

The background of the top half of the page is black. It features several abstract elements: a large blue parallelogram on the left, a large orange parallelogram on the right, and a smaller blue parallelogram at the bottom right. White wavy lines are on the far left, and a white dotted grid is at the bottom right. The text '2024 ANNUAL REPORT' is in white, with 'ANNUAL REPORT' in a larger, bold font. A red horizontal line is below the text.

2024 **ANNUAL REPORT**

**THE FUTURE
IS YOU**



**SOCIETE GENERALE
GHANA**



HOME SWEET LOAN

Explore SG Ghana's mortgage financing options for new home purchases, equity release, and construction funding.

To find out more,
call 057 813 1495

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GHANA**



SOCIETE GENERALE
GHANA

2024 ANNUAL REPORT AND FINANCIAL STATEMENTS



HOME SWEET LOAN

Explore SG Ghana's mortgage financing options for new home purchases, equity release, and construction funding.

To find out more, call 057 833 1495

THE FUTURE IS YOU  SOCIETE GENERALE GHANA

Launch of Mortgage

GET CASH BACK TO SPLASH BACK

Use your SG Ghana Visa Card to make payments at your favourite shops, fuel stations, online or at any POS machine and get an attractive cash back.

To find out more, call 0302 214 314

CASH BACK



THE FUTURE IS YOU  SOCIETE GENERALE GHANA

Visa Card Promotion

FREE FUEL to take you places

INSURE DRIVE & THRIVE



Get up to GHS 500 free fuel with your Sound Drive Insurance. Buy or renew from SG Ghana and get free fuel today.

To find out more, call 0302 214 314

Sound Drive Plan is underwritten by Allianz Insurance Company Limited

Valid 1st week of trading 2024 March 2024

 SOCIETE GENERALE GHANA 

Sound Drive Promotion

BACK TO SCHOOL BECOMES A CHILD'S PLAY

Put your mind at ease with a school fees loan from SG Ghana. Get the funds you need for your ward's education today!

To find out more, call 0302 214 314



THE FUTURE IS YOU  SOCIETE GENERALE GHANA

School Fees Loan



Signing of Polytank Ghana Financing Agreement



Partnership with International Finance Corporation (IFC) to boost SME support



SG Ghana finances Melcom's 1.3kw rooftop solar installation



Bancassurance Awards Night



SG Ghana Mortgage Launch



SG Ghana Creche & Clinic Commissioning



Launch of the SG Woman initiative



HOB Catalyst Series-Biodiversity

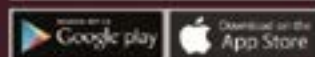


Jazz Festival



SG Ghana ESG initiative in collaboration with Buzz Stop Boys

SEND MONEY INSTANTLY WITH SG CONNECT



#CONNECT 'N' TRANSFER

To find out more,
call 0302 214 314



**THE FUTURE
IS YOU**



**SOCIETE GENERALE
GHANA**

TABLE OF CONTENTS

02	Our purpose and values in the service of our clients
04	Notice and agenda for annual general meeting
05	Corporate information
06	Profile of the Board of Directors
09	Executive Management Committee
13	Board Chair's Statement
15	Managing Director's Review
22	Report of the Directors
56	Financial highlights
57	Independent Auditor's Report
64	Statement of profit or loss and other comprehensive income
65	Statement of financial position
66	Statement of changes in equity
67	Statement of cash flows
68	Notes to the financial statements
134	Value Added Statement
135	Shareholding Structure
136	Shareholder Complaints Report
137	Annual General Meeting Guidelines
138	Proxy form
139	Resolutions to be passed
142	Branch network

OUR PURPOSE AND VALUES IN THE SERVICE OF OUR CLIENTS

OUR PURPOSE

Building together with our clients, a better and sustainable future through responsible and innovative financial solutions.

OUR MISSION STATEMENT

The Bank's mission is to create the preferred banking institution, which employs team spirit, innovation, responsibility and commitment to provide quality products and services that best satisfy the needs of our customers.

OUR VALUES: TEAM SPIRIT, INNOVATION, RESPONSIBILITY AND COMMITMENT

Team Spirit: this is characterised by a sense of service which is intended to make Societe Generale Ghana the leading customer relationship bank and making listening to customers and all other stakeholders, information sharing and solidarity as well as cooperation and internal pooling of resources its main priority.

Innovation: which is providing added value and greater simplification to serve clients with a framework that takes into account reputational risk.

Responsibility: it consists of taking decisions quickly to meet the needs of clients and the organisation without sacrificing their long-term objectives. It also involves having the courage, both individually and collectively, to take responsibility for actions and decisions and finally attaching as much importance to results as well as consequences of decisions for all stakeholders.

Commitment: which makes it possible to make a difference and to contribute to the success of clients and the Bank thereby resulting in a high level of service and performance.

OUR PURPOSE

Helping our clients build the future

We reaffirm the importance of our role as bankers which is to help our clients invest in a more sustainable future. By supporting their projects and helping them grow, we are firmly committed to those who move the world forward.

A trusted partner

Societe Generale Ghana puts value creation for its customers at the heart of its business model, placing itself alongside entrepreneurs growing their businesses and developing their projects. The Bank offers added value in every aspect of its business and in each of its business lines as follow:

- making life easier for our customers: assisting our customers by providing them with the right service at the right time, combining the best that humans and digital technology have to offer;

- advising: putting our expertise to work for all customer segments by tailoring our support to the issues facing each one of them;
- connecting people and businesses: creating a link between those who have projects and those who can help them;
- using our resources responsibly: putting our balance sheet to work to help those who want to invest;
- evaluating and managing risks: managing risks in a rigorous and responsible manner over the long term;
- safeguarding interests: undertaking a commitment to respect and protect everyone's interests, while aiming for the highest standards of security and quality of service.

Customer satisfaction: A priority

Customer satisfaction is regularly measured and has increased or remained steady at a high level in all our business lines. The Bank has adopted a structured approach to monitor customer satisfaction using a range of tools: opinion surveys, surprise visits, questionnaires and net promoter score ratings. A formalized process of addressing complaints by our quality team is in place with the protection of our clients being at the forefront of all our operations. We are committed to safeguarding their interests, particularly in light of the growing risks associated with cybercrime.

Corporate culture and ethics

For Societe Generale Ghana, instilling a culture of responsibility based on strong values, notably through our Code of Conduct, means observing the highest standards of integrity and behaviour in all business lines and countries where we operate. The Bank has established ethical principles and ensures that all our staff comply with them. As a responsible employer, we are committed to ensuring the respect of human rights and implementing appropriate measures in instances where our principles are not adhered to.

Expertise and skills

The Bank pays particular attention to the quality of our dialogue with staff representative bodies, especially with respect to addressing the challenges of changing business and employment trends. Anticipating the Bank's business needs, hiring and helping our staff develop their careers, particularly through training and internal professional mobility and promotions, are essential for attracting and retaining talent and strengthening staff loyalty.

Diversity and inclusion

Building a company that is inclusive and reflects the diversity of its customers is one of the Bank's key ambitions. Above and beyond regulatory obligations, Societe Generale treats diversity and inclusion for all as strategic issues for today and tomorrow, and takes proactive steps in this regard.

Our purpose and values in the service of our clients cont'd

Performance and compensation

To attract and retain talents, Societe Generale Ghana implements an attractive and fair pay policy, which recognizes each staff member's contribution to the Bank's performance while ensuring the appropriate management of risks.

Health and safety

Societe Generale Ghana is committed to developing a respectful and safe working environment to enable every one of its staff members to work in conditions that are positive for their health and well-being, in particular, by promoting the appropriate work-life balance.

NOTICE AND AGENDA FOR ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 45th Annual General Meeting (“AGM”) of the Shareholders of Societe Generale Ghana PLC (“the Company”) will be held VIRTUALLY and streamed live on <https://sgghanaagm.com> from the Head Office of Societe Generale Ghana PLC on Wednesday 11 June 2025 at 11:00am to transact the following business:

ORDINARY BUSINESS: ORDINARY RESOLUTIONS

1. To receive and adopt the Financial Statements of the Company (together with the reports of the directors and the auditors of the Company) for the year ended 31 December 2024.
2. To declare dividend.
3. To re-elect an Executive Director.
4. To re-elect Non-Executive Directors.
5. To elect a Non-Executive Director.
6. To approve Directors’ fees.
7. To authorize the Directors to determine the remuneration of the Auditors.

Dated, this 26 day of February 2025.



BY ORDER OF THE BOARD
ANGELA NANANSAA BONSU
THE SECRETARY

A member of the Company entitled to attend and vote is entitled to appoint a Proxy to attend and vote instead of the member. A Proxy need not be a member. A form of Proxy is attached to the Annual Report. For it to be valid for the purpose of the meeting, it must be completed and deposited with the Registrar, NTHC Limited, NTHC House, 18 Gamel Adbul Nasser Avenue, Ringway Estate Accra, P. O. Box KA 9563, Airport Accra, Ghana not less than 48 hours before the appointed time of the meeting.



+233 302214314



sgghana.info@socgen.com



www.societegenerale.ghana.gh



[@societegenerale.ghana](https://www.facebook.com/societegenerale.ghana)



Societe Generale Ghana



[@SG_Ghana](https://twitter.com/SG_Ghana)

CORPORATE INFORMATION

BOARD OF DIRECTORS

1.	Margaret Boateng Sekyere	-	Board Chair Independent Non-Executive	Appointed 15 September 2020
2.	Hakim Ouzzani	-	Managing Director	Appointed 23 January 2017
3.	Laurette Korkor Otchere	-	Non-Executive	Appointed 6 September 2017
4.	Arnaud De Gaudemaris	-	Non-Executive	Appointed 16 August 2019
5.	Fosuhene Acheampong	-	Non-Executive	Appointed 03 June 2020
6.	Francis Awua-Kyerematen	-	Independent Non Executive	Appointed 23 February 2021
7.	Juliana Asante	-	Independent Non-Executive	Appointed 08 November 2021
8.	Yvon Puyou	-	Non-Executive	Appointed 24 January 2022
9.	Peggy Dzodzomenyo	-	Independent Non-Executive	Appointed 30 June 2022
10.	Arthur Bright	-	Non-Executive	Appointed 01 July 2022
11.	Magloire Nguessan	-	Non-Executive	Appointed 20 November 2023
12.	Georges Wega	-	Non-Executive	Resigned 5 August 2024

COMPANY SECRETARY

Angela Nanansaa Bonsu
Societe Generale Ghana PLC
2nd Crescent, Royalt Castle Road
Ring Road Central
P.O. Box 13119
Accra, Ghana

REGISTERED OFFICE

2nd Crescent, Royalt Castle Road
Ring Road Central, Accra
P. O. Box 13119
Accra, Ghana

AUDITORS

PricewaterhouseCoopers
PWC Tower
A4 Rangoon Lane
Cantonments city
PMB CT 42, Cantonments
Accra-Ghana

REGISTRARS

NTHC Limited
NTHC House
18 Gamel Abdul Nasser Avenue
Ringway Estate Accra
P.O. Box KA 9563
Airport, Accra
Ghana

COUNTRY OF INCORPORATION

Ghana, Accra

HOLDING COMPANY

SG Financial Services, Holding Company

ULTIMATE HOLDING COMPANY

Societe Generale incorporated in France

PROFILE OF THE BOARD OF DIRECTORS



MARGARET BOATENG SEKYERE (Chairperson)

EXECUTIVE DIRECTOR



HAKIM OUZZANI (Managing Director)

INDEPENDENT NON-EXECUTIVE DIRECTOR



FRANCIS AWUA-KYEREMATEN (Member)



JULIANA ASANTE (Member)



PEGGY DZODZOMENYO (Member)

NON-EXECUTIVE DIRECTORS



MAGLOIRE NGUESSAN (Member)



LAURETTE OTCHERE (Member)



ARTHUR BRIGHT (Member)



ARNAUD DE GAUDEMARIS (Member)



FOSUHENE ACHEAMPONG (Member)



YVON PUYOU (Member)

BOARD SECRETARY



ANGELA NANANSAA BONSU (Company Secretary)

Profile Of The Board Of Directors cont'd

Margaret Boateng Sekyere: Board Chair. She received a Bachelor's degree in Accounting and an MBA from Howard University in Washington D.C in 1985 and 1987 respectively. From 1985 to 1989, she was in Public Accounting and Mortgage Banking in the USA. Thereafter, she joined PriceWaterhouse in Ghana as a Management Consultant with special focus on Financial Management Reviews and Assessments of donor funding to public sector institutions. With over 30 years of experience in private and public sector management, she was instrumental in the development of public sector reforms in Sierra Leone in the early 1990s and in Ghana from 2004 to 2007. In 1993, she was recruited by the Government of Sierra Leone to manage a 5 year Public Sector Program funded by the World Bank. She served as the Senior Resource Management Officer of the World Bank Office in Ghana from 1998 to 2003. Whilst there, she managed the administrative services and accounting team including training, systematic back-up and replacement planning. She played a key role in the coaching and development of newly recruited resource management staff for Country Offices in the Africa Region – South Africa, Uganda, Zimbabwe, Malawi, Nigeria, Ethiopia and Kenya. From 2007 to 2013, she joined a team to set up an Asset Management Firm – OAK Partners Ltd., - providing financing for private real estate projects in Accra. During the period of 2013-2018, she was an Executive Director of Finance and Administration for Belstar Capital. At Belstar, she excelled again as a Licensed Investment Advisory Representative of the Securities and Exchange Commission, responsible for compliance of financial regulatory matters. She was nominated to the Board of Directors on 12 July 2019 with Bank of Ghana granting approval on 20 November 2019. Bank of Ghana further approved her appointment as Board Chair on 15 September 2020.

Hakim Ouzzani: Managing Director. He holds a Bachelor of Arts degree in Economics and a Master of Arts degree in Organisational Sociology from the Ecole Nationale Supérieure d'Administration et de Gestion National School of Management and Administration. He also holds a Diploma in Banking and Finance from the Institute of Development Finance Tunis. Mr Ouzzani has a Diploma of Higher Education from the Arab Maghred Development Financing Institute. Before his appointment as Managing Director, he was a Senior Executive Regional Manager with Societe Generale International Banking Financial Services in charge of Cameroun, Chad, Congo Brazzaville, Equatorial Guinea, Ghana and Guinea Conakry. In 1998, he was the New Products Development Manager at the Union Bank. He has worked as a Professor at the Ecole Supérieure de Banque. He also worked with the Central Bank of Algeria as a Senior Officer in charge of Loans & Refinancing Direction and Licencing & Regulatory Function. From 2000 to 2002, he managed the Corporate Branch of the Union Bank Brokerage. From 2012 to 2016, he was the CEO of Societe Generale Chad. He also held various positions within Societe Generale as Group Deputy General Manager SG Algeria, Network and Sales Manager SG Algeria and Network Development Manager SG Algeria. Mr Ouzzani was nominated to the Board of Directors of Societe Generale Ghana on 16 November 2016 with the Bank of Ghana granting approval to the said appointment on 23 January 2017.

Laurette Korkor Otchere: Non Executive Director. She is a Barrister at Law and the past (retired) Deputy Director General

of Operations and Benefits at the Social Security and National Insurance Trust. She holds a Juris Doctor; a Bachelor of Arts in Economics and is a Certified Professional in Human Resources (SHRM-CP). She is a member of the Ghana Bar Association, State of New Jersey Bar Association and the United States District Court, District of New Jersey. She is an Adjunct Professor at Rutgers University School of Management and Labour Relations and the Society for Human Resource Management. She has extensive working and professional experience, both internationally and locally. She joined the Board of Directors in July 2017 with Bank of Ghana granting her approval on 6 September 2017.

Arnaud De Gaudemaris: Non Executive Director. He holds an Engineering Degree from ISEP Paris. He is the current Chief of Staff to the Head of Societe Generale for the AFMO Region, managing about 14,000 staff. He is responsible for the organization of strategy preparation meetings, internal management meetings and also the African Region strategy. He was nominated to the Board of Directors on 28 November 2018 with Bank of Ghana granting his approval on 16 August 2019.

Fosuhene Acheampong: Non Executive Director. He is a chartered accountant by profession and holds an MBA in Finance from the Lagos State University, and a Bsc in Accounting from the University of Lagos. He is currently the Director of Finance and Administration at the Cedar Seal Company Limited. From 2001-2004, he was an Audit Manager at Deloitte & Touche. He was the Chief Internal Auditor at the Minerals Commission from 2004-2005, and went on to become the Director of Finance from 2005 - 2006. From 2010 to 2016, he held the following positions in the Access Bank Group; Head Business Banking and Regional Head-Western Region.

Before the name change to Access Bank, Mr Acheampong worked as Area Manager of Intercontinental Bank for the Western and Ashanti Regions from 2008 to 2010. From 2010 to 2012, he was the Group Head-Marketing Division, Retail of Intercontinental Bank. He also worked with the Bank as Head of Loan Recovery. He was nominated to the Board in April 2020 with Bank of Ghana granting approval of the said nomination on 3 June 2020.

Francis Awua-Kyerematen: Independent Non-Executive Director. He is a Fellow of the Association of Chartered Certified Accountants. He holds a Master of Business Administration from the University of Chicago Business School and a Bachelor of Arts Honours Degree in Accounting and Finance from the Middlesex University, London-UK. From 1997 to 1998, he served as the Senior Corporate Finance and Recovery Associate at Grant Thornton Ipswich Office, UK. He also worked as a Senior Compliance Accountant for HM Revenue Customs in the UK from 1998 to 2003. Prior to moving to Ghana, he was with Citigroup in the London Office, responsible for Debt Capital Markets – Middle East & African Desk from 2005. Mr Awua-Kyerematen also worked as the Country Director for Citibank Ghana from 2008 to 2016. He is currently the Principal Advisor and Managing Director for Winchmore Capital. Mr Awua-Kyerematen was nominated to the Board on 14 December 2020, with Bank of Ghana granting approval to the said nomination on 23 February 2021.

Profile Of The Board Of Directors cont'd

Juliana Asante: Independent Non-Executive Director. She is a fellow of both the Institute of Chartered Accountants, Ghana (ICAG), and the Association of Chartered Certified Accountants (ACCA) UK. She holds a Masters in Organisational Change and Development from the University of Manchester (UK), and a Certification in Sustainability for Finance. She has a proven record of success in the origination, development, implementation and improvement of financial accounting and risk management, having held positions such as Senior Audit Manager at Deloitte and Senior Finance Manager at The Central Manchester and Manchester Children's University NHS Trust (UK).

Since leaving Deloitte in 2002, Juliana has been in private practice providing financial management, assurance, advisory and consultancy services through INTEGRITAS. She has also served as an independent consultant on financial, risk and change management to the public, private and third sectors. She currently provides Advisory and Learning & Development upskilling for transformational financial reporting interventions in the Energy, Mining, Educational and Service Sectors. She continues to serve the Institute of Chartered Accountants, Ghana, (ICAG) on various technical committees and has recently been nominated to ICAG's newly formed statutory Accounting Practice Review Committee (APRC).

Mr Yvon Puyou: Non-Executive Director. He holds a Master of Business Administration from EDHEC Sophia Antipolis France and a Master's Degree in Computer Science from the Ecole Centrale de Marseille- Marseille, France. He held the position of Regional Head of Information Technology, SG Singapore from 1995 to 2000. From 2000 to 2003, he held the position as Senior Executive Director (Member of the Executive Committee) of SG Private Banking S.A. Geneva, Switzerland. Mr. Yvon Puyou was the Global Chief Information Officer at SG Private Banking, Paris, France from 2003 to 2005. He was the Head of Global IT, Head for Core Banking System, Risks and Finance Solutions, Societe Generale Paris, France from 2005 to 2009. He held the position of Chief Information Officer, Societe Generale Prague, Czech Republic from 2009 to 2015. He was the Chief Operating Officer for Societe Generale Splitska Banka from 2015 to 2017. He was the Chief Information Officer at Societe Generale African Mediterranean & Overseas. Mr. Yvon Puyou was nominated to the Board of Directors on 14 September 2021 with Bank of Ghana granting approval for the appointment on 24 January 2022.

Peggy Osei-Tutu Dzodzomenyo: Independent Non Executive Director. She holds a Master of Business Administration in Finance from the University of Cape Coast and a Bachelor of Commerce and Diploma in Education from the University of Cape Coast. She worked with the Bank of Ghana for 31 years in various departments and capacities. She was the Administrative Officer/ Head of Refurbishing Unit, Estate Department from 1987 to 1992 and a Finance Analyst at the Banking Supervision Department from 1992 to 2002. She was the Head of Foreign Exchange Unit from 2002 to 2010, as well as Head of Accra Branch of the Bank from 2010 to 2015. Additionally, she was

the Head of Domestic Banking from 2015 to 2016, and also appointed as the Director of Banking Department, from January 2017 till she retired. She was appointed to the board of directors on 30 June 2022.

Arthur Bright: Non Executive Director. He holds a Master of Business Administration in Finance and Financial Management Services from the Edinburgh Business School. He is the Chief of Staff at Societe Generale African Mediterranean and Overseas. He was a Managing Executive at Societe Generale Paris. Over the years, he has gathered experience in managing cross-functional teams and driving business transformation. He has occupied positions such as Director, Chief of Staff for Africa, Mediterranean Basin & Overseas, Director, Head of Innovation SG Cameroon, Director, Head of Retail Banking, Wealth Management & Business Banking and Director, Head of Global Transaction Banking. Before joining the Group, Bright worked with the United Bank for Africa as a Senior Manager (Operations, E-banking, Transaction Banking, Retail and Corporate) and at Eccam Consulting as the Head of Business Development (Civil Engineering). He was appointed on 1 July 2022.

Magloire Nguessan: Non Executive Director. He holds a Master of Science in Management (Finance Major) from the EMLYON Business School and a Master's Degree in Engineering and Statistics Sciences from ENSEA National School of Statistics and Applied Economics. He also holds a LEAD Program degree from the International Institute for Management Development. Mr. Nguessan has over the years pursued a number of leadership programs ; some of these include (McGILL Executive Institute: Chief Executive Officer Program/Innovation and Entrepreneurial Leadership, INSEAD Business School: Executive program, Leadership and Business and London Business School: Executive Leadership program, Leadership). With over 15 years of professional experience in banking and engineering, he has specialized in finance and economics, including a solid background in strategic management and leadership. He has acquired skills in capital markets, leadership and management, communication, problem-solving and decision making. Magloire has gained a wealth of experience over the years by managing various roles within the SG Group, including being the West Africa Resources Director & Chief Operating Officer; CEO, Societe Generale, Tchad; Managing Director, Societe Generale Capital Securities, West Africa-Ivory Coast; Head of Corporate Banking/SME, Societe Generale Cameroun and General Inspection, Societe Generale Paris. Magloire is a Foreign Trade Advisor and an Honorary Member of Young Job Network which is a non-profit association aiming to build the capacity of young African graduates, as well as facilitate their integration in the multinational corporations and professional space. He is also an Advisory Board Member of Africa Financial Industry Summit (AFIS). He was nominated to the Board of Directors in July 2023, with Bank of Ghana granting his approval on 20 November 2023.

EXECUTIVE MANAGEMENT COMMITTEE



Hakim Ouzzani
Managing Director



Kwame Abbey
Deputy Managing Director,
Support Functions & Operations



Bernice Allotey
Chief Operating Officer



Angela N. Bonsu
Company Secretary General
Manager



Pierre Glemot
Chief Risk Officer



Abena Asare-Menako
Chief Compliance Officer



Catherine Johnson
General Manager Treasury
& Global Markets



Obed Hoyah
General Manager,
Retail Business



Daniel Kwesi Sarpong
Head, Corporate Coverage



Lavana Gwira Tamatey
Head, Permanent Control



Lawrence Ribeiro
Head, Logistics
& Support



Adwoa Asieduaa Ntirakwa
Head, Organisation
& Projects



Elikplim Muzzu
Head, Marketing
Communications & Quality

Executive Management Committee cont'd

Hakim Ouzzani: Managing Director. He holds a Bachelor of Arts degree in Economics and a Master of Arts degree in Organisation Sociology from the Ecole Nationale Supérieure d'Administration et de Gestion National School of Management and Administration. He also holds a Diploma in Banking and Finance from the Institute of Development Finance Tunis. Mr Ouzzani has a Diploma of Higher Education from the Arab Maghred Development Financing Institute. Before his appointment as Managing Director, he was a Senior Executive Regional Manager with Societe Generale International Banking Financial Services in charge of Cameroun, Chad, Congo Brazaville, Equatorial Guinea, Ghana and Guinea Conakry. In 1998, he was the New Products Development Manager at the Union Bank. He has worked as a Professor at the Ecole Supérieure de Banque. He also worked with the Central Bank of Algeria as a Senior Officer in charge of Loans & Refinancing Direction and Licencing & Regulatory Function. From 2000 to 2002, he managed the Corporate Branch of the Union Bank Brokerage. From 2012 to 2016, he was the CEO of Societe Generale Chad.

He also held various positions with Societe Generale as Group Deputy General Manager SG Algerie, Network and Sales Manager SG Algerie and Network Development Manager SG Algerie. Mr Ouzzani was nominated to the Board of Directors of Societe Generale Ghana on 16 November 2016 with the Bank of Ghana granting approval to the said appointment on 23 January 2017.

Kwame Abbey: Deputy Managing Director in charge of Support Functions and Operations. He is a professionally qualified member of the Chartered Institute of Management Accountants (UK) as well as a fellow of the Chartered Institute of Bankers (Ghana). He holds an Honours Degree BSc. (Hons.) in Mechanical Engineering from the Kwame Nkrumah University of Science & Technology, Kumasi. Kwame joined the bank in the year 2000, as a Management trainee having previously worked at Japan Motors and Mechanical Lloyd.

He thereafter occupied various posts in Corporate Banking and the Risk Department until April 2015 when he was promoted as Chief Risk Officer, of the Bank.

From September 2018 to July 2022, he was the Chief Risk Officer for the newly created Central and East Africa Region of Societe Generale in Douala, Cameroun, where he supervised the risk activity, under 3 distinct regulators, in 6 different countries of Cameroun, Madagascar, Equatorial Guinea, Congo-Brazzaville, Chad, and Mozambique.

Bernice Allotey: Chief Operating Officer. She holds an Executive Master's in Business Administration (Finance) and BSC in Computer Science and Statistics both from the University of Ghana, Legon. She is a proven Program Manager, PRINCE2 and Lean Six Sigma Green belt trained. She is experienced in strategic thinking and analytical skills with the ability to develop and execute complex strategic initiatives. Bernice Allotey joined Societe Generale Ghana in May 2008, from Barclays Bank Ghana (now ABSA Bank Ghana), where she worked for over 11 years. Over her 26 years experience in

the Banking industry, she has built strong expertise in Banking Operations, Business Process Management, Operational Risk Management, Project Portfolio Management, Project/Change Management, Information System Management, Information Security and has delivered and overseen strategic projects/change and transformation programs that cuts across all the various functions of the Bank.

Before taking on the role as the Chief Operating Officer, she was the Head of Organization and Projects, an executive management position she held from 2008 to 2018, overseeing the implementation of the bank's Strategic and Transformation Projects/Programs, supporting the Bank's Core Banking system as well as ensuring overall alignment of the organizational structures to the business strategy. She oversaw the implementation of the Bank's 2016 Transformation program which delivered an enhanced image for the Bank and its Branches. As the COO, her role involves a diverse range of responsibilities with direct oversight of the following departments: Organization and Projects, Information Systems & Technology, Information Security, Operations, Card Business, Logistics and Physical Security.

Angela N. Bonsu: Company Secretary General Manager. She is a Chartered Banker and a member of Chartered Institute of Bankers (Ghana). She holds a Master of Business Administration from the Middlesex University Business School, London and an honours degree in Law from the Birkbeck College, University of London. She is a professionally qualified member of the Institute of Directors Ghana. She holds an ACAMS Certification for Anti-Bribery and Corruption. She has rich professional experience in Company Secretaryship, Compliance, Corporate Governance, Business Integration, Global Employee Share Ownership Programmes, Legal Administration, Human Resource, and Project Management with over 20 years' experience working in various capacities. She previously had oversight responsibility for the Permanent Control Department. As the Company Secretary for a Bank listed on the Ghana Stock Exchange, she also has oversight responsibility for the Legal Department, Environmental & Social Management Systems, Sustainable Development & Corporate Social Responsibility.

Pierre Glemot: Chief Risk Officer. He has a Master's Degree in Economic Development and International Economics from Maxwell School, Syracuse University, Syracuse, New York, USA. He holds a Bachelor of Arts (Cum Laude) double major in Spanish and Economics from Millsaps College, Jackson, Mississippi, USA. He is an experienced professional in retail banking and risk management with a track record in diverse environments as well as proven strong adaptation and innovative capabilities. His experience and achievements include; extensive banking experience gained in diverse geographies, successful implementation of innovative ideas for cost optimization and process efficiency. Since joining the Societe Generale Group, he has held positions such as Risk and Collection Director, Societe Generale Burkina Faso; Risk Manager, Societe Generale France and Chief Risk Officer Societe Generale Serbia and

Executive Management Committee cont'd

Seabank, Vietnam. His other positions include Client Manager (International Companies) and SME Manager, SG Expressbank Bulgaria, Risk Director, SGMB Morocco, Corporate Trader and Credit Risk Analyst Societe Generale, France. He was appointed on 7 October 2022 after approval from Bank of Ghana.

Abena Asare-Menako: Chief Compliance Officer. She holds an MBA in Finance from The University of Leicester, U.K. and an MA in Financial Markets Law and Regulation from the University of Ghana, School of Law. She is a Chartered Banker and member of the Chartered Institute of Bankers Ghana. She is also a Chartered Marketer and member of the Chartered Institute of Marketing, UK. She completed her Bachelor of Arts Degree in Geography from the University of Ghana. Abena is a Certified Anti-Money Laundering Specialist (CAMS) and a Certified Global Sanctions Specialist (CGSS) certified by ACAMS. Abena is a consummate banking professional with over 18 years expertise garnered in various roles in the Bank. Her experience includes Training, Coaching and Resource Management, Retail and Business Banking, Sales and Marketing, Relationship Management, Payments, Project Management, Banking Operations, Operational Risk, AML and Compliance Risk Management. She possesses excellent interpersonal, analytical, and organizational skills with the ability to excel within highly competitive environments where leadership skills are the keys to success. She is an effective manager with the proven skills necessary to direct, train, and motivate human resource to its fullest potential while also possessing a strong capacity to focus on strategic intent with revenue generation and management of cost. She is responsible for the Bank's Financial Crime and Regulatory Compliance topics, ensuring the Bank complies with all relevant anti-money laundering regulations and all other regulatory obligations.

Catherine Johnson: General Manager Treasury and Global Markets. She holds a BSc Accounting Degree from Cardiff University in Wales and is a member of the Association Cambiste Internationale (ACI) based in Paris. She also holds a Master's Degree in International Securities, Investments and Banking from the ISMA Centre, Henley Business School, UK with a special focus on Financial Engineering and Fixed Income Solutions. She has over 20 years' extensive commercial banking experience both in Ghana and internationally. Her vast experience over the years cover areas of Strategy, Business Development, Treasury Management, Corporate Banking, Balance Sheet Risk Management and Market/Trading activities. She is currently in charge of managing the assets and liabilities structure of the bank and has direct responsibility for developing market/trading teams, products/solutions, funding and the general trading framework. She also manages key treasury relationships with the Regulator, Financial Institutions and Clients.

Obed Hoyah: General Manager Retail Business. He holds a Master of Science degree in Management from the University of Maryland University College (Graduate School of Management

& Technology) in Maryland, USA and a Bachelor of Science degree in Accounting from Rhode Island College, Providence, RI, USA. Obed is a seasoned banker who has worked in different capacities in the bank, as Head of SME, Pre-Recoveries, and Credit & Operational Risk before taking on a role at Retail Banking. He was the Project Manager for the RUBI Project, which transformed the structure of the network from an Operational organization to a Sales and Service outfit. He has over 20 years of experience in the industry both in Ghana and the USA, where he started his banking career.

Daniel Kwesi Sarpong: Head, Corporate Coverage. He holds a degree in Commerce from the University of Cape Coast, an International MBA from the Paris Graduate School of Management, Paris and is a certified member of the Chartered Institute of Bankers. Daniel began his career 22 years' ago as a Banking Officer with Merchant Bank Ghana Limited (now Universal Merchant Bank) in June 2000 and worked in the Bank's Kumasi and Bibiani branches as an operations officer. He left Merchant Bank in September 2003 to join Stanbic Bank Ghana Limited as a Manager in charge of Corporate and Investment Banking in Kumasi. In May 2011, he was appointed a Senior Manager in charge of Soft Commodities and Healthcare within Corporate and Investment Banking at the Stanbic Bank Head office in Accra. He joined Fidelity Bank Ghana Limited in July 2012 as the Head of Corporate Banking for the Northern Sector. In February 2015, he joined Societe Generale Ghana and served as the Deputy Head of Corporate Client Coverage and Head of Corporate Banking. Mr Sarpong was appointed Head of Corporate Client Coverage in September 2022.

Richard Amponsah: Head, Internal Audit. He is a Member of the Institute of Chartered Accountants (Ghana). He holds a Master of Business Administration (Finance Option) from Ghana Institute of Management and Public Administration (GIMPA) and a Bachelor of Science in Administration (Accounting) from the University of Ghana. Richard has over 18 years of expertise in internal audit, fraud investigation, project and change management, and microfinance administration within the financial services sector. Prior to joining Societe Generale Ghana in October 2008, he worked as a Compliance Assistant and Associate Credit Coordinator with ADRA Ghana. Previous roles held in Societe Generale Ghana include Head of Mission/Senior Internal Auditor, Project Manager and Internal Auditor. Mr Amponsah was appointed on 11 June 2024.

Lavana Gwira Tamatey: Head, Permanent Control. Lavana is a highly accomplished Banker with over thirty-three years of experience in Risk Management, Compliance, Retail Banking and Strategic Business Operations. With a solid academic foundation in Economics, English and Finance from the University of Ghana (B.A English & Economics; MBA Finance), she possess proven expertise in Operational Risk Management and mitigation, Retail Credit administration and monitoring, Customer Service and Marketing. She is adept at leading and managing cross-functional Teams, managing complex projects such as Banking software migration, and ensuring

Executive Management Committee cont'd

regulatory compliance. Her diverse skills set includes Branch Management, (Branch Manager for three distinct Branches), Branding strategy

(Head Marketing from 2010-2012) and strong analytical skills for credit risk evaluation and mitigation (Head Retail Credit Administration from 2012-2019). Currently, she is responsible for the level one Internal Control processes of the Bank that oversees Operational Risk Management, Business Continuity & Crisis Management; implementation of procedures and controls for efficient Banking Operations, Branch Operations Efficiency Management, Monitoring of Outsourced Service Providers and ensures compliance with regulatory/ Group standards in relation to KYC Quality assurance within the Bank.

Lawrence Ribeiro: Head, Logistics & Support. He holds a Post Graduate Diploma in Legal Studies from the Ghana School of Law, Executive Master of Business Administration (Finance option) from the University of Ghana, Legon and BSc Electrical/ Electronic Engineering degree from the Kwame Nkrumah University of Science and Technology. In the last 23 years, he has built extensive experience in enterprise IT management and service delivery. He is also experienced in Logistics and Estate management. He worked in various capacities as Head of Logistics and Support, Head of Data Centre Operations, Head of Network and System, Head of IT Security and Business Continuity Planning and Head of Information Systems and Technology.

Adwoa Asieduaa Ntirakwa: Head, Organisation & Projects. She is a product of the University of Ghana Business School with a BSc in Banking and Finance and a Master of Business Administration (Project Management Option) from the Ghana Institute of Management and Public Administration. She is also a professionally qualified member of the Chartered Institute of Bankers (Ghana) and a Certified Project Management Professional from the Project Management Institute (PMI). Adwoa is a Lean Six Sigma trained – Green Belt and a coach in Prism Methodology and has trained a number of staff members on the Prism Methodology. Adwoa has varied experience in banking in the areas of Retail Banking, Customer Relationship Management, Banking Operations, Sales, Change Management and Project Management. In her current role as the Head of Organization and Projects, she is responsible for the management of the Bank's Project Portfolio, Methods/ Procedures and Functional Support Team ensuring that projects are delivered for the Bank's Functional Teams in line with their Business strategy.

Elikplim Muzzu: Head, Marketing Communications and Quality. He holds a Master's Degree in International Affairs from the Legon Centre for International Affairs and Diplomacy, University of Ghana and a Master's Degree in Business Administration from GIMPA.

Mr. Muzzu is a seasoned marketing management, corporate communications and change management executive with 25 years proven record of growing lasting brands and managing

multi-million dollar projects across Ghana. With a passion for brands, a strong business judgement and interpersonal skills, he has successfully managed several client projects and brands on the local market and in the process, turned these brands into successful and profitable businesses. He has 15 years' experience in the Ghanaian banking industry and has held senior executive roles in United Bank for Africa (UBA) Ghana Limited and First Atlantic Bank Limited, where he was responsible for Marketing, Corporate Communications and Service Quality. He also worked at Barclays Bank Ghana Limited where he served as the Programme Manager for Brand and Name Change during the bank's brand transition to Absa Bank Ghana Limited.

BOARD CHAIR'S STATEMENT

Global Macro-economic Environment

Global economic growth in 2024 maintained its drive, with the January 2025 World Economic Outlook (WEO) report revising growth upwards from 3.2% to 3.3%. This development was driven by robust U.S. growth, increased activity in China, and steadiness in Emerging Market Economies, which offset weaker growth in the Euro Area. For 2025, global growth is expected to remain stable, reinforced by low inflation, steady employment growth, and favorable monetary policies. However, uncertainties related to trade protectionism and geopolitical issues may impact business and consumer confidence, potentially dampening the growth outlook.

Inflation in 2024 mimicked a downward trajectory, with most central banks approaching their targets. This decline was supported by low crude oil prices and the effects of earlier tight monetary policies. However, there are signs of underlying inflation in the services sector and tight labor markets. Global headline inflation is expected to fall further in 2025 and 2026, driven mainly by slower wage growth.

Global financial conditions eased slightly in late 2024 but remained tight overall. Policy rates stayed high due to slower-than-expected disinflation in some areas, rising long-term bond yields in advanced economies, and uncertainty about U.S. trade and immigration policies. In Emerging Market and Developing Economies, these tight policies and uncertainties have negatively impacted equity prices and investor sentiments. Looking ahead, financial conditions are expected to gradually ease as inflation decreases in the U.S. and Euro Area, potentially improving investor sentiments towards Emerging Market and Developing Economies.

Operating Environment

Domestically, economic activity was robust, with higher-than-expected growth in the first three quarters of 2024. According to the Ghana Statistical Service, real GDP grew by 6.3% annually during this period, compared to 2.6% in the same period in 2023. Non-oil GDP increased by 6.2%, up from 3.3%. This strong growth was primarily driven by gold production in the industry sector. The Bank's Composite Index of Economic Activity (CIEA) indicates that growth will remain strong in the fourth quarter of 2024, supported by international trade, increased bank credit to the private sector, construction activities, and tourism-related spending.

In 2024, the disinflation process slowed down mainly due to food price pressures. Inflation increased from 23.2% in December 2023 to 25.8% in March 2024, then steadily declined to 20.4% in August, but rose again to 23.8% in December, driven by higher food prices. These increases were largely due to dry weather conditions earlier in the year, which negatively impacted harvest yields. Conversely, non-food inflation steadily decreased in the last quarter, settling at 20.3%.



The banking sector remained profitable, well-capitalized, and liquid in 2024, with assets growing by 33.8%. The Capital Adequacy Ratio (CAR) with reliefs slightly increased to 14.0% in December 2024 from 13.9% in December 2023, while CAR without reliefs rose to 11.3% from 8.3%. Although profits increased compared to 2023, the growth rate slowed, moderating profitability indicators. Elevated credit risk remains a significant concern, with the Non- Performing Loans (NPL) ratio rising to 21.8% in December 2024 from 20.6% in December 2023. The sector's resilience was strengthened by improved domestic macroeconomic conditions.

The Ghana Stock Exchange had a strong performance in 2024, with the Composite Index (GSE-CI) rising by 56.2% year-on-year in December, compared to a 28.1% gain the previous year. This growth was driven by improved investor sentiments, a significant recovery in the profitability of listed financial institutions, and better market liquidity. Market capitalization increased to GH¢111.36 billion by the end of December 2024, up from GH¢73.89 billion in December 2023.

In 2024, prices of major export commodities showed mixed trends. Cocoa prices surged to \$10,869.1 per tonne in December 2024 from \$4,235.6 per tonne in December 2023, due to reduced supplies caused by adverse weather conditions affecting top producers like Cote d'Ivoire. Gold prices rose by 29.4% to \$2,641.5 per fine ounce from \$2,035.4 per fine ounce a year earlier. Conversely, crude oil prices fell by 5.3% year-on-year, averaging \$73.2 per barrel in December 2024, amid concerns over supply risks and the potential for increased supply in 2025.

The external sector position improved significantly in 2024 due to a higher trade surplus and reduced capital outflows. The current account surplus increased to \$3.8 billion from \$1.4 billion in 2023, driven by higher gold and crude oil exports and strong remittance inflows. Additionally, the net outflow in the capital and financial account decreased to \$588 million from \$733 million in 2023, reflecting Ghana's successful debt restructuring and the IMF ECF program. These positive developments led to an improved balance of payments surplus of \$3.1 billion, up from \$518 million in 2023.

Board Chair's Statement cont'd

The build-up of international reserves in 2024 was faster than expected. Gross International Reserves (GIR) rose to \$8.98 billion by the end of 2024, covering 4.0 months of imports and surpassing IMF program targets. This is a significant improvement compared to the end-December 2023 GIR of \$5.92 billion, which covered 2.7 months of imports.

The cedi faced recurrent pressures during the first three quarters of the year, leading to a 24.8% year-on-year depreciation by the end of the third quarter. This was due to increased foreign exchange demand for energy payments, uncertainties around external bond restructuring, COCOBOD financing, and election-related concerns. However, in the last quarter, the cedi regained some value due to commercial banks' participation in the gold purchase program for foreign currency, positive debt restructuring progress, and tight liquidity management. By the end of the year, the cedi had depreciated by 19.0% against the US dollar.

The medium-term growth outlook is positive, with GDP growth expected to increase to 3.4% in 2024 and 4.3% in 2025, driven by industry, services, private consumption, and investment. Inflation is projected to remain above the Bank of Ghana's target, at 20.9% in 2024 and 11.1% in 2025. The fiscal deficit is anticipated to widen slightly to 4.9% in 2024 before narrowing to 4.2% in 2025 as fiscal consolidation continues. The current account deficit is expected to increase to 1.9% in 2024 and 2.3% in 2025. The outlook faces challenges from fiscal consolidation efforts, the lingering effects of Russia's invasion of Ukraine, limited access to finance and foreign exchange, and global macroeconomic shocks. However, prudent macroeconomic management policies could help mitigate these risks.

Share Performance

The share price of the Bank in the year under review declined marginally by 4% as price decreased from GH¢1.57 at the beginning of the year to GH¢1.5 at the end.

Corporate Governance

Our Bank is committed to ensuring effective corporate governance and sound risk management, which are of fundamental importance in banking business. The Companies Act, 2019 (Act 992); The Banks and Specialised Deposit Taking Institutions Act 2016 (Act 930); the Bank of Ghana's Corporate Governance Directive 2018; the Securities Industry Act 2016 (Act 929); the Securities & Exchange Commission the Corporate Governance Code for Listed Companies 2020; The Bank of Ghana Risk Management Directive 2021; the Securities and Exchange Regulations as well as the Continuing Listing Requirements of the Ghana Stock Exchange provide us with the regulatory framework for ensuring effective corporate governance, anti-money laundering and combating financing of terrorism.

Outlook for the year 2025

For the year 2025, we will continue to deepen our stakeholder relationships by liaising with our customers, our communities and our regulators. We will continue to work in close liaison with the Bank of Ghana to strengthen our Regulatory Framework.

We will continue to manage and control all of our risks, that is credit, operational, cybersecurity, environmental, compliance and reputational; by strengthening our risk culture, sense of responsibility and ethical behavior. We will aim to achieve the high commercial and financial ambitions, manage the convergence of our systems, operations, use-cases and processes to streamline our costs over time and deliver an equivalent standard in the Bank. We will keep the customer at the center of our concerns as bankers, while maintaining the principles of ingenuity and pragmatism in the solutions we offer them to increase their satisfaction. We will continue and intensify the refocusing of our activities around Environmental, Social and Governance principles.

Acknowledgement

On behalf of the Board of Directors, I wish to express my sincere gratitude to all shareholders of Societe Generale Ghana PLC for your continued support and interest in the Bank. I also extend my appreciation to the Management and staff of our Bank for their untiring efforts during a very difficult year. My gratitude goes to my colleagues on the Board, I wish to say a heartfelt gratitude to our cherished customers for their unflinching support, loyalty and patronage. Together we are continuing to build Societe Generale Ghana PLC into the Preferred Banking Institution in Ghana.

Thank you for your attention.

**MARGARET BOATENG SEKYERE,
BOARD CHAIR**

MANAGING DIRECTOR'S REVIEW

I am pleased to share with you the progress and achievements made during 2024 and to share with you a review of our operations and the performance of your Company for the year 2024.

2024 Operating Results

Ghana's economic outlook for 2024 remained positive. As is typical in election years, year-end inflation rose slightly from 23.2% in December 2023 to 23.8% in 2024. The banking sector showed resilience in 2024, continuing its recovery post-DDEP.

