FirstHoldCo

First HoldCo Plc.
Separate and Consolidated Financial Statements
for the year ended 31 December 2024

First HoldCo Plc.

Index to the separate and consolidated financial statements

for the year ended 31 December 2024

DIRECTORS AND ADVISORS

DIRECTORS

Olufemi Otedola, CON	Non-Executive Director (Group Chairman)
Adebowale Oyedeji	Group Managing Director
Oyewale Ariyibi	Executive Director
Abiodun Oluwole Fatade	Non-Executive Director
Alimi Abdul-Razaq	Independent Non-Executive Director
Peter Aliogo	Independent Non-Executive Director
Kofo Dosekun	Independent Non-Executive Director
Dr. Julius B. Omodayo-Owotuga	Non-Executive Director
Olusegun Alebiosu	Non-Executive Director

COMPANY SECRETARY:	Adewale Arogundade
REGISTERED OFFICE:	Samuel Asabia House 35 Marina Lagos
AUDITOR:	KPMG Professional Services KPMG Tower, Bishop Aboyade Cole Street, Victoria Island, Lagos Telephone: +234 271 8955 Website: www.kpmg.com/ng
REGISTRAR:	Meristem Registrars & Probate Services Limited 213 Herbert Macaulay Way Yaba Lagos
BANKERS:	First Bank of Nigeria Limited 35 Marina Lagos FBNQuest Merchant Bank Limited 2 Broad Street Lagos
TAX IDENTIFICATION NUMBER:	15562790-0001
RC NUMBER:	916455

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2024

The Directors present their report on the affairs of First HoldCo Plc ('the Company' and formerly known as FBN Holdings Plc), together with the audited financial statements, and auditors' report for the year ended 31 December 2024.

a. Legal Form

The Company was incorporated as a private limited liability company in Nigeria in 2010 and was converted to a public company in September 2012, when it commenced operations. The Company's shares were listed on the floor of the Nigerian Exchange Limited (formerly known as the Nigerian Stock Exchange) on 26 November 2012, after the shares of the erstwhile First Bank Nigeria Plc were delisted on 23 November 2012.

b. Principal Activity and Business Review

The Company's principal activity is raising and allocating capital and resources. The Company is responsible for managing shareholders, coordinating Group-wide financial reporting to shareholders, investors and external relations with the Group. It also develops and coordinates the implementation of the Group's strategies.

The Company has six direct subsidiaries, namely: First Bank Nigeria Limited, FBNQuest Merchant Bank Limited, FirstCap Limited, First Trustees Limited, First Insurance Brokers Limited, First Asset Management Limited, First Securities Brokers Limited, Rainbow Town Development Limited, and many indirect subsidiaries. The financial results of all the subsidiaries have been consolidated in these financial statements.

c. Operating Results

Highlights of the Group's operating results for the year are as follows:

	Group		Company	
	Dec. 2024	Dec. 2023	Dec. 2024	Dec. 2023
	N 'million	N 'million	N 'million	N 'million
Gross earnings	3,212,649	1,561,773	34,194	21,021
Profit before minimum tax	796,467	356,148	26,261	15,192
Minimum tax	(14,584)	(8,282)	(36)	(21)
Profit before income tax	781,883	347,866	26,225	15,171
Income tax expense	(118,393)	(39,433)	(1)	(1)
Profit for the year from continuing operations	663,490	308,433	26,224	15,170
Profit for the year from discontinuing operations	13,515	1,937	-	-
Profit for the year	677,005	310,370	26,224	15,170
Profit attributable to:				
Non-controlling interests	6,206	2,167	-	-
Equity holders of the parent entity	670,799	308,203	26,224	15,170
	677,005	310,370	26,224	15,170
Earnings per share (in Kobo):				
Basic	1,869	859	73	42
Diluted	1,869	859	73	42

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2024

d. **Dividend**

The Board of Directors, pursuant to the powers vested in it by the provisions of Section 426 of the Companies and Allied Matters Act (CAMA) 2020, has recommended a dividend of 60 Kobo per ordinary share of 50 kobo each, amounting to N25,126,704,955 (2023: N14,358,117,116.40). Withholding tax will be deducted at the time of payment.

e. Directors' Shareholding

The direct and indirect interests of Directors in the issued share capital of the Company as at 31 December 2024, as recorded in the register of Directors' shareholding and/or as notified by the Directors for the purposes of Sections 301 and 302 of CAMA 2020 and the listing requirements of the Nigerian Exchange Limited, are noted as follows:

	31-Dec-24		31-Dec-23	
Directors' Shareholdings (Direct and Indirect)	**Direct**	**Indirect**	**Direct**	**Indirect**
Mr. Olufemi Otedola	1,689,811,721	2,543,981,608	40,033,982	1,989,342,376
Mr. Adebowale Oyedeji*	14,546	20,301	14,546	20,301
Dr. Alimi M. Abdul-Razaq	Nil	Nil	Nil	Nil
Mrs Kofo Dosekun	Nil	Nil	Nil	Nil
Dr. (Sir) Peter Aliogo	Nil	Nil	Nil	Nil
Dr. Abiodun Fatade	Nil	Nil	Nil	Nil
Mr. Julius Omodayo-Owotuga	Nil	Nil	Nil	Nil
Mr. Olusegun Alebiosu**	11,639,483	NIL	11,639,483	NIL
Mr. Oyewale Ariyibi	4,008,850	NIL	4,008,850	Nil

**Appointed with effect from 13 November 2024*

***Appointed with effect from 30 July 2024*

f. Shareholding Analysis

First HoldCo Plc- Range Analysis as at 31 December 2024

Range			No. of Holders	%	Volume	% Units
1	-	1,000	299,022	25.14	214,262,708	0.60
1,001	-	5,000	489,481	41.15	1,175,683,084	3.28
5,001	-	10,000	167,724	14.10	1,153,027,152	3.21
10,001	-	50,000	196,547	16.52	3,974,150,519	11.07
50,001	-	100,000	19,154	1.61	1,333,719,111	3.72
100,001	-	500,000	14,619	1.23	2,862,410,494	7.97
500,001	-	1,000,000	1,582	0.13	1,103,364,718	3.07
1,000,001	-	5,000,000	1,144	0.10	2,111,391,166	5.88
5,000,001	-	10,000,000	110	0.01	747,401,748	2.08
10,000,001	-	50,000,000	86	0.01	1,798,396,455	5.01
50,000,001	-	100,000,000	9	0.00	611,615,616	1.70
100,000,001	-	ABOVE	28	0.00	18,809,870,020	52.40
TOTAL			1,189,506	100.00	35,895,292,791	100.00

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2024

First HoldCo Plc- Range Analysis as at 31 December 2023

Range			No. of Holders	%	Volume	% Units
1	-	1,000	295,871	24.88	213,489,520	0.59
1,001	-	5,000	489,679	41.17	1,176,142,002	3.28
5,001	-	10,000	168,285	14.15	1,156,542,930	3.22
10,001	-	50,000	198,034	16.65	4,003,958,599	11.15
50	-	100,000	19,434	1.63	1,352,633,660	3.77
100,001	-	500,000	15,007	1.26	2,940,600,079	8.19
500,001	-	1,000,000	1,618	0.14	1,127,222,252	3.14
1,000,001	-	5,000,000	1,178	0.09	2,164,123,468	6.03
5,000,001	-	10,000,000	126	0.01	882,581,316	2.46
10,000,001	-	50,000,000	95	0.01	1,920,377,743	5.35
50,000,001	-	100,000,000	15	0.00	977,599,366	2.72
100,000,001	-	ABOVE	34	0.00	17,980,021,856	50.09
TOTAL			1,189,376	100.00	35,895,292,791	100.00

Shareholder Analysis as at 31 December 2024

	Dec-24
Retail	**51.59%**
Domestic institutional	**47.52%**
Foreign institutional	**0.63%**
Government related holdings	**0.26%**
Total	**100.00%**

g. Substantial Interest in Shares

According to the Register of Members as at 31 December 2024, the detail of the substantial shareholder is noted as follows:

Name	Status	Units	% Units
Femi Otedola	Direct Holding	1,689,811,721	4.71
Femi Otedola (Calvados Global Services Limited)	Indirect Holding	2,543,981,608	7.09
Barbican Capital Limited	Direct Holding	3,104,505,355	8.65
		7,338,298,684	

h. Directors' Interests in Contracts

For Section 303 of the Companies and Allied Matters Act 2020, none of the Directors had a direct or indirect interest in contracts or proposed contracts with the Company during the year.

i. **Donation and Charitable Gifts**

As a non-operating financial holding company, the company did not make any donations during the year ended 31 December 2024. However, the subsidiaries of the Company, as operating entities, made donations to various worthy causes.

j. **Property and Equipment**

Information relating to changes in property and equipment is given in Note 30 to the Accounts. In the Directors' opinion, the fair value of the Group's property and equipment is not less than the carrying value in the financial statements.

k. **Post Balance Sheet Events**

There are no events after the reporting date which could have had a material effect on the financial position of the Group as at 31 December 2024 and the profit attributable to equity holders for the year ended as at that date.

l. Human Resources Policy

Recruitment

The Company conforms to all regulatory requirements in staff employment while ensuring that only fit and proper persons are approved for appointment to the Board or top Management positions. All prescribed pre-employment screening for prospective employees and other regulatory confirmations for top Management appointments are duly implemented and obtained as required.

Employment of Persons With Disabilities

First HoldCo Plc is an equal opportunity employer and does not discriminate based on race, religion, disability, ethnicity, or other non-merit factors. We provide all our employees with the right environment to reach their career goals and attain their highest potential.

Employee Involvement and Training

The Company encourages employee participation in decision-making and provides opportunities such as town hall meetings for employees to deliberate and make inputs to decisions therein. The Company places a high premium on the development of its workforce. Consequently, the Company sponsored its employees for various training courses in the year under review.

Health, Safety and Welfare at Work

The Company maintains business premises designed to guarantee safe and healthy working conditions for its employees. Employees are adequately insured against occupational and other hazards. Since the outbreak of the COVID-19 pandemic, emergency preparedness and response to protocols were strengthened under the steering of the Incident Management Team. Remote work was also sustained to enable employees to leverage technology while working remotely.

The Company provides comprehensive health insurance coverage for staff and their immediate family members. Fire prevention and fire-fighting equipment are installed in strategic locations within the Company premises.

The Company operates a Group Life and Group Personal Accident (formerly known as Workmen's Compensation) Insurance cover and makes Employee Compensation Act contributions for the benefit of its employees. It also operates a contributory pension plan in line with the Pension Reform Act of 2004 (amended in 2014).

Gender Analysis

The number of men and women employed by First HoldCo as at 31 December 2024 and as a percentage of the total workforce is as follows:

	Male	Female	Male	Female
	Number		%	
Employees	29	12	71	29

31 December 2023

	Male	Female	Male	Female
	Number		%	
Employees	29	12	71	29

The same gender analysis, in terms of Board and Top Management as at 31 December 2024, is as follows:

	Male	Female	Total	Male	Female
	Number			%	
Board	8	1	9	89	11.1
Top Management (AGM - GM)	5	1	6	83	17

31 December 2023

	Male	Female	Total	Male	Female
	Number			%	
Board	11	1	12	91	9
Top Management (AGM - GM)	5	1	6	83	17

m. Auditors

In accordance with Section 401(2) of the Companies and Allied Matters Act (CAMA) 2020 and Section 20.2 of the Nigerian Code of Corporate Governance 2018, Messrs. KPMG Professional Services have indicated their willingness to continue in office as auditor to the Company.

BY ORDER OF THE BOARD

Adewale Arogundade
Company Secretary
FRC/2014/NBA/00000006810
21 March 2025
Lagos, Nigeria

CORPORATE GOVERNANCE REPORT FOR THE YEAR ENDED 31 DECEMBER 2024

Introduction

At FirstHoldCo Plc, corporate governance is more than just a set of rules, it constitutes the foundation of our identity and operational ethos. As a leading financial services Group, we understand that strong governance builds trust, enhances performance, and ensures long-term sustainable success for our stakeholders. Our governance framework ensures transparency, accountability and ethical decision-making at all levels. Supported by an experienced Board of Directors that provides strategic oversight, FirstHoldCo consistently strengthens its risk management, compliance and operational structures to align with best global practices and regulatory standards.

By proactively refining our governance principles, FirstHoldCo positions itself ahead of industry dynamics while fostering a culture of excellence and adaptability. Through this recharged commitment, we are not only securing the present but also shaping a future characterised by financial resilience and stakeholder confidence.

FirstHoldCo is committed to adhering to both local and international governance standards. Our governance framework aligns with key regulatory guidelines, such as the Nigerian Code of Corporate Governance 2018 by the Financial Reporting Council (FRC), the 2023 Corporate Governance Guidelines for Financial Holding Companies by the Central Bank of Nigeria (CBN), the Securities and Exchange Commission (SEC)'s Corporate Governance Guidelines 2020, and those issued by the National Insurance Commission (NAICOM). These standards ensure we maintain a robust structure that upholds transparency and regulatory compliance across the Group and its subsidiaries.

As we continue to navigate the evolving financial landscape, FirstHoldCo remains steadfast in its mission to uphold the highest standards of corporate governance. By fostering a culture of accountability and ethical conduct, we aim to deepen stakeholder confidence, reinforce our leadership position, and deliver sustainable value to future generations.

CORPORATE GOVERNANCE REPORT FOR THE YEAR ENDED 31 DECEMBER 2024

Promoting Diversity, Inclusion, and Governance

At FirstHoldCo, we are dedicated to fostering an inclusive and equitable environment that truly reflects the diverse communities we serve. Our policies and procedures are meticulously designed to promote equal opportunity, respect, and fairness, thereby ensuring that diversity remains a fundamental pillar of our corporate culture. We believe that embracing diversity not only enhances our workplace but also strengthens our ability to serve our clients and communities effectively.

The recruitment of employees with diverse backgrounds, experience, expertise, and knowledge will drive innovation, improve the quality of our products and services, and ultimately enhance the overall performance of the Company.

Our commitment to diversity extends beyond gender representation to include differences in perspectives, nationalities, religions, socioeconomic backgrounds, and other factors that contribute to our inclusive culture.

Shareholder and Regulatory Engagement

Our stakeholders, which include customers, shareholders, employees, regulators, partners, and communities, play an integral role in our success. They provide the resources, guidance, and support that drive our operations.

The Board and Management actively engage stakeholders through various platforms, ensuring a two-way dialogue that captures external perspectives and addresses concerns. Shareholder groups, annual general meetings, and other forums are pivotal in maintaining transparency and trust. Our close collaboration with regulators is equally important, fostering goodwill and ensuring strict compliance with all relevant laws and guidelines. As a Group, we value the feedback and insights of our stakeholders, as they are fundamental to our success.

Appointment Philosophy

FirstHoldCo’s' appointment philosophy reflects our commitment to regulatory compliance, transparency, and global best practices. Directors’ appointments are guided by the requisite skills, competencies, and experience required to drive the Group's strategic objectives. The Board

Remuneration, Nomination, and Governance Committee is responsible for identifying and evaluating potential candidates, ensuring alignment with the Group's goals and values.

All appointments are subject to rigorous deliberation by the Board and require the approval of relevant regulatory authorities and shareholders at the Annual General Meeting (AGM). This robust process ensures that only the most qualified individuals are appointed, thereby contributing to the Group's vision and long-term success.

Board Composition

As at 31 December 2024, the Board had nine Directors: four Non-Executive Directors; three Independent Non-Executive Directors and two Executive Directors. This composition aligns with global best practices that encourage a higher ratio of Non-Executive Directors to Executive Directors. All Directors are distinguished by their professionalism, expertise, integrity and independence of opinion.

Board Changes

In 2024, the following changes occurred on the Board:

- Alhaji Ahmad Abdullahi, the former Chairman of the Board of Directors, resigned from the Board effective 30 January 2024
- Ahmed Modibbo resigned from the Board effective 31 March 2024
- Khalifah Imam resigned from the Board effective 31 March 2024
- Dr Adesola Adeduntan, the former MD/CEO of our largest subsidiary, First Bank of Nigeria Limited, retired effective 19 April 2024.
- Olusegun Alebiosu was appointed to the Board effective 30 July 2024
- Adebowale Oyedeji was appointed to the Board effective 13 November 2024
- Nnamdi Okonkwo, the former Group Managing Director retired effective 15 November, 2024

LEADERSHIP

Olufemi Otedola

Group Chairman

Olufemi Otedola, CON, was appointed Group Chairman of the Board of Directors of First HoldCo Plc on 31 January 2024. He is a visionary entrepreneur with a track record of pioneering businesses and growing and transforming corporations.

His first foray into the downstream sector of the oil and gas industry began with Zenon Petroleum and Gas Limited, disrupting and redefining standards in the industry. He thereafter initiated the purchase of majority shareholding in the then African Petroleum Plc in May 2007 and became the Chairman of the Board on 25 May 2007. His vision transformed African Petroleum Plc into Forte Oil Plc (FO Plc). The Company grew in leaps and bounds to become a model of the possibilities inherent in Nigeria, winning numerous accolades in recognition of the successful business turnaround, diversified portfolio, prompt financial reporting, strong corporate governance, and investment of choice within the oil and gas industry.

In December 2018, he divested from the Company by selling his shareholdings to the Ignite Consortium led by Prudent Energy Services Limited and handed over in June 2019 after completing the transaction. The divestment from Forte Oil Plc and the incorporation of Amperion Power Distribution Company Limited, the Special Purpose Vehicle (SPV) for the acquisition of controlling shares in Geregu Power Plc, provided ample opportunity to focus on the Power Sector as the Company's Chairman. This is a demonstration of his long-term interest in the Power sector dating back to 2007 when he made a strategic decision to participate in the Privatisation Programme of the Nigerian Government. Olufemi's doggedness culminated in the acquisition of a majority stake in the 414MW Geregu Power Plant by Amperion Power Distribution Company Limited in August 2013 (a plant which has since been overhauled and improved to a 435MW capacity), contributing approximately 9% of the generating capacity available to the National Grid and becoming the first power generation company to be listed on the Nigerian Exchange Limited.

His investments span multiple sectors, including storage, shipping, insurance brokerage, port agencies and petroleum retail outlets. He has built a formidable, value-driven presence along the downstream value chain. Olufemi has a rich experience in corporate boards having held several board memberships, including President of the Nigerian Chamber of Shipping. He also served as the Chairman of Transcorp Hilton Hotel, Abuja. He was appointed a member of the Governing Council of the Nigerian Investment Promotion Council (NIPC) in January 2004. In December of the same year, he became a member of the Committee saddled with the task of fostering business relationships between the Nigerian and South African Private sectors. He was also a member of the National Economic Management Team chaired by Former President Goodluck Jonathan from September 2011 to May 2015 and the Honorary International Investors Council chaired by Baroness Lynda Chalker. He is currently a member of the revered National Peace Committee. Olufemi has received several awards and recognitions for his immense contributions to the growth of the Nigerian economy, including the conferment of the prestigious National Honour – "Commander of the Order of the Niger (CON)" by former President Goodluck Jonathan in May 2010.

Olufemi is a philanthropist with deep involvement in educational causes at all levels via the Sir Michael Otedola Scholarship Awards Foundation and demonstrates his passion for his immediate and extended communities by committing huge financial resources to the sponsorship of promising but financially disadvantaged students. He is the current Chancellor of Augustine University in Ilara, Epe, Lagos State. Olufemi is the Vice President of "Save the Children," a UK-based charity group, and his invitation to the Group bears testament to his impact through the generous donation of N5bn to Save the Children's cause in Nigeria. He is an accomplished family man, happily married and blessed with children.

‘Wale Oyedeji

Group Managing Director

Wale Oyedeji was appointed the Group Managing Director (GMD) of First HoldCo Plc, effective 13 November 2024. He is a consummate professional and charismatic leader whose impeccable work experience spans over 30 years with expertise in Audit, Corporate Banking, Treasury Management, Commercial Banking and Strategic Financial Planning.

Wale has an exemplary track record of delivering revenue objectives; driving business transformation; ensuring improved staff productivity through people management skills and risk control enterprise; and promoting sound leadership in top-tier Nigerian and international banks. As an accomplished C-suite executive, he has consistently delivered exceptional results, including revenue growth, operational efficiency, business transformation and people development. He is deeply committed to enhancing customer experience while maintaining the highest standards of governance and regulatory compliance.

Prior to his appointment as the GMD of FirstHoldCo, Wale served as the MD/CEO of Nova Commercial Bank, where he spearheaded the conversion of Nova from a merchant bank to a commercial bank. He also developed the Bank's strategic roadmap to align operational objectives with growth targets.

He started his career journey with Ernst & Young as an accountant and later joined Guaranty Trust Bank in 1994 where he distinguished himself and rose through the ranks to become the Managing Director, Guaranty Trust Bank UK in 2008. He was thereafter appointed to the Board of Guaranty Trust Bank Plc in October 2011, where he served as Executive Director for the Corporate Banking Group and contributed immensely to the growth and transformation of the Business. Wale also served as an Independent Non-Executive Director on the boards of various organisations, including Investment One Financial Service Limited andStanbic IBTC Bank. In furtherance of his interest in the Health and Education sectors, he is on the Board of Duchess International Hospital and Atlantic Hall School.

Wale holds a Bachelor of Science degree in Agricultural Economics from the premier University of Ibadan and a Master of Science in Financial Economics from the prestigious University of London. He is a Fellow of the Institute of Chartered Accountants of Nigeria (ICAN), an Honorary Member of the Chartered Institute of Bankers of Nigeria, and an alumnus of the Advanced Management Programme of Harvard Business School in the United States of America. He has attended various local and international training courses.

Wale loves reading and playing squash and following football. He is happily married with children .

Dr Alimi Abdulrazaq

Independent Non-Executive Director

Dr Abdul-Razaq was appointed to the Board of Directors of First HoldCo Plc on 30 April 2021. He brings to the Board his skill set as a regulator and lawyer with over 43 years of post-call experience. He is the Managing Partner at A. AbdulRazaq (SAN) & Co (Legal Practitioners and Notaries Public). Dr Abdul-Razaq is a graduate of Law from Ahmadu Bello University, Zaria, Nigeria and holds LLM and PHD degrees from the University of Hull, UK. He is a member of the International Bar Association and the Nigerian Bar Association. He is a Fellow of the Chartered Institute of Arbitrators, Nigeria and an elected member of the Royal Institute of International Affairs, London. Dr Abdul-Razaq has served as the Commissioner of Legal Licensing and Enforcement with the Nigerian Electricity Regulatory Commission (NERC), the Chairman of the National Iron Ore Mining Company, Itakpe and a member of the National Council on Privatisation. He is the Founder and Chairman of Bridge House College, Ikoyi, Lagos State.

He has attended executive leadership programmes at Harvard Business School, USA, the University of Florida, USA, Georgetown University, USA, and the Lagos Business School, Nigeria. He is the pioneer recipient of the Alumni Laurette Award of the University of Hull, UK, for legal scholarship and educational endowments. He is also a recipient of the most outstanding Alumni of St. Gregory's College Obalende, Lagos. Dr Abdul-Razaq holds the traditional title 'Mutawali of Ilorin'. He is married with children, an avid art collector, and enjoys reading and swimming.

Kofo Dosekun

Independent Non-Executive Director

Kofo Dosekun joined the Board of Directors of First HoldCo Plc on 30 April 2021. She is a Barrister and Solicitor of the Supreme Court of Nigeria and a member of the International Bar

Association. Kofo is currently the Chairman of the Aluko and Oyebode Management Board. She brings expertise in commercial transactions to the Board, including project finance, cross-border and local syndicated lending, private equity, energy, public-private partnerships and structured trade finance. She also advises on risk mitigation, financial regulatory compliance, foreign investment and derivatives, mergers and acquisitions and restructurings in the energy, manufacturing and telecommunications sectors.

Kofo's expertise in project finance, mergers and acquisitions has been recognised by prestigious legal directories. The Legal 500 (2024) inducted her into the Legal 500 Hall of Fame as the first and only female lawyer in the banking, finance and capital markets practice. She has also been consistently ranked Band 1 in Banking and Finance, Corporate Commercial, Energy and Natural Resources by Chambers Global and referred to as 'a standout lawyer for banking matters by Who’s Who Legal. IFLR1000 (2024) ranks her as a Market and Thought Leader: She is excellent, diligent and passionate about her work, and insists on good quality.’ Her experience, which spans over three decades, began as a Legal Officer at the Nigerian Institute of International Affairs, then as an Associate at Debo Akande & Co. (Barristers & Solicitors), Company Secretary/ Legal Advisor, Nigerian International Bank (Affiliate of Citibank, N.A.), and Assistant General Manager Corporate Finance and Financial Institutions, Credit and Marketing. Kofo has an LLB (Honours) from the University of Ife, Nigeria and an LLM from King's College London, UK.

Dr (Sir) Peter Aliogo

Independent Non-Executive Director

Dr (Sir) Peter Aliogo was appointed to the Board of Directors of First HoldCo Plc on 30 April 2021. He brings to the Board his vast experience and expertise, spanning over three decades in banking, finance management, hospitality, manufacturing, real estate and insurance. Before joining the Board of First HoldCo Plc, he served as Regional Executive at South East Bank, Deputy General Manager at Union Bank of Nigeria Plc and Executive Director and Acting Managing Director at Manny Bank Plc. Dr (Sir) Aliogo has also served as a lecturer to MBA students at ESUT Business School, Enugu. He is an Associate Member of the Chartered

Insurance Institutes of London and Nigeria (ACII & ACIIN). He is also an Associate Member of the Nigerian Council of Registered Insurance Brokers (ANCRIB). He holds a PhD in Business Administration from the International School of Management, Paris, France.

He also holds an HND in Business Administration (Marketing) and a Master's in Business Administration (Banking & Finance) from Auchi Polytechnic and Rivers State University of Science and Technology, respectively.

He has attended many professional programmes at Lagos Business School, Nigeria; Harvard Business School, Boston, USA; Wharton Business School, Philadelphia, USA; and Fudan University, Shangai, China.

Dr (Sir) Aliogo is the Vice Chairman/CEO of Dorchester International Insurance Brokers Limited and Ban Kapital Plc, a Banking and Finance relationship management consultancy company.

Dr Abiodun Fatade

Non-Executive Director

Dr Abiodun Fatade was appointed to the Board of Directors of First HoldCo Plc on 30 April 2021. He is a renowned radiologist and medical practitioner with over three decades of experience in the healthcare industry. He is the MD/CEO of Crestview Radiology Limited, a leading radio-diagnostic Group in Nigeria.

In addition to his work in private practice, Dr Fatade has accumulated significant experience collaborating with both Federal and State governments across several public-private partnerships. He served as a Board member of the Gulf Bank of Nigeria and on various Board committees. A distinguished graduate of the College of Medicine, University of Lagos, Nigeria, he proceeded to the University College Hospital, Ibadan, Nigeria and subsequently the Toronto Hospital, Canada, for postgraduate studies and training. He is a Fellow of the Postgraduate Medical College of Nigeria (Radiology) and a Member of the Nigerian Medical Association, the American College of Radiologists, the American College of Physician Executives and the Radiology Society of North America (RSNA).

Notably, he serves on various international committees of these organisations, including the RSNA Committee for Africa and Asia and the Committee for the Advancement of MRI Education and Research in Africa (CAMERA). He is the former Secretary of the Association of Radiologists of West Africa, the West African Medical Ultrasound Society and past chairman- the Association of Radiologists in Nigeria (ARIN) Lagos State.

Dr Fatade is an astute healthcare entrepreneur and an alumnus of the Healthcare Leadership Academy and Radiology Business Management Association of America. He is a recipient of the Postgraduate Medical College of Nigeria Award for outstanding contributions to the development of radiology in Nigeria.

He is a Founding Director of the Medical Artificial Intelligence Laboratory, Africa (MAI LAB).

He has attended various leadership and management courses, both locally and internationally. including:

-Board oversight of ESG sustainability and reporting for long term value creation.

-Understanding and interpreting financial statements for Non-finance Directors.

-Compensation committee: New challenges and New solutions.

-Deepening Effective Governance and Board oversight.

-The future of the Board Governance, reporting, supervising and Risk Management in a Disruptive Era.

Dr Julius Omodayo-Owotuga

Non-Executive Director

Dr. Julius B. (JB) Omodayo-Owotuga is a seasoned executive with a wealth of experience across the oil and gas sector, banking and financial services, and the audit and consulting industry. He was appointed to the Board of First HoldCo Plc on 22 December 2021. He currently serves as the Group Executive Director & Deputy Chief Executive of Geregu Power Plc, a subsidiary of Amperion Power-- a holding company focused on the acquisition, operations and management of power assets in Africa. He has held this strategic role since 2019, overseeing finance, risk management, treasury, information technology and general administration of the Group.

Prior to his role at Geregu Power, JB was at Nigeria's leading oil and gas company, Forte Oil Plc (now Ardova Plc), as Group Executive Director, Finance and Risk Management, between 2011 and 2019. In this role, he played a pivotal role in transforming Forte Oil Plc into a dynamic, multi-million-dollar profit-generating enterprise. He also spearheaded the Company's debt capital raise, acquisition and divestment initiatives. Prior to this, he was at the Africa Finance Corporation (AFC) as the Corporation’s Asset and Liability Management Specialist and the deputy to the Treasurer. Before this, he was the corporation’s Finance Manager responsible for the setup of the finance operations and control functions as a pioneer staff. His key accomplishments at the Pan-African multilateral development finance institution include generating an annual income of tens of millions of US Dollars, facilitating the successful closure of several trade line deals and short-term funding to the tune of several millions of US Dollars.

JB joined the AFC in 2007 from Standard Chartered Bank Nigeria (SCBN) Limited, where he was a manager within the Finance Group. Before joining SCBN, he was at KPMG Professional Services, as an Audit Senior where he led numerous assurance engagements within the financial services industry. He joined KPMG in 2003 from MBC International Bank (now First Bank of Nigeria), where he worked in the Foreign Operations department.

JB is an alumnus of University of Oxford’s Said Business School, UK, IE Business School, Spain, Geneva Business School, Switzerland and the University of Lagos, Nigeria. He holds a Bachelor’s degree in Accounting, a Master's degree in Business Administration (with Distinction) and a doctorate in Business Administration. He is a CFA Charter Holder, a Chartered Management Accountant and a Fellow of the Institute of Chartered Accountants of Nigeria, the Chartered Institute of Taxation of Nigeria and the Institute of Credit Administration. He is a member of the Institute of Directors (IoD) of Nigeria. Julius is married with children and enjoys playing tennis, mentoring professionals, and watching soccer.

Olusegun Alebiosu

Non-Executive Director

Olusegun Alebiosu was appointed the Chief Executive Officer, First Bank of Nigeria Limited (FirstBank Group) in June 2024. He was until this appointment, the Executive Director, Chief Risk Officer and Executive Compliance Officer since January 2022. Prior to that appointment, he was the Group Executive/Chief Risk Officer, a position he has held since 2016. Segun brings to the Executive Management of FirstBank over 28 years of experience in the banking and financial services industry with cross-functional exposure to Credit Risk Management, Financial Planning and Control, Credit and Marketing, Trade, Corporate and Commercial banking, Agriculture financing, Oil and Gas, Transportation (including Aviation and Shipping) and Project financing. He commenced his professional career in 1991 with Oceanic Bank Plc. (now EcoBank Plc) and prior to joining FirstBank in 2016, served as Chief Risk Officer at Coronation Merchant Bank Limited, Chief Credit Risk Officer at African Development Bank Group and Group Head, Credit Policy & Deputy Chief Credit Risk Officer at United Bank for Africa Plc.

Segun is an alumnus of Harvard Business School and Harvard School of Government. He holds a Bachelor's degree in Industrial Relations and Personnel Management and a Master's degree in International Law and Diplomacy from the University of Lagos. He obtained a Master's degree in Development Studies from the London School of Economics and Political Science and completed the Advanced Management Program (AMP) at Harvard Business School.

He is a member of various professional bodies, namely, Fellow, Institute of Chartered Accountants (FCA), Associate, Nigeria Institute of Management (ANIM), Chartered Institute of Bankers of Nigeria (CIBN) and Member, Nigeria Institute of International Affairs. Segun is a golfer and an adventurer. He is happily married with children.

Oyewale Ariyibi

Executive Director

Oyewale Ariyibi (Wale) was appointed to the Board of First HoldCo Plc as Executive Director, Finance, Investment Management and Oversight in August 2022, bringing on Board his core competencies in capital management, investment, strategy, compliance, operational risk management, financial accounting, and regulatory reporting amongst others. Wale is an award-winning professional with 34 years of work experience in financial services, insurance underwriting, pensions, and conglomerates.

He joined FirstHoldCo in September 2013 as one of the pioneer staff leading the Finance function through which he operationalised the Financial Holding Company license granted to the Company by the Central Bank of Nigeria (CBN). Prior to this time, he was the Group Chief Financial Officer (CFO) at Transnational Corporation of Nigeria Plc, where he played a key role in the turnaround of the conglomerate. He had also worked at various times as the Financial Controller (In-Country) at Standard Chartered Bank Nigeria and the Chief Financial Officer of National Bank of Nigeria (now Wema Bank). He worked briefly at Standard Trust Bank (now UBA), First Atlantic Bank (now FCMB) and Pensions Alliance Limited (PAL).

He also served as a non-executive Director in FBN Insurance Limited and as Chairman of FBNQuest Capital Limited. He started his career at Ernst & Young International (EY) in 1991 and joined Price Waterhouse (now PwC) in 1996.

Wale holds a Bachelor’s degree in Microbiology from the University of Ilorin and a Master of Business Administration (MBA) in Marketing from the University of Lagos. He is a Fellow (FCA) of the Institute of Chartered Accountants of Nigeria (ICAN), Associate of the Chartered Institute of Taxation of Nigeria (CITN), Certified Pension Institute of Nigeria (CPIN) and Member of the Chartered Institute of Directors (IOD) of Nigeria. He has attended several local and international executive training programs at Harvard, Wharton, and London Business Schools. He is an alumnus of the Northwestern University Kellogg Business School Advanced Management Program (AMP) and has completed the Global CEO Program jointly organised by the University of Navarra (IESE Business School) and MIT (Sloane Business School). Wale Ariyibi is married with children.

EFFECTIVENESS

Board Effectiveness

An effective Board provides ethical leadership, promotes a well-defined culture and values, and demonstrates adaptability in navigating the complexities and risks of today's rapidly evolving business environment. To ensure success, the Board provides strategic direction across multiple structures, markets, and geographies, monitors the Company's risk profile, and evaluates the executive performance, maintaining accountability to all stakeholders. Ultimately, three factors contribute to the Board's efficiency: its composition and varied experience, continuous training, and an annual evaluation by an independent consulting firm.

Guiding Principles on Composition

To effectively fulfil its responsibilities, the Board must appoint individuals who not only demonstrate exceptional business acumen but also possess a comprehensive understanding of the industry gained through diverse experiences. The Board is composed of highly knowledgeable and well-rounded professionals, each bringing a wealth of experience and diverse expertise from various backgrounds. This diverse composition empowers the Board to effectively adopt and implement relevant governance codes, ensure appropriate delegation of authority, optimise resource allocation, and establish robust performance monitoring processes—all aimed at enhancing shareholder value. The Non-Executive Directors and Independent Non-Executive Directors outnumber the Executive Directors, demonstrating the Board's independence from the Management of the Company.

Training of Directors

In 2024, Directors participated in executive education programmes to refine their decision-making and leadership skills. The Board approved an annual training plan, with the Company Secretariat responsible for its implementation. This demonstrates the Company's commitment to continuous re-skilling, even at the Board level.

2024 Board Training Attended

S/N	Name	Course	Institution/Location	Date
1	All Directors	Top Trends for the Next Decade of Banking	First HoldCo/Dubai	12 – 14 December, 2024
2	Ahmed Modibbo	Corporate Governance: Essential for a New Business Era	Wharton University of Pennsylvania	22-25 April, 2024
3	Dr Adesola Adeduntan	Executive Programme in Corporate Strategy	Chicago Booth	8-12 April, 2024
4	Dr Alimi Abdul-Razaq and Khalifa Imam	Value Creation Through Effective Boards	IESE Business School and Havard Business School	27-30 May, 2024

Board Appraisal

The Board of a public company is required by regulations to conduct an annual appraisal of its performance and that of its Committees, the Chairman and individual Directors. The Board engaged PricewaterhouseCoopers (PwC) to evaluate the Board of Directors and review the Company's corporate governance processes for the year ended 31 December 2024. The Board appraisal covered the Board's structure and composition, processes, relationships, competencies, roles and responsibilities. The corporate governance evaluation covered the governance structures and practices, including oversight of the Company's performance, surveillance of the ethical climate within the Company, risk management oversight, corporate compliance and internal controls, financial reporting and stakeholder engagement.

PwC concluded that the corporate governance practices of FirstHoldCo largely complied with the key provisions of the Corporate Governance Guidelines of the Central Bank of Nigeria, the Nigerian Code of Corporate Governance and the Securities and Exchange Commission's guidelines. They developed specific recommendations for further improvement of governance practices and presented these to the Board in a detailed report.

Access to Independent Professional Advice

To enhance its effectiveness, the Board may seek advice and assistance from independent or external professional advisers or experts at the expense of the Company. This option was exercised at various times during the year.

Board Responsibilities

The Board's primary mission is to create and deliver long-term shareholder value. The Board sets policy and strategic directions and supervises their implementation. The Board seeks to ensure that Management achieves both the long and short-term goals with the appropriate level of prioritisation at various stages. In establishing and monitoring the execution of strategy, it considers the impact of those decisions on the Group's obligations to various stakeholders including regulators, employees, suppliers and the community. Besides ensuring that the Group has good internal controls and risk management mechanisms, the Board is also responsible for ensuring the disciplined pursuit of the Group's collective purpose, values and culture. The Board has reserved the right to approve certain vital decisions and matters. Among these are decisions on the Group's strategy, approval of risk appetite, capital and liquidity issues, acquisitions, mergers and divestments, Board membership, financial performance, governance issues and the approval of the corporate governance structure. More specifically, the Board's responsibilities enumerated in the Board Charter include:

- Building long-term shareholder value by ensuring adequate systems, procedures, and policies are in place to safeguard the Group's assets;
- Appointing, developing and refreshing the overall competency of the Board, as necessary;
- Articulating and approving the Group's strategies and financial objectives, as well as monitoring the implementation of those strategies and objectives;
- Approving the appointment, retention and removal of the Group Managing Director (GMD) and any other Executive Director in the Group;
- Reviewing the succession planning for the Board and Senior Management regularly and recommending changes where necessary;
- Overseeing the implementation of corporate governance principles and guidelines;
- Reviewing and approving the recommendations of the Board Remuneration, Nomination and Governance Committee concerning the remuneration of Directors;
- Overseeing the establishment, implementation and monitoring of a Group-wide risk management framework to identify, assess and manage business risks encountered by the Group;
- Articulating and approving the Group's risk management strategies, philosophy, risk appetite and initiatives;
- Maintaining a sound system of internal controls to safeguard shareholders' investments and the assets of the Group; and
- Overseeing the Group's corporate sustainability practices regarding its economic, social and environmental obligations.

The Role of the Group Chairman

The roles of the Group Chairman and the Group Managing Director are distinct and not performed by one individual. The principal function of the Group Chairman is to provide leadership to the Board of Directors of FirstHoldCo. The Group Chairman is accountable to shareholders and responsible for the effective and orderly conduct of the Board and General meetings. More specifically, the duties and responsibilities of the Group Chairman are to:

- Act as a liaison between Shareholders and the Board;
- Provide independent advice and counsel to the GMD;
- Keep abreast of the activities of the Company and Management;
- Ensure the Directors are properly informed and have sufficient information to make appropriate decisions;
- Develop and set the agenda for Board meetings;
- Assess and make recommendations to the Board annually on the effectiveness of the Board, its Committees and individual Directors; and

- Ensure that, upon completing the ordinary business of a Board meeting, the Directors hold discussions regularly without members of Management present.

The Role of the Group Managing Director

The Group Managing Director (GMD) is responsible for developing and executing the Group's long-term strategy and creating sustainable stakeholder value. The GMD's mandate is to manage the day-to-day operations of First HoldCo and ensure that processes are consistent with the policies developed by the Board of Directors and executed effectively. More specifically, the duties and responsibilities of the GMD are to:

- Lead the development of the Group's strategy in conjunction with the Board, and oversee the implementation of the Group's long-term and short-term plans in line with its strategy;
- Ensure appropriate organisation and staffing of the Company as well as hire, motivate, retain and exit staff as deemed necessary to enable the Company to achieve its goals and strategic objectives;
- Ensure the Group has appropriate systems to conduct its activities both lawfully and ethically;
- Ensure the Group maintains a high standard of corporate citizenship and social responsibility wherever it does business;
- Act as a liaison between Management and the Board and communicate effectively with shareholders, employees, government authorities, other stakeholders and the public;
- Ensure that sufficient information is provided to the Board to enable the Directors to make informed decisions;
- Abide by specific internally established control systems and authorities, lead by example and encourage all employees to conduct their activities in accordance with all applicable laws and the Company's standards and policies, including its environmental, health and safety policies;
- Manage the Group within established policies, maintain a regular policy review process and revise or develop policies for presentation to the Board;
- Ensure the Company operates within approved budgets and complies with all regulatory requirements of a holding company; and
- Develop and recommend the annual operating and capital budget to the Board and, with fully delegated authority, implement the plan upon approval.

The Role of the Company Secretary

The Companies and Allied Matters Act (Sections 330-340), regulations and the Company's Articles of Association govern the appointment and duties of the Company Secretary. The responsibilities of the Company Secretary include the following:

- Attending meetings of the Company, Board of Directors and Board Committees, rendering all necessary secretarial services in respect of such meetings and advising on compliance and regulatory issues;
- Setting the agenda of the meetings through consultations with the Group Chairman and the GMD;
- Maintaining statutory registers and other records of the Company;
- Rendering proper and timely returns as required under the Companies and Allied Matters Act;
- Providing a central source of guidance and advice to the Board and the Company on matters of ethics, conflict of interest and good corporate governance; and
- Executing administrative and secretarial duties as directed by the Directors of the Company and duly authorised by the Board of Directors and exercising any powers vested in the Directors.

Leadership Appointments Across the Operating Entities

- The Board concurred with the appointment of Omotunde Alao-Olaifa as a Non-Executive Director of First Bank of Nigeria Limited
- The Board concurred with the appointment of Anil Dua as a Non-Executive Director of First Bank of Nigeria Limited
- The Board concurred with the appointment of Amusan Yewande Igbayilola as a Non-Executive Director of FirstCap Limited
- The Board concurred with the appointment of Akpofure Ubiawhe Irene as a Non-Executive Director of FirstCap Limited
- The Board concurred with the appointment of Akaraiwe Zeal Emmanuel as a Non-Executive Director of FirstCap Limited
- The Board concurred with the appointment of Kuti Adenike Abayomi as a Non-Executive Director of FirstCap Limited

Making Board Meetings Effective

How FirstHoldCo Board meetings work:

- The Board meets quarterly and as necessary;

- The annual calendar of Board meetings is approved in advance at the last Board meeting of the preceding year. This is flexible and can include additional meetings to respond to new business needs or issues effectively;
- The annual calendar of Board activities includes a Board retreat to consider strategic matters, Group policy directions and to review opportunities as well as challenges encountered by the Group;
- The Board may take urgent and material decisions between meetings through written resolutions and will ratify such resolutions at the next Board meeting;
- The Company Secretariat transmits notices for meetings to Board members at least two weeks before the meeting;
- The Company Secretariat ensures that Directors receive the agenda and meeting papers well in advance of each meeting. By promptly distributing the Board documents it facilitates meaningful discussions and enables the Directors to make informed decisions during the meetings;
- The agenda, i.e., the number of issues identified for deliberation and, more importantly, their complexity, are significant factors in determining the duration of the meetings. However, the Board ensures that it allocates ample time and attention to thoroughly discuss all matters scheduled for deliberation;
- Any Director may request the consideration of a topic at meetings. In addition, any Director may raise any issue deemed deserving of discussion; members usually consider this under the 'Any Other Business' item on the agenda; and
- The Company requires all Directors to declare their interest in any item scheduled for Board consideration before the commencement of each meeting.

Board Focus Areas:

A summary of the main undertakings of the Board during the financial year is provided below:

1. Reviewed funding and capital plans across the Group.
2. Board appraisal exercises and outcomes.
3. Deliberation on the implementation of the Group’s strategy.
4. Consideration of the audited financial statements for the year ended 31 December 2023 and the unaudited quarterly accounts in 2024.
5. Reviewed leadership requirements across the Group.
6. Board retreat to discuss the 2025–2029 Strategic Planning Programme.
7. Deliberation on the budget for the 2025 Financial Year.
8. Deliberation on the performance of the Group's businesses against the budget.
9. Consideration of updates on workforce compensation and engagement.
10. Reviewed the cyber security framework and initiatives.

Board Committees

The Board has delegated authority to various Board Committees to provide guidance and make recommendations, through established reporting mechanisms, on areas and matters entrusted to them. Each Committee has its charter, approved by the Board and reviewed as required, which defines, among other things, its roles, responsibilities, composition, tenure and meeting requirements. The Board monitors these responsibilities to ensure that the Group's operations are effectively covered and controlled.

In line with best practices, the Chairman of the Board is not a member and does not sit on any of the Committees.

In 2024, FirstHoldCo had four Board Committees, namely;

- Board Remuneration, Nomination and Governance Committee (BRNGC)
- Board Audit and Risk Assessment Committee *
    - Board Audit Committee (BAC)*
    - Board Risk Management Committee (BRMC)*
- Board Finance and Investment Committee (BFIC)

*** The Board Audit and Risk Management Committee was dissolved and reconstituted as the Board Risk Management Committee and the Board Audit Committee in line with the provisions of the CBN's Corporate Governance for Guidelines for Financial Holding Companies.**

Attendance at Board Meetings

The Board of FirstHoldCo met eleven times in 2024.

Members	31 January	February 13	April 4	April 19	April 21	April 25	June 28	July 3	July 30	October 29	December 24
Olufemi Otedola, CON	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Adebowale Oyedeji*	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	✓
Dr Alimi Abdul-Razaq	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Kofo Dosekun	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Dr (Sir) Peter Aliogo	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Dr Abiodun Fatade	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓

Dr Julius Omodayo-Owotuga	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Olusegun Alebiosu**	N/A	N/A	N/A	N/A	N/A	✓	✓	✓	✓	✓	✓
Oyewale Ariyibi	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Alhaji Ahmad Abdullahi***	✓	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Ahmed Dahiru Modibbo****	✓	✓	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Khalifa Imam*****	✓	✓	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Dr Adesola Adeduntan******	✓	✓	✓	✓	✓	**N/A**	**N/A**	N/A	**N/A**	N/A	N/A
Nnamdi Okonkwo*******	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	**N/A**

**Adebowale Oyedeji was appointed to the Board effective 13 November 2024*

***Olusegun Alebiosu was appointed to the Board effective 30 July 2024*

****Alhaji Ahmad Abdullahi resigned from the Board effective 31 January 2024*

*****Ahmed Modibbo resigned from the Board effective 31 March 2024*

******Khalifa Imam resigned from the Board effective 31 March 2024*

*******Dr Adesola Adeduntan retired from the Board effective 19 April 2024*

********Nnamdi Okonkwo retired from the Board effective 15 November 2024*

Board Remuneration Nomination and Committee (BRNGC)

Membership

- Kofo Dosekun – Chairman
- Dr Alimi Abdul-Razaq
- Dr Abiodun Fatade
- Julius Omodayo-Owotuga
- Ahmed Modibbo*
- Olufemi Otedola, CON**

Attendance at the Committee Meetings

The Committee met eleven times in 2024

Members	23 January	12 February	20 February	11 March	16 April	11 June	19 June	22 July	August 20	October 17	October 24
Kofo Dosekun	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓

Dr Alimi Abdul-Razaq	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Dr Abiodun Fatade	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Julius Omodayo-Owotuga	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Ahmed Modibbo*	✓	✓	✓	✓	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Olufemi Otedola**	✓	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A

** Ahmed Modibbo resigned from the Board effective 31 March 2024.*

***Olufemi Otedola exited the Committee upon becoming the Chairman, Board of Directors on 30 January 2024*

Key Responsibilities

- Develop and maintain an appropriate corporate governance framework for the Group;
- Develop and maintain an appropriate policy on the remuneration of Directors, both Executive and Non-Executive;
- Nominate new Directors to the Board;
- Develop succession plans for the Board of Directors and critical Management staff across the Group;
- Nominate/endorse/ratify individuals for Board appointments across the subsidiary companies as appropriate;
- Recommend Directors' remuneration to the Group;
- Oversee Board performance and evaluation within the Group;
- Identify individuals for consideration for Board appointment and make recommendations to the Board for approval;
- Recommend potential appointment and re-election of Directors (including the GMD) to the Board, in line with FirstHoldCo's approved Director selection criteria;
- Ensure the Board composition includes at least three Independent Non-Executive Directors who meet the independence criteria as defined by CAMA;
- Make recommendations on the amount and structure of the remuneration of the Group Chairman and other Non-Executive Directors to the Board for approval;
- Review and make recommendations to the Board on all retirement and termination payment plans of the Executive Directors;
- Ensure appropriate disclosure of Directors' remuneration to stakeholders;
- Ensure compliance with regulatory requirements and other international best practices on corporate governance;

- Review and approve amendments to the Group's corporate governance framework;
- Nominate independent consultants to conduct an annual review or appraisal of the performance of the Board and make recommendations to the Board. This review or assessment covers all aspects of the Board's structure, composition, responsibilities, individual competencies, operations, role in strategy setting, oversight of corporate culture, evaluation of Management's performance and stewardship towards shareholders;
- Review the report of the evaluation of the performance of the Board Committees and the Boards of subsidiary companies annually. The BGNC may utilise the service of the independent consultant duly approved by the Board for the annual Board appraisal as it deems fit. The evaluation process will be in line with the Group's Evaluation Policy;
- Ratify the performance appraisals of the Executive Directors as presented by the GMD;
- Ensure compliance with the Codes of Corporate Governance of the CBN, FRCN, the guidelines of SEC and global best practices on corporate governance; and
- Perform such other functions relating to the operations of the Group as may be expressly delegated to the Committee by the Board.

Board Audit and Risk Assessment Committee (BARAC)

Membership

- Dr Alimi Abdul-Razaq – Chairman
- Kofo Dosekun
- Dr (Sir) Peter Aliogo
- Khalifa Imam*
- Ahmed Modibbo**

Attendance at the Committee Meetings

The Committee met three times in 2024

Members	24 January	20 February	April 17
Dr Alimi Abdul-Razaq	✓	✓	✓
Kofo Dosekun	✓	✓	✓
Dr (Sir) Peter Aliogo	✓	✓	✓
Khalifa Imam*	✓	✓	N/A
Ahmed Modibbo**	✓	✓	N/A

** Khalifa Imam resigned from the Board effective 31 March 2024.*

*** Ahmed Modibbo resigned from the Board effective 31 March 2024.*

Key Responsibilities

- Ensure there is an efficient risk management framework for the identification, quantification and management of business risks facing the Group;
- Evaluate the Group's risk profile and the controls in place to mitigate such risks;
- Ensure the development of a comprehensive internal control framework for the Group;
- Review the Group's system of internal control to ascertain its adequacy and effectiveness;
- Evaluate internal processes for identifying, assessing, monitoring and managing key risk areas, especially market, liquidity and operational risks, the exposures in each category, significant concentrations within those risk categories, the metrics used to monitor the vulnerabilities and Management's views on the acceptable and appropriate levels of those risk exposures;
- Review the independence and authority of the risk management function; and
- Assess and confirm the independence of the external auditor annually through an assessment report submitted to the Board and the Statutory Audit Committee.

Board Audit Committee (BAC)
Membership

- Dr Alimi Abdul-Razaq – Chairman
- Kofo Dosekun
- Dr (Sir) Peter Aliogo

Attendance at the Committee Meetings

The Committee met two times in 2024

Members	23 July	22 October
Dr Alimi Abdul-Razaq	✓	✓
Kofo Dosekun	✓	✓
Dr (Sir) Peter Aliogo	✓	✓

Key Responsibilities

i. Review the significant financial reporting issues and practices of the Group and ensure the adequacy and effectiveness of the accounting principles and financial controls applied within the Group, including controls relating to the "closing of the books" process.

ii. Review the Group's legal representation letter presented to the external auditors and discuss significant items, if any, with the Company Secretary.
iii. Receive the decisions of the Statutory Audit Committee on the statutory audit report from the Company Secretary and ensure its full implementation.
iv. Review and agree to the terms of the engagement and the audit fees for the External Auditors prior to the commencement of each audit.
v. Assess and confirm the independence of the statutory auditor annually. The report of this assessment should be submitted to the Board and the Statutory Audit Committee.
vi. Review and ratify the quarterly and annual financial statements.
vii. Review critical accounting issues.

Board Risk Management Committee (BRMC)

Membership

- Dr Alimi Abdul-Razaq – Chairman
- Kofo Dosekun
- Dr (Sir) Peter Aliogo

Attendance at the Committee Meetings

The Committee met two times in 2024

Members	23 July	22 October
Dr Alimi Abdul-Razaq	✓	✓
Kofo Dosekun	✓	✓
Dr (Sir) Peter Aliogo	✓	✓

Key Responsibilities

i. Ensure there is an efficient Enterprise Risk Management (ERM) framework for the identification, qualification and management of business risks facing the Group;
ii. Evaluate the Group's risk profile and the action plans in place to manage the risk;
iii. Review the Group's risk management framework and policy at least once in three years, or more frequently if necessary; recommend for Board approval, risk management-related policies, procedures and parameters that govern the management of all business functions, services, operations and management information systems;
iv. Ensure the development of a comprehensive internal control framework for the Group;
v. Review the Group's system of internal control to ascertain their adequacy and effectiveness;

vi. Obtain assurance and report annually in the financial report on the operating effectiveness of the Group's internal control framework;

vii. Evaluate internal processes for identifying, assessing, monitoring and managing key risk areas, particularly: market, liquidity and operational risks; the exposures in each category, significant concentrations within those risk categories, the metrics used to monitor the exposures and Management's views on the acceptable and appropriate levels of those risk exposures;

viii. Approve the appointment of qualified officers to manage the risk functions;

ix. Review the independence and authority of the Risk Management function;

Board Finance and Investment Committee (BFIC)

Membership

- Dr (Sir) Peter Aliogo - Chairman
- Adebowale Oyedeji*
- Dr Abiodun Fatade
- Julius Omodayo-Owotuga
- Oyewale Ariyibi
- Khalifa Imam**
- Dr Adesola Adeduntan***
- Nnamdi Okonkwo****

Attendance at the Committee Meetings

The Committee met nine times in 2024

Members	5 January	25 January	27 March	18 April	2 July	24 July	26 August	23 October	24 December
Dr (Sir) Peter Aliogo	✓	✓	✓	✓	✓	✓	✓	✓	✓
Adebowale Oyedeji*	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	✓
Dr Abiodun Fatade	✓	✓	✓	✓	✓	✓	✓	✓	✓
Dr Julius Omodayo-Owotuga	✓	✓	✓	✓	✓	✓	✓	✓	✓
Olusegun Alebiosu	N/A	N/A	N/A	N/A	N/A	✓	✓	✓	✓

Oyewale Ariyibi	✓	✓	✓	✓	✓	✓	✓	✓	✓
Dr Adesola Adeduntan ***	✓	✓	✓	✓	N/A	N/A	N/A	N/A	N/A
Nnamdi Okonkwo ****	✓	✓	X	✓	✓	✓	✓	✓	N/A

**Adebowale Oyedeji was appointed the GMD effective 13 November 2024*
*** Khalifa Imam resigned from the Board on 31 March 2024.*
**** Dr Adesola Adeduntan retired from the Board on 19 April 2024.*
***** Nnamdi Okonkwo retired from the Board in December 2024.*

Key Responsibilities

- Understand, identify and discuss with Management the key issues, assumptions, risks and opportunities relating to the development and implementation of the Group's strategy;
- Liaise with Management in planning the annual strategy retreat for the Board and ensuring the Board retains sufficient knowledge of the Group's businesses and the sectors in which it operates to provide strategic input and revalidate the relevance of Management's assumptions for planning purposes;
- Critically evaluate and make recommendations to the Board for approval of the Group's strategic planning programme;
- Periodically engage Management and act as a sounding board on strategic issues;
- Regularly review the effectiveness of the Group's strategic planning and implementation monitoring process;
- Review and make recommendations to the Board regarding the Group's investment strategy, policy and guidelines, its implementation and compliance with those policies and guidelines and the performance of the Group's investment portfolio;
- Oversee the Group's investment planning, execution and monitoring processes;
- Oversee the long-term financing options for the Group;
- Review the Group's financial projections, as well as the capital and operating budgets, and have quarterly reviews with Management on the progress of key initiatives, including appraising actual financial results against targets and projections;
- Review and recommend for Board approval the Group's capital structure, which should not be limited to mergers, acquisitions, business expansions, allotment of new capital, debt issuance and any changes to the existing capital structure; and
- Recommend the Group's dividend policy for Board approval, including the nature and timing, and implement an effective tax policy.

STATUTORY AUDIT COMMITTEE (SAC)

Section 404 (2) and (3) of the Companies and Allied Matters Act requires every public Company to establish a Statutory Audit Committee composed of two Non-Executive Directors and three representatives of its shareholders, subject to a maximum of five members.

