Conister Bank Limited

Directors' report and financial statements
For the year ended 31 December 2022

Contents

Directors

John Spellman (56) ≠
Non-executive Chairman
(Appointed: 25.05.22)

David Gibson (75) ≠
Non-executive Chairman
(Retired: 25.05.22)

Alan Clarke (72) ≠
Non-executive Director

Denham Eke (71)
Non-executive Director

Douglas Grant (58)
Managing Director

Gregory Jones (64) ≠
Non-executive Director

Ian Morley (71) ≠
Non-executive Director

Haseeb Qureshi (34)
Deputy Managing Director

Sam Skelton (59) ≠
Non-executive Director

James Smeed (38)
Finance Director

≠ Independent Non-executive Director

Company Secretary

Lesley Crossley

Registered Office

Clarendon House
Victoria Street
Douglas
Isle of Man IM1 2LN

Advisers

Independent Auditor
KPMG Audit LLC
Heritage Court
41 Athol Street
Douglas
Isle of Man IM1 1LA

Legal Advisers
Long & Co Limited
Eyreton
Quarterbridge Road
Douglas
Isle of Man IM2 3RF

Principal Banker
National Westminster Bank plc
250 Bishopsgate
London EC2M 4AA

Consulting Actuaries
Boal & Co Ltd
Marquis House
Isle of Man Business Park
Douglas
Isle of Man IM2 2QZ

The Directors have pleasure in submitting their annual report and the audited financial statements for the year ended 31 December 2022.

Principal activities

The principal activities of Conister Bank Limited ("Bank") and its subsidiaries (together referred to as "Group") are the provision of asset, wholesale and personal finance.

The Bank holds a class 1 (1) deposit taking licence under part 2 of the Isle of Man Financial Services Act 2008. Deposits made with the Bank are covered by the Isle of Man Depositors' Compensation Scheme contained in the Banking Business (Compensation of Depositors) Regulations 1991.

Results and dividends

The Bank profit before taxation for the year was £1,777,000 (2021: £994,000). The Consolidated profit before taxation for the year was £2,069,000 (2021: £1,051,000).

The Directors do not propose the payment of a dividend (2021: £nil). The proposed transfers to and from reserves are as set out in the Consolidated and Bank Statement of Changes in Equity on page 14.

Share capital

Particulars of the authorised and issued share capital of the Bank are set out in note 22 to the financial statements.

Significant shareholdings

All of the issued shares of the Bank are held by Manx Financial Group PLC ("MFG").

Directors

Details of current Directors are set out on page 1.

Directors' liability insurance

The Bank maintains insurance cover for Directors' liability in relation to the Group.

Fixed assets

The movement in fixed assets during the year is set out in note 14 to the financial statements.

Staff

At 31 December 2022 there were 81 members of staff, 3 of whom were part-time (2021: 71 members of staff, 6 of whom were part-time).

Investments in subsidiaries

Investments in the Bank's subsidiaries are disclosed in note 16 to the financial statements.

Going concern

The Group has recognised a profit for the year after taxation of £1,793,000 (2021: £951,000). As at the year ended 31 December 2022, the Group had a total capital ratio of 15.1% (2021: 19.1%) which exceeded the regulatory minimum requirement of 14.0% (see note 4(c)) and had net assets of £34,517,000 (2021: £31,186,000). Based on these factors, management has a reasonable expectation that the Group has and will have adequate resources to continue in operational existence for the foreseeable future. Accordingly, the Directors continue to adopt the going concern basis in preparing the financial statements.

Auditor

KPMG Audit LLC, being eligible, has expressed its willingness to continue in office in accordance with Section 12(2) of the Isle of Man Companies Act 1982.

DocuSigned by:
Lesley Crossley
5B75EA30881C482...
Lesley Crossley
Company Secretary
20 March 2023

As an Isle of Man registered Bank there is no requirement to produce a corporate governance report. However, the Board follows best practice and therefore has prepared such a report.

The Bank is licensed by the Isle of Man Financial Services Authority. They have issued guidance designed to assist banks in enhancing their corporate governance frameworks which the Bank follows to the extent which is appropriate to its nature and scale of operations. This report outlines the approach taken by the Bank in respect of corporate governance.

The Role of the Board

The Board is collectively responsible for the long-term success of the organisation. Its principal function is to determine the strategy and policies of the Bank within an effective control framework which enables risk to be assessed and managed. The Board ensures that the necessary financial and human resources are in place for the Bank to meet its objectives and that business and management performances are reviewed. Furthermore, the Board ensures that the Bank operates within its constitution, relevant legislation and regulation and that proper accounting records and effective systems of business control are established, maintained, documented and audited.

Group Audit, Risk and Compliance Committee ("ARCC")

The ARCC meets at least six times each year and comprises three Non-executive Directors, currently Alan Clarke (Chairman), Greg Jones and John Spellman. The Executive Directors and representatives from compliance and risk, the internal and External Auditor attend by invitation. Its role for the Group (including the Bank) is to be responsible for reviewing the integrity of the financial statements and the balance of information disclosed in the accompanying Directors' Report, to review the effectiveness of internal controls and risk management systems, to monitor and review the effectiveness of the internal audit function and to consider and recommend to the Board (for approval by the members) the appointment or re-appointment of the External Auditor. The ARCC reviews and monitors the External Auditor's objectivity, competence, effectiveness and independence, ensuring that if they or their associates are invited to undertake non-audit work it will not compromise auditor objectivity and independence.

Group Remuneration Committee ("REMCO")

The REMCO meets at least twice a year and comprises of two Non-executive Directors, currently Alan Clarke (Chairman) and Gregory Jones, with the Executive Directors, Head of Human Resources and external advisers attending by invitation where appropriate. It is responsible, amongst other matters, for determining the remuneration of the Executive Directors, the Company Secretary and other members of the management. Committee members do not take part in discussions concerning their own remuneration. The Chairman and Group CEO determine Non-executive Director fees.

Group Nomination Committee ("NOMCO")

The NOMCO is comprised of the whole MFG Board. It is chaired by the Chairman of the MFG Board and is responsible for making recommendations to the MFG Board on matters relating to the composition of Group Boards, including Executive and Non-executive Director succession planning, the appointment of new Directors and the election and re-election of Directors.

Division of Responsibilities

The offices of Chairman and Managing Director are distinct and held by different people. The role of each is set out in their respective job descriptions. The Chairman is responsible for leading the Board, ensuring its effectiveness in all aspects of its role and promoting a culture of openness of debate. The Managing Director is responsible for managing the Bank's business and operations within the parameters set by the Board.

The Chairman

The Chairman sets the direction of the Board and promotes a culture of openness and debate by facilitating the effective contribution of Non-executive Directors and ensuring constructive relations between Executive and Non-executive Directors. The Chairman also ensures that Directors receive accurate, timely and clear information. The Board of Directors is committed to best practice in corporate governance.

Non-executive Directors

The Non-executive Directors are responsible for bringing independent judgement to the discussions held by the Board, using their breadth of experience and understanding of the business. Their key responsibilities are to constructively challenge and contribute to strategic proposals, and to monitor performance, resources, and standards of conduct, compliance and control, whilst providing support to executive management in developing the Bank.

The Composition of the Board

At the year-end, the Board comprised six Non-executive Directors and three Executive Directors. At least four Non-executive Directors are considered by the Board to be independent in character and judgement and to have an appropriate balance of skills and experience. They are also considered to be free of any relationship or circumstances which could materially interfere with the exercise of their judgement, impede the provision of constructive challenge to management and provide assistance with the development of strategy.

Appointments to the Board

The principal purpose of the NOMCO is to undertake the assessment of the balance of skills, experience, independence and knowledge on the Board against the requirements of the business, with a view to determining whether any shortages exist. Having completed the assessment, the committee makes recommendations to the Board accordingly. Appointments to the Board are made on merit, with due regard to the benefits of diversity. Within this context, the paramount objective is the selection of the best candidate, irrespective of background, and it is the view of the Board that establishing quotas or targets for the diversity of the Board is not appropriate.

All Director appointments must be approved by the Isle of Man Financial Services Authority, as required under the Financial Services Rulebook 2016, before they are appointed to the Board.

Commitment

Prior to appointment, Non-executive Directors are required to demonstrate that they are able to allocate sufficient time to undertake their duties.

Development

All new Directors undergo formal induction with any training or development needs being identified during this process. Directors continue to attend external and internal seminars and presentations to maintain and update their knowledge and skills demonstrating a commitment to continuous professional development.

Information and Support

The Chairman ensures that the Board receives accurate, timely and clear information in a form and of sufficient quality to enable it to fulfil its responsibilities.

All Directors have access to the advice and services of the Company Secretary who is responsible for ensuring compliance with all Board procedures and advising the Board on governance matters.

Evaluation

An internal process exists to evaluate, on an annual basis, the performance and effectiveness of, amounts others, individual Directors and of the Board and its committees.

Financial and Business Reporting

The Board confirms that the Financial Statements, taken as a whole, are fair, balanced and understandable and provide the information necessary for members to assess the Bank's business model and strategy. The responsibilities of the Directors in relation to the preparation of the Bank's Financial Statements are set out on page 6.

Risk Management and Internal Control

The Board is responsible for determining a framework for risk management and control. Senior management are responsible for designing, operating and monitoring risk management and internal control processes in line with the risk appetite and tolerance while the ARCC is responsible for reviewing the adequacy and effective operation of these processes. The role of the ARCC is described previously and provides the Board with independent assurance that the Bank is operating specifically in accordance with the risk appetite parameters determined and approved by the Board and to ensure that the outcomes for the Bank's various activities are in line with those parameters.

The system of internal control overall is designed to enable the Bank to achieve its corporate objectives within the Board's pre-determined risk appetite, not to eliminate risk. The internal audit function provides independent and objective assurance that these processes are appropriate and effectively applied.

The Directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law.

Company law requires the Directors to prepare financial statements for each financial period. Under that law they have elected to prepare the financial statements in accordance with International Accounting Standards ("IAS") in accordance with UK-adopted international accounting standards ("UK-adopted IFRS" or "IFRSs") as applicable to an Isle of Man Company.

Under Company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Group and the Bank and of their profit or loss for that period. In preparing each of the Group and Bank financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable IFRSs have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the Group and Bank's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Bank or to cease operations, or have no realistic alternative but to do so.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Bank's transactions and disclose with reasonable accuracy at any time the financial position of the Bank and enable them to ensure that the financial statements comply with the Companies Acts 1931 to 2004. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Bank and to prevent and detect fraud and other irregularities.

Our opinion is unmodified
We have audited the consolidated financial statements of Conister Bank Limited (the “Bank”) and its subsidiaries (together, the "Group"), which comprise the Consolidated and Bank Statements of Financial Position as at 31 December 2022, the Consolidated and Bank Statements of Profit or Loss and Other Comprehensive Income, Changes in Equity and Cash Flows for the year then ended, and notes, comprising significant accounting policies and other explanatory information.

In our opinion, the accompanying consolidated financial statements:

- give a true and fair view of the state of the Group's and of the Bank's affairs as at 31 December 2022 and of the Group's and of the Bank's profit for the year then ended;
- have been properly prepared in accordance with UK-adopted International Accounting Standards; and
- have been properly prepared in accordance with the requirements of the Companies Acts 1931 to 2004.

Basis for opinion
We conducted our audit in accordance with International Standards on Auditing (UK) (“ISAs (UK)”) and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the Bank and the Group in accordance with, UK ethical requirements including FRC Ethical Standards. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Going concern
The Directors have prepared the consolidated financial statements on the going concern basis as they do not intend to liquidate the Group or the Bank or to cease their operations, and as they have concluded that the Group and the Bank's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over their ability to continue as a going concern for at least a year from the date of approval of the consolidated financial statements (the “going concern period").

In our evaluation of the Directors' conclusions, we considered the inherent risks to the Group and the Bank's business model and analysed how those risks might affect the Group and the Bank's financial resources or ability to continue operations over the going concern period.

Our conclusions based on this work:

- we consider that the Directors' use of the going concern basis of accounting in the preparation of the consolidated financial statements is appropriate; and
- we have not identified, and concur with the Directors' assessment that there is not, a material uncertainty related to events or conditions that, individually or collectively, may cast significant doubt on the Group and the Bank's ability to continue as a going concern for the going concern period.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the above conclusions are not a guarantee that the Group and the Bank will continue in operation.

Fraud and breaches of laws and regulations – ability to detect
Identifying and responding to risks of material misstatement due to fraud
To identify risks of material misstatement due to fraud (“fraud risks”) we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included:

- enquiring of management as to the Group’s policies and procedures to prevent and detect fraud as well as enquiring whether management have knowledge of any actual, suspected or alleged fraud;
- reading minutes of meetings of those charged with governance; and
- using analytical procedures to identify any unusual or unexpected relationships.

