

**SEDCO**  
CAPITAL



**سدكو**  
كابيتال

**Pillar III Disclosure Report  
as at  
31<sup>st</sup> December 2016**

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## BACKGROUND

Saudi Economic and Development Company for Financial Securities (Sedco Capital); ("SC" or "the Company") is a Saudi closed joint stock company registered in Jeddah under Commercial Registration number 4030194994 on 1 Thul-Hujja 1430 (November 18, 2009).

The Company obtained the approval of the Minister of Commerce and Industry via Decree number 328/K, dated 1 Dhul-Qa'adah 1430 (October 20, 2009) to establish the Company.

The Company is an Authorised Person as defined in the authorised persons regulations issued by the Capital Market Authority. The principal activities of the Company are managing, arranging, advising, dealing and custody services with respect to the financial securities business as per license issued by the Capital Market Authority (CMA) number 11157-37 dated 23 Rabi'II 1430 (April 19, 2009). The Company obtained the CMA approval to commence conducting its approved activities starting March 29, 2010.

SC is headed by an effective Board of Directors which meets regularly and directs and controls the Company. The SC Board is responsible for providing governance, guidance and oversight to senior management. Management is responsible for carrying out board directives, including implementing strategies and policies and establishing an effective system of internal controls. It is the joint responsibility of the SC Board and management to promote integrity and high ethical standards, and to establish a culture within the organization that emphasizes to all levels of personnel the importance of internal controls.

In fulfilling its responsibilities, the SC Board chose to delegate some of these responsibilities to committees as and when required.

**Investment Committee (SCIC):** The purpose of this Committee is, on behalf of the Board of Directors, to fulfill its oversight responsibilities for the investment assets of the clients and the Company's assets. The SEDCO Capital Investment Committee (SCIC) is responsible for formulating, reviewing and monitoring adherence to the overall investment policies of the Company. Additionally the Committee would review and advise on deals in the pipeline as well as approve investments and/or deal with issues that may arise during due diligence stage of investments, monitor underperforming investments and recommend actions.

**Compensation and Nomination Committee:** The purpose of this committee is to assist the Board of Directors in reviewing and approving the compensation to be provided to SEDCO Capital's Board Members, CEO and employees. In addition, the Committee is responsible for overseeing human development as well as screening and nominating qualified individuals for membership of the Board.

**Audit Committee:** The purpose of the Committee is to oversee, monitor, direct and manage the audit process of SC in line with established policies, procedures and audit programs and in accordance with CMA requirements and regulations. It is also responsible for improving the effectiveness of SC's audit, providing assurance on significant business processes, helping the senior management in understanding and controlling business risks to protect and enhance shareholders' value. The Audit Committee has the responsibility of reporting to the Board of Directors regularly regarding audit issues, status and related recommendations, as well as review performance of statutory auditors, discuss their findings and recommend their appointment.

**Risk & Compliance Committee:** The purpose of the Risk & Compliance Committee is to assist the Board of Director's in exercising its oversight of the operational activities of SC and the timely identification, mitigation, and management of those risks that could have a material impact on SC. Also, the committee assists in fulfilling its risk management responsibilities as defined by applicable laws and regulations. The committee also oversee monitor, direct and review the management of SC compliance and monitoring of its security business in line with the SC's established policies, procedures and program in accordance with CMA requirements and regulations.

Management, in supporting the SC Board and its committees, has a number of key responsibilities:

- Implement strategies and policies approved by the board.
- Develop processes that identify, measure, monitor and control risks being incurred by the company.
- Maintain a risk management organizational structure that clearly assigns responsibility, authority and reporting relationships and avoids conflict of interest situations.
- Ensure that delegated responsibilities are effectively carried out.
- Set appropriate internal control policies.
- Monitor the adequacy and effectiveness of the internal control system.
- Reviewing and approving departmental strategies.

Management, while ultimately responsible to the SC Board, executes its responsibilities by appointing competent and efficient personnel to the various types of risk functions and delegating appropriate responsibilities.

An essential element of an integrated Risk Management Framework is the recognition by all employees of the need to carry out their responsibilities effectively and to communicate where policy violations and other deviations are detected. Clearly written, distributed and readily available procedures are fundamental to the detection and communication of risk issues.

## 1. Scope of Application

This Pillar III disclosure is prepared and issued by SEDCO Capital in accordance with the requirements of Article 68 of the Prudential Regulations issued by the Capital Markets Authority. These rules include guidelines for the annual market disclosure of the Company's capital and risk management information required to be published on SC's website.

The preparation of Pillar III disclosure is based on the Audited Financial Statements of SEDCO Capital, the capital adequacy figures reported in this report corresponds to the capital adequacy information as reported under section Capital Management in note "24" of the audited financial statements for year-end 2016 duly approved by the SEDCO Capital Board.

### 1.1. Pillar I – Minimum Capital Requirement

Pillar I sets minimum capital requirements to meet credit, market and operational risk as contained in the Part 3 chapter 4 to 16 of the Prudential Rules.

- SC uses the Standardized Approach in the calculation of the capital required for Credit risk.
- The capital charge for market risk is assessed for trading book portfolio and Foreign exchange positions in the books.
- The capital charge for operational risk is based on the expenditure indicator approach, which is calculated by applying 25% to the expenses.

