PILLAR III

as of December 31, 2018

التجاري وفا بنك
Attijariwafa bank

Believe in you

Pillar III : Risks and capital adequacy

The publication of financial information with regard to regulatory capital and risk exposure is conducted on a consolidated basis in compliance with Article 2 of directive 44/G/2007. Other information about the parent company and significant subsidiaries is published separately, in compliance with Article 8 of the same directive.

Pillar 3 of the Basel III framework aims to promote market discipline through regulatory disclosure requirements with regard to supplementary financial communication. These requirements enable market participants to access key information relating to a bank's regulatory capital and risk exposure, in order to increase transparency and confidence about a bank's exposure to risk and the overall adequacy of its regulatory capital.

I. Capital management and capital adequacy of Attijariwafa bank Group

1- Moroccan regulatory framework

The Moroccan regulatory framework is changing in compliance with the principles laid down by the Basel Committee. In 2007, Bank Al-Maghrib put forward the Basel II accord, which is based on three pillars:

- **Pillar 1**: calculation of minimum capital requirements for various prudential risks: credit risk, market risk, and operational risk;
- **Pillar 2**: implementation of internal reviews of capital adequacy and risks incurred. This pillar covers all quantitative and qualitative risks;
- **Pillar 3**: disclosure requirements and standardization of financial information.

Bank Al-Maghrib has also applied the Basel III Committee guidelines for regulatory capital. The new requirements took effect in June 2014.

2- Prudential scope of application

Solvency ratios prepared on a parent-company basis (domestic banking) and on a consolidated basis are subject to Basel Committee international standards and governed by Bank Al-Maghrib regulatory directives:

- circular 26/G/2006 (see technical note NT 02/DSB/2007) about the standard calculation of capital requirements with regard to credit, market, and operational risk;
- circular 14/G/2013 (see technical note NT 01/DSB/2014) about the Basel III calculation of regulatory capital of banks and credit institutions.

For ratios prepared on a consolidated basis, in accordance with Article 38 of circular 14/G/2013, the shareholdings of insurance and reinsurance companies shall be treated on a consolidated basis using the equity method, even where the shareholdings are wholly owned or part of a joint venture.

Name	Business Activity	Country	Method	% Control	% Stake
Attijariwafa bank	Banking	Morocco	Top		
Attijariwafa Europe	Banking	France	IG	99.78%	99.78%
Attijari International Bank	Banking	Morocco	IG	100.00%	100.00%
Attijariwafa bank Egypt	Banking	Egypt	IG	100.00%	100.00%
CBAO Groupe Attijariwafa Bank	Banking	Senegal	IG	83.07%	83.01%
Attijari bank Tunisie	Banking	Tunisia	IG	58.98%	58.98%
La Banque Internationale pour le Mali	Banking	Mali	IG	66.30%	66.30%
Crédit du Sénégal	Banking	Senegal	IG	95.00%	95.00%
Union Gabonaise de Banque	Banking	Gabon	IG	58.71%	58.71%
Crédit du Congo	Banking	Congo	IG	91.00%	91.00%
Société Ivoirienne de Banque	Banking	Ivory Coast	IG	67.00%	67.00%
Société Commerciale De Banque	Banking	Cameroon	IG	51.00%	51.00%
Attijari bank Mauritanie	Banking	Mauritania	IG	80.00%	53.60%
Banque Internationale pour l'Afrique Togo	Banking	Togo	IG	56.76%	56.76%
Wafasalaf	Consumer credit	Morocco	IG	50.91%	50.91%
Wafabail	Leasing	Morocco	IG	98.10%	98.10%
Wafa immobilier	Mortgage loans	Morocco	IG	100.00%	100.00%
Attijari Factoring Maroc	Factoring	Morocco	IG	100.00%	100.00%
Wafa LLD	Long-term leasing	Morocco	IG	100.00%	100.00%

3- Capital composition

In June 2014, Bank Al-Maghrib's prudential regulations for the adoption of Basel III entered into force. Consequently, Attijariwafa bank Group is required to comply with, on both an individual and a consolidated basis, a core-capital ratio of no less than 8.0% (including a conservation buffer of 2.5%), a Tier 1[1] capital ratio of no less than 9.0%, and a Tier 1 and Tier 2 capital ratio of no less than 12.0%. At the end of December 2018, in accordance with circular 14/G/2013, the regulatory capital of Attijariwafa bank Group comprised both Tier 1 and Tier 2 capital.

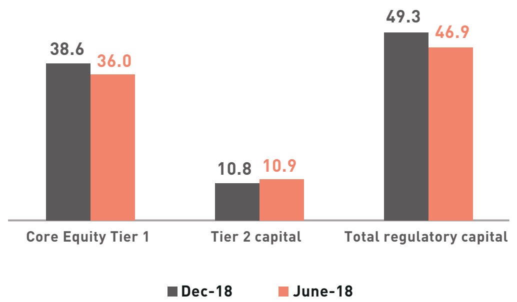
Tier 1 capital is determined on the basis of Core Equity Tier 1 capital (CET1) and additional Tier 1 adjusted for: the anticipated distribution of dividends; the deduction of goodwill, intangible assets, and unconsolidated equity investments[2] that are held in the capital of credit institutions and equivalent in Morocco and abroad, and in the capital of entities with banking-related operations in Morocco and abroad and prudential filters.

