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# CANADIAN TIRE BANK

BASEL PILLAR 3 DISCLOSURES

December 31, 2015

(unaudited)

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# CANADIAN TIRE BANK

## BASEL PILLAR 3 DISCLOSURES

December 31, 2015

### 1. SCOPE OF APPLICATION

#### *Basis of preparation*

This document represents the Basel Pillar 3 disclosures for Canadian Tire Bank ("the Bank") and is unaudited. The Basel Pillar 3 disclosures included herein are made solely to meet the Office of the Superintendent of Financial Institutions Canada ("OSFI") November 2007 requirements regarding the Basel Committee on Banking Supervisions update on "Basel II: International Convergence of Capital Measurement and Capital Standards: A Revised Framework – Comprehensive Version," and "Basel III: A Global Regulatory Framework for More Resilient Banks and Banking Systems". The amounts disclosed in the tables below are the balance sheet carrying amounts included in the consolidated financial statements of the Bank prepared in accordance with International Financial Reporting Standards ("IFRS") and using the accounting policies described therein. The amounts are presented on an all-in basis, unless otherwise disclosed.

The Basel III capital adequacy framework prescribed by OSFI is applied to the consolidated operations of the Bank, which include the Bank and a structured entity, Glacier Credit Card Trust ("GCCT"). The Bank is a wholly owned subsidiary of CTFS Holdings Limited. Canadian Tire Financial Services Limited ("CTFS") owns 80% of the common shares of CTFS Holdings Limited and CTFS is a wholly owned subsidiary of Canadian Tire Corporation Limited ("CTC").

The Bank engages mainly in the business of originating, financing and managing credit card and other loans receivable and accepting deposits in high-interest savings accounts, including tax free accounts and guaranteed investment certificates. In addition, the Bank processes credit card transactions in respect of purchases made in Canadian Tire associate stores and petroleum outlets and markets a variety of financial and insurance products to Canadian Tire customers.

#### *Transferability of capital*

The Bank's capital is funded by its own capital issuance and profit retention. As part of its capital management process, the Bank seeks to maintain a prudent level of capital that supports its planned business growth and regulatory requirements.

### 2. CAPITAL STRUCTURE

OSFI's regulatory capital guidelines under Basel III allow for two tiers of capital. Common Equity Tier 1 ("CET1") capital includes common shares, retained earnings and accumulated other comprehensive income, less regulatory adjustments including items risk weighted at 0% which are deducted from capital. The Bank currently does not hold any additional Tier 1 or Tier 2 capital instruments. Therefore, the Bank's CET1 is equal to its Tier 1 and Total regulatory capital.

#### *CET1, Tier 1 and Total regulatory capital*

(CDN dollars in millions)	2015	2014
Share capital <sup>1</sup>	\$ 431.6	\$ 431.6
Retained earnings	429.2	387.6
Accumulated other comprehensive income	(6.3)	1.0
Regulatory adjustments	(10.5)	(13.5)
CET1, Tier 1 and Total regulatory capital	\$ 844.0	\$ 806.7

<sup>1</sup> Share capital consists of 278,154,250 (2014 - 278,154,250) issued common shares, without par value.

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### **3. CAPITAL ADEQUACY**

The Bank manages its capital under guidelines established by OSFI. The regulatory capital guidelines measure capital in relation to credit, market and operational risks. The Bank has various capital policies, procedures and controls, including an Internal Capital Adequacy Assessment Process ("ICAAP"), which it utilizes to achieve its goals and objectives. The Bank's objectives include:

- Providing sufficient capital to maintain the confidence of investors and depositors;
- Being an appropriately capitalized institution, as measured internally, defined by regulatory authorities and compared with the Bank's peers.

Risk-weighted assets ("RWA") includes a credit risk component for all on-balance sheet assets weighted for the risk inherent in each type of asset and off-balance sheet financial instruments, an operational risk component based on a percentage of average risk-weighted revenues, and a market risk component for assets held in the trading book. Under IFRS, strictly for the purpose of calculating RWA, securitization transactions are considered off-balance sheet transactions and therefore securitization assets are not included in the RWA calculation. Assets are included in the trading book when they are held either with trading intent or to hedge other elements in the trading book.

