



BIAT

*Annual
Report*
— **2022**





Annual Report 2022

Table of Content

ADRESS BY THE CHAIRMAN OF THE BOARD	5
ADRESS BY THE GENERAL MANAGER.....	7
BIAT PROFILE	11
1. ECONOMIC, BANKING AND FINANCIAL ENVIRONMENT	13
2. BANK'S ACTIVITIES AND RESULTS.....	21
3. BIAT GROUP AND PARTICIPATIONS	39
4. SHAREHOLDING.....	51
5. GOUVERNANCE	55
6. BIAT'S SHARE IN THE STOCK MARKET	91
7. INCOME APPROPRIATION.....	95
8. AUDIT	99
9. SOCIAL REPORT	103
10. ELEMENTS ON INTERNAL CONTROL.....	109
11. RETAIL BANKING BUSINESS LINE	119
12. CORORATE SOCIAL RESPONSIBILITY	123
13. FINANCIAL STATEMENTS OF THE YEAR 2020.....	129
14. CONSOLIDATED FINANCIAL STATEMENTS AS OF DECEMBER 31 ST , 2020	267
15. RESOLUTIONS OF THE ORDINARY GENERAL ASSEMBLY	301

— ADDRESS BY THE CHAIRMAN OF THE BOARD OF DIRECTORS

In 2022, BIAT has continued its strategic plan inspired by the major projects implemented over the last few years.

These projects have enabled a real transformation of the bank's commercial organization, its human and digital customers' experience, as well as of its governance and decision-making processes. Thanks to its strategic vision, the bank was able to adapt rapidly to the current challenges and has managed to increase its market share and strengthen its positioning with respect to the main activity indicators for the year 2022.

The bank has consolidated its financial performance, reflecting the strong development momentum of its strategic projects, its prudent risk management policy, cost control, the strengthening of its sound and visionary governance, and the day-to-day commitment of its employees to achieve these objectives.

The bank's governance system has been updated with a view to adapting to the various organizational changes and in compliance with best managerial practices. Aligned with international best practice, the new system is designed to ensure the efficient management and optimal operation to achieve sound growth. BIAT governance also instills sound policies of ethics and good conduct, which form the basis of the Bank's sustainable performance.

In addition, new strategic challenges have been identified for the years ahead, with the aim of meeting BIAT's priorities in terms of technological modernization in line with market requirements, digital banking solutions and data security.

Digital transformation and information system modernization are among our priorities for the upcoming years. We believe that this new strategic plan will effectively contribute to achieving our objectives and promoting BIAT as an institution committed to offering the best.

As regards the products and services, the transformation carried out in the bank's business lines with the reorganization of its corporate and investments banking activities and establishment of



Ismail Mabrouk
Président du
Conseil
d'Administration

its new trading room have enabled it to broaden its range of financial products and services to better support its customers. Indeed, the new trading room meets international standards. Thanks to specialized talents, cutting-edge technology and a modern layout, BIAT's new trading room is able to support its customers by analyzing their needs and providing optimal financial solutions.

BIAT also continued to implement its digital transformation project, which is bearing fruit in terms of customer commitment and product innovation. It made continuous effort to add new functionalities with the aim of becoming the leading digital bank.

Following the launch of the first version of the MyBIAT digital offering dedicated to individuals in 2021, BIAT has continued to develop the new offering devoted to businesses.

With over 270,000 active users, MyBIAT is an innovative, highly secure platform tailored to each

user's profile, offering a new digital experience tailor-made for all BIAT customers. It has been designed to provide customers with a channel of contact and proximity to the bank at all times, as well as a tool to facilitate the follow up and monitoring of remote banking operations.

Despite the slowdown in economic activity, most of BIAT's indicators recorded an increase during the year 2022.

The Financial statements for the year 2022 demonstrate the soundness of BIAT: a net banking income (NBI) of TND 1267,1 million, (NBI/Assets) of 6%, return on Assets (ROA) of 1.4% and return on equity (ROE) of 15.3%. These results reflect the bank's

coherence and solidity and its ability to cope with change by pursuing the objectives of the strategic path.

This solidity has been built up and strengthened year after year thanks to a strategy favoring the reinvestment of profits to finance the bank's future development.

A solid, resilient bank, BIAT has maintained a growth trajectory across all its business lines. By leveraging the skills of its experts, taking advantage of technological advances and anchoring social responsibility at the heart of its strategy, BIAT aims to achieve dynamic and sustainable growth.

— ADDRESS BY THE EXECUTIVE MANAGER

In 2022, the Tunisian Economy recorded a growth rate of 2.4 %, maintaining a level of performance that is, admittedly, insufficient, but acceptable, given the particularly adverse global situation observed this year.

Despite this mitigated level of growth, certain sectors performances are undeniable proof of the resilience of the economic fabric and of Tunisian companies, and therefore allow us to look to the future with a degree of optimism.

Indeed, the services sector recorded a positive growth rate of 3.3%, driven by a recovery in tourism while the manufacturing and processing industries sector posted a growth rate of 5.3%.

In addition, despite the decrease by 4.8% of the investment in industry, certain high value-added sectors outperformed, such as the mechanical and electronics industries, the investment increased significantly 16.5% in 2022.

Against this national economic backdrop, the Tunisian banking system recorded an increase in the pace of growth in deposits in 2022 (+8.8% in the top ten listed banks against +8% in 2021), attributable exclusively to term deposits (+13.1% against +7.7% in 2021), a growth of its net loans (+7.6% against +4.5% in 2021) and an increase in its liquidity needs (+29.3%) following, in particular, banks' subscriptions to Treasury Bill issues.

All sectors benefited from the increase in loans, to varying degrees, and in particular, industry and services. In this respect, it is important to note that the Tunisian banking system supports small and medium-sized enterprises (SMEs), which represent more than 80% of Tunisia's economic fabric, therefore, play a key role in the country's economy.

These SME have withstood numerous crises, including those linked to COVID-19 pandemic and the war in Ukraine, thanks in particular to the support of the banking sector. Indeed, this category of companies, whose level of demand on the financial market remains low, is financed almost exclusively by the banking sector.

BIAT, for its part, maintained its leading position in



Mohamed Agrebi
Directeur
Général

terms of deposits and net banking income while ranking 2nd in terms of loans.

- Deposits grew by 5.8% to TND 17 167 million, ranking the 1st with a 20.5% share in the top 10 banks.

This growth was driven by an increase in sight deposits of 11.4% and savings deposits of 15.0% (compared with +5.0% and +9.3% respectively). The term deposits have also recorded a decrease of 10.9%, compared with an increase of 13.1%.

As a result of this growth, the bank's deposit structure is considered among the most favorable in the sector with a share of low-interest deposits of 52%, compared with 49.1% in 2021.

- BIAT's net loans grew by 1.2% to TND 12 279 million, ranking the 2nd with a 15.0% share.

Loans granted to SME represent almost a quarter of the bank's total commitments.

- Commissions, for their part, stood at TND 245.1 million, an increase of TND +25.1 million or 11.4%, attributable to strong growth in revenues from electronic banking (+29.8%), payment instruments (+10.7%), international business (+10.1%) and securities commissions (TND +6.6 million).
- Gross foreign exchange gains (Excluding SWAP) recorded an increase of TND +77.2 million to reach TND 236.5 million at the end of 2022, reflecting the upturn in foreign trade driven by the dynamic export-oriented manufacturing and extractive industries and the tourism sector. This growth was due to both foreign exchange accounts and manual foreign-exchange revenues.
- BIAT's average refinancing stood at TND 17 million, a decrease of TND 172 million compared to 2021, in line with the increase in the mean square error (MSE) (deposits - loans in dinars) of TND 578 million.

These performances allowed our bank to reach a Net Banking Income (NBI) of around TND 1267.1 million, an increase of 24.8% compared to 2021 (+12.3%), with an interest margin of TND 559.8 million (+18.5% compared to 2021), a commission margin of TND 245.1 million (or +11.4%) and other revenues of TND 462.2 million (or +43.1%).

These satisfactory performances were coupled with an increase in operating expenses, at a lower rate than that of NBI, +10.6% against +24.8% respectively, resulting in the rise in the operating ratio to 39.2% in 2022 (5.1 pts).

Risk cost recorded, for its part, a growth of 40.9% to reach TND 292.7 million (against 39% in 2021).

In the light of all the above-mentioned factors, the bank's net profit stood at TND 299.7 million, an increase of TND 32.8 million or +12.3%.

The total balance sheet grew by TND 1885.2 or +9.8% to reach a volume of TND 21115 million.

These results helped to achieve the following profitability ratios:

- Net income / NBI of 23.6%

- Commissions represent 19.3% of NBI and 93.4% of personnel costs, compared with 92.3% in 2021
- A solvency ratio of 15.7%, an increase of 1.5 points compared to 2021
- loans/deposits ratio of 89%
- LCR ratio of 576%
- Bad and doubtful debts ratio of 5.5%, the same as in 2021;
- Provision coverage ratio of 71.5%, a growth of 2.1 points in 2021 (69.4%)
- An interest-rate gap of TND 905 million compared to 2021, rising from TND 4387 million to TND 3482 million in 2022
- ROE of 15.3%, an increase of 0.8 points compared to 2021 (14.5%)
- ROA of 1.4%, same as in 2021.

As for the consolidated financial statements, the latter show:

- A Total consolidated Balance Sheet of TND 21627 million, a growth of 9.4% compared to 2021.
- A Net consolidated Income of TND 312.4 million, an increase of 10.2% compared to 2021.

The ratios are the result of a thoughtful strategic vision which combines several dimensions:

- **A financial and Operational Dimension** which aims to develop financial activities and synergies between subsidiaries and to control operating expenses in order to consolidate our leadership position in the banking market.

The inauguration of the new trading room will be one of the highlights of 2022. The new trading room meets international standards, with a modern, ergonomic design, cutting-edge equipment and specialized, complementary profiles. This room

has enabled us to broaden our offering and provide optimal financial solutions tailored to the needs of each customer.

- **A Commercial dimension** which places the customer at the heart of our concerns through differentiated support and offer mechanisms as well as distribution channels adapted to each client segment's needs .within this framework, our new branch concept has been launched in 2022, to support digital innovation and provide customers with a unique experience in terms of both customer relations and digital services.
- **A Human Resources Dimension** which allows BIAT's human capital, the bank's main asset to operate in an environment that is stimulating and conducive;
- **An Information System Dimension:** in 2022, BIAT made remarkable progress in its digital transformation program, which is beginning to bear fruit, particularly in terms of customer commitment and product innovation. New features are constantly being deployed in the MyBIAT digital offering, designed and developed in close collaboration with customers, with the ambition of becoming the leading digital bank in the market.

True to its positioning as a leading, high-performing bank, at the cutting edge of the sector, BIAT has garnered international awards of excellence:

- The Best Digitalization Strategy in North Africa Award from Capital Finance International for the 2nd consecutive year. This award recognizes the bank's digital transformation.
- The Best Banking Governance prize in Tunisia for the 4th consecutive year awarded by Capital Finance

International: This prize supports the excellence of BIAT's governance system, one of the pillars of its success as well as its adaptability and experienced staff.

- The Best custodian bank in Tunisia awarded by Global Finance for the 3rd consecutive year. This award recognizes the ongoing performance of BIAT's securities and custodian activities.
- «Best Customer Service of the Year 2022» in Tunisia : this award supports the know-how of the BIAT teams in terms of excellence in support at all points of contact with customers, whether human, telephone or digital.

BIAT ended the year 2022 on a positive note with performance and profitability indicators all are in green and a greater solidity. This solidity has been built up and strengthened year after year thanks to a strategy favoring the reinvestment of profits and the consolidation of equity to finance the bank's future development.

The year 2023, seems to be a challenging year from the first quarter, with a persistent inflation, budgetary tensions and a slowdown in local and global growth as well as the exacerbation of geopolitical tensions between the world powers.

In such context, BIAT will continue to show resilience and exercise vigilance with a view to securing a sound and controlled management of its activities, and to this end will spare no effort to seize all possible opportunities while continuing to provide quality services and delivering constantly improved results in line with the expectations of its clients, partners and shareholders.

I - BIAT PROFILE

46 years after its inception in 1976 with modest human and materials means, the International Arab Bank of Tunisia (BIAT), has become one of the most important financial institutions in North Africa and a key player in Tunisia.

With 1966 collaborators in 2022, BIAT has more than 900 thousand customers and an international correspondents network around 1500 banks. It has the densest network in Tunisia with 205 agencies divided across the country, with a representation in Tripoli-Libya.

It also has a subsidiary BIAT France, with the status of a payment agent with an agency in Paris.

A universal bank providing a full range of service with all kinds of customers individuals, Tunisians Residing Abroad (T.R.E) business customers, SMEs, large companies and institutional customers, BIAT is now a diversified financial group operating in the areas of insurance, asset management, investment capital, equities brokerage and international consulting.

Basing its development on proximity and social responsibility, it puts its expertise to work for the benefit of its clients, partners and the country's economy.



1. ECONOMIC, BANKING AND FINANCIAL ENVIRONMENT

1.1 Economic Environment

• At The International Level

At the international level, economic growth has slowed from 6.2% in 2021 to 3.4% in 2022. Russia's war in Ukraine has exacerbated inflationary pressures,

created new supply chains bottlenecks and heightened financial vulnerabilities, particularly for energy and food importing countries.

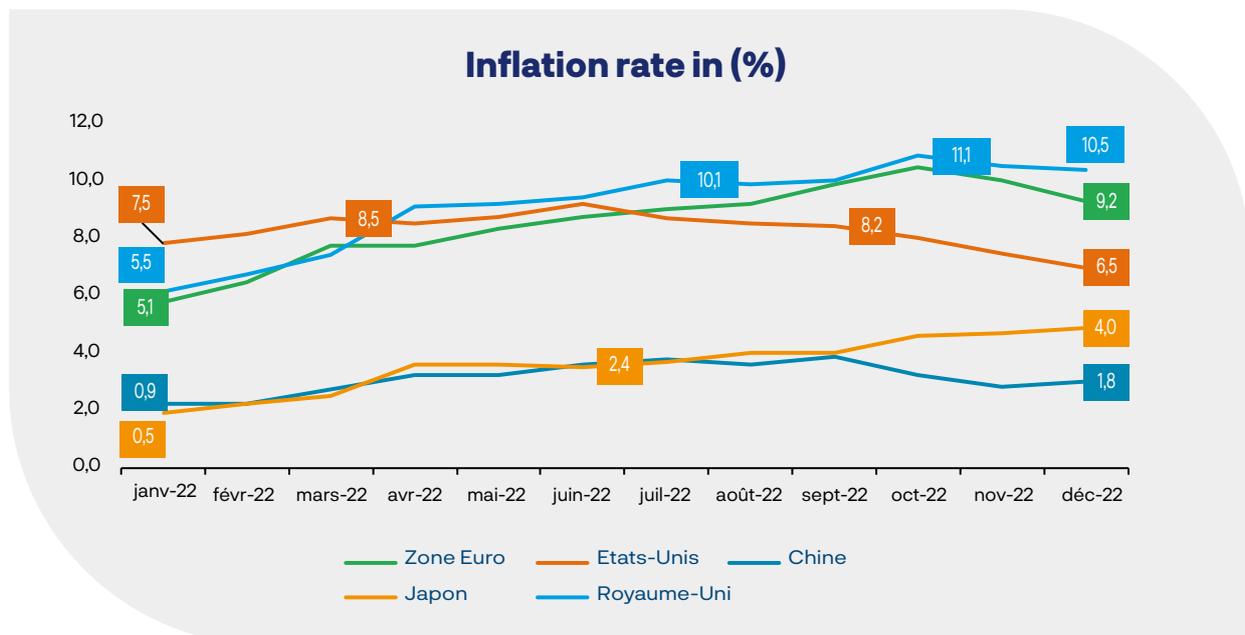
Annual Growth in %

PIB réel	2021	2022	Projections 2023	Projections 2024
Eurozone	5,3	3,5	0,7	1,6
United Kingdom	7,6	4,1	-0,6	0,9
United States	5,9	2	1,4	1
China	8,4	3	5,2	4,5
Japan	2,1	1,4	1,8	0,9

Source : FMI, january 2022

Inflation remains subdued in china compared with most countries where it is spiraling out of control. Rising energy prices have been passed on to the production costs of many goods and services,

eroding household purchasing power and prompting monetary responses (tightening of monetary policies, mainly through increase in central banks benchmark rates), as well as fiscal responses.



In terms of projections, the IMF expects global growth to slow from 3.4% in 2022 to 2.9% in 2023. A recovery is projected in 2024 (3.1%). Inflation is set to fall from

8.8% in 2022 to 6.6% in 2023, and 4.3% in 2024, depending on geopolitical developments.

Primary Commodity Prices

	Average 2022 (A)	Average 2021 (B)	Variation (A/B)
Brent crude oil \$US-bbl	100	70	+43%
Natural gas index (2010=100)	282	131	+115%
Phosphate Rock \$US-TM	266	123	+116%
Phosphate DAP \$US-TM	772	601	+28%
Phosphate TSP \$US-TM	716	538	+33%
Iron Ore \$US-dmtu	121	162	-25%
The price index for metals(aluminium, copper, iron ore , lead, uranium and Zinc)(2016=100)	194	205	-5%
olive oil \$US-TM	4 470	4 185	+7%
Soft Wheat \$US-TM	382	282	+35%
Durum Wheat \$US-TM	430	315	+37%

Source : World Bank data, IMF, Calculation of the Foresight, Monitoring and Economic Research Team

AT the National Level

In Tunisia, the growth rate has recorded a decline of 2.4% in 2022 against 2.4% in 2021. This decline is mainly driven by adverse international conjuncture. In addition, the growth rate in 2021 has benefited from the post-Covid 19 mechanical rebound effect.

At sector level, value added (VA) in oil and natural gas extraction fell by

-10.5% in 2022 compared to previous year +20.2% in 2021. Similarly, a significant decline was observed in the VA in the extraction of mining products (from +28.8% in 2021 to -0.5% in 2022).

The added value in the construction sector recorded a decline: -9.9% in 2022 versus +7% in 2021.

Nevertheless, the transport (from +7% in 2021 to +10.6% in 2022), tourism (from +12.6% in 2021 to +21.4%) and textile (+9.3% in 2021 to +14% in 2022) sectors followed an upward trend, reflecting signs of recovery in global demand. And even though the added value in the mechanical and electrical industries (+8%) was down compared to the performance of 2021 (+11.3%), it remains solid and promising for 2023.

As Regards the consumer price index, average inflation rate rose from 5.7% in 2021 to 8.3% in 2022

Year on year inflation rate exceeds 10% starting from November 2022(10.1% and 10.2% respectively).

The central bank of Tunisia raised its key interest rate by 175bps to 8% , aiming to curb high inflation.

As regards the labor market, the unemployment rate recorded a downward trend from 16.2 % in Q4 2021 to 15.2% in Q4 2022.

Main Figures	2020	2021	2022
Main Figures (in % , the price of the previous year)	-8,6	4,3	2,4
Average Inflation rate (in %)	5,6	5,7	8,3
Current deficit (in % of GDP)	-6	-5,9	-8,5
Current deficit (in % of GDP)	-9,7	-7,9	-7,6
Goods exports growth (in %)	-11,7%	+20,5	+23,4
Goods imports growth (in %)	-18,7%	+22	+31,7
Foreign Currency Assets (days of import)	162	133	100
Tourism revenues (in TND million)	2 030	2 337	4 279
Growth		+15%	+83%
Investment rate (in % of GDP)	15,8	16	15,4
National Savings (in % GNI)	6,2	9	10,4
National Savings (in % GNI)	97 103	102 185	110 715
Growth		+5,2%	+8,3%
Money stock M3 (in TND million)	89 115	97 316	105 522
Growth		+9,2%	+8,4%

*Provisional data

Sources: BCT (annual report 2021 and supplement to the financial statistics ,February 2023), Ministry of Finance (provisional results of State budget execution February 2023), National Statistics Institute, Tunisian Institute of Competitiveness and Quantitative Studies ITCEQ

— 1.2 Banking and financial environment

During 2022, the banking system's activity was characterized by an increase in the pace of growth in deposits collection and loans and rise in the banks liquidity needs.

• Customers deposits

Customer deposits in the banking system stood at TND 96.635 million as at December 31st, 2022, recording an increase of 8.3 %.

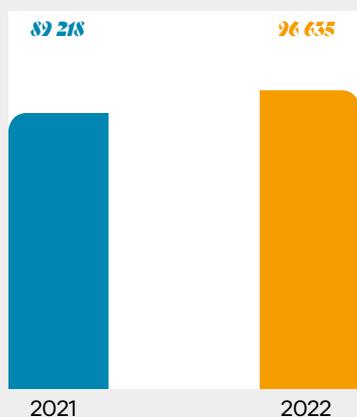
This increase was driven by all deposits categories with increases of 4.3 %, 9,4 % and 12 % respectively .

The share of low-interest deposits (sight deposits) in total deposits was thus reduced by 1.5 point compared to 2021, mainly in favor of term deposits.

• Loans to customers

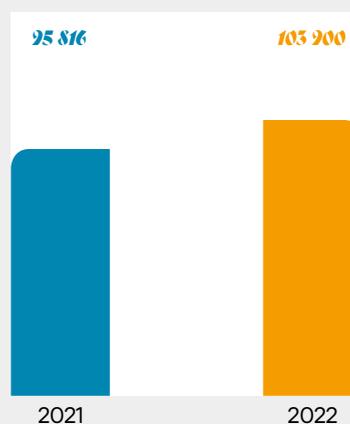
At the end of 2022, loans to customers at the level of banking system totaled TND 103 900 million, an increase of 8.4 %.

Evolution of customers deposits (in TND million)



Source : BCT Situation

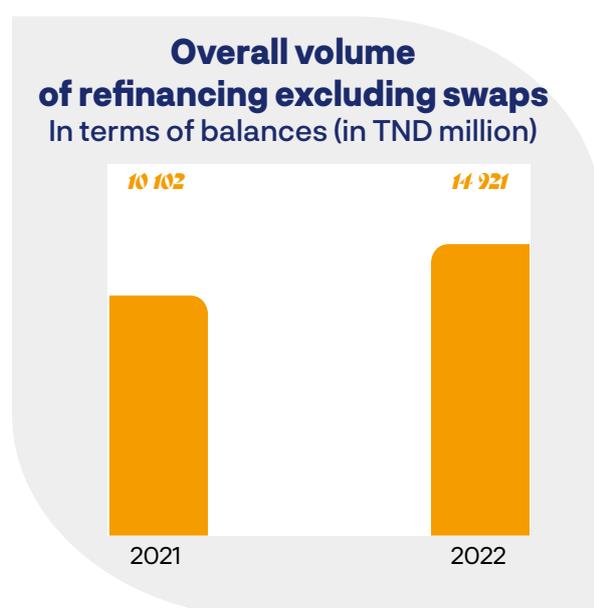
Evolution of loans to customers (in TND million)



Source : BCT Situation

• Overall Volume of refinancing

The year 2022 recorded an overall volume of refinancing of TND 14.921 million against TND 10.102 million observed at the end of the preceding financial year.



Market rate

For the whole year 2022, the average money market rate (MMR) maintained its upward trend, following the decision of the BCT to curb inflation, preserving the purchasing power of citizens and foreign currency assets

The MMR stands at 7.26% in December 2022 against 6.25% in December 2021 and 6.12% in December 2020.

Stock Exchange

Despite the repercussions of Covid-19 and the war in Ukraine, stock market activity was positive overall, Tunindex index closed the year 2022, on a significant increase of 15.10% against a return of 2.34% during 2021.

As for the sector indices, ten indices recorded positive annual performance at rates ranging from 36.83% (Banks Index) to 0.78% (household products and personal care) while the other two indices posted negative performance ranging from -15.9% (consumer goods index) to -20.87% (food and beverage index).

(1) Source : BVMT



2

**BANK'S
ACTIVITIES
AND RESULTS**

— 2.1 The Bank's Vision and Strategy

BIAT embarks on another phase in its development to meet new challenges. A vision in line with the last strategic plan has been developed based on the following axes:

The Bank's Vision

1 A solid financial group recognized for its professionalism and good governance

2 A leading bank in its markets capable of adapting and responding to the specific needs of each of its clients and supporting them over the long term

3 A corporate citizen that is actively involved in the country's sustainable development

Indeed, the year 2022 was marked by a strategic reflection which enabled us to define the next three-year plan based on several strategic and operational axes including:

1. Business strategy:

- Better meet the specific needs of our clients by anticipating market trends and opting for innovation to enhance the client experience, ensure a differentiated value offering by market/segment, and generate higher , profitable and ,above all, sustainable growth.
- Pursue the development of high value-added activities, serving high-potential markets and segments, working in internal synergy with its subsidiaries, aiming to maintaining its leadership.

2. The strategy for transforming and modernizing the Bank's IS to support its future ambitions:

The target IS architecture, defined within this framework, aims at supporting the Bank's strategic objectives up to 2027 with an IS roadmap and a 5-year transformation capacity planning, addressing the Bank's priorities in terms of upgrading technology in line with market trends, delivering value to the business and securing the Bank's continuity.

3. Digital and Data Transformation:

- Pursue the digitization of priority client journeys and improve the client experience
- Provide innovative digital banking solutions to our clients, to facilitate access to our services and simplify banking operations;

4. ESG Commitment (Environment-Social-Governance) to strengthen its corporate and environmental responsibility, improve its image with stakeholders, enhance its competitiveness in the market and contribute positively to sustainable development and economic growth in Tunisia

5. Human capital development: Implementation of strategic HR initiatives relating to workspaces, remuneration policy review and performance management, skills and human capital development.

6. Process optimization: Establish a dynamic of continuous improvement affecting all the bank's structures

7. Risk Management:

- Continue to optimize our risk management mechanism

- Maintain high, updated risk management standards to protect the interests of our clients, investors and the bank, in particular, IFRS standards

By achieving these objectives, we will be able to position ourselves as a responsible, sustainability-oriented bank, while improving our business goals, operational efficiency, stimulating innovation and sustainable growth and enhancing transaction security

At the organizational level, the year 2022 was marked by conducting a number of strategic support missions, punctuated by an innovative organizational impact, namely the creation of an IS transformation program for 2023-2027 IS roadmap implementation.

— 2.2 Highlights of the Bank

Expertise

- BIAT inaugurates its new trading room

The year 2022 was marked by the reorganization of the Corporate and Investment Banking and inauguration of a new trading room aimed at supporting its positioning as trusted advisor on all market activities and meeting clients' expectations in terms of service quality, reliability and advice.

Based on a customer-focused approach, the new trading room brings together traders and bodies, responsible for managing positions and designing financial solutions enabling clients to hedge against various risks: currency, interest-rate and commodity risks. It has also a sales team dedicated to supporting clients through analyzing their needs and proposing optimal financial solutions.

The new trading room is also equipped with a new «front-to-risk» information system to cover all its business lines: front, middle and back office, as well as risk management. Hence, broadening the range of financial solutions and ensuring better real-time management of positions and assets.

The new trading room meets international standards, with a modern, ergonomic design, cutting-edge equipment and specialized, complementary profi.

Digital development

- Launch of MyBIAT digital offering:

The year 2022 was also marked by the launch of the new MyBIAT offering, in line with the bank's dynamic digital transformation.

This free offering, aimed at all individual and professional clients, encompasses a range of user-friendly and secure remote banking services, including real-time account monitoring, banking product tracking, card and checkbook management, transfers and statement downloads.

The slogan «Designed for you and with you» reflects MyBIAT's design approach. Indeed, a participatory method was adopted to identify clients' needs and expectations. Client's participation also allowed for testing of the first versions of this mobile application. Thanks to clients' feedback, a number of improvements have been incorporated.

MyBIAT will be agile, its functionalities will be continuously enriched to meet clients needs as well as international technological standards.

Enrichment of the product and service offer and a better management of the clientele

Signing of a new partnership with Visa: a new partnership with VISA has been signed for six year period, with the aim of further expanding scope to the bank's entire electronic banking activity and benefiting from VISA's support in its strategic priorities.

The aim of this partnership is to develop and enrich BIAT's electronic payment offering, while guaranteeing transaction security and optimum service quality. It will also enable BIAT to contribute to national efforts and initiatives to promote financial inclusion, accelerate the adoption of digital payments throughout the country and deploy new and even more innovative electronic payment solutions.

Development of loans to individuals:

- Fixed-rate offer: To address MMR fluctuations, new pricing conditions have been set for loans to individuals, including applying a fixed rate for all consumer and student loans and the adding a fixed-rate offer for certain real-estate loans.

- Redevelopment of BIATIMMO: in order to adapt the BIATIMMO credit offer to customer needs, certain conditions have been adjusted, in particular, project financing, repayment terms and pricing.

Redevelopment of the PER - Plan Epargne Résidence offer: to adapt BIAT's offer to market conditions in terms of financing real estate projects, several changes have been made to the PER offer and to the savings and loans.

Gouvernance

- Updating the bank's governance bodies:

DaAs part of the bank's strategic orientations and in compliance with regulatory provisions, the bank's governance arrangements have been updated to adapt the various organizational changes and to comply with good managerial practice.

The updated system is aligned with best practice, to ensure that the bank is managed efficiently and operates optimally to achieve sound growth.

With a view of ensuring the efficient functioning of all the bank's committees, certain principles have

been adopted: optimizing the involvement of the bank's managers, limiting individual powers by favoring collegial decision-making, covering all the bank's activities by committees presided over by the managing director and improving efficiency in decision-making or steering.

As regards the Board committees (Risk Committee, nomination and Remuneration Committee, permanent Audit Committee and Executive Credit Committee), it has been decided to set up committees preceding them and presided over by the Managing Director.

In addition, the rules governing the proper functioning of these committees have been redefined, in particular, the time allotted to each committee, the communication of working documents to participants and their consistency.

In terms of managerial practices, measures have also been implemented to ensure fluidity between the different levels.

To ensure that information forwarded to General Management, the heads of departments shall report quarterly to the Governance department on the operational committees for which they are responsible.

BIAT Group

The strengthening of collaboration and synergies between the teams at Tunisie Valeurs and BIAT was an important step in consolidating the bank's positioning

in capital market activities. The rapprochement of the two institutions' sales forces has given rise to numerous actions and events to consolidate financial advice to clients and enrich financial products.

Banking Awards, International Rankings and Certifications

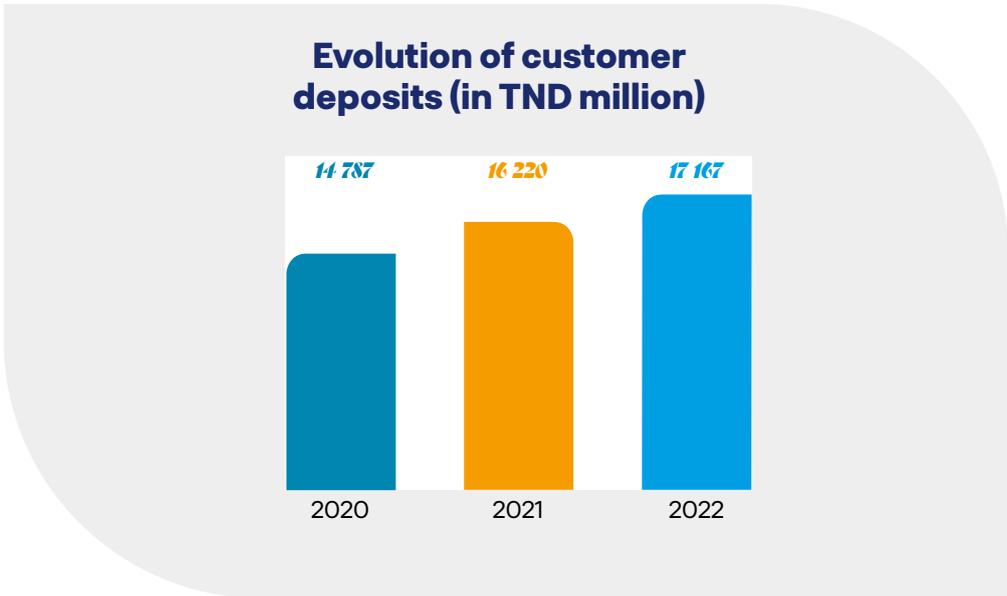
- In 2022, BIAT received four international awards:

- **The Best Digitalization Strategy in North Africa Award from Capital Finance International** for the 2nd consecutive year. This award recognizes the bank's digital transformation.
- **The Best Banking Governance prize in Tunisia for the 4th consecutive year awarded by Capital Finance International:** This prize supports the excellence of BIAT's governance system, one of the pillars of its success as well as its adaptability and experienced staff.
- **The Best custodian bank in Tunisia awarded by Global Finance** for the 3rd consecutive year. This award recognizes the ongoing performance of BIAT's securities and custodian activities.
- **«Best Customer Service of the Year 2022» in Tunisia :** this award supports the know-how of the BIAT teams in terms of excellence in support at all points of contact with customers, whether human, telephone or digital.

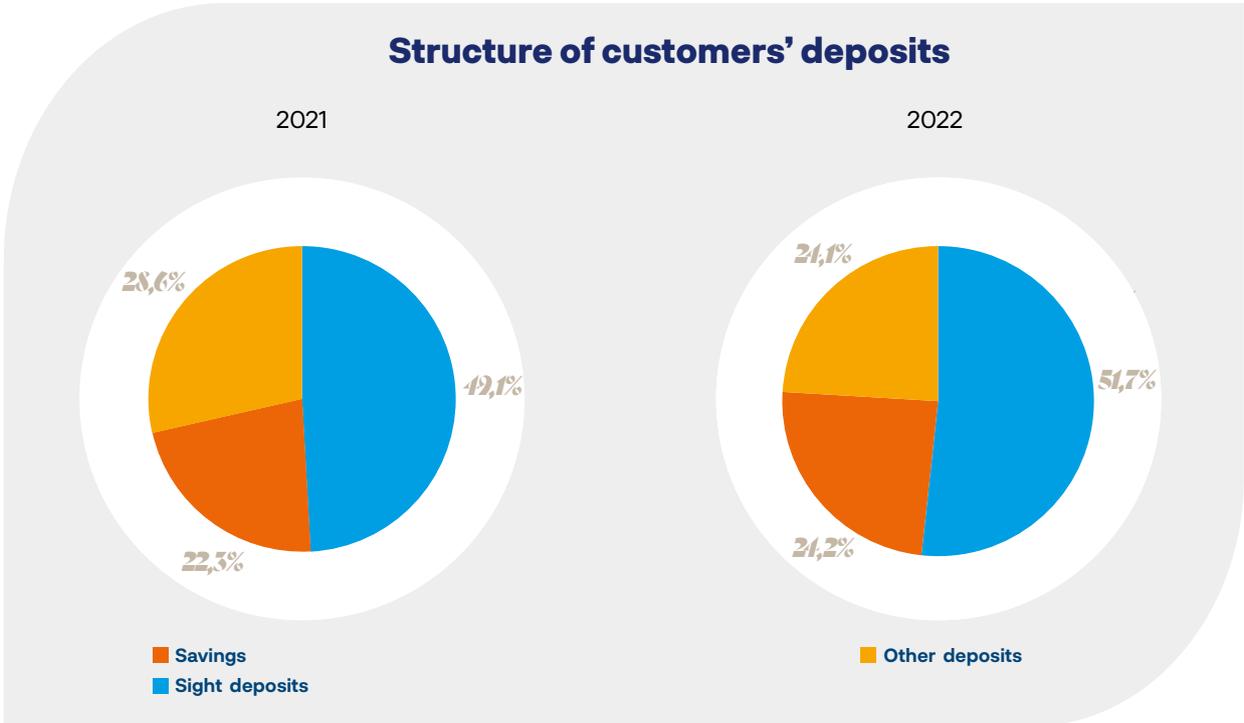
2.3 Bank's Activities in 2022

2.3.1 Customer Deposits

By the end of 2022, customer deposits recorded a growth of 5.8% to reach TND 17 167 million.

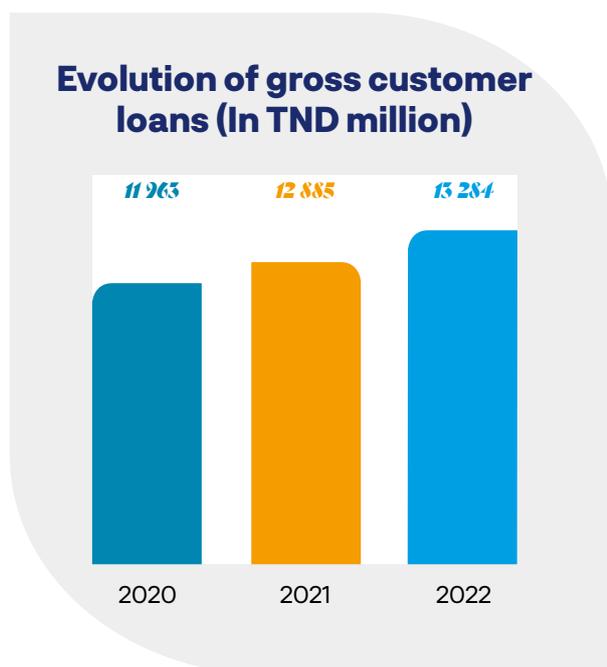


The bank deposit structure remains among the most favourable in the sector. The sight deposits share represents 51.7% of total deposits.



2.3.2 Customer Loans

BIAT gross customer loans reached, for the financial year 2022, TND 13 284 million, recording an increase of 3.3% compared to the end of December 2021.



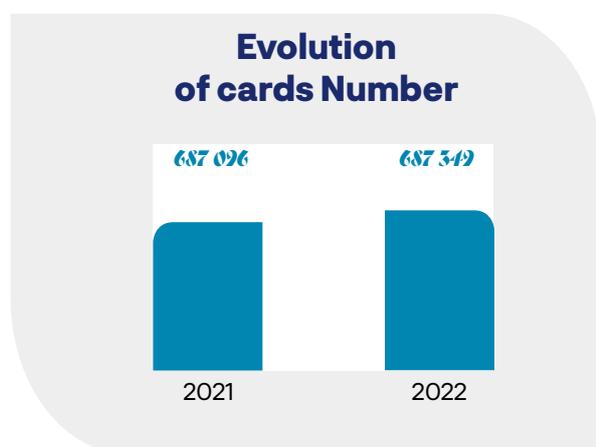
2.3.3 Customer signature commitments

The volume of signature commitments in favor of customers increased by 4.1% equaling TND 2.725 million by the end of the year 2022.



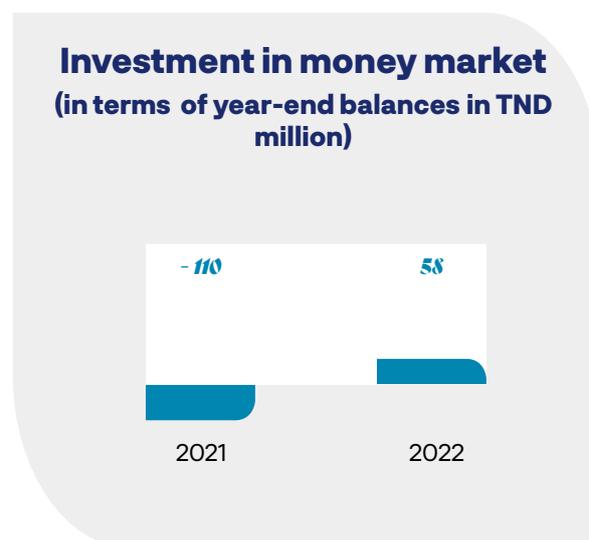
2.3.4 Electronic Banking

By the end of 2022, The number of cards in circulation reached 687 349 units.



2.3.5 Investment in the Money Market

The bank closed the year 2022 with an investment in the Money Market of TND 58 million.

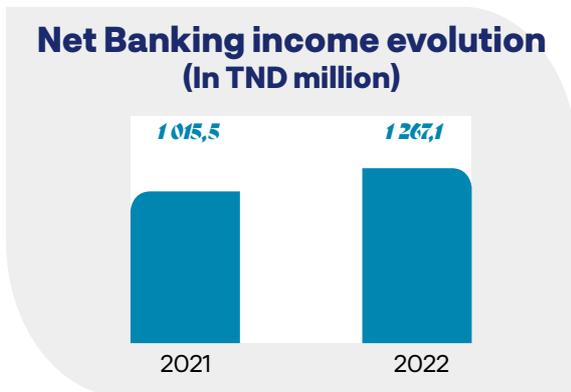


2.4 The Bank's Result in 2022

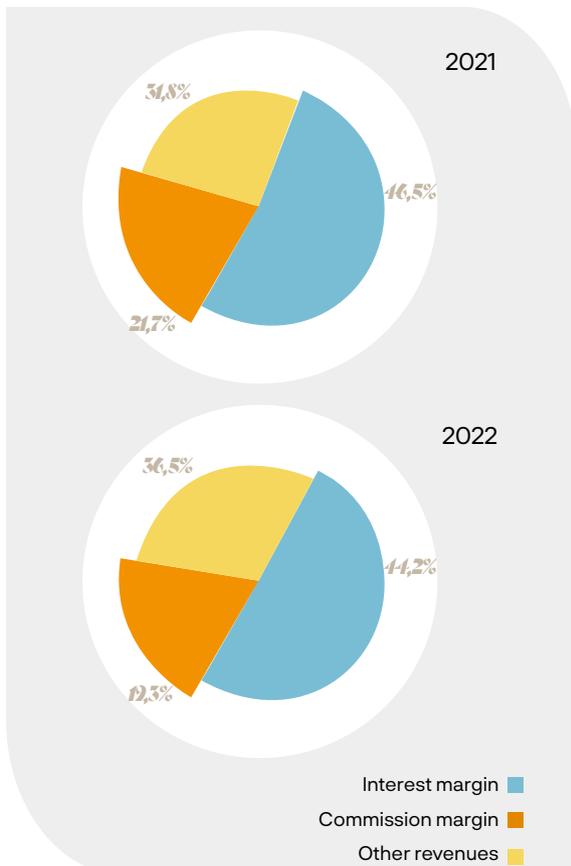
• The Net Banking Income

By the end of 2022, the net banking income reached TND 1267,1 million, recording an increase of 24.8%.

The changes in the interest margin, the commission margin and other revenues were respectively 18.5%, 11.4% and 43.1%.

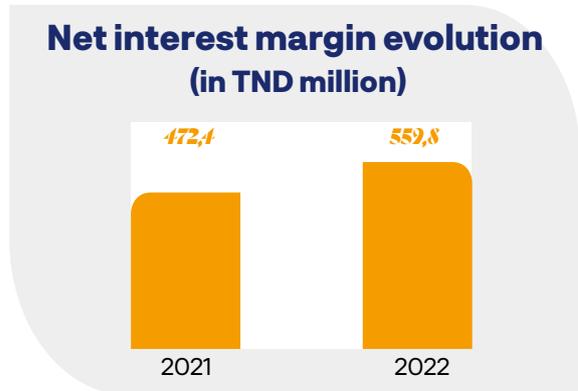


The NBI structure is broken down as follows:



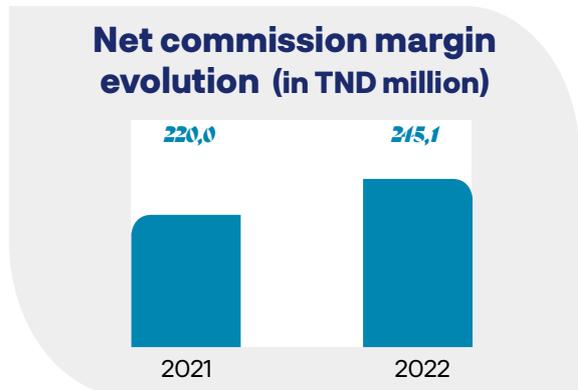
• Interest Margin

The interest margin amounted to TND 559.8 million or 44.2 % of the NBI, an increase of 18.5%.



• Commission Margin

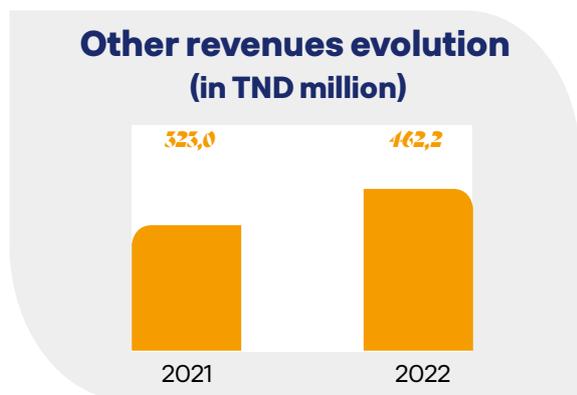
The commission margin has improved by 11.4% to reach TND 245.1 million.



By December 31st, 2022, the share of the commission margin in the NBI stood at 19.3%.

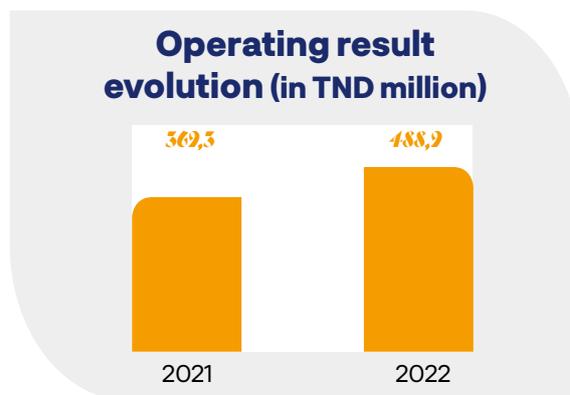
• Other revenues

Other revenues increased by 43.1% to reach TND 462.2 million. By December 31st, 2022, the other revenues represented 36.5 % of NBI.



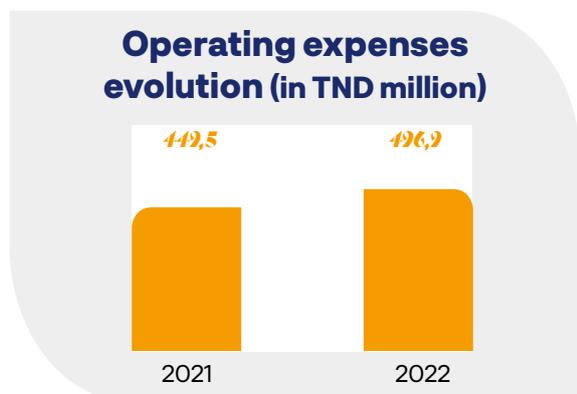
• Operating result

The operating result records an increase of 32.4 % to reach TND 488.9 million.



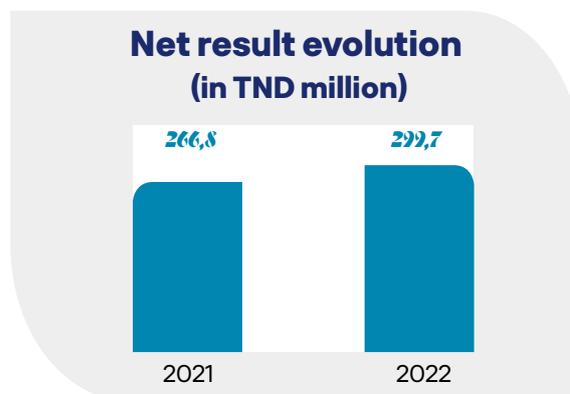
• Operating expenses

At the end of 2022, operating expenses recorded a growth of 10.6% to reach TND 496.9 million.



• The Net result

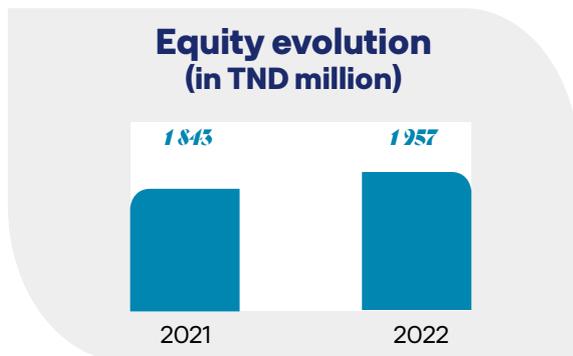
In the end, the net result stands at TND 299.7 million, at the end of 2022, a growth of 12.3 % in comparison with preceding financial year (TND 266.8 million).



As result to this growth , the operating ratio stood at 39.2 % against 44.3% in 2021.

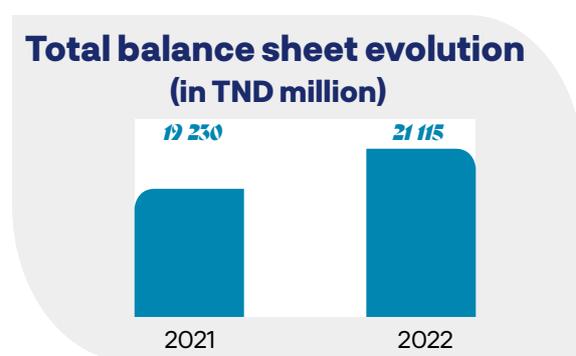
• Equity

With respect to the financial year 2022, Equity totaled TND 1 957.3 million against TND 1 842.8 million in 2021, a growth of 6.2%.



• Total Balance sheet

At the end of December 2022, the total balance sheet totalizes TND 21 115 million against TND 19 230 million in 2021, a growth of 9.8%.

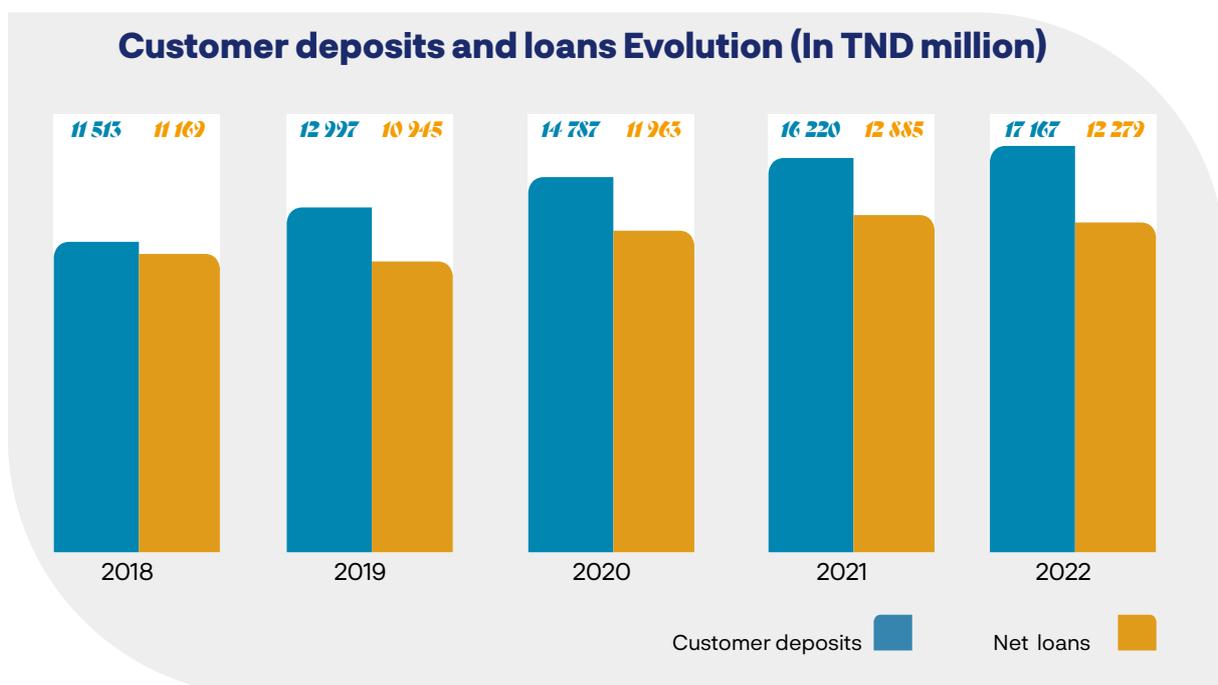


2.5 Bank's development and achievements over the recent years

2.5.1 Customer deposits and loans

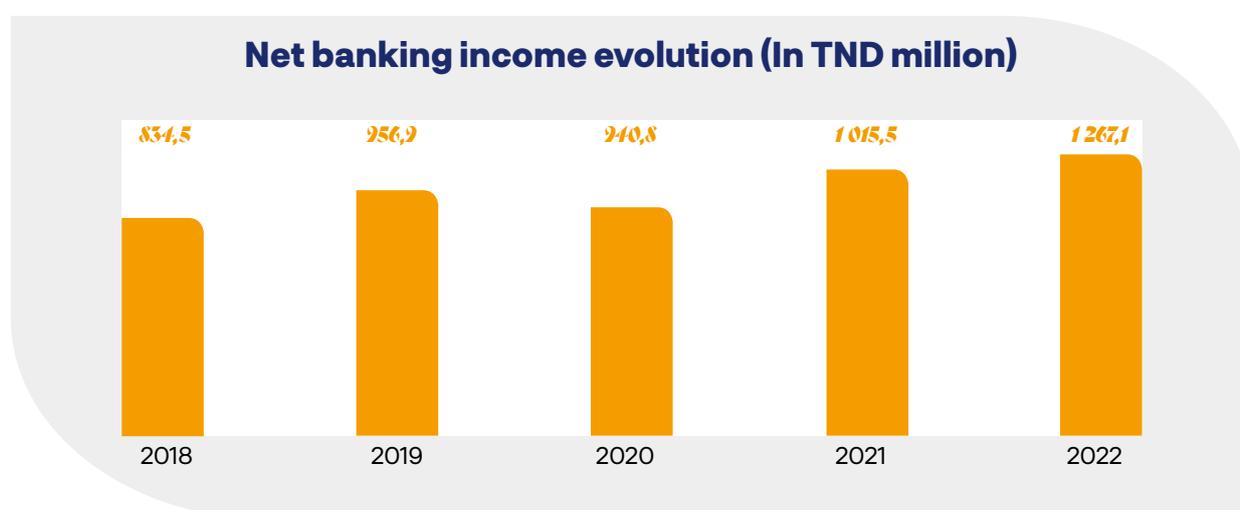
• By the end of 2022, Customer deposits amount to TND 17,166,8 million, an average growth of 10.5 % over the past five years.

