



BASEL III - CAPITAL STRUCTURE

31 December 2015

TABLE 2: CAPITAL STRUCTURE

Balance sheet - Step 1 (Table 2(b))

All figures are in SAR'000

	Balance sheet in Published financial statements (C)	Adjustment of banking associates / other entities (*) (D)	Under regulatory scope of consolidation (E)
Assets			
Cash and balances at central banks	27,559,154		27,559,154
Due from banks and other financial institutions	20,102,519		20,102,519
Investments, net	132,997,549		132,997,549
Financing and advances, net	251,531,030		251,531,030
Investment in associates, net	423,740		423,740
Other real estate, net	876,264		876,264
Goodwill	393,513		393,513
Other intangible assets	76,769		76,769
Property and equipment, net	3,716,091		3,716,091
Other assets	11,663,800		11,663,800
Total assets	449,340,429	0	449,340,429
Liabilities			
Due to Banks and other financial institutions	47,719,572		47,719,572
Customer deposits	323,282,273		323,282,273
Debt securities in issue	9,862,828		9,862,828
Other liabilities	12,930,199		12,930,199
Subtotal	393,794,872		393,794,872
Paid up share capital	20,000,000		20,000,000
Treasury Shares	(190,510)		(190,510)
Statutory reserves	19,383,697		19,383,697
Other reserves	726,547		726,547
Retained earnings	9,833,777		9,833,777
Minority Interest	1,383,071		1,383,071
Proposed dividends	1,495,975		1,495,975
Foreign currency translation reserve	(2,787,000)		(2,787,000)
Tier 1 sukuk	5,700,000		5,700,000
Total liabilities and equity	449,340,429		449,340,429

TABLE 2: CAPITAL STRUCTURE

Balance sheet - Step 2 (Table 2(c))

All figures are in SAR'000

	Balance sheet in Published financial statements (C)	Adjustment of banking associates / other entities (D)	Under regulatory scope of consolidation (E)	Reference
Assets				
Cash and balances at central banks	27,559,154		27,559,154	
Due from banks and other financial institutions	20,102,519		20,102,519	
Investments, net	132,997,549		132,997,549	
Financing and advances, net	251,531,030		251,531,030	
of which Collective provisions	(2,707,197)		(2,707,197)	A
Investment in associates, net	423,740		423,740	
Other real estate, net	876,264		876,264	
Goodwill	393,513		393,513	B
Other intangible assets	76,769		76,769	C
Property and equipment, net	3,716,091		3,716,091	
Other assets	11,663,800		11,663,800	
Total assets	449,340,429		449,340,429	
Liabilities				
Due to Banks and other financial institutions	47,719,572		47,719,572	
Customer deposits	323,282,273		323,282,273	
Debt securities in issue	9,862,828		9,862,828	
Other liabilities	12,930,199		12,930,199	
Subtotal	393,794,872		393,794,872	
Paid up share capital	20,000,000		20,000,000	
Treasury Shares	(190,510)		(190,510)	D
Statutory reserves	19,383,697		19,383,697	
Other reserves	726,547		726,547	
Retained earnings	9,833,777		9,833,777	
Minority Interest	1,383,071		1,383,071	
of which Common share capital issued by subsidiaries and held by third parties (amount allowed in group CET1)	1,235,717		1,235,717	E
Proposed dividends	1,495,975		1,495,975	
Foreign currency translation reserve	(2,787,000)		(2,787,000)	
Tier 1 sukuk	5,700,000		5,700,000	
Total liabilities and equity	449,340,429		449,340,429	

TABLE 2: CAPITAL STRUCTURE
 Common template (transition) - Step 3 (Table 2(d)) i
 (From January 2013 to 2018 identical to post 2018) With amount subject to Pre- Basel III Treatment
 All figures are in SAR'000

Source based on reference numbers / letters of the balance sheet under the regulatory scope of consolidation from step 2