Your bank reported a Profit After Tax of GHS 551,299,247, marking a 30% increase from 2023. However, Return on Equity (ROE) declined to 23% from 28% of the previous year, primarily due to a rise in shareholder's equity following a successful fixed asset revaluation.

Through effective cost optimization strategies, the bank reduced its cost-to-income ratio to 35% in 2024, from 39% in the prior year.

Additionally, the bank significantly reduced its long-term borrowing by 42% in 2024 while Total assets saw a 22% growth over the year.

Review of Operations for 2024

Human Resources Management

We reinforced our commitment to career management and talent development by strengthening our career meetings, ensuring that our workforce receives personalized guidance and development opportunities.

Our dedication to professional growth was further underscored by an impressive 11,392.25 training hours delivered throughout the year.

Consistent engagement with department heads ensured that our HR strategy remained fully aligned with the overall organizational and business goals.

In a landmark achievement for employee welfare, we inaugurated two groundbreaking facilities at our head office – the SG Ghana creche and the onsite clinic. These state-of-the-art facilities highlight our unwavering dedication to creating a supportive, family-friendly work environment.

Additionally, our focus on diversity and inclusion is evident in our workforce composition, with women comprising 45% of the overall workforce and 43% of our executive leadership.

Corporate Coverage Department

We started the year 2024 from where we left off in 2023, a business that was on a strong growth trajectory in terms of all its performance indicators. The macro- economic environment was still a difficult one with high interest



rates, a depreciating currency and high inflation. Despite these headwinds, we are thrilled to acknowledge that 2024 was another remarkable year for the corporate banking business. The business witnessed strong year on year growth in both the balance sheet and revenue lines. The gross loans and advances witnessed a year on year growth driven by strong overdraft utilization by our customers and the booking of major term loans to support capital projects of our customers. The substantial growth in the loan and advances book contributed to an increase in revenue and net banking income. These impressive growth in the loan book versus containment in our cost of risk is a testament to our matured credit risk culture as an organization.

In furtherance of the bank's commitment to supporting the small and medium enterprises, the bank signed a funding agreement with the Development Bank Ghana (DBG). This partnership allowed the bank to increase its loan disbursements to the SMEs at cheaper interest rates and for much longer tenors. Thanks to this collaboration, the bank successfully funded a Ghanaian owned state of the art toothpaste manufacturing factory in Kumasi and a baby diaper factory in Tema. We note with joy that these factories are fully operational, further cementing the bank's credentials in the structuring and financing of both complex and simple projects. The financing agreement with DBG in addition to our already existing risk sharing agreements with the Africa Guarantee Fund and Proparco completes the cycle in terms of our SME offering.

The Bank continues to commit resources in fulfilment of its environmental and social impact goals. In 2024, financing was provided for a solar project for a major retail chain at a cost of US\$1.28m, this was in addition to the investment of US\$10.4m on long term basis in a major plastic recycling project. It is worth remembering that the bank in previous years had committed more than US\$50m towards the establishment of the first Calcined Clay Clinker substitute factory in Tema. Sustainability principles is at the core of the bank's business model aligning with its Environment, Social and Governance commitments.

Managing Director's review cont'd

The year 2025 offers our business various opportunities to continue growing sustainably and profitably post the successful restructuring of both the domestic debt and Eurobonds by the Government of Ghana. We expect the new government to continue the fiscal consolidation, creating the conducive environment for private sector investment and economic growth. Confidence in the Ghanaian economy is gradually rebounding, and we expect that to create the right environment for additional capital expenditure in mining, agro-processing (in line with the Governments vision) and information & communication. Additional funds will be committed to strengthening our transactional banking capabilities underpinned by advanced technology.

Retail banking

The year began with a slight improvement in some macroeconomic indicators. Treasury Bill rates were high, inflation stayed above 20% and GRR remained marginally above 30% in the first half of the year and declined marginally in the second half of the year. Interest rates on loans were still in the mid to high 30s and this slowed down consumer loan production considerably in the first quarter. Retail Business embarked on a consumer loan campaign from March to June 2024. The campaign was highly successful as we achieved 137% of the campaign target. The success achieved came on the back of discounted interest rates, enhanced promotional activities and a strong commitment and dedication of our teams. We ended up growing our loan stock year-on-year by 21% and achieved our full year budget. This was after accounting for November and December production which are traditionally slow months due to client focus on impending holiday season.

On the deposit side, we maintained our targeted deposit campaign for the Affluent segment which allowed us to keep most of the funds held by this segment. The campaign was intensified in Q4 and largely focused on Term Deposits where competitive rates were offered to attract big ticket deposits. We were able to grow our local current account and savings accounts deposits by 30% and 22% respectively. The deposit stock for the Professionals and Small Business segment also recorded appreciable year-on-year growth of 28%. Overall, Retail Business recorded a 26% year-on-year deposit stock growth and exceeded the budget by 16%.

In addition to the above results on our key business KPIs, Retail also worked on the following during the year:

1. Launch of Mortgage Product

The Mortgage product was successfully launched in September 2024. A few requests were processed and disbursed in the first and second quarters of the year even before the product was launched. With the support of the Marketing and Communications Department of the bank, the product continues to receive the needed promotion and positioning in the market.

2. Branch closures and mergers

In our bid to optimize the operations of the branches network and enhance service delivery to customers, two branches were closed and merged with nearby branches. Kaneshie Market Branch and Takoradi Market Circle Branch were closed and merged with Kaneshie Branch and Takoradi Branch respectively. The closed branches, which were relatively small branches, were operating a walking-distance away from the nearby branches hence the decision to optimize the resources of the branches by merging them. The closures and mergers were done in June 2024 and there has been no adverse impact on the portfolios of the closed branches.

3. Reorganization of the Institutional Business Development Unit.

The setup of the Institutional Business Development unit (IBD) was reorganized into a relationship management team and paired with the Territorial Units. The reorganization was done to promote and enhance synergies with respect to sales activities across the Territorial Units and Branches using a relationship management model. To this end, we now have an IBD relationship manager attached to each territory, to work with the Branch Managers and Territorial Unit Heads in scouting for business as well as developing existing ones within their respective areas.

4. KYC Periodic Review & Bulk Account Closure

We continued with the KYC Periodic Review exercise in 2024. This has become a yearly activity structured to meet local regulatory requirements as well as group policies. Leveraging the good working knowledge and capacity built over the years, Retail Business successfully completed the exercise by the end of the year achieving 100% for the Individual High/Medium-High Risk and PSB clients.

Treasury and Global Markets

The Treasury strategy, structure and products were tailored to support the overall bank strategy of supporting real growth in the local economy. The ALM and Capital Management structures were extremely efficient in managing the underlying balance sheet risks and prudential ratios associated with the bank-wide strategy as well as external and domestic market conditions. This resulted in a very strong and resilient year-end balance sheet position with adequate buffers and contingencies, despite the turbulent macroeconomic environment of 2024. The trading arm of the bank is also supervised by Treasury and Global markets.

SG Ghana's market activities remain poised to provide appropriate hedges and solutions for its own book and that of its cherished customers.

Managing Director's review cont'd

Organisation and Projects

During the period under review, Organisation and Projects supported the Business with the implementation of various projects to promote efficiency in banking operations and improve of customer service.

The GFIM (Ghana Fixed Income Market) project, a Regulatory Directive from BOG was successfully launched to adopt the Ghana Fixed Income Market End of Day Pricing and to ensure the daily submission of Market Reflective Indicative prices. The Bank initiated the upgrade of the current version of the Core Banking System to mitigate obsolescence and include the functionalities for the implementation of the ISO Migration 2022, a regulatory requirement. The upgrade of the Core Banking System is in the User Acceptance Phase with 95% completion.

In order to enhance operational efficiency, the Bank closed the Market Circle Branch and merged the Branch's operations with the Takoradi Main Branch.

In the same vein, the Kaneshie Market Branch was closed, and its operations merged with the Kaneshie Main Branch. In complying with BOG Cyber Information Security Directive, the Bank through an External Audit obtained ISO 27001: 2022 and PCIDSS version 4.0 CERTIFICATION respectively.

A new Claims Management Tool was deployed to report and promptly address all customer complaints. All the frontlines and users were adequately trained and equipped to use the tool. To comply with the Bank of Ghana directive on localization of Card Datacenter by all Banks and Domestic Processing of Cards, the NI Migration project was launched to meet this Directive. The project is in the execution phase where the User Acceptance is completed with the physical cards. The Bank successfully implanted the Directive of the Dud Cheque from Bank of Ghana.

The Bank ensured strict adherence of the Directive. Other optimization and reorganization activities completed included the relocation of the KYC Team to create more space and enhance Operational Efficiency. The Loan process for the PSB Loans was reviewed to improve the Turn Around Time and enhance Operational Efficiency. The Institutional Business Development team which existed as Institutional Sales Team was restructured to become a full-fledged Business Development aligned along Territorial Units to work closely with our Branches aimed at driving sales across SG Ghana.

Information Technology

Compliance to Information Security standards remained a top priority to your Bank during the past financial year.

The Bank successfully maintained the certification to the Payment Card Industry Data Security Standard (PCI DSS) and ISO/IEC 27001:2022 Standard as required by the Bank of Ghana Cyber and Information Security Directive within the year.

In connection with Societe Generale Group objective, SG Ghana made tremendous progress to achieve compliance with the National Institute of Standards and Technology (NIST) Cybersecurity Framework by 2025. This reaffirms SG Ghana's continuous efforts to ensure the Information Systems and the Information Security Management System (ISMS) remain aligned with international information security best practices.

Your Bank continued to make significant investment in modern infrastructure solutions to maintain the resilience and stability of its IT systems. Notable among these is the implementation of Next Generation network devices and network bandwidth upgrade across the network for both primary and secondary links. As part of an ongoing process to further improve customer service delivery, staff were equipped with new workstations and other peripheral devices.

Operational Risk and Permanent Control

In the year under review, the Permanent Control Department continued to play a crucial role in strengthening the Bank's internal control framework. The department continued to maintain supervision across several vital areas: Operational Risk, Branch Permanent Supervision, Managerial Supervision, Business Continuity, and KYC Quality Assurance.

Under Operational Risk, a key priority for 2024 was the enhancement of the Bank's risk culture, achieved through an expanded training program across all branches and departments. Both virtual and face-to-face sessions were organized to improve employees' awareness of various operational risks, with particular focus on fraud detection, prevention, and managing incidents. In addition to fraud training, the department placed a strong emphasis on fraud investigations. Collaboration with stakeholders ensured a comprehensive response to reduce fraud incidents and enable full recovery. The increased focus on fraud awareness was backed by targeted sessions, ensuring that staff were equipped to handle fraud risks effectively. Additionally, specific training sessions addressed incidents stemming from execution errors and customer disputes. The training was guided by emerging trends, enabling the Bank to respond proactively to evolving operational risks.

The Operational Risk team focused on identifying and managing the inherent risks in everyday operations through the annual Risk Control Self-Assessment (RCSA) process.

The goal was to ensure that risks were properly assessed, mitigated, and aligned with the Bank's risk appetite, helping to improve internal controls and minimize potential operational losses. A significant area of improvement under Operational risk was attention to the management of Outsource Services Providers. The department conducted rigorous reviews of outsourcing contracts to ensure business continuity, compliance with service level agreements, and adherence to the Bank's risk tolerance levels.

For Branch Permanent Supervision, the operational efficiency and security of Branches were strengthened with regular on-

Managing Director's review cont'd

site missions. These efforts focused on enhancing branch-level oversight, increasing staff awareness of security protocols, and ensuring adherence to procedures, process and policies that govern Branch operations.

In 2024, Permanent Control placed significant emphasis on strengthening Managerial Supervision to ensure that deployed controls were both adequate and effective in addressing identified risks. Continuous reassessments were conducted to confirm that the controls in place were aligned with specific risk areas, ensuring their ability to mitigate these risks effectively. A key focus was on monitoring anomalies identified during reviews and ensuring that corrective actions were taken promptly. Regular interactions with control performers were implemented to provide clarity and guidance on addressing identified gaps. This approach fostered a culture of accountability and ensured that operational risks were mitigated in a timely and effective manner.

The Bank's Crisis Management and Business Continuity Plan (BCP) was further tested in 2024, with simulations that examined the Bank's ability to respond to crisis scenarios. The Business Impact Analysis was revisited to identify and prioritize critical functions and IT applications that needed safeguarding during emergencies. The KYC Quality Assurance framework was also enhanced, following a meticulous approach in line with the Bank's Know Your Customer (KYC) and Anti-Money Laundering (AML) guidelines. This contributed to improved client file quality and strengthened the Bank's defenses against financial crimes, including money laundering and terrorist financing. In summary, 2024 saw significant progress in strengthening the Bank's internal control system. Through enhanced training, increased fraud awareness, and rigorous operational risk management, the Bank has reinforced its resilience in a rapidly evolving banking environment, further reducing residual risks and fostering a culture of risk awareness across all levels of the organization.

Marketing, Multi-Channel and Quality Review

In 2024, the Marketing, Communications, and Quality (MCQ) Department continued its strategic growth trajectory, reinforcing its commitment to delivering impactful communication, innovative marketing campaigns, and fostering sustainable partnerships. This year was marked by notable achievements in product promotion, digital engagement, and community involvement.

Major Campaigns and Product Promotions

1. Visa Cards Usage Campaign

The department successfully launched an aggressive Visa Card usage Campaign aimed at encouraging customers to use their SG Ghana Visa Cards for payments on POS terminals and online platforms. This campaign effectively increased in card usage while enhancing customer interaction with the bank's digital payment solutions.

2. Yateso Biom Loans Campaign

Building on the success of the previous year's Yateso Loan campaign, the MCQ department in collaboration with Retail Business, introduced the "Yateso Biom" Loans Campaign with further reduced interest rates. This aggressive pricing strategy attracted a surge of new and existing customers, leading to the campaign exceeding its initial performance targets.

3. Connect Subscription Campaign

MCQ executed the Connect Subscription Campaign to encourage customers to download and actively use the SG Ghana Connect app. The department also collaborated with the Payments Department to launch an internal challenge that incentivized staff to promote increased usage of the Connect app. These initiatives significantly contributed to the overall growth in app download and usage.

4. Visa Cashback Campaign

To ensure we adequately reward our customers for their loyalty, the department embarked on an End of Year Visa Cash back campaign which provided customers with cashback anytime they shopped with their SG Ghana visa cards. Over four thousand (4,000) customers were rewarded during the campaign.

5. Corporate Client Engagement and Sustainability Initiatives

Sustainable Finance Partnerships

MCQ played a pivotal role in supporting the corporate banking division by organizing high-profile signing ceremonies for sustainable financing initiatives. Notable partnerships included agreements with Polytanks Ghana Limited, and the Melcom Group. These partnerships underscore SG Ghana's dedication to responsible investing and promoting sustainable development goals. By leveraging expertise in renewable energy finance, SG Ghana empowered clients like Melcom Group and Polytanks Ghana Limited to achieve sustainability objectives while ensuring long-term value.

6. IFC Partnership for SME Growth

MCQ organized a key stakeholder signing event that saw Societe Generale Ghana finalize a USD 25 million facility agreement with the International Finance Corporation (IFC). This agreement aims at significantly boosting support for small and medium-sized enterprises (SMEs) across Ghana over the next five years. This partnership underscores IFC's recognition of SG Ghana's pivotal role in financing the real economy and its commitment to fostering SME growth.

Managing Directors Review cont'd

7. Product Launches and Event Support

Mortgage Product Launch

We launched SG Ghana's latest product, the SG Ghana Home Sweet Loan, aimed at transforming home ownership in Ghana. The Home Sweet Loan mortgage product offers customers affordable, flexible, and accessible home financing solutions. The launch event, held at the Bank's Head Office, brought together various stakeholders in the Ghanaian real estate industry. Distinguished attendees included Mr. Aymeric Villebrun, Deputy Head of the International Retail Banking, African, Mediterranean Basin, and Overseas (AFMO), stakeholders in the Ghanaian real estate industry, and customers of the bank. The department provided comprehensive communication and branding support for this major product launch, ensuring its strong market positioning and successful introduction to the public.

- SG Woman Club Launch

MCQ championed the launch of the SG Woman Club, a strategic initiative aimed at empowering women through tailored financial solutions and networking opportunities. The SG Woman Club offers a tailored financing package catering to corporate women, entrepreneurs, and Micro, Small and Medium-sized Enterprises (MSMEs). Beyond financial support, the initiative seeks to equip women with essential business development skills and financial literacy to foster their growth and success.

- Jazz Festival Sponsorship

By delivering branding and communication support for the Jazz Festival, the department reinforced SG Ghana's association with premium cultural events, expanding the bank's presence within upscale social circles.

8. Entrepreneurial Engagement and Knowledge Sharing

- Home of Business Catalyst Series

Two successful seminars were hosted under the Home of Business Catalyst Series, fostering engagement with small and medium-sized enterprises (SMEs) and positioning SG Ghana as a strategic business partner for players within the industry.

9. Operational Excellence and Customer Experience

Customer Service Week Celebration

MCQ orchestrated a vibrant Customer Service Week, managing creative communications, voting processes, and post-event feedback. The event achieved 90% staff participation and rewarded customers with branded souvenirs while recognizing outstanding staff contributions.

10. Process Improvement – Cheque book Processing

In-depth research conducted throughout the year identified bottlenecks in the production and delivery of cheque books. Implementing actions from these insights led to a significant reduction in branch processing time from 6 days to 2 days, achieving a remarkable 68.36% improvement in turnaround time (TAT).

In 2025, the MCQ Department aims to build on these accomplishments by further exploring innovative marketing strategies, expanding sustainable partnerships, and continuously enhance customer experience. The department remains committed to supporting the bank's growth agenda and reinforcing its brand leadership in Ghana's financial sector.

Corporate Social Responsibility

Environmental transition continues to be prioritized in the Group's CSR ambition and we, at SG Ghana, uphold to the latter the vision of the Group in this regard. We are on the set trajectory to reducing our direct carbon footprint by 2030.

A good number of projects and initiatives were actioned in the year under review to strengthen our resolve to keep to the target and set road map on our sustainable development goals and our responsible employer policy.

In terms of Governance, SG Ghana CSR policy was amended to reflect the new CSR direction to include environmental initiatives and biodiversity in the eligibility criterion.

To build capacity and integrate the CSR strategy and for the full buy in of all, The CSR team joined the Corporate Coverage yearly strategy session to discuss the Plan and synergies to drive the global agenda.

The Bank in the year organized several CSR trainings to strengthen staff understanding and appreciation of the new CSR direction. The my e-Learning recorded 99% success in participation with the 1% deficit occurring due to maternity leave, or staff who had exited the Bank.

The Bank under its CSR/ESG mandate planned and embarked on a tree planting exercise. This was done at Accra High School, an institution identified and selected due to proximity aligning with our priority to ensure our immediate environs and neighbours feel the impact of our sustainable development agenda. This was done in collaboration with a team from the Forestry commission, staff of the Office of the President responsible for the UN SDGs and the staff and students of the School. The Science club was capacitated with rakes, watering cans, bins and gloves to ensure continued care and maintenance of the over 50 seedlings of fruits and shading trees planted.

This laudable initiative was done exclusive of the national green day which we support yearly by procuring seedlings to

Managing Directors Review cont'd

help the Forestry Commission in their afforestation mandate.

At SG Ghana we believe in the simple things that makes a huge difference! Environmental responsibility is not to wait for the big and enormous actions which also matter but we demonstrate that the little things do count. Tree planting promotes carbon sequestration which reduces the Green House Gas emissions in our environment.

As part of the little steps that matter, the Bank organised an ESG Health Walk to create awareness on the 17 UN SDGs. Understanding the strength in partnership we embarked on this exercise with some key clients of the bank and advocates of environmental degradation and afforestation. These included staff and MD of Nestle Ghana, Senior management of Mohinanni group, a team from the Office of the President responsible for the UN SDGs, Pickers Association, students and staff of Accra High School and the Buzstop Boys (A non-profit indigenous Ghanaian group of youth committed to cleaning the cities of Ghana)

This activity was done in two days, with day 1 focused on the desilting of a choked gutter on the Ringway road, opposite the Ghana Broadcasting Corporation. A donation of about GHS 10,000 was made in the form of wheelbarrows, wellington boots, reflector jackets, rakes and gloves to support the sanitation efforts of Buzstop Boys. Day 2 being the healthwalk which included the picking of plastic waste along the healthwalk route, involved more staff. To drive the agenda of financial inclusion and diversity, the SG Woman was launched in fulfilment of the Bank of Ghana (BOG) Sustainable Banking Principle 4 on gender and Principle 5 on financial inclusion.

The CSR budget was prudently disbursed, and activities were generally along the lines of donations, public relations, sponsorships and patronage. Some notable CSR activities in 2024 are listed below:

- Numesua Borehole: The project saw to the siting of a mechanical borehole in the Numesua traditional Area in Kumasi, Ashanti Region. The borehole strategically sited between the main Community Health Planning and Services (CHPS) compound facility and the Numesua MA Primary school will serve some 500 indigenous people with no access to potable water from Ghana Water Company Limited.
- Kodie Borehole sited in Kodie MA primary and JHS to serve the school of over 2000 students. The launch saw the attendance of the District Chief Executive (DCE) and other key dignitaries of the locality who were thrilled to have this project unveiled due to its socio-economic importance.
- The Bank sponsored the Breath of Hope Foundation to procure portable Oxygen devices that was donated to the Mamobi Children's Hospital to curtail the rise of

infant mortality due to lack of oxygen devices in neo-natal emergency blocks of children's hospitals. Further on promoting Arts and Culture, the Bank sponsored the 2024 Jazz festival organized by Alliance Francaise to bridge the gap in diverse cultures and promote unity.

- The Bank sponsored the CIB/Ghana Association of Bankers -Financial Literacy program facilitation at Legon, with Head-CSR facilitating a session on financial literacy and understanding money.
- Also taking part in plenary session organized by world vision to reiterate the importance of partnership in executing the new environmental, requirements under CSR.

The Bank spent a total amount of GH¢ 1,018,979 on its various corporate social responsibility initiatives.

Compliance Department

The Compliance Department of Societe Generale Ghana has remained pivotal in ensuring that, despite the ever-changing trends in the Ghanaian banking industry, the Bank, Board and Management, its Stakeholders and Staff are continually guided and focused in ensuring exposure to reputation risk and adherence to regulatory requirements, ethical standards and professional conduct are maintained at optimal standards. SG Ghana offers as a key element of its mission a responsibility and commitment to its stakeholders to maintain rigorous standards of banking. It maintains its reputation, and as one of its unique selling points, a culture which respects and offers continued adherence to local and international regulations.

This assures our valued clients of the security of their investments and operations especially in these turbulent financial times. This also minimizes the risk of regulatory sanctions and guarantees the ease of business in the international markets, resulting in the continued sustainability and growth of the investments of the bank's shareholders, clients and partners.

In 2024, the Compliance Department continued implementing its mandate in deepening the compliance culture in the Bank. The department placed premium focus on ensuring adherence to Internal and external regulations, through the respect of internal policies, instructions, procedures and guidelines. This was partly achieved through mandatory trainings of the Board, Management and Staff of the Bank, extensive compliance risk assessments conducted and prompt completion of mitigation actions and ensuring adherence to the code of conduct in ensuring staff integrity through maintaining high ethical standards.

The Bank and Department have been subject to various internal and external audit missions that have asserted the Bank's robustness and commitment towards maintaining high standards of compliance. The department continues to focus

Managing Directors Review cont'd

on providing guidance to the Bank on key compliance issues within the scope of Financial Crime and Regulatory Compliance with primary focus on KYC, S&E, AML/CFT&P, Data Protection, Market Integrity, ABC/COI, ESG, Tax Transparency, Client Protection and Regulatory Reporting themes in line with its mandate.

Ensuring that each of us behaves with integrity on a day-to-day basis is fundamental. This is the focal point of our business as responsible employees of Societe Generale Ghana, and the focal point of our ambition to be a relationship- focused bank driven by our clients' trust. In a competitive and fast-moving environment, where technologies are changing our businesses and the economy, and where the regulatory authorities and our customers are demanding greater transparency, higher ethical standards, and increased dialogue, it is our culture that will make us stand out. This culture, which is based on a shared history, and on common values, rules and behaviors, unites us and guides us in the way we do business. It is by acting in an ethical and responsible manner and by applying the commitments of our Code of Conduct that we will be acting in the interests of the Group, the Bank SG Ghana its employees, customers and shareholders, and its long-term reputation.

Each of us always adheres to all agreements, Directives and Instructions in force within the Group. Everyone demonstrates loyalty and fairness and fosters good relationships with our colleagues. They undertake to act in accordance with our

Group's values. Everyone ensures that the activities dependent on them are conducted in accordance with our Group's existing policies and procedures as regards the protection of health, safety and the environment. Each of us takes the social, economic and environmental consequences of our decisions into consideration.

Over and above compliance with laws and regulations, everyone acts with integrity both inside and outside the company when they are representing it. Restraint is to be exercised when making statements on any Group/SG Ghana related matter outside of the Group/SG Ghana. Everyone contributes toward the implementation of our best practices and co-operates with the internal audit and control processes diligently and transparently.

Appreciation

I would like to thank the Board, Management, Staff and all stakeholders for efforts made in 2024. I would like to take this opportunity to express my gratitude to the Executive Committee members for all the hard work undertaken during the year. I would like to end by thanking again, the Board of Directors, Management and every member of staff for their individual and collective contribution to the organic growth of the Bank.

Hakim Ouzzani
MANAGING DIRECTOR

SOCIETE GENERALE GHANA PLC REPORT OF THE DIRECTORS

The Directors in submitting to the shareholders the financial statements of the Bank for the year ended 31 December 2024 report as follows:-

	2024 GH¢	2023 GH¢
The Bank recorded net profit before taxation	838,400,952	661,589,240
From which is deducted taxation of	(287,101,705)	(236,786,258)
Giving a net profit after taxation of	551,299,247	424,802,982
There was transfer to statutory reserves of	(68,912,406)	(106,200,745)
Leaving a profit for the year after taxation and transfer to statutory reserves of	482,386,841	318,602,237
When added to the opening balance on the income surplus account as of 1 January of	559,157,835	240,555,598
From which is deducted final dividend paid of	-	-
It leaves a closing balance on the Income Surplus account of	1,041,544,676	559,157,835

Statement of directors' responsibilities

The Directors are responsible for preparing financial statements for each financial period, which give a true and fair view of the state of affairs of the bank at the end of the period and of the profit or loss of the bank for that period. In preparing those financial statements, the directors are required to:

- Select suitable accounting policies and then apply them consistently.
- Make judgments and estimates that are reasonable and prudent.
- State whether applicable accounting standards have been followed subject to any material departures, disclosed and explained in the financial statements.
- Prepare the financial statements on a going concern basis unless it is inappropriate to presume that the company will continue in business.

The Directors are responsible for ensuring that the company keeps accounting records which disclose with reasonable accuracy the financial position of the company and which enable them to ensure that the financial statements comply with the Companies Act, 2019 (Act 992) and the Bank and Specialized Deposit Taking Institutions Act, 2016 (Act 930) and International Financial Reporting Standards. They are responsible for safeguarding the assets of the bank and hence for taking steps for the prevention and detection of fraud and other irregularities.

The above statement should be read in conjunction with the statement of the auditors' responsibilities on pages 59-60, which is made with a view to distinguishing, for shareholders,

the respective responsibilities of the Directors and the Auditors in relation to the financial statements.

Objective of the Company and Nature of Business

Societe Generale Ghana PLC is a public limited liability company incorporated under the Companies Act, 2019 (Act 992). The company which is a Bank is listed on the Ghana Stock Exchange and is registered with the Ghana Investment Promotion Centre. The Company is licenced by the Bank of Ghana as a Universal Bank (Class 1 No 215) in Ghana under the Banks and Specialised Deposit Taking Institutions Act, 2016(Act 930).

Holding company

The Societe Generale Group through its wholly owned investment subsidiary SG Financial Services Holding owns 60.22% of the issued capital of the Company, thus making Societe Generale Ghana PLC a subsidiary of the Societe Generale Group.

Investments

SSB Investments Limited, a company incorporated in Ghana to manage the equity investments of the Bank is a wholly owned subsidiary of the Bank. The nature of the business which the company is authorized to carry on are:-

- to carry on the business of an investment company and for that purpose to acquire and hold either in the name of the company or in that of any nominee, shares, stocks, debentures, bond notes and securities issues;
- to take over and manage all investments of the Bank;
- to do all such other things which may seem to the

Report of the Directors cont'd

company's directors to be incidental or conducive to the achievement of the objects.

The Bank in 2003 indicated its intention to disinvest in SSBI in line with its policy and strategy, to liquidate SSBI and refocus on core business. The directors of SSBI at the time by a resolution dated 6 August 2003 resolved that the entire portfolio of investments held by SSBI be disposed off. SSBI has been inactive for a long time now since almost all of the investments which were held under it had been sold.

In order to comply with Section 73 (3) of the Banks and Specialized Deposit Taking Institutions Act, 2016(Act 930) which provides that a Bank or Specialized Deposit Taking institution shall not invest or hold investments in the share capital of a body corporate other than a subsidiary of that bank or specialized deposit taking institution that represents more than 5% interest in the body corporate, the following action was taken.

The Board of Directors of the Bank at a meeting held at Yaoundé in Cameroun on 1 December, 2017 notice of which had been duly given, authorized the transfer of its 10% shares in Advans Ghana Savings & Loans to SSBI (shareholding stands at 6.22% as at 31 December 2024).

The certificate for the transfer of Shares to SSBI was obtained in 2018. To achieve full convergence with Act 930, the Bank is currently working on operationalising SSBI to comply with IFRS Accounting Standards and Regulatory Reporting.

The Bank has therefore put in place processes to make SSBI operational and functional in order to be able to use it as a vehicle to hold all its other investments that exceed the regulatory 5% threshold.

On 4 November 2019, the re-registration process was completed at the Registrar Generals Department and SSBI was issued with a Registration Number CS241862019; a Tax Identification Number C003107913X, a Certificate of Incorporation and a Certificate to Commence Business. An application is pending with the Bank of Ghana seeking their approval to fully operationalize SSBI.

Stated capital

The Bank has complied with the minimum stated capital requirement for universal banking as directed by the Bank of Ghana

Changes in Board of Directors and Senior Management

Re-election of Directors

In accordance with Section 88 (1) of the Constitution of the Bank, there will be re-election of directors.

Election of directors

Pursuant to Section 72(1) of the Constitution of the Company, there will be election of a director.

Changes in Senior Management

Resignations

Mr. Francois Pousse: Deputy Managing Director, Commercial's term of contract came to an end.

Mr. Felix Adjaku: Chief Finance Officer resigned during the year.

Mrs. Mildred Caesar: Head, Human Resource Management resigned during the year.

Appointment

Mr Richard Amponsah: He was appointed Head, Internal Audit after approval from Bank of Ghana on 11 June 2024.

Directors' Interest

None of the Directors had a material interest in any contract of significance with the Bank during the year.

Interest Register

The Board of Directors duly approved a Conflict of Interest Policy. The Directors maintain an up-to-date register for documenting and managing conflict of interest situations in the Company. During the year no interest was registered.

Building the Capacity of Directors

There were steps taken to build the capacity of the Directors to discharge their duties during the year. These include participation in training and capacity building sessions organised by the National Banking College on Corporate Governance. The dates for the training sessions were 8 January 2025, 9 January 2025 and 10 January 2025. The Directors were also trained on Anti-Money Laundering and Combatting Financing of Terrorism during the year.

Dividend

Subject to regulatory approval, the Board may declare dividends.

Bonus Shares

There has been no proposal for the issue of bonus shares during the year under review.

Environmental Social Governance Report Introduction

Societe Generale Ghana PLC (SGGH), a subsidiary of the Societe Generale Group, operates in Ghana and recognizes the crucial role of the banking and financial sector in economic development. The bank remains committed to responsible business practices. This report outlines its dedication to sustainable development and the progress made in implementing its policies and procedures.

Report of the Directors cont'd

Environmental and Social Management Systems (ESMS)

Societe Generale Ghana PLC introduced the Environmental and Social Management Systems (ESMS) General Guidelines in 2013, emphasizing the economic, environmental, and social implications of its operations. In July 2014, the Board of Directors approved the ESMS Programme, which has been operational since, with new updates and reviews introduced. The ESMS General Principles are derived from legal and regulatory frameworks relevant to the bank's activities and are executed through tailored processes and procedures. These General Principles guide the assessment of clients that may not be covered by a specific sectorial policy.

To manage Environmental & Social (E&S) risks, the bank employs two primary processes:

1. Client E&S risk management process.
2. Dedicated transactions/services E&S risk management process.

In 2024, 92% of files were assessed based on Client criteria, while 8% followed Transaction criteria.

Societe Generale Ghana being part of the Societe Generale Group, upholds the values and principles of several key international frameworks, including:

- The Universal Declaration of Human Rights and associated covenants.
- Major Conventions of the International Labour Organization.
- The UNESCO Convention on World Cultural and Natural Heritage Protection.
- OECD Guidelines for Multinational Enterprises.
- The UNEP Finance Initiative.
- The UN Global Compact.
- The Equator Principles.

Compliance with these legal and regulatory obligations requires Societe Generale Ghana to avoid financing transactions linked to certain goods and services that conflict with these commitments. The bank maintains an internal Exclusion List and Identification List to ensure compliance.

Environmental and Social Policies at Societe Generale Ghana

The Environmental and social (E&S) and Cross-sectorial policies establish specific standards for addressing E&S issues affecting multiple sectors (e.g. biodiversity, climate change) and those deemed sensitive (e.g. Oil & Gas, Mining). These policies align with best international practices.

Current sector-specific E&S policies include:

1. Mining sector policy
2. Agriculture, fisheries and food sector policy
3. Biodiversity sector policy
4. Dams and hydropower sector policy
5. Defense & security sector policy
6. Forestry and forest products sector policy
7. Oil and gas sector policy
8. Shipping sector policy
9. Thermal coal sector policy
10. Thermal power sector policy
11. Palm oil sector policy
12. Civil nuclear power sector policy
13. Tobacco sector policy

Sustainable Banking Principles

Societe Generale Ghana signed unto the Central Bank of Ghana's Sustainable Banking Principles in November 2019 and has since made significant strides in implementing them.

Principle 1: Identify, measure, mitigate and monitor environmental and social risks in business activities. Identify environmental and social opportunities in business activities

The bank has established robust frameworks to support and train staff in managing E&S risks. While the E&S unit builds capacity on more specific ESG trainings like the ESG Certification from the Chartered Institute of Bankers, all staff are enrolled in mandatory trainings on ESG related topics achieved a completion rate of 97%. Topics included;

1. CSR: history, standards, and opportunities
2. Understanding sustainable finance and its regulations
3. Understanding the environmental crisis
4. Societe Generale Group CSR Strategy
5. Protecting biodiversity: what is at stake for Societe Generale

These equip staff with the necessary knowledge in identifying E&S risks and opportunities through credit appraisals, backed by an industry-standard ESMS Policy and Procedure.

Principle 2: Promote good environmental, social and governance practices in internal business operations.

The bank has a roadmap to reduce carbon emissions by 50% by 2030. Further details are available under Societe Generale Ghana's Commitment to Sustainable Practices.

Report of the Directors cont'd



Principle 3: Promote good corporate governance and ethical standards

The bank's governance framework includes several committees and policies, such as:

1. Corporate Governance System
2. Compliance Framework
3. Audit Charter
4. Credit Risk Committee
5. Operational Risk Committee
6. Responsible Commitment Committee (CORESP)
7. Staff Committee
8. New Products Committee
9. Internal Regulations and Board of Directors

Societe Generale Ghana enforces policies on anti-bribery and corruption, and ethical conduct. In 2019, the bank launched a program targeting staff susceptible to corruption risks,

achieving a 100% training completion rate for "Most Exposed Persons" (MEPs) in 2024.

It is the desire of the bank to promote good corporate governance and ethical standards among staff and mandatory trainings are organized for all staff occasionally on such topics.

For 2024, trainings included;

1. Fight against corruption
2. Ethics and conduct
3. Tackling inappropriate behavior
4. Combating the financing of terrorism

Principle 4: Promote gender equality

The bank continues to promote gender equity across all hierarchies. The female-to-male ratio for Senior Management increased from 24% in 2023 to 27% in 2024, while Middle Management retained a female majority (>50%) for the second consecutive year. In all but one level of the bank's hierarchy, the bank achieved at least 30% of female representation.

Level	Female	Male	Total
Board	36%	64%	100%
Executive Mgt.	43%	57%	100%
Senior Mgt.	27%	73%	100%
Middle Mgt.	51%	49%	100%
General Staff	47%	53%	100%

One important step in gender equality was the implementation of 5 Days paternity leave for staff. This is part of efforts to improve work-life balance, diversity and inclusion and support employees and their growing families.

Principle 5: Promote financial inclusion

The bank is addressing the financing gap between men and women by developing a Market Segment and Classification for women-led businesses. This was implemented in 2024.

Principle 6: Promote resource efficiency and sustainable consumption and production

The bank is actively working towards commitments in biodiversity conservation, deforestation prevention, and the Paris Agreement, engaging international consultants to support its customers' energy and climate transition. A pilot project was started in 2024 to integrate solar power into the energy mix of branches. When completed, this will reduce dependence on the national grid by 40%.

Report of the Directors cont'd



Principle 7: Reporting

Societe Generale Ghana reports to International Financial Institutions and the Bank of Ghana under these Sustainable Banking Principles. This annual report publication marks a continued commitment to transparency and improvement in environmental and social performance disclosures.

Other Notable Activities in 2024

1. Operationalization of SGGH Sick Bay - 10 May 2024
2. Q2 Catalyst Series Workshop - Raising awareness of biodiversity, practices and respect for biodiversity within SMEs.- 21 May 2024
3. Departmental Trainings on ESMS - 103 SGGH staff from Compliance, Logistics, Risk, Retail and Corporate Departments participated in 5 virtual meetings and 1 in-person meeting between 16 and 29 May 2024.
4. Tree Planting Initiative at Accra High School - 28 June 2024.



Societe Generale Ghana's Commitment to Sustainable Practices: A Path to a 50% Reduction in Carbon Emissions by 2030.

Societe Generale Ghana has set an ambitious target to cut its carbon emissions by 50% from the baseline of 1597kg in 2019 to 799kg by 2030. This commitment reflects the bank's dedication to environmental sustainability and aligns with global efforts to combat climate change. To achieve this goal, Societe Generale Ghana has outlined three key objectives aimed at fostering a culture of awareness and responsibility among its staff.

Objective 1: Raise Awareness Among All Staff - Societe Generale Ghana recognises the pivotal role that employee awareness plays in achieving sustainable practices. The first objective is to raise awareness among all staff members about the environmental impact of the bank's operations and the importance of reducing carbon emissions. Through targeted communication campaigns, workshops, and training sessions, employees will gain a deeper understanding of the broader environmental issues and the specific role they play in achieving carbon reduction targets.

Report of the Directors cont'd

Objective 2: Educate Staff on Societe Generale Ghana's carbon-emitting activities - To effectively reduce carbon emissions, Societe Generale Ghana aims to educate its staff on the specific activities within the organization that contribute to carbon footprints. This involves a transparent and comprehensive review of the bank's operational processes, energy consumption, and other relevant activities that result in carbon emissions. By fostering an understanding of the carbon-intensive aspects of the business, employees can actively engage in finding innovative and sustainable solutions.

Objective 3: Explain Strategie's to Reduce Carbon Footprint - Empowering staff with knowledge is only the first step; Societe Generale Ghana is committed to providing practical strategies to reduce carbon footprints. This involves implementing energy-efficient technologies, optimizing resource usage, and promoting eco-friendly practices within the workplace. The bank will encourage the adoption of sustainable habits both in and out of the office, empowering employees to contribute to the overall carbon reduction efforts.

Societe Generale Ghana's proactive approach to reducing carbon emissions is a commendable step towards environmental responsibility.

By fostering awareness, educating staff on carbon-intensive activities, and implementing practical strategies, the bank

aims not only to meet its carbon reduction target but also to create a sustainable corporate culture that positively impacts the environment. This initiative demonstrates Societe Generale Ghana's commitment to being a responsible corporate employer and contributing to the global fight against climate change.

Conclusion

Societe Generale Ghana PLC considers the economic, environmental, and social consequences and impacts of its activities and is committed to conducting its activities in a responsible way. The bank has made significant progress in implementing its Environmental and Social Management Systems (ESMS) and Sustainable Banking Principles. These efforts have enhanced risk management procedures, protected value creation over the long term, and unlocked additional strategic opportunities for the entire business community in Ghana.

We will continue building together with our clients, a better and sustainable future through responsible and innovative financial solutions.

Corporate Governance Report

Corporate Governance Report Corporate Governance Directive by Bank of Ghana

The Corporate Governance Directive 2018 issued by the Bank of Ghana under the powers conferred by Sections 56 and 92 of the Banks and Specialised Deposit Taking Institutions Act 2016, (Act 930) requires Regulated Financial Institutions to adopt sound corporate governance principles and best practices to enable them undertake their licensed business in a sustainable manner to promote the interest of depositors and other stakeholders by enhancing corporate performance and accountability of the Regulated Financial Institutions and to promote and maintain public trust and confidence in Regulated Financial Institutions by prescribing sound corporate governance standards which are critical to the proper functioning of the banking sector and the economy as a whole. The Bank of Ghana issued the Corporate Governance Disclosure Requirements in May 2022.

Sound Corporate Governance Standards

The Board of Directors of the Bank have overall responsibility for the Company including approving and overseeing the implementation of the strategic objectives, risk strategy, corporate governance and corporate values. The Board is responsible for appointing and providing oversight of Senior Management. These responsibilities are set out in the formal Charter of the Board. The Board Charter was updated in 2024. The Board ensures that a well-structured and rigorous selection system is in place for the appointment of Key Management Personnel through the Recruitment Policy of the Bank and the Board validates the nominations of Key Management Personnel prior to submitting same to the Bank of Ghana for approval.

Annual Certification

In compliance with Bank of Ghana's Corporate Governance Directive for certification within 90 days, at the beginning of each financial year, the Board of Directors of the Company certify general compliance with the Directive. The Board further certifies that:

- i. the Board has independently assessed and documented the corporate governance process of the Bank and has generally achieved its objectives;
- ii. the Directors are aware of their responsibilities to the Bank as persons charged with governance.
- iii. the Board further confirms that it shall report any material deficiencies and weaknesses that have been identified in the course of the year along with action plans and timetables for the corrective action by the Board to the Bank of Ghana.
- iv. the Board of Directors have received training by the Ghana National Banking College on Governance and Directors Responsibilities for 2024.

The Securities and Exchange Commission Ghana (SEC) Corporate Governance Code 2020

The SEC Ghana issued a Corporate Governance Code on 8 October 2020. The Code applies to all companies whose securities are listed on the Ghana Stock Exchange (GSE). Societe Generale Ghana PLC, a company that is listed on the GSE, had to comply with the Code by October 2021. With the implementation of the Bank of Ghana Corporate Governance Directive 2018, the Bank is already compliant with most of the sections of the SEC Code. The Board Charter was updated in 2024. It will be published on the Bank's website. The role and responsibilities of the Board as spelt out in the Code is described in the Board Charter. The Board appointments policy and remuneration policy shall also be in the Board Charter.

The Board shall reflect the company's broad shareholding structure. The Board shall identify one independent Non-Executive director who shall be responsible for relations with minority shareholders.

No person shall hold more than 3 directorships in any listed company at any one time. All directors shall be required to submit themselves for re-election. The Board shall adopt a clear succession plan for its Chair and Chief Executive Officer and other senior executive officers.

Independent Non-Executive Directors shall be required to chair all Board Committees. The Chairman of the Audit Committee shall be a Chartered Accountant.

The Board shall appoint a person with responsibility for relations with investors. This person shall have the resources necessary to fulfil his/her function. The investor relations officer may have other duties. The investor relations officer shall be the first point of contact between investors and the company. He or she shall be responsible for providing financial and non-financial information to investors, financial analysts and their representatives in a timely and accurate way. The investor relations officer shall also be responsible for reporting investor concerns to the Board and ensuring that the statutory provisions as well as the provisions stipulated in SEC Corporate Governance Code, regarding communications with investors and shareholders are met.

Compliance with the Securities & Exchange Commission Ghana Corporate Governance Code

Societe Generale Ghana PLC, a Company that is listed on the Ghana Stock Exchange had to comply with the Code by 8 October 2021. With the implementation of the Bank of Ghana Corporate Governance Directive 2018, the Bank is already compliant with most of the sections of the SEC Corporate Governance Code. However, a gap analysis has revealed that Societe Generale Ghana is compliant with 297 out of 298 actions. As at 31 December 2024 the Bank is working on achieving compliance with 1 action. The compliance rating is approximately 99% and the Bank is working on achieving 100% convergence with the SEC Corporate Governance Code.

Report of the Directors cont'd

Business strategy

The Board approves and monitors the overall business strategy of the Bank taking into account long-term financial interest of the company, its exposure to risk and its ability to manage risk effectively. The Board approves and oversees the formulation and implementation of the:-

- overall risk strategy, including its risk tolerance/appetite;
- policies for risk, risk management and compliance, including anti-money laundering and combating the financing of terrorism risk;
- internal controls system;
- corporate governance framework, principles and corporate values including a code of conduct
- compensation system

Duty of care and loyalty

The members of the Board exercise a duty of care, duty of loyalty and other duties of Directors to the Company at all times which is stipulated in the Companies Act, 2019 (Act 992) and the Constitution of the Company.

