

# **BCP Finance Bank, Ltd.**

## **2021 Annual Report**

A wholly owned subsidiary of BCP International B.V.  
Incorporated in the Cayman Islands, B.W.I  
Campbells Corporate Services Limited,  
Floor 4, Willow House, Cricket Square,  
Grand Cayman KY1-9010, Cayman Islands

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## **Management Report 2021**

BCP Finance Bank, Ltd. (“the Bank”) acts as an overseas finance vehicle of Banco Comercial Português, S.A. (“BCP”) and is wholly owned by BCP International B.V., which is wholly owned by BCP. The registered office of the Bank is in the Cayman Islands.

The financial statements for the periods ended 31 December 2021 and 2020, have been prepared in accordance with the International Financial Reporting Standards (“IFRS”), as issued by the International Accounting Standards Board (“IASB”) as well as interpretations issued by International Financial Reporting Interpretations Committee (“IFRIC”).

The share capital of the Bank as at 31 December 2021 and 2020 stood at USD 246.0 million, comprising 246 million ordinary shares, with a nominal value of USD 1 each, which have been issued and are fully paid.

Total assets of the Bank totalled USD 591.4 million as at 31 December 2021, compared with USD 749.8 million posted at the end of 2020, showing a decrease driven by the reduction in loans and advances to credit institutions, that include other loans and advances granted to the parent company, Banco Comercial Português, S.A., which amounted to USD 571.1 million as at 31 December 2021, a 23% decrease from the USD 738.8 million presented as at 31 December 2020, mainly explained by the repayment of the subordinated debt issue, the proceeds of which ceased to be placed with parent company.

Total liabilities decreased from USD 119.2 million as at 31 December 2020 to USD 0.4 million as at 31 December 2021, due to repayment of the subordinated debt issue, which took place at maturity date (13 October 2021).

Net income reported a profit of USD 5.0 million in 2021, compared to a loss of USD -4.4 million in 2020, due to this year’s positive net interest income, which amounted to USD 5.2 million (2020: USD -3.9 million), impacted by higher interest income from loans and advances to credit institutions amounting USD 22.4 million (2020: USD 17.1 million), together with lower interest expense from subordinated debt amounting USD 17.2 million (2020: USD 21.0 million).

In 2021, the Statutory Auditor’s fees amounted EUR 6,000.

The Bank’s financial statements as at 31 December 2021 are consistent with its risk management and control policies, as integrated in the centralised framework of BCP Group, as referred in note 14 “Risk Management” of the Notes to the Financial Statements, which also describe the main risks incurred.

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***BCP Finance Bank, Ltd.***

***Financial Statements***

*31 December 2021*

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## BCP FINANCE BANK, LTD.

STATEMENTS OF PROFIT AND LOSS AND OTHER COMPREHENSIVE INCOME / (LOSS)  
FOR THE YEARS ENDED 31 DECEMBER 2021 AND 2020

(Thousands of USD)			
	Notes	2021	2020
Interest and similar income	2	22,416	17,137
Interest expense and similar charges	2	(17,256)	(21,035)
<b>NET INTEREST INCOME</b>		<b>5,160</b>	<b>(3,898)</b>
Net fees and commissions income		(17)	-
Net gains / (losses) from foreign exchange activity	3	4	(341)
Net gain on derecognition of financial instruments at fair value through profit or loss		1	
Other operating income / (loss)		(101)	(100)
<b>TOTAL OPERATING INCOME / (EXPENSES)</b>		<b>5,047</b>	<b>(4,339)</b>
Other administrative costs		45	57
<b>TOTAL OPERATING COSTS</b>		<b>45</b>	<b>57</b>
<b>OPERATING NET INCOME / (LOSS) BEFORE PROVISIONS AND IMPAIRMENTS</b>		<b>5,002</b>	<b>(4,396)</b>
<b>OPERATING NET INCOME / (LOSS)</b>		<b>5,002</b>	<b>(4,396)</b>
<b>NET INCOME / (LOSS) FOR THE YEAR</b>		<b>5,002</b>	<b>(4,396)</b>
<b>OTHER COMPREHENSIVE INCOME</b>			
<i>Items that may be reclassified to the income statement</i>			
Exchange differences arising on translation of financial statements to the reporting currency	10	(44,621)	52,089
Fair value changes	12	17	(4)
<b>OTHER COMPREHENSIVE INCOME / (LOSS) FOR THE YEAR</b>		<b>(44,604)</b>	<b>52,085</b>
<b>TOTAL COMPREHENSIVE INCOME / (LOSS) FOR THE YEAR</b>		<b>(39,602)</b>	<b>47,689</b>

CHIEF ACCOUNTANT

THE BOARD OF DIRECTORS

(The accompanying notes are an integral part of the financial statements)

**BCP FINANCE BANK, LTD.**  
**BALANCE SHEETS AS AT 31 DECEMBER 2021 AND 2020**

(Thousands of USD)			
	Notes	2021	2020
<b>ASSETS</b>			
Repayable on demand to credit institutions	4	19,104	9,794
Financial assets at amortised cost			
Loans and advances to credit institutions	5	571,126	738,817
Financial assets at fair value through other comprehensive income	6	1,142	1,235
Other assets		-	1
<b>TOTAL ASSETS</b>		<b>591,372</b>	<b>749,847</b>
<b>LIABILITIES</b>			
Financial liabilities at amortised cost			
Resources from credit institutions		-	6
Non-subordinated debt securities	7	354	381
Subordinated debt	8	-	118,833
Other liabilities		5	12
<b>TOTAL LIABILITIES</b>		<b>359</b>	<b>119,232</b>
<b>SHAREHOLDER'S EQUITY</b>			
Share capital	9	246,000	246,000
Share premium	10	315,000	315,000
Reserves and retained earnings	10	25,011	74,011
Net income / (loss) for the year		5,002	(4,396)
<b>TOTAL SHAREHOLDER'S EQUITY</b>		<b>591,013</b>	<b>630,615</b>
<b>TOTAL LIABILITIES AND SHAREHOLDER'S EQUITY</b>		<b>591,372</b>	<b>749,847</b>

CHIEF ACCOUNTANT

THE BOARD OF DIRECTORS

(The accompanying notes are an integral part of the financial statements)



**BCP FINANCE BANK, LTD.**  
**STATEMENTS OF CHANGES IN SHAREHOLDER'S EQUITY**  
**FOR THE YEARS ENDED 31 DECEMBER 2021 AND 2020**

	(Thousands of USD)				
	<b>Total Shareholder's equity</b>	<b>Ordinary shares</b>	<b>Share premium</b>	<b>Reserves and retained earnings</b>	<b>Net profit/ (loss) for the year</b>
<b>BALANCE AS AT 31 DECEMBER 2019</b>	582,926	246,000	315,000	26,407	(4,481)
Net income / (loss) for the year	(4,396)	-	-	-	(4,396)
Other comprehensive income (note 10)	52,085	-	-	52,085	-
<b>TOTAL COMPREHENSIVE INCOME / LOSS</b>	47,689	-	-	52,085	(4,396)
Transfers to other reserves and retained earnings (note 10)	-	-	-	(4,481)	4,481
<b>BALANCE AS AT 31 DECEMBER 2020</b>	630,615	246,000	315,000	74,011	(4,396)
Net income / (loss) for the year	5,002	-	-	-	5,002
Other comprehensive income (note 10)	(44,604)	-	-	(44,604)	-
<b>TOTAL COMPREHENSIVE INCOME / LOSS</b>	(39,602)	-	-	(44,604)	5,002
Transfers to other reserves and retained earnings (note 10)	-	-	-	(4,396)	4,396
<b>BALANCE AS AT 31 DECEMBER 2021</b>	591,013	246,000	315,000	25,011	5,002

CHIEF ACCOUNTANT

THE BOARD OF DIRECTORS

**BCP FINANCE BANK, LTD.**  
**STATEMENTS OF CASH FLOWS**  
**FOR THE YEARS ENDED 31 DECEMBER 2021 AND 2020**

	(Thousands of USD)	
	2021	2020
<b>CASH FLOWS ARISING FROM OPERATING ACTIVITIES</b>		
Operating fees and other payments	(146)	(157)
	(146)	(157)
Increase / (decrease) in operating liabilities:		
Other liabilities	(12)	(2)
Other assets	66	-
	(92)	(159)
<b>CASH FLOWS ARISING FROM INVESTING ACTIVITIES</b>		
Loans and advances to credit institutions	114,552	-
Interests received from loans and advances to credit institutions	25,207	15,702
	139,759	15,702
<b>CASH FLOWS ARISING FROM FINANCING ACTIVITIES</b>		
(Repayment) / proceeds from subordinated debt	(114,552)	-
Interests paid from subordinated debt	(14,875)	(15,456)
	(129,427)	(15,456)
Exchange differences arising on translation of financial statements to the reporting currency	(930)	457
Net changes in cash and equivalents	9,310	544
Cash and equivalents at the beginning of the year (note 4)	9,794	9,250
Cash and equivalents at the end of the year (note 4)	19,104	9,794

CHIEF ACCOUNTANT

THE BOARD OF DIRECTORS

## 1. ACCOUNTING POLICIES

### A. BASIS OF PRESENTATION

BCP Finance Bank, Ltd. ('Bank') was incorporated in the Cayman Islands on 27 March 1998 and granted a category 'B' unrestricted banking license in 1998. The Bank acts as an overseas finance vehicle of Banco Comercial Português Group and its ultimate sole shareholder is Banco Comercial Português, S.A. (BCP). The ultimate sole shareholder of the Ordinary Shares of the Bank is BCP, through its wholly owned subsidiary BCP International B.V., headquartered in the Netherlands, which owns 100% of the Bank's share capital (note 9).