As required by auditing standards, we perform procedures to address the risk of management override of controls, in particular the risk that management may be in a position to make inappropriate accounting entries. On this audit we do not believe there is a fraud risk related to revenue recognition because the Group’s revenue streams are simple in nature with respect to accounting policy choice, and are easily verifiable to external data sources or agreements with little or no requirement for estimation from management. We did not identify any additional fraud risks.

We performed procedures including:

- identifying journal entries and other adjustments to test based on risk criteria and comparing the identified entries to supporting documentation; and
- incorporating an element of unpredictability in our audit procedures.

Identifying and responding to risks of material misstatement due to non-compliance with laws and regulations
We identified areas of laws and regulations that could reasonably be expected to have a material effect on the consolidated financial statements from our sector experience and through discussion with management (as required by auditing standards), and from inspection of the Group’s regulatory and legal correspondence, if any, and discussed with management the policies and procedures regarding compliance with laws and regulations. As the Group is regulated, our assessment of risks involved gaining an understanding of the control environment including the entity’s procedures for complying with regulatory requirements.

Identifying and responding to risks of material misstatement due to non-compliance with laws and regulations (continued)
The Group is subject to laws and regulations that directly affect the consolidated financial statements including financial reporting legislation and taxation legislation and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

The Group is subject to other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the consolidated financial statements, for instance through the imposition of fines or litigation or impacts on the Group and the Bank's ability to operate. We identified financial services regulation as being the area most likely to have such an effect, recognising the regulated nature of the Group's activities and its legal form. Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of management and inspection of regulatory and legal correspondence, if any. Therefore, if a breach of operational regulations is not disclosed to us or evident from relevant correspondence, an audit will not detect that breach.

Context of the ability of the audit to detect fraud or breaches of law or regulation
Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the consolidated financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the consolidated financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remains a higher risk of non-detection of fraud, as this may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

Other information
The Directors are responsible for the other information. The other information comprises the information included in the annual report but does not include the consolidated financial statements and our auditor's report thereon. Our opinion on the consolidated financial statements does not cover the other information and we do not express an audit opinion or any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, 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.

We have nothing to report on other matters on which we are required to report by exception
We have nothing to report in respect of the following matters where the Companies Acts 1931 to 2004 require us to report to you if, in our opinion:

- proper books of account have not been kept by the Bank and proper returns adequate for our audit have not been received from branches not visited by us; or
- the Bank's financial statements are not in agreement with the books of account and returns; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Respective responsibilities
Directors' responsibilities
As explained more fully in their statement set out on page 6, the Directors are responsible for: the preparation of the consolidated financial statements including being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error; assessing the Group and 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 they either intend to liquidate the Group or the Bank or to cease operations, or have no realistic alternative but to do so.

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

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of this report and restrictions on its use by persons other than the Bank's member

This report is made solely to the Bank's member, in accordance with section 15 of the Companies Act 1982. Our audit work has been undertaken so that we might state to the Bank's member those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Bank and the Bank's member, as a body, for our audit work, for this report, or for the opinions we have formed.

KPMG Audit LLC

KPMG Audit LLC
Chartered Accountants
Heritage Court
41 Athol Street
Douglas
Isle of Man
IM1 1LA

20 March 2023

For the year ended 31 December	Note	2022 £000	2021 £000
Interest income	6	25,306	22,041
Interest expense		(6,777)	(5,477)
Net interest income		18,529	16,564
Fee and commission income		-	301
Fee and commission expense		(3,246)	(3,474)
Depreciation on leasing assets	14	(16)	(269)
Net trading income		15,267	13,122
Other operating income		305	323
Realised gain / (loss) on debt securities	11	298	(1)
Gain on disposal of associate undertaking	16	-	623
Operating income		15,870	14,067
Personnel expenses		(5,813)	(4,818)
Other expenses		(4,073)	(3,477)
Impairment of loans and advances to customers	7	(3,400)	(4,288)
Depreciation	14	(187)	(325)
Amortisation	15	(328)	(279)
Share of profit of equity accounted investees	16	-	58
VAT recovery	13	-	113
Profit before tax payable	8	2,069	1,051
Income tax expense	9	(276)	(100)
Profit for the year after taxation		1,793	951
Other comprehensive income			
Items that will be reclassified to profit or loss			
Unrealised gain / (loss) on debt securities taken to equity	11	131	(18)
Recognition of deferred tax credit on defined benefit pension		-	67
Items that will never be reclassified to profit or loss			
Actuarial gain on defined benefit pension scheme taken to equity	21	407	172
Total comprehensive income for the year attributable to owners		2,331	1,172
Profit attributable to:			
Owners of the Company		1,793	965
Non-controlling interest		-	(14)
		1,793	951
Total comprehensive income attributable to:			
Owners of the Company		2,331	1,186
Non-controlling interests		-	(14)
		2,331	1,172

The notes on pages 17 to 47 form part of these financial statements.

The Directors believe that all results derive from continuing activities.

For the year ended 31 December	Note	2022 £000	2021 £000
Interest income	6	25,283	21,659
Interest expense		(6,792)	(5,501)
Net interest income		18,491	16,158
Fee and commission expense		(5,250)	(5,901)
Depreciation on leasing assets	14	(16)	(269)
Net trading income		13,225	9,988
Dividend income	16	-	871
Other operating income		305	321
Realised gain / (loss) on debt securities	11	298	(1)
Gain on financial instruments	16	-	861
Operating income		13,828	12,040
Personnel expenses		(4,368)	(3,592)
Other expenses		(3,822)	(2,797)
Impairment of loans and advances to customers	7	(3,400)	(4,288)
Depreciation	14	(158)	(185)
Amortisation	15	(303)	(242)
Share of profit of equity accounted investees, net of tax	16	-	58
Profit before tax payable	8	1,777	994
Income tax (expense) / recovery	9	(217)	113
Profit for the year after taxation		1,560	1,107
Other comprehensive income			
Items that will be reclassified to profit or loss			
Unrealised gain / (loss) on debt securities taken to equity	11	131	(18)
Recognition of deferred tax credit on defined pension scheme		-	67
Items that will never be reclassified to profit or loss			
Actuarial gain on defined benefit pension scheme taken to equity	21	407	172
Total comprehensive income for the year attributable to owners		2,098	1,328

The notes on pages 17 to 47 form part of these financial statements.

The Directors believe that all results derive from continuing activities.

As at 31 December	Note	2022 £000	2021 £000
Assets			
Cash and cash equivalents	10	**16,227**	17,497
Debt securities	11	**40,675**	40,987
Loans and advances to customers	12	**292,144**	234,423
Trade and other receivables	13	**1,690**	665
Property and equipment	14	**1,607**	1,734
Intangible assets	15	**884**	780
Amounts due from Group undertakings	16	**282**	246
Goodwill	17	**448**	448
Total assets		**353,957**	296,780
Liabilities			
Deposits from customers	18	**304,199**	253,459
Amounts due to Group undertakings	16	**2,024**	36
Creditors and accrued charges	19	**5,400**	3,906
Subordinated loans	20	**7,450**	7,450
Pension liability	21	**237**	687
Deferred tax liability	9	**130**	56
Total liabilities		**319,440**	265,594
Equity			
Called up share capital	22	**16,500**	15,500
Retained earnings		**18,017**	15,686
Equity attributable to owners of the Company		**34,517**	31,186
Non-controlling interest		**-**	-
Total equity		**34,517**	31,186
Total liabilities and equity		**353,957**	296,780

The financial statements were approved by the Board of Directors on 20 March 2023 and signed on their behalf by:

DocuSigned by:
John Spellman
028F06E01C4D411...
John Spellman
Chairman

DocuSigned by:
Douglas Grant
D20E446EDDFD465...
Douglas Grant
Managing Director

DocuSigned by:
James Smeed
2E7FBEB98BCB42F...
James Smeed
Finance Director

The notes on pages 17 to 47 form part of these financial statements.

As at 31 December	Note	2022 £000	2021 £000
Assets			
Cash and cash equivalents	10	**15,086**	17,187
Debt securities	11	**40,675**	40,987
Loans and advances to customers	12	**292,139**	234,505
Trade and other receivables	13	**1,576**	705
Property and equipment	14	**1,109**	1,703
Intangible assets	15	**842**	730
Amounts due from Group undertakings	16	**1,105**	314
Investment in Group undertakings	16	**1,001**	1,001
Goodwill	17	**448**	448
Total assets		**353,981**	297,580
Liabilities			
Deposits from customers	18	**304,199**	253,459
Amounts due to Group undertakings	16	**6,090**	3,685
Creditors and accrued charges	19	**4,337**	3,801
Subordinated loans	20	**7,450**	7,450
Pension liability	21	**237**	687
Deferred tax liability	9	**128**	56
Total liabilities		**322,441**	269,138
Equity			
Called up share capital	22	**16,500**	15,500
Retained earnings		**15,040**	12,942
Total equity		**31,540**	28,442
Total liabilities and equity		**353,981**	297,580

The financial statements were approved by the Board of Directors on 20 March 2023 and signed on their behalf by:

DocuSigned by: John Spellman 028F06E01C4D411...	DocuSigned by: Douglas Grant D20E446EDDFD465...	DocuSigned by: James Smeed 2E7FBEB98BCB42F...
John Spellman	**Douglas Grant**	**James Smeed**
Chairman	Managing Director	Finance Director

The notes on pages 17 to 47 form part of these financial statements.

Group	Attributable to owners of the Company Share capital £000	 Retained earnings and other reserves £000	 Total £000	Non-controlling interest £000	Total £000
Balance as at 1 January 2021	15,500	14,570	30,070	84	30,154
Profit for the year after taxation	-	965	965	(14)	951
Other comprehensive income	-	221	221	-	221
Transactions with owners:					
Shares issued	-	-	-	-	-
Changes in ownership interests					
Disposal of subsidiary with non-controlling interest	-	(70)	(70)	(70)	(140)
Balance as at 31 December 2021	15,500	15,686	31,186	-	31,186
Profit for the year after taxation	**-**	**1,793**	**1,793**	**-**	**1,793**
Other comprehensive income	**-**	**538**	**538**	**-**	**538**
Transactions with owners					
Shares issued	**1,000**	**-**	**1,000**	**-**	**1,000**
Balance as at 31 December 2022	**16,500**	**18,017**	**34,517**	**-**	**34,517**

Bank	Share capital £000	Retained earnings and other reserves £000	Total £000
Balance as at 1 January 2021	15,500	11,614	27,114
Profit for the year after taxation	-	1,107	1,107
Other comprehensive income	-	221	221
Transactions with owners:			
Shares issued	-	-	-
Balance as at 31 December 2021	15,500	12,942	28,442
Profit for the year after taxation	**-**	**1,660**	**1,660**
Other comprehensive income	**-**	**538**	**538**
Transactions with owners:			
Shares issued	**1,000**	**-**	**1,000**
Balance as at 31 December 2022	**16,500**	**15,140**	**31,640**

The notes on pages 17 to 47 form part of these financial statements.

For the year ended 31 December	Note	2022 £000	2021 £000
RECONCILIATION OF PROFIT BEFORE TAXATION TO OPERATING CASH FLOWS			
Profit before tax on continuing activities		**2,069**	1,051
Adjustments for:			
Depreciation	14	**203**	594
Amortisation	15	**328**	279
Gain on acquisition of subsidiary	16	**-**	(623)
Change in share in net assets of associates	16	**-**	(58)
Pension cost in personnel expenses	21	**14**	13
Changes in:			
Trading assets		**-**	4
Trade and other receivables		**(1,025)**	1,051
Creditors and accrued charges		**1,060**	(536)
Amounts due from Group undertakings		**(36)**	5,018
Amounts due to Group undertakings		**1,988**	(5)
Net cash inflow from trading activities		**4,601**	6,788
Changes in:			
Loans and advances to customers		**(82,603)**	(62,601)
Deposits from customers		**57,297**	40,473
Pension contributions	21	**(57)**	(98)
Cash (outflow) / inflow from operating activities		**(20,762)**	(15,438)

CASH FLOW STATEMENT			
Cash from operating activities			
Cash outflow from operating activities		**(20,762)**	(15,438)
Interest received – cash amounts		**24,882**	21,596
Interest paid – cash amounts		**(6,557)**	(5,299)
Income taxes paid		**(78)**	-
Net cash (outflow) / inflow from operating activities		**(2,515)**	859
Cash flows from investing activities			
Purchase of property and equipment – excluding Right-of-use assets	14	**(179)**	(86)
Purchase of intangible assets	15	**(432)**	(367)
Sale of property and equipment	14	**481**	849
Sale/(purchase) of debt securities		**443**	(15,473)
Net cash inflow / (outflow) from investing activities		**313**	(15,077)
Cash flows from financing activities			
Increase in share capital	23	**1,000**	-
Payment of lease liability (capital)	26	**(68)**	(102)
Net cash inflow / (outflow) from financing activities		**932**	(102)
Decrease in cash and cash equivalents		**(1,270)**	(14,320)
Cash and cash equivalents 1 January		**17,497**	31,817
Cash and cash equivalents at 31 December		**16,227**	17,497

The notes on pages 17 to 47 form part of these financial statements.