		Components ¹ of regulatory capital reported by the bank	Amounts ¹ subject to Pre - Basel III treatment
(2)	Common Equity Tier 1 capital: Instruments and reserves		
1	Directly issued qualifying common share capital (and equivalent for non-joint stock companies) plus related stock surplus	20,000,000	
2	Retained earnings	11,329,752	
3	Accumulated other comprehensive income (and other reserves)	17,323,244	
4	Directly issued capital subject to phase out from CET1 (only applicable to non-joint stock companies)		
5	Common share capital issued by subsidiaries and held by third parties (amount allowed in group CET1)	1,235,717	
6	Common Equity Tier 1 capital before regulatory adjustments	49,888,713	
	Common Equity Tier 1 capital: Regulatory adjustments		
7	Prudential valuation adjustments		
8	Goodwill (net of related tax liability)	393,513	
9	Other intangibles other than mortgage-servicing rights (net of related tax liability)	76,769	
10	Deferred tax assets that rely on future profitability excluding those arising from temporary differences (net of related tax liability)		
11	Cash-flow hedge reserve	(173,145)	
12	Shortfall of provisions to expected losses		
13	Securitisation gain on sale (as set out in paragraph 562 of Basel II framework)		
14	Gains and losses due to changes in own credit risk on fair valued liabilities		
15	Defined-benefit pension fund net assets		
16	Investments in own shares (if not already netted off paid-in capital on reported balance sheet)	190,510	
17	Reciprocal cross-holdings in common equity		
18	Investments in the capital of banking, financial and insurance entities that are outside the scope of regulatory consolidation, net of eligible short positions, where the bank does not own more than 10% of the issued share capital (amount above 10% threshold)		
19	Significant investments in the common stock of banking, financial and insurance entities that are outside the scope of regulatory consolidation, net of eligible short positions (amount above 10% threshold)		
20	Mortgage servicing rights (amount above 10% threshold)		
21	Deferred tax assets arising from temporary differences (amount above 10% threshold, net of related tax liability)		
22	Amount exceeding the 15% threshold		
23	of which: significant investments in the common stock of financials		
24	of which: mortgage servicing rights		
25	of which: deferred tax assets arising from temporary differences		
26	National specific regulatory adjustments		
	REGULATORY ADJUSTMENTS APPLIED TO COMMON EQUITY TIER 1 IN RESPECT OF AMOUNTS SUBJECT TO PRE-BASEL III TREATMENT		
	OF WHICH: [INSERT NAME OF ADJUSTMENT]		
	OF WHICH: ...		
27	Regulatory adjustments applied to Common Equity Tier 1 due to insufficient Additional Tier 1 and Tier 2 to cover deductions		
28	Total regulatory adjustments to Common equity Tier 1	487,647	
29	Common Equity Tier 1 capital (CET1)	49,401,066	
	Additional Tier 1 capital: instruments		
30	Directly issued qualifying Additional Tier 1 instruments plus related stock surplus	5,700,000	
31	of which: classified as equity under applicable accounting standards	5,700,000	
32	of which: classified as liabilities under applicable accounting standards		
33	Directly issued capital instruments subject to phase out from Additional Tier 1		
34	Additional Tier 1 instruments (and CET1 instruments not included in row 5) issued by subsidiaries and held by third parties (amount allowed in group AT1)		
35	of which: instruments issued by subsidiaries subject to phase out		
36	Additional Tier 1 capital before regulatory adjustments	5,700,000	
	Additional Tier 1 capital: regulatory adjustments		
37	Investments in own Additional Tier 1 instruments		
38	Reciprocal cross-holdings in Additional Tier 1 instruments		
39	Investments in the capital of banking, financial and insurance entities that are outside the scope of regulatory consolidation, net of eligible short positions, where the bank does not own more than 10% of the issued common share capital of the entity (amount above 10% threshold)		
40	Significant investments in the capital of banking, financial and insurance entities that are outside the scope of regulatory consolidation (net of eligible short positions)		
41	National specific regulatory adjustments		
	REGULATORY ADJUSTMENTS APPLIED TO ADDITIONAL TIER 1 IN RESPECT OF AMOUNTS SUBJECT TO PRE-BASEL III TREATMENT		
	OF WHICH: [INSERT NAME OF ADJUSTMENT]		
	OF WHICH: ...		
42	Regulatory adjustments applied to Additional Tier 1 due to insufficient Tier 2 to cover deductions		
43	Total regulatory adjustments to Additional Tier 1 capital		
44	Additional Tier 1 capital (AT1)	5,700,000	
45	Tier 1 capital (T1 = CET1 + AT1)	55,101,066	