• By December 31st, 2022, The gross customer loans stood at TND 13,284,1 million, an average growth of 4.4% over the same period.



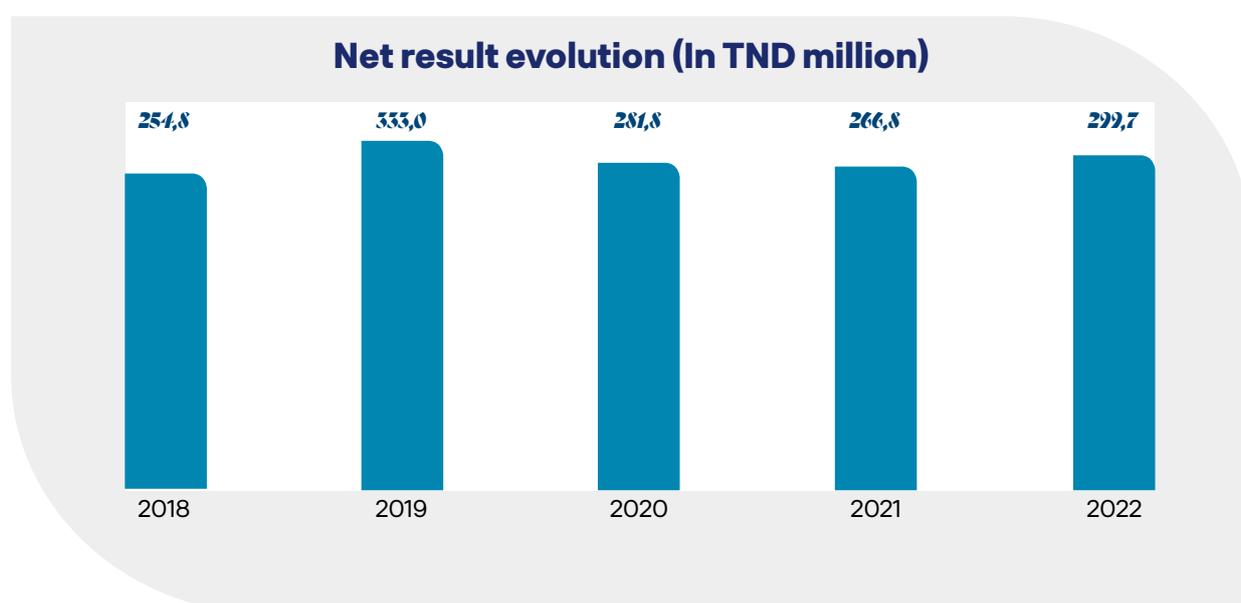
2.5.2 Net banking income

The net banking income has recorded an average annual growth of 11.0% over the last five years, to reach TND 1267.1 million by the end of 2022.



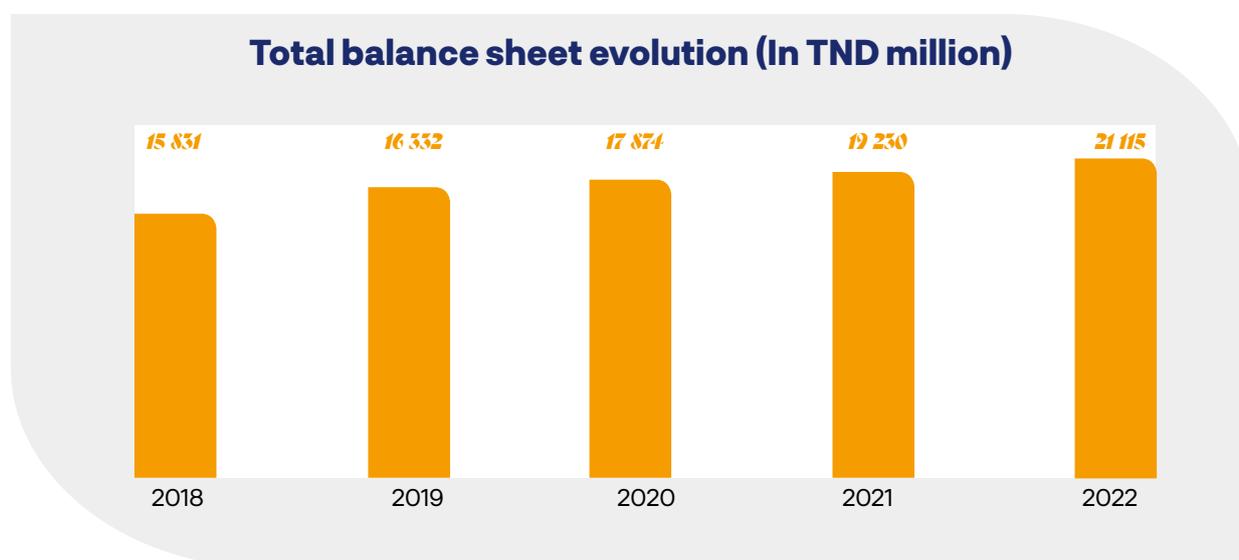
2.5.3 Net Result

The net result rose from TND 266.8 million in 2021 to TND 299.7 million in 2022, an average annual growth of 4.1% over the last five years.



2.5.4 Total Balance sheet

The total balance sheet has increased by 7.5 % over the last five years, reaching TND 21.115 million at the end of December 2022.



2.5.5 Ratios

Profitability Ratios

	2018	2019	2020	2021	2022
NBI/ Total Assets	5,3%	5,9%	5,3%	5,3%	6,0%
Net Result/ NBI	30,5%	34,8%	30,0%	26,3%	23,6%
Net Result / Equity Capital (ROE) Return on Equity	20,8%	22,6%	16,1%	14,5%	15,3%
Net Result / Total Asset (ROA) return on assets	1,6%	2,0%	1,6%	1,4%	1,4%

Productivity Ratios

(In thousands dinars)

	2018	2019	2020	2021	2022
Deposits / employee	5 652	6 604	7 730	8 382	8 732
Gross loans / employee	5 483	5 561	6 254	6 659	6 757
NBI / employee	410	486	492	525	645

Regulatory Ratios

Loans / Deposits Ratio

	2018	2019	2020	2021	2022
Loans/deposits	135%	109%	95%	85%	89%

Equity and risk coverage ratios

(In TND millions)

	2018	2019	2020	2021	2022
Capital	170,0	170,0	178,5	178,5	178,5
Reserves	512,8	595,9	757,9	926,3	1063,9
Profits of the year	254,8	333,0	281,8	266,8	299,7
Other equity and forwarded result	285,5	372,7	535,7	471,2	415,2
Equity ⁽¹⁾	1 223,1	1 471,6	1 753,9	1 842,8	1 957,3

(1) Before appropriation of the profit for the year.

(In thousands dinars)

	2018	2019	2020	2021	2022
Weighted net assets (in TND million)	13 057,4	13 177,8	14 344,3	15 229,0	16 396,7
Total of net core capital (in TND million)	1 122,8	1 454,5	1 555,2	1 634,5	1 722,5
Risk coverage Ratio (Tier 1)	8,22%	10,64%	10,25%	10,64%	10,51%
Additional own funds (in TND million)	256,0	209,3	453,7	549,1	831,0
Total net equity ⁽²⁾	1 378,8	1 663,8	2 008,9	2 183,6	2 553,6
Global ratio of risk coverage	10,09%	12,17%	13,25%	14,22%	15,57%

Risk control Ratios

Standard 1: a- individual risks (by business group) exceeding 5% of net equity capital (NEC) shall not exceed globally 3 times the bank's NEC.

2018	2019	2020	2021	2022
1,9 NEC	1,1 NEC	1,1 NEC	1,0 NEC	1,0 NEC

Standard 1: b- Individual risks (by business group) exceeding 15% of net equity capital (NEC) shall not exceed globally 1.5 time the bank's NEC.

2018	2019	2020	2021	2022
0,5 NEC	0,4 NEC	0,4 NEC	0,4 NEC	0,3 NEC

Standard 2: incurred risk on the same beneficiary shall not exceed 25% of the bank's NEC.

2018	2019	2020	2021	2022
0 client				

Standard 3: incurred risk on related parties shall not exceed 25% of the bank's NEC.

2018	2019	2020	2021	2022
0,4 NEC	0,3 NEC	0,4 NEC	0,3 NEC	0,2 NEC

Liquidity Ratio

	2019	2020	2021	2022
LCR Ratio (Liquidity Coverage Ratio)	191,57%	192,98%	417%	576%

Gross risk, Bad and Doubtful Loans «BDL» and quality risk ratios

	2018	2019	2020	2021	2022
Gross Risk	13 363,9	13 149,0	14 215,5	15 503,0	16 009,3
BDL	733,6	841,4	798,2	852,1	881,7
BDL ratio	5,5%	6,4%	5,6%	5,5%	5,5%
BDL coverage ratio*	57,2%	58,6%	65,2%	69,4%	71,5%

(*) : The coverage ratio was calculated based on the provisions for customers ' receivables (Provisions excluded for Risks and expenses)

2.6 BIAT Rating (Rating solicited by the bank)

In its recent report, Moody's downgraded the outlook for the BIAT deposit rating in local currency from Caa1 to Caa2, following the downgrade in the sovereign rating outlook of the country and maintained a negative outlook.

Consequently the rating of BIAT is as follows:

Outlook	Négative
Deposits	Caa2
Baseline Credit Assessment	Caa2
(Counterparty Risk Rating (local Currency	Caa1
(Counterparty Risk Rating (Foreign Currency	Caa1

2.7 Foreseeable Development and Future Prospects

In a difficult national political context, and a macroeconomic environment marked by continued inflation and a slowdown in growth, in relation to soaring commodity and energy prices and the impact of the Russian-Ukrainian crisis, BIAT will show resilience and will spare no effort to continue to fully play its role as a leading financial intermediary and to mobilize all its resources in order to achieve its strategic objectives, support its clients and sustain the financing of the economy.

In 2023, BIAT will focus on consolidating its results and improving its performance, in particular by rationalizing the collection of deposits, proactively monitoring risk, following up on the liquidity balance and optimizing cash management, all within the framework of scrupulous compliance with the regulatory ratios and standards in force.

Efforts will focus on the pursuit of the strategic objectives set within the framework of its develop-

ment plan, namely, the consolidation of the bank's leadership position at the sector level, the secure progress on the digital transformation roadmap, controlling operational costs, and enhancing human capital development of its human capital, through project delivery and ideas leading to progress aiming at:

- Better meet the specific needs of our customers and improve their experience at our branches particularly through the development of self-service and digitalization
- Improve productivity in all its business lines
- Strengthen synergies with financial subsidiaries and develop cross-selling;
- Modernize the information system infrastructure and applications and expand the functional scope of the information system in order to provide the business lines with increasingly effective applications and clients with better adapted solutions.

— 2.8 Activity of research and development

The year 2022 was marked by the launch of a strategic mission to define and modernize the IS roadmap over the next 5 years and to support the bank's future ambitions, based on the following axes:

- defining of target IS architecture, modern and capable of supporting BIAT's strategic ambitions
- developing a strategic IS plan to ensure the continuity of the current IS and gradually reach the target architecture

The target IS architecture, defined within this framework, aims at supporting the Bank's strategic objectives up to 2027 with an IS roadmap and a 5-year transformation capacity planning, addressing the Bank's priorities in terms of upgrading technology in line with market trends, delivering value to the business and securing the Bank's continuity.

The IS strategic axis is now based on 2 pillars: Continuity and Transformation.

The main missions of the Continuity Program are to:

- Secure the bank's IS
- Guarantee the continuity of the bank's activities (promote high availability, etc.)
- Modernize and maintain IS technology watch (hardware and software)
- Guarantee the overall consistency of the IS and ensure its proper architecture and urbanization
- Ensure the continuous evolution of the business IS through the implementation of projects that bring value to the bank's businesses (means of payment, trading room, accounting, purchasing and expense)

To meet business ambitions, the Transformation program aims at moving towards a target architecture based on the following concepts:

- A less customized application landscape, with new components to enhance the user experience
- A consolidated and modernized digitization, EDM and archiving solution
- Improved user experience and sales thanks to innovative new solutions
- A new landscape for data management and analytics, benefiting the organization as a whole.

In 2022, the MyBIAT digital offering was commercialized and continues to be enhanced to provide our clients with new digital services. In addition to this offering, a number of projects have been implemented, including:

- Stabilization actions/projects for means of payment systems (exchanges with SIBTEL, a member post), electronic banking in or international systems and strengthening of IT production supervision.
- Implementation of an innovative trading room solution
- Implementation of a scoring system
- Swift ISO 2020022 compliance
- Product development and redesign to better adapt to our clients' needs: residential redevelopment loan, fixed-rate consumer loans and a new real estate loan offer.

A stylized blue number '3' with a horizontal orange dash to its left.

BIAT GROUP AND PARTICIPATIONS

3.1 BIAT Group

BIAT Group on several financial business lines that are complementary to the banking line of business of BIAT.

Furthermore, and in support of the strategic sectors of the Tunisian economy in terms of funding and consultancy, the BIAT Group has asserted its presence

in other business lines, particularly in tourism and real estate.

The graph below shows the participations falling within the scope of consolidation of BIAT broken-down by business line.

GROUP BIAT AS AT 31 / 12 / 2022

FINANCIAL COMPANIES 184,76				NON FINANCIAL COMPANIES 215,08		
Capital investment	Insurances	Financial Markets	Others	Tourism	Real estate	Services/ Industry
52.58	47.33	81.08*	3.77	151.46	62.41	1.21
TTG 100% (D+Id)	Assurances 94,48% (D+Id)	Tunisie Valeur 99,41% (D+Id)	CIAR 100% (D+Id)	STI 67,30% (D+Id)	MFCP EL FEJJA 60% (D+Id)	BIAT Consulting 100% (D+Id)
20	39.92	75.13	0.85	28.3	26.35	0.3
SICAF 100% (D+Id)	Protectrice 100% (D+Id)	TVAM** 99,6% (Id)	BIAT FRANCE 100%	HLC 40% (D+Id)	TAAMIR 100% (Id)	OSI 100% (D+Id)
20.09	7.4	2.07	2.92	15.37	5.1	0.0
BCR 98,08% (D+Id)		Tunisie Titrisation*** 98,80% (D+Id)		SPT SFAX 82,76%(D+Id)	SOPIAT 100% (D+Id)	DAUPHINE 30,07% (D)
4.69		0.27		14.2	26.06	0.9
SGP 100% (Id)				STSP Nafta 100%(Id)	PLI 94,12% (D+Id)	
2.50				8.0	1.5	
INMA HOLDING 23,5% (D)				MED V 76,16%(D+Id)	Skanes Loisir et Culture 40% (Id)	
0.2				31.32	3.4	
Anva Seed Fund 20,13% (D)				GSM 62,18%(D+Id)		
5,1				1.74		
				SALLOUM 50,76%(D+Id)		
				2.09		
				Faiza 42,31%(D+Id)		
				0.28		
				SPT HAMMAMET 87,54% (D)		
				50.16		

* Including TND 3.61 million pertaining to participations in SICAVs (TND 0.51 million) and 2 mutual funds (3,1) managed by La BAM.

** La BAM manages 4 SICAV and 2 mutual funds FCP

*** Tunisie Titrisation manages 2 special purpose vehicles (SPV)

■ Direct participation on which BIAT has a significant influence

■ Direct and indirect controlled by BIAT

■ Amount of participation in TND million

3.1.1 Insurance Activities

BIAT insurances

Founded in 1997, the company was the Tunisian subsidiary of a Bahraini insurance company. During 2002, BIAT participated to the capital of the company thus marking the beginning of the business line of activity under new directions, thanks, mainly to the revitalization of activities and to business development. BIAT Insurance capital currently stands at TND 22 million, of which 94,5% is held by BIAT.

BIAT Insurances is active in all insurance activities, including life, automobile, health, transportation, fire, and third-party liabilities insurances.

During the year 2022, BIAT Insurance's turnover reached TND 206 million, of which TND 101 million were generated from Bancassurance products.

Insurance Protectrice Company

Its capital amounts to TND 6,1 million, 84,1% of which is held directly by BIAT.

3.1.2 Activities related to Investment Capital

BIAT Capital Risk

BIAT Risk Capital, which was launched in 2000, is a risk capital investment company.

As at December 31st, 2022, its share capital amounts to TND 4,678 million.

It also manages the Private Equity Funds on behalf of the BIAT Group with an amount of around TND 833,812 million on December 31st, 2022.

BIAT Risk Capital participates on its own behalf or on behalf of third parties in the capital financing and strengthening of the Tunisian companies.

It is, as such, as an intermediary in the management of managed funds.

As at December the 31st, 2022, about 61% of the resources (Capital and Managed Funds) were invested, an investment volume of TND 511,478 million.

The year 2022 was marked by:

- A paid-up volume of the BIAT Group managed funds amounting to TND 180 million

- An investment volume of around TND 97,142 million
- A disinvestment Volume in the order of TND 41,944 million
- A net result of TND 5,664 million.

SICAF BIAT

The Company was established in November 2003. Its corporate objective is the management of securities and related operations. It manages a portfolio of more than TND 14 million, mainly by participating in SGP, TAAMIR Company, Protectrice and BIAT consulting.

As at December 31st, 2022, its share capital reached TND 19 million.

Société Générale de Placement « SGP »

The company was launched in September 1992. Its corporate purpose is to manage the financial holdings. It manages an investments portfolio of more than TND 2 million and an investment envelope of approximately TND 1.2 million. As at December 31st, 2022, its share capital reached TND 2.5 million, held at 99.9% by SICAF BIAT.

For the year 2022, the company recorded a net profit of TND 0.103 million.

INMA Holding

The company was launched in June 2018. its main purpose is the management of the financial holdings. It manages an investment portfolio of TND 25 million.

As at December 31st, 2022, its share capital reached TND 0.5 million.

Anava Seed Fund

The Anava Seed Fund, is a seed capital investment fund benefiting from a simplified procedure launched in partnership with the Tunisian American Enterprise Fund (TAEF), Meninx Holding and the Banque Internationale Arabe de Tunisie (BIAT).

The purpose of the Fund is to invest in start-ups and early stage ventures based in Tunisia with innovative projects.

3.1.3 Activities related to Assets management and brokerage

Activities related to Assets management and brokerage

Tunisie Valeurs

In 2020, the BIAT group acquired a majority block of the stock market intermediary Tunisie Valeurs. The operation is part of strengthening BIAT group's positioning as a leading player in all the financial businesses and services.

As at December 31st, 2022, the share capital of Tunisie Valeurs amounts to TND 21 million, held up to 99.4% by BIAT.

Established in 1991, Tunisie Valeurs is a financial institution specialized in asset management, stock market intermediation, and financial engineering and treasury securities.

Backed by a network of 8 branches and a team of 120 professionals, Tunisie Valeurs is now ranks among the largest operators in the market.

At the end of 2022, the outstanding amount of mutual funds managed by Tunisie Valeurs stood at TND 1 417 million, with a market share of 22 %.

Tunisie Valeurs Asset Management

Tunisie Valeurs ASSET MANAGEMENT is a subsidiary representing 98.6 % of Tunisie Valeurs following its assignment by BIAT in 2021. It is specialized in the UCITS management. Its corporate capital amounts to TND 500 million.

By the end of 2022, the outstanding of UCITS managed by Tunisie Valeurs Asset Management stood at TND 1 494 million. The company thus ranks first in terms of assets under management with a market share of 29 %.

By the end of 2022, The Company manages a range of products:

Debenture UCITS

- **SICAV TRESOR:** created in 1997, SICAV TRESOR is a UCITS debenture of distribution. By the end of 2022, its managed assets amount to TND 146 million.
- **SICAV PATRIMOINE OBLIGATAIRE:** is a debenture UCITS of capitalization. By the end of 2022, its managed assets amount to TND 425 million.

UCITS devoted to holders of saving accounts in shares

- **Mutual Investment Fund BIAT – EPARGNE ACTIONS:** Established in 2007, this mutual investment fund manages the amounts invested by holders of savings accounts in shares (SAS). The fund's assets reached TND 64 million at the end of 2022.
- **Mutual Investment fund BIAT – SAS PNT Tunisair:** Established by the end of 2017, it is dedicated exclusively to Tunisair Flight Crew members who hold savings accounts in shares. The fund's assets reached TND 31 million at the end of 2022.

Mixed UCITS

- **SICAV PROSPERITY:** created in 1994, SICAV PROSPERITY is a mixed UCITS in which the managed assets are invested from 5 % to 30 % in companies stock admitted to the listing of the stock market, and presenting a perpetual growth of their activity and of the achieved development objectives. Its managed assets amount, by the end of 2022, to TND 4 million.
- **SICAV OPPORTUNITY:** created in 2001, SICAV OPPORTUNITY, a mixed UCITS in which the portion invested in shares, ranges between 50 % and 80 %. The shares investments relate to companies admitted to the listing of the stock market with a vision of long term investment and on the basis of the fundamentals of these companies, show a potential of a visible growth. The managed portfolio totals TND 0.6 million by the end of 2022.
- **Mutual Fund BIAT – EQUITY PERFORMANCE:** created in 2017, mutual fund is mainly intended for institutional investors, with the contribution of the Caisse des Dépôts & Consignations. The fund's assets reached TND 10 million by the end of 2022.

Tunisie Titrisation

Specialized in the management of mutual claims funds, the company began operating in 2005. Its capital amounts to TND 0.660 million.

3.1.4 Activities within the Tourism

Société Tanit International « STI »

Founded in 1989, STI has as main purpose the development of the hotels, tourism and the health resorts in Tunisia as well as the direct or indirect

participation in any company sharing the same purpose. The STI is the result of a partnership between the three following banks STB, BNA and BIAT.

Thanks to restructuring actions, the Company currently focuses on medium and long-term development of its high-potential real estate assets.

Société Touristique Sahara Palace Nafta

The company was created in 2006 with a share capital of TND 8 million, held up to 100% by STI. The company's purpose is to develop the hotel industry, catering, tourism and thermal spas. It owns the SAHARA PALACE hotel in Nafta, located at 2 km from the center of Nafta, 20 km from Tozeur airport and only 30 km from the Tunisian-Algerian border.

With view of the Nafta «corbeille» and its typical architecture, the site has great development potential.

Société de Promotion Touristique Mohamed V « SPT Mohamed V »

Founded in 2006, the company's purpose is to develop the hotel industry, catering, tourism and spas. By the end of 2022, its share capital amounted to TND 31.4 million.

The company owns the Ibis 3* and Novotel 4* on Mohammed V Avenue in Tunis capital, (152 and 126 keys) and Novotel 4* in Lac (122 keys) which is managed since their opening in February 2012 and August 2021 respectively, by ACCOR Group under a management mandate.

The year 2022 witnessed an upswing in hotel activity with the first full year of operation of Novotel Tunis Lac, which now enjoys a reputation such as the site of Mohamed V, based on the quality of its infrastructure and service.

Société de Promotion Touristique Sfax

The creation of SPT Sfax in 2014 with a capital of TND 17.4 million was the result of a development opportunity, in partnership with the ACCOR Group and Tunisian private individuals, of a 3* hotel under the Ibis brand in Sfax, with a 187 room capacity, a banqueting area of 200 seats, on a land enjoying a unique location at the intersection of the Majida Boulila Avenue and the Menzel Chaker road.

Since it began operating, in April 2018, Ibis Sfax 3* has

been able to move up into the best 5-star+ category for customer satisfaction.

Despite the difficulties related to the COVID pandemic, the hotel was able to consolidate its position as market leader, thanks to its construction and top-quality service.

Société de Promotion Touristique Salloum « SPT Salloum »

The company was created in 1990. The company's purpose is the creation, the development and the operation of an integrated touristic resort of a top range, in the area of Salloum – delegation of Bouficha, within the framework of an overall programme with the AFT.

The company is awaiting for the decision of the government bodies on the new development zones to give it more visibility on the development tracks in order to resume the studies.

By the end of 2022, the capital amounts to TND 4.7 million.

Société de Promotion Touristique Hammamet « SPT Hammamet »

Created in 2016, the company's purpose is the development of hotels, catering, tourism and spas. As part of a reconstruction approach and enhancement of repurchased hotel-keeper, reflections were undertaken to the development for a hotel that meets the international standards of high-end tourism, contributing to the revitalization of seaside tourism following Covid Crisis.

As part of its development program in 2022, SPT Hammamet will be building a 5-star hotel project in Hammamet Nord.

By December 31st 2022, its share capital has reached TND 57.3 million.

Hammamet Leisure Company « HLC »

Founded in 2007, HLC is a company of Tourist Promotion owner of an area of approximately 7ha in Hammamet Nord. After delays linked to the economic and the international health crisis context, in particular in the tourism industry, studies have resumed in 2022 for the development of a high-end hotel unit.

The new tourism project is currently being considered taking into account the impact of the new touristic trends and the international health standards.

By December 31st, 2022, its share capital has reached TND 21,9 million.

Société Golf Sousse Monastir

The company GSM was created in 1990. It operates a golf course "Palm Links", situated in the tourist zone of Skanes in Monastir, owned by the BIAT.

The golf course has got 18 holes over an area of 74 hectares.

The Golf course, mainly visited by foreign tourist customers.

Société FAIZA

Created in 1993, with a capital of TND 1.3 million. The company's purpose is the construction, the planning, the purchase, the sale and the operation of any establishment of a touristic nature. The company is currently put on hold.

3.1.5 Real Estate Activities

Société du Pôle de Compétitivité de Monastir El Fejja «MFCPOLE»

The establishment of the company was in October 2006. By December 31st, 2021, its share capital has reached TND 40 million. As part of an ambitious development project, Mfcpole pursues its prospection efforts in a challenging investment context. The main tasks of the company «Mfcpole» consist of:

- The development, operation and maintenance of the pole competitiveness (the Monastir Technopole and parks with industrial activities associated with Monastir and El Fejja in the Governorate of Manouba);
- Animation, promotion of the pole and the investments attraction
- Animation of a network of partners (industry, research and development, training);
- The incubation and supervision of the technological or services projects promoters within the pole as well as their assistance in carrying out of their activities;
- The development of a technological and innovation monitor
- The strengthening of the cooperation and exchange with the similar poles, academic institutions as

well as the research and technological innovation centers; both on the national and international level.

The company has shown that it remains attuned to the needs of foreign investors seeking to operate buildings complying with their specifications, namely through the provision to one of these investors of a rental project in the desired area.

As part of its development, the Company has also extended its land base in the El Fejja area, offering local and foreign operators attractive investment opportunitiesii.

Société de Promotion Immobilière Arabe de Tunisie «SOPIAT»

Operating in the sector of the real estate development, the company started its activity in December 2000. SOPIAT continues playing its role of vehicle real estate in response to BIAT group's needs in terms of expansion of branches' network, archive and deposit spaces and other real estate needs.

By the end of 2022, its share capital stood at TND 27.6 million.

Société Support et Maintenance Express «SME» (former TAAMIR)

Began operating in 1988. As part of its ambitions to develop additional services, the company changed, in 2022, its corporate name to «Support et Maintenance Express (SME)», reflecting the extension of its initial corporate purpose of carrying out all types of real estate operations to include new service activities, in particular, in the fields of logistics, maintenance and administrative management.

By the end of 2022, the share capital amounts to TND 5 million.

Société Tunisa Tourism Group «TTG»

Founded in 2022, the company's corporate purpose is to acquire equity interests, directly or indirectly, in any form whatsoever, in all companies and, more generally, in all existing or future Tunisian or foreign legal entities, irrespective of the economic sector in which they operate.

As at December 31st, 2022, its share capital stood at TND 20 million.

3.1.6 Services and industry

Institut Tunis Dauphine « ITD »

Founded in 2009 with a capital of TND 3 million, of which 30.07% are held by BIAT.

The company is dedicated to the study, implementation and operation of a private education and training institution. It is the private university institute of higher education and research which is based on a partnership with the University Dauphine of Paris (Université Paris Dauphine).

BIAT Consulting

Created in 2014, BIAT consulting is a subsidiary of BIAT, specializing in consulting for international financial institutions, with a share capital of TND 1 million held up to 100% by BIAT group. It benefits from synergies with its parent company and the various financial subsidiaries of the Group.

Building on BIAT's experience, BIAT Consulting provides its clients with the know-how and experience of the Bank's executives.

Whether they are active or retired, the firm hires employees with specific business expertise to deliver technical support missions within their scope.

BIAT Consulting assists its clients with major strategic projects and helps them rethink their organization through transformation plans, covering the entire scope of banking issues and fields.

The company provides its clients with training and skills development programs to meet their needs.

BIAT Consulting mobilizes a set of operational skills to meet its clients' challenges through:

- Specific Consulting offers
- A high level of sectoral expertise
- A capacity to serve our clients

Our areas of expertise:

- Digital Transformation
- Strategy and organization
- Business Effectiveness
- Operational Effectiveness
- Talents & Human Resources
- Management Control and Performance Management

- Audit, Controls and Compliance
- Creation of training centers and skills development

Despite the negative effects of the COVID-19 pandemic on the results of 2021, given the international scope of its activities and the consequent delays in assignments, BIAT Consulting has succeeded in maintaining its activities and adapting to changes in the market.

Working closely with each of its clients on a readjustment of the planning of each mission, BIAT Consulting has been able to start 2022 with a relatively full order book, recovering the delay recorded on its activity on both the operational and financial level.

Thanks to its solid reputation and commitment to its clients, the company has been able to maintain existing business relationships and trust, while winning over new clients. Indeed, BIAT Consulting supports two New Guinean banks on the process of launching their banking activities, providing professional advice and supporting them to develop an effective strategy. One of these banks has already succeeded in opening its first branch in March 2023.

This achievement is further proof of BIAT Consulting's commitment to providing high quality consulting services to its clients and supporting them achieving their business goals in Africa.

In addition, BIAT Consulting has adopted an innovative strategy based on the development of its training axis, building on the synergies developed with its parent company BIAT by establishing a partnership with the Skills Development Center (CDC).

This approach has allowed BIAT Consulting to offer a more comprehensive and specialized range of training courses that meet the specific needs of its clients and enable them to face the new challenges of the business environment.

BIAT Consulting has also developed its presence in Paris via its representative office by setting up a subcontracting activity with partners in France.

3.1.7 Other Activities

Compagnie Internationale Arabe de Recouvrement « CIAR »

Created in December 2000, CIAR is a debt recovery company that acts for its own account or on behalf of the third parties.

It was created with a share capital of TND 1 million, majority held by Group BIAT.

The year 2022 was marked by the consolidation of the activity for own-account. This significant collection volume improvement of CIAR activity reflected directly on its performance and profitability indicators.

By the end of the year 2022, CIAR's recovery revenues have recorded an increase of 28 % to reach TND 12.465 KDT, against TND 9.717 KDT at the end of the year 2021.

By the end of the year 2022, The general operating expenses amounted to TND 653 KDT, recording a slight decrease of 4%, against TND 680 KDT at the end of the year 2021.

The gross operating income recorded, for its own part, a growth of 65 % to reach TND 6.574 KDT by the end of the financial year 2022, against TND 3.993 KDT, the previous year,

As to the financial year ended on December 31st, 2022, the net profit stood at TND 4.309 KDT, hence, recording an increase of 64% compared to TND 2.635 KDT at the end of 2021.

BIAT France

BIAT France was created on November 24th, 2014, a subsidiary "BIAT France- Payment Agent", is a limited liability company by simplified stock under the French law, held at 100% by BIAT with a share capital of € 1.2 million. The subsidiary's headquarters and first branch are located at 6, rue de la Chaussée d'Antin in the 9ème arrondissement of Paris.

BIAT France began operating in November 2015.

The subsidiary is approved by the authorities in force as a payment agent specialized in money transfer services. It provides its customers with rapid, secure online transfer to Tunisia through its subsidiary's website at a very competitive price.

BIAT France represents an advanced interface of BIAT that supports and advise its Tunisian clients residing at France as well as Europe in carrying out their projects in Tunisia (real estate investment or other).

The year 2022 marked the resumption of field actions aimed at the target group, after almost two years of health crisis. The BIAT France participated in more than 10 events of various importance and scope: real estate fairs, tours with a real estate agent partner, community events... .

In addition to Paris, these events took place in other French cities and were organized jointly by BIAT and its subsidiary. They were an opportunity to test the potential of other regions where the Tunisian community abroad is concentrated, namely the Rhône Alpes (mainly Lyon) and the PACA region (Nice, Marseille and Cannes).

A real appetite emerged for the subsidiary's Premium target clientele, in line with the bank's strategy in this market, particularly in Lyon.

In terms of performance figures, and as in the two previous financial years, BIAT France's achievements have far exceeded the objectives set annually with the BCT in the roadmap to the end of 2025.

Details of performances:

- In terms of number of direct transfers received from the BWF: slight decline of 4% from 5352 transactions in 2021 to 5124 transactions. This decline is driven by, in particular, the staff shortage (1 managing director + 2 sales staff only for more than 3 years) and the workload. This stagnation still enabled us to achieve a monthly average of 427 transfers, against a target of 300 transactions per month,
- In terms of volume of transfers: +3,4 % growth of the total volume of transactions received through the subsidiary, passing from €23 K in 2021 to €23.88 by December 2022, a target of €1K.

3.2 BIAT Group Result

The main consolidated data of the group indicate that the total balance-sheet amounts to at TND 21 627 million as at December 31st, 2022, a growth of 9.4 % compared with the end of 2021.

As at December 31st, 2022, The net banking income recorded an increase of 24.7%, or TND 1 415,1 million .

The Net consolidated income recorded, for its part , an increase of 10.2% to reach TND 312.4 million at the end of 2022.

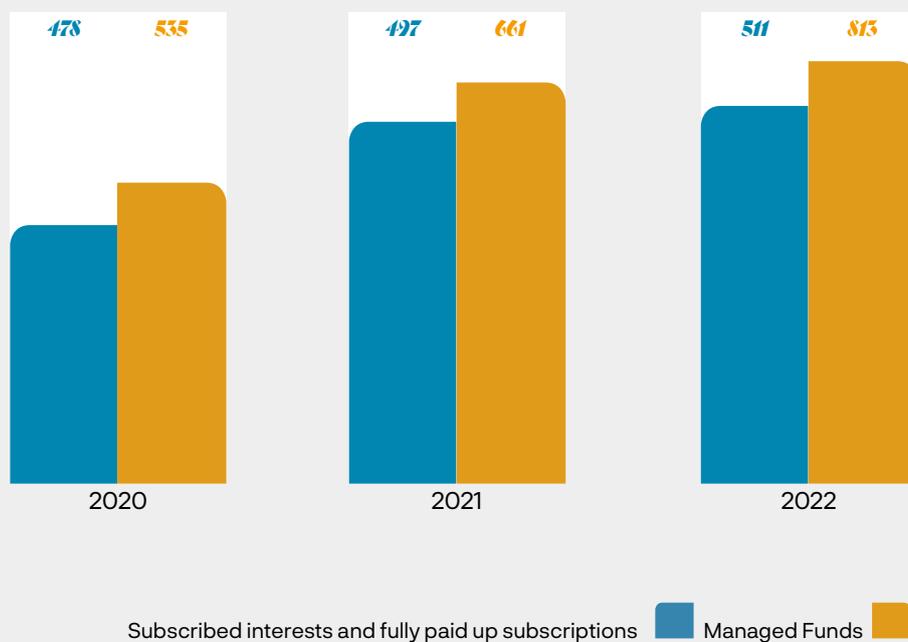
The Group's corporate income between 2022 and 2021 are as follows::

Company	Corporate Income 2022	Corporate Income 2021
BIAT	299 676	266 840
TVALAM	2 427	782
BCR	5 664	4 962
CIAR	4 310	2 635
SICAF	312	270
SOPIAT	130	5 494
SALLOUM	21	-16
OSI	-14	-9
PROTECT	-1560	-1333
ASSBIAT	19 565	16 113
FAIZA	-3	-3
OPPRTUNITY	-5	-1
TRESOR	7 693	6 643
PRESPERITY	100	144
SGP	104	171
TAAMIR	187	408
GSM	-1 629	-182
LINKS	130	87
STI	-238	-222
TITRIS	-12	-14
ELFEJJA	12 819	7 988
PATRIMOINE	23 539	14 589
FCC1	262	304
STPI	-	-168
FCP	2 025	1 926
FCC2	136	126
STSP	-701	-735
SPTMV	-2 445	-3 210
ITD	235	248
BCO	426	-950
SPTSFAX	-1 543	-1 586
BFR	447	38
PERFORMANCE	303	290
SPTHAMMAMET	-4 905	-2 582
HLC	-900	-752
AMORCAGE ANAVA	-151	-150
TVAL	5 930	12 059
TTG	52	-
Total consolidated	372 387	330 204

— 3.3 Evolution of the investment portfolio

By December 31st, 2022, the accounting value of fully paid up subscriptions (direct equity participations and managed funds) stood at TND 1324 million, an increase of 14% compared with the year 2021.

Evolution of equity participations (In TND million)





SHAREHOLDING

— 4.1 Capital allocation information and voting rights

4.1.1 Capital Structure as at 31/12/2022

Actionnaires	Number of Shares and voting rights	Capital Share and voting rights in %
A/ Tunisian shareholders	35 498 566	99,44%
LEGAL ENTITIES	27 227 810	76,27%
NATURAL PERSONS	7 925 319	22,20%
B/Foreign shareholders	201 434	0,56%
TOTAL	35 700 000	100%

4.1.2 Allocation of voting rights

The 35.700,000 shares representing the bank capital entail 35.700.00 voting rights.

Under Article 39 of the Articles of Incorporation, each member of the ordinary or extraordinary General Assembly has as many votes as the number of shares he possesses and represents with no limitation, except for legal exceptions.

4.1.3 Major changes made at the Level of share capital

The year 2022 was particularly marked by the following transactions:

– Main acquisitions:

- HORCHANI FINANCE acquired 200 060 BIAT shares or 0.56% of the capital;
- DORRA MILAD acquired 45 000 BIAT shares or 0.13% of the capital;
- MARHABA RESORTS HOLDING acquired 40 274 BIAT shares or 0.11 % of the capital;

- HORCHANI DATTES INTERNATIONAL acquired 21 000 BIAT shares or 0.06 % of the capital;
- FCP VALEURS MIXTE acquired 10 534 BIAT shares or 0.03 % of the capital;

– Main assignments:

- SARAY VALUE FUND SPC assigned 146 556 BIAT shares or 0.41 % of the capital
- LA FINANCIERE WIDED-SICAF assigned 47 041 BIAT shares or 0.13 % of the capital
- SOCIETE RYM assigned 45 000 BIAT shares or 0.13 % of the capital
- SHTB MARHABA assigned 40 274 BIAT shares or 0.11% of the capital
- KILANI LASSAAD OU RAFIK assigned 21 000 BIAT shares or 0.06% of the capital
- FCP VALEURS MIXTE assigned 17 504 BIAT shares or 0.05 % of the capital
- PARAMETRIC TAX-MANAGED EMERGING MARKETS FUND assigned 10 534 BIAT shares or 0.03 % of the capital.

— 4.2 Required conditions to attend the General Meeting

Under Article 35 of the Articles of Incorporation:

1/ Holders of shares released from payments due may attend the General Meeting, by providing proof of their identity, and they can as well be represented.

2/ However, the Tunisian State and public bodies, if they are shareholders are validly represented by their legal representatives; companies are validly represented either by one of their managers or by a delegate of their Board of Directors, or by a proxy, minors or banned persons by their guardian, all without being necessary for the Manager, the delegate of the Board, the proxy or the guardian to be personally a shareholder.

3/ Bare owners are validly represented by the usufructuary and the right to vote belong to this latter for all ordinary and extraordinary meetings, except, as stated under Article 17, unless otherwise agreed upon between them.

4/ the form of proxies as well as the location and terms of their generation, subject to the provisions of article 36 hereinafter, are determined by the Board of Directors.

Under article 36 of the Articles of Association:

1/ In order to have the right to attend or be represented at General Meetings shareowners must be listed on the company's registers, at least eight days prior to the fixed date for the meeting.

2/ Any member of the meeting requiring to be represented by a proxy must file his power of attorney with the head office three days prior to the meeting.

3/ Nevertheless, the Board of Directors may at any time reduce these periods and accept the filing beyond these limits.



GOVERNANCE

— 5.1 The board of Directors Report on its Activities during 2022

5.1.1 Presentation of the Bank's governance bodies

Sound and Engaged Governance

Given the expansion of its activities, the diversity of its commitments as well as its ambitions, BIAT has developed a governance system in accordance with regulations and international best practice, as part of an exemplary approach to continuous improvement.

Indeed, BIAT has updated a sound governance system built on efficient functioning of governance bodies, a strong culture of risk management and internal control as well as a process of transparency based on reliable information.

BIAT governance also instills sound policies of ethics and good conduct, which form the basis of the Bank's sustainable performance.

Governance Code:

Since May 29th, 2007, BIAT has adopted a new governance code which has resulted in the separation of duties of the **Chairman of the Board of Directors** and the **Managing Director**².

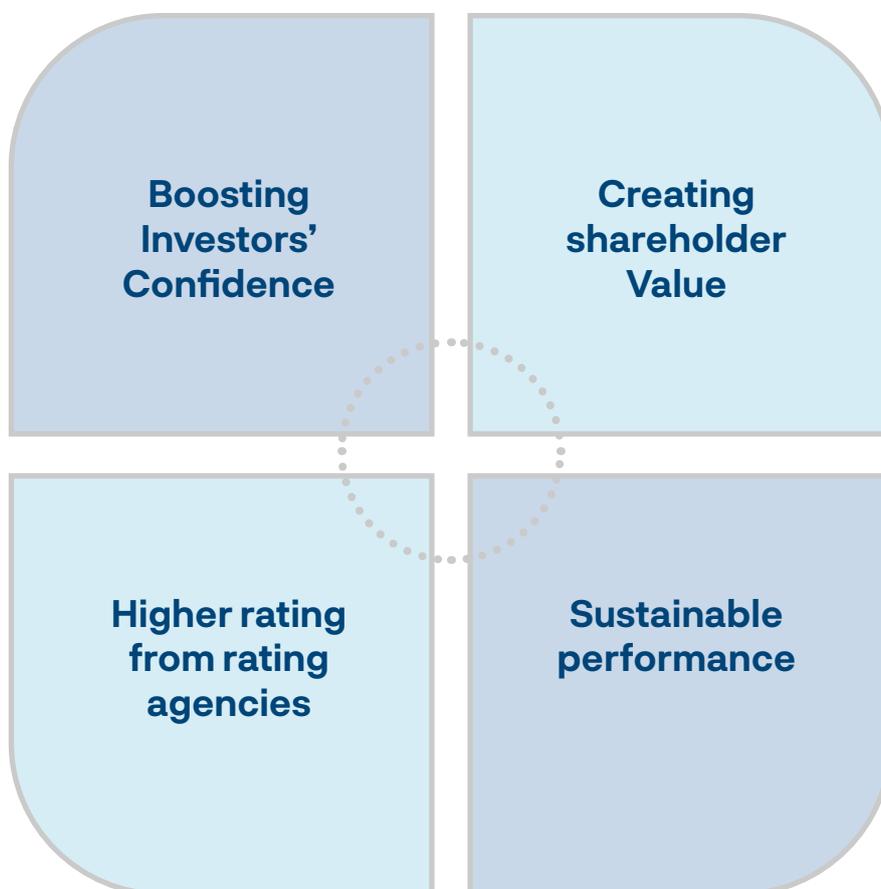
- **The Board of Directors** is the supreme body within the Bank, responsible for developing a governance framework that is consistent with the size, complexity and nature of the Bank's business and risk profile.
- **Support committees:** In carrying out its duties, the Board shall be assisted by support committees, namely the Audit Committee, the Risk Committee, the nomination and Remuneration Committee and the Executive Credit Committee, which contribute to an in-depth understanding of the various aspects of the Bank's business and make recommendations that enable the Board of Directors to fully exercise its prerogatives.
- **The General Assembly of Shareholders** is empowered to approve the main resolutions proposed by the Board of Directors, in particular, dividend distribution and the appointment of directors, etc.
- **General Management**, for its part, relies on management committees and specialized committees to ensure the implementation of strategic orientations.

In 2022, BIAT updated its governance system in accordance with regulatory standards and international best practice, with the aim of being a key success factor for the Bank's sound and secure growth.

² - 1 The Banking law n°2016-48 makes it mandatory to separate the functions of Chairman of the Board of Directors and Managing director.

The benefits of good governance system beyond the regulatory aspect:

In addition to the regulatory aspect governed by CBT circular 2021-05 defining a governance framework for banks and financial institutions, BIAT has set up a governance framework for:



While ensuring good quality of service for its clients and a good social climate for its employees

Presentation of Bank's governance Bodies



**CHAIRMAN OF THE BOARD OF DIRECTORS
CHAIRMAN OF THE NOMINATION AND
REMUNERATION COMMITTEE**

M. Ismail MABROUK

BOARD COMMITTEES



Chairman of the Audit committee

Mrs. F.Z.EL FIHRI



Chairman of the Risk Committee

Mr. M. Beaujean



**Chairman of the Executive Credit Committee
Managing Director**

M. Mohamed AGREBI

5.1.2 Board of Directors:



Main Figures of the Board of Directors

02
independent
Directors

12
Number of
directors

1
Member
representing the
interests of small
shareholders

04
Number of
Nationalities

59 ans
Average Year

8 ans
Average
Attendance at the
Board

23
Number of meetings in 2022
(Board and committees)

97%
Average Attendance in 2022

- As at December 31st, 2022, the Board of Directors consists of 12 members, appointed by the Ordinary General Assembly³ for their experience, skills and diversity.

³ the Ordinary General Assembly of 28 April 2023 appointed Mr Adel BELFEKIH who was co-opted by the board of directors held on June 16th, 2022.

- The Board of Directors includes two independent members and a representative of interest of small shareholders. The majority of directors are members of one or more Board committees.

- The term of office of the directors is set at 3 years, according to the Bank's Articles of Association.

Composition of the Board of Directors

The new composition of the board is as follows:

Directors	Nationality	Current term of office	Numbers of years on board	Member of committee of board	Capacity of directors
Ismail Mabrouk	Tunisian	2020-2022	17	Chairman of the Board/Chairman of the nomination and remuneration Committee	Chairman
Karim Milad	Tunisian	2020-2022	11	Risk Committee	Member
Hichem Driss	Tunisian	2020-2022	11	Risk Committee Nomination and Remuneration Committee	Member
Jean Messinessi	French	2020-2022	14	Audit Committee	Member
Mohamed Afif Chelbi	Tunisian	2020-2022	9	Risk Committee	Member
Mehdi Sethom	Tunisian	2020-2022	9	Audit Committee Member of Executive credit committee	Member
Taher Sioud	Tunisian	2020-2022	16	Audit Committee	Member representing the interests of small shareholders
Elyes Ben Rayana	Tunisian	2021-2024	4	Member of nomination and remuneration Committee/ Member of Executive credit committee	Member
Fadhel Abdelkefi	Tunisian	2020-2022 1 st term of office	3	-	Member
Fatima-Zohra El Fihri	Moroccan	2021-2023 1 st term of office	2	Chairman of the Audit Committee	Independent
Marc Beaujean	Luxembourg	2021-2023 1 st term of office	2	Chairman of Risk Committee	Independent
Mohamed Adel Belfekih	Tunisian	-	-	-	Member

Summary of Expiry of term of office of the members of the Board of directors

Directors	The Ordinary General Assembly called to approve the accounts of the financial year 2022	The Ordinary General Assembly called to approve the accounts of the financial year 2023	The Ordinary General Assembly called to approve the accounts of the financial year 2024
Ismail Mabrouk	X		
Karim Milad	X		
Hichem Driss	X		
Jean Messinessi	X		
Mohamed Afif Chelbi	X		
Mehdi Sethom	X		
Taher Sioud	X		
Elyes Ben Rayana			X
Fadhel Abdelkefi	X		
Fatima-Zohra El Fihri		X	
Marc Beaujean		X	

A diverse, committed and highly involved Board of Directors

Directors Competence:

The composition of the Board aims to strike a balance between professional experience, competence and independence.

Expertise in banking and finance, risk management, digital transformation and banking and legal regulation disciplines are represented on the Bank's Board of Directors.

Skills diversity of the directors shows their complementarity and that their profiles cover all the activities of the bank and its subsidiaries.

The Board of Directors ensures that directors are involved in the management of the Bank through its selection process, induction program and training courses.

The various areas of expertise of the members of the Board of Directors are as follows.



Directors' attendance:

The members of the Board of Directors devote the necessary time and effort to carrying out their duties and responsibilities, in accordance with the internal regulations.

To this end, the attendance rate of directors at Board meetings held in 2022 is very high. The average attendance rate per meeting was 97%.

Gender diversity on the Board of directors:

Gender diversity is a good governance practice that was applied early on by BIAT even before it became a regulatory requirement under the latest BCT circular 2021-05 of 19 August 2021 on the governance framework of banks.

Indeed, Mrs. Fatima EL FIHRI was the first woman to join the board in April 2021, she is also the chairman of the Audit Committee.

For future appointments, the Board of Directors will seek to increase the representation of women on governance bodies, with a view to better enshrining gender equality.

A good balance between age and length of service of directors:

As of December 31, 2022, the average age of directors is 59.

All age brackets are represented on the Board of Directors.

This balanced distribution makes it possible to combine both experience and innovation. The objective is to maintain a balance between the different age brackets within the Board of Directors.

Diversity of professional experience of directors:

Most of the members of the Board of Directors have international experience: they either held a position abroad during their professional careers, or held directors' positions in international companies.

This diversity contributes to Board's wealth and enables the bank to access successful international banking experiences.

Directors bound by Ethical Rules:

Ethical and professional conduct governs the behavior of all Board members.

All the directors shall abide by the ethical rules provided for by the code of governance, particularly with regard to the management of conflicts of interest.

Introduction of the members of the Board of directors



ISMAÏL MABROUK

Chairman of the Board of directors
Chairman of Nomination and remuneration Committee

Biography

Mr. Ismaïl Mabrouk is a graduate of l'Ecole Supérieure des Travaux Publics (Cachan - France).

Shareholder of Mabrouk Group which operates in various sectors of the Tunisian economy such as food processing, mass distribution and finance and manages several Group companies such as Saïda Group and Géant hypermarket.

List of current mandates:

Chairman of the Board: SOTUBI, SOTUCHOC, IAT, SAIDA GROUP HOLDING, MAGHREB FINANCE and MAGHREB FINANCIERE.

Administrateur: EXIS, TUNISAVIA, MEDDIS, IDM, Chief Executive Officer of CFH



KARIM MILAD

Member of the Risk Committee

Biography

Karim MILAD holds a degree in Hotel Management.

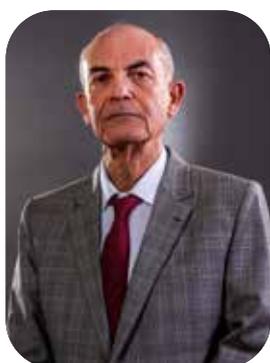
He developed his career in the hospitality and tourism industry.

Since the 90th, he has served as an executive of several hotel chains. In 2012, following in his late father's footsteps Mr. Aziz Milad, he took over the family business in transportation and tourism .He is currently the CEO of several companies including TTS, hotel chains and Nouvelair airline.