Shareholder Representative Profile

Vitalis Ekwem Anyiam

Vitalis Anyiam was re-elected as Shareholder Representative on SAC on 14 November 2024. He is an experienced professional banker who, in the pre-merger of United Bank for Africa Plc, managed and supervised branches as part of its senior management staff and, thereafter, moved to the Head Office post-merger, where he worked for several years before retirement. While in banking, he served in various ad-hoc committees and task forces to facilitate the organisation's systems and processes. He attended many training courses and seminars in all segments of banking and management. Currently, he is a consultant in banking, finance and investment. He is also a Director at both X-Unlimit Resources Nigeria Limited and Bevic Interglobal Link Nigeria Limited and a Principal Partner at Ekwemma Enterprises.

Vitalis has been an executive member of the Independent Shareholders Association of Nigeria and has benefited from its training courses and seminars organised for effective performance in audit committees, as well as training courses in capital/money markets and investment for members. Furthermore, he served as the Audit Committee Chairman of Law Union and Rock Insurance Plc for some years.

Vitalis is currently a member of the Audit Committees of Arbico Plc and Union Dicon Salt Plc. He is affiliated with the following professional bodies: The University of Lagos with a Master's in Banking and Finance (MBF); a Fellow of the Chartered Institute of Bankers of Nigeria (FCIB); an Associate of the Institute of Commercial Management London (AM. Inst Co); an Associate of the British Society of Commerce London (ABSC); and an Associate of the International Association of Bookkeepers - London (AIAB), while he also obtained a certificate in Internal Auditing from the Institute of Internal Auditors and certification in Theology.

Hauwa Umar, FCA

Hauwa Umar was elected as a Shareholder Representative on the SAC on 14 November 2024. She is a distinguished leader in the field of accountancy and the current Chairperson of the Society of Women Accountants of Nigeria (SWAN), Kano Chapter. Her tenure in this prestigious role marks a significant chapter in the ongoing commitment to elevate the role of women in the finance and accounting industry.

Over the years, Hauwa has showcased her expertise in accounting, auditing, and management through pivotal roles in leading organisations. Her career trajectory includes impactful tenures at Nigerian Mobile Telecommunications as an Internal Auditor and at Vina International Limited as a Branch Manager. Additionally, she has served as the Northern Representative for Heritage Capital Market Limited, demonstrating her adaptability and leadership across various facets of the industry.

Hauwa is a seasoned Chartered Accountant with a B.Sc. (Hons.) in Accounting and an MBA from Bayero University, Kano. She is a Fellow of the Institute of Chartered Accountants of Nigeria (FCA). She attended an executive programme on Risk Management for Oil and Gas at the Oxford Management Centre in Houston, Texas. Beyond her corporate achievements, Hauwa Umar has shown a profound commitment to governance and oversight, serving as a committee member for a publicly listed company. Her role has been instrumental in shaping strategic decisions that enhance corporate governance and operational efficiency.

Hauwa's leadership extends into community service, where she actively participates in various capacities, including serving on the advisory board of the Fata Lero Olilenya Foundation (FLO). Her skills are vast and include excellent organisational, administrative, and interpersonal abilities. She is also proficient in IT and has a remarkable capacity to adapt to changes, leveraging her extensive network and experience to foster growth and innovation.

Mathew Akinlade

Mathew Akinlade, Fellow, Chartered Institute of Management Accountants of London and Institute of Chartered Accountants of Nigeria. He is also a member of the Chartered Institute of Directors. He served as the President of Noble Shareholders Solidarity Association (NSSA) up to August 2024. He is the Chairman of the Board of Directors of Creseada International Ltd and an Independent Director of MRS Oil Plc. He also served as the Chairman of the Board of Nampak Nigeria Plc from 2006 to 2021 when he retired from the Board after many years of meritorious service as Executive and Non-Executive Director. He has also served as an Independent Director of NCR Nigeria Plc up to year 2022.

He attended Advanced Management Programme of Lagos Business School in 1994, International Graduate School of Management (IESE) Barcelona among other management courses in Nigeria and abroad in the course of his working career which spanned over 30

years. He currently serves as Chairman of Audit Committees of a number of reputable public companies.

Statutory Audit Committee Members

S/N	Members	Role	Status	Educational Qualifications
1.	Vitalis Ekwem Anyiam	Member	Shareholder representative	FCIB, MBF, AM. Inst Co, ABSC
2.	Hauwa Umar,FCA	Member	Shareholder representative	FCA, ACITN,MBA, BSc
3.	Mathew Akinlade, FCA	Member	Shareholder representative	FCA
4.	Dr (Sir) Peter Aliogo	Member	Independent Non-Executive Director	HND (Marketing), MBA (Banking & Finance), ACII, ANIM, PHD Bus. Admin
5.	Dr Julius B Omodayo-Owotuga	Member	Non-Executive Director	CFA, BSc, MBA, PhD

Independence of the Statutory Audit Committee (SAC)

The autonomy of the SAC is fundamental to upholding public confidence in the reliability of its reports and the Company's Audited Financial Statements. The Committee has access to the external auditor to seek explanations and additional information. The Committee comprises five members as required in CAMA 2020; three members, including the Chairman, are shareholder representatives who are independent and accountable to the shareholders. The other two members are Directors. This composition underpins the independence of the SAC from executive influence.

Attendance at the Committee Meetings

The Committee met four times in 2024

Members	28 March	25 April	31 July	17 December
Kashimawo Taiwo, FCA*	✓	✓	✓	**N/A**
Vitalis Ekwem Anyiam	✓	✓	✓	✓
Hauwa Umar, FCA	✓	✓	✓	✓
Mathew Akinlade**	N/A	N/A	N/A	✓
Dr (Sir) Peter Aliogo	✓	✓	✓	✓
Khalifa Imam***	✓	**N/A**	N/A	N/A
Julius Owotuga **	N/A	N/A	N/A	✓

** Kashimawo Taiwo exited the Committee on 14 November 2024*
***Mathew Akinlade was newly elected on 14 November 2024*
****Khalifa Imam resigned from the Board on 31 March 2024.*
*****Julius Owotuga was appointed to replace Khalifa Imam.*

The Responsibilities of the Committee

The statutory duties and role of the SAC are encapsulated in Section 404 (7) of CAMA. In addition, the various Codes of Corporate Governance, including the CBN and FRCN Codes, set out the roles and responsibilities of the SAC, which are to:

- Ascertain whether the Company's accounting and reporting policies are in accordance with legal requirements and agreed ethical practices;

- Review the scope and planning of audit requirements;
- Review the findings on Management matters in conjunction with the external auditor and departmental responses thereon;
- Keep under review the effectiveness of the Company's system of accounting and internal control;
- Make recommendations to the Board regarding the appointment, remuneration and removal of the external auditor of the Company, ensuring the independence and objectivity of the external auditor and ensuring there is no conflict of interest which could impair the independent judgement of the external auditor;
- Authorise the internal auditor to carry out investigations into any activity of the Company that may be of interest or concern to the Committee; and
- Assist in overseeing the integrity of the Company's financial statements and establishing and developing the internal audit function.

Group Executive Committee (GEC)

The GEC is a Group Management committee that meets quarterly or as required. The Committee's role is to ensure the implementation and alignment of the Group's strategy. The Committee met four times in 2024.

Membership

The GMD of First HoldCo Plc serves as the Chairman, while other members are:

- MD/CEO, First Bank of Nigeria Limited
- MD/CEO, FBNQuest Merchant Bank Limited
- MD/CEO, FBNQuest Capital Limited

- MD/CEO, FBNQuest Trustees Limited
- MD/CEO, FBN Insurance Brokers Limited
- Executive Director, Chief Financial Officer, First HoldCo Plc
- Executive Director, Chief Financial Officer, First Bank of Nigeria Limited
- Executive Director, Chief Risk Officer, First Bank of Nigeria Limited

- Head, Strategy and Corporate Development, First HoldCo Plc
- Company Secretary, First HoldCo Plc

Key Responsibilities

- Ensure overall alignment of the Group's strategy and plans;
- Review strategic and business performance against approved plans and budget of the Group and agree on recommendations and corrective actions;
- Promote the identification of synergies and ensure the implementation of synergy initiatives;
- Monitor the progress of the Group's synergy realisation initiatives and make recommendations;
- Discuss and monitor compliance with the Group's policies, such as risk management, internal audit and others; and
- Review and recommend modifications to the Group's policies.

Management Committee (MANCO)

The role of the Committee is to deliberate and make policy decisions on the efficient and effective management of the Company.

Membership

The GMD of First HoldCo Plc serves as the Chairman, while the other members are:

- Executive Director, Chief Financial Officer
- Head, Risk Management and Compliance
- Head, Investor Relations
- Head, Internal Audit
- Head, Strategy and Corporate Development
- Head, Human Resources
- Head, Marketing and Corporate Communications
- Company Secretary

Key Responsibilities:

- Develop and review, on an ongoing basis, the Company's business focus and strategy, subject to the approval of the Board;
- Confirm the alignment of the Company's plan with the Group's overall strategy;
- Recommend proposals to the Board on the strategies to achieve the Group's objectives regarding investment and divestment activities; and
- Track and manage the strategic and business performance of the Group against approved plans and the budget.

Going Concern

The Board considers and assesses the Company annually and views the Company as a going concern, based on reports of assessments carried out by the Management into the Company's ability to continue in operation for the foreseeable future.

External Auditors

The external auditor for the 2024 financial year was Messrs. KPMG Professional Services (KPMG). FirstHoldCo complied with the CBN and FRCN codes in appointing the external auditor in the 2020 financial year and its retention thereafter.

2024 Audit Fees

The audit fee paid by FirstHoldCo (the Company) to the external auditor for the 2024 statutory audit was ₦50m.

Prohibition of Insider Dealings

The Group has established structures to ensure compliance and communicate closed periods to insiders and the Nigerian Exchange Limited, in accordance with Section 17.2 of the Amendment to the Nigerian Exchange Limited's Listing Rules. The Registrars ensure that Directors, persons performing managerial functions, advisers and other persons with access to insider information, or their connected persons, are not permitted to trade in FirstHoldCo securities during this period.

Succession Planning

The Board Remuneration Nomination and Governance Committee (BRNGC) is responsible for the Group's succession planning process. The Committee identifies critical positions on the Board and at the Executive Management level deemed essential to achieving the Company's business objectives and strategies and significantly influencing the Group's operations. These critical positions include the following:

- Board Chairman
- Non-Executive Directors
- Executive Management
- Subsidiary Managing Directors
- Subsidiary Board Chairmen

To fill critical positions, the Committee sets the criteria for eligibility. The competency requirements outline the knowledge, skills and qualifications necessary for each position as well as the ethics, values and character. The Committee considers the Group's future needs and strategic objectives when determining the requisite competencies. In addition, these serve as a foundation for evaluating potential successors to identified critical positions and identifying skill gaps and development requirements. In conclusion, the Committee determines the scale of competency gaps and identifies the talent pool. For the Chairman's position, the existing

Chairman of the Board will articulate the developmental needs of each Non-Executive Director on the Board, develop a plan to bridge those gaps and position them as potential successors.

For Non-Executive Directors, the Governance and Nomination Committee will conduct a detailed analysis of the existing Board's strengths and weaknesses, as well as skills and experience gaps, based on the tenure of Directors on the Board and current deficiencies while considering the Company's long-term business strategy and plans. Based on this assessment, the Committee defines the skills and competency profile that reflect the needs of the Board. For Executive Management positions, the Committee, in conjunction with the GMD, notes and reviews the skills and gaps of possible successors against required competencies.

Performance Monitoring

As part of its oversight role, the Board continually engages Management and contributes ideas to the Group's strategy, from the planning phase to execution. The Board holds annual retreats to plan and monitor strategy. Once defined, updates on specific strategic objectives become part of the ongoing Board agenda, allowing the Board to monitor and, if need be, refine the strategy implementation. During this process, the Board is continually updated on significant issues, risks or challenges encountered during strategy implementation across the Group and the controls developed to mitigate these risks.

The overall performance of the Group regarding the budget is presented to the Board to provide insight into achievements and to address challenges where they exist. The Group's financial and performance indicators are reviewed quarterly with the Board. The Board continuously assesses progress and confirms or guides on alignment with the Group's strategic goals and objectives. Peer benchmarking, which compares FirstHoldCo’s performance to competitors, is also a regular part of Board meetings.

REMUNERATION STRUCTURE

Introduction

This section provides stakeholders with an understanding of the remuneration philosophy and policy adopted at FirstHoldCo for Non-Executive Directors, Executive Directors and employees.

Remuneration Philosophy

FirstHoldCo’s compensation and reward philosophy represent the values and beliefs that drive the Company's Compensation Policy. The compensation philosophy aligns with the Group's quest to attract and retain highly skilled personnel who will keep the Group ahead of the competition. Factors considered in reviewing the compensation packages include organisational policy, market positioning, the Group's financial performance, government policies, regulations, industry trends, inflation and the cost-of-living index.

Remuneration Strategy

FirstHoldCo's compensation and reward strategies aim to attract, reward and retain a motivated talent pool to drive the Company's values, ideology and strategic aspirations. The compensation strategy supports the corporate strategy, and the Company reviews its remuneration periodically, as required, to reflect changes in internal and external conditions. The compensation and reward strategies seek to position the Group as an employer of choice within its market by offering an attractive and sustainable compensation package. Compensation is differentiated and used to retain high-potential talent and drive the Company's desired culture and values.

Compensation Policy

The Group's Compensation Policy provides guidelines for the effective implementation and administration of the compensation strategy. The Company categorises the compensation structure into Remuneration, Perquisites and Benefits. Remuneration includes base pay and allowances, as well as performance-based bonuses and incentives, detailed as follows.

- Base pay is mainly cash-based and includes the salary component for the defined job grade. It is the basis for the computation of some allowances and most benefits. It is guaranteed and payable monthly in arrears as per the employment contract.
- Allowances are other pay items outside base pay and are structured to support living standards for respective grades. These allowances include housing, furniture, lunch and clothing. They are payable in cash and are paid monthly, quarterly, or yearly for liquidity planning and staff convenience. The Company separates allowances into those that form part of staff salary and those categorised purely as allowances.
- Bonuses and incentives are related to achieving organisational and individual targets and may be cash or non-cash, such as performance bonuses and commendation letters.
- Perquisites are usually lifestyle-oriented and designed to ensure comfort, motivation, commitment and staff retention, particularly for those at the senior level or with high potential. These may include status cars, power generators, gym equipment, etc.
- Benefits are entitlements that are usually attainable, subject to organisational conditions. They include leave, medical allowances and social club subscriptions. To guarantee staff convenience and in line with the Group's ethical stance of being socially responsible and a good corporate citizen, payments are structured while ensuring adequate cash flow for staff; the Group's remuneration policy conforms with all tax laws and other statutory regulations.

Executive Remuneration

The Group's policy on Executive remuneration aims to attract, motivate, incentivise and retain the best talents while keeping an eye on the prevailing economic outlook. The Board determines the remuneration for Executive Directors. Usually, it reflects competitive benchmarking in the industry while ensuring it adequately attracts and retains the best and most experienced individuals for the role. The consideration also applies to Non-Executive Directors entitled to Directors' fees, reimbursable expenses and sitting allowances.

BOARD COMPENSATION

Non-Executive Directors

In line with the FRCN and CBN Codes, Non-Executive Directors receive fixed annual fees and sitting allowances for their services to the Board and Board Committees. There are no contractual arrangements for compensation for loss of office. Non-Executive Directors do not receive short-term incentives or participate in any long-term incentive schemes.

Remuneration for Executive Directors

Remuneration for Executive Directors is performance-driven and restricted to base salaries, allowances, perquisites and performance bonuses. The Group continually ensures that its remuneration policies and practices remain competitive and align with its core values to incentivise and drive performance. Executive Directors are not entitled to sitting allowances. Please refer to Note 46 of First HoldCo Plc’s 2024 Financial Statements for more details on remuneration.

Highlights of the Company’s Clawback Policy

The objective of the Clawback policy is to recover excess and undeserved rewards such as bonuses, incentives, profit sharing or any performance-based payment to the employee or ex-employee. The policy would be triggered in the following instances:

i. Material misstatement or misleading or materially false Financial Statements; or
ii. An instance of misdemeanour, fraud, or material violation of the Company's policy; or
iii. Material Regulatory infraction; or
iv. Misconduct that may lead to damage to the Company's brand.

The clawback shall apply to any Incentive-Based Compensation, bonuses, profit sharing, stock option or performance-based reward paid, awarded, received, or earned in the current period and the last six financial years.

The Clawback period shall apply to both serving and former Directors and staff.

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RELATION TO THE SEPERATE AND CONSOLIDATED FINANCIAL STATEMENTS

The Directors accept responsibility for the preparation of the annual Separate and Consolidated financial statements that give a true and fair view in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IFRS Accounting Standards) and in the manner required by the Companies and Allied Matters Act (CAMA), 2020, Financial Reporting Council of Nigeria (Ammendment) Act, 2023, the Banks and Other Financial Institutions Act, 2020 and relevant Central Bank of Nigeria (CBN) Guidelines and Circulars.

The Directors further accept responsibility for maintaining adequate accounting records as required by the Companies and Allied Matters Act (CAMA), 2020 and for such internal control as the directors determine is necessary to enable the preparation of seperate and consolidated financial statements that are free from material misstatement whether due to fraud or error.

The Directors have made assessment of the Group and Company's ability to continue as a going concern and have no reason to believe that the Group and Company will not remain a going concern in the year ahead.

SIGNED ON BEHALF OF THE BOARD OF DIRECTORS BY:

Olufemi Otedola, CON
Group Chairman
FRC/2013/IODN/00000002426
March 21, 2025

Adebowale Oyedeji
Group Managing Director
FRC/2024/PRO/DIR/003/450036
March 21, 2025

STATEMENT OF CORPORATE RESPONSIBILITY FOR THE SEPARATE AND CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2024

Further to the provisions of section 405 of the Companies and Allied Matters Act (CAMA), 2020, we, the Managing Director/CEO and Chief financial Officer, hereby certify the separate and consolidated financial statements of the First HoldCo Plc for the year ended 31 December 2024 as follows:

i. That we have reviewed the audited separate and consolidated financial statements of the Company and its Subsidiaries for the year ended 31 December 2024.

ii. That the audited separate and consolidated financial statements do not contain any untrue statement of material fact or omit to state a material fact which would make the statements misleading, in the light of the circumstances under which such statement was made.

iii. That the audited separate and consolidated financial statements and all other financial information included in the statements fairly present, in all material respects, the financial condition and results of operation of the Company and its Subsidiaries as of and for, the year ended 31 December 2024.

iv. That we are responsible for establishing and maintaining internal controls and have designed such internal controls to ensure that material information relating to the Company and its subsidiaries is made known to us by other officers of the companies, during the year end 31 December 2024

v. That there were no significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of our evaluation, including any corrective action with regard to significant deficiencies and material weakness.

vi. That we have disclosed the following information to the Group's Auditors and Audit Committee:

(a) Significant deficiencies in the design or operation of internal controls which could adversely affect the Group's ability to record, process, summarise and report financial data, and have identified for the Group's auditors any material weaknesses in internal controls, and

(b) there is no fraud that involves management or other employees who have a significant role in the Group's internal control.

Adebowale Oyedeji
Group Managing Director
FRC/2024/PRO/DIR/003/450036
March 21, 2025

Oyewale Ariyibi
Executive Director/CFO
FRC/2013/ICAN/00000001251
March 21, 2025

STATEMENT OF COMPLIANCE WITH NIGERIAN EXCHANGE (NGX) LISTING RULES ON SECURITIES TRADING POLICY

In line with Section 14.4 of the Nigerian Exchange (NGX) Amendments to the Listing Rules (Rules), we wish to state that we have adopted a code of conduct regarding securities transactions by our directors and it is in line with the required standard set out in the Rules.

The First HoldCo Plc.'s Securities Trading Policy (Policy) is embedded in the Board-approved Group Disclosure Policy and having made specific enquiry of all our directors regarding compliance with the Policy, we hereby confirm to the best of our knowledge that our Board of Directors are in compliance with our Securities Trading Policy and the provisions of the Rules on Securities Trading.

Olufemi Otedola	**Adewale Arogundade**
Group Chairman	Company Secretary
FRC/2013/IODN/00000002426	FRC/2014/NBA/00000006810
March 21, 2025	March 21, 2025

First HoldCo Plc - RC 916455
Samuel Asabia House (11th Floor)
35, Marina, Lagos
234 1 9052000
firstholdcohelpdesk@first-holdco.com

REPORT OF THE AUDIT COMMITTEE

In compliance with Section 404 of the Companies and Allied Matters Act 2020, we have reviewed the Audit Report for the year ended December 31, 2024 and hereby state as follows:

1. The scope and planning of the audit were adequate in our opinion.

2. The accounting and reporting policies of the Company conformed to statutory requirements and agreed ethical practices.

3. The internal control was being constantly and effectively monitored.

4. The external auditor's management report received satisfactory response from Management.

5. The Committee reviewed the Audit Report on insider-related party transactions and is satisfied with their status as required by Central Bank of Nigeria (CBN).

Dated March 21, 2025

Mr. Vitalis Anyiam
Chairman, Audit Committee
FRC/2014/PRO/00000010484

Members of the Committee

Mr. Vitalis Anyiam
Mrs. Hauwa Umar, FCA
Mr. Mathew Akinlade, FCA
Dr. (Sir) Peter Aliogo
Dr. Julius Omodayo-Owotuga

Certification Pursuant to Section 60 of the Investment and Securities Act, 2007

I, Adebowale Oyedeji, certify that:

a) I have reviewed the Report on the Effectiveness of Internal Control over Financial Reporting as of 31 December 2024 of First HoldCo Plc ("the Company") and its subsidiaries (together "the Group");
b) Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
c) Based on my knowledge, the separate and consolidated financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the entity as of, and for, the periods presented in this report;
d) The Group's other certifying officer and I:
   1) are responsible for establishing and maintaining internal controls;
   2) have designed such internal controls and procedures, or caused such internal controls and procedures to be designed under our supervision, to ensure that material information relating to the Company, and its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
   3) have designed such internal control system, or caused such internal control system to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS Accounting Standards;
   4) have evaluated the effectiveness of the Group's internal controls and procedures as of a date within 90 days prior to the report and presented in this report our conclusions about the effectiveness of the internal controls and procedures, as of the end of the period covered by this report based on such evaluation.
e) The Group's other certifying officer and I have disclosed, based on our most recent evaluation of internal control system, to the Company's auditors and the Board audit committee:
   1) All significant deficiencies or and that there are no material weaknesses in the design or operation of the internal control system which are reasonably likely to adversely affect the Group's ability to record, process, summarize and report financial information; and
   2) That there is no fraud, whether or not material, that involves management or other employees who have a significant role in the Group's internal control system.
f) The Group's other certifying officer and I have identified, in the report whether or not there were significant changes in internal controls or other facts that could significantly affect internal controls subsequent to the date of our evaluation.

Name: Adebowale Oyedeji
Designation: Group Managing Director
FRC No: FRC/2024/PRO/DIR/003/450036

Signature: ______________________

Date: March 21, 2025

Certification Pursuant to Section 60 of the Investment and Securities Act, 2007

I, Oyewale Ariyibi, certify that:

a) I have reviewed the Report on the Effectiveness of Internal Control over Financial Reporting as of 31 December 2024 of First HoldCo Plc ("the Company") and its subsidiaries (together "the Group");
b) Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
c) Based on my knowledge, the separate and consolidated financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the entity as of, and for, the periods presented in this report;
d) The Group's other certifying officer and I:
    1) are responsible for establishing and maintaining internal controls;
    2) have designed such internal controls and procedures, or caused such internal controls and procedures to be designed under our supervision, to ensure that material information relating to the Company, and its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
    3) have designed such internal control system, or caused such internal control system to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS Accounting Standards;
    4) have evaluated the effectiveness of the Group's internal controls and procedures as of a date within 90 days prior to the report and presented in this report our conclusions about the effectiveness of the internal controls and procedures, as of the end of the period covered by this report based on such evaluation.
e) The Group's other certifying officer and I have disclosed, based on our most recent evaluation of internal control system, to the Company's auditors and the Board audit committee:
    1) All significant deficiencies and that there are no material weaknesses in the design or operation of the internal control system which are reasonably likely to adversely affect the Group's ability to record, process, summarize and report financial information; and
    2) That there is no fraud, whether or not material, that involves management or other employees who have a significant role in the Group's internal control system.
f) The Group's other certifying officer and I have identified, in the report whether or not there were significant changes in internal controls or other facts that could significantly affect internal controls subsequent to the date of our evaluation.

Name: Oyewale Ariyibi
Designation: Executive Director/CFO
FRC No: FRC/2013/ICAN/00000001251

Signature:___________________

Date: March 21, 2025

Certification Pursuant to Section 60 of the Investment and Securities Act, 2007

Report on the Effectiveness of Internal Control over Financial Reporting as of 31 December 2024

The management of First HoldCo Plc (“the Company”) is responsible for establishing and maintaining adequate internal control over financial reporting as required by the Investment and Securities Act 2007 and the Financial Reporting Council (Amendment) Act, 2023.

The management of First HoldCo Plc assessed the effectiveness of the internal control over financial reporting of the Company and its subsidiaries (together “the Group”) as of 31 December 2024 using the criteria set forth in Internal Control—Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission (“the COSO Framework”) and in accordance with the SEC Guidance on Implementation of Sections 60 – 63 of Investments and Securities Act, 2007.

As of 31 December 2024, the management First HoldCo Plc did not identify any material weakness in its assessment of internal control over financial reporting.

As a result, management has concluded that, as of 31 December 2024, the Group’s internal control over financial reporting was effective.

The Company’s independent auditor, KPMG Professional Services, who audited the separate and consolidated financial statements included in this Annual Report, issued an unmodified conclusion on the effectiveness of the Group’s internal control over financial reporting as of 31 December 2024 based on the limited assurance engagement performed by them. KPMG Professional Services’ limited assurance report appears in the Annual Report.

Changes in Internal Control Over Financial Reporting

There were no changes in our internal control over financial reporting that occurred subsequent to the date of our evaluation of the effectiveness of internal control over financial reporting that significantly affected, or are reasonably likely to significantly affect, the Group’s internal control over financial reporting.

Adebowale Oyedeji	Oyewale Ariyibi
Group Managing Director	Executive Director/CFO
FRC/2024/PRO/DIR/003/450036	FRC/2013/ICAN/00000001251

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Independent Auditor's Limited Assurance Report

To the Shareholders of First HoldCo Plc

Report on Limited Assurance Engagement Performed on Management's Assessment of Internal Control Over Financial Reporting

Conclusion

We have performed a limited assurance engagement on whether internal control over financial reporting of First HoldCo Plc ("the Company") and its subsidiaries (together "the Group") as of 31 December 2024 is effective in accordance with the criteria established in Internal Control - Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission ("the COSO Framework") and the Securities and Exchange Commission Guidance on Implementation of Sections 60 – 63 of Investments and Securities Act 2007.

Based on the procedures performed and evidence obtained, nothing has come to our attention to cause us to believe that the Group's internal control over financial reporting as of 17 April 2025 is not effective, in all material respects, in accordance with the criteria established in the COSO Framework and the Securities and Exchange Commission Guidance on Implementation of Sections 60 – 63 of Investments and Securities Act 2007.

Basis for conclusion

We conducted our engagement in accordance with International Standard on Assurance Engagements (ISAE) 3000 (Revised), *Assurance Engagements Other Than Audits or Reviews of Historical Financial Information* issued by the International Auditing and Assurance Standards Board (IAASB) and the Financial Reporting Council of Nigeria Guidance on Assurance Engagement Report on Internal Control over Financial Reporting. Our responsibilities are further described in the "Our responsibilities" section of our report.

We have complied with the independence and other ethical requirements of the International Code of Ethics for Professional Accountants *(including International Independence Standards)* issued by the International Ethics Standards Board for Accountants (IESBA).

Our firm applies International Standard on Quality Management (ISQM) 1, *Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements*, issued by the IAASB. This standard requires the firm to design, implement and operate a system of quality management, including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

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

Other matter

We have audited the separate and consolidated financial statements of First HoldCo Plc in accordance with the International Standards on Auditing, and our report dated 17 April 2025 expressed an unmodified opinion of those separate and consolidated financial statements.

Our conclusion is not modified in respect of this matter.

KPMG

Responsibilities for Internal Control over Financial reporting

The Board of Directors of First HoldCo Plc is responsible for maintaining effective internal control over financial reporting, and for its assessment of the effectiveness of internal control over financial reporting, included in the accompanying management's report. Our responsibility is to express a conclusion on the Group's internal control over financial reporting based on our assurance engagement.

Our responsibilities

The Financial Reporting Council of Nigeria Guidance on Assurance Engagement Report on Internal Control over Financial Reporting ("the Guidance") requires that we plan and perform the assurance engagement and provide a limited assurance report on the Group's internal control over financial reporting based on our assurance engagement.

Summary of the work we performed as the basis for our conclusion

We exercised professional judgment and maintained professional skepticism throughout the engagement. As prescribed in the Guidance, the procedures we performed included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. Our engagement also included performing such other procedures as we considered necessary in the circumstances. We believe the procedures performed provide a basis for our report on the internal control put in place by management over financial reporting.

The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

Definition and Limitations of Internal Control Over Financial reporting

A company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that:

(i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

(iii) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect all misstatements. Furthermore, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Kabir Okunlola, FCA
FRC/2012/ICAN/00000000428
For: KPMG Professional Services
Chartered Accountants
17 April 2025
Lagos, Nigeria

KPMG Professional Services
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Lagos

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INDEPENDENT AUDITOR'S REPORT

To the Shareholders of First HoldCo Plc.

Report on the Audit of the Separate and Consolidated Financial Statements

Opinion

We have audited the separate and consolidated financial statements of First HoldCo Plc ("the Company") and its subsidiaries (together, "the Group"), which comprise:

- the separate and consolidated statements of financial position as at 31 December 2024;
- the separate and consolidated statements of profit or loss;
- the separate and consolidated statements of other comprehensive income;
- the separate and consolidated statements of changes in equity;
- the separate and consolidated statements of cash flows for the year then ended; and
- the notes, comprising material accounting policies and other explanatory information.

In our opinion, the accompanying separate and consolidated financial statements give a true and fair view of the separate and consolidated financial position of the Company and its subsidiaries as at 31 December 2024, and of its separate and consolidated financial performance and its separate and consolidated cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IFRS Accounting Standards) and in the manner required by the Companies and Allied Matters Act (CAMA), 2020 and the Financial Reporting Council of Nigeria (Amendment) Act, 2023, the Banks and Other Financial Institutions Act, 2020 and relevant Central Bank of Nigeria (CBN) Guidelines and Circulars.

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 separate and consolidated Financial Statements* section of our report. We are independent of the Group and Company in accordance with International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code)* together with the ethical requirements that are relevant to our audit of the separate and consolidated financial statements in Nigeria and we have fulfilled our other ethical responsibilities in accordance with these requirements and 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

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

A. Expected Credit Loss (ECL) Allowance on Loans and Advances to Customers

The key audit matter

The ECL allowance on loans and advances for corporate and retail loans is considered to be of most significance in the audit due to the level of subjectivity inherent in estimating the key assumptions that impact the recoverability of loan balances in arriving at the level of impairment allowance required.

The Group uses an Expected Credit Loss (ECL) model to determine the impairment allowance for loans and advances to customers. The determination of impairment allowance using the ECL model is inherently a significant area for the Group and requires the application of certain judgements, assumptions and estimates of financial indices. These indices are estimated from historical financial data obtained within and outside the Group.

The Group's ECL model includes certain judgements and assumptions in determining the impairment allowances of loan and advances comprising the:

- determination of default;
- assessment of significant increase in credit risk (SICR);
- incorporation of forward-looking information based on the economic scenarios within the model;
- determination of the 12 month and lifetime probability of default (PD) used in the ECL model;
- determination of the Exposure at Default (EAD) based on the discounted future cash flows at the reporting date; and rate of recovery on the loans that are past due and in default;
- Credit Conversion Factor (CCF) applied in modelling the EAD for undrawn commitments; and
- estimation of the Loss Given Default (LGD) based on collateral values and other cash flows.

How the matter was addressed in our audit

Our audit procedures in this area included the following:

- we evaluated the design and implementation of the key controls over the impairment determination process such as the Group's assessment of ECL allowance on loans and advances to customers and review of relevant data elements used in the calculation of expected credit losses including evaluation of ECL impairment computation.
- we assessed the Group's default definition and other qualitative default indicators by agreeing it to the requirements of the relevant accounting standards.
- we tested the appropriateness of the Group's determination of SICR, defaults and the resultant classification of loans into stages on a sample basis by evaluating customer files for the terms of the loans and account statements for due and unpaid obligations
- assisted by our Financial Risk Management specialists, we tested the key data and assumptions inputted into the ECL model used by the Group. Other procedures performed included the following:
  i. we challenged the appropriateness and reasonableness of the ECL methodology by considering whether it reflects unbiased and probability-weighted amounts that are determined by evaluating a range of possible outcomes, the time value of money, reasonable and supportable information at the reporting date about past events, current conditions and forecasts of future economic conditions.
  ii. for forward-looking assumptions comprising Real Gross Domestic Product (GDP), crude oil price, and NGX All Share Index (ASI) used, we corroborated the Group's assumptions using publicly available information from external sources and assessed for appropriateness in the Group's circumstances;
  iii. we evaluated the appropriateness of the basis of determining Exposure at Default, including the contractual cash flows, outstanding loan balance, loan repayment type, loan tenor and effective interest rate by agreeing them to source documents and performing a recomputation on a sample basis;

iv. we assessed the CCF applied in modelling the EAD for undrawn commitments by evaluating the Group's computation is consistent with the portfolio segmentation;
v. for PD used in the ECL calculation, we inspected the model used for its calculation and assessed the completeness and accuracy of the data used for default and nondefault categories for corporate and retail loans;
vi. we evaluated the calculation of the LGD used by the Group in the ECL calculations, including the appropriateness of the use of collateral, by recomputing the LGD, cashflow validation and assessing the haircuts applied by the Group on the recoverability of collateral considering the current economic conditions. On a sample basis, we challenged the valuation of collaterals applied in the ECL computations by evaluating the competence of the valuers, and assessing the market value of the collaterals to other independent publicly available information;
vii. we assessed how the Group has treated restructured loans based on changes to cashflow characteristic of customers and the related impact on staging and SICR, to evaluate consistency with the requirements of the relevant accounting standards;
viii. we independently re-performed the calculation of impairment allowance for loans and advances

The Group's accounting policy on impairment, related disclosures on credit risk and significant accounting judgements, estimates and assumptions, and note on impairment charge on financial instruments are shown in notes 2.10.1(e), 3, 5, and 9, respectively.

B. Valuation of Derivatives

The key audit matter

The Group's derivative instruments comprise foreign currency swaps, put options, cross-currency interest rate swaps, foreign exchange futures and foreign exchange forward contracts, which are used to manage foreign exchange risk. Estimating the fair value of the derivative instrument is a complex valuation methodology involving multiple inputs, including discount rates, foreign exchange rates, earning yields, adjustments and other estimates. Consequently, we have determined the valuation of derivatives to be a key audit matter.

How the matter was addressed in our audit

Our audit procedures in this area included the following:

- we evaluated the design, implementation and operating effectiveness of key controls over the inputs used in determining the Group's valuation of derivative instruments
- we inspected derivative contracts on a sample basis to substantiate the terms of the respective transactions.
- assisted by our Valuation specialist, we performed the following procedures:
  - evaluated the appropriateness of the methodology and assumptions used by the Group, including volatilities in determining fair value and accounting for the derivative positions to assess whether the valuation model used by the Group was in line with acceptable market practice.
  - inspected the inputs used in the valuation model, such as discount rates, forward exchange rates and yields by obtaining quoted rates and compared these rates to the mark-to-market rates; and
  - independently developed a range estimate of the fair value of the derivatives assets and liabilities.

The Group's accounting policy on derivative instruments and relevant financial risk disclosures are shown in Notes 2.10, 3,and 23, respectively.

Other Information
The Directors are responsible for the other information. The other information comprises the Directors and Advisors, Directors' Report, Statement of Directors' Responsibilities, Statement of Corporate Responsibility, Statement of Compliance with the Nigerian Exchange Listing Rules on Securities Trading Policy, Report of the Board Audit Committee, Management Certification of Internal Control Over Financial Reporting, Report on the Effectiveness of Internal Control over Financial Reporting and Other National disclosures which we obtained prior to the date of the auditor's report, but does not include the separate and consolidated financial statements and our auditor's report thereon. Other information also includes the Strategic reports, Corporate Responsibility and Sustainability reports, Governance reports, Risk Overview reports and Shareholder information together the "Outstanding Reports" which are expected to be made available to us after that date.

Our opinion on the separate and consolidated financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the separate and consolidated financial statements, our responsibility is to read the other information identified above and in doing so, consider whether the other information is materially inconsistent with the separate and consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we have obtained prior to the date of this auditors' report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

When we read the Outstanding Reports, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of the Directors for the Separate and Consolidated Financial Statements
The Directors are responsible for the preparation of separate and consolidated financial statements that give a true and fair view in accordance with IFRS Accounting Standards and in the manner required by the Companies and Allied Matters Act (CAMA), 2020 and the Financial Reporting Council of Nigeria (Amendment) Act, 2023, the Banks and Other Financial Institutions Act, 2020 and relevant Central Bank of Nigeria (CBN) Guidelines and Circulars and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the separate and consolidated financial statements, the directors are responsible for assessing the Group and Company'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 the directors either intend to liquidate the Group and Company or to cease operations, or have no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Separate and Consolidated Financial Statements
Our objectives are to obtain reasonable assurance about whether the separate and consolidated 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 these 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 separate and consolidated 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 Group and Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness 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 Group and Company'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 separate and consolidated 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 Group and Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the separate and consolidated financial statements, including the disclosures, and whether the separate and consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the Group financial statements. We are responsible for the direction, supervision and review of the audit work performed for the purpose of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the Board of Directors and Board Audit Committee 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.

We also provide the Board of Directors and Board Audit Committee with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the Board of Directors and Board Audit Committee, we determine those matters that were of most significance in the audit of the separate and consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

Compliance with the requirements of Schedule 5 of the Companies and Allied Matters Act (CAMA), 2020.

i. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.

ii. In our opinion, proper books of account have been kept by the Company, so far as appears from our examination of those books.

iii. The Company's statement of financial position, statement of profit or loss and statement of other comprehensive income are in agreement with the books of account and returns.

Compliance with Section 26 (3) of the Banks and Other Financial Institutions Act, 2020 and Central Bank of Nigeria circular BSD/1/2004

i. The Group paid penalties in respect of contravention of the Banks and Other Financial Institutions Act, 2020 during the year ended 31 December 2024 as disclosed in Note 47 to the separate and consolidated financial statements.

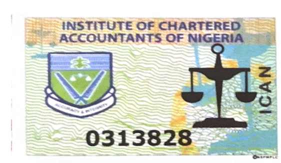
ii. Related party transactions and balances are disclosed in Note 45 to the separate and consolidated financial statements in compliance with the Central Bank of Nigeria circular BSD/1/2004.

Compliance with FRC Guidance on Assurance Engagement Report on Internal Control over Financial Reporting

In accordance with the requirements of the Financial Reporting Council of Nigeria, we performed a limited assurance engagement and reported on management's assessment of the Group's internal control over financial reporting as of 31 December 2024. The work performed was done in accordance with ISAE 3000 (Revised) *Assurance Engagements Other Than Audits or Reviews of Historical Financial Information* and the FRC Guidance on Assurance Engagement Report on Internal Control over Financial Reporting. We have issued an unmodified conclusion in our report dated 17 April 2025. That report is included in of the Annual Report.

Signed:

Kabir O. Okunlola, FCA
FRC/2012/ICAN/00000000428
For: KPMG Professional Services
Chartered Accountants
17 April 2025
Lagos, Nigeria



First HoldCo Plc.

SEPARATE AND CONSOLIDATED STATEMENT OF PROFIT OR LOSS

FOR THE YEAR ENDED

	Note	GROUP 31 December 2024 N 'million	GROUP 31 December 2023 N 'million	COMPANY 31 December 2024 N 'million	COMPANY 31 December 2023 N 'million
Continuing operations					
Interest income	7	2,397,428	936,682	6,009	3,379
Interest expense	8	(996,119)	(390,394)	(8)	(6)
Net interest income		**1,401,309**	**546,288**	**6,001**	**3,373**
Impairment charge on financial instruments	9	(426,294)	(224,948)	(3)	-
Net interest income after impairment charge for losses		**975,015**	**321,340**	**5,998**	**3,373**
Fee and commission income	10a	304,498	220,328	-	-
Fee and commission expense	10b	(59,609)	(33,256)	-	-
Net Fee and commission income		**244,889**	**187,072**	**-**	**-**
Foreign exchange (loss)/gain	11	(64,945)	(334,230)	1,164	787
Net (losses)/gains on sale of investment securities	12	(48,059)	34,848	21	(50)
Net gains/(losses) from financial instruments at FVTPL	13	549,989	678,432	4	(379)
Dividend income	14	10,657	5,742	27,090	17,160
Other operating income	15	62,546	19,151	(94)	123
Personnel expenses	16	(308,472)	(175,901)	(2,952)	(2,194)
Depreciation of property and equipment	30	(44,384)	(29,053)	(370)	(326)
Amortisation of intangible assets	31	(17,598)	(13,825)	-	-
Operating expenses	17	(563,706)	(338,248)	(4,600)	(3,302)
Operating profit		**795,932**	**355,328**	**26,261**	**15,192**
Share of profit of associates	27ii	535	820	-	-
Profit before income tax and minimum tax		**796,467**	**356,148**	**26,261**	**15,192**
Minimum tax	18a(ii)	(14,584)	(8,282)	(36)	(21)
Profit before income tax		**781,883**	**347,866**	**26,225**	**15,171**
Income tax expense	18a(ii)	(118,393)	(39,433)	(1)	(1)
PROFIT FOR THE YEAR FROM CONTINUING OPERATIONS		**663,490**	**308,433**	**26,224**	**15,170**
Discontinued operations					
Profit for the year from discontinued operations	29	13,515	1,937	-	-
PROFIT FOR THE YEAR		**677,005**	**310,370**	**26,224**	**15,170**
Profit attributable to:					
Owners of the parent		670,799	308,203	26,224	15,170
Non-controlling interests		6,206	2,167	-	-
		677,005	310,370	26,224	15,170
Earnings per share for profit attributable to owners of the parent					
Basic earnings per share (kobo):	50				
From continuing operations		1,831	853	73	42
From discontinued operations		38	6	-	-
From profit for the year		1,869	859	73	42

The accompanying notes are an integral part of the separate and consolidated financial statements.

First HoldCo Plc.

SEPARATE AND CONSOLIDATED STATEMENT OF OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED

	Note	GROUP 31 December 2024 N 'million	GROUP 31 December 2023 N 'million	COMPANY 31 December 2024 N 'million	COMPANY 31 December 2023 N 'million
PROFIT FOR THE YEAR		**677,005**	**310,370**	**26,224**	**15,170**
Other comprehensive income:					
Items that may be subsequently reclassified to profit or loss					
From continuing operations					
Movement in fair value reserves (FVOCI debt instruments):					
-Net changes in fair value		(93,217)	31,072	(635)	185
-Net reclassified (loss)/ gains to profit or loss		(3,792)	5,239	-	-
Foreign operations - foreign currency translation differences		336,640	299,368	-	-
From discontinued operations					
Net losses on debt instruments at fair value through other comprehensive income		(1,097)	(3,436)	-	-
Items that will not be reclassified to profit or loss					
From continuing operations					
Equity investments at FVTOCI- net changes in fair value		157,049	168,463	-	-
Remeasurement of defined benefit pension scheme	38	764	(1,409)	-	-
Effects of hyperinflation		(8,946)	(43,851)	-	-
Related taxes		(1,735)	3,411	-	-
Other comprehensive income/(loss) for the year		**385,666**	**458,857**	**(635)**	**185**
COMPREHENSIVE INCOME FOR THE YEAR		**1,062,671**	**769,227**	**25,589**	**15,355**
Comprehensive income attributable to:					
Owners of the parent		1,038,287	752,896	25,589	15,355
Non-controlling interests		24,384	16,331	-	-
		1,062,671	**769,227**	**25,589**	**15,355**
Total comprehensive income attributable to owners of the parent arises from :					
Continuing operations		1,025,695	754,345	25,589	15,355
Discontinued operations		12,592	(1,449)	-	-
		1,038,287	**752,896**	**25,589**	**15,355**

The accompanying notes are an integral part of the separate and consolidated financial statements.

First HoldCo Plc.

SEPARATE AND CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT	Note	GROUP 31 December 2024 N 'million	GROUP 31 December 2023 N 'million	COMPANY 31 December 2024 N 'million	COMPANY 31 December 2023 N 'million
ASSETS					
Cash and balances with central banks	19	4,415,186	2,572,363	-	-
Loans and advances to banks	21	3,302,480	2,053,230	23,269	16,523
Loans and advances to customers	22	8,767,888	6,359,294	178	269
Financial assets at fair value through profit or loss	23	443,567	748,785	-	504
Investment securities	24	6,536,395	2,797,620	14,504	6,959
Assets pledged as collateral	25	1,069,225	1,519,094	-	-
Other assets	26	1,139,720	600,927	24,138	17,661
Investments in associates accounted for using the equity method	27	2,540	2,005	-	-
Investment in subsidiaries	28	-	-	264,188	262,671
Property and equipment	30	222,164	161,677	545	948
Intangible assets	31	40,138	33,557	-	-
Deferred tax assets	32	53,706	55,895	-	-
		25,993,009	16,904,447	326,822	305,535
Assets held for sale	29	531,209	33,237	-	-
Total assets		**26,524,218**	**16,937,684**	**326,822**	**305,535**
LIABILITIES					
Deposits from banks	33	2,922,432	1,803,182	-	-
Deposits from customers	34	17,170,690	10,663,346	-	-
Financial liabilities at fair value through profit or loss	23a	50,256	143,470	-	-
Financial liabilities at amortized cost	35	198,188	-	-	-
Current tax liabilities	18b	122,563	52,662	49	29
Other liabilities	36	1,239,125	1,261,833	29,077	19,041
Borrowings	37	1,559,353	1,250,827	-	-
Retirement benefit obligations	38	8,640	8,036	-	-
Deferred tax liabilities	32	11,645	5,524	-	-
		23,282,892	15,188,880	29,126	19,070
Liabilities held for sale	29	445,992	1,783	-	-
Total liabilities		**23,728,884**	**15,190,663**	**29,126**	**19,070**
EQUITY					
Share capital	39	17,948	17,948	17,948	17,948
Share premium	40	233,392	233,392	233,392	233,392
Retained earnings	40	1,116,309	588,967	48,480	36,614
Statutory reserve	40	332,091	211,935	-	-
Capital reserve	40	-	-	10	10
Small scale investment reserve	40	6,076	6,076	-	-
Fair value reserve	40	356,675	300,888	(2,134)	(1,499)
Regulatory risk reserve	40	22,670	20,501	-	-
Foreign currency translation reserve	40	657,346	338,871	-	-
		2,742,507	1,718,578	297,696	286,465
Non-controlling interests	41	52,827	28,443	-	-
Total equity		**2,795,334**	**1,747,021**	**297,696**	**286,465**
Total equity and liabilities		**26,524,218**	**16,937,684**	**326,822**	**305,535**

The separate and consolidated financial statements were approved and authorised for issue by the Board of Directors on March 21, 2025 and signed on its behalf by:

Olufemi Otedola, CON	**Adebowale Oyedeji**	**Oyewale Ariyibi**
Group Chairman	Group Managing Director	Executive Director/CFO
FRC/2013/IODN/00000002426	FRC/2024/PRO/DIR/003/450036	FRC/2013/ICAN/00000001251

The accompanying notes are an integral part of these separate and consolidated financial statements.

First HoldCo Plc.

SEPARATE STATEMENT OF CHANGES IN EQUITY

COMPANY	Share capital	Share premium	Retained earnings	Capital reserve	fair value reserve	Total
	Attributable to equity holders of the parent					
	N 'million	N 'million	N 'million	N 'million	N 'million	N 'million
Balance at 1 January 2023	17,948	233,392	39,391	10	(1,684)	289,057
Profit for the year	-	-	15,170	-	-	15,170
Other comprehensive income						
Fair value movements on financial assets	-	-	-	-	185	185
Total comprehensive income	-	-	15,170	-	185	15,355
Transactions with owners						
Dividends	-	-	(17,947)	-	-	(17,947)
Total transactions with Owners	-	-	(17,947)	-	-	(17,947)
At 31 December 2023	17,948	233,392	36,614	10	(1,499)	286,465
Balance at 1 January 2024	17,948	233,392	36,614	10	(1,499)	286,465
Profit for the year	-	-	26,224	-	-	26,224
Other comprehensive income						
Fair value movements on financial assets	-	-	-	-	(635)	(635)
Total comprehensive income	-	-	26,224	-	(635)	25,589
Transactions with owners						
Dividends	-	-	(14,358)	-	-	(14,358)
Total transactions with Owners	-	-	(14,358)	-	-	(14,358)
At 31 December 2024	17,948	233,392	48,480	10	(2,134)	297,696

The accompanying notes are an integral part of this separate and consolidated financial statements.

First HoldCo Plc.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

GROUP	Share capital	Share premium	Retained earnings	Capital reserve	Statutory reserve	Small scale investments reserve	Fair value reserve	Regulatory risk reserve	Foreign currency translation reserve	Total	Non-controlling interest	Total equity
	Attributable to equity holders of the parent											
	N 'million	**N 'million**	**N 'million**	**N 'million**	**N 'million**	**N 'million**	**N 'million**	**N 'million**	**N 'million**	**N 'million**	**N 'million**	**N 'million**
Balance at 1 January 2023	17,948	233,392	397,709	-	156,553	6,076	98,060	20,224	53,667	983,629	12,112	995,741
Profit for the year	-	-	308,203	-	-	-	-	-	-	308,203	2,167	310,370
Other comprehensive income												
Foreign operations- foreign currency translation differences	-	-	-	-	-	-	-	-	285,204	285,204	14,164	299,368
Net changes in fair value	-	-	-	-	-	-	27,636	-	-	27,636	-	27,636
Net reclassified gains to profit or loss	-	-	-	-	-	-	5,239	-	-	5,239	-	5,239
Equity investments at FVTOCI- net changes in fair value	-	-	-	-	-	-	168,463	-	-	168,463	-	168,463
Effects of hyperinflation	-	-	(43,851)	-	-	-	-	-	-	(43,851)	-	(43,851)
Remeasurement of defined benefit pension scheme	-	-	(1,409)	-	-	-	-	-	-	(1,409)	-	(1,409)
Related taxes	-	-	3,411	-	-	-	-	-	-	3,411	-	3,411
Total comprehensive income	-	-	266,354	-	-	-	201,338	-	285,204	752,896	16,331	769,227
Transfer between reserves	-	-	(57,149)	-	55,382	-	1,490	277	-	-	-	-
Transactions with owners										-		
Dividends	-	-	(17,947)	-	-	-	-	-	-	(17,947)	-	(17,947)
Total transactions with Owners	-	-	(17,947)	-	-	-	-	-	-	(17,947)	-	(17,947)
At 31 December 2023	17,948	233,392	588,967	-	211,935	6,076	300,888	20,501	338,871	1,718,578	28,443	1,747,021
Balance at 1 January 2024	17,948	233,392	588,967	-	211,935	6,076	300,888	20,501	338,871	1,718,578	28,443	1,747,021
Profit for the year	-	-	670,799	-	-	-	-	-	-	670,799	6,206	677,005
Other comprehensive income												
Foreign operations- foreign currency translation differences	-	-	-	-	-	-	-	-	318,475	318,475	18,165	336,640
Net changes in fair value	-	-	-	-	-	-	(94,327)	-	-	(94,327)	13	(94,314)
Net reclassified loss to profit or loss	-	-	-	-	-	-	(3,792)	-	-	(3,792)	-	(3,792)
Equity investments at FVTOCI- net changes in fair	-	-	-	-	-	-	157,049	-	-	157,049	-	157,049
Effects of hyperinflation	-	-	(8,946)	-	-	-	-	-	-	(8,946)		(8,946)
Remeasurement of defined benefit pension scheme	-	-	764	-	-	-	-	-	-	764	-	764
Related taxes	-	-	-	-	-	-	(1,735)			(1,735)		(1,735)
Total comprehensive income	-	-	662,617	-	-	-	57,195	-	318,475	1,038,287	24,384	1,062,671
Transfer between reserves	-	-	(120,917)	-	120,156	-	(1,408)	2,169	-	-	-	-
Transactions with owners												
Dividends	-	-	(14,358)		-	-	-	-	-	(14,358)	-	(14,358)
Total transactions with Owners	-	-	(14,358)	-	-	-	-	-	-	(14,358)	-	(14,358)
At 31 December 2024	17,948	233,392	1,116,309	-	332,091	6,076	356,675	22,670	657,346	2,742,507	52,827	2,795,334

The accompanying notes are an integral part of this separate and consolidated financial statements.

First HoldCo Plc.

SEPARATE AND CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED	Note	GROUP 31 December 2024 N 'million	GROUP 31 December 2023 N 'million	COMPANY 31 December 2024 N 'million	COMPANY 1 December 2023 N 'million
Operating activities					
Cash flow from/ (used in) operations	42	4,205,396	256,281	435	(3,397)
Income taxes paid	18b	(52,327)	(31,458)	-	-
Interest received	42b(xii)	1,851,686	1,269,409	4,796	3,447
Interest paid	42b(xiii)	(994,762)	(329,120)	-	-
Net cash from operating activities		5,009,993	1,165,112	5,231	50
Investing activities					
Purchase of investment securities	42b(v)	(2,439,458)	(1,464,155)	(12,808)	(3,602)
Proceeds from the sale of investment securities	42b(xviii)	958,620	1,213,682	6,405	1,103
Dividends received	42b(xiv)	10,657	5,742	21,752	18,780
Purchase of property and equipment	30	(95,001)	(43,637)	(175)	(584)
Purchase of intangible assets	31	(25,042)	(32,081)	-	-
Proceeds on disposal of property and equipment	42b(xi)	9,310	1,408	78	35
Net cash (used in)/ from investing activities		(1,580,914)	(319,041)	15,252	15,732
Financing activities					
Dividend paid	48	(14,358)	(17,947)	(14,358)	(17,947)
Proceeds from new borrowings	37	463,305	661,908	-	-
Repayment of borrowings	37	(1,093,926)	(676,475)	-	-
Proceeds from Financial liability at amortised cost	42b(xvii)	798,812	-	-	-
Repayment of Financial liability at amortised cost	42b(xvii)	(615,512)	-	-	-
Principal element of lease payments	30	(1,549)	(2,827)	-	-
Net cash used in financing activities		(463,228)	(35,341)	(14,358)	(17,947)
Increase/ (decrease) in cash and cash equivalents		2,965,851	810,730	6,125	(2,165)
Cash and cash equivalents at 1 January		2,682,586	1,862,451	16,523	18,331
Effect of exchange rate fluctuations on cash and cash equivalents held	20	57,239	9,405	621	357
Cash and cash equivalents at 31 December	20	5,705,676	2,682,586	23,269	16,523

The accompanying notes are an integral part of this separate and consolidated financial statements.

1 General information

These are the consolidated and separate financial statements of First HoldCo Plc. (the Company), and its subsidiaries (hereafter referred to as 'the Group'). The Registered office address of the Company is at 35 Marina, Samuel Asabia House, Lagos, Nigeria.

The principal activities of the Group are mainly the provision of commercial banking services, investment banking services, and provision of other financial servises and corporate banking.

The separate and consolidated financial statements for the year ended 31 December 2024 were approved and authorised for issue by the Board of Directors on March 21, 2025.

2 Basis of accounting

The Group’s separate and consolidated financial statements for the year ended 31 December, 2024 have been prepared in accordance with IFRS Accounting Standards as issued by the Internaltional Accounting Standard Board (IFRS Accounting Standards) and in the manner as required by the Companies and Allied Matters Act (CAMA), 2020 and the Financial Reporting Council of Nigeria (Amendment) Act, 2023, the Banks and Other Financial Institutions Act, 2020 and relevant Central Bank of Nigeria (CBN) Guidelines and Circulars.

The separate and consolidated financial statements comprise the separate and consolidated statement of profit or loss, separate and consolidated statement of comprehensive income, separate and consolidated statement of financial position, the separate and consolidated statement of changes in equity, separate and consolidated statement of cash flows and the related notes for the Group and the Company.

The separate and consolidated financial statements have been prepared in accordance with the going concern principle under the historical cost convention, modified to include fair valuation of particular financial instruments, to the extent required or permitted under IFRS accounting standards as set out in the relevant accounting policies.

The preparation of the separate and consolidated financial statements in conformity with IFRS accounting standards requires the use of certain critical accounting estimates. It also requires Directors to exercise judgement in the process of applying the accounting policies. Changes in assumptions may have a significant impact on the consolidated financial statements in the period the assumptions changed.

The Directors believe that the underlying assumptions are appropriate and that the separate and consolidated financial statements therefore present the financial position and results fairly. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the separate and consolidated financial statements, are disclosed in Note 5.