Tier 2 capital consists mainly of subordinated debt whose initial maturity is less than five years. An annual discount of 20% is applied to subordinated debt with less than five years of residual maturity.

(in MAD thousands)

	Dec-18	June-18
Tier 1 capital= CET1+AT1	**38 574 941**	**35 994 000**
Items to be included in core capital	**50 127 149**	**47 647 555**
Share capital	2 098 597	2 035 272
Reserves	41 868 076	40 558 763
Retained earnings	3 046 121	1 523 377
Minority interests	3 151 512	3 608 588
Ineligible core capital	-529 567	-78 446
Items to be deducted from core capital	-12 552 207	-12 153 555
Core Equity Tier 1 (CET1)	**37 574 941**	**35 494 000**
Additional Tier 1 capital (AT1)	**1 000 000**	**500 000**
Tier 2 capital	**10 766 816**	**10 919 993**
Subordinated debt with maturity of at least five years	10 655 260	10 633 348
Unrealized gains from marketable securities	47 986	160 869
Other items	73 570	155 776
Ineligible Tier 2 capital	**-10 000**	**-30 000**
Total regulatory capital	**49 341 758**	**46 913 993**

Changes of Attijariwafa bank's regulatory capital (in MAD billions)



4- Solvency ratios

At 31 December 2018, the Group's Core Equity Tier 1 ratio (T1) amounted to 10,19% and its capital adequacy ratio stood at 13,04%.

(in MAD thousands)

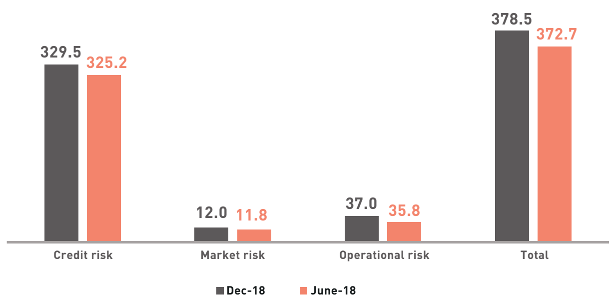
	Dec-18	June-18
Core capital	38 574 941	35 994 000
Total capital	49 341 758	46 913 993
Risk-weighted assets	**378 501 630**	**372 723 034**
Core equity Tier 1 ratio (CET1)	**10.19%**	**9.66%**
Capital adequacy ratio	**13.04%**	**12.59%**

II. Capital requirements and risk-weighted assets of Attijariwafa bank Group

At December 31, 2018, total risk-weighted assets for Pillar I, in compliance with circular 26/G/2006 (standards for calculating capital requirements under credit and market risk, using the standardized approach) for Attijariwafa bank Group amounted to MAD 378,501,630 thousands. Risk-weighted assets are calculated by means of the standardized approach for credit, counterparty, and market risks, and by means of the Basic Indicator approach for operational risks.

	Pillar I	
	Hedged risk	Method for assessment and management
Credit and counterparty risk	√	Standardized approach
Market risk	√	Standardized approach
Operational risk	√	BIA (Basic Indicator Approach)

Changes in weighted risks in Attijariwafa bank group (in MAD billions)



1) Tier 1 capital is composed of equity capital and additional capital (any instrument that can be converted to capital or depreciated when the solvency ratio falls below a predefined threshold of 6%) after deductions and prudential adjustments

2) Equity holdings of more than 10% whose historical value is less than 10% of Group Tier 1 capital are weighted at 250%.

The following table shows the annual change of capital requirements and risk-weighted assets under Pillar 1:

(in MAD thousands)

	Dec -18		June-18		Change	
	Risk-weighted assets	Capital requirements[3]	Risk-weighted assets	Capital requirements	Risk-weighted assets	Capital requirements
Credit risk on balance sheet	**260,147,103**	**20,811,768**	**247,164,018**	**19,773,121**	**12,983,085**	**1,038,647**
Sovereigns	16,267,344	1,301,388	17,444,454	1,395,556	-1,177,110	-94,169
Institutions	18,740,854	1,499,268	12,467,248	997,380	6,273,606	501,888
Corporate	178,931,874	14,314,550	174,382,205	13,950,576	4,549,669	363,973
Retail	46,207,032	3,696,563	42,870,111	3,429,609	3,336,921	266,954
Credit risk off balance sheet	**45,106,167**	**3,608,493**	**51,879,114**	**4,150,329**	**-6,772,946**	**-541,836**
Sovereigns	1,817,874	145,430	933,013	74,641	884,861	70,789
Institutions	1,885,264	150,821	2,091,666	167,333	-206,401	-16,512
Companies	41,107,941	3,288,635	48,497,452	3,879,796	-7,389,511	-591,161
Retail customers	295,088	23,607	356,983	28,559	-61,895	-4,952
Counterparty risk[4]	**1,585,265**	**126,821**	**759,837**	**60,787**	**825,429**	**66,034**
Institutions	88,682	7,095	124,265	9,941	-35,583	-2,847
Companies	1,496,583	119,727	635,571	50,846	861,012	68,881
Credit risk from other assets[5]	**22,626,850**	**1,810,148**	**25,356,046**	**2,028,484**	**-2,729,195**	**-218,336**
Market risk	**11,993,658**	**959,493**	**11,789,261**	**943,141**	**204,397**	**16,352**
Operational risk	**37,042,586**	**2,963,407**	**35,774,759**	**2,861,981**	**1,267,827**	**101,426**
Total	**378,501,630**	**30,280,130**	**372,723,034**	**29,817,843**	**5,778,596**	**462,288**