### 1.2. Pillar II – Internal Capital Adequacy Assessment Requirement

The Internal Capital Adequacy Assessment Process is introduced under Pillar II of the Prudential Rules, which is contained in Part 6 (Article 66) and Annex 9 of the Prudential Rules.

Pillar II requires AP's to perform a thorough review of all material risks, extensive stress testing, strategic capital planning, the internal control framework and the roles and responsibilities of departments/ individuals that are critical to the implementation of framework.

The Company has taken various initiatives to implement the ICAAP and assess capital requirements in accordance with the Company's risk profile, size and complexity of business.

### 1.3. Pillar III – Market Discipline

Pillar III aims to provide a detailed and transparent reporting framework that enhances market discipline to operate as sharing of information facilitates assessment of the AP by others, including investors, analysts, customers, and rating agencies, which leads to an improved corporate governance.

The information provided here has been reviewed and validated by the Management and is in accordance with the rules in force at the time of publication, covering both the qualitative and quantitative items. SC intends to publish the Pillar III disclosures on its website annually.

### 1.4. Material or Legal Impediments between AP and its Subsidiaries

SC does not have any current or foreseen material or legal impediments for transfer of capital.

## 2. Capital Structure

For regulatory purposes, capital is categorized into two main classes. These are Tier 1 and Tier 2, which are as described below.

### 2.1. Tier 1 Capital

Tier-1 capital of SC consists of paid-up capital, reserves (other than revaluation reserves) and audited retained earnings and has deductions in the form of intangible assets and loss from AFS investments. As of December 31<sup>st</sup>, 2016 the total Tier I capital of the Company is SAR 272 MM.

Tier-1 capital (SAR '000)	Dec-16	Dec-15
Paid-up capital	200,000	200,000
Reserves (other than revaluation reserves)	8,194	4,783
Audited retained earnings	63,742	43,050
Deductions (-)	(446)	(923)
<b>Total Tier-1 capital</b>	<b>271,490</b>	<b>246,910</b>

Table 1 - Tier 1 Capital

### 2.2. Tier 2 Capital

Not applicable as there are no balances that are part of Tier-2 capital.

Tier-1 capital (SAR '000)	Dec-16	Dec-15
	-	-
<b>Total Tier-2 capital</b>	<b>-</b>	<b>-</b>

<b>TOTAL CAPITAL BASE (Tier-1 &amp; 2)</b>	<b>271,490</b>	<b>246,910</b>
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Table 2 - Tier 2 Capital and Total Base

Please refer to [Appendix 1](#) on page # 21 for the detailed disclosure on capital base.

### 3. Capital Adequacy

SC defines “Minimum Capital” as the resource necessary to cover unexpected losses and thus the Company, maintains adequate level of capital to cover risks inherent in its business operations and to support current & future activities.

#### 3.1. Capital Adequacy Ratio and Minimum Capital Requirements

The Company is adequately capitalized with a Tier I capital ratio of 2.09X and similarly a total capital ratio of 2.09X which is above CMA’s minimum regulatory requirement of 1.00X.

Following table provides the Company's capital adequacy ratio:

Particulars	Dec-16	Dec-15
Tier 1 Capital	271,490	246,910
Tier 2 Capital	-	-
<b>Total Tier-1 and Tier 2 capital</b>	<b>271,490</b>	<b>246,910</b>

Minimum Capital Required	Dec-16	Dec-15
Market Risk	11,791	5,525
Credit Risk	94,294	98,360
Operational Risk	23,933	21,625
<b>Total</b>	<b>130,017</b>	<b>125,510</b>

<b>Tier 1 Capital Ratio</b>	<b>2.09</b>	<b>1.97</b>
<b>Total Capital Ratio</b>	<b>2.09</b>	<b>1.97</b>
<b>Surplus (Deficit) in Capital Base</b>	<b>141,473</b>	<b>121,401</b>

Table 3 - Capital adequacy and Capital numbers

Please refer to [Appendix 2](#) on page # 22 for the details.

#### 3.2. ICAAP

SC has an Internal Capital Adequacy Assessment Process (ICAAP), by which the Company examines its risk profile from both regulatory and internal risk capital point of view.

The ICAAP describes the Company's business strategy its risk appetite and the assessment of specific risk exposures, their mitigation and the capital allocated to these risks. In effect, the ICAAP is a crucial part of the Company’s strategic decision making process and risk management framework.

#### 3.3. Scenario Analysis and Stress Testing

Stress Testing refers to various techniques (quantitative and / or qualitative) used by a firm to gauge their vulnerability to exceptional but plausible events. It is a risk management technique used to evaluate the potential impact of a specific event, and/ or movement in a set of financial variables, on the firm’s broader financial condition.

- The Company uses stress tests for understanding its risk profile and, where necessary, communicating the same to the management, for setting risk limits; allocating capital for various risks; managing their risk exposures; that may arise under adverse circumstances.



