

FINANCE & GENERAL PURPOSE COMMITTEE MEMBERS

1. Didier Nkiere	-	Chairman
2. Yassin Bayo	-	Member
3. Abibou Gaye	-	Member
4. Numo Sanneh	-	Member

Terms of Reference for Finance & General Purpose Committee

Purpose

The Board Finance and Asset & Liability Management Committee (Finance/ALCO) shall advise the Board and recommend actions it considers prudential and desirable for the bank's balance sheet management and Board oversight for administration of the bank.

Membership

The Board of Directors shall constitute from among its members, a committee on Finance, General Purpose and Strategy.

- The committee shall comprise of not less than three Directors;
- The Board shall appoint one of its Directors as Chairperson of the committee;

Attendees

The attendees shall include among others, the Head of Treasury; Head of Finance and Head of Risk Management & Control;

Frequency of Meetings and Quorum

The committee shall meet at least once in every quarter of the financial year with a quorum of any three members; that must include an Executive

Terms of Reference

Balance sheet Management;

- Assessing the robustness of interest rate forecasts and, in light of these forecasts and other information, consider the bank's structural exposures,

including the evaluation of appropriate stress testing scenarios, and formulate actions where deemed necessary;

- Reviewing performance on the bank's net interest income in order to identify potential margin compression and formulate appropriate actions to be taken by the Board;
- Considering the significance on ALM of any changes in customer behaviour and formulate appropriate actions;
- Ensuring full disclosure of contingent assets and liabilities and material contractual obligations or commitments at all times in accordance with bank policies and regulatory requirements;

Capital

- Considering the appropriateness of the bank's capital structure taking into account of future regulatory requirements and overall risk management of the bank;
- Ensuring that bank is in full compliance with regulatory minimum Capital requirement
- Prescribing limits on loan to capital ratio;
- Providing an overview of the bank's capital planning matters;
- Considering the bank's capital needs and the process for raising of capital;
- Evaluating appropriateness of stress scenarios relating to the bank's capital position and formulate requisite actions;

Funding

To review the bank's funding profile and consider:

- The diversification, cost and robustness of funding sources;
- The funding needs i.e. both actual and projected;
- Evaluate stress scenarios relating to funding positions and formulate appropriate actions;

Liquidity

- Reviewing and assessing the management of liquidity across the bank within the framework and policies established by the Board as the case may be, and formulate appropriate actions to be taken;
- Evaluating the results of stress testing scenarios relating to the bank's liquidity position, and formulate appropriate actions;

Other matters

- Reviewing developments and changes in legal, regulatory, and accounting requirements and their impact on ALM, funding, liquidity and capital management policies;
- Review the succession plans for the Board members;
- Ensuring the appropriate composition of the Board by reviewing the composition of the Board, its mix of skills, and the relative proportion of the executive and Non-Executive Directors, and of Independent and Non-Independent Directors
- Review proposed nominations/candidates for the Directors, their qualification, experience, and technical skills and with due exercise of their judgement, make an appropriate recommendation to the Board;
- Review the independence of a proposed Director, according to the guidelines that the bank has established;
- Oversee the preparation of the induction materials and orientation sessions for new Directors;
- Review the membership of Board Committees, and identify and review proposed candidates for committees;
- Review, apply and annually revise the Bank's Human Resource and training policies and procedures, and the operation of HR function, on behalf of the Board;
- Make proposals for the remuneration of Non- Executive Directors, including performance or incentive linked remuneration if appropriate;
- Review and approve the remuneration of the Bank's employees;
- Propose to the Board any schemes for executive remuneration, including any long term incentive scheme and, subject to prior approval of the

relevant scheme by the Board, to make awards under the scheme to eligible;

- Propose to the Board specific remuneration packages for each of the Executive Directors and the Bank's Managing Director;