E

B
C

D

TABLE 2: CAPITAL STRUCTURE
 Common template (transition) - Step 3 (Table 2(d)) ii
 (From January 2013 to 2018 identical to post 2018) With amount subject to Pre- Basel III Treatment
 All figures are in SAR'000

Source based on reference numbers / letters of the balance sheet under the regulatory scope of consolidation from step 2

Components¹ of regulatory capital reported by the bank

Amounts¹ subject to Pre - Basel III treatment

A

Tier 2 capital: instruments and provisions		
46	Directly issued qualifying Tier 2 instruments plus related stock surplus	5,000,000
47	<i>Directly issued capital instruments subject to phase out from Tier 2</i>	
48	Tier 2 instruments (and CET1 and AT1 instruments not included in rows 5 or 34) issued by subsidiaries and held by third parties (amount allowed in group Tier 2)	
49	<i>of which: instruments issued by subsidiaries subject to phase out</i>	
50	Provisions	2,707,197
51	Tier 2 capital before regulatory adjustments	7,707,197
Tier 2 capital: regulatory adjustments		
52	Investments in own Tier 2 instruments	
53	Reciprocal cross-holdings in Tier 2 instruments	
54	Investments in the capital of banking, financial and insurance entities that are outside the scope of regulatory consolidation, net of eligible short positions, where the bank does not own more than 10% of the issued common share capital of the entity (amount above the 10% threshold)	
55	Significant investments in the capital banking, financial and insurance entities that are outside the scope of regulatory consolidation (net of eligible short positions)	
56	National specific regulatory adjustments	
	REGULATORY ADJUSTMENTS APPLIED TO TIER 2 IN RESPECT OF AMOUNTS SUBJECT TO PRE-BASEL III TREATMENT	
	OF WHICH: [INSERT NAME OF ADJUSTMENT]	
	OF WHICH: ...	
57	Total regulatory adjustments to Tier 2 capital	
58	Tier 2 capital (T2)	7,707,197
59	Total capital (TC = T1 + T2)	62,808,263
	RISK WEIGHTED ASSETS IN REPECT OF AMOUNTS SUBJECT TO PRE-BASEL III TREATMENT	
	OF WHICH: [INSERT NAME OF ADJUSTMENT]	
	OF WHICH: ...	
60	Total risk weighted assets	365,154,166
Capital ratios		
61	Common Equity Tier 1 (as a percentage of risk weighted assets)	13.5%
62	Tier 1 (as a percentage of risk weighted assets)	15.1%
63	Total capital (as a percentage of risk weighted assets)	17.2%
64	Institution specific buffer requirement (minimum CET1 requirement plus capital conservation buffer plus countercyclical buffer requirements plus G-SIB buffer requirement expressed as a percentage of risk weighted assets)	
65	<i>of which: capital conservation buffer requirement</i>	
66	<i>of which: bank specific countercyclical buffer requirement</i>	
67	<i>of which: G-SIB buffer requirement</i>	
68	Common Equity Tier 1 available to meet buffers (as a percentage of risk weighted assets)	
National minima (if different from Basel 3)		
69	National Common Equity Tier 1 minimum ratio (if different from Basel 3 minimum)	n/a
70	National Tier 1 minimum ratio (if different from Basel 3 minimum)	n/a
71	National total capital minimum ratio (if different from Basel 3 minimum)	n/a
Amounts below the thresholds for deduction (before risk weighting)		
72	Non-significant investments in the capital of other financials	
73	Significant investments in the common stock of financials	
74	Mortgage servicing rights (net of related tax liability)	
75	Deferred tax assets arising from temporary differences (net of related tax liability)	
Applicable caps on the inclusion of provisions in Tier 2		
76	Provisions eligible for inclusion in Tier 2 in respect of exposures subject to standardised approach (prior to application of cap)	2,707,197
77	Cap on inclusion of provisions in Tier 2 under standardised approach	4,103,522
78	Provisions eligible for inclusion in Tier 2 in respect of exposures subject to internal ratings-based approach (prior to application of cap)	
79	Cap for inclusion of provisions in Tier 2 under internal ratings-based approach	
Capital instruments subject to phase-out arrangements (only applicable between 1 Jan 2018 and 1 Jan 2022)		
80	Current cap on CET1 instruments subject to phase out arrangements	
81	Amount excluded from CET1 due to cap (excess over cap after redemptions and maturities)	
82	Current cap on AT1 instruments subject to phase out arrangements	
83	Amount excluded from AT1 due to cap (excess over cap after redemptions and maturities)	
84	Current cap on T2 instruments subject to phase out arrangements	
85	Amount excluded from T2 due to cap (excess over cap after redemptions and maturities)	

