accumulated depreciation</b>									
At 1 January 2023	-	(4,144)	(3,069)	(5,758)	(1,588)	(10,782)	(3,779)	-	(29,120)
Charge for the year	-	(372)	(207)	(874)	(119)	(2,096)	(943)	-	(4,611)
Reclassifications	-	-	-	12	(12)	-	-	-	-
Disposals	-	-	-	17	1	6	9	-	33
At 31 December 2023	-	<b>(4,516)</b>	<b>(3,276)</b>	<b>(6,603)</b>	<b>(1,718)</b>	<b>(12,872)</b>	<b>(4,713)</b>	-	<b>(33,698)</b>
<b>Carrying amount at 31 December 2023</b>	<b>15,713</b>	<b>14,369</b>	<b>944</b>	<b>2,383</b>	<b>449</b>	<b>6,018</b>	<b>2,753</b>	<b>4,700</b>	<b>47,329</b>

a Work in progress relates to capital cost incurred in setting up new branches. When completed and available for use, they are transferred to the respective property, plant and equipment classes and depreciation commences.

b All property and equipment are non-current. None of the Bank's assets were financed from borrowings, consequently no borrowing cost has been capitalized as part of asset cost.

c There were no impairment losses on any class of property, plant and equipment during the year (31 December 2023: Nil)

d There were no pledged assets in any class of property, plant and equipment during the year (31 December 2023: Nil)

**26 Right-of-Use Asset**

	Group 31 December 2024 N'million	Group 31 December 2023 N'million	Bank 31 December 2024 N'million	Bank 31 December 2023 N'million
<b>Cost</b>				
Balance at beginning of year	10,853	4,481	3,377	4,481
Acquisition of a Subsidiary	-	1,953		
Additions	798	532	798	532
Additions / Reclassifications during the year	63	167	63	167
Disposal during the year	(452)	(1,803)	(452)	(1,803)
Translation Difference	217			
<b>Balance</b>	<b>11,479</b>	<b>5,330</b>	<b>3,786</b>	<b>3,377</b>
<b>Accumulated Depreciation</b>				
Balance at beginning of year	(4,993)	(2,682)	(1,700)	(2,682)
Depreciaton for the year	(1,389)	(996)	(798)	(636)
Disposal during the year	448	1,618	448	1,618
Translation Difference	(1,796)			
<b>Balance</b>	<b>(7,729)</b>	<b>(2,060)</b>	<b>(2,049)</b>	<b>(1,700)</b>
<b>Carrying amount</b>	<b>3,750</b>	<b>3,270</b>	<b>1,736</b>	<b>1,677</b>

**Expense of Low value Item :**

The expense for low value items and short term leases is N50.09million (31 December 2023: N161.88 million) .

**27 Intangible Assets**

	Group 31 December 2024 N'million	Group 31 December 2023 N'million	Bank 31 December 2024 N'million	Bank 31 December 2023 N'million
<b>Cost</b>				
Balance at 1 January	14,346	9,361	8,980	9,361
Acquisition of a Subsidiary	-	483	-	
Additions	11,246	7,628	11,246	2,745
Write offs during the year	(511)	(3,126)	(511)	(3,126)
Translation Difference	239			
<b>Balance as at 31 December</b>	<b>25,320</b>	<b>14,346</b>	<b>19,715</b>	<b>8,980</b>
<b>Accumulated amortization</b>				
Balance at 1 January	(4,005)	(5,338)	(3,857)	(5,338)
Amortisation for the year	(2,475)	(1,793)	(2,276)	(1,645)
Write offs during the year	(428)	3,126	789	3,126
Translation Difference	(3,475)			
<b>Balance as at 31 December</b>	<b>(10,382)</b>	<b>(4,005)</b>	<b>(5,344)</b>	<b>(3,857)</b>
<b>Carrying amount</b>	<b>14,938</b>	<b>10,341</b>	<b>14,371</b>	<b>5,123</b>

These relate to purchased softwares.

**28i Uk Inagible Assest from PPA**

	Group 31 December 2024 N'million	Group 31 December 2023 N'million		
<b>Cost</b>				
Balance at 1 January	-	-		
Acquisition of a Subsidiary	7,774			
Additions	-	-		
Write offs during the year	-	-		
Translation Difference	-	-		
<b>Balance as at 31 December</b>	<b>7,774</b>			
<b>Accumulated amortization</b>				
Balance at 1 January	-	-		
Amortisation for the year	(2,332)	-		
Write offs during the year	-	-		
Translation Difference	-	-		
<b>Balance as at 31 December</b>	<b>(2,332)</b>			
<b>Carrying amount</b>	<b>5,442</b>			
<b>Total Carrying Amount</b>	<b>20,380</b>	<b>10,341</b>	<b>14,371</b>	<b>5,123</b>

- i Uk Inagible Assest from PPA relate to Core deposits, customer relationship from disaggregation of Goodwill. All intangible assets are non-current with finite useful life of 5 years and are amortised over a 5 year period .
- ii The amortisation of intangible asset recognised in depreciation and amortisation in profit or loss was N2,276 bn ( **Group -N4,807bn**) for the year ended 31 December 2024 (31 December 2023: N1,645 bn - ( **Group -N1,793 bn**).

**28 Deferred Taxation**

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes relate to the same fiscal authority. The deferred tax disclosed relate to current year .

Deferred taxes are calculated on all temporary differences under the liability method as there is now various componenet and rate disclosure is not required.

**Deferred tax assets and liabilities are attributable to the following items in the schedule below :**

**28.1 Group**

	<b>Assets</b>	<b>Liabilities</b>	<b>Net</b>	<b>Assets</b>	<b>Liabilities</b>	<b>Net</b>
	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
	<b>31 December 2024</b>			<b>31 December 2023</b>		
Property,plant and equipment	-	12,421	-	-	6,913	-
Allowances for loan losses	29,536	-	29,536	22,554	-	22,554
Uk DT carried forward	3,034	-	3,034	-	-	-
Uk DT on PPA	2,271	0.19	2,272	1,217	-	1,217
Unutilised tax credits (capital allowances)	-	-	-	-	-	-
Foreign exchange diffence (Unrealized)	-	16,460	-	-	14,549	-
Fair value adjustments	-	1,443	-	-	1,443	-
Other: ROU	61	-	61	-	-	-
<b>Total tax assets/(liabilities)</b>	<b>34,902</b>	<b>30,324</b>	<b>4,579</b>	<b>23,771</b>	<b>22,905</b>	<b>866</b>
	<b>31 December 2024</b>			<b>31 December 2023</b>		
	<b>Assets</b>	<b>Liabilities</b>	<b>Net</b>	<b>Assets</b>	<b>Liabilities</b>	<b>Net</b>
	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
<b>United Kingdom</b>	<b>31 December 2024</b>			<b>31 December 2023</b>		
Property,plant and equipment	-	-	-	-	-	-
Allowances for loan losses	-	-	-	-	-	-
Uk DT carried forward	3,034	-	3,034	-	-	-
Uk DT on PPA	2,271	0.19	2,272	1,217	-	1,217
Unutilised tax credits (capital allowances)	-	-	-	-	-	-
Foreign exchange diffence (Unrealized)	-	-	-	-	-	-
Fair value adjustments	-	-	-	-	-	-
Other: ROU	-	-	-	-	-	-
<b>Total tax assets/(liabilities)</b>	<b>5,305</b>	<b>0.19</b>	<b>5,305</b>	<b>1,217</b>	<b>-</b>	<b>1,217</b>

A deferred tax asset of US\$10,192,976 against losses and temporary differences of US\$40,771,9031 from the United Kingdom component and the has been recognized 20% of the asset

A deferred Tax Liability of US\$130,000 on Purchase Price adjustment is recognized at the tax rate of 25% which is the ruling rate for the year beginning 1 April, 2024.

Bank	Assets			Liabilities			Net		
	N'million	N'million	N'million	N'million	N'million	N'million	N'million	N'million	
	31 December 2024			31 December 2023					
Property, plant and equipment	-	12,421	-	12,421	-	6,913	-	6,913	
Allowances for loan losses	29,536	-	-	29,536	22,554	-	-	22,554	
Tax loss carried forward	-	-	-	-	-	-	-	-	
Unutilised tax credits (capital allowances)	-	-	-	-	-	-	-	-	
Foreign exchange difference (Unrealized)	-	16,460	-	16,460	-	14,549	-	14,549	
Fair value adjustments	-	1,443	-	1,443	-	1,443	-	1,443	
Other: ROU	61	-	-	61	-	-	-	-	
<b>Net tax assets/(liabilities)</b>	<b>29,597</b>	<b>30,324</b>	<b>(727)</b>	<b>22,554</b>	<b>22,905</b>	<b>(351)</b>			

**29 Other Assets**

	Group		Bank	
	31 December 2024	31 December 2023	31 December 2024	31 December 2023
	N'million	N'million	N'million	N'million
<b>Financial assets</b>				
Sundry receivables	73,838	141,512	73,509	141,512
Deposit for Shares - Equit Investment	19	-	19	-
Electronic payment receivables	60,181	244,159	60,181	243,743
Investments in SMESIS	9,445	9,445	9,445	9,445
	<u>143,483</u>	<u>395,116</u>	<u>143,154</u>	<u>394,700</u>
Less:				
Specific allowances for impairment	(7,857)	(3,359)	(7,857)	(3,359)
	<u>135,626</u>	<u>391,757</u>	<u>135,297</u>	<u>391,341</u>
<b>Non financial assets</b>				
Prepayments	18,451	8,845	16,987	8,367
Others	1,852	184	242	184
Other non financial assets	2,187	2,928	2,187	2,244
	<u>22,490</u>	<u>11,957</u>	<u>19,416</u>	<u>10,795</u>
<b>Total</b>	<b><u>158,116</u></b>	<b><u>403,713</u></b>	<b><u>154,713</u></b>	<b><u>402,136</u></b>
<b>Reconciliation of Allowance for Impairment</b>				
	<b>31 December 2024</b>	<b>31 December 2023</b>	<b>31 December 2024</b>	<b>31 December 2023</b>
	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
At 1 January	3,359	1,351	3,359	1,351
Charge for the year	4,498	2,011	4,498	2,011
Reversal of provision	-	-	-	-
Write-off during the year	-	(4)	-	(4)
At 31 December	<u>7,857</u>	<u>3,359</u>	<u>7,857</u>	<u>3,359</u>

- a The Bank's investments under the Small and Medium Enterprises Equity Investment Scheme ("SMEEIS") is in compliance with the Policy Guidelines for 2001 Fiscal Year (Monetary Policy Circular No. 35). There is no existence of either Control or Joint control in SMESIS.
- b Prepayment relates to payments made by the bank on items whose benefits covers specified future period of time beyond the reporting period e.g. Insurance premiums, Adverts and publicity, Computer expenses and Subscriptions. They are short tenured and are quickly settled.
- c Other non-financial assets comprises of balances on settlement accounts such as: Stock of ATM cards, stock electronic cards, and stock cheque books and stationeries and sundry receivables. These assets are short tenured and are quickly settled.

**30 Deposits from Customers**

	Group 31 December 2024 N'million	Group 31 December 2023 N'million	Bank 31 December 2024 N'million	Bank 31 December 2023 N'million
Demand	1,755,934	1,652,267	1,633,502	1,652,267
Savings	1,134,824	880,905	1,132,429	880,905
Term	416,526	75,999	264,605	75,999
Domiciliary	2,608,389	1,376,672	2,608,389	1,288,703
Others	21,390	28,968	21,390	28,968
	<u>5,937,064</u>	<u>4,014,811</u>	<u>5,660,315</u>	<u>3,926,842</u>
Current	2,182,946	1,491,495	1,864,217	1,368,474
Non-current	3,754,118	2,523,316	3,796,098	2,558,368
	<u>5,937,064</u>	<u>4,014,811</u>	<u>5,660,315</u>	<u>3,926,842</u>

**30a** "Others", relate to accrued interest payable of deposit liabilities which are considered to be component of deposits.