The functional currency of the Bank is the Euro. The reporting currency of the financial statements is the United States Dollar (USD), as this is the reporting currency commonly used by the Cayman Islands Monetary Authority. The Bank's functional currency is the Euro, since this foreign operation of BCP Group was set up as a structure or special purpose entity, and its activities are conducted on behalf of the ultimate parent entity (BCP) and considered as an extension of the parent entity.

The Bank's financial statements have been prepared in accordance with the International Financial Reporting Standards (IFRS), as endorsed by the European Union, effective for the years beginning on or after 1 January 2021. IFRS comprise accounting standards issued by the International Accounting Standards Board (IASB), as well as interpretations issued by the International Financial Reporting Interpretations Committee (IFRIC), both endorsed by the European Union.

The financial statements of the Bank were approved by the Board of Directors on 25 March 2022.

The financial statements are prepared under the going concern assumption, based on the accounting records of the Bank.

#### A1. Comparative information

The accounting policies have been applied consistently by the Bank and are consistent with those used in the previous year.

The financial statements are prepared under the going concern assumption, the accrual-based accounting regime and under the historical cost convention, as modified by the application of fair value basis where applicable, except those for which a reliable measure of fair value is not available.

The preparation of the financial statements in accordance with IFRS requires the Board of Directors to make judgements, estimates and assumptions that affect the application of the accounting policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances and form the basis for making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. The issues involving a higher degree of judgment or complexity, or where assumptions and estimates are considered to be significant are presented in note 1.I.

As at 31 December 2021 and 31 December 2020, the Bank has no employees.

### B. FINANCIAL INSTRUMENTS (IFRS 9)

#### B1. Financial assets

##### B1.1. Classification, initial recognition and subsequent measurement

At the initial recognition, financial assets are classified into one of the following categories:

- "Financial assets at amortised cost";
- "Financial assets at fair value through other comprehensive income"; or,
- "Financial assets at fair value through profit or loss".

The classification is made taking into consideration the following aspects:

- the Bank's business model for the management of financial asset; and,
- the characteristics of the contractual cash flows of the financial asset.

### *Business Model Evaluation*

With reference to 1 January 2018, the Bank carried out an evaluation of the business model in which the financial instrument is held at the portfolio level, since this approach reflects the best way in which assets are managed and how that information is available to the management. The information considered in this evaluation included:

- the policies and purposes established for the portfolio and the practical operability of these policies, including how the management strategy focuses on receiving contractual interest, maintaining a certain interest rate profile, adjusting the duration of financial assets to the duration of liabilities that finance these assets or on the realization of cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Bank's management bodies;
- the evaluation of the risks that affect the performance of the business model (and of the financial assets held under this business model) and the way these risks are managed;
- the remuneration of business managers, i.e., in what way the compensation depends on the fair value of the assets under management or contractual cash flows received; and
- the frequency, volume and sales periodicity in previous periods, the reasons for these sales and the expectations about future sales. However, sales information should not be considered individually, but as part of an overall assessment of how the Bank establishes financial asset management objectives and how cash flows are obtained.

Financial assets held for trading and financial assets managed and evaluated at fair value by option will be measured at FVTPL because they are not held either for the collection of contractual cash flows (HTC) or for the collection of cash flows and sale of these financial assets (HTC and Sell).

#### *Evaluation if the contractual cash flows correspond only to the receipt of capital and interest (SPPI)*

For the purposes of this assessment, "principal" is defined as the fair value of the financial asset at initial recognition. "Interest" is defined as the counterparty for the time value of money, the credit risk associated with the amount owed over a given period of time and for other risks and costs associated with the activity (e.g., liquidity risk and administrative costs), as well as for a profit margin.

In the evaluation of the financial instruments in which contractual cash flows refer exclusively to the receipt of principal and interest, the Bank considered the original contractual terms of the instrument. This evaluation included the analysis of the existence of situations in which the contractual terms can modify the periodicity and the amount of the cash flows so that they do not fulfil the SPPI condition. In the evaluation process, the Bank considered that:

- contingent events that may change the periodicity of the cash flows;
- characteristics that result in leverage;
- prepayment and extension of maturity clauses;
- clauses that may limit the right of the Bank to claim cash flows in relation to specific assets (e.g., contracts with terms that prevent access to assets in case of default - non-recourse asset); and,
- characteristics that may change the time value of money.

In addition, an advance payment is consistent with the SPPI criterion if:

- the financial asset is acquired or originated with a premium or discount in relation to the contractual nominal value;
- the prepayment represents substantially the nominal amount of the contract plus accrued contractual interest, but not paid (may include reasonable compensation for prepayment); and
- the prepaid fair value is insignificant at initial recognition.

### **B1.1. 1. Financial assets at amortised cost**

#### *Classification*

A financial asset is classified under the category "Financial assets at amortised cost" if both of the following conditions are met:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and,
- its contractual cash flows occur on specific dates and are solely payments of principal and interest on the principal amount outstanding (SPPI).

The "Financial assets at amortised cost" category includes loans and advances to credit institutions, loans and advances to customers and debt instruments managed based on a business model whose purpose is to receive their contractual cash flows (government bonds, bonds issued by companies and commercial paper).

#### *Initial recognition and subsequent measurement*

Loans and advances to credit institutions and loans and advances to customers are recognised at the date the funds are made available to the counterparty (settlement date). Debt instruments are recognised on the trade date, that is, on the date the Bank accepts to acquire them.

Financial assets at amortised cost are initially recognised at fair value plus transaction costs and are subsequently measured at amortised cost. In addition, they are subject, from their initial recognition, to the measurement of impairment losses for expected credit losses (note B1.5), which are recognised in "Impairment of financial assets measured at amortised cost".

Interest of financial assets at amortised cost is recognised under "Interest and similar income", based on the effective interest rate method and in accordance with the criteria described in note B3.

Gains or losses generated at the time of derecognition are recorded in "Gains/(losses) with derecognition of financial assets and liabilities at amortised cost".

### **B1.1. 2. Financial assets at fair value through other comprehensive income**

#### *Classification*

A financial asset is classified under the category of "Financial assets at fair value through other comprehensive income" if both of the following conditions are met:

- the financial asset is held within a business model whose objective is both to collect its contractual cash flows and to sell this financial asset; and,
- its contractual cash flows occur on specific dates and are solely payments of principal and interest on the principal amount outstanding (SPPI).

In addition, in the initial recognition of an equity instrument that is not held for trading, nor a contingent retribution recognised by an acquirer in a business combination to which IFRS 3 applies, the Bank may irrevocably choose to classify it in the category of "Financial assets at fair value through other comprehensive income" (FVOCI). This option is exercised on a case-by-case basis and is only available for financial instruments that comply with the definition of equity instruments provided in IAS 32 and cannot be used for financial instruments whose classification as an equity instrument under the scope of the issuer is made under the exceptions provided for in paragraphs 16A to 16D of IAS 32.

#### *Initial recognition and subsequent measurement*

Debt instruments at fair value through other comprehensive income are initially recognised at fair value plus transaction costs and are subsequently measured at fair value. Changes in the fair value of these financial assets are recorded against other comprehensive income and, at the time of their disposal, the respective gains or losses accumulated in other comprehensive income are reclassified to a specific income statement item designated "Gains or losses on derecognition of financial assets at fair value through other comprehensive income".

Debt instruments at fair value through other comprehensive income are also subject, from their initial recognition, to the measurement of impairment losses for expected credit losses (note B1.5). Impairment losses are recognised in the statements of profit and loss and other comprehensive income/(loss) under "Impairment of financial assets at fair value through other comprehensive income", against Other comprehensive income, and do not reduce the carrying amount of the financial asset in the balance sheet.

