



Pillar 3 disclosures 2018

| | |
|---|-----------|
| 1. OVERVIEW..... | 3 |
| 1.1 PURPOSE | 3 |
| 1.2 BACKGROUND AND REGULATORY GUIDANCE | 3 |
| 1.3 BASIS AND FREQUENCY OF DISCLOSURES | 4 |
| 1.4 VERIFICATION..... | 4 |
| 1.5 REMUNERATION AND GOVERNANCE ARRANGEMENTS | 4 |
| 1.6 SCOPE OF DISCLOSURES | 4 |
| 2 RISK MANAGEMENT FRAMEWORK, OBJECTIVES AND POLICIES..... | 5 |
| 2.1 OVERVIEW..... | 5 |
| 2.2 COMMITTEES STRUCTURE | 5 |
| 2.3 SIGNIFICANT RISKS..... | 6 |
| 2.4 RISK MANAGEMENT..... | 10 |
| 3 CAPITAL RESOURCES AND REQUIREMENTS..... | 13 |
| 3.1 OVERVIEW..... | 13 |
| 3.2 TOTAL AVAILABLE CAPITAL RESOURCES..... | 13 |
| 3.3 RISK WEIGHTED EXPOSURE AMOUNTS AND PILLAR 1 CAPITAL REQUIREMENTS..... | 13 |
| 3.4 ANALYSIS OF THE BANK'S LIQUIDITY COVERAGE RATIO (LCR)..... | 17 |
| 3.5 CONCENTRATION RISK..... | 18 |
| 3.6 OPERATIONAL RISK..... | 18 |
| 3.7 INTEREST RATE RISK IN THE BANKING BOOK (IRRBB)..... | 18 |
| 3.8 LEVERAGE..... | 19 |
| APPENDIX 1 – REMUNERATION POLICY AND PRACTICES | 20 |
| APPENDIX 2 – RESTATED COMPARATIVES..... | 22 |

1. Overview

1.1 Purpose

This document provides background information on the approach used by Unity Trust Bank plc (the Bank) to manage risk and maintain its capital resources. It sets out the Bank's:

- Approach to risk management
- Governance structure
- Asset information and capital resources; and
- Compliance with EU capital requirements regulations

1.2 Background and regulatory guidance

Capital Requirements Regulation (CRR) and Capital Requirements Directive (CRD) (together referred to as CRD IV) implementing Basel III came into force on 1 January 2014. It is enforced in the UK, together with local implementing rules and guidance, by the Prudential Regulation Authority (PRA). The objective of CRD IV is to improve the banking sector's ability to absorb shocks arising from financial and/or economic stress, thus reducing the risk of spill-over from the financial sector into the wider economy.

CRD IV also sets out disclosure requirements relevant to banks and building societies under CRR Part Eight. These are known as Pillar 3 disclosures because they complement the minimum capital requirements in Pillar 1 and the supervisory review and evaluation process in Pillar 2. The Pillar 3 disclosures are aimed at promoting market discipline by providing information on risk exposures and the management of those risks.

The Bank uses the *standardised* approach to calculating Pillar 1 capital requirements, using the capital risk weighting percentages set out under CRD IV.

CRD IV requires a concise risk statement approved by the Executive Committee succinctly describing the institution's overall risk profile associated with the business strategy. The Bank has a low risk appetite. This is evidenced in its Common Equity Tier 1 capital ratio of 19.3% as at 31 December 2018 (2017: 19.7%) and very low level of arrears on core lending.

Summary of Key Metrics

| | 2018 | 2017 |
|---|--------------|--------------|
| | £'000 | £'000 |
| Capital | | |
| Common Equity Tier 1 (CET1) | 71,801 | 56,010 |
| Risk weighted assets | 372,156 | 285,376 |
| Common Equity Tier 1 ratio (%) | 19.3% | 19.7% |
| Additional CET1 buffer requirements as a percentage of RWA | | |
| Capital conservation buffer requirement (%) | 1.875% | 1.25% |
| Countercyclical buffer requirement (%) | 1% | 0% |
| Basel III Leverage Ratio | | |
| Total Basel III leverage ratio exposure measure | 1,120,424 | 1,047,498 |
| Basel III leverage ratio (%) | 6.4% | 5.4% |
| Liquidity Coverage Ratio¹ | | |
| Total HQLA | 587,850 | 614,080 |
| Total net cash outflow | 149,557 | 109,979 |
| LCR ratio (%) | 393.1% | 558.4% |

¹ LCR balances are as at 31 December 2018 and do not agree to LCR balances disclosed in section 3.4 which reports average LCR balances.

Total loss absorbing capital (TLAC) and minimum requirement for eligible liabilities (MREL) regulations became effective from 1 January 2019. The Bank is in the lowest resolution risk level category where MREL requirements are set to equal the level of Pillar 1 and Pillar 2 requirements also known as the Total Capital Requirement (TCR). The Bank's TCR as at 31 December 2018 is 10.65% (2017: 12.5%).

Additional information on the Bank's management of risk and its risk profile is included in the remaining sections of this document, and the Annual Report & Accounts.

Future regulatory developments

The Basel Committee published their final reforms to the Basel III framework in December 2017. The rules are subject to a lengthy transitional period from 2022 to 2027. The amendments include changes to the standardised approaches for credit and operational risks.

1.3 Basis and frequency of disclosures

This document, setting out the Pillar 3 disclosures for the Bank, has been prepared to give information on the basis of calculating Basel III requirements and on the management of risks faced by the Bank in accordance with the rules laid out in CRR Part Eight. The disclosures may differ from similar information in the Annual Report & Accounts prepared in accordance with International Financial Reporting Standards (IFRS); therefore, the information in these disclosures may not be directly comparable with that information.

Pillar 3 disclosures for the Bank are published on an annual basis concurrently with the Annual Report & Accounts in accordance with regulatory guidelines. The European Banking Authority (EBA) has issued guidelines on disclosure frequency and the Bank considers that, given its size and complexity, summary Pillar 3 disclosures do not need to be made more frequently than annually in the absence of a material change in circumstances.

Both the Pillar 3 document and Annual Report & Accounts are published on the Bank's website www.unity.co.uk.

The 2018 disclosure tables are prepared with inclusion of FY18 profit in eligible capital. This approach differs to 2017 and as a result the disclosure tables are not directly comparable. Key ratios for 2017 with inclusion of FY17 profit are detailed in Appendix 2.

1.4 Verification

These disclosures have been reviewed by the Executive Committee and by the Bank's Audit and Risk Committee (ARC) on behalf of the Board, and by the Bank's auditors. These disclosures have not been, and are not required to be, subject to independent external audit, and do not constitute any part of the Bank's financial statements.

1.5 Remuneration and governance arrangements

In order to comply with the disclosure requirements of the CRR Part Eight Article 450, the responsibilities and decision-making process for determining remuneration policy, the link between pay and performance and the design and structure of remuneration, including profit share pay plans, have been disclosed in Appendix 1.