**31 Other Liabilities**

	Group 31 December 2024 N'million	Group 31 December 2023 N'million	Bank 31 December 2024 N'million	Bank 31 December 2023 N'million
Customer deposits for letters of credit (see note 31.1)	1	46,856	1	46,856
Accounts payable (see note 31.2)	461,774	391,476	506,018	375,489
FGN Intervention fund (see note 31.3)	384,459	443,736	384,459	443,736
Manager's cheque	6,295	4,827	6,295	4,827
Payable on E-banking transactions (see note 31.4)	67,113	246,453	67,113	246,453
Other liabilities/credit balances (see note 31.5)	8,380	4,555	6,281	3,873
Accruals for year end bonus (see note 31.6)	7,677	12,055	7,677	12,055
Lease liability (see note 31.8)	3,077	2,410	591	506
	<u>938,776</u>	<u>1,152,369</u>	<u>978,435</u>	<u>1,133,795</u>

**31.1** Customer deposits for letters of credit relates to liabilities generated from loans granted to customers for trade finance transactions, it mirrors the value of the confirmation line enjoyed by the customer with the offshore bank for the purpose of facilitating the letters of Credit.

**31.2** Account payable represents balances in internal accounts drawn for the purpose of settlement of obligations which are due against the bank either from bank expense or customer transaction settlement e.g. accrual/provision for expenses that has or will fall due, Ebanking settlement values drawn from customers account, customers deposit drawn for FX bid with CBN for letters of credit etc.

**31.3 FGN Intervention Fund (On Lending facilities)**

	2024 N'million	2023 N'million	2024 N'million	2023 N'million
<b>a</b> CBN state bailout fund	79,824	79,824	79,824	79,824
<b>bi</b> Real Sector Support Facility - Differentiated Cash Reserves Requirement - (DCRR)	155,163	188,204	155,163	188,204
<b>ii</b> Real Sector Support Facility - (RSSF)	1,709	4,954	1,709	4,954
<b>c</b> Commercial Agriculture Credit Scheme - (CACs)	306	6,503	306	6,503
<b>di</b> Bank of Industry BG backed	109,914	105,324	109,914	105,324
<b>dii</b> Bank of Industry - Restructured and Refinance scheme	90	192	90	192
<b>diii</b> Bank of Industry on lending	0	1	-	1
<b>e</b> Nigeria Export Import Bank - (NEXIM)	14,450	18,483	14,450	18,483
<b>f</b> Power Airline Intervention Fund - (PAIF)	94	1,628	94	1,628
<b>g</b> CBN 100 for 100 PPP - (Policy on Production and Productivity)	4,669	5,945	4,669	5,945
<b>h</b> Development Bank of Nigeria - (DBN)	18,222	32,661	18,222	32,661
<b>i</b> Nigerian Incentive-based Risk Sharing system for Agricultural Lending - (NIRSAL)	18	17	18	17
	<u>384,459</u>	<u>443,736</u>	<u>384,459</u>	<u>443,736</u>

**a** FGN Intervention fund is CBN Bailout Fund of N79.82billion (31 Dec 2023: N79.82 billion). This represents funds for states in the Federation that are having challenges in meeting up with their domestic obligation including payment of salaries. The loan was routed through the Bank for on-lending to the states. The Bailout fund is for a tenor of 20 years at 9% per annum. See Note 31.3 k

**b** The Real Sector Support Facility (RSSF): The Central Bank of Nigeria, as part of the efforts to unlock the potential of the real sector to engender output growth, productivity and job creation has established a N300 billion Real Sector Support Facility (RSSF). The facility is disbursed to large enterprises and startups with financing needs of N500 million up to a maximum of N10.0 billion. The activities targeted by the Facility are manufacturing, agricultural value chain and selected service sub-sectors. The funds are received from the CBN at 2% per annum, and disbursed at 9% per annum to the beneficiary .

- c** The fund received under the Central Bank of Nigeria (CBN) Commercial Agriculture Credit Scheme represents a credit line granted to the Bank for the purpose of providing concessionary funding to the agricultural sector. The facility attracts an interest rate of 2% per annum and the Bank is under obligation to on-lend to customers at an all-in interest rate of not more than 9% per annum. Based on the structure of the facility, the Bank assumes the default risk of all amounts lent to the Bank's customers. This facility is not secured.
- d** The Central Bank of Nigeria (CBN) / Bank of Industry (BOI) - SME / Manufacturing Intervention Fund represents an intervention credit granted to the Bank for the purpose of refinancing / restructuring existing loans to Small and Medium Scale Enterprises (SMEs) and Manufacturing Companies. The total facility is secured by Nigerian Government Securities. A management fee of 1% per annum is deductible at source and the Bank is under obligation to on-lend to customers at an all-in interest rate of 7% per annum. The Bank is the primary obligor to CBN / BOI and assumes the risk of default.
- Federal Government through CBN, BOI and DBN to enable DMOs avail loans at single digit rates or rates lower than the normal commercial rate to qualifying institutions in line with the guidelines provided by CBN, BOI and DBN.
- e** Non-oil Export Stimulation Facility (NESF): This Facility was established by the Central Bank of Nigeria to diversify the economy away from the oil sector, after the fall in crude prices. The Central Bank invested N500 billion debenture, issued by Nigerian Export-Import Bank (NEXIM). The facility disbursed per customer shall not exceed 70% of total cost of project, or subject to a maximum of N5 billion. Funds disbursed to the Bank from CBN are at a cost of 2% which are then disbursed to qualifying customers at the rate of 9% per annum.
- f** The purpose of granting new loans and refinancing / restructuring existing loans to companies in the power and aviation industries is to support Federal Government's focus on the sectors. The facility is secured by Irrevocable Standing Payment Order (ISPO). The maximum tenor for term loans under the programme is 15 years while the tenor for working capital is one year, with option to renew the facility annually subject to a maximum tenor of five years. The facility attracts an interest rate of 2% per annum payable quarterly in arrears and the Bank is under obligation to on-lend to customers at an all-in interest rate of 9% per annum. This facility is not secured.
- g** CBN 100 for 100 PPP - (Policy on Production and Productivity) was established by the Central Bank of Nigeria to stimulate investments in Nigeria's manufacturing sector with the core objective of boosting production and productivity necessary to transform and catalyse the productive base of the economy. The fund is disbursed to the Bank at 2% per annum. Each enterprise is availed the facility at 9% per annum and repayments are made via ISPO deductions.
- h** CBN PAS FUND - The Paddy Aggregation Scheme (PAS) is for Integrated Rice Millers and Large-Scale Aggregators to enable them to purchase home-grown rice paddy at a single digit interest rate to promote the Federal Government of Nigeria's National Food Security Programme (NFSP). It is to provide credit facilities to Integrated Rice Millers and Large-scale rice paddy aggregators at single digit interest rate to increase local production of rice towards effecting lower prices and enhancing national food security. The fund is disbursed to the Bank at 6% per annum. Each enterprise is availed the facility at 9% per annum and repayments are made via ISPO deductions.
- i** The Bailout fund is for a tenor of 20 years at 7% per annum and availed for the same tenor at 9% per annum until March 2020, the rate was reduced to 5% for 1 year period due to Covid 19 pandemic to March 2021 after which it was extended to February 2023. CBN on August 17 2022 further reviewed the rates in response to economic outlook and approved the following order; All intervention facilities granted effective July 20, 2022 shall be at 9% per annum while all existing intervention facilities granted prior to July 20, 2022 shall be at 9% per annum effective September 1, 2022.
- j** The bank carries out modification test on all Intervention funds / loans. The modification test was performed and there was no material impact on the financial statement from the assessment.

**31.4** Payable on E-banking transactions are settlement balances for RTGS/NIBSS transaction and Etransact transactions.

**31.5** Other liabilities/credit balances are credit balances for other liabilities, other than the ones relating to customers deposit.

**31.6** A provision has been recognised in respect of staff year end bonus, the provision has been recognised based on the fact that there is a constructive and legal obligation on the part of the Bank to pay bonus to staff where profit has been declared. The provision has been calculated as a percentage of the profit after tax.

	31 December 2024	31 December 2023	31 December 2024	31 December 2023
<b>Movement in provision for Year / year end bonus</b>				
At 1 January	12,055	3,164	12,055	3,164
Arising during the year	19,709	19,709	19,709	19,709
Utilised	(10,818)	(10,818)	(10,818)	(10,818)
At 31 December	<u>20,946</u>	<u>12,055</u>	<u>20,946</u>	<u>12,055</u>

**31.7** Maturity Analysis is presented in Note 44.

**31.8** This relates to lease rental for properties used by the Bank. The net carrying amount of leased assets, included within Right of Use Assets is N591 million. (31 December 2023: N506 million) for Bank; N3,077 million. (31 December 2023: N2,410 million) for Bank. The future minimum lease payments on the lease liabilities extend over a number of years. This is analysed as follows:

Not more than 1 year	-	-	-	-
Over one year but less than five years	1,480	506	591	506
More than five years	-	-	-	-
	1,598	1,904	-	-
At end of the Year	<u>3,077</u>	<u>2,410</u>	<u>524</u>	<u>506</u>



**32 Provision**

	Group 31 December 2024 N'million	Group 31 December 2023 N'million	Bank 31 December 2024 N'million	Bank 31 December 2023 N'million
Provisions for litigations and claims	2,274	1,886	2,274	1,886
Provision for guarantees and letters of credit ( Note 32.3.1 - 32.3.2)	1,517	1,548	1,517	1,548
	<u>3,791</u>	<u>3,434</u>	<u>3,791</u>	<u>3,434</u>
<b>32.1 Movement in provision for litigations and claims</b>				
At 1 January	1,886	883	1,886	883
Arising during the Year	388	1,003	388	1,003
Utilised	-	-	-	-
At 31 December	<u>2,274</u>	<u>1,886</u>	<u>2,274</u>	<u>1,886</u>
<b>32.2 Current Provision</b>	1,517	1,548	1,517	1,548
Non-current provisions	2,274	1,886	2,274	1,886
	<u>3,791</u>	<u>3,434</u>	<u>3,791</u>	<u>3,434</u>

A further disclosure has been made in note 32.2 to ensure that Provisions is further broken down into current and non-current to enhance users

**32.2 Impairment losses on guarantees and letters of credit**

An analysis of changes in the gross carrying amount and the corresponding allowances for impairment losses in relation to guarantees and letters of credit is as follows:

**32.3.1 Performance bonds and guarantees**

The table below shows the credit quality and the maximum exposure to credit risk based on the Bank's internal credit rating system and year-end stage classification. Details of Bank's internal grading system are explained in Note 3.2.2 and policies on whether ECLs are calculated on an individual or collective basis are set out in Note 3.2.4. This relates funds held to ensure that customers do not default in the obligation .

