

Remuneration APS330  
Dnister Ukrainian Credit Co-operative Ltd



## Detailed Capital Disclosure

### Common Equity Tier 1: instruments & reserves

		30 Jun 2019
1	Directly issued qualifying ordinary shares	
2	Retained Earnings including current year earnings	\$ 11,780,672
3	Accumulated other comprehensive income (and other reserves)	\$ 9,496,345
4	<i>Directly issued capital subject to phase out from CET1</i>	
5	Ordinary share capital issued by subsidiaries and held by third parties	
6	<b>Common Equity Tier 1 capital before regulatory adjustments</b>	<b>\$ 21,277,017</b>
<b>Common Equity Tier 1 capital: regulatory adjustments</b>		
7	Prudential valuation adjustments	
8	Goodwill (net of related tax)	
9	Other intangibles other than mortgage servicing rights (net of related tax)	
10	Deferred tax assets that rely on future profitability excluding those arising from temporary differences (net of related tax)	
11	Cash-flow hedge reserve	
12	Shortfall of provisions to expected losses	
13	Securitisation gain on sale	
14	Gains and losses due to changes in own credit risk on fair valued liabilities	
15	Defined benefits superannuation fund net assets	
16	Investment in own shares	
17	Reciprocal cross-holdings in common equity	
18	Investments in the capital banking, financial and insurance entities that are outside the scope of regulatory consolidation, net of eligible short positions, where the ADI does not own more than 10% of the issued share capital	\$ 391,946
19	Significant investments in the ordinary shares of banking, financial and insurance entities that are outside the scope of regulatory consolidation, net of eligible short positions	
20	Mortgage service rights (amount above 10% threshold)	
21	Deferred tax assets arising from temporary differences (amount above 10% threshold, net of related tax)	
22	Amount exceeding the 15% threshold	
23	of which: significant investments in the ordinary shares of financial entities	
24	of which: mortgage servicing rights	
25	of which: deferred tax assets arising from temporary differences	
26	National specific regulatory adjustment	
26a	of which: treasury shares	
26b	of which: offset to dividends declared under a dividend reinvestment plan (DRP), to the extent that the dividends are used to purchase new ordinary shares issued by the ADI	
26c	of which: deferred fee income	
26d	of which: equity investments in financial institutions not reported in rows 18,19 and 23	
26e	of which: deferred tax assets not reported in rows 10, 21 and 25	
26f	of which: capitalised expenses	\$ 554,345
26g	of which: investments in commercial (non-financial) entities that are deducted under APRA prudential requirements	
26h	of which: covered bonds in excess of asset cover in pools	
26i	of which: undercapitalisation of a non-consolidated subsidiary	
26j	of which: other national specific regulatory adjustments not reported in rows 26a to 26i	

27	Regulatory adjustments applied to Common Equity Tier 1 due to insufficient Additional Tier 1 and Tier 2 to cover deductions		
28	<b>Total regulatory adjustments to Common Equity Tier 1</b>	\$	946,291
29	<b>Common Equity Tier 1 Capital (CET1)</b>	\$	20,330,726
	<b>Additional Tier 1 Capital Instruments</b>		
30	Directly issued qualifying Additional Tier 1 Instruments		
31	of which: classified equity under applicable accounting standards		
32	of which: classified as liabilities under applicable accounting standards		
33	Directly issued capital instruments subject to phase out from Additional Tier 1		
34	Additional Tier 1 instruments issued by subsidiaries and held by third parties		
35	of which: instruments issued by subsidiaries subject to phase out		
36	<b>Additional Tier 1 Capital before regulatory adjustments</b>	\$	-
	<b>Additional Tier 1 Capital: regulatory adjustments</b>		
37	Investments in own Additional Tier 1 instruments		
38	Reciprocal cross-holding in Additional Tier 1 instruments		
39	Investments in the capital of banking, financial and insurance entities that are outside the scope of regulatory consolidation, net of eligible short positions, where the ADI does not own more than 10% of the issued share capital (amount above 10% threshold)		
40	Significant investments in the capital of banking, financial and insurance entities that are outside the scope of regulatory consolidation, net of eligible short positions		
41	National specific regulatory adjustments		
41a	of which: holdings of capital instruments in group members by other group members on behalf of third parties		
41b	of which: investments in the capital of financial institutions that are outside the regulatory consolidations not reported in rows 39 and 40		
41c	of which: other national specific regulatory adjustments not reported in rows 41a and 41b		
42	Regulatory adjustments applied to Additional Tier 1 due to insufficient Tier 2 to covered deductions		
43	<b>Total regulatory adjustments to Additional Tier 1 Capital</b>	\$	-
44	<b>Additional Tier 1 capital (AT1)</b>	\$	-
45	<b>Tier 1 Capital (T1=CET1+AT1)</b>	\$	20,330,726
	<b>Tier 2 Capital: instruments and provisions</b>		
46	Directly issued qualifying Tier 2 Instruments		
47	Directly issued capital instruments subject to phase out from Tier 2		
48	Tier 2 instruments (and CET1 and AT1 instruments not included in row 5 or 34) issued by subsidiaries and held by third parties		
49	of which: instruments issued by subsidiaries subject to phase out		
50	<b>Provisions</b>	\$	733,141
51	<b>Tier 2 Capital before regulatory adjustments</b>	\$	733,141
52	Investments in own Tier 2 instruments		
53	Reciprocal cross-holdings in Tier 2 instruments		
54	Investments in the Tier 2 banking, financial and insurance entities that are outside the scope of regulatory consolidation, net of eligible short positions, where the ADI does not own more than 10% of the issue shared capital		
55	Significant investments in the Tier 2 capital of banking, finance and insurance entities that are outside the scope of regulatory consolidation, net of eligible short positions		
56	National specific regulatory adjustments		
56a	of which: holdings of capital instruments in group members by other group members on behalf of third parties		
56b	of which: investments in the capital of financial institutions that are outside the scope of regulatory consolidations not reported in rows 54 and 55		