1.6 Scope of disclosures

The Bank is regulated and authorised by the Prudential Regulation Authority (PRA) and Financial Conduct Authority (FCA). The Bank has no trading subsidiaries. The information disclosed therefore relates to Unity Trust Bank plc only. No Pillar 3 information has been omitted as either being proprietary or confidential.

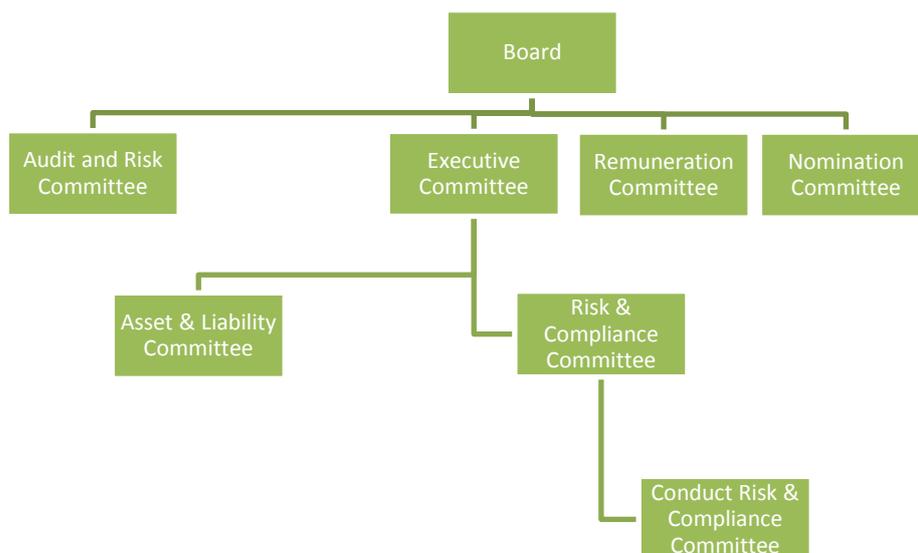
2 Risk management framework, objectives and policies

2.1 Overview

The Board is responsible for approving the Bank's strategy, its principal markets and the level of acceptable risks articulated through its Risk Appetite Statements. It is also responsible for overall corporate governance, which includes ensuring that there is an adequate system of risk management and that the level of capital held is consistent with the risk profile of the business.

Specific Board authority is delegated to Board Committees and the Chief Executive Officer who may, in turn, delegate elements of discretion to appropriate members of Executive and senior managers.

2.2 Committees structure



The **Audit & Risk Committee (ARC)** is a Board Committee. It supports the Board by monitoring the ongoing process of identification, evaluation and management of all significant risks across the Bank and determining that all risks are being managed appropriately, in line with its Risk Appetite Statements, and that adequate capital adequacy is maintained. It also supports the Bank's Board in carrying out its responsibilities for internal control and risk assessment, supported by the Bank's Internal Audit function (which is outsourced to PwC).

The **Remuneration Committee** is a Board Committee. It determines remuneration and employment policy, approving appropriate incentive schemes and any payments made under such schemes.

The **Nomination Committee** is a Board Committee. It makes recommendations on the size, structure and membership of the Board and its committees and keeps under review the leadership needs of the Bank.

The **Executive Committee** is a management committee and manages the strategic risks of the business in line with the Board's Risk Appetite Statement. It also maintains oversight of risk management processes and management information. It receives business updates including financial performance on a monthly basis.

The **Asset and Liability Committee (ALCO)** is a management committee and is primarily responsible for managing the market, liquidity and funding risks that affect the Bank, including the interest rate risk inherent in the Bank's assets and liabilities, liquidity and funding risks and treasury credit risk. ALCO meets monthly and is chaired by the Chief Financial Officer.

The **Risk and Compliance Committee (RAC)** is a management committee which includes the Bank's compliance function, providing requisite assurance to the Executive Committee and ARC. It is responsible

for monitoring all risks, including Capital, Liquidity and Funding risks, which are also monitored by ALCO. It meets monthly and is chaired by the Chief Risk Officer.

The **Conduct Risk and Compliance Committee (CRCC)** is a management committee with responsibility for overseeing products, marketing and regulatory compliance.

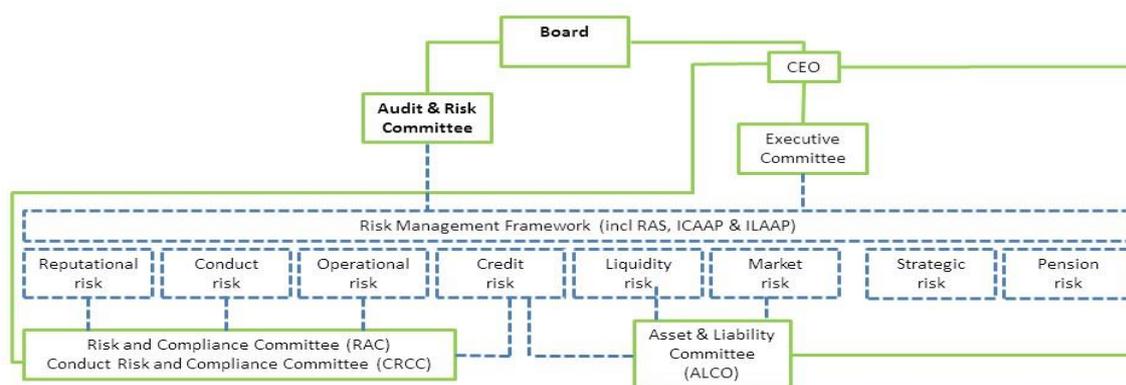
2.3 Significant Risks

The Bank’s significant risks arise in seven broad categories:

- Reputational risk
- Credit risk
- Market risk
- Liquidity and Funding risk
- Operational risk (including Cyber risk)
- Conduct risk and Compliance (including Regulatory risk)
- Strategic and business risk

In addition, one further area of risk considered below is Pension Risk.

Committee diagram showing responsibilities for risks



2.3.1.Reputational Risk

The Bank considers the protection of its reputation as paramount. The Bank will not conduct its business or engage with stakeholders or customers in a manner that could adversely impact its reputation.

2.3.2.Conduct Risk and Compliance Risk (including Regulatory Risk)

Conduct risk and compliance is the risk that the Bank’s customers suffer loss or detriment due to failures in product design, sales and marketing processes or operational delivery. Conduct risk includes compliance risk and regulatory risk. The Conduct Risk and Compliance Committee is a management committee and monitors trends in these areas. It meets monthly and reports into RAC, escalated to Executive and Board as appropriate.

2.3.3.Operational Risk (including Cyber Risk)

Operational risk is defined as the risk of direct or indirect loss resulting from inadequate or failed internal processes, people and systems or external events arising from day to day activities. This includes fraud risk and the effectiveness of risk management techniques and controls to minimise operational losses.