- The Company identifies an appropriate range of realistic adverse circumstances and events in which the identified risk crystallizes and estimate the financial resources needed by it under each of the circumstances to:
  - Meet the risk as it arises and for mitigating the impact of manifestation of that risk;
  - Meet the liabilities as they fall due; and
  - Meet the minimum Capital Adequacy requirements on an on-going basis.
- The results of the various stress tests may be reported to the management for approval, as they may carry results that are essential for making a better and well informed decision on liquidity, pricing, etc. or other management decision making parameters.
- The company documents the stress tests undertaken and the underlying assumptions and the results may be used for corrective action to be undertaken where felt necessary.
- SC plan to run stress tests at least once a year, in line with regulatory guidelines, and the assumptions underlying the stress tests will be reviewed as and when such testing is carried out. Such periodic reviews are necessary to ensure the integrity, accuracy, and reasonableness of the stress-testing framework.

### 3.4. Contingency Plan

The Company is in a well-capitalized position as of December 31, 2016, and according to the requirement. Projected budgets depict that the Company remaining well capitalized through the end of 2019. The Company expects profitability to consistently grow over the next three years. However, should SC experience reduction in CAR below minimum standards to be considered inadequately capitalized as defined by the CMA, the Company may have to raise capital. Reduction in capital ratios could be caused by substantial asset growth, high credit concentration levels or an increased volume of adversely classified assets. The Company's primary source of contingent capital would be its existing and prospective shareholders. Furthermore, given the Company's good repute in the local market, it can tap into the debt market in order to raise capital as deemed necessary.

The Company's management and Board of Directors intend for this plan to serve as guidance for the management of its capital resources. As stated above, the Company's objectives are to provide for safe and sound business practices as required by CMA, to adequately fund the expansion and growth of the SC, and to provide a reasonable return to shareholders.

## 4. Risk Management

### 4.1. Scope of Risk Management

Risk management covers all risks including credit, market, and operational risk. It involves the processes from origination to approval and the ongoing control, review, maintenance and optimization of exposures.

Control activities is the integral part of the day-to-day activities at SC, these activities include:

Top-level reviews: This is achieved by the BoD and management receiving presentations, periodical submissions of positions, compliance and exception, and performance reports.

Activity and physical controls: Conducted more frequently than the top-level reviews and contain more details covering review of risk activities, positions and performance, and exception reports.

Compliance with exposure limits: Setting limits and ensuring they are adhered to is a fundamental risk-control function. For example, credit concentration is avoided by applying portfolio limits.

Approvals and Authorizations: Approval and authorization for transactions over certain limits, are incorporated within delegations and discretions, ensures that risk-taking is approved at the appropriate levels of management that establishes accountability for actions.

Verifications and Reconciliations: Verification and reconciliation is an important control as it is designed to detect problems in activities and/or errors. The results as required are escalated to the appropriate levels of management, and in doing so; ensures reduction in risk.

An effective internal control system ensures the following:

- An appropriate segregation of duties exists;
- Personnel are not assigned conflicting responsibilities;
- Areas of potential conflict of interest are identified, minimized and subject to thorough independent scrutiny

#### 4.1.1. Risk Management Strategies and process

The Risk Management Framework which SEDCO Capital (SC) relies on is a well-proven methodology wherein all activities giving rise to risk are identified, measured, managed and monitored. Thus, risk management may be viewed as a “lifecycle” that includes the following four cycles:



Figure 1 - Risk Management lifecycle

- Risk Identification:**
  - Risks and sources of risks to which SC is exposed are continually identified and defined.
  - The company’s “appetite” for risk is described based on SC business objectives.
- Risk Assessment:**
  - Measurement processes is comprehensive enough to cover all significant sources of risk exposure.
  - Measurement processes is responsive to the needs of those who use the information.
  - Identified risks are assessed in terms of their probability of occurrence and impact on SC should they occur.
- Risk Addressing:**
  - Proper risk management strategies are defined to either reduce the probability of risk occurrence or reduce the impact should they occur.
  - Risk limits are consistent with SC policies and authorized exposures.
  - Risk management ensures that operational activities do not expose SC to losses that could threaten its viability.
- Risk Reporting:**
  - Reports provided are relevant, accurate and timely information about risk exposures.
  - Individuals monitoring risks is independent of those taking positions (incurring risks).
  - Risks are reported and regularly reviewed across different organizational hierarchy and during each stage of the risk management cycle.

**4.1.2. Structure and organization of Risk Management and Compliance function**

The Risk & Compliance functions independently are responsible for the day-to-day oversight of the operational activities concerned to various risks and regulatory compliance. Risk function is responsible for timely identifying, assessing, addressing and reporting of those risks that could have a material impact on SC and in fulfilling its risk management responsibilities as defined by applicable laws and regulations. Risk Management is an independent function, the Chief Risk Officer reports directly to the CEO, with the responsibility for developing adequate risk policies and promoting the risk culture across the company.

The Compliance function monitor, direct and review the management of SC compliance and monitoring of its security business in line with the SC's established policies, procedures and program in accordance with CMA requirements and regulations.