The Bank uses the standardized approach for credit risk for all on-balance sheet portfolios, the current exposure method for off-balance sheet financial instruments, the basic indicator approach for all components of operational risk, and the standardized approach for market risk. The Bank is not required to hold any capital in relation to market risk as the Bank does not have assets classified as held for trade.

*RWA*

(CDN dollars in millions)	2015		2014	
RWA				
Credit risk	\$	3,380.3	\$	3,194.0
Operational risk		1,576.0		1,434.1
Market risk		-		-
Total	\$	4,956.3	\$	4,628.1

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*Leverage ratio*

In October 2014, OFSI issued the “Leverage Requirements Guideline” with an effective date of January 1, 2015. This guideline replaced the Assets-to-Capital Multiple (ACM). The leverage ratio provides an overall measure of the adequacy of an institution’s capital and is defined as the all-in Tier 1 capital divided by the leverage ratio exposure. The leverage ratio exposure is the sum of on-balance sheet exposures, derivatives exposures, securities financing transactions exposures, and off-balance sheet items.

*Leverage ratio exposure*

(CDN dollars in millions)	2015
Total consolidated assets	\$ 5,349.1
Deductions:	
Intangible assets	(16.4)
Net assets	5,332.7
Other exposures:	
Potential Future Exposure (PFE) of derivative amounts	3.8
Unused credit limits	934.7
Total leverage ratio exposure	\$ 6,271.2

*CET1, Tier 1 and total capital ratios, leverage ratio, and assets-to-capital multiple*

	2015	2014
CET1, Tier 1 and total regulatory capital ratio <sup>1</sup>	17.0%	17.4%
Leverage ratio <sup>2</sup>	13.5%	N/A
Assets-to-capital multiple <sup>3</sup>	N/A	6.6

<sup>1</sup> CET1, Tier 1 and total capital ratio is calculated as regulatory capital divided by RWA.

<sup>2</sup> The leverage ratio is calculated as the Tier 1 capital divided by the leverage ratio exposure.

<sup>3</sup> The assets-to-capital multiple is calculated as total assets divided by regulatory capital.

The Bank’s ratios are above internal minimum targets for CET1, Tier 1 and total capital ratios and the leverage ratio. The Bank’s internal minimum and maximum targets are determined by its ICAAP.

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**4. CREDIT RISK: GENERAL DISCLOSURES**

Credit risk is the risk of financial loss resulting from the failure of a debtor, for any reason, to fully honour its financial contractual obligations to the Bank. This is the most significant risk exposure faced by the Bank and arises principally from the Bank's loans receivable.

*Objectives, policies and processes*

The objective of the Bank's credit risk management program is to manage its risk within an appropriate tolerance and to maximize the overall return on the risks taken.

The Bank's Credit Risk Management Policy establishes how the Bank manages credit risks incurred through its business activities. The Board of Directors has overall responsibility for the Credit Risk Management Policy by ensuring that management has a framework and policies, processes and procedures in place to manage credit risks and that the overall credit risk policies are complied with at the business transaction level. The Bank's Credit Risk Management Policy is comprised of the following categories:

- Approval Authorities
- Risk Tolerance Limits
- Credit Risk Identification
- Credit Granting and Collection
- Impaired Loans and Write-offs

*Concentrations of credit risk*

Concentrations of credit risk exist if a number of customers are engaged in similar activities, are located in the same geographic region or have similar economic characteristics such that their ability to meet contractual obligations could be similarly affected by changes in economic, political or other conditions. Concentrations of credit risk indicate a related sensitivity of the Bank's performance to developments affecting a particular counterparty, industry or geographic location. The Bank uses sophisticated credit scoring models, monitoring technology and collection modeling techniques to implement and manage strategies, policies and limits that are designed to control risk. Loans receivable are generated by a large and geographically dispersed group of customers primarily within Canada. Current credit exposure is limited to the loss that would be incurred if all of the Bank's counterparties were to default at the same time.