For the year ended 31 December	Note	2022 £000	2021 £000
RECONCILIATION OF PROFIT BEFORE TAXATION TO OPERATING CASH FLOWS			
Profit before tax on continuing activities		**1,777**	994
Adjustments for:			
Depreciation	14	**174**	454
Amortisation	15	**303**	242
Change in share in net assets of associate	16	**-**	(58)
Gain on acquisition of subsidiary	16	**-**	(861)
Dividend	16	**-**	(871)
Pension cost in personnel expenses	21	**14**	13
Changes in:			
Trading assets		**-**	4
Trade and other receivables		**(871)**	918
Creditors and accrued charges		**523**	26
Amounts due from Group undertakings		**(791)**	3,018
Amounts due to Group undertakings		**2,405**	652
Net cash (outflow)/inflow from trading activities		**3,534**	4,531
Changes in:			
Loans and advances to customers		**(82,516)**	(37,807)
Deposits from customers		**57,297**	35,174
Pension contributions	21	**(57)**	(98)
Cash (outflow) / inflow from operating activities		**(21,742)**	(14,418)
CASH FLOW STATEMENT			
Cash flows from operating activities			
Cash (outflow)/inflow from operating activities		**(21,742)**	(14,418)
Interest received – cash amounts		**24,882**	21,541
Interest paid – cash amounts		**(6,557)**	(5,323)
Income taxes paid		**(61)**	-
Net cash (outflow) / inflow from operating activities		**(3,478)**	1,800
Cash flows from investing activities			
Purchase of property and equipment	14	**(61)**	(62)
Purchase of intangible assets	15	**(415)**	(424)
Sale of property and equipment	14	**481**	849
Acquisition of subsidiary, net of cash acquired		**-**	-
Sale/(purchase) of debt securities		**443**	(15,473)
Net cash inflow / (outflow) from investing activities		**448**	(15,110)
Cash flows from financing activities			
Increase in share capital	23	**1,000**	-
Payment of lease liability (capital)	26	**(71)**	(102)
Net cash inflow / (outflow) from financing activities		**929**	(102)
Decrease in cash and cash equivalents		**(2,101)**	(13,412)
Cash and cash equivalents 1 January		**17,187**	30,599
Cash and cash equivalents at 31 December		**15,086**	17,187

The notes on pages 17 to 47 form part of these financial.

1. Reporting entity

Conister Bank Limited ("Bank") is a Bank incorporated in the Isle of Man. The consolidated financial statements of the Bank for the year ended 31 December 2022 comprise the Bank and its subsidiaries ("Group").

A summary of the principal accounting policies, which have been applied consistently, are set out below:

2. Basis of preparation

a) Statement of compliance

The consolidated and separate financial statements of the Bank have been prepared in accordance with International Accounting Standards ("IAS") in accordance with UK-adopted international accounting standards ("UK-adopted IFRS" or "IFRSs") as applicable to an Isle of Man Company, on a going concern basis as disclosed in the Directors' Report. They were previously prepared in accordance with IFRS as issued by the IASB. This change has had no impact on the financial statements.

The Group has continued to apply the accounting policies used for the 2021 annual report, with the exception of those listed below.

The Group has adopted the following new standards and amendments to standards, including any consequential amendments to other standards, with a date of initial application of 1 January 2022:

- Amendment to IFRS 1 First-time Adoption of International Financial Reporting Standards–Subsidiary as a First-time Adopter (issued on 12 April 2022);
- Amendment to IFRS 9 Financial Instruments–Fees in the '10 per cent' Test for Derecognition of Financial Liabilities (issued on 12 April 2022);
- Amendment to IAS 41 Agriculture – Taxation in Fair Value Measurements (issued on 12 April 2022);
- Amendments to IAS 37: Onerous Contracts – Cost of Fulfilling a Contract (issued on 12 April 2022);
- Amendments to IAS 16: Property and Equipment: Proceeds before Intended Use (issued on 12 April 2022); and
- Amendments to References to the Conceptual Framework in IFRS Standards (issued on 12 April 2022).

No significant changes followed the implementation of these standards and amendments.

b) Basis of measurement

The financial statements are prepared on a historical cost basis except:

- Financial instruments at fair value through profit or loss are measured at fair value; and
- Available for sale financial instruments are measured at fair value.

c) Functional and presentation currency

These financial statements are presented in pounds sterling, which is the Group's functional currency. Except as indicated, financial information presented in pounds sterling has been rounded to the nearest thousand. All subsidiaries of the Group have pounds sterling as their functional currency.

d) Use of estimates and judgements

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

In particular, information about significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are described in note 3(k).

3. Significant accounting policies

a) Basis of consolidation of subsidiaries

Subsidiaries are entities controlled by the Group. Control exists when the Group has power over an investee, exposure or rights to variable returns from its involvement with the investee and the ability to use its power to affect those returns. In assessing control, potential voting rights that presently are exercisable are taken into account. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

Intra-Group balances, income and expenses and unrealised losses or gains arising from intra-Group transactions, are eliminated in preparing the consolidated financial statements.

3. Significant accounting policies (continued)

b) Property and equipment and intangible assets

Items of property and equipment are stated at historical cost less accumulated depreciation (see below). Historical cost includes expenditure that is directly attributable to the acquisition of the items.

The assets' residual values and useful economic lives are reviewed, and adjusted if appropriate, at each reporting date. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

When parts of an item of property and equipment have different useful lives, those components are accounted for as separate items of property and equipment.

An intangible asset is an identifiable non-monetary asset without physical substance. An item is identifiable if it is separable or arises from contractual or other legal rights. The initial measurement of an intangible asset depends on whether it has been acquired separately or has been acquired as part of a business combination.

Intangible assets that are acquired by an entity and having finite useful lives are measured at cost less accumulated amortisation and any accumulated impairment losses. Intangible assets acquired as part of a business combination, with an indefinite useful life are measured at fair value. Intangible assets with indefinite useful lives are not amortised but instead are subject to impairment testing at least annually.

Depreciation and amortisation
Assets are depreciated or amortised on a straight-line basis, so as to write off the book value over their estimated useful lives. The estimated useful lives of property and equipment and intangibles are as follows:

Leasehold improvements	to expiration of the lease
Equipment	4-5 years
Vehicles	4 years
Furniture	10 years
Software	5 years
Intellectual property rights	4 years

c) Financial assets and liabilities

i. Recognition and initial measurement
The Group initially recognises loans and advances, deposits, debt securities issued and subordinated liabilities on the date on which they are originated. All other financial instruments (including regular-way purchases and sales of financial assets) are recognised on the trade date, which is the date on which the Group becomes party to the contractual provisions of the instrument.

A financial asset or financial liability is measured initially at fair value plus, for an item not at fair value through profit or loss ("FVTPL"), transaction costs that are directly attributable to its acquisition or issue.

ii. Classification
Financial assets
On initial recognition, a financial asset is classified as measured at: amortised cost, fair value through other comprehensive income ("FVOCI") or FVTPL.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are Solely Payments of Principal and Interest ("SPPI").

A debt instrument is measured at FVOCI only if it meets both of the following conditions and is not designated as FVTPL:

- the asset is held within a business model whose objective is achieved by both 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 SPPI.

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in fair value in OCI. This election is made on an investment-by-investment basis.

All other financial assets are classified as measured at FVTPL. In addition, on initial recognition, the Group 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.

3. Significant accounting policies (continued)

c) Financial assets and liabilities (continued)

ii. Classification (continued)

Business model assessment

The Group makes an assessment of the objective of a business model in which an asset is held at a portfolio level because this best reflects the way the business is managed and information provided to management.

Assessment of whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as profit margin.

In assessing whether the contractual cash flows are SPPI, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition.

Reclassifications

Financial assets are not reclassified subsequent to their initial recognition, except in the period after the Group changes its business model for managing financial assets.

Financial liabilities

The Group classifies its financial liabilities, other than financial guarantees and loan commitments, as measured at amortised cost.

iii. Derecognition

Financial assets

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or when it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

On derecognition of a financial asset, the difference between the carrying amount of the asset (or the carrying amount allocated to the portion of the asset derecognised) and the sum of (i) the consideration received (including any new asset obtained less any new liability assumed) and (ii) any cumulative gain or loss that had been recognised in OCI is recognised in profit or loss.

Financial liabilities

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

iv. Modifications

Financial assets

If the terms of a financial asset are modified, then the Group evaluates whether the cash flows of the modified asset are substantially different. If the cash flows are substantially different, the contractual rights to cash flows from the original financial asset are deemed to have expired. In this case, the original financial asset is derecognised and a new financial asset is recognised at fair value plus any eligible transaction costs.

If the cash flows are modified when the borrower is in financial difficulties, then the objective of the modification is usually to maximise recovery of the original contractual terms rather than to originate a new asset with substantially different terms. If the Group plans to modify a financial asset in a way that would result in forgiveness of cash flows, then it first considers whether a portion of the asset should be written off before the modification takes place. This approach impacts the result of the quantitative evaluation and means that the derecognition criteria are not usually met in such cases.

If the modification of a financial asset measured at amortised cost or FVOCI does not result in derecognition of the financial asset, then the Group first recalculates the gross carrying amount of the financial asset using the original effective interest rate of the asset and recognises the resulting adjustment as a modification gain or loss in profit or loss. Any costs or fees incurred and fees received as part of the modification adjust the gross carrying amount of the modified financial asset and are amortised over the remaining term of the modified financial asset. If such modification is carried out because of financial difficulties of the borrower, then the gain or loss is presented together with impairment losses. In other cases, it is presented as interest income calculated using the effective interest rate method.

The Group derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability derecognised and consideration paid is recognised in profit or loss. Consideration paid includes non-financial assets transferred, if any, and the assumption of liabilities, including the new modified financial liability.

If the modification of a financial liability is not accounted for as derecognition, then the amortised cost of the liability is recalculated by discounting the modified cash flows at the original effective interest rate and the resulting gain or loss is recognised in profit or loss. Any costs and fee incurred are recognised as an adjustment of the carrying amount of the liability and amortised over the remaining term of the modified financial liability by re-computing the effective interest rate on the instrument.

3. Significant accounting policies (continued)

c) Financial assets and liabilities (continued)

Financial liabilities

v. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.
Income and expenses are presented on a net basis only when permitted under IFRS, or for gains and losses arising from a group of similar transactions such as in the Group's trading activity.

vi. Fair value measurement

'Fair value' is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal or, in its absence, the most advantageous market to which the Group has access at the date. The fair value of a liability reflects its non-performance risk.

When one is available, the Group measures the fair value of an instrument using the quoted price in an active market for that instrument. A market is regarded as 'active' if transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

If there is no quoted price in an active market, then the Group uses valuation techniques that maximise the use of relevant observable inputs and minimise the use of unobservable inputs. The chosen valuation technique incorporates all of the factors that market participants would take into account in pricing a transaction.

The best evidence of the fair value of a financial instrument on initial recognition is normally the transaction price – i.e. the fair value of the consideration given or received. If the Group determines that the fair value on initial recognition differs from the transaction price and the fair value is evidenced neither by a quoted price in an active market for an identical asset or liability nor based on a valuation technique for which any unobservable inputs are judged to be insignificant in relation to the measurement, then the financial instrument is initially measured at fair value, adjusted to defer the difference between the fair value on initial recognition and the transaction price. Subsequently, that difference is recognised in profit or loss on an appropriate basis over the life of the instrument but no later than when the valuation is wholly supported by observable market data or the transaction is closed out.

If an asset or a liability measured at fair value has a bid price and an ask price, then the Group measures assets and long positions at a bid price and liabilities and short positions at an ask price.

The fair value of a financial liability with a demand feature (e.g. a demand deposit) is not less than the amount payable on demand, discounted from the first date on which the amount could be required to be paid. The Group recognises transfers between levels of the fair value hierarchy as of the end of the reporting period during which the change has occurred.

vii. Impairment

The Group recognises loss allowances for expected credit losses ("ECL") on the following financial instruments that are not measured at FVTPL:

- financial assets that are debt instruments;
- lease receivables; and
- loan commitments issued.

No impairment loss is recognised on equity investments.

A financial instrument that is not credit-impaired on initial recognition is classified in 'Stage 1' and has its credit risk continuously monitored by the Group.

If a significant increase in credit risk ("SICR") since initial recognition is identified, the financial instrument is moved to 'Stage 2' but is not yet deemed to be credit-impaired.

- A SICR is always deemed to occur when the borrower is 30 days past due on its contractual payments. If the Group becomes aware ahead of this time of non-compliance or financial difficulties of the borrower, such as loss of employment and/or avoiding contact with the Group then a SICR has also deemed to occur.
- A receivable is always deemed to be in default and credit-impaired when the borrower is 90 days past due on its contractual payments or earlier if the Group becomes aware of severe financial difficulties such as bankruptcy, IVA, abscond or disappearance, fraudulent activity and other similar events.