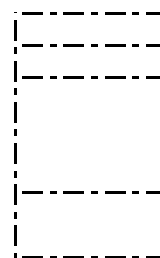


TABLE 2: CAPITAL STRUCTURE

TABLE 2: CAPITAL STRUCTURE	
Main features template of regulatory capital instruments - (Table 2(e))	
1 Issuer	National Commercial Bank (NCOMBK)
2 Unique identifier (eg CUSPIN, ISIN or Bloomberg identifier for private placement)	ISIN No. SA13HFK0IEJ4
3 Governing law(s) of the instrument	The instrument is governed by the laws of the Kingdom of Saudi Arabia
Regulatory treatment	
4 Transitional Basel III rules	Tier 2
5 Post-transitional Basel III rules	Eligible
6 Eligible at solo/igroup/group&solo	Group and Solo
7 Instrument type	Subordinated Sukuk
8 Amount recognized in regulatory capital (Currency in mil, as of most recent reporting date)	SAR 5,000mil
9 Par value of instrument	SAR 5,000mil
10 Accounting classification	Liability - amortized cost
11 Original date of issuance	25th February 2014
12 Perpetual or dated	Dated
13 Original maturity date	25th February 2024
14 Issuer call subject to prior supervisory approval	Yes
15 Option call date, contingent call dates and redemption amount	Call option only available after 5 years or for a regulatory or tax event, 25th February 2019 as the date for redemption, NCB shall be entitled to redeem in whole, but not in part, by giving not less than thirty (30) days' nor more than sixty (60) days' notice to the Sukukholders
16 Subsequent call dates if applicable	As above
Coupons / dividends	
17 Fixed or Floating dividend/coupon	Floating
18 Coupon rate and any related index	6 months SIBOR + 110bps
19 Existence of a dividend stopper	No
20 Fully discretionary, partially discretionary or mandatory	Mandatory
21 Existence of step up or other incentive to redeem	No
22 Non cumulative or cumulative	Non cumulative
23 Convertible or non-convertible	Non - convertible
24 If convertible, conversion trigger (s)	N/A
25 If convertible, fully or partially	N/A
26 If convertible, conversion rate	N/A
27 If convertible, mandatory or optional conversion	N/A
28 If convertible, specify instrument type convertible into	N/A
29 If convertible, specify issuer of instrument it converts into	N/A
30 Write-down feature	Yes
31 If write-down, write-down trigger (s)	Terms of contract of the instrument provide the legal basis for SAMA to trigger write-down (a contractual approach)
32 If write-down, full or partial	Written down fully or partial
33 If write-down, permanent or temporary	Permanent
34 If temporary writedown, description of the write-up mechansim	N/A
35 Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Subordinated. Senior bondholders are immediately senior to this instrument
36 Non-compliant transitioned features	N/A
37 If yes, specify non-compliant features	N/A