1- Credit risk

The amount of weighted credit risk is calculated by multiplying the assets and the off balance sheet by the weight coefficients provided for in Articles 11–18 and 45–47 of circular 16/G/2006. Credit risk depends mainly on the type of commitment and the counterparty.

Risk-weighted assets are calculated from net exposure less guarantees and collateral, then adjusted by risk weight (RW). Off-balance-sheet commitments are also weighted by the conversion coefficient factor (CCF).

• Analysis of credit risk by segment

The following table shows the net and weighted exposure to credit risk for various segments, by type of commitment: on and off balance sheet.

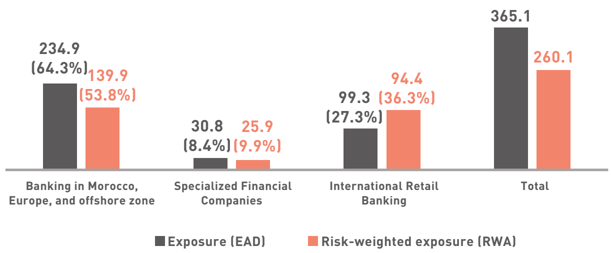
(in MAD thousands)

	Exposure before CRM (EAD)[6]		Risk-weighted exposure after CRM (RWA)	
	BALANCE SHEET	OFF BALANCE SHEET[7]	BALANCE SHEET	OFF BALANCE SHEET
Sovereigns	37 084 784	9 178 046	16 267 344	1 817 874
Institutions	26 745 815	2	116 199	-
Credit establishments and equivalent	26 772 019	5 423 146	18 624 654	1 885 264
Large enterprises	188 487 159	110 327 267	178 931 874	41 107 941
Retail customers	86 015 102	963 846	46 207 032	295 088
Total	**365 104 878**	**125 892 306**	**260 147 103**	**45 106 167**

• Analysis of balance-sheet credit risk by business line

The following Breakdown shows the net and weighted exposure to Group balance-sheet credit risk by business line.

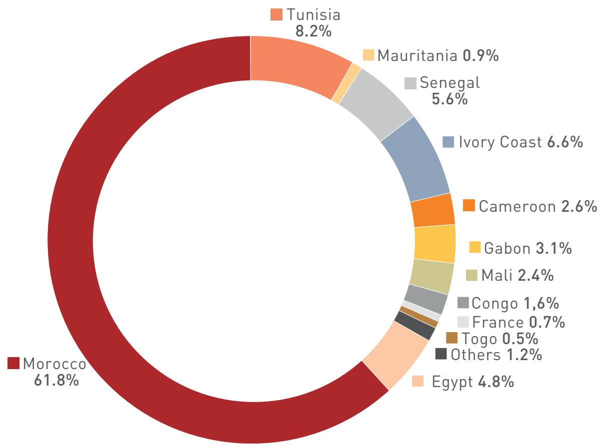
Breakdown of credit risk by business activity in December 2018 (in MAD billions)



• Geographic analysis of risk-weighted assets

Below is a breakdown of balance-sheet credit risk, by country of the counterparty bearing the default risk. In compliance with Bank Al-Maghrib regulations, when a country rating is less than B– (e.g., Mali, Mauritania, and Togo), sovereign and corporate risk is weighted at 150%.

Geographical breakdown of weighted risks



2- Counterparty risk

Market activities (involving contracts with two counterparties) expose the bank to default risk of the counterparty. The amount of risk depends on market factors that might affect the future value of the transactions involved.

• Analysis of net and weighted exposure to counterparty risk, by prudential segment

At December 31, 2018, the Group's net exposure to counterparty risk to security-financed transactions and derivative products totaled **MAD 34,592,158 thousand**, 4% more than at June 2018. Risk-weighted exposure came to **MAD 1,585,265 thousand**, 109% more than at June 30, 2018.

3) Calculated as 8% of risk-weighted assets.
4) Credit risk arising from market transactions, investments, and settlements.
5) Fixed assets, various other assets, and equity holdings not deducted from capital.

6) CRM: Credit-risk mitigation: techniques employed by financial institutions to reduce their counterparty risk.
7) Off-balance-sheet commitments comprise financial and other guarantees.

