



Annual report for the year ended 31 December 2015

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# Bank Management Report for Fiscall Year 2015

In 2015, the dynamics of the Czech economy was considerably higher than the growth in the majority of Eurozone countries, with a GDP increase of 4.3%. The acceleration was boosted by several one-off factors: the accelerated deployment of EU funds from the 2007-2013 program, increasing infrastructure investments, and the continuing boom in the European auto industry.

» Despite the very difficult market environment and high level of competition across the entire banking sector, 2015 was a solid year for Commerzbank Prague. «

> Due to the low interest rate levels and strong economy, demand for loans continued to increase in 2015, in particular for investment credits as well as acquisition finance. However, because of our high profitability criteria, the Branch focused on re-adjusting the structure of its business in 2015 and thus refrained from taking on some large new exposures. For this reason, and the fact that we have partially changed our refinancing approach, Prague's 2015 total assets have decreased compared to 2014.

> The year 2015 also brought several positive results in the product areas outside the lending business. Revenue increases were additionally generated in fee and commission income, primarily in trade finance services, domestic and foreign transfers as well as in guarantee business, which all belong to our traditional core strengths.

> The quality of the credit portfolio of Prague Branch remained high, as evidenced by the ratio of impaired loans / total loans of 5.6 % as at December 31<sup>st</sup>, 2015, a level in line with the whole Czech banking market\*.

> As a location, Prague becomes increasingly important for the entire Commerzbank group. In Autum 2015, 159 employees in the IT division were transferred into the newly-established Group company Commerz Systems GmbH, which concentrates on the development of IT applications, testing and software support for the entire Commerzbank group. Further strong growth of Commerz Systems GmbH is expected in 2016.

\*5,5 % according to CBA as January 31, 2016

A key pillar of Commerzbank's long-term strategy in 2015 is strong client orientation and focus. As revealed from a recent client satisfaction survey, clients expect from us quick responses to their requests, rapid implementation, direct and quick decisions and individual solutions. This is exactly our approach in Prague branch, where we are actively working with our clients to ensure that we have a deep understanding of our clients business models and are therefore able to provide comprehensive, made-to-measure solutions.

For 2016, Commerzbank analysts expect GDP growth in the Czech Republic of 2.5%. Strong growth is also the main goal of Commerzbank's corporate banking activities in the Czech Republic and Slovakia. This applies to profitability as well as to the number of clients we serve, which include both German and international firms as well as larger local Czech and Slovak companies. We are pleased to be able to state that 2016 has started well thanks to a number of attractive transactions concluded in late 2015.

We believe that the continuing convergence of Prague's corporate banking business model to that of its parent company Commerzbank in Germany, as well as our ability to combine local market knowledge with extensive Group international know-how, will ensure our added value as a true strategic partner for our clients. We value the confidence that you, our clients, place in us, and we will continue to listen to you carefully in order to be able to provide you what you need and be the "Bank at your side".

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Michael T. Krüger General Manager

# Commerzbank AG

## Commerzbank worldwide

Commerzbank is a leading international commercial bank with branches and offices in more than 50 countries. The core markets of Commerzbank are Germany and Poland. With the business areas Private Customers, Mittelstandsbank, Corporates & Markets and Central & Eastern Europe, its private and corporate clients, as well as institutional investors, profit from a comprehensive portfolio of banking and capital market services. Commerzbank finances more than 30 percent of Germany's foreign trade and is the unchallenged leader in financing for SMEs. With its subsidiaries Comdirect and Poland's M Bank it owns two of the world's most innovative online banks. With approximately 1,050 branches and more than 90 advisory centres for business customers Commerzbank has one of the densest branch networks among German private banks. In total, Commerzbank boasts more than 16 million private customers, as well as 1 million business and corporate clients. The Bank, which was founded in 1870, is represented at all the world's major stock exchanges. In 2015, it generated gross revenues of EUR 9.8 billion with 51,300 employees.



## Commerzbank in the Czech republic

Active in the Czech Republic since 1992, Commerzbank specializes in the provision of comprehensive Corporate Banking services to both German companies operating in the Czech Republic, as well as to medium- and large-sized local Czech corporates. Although operating on the local Czech market, Commerzbank draws on the extensive know-how available across the Bank's global network to provide the highest quality service on a competitive basis. In addition to all standard corporate banking services, ranging from overdraft accounts to payment services including electronic banking, Commerzbank also offers more complex financing structures as well as its reknowned capabilities in documentary collections and export financing.

Besides Prague, Commerzbank also has offices in Brno (1998), Ostrava (2001) and Pilsen (2007).

In addition to the Czech Republic, Commerzbank has been also present in Slovakia since 1995, with a full-service branch operation located in Bratislava.



# Organisation structure

## Prague branch

General Manager:



Beate Simon (until 9.6.2015)

Heads of departments:

**Ľudovít Bán** Corporate Banking Department

Margaret Dvorak Head of Branches

Armin Seifert Credit Office

**Tomáš Krejča** Financial Engineering

Jaromír Hronek Treasury

**Luboš Křen** (until 1.11.2015) Commerzbank Transaction Services

**Uwe Berthold** (since 2.11.2015) Commerzbank Transaction Services



Michael Thomas Krüger (since 9.6.2015)

**Eva Collardová** Finance

Renata Kloubek Personnel Department

**Pavel Čurilla** GS – OR IU Prague

**Jens Hohmann** COO Prague

**Petr Nentvich** Corporate Banking Department, Brno Office

**Ondřej Eliáš** Corporate Banking Deparment, Pilsen Office

Roman Zedníček Corporate Banking Department, Ostrava Office



English translation

## Independent auditor's report

#### to the founder of COMMERZBANK Aktiengesellschaft, pobočka Praha

We have audited the accompanying financial statements of COMMERZBANK Aktiengesellschaft, pobočka Praha, identification number 47610921, with registered office at Jugoslávská 1, Praha 2 ("the Branch") which comprise the balance sheet as at 31 December 2015, the income statement, statement of changes in equity for the year then ended and notes, including a summary of significant accounting policies and other explanatory information ("the financial statements").

#### Management's Responsibility for the Financial Statements

Management of the Branch is responsible for the preparation of the financial statements that give a true and fair view in accordance with Czech accounting legislation, and for such internal control as the Management of the Branch determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

#### Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Act on Auditors of the Czech Republic, International Standards on Auditing and the related application guidance of the Chamber of Auditors of the Czech Republic. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Branch 's preparation of the financial statements that give a true and fair view 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 Branch 's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

#### Opinion

In our opinion, the financial statements give a true and fair view of the financial position of the Branch as at 31 December 2015 and its financial performance for the year then ended in accordance with Czech accounting legislation.

#### Other information

The other information comprises the information included in the annual report, but does not include the financial statements and our auditor's report thereon. Management is responsible for the other information.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is not materially inconsistent with the financial statements or our knowledge about the Branch obtained in the course of the audit of the financial statements, whether the annual report was prepared in compliance with legal requirements, and whether the other information does not appear to be otherwise materially misstated.

If, based on the work we have performed, we conclude that the aforementioned requirements of the other information are not met, we are obliged to report that fact herein.

We have nothing to report in this regard.

11 April 2016

represented by

| Marek Richter | Eva Loulová                         |
|---------------|-------------------------------------|
| Partner       | Statutory Auditor, Licence No. 1981 |

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PricewaterhouseCoopers Audit, s.r.o., registered seat Hvězdova 1734/2c, 140 00 Prague 4, Czech Republic, Identification Number: 40765521, registered with the Commercial Register kept by the Municipal Court in Prague, Section C, Insert 3637, and in the Register of Audit Companies with the Chamber of Auditors of the Czech Republic under Evidence No 021.

# Financial statements

## Balance sheet and Off-balance Sheet as at 31 December 2015

| ASSETS:   |      | 31 December 2015 | 31 December 2014 |
|---|------|------------------|------------------|
|   | Note | (CZK million)    | (CZK million)    |
| Cash and cash deposits with central banks             | 3    | 115              | 2,367            |
| Due from banks  | 4    | 14,839           | 21,766           |
| a) repayable on demand                                |      | 123              | 3,510            |
| b) other receivables                                  |      | 14,716           | 18,256           |
| Due from customers                                    | 5    | 17,423           | 19,694           |
| a) repayable on demand                                |      | 4,587            | 3,740            |
| b) other receivables                                  |      | 12,836           | 15,954           |
| Debt securities                                       | 6    | -                | 1,787            |
| a) issued by government institutions                  |      | -                | 1,550            |
| b) issued by by other entities                        |      | -                | 237              |
| Long-term intangible assets                           | 7.1  | -                | 2                |
| Long-term tangible fixed assets                       | 7.2  | 68               | 24               |
| of which: land and buildings for operating activities |      | 65               | 18               |
| Other assets  | 8    | 333              | 1,318            |
| Prepayments and accrued income                        |      | 12               | 12               |
|   |      |                  |                  |
| Total assets  |      | 32,790           | 46,970           |