The Group has granted payment holidays to customers with no prior arrears based on individual circumstances. These customers are not able to incur further arrears as no payments are being called whilst they are on the payment holiday. These customers have not been deemed to have a SICR unless the customer is under exceptional financial hardship due to COVID-19.

3. Significant accounting policies (continued)

c) Financial assets and liabilities (continued)

vii. Impairment (continued)

If the financial instrument is credit-impaired, the financial instrument is then moved to 'Stage 3'. Financial instruments in Stage 3 have their ECL measured based on expected credit losses on an undiscounted lifetime basis.

The Group measures loss allowances at an amount equal to lifetime ECL, except for debt investment securities that are determined to have low credit risk at the reporting date for which they are measured as a 12-month ECL. Loss allowances for lease receivables are always measured at an amount equal to lifetime ECL.

12-month ECL are the portion of ECL that result from default events on a financial instrument that are possible within the 12 months after the reporting date. Financial instruments for which a 12-month ECL is recognised are referred to as 'Stage 1 financial instruments'.

Lifetime ECL are the ECL that result from all possible default events over the expected life of a financial instrument. Financial instruments for which a lifetime ECL is recognised but which are not credit-impaired are referred to as 'Stage 2 financial instruments'.

Measurement of ECL
After a detailed review, the Group devised and implemented an impairment methodology in light of the IFRS 9 requirements outlined above noting the following:

- The ECL was derived by reviewing the Group's probability of default and loss given default over the past 9 years by product and geographical segment.
- The Group has assumed that the future economic conditions will broadly mirror the current environment and therefore the forecasted loss levels in the next 3-years will match the Group's experience in recent years.
- For portfolios where the Group has never had a default in its history or has robust credit enhancements such as credit insurance or default indemnities for the entire portfolio, then no IFRS 9 provision is made.
- If the Group holds objective evidence through specifically assessing a credit-impaired receivable and believes it will go on to completely recover the debt due to the collateral held and cooperation with the borrower, then no IFRS 9 provision is made

ECL are probability-weighted estimate of credit losses. They are measured as follows:

- financial assets that are not credit-impaired at the reporting date: as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Group expects to receive);
- financial assets that are credit-impaired at the reporting date: as the difference between the gross carrying amount and the present value of estimated future cash flows; and
- undrawn loan commitments: as the present value of the difference between the contractual cash flows that are due to the Group if the commitment is drawn down and the cash flows that the Group expects to receive.

Credit-impaired financial assets
At each reporting date, the Group assesses whether financial assets carried at amortised cost and debt financial assets carried at FVOCI, and finance lease receivables are credit-impaired (referred to as "Stage 3 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.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or past due event;
- the restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise;
- it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

A loan that has been renegotiated due to a deterioration in the borrower's condition is usually considered to be credit-impaired unless there is evidence that the risk of not receiving contractual cash flows has reduced significantly and there are no other indicators of impairment. In addition, a retail loan that is overdue for 90 days or more is considered credit-impaired even when the regulatory definition of default is different.

In making an assessment of whether an investment in sovereign debt is credit impaired, the Group considers the following factors:
- the market's assessment of creditworthiness as reflected in the bond yields;
- the rating agencies' assessments of creditworthiness;
- the country's ability to access the capital markets for new debt issuance;
- the probability of debt being restructured, resulting in holders suffering losses through voluntary or mandatory debt forgiveness; and
- the international support mechanisms in place to provide the necessary support as 'lender of last resort' to that country, as well as the intention, reflected in public statements, of governments and agencies to use those mechanisms. This includes an assessment of the depth of those mechanisms and, irrespective of the political intent, whether there is the capacity to fulfil the required criteria.

3. Significant accounting policies (continued)

c) Financial assets and liabilities (continued)

vii. Impairment (continued)

Presentation of allowance for ECL in the statement of financial position
Loss allowances for ECL are presented in the statement of financial position as follows:

- financial assets measured at amortised cost: as a deduction from the gross carrying amount of the assets
- loan commitments: generally, as a provision; and
- debt instruments measured at FVOCI: no loss allowance is recognised in the statement of financial position because the carrying amount of these assets is their fair value. However, the loss allowance is disclosed and is recognised in the fair value reserve.

Write-offs
Loans and debt securities are written off when there is no reasonable expectation of recovering a financial asset in its entirety or a portion thereof. This is generally the case when the Group determines that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. This assessment is carried out at the individual asset level.

Recoveries of amounts previously written off are included in ‘impairment losses on financial instruments’ in the statement of profit or loss and OCI. Financial assets that are written off could still be subject to enforcement activities in order to comply with the Group’s procedures for recovery of amounts due.

d) Cash and cash equivalents

For the purpose of the statement of cash flows, cash and cash equivalents comprise cash and deposit balances with an original maturity date of three months or less.

e) Long-term employee benefits

Pension obligations
The Group has pension obligations arising from both defined benefit and defined contribution pension plans.

A defined contribution pension plan is one under which the Group pays fixed contributions into a separate fund and has no legal or constructive obligations to pay further contributions. Defined benefit pension plans define an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and remuneration.

Under the defined benefit pension plan, in accordance with IAS 19 Employee benefits, the full service cost for the period, adjusted for any changes to the plan, is charged to the statement of profit or loss and other comprehensive income. A charge equal to the expected increase in the present value of the plan liabilities, as a result of the plan liabilities being one year closer to settlement, and a credit reflecting the long-term expected return on assets based on the market value of the scheme assets at the beginning of the period, is included in the statement of profit or loss and other comprehensive income.

The statement of financial position records as an asset or liability as appropriate, the difference between the market value of the plan assets and the present value of the accrued plan liabilities. The difference between the expected return on assets and that actually achieved in the period, is recognised in the statement of profit or loss and other comprehensive income in the year in which it arises. The defined benefit pension plan obligation is calculated by independent actuaries using the projected unit credit method and a discount rate based on the yield on high quality rated corporate bonds.

The Group’s defined contribution pension obligations arise from contributions paid to a Group personal pension plan, an ex-gratia pension plan, employee personal pension plans and employee co-operative insurance plans. For these pension plans, the amounts charged to the statement of profit or loss and other comprehensive income represent the contributions payable during the year.

3. Significant accounting policies (continued)

f) Leases

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract coveys the right to control the use of an identified asset for a period of time in exchange for consideration.

i. As a lessee

At commencement or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property the Group has elected not to separate non-lease components and therefore accounts for the lease and non-lease components as a single lease component.

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Group by the end of the lease term or the cost of the right-of-use asset reflects that the Group will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group’s incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

The Group determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and the type of the asset leased.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee; and
- the exercise price under a purchase option that the Group is reasonably certain to exercise, lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group’s estimate of the amount expected to be payable under a residual value guarantee, if the Group changes its assessment of whether it will exercise a purchase, extension or termination option, or if there is a revised in-substance fixed lease payment.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Group presents right-of-use assets that do not meet the definition of investment property in ‘property and equipment’ and lease liabilities in ‘loans and borrowings’ in the statement of financial position.

Short-term leases and leases of low-value assets

The Group has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases, including IT equipment. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

ii. As a lessor

At inception or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices.

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance or an operating lease.

To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As part of this assessment, the Group considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

Finance leases and HP contracts

When assets are subject to a finance lease or HP contract, the present value of the lease payments is recognised as a receivable. The difference between the gross receivable and the present value of the receivable is recognised as unearned finance income. HP and lease income is recognised over the term of the contract or lease reflecting a constant periodic rate of return on the net investment in the contract or lease. Initial direct costs, which may include commissions and legal fees directly attributable to negotiating and arranging the contract or lease, are included in the measurement of the net investment of the contract or lease at inception.

3. Significant accounting policies (continued)

f) Leases (continued)

ii. As a lessor (continued)

Operating leases

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to the statement of profit or loss and other comprehensive income on a straight-line basis over the period of the lease.

g) Current and deferred taxation

Current taxation relates to the estimated corporation tax payable in the current financial year. Deferred taxation is provided in full, using the liability method, on timing differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. Deferred taxation is determined using tax rates (and laws) that have been enacted or substantially enacted by the reporting date and are expected to apply when the related deferred tax is realised. Deferred taxation assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

h) Interest income and expense

Interest income and expense are recognised in the statement of profit or loss and other comprehensive income using the effective interest rate method.

Effective interest rate

The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts of the financial instrument to the net carrying amount of the financial asset or financial liability. The discount period is the expected life or, where appropriate, a shorter period. The calculation includes all amounts receivable or payable by the Group that are an integral part of the overall return, including origination fees, loan incentives, broker fees payable, estimated early repayment charges, balloon payments and all other premiums and discounts. It also includes direct incremental transaction costs related to the acquisition or issue of the financial instrument. The calculation does not consider future credit losses.

Once a financial asset or a group of similar financial assets has been written down as a result of impairment, subsequent interest income continues to be recognised using the original effective interest rate applied to the reduced carrying value of the financial instrument.

i) Fees and commission income

Fees and commission income other than that directly related to loans is recognised over the period for which service has been provided or on completion of an act to which the fees relate.

j) Segmental reporting

A segment is a distinguishable component of the Group that is engaged either in providing products or services ("business segment"), or in providing products or services within a particular economic environment ("geographical segment"), which is subject to risks and rewards that are different from those of other segments. The Group's primary format for segment reporting is based on business segments.

k) Key sources of estimation uncertainty

Management believe that a key area of estimation and uncertainty is in respect of the impairment allowances on loans and advances to customers and goodwill. Loans and advances to customers are evaluated for impairment on a basis described in note 4(a)(i), credit risk. The Group has substantial historical data upon which to base collective estimates for impairment on HP contracts, finance leases, commercial wholesale and personal loans. The accuracy of the impairment allowances depend on how closely the estimated future cash flows mirror actual experience. An impairment review is performed annually for goodwill at different discount rates to allow for any uncertainty.

l) Interests in equity accounted investees

The Group's interests in equity accounted investees comprise interests in an associate.

Associates are those entities in which the Group has significant influence, but not control or joint control, over the financial and operating policies. A joint venture is an arrangement in which the Group has joint control, whereby the Group has rights to the net assets of the arrangement, rather than rights to its assets and obligations for its liabilities.

Interests in associates and joint ventures are accounted for using the equity method. They are initially recognised at cost, which includes transaction costs. Subsequent to initial recognition, the consolidated financial statements include the Group's share of the profit or loss and other comprehensive income of equity accounted investees, until the date on which significant influence or joint control ceases.

4. Risk and capital management

a) Risk management

Introduction and overview

The Bank has exposure to the following risks from its use of financial instruments:

- credit risk;
- liquidity risk;
- operational risk; and
- market risk

This note presents information about the Group's exposure to each of the above risks, the Group's objectives, policies and processes for measuring and managing risk, and the Group's management of capital.

Risk management framework

The Board of Directors ("Board") has overall responsibility for the establishment and oversight of the Group's risk management framework.

The Board has established the Risk Management Committee ("RMCO") which reports to the MFG Group Audit, Risk and Compliance Committee ("ARCC") and is responsible for developing and monitoring Group risk management policies in their specified areas. Operational responsibility for asset and liability management is delegated to Executive Directors and management through the Assets and Liabilities Committee ("ALCO").

The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions. The Group has a disciplined and constructive control environment, in which all employees understand their roles and obligations.

The ARCC is responsible for monitoring compliance with the Group's risk management policies and procedures, and for reviewing the adequacy of the risk management framework in relation to the risks faced by the Group. Internal Audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the ARCC.

i) Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. For risk management reporting purposes, the Group considers and consolidates all elements of credit risk exposure (such as individual obligor default, country and sector risk).

Management of credit risk

The Board has delegated responsibility for the management of credit risk to the Credit Committee ("CC") for loans and ALCO for other assets. The following measures are taken in order to manage the exposure to credit risk:

- explicit credit policies, covering collateral requirements, credit assessment, risk grading and reporting, documentary and legal procedures, and compliance with regulatory and statutory requirements;
- a rigorous authorisation structure for the approval and renewal of credit facilities. Each opportunity is researched for viability, legal/regulatory restriction and risk. If recommended, the proposal is submitted to the Board or the CC. The CC reviews lending assessments in excess of individual credit control or executive discretionary limits;
- reviewing and assessing existing credit risk and collateral. The CC assesses all credit exposures in excess of designated limits, as set out in the underwriting manual;
- limiting concentrations of exposure to counterparties, geographies and industries, and defining sector limits and lending caps;
- limiting the term of exposure to minimise interest rate risk;
- ensuring that appropriate records of all sanctioned facilities are maintained;
- ensuring regular account reviews are carried out for all accounts agreed by the CC; and
- ensuring Board approval is obtained on all decisions of the CC above the limits set out in the Group credit risk policy.

