

BCP Finance Bank, Ltd.

2019 Annual Report

A wholly owned subsidiary of BCP International B.V.
Incorporated in the Cayman Islands, B.W.I
3rd floor, Strathvale House, 90 North Church Street, George Town, PO Box 30124
Grand Cayman, KY1-1201 Cayman Islands

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Management Report 2019

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 2019 and 2018, 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 2019 and 2018 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 686.1 million as at 31 December 2019, compared with USD 698.4 million posted at the end of 2018, showing a decrease explained 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. (BCP), which amounted to USD 675.7 million as at 31 December 2019, a 3% decrease from the USD 697.9 million presented as at 31 December 2018. Nevertheless, deposits repayable on demand held at BCP increased to USD 9.3 million as at 31 December 2019 from USD 0.6 million at the end of 2018.

Total liabilities increased from USD 100.1 million as at 31 December 2018 to USD 103.2 million as at 31 December 2019, influenced by the changes in subordinated debt, which increased to USD 102.8 million as at 31 December 2019 from USD 99.7 million posted at the end of 2018.

Net income reported a loss of USD -4.5 million in 2019, compared to a loss of USD -4.1 million in 2018, impacted by lower interest income from loans and advances to credit institutions amounting USD 14.8 million (2018: USD 16.1 million), and by lower gain on foreign exchange activity amounting USD 0.2 million (2018: USD 0.5 million).

In 2019, the Statutory Auditor’s fees amounted EUR 10,500.

The Bank’s Financial Statements as at 31 December 2019 are consistent with its risk management and control policies, as referred in note 15 of the Notes to the Financial Statements.

The main risks and uncertainties that may affect the activity of the Bank are associated with the risk factors and uncertainties that may affect the activity of Banco Comercial Português, S.A., which as a banking institution is inevitably influenced by the economic and markets environment. A more detailed description of such risks may be seen in the

“Risk management” section reported in the 2019’s Annual Report of Banco Comercial Português, S.A..

BCP Finance Bank, Ltd.

***Financial Statements
and Independent Auditors' Report***

31 December 2019

AUDIT REPORT

(Amounts expressed in thousands of USD)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the accompanying financial statements of BCP Finance Bank, Ltd. (the "Bank"), which comprise the balance sheet as at 31 December 2019 (that presents total assets of USD 686,099 thousand and total shareholder's equity of USD 582,926 thousand, including a net loss of USD 4,481 thousand), the statement of profit and loss and other comprehensive income, the statement of changes in shareholder's equity and the statement of cash flows for the year then ended, and the accompanying notes to the financial statements, which include a summary of the significant accounting policies.

In our opinion, the accompanying financial statements present true and fairly, in all material respects, the financial position of BCP Finance Bank, Ltd. as at 31 December 2019 and its financial performance and cash flows for the year then ended in accordance with the International Financial Reporting Standards (IFRS) as endorsed by the European Union.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section below. We are independent of the Bank in accordance with the International Ethics Standards Board for Accountants' *Code of Ethics for Professional Accountants* (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

We have determined that there are no key audit matters to communicate in our report.

Responsibilities of Board of Directors for the financial statements

Board of Directors is responsible for the preparation and fair presentation of the financial statements in accordance with IFRS as endorsed by the European Union, and for such internal control as Board of Directors determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, Board of Directors is responsible for assessing the Bank's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Board of Directors either intends to liquidate the Bank or to cease operations, or has no realistic alternative but to do so.

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Type: Sociedade Anónima | Tax and CRC Registration no.: 501776311 | Share capital: € 500,000 | Head offices: Av. Eng. Duarte Pacheco, 7, 1070-100 Lisboa | Porto Office: Bom Sucesso Trade Center, Praça do Bom Sucesso, 61 - 13º, 4150-146 Porto



IS 668746

Auditor's responsibilities for the audit of the financial statements

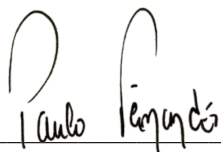
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs 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 on the basis of those financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our 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, but not for the purpose of expressing an opinion on the effectiveness of the Bank's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Board of Directors.
- Conclude on the appropriateness of Board of Directors 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 Bank's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Bank to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with Board of Directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Lisbon, 31 march 2020



Deloitte & Associados, SROC S.A.

Represented by Paulo Alexandre de Sá Fernandes

BCP FINANCE BANK, LTD.
STATEMENTS OF PROFIT AND LOSS AND OTHER COMPREHENSIVE INCOME / (LOSS)
FOR THE YEARS ENDED 31 DECEMBER 2019 AND 2018

		(Thousands of USD)	
	Notes	2019	2018
Interest and similar income	2	14,815	16,187
Interest expense and similar charges	2	(19,327)	(19,947)
NET INTEREST INCOME		(4,512)	(3,760)
Dividends from equity instruments	3	-	2
Net gain on financial activities at fair value through profit or loss		-	2
Net gains / (losses) from foreign exchange activity	4	181	470
Net gains / (losses) from hedge accounting	4	-	35
Net gains / (losses) from derecognition of financial assets and liabilities at amortised cost	4	-	(682)
Other operating income / (loss)		(102)	(101)
TOTAL OPERATING INCOME / (EXPENSES)		(4,433)	(4,034)
Other administrative costs		48	69
TOTAL OPERATING COSTS		48	69
OPERATING NET INCOME / (LOSS) BEFORE PROVISIONS AND IMPAIRMENTS		(4,481)	(4,103)
OPERATING NET INCOME / (LOSS)		(4,481)	(4,103)
NET INCOME / (LOSS) FOR THE YEAR		(4,481)	(4,103)
OTHER COMPREHENSIVE INCOME			
<i>Items that may be reclassified to the income statement</i>			
Exchange differences arising on translation of financial statements to the reporting currency	11	(10,946)	(29,969)
Fair value changes	11	6	(19)
OTHER COMPREHENSIVE INCOME / (LOSS) FOR THE YEAR		(10,940)	(29,988)
TOTAL COMPREHENSIVE INCOME / (LOSS) FOR THE YEAR		(15,421)	(34,091)