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**4. CREDIT RISK: GENERAL DISCLOSURES (continued)**

*Risk measurement*

The Bank maintains comprehensive procedures and information systems to effectively monitor and control the characteristics and quality of its credit portfolio. To ensure the Bank's credit granting, documentation and collection processes are followed correctly, the Bank maintains the following:

- A credit rating system that defines risk-rating criteria and rates all credits individually according to those criteria
- Portfolio characteristic monitoring
- Credit review processes
- Independent inspections of its credit portfolio to ensure compliance

*Credit risk by exposure type*

(CDN dollars in millions)	2015	2014
Investment securities		
Government debt securities	\$ 373.1	\$ 381.3
Bank and corporate debt securities	27.0	13.6
Loans receivable <sup>1</sup>	2,759.7	3,015.4
Net securitization exposures	96.3	67.3
Property and equipment	22.5	15.4
Intangible assets	16.4	13.5
Derivative instruments	4.3	1.8
Deferred tax assets	15.7	16.1
Other	35.6	30.9
<b>Total</b>	<b>\$ 3,350.6</b>	<b>\$ 3,555.3</b>

<sup>1</sup> Net loans receivable after securitization

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**4. CREDIT RISK: GENERAL DISCLOSURES (continued)**

*Credit risk by contractual maturity*

(CDN dollars in millions)	As at December 31, 2015					Total
	Less than 3 months	3 months to 1 year	1 to 2 years	2 to 5 years	>5 years	
Investment securities						
Government debt securities	\$ 373.1	\$ -	\$ -	\$ -	\$ -	\$ 373.1
Bank and corporate debt securities	27.0	-	-	-	-	27.0
Loans receivable <sup>1</sup>	4,844.0	-	-	-	-	4,844.0
Total	\$ 5,244.1	\$ -	\$ -	\$ -	\$ -	\$ 5,244.1

<sup>1</sup> Net loans receivable before securitization

*Impaired loans*

A loan is considered past due when a customer has not made the indicated payment by the contractual due date. The following table presents the carrying value of loans that are past due but not classified as impaired. Credit card loans are considered impaired and are written off when a payment is 180 days in arrears. No collateral is held against loans receivable.

*Past due loans*

(CDN dollars in millions)	As at December 31, 2015		Total
	31-90 days	> 90 days	
Loans receivable	\$ 84.1	\$ 62.7	\$ 146.8

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**4. CREDIT RISK: GENERAL DISCLOSURES (continued)**

*Allowance for credit losses*

Losses for impaired loans are recognized when there is objective evidence that the impairment of the loans has occurred. Impairment allowances are calculated on individual loans and on groups of loans assessed collectively. Impairment losses are recorded as charges to net income. The carrying amount of loans receivable on the consolidated statement of financial position is reduced through the use of its impairment allowance accounts. Losses expected from future events are not recognized.

The Bank considers evidence of impairment for loans receivable at both a specific asset and collective level. All individually significant loans receivable are assessed for specific impairment. All individually significant loans receivable found not to be specifically impaired are then collectively assessed for any impairment that has been incurred but not yet identified. Loans receivable that are not individually significant are collectively assessed for impairment by grouping together loans receivable with similar risk characteristics.

The Bank uses a roll rate methodology. This methodology employs statistical analysis of historical data and experience of delinquency and default to estimate the amount of loans that will eventually be written off as a result of events occurring before the reporting date, with certain adjustments for other relevant circumstances influencing the recoverability of the loans receivable. The estimated loss is the difference between the present value of the expected future cash flows, discounted at the original effective interest rate of the portfolio and the carrying amount of the portfolio. Default rates, loss rates and the expected timing of future cash recoveries are regularly benchmarked against actual outcomes to ensure that they remain appropriate.