| LIABILITIES AND EQUITY:                 | 31 December 2015 | 31 December 2014 |
|---|------------------|------------------|
| Note                                    | (CZK million)    | (CZK million)    |
| Due to banks 10                         | 20,639           | 33,047           |
| a) repayable on demand                  | 7,042            | 5,389            |
| b) other payables                       | 13,597           | 27,658           |
| Due to customers 11                     | 11,177           | 12,026           |
| a) repayable on demand                  | 10,288           | 8,369            |
| b) other payables                       | 889              | 3,657            |
| Other liabilities 12                    | 365              | 1,379            |
| Accruals and deferred income            | 97               | 66               |
| Provisions 9                            | 7                | -                |
| b) provisions for taxes                 | 7                | -                |
| Provisions for potential liabilities 9  | 82               | 89               |
| Revaluation reserve                     | -                | 5                |
| Retained earnings from previous periods | 100              | 101              |
| Profit for the accounting period 13     | 323              | 257              |
|   |                  |                  |
| Total liabilities and equity            | 32,790           | 46,970           |

| Off-balance sheet assets                    | 31 December 2015 | 31 December 2014 |
|---|------------------|------------------|
| Note  | (CZK million)    | (CZK million)    |
| Commitments and guarantees given 14.1, 14.2 | 13,329           | 12,912           |
| Receivables from spot transactions          | 25               | 34               |
| Receivables from term instruments 23.4      | 32,172           | 83,351           |
|   |                  |                  |
| Total off-balance sheet assets              | 45,526           | 96,297           |

|      | 31 December 2015 | 31 December 2014  |
|------|------------------|---|
| Note | (CZK million)    | (CZK million)   |
| 5    | 18,919           | 18,603  |
| 5    | 1,695            | 1,087   |
|      | 25               | 34  |
| 23.4 | 32,134           | 83,205  |
|      |                  |   |
|      | 52,773           | 102,929   |
|      | 5                | Note (CZK million)   5 18,919   5 1,695   20 25   23.4 32,134 |

## Income statement for the year ended 31 December 2015

|  |      | 31 December 2015 | 31 December 2014 |
|--|------|------------------|------------------|
|  | Note | (CZK million)    | (CZK million)    |
| Interest and similar income  | 15   | 475              | 577              |
| of which: from debt securities   |      | 11               | 13               |
| Interest and similar expense   | 16   | (46)             | (98)             |
| Fee and commission income  | 17   | 269              | 292              |
| Fee and commission expense   | 18   | (29)             | (22)             |
| Gains less losses from financial transactions  | 19   | 162              | 156              |
| Other operating income   | 20   | 358              | 332              |
| Other operating expense  |      | (18)             | (19)             |
| Administrative expense   | 21   | (698)            | (721)            |
| of which: a) staff costs   |      | (335)            | (371)            |
| of which: aa) wages and salaries   |      | (249)            | (273)            |
| ab) social and health insurance  |      | (74)             | (83)             |
| ac) other staff costs  |      | (12)             | (15)             |
| b) other administrative expenses   |      | (363)            | (350)            |
| Depreciation for long-term tangible and intangible fixed assets  | 7    | (13)             | (11)             |
| Release of allowances and provisions for loans and guarantees, income from receivables already written-off | 9    | 126              | 154              |
| Write-offs, additions and utilisation of allowances and provisions for loans and guarantees                | 9    | (207)            | (305)            |
| Release of other provisions  |      | 14               | 1                |
| Additions to and utilisation of other provisions   | 9    | (1)              | (16)             |
| Profit on ordinary activities before taxation  |      | 392              | 319              |
| Income tax   | 22   | (69)             | (62)             |
| Profit for the accounting period   | 13   | 323              | 257              |

## Statement of changes in equity for the year ended 31 December 2015

|  | Revaluation<br>reserve* | Retained<br>earnings | Current year<br>profit | Total    |
|--|-------------------------|----------------------|------------------------|----------|
|  | CZK mil.                | CZK mil.             | CZK mil.               | CZK mil. |
| Balance as at 1 January 2014   | 4                       | 41                   | 254                    | 299      |
|  |                         |                      |                        |          |
| Allocation of 2013 profit to Commerzbank AG  | -                       | -                    | (194)                  | (194)    |
| Revaluation differences not included in profit net of tax  | 1                       | -                    | -                      | 1        |
| Net profit/loss for the accounting period  | -                       | -                    | 257                    | 257      |
| Difference between allocation of profit to Commerzbank AG, foreign exchange differences and profit for the year 2013 | -                       | 60                   | (60)                   | -        |
|  |                         |                      |                        |          |
| Balance as at 31 December 2014   | 5                       | 101                  | 257                    | 363      |
| Allocation of 2013 profit to Commerzbank AG  | -                       | -                    | (259)                  | (259)    |
| Revaluation differences not included in profit net of tax  | (5)                     | -                    | -                      | (5)      |
| Net profit/loss for the accounting period  | -                       | -                    | 323                    | 323      |
| Difference between allocation of profit to Commerzbank AG, foreign exchange differences and profit for the year 2013 | -                       | (2)                  | 2                      | -        |
| Other changes  | -                       | 1                    | -                      | 1        |
| Balance as at 31 December 2015   |                         | 100                  | 323                    | 423      |

\* Changes in fair values of available for sale securities after effect of deferred tax.

# Notes to the financial statements for the year ended 31 December 2015

## 1. General information

COMMERZBANK Aktiengesellschaft, pobočka Praha (hereinafter referred to as "the Bank") was incorporated on 24 November 1992 as a branch of Commerzbank AG, which is headquartered in Frankfurt am Main, Germany. The Bank has its registered office in Prague and a subbranch in Brno and offices in Ostrava and Pilsen. As at 9 June 2015 there was a change on the position of branch manager. Mrs. Beate Simon was replaced by Mr. Michael Krüger.

The Bank's operations primarily consist of:

- providing Czech and foreign currency loans and guarantees;
- accepting and placing deposits in Czech and foreign currency;
- accepting current and term accounts denominated in Czech and foreign currency;
- rendering of general banking services through a network of branches and agencies;
- providing foreign exchange transactions on the inter-bank money market;
- providing foreign trade finance and related banking services; and
- trading in securities and portfolio management.

## 2. Accounting policies

#### 2.1 Basis of preparation

The financial statements, comprising a balance sheet, statements of income and of changes in equity and accompanying notes, are prepared in accordance with the Act on accounting and the applicable accounting rules set by the Ministry of Finance of the Czech Republic. The financial statements are prepared under the historical cost convention as modified by the revaluation of financial instruments at fair value through profit or loss and available-for-sale to fair values. The board of directors believes that the Bank has adequate resources to continue its business activities in the foreseeable future. As a result, these financial statements are prepared on a going concern basis.

The financial statements are rounded to millions of Czech Crowns ("CZK million" or "CZK m") unless otherwise stated.

#### 2.2 Foreign currencies

Financial assets and liabilities denominated in foreign currencies are translated to Czech Crowns at the exchange rate announced by the Czech National Bank ("CNB") effective at the balance sheet date. Resulting foreign exchange gains and losses are recognised in Gains or losses from financial transactions.

#### 2.3 Fair value of securities

The fair value of a security is determined as the market mid-price quoted by a relevant stock exchange or other active public market. In other cases the fair value is estimated by the risk adjusted net present value of cash flows taking into account consideration the credit and liquidity risk for bonds.

The Bank uses only observable market data in its models used for determining of the fair value of securities. The valuation models reflect current market conditions at the measurement date which may not be representative of market conditions either before or after the measurement date. As at the balance sheet date management has reviewed its models to ensure they appropriately reflect current market conditions, including the relative liquidity of the market and credit spreads.

# 2.4 Recognition and derecognition of the financial assets and liabilities

The following rules apply for the recognition of the financial assets and liabilities:

A regular way purchase or sale of financial assets shall be recognised and derecognised using settlement date accounting.

The following rules apply for the derecognition of the financial assets and liabilities:

The Bank derecognises a financial asset or its part when it loses control over the asset or its part.

The Bank removes a financial liability (or a part of a financial liability) from its balance sheet when the obligation specified in the contract is discharged or cancelled or expires. The difference between the carrying amount of a liability (or a portion thereof) extinguished or transferred and the amount paid for is recognised net in profit.

#### 2.5 Available-for-sale securities

Available-for-sale securities are securities that the Bank designates into this category or does not meet the terms of any other category. They comprise mainly debt securities held for liquidity management. Available-for-sale securities are initially recognized at cost value which includes expenses incurred in connection with their acquisition and are subsequently measured at fair value.

As at 31 December 2015 and 31 December 2014, the fair value of the available-for-sale securities has been determined by valuation technique using market data, credit risk of the securities' issuer and taking into account the liquidity of the market.

Any subsequent gains and losses arising from changes in the fair value of available-for-sale securities are recognized directly in equity (net of any tax effect) until the financial asset is derecognized or impaired at which time the cumulative gain or loss previously recognized in equity should be recognized in the income statement.

#### 2.6 Derivative financial instruments and hedging

Derivative financial instruments including foreign exchange contracts, currency and interest rate swaps, currency and interest rate options and other derivative financial instruments are initially recognised on balance sheet at cost and subsequently are remeasured at their fair value. Fair values are obtained from quoted market prices, discounted cash-flow models or options pricing models as appropriate.

All derivatives are presented in Other assets or in Other liabilities when their fair value for the Bank is positive or negative respectively.