Interest, premiums or discounts on financial assets at fair value through other comprehensive income are recognised in "Interest and similar income" based on the effective interest rate method and in accordance with the criteria described in note B3.

Equity instruments at fair value through other comprehensive income are initially recognised at fair value plus transaction costs and are subsequently measured at fair value. The changes in the fair value of these financial assets are recognised against "Other comprehensive income". Dividends are recognised in the income statement when the right to receive them is attributed.

Impairment is not recognised for equity instruments at fair value through other comprehensive income, and the respective accumulated gains or losses recognised in "Fair value changes" are transferred to "Retained earnings" at the time of their derecognition.

### **B1.2. Reclassification between categories of financial assets**

Financial assets should be reclassified into other categories only if the business model used in their management has changed. In this case, all financial assets affected must be reclassified.

The reclassification must be applied prospectively from the date of reclassification, and any gains, losses (including related to impairment) or interest previously recognised should not be restated.

It is not allowed the reclassification of investments in equity instruments measured at fair value through other comprehensive income, nor of financial instruments designated at fair value through profit or loss.

### B1.3. Modification and derecognition of financial assets

#### *General principles*

i) The Bank shall derecognise a financial asset when, and only when:

- the contractual rights to the cash flows from the financial asset expire, or,
- it transfers the financial asset as set out in notes ii) and iii) below and the transfer qualifies for derecognition in accordance with note iv).

ii) The Bank transfers a financial asset if, and only if, it either:

- transfers the contractual rights to receive the cash flows of the financial asset; or,
- retains the contractual rights to receive the cash flows of the financial asset but assumes a contractual obligation to pay the cash flows to one or more recipients in an arrangement that meets the conditions in note iii).

iii) When the Bank retains the contractual rights to receive the cash flows of a financial asset (the 'original asset'), but assumes a contractual obligation to pay those cash flows to one or more entities (the 'eventual recipients'), the Bank shall treat the transaction as a transfer of a financial asset if all of the following three conditions are met:

- the Bank does not have any obligation to pay amounts to the eventual recipients, unless it collects equivalent amounts from the original asset. Short-term advances by the Bank with the right of full recovery of the amount lent plus accrued interest at market rates do not violate this condition;
- the Bank is contractually prohibited from selling or pledging the original asset other than as security to the eventual recipients for the obligation to pay them cash flows;
- the Bank has an obligation to remit any cash flows it collects on behalf of the eventual recipients without material delay. In addition, the Bank is not entitled to reinvest such cash flows, except for investments in cash or cash equivalents (as defined in IAS 7 Statement of Cash Flows) during the short settlement period from the collection date to the date of required remittance to the eventual recipients, and interest earned on such investments is passed to the eventual recipients.

iv) When the Bank transfers a financial asset (see note ii) above), it shall evaluate the extent to which it retains the risks and rewards of ownership of the financial asset. In this case:

- if the Bank transfers substantially all the risks and rewards of ownership of the financial asset, the Bank shall derecognise the financial asset and recognise separately as assets or liabilities any rights and obligations created or retained in the transfer;
- if the Bank retains substantially all the risks and rewards of ownership of the financial asset, it shall continue to recognize the financial asset;
- if the Bank neither transfers nor retains substantially all the risks and rewards of ownership of the financial asset, it shall determine whether it maintains the control of the financial asset. In this case:

- a) if the Bank has not retained control, it shall derecognise the financial asset and recognise separately as assets or liabilities any rights and obligations created or retained in the transfer;
- b) if the Bank has retained control, it shall continue to recognise the financial asset to the extent of its continuing involvement in the financial asset.

v) The transfer of risks and rewards (see prior note) is evaluated by comparing the entity's exposure, before and after the transfer, with the variability in the amounts and timing of the net cash flows of the transferred asset.

vi) The question of whether the Bank has retained control (see note iv above) of the transferred asset depends on the transferee's ability to sell the asset. If the transferee has the practical ability to sell the asset in its entirety to an unrelated third party and is able to exercise that ability unilaterally and without needing to impose additional restrictions on the transfer, the entity has not retained control. In all other cases, the entity has retained control.

#### *Derecognition criteria*

The Bank considers that a modification in the terms and conditions of a credit exposure will result in derecognition of the transaction and in recognition of a new transaction when the modification translates into at least one of the following conditions:

- creation of a new exposure that results from a debt consolidation, without any of the derecognised instruments having a nominal amount higher than 90% of the nominal amount of the new instrument;
- double extension of residual maturity, provided that the extension is not shorter than 3 years compared to the residual maturity in the moment of modification;
- increase of on-balance exposure by more than 10% compared to the nominal amount (refers to the last approved amount on the operation subject to modification);
- change in qualitative features, namely:

- a) change of the currency unless the exchange rate between the old and new currencies is pegged or managed within narrow bounds by law or relevant monetary authorities;
- b) exclusion or addition of a substantial equity conversion feature to a debt instrument, unless it is not reasonably possible that it will be exercised over its term;
- c) transfer of the instrument's credit risk to another borrower, or a significant change in the structure of borrowers within the instrument.

#### Loans written-off

The Bank writes off a loan when it does not have reasonable expectations of recovering a financial asset in its entirety or partially. This registration occurs after all the recovery actions developed by the Bank prove to be fruitless. Loans written-off are recognised in off-balance sheet accounts.

#### B1.4. Purchased or originated credit-impaired assets

Purchased or originated credit-impaired (POCI) assets are assets that present objective evidence of credit impairment in the moment of their initial recognition. An asset is credit-impaired if one or more events have occurred with a detrimental impact on the estimated future cash flows of the asset.

The two events that lead to the originations of a POCI exposure are presented as follows:

- financial assets arising from a recovery process, where there have been changes to the terms and conditions of the original agreement, which presented objective evidence of impairment that resulted in its derecognition (note B1.3) and recognition of a new contract that reflects the credit losses incurred;
- financial assets acquired with a significant discount, where the existence of a significant discount reflects credit losses incurred at the time of their initial recognition.

At initial recognition, POCI assets do not carry an impairment allowance. Instead, lifetime expected credit losses (ECL) are incorporated into the calculation of the effective interest rate (EIR). Consequently, at initial recognition, the gross book value of POCI (initial balance) is equal to the net book value before being recognised as POCI (difference between the initial balance and the total discounted cash flows).

#### B1.5. Impairment losses

##### B1.5.1. Financial instruments subject to impairment losses recognition

The Bank recognises impairment losses for expected credit losses on financial instruments recognised in the following accounting items:

##### B1.5.1. 1. Financial assets at amortised cost

Impairment losses on financial assets at amortised cost reduce the balance sheet value of these financial assets against the item "Impairment for financial assets at amortised cost" (in the income statement).

##### B1.5.2. Classification of financial instruments by stages

Changes in credit risk from the initial recognition			
	Stage 1	Stage 2	Stage 3
Classification criterion	Initial recognition	Significant increase in credit risk since initial recognition	Impaired
Impairment losses	12-month expected credit losses	Lifetime expected credit losses	

The Bank determines the expected credit losses of each operation as a result of the deterioration of credit risk since its initial recognition. For this purpose, operations are classified into one of the following three stages:

- Stage 1: the operations in which there is no significant increase in credit risk since its initial recognition are classified in this stage. Impairment losses associated with operations classified in this stage correspond to expected credit losses resulting from a default event that may occur within 12 months after the reporting date (12-month expected credit losses);
- Stage 2: the operations in which there is a significant increase in credit risk since its initial recognition (note B1.5.3) but are not impaired are classified in this stage. Impairment losses associated with operations classified in this stage correspond to the expected credit losses resulting from default events that may occur over the expected residual life of the operations (lifetime expected credit losses);
- Stage 3: impaired operations are classified in this stage. Impairment losses associated with operations classified at this stage correspond to lifetime expected credit losses.

##### B1.5.3. Significant increase in credit risk (SICR)

Significant increase in credit risk (SICR) is determined according to a set of mostly quantitative, but also qualitative criteria. These criteria are mainly based on the risk grades of customers, according to the Bank's Rating Master Scale, and on its evolution, in order to detect significant increases in Probability of Default (PD), complemented by other information regarding the customers' behavior towards the financial system.

## **B2. Financial liabilities**

### **B2.1. Classification, initial recognition and subsequent measurement**

At initial recognition, financial liabilities are classified in one of the following categories:

- "Financial liabilities at amortised cost";
- "Financial liabilities at fair value through profit or loss".

#### **B2.1.1. Financial liabilities at amortised cost**

##### *Classification*

Financial liabilities that were not classified at fair value through profit or loss, or correspond to financial guarantee contracts, are measured at amortised cost.