Corporate culture and values

The Board has established a corporate culture and values for the Company that promote and reinforce norms for responsible and ethical behaviour in terms of the Bank's risk awareness, risk-taking and risk management. The Company has in place a Code of Conduct; a Conflict of Interest Policy, Code of Conduct on Anti Bribery and Corruption Policy duly approved by the Board of Directors.

To promote sound corporate culture in the Company, the Board has taken the lead and established the tone at the top by setting and adhering to corporate values for itself, key management and employees that create expectations that business should be conducted in a legal and ethical manner at all times; and ensuring that appropriate steps are taken to communicate throughout the Company, the corporate values, professional standards it sets together with supporting policies and appropriate sanctions for unacceptable behaviours.

Related party transactions

The Board ensures that transactions with related parties including internal group transactions are reviewed to assess risk and are subject to appropriate restrictions by requiring that such transactions are conducted on non-preferential terms basis and applicable legislation and other requirements exposure limits for loans to related parties and staff.

Plan for succession

The Board has duly approved a succession plan. The succession plan was approved by the Board on 25 July 2024. This was pursuant to S. 16(7) of the SEC Corporate Governance Code for Listed Companies 2020. It provides that the Board shall adopt a succession plan for its chairman and chief executive officer and other senior executive officers. This is to avoid an unplanned and sudden departure, which could undermine the company and shareholders' interest. The Board should seek the advice of the nominating committee on this plan. The functions at the Board level are Board Chair, Risk Committee Chair; Audit and Accounts Committee Chair; Nomination & Compensation Committee Chair; Cyber & Information Systems and Payment Systems Committee Chair; Independent Directors Committee Chair; Minority Shareholders Relations and Director for Whistleblowing. The Board of Directors have a fiduciary duty to the shareholders. Its responsibility is to ensure the company operates in an effective, fair, ethical, and prudent manner; and their duty to have regard for the interests of employees and other stakeholders.

Report of the Directors cont'd

NO	FUNCTION	ROLE	INCUMBENT	SUCCESSOR	REMARKS
1	Board of Directors	Chair	Margaret Sekyere	Francis Awua-Kyerematen	Requirement Independent Non Executive Director
2	Board of Directors	Chair	Margaret Sekyere	Juliana Asante	Requirement Independent Non Executive Director
3	Risk Committee	Chair	Juliana Asante	Francis Awua-Kyerematen	Requirement Independent Non Executive Director
4	Audit & Accounts Committee	Chair	Francis Awua Kyerematen	Juliana Asante	Requirement Independent Non Executive Director
5	Nomination & Compensation Committee	Chair	Laurette Otchere	Peggy Dzodzomenyo	SEC Rules stipulates Independent Non Executive Director
6	Cyber & Info. Security & Payments Security Committee	Chair	Yvon Puyou	Fosuhene Acheampong	SEC Rules requires an Independent Non Executive Director
7	Independent Directors Committee	Chair	Peggy Dzodzomenyo	Juliana Asante	Requirement Independent Non Executive Director
8	Minority Shareholders	Relations	Peggy Dzodzomenyo	Juliana Asante	Requirement Independent Non Executive Director
9	Director for Whistleblowing	Alerts	Juliana Asante	Laurette Otchere	May be an Independent Non Executive Director

Pursuant to the Bank of Ghana's Corporate Governance Disclosure Directive the Board of Directors at their 323 Board of Directors meeting held in July 2024 approved the Boards Succession plan.

Key management oversight

The Board provides oversight of Senior Management as part of the Company's checks and balances and

- monitors and ensures the actions of Senior Management through reports from Management consistent with the strategy and policies approved by the Board, including the risk tolerance appetite and risk culture;
- meets regularly with Senior Management through the Board sub committees;
- questions and reviews critically, explanations and information provided by senior management;
- ensures that the knowledge and expertise of senior management remain appropriate given the nature of the business and the Bank's risk profile;
- oversees the implementation of appropriate governance framework for the Company;
- ensures that appropriate succession plans are in place for senior management positions;
- oversees the design and operation of the Company's compensation system, monitors and reviews the system to ensure that it is aligned with the desired risk culture and risk appetite of the Company.
- approves the overall internal control framework of the Company and monitors its effectiveness.

Separation of powers

There is a clear division of responsibilities at the top hierarchy of the Company. The positions of the Board Chair and the Managing Director are separate. The two top positions of Board Chair and Managing Director in the company are not both occupied by foreigners. The Chairman is a Ghanaian National and the Managing Director is a French National. Further no two related persons occupy the positions of Board Chair and Managing Director of the Company.

Independent Directors

The Board has four Independent Non-Executive Directors. The Board Chair, the Audit & Accounts Committee Chairman, the Risk Committee Chair and the Independent Directors Chair. The final determination of the Independence of a Board of Director rests with the Bank of Ghana. However, the Board of Directors will ensure that an Independent director shall be non-executive and shall not:-

- hold cross directorship positions with another director on the Board of other institutions;
- be a director on the Board of an institutional shareholder with significant equity interest in the Regulated Financial Institution;
- have more than 5% equity interest directly or indirectly in the Company or in its related companies;
- be employed in an executive position in the Company or its related company at least two (2) years prior to his appointment date;

Report of the Directors cont'd

- e. have relatives employed by the Company or any of its related companies as Key Management Personnel in the last two (2) years;
- f. have engaged in any transaction within the last two (2) years with the Company on terms that are less favourable to the Company than those normally offered to other persons; or
- g. have served as a director in the Company continuously for more than two (2) terms unless the director can affirm that his/her independence is not impaired;
- h. be related to persons with significant shareholding in the Company or have any business or employment connections to a significant shareholder.

Board qualifications and composition

Board members have the requisite qualification as Directors of a leading Financial Institution in Ghana listed on the Ghana Stock Exchange. The National Banking College have trained the Board of Directors on Corporate Governance. The Board were also trained internally on Compliance, Anti-Money Laundering, Combatting Financing of Terrorism and Anti-Bribery and Corruption by the Chief Compliance Officer of the Bank.

The Board of Directors have a clear understanding of their role in corporate governance and are able to exercise sound and objective judgment about the affairs of the Company. They possess, individually and collectively, appropriate experience, competencies and personal qualities, including professionalism and integrity.

The competencies of Boards are diverse to facilitate effective oversight of Management and shall cover a blend of Banking, Law, Finance, Accounting, Economics, Business Administration, Financial Analysis, Risk Management, Strategic Planning and Corporate Governance.

The Board collectively have reasonable knowledge and understanding of local, regional and global economic market forces as well as legal and regulatory environment in which the Company operates.

Ghanaian nationals, ordinarily resident in Ghana, constitute at least 30% of the Board composition of the Company. Independent Directors constitute at least 30% of the composition of the Board.

The Company does not have members serving on its Board that are Related Persons.

Board size and structure

As at 31 December 2024, the Board members are 11 including the Chairperson, the majority of whom were non-executive and ordinarily resident in Ghana. There is an appropriate balance of power and authority on the Board between the executive and non-executive directors and no individual or group dominates the Board's decision-making process

Directors' appointments and Managing Director tenure

The procedure for appointment of directors to the Board is formal and transparent and conforms to the Directive issued by the Bank of Ghana on fit and proper persons. The Bank complies with the Bank of Ghana in respect of the tenure of the Managing Director of 12 years.

Appointment of key management personnel

The Bank ensures that nominations are submitted to the Bank of Ghana before it appoints a Key Management Personnel. With an enhanced due diligence Report on proposed nominees as Key Management Personnel. The Bank also conducts police criminal background checks; obtains references from previous employers and 2 other reputable persons; notifies the Central Bank about the recruitment of Key Management personnel and obtains approval.

Alternate Director

The Bank does not currently have any alternate directors.

Board Chairperson

The Chair of the Board is an Independent Non-Executive Director and is ordinarily resident in Ghana. The Chair provides leadership to the Board and ensures that Board decisions are taken on a sound and well-informed basis. The Chair encourages and promotes critical discussion and ensures that dissenting views can be expressed and discussed within the decision-making process. The Chairperson encourages constructive relationship within the Board and between the Board and Management. The Chair promotes checks and balances in the governance structure of the Bank. She generally does not serve as a Chairman on any of the Board sub-committees. The Bank of Ghana approved the appointment of the Board Chair on 15 September 2020.

The Board Secretary

The Board Secretary serves as an interface between the Board and Management and supports the Chairperson in ensuring the smooth functioning of the Board. The Board Secretary advises the Board on matters relating to statutory duties of the directors under the law, disclosure obligations, and company law regulations as well as on matters of corporate governance requirements and effective Board processes. The Board Secretary ensures that directors are provided with complete, adequate and timely information prior to Board meetings.

Board meetings

The Company holds a minimum of four Board meetings annually in February, April, July and December. It also has one Annual General Meeting. In compliance with the Bank of Ghana's Directive on Corporate Governance, the Board hereby discloses the total number of Board meetings and the attendance rate of each Director below:-

Report of the Directors cont'd

NO	NAME	26 FEB 2024	24 APR 2024	08 MAY 2024	25 JUL 2024	29 OCT 2024	18 DEC 2024	Attendance
1	Margaret Boateng Sekyere	yes	yes	yes	yes	yes	yes	100%
2	Hakim Ouzzani	yes	yes	yes	yes	yes	yes	100%
3	Magloire Nguessan	yes	yes	yes	yes	yes	no	83.30%
4	Arnaud De Gaudemaris	no	yes	yes	yes	no	yes	66%
5	Laurette Otchere	yes	yes	yes	yes	yes	yes	100%
6	Francis Awua-Kyerematen	yes	yes	yes	yes	yes	yes	100%
7	Fosuhene Acheampong	yes	yes	yes	yes	yes	yes	100%
8	Juliana Asante	yes	yes	yes	yes	yes	yes	100%
9	Yvon Puyou	yes	yes	yes	yes	yes	yes	100%
10	Peggy Dzodzomenyo	yes	yes	yes	yes	yes	yes	100%
11	Arthur Bright	yes	yes	yes	yes	yes	yes	100%
12	Georges Wega	yes	yes	yes	yes	n/a	n/a	100%

N/A - Applicable to Directors who were undergoing various stages of approval during the year or resigned during the year.

The Board discusses the business affairs of the Bank through reports submitted by management in writing as follows:-

- a summary of financial statements and performance reviews against the approved budget, business plan, peers and industry;
- the extent to which the bank is exposed to various risks such as credit, liquidity, interest rate, foreign exchange, operational and other risks;
- review of non-performing loans, related party transactions and credit concentration;
- activities of the Bank in the financial market and in its nostro accounts;
- effectiveness of internal control systems and human resource issues;
- outstanding litigations and contingent liabilities;
- compliance with Anti-Money Laundering/ Counter Financing of Terrorism (AML/CFT) policies, laws and regulations;
- list of related party exposures and their classification.

Board sub-committees

The Board has in place a Risk Committee, an Audit and Accounts Committee, a Nomination and Compensation Committee, a Cyber and Information Security Committee and an Independent Directors Committee. The Chief Risk Officer, the Chief Compliance Officer and the Head of Internal Audit report directly to the Board via the Board sub committees and the Managing Director.

Internal control organization

Internal Control Organization in Societe Generale Ghana PLC deals with the three lines of defence to control risks arising from the Bank's activities, Societe Generale Ghana Internal Control Instruction and SG Code Book A of the Societe Generale Group Code.

a) The First Line of Defence - all staff, business lines, support functions, Central Departments and the Permanent Control Team. In charge of day-to-day risk management, it must know its risks, identify control needs and ensure that the necessary controls are implemented. Must have appropriate processes and controls in place to ensure that risks are identified, analysed, measured, monitored and managed within the Group's risk appetite and that business activities comply with external and internal requirements. Implements Level 1 permanent controls in line with the norms, standards and procedures defined by the relevant second line of defence functions.

b) The Second Line of Defence - Compliance, Risk and Finance. They ensure all risks are identified, assessed, analysed, measured, monitored, managed and properly reported by the business lines. Performs second level controls to verify the adequacy of performance and effectiveness of the first level permanent controls. Defines norms, standards and procedures related to the operational risk management system and provides key indicators and analysis for overall risk monitoring. Challenges and supports the implementation of risk management measures by the business lines to ensure that the processes and controls put in place by the first line of defence are well designed and effective.

c) The Third Line of Defence is Internal Audit. Evaluates the Group's risk management, control and corporate governance processes using a systematic and methodical approach.

Report of the Directors cont'd

Evaluates the quality of risk management within the audited perimeter and the relevance and effectiveness of the permanent control system. Strictly independent of the business lines and Permanent Control and also in charge of the independent review of the first two lines of defence.

Review of risk management system

Societe Generale Ghana has in place, an effective Risk Management Policy and generally complies with Bank of Ghana's regulations in respect of Risk Management. The Bank's Risk Management Framework was implemented in line with the SG Group policies as well as Bank of Ghana's Directives. Global risks coverage was adequate within the Bank.

Annual Declaration on Risk Management

The Bank of Ghana pursuant to Section 92(1) of the Banks and Specialised Deposit Taking Institution Act 2016 Act 930 issued a Risk Management Directive 2021. Section 40 of the Risk Management Directive provides that the Board of a Regulated Financial Institution shall make an annual declaration on risk Management of the Regulated Financial Institution to Bank of Ghana and in its Audited Financial Statement and or on its website stating that to the best of its knowledge and having made appropriate enquiries in all material respects.

The Risk Management declaration of the Regulated Financial Institution shall declare if there has been any breach of or material deviation from the Risk Management Framework or the requirements as detailed in the declaration below:-

Declaration by the Board of Directors of Societe Generale Ghana PLC

- a. Societe Generale Ghana PLC has put in place systems for ensuring compliance with all the prudential requirements.
- b. The systems and resources that are in place for identifying, measuring, evaluating, controlling, mitigating and reporting material risks and the Risk Management Framework is appropriate to Societe Generale Ghana and is commensurate with the size, business mix and complexity of Societe Generale Ghana PLC.
- c. The Risk Management and Internal Control systems in place are operating effectively and are adequate.
- d. Societe Generale Ghana PLC has a Risk Management Strategy that complies with the Bank of Ghana Risk Management Directive dated November 2021 and Societe Generale Ghana PLC has generally complied with the requirements described in the Risk Management Strategy.
- e. Societe Generale Ghana PLC is satisfied with the effectiveness of its processes and Management Information Systems.

The Risk committee

Analyses on a periodical basis the organisation and functioning of the Bank's risks departments. The Committee reviews the portfolio of credit and market risks to which the Bank is exposed. As regards counterparty risks, the Risk Committee shall review the content of and changes to the portfolio per type of facility and debtor; the regulatory ratios and key indicators (consumption of own funds by major risks, risk worsening ratios, concentration risk per sector, cost of the risk, etc.), changes to the quality of commitments: sensitive, irregular, non-performing files, compliance with the conditional authorisations issued by the Societe Generale; adequacy of the level of provision for the risks incurred, the efficiency of debt collection and reports to the Board of Directors on its work.

Membership of the risk committee

The members of the Board Risk Committee shall comprise all categories of Directors and shall exclude the Chairman of the Board and at least 1 Independent Non-executive Director, 4 Non-Executive Directors and 1 Executive Director. The Chairperson and members of the Sub Committee shall be appointed by the Board and shall serve for an initial term of 3 years which may be extended by not more than 2 additional years. The Committee members and the Chairperson shall serve until they are replaced, resign or their successors are duly nominated and elected by the Board.

The Board Risk Committee shall meet at least quarterly.

Three (3) members of the Board Risk Committee shall constitute a quorum for the transaction of its business. A quorum shall be reached with the attendance of the members either in person or by telephone or video conference.

The Chairperson of the Board Risk Committee shall be an Independent Non-Executive Director who is knowledgeable in risk management, finance, accounting and economics. The members of the Board Risk Committee shall comprise all categories of directors and shall exclude the Chairperson of the Board. In his/her absence, the remaining members present shall elect one of themselves to chair the meeting.

The following officers of the Bank shall attend all meetings of the Board Risk Committee – Chief Risk Officer; Chief Finance Officer; Chief Internal Auditor ; Head of Credit or Corporate Banking ; Head of Business Promotion; Company Secretary. Members of the Board who are not members of the Sub-Committee may, at the request of the Chairman attend meetings. However, such Non-Committee members shall have no voting rights. The Committee may request members of management or other officers of the Bank to attend all or any part of any meeting or to provide relevant information in written form.

The Chairperson shall, in coordination with the Secretary to the Committee, be responsible for scheduling all meetings

Report of the Directors cont'd

and providing a written agenda for each meeting. Members of the Committee shall each be entitled to one (1) vote and a majority of votes shall decide a matter and in the event of a tie, the Chairperson shall have a casting vote. The Committee shall report to the full Board regularly following each meeting and make such recommendations to the Board, as it deems appropriate.

2024 Report from the Risk Committee

Current Membership

- Mrs. Juliana Asante - Chair
- Mr. Hakim Ouzzani - Member
- Mr. Magloire Nguessan - Member

- Mr. Arnaud De Gaudemaris - Member
- Mr. Fosuhene Acheampong - Member
- Mrs. Laurette Otchere - Member

Meetings 2024

Four meetings were held in the year 2024 on 30 January; 22 April; 22 July and 24 October 2024.

Mrs. Juliana Asante is an Independent Non-Executive Director and Chairperson of the Risk Committee. Pursuant to the Bank of Ghana's Corporate Governance Disclosure Directive below are the attendance rate of the Risk Committee members for the year 2024:-

NO.	NAME	NATIONALITY	30 JAN. 2024	22 APR. 2024	22 JUL. 2024	24 OCT. 2024	ATTENDANCE
1	Juliana Asante	Ghanaian	yes	yes	yes	yes	100%
2	Hakim Ouzzani	French	yes	yes	yes	yes	100%
3	Magloire Nguessan	Ivorian	yes	yes	yes	yes	100%
4	Arnaud De Gaudemaris	French	yes	yes	no	yes	75%
5	Laurette Korkor Otchere	Ghanaian	yes	yes	yes	yes	100%
6	Fosuhene Acheampong	Ghanaian	yes	yes	yes	yes	100%

N/a - Applicable to Directors who were undergoing various stages of approval during the year or resigned during the year

The Risk Committee has the following functions:

1. It analyses on a periodical basis the organisation and functioning of the Bank's risks departments; and reviews the portfolio of credit and market risks to which the Bank is exposed.

2. As regards counterparty risks, the Risk Committee shall review the following, the content of and changes to the portfolio per type of facility and debtor; the regulatory ratios and key indicators, changes to the quality of commitments: sensitive, irregular, non-performing files, compliance with the conditional authorizations issued by the Societe Generale; adequacy of the level of provision for the risks incurred, the efficiency of debt collection and reports to the Board of Directors on its work.

The Committee reports its findings to the Board of Directors with the requisite recommendations. In attendance at Risk Committee meetings are the Deputy Managing Director, Chief Operating Officer, Chief Risk Officer, Head of Audit Department, Chief Finance Officer, General Manager Corporate Coverage, the Chief Compliance Officer and the Head of Permanent Control. The Risk Committee operates under a Charter.

Summary of Issues Discussed

- economic environment;
- risk indicators;
- the banks position on the market in comparison with peer banks;
- the global portfolio review ;
- market activities;
- irregular commitments monitoring;
- corporate credit exposure;
- retail credit exposure;
- operational risk and managerial supervision;
- risk appetite statement key indicators.

Recommendations made to the Board for approval

- Ratification of Credit Files above the Managing Directors Limit
- Write off of Fully Provisioned Loans
- Treasury Policy
- Approval of Credit Policy proposals
- Risk Management Strategy
- Risk Appetite Statement

Report of the Directors cont'd

- Risk Appetite Framework
- Market Risk Policy
- Valuation Framework Policy
- Bank of Ghana Fraud Report
- 2025 Internal Control Training Plan
- 2025 Permanent Control Training Plan
- Deloitte on the Review of the implementation of Bank of Ghana Risk Management Directive

The Board of Directors of the Bank hereby declare that to the best of its knowledge and having made the appropriate enquiries in all material respect that:-

- a) Societe Generale Ghana PLC has put in place systems for ensuring compliance with all prudential requirements;
- b) the systems and resources that are in place for identifying, measuring, evaluating, controlling, mitigating and reporting material risks and the Risk Management Framework itself are appropriate to the Bank and is commensurate with the size, business mix and complexity of the Bank
- c) the risk management framework and internal control systems in place are operating effectively and are adequate
- d) the Bank has a Risk Management System that complies with the Bank of Ghana Risk Management Directive and the Bank has complied with the requirements described in its Risks Management Strategy and
- e) the Bank is satisfied with the effectiveness of its processes and management information systems.

The Audit and Accounts Committee

The Audit and Accounts Committee of the Board is responsible for overseeing the financial reporting process including the establishment of accounting policies and practices; providing oversight of internal and external audit functions, the appointment, compensation and removal of auditors, reviewing and approving the audit scope and frequency, receiving key audit reports and ensuring that Senior Management is taking the necessary corrective actions in a timely manner to address control weaknesses, non-compliance with policies, laws and regulations and other problems identified by auditors as well as any other relevant matters referred to the committee by the Board and; monitoring the Internal Control system in the Bank.

The purpose of the Audit and Accounts Committee (whose authority is derived from the Board) is to assist the Board in fulfilling its oversight responsibilities. This includes:

- keeps up-to-date with changes in the legal and regulatory environment affecting the work the committee monitors for proper execution.

- reviews and validates the accounts of the bank and the work of the External Auditors.
- recommends, for approval of the Board of Directors, the Audited Financial Statements and quarterly unaudited financial statements,
- periodically gives an opinion of the organization and functioning of the Bank's periodic and permanent internal control (including Risks related to Non Compliance).
- suggests to the Board of Directors the relevant adaptations, monitors the implementation of these measures and reports on their application to the Board of Directors.
- validates, in consultation with the Group's relevant Departments, the Audit Plan of the Bank while making sure that the developmental method enables the areas of risk to be properly detected and covered.
- follows up the implementation of the Audit Plan and proposes adjustments if necessary.
- reviews the work done by Periodic and Permanent Control and reports to the Board of Directors on any anomalies and gives its opinion of the relevance of the corrective measures chosen by the Bank's Management; monitors the implementation, according to the deadlines set, of the critical periodic control recommendations as well as the solving of the critical points identified; Informs the Board of Directors of any discrepancies in the critical and priority corrective measures (failures exposing the entity to a high risk).
- reviews the procedures and the functioning of the anti-money laundering and terrorism financing systems, and the compliance risk control.
- submits to the Board of Directors the measures likely to improve, where applicable, the security of operations, and monitors the implementation of the selected measures.
- is generally informed by Management of any event occurring in the operation of the Bank which is likely to adversely affect its control of risks.

The list of issues to be addressed at the Audit and Accounts Committee meetings are formalized in the Audit and Accounts Committee File; Audit and Accounts Committee Appendix; Permanent Control activity; Internal Audit Report to the Audit and Accounts Committee and discussed according to the Agenda.

Membership of the audit and accounts committee

The Sub-Committee shall consist solely of Non-Executive directors. Their composition shall not be less than 4 members who must be competent in accounting, auditing and finance. The Chairperson and members of the Sub-Committee shall be appointed by the Board and shall serve for an initial term of 3

Report of the Directors cont'd

years, which may be extended by not more than 2 additional years. The Committee members and the Chairperson shall serve until they are replaced, resign or their successors are duly nominated and elected by the Board. The Sub-Committee shall meet at least three times each year and as often as may be deemed necessary or appropriate.

Two (2) members of the Sub-Committee shall constitute a quorum for the transaction of its business. A quorum shall be reached with the attendance of the members either in person or by telephone or video conference. The Chair of the Sub-Committee shall be independent and appointed by the Board and shall preside when present. In his/her absence, the remaining members present shall nominate another Non-Executive member to chair the meeting.

The following officers of the Bank shall attend all meetings of the Sub-Committee: Managing Director; Deputy Managing Director; Chief Operating Officer; Chief Compliance Officer; Chief Finance Officer; Head of Internal Audit; Head of Permanent Control; Company Secretary.

Members of the Board who are not members of the Sub-Committee may, at the request of the Chairperson attend meetings. However, such Non-Committee members shall have no voting rights. The Sub-Committee may request members of Management or other officers of the Bank to attend all or any part of any meeting or to provide relevant information in written form.

The Chairperson shall, in coordination with the Secretary to the Sub-Committee, be responsible for scheduling all meetings and providing a written agenda for each meeting. Members of the Sub-Committee shall each be entitled to one (1) vote and a majority of votes shall decide a matter and in the event of a tie, the Chairperson shall have a casting vote.

The Sub-Committee shall report to the full Board regularly following each meeting and make such recommendations to the Board, as it deems appropriate. The Committee has an oversight role, and in fulfilling that role, may rely on reviews and reports provided by Management and the Committee's advisors. In performing its oversight responsibilities, the Committee may, as and to the extent that it determines appropriate, review with Management and the Board, and actively advise them regarding, the following matters:

- issues relating to the preparation and control of accounting and financial information,
- the independence of the statutory auditors,
- the effectiveness of the Internal Control,
- measurement, supervision and control systems for risk related to accounting and financial processes;
- recommendations to the Board;
- the effectiveness of the internal control and measurement systems and;

- the supervision of internal control risks.

2024 Report from the Audit and Accounts Committee

Current membership

- | | |
|------------------------------------|----------|
| • Mr. Francis Awua- Kyerematen | - Chair |
| • Mrs. Juliana Asante | - Member |
| • Mr. Arnaud De Gaudemaris | - Member |
| • Mr. Fosuhene Acheampong | - Member |
| • Mrs. Peggy Osei Tutu Dzodzomenyo | - Member |

Report of the Directors cont'd

Meetings in 2024

Three meetings were held in the year 2024 on 19 April, 19 July and 21 October.

Pursuant to the Bank of Ghana's Corporate Governance Disclosure Directive below are the attendance rate of the Audit & Accounts Committee members for the year 2024:-

NO.	NAME	NATIONALITY	19 APR. 2024	19 JUL. 2024	21 OCT. 2024	ATTENDANCE
1	Francis Awua-Kyerematen	Ghanaian	yes	yes	yes	100%
2	Juliana Asante	Ghanaian	yes	yes	yes	100%
3	Peggy Dzodzomenyo	Ghanaian	no	yes	yes	75%
4	Arnaud De Gaudemaris	French	yes	yes	yes	100%
5	Fosuhene Acheampong	Ghanaian	yes	yes	yes	100%

N/a - Applicable to Directors who were undergoing various stages of approval during the year or resigned during the year

An Independent Non Executive Director is the Chairman of the Audit and Accounts Committee. This Committee reviews and makes recommendations to the Board on all aspects of the audit and financial reporting processes. In attendance at Audit and Accounts Committee meetings are the Managing Director, Deputy Managing Director, Chief Operating Officer, Chief Finance Officer, Head of Audit Department, Head of Permanent Control Department and where necessary, the Bank's External Auditors.

Summary of issues discussed

- presentation of the Internal Control System in Societe Generale Ghana;
- validation of Audited Financial Statements
- validation of quarterly Unaudited Financial Statements
- operational Risk and Level 1 Permanent Control Executive Summary;
- level 2 Permanent Control Risk Finance and Compliance;
- periodic Control Activity;
- compliance & Anti Money Laundering & Combatting financing of Terrorism;
- finance and taxation;
- level 2 Control Finance;
- summary of Statutory Auditors

Summary of issues analysed

1. Unaudited Financial Statements
2. The overall Risk Assessment of the Permanent Control System covering the Framework of the control system; Monitoring of Key Risk Management Processes; Supervision of Level 1 Controls; Supervision of Level 2 Controls; Steering of Recommendations.
3. Permanent Control Activities & Risk Supervision

comprising Operational Risk; Compliance Risk & Financial Security, Monitoring; Anti-Money Laundering; Major Legal Risks; Market Risks, Structural Risks, Managerial Supervision Activity, IT Risk Management, Security of Staff & Equipment, New Products & Essential Outsourced Services, Twenty Largest Depositors, Follow Up of Accounts & Quality, and Business Continuity Planning and Crisis Management; Compliance, Anti Money Laundering & Combatting Financing of Terrorism.

4. Audit Plan Execution; and Main Conclusions from Audit Missions.
5. Follow up of Audit Recommendations.
6. Level 2 Permanent Control Plan Implementation and Missions undertaken for Risk and Compliance and Finance & Taxation.
7. The Internal Control System at the Bank; Overall Assessment of the Permanent Control System at the Bank; Operational Risks; Managerial Supervision; Business Continuity; Know Your Customer; IT Risks; Legal Risks; Level 2 Permanent Control; Finance and Taxation; the Establishment of the Financial Information and Accounts Review; Taxation Regulatory Reporting; Missions on the Summary of Statutory Auditors; The Periodic Control System; the 2023 Audit Plan and realization rate and Special Missions.
8. Action Plans were analysed on the global overview of Compliance Risks, Financial Security and Regulatory Compliance concerning Governance, Animations, Trainings and the Normative Framework; Monitoring & Control, KYC and AML; Embargoes and Sanctions; Clients Protection and Business Ethics.

Report of the Directors cont'd

Committee recommendations for Board approval

- 2024 Quarterly Unaudited Financial Statements;
- Permanent Control Reports
- Periodic Control Reports;
- PWC 2024 Annual Audit Plan for Societe Generale Ghana;
- Fixed Assets Valuation Report
- Level 2 Permanent Control Reports;
- Anti-Money Laundering & Combatting Financing of Terrorism Policy
- Societe Generale Ghana 2025 Audit Plan;
- Societe Generale Ghana 2025 Level 2 Control Plan;
- Societe Generale Ghana 2025 Permanent Control Training Plan
- Societe Generale Ghana 2025 Compliance Training Plan;
- Societe Generale Ghana 2025 Compliance Program of Activities;
- Summary of Remediation works on Business Continuity Plan for Outsourced Services
- Dormant Account Policy
- Safety and Security Policy
- Market Abuse Policy
- Data Protection & Privacy Policy
- SGGH Whistleblowing Policy
- Policy on Personal Transaction of Individuals Exposed to Clients of Investment Services
- Request for Quote/Order Management Policy/Max Margin Policy
- Front Supervision Policy
- SGGH Anti-Money Laundering and Combating Terrorism Financing Policy
- Conflict of Interest Policy
- Crisis Management Policy
- SGGH BCP Strategy
- Business Continuity Management Policy

The Nomination and compensation committee

The Nomination and Compensation Committee is a committee of the Board of Directors. The following are the elements that may come under its scope and authority. The Bank's general wage policy; the detailed salaries of the Bank's senior executives and key management personnel changes in social liabilities; administrators and company managers pay. The purpose of the committee is to :-

- ensure compliance with Bank of Ghana's Corporate Governance Directive 2018;
- ensure compliance with Bank of Ghana's Fit and Proper Persons Directive July 2019;
- ensure compliance with Societe Generale Group Corporate Governance Principles Applicable to Group Entities Instruction No 014122.
- assist the Board to accomplish its aim of ensuring that the Bank has a Board of competent and effective composition, size and commitment to discharge its responsibilities and duties in the best interest of the Bank and its shareholders.
- to achieve best corporate practices by advising the Board in respect of succession plans, appointments and compensation packages for Management Officers of the Bank.

The Nomination and Compensation Committee does not however, have authority to make decisions on these issues and has a purely advisory capacity; therefore it may only formulate opinions and recommendations to the Board of Directors.

Membership of the committee

The Committee shall be composed of not less than four (4) members of the Board who are suitably skilled and possess the relevant skills as required by the Sub-Committee. The Chairperson and members of the Sub-Committee shall be appointed by the Board and shall serve for an initial term of 3 years which may be extended by not more than 2 additional years. The Committee members and the Chairperson shall serve until they are replaced, resign or their successors are duly nominated and elected by the Board.

- the Committee shall identify and recommend to the Board, nominees for membership.
- the Committee shall ensure that the nominees have the qualities of Integrity, Honesty and Accountability; Objectivity and Knowledge in Business and Financial matters and other relevant qualities and experience.
- the Committee shall regularly assess the Directors represented on the Board.

Report of the Directors cont'd

- the Committee shall effect Board Performance and Appraisal covering all aspects of the Board structure and composition, responsibilities, processes and relationships as well as individual member's competencies and their respective roles in the Board's performance.
- the Committee shall be consulted on issues relating to succession plans; appointments and compensation of Senior Management Officers of the Bank based on the recommendations of Management regarding in particular the following:-
 - succession plans: manager dashboard, departmental succession planning, key business issues and people implication; people and organization and commitment,
 - the appointment of key management personnel,
 - compensation for senior management officers, packages needed to attract, retain, and motivate qualified and competent management staff.

The Committee shall consider and adopt its own agenda. The Committee will meet at least twice a year. The quorum for a meeting is three (3) Committee members. A Committee meeting shall be deemed to have taken place if any technological means allows any of its members to participate in discussions even if not all of them are physically present in the same place. A member who is not physically present but participating by technological means is taken to be present.

Minutes of the Committee, taken by the Company Secretary as and when adopted, shall be kept as official records. Minutes of each Committee meeting must be included in the papers prepared for the next full Board meeting. Minutes shall be

distributed to all Committee Members after the Committee has adopted it and the Chairman has duly countersigned it. Minutes, agenda and supporting documentation are available to Directors upon request to the Company Secretary.

The Committee Chair shall submit a report to the Board of Directors after each Committee meeting. The Committee may seek any information it considers necessary to fulfill its objectives and shall have access to Management by way of explanations, information, views and comments. The Nomination and Compensation Committee shall review its Charter when it considers necessary with the approval of the Board of Directors which shall be granted by a resolution.

2024 Report from the nomination and compensation committee Current membership

- Mrs. Laurette Otchere - Chair
- Mr. Hakim Ouzzani - Member
- Mr. Arthur Bright - Member
- Mrs. Margaret Boateng Sekyere - Member

Meetings in 2024

Four meetings were held in the year 2024 on 15 February; 16 July; 12 July, 23 October.

Pursuant to the Bank of Ghana's Corporate Governance Disclosure Directive below are the attendance rate of the Nomination and Compensation Committee members for the year 2024:-

NO.	NAME	NATIONALITY	15 FEB. 2024	16 JUL. 2024	23 OCT. 2024	ATTENDANCE
1	Laurette Otchere	Ghanaian	yes	yes	yes	100%
2	Hakim Ouzzani	French	yes	yes	yes	100%
3	Georges Wega	Cameroonian	no	no	n/a	0%
4	Margaret Boateng Sekyere	Ghanaian	yes	yes	yes	100%
5	Arthur Bright	Cameroonian	yes	yes	yes	100%

N/a - Applicable to Directors who were undergoing various stages of approval during the year or resigned during the year

Report of the Directors cont'd

Summary of issues discussed

During the period under review, the Committee discussed and analysed the Ghana National Banking College Corporate Governance Training for the Board of Directors and the fees to be incurred by the Bank; Nominations to the Board, Nominations of Key Management Personnel; Organisation Chart; Directors Fees and Allowances; The Committee also reviewed the Compliance Opinion of Mr Aymeric Villebrun a proposed nominee Non Executive Director and the resignation of Mr Georges Wega.

Recommendations made to the Board for approval

- Quarterly Corporate Organization Chart
- Corporate Governance & Organisational Principles Structures & Procedures
- 2024 Board Self-Appraisal for all the Board of Directors
- Re-election of Directors
- Board Fees and Allowances
- Annual Corporate Governance Certification
- Resignation of a Director Georges Wega
- Nomination of a Director Aymeric Villebrun
- Notification from SSNIT proposed Director
- Key Management Personnel End of Contract for Deputy Managing Director Francois Pousse
- Key Management Personnel Resignation of Chief Finance Officer Felix Adjaku
- Staff Credit Policy
- Recruitment Policy
- Code of Conduct Policy
- Staff Medical Insurance for 2024/2025
- 2024 Board Self Evaluation
- Board of Directors Remuneration Policy
- External Board Evaluation
- Organisation Chart
- Remuneration Policy
- Early Leavers Package
- Formalisation of Car Management Policy
- Board Succession Plan
- 2023 Board Self Evaluation Report
- Update of Board Committee Charters
- Adoption of Bank of Ghana Tool Kit
- Training Needs Assessment
- Board Competency Matrix

- 2024 NBC Training for Directors
- Bank of Ghana Approval for Key Management Personnel, Mr. Richard Amponsah

The Cyber and information security committee

The Cyber and Information Security Committee is responsible for Security risk management strategy; and approving the Bank's policies on cyber and information security, outsourcing, survivability, backup and recovery from cyber incidents and attacks, and disaster events. The purpose of the Cyber and Information Security Sub-Committee of the Board is to assist the Board in fulfilling its oversight responsibilities of the Cyber and Information assets of the Bank. This includes:

- ensuring that adequate systems are in place to protect the Bank's information and data assets, IT infrastructure, intellectual property as well as other third party confidential information in the possession of the Bank.
- ensuring that effective internal controls and risk management practices are implemented to achieve security, reliability, availability, resiliency, and recoverability.
- responding to and managing any Cyber and Information Security threats and breaches.

Membership of the Committee

The Committee shall be composed of not less than three (3) members of the Board who are suitably skilled and possess the relevant skill as required by the Sub-Committee. The Chairperson and members of the Sub-Committee shall be appointed by the Board and shall serve for an initial term of 3 years which may be extended by not more than 2 additional years. The Committee members and the Chairperson shall serve until they are replaced, resign or their successors are duly nominated and elected by the Board.

The Sub-Committee shall meet at least twice each year and as often as may be deemed necessary or appropriate. Two (2) members of the Sub-Committee shall constitute a quorum for the transaction of its business. A quorum shall be reached with the attendance of the members either in person or by telephone or video conference.

The Chairperson of the Sub-Committee shall be appointed by the Board and shall preside at all meetings. In his/her absence, the remaining members present shall nominate another Non-Executive member to chair the meeting.

The following officers of the Bank shall attend all meetings of the Sub-Committee- Chief Operating Officer; Information Officer; Chief and Information Security Officer. Members of the Board who are not members of the Sub-Committee may,

Report of the Directors cont'd

at the request of the Chairperson attend meetings. However, such Non-Committee members shall have no voting rights. The Sub-Committee may request members of Management or other officers of the Bank to attend all or any part of any meeting or to provide relevant information in written form. The Chief Operating Officer has the role as Director of Cyber and Information Security (DCIS).

The Chairperson shall, in coordination with the Secretary to the Sub-Committee, be responsible for scheduling all meetings and providing a written agenda for each meeting. Members of the Sub-Committee shall each be entitled to one (1) vote, a majority of votes shall decide a matter, and in the event of a tie, the Chairperson shall have a casting vote. The Sub-Committee shall report to the full Board regularly following each meeting and make such recommendations to the Board as it deems appropriate.

The Committee has an oversight role, and in fulfilling that role, may rely on reviews and reports provided by Management and the Committee's advisors. In performing its oversight responsibilities, the Committee may, as and to the extent that it determines appropriate, review with management and the Board, and actively advise them regarding, the following matters:

- the implementation of information technology requirements of the Societe Generale Group and the requirements of the Bank of Ghana Cyber and Information Security Directive 2018;
- the effectiveness of the Bank's Cyber and Information Security programs and its practices for identifying, assessing and mitigating cyber and information security risks across all business functions;
- the Bank's controls to prevent, detect and respond to cyber-attacks or information or data breaches involving

SG Ghana electronic information, intellectual property and data;

- management's implementation of cybersecurity programs and risk policies and procedures and management's actions to safeguard their effectiveness and the integrity of SG Ghana's information technology systems and facilities;
- cyber crisis preparedness, incident response plans, and disaster recovery capabilities;
- reviewing reports and presentations received from management and the Committee's advisors, including as appropriate the DCIS, CISO and other employees of the Bank, external auditors, internal auditors, legal advisors and other external experts regarding the management of cyber and information security programs and risks; and
- other matters as the Committee Chair or other members of the Committee determine relevant to the Committee's oversight of cybersecurity programs and risk assessment and management.

2024 Report from the cyber and information security committee

Current Membership

- | | | |
|-------------------------------|---|--------|
| • Mr. Yvon Puyou | - | Chair |
| • Mr. Francis Awua-Kyerematen | - | Member |
| • Mr. Fosuhen Acheampong | - | Member |
| • Mr. Hakim Ouzzani | - | Member |
| • Mrs. Laurette Otchere | - | Member |

Meetings in 2024

Three meetings were held in the year 2024 on 28 March; 27 June; and 10 October 2024.

NO.	NAME	NATIONALITY	28 MAR. 2024	27 JUN. 2024	10 OCT. 2024	ATTENDANCE
1	Yvon Puyou	French	yes	yes	yes	100%
2	Hakim Ouzzani	French	yes	yes	yes	100%
3	Francis Awua-Kyerematen	Ghanaian	yes	yes	yes	100%
4	Fosuhen Acheampong	Ghanaian	yes	yes	yes	100%
5	Laurette Otchere	Ghanaian	yes	yes	yes	100%

N/a - Applicable to Directors who were undergoing various stages of approval during the year or resigned during the year

Report of the Directors cont'd

Summary of issues discussed

The implementation of the Bank of Ghana Cyber and Information Security Directive 2018. These were categorized into 3 parts:

- The ISO/IEC 27001 Certification which establishes the Information Security Management System such as the policies, procedures, processes and technologies used to manage information security risks in the Bank
- The PCI-DSS Certification which ensures that Payment Card Data of Customers are managed in compliance with the internationally accepted Payment Card Data Security Standard
- Other Information Security requirement not covered by the ISO 27001 or PCI-DSS Standards such as in the areas of Electronic Banking, Recruitment and Termination of Staff, Contracts with Vendors and Suppliers, Physical Security, Applications and Software, Communication Networks

The Bank has the following certifications ISO27001 certification and ISO/IEC 27001:2013 Certification and PCI- DSS Certification. Key Major achievements were on the Cyber Security Authority the bank received the Certificate of Accreditation as a Critical Information Infrastructure. The Cyber and Information Security Officer also received a Certificate of Accreditation as Cyber Security Professional. The bank has provided all the required information to the Cyber Security Authority to be licensed as a Cybersecurity Establishment. This will enable SG Ghana to officially operate a local Security Operation Center.

Recommendations made to the Board of directors for approval

- Reporting Information Security Incident to CERT SG Policy
- Security Operation Centre Policy
- Updated Charter for Cyber and Information Security Committee

The Board of Directors approved that the Cyber & Information Systems Committee shall be given the additional responsibility as a sub-committee to have oversight responsibility for the operations of payments systems in the Bank. This decision was pursuant to Payment Systems and Services Act 2019 Act 987 which was enacted to amend and consolidate the laws relating to payment systems, payment services and to regulate institutions which carry on payment service and electronic money business. The Act seeks to regulate payment systems, payment services and institutions which carry out payment services and electronic money business.

The legal requirement for payment systems is provided for pursuant to Section 18 (8) of the Payment Systems and Services Act 2019, Act 987 which states that in the case of a bank or specialised deposit-taking institution, the bank or specialised deposit-taking institution shall: Constitute a sub-committee of the board of directors to exercise oversight of the payment

system; and Designate an officer to manager the operations. The Payment Systems and Services Act 2019, Act 987 defines payment system as payment system means the procedures, rules, instruments, institutions and infrastructure that facilitate the transfer of funds. The Act 987 defines payment instruments payment instrument means any medium in electronic or written form used for ordering transmission or payment of money. The Payment System of Societe Generale Ghana cover Individuals and Business. These are Payment Instruments ie Cheques, Debit Cards, Classic Cards, Gold Cards, Platinum Cards, Ezwich Cards, Electronic Banking, SG Connect, Business Debit Cards, Electronic Banking Sogecashnet/Mybusiness; letters delivered physically or via email with email indemnity. Payment Terminals these relate to Automated Teller Machines and Point of Sales Terminals, and ecommerce acquiring. Payment Services relate to Domestic bank transfers, Mobile money wallet transfers, Transfers from individual mobile money wallets, Bill payments and International Bank Transfers. Payment Gateways relate to GHIPPS Cheque Codeline Clearing, GHIPPS Automated Clearing House, GHIPPS GH Link Acquiring only, Ghana Interbank Settlement System, SWIFT, VISA gateway, MasterCard Gateway Acquiring only.

Committee of Independent Directors

The purpose of the Committee of Independent Directors shall be to determine the remuneration of Executive Directors.

Membership of the Committee

The Committee shall be composed of not less than two (2) members of the Board who are Independent Directors. The Chairperson and members of the Sub Committee shall be appointed by the Board and shall serve for an initial term of 3 years which may be extended by not more than 2 additional years. The Committee members and the Chairperson shall serve until they are replaced, resign or their successors are duly nominated and elected by the Board.

The Committee shall determine the emoluments of Executive Directors. The Committee shall consider and adopt its own agenda. The Committee shall meet at least once a year. The quorum for a Committee meeting is 2 Committee members. A Committee meeting shall be deemed to have taken place if any technological means allows any of its members to participate in discussions even if not all of them are physically present in the same place. A member who is not physically present but participating by technological means is taken to be present.

Minutes of the Committee, taken by the Company Secretary as and when adopted, shall be kept as official records. Minutes of each Committee meeting must be included in the papers prepared for the next full Board meeting. Minutes shall be distributed to all Committee Members after the Committee has adopted it and the Chairman has duly countersigned

Report of the Directors cont'd

it. Minutes, agenda and supporting documentation are available to Directors upon request to the Company Secretary. The Committee Chairman shall submit a report to the Board of Directors after each Committee meeting. The Committee may seek any information it considers necessary to fulfill its objectives and shall have access to Management by way of explanations, information, views and comments.

2024 Report from the independent directors committee

Current membership

- Mrs. Peggy Osei Tutu Dzodzomenyo - Chair
- Mr. Francis Awua-Kyerematen - Member
- Mrs. Juliana Asante - Member

Meetings in 2024

One meeting was held in the year 2024 on 22 October 2024.