The Board considers Cyber Risk to be an important facet of operational risk and has a Board approved Cyber Security Strategy which is discussed in more detail below. Operational risk also includes customer management, outsourcing, physical security, change management, supplier and financial reporting risks.

Operational risks are identified on an inherent and an emerging basis, as well as at gross and net levels, and are managed and mitigated through ongoing risk management practices and scenario planning.

Operational risks are formally reviewed on a regular basis by RAC, who have regular reports from the business and Internal Audit based on their own programme of internal audits and from second line's monitoring programme.

Cyber Risk

Cyber risk is the risk of financial loss, data loss or compromise, disruption or damage to the reputation of an organisation from failure or breach of its information technology systems. Cyber security is the body of technologies, processes and practices designed to protect networks, computers, programs and data from attack, damage or unauthorised access.

During the year the Board approved the Bank's Cyber Security Strategy document which highlights four key objectives: Cyber resiliency; Protect the Bank's key asset – data; Meet all regulatory requirements; Ensure that third party suppliers adhere to the Bank's strategy and risk appetite.

The Bank's appetite for Cyber risk via a breach of cyber security is low. The Bank is committed to continuous improvement in this area and regularly reviews the action plan included in the strategy document.

2.3.4.Credit Risk

Credit risk is an integral part of many of our business activities and is inherent in traditional banking products (overdrafts, loans and cards, as well as commitments to lend) and other activities (for example, treasury transactions). Credit risk is the current or prospective risk to earnings and capital arising from an obligor's failure to meet the terms of any contract with the Bank or its failure to perform as agreed.

All authority to take credit risk derives from the Bank's Board. The level of credit risk authority delegated depends on seniority and experience, varying according to the quality of the counterparty or any associated security or collateral held.

The Bank's Credit Risk Policy is approved by the Board annually and determines the criteria for the management of corporate exposures. It specifies credit management standards, including sector, credit rating and counterparty limits, along with delegated authorities.

The Bank's policy is to maintain a broad sectoral spread of exposures within the Bank's areas of expertise. Credit exposures to customers are assessed individually. The quality of the overall portfolio is monitored, using a credit scorecard system calibrated to anticipated probability of default and eventual loss. All aspects of credit management are controlled centrally. ARC receives regular reports on new facilities and changes in facilities, sector exposures, bad debt provisions and the realisation of problem loans as covered in the monthly risk reporting pack.

The Bank's Treasury Credit Risk framework for wholesale market counterparties involves establishing limits for counterparties based on their financial strength and credit rating. Due diligence on counterparties including a review of short-term credit ratings and Credit Default Swap pricing is also carried out, prior to transacting investments. Counterparty information is reported monthly to ALCO, RAC and ARC.

Description of collateral

The Bank often takes security (secondary sources of repayment) to mitigate credit risk. Within loans and advances to customers, security for lending is largely in the form of residential or commercial property. Loans secured by commercial property take various forms but is often for property development or investment purposes (i.e. "property" lending), or owner-occupied premises to secure mainstream loan and overdraft facilities.

Where exposures are agreed on a secured basis, security is accepted where:

- the security is legally enforceable and is of a tangible nature and type;
- discount is applied to the valuation, depending on the type of security involved.

Impaired Assets and Forbearance

The Bank uses an internal credit rating scorecard model to support the decision-making process. The scorecard rating output and definitions are as follows:

Scorecard ratings 1 to 5 are considered 'performing' with sub-categories as follows:

- 1 – Very strong credit risk
- 2 – Strong credit risk
- 3 – Good credit risk
- 4 – Acceptable credit risk
- 5 – Broadly acceptable credit risk but with some warning signs
- 6 – Customers on Watchlist but still performing and expected to continue to operate
- 7 – Work out – Risk of business failure although no loss anticipated
- 8 – Default – Impaired – Risk of business failure and potential risk of loss to the Bank
- 9 – Default and in realisation

Customers are placed into the watchlist category if they show signs of unsatisfactory performance and require close control but are still expected to continue paying. Events which may trigger watchlist status include but are not limited to:

- Deteriorating balance sheet;
- Deteriorating profitability and/or material losses;
- Creditor pressure and or Poor account conduct;
- Trading difficulties (e.g. loss of material contracts or suppliers);
- Breach of key covenants (typically repayment, rental income or LTV);
- Loan repayment reversal;
- Loan repayments are a minimum of 30 days past due;
- Material reduction in value of security; or
- Any other reason where the Bank considers that closer control is required.

In such circumstances, the Bank works with the customer to resolve business problems and agree a clear strategy, sometimes with the support of external, independent professional advisors.

If the Bank is convinced of the customer's ability and commitment to address its difficulties, it may agree to grant concessions to the original contractual terms.

Such concessions typically include:

- restructuring, waiving or reserving rights in the event of covenant breaches, at 31 December 2018, 24 cases;
- postponement of principal payments, at 31 December 2018, 4 cases;
- restructures of principal payments, at 31 December 2018 nil cases;
- extension of loan maturities, at 31 December 2018 nil cases; or
- partial or full capitalisation of interest payments, at 31 December 2018 nil cases.

For those customers that benefit from ongoing concessions (such as postponement of principal payments), the Bank retains the forbearance status for as long as the concession remains in place and does not remove them from the watchlist until at least six months later. In the event of one-off concessions (such as capitalisation of interest payments), the Bank retains the forbearance status for at least 12 months after concession ends.

Other forbearance concessions the Bank may grant are considered to be objective evidence of impairment and include:

- a partial write off of debt, following which the account continues to be classified as impaired for at least six months; or
- a material postponement or forgiveness of interest and/or 'soft' rates or waiver and/or reduction of normal fees and charges; the accounts must remain impaired while such favourable terms are being applied.

Default status is for those accounts where the Basel II definition of default is met, i.e. the bank considers that the borrower is unlikely to repay its credit obligations without recourse by the bank to actions such as realising security and/or the borrower is past due more than 90 days on any material credit obligation.

An account is considered to be in default, even if the Bank expects to be fully repaid, where any one of the following applies:

- An instalment on a loan account is overdue for 90 days or more;
- An account has been in excess of its limit (or is overdrawn without an agreed limit) for 90 days or more;
- If as a result of lending being (either now or previously) at risk or in distress, the Bank has agreed to a material postponement or forgiveness of interest and/or "soft" rates or to a waiver and/or reduction of normal fees and charges;
- There has been a full or partial write-off of debt;
- There has been an event likely to result in insolvency which may involve bankruptcy, or the appointment of an Administrative receiver, Liquidator or Administrator;
- If the Bank considers that at some point (normally taken as within the next 12 months) actions such as issue of Formal Demand will be required in order to achieve full repayment;
- Any other critical occurrence which indicates that the Bank may have to resort to security

A scorecard rating of 7 is allocated if an account is sufficiently secured to the extent that a loss is not anticipated.

A scorecard rating of 8 is allocated if there is a shortfall in security cover to the extent that a loss is anticipated. Interest on these accounts is accrued net.