4. Risk and capital management (continued)

a) Risk management (continued)

i) Credit risk (continued)

Management of credit risk (continued)

An analysis of the credit risk on loans and advances to customers is as follows:

	2022				2021			
	Stage 1 £000	Stage 2 £000	Stage 3 £000	Total £000	Stage 1 £000	Stage 2 £000	Stage 3 £000	Total £000
Loans and advances at amortised cost								
Grade A	274,862	-	-	274,862	217,162	-	-	217,162
Grade B	-	4,402	9,347	13,749	-	5,735	5,594	11,329
Grade C	391	-	12,743	13,134	342	541	12,656	13,539
Gross value	275,253	4,402	22,090	301,745	217,504	6,276	18,250	242,030
Allowance for impairment	(303)	(3)	(9,295)	(9,601)	(503)	(124)	(6,980)	(7,607)
Carrying value	274,950	4,399	12,795	292,144	217,001	6,152	11,270	234,423
Overdue status of loans								
Current	270,660	-	-	270,660	214,550	-	-	214,550
Overdue < 30 days	4,593	-	-	4,593	2,954	-	-	2,954
Overdue > 30 days	-	4,402	22,090	26,492	-	6,276	18,250	24,526
Gross value	275,253	4,402	22,090	301,745	217,504	6,276	18,250	242,030

Loans are graded A to C depending on the level of risk. Grade A relates to agreements with the lowest risk, Grade B with medium risk and Grade C relates to agreements with the highest risk.

For Stage 3 loans and advances that are overdue for more than 30 days, the Bank holds collateral with a value of £13,053,000 (2021: £11,625,250) representing security cover of 59% (2021: 64%)

Collateral

The Group holds collateral in the form of the underlying assets (typically private and commercial vehicles and machinery) as security for HP, finance leases, vehicle stocking plans, block discounting, wholesale funding agreements and secured commercial loan balances, which are sub-categories of loans and advances to customers. In addition, the commission share schemes have an element of capital indemnification. In 2022, 61.0% of loans and advances (2021: 76.0%) fell into this category. At the time of granting credit within the sub-categories listed above, the loan balances due are secured over the underlying assets held as collateral (see note 13 for further details). Collateral is valued at the time of borrowing, and generally are not updated except when a loan is individually assessed as impaired.

Concentration of credit risk

Geographical

Lending is restricted to individuals and entities with Isle of Man and UK addresses.

Segmental

The Group is exposed to credit risk with regard to customer loan accounts, comprising HP and finance lease balances, unsecured personal loans, secured commercial loans, block discounting, wholesale and vehicle stocking plan loans. In addition, the Bank lends via significant introducers into the UK. There was one introducer that accounted for more than 5% of the Bank's total lending portfolio at the end of 31 December 2022 (2021: one introducer).

4. Risk and capital management (continued)

a) Risk management

ii) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting financial liability obligations as they fall due.

Management of liquidity risk

The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation. The Group uses various methods, including forecasting of cash positions, to monitor and manage its liquidity risk to avoid undue concentration of funding requirements at any point in time or from any particular source. Maturity mismatches between lending and funding are managed within internal risk policy limits.

Minimum liquidity

The Isle of Man Financial Services Authority ("FSA") requires that the Group should be able to meet its obligations for a period of at least six months. In order to meet this requirement, the Group measures and manages its cash flow commitments, and maintains its liquid balances in a diversified portfolio of short-term bank balances, short-dated UK Government Treasury Bills and Certificates of Deposit.

Bank balances are only held with financial institutions approved by the Board and which meet the requirements of the FSA.

Measurement of liquidity risk

The key measure used by the Group for managing liquidity risk is the assets and liabilities maturity profile.

The following table shows the Group's financial liabilities classified by their earliest possible contractual maturity, on an undiscounted basis including interest due at the end of the deposit term. Based on historical data, the Group's expected actual cash flow from these items vary from this analysis due to the expected re-investment of maturing customer deposits.

Residual contractual maturities of financial liabilities as at the reporting date (consolidated) (undiscounted)

Group 31 December 2022	**Sight to 8 days £000**	**> 8 days to 1 month £000**	**>1 month to 3 months £000**	**>3 months to 6 months £000**	**>6 months to 1 year £000**	**>1 year to 3 years £000**	**>3 years to 5 years £000**	**>5 years £000**	**Total £000**
Deposits from customers	**10,878**	**6,838**	**27,346**	**65,153**	**104,662**	**81,670**	**14,557**	**-**	**311,104**
Other liabilities	**7,791**	**-**	**-**	**-**	**-**	**-**	**-**	**7,450**	**15,241**
Total liabilities	**18,669**	**6,838**	**27,346**	**65,153**	**104,662**	**81,670**	**14,557**	**7,450**	**326,345**

Group 31 December 2021	Sight to 8 days £000	> 8 days to 1 month £000	>1 month to 3 months £000	>3 months to 6 months £000	>6 months to 1 year £000	>1 year to 3 years £000	>3 years to 5 years £000	>5 years £000	Total £000
Deposits from customers	6,864	4,743	18,359	63,733	61,891	88,036	16,738	-	260,364
Other liabilities	4,685	-	-	-	-	-	-	7,450	12,135
Total liabilities	11,549	4,743	18,359	63,733	61,891	88,036	16,738	7,450	272,499

4. Risk and capital management (continued)

a) Risk management (continued)

ii) Liquidity risk (continued)

Maturity of assets and liabilities as at the reporting date (consolidated)

Group 31 December 2022	Sight to 8 days £000	> 8 days to 1 month £000	>1 month to 3 months £000	>3 months to 6 months £000	>6 months to 1 year £000	>1 year to 3 years £000	>3 years to 5 years £000	>5 years £000	Total £000
Assets									
Cash and cash equivalents	14,238	1,989	-	-	-	-	-	-	16,227
Debt securities	3,986	7,987	20,785	7,917	-	-	-	-	40,675
Loans and advances	9,593	10,952	27,167	40,730	47,813	106,755	46,176	2,958	292,144
Other assets	-	-	-	-	-	-	-	4,911	4,911
Total assets	**27,817**	**20,928**	**47,952**	**48,647**	**47,813**	**106,755**	**46,176**	**7,869**	**353,957**
Liabilities									
Deposits from customers	10,878	6,380	26,552	64,251	103,561	78,984	13,593	-	304,199
Other liabilities	7,791	-	-	-	-	-	-	7,450	15,241
Total liabilities	**18,669**	**6,380**	**26,552**	**64,251**	**103,561**	**78,984**	**13,593**	**7,450**	**319,440**

Group 31 December 2021	Sight to 8 days £000	> 8 days to 1 month £000	>1 month to 3 months £000	>3 months to 6 months £000	>6 months to 1 year £000	>1 year to 3 years £000	>3 years to 5 years £000	>5 years £000	Total £000
Assets									
Cash and cash equivalents	17,497	-	-	-	-	-	-	-	17,497
Debt securities	-	5,001	20,994	14,992	-	-	-	-	40,987
Loans and advances	9,271	8,372	12,378	25,458	30,835	99,566	44,081	4,462	234,423
Other assets	-	-	-	-	-	-	-	3,873	3,873
Total assets	26,768	13,373	33,372	40,450	30,835	99,566	44,081	8,335	296,780
Liabilities									
Deposits from customers	6,864	4,285	17,565	62,831	60,790	85,350	15,774	-	253,459
Other liabilities	4,685	-	-	-	-	-	-	7,450	12,135
Total liabilities	11,549	4,285	17,565	62,831	60,790	85,350	15,774	7,450	265,594

iii) Operational risk

Operational risk arises from the potential for inadequate systems including systems' breakdown, errors, poor management, breaches in internal controls, fraud and external events to result in financial loss or reputational damage. Operational risk also occurs when lending through an outsourced partner. The Group manages this risk through appropriate risk controls and loss mitigation actions. These actions include a balance of policies, procedures, internal controls and business continuity arrangements. Operational risk across the Group is analysed and discussed at all Board meetings, with ongoing monitoring of actions arising to address the risks identified.

iv) Market risk

Market risk is the risk that changes in the level of interest rates, changes in the rate of exchange between currencies or changes in the price of securities and other financial contracts including derivatives will have an adverse financial impact. The primary market risk within the Group is interest rate risk exposure. As at 31 December 2022 and 2021, the fair value of the financial instruments as presented in the following interest risk table are considered to be equal to their carrying amounts.

4. Risk and capital management (continued)

a) Risk management (continued)

iv) Market risk (continued)

Interest rate risk arises from the difference between the maturity of capital and interest payable on customer deposit accounts, and the maturity of capital and interest receivable on loans and financing. The differing maturities on these products create interest rate risk exposures due to the imperfect matching of different financial assets and liabilities. The risk is managed on a continuous basis by management and reviewed by the Board. The Group monitors interest rate risk on a monthly basis via the ALCO.

The matching of the maturity interest rates of assets and liabilities is fundamental to the management of the Group. The maturities of assets and liabilities and the ability to replace, at an acceptable cost, interest bearing liabilities as they mature are important factors in assessing the liquidity of the Group and its exposure to changes in interest rates.

Interest risk re-pricing table

The following tables present the interest rate mismatch position between assets and liabilities over the respective maturity dates. The maturity dates are presented on a worst-case basis, with assets being recorded at their latest maturity and customer accounts at the earliest:

Group 31 December 2022	Sight to 1 month £000	>1 month to 3 months £000	>3 months to 6 months £000	>6 months to 1 year £000	>1 year to 3 years £000	>3 years to 5 years £000	> 5 years £000	Non-Interest Bearing £000	Total £000
Assets									
Cash and cash equivalents	16,227	-	-	-	-	-	-	-	16,227
Debt securities	11,973	20,785	7,917	-	-	-	-	-	40,675
Loans and advances	20,545	27,167	40,730	47,813	106,755	46,176	2,958	-	292,144
Other assets	-	-	-	-	-	-	-	4,911	4,911
Total assets	48,745	47,952	48,647	47,813	106,755	46,176	2,958	4,911	353,957
Liabilities and equity									
Deposits from customers	17,258	26,552	64,251	103,561	78,984	13,593	-	-	304,199
Other liabilities	-	-	-	-	-	-	7,450	7,791	15,241
Total capital reserves	-	-	-	-	-	-	-	34,517	34,517
Total liabilities and equity	17,258	26,552	64,251	103,561	78,984	13,593	7,450	42,357	354,006
Interest rate sensitivity gap	31,487	21,400	(15,604)	(55,748)	27,771	32,583	(4,492)	(37,397)	-

Group 31 December 2021	Sight to 1 month £000	>1 month to 3 months £000	>3 months to 6 months £000	>6 months to 1 year £000	>1 year to 3 years £000	>3 years to 5 years £000	> 5 years £000	Non-Interest Bearing £000	Total £000
Assets									
Cash and cash equivalents	17,497	-	-	-	-	-	-	-	17,497
Debt securities	5,001	20,994	14,992	-	-	-	-	-	40,987
Loans and advances	17,643	12,378	25,458	30,835	99,566	44,081	4,462	-	234,423
Other assets	-	-	-	-	-	-	-	3,873	3,873
Total assets	40,141	33,372	40,450	30,835	99,566	44,081	4,462	3,873	296,780
Liabilities and equity									
Deposits from customers	11,149	17,565	62,831	60,790	85,350	15,774	-	-	253,459
Other liabilities	-	-	-	-	-	-	7,450	4,685	12,135
Total capital reserves	-	-	-	-	-	-	-	31,186	31,186
Total liabilities and equity	11,149	17,565	62,831	60,790	85,350	15,774	7,450	35,871	296,780
Interest rate sensitivity gap	28,992	15,807	(22,381)	(29,955)	14,216	28,307	(2,988)	(31,998)	-

4. Risk and capital management (continued)

a) Risk management (continued)

iv) Market risk (continued)

Sensitivity analysis for interest rate risk

The Group monitors the impact of changes in interest rates on the above interest rate mismatch positions using a method consistent with the FSA required reporting standard. The methodology applies weightings to the net interest rate sensitivity gap in order to quantify the impact of an adverse change in interest rates of 2.0% per annum (2021: 2.0%). The following tables set out the estimated total impact of such a change based on the mismatch at the reporting date: -

Group 31 December 2022	Sight to 1 month	>1 month to 3 months	>3 months to 6 months	>6 months to 1 year	>1 year to 3 years	>3 years to 5 years	> 5 years	Non-Interest Bearing	Total
Interest rate sensitivity gap (£000)	**31,487**	**21,400**	**(15,604)**	**(55,748)**	**27,771**	**32,583**	**(4,492)**	**(37,397)**	**-**
Weighting	-	0.003	0.007	0.014	0.027	0.054	0.115	-	-
Cumulative (£000)	**-**	**64**	**(109)**	**(780)**	**750**	**1,759**	**(517)**	**-**	**1,167**

Group 31 December 2021	Sight to 1 month	>1 month to 3 months	>3 months to 6 months	>6 months to 1 year	>1 year to 3 years	>3 years to 5 years	> 5 years	Non-Interest Bearing	Total
Interest rate sensitivity gap (£000)	28,992	15,807	(22,381)	(29,955)	14,216	28,307	(2,988)	(31,998)	-
Weighting	-	0.003	0.007	0.014	0.027	0.054	0.115	-	-
Cumulative (£000)	-	47	(157)	(419)	384	1,529	(344)	-	1,040

b) Classification of financial assets and financial liabilities

The following table provides reconciliation between line items in the statement of financial position and categories of financial instruments.