Pursuant to the Bank of Ghana's Corporate Governance Disclosure Directive below are the attendance rate of the Independent Directors Committee members for the year 2024:-

NO.	NAME	NATIONALITY	22 OCT. 2024	ATTENDANCE
1	Peggy Dzodzomenyo	Ghanaian	yes	100%
2	Francis Awua-Kyerematen	Ghanaian	yes	100%
3	Juliana Asante	Ghanaian	yes	100%

N/a - Applicable to Directors who were undergoing various stages of approval during the year or resigned during the year

Summary of issues discussed

The Terms of Reference were discussed. This covered the Purpose; Membership, Scope; Agenda; Quorum; Minutes; Reporting to the Board and Access to Information and Independent Advice. The Committee had convened pursuant to S.72(d) of the Bank of Ghana Corporate Governance Directive 2018 which provided that a committee of independent directors shall determine the remuneration of executive directors. The Emoluments of the Executive Director was discussed.

Other engagements of directors

The Board are aware that to enable greater commitment to Board matters, no director holds more than five (5) directorship positions at a time in both financial and non-financial companies (including off-shore engagements) subject to the restriction against concurrent directorships in banks under section 58(1)(e) of Act 930. Directors' other engagements are disclosed below:

Recommendations made to the Board of directors for approval

A recommendation was made to the Board for the approval of the emoluments of the Executive Director.

Report of the Directors cont'd

Types and duties of outside Board and Management positions. The Directors whose board duties exceed the requisite number have been advised to regularise these positions

Name	Nationality	Age	Position	Appointed	Profession & Directorships Held
Margaret Boateng Sekyere	Ghanaian	62	Chairperson	2019	<ul style="list-style-type: none"> Accountant Adubea Jensen
Hakim Ouzzani	French	56	Executive	2016	<ul style="list-style-type: none"> Banker SSB Investments Ltd.
Laurette Korkor Otchere	Ghanaian	62	Non-Executive	2017	<ul style="list-style-type: none"> Barrister at Law Total Oil Co. Ltd. Human Resource Expert
Arnaud De Gaudemaris	French	48	Non-Executive	2019	<ul style="list-style-type: none"> Banker
Francis Awua-Kyerematen	Ghanaian	56	Independent Non-Executive	2021	<ul style="list-style-type: none"> Chartered Accountant Managing Director, Winchmore Capital Ltd. Cenit Energy Ltd. Electricity Company of Ghana
Fosuhene Acheampong	Ghanaian	61	Non-Executive	2020	<ul style="list-style-type: none"> Accountant Director, Cedar Seal Company Cedi Capital Microfinance Coastal Development Authority
Juliana Asante	Ghanaian	58	Independent Non-Executive	2021	<ul style="list-style-type: none"> Chartered Accountant Integritas Limited World Athletics Finance
Yvon Puyou	French	59	Non-Executive	2022	<ul style="list-style-type: none"> Banker
Peggy Dzodzomenyo	Ghanaian	66	Independent Non-Executive	2022	<ul style="list-style-type: none"> Member of Board of Trustees Matthew 25 Palliative Care Centre Council Member of Cardinal Turkson Foundation for Education and Health. Board Member of Martin de Pores Basic School, Dansoman.
Arthur Bright	Cameroonian	37	Non-Executive	2022	<ul style="list-style-type: none"> Banker Chief of Staff SG African Mediterranean& Overseas SG Group Foundation for Africa
Magloire Nguessan	Ivorian	42	Non-Executive	2023	<ul style="list-style-type: none"> Societe Generale West Africa Societe Generale African Business Services Societe Generale Asset Management West Africa Societe Generale Burkina Faso

No two(2) related persons served on the board of the Bank.

Report of the Directors cont'd

Board performance evaluation

The Board carries out self-assessment of its performance for individual Board members in order to review the effectiveness of its own governance practices and procedures. The Board also assesses Anti-Money Laundering and Combatting Financing of Terrorism Training issues to determine where improvements may be needed and make any necessary changes. The Board undertakes a formal and rigorous evaluation of its performance with external facilitation of the process every two (2) years.

The process criteria used to assess the effectiveness of the Board as a whole and of individual directors is based on Strategy; Roles and Responsibilities, Scrutiny and Challenge; Embedding Ethical Standards, values and behaviours; Conflicting Interests' Ethical Policies; Oversight of Risks and Performance; Effectiveness of the Board; Recruitment and Succession; Training and Development; Business and the Board Audit Committee. This is based on a Board Self Examination Questionnaire, Understanding and Effectively applying roles and responsibilities. Responses to questions are based on Strongly Agree 1; Partly Disagree 2, Partly agree 3; Strongly Agree 4.

Report on board evaluation

An in-house performance evaluation of the Board is conducted annually and a copy of the results submitted to the Bank of Ghana not later than 30 June of each year, separate in-house performance evaluation of the Board on AML/CFT issues shall be submitted to the Bank of Ghana and the Financial Intelligence Centre for June and December each year before the end of the quarter following the evaluation period. The last reporting was June 2024.

A statement on the external evaluation of the Board is included in the annual report of the Bank. A detailed copy of the report was submitted to the Bank of Ghana. This will be undertaken once every two years.

Statement on the external board evaluation

The Bank of Ghana Corporate Governance Directive was issued under the powers conferred by Sections 56 and Section 92(1) of Banks & Specialised Deposit Taking Institutions Act 2016 Act 930 and applies to Banks Savings and Loans Companies Finance Houses and Financial Holding Companies licence or registered under (Act 930). Sections 46 and 47 of the Corporate Governance Directive 2018 stipulates that the Board must undertake a formal and rigorous evaluation of its performance with external facilitation of the process every two years.

Ernst & Young Advisory Services of 60 Rangoon Lane, Cantonments City, Accra PO Box KA 16009 Airport Accra an Independent professional services firm will undertake an external evaluation of the Board of Societe Generale Ghana. The Board evaluation assignment provides an opportunity for the Board to obtain an independent view on its performance.

This will promote sound corporate governance, transparency and shareholder confidence. EY will assess the Board for the years 2023 and 2024 to determine the effectiveness of the board's governance practices and procedures. EY will assess Board Policies and Procedures; Board Renewal and Succession; Board capability, performance and effectiveness; Board structure and operations; Strategy, growth and innovation; Operational improvement and sustainability; Risk appetite and oversight; Effective reporting and stakeholder management.

The date for the last external board evaluation was in 2023 for the years 2021 and 2022. PricewaterHouseCoopers Ghana Limited (PWC) in 2023 conducted an external Board evaluation for the years 2021 and 2022. The areas covered by the evaluation were an assessment of the Bank's current Board practices in line with:

- Bank of Ghana Corporate Governance Directive;
- Securities & Exchange Commission Corporate Governance Code for Listed Companies 2020;
- The Companies Act 2019 Act 922;
- The Bank of Ghana Cyber & Information Security Directive;
- The Bank of Ghana Fit & Proper Persons Directive 2019 and
- Corporate Governance Leading Practices.

The evaluation was conducted by reviewing all the board documents; documents submitted to Bank of Ghana; policies approved by the board. Interviews with the Board of Directors; Questionnaires completed by the Board of Directors.

Below are some of the areas of key findings. Management has put in place the necessary measures to address these gaps.

The PWCS Independent Corporate Governance & Board Evaluation included analysis of relevant documentation such as the Board Charter, committee minutes, files of Board members, discussions with the Chairman of the Board, the Managing Director, the Deputy Managing Director and Key Management Personnel.

PWC's overall assessment was that the Board and Management generally complied with the benchmark criteria used for the analysis during the period under review ie Bank of Ghana Corporate Governance Directive 2018; The Corporate Governance Code for Listed Companies 2020 Securities & Exchange Commission Directive; The Companies Act 2019 Act 922; The Bank of Ghana Cyber & Information Security Directive; The Bank of Ghana Fit and Proper Persons Directive 2019 and Corporate Governance Leading Practices.

Report of the Directors cont'd

The PWC Corporate Governance Evaluation review covered Board Charter and Terms of Reference; Societe Generale Ghana's Policies and Strategies; Company incorporation documents; Curriculum Vitae of Board members; Leadership; Board Committees structure, composition, membership and Committee charters; Board dynamics processes effectiveness and performance; strategy and business monitoring; Oversight of financial performance, risk management and compliance; Transparency and accountability.

The scope of the Board Evaluation Review covered The Board's Mandate/Terms of Reference; Succession Plan and appointment to the Board; Board Structure and composition; Board dynamics; Board knowledge and experience; Board responsibilities; Board and Committee Charters; Board Responsibilities; Board Processes; Board relationship with stakeholders; Responsibilities and reporting lines; meetings and administration; Board Secretariat; Board performance evaluation and remuneration; Board focus; oversight of

executive performance and induction and training.

Questionnaires were designed by PWC and administered to each Board member to obtain each Directors view on the Banks corporate governance practice. All 12 Board members completed their questionnaires.

In general, the Directors assessed the practices of the Board as fully satisfactory. The Board scored above average in the overall evaluation with a score of 4.26 out of an expected mean of 5. The score was arrived at calculating the average score of the total sum of all the 27 questions answered.

The external evaluation report was submitted to Bank of Ghana on 3 May 2023.

The Board Self Appraisal was submitted to Bank of Ghana on 12 June 2024.

No	Key Finding	Recommendations	Management's Comments
1.	<u>Assessing of Further Training</u> We did not sight any evidence of a review performed by the Nomination and Compensation committee to assess the need for further training as required by Section 11 of the Corporate Governance Code for Listed Companies 2020.	The Nominations and Compensation Committee should evaluate the performance of Directors' training needs on an annual basis to determine whether additional training should be provided to Board members and make recommendations accordingly.	The Board assessed the training needs of directors and has in place a training needs assessment document. Areas identified for training include Sustainability, IFRS ,Basel 3 and Basel 4. Proposals from training facilitators have been received.
2.	<u>Terms of Reference</u> The Terms of Reference (ToR) of the Board sub-committees are stated in the Board Charter. In line with Section 11 of The Corporate Governance Code for Listed Companies 2020, The Board Charter is required to be reviewed annually by the Board; however, no evidence of review by the Board was sighted.	The Board should ensure an annual review of the Terms of Reference of each Board sub-committee.	The terms of reference of each committee shall be documented, approved by the Board, kept by the Board secretary and published on the company's website. They shall show; (a) the composition, objectives, purposes and functions; (b) the extent of delegated authority; (c) the tenure of appointment of members; (d) the requirements relating to frequency of meetings, quorum, agenda, papers and minutes' ;(e) the reporting arrangements to the Board. This has been done.
3.	<u>The nominating committee</u> The Nomination & Compensation committee did not review the training needs of directors during the period under review.	The Chair of the Nomination & Compensation committee should consider assessing the training needs for directors and make recommendations for trainings needs assessed.	The Board assessed the training needs of directors and has in place a training needs assessment document. Areas identified for training include Sustainability, IFRS ,Basel 3 and Basel 4. Proposals from training facilitators have been received.

The Timelines for the outstanding recommendations would be on or before 31 December 2025.

Report of the Directors cont'd

Conflicts of Interest

The Board has in place a conflict of interest policy which includes;

- the duty of the director to avoid possible activities that could create conflicts of interest;
- a review or approval process for directors to follow before they engage in certain activity so as to ensure that such activity will not create a conflict of interest;
- the duty of the director to disclose any matter that may result, or has already resulted in a conflict of interest;
- the responsibility of the director to abstain from voting as prescribed and on any matter where the director may have conflict of interest;
- adequate procedures for transactions with related parties to be made on a non-preferential basis; and the way in which the Board will deal with any non-compliance with the policy.

The Conflict of Interest Policy was approved by the Board of Directors. The Board maintains an up-to-date register for documenting and managing conflict of interest situations in the Company.

Focus of Board Committees

Pursuant to the Bank of Ghana's Corporate Governance Disclosure Directive the focus of next years planned activities are as follows:-

For the Nomination and Compensation Committee, the focus of next years planned activities are ensuring the annual corporate governance certification for members of the Board; validation

of Organization Chart, Succession Plan, Board remuneration surveys; re-election of Directors; Annual performance appraisals; renewal of health insurance for staff; validation of policies, ensuring effective corporate governance and to make recommendations to the Board for approval.

For the Audit and Accounts Committee, the focus for the next years planned activities are on a quarterly basis validation of the Quarterly Unaudited Financial Statements; validation of the Audited Financial Statements; review and analysis of system of internal Control, Permanent Control, Periodic Control and Compliance. Review of Regulatory Reports; validation of policies and appraisal of Chief Compliance Officer and Head of Internal Audit and to make recommendations to the Board for approval.

For the Independent Directors Committee the focus of next years planned activities are to determine annually the emoluments of the Executive Director and make recommendations to the Board for approval.

For the Cyber and Information Security Committee to continually determine the Bank's Cyber and Information Security risk management strategy; and policies of cyber and information security, outsourcing, survivability, backup and recovery from cyber incidents and attacks, and disaster events. To ensure that adequate systems are in place to protect the Bank's information and data assets, IT infrastructure, intellectual property as well as other third-party confidential information in the possession of the Bank. To ensure that effective internal controls and risk management practices are implemented to achieve security, reliability, availability, resiliency, and recoverability. Respond to and manage any Cyber and Information Security threats and breaches.

Report of the Directors cont'd

For the Risk Committee to the focus of next years planned activities on a quarterly basis to assist the Board in determining the overall strategy and risk appetite of any kind. Prepare the discussions relating to the annual approval of the Risk Appetite Statement, as well as the governance and implementation mechanism for the risk appetite (Risk Appetite Framework). To inform the Board of Directors prepares the debates of the Board of Directors, which approves the risk limits and in particular market risks; perform a review of the strategies, policies, procedures and systems for detecting, managing and

monitoring risks of all kinds and communicate its conclusions to the Board of Directors; reviewing the risk control procedures and making recommendations to the Board for approval.

Calendar of activities of Board Committees

Pursuant to the Bank of Ghana's Corporate Governance Disclosure Directive the Calendar of dates in respect of the activities discussed above are as follows:-

2025 BOARD & COMMITTEE MEETING DATES FOR SOCIETE GENERALE GHANA PLC AND TIME IN GMT

YEAR 2025		AGM	EGM	BOARD MEETINGS (CA)				
SG GROUP SUBSIDIARY	ENTITIES	AGM	EGM	CA 1	CA 2	CA 3	CA 4	CA 5
GHANA	SGGH	11/06/2025 11H-13H	-	26/02/2025 10H- 12H	28/04/2025 10H-12H	28/07/2025 10H- 12H	29/10/2025 10H- 12H	00/00/2025 10H- 12H

AUDIT & ACCOUNTS COMMITTEE (CAC)					RISK COMMITTEE (CORISQ)		
CAC 1	CAC 2	CAC 3	CAC 4	CAC 5	CORISQ 1	CORISQ 2	CORISQ 3
20/02/2025 10H- 12H	00/00/2025 10H- 12H TBD	21/04/2025 10H- 12H	22/07/2025 10H- 12H	22/10/2025 10H- 12H	13/02/2025 10H- 12H	22/04/2024 15H- 17H	24/07/2025 15H- 17H

NOMINATION & COMPENSATION COMMITTEE				INDEPENDENT DIRECTORS COMMITTEE	CYBER & INFORMATION SYSTEMS COMMITTEE PAYMENT SYSTEMS COMMITTEE			
CONOM 1	CONOM 2	CONOM 3	CONOM 4	COMITTEE 1	COCYB 1	PAY 1	COCYB 2	COCYB 4
13/02/2025 15H-16H	00/00/00 00-00	15/07/2025 15H-16H	09/10/2025 15H-16H	16/10/2025 9H-10 GMT	25/03/2025 10H- 12H	25/06/2025 10H-12H	9/10/2025 10H- 12H	00/00/00 00-00

CORPORATE GOVERNANCE TRAININGS FOR DIRECTORS				BOARD STRATEGY SESSION	REGULATORY TRAININGS			
NBC TRAINING 1	NBC TRAINING 2	NBC TRAINING 3	GSE TRAINING FOR DIRECTORS	COMITTEE 1	CPL TRAINING 1	CPL TRAINING 2	SEC TRAINING 1	SEC TRAINING 2
08/01/2025 9H-11H	09/01/2025 9H-11H	10/01/2025 9H-11H	00/00/00 00-00	8/10/2025 10H-12 GMT	15/04/2025 10H- 12H	09/10/2025 10H-12H	00/00/00 00-00	00/00/00 00-00

Report of the Directors cont'd

2025 BOARD & COMMITTEE MEETING DATES PER MONTH

January 2025

- Wed 8th January 2025 National Banking College Training for Directors - 9am to 11am
- Thu 9th January 2025 National Banking College Training for Directors - 9am to 11am
- Fri 10th January 2025 National Banking College Training for Directors – 9am to 11am. January 2025

February 2025

- Thu 13th February 2025 Risk Committee Meeting - 10am to 12pm
- Thu 13th February 2025 : Nomination & Compensation Committee – 3pm to 4pm
- Thu 20th February 2025: Audit & Accounts Committee – 10am to 12pm
- Wed 26th February 2025 : Board Meeting – 10am to 12pm

March 2025

- Tue 25th March 2025 : Cyber and Information Security Committee – 10am to 12pm

April 2025

- Mon 21st April 2025 : Audit & Accounts Committee – 10am to 12pm
- Tues 22nd April 2025 : Risk Committee – 3pm to 5pm
- Mon 28th April 2025: Board Meeting – 10am to 12pm

June 2025

- Wed 11th June 2025 Annual General Meeting – 11.00am to 1.00pm
- Wed 25th June 2025 : Payments Systems & Security (Cyber) – 10am to 12pm

July 2025

- Tue 15th July 2025 : Nomination & Compensation Committee - 3pm to 4pm
- Tue 22nd July 2025 : Audit & Accounts Committee – 10am to 12pm
- Thu 24th July 2025 : Risk Committee – 3pm to 5pm
- Mon 28th July 2025 : Board Meeting – 10am to 12pm

October 2025

- Wed 8th October 2025 : Board Strategy Session 10am to 12pm
- Thu 9th October 2025 : Cyber & Information Security – 10am to 12pm
- Thu 9th October 2025 : Nomination & Compensation - 3pm to 5pm
- Thu 16th October 2025 : Independent Directors – 9am to 10am

- Wed 22nd October 2025 : Audit & Accounts – 10am to 12pm
- Thu 23rd October 2025 : Risk Committee – 3pm to 5pm
- Wed 29th October 2025 : Board Meeting – 10am to 12pm

For the year 2025 the total number of planned meetings are 24.

Pursuant to the Bank of Ghana's Corporate Governance Disclosure Directive the Board of Directors have systems and procedures in place to enable Directors keep abreast with the performance of the Bank against the strategic plan and budget. As such Management presents the Board with reports on a quarterly basis and also strategic session meetings are held between management and the Board.

Group structures

The Board of SG Financial Services Holding Company shall have the ultimate responsibility for the adequate corporate governance across the Group. The Board shall ensure that there are governance policies and mechanisms appropriate to the structure, business and risk of the group and its entities. The Board of Directors in addition to the Bank of Ghana Corporate Governance Directive of December 2018 utilizes the SG Group Corporate Governance Principles Instruction 01422 VI EN applicable to Group entities as at 2018 and the Societe Generale Code Book A on Governance and Organisational Principles which was published for all entities under the Group in May 2020.

Senior management duties

Under the direction of the Board, Senior Management ensures:

- that the activities of the Banking Institution are consistent with the business strategy, risk tolerance/appetite and policies approved by the Board
- that it establishes a management structure that promotes accountability and transparency
- the implementation of appropriate systems for managing risks both financial and non-financial to which the Bank is exposed.
- that they engage skilled and competent staff and provide training and development opportunities to sustain the delivery of short and long-term business objectives, the risk management framework and protect the reputation of the Bank.

Risk management and internal Controls

The Board ensures that the Bank has effective internal controls systems and a risk management function including a Chief Risk Officer with sufficient authority, stature, independence, resources and access to the Board.

Report of the Directors cont'd

Risk management function

The Board has in place a risk management function responsible for:

- identifying key risks to the Bank,
- assessing those risks and the Bank's exposure to the identified risks;
- monitoring the risk exposures and determining the corresponding capital needs on an on-going basis;
- monitoring and assessing decisions to accept particular risks, risk mitigation measures and if the risk decisions are in line with the Board approved risk tolerance/appetite and risk policy;
- submitting risk management reports to Senior Management and the Board.

Chief Risk Officer

The Company has a Chief Risk Officer who is an independent Key Management Personnel and who has no involvement in the operations of the bank with distinct responsibility for the risk management function and the comprehensive risk management framework of the bank across the entire organization. The independence of the Chief Risk Officer is distinct from other executive functions and business line responsibilities. The Chief Risk Officer reports to the Board via the Risk Committee with a functional report line to the Managing Director. He has unfettered reporting access to Board and its Risk committee. Interaction between the Board Risk Committee and the Chief Risk Officer is regular and comprehensively documented.

Internal Controls

Internal controls within the Bank are designed to ensure that each key risk has a policy, process or other measure, as well as a control to ensure that such policy, process or other measure is being applied and works as intended. Internal controls help provide comfort that financial and management information is reliable, timely and complete and that the Bank is in compliance with its various obligations, including applicable laws and regulations.

Head internal Audit

The Bank has a Head, Internal Audit who is an independent Key Management Personnel who has no involvement in the audited activities and business line responsibilities of the Bank. The Head Internal Audit is competent to examine all areas in which the Bank operates and:

- has the professional competence to collect and analyze financial information as well as evaluate audit evidence and to communicate with the stakeholders of the internal audit function; possess sufficient knowledge of auditing techniques and methodologies;
- is a member of a relevant recognized professional body;

The Head of Internal Audit reports to the Board Sub-Committee on audit and has direct access to the Board and its audit committee. Interaction between the Board Audit Committee

and the Internal Audit is regular and comprehensively documented.

Group-wide and Bank-wide Risk Management

Risks in the Bank are identified and monitored on an on-going group-wide and bank-wide basis, and the sophistication of the risk management and internal control infrastructure - including, in particular, a sufficiently robust information technology infrastructure keeps pace with developments.

Risk management in Subsidiary Banks

The Board and Senior Management of parent banks or financial holding companies conducts strategic, group-wide risk management and prescribe group risk policies. The Board and Senior Management of the Bank have appropriate input into the group-wide risk management policies and assessments of local risks. Adequate stress-testing of the subsidiary portfolios is done based on both the economic and operating environment of the subsidiary and on potential stress of the parent bank or Financial Holding Company. The results of stress tests and other risk management reports shall be communicated to the Board and Senior Management.

Internal and External Audit Functions

The Board and Senior Management effectively utilize the work conducted by the internal audit functions, external auditors and internal control functions. The Board recognizes and acknowledges that independent, competent and qualified internal and external auditors, as well as other internal control functions, are vital to the corporate governance process and engage the auditors to judge the effectiveness of the risk management function and the compliance function.

Compensation System

Where share options are adopted as part of executive remuneration or compensation, it shall be tied to performance and subject to shareholders' approval at an annual general meeting. The Bank did not give any share options as part of the Executive remuneration for the period under review. The Bank has disclosed in details, the number of shares held by the top 20 Shareholders.

Remuneration Philosophy

The remuneration philosophy of Societe Generale aligns with its core values, including growing our people and delivering value to our shareholders. The philosophy continues to emphasize the fundamental value of our people and their role in ensuring sustainable growth. This approach is crucial in an environment where skills remain scarce. The Board of Directors sets the principles for the remuneration philosophy in line with approved business strategy and objectives. The philosophy aims to maintain an appropriate balance between employee and shareholder interests. The executive remuneration policy and reward policy of the Bank also aligns with the long-term sustainability goal of the Bank by providing a mix of short-term and long-term remuneration to incentivise sustainable

Report of the Directors cont'd

long-term performance. This remuneration is approved by the Bank's Board and aligned with the Bank's practices. A key success factor for the Bank is its ability to attract, retain and motivate the talent it requires to achieve its strategic and operational objectives.

Remuneration Governance

The remuneration of Board members is reviewed by the nomination committee and approved by shareholders. The remuneration of executive management is reviewed and approved by the nomination committee and the Board. The remuneration of the Board and executive management is structured. The following key factors have informed the implementation of reward policies and procedures that support the achievement of business goals:

- the provision of rewards that enable the attraction, retention and motivation of employees and the development of a highperformance culture
- maintaining competitive remuneration in line with our markets, trends and required statutory obligations
- rewarding people according to their contribution and performance and more generally, prevent excessive risk taking or potential risks to the Bank's capital base
- allowing a reasonable degree of flexibility in remuneration processes and choice of benefits by employees

Executive and Staff remuneration Structure

Chief Executive

The Chief Executive receives a remuneration package and qualifies for long-term incentives. The components of his package are as follows:

- guaranteed remuneration – based on his market value and the role that he plays;
- annual bonus and pension incentive – used to incentivise the achievement of the Bank's objectives; and
- pension – provides a competitive post-retirement benefit in line with the Bank's policies

Management

Terms of Service

The terms and conditions of employment of managers are guided by the legislation in Ghana.

Fixed Remuneration

Managerial remuneration is based on a total cost-to-company structure. Cost-to-company comprises a fixed cash portion, compulsory benefits (health insurance and retirement contribution) and optional benefits. Market data is used to benchmark salary levels and benefits. Salaries are normally reviewed annually. All employees (executives, managers and general staff) are rated on the basis of performance and potential and this is used to influence actual performance-

related remuneration. Rating and the consequent pay decision is done on an individual basis. There is therefore a link between rating, measuring individual performance and reward.

Short-Term Incentives

Executives and managers participate in a performance bonus scheme. Individual awards are based on a combination of business unit performance, job level and individual performance. In keeping with the remuneration philosophy, the bonus scheme seeks to attract and retain high-performing managers.

General staff

Terms of Service

Most general staff are unionised. Their terms and conditions of employment are therefore guided by the respective collective agreement.

Fixed Remuneration

Remuneration of all staff is based on a basic salary plus benefits, which generally includes health insurance, provident fund, rent subsidy, fuel / transport subsidy, canteen allowance, utility, and car maintenance and duty allowance. Generally, salary increases are negotiated on an annual basis. Salary increases are based on similar factors as those considered when reviewing managerial staff increases.

The Bank's Corporate Structure

The Board and Senior Management understand the structure and the organization of the group and the Bank. The Board actively oversees the design and operation of the compensation system. The Board monitors and reviews the compensation system to ensure that it is effectively aligned to ensure

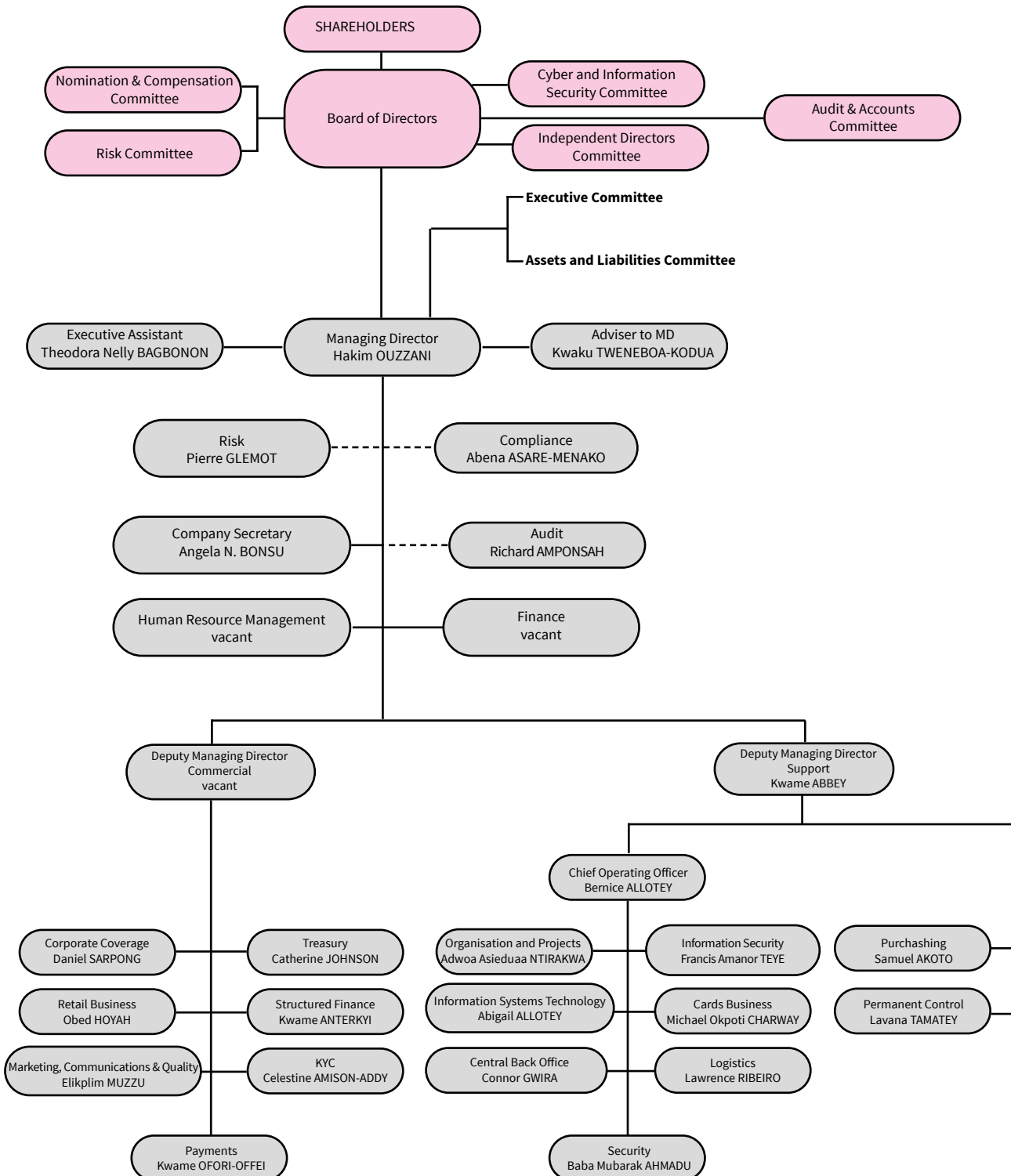
- prudent risk taking;
- levels of remuneration are sufficient to attract, retain and motivate executive officers of the bank and this is balanced against the interest of the bank in not paying excessive remuneration;
- where remuneration is tied to performance, it shall be designed in such a way as to prevent excessive risk taking;

Executive directors are not entitled to sitting allowances and directors' fees; Non-Executive directors' remuneration be limited to directors' fees, sitting allowances for Board and Committee meetings and are not performance related.

Disclosure and Transparency

The bank has submitted a list of its significant shareholders, directors and Key Management personnel as at 31 of December to the Bank of Ghana by 15 January 2025. Below is the Corporate Structure of the Bank.

CORPORATE STRUCTURE



Report of the Directors cont'd

Ethics and professionalism

The Bank has in place, a Code of Conduct which was duly approved by the Board of Directors. The Code of Conduct has been made available to the Board of Directors and all Employees. The Code shall be reviewed regularly and when necessary. It contains practices necessary to maintain confidence in the integrity of the Bank and commit the Bank, its staff, management and the Board to the highest standards of professional behaviour, business conduct and sustainable banking practices. It has been approved by the Board and signed off by employees that they understand the code and sanctions for breaching the policy.

Cooling-off period

The Bank will respect the Cooling Off period under the Bank of Ghana Corporate Governance Directive 2018 which stipulates that former Bank of Ghana officers, directors or senior executives shall not be eligible for appointment as a director of the Bank until after a period of two (2) years following the expiration or termination of their contract of employment or service from the Bank of Ghana. A practicing audit professional or partner who is rendering services or had rendered auditing services in the banking industry shall not be appointed as a director of the bank until one (1) year has elapsed since last engagement with any Bank by that person.

A code of ethics for all company employees

Societe Generale Ghana has a Code of Ethics for staff and this has been made available to all employees of the Bank.

Code of ethics for the Board and waivers to the ethics code

The Constitution of the Bank provides for ethics for the Board and provides that the Directors stand in a fiduciary relationship towards the Company in any transaction with it or on its behalf. A Director shall act all times in what he or she believes to be the best interests of the Company as a whole so as to preserve its assets, further its business, and promote the purposes for which it was formed, and in such manner as a faithful, diligent, careful and ordinarily skilful Director would act in the circumstances. In considering whether a particular transaction or course of action is in the best interests of the Company as a whole, a Director may have regard to the interests of the employees, as well as the members, of the Company, and, when appointed by, or as representative of, a special class of members, employees, or creditors may give special, but not exclusive, consideration to the interests of that class

Performance evaluation process

The Board has in place an evaluation process which covers the functions of the Board; Board meetings Management and procedures; Appointment, Induction, Training and Development; Succession and Removal; Board Structure; Information and Communication. An evaluation was undertaken during the Reporting Period.

Role and functions of the Board of Directors and committees of the Board

The main task of the Board of Directors is to make sure that the Bank's operations comply with the relevant applicable regulations and with the strategy defined. In this capacity, it must:

- define and follow up the implementation of the Bank's strategic orientations while making sure its business is developing in the proper conditions of security;
- check and approve management by relying on the work of the reporting committees from which it regularly receives information and to which it may assign tasks where necessary
- appoint, according to applicable local rules, the Bank's Representatives who shall manage the Bank,
- make sure the information given to the banking and market authorities and to shareholders is reliable. Therefore, it draws up the financial statements then presents them to the shareholders' meeting for approval.
- it must assess the way it operates annually.

There are five reporting Committees responsible for supporting the Board of Directors, which are the Risk Committee; the Audit and Accounts Committee; and the Nomination and Compensation Committee; the Cyber and Information Security Committee and Independent Directors Committee.

Independence of the Board of Directors

The Bank is committed to achieving the highest standards of corporate governance, corporate responsibility and risk management when conducting its business. The Bank ensures that it conducts its business activities in accordance with all laws and regulations, which govern its business activities. The Board of Directors are responsible for ensuring that Societe Generale Ghana achieves and maintains a high standard of corporate governance and practices.

The Bank has a twelve-member Board comprising one executive director; four Independent Directors and seven non-executive directors. The Board consists of highly qualified individuals with diverse professional experiences: The core role of the Board is to promote the success of the Bank by providing direction and supervision in the Bank's affairs. Among other roles, the Board:

- provides leadership to the Bank within a framework of prudent and effective controls which enable risks to be assessed and managed;
- provides input into the development of the long-term objectives and overall commercial strategy for the Bank

Report of the Directors cont'd

and is responsible for the oversight of the Bank's operations while evaluating and directing the implementation of the Bank's controls and procedures;

- provides oversight of the Bank's strategic aims, ensuring that the necessary financial and human resources are in place for the Bank to meet its objectives, as well as reviewing management performance;
- upholds the Bank's values and standards and ensures that its obligations to its shareholders and other stakeholders are understood and met; and
- ensures timely and accurate financial reporting to shareholders.

Remuneration and other benefits of Directors

Section 185(1) of the Companies Act, 2019 (Act 992) provides that the fees and other remuneration including remuneration payable to the directors in whatsoever capacity shall be determined from time to time by ordinary resolution of the company and not by any provisions in an agreement. The constitution of the Company provides that remuneration payable to Directors shall not be increased except pursuant to an ordinary resolution passed at a General Meeting, where notice of the proposed increase has been given in the Notice convening the meeting. Collectively, the Directors at the Board meeting preceding the Annual General Meeting agree their fees and this is then placed before the Shareholders of the Bank through an ordinary resolution at the Annual General Meeting.

Checks and balances mechanisms- Balancing the power of the CEO with the power of the Board

The Constitution of the Company provides that the Board of Directors may from time to time appoint one of their body to the office of Managing Director. The person shall be the Chief Executive, for such period and on such terms as may be determined and, subject to the terms of any agreement entered into in any particular case, may revoke such appointment and such appointment shall be automatically determined if the holder of the office ceases from any cause to be a Director.

Subject to any directives of the Board on matters of general policy, the Managing Director shall be responsible for the directions of the day-to-day business of the Bank and for its administration.

If the Managing Director is absent from Ghana or is otherwise incapacitated from performing duties of the office, the Board may authorise an employee of the Bank to exercise, for the time being, all the duties and powers of the Managing Director.

The Directors may entrust to and confer upon a Managing Director any of the powers exercisable by them upon such terms and with such restrictions as they think fit. Either collaterally

with, or to the exclusion of, their own powers and subject to the terms of any agreement entered into in any particular case, may from time to time revoke or vary all or any of such powers.

Process for appointment of external auditors

Section 81 of the Banks and Specialized Deposit Taking Institutions Act, 2016 (Act 930) vests the shareholders of a bank with the power to appoint the external auditors at an Annual General Meeting and be approved by the Bank of Ghana in the manner and on the terms as may be described.

Process for interaction with external auditors

The Board of Directors on an annual basis invite the external auditors of the company to a meeting for an Independent Auditors Report on the Audited Financial Statements of the Company. The external auditors of the company explain to the Board the completion of the audit on the company which is undertaken in accordance with international standards. They usually state that the audit is conducted to enable the external auditors form an opinion on the financial statements that have been prepared by management with oversight of the Board of Directors. They further explain to the Board that the audit of the financial statements does not relieve management or the Board of their responsibilities. The auditors draw the Board's attention to any matters identified during the audit of the financial statements of the company. The auditors obtain management's responses to any matter(s) and draw the Board's attention to any areas of concern. At the meeting the External Auditors Report on the Financial Statements, the Directors Responsibility for the Financial Statements, the Auditors Responsibility, Opinion and Report on other legal and regulatory requirements.

External Auditors of the Bank

Pursuant to Section 139 of the Companies Act, 2019 (Act 992) and Section 49 of the Constitution of the Company, shareholders of the Bank appointed PriceWaterhouseCoopers Chartered Accountants as Auditors of the Company on 8 May 2024. Thus, they are in their first year of providing auditing services to the bank. In accordance with Section 139 (5) of the Companies Act, 2019 (Act 992), the auditors, PriceWaterhouseCoopers Chartered Accountants will continue in office as auditors of the bank.

Auditors' involvement in non-audit work and the fees paid to the auditors

Apart from the audit assignment, PriceWaterhouseCoopers Chartered Accountants, were not engaged by the bank to undertake any non-audit work during the year.

Report of the Directors cont'd

Auditors Remuneration

The Auditors remuneration is determined in accordance with Section 140 of the Companies Act, 2019 (Act 992).

Stated Capital of the Bank

The stated capital of the Bank is GH¢ 404,245,427.

Substantial shareholders

Details of the Bank's twenty largest shareholders are disclosed in the notes to the financial statements.

Corporate Governance

Societe Generale Ghana PLC respects the standards of good corporate governance, which include transparency, accountability and rights of all its stakeholders.

Compliance with securities and exchange commission regulations

The Bank has complied with the regulations of the Securities and Exchange Commission (L.I. 1728 Regulation 61) and has submitted to the Commission as requested, two (2) reports of the Audit and Accounts Committee for the year 2024. The Audit Committee held three meetings during the year under review. In fulfilment of the Securities and Exchange Commission requirements, we present a summary of the reports so submitted:

- Report on Periodic Control, Permanent Control; Compliance; Credit Risk, Operational Risk, and Market Risk Activities
- Report on Structural Risks and Statutory Ratios

- Report on Bank of Ghana's Prudential Ratios
- Report on an overview of the Audit Department and its functions
- Report on Compliance Monitoring, Anti Money Laundering and Permanent Supervision ensuring continuous monitoring of operational activities.
- Report on Counterparty Risks
- Report on Changes in Organisational Structure
- Report on Business Continuity Plan
- Audit Reports on Branches submitted.
- Report on Managing Conflict of Interest within the Bank

The External Auditors submitted their audit plan for the year and concluded that the audit approach will be risk based and control focused and that the audit will be in accordance with International Standards on Auditing.

Going concern

The management of the Bank has made an assessment of the Bank's ability to continue as a going concern and is satisfied that the Bank has the required resources to continue in business for the foreseeable future.

Furthermore, the Bank's management is not aware of any material uncertainties that may cast significant doubt upon the Bank's ability to continue as a going concern. Consequently, the financial statements continue to be prepared on the going concern basis.

Approval of the report of the directors and the financial statements

The report of the directors and the financial statements were approved by the board of directors on 26 February 2025 and signed on their behalf as follows:

By order of the Board



Board Chair
(Margaret Boateng Sekyere)
ACCRA
26 FEBRUARY 2025



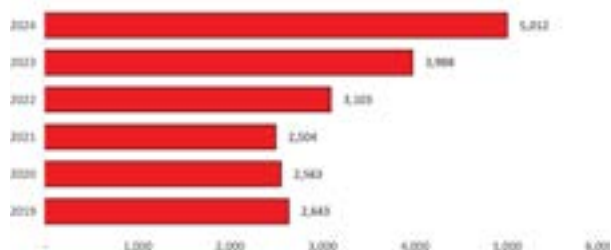
Managing Director
(Hakim Ouzzani)
ACCRA
26 FEBRUARY 2025

FINANCIAL HIGHLIGHTS

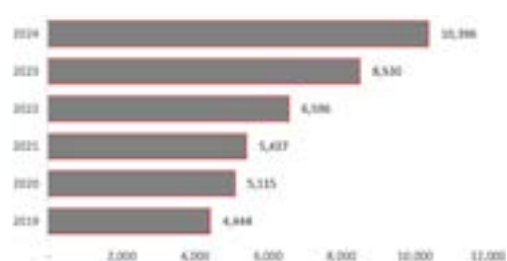
Total Assets Breakdown



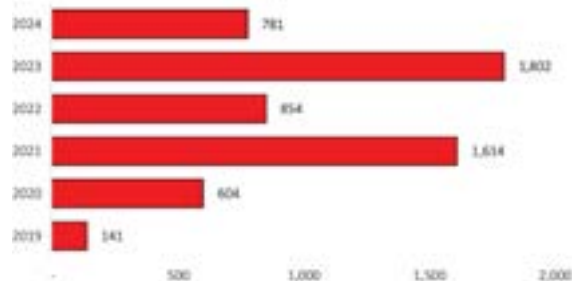
Net Loans GHCM



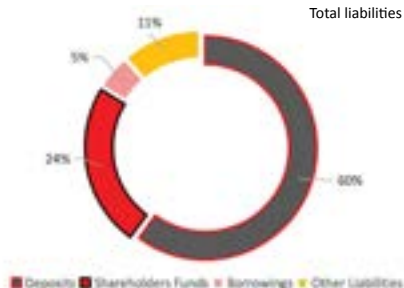
Total Assets GHCM



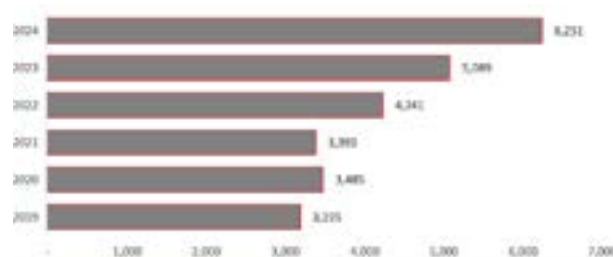
Investments GHCM



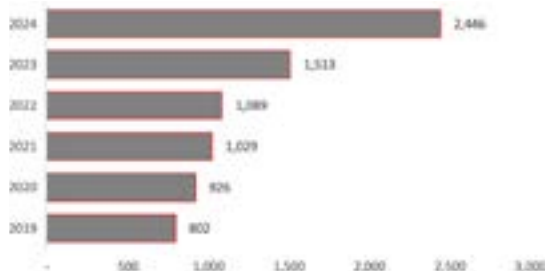
Total liabilities Breakdown



Deposits GHCM



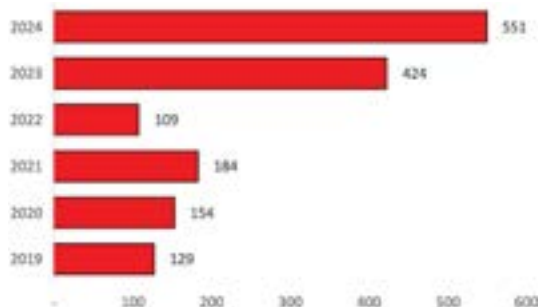
Shareholders Funds GHCM



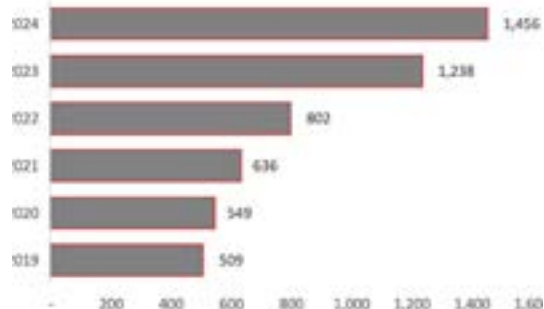
Net Banking Income Breakdown



Profit After Tax GHCM



Net Banking Income GHCM



**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF SOCIETE GENERALE GHANA PLC
REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS**

Our opinion

In our opinion, the accompanying financial statements give a true and fair view of the financial position of Societe Generale Ghana PLC (the "Bank") as at 31 December 2024, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IFRS Accounting Standards") with the IAS 29 directive issued by the Institute of Chartered Accountants, Ghana (ICAG) and in the manner required by the Companies Act, 2019 (Act 992) and the Banks and Specialised Deposit-Taking Institutions Act, 2016 (Act 930).

What we have audited

We have audited the financial statements of Societe Generale Ghana PLC for the year ended 31 December 2024.

The financial statements comprise:

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

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report.