A scorecard rating of 9 is allocated for any accounts which are subject to a formal realisation process.

The Bank implemented IFRS 9 Financial Instruments from 1 January 2018. IFRS 9 calculates a provision based on a forward-looking expected loss model. The Bank categorises loans into one of three stages depending on the scorecard rating system explained above. Assets that are performing are shown in stage 1; assets where there has been a significant increase in credit risk (SICR) since initial recognition or 'watchlist' assets are in stage 2 and assets which are credit impaired are in stage 3. A provision is calculated in accordance with the stage allocation. Notes 1, 12 and 27 to the Bank's Annual Report & Accounts gives further detail.

2.3.5.Liquidity and Funding Risk

Liquidity risk arises from the timing of cash flows generated from the Bank's assets, liabilities and off-balance sheet instruments. The Bank's liquidity management processes and limits are set out in the Treasury Policy which is reviewed and approved annually by ARC and Board. Liquidity forecasting is monitored on a daily basis by the Bank's Treasury function to ensure the liquid asset buffer remains within the guidelines set in the Individual Liquidity Adequacy Assessment Process (ILAAP). The Bank holds overnight funds in the Bank of England Reserve Account and invests in high quality debt issued by financial institutions, Covered Bonds, Certificates of Deposit and UK Treasury Gilts. Stress testing is undertaken quarterly in accordance with the framework set out in the ILAAP.

During the year, the Board approved the Bank's ILAAP and the Bank's Liquidity Coverage Ratio (LCR) is significantly higher than the 100% minimum, which was effective 1 January 2018. The Bank also reviews its compliance with the liquidity systems and controls requirements as detailed in the PRA Rulebook.

The Bank is 100% customer funded and does not require inter-bank funding. The Bank's Risk Appetite Statement includes limits on the loan to deposit ratio and the liquid asset ratio. The Bank is a member of the Financial Services Compensation Scheme (FSCS) and adopts the prevailing compensation rules.

2.3.6. Market Risk

Market risk arises from the effect of changes in market prices of financial instruments and on income/expenses derived from the structure of the balance sheet. The majority of the risk arises from changes in interest rates as the Bank does not have any foreign exchange exposure.

The Bank does not have a trading book; therefore, risks are limited to those intrinsic to the asset and liability products in the banking book. An interest rate risk appetite is approved by the Board and that, together with the Treasury Policy, specifies the scope of the Bank's wholesale market activity, market risk limits and delegated authorities. Adherence to the policy is overseen by ALCO, which assesses the interest rate risk inherent in the maturity and re-pricing characteristics of the Bank's assets and liabilities. The principal analytical techniques involve assessing the impact of different interest rate scenarios over various time periods, focussing on fixed and floating rate assets and liabilities.

ALCO also monitors basis risk, reviewing the elements of floating rate assets and liabilities which are linked to different underlying interest curves as these may not always 'float' in the same way (for example Bank of England Base Rate, LIBOR and SONIA). The Bank has a policy with regards to the proportion of administered rate liabilities, such that it can control a significant proportion of its cost of funding and thereby manage its basis risk.

2.3.7. Strategic and Business Risk

Strategic and business risk arises from changes to the Bank's business, specifically the risk of not being able to carry out the Bank's business plan and desired strategy, including the ability to provide suitable products and services to customers. In a narrow sense, strategic risk is the risk the Bank suffers losses because income falls or is volatile relative to the fixed cost base.

However, in common with other Banks, Unity's financial performance will continue to be impacted by the broader industry, regulatory, economic and political environment; this includes the continuing uncertainties of the Brexit process and low Bank of England base rates. The economic environment in 2019 is likely to be as challenging but having taken steps to strengthen the Bank in recent years, the Board is confident that it can achieve its future growth plans.

2.3.8. Other Risks

In addition to the significant risks covered above, the following principal risk is also reported in the Bank's financial statements:

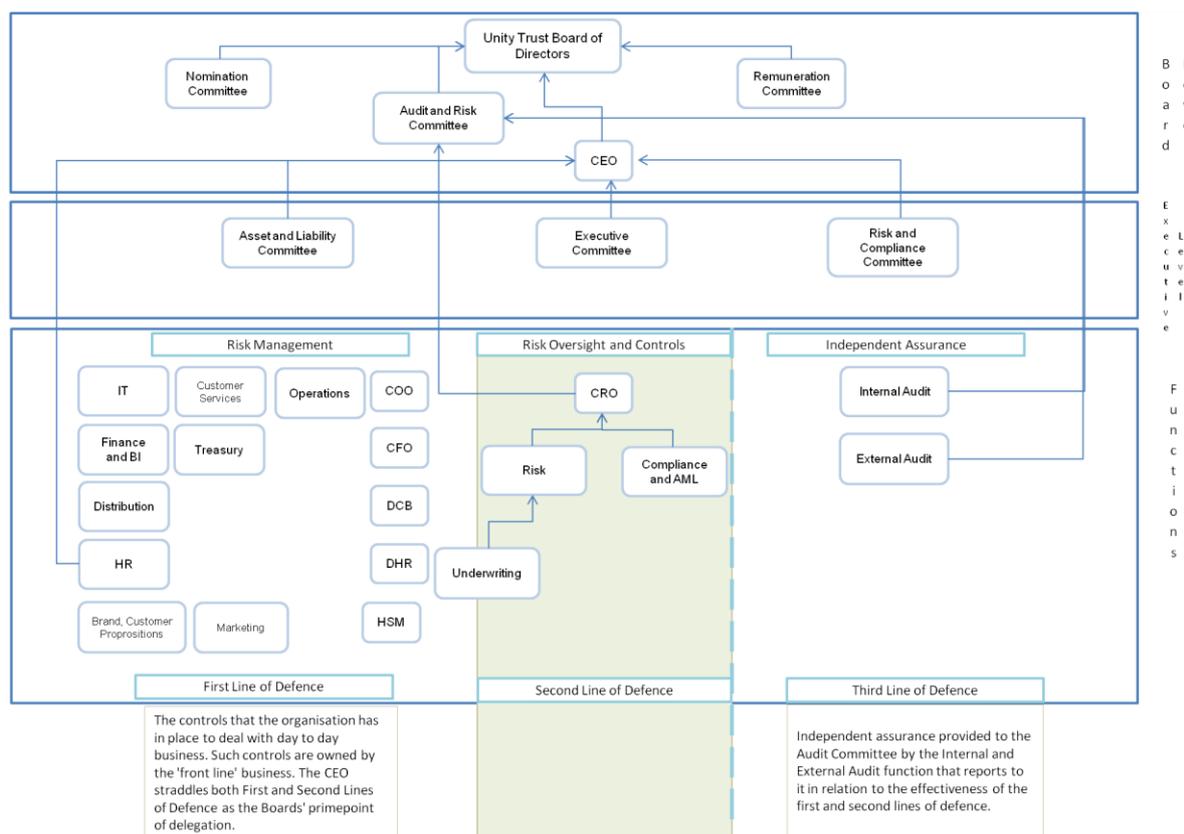
Pension Risk

This is risk to the Bank's capital and company funds from the Bank's exposure to its defined benefit pension scheme and risks inherent in the valuation of scheme liabilities and assets. In 2017 the Bank was part of the Pace defined benefit pension scheme. The Bank exited the scheme on 19 October 2018 and transferred its share of the assets and liabilities into its own defined benefit scheme.