Group 31 December 2022	Mandatorily at FVTPL £000	Designated as at FVTPL £000	FVOCI - Debt instruments £000	FVOCI - equity instruments £000	Amortised cost £000	Total carrying amount £000
Cash and cash equivalents	-	-	-	-	16,227	16,227
Debt securities	-	-	40,675	-	-	40,675
Loans and advances to customers	-	-	-	-	292,144	292,144
Trade and other receivables	-	-	-	-	1,690	1,690
Amount due from Group undertakings	-	-	-	-	282	282
Total financial assets	-	-	40,675	-	310,343	351,018
Customer accounts	-	-	-	-	304,199	304,199
Creditor and accrued charges	-	-	-	-	5,400	5,400
Amounts due to Group undertakings	-	-	-	-	2,024	2,024
Subordinated loans	-	-	-	-	7,450	7,450
Total financial liabilities	-	-	-	-	319,073	319,073

4. Risk and capital management (continued)

b) Classification of financial assets and financial liabilities (continued)

Group 31 December 2021	Mandatorily at FVTPL £000	Designated as at FVTPL £000	FVOCI - Debt instruments £000	FVOCI - equity instruments £000	Amortised cost £000	Total carrying amount £000
Cash and cash equivalents	-	-	-	-	17,497	17,497
Debt securities	-	-	40,987	-	-	40,987
Loans and advances to customers	-	-	-	-	234,423	234,423
Trade and other receivables	-	-	-	-	665	665
Amounts due from Group undertakings	-	-	-	-	246	246
Total financial assets	-	-	40,987	-	252,831	293,818
Customer accounts	-	-	-	-	253,459	253,459
Creditor and accrued charges	-	-	-	-	3,906	3,906
Amounts due to Group undertakings	-	-	-	-	36	36
Subordinated loans	-	-	-	-	7,450	7,450
Total financial liabilities	-	-	-	-	264,851	264,851

c) Capital management

Regulatory capital

The Group considers capital to comprise share capital, reserves and subordinated loans. Capital is deployed by the Board to meet the commercial objectives of the Group, whilst meeting regulatory requirements. The Group's policy is to maintain a strong capital base so as to maintain investor, creditor, depositor and market confidence and to sustain future development of the business. In implementing current capital requirements, in line with Basel III, the FSA has updated its directions requiring the Group to maintain a prescribed ratio of Common Equity Tier 1 capital ("CET1"), Tier 1 and Total Capital to total risk-weighted assets. This requirement has been adhered to throughout the year. The Group's regulatory capital is analysed into three tiers:

- CET1 capital, which includes ordinary share capital, share premium and retained earnings;
- Tier 1 capital, which is calculated as CET1 capital plus additional Tier 1 capital ("AT1"). AT1 capital is defined as instruments that are not common equity but are eligible to be included in this tier, such as contingent convertible bonds that absorb losses if regulatory capital falls below levels determined by the regulator; and
- Tier 2 capital, which includes collective impairment allowances up to the level set by the FSA and subordinated loan liabilities.

During the year the Group's regulatory capital was analysed in two tiers:

- Tier 1 capital, which includes ordinary share capital, share premium and retained earnings; and
- Tier 2 capital, which includes collective impairment allowances up to the level set by the FSA, subordinated loan liabilities and unrealised gains on financial instruments carried at fair value.

4. Risk and capital management (continued)

c) Capital management (continued)

The Bank's regulatory capital position at 31 December was as follows:

	2022 £000	2021 £000
Tier 1 capital		
Ordinary share capital	**16,500**	15,500
Retained earnings ^	**18,017**	15,663
Deduction for goodwill	**(448)**	(448)
Deduction of parent receivable	**(282)**	(246)
Deduction for intangible assets	**(884)**	(780)
Total Tier 1 capital	**32,903**	29,689
Tier 2 capital		
Subordinated loans	**7,450**	7,450
Collective allowances for impairment	**215**	255
Total Tier 2 capital	**7,665**	7,705
Total regulatory capital	**40,568**	37,394
Total risk-weighted assets	**268,932**	195,453
Risk asset ratio		
Tier 1 capital ratio	**12.2%**	15.2%
Total regulatory capital expressed as a percentage of total risk-weighted assets	**15.1%**	19.1%

^ Retained earnings used in the risk asset ratio calculation can vary from that shown on the statement of financial position due to the classification of certain items within the calculation as prescribed by the FSA. The main adjustment relates to profit for the year which cannot be recognised as capital until the financial statements have been audited unless an interim period is first verified by an external auditor. Another adjustment is that intercompany receivables are deducted from Tier 1 capital.

d) Fair value of financial instruments

The fair values of financial assets and financial liabilities that are traded in active markets are based on quoted market prices or dealer price quotations. For all other financial instruments, the Group determines fair values using other valuation techniques.

For financial instruments that trade infrequently and have little price transparency, fair value is less objective, and requires varying degrees of judgement depending on liquidity, concentration, uncertainty of market factors, pricing assumptions and other risks affecting the specific instrument:

Valuation models

The Group measures fair values using the following fair value hierarchy, which reflects the significance of the inputs used in making the measurements:

- Level 1: inputs that are quoted market prices (unadjusted) in active markets for identical instruments;
- Level 2: inputs other than quoted prices included within Level 1 that are observable either directly (i.e. as prices) or indirectly (i.e. derived from prices). This category includes instruments valued using: quoted market prices in active markets for similar instruments; quoted prices for identical or similar instruments in markets that are considered less than active; or other valuation techniques in which all significant inputs are directly or indirectly observable from market data; and
- Level 3: inputs that are unobservable. This category includes all instruments for which the valuation technique includes inputs not based on observable data and the unobservable inputs have a significant effect on the instrument's valuation. This category includes instruments that are valued based on quoted prices for similar instruments for which significant unobservable adjustments or assumptions are required to reflect differences between the instruments.

4. Risk and capital management (continued)

d) Fair value of financial instruments (continued)

Financial instruments measured at fair value – fair value hierarchy

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

Group	Carrying Amount	Fair value			
31 December 2022	Total £000	Level 1 £000	Level 2 £000	Level 3 £000	Total £000
Financial assets measured at fair value					
Government bonds	40,675	-	40,675	-	40,675
	40,675	-	40,675	-	40,675
Financial assets not measured at fair value					
Cash and cash equivalents	16,227	-	-	-	-
Loans and advances to customers	292,144	-	-	-	-
Trade and other receivables	1,690	-	-	-	-
Amounts due from Group undertakings	282	-	-	-	-
	310,343	-	-	-	-
Financial liabilities not measured at fair value					
Customer accounts	304,199	-	-	-	-
Amounts due to Group undertakings	2,024	-	-	-	-
Subordinated loan	7,450	-	-	-	-
Creditors and accruals	5,400	-	-	-	-
	319,073	-	-	-	-

Group	Carrying Amount	Fair value			
31 December 2021	Total £000	Level 1 £000	Level 2 £000	Level 3 £000	Total £000
Financial assets measured at fair value	40,987	-	40,987	-	40,987
Government bonds	40,987	-	40,987	-	40,987
Financial assets not measured at fair value					
Cash and cash equivalents	17,497	-	-	-	-
Loans and advances to customers	234,423	-	-	-	-
Amounts due from Group undertakings	246				
Trade and other receivables	665	-	-	-	-
	252,831	-	-	-	-
Financial liabilities not measured at fair value					
Customer accounts	253,459	-	-	-	-
Amounts due to Group undertakings	36	-	-	-	-
Subordinated loan	7,450	-	-	-	-
Creditors and accruals	3,906	-	-	-	-
	264,851	-	-	-	-

4. Risk and capital management (continued)

d) Fair value of financial instruments (continued)

Financial instruments measured at fair value

Where available, the fair value of loans and advances is based on observable market transactions. Where observable market transactions are not available, fair value is estimated using valuation models, such as discounted cash flow techniques. Input into the valuation techniques includes expected lifetime credit losses, interest rates, prepayment rates and primary origination or secondary market spreads. For collateral-dependent impaired loans, the fair value is measured based on the value of the underlying collateral. Input into the models may include data from third party brokers based on over the counter trading activity, and information obtained from other market participants, which includes observed primary and secondary transactions.

5. Segmental analysis

Segmental information is presented in respect of the Group's business segments. The Board consider that the Group currently operates in one geographic segment, comprising of the Isle of Man and UK. The primary format, business segments, is based on the Group's management and internal reporting structure. The Board consider that the Group operates in one product orientated segment (2021: one segment): Asset and Personal Finance (including provision of HP contracts, finance leases, personal loans, commercial loans, government backed loans, wholesale and block discounting).

For the year ended 31 December 2022	**Asset and Personal Finance £000**
Net interest income	**18,529**
Operating income	**15,870**
Provision for impairment	**(3,400)**
Profit before tax	**2,069**
Capital expenditure	**989**
Total assets	**354,006**
Total liabilities	**319,489**

For the year ended 31 December 2021	Asset and Personal Finance £000
Net interest income	16,564
Operating income	14,067
Provision for impairment	(4,288)
Profit before tax	1,051
Capital expenditure	1,526
Total assets	296,780
Total liabilities	265,594

6. Interest income

	Group		Bank	
	2022 £000	2021 £000	**2022 £000**	2021 £000
Interest income				
Loans and advances to customers	**25,273**	21,098	**25,250**	20,716
Total interest income calculated using the effective interest method	**25,273**	21,098	**25,250**	20,716
Operating lease income	**33**	943	**33**	943
Total interest income	**25,306**	22,041	**25,283**	21,659

7. Impairment of loans and advances to customers

The credit in respect of allowances for impairment comprises, excluding loss allowances on financial assets managed on a collective basis:

	Group		Bank	
	2022 £000	2021 £000	**2022 £000**	2021 £000
Impairment allowances made	**7,052**	5,385	**7,052**	5,385
Reversal of allowances previously made	**(3,612)**	(1,055)	**(3,612)**	(1,055)
Total credit for allowances for impairment	**3,440**	4,330	**3,440**	4,330

The charge in respect of allowances for impairment comprises on financial assets managed on a collective basis comprises:

	Group		Bank	
	2022 £000	2021 £000	**2022 £000**	2021 £000
Collective impairment allowances made	**244**	77	**244**	77
Release of allowances previously made	**(284)**	(119)	**(284)**	(119)
Total (credit) / charge for allowances for impairment on financial assets managed on a collect basis	**(40)**	(42)	**(40)**	(42)
Total charge for allowances for impairment	**3,400**	4,288	**3,400**	4,288

8. Profit before taxation

The profit before tax for the year is stated after charging:

		Group		Bank	
		2022 £000	2021 £000	**2022 £000**	2021 £000
Directors' fees		**58**	28	**58**	28
Directors' remuneration		**732**	623	**732**	623
Directors' pensions		**59**	48	**59**	48
Directors' performance related pay		**86**	108	**86**	108
Auditor's remuneration	as Auditor current year	**89**	200	**89**	200
	non-audit services	**11**	2	**11**	2
Pension cost defined contribution scheme		**14**	13	**14**	13
Operating lease rentals for property		**-**	23	**-**	23

9. Income tax

	Group		Company	
	2022	2021	**2022**	2021
	£000	£000	**£000**	£000
Current tax expense				
Current year	**202**	134	**145**	-
Changes to estimates for prior years	**-**	35	**-**	(50)
	202	169	**145**	(50)
Deferred tax expense				
Origination and reversal of temporary differences	**74**	(69)	**72**	(63)
	74	(69)	**72**	(63)
Total tax expense / (recovery)	**276**	100	**217**	(113)

Group		**2022**		2021
		£000		£000
Reconciliation of effective tax rate				
Profit before tax on continuing operations		**2,069**		1,051
Tax using the Bank's domestic tax rate	**10.0%**	**207**	10.0%	105
Effect of tax rates in foreign jurisdictions	**1.4%**	**29**	9.4%	99
Tax reliefs	**0.0%**	**-**	(6.6%)	(69)
Changes to estimates for prior years	**1.9%**	**40**	(3.3%)	(35)
Total tax expense	**13.3%**	**276**	9.5%	100

Bank		**2022**		2021
		£000		£000
Reconciliation of effective tax rate				
Profit before tax on continuing operations		**1,777**		994
Tax using the Bank's domestic tax rate	**10.0%**	**178**	10.0%	99
Tax exempt income	**0.0%**	**-**	(10.0%)	(99)
Tax reliefs	**0.0%**	**-**	(6.3%)	(63)
Changes to estimates for prior years	**2.2%**	**39**	(5.0%)	(50)
Total tax expense / (recovery)	**11.6%**	**217**	(11.3%)	(113)

The main rate of corporation tax in the Isle of Man is 0.0% (2021: 0.0%), however the profits of the Group's Isle of Man banking activities are taxed at 10.0% (2021: 10.0%). The profits of the Group's subsidiaries that are subject to UK corporation tax are taxed at a rate of 19.0% (2021: 19.0%).