2.1 Basis of measurement

The separate and consolidated financial statements have been prepared in accordance with the going concern principle under the historical cost convention except the following:

- Derivative financial instruments which are measured at fair value.
- Financial assets measured at fair value through Profit or Loss
- Financial assets measured at fair value through other comprehensive income
- The liability for defined benefit obligations is recognized as the present value of the defined benefit obligation less the fair value of the plan assets.
- The plan assets for defined benefit obligations are measured at fair value.
    - consolidated subsidiaries in an hyper-inflationary economy remeasured to their inflation-adjusted amounts.
    - non-current assets held for sale measured at lower of carrying amount and fair value less costs to sell.

2.2 Changes in material accounting policy and disclosures

The Group does not have any changes in material accounting policies in the current annual reporting period.

2.2.1 New standards, interpretations and amendments to existing standards that are not yet effective

A number of new standards and amendments to standards are effective for annual periods beginning after 1 January 2024 and earlier application is permitted; however, except as stated in note 2.1, the Group and Bank have not yet adopted the new and amended standards in preparing these consolidated financial statements.

The following new and amended standards are not expected to have a significant impact on the Group's consolidated financial statements:

- Classification and Measurement of Financial Instruments (Amendments to IFRS 9 and IFRS 7)
In May 2024, the International Accounting Standards Board (IASB) issued Amendments to the classification and Measurement of Financial Instruments which amended IFRS 9 and IFRS 7.
The requirements will be effective for annual reporting periods beginning on or after 1 January 2026, with early application permitted, and are related to:

• settling financial liabilities using electronic payments system; and
• assessing contractual cash flow characteristics of financial assets, including those with sustainability-linked features.
The Group is in the process of assessing the impact of the new amendments.

'- Annual Improvements to IFRS Accounting Standards (Amendments to IFRS 1, IFRS 7, IFRS 9, IFRS 10 and IAS 7)

IFRS 7 Financial Instruments: Disclosures

1. Gain or loss on derecognition. The amendment addresses a potential confusion in paragraph B38 of IFRS 7 arising from an obsolete reference to a paragraph that was deleted from the standard when IFRS 13 Fair Value Measurement was issued.
2. Disclosure of deferred difference between fair value and transaction price. The amendment addresses an inconsistency between paragraph 28 of IFRS 7 and its accompanying implementation guidance that arose when a consequential amendment resulting from the issuance of IFRS 13 was made to paragraph 28, but not to the corresponding paragraph in the implementation guidance.
3. Introduction and credit risk disclosures. The amendment addresses a potential confusion by clarifying in paragraph IG1 that the guidance does not necessarily illustrate all the requirements in the referenced paragraphs of IFRS 7 and by simplifying some explanations.

IFRS 9 Financial Instruments

1. Initial measurement of trade receivables. The amendments remove the conflict between IFRS 9 and IFRS 15 over the amount at which a trade receivable is initially measured. Under IFRS 15, a trade receivable may be recognised at an amount that
differs from the transaction price – e.g. when the transaction price is variable. Conversely, IFRS 9 requires that companies initially measure trade receivables without a significant financing component at the transaction price.
The IASB has amended IFRS 9 to require companies to initially measure a trade receivable without a significant financing component at the amount determined by applying IFRS 15.
Amendment on trade receivables could prompt accounting policy change.
2. Derecognition of a lease liability. If a lease liability is derecognised, then the derecognition is accounted for under IFRS 9. However, when a lease liability is modified, the modification is accounted for under IFRS 16 Leases.
The IASB's amendment states that when lease liabilities are derecognised under IFRS 9, the difference between the carrying amount and the consideration paid is recognised in profit or loss. These amendments are effective for annual periods beginning on or after 1 January 2026 is not expected to have a significant impact on the Group's consolidated financial statements

IFRS 10 Consolidated financial statements

The amendment addresses a potential confusion arising from an inconsistency between paragraphs B73 and B74 of IFRS 10 related to an investor determining whether another party is acting on its behalf by aligning the language in both paragraphs.

IAS 7 Statement of Cash Flows

This amendment replaces the term 'cost method' in paragraph 37 of IAS 7 with 'at cost'

These amendments are effective for annual periods beginning on or after 1 January 2026 is not expected to have a significant impact on the Group's consolidated financial statements

- IFRS 18 Presentation and Disclosures in Financial Statements

IFRS 18 will replace IAS 1 Presentation of Financial Statements and applies for annual reporting periods beginning on or after 1 January 2027. The new standard introduces the following key new requirements.
• Entities are required to classify all income and expenses into five categories in the statement of profit or loss, namely the operating, investing, financing, discontinued operations and income tax categories. Entities are also required to present a newly-defined operating profit subtotal. Entities' net profit will not change.
• Management-defined performance measures (MPMs) are disclosed in a single note in the financial statements.
• Enhanced guidance is provided on how to group information in the financial statements.

In addition, all entities are required to use the operating profit subtotal as the starting point for the statement of cash flows when presenting operating cash flows under the indirect method.
The Group is still in the process of assessing the impact of the new standard, particularly with respect to the structure of the Group's statement of profit or loss, the statement of cash flows and the additional disclosures required for MPMs. The Group is also assessing the impact on how information is grouped in the financial statements, including for items currently labelled as 'other'.

- Other accounting standards
The Lack of Exchangeability (Amendments to IAS 21) effective for the financial year commencing 1 January 2025 is not expected to have a significant impact on the Group's consolidated financial statements

2.3 Material accounting policies

The accounting policies set out below have been consistently applied to all periods presented in these consolidated and separate financial statements, except if mentioned otherwise.

2.3.1 Basis of consolidation

a. Business combinations
The Group accounts for business combinations using the acquisition method when the acquired set of activities and assets meets the definition of a business and control is transferred to the Group (see 2.3b).

In determining whether a particular set of activities and assets is a business, the Group assesses whether the set of assets and activities acquired includes, at a minimum, an input and subtantive process and whether the acquired set has the abilitiy to produce outputs.

The Group has an option to apply a "concentration test" that permits a simplified assessment of whether an acquireid set of activities and assets is not a business. The optional concentration test is met if substantially all of the fair value of the gross assets acquired is concentrated in a single identifiable asset or group of similar identifiable assets.

The consideration transferred in the acquisition is generally measured at fair value, as are the identifiable net assets acquired. Any goodwill that arises is tested annually for impairment. Any gain on a bargain purchase is recognised in profit or loss immediately. Transaction costs are expensed as incurred, except if related to the issue of debt or equity securities.

The consideration transferred does not include amounts related to the settlement of pre-exiting relationships. Such amounts are generally recognised in profit or loss.

Any contigent consideration is measured at fair value at the date of acquisiton. If an obligation to pay contigent consideration that meets the definition of a financial instrument is classified as equity, then it is not remeasured and settlement is accounted for within the equity. Otherwise, other contigent consideration is remeasured at fair value ar each reporting date and subsequent changes in the fair value of the contingent consideration are recognised in profit or loss.

b. Subsidiaries
Subsidiaries are entities controlled by the Group. The Group controls an entity if it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The Group reassesses whether it has control if there are changes to one or more of the elements of controls. This includes circumstances in which protective rights held (e.g those resulting from a lending relatonship) become substantive and lead to the Group having power over an investee.

The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

c. Non-controlling interests
Non-controlling interests are measured initially at their proportionate share of the acquiree's identifiable net assets at the date of acquisition.
Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

d. Changes in ownership interests in subsidiaries without change of control.
Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions – that is, as transactions with the owners in their capacity as owners. The difference between fair value of any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

e. Loss of control
When the Group loses control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any resulting gain or loss is recognised in profit or loss or transferred directly to retained earnings, amounts recognised in OCI in relation to the subsidiary on the same basis as would be required if the parent had directly disposed of the related assets or liabilities. Any interest retained in the former subsidiary is measured at fair value when control is lost.

f. Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income and expenses (except for foreign currency transaction gains or losses) arising from intra-group transactions, are elminated. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

g. Associates

Associates are all entities over which the group has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights. Investment in associates is measured at cost in the separate financial statements of the investor. Investments in associates are accounted for using the equity method of accounting in the Consolidated financial statements of the Group. Under the equity method, the investment is initially recognised at cost, and the carrying amount is increased or decreased to recognise the investor's share of the profit or loss of the investee after the date of acquisition. The group's investment in associates includes goodwill identified on acquisition.

If the ownership interest in an associate is reduced but significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income is reclassified to profit or loss where appropriate.

The Group's share of post-acquisition profit or loss is recognised in the income statement, and its share of post-acquisition movements in other comprehensive income is recognised in other comprehensive income with a corresponding adjustment to the carrying amount of the investment. When the Group's share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the Group does not recognise further losses, unless it has incurred legal or constructive obligations or made payments on behalf of the associate.

The Group determines at each reporting date whether there is any objective evidence that the investment in an associate is impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value and recognises the amount adjacent to share of profit/(loss) of associates in the income statement.

h. Investment entities

Some of the entities within the Group are investment entities. Equity investments held by these entities in the investee companies are recognised in the statement of financial position at fair value through profit or loss even though the Group may have significant influence over those companies. This treatment is permitted by IAS 28, *Investment in associates*, which allows investments that are held by Investment Entities to be recognised and measured as at fair value through profit or loss and accounted for in accordance with IFRS 9 and IFRS 13, with changes in fair value recognised in the income statement in the period of the change.

When an entity ceases to be an investment entity, the Group applies IFRS 3 to any subsidiary that was previously measured at fair value through profit or loss.

2.4 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors.
All transactions between business segments are conducted at arm's length, with inter-segment revenue and expenditure eliminated at the Group. Income and expenses directly associated with each segment is included in determining the segment's performance.

2.5 Common control transactions

A business combination involving entities or businesses under common control is excluded from the scope of IFRS 3 Business Combinations. The exemption is applicable where the combining entities or businesses are controlled by the same party both before and after the combination. Where such transactions occur, the Group, in accordance with IAS 8, uses its judgment in developing and applying an accounting policy that is relevant. In making this judgment, directors consider the requirements of IFRS dealing with similar and related issues and the definitions, recognition criteria and measurement concepts for assets, liabilities, income and expenses in the framework.

Directors also consider the most recent pronouncements of other standard setting bodies that use a similar conceptual framework to develop accounting standards, to the extent that these do not conflict with the IFRS Framework or any other IFRS standards or interpretation.

Accordingly, the Group's policy is that the assets and liabilities of the business transferred are measured at their existing book value in the consolidated financial statements of the parent, as measured under IFRS. The Company incorporates the results of the acquired businesses only from the date on which the business combination occurs.

2.6 Foreign currency transactions

a. *Functional and presentation currency*

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency').

The separate and consolidated financial statements are presented in Nigerian Naira which is the group's presentation currency.

b. *Transactions and balances*

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re- measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement.

Changes in the fair value of monetary securities denominated in foreign currency classified as fair value through other comprehensive income (FVOCI) are analysed between translation differences resulting from changes in the amortised cost of the security and other changes in the carrying amount of the security. Translation differences related to changes in amortised cost are recognised in profit or loss, and other changes in carrying amount are recognised in other comprehensive income.

Translation differences on non-monetary financial assets and liabilities such as equities held at fair value through profit or loss are recognised in profit or loss as part of the fair value gain or loss. Translation differences on non-monetary financial assets, such as equities classified as FVOCI, are included in other comprehensive income.

c. *Foreign operations*

The results and financial position of all the group entities which have functional currency different from the Group's presentation currency, are translated into the Group's presentation currency as follows:

• assets and liabilities of each foreign operation are translated at the rates of exchange ruling at the reporting date;

• income and expenses of each foreign operation are translated at the average exchange rate for the period, unless this average is not a reasonable approximation of the rate prevailing on transaction date, in which case income and expenses are translated at the exchange rate ruling at transaction date; and

• all resulting exchange differences are recognised in other comprehensive income.

d. Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate . Exchange differences arising are recognised in other comprehensive income.

e. *Hyperinflationary Accounting - Subsidiaries in hyperinflationary economies*
The financial of the subsidiaries whose functional currencies are the currencies of hyperinflationary economies are adjusted in terms of the measuring unit at the end of the reporting period following the historic cost approach. However, as the presentation currency of the Group is that of a non-hyperinflationary economy, comparative amounts are not adjusted for changes in the index in the current year.

The carrying amounts of non-monetary assets and liabilities of the subsidiaries are adjusted to reflect the change in the general price index from the date of acquisition to the end of the reporting period. All items recognised in the income statement are restated by applying the change in the general price index from the dates when the items of income and expenses were initially earned or incurred. On initial application of hyperinflation, prior year gains and losses are recognised directly in equity. However, the gains or losses on the net monetary position for the current year are recognised in profit or loss.

At the beginning of the first year of application, the subsidiaries' components of equity, except retained earnings, are restated by applying a general price index from the dates the components were contributed or otherwise arose. These restatements are recognised directly in equity as an adjustment to opening retained earnings. Restated retained earnings are derived from all other amounts in the restated statement of financial position. At the end of the first year and in subsequent years, all components of equity are restated by applying a general price index from the beginning of the year or the date of contribution, if later. All items in the statement of cash flows are expressed in terms of the general price index at the end of the reporting period.

2.7 Income tax expense

Current income tax

Current income tax consists of Company Income Tax, Education tax, National Information Technology Development Agency levy (NITDA) and Nigeria Police Trust Fund (PTF) levy. Company Income tax is assessed at 30% statutory rate of total profit whereas Education tax is computed as 3% of assessable profit, NITDA levy is a 1% levy on Profit Before Tax, and PTF levy is 0.005% of the net profit (defined as profit after tax). The PTF levy is charged on the net profit of the company for the year and therefore falls within the scope of IAS 12 which deals with taxes levied on a net rather than on a gross amount. Current tax also includes any tax arising from dividends.

Income tax payable is calculated on the basis of the applicable tax law in the respective jurisdiction and is recognised as an expense (income) for the period except to the extent that current tax related to items that are charged or credited in other comprehensive income or directly to equity.

In these circumstances, current tax is charged or credited to other comprehensive income or to equity (for example, current tax on equity instruments for which the entity has elected to present gains and losses in other comprehensive income). It is recognised in profit or loss except to the extent that it relates to a business combination, or items recognised directly in equity or in other comprehensive income.

Current tax assets and liabilities are offset only if certain criteria are met.

The Group has determined that interest and penalties related to income taxes, including uncertain tax treatments, do not meet the definition of income taxes, and therefore has accounted for them under IAS 37 Provisions, Contingent Liabilities and Contingent Assets and has recognized the related expenses in 'other expenses'.

Minimum Tax

The Group is subject to the Companies Income Tax Act (CITA). Total amount of tax payable under CITA is determined based on the higher of two components namely Company Income Tax (based on taxable income (or loss) for the year); and Minimum tax. Taxes based on taxable profit for the period are treated as income tax in line with IAS 12; whereas Minimum tax which is based on a gross amount is outside the scope of IAS 12 and therefore, are not presented as part of income tax expense in the profit or loss.
Where the minimum tax charge is higher than the Company Income Tax (CIT), the minimum tax charge is recognized in the profit or loss presented above the income tax line as Minimum tax.

Windfall profit levy

This levy is called a 'windfall profit levy' on profit earned from all foreign exchange transactions, imposed on licensed banks in Nigeria. This obligation is payable by all banks licenced to carry out foreign exchange transactions under the Banks and Other Financial Institutions Act, No. 5, 2020 and all other relevant Nigerian laws. This levy is assesed at 70% on realised profits from all foreign exchange transactions of banks within the 2023 to 2025 financial years. The banking subsidiary is subject to this levy. The windfall levy is accounted for as income taxes in the year of assessment.

b Deferred tax

Deferred tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill; deferred tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss.

Deferred tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred tax liabilities are provided on taxable temporary differences arising from investments in subsidiaries, associates and joint arrangements, except for deferred tax liability where the timing of the reversal of the temporary difference is controlled by the group and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets are recognised on deductible temporary differences arising from investments in subsidiaries, associates and joint arrangements only to the extent that it is probable the temporary difference will reverse in the future and there is sufficient taxable profit available against which the temporary difference can be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred taxes assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

Deferred tax assets and liabilities are only offset when they arise in the same tax reporting group and where there is both the legal right and the intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Unrecognized deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profit will be available against which they can be used.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects at the reporting date to recover or settle the carrying amount of its assets or liabilities.

2.8 Inventories

Inventories include stock of consumables.

Stock of consumables

Stock of consumables comprise of materials to be consumed in the process of rendering of services as well as accessories held for subsequent issuance to customers. They are measured at lower of cost and net realisable value. Cost comprises cost of purchase and other costs incurred in bringing the items of stock to their present location and condition. Net realisable value is the estimated issuance price. When items of stock are issued to customers, their carrying amount is recgnised as an expense in the period in which the relevant revenue is recognised.

2.9 Repossessed collaterals

In certain cirumstances, property may be repossessed following the foreclosure on loans that are in default. Repossessed properties are measured at the lower of carrying amount and fair value less cost to sell and reported within 'Other asset'.

2.10 Financial assets and liabilities

In accordance with IFRS 9, all financial assets and liabilities – which include derivative financial instruments – have to be recognised in the statement of financial position and measured in accordance with their assigned category.

Initial Recognition

Financial assets and financial liabilities are recognised when the entity becomes a party to the contractual provisions of the instrument. The Group uses settlement date accounting for regular way contracts when recording financial asset transactions. Financial assets that are transferred to a third party but do not qualify for derecognition are presented in the statement of financial position as ‘Assets pledged as collateral’, if the transferee has the right to sell or repledge them.

At initial recognition, the Group measures a financial asset or financial liability at its fair value plus or minus, in the case of a financial asset or financial liability not at fair value through profit or loss, transaction costs that are incremental and directly attributable to the acquisition or issue of the financial asset or financial liability, such as fees and commissions. Transaction costs of financial assets and financial liabilities carried at fair value through profit or loss are expensed in profit or loss. Immediately after initial recognition, an expected credit loss allowance (ECL) is recognised for financial assets measured at amortised cost and investments in debt instruments measured at FVOCI, as described in note 3.2.11, which results in an accounting loss being recognised in profit or loss when an asset is newly originated.

When the fair value of financial assets and liabilities differs from the transaction price on initial recognition, the entity recognises the difference as follows:
(a) When the fair value is evidenced by a quoted price in an active market for an identical asset or liability (i.e. a Level 1 input) or based on a valuation technique that uses only data from observable markets, the difference is recognised as a gain or loss.

(b) In all other cases, the difference is deferred and the timing of recognition of deferred day one profit or loss is determined individually. It is either amortised over the life of the instrument, deferred until the instrument's fair value can be determined using market observable inputs or realized through settlement.

2.10.1 ***Financial assets***

Classification and measurement

The group classifies its debt financial assets in the following measurement categories:
- Fair Value through Other Comprehensive Income (FVOCI)
- Fair Value through Profit or Loss (FVTPL)
-Amortised Cost

The group classifies its equity financial assets in the following measurement categories:
- Fair Value through Other Comprehensive Income (FVOCI)
- Fair Value through Profit or Loss (FVTPL)

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

Business Model Assessment

Business Model assessment involves determining whether financial assets are held to collect the contractual cashflows (rather than sell the instrument prior to its contractual maturity to realise its fair value changes).
The Group determines its business model at the level that best reflects how it manages groups of financial assets to achieve its business objective.
The Group's business model is not assessed on an instrument-by-instrument basis, but at a higher level of aggregated portfolios and is based on observable factors such as:
• Investment strategy for holding or selling the assets
• Past experience on how cash flows for these assets were collected.
• How the asset's performance is evaluated and reported to key management personnel
•The risks that affect the performance of the business model (and the financial assets held within that business model) and, in particular, the way those risks are managed.
• How managers of the business are compensated (for example, whether the compensation is based on the fair value of the assets managed or on the contractual cash flows collected).
• The expected frequency, value and timing of sales are also important aspects of the Group's assessment.

The business model for each portfolio of financial assets are to be categorized into one of the following models:
• Hold-to-collect contractual cash flows: Financial assets held with the sole objective to collect contractual cashflows;

• Hold-to-collect contractual cash flows and sell: Financial assets held with the objective to both collect contractual cashflows and sell;

• Fair value through profit or loss (FVTPL) business model: Financial assets held with neither of the objectives mentioned in the two categories above. They are basically financial assets held with the sole objective to trade and realize fair value changes.

Cash flow characteristics assessment
The assessment aims to identify whether the contractual cash flows are solely payments of principal and interest (SPPI) on the principal amount outstanding.
The contractual cash flow characteristics assessment involves assessing the contractual features of an instrument to determine if they give rise to cash flows that are consistent with a basic lending arrangement.
The SPPI test is based on the premise that it is only when the variability in the contractual cash flows arises to maintain the holder's return in line with a 'basic lending arrangement' that the application of the effective interest method provides useful information.

'Principal' for the purpose of this test is defined as the fair value of the financial asset at initial recognition and may change over the life of the financial asset due to repayments. Thus the principal is not the legal amount due under the contractual terms of an instrument. This definition allows assets acquired at a discount or premium pass the SPPI test.
The most significant elements of interest within a lending arrangement are typically the consideration for the time value of money and credit risk. To make the SPPI assessment, the Group applies judgement and considers relevant factors such as the currency in which the financial asset is denominated, and the period for which the interest rate is set.
In contrast, contractual terms that introduce a more than de minimis exposure to risks or volatility in the contractual cash flows that are unrelated to a basic lending arrangement do not give rise to contractual cash flows that are solely payments of principal and interest on the amount outstanding. In such cases, the financial asset is required to be measured at FVTPL.

a. *Financial assets measured at amortised cost*
The amortised cost is the amount at which the financial asset or financial liability is measured at initial recognition minus the principal repayments, plus or minus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount and, for financial assets, adjusted for any loss allowance.

The gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is determined using the effective interest method and reported in profit or loss as 'Interest income'.

A financial asset qualifies for amortised cost measurement only if it meets both of the following conditions and is not designated as at FVTPL:
• The asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
• The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.
If a financial asset does not meet both of these conditions, then it is measured at fair value.

b. *Financial assets measured at FVOCI*
A debt instrument shall be measured at FVOCI if both of the following conditions are met and is not designated as at FVTPL:
• The asset is held within a business model in which assets are managed to achieve a particular objective by both collecting contractual cash flows and selling financial assets;
• The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.
Gains and losses are recognised in OCI within a separate component of equity, except for the following items, which are recognised in profit or loss in the same manner as for financial assets measured at amortised cost:
• interest revenue using the effective interest method;
• expected credit losses and reversals; and
• foreign exchange gains and losses.
When the debt instrument is disposed or derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in "other gains or (losses)".

c. Financial assets measured at FVTPL
A debt instrument that is not measured at amortised cost or at FVOCI must be measured at FVTPL. These would include debt instruments that are held for trading and those that have been designated as fair value through profit or loss at initial recognition. Gains and losses both on subsequent measurement and derecognition are recognised in profit or loss and reported as "Net gains or (losses)" in the period in which it arose.

A debt instrument that is not measured at amortised cost or at FVOCI must be measured at FVTPL. These would include debt instruments that are held for trading and those that have been designated as fair value through profit or loss at initial recognition. Gains and losses both on subsequent measurement and derecognition are recognised in profit or loss and reported as “Net gains or (losses)” in the period in which it arose.

The Group may irrevocably designate a debt instrument as measured at FVTPL on initial recognition only if doing so eliminates or significantly reduces a measurement or recognition inconsistency (sometimes referred to as an 'accounting mismatch'). Such mismatches would otherwise arise from measuring assets or liabilities, or recognising the gains and losses on them, on different bases.

d. *Equity Instruments*

Equity investments are measured at FVTPL. However on initial recognition, the Group can make an irrevocable election to measure an equity investment at FVOCI. This option only applies to instruments that are neither held for trading nor contingent consideration, recognised by an acquirer in a business combination to which IFRS 3 applies.
For equities measured at FVOCI, fair value gains and losses on the equity remeasurements are recognised in OCI. However, dividends are recognised in profit or loss unless they clearly represent a repayment of part of the cost of the investment.
The amounts recognised in OCI are never reclassified from equity to profit or loss.

e. *Impairment of Financial Assets*

The Group recognizes expected credit losses (“ECL”) on forward-looking basis for its financial assets measured at amortized cost, lease receivables, debt instrument at fair value through other comprehensive income, loan commitments and financial guarantee contracts not measured at fair value through profit or loss.
No impairment is recognised on equity investments. This is because the fair value changes would incorporate impairment gains or losses if any.
The measurement of ECL reflects:
• An unbiased and probability-weighted amount that is determined by a range of possible outcomes;
• The time value of money; and
• Reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions.

f. *Modification and renegotiation of financial assets*

Where the terms of a financial asset are modified, the Group assesses whether the new terms are substantially different to the original terms. If the terms are substantially different, the Group derecognizes the original financial assets and recognizes a new asset at fair value and recalculates the effective interest rate.
Any difference between the amortized cost and the present value of the estimated future cash flows of the modified asset or consideration received on derecognition is recorded as a separate line item in profit or loss as ‘gains and losses arising from the derecognition of financial assets measured at amortized cost’.
If the cash flows of the modified asset carried at amortized cost are not substantially different, then the modification does not result in derecognition of the financial asset. In this case, the Group recalculates the gross carrying amount of the financial asset and recognizes the amount arising from adjusting the gross carrying amount as a modification gain or loss in profit or loss as part of impairment charge for the year.

g. *Derecognition other than on a modification*

Financial assets, or a portion thereof, are derecognised when the contractual rights to receive the cash flows from the assets have expired, or when they have been transferred and either
(i) the Group transfers substantially all the risks and rewards of ownership, or
(ii) the Group neither transfers nor retains substantially all the risks and rewards of ownership and the Group has not retained control.

The Group enters into transactions where it retains the contractual rights to receive cash flows from assets but assumes a contractual obligation to pay those cash flows to other entities and transfers substantially all of the risks and rewards. These transactions are accounted for as 'pass through' transfers that result in derecognition if the Group:

(i) Has no obligation to make payments unless it collects equivalent amounts from the assets;
(ii) Is prohibited from selling or pledging the assets; and
(iii) Has an obligation to remit any cash it collects from the assets without material delay.

Collateral (shares and bonds) furnished by the Group under standard repurchase agreements and securities lending and borrowing transactions are not derecognised because the Group retains substantially all the risks and rewards on the basis of the predetermined repurchase price, and the criteria for derecognition are therefore not met.

h. *Reclassifications*

Group does not reclassify its financial assets subsequent to their initial recognition, apart from the exceptional circumstances in which Group changes its business model for managing a financial assets, the Group acquires, disposes of, or terminates a business line. Financial liabilities are never reclassified.

When reclassification occurs, the Group reclassifies all affected financial assets in accordance with the new business model. The reclassification should be applied prospectively from the 'reclassification date', which is defined as, 'the first day of the first reporting period following the change in business model that results in the Group reclassifying financial assets'. Accordingly, any previously recognised gains, losses or interest should not be restated.

i. *Derivative financial instruments*

Derivatives are classified as assets when their fair value is positive or as liabilities when their fair value is negative. Derivative assets and liabilities arising from different transactions are only offset where there is a legal right of offset of the recognised amounts and the parties intend to settle the cash flows on a net basis, or realise the asset and settle the liability simultaneously.

j. *Embedded derivatives*

Hybrid contracts contain both a derivative and a non-derivative component. In such cases, the derivative component is termed an embedded derivative. Where the economic characteristics and risks of the embedded derivatives are not closely related to those of the host contract, and the host contract itself is not carried at fair value through profit or loss, the embedded derivative is bifurcated and measured at fair value with gains and losses being recognised in the income statement.

2.10.2 Financial liabilities

Financial liabilities are classified into one of the following measurement categories:
• Fair value through profit or loss (FVTPL)
• Amortised cost

a. *Financial liabilities at fair value through profit or loss (FVTPL)*

Financial liabilities are measured at FVTPL when they are designated as such on initial recognition using the fair value option or when they meet the definition of held for trading i.e.
• it is acquired or incurred principally for the purpose of selling or repurchasing it in the near term;
• on initial recognition it is part of a portfolio of identified financial instruments that are managed together and for which there is evidence of a recent actual pattern of short-term profit taking;
• or it is a derivative [except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument.

For financial liabilities designated as at FVTPL using the fair value option, the element of gains or losses attributable to changes in the Group's own credit risk are recognised in OCI, with the remainder recognised in profit or loss. The movement in fair value attributable to changes in the Group's own credit quality is calculated by determining the changes in credit spread above observable market interest rates. These amounts recognised in OCI are not recycled to profit or loss if the liability is ever repurchased at a discount.

However, if presentation of the fair value change in respect of the liability's credit risk in OCI creates or enlarges an accounting mismatch in profit or loss, gains and losses must be entirely presented in profit or loss. To determine whether the treatment would create or enlarge an accounting mismatch, the Group assesses whether it expects the effect of the change in the liability's credit risk to be offset in profit or loss by a change in fair value of another financial instrument, such as when the fair value of an asset is linked to the fair value of the liability. If such a mismatch does arise, the Group will be required to present all fair value changes of the liability in profit or loss.

b. *Financial liabilities at amortised cost*

Financial liabilities not held at FVTPL are subsequently measured at amortised cost using the effective interest method.

Financial liabilities measured at amortised costs are deposits from banks or customers, debt securities in issue for which the fair value option is not applied, convertible bonds and subordinated debts.

c. Derecognition of financial liabilities

Financial liabilities are derecognised when they are extinguished (i.e. when the obligation specified in the contract is discharged, cancelled or expires).

The exchange between the Group and its original lenders of debt instruments with substantially different terms, as well as substantial modifications of the terms of existing financial liabilities, are accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The terms are substantially different if the discounted present value of the cash flows under the new terms, including any fees paid net of any fees received and discounted using the original effective interest rate, is at least 10% different from the discounted present value of the remaining cash flows of the original financial liability.

In addition, other qualitative factors, such as the currency that the instrument is denominated in, changes in the type of interest rate, new conversion features attached to the instrument and change in covenants are also taken into consideration. If an exchange of debt instruments or modification of terms is accounted for as an extinguishment, any costs or fees incurred are recognised as part of the gain or loss on the extinguishment. If the exchange or modification is not accounted for as an extinguishment, any costs or fees incurred adjust the carrying amount of the liability and are amortised over the remaining term of the modified liability.

2.10.3 Determination of fair value

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. For financial instruments traded in active markets, the determination of fair values of financial assets and financial liabilities is based on quoted market prices or dealer price quotations. This includes listed equity securities and quoted debt instruments on major exchanges (for example, the Nigerian Stock Exchange (NSE)) and broker quotes from Bloomberg and Reuters.

A financial instrument is regarded as quoted in an active market if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm’s length basis.

If the above criteria are not met, the market is regarded as being inactive. Indications that a market is inactive are when there is a wide bid-offer spread or significant increase in the bid-offer spread or there are few recent transactions.

For all other financial instruments, fair value is determined using valuation techniques. In these techniques, fair values are estimated from observable data in respect of similar financial instruments, using models to estimate the present value of expected future cash flows or other valuation techniques, using inputs (for example, LIBOR yield curve, foreign exchange rates, volatilities and counterparty spreads) existing at the date of the statement of financial position.

The Group uses widely recognised valuation models for determining fair values of non standardised financial instruments of lower complexity, such as options or interest rate and currency swaps. For these financial instruments, inputs into models are generally market-observable.

For more complex instruments, the Group uses internally developed models, which are usually based on valuation methods and techniques generally recognised as standard within the industry. Valuation models are used primarily to value derivatives transacted in the over-the-counter market, unlisted securities (including those with embedded derivatives) and other instruments for which markets were or have become illiquid. Some of the inputs to these models may not be market observable and are therefore estimated based on assumptions.

The impact on other comprehensive income of financial instrument valuations reflecting non-market observable inputs (level 3 valuations) is disclosed in Note 3.6. The output of a model is always an estimate or approximation of a value that cannot be determined with certainty, and valuation techniques employed may not fully reflect all factors relevant to the positions the Group holds. Valuations are therefore adjusted, where appropriate, to allow for additional factors including model risks, liquidity risk and counterparty credit risk.

Based on the established fair value model governance policies, and related controls and procedures applied, management believes that these valuation adjustments are necessary and appropriate to fairly state the values of financial instruments carried at fair value in the statement of financial position. Price data and parameters used in the measurement procedures applied are generally reviewed carefully and adjusted, if necessary – particularly in view of the current market developments. The estimated fair value of loans and advances represents an estimation of the value of the loans using average benchmarked lending rates which were adjusted for specific entity risks based on history of losses.

The Group makes transfers between levels of fair value hierarchy when reliable market information becomes available (such as an active market or observable market input) to the Group. This transfer is done on the date in which the market information becomes available.

2.10.4 Offsetting financial instruments

Master agreements provide that, if an event of default occurs, all outstanding transactions with the counterparty will fall due and all amounts outstanding will be settled on a net basis.

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a currently legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in event of default, insolvency or bankruptcy of the company or the counterparty.

2.11 Revenue recognition

a. Interest income and expense

Interest income and expense for all interest-bearing financial instruments are recognised within ‘interest income’ and ‘interest expense’ in profit or loss using the effective interest method.

The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial asset or financial liability to the gross carrying amount of a financial asset (i.e. its amortised cost before any impairment allowance) or to the amortised cost of a financial liability. The calculation does not consider expected credit losses and includes transaction costs, premiums or discounts and fees and points paid or received that are integral to the effective interest rate, such as origination fees. For purchased or originated credit-impaired (`POCI') financial assets — assets that are credit-impaired at initial recognition — the Group calculates the credit-adjusted effective interest rate, which is calculated based on the amortised cost of the financial assetinstead of its gross carrying amount and incorporates the impact of expected credit losses in estimated future cash flows.

The application of the method has the effect of recognising income (and expense) receivable (or payable) on the instrument evenly in proportion to the amount outstanding over the period to maturity or repayment. In calculating effective interest, the Group estimates cash flows considering all contractual terms of the financial instrument but excluding future credit losses.

Interest income is calculated by applying the effective interest rate to the gross carrying amount of financial assets, except for:
(a) POCI financial assets, for which the original credit-adjusted effective interest rate is applied to the amortised cost of the financial asset.
(b) Financial assets that are not 'POCI' but have subsequently become credit-impaired (or 'stage 3'), for which interest revenue is calculated by applying the effective interest rate to their amortised cost (i.e. net of the expected credit loss provision).

When the Group revises the estimates of future cash flows, the carrying amount of the respective financial assets or financial liability is adjusted to reflect the new estimate discounted using the original effective interest rate. Any changes are recognised in profit or loss.

b. Fees and commission income

Fees and commission income and expenses that are integral to the effective interest rate on a financial asset or liability are included in the measurement of the effective interest rate. For other fees and commission income, it is the Group’s policy to recognise revenue from a contract when it has been approved by both parties, rights have been clearly identified, payment terms have been defined, the contract has commercial substance, and collectability has been ascertained as probable. Revenue is recognised when control of goods or services have been transferred. Control of an asset refers to the ability to direct the use of and obtain substantially all of the remaining benefits (potential cash inflows or savings in cash outflows) associated with the asset.

Credit related fees: This includes advisory and commitment fees. These are fees charged for administration and advisory services to the customer up to the customer's acceptance of the offer letter. The advisory and commitment fees are earned at the point in time where the customer accepts the offer letter which is when the Group recognises its income. These fees are not integral to the loan, therefore, they are not considered in determining the effective interest rate.

Letter of credit and commission fees: This represents commission earned on Letter of credit contracts initiated at the request of customers. The nature of this income is such that the performance obligation is the execution of customer's instruction: a direct payment is made on behalf of our customers to the beneficiary (as stated by our customer) when goods/services are received; OR, a payment is made to the stated beneficiary only when our customer cannot fulfill its obligation. Income earned on letter of credit contracts is satisfied at a point in time. This is because revenue is recognised only when payments have been received by the intended beneficiary.

Electronic banking fees: Electronic banking fees relate to fees & commission charged by the banking subsidiaries on electronic transactions carried out by its customers e.g. USSD income, Agency banking commission. The nature of this income is such that the performance obligation of the group is the provision of the platform for the execution of the transactions. Income is earned when these transactions have been successfully executed on these platforms. Income from electronic banking is satisfied at a 'point in time.

Money transfer commission: This represents commission earned on local & foreign money transfers initiated by the Group's customers. The nature of this income is such that the performance obligation of the group is the delivery of transferred monies to the intended beneficiaries. Income on money transfers is satisfied at a "point in time". This is because commission is recognized only when the transferred sums have been delivered to their intended recipients.

Commission on Bonds and Guarantees: This represents commission earned on bond and guarantees contracts. It includes commissions earned on advanced payment guarantees, performance bonds, bid bonds etc. This fee is earned over the tenor of the bond and guarantee.

Funds transfer and intermediation fees: This is principally made of commission on collections. The group acts as a collecting agent for corporate bodies or government organisations; thus, earns commissions on these collection services. The Group's performance obligation is the collection of funds on behalf of the customer. Income from funds transfer and intermediation is satisfied at a point in time as the commissioned earned is deducted & recognized when remitting these funds to the respective customer.

Account maintenance fees: This represents the fee charged by banking subsidiaries within the Group on current accounts maintained by customers. This fee is charged with respect to customer induced debit transactions to third parties as well as debit transfers/lodgements to customer's account in another bank. This was introduced by the CBN to replace COT which was abolished by the regulator in 2016. The performance obligation required from the Group in the maintenance/safe keeping of the customers' fund. Income earned from account maintenance is satisfied at a 'point in time.

Brokerage and intermediation fees: This represents fees charged by the group in order to execute transactions or provide specialized services as requested by customers. Such transaction/services include execution of primary & secondary market transaction on behalf of customers. Income from brokerage and intermediation services are satisfied at a point in time as they are earned and recognized when such services have been executed on behalf of customers.

Custodian fees: This represents commission earned by the group while rendering custodian services to its customers. This custodian services are to a large extent the safe keeping of financial assets. Income earned on custodian services are earned at a point in time.

Trust fee income: This represents income earned from the Group's trustee services. Income earned on trustee services are earned at a point in time.

c. **Dividend income:** Dividend income is recognised when the right to receive income is established. This income is earned at a point in time.

d. **Other operating income:** This largely comprises of income made from private banking services, profit on sale of plant and equipment, gain on sale of properties,recoveries from previously written off loan and other exceptional income . These income are earned at a point in time

2.12 Impairment of non-financial assets

Assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. Additionally, assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment.

An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows (cash-generating units).

The impairment test also can be performed on a single asset when the fair value less cost to sell or the value in use can be determined reliably. Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised. An impairment loss in respect of goodwill is not reversed.

2.13 Discontinued operations

The Group presents discontinued operations in a separate line in the income statement if an entity or a component of an entity has been disposed or is classified as held for sale and:
i. represents a separate major line of business or geographical area of operations;
ii. is a part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations; or
iii. is a subsidiary aquired exlusively with a view to resale.

Classification as a discontinued operation occurs on disposal or when the operation meets the criteria to be classified as held for sale. When an operation is classified as a discontinued operation, the comparative income statement is re-presented as if the operation had been discontinued from the start of the comparative year.

Non-current assets (or disposal groups) are classified as assets held for sale when their carrying amount is to be recovered principally through a sale transaction and a sale is considered highly probable. They are stated at the lower of carrying amount and fair value less cost to sell.

Investment property classified as non-current asset held for sale are measured at fair value, gain or loss arising from a change in the fair value of investment property is recognised in income statement for the period in which it arises.

2.14 Collateral

The Group obtains collateral where appropriate, from customers to manage their credit risk exposure to the customer. The collateral normally takes the form of a lien over the customer's assets and gives the Group a claim on these assets for both existing and future customer in the event that the customer defaults.

The Group may also use other credit instruments, such as stock borrowing contracts, and derivative contracts in order to reduce their credit risk.

Collateral received in the form of securities is not recorded on the statement of financial position. Collateral received in the form of cash is recorded on the statement of financial position with a corresponding liability. These items are assigned to deposits received from bank or other counterparties. Any interest payable or receivable arising is recorded as interest expense or interest income respectively.

2.15 Leases

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether:
– the contract involves the use of an identified asset – this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;
– the Group has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
– the Group has the right to direct the use of the asset. The Group has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used.

In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Group has the right to direct the use of the asset if either:
- the Group has the right to operate the asset; or
- the Group designed the asset in a way that predetermines how and for what purpose it will be used.

The Group primarily leases buildings for use as office spaces for branch operations, quick service points (QSPs) and residential use, land for use as car parks and off-site ATM locations, printers for office equipment.

Lease terms are negotiated on an individual basis and contain different terms and conditions, including extension and termination options. On renewal of a lease, the terms may be renegotiated and the lease terms range from 1 year to 25 years. The lease agreements do not impose any covenants - however, leased assets may not be used as security for borrowing purposes.

Contracts may contain both lease and non-lease components. The Group has elected to separate lease and non-lease components and treat them accordingly.

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Group. Each lease payment is allocated between the liability and finance cost. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

Leases in which the Group is a lessee

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Group. Each lease payment is allocated between the liability and finance cost. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

Lease Liabilities

At the commencement date of a lease, the Group recognises lease liabilities at the present value of lease payments to be made over the lease term. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- variable lease payments that are based on an index or a rate
- amounts expected to be payable by the Group under residual value guarantees
- the exercise price of a purchase option if the lessee is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the Group exercising that option.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability. The variable lease payments that do not depend on an index or a rate are recognised as expenses in the period in which the event or condition that triggers the payment occurs.

The lease payments are discounted using the Group's incremental borrowing rate, being the rate that the Group would have to pay to borrow the funds necessary to obtain an asset of similar value to the right of use asset in a similar economic environment with similar terms, security and conditions.

The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the in-substance fixed lease payments or a change in the assessment to purchase the underlying asset.

The lease liability is subsequently measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group’s estimate of the amount expected to be payable under a residual value guarantee, or if the Group changes its assessment of whether it will exercise a purchase, extension or termination option. The balance of the lease liability is included in Other Liabilities in the separate and consolidated statements of financial position (See Note 35).

Right of use assets

Right-of-use assets are initially measured at cost, comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date, less any lease incentives received
- any initial direct costs, and
- restoration costs.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the Group is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset’s useful life.

The Group presents right-of-use assets in ‘property and equipment' in the separate and consolidated statements of financial position (See Note 30 (a)).

Short-term leases and leases of low-value assets

Short-term leases are those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option. Low-value assets are assets that have values less than N1 million when new,e.g., small IT equipment and small items of office furniture, and depends on the nature of the asset. Lease payments on short-term leases and leases of low-value assets would be recognised as expenses in profit or loss on a straight-line basis over the lease term. The Group has applied the low value lease exemption for leases of printers as they are less than N1 million when new.

Extension and termination options

Extension and termination options are included in all of the Group's lease arrangements. These are used to maximise operational flexibility in terms of managing the assets used in the Group’s operations. Most of the extension options are subject to mutual agreement by the Group and the lessors and some of the termination options held are exercisable only by the Group.

b *The group is the lessor*

(i) *Operating lease*

When assets are subject to an operating lease, the assets continue to be recognised as property and equipment based on the nature of the asset. Lease income is recognised on a straight line basis over the lease term.

(ii) *Finance lease*

When assets are held subject to a finance lease, the related asset is derecognised and the present value of the lease payments (discounted at the interest rate implicit in the lease) is recognised as a receivable. The difference between the gross receivable and the present value of the receivable is recognised as unearned finance income. Lease income is recognised over the term of the lease using the net investment method which allocates rentals between finance income and repayment of capital in each accounting period in such a way that finance income will emerge as a constant rate of return on the lessor's net investment in the lease.

2.16 Property and Equipment

Initial Recognition and Measurement

All property and equipment used by the parent or its subsidiaries is stated at historical cost less depreciation less accumulated impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent expenditures are included in the asset’s carrying amount or are recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repair and maintenance costs are charged to other operating expenses during the financial period in which they are incurred.

Depreciation

Land is not depreciated. Depreciation of other assets is calculated using the straight-line method to allocate their cost to their residual values over their estimated useful lives, as follows:

Asset Class	**Depreciation rate**
Improvement & buildings	2%
Motor Vehicles	25%
Office Equipment	20%
Computer Equipment	33.33%
Plant and Equipment	20%
Furniture, fittings & equipment	20%
Right-of-use Assets	Lower of lease term or the useful life for the specificed class of item

Depreciation rates, methods and the residual values underlying the calculation of depreciation of items of property and equipment are kept under review on an annual basis to take account of any change in circumstances.

Depreciation begins when an asset is available for use and ceases at the earlier of the date that the asset is derecognized or classified as held for sale in accordance with IFRS 5.

When deciding on depreciation rates and methods, the principal factors the Group takes into account are the expected rate of technological developments and expected market requirements for, and the expected pattern of usage of, the assets.

When reviewing residual values, the Group estimates the amount that it would currently obtain for the disposal of the asset after deducting the estimated cost of disposal if the asset were already of the age and condition expected at the end of its useful economic life. No depreciation is provided on freehold land, although, in common with all long-lived assets, it is subject to impairment testing, if deemed appropriate.

Work in Progress represents costs incured on the assets that are not available for use. On becoming available for use, the related amounts are transferred to the appropriate category of property and equipment.

Derecognition

An item of property and equipment is derecognised on disposal or when no future economic benefits are expected from its use or disposal. Any gain/ loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in income statement in the year the asset is derecognised.

2.17 Intangible assets

a. Goodwill

Goodwill arises on the acquisition of subsidiary and associates, and represents the excess of the cost of acquisition, over the fair value of the Group's share of the assets acquired, and the liabilities and contingent liabilities assumed on the date of the acquisition.

For the purpose of calculating goodwill, fair values of acquired assets, liabilities and contingent liabilities are determined by reference to market values or by discounting expected future cash flows to present value. This discounting is either performed using market rates or by using risk-free rates and risk-adjusted expected future cash flows. Goodwill is initially recognised as an asset at cost and subsequently measured at cost less accumulated impairment losses, if any. Goodwill which is recognised as an asset is reviewed at least annually for impairment. Any impairment loss is immediately recognised in profit or loss.

For the purpose of impairment testing, goodwill is allocated to each cash-generating unit that is expected to derive benefit from the synergies of the combination. Cash-generating units to which goodwill has been allocated are tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than the carrying amount of the unit, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit. Any impairment loss recognised for goodwill is not reversed in a subsequent period.

Goodwill on acquisitions of associates is included in the amount of the investment.
Gains and losses on the disposal of an entity include the carrying amount of the goodwill relating to the entity sold.

b. Computer software

Costs associated with maintaining computer software programmes are recognised as an expense as incurred. Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the Group, are recognised as intangible assets when the following criteria are met:

i. It is technically feasible to complete the software product so that it will be available for use;
ii. Management intends to complete the software product and use or sell it;
iii. There is an ability to use or sell the software product;
iv. It can be demonstrated how the software product will generate probable future economic benefits;
v. Adequate technical, financial and other resources to complete the development and to use or sell the software product are available; and
vi. The expenditure attributable to the software product during its development can be reliably measured.

Subsequent expenditure on computer software is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates.

Direct computer software development costs recognised as intangible assets are amortised on the straight-line basis over a period of 3 years and are carried at cost less any accumulated amortisation and any accumulated impairment losses. Amortisation methods, useful lives and residual values are reviewed at each financial period-end and adjusted if appropriate.

c. Derecognition

An item of intangibles is derecognised on disposal or when no future economic benefits are expected from its use or disposal.
Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the year the asset is derecognised.

2.18 Cash and cash equivalents

Cash and cash equivalents comprise balances with less than three months' maturity from the date of acquisition, including cash in hand, deposits held at call with banks and other short-term highly liquid investments with original maturities of three months or less.

For the purposes of the statement of cash flows, cash and cash equivalents excludes restricted balances with central banks.

2.19 Employee benefits

(i) Post-employment benefits
The Group has both defined benefit and defined contribution plans

a. Defined contribution plan

A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. The Group has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

The Group pays contributions to publicly or privately administered pension insurance plans on a mandatory, contractual or voluntary basis. The Group has no further payment obligations once the contributions have been paid. The contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

The Company and all entities within the Group make contributions in line with relevant pension laws in their jurisdiction. In Nigeria, the Company contributes 16.5% of each employee's monthly emoluments (as defined by the Pension Act 2014) to the employee's Retirement Savings Account. The Act stipulates a minimum contribution of 10%.

b. Defined benefit plan

A defined benefit plan is a pension plan that defines an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors, such as age, years of service and compensation.

The liability recognised in the statement of financial position in respect of defined benefit pension plans is the present value of the defined benefit obligation at the date of the statement of financial position less the fair value of plan assets.

The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of Federal government bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating the terms of the related pension liability.

Remeasurement gains and losses are charged or credited to equity in other comprehensive income in the period in which they arise. Past service costs are recognised immediately in income.

(ii) Short-term benefits
Short-term benefits consists of salaries, accumulated leave allowances, bonuses and other non-monetary benefits. Short-term benefits are measured on an undiscounted basis and are expensed as the related services provided.

A liability is recognised for the amount expected to be paid under short-term cash benefits such as accumulated leave and leave allowances if the Group has a present legal or constructive obligation to pay this amount as a result of past services provided by the employee and the obligation can be measured reliably.

2.20 Provisions

Provisions are recognised for present obligations arising as consequences of past events where it is probable that a transfer of economic benefit will be necessary to settle the obligation, and it can be reliably estimated.

When a leasehold property ceases to be used in the business or a demonstrable commitment has been made to cease to use a property where the costs exceed the benefits of the property, provision is made, where the unavoidable costs of the future obligations relating to the lease are expected to exceed anticipated rental income and other benefits. The net costs are discounted using market rates of interest to reflect the long-term nature of the cash flows.

Provision is made for the anticipated cost of restructuring, including redundancy costs when an obligation exists. An obligation exists when the Group has a detailed formal plan for restructuring a business and has raised valid expectations in those affected by the restructuring by starting to implement the plan or announcing its main features. The provision raised is normally utilised within nine months.

Provision is made for undrawn loan commitments and similar facilities if it is probable that the facility will be drawn and result in the recognition of an asset at an amount less than the amount advanced.

Contingent liabilities are possible obligations whose existence will be confirmed only by uncertain future events or present obligations where the transfer of economic benefit is uncertain or cannot be reliably measured. Contingent liabilities are not recognised but are disclosed unless they are remote.

2.21 Fiduciary activities

The Group acts as trustees and in other fiduciary capacities that result in the holding or placing of assets on behalf of individuals, trusts, retirement benefit plans and other institutions. These assets and income arising thereon are excluded from these consolidated and separate financial statements, as they are not assets of the Group.

2.22 Issued debt and equity securities

Issued financial instruments or their components are classified as liabilities where the contractual arrangement results in the Group having a present obligation to either deliver cash or another financial asset to the holder, to exchange financial instruments on terms that are potentially unfavourable or to satisfy the obligation otherwise than by the exchange of a fixed amount of cash or another financial asset for a fixed number of equity shares. Issued financial instruments, or their components, are classified as equity where they meet the definition of equity and confer on the holder a residual interest in the assets of the Group. The components of issued financial instruments that contain both liability and equity elements are accounted for separately with the equity component being assigned the residual amount after deducting from the instrument as a whole the amount separately determined as the fair value of the liability component.

2.23 Share capital

a. *Share issue costs*
Incremental costs directly attributable to the issue of new shares or options or to the acquisition of a business are shown in equity as a deduction, net of tax, from the proceeds.

b. *Dividends on ordinary shares*
Dividends on ordinary shares are recognised in equity in the period in which they are approved by the shareholders.

Dividends for the year that are declared after the reporting date are dealt with in the subsequent events note.
Dividends proposed by the Directors but not yet approved by members are disclosed in the consolidated and separate financial statements in accordance with the requirements of the Company and Allied Matters Act 2020.

c. *Earnings per share*

The Group presents basic and diluted earnings per share (EPS) for its ordinary shares. Basic EPS is calculated by dividing the profit and loss attributable to ordinary shareholders of the Group by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares.

c. *Treasury shares*

Where the Company or other members of the Group purchase the Company's equity share capital, the consideration paid is deducted from total shareholders' equity as treasury shares until they are cancelled. Where such shares are subsequently sold or reissued, any consideration received is included in shareholders' equity.

d. *Regulatory Risk Reserve*

In compliance with the Prudential Guidelines for licensed Banks, the Group assesses qualifying financial assets using the guidance under the Prudential Guidelines. The guidelines apply objective and subjective criteria towards providing for losses in risk assets. Assets are classed as performing or non-performing. Non-performing assets are further classed as Substandard, Doubtful or Lost with attendants provision as per the table below based on objective criteria.

Classification	Percentage	Basis
Substandard	10%	Interest and/or principal overdue by 90 days but less than 180 days
Doubtful	50%	Interest and/or principal overdue by 180 days but less than 365 days
Lost	100%	Interest and/or principal overdue by more than 365 days

A more accelerated provision may be done using the subjective criteria. A general provision is taken on all risk assets that are not specifically provisioned, including facilities with covid 19 and other related restructuring.

The results of the application of Prudential Guidelines and the impairment determined for these assets under IFRS 9 are compared. The IFRS 9 determined impairment charge is always included in the income statement.

Where the Prudential Guidelines provision is greater, the difference is appropriated from Retained Earnings and included in a non-distributable reserve "Statutory credit reserve". Where the IFRS 9 impairment is greater, no appropriation is made and the amount of the IFRS 9 impairment is recognised in income statement.

Following an examination, the regulator may also require more amounts be set aside on risk and other assets. Such additional amounts are recognised as an appropriation from retained earnings to statutory risk reserve.

2.24 Financial guarantees

Financial guarantees are contracts that require the Group to make specific payments to reimburse the holder of a loss it incurs because a specific debtor fails to make payment when due in accordance with the terms of a debt instrument. Financial guarantee liabilities are initially recognised at the fair value, and the initial fair value is amortised over the life of the financial guarantee. The guaranteee liability is subsequently carried at the higher of this amortised amount and the present value of any expected payment (when a payment under the guaranteee has become probable).

3. Financial risk management

3.1 Introduction and overview

Effective risk management is fundamental to the business activities of the Group. At First HoldCo Plc, we promote a culture where risk management is everyone's business from board level down to risk owners and units across the Group.

Our approach to risk is supported by a robust Enterprise Risk Management framework (ERM) and a strong risk culture to identify, measure, monitor and control risks thereby promoting accountability at all levels across the group. Objectives of the ERM framework are communicated through risk policies and standards which are intended to provide consistent design and execution of strategies across the organization.

The risks arising from financial instruments to which the Group is exposed are financial risks, which includes Credit risk, Liquidity risk and Market risk. Other material risks impacting activities of the group include, Operational, Legal, Compliance, Strategic, Reputational, Information security, Environmental and Social risk.

3.1.1 Risk Management Philosophy

The key elements of the risk management philosophy are the following:

- The Group considers sound risk management to be the foundation of a long-lasting financial institution.
- The Group continues to adopt a holistic and integrated approach to risk management and, therefore, brings all risks together under one or a limited number of oversight functions.
- Risk officers are empowered to perform their duties professionally and independently without undue interference.
- Risk management is governed by well-defined policies that are clearly communicated across the Group.
- Risk management is a shared responsibility. Therefore, the Group aims to build a shared perspective on risks that is grounded in consensus.
- The Group's risk management governance structure is clearly defined.
- There is a clear segregation of duties between market-facing business units and risk management functions.
- Risk-related issues are taken into consideration in all business decisions. The Group shall continue to strive to maintain a conservative balance between risk and revenue considerations.
- Risk officers work as allies and thought partners to other stakeholders within and outside the Group and are guided in the exercise of their powers by a deep sense of responsibility, professionalism and respect for other parties
- Risks are reported openly and fully to the appropriate levels once they are identified; and
- All subsidiaries are guided by the principles enshrined in the risk management policies of the Group.

3.1.2 Risk Appetite

Risk appetite is the level and type of risk the Group is willing to assume in its exposures and business activities, given its business objectives and obligations to stakeholders. Risk appetite is generally expressed through quantitative and qualitative means and considers extreme conditions, events and outcomes. In addition, risk appetite reflects potential impact on earnings, capital and funding / liquidity.

The Group's risk appetite is the amount of risk its willing to accept to align with and support our financial and strategic objectives, relative to our risk capacity to assume losses.

Risk Appetite Statement (RAS)

Our RAS is the expression of the maximum level of risk we would take across the major risks facing our business and accept in the pursuit of our strategic objectives. The Group would accept moderate risk in every activity it undertakes to achieve these strategic objectives by declaring its willingness to accept moderate risks related to each key value driver.

Risk Tolerance

This refers to the quantitative thresholds that allocate the Group's risk appetite to specific risk types, business units, products, customer segments, and other levels. Certain risk tolerances are policy limits that shall not be exceeded except under extraordinary circumstances (hard limits), while other risk tolerances are guideposts or trigger points for risk reviews and mitigation (soft limits).

Whereas risk appetite is a strategic determination based on long-term objectives, risk tolerance is a tactical readiness to bear a specific risk within established parameters. Enterprise-wide strategic risk appetite is thus translated into specific tactical risk tolerances that constrain risk-acceptance activities at the business level. Risk tolerances are the parameters within which a Group (or business unit or function) must operate to achieve its risk appetite.

Once established, these parameters are communicated downward throughout the Group to give clear guidelines to every stakeholder and to provide feedback when they are exceeded.