*Allowance for credit losses*

(CDN dollars in millions)	2015	2014
Allowance for credit losses, beginning of year	\$ 113.2	\$ 121.4
Net impairment for credit losses	297.1	274.7
Net impairment for fraud losses	4.9	5.0
Recoveries	65.8	59.8
Write-offs	(369.5)	(347.7)
Allowance for credit losses, end of year	\$ 111.5	\$ 113.2



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**5. CREDIT RISK: DISCLOSURES FOR PORTFOLIOS SUBJECT TO THE STANDARDIZED APPROACH**

The Bank uses Dominion Bond Rating Service and Standard & Poor's Investors Service for determining credit ratings. Investment securities consist of bank, corporate and government debt securities. Investment securities have risk-weightings from 0% to 100% based on their credit rating. Loans receivable primarily consist of credit card loans and have a risk-weighting of 75%. Net securitization exposures are risk-weighted at 1250%. Deferred tax assets are risk-weighted at 250%. Property and equipment are risk-weighted at 100%. Intangible assets consist of software which is deducted from capital and is risk-weighted at 0%. Derivative instruments consist of the positive replacement cost of on-balance sheet foreign exchange and interest rate derivatives and are risk weighted at 100%. All other assets are risk-weighted at 0% to 100% according to their counterparty. Off-balance sheet financial instruments consist of foreign exchange and interest rate derivatives and are risk weighted from 20% to 100% according to their counterparty of their credit equivalent amount, which is determined by multiplying the notional amount by a credit conversion factor.

*Risk-weighted assets by exposure type*

(CDN dollars in millions)	Risk Weighting	2015	2014
<b>On-balance sheet assets</b>			
Government debt securities	0%	\$ -	\$ -
Bank and corporate debt securities	20% - 100%	5.4	2.7
Loans receivables	75%	2,069.8	2,261.6
Net securitization exposures	1250%	1,204.1	841.2
Property and equipment	100%	22.5	15.4
Intangible assets	0%	-	-
Derivative instruments	100%	4.3	1.8
Deferred tax assets	250%	39.3	40.2
Other	0% - 100%	33.5	30.8
<b>Total on-balance sheet assets</b>		<b>\$ 3,378.9</b>	<b>\$ 3,193.7</b>
<b>Off-balance sheet financial instruments - foreign exchange derivatives</b>			
Notional amount of foreign exchange derivatives < 1 year		\$ 36.5	\$ 33.2
Notional amount of foreign exchange derivatives > 1 year		9.6	-
<b>Total notional amount</b>		<b>46.1</b>	<b>33.2</b>
Credit conversion (1%)		0.3	0.3
Credit conversion (5%)		0.5	-
Risk weight	100%	\$ 0.8	\$ 0.3
<b>Off-balance sheet financial instruments - interest rate derivatives</b>			
Notional amount of interest rate derivatives < 1 year		\$ -	\$ -
Notional amount of interest rate derivatives > 1 year		600.0	-
<b>Total notional amount</b>		<b>600.0</b>	<b>-</b>
Credit conversion (0%)		-	-
Credit conversion (0.5%)		3.0	-
Risk weight	20%	\$ 0.6	\$ -
<b>Total off-balance sheet financial instruments</b>		<b>\$ 1.4</b>	<b>\$ 0.3</b>
<b>Total RWA for credit risk</b>		<b>\$ 3,380.3</b>	<b>\$ 3,194.0</b>

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**6. CREDIT RISK: DISCLOSURES FOR PORTFOLIOS SUBJECT TO THE INTERNAL RATINGS-BASED APPROACH**

The Bank does not have any portfolios subject to the Internal Ratings-Based Approach ("IRB").

**7. CREDIT RISK MITIGATION**

Loans receivable consist of credit card and other loans receivable. The loans are unsecured and are not guaranteed. Investment securities are subject to the policies, procedures and controls as described in Note 8.

**8. COUNTERPARTY CREDIT RISK**

The Bank's Credit Risk Management and Securities and Derivatives Policies establish how the Bank manages counterparty credit risks incurred through its business activities. The Board of Directors has overall responsibility for the Credit Risk Management and Securities and Derivatives Policies by ensuring that management has a framework and policies, processes and procedures in place to manage counterparty credit risks and that the overall counterparty credit risk policies are complied with at the business transaction level. The Bank is committed to ensuring the preservation of capital and maintaining adequate liquidity to meet cash flow requirements. The Bank does not invest or enter into derivative transactions for speculative purposes. Counterparty credit risk will be minimized by:

- Setting minimum acceptable credit ratings for investments
- Setting maximum group limits for related issuers
- Limiting investments to higher credit quality fixed income securities with a maximum maturity of five years
- Diversifying the portfolio so that potential losses on individual securities are minimized