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

Independence

We are independent of the Bank in accordance with the International Code of Ethics for Professional Accountants (including International Independence Standards) (the Code) issued by the International Ethics Standards Board for Accountants and the independence requirements of section 143 of the Companies Act, 2019 (Act 992) that are relevant to our audit of the financial statements. We have fulfilled our other ethical responsibilities in accordance with the Code.

Key audit matters

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

**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF SOCIETE GENERALE GHANA PLC (continued)**

Key audit matters (continued)

Key audit matter	How our audit addressed the key audit matter						
<p>Impairment allowance on loans and advances to customers</p> <p>At 31 December 2024, the Bank's impairment allowance on loans and advances to customers was as follows:</p> <table><tr><th>Financial Statement Line Item</th><th>Gross Amount GHS'000</th><th>Impairment Allowance GHS'000</th></tr><tr><td>Loan and advances to customers</td><td>5,840,975</td><td>654,569</td></tr></table> <p>The impairment of loans and advances to customers was determined on an expected credit loss (ECL) basis under IFRS 9 - Financial Instruments. IFRS 9 is a complex accounting standard which requires considerable judgement and interpretation in its implementation. These judgements and estimates were used in designing models which have been built and implemented to measure expected credit losses. The key areas of judgement were as follows:</p> <ul style="list-style-type: none">• The definition of default and the determination of qualitative and quantitative criteria for determining significant increase in credit risk (SICR);• The selection and determination of forward-looking economic scenarios and the probability weightings applied to each scenario;• The completeness, accuracy and integrity of data used in the ECL calculations; and• The determination of Probability of default (PD), Loss Given Default (LGD) and Exposure at default (EAD). <p>Given the subjectivity and reliance on estimates and judgements inherent in the determination of the impairment of financial assets, we determined that this was a matter of most significance in our audit.</p> <p>The accounting policies, critical estimates and judgements and impairment charge are set out in notes 2.19 and 20 to the financial statements.</p>	Financial Statement Line Item	Gross Amount GHS'000	Impairment Allowance GHS'000	Loan and advances to customers	5,840,975	654,569	<p>We obtained an understanding of controls over loans and advances to customers.</p> <p>We evaluated and tested the controls over loan origination monitoring and provisioning processes and assessed their operating effectiveness.</p> <p>We assessed the definition of default and the criteria applied by management in determining SICR. We applied a risk based targeted testing approach on samples of credit facilities for detailed review.</p> <p>We assessed the reasonableness of forward-looking information used in the impairment calculations by challenging the multiple economic scenarios used and the weighting applied.</p> <p>We assessed the completeness, accuracy and integrity of data used in the ECL model and reperformed selected model calculations to check that the inputs used were consistent with the requirements of IFRS 9.</p> <p>We assessed the reasonableness of PD assumptions applied and tested the reasonableness of the LGD by reviewing on a sample basis the valuation of the collateral held and expected future recoveries.</p> <p>We checked that the projected EAD over the remaining lifetime of financial assets were in compliance with the requirements of IFRS 9.</p> <p>We checked the appropriateness of IFRS 9 ECL disclosures.</p>
Financial Statement Line Item	Gross Amount GHS'000	Impairment Allowance GHS'000					
Loan and advances to customers	5,840,975	654,569					

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SOCIETE GENERALE GHANA PLC (continued)

Other information

The directors are responsible for the other information. The other information comprises Our Purpose and Values in the Service of our Clients, Notice and Agenda for Annual General Meeting, Corporate Information, Profile of the Board of Directors, Executive Management Committee, Board Chair's Statement, Managing Director's Review, Report of the Directors, Financial Highlights, Value Added Statement, Shareholding Structure, Shareholder Complaints Report, Annual General Meeting Guidelines, Proxy Form, Resolutions to be Passed, and Branch Network but does not include the financial statements and our auditor's report thereon.

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

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

Responsibilities of the directors for the financial statements

The directors are responsible for the preparation of financial statements that give a true and fair view in accordance with IFRS Accounting Standards with the IAS 29 directive issued by the Institute of Chartered Accountants, Ghana (ICAG) and in the manner required by the Companies Act, 2019 (Act 992) and the Banks and Specialised Deposit-Taking Institutions Act, 2016 (Act 930), and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

The directors are responsible for overseeing the Bank's financial reporting process.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SOCIETE GENERALE GHANA PLC (continued)

Auditor's responsibilities for the audit of the financial statements (continued)

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Bank's internal control;
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors;
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Bank's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Bank to cease to continue as a going concern; and
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF SOCIETE GENERALE GHANA PLC (continued)**

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

The Companies Act, 2019 (Act 992) requires that in carrying out our audit we consider and report on the following matters. We confirm that:

- i) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
- ii) in our opinion proper books of account have been kept by the Bank, so far as appears from our examination of those books; and
- iii) the Bank's statement of financial position and Bank's statement of comprehensive income are in agreement with the books of account.

In accordance with section 85(2) of the Banks and Specialised Deposit-Taking Institutions Act, 2016 (Act 930) we hereby confirm that:

- i) the accounts give a true and fair view of the state of affairs of the Bank and the results of operations for the period under review;
- ii) we were able to obtain all the information and explanations required for the efficient performance of our duties as auditor;
- iii) the Bank's transactions were within its powers; and
- iv) except as disclosed in note 38, the Bank has, in all material respects, complied with the provisions of this Act.

With respect to the provisions of the Anti-Money Laundering Act, 2020 (Act 1044), the Anti-Terrorism Act, 2008, (Act 762) and the Regulations made under these enactments, we did not identify any instances of non-compliance based on procedures we performed.

With respect to the provisions of section 21 of the corporate governance disclosure directive (2022) issued by Bank of Ghana, we did not identify any instances of non-compliance regarding the Bank's corporate governance practices and report, based on procedures we performed.

The engagement partner on the audit resulting in this independent auditor's report is Michael Asiedu-Antwi (ICAG/P/1138).

PricewaterhouseCoopers

PricewaterhouseCoopers (ICAG/F/2025/028)
Chartered Accountants
Accra, Ghana
28 February 2025



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GHANA**



THE FINANCIAL STATEMENTS



STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 DECEMBER 2024

	Note	2024 GH¢	2023 GH¢
Interest income	5	1,357,215,549	1,088,895,175
Interest expense	6	(234,148,854)	(215,486,510)
Net interest income		1,123,066,695	873,408,665
Fees and commission income	7	158,644,102	126,883,065
Fees and commission expense	8	(83,272,803)	(61,369,992)
Net fees and commission income		75,371,299	65,513,073
Net trading income	9	59,933,937	103,590,162
Net income from other financial instruments carried at fair value	10	58,304,970	126,748,506
Other operating income	11	138,874,043	68,568,937
Total other operating income		257,112,950	298,907,605
Operating income		1,455,550,944	1,237,829,343
Net impairment loss on financial assets	12	(103,267,026)	(99,213,609)
Operating income net of impairment charges		1,352,283,918	1,138,615,734
Personnel expense	13	(244,686,798)	(216,591,094)
Depreciation and amortization	22a	(71,057,192)	(53,987,350)
Other operating expenses	14	(198,138,976)	(206,448,050)
Total operating expenses		(513,882,966)	(477,026,494)
Profit before income tax		838,400,952	661,589,240
Income tax expense	15	(287,101,705)	(236,786,258)
Profit after tax expense		551,299,247	424,802,982
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss			
Debt instruments at fair value through other comprehensive income-		-	(583,901)
Deferred tax	15a	-	145,975
		-	(437,926)
Revaluation gain on fixed assets	22b	508,773,060	-
Deferred tax	15a	(127,193,265)	-
Net gain on revaluation on fixed assets		381,579,795	-
Total comprehensive income for the period (net of income tax)		932,879,042	424,365,056
Earnings per share:			
Basic earnings per share (Gh¢)	16	0.777	0.599
Diluted earnings per share (Gh¢)	16	0.777	0.599

The accompanying notes set out on pages 68-133 form an integral part of these financial statements.

STATEMENT OF FINANCIAL POSITION

AS AT 31 DECEMBER 2024

	Note	2024 GH¢	2023 GH¢
Assets			
Cash and cash equivalents	17	3,579,482,591	2,131,699,314
Non-pledged trading assets	18	8,794,742	1,742,074
Derivative financial assets	26	2,021,429	-
Debt instruments at amortised cost	21	780,949,308	1,800,220,862
Loans and advances to customers	20	5,011,684,459	3,987,842,023
Equity investments	19	5,513,268	3,503,810
Deferred tax assets	15a	7,001,472	111,997,320
Property, plant and equipment	22	759,572,915	245,151,386
Intangible assets	23	147,356,438	84,476,574
Other assets	25	93,914,071	163,193,190
Total assets		10,396,290,693	8,529,826,553
Liabilities			
Derivative financial liabilities	26	-	60,000
Deposits from banks	28	30,764,480	1,798,457
Deposits from customers	28	6,219,856,675	5,087,136,276
Borrowings	27	520,138,679	897,959,701
Current tax liabilities	24	54,866,304	15,350,102
Other liabilities	29	1,124,782,632	1,014,519,136
Total liabilities		7,950,408,770	7,016,823,672
Shareholders' fund			
Stated capital	30	404,245,427	404,245,427
Retained earnings	40c	1,041,544,676	559,157,835
Revaluation reserve	40d	505,250,055	123,670,260
Statutory reserve	40e	494,841,765	425,929,359
Total shareholders' fund		2,445,881,923	1,513,002,881
Total liabilities and shareholders' fund		10,396,290,693	8,529,826,553

The accompanying notes set out on pages 68-133 form an integral part of these financial statements.

Approved by the Board on 26 February 2025 and signed on its behalf as follows:



Margaret Boateng Sekyere
(Board Chair)
26 February 2025



Hakim Ouzzani
(Managing Director)
26 February 2025

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2024

	Stated capital GH¢	Retained earnings GH¢	Revaluation reserve GH¢	Statutory reserve GH¢	Other reserves GH¢	Total shareholders' equity GH¢
For the the year ended 31 December 2024						
Balance as at 1 January 2024	404,245,427	559,157,835	123,670,260	425,929,359	-	1,513,002,881
Movements during the year :						
Profit for the year	-	551,299,247	-	-	-	551,299,247
Other movements in equity:						
Revaluation of fixed assets			381,579,795			381,579,795
Transfer to statutory reserve	-	(68,912,406)	-	68,912,406	-	-
Balance as at 31 December 2024	404,245,427	1,041,544,676	505,250,055	494,841,765	-	2,445,881,923

	Stated capital GH¢	Retained earnings GH¢	Revaluation reserve GH¢	Statutory reserve GH¢	Other reserves GH¢	Total shareholders' equity GH¢
For the the year ended 31 December 2023						
Balance as at 1 January 2023	404,245,427	240,555,598	123,670,260	319,728,614	437,926	1,088,637,825
Movements during the year :						
Profit for the year	-	424,802,982	-	-	-	424,802,982
Other movements in equity:						
Debt Instruments at FVOCI	-	-	-	-	(437,926)	(437,926)
Transfer to statutory reserve	-	(106,200,745)	-	106,200,745	-	-
Balance as at 31 December 2023	404,245,427	559,157,835	123,670,260	425,929,359	-	1,513,002,881

The accompanying notes set out on pages 68-133 form an integral part of these financial statements.

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 DECEMBER 2024

	Note	2024 GH¢	2023 GH¢
Operating activities			
Operating profit before taxation		838,400,952	661,589,240
Adjustments for:			
Interest expense on borrowings	27	92,076,987	84,547,825
Impairment provision	12	106,257,911	105,856,660
Fair value adjustment on equity investment	19a	(2,009,458)	45,742
Fair value adjustment on non pledged trading assets	18a	(175,748)	24,711
Depreciation and amortization	22a	71,057,192	53,987,350
Profit on disposal	11	(435,148)	-
Derivative financial assets	26	(2,081,429)	188,840,000
Foreign exchange differences		169,635,868	212,092,244
Operating profit before working capital changes		1,272,727,127	1,306,983,772
Changes in operating and other assets and liabilities			
Change in non-pledged trading assets	18	(6,876,920)	12,390,622
Purchase of investment securities		(6,825,355,545)	(1,697,136,346)
Matured investment securities		7,844,055,214	736,508,509
Change in loans and advances to customers		(1,137,218,821)	(986,677,809)
Change in other assets	25	69,279,119	(61,195,657)
Change in deposit from banks	28	28,966,023	653,059
Change in deposit from customers	28	1,132,720,399	847,568,076
Change in other liabilities		118,629,428	454,666,490
Change in restricted cash balances		(149,914,600)	(233,941,223)
		1,074,284,297	(927,164,279)
Income tax paid	24a-d	(269,782,920)	(300,695,895)
Net cash flows generated from operating activities		2,077,228,504	79,123,598
Cash flow from investing activities			
Purchase of property, plant and equipment	22b	(39,982,519)	(38,040,950)
Purchase of intangible assets	23	(99,607,393)	(42,445,437)
Proceeds from sale of property, plant and equipment	22b	439,536	-
Net cash flows (used in)/generated from investing activities		(139,150,376)	(80,486,387)
Cash flow from financing activities			
Proceeds from borrowings	27	3,761,870,950	106,920,000
Repayment of borrowings	27	(4,424,279,318)	(180,861,734)
Net cash generated from financing activities		(662,408,368)	(73,941,734)
Change in cash and cash equivalents		1,275,669,760	(75,304,523)
Effects of exchange rate fluctuations on cash and cash equivalents held		22,874,491	22,058,110
Cash & cash equivalents at 1 January		1,347,459,639	1,400,706,052
Cash and cash equivalents at 31 December	17c	2,646,003,890	1,347,459,639
Operational cash flows from interest:			
Interest received		1,517,090,721	1,028,286,399
Interest paid		239,632,388	209,368,158

The accompanying notes set out on pages 68-133 form an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2024

1. Reporting entity

Societe Generale Ghana PLC (the Bank) is a limited liability company incorporated in Ghana under the Companies Act, 2019 (Act 992). The Bank is domiciled in Ghana with its registered office at 2nd Crescent, Royalt Castle Road, Ring Road Central, Accra. The Bank is authorized and licensed to carry out the business of banking and provides retail banking, corporate banking, investment banking and other financial intermediation activities and specialized financing activities such as leasing and consumer credits through its network of branches and outlets including divisions across Ghana.

The principal activities of the Bank are described in the Directors' Report. Societe Generale (Group), a bank incorporated in France, is the ultimate parent of the Bank.

The Bank is listed on the Ghana Stock Exchange (GSE). This has enabled the equity shares of the Bank to be traded publicly on the GSE.

1.1 Authorization for publication

The financial statements of the Bank for the year ended 31 December 2024 were authorized for issue in accordance with a resolution of the board of directors on 26 February 2025.

2. Basis of preparation

The financial statements have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board (IFRS Accounting Standards) with the IAS 29 directive issued by the Institute of Chartered Accountants, Ghana (ICAG) and in the manner required by the Companies Act, 2019 (Act 992) and the Banks and Specialised Deposit-Taking Institutions Act, 2016 (Act 930). The financial statements are presented on an individual entity basis and have been prepared on the basis that the Bank will continue to operate as a going concern.

2.1 Statement of compliance

These financial statements of the Bank have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board (IFRS Accounting Standards) and accounting requirement as dictated by the guide for financial publication 2017 issued by the Bank of Ghana. Except as otherwise specified by the guide for financial publication, the financial statements were prepared in accordance with IFRS Accounting Standards.

2.2 Basis of measurement

The financial statements have been prepared on the historical cost basis except for the following material items that are measured:

a) Using fair value in the Statement of Financial Position:

- Financial assets and liabilities held-for-trading.
- Derivative financial instruments.
- Equity investments.

b) Using the revaluation method:

- Own land and building.
- Right of use assets land and building.

2.3 Functional and presentation currency

The financial statements are presented in Ghana Cedis [GH¢], which is the functional and presentational currency of the Bank.

2.4 Presentation of financial statements

The Bank presents its statement of financial position in order of liquidity. An analysis regarding recovery or settlement within 12 months after the reporting date (current) and more than 12 months after the date is presented in note 37 of these financial statements.

2.5 Material accounting policies

The accounting policies adapted by the bank are consistent with those of the previous financial year.

2.6 Foreign currency transactions

Transactions denominated in foreign currencies are recorded in the functional currency using the exchange rates prevailing at the date of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency rate of exchange ruling at the reporting date.

Foreign exchange gains and losses resulting from the settlement of foreign currency transactions are recognized in profit or loss under the heading "trading revenue". Foreign exchange gains and losses resulting from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in profit or loss under the heading "other operating income".

The effect of exchange rate changes on cash and cash equivalents held or due in a foreign currency is reported in the statement of cash flows as part of the reconciliation of cash and cash equivalents at the beginning and end of the period. This amount is presented separately

Notes to the Financial Statements cont'd

Foreign currency transactions cont'd

from cash flows from operating, investing and financing activities and includes the differences, if any, had those cash flows been reported at end of period exchange rates.

2.7 Segmental reporting

IFRS 8 requires the identification of operating segments to be on the basis of internal reports that are reviewed by an entity's Chief Operating Decision Maker (CODM) to allocate resources to the segment and assess its performance. IFRS 8 requires entities whose shares or debts are traded publicly to produce a segmental report.

Societe Generale Ghana PLC is managed on a basis that takes account of the different business lines that dominate the operating activities of the Bank. Major business lines of the Bank are:

- a. Retail banking.
- b. Corporate banking.
- c. Treasury.

The banking activities of the Bank have been segmented into various business lines. The profitability of these business lines is assessed based on the profit or loss statement produced. These are illustrated in Note 39.

2.8 Property, plant and equipment

Properties in the course of construction for provision of services or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the bank's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Depreciation on revalued buildings is recognised in profit or loss. On the subsequent sale or retirement of a revalued property, the attributable revaluation surplus remaining in the properties revaluation reserve is transferred directly to retained earnings. Land and buildings are recognised at fair value based on periodic valuations (at least every five years) less subsequent depreciation for buildings. Valuations are performed by external independent valuers. A revaluation surplus is credited to other reserves in shareholders' equity. All other property, plant and equipment is recognised at historical cost less depreciation.

Fixtures and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets (other than freehold land and properties

under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

The current annual depreciation rates for each class of property, plant and equipment are as follows:

Buildings	3.0%
Furniture and equipment	20.0%
Computer	33.3%
Household furniture	25.0%
Motor vehicles	33.3%

Leasehold land is amortized over leased period

Right of use assets are amortised over the shorter of the lease term and the asset's useful life.

Freehold land is not depreciated.

Costs associated with routine servicing and maintenance of assets are expensed as incurred. Subsequent expenditure is only capitalized if it is probable that future economic benefits associated with the item will flow to the Bank.

The carrying values of property and equipment are reviewed for indications of impairment annually, or when events or changes in circumstances indicate the carrying value may not be recoverable. If any such indication exists and where the carrying values exceed the estimated recoverable amount, the assets or cash-generating units are written down to their recoverable amount.

The recoverable amount of property and equipment is the greater of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on derecognizing of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the item) is included in profit or loss in the year the item is derecognized.

The bank leases lands and buildings. Rental agreements typically include fixed periods over which the item is leased, which are individually

Notes to the Financial Statements cont'd

2.8 Property, plant and equipment cont'd

negotiated and contain a wide range of different terms and conditions. The bank assesses whether a contract is or contains a lease at inception of a contract.

Qualifying leases are recognised as right-of-use-assets (ROUA) and a corresponding liability is not recognized by the Bank as the leases are paid off fully. Where applicable, any lease payments made at or before the commencement date less any lease incentives received is deducted from the cost. Post initial recognition, ROUA's are treated in line with other property and equipment.

The ROUA is subsequently measured at cost less accumulated depreciation and impairment losses. The asset is depreciated over the lease term on a straight-line basis. The bank applies IAS 36 to determine whether a ROUA is impaired and accounts for any identified impairment loss.

2.9 Intangible assets: computer software

Costs incurred to acquire and bring to use specific computer software licenses are capitalized. Following initial recognition, intangible assets are carried at cost less accumulated amortization and any impairment losses. The amortization period and method for an intangible asset, in this case computer software, are reviewed at least at each reporting date. Changes in the expected useful life in the asset are accounted for by changing the amortization period or method, as appropriate, and treated as changes in accounting estimates. The amortization expense on the intangible assets is recognized in profit or loss in the expense category consistent with the function of the intangible asset. Amortisation is calculated using the straight line method on the basis of the expected useful lives of the assets which range between 3 and 5 years.

The carrying values of intangible assets are reviewed for indications of impairment annually or when events or changes in circumstances indicate that the carrying value may not be recoverable.

If any such indication exists and where the carrying values exceed the estimated recoverable amount, the assets or cash-generating units are written down to their recoverable amount.

The recoverable amount of intangible assets is the greater of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between

the net disposal proceeds and the carrying amount of the asset and are recognized in profit or loss when the asset is derecognized.

2.10 Provisions

The Bank recognizes provisions when it has a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the Bank expects some or all of a provision to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain.

The expense relating to any provision is presented in profit or loss net of any reimbursement.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

2.11 Employee benefits

Defined contribution plan

Per the National Pensions Act (2008) Act 766, the Bank contributes to a three-tier contribution scheme on behalf of employees. The tier 1 and tier 2 contributions are mandatory. The Bank contributes 10 % towards the voluntary tier 3 plan. Obligations for contributions to defined contribution pension plans are recognised as an employee benefit expense in profit or loss in the periods during which services are rendered by employees.

Termination benefits

Termination benefits are recognised when the Bank is committed to a formal detailed plan to terminate employment before the normal retirement date, or to provide termination benefits as a result of an offer made to encourage voluntary redundancy when it is probable that the offer will be accepted, and the number of acceptances can be estimated reliably. A liability is recognised for the termination benefit representing the best estimate of the amount payable.

Other benefits

These consist of benefits such as salaries, bonuses and any non-monetary benefits such as medical contributions.

Long service award

The Bank rewards employees who are in employment for a period of ten years or more through its long service award scheme.

Notes to the Financial Statements cont'd

2.12 Revenue

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Bank and the revenue can be reliably measured. The following specific recognition criteria are met before revenue is recognized:

a. Interest income

Under IFRS 9, interest income is recorded using the effective interest rate (EIR) method for all financial instruments measured at amortised cost. Interest income on interest bearing financial assets measured at FVOCI, are also recorded by using the EIR method. The EIR is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument or, when appropriate, a shorter period, to the gross carrying amount of the financial asset. The EIR (and therefore, the amortised cost of the asset) is calculated by taking into account any discount or premium on acquisition, fees and costs that are an integral part of the EIR. The Bank recognises interest income using a rate of return that represents the best estimate of a constant rate of return over the expected life of the loan. Hence, it recognises the effect of potentially different interest rates charged at various stages, and other characteristics of the product life cycle (including prepayments, penalty interest and charges).

The Bank calculates interest income by applying the EIR to the gross carrying amount of financial assets other than credit-impaired assets.

If expectations regarding the cash flows on the financial asset are revised for reasons other than credit risk, the adjustment is booked as a positive or negative adjustment to the carrying amount of the asset in the statement of financial position with an increase or reduction in interest income. The adjustment is subsequently amortised through Interest and similar income in the statement of profit or loss.

When a financial asset becomes credit-impaired and is, therefore, regarded as 'Stage 3', the Bank calculates interest income by applying the effective interest rate to the net amortised cost of the financial asset. If the financial assets cures and is no longer credit-impaired, the Bank reverts to calculating interest income on a gross basis.

Interest income on all trading assets and financial assets mandatorily required to be measured at FVPL is recognised using the contractual interest rate in net trading income and net gains/(losses) on financial assets at fair value through profit or loss, respectively.

b. Commissions and fees

Commission and fees, revenues and expenses that are

integral part of financial instruments and are included in the measurement of the effective interest rate are spread over the period of the financial instruments. Commission and fees in respect of services are recognized in the profit or loss statement when the related services are performed. The Bank's revenue contracts do not typically include multiple performance obligations.

The Bank earns commission and fees from a diverse range of services provided to its customers. Fees revenue is accounted for as follows:

- Revenue is earned on execution of discrete act (such as funds transfers, special clearing and fees arising from negotiating transactions with third parties) is recognized as revenue when the act is completed.
- Income earned from the provision of services (such as request for special statements, safe custody, turnover and advisory services) is recognized as revenue as the services are provided.
- Fees which forms an integral part of the effective interest rate of a financial instrument (such as commitment and processing fees on corporate loans) is recognized as an adjustment to the effective interest rate.

c. Other operating income

This is made up of dividend, profit or loss on sale of property, plant and equipment, other miscellaneous incomes and exchange gains.

2.13 Interest expense

Interest expense is recognized in profit or loss for all interest-bearing financial instruments measured at amortized cost, including loans and advances, as interest accrues using the effective interest rate method.

The effective interest method is a method of calculating the amortized cost of a financial liability and of allocating the interest expense.

The effective interest rate is the rate that exactly discounts the estimated future cash payments over the expected life of the instrument or, when appropriate, a shorter period, to the gross carrying amount of the financial liability.

The effective interest rate is calculated on initial recognition of the financial liability, estimating the future cash flows after considering all the contractual terms of the instrument. The calculation includes fees paid by the Bank that are an integral part of the the acquisition, issue or disposal of a financial instrument.

Notes to the Financial Statements cont'd

2.14 Taxation

Income tax charged to the profit or loss account for the year comprises current tax and deferred tax. Income tax is recognized in profit or loss except to the extent that it relates to items recognized directly in shareholders' equity or other comprehensive income, in which case it is recognized in shareholders' equity or other comprehensive income.

a. Corporate income tax

Corporate tax is the tax expected to be payable under the Income Tax Act, 2015 (Act 896) on the taxable profit for the year, calculated using the tax rates enacted or substantially enacted by the reporting date, and any adjustment to tax payable in respect of previous years. Current tax assets and liabilities are offset when the Bank intends to settle on net basis and the legal right to set off exists. Corporate tax is calculated as 25% of profit before tax.

Corporate income tax relating to items recognized directly in equity or other comprehensive income is recognized in equity or other comprehensive income and not in profit or loss.

b. Deferred income tax

Deferred tax liabilities are recognized for all taxable temporary differences, except:

- Where the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognized for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized, except:

- Where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

Deferred tax is calculated using the rate expected to apply in the period in which the assets will be realized or the liabilities settled. Deferred tax assets and liabilities are offset when they arise in the same tax reporting entities and relate to income taxes levied by the same taxation authority, and when a legal right to set off exists in the entity.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

Deferred tax relating to items recognized directly in equity or other comprehensive income is recognized in equity or other comprehensive income and not in profit or loss.

c. Value added Tax -VAT

Revenues, expenses and assets are recognized net of the amount of VAT except:

- Where the value added tax incurred on a purchase of goods and services is not recoverable from the taxation authority, the value added tax is recognized as part of the cost of acquisition of the asset or as part of the expense item as applicable; and accounts receivable and payable are stated with the amount of value added tax included.
- The net amount of value added tax recoverable from, or payable to, the Ghana Revenue Authority is included as part of receivable or payable in the statement of financial position.

2.15 National stabilization levy

Under the National Fiscal Stabilization Levy Act, 2013 of Ghana, financial institutions and some large firms were required to pay a levy of 5% of their profit before tax towards fiscal stabilization with effect from July 2013. The Bank complied with this statutory obligation in 2023.

2.16 Financial Sector Recovery Levy

Under the Financial Sector Recovery Act, 2021 (Act 1067) of Ghana, Banks (excluding rural and community banks)

Notes to the Financial Statements cont'd

were required to pay a levy of 5% of their profit before tax to raise revenue to support the financial sector reforms and for other matters. The Act was gazetted on 31 March, 2021. The Bank has complied with this statutory obligation.

2.17 Growth and Sustainability Levy

In accordance with the Growth and sustainability Act, 2023 all companies in Banking, Non Bank Financial Institutions, Insurance, Brewery and Communication etc are supposed to pay a levy of 5% of profit before tax towards revenue growth, fiscal sustainability and to provide for related matters. It came into effect on 1 May, 2023 to replace the National Stabilization Levy. The Bank has complied with this statutory obligation.

2.18 Classification and measurement of financial assets and liabilities

2.18.1 Recognition and initial measurement

The Bank on the date of origination or purchase recognizes loans, debt and equity securities, deposits and subordinated debentures at the fair value of consideration paid. Regular-way purchases and sales of financial assets are recognized on the settlement date. All other financial assets and liabilities, including derivatives, are initially recognized when the Bank becomes a party to the contractual provisions of the instrument.

The initial measurement of a financial asset or liability is at fair value plus transaction costs that are directly attributable to its purchase or issuance. For instruments measured at fair value through profit or loss, transaction costs are recognized immediately in profit or loss. This is only applicable to financial instruments not measured at FVTPL.

All recognised financial assets are subsequently measured at amortised cost or fair value on the basis of the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets.

Reclassification

If the business model under which the Bank holds financial assets changes, the financial assets affected are reclassified. The business model reflects how groups of financial assets are managed together to achieve a business objective and does not depend on management's intention for individual financial assets. A change in business model will occur only when the Bank begins or ceases to perform an activity that is significant to its operations. The classification and measurement requirements related to the new

category apply prospectively from the first day of the first reporting period following the change in business model that results in reclassifying the group's financial assets. During the current financial year and previous accounting period there was no significant change in the Bank's operation. As a result, there was no change in the business model under which the Bank holds financial assets and therefore no reclassifications were made.

Modification

Modification of financial assets and liabilities

Where an existing financial asset or liability is replaced by another with the same counterparty on substantially different terms, or the terms of an existing financial asset or liability are substantially modified, such an exchange or modification is treated as a derecognition of the original asset or liability and the recognition of a new asset or liability at fair value and recalculates a new effective interest rate, with the difference in the respective carrying amounts being recognised in other gains and losses on financial instruments within non-interest revenue. The date of recognition of a new asset is consequently considered to be the date of initial recognition for impairment calculation purposes. If the terms are not substantially different for financial assets or financial liabilities, the Bank recalculates the new gross carrying amount by discounting the modified cash flows of the financial asset or financial liability using the original effective interest rate. The difference between the new gross carrying amount and the original gross carrying amount is recognised as a modification gain or loss within credit impairments (for distressed financial asset modifications) or gains and losses on financial instruments within non-interest revenue (for all other modifications).

Derecognition

Financial assets are derecognised when the contractual rights to receive cash flows from the financial assets have expired, or where the Bank has transferred its contractual rights to receive cash flows on the financial asset such that it has transferred substantially all the risks and rewards of ownership of the financial asset. Any interest in transferred financial assets that is created or retained by the bank is recognised as a separate asset or liability. The Bank enters into transactions whereby it transfers assets recognised in its statement of financial position, but retains either all or a portion of the risks or rewards of the transferred assets. If all or substantially all risks and rewards are retained, then the transferred assets are not derecognised. Transfers of assets with the retention of all or substantially all risks and rewards include securities lending and repurchase agreements. In transfers where control over the asset is retained, the

Notes to the Financial Statements cont'd

Bank continues to recognise the asset to the extent of its continuing involvement, determined by the extent to which it is exposed to changes in the value of the transferred asset. Financial liabilities are derecognised when the obligation of the financial liabilities are extinguished, that is, when the obligation is discharged, cancelled or expires.

If the transaction price differs from fair value at initial recognition, the Bank accounts for such difference as follows:

- If fair value is evidenced by a quoted price in an active market for an identical asset or liability or based on a valuation technique that uses only data from observable markets, or if the valuation technique includes unobservable inputs and those unobservable inputs are insignificant relative to their contribution to the difference between the fair valuation and the transaction price, then the difference is recognised in profit or loss on initial recognition (i.e. day 1 profit or loss)
- In all other cases, the fair value will be adjusted to bring it in line with the transaction price (i.e. day 1 profit or loss will be deferred by including it in the initial carrying amount of the asset or liability) After initial recognition, the deferred gain or loss will be released to profit or loss on a systematic and rational basis, only to the extent that it arises from a change in a factor (including time) that market participants would take into account when pricing the asset or liability.

Financial assets include both debt and equity instruments.

2.18.2 Debt instruments

Debt instruments, including loans and debt securities, are classified into one of the following measurement categories:

- Amortized cost;
- Fair value through other comprehensive income (FVOCI); or
- Fair value through profit or loss (FVTPL) for trading related assets

Classification of debt instruments is determined based on:

- i. the business model under which the asset is held; and
- ii. the contractual cash flow characteristics of the instrument

2.18.3 Business model assessment

Business model assessment involves determining whether financial assets are managed in order to generate cash flows from collection of contractual cash flows, selling financial assets or both. The Bank assesses business model at a portfolio level reflective of how group of assets are managed together to achieve a particular business objective. For the assessment of business model the Bank takes into consideration the following factors:

- how the performance of assets in a portfolio is evaluated and reported to group heads and other key decision makers within the Bank's business lines;
- the risks that affect the performance of assets held within a business model and how those risks are managed;
- whether the assets held for trading purposes i.e., assets that the Bank acquires or incurs principally for the purpose of selling or repurchasing in the near term, or holds as part of a portfolio that is managed together for short-term profit or position taking;
- how compensation is determined for the Bank's business lines' management that manages the assets; and
- the frequency and volume of sales in prior periods and expectations about future sales activity.

2.18.4 Cash flow characteristics assessment

The contractual cash flow characteristics assessment involves assessing the contractual features of an instrument to determine if they give rise to cash flows that are consistent with a basic lending arrangement. Contractual cash flows are consistent with a basic lending arrangement if they represent cash flows that are solely payments of principal and interest on the principal amount outstanding (SPPI).

Principal is defined as the fair value of the instrument at initial recognition. Principal may change over the life of the instruments due to repayments.

Interest is defined as consideration for the time value of money and the credit risk associated with the principal amount outstanding and for other basic lending risks and costs (liquidity risk and administrative costs), as well as a profit margin.

In performing this assessment, the Bank takes into consideration contractual features that could change the amount or timing of contractual cash flows, such that the cash flows are no longer consistent with a basic lending arrangement. If the Bank identifies any contractual features that could modify the cash flows of

Notes to the Financial Statements cont'd

the instrument such that they are no longer consistent with a basic lending arrangement, the related financial asset is classified and measured at FVTPL. Non pledged trading assets and derivative assets of the bank are measured under FVTPL whilst Loans and advances are measured under amortised cost based on their cashflow characteristics and business model.

2.18.5 Debt instruments measured at amortized cost

Debt instruments are measured at amortized cost if they are held within a business model whose objective is to hold for collection of contractual cash flows where those cash flows represent solely payments of principal and interest. After initial measurement, debt instruments in this category are carried at amortized cost using the effective interest rate method. The effective interest rate is the rate that discounts estimated future cash payments or receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. Amortized cost is calculated taking into account any discount or premium on acquisition, transaction costs and fees that are an integral part of the effective interest rate. Investment securities are measured under amortised cost.

Impairment on debt instruments measured at amortized cost is calculated using the expected credit loss approach. Loans and debt securities measured at amortized cost are presented net of the allowance for credit losses in the statement of financial position.

2.18.6 Debt instruments measured at Fair Value through Profit or Loss(FVTPL)

Debt instruments measured at FVTPL include assets held for trading purposes, assets held as part of a portfolio managed on a fair value basis and assets whose cash flows do not represent payments that are solely payments of principal and interest. These instruments are measured at fair value in the Statement of Financial Position, with transaction costs recognized immediately in the profit or loss statement as part of net income from other financial instruments carried at fair value. Realized and unrealized gains and losses are recognized as part of Non-interest income in the profit or loss statement. Non pledged trading assets and derivative assets of the bank are measured under FVTPL.

2.18.7 Debt instruments measured at Fair Value through other comprehensive income(FVOCI)

Debt instruments are measured at FVOCI only if the assets are held within a business model whose objective is achieved by collecting contractual cash flows and selling financial assets; and the contractual terms of the financial asset give rise on specified dates to cash flows

that are Solely Payments of Principal and Interest (SPPI) and such assets have not been designated as at FVTPL.

In addition, on initial recognition, the Bank may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

2.18.8 Equity instruments

Equity instruments are measured at FVTPL, unless an election is made to designate them at FVOCI upon purchase. For equity instruments measured at FVTPL, changes in fair value are recognized as part of Non-interest income in the profit or loss statement. An election has not been made to designate any of the equity instrument at FVOCI as such all equity instruments are measured at FVTPL in the current year.

2.18.9 Financial liabilities

Financial liabilities are classified as non-trading, held for trading or designated as held at fair value through profit or loss. Non-trading liabilities are recorded at amortized cost applying the effective interest method. Held for trading liabilities or liabilities designated as held at fair value through profit or loss, are accounted for as indicated above. A financial liability (trading or other) is removed from the balance sheet when it is extinguished – that is, when the obligation is discharged, cancelled or expired. The condition is met when the liability is settled by paying the creditor, or when the debtor is released from primary responsibility for the liability either by process of law or by the creditor. Again or loss on extinguishment of a financial liability is recognised in the profit or loss statement. Any net cash flow in relation to the restructuring of financial liabilities is an adjustment to the debt's carrying amount and is amortised over the remaining life of the liability.

2.19 Impairment

a. Scope

The Bank applies a three-stage approach to measure allowance for credit losses, using an expected credit loss approach as required under IFRS 9, for the following categories of financial instruments that are not measured at fair value through profit or loss:

- Amortized cost financial assets;
- Lease receivable;
- Debt securities classified as at FV through other comprehensive income(OCI);
- Off-balance sheet loan commitments; and

Notes to the Financial Statements cont'd

- Financial guarantee contracts.

Financial assets migrate through three stages based on the change in credit risk since initial recognition.

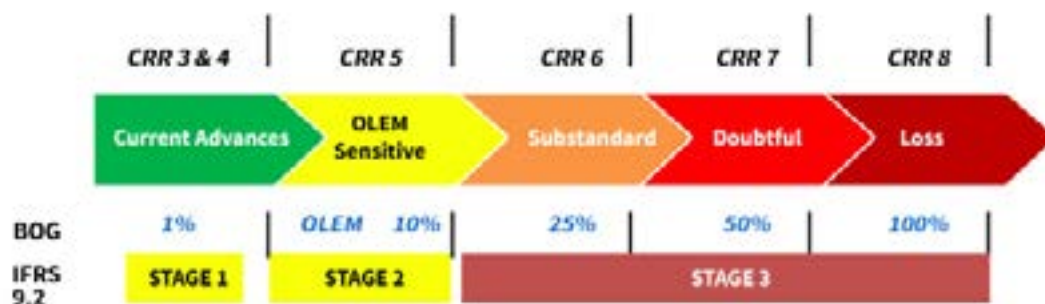
b. Expected credit loss impairment model

The Bank's allowance for credit losses calculations are outputs of models with a number of underlying assumptions regarding the choice of variable inputs and their interdependencies. The expected credit loss impairment model reflects the present value of all cash shortfalls related to default events either (i) over the following twelve months or (ii) over the expected life of a financial instrument depending on credit deterioration from inception. The allowance for credit losses reflects an unbiased, probability-weighted outcome which considers multiple scenarios based on reasonable and supportable forecasts.

This impairment model measures credit loss allowances using a three-stage approach based on the extent of credit deterioration since origination:

- Stage 1 – Where there has not been a significant increase in credit risk (SIR) since initial recognition of a financial instrument, an amount equal to 12 months expected credit loss is recorded. The expected credit loss is computed using a probability of default occurring over the next 12 months. For those instruments with a remaining maturity of less than 12 months, a probability of default corresponding to remaining term to maturity is used.
- Stage 2 – When a financial instrument experiences a SIR subsequent to origination but is not considered to be in default, it is included in Stage 2. This requires the computation of expected credit loss based on the probability of default over the remaining estimated life of the financial instrument.
- Stage 3 – Financial instruments that are considered to be in default are included in this stage. Similar to Stage 2, the allowance for credit losses captures the lifetime expected credit losses.

Summary chart of provisioning regarding counterparty rating



Notes to the Financial Statements cont'd

Credit Risk Rating	Facility Principal Current	Minimum Loss Provision
CRR	Non-Current: Days Overdue	%
1	Current	1
2	Current	1
3	0	1
4	1 - 30	1
5	31 - 90	10
6	91 - 180	25
7	181 - 360	50
8 (Loss)	Over 360	100

CORPORATE
Determination of the provisioning rate of Stage 1

The S1 rate computation is based on the following approach: $S1\ Rate = S1\ PD \times LGD$

With:

- S1 PD: Probability of default at 12 months for exposures in S1. The calibration of the S1 PD is based on the historical S1 12-months default rate. The S1 12-months default rate is computed in amount.
- LGD : Loss Given Default. The LGD calibration is based on the provisioning rate at entry in default.

Determination of the provisioning rate of Stage 2

The S2 rate computation is based on the following approach: $S2\ Rate = S2\ PD \times LGD$

With :

- S2 PD: Probability of default at maturity for exposure in S2
- LGD: Loss Given Default. The LGD calibration is based on the provisioning rate at entry in default.

$Provision = Exposure(S1) \times Rate(S1) + Exposure(S2) \times Rate(S2)$

RETAIL

The Methodology is run under a three-step approach:

- Segmentation of portfolio into homogeneous groups
- Segmentation between Stage 1 and Stage 2

3. Computation of anticipated loss rates, that reflect expected discounted loss over a 1-Year or Full Maturity Time Horizon

The “PD x Loss rate” provisioning is based on two factors:

- Probability of default, at a 1-year horizon or maturity, depending on the stage considered
- LGD or Loss rate in case of default.

1. Computation of the probability of default (PD): STAGE 1

The calculation of the probability of default requires reconstructing the histories of default downgrades of Stage 1 portfolio at different specific dates in numbers with the 12th month (1year) used as the focal point.

2. Computation of the probability of default (PD): STAGE 2

The calculation of the probability of default requires reconstructing the histories of default downgrades of Stage 2 portfolio at different specific dates in numbers with the 36th month (3years) used as the focal point.

3. LGD : Loss Given Default. The LGD calibration is based on the provisioning rate at entry in default.

Provision

$= Exposure(S1) \times Rate(S1) + Exposure(S2) \times Rate(S2)$

Returning Non-Performing Assets To Performing Status

Any asset or credit exposure on non-accrual status can be returned to accrual status in any one of the following circumstances:

Notes to the Financial Statements cont'd

a. None of the credit's principal and interest is due and unpaid and there is no longer reasonable doubt as to the collection of principal and interest, or the credit has become well secured and is in the process of collection

b. The credit has been brought through a formal Troubled Debt Restructuring, and the new debt claim has been determined to be collectible under its new terms by the responsible credit function

c. If the loan has been partially paid out through a substitution of borrower (third party), it is permissible to consider the financing to the third party as an accruing loan, upon approval by the appropriate credit process.

Whenever a credit exposure is returned from non-accrual to accrual status, any income such as interest or fees received in prior quarters remains in a contra-asset account as Miscellaneous Deferred Income and shall be handled in accordance with Generally Accepted Accounting Principles.

c. Measurement of expected credit loss

The probability of default (PD), exposure at default (EAD), and loss given default (LGD) inputs used to estimate expected credit losses are modelled based on macroeconomic variables that are most closely related with credit losses in the relevant portfolio. The bank's portfolios have been segmented to ensure that they are consistent in terms of risk characteristics and to ensure better correlation with local macroeconomic variables. This segmentation factors in all specific characteristics associated with the bank's activities.

Details of these statistical parameters/inputs are as follows:

- **PD** – The probability of default is an estimate of the likelihood of default over a given time horizon. A default may only happen at a certain time over the remaining estimated life, if the facility has not been previously derecognized and is still in the portfolio.
- **EAD** – The exposure at default is an estimate of the exposure at a future default date, taking into account expected changes in the exposure after the reporting date, including repayments of principal and interest, whether scheduled by contract or otherwise, expected drawdowns on committed facilities, and accrued interest from missed payments.
- **LGD** – The loss given default is an estimate of the loss arising in the case where a default occurs at a given time. It is based on the difference between the contractual cash flows due and those that the lender would expect to receive, including from the

realization of any collateral. It is usually expressed as a percentage of the EAD.

d. Forward-looking information

The forward looking refers to the integration of prospective information in the IFRS 9 Expected Credit Loss (ECL), which is a compulsory feature of IFRS 9 accounting norm on non defaulted customers (S1 and S2).

In order to fulfill the IFRS 9 objectives, the fundamental principle is to identify the set of Risk drivers to which provisions, provision rates (or PD/LGD when available) appear to be sensitive: try to identify historically observed trends on the provisioning rate (or on PD and LGD when available).

The Risk Drivers can include different components:

a) Quantitative variables (eligible to statistical analysis), mainly economic conditions such as GDP growth, inflation, BOG policy rates, exchange rates, etc. b) Qualitative variables, such as (i) External Changes in the regulatory and legal environment: definition of default, laws (on consumer loans for instance) or (ii) Internal Changes in processes: granting credit rating, recovery processes.

In addition, the risk driver impacts should be considered with relevant Risk segmentation of portfolio; Two different segments may be sensitive to different macro-economic factors, A same macro-economic situation may have different impacts on two different segments

The forward looking is likely to apply at several levels: On the Corporate perimeter, the non-Retail transfer criteria is based on Expert Watch list process of identification of risk deterioration (at least Quarterly), together with quantitative criteria such as Days past Due, and Counterparty rating changes, and other criteria according to RISQ IBF(Group) methodology. Specifically, Counterparty ratings include a forward-looking dimension. The rating is a forward-looking indicator integrating an anticipation of the resilience of the counterparty in the next 12 months. When some particular risk appears/disappears (and at least annually), the rating of the impacted counterparts (within a sector risk, or a geographical area) must be adjusted in a way that reflects this analysis (downgrade/upgrade).