Changes in the fair value of derivatives held for trading are included in Gains less losses from financial transactions.

The Bank designates prospectively certain derivatives as either a hedge of the fair value of a recognised asset or liability (fair value hedge). Hedge accounting is used for derivatives designated in this way provided the following criteria are met:

- (i) the derivative is in compliance with the Bank's risk management strategy;
- (ii) formal documentation of the general hedging strategy, hedged risk, hedging instrument, hedged item and their relationship is prepared before hedge accounting is applied;
- (iii) the hedge documentation proves that it is expected to be highly effective in offsetting the risk in the hedged item at inception and throughout the reporting period;
- (iv) the hedge is effective on an ongoing basis; and
- (v) the hedged item is not a security classified as at fair value through the profit or loss.

Changes in the fair value of derivatives that qualify as effective fair value hedges are recorded in the income statement, along with the corresponding change in fair value of the hedged asset or liability that is attributable to that specific hedged risk. As the Bank hedges the fair value of its loans against interest rate risk, the changes in the fair value of the appropriate hedging derivatives and relevant hedged items are recognised net in Interest expense or Interest income.

If the fair value hedge no longer meets the criteria for hedge accounting, the adjustment to the carrying amount of a hedged item, is amortised to profit or loss over the period to maturity of hedged item.

#### 2.7 Interest income and expense

Interest income and expense are recognised for all interest bearing on an accrual basis using the effective interest method based on the acquisition cost. The effective interest method is a method of calculating the amortised cost of a financial asset or a financial liability and of allocating the interest income or interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash flows until maturity or the nearest change of interest rate to the net carrying amount of the financial asset or financial liability.

The linear method is used as an approximation of the effective interest method for securities with remaining maturity shorter than 1 year at the settlement date, for loans, other receivables and liabilities with individual repayment periods shorter than 1 year. The calculation includes all fees paid or received between contractual parties that are an integral part of the effective interest rate, transaction costs and all other premiums or discounts. Interest income includes accrued coupons, discount and premium on all fixed income instruments.

Income on non-performing receivables is also accrued and capitalised into the related loan balance. Such amounts are considered in estimating the provision for non-performing receivables.

#### 2.8 Penalty interest

Penalty interest income, which is suspended or forgiven, is excluded from interest income until received.

#### 2.9 Fee and commission income

Fees and commissions are generally recognised on an accrual basis when the service has been provided. Commission and fees arising from negotiating, or participating in the negotiation of a transaction for a third party are recognised on completion of the underlying transaction. Portfolio and other management advisory and service fees are recognised based on the applicable service contracts, on a time-apportionate basis.

#### 2.10 Receivables

Receivables originated by the Bank are stated at nominal value less allowances. If the receivable is collateralised, the Bank takes into consideration the cash flow that can be obtained from the forced sale of the collateral after deduction of the cost to sell, regardless of whether the forced sale is probable or not. Irrecoverable receivables are written-off into provisions to loan or directly into expenses in cases when management of the Bank consider the repayment of receivable unreal.

#### 2.11 Provisions

Provisions are recognised when the Bank has a present obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount of the obligation can be made. All provisions are classified as liabilities. Provisions are created in an estimated amount of the future fulfilment discounted to present value. All provisions are presented in liabilities.

Additions to provisions are recognised in the income statement, their utilisation is recognised together with expenses or losses, for which purpose they were created in the income statement. Release of provisions in case they are no longer necessary is recognised as income. Discount is continuously amortized to interest expense.

Provisions are set aside in the currency in which settlement is expected to be made.

#### 2.12. Allowances

The Bank first assesses whether evidence of impairment exists for individual receivables. Individual receivables are categorised in accordance with the definitions issued by the CNB into five categories (standard, watched, substandard, doubtful, loss). Impaired receivables (substandard, doubtful and loss receivables) include and represent total outstanding principal and accrued interest receivable with service payments overdue more than 90 days or other defaults in contractual terms or impaired financial performance of debtor. Watched receivables represent total outstanding principal and accrued interest receivable with service payments overdue less than 90 days.

Allowances to individual receivables are deducted from the nominal value of each receivable. The amount of allowance for receivables and relevant assets is based on appraisals of these assets at the balance sheet date after taking into consideration the present value of collateral in the forced sale.

The Bank assesses the impairment of receivables that are individually not significant on a portfolio basis if the value of each individual receivable included in the portfolio does not exceed CZK 81,075 million (equivalent of EUR 3 million) at the settlement date.

Additions to allowances are recognised in the income statement, their utilisation is recognised together with expenses and losses related to the decrease of assets, in the income statement. Release of allowances in case they are no longer necessary is recognised as income.

Allowances for assets denominated in a foreign currency are created in that foreign currency. Foreign exchange differences are recognised in the same way as foreign exchange differences from the related asset.

#### 2.13. Long-term tangible and intangible fixed assets

Long-term tangible and intangible fixed assets acquired before 31 December 2000 are recorded at acquisition cost and are depreciated using accelerated basis over its estimated useful life. Tangible and intangible fixed assets acquired after 31 December 2000 are amortised by applying the straightline basis over the estimated useful lives.

Repair and maintenance expenditures of the tangible assets are charged directly into Expenses. Expenditures enhancing the value of the asset are capitalised and depreciated.

Assets held under finance lease agreements were not capitalised until end of 2013 and were accounted in the same way as operating leases, with rental charges being reflected in the income statement on a straight-line basis for the period of duration of the lease contract. Also the total leasing commitments are not recognized as a liability.

#### 2.14. Value added tax

The Bank is registered for value added tax (hereinafter "VAT"). Long-term intangible and tangible fixed assets and inventories are stated at acquisition cost including the appropriate VAT. The Bank does not claim input VAT as the ratio of the taxable income to the total income of the Bank is such that it is not economical for the Bank to claim the input VAT. Input VAT (except for long-term intangible and tangible fixed assets) is accounted for in expenses immediately.

#### 2.15. Deferred taxation

Deferred tax is recognised on all temporary differences between the carrying amount of an asset or liability in the balance sheet and its tax base using the full liability method. A deferred tax asset is recognised to the extent of probable future available taxable profit against which this asset can be utilised.

The approved tax rate for the period in which the Bank expects to utilise the asset or settle the liability is used for the deferred taxation calculation.

Deferred tax related to fair value remeasurement and available-for-sale securities, which are charged or credited directly to equity, is also credited or charged directly to equity.

#### 2.16. Staff costs, pensions and social fund

Staff costs are included in Administrative expense.

The Bank makes contributions on behalf of its employees to a defined contribution pension plan. Contributions paid by the Bank are accounted for directly as an expense.

Regular contributions are made to the State to fund the national pension plan.

#### 2.17 Related parties

Related parties are defined in accordance with the Act on Banks, as follows:

- senior management of the Bank, being persons responsible for management functions based on employment or other contracts and powers and responsibilities of which are defined in the Bank's statute ("senior management of the Bank"),
- central office controlling the Bank and its senior management,
- relatives (direct family members) of senior management,
- entities in which the senior management holds at least a 10% shareholding,
- shareholders holding more than 10% of voting rights of Commerzbank AG and entities controlled by them.

Material transactions, outstanding balances and pricing policies with related parties are disclosed in Notes 4, 5, 10, 11, 14, 15, 16, 20, 21 and 22.

#### 2.18 Subsequent events

The effects of events, which occurred between the balance sheet date and the date of preparation of the financial statements, are reflected in the financial statements in the case that these events provide further evidence of conditions, which existed at the balance sheet date.

Where significant events occur subsequent to the balance sheet date but prior to preparation of the financial statements that are indicative of conditions which arose subsequent to the balance sheet date, the effects of these events are disclosed, but are not themselves reflected in the financial statements.

#### 2.19 Change of accounting policy

The Bank has not changed its accounting policies during the accounting period.

# 3. Cash and cash deposits with central banks

|   | 31 December 2015<br>(CZK m) | 31 December 2014<br>(CZK m) |
|---|-----------------------------|-----------------------------|
| Cash on hand                                    | 38                          | 53                          |
| Obligatory reserves                             | 77                          | 2,314                       |
| Current accounts with central banks             | -                           | -                           |
|   |                             |                             |
| Total cash and cash deposits with central banks | 115                         | 2,367                       |

Minimum obligatory reserves are mandatory deposits with the CNB. The Bank may use the funds on the account of obligatory reserves in the CNB in case of compliance with the defined average amount in the maintenance period. These deposits bear interest at the CZK two-weeks repo rate, which was 0.05% p.a. as at 31 December 2015 and at 31 December 2014.

## 4. Due from banks

|                                      | 31 December 2015<br>(CZK m) | 31 December 2014<br>(CZK m) |
|--------------------------------------|-----------------------------|-----------------------------|
| Current accounts with banks          | 50                          | 150                         |
| Term deposits with CNB               | 8,000                       | 11,080                      |
| Term deposits up to 24 hours         | 74                          | 3,360                       |
| Other term deposits with other banks | 5,380                       | 6,381                       |
| Standard loans to banks              | 1,112                       | 728                         |
| Other due from banks                 | 223                         | 67                          |
|                                      |                             |                             |
| Total due from banks, net            | 14,839                      | 21,766                      |

The Bank did not have allowances to Due from banks balances as at 31 December 2015 and 2014.