List of current mandates:

Chairman of the Board: Safe Flight Academy

Director: Assurances BIAT, CIL, BIAT Capital Risque, Cofib Capital Finances, Gammarth International Clinic, S.E.P.T.H, Générale Equip. Hospitalier et Scientifique, INFOLOG, SABENA Technics, Aviation Training Center Of Tunisia, Tunisie Catering, CIAT, SOPRAT, Société Golf de Tunisie, Société A&B, Alpha Hyundai Motors, Hyundai Gros Tunisie, Hyundai Services Tunisie, Société Passion Immobilière.



HICHEM DRISS

Member of the Risk Committee

Member of the nomination and remuneration Committee

Biography

Hichem DRISS is a pharmacist and a graduate in business administration and international trade, he also holds an MBA from New York University Stern.

He presides over the Driss Group, which operates mainly in the hotel, industry and finance sectors.

Mr Hichem DRISS is the CEO of the MARHABA hotel group and president of the Regional Federation of the hotel industry of Sousse-Kairouan.

List of current mandates:

Chief Executive Officer: in 5 hotel companies.

Director: in 4 other hotel companies and 4 industrial and service companies.



JEAN MESSINESI

Member of the Audit Committee

Biography

Jean MESSINESI holds a law degree from the institute of political studies of Paris.

He started his professional career as an economist at the International Monetary Fund and then at the International Chamber of Commerce in Paris.

He later joined the banking world where he held management positions in several companies, including HSBC, serving as senior advisor for the Mena zone.

List of current mandates:

Chairman of Antiope Consulting SAS (simplified joint-stock company)

Honorary Chairman of the Paris Commercial Court.

Member of the Supervisory Board of Adige LLC.

Member of the board of the non-profit association "Centre Européen de Musique", CEM.



MOHAMED AFIF CHELBI
Member of the Risk Committee

Biography

Mohamed Afif CHELBI holds an engineering degree from L'école centrale des arts et manufactures de Paris.

Throughout his career, he held management positions in several companies and organizations (IMBank, Cettex and Agency for the Promotion of Industry).

He was appointed minister of industry and technology from 2004 to 2011.

He later served as advisor to the prime minister within the transitional government where he participated in the drafting of the economic and social development strategy of Tunisia 2012-2016.



MEHDI SETHOM
Member of the Audit Committee
Member of the Credit Executive Committee

Biography

Mehdi SETHOM holds a degree from l'Ecole Polytechnique and l'Ecole des Mines de Paris.

He developed his career in the finance and banking industry.

Prior to founding the financial consulting firm, Mediterranean Corporate Finance for Africa and middle East Region, He held management positions within BNP Paribas Group and Investment bank Swicorp.

List of current mandates:

Manager: of MCF TUNISIE LLC, MCF LLC, SME Partners LLC and INMA LLC.

Director: SPG (Software Productivity Group) and INMA Holding.

Member of the strategic council of TIA : (Tunisian Investment Authority).



TAHAR SIOUD

Member representing the interests of small shareholders
Member of the Audit Committee

Biography

Tahar SIOUD holds a bachelor's degree in law and political sciences. He had a long diplomatic career in Tunisia taking up his duties as Ambassador in several countries.

Former Deputy Governor of the Central Bank of Tunisia.

Tahar Sioud, also held responsibilities in various ministries. In particular, he was Secretary of State to the Minister of Foreign Affairs and then Minister of Trade from 2001 to 2002.

List of current mandates

Chairman of BIAT FONDATION



ELYES BEN RAYANA

Member of the Nomination and Remuneration Committee
Member of the Credit Executive Committee

Biography

Elyes Ben Rayana graduated from l'Ecole Nationale Supérieure des Télécommunications de Paris,

He developed his career in the fields of banking, strategy and digital economy at the international and national level and held management positions notably at Schlumberger and the McKinsey strategy firm in Paris.

Prior to his appointment as director in 2019, He managed the funding and Investment Banking businesses of BIAT.

List of current mandates:

Manager of eStrat – LLC and Value Digital Services - LLC

Director: BIAT Capital Risques ,BIAT ASSURANCE and CFH



FADHEL ABDELKEFI

Director

Biography

A graduate from the faculty of Paris Panthéon-Sorbonne, Mr Fadhel Abdelkefi spent most of his career in the fields of finance and banking. He held the position of Managing director of Tunisie Valeurs from 2005 to 2016, then Chairman of the Board of Directors of the Tunis Stock Exchange from 2011 to 2014 and member of the Board of Directors of the Banque de Tunisie from 2018 to mid 2020.

He has grown in experience as the Minister of Development, Investment and International Cooperation and Acting Minister of finance from 2016 till 2017.

List of current Mandates

Chairman of The board of directors: TUNISIE VALEURS



FATIMA-ZOHRA EL FIHRI

Chairman of the Audit Committee

Biography

Fatima –Zohra EL FIHRI holds a Master’s and postgraduate degrees in Asset Management from the University of Paris Dauphine. She has 13 years of experience in market finance, consulting and asset management.

She spent 10 years within the BMCE Capital Group, investment bank of the BMCE Bank Group, where she was in charge of the restructuring and development of the activities of its Tunisian subsidiary.

Main positions held over the recent five years:

Director: BMCE BANK group of Africa



MARC BEAUJEAN
Chairman of the Risk Committee

Biography

Marc BAUJEAN holds a bachelor's degree in Business Administration from the University of Liege and a Master's degree in Business Administration from Columbia University (New York).

He is an ILA-INSEAD Certified Director.

A Senior Partner at McKinsey & Co in Paris, Luxembourg and Brussels for 20 years

Marc Beaujean also held the position of COO of the Belgian insurance group P&V-Vivium.

He founded Beaujean&Partners, a consulting firm in the financial sector specialized in transformation missions.

List of current Mandates:

Director: Bank of Africa at Casablanca

Main positions held over the recent five years:

Director and member of the Management Committee: GP & V Group

Member of the Board of Directors: SIFI «systematically important financial institution »

Member of Exco

Firm Director / Senior Partner: specializing in financial institutions, at McKinsey & Co



MOHAMED ADEL BELFEKIH
Director

Biography

Mohamed Adel BELFEKIH holds a degree in accounting and financial studies from the Conservatory of Arts and Crafts of Paris.

He held several positions at BIAT, mainly, Director of the international development.

In 2015, Mr Adel BELFEKIH launched BIAT's payment agent subsidiary "BIAT France" in Paris.

In 2019, he was appointed manager for the retail banking.

List of current Mandates:

Chairman: BIAT France

Member of the Permanent Committee of Internal Auditing: BIAT ASSURANCE

Main activities of the Board of Directors:

o Duties of chairman of the board

The Chairman of the Board ensures that the Board discharge its responsibilities in an effective and independent manner.

The Chairman prepares, coordinates and directs the work of the Board of Directors. He or she leads the discussions at its meetings and ensures that divergent opinions can be freely expressed and discussed in order to establish a transparent and effective decision-making process.

The Chair also ensures that the supporting committees fulfill their responsibilities and report to the Board on the results of their work.

(CBT Circular 2021-05).

In 2022, the Board of Directors held 4 meetings, with an average duration of each meeting of three hours. The average attendance rate of directors was 97%.

The main topics considered by the Board are summarized in the following chart:



Financial Statements and reports:

As it does every year, the board of directors approved the individual and consolidated financial statements of the previous year as well as the statutory auditors' report.

It also approved the draft resolutions to be submitted to the Annual General Assembly and convened the meeting.

Business plan:

The Board of Directors updated the assumptions for the compilation of the business plan which were

presented by the General Management for the period 2022-2025.

The Board validated the business plan.

Governance:

- A new governance framework was approved by the Board following its updating, taking into account regulatory provisions, in particular, CBT circular n° 2021-05 and CBT circular n° 2022-01, ensuring the optimal functioning of the Bank to achieve sustainable growth.
- The Board of Directors also approved the following policies:

- The policy to protect the interests of Banking Users
- Compliance policy
- The bank's AML policy
- The Board of Directors also decided to co-opt Mr Adel BELFEKIH as a new director.

The Board of Directors was informed of « Best Banking Governance prize in Tunisia » for the 4th consecutive year. This prize supports the excellence of BIAT's governance system, one of the pillars of its success.

Strategic Projects Management:

The Board reviewed the progress on strategic projects of the corporate and investment banking, including the following components:

- New organization of trading room
- New IT projects to support the transformation
- A training plan tailored to the needs of trading room staff

Implementation of regulatory projects:

The Board will ensure a follow-up on the progress of the implementation of the international IFRS standards in accordance with the schedule validated by the steering committee and updated according to the decisions of the supervisory authorities.

The Board is assisted by the Audit Committee in carrying out monitoring and steering through periodic reports.

Follow-up on the communication policy:

The Board was notified of the awards that BIAT received in 2022. These various distinctions emanated from renowned international magazines specializing in international finance.

Risk management and monitoring:

The board reviewed regularly the bank's risk situation based on the report presented by the risk committee.

- **Credit Risk Monitoring:**

With a view to strengthening credit risk monitoring and in accordance with CBT circular no. 2022-01 on the prevention and resolution of non-performing receivables, the new system has been approved to cover the full receivable cycle.

- **Business Continuity and Operational Risk Plan:**

The Board reviewed the progress of the business continuity plan and validated the updated responsibilities of the BCP manager.

It also examined the progress of the operational risk system, in particular, the implementation of action plans as well as the coordination and monitoring system.

- **Implementation of Regulatory Ratios:**

The Board monitored changes in regulatory ratios, in particular, concentration ratios for related parties and validated the updated action plan.

Other regulatory matters:

- The Board of directors also authorized real estate assignments and regulated transactions carried out during 2022.
- It approved the proposed acquisitions and assignment of equity interests.

Training members of the board of directors

Pursuant to the rules of good governance, the members of the Board of Directors have undergone training on the following two areas:

- Social Environment and Governance (ESG)
- Taxation

5.1.3 The Board of directors' Committees

The board of directors is assisted by four (4) committees:



Specialized committees to support the Board of Directors in its supervisory role

Their mission is to support the Board of Directors on specific issues.

- **Audit Committee**

The committee assists the Board of Directors in financial reporting, internal control and internal audit.

- **Risk Committee**

The risk committee is responsible for assisting the Board of Directors in fulfilling its responsibilities for overseeing the Bank's risk management system.

- **Nomination and Remuneration Committee**

The committee assists the Board of Directors with regard to nomination, remuneration, evaluation and governance.

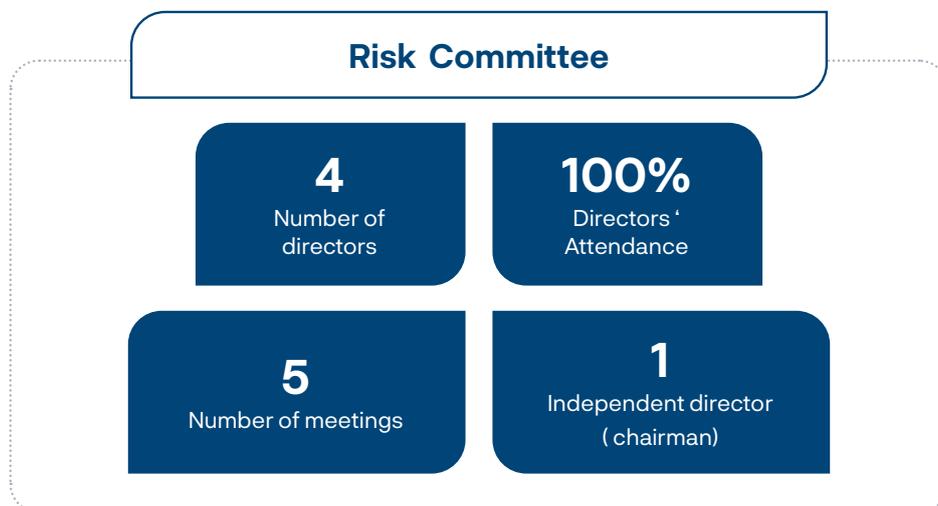
- **Executive Credit Committee**

The Executive Credit Committee reviews the bank's financing activities.

DIRECTORS' ATTENDANCE

In 2022, the attendance rate of directors at committee meetings was very high. The average attendance rate per meeting is as follows:

DIRECTORS	Audit Committee		Risk Committee		Executive Credit Committee	
	Number of meetings	attendance rate	Number of meetings	attendance rate	Number of meetings	attendance rate
Karim Miled			5	100%		
Hichem Driss			5	100%		
Jean Messinessi	6	100%				
Mohamed Afif Chelbi			5	100%		
Mehdi Sethom	6	100%			8	100%
Taher Sioud	6	100%				
Elyes Ben Rayana					8	100%
Fatima Zohra El Fihri	6	100%				
Marc Beaujean			5	100%		



5.1.4 Main work of committees:

The Audit Committee

In 2022, The Committee met six times with an attendance rate of 100%.

It reviewed the annual individual and consolidated financial statements for the year 2021, prior to their presentation to the Board.

As part of the implementation of actions to comply with the provisions of CBT Circular no. 2021-05, the Committee examined and validated the following policies:

- The policy for Protection of Interests of Users of Banking Services, its application, its objectives as well as its operational mechanism deployment.
- Compliance policy, and
- The Bank's AML policy, which has been enriched with a specific provision relating to the procedures for its periodic review, as well as the presentation of the report on assessment of the Bank's exposure to Money laundry and Terrorist Financing (ML/TF).

The committee also monitored progress on the project to set up an Alert Launching policy.

In addition, an impact study on the transition to IFRS for individual and consolidated financial statements was presented to Committee members.

The Committee reviewed the new rating system for the network's agencies, with respect to the quality of management of the 1st level Internal Control System.

It examined the improvements made to the risk monitoring and steering process, through redesigning « the Credit Risk Monitoring » function and strengthening of the system for preventing non-performing receivables.

The Committee reviewed the management letter presented by the Statutory Auditors and followed up on the implementation of the main recommendations.

The Committee reviewed the conclusions of the CBT Inspection Report on Professional Accounts in foreign-currency

It also examined the General Management department's Activity Report for 2022.

The Risk Committee

In 2022, The Committee met 5 times with an attendance rate of 100%.

The Risk Committee carried out its work as follows:

- Follow up on the progress of the “Risk Appetite Policy” project
- Regular reviews of compliance with prudential ratios
- Monitoring the Bank’s exposure to sovereign risk
- Follow up on the Bank’s strategy for reduction of non-performing loan ratio in line with the objectives set by the credit risk policy.
- Follow up on progress made in estimating the parameters for calculating Expected Credit Loss (ECL), as part of IFRS Adoption
- Monitoring of the operational risk management system
- Follow up on the progress of the ALM project and validation of new steering indicators for dynamic balance sheet management and control of the Bank’s exposure to interest rate and liquidity risks.
- Monitoring progress of the Business Continuity Plan and the Bank security plan.
- Presentation of the rating system for companies and individuals.

The Risk Committee examined the main risk aggregation, in particular, credit risk, market risk, operational risk, interest rate and liquidity risk.

The Committee analyzed the macro-economic situation and its impact on BIAT’s risk profile.

It was also informed of the main contributions of BCT Circular 2022-01 on the prevention and resolution of non-performing receivables.

The Committee members validated on quarterly basis the report on compliance with the provisions of Article 7 of CBT Circular n°2017-06 of 31 July 2017.

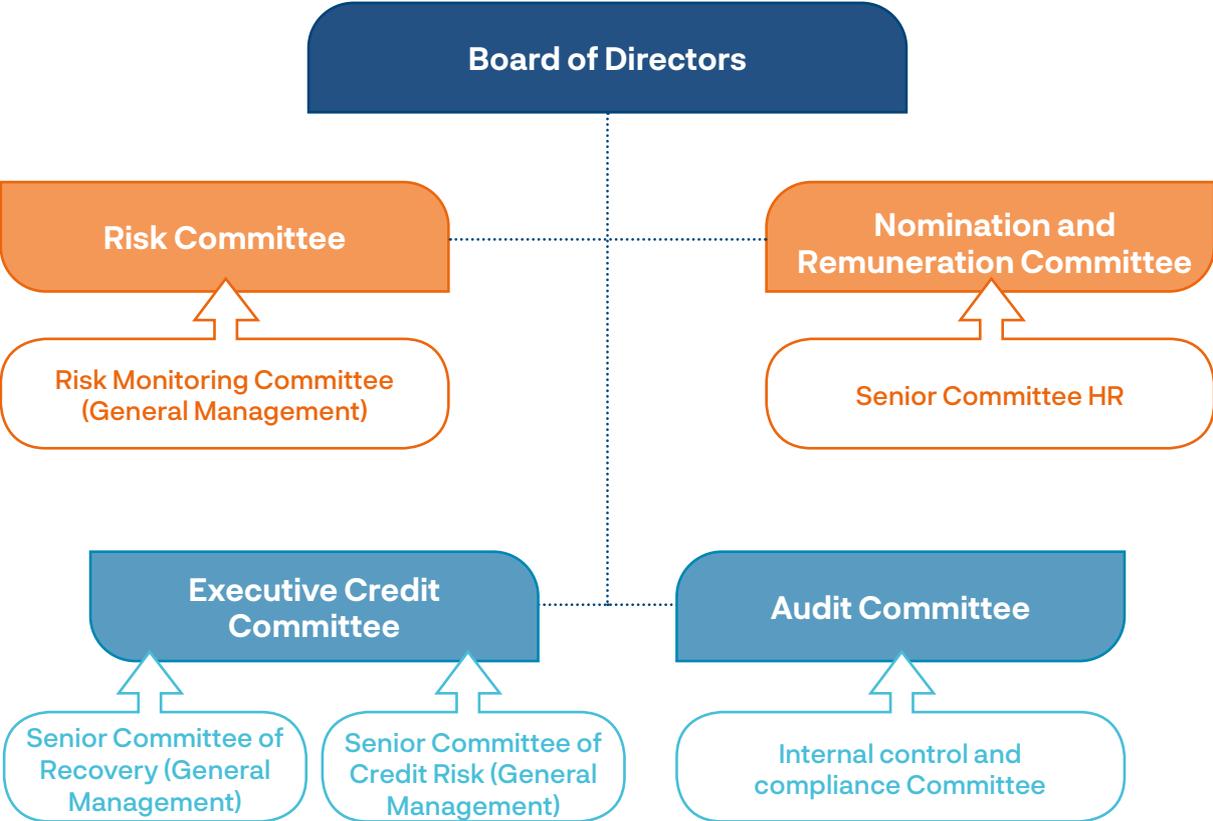
The Executive Credit Committee

In 2022, The Committee met 8 times with an attendance rate of 100%.

The Executive Credit Committee reviews the Bank's financing activities through:

- Examination of credit exposure files in accordance with the delegation of powers
- Review of higher credit exposures in accordance with the delegation of powers.
- Reporting on waivers
- Review of commitments of the related parties
- Reporting of loans granted to customers classified with the bank or with other credit institutions within the meaning of BCT circular n°91-24 of 31 December 2015
- Review of credit risk situation
- Reporting on released consolidation/rescheduling loans

5.1.5 Reporting to the Board of Directors and its Committees:



5.1.6 Structure of the Shareholding and Voting Rights as at December 31st, 2022

Shareholders	Number of shares	Percentage %
A/ FOREIGN SHAREHOLDERS	201 434	0,56%
B/ TUNISIAN SHAREHOLDERS	35 498 566	99,44%
Tunisian State	2 301	0,01%
*LEGAL ENTITIES	27 227 810	76,27%
MAGHREB FINANCE HOLDING	7 309 633	20,48%
MAGHREB FINANCIERE HOLDING	5 334 935	14,94%
MENINX HOLDING	2 872 762	8,05%
HORCHANI FINANCE	2 235 911	6,26%
T.T.S FINANCIERE	1 397 132	3,91%
IFICO	1 134 751	3,18%
TUNISIAN TRAVEL SERVICE	826 624	2,32%
INOPLAST FINANCIERE HOLDING	757 827	2,12%
CAPINVEST	709 516	1,99%
ASSURANCES GAT	638 500	1,79%
SPDIT SICAF	392 086	1,10%
LA FINANCIERE WIDED-SICAF	357 014	1,00%
OTHERS	3 261 119	9,13%
*FUNDS	334 447	0,94%
*Natural Persons	7 925 319	22,20%
MILAD KARIM	953 320	2,67%
FAKHFAKH HEND	581 136	1,63%
FAKHFAKH KHALED	547 173	1,53%
KAMOUN HABIB	524 858	1,47%
MILAD DORRA	436 505	1,22%
MILAD MERIEM	384 430	1,08%
OTHERS	4 497 897	12,60%
*REMAIN TO BE ALLOCATED	8 689	0,02%
TOTAL	35 700 000	100,00%

The 35.700.000 shares represent the capital of the bank entail 35.700.000 voting rights.

5.1.7 Obligations and Commitments of the Bank toward Executives:

1. The obligations and commitments to executives as referred to in §II-5 of the new Article 200 of the Commercial Companies' Code are as follows:

The Board of Directors held on June 3rd, 2020, decided to renew the term of office of Mr. Mohamed AGREBI in his capacity as the managing director of the bank, and delegated the necessary powers to the Nomination and Remuneration Committee in order to fix his remuneration.

This remuneration amounted a gross amount of 1 272 KDT for the financial year 2022, including employer costs of 268 KDT.

The stock of provisions for paid leave of the managing director for the year 2022, recorded a variation of 16 KDT, to reach 45 KDT on December 31st, 2022

He receives a remuneration of 21 KDT in his capacity as a member of the Executive Credit Committee.

The Managing Director also benefits from a company car with a driver and assumption of relevant costs.

The board of directors held on December 14th, 2021, decided to appoint Mr Hassen Longo as the deputy managing director for three year period .

The remuneration of the deputy managing director is fixed by the committee of human resources starting on February 1st, 2022.

The gross remuneration stands at 493 KDT for the year 2022, including employer costs of 104 KDT.

Furthermore, the stock of provisions for paid leave of the deputy managing director for the year 2022, recorded a variation of 5 KDT, to reach 12KDT on December 31st, 2022.

He receives a remuneration of 6 KDT in his capacity as a member of the Board of directors of some subsidiaries.

The members of the Board of Directors are remunerated by attendance fees set by the Ordinary General Assembly held on April 22nd, 2022, which granted powers to the Board of Directors to decide on the distribution of such fees among its members. The attendance fees for the financial year 2022 are fixed to a gross amount of 720 KDT.

In addition, the directors who serve on the delegation of the Board of Directors, at the permanent committee of internal auditing, the Executive Credit Committee, the Risk Committee and the Nomination and remuneration Committee benefited from gross remuneration of 147 KDT for the financial year 2022 (3 KDT per committee).

2. BIAT's obligations and commitments to its executives for the year ended on December 31st, 2022 are as follows (in TND):

Nature of Benefit	Managing Director		Deputy Managing Director		Directors	
	Expense of the year	Liabilities as of 31/12/2022	Expense of the year	Liabilities as of 31/12/2022	Expense of the year	Liabilities as of 31/12/2022
Short term Benefits (*)	1288	942	504	256	-	-
Attendance Fees of the board of directors	-	-	-	-	660	660
Attendance Fees of the committees	21	3	-	-	147	27
Post employment Benefits	-	-	-	-	-	-
Long term Benefits	-	-	-	-	-	-
Termination benefits	-	253	6	99	-	-
Payment in shares	-	-	-	-	-	-
Total	1309	1198	510	355	807	687

(*) : Remunerations paid, social expenses, and the paid leave to corporate officers.

— 5.2 General Management

Managing director

The Board of Directors held on June 3rd, 2020, renewed the term office of Mr. Mohamed AGREBI as the Managing director for three year period comes to an end at the Ordinary General Assembly called to approve the accounts for the financial year 2022.

The Managing director is responsible for managing the Bank's activities, implementing the strategic orientations defined by the Board of Directors as well as day-to-day management of the Bank through management committees and specialized committees promoting collegial decision-making.

On December 14, 2021, the Board of Directors appointed Mr Hassen LONGO as Deputy Managing Director, in charge of the improvement and optimization of the Bank's operational processes, for a three-year period..

List of the Bank Committees



General Management Committees:

The Managing Director presides over several committees:

Strategic committees define, under his authority, strategic priorities and their implementation.

Management committees: composed of the Managing Director and the heads of the Departments and business lines. These are forums for exchange and sharing of information, entrusted with day-to-day business activities covering all areas of the Bank's business.

Specialized committees: These committees are responsible for various operational aspects of the Bank's business for better decision making, fine-tuned management and close monitoring of risk.

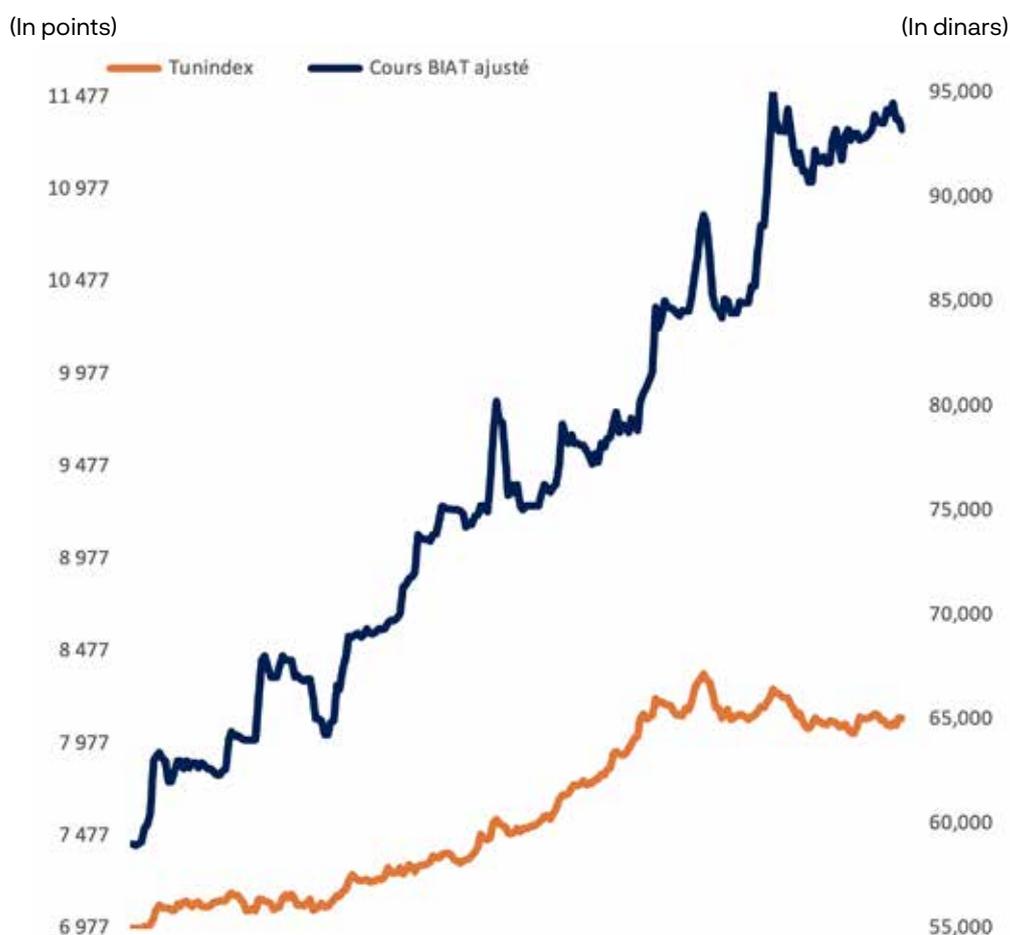
— 5.3 Statutory Auditors

The Ordinary General Assembly of 22 April 2022 appointed the firm PWC Tunisie and the firm CMC as statutory auditors for a three-year period, (2022-2024) expiring at the Ordinary General Assembly called to approve the company accounts for the financial year 2023.



BIAT'S SHARE IN THE STOCK MARKET

6.1 Trend in BIAT Share Price in 2022



By December the 31st, 2022, The BIAT share price reached 88.0 dinars, thus recording a positive return of +57.46% against a positive return of +36.83 % for the Banks index and +15.10% for Tunindex .

BIAT performance allowed it be on the top of the market, with a capitalization of TND 3 141,6 million against (TND 2 113,083 million in 2021).

Given the rate of return provided, BIAT securities transactions are characterized by permanent dynamism. In This respect, the number of BIAT exchanged shares during the whole year 2022 was 1 346 035.

Actionnaires	2021	2022
Share Capital		
* In number of shares	35 700 000	35 700 000
* In millions of dinars	178.5	178.5
Highest price/ lowest price (in dinars)	121,74 / 59,490	89,95/ 58,95
Closing price (in dinars)	59,190	88,000
consolidated earnings per share (in dinars)	8,751	7,939
P.E.R (closing price/ Consolidated Earnings Per Share	6,8	11,1
Dividend per share (in dinars)	5,200	5,8
Market Capitalization (in TND million)	2 113,083	3 141,60

— 6.2 Undertaken Financial Communication Actions

In line with its strategy of communication, BIAT continued in 2022 to communicate with its shareholders through the addressing of four quarterly letters to the shareholder.

A digital shareholder space allows shareholders to be constantly informed of the news of their bank.

Besides, several one-to-one meetings were organized during the same year with analysts, fund managers and rating agencies, etc.



INCOME APPROPRIATION

— 7.1 Statutory Provisions in Terms of income Appropriation

Distributable profit consists of the net profits thus established, increased or reduced from the deferred results from previous years and after the deduction of:

1. Any legal reserve that the Company is required to make under the conditions provided for by the legislation in force;
2. Any amount which the General Assembly, on the proposal of the Board of Directors, decides to allocate to general or special reserve funds, or to carry forward again;
3. A sum not exceeding 10% of the profits to be set by the General Assembly of Shareholders on the proposal of the Board of Directors and to be allocated to a social fund or the Bank's staff friendly association.

7.2 Change in Shareholder's Equity and Dividend Paid

En milliers de dinars

	Share capital	Legal Reserves	Ordinary Reserves	Other reserves			Reported Results	Results Of the period	Total
				Social Funds	reinvestment reserves	Other Equity			
Equity on 31/12/2020 before income appropriation	178 500	17 000	34 113	102 483	604 320	3	535 665	281 842	1753 926
AGO appropriation on 23/04/2021		850			167 000		-64 508	-103 342	
Dividends								-178 500	-178 500
Reserves Transfer			747		-747				
Equity on 31/12/2020 after income appropriation	178 500	17 850	34 860	102 483	770 573	3	471 157	-	1575 426
Equity capital on 31/12/2021 before income appropriation	178 500	17 850	34 860	102 977	770 573	3	471 157	266 840	1842 760
Reserves Transfer			20 573		-20 573				
AGO income appropriation on 22/04/2022			-42 840		180 000		129 680	-266 840	-
Dividends							-185 640		-185 640
Equity on 31/12/2021 after income appropriation	178 500	17 850	12 593	102 977	930 000	3	415 197	-	1657 120
Equity on 31/12/2022 before income appropriation	178 500	17 850	12 594	103 431	930 000	3	415 196	299 676	1957 250
AGO income appropriation on 28/04/2023					190 000		109 676	-299 676	
Dividends							-207 060		-207 060
Reserves Transfer			35 367		-35 367				
Equity on 31/12/2022 after income appropriation	178 500	17 850	47 961	103 431	1 084 633	3	317 812	-	1750 190



AUDIT

— Activity of the Permanent Internal Auditing Committee of the Control of Accounts

Excerpt from Activity Report of the Permanent Internal Auditing Committee of the Year 2022

The Committee consists of Mrs. Fatima-Zohra El Fihri as Chairman and Mr. Mehdi Sethom, Tahar Sioud and Jean Messinesi as directors.

The Committee met five times during the financial year 2022.

I/ Review of the financial statements

The Committee examined the individual and consolidated financial statements for the financial year 2022, as well as the financial statements as at June 30th, 2022, prior to their submission to the Board, such in the presence of the Statutory Auditors and the Head of the Finance and Accounting Department.

As part of the follow-up on the work of the Statutory Auditors, the Committee also examined a presentation on the main recommendations made in the Statutory Auditors' management letters as well as the progress made in implementing the recommendations made.

The statutory auditors considered the internal control system implemented within the bank to be satisfactory overall. Nevertheless, they shed light on the improvements that could be made to the processes in order to improve risk management.

In addition, and as part of the new responsibilities entrusted to the Audit Committee under the provisions of BCT Circular no. 2021-05 on the Governance framework, the Committee examined the processing of accounting information during the year, as well as for preparation of the individual financial statements.

In this respect, the Committee reviewed the accounting standards and principles adopted for the recognition of income and expenses, and the valuation rules for receivables and securities.

The Committee also examined the process for preparation of the consolidated financial statements, as well as the consolidation standards and methods adopted according to the nature of the control over the subsidiary.

Following this review, the Committee validated the current system for producing financial information.

II/ Internal and general control

As part of assessing the bank's internal control system and reviewing the procedures for intervention by the structures in charge of control, The Committee was informed of the findings of the work of the general control for 2021.

The Committee also approved the intervention programs of the General Control structures for the year 2022.



SOCIAL REPORT

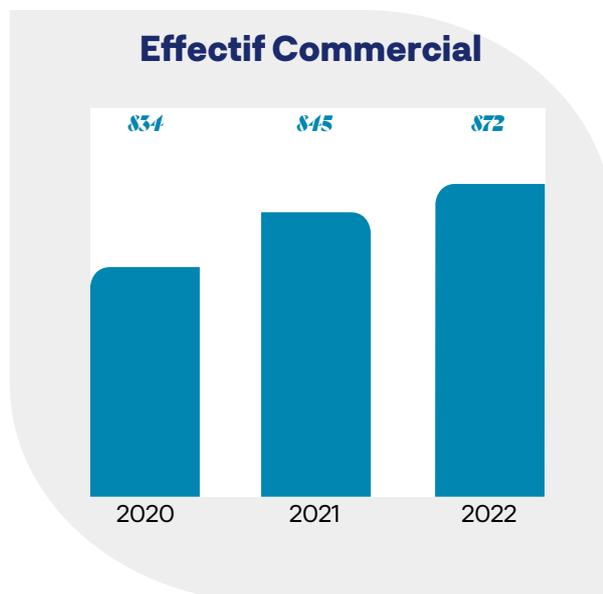
— HR Indicators

9.1.1 Evolving of Personnel

As at December 31, 2022, BIAT' staff stood at **1966 employees**.

The ratio of productivity (Staff/ Branch) is 9.63 in 2022 against 9.48 in 2021

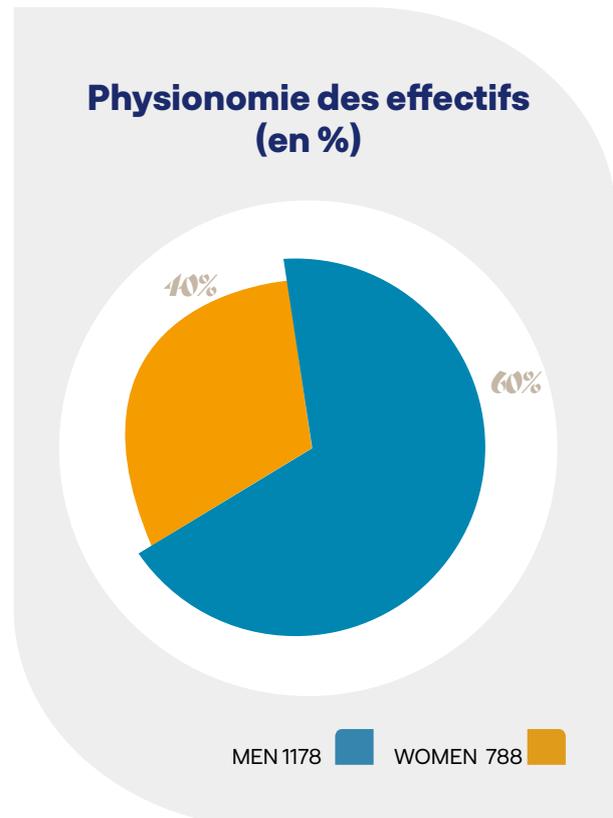
Meanwhile, it should be highlighted that in 2022 the Bank increased the sales staff by 27 persons, a total of 872 (or 44% of Staff). Up from 845 persons in 2021 (or 44% of Staff).



The structure of the Staff between the headquarters and the network, which keeps developing in favor of the network, represents **54.6 %** of the total Workforce of the Bank.

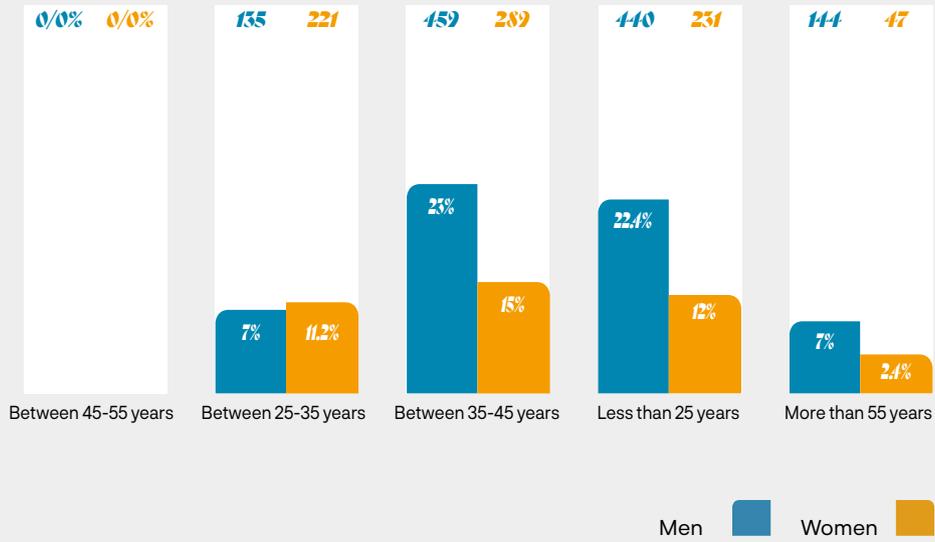
9.1.2 Breakdown of Staff

In 2022, the breakdown between Men-Women is respectively **60 %** and **40 %**.

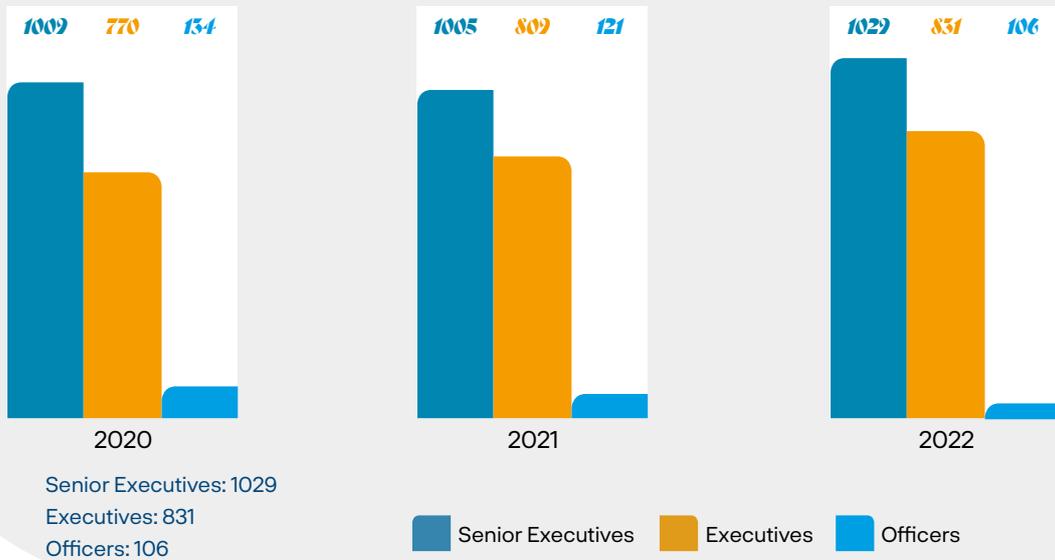


- The average age is of **43.2** years, slightly below that of **2021**.
- The average seniority is **16.3** years against **16.4** years in **2021**.

Ages Pyramid in 2022



Managerial Supervision Rate in 2022



9.1.3 Management of interns Activity

BIAT is committed to a proactive approach to employability of students, welcoming **2022, 1496** students from various disciplines (Computer science, Finance, Management, Economics, Statistics, Commerce, etc.) for introductory or advanced internships (**81%**) and for graduation projects (**19 %**).

Furthermore, interns represent, for BIAT, a recruitment pool of the best talents. In this regard, some partnership Agreements were signed between BIAT and some universities to develop and enhance our partnerships with various schools. Among the actions carried out we mention:

	2020			2021			2022		
	Network	Central Services	Total	Network	Central Services	Total	Network	Central Services	Total
Graduation projects	188	237	425	336	294	630	96	184	280
introductory / advanced internships	635	292	927	595	248	843	875	341	1216
Total	823	529	1352	931	542	1473	971	525	1496

9.1.4 Mobility

Prior to any external recruitment at BIAT, internal mobility is considered. This principle is adopted in order to foster motivation, commitment of employees and enriching their career paths.

— 10

**ELEMENTS
ON INTERNAL
CONTROL**

— 10.1 Environment of Internal Control

10.1.1 General Organization of the Internal Control

- The internal control system of BIAT focuses on three levels of control which are independent but complementary at the same time. These levels of control are materialized by a set of processes, methods, and security and control measures which aim to ensure all risks control and enhance the regularity, safety and efficiency of the operations.

- The first two levels of control are ensured concretely by the operational parties, line managers and independent operational units.

- The third level is the responsibility of the independent entities emerging from the General control department. Their intervention takes place according to a missions program that is beforehand validated by the Permanent Committee of Internal Auditing.

o This control level is split into two distinct systems:

The Permanent Control: it is ensured by the following departments:

- Management of Permanent Control and operational risk Department aims at detecting, at early stages, the incurred risks, to continuously ensure distant and on sites control by dedicated teams and to supply a regular reporting of the noted incidents and inadequacies, as well as the ameliorations steps to be achieved.

- The Compliance Department and LAB ensure an ongoing regulatory monitoring and guaranty the proper fulfillment of the legal obligations, as well as the compliance with the good practices and the professional and ethical rules. It also plays a role in monitoring the proper fulfillment of the bank's ethics code, the anti-money laundering and terrorist financing. In addition, it carries out training activities in this field for the concerned persons.

- HISS or Head of Information System Security which ensures a permanent control of the information security through the implementation of the general information security strategy and its declination by activity. It also manages the diagnosis missions of the information system security and the intrusive tests.

The Periodic Control: ensured by the Inspection Department and the Audit Department.

- The Inspection Department ensures the on-site control of the agencies, based on the risk indicators made by the Management of Permanent Control

Department within the framework of its activity of both remote and on-site control of the agencies. Thus, the priority is given to the agencies that have achieved a high score by the D.C.P, reflecting a significant level of operational risk.

- The Audit Department provides, through its missions, a reasoned and objective opinion on the Internal Control quality of the audited processes or entities. The identified dysfunctions will be used in the recommendations formulation, which implementation is considered the responsibility of the audited entities.

10.1.2 Actions Undertaken Regarding compliance and Anti-Money Laundering and Terrorism Financing

The year 2022 was marked by the strengthening of the bank's anti-money Fight against Anti-Money Laundering and Terrorism financing .

Organizational and IT upgrades allowed for the expansion of activities of the Compliance and AML Department .

Enormous efforts were also made to ensure that the bank's products and services complied with current regulations and to guarantee compliance with new governance provisions.

Compliance

During 2022, the Compliance function focused on several major projects, including those relating to:

- implementation of the bank's Compliance Policy in accordance with the new provisions of CBT circular no. 2021-05;

- Participation in the Digital Transformation Project, with a view to ensuring that the various digital operations comply with current legislation, both operationally and in terms of personal data protection;

- Rectification of Certain data of FATCA declarations by BIAT for the year 2020, in accordance with the new measures set by the Ministry of Finance and imposed by the IRS;

- Electronic filing of FATCA declarations by BIAT and all its subsidiaries for the financial year 2021, in accordance with the format required and the deadline set by the Ministry of Finance;

- Renewal of the «Law Debenture» contract in compliance with the « USA Patriot Act » anti-terrorism regulations of 26 October 2001.

Fight against Anti-Money Laundering and Terrorism financing

In 2022, BIAT has strengthened its anti-money laundering and anti-terrorist financing system by launching the following projects:

- Update of the bank's AML-FT policy ;
- Upgrade of the SMART filtering solution;
- Implementation of a procedure guide for filtering people and entities using the SMART application;

- Establishment of a remote control to alert 2nd level control entities in the event of contact with PEPs or movements recorded on freezing account ;
- Automated customer AML risk scoring based on predefined management rules and taking into account T24 data relating to business ;
- Automatic editing of the KYC form based on T24 data, replacing the manual data entry procedure provided for in the customer knowledge process at new business relations;
- Support for MAGHREB CORPORATE in its first follow-up audit for the renewal of the AML 30000 Certificate, including a compliance review of BIAT's AML-FT system.

— 10.2 Management of Risks

10.2.1 Main Risks Facing the Bank

Risk management focuses on the following main categories.

Credit and counterparty risk (including concentration risk): refers to the risk of losses resulting from the inability of the bank's customers or other counterparties to meet their financial commitments.

These counterparties may be banks, financial institutions, commercial or industrial companies, states or state entities, investment funds, or legal entities.

Counterparty risk is the manifestation of credit risk in the context of market transactions, investments or settlements where the Bank is potentially exposed to its counterparty default.

Credit risk may be aggravated by concentration risk which arises from a high exposure to a given risk or to one or more counterparties or to one or more groups of similar counterparties (business group, sector, country, etc.).

Market risk: this is the risk of loss of value of financial instruments that may result:

- Price fluctuations on trading and investment securities as defined by accounting standards and on any other financial instrument provided for by the regulations in force.
- Positions that may give rise to currency risk, including spot or forward exchange transactions. These positions can be on or off the balance sheet.
- Counterparty risks in market transactions.
- Implementing an internal rating system has made it possible to better monitor the bank's exposure to these counterparties.

Private Equity Risk: refers to the risk of losses on shareholding.

Liquidity and refinancing risk refers to a bank's inability to finance increases in assets and to meet its commitments, at a reasonable cost, when they fall due.

Overall interest rate risk is defined as the risk incurred in the event of a change in interest rates, measured on all balance sheet and off-balance sheet transactions, with the exception, where applicable, of transactions subject to market risks.

Operational risk refers to the risk of losses resulting from deficiencies or failures attributable to the design, organization and implementation of procedures, human or technical errors and external events. This risk category includes mainly:

IT and information systems security risks (cybercrime, service failure, etc.): refers to the risk arising from potential threats likely to exploit computer vulnerabilities with the intention of causing damage in the form of malfunctioning or total shutdown of the business and/or loss of sensitive data.

- **Legal and compliance risk:** the risk of legal, administrative or disciplinary sanctions and financial loss, due to non-compliance with legal and regulatory provisions and ethical standards.

Reputation risk: refers to the risk of loss of revenue and/or the risk of losses resulting from a negative perception on the part of stakeholders (customers, shareholders, counterparties, regulators, etc.).

Model risk: is defined as the risk of losses resulting from decisions made on the basis of internal model results due to errors in the development, implementation or use of these models.

ESG risk: includes identifying, measuring and anticipating the Environmental, Social and Governance impacts to which the bank is exposed in its own operations and in its financing activities. Indeed, the environmental aspect is becoming increasingly important in terms of its carbon emission component and its corollary, global warming. This approach allows (i) to protect, in the medium and long term, the bank's portfolio against the deterioration of the quality of the risk of the clients most exposed to these risks, (ii) to avoid the risk of loss of business and the non-selection of the bank by international donors, (iii) to minimize the risks of disruption of the bank's operations.

BIAT has placed particular emphasis on the implementation of an effective strategy, adequate processes and procedures and an appropriate organization to control all these risks while complying with regulatory standards.

The Risk Department is responsible for managing credit and market risk.

The General Control Department is in charge of the Operational risk, including information systems risk and compliance risk.

The overall interest rate risk is managed by the Management Control Department.

Legal risk is under the responsibility of the Legal Department, which reports directly to General Management.

The governance of all these risks is ensured through a series of committees.

BIAT has also established a culture of risk management and control and has progressively disseminated good practices in risk management as well as the implementation of assessment and steering tools.

10.2.2 Bank Objectives and Policy Regarding the Risk Management

The bank opts for risk department, which shall be independent from the other line-businesses, attached directly to the General Management.

The Bank's risks management is based on three levels:

- On the upstream level, it formulates recommendations in terms of risk strategy and policy, sets the rules and designs both the methods and tools for measuring and assessing the risk.
- On the downstream level, it carries out a continuous portfolio for the monitoring the proper application of the bank's risk management policy and makes an alert in case of a deterioration in the risk quality. It also produces internal and regulatory reports.
- In the risk-taking process, it continuously carries out a second level control, by validating the proposals emanating from the business lines, in accordance with the delegated schemes.

The Risk Department is the guarantor of the bank's overall quality and risk management. The business lines remain primarily responsible for the risks they initiate and manage.

Assessment of climate change risks and opportunities

As a committed and socially responsible player, BIAT's ambition in the short to medium term is to align itself with the objectives of two national sustainable

development strategies, namely the Nationally Determined Contribution (NDC) and the Low Carbon Strategy (LCS).

These two strategies emerged from the 2015 Paris Agreement on climate change and the United Nations 2030 Agenda for Sustainable Development. This agreement was adopted by 196 countries, including Tunisia, with the long-term temperature goal to hold global average temperature increase to well below 1.5°C.

It has led Tunisia to make huge strides towards transition to circular low-carbon economies on a global scale, includes risks both risks and opportunities for the economy and the financial sector.

In this context, BIAT has developed a climate risk assessment approach to identify and evaluate the physical risks, risks and opportunities associated with the transition for each business sector in the short, medium and long term.

To this end, an analysis of the degree of exposure of the portfolio of companies with a significant commitment at the end of 2022 to climate risks was carried out by the Risk Department with reference to the recommendations published by the TCFD «Task Force on Climate-related Financial Disclosures».

10.2.3 Management of Credit Risk and main actions conducted in 2022

In 2022, the bank made its Lending to the economy in accordance with the principles set out in its declaration of risk appetite while respecting the strategic orientations of credit policy as well as the regulatory provisions .

In 2022, as part of its 2023-2025 strategic plan, BIAT embarked on an ambitious project to transform its risk management function, involving changes to its organization, processes, tools as well as practices, with the introduction of additional risk management objectives, and new and improved credit risk monitoring systems.

These far-reaching changes permeate the entire credit business, from operations to the relevant studies and committees, with the aim of reducing credit risk and cutting its cost for higher competitiveness and greater profitability of the bank's commercial offering.

Cost of credit risk

The cost of credit risk can be defined as the weight of accounting charges generated by the depreciation of receivables in the active credit portfolio.

The year 2022 was marked by objectification of this cost, through defining an overall objective of controlled cost, broken down according to an operational cascade that enters into the measurement of the performance of network officers , supported to this end by, among other things, periodic scoreboards specifically designed, developed and deployed to monitor this cost.

Credit Risk Monitoring

With the aim of improving the risk management of the bank's portfolio, and in accordance with the regulations in force, the system for preventing and resolving non-performing receivables has been reviewed to cover the full receivable cycle.

This system is based on an early warning system that anticipates potential risks and ensures proactive portfolio management based on the WatchList. The target population is doubtful and disputed trade receivables of a certain size.

Qualitative and behavioral indicators are used to produce the WatchList on a semi-annual basis, according to reviewed and improved algorithm .These criteria are used to assign a category to each receivable, taking into account the degree of latent risk associated with, a category validated by business experts.

It is then up to the sales divisions to identify the action plans to be put in place in order to take the necessary corrective measures before the situation of the receivables becomes compromised.

Various commitment monitoring bodies have been set up to periodically review the receivables under monitoring , validate the various action plans proposed, and follow up on the progress of old normalization plans until the situation is restored.

Credit Risk to Individuals

The individual customer market has its own specific features and requirements in terms of credit risk. As such, it has been the subject of a transformation project in its own right, introducing changes at several levels that take credit risk into account:

- The establishment of a specific governance structure and a set of committees to monitor receivables and risk performance at network level, as well as greater involvement of area managers and commitment monitoring managers in the various respective collection committees;
- At operational level, the implementation and updating of delegations of authority, as well as indicator monitoring statements, related to credit risk to individuals
- In terms of portfolio knowledge, review of portfolio segmentation, taking account, in particular, high risk correlations.