The category "Financial liabilities at amortised cost" includes resources from credit institutions and from customers, as well as subordinated and non-subordinated debt securities.

##### *Initial recognition and subsequent measurement*

Financial liabilities at amortised cost are initially recognised at fair value plus transaction costs and are subsequently measured at amortised cost. Interest on financial liabilities at amortised cost are recognised on "Interest expense and similar charges", based on the effective interest rate method.

### **B2.2. Reclassification between categories of financial liabilities**

Reclassifications of financial liabilities are not allowed.

### **B2.3. Derecognition of financial liabilities**

The Bank derecognises financial liabilities when they are cancelled or extinct.

## **B3. Interest recognition**

Income and expense related to interest from financial instruments measured at amortised cost are recognised in "Interest and similar income" and "Interest expense and similar charges" (net interest income) through the effective interest rate method. Interest related to financial assets at fair value through other comprehensive income are also recognised in net interest.

The effective interest rate is the rate that discounts estimated future cash payments or receipts through the expected life of the financial instrument (or, when appropriate, for a shorter period), to the net carrying amount of the financial asset or financial liability.

For calculating the effective interest rate, the Bank estimates future cash flows considering all contractual terms of the financial instrument (for example: early payment options) but without considering future impairment losses. The calculation includes all fees paid or received considered as included in the effective interest rate, transaction costs and all other premiums or discounts directly related to the transaction, except for assets and liabilities at fair value through profit and loss.

Interests income recognised in income associated with contracts classified in stage 1 or 2 are determined by applying the effective interest rate for each contract on its gross book value. The gross balance of a contract is its amortised cost, before deducting the respective impairment. For financial assets included in stage 3, interests are recognised in the statements of profit and loss and other comprehensive income/(loss) based on its net book value (less impairment). The interest recognition is always made in a prospective way, i.e., for financial assets entering stage 3 interests are recognised on the amortised cost (net of impairment) in subsequent periods.

For purchase or originated credit impaired assets (POCI), the effective interest rate reflects the expected credit losses in determining the expected future cash flows receivable from the financial asset.

## **B4. Hedge accounting**

As allowed by IFRS 9, the Bank opted to continue to apply the hedge accounting requirements in accordance with IAS 39.

The Bank designates derivatives and other financial instruments to hedge its exposure to interest rate and foreign exchange risk, resulting from financing and investment activities. Derivatives that do not qualify for hedge accounting are accounted for as trading instruments.



Derivative hedging instruments are stated at fair value and gains and losses on revaluation are recognised in accordance with the hedge accounting model adopted by the Bank. A hedge relationship exists when:

- at the inception of the hedge there is formal documentation of the hedge;
- the hedge is expected to be highly effective;
- the effectiveness of the hedge can be reliably measured;
- the hedge is valuable in a continuous basis and highly effective throughout the reporting period; and
- for hedges of a forecasted transaction, the transaction is highly probable and presents an exposure to variations in cash flows that could ultimately affect profit or loss.

When a derivative financial instrument is used to hedge foreign exchange variations arising from monetary assets or liabilities, no hedge accounting model is applied. Any gain or loss associated to the derivative is recognised through profit and loss, as well as changes in currency risk of the monetary items.

#### **B4.1. Fair value hedge**

Changes in the fair value of derivatives that are designated and qualify as fair value hedge instruments are recognised in profit and loss, together with changes in the fair value attributable to the hedged risk of the asset or liability or group of assets and liabilities. If the hedge relationship no longer meets the criteria for hedge accounting, the cumulative gains and losses due to variations of hedged risk linked to the hedge item recognised until the discontinuance of the hedge accounting are amortised through profit and loss over the residual period of the hedge item.

#### **B4.2. Hedge effectiveness**

For a hedge relationship to be classified as such according to IAS 39, effectiveness must be demonstrated. As such, the Bank performs prospective tests at the beginning date of the initial hedge, if applicable and retrospective tests in order to demonstrate at each reporting period the effectiveness of the hedging relationships, demonstrating that the variations in fair value of the hedging instrument are hedged by the fair value variations of the hedged item in the portion assigned to the risk covered. Any ineffectiveness is recognised immediately in profit and loss when incurred.

### **C. EQUITY INSTRUMENTS**

A financial instrument is an equity instrument only if: i) the instrument includes no contractual obligation to deliver cash or another financial asset to another entity or to exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavourable to the entity; and, ii) the instrument will or may be settled in the issuer's own equity instruments, it is either a non-derivative that includes no contractual obligation for the issuer to deliver a variable number of its own equity instruments or a derivative that will be settled only by the issuer exchanging a fixed amount of cash or another financial asset for a fixed number of its own equity instruments.

An equity instrument, independently from its legal form, evidences a residual interest in the assets of an entity after deducting all of its liabilities.

Transaction costs directly attributable to an equity instruments' issuance are recognised in equity as a deduction to the amount issued. Amounts paid or received related to sales or acquisitions of equity instruments are recognised in equity, net of transaction costs.

Income from equity instruments (dividends) are recognised when the obligation to pay is established and are deducted to equity.

### **D. CASH AND CASH EQUIVALENTS**

For the purposes of the cash flow statement, cash and cash equivalents comprise balances with less than three months maturity from the balance sheet date and include the items "Cash and deposits at Central Banks" and "Loans and advances to credit institutions".

### **E. OFFSETTING**

Financial assets and liabilities are offset and recognised at their net book value when: i) the Bank has a legal right to offset the amounts recognised and transactions can be settled at their net value; and, ii) the Bank intends to settle on a net basis or perform the asset and settle the liability simultaneously.

### **F. FOREIGN CURRENCY TRANSACTIONS**

Transactions in foreign currencies are translated at the foreign exchange rate at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies, which are stated at historical cost, are translated at the foreign exchange rate at that date. Foreign exchange differences arising on translation are recognized in the statements of profit and loss and other comprehensive income. Non-monetary assets and liabilities denominated in foreign currencies, which are stated at historical cost, are translated at the foreign exchange rate at the date of the transaction. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are translated to the functional currency at the foreign exchange rates at the dates when the fair values were determined.

Although the Bank's functional currency is the Euro, it uses US Dollars (USD) as its reporting currency. In translating the financial statements from Euros into US Dollars, the assets and liabilities, both monetary and non-monetary, are translated at the exchange rate ruling at the balance sheet date. Income and expenses are translated at the average exchange rate of the year which is considered to reflect approximately the exchange rate at the date of the transactions. All resulting exchange differences are recognized directly in equity in the caption "Other reserves and retained earnings".

## **G. INCOME TAXES**

There are no taxes on income or gains in the Cayman Islands. Furthermore, the Bank has received an undertaking from the Governor in Cabinet of the Cayman Islands exempting it from all local taxation on future profits, income or gains if these taxes were levied in the Cayman Islands in the future.

This undertaking is valid for a period of twenty years until 25 April 2038. Accordingly, no provision for income taxes is included in these financial statements.

## **H. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS**

### **H1. Provisions**

Provisions are recognised when (i) the Bank has a present obligation (legal or resulting from past practices or published policies that imply the recognition of certain responsibilities); (ii) it is probable that a payment will be required to settle; and, (iii) a reliable estimation can be made of the amount of the obligation.

The measurement of provisions considers the principles set in IAS 37 regarding the best estimate of the expected cost, the most likely result of current actions and considering the risks and uncertainties inherent to the process result. On the cases that the discount effect is material, provision corresponds to the actual value of the expected future payments, discounted at a rate that considers the associated risk of the obligation.

Provisions are reviewed at each balance sheet date and adjusted to reflect the best estimate, being reverted through profit and loss in the proportion of the payments that are probable.

Provisions are derecognised through their use in the obligations for which they were initially created, or in the cases that these obligations cease to exist.

### **H2. Contingent liabilities**

Contingent liabilities are not recognised in the financial statements, being framed under IAS 37 whenever the possibility of an outflow of resources regarding economic benefits is not remote. The Bank registers a contingent liability when:

- i) it is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Bank; or,
- ii) a present obligation that arises from past events but is not recognised because:
  - a) it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or,
  - b) the amount of the obligation cannot be measured with sufficient reliability.

The contingent liabilities identified are subject to disclosure, unless the possibility of an outflow of resources incorporating economic benefits is remote.

### **H3. Contingent assets**

Contingent assets are not recognised in the financial statements and are disclosed when a future economic inflow of resources is probable.