SC's Risk Management Structure:

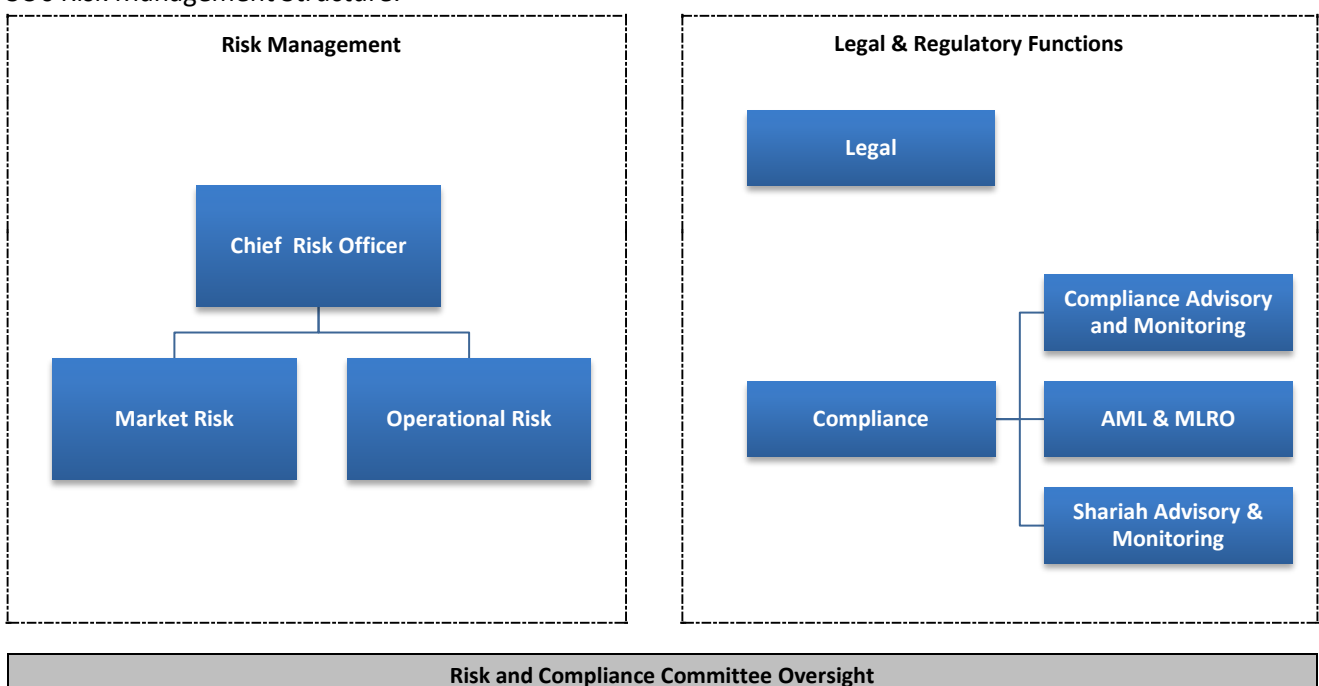


Figure 2 - Risk Management Structure at SEDCO Capital

#### 4.1.3. Scope and nature of risk reporting and measurement systems

The primary goal of risk management is to ensure that SC’s asset and liability profile, its credit and operational activities do not expose it to losses that could threaten the viability of the Company. Risk management helps ensure that risk exposures do not become excessive relative to the Company’s capital position and its financial position.

SC’s risk monitoring therefore contains internal financial, operational, and compliance data, as well as external market information about events and conditions that are relevant for decision making. The reports reflect any identified problem area and motivate timely corrective action on outstanding issues.

Internal control deficiencies, whether identified by the risk function self-review; an internal audit, compliance division or other personnel, are reported in a timely manner to the appropriate management level and addressed accordingly. Any major deficiencies are reported to the Management and escalated to appropriate levels. The reports are analyzed with a view to improve existing risk management performance as well as to develop new risk management policies and procedures.

SC periodically reviews their risk limitations to ensure that the overall effectiveness in risk management remains aligned to a changing organization. Risk management policies and procedures are constantly reviewed and updated. The review covers objectives and strategies, as well as, changes relating to products, people, processes and systems.

#### 4.1.4. Policies and guidelines for monitoring and mitigating risks

SC has established Risk policies and limits to monitor risks across the Company. Risk limits are defined to monitor the actual risk exposure and the breaches of the defined limits will deviate from the Company’s Risk Appetite. Exceeding risk limits typically needs escalation at appropriate level for action. Changes in the regulatory requirements (e.g. new capital or liquidity requirements) can fundamentally lead to a revision of the Risk Appetite.

## 4.2. Credit risks

The Credit risk is defined as the risk of loss resulting from a drop in credit worthiness of issuers of securities, counterparties and any debtors to which authorized persons are exposed. It is the potential risk of a counterparty failing to meet its obligations in accordance with agreed terms.

### 4.2.1. Credit risk exposures

SC has complied with CMA regulations and used the Standardized Approach in the calculation of the capital required for Credit risk.

Major types of credit exposures are detailed in [Appendix 3](#) on page # 23.

### 4.2.2. External ratings

For exposures, the relevant counterparties' rating bands are also considered as per the rating of external agencies. SC uses ratings from credit rating agencies (CRA) mentioned in the Prudential Rules.