On the Retail parameter, in addition to already existing 30 Day Past Due criteria, expert judgment can be used to transfer/release a segment of contracts and customers to/from S2.

The risk parameters (Probability of default, Loss Given Default, Provision rates, etc.) are initially calibrated from historical averages. So as opposed to "Point In

Notes to the Financial Statements cont'd

Time" (present) situation approaches, the RISQ IBF (Group) parameter calculations (which are averages) already take into account the possible deterioration or improvement of the situation of the Risk drivers over a long period. For example, an exceptional favorable situation in the present will be corrected through the use of average parameters taken from the past. However, under the forward looking approach, the question should be raised whether the historical averages used to calibrate the parameters reflect the situation of the Risk drivers forecasted for the next years or are significantly different. Consequently, expert's judgment will be needed to use these new trends or to keep using historical average for parameters calibration. In order to help the experts assess the possible range of parameter values, descriptive statistics are used. The decision has to be justified and documented and approved according to SG Governance.

Finally, a Multi-scenario modelling is required. Indeed, there could be a non-linear effect, meaning that the distribution of the probability of default is not symmetric: Unfavorable economic outcomes usually have more severe negative impact on the credit risk (ex: when inflation rate decreases by 2%, PD increases by 3%) than favorable impact on credit risk in the case of symmetric positive economic outlook (ex: when inflation rate increases by 2%, PD decreases by 1%). So the Group Economists provide 3 scenarios: a) The central scenario b) The stress Scenario and c) A third optimistic scenario.

This will lead to compute three ECL values. Finally, those three ECL will be weighted to obtain a weighted average ECL. This resulting weighted average is the multi-scenario adjusted ECL. The final weighted ECL is higher than the ECL calculated from central scenario.

e. Macroeconomic factors

In its models, the Bank relies on a broad range of forward looking information as economic inputs, such as: GDP growth, inflation rates and central bank base rates. The inputs and models used for calculating expected credit losses may not always capture all characteristics of the market at the date of the financial statements. To reflect this, qualitative adjustments or overlays may be made as temporary adjustments using expert credit judgement.

The Bank determines allowance for credit losses using three probability-weighted forward-looking scenarios. The Bank considers both internal and external sources of information in order to achieve an unbiased measure of the scenarios used. The forecasts are created using internal and external models/data which are then modified to reflect future direction of relevant economic variables as well as a representative range of other possible forecast scenarios.

The most likely outcome is aligned with information used by the Bank for other purposes such as strategic planning and budgeting. The Bank has identified and documented key drivers of credit risk and credit losses for each portfolio of financial instruments and, using an analysis of historical data, has estimated relationships between macro-economic variables, credit risk and credit losses.

f. Assessment of significant increase in credit risk (SIR)

At each reporting date, the Bank assesses whether there has been a significant increase in credit risk for exposures since initial recognition by comparing the risk of default occurring over the remaining expected life from the reporting date and the date of initial recognition. The assessment considers borrower-specific quantitative and qualitative information without consideration of collateral, and the impact of forward-looking macroeconomic factors.

The common assessments for SIR on retail and non-retail portfolios include macroeconomic outlook, management judgement, delinquency and monitoring. Forward looking macroeconomic factors are a key component of the macroeconomic outlook. The importance and relevance of each specific macroeconomic factor depends on the type of product, characteristics of the financial instruments and the borrower. Quantitative models may not always be able to capture all reasonable and supportable information that may indicate a significant increase in credit risk. Qualitative factors may be assessed to supplement the gap. Examples of situations include changes in adjudication criteria for a particular group of borrowers; changes in portfolio composition and natural disasters impacting certain portfolios. With regards to delinquency and monitoring, there is a rebuttable presumption that the credit risk of the financial instrument has increased since initial recognition when contractual payments are more than 30 days overdue.

Retail portfolio – For retail exposures, a significant increase in credit risk cannot be assessed using forward looking information at an individual account level. Therefore, the assessment must be done at the segment level. Segment migration thresholds exist for each PD model by product which considers the proportionate change in PD as well as the absolute change in PD. The thresholds used for PD migration are reviewed and assessed at least annually, unless there is a significant change in credit risk management practices in which case the review is brought forward.

Non-retail portfolio – The Bank uses a risk rating scale (IG codes) for its non-retail exposures. All non-retail exposures have an IG code assigned that reflects the

Notes to the Financial Statements cont'd

probability of default of the borrower. Both borrower specific and non-borrower specific (i.e macroeconomic) forward looking information is considered and reflected in the IG rating. Significant increase in credit risk is evaluated based on the migration of the exposures among IG codes.

g. Expected life

When measuring expected credit loss, the Bank considers the maximum contractual period over which the Bank is exposed to credit risk. All contractual terms are considered when determining the expected life, including prepayment, and extension and rollover options. For certain revolving credit facilities, the expected life is estimated based on the period over which the Bank is exposed to credit risk and how the credit losses are mitigated by management actions.

Presentation of allowance for credit losses in the Statement of Financial Position

- Financial assets measured at amortized cost: as a deduction from the gross carrying amount of the financial assets;
- Debt instruments measured at fair value through other comprehensive income: no allowance is recognized in the Statement of Financial Position because the carrying value of these assets is their fair value. However, the allowance determined is presented in the accumulated other comprehensive income;
- Off-balance sheet credit risks include undrawn lending commitments, letters of credit and letters of guarantee: as a provision in other liabilities.

h. Modified financial assets

If the terms of a financial asset are modified or an existing financial asset is replaced with a new one, an assessment is made to determine if the financial asset should be derecognized. Where the modification does not result in derecognition, the date of origination continues to be used to determine SIR. Where modification results in derecognition, the modified financial asset is considered to be a new asset.

i. Originated credit-impaired financial assets

A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. Credit-impaired financial assets are referred to as Stage 3 assets. Evidence of credit-impairment includes observable data about the following events:

- significant financial difficulty of the borrower or issuer
- a breach of contract such as a default or past due event
- the lender of the borrower, for economic or contractual reasons relating to the borrower's financial difficulty, having granted to the borrower a concession that the lender would not otherwise consider
- the disappearance of an active market for a security because of financial difficulties
- the purchase of a financial asset at a deep discount that reflects the incurred credit losses. It may not be possible to identify a single discrete event—instead, the combined effect of several events may have caused financial assets to become credit-impaired. The Bank assesses whether debt instruments that are financial assets measured at amortised cost or FVTOCI are credit-impaired at each reporting date. To assess if sovereign and corporate debt instruments are credit impaired, the Bank considers factors such as bond yields, credit ratings and the ability of the borrower to raise funding.

The new bonds under the GDDEP falls under this category. For POCI financial assets, an entity only recognizes the cumulative changes in lifetime expected credit losses since initial recognition as a loss allowance. Impairment gains are recognized as a direct adjustment to the gross carrying amount, to the extent they exceed the loss allowance estimated at initial recognition. The bank uses the discount rate which is the rate that discounts estimated (rather than contractual) future cash payments and receipts through the expected life of the asset to its amortized cost (net of the allowance).

j. Definition of default

The Bank considers a financial instrument to be in default as a result of one or more loss events that occurred after the date of initial recognition of the instrument and the loss event has a negative impact on the estimated future cash flows of the instrument that can be reliably estimated. This includes events that indicate:

- significant financial difficulty of the borrower;
- default or delinquency in interest or principal payments;
- high probability of the borrower entering a phase of bankruptcy or a financial reorganization;
- measurable decrease in the estimated future cash flows from the loan or the underlying assets that back the loan.

The Bank considers that default has occurred and classifies the financial asset as impaired when it is more than 90 days past due unless reasonable and

Notes to the Financial Statements cont'd

supportable information demonstrates that a more lagging default criterion is appropriate.

k. Write-off policy

The Bank writes off an impaired financial asset (and the related impairment allowance), either partially or in full, when there is no realistic prospect of recovery. Where financial assets are secured, write-off is generally after receipt of any proceeds from the realization of security. In circumstances where the net realizable value of any collateral has been determined and there is no reasonable expectation of further recovery, write-off may be earlier. Credit card receivables 180 days past due, are written-off. In subsequent periods, any recoveries of amounts previously written off are credited to the provision for credit losses in the profit or loss statement.

l. Restructured credit

Loans issued by the Bank may be subject to restructuring with the aim of securing the collection of the principal and interest by adjusting the contractual terms of the loan (e.g. reduced interest rate, rescheduled loan payments, partial debt forgiveness or additional collateral). Assets may only qualify for restructuring where the borrower is experiencing financial difficulties or insolvency (whether the borrower has already become insolvent or is certain to become insolvent if the loan is not restructured).

Where they still pass the SPPI test, restructured loans are still recorded in the Statement of Financial Position and their amortised cost prior to impairment is adjusted for a discount representing the negative difference between the present value of the new contractual cash flows resulting from the restructuring of the loan and the amortised cost prior to impairment less any partial debt forgiveness. This discount, representing earnings foregone, is booked to cost of risk in the Statement of Profit or Loss and Other Comprehensive Income. As a result, the associated interest income is still subsequently recognised at the initial effective interest rate of the loans. Post-restructuring, these assets are systematically classified in Stage 3 for impairment (credit-impaired exposures), as the borrowers are deemed to be in default. Stage 3 classification is maintained for at least one year, or longer if the Bank is

uncertain that the borrowers will be able to meet their commitments. Once the loan is no longer classified in Stage 3, the assessment of the significant increase of credit risk will be performed by comparing the credit risk level at the closing date and the level at the initial recognition date of the loan before restructuring.

m. Repossessed Properties /Collaterals

In its normal course of business, the Bank does not physically repossess properties or other assets in its loan portfolio, but engages external agents to recover funds, generally at auction, to settle outstanding debt. Any surplus funds are returned to the customers/ obligors. As a result of this practice, the properties under legal repossession processes are not recorded on the Statement of Financial position. The total amount as relates to repossessed collaterals is GH¢ 5,307,926.

2.20 Regulatory credit reserve

To cater for any excess of Bank of Ghana's credit loss provision requirements over loans and advances impairments based on IFRS Accounting Standards, a transfer is made from the income surplus (distributable reserves) to a non-distributable reserve in the statement of changes in equity, being the Regulatory Credit Reserve.

The non-distributable Regulatory Credit Reserve ensures that minimum regulatory provisioning requirements as established by the Bank of Ghana are maintained.

2.21 Dividend

Dividends declared are treated as an appropriation of profit in the year of approval while dividends proposed are disclosed as a note to the financial statements.

2.22 Cash and cash equivalents

For the purposes of the statement of cash flow, cash and cash equivalents comprise cash on hand, cash and balances with the Central Bank of Ghana and amounts due from banks and other financial institutions.

They are subjected to insignificant risk of change in their fair value.

	Maturities			
	Below 3 months	3 to 6 months	6 to 12 months	Above 1 year
Cash and Cash equivalents balances				
Cash on hand	278,686,605	-	-	-
Cash with Bank of Ghana	1,871,683,065	-	-	-
Cash due from other financial institutions	1,431,355,820	-	-	-
Impairment	(2,242,899)	-	-	-
Total	3,579,482,591	-	-	-

Notes to the Financial Statements cont'd

2.23 Borrowing

Borrowings by the Bank are initially recognized at fair value and there after stated at amortized cost. Associated net transaction costs of borrowings are recognized in the statement of profit or loss and other comprehensive income over the maturity period of the borrowings.

2.24 Repurchase and reverse repurchase agreements

Securities sold under agreements to repurchase at a specified future date are not derecognized in the Statement of Financial Position as the Bank retains substantially all of the risks and rewards of ownership. The corresponding cash received is recognized in the statement of financial position as an asset with corresponding obligation to return it, including accrued interest as a liability within cash collateral on securities lent and repurchase agreements, reflecting the transaction's economic substance as a loan to the Bank. The difference between the sale and repurchase prices is treated as interest expense and is accrued over the life of agreement using the Effective Interest Rate (EIR). When the counterparty has the right to sell or re-pledge the securities, the Bank reclassifies those securities in its statement of financial position to Financial assets held for trading pledged as collateral or to Financial investments FVOCI pledged as collateral, as appropriate.

Conversely, securities purchased under agreements to resell at a specified future date are not recognized in the statement of financial position. The consideration paid, including accrued interest, is recorded in the statement of financial position, within cash collateral on securities borrowed and reverse repurchase agreements, reflecting the transaction's economic substance as a loan by the Bank. The difference between the purchase and resale prices is recorded in net interest income and is accrued over the life of the agreement using the EIR.

If securities purchased under agreement to resell are subsequently sold to third parties, the obligation to return the securities is recorded as a short sale within Financial liabilities held for trading and measured at fair value with any gains or losses included in net trading revenue.

2.25 Financial guarantees, letters of credit and undrawn loan commitments

Financial guarantees are initially recognised in the financial statements (within provisions) at fair value, being the premium received. Subsequent to initial recognition, the Bank's liability under each guarantee is measured at the higher of the amount initially recognised less cumulative amortisation recognised

in the Statement of profit or loss and other comprehensive income.

-the amount of the loss allowance determined in accordance with IFRS 9

The premium received is recognised in the Statement of profit or loss and other comprehensive income in net fees and commission income on a straight line basis over the life of the guarantee.

Undrawn loan commitments and letters of credits are commitments under which, over the duration of the commitment, the Bank is required to provide a loan with pre-specified terms to the customer.

2.26 Other Assets

Other current assets is a default classification for assets which cannot be classified under any of the major assets classification on the face of the account, or are immaterial and need to be aggregated for presentation in a single line item in the Statement of Financial Position. Accounts included in the other current assets classification may include inventory of consumables, prepayments and sundry debtors.

3.0 Significant Accounting Estimates, Assumptions & Judgments

The preparation of financial statements, in conformity with IFRS Accounting Standards, requires management to make estimates, apply judgments and make assumptions that affect the reported amount of assets and liabilities at the date of the financial statements, and income and expenses during the reporting period. Estimates made by management are based on historical experience and other assumptions that are believed to be reasonable. Key areas where management has made difficult, complex or subjective judgments, often as a result of matters that are inherently uncertain, include those relating to the allowance for impairment (Note 2.19), fair value of financial instruments, income taxes, hold to collect financial assets and lease term.

Other Accounting Estimates, Assumptions & Judgments

Other areas are the fair value of financial instruments (Note 36), legal provisions (Note 34), long service award and contingent liabilities. The areas stated do not reflect all areas where management may apply judgement. While management makes its best estimates and assumptions, actual results could differ from these estimates and assumptions.

Fair values of financial instruments

The fair value of a financial instrument is determined by reference to the quoted bid price or asking price (as

Notes to the Financial Statements cont'd

appropriate) in an active market. Where the fair value of financial assets and financial liabilities recorded in the statements of financial position cannot be derived from an active market, it is determined using a variety of valuation techniques including the use of prices obtained in recent arms' length transactions, comparison to similar instruments for which market observable prices exist, net present value techniques and mathematical models. Input to these mathematical models is taken from observable markets where possible. However, where this is not feasible, a degree of judgement is required in establishing fair values.

Income taxes

Significant estimates are required in determining the provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Bank recognises liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred income tax provisions in the period in which such determination is made. Deferred income tax assets are recognised for all unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred income tax assets that can be recognised, based upon the likely timing and level of future taxable profits together with future tax planning strategies.

Hold to collect financial assets

The Bank classifies some non-derivative financial assets with fixed or determinable payments and fixed maturity as hold to collect. This classification requires significant judgement. In making this judgement, the Bank uses the Business model and Solely for Payment of Principal and Interest (SPPI) model to assess that the purpose for holding these assets was to collect the contractual cash flows associated with the assets. If the Bank were to fail to keep these investments to maturity other than for the specific circumstances – for example, selling an insignificant amount close to maturity – the Bank is required to reclassify the entire category as hold to collect and sell. Accordingly, the investments would be measured at fair value instead of amortised cost.

Lease term

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise

a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated).

The following factors are normally the most relevant:

- If there are significant penalties to terminate (or not extend), the group is typically reasonably certain to extend (or not terminate).
- If any leasehold improvements are expected to have a significant remaining value, the group is typically reasonably certain to extend (or not terminate).
- Otherwise, the Bank considers other factors including historical lease durations and the costs and business disruption required to replace the leased asset. The lease term is reassessed if an option is actually exercised (or not exercised) or the Bank becomes obliged to exercise (or not exercise) it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and that is within the control of the lessee.

Long service award

Long service awards accrue to employees based on graduated periods of uninterrupted service. These awards accrue over the service life of employees. Employees in service with the Bank after ten years become eligible to receive cash payments at graduated rates when employees achieve the stipulated milestones set by the Bank.

Contingent liabilities

A contingent liability is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Bank, or a present obligation that arises from past events but is not recognised because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or the amount of the obligation cannot be measured with sufficient reliability. If the likelihood of an outflow of resources is remote, the possible obligation is neither a provision nor a contingent liability and no disclosure is made.

3.1 Deferred tax assets

Deferred tax assets are recognized for all unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Significant management judgment is required to determine the amount of deferred tax assets that can be recognized based upon the likely timing and level of future taxable profits together with future tax planning

Notes to the Financial Statements cont'd

strategies. Deferred tax is shown in Note 15a.

4. Application of new and revised International Financial Reporting Standards as issued by the International Accounting Standards Board (IFRS Accounting Standards)

4.1 Standards and Interpretations effective in the current period

The following standards, amendments to the existing standards and interpretations issued by the International Accounting Standards Board were in issue.

Classification of Liabilities as Current or Non-current and Noncurrent liabilities with covenants – Amendments to IAS 1

Amendments made to IAS 1 Presentation of Financial Statements in 2020 and 2022 clarify that liabilities are classified as either current or non-current, depending on the rights that exist at the end of the reporting period. Classification is unaffected by the entity's expectations or events after the reporting date (for example, the receipt of a waiver or a breach of covenant that an entity is required to comply with only after the reporting period).

Covenants of loan arrangements will not affect classification of a liability as current or non-current at the reporting date if the entity must only comply with the covenants after the reporting date. However, if the entity must comply with a covenant either on or before the reporting date, this needs to be considered in the classification as current or non-current even if the covenant is only tested for compliance after the reporting date.

The amendments require disclosures if an entity classifies a liability as noncurrent and that liability is subject to covenants with which the entity must comply within 12 months of the reporting date. The disclosures include:

- the carrying amount of the liability;
- information about the covenants (including the nature of the covenants and when the entity is required to comply with them); and
- facts and circumstances, if any, that indicate that the entity might have difficulty complying with the covenants.

The amendments must be applied retrospectively in accordance with the requirements in IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors. Special transitional rules apply if an entity had early adopted the 2020 amendments regarding the classification of liabilities as current or non-current.

Lease liability in sale and leaseback – Amendments to

IFRS 16

In September 2022, the IASB finalised narrow-scope amendments to the requirements for sale and leaseback transactions in IFRS 16 Leases which explain how an entity accounts for a sale and leaseback after the date of the transaction.

The amendments specify that, in measuring the lease liability subsequent to the sale and leaseback, the seller-lessee determines 'lease payments' and 'revised lease payments' in a way that does not result in the seller-lessee recognising any amount of the gain or loss that relates to the right of use that it retains. This could particularly impact sale and leaseback transactions where the lease payments include variable payments that do not depend on an index or a rate.

Supplier Finance Arrangements - Amendments to IAS 7 and IFRS 7

On 25 May 2023, the IASB issued amendments to IAS 7 and IFRS 7 to require specific disclosures about supplier finance arrangements (SFAs). The amendments respond to the investors' need for more information about SFAs to be able to assess how these arrangements affect an entity's liabilities, cash flows and liquidity risk.

The new disclosures will provide information about:

- The terms and conditions of SFAs.
- The carrying amount of financial liabilities that are part of SFAs, and the line items in which those liabilities are presented.
- The carrying amount of the financial liabilities in (2), for which the suppliers have already received payment from the finance providers.
- The range of payment due dates for both the financial liabilities that are part of SFAs, and comparable trade payables that are not part of such arrangements.
- Non-cash changes in the carrying amounts of financial liabilities in (2).
- Access to SFA facilities and concentration of liquidity risk with the finance providers.

Entities will be required to aggregate the information that they provide about SFAs.

However, entities should disaggregate information about terms and conditions that are dissimilar, disclose explanatory information where the range of payment due dates is wide, and disclose the type and effect of non-cash changes that are needed for comparability between periods.

The IASB has provided transitional relief by not requiring comparative information in the first year, and also not requiring disclosure of specified opening balances. Further, the required disclosures are only applicable

Notes to the Financial Statements cont'd

for annual periods during the first year of application. Therefore, the earliest that the new disclosures will have to be provided is in annual financial reports for December 2024 year-ends, unless an entity has a financial year of less than 12 months.

4.2 Standards and interpretations in issue but not yet effective

Amendments to IAS 21 - Lack of Exchangeability

In August 2023, the IASB amended IAS 21 to add requirements to help entities to determine whether a currency is exchangeable into another currency, and the spot exchange rate to use when it is not. Prior to these amendments, IAS 21 set out the exchange rate to use when exchangeability is temporarily lacking, but not what to do when lack of exchangeability is not temporary. These new requirements will apply for annual reporting periods beginning on or after 1 January 2025. Early application is permitted (subject to any endorsement process). Refer to Filling the gap in currency accounting: new IFRS Accounting Standards requirements for lack of exchangeability for further details.

Amendments to the Classification and Measurement of Financial Instruments – Amendments to IFRS 9 and IFRS 7

On 30 May 2024, the IASB issued targeted amendments to IFRS 9 Financial Instruments and IFRS 7 Financial Instruments: Disclosures to respond to recent questions arising in practice, and to include new requirements not only for financial institutions but also for corporate entities. These amendments:

- (a) clarify the date of recognition and derecognition of some financial assets and liabilities, with a new exception for some financial liabilities settled through an electronic cash transfer system;
- (b) clarify and add further guidance for assessing whether a financial asset meets the solely payments of principal and interest (SPPI) criterion;
- (c) add new disclosures for certain instruments with contractual terms that can change cash flows (such as

some financial instruments with features linked to the achievement of environment, social and governance targets); and

(d) update the disclosures for equity instruments designated at fair value through other comprehensive income (FVOCI). The amendments in (b) are most relevant to financial institutions, but the amendments in (a), (c) and (d) are relevant to all entities. The amendments to IFRS 9 and IFRS 7 will be effective for annual reporting periods beginning on or after 1 January 2026, with early application permitted subject to any endorsement process.

- the structure of the statement of profit or loss with defined subtotals;
- requirement to determine the most useful structure summary for presenting expenses in the statement of profit or loss
- required disclosures in a single note within the financial statements for certain profit or loss performance measures that are reported outside an entity's financial statements (that is, management-defined performance measures); and
- enhanced principles on aggregation and disaggregation which apply to the primary financial statements and notes in general

IFRS 19 Subsidiaries without Public Accountability: Disclosures

This new standard works alongside other IFRS Accounting Standards. An eligible subsidiary applies the requirements in other IFRS Accounting Standards except for the disclosure requirements; and it applies instead the reduced disclosure requirements in IFRS 19. IFRS 19's reduced disclosure requirements balance the information needs of the users of eligible subsidiaries' financial statements with cost savings for preparers. IFRS 19 is a voluntary standard for eligible subsidiaries. A subsidiary is eligible if:

- it does not have public accountability; and
- it has an ultimate or intermediate parent that produces consolidated financial statements available for public use that comply with IFRS Accounting Standards.

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Notes to the Financial Statements cont'd

5. Interest income	2024 GH¢	2023 GH¢
Placements	65,461,482	39,938,349
Investments securities	253,724,119	253,795,815
Overdrafts	295,586,658	242,423,890
Term loans	669,081,627	507,133,425
Staff loans	16,049,848	16,756,742
Lease finance	57,311,815	28,846,954
	1,357,215,549	1,088,895,175

Interest income recognition was based on the effective interest rate (EIR).

6. Interest expense	2024 GH¢	2023 GH¢
Savings accounts	63,307,936	54,581,548
Current accounts	1,391,987	1,343,682
Term deposits	77,371,944	75,013,455
Borrowings	92,076,987	84,547,825
	234,148,854	215,486,510

Interest expense recognition was based on the effective interest rate (EIR).

7. Fees and commission income	2024 GH¢	2023 GH¢
Account transaction fees	37,420,294	33,153,090
Funds transfer fees	41,564,442	32,084,833
Foreign currency service fees	2,817,755	2,726,490
Commission on packages	2,976,732	2,873,995
Other commission and fees	16,160,157	10,193,885
Commission on guarantees	5,153,485	4,090,662
Commission on letters of credit	21,383,662	14,753,505
Custody fees	446,905	465,210
Cards operations	30,720,670	26,541,395
	158,644,102	126,883,065

8. Fees and commission expense	2024 GH¢	2023 GH¢
Cards operations expense	69,986,246	52,658,270
Cheque books expense	1,937,432	1,793,668
Cash collection expense	8,715,019	6,918,054
Transfer operations expense	2,634,106	-
	83,272,803	61,369,992

Notes to the Financial Statements cont'd

	2024 GH¢	2023 GH¢
9. Net trading income		
Forex trading gains	59,933,937	103,590,162

	2024 GH¢	2023 GH¢
10. Net income from other financial instruments carried at fair value		
Gain from swap	38,663,434	115,161,143
Gain from bond trading	17,632,078	11,633,105
Fair value gain/(loss) on equity instruments (Note 19a)	2,009,458	(45,742)
	58,304,970	126,748,506

	2024 GH¢	2023 GH¢
11. Other operating income		
Profit on sale of plant, property and equipment	435,148	-
Exchange gain	49,110,935	32,675,405
Rent/hiring fees	32,931	26,871
Postages	91,468	138,758
Miscellaneous and others*	89,203,561	35,727,903
	138,874,043	68,568,937

* Included in this amount is a figure of GHS 77,347,796 being prior year accrual reversals (2023 prior year reversals—GHS 32,390,100). The accrual relate to Group technological service fees which were reversed following regulatory non- approvals and received invoices being above authorized payment limits . Also included is an amount of GHS 7,959,682 relating to reversal of unutilized operating expense accruals.

	2024 GH¢	2023 GH¢
12. Net impairment loss on financial assets		
Specific impairment	60,748,854	145,581,154
Portfolio impairment charge/(impairment reversals)	45,509,057	(39,724,494)
Total impairment	106,257,911	105,856,660
Recoveries	(2,990,885)	(6,643,051)
Net impairment	103,267,026	99,213,609

	2024 GH¢	2023 GH¢
12a.		
Cash and cash equivalents (Note 17c)	675,574	(131,437)
Investment securites (Note 21b)	571,885	(25,530,290)
Loans and advances (Note 20f)	113,376,385	127,523,533
Total	114,623,844	101,861,806
Letters of credit and guarantees (off balance sheet liabilities) (Note 33b)	(8,365,933)	3,994,854
Total Impairment	106,257,911	105,856,660

*Included in the expected credit loss for loans and advances is an amount of GH¢8,853.83 in respect of loans written off in the current year.

Notes to the Financial Statements cont'd

13. Personnel expense	2024 GH¢	2023 GH¢
Salaries, bonuses and staff allowances	188,699,792	166,842,717
Social security fund contribution	11,881,224	9,531,980
Provident fund contribution	9,139,572	7,323,106
Medicals	7,255,015	6,016,984
Insurance	1,191,288	1,570,697
Termination expenses	2,000,000	1,500,000
Training	761,495	694,154
Other employee costs	13,365,101	15,171,975
Directors emoluments (Note 13a)	10,393,311	7,939,481
	244,686,798	216,591,094

The average number of persons employed by the Bank during the year was 530 (2023: 535).

The Bank contributes to a three-tier defined contribution plan. The employee pays 5.5% and the Bank pays 13% making a total of 18.5%. The Bank transfers 13.5% to the first tier, 5% to a privately managed and mandatory second tier for lump sum benefit. The third tier is a voluntary provident fund and personal pension scheme to which the Bank contributes 10% of staff basic salary.

13a. Directors emoluments	2024 GH¢	2023 GH¢
Directors salaries and allowances	6,674,483	4,898,483
Directors expenses	365,925	335,368
Directors fees*	3,352,903	2,705,630
	10,393,311	7,939,481

*Training of Directors constitutes 12.8% of directors fees. Directors also engaged in strategy meetings, emergency meetings and asset quality reviews over the period.

14. Other operating expenses	2024 GH¢	2023 GH¢
Donations	1,018,979	641,961
Advertising and marketing	8,457,387	8,334,313
Office expenses (Note 14a)	74,183,457	58,841,956
Administrative expenses	14,170,277	12,143,028
General expenses (Note 14b)	100,308,876	126,486,792
	198,138,976	206,448,050

Notes to the Financial Statements cont'd

14a. Office expenses	2024 GH¢	2023 GH¢
Utilities	10,875,206	10,559,154
Maintenance of computer software & hardware	26,742,493	15,151,448
Network and communication	9,206,842	8,946,251
Office and computer stationery	2,102,730	1,833,043
Repairs to furniture & equipment	5,083,102	5,550,553
Resource hiring	10,134,845	7,903,304
Fuel	3,069,014	2,698,281
Property management	2,123,714	1,600,837
Sanitation services	3,443,932	3,342,093
Other office expenses	1,401,579	1,256,992
	74,183,457	58,841,956

* Other office expenses comprises of courier and maintenance services, postages and publication expenses.

14b. General expenses	2024 GH¢	2023 GH¢
Professional fees and charges	6,260,718	5,904,947
Repairs and rental of equipment	3,964,180	3,607,290
IT support services	58,667,668	90,130,798
Deposit Insurance	13,613,742	11,300,537
Financial charges	6,044,635	4,639,151
Registrar service	2,856,152	3,784,864
Other general expenses	8,901,781	7,119,205
	100,308,876	126,486,792

* Other general expenses comprises of litigation cost, penalties and interoperability expense.

14c. Auditors' remuneration	2024 GH¢	2023 GH¢
Statutory audit	842,000	842,500

15. Income tax expense	2024 GH¢	2023 GH¢
Corporate tax (24a)	(225,459,026)	(192,619,585)
Deferred tax (15a)	22,197,417	21,992,251
National stabilization levy (15b)	-	(10,387,275)
Financial sector recovery levy (15c)	(41,920,048)	(33,079,462)
Growth and sustainability levy (15d)	(41,920,048)	(22,692,187)
Charge to statement of profit or loss and other comprehensive income	(287,101,705)	(236,786,258)

The corporate tax charge on the profit is based on Ghana's corporate tax rate of 25% (2023:25%).

Notes to the Financial Statements cont'd
15a. Deferred tax

	2024 GH¢	2023 GH¢
Balance as at 1 January	111,997,320	89,859,093
Tax expense recognised in profit or loss during the year	22,197,417	21,992,251
Tax recognised in equity during the year	(127,193,265)	145,976
Balance as at 31 December	7,001,472	111,997,320

Deferred tax assets and liabilities are attributable to the following:

	2024			2023		
	Assets GH¢	Liabilities GH¢	Net GH¢	Assets GH¢	Liabilities GH¢	Net GH¢
Property, plant and equipment	-	(168,416,685)	(168,416,685)	-	(41,223,420)	(41,223,420)
Other timing differences						
Capital allowance	-	(6,152,495)	(6,152,495)	-	(6,709,395)	(6,709,395)
Other provisions	184,457,624	(2,886,972)	181,570,652	159,930,135	-	159,930,135
Net tax assets/(liabilities)	184,457,624	(177,456,152)	7,001,472	159,930,135	(47,932,815)	111,997,320

15b. National stabilization levy

	2024 GH¢	2023 GH¢
Analysis of charge for the year		
Charge to statement of profit or loss and other comprehensive income	-	(10,387,275)

The National Stabilization Levy has been replaced by the Growth and Sustainability Levy. It came into effect on 1st May, 2023

15c. Financial sector recovery levy

	2024 GH¢	2023 GH¢
Analysis of charge for the year		
Charge to statement of profit or loss and other comprehensive income	(41,920,048)	(33,079,462)

The Financial Sector Recovery Levy was instituted as a levy on banks to raise revenue to support the financial sector reforms and to provide for related matters. Thus, in accordance with the Financial Sector Recovery Levy Act, 2021 Act 1067, all Banking Institutions (excluding rural banks and community banks) are required to pay 5% of profit before tax as a Levy.

15d. Growth and sustainability levy

	2024 GH¢	2023 GH¢
Analysis of charge for the year		
Charge to statement of profit or loss and other comprehensive income	(41,920,048)	(22,692,187)

In accordance with the Growth and sustainability Act, 2023 all companies in Banking, Non Bank Financial Institutions, Insurance, Insurance, Brewery and Communication etc are supposed to pay a levy of 5% of profit before tax towards revenue growth, fiscal sustainability and to provide for related matters. It came into effect on 1st May 2023 to replace the National Stabilization Levy.

Notes to the Financial Statements cont'd

15e. Factors affecting the corporate tax charged for the year

A reconciliation of the charge that would result from applying the standard Ghana corporate tax rate to profit before tax to tax charge for the year is given below:

	2024 GH¢	2023 GH¢
Pre-tax profit for the year	838,400,952	661,589,240
Tax charge thereon at Ghana corporate tax rate of 25%	209,600,238	165,397,310
Factors affecting charge:		
Non deductible expenses	(6,338,629)	5,230,024
National stabilisation levy	-	10,387,275
Growth and sustainability levy	41,920,048	22,692,187
Financial Sector Recovery Levy	41,920,048	33,079,462
Tax on corporate profit (Note 15)	287,101,705	236,786,258
Effective corporate income tax rate	34.2%	35.8%

"The tax charge on profit for the year is based on Ghana's corporate tax rate of 25% . A Growth and Sustainability Levy and a Financial Sector Recovery Levy are also charged at 5% each. (2023 : Corporate tax 25%, National Stabilisation Levy ,Growth and Sustainability Levy, Financial Sector Recovery Levy 5%).

16. Earnings per share

Basic earnings per share is calculated by dividing the profit after tax for the year attributable to the equity holders of the Bank by the weighted average number of shares, held during the year after deducting treasury shares.

The following table shows the income and share data used in the calculation of the basic earnings per share:

	2024	2023
Profit attributable to shareholders of the Bank (GH¢)	551,299,247	424,802,982
Number of Shares		
Weighted Average number of outstanding ordinary shares	709,141,367	709,141,367
Basic Earning per Share (GH¢)	0.777	0.599
Diluted Earnings per Share (GH¢)	0.777	0.599

Diluted Earnings per Share

The Bank has no category of dilutive potential ordinary shares.

17. Cash and cash equivalents

	2024 GH¢	2023 GH¢
Cash on hand and cash balances with Bank of Ghana (Note 17a)	2,150,369,670	1,837,968,413
Due from banks and other institutions (Note 17b)	1,431,355,820	295,298,226
Gross cash and cash equivalents	3,581,725,490	2,133,266,639
Less impairment(Note 17c)	(2,242,899)	(1,567,325)
	3,579,482,591	2,131,699,314

17a. Cash on hand and cash balances with Bank of Ghana

	2024 GH¢	2023 GH¢
Cash on hand	278,686,605	150,057,808
Balance with Bank of Ghana	1,871,683,065	1,687,910,605
	2,150,369,670	1,837,968,413

The balances with Bank of Ghana includes an amount of GH¢ 935,721,600 (2023:GH¢ 785,807,000) representing mandatory reserve. This reserve represents and complies with the mandatory minimum of 15% (2023: 15%) of the Bank's deposits and is not available for use in the Bank's day-to-day operations. Cash in hand, items in course of collection and balances with Bank of Ghana are non-interest-bearing.

Notes to the Financial Statements cont'd
17b. Due from banks and other institutions

	2024 GH¢	2023 GH¢
Nostro account balances	204,917,946	123,468,288
Nostro placement balances	460,326,900	65,632,000
Items in course of collection	165,554,428	106,197,938
Placement with local banks	600,556,546	-
	1,431,355,820	295,298,226

Cash and cash equivalents for the purposes of statement of cash flows comprise:

17c. Cash and cash equivalents

	2024 GH¢	2023 GH¢
Cash on Hand and Cash Balances with Bank of Ghana (Note 17a)	2,150,369,670	1,837,968,413
Due from Banks and other Institutions (Note 17b)	1,431,355,820	295,298,226
Gross Cash and Cash Equivalent	3,581,725,490	2,133,266,639
Less mandatory reserve with Bank of Ghana	935,721,600	785,807,000
Cash and Cash Equivalent less manddatory reserve	2,646,003,890	1,347,459,639

An analysis of changes in the gross carrying amount in relation to cash and cash equivalents is as follows:

The table below shows the credit quality and the maximum exposure to credit risk based on the Bank's internal credit rating system and year-end stage classification. The amounts presented are gross of impairment allowances.

2024 (GH¢)	Stage 1 Collective	Stage 2 Collective	Stage 3 Specific	Total
Cash and cash equivalents	3,581,725,490	-	-	3,581,725,490
Total	3,581,725,490	-	-	3,581,725,490

2023 (GH¢)	Stage 1 Collective	Stage 2 Collective	Stage 3 Specific	Total
Cash and cash equivalents	2,133,266,639	-	-	2,133,266,639
Total	2,133,266,639	-	-	2,133,266,639

Notes to the Financial Statements cont'd

17d. Impairment allowance for cash and cash equivalents	2024 GH¢	2023 GH¢
Opening balance	1,567,325	1,698,762
Impairment charge / (reversal)	675,574	(131,437)
Closing balance	2,242,899	1,567,325

18. Non-pledged trading assets	2024 GH¢	2023 GH¢
Treasury bills	8,794,742	1,742,074
	8,794,742	1,742,074

18a. Non pledged trading assets	2024 FVPL GH¢	2023 FVPL GH¢
Balance as at 1 January	1,742,074	14,157,407
Additions	8,618,994	1,766,785
Disposals	(1,742,074)	(14,157,407)
Fair value gain/(loss)	175,748	(24,711)
Balance as at 31 December	8,794,742	1,742,074

None of the financial instruments was pledged as collateral during the year (2023: Nil).

19. Equity investments	2024 GH¢	2023 GH¢
Advans Ghana (Note 19a)	5,513,268	3,503,810
Total	5,513,268	3,503,810

19a. Advans Ghana	2024 GH¢	2023 GH¢
Balance as at 1 January	3,503,810	3,549,552
Fair value gain/(loss)	2,009,458	(45,742)
	5,513,268	3,503,810

Notes to the Financial Statements cont'd
19a. Advans Ghana cont'd

Advans Ghana is a Savings and Loans company which specializes in the collection of deposits and giving of credits. Societe Generale Ghana has a 6.22% (previously 10%) stake in the ownership of the company. It is an unlisted equity investment which is carried at fair value through profit or loss. The fair value gain/(loss) is calculated as the percentage shareholding (6.22%) of net assets.

20. Loans and advances	2024 GH¢	2023 GH¢
Overdrafts	1,308,229,484	906,072,386
Term loans	4,060,355,330	3,500,531,695
Staff loans	123,065,794	98,270,296
Equipment finance lease	349,324,317	158,750,462
Gross loans and advances (Note 20d)	5,840,974,925	4,663,624,839
Amortised cost adjustment	(71,229,039)	(60,280,870)
Interest in suspense	(103,492,704)	(74,291,811)
Less: allowances for impairment (Note 20e)	(654,568,723)	(541,210,135)
Loans and advances to customers	5,011,684,459	3,987,842,023

Loans and advances	2024 GH¢	2023 GH¢
Current	4,650,652,594	3,653,364,333
Other loans especially mentioned	222,959,035	98,523,538
Gross performing loans	4,873,611,629	3,751,887,871
Sub-standard	464,018,539	603,796,728
Doubtful	187,652,070	17,357,373
Loss	315,692,687	290,582,867
Gross non performing loans	967,363,296	911,736,968
Total gross loans	5,840,974,925	4,663,624,839

Notes to the Financial Statements cont'd

20a. Other statistics	2024	2023
i. Loan Loss Provision Ratio	11.21%	11.60%
ii. Gross Non-performing Loan Ratio	16.56%	19.55%
iii. 50 Largest Exposure (Gross Funded Loan and Advances to Total Exposure)	66.72%	68.33%
iv. Liquidity Ratio	96.91%	105.52%
v. Leverage Ratio *	14.15%	11.46%
vi. Off-Balance Sheet Exposures (GH¢ M)	1,513.02	2,317.06

*Leverage ratio has been computed taken into consideration DDEP reliefs by Bank of Ghana to be applied in the computation of Capital Adequacy.

20b. Analysis by type of customers	2024 GH¢	2023 GH¢
Individual	1,384,852,674	1,119,903,554
Private enterprise	3,543,749,488	2,596,260,687
Public enterprise	675,569,998	646,092,598
Government departments and agencies	113,736,971	203,097,703
Staff	123,065,794	98,270,297
	5,840,974,925	4,663,624,839

20c. Analysis by industry sector	2024 GH¢	2023 GH¢
Agriculture, forestry and fishing	461,207,024	510,998,611
Mining and quarrying	377,562,329	119,209,299
Manufacturing	482,025,319	264,259,524
Construction	192,709,470	292,750,292
Electricity, gas and water	617,796,764	547,530,136
Commerce and finance	360,764,525	162,953,734
Transport, storage, communication and services	3,168,807,060	2,298,738,528
Miscellaneous	180,102,434	467,184,715
	5,840,974,925	4,663,624,839

Notes to the Financial Statements cont'd
20d. Analysis of gross loans and advances

The table below shows the credit quality and the maximum exposure to credit risk based on year-end stage classification. The amounts presented are gross of impairment allowances.