## **I. ACCOUNTING ESTIMATES AND JUDGMENTS IN APPLYING ACCOUNTING POLICIES**

IFRS set forth a range of accounting treatments that requires the Board of Directors to apply judgments and to make estimations when deciding which treatment is the most appropriate. These estimates were made considering the best information available at the date of preparation of the financial statements, considering the context of uncertainty that results from the impact of Covid-19 in the current economic scope. The most significant of these accounting estimates and judgments used in the accounting principles application are discussed in this section in order to improve understanding of how they affect the Bank's reported results and related disclosure.

Considering that in some cases there are several alternatives to the accounting treatment chosen by the Board of Directors, the Bank's reported results would differ if a different treatment was chosen. The Board of Directors believes that the choices made are appropriate and that the financial statements present the Bank's financial position and results fairly in all material relevant aspects.

The alternative outcomes discussed below are presented solely to assist the reader in understanding the financial statements and are not intended to suggest that other alternatives or estimations would be more appropriate.

## **I1. Financial instruments - IFRS 9**

### **I1.1. Classification and measurement**

The classification and measurement of financial assets depends on the results of the SPPI test (analysis of the characteristics of the contractual cash flows to determine if they correspond only to payments of principal and interest on the outstanding capital) and the test of the business model.

The Bank determines the business model at a level that reflects how financial asset groups are managed together to achieve a specific business objective. This evaluation requires judgment, since the following aspects, among others, must be considered: the way in which the performance of assets is evaluated; the risks that affect the performance of the assets and the way these risks are managed; and how asset managers are rewarded.

The Bank monitors the financial assets measured at amortised cost and at fair value through other comprehensive income that are derecognised prior to their maturity to understand the underlying reasons for their disposal and to determine whether they are consistent with the purpose of the business model defined for these assets. This monitoring is part of a process of continuous evaluation by the Bank of the business model of the financial assets that remain in the portfolio, to determine if it is adequate and, if it is not, if there was a change in the business model and, consequently, a prospective classification change of these financial assets.

### **I1.2. Impairment losses on financial assets at amortised cost and debt instruments at fair value through other comprehensive income**

The determination of impairment losses on financial instruments involves judgments and estimations regarding, among others, the following:

#### *Significant increase in credit risk:*

Impairment losses correspond to the expected losses on a 12-month period for the assets in stage 1 and the expected losses considering the probability of a default event occurring at some point up to the maturity date of the instrument financial assets for assets in stages 2 and 3. An asset is classified in stage 2 whenever there is a significant increase in its credit risk since its initial recognition. In assessing the existence of a significant increase in credit risk, the Bank considers qualitative and quantitative information, reasonable and sustainable.

#### *Definition of groups of assets with common credit risk characteristics:*

When expected credit losses are measured on a collective basis, the financial instruments are grouped based on common risk characteristics. The Bank monitors the adequacy of credit risk characteristics on a regular basis to assess whether it maintains its similarity. This procedure is necessary to ensure that, in the event of a change in the credit risk characteristics, the asset segmentation is reviewed. This review may result in the creation of new portfolios or in transferring assets to existing portfolios that better reflect their credit risk characteristics.

#### *Definition of the number and relative weight of prospective information for each type of product/market and determination of relevant prospective information:*

In estimating expected credit losses, the Bank uses reasonable and sustainable forecasting information that is based on assumptions about the future evolution of different economic drivers and how each of the drivers impacts the remaining drivers.

#### *Probability of default:*

The probability of default represents a determining factor in the measurement of expected credit losses. The probability of default corresponds to an estimation of the probability of default in a given period, which is calculated based on historical data, assumptions and expectations about future conditions.

#### *Loss given default:*

It corresponds to a loss estimation in a default scenario. It is based on the difference between the contractual cash flows and those that the Bank expects to receive, through the cash flows generated by the customers' business or credit collaterals. The estimation of loss given default is based on, among other aspects, the different recovery scenarios, historical information, the costs involved in the recovery process and the estimation of the valuation of collaterals associated with credit operations.

## **J. SUBSEQUENT EVENTS**

The Bank analyses events occurring after the balance sheet date, that is, favourable and/or unfavourable events that occur between the balance sheet date and the date the financial statements were authorized for issue. In this context, two types of events can be identified:

- (i) those that provide evidence of conditions that existed at the balance sheet date (events after the balance sheet date that give rise to adjustments); and,
- (ii) those that are indicative of the conditions that arose after the balance sheet date (events after the balance sheet date that do not give rise to adjustments).

Events occurred after the date of the financial statements that are not considered as adjustable events, if significant, are disclosed in the notes to the financial statements.

## 2. NET INTEREST INCOME

The amount of this account is comprised of:

	(Thousands of USD)	
	2021	2020
<b>Interest and similar income</b>		
Interest on available for sale financial assets	(6)	(5)
Interest on financial assets at amortised cost		
Loans and advances to credit institutions (note 13)	22,422	17,142
	22,416	17,137
<b>Interest expense and similar charges</b>		
Interest on financial liabilities at amortised cost		
Non-subordinated debt securities	(18)	(17)
Subordinated debt	(17,238)	(21,018)
	(17,256)	(21,035)
<b>Net interest income / (loss)</b>	5,160	(3,898)

## 3. NET GAINS / (LOSSES) ON FINANCIAL OPERATIONS

The amount of this account is comprised of:

	(Thousands of USD)	
	2021	2020
<b>Net gains / (losses) from foreign exchange activity</b>		
Gains	4	-
Losses	-	(341)
	4	(341)

## 4. REPAYABLE ON DEMAND TO CREDIT INSTITUTIONS

This balance, in the amount of USD 19,104,000 (31 December 2020: USD 9,794,000) refers to deposits in euros repayable on demand held at Banco Comercial Português, S.A. (note 13).

## 5. LOANS AND ADVANCES TO CREDIT INSTITUTIONS

This balance is analysed as follows:

	(Thousands of USD)	
	2021	2020
<b>Other loans and advances to credit institutions abroad (note 13)</b>		
Banco Comercial Português, S.A.	571,126	738,817

As at 31 December 2021, Loans and advances to credit institutions include accrued interest amounting to USD 2,160,000 (31 December 2020: USD 5,817,000).

This balance is analysed by the period to maturity, as follows:

	(Thousands of USD)	
	2021	2020
6 to 12 months	-	124,427
1 to 5 years	571,126	614,390
	571,126	738,817

The currency exposure related with these operations is analysed as follows:

(Thousands of USD)		
Currency	2021	2020
EUR	571,126	738,817

The range of interest rates applicable to these balances is analysed as follows:

2021			2020	
Currency	Minimum	Maximum	Minimum	Maximum
EUR	1.73%	1.73%	1.73%	13.00%

## 6. FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

This balance is analysed as follows:

		(Thousands of USD)	
		2021	2020
<b>Financial assets at fair value through other comprehensive income</b>			
Debt instruments			
Treasury bills issued by Portuguese State			
Bilhetes Tesouro 21/18.03.22		1,142	1,226
Equity instruments			
Shares			
Banco Millennium Atlântico, S.A.		-	9
		1,142	1,235

As at 31 December 2020, equity investments refer to shares of Banco Millennium Atlântico, S.A. (note 13) in the amount of USD 9,000 representing 0.0024% of the share capital of this entity. At 31 December 2020, BCP Group held a total participation interest of 22.5% in Banco Millennium Atlântico, S.A., a bank incorporated in Angola. In 2021, the shares of Banco Millennium atlântico, S.A. were sold, with no impact on results.

During the year ended of 2020 no dividends were received from these shares.

## 7. NON-SUBORDINATED DEBT SECURITIES

This balance is analysed as follows:

		(Thousands of USD)	
		2021	2020
<b>Debt securities at amortised cost</b>			
Bonds		341	367
Accruals, deferred expense and income, other adjustments		13	14
		354	381

On 8 October 1998, the Bank established a USD 1,500,000,000 Note Programme under which it could issue notes unconditionally and irrevocably guaranteed by Banco Comercial Português, S.A. This program was redenominated to Euro in September 2006.

Since its inception the programme has been updated as follows:

Date of increase and update	Currency	New amount
1999	USD	4,000,000,000
2000	USD	6,000,000,000
2001	USD	8,000,000,000
2003	USD	10,000,000,000
2004	USD	12,000,000,000
2005	USD	15,000,000,000
2006	EUR	20,000,000,000
2007	EUR	25,000,000,000

Under the above mentioned program, as at 31 December 2021 and 2020, the detail of the notes issued is as follows:

(Thousands of USD)					
Issue	Issue date	Maturity date	Interest rate	2021	2020
BCP Fin.Bank – EUR 10 m	2004	2024	Fixed rate of 5.01%	341	367
Accruals				13	14
				354	381

These bonds are listed in the London Stock Exchange.