Debt collection and litigation

Many of the achievements of the Debt Collection and Litigation department in 2022 have been made with risk in mind, in order to accelerate the process and efficiency and optimize operating costs. A collection strategy based on differentiated treatment by homogeneous groups has been formalized, including the industrialization of the collection process for a certain category of receivables and the introduction of automatic transfers to collection and/or litigation as a basic principle.

In addition, the process of transferring and storing receivables to litigation has been reorganized to speed up the process. Finally, the subcontracting of a certain category of receivables to CIAR has been suspended and has now handled by the litigation department.

Internal rating and credit risk measurement system

BIAT's internal rating system (IRS) forms the basis of the credit risk management system.

It is based on a set of models specific to each asset class. This system covers the corporate segment with a differentiation according to business size, sector of activity and age.

As regards, the real estate development sector, the rating is done by project. The rating scale is based on historical balance sheet and behavioral data and the knowledge of the bank's business experts.

The rating consists of assigning a score to each counterparty on the basis of qualitative and quanti-

tative criteria, by referring to an internal rating scale consisting of 11 homogeneous risk classes that reflect the probability of default by the counterparties: 10 classes for the healthy portfolio and one class reserved for the defaulted portfolio.

The internal rating system is structured around the following principles:

- A single rating is assigned to each counterparty at the time the loan file is prepared
- The rating is a key criterion for making decision whether to grant a loan or not
- All counterparties committed more than TND 250 million shall be rated
- The rating shall be reviewed at least once a year
- The expert's judgment is important to assess and complete the model's results and to incorporate all relevant information not included in the rating system

It should be highlighted that the rating system will eventually provide the bank with the framework to:

- Mettre en place une politique rationnelle de - Set up a rational pricing policy taking into account the quality of risk
- Define the delegated schemes
- Integrate the rating in the definition of the commercial policy and the setting of exposure limits
- Measure regulatory data, in particular, the required provisioning levels and the minimum capital requirement.

Counterparty ratings are an important factor in assessing the quality of exposures, through analysis of the rated portfolio and changes in its distribution.

Follow up is also performed to counterparties whose risk quality has deteriorated. The rating and rating review process for counterparties is triggered by various types of events:

- Examination of a new credit application
- Renewal of the management credit program
- Receipt of new financial statements
- Occurrence of an event likely to modify the intrinsic risk of the counterparty

- Preparation of the watchlist of sensitive receivables

In addition, the internal rating system represents a fundamental element in the calculation of expected losses under IFRS 9.

Rating governance framework

The year 2022 was marked by developing a rating governance framework defining, among other things, the rating adjustment process, rating trigger events, rating validity, monitoring and steering. In order to comply with the regulatory provisions laid down in CBT circular n° 2016-06 on counterparty ratings, rating experts are required to review the rating at least once a year.

Validation of the internal rating system

The current internal rating system focuses on the estimation of one of the fundamental parameters in credit risk management, namely the probability of default.

The probability of default (PD) represents the probability that a counterparty will default within one year.

The rating system is subject to annual backtesting to monitor its performance and robustness in predicting default.

The validation of the rating system consists of:

- a qualitative validation: includes:
 - Assess the database quality
 - Study the operational integration of the NIS (concept of «Use Test»)
 - Verify the completeness and quality of the documentation
 - Analyze the gaps between the scores proposed by the Business Experts and the internal rating system (IRS) (override analysis)
 - Test the quality of models implemented at the level of the information systems
 - Review the governance of the internal rating system (IRS)
- Quantitative validation : includes examining the construction methodologies applied, estimates of

a posteriori probabilities of default and the study of the performance of the rating models through a set of studies and measurements:

- Study of the dependency of external risk assessment factors.
- Measurement of discriminating power
- Study of predictive power
- Study of concentration
- Study of the stability of the models through the examination of migration matrices

Credit scoring

The year 2022 was marked by introducing scorecards for individual loans in the bank's information system. At the end of a new credit transaction, the system automatically generates a granting score based on customer file data, and a behavioral score taking into account the customer's account(s) operating history. Once the 2 scores have been calculated, the system assigns the transaction to one of the 7 risk grades reserved for sound transactions.

The scoring method is also used to manage credit risk. A report is generated periodically to monitor the composition of the entire individual loan portfolio.

Collective provisions

The BCT has reviewed the methods of calculating collective provisions in order to ensure better coverage of latent risks on current commitments and commitments requiring a particular follow-up. The applied tightening was also intended to cushion the impact of the forthcoming implementation of IFRS standards of provisioning.

The main adjustments made are:

- An upward revision of the historical migration rate increase factor
- 5 basis point increase in provisioning rates for the entire portfolio.

The new methodology applies to the financial year 2021 and subsequent years.

IFRS 9 Project

The year 2022 will be marked by preparations for the migration of Tunisian accounting standards to IFRS, including IFRS 9. Within this framework, several actions have been carried out by the bank:

- Finalization of the study on the impact of IFRS on the financial statements for the years 2019-2021
- Completion of the IFRS9 impact study in accordance with CBT guidelines;
- Launch of the project to implement IFRS 9 in a dedicated information system. This system will mainly enable:
 - o ECL (Expected Credit Loss) calculations;
 - o Automatic generation of the reportings required by IFRS standards;
 - o generate accounting entries for the consolidated financial statements.

The Data Project

In 2022, the first increment has been deployed and performance and robustness tests are underway, in preparation for the migration of risk information systems to this new data environment.

Risk Scoreboard Redesign

With the view to enriching the scoreboard with more detailed, user-friendly information, without compromising the flexibility of the system or the speed of data updates. The scoreboard production system was redesigned in 2022, based on Microsoft Power BI.

10.2.4 Asset-Liability Management

Liquidity and interest rate risks are managed at BIAT at the level of the ALM entity (Asset and Liability Management) attached to the Management Control Department.

The mechanism of asset-liability management (ALM)

is an integral part of the overall risk management mechanism and interacts with all of its components with the aim of adequate control of exposure to various banking risks (Rate risk, liquidity risk and exchange risk) , while optimizing Return on equity.

BIAT has thus a mechanism of risk management that plays an important role in the financial strategy and favors a global and detailed vision of application and resources and the impact generated by the variation in certain parameters of the market.

BIAT calculates monthly risk measurement indicators of its risks as well as the impact generated by the variation in market parameters (stress test) in accordance with the regulations in force, governed by circular n° 2006-19 of 28 November 2006.

ALM also prepares the prudential reports on interest rate risk and liquidity risk in accordance with circulars n°2017-06 and n°2018-10.

- Interest Rate Risks:

Currently, BIAT's interest-rate risk management is based on the interest-rate gap by maturity and currency, and on stressed indicators such as NBI sensitivity and net present value (NPV) sensitivity.

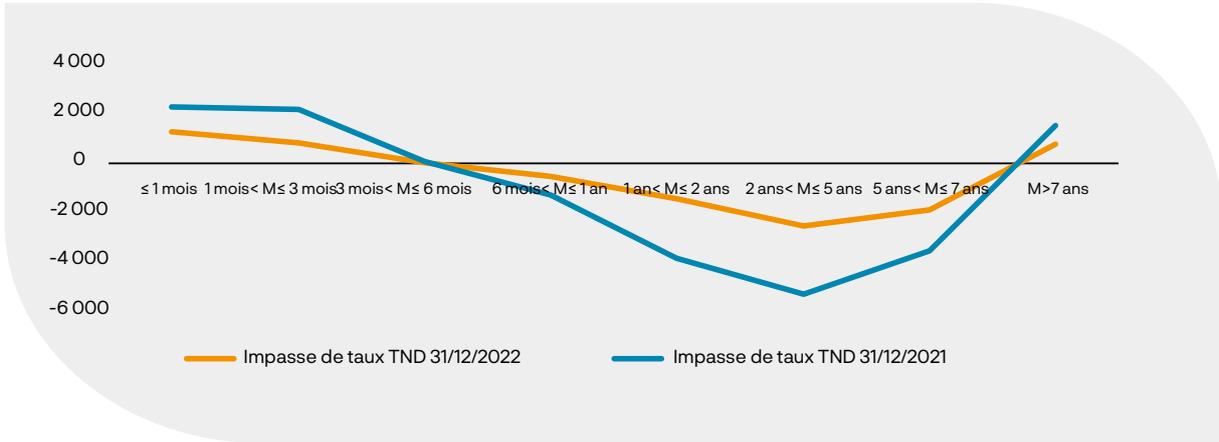
As At December 31st, 2022, the overall interest rate gap was TND 6003 million (the difference between fixed-rate assets and liabilities):

- A gap of TND 3482 million
- A gap of 1803 million Euros
- A gap of 718 million US dollars

The balance sheet structure is characterized by a high level of MMR-indexed loans and fixed-rate deposits.

To remedy this situation and mitigate our exposure to interest-rate risk, an action plan has been in place since the beginning of 2022 to reduce the interest-rate gap in dinars.

Since the beginning of 2022, an action plan has been implemented to reduce the interest rate gap in dinars, with the aim of remedying the situation and mitigating our exposure to interest-rate risk.



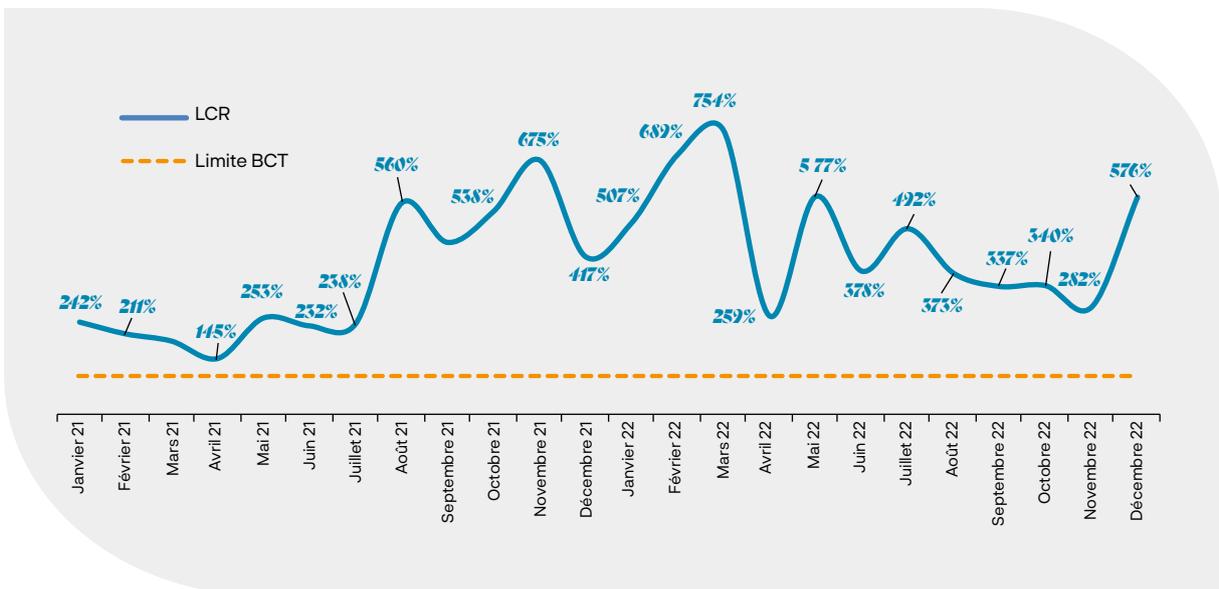
Rate shocks and simulations are undertaken to measure the impact of interest rate variations on the bank's results and the value of its balance sheet.

Following the implementation of new strategic orientations and corrective actions, NPV sensitivity has recorded a decrease of TND 14 million in December 2021.

- Liquidity Risk:

As at December 31st, 2022, BIAT achieved a CRL liquidity ratio of 576 %

Since August 2021, The bank posted an LCR higher than the 100% limit set by the CBT.



BIAT posted a surplus liquidity of TND 2327 million. This evolution is explained mainly by the recourse

decrease to CBT and the increase of liquid assets, the BTA, following the decrease of the use of these securities as collateral at the CBT.



**THE BANK'S
LINES OF
BUSINESS**

— Retail Banking Business Line:

At the core of BIAT Business Lines lies the retail banking business line, organized primarily to serve individuals, professionals, TLA (Tunisians Living Abroad) and SME. As a bank of proximity, BIAT organized around a network of more than 205 branches covering the whole of the Tunisian territory. The Retail Banking is organized in 14 zones structured around 4 regional departments, which responds to the desire to strengthen the proximity with the customers and ensure the best care.

In order to consolidate its leading position in all markets and for all customers on a long-term basis, Retail Banking is also strengthened by Market Departments that meet the expectations of the various customer segments and work in close collaboration with the Network.

Retail Banking is also supported by a number of Central departments, assisting the network and the Market departments in 4 areas: Marketing and Digital Transformation, Commercial Communication, Quality and Customer Relations, and Change Management department that supports and manages the various cross-functional Retail Banking projects.

As part of its vision of a multi-channel relationship serving the customer at all times and in complete security, the branch network is strengthened by a multi-channel network: web banking, mobile banking, self-service spaces, ATMs and customer relations centers...

Thanks to a professional and specialized team deployed within the above-mentioned network, the Retail Bank accompanies and advises more than 900 000 individual (including Tunisians residing abroad) professional and companies in the management of their day-to-day banking activities and in carrying out their projects.

Retail Banking clients benefit from a full range of products and services that meet all of their banking and financial needs: everyday banking, remote banking services, savings, investments, consumer loans, mortgages, insurance, financing of the bank investment, financing of the operating cycle and international operations...

Retail Banking also provides, through the branch network, operational support to the activities deployed for the benefit of large companies and institutional investors, as well as Corporate and Investment Banking.

In terms of achievements and despite a still challenging economic environment, the Retail Banking business

grew significantly in 2022. Thanks to its resilience and the exceptional mobilization of its employees, the targets related to its main business aggregates were met and even exceeded for certain indicators.

In addition, the year 2022 was also marked for Retail Banking by the work undertaken to define the new commercial strategy for the next three-year period. Reflection on the bank's new commercial strategy involved:

- 28 brainstorming workshops involving all employees of the Division's central departments and almost 60% of the sales force.
- Collaborative internal work and specific support from experts
- Several field studies, including an innovative geomarketing study to gain insight into the current macroeconomic context.
- An average of 4 explicit ambitions per Stream, with underlying levers for achieving objectives
- 10 Streams including :
 - 4 related to optimizing values in the strategic markets of the individuals and professionals and SME bank
 - A Stream to define the new segmentation of individuals and Professionals and SME customers
 - A stream to review the offer and product quality
 - A stream on the branch of tomorrow.

This work has enabled us to finalize the Retail Banking roadmap, with the optimum, cross-functional ambition of consolidating the bank's leadership position in strategic markets/segments as well as supporting the bank in its digital transformation.

MARKETING & DIGITAL DEVELOPMENT

The year 2022 was marked by the implementation of the digital transformation strategy set by the bank through the commercial launch of the MyBIAT offer and its «free» generalization to all retail and professional packages and accounts. Two-thirds of the new business relations of 2022 for this target were equipped with MyBIAT, and the total number of retail customers reached 25%.

In 2022, the test version of the MyBIAT Corporate offer was launched with a number of beta testers. This version is due to be extended to a larger number of clients and more extensive features during 2023.

Various actions related to marketing and business of operational nature were also launched in support of the activity of branches. Among which we highlight:

o Enhancing and enriching the layout of the range of products and services with :

• Functional web and mobile evolution of the MyBIAT offering, taking into account customer feedback:

- Strengthening of authentication functionality with Mobile biometric authentication

- Enrichment of MyBIAT's functional perimeter with features offered by BIATNET: credits consultation, future projects, investments, document consultation, document downloads (travel assistance certificate, transaction details, account statements, e-account statements, etc.).

- Launch of new and innovative functionalities: push notifications on the occasion of events deemed important for customers, notifications following e-statement generation which replaces the postal dispatch of account statements to individuals and professionals, real-time display of expenses by national electronic cards on current accounts while reflecting them via the new notion of «future balance »

• Systematic granting of the MyBIAT offer for all account openings

• Integration of the MyBIAT offer in the Express, Epargne, Silver, Safir / Safir Pro, Platinum/ Platinum Pro and Elite/Elite Pro Packs.

• Launch of the new FLEXIMMO loan: a development loan with flexible terms and a fixed interest rate of up to TND 150 million , repayable in 25 years

• Restructuring of the BIATIMMO loan, with a fixed-rate offer in addition to variable rates for terms of up to 15 years and an extended repayment period from 20 to 25 years.

• Restructuring of the Plan Epargne Résidence, which becomes highly competitive thanks to a loan amount of up to 10 times the accumulated savings, a repayment term of up to 25 years and a fixed interest rate of up to MMR + 0.5%

• Migration of all consumer loans to a fixed-rate offering to protect our customers against the risk of MMR fluctuations

• Securing online payments for prepaid cards through the «3D Secure» protocol, requiring the

entry of a confidential validation code sent by SMS

• Establishment of partnerships with Trust & Transaction Tunisia (via the Tayara website) and Medcretech (via the FIDARI website) to promote our real estate loans offer and develop our customer portfolio.

• Establishment of a partnership with Esprit Group, with the introduction of a specific tuition payment function at BIAT branches and a dedicated offer for students.

COMMERCIAL COMMUNICATION

Commercial communication is becoming increasingly important for Retail Banking, with the aim of maintaining a year-round presence in both traditional and digital media, and highlighting the bank's flagship products and services.

As a result, the commercial communication of Retail Banking for 2022 includes the following actions:

□ The launch of the following promotional campaigns:

• High Net worth Clients campaign, highlighting the savings/investment offers, enabling customers to build up and grow their financial capital within an advantageous tax framework.

• «Real Estate Loans» campaign highlighting the richness of offer to individuals and the bank's commitment to supporting its customers in the realization and concretization of their personal projects.

• Campaigns to launch the new «MyBIAT» digital offer

• Jeunes & Jeunes Actifs» campaign focusing on products for start-ups and young people wishing to invest in technological fields.

• Jumia» promotional campaign for Black Friday, with additional discounts for BIAT card payments

• «Self-service banking Spaces » campaign

• TRE (Tunisians residing abroad) campaigns:

o The annual TRE Summer 2022 campaign launched during the summer season coinciding with the summer return of this community. A multi-channel campaign organized around the main need of this strategic clientele, i.e. « Real estate loans », intended to highlight BIAT's offers and to support them in their property projects in Tunisia.

- o Year-round campaigns via digital channels and in particular introducing the new channel «Influence Marketing»: working with Tunisian female influencers residing abroad to communicate in an innovative way and ensure more proximity with the TREs around the world (particularly those in France, Canada and the Gulf countries),
- o In addition, we maintained a constant presence throughout the year by participating in the main events organized for Tunisians residing abroad in the host countries, highlighting the dedicated offers, support and advice provided by the bank.

QUALITY & CUSTOMER RELATIONS

- Quality, at the heart of the bank's commercial strategy, has been put forward through BIAT customer surveys:
 - Launch of an «annual satisfaction barometer» of BIAT customers, the first wave of which, carried out in 2022, showed an overall satisfaction rate of 80% and an NPS (recommendation rate) of 16.
 - Introduction of the «Mystery Shopper» concept at branch level to assess the gap between the quality of service provided and the quality standards required by BIAT, with a frequency of one visit per branch each month, i.e. 2 436 mystery shopper visits carried out in 2022.
 - Conducting a corporate customer survey dedicated to SME through customer workshops and individual interviews with companies' executives, in order to identify their expectations and needs in terms of product offerings, quality of care and advice.
 - Conducting a «Banking reference» geomarketing study based on a census of the Tunisian population (10 000 respondents) in terms of financial, technological equipment, income, expenses, leisure ... which will be used for the deployment of the new commercial strategy in particular in terms of location, branches formats, contact channels and adapted offers.
- The activity of the «Customer Relations Center» has been further expanded, with participation in commercial prospecting and sales campaigns in support of the network.
- A total of 400 000 calls received in 2022.

- Nearly 4 000 claims and 170 000 requests for assistance and information managed and treated properly over the year, an increase of 30% compared to 2021

CHANGE MANAGEMENT

As regards change management, the activity 2022 was marked by a contribution to several projects of the bank. The aim is to ensure that all projects and actions launched by the bank are supported by our employees as follows:

- Ongoing support for the network to boost subscriptions to MyBIAT through:
 - Remote and on-site training on the various functionalities of the MyBIAT internal portal
 - Appointment of MyBIAT Ambassadors, true representatives of the project at network level
 - Ongoing communication with the network of branches and Ambassadors about MyBIAT: best practices, news, Releases, etc....
 - The organization of MyBIAT events for sales and transactional staff, in which the Ambassadors acted as facilitators.
 - Gathering suggestions from the network through focus groups and surveys
- Organization of brainstorming workshops with customers to gather their suggestions for improving the existing system and prioritizing new functionalities to be developed on MyBIAT.
- Training of MyBIAT Corporate test branches , CRC and Helpdesk on the customer onboarding process and MyBIAT Corporate support procedure.
- Launch of a pilot test on the digitization of branch queues. As the test concept proved successful, it was extended to 15 other branches.
- Establishment of a set of indicators and criteria for equipping new-concept branches with ATMs, kiosks or self-service spaces
- Definition of an action plan to better support Exchange Office

— 12

**CORPORATE
SOCIAL
RESPONSIBILITY**

— BIAT support for Education Programs as well Cultural And Associative Activities

A COMMITTED AND RESPONSIBLE BANK

As the benchmark bank in Tunisia, BIAT intends to play its role in sustainable development and committed to adopting socially responsible behavior, respecting all its partners.

The Bank integrates the principles of corporate and environmental responsibility into its strategy, its objectives and their implementation, in order to ensure that its growth is consistent with the interests of all its stakeholders.

In 2022, BIAT took part in several cultural, environmental and associative activities, including:

- **BIAT joins the ABLC initiative and signs the climate statement:**

The bank joins the initiative of the African business leaders coalition to act against climate change and in favour of the environment with the aim of supporting a sustainable economic growth.

- **BIAT supports the 18th Francophonie Summit in Djerba:**

BIAT takes part in the banking sector's community initiative, under the aegis of the Conseil Bancaire et Financier (CBF), to support the 18th Francophonie Summit, Under the slogan: « Connected Banks, Banks at the Summit» and as the nine other participating banks, BIAT sheds light on its involvement in the digitalization of its banking activities and services for the benefit of its customers and partners.



- **BIAT commits to protecting the sea alongside the association «La saison Bleue»:**

BIAT continues its commitment to La Saison Bleue, an association that works to protect the oceans and

promote a sustainable blue economy, by supporting its actions to reduce marine pollution and protect coasts from erosion or rising sea levels.



• **BIAT supports the launch of the MIFF film festival in Hammamet:**

BIAT supports the new film festival, the Master International Festival Film, which takes place in Yasmine Hammamet and includes the wining or selected films at the international level.

Through this major initiative, BIAT aims at rewarding the originality and independence of cinematographic creation and encouraging the enrichment of the cultural product as a source of openness, inspiration and development.



• **BIAT is a partner of Women Manager Award 2022:**

BIAT supports Women Manager Award ceremony organized by CONECT. Launched in 2018, Women

Manager Award aims at promoting female economic leadership in business, highlighting exceptional career paths and serving as a role model for younger generations.

- **BIAT supports the 12th edition of Les Foulées du Mégara:**

As in previous editions, BIAT supported the 12th edition of the half-marathon «Les Foulées du Mégara», which took place in March 2022 at the northern suburbs of Tunis.

Offering exceptional scenery and numerous archaeological discoveries, this race is attracting more and more runners from Tunisia and abroad. Not-to-be-missed comeback after a two-year hiatus due to the pandemic, with its two foot races, one competitive, over a 21 km course, and the other non-timed, over a 5 km.





• The BIAT Foundation launches the 3rd promotion of its Executive Master:

The BIAT Foundation launches the 3rd promotion of the Executive Master in Management and Cultural Policy.

This program is initiated and supported by the

BIAT Foundation, developed by the Tunis Dauphine Institute, under the supervision of the Tunisian Ministry of Cultural Affairs in 2018.

It aims at training professionals in the cultural sector in the management and administration of cultural organizations.



• The BIAT Foundation rehabilitates the Belvedere Park plant garden:

As part of movement for the conservation of environment, the BIAT Foundation has rehabilitated the Belvedere plant garden in Tunis by planting 500 trees of different varieties. This greening operation

brought together student beneficiaries of the BIAT Foundation, representatives of start-ups and partner associations, with the aim of improving air quality, reducing urban temperatures, promoting biodiversity and improving the health, well-being and quality of life for inhabitants of Tunis.





— 13

**FINANCIAL
STATEMENTS
OF THE YEAR
2022**

— 13.1 Statutory Auditors' General Report On Financial Statements For The Year Ended December 31, 2022

To the Shareholders of Arab International Bank of Tunisia

I. Report on the Audit of the Financial Statements

Opinion

As statutory auditor and in accordance with our audit mandate entrusted by your general meeting of shareholders, we have audited the financial statements of Arab International Bank of Tunisia, which comprise the balance sheet as well as the statement of off-balance sheet commitments as of December 31, 2022, the income statement and the cash flow statement for the year ended on that date, and notes to the financial statements, including a summary of significant accounting policies.

These financial statements, annexed to this report, show a total balance sheet of TND 21 115 024 Thousand and a net income of TND 299 676 Thousand.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of Arab International Bank of Tunisia as at december 31, 2022, as well as the results of its operations and its cash flows for the year ended on that date in accordance with Tunisian General Accounting Standards.

Basis for opinion

The audit was conducted in accordance with international auditing standards adopted in Tunisia. Our responsibilities under these standards are further described in the "Responsibilities of the Statutory Auditors relating to the audit of the financial statements" section of our report. We conducted our audit engagement in compliance with the independence rules and the professional standards and the codes of ethics applicable for statutory auditors in Tunisia. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

1) Valuation of provisions for impairment of customer liabilities

• Description of the key audit matter

Given the activity of the parent company, the group is exposed to counterparty risk both on its loans and advances and on off-balance sheet commitments given to customers.

This risk, inherent to banking activity, constitutes a major area of attention given the importance of the amounts and the complexity of the classification process, which obeys quantitative and qualitative criteria requiring a high level of appreciation as well as the judgment required for the evaluation of the guarantees to be retained.

As of December 31, 2022, the net value of customer receivables amounted to 12 279 155 thousand dinars and the provisions and suspended interests constituted to cover the counterparty risk amounted to 1 019 418 thousand dinars (including 14 484 thousand dinars provisions on off-balance sheet commitments).

The accounting policies relating to the measurement and recognition of past-due receivables and their impairment, as well as additional information on these items in the financial statements, are presented in notes II-1 and II-3 to the financial statements respectively.

Due to the fact that the evaluation of commitments and the estimation of provisions imply an important level of judgment and taking into account the importance of customer commitments, we consider that the evaluation of provisions for impairment of commitments on customers constitutes a key audit matter.

• Our audit approach

To cover this key issue, we have obtained an understanding of the procedures put in place by your group, and evaluated the correct implementation of key controls, as well as their ability to prevent and/or detect significant anomalies by focusing on:

- The supervisory mechanism put in place with regard to the process of depreciation of commitments on customers ;
- The reliability of the information provided by the group about customers whose outstanding amounts show indicators of impairment losses ;
- The procedures and controls defined by the group in order to ensure the management of counterparty risk, to identify the clients to be classified and provisioned and to determine the minimum level of provision required by banking regulations ;
- The control and calculation mechanisms for general and additional provisions set up by the bank.

In addition, through extensive sampling:

- We have verified that the commitments with depreciation indices have been identified and classified in accordance with the provisions of the circular of the Central Bank of Tunisia n° 91-24 (as amended and supplemented by the subsequent texts) relating to the division, risk coverage and monitoring of commitments ; and
- We examined the values of the guarantees retained when calculating the provisions and assessed the assumptions and judgments retained by the bank.

Finally, we have verified the appropriateness and sufficiency of the information provided in the notes to the financial statements.

2) Valuation of provisions for impairment of equity securities

• Description of the key audit matter

The bank holds a portfolio of equity securities with a gross value of 1335160 thousand dinars as of December 31, 2022. The provisions and suspended interests recorded on these securities amount to 75940 thousand dinars.

On the date of adoption of the financial statements, the securities are valued based on the market value for listed securities and at fair value for unlisted securities, as indicated in note II-4-2 to the financial statements.

The provisions for impairment of equity securities represent management's best assessment of the losses incurred or estimated at the closing date.

We have considered that the valuation of unlisted securities is a key audit matter due to their significant importance in the bank's financial statements and the judgment necessary to assess fair value.

- Our audit approach

Our work has notably consisted of:

- Assess the control procedures put in place by the bank as part of the evaluation process for unlisted securities ;
- Challenge the valuation methods adopted by the bank and assess the appropriateness of the assumptions and methods chosen for the valuation of unlisted securities with regard to the criteria provided for by the accounting standards applicable in this field ;
- Carry out analytical procedures on the evolution of the investment portfolio and impairments ;
- Through an extensive sample, we have verified that the participations with depreciation indices have been identified and that the associated provisions have been adequately estimated.
- Verify the appropriateness and sufficiency of the information provided in the notes to the financial statements.

3) Interests and fees revenue recognition

- Description of the key audit matter

Interest, similar income, and commissions recognized as income by the group amounted to 1 408 710 thousand dinars as of december 31, 2022, and represent 75% of total banking operating income.

Note II-1 «Revenue recognition rules» to the financial statements, in the accounting policies section, describes the rules for recognising this income.

Although most of these revenues are generated and recorded automatically by the group's information system, we nevertheless considered, given the large volume of transactions and the specifics of the rules for their accounting, that considering interest and commissions constitutes a key audit matter.

- Our audit approach

Our work has notably consisted of:

- The critical review of the internal control system set up by the bank in terms of revenue recognition, including the evaluation, by our information technology experts, of computerized controls ;
- Carrying out tests to verify the effective functioning of key controls including automated controls ;
- The analytical examination of the revenues in order to corroborate the accounting data with in particular the management information, the historical data, the tariff evolution, the evolution of the stocks, the trends of the sector and the regulations related thereto ;
- Verification of compliance with the Tunisian accounting standard n°24 and in particular the rules for the recognition of interests and agios on classified relationships ;
- Verification of the appropriateness and sufficiency of the corresponding information provided in the notes to the financial statements.

Emphasis of Matter

We consider it useful to draw to your attention to the following point :

As described in the note of the financial statements II-7 «The rules for the evaluation of receivables» and in application of the Circular of the CBT n° 91-24 as amended and completed by the subsequent texts, the Group has booked, by withdrawal from the results, provisions of a general nature called «Collective provisions» to cover the latent risks on current commitments and commitments requiring special monitoring within the meaning of the circular of the CBT n° 91-24.

The methodology for calculating of these provisions has been modified by circular n°2023-02 of February 24, 2023. Moreover, and in the context of continuing to strengthen the coverage of latent risks, the group has made additional adjustments to the parameters relating to the calculation of the "Collective provisions".

This change in estimate has been treated prospectively and has resulted in the constitution of additional general provisions of 214 283 thousand dinars for the 2022 financial year.

Thus, the balance of the general provisions constituted by the group as of december 31, 2022, amounts to 375 527 thousand dinars.

Our opinion is not modified in respect of this matter.

Report of the Board of Directors

The Board of Directors is responsible for the information contained in the bank's annual report.

Our opinion on the financial statements does not include the content of the Board of Directors report and we therefore express no form of conclusive remark as to the content of the said report.

In accordance with the provisions of article 266 of the Code of Commercial Companies, our responsibility is to verify the information contained in the bank's accounts contained in the Board of Directors report by referring to the data presented in the financial statements. Our work consists in reading the report of the Board of Directors to determine whether there are fundamental inconsistencies between the report and the financial statements or the information that has been brought to our attention within our audit engagement or whether the report of the Board otherwise contains significant errors. If, based on the work we have done, we conclude that there are substantial deficiencies in the Board of Directors' report; we are required to report them.

We have nothing to mention in this regard.

Responsibilities of of the Board of Directors for the consolidated financial statements

The Board of Directors is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in Tunisia; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the Board is responsible for assessing the ability of the Arab International Bank of Tunisia Group to operate as a going concern and the disclosure, if any, of all matters relating to the going concern principle, including the use of the going concern principle in the preparation of consolidated financial statements, unless the Board of Directors has the intention of dissolving the Arab International Bank of Tunisia Group or suspending its operations or the absence of any realistic alternative other than to do so.

Corporate governance is responsible for overseeing the Arab International Bank of Tunisia Group's consolidated financial reporting procedures..

Auditor's responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free of material misstatement, whether resulting from fraud or error, and issuing an audit report that includes our opinion.

Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with international standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken based on these consolidated financial statements.

As part of an audit conducted in accordance with professional standards applicable in Tunisia, the statutory auditors exercise professional judgment throughout the audit. They are also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence considered to be sufficient and appropriate to provide a basis for their opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control ;
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances ;
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors and the related disclosures ;
- Assess the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Arab International Bank of Tunisia Group's ability to continue as a going concern. If we find out that a material uncertainty exists, then we must mention in the audit report related disclosures in the consolidated financial statements or rectify our opinion if these disclosures are not sufficient. This assessment is based on the audit evidence obtained up to the date of the audit report. However, future events or conditions may cause the Group to cease to continue as a going concern ;
- Evaluate the overall presentation of the consolidated financial statements including the disclosures and assess whether these statements represent the underlying transactions and events in a manner that achieves fair presentation ;
- We communicate with the Group heads of governance on the audit scope and its time and the main audit issues pertaining to the internal control system that we noted during our audit ;
- We also provide the Board of Directors with what confirms our commitment to the ethical requirements related to independence, and we inform them about all issues and other matters that may affect our independence and what would preserve this independence.

Among those matters communicated with the governance officials of the Arab International Bank of Tunisia, the scope and schedule of the audit work and the main audit matters, including any significant deficiencies in the internal control system that we noticed during our audit work.

II. Report on other legal and regulatory requirements

As part of our statutory audit mission, we have also carried out the specific verifications provided for by the standards published by the Tunisian Order of Chartered Accountants and by the relevant regulatory texts.

Effectiveness of the internal control system

Pursuant to the provisions of Article 3 of Law 94-117 issued November 14th, 1994 as revised by Law 96-2005 of October 18th, 2005 and Article 266 of the Commercial Companies Code, we carried out a general assessment of the effectiveness of the internal control system of the bank relating to the preparation of the consolidated financial statements. In this regard, we recall that the responsibility for the design and implementation of an internal control system as well as the periodic monitoring of its effectiveness and efficiency rests with management and the board of directors.

Based on our review, we have not identified any material deficiencies in internal control that could impact our opinion on the financial statements as expressed above.

A report dealing with the weaknesses and shortcomings identified during our audit was submitted to the bank's management.

Compliance of securities accounts with the regulations applicable

In application of the clauses of Article 19 of decree N°2001-2728 issued november 20th, 2001, we carried out checks on the compliance of the account keeping of securities issued by the bank with the regulations in force.

The responsibility for ensuring compliance with the requirements of the regulations in force lies with the management.

Based on the due diligence that we deemed necessary to implement, we did not detect any irregularity related to the compliance of the bank's accounts with the regulations in force.

Tunis, April 10th, 2023

The Statutory Auditors

Les Commissaires aux Comptes Associés MTBF
Mohamed Lassaad BORJI

CMC-DFK International
Chérif Ben ZINA

— Statutory Auditors' Special Report For The Financial Year Ended December 31, 2022

To the Shareholders of Arab International Bank of Tunisia

As auditors of the bank accounts and in application of the provisions of Article 62 of Law No. 2016-48 relating to banks and financial institutions, as well as the Article 200 and following and Article 475 of the Commercial Companies Code, we have the honor to inform you of the elaborate agreements below.

Our responsibility is to ensure that we comply with the legal procedures for authorizing and approving these agreements or operations and that they are ultimately correctly translated into the financial statements. It is not our responsibility to specifically and extensively investigate the possible existence of such agreements or operations but to communicate to you, on the basis of the information given to us and that obtained through our audit procedures, their characteristics and essential modalities, without having to comment on their usefulness and merits. It is up to you to assess the interest attached to entering into these agreements and carrying out these transactions with a view to their approval.

A. Newly completed agreements and transactions:

We inform you that we have been notified of the following operations that would fall within the scope of the aforementioned chapters:

BIAT Insurance

1. A memorandum of understanding relating to supplementary cover that applies to credit maturities deferred under the measures provided for by Legislative Decree n°2020-19 of May 15, 2020, was entered into with BIAT Insurance on December 30, 2021 for a firm period of one year starting from January 1, 2022 to December 31, 2022.

This additional cover applies to deferred repayments on loans for which BIAT Insurance provided life insurance cover when the loan was taken out.

The protocol defined the scope of coverage by means of a list of credit contracts including the amount outstanding on January 1, 2022, of the deferred instalments covered by the supplementary insurance and the amount of the supplementary insurance premium for the period from January 1, 2022 to December 31, 2022.

Credit instalments include principal and interest on deferred monthly instalments, as well as any related interim interest over the period of suspended payment.

For the period from January 1, 2022, to December 31, 2022, the capital insured by the initial contracts/memberships is extended to the outstanding amount of the deferred instalments at the date of death or IAD consolidation occurring during this period. This amount is specified in the amortization schedule for the deferred amount, which will be provided by the bank when the claim is reported.

This cover will be subject to the same conditions of cover and exclusions as those of the initial insurance contract/membership.

Supplementary cover is granted for the period from January 1, 2022, to December 31, 2022, in return for payment by the bank of a total insurance premium of 292KDT. This amount, detailed by contract/

membership, has been established with a 60% reduction on the standard Temporary Death rate for Loan Cover and without acquisition costs, applied to the capital covered over the year 2022.

The expense recognized by BIAT for the 2022 financial year amounts to 291,926 dinars.

SOPIAT

2. An agreement has been concluded, in 2019, between BIAT and the company SOPIAT by virtue of which the latter makes available to the bank a senior technician to perform the necessary functions in connection with the renovation work on the BIAT building at Berges du Lac I.

In return for the services rendered, BIAT will pay SOPIAT a fee based on invoicing, including the technician's salary and benefits, all charges included, at a margin of 5%.

A first amendment to the said agreement was signed in 2021, under which both parties agreed to extend the technician's mission for one year, expiring on December 31, 2021.

A second amendment to the agreement was signed in 2022, under which both parties agreed to extend the technician's assignment for a further year, expiring on December 31, 2022.

The amount invoiced by SOPIAT for 2022 is 73,619 dinars excluding VAT.

BIAT FRANCE

3. By decision of the sole shareholder of «BIAT France», and after having been informed of the achievements of its subsidiary, BIAT has decided to allocate a remuneration of 1,460 KDT, i.e. the equivalent of 433,435 Euros for the 2022 financial year.

BIAT CAPITAL RISQUE

4. BIAT and BIAT CAPITAL RISQUE have signed the following agreements in connection with the tax-exempt investment for the 2022 financial year.

- 7 «Industry Fund» management agreements for a total of 105 million dinars and

- 6 «Regional Fund» management agreements for a total of 85 million dinars.

BIAT CAPITAL RISQUE receives a management fee of:

- 0.5% p.a. excl. tax on amounts invested during the lock-in period;

- 1.75% excl. tax per annum on amounts invested, between the date of release of funds and the end of the seventh year following release. After the blocking period, the commission is charged in arrears on the amount outstanding;

- 1% excl. tax per annum on amounts invested, between the end of the seventh year and the tenth year.

If BIAT CAPITAL RISQUE achieves a return in excess of the average MMR for the period, it will be entitled to a performance fee calculated according to a scale.

COMPAGNIE INTERNATIONALE ARABE DE RECOUVREMENT « CIAR »

5. In 2022, BIAT entered into two agreements with Compagnie Internationale Arabe de Recouvrement «CIAR» for the assignment of bank receivables for a total gross amount of 35,417 KDT at a price of 80 KDT..

SUPPORT ET MAINTENANCE EXPRESS « SME » (EX TAAMIR)

- 6.** On September 9, 2022, BIAT signed an agreement with SME for the provision of building maintenance services.

The amount of the annual contract is 220,000 dinars including VAT.

- 7.** On November 1, 2022, BIAT signed an agreement with SME for the provision of support and mail management services.

The amount of the annual contract is 96,000 dinars including VAT.

- 8.** On November 1, 2022, BIAT signed an agreement with SME for the provision of curative and preventive maintenance services for network and telephony equipment.

The annual contract is worth 140,000 dinars including VAT.

- 9.** In 2022, BIAT signed a memorandum of understanding with SME to define the terms of collaboration between BIAT and SME for the management of the «MAISON DOREE» property and other building maintenance, technical and logistical services.

No expenses were incurred by BIAT under this agreement in 2022.

LA PROTECTRICE

- 10.** In 2022, BIAT signed a property management and agency framework agreement with «La Protectrice», under which the Bank grants an exclusive mandate to La Protectrice to put up for sale or rent properties belonging to it.

The agent company's remuneration is based on the following scale:

- 3% before tax for all sales of BIAT-owned real estate;
- 2% exclusive of tax for the purchase of any property by BIAT;
- A fee of one month's rent for all rental transactions.

No invoices were issued under this agreement in 2022.

B. Transactions relating to previous agreements (other than executive compensation)

We hereby inform you that the following agreements, approved in prior years, remained in force during the year ended December 31, 2022:

GOLF SOUSSE MONASTIR «GSM»

1. Following the conclusion of the deed of dation in payment with the company GOLF SOUSSE MONASTIR «GSM», dated December 27, 2013, by virtue of which BIAT became the owner of the immovable property covered by three land titles located in the Dkhila Monastir tourist zone, the company «GSM» expressed its wish to lease the golf course with its easements and outbuildings, already ceded to BIAT.

BIAT has accepted this request and has set a compound annual rent of:

- A fixed portion of 200,000 dinars excl. VAT per annum, payable quarterly in advance. A cumulative increase of 5% per annum will be applied to the fixed portion of the rent, from the third year of rental.
- A variable portion calculated on the basis of sales excluding tax, as follows:
 - Between 0 and 500,000 DT => 10% of the total
 - Between TND 500,001 and TND 1,000,000 => 15%.
 - More than 1,000,001 DT => 20% of the amount

This lease is accepted for a period of two consecutive years, starting on January 1, 2014 and ending on December 31, 2015, renewable by tacit agreement.

An amendment to the said agreement was concluded in 2020, under which both parties agreed to revise the amount of the golf course rent by reducing it to an annual rent of 50,000 dinars excluding VAT, payable quarterly in advance from January 1, 2020, and to which a cumulative annual increase of 5% will be applied from January 1, 2021.

The amount included in BIAT's income in 2022 is 55,125 dinars.

Compagnie Internationale Arabe de Recouvrement « CIAR »

2. BIAT has leased the office located on the second floor of the Sfax Harzallah building to the CIAR company for use as an administrative office.

This lease is granted and accepted for a period of two consecutive years, starting on September 1, 2013 and ending on August 31, 2015, renewable by tacit agreement, in return for an annual rent of 4,950 dinars excluding VAT, payable quarterly in advance. This rent will be subject to a cumulative increase of 5% applicable from the 3rd year of rental.

The amount included in BIAT's income in 2022 is 7,081 dinars.

3. In 2015, BIAT and CIAR signed an agreement under which the bank provides IT assistance and consultancy services.

Assistance and consultancy assignments for the study, selection and implementation of IT solutions must be covered by a CIAR-approved assignment order specifying the number of days of the assignment, at a daily rate of 500 dinars excluding VAT.

Administration and technical assistance are provided for an annual fee of 7,500 dinars excluding VAT.

These remunerations are paid to BIAT half-yearly in arrears, on presentation of an invoice.

This agreement is concluded for a period of three years, and will be renewed by tacit agreement unless one of the parties withdraws in writing, giving 3 months' notice.

The amount included in BIAT's income in 2022 is 7,500 dinars.

4. In 2012, BIAT signed a lease with CIAR for a 16.45 m² office on the second floor of the building located at Boulevard 14 Janvier, Route touristique Khezama, Sousse.

The lease is granted and accepted for a period of two consecutive years, commencing on September 1, 2012 and expiring on August 31, 2014, renewable from year to year by tacit agreement. This lease has been granted and accepted in return for an annual rent of 2,468 dinars excluding VAT, payable quarterly in advance.

The above rent will be subject to a cumulative annual increase of 5% from the 3rd year of rental.

The amount included in BIAT's income in 2022 is 3,706 dinars.

5. In 2014, BIAT signed an executive secondment agreement with CIAR. In addition to salaries, supplementary salaries and benefits, BIAT's invoicing to CIAR includes a 5% margin.

The amount included in BIAT's expense transfers in 2022 is 1,115,820 dinars.

6. In November 2014, BIAT entered into an agency agreement with the company «CIAR» for the purpose of collecting its receivables.

This contract, which was the subject of two amendments, the first in 2015 and the second in 2017, stipulates in its purpose that BIAT gives a mandate to «CIAR», which agrees to act in its name and on its behalf to collect its receivables from its customers.

In return for its services, the «CIAR» receives remuneration set as follows:

- Fixed fee: 50 dinars per file paid 60 days from date of power of attorney.
- Variable costs: 12% on all sums recovered, including interest on arrears.

These remuneration terms apply from July 21, 2017.

The amount invoiced by CIAR in 2022 is 577,130 dinars.

7. In 2014, BIAT signed an accounting and administrative assistance agreement with CIAR.

In return for this mission, BIAT receives an annual fee of 18 KDT excluding VAT.

This remuneration was renewed under the endorsement signed in December 2016.

8. In 2016, BIAT signed a sublease agreement with CIAR for a number of spaces in the building located at the corner of rue de Radhia Haddad and rue d'Hollande.

This sublease is granted and accepted for a period of three consecutive years, commencing on September 1, 2016 and ending on July 31, 2019, renewable by tacit agreement for a further period of three years until notice of termination is served by either party or upon expiry of the main lease. This lease has been granted and accepted in return for a monthly rent of 6,562.500 dinars exclusive of VAT, payable quarterly in advance.

From August 1, 2017, a cumulative annual increase of 5% is applied.

As of November 2018, a rider was signed, providing for the extension of all leased spaces by three offices located on the second floor of the building located at rue de Radhia Haddad. From November 1, 2018 to July 31, 2019, the monthly rent for all the space leased to «CIAR» will be 9,337.431 dinars excluding VAT. From August 1, 2019, a cumulative annual rent increase will be applied at an annual rate of 5%.

The amount included in BIAT's income in 2022 is 132,413 dinars.

BIAT CAPITAL RISQUE

9. In the context of tax-exempt investment, BIAT and BIAT CAPITAL RISQUE have signed several fund management agreements. The agreements in force in 2022 are detailed as follows:

Year of transaction	Fund	Amount in KTND	Outstanding FY22	FY22 HT load	Remuneration conditions
2 021	Regional fund 2022-1	15 000	15 000	59	BIAT CAPITAL RISQUE receives a management fee of : - 0.5% excl. tax per annum on amounts invested during the lock-up period; - 1.75% excl. tax per annum on amounts invested, between the date of release of funds and the end of the seventh year following release. After the lock-in period, the commission is charged in arrears on the outstanding amount; - 1% excl. tax per annum on amounts invested, between the end of the seventh year and the tenth year. If BIAT CAPITAL RISQUE achieves a return in excess of the average MMR for the period, it will be entitled to a performance fee calculated according to a scale.
2 021	Regional fund 2022-2	15 000	15 000	59	
2 021	Regional fund 2022-3	15 000	15 000	59	
2 021	Regional fund 2022-4	15 000	15 000	59	
2 021	Regional fund 2022-5	15 000	15 000	59	
2 021	Industry Fund 2022-1	15 000	15 000	59	
2 021	Industry Fund 2022-2	15 000	15 000	59	
2 021	Industry Fund 2022-3	15 000	15 000	59	
2 021	Industry Fund 2022-4	15 000	15 000	59	
2 021	Industry Fund 2022-5	15 000	15 000	59	
2 021	Industry Fund 2022-6	10 000	10 000	39	
2 021	Regional Agricultural Fund 2022	20 000	20 000	79	
2 020	Industry Fund 2021-1	10 000	10 000	109	
2 020	Industry Fund 2021-2	10 000	10 000	117	
2 020	Industry Fund 2021-3	10 000	10 000	80	
2 020	Industry Fund 2021-4	10 000	10 000	70	
2 020	Industry Fund 2021-5	10 000	10 000	70	
2 020	Industry Fund 2021-6	10 000	10 000	70	
2 020	Industry Fund 2021-7	10 000	10 000	70	
2 020	Industry Fund 2021-8	10 000	10 000	70	
2 020	Industry Fund 2021-9	10 000	10 000	70	
2 020	Industry Fund 2021-10	10 000	10 000	70	
2 020	Regional fund 2021-1	10 000	10 000	70	
2 020	Regional fund 2021-2	10 000	10 000	70	
2 020	Regional fund 2021-3	10 000	10 000	63	
2 020	Regional fund 2021-4	10 000	10 000	50	
2 020	Regional fund 2021-5	10 000	10 000	50	
2 020	Regional fund 2021-6	10 000	10 000	50	
2 020	Regional fund 2021-7	7 000	7 000	49	

2 019	Regional fund 2020-1	10 000	10 000	139
2 019	Regional fund 2020-2	10 000	10 000	139
2 019	Regional fund 2020-3	10 000	10 000	139
2 019	Regional fund 2020-4	14 252	14 252	197
2 019	Industry Fund 2020-1	10 000	10 000	154
2 019	Industry Fund 2020-2	10 000	10 000	155
2 019	Industry Fund 2020-3	10 000	10 000	144
2 019	Industry Fund 2020-4	10 000	10 000	136
2 019	Industry Fund 2020-5	10 000	10 000	138
2 018	Regional fund 2019-1	10 000	10 000	175
2 018	Regional fund 2019-2	10 000	10 000	175
2 018	Regional fund 2019-3	10 000	10 000	175
2 018	Regional fund 2019-4	10 000	10 000	175
2 018	Regional fund 2019-5	10 000	10 000	175
2 018	Industry Fund 2019-1	10 000	10 000	175
2 018	Industry Fund 2019-2	9 600	9 600	143
2 018	Industry Fund 2019-3	10 000	10 000	154
2 018	Industry Fund 2019-4	15 450	15 450	233
2 018	Industry Fund 2019-5	37 580	37 580	580
2 018	Industry Fund 2019-6	9 230	9 230	141
2 018	Industry Fund 2019-7	10 760	10 760	162
2 018	Industry Fund 2019-8	6 920	6 920	105
2 018	Industry Fund 2019-9	6 150	6 150	93
2 018	Industry Fund 2019-10	4 065	4 065	61
2 017	Industry Fund 2018-1	10 000	10 000	156
2 017	Industry Fund 2018-2	10 000	10 000	162
2 017	Industry Fund 2018-3	10 000	10 000	137
2 017	Industry Fund 2018-4	24 150	24 150	420
2 017	Regional fund 2018-1	10 000	10 000	175
2 017	Regional fund 2018-2	10 000	10 000	172
2 017	Regional fund 2018-3	10 000	10 000	175

2 016	Industry Fund 2017-1	6 000	6 000	96	
2 016	Industry Fund 2017-2	5 000	5 000	80	
2 016	FG BIAT Free 2017-1	9 001	9 001	45	<p>BIAT CAPITAL RISQUE receives as remuneration, quarterly and in arrears, a management fee of 0.5% p.a. exclusive of tax, on the total amount of the fund.</p> <p>If BIAT CAPITAL RISQUE achieves a return in excess of the average MMR for the period, it will be entitled to a performance fee calculated according to a scale.</p>
2 016	FG BIAT Free 2017-2	5 501	5 501	96	<p>BIAT CAPITAL RISQUE receives a management fee of :</p> <ul style="list-style-type: none"> - 0.5% excl. tax per annum on amounts invested during the lock-up period; - 1.75% excl. tax per annum on amounts invested, between the date of release of funds and the end of the seventh year following release. After the lock-in period, the commission is charged in arrears on the outstanding amount; - 1% excl. tax per annum on amounts invested, between the end of the seventh year and the tenth year. <p>If BIAT CAPITAL RISQUE achieves a return in excess of the average MMR for the period, it will be entitled to a performance fee calculated according to a scale.</p>
2 016	Regional fund 2017-1	5 100	5 100	82	
2 016	Regional fund 2017-2	4 750	4 750	76	
2 016	Regional fund 2017-3	40 000	40 000	551	
2 015	Free Funds 2016-1	9 401	-	12	<p>BIAT CAPITAL RISQUE receives as remuneration, quarterly and in arrears, a management fee of 0.5% p.a. exclusive of tax, on the total amount of the fund.</p> <p>If BIAT CAPITAL RISQUE achieves a return in excess of the average MMR for the period, it will be entitled to a performance fee calculated according to a scale.</p>

2 015	Free Funds 2016-2	4 501	4 501	79	<p>BIAT CAPITAL RISQUE receives a management fee of:</p> <ul style="list-style-type: none"> - 0.5% excl. tax per annum on amounts invested during the lock-up period; - 1.75% excl. tax per annum on amounts invested, between the date of release of funds and the end of the seventh year following release. After the lock-in period, the commission is charged in arrears on the outstanding amount; - 1% excl. tax per annum on amounts invested, between the end of the seventh year and the tenth year. <p>If BIAT CAPITAL RISQUE achieves a return in excess of the average MMR for the period, it will be entitled to a performance fee calculated according to a scale.</p>
2 015	Regional fund 2016	5 000	4 917	86	
2 015	Industry Fund 2016-1	5 000	4 017	70	
2 015	Industry Fund 2016-2	5 050	4 949	87	
2 015	Industry Fund 2016-3	15 700	-	313	<p>BIAT CAPITAL RISQUE receives as remuneration, quarterly and in arrears, a management fee of 0.5% p.a. exclusive of tax, on the total amount of the fund.</p> <p>If BIAT CAPITAL RISQUE achieves a return in excess of the average MMR for the period, it will be entitled to a performance fee calculated according to a scale.</p>
2 014	Free Funds 2015-1	2 001	2 001	35	<p>BIAT CAPITAL RISQUE receives a management fee of:</p> <ul style="list-style-type: none"> - 0.5% excl. tax per annum on amounts invested during the lock-up period; - 1.75% excl. tax per annum on amounts invested, between the date of release of funds and the end of the seventh year following release. After the lock-in period, the commission is charged in arrears on the outstanding amount; - 1% excl. tax per annum on amounts invested, between the end of the seventh year and the tenth year. <p>If BIAT CAPITAL RISQUE achieves a return in excess of the average MMR for the period, it will be entitled to a performance fee calculated according to a scale.</p>
2 013	Industry Fund 2014	2 000	1 300	16	

2 012	Free Funds 2013	8 853	8 853	44	BIAT CAPITAL RISQUE receives a management fee of 0.5% p.a. exclusive of tax, on the total amount of the fund.
2 012	Regional fund 2013	5 000	3 252	38	BIAT CAPITAL RISQUE receives a management fee of: - 0.5% excl. tax per annum on amounts invested during the lock-up period; - 1.75% excl. tax per annum on amounts invested, between the date of release of funds and the end of the seventh year following release. After the lock-in period, the commission is charged in arrears on the outstanding amount; - 1% excl. tax per annum on amounts invested, between the end of the seventh year and the tenth year.
2 012	Industry Fund 2013	5 500	3 150	34	
2 011	FG 2012	6 000	1 500	15	
2 011	Industry Fund 2011	6 000	2 174	22	
2 010	Regional fund 2011	10 000	905	6	
2 009	FG 2010	10 000	799	-	
2 008	FG 2008	14 250	500	5	In return for its management of the fund, «BIAT CAPITAL RISQUE» receives a fee equal to 1% per annum exclusive of tax, payable annually in arrears on the initial amount of the fund. After 5 years, this fee will be charged annually in arrears on the fund's total assets.
2 007	FG2007	9 000	128	1	1% p.a. exclusive of tax, charged annually in arrears on the initial amount of the fund. After the 5-year period, this fee will be charged annually in arrears on the fund's assets under management.