56c	of which: other national specific regulatory adjustments not reported in rows 56a and 56b	
57	<b>Total regulatory adjustments to Tier 2 capital</b>	\$ -
58	<b>Tier 2 capital (T2)</b>	\$ 733,141
59	<b>Total capital (TC=T1+T2)</b>	\$ 21,063,867
60	<b>Total risk weighted assets based on APRA standards</b>	\$ 92,666,491
	<b>Capital ratios and buffers</b>	
61	Common Equity Tier 1 (as a percentage of risk weighted assets)	21.94%
62	Tier 1 (as a percentage of risk weighted assets)	21.94%
63	Total Capital (as a percentage of risk weighted assets)	22.73%
64	Institution - specific buffer requirements	7.00%
65	of which: capital conservation buffer	2.5%
66	of which: ADI- specific countercyclical buffer requirements	0%
67	of which: G-SIB buffer requirement	N/A
68	Common Equity Tier 1 available to meet buffers (as a percentage of risk-weighted assets)	12.44%
	<b>National minima (if different from Basel III)</b>	
69	National Common Equity Tier 1 minimum ratio	
70	National Tier 1 minimum ratio	
71	National total capital minimum ratio	
	<b>Amount below thresholds for deductions (not risk weighted)</b>	
72	Non-significant investments in the capital of other financial entities	
73	Significant investments in the capital of other financial entities	
74	Mortgage servicing rights (net of related tax liabilities)	
75	Deferred tax assets arising from temporary differences	
	<b>Applicable caps on the inclusion of provisions in Tier 2</b>	
76	Provisions eligible for inclusion in Tier 2 in respect of exposures subject to standardised approach	
77	Cap on inclusion of provisions in Tier 2 under standardised approach	
78	Provisions eligible for inclusion in Tier 2 in respect of exposures subject to internal ratings-based approach	
79	Cap for inclusion of provisions in Tier 2 under ratings-based approach	
	<b>Capital instruments subject to phase out arrangements (only applicable between 1 Jan 2018 and 1 Jan 2022)</b>	
80	Current cap on CET1 instruments subject to phase out arrangements	
81	<i>Amount excluded from CET1 due to cap</i>	
82	<i>Current cap on AT1 instruments subject to phase out arrangements</i>	
83	<i>Amount excluded from AT1 due to cap</i>	
84	<i>Current cap on T2 instruments subject to phase out arrangements</i>	
85	<i>Amount excluded from T2 due to cap</i>	

## Regulatory Balance Sheet

	30 Jun 19
	\$'000
<b>ASSETS</b>	
Cash and cash equivalents	7,937
Loans and advances to members	135,071
Investment properties	3,454
Property, plant and equipment	11,113
Intangible assets	560
Deferred tax assets	130
Other investments	20
Other assets	162
<b>Total Assets</b>	<b>186,427</b>
<b>LIABILITIES AND EQUITY</b>	
Member deposits	154,954
Wholesale borrowings	2,000
Current tax liabilities	63
Deferred tax liabilities	1,580
Other liabilities	3,173
Provisions - Employees	357
<b>Total Liabilities</b>	<b>162,138</b>
Retained earnings	11,781
Credit loss reserve	712
Bond premium reserve	207
Business combination reserve	4,436
Asset revaluation reserve	7,154
Total Equity	24,290
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>186,427</b>
<b>Reconciliation between Detailed Capital &amp; Regulatory Balance Sheet</b>	
	<b>30 Jun 19</b>
<b>Deferred Tax Assets</b>	
Deferred Tax Assets per Balance Sheet	130
Less deferred tax liability per Balance Sheet	(1,580)
<b>Net Deferred Tax Assets</b>	<b>(1,450)</b>