*Counterparty credit risk exposure*

(CDN dollars in millions)	2015	2014
On-balance sheet exposure		
Government debt securities	\$ 373.1	\$ 381.3
Bank and corporate debt securities	27.0	13.6
Derivative instruments	4.3	1.8
Off-balance sheet exposure (notional amount)		
Foreign exchange derivatives	\$ 46.1	\$ 33.2
Interest rate derivatives	600.0	-

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## **9. SECURITIZATION**

The Bank acts as originator and liquidity provider to its own originated securitizations. The Bank uses securitization to diversify funding sources and for capital efficiency purposes. The Bank will also from time-to-time invest in third party high quality short term asset-backed commercial paper investment securities.

The consolidated financial statements include the financial statements of the Bank and GCCT as explained below. Strictly for the purpose of calculating RWA, securitization transactions are still considered off-balance sheet transactions and therefore securitization assets are not included in the RWA calculation. The Bank uses the standardized approach for securitization exposures.

GCCT is a structured entity that was created to securitize credit card loans receivable. As at December 31, 2015 the Bank has transferred \$1,988.0 million in credit card loans receivable (2014 - \$1,785.6 million) to GCCT, but has retained substantially all of the credit risk associated with the transferred assets. Due to retention of substantially all of the risks and rewards on these assets, the Bank consolidates GCCT for IFRS purpose and continues to recognize these assets within loans receivable and the transfers are accounted for as secured financing transactions. The associated liability as at December 31, 2015 of \$1,982.3 million (2014 - \$1,780.4 million), secured by these assets, includes the commercial paper and term notes on the consolidated statement of financial position and is carried at amortized cost.

For legal purposes, the co-ownership interests in the Bank's receivables that are owned by GCCT have been sold at law to GCCT and are not available to the creditors of the Bank.

The Bank has not identified any factors arising from current market circumstances that could lead to a need for the Bank to extend liquidity and/or credit support to GCCT over and above the existing arrangements or that could otherwise change the substance of the Bank's relationship with GCCT. There have been no changes in the capital structure of GCCT since the Bank's assessment for consolidation.

### *Commercial paper notes*

The asset-backed commercial paper notes are short-term notes issued by GCCT as financing for the 1997-1 series securitization deal. These commercial paper notes have varying original maturities of 364 days or less at interest rates fixed at the time of each renewal. The notes may bear interest payable at maturity or be sold at a discount and mature at face value. Commercial paper notes issued by GCCT are recorded at amortized cost.

Series 1997-1 notes will be repaid either through the application of collections distributed to GCCT in respect of the series 1997-1 ownership interest or by issuing replacement notes and applying the proceeds to repay existing notes, or some combination of the two. The series 1997-1 notes will also be subject to early repayment if any of the events listed below occur.

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**9. SECURITIZATION (continued)**

*Term notes*

Term notes are made up of senior notes and subordinated notes issued by GCCT with an original maturity of five years.

(CDN dollars in millions)	Expected Repayment Date	Coupon Interest Rate	2015	2014
Senior Notes				
Series 2010-1	November 20, 2015	3.158%	\$ -	\$ 250.0
Series 2012-1	May 20, 2017	2.807%	<b>200.0</b>	200.0
Series 2012-2	October 20, 2017	2.394%	<b>400.0</b>	400.0
Series 2013-1	November 20, 2018	2.755%	<b>250.0</b>	250.0
Series 2014-1	September 20, 2019	2.568%	<b>472.5</b>	472.5
Series 2015-1	September 20, 2020	2.237%	<b>465.0</b>	-
			<b>\$ 1,787.5</b>	\$ 1,572.5
Subordinated notes				
Series 2010-1	November 20, 2015	4.128%	\$ -	\$ 14.6
Series 2012-1	May 20, 2017	3.827%	<b>11.6</b>	11.6
Series 2012-2	October 20, 2017	3.174%	<b>23.3</b>	23.3
Series 2013-1	November 20, 2018	3.275%	<b>14.6</b>	14.5
Series 2014-1	September 20, 2019	3.068%	<b>27.5</b>	27.5
Series 2015-1	September 20, 2020	3.237%	<b>35.0</b>	-
			<b>\$ 112.0</b>	\$ 91.5
Transaction costs			<b>\$ (5.8)</b>	\$ (5.4)
			<b>\$ 1,893.7</b>	\$ 1,658.6

Asset-backed series senior and subordinated notes issued by GCCT are recorded at amortized cost. Transaction costs related to the issuance of the notes are netted against the carrying value of the notes and amortized over the expected life of the notes. The unamortized balance will be amortized as part of the interest expense over the remaining life of the notes.