TABLE 2: CAPITAL STRUCTURE

TABLE 2: CAPITAL STRUCTURE	
Main features template of regulatory capital instruments - (Table 2(e))	
1 Issuer	National Commercial Bank
2 Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	N/A
3 Governing law(s) of the instrument	The instrument is governed by the laws of the Kingdom of Saudi Arabia
Regulatory treatment	
4 Transitional Basel III rules	Additional Tier 1
5 Post-transitional Basel III rules	Eligible
6 Eligible at solo/igroup/group&solo	Group and Solo
7 Instrument type	Subordinated Sukuk
8 Amount recognized in regulatory capital (Currency in mil, as of most recent reporting date)	SAR 1,000mil
9 Par value of instrument	SAR 1,000mil
10 Accounting classification	Equity
11 Original date of issuance	22nd June 2015
12 Perpetual or dated	Perpetual
13 Original maturity date	N/A
14 Issuer call subject to prior supervisory approval	Yes
15 Option call date, contingent call dates and redemption amount	In compliance with Basel III, call date is equal to or greater than 5 years
16 Subsequent call dates if applicable	Any profit distribution dates after the first call date
Coupons / dividends	
17 Fixed or Floating dividend/coupon	N/A
18 Coupon rate and any related index	N/A
19 Existence of a dividend stopper	Yes
20 Fully discretionary, partially discretionary or mandatory	Fully Discretionary
21 Existence of step up or other incentive to redeem	None
22 Non cumulative or cumulative	Non cumulative
23 Convertible or non-convertible	Non - convertible
24 If convertible, conversion trigger (s)	N/A
25 If convertible, fully or partially	N/A
26 If convertible, conversion rate	N/A
27 If convertible, mandatory or optional conversion	N/A
28 If convertible, specify instrument type convertible into	N/A
29 If convertible, specify issuer of instrument it converts into	N/A
30 Write-down feature	Yes
31 If write-down, write-down trigger (s)	Terms of contract of the instrument provide the legal basis for SAMA to trigger write-down (a contractual approach)
32 If write-down, full or partial	Written down fully or partial
33 If write-down, permanent or temporary	Permanent
34 If temporary writedown, description of the write-up mechansim	N/A
35 Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Subordinated. Senior and Tier II subordinated sukukholders are senior to this instrument
36 Non-compliant transitioned features	N/A
37 If yes, specify non-compliant features	N/A