CHIEF ACCOUNTANT

THE BOARD OF DIRECTORS

BCP FINANCE BANK, LTD.
BALANCE SHEETS AS AT 31 DECEMBER 2019 AND 2018

(Thousands of USD)

	Notes	2019	2018
ASSETS			
Repayable on demand to credit institutions	5	9,250	571
Financial assets at amortised cost			
Loans and advances to credit institutions	6	675,711	697,852
Financial assets at fair value through other comprehensive income	7	1,137	6
Other assets		1	1
TOTAL ASSETS		686,099	698,430
LIABILITIES			
Financial liabilities at amortised cost			
Non-subordinated debt securities	8	349	356
Subordinated debt	9	102,810	99,706
Other liabilities		14	21
TOTAL LIABILITIES		103,173	100,083
SHAREHOLDER'S EQUITY			
Share capital	10	246,000	246,000
Share premium	11	315,000	315,000
Reserves and retained earnings	11	26,407	41,450
Net income / (loss) for the year		(4,481)	(4,103)
TOTAL SHAREHOLDER'S EQUITY		582,926	598,347
TOTAL LIABILITIES AND SHAREHOLDER'S EQUITY		686,099	698,430

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 2019 AND 2018

	(Thousands of USD)				
	Total Shareholder's equity	Ordinary shares	Share premium	Reserves and retained earnings	Net profit/ (loss) for the year
BALANCE AS AT 31 DECEMBER 2017 ^(*)	632,438	246,000	315,000	108,774	(37,336)
Net income / (loss) for the year	(4,103)	-	-	-	(4,103)
Other comprehensive income (note 12)	(29,988)	-	-	(29,988)	-
TOTAL COMPREHENSIVE INCOME	(34,091)	-	-	(29,988)	(4,103)
Transfers to other reserves and retained earnings (note 12)	-	-	-	(37,336)	37,336
BALANCE AS AT 31 DECEMBER 2018	598,347	246,000	315,000	41,450	(4,103)
Net income / (loss) for the year	(4,481)	-	-	-	(4,481)
Other comprehensive income (note 12)	(10,940)	-	-	(10,940)	-
TOTAL COMPREHENSIVE INCOME	(15,421)	-	-	(10,940)	(4,481)
Transfers to other reserves and retained earnings (note 12)	-	-	-	(4,103)	4,103
BALANCE AS AT 31 DECEMBER 2019	582,926	246,000	315,000	26,407	(4,481)

(*) The balances for the year ended 31 December 2017 consider the alignment with the new presentation requirements established by IFRS 9. These balances are presented exclusively for comparative purposes and have not been restated following the adoption of IFRS 9, with reference to 1 January 2018, as allowed by IFRS 9 (note 17).

CHIEF ACCOUNTANT

THE BOARD OF DIRECTORS

BCP FINANCE BANK, LTD.
STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED 31 DECEMBER 2019 AND 2018

(Thousands of USD)

	2019	2018
CASH FLOWS ARISING FROM OPERATING ACTIVITIES		
Interests received	14,910	15,893
Interests paid	(14,545)	(15,585)
Operating fees and other payments	(150)	(170)
	215	138
Decrease / (increase) in operating assets:		
Loans and advances to credit institutions	9,600	11,475
Increase / (decrease) in operating liabilities:		
Other liabilities	6	(13)
Other assets	(68)	1,836
	9,753	13,436
CASH FLOWS ARISING FROM INVESTING ACTIVITIES		
Dividends received (note 3)	-	2
Acquisition of financial assets at fair value through other comprehensive income	(1,114)	-
	(1,114)	2
CASH FLOWS ARISING FROM FINANCING ACTIVITIES		
(Repayment) / proceeds from debt securities (note 8)	-	(9,700)
	-	(9,700)
Exchange differences arising on translation of financial statements to the reporting currency	40	(3,557)
Net changes in cash and equivalents	8,679	181
Cash and equivalents at the beginning of the year (note 5)	571	390
Cash and equivalents at the end of the year (note 5)	9,250	571

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 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 (note 10).

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 financial statements of the Bank have been prepared in accordance with International Financial Reporting Standards (IFRS) as endorsed by the European Union effective for the years beginning on or after 1 January 2019. 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 as endorsed by the European Union.

The financial statements of the Bank were approved by the Board of Directors on 25 March 2020.

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 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 2019 and 31 December 2018, the Bank had no employees. The registered office of the Bank is located at the offices of Millennium bcp Bank & Trust (also a wholly owned subsidiary of Banco Comercial Português, S.A.), at 3rd Floor, Strathvale House, 90 North Church Street, George Town, PO Box 30124, Grand Cayman KY1-1201, Cayman Islands.