(in MAD thousands)

	Dec-18		June-18	
	Exposure at default (EAD)	Risk-weighted assets (RWA)	Exposure at default (EAD)	Risk-weighted assets (RWA)
Sovereign	29,253,371	-	28,482,871	-
Credit establishments and equivalent	1,386,168	88,682	306,175	124,265
Corporate	3,952,620	1,496,583	4,444,157	635,571
Total	**34,592,158**	**1,585,265**	**33,233,203**	**759,837**

3- Market risk

Pursuant to Article 48 of circular 26/G/2006 of Bank Al-Maghrib, market risk is defined as risk of losses due to fluctuations in market prices. The definition comprises:

- risk related to instruments in the trading book;
- currency risk and commodities risk for all assets on and off the balance sheet except those in the trading book.

Article 54 of circular 26/G/2006 describes the regulatory authority's methods for calculating all categories of market risk.

Market risk comprises:

• Interest-rate risk

Interest-rate risk is calculated for fixed-income products in the trading book. It is the total general and specific risk related to interest rates.

Capital requirements for general interest-rate risk are calculated using the amortization-schedule method. Specific risk is calculated from the net position. The weighting depends on the type of issuer and the maturity of the security, on the basis of the criteria listed in the technical note for 26/G/2006 (see Article 54, part I, paragraph A).

• Equity risk

The calculation of equity risk comprises: stock positions, stock options, stock futures, index options, and other derivatives whose underlying instrument is a stock or an index. Total equity risk is the sum of general and specific equity risk.

Capital requirements for general equity risk (see Article 54, part II, paragraph B of the technical note for 26/G/2006) represents 8% of the total net position.

Specific risk is calculated on the total position by applying the weightings indicated by the regulatory authority, in accordance with the type of asset.

• Currency risk

Capital requirements for currency risk are calculated whenever the total net position exceeds 2% of the core capital. The total net position corresponds to the difference between the long and short positions for the same currency.

• Capital requirements for market risks

(in MAD thousands)

Capital requirements	Dec-18	June-18
Capital requirements	**871,037**	**922,954**
Specific interest-rate risk	298,392	242,052
General interest-rate risk	572,645	680,902
Equity risk	**12,462**	**20,187**
Currency risk	**75,994**	**-**
Commodity risk	**-**	**-**
Total	**959,493**	**943,141**

4- Operational risk

Operational risk is calculated using annual NBI for the three past years and Basic Indicator Approach. Capital requirements are 15% of the average NBI for the past three years.

• Capital requirements for operational risk by business line

(in MAD thousands)

Capital requirements	Banking in Morocco, Europe, and offshore zone	Specialized finance companies	International retail banking	Total
Dec-18	1,570,216	353,282	1,039,909	2,963,407
June-18	1,523,755	354,655	983,570	2,861,981

5- Credit-risk mitigation techniques

Credit-risk mitigation techniques are recognized pursuant to the regulations of Basel II. Their effect is measured by scenario analysis of an economic slowdown. There are two main categories of credit-risk mitigation techniques: personal guarantees and collateral.

- A personal guarantee is a commitment made by a third party to replace the primary debtor in the event of default by the latter. By extension, credit insurance and credit derivatives (e.g., protective calls) also belong to this category.
- Collateral is a physical asset placed with the bank as guarantee that the debtor's financial commitments will be satisfied in a timely manner.
- As shown below, exposure can be mitigated by collateral or a guarantee in accordance with criteria established by the regulatory authority.

Collateral

Cash, equities, mutual funds, etc. Mortgages

Personal guarantees

Collateral, Insurance, Credit derivatives

Bank Al Maghrib regulations by standardized approach

Eligibility criteria

• Eligibility of credit-risk mitigation techniques

Attijariwafa bank Group calculates its solvency ratio using the standardized approach, which, contrary to IRB approaches, limits credit-risk mitigation techniques.

For risks treated using the standardised approach:

- personal guarantees are taken into account (subject to eligibility) by enhanced weighting that corresponds to that of the guarantor, for the guaranteed portion of the exposure which accounts for any currency and maturity mismatch.
- collateral (e.g., cash, securities) are subtracted from exposure after any currency and maturity mismatch has been accounted for.
- collateral (e.g., mortgages) that meet eligibility conditions which allow a more favorable weighting for the debt that they guarantee.

Below is a comparative table of collateral eligible on the basis of two methods: standardized and advanced.