## Dnister Ukrainian Credit Co-operative Capital Adequacy Calculation

<b>Capital Adequacy</b>	<b>31 Mar 19</b>	<b>30 Jun 19</b>
Total Risk Weighted Assets for Credit Risk	\$ 81,755,111	\$ 80,447,765
Total Risk Weighted Assets for Market Risk	\$ -	\$ -
Total Risk Weighted Assets for Operational Risk	\$ 11,925,732	\$ 12,218,725
Total Risk Weighted Assets	\$ 93,680,844	\$ 92,666,491
Common Equity Tier 1 Ratio	21.06%	21.94%
Tier 1 Ratio	21.06%	21.94%
<b>Total Capital Adequacy Ratio</b>	<b>21.82%</b>	<b>22.73%</b>

Dnister Ukrainian Credit Co-operative  
 Capital Adequacy Calculation  
 For the period ending 30 Jun 2019

Risk Exposure	Gross Credit Exposure	Average Gross Exposure for this period	Risk Weighted Amounts	Specific Provision	Impaired Assets	Past Due Facilities	Bad Debts Written Off
Cash and Liquid Assets	\$ 34,661,786	\$ 37,042,522	\$ 11,832,004				
Loans and Advances							
- Secured by Eligible Mortgage	\$ 130,319,112	\$ 125,609,179	\$ 46,253,020	\$ 6,141	\$ -	\$ 957,230	
- Other Loans and Advances	\$ 3,548,965	\$ 4,282,218	\$ 3,548,965	\$ 672	\$ 6,929		\$ -
Direct Credit Substitutes							
Other Commitments							
Plant & Equipment	\$ 1,117,256	\$ 1,033,446	\$ 1,117,256				
Other Investments	\$ 14,000,000	\$ 14,000,000	\$ 14,000,000				
Other Assets	\$ 1,189,368	\$ 862,823	\$ 1,189,368				
<b>Totals</b>	<b>\$ 180,836,487</b>	<b>\$ 182,830,187</b>	<b>\$ 77,490,613</b>	<b>\$ 6,813</b>	<b>\$ 6,929</b>	<b>\$ 957,230</b>	<b>\$ -</b>

General Reserve for Credit Losses	\$	<b>729,673</b>
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Dnister Ukrainian Credit Co-operative  
 Capital Adequacy Calculation  
 For the period ending 31 Mar 2019

Risk Exposure	Gross Credit Exposure	Average Gross Exposure for this period	Risk Weighted Amounts	Specific Provision	Impaired Assets	Past Due Facilities	Bad Debts Written Off
Cash and Liquid Assets	\$ 39,423,257	\$ 39,811,994	\$ 15,776,481				
Loans and Advances							
- Secured by Eligible Mortgage	\$ 120,899,247	\$ 118,703,857	\$ 42,674,875	\$ 26,665	\$ -	\$ 507,075	
- Other Loans and Advances	\$ 5,105,471	\$ 5,057,833	\$ 5,015,471	\$ 914	\$ 55,613		\$ 18,394
Direct Credit Substitutes							
Other Commitments							
Plant & Equipment	\$ 949,636	\$ 8865,941	\$ 949,636				
Other Investments	\$ 14,000,000	\$ 14,000,000	\$ 14,000,000				
Other Assets	\$ 536,277	\$ 543,898	\$ 536,277				
<b>Totals</b>	<b>\$ 180,823,888</b>	<b>\$ 178,983,522</b>	<b>\$ 78,952,739</b>	<b>\$ 26,579</b>	<b>\$ 986</b>	<b>\$ 507,075</b>	<b>\$ 18,394</b>

General Reserve for Credit Losses	\$	<b>711,804</b>
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## Remuneration APS330

The Remuneration Committee which sits within the Corporate Governance Committee is responsible for overseeing remuneration. This includes conducting regular reviews of, and making recommendations to the Board on, the Remuneration Policy; making annual recommendations to the Board on the remuneration of the Chief Executive Officer, direct reports of the Chief Executive Officer, other persons whose activities may, in the Remuneration Committee's opinion, affect the financial soundness of the regulated institution and any other person specified by APRA; and making annual recommendations to the Board on the remuneration of the categories of persons covered by the Remuneration policy. The Remuneration Committee operates in accordance with its written Corporate Governance Charter that outlines the Committee's roles, responsibilities and terms of operation.