2024 GH¢	Stage 1 Collective	Stage 2 Collective	Stage 3 Specific	Total
Corporate lending	3,588,103,060	26,921,978	703,363,719	4,318,388,757
Retail lending	1,341,982,085	41,850,821	138,753,262	1,522,586,168
Gross loan balance	4,930,085,145	68,772,799	842,116,981	5,840,974,925

2023 GH¢	Stage 1 Collective	Stage 2 Collective	Stage 3 Specific	Total
Corporate lending	2,599,932,053	64,280,089	738,147,367	3,402,359,509
Retail lending	1,044,707,850	33,088,133	183,469,347	1,261,265,330
Gross loan balance	3,644,639,903	97,368,222	921,616,714	4,663,624,839

An analysis of changes in the gross carrying amount in relation to Corporate lending is, as follows:

2024 GH¢	Stage 1 Collective	Stage 2 Collective	Stage 3 Specific	Total
Gross carrying amount as at 1 January 2024	2,676,382,941	82,892,574	643,083,993	3,402,359,508
New assets originated or purchased	1,784,703,829	28,954,080	544,923,471	2,358,660,380
Assets derecognised or repaid (excluding write offs)	(876,411,967)	(44,251,913)	(521,887,605)	(1,442,551,485)
Transfers to Stage 1	23,732,306	(8,520,256)	(15,212,050)	-
Transfers to Stage 2	(20,303,031)	20,305,373	(2,342)	-
Transfers to Stage 3	(1,018)	(52,457,882)	52,458,899	-
Amounts written off	-	-	(646)	(646)
Total	3,588,103,060	26,921,976	703,363,721	4,318,388,757

2023 GH¢	Stage 1 Collective	Stage 2 Collective	Stage 3 Specific	Total
Gross carrying amount as at 1 January 2023	2,007,273,585	134,506,349	360,322,675	2,502,102,609
New assets originated or purchased	1,269,127,736	43,275,677	425,275,315	1,737,678,728
Assets derecognised or repaid (excluding write offs)	(676,469,269)	(113,501,936)	(47,094,000)	(837,065,205)
Transfers to Stage 1	93,180,957	(2,079,027)	(91,101,930)	-
Transfers to Stage 2	(16,730,016)	20,691,512	(3,961,496)	-
Transfers to Stage 3	(52)	-	52	-
Amounts written off	-	-	(356,623)	(356,623)
Total	2,676,382,941	82,892,575	643,083,993	3,402,359,509

Notes to the Financial Statements cont'd
20d. Analysis of gross loans and advances cont'd

An analysis of changes in the gross carrying amount in relation to Retail lending is, as follows:

2024 GH¢	Stage 1 Collective	Stage 2 Collective	Stage 3 Specific	Total
Gross carrying amount as at 1 January 2024	1,072,981,294	25,867,923	162,416,113	1,261,265,330
New assets originated or purchased	619,213,620	68,764,208	31,486,875	719,464,703
Assets derecognised or repaid (excluding write offs)	(435,453,417)	(10,533,961)	(12,148,859)	(458,136,237)
Transfers to Stage 1	89,128,470	(57,262,857)	(31,865,613)	-
Transfers to Stage 2	(2,983,738)	15,128,244	(12,144,506)	-
Transfers to Stage 3	(904,145)	(112,736)	1,016,881	-
Amounts written off	-	-	(7,628)	(7,628)
Total	1,341,982,084	41,850,821	138,753,263	1,522,586,168

2023 GH¢	Stage 1 Collective	Stage 2 Collective	Stage 3 Specific	Total
Gross carrying amount as at 1 January 2023	973,764,399	8,642,292	150,499,339	1,132,906,030
New assets originated or purchased	490,203,084	26,961,017	43,890,384	561,054,485
Assets derecognised or repaid (excluding write offs)	(419,259,633)	(2,515,176)	(10,883,187)	(432,657,996)
Transfers to Stage 1	32,311,397	(13,132,393)	(19,179,004)	-
Transfers to Stage 2	(814,967)	6,060,200	(5,245,233)	-
Transfers to Stage 3	(3,222,986)	(148,017)	3,371,003	-
Amounts written off	-	-	(37,189)	(37,189)
Total	1,072,981,294	25,867,923	162,416,113	1,261,265,330

20e. Analysis of impairment allowances

2024 GH¢	Stage 1 Collective	Stage 2 Collective	Stage 3 Specific	Total
Corporate lending	43,141,208	70,485,256	318,981,026	432,607,490
Retail lending	21,734,656	60,136,625	140,089,952	221,961,233
Total	64,875,864	130,621,881	459,070,978	654,568,723

2023 GH¢	Stage 1 Collective	Stage 2 Collective	Stage 3 Specific	Total
Corporate lending	66,581,364	55,032,573	291,545,000	413,158,937
Retail lending	11,736,295	7,981,903	108,333,000	128,051,198
Total	78,317,659	63,014,476	399,878,000	541,210,135

Notes to the Financial Statements cont'd
20f. Analysis of impairment allowances

	2024 GH¢	2023 GH¢
Opening balance	541,210,135	433,733,437
Loans written off during the year	(8,000)	(48,000)
	541,202,135	433,685,437
Increase in provision	113,366,588	107,524,698
Closing stock of provision	654,568,723	541,210,135

Impairment allowance for loans and advances to corporate customers

2024 GH¢	Stage 1 Collective	Stage 2 Collective	Stage 3 Specific	Total
Gross carrying amount as at 1 January 2024	66,126,453	58,537,459	288,495,024	413,158,936
New assets originated or purchased	46,402,300	23,298,413	124,283,000	193,983,713
Assets derecognised or repaid (excluding write offs)	(69,387,545)	(11,350,616)	(93,795,998)	(174,534,159)
Transfers to Stage 1	299,027	(107,355)	(191,672)	-
Transfers to Stage 2	(5,207,727)	5,208,328	(601)	-
Transfers to Stage 3	(1,018)	(52,457,882)	52,458,900	-
Amounts written off	-	-	(1,000)	(1,000)
Total	38,231,490	23,128,347	371,247,653	432,607,490

2023 GH¢	Stage 1 Collective	Stage 2 Collective	Stage 3 Specific	Total
Gross carrying amount as at 1 January 2023	51,348,378	89,038,843	157,382,000	297,769,221
New assets originated or purchased	32,997,322	7,443,416	149,435,000	189,875,738
Assets derecognised or repaid (excluding write offs)	(17,764,336)	(41,449,686)	(15,248,000)	(74,462,022)
Transfers to Stage 1	2,422,705	(54,055)	(2,368,650)	-
Transfers to Stage 2	(2,877,563)	3,558,940	(681,377)	-
Transfers to Stage 3	(52)	-	52	-
Amounts written off	-	-	(24,000)	(24,000)
Total	66,126,454	58,537,458	288,495,025	413,158,937

Impairment allowance for loans and advances to retail customers

2024 GH¢	Stage 1 Collective	Stage 2 Collective	Stage 3 Specific	Total
Gross carrying amount as at 1 January 2024	9,029,716	9,177,530	109,843,952	128,051,198
New assets originated or purchased	22,061,361	55,315,782	36,469,000	113,846,143
Assets derecognised or repaid (excluding write offs)	(9,356,421)	(4,356,687)	(6,216,000)	(19,929,108)
Transfers to Stage 1	1,926,145	(1,259,407)	(666,738)	-
Transfers to Stage 2	(833,212)	6,022,517	(5,189,305)	-
Transfers to Stage 3	(904,145)	(112,736)	1,016,881	-
Amounts written off	-	-	(7,000)	(7,000)
Total	21,923,444	64,786,999	135,250,790	221,961,233

Notes to the Financial Statements cont'd
20f. Analysis of impairment allowances cont'd

2023 GH¢	Stage 1 Collective	Stage 2 Collective	Stage 3 Specific	Total
Gross carrying amount as at 1 January 2023	11,650,238	33,046,977	91,267,000	135,964,215
New assets originated or purchased	5,485,808	149,648	22,482,000	28,117,456
Assets derecognised or repaid (excluding write offs)	(5,399,751)	(25,214,722)	(5,392,000)	(36,006,473)
Transfers to Stage 1	397,149	(168,550)	(228,599)	-
Transfers to Stage 2	(194,593)	1,497,927	(1,303,334)	-
Transfers to Stage 3	(2,909,135)	(133,751)	3,042,886	-
Amounts written off			(24,000)	(24,000)
Total	9,029,716	9,177,529	109,843,953	128,051,198

Loan provisioning/impairment are carried out in accordance with Bank of Ghana Policy as well as the principles of IFRS Accounting Standards. Loan impairment losses calculated based on IFRS Accounting Standards are passed through the statement of comprehensive income. Where credit loss provisions per IFRS Accounting Standards is more than provisions per Bank of Ghana guidelines, no regulatory credit reserve is required.

When the credit loss provision calculated under IFRS Accounting Standards is less than what is required under the Bank of Ghana guidelines, transfers are made from the income surplus account into the non- distributable regulatory credit reserves.

	2024 GH¢	2023 GH¢
Provisions per Bank of Ghana Guidelines	496,040,050	424,861,940
Provisions per IFRS Accounting Standards	654,568,723	541,210,135

No credit risk reserve was made in 2024 and 2023 as IFRS Accounting Standards provision is greater than provision under Bank of Ghana guidelines.

21. Investment securities

	2024 GH¢	2023 GH¢
Debt instruments measured at amortised cost		
<i>Govt. of Ghana Bills</i>	388,440,833	1,685,717,103
<i>Foreign Sovereign Bills</i>	292,962,670	1,175,764
<i>Govt. of Ghana Bonds</i>	99,545,805	113,327,995
<i>o/w DDEP bonds</i>	99,545,805	81,977,226
Total	780,949,308	1,800,220,862

Domestic Debt Exchange Program

On 5 December 2022, the Government of Ghana launched the Domestic Debt Exchange Program (DDEP) for a voluntary exchange of holdings of domestic notes and bonds of the Republic, including ESLA and Daakye bonds for a package of new bonds to be issues by the Republic. For SG Ghana PLC, the total value of bonds exchanged (cost and capitalized interest) amounted to GH¢ 142,296,059. Total impairment relating to these bonds was GH¢ 68,781,952 in 2022. The Bank recognized a derecognition/modification gain of GH¢ 1,841,819. In 2024, the value of the DDEP bonds as stated above is GH¢ 99,545,805. The impairment for the bonds as at the end of 2024 amounted to GH¢ 42,752,306.

The Bank used a discount rate of 20.62% in the computation of the fair valuation of the DDEP bonds which represents a significant judgement of the impairment of the DDEP Bonds. This was arrived at by using the weighted average of the interest rates of the existing bonds. With a +1% increase in the discount rate, an impairment of GHS 46,139,160 would have been booked as at the end of December 2024. A change of -1% would have resulted in an impairment charge of GH¢ 39,157,865. The Bank did not take part in the second phase of the DDEP which focused on cocoa bills.

Capital adequacy ratio of the Bank post DDEP remains higher than the Bank of Ghana limit of 10%. The impact on the Banks capital following the implementation of the program has been minimal.

Notes to the Financial Statements cont'd
21. Investment securities cont'd

21a.	2024	2023
	Debt instruments measured at amortised cost	Debt instruments measured at amortised cost
	GH¢	GH¢
Cost	781,868,922	1,800,568,591
Less impairment	(919,614)	(347,729)
	780,949,308	1,800,220,862

Debt instruments measured at amortised cost

The table below shows the credit quality and the maximum exposure to credit risk and year-end stage classification. The amounts presented is net of impairment allowances.

2024 GH¢

	Stage 1 Collective	Stage 2 Collective	Stage 3 Specific	Total
Government and foreign bills & bonds	681,403,503	-	99,545,805	780,999,308
Total exposure	681,403,503	-	99,545,805	780,949,308

An analysis of changes in the gross carrying amount and year-end stage classification is as follows:

	Stage 1 Collective	Stage 2 Collective	Stage 3 Specific	Total
Gross carrying amount as at 1 January 2024	1,718,591,365	-	81,977,226	1,800,568,591
New assets originated or purchased	6,807,786,967	-	17,568,578	6,825,355,545
Assets derecognised or matured (excluding write offs)	(7,844,055,214)	-	-	(7,844,055,214)
Total	682,323,118	-	99,545,804	781,868,922

2024

	Stage 1 Collective	Stage 2 Collective	Stage 3 Specific	Total
Foreign sovereign bills	292,962,670	-	-	292,962,670
Total Exposure	292,962,670	-	-	292,962,670

An analysis of changes in the gross carrying amount and year-end stage classification is, as follows:

	Stage 1 Collective	Stage 2 Collective	Stage 3 Specific	Total
Gross carrying amount as at 1 January 2024	1,175,764	-	-	1,175,764
New assets originated or purchased	891,426,975	-	-	891,426,975
Assets derecognised or matured (excluding write offs)	(599,640,069)	-	-	(599,640,069)
Total	292,962,670	-	-	292,962,670

Notes to the Financial Statements cont'd
21b. Impairment allowance for debt instruments at amortized cost

	2024 GH¢	2023 GH¢
Opening balance	347,729	25,878,019
Charge for the year	571,885	(25,530,290)
Closing stock of provision	919,614	347,729

Debt instruments measured at amortised cost

The table below shows the credit quality and the maximum exposure to credit risk and year-end stage classification. The amounts presented is net of impairment allowances.

2023 GH¢

	Stage 1 Collective	Stage 2 Collective	Stage 3 Specific	Total
Government bills and bonds	1,718,243,636	-	81,977,226	1,800,220,862
Total exposure	1,718,243,636	-	81,977,226	1,800,220,862

An analysis of changes in the gross carrying amount and year-end stage classification is, as follows:

	Stage 1 Collective	Stage 2 Collective	Stage 3 Specific	Total
Gross carrying amount as at 1 January 2023	822,434,402	-	-	822,434,402
New assets originated or purchased	1,632,665,472	-	81,977,226	1,714,642,698
Assets derecognised or matured (excluding write offs)	(736,508,509)	-	-	(736,508,509)
Total	1,718,591,365	-	81,977,226	1,800,568,591

2023

	Stage 1 Collective	Stage 2 Collective	Stage 3 Specific	Total
Foreign sovereign bills	1,175,764	-	-	1,175,764
Total Exposure	1,175,764	-	-	1,175,764

Notes to the Financial Statements cont'd
22. Property, plant and equipment

	2024 GH¢	2023 GH¢
Property, plant and equipment (22b)	759,572,915	245,151,386
	759,572,915	245,151,386

22a. Depreciation and amortization

	2024 GH¢	2023 GH¢
Property, plant and equipment (Note 22b)	40,387,530	37,125,880
Intangible assets (Note 23)	30,669,662	16,861,470
	71,057,192	53,987,350

22b. Property, Plant and Equipment

2024 GH¢	Land & Building	Right of Use Assets	Computers	Furniture & Equipment	Motor Vehicles	Assets in Course of Construction	Total
	GH¢	GH¢	GH¢	GH¢	GH¢	GH¢	GH¢
Cost/valuation							
Balance as at 1 January	86,183,262	257,909,951	28,227,989	68,183,707	13,841,662	979,209	455,325,780
Additions	19,382	14,896,477	458,156	3,341,287	6,628,700	14,638,517	39,982,519
Revaluation	74,362,000	623,084,000	-	-	-	-	697,446,000
Transfers	2,199,829	1,228,520	271,008	2,601,064	-	(242,554)	6,057,867
Revaluation de-recognition	(56,351,927)	(202,558,292)	-	-	-	-	(258,910,219)
Disposal	(712,155)	-	-	(163,294)	(1,560,517)	-	(2,435,966)
Balance as at 31 December	105,700,391	694,560,656	28,957,153	73,962,764	18,909,845	15,375,172	937,465,981

Depreciation

Balance at 1 January	42,986,556	88,839,158	16,221,796	52,400,662	9,726,222	-	210,174,394
Charge for the year	2,588,403	23,317,427	6,226,290	6,203,185	2,052,225	-	40,387,530
Revaluation de-recognition	(16,016,244)	(54,221,036)	-	-	-	-	(70,237,280)
Disposal	(712,155)	-	-	(158,906)	(1,560,517)	-	(2,431,578)
Balance as at 31 December	28,846,560	57,935,549	22,448,086	58,444,941	10,217,930	-	177,893,066
NBV as at 31 December 2024	76,853,831	636,625,107	6,509,067	15,517,823	8,691,915	15,375,172	759,572,915

Revaluation

	GH¢
Value of assets after revaluation	697,446,000
De-recognition of cost of assets after revaluation	(258,910,219)
De-recognition of depreciation of assets after revaluation	(70,237,280)
Revaluation gain	508,773,060

Profit on disposal

	Cost	Accumulated depreciation	Carrying amount	Proceeds from disposal	Profit on disposal
GH¢	2,435,966	2,431,578	4,388	439,536	435,148

Notes to the Financial Statements cont'd
22b. Property, Plant and Equipment cont'd

2023 GH¢	Land & Building	Right of Use Assets	Computers	Furniture & Equipment	Motor Vehicles	Assets in Course of Construction	Total
Cost/valuation	GH¢	GH¢	GH¢	GH¢	GH¢	GH¢	GH¢
Balance at 1 January	84,279,558	235,566,908	35,961,159	66,314,858	9,900,362	4,065,467	436,088,312
Additions	269,807	20,705,756	3,723,200	4,135,976	3,941,300	5,264,911	38,040,950
Transfers	1,633,897	1,637,287	3,135,471	1,944,514	-	(8,351,169)	-
Disposal	-	-	(14,591,841)	(4,211,641)	-	-	(18,803,482)
Balance as at 31 December	86,183,262	257,909,951	28,227,989	68,183,707	13,841,662	979,209	455,325,780

Depreciation

Balance at 1 January	39,343,631	67,554,150	25,136,862	50,732,409	8,928,798	-	191,695,850
Charge for the year	3,642,925	21,285,007	5,553,288	5,847,236	797,424	-	37,125,880
Disposal	-	-	(14,468,353)	(4,178,983)	-	-	(18,647,336)
Balance as at 31 December	42,986,556	88,839,157	16,221,797	52,400,662	9,726,222	-	210,174,394
NBV as at 31 December 2023	43,196,706	169,070,794	12,006,192	15,783,045	4,115,440	979,209	245,151,386

23. Intangible assets

	Computer Software	2024 GH¢ Assets in course of construction	Total		Computer Software	2023 GH¢ Assets in course of Construction	Total
Balance at 1 January	94,134,944	38,820,417	132,955,361		42,132,712	48,393,012	90,525,724
Additions	2,163,474	97,443,919	99,607,393		3,103,410	39,342,027	42,445,437
Disposal	-	-	-		(15,800)	-	(15,800)
Transfers (Note 22b)	70,475,782	(76,533,649)	(6,057,867)		48,914,622	(48,914,622)	-
Balance as at 31 December	166,774,200	59,730,686	226,504,887		94,134,944	38,820,417	132,955,361
Amortisation							
Balance at 1 January	48,478,787	-	48,478,787		31,633,117	-	31,633,117
Charge for the Year	30,669,662	-	30,669,662		16,861,470	-	16,861,470
Disposal	-	-	-		(15,800)	-	(15,800)
Balance as at 31 December	79,148,449	-	79,148,449		48,478,787	-	48,478,787
Carrying amount 31 December	87,625,751	59,730,686	147,356,438		45,656,157	38,820,417	84,476,574

Notes to the Financial Statements cont'd
24. Current tax: assets/(liabilities)

	2024 GH¢	2023 GH¢
Corporate tax (note 24a)	(44,452,229)	(22,083,270)
National stabilization levy (Note 24b)	-	590,667
Financial sector recovery levy (Note 24c)	(6,063,703)	2,509,919
Growth and sustainability levy (Note 24d)	(4,350,372)	3,632,582
	(54,866,304)	(15,350,102)

24a. Current tax: assets/(liabilities)

	2024 GH¢	2023 GH¢
Balance as at 1 January	(22,083,270)	(62,309,201)
Charge to statement of profit or loss and other comprehensive income	(225,459,026)	(192,619,585)
Payment during the year	203,090,067	232,845,516
Balance as at 31 December	(44,452,229)	(22,083,270)

24b. National stabilization levy: assets/(liabilities)

	2024 GH¢	2023 GH¢
Balance as at 1 January	590,667	3,377,522
Charge to statement of profit or loss and other comprehensive income	-	(10,387,275)
Payment during the year	(590,667)	7,600,420
Balance as at 31 December	-	590,667

The National Stabilization Levy has been replaced by the Growth and Sustainability Levy. It came into effect on 1st May, 2023

24c. Financial sector recovery levy: assets/(liabilities)

	2024 GH¢	2023 GH¢
Balance as at 1 January	2,509,919	1,664,191
Charge to statement of profit or loss and other comprehensive income	(41,920,048)	(33,079,462)
Payment/credit during the year	33,346,426	33,925,190
Balance as at 31 December	(6,063,703)	2,509,919

The levy charged on the profit is based on a rate of 5% .

The Financial Sector Recovery Levy was instituted as a levy on banks to raise revenue to support the financial sector reforms and to provide for related matters. Thus , In accordance with the Financial Sector Recovery Levy Act ,2021 (Act 1067) , all Banking Institutions (excluding rural banks and community banks) are required to pay 5% of profit before tax as a Levy .

Notes to the Financial Statements cont'd
24d. Growth and sustainability levy: assets/(liabilities)

	2024 GH¢	2023 GH¢
Balance as at 1 January	3,632,582	-
Charge to statement of profit or loss and other comprehensive income	(41,920,048)	(22,692,187)
Payment during the year	33,937,094	26,324,769
Balance as at 31 December	(4,350,372)	3,632,582

The levy charged on the profit is based on a rate of 5%.

In accordance with the Growth and sustainability Act, 2023 all companies in Banking, Non Bank Financial Institutions, Insurance, Insurance, Brewery and Communication etc are supposed to pay a levy of 5% of profit before tax towards revenue growth, fiscal sustainability and to provide for related matters. It came into effect on 1st May, 2023 to replace the National Stabilization Levy.

25. Other assets

	2024 GH¢	2023 GH¢
Stationery and consumable stocks	57,531	262,727
Prepayments and sundry debtors (Note 25a)	93,856,540	162,930,463
	93,914,071	163,193,190

25a. Prepayments and sundry debtors

	2024 GH¢	2023 GH¢
Finance lease prepayment	899,868	11,629,233
Unpaid customer charges	265,488	14,440,957
Deferred staff cost	46,054,683	38,035,968
Medical prepayment	5,645,847	4,633,223
Bills payment	-	2,926,490
Other sundry debtors and prepayment*	40,990,654	91,264,592
	93,856,540	162,930,463

Sundry debtors and prepayment	40,990,654	91,264,592
Gross YUP amount in sundry debtors	12,870,294	12,870,294
Gross sundry debtors and prepayment	53,860,948	104,134,886
YUP Impairment amount	(12,870,294)	(12,870,294)
Balance as at 31 December 2024	40,990,654	91,264,592

*Included in sundry debtors is an amount of 12,870,294.81 due from YUP Ghana (A company for which SG Ghana holds 35.6% interest). Between 2022 and 2021, management determined that there was objective evidence that the receivable was impaired. Thus, SG Ghana calculated an impairment of loss of 12,870,294.81 as the difference between the carrying amount and the recoverable value and recognised the loss within in the statement of profit or loss in 2022 and 2021.

*Included in other prepayments are staff and property insurance, registrar services, advertisement, subscription, software maintenance, cheque book, bank and other charges, publicity and business promotion, scholarship, business operating permit and other sundry prepayments.

Notes to the Financial Statements cont'd
26. Derivative assets/(liabilities) held for risk management

	2024 GH¢	2023 GH¢
Foreign exchange swap	2,021,429	(60,000)
	2,021,429	(60,000)

Derivative Financial Instruments

The table below shows the fair values of derivative financial instruments recorded as assets or liabilities together with their notional amounts. The notional amount, recorded gross, is the amount of a derivative's underlying asset, reference rate

	Derivative Assets held for risk management		Derivative Liabilities held for risk management	
	2024 GH¢	2024 GH¢	2023 GH¢	2023 GH¢
	Fair value of derivatives held for trading	Notional amount	Fair value of derivatives held for trading	Notional amount
			GH¢	GH¢
Foreign exchange swap	(2,021,429)	79,750,000	60,000	1,099,490,000

Opening balance	(60,000)
Derivative assets	2,021,429
Derecognition	60,000
	2,081,429

Most of the Bank's derivative trading activities relate to deals with customers that are normally offset by transactions with other counterparties. The Bank may also take positions with the expectation of profiting from favourable movements in prices, rates or indices.

The derivatives of the bank are fair valued at level 2 using the discounted cash flow method. Future cash flows are estimated based on forward exchange rates (from observable forward exchange rate at the end of the reporting period) and contract forward rates, discounted at a rate that reflects the credit risk of various counterparties. The valuation approach used in valuing the FX derivative is the mark- to- market approach. The bank uses the foreign exchange swap to manage the concentration risk on its nostro accounts.

27. Borrowings

	2024 GH¢	2023 GH¢
Socgen borrowing	223,709,835	770,541,737
European international bank	-	6,657,012
Proparco	-	6,655,563
International Finance Corporation	46,929,765	114,105,389
DBG	249,499,079	-
	520,138,679	897,959,701

Notes to the Financial Statements cont'd
27. Borrowings cont'd

2024	Opening balance	Additions	Interest expense	Repayments	Exchange loss/(gain)	Closing balance
	GH¢	GH¢	GH¢	GH¢	GH¢	GH¢
Socgen Borrowing	770,541,737	3,380,452,200	62,836,690	(4,161,814,182)	171,693,390	223,709,835
European International Bank	6,657,012	-	54,467	(7,276,486)	565,007	-
Proparco	6,655,563	-	282,394	(7,484,114)	546,157	-
International Finance Corporation	114,105,389	131,418,750	12,058,779	(230,358,958)	19,705,805	46,929,765
Development Bank Ghana - Term Loan	-	150,000,000	13,722,739	(17,345,578)	-	146,377,161
Development Bank Ghana -Repurchase Agreement	-	100,000,000	3,121,918	-	-	103,121,918
Totals	897,959,701	3,761,870,950	92,076,987	(4,424,279,318)	192,510,359	520,138,679

Notes payable and long-term debt item	Current portion GH¢	Non-current portion GH¢	Closing balance GH¢
Socgen Borrowing	223,709,835	-	223,709,835
European International Bank	-	-	-
Proparco	-	-	-
International Finance Corporation	46,929,765	-	46,929,765
Development Bank Ghana - Term Loan	15,155,989	131,221,172	146,377,161
Development Bank Ghana -Repurchase Agreement	103,121,918	-	103,121,918
Totals	388,917,507	131,221,172	520,138,679

Notes to the Financial Statements cont'd
27. Borrowings cont'd

2023	Opening balance	Additions	Interest expense	Repayments	Exchange loss/(gain)	Closing balance
	GH¢	GH¢	GH¢	GH¢	GH¢	GH¢
Socgen Borrowing	477,986,926	106,920,000	70,122,688	(66,207,877)	181,720,000	770,541,737
European International Bank	14,348,602	-	667,421	(13,810,611)	5,451,600	6,657,012
Proparco	13,795,418	-	1,191,777	(14,302,682)	5,971,050	6,655,563
International Finance Corporation	136,455,014	-	12,565,939	(86,540,564)	51,625,000	114,105,389
Totals	642,585,960	106,920,000	84,547,825	(180,861,734)	244,767,650	897,959,701

Notes payable and long-term debt item	Current portion GH¢	Non-current portion GH¢	Closing balance GH¢
Socgen Borrowing	10,221,737	760,320,000	770,541,737
European International Bank	6,657,012	-	6,657,012
Proparco	6,655,563	-	6,655,563
International Finance Corporation	76,980,389	37,125,000	114,105,389
Totals	100,514,701	797,445,000	897,959,701

The Bank has not had any defaults of principal, interest or other breaches with regard to any liabilities during 2024 or 2023.

Summary of Borrowing Arrangements

SocGen Borrowing: The bank took two facilities from the group. The first one is a \$ 65.8 million renewable 1 year credit line. The second is a 7-year loan facility of \$55m at Libor 3-months plus a margin of 376 basis points and will mature on 4th May 2027. In August 2024, the Bank paid down the \$55 million facility leaving an outstanding total amount of \$ 15.21 million as at December 2024.

International Finance Corporation (IFC): This is a 5 year \$50m facility granted to support funding in the SME business space. The first draw down of \$25m was done on 24 June 2021 at a rate of 3-month Libor plus a spread of 270 basis point. As at 31 December 2024, total amount outstanding is \$3.192 million.

Development Bank Ghana (DBG): This 10-year GHS denominated loan agreement between SGGH and DBG. As part of the agreement, SG borrows funds from DBG at competitive rate of 16.87% and on-lends to SME customers. The initial draw down of GHS 87.5 million was completed in May 2024. An additional GHS 22.09 million was done in June 2024. In October 2024, the last draw down of GHS 40.4million was finalized. As at 31 December 2024, the outstanding balance is GHS 146.377 million.

Notes to the Financial Statements cont'd

28. Deposits	2024 GH¢	2023 GH¢
Retail customers		
Term deposits	678,619,848	526,324,030
Current deposits	1,826,799,994	1,437,944,231
Savings deposits	889,209,563	731,839,947
Total retail customers	3,394,629,405	2,696,108,208
Corporate customers		
Term deposits	243,928,957	206,977,897
Current deposits	2,578,959,794	2,181,771,228
Savings deposits	2,338,519	2,278,943
Total corporate customers	2,825,227,270	2,391,028,068
Deposits from customers	6,219,856,675	5,087,136,276
Deposits from banks	30,764,480	1,798,457
Total Deposits	6,250,621,155	5,088,934,733

28a. Analysis by type of deposits	2024 GH¢	2023 GH¢
Financial institutions	176,006,647	103,231,768
Individuals and other private enterprise	6,056,471,477	4,947,221,086
Government departments and agencies	4,549,091	5,889,621
Public enterprises	13,593,940	32,592,258
	6,250,621,155	5,088,934,733
20 Largest depositors to total deposit ratio	19.63%	24.83%

29. Other liabilities	2024 GH¢	2023 GH¢
Creditors	190,399,981	190,610,635
Other creditors and provisions (Note 29a)	773,917,476	654,739,193
Provisions(29a)	13,748,802	24,572,175
Accruals (Note 29b)	146,716,373	144,597,133
	1,124,782,632	1,014,519,136

Notes to the Financial Statements cont'd
29a. Other creditors and provisions

	2024 GH¢	2023 GH¢
Payment orders	4,026,217	13,523,007
Statutory deductions	3,865,845	11,605,056
Uncleared effects (Note 29c)	755,047,703	609,086,826
Other commitments & credit balances	7,314,128	20,524,303
Staff related provisions (Note 29d)	5,613,140	4,186,525
Impairment allowance for contingent liabilities	4,368,987	12,734,921
Bills payment	3,663,583	-
Other provisions (Note 29d)	3,766,675	7,650,730
	787,666,278	679,311,368

29b. Accruals

	2024 GH¢	2023 GH¢
Staff accruals	15,193,072	15,420,636
Audit fees	934,884	604,885
Software maintenance	17,954,059	35,191,217
IT, marketing & other shared services	86,086,641	73,719,626
Other accruals	26,547,717	19,660,769
	146,716,373	144,597,133

29c. Uncleared effects

This comprises uncleared balances on customer cheques and balances on customer transit accounts pending onward transfers

Aging analysis of uncleared effects					
	2024 GH¢				
	Total	Below 3 months	3 to 6 months	6 to 12 months	Above 1 year
Uncleared effects	755,047,703	734,281,998	9,030,831	594,472	11,140,402

	2023 GH¢				
	Total	Below 3 months	3 to 6 months	6 to 12 months	Above 1 year
Uncleared effects	609,086,826	576,400,422	7,056,452	377,361	25,252,591

Notes to the Financial Statements cont'd
29d. Provisions

2024	Other Provisions GH¢	Staff Provisions GH¢	Total GH¢
As at 1 January 2024	7,650,730	4,186,525	11,837,255
Provisions made during the year	864,947	1,426,615	2,291,562
Provisions reversed during the year	(4,749,002)	-	(4,749,002)
As at 31 December 2024	3,766,675	5,613,140	9,379,815
2023			
As at 1 January 2024	7,671,833	2,600,000	10,271,833
Provisions made during the year	1,267,766	1,586	2,854,291
Provisions reversed during the year	(1,288,869)	-	(1,288,869)
As at 31 December 2024	7,650,730	4,186,525	11,837,255

Staff Provisions: This relates to provisions made for staff reorganization and/or termination . The provisions made reflect Management's best estimate of the expected outflow in the coming year.

Other Provisions: This relates to provisions for legal cases, registrar services and other incidental business costs. Provision for legal cases is the best estimate of claims from legal actions brought against the Bank. A fair assesement by the Bank indicates probable judgement against the Bank. Provision for registrar services and incidental business cost relates to business expenses for which timing and outflow is uncertain.

30. Stated capital

	2024		2023	
Authorised ordinary shares				
Number of ordinary shares of no par value		1,000,000,000		1,000,000,000
b. Issued and fully paid ordinary shares				
	Number	Amount GH¢	Number	Amount GH¢
Issued and fully paid ordinary shares	709,141,367	404,245,427	709,141,367	404,245,427

31. Dividend declared and paid

	2024 GH¢	2023 GH¢
Equity dividend on ordinary shares:		
Dividend declared	-	-
Dividend paid during the year	-	-
Balance as at 31 December	-	-

Dividends are treated as appropriation of profit in the year of approval by shareholders.

Notes to the Financial Statements cont'd

32. Related Party Transactions / Disclosures

A number of banking transactions were entered into with related parties in the normal course of business. The transactions comply with applicable legislation and other requirements, regarding exposure limits for loans to related parties. These include loans and placements. Loans to related parties is done at arm's length and approved by the Board. Related party transactions are based on non-preferential terms.

Pursuant to the Corporate Governance Directive, the Board of Directors will going forward approve related party transactions.

a) The person to whom the credit facility is given has credit

worthiness which is not less than that normally required by the Bank or other persons to whom credit facilities are given.

b) A collateral provided will be evaluated on the same terms and procedures normally required by the Bank for any other person to whom a credit facility is given

c) The terms and conditions of the credit facility are not less favourable to the Bank than those normally offered to other persons and

d) The granting of the credit facility is in the interest of the bank.

The credit facility shall be approved by the Board of Directors.

During the year the following transactions were performed with related parties:

a. Interest paid and interest received from related parties during the year

	2024		2023	
	Interest Paid	Interest Received	Interest Paid	Interest Received
	GH¢	GH¢	GH¢	GH¢
Societe Generale borrowing	59,978,981	4,417,438	61,858,441	5,093,950

b. Related party balances at December

Lending to related parties:

	2024 GH¢	2023 GH¢
Officers and employees other than Directors	123,065,794	98,270,297
Nostro account balances with Societe Generale Group	119,380,586	72,933,016

c. Remuneration of key management personnel

15,213,468	12,120,123
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d. Loans to Directors

There were no loans to directors during the period.

e. Controlling relationship

Societe Generale Group is related by virtue of its ultimate (100%) controlling interest in SG Financial Services Holding, which has significant controlling interest in the shareholding in Societe Generale Ghana PLC.

33. Commitments and Contingent Liabilities

33a. Breakdown of Commitments and Contingent Liabilities

	2024 GH¢	2023 GH¢
Guarantees and indemnities	462,377,466	722,520,005
Letters of credit & others	493,401,027	379,024,779
Other undrawn commitments	5,308,683	4,810,015
Spot and forward purchase	551,936,795	1,210,709,485
	1,513,023,971	2,317,064,284

Notes to the Financial Statements cont'd
33a. Breakdown of Commitments and Contingent Liabilities cont'd

To meet the financial needs of customers, the Bank enters into various irrevocable commitments and contingent liabilities. These consist of financial guarantees, letters of credit and other commitments to lend. Even though these obligations may not be recognised on the statement of financial position, they contain credit risk and, therefore, form part of the overall risk of the Bank. Letters of credit and guarantees (including standby letters of credit) commit the Bank to make payments on behalf of customers in the event of a specific act, generally related to the import or export of goods. Guarantees and standby letters of credit carry a similar credit risk to loans. If any contingent liability crystallizes, the Bank is obliged to pay the liability. However, the Bank will take the necessary steps to ensure that such

liabilities are re-imbursed by the counter party. The nominal values of such commitments are listed below.

Impairment losses on guarantees and other commitments

An analysis of changes in the gross carrying amount and the corresponding allowance for impairment losses in relation to guarantees and other commitments is, as follows:

Financial guarantees

The table below shows the credit quality and the maximum exposure and year-end stage classification.

2024 GH¢	Stage 1 Collective	Stage 2 Collective	Stage 3 Specific	Total
Financial guarantees	1,513,023,971	-	-	1,513,023,971
Total outstanding exposure	1,513,023,971	-	-	1,513,023,971

An analysis of changes in the gross carrying amount in relation to contingent liabilities is as follows:

	Stage 1 Collective	Stage 2 Collective	Stage 3 Specific	Total
Gross carrying amount as at 1 January 2024	2,317,064,284	-	-	2,317,064,284
New financial guarantees originated or purchased	1,513,023,971	-	-	1,513,023,971
Financial guarantees derecognised or matured (excluding write offs)	(2,317,064,284)	-	-	(2,317,064,284)
Total outstanding exposure	1,513,023,971	-	-	1,513,023,971

Notes to the Financial Statements cont'd
33b. Impairment allowance for contingent liabilities

	2024 GH¢	2023 GH¢
Opening balance	12,734,921	8,740,067
Charge for the year	(8,365,933)	3,994,854
Closing stock of provision	4,368,988	12,734,921

	Stage 1 Collective	Stage 2 Collective	Stage 3 Specific	Total
Gross carrying amount as at 1 January 2024	12,734,921	-	-	12,734,921
New financial guarantees originated or purchased	4,368,988	-	-	4,368,988
Financial guarantees derecognised or matured (excluding write offs)	(12,734,921)	-	-	(12,734,921)
As at 31 December 2024	4,368,988	-	-	4,368,988

	Stage 1 Collective	Stage 2 Collective	Stage 3 Specific	Total
Gross carrying amount as at 1 January 2023	8,740,067	-	-	8,740,067
New assets originated or purchased	12,734,921	-	-	12,734,921
Financial guarantees derecognised or matured (excluding write offs)	(8,740,067)	-	-	(8,740,067)
As at 31 December 2023	12,734,921	-	-	12,734,921

34. Legal liability

Litigation is a common occurrence in the Banking industry due to the nature of the business undertaken. The Bank has formal controls and policies for managing legal claims. Once professional advice has been obtained and the amount of loss reasonably estimated, the Bank makes adjustments to account for any adverse effects which the claims may have on its financial standing. As at December 2024, the Bank had several unresolved legal claims.

Adequate provision has been made for all the relevant litigation for which losses may be probable. The probable outflow which could result from all such litigation, based on the current status of the various legal proceedings, is estimated to be no more than GH¢ 1,715,329 while the timing of the outflow is uncertain.

As at the end of the December 2024 financial year, the case CBAM versus SGGH was pending in court. The

amount and timing of possible outflow however remains uncertain. The total amount in dispute for this case is USD 10M and is therefore disclosed as a contingent liability.

35. Analysis of financial assets and liabilities

Financial assets and liabilities as well as equity investments are measured on an on-going basis either at fair value or at amortized cost. The principal accounting policies in Notes 2 describe how the classes of financial instruments are measured and how income and expenses, including fair value gains and losses, are recognized. The following table analyses the financial assets and liabilities in the statement of financial position by class of financial instrument to which they are assigned, and therefore by the measurement basis:

Notes to the Financial Statements cont'd
35. Analysis of financial assets and liabilities cont'd

31 December 2024	Financial Assets at FVPL	Financial Assets at amortised cost	Debt Instrument Designated at FVOCI	Debt Instrument at amortised cost	Total Carrying Amount
Financial Assets					
	GH¢	GH¢	GH¢	GH¢	GH¢
Cash and cash equivalents	-	3,579,482,591	-	-	3,579,482,591
Non-pledged trading assets	8,794,742	-	-	-	8,794,742
Investment securities	-	-	-	780,949,308	780,949,308
Loans and advances to customers	-	5,011,684,459	-	-	5,011,684,459
Equity Investments	5,513,268	-	-	-	5,513,268
Total financial assets	14,308,010	8,591,167,050	-	780,949,308	9,386,424,368
Total non-financial assets					1,009,866,325
Total assets					10,396,290,693

31 December 2024

	Financial Liabilities at FVPL	Financial Liabilities at amortised cost	Total Carrying Amount
Financial liabilities	GH¢	GH¢	GH¢
Deposits from banks and customers	-	6,250,621,155	6,250,621,155
Borrowings	-	520,138,679	520,138,679
Total financial liabilities	-	6,770,759,834	6,770,759,834
Total non-financial liabilities			1,179,648,936
Shareholders Fund			2,445,881,923
Total liabilities and shareholders fund			10,396,290,693

Notes to the Financial Statements cont'd
35. Analysis of financial assets and liabilities cont'd

31 December 2023	Financial Assets at FVPL	Financial Assets at amortised cost	Debt Instrument Designated at FVOCI	Debt Instrument at amortised cost	Total Carrying Amount
Financial Assets	GH¢	GH¢	GH¢	GH¢	GH¢
Cash & cash equivalents	-	2,131,699,314	-	-	2,131,699,314
Non-pledged trading assets	1,742,074	-	-	-	1,742,074
Investment securities	-	-	-	1,800,220,862	1,800,220,862
Loans and advances to customers	-	3,987,842,023	-	-	3,987,842,023
Equity Investments	3,503,810	-	-	-	3,503,810
Total financial assets	5,245,884	6,119,541,337	-	1,800,220,862	7,925,008,083
Total non-financial assets					604,818,470
Total assets					8,529,826,553

31 December 2023	Financial Liabilities at FVPL	Financial Liabilities at amortised cost	Total Carrying Amount
Financial liabilities	GH¢	GH¢	GH¢
Deposits from banks and customers	-	5,088,934,733	5,088,934,733
Borrowings	-	897,959,701	897,959,701
Total financial liabilities	-	5,986,894,434	5,986,894,434
Total non-financial liabilities			1,029,929,238
Shareholders Fund			1,513,002,881
Total liabilities and shareholders fund			8,529,826,553

Notes to the Financial Statements cont'd

36. Determination of Fair Value and Fair Values Hierarchy

The Bank uses the following hierarchy for determining and disclosing the fair value of financial instruments by the valuation technique:

- Level 1: Quoted (unadjusted) prices in active markets for identical assets or liabilities.
- Level 2: Other techniques for which all inputs have a significant effect on the recorded fair value.
- Level 3: Techniques for which inputs have a significant effect on the recorded fair value that are not based on observable market data.

Financial assets and liabilities and equity investments are measured using a valuation technique based on assumptions that are supported by prices from observable current market transactions are assets and liabilities for which pricing is obtained via pricing services, but where prices have not been determined in an active market, financial assets with fair values based on broker codes, investment in private equity funds with

fair values obtained via fund managers and assets that are valued using the Bank's own models whereby the majority of assumptions are market observable. Fair values approximates amortised cost.

Non-market observable inputs means that fair values are determined in whole, or in parts, using a valuation technique, based on assumptions that are neither supported by prices from observable current market transactions in the same instrument, nor are they based on available market data. The main asset classes in this category are unlisted equity investments and debt instruments. Valuation techniques are used to the extent that observable inputs are not available, thereby allowing for situations in which there is little, if any, market activity for the asset or liability at the measurement date. Therefore, observable inputs reflect the Bank's own assumption about the assumptions that market participants will use in pricing the asset or liability (including assumptions about risk). These inputs are developed based on the best information available which might include the Bank's own data. Valuation was conducted by KOA Consult and Value Properties.

The following shows an analysis of financial instruments recorded at fair value by level of the fair value hierarchy done on a recurring basis.

31 December 2024		Note	Level 1 GH¢	Level 2 GH¢	Level 3 GH¢	Total GH¢
Assets						
Non-pledged trading assets			-	8,794,742	-	8,794,742
Equity investment	18		-	5,513,268	-	5,513,268
Derivative financial asset	19		-	2,021,429	-	2,021,429
Total Assets			-	16,329,439	-	16,329,439
31 December 2023						
		Note	Level 1 GH¢	Level 2 GH¢	Level 3 GH¢	Total GH¢
Assets						
Non-Pledged Trading assets	18		-	1,742,074	-	1,742,074
Equity investment	19		-	3,503,810	-	3,503,810
Total Assets			-	5,245,884	-	5,245,884
Liabilities						
Derivative financial liabilities	26		-	60,000	-	60,000
Total Liabilities			-	60,000	-	60,000

There were no transfers between levels 1 and 2 within the period.

Notes to the Financial Statements cont'd

36. Determination of Fair Value and Fair Values Hierarchy cont'd

Level 2 valuation technique

The assets in Level 2 comprise mainly Government of Ghana securities (Treasury Bills). They are valued using published results of tender for Government of Ghana and Bank of Ghana bill, notes and bonds at the financial year end.

Level 3 valuation technique

The assets in Level 3 comprise revaluation gain on the Bank's fixed assets. Fair value of the properties was determined using the market comparable method. The valuations have been performed by the valuer and are based on proprietary databases of prices of transactions for properties of similar nature, location and condition.

37. Financial risk management

Risk is inherent in the Bank's activities but is managed through a process of ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Bank's continuing profitability and each individual within the Bank is accountable for the risk exposures relating to his or her responsibilities.

The Bank is exposed to credit risk, liquidity risk, interest rate risk and market risk. It is also subject to various operating risks.

The independent risk control process does not include business risks such as changes in the environment, technology and industry. The Bank's policy is to monitor those business risks through the Bank's strategic planning process.

Risk management structure

The Board of Directors is ultimately responsible for identifying and controlling risks. However, there are separate independent bodies responsible for managing and monitoring risks.

Board of Directors

The Board of Directors is responsible for the overall risk management approach and for approving the risk management strategies and principles.

Risk committees

The Risk Committees have the overall responsibility for the development of the risk strategy and

implementing principles, frameworks, policies and limits. The Risk Committees are responsible for managing risk decisions and monitoring risk levels. The main Risk Committees and its frequency of meetings are:

- i. Credit Risk Committee - Quarterly;
- ii. Asset and Liabilities Committee - Bi-monthly;
- iii. Market Risk Committee - Quarterly;
- iv. Operational Risk Committee (Periodic and Permanent Control, Business Continuity Planning and Compliance) - Quarterly.

Risk management

Risk Management is done under specialists units of Credit and Market Risk Department and Operational and Permanent Control Division. These units are responsible for implementing and maintaining risk related procedures to ensure independent control process is maintained. Societe Generale Ghana Risk is managed through a process of ongoing identification, measurement and monitoring, subject to risk limits and other controls.

This process of risk management is critical to the Bank's continuing profitability and each individual within the Bank is accountable for the risk exposures relating to his or her responsibilities. The Bank is exposed to credit risk, liquidity and interest rate risk and market risk. It is also subject to various operating risks. The independent risk control process does not include business risks such as changes in the environment, technology and industry.

The Bank's policy is to monitor those business risks through the Bank's strategic planning process.

Risk control

Risk Control is done under the various specialist units of Risk Management where monitoring of compliance with risk principles, policies and limits across the Bank is undertaken. Each business group has its own unit which is responsible for the independent control risks, including monitoring the risk of exposures against limits and the assessment of risks of new products and structured transactions. These units also ensure the complete capture of the risk in risk measurement and reporting systems through the various committees to the Board.

Notes to the Financial Statements cont'd

37. Financial risk management cont'd

Bank treasury

The Bank's Treasury is responsible for managing the Bank's assets and liabilities and the overall financial structure. It is also primarily responsible for the funding and liquidity risks management of the Bank.

Internal control systems

The bank has in place internal control systems and mechanisms aimed at ensuring that legal and regulatory provisions, ethics, and professional practices are complied with, internal processes of the bank are functioning properly and the financial information are reliable. The system is particularly designed to identify malfunctions and irregularities, to efficiently control risks, and to make sure that information systems are reliable. Internal control system distinguishes two levels of control: Permanent Control which forms the first level of control and Periodic Controls as a second level of control.

Permanent Control is essential for the bank's internal control structure and is defined as all procedures implemented on a permanent basis to guarantee that operations carried out on an operational level are correctly handled, secure and valid. It is based on day-to-day security, which is everyone's responsibility and on formal supervision carried out by management.

Periodic control activities are performed by dedicated and specialized teams of auditors which are independent from the operational entities. The scope of Periodic Controls encompasses all the bank's activities and can focus on any aspect of these activities, without any restrictions.

Internal Audit

The Bank's policy is that risk management processes throughout the Bank are audited annually by the internal audit function, which examines both the adequacy of the procedures and the Bank's compliance with the procedures. Internal Audit discusses the results of all assessments with management, and reports its findings and recommendations to the Audit Committee.

The most significant risks which the bank is exposed to and how they are managed are as below:

Credit risk

Credit risk is the risk that the Bank will incur a loss because its customers or counterparties fail to discharge their contractual obligations.

The Bank manages and controls credit risk by setting limits on the amount of risk it is willing to accept for individual counterparties and for geographical and industry concentrations, and by monitoring exposures in relation to

such limits.

The Bank also manages its counter party risk through adherence to Bank of Ghana prudential requirements by ensuring that it's secured lending to any single borrower is below 25% of its net worth and that any single unsecured lending by the bank is less than 10% of the bank's net worth.

The framework for managing this risk is the credit policy which spells out the overall underwriting standards, credit approval process, credit administration and recovery processes. The policy is reviewed from time to time (at least yearly) in response to risk profile of new business opportunities/products and any challenges with the recovery process.