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## **9. SECURITIZATION (continued)**

Subject to the payment of certain priority amounts, the series senior notes have recourse on a priority basis to the related series ownership interest. The series subordinated notes have recourse to the related series ownership interests on a subordinated basis to the series senior notes in terms of the priority of payment of principal and interest. The series notes, together with certain other permitted obligations of GCCT, are secured by the assets of GCCT. The entitlement of note holders and other parties to such assets is governed by the priority and payment provisions set forth in the GCCT Indenture and the related series supplements under which these series of notes were issued.

Repayment of the principal of the series 2012-1, 2012-2, 2013-1, 2014-1 and 2015-1 notes is scheduled to commence and be completed on the expected repayment dates indicated in the preceding table. Following repayment of principal owing, and in some circumstances interest, under the series senior notes, collections distributed to GCCT in respect of the related ownership interests will be applied to pay principal owing under series subordinated notes.

Principal repayments may commence earlier than these scheduled commencement dates if certain events occur, including:

- a) The Bank failing to make required distributions to GCCT, or failing to meet covenant or other contractual terms;
- b) The performance of the receivables failing to achieve set criteria; and
- c) Insufficient receivables in the pool.

None of these events have occurred for the period ending December 31, 2015.

## **10. MARKET RISK: STANDARDIZED APPROACH**

The standardized approach is used for the market risk component for assets held in the trading book. Assets are included in the trading book when they are held either with trading intent or to hedge other elements in the trading book. The Bank does not have assets classified as held for trade and therefore the Bank is not required to hold any capital in relation to market risk.

## **11. MARKET RISK: INTERNAL MODELS APPROACH**

The Bank does not use the internal models approach ("IMA") for trading portfolios.

## **12. OPERATIONAL RISK**

The Bank uses the basic indicator approach for operational risk. Operational risk is based on a percentage of average risk-weighted revenues.

## **13. EQUITIES**

The Bank holds equity investments that are recorded at \$nil cost as the shares were awarded at no cost, are not quoted in an active market and their fair value cannot be reliably measured.

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**14. INTEREST RATE RISK**

*Objectives, policies and processes*

It is the Bank's objective to effectively and efficiently manage its consolidated statement of financial position in order to maximize shareholder value within risk limits established in the Asset Liability Management Policy. This policy dictates interest rate risk limits and accountability and reporting requirements on this risk.

The Asset Liability Management Policy dictates the following interest rate risk limits for a plus or minus 200 bps parallel shift in interest rates in the Bank:

- Projected net interest income may decline by no more than 6%
- Net economic value of equity ("EVE") may decline by no more than 12%

EVE is defined as the present value of assets less the present value of liabilities.

The following table provides the projected impact of a 200 bps increase in interest rates.

	Limit	2015	2014
Net Interest Income	-6%	-0.3%	-2.0%
Net Economic Value of Equity	-12%	-5.6%	-2.0%

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**15. MODIFIED CAPITAL DISCLOSURES**

The following summarizes the Bank's interim transitional and all-in capital Basel III Pillar 3 disclosures as at December 31, 2015 and 2014.