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 C1.3) 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).

B.1.5.2. 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 hedged 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. 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.

11.2. 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)	
	2019	2018
Interest and similar income		
Interest on available for sale financial assets	(2)	-
Interest on financial assets at amortised cost		
Loans and advances to credit institutions (note 14)	14,817	16,070
Interest on hedging derivatives (note 14)	-	117
	14,815	16,187
Interest expense and similar charges		
Interest on financial liabilities at amortised cost		
Non-subordinated debt securities	(17)	(436)
Subordinated debt	(19,310)	(19,511)
	(19,327)	(19,947)
Net interest income / (loss)	(4,512)	(3,760)

3. DIVIDENDS FROM EQUITY INSTRUMENTS

As at 31 December 2018, Dividends from equity instruments refers to dividends received from Banco Millennium Atlântico, S.A. (notes 7 and 14).

4. NET GAINS / (LOSSES) ON FINANCIAL OPERATIONS

The amount of this account is comprised of:

	(Thousands of USD)	
	2019	2018
Net gains / (losses) on financial activities at fair value through profit or loss		
Net gains / (losses) on trading activity	-	2
Net gains / (losses) from foreign exchange activity	181	470
Net gains / (losses) from hedge accounting	-	35
Net gains / (losses) from derecognition of financial assets and liabilities at amortised cost	-	(682)
	181	(175)

The amount of this account is comprised of:

	(Thousands of USD)	
	2019	2018
Net gains / (losses) from foreign exchange activity		
Gains	181	895
Losses	-	(425)
	181	470
Net gains / (losses) from hedge accounting		
Gains		
Hedging derivatives	-	155
Hedged item	-	47
	-	202
Losses		
Hedging derivatives	-	(167)
	-	35
Net gains / (losses) from derecognition of financial assets and liabilities at amortised cost		
Gains		
Security portfolio		
Debt securities issued	-	797
Losses		
Security portfolio		
Debt securities issued	-	(1,479)
	-	(682)

5. REPAYABLE ON DEMAND TO CREDIT INSTITUTIONS

This balance, in the amount of USD 9,250,000 (31 December 2018: USD 571,000) refers to deposits repayable on demand held at Banco Comercial Português, S.A. (note 14).

6. LOANS AND ADVANCES TO CREDIT INSTITUTIONS

This balance is analysed as follows:

	(Thousands of USD)	
	2019	2018
Other loans and advances to credit institutions abroad (note 14)		
Banco de Investimento Imobiliário, S.A.	-	572,042
Banco Comercial Português, S.A.	675,711	125,810
	675,711	697,852

The variation between 2018 and 2019 was due to the merger between Banco Investimento Imobiliário, S.A. into Banco Comercial Português, S.A.

As at 31 December 2019, Loans and advances to credit institutions include accrued interest amounting to USD 3.165.000 (31 December 2018: USD 3.184.000).

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

	(Thousands of USD)	
	2019	2018
Up to 3 months	-	9,601
6 to 12 months	561,587	572,042
1 to 5 years	114,124	116,209
	675,711	697,852

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

		(Thousands of USD)	
Currency		2019	2018
EUR		675,711	688,251
USD		-	9,601
		675,711	697,852

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

Currency	2019		2018	
	Minimum	Maximum	Minimum	Maximum
EUR	0.00%	13.00%	0.00%	13.00%
USD	-	-	2.52%	2.52%

7. FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

This balance is analysed as follows:

		(Thousands of USD)	
		2019	2018
Financial assets at fair value through other comprehensive income			
Debt instruments			
Treasury bills issued by Portuguese State			
	Bilhetes Tesouro 19/17.07.20 115	1,126	-
Equity instruments			
Shares			
	Banco Millennium Atlântico, S.A.	11	6
		1,137	6

As at 31 December 2019, equity investments refer to shares of Banco Millennium Atlântico, S.A. (note 14) in the amount of USD 11,000 (31 December 2018: USD 6,000) representing 0.0024% of the share capital of this entity. At 31 December 2019, BCP Group held a total participation interest of 22.5% in Banco Millennium Atlântico, S.A., a bank incorporated in Angola.

During the year ended 31 December 2019 no dividends were received from these shares (2018: USD 2,000) (note 3).

8. NON-SUBORDINATED DEBT SECURITIES

This balance is analysed as follows:

		(Thousands of USD)	
		2019	2018
Debt securities at amortised cost			
Bonds			
		336	343
Accruals, deferred expense and income, other adjustments			
		13	13
		349	356

For the purpose of applying hedge accounting to the hedged risk (interest rate risk), debt securities were measured in accordance with internal valuation techniques considering mainly non-observable market inputs. In accordance with the hierarchy of the valuation sources, as referred in IFRS 13, these instruments were classified in level 3 (note 13).

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 2019 and 2018, the detail of the notes issued is as follows:

(Thousands of USD)					
Issue	Issue date	Maturity date	Interest rate	2019	2018
BCP Fin.Bank – EUR 10 m	2004	2024	Fixed rate of 5.01%	336	343
<i>Accruals</i>				13	13
				349	356

On 27 June 2018, the Bank purchased issued bonds to Banco Comercial Português, S.A. in the amount of USD 12,784,000 (nominal value of USD 11,091,000), resulting a loss of USD 682,000 as referred on note 4. This transaction was executed at prevailing market conditions at the time of the trade (being its pricing based on comparable).