2.4 Risk management

The risk management framework sits above all of the processes and functions in the Bank and encompasses the requirements for identifying, assessing, managing, monitoring and reporting on risk. Techniques involved include risk and control self-assessment, measurement against key risk indicators, monthly reporting of detailed risk management information, risk modelling, the risk register, risk event reporting, current and emerging risk reporting and regular stress testing.

The Bank uses the three lines of defence model in its approach to risk management.



First line of defence: functional heads are responsible for the identification, measurement and management of the day to day risks and ensuring appropriate controls are in place and operating effectively;

Second line of defence: this function provides risk management expertise and challenges functional heads in their performance of risk management activities. Reviews are performed as part of a targeted compliance and risk management programme;

Third line of defence: Internal Audit (which is outsourced to PwC) is responsible for independently reviewing the effectiveness of the risk management structure and internal controls and for confirming the Bank's activities are in line with the Board risk appetite, regulatory or legal requirements.

The second and third line review programmes are overseen by ARC and detailed findings are also reported at RAC.

Stress testing is a key tool to understanding and managing risk. In support of this, the Bank has developed and maintains a framework that covers stress testing, reverse stress testing and scenario planning. As well as an understanding of the Bank's resilience to internal and external shocks, regular stress testing provides a key input to the Bank's capital and liquidity assessments and related tests of risk management and measurement assumptions.

ICAAP

The Internal Capital Adequacy Assessment Process (ICAAP) is the Bank's evaluation of its risks, the capital requirements of the business based on these risks, assessed under the CRD IV framework, and the adequacy of the Bank's capital resources against these requirements. The ICAAP provides details of the approach to managing risk across the Bank and assesses capital requirements against the Bank's current position, the position against the Business Plan period and during severe but plausible stresses. The ICAAP is reviewed and updated annually; stress testing is undertaken quarterly and reviewed by ALCO and ARC.

ILAAP

The Individual Liquidity Adequacy Assessment Process (ILAAP) is the Bank's documentation of its evaluation of its liquidity risks, the current liquidity position and its requirements, assessed against regulatory requirements and risk tolerance. An integral component of the approach to liquidity risk management is stress testing, using the latest guidance issued within prudential regulations and the Delegated Act for the LCR. The ILAAP is reviewed and updated annually; stress testing is undertaken quarterly and reviewed by ALCO.

Reverse stress testing

Reverse stress testing informs, enhances and integrates with the Bank's quarterly stress testing by considering extreme events that could cause the failure of the Bank. As such, it complements the ICAAP and ILAAP approaches, helping to frame the severe but plausible scenarios against complete failure scenarios.

The analysis is formally undertaken annually in conjunction with the ILAAP and the ICAAP and reviewed and approved by the Board.

Recovery Plan

The Recovery Plan represents a 'menu of options' for the Bank to deal with firm-specific or market-wide stress which can be rolled out quickly as part of a credible and executable plan. The Recovery Plan is enacted if certain key triggers are breached, or events happen in the market which are likely to affect the Bank detrimentally (eg failure of a counterparty). Orderly wind-up of the Bank is considered to be a viable recovery plan option for a small institution.

The Plan provides the data required, if it was necessary, to close down the Bank. In preparing and planning for such extreme events, the Board ensures that it has taken these severe risks, however remote, into account in its planning and considered the mitigating actions available including the completion of a fire drill in 2018.

3 Capital resources and requirements

3.1 Overview

In order to protect customers and the wider financial markets from the risk of banking failure, the regulators require that sufficient loss-absorbing capital is held to cover the risk exposures entered into by the business activities.

Loss-absorbing capital resources are generally made up of a combination of equity and some debt holder funding plus any retained profits. Each firm calculates its specific capital requirements, either resulting from exposures to specific banking assets and activities or required as buffers in case of fraud or other risk related losses.

The CRD IV framework (the Capital Requirements Regulations (CRR) and Directive) is supplemented by a number of technical standards published by the European Banking Authority (EBA), together with local implementing rules and guidance from the PRA. The information below gives further details as to the Bank's capital resources, risk weighted assets and assessment for operational, concentration and market risks.

3.2 Total available capital resources

As at 31 December 2018 and throughout the financial year, the Bank complied with the capital requirements in force as set out by European and national legislation.

The capital resources of the Bank are as follows:

| | 2018 | 2017 |
|---|---------------|---------------|
| | £'000 | £'000 |
| Share Capital | 22,421 | 18,943 |
| Share Premium | 11,808 | 5,563 |
| Reserves: | | |
| Capital redemption reserve | 4,511 | 3,250 |
| Retained earnings | 34,233 | 28,065 |
| Pension reserve | 3,322 | - |
| Available for sale reserve | (872) | 725 |
| Common Equity Tier 1 (CET1) capital before adjustments¹ | 75,423 | 56,546 |
| Adjustments to CET1 | | |
| Intangible assets | (220) | (161) |
| Prudent additional valuation adjustment | (426) | (375) |
| Defined benefit fund asset | (3,337) | - |
| IFRS 9 transitional adjustment | 361 | - |
| CET1 and Total Tier 1 capital resources | 71,801 | 56,010 |
| Tier 2 adjustments | - | 233 |
| Total Capital Resources | 71,801 | 56,243 |

¹ CET1 capital before adjustment agrees to equity and reserves in the Annual Report & Accounts

3.3 Risk weighted exposure amounts and Pillar 1 capital requirements

Credit risk weightings for the Bank under Pillar 1 are determined under the *standardised* approach for credit risk and operational risk.