10. In December 2015, BIAT and «BIAT CAPITAL RISQUE» signed an amendment to the management agreements for venture capital funds, under which the two parties mutually agreed to add a provision to all current fund management agreements relating to direct expenses incurred by «BIAT CAPITAL RISQUE» in connection with equity lines.

Thus, direct expenses incurred by «BIAT CAPITAL RISQUE» in connection with the establishment or divestment of investment lines charged to the Funds in force will be borne by BIAT.

11. In 2004, BIAT signed an amendment to the management agreement of October 17, 2000 with BIAT CAPITAL RISQUE. Under the terms of this amendment, BIAT receives an annual fee of 50,000 dinars (incl. VAT) in return for its services.

The income recognized in this respect in 2022 amounts to 42,017 dinars excluding VAT.

- 12.** BIAT has leased two offices for administrative use, with a total surface area of 92m², to the company «BIAT CAPITAL RISQUE», located in the building housing its head office at Avenue Habib Bourguiba-Tunis.

This lease is granted for a period of two consecutive years, starting on September 1, 2015 and ending on August 31, 2017, renewable from year to year by tacit agreement, and for an annual rent of 28,000 dinars excluding VAT. This rent will be subject to a cumulative increase of 5% applicable from the 2nd year of rental.

The revenue recognized in this respect in 2022 amounts to 38,148 dinars excluding VAT.

- 13.** On March 16, 2015, BIAT signed a secondment agreement with BIAT CAPITAL RISQUE for seven executives.

In 2021, a new agreement was signed concerning the secondment of BIAT employees to BIAT CAPITAL RISQUE, including its Chairman and Chief Executive Officer.

In return, BIAT CAPITAL RISQUE will pay BIAT, on half-yearly invoices, all salaries, additional salaries and benefits, including charges, for all seconded personnel.

In addition to salaries, supplementary salaries and benefits, BIAT's invoicing to «BIAT CAPITAL RISQUES» includes a 5% margin and VAT at the prevailing rate.

This agreement cancelled and replaced the one signed on March 16, 2015 and took effect from January 1, 2021.

The amount included in BIAT's expense transfers in 2022 is 1,255,820 dinars.

SOPIAT

- 14.** BIAT has signed a rental agreement with the company SOPIAT for premises used as archive storage space at the Logistics Centre in the El Fejja industrial zone, with a total surface area of 3,138 m² excluding floor area.

The lease is granted and accepted for a period of two years, commencing on April 1, 2020 and expiring on March 31, 2022, renewable from year to year by tacit agreement, and at an annual rent of 434,000 dinars exclusive of VAT. This rent will be subject to a non-cumulative annual increase of 5% applicable from the 3rd year of rental.

In return, SOPIAT will receive an annual rent of 434,000 dinars excluding VAT, subject to a non-cumulative annual increase of 5% from the third year of rental.

The contract runs from April 1, 2020 to March 31, 2022, and is tacitly renewable from year to year.

In this respect, the charge for 2022 amounts to 450,275 dinars excluding VAT.

- 15.** BIAT has signed a rental agreement with SOPIAT for a set of premises and real estate for commercial use, located on the ground floor and second floor of the El Ahmadi complex in La Marsa, with a total surface area of 595 m² excluding works.

The lease is granted and accepted for a period of two years, commencing on December 13, 2019 and expiring on December 12, 2021, renewable from year to year by tacit agreement, and for an annual rent of 334,999 dinars exclusive of VAT. This rent will be subject to a non-cumulative annual increase of 5% applicable from the 3rd year of rental.

In this respect, the charge for 2022 amounts to 355,937 dinars excluding VAT.

- 16.** An agreement was signed in 2018 between BIAT and SOPIAT, under which the latter provides the bank with two technicians to monitor the maintenance of the 5th floor of the 2nd tranche of the head office.

In return for the services rendered, BIAT will pay SOPIAT a fee based on invoicing, including the salaries and benefits of the said technicians, at a mark-up of 5%.

A first amendment to the said agreement was signed on January 2, 2021, under which the two parties agreed to extend the mission of the two technicians for a period of two years, expiring on December 31, 2021.

A second amendment to the said agreement was concluded on September 30, 2021, under which the two parties agreed to suspend the provision to BIAT of one of the two technicians for the period from 01/10/2021 to 31/12/2021. At the end of this period, the technician will once again be made available to BIAT under the same conditions as provided for in the agreement of January 2, 2018 and its first amendment of January 2, 2021.

The amount invoiced by SOPIAT for 2022 is 25,599 dinars excluding VAT.

- 17.** In 2019, an agreement was signed between BIAT and SOPIAT, under which the latter provides the bank with two employees to monitor maintenance work on the 5th floor of the 2nd tranche of the head office.

In return for the services rendered, BIAT will pay SOPIAT a fee based on invoicing, including the salaries and benefits (including all charges) of these two employees, at a margin of 5%.

An amendment to the said agreement was signed on November 9, 2020, concerning the provision to the bank of a worker to monitor maintenance workers on the 5th floor of the 2nd tranche of the head office, for the period from November 9, 2020 to December 31, 2020.

In return for the services rendered, BIAT will pay SOPIAT a fee based on invoicing, including the salaries and benefits, including all charges, of the staff made available, at a margin of 5%.

A second amendment to the agreement was signed on January 2, 2021, under which both parties agreed to extend the term of the agreement to December 31, 2021.

A third amendment to the agreement was signed on January 2, 2022, under which both parties agreed to extend the term of the agreement to December 31, 2023.

The amount invoiced by «SOPIAT» for 2022 is 38,130 dinars exclusive of VAT.

- 18.** BIAT has leased to SOPIAT two offices for administrative use, with a total surface area of 49m², located in the building housing its head office at Avenue Habib Bourguiba-Tunis.

This lease is granted for a period of two consecutive years, starting on January 26, 2015 and ending on January 25, 2017, in return for an annual rent of 14,717 dinars excluding VAT. This rent will be subject to a non-cumulative annual increase of 5%.

Income recognized in this respect in 2022 amounts to 20,626 dinars.

- 19.** Within the framework of its activities, which are essentially the granting of real estate credit, BIAT needs to carry out appraisals of real estate assets which are the subject of credit applications from its customers, and it approached SOPIAT on February 27, 2014, to make its technical director available to it and undertakes to provide it with all the necessary assistance and supervision.

In return for making these services available, BIAT undertakes to reimburse SOPIAT, on presentation of an invoice, 700 dinars (excluding tax) per working day (the daily rate includes travel, accommodation, meals and other expenses necessary for the performance of the service).

This agreement takes effect on March 1, 2014 for a period of one year, renewable by tacit agreement.

The amount invoiced by «SOPIAT» for 2022 is 95,900 dinars exclusive of VAT.

- 20.** An agreement was signed in April 2021 between BIAT and SOPIAT, under which the latter provides the bank with an agent to carry out the necessary function of welcoming visitors.

In return for services rendered, BIAT will pay SOPIAT a fee based on invoicing, including the agent's salary and benefits, all charges included, at a margin of 5%.

This agreement runs from April 1, 2021 to December 31, 2022.

The amount invoiced by «SOPIAT» for 2022 is 26,405 dinars excluding VAT.

- 21.** An agreement was signed in July 2021 between BIAT and SOPIAT, under which SOPIAT provides the bank with a senior technician to carry out the work required for the construction of the building housing the headquarters of TUNISIE VALEURS.

In return for services rendered, BIAT will pay SOPIAT a fee based on invoicing, including the technician's salary and benefits, all charges included, at a margin of 30%.

The amount of the invoice will be readjusted according to any salary increase, any benefit granted or any exceptional bonus paid to the person concerned. Invoices are payable quarterly.

This agreement runs from July 1, 2021 to December 31, 2023.

The amount invoiced by «SOPIAT» for 2022 is 84,536 dinars excluding VAT.

BIAT CONSULTING

- 22.** In November 2016, BIAT signed a framework agreement with BIAT CONSULTING for the provision of personnel for a period of one year from March 1, 2016.

In return for the services rendered, BIAT CONSULTING invoices fees calculated on the basis of the actual cost of gross salaries, including all indirect charges, of the personnel provided, plus 5%.

A first amendment to the said agreement was concluded in 2020, under which the two parties agreed to revise the billing rate for assistance services rendered by «BIAT Consulting», and to set it at 500 dinars per day/man, inclusive of tax. Payment will be made within 30 days of receipt of the invoice, which must be accompanied by a schedule of attendance duly signed by the BIAT project manager. This amendment takes effect on October 1, 2020.

A second amendment to the said agreement was signed in 2022, under which the two parties agreed to revise the invoicing rate for assistance services provided by BIAT Consulting, and to set it at 600 dinars (incl. VAT) per day/man.

The amount invoiced by BIAT CONSULTING in 2022 is 132,300 dinars excluding VAT.

- 23.** In 2014, BIAT signed an accounting and administrative assistance agreement with BIAT CONSULTING.

In return for this mission, BIAT receives an annual fee of 2,800 dinars including VAT.

An amendment to the said agreement was concluded in December 2015, under which the two parties agreed to renew the annual remuneration provided for in respect of the 2014 financial year, under the same terms and conditions, namely 2,800 dinars inclusive of tax. This remuneration will be increased to 3,100 dinars exclusive of tax for the 2017 and subsequent financial years.

- 24.** BIAT has leased to BIAT CONSULTING three offices for administrative use, with a total surface area of 101m², located in the building housing its head office at Avenue Habib Bourguiba-Tunis.

This lease is granted for a period of two consecutive years, starting on October 1, 2015 and ending on September 30, 2017, renewable from year to year by tacit agreement, and for an annual rent of 30,683 dinars excluding VAT. This rent will be subject to a cumulative increase of 5% applicable from the 2nd year of rental.

The amount invoiced by BIAT for 2022 is 41,632 dinars.

- 25.** In 2014, BIAT signed an agreement with BIAT CONSULTING for the secondment of two executives. In addition to salaries, supplementary salaries and benefits, BIAT's invoicing to BIAT CONSULTING includes a 5% margin.

An amendment to the said agreement was concluded in 2019, under which the two parties agreed to suspend the secondment of one of the two executives to BIAT CONSULTING, with effect from January 1, 2018.

In 2022, BIAT did not bill any amount under this agreement.

TUNISIE VALEURS ASSET MANAGEMENT (EX BIAT ASSET MANAGEMENT)

- 26.** On October 25, 2017, BIAT signed a custody and management agreement with TUNISIE VALEURS ASSET MANAGEMENT (EX BIAT ASSET MANAGEMENT) under which the latter entrusts BIAT, which accepts, with the mission of exclusive custodian of the securities and funds belonging to FCP BIAT-CEA PNT TUNISAIR.

In return for its services, BIAT will receive an annual fee of 0.1% exclusive of tax of the net assets of FCP BIAT-CEA PNT TUNISAIR. This fee is deducted daily and paid monthly in arrears.

Income recognized in this respect in 2022 amounted to 36,651 dinars.

- 27.** On May 4, 2016, BIAT signed a custody and management agreement with TUNISIE VALEURS ASSET MANAGEMENT (EX BIAT ASSET MANAGEMENT) under which the latter entrusts BIAT, which accepts, with the mission of exclusive custodian of the securities and funds belonging to FCP BIAT-EQUITY PERFORMANCE.

In return for its services, BIAT will receive an annual fee of 0.1% exclusive of tax of the net assets of FCP BIAT-EQUITY PERFORMANCE. This fee is deducted daily and paid monthly in arrears.

Income recognized in this respect in 2022 amounted to 6,279 dinars.

- 28.** BIAT amended, on December 25, 2017, the two deposit and distribution agreements of the «FCP BIAT - EPARGNE ACTIONS» mutual fund. The first was signed, on November 24, 2006, with «TUNISIE VALEURS ASSET MANAGEMENT» (EX BIAT ASSET MANAGEMENT) and then renewed, on November 20, 2013, while the second was newly signed on the same date, i.e. November 20, 2013.

The amendments made to the first agreement concern BIAT's remuneration. In 2013, the deposit commission rate was maintained at 0.1% (incl. tax) of the Fund's net assets, in the first amendment, and then revised upwards in the second amendment in 2017, from 0.1% (incl. tax) to 0.1% (excl. tax).

This fee is deducted daily and paid monthly in arrears.

In addition, on December 25, 2017, BIAT also amended the second distribution agreement signed in November 2013, which introduced a distribution fee of 0.2% incl. tax per annum, deducted from the net assets of FCP BIAT - EPARGNE ACTIONS.

The amendments to this agreement concern the remuneration of distributors, namely BIAT and TUNISIE VALEURS. Indeed, distribution services will be remunerated by commissions at the rate of 0.3% (excl. VAT) of net assets per annum in favor of the distributors in proportion to their distributions instead of 0.2% (incl. VAT). The 2017 amendment also provides for these distribution fees to be borne by the fund manager, TUNISIE VALEURS ASSET MANAGEMENT (formerly BIAT ASSET MANAGEMENT), and paid monthly in arrears on presentation of an invoice.

The amount recognized in income for fiscal 2022 is 61,758 dinars.

- 29.** On May 4, 2016, BIAT signed a distribution agreement with TUNISIE VALEURS ASSET MANAGEMENT (EX BIAT ASSET MANAGEMENT), under which the latter entrusts BIAT, which accepts, with marketing and distributing the units of FCP BIAT-EQUITY PERFORMANCE.

In return for its services, BIAT will receive a share of the distribution fee of 0.3% p.a. (excluding tax) of net assets, in proportion to its distribution. This fee, which is borne by TUNISIE VALEURS ASSET MANAGEMENT (EX BIAT ASSET MANAGEMENT), will be deducted from the management fee it charges on the net assets of FCP BIAT-EQUITY PERFORMANCE.

BIAT's remuneration will be paid by TUNISIE VALEURS ASSET MANAGEMENT (EX BIAT ASSET MANAGEMENT) monthly in arrears on presentation of an invoice.

The amount recognized in income for fiscal 2022 is 21,443 dinars.

SICAV OPPORTUNITY et SICAV PROSPERITY

30. BIAT amended twice, on December 23, 2013 and December 25, 2017, the two exclusive custodian agreements for the securities and funds of the «SICAV OPPORTUNITY» and the «SICAV PROSPERITY» initially signed on March 8, 2003.

The amendments to these agreements concern BIAT's remuneration. In the first amendment, the deposit commission rate was lowered from 0.3% (incl. tax) to 0.1% (incl. tax) of net assets for «SICAV OPPORTUNITY» and from 0.2% (incl. tax) to 0.1% (incl. tax) of net assets for «SICAV PROSPERITY». In the second amendment, it was raised from 0.1% (incl. tax) to 0.1% (excl. tax).

Remuneration is deducted daily and paid monthly in arrears.

In addition, BIAT also amended, on December 25, 2017, the two agreements for the distribution of «SICAV OPPORTUNITY» and «SICAV PROSPERITY» securities initially signed in 2013 between BIAT, TUNISIE VALEURS and TUNISIE VALEURS ASSET MANAGEMENT (EX BIAT ASSETS MANAGEMENT).

The amendments to these agreements concern the remuneration of distributors, namely BIAT and TUNISIE VALEURS. Indeed, distribution services will be remunerated by commissions at the rate of 0.3% (excl. tax) of net assets per annum in favor of the distributors in proportion to their distributions for the two SICAVs instead of 0.2% (incl. tax) for «SICAV OPPORTUNITY» and 0.1% (incl. tax) for «SICAV PROSPERITY». The 2017 amendment also provided for these distribution fees to be borne by the manager, TUNISIE VALEURS ASSET MANAGEMENT (EX BIAT ASSETS MANAGEMENT), and paid monthly in arrears on presentation of an invoice.

Net income for the year ended December 31, 2022 amounted to 7,674 dinars.

SICAV TRESOR

31. BIAT amended, on December 18, 2015, the exclusive custodian agreement for the securities and funds of the «SICAV TRESOR» initially signed on March 8, 2003, as amended in 2010 and 2013.

The amendments to this agreement concern the deposit fee payable to BIAT, which has been revised downwards from 0.15% (incl. tax) to 0.10% (incl. tax) of the SICAV's net assets.

This fee, deducted daily, is paid monthly in arrears.

In addition, a distribution agreement for «SICAV TRESOR» securities was signed in December 2013 between BIAT, SICAV TRESOR and TUNISIE VALEURS ASSET MANAGEMENT (EX BIAT ASSET MANAGEMENT), which provides for the application of a distribution fee equal to 0.2% (incl. tax) of net assets in favor of distributors of SICAV TRESOR securities, in proportion to their distributions. This agreement was amended in December 2015 to comply with new regulations and the FATCA law.

This fee, deducted daily, is paid monthly in arrears. This agreement is concluded for a period of one year from the date of signature, and is renewable by tacit agreement.

Income for fiscal 2022 amounted to 353,406 dinars.

SICAV PATRIMOINE OBLIGATAIRE

32. On October 13, 2009, BIAT signed an agreement to act as exclusive custodian for the securities and funds of the «SICAV PATRIMOINE OBLIGATAIRE». Under the terms of this agreement, BIAT's services are remunerated at a rate of 0.1% (incl. VAT) of the net assets of the said SICAV, with a minimum of 5,000 dinars (excl. VAT) and a maximum of 20,000 dinars (excl. VAT) per year. The minimum and maximum thresholds were abolished under the agreement signed in December 2015. This fee is deducted daily and paid monthly in arrears.

The agreement also stipulates that the said SICAV will be domiciled on the premises of BIAT, without this constituting a lease or creating any right to commercial property in its favor.

This agreement was revised on December 23, 2013, to introduce a distribution fee equal to 0.15% (incl. tax) of net assets in favor of the distributors of SICAV PATRIMOINE OBLIGATAIRE securities, namely BIAT, TUNISIE VALEURS and TUNISIE VALEURS ASSET MANAGEMENT (EX BIAT ASSET MANAGEMENT), in proportion to their distributions.

The distribution fee rate has been raised to 0.2% (incl. tax) of net assets under the agreement signed in December 2015.

This fee, deducted daily, is paid monthly in arrears. This agreement is concluded for a period of one year from the date of signature, and is renewable by tacit agreement.

The amount recognized in income for the year ended December 31, 2022 was 934,359 dinars.

TUNISIE VALEURS

33. In 2007, the Bank entered into an «Employee Credit» agreement with TUNISIE VALEURS, under which the Bank offers TUNISIE VALEURS employees access to flexible, rapid and advantageous credit facilities on preferential terms.

34. On January 2, 2004, BIAT signed a stock market order collection agreement with TUNISIE VALEURS. Article 8 of this agreement stipulates that part of the brokerage commissions on all transactions negotiated by «TUNISIE VALEURS» on behalf of BIAT or its clients is allocated as follows:

Type of commission	BIAT remuneration	Remuneration TUNISIE VALEURS
Brokerage commissions on transactions carried out on listed markets.	50%	50%
Brokerage commissions on over-the-counter transactions.	-	100%
All commissions deducted from BIAT CAPITAL's own customers.	-	100%
All commissions charged to BIAT customers.	100%.	-

35. An agreement has been signed between BIAT and TUNISIE VALEURS concerning the partial secondment of an executive for a period of one year, renewable annually by tacit agreement.

In return, TUNISIE VALEURS will pay BIAT, on the basis of half-yearly invoices, all salaries, additional salaries and benefits, including all charges, for the seconded employee, up to 87% of the total amount.

In addition to salaries, supplementary salaries and benefits, BIAT's invoicing to TUNISIE VALEURS includes a 5% margin and VAT at the prevailing rate.

The remainder of the remuneration will be paid by BIAT in return for the tasks performed on its behalf by the employee on part-time secondment.

The amount included in BIAT's expense transfers in 2022 for this purpose amounts to 188,399 dinars excluding VAT.

ORANGE TUNISIE SA

36. On August 30, 2010, BIAT leased to ORANGE TUNISIE SA the entire 154 sq.m. ground-floor premises at 246 avenue Habib Bourguiba, Kram. This lease was granted for a period of three years, commencing on April 1, 2010 and expiring on March 31, 2013, and is tacitly renewable.

The monthly rent was set, by mutual agreement between the two parties, at 2,567 dinars excluding VAT. It is subject to an annual increase of 5% cumulative from the second year of rental.

The company «Orange Tunisie SA» paid a deposit of 5,134 dinars to guarantee payment of the rent.

The amount recognized in income for the year ended December 31, 2022 was 54,661 dinars.

37. On December 24, 2010, BIAT leased to «ORANGE TUNISIE SA» all of the premises located on the first floor of the building located at rue Moncef Bey in BIZERTE, with an approximate surface area of 211.5 m². The lease is for a period of three years, commencing on December 1, 2010.

The rent was set by mutual agreement between the two parties at 2,644 dinars per month, exclusive of VAT. It is subject to an annual increase of 5% cumulative from the second year of rental.

The amount recognized in income for the year ended December 31, 2022 amounted to 54,487 dinars.

SICAF BIAT et SGP

38. On December 23, 2011, BIAT signed accounting, financial and administrative assistance agreements with SICAF BIAT and SGP.

In return for this mission, BIAT receives the following from each subsidiary:

- The equivalent of the payroll and employer's contributions relating to the human resources responsible for accounting and administrative assistance, borne by BIAT and increased by a margin of 10%, i.e. an annual amount of 19,800 dinars excluding VAT per Company. This remuneration is subject to annual revision in line with the actual costs incurred by the bank.

- The equivalent of salary and employer's contributions for human resources in charge of management and direction, plus 10%.

- The equivalent of overheads relating to the provision of premises and other logistical resources, borne by BIAT, i.e. a fixed annual amount of 1,200 dinars excluding VAT per company. This amount will be subject to a cumulative increase of 6% applicable each year, starting from the second year of availability.

These agreements were the subject of two separate amendments, in November 2018, which concerned BIAT's remuneration, and in particular :

- A change in payment terms from quarterly to annual.

- The elimination of the chargeback of overheads relating to the provision of premises and other logistical resources, borne by BIAT.

- A lump-sum calculation of payroll and employer's contributions relating to human resources in charge of accounting and administrative assistance, based on a fixed scale. From the second year following the effective date of the 2018 amendment, this amount will be subject to a cumulative increase of 6%, applicable each year.

- A reduction in the margin on wage and salary costs for management and executive staff from 10% to 5%.

Amounts booked to income for the year ended December 31, 2022 amounted to 15,150 dinars.

TUNISIE TITRISATION

- 39.** On May 10, 2006, BIAT entered into an agreement with TUNISIE TITRISATION under the terms of which the two parties set up the FCC BIAT-CREDIMMO1 debt securitization fund, a co-ownership whose sole purpose is to acquire receivables relating to real estate loans granted by the assignor (BIAT) to private individuals, with a view to issuing units representing said receivables.

The total initial issue price amounts to KDT 50,000 and the receivables assigned by BIAT to the fund represented by the company «TUNISIE TITRISATION», total an initial outstanding capital of KDT 50,019.

As at December 31, 2022, BIAT's total subscriptions to this fund amounted to 1,519 KDT, relating exclusively to subscriptions to residual units.

As part of this operation, BIAT acts both as custodian of the fund's assets and as collector. In this capacity, and as remuneration for the custodian duties entrusted to it, BIAT receives from the management company «TUNISIE TITRISATION», acting on behalf of the fund, a commission equal to 0.05% excl. VAT per annum, of the outstanding capital of living receivables at the beginning of the calculation period. In addition, and in its capacity as debt collector, BIAT receives from the aforementioned company a commission equal to 0.4% excl. VAT per annum, of the outstanding capital of living receivables at the beginning of the calculation period.

BIAT has not received any commission in respect of the 2022 financial year.

- 40.** On May 18, 2007, BIAT entered into an agreement with TUNISIE TITRISATION under the terms of which the two parties set up the FCC BIAT-CREDIMMO 2 debt securitization fund, a co-ownership whose sole purpose is to acquire receivables relating to real estate loans granted by the assignor (BIAT) to private individuals, with a view to issuing units representing said receivables.

The total initial issue price amounts to KDT 50,000 and the receivables assigned by BIAT to the fund represented by the company «TUNISIE TITRISATION», total an initial outstanding capital of KDT 50,003.

As at December 31, 2022, BIAT's total subscriptions to this fund amounted to 1,503 KTD, relating exclusively to subscriptions to residual units.

As part of this operation, BIAT acts both as custodian of the fund's assets and as collector. In this capacity, and as remuneration for the custodian duties entrusted to it, BIAT receives from the management company «TUNISIE TITRISATION», acting on behalf of the fund, a commission equal to 0.05% excl. VAT per annum, of the outstanding capital of living receivables at the beginning of the calculation period. In addition, and in its capacity as collector, BIAT receives from the aforementioned management company a commission equal to 0.4% excl. VAT per annum, of the outstanding capital of living receivables at the beginning of the calculation period.

BIAT has not received any commission in respect of the 2022 financial year.

INSURANCE BIAT

- 41.** In July 2016 and January 2018, BIAT entered into two contracts with the company «Insurance BIAT» for the provision of two of the bank's employees to Insurance BIAT, in order to carry out assignments entrusted to them.

In return for the services rendered, Insurance BIAT will pay BIAT a fee based on half-yearly invoices, corresponding to the salaries and benefits, including all charges, of the staff made available, at a margin of 5%. These agreements cover an indefinite period.

The income recognized in respect of the provision of personnel in 2022 amounts to 504,772 dinars excluding tax.

- 42.** In February 2018, BIAT entered into a lease agreement with the company «Insurance BIAT» for premises used as administrative offices with an approximate surface area of 183m² including common areas, located on the second floor of the building at Place de Sidi Mtir in Mahdia.

This lease is granted for a monthly rent of 638.140 dinars excluding VAT, i.e. an annual rent of 7,657.680 dinars excluding VAT, for a period starting on January 1, 2017 and ending on December 31, 2018. At the end of this period, the lease will be renewed from year to year by tacit agreement.

The rent will be subject to an annual increase of 5% applicable from the 2nd year onwards.

Rental income recorded in BIAT's income statement for the year ended December 31, 2022 amounted to 9,773 dinars.

- 43.** In February 2018, BIAT entered into a lease agreement with the company «Insurance BIAT» for part of a premises used as administrative offices with an approximate surface area of 87.5 m², located at Rue El Meniar, 47 Avenue Habib Bourguiba, la Manouba.

This lease is granted for a monthly rent of 860 dinars excluding VAT, i.e. an annual rent of 10,320 dinars excluding VAT, for a period starting on January 1, 2017 and ending on December 31, 2018. At the end of this period, the lease will be renewed from year to year by tacit agreement.

The rent will be subject to an annual increase of 5% applicable from the 2nd year onwards.

Rental income recorded in BIAT's income statement for the year ended December 31, 2022 amounted to 13,171 dinars.

- 44.** Since 2004, BIAT has taken out insurance policies with BIAT INSURANCE. The expense incurred in respect of the 2022 financial year breaks down as follows:

Nature	Expenses (dinar)
Assurance de responsabilité civile	67.000
Assurance Contre les accidents corporels	86.681
Assurance vie « protection familiale »	185.942
Assurance « Assistance à l'étranger pour les cartes bancaires visa premier et Business Gold »,	1.335.021
Assurance « vol global banque »	338.775
Assurance contre le vol et la perte des cartes	426.203
Assurance « incendie et garanties annexes »	513.322
Assurance de la flotte automobile	58.097
Assurance multirisque sur les ordinateurs	99.352
Assurance Pack Saphir et Silver	822.559
Assurance Pack « express » et pack « First »	37.815
Assurance Pack Elite	260.310
Assurance Pack Platinum	511.320
Assurance " Assistance à l'étranger pour les cartes Platinum et infinite et business Premium"	650.446
Assurance couverture de prêts (*)	291.926
Assurance groupe du personnel (cotisation patronale)	13.876.619
Assurance vie (AFEK) (**)	1.770.099

(*)At the end of 2021, BIAT signed a contract with BIAT INSURANCE to provide additional cover for loan deferrals.

(**) In 2012, BIAT signed a group life insurance policy with BIAT INSURANCE for the benefit of its staff, known as «members».

- 45.** BIAT INSURANCE sublets to the bank the premises known as «Commercial 2», with a total surface area of 145m², located on the first floor of the building at Berges du Lac II, built on the «DIAR EL ONS» plot. This lease is granted and accepted for a firm period running from January 1, 2010 to April 30, 2014.

From May 2014, an amendment was signed to extend the lease term from May 1, 2014 to April 30, 2019. A cumulative annual rent increase will be applied from May 1, 2014, at an annual rate of 5% based on the previous year's rent.

The amount included in BIAT's expenses in 2022 is 41,466 dinars.

SOCIETE DE PROMOTION TOURISTIQUE « SPT SFAX »

- 46.** BIAT has leased an office for administrative use from SPT Sfax. 25m², located in the building housing its head office at Avenue Habib Bourguiba-Tunis.

This lease is granted for a period of two consecutive years, starting on January 1, 2015 and ending on December 31, 2016, in return for an annual rent of 7,525 dinars excluding VAT.

The income recognized in this respect in 2022 amounts to 10,588 dinars.

SOCIETE DE PROMOTION TOURISTIQUE « SPT MOHAMED V »

- 47.** BIAT has leased a 43m² office for administrative use from SPT Mohamed V, located in its head office building on Avenue Habib Bourguiba-Tunis.

This lease is granted for a period starting on July 1, 2016 and ending on December 31, 2018, renewable from year to year by tacit agreement, and for an annual rent of 13,019 dinars exclusive of VAT, payable quarterly in advance.

This rent will be subject to a cumulative annual increase of 5% applicable from July 1, 2017.

The income recognized in this respect in 2022 amounts to 17,031 dinars.

SOCIETE « ESTRAT »

- 48.** In 2019, BIAT signed an agreement with eStrat for assistance, consulting and strategic support.

In return for this mission, BIAT pays an annual fee of 800 KDT excluding VAT.

This agreement is for a period of three years from January 1, 2019, renewable by tacit agreement unless one of the parties withdraws in writing, giving one month's notice.

In 2022, no services were rendered by eStrat under this agreement.

SOCIETE VALUE DIGITAL SERVICES

- 49.** In 2019, BIAT signed an IT engineering consultancy agreement with Value Digital Services.

In return for this mission, BIAT will pay a fee of 385 KDT excluding VAT, corresponding to the preliminary work and initial implementation of the system. Thereafter, the said remuneration will be paid on a monthly basis depending on the number of staff made available, in accordance with a remuneration scale agreed by both parties and subject to review by mutual agreement in the light of future developments.

This agreement is for a three-year period starting November 1, 2019.

The amount invoiced in this respect by Value Digital Services in 2022 is 9,719,250 dinars excluding VAT.

- 50.** BIAT has signed a lease with Value Digital Service for office space on the second floor of the building located at the corner of Avenue Principale and Rue du Lac Turkana in Berges du Lac 1 - Tunis, covering 821 sq.m., and part of the second floor, covering 323 sq.m.

The lease is granted and accepted for a period of two years, renewable from year to year by tacit agreement, at an annual rent of 286,000 dinars excluding VAT, subject to a cumulative annual increase of 5% from the third year of lease.

In 2022, this income will amount to 300,300 dinars.

SUPPORT ET MAINTENANCE EXPRESS « SME » (EX TAAMIR)

- 51.** In 2020, BIAT signed a lease agreement with TAAMIR for a furniture and equipment storage depot with a surface area of 1,000 m² on the first floor of the premises built on the plot of land covered by land title no. 68062, located in the Sidi Daoud industrial zone, La Marsa.

The lease is granted and accepted for a period of two years, from April 1, 2020 to March 31, 2022, renewable from year to year by tacit agreement, in return for an annual rent of 70,000 dinars excluding VAT.

In this respect, the charge for 2022 amounted to 73,500 dinars excluding VAT.

C. Obligations and commitments of the company to its directors:

- I. Obligations and commitments to directors as referred to in article 200 (new) II § 5 of the Code of Commercial Companies, are as follows:

- The Board of Directors, meeting on June 3, 2020, decided to renew the mandate of Mr. Mohamed AGREBI as Chief Executive Officer of the bank, and delegated the necessary powers to the Nomination and Remuneration Committee in order to set his remuneration. For the 2022 financial year, this remuneration amounted to a gross sum of 1,272 KDT, including employer's contributions of 268 KDT. In addition, the stock of provisions for the General Manager's vacation pay recorded a variation of 16 KDT during the 2022 financial year, amounting to 45 KDT at December 31, 2022.

He also received remuneration amounting to 21 KDT in his capacity as a member of the Executive Credit Committee.

The Managing Director also benefits from a company car with driver and related expenses.

- At its meeting on December 14, 2021, the Board of Directors decided to appoint Mr Hassen Longo as Deputy Managing Director for a period of 3 years. The CEO's remuneration was set by the Human Resources Committee on February 1, 2022. For the year ended December 31, 2022, this remuneration amounted to a gross sum of 493 KDT, including employer's contributions of 104 KDT. In addition, the DGA's provisions for paid leave changed by 5 KDT during the 2022 fiscal year to 12 KDT at December 31, 2022.

He also received remuneration amounting to 6 KDT in his capacity as a member of the Board of Directors of certain subsidiaries.

- The members of the Board of Directors are remunerated by attendance fees set by the Ordinary General Meeting of April 22, 2022, which delegated to the Board of Directors the power to decide on their allocation among its members. Attendance fees allocated by the AGM for the 2022 financial year amounted to a gross sum of 720 KDT.

In addition, the directors who sit on the Board of Directors' Delegation, the Standing Internal Audit Committee, the Executive Credit Committee, the Risk Committee and the Appointments and Remuneration Committee, received gross remuneration, in respect of the 2022 financial year, of 147 KDT (3KDT per committee).

II. Banque Internationale Arabe de Tunisie's obligations and commitments to its directors, as shown in the financial statements for the year ended December 31, 2022, are summarized as follows (in KDT):

Wording	General Manager		Executive Vice-President		Directors	
	Expenses for the year	Liabilities at 31/12/2022	Expenses for the year	Liabilities at 31/12/2022	Expenses for the year	Liabilities at 31/12/2022
Short-term benefits (*)	1288	942	504	256	-	-
Directors' fees	-	-	-	-	660	660
Committee fees	21	3	-	-	147	27
Post-employment benefits	-	-	-	-	-	-
Other long-term benefits	-	-	-	-	-	-
Termination benefits	-	253	6	99	-	-
Share-based payments	-	-	-	-	-	-
Total	1309	1198	510	355	807	687

(*) : Remuneration, social security charges and paid vacation for corporate officers.

Tunis, le 10th avril 2023

The Statutory Auditors

Les Commissaires aux Comptes Associés MTBF
Mohamed Lassaad BORJI

CMC-DFK International
Chérif Ben ZINA

13.2 Individual financial statements ending at 31/12/2022

Balance sheet
As at December 31, 2022
(In thousands of dinars)

	Note	31/12/2022	31/12/2021
ASSETS			
Cash and balances with CBT, PCC et TGT	III-1	355 872	1 390 193
Due from Banks and Financial Institutions	III-2	3 445 606	1 585 810
Loans and advances	III-3	12 279 155	12 138 035
Trading securities portfolio	III-4	34 834	14 445
Investment portfolio and equities portfolio	III-5	4 290 070	3 416 385
Property & Equipment	III-6	257 171	245 245
Other assets	III-7	452 316	439 760
Total assets		21 115 024	19 229 873
LIABILITIES			
Due to Central Bank of Tunisia	IV-1	898	1 213
Due to Banks and Financial Institutions	IV-2	624 489	224 125
Customers' Deposits	IV-3	17 166 843	16 220 062
Borrowings and Special Resources	IV-4	770 288	482 810
Other liabilities	IV-5	595 256	458 903
Total liabilities		19 157 774	17 387 113
SHAREHOLDERS'EQUITY			
Capital		178 500	178 500
Reserves		1 063 875	926 260
Other shareholders' equity		3	3
Retained earnings		415 196	471 157
Net Income of the year		299 676	266 840
Total shareholders' equity	V	1 957 250	1 842 760
Total liabilities and shareholders' equity		21 115 024	19 229 873

Off-balance sheet
As at December 31, 2022
(In thousands of dinars)

	31/12/2022	31/12/2021
CONTINGENT LIABILITIES		
Guarantees, warranties and other granted guarantees given	2 214 904	2 272 949
a- To banks and financial institutions	290 032	492 302
b- To costumers	1 924 872	1 780 647
Documentary credits	1 034 399	868 546
a- To costumers	800 441	837 539
b- Others	233 958	31 007
Total contingent liabilities	3 249 303	3 141 495
COMMITMENTS GIVEN		
Financing commitments given	1 345 940	1 248 918
To costumers	1 345 940	1 248 918
Commitments on securities	2 911	3 913
a- Non paid up participations	2 903	3 903
b- Securities to be received	8	10
Total commitments given	1 348 851	1 252 831
RECEIVED COMMITMENTS		
Guaranties received	5 090 767	4 886 792
Total received commitments	5 090 767	4 886 792

Income statement
From January 1st to December 31, 2022
(In thousands of dinars)

	Note	Year 2022	Year 2021
BANKING OPERATING PRODUCTS			
Interest and similar income	VII-1-1	1 155 130	997 392
Commission income	VII-1-2	253 580	225 529
Profit on trading securities portfolio and financial operations	VII-1-3	206 836	136 789
Income of investment portfolio	VII-1-4	255 388	186 233
Total banking operating products		1 870 934	1 545 943
BANKING OPERATING EXPENSES			
Interest and similar expenses	VII-2-1	(595 298)	(524 954)
Commission expenses	VII-2-2	(8 490)	(5 523)
Total banking operating expenses		(603 788)	(530 477)
Net Banking Income		1 267 146	1 015 466
Net provision allowances on loans, off-balances sheet and other liabilities	VII-3	(282 957)	(190 832)
Net provision allowances on investment portfolio	VII-4	(9 756)	(16 863)
Other operating income	VII-5	11 474	11 050
Staff costs	VII-6	(262 463)	(238 432)
General operating expenses	VII-7	(189 833)	(170 959)
Depreciation, amortization, and provisions on fixed assets	VII-8	(44 649)	(40 099)
Operating result			
Gain or loss on other normal items	VII-9	(12)	(466)
Income tax	VII-10	(189 274)	(82 135)
Result on ordinary activities			286 730
Gain or Loss on other extraordinary items		-	(19 890)
Net Income			266 840
Net effects on tax deferred of a change in accounting		-	-
Net result for the year after changes in accounting		299 676	266 840

Cash flows statement
From January 1st to December 31, 2022
(In thousands of dinars)

	Note	Year 2022	Year 2021
OPERATING ACTIVITIES			
Collected banking operating products		1 635 731	1 363 804
Disbursed banking operating expenses		(621 888)	(525 790)
Deposits/withdrawals on financial institutions deposits		(312 022)	116 455
Deposits/withdrawals on customers deposits		(490 001)	(966 459)
Dépôts / Retraits dépôts auprès de la clientèle		1 032 238	1 462 413
Payments to personnel and other accounts payables		(388 937)	(357 630)
Other cash flows from operating activities		20 758	10 192
Corporate tax paid		(76 756)	(70 387)
Net cash flow from operating activities		799 123	1 032 598
INVESTMENT ACTIVITIES			
Collected products on investment portfolio		230 925	180 905
Acquisition/disposals on investment portfolio		(858 977)	(765 220)
Acquisition/disposals on fixed assets		(60 013)	(74 547)
Net cash flow from investment activities		(688 065)	(658 862)
FINANCING ACTIVITIES			
Increase/Repayment of borrowings		238 150	103 027
Increase/decrease of special resources		(6)	16 669
Dividends paid		(185 640)	(178 500)
Net cash flow from financing activities		52 504	(58 804)
Impact of changes in exchange rates on cash and cash equivalents	IX-1	(38 809)	(21 591)
Net changes in cash and cash equivalent during the year		124 753	293 341
Cash and cash equivalent at the beginning of the year		2 534 472	2 241 131
Cash and cash equivalent at the end of the year	IX-2	2 659 225	2 534 472

— NOTES TO THE ANNUAL FINANCIAL STATEMENTS (At December 31, 2022)

Note I – Compliance with Tunisian accounting standards

The financial statements of Banque Internationale Arabe de Tunisie are drawn up in accordance with the provisions of law no. 96-112 of 30-12-1996 relating to the company accounting system and with the provisions of the Minister of Finance's decree of 25-03-1999 approving sectoral accounting standards relating to operations specific to banking establishments.

The financial statements are drawn up in accordance with the model defined by accounting standard n°21 relating to the presentation of the financial statements of banking establishments.

Note II – Basis of measurement and relevant accounting policies applied, and presentation of the financial statements

The financial statements have been prepared as at December 31, 2022, in accordance with the accounting principles and policies set out in Decree no. 96-2459 of December 30, 1996, approving the conceptual accounting framework and the accounting principles set out in the sectoral accounting standards for banking institutions. Among these principles, we describe below the rules that have been applied for the recognition of income and expenses, the rules for the valuation of receivables and securities, and the rules for the translation of foreign currency transactions.

II-1. Rules for taking products into account

Interest, similar income and commissions are included in 2022 income for the period from January 1 to December 31, 2022. Income received in respect of periods subsequent to December 31, 2022 is not included in income for 2022, in accordance with accounting standards. On the other hand, income accrued and not yet due at December 31, 2022 is included in income.

Pursuant to the provisions of both sector accounting standard no. 24 and circular no. 91-24 of 17-12-1991 issued by the Central Bank of Tunisia, interest and similar income due at 31-12-2022 and not collected or collection of which is doubtful is not taken into account in income and is shown in the balance sheet as reserved agios.

Interest and similar income booked as reserved agios in prior years and received in 2022 are included in income at 31/12/ 2022.

II-2. Rules for taking charges into account

Interest expense, commissions incurred, personnel costs and other expenses are deducted from income at 31/12/2022 for the period from January 1 to December 31, 2022. Expenses disbursed and relating to periods subsequent to 31/12/2022 are recorded in the balance sheet as deferred charges and accrued income.

Expenses relating to the period concerned and not disbursed up to 31/12/2022 are deducted from income.

II-3. Rules for valuing receivables

II-3-1. Individual provisions

The classification and valuation of commitments and the determination of related provisions are carried out in accordance with Banque Centrale de Tunisie Circular No. 91-24 of December 17, 1991, as amended by Circular No. 99-04 of March 19, 1999, Circular No. 2001-12 of May 4, 2001, Circular No. 2012-09 of June 29, 2012 and Circular No. 2013-21 of December 30, 2013. Risk classes are defined as follows:

Class 0 - Current assets

Class 1 - Assets requiring special monitoring

Class 2 - Uncertain assets

Class 3 - Assets of concern

Class 4 - Impaired assets

The provision rates by risk class applied to the net unhedged risk are as follows:

Class 2 - Uncertain assets	20%
Class 3 - Assets of concern	50%
Class 4 - Impaired assets	100%

II-3-2. Additional provisions

Pursuant to circular to banks No. 2013-21 of December 30, 2013, the Bank has made additional provisions on assets with a seniority in class 4 greater than or equal to 3 years to cover net risk and this in accordance with the following minimum quotas:

- 40% for employees with 3 to 5 years' seniority in class 4;
- 70% for employees with 6 to 7 years' seniority in class 4;
- 100% for employees with at least 8 years' seniority in class 4;

Net risk means the value of the asset after deduction of:

- Agios reserved,
- Guarantees received from the State, insurance companies and credit institutions,
- Guarantees in the form of deposits or financial assets that can be liquidated without affecting their value; and
- Provisions set aside in accordance with article 10 of circular no. 91-24 to credit institutions.

II-3-3. Collective provisions

Pursuant to the provisions of CBT circular no. 91-24, as amended and supplemented by subsequent texts, the bank has set aside general provisions, known as «collective provisions», to cover latent risks on current commitments and commitments requiring special monitoring within the meaning of the aforementioned circular.

The methodology for calculating these provisions was modified by CBT circular no. 2023-02 of February 24, 2023. This change has resulted in the creation of additional collective provisions of around 37.5 MDT for the 2022 financial year.

In addition, and as part of the ongoing drive to strengthen coverage of latent risks and prepare for Basel II requirements, the Bank has made adjustments to the parameters used to calculate collective provisions (adjustment factors and provisioning rates). As a result of these adjustments, additional collective provisions of the order of 162.5 MDT have been set aside for the 2022 financial year.

Additional collective reserves have been calculated by adjusting average migration rates and provisioning rates as follows.

- TMgi: The average migration rate as increased by the CBT has been adjusted by increasing it by a percentage Δ specific to BIAT, proportional to the share of class 1 in current receivables (O+1): the higher the share, the higher the Delta..

- ii. TPgi: The standard provisioning rates recommended by the CBT have been increased to bring them into line with Basel standards: 40% for corporate loans, 45% for consumer loans and 35% for housing loans.

As a result, the stock of collective provisions set aside by the bank amounted to 375.5 MDT at December 31, 2022.

II-4. Rules for classifying and valuing securities and related income

II-4-1. Commercial securities portfolio and related income

This portfolio includes securities acquired with the intention of selling them in the short term. It comprises trading and investment securities:

- Trading securities are distinguished by their short holding period and liquidity. Trading securities include securities held for no more than three months. At each balance sheet date, trading securities are valued at market value. Market value corresponds to the weighted average share price at the balance sheet date or the most recent prior date. Changes in the market value of these securities are recorded in the income statement. Income from trading securities is recognized in the income statement when realized. In addition, treasury bills and similar securities are marked to market on the basis of the yield curve for sovereign issues published at the balance sheet date for the 2022 financial year.
- Investment securities are securities acquired with the intention of holding them for a period of more than three months.
- At each balance sheet date, marketable securities must be valued at market value for listed securities and at fair value for unlisted securities, in order to determine whether provisions for impairment are required.

Market value corresponds to the weighted average share price at the balance sheet date or the most recent prior date. Fair value is the probable trading value and is determined by reference to one or more objective criteria, such as the price stipulated in recent transactions, the mathematical value, the yield, the size of earnings, the activity, scale or reputation of the company.

Each type of security is valued separately. Unrealized gains on some securities cannot offset unrealized losses on others.

Unrealized losses arising from the difference between the book value and the market or fair value of the securities give rise to provisions for impairment. Unrealized capital gains are not recognized.

II-4-2. Investment securities portfolio and related income

The investment securities portfolio includes securities acquired with the intention of holding them to maturity, as well as those whose long-term ownership is deemed useful to the Bank's business.

This portfolio includes in particular :

- Investment Treasury Bonds ;
- Investments in subsidiaries and affiliates ;
- Managed funds placed with SICARs.

Investment securities are recorded at acquisition cost, excluding all costs and expenses, with the exception of study and consulting fees relating to the acquisition. Acquisitions and disposals of securities are recognized on the date of transfer of ownership, i.e. the date on which the transaction is recorded on the Tunis Stock Exchange. Dividends received, capital gains on disposals and income from managed funds are shown under «Income from investment portfolio» in the statement of income. Dividends not yet received, but which have been approved for distribution, are also recorded under «Income from investment portfolio».

At each balance sheet date, the acquisition cost of investment securities is compared with market value for listed securities and fair value for unlisted securities.

Market value corresponds to the weighted average share price at the balance sheet date or the most recent prior date.

Fair value is the probable trading value, determined by reference to one or more objective criteria, such as the price stipulated in recent transactions, mathematical value, yield, size of earnings, activity, scale or reputation of the company.

Unrealized gains on investment securities are not recognized.

Unrealized losses arising from the difference between the book value and the market value or fair value of the securities are provided for only in the following cases:

- due to new circumstances, there is a strong probability that the establishment will not hold these securities until maturity;
- there are risks of default by the issuer of the securities.

In addition, treasury bills and similar securities are valued at amortized cost, taking into account the spreading of any discount and/or premium over the residual maturity of the securities from the acquisition date. Unrealized gains on treasury bills are not recognized.

II-5. Conversion rules for foreign currency transactions

In accordance with the provisions of the sectoral accounting standards for banking establishments, the financial statements are prepared taking into account foreign-currency receivables and payables and the foreign-currency position, which are converted on the basis of the latest average CBT exchange rate for December 2022. Exchange gains and losses resulting from this conversion are taken into account in the income statement at December 31, 2022.

II-6. Presentation of financial statements

The financial statements prepared and published by BIAT for the year 2022 are presented in accordance with sector accounting standard N°21.

These statements include data for 2022 and 2021.

Note III – Balance sheet assets

(Figures are expressed in KDT: thousands of Tunisian Dinars)

Balance sheet assets comprise the following items:

- AC1: Cash and balances with CBT, CCP and TGT;
- AC2: Loans and advances to banks and financial institutions;
- AC3: Customer receivables;
- AC4 : Commercial securities portfolio;
- AC5 : Investment securities portfolio;
- AC6: Fixed assets;
- AC7 : Other assets.