These bonds are listed in the London Stock Exchange.

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

(Thousands of USD)		
Currency	2019	2018
EUR	349	356

9. SUBORDINATED DEBT

As at 31 December 2019 and 2018, the subordinated debt issued by the Bank is detailed as follows:

(Thousands of USD)					
Currency	Maturity	Interest rate	Nominal value	2019	2018
				Book value	Book value
Euro	2021	13%	98,850,000	110,959	113,025
<i>Accruals</i>				3,153	3,220
<i>Prepaid and deferred costs</i>				(11,302)	(16,539)
				102,810	99,706

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

10. SHARE CAPITAL

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

(Thousands of USD)		
	2019	2018
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 2019 and 2018, 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 period, 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.

11. SHARE PREMIUM AND RETAINED EARNINGS

This balance is analysed as follows:

	(Thousands of USD)	
	2019	2018
Share premium	315,000	315,000
Fair value changes	(13)	(19)
Other reserves and retained earnings	26,420	41,469
	26,407	41,450
	341,407	356,450

As approved on the general meeting held on 17 December 2018, the net loss for the year ended 31 December 2017 was transferred to retained earnings.

As approved on the general meeting held on 16 May 2019, the net loss for the year ended 31 December 2018 was transferred to retained earnings.

No dividends were declared and paid in the year ended 31 December 2019 and in the year ended 31 December 2018.

The changes occurred in 2019 in Other reserves and retained earnings as detailed in the Statement of Changes in Shareholder's Equity, is explained by:

- reduction of USD 10,946,000 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 4,103,000 regarding the application of 2018 results.

The changes occurred in 2018 in Other reserves and retained earnings as detailed in the Statement of Changes in Shareholder's Equity, is explained by:

- reduction of USD 29,969,000 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 37,336,000 regarding the application of 2017 results.

12. SUBSEQUENT EVENTS

Covid-19 has affected a large number of countries, infecting thousands of people worldwide. Available data suggests their numbers will continue to rise. Given the trend and pace of developments globally, and particularly in some Euro-zone economies, it is too early to make a reliable projection of the total impacts that could materialise. However, international and multilateral organisations, as well as rating agencies, have revised down their projections for the growth of the European and World economies in 2020.

At the present date, it is not possible to estimate accurately the impacts that this situation will have on the Bank's activity and profitability. Based on all the information available at the date, including with regard to the type and value of the Bank's assets, its equity and its liquidity situation, the Board of Directors considers that there are no relevant impacts for the Bank arising from this situation, and that the going concern basis of accounting used in the preparation of the Bank's financial statements remains adequate.

13. 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 2019, the average discount rate was 0.11% for loans and advances. As at 31 December 2018, the average discount rate was 0.32% for loans and advances.

Financial assets at fair value through other comprehensive income (IFRS 9)

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.

Other financial assets and liabilities held for trading at fair value through profit or loss

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.

Hedging and trading derivatives

All derivatives are recorded at fair value.

In case of derivative contracts that are quoted in organised markets their market prices are used. As for derivatives traded "Over-the-counter", methods and models applied are methods based on numerical cash-flow discounting techniques and models for assessment of options considering variables of the market, particularly the interest rates on the instruments in question, and where necessary, their volatilities.

Interest rates are determined based on information disseminated by the suppliers of financial quotes - Reuters and Bloomberg - more specifically for prices of interest rate swaps. The values for the very short-term rates are obtained from similar sources regarding interbank money market. The interest rate curve obtained is calibrated with the values of interest rate short-term futures. Interest rates for specific periods of the cash flows are determined by appropriate interpolation methods.

The interest rate curves are used in the projection of the non-deterministic cash flows such as indexes.

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.

The average reference rates used in the calculation of the fair value of senior and collateralised issues was 0.04% (31 December 2018: 0.10%) and for subordinated issues 2.96% (31 December 2018: 6.01%).

As at 31 December 2019 and 2018, 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:

	2019		2018	
	EUR	USD	EUR	USD
1 day	-0.47%	1.73%	-0.43%	2.75%
7 days	-0.47%	1.70%	-0.40%	2.55%
1 month	-0.47%	1.75%	-0.41%	2.57%
2 months	-0.44%	1.79%	-0.38%	2.61%
3 months	-0.43%	1.81%	-0.36%	2.72%
6 months	-0.38%	1.84%	-0.29%	2.81%
9 months	-0.35%	1.86%	-0.23%	2.88%
1 year	-0.32%	1.75%	-0.23%	2.74%
2 years	-0.29%	1.67%	-0.18%	2.65%
3 years	-0.24%	1.65%	-0.07%	2.58%
5 years	-0.12%	1.70%	0.20%	2.57%
7 years	0.02%	1.76%	0.47%	2.62%
10 years	0.21%	1.86%	0.82%	2.70%
15 years	0.47%	1.97%	1.17%	2.79%
20 years	0.60%	2.02%	1.35%	2.82%
30 years	0.63%	2.05%	1.41%	2.81%

The following table shows the carrying value and the fair value of the financial assets and liabilities of the Bank as at 31 December 2019 and 2018:

	(Thousands of USD)			
	2019		2018	
	Fair value through reserves	Amortised cost	Book value	Fair value
Assets				
Repayable on demand to credit institutions	-	9,250	9,250	9,250
Financial assets at amortised cost				
Loans and advances to credit institutions	-	675,711	675,711	700,900
Financial assets at fair value through other comprehensive income	1,137	-	1,137	1,137
	1,137	684,961	686,098	711,287
Liabilities				
Financial liabilities at amortised cost				
Non-subordinated debt securities (note 8)	-	349	349	402
Subordinated debt	-	102,810	102,810	137,291
	-	103,159	103,159	137,693

(Thousands of USD)

	2018			
	Fair value through reserves	Amortised cost	Book value	Fair value
Assets				
Repayable on demand to credit institutions	-	571	571	571
Financial assets at amortised cost				
Loans and advances to credit institutions	-	697,852	697,852	735,983
Financial assets at fair value through other comprehensive income	6	-	6	6
	6	698,423	698,429	736,560
Liabilities				
Financial liabilities at amortised cost				
Non-subordinated debt securities (note 8)	-	356	356	388
Subordinated debt	-	99,706	99,706	144,225
	-	100,062	100,062	144,613

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 2019 and 2018, is detailed as follows:

(Thousands of USD)

	2019			
	Level 1	Level 2	Level 3	Total
Assets				
Repayable on demand to credit institutions	9,250	-	-	9,250
Financial assets at amortised cost				
Loans and advances to credit institutions	-	-	700,900	700,900
Financial assets at fair value through other comprehensive income	1,137	-	-	1,137
	10,387	-	700,900	711,287
Liabilities				
Financial liabilities at amortised cost				
Non-subordinated debt securities (note 8)	-	-	402	402
Subordinated debt	-	-	137,291	137,291
	-	-	137,693	137,693

(Thousands of USD)

	2018			
	Level 1	Level 2	Level 3	Total
Assets				
Repayable on demand to credit institutions	571	-	-	571
Financial assets at amortised cost				
Loans and advances to credit institutions	-	-	735,983	735,983
Financial assets at fair value through other comprehensive income	-	-	6	6
	571	-	735,989	736,560
Liabilities				
Financial liabilities at amortised cost				
Non-subordinated debt securities (note 8)	-	-	388	388
Subordinated debt	-	-	144,225	144,225
	-	-	144,613	144,613

As at 31 December 2019, equity investments refer to securities of Banco Millennium Atlântico, S.A. in the amount of USD 11,000 (31 December 2018: USD 6,000) are accounted at fair value (note 7).

14. 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 2019, the balances with related parties are as follows:

	Assets		
	Repayable on demand to credit institutions (note 5)	Loans and advances to credit institutions (note 6)	Financial assets at fair value through other comprehensive income (note 7)
Banco Comercial Português, S.A.	9,250	675,711	-
Banco Millennium Atlântico, S.A.	-	-	11
	9,250	675,711	11

(Thousands of USD)

	Liabilities
	Subordinated debt (note 9)
Banco Comercial Português, S.A.	3,290

As at 31 December 2018, the balances with related parties are as follows:

(Thousands of USD)			
	Assets		
	Repayable on demand to credit institutions (note 5)	Loans and advances to credit institutions (note 6)	Financial assets at fair value through other comprehensive income (note 7)
Banco Comercial Português, S.A.	571	125,810	-
Banco Investimento Imobiliário, S.A.	-	572,042	-
Banco Millennium Atlântico, S.A.	-	-	6
	571	697,852	6

(Thousands of USD)	
Liabilities	
Subordinated debt (note 9)	
Banco Comercial Português, S.A.	2,822

As at 31 December 2019, the transactions with related parties are as follows:

(Thousands of USD)			
	Statements of profit and loss and other comprehensive income/(loss)		
	Interest and similar income	Interest expense and similar charges	
	Loans and advances to credit institutions (note 2)		Subordinated debt (note 2)
	Banco Comercial Português, S.A.	14,817	376

As at 31 December 2018, the transactions with related parties are as follows:

(Thousands of USD)						
	Statements of profit and loss and other comprehensive income/(loss)					
	Interest and similar income			Interest expense and similar charges		
	Loans and advances to credit institutions (note 2)	Interest on hedging derivatives (note 2)	Non subordinated debt securities (note 2)	Subordinated debt (note 2)	Dividends from equity instruments (note 3)	Net gains / (losses) from hedge accounting (note 4)
Banco Comercial Português, S.A.	15,978	117	208	369	-	(11)
Banco Investimento Imobiliário, S.A.	92	-	-	-	-	-
Banco Millennium Atlântico, S.A.	-	-	-	-	2	-
	16,070	117	208	369	2	(11)

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

15. 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 2019, this indicator amounted to USD 115,000 (31 December 2018: USD 301,000).

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)				
2019				
Currency	- 200 pb	- 100 pb	+ 100 pb	+ 200 pb
EUR	(52)	(52)	(110)	(218)

(Thousands of USD)				
2018				
Currency	- 200 pb	- 100 pb	+ 100 pb	+ 200 pb
EUR	(45)	(45)	(107)	(213)

16. RECENTLY ISSUED ACCOUNTING STANDARDS

1- Recently issued accounting standards and interpretations that came into force in 2019

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 2019:

Amendment to IFRS 9: Prepayment features with negative clearing

This amendment allows financial assets with contractual conditions which, in their early amortisation, allow the payment of a considerable amount by the creditor, can be measured at amortised cost or at fair value through reserves (depending on the business model), since that: (i) on the date of the initial recognition of the asset, the fair value of the early amortisation component is insignificant; and, (ii) the possibility of negative compensation in the early amortisation is the only reason for the asset in question not to be considered as an instrument that only includes payments of principal and interest.