	31 December 2024			
	Stage 1 Individual N'million	Stage 2 Individual N'million	Stage 3 N'million	Total N'million
<b>Internal rating grade</b>				
<b>Performing</b>				
High grade	3,380	-	-	3,380
Standard grade	1,006,743	-	-	1,006,743
Sub-standard grade	2,230	-	-	2,230
Past due but not impaired	-	-	-	-
<b>Non- performing</b>				
Individually impaired	-	-	-	-
<b>Total</b>	<u>1,012,354</u>	<u>-</u>	<u>-</u>	<u>1,012,354</u>
	31 December 2023			
	Stage 1 Individual N'million	Stage 2 Individual N'million	Stage 3 N'million	Total N'million
<b>Internal rating grade</b>				
<b>Performing</b>				
High grade	9,583	-	-	9,583
Standard grade	675,626	-	-	675,626
Sub-standard grade	45,569	-	-	45,569
Past due but not impaired	-	-	-	-
<b>Non- performing</b>				
Individually impaired	-	-	-	-
<b>Total</b>	<u>730,779</u>	<u>-</u>	<u>-</u>	<u>730,779</u>

An analysis of changes in the outstanding exposures and the corresponding ECLs is, as follows:

	31 December 2024			
	Stage 1 Individual N'million	Stage 2 Individual N'million	Stage 3 N'million	Total N'million
<b>Gross carrying amount as at 1 January 2024</b>	730,779	-	-	730,779
New exposures	753,204	-	-	753,204
Exposure derecognised or matured/lapsed (excluding write-offs)	(508,781)	-	-	(508,781)
Changes due to modifications not resulting in derecognition	-	-	-	-
Amounts written off	-	-	-	-
Foreign exchange adjustments	37,152	-	-	37,152
<b>At 31 December 2024</b>	<u>1,012,354</u>	<u>-</u>	<u>-</u>	<u>1,012,354</u>

**32.3.1 Performance bonds and guarantees- continued**

	<b>31 December 2024</b>			
	<b>Stage 1</b>	<b>Stage 2</b>	<b>Stage 3</b>	<b>Total</b>
	<b>Individual</b>	<b>Individual</b>		
	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
<b>ECL allowance as at 1 January 2024</b>	455	-	-	455
New exposures	192	-	-	192
Exposure derecognised or matured/lapsed (excluding write-offs)	(265)	-	-	(265)
Impact on year end ECL of exposures transferred between stages		-	-	-
Unwind of discount		-	-	-
Changes due to modifications not resulting in derecognition	-	-	-	-
Changes to models and inputs used for ECL calculations	-	-	-	-
Recoveries	-	-	-	-
Amounts written off	-	-	-	-
Foreign exchange adjustments	32	-	-	32
<b>At 31 December 2024</b>	<b>415</b>	<b>-</b>	<b>-</b>	<b>415</b>

	<b>31 December 2023</b>			
	<b>Stage 1</b>	<b>Stage 2</b>	<b>Stage 3</b>	<b>Total</b>
	<b>Individual</b>	<b>Individual</b>		
	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
<b>Gross carrying amount as at 1 January 2023</b>	489,617	-	-	489,617
New exposures	552,551	-	-	552,551
Exposure derecognised or matured/lapsed (excluding write-offs)	(371,381)	-	-	(371,381)
Changes due to modifications not resulting in derecognition	-	-	-	-
Amounts written off	-	-	-	-
Foreign exchange adjustments	59,992	-	-	59,992
<b>At 31 December 2023</b>	<b>730,779</b>	<b>-</b>	<b>-</b>	<b>730,779</b>

	<b>31 December 2023</b>			
	<b>Stage 1</b>	<b>Stage 2</b>	<b>Stage 3</b>	<b>Total</b>
	<b>Individual</b>	<b>Individual</b>		
	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
<b>ECL allowance as at 1 January 2023</b>	329	-	-	329
New exposures	230	-	-	230
Exposure derecognised or matured/lapsed (excluding write-offs)	(141)	-	-	(141)
Impact on year end ECL of exposures transferred between stages		-	-	-
Unwind of discount		-	-	-
Changes due to modifications not resulting in derecognition	-	-	-	-
Changes to models and inputs used for ECL calculations	-	-	-	-
Recoveries	-	-	-	-
Amounts written off	-	-	-	-
Foreign exchange adjustments	37	-	-	37
<b>At 31 December 2023</b>	<b>455</b>	<b>-</b>	<b>-</b>	<b>455</b>

**32.3.2 Letters of Credit**

The table below shows the credit quality and the maximum exposure to credit risk based on the Bank's internal credit rating system and period-end stage classification. Details of Bank's internal grading system are explained in Note 3.2.2 and policies on whether ECLs are calculated on an individual or collective basis are set out in Note 3.2.4.

Group	31 December 2024			
	Stage 1	Stage 2	Stage 3	Total
	Individual	Individual		
	N'million	N'million	N'million	N'million
<b>Internal rating grade</b>				
<b>Performing</b>				
High grade	25,650	-	-	25,650
Standard grade	565,991	-	-	565,991
Sub-standard grade	192,557	-	-	192,557
Past due but not impaired	-	-	-	-
<b>Non-performing</b>				
Individually impaired	-	-	-	-
<b>Total</b>	<b>784,198</b>	<b>-</b>	<b>-</b>	<b>784,198</b>

Group	31 December 2023			
	Stage 1	Stage 2	Stage 3	Total
	Individual	Individual		
	N'million	N'million	N'million	N'million
<b>Internal rating grade</b>				
<b>Performing</b>				
High grade	22,868	-	-	22,868
Standard grade	329,595	-	-	329,595
Sub-standard grade	60,898	-	-	60,898
Past due but not impaired	-	-	-	-
<b>Non-performing</b>				
Individually impaired	-	-	-	-
<b>Total</b>	<b>413,362</b>	<b>-</b>	<b>-</b>	<b>413,362</b>

Bank	31 December 2024			
	Stage 1	Stage 2	Stage 3	Total
	Individual	Individual		
	N'million	N'million	N'million	N'million
<b>Internal rating grade</b>				
<b>Performing</b>				
High grade	25,650	-	-	25,650
Standard grade	534,932	-	-	534,932
Sub-standard grade	176,773	-	-	176,773
Past due but not impaired	-	-	-	-
<b>Non-performing</b>				
Individually impaired	-	-	-	-
<b>Total</b>	<b>737,355</b>	<b>-</b>	<b>-</b>	<b>737,355</b>

Group	31 December 2023			
	Stage 1	Stage 2	Stage 3	Total
	Individual	Individual		
	N'million	N'million	N'million	N'million
<b>Internal rating grade</b>				
<b>Performing</b>				
High grade	22,868	-	-	22,868
Standard grade	329,595	-	-	329,595
Sub-standard grade	60,898	-	-	60,898
Past due but not impaired	-	-	-	-
<b>Non-performing</b>				
Individually impaired	-	-	-	-
<b>Total</b>	<b>413,362</b>	<b>-</b>	<b>-</b>	<b>413,362</b>

An analysis of changes in the outstanding exposures and the corresponding ECLs is, as follows:

Group	31 December 2024			
	Stage 1	Stage 2	Stage 3	Total
	Individual	Individual		
	N'million	N'million	N'million	N'million
<b>Gross carrying amount as at 1 January 2024</b>	426,731	4,972	-	431,704
New exposures	672,580	-	-	672,580
Exposure derecognised or matured/lapsed (excluding write-offs)	(358,148)	(4,972)	-	(363,120)
Changes due to modifications not resulting in derecognition	-	-	-	-
Amounts written off	-	-	-	-
Foreign exchange adjustments	43,034	-	-	43,034
<b>At 31 December 2024</b>	<b>784,198</b>	<b>-</b>	<b>-</b>	<b>784,198</b>

	31 December 2024			
	Stage 1 Individual	Stage 2 Individual	Stage 3	Total
	N'million	N'million	N'million	N'million
<b>ECL allowance as at 1 January 2024</b>	1,173	19	-	1,192
New exposures	1,274	-	-	1,274
Exposure derecognised or matured/lapsed (excluding write-offs)	(1,024)	-	-	(1,024)
Impact on year end ECL of exposures transferred between stages	-	-	-	-
Unwind of discount	-	-	-	-
Changes due to modifications not resulting in derecognition	-	-	-	-
Changes to models and inputs used for ECL calculations	-	-	-	-
Recoveries	-	-	-	-
Amounts written off	-	-	-	-
Foreign exchange adjustments	41	-	-	41
<b>At 31 December 2024</b>	<b>1,463</b>	<b>19</b>	<b>-</b>	<b>1,482</b>

	31 December 2024			
	Stage 1 Individual	Stage 2 Individual	Stage 3	Total
	N'million	N'million	N'million	N'million
<b>Gross carrying amount as at 1 January 2024</b>	413,362	-	-	413,362
New exposures	625,738	-	-	625,738
Exposure derecognised or matured/lapsed (excluding write-offs)	(344,778)	-	-	(344,778)
Changes due to modifications not resulting in derecognition	-	-	-	-
Amounts written off	-	-	-	-
Foreign exchange adjustments	43,034	-	-	43,034
<b>At 31 December 2024</b>	<b>737,355</b>	<b>-</b>	<b>-</b>	<b>737,355</b>

	31 December 2024			
	Stage 1 Individual	Stage 2 Individual	Stage 3	Total
	N'million	N'million	N'million	N'million
<b>ECL allowance as at 1 January 2024</b>	1,093	-	-	1,093
New exposures	991	-	-	991
Exposure derecognised or matured/lapsed (excluding write-offs)	(1,024)	-	-	(1,024)
Impact on year end ECL of exposures transferred between stages	-	-	-	-
Unwind of discount	-	-	-	-
Changes due to modifications not resulting in derecognition	-	-	-	-
Changes to models and inputs used for ECL calculations	-	-	-	-
Recoveries	-	-	-	-
Amounts written off	-	-	-	-
Foreign exchange adjustments	43	-	-	43
<b>At 31 December 2024</b>	<b>1,102</b>	<b>-</b>	<b>-</b>	<b>1,102</b>

**32.3.2 Letters of Credit- continued**

	<b>31 December 2023</b>			
	<b>Stage 1</b>	<b>Stage 2</b>	<b>Stage 3</b>	<b>Total</b>
	<b>Individual</b>	<b>Individual</b>	<b>Individual</b>	<b>Individual</b>
	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
<b>Gross carrying amount as at 1 January 2023</b>	215,696	-	-	<b>215,696</b>
New exposures	331,454	-	-	<b>331,454</b>
Exposure derecognised or matured/lapsed (excluding write-offs)	(166,214)	-	-	<b>(166,214)</b>
Changes due to modifications not resulting in derecognition	-	-	-	-
Amounts written off	-	-	-	-
Foreign exchange adjustments	32,426	-	-	<b>32,426</b>
<b>At 31 December 2023</b>	<b>413,362</b>	<b>-</b>	<b>-</b>	<b>413,362</b>

	<b>31 December 2023</b>			
	<b>Stage 1</b>	<b>Stage 2</b>	<b>Stage 3</b>	<b>Total</b>
	<b>Individual</b>	<b>Individual</b>	<b>Individual</b>	<b>Individual</b>
	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
<b>ECL allowance as at 1 January 2023</b>	684	-	-	<b>684</b>
New exposures	341	-	-	<b>341</b>
Exposure derecognised or matured/lapsed (excluding write-offs)	(495)	-	-	<b>(495)</b>
Impact on year end ECL of exposures transferred between stages	-	-	-	-
Unwind of discount	-	-	-	-
Changes due to modifications not resulting in derecognition	-	-	-	-
Changes to models and inputs used for ECL calculations	-	-	-	-
Recoveries	-	-	-	-
Amounts written off	-	-	-	-
Foreign exchange adjustments	563	-	-	<b>563</b>
<b>At 31 December 2023</b>	<b>1,093</b>	<b>-</b>	<b>-</b>	<b>1,093</b>