### 4.2.3. Credit quality steps

In compliance with CMA, SC uses credit quality steps to determine appropriate risk weight for credit risk exposures for capital charge calculations. To identify the credit quality step the Company uses the following correspondence table between the credit rating agency's credit ratings and the steps in the credit quality scales as prescribed by CMA. Credit quality step 1 has been applied to all local banks deposits / current accounts with maturity period  $\leq 1$  year

Credit Quality Step >>>	1	2	3	4	5	6
Standard & Poor's	AAA TO AA-	A+ TO A-	BBB+ TO BBB-	BB+ TO BB-	B+ TO B-	CCC+ and below
Fitch	AAA TO AA-	A+ TO A-	BBB+ TO BBB-	BB+ TO BB-	B+ TO B-	CCC+ and below
Moody's	Aaa TO Aa3	A1 TO A3	Baa1 TO Baa3	Ba1 TO Ba3	B1 TO B3	Caa1 and below
Capital Intelligence	AAA	AA TO A	BBB	BB	B	C and below

**Table 4 - Credit Quality Steps and CRA Rating Mapping**

Please refer to [Appendix 4](#) on page # 24 for the details. Note that SC considers only long-term ratings for Capital Charge calculation.

### 4.2.4. Past Due

Past due claims are amount that have not been settled by the counterparties on time. Generally SC invoices are settled within 45/60 days. Management considers any amount remaining unsettled after 90 days as past due. As of December 31, 2016 there are no past dues for the period.

### 4.2.5. Impairments and Specific Provisions

If the sum of all discounted cash flows is less than the carrying value of the asset, then SC considers the asset to be considered impaired and would then written down to its fair value. SC adopts the following approach to determine impairments and specific provisions:

#### 4.2.5.1. Valuation of unquoted available for sale investments

Available for sale investments are carried at fair value. However, in the absence of a reliable fair value measurement, unquoted available for sale investments are carried at cost, less impairment losses, if any.

#### **4.2.5.2. Impairment in available for sale investments**

The Company exercises judgement to calculate the impairment loss on available for sale investments. This includes the assessment of objective evidence which causes other than temporary decline in the value of investments. In case of equity instruments any significant or prolonged decline in the fair value of equity investment below its cost is considered as objective evidence for the impairment. The determination of what is 'significant' and 'prolonged' requires management judgment.

#### **4.2.5.3. Impairment in held to maturity investments**

With respect to held to maturity investments, the Company recognizes an impairment loss when there is an objective evidence of deterioration in the financial health or credit rating of the investee, industry and sector performance or changes in technology that adversely affect the counterparty.

#### **4.2.5.4. Impairment in non-financial assets**

The Company assesses, at each reporting date or more frequently if events or changes in circumstances indicate, whether there is an indication that a non-financial asset ("asset") may be impaired. If such indications exist, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount.

Impairments and specific provisions are not applicable as zero impairment or provisions were recognized during 2016 or in the earlier years.

#### 4.2.6. Geographic Distribution of Exposures

Over 61% of the assets of SC are in Kingdom of Saudi Arabia. Outside KSA they are spread across USA, UK and Luxembourg. The following table below suggests the geographic distribution of the Company's balance sheet across various regions.

Exposure Class	Total	KSA	GCC	UK	US	Rest of the World
<b>On-balance Sheet Exposures</b>						
Authorized Persons and Banks (including	127,017	126,158	-	-	-	859
Corporates	17,048	13,268	-	241	-	3,539
Retail	545	545	-	-	-	-
Past Due Items	-	-	-	-	-	-
Investments	119,434	15,384	-	14,861	57,001	32,188
Other Assets	14,589	14,589	-	-	-	-
<b>Total On-Balance sheet Exposures</b>	<b>278,631</b>	<b>169,943</b>	<b>-</b>	<b>15,101</b>	<b>57,001</b>	<b>36,586</b>
<b>Off-balance Sheet Exposures</b>						
Other off-balance sheet exposures	31,192	31,192	-	-	-	-
<b>Total Off-Balance sheet Exposures</b>	<b>31,192</b>	<b>31,192</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total On and Off-Balance sheet Exposures – 2016</b>	<b>309,823</b>	<b>201,135</b>	<b>-</b>	<b>15,101</b>	<b>57,001</b>	<b>36,586</b>
<b>Total On and Off-Balance sheet Exposures – 2015</b>	<b>332,007</b>	<b>279,726</b>	<b>-</b>	<b>35,719</b>	<b>6,587</b>	<b>9,975</b>

Table 5 - Distribution of exposures by Geography

#### 4.2.7. Residual Contractual Maturity Breakdown

The table below exhibits an analysis of the residual maturity profile of SC's assets separating them in different maturity buckets.

Exposure Class	Total	1 Day to 1 month	> 1 month to 3 months	> 3 months to 6 months	> 6 months to 1 year	> 1 year	Non Maturity
<b>On-balance Sheet Exposures</b>							
Governments and Central Banks	-	-	-	-	-	-	-
Authorized Persons and Banks (including cash)	127,017	122,017	-	-	-	5,000	-
Corporates	17,048	-	9,048	-	-	8,000	-
Retail	545	-	545	-	-	-	-
Past Due Items	-	-	-	-	-	-	-
Investments	119,434	-	11,225	-	74,471	32,165	1,574
Other Assets	14,589	12	7,703	-	-	-	6,874
<b>Total On-Balance sheet Exposures</b>	<b>278,631</b>	<b>122,029</b>	<b>28,520</b>	<b>-</b>	<b>74,471</b>	<b>45,165</b>	<b>8,447</b>
<b>Off-balance Sheet Exposures</b>							
Other off-balance sheet exposures	31,192	-	-	-	-	-	31,192
<b>Total Off-Balance sheet Exposures</b>	<b>31,192</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>31,192</b>
<b>Total On &amp; Off-Balance sheet Exposures 2016</b>	<b>309,823</b>	<b>122,029</b>	<b>28,520</b>	<b>-</b>	<b>74,471</b>	<b>45,165</b>	<b>39,639</b>
<b>Total On &amp; Off-Balance sheet Exposures 2015</b>	<b>332,007</b>	<b>8,659</b>	<b>226,826</b>	<b>101</b>	<b>24,650</b>	<b>34,194</b>	<b>37,577</b>