The currency exposure related with these operations is analysed as follows:

(Thousands of USD)		
Currency	2021	2020
EUR	354	381

## 8. SUBORDINATED DEBT

As at 31 December 2021 and 2020, the subordinated debt issued by the Bank is detailed as follows:

(Thousands of USD)						
Issue	Maturity	Interest rate	Currency	Nominal value	2021 Book value	2020 Book value
BCPF Fixed Rate Subordinated Notes	2021	13%	Euro	98,850,000	-	120,933
Accruals					-	3,446
Prepaid and deferred costs					-	(5,546)
					-	118,833

On 13 October 2021 the repayment of the issue took place as scheduled (maturity date), through the repayment to bondholders of the principal and accrued interest.

These notes are guaranteed by Banco Comercial Português, S.A. and listed in the London Stock Exchange.

## 9. SHARE CAPITAL

The authorised share capital of the Bank is analysed as follows:

(Thousands of USD)		
	2021	2020
Ordinary shares	246,000	246,000

The ultimate sole shareholder of the Ordinary Shares of the Bank is Banco Comercial Português, S.A. ("BCP") through its wholly owned subsidiary BCP International B.V. headquartered in the Netherlands which owns 100% of the Bank's share capital.

As at 15 January 2010 and following a resolution of BCP Internacional II, Sociedade Unipessoal SGPS, Lda. (during 2010, BCP Internacional II, Sociedade Unipessoal SGPS changed its name to Millennium bcp Participações, SGPS, Sociedade Unipessoal, Lda.), the previous sole shareholder of the Bank, and as previously approved by the Cayman Islands Monetary Authority (CIMA), the Bank converted the 31,500,000 preference shares into ordinary shares with a nominal value of 1 USD each.

As at 31 December 2021 and 2020, the authorised capital of the Bank is represented by 246,000,000 ordinary shares with a nominal value of USD 1 each, and is fully paid.

The Bank has complied with all externally imposed capital requirements throughout the year, namely the capital adequacy ratio and the minimum capital requirements.

The Bank manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of its activities. In order to maintain or adjust the capital structure, the Bank may adjust the amount of dividend payment to its shareholder, return capital to its shareholder or apply for qualifying subordinated debt. No changes were made in the objectives, policies and process from the previous years.

## 10. SHARE PREMIUM AND RETAINED EARNINGS

This balance is analysed as follows:

	(Thousands of USD)	
	2021	2020
Share premium	315,000	315,000
Fair value changes	-	(17)
Other reserves and retained earnings	25,011	74,028
	25,011	74,011
	340,011	389,011

In 2021, the shares of Banco Millennium atlântico, S.A. were sold, with no impact on results (note 6).

No dividends were declared and paid in the year ended 31 December 2021 and in the year ended 30 December 2020.

The changes occurred in 2021 in Other reserves and retained earnings as detailed in the Statement of Changes in Shareholder's Equity, is explained by:

- reduction of USD 44,621,000 to Other comprehensive income due to the exchange rate effect arising from the translation of the financial statements prepared in Euros to the presentation currency (USD) (note F.);
- reduction of USD 4,396,000 regarding the application of 2020 results.

The changes occurred in 2020 in Other reserves and retained earnings as detailed in the Statement of Changes in Shareholder's Equity, is explained by:

- increase of USD 52,089,000 to Other comprehensive income due to the exchange rate effect arising from the translation of the financial statements prepared in Euros to the presentation currency (USD) (note F.);
- reduction of USD 4,481,000 regarding the application of 2019 results.

## 11. RELEVANT EVENTS OCCURRED DURING 2021

On 13 October 2021 the repayment of the issue took place as scheduled (maturity date), through the repayment to bondholders of the principal and accrued interest (note 8).

## 12. FAIR VALUE

Fair value is based on market prices, whenever these are available. If market prices are not available, fair value is estimated through internal models based on cash-flow discounting techniques. Cash flows for the different instruments sold are calculated according with its financial characteristics and the discount rates used include both the interest rate curve and the current conditions of the pricing policy in the Bank.

Therefore, the fair value obtained is influenced by the parameters used in the evaluation model that have some degree of judgement and reflect exclusively the value attributed to different financial instruments. However it does not consider prospective factors, like the future business evolution. Therefore the values presented cannot be understood as an estimate of the economic value of the Bank.

The main methods and assumptions used in estimating the fair value for the financial assets and financial liabilities of the Bank are presented as follows:

### **Loans and advances to credit institutions repayable on demand**

Considering the short term nature of these financial instruments, the amount in the balance sheet is considered a reasonable estimate of its fair value.

### **Other loans and advances to credit institutions**

The fair value of these financial instruments is calculated by discounting the expected principal and interest future cash flows for these instruments, considering that the payments of the instalments occur in the contractually defined dates. The discount rate used reflects the current conditions applied by the Bank in identical instruments for each of the different residual maturities. The discount rate includes the market rates for the residual maturity date (rates from the monetary market or from the interest rate swap market, at the end of the year). As at 31 December 2021, the average discount rate was 0.23% for loans and advances. As at 31 December 2020, the average discount rate was 0.15% for loans and advances.

### **Financial assets at fair value through other comprehensive income**

These financial instruments are carried at fair value. Fair value is based on market prices, whenever these are available. If market prices are not available, fair value is estimated through numerical models based on cash-flow discounting techniques, using the interest rate curve adjusted for related factors, predominantly the credit risk and liquidity risk, determined in accordance with the market conditions and time frame.

### **Financial liabilities at amortised cost - Non-subordinated debt securities and Subordinated debt**

For these financial instruments the fair value was calculated for components for which fair value is not yet reflected in the balance sheet. Fixed rate instruments for which the Group adopts "hedge-accounting", the fair value related to the interest rate risk is already recognised.

For the fair value calculation, other components of risk were considered, in addition to the interest rate risk already recorded. The fair value is based on market prices, whenever these are available. If market prices are not available, fair value is estimated through numerical models based on cash-flow discounting techniques, using the market interest rate curve adjusted by associated factors, predominantly credit risk and trading margin, the latter only in the case of issues placed on non-institutional customers of the Group.

As original reference, the Group applies the curves resulting from the market interest rate swaps for each specific currency. The credit risk (credit spread) is represented by an excess from the curve of interest rate swaps established specifically for each term and class of instruments based on the market prices on equivalent instruments.

For own issued debts placed among non institutional costumers of the Group, one more differential was added (commercial spread), which represents the margin between the financing cost in the institutional market and the cost obtained by distributing the respective instrument in the owned commercial network.

As at 31 December 2021, the average reference rates used in the calculation of the fair value of senior and collateralised issues was 0.05% (31 December 2020: 0.03%) and as at 31 December 2020 for subordinated issues 3.78%.



As at 31 December 2021 and 2020, the following table presents the values of the interest rates used in the definition of the interest rate curves of main currencies, namely EUR and USD used to determine the fair value of the assets and liabilities of the Bank:

	December 2021		December 2020	
	EUR	USD	EUR	USD
1 day	-0.59%	0.11%	-0.55%	0.33%
7 days	-0.59%	0.14%	-0.54%	0.34%
1 month	-0.56%	0.14%	-0.54%	0.31%
2 months	-0.56%	0.16%	-0.53%	0.30%
3 months	-0.56%	0.21%	-0.52%	0.30%
6 months	-0.54%	0.33%	-0.49%	0.32%
9 months	-0.51%	0.47%	-0.47%	0.34%
1 year	-0.49%	0.52%	-0.52%	0.19%
2 years	-0.30%	0.92%	-0.52%	0.20%
3 years	-0.15%	1.15%	-0.51%	0.24%
5 years	0.02%	1.34%	-0.46%	0.43%
7 years	0.13%	1.45%	-0.38%	0.65%
10 years	0.30%	1.56%	-0.27%	0.92%
15 years	0.49%	1.68%	-0.07%	1.18%
20 years	0.55%	1.74%	0.01%	1.31%
30 years	0.48%	1.72%	-0.03%	1.40%

The following table shows the carrying value and the fair value of the financial assets and liabilities of the Bank as at 31 December 2021 and 2020:

(Thousands of USD)				
	2021			
	Fair value through reserves	Amortised cost	Book value	Fair value
<b>Assets</b>				
Repayable on demand to credit institutions (note 4)	-	19,104	19,104	19,104
Financial assets at amortised cost				
Loans and advances to credit institutions (note 5)	-	571,126	571,126	571,126
Financial assets at fair value through other comprehensive income (note 6)	1,142	-	1,142	1,142
	1,142	590,230	591,372	591,372
<b>Liabilities</b>				
Financial liabilities at amortised cost				
Non-subordinated debt securities (note 7)	-	354	354	379
Subordinated debt (note 8)	-	-	-	118,833
	-	354	354	119,212