3.1.3 Risk Management Framework

The risk management framework of the Group consists of a comprehensive set of policies, standards, procedures and processes designed to identify, measure, monitor, mitigate and report significant risk exposures in a consistent and effective manner across the Group.

With an increasing focus on consistency and transparency, the Group regularly assesses and enhances its risk management framework to ensure it is fit-for purpose.

The Group's framework for management of enterprise risk specifically covers:

- Governance and oversight of the overall risk management framework.
- Risk appetite statement and risk appetite measurements.
- Policies, procedures, controls and systems through which risk is identified and managed.
- Oversight, control, assurance and delegation of authorities for each type of risk.
- Monitoring and reporting of the risk profile against risk appetite.
- Control and correction of the risk profile should it deviate from risk appetite.
- Reassessment of risk appetite and/or the Group's strategy in the light of changes in the business.

The Board of Directors has overall responsibility for the establishment of the Group's Risk Management framework and exercises its oversight function through its various committees. These committees are responsible for developing and monitoring risk policies in their specific areas and report regularly to the Board of Directors. The Board Committees are assisted by the various Management Committees in identifying and assessing risks arising from day to day activities of the Group.

3.1.4 Risk Governance Structure, Roles and Responsibilities

The Group addresses the challenge of risks by applying leading practices that are supported by a robust governance structure consisting of board level and executive management committees.

The Group adopts the 'three-pronged line of defense' model to underpin its approach to strong risk management principles. Through this model, the Group monitors, manages and mitigates its material risks on a Group-wide basis. Risk governance is maintained through delegation of authority from the board, down to management hierarchy, supported by committee structure both at the board level and at management level. The delegation of risk management responsibilities across the group is structured to ensure that decisions are enacted at the most appropriate level, in line with business objectives, subject to robust and effective review. Strategic business decisions are taken within a Board-approved risk appetite with the executive and risk committees closely monitoring risk profiles against this appetite.

RISK GOVERNANCE FRAMEWORK

FIRST LINE OF DEFENCE	SECOND LINE OF DEFENCE	THIRD LINE OF DEFENCE
Daily risk management, monitoring and high level oversight	Risk oversight and challenges, policies and methodologies.	Independent assurance of risk management
Business units and risk-takers	Risk Committees Chief Risk Officers, Heads of Risk across the Group Risk Management function	Audit Committee Internal Audit External Audit Regulators External Assessors

a. **First Line of Defence - Risk Management and Ownership**

The primary responsibilities and objectives of the first line of defence include:
- Managing risks/implementing actions to manage and treat risks at transaction level;
- Implementing risk management processes on an ongoing basis as changes occur with business mix, systems, or regulatory and other requirements;
- Executing risk assessments and identifying emerging risks at the transaction/business case level.

b. **Second Line of Defence - Risk Oversight**

The main objective of the second line of defence is to provide oversight of the execution of the frontline controls. The second line of defence is responsible for monitoring the internal controls that have been designed with the following main responsibilities:

- Establishing risk management policies and processes;
- Strategically linking the controls of risk enterprise-wide;
- Providing guidance and coordination among all monitoring participants (risk management, compliance and legal divisions);
- Identifying enterprise trends, synergies and opportunities for change;
- Initiating change, integrating and making new monitoring processes operational; and
- Oversight over key risks.

c. **Third Line of Defence - Risk Assurance**

The third line of defence is responsible for assessing and providing independent assurance on the adequacy, appropriateness and effectiveness of Group's overall risk management framework, policy and risk plan implementation. It provides independent perspectives on the overall control framework and tests the adequacy of the controls design and effectiveness. The main duties of this line of defense include:
- Performing periodic reviews based on a rationalized and systematized approach that allows for risk assessment and governance reporting;
- Providing oversight on the risk management process;
- Reporting to the executive management committee, the audit committee and the board of directors on the state of the control environment and gaps in the controls or monitoring environment;

Board Audit & Risk Assessment Committee evaluates the processes for identifying, assessing, monitoring and managing key risk areas; it also evaluates the adequacy of the group's risk management systems and control environment.

Management Committee is responsible for formulating policies; monitoring implementation of risk policies; reviewing risk reports for presentation to the Board/Board committees; and Implementing Board decisions across the Group.

3.2 Credit risk

Credit risk is the single largest risk for the Group's business therefore, prominence is placed on effective management of credit risk.
Credit risk is defined as the potential that a borrower or counter party will fail to meet obligations in accordance with agreed terms. It is also defined as the possibility of losses associated with diminution in the credit quality of borrowers or counter-parties.

Credit risk arises mainly from commercial and consumer loans and advances and loan commitments arising from such lending activities. It can also arise from credit enhancement provided such as financial guarantees, letters of credit, endorsements and acceptances.
The Risk Management function of each subsidiary has specific and overall responsibility for facilitating risk asset creation and exposure management processes across the Group.

3.2.1 Management of Credit Risk

The Credit Risk Policy Manual is the primary reference document for creating and managing credit risk exposures. The manual outlines the general policies and procedures, framework for credit risk management across the subsidiaries and incorporates provisions for marketing, risk analysis, approval, administration, monitoring and reporting of risk exposures.
The Credit Risk Management Policy Manual is designed to:
- Standardize credit policies, give employees clear and consistent direction for the creation of risk exposures across all asset creating business units;
- Provide a comprehensive guide and framework in creating and managing risk assets;
- Ensure prompt identification of problem credits and prudent management of decline in credit quality;
- Outline the requirements for administration and reporting of individual exposures and the overall risk asset portfolio; and
- Provide a framework for the on-going maintenance of the risk management policies and processes.

Credit risk management policies and procedures are articulated by the Risk Management function of each subsidiary.

3.2.2 Risk limit control and mitigation policies

The Group manages, limits and controls concentrations of credit risk wherever they are identified − in particular, to individual counterparties and groups, and to industries and countries.

The Group structures the levels of credit risk it undertakes by placing limits on the amount of risk accepted in relation to one borrower, or groups of borrowers, and to geographical and industry segments. Such risks are monitored on a revolving basis and subject to an annual or more frequent review, when considered necessary. Limits on the level of credit risk by product, industry sector and counterparty are set by the Board of Directors on the recommendation of the Chief Risk Officer.

(a) Portfolio limits

In line with the Group's credit policy, a detailed portfolio plan is prepared annually and provides a framework for creation of credits and risk appetite development. In drawing up the plan, the Group reviews macro-economic, regulatory and political factors, identifies sectors/industries with opportunity as well as the Group's business targets to determine appropriate portfolio and sub-portfolio limits.

The Group's Portfolio limit includes:
• Maintain aggregate large exposure of not more than 400% of shareholders’ funds.
• Maintain minimum weighted average obligor risk rating (obligor-WARR) of ‘Ba2’
• Maintain minimum weighted average facility risk rating (facility-WARR) of ‘Ba2’
• The Group adopts industry/economic sector limits on its loan portfolio, in line with the following policies:
– The Group would strive to limit its exposure to any single industry to not more than 20% of its loan portfolio and such industry must be rated ‘Baa3’ or better.
– No more than 15% of the Group’s portfolio would be in any industry rated ‘Ba3’ or worse.
– No more than 10% of the Group's portfolio in any single industry rated ‘B3’ or worse

(b) Geographical limits

Presently, the Group's exposures outside Nigeria are taken by its subsidiaries in the United Kingdom and other African countries, which operate within country limits defined by their Boards of Directors. In addition, the Group has a fully developed country risk rating system that could be employed, should the need arise. In such eventuality, limits will be graduated on country risk rating.

(c) Single obligor limits

The Group as a matter of policy does not lend above the regulatory lending limit in each of the jurisdiction in which it operates. Internal guidance limits are also set to create a prudent buffer.

For all retail borrowers, limits are kept low and graduated with credit scoring, forecast cash flow and realizable value of collateral. The group shall apply the granularity criterion on its retail credit portfolio:
– No single retail loan should amount to more than 0.2% of total retail portfolio.

The Group also sets internal credit approval limits for various levels in the credit process.

Approval limits are set by the Board of Directors and reviewed from time to time as the circumstances of the Group demand. Exposure to credit risk is also managed through regular analysis of borrowers and potential borrowers to meet interest and capital repayment obligations and by changing these lending limits where appropriate.

3.2.3 Collateral held as security to mitigate credit risk

The Group employs a range of policies and practices to mitigate credit risk. The most common of these is accepting collateral for funds advanced. The Group has internal policies on the acceptability of specific classes of collateral or credit risk mitigation.

Collateral values are assessed by a professional at the time of loan origination and are thereafter monitored in accordance with the provisions of the credit policy. The principal collateral types for loans and advances are:

• Cash/Treasury bill/Government securities
• Legal Mortgage over residential properties, business real estates in prime locations
• Charge over business fixed and floating assets as well as inventory
• Guarantee from acceptable corporates
• Equitable Mortgage on real estates in prime locations
• Negative Pledge
• Domiciliation of receivables from acceptable corporates.

Debt securities, treasury and other eligible bills are generally unsecured, except for asset-backed securities and similar instruments, which are secured by portfolios of financial instruments. For exposures to corporate and large institutions, the Group will often require the collateral to include a first charge over land and buildings owned and occupied by the business, a mortgage debenture over the Company's undertaking on one or more of its assets and keyman insurance.

No loan allowance is recognized for the portion of the Group's financial assets which are fully collateralized by cash in the same currency in accordance with the Group’s expected credit loss model. The carrying amount of such financial assets is N483.50 billion as at 31 December 2024 (2023: N952.82 billion).

The Group’s policies regarding obtaining collateral have not significantly changed during the reporting period and there has been no significant change in the overall quality of the collateral held by the Group since the prior period.

The Group takes physical possession of properties or other assets held as collateral and uses external agents to realise the value as soon as practicable to settle indebtedness. Any surplus funds realised from such disposal are returned to the borrower or are otherwise dealt with in accordance with appropriate regulations. The assets in such cases are not carried on the Group's balance sheet.

The Group closely monitors collateral held for financial assets considered to be credit-impaired, as it becomes more likely that the Group will take possession of collateral to mitigate potential credit losses. The repossessed assets are sold as soon as practicable, with proceeds realised from the sale used to reduce the outstanding indebtedness of the customers. Financial assets that are credit-impaired and related collateral held in order to mitigate potential losses are shown below:

Group
December 2024

	Gross Exposure	Impairment Allowance	Carrying Amount	Fair value of Collateral held
Credit-Impaired assets	N'million	N'million	N'million	N'million
Retail portfolio				
- Overdrafts	2,012	(1,543)	469	189
- Credit cards	250	(123)	127	3
- Term loans	8,149	(4,481)	3,668	3
- Mortgages	8,215	(846)	7,369	-
Corporate portfolio			-	
- Overdrafts	101,486	(57,203)	44,283	19,757
- Term loans	815,896	(332,398)	483,498	749,281
- Project Finance	8,869	(4,909)	3,960	1,589
Total Credit Impaired Assets	944,877	(401,503)	543,374	770,822

Group
December 2023

	Gross Exposure	Impairment Allowance	Carrying Amount	Fair value of Collateral held
Credit-Impaired assets	N'million	N'million	N'million	N'million
Retail portfolio				
- Overdrafts	1,165	(812)	353	955
- Credit cards	173	(34)	139	-
- Term loans	5,200	(1,128)	4,072	275
- Mortgages	1,284	(145)	1,139	18
Corporate portfolio			-	
- Overdrafts	5,871	(3,276)	2,595	758
- Term loans	185,441	(53,850)	131,591	556,708
- Project Finance	122,782	(68,006)	54,776	14,574
Total Credit Impaired Assets	321,916	(127,251)	194,665	573,288

3.2.4 Exposure Management

To minimise the risk and occurrence of loss as a result of decline in quality and non-performance of risk assets, clear requirements and guidelines for on-going management of the risk asset portfolio and individual risk exposures are defined. On-going exposure management entails collateral management, facility performance monitoring, exposure quality reviews, prompt and timely identification of decline in quality and risk portfolio reporting.

3.2.5 Delinquency Management/Loan Workout

The Group's delinquency management process involves effective and timely management of accounts showing signs of delinquency to reduce the crystallisation of impairment loss. In line with the Group's delinquency management process, all activities are geared towards resuscitating delinquent loans and includes restructuring and loan work-out arrangements.

3.2.6 Credit Recovery

In the event of continued delinquency and failure of remediation, full credit recovery action is initiated to recover on such exposures and minimise the overall credit loss to the Group. Recovery action may include appointment of a receiver manager, external recovery agent and/or sale of pledged assets.

3.2.7 Write Off

The Group writes off financial assets, in whole or in part, when it has exhausted all practical recovery efforts and has concluded there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include (i) ceasing enforcement activity and (ii) where the Group's recovery method is foreclosing on collateral and the value of the collateral is such that there is no reasonable expectation of recovering in full.

The Group may write-off financial assets that are still subject to enforcement activity.The outstanding contractual amounts of such assets written off during the year ended 31 December 2024 was N230.06 billion (December 2023: N53.12bn). The Group still seeks to recover amounts it is legally owed in full, but which have been partially written off due to no reasonable expectation of full recovery.

3.2.8 Modification of financial assets

The Group sometimes modifies the terms of loans provided to customers due to commercial renegotiations, or for distressed loans, with a view to maximising recovery.

Such restructuring activities include extended payment term arrangements, payment holidays and payment forgiveness. Restructuring policies and practices are based on indicators or criteria which, in the judgement of management, indicate that payment will most likely continue. These policies are kept under continuous review. Restructuring is most commonly applied to term loans.

The risk of default of such assets after modification is assessed at the reporting date and compared with the risk under the original terms at initial recognition, when the modification is not substantial and so does not result in derecognition of the original asset (refer to notes 1.2.1.1(iv) and (v) above). The Group monitors the subsequent performance of modified assets. The Group may determine that the credit risk has significantly improved after restructuring, so that the assets are moved from Stage 3 or Stage 2 (Lifetime ECL) to Stage 1 (12-month ECL). This is only the case for assets which have performed in accordance with the new terms for three consecutive months or more (for non-specialised assets) and six consecutive months or more (for specialised assets) .

The Group continues to monitor if there is a subsequent significant increase in credit risk in relation to such assets through the use of specific models for modified assets.

3.2.9 Governance structure around the ECL model

The governance around ECL model centers on oversight functions of primary stakeholders. Oversight function is provided over the following:

i. Obligor ratings
ii. Loss Given Default
iii. Derivation of Credit Conversion Factor (CCF), Exposure at Default (EAD), scenarios and the use of forward looking estimates. Data utilized in deriving these estimates are sourced from credible sources. However, a team of IT experts still carry out periodic checks for system vulnerability, performance and deficiency.
Overall, review of completeness and accuracy is jointly carried out by credit risk team, internal control on regular basis and by internal audit periodically.

3.2.10 Grouping of instruments for losses measured on collective basis

To estimate credit losses for retail portfolio, the Group adopts a model which groups loans with similar or homogeneous characteristics together and this mainly based on the product types. Products are segmented in to four broad categories namely Credit Cards, Mortgages, Term loans and Overdrafts.

Models for Probability of default and loss given default are built in line with the segmentation and the output provide PD and LGD for each of the product category while EAD is applied at individual level.

PD for each product category is calculated as the ratio of the loans which have defaulted to the total count of the loans in the product group while LGD is estimated based on account balances, recoveries and collateral cover.
The appropriateness of groupings is monitored and reviewed on a periodic basis by the Credit Risk team.

3.2.11 Credit risk measurement

In measuring credit risk of financial assets (loans and advances to customers and to banks, Investment securities and loan commitments) at a counterparty level, the Group reflects the following components:
- The character and capacity to pay of the client or counterparty to meet its contractual obligations;
- Current exposures to the counterparty and its likely future development;
- Credit history of the counterparty; and
- The likely recovery ratio in case of default obligations – value of collateral and other ways out.

Obligor Risk Rating

The Group has a robust internal rating system it leverages on to determine credit worthiness of its borrowers and likelihood of default.
The obligor risk rating grids is based on a 21-master rating scale mapped in to 9 buckets to provide a pre-set objective basis for making credit decisions and estimating expected credit loss (ECL) in line with IFRS 9 requirements. The rating adopted depends on outcome of quantitative and qualitative factors considered on the customer and reflects the inherent risks associated with each customer.
The rating tools are reviewed and upgraded when necessary. The Group regularly validates the performance of the rating tools and their predictive powers regarding default events.

Each risk bucket may be denoted alphabetically and by range of scores as follows:

Description	Scale Rating			Grade
Highest quality, with minimal credit risk	Aaa	Aaa	1	Investment Grade
High quality, subject to very low credit risk	Aa1	Aa	2	
	Aa2		3	
	Aa3		4	
Considered upper-medium and may possess certain speculative characteristics	A1	A	5	
	A2		6	
	A3		7	
Considered medium-grade and may possess certain speculative characteristics	Baa1	Baa	8	
	Baa2		9	
	Baa3		10	
Considered to have speculative elements and are subject to substantial credit risk	Ba1	Ba	11	Non Investment Grade
	Ba2		12	
	Ba3		13	
Considered speculative and are subject to high credit risk	B1	B	14	
	B2		15	
	B3		16	
Considered to be of poor standing and are subject to very high credit risk	Caa1	Caa	17	
	Caa2		18	
	Caa3		19	
In or near default, with possibility of recovery	Ca	Ca	20	
In default with little chance of recovery	C	C	21	

3.2.12 Expected Credit loss measurement

IFRS 9 outlines a 'three-stage' model for impairment based on changes in credit quality since initial recognition as summarised below:

- A financial instrument that is not credit-impaired on intial recognition is classified in 'Stage 1' and has the credit risk continously monitored by the Group.
- If a significant increase in credit risk (SICR) since initial recognition is identified, the financial instrument is moved to 'Stage 2' but is not yet deemed to be credit-impaired. Please refer to note 3.2.11(a) for a description of how the Group determines when a significant increase in credit risk has occurred.
- If the financial instrument is credit-impaired, the financial instrument is then moved to 'Stage 3'. Refer to note 3.2.11(b) for a description of credit-impaired and default.
- Financial instruments in Stage 1 have their ECL measured at an amount equal to the portion of lifetime expected credit losses that result from default events possible within th next 12 months. Instruments in Stages 2 or 3 have their ECL measured based on expected credit losses on a lifetime basis. Refer to note 3.2.11(c) for a description of inputs, assumptions and estimation techniques used in measuring the ECL.
- A pervasive concept in measuring ECL in accordance with IFRS 9 is that it should consider forward-looking information. Note 3.2.11(d) includes an explanation of how the Group has incorporated this in its ECL models.
- Purchased or originated credit-impaired financial assets are those financial assets that are credit-impaired on inital recognition. Their ECL is always measured on a lifetime basis (Stage 3)

The key judgements and assumptions adopted by the Group in addressing the requirements of the standard are discussed below.
However, the simplified approach has been adopted for trade receivables and other assets.

a **Assessment of significant increase in credit risk**

The Group considers a financial instrument to have experienced a significant increase in credit risk when one or more of the following quantitative, qualitative or backstop criteria have been met:

Corporate portfolio, Investment Securities and Placements with financial institutions

Quantitative Criteria:

This is based on the backstop policy disclosed in the next section. Downward rating migration as at reporting date compared to initial rating at origination that exceeds specified threshold as specified per table below:

Criteria	Number of notches/rating scale considered significant
Rating Notches Downgrade	>= 4
Poor Credit Rating Threshold	>=17
Default	>=20

Migrations to rating scale 17 and above is considered stage 2 while rating scale 20 and above is considered stage 3. Please refer to Note 3.2.11 on 21 rating scale adopted by the Group.

Qualitative Criteria:

If the borrower is on the watchlist and/or the instrument meets one or more of the following criteria:

i Significant increase in credit spread
ii Significant adverse changes in business, financial and/or economic conditions in which the borrower operates
iii Actual or expected forberance or restructuring
iv Actual or expected significant adverse change in operating results of the borrower
v Significant change in collateral value (secured facilities only) which is expected to increase risk of dafault.
vi Early signs of cashflow/liquidity problems such as delay in servicing of trade creditors/loans

Retail Portfolio

Quantitative Criteria:

This is based on the backstop policy disclosed in the next section

Qualitative Criteria:

If the borrower meets one or more of the following criteria:

i In short-term forbearance
ii Significant modification to contractual terms
iii Previous arrears within the last 3 months
iv Negative credit bureau reports

The assessment of SICR incorporates forward-looking information (refer to note 3.2.11(d) for further information) and is performed on a periodic basis at a counterparty level for all financial instruments held by the Group.

Backstop

A backstop is applied and the financial instrument considered to have experienced a significant increase in credit risk if the borrower is more than 30 days past due on its contractual payments, however specialized facilities are considered to have experienced significant increase in credit risk if the borrower is more than 90 days past due on its contractual repayment. Specialized facilities include lending for Project/ Object finance and Commercial Real Estate.

The Group has not used the low credit risk exemption for any financial instruments in the year ended 31 December 2024.

b Definition of default and credit-impaired assets

The Group defines a financial instrument as in default, which is fully aligned with the definition of credit-impaired, when it meets one or more of the following criteria:

Quantitative criteria

The borrower is more than 90 days past due on its contractual payments (with the sole exception of specialized lending for project, object and commercial real estate where a borrower is required to be more than 180 days past due to be considered in default).

Qualitative criteria

The following qualitative criteria indicates that a borrower is in significant financial difficulty:

• long-term forbearance
• Deceased borrower
• Insolvency or Bankruptcy
• Breach of financial covenant(s)
• Disappearance of an active market for a financial asset due to financial difficulties
• Concessions made by the lender in relation to the borrower’s financial difficulty

The criteria above have been applied to all financial instruments held by the Group and are consistent with the definition of default used for internal credit risk management purposes. The default definition has been applied consistently to model the Probability of Default (PD), Exposure at Default (EAD) and Loss given Default (LGD) throughout the Group's expected loss calculations.

Cure Criteria

- An exposure will move from stage 2 to 1 where probationary period of 90 days is met subject to all payments being up to date with the customer demonstrating ability to maintain future repayments.
- An Exposure will move from Stage 3 to 2 where probationary period of 180 days is met and there is consistency in repayment of obligations as and when due.

c Measuring ECL — Explanation of inputs, assumptions and estimation techniques

The Expected Credit Loss (ECL) is measured on either a 12-month (12M) or Lifetime basis depending on whether a significant increase in credit risk has occurred since initial recognition or whether an asset is considered to be credit-impaired. Expected credit losses are the discounted product of the Probability of Default (PD), Exposure at Default (EAD), and Loss Given Default (LGD), defined as follows:
• The PD represents the likelihood of a borrower defaulting on its financial obligation (as per "Definition of default and credit-impaired" above), either over the next 12 months (12M PD), or over the remaining lifetime (Lifetime PD) of the obligation.
• EAD is based on the amounts the Group expects to be owed at the time of default, over the next 12 months (12M EAD) or over the remaining lifetime (Lifetime EAD). For example, for a revolving commitment, the Group includes the current drawn balance plus any further amount that is expected to be drawn up to the current contractual limit by the time of default, should it occur.
• Loss Given Default (LGD) represents the Group's expectation of the extent of loss on a defaulted exposure. LGD varies by type of counterparty, type and seniority of claim and availability of collateral or other credit support. LGD is expressed as a percentage loss per unit of exposure at the time of default (EAD). LGD is calculated on a 12-month or lifetime basis, where 12-month LGD is the percentage of loss expected to be made if the default occurs in the next 12 months and Lifetime LGD is the percentage of loss expected to be made if the default occurs over the remaining expected lifetime of the loan.

The ECL is determined by projecting the PD, LGD and EAD for each future month and for each individual exposure or collective segment. These three components are multiplied together and adjusted for the likelihood of survival (i.e. the exposure has not prepaid or defaulted in an earlier month). This effectively calculates an ECL for each future month, which is then discounted back to the reporting date and summed. The discount rate used in the ECL calculation is the original effective interest rate or an approximation thereof.

The 12M PD associated with a given rating is calibrated to a 12M Point in Time PD (PiT PD) using regression analysis while the lifetime PD is developed by applying a cross section regression model which extends the 12-month PiT PD over a long-time horizon. The cross-sectional analysis incorporates time-variant factors, time-invariant factors and idiosyncratic factors.

The 12-month and lifetime EADs are determined based on the expected payment profile, which varies by facility type.

• For amortising products and bullet repayment loans, this is based on the contractual repayments owed by the borrower over a 12month or lifetime basis. This will also be adjusted for any expected overpayments made by a borrower.
• For revolving products, the exposure at default is predicted by taking current drawn balance and adding a "credit conversion factor" which allows for the expected drawdown of the remaining limit by the time of default. These assumptions vary by product type and current limit utilisation band, based on analysis of the Group's recent default data.
The 12-month and lifetime LGDs are determined based on the factors which impact the recoveries made post default. These vary by product type.
• For secured products, this is primarily based on collateral type and projected collateral values, historical discounts to market/book values due to forced sales which has embedded cost of recovery, recovery period and haircuts.
• For unsecured products, the group leverages on a statistical model which estimates recovery rate based on analysis of default data. The model takes in to consideration the credit worthiness and borrowers industry in arriving at the recovery rate.
• LGD's are typically set at product level for retail portfolio and counterparty level for the corporate portfolio, investment securities and placements with financial institutions.

Forward-looking economic information is also included in determining the 12-month and lifetime PD, EAD and LGD. These assumptions vary by portfolio/product type. Refer to note 3.2.11(d) for an explanation of forward- looking information and its inclusion in ECL calculations.

The assumptions underlying the ECL calculation such as rating migration for determination of PDs and change in collateral values etc. are monitored and reviewed on a quarterly basis. There have been no significant changes in estimation techniques or significant assumptions made during the reporting period.

d Forward-looking information incorporated in the ECL models

The assessment of SICR and the calculation of ECL both incorporate forward-looking information. The Group has performed historical analysis and identified the key macro-economic variables impacting credit risk and expected credit losses for its portfolio.

These variables and their associated impact on the PD, EAD and LGD vary by portfolio type; in addition, expert judgment has also been applied in this process.
Forecasts of these macro-economic variables for each of the possible scenarios (upturn, baseline and downturn) are provided by Moody's Analytics economic's team (Groups Vendor) via its platform known as Data Buffet on a quarterly basis. The platform can provide an economic forecast up to 30 years. The impact of these economic variables on the PD, EAD and LGD has been determined by performing statistical cross sectional regression analysis to understand the impact changes in these variables have had historically on default rates and on the components of LGD and EAD.

Weights are assigned to the possible outcome of each scenario based on statistical regression analysis and expert judgement taking account of the range of possible outcomes each chosen scenario is representative of.

The assessment of SICR is determined using rating migration which are linked to the PDs of each scenarios multiplied by the associated scenario weighting, along with qualitative and backstop indicators (see note 3.2.11a). This determines whether the whole financial instrument is in Stage 1, Stage 2, or Stage 3 and hence whether 12-month or lifetime ECL should be recorded. Following this assessment, the Group measures ECL as either a probability weighted 12 month ECL (Stage 1), or a probability weighted lifetime ECL (Stages 2 and 3). These probability-weighted ECLs are determined by running each scenario through the relevant ECL model and multiplying it by the appropriate scenario weighting.

Generally, in economic forecasts, the projections and likelihoods of occurrence are subject to a high degree of inherent uncertainty, hence the actual outcomes may be significantly different to those projected. Therefore, the Group considers these forecasts to represent its best estimate of the possible outcomes and has analysed the non-linearities and asymmetries within the Group's different portfolios to establish that the chosen scenarios are appropriately representative of the range of possible scenarios.

e Simplified Approach

In determining the ECL for other assets, the Group applies the simplified approach to estimate ECLs, adopting a provision matrix, where the receivables are grouped based on the nature of the transactions, aging of the balances and different historical loss patterns, to determine the lifetime ECLs. The provision matrix estimates ECLs on the basis of historical default rates, adjusted for forward looking estimates e.g. inflation, exchange rates etc.

3.2.13 Economic variable assumptions

The most significant period-end assumptions in the table below is for First Bank of Nigeria Limited as at 31 December 2024. First Bank contributes 99.9% of the total Loans and advances to customers of the Group, therefore the table is a representative for the Group

Corporate Portfolio, Investment Securities and Placements with financial institutions

		2024	2025	2026	2027	2028
Gross Domestic Product (NGN' billions)	Base	76,833	79,218	82,836	86,813	90,663
	Upturn	77,902	81,073	84,827	89,751	94,497
	Downturn	73,156	75,908	80,330	83,838	87,051
Stock Index Price (NGN per share)	Base	44,273	45,356	49,369	52,938	56,067
	Upturn	48,503	49,805	53,399	56,870	59,766
	Downturn	33,792	36,696	42,567	47,041	50,710
Oil price (USD per barrel)	Base	88.84	76.88	73.84	74.23	74.33
	Upturn	91.61	75.78	69.55	69.24	70.40
	Downturn	72.36	57.98	64.69	67.18	68.61

The most significant period-end assumptions used for the ECL estimate as at 31 December 2023 are set out below.

		2024	2025	2026	2027	2028
Gross Domestic Product (NGN' billions)	Base	78,983	81,552	84,687	88,743	94,077
	Upturn	80,247	83,290	86,769	91,360	97,821
	Downturn	76,578	77,748	81,835	85,796	90,541
Stock Index Price (NGN per share)	Base	68,353	74,086	80,678	87,830	94,899
	Upturn	73,275	80,854	87,771	94,581	101,422
	Downturn	56,389	57,260	66,885	76,826	84,987
Oil price (USD per barrel)	Base	84	77	74	74	74
	Upturn	86	78	74	74	74
	Downturn	66	60	69	72	73

In current year, First Bank adopted the Gaussian distribution method of probability distribution to determine the weights of each of its selected scenarios. Expert judgement was applied for other entities. The weightings assigned to each economic scenario are as follows:

DECEMBER 2024	Base	Upturn	Downturn
Corporate portfolio, Investment Securities and Placement with financial institutions	40%	33%	27%

DECEMBER 2023	Base	Upturn	Downturn
Corporate portfolio, Investment Securities and Placement with financial institutions	45%	33%	22%

Other forward-looking considerations not otherwise incorporated within the above scenarios, such as the impact of any regulatory, legislative or political changes, have also been considered, but are not deemed to have a material impact and therefore no adjustment has been made to the ECL for such factors. This is reviewed and monitored for appropriateness on a quarterly basis.

3.2.14 Sensitivity analysis on ECL Model

The most significant assumptions affecting the ECL allowance are as follows:

Corporate Portfolios

(i) GDP, given the significant impact on companies' performance and collateral valuations
(ii) Oil price, given its significant impact on Nigerian economy and industry players
(iii) Stock Price Index, given its relevance for evaluating market performance of firms.

The sensitivity analysis has been determined by changing one variable or holding it constant on the x -axis, while changing another variable or holding it constant on the y-axis. Set out below are the changes to the ECL that would result if the economic variable assumptions used to measure ECL remain as expected, as well as if each of the key asumptions used change by plus or minus 10%.

DECEMBER 2024		Oil Price		
Corporate Portfolios		N'm	N'm	N'm
		(-10%)	No change	+10%
GDP	+10%	389,486	391,748	392,761
	No Change	370,520	377,360	384,200
	(-10%)	358,971	362,744	366,518

DECEMBER 2023		Oil Price		
Corporate Portfolios		N'm	N'm	N'm
		(-10%)	No change	+10%
GDP	+10%	163,259	162,711	157,724
	No Change	169,801	166,256	162,711
	(-10%)	174,788	169,801	163,259

3.2.15 Measurement basis of financial assets and liabilities

GROUP

	Fair Value through P/L	Fair Value through OCI	Amortised cost	Total
	N'million	*N'million*	*N'million*	*N'million*
31 December 2024				
Financial assets				
Cash and balances with central banks	-	-	4,415,186	4,415,186
Loans and advances to banks	-	-	3,302,480	3,302,480
Loans and advances to customers - Corporate Portfolio:				
- Overdrafts	-	-	661,012	661,012
- Term loans	-	-	7,394,622	7,394,622
- Project finance	-	-	222,255	222,255
Loans and advances to customers - Retail Portfolio:				
- Overdrafts	-	-	38,716	38,716
- Term loans	-	-	183,055	183,055
- Credit cards	-	-	4,016	4,016
- Mortgage	-	-	264,212	264,212
Financial assets at fair value through profit or loss	443,567	-	-	443,567
Investment securities:				
- Investments at FVOCI	-	4,471,687	-	4,471,687
- Investments at amortised cost	-	-	2,064,708	2,064,708
Asset pledged as collateral	-	822,897	246,328	1,069,225
Other assets	-	-	982,098	982,098
Total Financial Assets	443,567	5,294,584	19,778,688	25,516,839

	Fair Value through P/L	Fair Value through OCI	Amortised cost	Total
	N'million	*N'million*	*N'million*	*N'million*
Financial liabilities				
Deposits from banks	-	-	2,922,432	2,922,432
Deposits from customers	-	-	17,170,690	17,170,690
Financial liabilities at fair value through profit or loss	50,256	-	-	50,256
Financial liabilities at amortized cost	-	-	198,188	198,188
Other liabilities	-	-	1,216,073	1,216,073
Borrowings	-	-	1,559,353	1,559,353
Total Financial Liabilities	50,256	-	23,066,736	23,116,992

GROUP

	Fair Value through P/L	Fair Value through OCI	Amortised cost	Total
	N'million	N'million	N'million	N'million
31 December 2023				
Financial assets				
Cash and balances with central banks	-	-	2,572,363	2,572,363
Loans and advances to banks	-	-	2,053,230	2,053,230
Loans and advances to customers - Corporate				-
- Overdrafts	-	-	753,666	753,666
- Term loans	-	-	4,814,966	4,814,966
- Project finance	-	-	400,036	400,036
Loans and advances to customers - Retail				
- Overdrafts	-	-	44,130	44,130
- Term loans	-	-	210,378	210,378
- Credit cards	-	-	3,027	3,027
- Mortgage	-	-	133,091	133,091
Financial assets at fair value through profit or loss	748,785	-	-	748,785
Investment securities:				-
- Investments at FVOCI	-	1,330,161	-	1,330,161
- Investments at amortised cost	-	-	1,467,459	1,467,459
Asset pledged as collateral	-	1,456,183	62,911	1,519,094
Other assets	-	-	472,885	472,885
Total Financial Assets	748,785	2,786,344	12,988,142	16,523,271

	Fair Value through P/L	Amortised cost	Total
	N'million	N'million	N'million
Financial liabilities			
Deposits from banks	-	1,803,182	1,803,182
Deposits from customers	-	10,663,346	10,663,346
Financial liabilities at fair value through profit or loss	143,470	-	143,470
Other liabilities	-	1,257,639	1,257,639
Borrowings	-	1,250,827	1,250,827
Total Financial Liabilities	143,470	14,974,994	15,118,464

COMPANY 31 December 2024	Fair Value through P/L N'million	Fair Value through OCI N'million	Amortised cost N'million	Total N'million
Financial assets				
Loans and advances to banks	-	-	23,269	23,269
Loans and advances to customers - Retail portfolio				
- Staff loans	-	-	178	178
Financial assets at FVTPL	-	-	-	-
Investment securities:				-
- Investment securities at FVOCI	-	14,504	-	14,504
Other assets	-	-	22,521	22,521
Total Financial Assets	-	14,504	45,968	60,472

	Fair Value through P/L N'million	Amortised cost N'million	Total N'million
Financial liabilities			
Other liabilities	-	29,077	29,077
Total Financial Liabilities	-	29,077	29,077

COMPANY 31 December 2023	Fair Value through P/L N'million	Fair Value through OCI N'million	Amortised cost N'million	Total N'million
Financial assets				
Loans and advances to banks	-	-	16,523	16,523
Loans and advances to customers - Retail portfolio				
- Staff loans	-	-	269	269
Financial assets at FVTPL	504	-	-	504
Investment securities:				-
- Investment securities at FVOCI	-	6,959	-	6,959
Other assets	-	-	17,144	17,144
Total Financial Assets	504	6,959	33,936	41,399

	Fair Value through P/L N'million	Amortised cost N'million	Total N'million
Financial liabilities			
Other liabilities	-	19,041	19,041
Total Financial Liabilities	-	19,041	19,041

3.2.16 Maximum exposure to credit risk before collateral held or credit enhancements

(a) Financial instruments subject to impairment

The following table contains an analysis of the credit risk exposure of financial instruments for which an ECL allowance is recognised. The gross carrying amount of financial assets below also represents the Group's maximum exposure to credit risk on these assets.

GROUP

	Balances with Central Banks 31 Dec 2024				
	Stage 1 12-month ECL N'millions	**Stage 2 Lifetime ECL N'millions**	**Stage 3 Lifetime ECL N'millions**	**Purchased Credit-Impaired N'millions**	**Total N'millions**
Credit Grade					
Investment grade	4,092,789	-	-	-	4,092,789
Non Investment Grade	-	-	-	-	-
Gross Carrying Amount	4,092,789	-	-	-	4,092,789
Loss allowance	-	-	-	-	-
Carrying Amount	4,092,789	-	-	-	4,092,789

	Loans and Advances to Banks 31 Dec 2024				
	Stage 1 12-month ECL N'millions	**Stage 2 Lifetime ECL N'millions**	**Stage 3 Lifetime ECL N'millions**	**Purchased Credit-Impaired N'millions**	**Total N'millions**
Credit Grade					
Investment grade	1,343,396	-	-	-	1,343,396
Non Investment Grade	1,969,610	-	-	-	1,969,610
Gross Carrying Amount	3,313,006	-	-	-	3,313,006
Loss allowance	(10,526)	-	-	-	(10,526)
Carrying Amount	3,302,480	-	-	-	3,302,480

Loans and Advances to Customers - Retail Portfolio
31 Dec 2024

	Stage 1 12-month ECL N'millions	Stage 2 Lifetime ECL N'millions	Stage 3 Lifetime ECL N'millions	Purchased Credit-Impaired N'millions	Total N'millions
Credit Grade					
Investment grade	16,638	-	-	-	16,638
Non Investment Grade	460,170	7,512	-	-	467,682
Default	-	-	18,626	-	18,626
Gross Carrying Amount	476,808	7,512	18,626	-	502,946
Loss allowance	(5,665)	(289)	(6,993)	-	(12,947)
Carrying Amount	471,143	7,223	11,633	-	489,999

Loans and Advances to Customers - Corporate Portfolio
31 Dec 2024

	Stage 1 12-month ECL N'millions	Stage 2 Lifetime ECL N'millions	Stage 3 Lifetime ECL N'millions	Purchased Credit-Impaired N'millions	Total N'millions
Credit Grade					
Investment grade	1,850,707	101,217	-	-	1,951,924
Non Investment Grade	3,428,197	2,453,635	-	-	5,881,832
Default	-	-	926,251	-	926,251
Gross Carrying Amount	5,278,904	2,554,852	926,251	-	8,760,007
Loss allowance	(19,447)	(68,161)	(394,510)	-	(482,118)
Carrying Amount	5,259,457	2,486,691	531,741	-	8,277,889

Debt Investment Securities - at FVOCI
31 Dec 2024

	Stage 1 12-month ECL N'millions	Stage 2 Lifetime ECL N'millions	Stage 3 Lifetime ECL N'millions	Purchased Credit-Impaired N'millions	Total N'millions
Credit Grade					
Investment grade	4,021,021	-	-	-	4,021,021
Non Investment Grade	-	-	-	-	-
Carrying Amount	4,021,021	-	-	-	4,021,021
Loss allowance	(5,958)	-	-	-	(5,958)
Carrying Amount	4,015,063	-	-	-	4,015,063

Investment Securities - at Amortised Cost
31 Dec 2024

	Stage 1 12-month ECL N'millions	Stage 2 Lifetime ECL N'millions	Stage 3 Lifetime ECL N'millions	Purchased Credit-Impaired N'millions	Total N'millions
Credit Grade					
Investment grade	1,990,956	-	-	-	1,990,956
Non Investment Grade	86,770	-	-	-	86,770
Gross Carrying Amount	2,077,726	-	-	-	2,077,726
Loss allowance	(13,018)	-	-	-	(13,018)
Carrying Amount	2,064,708	-	-	-	2,064,708

Assets Pledged as Collateral
31 Dec 2024

	Stage 1 12-month ECL N'millions	Stage 2 Lifetime ECL N'millions	Stage 3 Lifetime ECL N'millions	Purchased Credit-Impaired N'millions	Total N'millions
Credit Grade					
Investment grade	1,069,225	-	-	-	1,069,225
Non Investment Grade	-	-	-	-	-
Gross Carrying Amount	1,069,225	-	-	-	1,069,225
Loss allowance	-	-	-	-	-
Carrying Amount	1,069,225	-	-	-	1,069,225

Other Assets -Simplified approach
31 Dec 2024

	0-30 days	31-60 days	61-180 days	181 -365 days	> 365 days	**Total**
Receivables (N'millions)	232,547	-	-	367,752	438,586	1,038,885
Expected Loss rate (%)	4%	0%	0%	3%	9%	5%
ECL (N'millions)	8,618	-	-	10,653	37,516	56,787

GROUP

	Balances with Central Banks 31 Dec 2023				
	Stage 1 12-month ECL N'millions	Stage 2 Lifetime ECL N'millions	Stage 3 Lifetime ECL N'millions	Purchased Credit-Impaired N'millions	Total N'millions
Credit Grade					
Investment grade	2,412,858	-	-	-	2,412,858
Non Investment Grade	-	-	-	-	-
Gross Carrying Amount	2,412,858	-	-	-	2,412,858
Loss allowance	(10,148)	-	-	-	- 10,148
Carrying Amount	2,402,710	-	-	-	2,402,710

	Loans and Advances to Banks 31 Dec 2023				
	Stage 1 12-month ECL N'millions	Stage 2 Lifetime ECL N'millions	Stage 3 Lifetime ECL N'millions	Purchased Credit-Impaired N'millions	Total N'millions
Credit Grade					
Investment grade	534,094	-	-	-	534,094
Non Investment Grade	1,021,302	-	539,145	-	1,560,447
Gross Carrying Amount	1,555,396	-	539,145	-	2,094,541
Loss allowance	(5,914)	-	(35,397)	-	(41,311)
Carrying Amount	1,549,482	-	503,748	-	2,053,230

	Loans and Advances to Customers - Retail Portfolio 31 Dec 2023				
	Stage 1 12-month ECL N'millions	Stage 2 Lifetime ECL N'millions	Stage 3 Lifetime ECL N'millions	Purchased Credit-Impaired N'millions	Total N'millions
Credit Grade					
Investment grade	9,003	-	-	-	9,003
Non Investment Grade	375,851	2,325	-	-	378,176
Default	-	-	7,822	-	7,822
Gross Carrying Amount	384,854	2,325	7,822	-	395,001
Loss allowance	(2,066)	(190)	(2,119)	-	(4,375)
Carrying Amount	382,788	2,135	5,703	-	390,626

	Loans and Advances to Customers - Corporate Portfolio 31 Dec 2023				
	Stage 1 12-month ECL N'millions	Stage 2 Lifetime ECL N'millions	Stage 3 Lifetime ECL N'millions	Purchased Credit-Impaired N'millions	Total N'millions
Credit Grade					
Investment grade	771,194	-	-	-	771,194
Non Investment Grade	3,851,839	1,301,705	-	-	5,153,544
Default	-	-	314,094	-	314,094
Gross Carrying Amount	4,623,033	1,301,705	314,094	-	6,238,832
Loss allowance	(13,387)	(131,645)	(125,132)	-	(270,164)
Carrying Amount	4,609,646	1,170,060	188,962	-	5,968,668

	Debt Investment Securities - at FVOCI 31 Dec 2023				
	Stage 1 12-month ECL N'millions	Stage 2 Lifetime ECL N'millions	Stage 3 Lifetime ECL N'millions	Purchased Credit-Impaired N'millions	Total N'millions
Credit Grade					
Investment grade	806,804	-	-	-	806,804
Non Investment Grade	222,144	-	-	-	222,144
Gross Carrying Amount	1,028,948	-	-	-	1,028,948
Loss allowance	(2,063)	-	-	-	(2,063)
Carrying Amount	1,026,885	-	-	-	1,026,885

	Investment Securities - at Amortised Cost 31 Dec 2023				
	Stage 1 12-month ECL N'millions	Stage 2 Lifetime ECL N'millions	Stage 3 Lifetime ECL N'millions	Purchased Credit-Impaired N'millions	Total N'millions
Credit Grade					
Investment grade	1,431,721	-	-	-	1,431,721
Non Investment Grade	50,548	-	-	-	50,548
Default	-	-	-	-	-
Gross Carrying Amount	1,482,269	-	-	-	1,482,269
Loss allowance	(14,810)	-	-	-	(14,810)
Carrying Amount	1,467,459	-	-	-	1,467,459

	Assets Pledged as Collateral 31 Dec 2023				
	Stage 1 12-month ECL N'millions	Stage 2 Lifetime ECL N'millions	Stage 3 Lifetime ECL N'millions	Purchased Credit-Impaired N'millions	Total N'millions
Credit Grade					
Investment grade	1,519,094	-	-	-	1,519,094
Non Investment Grade	-	-	-	-	-
Gross Carrying Amount	1,519,094	-	-	-	1,519,094
Loss allowance	-	-	-	-	-
Carrying Amount	1,519,094	-	-	-	1,519,094

	Other Assets -Simplified approach 31 Dec 2023					
	0-30 days	31-60 days	61-180 days	181 -365 days	> 365 days	**Total**
Receivables (N'millions)	147,678	499	405	306,728	33,512	488,822
Expected Loss rate (%)	0.17%	2.00%	0.49%	1.88%	29.58%	3.26%
ECL	254	10	2	5,757	9,914	15,937

Company

	Loans and Advances to Banks 31 Dec 2024				
	Stage 1 12-month ECL N'millions	Stage 2 Lifetime ECL N'millions	Stage 3 Lifetime ECL N'millions	Purchased Credit-Impaired N'millions	Total N'millions
Credit Grade					
Investment grade	23,269	-	-	-	23,269
Non Investment Grade	-	-	-	-	-
Gross Carrying Amount	23,269	-	-	-	23,269
Loss allowance	-	-	-	-	-
Carrying Amount	23,269	-	-	-	23,269

	Loans and Advances to Customers - Retail Portfolio 31 Dec 2024				
	Stage 1 12-month ECL N'millions	Stage 2 Lifetime ECL N'millions	Stage 3 Lifetime ECL N'millions	Purchased Credit-Impaired N'millions	Total N'millions
Credit Grade					
Investment grade	-	-	-	-	-
Non Investment Grade	178	-	-	-	178
Gross Carrying Amount	178	-	-	-	178
Loss allowance	-	-	-	-	-
Carrying Amount	178	-	-	-	178

	Debt Investment Securities - at FVOCI 31 Dec 2024				
	Stage 1 12-month ECL N'millions	Stage 2 Lifetime ECL N'millions	Stage 3 Lifetime ECL N'millions	Purchased Credit-Impaired N'millions	Total N'millions
Credit Grade					
Investment grade	14,504	-	-	-	14,504
Non Investment Grade	-	-	-	-	-
Gross Carrying Amount	14,504	-	-	-	14,504
Loss allowance	-	-	-	-	-
Carrying Amount	14,504	-	-	-	14,504

	31 Dec 2024 N'millions
Other assets	22,521
ECL	-
Carrying amount	22,521

Loans and Advances to Banks
31 Dec 2023

	Stage 1 12-month ECL N'millions	Stage 2 Lifetime ECL N'millions	Stage 3 Lifetime ECL N'millions	Purchased Credit-Impaired N'millions	Total N'millions
Credit Grade					
Investment grade	16,523	-	-	-	16,523
Non Investment Grade	-	-	-	-	-
Gross Carrying Amount	16,523	-	-	-	16,523
Loss allowance	-	-	-	-	-
Carrying Amount	16,523	-	-	-	16,523

Loans and Advances to Customers - Retail Portfolio
31 Dec 2023

	Stage 1 12-month ECL N'millions	Stage 2 Lifetime ECL N'millions	Stage 3 Lifetime ECL N'millions	Purchased Credit-Impaired N'millions	Total N'millions
Credit Grade					
Investment grade	-	-	-	-	-
Non Investment Grade	269	-	-	-	269
Gross Carrying Amount	269	-	-	-	269
Loss allowance	-	-	-	-	-
Carrying Amount	269	-	-	-	269

Debt Investment Securities - at FVOCI
31 Dec 2023

	Stage 1 12-month ECL N'millions	Stage 2 Lifetime ECL N'millions	Stage 3 Lifetime ECL N'millions	Purchased Credit-Impaired N'millions	Total N'millions
Credit Grade					
Investment grade	6,959	-	-	-	6,959
Non Investment Grade	-	-	-	-	-
Default	-	-	-	-	-
Gross Carrying Amount	6,959	-	-	-	6,959
Loss allowance	-	-	-	-	-
Carrying Amount	6,959	-	-	-	6,959

	31 Dec 2023 N'millions
Other assets	17,144
ECL	-
Carrying amount	17,144

(b) **Financial instruments not subject to impairment**

The following table contains an analysis of the maximum credit risk exposure from financial assets not subject to impairment

	GROUP		COMPANY	
	31 Dec 2024 N'millions	31 Dec 2023 N'millions	31 Dec 2024 N'millions	31 Dec 2023 N'millions
Financial Assets at FVPTL				
- Debt Securities	148,737	48,631	-	-
- Derivatives	182,093	620,503	-	-

3.2.17 Concentration of risks of financial assets with credit risk exposure

(a) Geographical sectors

The following table breaks down the Group's credit exposure at their carrying amounts (without taking into account any collateral held or other credit support), as categorised by geographical region as of 31 December 2024 and 31 December 2023. For this table, the Group has allocated exposures to regions based on the country of domicile of its counterparties. Investment securities and financial assetsat fair value through profit or loss analysed below excludes investments in equity instruments.

3.2.17 Concentration of risks of financial assets with credit risk exposure continued

GROUP

	Lagos N 'million	Southern Nigeria N 'million	Northern Nigeria N 'million	Rest of Africa N 'million	Europe N 'million	America N 'million	**Total** N 'million
Balances with central bank	3,673,716	-	-	656,584	84,886	-	4,415,186
Loans and advances to banks	964,040	-	-	1,276,816	1,061,624	-	3,302,480
Loans and advances to customers - Retail portfolio	46,207	69,655	52,284	41,647	280,206	-	489,999
Loans and advances to customers - Corporate portfolio	5,712,769	613,937	123,788	1,164,606	652,758	10,031	8,277,889
Financial assets at FVTPL	330,830	-	-	-	-	-	330,830
Investment securities							
- FVOCI Investments	4,463,604	-	-	-	-	8,083	4,471,687
- Amortised cost investments	485,312	-	-	22,133	57,866	1,499,397	2,064,708
Asset pledged as collateral	1,026,159	-	-	43,066	-	-	1,069,225
Other assets	838,232	-	-	133,090	10,776	-	982,098
31 December 2024	17,540,869	683,592	176,072	3,337,942	2,148,116	1,517,511	25,404,102

Credit risk exposure relating to off balance sheet items are as follows

	Lagos	Southern Nigeria	Northern Nigeria	Rest of Africa	Europe	America	Total
Loan commitments	55,623	6,754	11,390	91,522	2,602	-	167,891
Letters of credit and other credit related obligations	1,101,824	809,073	216,832	368,533	478,934	-	2,975,196
31 December 2024	1,157,447	815,827	228,222	460,055	481,536	-	3,143,087

	Lagos N 'million	Southern Nigeria N 'million	Northern Nigeria N 'million	Rest of Africa N 'million	Europe N 'million	America N 'million	**Total** N 'million
Balances with central bank	2,272,975	-	-	262,000	37,388	-	2,572,363
Loans and advances to banks	985,898	-	-	330,559	637,278	99,495	2,053,230
Loans and advances to customers - Retail portfolio	84,546	90,798	56,532	27,137	131,613	-	390,626
Loans and advances to customers - Corporate portfolio	4,596,440	571,795	149,394	619,136	31,894	9	5,968,668
Financial assets at FVTPL	629,722	-	-	4,160	35,252	-	669,134
Investment securities							
- FVOCI Investments	1,304,433	10,558	15,170	-	-	-	1,330,161
- Amortised cost investments	220,946	-	-	642,454	604,059	-	1,467,459
Asset pledged as collateral	1,493,204	-	-	25,890	-	-	1,519,094
Other assets	240,950	7,848	2,037	217,158	4,892	-	472,885
31 December 2023	11,829,114	680,999	223,133	2,128,494	1,482,376	99,504	16,443,620

Credit risk exposure relating to off balance sheet items are as follows

	Lagos	Southern Nigeria	Northern Nigeria	Rest of Africa	Europe	America	Total
Loan commitments	92,803	5,292	21,134	50,830	9,218	-	179,277
Letters of credit and other credit related obligations	820,613	462,359	119,552	433,229	302,170	-	2,137,923
31 December 2023	913,416	467,651	140,686	484,059	311,388	-	2,317,200

COMPANY

	Lagos **N 'million**	Southern Nigeria **N 'million**	Northern Nigeria **N 'million**	Rest of Africa **N 'million**	Europe **N 'million**	America **N 'million**	**Total N 'million**
Loans and advances to banks	23,269	-	-	-	-	-	23,269
Loans and advances to customers							
- Term loans	178	-	-	-	-	-	178
Investment securities							
- FVOCI Investments	14,504	-	-	-	-	-	14,504
Other assets	22,521	-	-	-	-	-	22,521
31 December 2024	60,473	-	-	-	-	-	60,473

	Lagos **N 'million**	Southern Nigeria **N 'million**	Northern Nigeria **N 'million**	Rest of Africa **N 'million**	Europe **N 'million**	America **N 'million**	**Total N 'million**
Loans and advances to banks	16,523	-	-	-	-	-	16,523
Loans and advances to customers							
- Term loans	269	-	-	-	-	-	269
Investment securities							
- FVOCI Investments	6,959	-	-	-	-	-	6,959
Other assets	17,144	-	-	-	-	-	17,144
31 December 2023	40,895	-	-	-	-	-	40,896

3.2.17 Concentration of risks of financial assets with credit risk exposure continued
b) Industry sectors

The following table breaks down the Group's credit exposure at carrying amounts (without taking into account any collateral held or other credit support), as categorised by the industry sectors of the Group's counterparties. Investment securities and financial assets at fair value through profit or loss analysed below excludes investments in equity instruments.