	Standardized approach	Advanced approach	
		IRB	IRB advanced
Financial collateral			
• Liquidities/DAT/OR	√	√	√
• Fixed-income securities			
- Sovereign issuer with a rating of ≥ BB-	√	√	√
- Other issuers ≥ BBB-	√	√	√
- Other (without external rating but included in internal-rating models)	X	X	√
• Equities			
- Principal index	√	√	√
- Primary stock exchange	√	√	√
- Other	X	X	√
• Mutual funds and private equity	√	√	√
Collateral			
• Mortgage on a residential property loan	√	√	√
• Mortgage on a commercial property lease	√	√	√
• Other collateral as long as: - there is a liquid market for disposal of the collateral; - there is a reliable market price applicable to the collateral.	X	√	√
Personal guarantees			
• Sovereign banks and other entities ≥ A-	√	√	√
• Other entities < A-	X	X	√
• Unrated entities	X	X	√
Credit derivatives			
• Sovereign issuers, MDB, and financial institutions or other entities with a rating ≥ A-	√	√	√
• Other	X	√	√

• CRM amounts

Below are the guarantees and collateral (real and financial) as at the end of 2018, as well as the hedge amounts for credit risk included in the calculation of risk-weighted assets (standardised approach) at the end of 2018:

(in MAD thousands)

	Dec-18
Guarantees and collateral	**185 718 558**
Guarantees	19 313 799
Real[8] and financial collateral	166 404 759
Guarantees and collateral eligible for the standardised approach	**92 639 718**
Guarantees	19 313 799
Real and financial collateral	73 325 919
- Mortgage on residential home loan	58 316 980
- Mortgage on commercial lease	6 270 716
- Other	8 738 222

8) Collateral at the domestic-banking level.

III. Information on significant subsidiaries

1- Regulatory framework

At the parent-company level, Attijariwafa bank must satisfy capital requirements calculated in accordance with the same prudential standards required by Bank Al-Maghrib as those for the consolidated level.

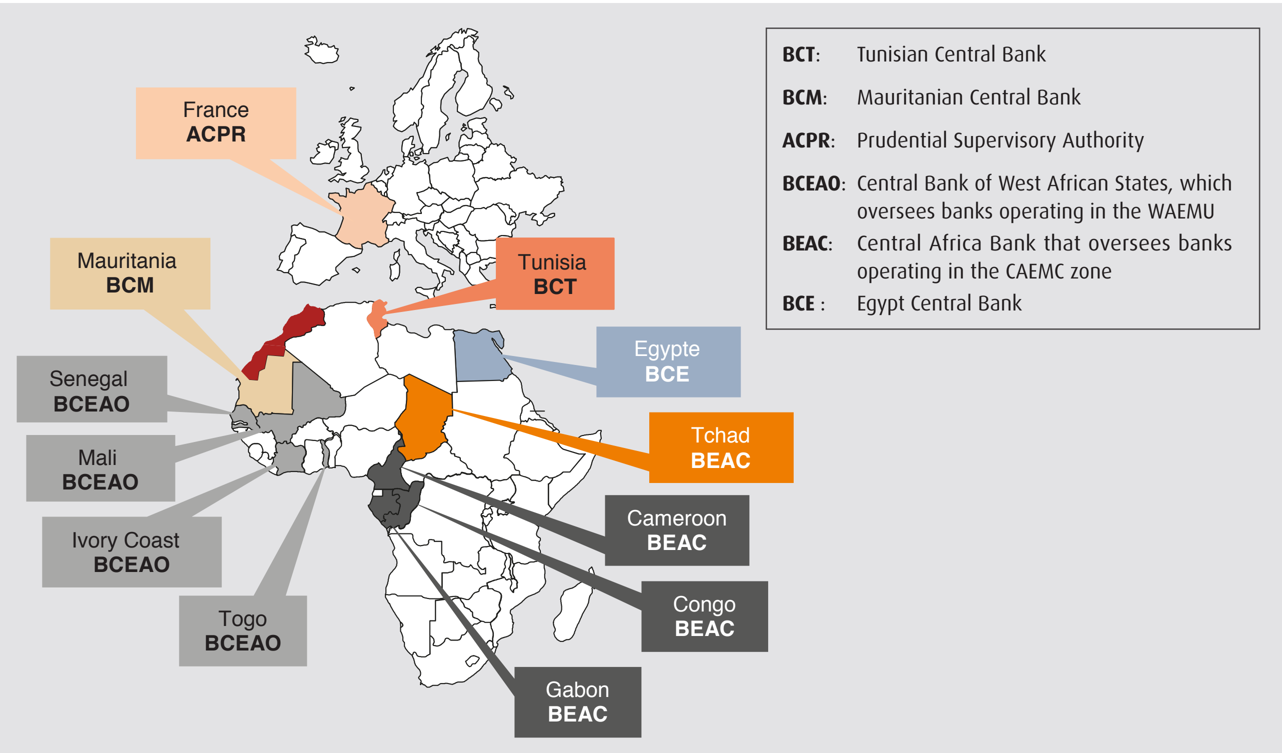
All subsidiary credit institutions in Morocco: Wafabail, Wafasalaf, and Attijari Factoring individually report their solvency ratios to Bank Al-Maghrib, as governed by:

- circular 25/G/2006 (in compliance with Basel I) on calculating capital requirements for credit risk;
- circular 14/G/2013 (see technical note NT 01/DSB/2014) on calculating the regulatory capital of banks and credit institutions (in compliance with Basel III).