(Thousands of USD)				
	2020			
	Fair value through reserves	Amortised cost	Book value	Fair value
<b>Assets</b>				
Repayable on demand to credit institutions (note 4)	-	9,794	9,794	9,794
Financial assets at amortised cost				
Loans and advances to credit institutions (note 5)	-	738,817	738,817	777,952
Financial assets at fair value through other comprehensive income (note 6)	1,235	-	1,235	1,235
	1,235	748,611	749,846	788,981
<b>Liabilities</b>				
Financial liabilities at amortised cost				
Non-subordinated debt securities (note 7)	-	381	381	423
Subordinated debt (note 8)	-	118,833	118,833	140,425
	-	119,214	119,214	140,848

The Bank uses the following hierarchy for fair value with 3 levels in the valuation of financial instruments (assets or liabilities), which reflects the level of judgment, the observability of the data used and the importance of the parameters used in determining the fair value measurement of the instrument, as referred in IFRS 13:

- Level 1: Fair value is determined based on unadjusted quoted prices, captured in transactions in active markets involving identical instruments to the ones being valued. If there is more than one active market for the same financial instrument, the relevant price is what prevails in the main market of the instrument, or most advantageous market for which there is access.
- Level 2: Fair value is determined based on valuation techniques supported by observable inputs in active markets, being direct data (prices, rates, spreads, etc.) or indirect data (derivatives), and valuation assumptions similar to what an unrelated party would use in estimating the fair value of that financial instrument.
- Level 3: Fair value is determined based on unobservable inputs in active markets, using techniques and assumptions that market participants would use to evaluate the same instruments, including assumptions about the inherent risks, the valuation technique used and inputs used and review processes to test the accuracy of the values obtained.

The level of the fair value of the financial instruments, in accordance with IFRS 13, as at 31 December 2021 and 2020, is detailed as follows:

(Thousands of USD)				
2021				
	Level 1	Level 2	Level 3	Total
<b>Assets</b>				
Repayable on demand to credit institutions (note 4)	19,104	-	-	19,104
Financial assets at amortised cost				
Loans and advances to credit institutions (note 5)	-	-	571,126	571,126
Financial assets at fair value through other comprehensive income (note 6)	1,142	-	-	1,142
	20,246	-	571,126	591,372
<b>Liabilities</b>				
Financial liabilities at amortised cost				
Non-subordinated debt securities (note 7)	-	-	379	379
Subordinated debt (note 8)	-	-	118,833	118,833
	-	-	119,212	119,212

(Thousands of USD)				
2020				
	Level 1	Level 2	Level 3	Total
<b>Assets</b>				
Repayable on demand to credit institutions (note 4)	9,794	-	-	9,794
Financial assets at amortised cost				
Loans and advances to credit institutions (note 5)	-	-	777,952	777,952
Financial assets at fair value through other comprehensive income (note 6)	1,235	-	-	1,235
	11,029	-	777,952	788,981
<b>Liabilities</b>				
Financial liabilities at amortised cost				
Non-subordinated debt securities (note 7)	-	-	423	423
Subordinated debt (note 8)	-	-	140,425	140,425
	-	-	140,848	140,848

As at 31 December 2020, equity investments refer to securities of Banco Millennium Atlântico, S.A. in the amount of USD 9,000 are accounted at fair value (note 6).

### 13. RELATED PARTIES

The companies included in BCP Group are considered as related parties of the Bank as defined by IAS 24 as well as its Pension Fund, its members of the Executive Committee and the non-executive Board of Directors and key elements of management including any entity in which such person has significant influence. The first line Directors are also considered key management elements.

As at 31 December 2021, the balances with related parties are as follows:

(Thousands of USD)		
	<b>Assets</b>	
	<b>Repayable on demand to credit institutions (note 4)</b>	<b>Loans and advances to credit institutions (note 5)</b>
Banco Comercial Português, S.A.	19,104	571,126

As at 31 December 2020, the balances with related parties are as follows:

(Thousands of USD)			
	<b>Assets</b>		
	<b>Repayable on demand to credit institutions (note 4)</b>	<b>Loans and advances to credit institutions (note 5)</b>	<b>Financial assets at fair value through other comprehensive income (note 6)</b>
Banco Comercial Português, S.A.	9,794	738,817	-
Banco Millennium Atlântico, S.A.	-	-	9
	9,794	738,817	9

(Thousands of USD)	
	<b>Liabilities</b>
	<b>Subordinated debt (note 8)</b>
Banco Comercial Português, S.A.	4,035
Millennium bcp Bank & Trust	4,756
	8,791

As at 31 December 2021, the transactions with related parties are as follows:

	(Thousands of USD)	
	<b>Statements of profit and loss and other comprehensive income/(loss)</b>	
	<b>Interest and similar income</b>	<b>Interest expense and similar charges</b>
	<b>Loans and advances to credit institutions</b>	<b>Subordinated debt</b>
	<b>(note 2)</b>	<b>(note 2)</b>
Banco Comercial Português, S.A.	22,422	342
Millennium bcp Bank & Trust	-	415
	22,422	757

As at 31 December 2020, the transactions with related parties are as follows:

	(Thousands of USD)	
	<b>Statements of profit and loss and other comprehensive income/(loss)</b>	
	<b>Interest and similar income</b>	<b>Interest expense and similar charges</b>
	<b>Loans and advances to credit institutions</b>	<b>Subordinated debt</b>
	<b>(note 2)</b>	<b>(note 2)</b>
Banco Comercial Português, S.A.	17,142	426
Millennium bcp Bank & Trust	-	98
	17,142	524

The subordinated debt are guaranteed by Banco Comercial Português, S.A. (note 8).

## 14. RISK MANAGEMENT

The Bank is subject to several risks throughout the course of its business. The risks incurred by the various companies of the BCP Group are managed centrally, in co-ordination with the local departments and considering the specific risks of each business.

The group's risk-management policy is designed to ensure, at all times, an adequate relationship between its own funds and the business it carries on, and also to evaluate the risk/return profile by business line.

The Bank's financial statements are consistent with its risk management and control policies, as integrated in the centralised framework of the BCP Group, which is described in some detail in the BCP Group's Annual Report.

The main risks incurred by the Bank are:

### Credit Risk

Since all of the financial assets of the Bank relate to Banco Comercial Português, S.A. – credit risk is totally contained and represented within this intra-group relationship.

### Liquidity Risk

Currently, the Bank has a treasury surplus and has no funding needs. In the event that this situation is inversed, Banco Comercial Português, S.A., will cater to all funding needs.

The contractual maturities of the financial liabilities are disclosed in the respective notes.

## Market Risks

The main measure used by the Bank in evaluating market risk for its trading portfolios is the Value at Risk (VaR), representing the maximum estimated loss that will arise on a 10-day holding period, with a 99% confidence level. As at 31 December 2021, this indicator amounted to USD 4,000 (31 December 2020: USD 557,000).

Another relevant market risk measure, related to interest rate risk, is the repricing gap amount of the Bank's assets, which is estimated considering a scenario of exchanging market interest rates. In this sense, the interest rate sensitivity of the balance-sheet is calculated as the difference between the present value of the interest rate mismatch (after discounting the market interest rates) and the discounted value of the same cash flows considering parallel shifts of the market interest rates (of +/- 100 and +/- 200 basis points).

The following tables show the expected impact on the banking book economic value due to parallel shifts of the yield curve:

(Thousands of USD)				
2021				
Currency	- 200 bp	- 100 bp	+ 100 bp	+ 200 bp
EUR	5,900	5,905	(10,061)	(19,846)

(Thousands of USD)				
2020				
Currency	- 200 bp	- 100 bp	+ 100 bp	+ 200 bp
EUR	5,591	(8,340)	(16,044)	(31,477)

## 15. SUBSEQUENT EVENTS

Besides the aspects disclosed in the remaining notes, the events that occurred after the date of the financial statements and up to the date of their approval were the following:

In 2022 the Russian Federation invaded Ukraine, as widely reported by supranational institutions and the media. Although the Group's direct exposure to those countries' economies is immaterial, the level of uncertainty currently prevailing as to a potential escalation of the conflict means that significant indirect impacts in subsequent stages cannot be totally discarded. Such potential impacts, however, cannot be quantified or reliably projected at this stage.

Based on all the information available at the time, including that regarding the liquidity and capital situation, as well as the value of the assets, it is considered that the going concern principle underlying the preparation of the financial statements continues to apply.