The following table discloses the exposure values for each asset class, the assigned risk weight and resulting capital requirement. The average exposure value is calculated taking a simple average for the year.

| 31 December 2018 | Exposure value £'000s | Risk weight % | Risk weighted assets £'000 | Capital requirement £'000 | 2018 Average exposure value £'000 |
|---|--------------------------|------------------|-------------------------------|------------------------------|---|
| Loans and advances to zero risk weighted counterparties | 355,773 | 0% | - | - | 394,405 |
| Debt security investments | 142,749 | 20% | 28,548 | 2,284 | 121,668 |
| Regulated covered bond investments | 209,479 | 10% | 20,948 | 1,676 | 201,238 |
| Treasury credit risk | 708,001 | | 49,496 | 3,960 | 717,311 |
| Loans and advances to customers | 362,446 | 35/75/150% | 292,368 | 23,389 | 331,033 |
| Fixed and other assets* | 6,447 | 100% | 2,350 | 188 | 2,540 |
| Total credit risk | 1,076,894 | | 344,214 | 27,537 | 1,050,884 |
| Operational risk (section 3.6) | | x12.5 | 27,942 | 2,235 | |
| Total Pillar 1 risk weighted assets | | | 372,156 | 29,772 | |

* Includes pension asset which is deducted from risk weighted assets and regulatory capital

| 31 December 2017 | Exposure value £'000s | Risk weight % | Risk weighted assets £'000 | Capital requirement £'000 | 2017 Average exposure value £'000 |
|---|--------------------------|------------------|-------------------------------|------------------------------|---|
| Loans and advances to zero risk weighted counterparties | 439,337 | 0% | - | - | 426,909 |
| Debt security investments | 127,748 | 20% | 25,550 | 2,044 | 137,154 |
| Regulated covered bond investments | 164,186 | 10% | 16,419 | 1,314 | 159,448 |
| Treasury credit risk | 731,271 | | 41,969 | 3,358 | 723,511 |
| Loans and advances to customers | 354,346 | 35/75/150% | 222,423 | 17,794 | 261,565 |
| Fixed and other assets | 1,376 | 100% | 1,271 | 102 | 1,176 |
| Total credit risk | 1,086,993 | | 265,663 | 21,254 | 986,252 |
| Operational risk (section 3.6) | | x12.5 | 19,713 | 1,577 | |
| Total Pillar 1 risk weighted assets | | | 285,376 | 22,831 | |

Credit risk mitigation techniques

This table shows the use of Credit Risk Mitigation (CRM) techniques, broken down by loans and debt securities. This table includes both unsecured and secured exposures, and the value of exposures secured by collateral. The Bank does not utilise financial guarantees or credit derivatives.

| 31 December 2018 | Exposures unsecured Carrying amount £'000s | Exposures secured Carrying amount £'000s | Exposures secured by collateral £'000 | Exposures secured by financial guarantees £'000 | Exposures secured by credit derivatives £'000 |
|---------------------------------------|--|--|--|--|--|
| Total loans and advances to customers | 30,649 | 331,797 | 331,797 | - | - |
| Total debt securities | 708,001 | - | - | - | - |
| Total exposures | 738,650 | 331,797 | 331,797 | - | - |

| 31 December 2017 | Exposures unsecured Carrying amount £'000s | Exposures secured Carrying amount £'000s | Exposures secured by collateral £'000 | Exposures secured by financial guarantees £'000 | Exposures secured by credit derivatives £'000 |
|---------------------------------------|--|--|--|--|--|
| Total loans and advances to customers | 33,041 | 248,987 | 248,987 | - | - |
| Total debt securities | 731,271 | - | - | - | - |
| Total exposures | 764,312 | 248,987 | 248,987 | - | - |

Treasury Credit risk

Credit risk is controlled by setting limits that consider a variety of factors including the credit rating of the counterparty. These ratings correspond to a credit quality step assessment which, in conjunction with the term of the investment, feeds a risk weighting.

The treasury policy limits the maximum aggregated exposure to any single non-supranational counterparty to £20m (or £30m if the holdings are 100% regulated covered bonds) and supranationals and sovereigns limited to £50m. No exposures can be over five years and this maximum tenor is further reduced at the lower end of the acceptable ratings spectrum.

The table below shows the breakdown of the counterparty exposures by credit assessment. The risk weighting applied to the counterparty exposure and corresponding capital requirement is disclosed.

Treasury exposure description and credit quality step:

| | | | 31 December 2018 | |
|---|----------------|---------------|----------------------|---------------------------|
| | Moody's rating | Risk weight % | Exposure value £'000 | Capital requirement £'000 |
| UK Government and Bank of England | | | | |
| Credit quality step 1 | Aa2 | 0% | 300,648 | - |
| Supranational Financial Institutions | | | | |
| Credit quality step 1 | Aaa-Aa1 | 0% | 55,125 | - |
| Financial Institutions | | | | |
| Credit quality step 1 | Aaa-Aa3 | 20% | 141,506 | 2,264 |
| Credit quality step 3 | Baa1-Baa3 | 20% | 1,243 | 20 |
| Regulated Covered bonds | | | | |
| Credit quality step 1 | Aaa | 10% | 209,479 | 1,676 |
| Total Treasury Credit Risk | | | 708,001 | 3,960 |

Treasury exposure description and credit quality step:

| | | | 31 December 2017 | |
|---|----------------|---------------|----------------------|---------------------------|
| | Moody's rating | Risk weight % | Exposure value £'000 | Capital requirement £'000 |
| UK Government and Bank of England | | | | |
| Credit quality step 1 | Aa1-Aa2 | 0% | 394,019 | - |
| Supranational Financial Institutions | | | | |
| Credit quality step 1 | Aaa-Aa1 | 0% | 45,318 | - |
| Financial Institutions | | | | |
| Credit quality step 1 | Aaa-Aa3 | 20% | 124,919 | 1,999 |
| Credit quality step 3 | Baa1-Baa3 | 20% | 2,829 | 45 |
| Regulated Covered bonds | | | | |
| Credit quality step 1 | Aaa | 10% | 164,186 | 1,313 |
| Total Treasury Credit Risk | | | 731,271 | 3,357 |

Customer lending credit risk and provisions

The credit risk profile of the lending portfolio of the Bank is analysed and discussed in notes 1, 12 and 27 to the Annual Report & Accounts.

Maturity analysis

The following table analyses assets and liabilities into relevant maturity groupings based on the remaining period of the reporting date to the contractual maturity date.

31 December 2018

| | Repayable on demand £'000s | Up to 3 months but not repayable on demand £'000s | 3 months – 1 year £'000 | 1 – 5 years £'000 | Over 5 years £'000 | Non- cash items £'000 | Total £'000 |
|--|-------------------------------------|---|-------------------------------|-------------------------|--------------------------|--------------------------------|------------------|
| Assets | | | | | | | |
| Cash and balances at central banks | 280,390 | - | - | - | - | - | 280,390 |
| Loans and advances to banks | 1,243 | - | - | - | - | - | 1,243 |
| Loans and advances to customers | - | 2,017 | 10,786 | 82,343 | 267,300 | - | 362,446 |
| Investment securities – available for sale | - | 60,212 | 65,238 | 300,918 | - | - | 426,368 |
| Other assets | - | - | - | - | - | 6,447 | 6,447 |
| | 281,633 | 62,229 | 76,024 | 383,261 | 267,300 | 6,447 | 1,076,894 |
| Liabilities | | | | | | | |
| Customer deposits | 998,130 | - | - | - | - | - | 998,130 |
| Other liabilities | - | - | - | - | - | 78,764 | 78,764 |
| | 998,130 | - | - | - | - | 78,764 | 1,076,894 |