# 4.1. Loans and receivables to related parties of the Commerzbank AG Group

Standard loans and receivables to banks include the following loans and receivables to related parties of the Commerzbank AG Group:

|  | 31 December 2015 | 31 December 2014 |
|--|------------------|------------------|
|  | (CZK m)          | (CZK m)          |
| Commerzbank,<br>Bratislava branch        | 4,321            | 756              |
| Commerzbank, Frankfurt<br>(head office)  | 1,118            | 4,585            |
| mBank S.A.<br>(former BRE Bank S.A.)     | 46               | 25               |
| Commerzbank, Tokyo branch                | 2                | 5                |
| Commerzbank (Budapest) Zrt.,<br>Budapest | 1                | 5                |
| Commerzbank,<br>Singapore branch         | -                | 1                |
|  |                  |                  |
| Total                                    | 5,488            | 5,377            |

## 5. Due from customers

|   | 31 December 2015<br>(CZK m) | 31 December 2014<br>(CZK m) |
|---|-----------------------------|-----------------------------|
| Customers' current accounts<br>– overdraft  | 3,483                       | 3,128                       |
| Standard loans to customers                 | 12,365                      | 15,641                      |
| Total standard loans                        | 15,848                      | 18,769                      |
| Impaired loans to companies and individuals | 2,133                       | 1,409                       |
| Total due from customer                     | 17,981                      | 20,178                      |
| Allowances for impaired loans<br>(Note 9)   | (558)                       | (484)                       |
| Total due from customers, net               | 17,423                      | 19,694                      |

Syndicate loans forming part of Due from customers totalled CZK 3,031 million at 31 December 2015 (31 December 2014: CZK 213 million).

#### 5.1. Quality of receivables portfolio

When contracting a new loan, the Bank assesses the credibility of the client.

The Bank sends a written notice for overdue loans to its clients and unsuccessful cases are passed on for legal solutions (filing petitions and participating in court proceedings). In case of distrain title Bank uses all available legal means for collection of these loans including involvement of distrainors.

Due from customers can be per definitions presented by Czech National Bank analysed as follows:

|   | 31 December 2015 | 31 December 2014 |
|---|------------------|------------------|
|   | (CZK m)          | (CZK m)          |
| Standard                                | 15,848           | 18,769           |
| Watched                                 | 1,131            | 498              |
| Impaired:                               |                  |                  |
| - substandard                           | 646              | 563              |
| - doubtful                              | 272              | 264              |
| - loss                                  | 84               | 84               |
|   |                  |                  |
| Total receivables due from<br>customers | 17,981           | 20,178           |

Present value of collateral received can be analysed as follows:

|  | 31 December 2015 | 31 December 2014 |
|--|------------------|------------------|
|  | (CZK m)          | (CZK m)          |
| Cash   | 161              | 166              |
| Real estate pledge   | 59               | 56               |
| Other collateral received  | 1,475            | 865              |
| Other guarantees<br>and commitments                                      | 18,919           | 18,603           |
|  |                  |                  |
| Total assets received<br>as collateral for receivables<br>from customers | 20,614           | 19,690           |

Other guarantees and commitments mainly include bank guarantees, insurance, guarantor's proclamation, bills of exchange, etc.

Restructured loans totalled CZK 62 million in 2015 (2014: CZK 791,4 million). Receivables are considered to be restructured in case the Bank grants relief to client because it is likely that the Bank would incur losses if she didn't do it. Roll-over of a short-term loan is not considered to be restructuring of the loan in the case that the client has fulfilled all requirements of loan agreements.

#### 5.2. Receivables from related parties

Standard receivables from companies and individuals include the following receivables from related parties:

|  | 31 December 2015 |         |
|--|------------------|---------|
|  | (CZK m)          | (CZK m) |
| Immobiliengesellschaft Ost<br>Hägle, s.r.o.  | -                | 45      |
| Transfinance a.s.                            | N/A (Note 15.1.) | 78      |
| FOSSUM Vermietungsges.<br>ML.BOLESLAV s.r.o. | -                | 36      |
|  |                  |         |
| Total receivables<br>from related parties    | -                | 159     |

As at 31 December 2015 and 2014, the Bank has not provided any loans to its senior management members.

All loans to related parties were made in the ordinary course of business on substantially the same terms and conditions, including interest rates, as those prevailing at the same time for comparable transactions with other customers, and did not, in the opinion of management, involve more than normal credit risk or present other unfavourable features.

#### 5.3. Guarantees from related parties

|   | 31 December 2015<br>(CZK m) | 31 December 2014<br>(CZK m) |
|---|-----------------------------|-----------------------------|
| Commerzbank,<br>Frankfurt – head office | 525                         | 197                         |
| Commerzbank, Essen branch               | 385                         | 393                         |
| Commerzbank, Berlin branch              | 171                         | 184                         |
| Commerzbank,<br>Düsseldorf branch       | 61                          | 39                          |
| Commerzbank, Leipzig branch             | 5                           | 5                           |
| Commerzbank,<br>Nürnberg branch         | 3                           | 3                           |
| Commerzbank,<br>Hamburg branch          | 1                           | 1                           |
|   |                             |                             |
| Total                                   | 1,151                       | 822                         |

## 6. Securities

| (CZK m)            | State treasury bills at 31 December 2014 | Debt securities<br>at 31 December 2014 |
|--------------------|--|--|
| Available-for-sale | 1,550                                    | 237                                    |
|                    |  |  |
| Total securities   | 1,550                                    | 237                                    |

Securities were evaluated by techniques using market values or based on techniques using market data only. The bank did not hold any securities as at 31 December 2015. None of the above-mentioned securities were used as collateral in repo transactions.

The Bank does not purchase or hold any debt securities issued by a subsidiary or associated undertaking of Commerzbank AG.

|  | 31 December 2014 |  |
|--|------------------|--|
|  | (CZK m)          |  |
| Traded on recognised Czech stock exchanges | 237              |  |
| Not traded securities – Treasury Bills     | 1,550            |  |
|  |                  |  |
| Total                                      | 1,787            |  |

## 7. Long term intangible and tangible fixed assets

#### 7.1 Long term intangible assets – software

|                          | 31 December 2014 | Additions / Amortisation | Disposals | 31 December 2015 |
|--------------------------|------------------|--------------------------|-----------|------------------|
|                          | (CZK m)          | (CZK m)                  | (CZK m)   | (CZK m)          |
| Acquisition cost         | 29               | -                        | (1)       | 28               |
| Accumulated amortisation | (27)             | (1)                      | -         | (28)             |
|                          |                  |                          |           |                  |
| Net book amount          | 2                | (1)                      | (1)       | -                |

#### 7.2 Long term operating tangible fixed assets

|                          | 31 December 2014 | Additions / Depreciation | Disposals | 31 December 2015 |
|--------------------------|------------------|--------------------------|-----------|------------------|
|                          | (CZK m)          | (CZK m)                  | (CZK m)   | (CZK m)          |
| Acquisition cost         | 149              | 55                       | (30)      | 174              |
| Buildings                | 37               | 54                       | (9)       | 82               |
| Equipment                | 112              | 1                        | (21)      | 92               |
| Accumulated depreciation | (125)            | (11)                     | 30        | (106)            |
| Buildings                | (18)             | (8)                      | 9         | (17)             |
| Equipment                | (107)            | (3)                      | 21        | (89)             |
| Net book amount          | 24               | 44                       | -         | 68               |

No intangible or tangible fixed assets of the Bank were used as collateral as at 31 December 2015 and 2014.

## 8. Other assets

|  | 31 December 2015<br>(CZK m) | 31 December 2014<br>(CZK m) |
|--|-----------------------------|-----------------------------|
| Operating advances granted                   | 1                           | 23                          |
| Settlement clearance accounts                | 75                          | 50                          |
| Derivative financial instruments (Note 24.4) | 233                         | 1,225                       |
| Deferred tax asset (Note 23)                 | 18                          | 19                          |
| Other receivables                            | 6                           | 1                           |
|  |                             |                             |
| Total other assets, net                      | 333                         | 1 318                       |

# 9. Allowances, provisions and write-offs

The Bank had the following provisions and allowances for assets:

|  | 31 December 2015<br>(CZK m) | 31 December 2014<br>(CZK m) |
|--|-----------------------------|-----------------------------|
| Income tax provision                     |                             |                             |
| Income tax provision                     | 68                          | -                           |
| Advance income tax                       | (61)                        | -                           |
| Income tax provision                     | 7                           | -                           |
|  |                             |                             |
| Other provisions                         |                             |                             |
| Provisions for potential law litigations | 75                          | 71                          |
| Provisions for other payables            | 7                           | 18                          |
| Total other provisions                   | 82                          | 89                          |
|  |                             |                             |
| Allowances                               |                             |                             |
| Impaired loans to customers<br>(Note 5)  | 558                         | 484                         |
|  |                             |                             |
| Total allowances                         | 558                         | 484                         |