III-1. Cash and balances with CBT, CCP and TGT

	31/12/2022	31/12/2021
Checkouts	176 020	158 677
Assets at CBT	179 764	1 231 427
CCP credit balances	88	89
Total Cash and balances with CBT, CCP and TGT	355 872	1 390 193

III-2. Loans and advances to banks and financial institutions

	31/12/2022	31/12/2021
Loans and advances to banks (a)	3 102 722	1 273 726
Loans and advances to financial institutions (b)	342 884	312 084
Total Due from banks and financial institutions	3 445 606	1 585 810

(a) Amounts due from banks break down as follows:

	31/12/2022	31/12/2021
CBT loan accounts	2 174 113	629 913
Interbank market loan accounts	875 360	597 394
Loan receivables	6 125	399
Corresponding accounts NOSTRI	25 417	21 356
Corresponding accounts LORI	51	6 839
Related receivables	42	2
Unallocated values	21 614	17 823
Total	3 102 722	1 273 726

(b) Receivables from financial institutions break down as follows:

	31/12/2022	31/12/2021
Loans to leasing companies	286 325	255 226
Loans to other financial institutions	52 797	53 512
Related receivables and payables	3 762	3 346
Total	342 884	312 084

The breakdown of gross amounts due from banks and financial institutions by maturity is as follows:

	Up to 3 months	More 3 months and less than a year	More than one year and less than 5 years	Over 5 years	Indefinite duration	31/12/2022
Loans and advances to banks						
CBT loan accounts	2 071 033	103 080	-	-	-	2 174 113
Interbank market loan accounts	740 799	134 561	-	-	-	875 360
Loan receivables	4 992	1 133	-	-	-	6 125
Corresponding accounts NOSTRI	-	-	-	-	25 417	25 417
Corresponding accounts LORI	-	-	-	-	51	51
Related receivables	-	-	-	-	42	42
Unallocated values	-	-	-	-	21 614	21 614
Total	2 816 824	238 774	-	-	47 124	3 102 722
Loans and advances to financial institutions						
Loans to leasing companies	-	-	276 325	10 000	-	286 325
Loans to other financial institutions	52 797	-	-	-	-	52 797
Related receivables and payables	1 188	2 574	-	-	-	3 762
Total	53 985	2 574	276 325	10 000	-	342 884
Total General	2 870 809	241 348	276 325	10 000	47 124	3 445 606

The breakdown of gross amounts due from banks and financial institutions by type of relationship is as follows:

	Related companies	Associated companies	Joint ventures	Other	31/12/2022
Loans and advances to banks					
CBT loan accounts	-	-	-	2 174 113	2 174 113
Interbank market loan accounts	-	-	-	875 360	875 360
Loan receivables	-	-	-	6 125	6 125
Corresponding accounts NOSTRI	-	-	-	25 417	25 417
Corresponding accounts LORI	-	-	-	51	51
Related receivables	-	-	-	42	42
Unallocated values	-	-	-	21 614	21 614
Total	-	-	-	3 102 722	3 102 722
Loans and advances to financial institutions					
Loans to leasing companies	-	-	-	286 325	286 325
Loans to other financial institutions	52 797	-	-	-	52 797
Related receivables and payables	-	-	-	3 762	3 762
Total	52 797	-	-	290 087	342 884
Total General	52 797	-	-	3 392 809	3 445 606

III-3. Customer receivables

Customer receivables comprise current and classified accounts receivable, other current and classified loans, and current and classified loans from special resources.

Gross doubtful debts (classified) and the provisions required to cover classified assets are determined in accordance with the provisions of Circular no. 91-24 of 17-12-1991 issued by the Banque Centrale de Tunisie on prudential rules, and the accounting standards applicable to banking establishments.

		31/12/2022	31/12/2021
Customer accounts receivable	(1)	1 042 051	1 051 532
Other customer loans	(2)	12 158 811	11 754 400
Appropriations from special resources	(3)	83 227	79 070
Total			
Provisions on customer loans		(434 089)	(414 760)
Agios reserved		(195 318)	(170 963)
Collective provisions		(375 527)	(161 244)
Total customer receivables		12 279 155	12 138 035

(1) Customer accounts receivable

	31/12/2022	31/12/2021
Current accounts receivable	976 019	965 975
Doubtful accounts	48 947	67 291
Advances on term deposits	16 550	17 829
Customer accounts receivable	535	437
Total	1 042 051	1 051 532

(2) Other customer loans and advances

	31/12/2022	31/12/2021
Other current assets (a)	11 372 625	11 015 406
Other doubtful contests (b)	786 186	738 994
Total	12 158 811	11 754 400

(a) Other current liabilities break down as follows:

	31/12/2022	31/12/2021
Commercial and industrial loans	7 284 087	7 157 087
Real estate loans, developers	72 405	66 067
Home loans, buyers	3 275 083	3 138 446
Agricultural credits	632 568	543 937
Associate current account	2 900	2 900
Discount portfolio	11 267 043	10 908 437
Unallocated values	133	135
Related receivables on other current loans	147 143	133 571
Related receivables on associates' current accounts	553	449
Interest received in advance (less)	(42 247)	(27 186)
Total other current financing	11 372 625	11 015 406

(3) Appropriations from special resources

	31/12/2022	31/12/2021
Current appropriations from special resources	61 880	58 753
Receivables related to credits on special resources	652	656
Doubtful credits on special resources	20 695	19 661
Total	83 227	79 070

Risk management for special resources:

(1) The bank incurs a counterparty risk only on loans charged to external resources. In addition, the foreign exchange positions generated by the bank's commitments following the contracting of loans in foreign currencies are systematically hedged by Tunis Ré through the contracting of insurance policies covering the foreign exchange risk relating to this type of commitment.

(2) For public funds, the counterparty risk is not systematic, but varies according to the nature of the fund and the customer's financial situation (debtor default). What's more, these funds are only released to customers once they have obtained a financing agreement from the corresponding lender and the resources have been disbursed.

In view of the above, customer receivables are summarized as follows:

(i) Current receivables

	31/12/2022	31/12/2021
Current receivables excluding commitments by signature	12 321 492	11 950 994
Unallocated values	133	135
Related receivables	148 883	135 112
Interest received in advance (less)	(42 247)	(27 186)
Total	12 428 261	12 059 055
Current signature commitments	2 699 428	2 592 007
Total	15 127 689	14 651 062

(ii) Gross doubtful debts

	31/12/2022	31/12/2021
Doubtful loans excluding commitments by signature	855 828	825 947
Doubtful signature commitments	25 886	26 180
Total	881 714	852 127

Provisions set aside to cover off-balance sheet commitments are shown on the liabilities side of the balance sheet in the amount of 14,484 Thousand DT.

Provisions and premiums set aside to cover classified customer receivables totalled 630,560 Thousand DT, broken down as follows:

	31/12/2022	31/12/2021
Reserved premiums on classified receivables	183 663	163 021
Balance sheet provisions for classified receivables	432 413	414 760
Provisions for off-balance sheet commitments	14 484	13 760
Total	630 560	591 541

Provisions and reserved agios set aside to cover unclassified customer receivables totalled 388,858 Thousand DT, broken down as follows:

	31/12/2022	31/12/2021
Reserved premiums on unclassified receivables	11 655	7 942
Collective provision	375 527	161 244
Other provisions	1 676	-
Total	388 858	169 186

It should be noted that, as part of the analysis and assessment of customer receivables, the provisions required for classified receivables have been determined taking into account only deductible guarantees within the meaning of CBT circular no. 91-24.

Thus, non-deductible guarantees such as pledges on businesses, mortgages on registration requisitions, maritime mortgages, mortgages on private deeds, pledges on fixed equipment, pledges on contracts, pledges on rolling stock, pledges on goods, personal and joint and several guarantees by individuals and legal entities, endorsements by individuals and legal entities, life insurance policies, direct debits on salaries, rents and contracts have been excluded from this calculation.

Movements in provisions for balance sheet receivables break down as follows:

	31/12/2021	Endowment	Reprise	Retrocession	31/12/2022
Balance sheet provisions for classified receivables	(414 760)	(90 279)	72 642	(16)	(432 413)
Collective provision	(161 244)	(214 283)	-	-	(375 527)
Other provisions	-	(1 676)	-	-	(1 676)
Total	(576 004)	(306 238)	72 642	(16)	(809 616)

Movements in doubtful debts net of provisions and reserved agios, excluding commitments by signature, were as follows:

	31/12/2021	Net contributions for the year	Endowments	Repossession and retrocession	Net reservation	31/12/2022
Gross receivables	825 947	29 881	-	-	-	855 828
Provisions	(414 760)	-	(90 279)	72 626	-	(432 413)
Reserved Agios	(163 021)	-	-	-	(20 642)	(183 663)
Net receivables	248 166	29 881	(90 279)	72 626	(20 642)	239 754

breakdown of gross customer loans by maturity is as follows:

	Up to 3 months	More 3 months and less than a year	More than one year and less than 5 years	Over 5 years	Indefinite duration	31/12/2022
Customer receivables						
Accounts receivable	4 229	12 280	447	-	1 025 095	1 042 051
Other customer loans and advances	3 068 160	808 715	4 162 362	3 402 289	717 285	12 158 811
Appropriations from special resources	489	825	13 707	47 763	20 443	83 227
Total	3 072 878	821 820	4 176 516	3 450 052	1 762 823	13 284 089

The breakdown of gross customer receivables by type of relationship is as follows:

	Related companies	Associated companies	Joint venture	Other	31/12/2022
Customer receivables					
Accounts receivable	17 236	-	-	1 024 815	1 042 051
Other customer loans and advances	57 439	-	-	12 101 372	12 158 811
Appropriations from special resources	-	-	-	83 227	83 227
Total	74 675	-	-	13 209 414	13 284 089

The breakdown of loans and advances to customers according to whether or not they are eligible for Central Bank refinancing is as follows:

	Not eligible for CBT Refinancing	Eligible for CBT Refinancing	31/12/2022
Customer receivables			
Accounts receivable	1 042 051	-	1 042 051
Other customer loans and advances	10 641 326	1 517 485	12 158 811
Appropriations from special resources	83 227	-	83 227
Total	11 766 604	1 517 485	13 284 089

III-4. Commercial securities portfolio

	31/12/2022	31/12/2021
Transaction securities (1)	30 530	10 141
Investment securities (2)	4 304	4 304
Total Commercial securities portfolio	34 834	14 445

(1) Transaction securities

	31/12/2022	31/12/2021
Assimilable treasury bills	29 655	9 934
Related receivables and payables	875	207
Total securities held in portfolio	30 530	10 141

(2) Investment securities

Marketable securities comprise SICAV securities and listed shares for 2,303 Thousand DT and 2,001 Thousand DT respectively.

For fiscal 2022, there were no transfers between trading securities and investment securities.

III-5. Investment portfolio

	31/12/2022	31/12/2021
Gross investment securities outstanding	4 272 106	3 419 896
Related receivables on investment securities	93 904	68 459
Provisions and premiums for impairment in value of investment portfolio	(75 940)	(71 970)
Total Investment portfolio	4 290 070	3 416 385

The increase breaks down as follows:

	Variation
New acquisitions	719 676
Repayment of investment bills	(700 617)
Disposal of or loss on equity investments	(9 000)
2014 national loan subscription	690 000
Repayment of national loans	(481)
Release of managed funds	180 000
Retrocession or loss on managed funds	(27 368)
Provisions for investment securities	(5 498)
Reversal of provisions for investment securities	2 510
Interest reserved on managed funds	(852)
Interest reserved on portage	(130)
Change in related receivables and accrued dividend entitlements	25 445
Total	873 685

These operations are detailed as follows:

Labels	Investment securities	Equity interests	Shares in affiliated companies	Shares in associates	Funds under management	Securities in portage	Total
Gross outstandings at 31/12/2021 excluding related receivables	2 261 778	122 866	352 564	20 300	661 188	1 200	3 419 896
Redemption of Treasury Bills	(700 617)	-	-	-	-	-	(700 617)
Releases and/or acquisitions in 2022	1 386 734	541	20 001	2 400	180 000	-	1 589 676
Disposals, liquidations, losses or repayments in 2022	(481)	(8 000)	-	(1 000)	(27 368)	-	(36 849)
Gross outstandings at 31/12/2022 excluding related receivables	2 947 414	115 407	372 565	21 700	813 820	1 200	4 272 106
Claims on treasury bills	61 665	-	-	-	-	-	61 665
Related receivables on investment portfolios other than BTAs	21 771	2 610	-	-	6 281	1 577	32 239
Provisions and premiums for impairment in value of investment portfolio	-	(16 712)	(30 558)	(268)	(26 236)	(2 167)	(75 940)
Total investment portfolio	3 030 850	101 305	342 007	21 432	793 865	610	4 290 070

The breakdown of the Bank's equity holdings into listed securities, unlisted securities and holdings in UCITS is as follows:

	31/12/2022	31/12/2021
Listed title	478	478
Unlisted shares	494 551	485 709
UCITS security	15 843	10 743
Total	510 872	496 930

III-6. Fixed assets

Fixed assets are recorded at acquisition cost, excluding VAT, plus non-recoverable VAT, with the exception of transport equipment, which is recorded in the balance sheet at acquisition cost, including VAT.

Depreciation of fixed assets, except for goodwill, is calculated using the straight-line method at the depreciation rates allowed under current tax regulations.

Depreciation charges are determined and recorded based on the carrying amount of fixed assets, net of recoverable value, and according to the acquisition date of each fixed asset.

The following depreciation rates are applied:

Immobilization	Amortization period	Amortization rate
Intangible assets		
Software	3 years	33,33%
Licenses	3 years	33,33%
Goodwill	20 years	5%
Tangible fixed assets		
Buildings	20 et 40 years	5% et 2,5%
General installations, fixtures and fittings	10 years	10%
Office equipment	10 years	10%
Transport equipment	5 years	20%
Computer equipment	6,67 years	15%
Fixed assets with special legal status	10 years	10%

	31/12/2022	31/12/2021
Intangible assets	90 102	86 559
Amortization of intangible assets	(79 602)	(75 235)
Tangible fixed assets	475 747	452 642
Depreciation of tangible fixed assets	(256 638)	(238 104)
Assets under construction and advances	27 562	19 383
Total fixed assets	257 171	245 245

Fixed assets at 31/12/2022 break down as follows:

	31/12/2021	Acquisitions	Disposal or scrapping	Reclassifications	31/12/2022
License	34 362	2 001	(35)	565	36 893
Computer software	47 355	22	-	990	48 367
Goodwill and leasehold rights	4 842	-	-	-	4 842
Total intangible assets	86 559	2 023	(35)	1 555	90 102
Land	78 175	-	-	453	78 628
Buildings	111 272	-	-	91	111 363
Fixtures and fittings	116 903	5 820	(18)	4 417	127 122
Buildings awaiting allocation	164	-	-	-	164
Fixed assets with special legal status	345	-	-	-	345
Office furniture	22 637	163	-	197	22 997
Computer equipment	53 437	3 163	(181)	2 775	59 194
Transport equipment	1 774	423	(47)	-	2 150
Buildings not used for professional activities	5 007	-	-	1 469	6 476
General building installations	7 490	73	-	92	7 655
Banking equipment	29 356	3 180	-	-	32 536
Fixtures and fittings for banking equipment	54	-	-	-	54
Office equipment	14 222	203	(593)	1 050	14 882
Office equipment layout	1 852	-	-	-	1 852
Office furniture layout	9 954	293	(7)	89	10 329
Total tangible fixed assets	452 642	13 318	(846)	10 633	475 747
Work in progress	18 346	20 365	-	(12 186)	26 525
Advances on assets under construction	1 037	-	-	-	1 037
Total gross fixed assets	558 584	35 706	(881)	2	593 411

	Amort. Accumulated 31/12/2021	Endowment	Regularization Disposal and scrapping	Accumulated depreciation 31/12/2021	Net asset value at 31/12/2022
License	(29 244)	(2 818)	35	(32 027)	4 866
Computer software	(42 623)	(1 442)	-	(44 065)	4 302
Goodwill and leasehold rights	(3 368)	(142)	-	(3 510)	1 332
Total intangible assets	(75 235)	(4 402)	35	(79 602)	10 500
Land	-	-	-	-	78 628
Buildings	(51 190)	(3 160)	-	(54 350)	57 013
Fixtures and fittings	(80 862)	(6 934)	18	(87 778)	39 344
Buildings awaiting allocation	-	-	-	-	164
Fixed assets with special legal status	(341)	-	-	(341)	4
Office furniture	(13 764)	(1 436)	-	(15 200)	7 797
Computer equipment	(43 539)	(3 558)	181	(46 916)	12 278
Transport equipment	(1 201)	(216)	47	(1 370)	780
Buildings not used for business activities	(124)	(1)	-	(125)	6 351
General building installations	(6 719)	(126)	-	(6 845)	810
Banking equipment	(19 789)	(2 777)	-	(22 566)	9 970
Fixtures and fittings for banking equipment	(38)	(4)	-	(42)	12
Office equipment	(11 504)	(609)	550	(11 563)	3 319
Office equipment layout	(1 646)	(48)	-	(1 694)	158
Office furniture layout	(7 228)	(468)	7	(7 689)	2 640
Total tangible fixed assets	(237 945)	(19 337)	803	(256 479)	219 268
Work in progress	-	-	-	-	26 525
Advances on assets under construction	-	-	-	-	1 037
Provision Other tangible fixed assets	(159)	-	-	(159)	(159)
Total gross fixed assets	(313 339)	(23 739)	838	(336 240)	257 171

III-7. Other assets

	31/12/2022	31/12/2021
Adjustment accounts	106 045	96 672
Other asset accounts	346 271	343 088
Total Other assets	452 316	439 760

(1) Adjustment accounts

Accruals and deferred income rose from 96,672 Thousand DT in December 2021 to 106,045 Thousand DT in December 2022, an increase of 9,373 Thousand DT.

(2) Other asset accounts

	31/12/2022	31/12/2021
Sundry debtors	316 257	319 943
Inventory accounts	5 225	3 681
Deferred charges	4 501	5 267
Study expenses	20 288	14 197
Total Other assets	346 271	343 088

The table of movements in deferred charges is shown below:

	Gross value 31/12/2021	Cumulative Resorptions 31/12/2021	Net asset value at 31/12/2021	Increase	Write- backs in 2022	Gross value 31/12/2022	Cumulative Resorp- tions au 31/12/2022	Net asset value at 31/12/2022
Deferred charges	12 919	7 652	5 267	1 559	2 325	14 478	9 977	4 501
Total	12 919	7 652	5 267	1 559	2 325	14 478	9 977	4 501

These expenses are amortized on a straight-line basis over 3 years.

Between December 2021 and December 2022, total assets increased by 1,885,151 Thousand DT or 9.8%, from 19,229,873 Thousand DT to 21,115,024 Thousand DT.

NOTE IV – Balance sheet liabilities

(Figures are expressed in KDT: thousands of Tunisian Dinars)

Balance sheet liabilities comprise the following items:

- PA1: Central Bank, Postal Cheque Centre
- PA2: Deposits and assets of banking and financial institutions
- PA3 : Customer deposits and assets
- PA4 : Borrowings and special resources
- PA5 : Other liabilities

IV-1. BCT and CCP

	31/12/2022	31/12/2021
CBT cheques awaiting settlement	891	955
CBT accounts in foreign currencies		258
Accrued liabilities on CBT and CCP accounts	7	-
Total Central Bank and CCP	898	1213

IV-2. Deposits and assets of banking and financial institutions

	31/12/2022	31/12/2021
Deposits and assets of banking institutions	575 677	131 435
Deposits of financial institutions	48 812	92 690
Total Deposits and assets of banking and financial institutions	624 489	224 125

Deposits and assets of banking institutions break down as follows:

	31/12/2022	31/12/2021
Borrowing in dinars from the CBT	331 000	-
Borrowing in dinars from banks	50 000	-
Correspondent bank deposits	185 554	119 135
Other amounts due	8 715	12 298
Related payables	408	2
Deposits and assets of banking institutions	575 677	131 435

The breakdown of deposits and assets of banking and financial institutions by maturity is as follows:

	Up to 3 months	More 3 months and less than a year	More than one year and less than 5 years	Over 5 years	Indefinite duration	31/12/2022
Deposits and assets of banking institutions	381286	19198	-	-	175193	575677
Borrowing in dinars from the CBT	331000	-	-	-	-	331000
Borrowing in dinars from banks	50000	-	-	-	-	50000
Correspondent bank deposits	-	19077	-	-	166477	185554
Other amounts due		-	-	-	8715	8715
Related debts	286	121	-	-	1	408
Deposits and assets of financial institutions	37951	-	-	-	10861	48812
Deposits from financial institutions	37951	-	-	-	10861	48812
Total	419237	19198	-	-	186054	624489

The breakdown of deposits and assets of banking and financial institutions by type of relationship is as follows:

	Related companies	Associated companies	Joint venture	Other	31/12/2022
Deposits and assets of banking institutions					
Borrowing in dinars from the CBT	-	-	-	331 000	331 000
Borrowing in dinars from banks	-	-	-	50 000	50 000
Correspondent bank deposits	-	-	-	185 554	185 554
Other amounts due		-	-	8 715	8 715
Related debts		-	-	408	408
Deposits and assets of financial institutions					
Deposits from financial institutions	-	-	-	48 812	48 812
Total	-	-	-	624 489	624 489

Not all payables to banks and financial institutions are evidenced by interbank market securities.

IV-3. Customer deposits and assets

	31/12/2022	31/12/2021
Demand deposits	8 876 899	7 966 445
Savings deposits	4 160 829	3 618 756
Maturity accounts	2 815 058	3 151 658
Maturity notes	280 986	314 916
Money market certificates of deposit	476 000	638 000
Related liabilities	78 363	94 483
Other amounts due	478 708	435 804
Total Dépôts et avoirs de la clientèle	17 166 843	16 220 062

The breakdown of customer deposits and assets by maturity is as follows:

	Up to 3 months	More 3 months and less than a year	More than one year and less than 5 years	Over 5 years	Indefinite duration	31/12/2022
Demand deposits	31 702	-	-	-	8 845 197	8 876 899
Savings deposits	-	-	-	-	4 160 829	4 160 829
Maturity accounts	557 058	1 296 427	959 178	2 395	-	2 815 058
Maturity notes	100 935	151 784	28 267	-	-	280 986
Money market certificates of deposit	469 000	7 000	-	-	-	476 000
Related payables	29 941	46 018	2 366	34	4	78 363
Other amounts due	-	-	-	-	478 708	478 708
Total	1 188 636	1 501 229	989 811	2 429	13 484 738	17 166 843

The breakdown of deposits and assets of banking and financial institutions by type of relationship is as follows:

	Related companies	Associated companies	Joint venture	Other	31/12/2022
Demand deposits	426 289	-	-	8 450 610	8 876 899
Savings deposits	-	-	-	4 160 829	4 160 829
Maturing accounts	32 470	-	-	2 782 588	2 815 058
Maturity bonds	-	-	-	280 986	280 986
Money market certificates of deposit	196 499	-	-	279 501	476 000
Related debts	920	-	-	77 443	78 363
Other amounts due	322	-	-	478 386	478 708
Total	656 500	-	-	16 510 343	17 166 843

IV-4. Borrowings and special resources

Special resources	31/12/2022	31/12/2021
Borrowings and debts for special resources	32 172	33 985
Debts on special resources	512	475
Public funds	45 061	43 254
Total public funds and external bodies	77 745	77 714
Subordinated borrowings	668 819	389 831
Debt related to borrowings	23 724	15 265
Total borrowings and special resources	770 288	482 810

This position consists mainly of:

- BIAT 2016 subordinated loan: This subordinated loan was set up in 2016 for an amount of 70,000 Thousand DT. The amount outstanding on 31/12/2022 is 6,900 Thousand DT.
- BIAT 2017 subordinated loan: This subordinated loan was set up in 2017 for an amount of 80,000 Thousand DT. The amount outstanding on 31/12/2022 is 2,200 Thousand DT.
- BIAT 2018 subordinated loan: This subordinated loan was set up in 2018 for an amount of 55,000 Thousand DT. The amount outstanding on 31/12/2022 is 12,606 Thousand DT.
- BIAT 2019-1 subordinated loan: This subordinated loan was set up in 2020 for an amount of 45,000 Thousand DT. The amount outstanding on 31/12/2022 is 42,000 Thousand DT.
- BIAT 2019-2 subordinated loan: This subordinated loan was set up in 2020 for an amount of 105,000 Thousand DT. The amount outstanding on 31/12/2022 is 64,420 Thousand DT.
- BIAT 2020-1 subordinated loan: This subordinated loan was set up in 2021 for an amount of 113,475 Thousand DT. The amount outstanding on 31/12/2022 is 98,455 Thousand DT.
- BIAT 2021-1 subordinated loan: This subordinated loan was set up in 2021 for an amount of 100,550 Thousand DT. The amount outstanding on 31/12/2022 is 92,238 Thousand DT.

- BIAT 2022-1 subordinated loan: This subordinated loan was set up in 2022 for an amount of 200,000 Thousand DT.
- BIAT 2022-2 subordinated loan: This subordinated loan was set up in 2022 for an amount of 150,000 Thousand DT.
These subordinated loans, which are taken into account in the calculation of the solvency ratio as quasi-equity, will be used in particular to finance customer loans.
- Resources received from public funds and external bodies to be used by the Bank to finance customer loans.
These funds rose by 31 Thousand DT or 0.04%, from 77,714 Thousand DT in December 2021 to 77,745 Thousand DT in December 2022.

Public funds and funds from outside bodies break down as follows:

	Balance at 31/12/2021	Balance at 31/12/2022
AFD	1 823	1 209
BEI	1	-
BIRD	1 817	674
CFD	2 139	1 538
ESPAGNOLE	1 275	3 790
FDCI	222	199
FONAPRA	4 228	3 593
FOPRODI	2 024	1 939
FOSDA FOSEP	98	98
PREMIER LOGEMENT	8 927	11 553
RESTRUCTURATION FINANCIERE	9 554	9 743
RESTRUC. PARTICIPATIF	2 320	2 250
DOTATION COVID 19	15 880	15 685
ITL	21 722	20 190
KFW	4 271	4 049
PROPARCO	8	8
BAD	930	716
Related payables	475	511
TOTAL	77 714	77 745

The breakdown of borrowings and special resources by maturity is as follows:

	Up to 3 months	More 3 months and less than a year	More than one year and less than 5 years	Over 5 years	Indefinite duration	31/12/2022
Public and external funds	5 234	1 015	15 554	53 999	1 943	77 745
Borrowings for special resources	1 126	934	10 066	20 046	-	32 172
Debts on special resources	512	-	-	-	-	512
Public funds	3 596	81	5 488	33 953	1 943	45 061
Borrowings and special resources	6 511	34 310	544 064	107 658	-	692 543
Subordinated borrowings	-	17 097	544 064	107 658	-	668 819
Debt related to borrowings	6 511	17 213	-	-	-	23 724
Total	11 745	35 325	559 618	161 657	1 943	770 288

The breakdown of borrowings and special resources by type of relationship is as follows:

	Related companies	Associated companies	Joint venture	Other	31/12/2022
Public and external funds					
Borrowings and debts for special resources	-	-	-	32 172	32 172
Debts on special resources	-	-	-	512	512
Public funds		-	-	45 061	45 061
Borrowings and special resources					
Subordinated borrowings	223 477	-	-	445 342	668 819
Debt related to borrowings	4 292	-	-	19 432	23 724
Total	227 769	-	-	542 519	770 288

IV-5. Other liabilities

	31/12/2022	31/12/2021
Provisions for liabilities and charges (1)	140 135	137 162
Suspense and deferral accounts (2)	233 741	223 041
Other accounts (3)	221 380	98 700
Total Other liabilities	595 256	458 903

(1) Provisions for liabilities and charges

	31/12/2022	31/12/2021
Provisions for operating risks	125 651	123 402
Provisions for off-balance sheet commitments	14 484	13 760
Total provisions for liabilities and charges	140 135	137 162

(2) Suspense and deferral accounts

	31/12/2022	31/12/2021
Other deferred income	8 824	10 368
Headquarters and branches	186	-
Accrued expenses	88 638	93 519
Suspense accounts to be settled	136 093	119 154
Total Accruals and deferrals	233 741	223 041

(3) Other accounts

	31/12/2022	31/12/2021
State, taxes and duties	170 243	51 086
Deduction accounts	38 397	38 427
Other sundry creditors	12 740	9 187
Total Other accounts	221 380	98 700

NOTE V – Statement of shareholders' equity*(Figures are expressed in KDT: thousands of Tunisian Dinars)*

The following table summarizes changes in shareholders' equity from fiscal 2021 to fiscal 2022.

	Share capital	Legal reserve	Other reserves	Social fund	Other shareholders' equity	Retained earnings	Net income for the year	Total
Sales at 31/12/2020	178 500	17 000	638 434	102 483	3	535 664	281 842	1 753 926
Appropriation of net income	-	850	167 000	-	-	113 992	(281 842)	-
Dividends distributed	-	-	-	-	-	(178 500)	-	(178 500)
Social fund	-	-	-	494	-	-	-	494
Net income for 2021	-	-	-	-	-	-	266 840	266 840
Sales at 31/12/2021	178 500	17 850	805 434	102 977	3	471 156	266 840	1 842 760
Appropriation of net income	-	-	137 160	-	-	129 680	(266 840)	-
Dividends distributed	-	-	-	-	-	(185 640)	-	(185 640)
Social fund	-	-	-	454	-	-	-	454
Net income for 2022	-	-	-	-	-	-	299 676	299 676
Sales at 31/12/2022	178 500	17 850	942 594	103 431	3	415 196	299 676	1 957 250

Pursuant to the provisions of Article 19 of Act no. 2013-54 of December 30, 2013, the Finance Act for the 2014 financial year, shareholders' equity available for distribution free of withholding tax amounted to 47,097 Thousand DT at December 31, 2022, broken down as follows:

Reserves subject to special tax rules and not available for distribution: 47 018 Thousand DT

Reserves subject to special tax rules: 79 Thousand DT

As a result, shareholders' equity available free of withholding amounted to 79 Thousand DT on 31/12/2022.

Earnings per share

Earnings per share for fiscal years 2021 and 2022 are as follows:

<i>Figures in Tunisian dinar</i>	31/12/2022	31/12/2021
Net income for the year	299 676 100	266 839 752
Number of common shares outstanding beginning of period	35 700 000	17 850 000
Number of common shares outstanding end of period	35 700 000	35 700 000
Weighted average number of common shares	35 700 000	35 700 000
Basic earnings per share in dinars	8,394	7,475

NOTE VI – Off-balance sheet commitments*(Figures are expressed in KDT: thousands of Tunisian dinars)***VI-1. Sureties, endorsements and other guarantees**

The breakdown of deposits, endorsements and other guarantees given by type of relationship is as follows:

	Related companies	Associated companies	Joint venture	Other	31/12/2022
Guarantees and endorsements in favor of banking and financial institutions	-	-	-	290 032	290 032
Guarantees and endorsements in favor of customers	1513	-	-	1923 359	1924 872
Total	1513	-	-	2 213 391	2 214 904

VI-2. Documentary credits

The breakdown of financing commitments by type of relationship is as follows:

	Related companies	Associated companies	Joint venture	Other	31/12/2022
Credoc in favor of customers	-	-	-	800 441	800 441
Credoc import	-	-	-	233 958	233 958
Total	-	-	-	1 034 399	1 034 399

VI-3. Financing commitments given

The breakdown of financing commitments by type of relationship is as follows:

	Related companies	Associated companies	Joint venture	Other	31/12/2022
Financing commitments given to customers	11500	-	-	1334 440	1345 940
Total	11 500	-	-	1 334 440	1 345 940

VI-5. Guarantees received

	31/12/2022	31/12/2021
Guarantees received from financial institutions	556 181	556 185
Guarantees received from the State	28 658	39 597
Guarantees received from customers	4 505 928	4 291 010
Total guarantees received	5 090 767	4 886 792

Guarantees received consist of the following items at 31/12/2021 and 31/12/2022:

	Current assets	Classified assets	31/12/2020	Current assets	Classified assets	31/12/2022
POD	49 071	1 796	50 867	26 017	1 353	27 370
Mortgages	3 138 079	362 747	3 500 826	3 416 079	355 073	3 771 152
Deposits	175 733	2 270	178 003	182 066	2 306	184 372
Financial Assets	-	553 134	1 779	554 913	10 564	515 146
Insurance	93	-	93	64	-	64
State guarantees	-	13 334	586	13 920	586	6 142
Bank guarantees	-	539 417	1 266	540 684	1 266	530 368
FNG	8 339	2 679	11 018	7 087	1 701	8 788
Other organizations	-	6 654	8 005	14 659	7 817	13 728
Bank guarantees	-	12 059	-	12 059	-	21 594
COTUNACE	3 350	-	3 350	4 154	-	4 154
OTHER GUARANTEES	-	-	6 402	6 402	7 889	7 889
Total	4 499 263	387 529	4 886 792	4 702 212	388 555	5 090 767

Guarantees received appearing on the statement of off-balance sheet commitments do not include non-deductible guarantees within the meaning of circular no. 91-24 of 17-12-1991 issued by the Central Bank of Tunisia. In addition, these guarantees are included in off-balance sheet commitments for the value of the receivable recorded in the balance sheet and relating to these guarantees. Thus, the surplus of guarantees in relation to the outstanding amount of each claim is excluded from this situation.

	31/12/2022	31/12/2021
Spot foreign exchange transactions	380 007	159 827
Dinars purchased but not yet received	91 339	43 532
Currencies purchased but not yet received	99 062	37 003
Dinars sold but not yet delivered	25 263	8 772
Currencies sold but not yet delivered	164 343	70 520
Forward foreign exchange transactions	1 034 392	698 779
Dinars receivable	481 480	300 795
Foreign currencies receivable	45 228	54 676
Dinars to deliver	45 885	55 974
Currencies to be delivered	461 799	287 334
Currency/dinar swaps	26 425	987 700
Other foreign currency transactions	14 554	7 985
Postponement / offset not run	14 554	7 985

It should also be noted that BIAT:

- does not engage in forward exchange transactions for speculative purposes;
- Does not present income or expense accounts denominated in foreign currencies;

NOTE VII – Income statement

(Figures are expressed in KDT: thousands of Tunisian Dinars)

VII-1. Banking income

The total for this item rose from 1.545.943 Thousand DT at December 31, 2021 to 1.870.934 Thousand DT at December 31, 2022, recording an increase of 324.991 Thousand DT or 21.02%.

Income from banking operations comprises the following items:

- Interest and similar income ;
- Commission income ;
- Gains on trading securities portfolio and financial operations;
- Income from investment securities portfolio.

VII-1-1. Interest and similar income

	31/12/2022	31/12/2021
Interest on ordinary bank accounts	584	180
Interest on interbank loan accounts	35 869	18 459
Interest on customer loans	926 870	812 245
Interest on customer overdrafts	119 182	115 416
Interest and similar income on guarantee commitments	31 532	29 499
Other interest and similar income	41 093	21 593
Total interest and similar income	1 155 130	997 392

VII-1-2. Commissions on products

	31/12/2022	31/12/2021
Commission on foreign exchange transactions	2 670	1 889
Commission on financing commitments	51 649	53 478
Commission on guarantee commitments	13 928	12 599
Commission on financial services	95 801	75 215
Commissions on other banking transactions	89 532	82 348
Total commission income	253 580	225 529

VII-1-3. Gains on trading securities portfolio and financial transactions

	31/12/2022	31/12/2021
Income from trading securities (a)	2 030	9 399
Income from investment securities	242	64
Gains on foreign exchange and arbitrage transactions (b)	204 564	127 326
Total Gains on trading securities portfolio and financial transactions	206 836	136 789

(a) Income from trading securities

	31/12/2022	31/12/2021
Interest on trading securities	1 662	9 111
Capital gain or loss on sale or redemption	59	331
Gain or loss on revaluation of BTA securities	309	(43)
Total income from trading securities	2 030	9 399

(b) Net gain on foreign exchange transactions

Net gains on foreign exchange transactions, comprising mainly gains and losses on manual foreign exchange transactions and spot and forward foreign exchange, rose from 127.326 Thousand DT at December 31, 2021 to 204.564 Thousand DT at December 31, 2022, an increase of 77.238 Thousand DT or 60.66%.

VII-1-4. Investment portfolio income

	31/12/2022	31/12/2021
Interest and income from investment securities	218 073	158 323
Income from shares in affiliated companies	25 551	23 305
Income from equity interests	11 764	4 605
Total income from investment portfolio	255 388	186 233

VII-2. Banking operating expenses

The total for this item rose from 530.477 Thousand DT at December 31, 2021 to 603.788 Thousand DT at December 31, 2022, recording an increase of 73.311 Thousand DT or 13.82%.

These banking operating expenses comprise the following items:

- Interest expense and similar charges ;
- Commissions incurred.

VII-2-1. Interest expense and similar charges

Interest incurred and similar expenses rose from 524,954 Thousand DT at December 31, 2021 to 595.298 Thousand DT at December 31, 2022, recording an increase of 70.344 Thousand DT or 13.4%. This change is detailed as follows:

	31/12/2022	31/12/2021
Interest on ordinary bank accounts	2 251	2 500
Interest on interbank loan accounts	764	2 443
Interest on customer deposits	522 974	470 310
Interest on bonds and subordinated loans	49 303	34 552
Interest on special resources	2 423	1 862
Other interest and expenses	17 583	13 287
Total interest and similar expenses	595 298	524 954

VII-2-2. Commissions incurred

	31/12/2022	31/12/2021
Commissions on treasury and interbank transactions	7 277	5 421
Commissions on other transactions	1 213	102
Total Commissions incurred	8 490	5 523

VII-3. Provisions and value adjustments on receivables, off-balance sheet and liabilities

At December 31, 2022, the balance of this item shows a net cost of risk of 282.957 Thousand DT, broken down as follows:

	31/12/2022	31/12/2021
Provisions on customer receivables	(307 305)	(179 505)
Provisions for liabilities and charges	(7 800)	(44 597)
<i>Total endowments</i>	<i>(315 105)</i>	<i>(224 102)</i>
Losses on receivables	(47 418)	(55 879)
Total provisions and credit losses	(362 523)	(279 981)
Reversal of provisions on customer receivables	72 986	81 218
Reversal of provisions for losses and expenses	6 338	7 788
<i>Total trade-ins</i>	<i>79 324</i>	<i>89 006</i>
Recovery of written-off receivables	242	143
Total reversals and recoveries of receivables	79 566	89 149
Balance	(282 957)	(190 832)

VII-4. Provisions and value adjustments on investment portfolios

At December 31, 2022, this item shows a net cost of risk of 9,756 Thousand DT, broken down as follows:

	31/12/2022	31/12/2021
Provisions for investments in subsidiaries, portage and managed funds	(3 100)	(11 501)
Provisions for shares in affiliates and joint ventures	(2 399)	-
<i>Total endowments</i>	(5 499)	(11 501)
Expenses and losses on securities	(11 888)	(9 688)
Total additions and losses	(17 387)	(21 189)
Reversal of provisions for investments in subsidiaries, portage and managed funds	-	-
Reversal of provisions for shares in affiliates and joint ventures	2 510	2 752
Capital gain on sale of equity interests	5 121	1 574
<i>Total trade-ins</i>	7 631	4 326
Total write-backs and recoveries	7 631	4 326
Balance	(9 756)	(16 863)

VII-5. Other operating income

This item, which mainly comprises rental income and interest on staff loans, rose from 11,050 Thousand DT in December 2021 to 11,474 Thousand DT in December 2022, an increase of 424 Thousand DT or 3.84%.

VII-6. Personnel expenses

This item, which mainly comprises salaries, social security charges and other personnel expenses, rose between December 2021 and December 2022 from 238,432 Thousand DT to 262,463 Thousand DT, recording an increase of 24,031 Thousand DT or 10.08%.

VII-7. General operating expenses

The increase of 18,874 Thousand DT between December 2021 and December 2022 results from an increase in non-banking operating expenses of 4,554 Thousand DT and an increase in other general operating expenses of 14,320 Thousand DT.

The deduction from general operating expenses is as follows:

	31/12/2022	31/12/2021
Non-banking operating expenses	64 305	59 751
Other general operating expenses	125 528	111 208
Total general operating expenses	189 833	170 959

VII-8. Depreciation, amortization and provisions on fixed assets

At December 31, 2022, the balance of this item amounted to 44,649 Thousand DT, broken down as follows:

	31/12/2022	31/12/2021
Amortization of intangible assets	4 402	4 177
Depreciation of property, plant and equipment	19 336	19 498
Amortization of deferred charges	20 911	16 424
Total	44 649	40 099

VII-9. Balance in gain or loss from other ordinary items

This item breaks down as follows:

	31/12/2022	31/12/2021
Capital losses on disposal of fixed assets	(43)	(11)
Other ordinary gains and losses	(6)	(591)
+capital gains on disposal of fixed assets	37	136
Total Gain/loss from other ordinary items	(12)	(466)

VII-10. Income tax

At December 31, 2022, the balance under this heading amounted to 189,274 Thousand DT, compared with 82,135 Thousand DT at December 31, 2021, representing an increase of 107,139 Thousand DT or 130.44%. The balance includes the amount of the social solidarity contribution calculated in accordance with current regulations.

NOTE VIII – Cash collection portfolio

At December 31, 2022, the value of checks, bills and other similar securities held by the bank on behalf of third parties and awaiting collection amounted to 939,239 Thousand DT. In accordance with the provisions of the sectoral accounting standard for banking institutions, these assets are not included in the balance sheet.

NOTE IX – Statement of cash flows

(Figures are expressed in KDT: thousands of Tunisian Dinars)

IX-1. Impact of exchange rate fluctuations on cash and cash equivalents

Changes in the exchange rates of currencies quoted by the CBT, which were used to convert our foreign currency deposits and assets into dinars as shown in the financial statements for the year ended December 31, 2022, had an impact on cash and cash equivalents of 38,809 Thousand DT.

This change is attributable to the following items:

Designation	31/12/2022
Banking income	(58)
Customer deposits	(72 334)
Loans and advances to customers	51 948
Amounts paid to employees and sundry creditors	1 019
Loan issues and repayments	(6)
Other cash flows from operating activities	(19 378)
Net variation	(38 809)

IX-2. Cash and cash equivalents

This item consists mainly of cash in dinars and foreign currencies, assets with the Central Bank and the postal cheque center, net sight deposits with banks, interbank loans and borrowings for periods of less than three months and the trading securities portfolio.

	31/12/2022	31/12/2021
Cash in TND		
Cash dinars	151 401	137 515
Correspondent accounts receivable and investments with CBT	20 385	37 510
Correspondent accounts payable	(891)	(955)
Cash equivalents in debit	7 379	6 978
Cash equivalents in credit	(8 715)	(12 298)
Total liquidities in TND	169 559	168 750
Cash in foreign currencies		
Cash in currency	63 859	48 083
Correspondent accounts receivable and investments at CBT	145 695	1 195 280
Correspondent creditors	(185 554)	(119 393)
Total cash and cash equivalents in foreign currencies	24 000	1 123 970
Investments in foreign currencies and DT	2 811 832	1 227 307
Transaction securities	34 834	14 445
Borrowing dinars	(381 000)	-
Cash and cash equivalents	2 659 225	2 534 472

Note X – Transactions with related parties

GOLF SOUSSE MONASTIR « GSM »

1. Following the conclusion of the deed of dation in payment with the company GOLF SOUSSE MONASTIR «GSM», dated December 27, 2013, by virtue of which BIAT became the owner of the immovable property covered by three land titles located in the Dkhila Monastir tourist zone, the company «GSM» expressed its wish to lease the golf course with its easements and outbuildings, already ceded to BIAT.

BIAT has accepted this request and has set a compound annual rent of:

- A fixed portion of 200,000 dinars excl. VAT per annum, payable quarterly in advance. A cumulative increase of 5% per annum will be applied to the fixed portion of the rent, from the third year of rental.
- A variable portion calculated on the basis of sales excluding tax, as follows:
 - Between 0 and 500,000 DT => 10% of the total
 - Between TND 500,001 and TND 1,000,000 => 15%.
 - More than 1,000,001 DT => 20% of the amount

This lease is accepted for a period of two consecutive years, starting on January 1, 2014 and ending on December 31, 2015, renewable by tacit agreement.

An amendment to the said agreement was concluded in 2020, under which both parties agreed to revise the amount of the golf course rent by reducing it to an annual rent of 50,000 dinars excluding VAT, payable quarterly in advance from January 1, 2020, and to which a cumulative annual increase of 5% will be applied from January 1, 2021.

The amount included in BIAT's income in 2022 is 55,125 dinars.

Compagnie Internationale Arabe de Recouvrement « CIAR »

2. BIAT has leased the office located on the second floor of the Sfax Harzallah building to the CIAR company for use as an administrative office.

This lease is granted and accepted for a period of two consecutive years, starting on September 1, 2013 and ending on August 31, 2015, renewable by tacit agreement, in return for an annual rent of 4,950 dinars excluding VAT, payable quarterly in advance. This rent will be subject to a cumulative increase of 5% applicable from the 3rd year of rental.

The amount included in BIAT's income in 2022 is 7,081 dinars.

3. In 2015, BIAT and CIAR signed an agreement under which the bank provides IT assistance and consultancy services.

Assistance and consultancy assignments for the study, selection and implementation of IT solutions must be covered by a CIAR-approved assignment order specifying the number of days of the assignment, at a daily rate of 500 dinars excluding VAT.

Administration and technical assistance are provided for an annual fee of 7,500 dinars excluding VAT.

These remunerations are paid to BIAT half-yearly in arrears, on presentation of an invoice.

This agreement is concluded for a period of three years, and will be renewed by tacit agreement unless one of the parties withdraws in writing, giving 3 months' notice.

The amount included in BIAT's income in 2022 is 7,500 dinars.

4. In 2012, BIAT signed a lease with CIAR for a 16.45 m² office on the second floor of the building located at Boulevard 14 Janvier, Route touristique Khezama, Sousse.

The lease is granted and accepted for a period of two consecutive years, commencing on September 1, 2012 and expiring on August 31, 2014, renewable from year to year by tacit agreement. This lease has been granted and accepted in return for an annual rent of 2,468 dinars excluding VAT, payable quarterly in advance.

The above rent will be subject to a cumulative annual increase of 5% from the 3rd year of rental.

The amount included in BIAT's income in 2022 is 3,706 dinars.

5. In 2014, BIAT signed an executive secondment agreement with CIAR. In addition to salaries, supplementary salaries and benefits, BIAT's invoicing to CIAR includes a 5% margin.

The amount included in BIAT's expense transfers in 2022 is 1,115,820 dinars.

6. In November 2014, BIAT entered into an agency agreement with the company «CIAR» for the purpose of collecting its receivables.

This contract, which was the subject of two amendments, the first in 2015 and the second in 2017, stipulates in its purpose that BIAT gives a mandate to «CIAR», which agrees to act in its name and on its behalf to collect its receivables from its customers.

In return for its services, the «CIAR» receives remuneration set as follows:

- Fixed fee: 50 dinars per file paid 60 days from date of power of attorney.
- Variable costs: 12% on all sums recovered, including interest on arrears.

These remuneration terms apply from July 21, 2017.

The amount invoiced by CIAR in 2022 is 577,130 dinars.

7. In 2014, BIAT signed an accounting and administrative assistance agreement with CIAR.

In return for this mission, BIAT receives an annual fee of 18 KDT excluding VAT.

This remuneration was renewed under the endorsement signed in December 2016.

8. In 2016, BIAT signed a sublease agreement with CIAR for a number of spaces in the building located at the corner of rue de Radhia Haddad and rue d'Hollande.

This sublease is granted and accepted for a period of three consecutive years, commencing on September 1, 2016 and ending on July 31, 2019, renewable by tacit agreement for a further period of three years until notice of termination is served by either party or upon expiry of the main lease. This lease has been granted and accepted in return for a monthly rent of 6,562.500 dinars exclusive of VAT, payable quarterly in advance.

From August 1, 2017, a cumulative annual increase of 5% is applied.

As of November 2018, a rider was signed, providing for the extension of all leased spaces by three offices located on the second floor of the building located at rue de Radhia Haddad. From November 1, 2018 to July 31, 2019, the monthly rent for all the space leased to «CIAR» will be 9,337.431 dinars excluding VAT. From August 1, 2019, a cumulative annual rent increase will be applied at an annual rate of 5%.

The amount included in BIAT's income in 2022 is 132,413 dinars.

9. In 2022, BIAT entered into two agreements with Compagnie Internationale Arabe de Recouvrement «CIAR» for the assignment of bank receivables for a total gross amount of 35,417 KDT at a price of 80 KDT.

BIAT CAPITAL RISQUE

10. In the context of tax-exempt investment, BIAT and BIAT CAPITAL RISQUE have signed several fund management agreements. The agreements in force in 2022 are detailed as follows:

Year of exemption	Fund	Amount in KDT	Outstanding FY22	FY22 HT charge	Remuneration conditions
2 021	Regional fund 2022-1	15 000	15 000	59	BIAT CAPITAL RISQUE receives a management fee of : - 0.5% p.a. excl. tax on amounts invested during the lock-up period; - 1.75% excl. tax per annum on amounts invested, between the date of release of funds and the end of the seventh year following release. After the blocking period, the commission is charged in arrears on the outstanding amount; - 1% excl. tax per annum on amounts invested, between the end of the seventh year and the tenth year. If BIAT CAPITAL RISQUE achieves a return in excess of the average MMR for the period, it will be entitled to a performance fee calculated according to a scale.
2 021	Regional fund 2022-2	15 000	15 000	59	
2 021	Regional fund 2022-3	15 000	15 000	59	
2 021	Regional fund 2022-4	15 000	15 000	59	
2 021	Regional fund 2022-5	15 000	15 000	59	
2 021	Industry Fund 2022-1	15 000	15 000	59	
2 021	Industry Fund 2022-2	15 000	15 000	59	
2 021	Industry Fund 2022-3	15 000	15 000	59	
2 021	Industry Fund 2022-4	15 000	15 000	59	
2 021	Industry Fund 2022-5	15 000	15 000	59	
2 021	Industry Fund 2022-6	10 000	10 000	39	
2 021	Regional Agricultural Fund 2022	20 000	20 000	79	
2 020	Industry Fund 2021-1	10 000	10 000	109	
2 020	Industry Fund 2021-2	10 000	10 000	117	
2 020	Industry Fund 2021-3	10 000	10 000	80	
2 020	Industry Fund 2021-4	10 000	10 000	70	
2 020	Industry Fund 2021-5	10 000	10 000	70	
2 020	Industry Fund 2021-6	10 000	10 000	70	
2 020	Industry Fund 2021-7	10 000	10 000	70	
2 020	Industry Fund 2021-8	10 000	10 000	70	
2 020	Industry Fund 2021-9	10 000	10 000	70	
2 020	Industry Fund 2021-10	10 000	10 000	70	
2 020	Regional fund 2021-1	10 000	10 000	70	
2 020	Regional fund 2021-2	10 000	10 000	70	
2 020	Regional fund 2021-3	10 000	10 000	63	
2 020	Regional fund 2021-4	10 000	10 000	50	
2 020	Regional fund 2021-5	10 000	10 000	50	
2 020	Regional fund 2021-6	10 000	10 000	50	
2 020	Regional fund 2021-7	7 000	7 000	49	

2 019	Regional fund 2020-1	10 000	10 000	139
2 019	Regional fund 2020-2	10 000	10 000	139
2 019	Regional fund 2020-3	10 000	10 000	139
2 019	Regional fund 2020-4	14 252	14 252	197
2 019	Industry Fund 2020-1	10 000	10 000	154
2 019	Industry Fund 2020-2	10 000	10 000	155
2 019	Industry Fund 2020-3	10 000	10 000	144
2 019	Industry Fund 2020-4	10 000	10 000	136
2 019	Industry Fund 2020-5	10 000	10 000	138
2 018	Regional fund 2019-1	10 000	10 000	175
2 018	Regional fund 2019-2	10 000	10 000	175
2 018	Regional fund 2019-3	10 000	10 000	175
2 018	Regional fund 2019-4	10 000	10 000	175
2 018	Regional fund 2019-5	10 000	10 000	175
2 018	Industry Fund 2019-1	10 000	10 000	175
2 018	Industry Fund 2019-2	9 600	9 600	143
2 018	Industry Fund 2019-3	10 000	10 000	154
2 018	Industry Fund 2019-4	15 450	15 450	233
2 018	Industry Fund 2019-5	37 580	37 580	580
2 018	Industry Fund 2019-6	9 230	9 230	141
2 018	Industry Fund 2019-7	10 760	10 760	162
2 018	Industry Fund 2019-8	6 920	6 920	105
2 018	Industry Fund 2019-9	6 150	6 150	93
2 018	Industry Fund 2019-10	4 065	4 065	61
2 017	Industry Fund 2018-1	10 000	10 000	156
2 017	Industry Fund 2018-2	10 000	10 000	162
2 017	Industry Fund 2018-3	10 000	10 000	137
2 017	Industry Fund 2018-4	24 150	24 150	420
2 017	Regional fund 2018-1	10 000	10 000	175
2 017	Regional fund 2018-2	10 000	10 000	172
2 017	Regional fund 2018-3	10 000	10 000	175

2 016	Industry Fund 2017-1	6 000	6 000	96	
2 016	Industry Fund 2017-2	5 000	5 000	80	
2 016	FG BIAT Free 2017-1	9 001	9 001	45	BIAT CAPITAL RISQUE receives a management fee of 0.5% p.a. (excl. VAT) on the total amount of the fund, payable quarterly in arrears. If BIAT CAPITAL RISQUE achieves a return in excess of the average MMR for the period, it will be entitled to a performance fee calculated according to a scale.
2 016	FG BIAT Free 2017-2	5 501	5 501	96	BIAT CAPITAL RISQUE receives a management fee of : - 0.5% p.a. excl. tax on amounts invested during the lock-up period; - 1.75% excl. tax per annum on amounts invested, between the date of release of funds and the end of the seventh year following release. After the blocking period, the commission is charged in arrears on the amount outstanding; - 1% excl. tax per annum on amounts invested, between the end of the seventh year and the tenth year. If BIAT CAPITAL RISQUE achieves a return in excess of the average MMR for the period, it will be entitled to a performance fee calculated according to a scale.
2 016	Regional fund 2017-1	5 100	5 100	82	
2 016	Regional fund 2017-2	4 750	4 750	76	
2 016	Regional fund 2017-3	40 000	40 000	551	
2 015	Fonds Free 2016-1	9 401	-	12	BIAT CAPITAL RISQUE receives a management fee of 0.5% p.a. (excl. VAT) on the total amount of the fund, payable quarterly in arrears. If BIAT CAPITAL RISQUE achieves a return in excess of the average MMR for the period, it will be entitled to a performance fee calculated according to a scale.