31 December 2017

| | Repayable on demand £'000s | Up to 3 months but not repayable on demand £'000s | 3 months – 1 year £'000 | 1 – 5 years £'000 | Over 5 years £'000 | Non- cash items £'000 | Total £'000 |
|--|-------------------------------------|---|-------------------------------|-------------------------|--------------------------|--------------------------------|------------------|
| Assets | | | | | | | |
| Cash and balances at central banks | 353,666 | - | - | - | - | - | 353,666 |
| Loans and advances to banks | 2,829 | - | - | - | - | - | 2,829 |
| Loans and advances to customers | 2,647 | 8,412 | 9,351 | 57,009 | 201,928 | - | 279,347 |
| Investment securities – available for sale | - | 73,274 | 37,710 | 264,206 | - | - | 375,190 |
| Other assets | - | - | - | - | - | 1,344 | 1,344 |
| | 359,142 | 81,686 | 47,061 | 321,215 | 201,928 | 1,344 | 1,012,376 |
| Liabilities | | | | | | | |
| Customer deposits | 799,333 | 150,666 | - | - | - | - | 949,932 |
| Other liabilities | - | - | - | - | - | 62,443 | 62,443 |
| | 799,333 | 150,666 | - | - | - | 62,443 | 1,012,376 |

3.4 Analysis of the Bank's liquidity coverage ratio (LCR)

The liquidity coverage ratio is a measure which aims to ensure that the Bank maintains an adequate level of liquidity to meet its needs for a 30-day period under severe stress conditions.

The disclosure table sets out the abbreviated LCR disclosures in the format prescribed by the EBA. Disclosures are calculated based on a simple average for the reported year.

| 31 December 2018 | Total unweighted value (average) £'000 | Total weighted value (average) £'000 |
|---|---|---|
| High-quality liquid assets | | |
| Total HQLA | | 638,050 |
| Cash outflows | | |
| Retail deposits and deposits from small business customers, of which: | 376,657 | 30,898 |
| Stable deposits | 186,244 | 9,312 |
| Less stable deposits | 190,413 | 21,586 |
| Unsecured wholesale funding, of which: | 548,215 | 136,123 |
| Operational deposits (all counterparties) and deposits in networks of cooperative banks | 541,191 | 133,336 |
| Non-operational deposits (all counterparties) | 7,024 | 2,787 |
| Credit and liquidity facilities | 103,777 | 11,237 |
| Total cash outflows | 1,028,649 | 178,258 |
| Cash inflows | | |
| Inflows from fully performing exposures | 23,663 | 21,222 |
| Total cash inflows | 23,663 | 21,222 |
| Liquidity Coverage Ratio (%) | | 406.3% |
| 31 December 2017 | Total unweighted value (average) £'000 | Total weighted value (average) £'000 |
| High-quality liquid assets | | |
| Total HQLA | | 614,080 |
| Cash outflows | | |
| Retail deposits and deposits from small business customers, of which: | 358,080 | 26,714 |
| Stable deposits | 180,782 | 9,039 |
| Less stable deposits | 177,298 | 17,675 |
| Unsecured wholesale funding, of which: | 525,787 | 130,687 |
| Operational deposits (all counterparties) and deposits in networks of cooperative banks | 517,371 | 127,354 |
| Non-operational deposits (all counterparties) | 8,416 | 3,333 |
| Credit and liquidity facilities | 68,743 | 6,102 |
| Total cash outflows | 952,610 | 163,503 |
| Cash inflows | | |
| Inflows from fully performing exposures | 55,085 | 53,524 |
| Total cash inflows | 55,085 | 53,524 |
| Liquidity Coverage Ratio (%) | | 558.4% |

3.5 Concentration risk

The following is an analysis of the Bank's exposures by geographical area:

31 December 2018

| | UK £'000s | Other Europe £'000 | Other £'000 | Total £'000 |
|---|----------------|-----------------------|----------------|------------------|
| Loans and advances to customers | 362,446 | - | - | 362,446 |
| Cash and balances with governments or development banks | 300,648 | 45,217 | 9,908 | 355,773 |
| Loans and advances to banks and debt securities | 154,404 | 76,217 | 121,607 | 352,228 |
| Fixed and other assets | 6,447 | - | - | 6,447 |
| Total | 823,945 | 121,434 | 131,515 | 1,076,894 |

31 December 2017

| | UK £'000s | Other Europe £'000 | Other £'000 | Total £'000 |
|---|----------------|-----------------------|----------------|------------------|
| Loans and advances to customers | 354,346 | - | - | 354,346 |
| Cash and balances with governments or development banks | 394,019 | 45,318 | - | 439,337 |
| Loans and advances to banks and debt securities | 130,474 | 56,496 | 104,963 | 291,933 |
| Fixed and other assets | 1,376 | - | - | 1,376 |
| Total | 880,215 | 101,814 | 104,963 | 1,086,992 |

The Bank's customer lending is entirely UK related and has a broad distribution of exposures throughout the UK which is regularly monitored as part of the Bank's ongoing credit risk management, along with single name and sector concentrations. Risks in these areas are considered as part of the Bank's ICAAP and form part of the Pillar 2a capital held.

3.6 Operational risk

The Bank uses the *standardised* approach to operational risk under a Pillar 1 capital requirement assessment. Under this approach, 15% of the Bank's average operating income for the previous three years is used as a proxy for operational losses. An operational RWA is then calculated such that 8% of that RWA gives the Pillar 1 capital requirement.

3.7 Interest rate risk in the Banking Book (IRRBB)

The Bank is exposed to interest rate risk where the Bank holds fixed rate assets and liabilities; when market rates change the value of these items is affected because their rate remains fixed. The Bank's appetite for IRRBB is calculated based on the standard PV200 calculation (described below).

This PV200 calculation assigns all balance sheet items to a "time bucket" based on the next interest re-pricing date (or maturity date if fixed) and discounts them back using a current market curve to get a Present Value (PV_0). The discount factors are then adjusted to simulate an immediate parallel 200bps increase in rates and also a 200bps decrease in rates. The difference between the PV_0 and the 2% shifts up and down indicate the Bank's sensitivity to interest rate movements.

3.8 Leverage

CRD IV introduced a non-risk-based leverage ratio that is supplementary to the risk-based capital requirements. The calculation determines a ratio based on the relationship between Tier 1 capital and exposures to on and off-balance sheet items. The leverage ratio does not distinguish between high and low risk weighted lending or recognise the relative risk of low loan to value lending.

The Bank's ratio calculated in accordance with the FPC's leverage regime is 6.4% at 31 December 2018 (2017: 5.4%).

The risk of excessive leverage is managed through regular monitoring and reporting of the leverage ratio, which forms part of the risk appetite framework.