The movements in provisions to income tax can be analysed as follows:

|                   | 2015    | 2014    |
|-------------------|---------|---------|
|                   | (CZK m) | (CZK m) |
| At 1 January      | -       | -       |
| Additions         | 6       | -       |
|                   |         |         |
| As at 31 December | 6       | -       |

The movements in provisions to potential payables can be analysed as follows:

|  | 2015    | 2014    |
|--|---------|---------|
|  | (CZK m) | (CZK m) |
| As at 1 January                                  | 71      | 70      |
| Foreign exchange differences and discount effect | 4       | 1       |
|  |         |         |
| As at 31 December                                | 75      | 71      |

The movements in provisions to other payables can be analysed as follows:

|                              | 2015    | 2014    |
|------------------------------|---------|---------|
|                              | (CZK m) | (CZK m) |
| As at 1 January              | 18      | 3       |
| Additions                    | 1       | 16      |
| Foreign exchange differences | 2       | -       |
| Release                      | (14)    | (1)     |
|                              |         |         |
| As at 31 December            | 7       | 18      |

The movements in allowances for classified loans due from clients and other receivables can be analysed as follows:

|                              | 2015<br>(CZK m) | 2014<br>(CZK m) |
|------------------------------|-----------------|-----------------|
| As at 1 January              | 484             | 342             |
| Additions                    | 207             | 305             |
| Foreign exchange differences | (7)             | (9)             |
| Release                      | (126)           | (154)           |
|                              |                 |                 |
| As at 31 December            | 558             | 484             |

Bad debts are written off against established general provisions, specific allowances or directly expensed in the case that management asserts their recoverability as being remote.

## 10. Due to banks

|                                  | 31 December 2015 | 31 December 2014 |
|----------------------------------|------------------|------------------|
|                                  | (CZK m)          | (CZK m)          |
| Current accounts with banks      | 492              | 1,117            |
| Term deposits due up to 24 hours | 6,550            | 4,272            |
| Other liabilities                | 13,597           | 27,658           |
|                                  |                  |                  |
| Total due to banks               | 20,639           | 33 047           |

#### 10.1. Deposits from related parties

|   | 31 December 2015 | 31 December 2014 |
|---|------------------|------------------|
|   | (CZK m)          | (CZK m)          |
| Commerzbank Frankfurt – head office                                 | 12,850           | 26,189           |
| Commerzbank,<br>Bratislava branch                                   | 2,223            | 2,792            |
| mBank S.A. (former BRE<br>Bank S.A.), organisational<br>unit, Praha | 91               | 35               |
| Commerzbank, Paris branch   | 57               | 109              |
| Commerzbank.London branch   | 4                | 1                |
| Commerzbank (Budapest) Zrt.,<br>Budapest                            | 2                | 6                |
| Commerzbank, New York   | -                | 1                |
|   |                  |                  |
| Total deposits<br>from related parties                              | 15,227           | 29,133           |

In the opinion of management deposits from related parties were accepted on substantially the same terms and conditions, including interest rates, as those prevailing at the same time for comparable transactions with other customers, and did not involve more than the normal interest rate and liquidity risk or present other unfavourable features.

### 11. Due to customers

|                                      | 31 December 2015<br>(CZK m) | 31 December 2014<br>(CZK m) |
|--------------------------------------|-----------------------------|-----------------------------|
| Amounts due to governmental entities | 11                          | 11                          |
| Amounts due to municipalities        | -                           | 2                           |
| Amounts due to private customers     | 11,166                      | 12,013                      |
|                                      |                             |                             |
| Total due to customers               | 11,177                      | 12,026                      |

#### 11.1. Due to customers by type

|   | 31 December 2015 | 31 December 2014 |
|---|------------------|------------------|
|   | (CZK m)          | (CZK m)          |
| Liabilities repayable<br>on demand        | 10,106           | 8,369            |
| Term accounts for fixed term              | 666              | 3,328            |
| Term accounts<br>with fixed notice period | 182              | 262              |
| Other amounts due to private customers    | 223              | 67               |
|   |                  |                  |
| Total due to customers                    | 11,177           | 12,026           |

#### 11.2. Deposits from related parties

|   | 31 December 2015<br>(CZK m) | 31 December 2014<br>(CZK m) |
|---|-----------------------------|-----------------------------|
| Immobiliengesellschaft Ost<br>Hägle, s.r.o. | 82                          | 37                          |
| Commerz systems, GmbH                       | 69                          | -                           |
| Commerz Real<br>Mobilienleasing, GmbH       | 3                           | 9                           |
| Fab Fab, GmbH                               | 1                           | -                           |
|   |                             |                             |
| Total deposit<br>from related parties       | 155                         | 46                          |

The Bank did not accept any deposits from senior management members as at 31 December 2015 and 2014.

In the opinion of management, deposits from related parties were accepted on substantially the same terms and conditions, including interest rates, as those prevailing at the same time for comparable transactions with other customers, and did not involve more than normal interest rate and liquidity risk or present other unfavourable features.

## 12. Other liabilities

|   | 31 December 2015<br>(CZK m) | 31 December 2014<br>(CZK m) |
|---|-----------------------------|-----------------------------|
| Derivative financial<br>instruments (Note 23.4) | 188                         | 1,072                       |
| Settlement clearance accounts                   | 111                         | 231                         |
| Estimated payables                              | 48                          | 68                          |
| Other liabilities                               | 18                          | 8                           |
|   |                             |                             |
| Total other liabilities                         | 365                         | 1,379                       |

The Bank did not have any overdue liabilities to finance authorities, social insurance authorities or health insurance companies as at 31 December 2015 and 2014.

## 13. Equity and profit distribution

The net profit of CZK 323 million for 2015 is proposed to be distributed as follows:

|  | 2015    |
|--|---------|
|  | (CZK m) |
| Allocation to Commerzbank AG (profit according to German accounting standards) | 394     |
| Transfer to retained earnings  | (71)    |
|  |         |
| Net profit   | 323     |

The transfer to retained earnings represents the difference between the net accounting profit in accordance with the Czech accounting standards and the net accounting profit in accordance with the German accounting standards. The difference predominantly arises from the diverse accounting treatment in the area of provisions and revaluation of financial derivatives.

## 14. Contingencies and commitments

Commitments to provide a loan, loan guarantees to third parties and guarantees from acceptance of bills of exchange and letters of credit expose the Bank to credit risk and to loss in the event of a client's inability to meet his obligations. Various commitments and contingent liabilities arise in the normal course of business involving elements of credit, interest rate and liquidity risk.

#### 14.1. Guarantees granted

|   | 31 December 2015<br>(CZK m) | 31 December 2014<br>(CZK m) |
|---|-----------------------------|-----------------------------|
| Guarantees granted  |                             |                             |
| Banks in the group – subsidia-<br>ries and other controlled banks                     | 275                         | 108                         |
| Non-banking companies in the<br>group – subsidiaries and other<br>controlled entities | -                           | 1                           |
| Other banks   | 598                         | 1,635                       |
| Other clients   | 6,793                       | 5,824                       |
|   |                             |                             |
| Guarantees granted  | 7,666                       | 7,568                       |
| Provision for guarantees<br>(Note 9)  | -                           | (15)                        |
| Total carrying value of the guarantees  | 7,666                       | 7,553                       |

#### 14.2. Commitments granted

|                             | 31 December 2015 | 31 December 2014 |
|-----------------------------|------------------|------------------|
|                             | (CZK m)          | (CZK m)          |
| Non-cancellable commitments |                  |                  |
| On behalf of clients        | 5,431            | 4,581            |
| On behalf of banks          | 232              | 763              |
|                             |                  |                  |
| Total commitments granted   | 5,663            | 5,344            |

The Bank has not granted any guarantees or commitments to its management as at 31 December 2015 and 2014.

## 15. Interest and similar income

|                                      | 2015    | 2014    |
|--------------------------------------|---------|---------|
|                                      | (CZK m) | (CZK m) |
| Inter-bank transactions              | 28      | 40      |
| Receivables from customers and state | 436     | 524     |
| Debt securities                      | 11      | 13      |
|                                      |         |         |
| Total interest and similar income    | 475     | 577     |

CZK 55 million of interest income was recognised on impaired loans in the year ended 31 December 2014 (2014: CZK 26 million).

The bank registered unpaid penalty interest income outstanding in the amount of CZK 23.2 million as at 31 December 2015 (2014: CZK 4,6 million).

#### 15.1 Interest income from related parties of Commerzbank AG Group

|   | 2015    | 2014    |
|---|---------|---------|
|   | (CZK m) | (CZK m) |
| Commerzbank Frankfurt – head office       | 15      | 25      |
| Commerzbank Bratislava branch             | 4       | 3       |
| Transfinance, a.s.                        | N/A     | 1       |
| FOSSUM Vermietungsges. ML.BOLESLAV s.r.o. | -       | 1       |
| Immobiliengesellschaft Ost Hägle, s.r.o.  | -       | 1       |
| mBank (BRE Bank) S.A., Warsaw             | 1       | 1       |
|   |         |         |
| Total                                     | 20      | 32      |

As the Company Transfinanse a.s. was sold outside of Commerzbank AG Group, it is not classified as a related party as at 31 December 2015 anymore.