GROUP

	Balances with central bank	Loans and advances to banks	Financial assets at fair value through profit or loss	Investment Securities - FVOCI	Investment Securities - Amortised cost	Asset pledged as collateral	Other assets
	N 'million	N 'million	N 'million	N 'million	N 'million	N 'million	N 'million
Agriculture	-	-	-	-	-	-	-
Oil and gas	-	-	-	6,889	1,579	-	74,249
Consumer credit	-	-	-	-	-	-	-
Manufacturing	-	-	449	84	306	-	-
Real estate	-	-	8,464	-	-	-	-
Construction	-	-	-	-	3,753	-	-
Finance and insurance	281,166	3,302,480	3,337	444,777	1,827,667	-	907,849
Transportation	-	-	-	-	-	-	-
Communication	-	-	1	-	-	-	-
General commerce	-	-	9,580	-	-	-	-
Utilities	-	-	6,166	-	-	-	-
Retail services	-	-	77,450	-	-	-	-
Public sector	4,415,186	-	225,383	4,019,937	231,403	1,069,225	-
Total at 31 December 2024	4,696,352	3,302,480	330,830	4,471,687	2,064,708	1,069,225	982,098

	Loans and advances to customers - Retail Portfolio				
	Overdraft	Term loans	Credit Cards	Mortgage	Total
	N 'million	N 'million	N 'million	N 'million	N 'million
Agriculture	924	2,641	2	72	3,639
Oil and gas	469	4,256	101	-	4,826
Consumer credit	24,268	126,133	2,042	288	152,731
Manufacturing	4,553	9,230	1,180	141	15,104
Real estate	173	761	43	263,695	264,672
Construction	286	1,099	96	-	1,481
Finance and insurance	1,059	339	-	-	1,398
Transportation	4	27	-	-	31
Communication	659	2,104	160	-	2,923
General commerce	3,960	10,258	367	6	14,591
Utilities	245	153	-	-	398
Retail services	4,582	34,427	311	1,174	40,494
Education	-	-	-	635	635
Public sector	-	23	-	-	23
Total at 31 December 2024	41,182	191,451	4,302	266,011	502,946

	Loans and advances to customers - Corporate Portfolio			
	Overdraft	Term loans	Project finance	Total
	N 'million	N 'million	N 'million	N 'million
Agriculture	47,760	249,253	7,554	304,567
Oil and gas	103,763	3,230,122	3,201	3,337,086
Consumer credit	16,070	51,693	1,400	69,163
Manufacturing	136,658	1,066,931	43,128	1,246,717
Real estate	3,024	8,167	911	12,102
Construction	23,159	120,004	153,728	296,891
Finance and insurance	4,399	18,216	-	22,615
Transportation	4,952	96,231	-	101,183
Communication	78,975	459,730	627	539,332
General commerce	89,636	448,779	8,568	546,983
Utilities	14,066	642,247	-	656,313
Retail services	62,733	450,213	7,439	520,385
Mining	131,516	226,541	-	358,057
Education	-	1,945	-	1,945
Public sector	2,526	742,555	1,587	746,668
Total at 31 December 2024	719,237	7,812,627	228,143	8,760,007

3.2.17 Concentration of risks of financial assets with credit risk exposure continued

GROUP

	Balances with central bank	Loans and advances to banks	Financial assets at fair value through profit or loss	Investment Securities - FVOCI	Investment Securities - Amortised cost	Asset pledged as collateral	Other assets
	N 'million	**N 'million**	**N 'million**	**N 'million**	**N 'million**	**N 'million**	**N 'million**
Agriculture	-	-	-	-	-	-	-
Oil and gas	-	-	-	-	-	-	-
Consumer credit	-	-	-	-	-	-	-
Manufacturing	-	-	-	-	-	-	-
Real estate	-	-	-	-	-	-	-
Construction	-	-	-	-	5,005	-	-
Finance and insurance	-	2,053,230	96	301,438	-	-	467,086
Transportation	-	-	-	-	-	-	-
Communication	-	-	-	-	-	-	-
General commerce	-	-	-	-	-	-	-
Utilities	-	-	-	18,068	-	-	5,304
Retail services	-	-	-	-	-	-	-
Public sector	2,572,363	-	669,038	1,010,655	1,462,454	1,519,094	495
Total at 31 December 2023	2,572,363	2,053,230	669,134	1,330,161	1,467,459	1,519,094	472,885

	Loans and advances to customers - Retail Portfolio				
	Overdraft	Term loans	Credit Cards	Mortgage	Total
	N 'million	**N 'million**	**N 'million**	**N 'million**	**N 'million**
Agriculture	576	496	3	-	1,075
Oil and gas	1,246	1,283	3	-	2,532
Consumer credit	35,971	181,531	2,967	768	221,237
Manufacturing	180	472	1	-	653
Real estate	41	324	7	132,575	132,947
Construction	65	1,073	1	-	1,139
Finance and insurance	580	-	8	-	588
Transportation	16	68	-	-	84
Communication	393	459	1	-	853
General commerce	3,813	858	2	15	4,688
Utilities	31	258	-	-	289
Retail services	2,314	25,942	80	405	28,741
Public sector	2	173	-	-	175
Total at 31 December 2023	45,228	212,937	3,073	133,763	395,001

	Loans and advances to customers - Corporate Portfolio			
	Overdraft	Term loans	Project finance	Total
	N 'million	**N 'million**	**N 'million**	**N 'million**
Agriculture	16,867	162,952	-	179,819
Oil and gas	518,463	1,659,092	5,871	2,183,426
Consumer credit	6,021	39,217	-	45,238
Manufacturing	40,734	1,014,224	237,529	1,292,487
Real estate	228	93,401	11,666	105,295
Construction	9,064	68,537	79,332	156,933
Finance and insurance	3,803	4,758	-	8,561
Transportation	2,940	32,535	324	35,799
Communication	68,687	272,225	51,205	392,117
General commerce	36,600	366,146	626	403,372
Utilities	38,784	504,959	7,031	550,774
Retail services	67,726	247,128	68,087	382,941
Public sector	7,795	487,822	6,453	502,070
Total at 31 December 2023	817,712	4,952,996	468,124	6,238,832

b) Industry sectors

	Loans and advances to banks	Financial assets at fair value through profit or loss	Investment Securities - FVOCI	Investment Securities - Amortised cost	Other assets	Loans to customers Retail portfolio
	N 'million	**N 'million**	**N 'million**	**N 'million**	**N 'million**	**N 'million**
COMPANY						
Finance and insurance	23,269	-	-	-	22,521	-
Retail services	-	-	-	-	-	178
Public sector	-	-	14,504	-	-	-
Total at 31 December 2024	23,269	-	14,504	-	22,521	178

	Loans and advances to banks	Financial assets at fair value through profit or loss	Investment Securities - FVOCI	Investment Securities - Amortised cost	Other assets	Loans to customers Retail portfolio
	N 'million	N 'million	N 'million	N 'million	N 'million	N 'million
COMPANY						
Finance and insurance	16,523	-	-	-	17,144	-
Retail services	-	-	-	-	-	269
Public sector	-	-	6,959	-	-	-
Total at 31 December 2023	16,523	-	6,959	-	17,144	269

Credit risk exposure relating to off balance sheet items are as follows

	Loan commitments 31 Dec 2024	Letter of credit and other related obligations 31 Dec 2024	Loan commitments 31 Dec 2023	Letter of credit and other related obligations 31 Dec 2023
	N 'million	N 'million	N 'million	N 'million
	GROUP			
Agriculture	1,501	4,828	4,494	20,810
Oil and gas	83,142	488,717	70,722	249,001
Consumer credit	16,150	13,045	1,648	19,518
Manufacturing	24,155	1,336,202	29,515	893,233
Real estate	2,670	-	9,171	586
Construction	2,199	355,975	2,089	181,937
Finance and insurance	10,052	271,800	8,153	459,272
Transportation	100	8,645	2,265	9,631
Communication	10,349	156,950	6,830	63,376
General commerce	13,778	238,531	8,805	157,034
Utilities	544	49,074	31,445	53,022
Retail services	1,810	39,830	3,298	17,910
Public sector	1,441	11,599	842	12,593
TOTAL	167,891	2,975,196	179,277	2,137,923

3.2.18 Loans and advances to customers

Credit quality of Loans and advances to customers is summarised as follows:

December 2024	**Loans and advances to customers**				
	Overdraft	Term loans	Credit Cards	Mortgage	**Total**
	N 'million	N 'million	N 'million	N 'million	N 'million
GROUP					
Retail					
Stage 1 loans	38,415	180,488	4,001	253,904	476,808
Stage 2 loans	755	2,814	51	3,892	7,512
Stage 3 loans	2,012	8,149	250	8,215	18,626
Gross	41,182	191,451	4,302	266,011	502,946
Less: allowance for impairment (note 22)	(2,466)	(8,396)	(286)	(1,799)	(12,947)
Net	38,716	183,055	4,016	264,212	489,999
Lifetime ECL (see note 22)	1,602	4,591	124	965	7,282
12-months' ECL (see note 22)	864	3,805	162	834	5,665
Total	2,466	8,396	286	1,799	12,947

3.2.18 Loans and advances to customers continued

December 2024

	Loans and advances to customers			
	Overdraft **N 'million**	Term loans **N 'million**	Project finance **N 'million**	**Total N 'million**
GROUP				
Corporate				
Stage 1 loans	577,560	4,482,071	219,273	5,278,904
Stage 2 loans	40,191	2,514,660	1	2,554,852
Stage 3 loans	101,486	815,896	8,869	926,251
Gross	719,237	7,812,627	228,143	8,760,007
Less: allowance for impairment (note 22)	(58,225)	(418,005)	(5,888)	(482,118)
Net	661,012	7,394,622	222,255	8,277,889
Lifetime ECL (see note 22)	57,244	400,518	4,909	462,671
12-months' ECL (see note 22)	981	17,487	979	19,447
Total	58,225	418,005	5,888	482,118

December 2023

	Loans and advances to customers				
	Overdraft **N 'million**	Term loans **N 'million**	Credit Cards **N 'million**	Mortgage **N 'million**	**Total N 'million**
GROUP					
Retail					
Stage 1 loans	43,935	206,472	2,900	131,547	384,854
Stage 2 loans	128	1,265	-	932	2,325
Stage 3 loans	1,165	5,200	173	1,284	7,822
Gross	45,228	212,937	3,073	133,763	395,001
Less: allowance for impairment (note 22)	(1,098)	(2,559)	(46)	(672)	(4,375)
Net	44,130	210,378	3,027	133,091	390,626
Lifetime ECL (see note 22)	869	1,223	34	183	2,309
12-months' ECL (see note 22)	229	1,336	12	489	2,066
Total	1,098	2,559	46	672	4,375

December 2023

	Loans and advances to customers			
	Overdraft **N 'million**	Term loans **N 'million**	Project finance **N 'million**	**Total N 'million**
GROUP				
Corporate				
Stage 1 loans	307,601	3,992,048	323,384	4,623,033
Stage 2 loans	504,240	775,507	21,958	1,301,705
Stage 3 loans	5,871	185,441	122,782	314,094
Gross	817,712	4,952,996	468,124	6,238,832
Less: allowance for impairment (note 22)	(64,046)	(138,030)	(68,088)	(270,164)
Net	753,666	4,814,966	400,036	5,968,668
Lifetime ECL (see note 22)	63,267	125,504	68,006	256,777
12-months' ECL (see note 22)	779	12,526	82	13,387
Total	64,046	138,030	68,088	270,164

	Term loans **N 'million**	**Total N 'million**
COMPANY		
Retail		
December 2024		
Stage 1 loans	178	178
Gross	178	178
Less: allowance for impairment	-	-
Net	178	178
Retail		
December 2023		
Stage 1 loans	269	269
Gross	269	269
Less: allowance for impairment	-	-
Net	269	269

3.2.18 Loans and advances to customers continued
GROUP
December 2024
Retail
(a) Loans and advances to customers - Stage 1

The credit quality of the portfolio of loans and advances to customers that are categorised in Stage 1 can be assessed by reference to the internal rating system adopted by the Group (See section 3.2.11 for an explanation of the internal rating system).

	Overdraft N 'million	Term loans N 'million	Credit cards N 'million	Mortgage N 'million	Total N 'million
Grades:					
A	354	334	-	-	688
Aa3	-	9,275	-	-	9,275
B	419	18,145	-	253,403	271,967
Ba	850	3,071	-	-	3,921
Baa	247	6,428	-	-	6,675
B2	13	103	-	-	116
B3	46	-	-	-	46
Ba2	34,405	117,970	3,863	501	156,739
Ba3	16	213	138	-	367
Caa	2,065	24,949	-	-	27,014
	38,415	180,488	4,001	253,904	476,808

	Overdraft N 'million	Term loans N 'million	Credit cards N 'million	Mortgage N 'million	Total N 'million
(b) Loans and advances - Stage 2					
Ba2	607	81	51	-	739
Ba3	1	5	-	2,849	2,855
Past due up to 30 days	116	1,945	-	112	2,173
Past due by 30 - 60 days	20	478	-	931	1,429
Past due 60-90 days	6	282	-	-	288
Above 90 days	5	23	-	-	28
Gross amount	755	2,814	51	3,892	7,512
(c) Loans and advances - Stage 3					
Gross amount	2,012	8,149	250	8,215	18,626
Life time ECL- credit impaired	(1,543)	(4,481)	(123)	(846)	(6,993)
Net amount	469	3,668	127	7,369	11,633

December 2024
Corporate
(a) Loans and advances to customers - Stage 1

The credit quality of the portfolio of loans and advances to customers that are categorised in Stage 1 can be assessed by reference to the internal rating system adopted by the Group (See section 3.2.11 for an explanation of the internal rating system).

	Overdraft N 'million	Term loans N 'million	Project finance N 'million	Total N 'million
Grades:				
A1	511	82,299	-	82,810
A2	-	1	-	1
A3	-	73,914	24,425	98,339
Aa1	19,786	714,765	-	734,551
Aaa	-	66,623	-	66,623
B1	2,850	303,507	-	306,357
B2	498	168,492	1,556	170,546
B3	567	1,146	-	1,713
Ba1	33,699	364,547	430	398,676
Ba2	234,632	725,771	192,862	1,153,265
Ba3	5,442	70,597	-	76,039
Baa1	16,149	88,150	-	104,299
Baa2	-	199,500	-	199,500
Baa3	22,494	370,934	-	393,428
A	10,303	8,052	-	18,355
Baa	35,398	117,403	-	152,801
Ba	16,486	92,812	-	109,298
B	178,745	1,033,558	-	1,212,303
	577,560	4,482,071	219,273	5,278,904

3.2.18 Loans and advances to customers continued

	Overdraft	Term loans	Project finance	Total
	N 'million	N 'million	N 'million	N 'million
(b) Loans and advances - Stage 2				
A1	-	74,372	-	74,372
B1	5,718	994	-	6,712
B2	-	1,636	-	1,636
B3	2,984	223,301	1	226,286
Ba1	2,400	77,097	-	79,497
Ba2	11,491	351,919	-	363,410
Ba3	59	11,973	-	12,032
Baa1	-	26,845	-	26,845
Caa1	-	1,461,463	-	1,461,463
Past due up to 30 days	17,376	282,665	-	300,041
Past due by 31 - 90 days	163	2,395	-	2,558
Gross amount	40,191	2,514,660	1	2,554,852
(c) Loans and advances - Stage 3				
Gross amount	101,486	815,896	8,869	926,251
Life time ECL- credit impaired	(57,203)	(332,398)	(4,909)	(394,510)
Net amount	44,283	483,498	3,960	531,741

GROUP
December 2023
Retail

(a) Loans and advances to customers - Stage 1

The credit quality of the portfolio of loans and advances to customers that are categorised in Stage 1 can be assessed by reference to the internal rating system adopted by the Group (See section 3.2.11 for an explanation of the internal rating system).

	Overdraft	Term loans	Credit cards	Mortgage	Total
	N 'million	N 'million	N 'million	N 'million	N 'million
Grades:					
Aa3	-	9,003	-	-	9,003
B2	506	377	-	-	883
Ba2	41,969	158,882	2,650	1,451	204,952
Ba3	1,460	38,210	250	130,096	170,016
	43,935	206,472	2,900	131,547	384,854

	Overdraft	Term loans	Credit cards	Mortgage	Total
	N 'million	N 'million	N 'million	N 'million	N 'million
(b) Loans and advances - Stage 2					
Past due up to 30 days	2	570	-	-	572
Past due by 30 - 60 days	124	380	-	932	1,436
Past due 60-90 days	2	315	-	-	317
Above 90 days	-	-	-	-	-
Gross amount	128	1,265	0	932	2,325
(c) Loans and advances - Stage 3					
Gross amount	1,165	5,200	173	1,284	7,822
Life time ECL- credit impaired	(812)	(1,128)	(34)	(145)	(2,119)
Net amount	353	4,072	139	1,139	5,703

December 2023
Corporate

(a) Loans and advances to customers - Stage 1

The credit quality of the portfolio of loans and advances to customers that are categorised in Stage 1 can be assessed by reference to the internal rating system adopted by the Group (See section 3.2.2 for an explanation of the internal rating system).

	Overdraft	Term loans	Project finance	Total
	N 'million	N 'million	N 'million	N 'million
Grades:				
A1	167	98,703	-	98,870
A2	455	15,572	38,501	54,528
A3	3,554	78,579	1,563	83,696
Aa1	14,127	282,307	230,233	526,667
Aa2	-	3,768	-	3,768
Aaa	-	3,665	-	3,665
B2	100,346	889,292	12,637	1,002,275
B3	42	2,316	160	2,518
Ba1	638	58,758	628	60,024
Ba2	141,077	1,627,479	24,929	1,793,485
Ba3	27,560	129,462	-	157,022
Baa1	4,047	61,085	-	65,132
Baa2	-	44,936	-	44,936
Baa3	15,588	696,126	14,733	726,447
	307,601	3,992,048	323,384	4,623,033

3.2.18 Loans and advances to customers continued

		Overdraft	Term loans	Project finance	Total
		N 'million	N 'million	N 'million	N 'million
(b)	**Loans and advances - Stage 2**				
	B3	282,169	415,128	15,505	712,802
	Caa2	7	34,240	-	34,247
	Caa3	265	122,687	-	122,952
	Past due up to 30 days	148	44,665	-	44,813
	Past due by 31 - 90 days	221,651	158,787	6,453	386,891
	Gross amount	504,240	775,507	21,958	1,301,705

(c)	**Loans and advances - Stage 3**				
	Gross amount	5,871	185,441	122,782	314,094
	Life time ECL- credit impaired	(3,276)	(53,850)	(68,006)	(125,132)
	Net amount	2,595	131,591	54,776	188,962

3.2.19 Collaterized Assets

The financial effect of collateral is presented by disclosing collateral values separately for (i) those assets where collateral and other credit enhancements are equal to or exceed carrying value of the asset ("over-collateralised assets") and (ii) those assets where collateral and other credit enhancements are less than the carrying value of the asset. The effect of collateral at 31 December 2024 and 31 December 2023 are as shown below

GROUP	**Collateralised assets**		**Under-collateralised assets**	
31 December 2024	Carrying value of the assets	Fair value of collateral held	Carrying value of the assets	Fair value of collateral held
Financial assets				
Loans and advances to banks	0	0	3,262,097	-
Financial assets at fair value through profit or loss	-	-	330,830	-
Total Financial Assets	0	0	3,592,927	-

GROUP	**Collateralised assets**		**Under-collateralised assets**	
31 December 2023	Carrying value of the assets	Fair value of collateral held	Carrying value of the assets	Fair value of collateral held
Financial assets				
Loans and advances to banks	311,281	311,281	1,676,064	-
Financial assets at fair value through profit or loss	-	-	664,806	-
Total Financial Assets	311,281	311,281	2,340,870	-

COMPANY	**Collateralised assets**		**Under-collateralised assets**	
31 December 2024	Carrying value of the assets	Fair value of collateral held	Carrying value of the assets	Fair value of collateral held
Financial assets				
Loans and advances to banks	-	-	23,269	-
Financial assets at fair value through profit or loss	-	-	-	-
Total Financial Assets	-	-	23,269	-

COMPANY	**Collateralised assets**		**Under-collateralised assets**	
31 December 2023	Carrying value of the assets	Fair value of collateral held	Carrying value of the assets	Fair value of collateral held
Financial assets				
Loans and advances to banks	-	-	16,523	-
Financial assets at fair value through profit or loss	-	-	504	-
Total Financial Assets	-	-	17,027	-

The underlisted financial assets are not collaterised:

Cash and balances with Central Banks
Investment securities:
- Investment securities at fair value through other comprehensive income
- Amortised cost investments

Asset pledged as collateral
Other assets

The Group's investment in risk-free government securities and its Cash and balances with Central Banks are not considered to require collaterals given their sovereign nature.

3.3 Liquidity risk

Liquidity risk is the risk that the Group does not have sufficient financial resources to meet its obligation as they fall due or will have to meet the obligations at excessive costs. This risk could arise from mismatches in the timing of cash flows.

Funding risk is a form of liquidity risk that arises when the liquidity needed to fund illiquid asset positions cannot be obtained at the expected terms and when required.

The objective of the Group's liquidity risk management is to ensure that all anticipated funding commitments can be met when due and that access to funding sources is coordinated and cost effective.

3.3.1 Management of liquidity risk

The Group's liquidity management process includes:

• Maintaining a portfolio of highly marketable assets that can easily be liquidated as protection against any unforeseen interruption to cash flow;
• Day-to-day funding, managed by monitoring future cash flows to ensure that requirements can be met. This includes replenishment of funds as they mature or are borrowed by customers.
• Active monitoring of the timing of cashflows and maturity profiles of assets and liabilities to ensure mismatches are within stipulated limits;
• Monitoring the liquidity ratios against internal and regulatory requirements; and
• Managing the concentration and profile of debt maturities.

Monitoring and reporting take the form of cash flow measurement and projections for the next day, week and month respectively, as these are key periods for liquidity management. The starting point for those projections is an analysis of the contractual maturity of the financial liabilities and the expected collection date of the financial assets

Particular attention is also paid to the level and type of undrawn lending commitments, the usage of overdraft facilities and the impact of contingent liabilities such as standby letters of credit and guarantees.

Liquidity risk on derivatives is managed using the same source of funding as for the non derivative liabilities.

3.3.2 Funding approach

The Group is funded primarily by a well diversified mix of retail, corporate and public sector deposits. This funding base ensures stability and low funding cost with minimal reliance on more expensive tenured deposit and interbank takings as significant sources of funding.

3.3.3 Non-derivative financial liabilities and assets held for managing liquidity risk

The table below presents the cash flows payable by the Group under non-derivative financial liabilities and assets held for managing liquidity risk by remaining contractual maturities at the date of the consolidated statement of financial position. The amounts disclosed in table A below are the contractual undiscounted cash flow, whereas the Group manages the liquidity risk on a behavioural basis which is shown in table B below. See note 32b for maturity analysis of leases.

GROUP

(a) TABLE A - LIQUIDITY ANALYSIS ON A CONTRACTUAL BASIS

	Carrying Amount N 'million	0 - 30 days N 'million	31 - 90 days N 'million	91 - 180 days N 'million	181 - 365 days N 'million	Over 1 year but less than 5 yrs N 'million	Over 5 years N 'million	Total N 'million
31 December 2024								
Financial liabilities								
Deposits from banks	2,922,432	1,922,017	444,012	52,331	504,072	-	-	2,922,432
Deposits from customers	17,170,690	11,698,593	2,127,850	1,200,037	1,561,808	582,402	-	17,170,690
Borrowings	1,559,353	816	284,610	78,781	700,973	334,829	159,343	1,559,352
Debt Securities	198,188	-	103,616	94,572	-	-	-	198,188
Other liabilities	1,216,073	641,985	292,157	1,243	280,655	33	-	1,216,073
Total financial liabilities	23,066,736	14,263,411	3,252,245	1,426,964	3,047,508	917,264	159,343	23,066,735
Loan commitments	167,891	57,506	21,655	41,275	20,355	8,194	98,417	247,402
Letters of credit and other credit related obligations	2,975,196	1,254,821	283,387	154,432	909,338	53,276	319,942	2,975,196
Total commitments	3,143,087	1,312,327	305,042	195,707	929,693	61,470	418,359	3,222,598
Assets held for managing liquidity risk	17,328,092	3,693,392	2,929,018	1,920,127	1,870,675	3,299,225	7,946,523	21,658,960
31 December 2023								
Financial liabilities								
Deposits from banks	1,803,182	847,935	605,505	293,967	55,775	-	-	1,803,182
Deposits from customers	10,663,346	7,730,419	1,072,366	389,765	876,808	589,463	4,525	10,663,346
Borrowings	1,250,827	284,738	137,406	57,142	372,035	551,788	92,229	1,495,338
Debt Securities	50,862	10,402	399	8,976	33,833	-	-	53,610
Other liabilities	1,257,639	912,999	152,821	95,904	88,091	6,854	970	1,257,639
Total financial liabilities	15,025,856	9,786,493	1,968,497	845,754	1,426,542	1,148,105	97,724	15,273,115
Loan commitments	179,277	43,692	38,217	29,734	52,342	8,986	6,306	179,277
Letters of credit and other credit related obligations	2,137,923	141,139	382,534	816,896	190,962	602,914	3,478	2,137,923
Total commitments	2,317,200	184,831	420,751	846,630	243,304	611,900	9,784	2,317,200
Assets held for managing liquidity risk	15,605,604	4,877,483	3,942,597	1,269,415	1,717,260	4,316,765	3,437,215	19,560,735

3.3 Liquidity risk continued

COMPANY

	Carrying Amount N 'million	0 - 30 days N 'million	31 - 90 days N 'million	91 - 180 days N 'million	181 - 365 days N 'million	Over 1 year but less than 5 yrs N 'million	Over 5 years N 'million	Total N 'million
31 December 2024								
Financial liabilities								
Other liabilities	29,077	20,691	8,386	-	-	-	-	29,077
Total financial liabilities	29,077	20,691	8,386	-	-	-	-	29,077
Assets held for managing liquidity risk	37,773	10,053	17,814	895	5,752	5,026	9,206	48,746
31 December 2023								
Financial liabilities								
Other liabilities	19,041	16,833	2,208	-	-	-	-	19,041
Total financial liabilities	19,041	16,833	2,208	-	-	-	-	19,041
Assets held for managing liquidity risk	23,482	5,040	4,962	7,291	4,426	2,124	6,010	29,853

(b) Table B below presents the undiscounted cashflows payable by the Group based on their behavioral patterns. In managing its liquidity risk, the Group profiles its cashflows statistically using historical observations, to ensure that projections are in tune with demonstrated behavioral trends. The Group adopts a Behavioral run-off model in estimating Core and Volatile components of its non-maturing liabilities, complemented by qualitative factors e.g. changes in collection sweep cycles, effect of new fiscal or monetary policies etc. The objective is to determine the proportion of the non-contractual balances to be spread across the Group's maturity bands.

TABLE B - LIQUIDITY ANALYSIS ON A BEHAVIOURAL BASIS
GROUP

	Carrying Amount N 'million	0 - 30 days N 'million	31 - 90 days N 'million	91 - 180 days N 'million	181 - 365 days N 'million	Over 1 year but less than 5 yrs N 'million	Over 5 years N 'million	Total N 'million
31 December 2024								
Financial liabilities								
Deposits from banks	2,922,432	819,099	1,203,541	313,569	586,223	-	-	2,922,432
Deposits from customers	17,179,142	2,386,321	2,316,344	1,437,691	1,994,374	9,044,412	-	17,179,142
Borrowings	1,559,352	19,449	131,133	372	918,292	490,107	-	1,559,353
Debt Securities	198,188	-	103,616	94,572	-	-	-	198,188
Other liabilities	1,220,460	646,372	292,157	1,243	280,655	-	-	1,220,427
Investment contracts								-
Total financial liabilities	23,079,574	3,871,241	4,046,791	1,847,447	3,779,544	9,534,519	-	23,079,542

	Carrying Amount N 'million	0 - 30 days N 'million	31 - 90 days N 'million	91 - 180 days N 'million	181 - 365 days N 'million	Over 1 year but less than 5 yrs N 'million	Over 5 years N 'million	Total N 'million
Loan commitments	167,891	(22,005)	21,655	41,275	20,355	8,194	98,417	167,891
Letters of credit and other credit related obligations	2,975,196	1,254,821	283,387	154,432	909,338	53,276	319,942	2,975,196
Total commitments	3,143,087	1,232,816	305,042	195,707	929,693	61,470	418,359	3,143,087
Assets held for managing liquidity risk	17,328,092	3,693,392	2,929,018	1,920,127	1,870,675	3,299,225	7,946,523	21,658,960

	Carrying Amount N 'million	0 - 30 days N 'million	31 - 90 days N 'million	91 - 180 days N 'million	181 - 365 days N 'million	Over 1 year but less than 5 yrs N 'million	Over 5 years N 'million	Total N 'million
31 December 2023								
Financial liabilities								
Deposits from banks	1,753,150	749,492	668,439	279,443	55,775	-	-	1,753,150
Deposits from customers	10,473,259	1,485,712	1,221,413	553,233	1,195,302	6,013,074	4,525	10,473,259
Borrowings	1,031,533	191,052	136,906	57,142	271,113	526,897	82,729	1,265,839
Debt Securities	50,862	10,402	399	8,976	33,833	-	-	53,610
Other liabilities	1,185,881	841,242	152,821	95,904	88,091	6,854	970	1,185,882
Investment contracts								-
Total financial liabilities	14,494,685	3,277,900	2,179,978	994,698	1,644,114	6,546,825	88,224	14,731,740
Loan commitments	179,277	43,692	38,217	29,734	52,342	8,986	6,306	179,277
Letters of credit and other credit related obligati	2,137,923	141,139	382,534	816,896	190,962	602,914	3,478	2,137,923
Total commitments	2,317,200	184,831	420,751	846,630	243,304	611,900	9,784	2,317,200
Assets held for managing liquidity risk	15,605,604	4,877,483	3,942,597	1,269,415	1,717,260	4,316,765	3,437,215	19,560,735

3.3.4 Assets held for managing liquidity risk

The Group holds a diversified portfolio of liquid assets - largely cash and government securities to support payment and funding obligations in normal and stressed market conditions across foreign and local currencies. The Group's liquid assets comprise

- Cash and balances with the central bank comprising reverse repos and Overnight deposits
- Short term and overnight placements in the interbank market
- Government bonds and T-bills that are readily accepted in repurchase agreements with the Central bank and other market participants
- Secondary sources of liquidity in the form of highly liquid instruments in the Group's trading portfolios.
- The ability to access incremental short term funding by interbank borrowing from the interbank market

First Bank of Nigeria Limited, the commercial banking segment of the group, is most exposed to liquidity risk. The bank is largely deposit funded and thus, as is typical amongst Nigerian banks, has significant funding mismatches on a contractual basis, given that the deposits are largely demand and short tenured, whilst lending is longer term. On an actuarial basis, the bank's demand deposits exhibit much longer duration, with 80.83% of the bank's current account balances and 88.57% of savings account balances being deemed core.

To manage liquidity shocks in either foreign or local currency, largely as a result of episodic movements, the bank typically holds significant short term liquidity in currency placements or taps the repo markets to raise short term funding as is required. To grow local currency liquidity, the bank has also systematically worked towards reducing the duration of our securities portfolio in the last year, shifting the emphasis to holding more liquid shorter dated treasury bills over longer term bonds, to allow more flexibility in managing liquidity. Whilst on the foreign currency side, the bank has built up placement balances with our offshore correspondents.

3.3.5 Derivative liabilities

(a) Derivatives settled on a net basis

The out options and the foreign exchange (FX) contract will be settled on a net basis.

The table below analyses the Group's derivative financial liabilities that will be settled on a net basis into relevant maturity groupings based on the remaining period at the date of the consolidated statement of financial position to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

GROUP	Up to 1 month N 'million	1-3 months N 'million	3-6 months N 'million	6 - 12 months N 'million	1-5 years N 'million	Over 5 years N 'million	Total N 'million
At 31 December 2024							
Derivative liabilities							
FX Futures	-	341,517	164,943	68,151	-	-	574,611
FX Swap	-	-	-	-	-	-	-
Forward Contract	-	-	-	-	-	-	-
Put Option	-	-	1,382	1,863	-	-	3,245
	0	341,517	166,325	70,014	-	-	577,856
Derivative assets							
FX Futures	-	331,167	139,410	55,784	-	-	526,361
Put Option	-	-	1,636	2,277	-	-	3,913
FX Swap	-	-	-	-	-	-	-
Forward Contract	-	-	-	-	-	-	-
	-	331,167	141,046	58,061	-	-	530,274
	-	(10,350)	(25,279)	(11,953)	-	-	(47,582)
At 31 December 2023							
Derivative liabilities							
FX Futures	-	2,238	63,167	-	9,325	-	74,730
FX Swap	1,238	773	-	4	-	-	2,015
Forward Contract	-	-	-	15,856	-	-	15,856
Put Option	-	7	-	-	-	-	7
	1,238	3,018	63,167	15,860	9,325	0	92,608
Derivative assets							
FX Futures	-	746	63,167	-	9,325	-	73,238
Put Option	-	7	-	-	-	-	7
FX Swap	248,434	240,470	-	30,818	-	-	519,722
Forward Contract	-	-	-	29,339	-	-	29,339
	248,434	241,223	63,167	60,157	9,325	-	622,306
							-
	247,196	238,205	-	44,297	-	-	529,698

3.3.5 Derivative liabilities continued
(b) Derivatives settled on a gross basis.

The Group's derivatives that will be settled on a gross basis are foreign exchange derivatives. The table below analyses the Group's derivative financial instruments that will be settled on a gross basis into relevant maturity groupings based on the remaining period at the date of the consolidated statement of financial position to the contractual maturity date. Contractual maturities are assessed to be essential for an understanding of the timing of the cashflows on all derivatives including derivatives classified as 'liabilities held for trading'. The amounts disclosed in the table are the contractual undiscounted cash flows.

	Up to 1 month	1-3 months	3-6 months	6 - 12 months	1-5 years	Over 5 years	Total
GROUP							
At 31 December 2024 (N'million)							
Assets held for trading							
FX Swap - Payable	186,864	756,375	-	-	-	-	943,239
FX Swap - Receivable	309,800	774,500	-	-	-	-	1,084,300
Forward Contract - Payment	-	-	-	-	-	-	-
Forward Contract - Receipt	114	383	814	55,352	-	-	56,663
Put option	-	-	-	-	-	-	-
	496,778	1,531,258	814	55,352	-	-	2,084,202
Liabilities held for trading							
FX Swap - Payable	-	-	-	-	-	-	-
FX Swap - Receivable	-	-	-	-	-	-	-
Forward Contract - Payment	-	-	11,001	-	-	-	11,001
Forward Contract - Receipt	252	3,080	1,310	17	-	-	4,659
	252	3,080	12,311	17	-	-	15,660
At 31 December 2023 (N' million)							
Assets held for trading							
FX Swap - Payable	227,000	254,134	-	269,499	-	-	750,633
FX Swap - Receivable	475,505	495,125	-	303,829	-	-	1,274,459
Forward Contract - Payment	-	-	-	-	-	-	-
Forward Contract - Receipt	-	-	-	-	-	-	-
Put option	-	-	-	-	-	-	
	702,505	749,259	-	573,328	-	-	2,025,092
Liabilities held for trading							
FX Swap - Payable	33,756	35,502	-	99	-	-	69,357
FX Swap - Receivable	32,517	34,724	-	95	-	-	67,336
Forward Contract - Payment	-	-	-	-	-	-	-
Forward Contract - Receipt	-	-	-	-	-	-	-
	66,273	70,226	-	194	-	-	136,693

3.4 Market risk

Market risk is the potential for adverse changes in the value of a trading or an investment portfolio due to changes in market risk variables such as equity and commodity prices, interest rates, and foreign exchange rates.

Market risk arises from positions in currencies, interest rate and securities held in our trading portfolio and from our retail banking business, investment portfolio, and other non-trading activities. The movement in market risk variables may have a negative impact on the balance sheet and or income statement.
Through the financial year, the Group was exposed to market risk in its trading, and non-trading activities mainly as a result of:
• interest rate movements in reaction to monetary policy changes by the Central Banks in each juridisdiction, fiscal policies changes, and market forces;
• foreign exchange fluctuations arising from demand and supply as well as government policies; and
• equity price movements in response to market forces and changing market dynamics, such as market making on the Stock Exchange.

3.4.1 Management of market risk

The Group's market risk management process applies disciplined risk-taking within a framework of well-defined risk appetite that enables the group to boost shareholders value while maintaining competitive advantage through effective utilisation of risk capital. Thus, the Group market risk management policy ensures:

• formal definition of market risk management governance – recognised individual roles and committees, segregation of duties, avoidance of conflicts, etc.;
• management is responsible for the establishment of appropriate procedures and processes in implementing the Board-approved market risk policy and strategy. The procedures are documented in a periodically reviewed market risk procedural manual that spells out the procedures for executing relevant market risk controls.;
• an independent market risk management function;
• a Group-wide market risk management process to which all risk-taking units are subjected;
• alignment of market risk management standards with international best practice. Risk measurements are progressively based on modern techniques such as sensitivity, value-at-risk methodology (VaR), stress testing and scenario analysis;
• a robust market risk management infrastructure reinforced by a strong management information system (MIS) for controlling, monitoring and reporting market risk;
• continual evaluation of risk appetite, communicated through risk limits and overall effectiveness of the market risk management process;
• the Group does not undertake any risk that cannot be managed, or risks that are not fully understood especially in new products and;
• where the Group takes on any risk, full consideration is given to product maturity, financial market sophistication and regulatory pronouncement, guidelines or policies. The risk taken must be adequately compensated by the anticipated reward.

3.4.2 Market risk measurement techniques

The major measurement techniques used to measure and control market risk are outlined below:

(a) Value at risk (VAR)

VaR measures potential loss in fair value of financial instruments due to adverse market movements over a defined time horizon at a specified confidence level.
VaR is calculated for expected movements over a minimum of one business day and to a confidence level of 99% and a 10-day holding period. The confidence level suggests that potential daily losses, in excess of the VaR measure, are likely to be experienced three times per year in every 250 days. Only First Bank of Nigeria (the bank) is subject to the VaR methodology. The Group measures interest rate risk and foreign exchange risk using sensitivity analysis, see note 3.4.6 and 3.4.3 respectively.

The Bank continues to use VaR to estimate the potential losses that could occur on its positions as a result of movements in market factors.

The Bank uses the parametric method as its VaR methodology with an observation period of two years obtained from published data from pre-approved sources. VaR is calculated on the Bank's positions at close of business daily.

The table below shows the trading VaR of the Bank. The major contributors to the trading VaR are Treasury Bills and Foreign Exchange due to volatility in those instruments impacting positions held by the Bank during the period.

The assets included in the VAR analaysis are the held for trading assets.

The Fixed Income portfolio (Interest Rate Risk) trading VaR is N1.03 billion as at 31st December 2024 (31 December 2023: N1.39 billion) and reflects the potential loss given assumptions of a 1-day holding period, volatility computed using 500-day return data, and a 99% statistical confidence level.

The foreign exchange trading VaR was N454.81million as at 31st December 2024 (31 December 2023: N41.99 million), reflecting the regulatory Trading Open Position of 0.5% of Shareholder's Fund stipulated by the CBN.

VAR summary

	12 months to 31 December 2024		
	Average	**High**	**Low**
Foreign exchange risk	420	1,740	2
Interest rate risk	481	1,951	11
Total VAR	**901**	**3,691**	**13**

VAR summary

	12 months to 31 December 2023		
	Average	**High**	**Low**
Foreign exchange risk	14	384	-
Interest rate risk	815	5,552	2
Total VAR	**829**	**5,936**	**2**

(b) Stress tests

Based on the reality of unpredictable market environment and the frequency of regulations that have had significant effect on market rates and prices, the Group augments other risk measures with stress testing to evaluate the potential impact of possible extreme movements in financial variables on portfolio values.

Stress testing is an integral part of the market risk management framework and considers both historical market events and forward-looking scenarios. A consistent stress-testing methodology is applied to trading and non-trading books. Stress scenarios are regularly updated to reflect changes in risk profile and economic events.

The Asset and Liability Committee (ALCO) of each subsidiary is responsible for reviewing stress exposures and where necessary, enforcing reductions in overall market risk exposure. The stress-testing methodology assumes that scope for management action would be limited during a stress event, reflecting the decrease in market liquidity that often occurs. Regular stress-test scenarios are applied to interest rates, exchange rates and equity prices. This covers all asset classes in the financial markets banking and trading books. Ad hoc scenarios are also prepared reflecting specific market conditions and for particular concentrations of risk that arise within the businesses.

3.4.2 Market risk measurement techniques continued

Non-trading portfolio

The principal objective of market risk management of non-trading portfolios is to optimise net interest income. Due to the size of the Group's holdings in rate-sensitive assets and liabilities the Group is exposed to interest rate risk.

Non-trading interest rate risk results mainly from differences in the mismatches or re-pricing dates of assets and liabilities, both on- and off-balance sheet as interest rate changes.

The Group uses a variety of tools to measure non-tradable interest rate risk such as:
• interest rate gap analysis (which allows the Group to maintain a positive or negative gap depending on the perceived interest rate direction). The size of the gap is then adjusted to either hedge net interest income against changing interest rates or to speculatively increase net interest income;
• forecasting and simulating interest rate margins;
• market value sensitivity;
• calculating earnings at risk (EaR) using various interest rate forecasts; and
• re-pricing risk in various portfolios and yield curve analysis.
See note 3.4.5 for interest rate sensitivity disclosures.

Hedged non-trading market risk exposures

The Group's books have some key market risk exposures, which have been identified and are being managed using swaps and options.

3.4.3 Foreign exchange risk

The Group is exposed to foreign exchange risks due to fluctuations in foreign currency exchange rates on its financial position and cash flows. The Board sets limits on the level of exposure by currency and in aggregate for both overnight and intra-day positions, which are monitored daily. The table below summarises the Group's exposure to foreign currency exchange rate risk at 31 December 2024 and 31 December 2023. Included in the table are the Group's financial instruments at carrying amounts, categorised by currency.

GROUP

	Naira N 'million	USD N 'million	GBP N 'million	Euro N 'million	Others N 'million	Total N 'million
31 December 2024						
Financial assets						
Cash and balances with Central Banks	3,629,788	293,483	7,923	13,199	470,793	4,415,186
Loans and advances to banks	196,644	1,989,306	434,903	503,290	178,337	3,302,480
Loans and advances to customers - Retail portfolio	163,862	11,250	16,511	263,693	34,683	489,999
Loans and advances to customers - Corporate portfolio	3,051,650	4,075,488	572,562	1,316	576,873	8,277,889
Investment securities						
- FVOCI Investments	2,676,081	1,795,606	-	-	-	4,471,687
- Amortised cost investments	51,857	949,852	48,379	-	1,014,620	2,064,708
Asset pledged as collateral	752,529	281,974	-	-	34,722	1,069,225
Financial assets at fair value through profit or loss	281,553	106,815	52,385	-	2,814	443,567
Other assets	902,673	79,425	-	-	-	982,098
	11,706,637	9,583,199	1,132,663	781,498	2,312,842	25,516,839
Financial liabilities						
Customer deposits	7,242,011	6,924,002	1,278,239	195,383	1,531,055	17,170,690
Deposits from banks	278,833	2,465,809	20,405	67,451	89,934	2,922,432
Financial liabilities at FVTPL	45,598	-	4,658	-	-	50,256
Borrowings	46,606	1,362,067	1,787	871	148,022	1,559,353
Other liabilities	666,396	457,797	26,608	53,177	12,095	1,216,073
	8,279,444	11,209,675	1,331,697	316,882	1,781,106	22,918,804

3.4.3 Foreign exchange risk continued

	Naira N 'million	USD N 'million	GBP N 'million	Euro N 'million	Others N 'million	Total N 'million
31 December 2023						
Financial assets						
Cash and balances with Central Banks	2,257,371	105,259	3,939	10,216	195,578	2,572,363
Loans and advances to banks	733,023	924,633	315,471	58,892	21,211	2,053,230
Loans and advances to customers - Retail portfolio	216,595	22,448	131,614	9,074	10,895	390,626
Loans and advances to customers - Corporate portfolio	1,928,970	3,669,483	31,963	35,784	302,468	5,968,668
Investment securities						-
- FVOCI Investments	1,112,289	217,872	-	-	-	1,330,161
- Amortised cost investments	48,539	758,843	-	-	660,077	1,467,459
Asset pledged as collateral	1,493,204	-	-	-	25,890	1,519,094
Financial assets at fair value through profit or loss	707,821	1,552	35,252	-	4,160	748,785
Other assets	103,236	150,181	2,079	166	217,223	472,885
	8,601,048	5,850,271	520,318	114,132	1,437,502	16,523,271
Financial liabilities						
Customer deposits	5,693,588	3,349,893	1,213,761	121,353	284,751	10,663,346
Deposits from banks	484,847	1,278,386	11,443	24,288	4,218	1,803,182
Financial liabilities at FVTPL	127,614	-	15,856	-	-	143,470
Borrowings	93,271	1,157,556	-	-	-	1,250,827
Other liabilities	562,721	641,807	13,537	28,857	10,717	1,257,639
						-
	6,962,041	6,427,642	1,254,597	174,498	299,686	15,118,464

COMPANY

	Naira N 'million	USD N 'million	GBP N 'million	Euro N 'million	Others N 'million	Total N 'million
31 December 2024						
Financial assets						
Loans and advances to banks	23,269	-	-	-	-	23,269
Loans and advances to customers: Retail portfolio						
- Term loans	178	-	-	-	-	178
Investment securities						
- FVOCI Investments	14,504	-	-	-	-	14,504
Financial assets at fair value through profit or loss	-	-	-	-	-	-
Other assets	22,521	-	-	-	-	22,521
	60,472	-	-	-	-	60,472
Financial liabilities						
Other liabilities	29,077					29,077
	29,077	-	-	-	-	29,077

COMPANY

	Naira N 'million	USD N 'million	GBP N 'million	Euro N 'million	Others N 'million	Total N 'million
31 December 2023						
Financial assets						
Loans and advances to banks	14,937	1,586	-	-	-	16,523
Loans and advances to customers: Retail portfolio						
- Term loans	269	-	-	-	-	269
Investment securities						
- FVOCI Investments	6,959	-	-	-	-	6,959
Financial assets at fair value through profit or loss	504	-	-	-	-	504
Other assets	17,144	-	-	-	-	17,144
	39,813	1,586	-	-	-	41,399
Financial liabilities						
Other liabilities	19,041	-	-	-	-	19,041
	19,041	-	-	-	-	19,041

The Company and Group's exposure to foreign currency risk is largely concentrated in the US Dollar. Movement in exchange rate between the US Dollar and the Nigerian Naira affects reported earnings through revaluation gain or loss and balance sheet size through increase or decrease in the revalue amounts of assets of assets and liabilities denominated in US Dollars.

The Group is exposed to the US dollar, EURO and GBP currencies. The Group's exposure to other foreign exchange movements is not material.

The following table details the Group's sensitivity to a 9% (2023 9%) increase and decrease in Naira against the US dollar, EURO and GBP. Management believe that a 9% movement in either direction is reasonably possible at the balance sheet date. The sensitivity analyses below include outstanding US dollar, EURO and GBP denominated financial assets and liabilities. A positive number indicates an increase in profit where Naira weakens by 9% against the US dollar, EURO and GBP. For a 9% strengthening of Naira against the US dollar, EURO and GBP, there would be an equal and opposite impact on profit.

3.4.3 Foreign exchange risk continued

	GROUP 31 Dec 2024	GROUP 31 Dec 2023
Naira strengthens by 9% against the US dollar (2023: 9%) Profit/(loss)	162,648	57,737
Naira weakens by 9% against the US dollar (2023: 9%) Profit/(loss)	(162,648)	(57,737)
Naira strengthens by 9% against the EURO (2023: 9%) Profit/(loss)	(46,462)	6,037
Naira weakens by 9% against the EURO (2023: 9%) Profit/(loss)	46,462	(6,037)
Naira strengthens by 9% against the GBP (2023: 9%) Profit/(loss)	19,903	73,428
Naira weakens by 9% against the GBP (2023: 9%) Profit/(loss)	(19,903)	(73,428)

3.4.4 Interest rate risk

Interest rate risk is the risk of loss in income or portfolio value as a result of changes in market interest rates. The Group is exposed to interest rate risk in its fixed income securities portfolio, as well as on the interest sensitive assets and liabilities in the course of banking and or trading. The Board sets limits on the level of mismatch of interest rate repricing and value at risk that may be undertaken, which is monitored daily by the Asset and Liability Committee.

The table below summarises the Group's interest rate gap position showing its exposure to interest rate risks. Value at risk exposure is disclosed in Note 3.4.2.

	Carrying amount N' million	Variable interest N' million	Fixed interest N' million	Non interest-bearing N' million
GROUP				
31 December 2024				
Financial assets				
Cash and balances with central banks	4,415,186	-	-	4,415,186
Loans and advances to banks	3,302,480	1,964,753	1,334,026	3,701
Loans and advances to customers - Retail portfolio	489,701	155,928	333,773	-
Loans and advances to customers - Corporate portfolio	8,277,889	6,460,550	1,817,339	-
Financial assets at fair value through profit or loss	443,567	3,337	330,830	112,737
Investment securities:				
- FVOCI Investments	4,471,687	-	4,014,943	456,744
- Amortised cost investments	2,064,708	193	2,064,515	-
Assets pledged as collateral	1,069,225	-	1,063,332	5,893
Other assets	982,098	-	69,870	912,228
	25,516,541	**8,584,761**	**11,028,628**	**5,906,489**
Financial liabilities				
Deposits from customers	17,170,690	14,802,452	2,368,238	-
Deposits from banks	2,922,432	-	2,922,432	-
Financial liabilities at FVTPL	50,256	21,995	-	28,261
Other liabilities	1,216,073	-	-	1,216,073
Borrowings	1,559,353	59,590	1,499,763	-
	22,918,804	**14,884,037**	**6,790,433**	**1,244,334**
Interest rate mismatch		**(6,299,276)**	**4,238,195**	**4,662,155**

	Carrying amount N' million	Variable interest N' million	Fixed interest N' million	Non interest-bearing N' million
GROUP				
31 December 2023				
Financial assets				
Cash and balances with central banks	2,572,363	-	463,753	2,108,610
Loans and advances to banks	2,053,230	-	577,691	1,475,539
Loans and advances to customers - Retail portfolio	389,856	346,482	43,374	-
Loans and advances to customers - Corporate portfolio	5,884,959	5,629,236	235,315	20,408
Financial assets at fair value through profit or loss	748,785	-	75,946	672,839
Investment securities:				
- FVOCI Investments	1,330,161	-	959,948	370,213
- Amortised cost investments	1,467,459	14,739	1,452,720	-
Assets pledged as collateral	1,519,094	-	1,519,094	-
Other assets	472,885	-	13,149	459,736
	16,438,792	**5,990,457**	**5,340,990**	**5,107,345**

3.4.4 Interest rate risk continued

Financial liabilities				
Deposits from customers	10,663,346	2,856,491	3,448,100	4,358,755
Deposits from banks	1,803,182	-	1,803,182	-
Financial liabilities at FVTPL	143,470	-	50,862	92,608
Other liabilities	1,257,639	-	-	1,257,639
Borrowings	1,250,827	-	1,250,827	-
	15,118,464	**2,856,491**	**6,552,971**	**5,709,002**
Interest rate mismatch		**3,133,966**	**(1,211,981)**	**(601,657)**

COMPANY **31 December 2024**	**Carrying amount** **N' million**	**Variable interest** **N' million**	**Fixed interest** **N' million**	**Non interest-bearing** **N' million**
Financial assets				
Loans and advances to banks	23,269	-	23,269	-
Loans and advances to customers: Retail portfolio				
- Term loans	178	-	178	
Financial assets at fair value through profit or loss	-	-		-
Investment securities:				
- FVOCI Investments	14,504	-	14,504	-
Other assets	87	-		87
	38,038	**-**	**37,951**	**87**
Financial liabilities				
Other liabilities	29,077			29,077
	29,077	**-**	**-**	**29,077**
Interest rate mismatch		**-**	**37,951**	**(28,989)**

COMPANY **31 December 2023**	**Carrying amount** **N' million**	**Variable interest** **N' million**	**Fixed interest** **N' million**	**Non interest-bearing** **N' million**
Financial assets				
Loans and advances to banks	16,523	-	16,523	-
Loans and advances to customers: Retail portfolio				
- Term loans	269	-	269	
Financial assets at fair value through profit or loss	504	-		504
Investment securities:				
- FVOCI Investments	6,959	-	6,959	-
Other assets	87	-		87
	24,342	**-**	**23,751**	**591**
Financial liabilities				
Other liabilities	19,041			19,041
	19,041	**-**	**-**	**19,041**
Interest rate mismatch		**-**	**23,751**	**(18,450)**

3.4.5 Interest rate repricing profile

The tables below summarise the repricing profile of First Bank Nigeria Limited.'s non-trading book as at 31st December 2024 and 31st December 2023. Carrying amounts of items are allocated to time bands by reference to the earlier of the next contractual interest rate repricing date and the maturity date. The cash flows bucketing on non-maturing financial asset and financial liabilities were determined using their behavioural assumptions based in historical trend analysis. The interest rate exposure of the other subsidiaries' is considered insignificant to the Group. Thus, the repricing profile of the bank is deemed to be fairly representative of the Group.

Figures in N'bn **31 December 2024**		**<=30 DAYS**	**31 - 90 DAYS**	**91 - 180 DAYS**	**181 - 365 DAYS**	**1 - 2 YEARS**	**2 YEARS & ABOVE**	**Rate Sensitive**
Treasury Bills		281,878	115,029	540,651	672,375	-	-	**1,609,933**
Government Bonds		-	173,829	31,933	946	12,067	1,800,897	**2,019,672**
Corporate Bonds		-	-	-	-	-	3,753	**3,753**
Loans and advances to banks		30,023	750,294	248,249	1,410,573	-	-	**2,439,139**
Loans and advances to Customers-Retail								
- Overdrafts		7,032	14,551	3,303	9,348	137	532	**34,904**
- Term loans		4,492	3,575	13,445	13,354	27,100	66,126	**128,092**
- Credit Cards		172	479	226	1,598	331	1,211	**4,017**
- Mortgage		22	19	41	42	86	308	**517**
Loans and advances to Customers-Corporate								
- Overdrafts		120,005	112,698	43,964	104,018	30,180	6	**410,870**
- Term loans		641,244	1,303,901	347,242	1,177,873	253,572	2,103,593	**5,827,426**
- Project Finance		45	6,421	1,419	777	9,275	204,317	**222,254**
TOTAL ASSETS		**1,084,912**	**2,480,796**	**1,230,473**	**3,390,903**	**332,748**	**4,180,744**	**12,700,577**
Deposits from customers		-	-	-	-	-	-	**-**
Deposits from banks		953,096	444,012	52,331	504,072	-	-	**1,953,511**
Treasury Bills		-	-	99,380	29,970	68,839	-	**198,188**
Medium term loan		816	101,365	53,375	630,677	127,596	202,343	**1,116,172**
TOTAL LIABILITIES		**953,912**	**545,377**	**205,086**	**1,164,719**	**196,435**	**202,343**	**3,267,871**
INTEREST RATE REPRICING GAP		**131,000**	**1,935,419**	**1,025,387**	**2,226,184**	**136,313**	**3,978,401**	**9,432,706**

3.4.5 Interest rate repricing profile continued

Figures in N'bn 31 December 2023		<=30 DAYS	31 - 90 DAYS	91 - 180 DAYS	181 - 365 DAYS	1 - 2 YEARS	2 YEARS & ABOVE	Rate Sensitive
Treasury Bills		472	510	292	233	-	-	**1,508**
Government Bonds		-	6	-	9	222	707	**944**
Corporate Bonds		-	-	4	-	6	5	**15**
Loans and advances to banks		1,238	45	152	113	-	-	**1,549**
Loans and advances to Customers-Retail								
- Overdrafts		11	10	10	6	5	0	**43**
- Term loans		4	10	9	18	32	99	**172**
- Credit Cards		1	0	0	0	2	0	**3**
- Mortgage		0	0	0	0	1	1	**2**
Loans and advances to Customers-								
- Overdrafts		290	50	7	358	6	3	**713**
- Term loans		828	1,321	144	465	244	1,035	**4,036**
- Project Finance		242	87	0	22	12	98	**462**
TOTAL ASSETS		**3,086**	**2,039**	**618**	**1,224**	**530**	**1,949**	**9,446**
Deposits from customers		6,672	684	262	211	-	-	**7,829**
Deposits from banks		618	741	327	85	-	-	**1,771**
Treasury Bills		10	0	9	31	-	-	**51**
Medium term loan		189	111	1	185	448	145	**1,079**
TOTAL LIABILITIES		**7,489**	**1,536**	**599**	**512**	**448**	**145**	**10,730**
INTEREST RATE REPRICING GAP		**(4,404)**	**503**	**19**	**712**	**82**	**1,804**	**(1,284)**

3.4.6 Interest rate sensitivity showing fair value interest rate risk

The aggregate figures presented above are further segregated into their various components as shown below:

	GROUP		COMPANY	
	31 December 2024	**31 December 2023**	**31 December 2024**	**31 December 2023**
	N' million	**N' million**	**N' million**	**N' million**
Financial assets at fair value through profit or loss				
Treasury bills	90,043	32,296	-	-
Bonds	58,694	16,335	-	-
Total	148,737	48,631	-	-
Impact on income statement:				
Unfavourable change @ 2% reduction in interest rates	(2,975)	(973)	-	-
Favourable change @ 2% increase in interest rates	2,975	973	-	-
Investment securities - FVOCI				
Treasury bills	2,707,152	545,914	8,412.00	3,864.00
Bonds	1,307,911	480,971	6,092	3,095
Total	4,015,063	1,026,885	14,504	6,959
Impact on other comprehensive income statement:				
Unfavourable change @ 2% reduction in interest rates	(80,301)	(20,538)	(290)	(139)
Favourable change @ 2% increase in interest rates	80,301	20,538	290	139

3.5 Equity risk (Market risk)

The Group is exposed to equity price risk by holding investments quoted on the Nigerian Stock Exchange (NSE) and other non-quoted investments. Equity securities quoted on the NSE is exposed to movement based on the general movement of the all share index and movement in prices of specific securities held by the Group.

As at 31 December 2024, the market value of quoted securities held by the Group was N19.23 billion (2023: N13.22 billion). If the all share index of the NSE moves by 10,293 (10%) basis points from the 102,926.40 position at 31 December 2024, the effect on the fair value of these quoted securities and the other comprehensive income statement would have been N1.92 billion.

The Group holds a number of investments in unquoted securities with a market value of N550.11 billion (2023: N369.71 billion) of which investments in African Finance Corporation (AFC) is the significant holding (72.48%). AFC is a private sector led investment bank and development finance institution which has the Central Bank of Nigeria as a single major shareholder with other African financial institutions and investors holding the remaining shares. See fair value hierarchy of these investments and sensitivity analysis in note 3.6.

The Group does not deal in commodities and is therefore not exposed to any commodity price risk.

3.6 Fair value of financial assets and liabilities

3.6.1 Financial instruments measured at fair value – Fair value hierarchy

The following table analyses financial instruments measured at fair value at the reporting date, by the level in the fair value hierarchy into which the fair value measurement is categorised. The amounts are based on the values recognised in the statement of financial position. The fair values include any deferred differences between the transaction price and the fair value on initial recognition when the fair value is based on a valuation technique that uses unobservable inputs.