The value of temporary differences recognised as a deferred tax liability for the Group is £130,000 (2021: £56,000) and £128,000 (2021: £56,000) for the Bank.

10. Cash and cash equivalents

	Group		Bank	
	2022	2021	**2022**	2021
	£000	£000	**£000**	£000
Cash at bank and in hand	**14,234**	17,497	**13,093**	17,187
Fixed deposits (less than 90 days)	**1,993**	-	**1,993**	-
	16,227	17,497	**15,086**	17,187

Cash at bank includes an amount of £56,000 (2021: £120,000) representing receipts which are in the course of transmission.

11. Debt securities

	Group		Bank	
	2022	2021	**2022**	2021
	£000	£000	**£000**	£000
Financial assets at FVOCI:				
UK Government Treasury Bills	**40,675**	40,987	**40,675**	40,987
	40,675	40,987	**40,675**	40,987

Debt securities are stated at fair value and unrealised changes in the fair value are reflected in equity. There were £298,000 of realised gains (2021: £1,000 realised losses) and £131,000 of unrealised gains (2021: £18,000 unrealised losses) during the year.

12. Loans and advances to customers

	2022			2021		
Group	**Gross Amount £000**	**Impairment Allowance £000**	**Carrying Value £000**	Gross Amount £000	Impairment Allowance £000	Carrying Value £000
HP balances	**87,140**	**(4,091)**	**83,049**	65,651	(2,995)	62,656
Finance lease balances	**21,513**	**(3,782)**	**17,731**	28,131	(3,317)	24,814
Unsecured personal loans	**42,602**	**(662)**	**41,940**	31,267	(537)	30,730
Vehicle stocking plans	**1,918**	**-**	**1,918**	1,675	-	1,675
Wholesale funding arrangements	**30,904**	**-**	**30,904**	25,645	-	25,645
Block discounting	**46,294**	**-**	**46,294**	16,465	-	16,465
Secured commercial loans	**12,753**	**(595)**	**12,158**	11,099	(519)	10,580
Secured personal loans	**1,867**	**(90)**	**1,777**	1,739	-	1,739
Government backed loans	**56,754**	**(381)**	**56,373**	60,358	(239)	60,119
	301,745	**(9,601)**	**292,144**	242,030	(7,607)	234,423

12. Loans and advances to customers (continued)

Bank	2022 Gross Amount £000	2022 Impairment Allowance £000	2022 Carrying Value £000	2021 Gross Amount £000	2021 Impairment Allowance £000	2021 Carrying Value £000
HP balances	**87,140**	**(4,091)**	**83,049**	65,651	(2,995)	62,656
Finance lease balances	**21,513**	**(3,782)**	**17,731**	28,131	(3,317)	24,814
Unsecured personal loans	**42,602**	**(662)**	**41,940**	31,267	(537)	30,730
Vehicle stocking plans	**1,918**	**-**	**1,918**	1,675	-	1,675
Wholesale funding arrangements	**30,899**	**-**	**30,899**	25,727	-	25,727
Block discounting	**46,294**	**-**	**46,294**	16,465	-	16,465
Secured commercial loans	**12,753**	**(595)**	**12,158**	11,099	(519)	10,580
Secured personal loans	**1,867**	**(90)**	**1,777**	1,739	-	1,739
Government backed loans	**56,754**	**(381)**	**56,373**	60,358	(239)	60,119
	301,740	**(9,601)**	**292,139**	242,112	(7,607)	234,505

Collateral is held in the form of underlying assets for HP, finance leases, vehicle stocking plans, block discounting, secured commercial and personal loans, government backed lending, blocked discounting and wholesale funding arrangements.

	Group		Bank	
Allowance for impairment	**2022 £000**	2021 £000	**2022 £000**	2021 £000
Balance at 1 January	**7,352**	6,824	**7,352**	6,824
Allowance for impairment made	**7,052**	5,385	**7,052**	5,385
Release of allowances previously made	**(3,612)**	(1,055)	**(3,612)**	(1,055)
Write-offs	**(1,406)**	(3,802)	**(1,406)**	(3,802)
Balance at 31 December	**9,386**	7,352	**9,386**	7,352

	Group		Bank	
Collective allowance for impairment	**2022 £000**	2021 £000	**2022 £000**	2021 £000
Balance at 1 January	**255**	297	**255**	297
Collective allowance for impairment made	**244**	77	**244**	77
Release of allowances previously made	**(284)**	(119)	**(284)**	(119)
Balance at 31 December	**215**	255	**215**	255
Total allowances for impairment	**9,601**	7,607	**9,601**	7,607

Advances on preferential terms are available to all Executive Directors, management and staff. As at 31 December 2022, £1,152,609 (2021: £1,028,858) had been lent on this basis. In the Group's ordinary course of business, advances may be made to MFG Shareholders but all such advances are made on normal commercial terms.

As detailed below, at the end of the current financial year 15 loan exposures exceeded 10.0% of the capital base of the Bank and Group, (2021: 6 loan exposures):

	Outstanding Balance		Facility Limit
Exposure	**2022 £000**	2021 £000	**2022 £000**
Block discounting facility	**46,294**	16,465	**75,844**
Wholesale funding agreement	**30,904**	25,645	**38,612**

12. Loans and advances to customers (continued)

HP and finance lease receivables

Loans and advances to customers include the following HP and finance lease receivables:

	Group		Bank	
	2022 £000	2021 £000	**2022 £000**	2021 £000
Less than one year	**51,368**	34,833	**51,368**	34,833
Between one and five years	**57,285**	58,949	**57,285**	58,949
Gross investment in HP and finance lease receivables	**108,653**	93,782	**108,653**	93,782

The investment in HP and finance lease receivables net of unearned income comprises:

	Group		Bank	
	2022 £000	2021 £000	**2022 £000**	2021 £000
Less than one year	**47,646**	32,495	**47,646**	32,495
Between one and five years	**53,134**	54,994	**53,134**	54,994
Net investment in HP and finance lease receivables	**100,780**	87,489	**100,780**	87,489

13. Trade and other receivables

	Group		Bank	
	2022 £000	2021 £000	**2022 £000**	2021 £000
Prepayments and other debtors	**1,690**	665	**1,576**	705
	1,690	665	**1,576**	705

In the prior year, the VAT claim was settled in full and the Bank received £699,000. An additional recovery of £113,000 over and above the carrying amount recognised at 2021 year end has been recognised in profit and loss.

14. Property and equipment

Group	Leasehold improvements £000	IT equipment £000	Furniture and equipment £000	Vehicles £000	Right-of-use assets £000	Total £000
Cost						
As at 1 January 2022	**269**	**282**	**92**	**711**	**1,020**	**2,374**
Additions	**64**	**62**	**53**	**-**	**378**	**557**
Disposals	**-**	**-**	**-**	**(671)**	**-**	**(671)**
As at 31 December 2022	**333**	**344**	**145**	**40**	**1,398**	**2,260**
Accumulated depreciation						
As at 1 January 2022	**191**	**195**	**37**	**193**	**24**	**640**
Charge for the year	**16**	**49**	**15**	**24**	**99**	**203**
Eliminated on disposals	**-**	**-**	**-**	**(190)**	**-**	**(190)**
As at 31 December 2022	**207**	**244**	**52**	**27**	**123**	**653**
Carrying value at 31 December 2022	**126**	**100**	**93**	**13**	**1,275**	**1,607**
Carrying value at 31 December 2021	78	87	55	518	996	1,734

Included in vehicles depreciation charge for the year is depreciation on leasing assets of £16,000 (2021: £269,000).

14. Property and equipment (continued)

Bank	Leasehold Improvements £000	IT Equipment £000	Furniture and equipment £000	Vehicles £000	Right-of-use assets £000	Total £000
Cost						
As at 1 January 2022	269	225	92	711	1,020	2,317
Additions	2	51	8	-	-	61
Disposals	-	-	-	(671)	-	(671)
As at 31 December 2022	271	276	100	40	1,020	1,707
Accumulated depreciation						
As at 1 January 2021	191	169	37	193	24	614
Charge for the year	12	32	13	24	93	174
Eliminated on disposals	-	-	-	(190)	-	(190)
As at 31 December 2022	203	201	50	27	117	598
Carrying value at 31 December 2022	68	75	50	13	903	1,109
Carrying value at 31 December 2021	78	56	55	518	996	1,703

Included in vehicles depreciation charge for the year is depreciation on leasing assets of £16,000 (2021: £269,000).

15. Intangible assets

Group	Intellectual property rights £000	IT software £000	Total £000
Cost			
As at 1 January 2022	373	1,654	2,027
Acquisition of subsidiary	-	-	-
Additions	424	8	432
Disposals	-	-	-
As at 31 December 2022	797	1,662	2,459
Accumulated amortisation			
As at 1 January 2022	95	1,152	1,247
Charge for year	110	218	328
As at 31 December 2022	205	1,370	1,575
Carrying value at 31 December 2022	592	292	884
Carrying value at 31 December 2021	278	502	780

Bank	Intellectual property rights £000	IT software £000	Total £000
Cost			
As at 1 January 2021	324	1,607	1,931
Additions	407	8	415
Disposals	-	-	-
As at 31 December 2022	731	1,615	2,346
Accumulated amortisation			
As at 1 January 2022	76	1,125	1,201
Charge for year	94	209	303
As at 31 December 2022	170	1,334	1,504
Carrying value at 31 December 2022	561	281	842
Carrying value at 31 December 2021	248	482	730

16. Investment in Group undertakings

The Bank has the following investments:

Name	Nature of business	31 December 2021 Holding %	Date and place of incorporation	Cost of investment 2022 £	Cost of investment 2021 £
Conister Finance & Leasing Ltd	Consumer finance	**100.0**	26.2.1996#	**1**	1
Conister Legal Management Services Limited	Litigation finance	**100.0**	13.2.2004#	**1**	1
Manx Financial Limited	Asset finance	**100.0**	10.12.1999#	**1,001,000**	1,001,000
Commercial Finance Limited	Dissolved	**100.0**	2.4.1969#	**-**	-
Transbank Card Services Limited	Dormant	**100.0**	12.6.2007^	**1**	1
Transbank Limited	Dormant	**100.0**	31.1.2006#	**1**	1
Waltons Finance Limited	Dissolved	**100.0**	26.2.1996#	**-**	-
Total investment at cost				**1,001,004**	1,001,004

Incorporated within the Isle of Man.
^ Incorporated within the United Kingdom.

In 2021 Commercial Finance Limited and Waltons Finance Limited were dissolved. The Companies returned their capital of £10,000 and £1 respectively with their remaining net asset balance paid as a dividend of £576,983 and £284,339 respectively.

Amounts due from and to Group Companies

Amounts due from and to Group companies comprise loans which are unsecured, interest-free and repayable on demand.

Impairment of intercompany balances

No impairment was made in the current year (2021: £nil) against intercompany balances receivable.

Investment in associate undertakings

In 2021, the Company's 40% shareholding in The Business Lensing Exchange Limited was revalued prior to being disposed of to a fellow group subsidiary Manx Ventures Limited at fair value on 28 June 2021. A gain on disposal of £623k was recognised within the statement of profit or loss and other comprehensive income.

Prior to the disposal, the Group's share in the associate's total comprehensive income during the year was £58k.

17. Goodwill

	Group		Bank	
	2022 £000	2021 £000	**2022 £000**	2021 £000
Acquisition of Manx Collections Limited ("MCL") loan book	**348**	348	**348**	348
Acquisition adjustment MCL	**211**	211	**211**	211
Impairment MCL	**(111)**	(111)	**(111)**	(111)
	448	448	**448**	448

Goodwill impairment

The goodwill is considered to have an indefinite life and is reviewed on an annual basis by comparing its estimated recoverable amount with its carrying value. The key assumptions used in the estimation of the recoverable amount are set out in this note. The recoverable amount of the CGU was based on the value in use. The values assigned to key assumptions represents management's assessment of future trends in the relevant industries and have been based on historical data from both external and internal sources.

The estimated recoverable amount in relation to the goodwill generated on the purchase of MCL is based on a 3 year interest income forecast, extrapolated to 10 years using a 2.0% annual increment, and then discounted using a 14.2% discount factor (2021: 12.0% discount factor). The sensitivity of the analysis was tested using additional discount factors of 11.0% and 20.0% on varying sales volumes. On the basis of the above reviews no impairment to goodwill has been made in the current year (2021: none).