Table 6 - Residual Maturity Analysis

### 4.3. Credit Risk Mitigation

Any credit risk mitigation related transaction comes under purview of Risk Management Department, risk function conducts an internal credit assessment before engaging in transactions with any counterparty. Guidelines at SC ensure that limits are approved for only those counterparties that meet the appropriate credit criteria and credit assessment is conducted annually.

#### 4.3.1. Credit Risk Exposures before/ after Credit Risk mitigation

Please refer to [Appendix 5](#) on page # 25 for the details.



#### **4.4. Counterparty Credit Risk and Off Balance Sheet Exposures**

SC does not have exposures to securities borrowing/lending; hence this section does not have any disclosure on counterparty credit risk.

In terms of off-balance sheet items, SC has SAR 31.2 million as off-balance sheet as of 31st Dec 2016. These are the promissory note for currency hedging amounting to SAR 30M and future commitments arising from leasehold commitments amounting to SAR 1.2M.

#### **4.5. Market Risk**

Market risk is the risk of losses in on-and off-balance sheet positions arising from movements in market rates or prices such as profits rates, foreign exchange rates, equity prices, credit spreads and/or commodity prices resulting in a loss to earnings and capital.

##### **4.5.1. Market Risk Management**

SCs' exposure to financial risk is limited by the nature of its business, the fact that it manages assets on a fiduciary basis, does not trade securities on its own account and does not underwrite issues of financial instruments on a firm commitment basis.

However, Market risk is actively monitored through periodic analysis of the impacts from changes in market risks. The Company manages Market Risk through the establishment of risk limits. These risk limits are established using a variety of risk measurement tools, including sensitivity analysis and stress test methodologies.

SC is exposed to foreign currency risk exposure and is monitored periodically.

##### **4.5.2. Market Risk Capital Charge**

In compliance with CMA guidelines, SC has used Standardized approach to determine capital requirement for the Market risk. Capital required for FX Risk and Fund Risk amounts SAR 11.8MM.

#### 4.6. Operational Risk

Operational risk is the risk of loss resulting from inadequate or failed internal processes, people and systems or from external events, this will include legal risks covering, but not limited to, exposure to fines, penalties, or punitive damages resulting from supervisory actions, as well as private settlements.

##### 4.6.1. Operational Risk Management

The Company's operational risk is its primary source of risk and arises mainly through the investment process, distribution channels, product development, information technology and operations, including potential risks arising from business disruption and reliance on third party suppliers and outsourcing partners.

The Company considers breakdowns in internal controls and corporate governance as the most important aspect of Operational risk as such breakdowns can lead to financial losses through error, fraud, or failure to perform in a timely manner. The Company recognizes that good management information systems (MIS) and a strong internal control culture and contingency planning are all crucial elements of effective operational risk management and takes measures to continually develop procedures and systems to support such requirements.

Operational risks are reviewed quarterly to delete expired risks and add newly emerging risks in order to ensure that internal controls are proactively realigned to mitigate these emerging risks. Individual Head of Departments/Divisions along with the Head of Operational Risk are responsible for identifying and assessing the operational risks area.

The Company follows a structured method to identify and mitigate Operational Risk and this includes identifying, assessing, addressing and reporting.

The Company has developed a comprehensive Business Continuity Management (BCM) program in order to maintain and enhance the operational resilience within SC. Various plans and procedures are in place to deal with the continuity of critical Business processes and support functions that form part of the BCM framework.

##### 4.6.2. Operational Risk capital charge

In compliance with CMA requirements, the Company has adopted the Expenditure based approach (EBA). This is a more conservative approach as it leads to a higher capital charge than the Basic Indicator Approach (BIA). The summary is in the below table.

Approach 1	Year	Gross Income	Avg. Gross Income	Risk Capital Charge (%)	Capital Required Dec-16	Capital Required Dec-15
Basic Indicator Approach (BIA)	2014	89,081	112,998	15%	16,950	13,884
	2015	120,077				
	2016	129,835				
Approach 2	Year	Expenses	Risk Capital Charge (%)		Capital Required - 2016	Capital Required - 2015
Expenditure Based Approach (EBA)	2016	95,732	25%		23,933	21,625
<b>Capital requirement for Operational Risk (Maximum of BIA or EBA)</b>					<b>23,933</b>	<b>21,625</b>

Table 7 - Operational Risk Capital

#### **4.7. Liquidity Risk**

Liquidity risk is an adverse financial outcome arising from having insufficient liquid resources to meet liabilities when they fall due. The adverse outcome may include financial losses caused by having to realize assets at sub-optimal prices. The adverse outcomes may also be reputational or business-related.