The Bank applied IFRS 9 and early adopted the amendment to IFRS 9 in the period beginning on 1 January 2018, as detailed in note 17.

IFRIC 23 – Uncertainties in the treatment of income tax

This interpretation clarifies what are the recognition and measurement requirements that must be adopted in scenarios of uncertainty regarding the treatment of income tax in accordance with IAS 12. It is applicable to all the inherent aspects of the treatment of income tax, such as the determination of taxable income, tax losses to be reported, tax bases, tax credits to be used and tax rates.

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

IFRS 16 – Leases

IFRS 16 was approved by the EU in October 2017 and entered into force in the periods starting on or after 1 January 2019. Its early application is permitted through the fulfilment of certain requirements.

Since the Bank does not have lease contracts, there are no changes in its financial statements.

Amendment to IAS 28: Long-term interests in associates and joint arrangements

This amendment clarifies that IFRS 9 (including its respective requirements related to impairment) is applicable for long-term interests in associates and joint arrangements that are part of the existing net investment in an associate or joint venture, but to which the equity method is not applied in their measurement.

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

Improvements to international financial reporting standards (cycle 2015-2017)

These improvements involve the clarification of some aspects related to: IFRS 3 – Concentration of business activities: it requires remeasurement of interests previously held when an entity obtains control over a subsidiary on which previously had joint control; IFRS 11 – Joint ventures: clarifies that there should be no remeasurement of interests previously held when an entity obtains joint control over a joint transaction; IAS 12 – Income tax: clarifies that all tax consequences of dividends should be recorded in profit or loss, regardless of how tax arises; IAS 23 – Borrowing costs: clarifies that the part of the loan directly related to the acquisition/construction of an asset, outstanding after the corresponding asset has gotten ready for the intended use, is, for the purpose of determining the capitalization rate, considered an integral part of the entity's general financing.

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

Amendment to IAS 19: Plan amendment, curtailment or settlement

This amendment defines that, if an amendment, curtailment or settlement of the defined benefit plan occurs, it is mandatory to use the assumptions assumed on the moment of the remeasurement to determine the current service cost and the net interest for the remaining period after the remeasurement. In addition, this amendment includes changes to clarify the effect of a plan amendment, curtailment or settlement on the requirements regarding asset ceiling.

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

Amendment to IFRS 4: Application of IFRS 9 – Financial instruments with IFRS 4 – Insurance contracts

This amendment provides guidance on the application of IFRS 4 together with IFRS 9. IFRS 4 will be replaced with the entry into force of IFRS 17.

The Bank does not anticipate material impact on the application of this amendment in its financial statements.

2 – Standards, interpretations, amendments and revisions that will take effect in future exercises

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:

Amendments to references to the conceptual framework in IFRS standards (applicable for years beginning on or after 1 January 2020)

Corresponds to amendments in several standards (IFRS 2, IFRS 3, IFRS 6, IFRS 14, IAS 1, IAS 8, IAS 34, IAS 37, IAS 38, IFRIC 12, IFRIC 19, IFRIC 20, IFRIC 22, and SIC 32) related to references to the Conceptual Framework revised in March 2018. The revised Conceptual Framework includes revised definitions of an asset and liability and new guidance on measurement, derecognition, presentation and disclosure.

Amendments to IAS 1 and IAS 8: Definition of material (applicable for years beginning on or after 1 January 2020)

Corresponds to amendments to clarify the definition of material in IAS 1. The definition of material in IAS 8 now refers to IAS 1. The amendment changes the definition of material in other standards to ensure consistency. The information is material if its omission, distortion or concealment is reasonably expected to influence the decisions of the primary users of the financial statements based on the financial statements.

These standards, although endorsed by the European Union, were not adopted by the Bank in 2019, 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:

IFRS 17 – Insurance contracts (applicable for years beginning on or after 1 January 2021)

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.

Amendment to IFRS 3: Definition of a business (applicable for years beginning on or after 1 January 2020)

Corresponds to amendments in the definition of a business and clarifies the identification of the acquisition of a business or an acquired set of activities and assets. The revised definition also clarifies the definition of a business output by focusing on goods and services provided to customers. The changes also add guidance and illustrative examples to help entities assess an acquisition of a business.

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).

Amendments to IFRS 9, IAS 39 and IFRS 7: Interest rate benchmark reform (applicable for years beginning on or after 1 January 2020)

Corresponds to amendments to IFRS 9, IAS 39 and IFRS 7 relative to the interest rate benchmark reform (known as 'IBOR reform'), with the purpose of diminishing the potential impact of reference interest rate changes in financial reporting, namely in hedge accounting.

Regarding these standards and interpretations, issued by the IASB but not endorsed by the European Union yet, it is not estimated that their adoption will result in significant impacts on the Bank's financial statements.

17. APPLICATION OF IFRS 9 – FINANCIAL INSTRUMENTS

This standard is included in the draft revision of IAS 39 and establishes the new requirements regarding the classification and measurement of financial assets and liabilities, the methodology for calculating impairment and for the application of hedge accounting rules.