**33 Debts Issued and Other Borrowed Funds**

	<b>Group</b>	<b>Group</b>	<b>Bank</b>	<b>Bank</b>
	<b>31 December</b>	<b>31 December</b>	<b>31 December</b>	<b>31 December</b>
	<b>2024</b>	<b>2023</b>	<b>2024</b>	<b>2023</b>
	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
Long term loan from African Development Bank (ADB) (see note 33.1)	24,237	24,791	24,237	24,791
\$400 Million Euro Bond issued (see note 33.4)	625,679	382,422	625,679	382,422
Local Bond issued (see note 33.5)	42,261	42,174	42,261	42,174
Bank One (see note 33.9)	-	22,389	-	22,389
Rand Merchant Bank (see note 33.6)	-	48,810	-	48,810
Development Bank of Nigeria (see note 33.8))	55,942	20,285	55,942	20,285
Afrexim (see note 33.3)	100,247	36,157	100,247	36,157
Other Borrowings (see note 337)	81,229	-	81,229	-
	<b>929,595</b>	<b>577,028</b>	<b>929,595</b>	<b>577,028</b>
	<b>31 December</b>	<b>31 December</b>	<b>31 December</b>	<b>31 December</b>
	<b>2024</b>	<b>2023</b>	<b>2024</b>	<b>2023</b>
	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
Reconciliation of Borrowings during the year:				
At 1 January	577,028	261,466	577,028	261,466
Additions during the year	298,748	129,906	298,748	129,906
Accrued interest	14,348	10,747	14,348	10,747
Payment of interest	(37,137)	(4,804)	(37,137)	(4,804)
Repayment of principal during the year	(208,533)	(15,051)	(208,533)	(15,051)
Foreign exchange difference	285,141	194,764	285,141	194,764
At 31 December	<b>929,595</b>	<b>577,028</b>	<b>929,595</b>	<b>577,028</b>

**33.1** The amount of N24,237.42 billion (31 December 2023: N24,791 billion) represents the amortized cost balance in the on-lending facility of \$50million granted to the Bank by ADB. The first tranche of \$40 million was disbursed July 27, 2019 while the second tranche of \$10 million was disbursed June 3, 2020 with both to mature February 1, 2026 and October 1, 2026 respectively at interest rate at 10.47% per annum. Interest and principal is repaid semi-annually. The borrowing is an unsecured borrowing.

**33.2** The amount of Nil - 30 December 2024: represents the final balance in the on-lending facility of \$21.946 million granted to the Bank by European Investment Bank on 13 April 2015 to mature 2 March, 2023 at an interest rate of Libor plus 3.99% per annum. Interest is repaid quarterly, with principal repayment at maturity. The borrowing has been fully repaid.

**33.3** The amount of N100,247.69 billion, (31 Dec 2023: N36,157.76 billion) represents amortised cost balance of \$150 million borrowing from AFREXIM (under the repurchase agreement), with Fidelity Bank pledging its USD denominated Eurobond and FGN, which the Bank has the right to buy at a later date.

- 33.4** On 28 October , 2021, \$400 million 5-year 2026 Senior Notes at a 7.625 percent coupon was issued. The proceed from the new issue is for general corporate purposes including supporting the Bank's trade finance business.. The amount of N625,679.08 billion represents the amortised cost of the Issued Notes as at 31 December 2024; N382,422.31 billion represents the amortised cost for the year ended 31 December 2023 .
- 33.5** "The amount of N42,261.02 billion (31 Dec 2023 : N42,174.32billion) represents the amortized cost of 10-Year N41.2 billion Subordinated Unsecured Series I Bonds issued at 8.5% p.a. in January 2021. The coupon is paid semi-annually. The proceeds from the Series I Bonds will support the Bank's SME and Retail Banking Businesses as well as its Information and Technology Infrastructure"
- 33.6** The amount of N48,810.52 billion of represent the Amortised cost the short term liability with Rand Merchant Bank. (\$50m) as at 31 December 2023 at an Interest rate of 9.97% it matured in March 2024 .
- 33.7** The amount of N81,229.46 billion represent the Amortised cost of the short term liability with FMDQ as at 31 December 2024 at an Interest rate of 24.55% to mature 6 May 2025 .
- 33.8** The amount of N55,842.81 billion (31 Dec 2023: N20,285.62 billion) represents the amortised cost of a N20 billion of wholesale borrowing from Development Bank of Nigeria, to mature 27th April, 2024 at an interest rate of 10% per annum. Interest is paid semi-annually, with principal repayment after 1 year moratorium period, effective 27th October 2022 to maturity. The borrowing is an unsecured borrowing
- 33.9** The amount of N22,389 billion represents the amortised cost as at 31 December 2023 of a \$23 million wholesale borrowing from Bank One Mauritius, which matured on the 1 July 2024 at an interest rate of 10.22% (\$15m) and 9.72% (\$8m) per annum repectively. Interest was paid semi-annually, with principal repayment at maturity. The borrowing is an unsecured borrowing which has now been fully repaid .
- 33.10** Maturity Analysis is presented in Note 44.

**34 Share Capital**

	Group 31 December 2024 N'million	Group 31 December 2023 N'million	Bank 31 December 2024 N'million	Bank 31 December 2023 N'million
50.2 billion ordinary shares of 50k each (2023: 32 billion ordinary shares)	25,100	16,000	25,100	16,000

In July 2024, Fidelity Bank issued shares through a rights offer and a public offer.

The rights offer was concluded on 4 July 2024, and offered for subscription 3.2 billion ordinary shares of 50k to existing shareholders of the bank. The rights issue was opened to existing shareholders at N9.25 per share, reflecting a 14% discount to the market price. The right is offered on the basis of one new ordinary share for every Ten existing ordinary shares held as of July 4,2024.

The public offer was concluded on 5 July 2024, and offered for subscription 15 billion ordinary shares of 50k through public offer. The Public Offer is issued to the public at N9.75 per share. The offer was priced at a 10% discount compared to the closing market price on July 5,2024.

In 2023, the bank issued 3,037,414,308 units of unissued shares by way of Private Placement. The Private Placement was at N4.59 reflecting a discount of 0.17% compared to the closing market price on N4.60 in January 2023.

**35 Other Equity Accounts**

The nature and purpose of the other equity accounts are as follows:

**Share Premium**

Premiums from the issue of shares are reported in the statement of chngages in equity . The basis is as below :-

	Issued Shares	Price	Norminal Value	Premium Price	Premium Value
	Units	N	N'million	N	N'million
Public Offer	15 bn	9.75	7,500	9.25	138,750
Right Issue	3.2bn	9.25	1,600	8.75	28,000
<b>Total</b>	<b>18.2bn</b>		<b>9,100</b>		<b>166,750</b>

**Retained Earnings**

Retained earnings comprise the undistributed profits from previous years and current year, which have not been reclassified to the other reserves

**35 Other Equity Accounts- continued**

**a Dividends**

The following dividends were declared and paid by the Bank during the year

	31 December 2024 N'million	31 December 2023 N'million
Balance, beginning of year	-	-
Final dividend declared & paid	19,200	12,800
Interim dividend declared & paid	27,200	8,000
Payment during the year	(46,400)	(20,800)
<b>Balance, end of year</b>	<b>-</b>	<b>-</b>

**b Statutory Reserve**

Nigerian banking regulations require the Bank to make an annual appropriation to a statutory reserve. As stipulated by S.15(1) of the Banks and Other Financial Institution Act of Nigeria, an appropriation of 30% of profit after tax is made if the statutory reserve is less than paid-up share capital and 15% of profit after tax if the statutory reserve is greater than the paid-up share capital. The Bank made a transfer of N42,431 million to statutory reserves during the year ended 31 December 2024 (31 December 2023: N14,975 million)

**c Small Scale Investment Reserve**

The SMEEIS reserve is maintained to comply with the Central Bank of Nigeria (CBN) requirement that all licensed banks set aside a portion of the profit after tax in a fund to be used to finance equity investment in qualifying small and medium scale enterprises. Under the terms of the guideline (amended by CBN letter dated 11 July 2006), the contribution was 10% of profit after tax for the first 5 (five) periods, and thereafter reduced to 5% of profit after tax.

**d Non-Distributable Regulatory Reserve**

The amount at which the loan loss provision under IFRS is less than the loan loss provision under prudential guideline is booked to a non-distributable

**e Fair Value Reserves**

The fair value reserve includes the net cumulative change in the fair value of financial assets measured at fair value through other comprehensive income until the investment is derecognised or impaired.

**f AGSMEIS Reserve**

Agri-Business/Small and Medium Enterprises Investment Scheme (AGSMEIS); AGSMEIS fund is maintained to support the Federal Government's effort at promoting Agricultural businesses and Small and Medium Enterprises. Effective 2017 all Deposit Money Banks (DMBs) are required to set aside 5% of their Profit After Tax for equity investment in permissible activities as stipulated in the scheme guidelines. The fund is domiciled with CBN.

Though there is no longer mandatory transfers to this reserve under the earlier directives, all Nigerian banks are now required to set aside an amount equal to 5% of their annual Profit After Tax (PAT) towards the funding of equity investments, which qualify under the AGSMEIS Scheme. This is done after the statutory external audit and Central Bank of Nigeria (CBN) approval.

**g Translation Reserves**

The translation reserve comprises all foreign currency difference arising from the translation of the financial statements of foreign operations. There were no effective portion of any foreign currency differences arising from hedges of a net investment in a foreign operation.

**h Non-controlling Interest**

Fidelity Bank acquired 100% holding of the United Kingdom component

**36 Cash Flows Generated from Operations**

		<b>Group</b>	<b>Group</b>	<b>Bank</b>	<b>Bank</b>
		<b>31 December</b>	<b>31 December</b>	<b>31 December</b>	<b>31 December</b>
		<b>2024</b>	<b>*2023</b>	<b>2024</b>	<b>*2023</b>
	<b>Notes</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
Profit before income tax		385,215	124,260	393,000	124,338
Adjustments for:					
– Depreciation and amortisation	14	15,335	7,042	10,497	6,890
– Profit/(Loss) on disposal of property, plant and equipment	11	(63)	(49)	(63)	(49)
– Net foreign exchange	36a	273,425	150,677	273,425	150,677
– Net gains from financial assets at fair value through profit or loss	12	(58,596)	(24,783)	(58,596)	(24,686)
– Increase in Provisions	32	357	1,538	357	1,538
– Credit loss expense	8	56,441	67,436	55,483	67,686
– Impairment charge / reversal on other assets	8	-	(4)	-	(4)
– Dividend income	11	(741)	(2,018)	(741)	(2,018)
– Gain on debt instruments measured at FVOCI reclassified from equity	17	(21)	847	(21)	847
– Net interest income	SOCl	(629,770)	(277,366)	(615,057)	(274,856)
		-	-	-	-
		<u>41,581</u>	<u>47,581</u>	<u>58,284</u>	<u>50,363</u>
<b>Changes in operating assets</b>					
– Net changes in Cash and balances with the Central Bank (restricted ca	20	(411,952)	(311,308)	(411,952)	(311,308)
– Loans and advances to customers	22	(1,156,533)	(846,446)	(1,245,498)	(716,424)
– Financial assets held for trading	23	49,067	(17,355)	21,598	11,885
– Other assets	29	245,598	(290,848)	247,423	(289,271)
<b>Changes in operating liabilities</b>					
– Deposits from customers	30	1,753,981	1,449,649	1,565,201	1,326,628
– Other liabilities	31	(213,593)	336,962	(155,360)	318,388
<b>Cash flows from/(used in) operations</b>		<u><b>308,150</b></u>	<u><b>368,235</b></u>	<u><b>79,696</b></u>	<u><b>390,262</b></u>

An amount of N13.952 billion was previously reported in the changes in deposits line. These lines have been restated to remove this cash flow as it has been appropriately presented in financing activities. Refer note 46.