##### **4.7.1. Liquidity Risk Management**

The overall liquidity adequacy requires SC at all times to maintain liquidity resources which are adequate, both as to amount and quality, to ensure that there is no significant risk that its liabilities cannot be met as they fall due. The primary liquidity risk arises when the nature of illiquid investments held within SC's cash and cash equivalents, and other assets may prevent efficient investment exit strategies being adopted, especially in a downturn situation.

The Company at all times maintain liquidity resources which are adequate, both as to the amount and quality, to ensure that there is no significant risk that its liabilities cannot be met as they fall due.

##### **4.7.2. Liquidity Reserves**

Significant portion of the assets (defined as cash in hand and banks, due from financial institutions and quoted investments) to total assets at 31st December, 2016 are highly liquid in nature with a maturity period between 1 day to one month. In an adverse financial situation the maturity period can be reduced to 1 to 2 days.

##### **4.7.3. Funding Sources**

SC has no significant short term liabilities and earning assets are funded by equity. The Company does not use debt or other instruments to fund its assets.

Although the analysis of the impact of future plans does not highlight any expected pressure on the SC's capital adequacy position. A one-off exceptional loss event may have capital adequacy implications. It is still important, therefore, that SC has available options to increase its capital in the event of a shortfall in supporting its future operating plans. Future share capital increases remain an option.

## 5. Appendices

### 5.1. Appendix 1 – Disclosure on Capital Base

Capital Base (SAR '000)	Dec-16	Dec-15
<b>Tier-1 capital</b>		
Paid-up capital	200,000	200,000
Audited retained earnings	63,742	43,050
Share premium	-	-
Reserves (other than revaluation reserves)	8,194	4,783
Tier-1 capital contribution	-	-
Deductions from Tier-1 capital	(446)	(923)
<b>Total Tier-1 capital</b>	<b>271,490</b>	<b>246,910</b>
<b>Tier-2 capital</b>		
Subordinated loans	-	-
Cumulative preference shares	-	-
Revaluation reserves	-	-
Other deductions from Tier-2 (-)	-	-
Deduction to meet Tier-2 capital limit (-)	-	-
<b>Total Tier-2 capital</b>	<b>-</b>	<b>-</b>
<b>Total Capital Base (Tier 1 &amp; Tier 2)</b>	<b>271,490</b>	<b>246,910</b>

**5.2. Appendix 2 – Disclosure on Capital Adequacy**

Exposure Class	Exposures before CRM	Net Exposures after CRM	Risk Weighted Assets	SAR '000	
				Capital Requirement Dec-16	Capital Requirement Dec-15
<b>Credit Risk</b>					
<i>On-balance Sheet Exposures</i>					
Governments and Central Banks	-	-	-	-	-
Authorized Persons and Banks (including cash)	127,017	127,017	29,403	4,116	5,233
Corporates	17,048	17,048	121,722	17,041	22,445
Retail	545	545	1,634	229	42
Past Due Items	-	-	-	-	-
Investments	119,434	119,434	433,995	60,759	28,797
Securitization	-	-	-	-	-
Margin Financing	-	-	-	-	-
Other Assets	14,589	14,589	63,262	8,857	10,704
<b>Total On-Balance sheet Exposures</b>	<b>278,631</b>	<b>278,631</b>	<b>650,016</b>	<b>91,002</b>	<b>67,221</b>
<i>Off-balance Sheet Exposures</i>					
OTC/Credit Derivatives	-	-	-	-	-
Repurchase agreements	-	-	-	-	-
Securities borrowing/lending	-	-	-	-	-
Commitments	-	-	-	-	-
Other off-balance sheet exposures	31,192	31,192	23,511	3,292	31,138
<b>Total Off-Balance sheet Exposures</b>	<b>31,192</b>	<b>31,192</b>	<b>23,511</b>	<b>3,292</b>	<b>31,138</b>
<b>Total On and Off-Balance sheet Exposures</b>	<b>309,823</b>	<b>309,823</b>	<b>672,527</b>	<b>94,294</b>	<b>98,359</b>
<b>Prohibited Exposure Risk Requirement</b>	-	-	-	-	-
<b>Total Credit Risk Exposures</b>	<b>309,823</b>	<b>309,823</b>	<b>673,527</b>	<b>94,294</b>	<b>98,359</b>
<b>Market Risk</b>					
	Long Position	Short Position			
Equity Risk	-	-		-	-
Fund Risk	48,000	-		7,680	-
Interest Rate Risk	-	-		-	-
Commodities Risk	-	-		-	-
FX Risk	110,631	-		4,111	5,525
Underwriting Risk	-	-		-	-
Excess Exposure Risk	-	-		-	-
Settlement Risk	-	-		-	-
<b>Total Market Risk Exposures</b>	<b>158,631</b>	<b>-</b>		<b>11,791</b>	<b>5,525</b>
<b>Operational Risk</b>				<b>23,933</b>	<b>21,625</b>
<b>Minimum Capital Requirement</b>				<b>130,017</b>	<b>125,509</b>
<b>Surplus/ (Deficit) in Capital</b>				<b>141,473</b>	<b>121,401</b>
<b>Total Capital Ratio (time)</b>				<b>2.09</b>	<b>1.97</b>