		December 31, 2015		December 31, 2014	
		All-in Basis	Transitional Basis	All-in Basis	Transitional Basis
(CDN dollars in millions)					
<b>Common Equity Tier 1 Capital: Instruments and Reserves</b>					
1	Directly issued qualifying common share capital (and equivalent for non-joint stock companies) plus related stock surplus	\$ 431.6		\$ 431.6	
2	Retained Earnings	429.2		387.6	
3	Accumulated other comprehensive income (and other reserves)	(6.3)		1.0	
4	Directly issued capital subject to phase out from CET1 (only applicable to non-joint stock companies)	n/a		n/a	
5	Common share capital issued by subsidiaries and held by third parties (amount allowed in group CET1)	n/a		n/a	
6	<b>Common Equity Tier 1 capital before regulatory adjustments</b>	854.5		820.2	
<b>Common Equity Tier 1 capital: regulatory adjustments</b>					
28	Total regulatory adjustments to Common Equity Tier 1	(10.5)		(13.5)	
29	<b>Common Equity Tier 1 capital (CET1)</b>	\$ 844.0	\$ 853.9	\$ 806.7	\$ 817.5
<b>Additional Tier 1 capital: instruments</b>					
30	Directly issued qualifying Additional Tier 1 instruments plus related stock surplus	n/a		n/a	
33	Directly issued capital instruments subject to phase out from Additional Tier 1	0.0		0.0	
34	Additional Tier 1 instruments (and CET1 instruments not included in row 5) issued by subsidiaries and held by third parties (amount allowed in group AT1)	0.0		0.0	
36	<b>Additional Tier 1 capital before regulatory adjustments</b>	n/a		n/a	
<b>Additional Tier 1 capital: regulatory adjustments</b>					
43	Total regulatory adjustments to Additional Tier 1 capital	0.0		0.0	
44	<b>Additional Tier 1 capital (AT1)</b>	0.0		0.0	
45	<b>Tier 1 capital (T1 = CET1 + AT1)</b>	\$ 844.0	\$ 853.9	\$ 806.7	\$ 817.5
<b>Tier 2 Capital: Instruments and Provisions and Regulatory Adjustments</b>					
46	Directly issued qualifying Tier 2 instruments plus related stock surplus	n/a		n/a	
47	Directly issued capital instruments subject to phase out from Tier 2	0.0		0.0	
48	Tier 2 instruments (and CET1 and AT1 instruments not included in rows 5 or 34) issued by subsidiaries and held by third parties (amount allowed in group Tier 2)	0.0		0.0	
50	Collective allowances	0.0		0.0	
51	<b>Tier 2 capital before regulatory adjustments</b>	n/a		n/a	
<b>Tier 2 capital: regulatory adjustments</b>					
57	Total regulatory adjustments to Tier 2 capital	0.0		0.0	
58	<b>Tier 2 capital (T2)</b>	0.0		0.0	
59	<b>Total capital (TC = T1 + T2)</b>	\$ 844.0	\$ 853.9	\$ 806.7	\$ 817.5
60	<b>Total risk-weighted assets</b>	\$ 4,956.3	\$ 4,966.2	\$ 4,628.1	\$ 4,639.0
<b>Capital Ratios</b>					
61	Common Equity Tier 1 (as percentage of risk-weighted assets)	17.0%	17.2%	17.4%	17.6%
62	Tier 1 (as percentage of risk-weighted assets)	17.0%	17.2%	17.4%	17.6%
63	Total capital (as percentage of risk-weighted assets)	17.0%	17.2%	17.4%	17.6%
<b>OSFI all-in target</b>					
69	Common Equity Tier 1 capital all-in target ratio	7.0%		7.0%	
70	Tier 1 capital all-in target ratio	8.5%		8.5%	
71	Total capital all-in target ratio	10.5%		10.5%	
<b>Capital instruments subject to phase-out arrangements (only applicable between 1 Jan 2013 and 1 Jan 2022)</b>					
80	Current cap on CET1 instruments subject to phase out arrangements	n/a		n/a	
81	Amounts excluded from CET1 due to cap (excess over cap after redemptions and maturities)	n/a		n/a	
82	Current cap on AT1 instruments subject to phase out arrangements	n/a		n/a	
83	Amounts excluded from AT1 due to cap (excess over cap after redemptions and maturities)	n/a		n/a	
84	Current cap on T2 instruments subject to phase out arrangements	n/a		n/a	
85	Amounts excluded from T2 due to cap (excess over cap after redemptions and maturities)	n/a		n/a	

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## 16. Leverage Ratio

The following summarizes the Bank's leverage ratio on an "all-in" basis in accordance with Basel III leverage ratio framework and disclosure requirements as at December 31, 2015.