18. Deposits from customers

	Group		Bank	
	2022	2021	**2022**	2021
	£000	£000	**£000**	£000
Retail customers	**291,238**	242,788	**291,238**	242,788
Corporate customers	**12,961**	10,671	**12,961**	10,671
	304,199	253,459	**304,199**	253,459

19. Creditors and accrued charges

	Group		Bank	
	2022	2021	**2022**	2021
	£000	£000	**£000**	£000
Commission creditors	**2,121**	1,579	**2,121**	1,579
Lease liability	**1,286**	976	**905**	976
Other creditors and accruals	**1,993**	1,351	**1,311**	1,246
	5,400	3,906	**4,337**	3,801

20. Subordinated loans

MFG has issued the following subordinated loans to the Bank:

Group and Bank				
Creation	Maturity	Interest rate % pa.	**2022 £000**	2021 £000
22 July 2013	22 July 2033	7.0	**1,000**	1,000
25 October 2013	25 October 2033	7.0	**1,000**	1,000
11 February 2014	11 February 2034	7.0	**500**	500
27 May 2014	27 May 2034	7.0	**500**	500
9 July 2014	9 July 2034	7.0	**500**	500
17 September 2014	17 September 2034	7.0	**400**	400
23 September 2016	23 September 2036	7.0	**1,100**	1,100
12 May 2017	12 May 2037	7.0	**450**	450
24 May 2018	24 May 2038	7.0	**2,000**	2,000
			7,450	7,450

21. Pension liability

The Conister Trust Pension and Life Assurance Scheme ("Scheme") operated by the Bank is a funded defined benefit arrangement which provides retirement benefits based on final pensionable salary. The Scheme is closed to new entrants and the last active member of the Scheme left pensionable service in 2011.

The Scheme is approved in the Isle of Man by the Assessor of Income Tax under the Income Tax (Retirement Benefit Schemes) Act 1978 and must comply with the relevant legislation. In addition, it is registered as an authorised scheme with the FSA in the Isle of Man under the Retirement Benefits Scheme Act 2000. The Scheme is subject to regulation by the FSA but there is no minimum funding regime in the Isle of Man.

The Scheme is governed by two corporate trustees, Conister Bank Limited and Boal & Co (Pensions) Limited. The trustees are responsible for the Scheme's investment policy and for the exercise of discretionary powers in respect of the Scheme's benefits.

The rules of the Scheme state: "*Each Employer shall pay such sums in each Scheme Year as are estimated to be required to provide the benefits of the Scheme in respect of the Members in its employ.*"

21. Pension liability (continued)

Exposure to risk

The Bank is exposed to the risk that additional contributions will be required in order to fund the Scheme as a result of poor experience. Some of the key factors that could lead to shortfalls are: -

- investment performance – the return achieved on the Scheme's assets may be lower than expected; and
- mortality – members could live longer than foreseen. This would mean that benefits are paid for longer than expected, increasing the value of the related liabilities.

In order to assess the sensitivity of the Scheme's pension liability to these risks, sensitivity analyses have been carried out. Each sensitivity analysis is based on changing one of the assumptions used in the calculations, with no change in the other assumptions. The same method has been applied as was used to calculate the original pension liability and the results are presented in comparison to that liability. It should be noted that in practice it is unlikely that one assumption will change without a movement in the other assumptions; there may also be some correlation between some of these assumptions. It should also be noted that the value placed on the liabilities does not change on a straight line basis when one of the assumptions is changed. For example, a 2.0% change in an assumption will not necessarily produce twice the effect on the liabilities of a 1.0% change.

No changes have been made to the method or to the assumptions stress-tested for these sensitivity analyses compared to the previous period. The investment strategy of the Scheme has been set with regard to the liability profile of the Scheme. However, there are no explicit asset-liability matching strategies in place.

Restriction of assets

No adjustments have been made to the balance sheet items as a result of the requirements of IFRIC 14 issued by International Accounting Standards Board's International Financial Reporting Interpretations Committee.

Scheme amendments

There have not been any past service costs or settlements in the financial year ending 31 December 2022 (2021: none).

Funding policy

The funding method employed to calculate the value of previously accrued benefits is the Projected Unit Method. Following the cessation of accrual of benefits when the last active member left service in 2011, regular future service contributions to the Scheme are no longer required. However, additional contributions will still be required to cover any shortfalls that might arise following each funding valuation.

The most recent full actuarial valuation was carried out at 31 December 2022, which showed that the market value of the Scheme's assets was £1,289,000 representing 84.5% of the benefits that had accrued to members, after allowing for expected future increases in earnings. As required by IAS 19 this valuation has been updated by the actuary as at 31 December 2022.

The amounts recognised in the consolidated statement of financial position are as follows:

Total underfunding in funded plans recognised as a liability	2022 £000	2021 £000
Fair value of plan assets	**1,289**	1,543
Present value of funded obligations	**(1,526)**	(2,230)
	(237)	(687)

Movement in the liability for defined benefit obligations	2022 £000	2021 £000
Opening defined benefit obligations at 1 January	**2,230**	2,350
Benefits paid by the plan	**(75)**	(74)
Interest on obligations	**44**	32
Actuarial loss	**(673)**	(78)
Liability for defined benefit obligations at 31 December	**1,526**	2,230

21. Pension liability (continued)

Movement in plan assets	2022 £000	2021 £000
Opening fair value of plan assets at 1 January	1,543	1,406
Expected return on assets	30	19
Contribution by employer	57	98
Actuarial (loss)/ gain	(266)	94
Benefits paid	(75)	(74)
Closing fair value of plan assets at 31 December	1,289	1,543

Expense recognised in statement of profit or loss and other comprehensive income	2022 £000	2021 £000
Interest on obligation	44	32
Interest on plan assets	(30)	(19)
Total included in personnel costs	14	13
Actual return on plan assets	(236)	113

Actuarial gain recognised in statement of other comprehensive income	2022 £000	2021 £000
Actuarial (loss) / gain on plan assets	(266)	94
Actuarial gain on defined benefit obligations	673	78
	407	172

Plan assets consist of the following	2022 %	2021 %
Equity securities	61	52
Corporate bonds	13	26
Government bonds	21	17
Cash	2	2
Other	3	3
	100	100

The actuarial assumptions used to calculate scheme liabilities under IAS 19 are as follows:

	2022 %	2021 %	2020 %
Rate of increase in pension in payment:			
- service up to 5 April 1997	-	-	-
- service from 6 April 1997 to 13 September 2005	3.1	3.4	2.9
- service from 14 September 2005	2.1	2.2	2.1
Rate of increase in deferred pensions	5.0	5.0	5.0
Discount rate applied to scheme liabilities	5.0	1.7	1.8
Inflation	3.2	3.5	3.0

The assumptions used by the actuary are best estimates chosen from a range of possible assumptions, which due to the timescale covered, may not necessarily be borne out in practice.

22. Called up share capital

Authorised: Ordinary shares of 25p each	Number	£000
As at 31 December 2022	**100,000,000**	**25,000**
As at 31 December 2021	100,000,000	25,000

Issued and fully paid: Ordinary shares of 25p each	Number	£000
As at 31 December 2022	**66,000,000**	**16,500**
As at 31 December 2021	62,000,000	15,500

23. Analysis of changes in financing during the year

	Group		Bank	
	2022 £000	2021 £000	**2022 £000**	2021 £000
Opening balance	**22,950**	22,950	**22,950**	22,950
Issue of shares	**1,000**	-	**1,000**	-
Closing balance	**23,950**	22,950	**23,950**	22,950

The closing balance is represented by £16,500,000 share capital (2021: £15,500,000) and £7,450,000 subordinated loans (2021: £7,450,000).

24. Regulator

The Group is licensed to undertake banking activities by the FSA. In addition, the Group is regulated by the Financial Conduct Authority in the United Kingdom for credit and brokerage related activities.

25. Related party transactions

Edgewater Associates Limited (“EWA), Ninkasi Rentals & Finance Limited (“NRFL”) and Payment Assist Limited (“PAL”) are all wholly owned subsidiaries of Manx Financial Group PLC (“MFG”).

Cash deposits
During the year, the Bank held cash on deposit on behalf of Jim Mellon (Executive Chairman of MFG). Total deposits amounted to £94,475 (2021: £507,908), at normal commercial interest rates in accordance with the standard rates offered by the Bank.

Staff and commercial loans
Details of staff loans are given in note 13 to the Financial Statements.

Commercial loans have been made to Salutem SL Bidco I Ltd, connected to Ian Morley. As at 31 December 2022, there was £1,228,334 of capital and interest outstanding (2021: £945,625).

Intercompany recharges
Various intercompany recharges are made during the course of the year as a result of the Bank settling debts in other Group companies. Edgewater Associates Limited (“EWA”) provides services to the Bank in arranging its insurance and defined contribution pension arrangements.

Loan advance to EWA
On 14 December 2016, a loan advance was made to EWA by the Bank in order to provide the finance required to acquire MBL. The advance was for £700,000 at an interest rate of 8% per annum repayable over 6 years. A negative pledge was given by EWA to not encumber any property or assets or enter into an arrangement to borrow any further monies. The balance as at 31 December 2022 was £nil (2021: £142,093).

Loan advance to BLX
A total £6,534,340 loan facility is available to BLX to provide the finance required to expand its operations. The facility is for 12 months, followed by a 3-year amortisation period. Interest is charged at commercial rates. At 31 December 2022, £5,326,053 (2021: £5,506,255) had been advanced to BLX.

25. Related party transactions (continued)

Loan advance to Ninkasi Rentals & Finance Limited ("NRFL")
A total £4,443,040 loan facility is available to NRFL to provide the finance required to expand its operations. The facility is for 12 months, followed by a 2 year amortisation period. Interest is charged at commercial rates. At 31 December 2022, £4,443,040 (2021: £4,443,040) had been advanced to NRFL.

Loan advance to Payitmonthly Limited ("PIM")
A total £1,500,000 loan facility is available to PIM to provide the finance required to expand its operations. The facility is for 12 months, followed by a 1 year amortisation period. Interest is charged at commercial rates. At 31 December 2022, £1,240,855 (2021: £1,125,602) had been advanced to PIM.

Loan advance to Rivers Finance Group PLC ("RFG")
A total £3,825,000 loan facility is available to RFG to provide the finance required to expand its operations. The facility is for 12 months, followed by a 2 year amortisation period. Interest is charged at commercial rates. At 31 December 2022, £2,737,759 (2021: £1,341,261) had been advanced to RFG.

As part of a finance arrangement between the Bank and Rivers Finance Group Plc ("RFG"), Manx Ventures Limited ("MVL") (a related entity) acquired a 10% shareholding in RFG.

Loan advance to Payment Assist Limited ("PAL")
An Integrated Wholesale Finance Agreement ("IWFA") facility of £26,396,770 and a Block facility of £7,634,414 loan facility is available to PAL to provide the finance required to expand its operations. At 31 December 2022, £24,677,535 and £5,674,067 had been advanced to PAL under the IWFA and Block facility respectively.

Key management personnel remuneration including Executive Directors

	2022 £000	2021 £000
Short-term employee benefits	**402**	507

26. Leases

The Group leases the head office building in the Isle of Man. The lease typically run for a period of 10 years with an option to renew the lease after that date. Lease payments are renegotiated every 10 years to reflect market rentals.

The Group leases an office unit in the United Kingdom and IT equipment with contract terms of 2 to 3 years. These leases are short-term and/or leases of low-value items. The Group has elected not to recognise right-of-use assets and lease liabilities for these leases.

Information about leases for which the Group is a lessee is presented below.

i. Right-of-use assets
Right-of-use assets related to leased properties that do not meet the definition of investment property are presented as property and equipment.

Group	Land and buildings £000	Total £000
Cost		
As at 1 January 2022	**1,020**	**1,020**
Additions	**378**	**378**
Disposals	**-**	**-**
As at 31 December 2022	**1,398**	**1,398**
Accumulated depreciation		
As at 1 January 2022	**24**	**24**
Charge for the year	**99**	**99**
Eliminated on disposals	**-**	**-**
As at 31 December 2022	**123**	**123**
Carrying value at 31 December 2022	**1,275**	**1,275**
Carrying value at 31 December 2021	996	996

26. Leases (continued)

ii. Amounts recognised in profit or loss

	2022 £000	2021 £000
Interest on lease liabilities	**56**	42
Depreciation expense	**99**	101
Expenses relating to short-term leases and low-value assets	**-**	23

iii Amounts recognised in statement of cash flows

	2022 £000	2021 £000
Total cash outflow for leases	**68**	102

iv. Non-cancellable operating lease rentals are payable in respect of property as follows:

	2022 £000	2021 £000
Less than one year	**-**	14
Between one and five years	**-**	11
Over five years	**-**	-
Total operating lease rentals payable	**-**	25

27. Subsequent events

There were no significant subsequent events that occurred after the year ended 31 December 2022.