		<b>Group</b>	<b>Group</b>	<b>Bank</b>	<b>Bank</b>
		<b>31 December</b>	<b>31 December</b>	<b>31 December</b>	<b>31 December</b>
		<b>2024</b>	<b>2023</b>	<b>2024</b>	<b>2023</b>
		<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
<b>36a Net foreign exchange</b>					
Unrealised foreign exchange gain		(11,716)	(44,087)	(11,716)	(44,087)
Unrealised foreign exchange loss		285,141	194,764	285,141	194,764
		-	-	-	-
Net foreign exchange loss		<u>273,425</u>	<u>150,677</u>	<u>273,425</u>	<u>150,677</u>

		<b>Group</b>	<b>Group</b>	<b>Bank</b>	<b>Bank</b>
		<b>31 December</b>	<b>31 December</b>	<b>31 December</b>	<b>31 December</b>
		<b>2024</b>	<b>2023</b>	<b>2024</b>	<b>2023</b>
		<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
<b>36b Interest received</b>					
Opening interest receivable		267,212	137,451	267,212	137,451
Interest income		950,588	459,954	931,705	456,919
Closing interest receivable		(405,366)	(267,212)	(405,366)	(267,212)
<b>Interest irreceived</b>		<u>812,434</u>	<u>330,193</u>	<u>793,551</u>	<u>327,158</u>

		<b>Group</b>	<b>Group</b>	<b>Bank</b>	<b>Bank</b>
		<b>31 December</b>	<b>31 December</b>	<b>31 December</b>	<b>31 December</b>
		<b>2024</b>	<b>2023</b>	<b>2024</b>	<b>2023</b>
		<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
<b>36c Interest paid</b>					
Opening interest payable		28,968	23,303	28,968	23,303
Interest expense		(320,818)	(182,589)	(316,648)	(182,063)
Interest paid on debt and borrowed fund		(37,137)	(4,804)	(37,137)	(4,804)
Accrued Interest		14,348	10,747	14,348	10,747
Closing interest payable		(21,390)	(28,968)	(21,390)	(28,968)
<b>Interest paid</b>		<u>(336,029)</u>	<u>(182,311)</u>	<u>(331,859)</u>	<u>181,785</u>



**36d Debt instrument at FVOCI**

	Group 31 December 2024	Group 31 December 2023	Bank 31 December 2024	Bank 31 December 2023
	N'million	N'million	N'million	N'million
Opening balance	227,750	28,696	187,751	28,696
New assets purchase (by cash)	135,441	173,688	49,587	221,229
Assets derecognised (cash received)	(239,330)	(16,825)	(174,232)	(16,824)
Accrued interest	2,464	656	2,464	656
Change in fair value	60,246	41,535	47,355	(46,006)
<b>Closing balance</b>	<b>186,571</b>	<b>227,750</b>	<b>112,925</b>	<b>187,751</b>

**36e Debt instrument at amortised cost**

	Group 31 December 2024	Group 31 December 2023	Bank 31 December 2024	Bank 31 December 2023
	N'million	N'million	N'million	N'million
Opening balance	818,803	480,422	818,803	480,422
New assets purchase (by cash)	1,112,823	647,686	1,112,823	647,686
Assets derecognised (cash received)	(432,664)	(260,952)	(432,664)	(260,952)
Accrued interest	13,662	11,443	13,662	11,443
Change in fair value	39,723	(59,795)	39,722	(59,795)
<b>Closing balance</b>	<b>1,552,347</b>	<b>818,803</b>	<b>1,552,347</b>	<b>818,803</b>

**36f Equity instruments at FVOCI**

	Bank 31 December 2024	Bank 31 December 2023
	N'million	N'million
Opening balance	41,550	27,560
New assets purchase	80	63,403
Assets derecognised	-	-
Change in fair value	28,005	- 49,412
<b>Closing balance</b>	<b>69,635</b>	<b>41,550</b>

**36g Acquisition of a subsidiary**

	Group 31 December 2024	Group 31 December 2023	Bank 31 December 2024	Bank 31 December 2023
	N'million	N'million	N'million	N'million
Purchase consideration ( Acquisition of UK office)	-	(45,876)	-	-
Cash in bank	-	5,031	-	-
	-	(40,845)	-	-

**36h Unclaimed dividend Receipt / (Payment)**

	<b>Bank</b>	<b>Bank</b>
	<b>31 December</b>	<b>31 December</b>
	<b>2024</b>	<b>2023</b>
	<b>N'million</b>	<b>N'million</b>
UNCLAIMED Dividend payment		
Unclaimed Dividend from First Registrars	-	7
Unclaimed Dividend from First Registrars	-	1,218
Unclaimed Dividend from First Registrars	-	0
Unclaimed Dividend from First Registrars	-	734
	-	1,960

**37 Contingent Liabilities and Commitments**

**37.1 Capital Commitments**

At the reporting date, the Bank had capital commitments amounting to N21.62 billion (31 Dec 2023: N4.10 billion). The capital commitments relate to property plant and Equipment.

**37.2 Confirmed credits and other obligations on behalf of customers**

In the normal course of business the Bank is a party to financial instruments with off-statement of financial position risk. These instruments are issued to meet the credit and other financial requirements of customers. The contractual amounts of the off-balance sheet financial instruments are:

	<b>Group</b>	<b>Group</b>	<b>Bank</b>	<b>Bank</b>
	<b>31 December</b>	<b>31 December</b>	<b>31 December</b>	<b>31 December</b>
	<b>2024</b>	<b>2023</b>	<b>2024</b>	<b>2023</b>
	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>	<b>N'million</b>
Performance bonds and guarantees ( Note 32.3.1 )	1,012,354	730,779	1,012,354	730,779
Letters of credit ( Note 32.3.2 )	763,934	413,362	737,355	413,362
AGSMEIS Disbursement			-	-
	<b>1,776,288</b>	<b>1,144,141</b>	<b>1,749,709</b>	<b>1,144,141</b>

Included in Performance bonds and guarantees is N97.84bn (31 December 2023: N104.46billion) Bank of industry backed guarantee. Unsettled transactions are transaction that the Bank has entered into, but is either yet to make payment or receive payment in respect of these transactions.

**37.3 Claims and Litigation**

The Bank is a party to legal actions arising out of its normal business operations. The Directors believe that, based on currently available information and advice of counsel, none of the outcomes that result from the proceedings will have a material adverse effect on the financial position of the bank either individually or collectively

As at reporting date, the Bank is currently involved in 77 cases as defendant (31 December 2023 - 65 ) and 9 cases as Plaintiff (31 December 2023- 7 ). The total amount claimed against the Bank is estimated at N14 billion as at 31st December, 2024 (31 Dec 2023: N11.74 billion) while the amount in the 9 cases instituted by the Bank is N5 billion as at 31st December, 2024 (31 Dec 2023: N3.95 billion, 7 Cases). Based on the advice of the Bank's legal team and the case facts, the management of the Bank estimates a potential loss of N2.27 billion (31 Dec 2023: N1.886 billion) upon conclusion of the cases. A provision for the potential loss of N2.27 billion is shown in 32.

**38 Related party transactions with Key Management Personnel**

**a** The related party transactions in respect of Entity controlled by Key Management Personnel have been disclosed in compliance with Central Bank of Nigeria circular BSD/1/2004. A number of banking transactions are entered into with related parties in the normal course of business. These include loans, deposits, placements and off-balance sheet transactions. The volumes of related-party transactions, outstanding balances at the year-end are disclosed below:

**b Subsidiaries**

Transactions between Fidelity Bank of Nigeria Plc and its subsidiaries also meet the definition of related party transactions. Transactions with Fidelity Bank UK Limited have been eliminated on consolidation. During the year, Fidelity Bank Plc earned a total interest income of N3.1 billion from Fidelity Bank UK Limited. And as at 31 December 2024 a total amount of N189.5 billion is held as placements with Fidelity Bank UK Limited.

**c** The Group's key management personnel, and persons connected with them, are also considered to be related parties for disclosure purposes. The definition of key management personnel includes close members of family of key personnel and any entity over which key management personnel exercises control. The key management personnel have been identified as the executive and non-executive directors of the Group and other relevant senior management personnel. Close members of family are those family members who may be expected to influence, or be influenced by that individual in their dealings with the Bank and its subsidiaries. There were no related party transaction in the year .

**38.1 Deposits/ Interest Expense from Related Parties**

Entity Controlled by Key Management Personnel	Related party	Nature Relationship	Deposits at	Interest expense	Deposits at	Interest expense
			31 December 2024	31 December 2024	31 December 2023	31 December 2023
			N	N	N	N
Cy Incorporated Nig Ltd (DSRA)	Insider related	Former Director	105,878	-	56,191	-
Equipment Solutions and Logistics Services Limited	Insider related	Former Director	-	-	55,061	-
The Genesis Restaurant Limited	Insider related	Former Director	3,867,907	-	94,152,427	-
John Holt Plc	Insider related	Former Director	1,225,900	495	11,288,719	-
Tenderville Ltd	Insider related	Former Director	82,207	-	362,675	-
Genesis Hub Limited	Insider related	Former Director	80,645,502	-	24,462,347	-
Genesis Deluxe Cinemas	Insider related	Former Director	14,967,457	-	1,874,612	301
Sub total			<b>100,894,851</b>	<b>495</b>	<b>132,252,032</b>	<b>301</b>
A-Z Petroleum Products Limited	Insider related	Current Director	86,730,691	-	1,357,832,373	492,784
Neconde Energy Limited	Insider related	Current Director	269,472	-	552,750,949	-
Dangote Industries Limited	Insider related	Current Director	183,355,037	-	71,782,429	-
Agric Int'l Tech and Trade	Insider related	Current Director	2,413,726	-	2,206,541	-
Mr. Mustafa Chike-Obi	Insider related	Current Director	17,354,514	15,777,770	67,754,782	-
Pastor Kings C. Akuma	Insider related	Current Director	383,972	17,704	17,758,943	8,883
Chief Charles Chidebe Umolu	Insider related	Former Director	4,647,022	108,176	103,468,311	11,911
Mr. Okeke Ezechukwu Michael	Insider related	Former Director	603,140	3,391	5,446,237	3,289
Alhaji Isa Inuwa	Insider related	Current Director	46,469,582	10,132,231	22,416,087	5,702,931
Mr. Alex Chinelo Ojukwu	Insider related	Former Director	-	-	72,181	9,336
Mr. Chidi Agbapu	Insider related	Current Director	12,142,547	38,700	5,840,004	2,403,177
Mr. Chinedu Okeke	Insider related	Current Director	10,976,171	21,729	7,216,279	35,126
Mr. Henry Obih	Insider related	Current Director	226,787,897	82,034	219,652,354	2,692,603
Mrs. Amaka Onwughalu	Insider related	Current Director	9,409,757	572,344	24,828,030	362,696
Chief Nelson C, Nweke	Insider related	Current Director	9,029,695	13,306	147,391,712	816
Mrs. Morohunke Bammeke	Insider related	Current Director	8,034,919	9,183	1,801,761	64,407
Sub total			<b>618,608,143</b>	<b>26,776,569</b>	<b>2,608,218,975</b>	<b>11,787,959</b>
<b>Transactions with Key Management Personnel</b>	Insider related		52,579,074	122,731,727	287,168,331	43,084,309
<b>TOTAL</b>			<b>772,082,067</b>	<b>149,508,790</b>	<b>3,027,639,339</b>	<b>54,872,569</b>