## 16. Interest and similar expense

|                                    | 2015    | 2014    |
|------------------------------------|---------|---------|
|                                    | (CZK m) | (CZK m) |
| Inter-bank transactions            | 40      | 94      |
| Deposits from customers and state  | 2       | 3       |
| Other                              | 4       | 1       |
|                                    |         |         |
| Total interest and similar expense | 46      | 98      |

# 16.1. Interest expense from related parties of Commerzbank AG Group

|                                     | 2015    | 2014    |
|-------------------------------------|---------|---------|
|                                     | (CZK m) | (CZK m) |
| Commerzbank Frankfurt – head office | 41      | 87      |
| Commerzbank (Eurasia) SAO, Moscow   | -       | 4       |
| Commerzbank, Bratislava branch      | (3)     | -       |
|                                     |         |         |
| Total                               | 38      | 91      |

## 17. Fee and commission income

|   | 2015    | 2014    |
|---|---------|---------|
|   | (CZK m) | (CZK m) |
| Domestic and foreign transfers  | 126     | 115     |
| Guarantees  | 46      | 43      |
| Letters of credit   | 35      | 40      |
| Credit related fees and commission  | 51      | 77      |
| Brokerage income from the purchase and sale of securities and derivatives | 3       | 7       |
| Other fees and commissions  | 8       | 10      |
|   |         |         |
| Total fee and commission income   | 269     | 292     |

## 18. Fee and commission expense

|   | 2015<br>(CZK m) | 2014<br>(CZK m) |
|---|-----------------|-----------------|
| Fees and commissions on loans                           | 16              | 10              |
| Domestic and foreign payments                           | 10              | 7               |
| Fees and commissions for off balance sheet              | 2               | 3               |
| Fees and commissions<br>from other financial activities | 1               | 2               |
|   |                 |                 |
| Total fee and commission expense                        | 29              | 22              |

## 19. Gains less losses from financial transactions

|  | 2015<br>(CZK m) | 2014<br>(CZK m) |
|--|-----------------|-----------------|
| Gains / (Losses)<br>from foreign currency transactions | 407             | (569)           |
| Gains from transactions with FX financial derivatives  | (244)           | 729             |
| (Losses)<br>from interest rate financial derivatives   | (1)             | (4)             |
|  |                 |                 |
| Total gains less losses<br>from financial transactions | 162             | 156             |

## 20. Other operating income

1 0

|                                       | 2015<br>(CZK m) | 2014<br>(CZK m) |
|---------------------------------------|-----------------|-----------------|
| Income from intercompany re-invoicing | 334             | 328             |
| Other operating income                | 24              | 4               |
|                                       |                 |                 |
| Total other operating income          | 358             | 332             |

Income from intercompany re-invoicing represents re-invoicing of costs related to activities carried out for the head office Commerzbank AG in Frankfurt am Main and income from invoicing of management and administration services. These services are provided to branches in Bratislava, Wien, Luxembourg and to subsidiaries in Budapest and Moscow.

## 20.1. Other operating income from related parties of Commerzbank AG Group

|                                       | 2015    | 2014    |
|---------------------------------------|---------|---------|
|                                       | (CZK m) | (CZK m) |
| Commerzbank Frankfurt – head office   | 307     | 301     |
| Commerzbank, Bratislava branch        | 21      | 22      |
| Commerz Systems, GmbH                 | 7       | -       |
| Commerzbank, Wien                     | 2       | 1       |
| Commerzbank (Budapest) Zrt., Budapest | 1       | 2       |
| Commerzbank, Moskva                   | 1       | 2       |
|                                       |         |         |
| Total other operating expense         | 339     | 328     |

## 21. Administrative expense

|  | 2015    | 2014    |
|--|---------|---------|
|  | (CZK m) | (CZK m) |
| Staff costs  | 335     | 370     |
| Intercompany expense – head office<br>in Frankfurt am Main | 129     | 128     |
| Outsourcing  | 79      | 74      |
| Rent and lease charges                                     | 55      | 49      |
| Expenses for IT  | 25      | 29      |
| Tax and legal advisory services                            | -       | 9       |
| Services provided by the auditing company:                 |         |         |
| - compulsory audit of the financial statements             | 2       | 2       |
| Other administration expenses                              | 73      | 60      |
|  |         |         |
| Total administrative expense                               | 698     | 721     |

Staff costs are analysed in the income statement.

In 2015, the management of the Bank was paid wages and salaries of CZK 44 million (2014: CZK 44 million), social and health insurance paid by the Bank amounted to CZK 7.3 million (2014: CZK 7 million). The management of the Bank includes its directors and further the managers on the first level of the organisational structure (as at 31 December 2015 a total of 13 employees and 2014 a total of 13 employees). At 1 October 2015 the Company has transferred 159 employees making up and IT division as a separate company Commerz Systems GmbH, branch.

#### 21.1 Staff statistics

|                             | 2015 | 2014 |
|-----------------------------|------|------|
| Average number of employees | 131  | 275  |

In 2014 and 2015, the Bank provided contributions of CZK 1 million to its employees for state pension insurance.

### 22. Taxation

|                               | 2015<br>(CZK m) | 2014<br>(CZK m) |
|-------------------------------|-----------------|-----------------|
| Current tax expense           | 68              | 64              |
| Deferred tax expense/(income) | 1               | (2)             |
|                               |                 |                 |
| Total income tax expense      | 69              | 62              |

Advance income tax was paid in the amount CZK 61 million, income tax provision was created in the amount CZK 7 million.

Current tax can be analysed as follows:

|  | 2015<br>(CZK m) | 2014<br>(CZK m) |
|--|-----------------|-----------------|
| Profit before taxation                     | 392             | 319             |
| Non-taxable income                         | (83)            | (80)            |
| Non-deductible expenses                    | 49              | 95              |
| Other expenses reducing net taxable profit | -               | 2               |
|  |                 |                 |
| Net taxable profit                         | 358             | 336             |
| Current tax charge at 19 %                 | 68              | 64              |

Deferred income tax asset is calculated as 19% (income tax rate for 2014 and 2015) depending on the period, in which it is expected the temporary difference to be compensated and can be analysed as follows:

|   | 31 December 2015 | 31 December 2014 |
|---|------------------|------------------|
|   | (CZK m)          | (CZK m)          |
| Deferred tax asset<br>as at 1 January   | 19               | 17               |
| Available-for-sale securities           | 1                | -                |
| Allowances to loans<br>to customers     | (2)              | 2                |
| Deferred tax asset<br>as at 31 December | 18               | 19               |

|   | 31 December 2015<br>(CZK m) | 31 December 2014<br>(CZK m) |
|---|-----------------------------|-----------------------------|
| Deferred income tax asset                             |                             |                             |
| Allowances to loans to customers                      | 16                          | 17                          |
| Non-tax deductible social insurance                   | 2                           | 3                           |
| Total   | 18                          | 20                          |
| Deferred income tax liability                         |                             |                             |
| Change in fair value of available for sale securities | -                           | (1)                         |
| Net deferred tax asset<br>(Note 8)                    | 18                          | 19                          |

## 23. Financial risks

#### 23.1. Strategy in using financial instruments

The Bank's activities are principally related to the use of financial instruments. The Bank accepts deposits from customers at both fixed and floating rates and for various periods and seeks to earn above average interest margins by investing these funds in high quality assets. The Bank seeks to increase these margins by consolidating shortterm funds and lending for longer periods at higher rates whilst maintaining sufficient liquidity to meet all claims that might fall due.

The Bank also seeks to raise its interest margins by obtaining above average margins, net of provisions, through lending to commercial and retail borrowers with a range of credit standings. Such exposures involve not just on-balance sheet receivables and advances but the Bank also enters into guarantees and other commitments such as letters of credit and other similar liabilities.

The Bank also trades in financial instruments where it takes positions in traded and over the counter instruments including derivatives to take advantage of short-term market movements on the shares and bonds markets and in currency, interest rate and commodity prices. The Board of Directors sets trading limits on the level of exposure that can be taken in relation with both overnight and intra-day market positions. Currency and interest exposure resulting from these financial instruments are normally offset by entering into counterbalancing positions.

#### 23.2. Credit risk

The Bank structures the levels of credit risk it undertakes by placing limits on the amount of risk accepted in relation to one borrower, group of borrowers and to geographical and business segments. Such risks are monitored on a regular basis and are subject to an annual or more frequent review. Limits on the level of credit risk by product, industry sector and by country are approved by Head office in Frankfurt am Main. Besides that, unexpected losses, risk of accumulation and concentration of credit risks are actively controlled by internal VAR model. All above mentioned models are based on internal credit rules and competences.

The Bank considers its current credit portfolio to be high quality since the value of allowances is less than 2.91% of the nominal value of the credit portfolio. The Bank uses pledges to real estate, cession of receivables, guarantees and guarantors' proclamation etc. The Bank monitors the concentration of risks based on geographical and industry sectors.