IFRS 9 – Financial Instruments was endorsed by EU in November 2016 and come into force for periods beginning on or after 1 January 2018. IFRS 9 has replaced IAS 39 – Financial Instruments: Recognition and Measurement and provides new requirements in accounting for financial instruments with significant changes specifically regarding impairment requirements. For this reason, it is a standard that has been subject to a detailed and complex implementation process that has involved all the key stakeholders in order to understand the impacts and the changes in processes, governance and business strategy that may involve.

The requirements provided by IFRS 9 are, in general, applied retrospectively by adjusting the opening balance at the date of initial application (1 January 2018).

Financial Instruments IFRS 9

In July 2014, the IASB issued the final version of IFRS 9 – Financial Instruments. In October 2017, the IASB issued the document "Prepayment features with negative compensation (amendments to IFRS 9). The changes are effective for annual periods beginning on 1 January 2019, with early adoption allowed.

The Bank applied IFRS 9 and adopted in advance the modifications made to IFRS 9 in the period beginning as at 1 January 2018. There was no impact of the adoption of IFRS 9 on the Bank's equity.

The accounting policies in force in the Bank at the level of financial instruments after adoption of IFRS 9 as at 1 January 2018 are described in note 1B.

I. Classification of financial instruments

IFRS 9 contains a new classification and measurement approach for financial assets that reflects the business model used in asset management, as well as the characteristics of the respective contractual cash flows.

The standard will have an impact at the level of the classification of the financial assets held as at 1 January 2018, as follows:

- Held for Trading and Derivatives held for risk management, which were classified as "Held-for-Trading" and measured at FVTPL under IAS 39, are measured at FVTPL under IFRS 9;
- Loans and advances to customers and to Financial Institutions measured at amortised cost under IAS 39 are generally measured at amortised cost under IFRS 9;
- Investments in held-to-maturity securities, measured at amortized cost under IAS 39, are measured, generally, at amortised cost under IFRS 9;
- Investments in debt securities that were classified as available for sale under IAS 39 may, under IFRS 9, be measured at amortised cost, FVOCI or FVTPL, depending on certain circumstances;
- Loans to customers and investment securities that were measured at fair value option under IAS 39 are measured at FVTPL under IFRS 9;
- Most of the equity instruments that were classified as available for sale under IAS 39 are measured at FVTPL under IFRS 9. However, some of these equity instruments are held under a long-term strategic investment and are designated at FVOCI, under IFRS 9.

Based on this analysis and in the strategy defined, no material changes occurred at the level of the measurement associated with financial assets of the Bank (financial assets measured at amortised cost versus financial assets measured at fair value) with the impact on the transition to IFRS 9.

II. Impairment – Financial Assets, Commitments and Financial Guarantees

IFRS 9 replaces the "loss incurred" model in IAS 39 by a forward-looking model of "expected credit losses (ECL)", which considers expected losses over the life of financial instruments. Thus, in the determination of ECL, macroeconomic factors are considered as well as other forward looking information, whose changes impact expected losses.

There was no impact of the adoption of IFRS 9 in the Bank's equity related to impairment losses on financial assets, guarantees and other commitments.

III. Classification – Financial Liabilities

IFRS 9 generally maintains the requirements in IAS 39 regarding the classification of Financial Liabilities. However, under IAS 39 all fair value changes of financial liabilities designated to FVTPL (Fair Value Option) are recognised in the income statement, while under IFRS 9 these fair value changes will be presented as follows: the amount related to the variation in the fair value attributable to changes in the credit risk of the liability will be presented in OCI and the remaining value of the change in fair value will be presented in profit or loss.

The Bank has adopted the Fair Value Option for some of its own issues which contain embedded derivatives or associated hedging derivatives, or when this designation eliminates or significantly reduces the accounting mismatch of operations. The fair value variations attributable to changes in the credit risk of these liabilities were recognised in profit or loss in 2017 under IAS 39. In adopting IFRS 9, these changes in fair value will be recognised in OCI and the amount recognised in OCI in each year will be variable. The accumulated amount recognised in OCI will be null if these liabilities are repaid at maturity.

IV. Derecognition and modification of contracts

IFRS 9 incorporates the requirements of IAS 39 for the derecognition of financial assets and liabilities without significant changes.

V. Hedge accounting

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

VI. Transition

Changes in accounting policies resulting from the application of IFRS 9 will generally be applied retrospectively, with the exception of the following:

- The Bank applies the exception that allows the non-restatement of prior period comparative information regarding classification and measurement changes (including impairment). Differences in the balance sheet values of financial assets and liabilities resulting from the adoption of IFRS 9 are recognised in Reserves and retained earnings, as at 1 January 2018.

- The following assessment was made based on the facts and circumstances that existed at the time of the initial application:

- the determination of the business model in which the financial asset is held;
- the designation and revocation of prior designations of certain financial assets and liabilities designated at FVTPL;
- the designation of certain equity instruments that are not held for trading as FVOCI; and
- for financial liabilities designated at FVTPL (Fair Value Option), to assess whether the presentation of the effects in the credit risk variations of the financial liabilities in OCI would create or increase an accounting mismatch in profit or loss.

The impact of the adoption of IFRS 9 in the Bank's financial statements is described below.

a) Impact of the adoption of IFRS 9 on the Bank's equity

There was no impact on the Bank's equity arising from the implementation of IFRS 9 with reference to 1 January 2018.