**38.2 Loans and Advances/ Interest Income from Related parties**

Entity Controlled by Key Management Personnel	Related party	Loan amount		Interest Income		Facility Type	Status	Collateral Status
		Outstanding		Outstanding				
		Dec 2024	Dec 2024	Dec 2023	Dec 2023			
		N	N	N	N			
Cy Incorporated Nig Ltd	Mrs. Onome Olaolu (Former)	321,580,324	8,493,040.37	313,087,308	26,811,242	Finance Lease/Overdraft	Lost	Perfected
Equipment Solutions And Logistics Services Ltd	Mr. Ik Mbagwu	767,029,423	-	767,029,435	-	Term Loan/Overdraft	Lost	Perfected
Agric Int'l Tech and Trade	Mr. Ernest Ebi	-	19,623,484.71	400,000,000	55,405,479	Term Loan	Performing	Perfected
<b>SUB-TOTAL</b>		<b>1,088,609,748</b>	<b>28,116,525</b>	<b>1,480,116,743</b>	<b>82,216,721</b>			
<b>Related party</b>	<b>Key management personnel</b>							
Onyeali-Ikpe Nnekachinwe	Managing Director	97,117,038	3,724,928	104,343,868	3,835,705	Term Loan/Credit Card	Performing	Perfected
Hassan Imam Galadanchi	Former Director	1,104,562	1,096,646	79,660,508	3,069,792	Term Loan/Credit Card	Performing	Perfected
Kevin Chukwuma Ugwuoke	Executive Director	54,480,660	2,039,985	65,744,966	2,914,160	Term Loan/Credit Card	Performing	Perfected
Kenneth Onyewuchi Opara	Executive Director	-	2,040,667	80,415,584	4,363,839	Term Loan	Performing	Perfected
Pamela Iyabo Shodipo	Executive Director	3,226,675	630,118	67,122,342	1,713,905	Term Loan/Credit Card	Performing	Perfected
Abolore Najeem Solebo	Executive Director	59,455,498	3,653,088	-	-	Term Loan/Credit Card	Performing	Perfected
Kings Chukwu Akuma	Non Executive Dire	1,496,454	163,809	1,746,787	210,974	Credit Card	Performing	Perfected
Chidozie Bethram Agbapu	Non Executive Dire	72,416	21,520	41,506	4,310	Credit Card	Performing	Perfected
Ikemefuna A. Mbagwu	Former Director	2,447,253	601,345	1,481,692	278,781	Credit Card	Performing	Perfected
Chief Charles Chidebe Umolu	Former Director	-	5,710	14,322	13,189	Credit Card	Performing	Perfected
Okonkwo Nnamdi John	Former Director	35,294,648	1,739,926	100,080,026	2,655,773	Term Loan/Credit Card	Performing	Perfected
Odinkemelu Aku	Former Director	-	-	-	1,312,075	Term Loan	Performing	Perfected
Obaro Alfred Odeghe	Former Director	54,857,143	2,311,819	75,428,572	3,288,906	Term Loan	Performing	Perfected
Yahaya Umar Imam	Former Director	-	3,460,889	29,401,024	6,437,947	Overdraft/Credit Card	Performing	Perfected
<b>SUB-TOTAL</b>		<b>309,552,347</b>	<b>21,490,450</b>	<b>605,481,197</b>	<b>30,099,354</b>			
<b>TOTAL</b>		<b>1,398,162,095</b>	<b>49,606,975</b>	<b>2,085,597,940</b>	<b>112,316,075</b>			

**38.3 Bank Guarantees in Favour of Key Management Personnel**

December 2024

BENEFICIARY NAME	RELATED ENTITY	NAME OF RELATED BANK DIRECTOR	POSITION IN BANK	AMOUNT	(N)
NI	NIL	NIL	NIL		NIL
					NIL

December 2023

BENEFICIARY NAME	RELATED ENTITY	NAME OF RELATED BANK DIRECTOR	POSITION IN BANK	AMOUNT	(N)
NI	NIL	NIL	NIL		NIL

**38.4 Key Management Compensation**

	Group 31 December 2024 N'million	Group 31 December 2023 N'million	Bank 31 December 2024 N'million	Bank 31 December 2023 N'million
Salaries and other short-term employee benefits (Executive directors only)	1,437	507	649	507
Pension cost	112	30	30	30
Post-employment benefits paid- Gratuity	-	-	-	-
Post-employment benefits paid- Retirement	-	-	-	-
Other employment benefits paid	214	168	214	168
	<b>1,764</b>	<b>705</b>	<b>893</b>	<b>705</b>

**38.5 Loan and Advances to Staff members**

	31 December 2024 N'million	31 December 2023 N'million	31 December 2024 N'million	31 December 2023 N'million
<b>As at January 1 2024</b>	14,322	11,777	14,117	11,777
Granted during the year	6,253	5,147	6,024	5,147
Repayment during the year	(5,876)	(2,807)	(5,870)	(2,807)
<b>As at December 31 2024</b>	<b>14,698</b>	<b>14,117</b>	<b>14,271</b>	<b>14,117</b>

Loans to Staff members include mortgage loans and other personal loans. The loans are repayable from various repayment monthly cycles over the tenor and have an average interest rate of 3.5%. Loans granted to staff are performing.

**39 Employees**

The number of persons employed by the Bank during the year was as follows:

	Bank Number 31 December 2024	Bank Number 31 December 2023	Bank Number 31 December 2024	Bank Number 31 December 2023
Executive directors	7	6	5	6
Management	449	441	442	441
Non-management	2,726	2,616	2,680	2,616
	<b>3,182</b>	<b>3,063</b>	<b>3,127</b>	<b>3,063</b>

The number of employees of the Bank, other than directors, who received emoluments in the following ranges (excluding pension contributions and certain benefits) were:

	Number 2024	Number 2023	Number 2024	Number 2023
N300,000 - N2,000,000	-	17	-	17
N2,000,001 - N2,800,000	-	-	-	-
N2,800,001 - N3,500,000	27	-	-	-
N3,500,001 - N6,500,000	1,056	1,044	1,164	1,044
N6,500,001 - N7,800,000	-	-	-	-
N7,800,001 - N10,000,000	678	660	561	660
N10,000,001 and above	1,357	1,342	1,402	1,342
	<b>3,118</b>	<b>3,063</b>	<b>3,127</b>	<b>3,063</b>

**40 Directors' Emoluments**

Remuneration paid to the Bank's executive and non-executive directors (excluding certain allowances) was:

	Group Number 31 December 2024 N'million	Group Number 31 December 2023 N'million	Bank Number 31 December 2024 N'million	Bank Number 31 December 2023 N'million
Fees and sitting allowances	963	361	559	257
Executive compensation	1,924	256	1,136	256
Other directors' expenses	584	427	584	427
	<b>3,471</b>	<b>1,044</b>	<b>2,279</b>	<b>940</b>

Fees and other emoluments disclosed above include amounts paid to:

Chairman	40	40	40	40
Highest paid director	110	110	110	110

The number of directors who received fees and other emoluments (excluding pension contributions and certain benefit) in the following ranges was:

	Number 2024	Number 2023	Number 2024	Number 2023
Below N1,000,000	-	-	-	-
N1,000,000 - N2,000,000	-	-	-	-
N2,000,001 - N3,000,000	7	-	-	-
N5,500,001 - and above	14	14	14	14
	<b>21</b>	<b>14</b>	<b>14</b>	<b>14</b>

**41 Compliance with Banking Regulations**

**41.1** The Directors are of the opinion that the financial statements of the Bank is in compliance with the Bank and Other Financial Institutions Act, 2020 and all relevant CBN circulars, except for the contraventions below which attracted penalties during the year ended 31 December 2024

**Schedule of Regulatory Contraventions As At 31 December 2024**

Nature of Contravention	Amount (N'000)
Penalty - cash shortages - CBN	27,284
Penalty - AML/CFT Ifractions - CBN	24,000
Penalty - Report Filing - CBN	12,000
Penalty - RBS - CBN	8,000
	<b>71,284</b>

**Schedule of Regulatory Contraventions As At 31 December 2023**

Nature of Contravention	Amount (N'000)
Penalty - NEMSF Infraction - CBN	26,261
Penalty - late returns - CBN	4,000
Penalty - AML/CFT/CPT - CBN	10,000
Penalty - Report Filing - NGX	2,700
	<b>42,961</b>

**41.2** In line with circular FDR/DIR/CIR/GEN/01/20, the returns on customers' complaints for the year ended 31 December 2024 is set as below:

S/N	DESCRIPTION	NUMBER		AMOUNT CLAIMED		AMOUNT REFUNDED	
		31 'December 2024	31 'December 2023	31 'December 2024	31 'December 2023	31 'December 2024	31 'December 2023
				Million	Million	Million	Million
1	Pending complaints b/f	195,838	80,550	22,698	4,866	N/A	N/A
2	Received complaints	839,576	1,668,004	411,329	88,606	N/A	N/A
3	Resolved complaints	988,405	1,552,716	45,626	70,774	322	287
4	Unresolved complaints escalated to CBN for intervention	26	95	111	2,116	N/A	N/A
5	Unresolved complaints pending with the Bank c/f	47,009	195,838	388,401	22,698	N/A	N/A

**41.3 Whistle Blowing Policy**

The Bank complied with the CBN circular of May 2014 - FPR/DIR/GEN/01/004 code of Corporate Governance for Banks and Discount Houses in Nigeria and Guidelines for Whistle Blowing Policy in Nigeria for the year ended 31 December 2024

**Notes To The Financial Statements:**

**42 Gender Diversity**

**31 December 2024**

	WOMEN		MEN		TOTAL
	Number	%	Number	%	
Board Members	4	29%	10	71%	14
Management staff (AGM & Above)	17	27%	45	73%	62
<b>Total</b>	<b>21</b>		<b>55</b>		<b>76</b>

**Total**

**31 December 2023**

	WOMEN		MEN		TOTAL
	Number	%	Number	%	
Board Members	4	29%	10	71%	14
Management staff (AGM & Above)	16	28%	42	72%	58
<b>Total</b>	<b>20</b>		<b>52</b>		<b>72</b>

**Total**

**43 Statement of Prudential Adjustments**

- a Provisions under prudential guidelines are determined using the time-based provisioning specified by the revised Prudential Guidelines issued by the Central Bank of Nigeria. This is at variance with the expected credit loss (ECL) model required under IFRS 9. As a result of the differences in the methodology/provision, there will be variances in the impairments provisions required under the two methodologies.

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

**Transfer to Regulatory Risk Reserve**

The regulatory body Central Bank of Nigeria (CBN) and the Nigerian Deposit Insurance Commission (NDIC) stipulates that provisions recognized in the profit or loss account shall be determined based on the requirements of IFRS (International Financial Reporting Standards). The IFRS provisions should be compared with provisions determined under prudential guidelines and the expected impact/changes in retained earnings should be treated as follows:

- (i) Prudential Provisions is greater than IFRS provisions; transfer the difference from the retained earnings to a non-distributable regulatory reserve.  
(ii) Prudential Provisions is less than IFRS provisions; the excess charges resulting should be transferred from the regulatory reserve account to the retained earnings to the extent of the non-distributable regulatory reserve previously recognized.