TABLE 2: CAPITAL STRUCTURE

TABLE 2: CAPITAL STRUCTURE	
Main features template of regulatory capital instruments - (Table 2(e))	
1 Issuer	National Commercial Bank
2 Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	N/A
3 Governing law(s) of the instrument	The instrument is governed by the laws of the Kingdom of Saudi Arabia
Regulatory treatment	
4 Transitional Basel III rules	Additional Tier 1
5 Post-transitional Basel III rules	Eligible
6 Eligible at solo/igroup/group&solo	Group and Solo
7 Instrument type	Subordinated Sukuk
8 Amount recognized in regulatory capital (Currency in mil, as of most recent reporting date)	SAR 2,000mil
9 Par value of instrument	SAR 2,000mil
10 Accounting classification	Equity
11 Original date of issuance	15th July 2015
12 Perpetual or dated	Perpetual
13 Original maturity date	N/A
14 Issuer call subject to prior supervisory approval	Yes
15 Option call date, contingent call dates and redemption amount	In compliance with Basel III, call date is equal to or greater than 5 years
16 Subsequent call dates if applicable	Any profit distribution dates after the first call date
Coupons / dividends	
17 Fixed or Floating dividend/coupon	N/A
18 Coupon rate and any related index	N/A
19 Existence of a dividend stopper	Yes
20 Fully discretionary, partially discretionary or mandatory	Fully Discretionary
21 Existence of step up or other incentive to redeem	None
22 Non cumulative or cumulative	Non cumulative
23 Convertible or non-convertible	Non - convertible
24 If convertible, conversion trigger (s)	N/A
25 If convertible, fully or partially	N/A
26 If convertible, conversion rate	N/A
27 If convertible, mandatory or optional conversion	N/A
28 If convertible, specify instrument type convertible into	N/A
29 If convertible, specify issuer of instrument it converts into	N/A
30 Write-down feature	Yes
31 If write-down, write-down trigger (s)	Terms of contract of the instrument provide the legal basis for SAMA to trigger write-down (a contractual approach)
32 If write-down, full or partial	Written down fully or partial
33 If write-down, permanent or temporary	Permanent
34 If temporary writedown, description of the write-up mechansim	N/A
35 Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Subordinated. Senior and Tier II subordinated sukukholders are senior to this instrument
36 Non-compliant transitioned features	N/A
37 If yes, specify non-compliant features	N/A

TABLE 2: CAPITAL STRUCTURE	
Main features template of regulatory capital instruments - (Table 2(e))	
1 Issuer	National Commercial Bank
2 Unique identifier (eg CUSIP, ISIN or Bloomberg identifier for private placement)	N/A
3 Governing law(s) of the instrument	The instrument is governed by the laws of the Kingdom of Saudi Arabia
Regulatory treatment	
4 Transitional Basel III rules	Additional Tier 1
5 Post-transitional Basel III rules	Eligible
6 Eligible at solo/igroup/group&solo	Group and Solo
7 Instrument type	Subordinated Sukuk
8 Amount recognized in regulatory capital (Currency in mil, as of most recent reporting date)	SAR 2,700mil
9 Par value of instrument	SAR 2,700mil
10 Accounting classification	Equity
11 Original date of issuance	23rd December 2015
12 Perpetual or dated	Perpetual
13 Original maturity date	N/A
14 Issuer call subject to prior supervisory approval	Yes
15 Option call date, contingent call dates and redemption amount	In compliance with Basel III, call date is equal to or greater than 5 years
16 Subsequent call dates if applicable	Any profit distribution dates after the first call date
Coupons / dividends	
17 Fixed or Floating dividend/coupon	N/A
18 Coupon rate and any related index	N/A
19 Existence of a dividend stopper	Yes
20 Fully discretionary, partially discretionary or mandatory	Fully Discretionary
21 Existence of step up or other incentive to redeem	None
22 Non cumulative or cumulative	Non cumulative
23 Convertible or non-convertible	Non - convertible
24 If convertible, conversion trigger (s)	N/A
25 If convertible, fully or partially	N/A
26 If convertible, conversion rate	N/A
27 If convertible, mandatory or optional conversion	N/A
28 If convertible, specify instrument type convertible into	N/A
29 If convertible, specify issuer of instrument it converts into	N/A
30 Write-down feature	Yes
31 If write-down, write-down trigger (s)	Terms of contract of the instrument provide the legal basis for SAMA to trigger write-down (a contractual approach)
32 If write-down, full or partial	Written down fully or partial
33 If write-down, permanent or temporary	Permanent
34 If temporary writedown, description of the write-up mechansim	N/A
35 Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Subordinated. Senior and Tier II subordinated sukukholders are senior to this instrument
36 Non-compliant transitioned features	N/A
37 If yes, specify non-compliant features	N/A