The members of the Remuneration Committee during the year to 30 June 2019 were:

Jul 17 – Jun 18	Jul 18 – Jun 19
David Hassett	David Hassett
Walentyn Mykytenko	Walentyn Mykytenko
Marko Misko	Andrew Pavuk
Michael Kornitschuk	

The Remuneration Committee meets at least twice a year and as required. The number of meetings during the year and the Committee members' attendance record is disclosed in the table of quantitative disclosure.

During the year, the Remuneration Committee did not engage an external consultant to review and provide advice on the variable remuneration structure for material risk takers

Dnister Ukrainian Credit Co-operative's Remuneration Policy was reviewed during the year by the Remuneration Committee and approved by the Board and effective June 2019. There were no significant changes.

The Remuneration Policy applies to all employees of Dnister Ukrainian Credit Co-operative Limited.

The Remuneration Committee has reviewed the risks and remuneration structures and considers the following employees material risk takers and senior managers in accordance with CPS510:

Type of Employee	Number
<b>Senior Managers</b>	
Managers including functions of operational, finance, compliance and lending.	5
<b>Material Risk Takers</b>	
Persons subject to significant bonus or performance based remuneration and whose activities, individually or collectively, may affect the financial soundness of the regulated institution.	Nil

The Remuneration Policy is considered an important component to recruit and retain those who have the necessary skills for the effective and prudent operation and are committed to making a long-term career with Dnister Ukrainian Credit Co-operative Ltd. The Remuneration Policy is designed to ensure:

- Alignment of Dnister Ukrainian Credit Co-operative's interest with those of its employees and members
- Dnister Ukrainian Credit Co-operative's long-term financial soundness; and
- Support of an effective risk management framework

As detailed in the Remuneration Policy, the structure of the remuneration arrangements comprises the following:

- Fixed Component
- Variable Component

## Fixed Component

Fixed component consists of salary, fees, and FBT charges related to applicable employee benefits including motor vehicles, leave entitlements and employer contributions to superannuation funds.

Compensation levels are reviewed annually by the Remuneration Committee through a process that considers individual and the overall performance of the Dnister Ukrainian Credit Co-operative Limited.

## Variable Component

Employees have opportunities to participate in variable pay arrangements. Discretionary variable pay is dependent on the achievement of financial objectives as set by Senior Management, outlined in the Budget and approved by the Board.

The variable component is differentiated by performance. With consideration for the expected value of Awards, the performance related elements of pay make up a small proportion of the total remuneration for mid management, whilst maintaining an appropriate balance between fixed and variable elements. The Chief Executive Officer and Executive Management bonus structure is defined in the Remuneration Policy. Remuneration is structured to provide an opportunity for compensation for higher levels of performance and achievement.

The Remuneration Policy allows for performance pay adjustment as a result of adverse unexpected consequences and payment deferral if outcomes cannot yet be reliably measured.

## Risk and Compliance Staff

The performance and remuneration of risk and compliance staff is assessed according to objectives specific to the roles they undertake. These roles are remunerated with a fixed salary which is reviewed and benchmarked against the industry and internally to ensure that it is set at an appropriate level.

Dnister Ukrainian Credit Co-operative has developed a risk management framework which describes the type of risks it is prepared to take in executing its strategic plan. However, Dnister Ukrainian Credit Co-operative Limited does not have a direct link from this risk management framework to the attainment of variable remuneration.

Walentyn Mykytenko replaced Andrew Pavuk as a member of the Risk Committee in November 2018.

The members of the Risk Committee during the year to 30 June 2019 are:

Director	Meetings Held	Meeting Attended
Bohdan Wojewidka	11	11
Michael Kornitschuk	11	8
Andrew Pavuk	3	3
Michael Kwas	11	11

Remuneration of the Remuneration Committee	2019
Remuneration Committee does not receive additional remuneration to their annual Directors remuneration.	\$NIL

The table below presents the number of employees who received variable remuneration, guaranteed bonuses, sign-on awards or termination payments during the financial year:

Variable remuneration, guaranteed bonuses, sign on award and termination payment	2019	
	No of employees	Total (\$)
Variable remuneration award – discretionary bonus	0	-
Guaranteed Bonus	0	-
Sign-On Award	0	-
Termination Payments	0	-
<b>Total</b>	<b>0</b>	<b>-</b>

The table below presents total value of remuneration awards for senior managers till Jun 2019:

Total value of remuneration awards for the current financial year	Unrestricted	Deferred	Total
	\$	\$	\$
Fixed Remuneration			
Cash-based	\$677,888	-	\$677,888
Shares and share linked instruments	-	-	-
Other	-	-	-
	<b>\$677,888</b>	<b>-</b>	<b>\$677,888</b>
Variable remuneration			
Cash-based	-	-	-
Shares and share linked instruments	-	-	-
Other	-	-	-
	<b>\$677,888</b>	<b>-</b>	<b>\$677,888</b>