- b The non-distributable reserve is classified under Tier 1 as part of the core capital for the purpose of determining capital adequacy.

In the guidelines to IFRS implementation, the Central Bank of Nigeria (CBN) directed banks to maintain a regulatory credit risk reserve in the event that the impairment on loans determined using the CBN prudential guideline is higher than the impairment determined using IFRS principles. As a result of this directive, the Bank holds credit risk reserves of N155.67 billion as at 31 December 2024 (31 December 2023 - N100.28billion) .

	2024 N'million	2023 N'million
<b>Transfer to regulatory reserve</b>		
Prudential provision:		
Specific provision	272,398	206,155
General provision	72,661	38,690
Provision for other assets	13,512	3,613
Provision for litigations and claims	2,498	1,199
Provision for investments	2,726	2,936
Provision for off-balance sheet exposure	1,517	1,460
<b>Total prudential provision (A)</b>	<b>365,313</b>	<b>254,053</b>
<b>IFRS provision:</b>		
Specific impairment (see note 22)	89,129	51,273
Collective impairment	106,145	92,654
Provision for other assets (see note 29)	7,857	3,359
Provision for litigations and claims (see note 32)	2,274	1,886
Provision for investments (see note 24)	2,726	3,055
Provision for off-balance sheet exposure	1,517	1,548
<b>Total IFRS provision (B)</b>	<b>209,648</b>	<b>153,775</b>
Difference between prudential and IFRS impairment (A-B)	<b>155,665</b>	<b>100,279</b>
<b>Movement in Non-Distributable Regulatory Risk Reserve (RRR)</b>		
Opening balance in RRR	100,279	62,144
Net changes in the year	55,386	38,134
<b>Balance in RRR at the end of the year</b>	<b>155,665</b>	<b>100,279</b>



**Notes To The Financial Statements:**

**44 Maturity Analysis Of Assets and Liabilities**

Maturity analysis of assets and liabilities analysed according to when they are expected to be recovered or settled.

**Group**

**As at 31 December 2024**

	<b>Maturing within 12 months N'million</b>	<b>Maturing after 12 months N'million</b>	<b>Total N'million</b>
<b>ASSETS</b>			
Cash and Cash equivalents	707,450	-	707,450
Restricted balances with central bank	1,222,184	-	1,222,184
Loans and advances to customers	2,675,734	5,002,253	7,677,987
Derivative financial assets	50,293	-	50,293
<b>Investments:</b>			
- Financial assets at fair value through profit or loss	9,290	760	10,050
- Debt instruments at fair value through other comprehensive income	161,866	248,783	410,649
- Equity instruments at fair value through other comprehensive income	-	69,635	69,635
- Debt instruments at amortised cost	991,907	1,270,956	2,262,863
Deferred tax Assets	5,305	-	5,305
Other assets	143,154	6,075	149,229
Property, plant and equipment	-	77,876	77,876
Right of Use Assets	-	3,750	3,750
Goodwill	11,443	-	11,443
Intangible assets	-	20,380	20,380
<b>TOTAL ASSETS</b>	<b>5,978,628</b>	<b>6,700,467</b>	<b>12,679,095</b>
<b>LIABILITIES</b>			
Deposits from customers	2,182,946	4,114,636	6,297,581
Derivative financial liability	-	-	-
Current income tax payable	113,910	-	113,910
Deferred tax liabilities	727	-	727
Other liabilities	491,177	549,016	1,040,193
Provision	1,517	2,274	3,791
Debts issued and other borrowed funds	200,663	904,656	1,105,319
<b>TOTAL LIABILITIES</b>	<b>2,990,940</b>	<b>5,570,581</b>	<b>8,561,522</b>

**As at 31 December 2023**

	<b>Maturing within 12 months N'million</b>	<b>Maturing after 12 months N'million</b>	<b>Total N'million</b>
<b>ASSETS</b>			
Cash and Cash equivalents	383,702	-	383,702
Restricted balances with central bank	1,174,398	-	1,174,398
Loans and advances to customers	1,619,127	3,015,118	4,634,245
Derivative financial assets	10,723	-	10,723
<b>Investments:</b>			
- Financial assets at fair value through profit or loss	7,325	5,215	12,540
- Debt instruments at fair value through other comprehensive income	206,151	75,368	281,519
- Equity instruments at fair value through other comprehensive income	-	41,550	41,550
- Debt instruments at amortised cost	462,624	1,356,794	1,819,418
Deferred tax Assets	22,554	-	22,554
Other assets	405,545	-	405,545
Property, plant and equipment	-	47,382	47,382
Right of Use Assets	-	3,270	3,270
Goodwill	14,650	-	14,650
Intangible assets	-	10,341	10,341
<b>TOTAL ASSETS</b>	<b>4,306,799</b>	<b>4,555,038</b>	<b>8,861,838</b>

**Notes To The Financial Statements:**

<b>LIABILITIES</b>	<b>Maturing within 12 months N'million</b>	<b>Maturing after 12 months N'million</b>	<b>Total N'million</b>
Deposits from customers	1,491,495	2,717,295	4,208,791
Derivative financial liability	-	-	-
Current income tax liability	26,835	-	26,835
Deferred tax liabilities	22,905	-	22,905
Other liabilities	544,153	642,456	1,186,609
Provision	1,548	1,886	3,434
Debts issued and other borrowed funds	357,237	569,540	926,777
<b>TOTAL LIABILITIES</b>	<b>2,444,174</b>	<b>3,931,177</b>	<b>6,375,351</b>

**Bank  
As at 31 December 2024**

<b>ASSETS</b>	<b>Maturing within 12 months N'million</b>	<b>Maturing after 12 months N'million</b>	<b>Total N'million</b>
Cash and Cash equivalents	506,580	-	506,580
Restricted balances with central bank	-	1,586,350	1,586,350
Loans and advances to customers	2,396,879	4,952,184	7,349,064
Derivative financial assets	50,292	-	50,292
<b>Investments:</b>			
- Financial assets at fair value through profit or loss	9,290	760	10,050
- Debt instruments at fair value through other comprehensive income	88,220	248,783	337,003
- Equity instruments at fair value through other comprehensive income	-	69,635	69,635
- Debt instruments at amortised cost	991,907	1,270,956	2,262,863
Deferred tax Assets	-	-	-
Other assets	143,154	-	143,154
Property, plant and equipment	-	77,785	77,785
Right of Use Assets	-	1,736	1,736
Goodwill	-	-	-
Intangible assets	-	14,371	14,371
<b>TOTAL ASSETS</b>	<b>4,186,323</b>	<b>8,222,559</b>	<b>12,408,882</b>
<b>LIABILITIES</b>			
Deposits from customers	1,864,217	4,102,041	5,966,258
Derivative financial liability	-	-	-
Current income tax payable	113,910	-	113,910
Deferred tax liabilities	-	-	-
Other liabilities	113,910	921,551	1,035,461
Provision	1,517	2,274	3,791
Debts issued and other borrowed funds	200,663	904,656	1,105,319
<b>TOTAL LIABILITIES</b>	<b>2,294,218</b>	<b>5,930,522</b>	<b>8,224,739</b>

**As at 31 December 2023**

<b>ASSETS</b>	<b>Maturing within 12 months N'million</b>	<b>Maturing after 12 months N'million</b>	<b>Total N'million</b>
Cash and Cash equivalents	376,920	-	376,920
Restricted balances with central bank	-	1,174,398	1,174,398
Loans and advances to customers	1,619,127	3,015,118	4,634,245
Derivative financial assets	10,723	-	10,723
<b>Investments:</b>			
- Financial assets at fair value through profit or loss	7,325	5,215	12,540
- Debt instruments at fair value through other comprehensive income	166,152	75,368	241,520
- Equity instruments - Equity instruments at fair value through other comprehensive income	-	41,550	41,550
- Debt instruments at amortised cost	462,624	1,356,794	1,819,418
Deferred tax Assets	22,554	-	22,554
Other assets	403,968	-	403,968
Property, plant and equipment	-	47,329	47,329
Right of Use Assets	-	1,677	1,677
Goodwill	-	-	-
Intangible assets	-	5,123	5,123
<b>TOTAL ASSETS</b>	<b>3,069,392</b>	<b>5,722,572</b>	<b>8,791,964</b>

**Notes To The Financial Statements:**

<b>LIABILITIES</b>	<b>Maturing within 12 months N'million</b>	<b>Maturing after 12 months N'million</b>	<b>Total N'million</b>
Deposits from customers	1,368,474	2,717,295	4,085,770
Derivative financial liability	-	-	-
Current income tax liability	26,835	-	26,835
Deferred tax liabilities	-	-	-
Other liabilities	45,225	1,138,662	1,183,887
Provision	1,548	1,886	3,434
Debts issued and other borrowed funds	115,462	569,540	685,002
<b>TOTAL LIABILITIES</b>	<b>1,557,544</b>	<b>4,427,383</b>	<b>5,984,927</b>

**45 Reclassifications**

There were no reclassifications since 2023 financial year

**46 Restatements**

There were no significant events requiring restatements during the reporting period which could have had a material effect on the financial position of the Bank as at 31 December 2024 and on the profit or loss and other comprehensive income for the period then ended. However, the proceed for issuance of for N13,952 billion was corrected from being previously reported in cash flows from operations and is now appropriately reflected as a financing activity.

**47 Events after reporting period**

There were no significant events after the reporting period which could have had a material effect on the financial position of the Group as at December 31, 2024 and on the profit and other comprehensive income for the year then ended, which have not been adequately disclosed.

**Value Added Statement**  
For the year ended 31 December 2024

**Group**

	31 December 2024		31 December 2023	
	N'million	%	N'million	%
Interest and similar income	950,588	187	459,530	250
Interest and similar expense	(320,818)	(63)	(182,165)	(99)
	<u>629,770</u>	<u>124</u>	<u>277,366</u>	<u>151</u>
-Brought in services	(121,027)	(24)	(93,280)	(51)
<b>Value added</b>	<b><u>508,743</u></b>	<b><u>100</u></b>	<b><u>184,086</u></b>	<b><u>100</u></b>

**Distribution**

**Employees:**

Salaries and benefits 73,450 14 52,619 29

**Shareholders:**

Dividends paid during the year 46,400 9 20,800 11

**Government:**

Income tax 82,420 16 - -

Tertiary education tax 9,083 2 2,921 2

Police trust fund levy 20 0 6 0

IT levy 3,931 1 1,243 1

**The future:**

-Asset replacement (depreciation and amortisation) 15,335 3 7,042 4

-Profit for the year (transfers to reserves) 278,106 55 99,454 54

	<b><u>508,743</u></b>	<b><u>100</u></b>	<b><u>184,086</u></b>	<b><u>100</u></b>
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Value added represents the additional wealth the Bank has been able to create by its own and its employees' efforts. This statement shows the allocation of the wealth among the employees, shareholders, government and the portion re-invested for creation of more wealth.