## 16. RECENTLY ISSUED ACCOUNTING STANDARDS

### 1 - Recently issued accounting standards and interpretations that came into force in the current financial year

At the date of approval of these financial statements, the following accounting standards, interpretations, amendments and revisions were endorsed by the European Union (EU) with mandatory application for the financial year of the Bank started on 1 January 2021:

#### **Amendment to IFRS 16: Covid-19–Related Rent Concessions beyond 30 June 2021**

In May 2020, IASB issued “Covid-19–Related Rent Concessions”, which amended IFRS 16 — Leases. This amendment allows lessees, as a practical expedient, to have the option of not considering a rent concession that occurs as a direct consequence of the pandemic Covid-19 as a lease modification. In March 2021, IASB issued “Covid-19–Related Rent Concessions beyond 30 June 2021”, which extended the availability of the practical expedient by one year.

There were no material impacts on the application of this amendment in the Bank's financial statements.

#### **Amendment to IFRS 4: Extension of the temporary exemption from applying IFRS 9 — Financial instruments**

This amendment aims to extend the exemption date from applying IFRS 9 — Financial instruments from 1 January 2021 to 1 January 2023, in order to be aligned with the effective date of adoption of IFRS 17 — Insurance contracts.

There were no material impacts on the application of this amendment in the Bank's financial statements.

#### **Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16: Interest rate benchmark reform — Phase II**

These amendments aim to answer to the effects on financial reporting of replacing the current reference interest rates with alternative reference rates, providing an accounting treatment that allows the phased distribution of changes in the value of financial instruments or lease contracts, mitigating the impact on profit or loss and avoiding consequences in terms of hedge accounting.

There were no material impacts on the application of these amendments in the Bank's financial statements.

### 2 - Standards, interpretations, amendments and revisions that will take effect in future financial years

The following standards, interpretations, amendments and revisions, with mandatory application in future financial years, have been endorsed by the European Union until the date of approval of these financial statements:

#### **IFRS 17 — Insurance contracts (applicable for years beginning on or after 1 January 2023)**

This standard establishes, for insurance contracts within its scope, the principles for their recognition, measurement, presentation and disclosure. This standard replaces IFRS 4 – Insurance contracts.

This accounting standard, although endorsed by the European Union, was not adopted by the Bank in 2021 as its application is not mandatory yet.

#### **Amendment to IFRS 3: Reference to the conceptual framework (applicable for years beginning on or after 1 January 2022)**

This amendment aims to update IFRS 3 so that it corresponds to the conceptual framework of 2018, not occurring significant changes in the requirements of this standard.

This amendment, although endorsed by the European Union, was not adopted by the Bank in 2021 as its application is not mandatory yet.

#### **Amendment to IAS 16: Property, Plant and Equipment — Proceeds before intended use (applicable for years beginning on or after 1 January 2022)**

This amendment prohibits an entity from deducting from the cost of a property, plant or equipment any proceeds arising from the sale of items produced while the entity prepares the asset to operate as intended, at the location and necessary conditions. The entity shall recognize any proceeds arising from those sales and the respective costs of production in the income statement.

This amendment, although endorsed by the European Union, was not adopted by the Bank in 2021 as its application is not mandatory yet.

#### **Amendment to IAS 37: Onerous contracts — Cost of fulfilling a contract (applicable for years beginning on or after 1 January 2022)**

This amendment aims to clarify what costs an entity should consider as related to the fulfilling of a contract when assessing whether a contract is onerous. It also specifies that the costs of fulfilling a contract correspond only to the costs directly related to it, which may take the form of incremental costs or of an allocation of other costs directly related to the fulfilling of the contract.

This amendment, although endorsed by the European Union, was not adopted by the Bank in 2021 as its application is not mandatory yet.

#### **Improvements to international financial reporting standards (cycle 2018-2020) (applicable for years beginning on or after 1 January 2022)**

These improvements comprise the clarification of some aspects related to: IFRS 1 — First-time adoption of International Financial Reporting Standards: allows a subsidiary that adopts IFRS for the first time to measure cumulative translation differences based on the amounts presented in the consolidated financial statements of its parent company, according to the transition date of the parent company to IFRS; IFRS 9 — Financial instruments: clarifies that, when assessing the derecognition of a financial liability, an entity should only consider fees paid or received between the entity and the lender, including fees paid or received by one on behalf of the other; IFRS 16 — Leases: amendment to illustrative example 13 presented in the standard, in order to avoid the emergence of doubts regarding the treatment of lease incentives; IAS 41 — Agriculture: removal of the requirement to exclude taxation cash flows when measuring the fair value of a biological asset, thus ensuring consistency with IFRS 13 — Fair value measurement.

These improvements, although endorsed by the European Union, were not adopted by the Bank in 2021 as their application is not mandatory yet.

### **3 - Standards, interpretations, amendments and revisions not adopted by the European Union yet**

The following standards, interpretations, amendments and revisions, with mandatory application in future financial years, have not been endorsed by the European Union until the date of approval of these financial statements, and, therefore, have not been applied by the Bank:

#### **Amendments to IAS 1 and IFRS Practice Statement 2: Disclosure of Accounting Policies (applicable for years beginning on or after 1 January 2023)**

Amendments to IAS 1 require companies to disclose their material accounting policy information rather than their significant accounting policies, further explaining how an entity can identify a material accounting policy. On the other hand, Amendments to IFRS Practice Statement 2 provide guidance on how to apply the concept of materiality to accounting policy disclosures.

#### **Amendment to IAS 8: Definition of Accounting Estimates (applicable for years beginning on or after 1 January 2023)**

This amendment emphasizes how companies should distinguish changes in accounting policies from changes in accounting estimates, which is relevant since changes in accounting estimates are applied prospectively, only to future transactions and other events, while changes in accounting policies are generally applied retrospectively, to past transactions and other events.

#### **Amendment to IAS 12: Deferred Tax related to Assets and Liabilities arising from a Single Transaction (applicable for years beginning on or after 1 January 2023)**

This amendment requires companies to recognise deferred tax on particular transactions that, on initial recognition, give rise to equal amounts of taxable and deductible temporary differences. The proposed amendment will mostly apply to transactions such as leases and decommissioning obligations.

#### **Amendment to IFRS 17: Initial Application of IFRS 17 and IFRS 9 — Comparative Information (applicable for years beginning on or after 1 January 2023)**

This amendment is aimed at helping entities to avoid temporary accounting mismatches between financial assets and insurance contract liabilities by providing insurers with an option for the presentation of comparative information about financial assets, thus improving the usefulness of comparative information for users of financial statements.

#### **Amendment to IAS 1: Classification of liabilities as current or non-current and Classification of liabilities as current or non-current — Deferral of effective date (applicable for years beginning on or after 1 January 2023)**

On 23 January 2020, Amendment to IAS 1: Classification of liabilities as current or non-current was issued, which aims to clarify that the classification of liabilities as current or non-current should be made based on the existing rights at the end of the financial reporting period, not being affected by expectations related to the exercise of the right to defer the settlement of a liability and, additionally, that the settlement corresponds to the extinction of a liability by transferring cash, equity instruments, other assets or services to a counterparty.

On 15 July 2020, it was decided to postpone by a year the effective date of the referred amendment, thus becoming applicable for years beginning on or after 1 January 2023.

**Amendments to IFRS 10 and IAS 28: Sale or contribution of assets between an investor and its associate or joint venture (applicable for years beginning on or after 1 January 2016)**

These amendments clarify a conflict between the requirements in IAS 28 and those in IFRS 10, being the aim of its implementation that, in a transaction involving an associate or joint venture, the extent of gain or loss recognition depends on whether the assets sold or contributed constitute a business. This way, these amendments define that a full gain or loss is recognized when a transaction involves a business (whether it is housed in a subsidiary or not) and, on the other hand, a partial gain or loss is recognized when a transaction involves assets that do not constitute a business (even if these assets are housed in a subsidiary).



## Statement of Directors' Responsibilities

To the best of our knowledge, the financial statements of BCP Finance Bank, Ltd., which comprise the balance sheet as at 31 December 2021, the statement of profit and loss and other comprehensive income/(loss), the statement of changes in shareholder's equity and the statement of cash flows for the year ended 31 December 2021, have been prepared in accordance with the International Financial Reporting Standards, give a fair view, in all material respects, of the assets, liabilities, financial position and profit or loss of BCP Finance Bank, Ltd., and the management report includes a fair review of the development, business performance and financial position of the Bank, together with a description of the principal risks and uncertainties that may affect its activity.

The Board of Directors,

Filipe Maria de Sousa Ferreira Abecasis, *Chairman and Director*

Nuno Maria Lagoa Ribeiro de Almeida, *Director*

Belmira Abreu Cabral, *Director*

José Carlos de Castro Monteiro, *Director and Secretary*

Alex António Urtubia, *Director and Assistant Secretary*