#### **Geographical segmentation**

| 31 December 2015                          | Domestic<br>(CZK m) | European union<br>(CZK m) | Rest of the Europe<br>(CZK m) | Other<br>(CZK m) | Total<br>(CZK m) |
|---|---------------------|---------------------------|-------------------------------|------------------|------------------|
| Assets                                    |                     |                           |                               |                  |                  |
| Cash and cash deposits with central banks | 115                 | -                         | -                             | -                | 115              |
| Due from banks                            | 8,000               | 5,492                     | 1,028                         | 319              | 14,839           |
| Due from customers                        | 14,846              | 1,144                     | 1,433                         | -                | 17,423           |
| Other assets                              | 341                 | 72                        | -                             | -                | 413              |
| Total assets                              | 23,302              | 6,708                     | 2,461                         | 319              | 32,790           |

| 31 December 2014                          | Domestic<br>(CZK m) | European union<br>(CZK m) | Rest of the Europe<br>(CZK m) | Other<br>(CZK m) | Total<br>(CZK m) |
|---|---------------------|---------------------------|-------------------------------|------------------|------------------|
| Assets                                    |                     |                           |                               |                  |                  |
| Cash and cash deposits with central banks | 2,367               | -                         | -                             | -                | 2,367            |
| Due from banks                            | 15,579              | 5,380                     | 684                           | 123              | 21,766           |
| Due from customers                        | 14,407              | 3,848                     | 1,439                         | -                | 19,694           |
| Securities available-for-sale             | 1,787               | -                         | -                             | -                | 1,787            |
| Other assets                              | 475                 | 839                       | 42                            | -                | 1,356            |
| Total assets                              | 34,615              | 10,067                    | 2,165                         | 123              | 46,970           |

#### **Business segmentation**

| 31. December 2015                         | Retail banking<br>(CZK m) | Investment banking<br>(CZK m) | Other<br>(CZK m) | Total<br>(CZK m) |
|---|---------------------------|-------------------------------|------------------|------------------|
| Assets                                    |                           |                               |                  |                  |
| Cash and cash deposits with central banks | 115                       | -                             | -                | 115              |
| Due from banks                            | 1,024                     | -                             | 13,815           | 14,839           |
| Due from customers                        | 16,463                    | 959                           | 1                | 17,423           |
| Other assets                              | 84                        | -                             | 329              | 413              |
| Total assets                              | 17,686                    | 959                           | 14,145           | 32,790           |

| 31 December 2014                          | Retail banking<br>(CZK m) | Investment banking<br>(CZK m) | Other<br>(CZK m) | Total<br>(CZK m) |
|---|---------------------------|-------------------------------|------------------|------------------|
| Assets                                    |                           |                               |                  |                  |
| Cash and cash deposits with central banks | 2,367                     | -                             | -                | 2,367            |
| Due from banks                            | 685                       | -                             | 21,081           | 21,766           |
| Due from customers                        | 17,613                    | 2,077                         | 4                | 19,694           |
| Securities available-for-sale             | 237                       | -                             | 1,550            | 1,787            |
| Other assets                              | 313                       | -                             | 1,043            | 1,356            |
| Total assets                              | 21,215                    | 2,077                         | 23,678           | 46,970           |

#### Information about customer segmentation

| 31. December 2015                         | Local<br>banks | Foreign<br>banks | Corporate<br>sector | State<br>institutions | Individuals | Total   |
|---|----------------|------------------|---------------------|-----------------------|-------------|---------|
|   | (CZK m)        | (CZK m)          | (CZK m)             | (CZK m)               | (CZK m)     | (CZK m) |
| Assets                                    |                |                  |                     |                       |             |         |
| Cash and cash deposits with central banks | 115            | -                | -                   | -                     | -           | 115     |
| Due from banks                            | 8,000          | 6,839            | -                   | -                     | -           | 14,839  |
| Due from customers                        | -              | -                | 17,377              | -                     | 46          | 17,423  |
| Other assets                              | 111            | 45               | 256                 | -                     | 1           | 413     |
| Total assets                              | 8,226          | 6,884            | 17,633              | -                     | 47          | 32,790  |

| 31. December 2014                         | Local<br>banks | Foreign<br>banks | Corporate<br>sector | State<br>institutions | Individuals | Total   |
|---|----------------|------------------|---------------------|-----------------------|-------------|---------|
|   | (CZK m)        | (CZK m)          | (CZK m)             | (CZK m)               | (CZK m)     | (CZK m) |
| Assets                                    |                |                  |                     |                       |             |         |
| Cash and cash deposits with central banks | 2,367          | -                | -                   | -                     | -           | 2,367   |
| Due from banks                            | 15,580         | 6,186            | -                   | -                     | -           | 21,766  |
| Due from customers                        | -              | -                | 19,615              | -                     | 79          | 19,694  |
| Securities available-for-sale             | -              | -                | 237                 | 1,550                 | -           | 1,787   |
| Other assets                              | 21             | 860              | 474                 | -                     | 1           | 1,356   |
| Total assets                              | 17,968         | 7,046            | 20,326              | 1,550                 | 80          | 46,970  |

#### 23.3. Market risk

The Bank takes on exposure to market risks which arise from open positions in interest rate and currency, all of which are exposed to general and specific market movements and changes in the level of volatility of market rates or prices, such as interest rates, credit spreads and foreign exchange rates.

The Bank applies a 'value at risk' ("VAR") methodology to estimate the market risk of positions held and the maximum losses expected upon a number of assumptions for various changes in market conditions. Head office in Frankfurt am Main sets limits on the value of risk that may be accepted, which is monitored on a daily basis.

For assessment of market losses arising from extreme market changes the Bank defined the stress scenarios, based on which a value of Stress test is calculated – an expected maximum loss under unfavourable market conditions.

The daily market VAR is an estimate, with a confidence level set at 97.5%, of the potential loss which might arise if the current positions were to be held unchanged for one business day. The actual outputs are monitored regulary to test the validity of the assumptions and parameters / factors used in the VAR calculation.

Since VAR constitutes an integral part of the Bank's market risk control regime, VAR limits are established by the management of the Bank for individual trading and portfolio operations; actual exposure against limits, together with a consolidated bank-wide VAR of the Bank, is reviewed daily by management. Consolidated VAR of the Bank as at 31 December 2015 was CZK 2.5 million (31 December 2014: CZK 2.2 million) and average daily consolidated VAR was CZK 2.4 million in 2015 (31 December 2014: CZK 2.8 million).

Stress-testing values are presented with VAR values to the Bank management and Commerzbank AG head office on a daily basis, analogically. Limits of stress-testing and limits of VAR were never exceeded in 2015 (average annual value in 2015 equals 22.18 %, in 2014: 39.02 %).

#### 23.4. Derivative financial instruments

The Bank concludes derivative financial instruments only on the over-the-counter market (OTC). The Bank has outstanding derivative contracts, which can be analysed as follows:

#### **Total financial derivatives**

| 31. December 2015         | Nominal amount<br>assets | Nominal amount<br>liabilities | Fair value<br>positive | Fair value<br>negative |
|---------------------------|--------------------------|-------------------------------|------------------------|------------------------|
|                           | (CZK m)                  | (CZK m)                       | (CZK m)                | (CZK m)                |
| Interest rate derivatives | 3,769                    | 3,770                         | 38                     | 38                     |
| Currency derivatives      | 28,403                   | 28,364                        | 195                    | 150                    |
| Total                     | 32,172                   | 32,134                        | 233                    | 188                    |

| 31. December 2014         | Nominal amount<br>assets | Nominal amount<br>liabilities | Fair value<br>positive | Fair value<br>negative |
|---------------------------|--------------------------|-------------------------------|------------------------|------------------------|
|                           | (CZK m)                  | (CZK m)                       | (CZK m)                | (CZK m)                |
| Interest rate derivatives | 2,208                    | 2,208                         | 44                     | 50                     |
| Currency derivatives      | 81,143                   | 80,997                        | 1,181                  | 1,022                  |
| Total                     | 83,351                   | 83,205                        | 1,225                  | 1,072                  |

Derivative financial instruments were valued using only market prices or valuation models based only on observable market data.

#### **Total financial derivatives**

| 31. December 2015           | Nominal amount<br>assets<br>(CZK m) | Nominal amount<br>liabilities<br>(CZK m) | Fair value<br>positive<br>(CZK m) | Fair value<br>negative<br>(CZK m) |
|-----------------------------|-------------------------------------|--|-----------------------------------|-----------------------------------|
| Interest rate derivatives   |                                     |  |                                   |                                   |
| Swaps                       | 3,769                               | 3,770                                    | 38                                | 38                                |
| Total                       | 3,769                               | 3,770                                    | 38                                | 38                                |
| Currency derivatives        |                                     |  |                                   |                                   |
| Forwards                    | 4,783                               | 4,768                                    | 35                                | 16                                |
| Swaps                       | 23,620                              | 23,596                                   | 160                               | 134                               |
| Total                       | 28,403                              | 28,364                                   | 195                               | 150                               |
| Total financial derivatives | 32,172                              | 32,134                                   | 233                               | 188                               |

| 31. December 2014                   | Nominal amount<br>assets | Nominal amount<br>liabilities | Fair value<br>positive | Fair value<br>negative |
|-------------------------------------|--------------------------|-------------------------------|------------------------|------------------------|
|                                     | (CZK m)                  | (CZK m)                       | (CZK m)                | (CZK m)                |
| Interest rate derivatives           |                          |                               |                        |                        |
| Swaps                               | 2,208                    | 2,208                         | 44                     | 50                     |
| Total                               | 2,208                    | 2,208                         | 44                     | 50                     |
| Currency derivatives                |                          |                               |                        |                        |
| Forwards                            | 11,071                   | 11,071                        | 77                     | 76                     |
| Swaps                               | 70,072                   | 69,926                        | 1,104                  | 946                    |
| Total                               | 81,143                   | 80,997                        | 1,181                  | 1,022                  |
| Total trading financial derivatives | 83,351                   | 83,205                        | 1,225                  | 1,072                  |

Fair value gains less losses of trading derivatives are recognised in the income statement.