**Value Added Statement**  
**For the year ended 31 December 2024**

**Bank**

	<b>31 December 2024</b>		<b>31 December 2023</b>	
	<b>N'million</b>	<b>%</b>	<b>N'million</b>	<b>%</b>
Interest and similar income	931,705	187	456,919	226
Interest and similar expense	<u>(316,648)</u>	<u>(64)</u>	<u>(182,063)</u>	<u>(90)</u>
	615,057	124	274,856	136
-Brought in services	(117,566)	(24)	(72,330)	(36)
<b>Value added</b>	<b><u>497,491</u></b>	<b><u>100</u></b>	<b><u>202,526</u></b>	<b><u>100</u></b>

**Distribution**

**Employees:**

Salaries and benefits 62,284 13 50,836 25

Shareholders:

Dividends paid during the year 46,400 9 20,800 10

**Government:**

Income tax 82,420 17 20,297 10

Tertiary education tax 9,083 2 2,921 1

Police trust fund levy 20 0 6 0

IT levy 3,931 1 1,243 1

**The future:**

-Asset replacement (depreciation and amortisation) 10,497 2 6,890 3

-Profit for the year (transfers to reserves) 282,858 57 99,532 49

	<b><u>497,491</u></b>	<b><u>100</u></b>		<b><u>202,526</u></b>	<b><u>100</u></b>
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Value added represents the additional wealth the Bank has been able to create by its own and its employees' efforts. This statement shows the allocation of the wealth among the employees, shareholders, government and the portion re-invested for creation of more wealth.

**Five - Year Financial Summary**

**Group**

**Statement of Financial Position as at**

	31 December 2024	31 December 2023	31 December 2022	31 December 2021	31 December 2020
	N'million	N'million	N'million	N'million	N'million
<b>Assets:</b>					
Cash and Cash equivalents	707,450	364,177	300,345	219,253	328,493
Restricted balances with central bank	1,586,350	1,174,398	863,090	686,097	540,129
Loans and advances to custom `	4,387,108	3,092,419	2,116,212	1,658,412	1,326,106
Derivative assets	50,293	10,723	4,778	49,575	7,072
<b>Investments:</b>					
Financial asset at fair value through profit or loss	5,113	7,684	2,036	5,207	47,118
Debt instruments at fair value through other comprehensive income	186,571	227,750	28,696	100,009	265,980
Equity instruments at fair value through other comprehensive income	69,635	41,550	27,560	26,207	17,685
Debt instruments at amortised cost	1,552,347	818,803	479,592	441,452	137,804
Available for sale	-	-	-	-	-
Held to maturity	-	-	-	-	-
Deferred tax Assets	5,305	23,771	5,306	-	-
Other assets	158,116	403,763	112,915	49,357	44,380
Property, plant and equipment	77,876	47,382	42,657	39,440	38,446
Right of Use Assets	3,750	3,270	1,799	1,477	1,652
Goodwill	11,443	8,656	-	-	-
Intangible assets	20,380	10,341	4,023	3,968	3,283
<b>Total Assets</b>	<b>8,821,737</b>	<b>6,234,688</b>	<b>3,989,009</b>	<b>3,280,454</b>	<b>2,758,148</b>
<b>Financed by:</b>					
<b>Liabilities</b>					
Deposits from customers	5,937,064	4,014,811	2,580,597	2,024,803	1,699,026
Derivative liabilities	-	-	1,208	425	1,143
Current income tax payable	113,910	26,835	8,445	3,523	2,307
Deferred income tax liabilities	727	22,905	5,629	-	-
Other liabilities	938,776	1,152,369	815,407	495,597	517,093
Provision	3,791	3,434	1,896	2,399	4,075
Debts issued and other borrowed funds	929,595	577,028	261,466	468,413	260,971
Retirement benefit obligations	-	-	-	-	-
<b>Total Liabilities</b>	<b>7,923,863</b>	<b>5,797,381</b>	<b>3,674,649</b>	<b>2,995,160</b>	<b>2,484,615</b>
<b>Equity</b>					
Share capital	25,100	16,000	14,481	14,481	14,481
Share premium	280,455	113,705	101,272	101,272	101,272
Retained earnings	185,256	65,508	44,883	55,241	66,700
Statutory reserve	108,699	66,270	51,352	44,343	39,006
Small scale investment reserve (SSI)	764	764	764	764	764
Non-distributable regulatory reserve (NDR)	155,665	100,279	62,144	27,440	6,365
Translation reserve	44,194	6,050	-	-	-
Fair value reserve/ Remeasurement reserve	69,176	54,310	30,019	34,644	39,615
AGSMEIS reserve	28,565	14,422	9,445	7,109	5,330
<b>Total Equity</b>	<b>897,874</b>	<b>437,307</b>	<b>314,360</b>	<b>285,294</b>	<b>273,533</b>
<b>Total Liabilities and Equity</b>	<b>8,821,737</b>	<b>6,234,688</b>	<b>3,989,009</b>	<b>3,280,454</b>	<b>2,758,148</b>

**Five - Year Financial Summary - Continued**

**Statement of Profit or loss and Other Comprehensive Income For the period ended**

	31 December 2024	31 December 2023	31 December 2022	31 December 2021	31 December 2020
	N'million	N'million	N'million	N'million	N'million
Operating income					
Net interest income	629,770	277,366	152,695	94,877	104,123
Impairment charge for credit losses	(56,441)	(67,436)	(5,443)	(7,035)	(16,858)
<b>Net interest income after impairment charge for credit losses</b>	<b>573,329</b>	<b>209,929</b>	<b>147,252</b>	<b>87,842</b>	<b>87,265</b>
Commission and other operating income	73,775	109,271	27,209	33,681	30,566
Modification loss on financial asset	-	-	-	-	-
Other operating expenses	(331,481)	(194,939)	(120,784)	(96,308)	(89,777)
<b>Profit before income tax</b>	<b>315,624</b>	<b>124,260</b>	<b>53,677</b>	<b>25,215</b>	<b>28,054</b>
Income tax expense	(93,777)	(24,806)	(6,953)	(2,111)	(1,404)
<b>Profit after tax</b>	<b>221,846</b>	<b>99,454</b>	<b>46,724</b>	<b>23,104</b>	<b>26,650</b>
Other comprehensive Loss/income	53,010	30,341	(4,628)	(4,971)	18,646
<b>Total comprehensive income for the year</b>	<b>274,856</b>	<b>129,795</b>	<b>42,096</b>	<b>18,133</b>	<b>45,296</b>
Per share data in kobo:					
<b>Earnings per share (basic &amp; diluted)</b>	<b>665k</b>	<b>311k</b>	<b>161k</b>	<b>79k</b>	<b>92k</b>
<b>Net assets per share</b>	<b>1,789k</b>	<b>1,366k</b>	<b>1,086k</b>	<b>985k</b>	<b>944k</b>

**Bank**

**Financial Position as at**

	31 December 2024	31 December 2023	31 December 2022	31 December 2021	31 December 2020
	N'million	N'million	N'million	N'million	N'million
<b>Assets:</b>					
Cash and Cash equivalents	505,331	376,595	300,345	219,253	328,493
Restricted balances with central bank	1,586,350	1,174,398	863,090	686,097	540,129
Loans and advances to custom <sup>1</sup>	4,346,049	2,962,397	2,116,212	1,658,412	1,326,106
Derivative assets	50,292	10,723	4,778	49,575	7,072
Investments:					
Financial asset at fair value through profit or loss	5,113	7,684	2,036	5,207	47,118
Debt instruments at fair value through other comprehensive income	112,925	187,751	28,696	100,009	265,980
Equity instruments at fair value through other comprehensive income	69,635	41,550	27,560	26,207	17,685
Investment in Subsidiary:	68,591	63,403	-	-	-
Debt instruments at amortised cost	1,552,347	818,803	479,592	441,452	137,804
Available for sale	-	-	-	-	-
Held to maturity	-	-	-	-	-
Deferred tax Assets	-	22,554	5,306	-	-
Other assets	154,713	402,186	112,915	49,357	44,380
Property, plant and equipment	77,785	47,329	42,657	39,440	38,446
Right of Use Assets	1,736	1,556	1,799	1,477	1,652
Intangible assets	14,371	6,223	4,023	3,968	3,283
<b>Total Assets</b>	<b>8,545,237</b>	<b>6,123,152</b>	<b>3,989,009</b>	<b>3,280,453</b>	<b>2,758,148</b>
<b>Financed by:</b>					
<b>Liabilities</b>					
Deposits from customers	5,660,315	3,926,842	2,580,597	2,024,803	1,699,026
Derivative liabilities	-	-	1,208	425	1,143
Current income tax payable	113,910	26,835	8,445	3,523	2,307
Deferred income tax liabilities	727	22,905	5,629	-	-
Other liabilities	978,435	1,133,795	815,407	495,597	517,093
Provision	3,791	3,434	1,896	2,399	4,075
Debts issued and other borrowed funds	929,595	577,028	261,466	468,413	260,971
Retirement benefit obligations	-	-	-	-	-
<b>Total Liabilities</b>	<b>7,686,773</b>	<b>5,690,839</b>	<b>3,674,649</b>	<b>2,995,160</b>	<b>2,484,615</b>
<b>Equity</b>					
Share capital	25,100	16,000	14,481	14,481	14,481
Share premium	280,455	113,705	101,272	101,272	101,272
Retained earnings	190,073	65,573	44,883	55,241	66,700
Statutory reserve	108,711	66,282	51,352	44,343	39,006
Small scale investment reserve (SSI)	764	764	764	764	764
Non-distributable regulatory reserve (NDR)	155,665	100,279	62,144	27,440	6,365
Fair value reserve/ Remeasurement reserve	69,131	54,310	30,019	34,644	39,615
AGSMEIS reserve	28,565	14,422	9,445	7,109	5,330
<b>Total Equity</b>	<b>858,464</b>	<b>431,335</b>	<b>314,360</b>	<b>285,294</b>	<b>273,533</b>
<b>Total Liabilities and Equity</b>	<b>8,545,237</b>	<b>6,122,174</b>	<b>3,989,009</b>	<b>3,280,454</b>	<b>2,758,148</b>

Five - Year Financial Summary - Continued

Statement of Profit or loss and Other Comprehensive Income For the period ended

	31 December 2024	31 December 2023	31 December 2022	31 December 2021	31 December 2020
	N'million	N'million	N'million	N'million	N'million
Operating income					
Net interest income	615,057	274,856	152,695	94,877	104,123
Impairment charge for credit losses	(55,483)	(67,686)	(5,443)	(7,035)	(16,858)
<b>Net interest income after impairment charge for credit losses</b>	<b>559,574</b>	<b>207,170</b>	<b>147,252</b>	<b>87,842</b>	<b>87,265</b>
Commission and other operating income	70,289	108,720	27,209	33,681	30,566
Modification loss on financial asset	-	-	-	-	-
Other operating expenses	(306,454)	(191,551)	(120,784)	(96,308)	(89,777)
<b>Profit before income tax</b>	<b>323,409</b>	<b>124,338</b>	<b>53,677</b>	<b>25,215</b>	<b>28,054</b>
Income tax expense	(96,811)	(24,806)	(6,953)	(2,111)	(1,404)
<b>Profit after tax</b>	<b>226,598</b>	<b>99,532</b>	<b>46,724</b>	<b>23,104</b>	<b>26,650</b>
Other comprehensive Loss/ income	14,821	24,291	(4,628)	(4,971)	18,646
<b>Total comprehensive income for the period</b>	<b>241,419</b>	<b>123,823</b>	<b>42,096</b>	<b>18,133</b>	<b>45,296</b>
Per share data in kobo:					
<b>Earnings per share (basic &amp; diluted)</b>	<b>677k</b>	<b>311k</b>	<b>161k</b>	<b>79k</b>	<b>92k</b>
<b>Net assets per share</b>	<b>1,710k</b>	<b>1,347k</b>	<b>1,086k</b>	<b>985k</b>	<b>944k</b>

**Note:**

The earnings per share have been computed on the basis of the profit after tax and the number of issued shares as at the end of reporting period .

Net assets per share have been computed based on the net assets and the number of issued shares at the end of the reporting period.