(CDN dollars in millions)		2015
<b>On-balance sheet exposures</b>		
1	On-balance sheet items (excluding derivatives, SFTs and grandfathered securitization exposures but including collateral)	\$ 5,344.7
2	(Asset amounts deducted in determining Basel III "all-in" Tier 1 capital)	(16.4)
3	<b>Total on-balance sheet exposures</b> (excluding derivatives and SFTs) (sum of lines 1 and 2)	<b>\$ 5,328.3</b>
<b>Derivative exposures</b>		
4	Replacement cost associated with all derivative transactions (ie net of eligible cash variation margin)	\$ 4.4
5	Add-on amounts for PFE associated with all derivative transactions	3.8
6	Gross up for derivatives collateral provided where deducted from the balance sheet assets pursuant to the operative accounting framework	
7	(Deductions of receivables assets for cash variation margin provided in derivative transactions)	
8	(Exempted CCP-leg of client cleared trade exposures)	
9	Adjusted effective notional amount of written credit derivatives	
10	(Adjusted effective notional offsets and add-on deductions for written credit derivatives)	
11	<b>Total derivative exposures</b> (sum of lines 4 to 10)	<b>\$ 8.2</b>
<b>Securities financing transaction exposures</b>		
12	Gross SFT assets (with no recognition of netting), after adjusting for sale accounting transactions	
13	(Netted amounts of cash payables and cash receivables of gross SFT assets)	
14	Counterparty credit risk (CCR) exposure for SFT assets	
15	Agent transaction exposures	
16	<b>Total securities financing transaction exposures</b> (sum of lines 12 to 15)	<b>-</b>
<b>Other off-balance sheet exposures</b>		
17	Off-balance sheet exposure at gross notional amount	\$ 9,346.5
18	(Adjustments for conversion to credit equivalent amounts)	(8,411.9)
19	<b>Off-balance sheet items</b> (sum of lines 17 and 18)	<b>\$ 934.7</b>
<b>Capital and Total Exposures</b>		
20	<b>Tier 1 capital</b>	<b>\$ 844.0</b>
21	<b>Total Exposures</b> (sum of lines 3, 11, 16 and 19)	<b>\$ 6,271.2</b>
<b>Leverage Ratios</b>		
22	<b>Basel III leverage ratio</b>	<b>13.5%</b>



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**17. REMUNERATION**

The Bank follows the remuneration policies of its ultimate parent CTC. The Management Resources and Compensation committee of the CTC Board of Directors is responsible for the oversight of CTC's compensation structure for senior management including salaries, annual and long-term incentive plans and plans involving share issuances and share unit awards.

*Key management personnel compensation*

(CDN dollars in millions)		2015	2014
Salaries and other short-term employee benefits	\$	3.3	\$ 2.7
Other long-term benefits		0.2	0.2
Share-based payment transactions		4.7	1.7
Directors fees, expenses and share unit plan		0.4	0.4
	\$	8.6	\$ 5.0

In addition to their salaries and other short-term employee benefits, the Bank's employees participate in a future benefit plan, which provides certain health care, dental care, life insurance and other benefits, but not pensions, to employees upon retirement. Employees also participate in stock-based compensation plans operated by CTC.

Senior management also participate in a short-term incentive plan ("STIP") and long-term incentive plan ("LTIP") operated by CTC.

The objective of the STIP is to motivate and reward senior managers to achieve annual objectives and financial goals. Evaluation of individual performance is based on the achievement of established individual objectives that are aligned to key areas of strategic focus and are critical to the achievement of CTC's business strategy. In determining the payout under the STIP plan, performance is measured against both financial and non-financial measures to avoid inappropriate risks.

The objective of the LTIP is to align the interests of senior managers with the achievement of CTC's long-term business objectives as well as with the interests of shareholders. LTIP is awarded for achieving CTC consolidated operating earnings targets over a three-year period and for CTC share price appreciation over a seven-year period.

Full details of CTC's compensation arrangements can be found in the Management Information Circular, available on the CTC Investor Relations website.