Wafa assurance is governed by the regulations of the Autorité de Contrôle des Assurances et de Prévoyance Sociale (ACAPS, the Moroccan insurance regulatory authority).

Attijariwafa bank Group's international banking subsidiaries calculate their capital requirements in accordance with local prudential standards in the jurisdictions of the countries in which they do business. They are in compliance with Basel I standards in Africa (Tunisia, Mauritania, WAEMU, CAEMC) and with Basel III standards in Europe.

Regulatory authorities of Attijariwafa bank international subsidiaries



2- Ratios of principal subsidiaries

The following table provides information on the solvency of Group subsidiaries. The parent-company scope corresponds to in-house outstandings.

Entity	Regulatory authority	Required minimum	Currency	Regulatory capital requirements (thousands)	Risk-weighted assets (thousands)	Total ratio
Attijariwafa bank	Bank Al-Maghrib	12.00%	MAD	35,253,143	248,423,208	14.19%
Wafasalaf	Bank Al-Maghrib	12.00%	MAD	1,553,733	12,018,916	12.93%
Wafabail	Bank Al-Maghrib	12.00%	MAD	1,143,369	9,022,837	12.67%
Wafa Immobilier	Bank Al-Maghrib	12.00%	MAD	162,532	429,889	37.81%
Attijari Factoring	Bank Al-Maghrib	12.00%	MAD	240,537	1,281,074	18.78%
Attijari bank Tunisie	BCT	10.00%	TND	742,661	5,946,081	12.49%
Attijariwafa bank Egypt	BCE	11.88%	EGP	3,724,836	29,062,882	12.82%
Société Ivoirienne de Banque	BCEAO	8.63%	FCFA	89,623,617	844,434,655	10.61%
CBAO	BCEAO	8.63%	FCFA	92,785,343	926,883,585	10.01%
Attijariwafa bank Europe	ACPR	12%	EURO	47,318	340,713	13.73%
UGB	BCEAC	9.50%	FCFA	30,083,000	198,244,750	15.17%

Subsidiaries (in MAD thousands)	Regulatory authority	Margin	Minimum solvency margin	Ratio
Wafa Assurance	ACAPS	6,612,994	2,100,963	315%

Exchange rate: TND (3,1921) FCFA (0,016697) EUR (10,952499) EGP (0,5333).

IV. Internal capital management

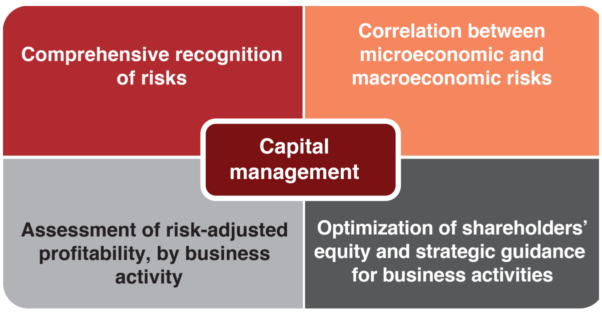
1- Capital management

In recent years, the forecasting of capital requirements has become a vital part of Attijariwafa bank Group's strategic planning. Since Bank Al-Maghrib adopted Basel II in 2006, regulations have undergone constant change, resulting in ever-increasing needs for capital.

The Group's capital-management policy is designed to control this costly obligation and all associated factors. The policy aims to ensure that the Group and its subsidiaries remain solvent and satisfy prudential requirements on both the consolidated and parent-company levels (respecting prudential rules of the local regulatory authority) while simultaneously optimizing returns for shareholders, who provide the required capital.

The capital-management policy extends beyond the regulatory framework, to overseeing investments and their returns (calculations of IRR, dividend forecasts, divestments, tax engineering, etc.), thereby ensuring optimal capital allocation for all business lines and fulfilling capital requirements for both strategic goals and regulatory changes.

Targets for « Capital Management »



2- Governance

The Finance Department's Capital Management Committee (CMC) meets semi-annually, It's Composed of the members of the General Management Committee, the managers of the risk business lines and the Finance Department.

The Secretary of the Capital Management Committee is responsible for the entity "Financial Management and Capital Management". The main missions of the CCM can be summarized as follows :

- define the capital-management policy and the changes needed on the basis of market conditions and competition, regulations, interest rates, cost of capital, etc.;
- anticipate capital requirements for the Group and its subsidiaries and credit institutions, for the next 18 months;
- analyze capital allocation by business line and division;
- make decisions on subjects that can impact capital (all Group entities).

In general, support all actions and initiatives that promote optimized capital management.

3- Regulatory stress tests

The results of regulatory stress tests (Bank Al-Maghrib directive 01/DSB/2012) are reported twice yearly to the regulatory authority. At the end of 2017, post-shock solvency ratios for Tier 1 and total capital of Attijariwafa bank were superior than the minimum regulatory requirements.