(b) Reconciliation of balance sheet amounts in IAS 39 and IFRS 9

The impacts on the Bank's balance sheet arising from the implementation of IFRS 9 with reference to 1 January 2018 are detailed as follows:

	(Thousands of USD)			
	IAS 39 31 Dec 2017	Reclassifications	Remeasurement	IFRS 9 1 Jan 2018
ASSETS				
Loans and advances to credit institutions repayable on demand	390	-	-	390
Financial assets at amortised cost				
Loans and advances to credit institutions	744,145	-	-	744,145
Financial assets at fair value through other comprehensive income	n.a.	25	-	25
Financial assets available for sale	25	(25)	-	n.a.
Hedging derivatives	1,378	-	-	1,378
TOTAL ASSETS	745,938	-	-	745,938
LIABILITIES				
Financial liabilities at amortised cost				
Non subordinated debt securities issued	13,178	-	-	13,178
Subordinated debt	100,314	-	-	100,314
Other liabilities	8	-	-	8
TOTAL LIABILITIES	113,500	-	-	113,500
EQUITY				
Share capital	246,000	-	-	246,000
Share premium	315,000	-	-	315,000
Reserves and retained earnings	108,774	-	-	108,774
Net income / (loss) for the year	(37,336)	-	-	(37,336)
TOTAL EQUITY	632,438	-	-	632,438
	745,938	-	-	745,938

The impacts of the implementation of IFRS 9 on the classification and measurement of financial instruments and the determination of impairment losses on financial assets are explained in more detail in the following notes.

(c) Classification and measurement of financial instruments

The table below shows the measurement category and the book value of financial assets, in accordance with IAS 39 and IFRS 9, as at 1 January 2018.

(Thousands of USD)

IAS 39			IFRS 9		
Category	Measurement	Book value	Category	Measurement	Book value
Loans and advances to credit institutions repayable on demand	Amortised cost	390	Loans and advances to credit institutions repayable on demand	Amortised cost	390
Loans and advances to credit institutions	Amortised cost	744,145	Loans and advances to credit institutions	Amortised cost	744,145
Financial assets available for sale	FVOCI (available for sale)	25	Financial assets at fair value through other comprehensive income	FVOCI	25
Hedging derivatives	FVTPL	1,378	Hedging derivatives	FVTPL	1,378

Notes:

FVOCI - Measured at fair value through other comprehensive income

FVTPL - Measured at fair value through profit or loss

There were no material changes regarding the measurement criteria associated with the Bank's financial liabilities with impact on the transition to IFRS 9, except for changes in the fair value of financial liabilities at fair value through profit or loss that are attributable to changes in the credit risk of the instrument, which will be included in other comprehensive income as from 1 January 2018.

(d) Reconciliation of balance sheet amounts in IAS 39 and IFRS 9

The following table shows the reconciliation between the book values of financial assets according to the measurement categories of IAS 39 and IFRS 9, as at 1 January 2018 (transition date).

(Thousands of USD)

	Notes	Financial assets at amortised cost (Amortised Cost)			
		IAS 39 31 December 2017	Reclassifications	Remeasurement	IFRS 9 1 January 2018
Loans and advances to credit institutions repayable on demand					
Opening balance in IAS 39 and final balance in IFRS 9		390	-	-	390
Loans and advances to credit institutions					
Opening balance in IAS 39 and final balance in IFRS 9		744,145	-	-	744,145
Total of financial assets at amortised cost		744,535	-	-	744,535

(Thousands of USD)

	Notes	Financial assets at fair value through other comprehensive income (FVOCI)			
		IAS 39 31 December 2017	Reclassifications	Remeasurement	IFRS 9 1 January 2018
Financial assets at fair value through other comprehensive income - equity instruments					
Opening balance in IAS 39					
Transfer: of available financial assets for sale (IAS 39)	(A)		25	-	25
Final balance in IFRS 9		-	25	-	25
Financial assets available for sale					
Opening balance in IAS 39		25	-	-	25
Transfer: to financial assets at fair value through other comprehensive income - equity instruments (IFRS 9)	(A)	-	(25)	-	(25)
Final balance in IFRS 9		25	(25)	-	-
Total financial assets at fair value through other comprehensive income		25	-	-	25

(Thousands of USD)

	Notes	Financial assets at fair value through profit or loss (FVTPL)			
		IAS 39 31 December 2017	Reclassifications	Remeasurement	IFRS 9 1 January 2018
Hedging derivatives					
Opening balance in IAS 39 and final balance in IFRS 9		1,378	-	-	1,378
Total financial assets at fair value through profit or loss		1,378	-	-	1,378

Notes:

(A) Designation of equity instruments at fair value through other comprehensive income: The Bank opted for the irrevocable designation of equity instruments that are neither held for trading nor contingent retribution recognised by a buyer in a business combination to which it applies IFRS 3 as at fair value through other comprehensive income, as allowed by IFRS 9. These instruments were previously classified as "Financial assets available for sale". Changes in the fair value of these instruments will not be reclassified to profit or loss when derecognised.

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 2019, 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 on 31 December 2019, 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, *Vice-Chairman and Director*

Belmira Abreu Cabral, *Director*

José Carlos de Castro Monteiro, *Director and Secretary*

Alex António Urtubia, *Director and Assistant Secretary*