GROUP

	Level 1 N 'million	Level 2 N 'million	Level 3 N 'million	Total N 'million
31 December 2024				
Financial assets				
Financial assets at fair value through profit or loss				
Debt Securities	148,737	-	-	148,737
Equity	5,131	5,076	102,530	112,737
Derivatives	-	182,093	-	182,093
Assets pledged as collateral	-	-	-	-
FVOCI Investments				
Investment securities - debt	4,015,063	-	-	4,015,063
Investment securities - unlisted debt	-	-	-	-
Investment securities - unlisted equity	-	402,784	37,930	440,714
Investment securities - listed equity	15,910	-	-	15,910
Assets pledged as collateral	822,897	-	-	822,897
Financial liabilities at fair value through profit or loss				
Debt Securities	-	-	-	-
Derivatives	-	50,256	-	50,256

	Level 1 N 'million	Level 2 N 'million	Level 3 N 'million	Total N 'million
31 December 2023				
Financial assets at fair value through profit or loss				
Debt Securities	48,631	-	-	48,631
Equity	12,511	-	67,140	79,651
Derivatives	-	620,503	-	620,503
Assets pledged as collateral	-	-	-	
FVOCI Investments				
Investment securities - debt	1,026,885	-	-	1,026,885
Investment securities - unlisted debt	-	-	-	-
Investment securities - unlisted equity	-	285,974	16,597	302,571
Investment securities - listed equity	705	-	-	705
Assets pledged as collateral	1,456,183	-	-	1,456,183
Financial liabilities at fair value through profit or loss				
Debt Securities	50,862	-	-	50,862
Derivatives	-	92,608	-	92,608

COMPANY

	Level 1 N 'million	Level 2 N 'million	Level 3 N 'million	Total N 'million
31 December 2024				
Financial assets				
Financial assets at FVTPL				
Investment securities - unlisted equity	-	-	-	-
FVOCI Investments				
Investment securities - debt	14,504	-	-	14,504
31 December 2023				
Financial assets				
Financial assets at FVTPL				
Investment securities - unlisted equity	-	504	-	504
FVOCI Investments				
Investment securities - debt	6,959	-	-	6,959

(a) Financial instruments in level 1

The fair value of financial instruments traded in active markets is based on quoted market prices at the balance sheet date. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for financial assets held by the group is the current bid price. These instruments are included in Level 1. Instruments included in Level 1 comprise primarily bonds and equity investments classified as trading securities or available for sale.

(b) Financial instruments in level 2

The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

3.6.1 Financial instruments measured at fair value continued

Specific valuation techniques used to value financial instruments include:
a) Quoted market prices or dealer quotes for similar instruments;
b) The fair value of forward foreign exchange contracts is determined using forward exchange rates at the balance sheet date, with the resulting value discounted back to present value;
c) Other techniques, such as discounted cash flow analysis, sales prices of comparable properties in close proximity , are used to determine fair value for the remaining financial instruments.
Note that all of the resulting fair value estimates are included in Level 2 except for certain unquoted equities and equity derivatives explained below.

(c) Financial instruments in level 3

Inputs for the asset or liability in this fair value hierarchy are not based on observable market data (unobservable inputs). This level includes debt and equity investments with significant unobservable components.

Transfers in and out of level 3 instruments are recognised on the date of the event or change in circumstances that caused the transfer.

The following table shows a reconciliation from the beginning balances to the ending balances for fair value measurements in Level 3 of the fair value hierarchy.

GROUP	**N'millions**
At 1 January 2023	67,300
Acquisitions	36,984
Matured/redeemed	(1,222)
Total gains recognised through profit/loss	(379)
Total gains recognised through OCI	(18,946)
Transfer into Level 2 due to change in observability of market data	-
At 31 December 2023	83,737
Acquisitions	11,912
Matured/redeemed	(2,715)
Total gains recognised through profit/loss	26,193
Total gains recognised through OCI	21,333
Transfer into Level 2 due to change in observability of market data	-
At 31 December 2024	140,460

During the year ended 31 December 2024, there was transfer between level 3 and 2 fair value measurements based on availability of observable inputs.

COMPANY	
At 1 January 2023	1,601
Acquisitions	-
Disposal	(1,222)
Total losses recognised through profit/loss	(379)
At 31 December 2023	-
Acquisitions	-
Disposal	-
Total losses recognised through profit/loss	-
At 31 December 2024	**-**

Total gains or losses for the period included in profit or loss are presented in 'Net gains/(losses) from investment securities.

Information about the fair value measurements using significant unobservable Inputs (Level 3)

The equity sensitivity measures the impact of a +/- 250bps movements in the comparative companies. The sensitivity of the fair values of investment in unlisted equites to changes in the P/E multiples, EBITDA, cost of capital, illiquidity discount and transaction price as at 31 December, 2024 is as shown in the below table:

Description	**Valuation technique**	**Assumption**	
NIBSS PLC	P/E MULTIPLES	Base	13,187
		Sensitivity of +2.5%	13,517
		Sensitivity of -2.5%	12,857
AFREXIM BANK LTD	P/B MULTIPLES	Base	7,916
		Sensitivity of +2.5%	8,114
		Sensitivity of -2.5%	7,718

EV/EBITDA, P/B valuation or P/E valuation multiple - the group determines appropriate comparable public company/ies based on industry, size, developmental stage, revenue generation and strategy. The group then calculates a trading multiple for each comparable company identified. The multiple is calculated by either dividing the enterprise value of the comparable company by its earning before interest, tax, depreciation and amortisation (EBITDA), or dividing the quoted price of the comparable company by its net income (P/E). The trading multiple is then adjusted for discounts/premiums with regards to such consideration as illiquidity and other differences, advantages and disadvantages between the group's investee company and the comparable public companies based on company-specific facts and circumstances.

3.6.1 Financial instruments measured at fair value continued

Income approach (discounted cashflow) - the group determines the free cash flow of the investee company, and discounts these cashflows using the relevant cost of equity. The cost of equity is derived by adjusting the yield on the risk free securites (FGN Bonds) with the equity risk premium and company/sector specific premium. The present value derived from the calculation represents the investee company's enterprise value.

3.6.2 Group's valuation process

The Group's asset liability management (ALM) unit performs the valuation of financial assets required for financial reporting purposes. This team also engages external specialist valuers when the need arises, and reports directly to the Chief Risk Officer. Discussions on the valuation process and results are held between the ALM team and the Chief Risk Officer on a monthly basis in line with the group's management reporting dates.

3.6.3 Financial instruments not measured at fair value

(a) **The carrying value of the following financial assets and liabilities for both the company and group approximate their fair values:**

Cash and balances with Central banks
Loans and advances to banks
Other assets (excluding prepayments)
Deposits from banks
Deposits from customers
Liability on investment contracts
Other liabilities (excluding provisions and accruals)

(b) Table below shows the carrying value of other financial assets not measured at fair value.

GROUP

	Level 1 N 'million	Level 2 N 'million	Level 3 N 'million	Total Fair Value N 'million	Total Carrying Amount N 'million
31 December 2024					
Financial assets					
Cash and balances with central banks	-	4,415,186	-	4,415,186	4,415,186
Loans and advances to banks	-	3,302,480	-	3,302,480	3,302,480
Loans and advances to Customers: Retail Portfolio					
- Overdrafts	-	-	38,716	38,716	38,716
- Term loans	-	-	183,055	183,055	183,055
- Credit cards	-	-	4,016	4,016	4,016
- Mortgage	-	-	264,212	264,212	264,212
Loans and advances to Customers: Corporate Portfolio					
- Overdrafts	-	-	661,012	661,012	661,012
- Term loans	-	-	7,394,622	7,394,622	7,394,622
- Project finance	-	-	222,255	222,255	222,255
- Advances under finance lease	-	-	-	-	-
Investments at amortised cost	2,010,098	54,610	-	2,064,708	2,064,708
Asset pledged as collateral	246,328	-	-	246,328	246,328
Other assets	392,071	-	982,098	1,374,169	982,098

	Level 1 N 'million	Level 2 N 'million	Level 3 N 'million	Total Fair Value N 'million	Total Carrying Amount N 'million
31 December 2024					
Financial liabilities					
Deposit from customers	-	17,170,690	-	17,170,690	17,170,690
Deposit from bank	-	2,922,432	-	2,922,432	2,922,432
Borrowing	-	1,559,353	-	1,559,353	1,559,353
Other liabilities		-	1,216,073	-	1,216,073

	Level 1 N 'million	Level 2 N 'million	Level 3 N 'million	Total Fair Value N 'million	Total Carrying Amount N 'million
31 December 2023					
Financial assets					
Cash and balances with central banks	-	2,572,363	-	2,572,363	2,572,363
Loans and advances to banks	-	2,053,230	-	2,053,230	2,053,230
Loans and advances to Customers: Retail Portfolio					
- Overdrafts	-	-	44,130	44,130	44,130
- Term loans	-	-	210,378	210,378	210,378
- Staff loans			-	-	
- Credit cards	-	-	3,027	3,027	3,027
- Mortgage	-	-	133,091	133,091	133,091
Loans and advances to Customers: Corporate Portfolio					
- Overdrafts	-	-	753,666	753,666	753,666
- Term loans	-	-	4,814,966	4,814,966	4,814,966
- Staff loans	-	-	-	-	
- Project finance	-	-	400,036	400,036	400,036
- Advances under finance lease	-	-	-	-	-
Investments at amortised cost	1,291,740	169,523	-	1,461,263	1,467,459
Asset pledged as collateral	62,911	-	-	62,911	62,911
Other assets	392,071	-	472,885	864,956	472,885

3.6.3 Financial instruments not measured at fair value continued

	Level 1 N 'million	Level 2 N 'million	Level 3 N 'million	Total Fair Value N 'million	Total Carrying Amount N 'million
31 December 2023					
Financial liabilities					
Deposit from customers	-	10,663,346	-	10,663,346	10,663,346
Deposit from bank	-	1,803,182	-	1,803,182	1,803,182
Borrowing	-	1,250,827	-	1,250,827	1,250,827
Other liabilities		-	1,257,639	-	1,257,639
Investment contracts		-	-	-	-

	Level 1 N 'million	Level 2 N 'million	Level 3 N 'million	Total Fair Value N 'million	Total Carrying Amount N 'million
COMPANY					
31 December 2024					
Financial assets					
Loans and advances to Customers: Retail Portfolio					
- Term loans	-	-	178	178	178
31 December 2023					
Financial assets					
Loans and advances to Customers: Retail Portfolio					
- Term loans	-	-	269	269	269

(c) The fair value of loans and advances to customers (including loan commitments) and investment securities are as follows:

	31 December 2024		31 December 2023	
	Carrying value N 'million	**Fair value N 'million**	**Carrying value N 'million**	**Fair value N 'million**
GROUP				
Financial assets				
Loans and advances to customers				
Fixed rate loans	820,345	820,345	256,895	256,895
Variable rate loans	7,946,926	7,946,926	5,996,087	5,996,050
Investment securities (Amortised cost)	1,814,553	1,789,634	1,297,936	1,291,740
Asset pledged as collateral	246,328	223,245	62,911	54,071
Loan commitments	168,733	168,733	179,217	179,217
Financial liability				
Borrowings	1,264,565	1,264,565	1,031,533	1,031,533

Investment securities have been fair valued using the market prices and is within level 1 of the fair value hierarchy.
Loans and advances to customers have been fair valued using average benchmarked lending rates which are adjusted to specific entity risks based on history of losses.
Borrowings which are listed on stock exchange are fair valued using market prices and are within level 1 of the fair value heirarchy while other borrowings are fair valued using valuation techniques and are within level 3 of the fair value heirarchy.

4. **Capital management**

The Group's objectives when managing capital are (i) to comply with the capital requirements set by the regulators (Central Bank of Nigeria, Securities and Exchange Commission, National Insurance Commission etc), (ii) to safeguard the Group's ability to continue as a going concern and (iii) to maintain a sufficient capital base to achieve the current regulatory capital requirement of First HoldCo Plc. and its subsidiaries. The regulatory capital requirement for entities within the Group, as well as the internal target for capital management are as follows:

Name of Entity	Primary Regulator	Regulatory Requirement
First HoldCo Plc.	Central Bank of Nigeria	Paid-up Capital in excess of aggregated minimum paid up capital of subsidiaries
First Bank of Nigeria Limited	Central Bank of Nigeria	N50billion Capital; and 15% Capital Adequacy Ratio
FBNQuest Merchant Bank Limited	Central Bank of Nigeria	N15billion Capital; and 10% Capital Adequacy Ratio
First Asset Management Bank Limited	Securities and Exchange Commission	Portfolio & Investment Management - N150million
First Securities Brokers Limited	Securities and Exchange Commission	Broker-Dealer: N300million; Market-Maker: N500million; and Investment Adviser: N5million
FirstCap Limited	Securities and Exchange Commission	Issuing House: N200million;
First Trustees Limited	Securities and Exchange Commission	Trusteeship: N300million Corporate Investment Adviser: N5million Fund & Portfolio Manager: N150million
FirstInsurance Brokers Limited	National Insurance Commission	Insurance Brokerage: N5million

The Group's capital management approach is driven by its strategy and organisational requirements, taking into account the regulatory and commercial environment in which it operates. It is the Group's policy to maintain a strong capital base to support the development of its business and to meet regulatory capital requirements at all times.

Through its corporate governance processes, the Group maintains discipline over its investment decisions and where it allocates its capital, seeking to ensure that returns on investment are appropriate after taking account of capital costs.

The Group's strategy is to allocate capital to businesses based on their economic profit generation and, within this process, regulatory and economic capital requirements and the cost of capital are key factors. The Group has an Internal Capital Adequacy Assessment Process which proactively evaluates capital needs vis-a-vis business growth and the operating environment. It also guides the capital allocation among the subsidiaries and the business units. The Group's internal capital adequacy assessment entails periodic review of risk management processes, monitoring of levels of risk and strategic business focus through a system of internal controls that provides assurance to those charged with governance on risk management models and processes.

The Group considers both equity and debt, subject to regulatory limits as capital.

The test of capital adequacy for First HoldCo Plc. and its subsidiaries, in accordance with the requirements of paragraphs 7.1 and 7.3 of the Guidelines for Licensing and Regulation of Financial Holding Companies in Nigeria, as at 31 December 2024 and 2023 are as follows:

i. FBN Holdings Plc.

Subsidiary	**Proportion of shares held**		**First HoldCo Plc.'s share of minimum paid up capital**	
	31 December 2024	**31 December 2023**	**31 December 2024**	**31 December 2023**
		(%)	**N 'million**	**N 'million**
First Bank of Nigeria Limited	100	100	50,000	50,000
FBNQuest Merchant Bank Limited	100	100	15,000	15,000
FirstCap Limited	100	100	355	800
First Trustees Limited	100	100	455	300
First Insurance Brokers Limited	100	100	5	5
First Asset Management Limited	100	100	150	150
First Securities Brokers Limited	100	100	805	805
Rainbow Town Development Limited	55	55	-	-
Aggregated minimum paid up Capital of Subsidiaries			**66,770**	**67,060**
First HoldCo Plc.'s Paid-up Capital			**251,340**	**251,340**

4. **Capital management continued**

ii. First Bank of Nigeria Limited & FBNQuest Merchant Bank Limited

The Banks' capital is divided into two tiers:

• Tier 1 capital: core equity tier one capital including ordinary shares, statutory reserve, share premium and general reserve. Non-controlling interests arising on consolidation from interests in permanent shareholders' equity. The book value of goodwill, unpublished losses and under provisions are deducted in arriving at qualifying Tier 1 capital; and

• Tier 2 capital: qualifying subordinated loan capital and unrealised gains arising from the fair valuation of financial instruments held as available for sale. Under the Basel II requirements as implemented in Nigeria, Tier 2 capital is restricted to Tier 1 capital based on CBN's guidelines.

The Central Bank of Nigeria prescribed the minimum limit of total qualifying capital/total risk weighted assets as a measure of capital adequacy of banks in Nigeria. Total qualifying capital consists of tier 1 and 2 capital less investments in subsidiaries and other regulatory adjustments.

The table below summarises the Basel II capital adequacy ratio for 2024 and 2023. It shows the composition of regulatory capital and ratios for the years. During those years, First Bank of Nigeria Limited and FBNQuest Merchant Bank complied with all the regulatory capital requirements to which they are subjected.

	FBNQUEST MERCHANT BANK LIMITED		FIRST BANK OF NIGERIA LIMITED	
	31 December 2024 N 'million	31 December 2023 N 'million	31 December 2024 N 'million	31 December 2023 N 'million
Tier 1 capital				
Share capital	4,302	4,302	17,948	17,948
Share premium	3,905	3,905	212,609	212,609
Statutory reserve	11,345	9,129	229,433	165,159
SMEEIS reserves	-	-	6,076	6,076
Retained earnings	25,289	16,327	783,032	436,358
Less: Goodwill/Deferred Tax	(9,268)	(9,206)	(37,005)	-
Less: Investment in subsidiaries	(1)	(1,518)	(55,198)	(53,717)
Total qualifying for tier 1 capital	35,572	22,939	1,156,895	784,433
Tier 2 capital				
Fair value reserve	(3,959)	(2,863)	354,983	301,848
Other borrowings	8,022	8,021	247,840	37,041
Total tier 2 capital	4,063	5,158	602,823	338,889
Tier 2 Capital Restriction	4,063	5,158	385,632	279,383
Less: Investment in subsidiaries	-	-	(55,198)	(53,717)
Total qualifying for tier 2 capital	4,063	5,158	330,434	225,666
Total regulatory capital	39,635	28,097	1,487,329	1,010,099
Risk-weighted assets				
Credit Risk	188,360	157,412	7,035,562	4,409,302
Operational Risk	20,997	20,635	1,744,236	1,109,880
Market Risk	8,421	5,008	214,437	123,270
Total risk-weighted assets	217,778	183,055	8,994,235	5,642,452
Risk-weighted Capital Adequacy Ratio (CAR)	18.20%	15.35%	16.54%	17.90%
Tier 1 CAR	16.33%	12.53%	12.86%	13.90%

iii. Other Regulated Subsidiaries

	Regulatory Capital N 'million	31 December 2024 Shareholders fund N 'million	31 December 2024 Excess/ (Shortfall) N 'million	31 December 2023 Shareholders fund N 'million	31 December 2023 Excess/ (Shortfall) N 'million
FirstCap Limited	355	54,161	53,806	19,624	18,824
First Trustees Limited	455	15,118	14,663	4,976	4,676
First Insurance Brokers Limited	5	650	645	232	227
First Asset Management Limited	150	20,647	20,497	9,221	9,071
First Securities Brokers Limited	805	1,835	1,030	1,254	449

All the regulated entities within the Group complied with all the regulatory capital requirements to which they were subjected.

5 Material accounting judgements, estimates and assumptions

The Group's financial statements and its financial result are influenced by accounting policies, assumptions, estimates and management judgement, which necessarily have to be made in the course of preparation of the consolidated financial statements. The Group makes estimates and assumptions that affect the reported amounts of assets and liabilities within the next financial year. All estimates and assumptions required in conformity with IFRS Accounting Standards are best estimates undertaken in accordance with the applicable standard. Estimates and judgements are evaluated on a continuous basis, and are based on past experience and other factors, including expectations with regard to future events. Accounting policies and management's judgements for certain items are especially critical for the Group's results and financial situation due to their materiality.

a Impairment of financial assets

The measurement of the expected credit loss allowance for financial assets measured at amortised cost and debt instruments measured at FVOCI is an area that requires the use of complex models and material assumptions about future economic conditions and credit behaviour (e.g. the likelihood of customers defaulting and the resulting losses).
A number of material judgements are also required in applying the accounting requirements for measuring ECL, such as:
- Determining criteria for significant increase in credit risk;
- Generating the term structure of the probability of default;
- Determining whether credit risk has increased significantly;
- Incorporation of forward-looking information;
- Determination of definition of default
- Estimation of loss given default.

The detailed methodologies, areas of estimation and judgement applied in the calculation of the Group's impairment charge on financial assets are set out in the Financial risk management section of the annual report

b Fair value of financial instruments

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability at the measurement date in an orderly arm'slength transaction between market participants in the principal market under current market conditions (i.e., the exit price). Fair value measurements are categorized into levels within a fair value hierarchy based on the nature of the valuation inputs (Level 1, 2 or 3). Fair value is based on unadjusted quoted prices in an active market for the same instrument, where available (Level 1). If active market prices or quotes are not available for an instrument, fair value is then based on valuation models in which the significant inputs are observable (Level 2) or in which one or more of the significant inputs are non-observable (Level 3). Estimating fair value requires the application of judgment. The type and level of judgment required is largely dependent on the amount of observable market information available. For instruments valued using internally developed models that use significant non-observable market inputs and are therefore classified within Level 3 of the hierarchy, the judgment used to estimate fair value is more significant than when estimating the fair value of instruments classified within Levels 1 and 2. To ensure that valuations are appropriate, a number of policies and controls are in place. Valuation inputs are verified to external sources such as exchange quotes, broker quotes or other management-approved independent pricing sources.

Where valuation techniques (for example, models) are used to determine fair values, they are validated and periodically reviewed by qualified personnel independent of those that sourced them. All models are certified before they are used, and models are calibrated to ensure that outputs reflect actual data and comparative market prices. To the extent practical, models use only observable data; however, areas such as credit risk (both own credit risk and counterparty risk), volatilities and correlations require management to make estimates.
Changes in assumptions about these factors could affect the reported fair value of financial instruments. All fair values are on a recurring basis. Refer to Note 3.6 for additional sensitivity information for financial instruments.

c Retirement benefit obligation

The Group recognises its obligations to its employees on the gratuity scheme at the period end, less the fair value of the plan assets after performing actuarial valuation of the obligation. The scheme's obligations are calculated using the projected unit credit method. Plan assets are stated at fair value as at the period end. Changes in pension scheme liabilities or assets (remeasurements) that do not arise from regular pension cost, net interest on net defined benefit liabilities or assets, past service costs, settlements or contributions to the scheme, are recognised in other comprehensive income. Remeasurements comprise experience adjustments (differences between previous actuarial assumptions and what has actually occurred), the effects of changes in actuarial assumptions, return on scheme assets (excluding amounts included in the interest on the assets) and any changes in the effect of the asset ceiling restriction (excluding amounts included in the interest on the restriction).

The measurement of the group's benefit obligation and net periodic pension cost/(income) requires the use of certain assumptions, including, among others, estimates of discount rates and expected return on plan assets. See note 40, "Retirement benefits obligation," for a description of the defined benefit pension plans. An actuarial valuation is performed by actuarial valuation experts on an annual basis to determine the retirement benefit obligation of the group.

d Impairment of Goodwill

The Group tests annually whether goodwill has suffered any impairment, in accordance with the accounting policy. The recoverable amounts of cash-generating units (CGU) have been determined based on value-in-use calculations. These calculations require the use of significant amount of judgement and estimates of future cash flows. A number of factors affect the value of such cash flows, including discount rates, changes in the economic outlook, customer behavior and competition See note 32 for detailed information on impairment assessment performed on the CGU. There was no impairment charge during the year (2023: Nil)

e Determining the lease term : Extension and termination options

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated).

For leases of properties, the following factors are normally the most relevant:

- If there are significant penalties to terminate (or not extend), the Group is typically reasonably certain to extend (or not terminate).
- If any leasehold improvements are expected to have a significant remaining value, the Group is reasonably certain to extend (or not terminate).
- Otherwise, the Group considers other factors, including historical lease durations and the costs and business disruption required to replace the leased asset.

The lease term is reassessed if an option is actually exercised (or not exercised) or the Group becomes obliged to exercise (or not exercise) it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and is within the control of the Group.

f Deferred tax assets

Deferred tax assets are recognized for deductible temporary differences, unused tax losses and unused tax credits to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Management judgement is required to determine the amount of deferred tax assets that can be recognized, based on the likely timing and level of future taxable profits, together with future tax planning strategies. In determining the timing and level of future taxable profits together with future tax planning strategies, the Group assessed the probability of expected future taxable profits based on expected revenues for the next five years. Details of the Group's recognized and unrecognized deferred tax assets and liabilities are as disclosed in note 32.

6 Segment information

Following the management approach of IFRS 8, operating segments are reported in accordance with the internal reports provided to the Board of Directors (the chief operating decision maker), which is responsible for allocating resources to the operating segments and assesses its performance.

The identifiable reportable business groups of First HoldCo Plc.
1. Commercial Banking Business Group
2. Investment Banking and Asset Management Business Group
3. Others

Commercial Banking Business Group
This is the Group's core business, which provides both individual and corporate clients/ customers with financial intermediation services. This business segment includes the Group's local, international and representative offices offering commercial banking services.

Investment Banking and Asset Management Business Group (IBAM)
This is the investment-banking arm of the Group, providing advisory, asset management, markets and private equity services to a large institutional (corporations and governments) clientele, as well as merchant banking services.

Others
Others, previously referred to as Other Financial Services, comprises of First HoldCo Plc., the parent company, FirstInsurance Brokers Limited, Rainbow Town Development Limited and FBNQuest Merchant Bank Limited.

The Group's management reporting is based on a measure of operating profit comprising net interest income, loan impairment charges, net fee and commission income, other income and non-interest expenses. This measurement basis excludes the effect of non-recurring expenditure from the operating segments such as restructuring costs, legal expenses and goodwill impairments when the impairment is the result of an isolated, non-recurring events.

As the Board of Directors reviews operating profit, the results of discontinued operations are not included in the measure of operating profit. The transactions between segments are carried out at arm's length, which is consistent with the basis of transacting with external parties.

The information provided about each segment is based on the internal reports about segment profit or loss, assets and other information, which are regularly reviewed by the Board of Directors.

Segment assets and liabilities comprise operating assets and liabilities, being the majority of the consolidated statement of financial position.

Segment result of operations
Total revenue in the segment represents: Interest income, fee and commission income, foreign exchange income, net gains/losses on sale of investment securities, net gains/losses from financial instruments at fair value through profit/loss, dividend income, other operating income and share of profit/loss of associates.

The segment information provided to the Group Executive Committee for the reportable segments for the period ended 31 December 2024 is as follows:

	Commercial Banking Group	Investment Banking and Asset Management Group	Others	Total
	N 'million	N 'million	N 'million	N 'million
At 31 December 2024				
Total segment revenue	3,104,517	104,224	67,366	**3,276,107**
Inter-segment revenue	(1,736)	(637)	(61,085)	**(63,458)**
Revenue from external customers	3,102,781	103,587	6,281	**3,212,649**
Interest income	2,361,161	33,404	2,863	**2,397,428**
Interest expense	(975,257)	(20,854)	(8)	**(996,119)**
Impairment charge on financial instruments	(416,875)	(9,413)	(6)	**(426,294)**
Depreciation	(43,610)	(354)	(420)	**(44,384)**
Profit/(loss) before tax	743,219	56,714	(3,466)	**796,467**
Income tax expense	(121,507)	(10,970)	(500)	**(132,977)**
Profit/(loss) for the year from continuing operations	621,712	45,744	(3,966)	**663,490**
Profit for the year from discontinued operations	-	-	13,515	**13,515**

6 Segment information continued

	Commercial Banking Group	Investment Banking and Asset Management Group	Others	Total
	N 'million	N 'million	N 'million	N 'million
At 31 December 2024				
Total assets	25,457,929	512,457	553,832	**26,524,218**
Other measures of assets:				
Loans and advances to customers	8,767,270	416	202	**8,767,888**
Expenditure on non-current assets	220,166	1,044	954	**222,164**
Investment securities	6,245,520	276,371	14,504	**6,536,395**
Total liabilities	22,842,455	411,481	474,948	**23,728,884**
At 31 December 2023				
Total segment revenue	1,493,270	64,141	22,985	**1,580,396**
Inter-segment revenue	(451)	(250)	(17,922)	**(18,623)**
Revenue from external customers	1,492,819	63,891	5,063	**1,561,773**
Interest income	918,163	15,362	3,157	**936,682**
Interest expense	(377,916)	(12,472)	(6)	**(390,394)**
Impairment charge on financial instruments	(218,144)	(6,804)	-	**(224,948)**
Depreciation	(28,522)	(159)	(372)	**(29,053)**
Profit/(loss) before tax	324,233	33,707	(1,792)	**356,148**
Income tax expense	(38,082)	(9,264)	(369)	**(47,715)**
Profit/(loss) for the year from continuing operations	286,151	24,443	(2,161)	**308,433**
Profit for the year from discontinued operations	-	-	1,937	**1,937**
At 31 December 2023				
Total assets	16,230,843	655,347	51,494	**16,937,684**
Other measures of assets:				
Loans and advances to customers	6,252,975	106,031	288	**6,359,294**
Expenditure on non-current assets	156,879	3,408	1,390	**161,677**
Investment securities	2,537,342	253,319	6,959	**2,797,620**
Total liabilities	14,594,803	573,870	21,990	**15,190,663**

Geographical information

Revenues

	31 Dec 2024	31 Dec 2023
	N 'million	N 'million
Nigeria	2,541,064	1,294,537
Outside Nigeria	671,585	267,236
Total	**3,212,649**	**1,561,773**

Non current asset

Property and equipment

	31 Dec 2024	31 Dec 2023
	N 'million	N 'million
Nigeria	134,491	111,384
Outside Nigeria	87,673	50,293
Total	**222,164**	**161,677**

7 Interest income

	GROUP		COMPANY	
	31 December 2024 N 'million	31 December 2023 N 'million	31 December 2024 N 'million	31 December 2023 N 'million
Loans and advances to customers	1,363,715	609,815	44	31
Investment securities at FVOCI	436,643	145,971	1,912	368
Investment securities at amortized cost	296,811	130,754	-	-
Loans and advances to banks	183,258	48,331	4,053	2,980
Total interest income calculated using effective interest income	2,280,427	934,871	6,009	3,379
Investment securities at Fair value through profit or loss	117,001	1,811	-	-
	2,397,428	936,682	6,009	3,379

8 Interest expense

	GROUP		COMPANY	
	31 December 2024 N 'million	31 December 2023 N 'million	31 December 2024 N 'million	31 December 2023 N 'million
Deposit from customers	615,153	251,663	-	-
Deposit from banks	210,117	52,305	-	-
Borrowings	169,008	85,838	-	-
Lease liability	1,841	588	8	6
	996,119	390,394	8	6

9 Impairment charge on financial instruments

	GROUP		COMPANY	
	31 December 2024 N 'million	31 December 2023 N 'million	31 December 2024 N 'million	31 December 2023 N 'million
Loans and advances to banks (refer to note 21)				
Stage 1 - 12- month ECL	(5,041)	36,105	-	-
	(5,041)	36,105	-	-
Investment securities (refer to note 24)				
Stage 1 - 12- month ECL	(1,594)	8,950	-	-
	(1,594)	8,950	-	-
Loans and advances to customers (refer to note 22)				
Stage 1 - 12- month ECL	6,411	3,635	-	-
Stage 2 - Lifetime ECL	(64,326)	84,627	-	-
Stage 3 - Lifetime ECL	428,959	86,406	-	-
	371,044	174,668	-	-
Other assets (refer to note 26)				
ECL impairment charge	43,769	5,903	3	-
Write-off	-	-	-	
	43,769	5,903	3	-
Off balance sheet (refer to note 36)				
Impairment a charge/(reversal)	18,116	(678)	-	-
Net impairment charge	426,294	224,948	3	-

10a Fee and commission income

	GROUP	
	31 December 2024 N 'million	31 December 2023 N 'million
Credit related fees	46,700	17,485
Letters of credit commissions and fees	35,501	59,863
Electronic banking fees	77,014	66,343
Money transfer commission	1,928	954
Commission on bonds and guarantees	5,798	3,539
Funds transfer and intermediation fees	46,594	20,286
Account maintenance	21,817	22,322
Brokerage and intermediations	6,730	4,273
Custodian fees	1,740	11,828
Fund management fees	11,495	8,074
Trust fee income	2,791	1,869
Other fees and commissions	46,390	3,492
	304,498	220,328
Timing of revenue recognition		
At a point in time	237,679	167,171
Over time	66,819	53,157
	304,498	220,328

10b Fees and commission expense

	GROUP	
	31 December 2024 N 'million	31 December 2023 N 'million
Acceptance cost (Alternative channels)	40,527	14,759
SMS charge	11,939	11,023
Agent banking expenses	5,929	5,357
Internet/web expenses	1,214	2,117
	59,609	33,256

Fee and commission expense primarily relates to charges raised by switching platforms on holders of First Bank Limited ATM cards, who make use of the other banks machines while transacting business,and SMS alert related expenses.

11 Foreign exchange (loss)/gain

	GROUP		COMPANY	
	31 December 2024 N 'million	31 December 2023 N 'million	31 December 2024 N 'million	31 December 2023 N 'million
Revaluation (loss)/gain on foreign currency balances	(90,965)	(333,810)	1,164	787
Net monetary loss (see note (i))	(10,474)	(9,025)	-	-
Foreign exchange trading gain	36,494	8,605	-	-
	(64,945)	(334,230)	1,164	787

(i) This is the net monetary positions as a result of applying IAS 29 *'Financial Reporting in Hyperinflationary Economies'.*

12 Net (losses)/gains on sale of investment securities

	GROUP		COMPANY	
	31 December 2024 N 'million	31 December 2023 N 'million	31 December 2024 N 'million	31 December 2023 N 'million
Gain on sale of investment securities	(48,059)	34,848	21	(50)
	(48,059)	34,848	21	(50)

This relates to gain on sale of financial assets at fair value through other comprehensive income.

13 Net gains/(losses) from financial instruments at FVTPL

	GROUP		COMPANY	
	31 December 2024 N 'million	31 December 2023 N 'million	31 December 2024 N 'million	31 December 2023 N 'million
Fair value gain on derivatives	533,971	642,233	-	-
Fair value (loss)/gain on equities	(553)	(377)	4	(379)
Fair value gain on debt securities	1,550	39,695	-	-
Fair value gain/(loss) on financial instruments at FVTPL	534,968	681,551	4	(379)
Trading income/(loss) on debt securities	15,021	(3,119)	-	-
Net gains/(losses) from financial instruments at FVTPL	549,989	678,432	4	(379)

14 Dividend income

	GROUP		COMPANY	
	31 December 2024 N 'million	31 December 2023 N 'million	31 December 2024 N 'million	31 December 2023 N 'million
First Bank of Nigeria Limited	-	-	12,500	12,500
FirstCap Limited	-	-	5,000	2,000
FBNQuest Merchant Bank Limited	-	-	-	1,006
First Trustees Limited	-	-	5,294	1,437
FirstInsurance Brokers Limited	-	-	600	450
First Asset Management Limited	-	-	4,000	-
Entities outside the group*	10,657	5,742	-	-
Withholding tax on dividend	-	-	(304)	(233)
	10,657	5,742	27,090	17,160

*This represents dividend income earned on equity investments held by subsidiaries of First HoldCo Plc.

15 Other operating income

	GROUP		COMPANY	
	31 December 2024 N 'million	31 December 2023 N 'million	31 December 2024 N 'million	31 December 2023 N 'million
(Loss)/profit on sale of property and equipment	(194)	7	(130)	7
Other income (i)	26,599	10,953	36	116
Recoveries	36,141	8,191	-	-
	62,546	19,151	(94)	123

(i) Other income largely comprises income made by the group from private banking services,and gain on disposal of repossessed collateral.

16 Personnel expenses

	GROUP		COMPANY	
	31 December 2024 N 'million	31 December 2023 N 'million	31 December 2024 N 'million	31 December 2023 N 'million
Wages and salaries	229,103	132,900	2,619	1,929
Pension costs:				
- Defined contribution plans	15,660	7,095	87	93
- Defined benefit cost (note 38)	1,098	1,194	-	-
Post employment benefit	710	541	239	166
Other staff benefits	61,901	34,171	7	6
	308,472	175,901	2,952	2,194

Other Staff benefits include benefits to staff other than Wages, Salaries and Pensions. These benefits include staff productivity expenses, relocation expenses and payment for professional examinations

The average number of persons employed by the Group during the period was as follows:

	GROUP		COMPANY	
	31 Dec 2024	31 Dec 2023	31 Dec 2024	31 Dec 2023
Executive directors	2	2	2	2
Management	241	331	7	8
Non-management	9,707	8,440	32	31
	9,950	8,773	41	41

The number of employees of the Group, other than directors, who received emoluments in the following ranges (excluding pension contributions and certain benefits) were:

Below N2,000,000	252	215	2	1
N2,000,001 - N2,800,000	148	65	1	4
N2,800,001 - N3,500,000	73	330	2	-
N3,500,001 - N4,000,000	112	139	-	1
N4,000,001 - N5,500,000	650	691	3	2
N5,500,001 - N6,500,000	1,949	1,509	2	3
N6,500,001 - N7,800,000	432	387	4	3
N7,800,001 - N9,000,000	1,297	1,075	1	1
N9,000,001 and above	5,035	4,360	24	24
	9,948	8,771	39	39

17 Operating expenses

	GROUP		COMPANY	
	31 December 2024 N 'million	31 December 2023 N 'million	31 December 2024 N 'million	31 December 2023 N 'million
Auditors' remuneration[1]	2,982	1,471	50	40
Directors' emoluments	5,018	3,486	936	1,035
AMCON resolution cost	74,865	51,121	-	-
Deposit insurance premium	47,668	28,086	-	-
Maintenance	134,760	70,816	150	88
Insurance premium	6,065	3,762	196	130
Rent and rates	8,735	3,207	-	-
Advert and corporate promotions	75,934	32,249	90	401
Legal and other professional fees	34,514	18,046	1,110	549
Donations & subscriptions	1,912	1,643	83	32
Stationery & printing	4,228	3,042	28	11
Communication, light and power	34,619	23,185	22	16
Cash handling charges	5,673	3,259	-	-
Administrative and other charges[2]	20,718	40,916	-	-
Passages and travels	26,073	10,789	1,099	647
Outsourced cost	36,448	22,558	20	17
Statutory fees	167	69	129	50
WHT on retained dividend	304	215	-	-
Fines and penalties	42	32	8	14
Other operating expenses	42,981	20,296	679	272
	563,706	338,248	4,600	3,302

[1]Auditors' remuneration for the group represents the aggregate of the fees paid by the various entities in the group to their respective auditors.
[2]Administrative expense and Other Charges comprise operational losses, judgement debts, and tax back duties.

18 Taxation

		GROUP		COMPANY	
		31 December 2024 N 'million	31 December 2023 N 'million	31 December 2024 N 'million	31 December 2023 N 'million
a	**Tax expense**				
a(i)	**Minimum Tax**	14,584	8,282	36	21
a(ii)	**Income tax expense**				
	Corporate tax	58,661	28,170	-	-
	Education tax	4,428	1,060	-	-
	Technology tax	5,031	4,927	-	-
	Police trust fund levy	26	14	1	1
	National agency for science and engineering infrastructure levy	1,184	549	-	-
	Windfall Levy	33,492	-	-	-
	Over provision in prior years	-	46	-	-
		102,822	34,766	1	1
	Origination and reversal of temporary deferred tax differences (Note 32)	15,571	4,667	-	-
	Income tax expense	**118,393**	**39,433**	**1**	**1**
	Total tax expense	**132,977**	**47,715**	**37**	**22**

During the year, the Federal Government of Nigeria enacted a new tax legislation to implement a windfall profit levy of 70% on realized profits from all foreign exchange transactions of banks in Nigeria licensed to carry out foreign exchange transactions under the Banks and Other Financial Institutions Act, 2020 and all other relevant Nigerian laws. The windfall profit levy impacts the Commercial Banking subsidiary, First Bank Nigeria and applies to the 2023, 2024 and 2025 financial years. The levy recognised during the year represents the charge for 2023 and 2024 financial years.

GROUP
Effective tax reconciliation

	2024		2023	
Profit before income tax	781,883		347,866	
Tax calculated using the domestic corporation tax rate of 30% (2023: 30%)	234,565	30%	104,360	30%
Effect of tax rates in foreign jurisdictions	(12,315)	-2%	(2,331)	-1%
Tax exempt income	(409,853)	-52%	(258,641)	-74%
Non-deductible expenses	243,688	31%	192,073	55%
Effect of education tax levy	4,428	1%	1,060	0%
Effect of Information technology	5,031	1%	4,927	1%
Effect of windfall tax levy	33,492	4%	-	0%
Tax incentives	18,258	2%	(2,424)	-1%
Under-provision in prior years	(111)	0%	(154)	0%
NASENI Levy	1,184	0%	549	0%
Effect of police trust fund Levy	26	0%	14	0%
Income tax expense	118,393	15%	39,433	11%

18 Taxation continued

COMPANY

Effective tax reconciliation	**2024**		**2023**	
Profit before income tax	26,225		15,171	
Tax calculated using the domestic corporation tax rate of 30% (2023: 30%)	7,868	30%	4,551	30%
Tax exempt income	(8,075)	-31%	(4,586)	-30%
Non-deductible expenses	207	1%	35	0%
Effect of police trust fund levy	1	0%	1	0%
Income tax expense	1	0%	1	0%

	GROUP		**COMPANY**	
b Current tax liability	**31 December 2024 N 'million**	**31 December 2023 N 'million**	**31 December 2024 N 'million**	**31 December 2023 N 'million**
The movement in the current income tax liability is as follows:				
At start of the period	52,662	27,901	29	29
Reclassification to Liabilities Held for Sale	-	678	-	-
Tax paid	(52,327)	(31,458)	-	-
Withholding tax credit utilised	(2,203)	(1,861)	(17)	(22)
Minimum tax charge	14,584	8,282	36	21
Income tax charge	102,822	34,766	1	1
Effect of changes in exchange rate	7,025	14,354	-	-
At 31 December	122,563	52,662	49	29
Current	122,563	52,662	49	29

19 Cash and balances with central banks

	GROUP		**Company**	
	31 December 2024 N 'million	**31 December 2023 N 'million**	**31 December 2024 N 'million**	**31 December 2023 N 'million**
Cash	322,397	159,505	-	-
Balances with central banks excluding mandatory reserve deposits	348,758	304,387	-	-
	671,155	463,892	-	-
Mandatory reserve deposits with Central Banks	3,744,031	2,108,471	-	-
	4,415,186	2,572,363	-	-

Restricted deposits with central banks are not available for use in Group's day to day operations. First Bank Nigeria Limited had restricted balances of N3,595 billion with Central Bank of Nigeria (CBN) as at 31 December 2024 (December 2023: N2,037 billion). This balance includes CBN cash reserve requirement and Special Intervention Reserve. FirstBank Ghana and FirstBank Guinea also had restricted balances of N115.98 billion and N19.73 billion (December 2023: N29.15 billion and N16.23 billion) respectively with their respective central banks. The balance of N13.51 billion (December 2023: N7.40 billion) relates to restricted balances of other commercial banking group subsidiaries with their respective central banks.

20 Cash and cash equivalents

For the purpose of the statement of cash flows, cash and cash equivalents comprise balances with less than three months' maturity from the date of acquisition, including cash in hand, deposits held at call with other banks and other short-term highly liquid investments with original maturities less than three months.

	GROUP		**COMPANY**	
	31 December 2024 N 'million	**31 December 2023 N 'million**	**31 December 2024 N 'million**	**31 December 2023 N 'million**
Cash (Note 19)	322,397	159,505	-	-
Balances with central banks other than mandatory reserve deposits (Note 19)	348,758	304,387	-	-
Loans and advances to banks excluding long term placements (Note 21)	3,280,758	1,836,881	23,269	16,523
Treasury bills included in financial assets at FVTPL (Note 23)	33,808	4,202	-	-
Treasury bills and eligible bills excluding pledged treasury bills (Note 24.1&24.2)	1,719,955	377,611	-	-
	5,705,676	2,682,586	23,269	16,523

21 Loans and advances to banks

	GROUP		COMPANY	
	31 December 2024 N 'million	31 December 2023 N 'million	31 December 2024 N 'million	31 December 2023 N 'million
Current balances with banks within Nigeria (i)	517,647	754,630	2,067	2,060
Current balances with banks outside Nigeria (ii)	1,451,963	805,817	0	-
Placements with banks and discount houses (iii)	1,311,148	276,434	21,202	14,463
	3,280,758	1,836,881	23,269	16,523
Long term placement/Cash collateral balance (iv)	32,248	257,660	-	-
Stage 1 : 12 month ECL on placements	(10,526)	(41,311)	-	-
Carrying amount	3,302,480	2,053,230	23,269	16,523

(i) The balances includes clearing balance with other deposit money banks. The FirstBank provides clearing services for some banks in Nigeria. The current balances with banks within Nigeria includes clearing exposures to banks (N25.24bn) as at 31 December 2024. The Central Bank of Nigeria has undertaken that the Bank will suffer no financial loss on the outstanding balance.

(ii) These balances includes the sum of N33.6billion (2023: N253.3 billion) in respect of trade finance and other short term financing advanced to banks on the back of their letters of credit/trade related transactions. All other loans to banks within these balances are due within 3 months.

(iii) These are short term placements with banks and discount houses. These balances also includes the sum of N5.02bn (2023: N9.28bn) relating to unclaimed dividend fund.

(iv) These are long term placement/cash collateral balance which do not qualify as cash and cash equivalent.

Reconciliation of impairment account on loans and advances to banks

	GROUP		COMPANY	
	31 December 2024 N 'million	31 December 2023 N 'million	31 December 2024 N 'million	31 December 2023 N 'million
At start of year	(41,311)	(4,456)	-	-
Impairment writeback /(charge)	5,041	(36,105)	-	-
Effect of discontinued operations	56	-	-	-
Write off	28,594	-		
Exchange difference	(2,906)	(750)		
At end of year	(10,526)	(41,311)	-	-

22 Loans and advances to customers
GROUP

Corporate	Gross Amount N 'million	Stage 1 12 months ECL N 'million	Stage 2 Lifetime ECL N 'million	Stage 3 Lifetime ECL N 'million	Total Impairment N 'million	Carrying Amount N 'million
31 December 2024						
Overdrafts	719,237	(981)	(41)	(57,203)	(58,225)	661,012
Term loans	7,812,627	(17,487)	(68,120)	(332,398)	(418,005)	7,394,622
Project finance	228,143	(979)	-	(4,909)	(5,888)	222,255
	8,760,007	(19,447)	(68,161)	(394,510)	(482,118)	8,277,889

Retail	Gross Amount N 'million	Stage 1 12 months ECL N 'million	Stage 2 Lifetime ECL N 'million	Stage 3 Lifetime ECL N 'million	Total Impairment N 'million	Carrying Amount N 'million
31 December 2024						
Overdrafts	41,182	(864)	(59)	(1,543)	(2,466)	38,716
Term loans	191,451	(3,805)	(110)	(4,481)	(8,396)	183,055
Credit cards	4,302	(162)	(1)	(123)	(286)	4,016
Mortgage	266,011	(834)	(119)	(846)	(1,799)	264,212
	502,946	(5,665)	(289)	(6,993)	(12,947)	489,999
Total Loans and advances to customers	9,262,953	(25,112)	(68,450)	(401,503)	(495,065)	8,767,888

22 Loans and advances to customers continued
GROUP

Corporate	Gross Amount N 'million	Stage 1 12 months ECL N 'million	Stage 2 Lifetime ECL N 'million	Stage 3 Lifetime ECL N 'million	Total Impairment N 'million	Carrying Amount N 'million
31 December 2023						
Overdrafts	817,712	(779)	(59,991)	(3,276)	(64,046)	753,666
Term loans	4,952,996	(12,526)	(71,654)	(53,850)	(138,030)	4,814,966
Project finance	468,124	(82)	-	(68,006)	(68,088)	400,036
	6,238,832	(13,387)	(131,645)	(125,132)	(270,164)	5,968,668

Retail	Gross Amount N 'million	Stage 1 12 months ECL N 'million	Stage 2 Lifetime ECL N 'million	Stage 3 Lifetime ECL N 'million	Total Impairment N 'million	Carrying Amount N 'million
31 December 2023						
Overdrafts	45,228	(229)	(57)	(812)	(1,098)	44,130
Term loans	212,937	(1,336)	(95)	(1,128)	(2,559)	210,378
Credit cards	3,073	(12)	-	(34)	(46)	3,027
Mortgage	133,763	(489)	(38)	(145)	(672)	133,091
	395,001	(2,066)	(190)	(2,119)	(4,375)	390,626
Total Loans and advances to customers	6,633,833	(15,453)	(131,835)	(127,251)	(274,539)	6,359,294

COMPANY	Gross Amount N 'million	Stage 1 12 months ECL N 'million	Stage 2 Lifetime ECL N 'million	Stage 3 Lifetime ECL N 'million	Total Impairment N 'million	Carrying Amount N 'million
31 December 2024						
Term loans	178	-	-	-	-	178
	178	-	-	-	-	178

COMPANY	Gross Amount N 'million	Stage 1 12 months ECL N 'million	Stage 2 Lifetime ECL N 'million	Stage 3 Lifetime ECL N 'million	Total Impairment N 'million	Carrying Amount N 'million
31 December 2023						
Term loans	269	-	-	-	-	269
	269	-	-	-	-	269

	GROUP		COMPANY	
	31 December 2024 N 'million	31 December 2023 N 'million	31 December 2024 N 'million	31 December 2023 N 'million
Current	4,923,010	4,236,169	114	12
Non-current	3,844,878	2,123,125	64	257
	8,767,888	6,359,294	178	269

22 Loans and advances to customers continued

Reconciliation of impairment allowance on loans and advances to customers:
GROUP

	Corporate N 'million	Retail N 'million	Total N 'million
At 1 January 2024			
12 months ECL- Stage 1	13,200	2,066	15,266
Life time ECL not credit impaired - Stage 2	131,645	190	131,835
Life time ECL credit impaired - Stage 3	125,132	2,119	127,251
	269,977	4,375	274,352
Additional allowance			
12 months ECL- Stage 1	2,833	3,578	6,411
Life time ECL not credit impaired - Stage 2	(64,552)	226	(64,326)
Life time ECL credit impaired - Stage 3	424,876	4,083	428,959
	363,157	7,887	371,044
Transfer between stages			
Life time ECL not credit impaired - Stage 2	(1)	-	(1)
Life time ECL credit impaired - Stage 3	1	-	1
Exchange difference			
12 months ECL- Stage 1	3,414	21	3,435
Life time ECL not credit impaired - Stage 2	1,069	(127)	942
Life time ECL credit impaired - Stage 3	35,604	1,189	36,793
Loan write off			
Life time ECL credit impaired - Stage 3	(191,103)	(398)	(191,501)
At 31 December 2024	482,118	12,947	495,065
12 months ECL- Stage 1	19,447	5,665	25,112
Life time ECL not credit impaired - Stage 2	68,161	289	68,450
Life time ECL credit impaired - Stage 3	394,510	6,993	401,503
At 31 December 2024	482,118	12,947	495,065

Reconciliation of impairment allowance on loans and advances to customers:
GROUP

	Corporate N 'million	Retail N 'million	Total N 'million
At 1 January 2023			
12 months ECL- Stage 1	9,454	1,655	11,109
Life time ECL not credit impaired - Stage 2	47,911	70	47,981
Life time ECL credit impaired - Stage 3	79,313	1,745	81,058
	136,678	3,470	140,148
Additional allowance			
12 months ECL- Stage 1	3,634	1	3,635
Life time ECL not credit impaired - Stage 2	84,499	128	84,627
Life time ECL credit impaired - Stage 3	84,996	1,410	86,406
	173,129	1,539	174,668
Transfer between stages			
12 months ECL- Stage 1	(9,000)	(138)	(9,138)
Life time ECL not credit impaired - Stage 2	2,768	-	2,768
Life time ECL credit impaired - Stage 3	6,232	138	6,370
Exchange difference			
12 months ECL- Stage 1	9,112	548	9,660
Life time ECL not credit impaired - Stage 2	(3,533)	(8)	(3,541)
Life time ECL credit impaired - Stage 3	6,805	(265)	6,539
Loan write off			
Life time ECL credit impaired - Stage 3	(52,214)	(909)	(53,123)
At 31 December 2023	269,977	4,375	274,351
12 months ECL- Stage 1	13,200	2,066	15,266
Life time ECL not credit impaired - Stage 2	131,645	190	131,835
Life time ECL credit impaired - Stage 3	125,132	2,119	127,250
At 31 December 2023	269,977	4,375	274,351

22 Loans and advances to customers continued
Nature of security in respect of loans and advances:

	GROUP		COMPANY	
	31 December 2024 N 'million	31 December 2023 N 'million	31 December 2024 N 'million	31 December 2023 N 'million
Legal Mortgage/Debenture On Business Premises, Factory Assets Or Real Estates	7,386,051	4,061,438	-	-
Guarantee/Receivables Of Investment Grade Banks & State Govt.	392,005	596,335	-	-
Domiciliation of receivables	436,746	831,530	-	-
Clean/Negative Pledge	123,522	117,998	-	-
Marketable Securities/Shares	16,945	14,064	-	-
Otherwise Secured	37,689	90,639	178	269
Cash/Government Securities	869,928	921,821	-	-
Unsecured	67	8	-	-
	9,262,953	6,633,833	178	269

The Group is not permitted to sell or repledge the collateral in the absence of default by the owner of the collateral.

23 Financial assets and liabilities at fair value through profit or loss

	GROUP		COMPANY	
	31 December 2024 N 'million	31 December 2023 N 'million	31 December 2024 N 'million	31 December 2023 N 'million
Treasury bills with maturity of less than 90 days	33,808	4,202	-	-
Treasury bills with maturity over 90 days	56,235	28,094	-	-
Bonds	58,694	16,335	-	-
Total debt securities	148,737	48,631	-	-
Listed equity securities	10,207	12,511	-	-
Unlisted equity securities	102,530	67,140	-	504
Total equity securities	112,737	79,651	-	504
Derivative assets (refer note 23b)	182,093	620,503	-	-
Total assets at fair value through profit or loss	443,567	748,785	-	504
Current	434,242	671,322	-	504
Non Current	9,325	77,463	-	-
	443,567	748,785	-	504

Derivatives are only used for economic hedging purposes and not as speculative investments. However, existing derivatives do not meet the hedge accounting criteria, and are therefore classified as 'held for trading' for accounting purposes and are accounted for at fair value through profit or loss.

a Financial liabilities at FVTPL

	GROUP		COMPANY	
	31 December 2024 N 'million	31 December 2023 N 'million	31 December 2024 N 'million	31 December 2023 N 'million
Debt securities				
Treasury bills with maturity over 90 days	-	50,862	-	-
Total debt securities	-	50,862	-	-
Derivative liabilities (Note 23b(i)	50,256	92,608	-	-
Total liabilities at FVTPL	50,256	143,470	-	-

b (i) Derivatives

	GROUP 31 December 2024		
	Notional contract amount N 'million	Fair values Asset N 'million	Fair values Liability N 'million
Foreign exchange derivatives			
Forward FX contract	743,446	22,809	25,015
FX Futures	548,287	-	21,996
Currency swap	943,239	155,371	-
Put options	229,532	3,913	3,245
	2,464,504	182,093	50,256
Current	2,464,504	182,093	50,256
Non Current	-	-	-
	2,464,504	182,093	50,256

23 Financial assets and liabilities at fair value through profit or loss continued

	GROUP 31 December 2023		
	Notional contract amount	Fair values	
		Asset	Liability
	N 'million	N 'million	N 'million
Foreign exchange derivatives			
Forward FX contract	622,453	27,536	17,348
FX Futures	307,656	73,239	73,239
Currency swap	1,327,456	519,721	2,014
Put options	28,554	7	7
	2,286,119	620,503	92,608
Current	2,286,119	620,503	92,608
Non Current	-	-	-
	2,286,119	620,503	92,608

24 Investment Securities

	GROUP		COMPANY	
	31 December 2024	31 December 2023	31 December 2024	31 December 2023
	N 'million	N 'million	N 'million	N 'million
Investment securities at FVOCI (Note 24.1)	4,471,687	1,330,161	14,504	6,959
Investment securities at amortised (Note 24.3)	2,064,708	1,467,459	-	-
	6,536,395	2,797,620	14,504	6,959

24.1 Investment securities at FVOCI

	GROUP 31 December 2024	GROUP 31 December 2023	COMPANY 31 December 2024	COMPANY 31 December 2023
Debt securities – at fair value:				
– Treasury bills with maturity of less than 90 days	1,520,715	233,707	-	-
– Treasury bills with maturity of more than 90 days	1,186,437	312,207	8,412	3,864
– Government bonds	1,307,812	480,561	6,092	3,095
– Other bonds	99	410	-	
Total debt securities classified as FVOCI	4,015,063	1,026,885	14,504	6,959
Equity securities:				
– Listed	15,910	705	-	-
– Unlisted (Note 24.2)	440,714	302,571	-	-
Total equity securities classified as FVOCI	456,624	303,276	-	-
Total securities classified as FVOCI	4,471,687	1,330,161	14,504	6,959
Current	3,159,223	842,089	8,513	3,928
Non current	1,312,464	488,072	5,991	3,031
	4,471,687	1,330,161	14,504	6,959

Reconciliation of impairment on investment securities at FVOCI

	GROUP		COMPANY	
	31 December 2024	31 December 2023	31 December 2024	31 December 2023
	N 'million	N 'million	N 'million	N 'million
At start of year	9,989	1,881	-	-
(Writeback)/Charge	(1,574)	9,195	-	-
Reclassification to retained earnings	3,896	(1,087)	-	-
At end of year	12,311	9,989	-	-

24.2 Analysis of Unlisted Equity Investments:

	GROUP		COMPANY	
	31 December 2024	31 December 2023	31 December 2024	31 December 2023
	N 'million	N 'million	N 'million	N 'million
Unlisted Equity Investments:				
NIBSS Plc	13,187	13,808	-	-
AFREXIM Bank Ltd	7,916	2,793	-	-
Africa Finance Corporation	398,732	259,589	-	-
Unified Payment Systems Limited	13,196	11,877	-	-
CRC Credit Bureau Limited	1,155	1,222	-	-
FMDQ OTC Securities Exchange	2,426	3,584	-	-
Anchorage Leisures Limited	153	140	-	-
JDI Investments Company Limited (JDI)	29	286	-	-
Capital Alliance Private Equity Fund (CAPE)	3,203	3,507	-	-
FBN Heritage Fund	162	137	-	-
ARADEL	-	643	-	-
Food Concept	84	97	-	-
NASD PLc	32	28	-	-
Mutual Funds	389	4,860	-	-
	440,664	302,571	-	-
Other Unlisted Equity Investments:				
SANEF Investment Scheme	50	-	-	-
Total Unlisted Equities	440,714	302,571	-	-

24.3 Investment securities at amortised cost

Debt securities – at amortised cost:				
– Treasury bills with maturity of less than 90 days	199,240	143,904	-	-
– Treasury bills with maturity of more than 90 days	210,646	382,575	-	-
– Bonds	1,667,840	955,790	-	-
Impairment on Amortised Cost securities				
- Stage 1: 12- month ECL	(13,018)	(14,810)	-	-
Total securities at amortised cost	2,064,708	1,467,459	-	-
Current	414,330	544,935	-	-
Non Current	1,650,378	922,524	-	-
	2,064,708	1,467,459	-	-
Total investment securities	6,536,395	2,797,620	14,504	6,959

Reconciliation of impairment on investment securities at amortised cost	**GROUP**		**COMPANY**	
	31 December 2024 N 'million	**31 December 2023 N 'million**	**31 December 2024 N 'million**	**31 December 2023 N 'million**
At start of year	14,810	7,449	-	-
Impairment writeback	(20)	(245)	-	-
Exchange difference	(1,772)	7,606	-	-
At end of year	13,018	14,810	-	-

25 Assets pledged as collateral

The assets pledged by the group are strictly for the purpose of providing collateral to the counterparty. To the extent that the counterparty is not permitted to sell and/or repledge the assets in the absence of default, they are classified in the statement of financial position as pledged assets. These transactions are conducted under terms that are usual and customary to standard securities borrowing and lending activities.