The following is a summary comparison of accounting assets versus leverage ratio exposure measure:

| | 2018 | 2017 |
|--|------------------|------------------|
| | £'000 | £'000 |
| Total consolidated assets as per published financial statements | 1,076,894 | 1,012,376 |
| Adjustment for off-balance sheet items (i.e. conversion to credit equivalent amounts of off-balance sheet exposures) | 47,508 | 33,337 |
| Other adjustments | (3,978) | 1,785 |
| Leverage ratio exposure measure | 1,120,424 | 1,047,498 |

Leverage ratio common disclosure template

| | 2018 | 2017 |
|--|--------------|--------------|
| | £'000 | £'000 |
| On-balance sheet exposures | | |
| On-balance sheet exposures (excluding derivatives and securities financing transactions (SFTs) but including collateral) | 1,076,537 | 1,014,707 |
| (Asset amounts deducted in determining Basel III Tier 1 capital) | (3,621) | (546) |
| Total on-balance sheet exposures (excluding derivatives and SFTs) | 1,072,916 | 1,014,161 |
| Other off-balance sheet exposures | | |
| Off-balance sheet exposure at gross notional amount | 100,428 | 71,529 |
| (Adjustments for conversion to credit equivalent amounts) | (52,920) | (38,192) |
| Total off-balance sheet items | 47,508 | 33,337 |
| Capital and total exposures | | |
| Tier 1 capital | 71,801 | 56,010 |
| Total exposures | 1,120,424 | 1,047,498 |
| Leverage ratio (Basel III) | 6.41% | 5.35% |

Appendix 1 – Remuneration policy and practices

Unity Trust Bank plc follows the PRA Remuneration Code and SYSC section 19D. Part eight disclosure requirements include certain qualitative items and quantitative remuneration items. This statement also sets out the disclosures required under the Code as they apply to Unity.

Unity's Remuneration Committee is responsible for the governance and implementation of the Code and the annual review of adherence to it. The Remuneration Committee comprises four Non-Executive Directors of whom at least one Director must be determined by the Board to be independent on appointment. The membership of the Committee is reviewed by the Nominations Committee on an annual basis. The Board shall appoint the Committee Chair who shall be a Director determined by the Board to be independent on appointment. The committee members must together possess the necessary skills to exercise the appropriate judgement.

The Remuneration Committee has reviewed and approved Unity's remuneration policies and the Remuneration Policy Statement (RPS). To ensure compliance with the Code, the PRA's recommended RPS template has been adopted. Unity has one business area, Business Banking, which consisted of 104 (2017: 91) paid individuals (including Directors but excluding contractors) as at 31 December 2018.

The staff costs were as follows:

| | 2018 | 2017 |
|------------------------------------|--------------|--------------|
| | £'000 | £'000 |
| All Staff | | |
| Total fixed staff employment costs | 5,542 | 5,227 |
| Total variable staff costs | 269 | 206 |
| Total staff costs | 5,811 | 5,433 |
| Code Staff* | | |
| Code staff fixed employment costs | 1,247 | 1,252 |
| Code staff variable costs | 48 | 50 |
| Total Code staff costs | 1,295 | 1,302 |

**Figures shown above are the staff costs relating to the 12 (2017: 11) members of staff identified during the year as MRT Staff, including any remuneration in the year received before or after they ceased to be MRT Staff and any received prior to approval as a Board member by the PRA, and including starters and leavers.*

The Code requires that banks identify and designate as "Material Risk Takers" those members of senior management, risk takers, staff engaged in control functions and any employee receiving total remuneration that takes them into the same remuneration bracket as senior management and risk takers, whose professional activities have a material impact on the firm's risk profile.

In total 12 Material Risk Taker Staff have been identified during the year (10 at year end) and a list is maintained by Human Resources. Additional restrictions apply to the remuneration of Material Risk Takers. All Board Directors (Executive and Non-Executive) are included as Material Risk Takers. No Material Risk Taker had either variable or total remuneration in excess of £500,000.

The Board takes the issue of diversity seriously. It actively promotes policies and practices of equality of opportunity, regardless of age, disability, ethnicity, gender, religion or belief or sexual orientation. The Board recognises that having members from different backgrounds and with different skills is key to being a challenging and effective Board.

The Board has agreed an aspirational aim that it will comprise a minimum of 25% females by 2019 and 33% females by 2022. The Board is currently 20% female (2 out of 10). In 2017 the Bank signed the Women in Finance Charter, reflecting the commitment to gender diversity and inclusion. In 2018 the Bank maintained its target of keeping our senior team to at least 50% female.

The Bank has adopted a Board Diversity Policy which includes practical steps on how to meet that target, including:

- considering diversity when making all independent non-executive director appointments;
- challenging management to ensure the management population is made up of the most talented individuals;
- ensure diversity is considered in succession planning; and
- setting a culture that is values driven and inclusive.

Unity has in place a discretionary Employee Participation Plan; awards are linked to whether Unity has met its overall business objectives based on the end of year financial results. For 2018 the Bank estimate an award in the region of [7%] of salary will be made (2017: 5%). Awards under the scheme qualify as “variable remuneration” as defined in the Code. Any awards under the scheme that are payable to individuals will be paid as a one-off cash payment.

At the beginning of each performance year, objectives are agreed for each individual based on overall company objectives and individual role specific objectives. Performance towards the achievement of these objectives is reviewed periodically throughout the year as part of the Bank’s performance management process. At the end of the year an assessment is made of each individual’s overall performance against the objectives agreed.

During the year Unity did not contract into any inducements to new joiners (2017: nil) and agreed to make severance payments to 3 employees (2017: 3).

The total severance charge included in expenses in the year is £122k (2017: £15k) of which £nil (2017: £nil) related to Material Risk Takers. The highest amount relating to one single person for the year was £95k (2017: £15k).

Staff members in control functions are remunerated independently of the businesses they oversee. Total staff employment costs (including variable remuneration) in 2018 were £5.8m of which the employment costs of Code staff were £1.3m.

Appendix 2 – Restated Comparatives

The summary of key metrics table has been produced showing prior year 2017 comparatives with the inclusion of FY17 profit. Current year profits are only included in capital resources from the date that the audited accounts are signed. As the Pillar 3 document is published concurrently with the Annual Report & Accounts, it is appropriate to include current year profits in capital.

Summary of Key Metrics

| | Restated | As reported |
|---|-----------------|--------------------|
| | 2017 | 2017 |
| | £'000 | £'000 |
| Capital | | |
| Common Equity Tier 1 (CET1) | 59,022 | 56,010 |
| Risk weighted assets | 285,087 | 285,376 |
| Common Equity Tier 1 ratio (%) | 20.7% | 19.7% |
| Additional CET1 buffer requirements as a percentage of RWA | | |
| Capital conservation buffer requirement (%) | 1.25% | 1.25% |
| Countercyclical buffer requirement (%) | 0% | 0% |
| Basel III Leverage Ratio | | |
| Total Basel III leverage ratio exposure measure | 1,047,221 | 1,047,498 |
| Basel III leverage ratio (%) | 5.64% | 5.35% |
| Liquidity Coverage Ratio | | |
| Total HQLA | 614,080 | 614,080 |
| Total net cash outflow | 109,979 | 109,979 |
| LCR ratio (%) | 558.4% | 558.4% |