2 015	Fonds Free 2016-2	4 501	4 501	79	<p>BIAT CAPITAL RISQUE receives a management fee of :</p> <ul style="list-style-type: none"> - 0.5% p.a. excl. tax on amounts invested during the lock-up period; - 1.75% excl. tax per annum on amounts invested, between the date of release of funds and the end of the seventh year following release. After the blocking period, the commission is charged in arrears on the amount outstanding; - 1% excl. tax per annum on amounts invested, between the end of the seventh year and the tenth year. <p>If BIAT CAPITAL RISQUE achieves a return in excess of the average MMR for the period, it will be entitled to a performance fee calculated according to a scale.</p>
2 015	Regional fund 2016	5 000	4 917	86	
2 015	Industry Fund 2016-1	5 000	4 017	70	
2 015	Industry Fund 2016-2	5 050	4 949	87	
2 015	Industry Fund 2016-3	15 700	-	313	<p>BIAT CAPITAL RISQUE receives a management fee of 0.5% p.a. (excl. VAT) on the total amount of the fund, payable quarterly in arrears.</p> <p>If BIAT CAPITAL RISQUE achieves a return in excess of the average MMR for the period, it will be entitled to a performance fee calculated according to a scale.</p>

2 014	Fonds Free 2015-1	2 001	2 001	35	BIAT CAPITAL RISQUE receives a management fee of : - 0.5% p.a. excl. tax on amounts invested during the lock-up period; - 1.75% excl. tax per annum on amounts invested, between the date of release of funds and the end of the seventh year following release. After the blocking period, the commission is charged in arrears on the amount outstanding; - 1% excl. tax per annum on amounts invested, between the end of the seventh year and the tenth year. If BIAT CAPITAL RISQUE achieves a return in excess of the average MMR for the period, it will be entitled to a performance fee calculated according to a scale.
2 013	Industry Fund 2014	2 000	1 300	16	
2 012	Fonds Free 2013	8 853	8 853	44	BIAT CAPITAL RISQUE receives a management fee of 0.5% p.a. exclusive of tax, on the total amount of the fund.
2 012	Regional fund 2013	5 000	3 252	38	BIAT CAPITAL RISQUE receives a management fee of : - 0.5% p.a. excl. tax on amounts invested during the lock-up period; - 1.75% excl. tax per annum on amounts invested, between the date of release of funds and the end of the seventh year following release. After the blocking period, the commission is charged in arrears on the amount outstanding; - 1% excl. tax per annum on amounts invested, between the end of the seventh year and the tenth year.
2 012	Industry Fund 2013	5 500	3 150	34	
2 011	FG 2012	6 000	1 500	15	
2 011	Industry Fund 2011	6 000	2 174	22	
2 010	Regional fund 2011	10 000	905	6	
2 009	FG 2010	10 000	799	-	
2 008	FG 2008	14 250	500	5	

2 007	FG2007	9 000	128	1	1% p.a. exclusive of tax, charged annually in arrears on the initial amount of the fund. After the 5-year period, this fee will be charged annually in arrears on the fund's assets under management.
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- 11.** In December 2015, BIAT and «BIAT CAPITAL RISQUE» signed an amendment to the management agreements for venture capital funds, under which the two parties mutually agreed to add a provision to all current fund management agreements relating to direct expenses incurred by «BIAT CAPITAL RISQUE» in connection with equity lines.

Thus, direct expenses incurred by «BIAT CAPITAL RISQUE» in connection with the establishment or divestment of investment lines charged to the Funds in force will be borne by BIAT.

- 12.** In 2004, BIAT signed an amendment to the management agreement of October 17, 2000 with BIAT CAPITAL RISQUE. Under the terms of this amendment, BIAT receives an annual fee of 50,000 dinars (incl. VAT) in return for its services.

The income recognized in this respect in 2022 amounts to 42,017 dinars excluding VAT.

- 13.** BIAT has leased two offices for administrative use, with a total surface area of 92m², to the company «BIAT CAPITAL RISQUE», located in the building housing its head office at Avenue Habib Bourguiba-Tunis.

This lease is granted for a period of two consecutive years, starting on September 1, 2015 and ending on August 31, 2017, renewable from year to year by tacit agreement, and for an annual rent of 28,000 dinars excluding VAT. This rent will be subject to a cumulative increase of 5% applicable from the 2nd year of rental.

The revenue recognized in this respect in 2022 amounts to 38,148 dinars excluding VAT.

- 14.** On March 16, 2015, BIAT signed a secondment agreement with BIAT CAPITAL RISQUE for seven executive.

In 2021, a new agreement was signed concerning the secondment of BIAT employees to BIAT CAPITAL RISQUE, including its Chairman and Chief Executive Officer.

In return, BIAT CAPITAL RISQUE will pay BIAT, on half-yearly invoices, all salaries, additional salaries and benefits, including charges, for all seconded personnel.

In addition to salaries, supplementary salaries and benefits, BIAT's invoicing to «BIAT CAPITAL RISQUES» includes a 5% margin and VAT at the prevailing rate.

This agreement cancelled and replaced the one signed on March 16, 2015 and took effect from January 1, 2021.

The amount included in BIAT's expense transfers in 2022 is 1,255,820 dinars.

- 15.** BIAT and BIAT CAPITAL RISQUE have signed the following agreements in connection with the tax-exempt investment for the 2022 financial year:

- 7 «Industry Fund» management agreements for a total of 105 million dinars and
- 6 «Regional Fund» management agreements for a total of 85 million dinars.

BIAT CAPITAL RISQUE receives a management fee of :

- 0.5% p.a. excl. tax on amounts invested during the lock-in period;

- 1.75% excl. tax per annum on amounts invested, between the date of release of funds and the end of the seventh year following release. After the blocking period, the commission is charged in arrears on the amount outstanding;

- 1% excl. tax per annum on amounts invested, between the end of the seventh year and the tenth year.

If BIAT CAPITAL RISQUE achieves a return in excess of the average MMR for the period, it will be entitled to a performance fee calculated according to a scale.

SOPIAT

- 16.** BIAT has signed a rental agreement with the company SOPIAT for premises used as archive storage space at the Logistics Centre in the El Fejja industrial zone, with a total surface area of 3,138 m² excluding floor area.

The lease is granted and accepted for a period of two years, commencing on April 1, 2020 and expiring on March 31, 2022, renewable from year to year by tacit agreement, and at an annual rent of 434,000 dinars exclusive of VAT. This rent will be subject to a non-cumulative annual increase of 5% applicable from the 3rd year of rental.

In return, SOPIAT will receive an annual rent of 434,000 dinars excluding VAT, subject to a non-cumulative annual increase of 5% from the third year of rental.

The contract runs from April 1, 2020 to March 31, 2022, and is tacitly renewable from year to year.

In this respect, the charge for 2022 amounts to 450,275 dinars excluding VAT.

- 17.** BIAT has signed a rental agreement with SOPIAT for a set of premises and real estate for commercial use, located on the ground floor and second floor of the El Ahmadi complex in La Marsa, with a total surface area of 595 m² excluding works.

The lease is granted and accepted for a period of two years, commencing on December 13, 2019 and expiring on December 12, 2021, renewable from year to year by tacit agreement, and for an annual rent of 334,999 dinars exclusive of VAT. This rent will be subject to a non-cumulative annual increase of 5% applicable from the 3rd year of rental.

In this respect, the charge for 2022 amounts to 355,937 dinars excluding VAT.

- 18.** An agreement has been concluded, in 2019, between BIAT and the company SOPIAT by virtue of which the latter makes available to the bank a senior technician to perform the necessary functions in connection with the renovation work on the BIAT building at Berges du Lac I.

In return for the services rendered, BIAT will pay SOPIAT a fee based on invoicing, including the technician's salary and benefits, all charges included, at a margin of 5%.

A first amendment to the said agreement was signed in 2021, under which both parties agreed to extend the technician's mission for one year, expiring on December 31, 2021.

A second amendment to the agreement was signed in 2022, under which both parties agreed to extend the technician's assignment for a further year, expiring on December 31, 2022.

The amount invoiced by SOPIAT for 2022 is 73,619 dinars excluding VAT.

- 19.** An agreement was signed in 2018 between BIAT and SOPIAT, under which the latter provides the bank with two technicians to monitor the maintenance of the 5th floor of the 2nd tranche of the head office.

In return for the services rendered, BIAT will pay SOPIAT a fee based on invoicing, including the salaries and benefits of the said technicians, at a mark-up of 5%.

A first amendment to the said agreement was signed on January 2, 2021, under which the two parties agreed to extend the mission of the two technicians for a period of two years, expiring on December 31, 2021.

A second amendment to the said agreement was concluded on September 30, 2021, under which the two parties agreed to suspend the provision to BIAT of one of the two technicians for the period from 01/10/2021 to 31/12/2021. At the end of this period, the technician will once again be made available to BIAT under the same conditions as provided for in the agreement of January 2, 2018 and its first amendment of January 2, 2021.

The amount invoiced by SOPIAT for 2022 is 25,599 dinars excluding VAT.

- 20.** In 2019, an agreement was signed between BIAT and SOPIAT, under which the latter provides the bank with two employees to monitor maintenance work on the 5th floor of the 2nd tranche of the head office.

In return for the services rendered, BIAT will pay SOPIAT a fee based on invoicing, including the salaries and benefits (including all charges) of these two employees, at a margin of 5%.

An amendment to the said agreement was signed on November 9, 2020, concerning the provision to the bank of a worker to monitor maintenance workers on the 5th floor of the 2nd tranche of the head office, for the period from November 9, 2020 to December 31, 2020.

In return for the services rendered, BIAT will pay SOPIAT a fee based on invoicing, including the salaries and benefits, including all charges, of the staff made available, at a margin of 5%.

A second amendment to the agreement was signed on January 2, 2021, under which both parties agreed to extend the term of the agreement to December 31, 2021.

A third amendment to the agreement was signed on January 2, 2022, under which both parties agreed to extend the term of the agreement to December 31, 2023.

The amount invoiced by «SOPIAT» for 2022 is 38,130 dinars exclusive of VAT.

- 21.** BIAT has leased to SOPIAT two offices for administrative use, with a total surface area of 49m², located in the building housing its head office at Avenue Habib Bourguiba-Tunis.

This lease is granted for a period of two consecutive years, starting on January 26, 2015 and ending on January 25, 2017, in return for an annual rent of 14,717 dinars excluding VAT. This rent will be subject to a non-cumulative annual increase of 5%.

Income recognized in this respect in 2022 amounts to 20,626 dinars.

- 22.** Within the framework of its activities, which are essentially the granting of real estate credit, BIAT needs to carry out appraisals of real estate assets which are the subject of credit applications from its customers, and it approached SOPIAT on February 27, 2014, to make its technical director available to it and undertakes to provide it with all the necessary assistance and supervision.

In return for making these services available, BIAT undertakes to reimburse SOPIAT, on presentation of an invoice, 700 dinars (excluding tax) per working day (the daily rate includes travel, accommodation, meals and other expenses necessary for the performance of the service).

This agreement takes effect on March 1, 2014 for a period of one year, renewable by tacit agreement.

The amount invoiced by «SOPIAT» for 2022 is 95,900 dinars exclusive of VAT.

- 23.** An agreement was signed in April 2021 between BIAT and SOPIAT, under which the latter provides the bank with an agent to carry out the necessary function of welcoming visitors.

In return for services rendered, BIAT will pay SOPIAT a fee based on invoicing, including the agent's salary and benefits, all charges included, at a margin of 5%.

This agreement runs from April 1, 2021 to December 31, 2022.

The amount invoiced by «SOPIAT» for 2022 is 26,405 dinars excluding VAT.

- 24.** An agreement was signed in July 2021 between BIAT and SOPIAT, under which SOPIAT provides the bank with a senior technician to carry out the work required for the construction of the building housing the headquarters of TUNISIE VALEURS.

In return for services rendered, BIAT will pay SOPIAT a fee based on invoicing, including the technician's salary and benefits, all charges included, at a margin of 30%.

The amount of the invoice will be readjusted according to any salary increase, any benefit granted or any exceptional bonus paid to the person concerned. Invoices are payable quarterly.

This agreement runs from July 1, 2021 to December 31, 2023.

The amount invoiced by «SOPIAT» for 2022 is 84,536 dinars excluding VAT.

BIAT CONSULTING

- 25.** In November 2016, BIAT signed a framework agreement with BIAT CONSULTING for the provision of personnel for a period of one year from March 1, 2016.

In return for the services rendered, BIAT CONSULTING invoices fees calculated on the basis of the actual cost of gross salaries, including all indirect charges, of the personnel provided, plus 5%.

A first amendment to the said agreement was concluded in 2020, under which the two parties agreed to revise the billing rate for assistance services rendered by «BIAT Consulting», and to set it at 500 dinars per day/man, inclusive of tax. Payment will be made within 30 days of receipt of the invoice, which must be accompanied by a schedule of attendance duly signed by the BIAT project manager. This amendment takes effect on October 1, 2020.

A second amendment to the said agreement was signed in 2022, under which the two parties agreed to revise the invoicing rate for assistance services provided by BIAT Consulting, and to set it at 600 dinars (incl. VAT) per day/man.

The amount invoiced by BIAT CONSULTING in 2022 is 132,300 dinars excluding VAT.

- 26.** In 2014, BIAT signed an accounting and administrative assistance agreement with BIAT CONSULTING.

In return for this mission, BIAT receives an annual fee of 2,800 dinars including VAT.

An amendment to the said agreement was concluded in December 2015, under which the two parties agreed to renew the annual remuneration provided for in respect of the 2014 financial year, under the same terms and conditions, namely 2,800 dinars inclusive of tax. This remuneration will be increased to 3,100 dinars exclusive of tax for the 2017 and subsequent financial years.

- 27.** BIAT has leased to BIAT CONSULTING three offices for administrative use, with a total surface area of 101m², located in the building housing its head office at Avenue Habib Bourguiba-Tunis.

This lease is granted for a period of two consecutive years, starting on October 1, 2015 and ending on September 30, 2017, renewable from year to year by tacit agreement, and for an annual rent of 30,683 dinars excluding VAT. This rent will be subject to a cumulative increase of 5% applicable from the 2nd year of rental.

The amount invoiced by BIAT for 2022 is 41,632 dinars.

- 28.** In 2014, BIAT signed an agreement with BIAT CONSULTING for the secondment of two executives. In addition to salaries, supplementary salaries and benefits, BIAT's invoicing to BIAT CONSULTING includes a 5% margin.

An amendment to the said agreement was concluded in 2019, under which the two parties agreed to suspend the secondment of one of the two executives to BIAT CONSULTING, with effect from January 1, 2018.

In 2022, BIAT did not bill any amount under this agreement.

TUNISIE VALEURS ASSET MANAGEMENT (EX BIAT ASSET MANAGEMENT)

- 29.** On October 25, 2017, BIAT signed a custody and management agreement with TUNISIE VALEURS ASSET MANAGEMENT (EX BIAT ASSET MANAGEMENT) under which the latter entrusts BIAT, which accepts, with the mission of exclusive custodian of the securities and funds belonging to FCP BIAT-CEA PNT TUNISAIR.

In return for its services, BIAT will receive an annual fee of 0.1% exclusive of tax of the net assets of FCP BIAT-CEA PNT TUNISAIR. This fee is deducted daily and paid monthly in arrears.

Income recognized in this respect in 2022 amounted to 36,651 dinars.

- 30.** On May 4, 2016, BIAT signed a custody and management agreement with TUNISIE VALEURS ASSET MANAGEMENT (EX BIAT ASSET MANAGEMENT) under which the latter entrusts BIAT, which accepts, with the mission of exclusive custodian of the securities and funds belonging to FCP BIAT-EQUITY PERFORMANCE.

In return for its services, BIAT will receive an annual fee of 0.1% exclusive of tax of the net assets of FCP BIAT-EQUITY PERFORMANCE. This fee is deducted daily and paid monthly in arrears.

Income recognized in this respect in 2022 amounted to 6,279 dinars.

- 31.** BIAT amended, on December 25, 2017, the two deposit and distribution agreements of the «FCP BIAT - EPARGNE ACTIONS» mutual fund. The first was signed, on November 24, 2006, with «TUNISIE VALEURS ASSET MANAGEMENT» (EX BIAT ASSET MANAGEMENT) and then renewed, on November 20, 2013, while the second was newly signed on the same date, i.e. November 20, 2013.

The amendments made to the first agreement concern BIAT's remuneration. In 2013, the deposit commission rate was maintained at 0.1% (incl. tax) of the Fund's net assets, in the first amendment, and then revised upwards in the second amendment in 2017, from 0.1% (incl. tax) to 0.1% (excl. tax).

This fee is deducted daily and paid monthly in arrears.

In addition, on December 25, 2017, BIAT also amended the second distribution agreement signed in November 2013, which introduced a distribution fee of 0.2% incl. tax per annum, deducted from the net assets of FCP BIAT - EPARGNE ACTIONS.

The amendments to this agreement concern the remuneration of distributors, namely BIAT and TUNISIE VALEURS. Indeed, distribution services will be remunerated by commissions at the rate of 0.3% (excl. VAT) of net assets per annum in favor of the distributors in proportion to their distributions instead of 0.2% (incl. VAT). The 2017 amendment also provides for these distribution fees to be borne by the fund manager, TUNISIE VALEURS ASSET MANAGEMENT (formerly BIAT ASSET MANAGEMENT), and paid monthly in arrears on presentation of an invoice.

The amount recognized in income for fiscal 2022 is 61,758 dinars.

- 32.** On May 4, 2016, BIAT signed a distribution agreement with TUNISIE VALEURS ASSET MANAGEMENT (EX BIAT ASSET MANAGEMENT), under which the latter entrusts BIAT, which accepts, with marketing and distributing the units of FCP BIAT-EQUITY PERFORMANCE.

In return for its services, BIAT will receive a share of the distribution fee of 0.3% p.a. (excluding tax) of net assets, in proportion to its distribution. This fee, which is borne by TUNISIE VALEURS ASSET MANAGEMENT (EX BIAT ASSET MANAGEMENT), will be deducted from the management fee it charges on the net assets of FCP BIAT-EQUITY PERFORMANCE.

BIAT's remuneration will be paid by TUNISIE VALEURS ASSET MANAGEMENT (EX BIAT ASSET MANAGEMENT) monthly in arrears on presentation of an invoice.

The amount recognized in income for fiscal 2022 is 21,443 dinars.

SICAV OPPORTUNITY et SICAV PROSPERITY

- 33.** BIAT amended twice, on December 23, 2013 and December 25, 2017, the two exclusive custodian agreements for the securities and funds of the «SICAV OPPORTUNITY» and the «SICAV PROSPERITY» initially signed on March 8, 2003.

The amendments to these agreements concern BIAT's remuneration. In the first amendment, the deposit commission rate was lowered from 0.3% (incl. tax) to 0.1% (incl. tax) of net assets for «SICAV OPPORTUNITY» and from 0.2% (incl. tax) to 0.1% (incl. tax) of net assets for «SICAV PROSPERITY». In the second amendment, it was raised from 0.1% (incl. tax) to 0.1% (excl. tax).

Remuneration is deducted daily and paid monthly in arrears.

In addition, BIAT also amended, on December 25, 2017, the two agreements for the distribution of «SICAV OPPORTUNITY» and «SICAV PROSPERITY» securities initially signed in 2013 between BIAT, TUNISIE VALEURS and TUNISIE VALEURS ASSET MANAGEMENT (EX BIAT ASSETS MANAGEMENT).

The amendments to these agreements concern the remuneration of distributors, namely BIAT and TUNISIE VALEURS. Indeed, distribution services will be remunerated by commissions at the rate of 0.3% (excl. tax) of net assets per annum in favor of the distributors in proportion to their distributions for the two SICAVs instead of 0.2% (incl. tax) for «SICAV OPPORTUNITY» and 0.1% (incl. tax) for «SICAV PROSPERITY». The 2017 amendment also provided for these distribution fees to be borne by the manager, TUNISIE VALEURS ASSET MANAGEMENT (EX BIAT ASSETS MANAGEMENT), and paid monthly in arrears on presentation of an invoice.

Net income for the year ended December 31, 2022 amounted to 7,674 dinars.

SICAV TRESOR

- 34.** BIAT amended, on December 18, 2015, the exclusive custodian agreement for the securities and funds of the «SICAV TRESOR» initially signed on March 8, 2003, as amended in 2010 and 2013.

The amendments to this agreement concern the deposit fee payable to BIAT, which has been revised downwards from 0.15% (incl. tax) to 0.10% (incl. tax) of the SICAV's net assets.

This fee, deducted daily, is paid monthly in arrears.

In addition, a distribution agreement for «SICAV TRESOR» securities was signed in December 2013 between BIAT, SICAV TRESOR and TUNISIE VALEURS ASSET MANAGEMENT (EX BIAT ASSET MANAGEMENT), which provides for the application of a distribution fee equal to 0.2% (incl. tax) of net assets in favor of distributors of SICAV TRESOR securities, in proportion to their distributions. This agreement was amended in December 2015 to comply with new regulations and the FATCA law.

This fee, deducted daily, is paid monthly in arrears. This agreement is concluded for a period of one year from the date of signature, and is renewable by tacit agreement.

Income for fiscal 2022 amounted to 353,406 dinars.

SICAV PATRIMOINE OBLIGATAIRE

- 35.** On October 13, 2009, BIAT signed an agreement to act as exclusive custodian for the securities and funds of the «SICAV PATRIMOINE OBLIGATAIRE». Under the terms of this agreement, BIAT's services are remunerated at a rate of 0.1% (incl. VAT) of the net assets of the said SICAV, with a minimum of 5,000 dinars (excl. VAT) and a maximum of 20,000 dinars (excl. VAT) per year. The minimum and maximum thresholds were abolished under the agreement signed in December 2015. This fee is deducted daily and paid monthly in arrears.

The agreement also stipulates that the said SICAV will be domiciled on the premises of BIAT, without this constituting a lease or creating any right to commercial property in its favor.

This agreement was revised on December 23, 2013, to introduce a distribution fee equal to 0.15% (incl. tax) of net assets in favor of the distributors of SICAV PATRIMOINE OBLIGATAIRE securities, namely BIAT, TUNISIE VALEURS and TUNISIE VALEURS ASSET MANAGEMENT (EX BIAT ASSET MANAGEMENT), in proportion to their distributions.

The distribution fee rate has been raised to 0.2% (incl. tax) of net assets under the agreement signed in December 2015.

This fee, deducted daily, is paid monthly in arrears. This agreement is concluded for a period of one year from the date of signature, and is renewable by tacit agreement.

The amount recognized in income for the year ended December 31, 2022 was 934,359 dinars.

TUNISIE VALEURS

- 36.** In 2007, the Bank entered into an «Employee Credit» agreement with TUNISIE VALEURS, under which the Bank offers TUNISIE VALEURS employees access to flexible, rapid and advantageous credit facilities on preferential terms.
- 37.** On January 2, 2004, BIAT signed a stock market order collection agreement with TUNISIE VALEURS. Article 8 of this agreement stipulates that part of the brokerage commissions on all transactions negotiated by «TUNISIE VALEURS» on behalf of BIAT or its clients is allocated as follows:

Type of commission	BIAT remuneration	Remuneration TUNISIE VALEURS
Brokerage commissions on transactions carried out on listed markets	50%	50%
Brokerage commissions on over-the-counter transactions	-	100%
All commissions deducted from BIAT CAPITAL's own customers	-	100%
All commissions charged to BIAT customers	100%	-

- 38.** An agreement has been signed between BIAT and TUNISIE VALEURS concerning the partial secondment of an executive for a period of one year, renewable annually by tacit agreement.

In return, TUNISIE VALEURS will pay BIAT, on the basis of half-yearly invoices, all salaries, additional salaries and benefits, including all charges, for the seconded employee, up to 87% of the total amount.

In addition to salaries, supplementary salaries and benefits, BIAT's invoicing to TUNISIE VALEURS includes a 5% margin and VAT at the prevailing rate.

The remainder of the remuneration will be paid by BIAT in return for the tasks performed on its behalf by the employee on part-time secondment.

The amount included in BIAT's expense transfers in 2022 for this purpose amounts to 188,399 dinars excluding VAT.

ORANGE TUNISIE SA

39. On August 30, 2010, BIAT leased to ORANGE TUNISIE SA the entire 154 sq.m. ground-floor premises at 246 avenue Habib Bourguiba, Kram. This lease was granted for a period of three years, commencing on April 1, 2010 and expiring on March 31, 2013, and is tacitly renewable.

The monthly rent was set, by mutual agreement between the two parties, at 2,567 dinars excluding VAT. It is subject to an annual increase of 5% cumulative from the second year of rental.

The company «Orange Tunisie SA» paid a deposit of 5,134 dinars to guarantee payment of the rent.

The amount recognized in income for the year ended December 31, 2022 was 54,661 dinars.

40. On December 24, 2010, BIAT leased to «ORANGE TUNISIE SA» all of the premises located on the first floor of the building located at rue Moncef Bey in BIZERTE, with an approximate surface area of 211.5 m². The lease is for a period of three years, commencing on December 1, 2010.

The rent was set by mutual agreement between the two parties at 2,644 dinars per month, exclusive of VAT. It is subject to an annual increase of 5% cumulative from the second year of rental.

The amount recognized in income for the year ended December 31, 2022 amounted to 54,487 dinars.

SICAF BIAT et SGP

41. On December 23, 2011, BIAT signed accounting, financial and administrative assistance agreements with SICAF BIAT and SGP.

In return for this mission, BIAT receives the following from each subsidiary:

- The equivalent of the payroll and employer's contributions relating to the human resources responsible for accounting and administrative assistance, borne by BIAT and increased by a margin of 10%, i.e. an annual amount of 19,800 dinars excluding VAT per Company. This remuneration is subject to annual revision in line with the actual costs incurred by the bank.
- The equivalent of salary and employer's contributions for human resources in charge of management and direction, plus 10%.
- The equivalent of overheads relating to the provision of premises and other logistical resources, borne by BIAT, i.e. a fixed annual amount of 1,200 dinars excluding VAT per company. This amount will be subject to a cumulative increase of 6% applicable each year, starting from the second year of availability.

These agreements were the subject of two separate amendments, in November 2018, which concerned BIAT's remuneration, and in particular :

- A change in payment terms from quarterly to annual.
- The elimination of the chargeback of overheads relating to the provision of premises and other logistical resources, borne by BIAT.
- A lump-sum calculation of payroll and employer's contributions relating to human resources in charge of accounting and administrative assistance, based on a fixed scale. From the second year following the effective date of the 2018 amendment, this amount will be subject to a cumulative increase of 6%, applicable each year.
- A reduction in the margin on wage and salary costs for management and executive staff from 10% to 5%.

Amounts booked to income for the year ended December 31, 2022 amounted to 15,150 dinars.

TUNISIE TITRISATION

- 42.** On May 10, 2006, BIAT entered into an agreement with TUNISIE TITRISATION under the terms of which the two parties set up the FCC BIAT-CREDIMMO 1 debt securitization fund, a co-ownership whose sole purpose is to acquire receivables relating to real estate loans granted by the assignor (BIAT) to private individuals, with a view to issuing units representing said receivables.

The total initial issue price amounts to KDT 50,000 and the receivables assigned by BIAT to the fund represented by the company «TUNISIE TITRISATION», total an initial outstanding capital of KDT 50,019.

As at December 31, 2022, BIAT's total subscriptions to this fund amounted to 1,519 KDT, relating exclusively to subscriptions to residual units.

As part of this operation, BIAT acts both as custodian of the fund's assets and as collector. In this capacity, and as remuneration for the custodian duties entrusted to it, BIAT receives from the management company «TUNISIE TITRISATION», acting on behalf of the fund, a commission equal to 0.05% excl. VAT per annum, of the outstanding capital of living receivables at the beginning of the calculation period. In addition, and in its capacity as debt collector, BIAT receives from the aforementioned company a commission equal to 0.4% excl. VAT per annum, of the outstanding capital of living receivables at the beginning of the calculation period.

BIAT has not received any commission in respect of the 2022 financial year.

- 43.** On May 18, 2007, BIAT entered into an agreement with TUNISIE TITRISATION under the terms of which the two parties set up the FCC BIAT-CREDIMMO 2 debt securitization fund, a co-ownership whose sole purpose is to acquire receivables relating to real estate loans granted by the assignor (BIAT) to private individuals, with a view to issuing units representing said receivables.

The total initial issue price amounts to KDT 50,000 and the receivables assigned by BIAT to the fund represented by the company «TUNISIE TITRISATION», total an initial outstanding capital of KDT 50,003.

As at December 31, 2022, BIAT's total subscriptions to this fund amounted to 1,503 KTD, relating exclusively to subscriptions to residual units.

As part of this operation, BIAT acts both as custodian of the fund's assets and as collector. In this capacity, and as remuneration for the custodian duties entrusted to it, BIAT receives from the management company «TUNISIE TITRISATION», acting on behalf of the fund, a commission equal to 0.05% excl. VAT per annum, of the outstanding capital of living receivables at the beginning of the calculation period. In addition, and in its capacity as collector, BIAT receives from the aforementioned management company a commission equal to 0.4% excl. VAT per annum, of the outstanding capital of living receivables at the beginning of the calculation period.

BIAT has not received any commission in respect of the 2022 financial year.

INSURANCE BIAT

- 44.** In July 2016 and January 2018, BIAT entered into two contracts with the company «Insurance BIAT» for the provision of two of the bank's employees to Insurance BIAT, in order to carry out assignments entrusted to them.

In return for the services rendered, Insurance BIAT will pay BIAT a fee based on half-yearly invoices, corresponding to the salaries and benefits, including all charges, of the staff made available, at a margin of 5%. These agreements cover an indefinite period.

The income recognized in respect of the provision of personnel in 2022 amounts to 504,772 dinars excluding tax.

- 45.** In February 2018, BIAT entered into a lease agreement with the company «Insurance BIAT» for premises used as administrative offices with an approximate surface area of 183m² including common areas, located on the second floor of the building at Place de Sidi Mtir in Mahdia.

This lease is granted for a monthly rent of 638.140 dinars excluding VAT, i.e. an annual rent of 7,657.680 dinars excluding VAT, for a period starting on January 1, 2017 and ending on December 31, 2018. At the end of this period, the lease will be renewed from year to year by tacit agreement.

The rent will be subject to an annual increase of 5% applicable from the 2nd year onwards.

Rental income recorded in BIAT's income statement for the year ended December 31, 2022 amounted to 9,773 dinars.

- 46.** In February 2018, BIAT entered into a lease agreement with the company «Insurance BIAT» for part of a premises used as administrative offices with an approximate surface area of 87.5 m², located at Rue El Meniar, 47 Avenue Habib Bourguiba, la Manouba.

This lease is granted for a monthly rent of 860 dinars excluding VAT, i.e. an annual rent of 10,320 dinars excluding VAT, for a period starting on January 1, 2017 and ending on December 31, 2018. At the end of this period, the lease will be renewed from year to year by tacit agreement.

The rent will be subject to an annual increase of 5% applicable from the 2nd year onwards.

Rental income recorded in BIAT's income statement for the year ended December 31, 2022 amounted to 13,171 dinars.

- 47.** Since 2004, BIAT has taken out insurance policies with BIAT INSURANCE. The expense incurred in respect of the 2022 financial year breaks down as follows:

Nature	Expenses
Liability insurance	67.000
Personal Accident Insurance	86.681
Family protection life insurance	185.942
Foreign assistance insurance for Visa Premier and Business Gold cards,	1.335.021
Global bank robbery insurance	338.775
Insurance against theft and loss of cards	426.203
Fire and related insurance	513.322
Fleet insurance	58.097
Comprehensive computer insurance	99.352
Sapphire and Silver Pack insurance	822.559
Express and First Pack insurance	37.815
Pack Elite insurance	260.310
Platinum Pack insurance	511.320
Foreign assistance insurance for Platinum, infinite and business Premium cards".	650.446
Loan insurance (*)	291.926
Employee group insurance (employer contribution)	13.876.619
Life insurance (AFEK) (**)	1.770.099

(*)At the end of 2021, BIAT signed a contract with BIAT INSURANCE to provide additional cover for loan deferrals.

(**) In 2012, BIAT signed a group life insurance policy with BIAT INSURANCE for the benefit of its staff, known as «members».

- 48.** BIAT INSURANCE sublets to the bank the premises known as «Commercial 2», with a total surface area of 145m², located on the first floor of the building at Berges du Lac II, built on the «DIAR EL ONS» plot. This lease is granted and accepted for a firm period running from January 1, 2010 to April 30, 2014.

From May 2014, an amendment was signed to extend the lease term from May 1, 2014 to April 30, 2019. A cumulative annual rent increase will be applied from May 1, 2014, at an annual rate of 5% based on the previous year's rent.

The amount included in BIAT's expenses in 2022 is 41,466 dinars.

- 49.** A memorandum of understanding relating to supplementary cover that applies to credit maturities deferred under the measures provided for by Legislative Decree no. 2020-19 of May 15, 2020, was entered into with BIAT INSURANCE on December 30, 2021 for a firm period of one year starting from January 1, 2022 to December 31, 2022.

This additional cover applies to deferred repayments on loans for which INSURANCE BIAT provided life insurance cover when the loan was taken out.

The protocol defined the scope of coverage by means of a list of credit contracts including the amount outstanding on January 1, 2022 of the deferred installments covered by the supplementary insurance and the amount of the supplementary insurance premium for the period from January 1, 2022 to December 31, 2022.

Credit installments include principal and interest on deferred monthly installments, as well as any related interim interest over the period of suspended payment.

For the period from January 1, 2022 to December 31, 2022, the capital insured by the initial contracts/ memberships is extended to the outstanding amount of the deferred installments at the date of death or IAD consolidation occurring during this period. This amount is specified in the amortization schedule for the deferred amount, which will be provided by the bank when the claim is reported.

This cover will be subject to the same conditions of cover and exclusions as those of the initial insurance contract/membership.

Supplementary cover is granted for the period from January 1, 2022 to December 31, 2022, in return for payment by the bank of a total insurance premium of 292KDT. This amount, detailed by contract/ membership, has been established with a 60% reduction on the standard Temporary Death rate for Loan Cover and without acquisition costs, applied to the capital covered over the year 2022.

The expense recognized by BIAT for the 2022 financial year amounts to 291,926 dinars.

SOCIETE DE PROMOTION TOURISTIQUE « SPT SFAX »

- 50.** BIAT has leased an office for administrative use from SPT Sfax. 25m², located in the building housing its head office at Avenue Habib Bourguiba-Tunis.

This lease is granted for a period of two consecutive years, starting on January 1, 2015 and ending on December 31, 2016, in return for an annual rent of 7,525 dinars excluding VAT.

The income recognized in this respect in 2022 amounts to 10,588 dinars.

SOCIETE DE PROMOTION TOURISTIQUE « SPT MOHAMED V »

- 51.** BIAT has leased a 43m² office for administrative use from SPT Mohamed V, located in its head office building on Avenue Habib Bourguiba-Tunis.

This lease is granted for a period starting on July 1, 2016 and ending on December 31, 2018, renewable from year to year by tacit agreement, and for an annual rent of 13,019 dinars exclusive of VAT, payable quarterly in advance.

This rent will be subject to a cumulative annual increase of 5% applicable from July 1, 2017.

The income recognized in this respect in 2022 amounts to 17,031 dinars.

SOCIETE « ESTRAT »

52. In 2019, BIAT signed an agreement with eStrat for assistance, consulting and strategic support.

In return for this mission, BIAT pays an annual fee of 800 KDT excluding VAT.

This agreement is for a period of three years from January 1, 2019, renewable by tacit agreement unless one of the parties withdraws in writing, giving one month's notice.

In 2022, no services were rendered by eStrat under this agreement.

SOCIETE VALUE DIGITAL SERVICES

53. In 2019, BIAT signed an IT engineering consultancy agreement with Value Digital Services.

In return for this mission, BIAT will pay a fee of 385 KDT excluding VAT, corresponding to the preliminary work and initial implementation of the system. Thereafter, the said remuneration will be paid on a monthly basis depending on the number of staff made available, in accordance with a remuneration scale agreed by both parties and subject to review by mutual agreement in the light of future developments.

This agreement is for a three-year period starting November 1, 2019.

The amount invoiced in this respect by Value Digital Services in 2022 is 9,719,250 dinars excluding VAT.

54. BIAT has signed a lease with Value Digital Service for office space on the second floor of the building located at the corner of Avenue Principale and Rue du Lac Turkana in Berges du Lac 1 - Tunis, covering 821 sq.m., and part of the second floor, covering 323 sq.m.

The lease is granted and accepted for a period of two years, renewable from year to year by tacit agreement, at an annual rent of 286,000 dinars excluding VAT, subject to a cumulative annual increase of 5% from the third year of lease.

In 2022, this income will amount to 300,300 dinars.

SUPPORT ET MAINTENANCE EXPRESS « SME » (EX TAAMIR)

55. In 2020, BIAT signed a lease agreement with TAAMIR for a furniture and equipment storage depot with a surface area of 1,000 m² on the first floor of the premises built on the plot of land covered by land title no. 68062, located in the Sidi Daoud industrial zone, La Marsa.

The lease is granted and accepted for a period of two years, from April 1, 2020 to March 31, 2022, renewable from year to year by tacit agreement, in return for an annual rent of 70,000 dinars excluding VAT.

In this respect, the charge for 2022 amounted to 73,500 dinars excluding VAT.

56. On September 9, 2022, BIAT signed an agreement with SME for the provision of building maintenance services.

The amount of the annual contract is 220,000 dinars including VAT.

- 57.** On November 1, 2022, BIAT signed an agreement with SME for the provision of support and mail management services.

The amount of the annual contract is 96,000 dinars including VAT.

- 58.** On November 1, 2022, BIAT signed an agreement with SME for the provision of curative and preventive maintenance services for network and telephony equipment.

The annual contract is worth 140,000 dinars including VAT.

- 59.** In 2022, BIAT signed a memorandum of understanding with SME to define the terms of collaboration between BIAT and SME for the management of the «MAISON DOREE» property and other building maintenance, technical and logistical services.

No expenses were incurred by BIAT under this agreement in 2022.

BIAT FRANCE

- 60.** By decision of the sole shareholder of «BIAT France», and after having been informed of the achievements of its subsidiary, BIAT has decided to allocate a remuneration of 1,460 KDT, i.e. the equivalent of 433,435 Euros for the 2022 financial year.

LA PROTECTRICE

- 61.** In 2022, BIAT signed a property management and agency framework agreement with «La Protectrice», under which the Bank grants an exclusive mandate to La Protectrice to put up for sale or rent properties belonging to it.

The agent company's remuneration is based on the following scale:

- 3% before tax for all sales of BIAT-owned real estate;
- 2% exclusive of tax for the purchase of any property by BIAT;
- A fee of one month's rent for all rental transactions.
- An exceptional increase of 1% to 2% in the agent's remuneration for the sale of properties that are difficult to sell for various reasons (location, condition of the property, land situation, etc.) will be fixed when the mandate is drawn up;

No invoices were issued under this agreement in 2022..

OBLIGATIONS AND COMMITMENTS TO OFFICERS

62. Banque Internationale Arabe de Tunisie's obligations and commitments to its directors, as shown in the financial statements for the year ended December 31, 2022, are summarized as follows (in KDT):

Wording	General Manager		Executive Vice-President		Directors	
	Expenses for the year	Liabilities at 31/12/2022	Expenses for the year	Liabilities at 31/12/2022	Expenses for the year	Liabilities at 31/12/2022
Short-term benefits (*)	1288	942	504	256	-	-
Directors' fees	-	-	-	-	660	660
Committee fees	21	3	-	-	147	27
Termination benefits	-	253	6	99	-	-
Total	1309	1198	510	355	807	687

(*) : Remuneration, social security charges and paid vacation for corporate officers.

Note XI – Subsequent events

These financial statements of the bank have been approved and authorized for issue by the Board of Directors on March 15, 2023. There have been no events after the closing date that could have an impact on the financial statements for the year ended December 31, 2022.

— **14**

**CONSOLIDATED
FINANCIAL
STATEMENTS
AS OF DECEMBER
31ST, 2022**

— 14.1 Auditors' report on the Consolidated financial statements as at december 31, 2022

STATUTORY AUDITORS' REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2022

To the Shareholders of Arab International Bank of Tunisia

I. Report on the Audit of the Consolidated Financial Statements

Opinion

As statutory auditor and in accordance with our audit mandate entrusted by your general meeting of shareholders, we have audited the accompanying consolidated financial statements of the Arab International Bank of Tunisia Group, which comprise the consolidated balance sheet, the consolidated off-balance sheet commitments as at December 31, 2022, the consolidated income statement and cash flow statement for the year ended on that date, and the notes to the consolidated financial statements that contain a summary of significant accounting policies. These consolidated financial statements show a total of net assets after depreciation and provisions amounting to 21 627 019 thousand dinars and a positive consolidated income of 312 402 thousand dinars.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2022, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with the Accounting System in Tunisia.

Basis for opinion

The audit was conducted in accordance with international auditing standards adopted in Tunisia. Our responsibilities under these standards are further described in the "Responsibilities of the Statutory Auditors relating to the audit of the consolidated financial statements" section of our report. We conducted our audit engagement in compliance with the independence rules and the professional standards and the codes of ethics applicable for statutory auditors in Tunisia. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

1) Valuation of provisions for impairment of customer liabilities

• Description of the key audit matter

Given the activity of the parent company, the group is exposed to counterparty risk both on its loans and advances and on off-balance sheet commitments given to customers.

This risk, inherent to banking activity, constitutes a major area of attention given the importance of the amounts and the complexity of the classification process, which obeys quantitative and qualitative criteria requiring a high level of appreciation as well as the judgment required for the evaluation of the guarantees to be retained.

As of December 31, 2022, the net value of customer receivables amounted to 12 204 535 thousand dinars and the provisions and suspended interests constituted to cover the counterparty risk amounted to 1 019 802 thousand dinars (including 14 484 thousand dinars provisions on off-balance sheet commitments).

Due to the fact that the evaluation of commitments and the estimation of provisions imply an important level of judgment and taking into account the importance of customer commitments, we consider that the evaluation of provisions for impairment of commitments on customers constitutes a key audit matter.

• Our audit approach

To cover this key issue, we have obtained an understanding of the procedures put in place by your group, and evaluated the correct implementation of key controls, as well as their ability to prevent and/or detect significant anomalies by focusing on:

- The supervisory mechanism put in place with regard to the process of depreciation of commitments on customers ;
- The reliability of the information provided by the group about customers whose outstanding amounts show indicators of impairment losses ;
- The procedures and controls defined by the group in order to ensure the management of counterparty risk, to identify the clients to be classified and provisioned and to determine the minimum level of provision required by banking regulations ;
- The control and calculation mechanisms for general and additional provisions set up by the group.

In addition, through extensive sampling:

- We have verified that the commitments with depreciation indices have been identified and classified in accordance with the provisions of the circular of the Central Bank of Tunisia n ° 91-24 (as amended and supplemented by the subsequent texts) relating to the division, risk coverage and monitoring of commitments ; and
- We examined the values of the guarantees retained when calculating the provisions and assessed the assumptions and judgments retained by the group.

Finally, we have verified the appropriateness and sufficiency of the information provided in the notes to the consolidated financial statements.

2) Valuation of provisions for impairment of equity securities

• Description of the key audit matter

The group holds a portfolio of equity securities with a gross value of 496 141 thousand dinars as of December 31, 2022. The provisions and suspended interests recorded on these securities amount to 52 160 thousand dinars.

On the date of adoption of the consolidated financial statements, the securities are valued on the basis of the market value for listed securities and at fair value for unlisted securities.

The provisions for impairment of equity securities represent management's best assessment of the losses incurred or estimated at the closing date.

We have considered that the valuation of unlisted securities is a key audit matter due to their significant importance in the group's financial statements and the judgment necessary to assess fair value.

• Our audit approach

Our work has notably consisted of:

- Assess the control procedures put in place by the group as part of the evaluation process for unlisted securities ;
- Challenge the valuation methods adopted by the group and assess the appropriateness of the assumptions and methods chosen for the valuation of unlisted securities with regard to the criteria provided for by the accounting standards applicable in this field ;
- Carry out analytical procedures on the evolution of the investment portfolio and impairments ;
- Through an extensive sample, we have verified that the participations with depreciation indices have been identified and that the associated provisions have been adequately estimated.
- Verify the appropriateness and sufficiency of the information provided in the notes to the consolidated financial statements.

3) Interests and fees revenue recognition

• Description of the key audit matter

Interest, fees revenue, and commissions recognized as income by the group amounted to 1 580 048 thousand dinars as of December 31, 2022, and represent 76% of total banking operating income.

Although most of these revenues are generated and recorded automatically by the group's information system, we nevertheless considered, given the large volume of transactions and the specifics of the rules for their accounting, that taking into account interest and commissions constitutes a key audit matter.

• Our audit approach

Our work has notably consisted of:

- The critical review of the internal control system set up by the group in terms of revenue recognition, including the evaluation, by our information technology experts, of computerized controls ;
- Carrying out tests to verify the effective functioning of key controls including automated controls ;
- The analytical examination of the revenues in order to corroborate the accounting data with in particular the management information, the historical data, the tariff evolution, the evolution of the stocks, the trends of the sector and the regulations related thereto ;
- Verification of compliance with the Tunisian accounting standard n°24 and in particular the rules for the recognition of interests and agios on classified relationships ;
- Verification of the appropriateness and sufficiency of the corresponding information provided in the notes to the consolidated financial statements.

Emphasis of Matter

We consider it useful to draw to your attention to the following point :

As described in the note of the financial statements II-7 «The rules for the evaluation of receivables» and in application of the Circular of the CBT n° 91-24 as amended and completed by the subsequent texts, the Group has booked, by withdrawal from the results, provisions of a general nature called «Collective provisions» to cover the latent risks on current commitments and commitments requiring special monitoring within the meaning of the circular of the CBT n° 91-24.

The methodology for calculating of these provisions has been modified by circular n°2023-02 of February 24, 2023. Moreover, and in the context of continuing to strengthen the coverage of latent risks, the group has made additional adjustments to the parameters relating to the calculation of the “Collective provisions”.

This change in estimate has been treated prospectively and has resulted in the constitution of additional general provisions of 214 283 thousand dinars for the 2022 financial year.

Thus, the balance of the general provisions constituted by the group as of December 31, 2022, amounts to 375 527 thousand dinars.

Our opinion is not modified in respect of this matter.

Report of the Board of Directors

The Board of Directors is responsible for the information contained in the Group's annual report.

Our opinion on the consolidated financial statements does not include the content of the Board of Directors report and we therefore express no form of conclusive remark as to the content of the said report.

In accordance with the provisions of article 266 of the Code of Commercial Companies, our responsibility is to verify the information contained in the GROUP's accounts contained in the Board of Directors report by referring to the data presented in the financial statements. Our work consists in reading the report of the Board of Directors in order to determine whether there are fundamental inconsistencies between the report and the consolidated financial statements or the information that has been brought to our attention within our audit engagement or whether the report of the Board otherwise contains significant errors. If, based on the work we have done, we conclude that there are substantial deficiencies in the Board of Directors' report; we are required to report them.

We have nothing to mention in this regard.

Responsibilities of of the Board of Directors for the consolidated financial statements

The Board of Directors is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in Tunisia; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the Board is responsible for assessing the ability of the Arab International Bank of Tunisia Group to operate as a going concern and the disclosure, if any, of all matters relating to the going concern principle, including the use of the going concern principle in the preparation of consolidated financial statements, unless the Board of Directors has the intention of dissolving the Arab International Bank of Tunisia Group or suspending its operations or the absence of any realistic alternative other than to do so.

Corporate governance is responsible for overseeing the Arab International Bank of Tunisia Group's consolidated financial reporting procedures.

Auditor's responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free of material misstatement, whether resulting from fraud or error, and issuing an audit report that includes our opinion.

Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with international standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken based on these consolidated financial statements.

As part of an audit conducted in accordance with professional standards applicable in Tunisia, the statutory auditors exercise professional judgment throughout the audit. They are also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence considered to be sufficient and appropriate to provide a basis for their opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control ;
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances ;
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors and the related disclosures ;
- Assess the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Arab International Bank of Tunisia Group's ability to continue as a going concern. If we find out that a material uncertainty exists, then we must mention in the audit report related disclosures in the consolidated financial statements or rectify our opinion if these disclosures are not sufficient. This assessment is based on the audit evidence obtained up to the date of the audit report. However, future events or conditions may cause the Group to cease to continue as a going concern ;
- Evaluate the overall presentation of the consolidated financial statements including the disclosures and assess whether these statements represent the underlying transactions and events in a manner that achieves fair presentation ;
- We communicate with the Group heads of governance on the audit scope and its time and the main audit issues pertaining to the internal control system that we noted during our audit ;
- We also provide the Board of Directors with what confirms our commitment to the ethical requirements related to independence, and we inform them about all issues and other matters that may affect our independence and what would preserve this independence.

Among those matters communicated with the governance officials of the Arab International Bank of Tunisia, the scope and schedule of the audit work and the main audit matters, including any significant deficiencies in the internal control system that we noticed during our audit work.

II. Report on Other Legal and Regulatory Requirements

As part of our statutory audit mission, we have also carried out the specific verifications provided for by the standards published by the Tunisian Order of Chartered Accountants and by the relevant regulatory texts.

Effectiveness of the internal control system

Pursuant to the provisions of Article 3 of Law 94-117 issued November 14th, 1994 as revised by Law 96-2005 of October 18th, 2005 and Article 266 of the Commercial Companies Code, we carried out a general assessment of the effectiveness of the internal control system of the bank relating to the preparation of the consolidated financial statements. In this regard, we recall that the responsibility for the design and implementation of an internal control system as well as the periodic monitoring of its effectiveness and efficiency rests with management and the board of directors.

Based on our review, we have not identified any material deficiencies in internal control that could impact our opinion on the financial statements as expressed above.

A report dealing with the weaknesses and shortcomings identified during our audit was submitted to the bank's management.