The Bank has established a credit quality review process through the Credit Committee to provide early identification of possible changes in the creditworthiness of counterparties, including regular collateral revisions. Counterparty limits are established by the use of a credit risk classification system, which assigns major counterparty a risk rating.

Risk ratings are subject to regular revision.

The credit quality review process aims to allow the Bank to assess the potential loss as a result of the risks to which it is exposed and take corrective action.

The Bank's credit quality review process is established in line with the Societe Generale Group's risk management governance based on the following;

- A strong managerial involvement throughout the entire organization: From the Board of Directors through to the Credit Committee and to the operational field management teams.
- A tight framework of internal procedures and guidelines.
- A well defined permanent supervision process that assists to identify through a self examination the need for review of certain processes to improve on the Bank's credit delivery and collection processes.
- Independence of Risk assessment department from the business divisions;
- A consistent approach to risk assessment and monitoring applied throughout the Group.

The bank in estimating and establishing its potential credit losses, counterparty limits are established by the use of a credit risk classification system, which assigns major counterparties a risk rating. Risk ratings are subject to regular revision.

The credit quality review process aims to allow the bank to assess the potential loss as a result of the risks to which it is exposed and take corrective action.

Notes to the Financial Statements cont'd

37. Financial risk management cont'd

The Credit Committee also monitors the portfolio of loans and debt collection operations. In this capacity, it does:

- analyze the portfolio of loans: retail customers, companies, banks and financial institutions and sovereign,
- monitor irregular commitments and the main sensitive risks,

- monitor debt collection files,
- assess guarantees and monitor provisions,
- ensure that the actions reported are monitored and performed

Using provisions made on facilities above 90 days, the credit risk exposure for the bank is considered to be stable over a three year period.

Maximum credit exposure

	2024 GH¢	2023 GH¢
Due from bank and other financial institution	1,431,355,820	295,298,226
Non-pledged trading assets	8,794,742	1,742,074
Debt instruments at amortised cost	780,949,308	1,800,220,862
Loans and advances (gross)	5,840,974,925	4,663,624,839
Financial assets	9,386,424,368	7,925,008,083
Unsecured contingent liabilities and commitments	1,513,023,971	2,317,064,284
	18,961,523,134	17,002,958,368

Fair value of collateral held

The Bank holds collateral against loans and advances to customers in the form of mortgage interests over property, other registered securities over assets, and guarantees. Estimates of fair value are based on the value of collateral assessed at the time of borrowing, and generally are not updated except when a loan is individually assessed as impaired.

An estimate of the fair value of collateral and other security enhancements held against financial assets is shown below:

	2024 GH¢	2023 GH¢
Against impaired assets	1,168,375,767	1,198,715,924
Against past due but not impaired assets	144,722,679	125,242,028
	1,313,098,446	1,323,957,952

Liquidity risk and structural interest rate risk

Liquidity risk

Liquidity risk arises from the mismatch of the timing of cash flows relating to assets and liabilities. The liquidity policy of the Bank is approved by the Board under guidelines issued by Societe Generale Group and monitored daily to ensure that its funding requirements can be met at all times and that a stock of high quality liquid assets is maintained.

The net liquidity gap resulting from liquidity analysis of assets and liabilities of the Bank as of 31 December 2024 is shown in the table below.

Notes to the Financial Statements cont'd

37. Financial risk management cont'd

Maturity analysis of assets and liabilities

The table shows a summary of assets and liabilities analysed according to their contractual terms of the transactions and models of historic client behaviour as well as conventional assumptions for some balance sheet items.

As at 31 December 2024	Total GH¢	Below 3 months GH¢	3 to 6 months GH¢	6 to 12 months GH¢	Above 1 year GH¢
Assets					
Cash and cash equivalents	3,579,482,591	3,579,482,591	-	-	-
Non-pledged trading assets	8,794,742	8,794,742	-	-	-
Debt instruments at amortized cost	780,949,308	681,043,450	424,080	52,640	99,429,138
Loans and Advances to Customers	5,011,684,459	2,515,261,531	247,453,066	573,707,634	1,675,262,228
Equity Investments	5,513,268				5,513,268
Total financial assets	9,386,424,368	6,784,582,314	247,877,146	573,760,274	1,780,204,634
Liabilities					
Deposits from banks	30,764,480	30,764,480	-	-	-
Deposits from customers	6,219,856,675	1,395,272,746	589,312,268	845,110,639	3,390,161,022
Borrowings	520,138,679	165,870,062	3,615,493	7,230,736	343,422,388
Total financial liabilities	6,770,759,834	1,591,907,288	592,927,761	852,341,375	3,733,583,410
Net liquidity gap	2,615,664,534	5,192,675,026	(345,050,615)	(278,581,101)	(1,953,378,776)
Contingent liabilities	961,086,570	549,147,122	276,621,526	121,829,974	13,487,948

Notes to the Financial Statements cont'd

37. Financial risk management cont'd

As at 31 December 2023	Total GH¢	Below 3 months GH¢	3 to 6 months GH¢	6 to 12 months GH¢	Above 1 year GH¢
Assets					
Cash and cash equivalents	2,131,699,314	2,131,699,314	-	-	-
Non-pledged trading assets	1,742,074	1,742,074	-	-	-
Debt instruments at amortized cost	1,800,220,862	1,685,716,690	1,175,764	-	113,328,409
Loans and advances to customers	3,987,842,023	1,660,056,460	268,892,102	556,832,134	1,502,061,327
Equity investments	3,503,810				3,503,810
Total assets	7,925,008,083	5,479,214,538	270,067,866	556,832,134	1,618,893,546
Liabilities					
Deposits from banks	1,798,457	1,798,457	-	-	-
Deposits from customers	5,087,136,276	1,123,235,953	508,282,002	731,401,842	2,724,216,479
Borrowings	897,959,701	144,045,000	13,312,575	37,125,000	703,477,126
Total liabilities	5,986,894,434	1,269,079,410	521,594,577	768,526,842	3,427,693,605
Net liquidity gap	1,938,113,651	4,210,135,129	(251,526,711)	(211,694,708)	(1,808,800,059)
Contingent liabilities	1,106,355,015	279,914,934	68,649,479	615,357,002	142,433,600

The gap profile is the difference between assets and liabilities which is calculated for each time- bucket. The results of this calculation are stressed and analysed through the internal ALM Report or the Group report Structural risk committee.

Societe Generale Ghana PLC has a large and diversified deposit base which serves as a large part of mid and long-term financing resources.

Notes to the Financial Statements cont'd

37. Financial risk management cont'd

Contractual maturities of undiscounted cash flows of financial assets and liabilities

The table shows a summary of financial assets and liabilities analysed according to their undiscounted contractual terms of the transactions and models of historic client behaviour (models determined with the contribution of the Group), as well as conventional assumptions for some balance sheet items.

As at 31 December 2024	Total GH¢	Below 3 months GH¢	3 to 6 months GH¢	6 to 12 months GH¢	Above 1 year GH¢
Financial assets					
Cash and cash equivalents	3,579,482,591	3,579,482,591	-	-	-
Non-pledged trading assets	8,794,742	8,794,742	-	-	-
Debt instruments at amortised cost	780,949,309	681,043,450	424,081	52,640	99,429,138
Loans and advances to customers	5,011,684,459	2,515,261,531	247,453,066	573,707,634	1,675,262,228
Equity investments	5,513,268	-	-	-	5,513,268
Total financial assets	9,386,424,369	6,784,582,314	247,877,147	573,760,274	1,780,204,634
Liabilities					
Deposits from banks	30,764,480	30,764,480	-	-	-
Deposits from customers	6,219,856,678	1,395,272,746	589,312,268	845,110,639	3,390,161,025
Borrowings	520,138,679	165,870,062	3,615,493	7,230,736	343,422,388
Total financial liabilities	6,770,759,837	1,591,907,288	592,927,761	852,341,375	3,733,583,413
Net Liquidity Gap	2,615,664,532	5,192,675,026	(345,050,614)	(278,581,101)	(1,953,378,779)
Contingent liabilities	961,086,570	549,147,122	276,621,526	121,829,974	13,487,948

As at 31 December 2023	Total GH¢	Below 3 months GH¢	3 to 6 months GH¢	6 to 12 months GH¢	Above 1 year GH¢
Financial assets					
Cash and cash equivalents	2,131,699,314	2,131,699,314	-	-	-
Non-pledged trading assets	1,742,074	1,742,074	-	-	-
Debt instruments at amortised cost	1,948,870,269	1,798,682,003	1,338,789	-	148,849,477
Loans and advances to customers	4,844,175,805	1,805,975,425	304,345,526	703,668,766	2,030,186,089
Equity investments	3,503,810	-	-	-	3,503,810
Total financial assets	8,929,991,273	5,738,098,816	305,684,315	703,668,766	2,182,539,376
Financial liabilities					
Deposits from banks	1,798,457	1,798,457	-	-	-
Deposits from customers	5,152,643,694	1,173,561,711	516,719,497	738,146,007	2,724,216,479
Borrowings	904,652,372	148,646,212	13,533,212	40,192,474	702,280,474
Total financial liabilities	6,059,094,523	1,324,006,380	530,252,709	778,338,481	3,426,496,953

Structural interest rate

The interest rate risk is the incurred risk in case of interest rate variations because of all on-and off- financial position operations, except operations subject to market risks. Global Interest Rate Risk is corresponding to interest rate on the banking portfolio.

The strategic management of liquidity is done at a high level of Senior Management (ALCO); review of results on weekly basis in line with competition and economic conditions and also ensure that regulatory requirements are met.

Notes to the Financial Statements cont'd

37. Financial risk management cont'd

Societe Generale Ghana PLC's main aim is to reduce its exposure to structural interest rate risk as much as possible. To this end, any residual interest rate risk exposure must comply with the sensitivity limits set by the Group Financial Committee (COFI). The sensitivity is defined as the variation in the net present value of future (maturities of up to 20 years) residual fixed rate positions (surplus or deficits) for a 10 basis point parallel increase or decrease in the yield curve. The limit for Societe Generale Ghana PLC for the various currencies is within the range of EUR -0.69 and 0.014 million (i.e. between GH¢ -9.07 and 0.18 million). This limit is -0.48% and 0.01% of shareholders' equity in reference to the lower and upper limits respectively.

In order to quantify its exposure to structural interest rate risks, Societe Generale Ghana PLC analyses all fixed-rate assets and liabilities on future maturities to identify any gaps. These positions come from their maturities.

Once the Bank has identified the gaps of its fixed-rate positions (surplus or deficit), it calculates the sensitivity (as defined above) to variations in interest rates. This sensitivity is defined as the variation of the net present value of the fixed-rate positions for an instantaneous parallel increase of 1% of the yield curve.

The risk management is supervised by the Group. Limits are defined at Group consolidated level and at the level of each Group consolidated entity, and are validated by the Credit Risk Committee. The Finance department of the Group is responsible for checking the risk level of Societe Generale Ghana PLC.

Interest Rate Risk Exposure

Interest rate risk exposure is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Bank's exposure to the risk of changes in market interest rates relates primarily to the financial assets and liabilities with variable/floating interest rates. The following table demonstrates the sensitivity to a reasonable possible change in interest rates, with all other variable held constant, of the Bank's profit before tax (through the impact on the floating rate financial assets and liabilities).

Sensitivity of projected increase or decrease in interest rate is analysed below.

31 December	Increase/decrease in basis points 2024		Effect on profit before tax 2024		Effect on equity 2024	
USD	+1%	-1%	19,166,755	(19,166,755)	12,458,390	(12,458,390)
EURO	+1%	-1%	209,202	(209,202)	135,982	(135,982)
GH¢	+1%	-1%	39,033,792	(39,033,792)	25,371,965	(25,371,965)

	Increase/decrease in basis points 2023		Effect on profit before tax 2023		Effect on equity 2023	
USD	+1%	-1%	16,174,400	(16,174,400)	10,513,360	(10,513,360)
EURO	+1%	-1%	1,174,046	(1,174,046)	763,130	(763,130)
GH¢	+1%	-1%	29,287,802	(29,287,802)	19,037,071	(19,037,071)

Market risk

Market risk is the risk of losses being incurred as a result of adverse movements in interest or exchange rates and arises in the Bank's treasury activities.

Market risk is controlled by interest mismatch and foreign currency open position limits approved by the Executive Committee of the Bank and monitored daily. The foreign currency exposure analysis of the Bank is shown in the currency exposure table below.

Notes to the Financial Statements cont'd

This risk is managed by the establishment of limits, monitoring of exposures on a daily basis and ensuring that regulatory requirements are met.

The task of the Market Risk Committee is to:

- identify, assess and monitor the market risks generated by transactions made on behalf of:
- the local Financial department (cash, liquid assets, balance sheet hedging) in relation with the Assets and Liabilities Management Committee
- professional customers (companies and institutional investors)
- define and monitor alert procedures
- make sure that the Back Office is really independent of the Front Office.

Exchange rate sensitivity analysis

The Bank's foreign exchange exposures comprise trading and non-trading foreign currency translation exposures. Foreign exchange exposures are principally derived from customer driven transactions. The sensitivity rates used represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for the changes in foreign currency rates. A positive number below indicates an increase in profit or equity whilst a negative number indicates a decrease in profit or equity. The profits below are the result of a net long exposure in the foreign currency coupled with an increase in the foreign currency rate. The losses on the other hand are mainly due to a net long exposure in the foreign currency coupled with a decrease in the foreign currency rate.

31 December	Increase/decrease in basis points 2024		Effect on profit before tax 2024		Effect on equity 2024	
			GH¢	GH¢	GH¢	GH¢
USD	+1%	-1%	(2,716,806)	2,716,806	(1,765,924)	1,765,924
GBP	+1%	-1%	11,123	(11,123)	7,230	(7,230)
EUR	+1%	-1%	739,110	(739,110)	480,422	(480,422)
Other currencies	+1%	-1%	26,176	(26,176)	17,014	(17,014)

31 December	Increase/decrease in basis points 2023		Effect on profit before tax 2023		Effect on equity 2023	
			GH¢	GH¢	GH¢	GH¢
USD	+1%	-1%	413,089	(413,089)	268,508	(268,508)
GBP	+1%	-1%	24,078	(24,078)	15,650	(15,650)
EUR	+1%	-1%	316,416	(316,416)	205,670	(205,670)
Other currencies	+1%	-1%	55,191	(55,191)	35,874	(35,874)

Notes to the Financial Statements cont'd

Exchange rate sensitivity analysis

The following methods and assumptions used in the computation of sensitivity analysis

- Foreign currency exposure is assumed to remain at constant values (closing balances at the end of the year).
- Use of average exchange rate for the year under consideration.
- Use of pre-determined stress levels (relevant range of stress level) based on extreme or worst case scenarios.
- There are no changes in the methods and assumptions from the previous periods.
- The current corporate tax rate is applied in determining the effect on profit and equity.

Currency risk

Currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. In Ghana, market activities is mostly affected by movements in the dollar. The cedi has

depreciated consistently over the last three years. The Statement Of Financial position of SG Ghana is structured to take the upside of such a depreciating trend. The currency risk of the bank has been stable over a three year period. SG Ghana manages currency risk by monitoring the open currency positions on a daily basis. The objective of monitoring the open position in foreign currency is to manage foreign exchange risk due to movements in rates as well as changes in liquidity positions. The bank has adopted the Bank of Ghana requirement that banks maintain a total open position which is not more than 10% of their net worth. Within this limit, banks are also required to maintain single currency open positions not more than 5% of net worth. The bank uses the mid revaluation rates published by the Bank of Ghana at the end of each working day. The year end rates used for foreign exchange translations of the major currencies are as follows: USD - 14.7000, EUR - 15.2141 and GBP - 18.4008

Currency Exposure

The table below summarises the Bank's exposure to foreign exchange rate risks at year- end. The amounts stated in the table are the cedi equivalent of the foreign currencies.

31 December 2024

	USD GH¢	GBP GH¢	EURO GH¢	Others GH¢	Total GH¢
Assets					
Cash and balances with Bank of Ghana	13,398,080	3,320,516	9,383,911	-	26,102,507
Due from other banks and financial institutions	1,031,230,673	55,294,231	714,452,654	2,674,451	1,803,652,009
Other assets	2,340,726	-	20,311	-	2,361,037
Loan and advances to customers	1,916,675,452	15,629	20,920,236	-	1,937,611,317
Total assets	2,963,644,931	58,630,376	744,777,112	2,674,451	3,769,726,870
Liabilities					
Due to other banks and financial institutions	266,437,500	-	-	-	266,437,500
Due to customers	2,336,681,022	46,695,669	432,266,257	54,262	2,815,697,210
Other liabilities	416,437,116	10,822,368	308,451,399	2,271	735,713,154
Total liabilities	3,019,555,638	57,518,037	740,717,656	56,533	3,817,847,864
Net on balance sheet position	(55,910,707)	1,112,339	4,059,456	2,617,918	(48,120,994)
Net off balance sheet position	73,500,000	-	-	-	73,500,000
Net open position	17,589,293	1,112,339	4,059,456	2,617,918	25,379,006

Notes to the Financial Statements cont'd

31 December 2023

	USD GH¢	GBP GH¢	EURO GH¢	Others GH¢	Total GH¢
Assets					
Cash and balances with Bank of Ghana	7,916,891	1,316,379	6,238,343	-	15,471,613
Due from other banks and financial institutions	194,963,522	37,826,689	525,802,813	5,599,716	764,192,740
Other assets	153,546	6,452,691	33,454	-	6,639,691
Loan and advances to customers	1,617,440,008	127,387	117,404,179	-	1,734,971,574
Total assets	1,820,473,967	45,723,146	649,478,789	5,599,716	2,521,275,618
Liabilities					
Due to other banks and financial institutions	878,229,000	-	6,563,175	-	884,792,175
Due to customers	1,768,452,420	38,832,524	387,424,529	47,003	2,194,756,476
Other liabilities	331,232,839	4,482,868	204,160,105	35,937	539,911,749
Total liabilities	2,977,914,259	43,915,932	598,147,809	82,940	3,619,460,400
Net on balance sheet position	(1,157,440,292)	2,407,754	51,330,980	5,516,776	(1,098,184,782)
Net off balance sheet position	1,198,749,190	-	(19,689,525)	-	1,179,059,665
Net open position	41,308,898	2,407,754	3,1641,455	5,516,776	8,0874,883

Operational risk

Operational risk is the exposure to financial or other damage arising through unforeseen events or failure in operational processes and systems. Examples include inadequate controls and procedures, human error, deliberate malicious acts including fraud and business interruption. These risks are controlled and monitored through system controls, segregation of duties, exception and exposure reporting, business continuity planning, reconciliations, internal audit and timely and reliable management reporting. The operational risk environment remains stable over a three year period using the amount loss due to operational lapse. Control measures have been implemented to prevent future occurrence.

Operational procedures are documented in an Operations Manual.

The Bank has established and implemented an integrated Operational Risk (OR) framework comprising (i) Loss Collection policy, (ii) Key Risk Indicators (KRI) policy, (iii) Permanent Supervision policy, (iv) Compliance and anti- money laundering. Policy which set out the organizational structure, overall policy framework, processes and systems for identifying, assessing, monitoring and controlling/ mitigating operational risks in the bank.

Societe Generale Ghana PLC has adopted the Societe Generale Group BCP policy and methodology which is consistent with international standards.

The Bank has also created a comprehensive and independent review of the Business Continuity Planning and Operational Risk processes.

The Operational Risk Committee's task is to identify and assess the impact of operational risks on the smooth running and profitability of the bank, and to define and implement the strategy used to control them by continuously adapting the methods used to bring them into conformity with regulations in force and Societe Generale Group standards.

To achieve this, the Committee:

- makes sure that the resources made available to the Operational Risk team are in line with the Bank's level of exposure.
- is responsible for the introduction and satisfactory operation of permanent supervision, and for the bank's Operational Risk control.
- is informed of the main types of operational risks and of the main operating losses recorded over the period.
- monitors the implementation of plans of action intended to correct and reduce Operational Risks.

Notes to the Financial Statements cont'd

- validates the findings of regulatory exercises (Risk & Control Self Assessment (RCSA), scenario analysis, KRI), introduces and monitors corrective action plans.
- introduces, maintains and tests the BCP and the Crisis management system.
- makes sure that the work done by Permanent Supervision is of good quality and approves its report.
- takes corrective action in the event of a deterioration in the control environment.
- keeps up to date with legislative and regulatory changes, as well as recommendations relating to periodic control.
- drafts and presents its activity report particularly intended for the Audit and Accounts Committee.

Non compliance & reputation risk and the prevention of money laundering

The compliance function ensures that the risks of legal, administrative and/or disciplinary penalties, financial losses or injury to reputation, arising out of or in connection with failure to comply with local legislative and/or regulatory banking provisions, ethics and professional practices, as well as Societe Generale Group instructions, standards and/or processes are identified and controlled. Using incidence of non compliance and fines, the risk of non compliance has been stable over a three year period.

The bank's compliance activity is overseen at a high level by a Senior Management Officer, the Head of Compliance and through the Compliance Committee chaired by the Managing Director.

The main tasks of the compliance function are namely:

- to define in accordance with legal and regulatory requirements, the policies, principles and procedures applicable to compliance and the prevention of money laundering and terrorist financing and ensure that they are implemented.
- to ensure that professional and financial market regulations are respected.
- to prevent and manage any potential conflicts of interest with respect to customers.
- to train and advise staff and increase their awareness of compliance issues.

38. Regulatory breaches

During the year under review, the bank breached sections of the Specialised Deposit -Taking Institutions Act, 2016 (Act 930) , Anti-Money Laundering Act, 2020 (Act 1044) , Anti-Money Laundering Regulations, 2011 (LI 1987 and the Anti-Money Laundering, Combatting the Financing of Terrorism and Proliferation of Weapons of Mass Destruction Guideline, 2022. The Bank was levied an amount of GHS 180,000 in respect of non compliance with sections of Banks and Specialized Deposit Act and GHS 120,000 in respect of AML related non compliance.

39. Segmental reporting

For management purposes, the bank is organized broadly into three operating segments based on products and services as follows;

- **Retail Banking-** This Unit primarily serves the needs of individuals, high net worth clients, institutional clients and very small businesses. It is principally responsible for providing loans and other credit facilities, as well as mobilizing deposits and providing other transactions.
- **Corporate Banking-** This Unit is principally responsible for providing loans and other credit facilities, as well as mobilizing deposits and providing other transactions to the Bank's corporate clients.
- **Treasury-** This Unit undertakes the bank's funding activities. It also manages the liquidity position of the Bank through activities such as borrowings, and investing in liquid assets such as short-term placements and government debt securities.

Management monitors the operating results of each Business Units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on operating profit or loss which in certain respects is measured differently from operating profit or loss in the financial statements. The main source of difference is the use of a transfer pricing mechanism in apportioning investment income for the segment.

Notes to the Financial Statements cont'd

31 December 2024	Retail Banking GH¢	Corporate Banking GH¢	Treasury GH¢	Total GH¢
Revenue				
Interest and similar revenue (3 parties)	503,474,306	853,741,243	-	1,357,215,549
Interest and similar expense	(89,147,397)	(139,021,830)	(5,979,627)	(234,148,854)
Net interest margin	414,326,909	714,719,413	(5,979,627)	1,123,066,695
Fees & commission revenue	87,596,503	70,600,615	446,984	158,644,102
Fees & commission expense	(71,839,959)	(11,432,844)		(83,272,803)
Net commission income	15,756,544	59,167,771	446,984	75,371,299
Net trading revenue	36,753,265	23,180,672		59,933,937
Net income from other financial instruments carried at fair value	-		58,304,970	58,304,970
Other operating income	88,900,142	49,954,561	19,340	138,874,043
Total other operating income	125,653,407	73,135,233	58,324,310	257,112,950
Total operating income	555,736,860	847,022,417	52,791,667	1,455,550,944
Net impairment loss on financial assets	(91,285,912)	(11,981,114)	-	(103,267,026)
Net Operating Income	464,450,948	835,041,303	52,791,667	1,352,283,918
Personnel expenses	(114,151,681)	(120,527,031)	(10,008,086)	(244,686,798)
Depreciation/ amortisation	(32,194,413)	(36,582,871)	(2,279,908)	(71,057,192)
Other operating expenses	(75,642,258)	(115,310,376)	(7,186,342)	(198,138,976)
Total operating expense	(221,988,352)	(272,420,278)	(19,474,336)	(513,882,966)
Profit before tax	242,462,596	562,621,025	33,317,331	838,400,952
Total assets	3,947,759,928	6,406,201,364	42,329,400	10,396,290,693
Total liabilities	4,083,621,506	3,866,787,264	-	7,950,408,770

No revenue from transactions with a single customer or counter party amounted to 10% or more of the Bank's total revenue in 2024 or 2023. All Segment revenue are from external customers only. The Accounting policies of the reportable segments are the same as the Bank. There were no intra company profit for the period under review.

Notes to the Financial Statements cont'd

31 December 2023	Retail Banking GH¢	Corporate Banking GH¢	Treasury GH¢	Total GH¢
Revenue				
Interest and similar revenue (3 parties)	446,017,775	642,877,400	-	1,088,895,175
Interest and similar expense	(88,447,138)	(118,775,125)	(8,264,247)	(215,486,510)
Net interest margin	357,570,636	524,102,275	(8,264,247)	873,408,665
Fees & commission revenue	71,440,359	54,977,497	465,209	126,883,065
Fees & commission expense	(54,388,426)	(6,981,566)	-	(61,369,992)
Net commission income	17,051,933	47,995,930	465,209	65,513,073
Net trading revenue	73,467,904	30,122,258	-	103,590,162
Net income from other financial instruments carried at fair value	-	-	126,748,506	126,748,506
Other operating income	68,349,897	219,040	-	68,568,937
Total other operating income	141,817,801	30,341,298	126,748,506	298,907,605
Total operating income	516,440,371	602,439,504	118,949,468	1,237,829,343
Net impairment loss on financial assets	(49,757,567)	(49,456,042)	-	(99,213,609)
Operating income net of impairment charges	466,682,804	552,983,462	118,949,468	1,138,615,734
Personnel expenses	(105,947,275)	(92,810,637)	(17,833,182)	(216,591,094)
Depreciation/ amortisation	(25,665,489)	(23,651,883)	(4,669,978)	(53,987,350)
Other operating expenses	(86,133,123)	(100,476,258)	(19,838,669)	(206,448,050)
Total operating expense	(217,745,887)	(216,938,778)	(42,341,829)	(477,026,494)
Profit before tax	248,936,917	336,044,684	76,607,639	661,589,240
Total assets	2,663,399,002	5,851,128,361	15,299,190	8,529,826,553
Total liabilities	3,293,020,948	3,723,742,725	60,000	7,016,823,673

40. Capital
Capital management

The primary objectives of the Bank's capital management are to ensure that the bank complies with externally imposed capital requirement by Bank of Ghana and that the bank maintains strong credit rating and healthy capital ratios in order to support its business and to maximise shareholders value. The Bank manages its capital structure and makes adjustment to it in the light of changes in the economic conditions and risk characteristics of its activities. In order to maintain or adjust the capital structure, the Bank may adjust the amount of dividend payments to shareholders, return capital to shareholders or issue capital securities. No changes were made in the objectives, policies and processes from the previous years.

a. Capital definition

The Bank's capital comprises stated capital, share deals account, retained earnings including current year profit and various reserves the company is statutorily required to maintain. As a bank, it also has regulatory capital as defined below:

b. Stated capital

This amount is made up of issue of shares for cash and transfers from retained earnings.

c. Retained earnings

This amount represents the cumulative annual profits after appropriations available for distribution to shareholders.

Notes to the Financial Statements cont'd

d. Revaluation reserve

This amount comprises revaluation of property, plant and equipment.

e. Statutory reserve

This is amount set aside from annual profit as a non-distributable reserve in accordance with regulatory requirements.

The transfer to Statutory Reserve Fund is in compliance with the Banks and Specialized Deposit Taking Institutions Act, 2016 (Act 930).

f. Credit risk reserve

This is amount set aside from retained earnings as a non-distributable reserve to meet minimum regulatory requirements in respect of allowance for credit losses for non-performing loans and advances.

g. Regulatory capital

Regulatory capital consist of Tier 1 capital, which comprises share capital, share deals account, retained earnings including current year profit, foreign currency translation and minority interests less accrued dividend, net long positions in own share and goodwill. Certain adjustments are made to IFRS-based result and reserves, as prescribed by the Central Bank of Ghana. The other component of regulatory capital is Tier 2 capital which includes revaluation reserves.

h. Other reserves

This is made up of FVOCI reserves on debt securities and FVOCI on equity investments. FVOCI reserve on debt securities records unrealized gains and losses on government securities.

i. Capital adequacy

The adequacy of the Bank's capital is monitored using, among other measures, the rules and ratios established by the Basel Committee on Banking Supervision and adopted by the Bank of Ghana. The capital adequacy ratio of the Bank as of 31 December 2024 is shown below:

Notes to the Financial Statements cont'd

	2024 Actual GH¢	2023 Actual GH¢
Ordinary share paid up capital	404,245,427	404,245,427
Income surplus	627,939,788	240,555,598
Profit to date	551,299,247	424,802,982
Reserve fund	425,929,357	388,510,565
	2,009,413,819	1,458,114,572
Regulatory adjustments	382,708,542	234,690,710
CET 1 Capital	1,626,705,277	1,223,423,862
CET 2 Capital	290,339,900	74,202,155
Total regulatory capital	1,917,045,177	1,297,626,017
Risk-weighted assets		
Credit risk	7,451,957,273	5,650,196,207
Market risk	132,476,604	91,357,216
Operational risk	2,093,562,800	1,194,524,082
Total risk weighted assets	9,677,996,677	6,936,077,505
Common equity tier 1 / RWA	16.81%	17.64%
Capital adequacy ratio	19.81%	18.71%

41. Compliance status of externally imposed capital requirement

During the past year Societe Generale Ghana PLC had complied in full with all its externally imposed capital requirements.
Analysis of Shareholdings

Category	Number of shareholders	Number of shares	Percentage Holding %
1-1,000	26,987	8,381,073	1.18%
1,001-5,000	5,048	8,705,672	1.23%
5,001-10,000	856	5,651,170	0.80%
Over 10,000	647	686,403,452	96.79%
	33,538	709,141,367	100.0%

42. Subsequent events

There were no major events after the reporting date that materially changed the Bank's position.

Value added statement

Value Added Statement

Value added statements for the year ended 31 December	2024 GH¢	2023 GH¢
Interest earned and other operating income	1,772,972,601	1,514,685,845
Direct cost	(317,421,657)	(276,856,502)
Value added by banking services	1,455,550,944	1,237,829,343
Non - banking income		
Impairment	(103,267,026)	(99,213,609)
Value added	1,352,283,918	1,138,615,734
Distributes as follows:		
To employees :-		
Directors (without executives)	(3,718,828)	(3,040,998)
Executive directors	(6,674,483)	(4,898,483)
Other employees	(238,012,315)	(211,692,611)
To government :-		
Income tax	(287,101,705)	(236,786,258)
To providers of capital :-		
Dividend to shareholders		
To expansion and growth :-		
Depreciation	(40,387,530)	(37,125,880)
Amortisation	(30,669,662)	(16,861,470)
Other operating cost	(194,420,148)	(203,407,052)
To retained earnings	551,299,247	424,802,981

Shareholding structure

Twenty Largest Shareholders

Shareholders Account Name	Number or Holding	% Owned
1 SG-FINANCIAL SERVICES HOLDING,	427,079,030	60.22
2 SOCIAL SECURITY AND NATIONAL INSURANCE TRUST,	137,262,404	19.36
3 OFORI, DANIEL	48,273,627	6.81
4 SCGN / ENTERPRISE LIFE ASS. CO. POLICY HOLDERS	9,989,540	1.41
5 SCGN/CITIBANK KUWAIT INV AUTHORITY	4,209,470	0.59
6 AMENUVOR, GIDEON	3,693,934	0.52
7 SCGN/'EPACK INVESTMENT FUND LIMITED TRANSACTION	3,515,443	0.50
8 SOCIETE GENERAL EMPLOYEES' SHARE OWNERSHIP	3,348,127	0.47
9 ENO INTERNATIONAL LLC,	2,494,761	0.35
10 SCGN/JPMSE LUX RE ROBECO AFRIKA FONDS N.V. - EMJ83 056898600288	2,193,248	0.31
11 SCGN/DATABANK BALANCED FUND LIMITED	2,051,093	0.29
12 MR, PHILIP OPOKU-MENSAH	2,000,000	0.28
13 ADJEPON-YAMOAH, BEATRICE E. MRS	1,982,930	0.28
14 EDC/TEACHERS EQUITY FUND,	1,746,206	0.25
15 SCGN/PETRA ADVANTAGE PORFOLIO EQUITIES DATABANK ACCOUNT	1,448,372	0.20
16 SCGN/CACEIS BANK RE:HMG GLOBETROTTER	1,420,000	0.20
17 GES OCC PENSION SCH REGULAR DATABANK ASSET MGT	1,400,643	0.20
18 SCGN/SSB EATON VANCE TAX-, MANAGED EMERGING MARKET FUND	1,345,362	0.19
19 HFCN/ EDC GHANA BALANCED FUND LIMITED	1,055,476	0.15
20 MBG ESSPA SCHEME	1,009,233	0.14
Total	657,518,899	92.72
Others	51,622,468	7.28
Grand Total	709,141,367	100.00%

Director's shareholding

ACCOUNT	AVAILABLE SHARES
DZODZOMENYO, PEGGY OSEI TUTU	2,695

Key Management Shareholding

ACCOUNT	AVAILABLE SHARES
BONSU, ANGELA NANANSAA	1,540
TAMATEY ,LAVANA	9,076

Analysis of shareholding at 31 December 2024

	NUMBER OF SHAREHOLDERS	NUMBER OF SHARES	% HOLDING
NON DEPOSITORY	24,183	19,190,238	2.71
DEPOSITORY (CSD)	9,355	689,951,129	97.29
TOTAL	33,538	709,141,367	100.00

Shareholder Complaints Report

Overview:

- 2024 Shareholder Compliant Report shows shareholder complaints and actions taken by NTHC on behalf of Societe Generale Ghana on them. It includes various types of shareholder interactions such as requests for share statements, updates to personal information, inquiries about dividends, and responses to legal requirements (court orders).

Key Points:

Types of Complaints/Requests:

1. A total of 137 complaints were received, the bulk of them (103) centered around the change of bank mandate. Out of this number, 77 were successfully effected with 26 shareholders asked to provide further particulars to

enable the change in mandate be effected. 7 shareholders requested for confirmation of their shareholding, which were confirmed and sent back. 20 complaints related to non-receipt of dividends, 19 of these issues were addressed by re-issuing the dividends, with 1 asked to re-check mandate. 2 shareholders were also paid their outstanding dividend. 5 shareholders submitted forms to update their personal information or dividend payment instructions, some of these changes were mainly, contact details, bank account information and name changes.

Conclusion

2. The response times varied significantly, some responses were immediate or within a day example in the case of the court order, whilst others took a few months depending on the request.

Annual general meeting guidelines

NOTES:

- i. A member entitled to attend and vote at the Annual General Meeting may appoint a proxy to attend (via online participation) and vote on his/her behalf. Such a proxy need not be a member of the Company.
- ii. The appointment of a proxy will not prevent a member from subsequently attending and voting at the meeting (via online participation). Where a member attends the meeting in person (participates online), the proxy appointment shall be deemed to be revoked.
- iii. A copy of the Form of Proxy can be downloaded from the Societe Generale Ghana website <https://societegenerale.com.gh> and may be filled and sent via email to registrars@nthc.com.gh or deposited at the **registered office of the Registrars of the Company**, NTHC Company Limited, NTHC House, 18 Gamel Abdul Nasser Avenue, Ringway Estate Accra to arrive **no later than 48 hours before the appointed time for the meeting**.

Accessing and Voting at the Virtual AGM

- iv. A **unique token number** will be sent to shareholders by email and/or SMS from 28 May 2025 to give them access to the meeting. Shareholders who do not receive this token can contact the **Registrars NTHC Company Limited**, NTHC House, 18 Gamel Abdul Nasser Avenue, Ringway Estate Accra on telephone number 059 310 5735 or by email registrars@nthc.com.gh or any time after 28 May 2025 but before the date of the AGM to be sent the unique token.
- v. **To gain access to the Virtual Annual General Meeting**, shareholders must visit <https://sgghanaagm.com> and input their **unique token number** shared with them to gain access to the meeting. For shareholders who do not submit proxy forms to the Registrar of the Company prior to the meeting they may vote electronically during the Virtual AGM; again, using their unique token number. Further assistance on accessing the meeting and voting electronically can be found on <https://societegenerale.com.gh> and <https://sgghanaagm.com>

For further information, please contact the Registrar:

NTHC Company Limited
NTHC House, 18 Gamel Abdul Nasser Avenue
Ringway Estate Accra
PO Box KIA 9563, Accra
Telephone No: 059 310 5735
Email: registrars@nthc.com.gh

PROXY FORM

FOR ANNUAL GENERAL MEETING

I/We
(Block Capital Please)

Of
being member/members of SOCIETE GENERALE GHANA PLC

hereby appoint.....
(insert full name)

Of.....

(or failing him the duly appointed Chairman of the meeting) as my/our Proxy to vote for me/us at the Annual General Meeting to be held on Wednesday 11 June 2025 at 11:00am and at every adjournment thereof):

Please indicate with an X in the spaces below how you wish your votes to be cast

RESOLUTION		FOR	AGAINST
1.	To receive and adopt the Financial Statements of the Company		
2.	To declare dividend		
3.	To re-elect an Executive Director		
4.	To re-elect Non-Executive Directors		
5.	To elect a Non-Executive Director		
6.	To approve Directors' fees		
7.	To authorize the directors to fix the remuneration of the Auditors		

Signed this day of 2025

Shareholder's Signature.....

RESOLUTIONS TO BE PASSED AT THE ANNUAL GENERAL MEETING

BOARD RESOLUTIONS

The Board of Directors will be proposing the following resolutions which would be put to the Annual General Meeting:

1. **RESOLUTION NO 1: TO RECEIVE THE 2024 ACCOUNTS**

Pursuant to Section 128 (3) of the Companies Act 2019 Act 992 and the Section 48(2) of Constitution of the Company, the Board of Directors recommend that Shareholders receive and adopt the Financial Statements of the Company (together with the reports of the directors and the auditors of the Company) for the year ended 31 December 2024.

2. **RESOLUTION NO 2: TO DECLARE DIVIDEND**

3. **RESOLUTION NO 3: TO RE-ELECT AN EXECUTIVE DIRECTOR**

Pursuant to Section 325(a) and (d) of the Companies Act 2019 Act 992 and Section 88(1) of the Constitution of the Company, there will be re-election of an executive director.

4. **RESOLUTION NO 4: TO RE-ELECT NON EXECUTIVE DIRECTORS**

Pursuant to Section 325(a) and (d) of the Companies Act 2019 Act 992 and Section 88(1) of the Constitution of the Company, there will be re-election of non executive directors.

5. **RESOLUTION NO 5: TO ELECT A NON EXECUTIVE DIRECTOR**

Pursuant to Section 325(f) of the Companies Act 2019 Act 992 and Section 72(1) of the Constitution of the Company, there will be election of a non executive director.

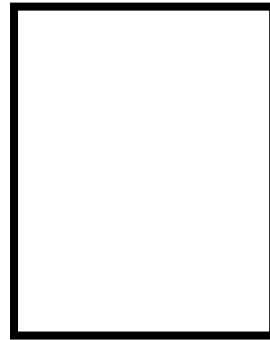
6. **RESOLUTION NO 6: TO APPROVE DIRECTORS FEES**

Pursuant to Section 185(1)(2) of the Companies Act, 2019 (Act 992) and Section 78(3) of the Constitution of the Company, it is hereby proposed that the Directors remuneration be paid at such a rate not exceeding an aggregate of GHS3,710,000. It is further proposed that the Board of Directors be given the mandate to approve the

emoluments of the Executive Director.

7. **RESOLUTION NO 7: TO AUTHORISE THE DIRECTORS TO DETERMINE THE REMUNERATION OF THE AUDITORS**

Pursuant to Section 140 (1)(c) of the Companies Act ,2019 (Act 992) and Section 54(2) (d) of the Constitution of the Company the Board of Directors request that they fix the fees of the Auditors. Additionally Pursuant to Section 140 (2) (b) of the Companies Act ,2019 (Act 992) the Board of Directors are seeking the ratification of GHS 842,000 paid to the Auditors in 2024.



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NTHC LIMITED
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24/7 contact service agents

Call 0302 208 600

Ext 2023 for enquires about
all corporate products

NAME OF BRANCH	ADDRESS	PHONE NO	DIGITAL ADDRESS
GREATER ACCRA			
Accra Main	P. O. Box 13119, Accra	0302 208 600 / 0302911021	GA-047-7257
Accra New Town	P O Box 13119, Accra	0302228515	GA-044-7774
Achimota	P O Box 13119, Accra	0303974816/7/8	GA-204-7922
Airport City	P O Box 13119, Accra	0307011347	GL-126-6927
Ashaman	P.O.Box Co 2885, Tema	0307011518 / 0307011654	GB-019-9776
Burns Camp Spot bank	P O Box 13119, Accra	030 7511525	GL-068-0179
Dansoman	P O Box 13119, Accra	0302 322 547-8	GA-471-9567
Derby Avenue	P O Box 13119, Accra	0303 979568-9	GA-182-9336
East Legon	P O Box 13119, Accra	03022543729	GA-289-4215
Faamola	P O Box 13119, Accra	0302 252500/0302234704	GA-099-3044
Kaneshie	P O Box 13119, Accra	0302 682 846	GA-263-8749
Kaneshie Market	P O Box 13119, Accra	0303 975422	GA-262-4993
Lapaz	P O Box 13119, Accra	0303 979 557 / 0303 979 558	GA-464-7418
Lotteries Agency	P O Box 13119, Accra	030 2667370/2672610	GA-143-9373
Madina	P O Box 13119, Accra	0577650907 / 0307012922	GA-018-0749
North Industrial Area	P O Box 13119, Accra	0302 225811	GA-171-3067
Okleshie	P O Box 13119, Accra	0577650384 / 5	GA-141-2594
Osu	P O Box 13119, Accra	0302790385	GA-035-8988
Premier Towers	P O Box 13119, Accra	0577650933	GA-110-5997
Sprintex Road	P O Box 13119, Accra	0302 961993	GT-334-4009
Tema Community 2	P O Box Co 2885, Tema	0303020558/0577670228	GT-055-2185
Tema Fishing Harbour	P O Box Co 1668, Tema	0577650911 / 0577660912	GT-062-1084
Tudu	P O Box 13119, Accra	0577 850 930	GA-142-6841

ASHANTI REGION			
Adum	P O Box 4542, Kumasi	0577 650922	AK-036-1542
Kumasi Central	P O Box 4542, Kumasi	0577 650972-4	AK-016-5506
Suame	P O Box 4542, Kumasi	0303973691	AK-030-7453
Kajantie	P O Box 4542, Kumasi	020 2801070	AK-006-1536

BONO REGION			
Berekum	P O Box 49, Berekum	0577650964	BB-007-5912
Sunyani	P O Box 1131, Sunyani	0302027090	BS-0006-3640

CENTRAL REGION			
Cape Coast	P O Box 1019, Cape Coast	0332132159	CC-023-6570
Dunkwa	P O Box 64, Dunkwa	0302947741	CU-0000-2373
Kasoa	P O Box 13119, Accra	0303932443 / 0302984479	CO-0702-0690

EASTERN REGION			
Akam Oda	P O Box 325, Akam Oda	0577650949/50	EB-0005-9639
Koforidua	P O Box 987, Koforidua	0577650936	EN-010-9908

NORTHERN REGION			
Tamale	P O Box 192, Tamale	0372023253	NT-0008-6651

UPPER EAST REGION			
Bolgatanga	P O Box 344, Bolgatanga	0382023305	UB-0001-1721

UPPER WEST REGION			
Wa	P O Box 240, Wa	0362022147	XW-0018-3168

VOLTA REGION			
Ho	P O Box HP - 360, Ho	0362026651	VH-0004-4396

WESTERN NORTH REGION			
Bibiani	P O Box 58, Bibiani	031 2093031/2093032	WB-0001-2569

WESTERN REGION			
Tarkwa	P O Box 219, Tarkwa	031 232055/232056	WT-0004-1135
Takoradi	P O Box 660, Takoradi	0577650941	WS-202-4539
Takoradi Market Circle	P O Box 660, Takoradi	0312033288	WS-291-3607

DIGITAL ZONES			
37 Military Hospital	P. O. Box 13119, Accra	0302 214 314	GA-007-6869
Methodist University	P. O. Box 13119, Accra	0302 214 314	GA-504-9797
University of Ghana	P. O. Box 13119, Accra	0302 214 314	GA-419-6620
Koforidua Technical University	P. O. Box 13119, Accra	0302 214 314	EN-112-9881
University of Mines and Technology	P. O. Box 13119, Accra	0302 214 314	WT-0038-4729
Takoradi Technical University	P. O. Box 13119, Accra	0302 214 314	WS-200-2470
Kumasi Technical University	P. O. Box 13119, Accra	0302 214 314	AK-040-5130
University of Development Studies	P. O. Box 13119, Accra	0302 214 314	NT-0273-6382
Cape Coast Technical University	P O. Box 13119, Accra	0302 214 314	

HEAD OFFICE BUSINESS UNITS			
Corporate Banking	P. O. Box 13119, Accra	0302 208600	GA-048-8249
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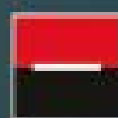
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