Regulatory stress tests at the end of 2017 covered the following scenarios:

- **Credit risk**: claims rising from 10% to 15%, representing high risk for total portfolio and per business segment
- **Concentration risk**: Défaut des principales relations
- **Market risk:**
  - MAD weakening against the EUR;
  - MAD weakening against the USD;
  - yield curve shifts;
  - interest rates rise;
  - share prices fall;
  - NAVs of mutual funds (bond, money market, etc.) decline.
- **Country risk:**
  - stress tests on loans to non-residents in countries with political instability;
  - stress tests on loans to non-residents in countries to which the bank has significant exposure.

4- Forecast ratios

Individual and consolidated capital adequacy ratios (CAR) forecast over the next 18 months are well above the current minimum regulatory level of 9.0% for Tier 1 and 12.0% for CAR through the internal policy of capital management.

Forecast ratio in an individual basis

Projections conducted with a constant prudential environment and constant accounting standard.

In MAD billion	June-18	Dec-18	June-19F	Dec-19F	June-20F
Tier 1 capital	24,049	27,074	28,036	29,210	28,873
Tier 2 capital	8,484	8,179	9,057	8,675	10,126
Total regulatory capital	**32,533**	**35,253**	**37,094**	**37,885**	**38,999**
Risk-weighted assets	**240,480**	**248,423**	**254,355**	**260,521**	**262,475**
Core equity Tier 1 ratio	10.00%	10.90%	11.02%	11.21%	11.00%
Capital adequacy ratio	13.53%	14.19%	14.58%	14.54%	14.86%

In MAD billion	June-18	Dec-18	June-19F	Dec-19F	June-20F
Tier 1 capital	35,994	38,575	39,401	41,669	42,485
Tier 2 capital	10,861	10,767	10,624	10,143	11,518
Total regulatory capital	**46,855**	**49,342**	**50,024**	**51,812**	**54,003**
Risk-weighted assets	**374,603**	**378,502**	**393,243**	**407,657**	**424,726**
Core equity Tier 1 ratio	9.61%	10.19%	10.02%	10.22%	10.00%
Capital adequacy ratio	12.51%	13.04%	12.72%	12.71%	12.71%

V. Corporate Governance

Governance system established adheres to the general corporate principles. This system consists of six control and management bodies emanating from the Board of directors.

Board of Directors

The Board of Directors (BD) consists of a group of institutions and individual persons (administrators) in charge of managing the bank. They are appointed by the shareholders general meeting. The BD includes several members including a chairman and a secretary.

Any institution which is member of the BD appoints an individual person to represent it. The organization and the prerogatives of the BD are set by the bank by-laws and are subject to national law.

1- General Management Committee

The general management committee joins together the heads of the various centers under the chairmanship of the Chairman and Chief Executive Officer.

This Committee meets once a week and provides a summary view of the operational activities in the different sectors and prepares questions to be submitted to the Board of Directors in a joint approach.

Members	Function	Since
Mr. Mohamed EL KETTANI	Chairman and Chief Executive Officer	2007
Mr. Boubker JAI	Managing Director	2003
Mr. Omar BOUNJOU	Managing Director	2004
Mr. Ismail DOUIRI	Managing Director	2008
Mr. Talal EL BELLAJ	Managing Director	2014

2- General Management and Coordination Committee

The General Management and Coordination Committee is a discussion body to exchange and share information. More particularly, this committee:

- Provides overall coordination between the different programs of the Group and focuses primarily on the review of key performance indicators;
- Acknowledges the major strategic guidelines, the Group's general policy and also the decisions and the priorities defined in ad hoc meetings;
- Takes functional and operational decisions to maintain objectives and optimize results.

Chaired by the Committee's chairman or at least by two senior managers, this committee meets monthly and consists of members of the General Management and also the managers of the main business lines.

Members	Function	Title
Mr. Mohamed EL KETTANI	Chairman and Chief Executive Officer	Chairman and Chief Executive Officer
Mr. Omar BOUNJOU	Managing Director, Retail Banking Division	Managing Director
Mr. Ismail DOUIRI	Managing Director, Finance, Technology and Operations Division	Managing Director
Mr. Boubker JAI	Managing Director, Corporate and Investment Banking, Capital Markets and Financial Subsidiaries	Managing Director
Mr. Talal EL BELLAJ	Managing Director, Group Global Risk Management	Managing Director
Mr. HASSAN BERTAL	Head of the Great Casablanca region	Deputy Managing Director
Mr. Saad BENWAHOUD	Head of North-West region	Deputy Managing Director
Mr. Said SEBTI	Head of North-East region	Deputy Managing Director
Mr. Hassan BEDRAOUI	Head of South region	Executive Director
Mr. Mouawia ESSEKELLI	Managing Director, Attijariwafa bank Europe	Deputy Managing Director
Mr. Omar GHOMARI	Specialized Financial Companies	Deputy Managing Director
Mrs Wafaa GUESSOUS	Procurement, Logistics and Secretary of the Board	Deputy Managing Director
Mr. Jamal AHIZOUNE	International Retail Banking	Deputy Managing Director
Mr. Youssef ROUISSI	Corporate & Investment Banking	Deputy Managing Director
Mr. Mohamed BOUBRIK	Head of South-West region	Executive Director
Mr. Fouad MAGHOUS	Head of South region	Executive Director