Tunis, April 10th, 2023

The Statutory Auditors

Les Commissaires aux Comptes Associés MTBF
Mohamed Lassaad BORJI

CMC-DFK International
Chérif Ben ZINA

14.2 Consolidated financial statements for the year ended december 31, 2022

Consolidated Balance sheet As at December 31, 2022 (In thousands of dinars)

	Notes	31/12/2022	31/12/2021
ASSETS			
Cash and balances with CBT, PCC et TGT	IV-1	357 463	1391 410
Due from Banks and Financial Institutions	IV-2	3 415 697	1 560 098
Loans and advances	IV-3	12 204 535	12 083 542
Trading securities portfolio	IV-4	802 319	672 275
Investment portfolio and equities portfolio	IV-5	3 594 153	2 850 828
Valuation of securities on equity method	IV-6	9 997	8 431
Property & Equipment	IV-7	544 178	532 194
Goodwill	IV-8	38 689	41 192
Other assets	IV-9	659 988	632 398
Total assets		21 627 019	19 772 368
LIABILITIES			
Due to Central Bank of Tunisia	V-1	898	1 213
Due to Banks and Financial Institutions	V-2	628 152	227 734
Customers' Deposits	V-3	16 510 916	15 735 193
Borrowings and Special Resources	V-4	610 081	408 606
Other liabilities	V-5	1 198 640	983 425
Total liabilities		18 948 687	17 356 171
MINORITY RIGHTS			
Minority share of the accumulated reserves	VI	640 571	514 068
Minority share of the combined net results	VI	37 080	24 721
Total minority rights		677 651	538 789
SHAREHOLDERS' EQUITY			
Capital		178 500	178 500
Consolidated Reserves		1 509 776	1 415 474
Other shareholders' equity		3	3
Consolidated Net Income of the year		312 402	283 431
Total shareholders' equity	VII	2 000 681	1 877 408
Total liabilities and shareholders' equity		21 627 019	19 772 368

Consolidated off-balance sheet
As at December 31, 2022
(In thousands of dinars)

	31/12/2022	31/12/2021
CONTINGENT LIABILITIES		
Guarantees, warranties and other granted guarantees given	2 213 391	2 271 192
a- To banks and financial institutions	290 032	492 302
b- To costumers	1 923 359	1 778 890
Documentary credits	1 034 400	868 547
a- To costumers	800 442	837 539
b- Others	233 958	31 007
Total contingent liabilities	3 247 791	3 139 739
COMMITMENTS GIVEN		
Financing commitments given	1 334 440	1 248 918
To banks and financial institutions	-	-
To costumers	1 334 440	1 248 918
Commitments on securities	2 911	3 913
a- Non paid up participations	2 903	3 903
b- Securities to be received	8	10
Total commitments given	1 337 351	1 252 831
RECEIVED COMMITMENTS		
Guaranties received	5 059 983	4 839 800
Total received commitments	5 059 983	4 839 800

Consolidated income statement
From January 1st to December 31, 2022
(In thousands of dinars)

	Notes	Year 2022	Year 2021
BANKING OPERATING PRODUCTS			
Interest and similar income	VIII-1-1	1 156 566	1 004 066
Commission income	VIII-1-2	423 482	368 894
Profit on trading securities portfolio and financial operations	VIII-1-3	253 717	169 583
Income of investment portfolio	VIII-1-4	234 563	167 356
Total banking operating products		2 068 328	1 709 899
Banking Operating Expenses			
Interest and similar expenses	VIII-2-1	(569 442)	(500 541)
Claims paid on insurance operations	VIII-2-2	(74 106)	(67 899)
Commission expenses	VIII-2-3	(9 317)	(6 769)
Loss on trading securities portfolio and financial transactions		(316)	(90)
Total banking operating expenses		(653 181)	(575 299)
Net banking income		1 415 147	1 134 600
Net provision allowances on loans, off-balances sheet and other liabilities	VIII-3	(365 021)	(250 539)
Net provision allowances on investment portfolio	VIII-4	2 762	(11 532)
Other operating income	VIII-5	92 000	61 063
Staff costs	VIII-6	(292 200)	(264 124)
General operating expenses	VIII-7	(227 584)	(201 159)
Depreciation, amortization, and provisions on fixed assets	VIII-8	(66 748)	(58 281)
Operating result		558 356	410 028
Gain or loss from using equity method		84	(71)
Gain or loss on other normal items	VIII-9	370	6 265
Income tax	VIII-10	(208 081)	(88 177)
Result on ordinary activities		350 729	328 045
Non-controlling interests		(37 080)	(24 721)
Result on ordinary activities		313 649	303 324
Gain or Loss on other extraordinary items	VIII-11	(1 247)	(19 893)
Net result for the year attributable to shareholders		312 402	283 431
Net effects on tax deferred of a change in accounting		-	-
Net result for the year after changes in accounting		312 402	283 431

Consolidated cash flows statement
From January 1st to December 31, 2022
(In thousands of dinars)

	Year 2022	Year 2021
OPERATING ACTIVITIES		
Collected banking operating products	1 936 522	1 614 715
Disbursed banking operating expenses	(771 007)	(651 384)
Deposits/withdrawals on financial institutions deposits	(312 774)	100 918
Deposits/withdrawals on customers deposits	(421 581)	(965 256)
Granted loans/ customers' loans reimbursement	789 243	1 385 282
Acquisitions/disposals of trading securities	(23 535)	9 029
Payments to personnel and other accounts payables	(458 835)	(425 207)
Other cash flows from operating activities	24 359	28 375
Corporate tax paid	(97 246)	(84 056)
Net cash flow from operating activities	665 146	1 012 416
INVESTMENT ACTIVITIES		
Collected products on investment portfolio	201 541	169 717
Acquisition/disposals on investment portfolio	(733 012)	(600 207)
Acquisition/disposals on fixed assets	(76 911)	(103 640)
Net cash flow from investment activities	(608 382)	(534 130)
FINANCING ACTIVITIES		
Increase/Repayment of borrowings	224 170	82 678
Increase/decrease of special resources	(54 772)	47 460
Dividends paid	(195 932)	(187 567)
Other financing activities	125 706	(31 301)
Net cash flow from financing activities	99 172	(88 730)
Net changes in cash and cash equivalent during the year	155 936	389 556
Cash and cash equivalent at the beginning of the year	3 081 843	2 692 287
Cash and cash equivalent at the end of the year	3 237 779	3 081 843

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS At december 31, 2022

Note I – General principles

The consolidated financial statements of the BIAT Group have been prepared in accordance with the accounting rules and principles set out in law n°96-112 of 30 December 1996 relating to the company accounting system and the Tunisian Accounting Standards relating to operations specific to banking establishments, the consolidation of financial statements, and business combinations (TAS 35, 36, 37, 38 and 39).

The financial statements are presented in accordance with the model defined by Tunisian Accounting Standard n°21 relating to the presentation of the financial statements of banking establishments.

Note II – Accounting rules applied in preparing the consolidated financial statements

The consolidated financial statements have been prepared as at december 31, 2022, in accordance with the provisions and rules set out in particular by the law n°2001-117 of december 6, 2001, supplementing the Commercial Companies Code, and in the accounting standards relating to the consolidation of financial statements and business combinations. Among these rules, we describe below those relating to the scope of consolidation, consolidation methods, restatements and eliminations, tax treatment and goodwill.

II-1. Scope of consolidation

The scope of consolidation includes all companies over which BIAT exercises exclusive control, either directly or indirectly through its consolidated companies, and companies over which it exercises significant influence.

II-2. Consolidation methods adopted

II-2.1 Global integration method

Companies controlled exclusively by the bank (i.e. over 40%) and companies whose activities extend banking or related activities are consolidated globally.

This method consists of substituting the assets, liabilities, income, and expenses of each of the consolidated companies for the amount of their equity interests and disclosing minority interests' share in consolidated shareholders' equity and consolidated net income for the year.

II-2.2 The equity method

Companies over which BIAT exercises significant influence are accounted for by the equity method. Significant influence is presumed to exist when the consolidated entity holds at least 20% of the voting rights and has the power to participate in the financial and operating policy decisions of the investee but does not exercise control over these policies.

This method consists of substituting the amount of equity investments with the Bank Group's share in the equity, including profit for the year, of companies accounted for by the equity method.

The responsibility of the parent company to cover the liabilities of associates is limited to the amount of its shareholding.

II-3. Restatements and eliminations

The restatements required to harmonize the companies' accounting and valuation methods are carried out.

Intercompany receivables, payables, commitments and income and expenses are eliminated.

The impact of intercompany transactions on the consolidated balance sheet, off-balance sheet items and income statement is eliminated.

Intra-group dividends, provisions on consolidated investments and capital gains or losses on asset disposals between Group companies are neutralized.

II-4. Closing date

The consolidated financial statements have been prepared on the basis of the individual financial statements of all Group companies for the year ended December 31, 2022.

II-5. Tax treatment

The consolidated corporate income tax charge comprises the current tax payable by the various companies, adjusted for the effect of deferred taxes arising from timing differences between the accounting recognition date and the tax assessment date.

II-6. Goodwill on acquisition of shares

Positive differences arising on the acquisition of consolidated shares, between their cost price and the Group's share in net equity, are recorded on the assets side of the balance sheet under goodwill. These differences are not allocated to balance sheet items and are amortized based on the expected return on investment at the time of acquisition. The amortization period is twenty years.

Negative goodwill is recognized in income for the year.

II-7. Rules for valuing receivables

In accordance with the provisions of the sectoral accounting standards for banking institutions and Circular No. 91-24 of 17-12-1991 issued by the Central Bank of Tunisia, a valuation of all the Bank's receivables has been carried out on the basis of the situation at 31-12-2022, taking into account events subsequent to that date.

This valuation was accompanied by an assessment of all deductible guarantees within the meaning of circular no. 91-24 of the Central Bank of Tunisia relating to prudential rules.

These two operations have led the Bank to determine the amount of provisions required, the amount of provisions for 2022 and the amount of income reserved.

Pursuant to the provisions of BCT circular no. 91-24, as amended and supplemented by subsequent texts, the bank has set aside general provisions, known as «collective provisions», to cover latent risks on current commitments and commitments requiring special monitoring within the meaning of the aforementioned circular.

The methodology for calculating these provisions was modified by BCT circular no. 2023-02 of February 24, 2023. This change has resulted in the creation of additional collective provisions of around 37.5 KTD for the 2022 financial year.

In addition, and as part of the ongoing drive to strengthen coverage of latent risks and prepare for Basel II requirements, the Bank has made adjustments to the parameters used to calculate collective provisions (adjustment factors and provisioning rates). As a result of these adjustments, additional collective provisions of the order of 162.5 KTD have been set aside for the 2022 financial year.

Additional collective reserves have been calculated by adjusting average migration rates and provisioning rates as follows.

- i. TMgi: The average migration rate as grossed up by the BCT has been adjusted by grossing it up by a BIAT-specific percentage Δ proportional to the share of class 1 in current receivables (0+1): the larger the share, the larger the Delta.
- ii. TPgi: The standard provisioning rates recommended by the BCT have been increased to bring them into line with Basel standards: 40% for corporate loans, 45% for consumer loans and 35% for housing loans.

As a result, the stock of collective provisions set aside by the bank amounted to 375.5 KTD at December 31, 2022.

Note III – Companies included in the scope of consolidation

At December 31, 2022, the BIAT Group's scope of consolidation was as follows:

	31/12/2022		31/12/2021	
	Control rate (%)	Interest rates (in %)	Control rate (%)	Interest rates (in %)
Banque Internationale Arabe de Tunisie	100,00	100,00	100,00	100,00
Tunisie Valeurs asset management	99,60	99,02	99,60	99,02
BIAT Capital risque	98,08	98,08	98,08	98,08
Compagnie Internationale Arabe de Recouvrement	100,00	100,00	100,00	100,00
SICAF BIAT	100,00	100,00	100,00	100,00
Société de Promotion Immobilière Arabe de Tunisie	100,00	100,00	100,00	100,00
Société de Promotion Touristique Salloum	50,76	50,76	50,76	50,76
Organisation et Service Informatique	100,00	100,00	100,00	100,00
Société la PROTECTRICE	100,00	100,00	100,00	100,00
Assurances BIAT	94,48	94,48	94,48	94,48
Société FAIZA	42,31	42,31	42,31	42,31
SICAV Opportunity	89,04	89,04	89,01	89,01
SICAV Trésor	13,06	7,54	14,93	8,04
SICAV Prosperity	20,24	20,17	11,58	11,58
Société Générale de Placement	100,00	100,00	100,00	100,00
Société TAAMIR	100,00	100,00	100,00	100,00
Société Golf Sousse Monastir	62,18	57,15	62,18	57,15
Société Palm Links Immobilière	94,12	94,12	94,12	94,12
Société Tanit International	67,30	67,30	67,30	67,30
Société Tunisie Titrisation	98,80	98,68	98,80	98,68
Société de pôle de compétitivité de Monastir	60,00	60,00	59,99	59,99
SICAV PATRIMOINE Obligataire	1,19	0,86	1,91	1,62
Fonds commun de créances 1	100,00	100,00	100,00	100,00
Société tunisienne de promotion des pôles immobiliers et industriels	-	-	25,00	25,00
Fonds Commun de Placement Epargne Actions	0,46	0,46	0,39	0,39
Fonds commun de créances 2	100,00	100,00	100,00	100,00
Société Touristique Sahara Palace	100,00	67,30	100,00	67,30
Société de Promotion Touristique Mohamed V	76,16	76,16	76,16	76,16
Institut Tunis Dauphine	30,07	30,07	30,07	30,07
BIAT Consulting	100,00	99,91	100,00	99,91
STE DE PROMOTION TOURISTIQUE (SPT) SFAX	82,76	82,75	82,76	82,75
BIAT France	100,00	100,00	100,00	100,00
FCP Equity Performance	72,22	70,99	72,22	70,99
Société de Promotion Touristique Hammamet	87,54	87,54	87,54	87,54
Hammamet Leisure Company	40,00	40,00	40,00	40,00
INMA HOLDING	23,50	40,00	23,50	40,00
SKANES LOISIRS ET CULTURE	40,00	40,00	40,00	40,00
Fond d'amorçage ANAVA	20,13	20,13	20,13	20,13
Tunisie Valeurs	99,41	99,41	99,41	99,41
TUNISIA TOURISM GROUP	100,00	100,00	-	-

III-2. Consolidation methods

At December 31, 2022, the BIAT Group's consolidation methods were as follows:

	31/12/2022	31/12/2021
Banque Internationale Arabe de Tunisie	Full consolidation	Full consolidation
Tunisie Valeurs asset management	Full consolidation	Full consolidation
BIAT Capital risque	Full consolidation	Full consolidation
Compagnie Internationale Arabe de Recouvrement	Full consolidation	Full consolidation
SICAF BIAT	Full consolidation	Full consolidation
Société de Promotion Immobilière Arabe de Tunisie	Full consolidation	Full consolidation
Société de Promotion Touristique Salloum	Full consolidation	Full consolidation
Organisation et Service Informatique	Full consolidation	Full consolidation
Société la PROTECTRICE	Full consolidation	Full consolidation
Assurances BIAT	Full consolidation	Full consolidation
Société FAIZA	Full consolidation	Full consolidation
SICAV Opportunity	Full consolidation	Full consolidation
SICAV Trésor	Full consolidation	Full consolidation
SICAV Prosperity	Full consolidation	Full consolidation
Société Générale de Placement	Full consolidation	Full consolidation
Société TAAMIR	Full consolidation	Full consolidation
Société Golf Sousse Monastir	Full consolidation	Full consolidation
Société Palm Links Immobilière	Full consolidation	Full consolidation
Société Tanit International	Full consolidation	Full consolidation
Société Tunisie Titrisation	Full consolidation	Full consolidation
Société de pôle de compétitivité de Monastir	Full consolidation	Full consolidation
SICAV PATRIMOINE Obligataire	Full consolidation	Full consolidation
Fonds commun de créances 1	Full consolidation	Full consolidation
Société tunisienne de promotion des pôles immobiliers et industriels	Out of scope	Equity method
Fonds Commun de placement Epargne Actions	Full consolidation	Full consolidation
Fonds commun de créances 2	Full consolidation	Full consolidation
Société Touristique Sahara Palace	Full consolidation	Full consolidation
Société de Promotion Touristique Mohamed V	Full consolidation	Full consolidation
Institut Tunis Dauphine	Equity method	Equity method
BIAT Consulting	Full consolidation	Full consolidation
STE DE PROMOTION TOURISTIQUE (SPT) SFAX	Full consolidation	Full consolidation
BIAT France	Full consolidation	Full consolidation
FCP Equity Performance	Full consolidation	Full consolidation
Société de Promotion Touristique Hammamet	Full consolidation	Full consolidation
Hammamet Leisure Company	Full consolidation	Full consolidation
INMA HOLDING	Equity method	Equity method
SKANES LOISIRS ET CULTURE	Equity method	Equity method
Fond d'amorçage ANAVA	Equity method	Equity method
Tunisie Valeurs	Full consolidation	Full consolidation
TUNISIA TOURISM GROUP	Full consolidation	Out of scope

Note IV – Balance-sheet assets*(Figures are expressed in KTD : thousands of Tunisian Dinars)***IV-1. Cash and balances with BCT, CCP and TGT**

	31/12/2022	31/12/2021
Cash	177 611	159 894
Assets with the BCT	179 764	1 231 427
Assets with the CCP	88	89
Total cash and assets with the BCT, CCP and TGT	357 463	1 391 410

IV-2. Receivables from banking and financial institutions

	31/12/2022	31/12/2021
Loans and advances to banks (a)	3 125 610	1 301 536
Loans and advances to financial institutions (b)	290 087	258 562
Total Loans and advances to banking and financial institutions	3 415 697	1 560 098

a) Amounts due from banks break down as follows:

	31/12/2022	31/12/2021
BCT loan accounts	2 174 113	629 914
Interbank market loan accounts	875 396	597 394
Loan-related receivables	6 126	399
NOSTRI correspondent accounts	48 056	48 942
LORI correspondent accounts	51	6 840
Claims related to correspondent accounts	42	2
Unallocated values	21 826	18 045
Total	3 125 610	1 301 536

b) Amounts due from financial institutions break down as follows:

	31/12/2022	31/12/2021
Loans granted to leasing companies	286 325	255 225
Related receivables and payables	3 762	3 337
Total	290 087	258 562

IV-3. Customer receivables

Customer receivables comprise current and classified accounts receivable, other current and classified loans, and current and classified loans from special resources.

Gross doubtful debts (classified) and the provisions required to cover classified assets are determined in accordance with the provisions of circular no. 91-24 of 17-12-1991 issued by the Banque Centrale de Tunisie on prudential rules, and the accounting standards applicable to banking institutions.

	31/12/2022	31/12/2021
Customer accounts receivable	1 025 007	1 039 902
Other customer loans	12 101 622	11 711 922
Loans from special resources	83 224	79 069
Total		
Provisions and premiums on customer loans	(629 791)	(586 107)
Collective provisions	(375 527)	(161 244)
Total loans and advances to customers	12 204 535	12 083 542

IV-4. Commercial securities portfolio

	31/12/2022	31/12/2021
Assimilable treasury bills	233 819	417 821
Short-term treasury bills	10 481	5 747
Transaction Securities	244 300	423 568
Bonds issued by private corporations	157 042	136 155
Other investments	400 977	112 552
Investment securities	558 019	248 707
Total Commercial securities portfolio	802 319	672 275

IV-5. Investment securities portfolio

	31/12/2022	31/12/2021
Gross investment securities outstanding	3 552 409	2 832 504
Related receivables on investment securities	93 904	67 590
Provisions and premiums for impairment in value of investment portfolio	(52 160)	(49 266)
Total Investment portfolio	3 594 153	2 850 828

IV-6. Investments in associates

	31/12/2022	31/12/2021
Institut Tunis Dauphine	909	632
Société tunisienne de promotion des pôles immobiliers et industriels	-	33
SKANES LOISIRS ET CULTURE	3 400	3 400
Fond d'amorçage ANAVA	5 688	4 366
Total Investments in associates	9 997	8 431

IV-7. Fixed assets

Fixed assets are recorded at acquisition cost, excluding VAT, plus non-recoverable VAT, except for transport equipment, which is recorded in the balance sheet at acquisition cost, including VAT.

Depreciation of fixed assets, except for goodwill, is calculated using the straight-line method at the depreciation rates allowed under current tax regulations.

Depreciation charges are determined and recorded based on the book value of fixed assets, and according to the acquisition date of each fixed asset.

These non-current assets break down as follows:

	31/12/2022	31/12/2021
Intangible assets	96 877	92 766
Amortization of intangible assets	(85 297)	(80 500)
Property, plant and equipment	795 320	775 432
Depreciation of property, plant and equipment	(345 394)	(315 508)
Assets under construction and advances	82 672	60 004
Total Fixed assets	544 178	532 194

	31/12/2021	Entry perimeter	Acquisitions	Disposal or scrapping	Currency effect	Reclassifications	31/12/2022
License	34 523	-	2 008	(35)	-	565	37 061
Computer software	52 729	-	578	-	-	990	54 297
Goodwill and leasehold rights	5 194	-	-	-	-	-	5 194
Other intangible assets	320	-	-	-	4	1	325
Total intangible fixed assets	92 766	-	2 586	(35)	4	1 556	96 877
Land	168 421	-	143	-	-	453	169 017
Buildings	220 742	-	790	(5 938)	-	12 249	227 843
Fixtures and fittings for buildings	141 133	-	6 348	(18)	18	(4 281)	143 200
Buildings awaiting allocation	164	-	-	-	-	-	164
Fixed assets with special legal status	3 975	-	2	-	2	(3 444)	535
Office furniture	35 170	-	174	-	3	(10 931)	24 416
Computer equipment	61 792	-	3 314	(220)	1	133	65 020
Transport equipment	5 936	-	1 074	(821)	-	(82)	6 107
Buildings not used for business purposes	53 732	-	542	-	-	1 469	55 743
General building installations	11 540	-	145	-	-	(1 664)	10 021
Banking equipment	29 355	-	3 180	-	-	-	32 535
Fixtures and fittings for banking equipment	433	-	14	-	-	1 775	2 222
Office equipment	18 926	-	220	(594)	-	887	19 439
Office equipment layout	1 918	-	-	-	-	(6)	1 912
Office furniture layout	9 956	-	293	(7)	-	89	10 331
Machinery and tools	12 239	-	604	(12)	-	13 984	26 815
Total tangible fixed assets	775 432	-	16 843	(7 610)	24	10 631	795 320
Work in progress	57 361	-	35 529	-	-	(12 187)	80 703
Advances on assets under construction	2 643	-	54	(728)	-	-	1 969
Gross value of fixed assets	928 202	-	55 012	(8 373)	28	-	974 869

	Amort. Ac- cumulated 31/12/2021	Entry perimeter	Endowment	Regulariza- tion Dispos- al and reclassi- fication	Currency effect	Amort. Ac- cumulated 31/12/2022	CNV at 31/12/2022
License	(29 392)	-	(2 826)	34	-	(32 184)	4 877
Computer software	(47 218)	-	(1 845)	-	-	(49 063)	5 234
Goodwill and leasehold rights	(3 597)	-	(146)	-	-	(3 743)	1 451
Other intangible assets	(293)	-	(9)	-	(5)	(307)	18
Total intangible fixed assets	(80 500)	-	(4 826)	34	(5)	(85 297)	11 580
Land	(10)	-	-	-	-	(10)	169 007
Buildings	(72 688)	-	(7 159)	(4 628)	-	(84 475)	143 368
Fixtures and fittings for buildings	(94 574)	-	(8 940)	198	-	(103 316)	39 884
Buildings awaiting allocation	-	-	-	-	-	-	164
Fixed assets with special legal sta- tus	(2 796)	-	(17)	2 423	-	(390)	145
Office furniture	(18 385)	-	(1 510)	3 577	(2)	(16 320)	8 096
Computer equipment	(49 305)	-	(4 131)	1 286	(1)	(52 151)	12 869
Transport equipment	(3 759)	-	(789)	643	-	(3 905)	2 202
Buildings not used for business purposes	(6 031)	-	(2 436)	-	-	(8 467)	47 276
General building installations	(9 878)	-	(458)	880	(14)	(9 470)	551
Banking equipment	(19 789)	-	(2 778)	1	-	(22 566)	9 969
Fixtures and fittings for banking equipment	(316)	-	(307)	(956)	-	(1 579)	643
Office equipment	(14 589)	-	(947)	393	-	(15 143)	4 296
Office equipment layout	(1 649)	-	(47)	-	-	(1 696)	216
Office furniture layout	(7 228)	-	(467)	6	-	(7 689)	2 642
Machinery and tools	(8 315)	-	(2 316)	(1 390)	-	(12 021)	14 794
Other tangible fixed assets	-	-	-	-	-	-	-
Total tangible fixed assets	(309 312)	-	(32 302)	2 433	(17)	(339 198)	456 122
Work in progress	-	-	-	-	-	-	80 703
Advances on assets under construction	-	-	-	-	-	-	1 969
Provisions for other tangible fixed assets	(6 196)	-	-	-	-	(6 196)	(6 196)
Gross value of fixed assets	(396 008)	-	(37 128)	2 467	(22)	(430 691)	544 178

IV-8. Goodwill

The total for this item fell from 41,192 KTD in December 2021 to 38,689 KTD in December 2022, a decrease of 2,503 KTD.

	Gross value 31/12/2022	Accumulated depreciation 31/12/2022	CNV 31/12/2022	Gross value 31/12/2021	Accumulated depreciation 31/12/2021	CNV 31/12/2021
Securities held by BIAT	58 983	(20 295)	38 688	58 995	(17 813)	41 182
SALLOUM	171	(154)	17	171	(145)	26
GSM	881	(881)	-	881	(881)	-
ASSBIAT	10 802	(5 439)	5 363	10 802	(4 899)	5 903
BCR	95	(86)	9	95	(81)	14
SICAF	44	(38)	6	44	(35)	9
ELFEJJA	282	(42)	240	282	(28)	254
STI	6 540	(6 540)	-	6 540	(6 540)	-
STPI	-	-	-	12	(10)	2
SOPIAT	49	(40)	9	49	(37)	12
PROTECT	1 741	(1 741)	-	1 741	(1 741)	-
TVAL	38 378	(5 334)	33 044	38 378	(3 416)	34 962
Securities held by SGP	1 015	(1 015)	-	1 015	(1 015)	-
OSI	78	(78)	-	78	(78)	-
GSM	937	(937)	-	937	(937)	-
Securities held by BCR	18	(18)	-	18	(18)	-
SICAF	18	(18)	-	18	(18)	-
Securities held by SICAF	308	(307)	1	308	(298)	10
TAAMIR	131	(130)	1	131	(124)	7
PROTECT	122	(122)	-	122	(122)	-
SGP	34	(34)	-	34	(33)	1
SOPIAT	21	(21)	-	21	(19)	2
Total	60 324	(21 635)	38 689	60 336	(19 144)	41 192

IV-9. Other assets

The total for this item rose from 632,398 KTD in December 2021 to 659,988 KTD in December 2022, recording an increase of 27,590 KTD or 4.36%.

Between December 2021 and December 2022, the consolidated balance sheet total increased by 1,854,651 KTD or 9.38%, from 19,772,368 KTD to 21,627,019 KTD.

NOTE V – Balance sheet liabilities*(Figures are expressed in KTD: thousands of Tunisian Dinars)***V-1. BCT and CCP**

	31/12/2022	31/12/2021
BCT cheques awaiting settlement	891	955
BCT accounts in foreign currencies	-	258
Related debts on BCT and CCP accounts	7	-
Total Central Bank and CCP	898	1213

V-2. Deposits and assets of banking and financial institutions

	31/12/2022	31/12/2021
Deposits and assets of banking institutions (a)	579 234	134 971
Deposits from financial institutions (b)	48 918	92 763
Total Deposits and assets of banking and financial institutions	628 152	227 734

(a) deposits and assets of banking institutions break down as follows:

	31/12/2022	31/12/2021
Borrowing in dinars from the BCT	331 000	-
Borrowing in dinars from banks	53 929	3 903
Correspondent bank deposits	185 557	119 137
Other amounts due	8 336	11 919
Related debts	412	12
Deposits and assets of banking institutions	579 234	134 971

(b) Deposits by financial institutions fell from 92,763 KTD in December 2021 to 48,918 KTD in December 2022. This change is mainly due to deposits by leasing companies.

V-3. Customer deposits and assets

	31/12/2022	31/12/2021
Demand deposits	8 451 189	7 702 209
Savings deposits	4 160 828	3 618 756
Maturity accounts	2 782 588	3 115 255
Maturity notes	280 986	314 916
Money market certificates of deposit	279 501	456 000
Related debts	77 444	93 947
Other amounts due	478 380	434 110
Total customer deposits and assets	16 510 916	15 735 193

V-4. Borrowings and special resources

	31/12/2022	31/12/2021
Borrowings and debts for special resources	32 172	88 751
Debts on special resources	511	475
Public funds	45 061	43 254
Total public and external funds	77 744	132 480
Subordinated borrowings	512 905	263 308
Debt related to borrowings	19 432	12 818
Total borrowings and special resources	610 081	408 606

V-5. Other liabilities

The total for this item rose from 983,425 KTD at December 31, 2021 to 1,198,640 KTD at December 31, 2022, recording an increase of 215,215 KTD or 21.88%.

NOTE VI – Minority interests

(Figures are expressed in KTD: thousands of Tunisian Dinars)

Minority interests break down as follows by consolidated company:

Companies	31/12/2022		31/12/2021	
	Reserves	Results	Reserves	Results
Tunisie Valeurs asset management	3	24	3	8
BIAT Capital risque	90	103	91	90
Société de Promotion Immobilière Arabe de Tunisie	1	-	1	-
Société de Promotion Touristique Salloum	2 144	10	2 138	(8)
Assurances BIAT	3 289	1 077	2 887	885
SICAV Opportunity	62	(1)	64	-
SICAV Trésor	117 305	7 113	112 720	6 109
SICAV Prosperity	2 954	80	4 366	127
Société Palm Links Immobilière	111	8	105	5
Société Tanit International	6 485	122	6 316	169
Société de pôle de compétitivité de Monastir	23 103	5 128	21 825	3 196
SICAV PATRIMOINE Obligataire	396 228	22 974	270 269	13 834
Fonds Commun de placement Epargne Actions	60 224	2 016	62 632	1 919
Société de Promotion Touristique Mohamed V	7 868	(372)	8 995	(766)
STE DE PROMOTION TOURISTIQUE (SPT) SFAX	1 589	(169)	1 803	(215)
Société de Promotion Touristique Hammamet	6 610	(611)	6 932	(322)
FCP Equity Performance	2 750	88	2 731	84
Hammamet Leisure Company	9 527	(540)	9 978	(451)
TUNISIE VALEURS	228	30	212	57
Total	640 571	37 080	514 068	24 721

NOTE VII – Statement of shareholders' equity*(Figures are expressed in KTD: thousands of Tunisian dinars)*

Companies	31/12/2022		31/12/2021	
	Reserves	Results	Reserves	Results
Banque Internationale Arabe de Tunisie	1 720 767	278 081	1 631 759	248 778
Tunisie Valeurs asset management	58	2 403	58	774
BIAT Capital risque	(66)	5 280	(54)	4 591
Compagnie Internationale Arabe de Recouvrement	7 486	5 085	6 563	3 523
SICAF BIAT	2 236	216	1 731	233
Société de Promotion Immobilière Arabe de Tunisie	151	116	(339)	5 471
Société de Promotion Touristique Salloum	(312)	2	(310)	(17)
Organisation et Service Informatique	125	(14)	134	(9)
Société la PROTECTRICE	(8 781)	(1 569)	(7 440)	(1 333)
Assurances BIAT	23 527	17 884	17 182	14 601
Société FAIZA	(709)	(3)	(706)	(3)
SICAV Opportunity	10	(4)	32	(1)
SICAV Trésor	(584)	580	(566)	534
SICAV Prosperity	214	20	60	17
Société Générale de Placement	2 294	107	2 003	102
Société TAAMIR	1 296	67	913	251
Société Golf Sousse Monastir	(25 857)	(1 547)	(25 678)	(182)
Société Palm Links Immobilière	160	122	65	82
Société Tanit International	(14 954)	250	(15 301)	347
Société Tunisie Titrisation	(160)	(12)	(146)	(14)
Société de pôle de compétitivité de Monastir	8 254	7 677	6 348	4 778
SICAV PATRIMOINE Obligataire	1 385	199	55	228
Fonds commun de créances 1	1 063	262	758	304
Société tunisienne de promotion des pôles immobiliers et industriels	-	-	(795)	(169)
Fonds Commun de placement Epargne Actions	(12)	9	(46)	7
Fonds commun de créances 2	123	136	(3)	126
Société Touristique Sahara Palace	(9 543)	(583)	(8 815)	(728)
Société de Promotion Touristique Mohamed V	1 230	(1 189)	4 833	(2 447)
Institut Tunis Dauphine	(226)	235	(516)	248
BIAT Consulting	(1 114)	361	(279)	(834)
STE DE PROMOTION TOURISTIQUE (SPT) SFAX	(6 772)	(812)	(5 744)	(1 031)
BIAT France	364	438	269	38
Société de Promotion Touristique Hammamet	(3 725)	(4 294)	(1 464)	(2 260)
FCP Equity Performance	437	215	421	206
Hammamet Leisure Company	(9 018)	(360)	(8 717)	(301)
INMA HOLDING	(200)	-	(200)	-
Fond d'amorçage ANAVA	740	(151)	316	(150)
TUNISIE VALEURS	(1 608)	3 143	(2 404)	7 671
TUNISIA TOURISM GROUP	-	52	-	-
Total capital and shareholders' equity excluding net income	1 688 279	312 402	1 593 977	283 431

Company Consolidated	Integration method	Shareholders' equity	Elimination of securities	Gross goodwill calculation	Construct depreciation on loss of value EA	Neutralization of dividends	Provisions and revaluation	Valuation difference	Internal added value	Deferred tax and other	Minority interests	Total shareholders' equity
BIAT	Full consolidation	1 657 573	-	-	-	25 546	28 676	-	(10 658)	19 630	-	1 720 767
TVALAM	Full consolidation	587	(526)	-	-	-	-	-	-	-	(3)	58
BCR	Full consolidation	5 516	(4 696)	95	(81)	276	-	-	(1 086)	-	(90)	(66)
CIAR	Full consolidation	1 344	(1 018)	-	-	-	-	-	-	7 160	-	7 486
SICAF	Full consolidation	19 813	(19 000)	62	(53)	422	992	-	-	-	-	2 236
SOPIAT	Full consolidation	28 353	(27 616)	70	(56)	20	-	-	(717)	98	(1)	151
SALLOUM	Full consolidation	4 354	(2 548)	171	(145)	-	-	-	-	-	(2 144)	(312)
OSI	Full consolidation	149	(24)	78	(78)	-	-	-	-	-	-	125
PROTECT	Full consolidation	1 334	(8 999)	1 863	(1 863)	-	-	-	(1 311)	195	-	(8 781)
ASSBIAT	Full consolidation	59 473	(38 624)	10 802	(4 899)	64	-	-	-	-	(3 289)	23 527
FAIZA	Full consolidation	233	(542)	-	-	-	(400)	-	-	-	-	(709)
OPPORTUNITY	Full consolidation	562	(490)	-	-	-	-	-	-	-	(62)	10
TRESOR	Full consolidation	135 290	(18 569)	-	-	-	-	-	-	-	(117 305)	(584)
PROSPERITY	Full consolidation	3 703	(535)	-	-	-	-	-	-	-	(2 954)	214
SGP	Full consolidation	2 996	(3 292)	34	(32)	288	2 300	-	-	-	-	2 294
TAAMIR	Full consolidation	5 814	(4 656)	131	(125)	132	-	-	-	-	-	1 296
GSM	Full consolidation	(7 092)	(4 134)	1 818	(1 818)	-	-	-	(18 453)	3 822	-	(25 857)
LINKS	Full consolidation	1 880	(1 609)	-	-	-	-	-	-	-	(111)	160
STI	Full consolidation	25 833	(28 300)	6 540	(6 540)	-	38	-	(7 406)	1 366	(6 485)	(14 954)
TITRIS	Full consolidation	273	(433)	-	-	-	-	-	-	-	-	(160)
ELFEJJA	Full consolidation	56 899	(26 649)	282	(28)	-	-	1 808	(1 123)	168	(23 103)	8 254
PATRIMOINE	Full consolidation	400 427	(3 180)	-	-	366	-	-	-	-	(396 228)	1 385
FCC1	Full consolidation	2 582	(1 519)	-	-	-	-	-	-	-	-	1 063
FCP	Full consolidation	60 509	(297)	-	-	-	-	-	-	-	(60 224)	(12)
FCC2	Full consolidation	1 626	(1 503)	-	-	-	-	-	-	-	-	123
STSP	Full consolidation	(1 550)	(8 000)	-	-	-	-	-	-	7	-	(9 543)
SPTMV	Full consolidation	32 461	(23 909)	-	-	3	-	-	-	543	(7 868)	1 230
ITD	Equity method	674	(900)	-	-	-	-	-	-	-	-	(226)
BCO	Full consolidation	(282)	(1 000)	-	-	-	-	-	-	168	-	(1 114)
SPTS FAX	Full consolidation	9 942	(14 400)	-	-	-	-	-	(1 671)	946	(1 589)	(6 772)
BFR	Full consolidation	3 275	(2 920)	-	-	-	-	-	-	9	-	364
PERFORMANCE	Full consolidation	9 861	(6 674)	-	-	-	-	-	-	-	(2 750)	437
SPTHAMMAMET	Full consolidation	53 045	(50 160)	-	-	-	-	-	-	-	(6 610)	(3 725)
HLC	Full consolidation	15 879	(15 370)	-	-	-	-	-	-	-	(9 527)	(9 018)
INMA	Equity method	-	(200)	-	-	-	-	-	-	-	-	(200)
SKANES	Equity method	3 400	(3 400)	-	-	-	-	-	-	-	-	-
AMORCAGE ANAVA	Equity method	5 840	(5 100)	-	-	-	-	-	-	-	-	740
TVAL	Full consolidation	36 457	(75 127)	38 378	(3 417)	772	-	2 623	(1 115)	49	(228)	(1 608)
TTG	Full consolidation	20 000	(20 000)	-	-	-	-	-	-	-	-	-
Consolidated total		2 659 033	(425 919)	60 324	(19 135)	27 889	31 606	4 431	(43 540)	34 161	(640 571)	1 688 279

Company Consolidated	Integration method	Corporate income	Neutralization of provisions	Neutralization of dividends	Internal added value	Construct depreciation on loss of value EA	Deferred tax and other	Minority interests	Consolidated net income
BIAT	Full consolidation	299 676	2 151	(25 546)	63	-	1 737	-	278 081
TVALAM	Full consolidation	2 427	-	-	-	-	-	(24)	2 403
BCR	Full consolidation	5 664	-	(276)	-	(5)	-	(103)	5 280
CIAR	Full consolidation	4 310	-	-	-	-	775	-	5 085
SICAF	Full consolidation	312	329	(422)	-	(3)	-	-	216
SOPIAT	Full consolidation	130	-	(20)	-	(3)	9	-	116
SALLOUM	Full consolidation	21	-	-	-	(9)	-	(10)	2
OSI	Full consolidation	(14)	-	-	-	-	-	-	(14)
PROTECT	Full consolidation	(1 560)	-	-	(11)	-	2	-	(1 569)
ASSBIAT	Full consolidation	19 565	-	(64)	-	(540)	-	(1 077)	17 884
FAIZA	Full consolidation	(3)	-	-	-	-	-	-	(3)
OPPORTUNITY	Full consolidation	(5)	-	-	-	-	-	1	(4)
TRESOR	Full consolidation	7 693	-	-	-	-	-	(7 113)	580
PROSPERITY	Full consolidation	100	-	-	-	-	-	(80)	20
SGP	Full consolidation	104	293	(288)	-	(2)	-	-	107
TAAMIR	Full consolidation	187	19	(132)	-	(7)	-	-	67
GSM	Full consolidation	(1 629)	-	-	-	-	82	-	(1 547)
LINKS	Full consolidation	130	-	-	-	-	-	(8)	122
STI	Full consolidation	(238)	610	-	-	-	-	(122)	250
TITRIS	Full consolidation	(12)	-	-	-	-	-	-	(12)
ELFEJJA	Full consolidation	12 819	-	-	-	(14)	-	(5 128)	7 677
PATRIMOINE	Full consolidation	23 539	-	(366)	-	-	-	(22 974)	199
FCC1	Full consolidation	262	-	-	-	-	-	-	262
FCP	Full consolidation	2 025	-	-	-	-	-	(2 016)	9
FCC2	Full consolidation	136	-	-	-	-	-	-	136
STSP	Full consolidation	(701)	-	-	-	-	118	-	(583)
SPTMV	Full consolidation	(2 445)	-	(3)	-	-	887	372	(1 189)
ITD	Equity method	235	-	-	-	-	-	-	235
BCO	Full consolidation	426	-	-	-	-	(65)	-	361
SPTSFAX	Full consolidation	(1 543)	-	-	-	-	562	169	(812)
BFR	Full consolidation	447	-	-	-	-	(9)	-	438
PERFORMANCE	Full consolidation	303	-	-	-	-	-	(88)	215
SPTHAMMAMET	Full consolidation	(4 905)	-	-	-	-	-	611	(4 294)
HLC	Full consolidation	(900)	-	-	-	-	-	540	(360)
AMORCAGE ANAVA	Equity method	(151)	-	-	-	-	-	-	(151)
TVAL	Full consolidation	5 930	-	(772)	-	(1 918)	(67)	(30)	3 143
TTG	Full consolidation	52	-	-	-	-	-	-	52
Consolidated total		372 387	3 402	(27 889)	52	(2 501)	4 031	(37 080)	312 402

NOTE VIII – Income statement*(Figures are expressed in KTD: thousands of Tunisian dinars)***VIII-1. Banking income**

The total for this item rose from 1,709,899 KTD at December 31, 2021 to 2,068,328 KTD at December 31, 2022, recording an increase of 358,429 KTD or 20.96%.

VIII-1-1. Interest and similar income

	31/12/2022	31/12/2021
Interest on ordinary bank accounts	690	1 178
Interest on interbank loan accounts	35 901	18 468
Interest on customer loans	925 559	809 212
Interest on customer overdrafts	118 721	114 936
Interest and similar income on guarantee commitments	31 527	29 465
Other interest and similar income	44 168	30 807
Total interest and similar income	1 156 566	1 004 066

VIII-1-2. Commissions on products

	31/12/2022	31/12/2021
Commission on foreign exchange transactions	2 670	1 889
Commission on financing commitments	46 073	48 249
Commission on guarantee commitments	13 922	12 596
Commission on financial services	112 982	91 457
Commissions on other banking transactions	247 835	214 703
Total commissions (in income)	423 482	368 894

VIII-1-3. Gains on trading securities portfolio and financial transactions

	31/12/2022	31/12/2021
Income from trading securities (a)	19 382	9 974
Income from marketable securities (b)	29 471	32 266
Gains on foreign exchange and arbitrage transactions (c)	204 864	127 343
Total Gains on trading securities portfolio and financial transactions	253 717	169 583

(a) Trading securities income

	31/12/2022	31/12/2021
Interest on trading securities	18 978	9 617
Capital gain/loss on sale or redemption	95	400
Gain/loss on revaluation of BTA securities	309	(43)
Total income from trading securities	19 382	9 974

(b) Income from investment securities

	31/12/2022	31/12/2021
Interest on bonds	29 229	32 202
Income from debt mutual funds	242	64
Total income from investment securities	29 471	32 266

(c) Net gain on foreign exchange transactions

Net gains on foreign exchange transactions, comprising mainly gains and losses on manual foreign exchange transactions and spot and forward foreign exchange, rose from 127,343 KTD at 31/12/2021 to 204,864 KTD at 31/12/2022, an increase of 77,521 KTD or 60.88%.

VIII-1-4. Investment portfolio income

	31/12/2022	31/12/2021
Interest and income from investment securities	218 924	158 838
Income from equity securities	15 639	8 518
Total income from investment portfolio	234 563	167 356

VIII-2. Banking operating expenses

The total for this item rose from 575,299 KTD at december 31, 2021 to 653,181 KTD at december 31, 2022, recording an increase of 77,882 KTD or 13.54%.

These banking operating expenses comprise the following items:

- Interest expense
- Claims paid on insurance operations
- Commissions incurred.
- Losses on trading securities portfolio and financial transactions

VIII-2-1. Interest expense and similar charges

	31/12/2022	31/12/2021
Interest on ordinary bank accounts	8 433	2 631
Interest on interbank loan accounts	1 994	2 443
Interest on customer deposits	508 132	453 100
Interest on bonds and subordinated loans	30 814	25 248
Interest on special resources	2 423	1 862
Other interest and expenses	17 646	15 257
Total interest and similar expenses	569 442	500 541

VIII-2-2. Claims paid on insurance operations

Claims paid on insurance operations rose from 67,899 KTD at 31/12/2021 to 74,106 KTD at 31/12/2022, recording an increase of 6,207 KTD or 9.14%.

VIII-2-3. Commissions incurred

	31/12/2022	31/12/2021
Commissions on treasury and interbank transactions	7 479	5 410
Commissions on other transactions	1 838	1 359
Total Commissions incurred	9 317	6 769

VIII-3. Provisions and value adjustments on receivables, off-balance sheet items and liabilities

	31/12/2022	31/12/2021
Provisions for receivables and claims	(388 335)	(239 369)
Provisions for liabilities and charges	(10 107)	(45 114)
<i>Total endowments</i>	<i>(398 442)</i>	<i>(284 483)</i>
Losses on receivables	(47 867)	(56 288)
Total provisions and credit losses	(446 309)	(340 771)
Reversal of provisions for customer receivables	73 106	81 690
Reversal of provisions for losses and expenses	7 939	8 399
<i>Total retakes</i>	<i>81 045</i>	<i>90 089</i>
Recovery of written-off receivables	243	143
Total reversals and recoveries of receivables	81 288	90 232
Balance	(365 021)	(250 539)

VIII-4. Allowances to provisions and income from value adjustments on investment portfolios

	31/12/2022	31/12/2021
Provisions for investments in subsidiaries, portage and managed funds	(3 559)	(11 829)
Expenses and losses on securities	(2 637)	(1 780)
Total allowances and losses on investment portfolio	(6 196)	(13 609)
Reversal of provisions on equity investments, portage and managed funds	2 281	1 930
Capital gains on disposal of equity investments	6 677	147
Total retakes	8 958	2 077
Total reversals and recoveries on investment portfolio	8 958	2 077
Balance	2 762	(11 532)

VIII-5. Other operating income

Between December 2021 and December 2022, this item rose from 61,063 KTD to 92,000 KTD, an increase of 30,937 KTD or 50.66%.

VIII-6. Staff costs

This item, which mainly comprises salaries, social security charges and other staff expenses, rose between December 2021 and December 2022 from 264,124 KTD to 292,200 KTD, recording an increase of 28,076 KTD or 10.63%.

VIII-7. General operating expenses

The increase of 26,425 KTD between December 2021 and December 2022 results from an increase in non-banking operating expenses of 2,899 KTD and an increase in other general operating expenses of 23,526 KTD.

VIII-8. Depreciation, amortization, and provisions on fixed assets

	31/12/2022	31/12/2021
Amortization of intangible assets	7 327	7 073
Depreciation of property, plant and equipment	32 302	30 574
Amortization of deferred charges	25 955	20 634
Other provisions	1 164	-
Total	66 748	58 281

VIII-9. Balance of gain or loss from other ordinary items

The balance of this item is a gain of 370 KTD, mainly due to other ordinary gains for 805 KTD and other ordinary losses for 486 KTD.

VIII-10. Income tax

The balance of this item at 31/12/2022 was 208,081 KTD, compared with 88,177 KTD at 31/12/2021, representing an increase of 119,904 KTD or 135.98%. The two balances for 2021 and 2022 include the amount of the social solidarity contribution in accordance with current legislation.

VIII-11. Balance of gains/losses from other extraordinary items

The balance of gains/losses from other extraordinary items, which amounted to 1,247 KTD at 31/12/2022, corresponds essentially to exceptional losses at Group level.

VIII-12. Note on the statement of cash flows

The cash balance is as follows:

	31/12/2022	31/12/2021
Cash in TND		
Cash dinars	152 992	138 732
Correspondent accounts receivable and investments with CBT	43 433	64 611
Correspondent accounts payable	(891)	(955)
Cash equivalents in debit	7 379	7 378
Cash equivalents in credit	(8 715)	(12 298)
Total cash and cash equivalents in TND	194 198	197 468
Cash in foreign currencies		
Cash in currency	63 859	48 083
Correspondent accounts receivable and investments at CBT	145 286	1195 375
Correspondent creditors	(185 557)	(119 396)
Total cash and cash equivalents in foreign currencies	23 588	1124 062
Investments in foreign currencies and DT	2 811 832	1 227 307
Transaction securities	593 090	536 908
Borrowing dinars	(384 929)	(3 902)
Cash and cash equivalents	3 237 779	3 081 843

Note IX – Subsequent events

These financial statements of the BIAT Group have been approved and authorized for issue by the Board of Directors on March 15, 2023. There have been no events after the closing date that could have an impact on the financial statements for the year ended December 31, 2022.

— 15

**RESOLUTIONS OF
THE ORDINARY
GENERAL
ASSEMBLY**

TUNIS, APRIL 28th, 2023

Resolutions of the Ordinary General Assembly

First Resolution

After hearing the report of the Board of Directors on the individual financial situation and the consolidated position for the year 2022 and the reports of the statutory auditors, the Ordinary General Meeting of Shareholders entirely approves the Board of Directors' report, the regulated agreements governed by the provisions of Article 200 and following as well as the Article 475 of the Commercial Companies Code and Articles 43 and 62 of Law 2016-48 of 11 July 2016, relating to banks and financial institutions, as well as the individual and consolidated financial statements as at December 31st, 2022 as presented.

Consequently, it gives the Board of Directors Members complete and unconditional discharge of their management for the financial year of 2022.

This resolution was put to the vote and adopted unanimously.

Second Resolution

The Ordinary General Assembly decides to allocate the net profit for the year 2022, which amounts to TND 299.676.100,963 as follows:

	(In dinars)
Net Profit for the year	299 676 100,963
Retained earnings	415 196 429,421
Distributable Profit	714 872 530,384
Reserves For Financial Re-investments from Net Profit for the year	190 000 000,000
Net Profit for the year after allocation of reserves	524 872 530,384
Dividends	207 060 000,000
Retained Earnings	317 812 530,384

Accordingly, the dividend per share is set at TND 5,800 per share.

The detachment of the dividend will be on May 15th, 2023. This dividend will be paid on May 18th, 2023.

This resolution was put to the vote and adopted unanimously.

Third Resolution

The Ordinary General Assembly decides to transfer to the optional reserves the allocations to reserves for financial reinvestments in the amount of TND 35 367 215,830, in connection with the distribution of the profits for the financial years 2013, 2014, 2015 and 2016.

This resolution was put to the vote and adopted unanimously.

Fourth Resolution

The Ordinary General Assembly decides to renew the term of office of Members of the Board of Directors for Messrs:

- Ismaïl MABROUK
- Karim MILAD
- Hichem DRISS
- Mohamed Afif CHELBI
- Mehdi SETHOM
- Fadhel ABDELKEFI

for three year period expiring at the end of the Ordinary General Assembly to be held to approve the accounts for the financial year 2025.

This resolution was put to the vote and adopted unanimously.

Fifth Resolution

The Ordinary General Assembly decides to appoint Messrs:

- Mohamed AGREBI
- Mohamed Adel BELFEKIH

As members of the board of directors for three year period expiring at the end of the Ordinary General Assembly to be held to approve the accounts for the financial year 2025.

This resolution was put to the vote and adopted unanimously.

Sixth Resolution

The Ordinary General Assembly ratifies the decision of the Elective Assembly held on March 27th, 2023 to appoint Cyrine SANCHOU as member of the Board of Directors representing small shareholders for three year period expiring at the end of the Ordinary General Assembly to be held to approve the accounts for the financial year 2025.

This resolution was put to the vote and adopted unanimously.

Seventh Revolution

The Ordinary General Assembly decides to appoint Messrs:

- Tahar SIOUD
- Jean MESSINESI

As advisors for three year period expiring at the end of the Ordinary General Assembly to be held to approve the accounts for the financial year 2025.

This resolution was put to the vote and adopted unanimously.

Eighth Resolution

The Ordinary General Assembly decides to allocate to the Board of Directors the gross sum of one million one hundred and twenty thousand dinars as directors' fees for the financial year 2023.

The Board of Directors shall decide on its distribution among its members and advisors.

The Ordinary General Assembly also decides to allocate to the members of the Audit Committee, the Executive Credit Committee, the Risk Committee and the Nomination and Remuneration Committee the gross sum of four hundred dinars per member and attendance for the financial year 2023.

This resolution was put to the vote and adopted unanimously.

Ninth Resolution

The Ordinary General Assembly decided to authorize the Bank to issue one or more ordinary debenture and/or subordinated loans for a maximum global amount of TND 800 million for three year period and gave powers to the Board of directors to set the terms and conditions of the issues, as well as the amounts.

The Ordinary General Assembly authorizes the Board of Directors to delegate the powers to General Management to set the terms and conditions of loan.

This resolution was put to the vote and adopted unanimously.

Tenth Resolution

The Ordinary General Assembly takes note of the responsibilities of the Chairman and the members of the Board of Directors in other companies as Manager, Director, Chairman and Managing Director, member of the Management Board or Supervisory Board in accordance with the provisions of Article 192 of the Commercial Companies Code.

This resolution was put to the vote and adopted unanimously.

Eleventh Resolution

The Ordinary General Assembly gives full powers to the legal representative of the bank or to any person mandated by the latter to carry out all deposits and fulfill all legal formalities for publication or regularization.

This resolution was put to the vote and adopted unanimously.