#### 23.5. Currency risk

The Bank takes on exposure resulting from fluctuations in the prevailing foreign currency exchange rates on its financial position and cash flows. Head office in Frankfurt am Main sets limits on the level of exposure by currency and in total for both overnight and intra-day positions, which are monitored daily.

The table below summarises the Bank's exposure to currency risk. Included in the table are the Bank's assets and liabilities at carrying amounts, categorised by currency.

| 31. December 2015 (CZK m)                  | СZК     | EUR     | USD     | Other | Total  |
|--|---------|---------|---------|-------|--------|
| Assets                                     |         |         |         |       |        |
| Cash and cash deposits with central banks  | 93      | 12      | 4       | 6     | 115    |
| Due from banks                             | 8,001   | 5,538   | 1,219   | 81    | 14,839 |
| Due from customers                         | 10,396  | 6,548   | 476     | 3     | 17,423 |
| Other assets                               | 383     | 17      | 3       | 10    | 413    |
| Total assets                               | 18,873  | 12,115  | 1,702   | 100   | 32,790 |
| Liabilities                                |         |         |         |       |        |
| Due to banks                               | 4,190   | 11,874  | 4,570   | 5     | 20,639 |
| Due to customers                           | 5,423   | 4,687   | 963     | 104   | 11,177 |
| Provisions                                 | 88      | 1       | -       | -     | 89     |
| Other liabilities                          | 791     | 45      | 22      | 27    | 885    |
| Total liabilities                          | 10,492  | 16,607  | 5,555   | 136   | 32,790 |
| Net assets/(liabilities)                   | 8,381   | (4,492) | (3,853) | (36)  | -      |
| Net off-balance sheet assets/(liabilities) | (8,999) | 5,001   | 3,984   | 52    | 38     |
| Net open currency position                 | (618)   | 509     | 131     | 16    | 38     |

| 31. December 2014 (CZK m)                  | CZK      | EUR      | USD     | Other | Total  |
|--|----------|----------|---------|-------|--------|
| Assets                                     |          |          |         |       |        |
| Cash and cash deposits with central banks  | 2,346    | 13       | 3       | 5     | 2,367  |
| Due from banks                             | 15,671   | 2,160    | 3,877   | 58    | 21,766 |
| Due from customers                         | 12,195   | 6,923    | 574     | 2     | 19,694 |
| Securities available-for-sale              | 1,787    | -        | -       | -     | 1,787  |
| Other assets                               | 1,333    | 7        | 8       | 8     | 1,356  |
| Total assets                               | 33,332   | 9,103    | 4,462   | 73    | 46,970 |
| Liabilities                                |          |          |         |       |        |
| Due to banks                               | 8,040    | 17,792   | 7,203   | 12    | 33,047 |
| Due to customers                           | 6,852    | 4,625    | 478     | 71    | 12,026 |
| Provisions                                 | 74       | 15       | -       | -     | 89     |
| Other liabilities                          | 1,689    | 44       | 55      | 20    | 1,808  |
| Total liabilities                          | 16,655   | 22,476   | 7,736   | 103   | 46,970 |
| Net assets/(liabilities)                   | 16,677   | (13,373) | (3,274) | (30)  | -      |
| Net off-balance sheet assets/(liabilities) | (16,516) | 13,339   | 3,275   | 48    | 146    |
| Net open currency position                 | 161      | (34)     | 1       | 18    | 146    |

#### 23.6. Interest rate risk

The Bank takes on exposure resulting from fluctuations in the prevailing levels of market interest rates on its financial position and cash flows. Interest margins may increase as a result of such changes but may reduce or create losses in the event that unexpected movements arise. Head office in Frankfurt am Main sets limits on the level of mismatch of interest rate repricing that may be undertaken. These limites are monitored daily. In the balance sheet of the Bank outweights assets and liabilities with fixed interest rate.

#### 23.7. Liquidity risk

The Bank is exposed to daily calls on its available cash resources from overnight deposits, current accounts, maturing deposits, loan draw downs, guarantees and from margin and other calls on cash settled derivatives. The Bank does not maintain cash resources to meet all of these needs as experience shows that a minimum level of reinvestment of maturing funds can be predicted with a high level of certainty. Head office in Frankfurt am Main sets limits of the liquidity according to time zones and individual currencies. These limits are monitored on a daily basis. Fair values of derivatives are recognised in other assets and other liabilities. The Bank is able to close its open positions on capital markets, if necessary. Usual maturities of financial derivatives are in interval up to 1 year.

The table below analyses assets and liabilities of the Bank into relevant maturity bands based on the remaining period at the balance sheet date to the contractual maturity date.

| 31. December 2015                         | Within 3 months<br>(CZK m) | 3 - 12 months<br>(CZK m) | 1 - 5 years<br>(CZK m) | Over 5 years<br>(CZK m) | Not specified<br>(CZK m) | Total<br>(CZK m) |
|---|----------------------------|--------------------------|------------------------|-------------------------|--------------------------|------------------|
| Assets                                    |                            |                          |                        |                         |                          |                  |
| Cash and cash deposits with central banks | 38                         | -                        | -                      | -                       | 77                       | 115              |
| Due from banks                            | 10,919                     | 1,896                    | 2,019                  | 5                       | -                        | 14,839           |
| Due from customers                        | 6,944                      | 1,362                    | 7,594                  | 653                     | 870                      | 17,423           |
| Other assets                              | 127                        | 93                       | 15                     | -                       | 178                      | 413              |
| Total assets                              | 18,028                     | 3,351                    | 9,628                  | 658                     | 1,125                    | 32,790           |
| Liabilities                               |                            |                          |                        |                         |                          |                  |
| Due to banks                              | 15,027                     | 2,719                    | 2,893                  | -                       | -                        | 20,639           |
| Due to customers                          | 10,808                     | 369                      | -                      | -                       | -                        | 11,177           |
| Provisions                                | -                          | -                        | -                      | -                       | 89                       | 89               |
| Other liabilities                         | 63                         | 78                       | 15                     | -                       | 729                      | 885              |
| Total liabilities                         | 25,898                     | 3,166                    | 2,908                  | -                       | 818                      | 32,790           |
| Net assets/(liabilities)                  | (7,870)                    | 185                      | 6,720                  | 658                     | 307                      | -                |

| 31. December 2014                         | Within 3 months<br>(CZK m) | 3 - 12 months<br>(CZK m) | 1 - 5 years<br>(CZK m) | Over 5 years<br>(CZK m) | Not specified<br>(CZK m) | Total<br>(CZK m) |
|---|----------------------------|--------------------------|------------------------|-------------------------|--------------------------|------------------|
| Assets                                    |                            |                          |                        |                         |                          |                  |
| Cash and cash deposits with central banks | 52                         | -                        | -                      | -                       | 2,315                    | 2,367            |
| Due from banks                            | 19,610                     | 1,727                    | 429                    | -                       | -                        | 21,766           |
| Due from customers                        | 10,434                     | 1,868                    | 6,245                  | 892                     | 255                      | 19,694           |
| Securities available-for-sale             | 500                        | 1,051                    | -                      | -                       | 236                      | 1,787            |
| Other assets                              | 782                        | 340                      | 75                     | 1                       | 158                      | 1,356            |
| Total assets                              | 31,378                     | 4,986                    | 6,749                  | 893                     | 2,964                    | 46,970           |
| Liabilities                               |                            |                          |                        |                         |                          |                  |
| Due to banks                              | 32,231                     | 315                      | 501                    | -                       | -                        | 33,047           |
| Due to customers                          | 11,576                     | 450                      | -                      | -                       | -                        | 12,026           |
| Provisions                                | -                          | -                        | -                      | -                       | 89                       | 89               |
| Other liabilities                         | 733                        | 273                      | 51                     | 1                       | 750                      | 1,808            |
| Total liabilities                         | 44,540                     | 1,038                    | 552                    | 1                       | 839                      | 46,970           |
| Net assets/(liabilities)                  | (13,162)                   | 3,948                    | 6,197                  | 892                     | 2,125                    | -                |

## 24. Subsequent events

There were no events, which have occurred subsequent to the year-end until the date of preparation of financial statements, which would have a material impact on the financial statements of the Bank as at 31 December 2015. These financial statements have been approved by management for presentation to Commerzbank AG and have been signed on their behalf by:

| Date          | Statutory representative | Person responsible for accounting | Person responsible for preparation of the financial statements |
|---------------|--------------------------|-----------------------------------|--|
|               | Jum J                    | love and                          | Kyle Maximia   |
| 11 April 2016 | Michael Thomas Krüger    | Eva Collardová, MBA               | Vladimír Kugler  |
|               |                          |                                   |  |

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