Mr. Rachid EL BOUZIDI	Retail Banking Support Functions	Deputy Managing Director
Mrs Saloua BENMEHREZ	Group Communication	Executive Director
Mr. Younes BELABED	Group General Audit	Executive Director
Mrs Malika EL YOUNSI	Group Legal Advisory	Executive Director
Mr. Jalal BERRADY	Private Banking	Executive Director
Mr. Rachid KETTANI	Group Finance Division	Executive Director
Mrs Soumaya LRHEZZIOUI	Group Information Systems	Executive Director
Mr. Driss MAGHRAOUI	Retail & Business Markets	Executive Director
Mr. Ismail EL FILALI	Back Office and Customer Services	Executive Director
Mr. Mohamed SOUSSI	Group Human Resources	Executive Director
Mr. Karim IDRISSI KAITOUNI	Head of SMEs Banking	Executive Director
Mrs Bouchra BOUSSERGHINE	Group Compliance Officer	Executive Director

3- Other Committees reporting to the Board of Directors

• Strategic Committee:

Chaired by the Chairman and Chief Executive Officer, this committee is in charge of operational results and strategic projects of the Group. This committee meets every two months.

Members	Function
Mr. Mohamed EL KETTANI	Chairman and Chief Executive Officer Attijariwafa bank
Mr. Hassan OURIAGLI	Director, Representing AL MADA
Mr. Abdelmjid TAZALOUI	Director
Mr. José REIG	Director
Mr. Aymane TAUD	Director
Guest Members	
Mr. Omar BOUNJOU	Managing Director, Retail Banking Division
Mr. Ismail DOUIRI	Managing Director, Finance, Technology and Operations Division
Mr. Talal El BELLAJ	Managing Director, Group Global Management
Mr. Boubker JAI	Managing Director, Corporate and Investment Banking, Capital Markets and Financial Subsidiaries

• Group Risk Committe:

The Group Risk Committee meeting upon call from the Chairman and Chief Executive Officer, examines and hands down judgment on the direction to be taken by the commitments and investments beyond a certain threshold.

Members	Function
Mr. Mohamed EL KETTANI	Chairman and Chief Executive Officer Attijariwafa bank
Mr. Hassan OURIAGLI	Director, Representing AL MADA
Mr. José REIG	Director
Mr. Aymane TAUD	Director
Guest Members	
Mr. Ismail DOUIRI	Managing Director, Finance, Technology and Operations Division
Mr. Talal EL BELLAJ	Managing Director, Group Global Risk Management
Mrs Wafaa GUESSOUS	Deputy Managing Director – Procurement Logistics Group

• Group Audit Committee:

The Group Audit Committee monitors the Risk, Audit, Internal Control, Accounting and Compliance functions. This committee meets at least six times a year.

Members	Function
Mr. Abed YACOUBI-SOUSSANE	Chairman
Mr. Abdelmjid TAZLAOUI	Director
Mr. José REIG	Director
Guest members	
Mr. Talal EL BELLAJ	Managing Director, Group Global Risk Management
Mr. Younes BELABED	Executive Director - Group General Audit
Mr. Rachid KETTANI	Executive Director - Group Finance

• Group Appointment and Remuneration Committee:

Meeting annually, the Group appointment and remuneration committee manages the appointments and remunerations of the group's principal executives.

Three sub-committees issued from "Group Appointment and Remuneration Committee", with different compositions depending on the prerogatives of each sub-committee

Members	Function
Mr. Mounir EL MAJIDI	Director, Representing SIGER
Mr. Hassan OURIAGLI	Director , Representing AL MADA

The second sub-committee is composed of the following members:

Members	Function
Mr. Mounir EL MAJIDI	Director, Representing SIGER
Mr. Hassan OURIAGLI	Director, Representing AL MADA
Mr. José REIG	Director
Mr. Mohamed EL KETTANI	Chairman and Chief Executive Officer Attijariwafa bank
Mr. Abdelmjid TAZLAOUI	Director

The third sub-committee is composed of the following members:

Members	Function
Mr. Mohamed EL KETTANI	Chairman and Chief Executive Officer Attijariwafa bank
Mr. Hassan OURIAGLI	Director, Representing AL MADA
Mr. José REIG	Director
Mr. Abdelmjid TAZLAOUI	Director

• The Group Senior Purchase Committee:

The Senior Purchase Committee approves high-cost purchases. In the tender process, the Committee opens financial bids and approves high-cost purchases.

Members	Function
Mr. Mohamed EL KETTANI	Chairman and Chief Executive Officer
Mr. Aymane Taud	Director, Representing AL MADA
Mr. Abdelmjid TAZLAOUI	Director
Mr. José REIG	Director
Guest members	
Mr. Ismail DOUIRI	Managing Director, Finance, Technology and Operations Division
Mrs Wafaa GUESSOUS	Deputy Managing Director – Procurement Logistics Group

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Believe in you

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