The nature and carrying amounts of the assets pledged as collaterals are as follows:

	GROUP	
	31 December 2024 N 'million	**31 December 2023 N 'million**
Debt securities at FVOCI (note 25.1)	822,897	1,456,183
Debt securities at amortised cost (note 25.2)	246,328	62,911
	1,069,225	1,519,094
25.1 Debt securities at FVOCI		
– Treasury bills	323,360	976,879
– Bonds	499,537	479,304
	822,897	1,456,183
25.2 Debt securities at amortized cost		
– Treasury bills	-	-
– Bonds	246,328	62,911
	246,328	62,911
25.3 Debt securities at FVTPL		
– Treasury bills	-	-
	-	-
The related liability for assets held as collateral include:		
Bank of Industry	23,163	12,819
Central Bank of Nigeria/Commercial Agriculture Credit Scheme Intervention fund	102,684	19,354
Due to Other Banks	764,782	1,005,742

The assets pledged as collateral include assets pledged to third parties under secured takings and borrowings with the related liability disclosed above. Included in pledged assets are assets pledged as collateral or security deposits to clearing house and payment agencies of N72bn for the group in December 2024 (2023: N57bn) for which there is no related liability.

Current	323,360	976,879
Non current	745,865	542,215
	1,069,225	1,519,094

All assets pledged as collateral are Stage 1 assets

26 Other assets

	GROUP		COMPANY	
	31 December 2024 N 'million	31 December 2023 N 'million	31 December 2024 N 'million	31 December 2023 N 'million
Financial assets:				
Other receivables	209,331	6,918	-	-
Accounts receivable (Note (i))	829,554	481,904	22,521	17,144
	1,038,885	488,822	22,521	17,144
Impairment on other assets - Simplified Approach	(56,787)	(15,937)	-	-
	982,098	472,885	22,521	17,144
Non financial assets:				
Stock of consumables	21,645	17,467	41	20
Inventory- repossessed collateral (Note (ii))	74,877	73,931	-	-
Prepayments	44,140	24,849	77	186
Deferred expenses	17,087	13,110.00	1,499	311.00
Impairment on non financial other assets	(127)	(1,315)	-	-
	157,622	128,042	1,617	517
Net other assets balance	1,139,720	600,927	24,138	17,661

(i) Accounts receivable includes cards receivables, receivables on matured foreign exchange forwards and Letters of Credit etc.

(ii) Inventory (repossessed collateral) of N74.8bn (2023: N73.9bn) comprises assets recovered from defaulted loan customers.

Total impairment on other assets	GROUP		COMPANY	
	2024 N 'million	2023 N 'million	2024 N 'million	2023 N 'million
Impairment on other assets - Simplified Approach	56,787	15,937	-	-
Impairment on non financial other assets	127	1,315	-	-
At end of year	56,914	17,252	-	-

Reconciliation of impairment account	GROUP		COMPANY	
	2024 N 'million	2023 N 'million	2024 N 'million	2023 N 'million
At start of year	17,252	33,220	-	-
Discontinued opereation	(1,388)	-	-	
Write off	(223)	(22,852)	(3)	-
Impairment charge	43,769	5,903	3	-
Exchange difference	(2,496)	981	-	-
At end of year	56,914	17,252	-	-

All other assets on the statement of financial position of the Group had a remaining period to contractual maturity of less than 12 months.

27 Investment in associates (equity method)

i **Seawolf Oilfield Services Limited (SOSL)**

First HoldCo Plc. holds 42% shareholding in Seawolf Oilfields Services Limited (SOSL). SOSL is a company incorporated in Nigeria and is involved in the oil and gas sector. SOSL has share capital consisting only of ordinary share capital which are held directly by the Group; the country of incorporation or registration is also their principal place of business. SOSL is not publicly traded and there is no published price information.

In 2014, Asset Management Corporation of Nigeria (AMCON), a major creditor of SOSL, appointed a receiver manager to take over the business. The investment has been fully impaired.

ii **FBN Balanced Fund**

FBN Balanced Fund (Formerly FBN Heritage Fund) is an open-ended Securities and Exchange Commission (SEC) registered mutual fund that invests in stocks, bonds, money market instruments, real estate and other securities in the Nigerian Capital Markets. The fund manager publishes daily unit price of the fund on the memorandum listing section of the Nigerian Exchange. The unit price of FBN Balanced Fund as at reporting date N322.58 (Cost: N100). FBN Balanced Fund's principal place of business is Nigeria while its principal activity is Fund management. The Group's ownership interest in the Fund is 28.23%.

	GROUP	
	31 December 2024 N 'million	31 December 2023 N 'million
FBN Balanced Fund		
Balance at beginning of year	2,005	1,185
Share of profit/ (loss)	535	820
At end of year	2,540	2,005

28 Investment in subsidiaries

28.1 Principal subsidiary undertakings

	COMPANY	
	31 December 2024 N 'million	**31 December 2023 N 'million**
DIRECT SUBSIDIARIES OF FIRST HOLDCO PLC.		
First Bank of Nigeria Limited (Note 28 (i))	230,557	230,557
FirstCap Limited (Note 28 (ii))	5,812	5,812
First Insurance Brokers Limited (Note 28 (iii))	25	25
FBNQuest Merchant Bank Limited (Note 28 (iv))	17,206	17,206
First Trustees Limited (Note 28 (v))	4,521	4,521
First Securities Brokers Limited (Note 28 (vi)	289	-
First Asset Management Limited (Note 28 (vii))	1,228	-
	259,638	258,121
INDIRECT SUBSIDIARIES OF FIRST HOLDCO PLC.		
FBNQuest Funds Limited (Note 28 (viii))	4,550	4,550
	4,550	4,550
	264,188	**262,671**

All shares in subsidiary undertakings are ordinary shares. For the year ended 31 December 2024, the group owned the total issued shares in all its subsidiary undertakings except New Villa Limited (Rainbow Town Development Limited) in which it owned 55%. There are no significant restrictions on any of the subsidiaries. All subsidiary undertakings are included in the consolidation. The proportion of the voting rights in the subsidiary undertakings held directly by the parent company and the group do not differ from the proportion of ordinary shares held. The total non-controlling interest as at the end of the year N52.84 billion (2023: N28.44 billion).

Subsidiary	**Principal activity**	**Country of incorporation**	**Proportion of shares held directly by the parent/group**	**Statutory year end**
First Bank of Nigeria Limited (Note 28 (i))	Banking	Nigeria	100	31 December
FirstCap Limited (Note 28 (ii))	Investment Banking & Funds Management	Nigeria	100	31 December
First Insurance Brokers Limited (Note 28 (iii))	Insurance Brokerage	Nigeria	100	31 December
FBNQuest Merchant Bank Limited (Note 28 (iv)	Merchant Banking & Asset Management	Nigeria	100	31 December
First Trustees Limited (Note 28 (v))	Trusteeship	Nigeria	100	31 December
First Securities Brokers Limited (Note 28 (vi)	Funds Management	Nigeria	100	31 December
First Asset Management Limited (Note 28 (vii))	Asset Management Services	Nigeria	100	31 December
FBNQuest Funds Limited (Note 28 (viii))	Investment Banking & Funds Management	Nigeria	100	31 December
New Villa Limited (Rainbow Town Development Limited) (Note 28 (ix))	Investment and General Trading	Nigeria	55	31 December

i First Bank of Nigeria Limited

The bank commenced operations in Nigeria in 1894 as a branch of Bank of British West Africa (BBWA), and was incorporated as a private limited liability company in Nigeria in 1969. The Bank was the parent company of the Group until 30 November 2012, when a business restructuring was effected in accordance with the directives of the Central Bank of Nigeria and First HoldCo Plc became the parent company of the Group.

ii FirstCap Limited

FirstCap Limited (formerly FBNQuest Capital Limited) is a private limited liability company incorporated in Nigeria and commenced operations on 1 April 2005. It is registered with the Securities and Exchange Commission (SEC) to undertake issuing house business. It is also involved in the business of financial advisory.

iii First Insurance Brokers Limited

The company was incorporated under the Companies and Allied Matters Act, as a limited liability company on 31 March 1994 with the name 'Trust Link Insurance Brokers Limited'. The company prepared financial statements up to 31 March 1998 after which it became dormant. The company was resuscitated on 1 April 2000 as FBN Insurance Brokers Limited. The principal activity of the company is insurance brokerage business.

iv FBNQuest Merchant Bank Limited

The Company was incorporated in Nigeria as a limited liability company on 14 February 1995 and was granted a license to carry on the business of a discount house and commenced operations on 16 November 1995. In 2015, the Company was transformed into a merchant bank. The Central Bank of Nigeria (CBN) license for merchant banking was obtained in May 2015 and while merchant banking operations commenced on 2 November, 2015.

Following the decision and resolution of the Board of Directors to divest from FBNQuest Merchant Bank, the subsidiary has been classified as discontinued operations in line with IFRS 5. This divestment is subject to the approval of the Central Bank of Nigeria (CBN), Securities & Exchange Commission (SEC) and other regulatory agencies.

v First Trustees Limited

First Trustees Limited (formerly FBNQuest Trustees Limited) was incorporated in Nigeria as a limited liability company on 8 August 1979 and commenced business on 3 September 1979. The company was established to engage in the business of trusteeship as well as portfolio management, and financial/ investment advisory services.

28.1 Principal subsidiary undertakings continued

vi First Securities Brokers Limited

First Securities Brokers Limited was incorporated as a private limited liability company on 23 July, 1991 as Premium Securities Limited and engaged in the business of stock brokerage. It changed its name to FBN Securities Limited on 25 Februrary, 2008 and approval obtained from the Corporate Affairs Commission (CAC) on 26 March, 2008. Furthermore, the CAC approval was equally granted on 25 October, 2017 to change the name to FBNQuest Securities Limited.

The Boards of Directors of First HoldCo Plc and FBNQuest Merchant Bank Limited passed resolutions to transfer FBNQuest Securities Limited to First HoldCo Plc as a direct subsidiary in a business reorganisation exercise. The regulatory approval of the Central Bank of Nigeria was obtained for the business reorganisation.

vii First Asset Management Limited

The Company was incorporated on 8 September 2011 and commenced operations on 1 January, 2013. It is registered with the Securities and Exchange Commission to undertake asset management business.

The Boards of Directors of First HoldCo Plc and FBNQuest Merchant Bank Limited passed resolutions to transfer First Asset Management Limited (FBNQuest Asset Management Limited) to First HoldCo Plc as a direct subsidiary in a business reorganisation exercise. The regulatory approval of the Central Bank of Nigeria has been obtained for the business reorganisation.

viii FBNQuest Funds Limited

FBNQuest Funds Limited (formerly FBN Funds Limited) was incorporated on 14 November 2002. It commenced operations on 1 April 2003. Its principal activities are to carry on venture capital and private equity business.

ix New Villa Limited (Rainbow Town Development Limited)

New Villa Limited is a special purpose vehicle incorporated on 28 November 2008. Its principal activities include real estate investments and general trading.

As at 31 December 2024, the recoverable amount of investment in Rainbow Town Development Limited was lower than the carrying amount. (Cost: N5billion; Total Impairment: N5billion).

28.2 Condensed results of consolidated entities from continuing operations

31 December 2024	First HoldCo Plc. N'million	First Bank Limited N'million	FirstCap Limited N'million	First Trustees Limited N'million	First Asset Management Limited N'million	First Securities Brokers Limited N'million	FirstInsurance Brokers Limited N'million	FBNQuest Merchant Bank Limited N'million	Rainbow Town Development Limited N'million	Total N'million	Adjustments N'million	Group N'million
Summarized Income Statement												
Operating income	34,186	2,069,347	41,939	16,218	22,295	1,591	2,663	24,975	28,639	2,241,853	(85,467)	2,156,386
Operating expenses	(7,922)	(908,732)	(3,911)	(5,245)	(6,633)	(832)	(1,375)	(12,418)	(387)	(947,455)	13,295	(934,160)
Impairment charge for credit losses	(3)	(439,821)	(8,854)	(271)	(232)	(56)	(3)	345	-	(448,895)	22,601	(426,294)
Operating profit	26,261	720,794	29,174	10,702	15,430	703	1,285	12,902	28,252	845,503	(49,571)	795,932
Associate	-	-	535	-	-	-	-	-	-	535	-	535
Profit before tax	26,261	720,794	29,709	10,702	15,430	703	1,285	12,902	28,252	846,038	(49,571)	796,467
Tax	(37)	(121,507)	(7,269)	(3,579)	(10)	(169)	(463)	(1,533)	-	(134,567)	1,590	(132,977)
Profit/(Loss) for the year from continuing operations	26,224	599,287	22,440	7,123	15,420	534	822	11,369	28,252	711,471	(47,981)	663,490
Profit for the year from discontinued operations	-	-	-	-	-	-	-	-	-	-	13,515	13,515
Other comprehensive income	(635)	381,734	5,614	(3)	7	46	-	(1,097)	-	385,666	-	385,666
Total comprehensive income	25,589	981,021	28,054	7,120	15,427	580	822	10,272	28,252	1,097,137	(34,466)	1,062,671
Total comprehensive income allocated to non controlling interest	-	24,574	-	-	-	-	-	-	(174)	24,400	(16)	24,384
Summarized Financial Position												
Assets												
Cash and balances with central banks	-	4,415,185	-	1	-	-	-	29,007	-	4,444,193	(29,007)	4,415,186
Loans and advances to banks	23,269	3,262,096	22,316	3,778	7,156	4,002	1,925	190,771	96	3,515,409	(212,929)	3,302,480
Loans and advances to customers	178	8,767,270	99	41	161	115	24	124,394	-	8,892,282	(124,394)	8,767,888
Financial assets at fair value through profit or loss	-	330,830	105,447	-	7,114	176	-	34,594	-	478,161	(34,594)	443,567
Investment securities	14,504	6,245,520	248,625	20,052	6,928	766	-	94,845	-	6,631,240	(94,845)	6,536,395
Assets pledged as collateral	-	1,069,225	-	-	-	-	-	7,726	-	1,076,951	(7,726)	1,069,225
Other assets	24,138	1,007,366	66,175	1,941	5,893	(29)	158	4,355	43,471	1,153,468	(13,748)	1,139,720
Investments in associates accounted for using the equity method	-	-	2,684	-	-	-	-	-	-	2,684	(144)	2,540
Investment in subsidiaries	264,188	-	-	-	-	-	-	-	-	264,188	(264,188)	-
Property and equipment	545	220,166	414	565	360	54	60	2,900	4	225,068	(2,904)	222,164
Intangible assets	-	39,398	5	237	481	3	14	154	5	40,297	(159)	40,138
Deferred tax assets	-	53,364	-	-	-	342	-	9,114	-	62,820	(9,114)	53,706
Assets held for sale	-	-	-	-	-	-	-	-	-	-	531,209	531,209
	326,822	25,410,420	445,765	26,615	28,093	5,429	2,181	497,860	43,576	26,786,761	(262,543)	26,524,218
Financed by												
Deposits from banks	-	2,922,432	-	-	-	-	-	13,079	-	2,935,511	(13,079)	2,922,432
Deposits from customers	-	17,179,141	-	-	-	-	-	351,496	-	17,530,637	(359,947)	17,170,690
Financial liabilities at fair value through profit or loss	-	50,256	-	-	-	-	-	-	-	50,256	-	50,256
Financial liabilities at amortized cost	-	198,188	-	-	-	-	-	-	-	198,188	-	198,188
Current tax liabilities	49	116,677	2,971	2,246	1	169	450	1,679	6	124,248	(1,685)	122,563
Other liabilities	29,077	1,122,287	94,031	7,185	6,623	3,508	1,074	83,546	1,776	1,349,107	(109,982)	1,239,125
Borrowings	-	1,264,565	294,788	-	-	-	-	8,022	-	1,567,375	(8,022)	1,559,353
Retirement benefit obligations	-	8,640	-	-	-	-	-	-	-	8,640	-	8,640
Deferred tax liabilities	-	-	7,882	2,889	821	-	53	-	-	11,645	-	11,645
Liabilities held for sale	-	-	-	-	-	-	-	-	-	-	445,992	445,992
	29,126	22,862,186	399,672	12,320	7,445	3,677	1,577	457,822	1,782	23,775,607	(46,723)	23,728,884
Equity and reserves	297,696	2,548,234	46,093	14,295	20,648	1,752	604	40,038	41,794	3,011,154	(215,820)	2,795,334
Summarized Cash Flows												
Operating activities												
Interest received	4,796	1,823,068	25,739	5,667	77	483	225	43,101	-	1,903,156	(51,470)	1,851,686
Interest paid	-	(973,394)	(21,639)	-	-	-	-	(30,037)	-	(1,025,069)	30,307	(994,762)
Income tax paid	-	(49,564)	(837)	(1,364)	(277)	-	(320)	(96)	-	(52,458)	131	(52,327)
Cash flow generated from operations	435	4,263,565	(82,613)	97	7,158	882	762	179,113	288	4,369,688	(164,292)	4,205,396
Net cash generated from operating activities	5,231	5,063,675	(79,349)	4,400	6,958	1,365	667	192,082	288	5,195,317	(185,324)	5,009,993
Net cash used in investing activities	15,252	(1,583,862)	62,714	(910)	(3,476)	609	(33)	(26,618)	-	(1,536,324)	(44,590)	(1,580,914)
Net cash used in financing activities	(14,358)	(464,774)	639	(2,500)	(4,941)	-	(600)	(16,764)	-	(503,298)	40,070	(463,228)
Increase in cash and cash equivalents	6,125	3,015,040	(15,996)	990	(1,459)	1,974	34	148,699	288	3,155,695	(189,844)	2,965,851
Cash and cash equivalents at start of year	16,523	2,039,825	14,955	(8,279)	8,615	(5)	2,355	36,721	(192)	2,110,518	572,068	2,682,586
Effect of exchange rate fluctuations on cash held	621	41,230	13,543	1,598	-	(5)	-	5,574	-	62,561	(5,322)	57,239
Cash and cash equivalents at end of year	23,269	5,096,095	12,501	(5,691)	7,155	1,964	2,389	190,995	96	5,328,774	376,902	5,705,676

28.2 Condensed results of consolidated entities from continuing operations

31 December 2023	First HoldCo Plc. N'million	First Bank Limited N'million	FirstCap Limited N'million	First Trustees Limited N'million	FBNQuest Merchant Bank Limited N'million	FirstInsurance Brokers Limited N'million	Rainbow Town Development Limited N'million	Total N'million	Adjustments N'million	Group N'million
Summarized Income Statement										
Operating income	21,014	1,082,460	24,257	11,798	26,250	1,835	(89)	1,167,525	(30,222)	1,137,303
Operating expenses	(5,822)	(540,016)	(2,012)	(3,068)	(12,910)	(832)	(112)	(564,772)	7,745	(557,027)
Impairment charge for credit losses	-	(225,271)	(6,573)	(75)	(2,626)	-	-	(234,545)	9,597	(224,948)
Operating profit	15,192	317,173	15,672	8,655	10,714	1,003	(201)	368,208	(12,880)	355,328
Associate	-	-	820	-	-	-	-	820	-	820
Profit before tax	15,192	317,173	16,492	8,655	10,714	1,003	(201)	369,028	(12,880)	356,148
Tax	(22)	(38,082)	(3,541)	(2,888)	(3,513)	(347)	-	(48,393)	678	(47,715)
Profit/(Loss) for the year from continuing operations	15,170	279,091	12,951	5,767	7,201	656	(201)	320,635	(12,202)	308,433
Profit for the year from discontinued operations	-	-	-	-	-	-	-	-	1,937	1,937
Other comprehensive income	185	457,369	580	3,986	(3,281)	18	-	458,857	-	458,857
Total comprehensive income	15,355	736,460	13,531	9,753	3,920	674	(201)	779,492	(10,265)	769,227
Total comprehensive income allocated to non controlling interest	-	16,382	-	-	-	-	(51)	16,331	-	16,331
Summarized Financial Position										
Assets										
Cash and balances with central bank	-	2,498,411	-	-	73,952	-	-	2,572,363	-	2,572,363
Loans and advances to banks	16,523	1,987,344	25,036	4,649	45,577	1,639	3	2,080,771	(27,541)	2,053,230
Loans and advances to customers	269	6,274,493	43	10	105,978	19	-	6,380,812	(21,519)	6,359,294
Financial assets at fair value through profit or loss	504	664,807	75,946	-	7,528	-	-	748,785	-	748,785
Investment securities	6,959	2,537,342	173,165	13,100	67,054	-	-	2,797,620	-	2,797,620
Assets pledged as collateral	-	1,478,494	-	-	40,600	-	-	1,519,094	-	1,519,094
Other assets	17,661	563,285	10,594	1,874	7,585	62	42,767	643,828	(42,901)	600,927
Investment in associates accounted for using the equity method	-	-	2,149	-	-	-	-	2,149	(144)	2,005
Investment in subsidiaries	262,671	-	-	-	-	-	-	262,671	(262,671)	-
Property, plant and equipment	948	156,879	96	198	3,114	93	4	161,332	345	161,677
Intangible assets	-	33,338	8	37	165	9	5	33,562	(5)	33,557
Deferred tax assets	-	45,175	1,265	-	9,455	-	-	55,895	-	55,895
Assets held for sale	-	856	-	-	-	-	-	856	32,381	33,237
	305,535	16,240,424	288,302	19,868	361,008	1,822	42,779	17,259,738	(322,054)	16,937,684
Financed by										
Deposits from banks	-	1,753,150	-	-	50,032	-	-	1,803,182	-	1,803,182
Deposits from customers	-	10,473,258	-	-	217,626	-	-	10,690,884	(27,538)	10,663,346
Financial liabilities at fair value through profit or loss	-	141,978	1,492	-	-	-	-	143,470	-	143,470
Current income tax liability	29	46,091	1,822	1,622	2,791	307	6	52,668	(6)	52,662
Other liabilities	19,041	1,170,708	59,332	4,115	24,797	1,074	1,776	1,280,843	(19,010)	1,261,833
Borrowings	-	1,031,533	194,530	-	24,764	-	28,638	1,279,465	(28,638)	1,250,827
Retirement benefit obligations	-	8,036	-	-	-	-	-	8,036	-	8,036
Deferred tax liabilities	-	-	3,106	1,543	821	54	-	5,524	-	5,524
Liabilities held for sale	-	-	-	-	-	-	-	-	1,783	1,783
	19,070	14,624,754	260,282	7,280	320,831	1,435	30,420	15,264,072	(73,409)	15,190,663
Equity and reserves	286,465	1,615,670	28,020	12,588	40,177	387	12,359	1,995,666	(248,645)	1,747,021
Summarized Cash Flows										
Operating activities										
Interest received	3,447	1,229,040	10,191	3,560	24,498	103	-	1,270,839	(491)	1,269,409
Interest paid	-	(312,052)	(12,576)	(9,012)	(16,556)	-	-	(350,196)	21,076	(329,120)
Income tax paid	-	(28,466)	(638)	(702)	(1,457)	(194)	-	(31,457)	0	(31,458)
Cash flow generated from operations	(3,397)	355,629	15,492	7,728	49,651	774	-	425,877	(172,504)	256,281
Net cash generated from operating activities	50	1,244,152	12,470	1,573	56,136	683	-	1,315,063	(151,920)	1,165,112
Net cash used in investing activities	15,732	(257,565)	6,420	(2,302)	(44,659)	33	-	(282,340)	(34,732)	(319,041)
Net cash used in financing activities	(17,947)	(126,781)	(34,573)	(1,552)	(27,917)	(450)	-	(209,220)	173,879	(35,341)
Increase in cash and cash equivalents	(2,165)	859,806	(15,683)	(2,281)	(16,440)	266	-	823,503	(12,773)	810,730
Cash and cash equivalents at start of year	18,331	1,190,167	17,974	(7,966)	(44,483)	2,089	(192)	1,175,920	686,531	1,862,451
Effect of exchange rate fluctuations on cash held	357	(10,148)	12,664	1,968	4,313	-	-	9,154	251	9,405
Cash and cash equivalents at end of year	16,523	2,039,825	14,955	(8,279)	(56,610)	2,355	(192)	2,008,576	674,010	2,682,586

29 Asset Held for Sale
Discontinued operations:
The assets classified as held for sale are Rainbow Town Development Limited and FBNQuest Merchant Bank Limited.

(i) Rainbow Town Development Limited
The assets and liabilities of Rainbow Town Development Limited (RTDL) were classified as held for sale following the decision and resolution of the Board of Directors of First HoldCo Plc. in October 2016 to dispose the Group's interest in RTDL. The carrying amount of the investment is expected to the recovered principally by a sale rather than through continuing use.

The operating results and net cash flows are separately presented in the income statement and statement of cash flows respectively because the disposal group represents a separate line of buisness within the Group, and as such meets the definition of discontinued operation.

(il) FBNQuest Merchant Bank Limited
Following the decision and resolution of the Board of Directors of First HoldCo Plc, the Group has commenced the transaction and regulatory approval process to dispose its investment in FBNQuest Merchant Bank Limited. The carrying amount of the investment is expected to be recovered from the sale rather than through continiing use.

The operating results are separately presented in the income statement because the disposal group represents a separate line of business within the Group, and as such meets the definition of discontinued operations.

29.1 The carrying amount of the assets and liabilties of the disposal group classified as held for sale are as listed below.

	GROUP	
	31 December 2024	**31 December 2023**
	N 'million	**N 'million**
Assets classified as held for sale		
Cash and balances with central banks	29,007	-
Loans and advances to banks	190,867	-
Loans and advances to customers	124,394	-
Financial assets at fair value through profit or loss	34,594	-
Investment securities	94,845	-
Asset pledged as collateral	7,726	-
Other assets	5,370	-
Inventory	31,880	32,371
Property, plant and equipment	3,253	5
Intangible assets	159	5
Deferred tax assets	9,114	-
	531,209	32,381
Liabilities classified as held for sale		
Deposits from banks	13,079	-
Deposits from customers	337,884	-
Current tax liabilities	1,685	6
Other liabilities	85,322	1,777
Borrowings	8,022	-
	445,992	1,783
Net Asset	85,217	30,598

29.2 The operating results of the discontinued operations are as follows.

	GROUP	
	31 December 2024	**31 December 2023**
	N 'million	**N 'million**
Revenue	63,076	33,482
Expenses	(48,028)	(30,867)
Profit before tax from discontinuing operations	15,048	2,615
Income tax expense	(1,533)	(678)
Profit from discontinued operations after tax	13,515	1,937
Profit from discontinued operations is attributable to:		
Owners of the parent	13,689	1,987
Non-controlling interests	(174)	(50)
	13,515	1,937

	GROUP	
	31 December 2024 N 'million	31 December 2023 N 'million
The cash flows of the discontinued operations are as follows.		
Net cash flow from operating activities	(8,240)	-
Net cash flow used in investing activities	(2,055)	(284)
Net cash flow used in financing activities	8,022	-
	(2,273)	(284)

29.3 Non current asset held for sale

The property which FirstBank Senegal previously classified as asset held for sale was disposed in the financal year.

	GROUP	
	31 December 2024 N 'million	31 December 2023 N 'million
Property, plant and equipment	-	856
Total Assets classified as held for sale	531,209	33,237

30 Property and equipment
GROUP

	Improvement & buildings N million	Land N million	Motor vehicles N million	Office equipment N million	Computer equipment N million	Furniture & fittings N million	Machinery N million	Work in progress* N million	Right of Use Asset N million	Total N million
Cost										
At 1 January 2024	66,404	34,038	31,992	70,670	64,756	11,567	1,140	14,863	32,673	328,103
Additions	4,068	716	20,074	14,052	30,994	3,575	264	8,512	12,746	95,001
Reclassifications	1,776	-	-	(88)	30	-	-	(1,841)	-	(123)
Transfers	802	-	212	661	-	52	-	(1,727)	-	-
Disposals	-	-	(5,029)	(3,097)	(125)	(209)	(1,158)	(6,275)	(3,193)	(19,086)
Write Offs	(1,526)	-	(166)	(817)	(815)	(226)	-	(24)	-	(3,574)
Exchange difference	9,221	2,627	5,146	4,581	9,681	1,597	711	(3,066)	17,964	48,462
Reclassification to asset held for sale	(1,712)	(200)	(1,215)	(175)	(1,338)	(182)	-	(520)	(46)	(5,388)
At 31 December 2024	79,033	37,181	51,014	85,787	103,183	16,174	957	9,922	60,144	443,395
Accumulated depreciation										
At 1 January 2024	23,970	2,749	20,367	50,832	41,337	8,901	670	-	17,603	166,429
Charge for the year	3,355	(1,234)	7,953	8,669	17,430	1,192	231	-	6,788	44,384
Reclassifications	-	-	-	-	-	-	-	-	(38)	(38)
Disposals	(56)	-	(3,781)	(1,693)	(132)	(565)	(225)	-	(3,130)	(9,582)
Write Offs	(1,526)	-	(166)	(817)	(815)	(226)	-	-	-	(3,550)
Exchange differences	5,222	(1,534)	4,285	2,848	4,535	1,325	498	-	8,812	25,991
Reclassification to asset held for sale	(324)	-	(972)	(81)	(853)	(127)	-	-	(46)	(2,403)
At 31 December 2024	30,641	(19)	27,686	59,758	61,502	10,500	1,174	-	29,989	221,231
Net book amount at 31 December 2024	**48,392**	**37,200**	**23,328**	**26,029**	**41,681**	**5,674**	**(217)**	**9,922**	**30,155**	**222,164**
	-	-	-	-	-	-	-	-	-	-
Cost										
At 1 January 2023	48,346	26,549	19,958	57,730	48,633	9,895	439	13,294	22,031	246,877
Additions	2,420	33	6,072	10,013	12,563	324	316	8,557	3,339	43,637
Reclassifications	4,861	423	54	101	1,827	158	28	(6,775)	-	677
Transfers	-	-	-	-	1,661	-	-	(1,661)	-	-
Disposals	(61)	(721)	(2,495)	(269)	(2,227)	(40)	-	(75)	(203)	(6,091)
Write Offs	(25)	-	-	-	(857)	(524)	-	-	-	(1,406)
Exchange difference	10,863	7,754	8,403	3,095	3,156	1,754	357	1,523	7,506	44,411
At 31 December 2023	66,404	34,038	31,992	70,670	64,756	11,567	1,140	14,863	32,673	328,105
Accumulated depreciation										
At 1 January 2023	15,254	836	10,969	41,347	34,386	8,255	295	-	10,370	121,711
Charge for the year	1,764	24	4,706	6,722	9,479	931	166	-	5,261	29,053
Reclassifications	41	-	223	12	123	7	-	-	21	427
Disposals	(12)	(182)	(1,791)	(268)	(2,221)	(37)	-	-	(180)	(4,691)
Write Offs	(25)	-	-	-	(857)	(524)	-	-	-	(1,406)
Exchange differences	6,948	2,071	6,260	3,019	427	269	209	-	2,131	21,334
At 31 December 2023	23,970	2,749	20,367	50,832	41,337	8,901	670	-	17,603	166,428
Net book amount at 31 December 2023	**42,434**	**31,289**	**11,625**	**19,838**	**23,419**	**2,666**	**470**	**14,863**	**15,070**	**161,677**

* Work in progress refers to capital expenditures incurred on items of property and equipment which are however not ready for use and as such are not being depreciated.

No capitalised borrowing cost relates to the acquisition of property, plant and equipment during the year.

Right of Use Asset
See note 30b for additional disclosure on right of use assets

i These exchange difference on PPE occured as a result of translation of balances relating to the foreign entities of the group as at reporting date.
ii There were no impairment losses on any class of property and equipment during the year. (31 December 2023: Nil)
iii There were no capitalized borrowing cost related to acquisition of property and equipment during the year. (31 December 2023: Nil)
iv There were no liens or encumbrances on assets as at the year end. No assets have been pledged as security for borrowing. (31 December 2023: Nil)
v There were no capital commitments as at year end. (31 December 2023: Nil)

30 Property and equipment
COMPANY

	Improvement & buildings N million	Land N million	Motor vehicles N million	Office equipment N million	Computer equipment N million	Furniture & fittings N million	Machinery N million	Work in progress* N million	Right of Use Asset N million	Total N million
Cost										
At 1 January 2024	615	-	1,468	458	65	422	75	-	108	3,211
Additions	-	-	138	-	13	1	-	-	23	175
Disposal	-	-	(500)	-	(1)	-	-	-	-	(501)
At 31 December 2024	615	-	1,106	458	77	423	75	-	131	2,885
Accumulated depreciation										
At 1 January 2024	615	-	629	455	43	422	59	-	40	2,263
Charge for the year	-	-	314	2	13	1	7	-	33	370
Disposal	-	-	(293)	-	-	-	-	-	-	(293)
At 31 December 2024	615	-	650	457	56	423	66	-	73	2,340
Net book amount at 31 December 2024	**-**	**-**	**456**	**1**	**21**	**-**	**9**	**-**	**58**	**545**
Cost										
At 1 January 2023	615	-	995	457	54	422	64	-	264	2,871
Additions	-	-	558	1	14	-	11	-	-	584
Disposal	-	-	(85)	-	(3)	-	-	-	(156)	(244)
At 31 December 2023	615	-	1,468	458	65	422	75	-	108	3,211
Accumulated depreciation										
At 1 January 2023	615	-	410	453	33	421	52	-	169	2,153
Charge for the year	-	-	277	2	12	1	7	-	27	326
Disposal	-	-	(58)	-	(2)	-	-	-	(156)	(216)
At 31 December 2023	615	-	629	455	43	422	59	-	40	2,263
Net book amount at 31 December 2023	**-**	**-**	**839**	**3**	**22**	**-**	**16**	**-**	**68**	**948**

i There were no impairment losses on any class of property and equipment during the year. (31 December 2023: Nil)
ii There were no capitalized borrowing cost related to acquisition of property and equipment during the year. (31 December 2023: Nil)
iii There were no liens or encumbrances on assets as at the year end. No assets have been pledged as security for borrowing. (31 December 2023: Nil)
iv There were no capital commitments as at year end. (31 December 2023: Nil)

30 b) Leases

This note provides information for leases where the Group is a lessee.

(i) *Right-of-use assets*

	GROUP			COMPANY	
	Buildings N'million	**Land N'million**	**Total N'million**	**Buildings N'million**	**Total N'million**
Opening balance at 1 January 2024	32,384	289	32,673	108	108
Additions for the year	12,746	-	12,746	23	23
Derecognition	(3,193)	-	(3,193)	-	-
Exchange difference	17,964	-	17,964	-	-
Reclassification to asset held for sale	(46)	-	(46)	-	-
Closing balance as at 31 December 2024	59,855	289	60,144	131	131
Depreciation					
Opening balance at 1 January 2024	17,527	76	17,603	40	40
Charge for the year	6,788	-	6,788	33	33
Exchange difference	8,812	-	8,812	-	-
Derecognition	(3,130)	-	(3,130)	-	-
Reclassification to asset held for sale	(46)	-	(46)	-	-
Closing balance as at 31 December 2024	29,951	76	30,027	73	73
Net book value as at 31 December 2024	29,904	213	30,117	58	58

	GROUP			COMPANY	
	Buildings N'million	**Land N'million**	**Total N'million**	**Buildings N'million**	**Total N'million**
Opening balance at 1 January 2023	21,742	289	22,031	264	264
Additions for the year	3,339	-	3,339	-	-
Derecognition	(203)	-	(203)	(156)	(156)
Exchange difference	7,506	-	7,506	-	-
Closing balance as at 31 December 2023	32,384	289	32,673	108	108
Depreciation					
Opening balance at 1 January 2023	10,294	76	10,370	169	169
Charge for the year	5,261	-	5,261	27	27
Exchange difference	2,131	-	2,131	-	-
Derecognition	(180)	-	(180)	(156)	(156)
Reclassification	21	-	21	-	-
Closing balance as at 31 December 2023	17,527	76	17,603	40	40
Net book value as at 31 December 2023	14,857	213	15,070	68	68

(ii) *Lease liabilities*

	GROUP N'million	**COMPANY N'million**
Opening balance at 1 January 2024	14,379	57
Additions	3,391	23
Interest expense	1,841	8
Principal paid	(1,549)	-
Interest expense paid	(2,407)	-
Reversal	(15)	-
Exchange difference	4,491	-
Closing balance as at 31 December 2024	20,131	88
Current lease liabilities	2,734	88
Non-current lease liabilities	17,397	-
	20,131	88

30 b) Leases continued

	GROUP N'million	COMPANY N'million
Opening balance at 1 January 2023	8,297	125
Additions	7,113	-
Interest expense	896	6
Principal paid	(2,827)	-
Interest expense paid	(1,106)	-
Reversal	(97)	(74)
Exchange difference	2,103	-
Closing balance as at 31 December 2023	14,379	57
Current lease liabilities	1,398	57
Non-current lease liabilities	12,981	-
	14,379	57

(iii) *Amounts recognised in the statement of profit or loss*

	GROUP	COMPANY
31 December 2024	**N'million**	**N'million**
Depreciation charge of right-of-use assets	6,788	33
Interest expense	1,841	8
31 December 2023	**N'million**	**N'million**
Depreciation charge of right-of-use assets	5,261	27
Interest expense	896	6

(iv) *Amounts recognised in the statement of cashflow*

	GROUP	COMPANY
31 December 2024	**N'million**	**N'million**
Principal paid	1,549	-
Interest expense paid	2,407	-
	3,956	-
31 December 2023	**N'million**	**N'million**
Principal paid	2,827	-
Interest expense paid	1,106	-
	3,933	-

Liquidity risk (maturity analysis of lease liabilities)

GROUP

31 December 2024	**0-30 days**	**31-90 days**	**91-180 days**	**181-365 days**	**Over 1 year but less than 5 years**	**Over 5 years**	**Total**
Lease liability	602	588	445	1,077	8,787	8,632	20,131

31 December 2023	**0-30 days**	**31-90 days**	**91-180 days**	**181-365 days**	**Over 1 year but less than 5 years**	**Over 5 years**	**Total**
Lease liability	82	260	350	620	6,149	6,918	14,379

COMPANY

31 December 2024	**0-30 days**	**31-90 days**	**91-180 days**	**181-365 days**	**Over 1 year but less than 5 years**	**Over 5 years**	**Total**
Lease liability	88	-	-	-	-	-	88

31 December 2023	**0-30 days**	**31-90 days**	**91-180 days**	**181-365 days**	**Over 1 year but less than 5 years**	**Over 5 years**	**Total**
Lease liability	-	-	-	-	57	-	57

31 Intangible assets

	GROUP			
	Goodwill	**Computer Software**	**Work in Progress**	**Total**
Cost				
At 1 January 2023	5,696	54,257	2,782	62,735
Additions	-	32,081	-	32,081
Reclassification	-	(440)	(237)	(677)
Write off	-	(3,645)	(226)	(3,871)
Transfers	-	3,980	(3,980)	-
Exchange difference	3,245	3,286	2,703	9,234
At 31 December 2023	**8,941**	**89,519**	**1,042**	**99,502**
Additions	7	25,035	-	25,042
Reclassification	-	89	-	89
Write off	-	-	-	-
Transfers	-	2,302	(2,302)	-
Reclassification to asset held for sale	-	(3,513)	(61)	(3,574)
Exchange difference	3,955	1,343	410	5,708
At 31 December 2024	**12,903**	**114,775**	**(911)**	**126,767**
Amortisation and impairment				
At 1 January 2023	1,925	44,951	-	46,876
Amortisation charge	-	13,825	-	13,825
Reclasification	-	44	-	44
Exchange difference	1,097	4,103	-	5,200
At 31 December 2023	**3,022**	**62,923**	**-**	**65,945**
Amortisation charge	-	17,598	-	17,598
Reclassification to asset held for sale	-	(3,481)	-	(3,481)
Exchange difference	1,567	5,000	-	6,567
At 31 December 2024	**4,589**	**82,040**	**-**	**86,629**
Net book value				
At 31 December 2024	8,314	32,735	(911)	40,138
At 31 December 2023	5,919	26,595	1,042	33,557

The amortisation charge for the year is included in the income statement.

The software is not internally generated.

Impairment tests for goodwill

Goodwill is monitored on the operating segment level. The entity to which the goodwill relates is recognized as a cash generating unit (CGU) and segmented as part of the Commercial Banking Business, see analysis by segment below.
Each CGU to which goodwill is allocated for impairment testing purposes reflects the lowest level at which goodwill is monitored for internal management purposes.The carrying value of goodwill is determined in accordance with IFRS 3 Business Combinations and IAS 36 Impairment of Assets.

Goodwill is reviewed annually for impairment, or more fequently when there are indications that impairment may have occurred. The test involves comparing the carrying value of goodwill with the recoverable amount, which is the present value of the pre-tax cash flows, discounted at a rate of interest that reflects the inherent risks of the cash-generating unit to which the goodwill relates or the CGU's fair value if this is higher.

There was no impairment identified in the year ended 31 December, 2024.

The recoverable amount of each CGU has been based on value in use and the weighted average cost of capital (WACC). These calculations use pre-tax cash flow projection covering five years. The cash flow projections for each CGU are based on forecasts approved by senior management. The nominal growth rate reflects GDP and inflation for the countries within which the CGU operates or derives revenue from. The rates are based on IMF forecast growth rates as they represent an objective estimate of likely future trends.

The discount rate used to discount the cash flows is based on the cost of capital assigned to each CGU, which is derived using a Capital Asset Pricing Model (CAPM). The CAPM depends on inputs reflecting a number of financial and economic variables including the risk free rate and a premium to reflect the inherent risk of the business being evaluated. These variables are based on the market’s assessment of the economic variables and management’s judgement. The discount rates for each CGU are refined to reflect the rates of inflation for the countries within which the CGU operates.

Impairment testing on cash generating units containing goodwill

Analysis of Goodwill balances	**31 December 2024 N'million**	**31 December 2023 N'million**
Commercial banking group segment		
FirstBank DRC	2,064	1,387
FirstBank Ghana	4,706	3,578
FirstBank Sierra-Leone	552	338
FirstBank Guinea	991	616
	8,314	5,919

31 Intangible assets continued

The cash generating unit (CGUs) with material goodwill balances relates to FirstBank DRC and FirstBank Ghana and the key assumptions used in the value-in-use calculation are as follows:

	2024		2023	
	FirstBank DRC	FirstBank Ghana	FirstBank DRC	FirstBank Ghana
Terminal growth rate: %	16.6%	27.3%	5.5%	9.0%
Discount rate: %	39%	45%	47%	62%
Deposit growth rate: %	46%	64%	64%	44%
Recoverable amount of the CGU: (N' million)	2,954,974	409,021	286,153	134,877

The discount rate has been determined based on the Capital Asset Pricing Model and comprise a risk-free interest rate, the market risk premium and a factor covering the systematic market risk (beta factor). The values for the risk-free interest rate, the market risk premium and the beta factor are determined using external sources of information.

Terminal growth rates reflect the expected long-term gross domestic product growth and inflation for the countries within which the CGU operates. Cash flows in the terminal period reflect net earnings (dividend) in the preceding year growing at a constant rate.

Management determined deposits to be the key value driver in each of the entities. Deposits are considered by Management as the most important source of funds for the banks' subsidiaries to finance their assets. Deposit growth rate was determined using historical trend of deposit growth in the last 5 years.

Sensitivity analysis was performed by flexing two key inputs (WACC and Terminal Growth Rate) in the DCF valuation models.

For the two material CGUs, FirstBank Ghana and FirstBank DRC, if the weighted average cost of capital (WACC) rate had been higher by 0.5%, the recoverable amount (VIU) would have been higher than the carrying amount by N194.04bn and N2555.02bn respectively, while if it had been lower by 0.5% the recoverable amount (VIU) would have been higher than the carrying amount by N400.04bn and N3073.77bn respectively.

If the terminal growth rate had been higher by 0.5% the recoverable amount would have been higher than the carrying amount by N302.36bn and N2814.04bn respectively, while if lower by 0.5% the recoverable amount wouldhave been higher by N248.33bn and N2752.91bn rexpectively.

For the above scenarios, at no point was the recoverable amount (VIU) lower than the carrying amount to result in impairment of Goodwill.

Goodwill Sensitivity Analysis

FirstBank DRC	**% Change**	**Recoverable amount**	**Excess of recoverable amount over carrying amount**
Terminal growth rate:	+0.5%	2,986,688	2,814,043
	-0.5%	2,925,552	2,752,907
WACC	+0.5%	2,727,662	2,555,017
	-0.5%	3,246,412	3,073,767
FirstBank Ghana			
Terminal growth rate:	+0.5%	438,139	302,358
	-0.5%	384,109	248,328
WACC	+0.5%	329,817	194,036
	-0.5%	535,825	400,044

Management have considered and assessed reasonably possible changes for other key assumptions and have not identified any instances that could cause the carrying amount of the respective CGUs to exceed their recoverable amounts.

	2024		2023	
	FirstBank DRC	FirstBank Ghana	FirstBank DRC	FirstBank Ghana
Goodwill (N' million)	2,064	4,706	3,578	1,387
Net Asset (N' million)	170,581	131,075	74,794	75,233
Total carrying amount (N' million)	172,645	135,781	78,372	76,621
Excess of recoverable amount over carrying amount	2,782,329	273,240	207,781	58,256

32 Deferred tax

(a) Deferred taxes are calculated on all temporary differences under the liability method using an effective tax rate of 30% (2023: 30%).

In recognising the deferred tax asset of N53.7 billion (2023: N55.89 billion), the Group has evaluated that the it would have sufficient assessible profit in the nearest future to enable utilization of recognised deferred tax assets

	Total deferred tax assets N 'million	Recognised deferred tax assets N 'million	Unrecognised deferred tax assets N 'million
Group	92,313	53,706	38,607
Company	8,540	-	8,540

Group	**Gross Amount N 'million**	**Tax Effect N 'million**	**Recognized N 'million**	**Unrecognized N 'million**
Analysis of unrecognized deferred tax assets:				
Property and equipment	(27,537)	(8,231)	(8,961)	730
Allowance for loan losses	164,733	53,440	30,086	23,354
Tax losses carried forward	122,395	37,063	22,569	14,494
Other assets	9,586	3,082	2,668	414
Other liabilities	32,737	10,639	3,318	7,321
Defined benefit obligation	5,797	1,884	2,293	(409)
Effect of changes in exchange rate	120,635	39,697	46,667	(6,970)
Fair value adjustment	(2,564)	(833)	(507)	(326)
Derivatives	(134,630)	(44,428)	(44,427)	(1)
	291,152	92,313	53,706	38,607

Company	**Gross Amount N 'million**	**Tax Effect N 'million**	**Recognized N 'million**	**Unrecognized N 'million**
Analysis of unrecognized deferred tax assets:				
Property and equipment	3,600	1,080	-	1,080
Tax losses carried forward	27,098	8,129	-	8,129
Other assets	(35)	(12)	-	(12)
Other liabilities	65	21	-	21
Prior year adjustment	(2,053)	(678)	-	(678)
	28,675	8,540	-	8,540

	GROUP	
	31 December 2024 N 'million	**31 December 2023 N 'million**
(b) Deferred income tax assets and (liabilities) are attributable to the following items:		
(i) Deferred tax assets		
Property and equipment	(8,961)	26,599
Allowance for loan losses	30,086	54,603
Tax losses carried forward	22,569	31,187
Other assets	2,668	486
Other liabilities	3,318	387
Defined benefit obligation	2,293	3,402
Effect of changes in exchange rate	46,667	114,027
Fair value adjustment	(507)	(3,953)
Derivatives	(44,427)	(170,843)
	53,706	55,895
(ii) Deferred tax liabilities		
Property and equipment	4,758	3,922
Other assets	6,887	1,602
	11,645	5,524
Deferred tax assets		
- Deferred tax asset to be recovered after more than 12 months	53,706	55,895
- Deferred tax asset to be recovered within 12 months	-	-
	53,706	55,895
Deferred tax liabilities		
- Deferred tax liability to be recovered after more than 12 months	3,710	5,524
- Deferred tax liability to be recovered within 12 months	7,935	-
	11,645	5,524

32 Deferred tax continued

Group	1 Jan 2024 N 'million	Effect of Discontinued Operation N 'million	Recognised in P&L N 'million	Recognised in Equity N 'million	Recognised in OCI N 'million	31 Dec 2024 N 'million
Movements in Deferred tax assets during the year:						
Property and equipment	26,599	607	34,127	(70,294)	-	(8,961)
Allowance for loan losses	54,603	(174)	24,343	(48,686)	-	30,086
Tax losses carried forward	31,187	(8,967)	(349)	698	-	22,569
Other assets	486	(648)	(2,829)	5,659	-	2,668
Other liabilities	387	-	(2,931)	5,862	-	3,318
Defined benefit obligation	3,402	-	(3)	5	(1,111)	2,293
Prior year adjustment	-	-	-	-	-	-
Effect of changes in exchange rate	114,027	69	67,428	(134,857)	-	46,667
Fair value adjustment	(3,953)	-	(3,445)	6,891	-	(507)
Derivatives	(170,843)	-	(126,415)	252,831	-	(44,427)
	55,895	(9,113)	(10,074)	18,109	(1,111)	53,706

Group	1 Jan 2023 N 'million	Recognised in P&L N 'million	Recognised in Equity N 'million	Recognised in OCI N 'million	31 Dec 2023 N 'million
Movements in Deferred tax assets during the year:					
Property and equipment	4,012	17,990	4,597	-	26,599
Allowance for loan losses	4,589	48,968	1,046	-	54,603
Tax losses carried forward	21,084	(4,738)	14,841	-	31,187
Other assets	489	(39)	36	-	486
Other liabilities	17	(683)	1,053	-	387
Defined benefit obligation	884	(6)	(887)	3,411	3,402
Effect of changes in exchange rate	(492)	113,617	902	-	114,027
Fair value adjustment	326	(4,279)	-	-	(3,953)
Derivatives	-	(170,843)	-	-	(170,843)
	30,909	(13)	21,588	3,411	55,895

(c.) Reconciliation of recognised deferred tax assets and liabilities to the amounts disclosed in the statement of financial position

(i) Deferred tax assets

	GROUP 2024 N 'million	GROUP 2023 N 'million	COMPANY 2024 N 'million	COMPANY 2023 N 'million
Recognised deferred tax assets	98,640	230,691	-	-
Amounts offset*:				
- Fair value adjustment	(507)	(3,953)	-	-
- Derivatives	(44,427)	(170,843)	-	-
Deferred tax assets in the statement of financial position	53,706	55,895	-	-

(ii) Deferred tax liabilities

	GROUP 2024 N 'million	GROUP 2023 N 'million	COMPANY 2024 N 'million	COMPANY 2023 N 'million
Deferred tax liabilities that are not offset:				
Property and equipment	4,758	3,922	-	-
Other assets	6,887	1,602	-	-
Deferred tax liabilities in the statement of financial position	11,645	5,524	-	-

	1 Jan 2024 N 'million	Recognised in P&L N 'million	Recognised in OCI N 'million	31 Dec 2024 N 'million
Movements in Deferred tax liabilities during the year:				
Property and equipment	3,922	836	-	4,758
Other assets	1,602	4,661	624	6,887
	5,524	5,497	624	11,645

	1 Jan 2023 N 'million	Recognised in P&L N 'million	Recognised in OCI N 'million	31 Dec 2023 N 'million
Movements in Deferred tax liabilities during the year:				
Property and equipment	82	3,840	-	3,922
Other assets	786	816	-	1,602
	868	4,656	-	5,524

32 Deferred tax continued

Deferred tax assets are recognised for tax loss carry-forwards to the extent that the realisation of the related tax benefit through future taxable profit is probable. The Group did not recognise deferred income tax assets of N38.6 billion (2023: N25.15 billion).

As the Group exercises control over the subsidiaries, it has power to control the timing of the reversals of the temporary difference arising from its investments in them. The Group has determined that the subsidiaries will not be disposed of. Hence, the deferred tax arising from temporary differences above will not be recognised.

The Group has assessed that based on the Group's profit forecast, it is probable that there will be future taxable profits against which the tax losses, from which deferred tax asset has been recognised, can be utilised.

(d.) Analysis of Group Deferred Tax Assets by Subsidiaries:

	GROUP	
	31 December 2024 N 'million	31 December 2023 N 'million
First Bank Nigeria Limited	53,364	45,175
FirstCap Limited	-	1,265
FBNQuest Merchant Bank Limted	-	9,455
First Securities Brokers Limited	342	-
	53,706	55,895

33 Deposits from banks

	GROUP	
	31 December 2024 N 'million	31 December 2023 N 'million
Due to banks within Nigeria	2,485,249	802,683
Due to banks outside Nigeria	437,183	1,000,499
	2,922,432	1,803,182
Current	2,922,432	1,803,182
Non-current	-	-
	2,922,432	1,803,182

Deposits from banks only include financial instruments classified as liabilities at amortised cost.

34 Deposits from customers

	GROUP	
	31 December 2024 N 'million	31 December 2023 N 'million
Current	4,918,333	3,011,852
Savings	4,154,169	2,856,490
Term	2,372,762	2,003,205
Domiciliary	5,720,073	2,754,415
Electronic purse	5,353	37,384
	17,170,690	10,663,346
Current	16,588,288	10,069,358
Non-current	582,402	593,988
	17,170,690	10,663,346

Deposits from customers only include financial instruments classified as liabilities at amortised cost.

35 Financial liabilities at amortized cost

	GROUP	
	31 December 2024 N 'million	31 December 2023 N 'million
Debt securities – at amortised cost:		
– Bonds	198,188	-
	198,188	-

36 Other liabilities

	GROUP		COMPANY	
	31 December 2024 N 'million	31 December 2023 N 'million	31 December 2024 N 'million	31 December 2023 N 'million
Financial liabilities:				
Customer deposits for letters of credit	481,208	591,984	-	-
Accounts payable	311,926	351,788	-	-
Lease liability	20,131	14,379	88	57
Creditors	20,477	27,659	2,166	149
Bank cheques	47,889	40,259	-	-
Collection on behalf of third parties	55,677	38,300	-	-
Unclaimed dividend	18,437	16,627	18,437	16,627
Other credit balance (Note 36(a))	260,328	176,643	8,386	2,208
	1,216,073	1,257,639	29,077	19,041
Non financial liabilities:				
Allowance for credit losses on off-balance sheet items	19,798	1,501	-	-
Provisions	3,254	2,693	-	-
	23,052	4,194	-	-
Other liabilities balance	1,239,125	1,261,833	29,077	19,041
Current	1,215,262	1,246,742	29,077	19,041
Non-current	23,863	15,091	-	-
	1,239,125	1,261,833	29,077	19,041

(i) The provision for litigations is recognised in income statement within ‘other operating expenses’. In the directors’ opinion, after taking appropriate legal advice, the outcome of these legal claims will not give rise to any significant loss beyond the amounts provided at 31 December 2024.

(ii) The unclaimed dividend balance represents the aggregate amounts of dividends that remained unclaimed after 15 months or more which the Registrars returned to the Company in line with current regulations. In 2024, an additional sum of N2.87 billion was returned to First HoldCo Plc. by the Registrars.

(iii) Other Credit balances include accrued expenses and long service awards.

(iv) Reconciliation of impairment on Off Balance Sheet account

	GROUP	
	31 December 2024 N 'million	31 December 2023 N 'million
Opening balance at 1 January	1,501	1,775
Impairment charge/(writeback)	18,116	(678)
Exchange difference	181	404
Closing balance at 31 December	19,798	1,501

(v) The movement in provision during the year is as follows:

	GROUP	
	31 December 2024 N 'million	31 December 2023 N 'million
Opening balance at 1 January	2,693	1,565
Provisions made during the year	2,354	1,128
Paid during the year	(1,001)	-
Provisions reversed during the year	(792)	-
Closing balance at 31 December	3,254	2,693
Analysis of total provisions:		
Current	3,254	2,693
Non Current	-	-
	3,254	2,693

36a Long service awards

Included in other credit balances is long service award. Long service award amounted to N3.29bn (December 2023: N2.61bn). The Group's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their services in the current and prior periods. That benefit is discounted to determine its present value. Remeasurments are recognised in profit or loss in the period in which they arise.