### 5.3. Appendix 3 – Disclosure on Credit Risk's Weight

Risk Weights	Exposures after netting and credit risk mitigation								
	Authorized persons and banks	Corporates	Retail	Past due items	Investments	Other assets	Off-balance sheet commitments	Total Exposure after netting & Credit Risk Mitigation	Total Risk Weighted Assets
0%	-	-	-	-	-	12	-	12	-
20%	122,017	-	-	-	-	-	-	122,017	24,403
50%	-	-	-	-	-	-	30,000	30,000	15,000
100%	5,000	-	-	-	-	-	-	5,000	5,000
150%	-	-	-	-	9,551	-	-	9,551	14,327
200%	-	-	-	-	-	-	-	-	-
300%	-	-	545	-	19,863	9,859	-	30,266	90,797
400%	-	-	-	-	90,020	-	-	90,020	360,081
500%	-	-	-	-	-	-	-	-	-
714% <i>(include prohibited exposure)</i>	-	17,048	-	-	-	4,718	1,192	22,958	163,919
<b>Total Risk Weighted Assets</b>	<b>29,403</b>	<b>121,722</b>	<b>1,634</b>	<b>-</b>	<b>433,995</b>	<b>63,262</b>	<b>23,511</b>	<b>637,527</b>	

Deduction from Capital Base 2016	4,116	17,041	229	-	60,759	8,857	3,292	94,294
Deduction from Capital Base 2015	5,233	22,445	42	-	28,797	10,704	31,138	98,359

#### 5.4. Appendix 4 – Disclosure on Credit Risk's Rated Exposure

									SAR '000
Exposure Class	Long Term Ratings for Counterparties								Total
	Credit Quality Step	1	2	3	4	5	6	Unrated	
	Standards & Poor's	AAA TO AA-	A+ TO A-	BBB+ TO BBB-	BB+ TO BB-	B+ TO B-	CCC+ and below	Unrated	
	Fitch	AAA TO AA-	A+ TO A-	BBB+ TO BBB-	BB+ TO BB-	B+ TO B-	CCC+ and below	Unrated	
	Moody's	Aaa TO Aa3	A1 TO A3	Baa1 TO Baa3	Ba1 TO Ba3	B1 TO B3	Caa1 and below	Unrated	
Capital Intelligence	AAA	AA TO A	BBB	BB	B	C and below	Unrated		
<b><i>On and Off-balance Sheet Exposures</i></b>									
Governments and Central Banks	-	-	-	-	-	-	-	-	-
Authorized Persons and Banks	121,158	-	5,859	-	-	-	-	-	127,017
Corporates	-	-	-	-	-	-	-	17,048	17,048
Retail	-	-	-	-	-	-	-	545	545
Past Due Items	-	-	-	-	-	-	-	-	-
Investments	-	-	-	-	-	-	-	119,434	119,434
Securitization	-	-	-	-	-	-	-	-	-
Margin Financing	-	-	-	-	-	-	-	-	-
Other Assets	-	-	-	-	-	-	-	14,589	14,589
Other off-balance sheet exposures	-	-	30,000	-	-	-	-	1,192	31,192
<b>Total On and Off-Balance sheet Exposures 2016</b>	<b>121,158</b>	<b>-</b>	<b>35,859</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>152,807</b>	<b>309,823</b>
<b>Total On and Off-Balance sheet Exposures 2015</b>	<b>-</b>	<b>179,393</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>152,615</b>	<b>332,008</b>



**5.5. Appendix 5 – Disclosure on Credit Risk Mitigation**

SAR '000						
Exposure Class	Exposures before CRM	Exposures covered by Guarantees/ Credit derivatives	Exposures covered by Financial Collateral	Exposures covered by Netting Agreement	Exposures covered by other eligible collaterals	Exposures after CRM
<b>Credit Risk</b>						
<i>On-balance Sheet Exposures</i>						
Governments and Central Banks	-	-	-	-	-	-
Authorized Persons and Banks (including cash)	127,017	-	-	-	-	127,017
Corporates	17,048	-	-	-	-	17,048
Retail	545	-	-	-	-	545
Past Due Items	-	-	-	-	-	-
Investments	119,434	-	-	-	-	119,434
Securitization	-	-	-	-	-	-
Margin Financing	-	-	-	-	-	-
Other Assets	14,589	-	-	-	-	14,589
<b>Total On-Balance sheet Exposures</b>	<b>278,631</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>278,631</b>
<i>Off-balance Sheet Exposures</i>						
OTC/Credit Derivatives	-	-	-	-	-	-
Repurchase agreements	-	-	-	-	-	-
Securities borrowing/lending	-	-	-	-	-	-
Commitments	-	-	-	-	-	-
Other off-balance sheet exposures	31,192	-	-	-	-	31,192
<b>Total Off-Balance sheet Exposures</b>	<b>31,192</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>31,192</b>
<b>Total On and Off-Balance sheet Exposures 2016</b>	<b>309,823</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>309,823</b>
<b>Total On and Off-Balance sheet Exposures 2015</b>	<b>332,008</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>332,008</b>