36a Long service awards continued
The movement in the long service awards over the year is as follows:

GROUP	Present value of the obligation N 'millions	Fair value of plan assets N 'millions	Total N 'millions
Defined benefit pension obligations at 1 January 2023	2,211	-	2,211
Current service cost	219	-	219
Interest cost on defined benefit obligation	276	-	276
Curtailment gains	-	-	-
Employer Contribution made within the year	-	-	-
Benefit paid by employer	(337)	-	(337)
Acturial (Gains)/Losses due to change in:			
- Financial assumption	(258)	-	(258)
- Experience adjustments	497	-	497
Defined benefit pension obligations at 31 December 2023	**2,608**	**-**	**2,608**
Current service cost	257	-	257
Interest cost on defined benefit obligation	365	-	365
Curtailment gains	-	-	-
Employer Contribution made within the year	-	-	-
Benefit paid by employer	(442)	-	(442)
Acturial (Gains)/Losses due to change in:			
- Financial assumption	(558)	-	(558)
- Experience adjustments	1,061	-	1,061
Defined benefit pension obligations at 31 December 2024	**3,290**	**-**	**3,290**

37 Borrowings

	GROUP 31 December 2024 N 'million	GROUP 31 December 2023 N 'million
Long term borrowing comprise:		
FBN EuroBond (i)	547,924	334,915
Subordinated Debt (ii)	297,001	185,156
Proparco and DEG (iii)	115,471	75,472
British International Investment (iv)	65,065	62,347
African Export-Import Bank (v)	28,891	87,980
On-lending facilities from financial institutions (vi)	25,428	32,795
Borrowing from correspondence banks (vii)	184,786	252,868
Surbodinated unsecured debt (viii)	235,197	202,332
Other secured borrowing (ix)	59,590	16,962
	1,559,353	1,250,827
Current	1,522,962	648,780
Non-current	36,391	602,047
	1,559,353	1,250,827
At start of the year	1,250,254	675,440
Proceeds of new borrowings	463,305	661,908
Finance cost	169,008	85,838
Reclassification to liabilities held for sale	(24,764)	-
Foreign exchange losses	976,025	540,160
Repayment of principal	(1,093,926)	(676,475)
Interest paid	(180,549)	(36,617)
At end of year	1,559,353	1,250,254

(i) Facility represent Senior Note Participation Notes due 2025 issued by FBN Finance Company B.V, Netherlands on 27 October 2020 for a period of 5 years. The notes has interest at 8.625% per annum with coupon payable every six month. This facility is unsecured.

(ii) The amount of N297billion relates to subordinated debt of $200million from Afexim. Interest is payable at the rate of 3 months SOFR + 7% per annum. The tenor of the debt is for a period of 5 years to mature in December 2024. Interest on the Subordinated debt is payable semiannually. This facility is unsecured.

(iii) The amount represents the outstanding balance of the credit facility of US $49.7 million granted by Promotion et Participation pour la Coopération économique (PROPARCO) in February 2016. The facility is priced at 5.78%(Fixed) per annum and matured in May 2024. Interest on this facility was payable semiannually and there was a 2 year moratorium on principal repayment. This facility was unsecured.

In 2022, additional credit facility of N37.4 billion (USD50million) and N18.7 billion (USD25million) was availed to the bank on 6 September 2022. These facilities are priced at 9.43%(Fixed) per annum and will mature in September 2027.

(iv) Facility represents senior unsecured loan from the British International Investment company. The principal balance of N66.76bn (USD43.1m) is payable in equal semi annual instalments after a grace period of one year. Interest is at the rate of 6-month SOFR +4.85% per annum

(v) The amount of N28.89bn represents the balance of the credit facility of USD150 million granted by AfreximBank in March 2022. Interest is payable quarterly at the rate of LIBOR +4.5% per annum and the facility will mature in March 2025. There is a one year moratorium on principal repayment with quarterly principal repayment after the moratorium period

37 Borrowings continued

(vi) Included in on-lending facilities from financial institutions are disbursements from other banks and Financial Institutions which are guaranteed by the Bank for specific customers. These facilities include the BOI funds and CACS intervention funds. See further notes below.

a. CBN/BOI facilities

The Central Bank of Nigeria (CBN), in a bid to unlock the credit market, approved the investment of N200 billion debenture stock to be issued by the Bank of Industry (BOI), which would be applied to the re-financing/restructuring of bank's loans to the manufacturing sector. During the year, there was no additional disbursement (2023: Nil) to First Bank of Nigeria Limited. The related pledged assets are disclosed in Note 25.

b. CBN/CACS Intervention funds

The Central Bank of Nigeria (CBN) in collaboration with the Federal Government of Nigeria (FGN) represented by the Federal Ministry of Agriculture and Water Resources (FMA & WR) established the Commercial Agricultural Credit Scheme (CACS). During the year, First Bank Nigeria Limited did not receive any addtional funds (2023: Nil) for on-lending to customers as specified by the guidelines. Loans granted under the scheme are for a seven year period at an interest rate of 9% p.a. The related pledged assets are disclosed in Note 25.

(vii) Borrowings from correspondent banks include loans from foreign banks utilised in funding letters of credits for international trade.

(viii) Included in Surbodinated unsecured debts are commercial papers issued. This represents the amortized cost of the Group's unsecured Commercial Papers (CP) in issue as at 31 December 2024, under its Commercial Paper Issuance Programme. Subject to any purchase and cancellation early redemption, the commercial papers shall be redeemed on redemption date at 100% of their nominal amount.

(ix) Other secured borrowing includes a six months Secured lending facility of $17.5m (2023: $17.5m) from Goldman Sachs renewable upon maturity offered at SoFR plus 2%. Also included is a 3 months Secured lending facility of $20.7m (2023: nil) from Duestche Bank renewable upon maturity offered at SoFR plus 3.25%. These facilities are secured against debt instruments.

(x) Compliance with covenants

Proparco

The Group had two loans with a carrying amount of N76.98 billion at 31 December 2024 (31 Dec 2023: N51.90 billion) which were obtained in 2016 (repayable in May 2024) and 2022 (repayable in September 2027). The credit facility agreement (“Agreement”) contains seven financial covenants that, among other things, require the Bank to maintain ratios within defined thresholds. These covenants relate to capital adequacy, open assets exposure ratio, aggregate large exposures ratio, related party lending ratio, liquidity coverage ratio, individual and aggregate unhedged open foreign currency. During the year, there were no defaults on principal, interest or redemption terms of loan payable.

As at 31 December 2024, the group was in breach of USD Liquidity Coverage Ratio [Actual of 42.52%: Threshold of >110%], Open Assets Exposure Ratio [Actual of 35.51%: Threshold of <15%], and Single Exposure Ratio [Actual of 71.36%: Threshold of <20%] arising from the Naira devaluation from $1/NGN951.79 to $1/NGN1,549.

DEG- Deutsche Investitions – Und Entwicklungsgesellschaft mbH

The Group had a loan with a carrying amount of N38.49 billion at 31 December 2024 (31 Dec 2023: N23.57 billion). This loan was obtained in 2022 and is repayable in September 2027. The credit facility agreement (“Agreement”) contains eight financial covenants that, among other things, require the Group to maintain ratios within defined thresholds. These covenants relate to capital adequacy, open assets exposure ratio, single group exposure ratio, related party lending ratio, cost to income ratio, liquidity coverage ratio, USD liquidity coverage ratio and aggregate un-hedged open foreign currency ratio for its commercial banking subsidiary, First Bank Nigeria. During the period, there were no defaults on principal, interest or redemption terms of loan payable.
As at 31 December 2024, the Bank was in breach of USD Liquidity Coverage Ratio [Actual of 42.52%: Threshold of >110%], Open Assets Exposure Ratio [Actual of 35.51%: Threshold of <15%], and Single Exposure Ratio [Actual of 71.36%: Threshold of <20%] arising from the Naira devaluation from $1/NGN951.79 to $1/NGN1,549.

African Export-Import Bank

The Group had a loan with a carrying amount of N325.89 billion at 31 December 2024 (31 Dec 2023: N87.98 billion). This loan was obtained in 2022 and is repayable in March 2025. The credit facility agreement (“Agreement”) contains five financial covenants that, among other things, require the Group to maintain ratios within defined thresholds by its commercial banking subsidiary, First Bank Nigeria. These covenants relate to tangible networth, capital adequacy, gross non-performing loans ratio, liquidity coverage ratio, and foreign currency borrowings. During the period, there were no defaults on principal, interest or redemption terms of loan payable.
As at 31 December 2024, the Bank was in breach of Gross Non-Performing Loans Ratio [Actual of 12.17%: Threshold of <10%].

British International Investment

The Group had a loan with a carrying amount of N65.07 billion at 31 December 2024 (31 Dec 2023: N62.35 billion). This loan was obtained in 2022 and is repayable in June 2027. The credit facility agreement (“Agreement”) contains seven financial covenants that, among other things, require the Group to maintain ratios within defined thresholds by its commercial banking subsidiary, First Bank Nigeria. These covenants relate to capital adequacy, tier 1 equity ratio, economic group exposures ratio, related party exposure ratio, liquidity coverage ratio, open credit exposure ratio and net open position ratio. During the period, there were no defaults on principal, interest or redemption terms of loan payable.

As at 31 December 2024, the Group was in breach of economic group exposures [Actual of 71.3%: Threshold of <30%], open credit exposure ratio[Actual of 35.51%: Threshold of <25%], and Net Open Position Ratio [Actual of 10.12%: Threshold of <10%].

38 Retirement benefit obligations

	GROUP	
	31 December 2024	**31 December 2023**
	N 'million	**N 'million**
Defined Contribution Plan		
Gratuity Scheme (i)	2,762	1,441
Defined Benefits - Pension (ii)	5,878	6,595
	8,640	8,036

Plan liabilities are based upon independent actuarial valuation performed by Ernst & Young using the projected unit credit basis. This valuation was carried out as at 31 December 2024 and 31 December 2023.

Gratuity scheme (i)
This relates to the schemes operated by the subsidiaries of First Bank of Nigeria Limited as follows:
FirstBank Congo (DRC) has a scheme whereby on separation, staff who have spent a minimum of 3 years are paid a sum based on their qualifying emoluments and the number of periods spent in service of the Bank. FirstBank Guinea and FirstBank Sierra Leone each have a graduated gratuity scheme for staff on separation where staff receives a lump sum based on their qualifying basic salaries on the number of year spent.

Defined benefit - Pension (ii)
First Bank of Nigeria Limited has an old Defined Benefit scheme, discontinued in March 2001. The funds are placed with fund managers and the Bank is under obligation to fund the deficit.

In addition, First Pensions Custodian Nigeria Limited (FPCNL), a direct subsidiary of First Bank of Nigeria Limited, has a non-contributory defined gratuity scheme for directors. Directors are paid a sum based on an approved scale and the number of years of service subject to a maximum of 9 years.

38 Retirement benefit obligations continued

The movement in the defined benefit pension (i) over the year is as follows:

	GROUP		
	Present value of the obligation N 'million	**Fair value of plan assets N 'million**	**Net N 'million**
Defined benefit pension obligations at 1 January 2023	10,466	(5,194)	5,272
Interest expense/(income)	1,384	(965)	419
Return on plan asset excluding interest income	7	(166)	(159)
Past service cost	-	-	-
Acturial (Gains)/Losses due to change in:			
- Financial Assumptions	1,093	-	1,093
- Experience Adjustment	(9)	-	(9)
- Demographic Assumptions	16	(7)	9
Contributions:			-
- Employer	-	(29)	(29)
Payments:			
- Benefit payment	(1,280)	1,280	-
Defined benefit pension obligations at 31 December 2023	**11,676**	**(5,081)**	**6,595**
Interest expense/(income)	1,678	(1,135)	543
Return on plan asset excluding interest income	-	273	273
Foreign exhange gain/loss	(8)	(8)	(16)
Past service cost	-	-	-
Acturial (Gains)/Losses due to change in:			
- Financial Assumptions	(1,345)	-	(1,345)
- Experience Adjustment	(202)	-	(202)
- Demographic Assumptions	18	12	30
Contributions:			
- Employer	-	-	-
Payments:			-
- Benefit payment	(1,363)	1,363	-
Defined benefit pension obligations at 31 December 2024	**10,454**	**(4,576)**	**5,877**

The actual return on plan assets was N273 million (2023: N166 million)

	GROUP					
Composition of Plan assets	**2024**			**2023**		
	N 'million Quoted	**N 'million Unquoted**	**N 'million Total**	**N 'million Quoted**	**N 'million Unquoted**	**N 'million Total**
Equity Instruments						
Banking	875	-	875	796	-	796
Debt Instruments						
Government	2,741	-	2,741	2,602	-	2,602
Corporate Bond	51	-	51	55	-	55
Money market investments	782	67	849	1,533	87.43	1,620
Money on call	71	-	71	38	-	38
Others	-	-	-	-	-	-
Total	**4,521**	**67**	**4,588**	**5,023**	**87.43**	**5,110**

The fair value of plan assets is calculated with reference to quoted prices and are within level 1 and 2 of the fair value hierachy

The movement in the defined benefit Gratuity Scheme (ii) over the year is as follows:

	GROUP		
	Present value of the obligation N 'million	**Fair value of plan assets N 'million**	**Net N 'million**
Defined benefit pension obligations at 1 January 2023	452	(26)	426
Foreign exchange difference	584	(15)	569
Interest expense	119	-	119
Service cost	88	-	88
Remeasurement:			
- Return on plan asset not included in net interest cost on pension scheme	-	-	-
Net actuarial gain or loss	240	-	240
Contributions:			
- Employer	-	-	-
Payments:			
- Benefit payment	(41)	41	-
Defined benefit pension obligations at 31 December 2023	**1,441**	**-**	**1,441**
Interest expense	279	-	279
Service cost	276	-	276
Remeasurement:			
- Return on plan asset not included in net interest cost on pension scheme	(24)	-	(24)
Net actuarial gain or loss	32	(30)	2
Employer contributions	-	24	24
Foreign exchange difference	877	(67)	810
Benefit payment	(46)	-	(46)
Defined benefit pension obligations at 31 December 2024	**2,835**	**(73)**	**2,761**

Arising from the defined benefit pension plan, the group is exposed to a number of risk, the most significant of which are detailed below:

38 Retirement benefit obligations continued

Asset Volatility: The plan liabilities are calculated using a discount rate set with reference to Federal Government Bond yields. If the plan assets underperform this yield, this will create a deficit. As the plans mature, the group intends to reduce the level of investment risk by investing more in asset such that changes in the value of the assets closely match the movement in the fund's liabilities. There remains the residual risk that the selected portfolio does not match the liabilities closely enough or that as it matures there is a risk of not being able to reinvest the assets at the assumed rates. The scheme's trustees review the structure of the portfolio on a regular basis to minimize these risks.

Changes In Bond Yields : A decrease in Federal bond yields will increase plan liabilities, although this will be partially offset by an increase in the value of the plans' bond holdings. The rate used to discount post-employment benefit obligations is determined with reference to market yields at the balance sheet date on high quality corporate bonds. In countries where there is no deep market in such bonds, the market yields on government bonds are used. The Group is of the opinion that there is no deep market in Corporate Bonds in Nigeria and as such assumptions underlying the determination of discount rate are referenced to the yield on Nigerian Government bonds of medium duration, as compiled by the Debt Management Organisation.

Inflation Risk: The plan benefit obligations are linked to inflation, and higher inflation lead to higher liabilities. However, majority of the plan assets are either unaffected by (fixed interest bonds) or loosely correlated with (equities) inflation, meaning that an increase in inflation will also increase the deficit.

Life Expectancy : The majority of the plans' obligations are to provide benefits for the members, so increases in the life expectancy will result in an increase in the plan's liabilities. This risk is significantly curtailed by the weighted average liability duration of the plan which is currently 6.09 years and retirement age of 60 years.

Under the funded plan, the Legacy scheme, the groups ensures that the investment positions are managed within the Asset-liability matching (ALM) framework that has been developed to achieve long-term investment that are in line with the obligations under the pension schemes. Within this ALM framework, the objective is to match assets to the pension obligation by investing in long term fixed interest securities with maturities that match the benefit payments as they fall due. The group actively monitors how the duration and the expected yield of the investment are matching the expected cash outflows arising from the pension obligation. There is no regulatory framework guiding the operation of the plan assets.

	31 Dec 2024 N 'million	31 Dec 2023 N 'million
The principal actuarial assumptions were as follows:		
Discount rate on pension plan	15.2%	15.2%
Inflation rate	16%	15%
Life expectancy	25yrs	45yrs

The sensitivity of the pension liability to changes in the weighted principal assumptions is shown in table below:

	Assumption	Defined Benefit Obligation N'm	Impact on Liability
	15.2%	10,204	0.0%
Discount rate	16.2%	9,765	-4.3%
	14.2%	10,693	4.8%
	0%	10,204	0.0%
Pension increase rate	1%	10,829	6.1%
	-1%	9,642	-5.5%
	Base	10,204	0.0%
Mortality experience	Improved by 1 year	10,179	-0.2%
	Decreased by 1 year	10,229	0.2%

The above sensitivity analysis is for First Bank of Nigeria Limited and deemed to be representative of the Group. It is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the pension liability recognised within the statement of financial position. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous period.

The below table shows the maturity profile of the defined obligation.

Maturity Profile on Defined Benefit Obligation

Years	Amount N'Million
2025	1,561,630
2026	1,558,104
2027	1,554,206
2028	1,549,888
2029	1,545,107
2030 - 2034	7,633,817

Defined benefit cost, charged to income statement (refer note 16)	GROUP 31 Dec 2024 N 'million	 31 Dec 2023 N 'million
Defined Benefits - Pension (i)	1,098	1,194
Defined benefit cost, charged to other comprehensive income		
Defined Benefits - Pension (i)	1,244	(931)
Gratuity Scheme (ii)	22	(240)
Long service award	(502)	(239)
	764	(1,409)

39 Share capital

Authorised, Issued and fully paid	31 December 2024	31 December 2023
35 billion ordinary shares of 50k each (2023: 35 billion)	17,948	17,948

Movements during the period:	Number of shares In millions	Ordinary shares N 'million
At 31 December 2023	35,895	17,948
At 31 December 2024	35,895	17,948

At the Annual General Meeting (AGM) of the company held on August 15, 2023, the Shareholders approved the creation of additional shares to be issued to existing Shareholders of the Company via a Rights Issue. During the year, a Rights Issue of one share for every six shares held was offered to existing shareholders which amounted to 5.983 billion shares. The offer closed on December 30, 2024. The shares have not been alloted as at end of the financial year. Subsequently, the Securities & Exchange Commission (SEC) approved the basis of allotment in March 2025, hence the share capital of the company amounted to N20.939 billion made up of 41.878 billion shares of 50kobo each.

40 Share premium and reserves

The nature and purpose of the reserves in equity are as follows:

Share premium: Premiums (i.e. excess over nominal value) from the issue of shares are reported in share premium.

Retained earnings: Retained earnings comprise the undistributed profits from previous years, which have not been reclassified to the other reserves noted below.

Statutory reserve: Nigerian banking regulations require banks to make an annual appropriation to a statutory reserve. As stipulated by S16(1) of the Bank and Other Financial Institutions Act of 2020 (amended), an appropriation of 30% of profit after tax is made if the statutory reserve is less than the paid-up share capital and 15% of profit after tax if the statutory reserve is greater than the paid-up share capital.

Capital reserve: Reserve arising from business restructuring within the group, eliminated during consolidation of group numbers

Fair value reserve: The fair value reserve shows the effects from the fair value measurement of financial instruments elected to be presented in other comprehensive income on initial recognition after deduction of deferred taxes. No gains or losses are recognised in the consolidated income statement.

Small Scale Investment reserve: This reserve is maintained to comply with the Central Bank of Nigeria (CBN) requirement that all licensed banks set aside a portion of the profit after tax in a fund to be used to finance equity investments in qualifying small and medium-scale enterprises. Under the terms of the guideline (amended by CBN letter dated 11 July 2006), the contributions will be 10% of profit after tax and shall continue after the first five years but banks' contributions shall thereafter reduce to 5% of profit after tax. However, this is no longer mandatory. The small and medium-scale industries equity investment scheme reserves are non-distributable.

Regulatory risk reserve: The Group determines its loan loss provisions based on the requirements of IFRS. The difference between the loan loss provision as determined under IFRS and the provision as determined under Nigerian Prudential guideline (as prescribed by the Central Bank of Nigeria)

Foreign currency translation reserve (FCTR): Records exchange movements on the Group's net investment in foreign subsidiaries.

41 Non-controlling interests
The movement in non-controlling interest for the year is shown below.

	31 December 2024 N 'millions	31 December 2023
Opening balance	28,443	12,112
Share of profit	6,206	2,167
Share of other comprehensive income	18,178	14,164
	52,827	28,443

42 Cashflow workings

a Reconciliation of profit before tax to cash generated from operations

		GROUP		COMPANY	
	Notes	**31 December 2024 N 'million**	**31 December 2023 N 'million**	**31 December 2024 N 'million**	**31 December 2023 N 'million**
Profit before tax from continuing operations		795,932	355,328	26,261	15,192
Profit before tax from discontinued operations	29.2	15,048	2,615	-	-
Profit before tax including discontinued operations		810,980	357,943	26,261	15,192
Adjustments for:					
– Depreciation	30	44,384	29,053	370	326
– Amortisation	31	17,598	13,825	-	-
– (Profit)/Loss from disposal of property and equipment	15	194	(7)	130	(7)
– Foreign exchange losses/(gains)	11	90,965	333,810	(1,164)	(787)
– Net monetary loss	11	10,474	9,025	-	-
– Profit from investment securities	12	48,059	(34,848)	(21)	50
– Net (gains)/losses from financial assets at fair value through profit or loss	13	(534,968)	(681,551)	(4)	379
– Impairment on loans and advances	9	366,003	210,773	-	-
– Impairment on other financial assets	9	16,522	8,272	-	-
– Impairment on other assets	9	43,769	5,903	3	-
– Loss/(profit) from disposal of investment in subsidiary	29.2	-	-	-	-
– Dividend income	14	(10,657)	(5,742)	(27,090)	(17,160)
– Interest income	7	(2,397,428)	(936,682)	(6,009)	(3,379)
– Interest expense	8	996,119	390,394	8	6
(Increase)/decrease in operating assets:					
– Cash and balances with the Central Bank (restricted cash)	(i)	(1,709,513)	(550,208)	-	-
– Loans and advances to banks	(ii)	1,663,774	1,045,702	-	-
– Loans and advances to customers	(iii)	1,123,369	(2,761,910)	91	(230)
– Financial assets at fair value through profit or loss	(iv)	952,445	236,600	508	718
– Other assets	(vii)	80,457	(30,485)	(1,159)	(271)
– Asset pledged as collateral	(vi)	409,269	(923,923)	-	-
– Assets held for sale		(2,273)	(3,954)	-	-
Increase/(decrease) in operating liabilities:					
– Deposits from banks	42b(viii)	(88,541)	(717,036)	-	-
– Financial liabilities at fair value through profit or loss	42b(xvi)	(88,887)	105,086	-	-
– Deposits from customers	42b(ix)	3,102,203	4,284,771	-	-
– Other liabilities	42b(x)	(740,791)	(129,725)	8,511	1,766
– Change in retirement benefit obligations	42b(xix)	1,870	1,194	-	-
Cash flow (used in)/generated from operations		4,205,396	256,281	435	(3,397)

b Cashflow workings

		GROUP		COMPANY	
	Note	**31 December 2024 N 'million**	**31 December 2023 N 'million**	**31 December 2024 N 'million**	**31 December 2023 N 'million**
(i) Cash and balances with the Central Bank (restricted cash)					
Opening balance	19	2,108,471	1,558,263	-	-
Discontinued operation		(73,953)	-	-	-
Movement during the year		1,709,513	550,208	-	-
Closing balance	19	3,744,031	2,108,471	-	-
(ii) Loans and advances to banks (Long term placement)					
Opening balance	21	257,660	280,054	-	-
Interest income	7	183,258	48,331		
Interest received		(183,258)	(48,331)		
Discontinued operation		(36,556)	-	-	-
Foreign exchange difference		1,474,918	1,023,308		
Movement during the year		(1,663,774)	(1,045,702)	-	-
Closing balance	21	32,248	257,660	-	-
(iii) Loans and advances to customers					
Opening balance		(6,359,294)	(3,789,061)	(269)	(39)
Closing balance		8,767,888	6,359,294	178	269
Changes during the year		2,408,594	2,570,233	(91)	230
Changes explained by:					
ECL allowance on loan and advances to customers	9	(371,044)	(174,668)	-	-
Interest income	7	1,363,715	609,815	44	31
Interest received		(825,601)	(937,795)	(44)	(31)
Discontinued operation		(105,801)	-	-	-
Foreign exchange difference		3,470,694	310,971	-	-
Movement during the year		(1,123,369)	2,761,910	(91)	230
Changes during the year		2,408,594	2,570,233	(91)	230

42 Cashflow workings continued

	Note	GROUP 31 December 2024 N 'million	GROUP 31 December 2023 N 'million	COMPANY 31 December 2024 N 'million	COMPANY 31 December 2023 N 'million
(iv) Financial assets at fair value through profit or loss					
Opening balance		748,785	278,466	504	1,601
Movement in Treasury bills included in cash and cash equivalents	20	29,606	(226)	-	-
Interest income	7	117,001	1,811	-	-
Interest received		(117,001)	(1,811)	-	-
Fair value changes at FVTPL	13	534,968	681,551	4	(379)
Discontinued operation		(4,327)	-	-	-
Foreign exchange difference		86,980	25,594	-	-
Movement during the year		(952,445)	(236,600)	(508)	(718)
Closing balance	23	443,567	748,785	-	504
(v) Investment securities					
Opening balance		2,797,620	2,321,885	6,959	3,963
Purchase of investment securities		2,439,458	1,464,155	12,808	3,602
Disposal of investment securities		(1,006,679)	(1,178,834)	(6,384)	(1,153)
Movement in Treasury bills included in cash and cash equivalent	20	1,342,344	(300,349)	-	-
Interest income on FVOCI investments	7	436,643	145,971	1,912	368
Interest income on amortised cost investments	7	296,811	130,754	-	-
Interest received		(725,826)	(281,472)	(699)	(436)
Fair value changes in FVOCI		60,040	204,774	(635)	185
Discontinued operation		(62,677)	-	-	-
Foreign exchange difference		957,067	299,686	543	430
Impairment on amortised cost investments		1,594	(8,950)	-	-
Closing balance		6,536,395	2,797,620	14,504	6,959
(vi) Asset pledged as collateral					
Opening balance	25	1,519,094	595,171	-	-
Discontinued operation		(40,600)	-	-	-
Movement during the year		(409,269)	923,923	-	-
Closing balance	25	1,069,225	1,519,094	-	-
(vii) Other assets					
Opening balance	26	600,927	373,130	17,661	19,032
WHT credit note used	18b	(2,203)	(1,861)	(17)	(22)
Dividend receivable - current year	(xiv)	-	-	22,294	16,956
Dividend receivable - prior year	(xiv)	-	-	(16,956)	(18,576)
Impairment charge for the year	9	(43,769)	(5,903)	(3)	-
Reclassification from investment in subsidiary	(xv)	-	-	-	-
Discontinued operation		(7,964)	-	-	-
Foreign exchange difference		673,186	205,076	-	-
Movement during the year		(80,457)	30,485	1,159	271
Closing balance	26	1,139,720	600,927	24,138	17,661
(viii) Deposit from banks					
Opening balance	33	1,803,182	1,055,254	-	-
Interest expense	8	210,117	52,305	-	-
Interest paid		(210,117)	(52,305)	-	-
Discontinued operation		(50,032)	-	-	-
Foreign exchange difference		1,257,823	1,464,964	-	-
Movement during the year		(88,541)	(717,036)	-	-
Closing balance	33	2,922,432	1,803,182	-	-
(ix) Deposit from customers					
Opening balance		10,663,346	7,124,086	-	-
Interest expense	8	615,153	251,663	-	-
Interest paid		(594,074)	(239,092)	-	-
Discontinued operation		(219,069)	-	-	-
Foreign exchange difference		3,603,131	(758,082)	-	-
Movement during the year		3,102,203	4,284,771	-	-
Closing balance	34	17,170,690	10,663,346	-	-
(x) Other liabilities					
Opening balance	36	1,261,833	652,554	19,041	17,269
Impairment writeback on off balance sheet	9	18,116	(678)	-	-
Lease payments	30	(1,549)	(2,827)	-	-
Interest expense on lease	8	1,841	588	8	6
Interest paid on Lease liabilities	30(ii)	(2,407)	(1,106)	-	-
Actuarial loss on long service award	36	502	239	-	-
Reclassification from investment in subsidiary	(xv)	-	-	1,517	-
Discontinued operation		(20,344)	-	-	-
Foreign exchange difference		721,924	742,788	-	-
Movement during the year		(740,791)	(129,725)	8,511	1,766
Closing balance	36	1,239,125	1,261,833	29,077	19,041
(xi) Disposal of property and equipment					
Cost	30	19,086	6,091	501	244
Accumulated depreciation	30	(9,582)	(4,691)	(293)	(216)
Net book value of disposed properties		9,504	1,401	208	28
Gain or (loss) on disposed properties	15	(194)	7	(130)	7
Sales proceed		9,310	1,408	78	35

42 Cashflow workings continued

		Note	GROUP 31 December 2024 N 'million	GROUP 31 December 2023 N 'million	COMPANY 31 December 2024 N 'million	COMPANY 31 December 2023 N 'million
(xii)	**Interest received**					
	Interest received on loans	(iii)	825,601	937,795	44	31
	Interest received on placement		183,258	48,331	4,053	2,980
	Interest received on investment	(v)	842,827	283,283	699	436
			1,851,686	1,269,409	4,796	3,447
(xiii)	**Interest paid**					
	Interest paid on deposit from customers	(ix)	594,074	239,092	-	-
	Interest paid on deposit from banks	(viii)	210,117	52,305	-	-
			804,191	291,397		
	Interest paid on borrowings	37	180,549	36,617	-	-
	Interest paid on financial liabilities as at amortized cost		7,615	-	-	-
	Interest paid on Lease liabilities		2,407	1,106		
			994,762	329,120	-	-
(xiv)	**Dividend received**					
	Opening dividend receivable		-	-	16,956	18,576
	Dividend income	14	10,657	5,742	27,090	17,160
	Dividend received		(10,657)	(5,742)	(21,752)	(18,780)
	Closing dividend receivable		-	-	22,294	16,956
(xv)	**Investment in subsidiary**					
	Opening balance	28	-	-	262,671	262,671
	Additional investment		-	-	1,517	-
	Disposal		-	-	-	-
	Reclassification to accounts receivable					-
	Closing balance	28	-	-	264,188	262,671
	Additional investment:					
	Cost		-	-	1,517	-
	Reclassification to accounts payable		-	-	(1,517)	-
	Cash paid during the year		-	-	-	-
	Disposal investment:					
	Net sale proceed of disposal		-	-	-	-
	Reclassification to accounts receivable		-	-	-	-
	Cash received during the year		-	-	-	-
(xvi)	**Financial liabilities at fair value through profit or loss**					
	Opening balance		143,470	38,384	-	-
	Discontinued operation		(4,327)	-	-	-
	Movement during the year		(88,887)	105,086	-	-
	Closing balance		50,256	143,470	-	-
(xvii)	**Financial liabilities at amortized cost**					
	Opening balance		-	-	-	-
	Proceeds of new debt liability		798,812	-	-	-
	Finance Cost		22,503	-	-	-
	Interest paid		(7,615)	-	-	-
	Repayments of debt liability		(615,512)	-	-	-
	Closing balance		198,188	-	-	-
(xviii)	**Proceeds from the sale of investment securities**					
	Value of investment disposed		1,006,679	1,178,834	6,384	1,153
	profit on disposal of investment securities		(48,059)	34,848	21	(50)
			958,620	1,213,682	6,405	1,103
(xix)	**Retirement benefit obligations**					
	Opening balance		8,036	5,699	-	-
	Interest expense		1,098	1,194	-	-
	Return on plan asset excluding interest income		249	(188)	-	-
	Movement in Gratuity scheme		772	-	-	-
	Actuarial (Gains)/Losses		(1,515)	1,331	-	-
	Closing balance		8,640	8,036	-	-

43 Commitments and Contingencies

43.1 Capital commitments

The Group's capital commitment in respect of authorized and contracted capital projects are disclosed below.

Authorised and contracted	GROUP 31 December 2024 N 'million	GROUP 31 December 2023 N 'million
Property and equipment	2,957	5,691
Intangible assets	17,228	9,094
	20,185	14,785

43.2 Legal proceedings

The Group is a party to a number of legal actions arising out of its normal business operations. The directors having sought the advice of the professional legal counsel are of the opinion that no significant liability will crystalise from these cases beyond the provision made in the financial statements

	GROUP 31 December 2024 N 'millions	GROUP 31 December 2023 N 'millions
At start of the year	1,376	1,376
Provisions	172	-
At end of year	1,173	1,376

43.3 Other contingent commitments

In the normal course of business the group is a party to financial instruments which carry off-balance sheet risk. These instruments are issued to meet the credit and other financial requirements of customers. The contractual amounts of the off-balance sheet financial instruments are:

	GROUP	
	31 December 2024	31 December 2023
	N 'million	N 'million
Performance bonds and guarantees	490,278	553,003
Letters of credit	2,484,918	1,584,920
	2,975,196	2,137,923

43.4 Loan Commitments

	GROUP	
	31 December 2024	31 December 2023
	N 'million	N 'million
Undrawn irrevocable loan commitments	167,891	179,277
	167,891	179,277

The total outstanding contractual amount of undrawn credit lines, letters of credit, and guarantees does not necessarily represent future cash requirements, as these financial instruments may expire or terminate without being funded. The fair value of credit related commitments is disclosed in Note 3.6

The group cannot separately identify the expected credit loss on the undrawn commitment. Thus, the expected credit loss on the undrawn commitments have been recognised together with the loss allowance for the loan. See Note 22 on expected credit loss on Loans and advances to customers.

44 Offsetting Financial Assets and Financial Liabilities

The information shown for 31 December 2024 relates to First Bank of Nigeria Limited, as no other entity within the Group has an offsetting arrangement.

Financial instruments subject to offsetting, enforceable master netting and similar arrangement are as follows:

	GROUP					
	Gross amount before offsetting in the statement of financial position	Gross amounts set off in the statement of financial position	Net amounts after offsetting in the statement of financial position	Amounts subject to master netting and similar arrangements not set off in the statement of financial position		Net amounts of exposure
				Financial instruments	Cash collaterals received	
	(a)	(b)	(c) = (a) - (b)	(d)	(e)	(f) = (c)-(d)-(e)
31 December 2024	**N'million**	**N'million**	**N'million**	**N'million**	**N'million**	**N'million**
ASSETS						
Financial assets at fair value through profit or loss	180,228	-	180,228	-	-	180,228
Total Assets subject to offsetting, master netting and similar arrangements	180,228	-	180,228	-	-	180,228
LIABILITIES						
Financial derivatives	(45,598)		(45,598)	-	-	(45,598)
Total Liabilities subject to offsetting, master netting and similar arrangements	(45,598)	-	(45,598)	-	-	(45,598)

	GROUP					
	Gross amount before offsetting in the statement of financial position	Gross amounts set off in the statement of financial position	Net amounts after offsetting in the statement of financial position	Amounts subject to master netting and similar arrangements not set off in the statement of financial position		Net amounts of exposure
				Financial instruments	Cash collaterals received	
	(a)	(b)	(c) = (a) - (b)	(d)	(e)	(f) = (c)-(d)-(e)
31 December 2023	**N'million**	**N'million**	**N'million**	**N'million**	**N'million**	**N'million**
ASSETS						
Financial assets at fair value through profit or loss	592,966	-	592,966	-	2,300	590,666
Total Assets subject to offsetting, master netting and similar arrangements	592,966	-	592,966	-	2,300	590,666
LIABILITIES						
Financial derivatives	75,260		75,260	-	-	75,260
Total Liabilities subject to offsetting, master netting and similar arrangements	75,260	-	75,260	-	-	75,260

The amount set off in the statement of financial position reported in column (b) is the lower of (i) the gross amount before offsetting reported in column (a) and (ii) the amount of the related instrument that is eligible for offsetting. Similarly, the amounts in columns (d) and (e) are limited to the exposure reported in column (c) for each individual instrument in order not to understate the ultimate net exposure.

44 Offsetting Financial Assets and Financial Liabilities continued

The Group has master netting arrangements with counterparty banks, which are enforceable in case of default. In addition, applicable legislation allows an entity to unilaterally set off trade receivables and payables that are due for payment, denominated in the same currency and outstanding with the same counterparty. These fall in the scope of the disclosure. The Group received and provided margin deposits as collateral for outstanding derivative positions. The Group or the counterparty may set off the Group's asset or liabilities with the margin deposit in case of default.

45 Related party transactions

The Group is controlled by First HoldCo Plc. which is the parent company, whose shares are widely held. First HoldCo Plc, is a non-operating financial holding company licensed by the Central Bank of Nigeria. (See note 28 for the list of all subsidiaries of the Group).

A number of transactions are entered into with related parties in the normal course of business. The volumes of related-party transactions, outstanding balances at the year-end, and related expense and income for the year are as follows:

45.1 Transactions with related parties

Name of entity	Nature of relationship	Nature of transactions	31 December 2024 N 'million	31 December 2023 N 'million
First Bank of Nigeria Limited	Subsidiary	Placement	2,592	-
First Bank of Nigeria Limited	Subsidiary	Current account balance	2,050	2,059
First Bank of Nigeria Limited	Subsidiary	Bank charges	16	7
First Bank of Nigeria Limited	Subsidiary	Interest income	740	-
FBNQuest Merchant Bank Limited	Subsidiary	Current account balance	17	1
FBNQuest Merchant Bank Limited	Subsidiary	Placement	13,591	5,177
FBNQuest Merchant Bank Limited	Subsidiary	Interest income	1,839	222

Placements with related parties have maturities ranging from 30 days to 90 days and interest rates between 7.5% to 16%. Current account balances are balances in transactional operating accounts with related parties as at December 31, 2024.

45.2 Key management compensation

Key management includes Executive Directors and members of the Management Committee. The compensation paid or payable to key management for employee services excluding certain benefits is shown below:

	GROUP		COMPANY	
	31 December 2024 N 'million	31 December 2023 N 'million	31 December 2024 N 'million	31 December 2023 N 'million
Salaries and other short-term employee benefits	4,461	3,482	495	487
Post-employment benefits	301	284	301	241
	4,762	3,766	796	728

45.3 Insider related credits

In compliance with the Central Bank of Nigeria Circular BSD/1/2004 on insider related credits, the company had no insider related credits during the year. Insider related credits relating to the banking subsidiaries have been appropriately disclosed in the respective financial statements of the subsidiaries.

46 Directors' emoluments

Remuneration paid to the directors was:

	31 December 2024 N 'million	31 December 2023 N 'million
Fees	343	433
Sitting allowances	81	75
Executive compensation	159	180
Other directors' costs and expenses	353	347
	936	1,035
Included in the fees above are amounts paid to:		
Chairman	63	64
Highest paid director	97	107

The number of directors who received fees and other emoluments in the following ranges was:

	Number	
	31 December 2024	31 December 2023
N10,000,000 - N40,000,000	1	1
N40,000,001 and above	8	8
	9	9

47 Compliance with regulations

(a) In compliance with banking regulations during the year, the entities within the group paid penalties to the Central Bank of Nigeria as below:

First Bank of Nigeria Limited

	Description	**N'million**
(i)	CBN Cybersecurity penalty for delay in reporting identified incident	2.9
(ii)	Failure To address recommendations of External Auditors in line with CBN Directive (Management Letter 2022)	2.0
(iii)	Unresolved customer complaint by Kaduna Branch	2.0
(iv)	Appointment of senior staff without CBN approval	5.0
(v)	Penalty for exceptions during the foreign exchange examination of the Bank April 2023 – March 2024	18.0
(vi)	Penalty for exceptions during the risk based supervisory examination of the bank for the period October 2022 - September 2023	4.0
		33.9

(b) In compliance with other regulations, the following penalties were paid by First HoldCo Plc:

During the year ended 31 December 2024, the Company paid penalty of N8.1 million to NGX Regulation Limited for the late submission of audited financial statements for the year ended 31 December, 2023 and the unaudited financial statements for the period ended 31 March, 2024.

48 Events after statement of financial position date

Subsequent to the year end, the Securities & Exchange Commission (SEC) approved the basis of allotment of the Rights Issue of Shares of the Company that was undertaken in 2024. This was after the Central Bank of Nigeria (CBN) completed the Share verification exercise. A total of 5.982 billion shares were issued to existing Shareholders at N25 per Share. The net proceed of the Rights Issue was received by the company in March 2025. Consequent upon the SEC approval, the shares would be listed on the Nigerian Exchange (NGX) and the Central Securities Clearing System (CSCS) accounts of the Shareholders would be credited accordingly.
In addition, in furtherance of the Shareholders' resolution/approval at its 12th Annual General Meeting (AGM) in November 2024 authorising the Company to raise additional Capital of up to N350billion, the company obtained the initial approval/non objection of the Capital raise from the CBN and SEC in March 2025.

49 Dividend

(i) Dividend paid

A cash dividend of N14.36 billion at N0.40 per share (2022: N17.95 billion) that related to the year 31 December 2023 was paid in November 2024.

(ii) Dividend proposed

The Rights Circular of the recently concluded Rights Issue provides that the shares being issued will rank parri-passu in all respects with the existing issued ordinary shares of the company. Hence, with the allotments approval by the SEC, the total shares of the company has increased to 41,877,841,591 shares.
The Board of Directors, pursuant to the powers vested in it by the provisions of Section 426 of the Companies and Allied Matters Act (CAMA) 2020, has recommended a dividend of 60 Kobo per ordinary share, amounting to N25,126,704,955 (2023: N14,358,117,116.40 (40 Kobo per share)). Withholding tax will be deducted at the time of payment.

50 Earnings per share

Basic earnings per share is calculated by dividing the net profit attributable to equity holders of the company by the weighted average number of ordinary shares in issue during the year, excluding the average number of ordinary shares purchased by the members of the group and held as treasury shares.

The company does not have potential ordinary shares with convertible options and therefore there is no dilutive impact on the profit attributable to the equity holders of the parent.

	GROUP		COMPANY	
	31 December 2024 N 'million	31 December 2023 N 'million	31 December 2024 N 'million	31 December 2023 N 'million
Profit from continuing operations attributable to owners of the parent (N'million)	657,110	306,216	26,224	15,170
Profit from discontinued operations attributable to owners of the parent (N'million)	13,689	1,987	-	-
Weighted average number of ordinary shares in issue (in million)	35,895	35,895	35,895	35,895
Basic earnings per share (expressed in Naira per share)				
- from continuing operations	1,831	853	73	42
- from discontinued operations	38	6	-	-
	1,869	859	73	42

The calculation of basic earnings per share is based on the profit attributable to equity holders of the parent and the number of basic weighted average number of shares.

51 Non audit services

The external auditors of First HoldCo Plc ("Company"), KPMG Professional Services rendered the following non audit services to the Company for the year.

Description of service	N'million
Limited assurance on internal control over financial reporting	35

52 Comparative

Certain disclosures and some prior year figures have been presented to conform with current year presentation

Group

Statement of profit or loss

For the year ended 31 December 2023	As previously reported N 'millions	Reclassification N 'millions	As represented N 'millions
Revaluation (loss)/gain on foreign currency balances	(342,835)	9,025	(333,810)
Net monetary loss	-	(9,025)	(9,025)

Statement of cashflows

For the year ended 31 December 2023	As previously reported N 'millions	Reclassification N 'millions	As represented N 'millions
Non cash adjusting item: Revaluation (loss)/gain on foreign currency balances	342,835	(9,025)	333,810
Non cash adjusting item: Net monetary loss	-	9,025	9,025

53 In line with the amendment to Rule 2b & Rule 3 (paragraph 4) and the issuance of new Rule 10 by the Financial Reporting Council of Nigeria (FRC), reporting entities are required to disclose the details of any professional providing any form of assurance services to the entity. In compliance, the Company did not enagage any professionals to provide assurance services during the year. The disclosure relating to the group is as provided below:

Name of Professional Firm	FRCN Number	Type of Service provided	Name of Principal Partner
Palmer and Partners	FRC/2017/NIESV/00000015986	Valuation of repossesed assets	Friday Palmer
Toyin Olatunbosun & Partners	FRC/2013/NIESV/00000005257	Valuation of repossesed assets	Toyin Olatunbosun
Jide Taiwo & Co	FRC/2012/0000000000254	Valuation of repossesed assets	Ige Beatrice Abosede
Ubosi Eleh & Co	FRC/2014/NIESV/00000003997	Valuation of repossesed assets	Emeka Eleh
Ernst & Young	FRC/2012/NAS/000000002392	Actuarial Valuation of retirement benefit obligation	Miller Kingsley
A. C. Otegbulu & Co	FRC/2013/NIESV/0000001582	Valuation of collaterals	Austin C. Otegbulu
Adegbonmire & Associates	FRC/2013/00000000001226	Valuation of collaterals	Adegbonmire
Ajayi Patunola & Co	FRC/2013/0000000000679	Valuation of collaterals	Ajayi Patunola
Alagbe & Partners	FRC/2013/NIESV/00000004334	Valuation of collaterals	Fred Akinnuoye
Arigbede & Co	FRC/2014/00000004634	Valuation of collaterals	Olawale Arigbede
Ben Eboreime & Co	FRC/2013/NIESV/00000003232	Valuation of collaterals	Ben Eboreime
Biodun Adegoke & Co	FRC/2015/NIESV/00000010747	Valuation of collaterals	Biodun Adegoke
Biodun Olapade & Co	FRC/2013/NIESV/00000004303	Valuation of collaterals	Biodun Olapade
Bola Onabadejo & Co	FRC/2013/00000000001601.	Valuation of collaterals	Bola Onabadejo
Boye Komolafe & Co	FRC/2013/0000000000613	Valuation of collaterals	Adeboye Komolafe
Cbre Excellerate Nigeria	FRC/2014/NIESV/0000006738	Valuation of collaterals	Habinuchi Owhondah
Dan Odiete & Co	FRC/2014/NIESV/00000006456	Valuation of collaterals	Dan Odiete
Dipo Fakorede & Co	FRC/2012/NIESV/00000000324	Valuation of collaterals	Dipo Fakorede
Diya Fatimilehin & Co	FRC/2013/NIESV/00000000754	Valuation of collaterals	Diya Fatimilehin
Femi Arayela & Co	FRC/2018/NIESV/00000017965	Valuation of collaterals	Femi Arayela
Flo Partnership	FRC/2013/NIESV/00000000652	Valuation of collaterals	Isaac O. Folorunso
Gboyega Akerele And Partners	FRC/2012/00000000117	Valuation of collaterals	Gboyega Akerele
Ibukun Efuntayo & Co	FRC/2013/NIESV/00000003663	Valuation of collaterals	Ibukun Efuntayo
Idowu Shada & Co	FRC/2013/NIESV/00000002847	Valuation of collaterals	Idowu Shada
Imoh Ekanem & Co	FRC/2012/NIESV/00000000114	Valuation of collaterals	Imoh Ekanem
Jide Taiwo & Co	FRC/2012/0000000000254	Valuation of collaterals	Ige Beatrice Abosede
Joe Akhigbe & Associates	FRC/2012/NIESV/00000000292	Valuation of collaterals	Joe Akhigbe
Kene Onuora & Co	FRC/2013/NIESV/00000000752	Valuation of collaterals	Kene Onuora
Knight Frank	FRC/2013/0000000000584	Valuation of collaterals	Sunny Akpodiogaga
Mgbeoduru Sam & Co	FRC/2013/NIESV/00000003326	Valuation of collaterals	Sam Mgbeoduru
Nwokoma Nwankwo & Co	FRC/2012/0000000000200	Valuation of collaterals	Nwokoma Nwankwo
Odudu & Co	FRC/2012/NIESV/00000000198	Valuation of collaterals	William Odudu
Okaro & Associates	FRC/2015/NIESV/00000002947	Valuation of collaterals	J Okaro
Okey Ogbonna & Co	FRC/2013/NIESV/00000000964	Valuation of collaterals	Okey Ogbonna
Oni Ibitoye & Co	FRC/2015/NIESV/00000012607	Valuation of collaterals	Oni Ibitoye
Osas & Oseji	FRC/2012/0000000000522	Valuation of collaterals	Hyacinth Oseji
Palmer & Partners	FRC/2017/NIESV/00000015986	Valuation of collaterals	Friday Palmer
Paul Osaji & Co	FRC/2013/00000001098	Valuation of collaterals	Paul Osaji
Sola Badmus & Co	FRC/2012/NIESV/00000000256	Valuation of collaterals	Sola Badmus
Sola Fatoki & Co	FRC/2013/NIESV/00000003589	Valuation of collaterals	Sola Fatoki
Toyin Olatunbosun & Partner	FRC/2013/NIESV/00000005257	Valuation of collaterals	Toyin Olatunbosun
Tunde Adejumo & Co	FRC/2012/NIESV/00000000247	Valuation of collaterals	Babatunde Adejumo
Ubosi Eleh & Co.	FRC/2014/NIESV/00000003997	Valuation of collaterals	Emeka Eleh
Udoetuk & Associates	FRC/2013/NIESV/00000002389	Valuation of collaterals	Ime Udoetuk
Una & Associates	FRC/2012/0000000000148	Valuation of collaterals	Patrick Una
Unigwe & Co	FRC/2012/0000000000130	Valuation of collaterals	Azubike Olaitan Unigwe
Victor Okpeva & Co	FRC/2013/NIESV/00000003029	Valuation of collaterals	Victor Okpeva
Wale Opejin & Co	FRC/2013/NIESV/00000003505	Valuation of collaterals	Wale Opejin

Other National Disclosures

First HoldCo Plc.

OTHER NATIONAL DISCLOSURES
At 31 December 2024

Statement of Value Added - Group

	31 December 2024 N'million	%	31 December 2023 N'million	%
Gross income	3,212,649		1,561,773	
Interest and fee expense	(1,055,728)		(423,650)	
	2,156,921		**1,138,123**	
Administrative overheads	**(563,706)**		(338,249)	
Value added	**1,593,215**	**100**	**799,875**	100
Distribution				
Employees				
- Salaries and benefits	**308,472**	**19**	175,901	22
Government				
- Minimum tax	**14,584**	**1**	8,282	1
- Income tax	**118,393**	**7**	39,433	5
The future				
- Asset replacement (depreciation)	**44,384**	**3**	29,053	4
- Asset replacement (amortisation)	**17,598**	**1**	13,825	2
- Asset replacement (provision for losses)	**426,294**	**27**	224,948	28
- Expansion (transfers to reserves)	**663,490**	**41**	308,433	39
	1,593,215	**100**	**799,875**	100

OTHER NATIONAL DISCLOSURES

At 31 December 2024

Statement of Value Added - Company

	31 December 2024 N'million	%	31 December 2023 N'million	%
Gross income	34,194		21,021	
Interest and fee expense	(8)		(6)	
	34,186		21,015	
Administrative overheads	(4,603)		(3,303)	
Value added	29,583	100	17,712	100
Distribution				
Employees				
- Salaries and benefits	2,952	10	2,194	12
Government				
- Minimum tax	36	0	21	0
- Income tax	1	0	1	0
The future				
- Asset replacement (depreciation)	370	1	326	2
- Expansion (transfers to reserves)	26,224	89	15,170	86
	29,583	100	17,712	100

First HoldCo Plc.

OTHER NATIONAL DISCLOSURES
FINANCIAL SUMMARY - COMPANY
STATEMENT OF FINANCIAL POSITION

	31 December 2024 N'million	31 December 2023 N'million	31 December 2022 N'million	31 December 2021 N'million	31 December 2020 N'million
Assets:					
Loans and advances to banks	23,269	16,523	18,331	16,477	11,240
Loans and advances to customers	178	269	39	49	61
Financial assets at fair value through profit or loss	-	504	1,601	1,337	2,116
Investment securities	14,504	6,959	3,963	4,210	9,863
Investment in subsidiaries	264,188	262,671	262,671	262,671	262,671
Other assets	24,138	17,661	19,032	13,344	14,360
Property, plant and equipment	545	948	718	397	312
	326,822	305,535	306,355	298,485	300,623
Financed by:					
Share capital	17,948	17,948	17,948	17,948	17,948
Share premium	233,392	233,392	233,392	233,392	233,392
Reserves	46,356	35,125	37,717	30,946	35,525
Current tax liabilities	49	29	29	7	214
Other liabilities	29,077	19,041	17,269	16,192	13,544
	326,822	305,535	306,355	298,485	300,623

INCOME STATEMENT

	12 months ended 2024 N'million	12 month ended 2023 N'million	12 month ended 2022 N'million	12 month ended 2021 N'million	12 month ended 2020 N'million
Gross earnings	34,194	21,021	24,285	17,135	38,602
Net operating income	34,186	21,014	24,281	17,134	18,699
Gain from disposal of subsidiary/associate	-	-	-	-	19,890
Operating expenses	(7,922)	(5,822)	(4,799)	(4,081)	(4,515)
Profit before taxation	26,261	15,192	19,483	13,053	34,073
Taxation	(37)	(22)	(23)	(5)	(213)
Profit after taxation	26,224	15,170	19,460	13,048	33,860
Earnings per share in kobo (basic)	73	42	54	36	94

First HoldCo Plc.

OTHER NATIONAL DISCLOSURES
FIVE YEAR FINANCIAL SUMMARY - GROUP
STATEMENT OF FINANCIAL POSITION

	31 December 2024 N'million	31 December 2023 N'million	31 December 2022 N'million	31 December 2021 N'million	31 December 2020 N'million
Assets:					
Cash and balances with central banks	4,415,186	2,572,363	1,790,863	1,586,769	1,631,730
Loans and advances to banks	3,302,480	2,053,230	1,223,061	1,015,122	1,016,823
Loans and advances to customers	8,767,888	6,359,294	3,789,061	2,881,916	2,217,268
Financial assets at fair value through profit or loss	443,567	748,785	278,466	351,146	126,354
Investment securities	6,536,395	2,797,620	2,321,885	1,957,478	1,549,290
Assets pledged as collateral	1,069,225	1,519,094	595,171	718,662	635,913
Other assets	1,139,720	600,927	373,130	218,638	315,501
Investment in associates	2,540	2,005	1,185	1,009	1,163
Property and equipment	222,164	161,677	125,167	115,987	114,034
Intangible assets	40,138	33,557	15,859	19,018	15,340
Deferred tax assets	53,706	55,895	30,909	28,710	27,619
Assets held for sale	531,209	33,237	32,953	37,918	37,993
Total assets	26,524,218	16,937,684	10,577,710	8,932,373	7,689,028
Financed by:					
Share capital	17,948	17,948	17,948	17,948	17,948
Share premium	233,392	233,392	233,392	233,392	233,392
Reserves	2,491,167	1,467,238	732,289	618,111	504,746
Non-controlling interests	52,827	28,443	12,112	10,405	9,085
Deposits from banks	2,922,432	1,803,182	1,055,254	1,098,107	1,039,220
Deposits from customers	17,170,690	10,663,346	7,124,086	5,849,487	4,894,715
Financial liabilities at fair value through profit or loss	50,256	143,470	38,384	19,648	7,464
Financial liabilities at amortized cost	198,188	-	-	-	-
Borrowings	1,559,353	1,250,827	675,440	405,304	379,484
Retirement benefit obligations	8,640	8,036	5,699	5,392	7,527
Current tax liabilities	122,563	52,662	27,901	17,741	11,247
Other liabilities	1,239,125	1,261,833	652,554	654,350	581,720
Deferred tax liabilities	11,645	5,524	868	366	101
Liabilities held for sale	445,992	1,783	1,783	2,122	2,379
	26,524,218	16,937,684	10,577,710	8,932,373	7,689,028

INCOME STATEMENT

	12 months ended 2024 N'million	12 months ended 2023 N'million	12 months ended 2022 N'million	12 months ended 2021 N'million	12 months ended 2020 N'million
Gross earnings	3,212,649	1,561,773	815,166	757,296	590,663
Net operating income	2,156,386	1,137,303	600,291	592,813	531,328
Operating expenses	(934,160)	(557,027)	(373,945)	(334,182)	(292,501)
Group's share of associate's results	535	820	175	(258)	482
Impairment charge for credit losses	(426,294)	(224,948)	(68,619)	(91,711)	(61,830)
Profit before taxation	796,467	356,148	157,902	166,662	83,703
Taxation	(132,977)	(47,715)	(21,591)	(15,515)	(8,111)
Profit from continuing operations	663,490	308,433	136,311	151,147	75,592
Profit/(loss) from discontinuing operations	13,515	1,937	(138)	(68)	14,138
Profit for the year	677,005	310,370	136,173	151,079	89,730
Profit attributable to:					
Owners of the parent	670,799	308,203	134,403	149,709	87,986
Non controlling interest	6,206	2,167	1,770	1,370	1,744
	677,005	310,370	136,173	151,079	89,730
Earnings per share in kobo (basic/diluted)	1869	859	375	417	245