CANADIAN TIRE BANK

BASEL III PILLAR 3 DISCLOSURES

As at December 31, 2016

(unaudited)

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1. SCOPE OF APPLICATION

Basis of preparation

This document represents the Basel III Pillar 3 disclosures for Canadian Tire Bank (“the Bank”). The Basel III 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 Services Limited (“CTS”) owns 80% of the common shares of CTFS Holdings Limited and CTS is a wholly owned subsidiary of Canadian Tire Corporation Limited (“CTC”). The Bank is not considered a Domestically-Systematically Important Bank (D-SIB) by OSFI.

The Bank engages primarily 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 provides credit card settlement services to Canadian Tire affiliates and markets a variety of financial and insurance products to Canadian Tire customers.

This report is unaudited and is reported in thousands of Canadian Dollars, unless otherwise disclosed.

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.

Risk Management Framework

The Board of Directors has oversight responsibility for the Bank’s risk management framework. The Bank has established the below committees in order to identify and monitor existing and emerging risks faced by the Bank, set out the appropriate controls and risk limits, and establish processes for monitoring adherence to these limits.

- Audit and Risk Management Committee (“A&RM”),
  - Responsible for oversight of the risk management functions of the Bank with the assistance of and reporting by the Chief Risk Officer.
  - Is responsible for approving appropriate and prudent risk management policies (including tolerance limits) to mitigate business risks. This includes but is not limited to approving the Bank’s Risk Appetite Framework.
- Asset Liability Management Committee (“ALCO”),
  - Provides management of the Bank’s balance sheet and oversees management of the Asset Liability Management (“ALM”) Risks.
  - Develop policies (including limits) for management of the ALM Risks for approval by A&RM, and monitor compliance with those policies.
- Cross – functional Risk Committee (“CRC”)
  - Provides overall leadership, vision and direction of CTB’s Enterprise Risk Management (“ERM”) Program.
  - Review regular risk management reports describing outstanding risks issues and risk mitigation activities.

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 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. The capital structure and adequacy calculation presented below are based on Basel III guidelines on an "All-in" basis and on a "Transitional" basis in Note 16.

CET1, Tier 1 and Total regulatory capital

	2016	2015
Share capital[1]	**$ 431,631**	$ 431,631
Retained earnings	**517,550**	429,182
Accumulated other comprehensive income	**(111)**	(6,293)
Regulatory adjustments	**(17,895)**	(10,496)
CET1, Tier 1 and Total regulatory capital	**$ 931,176**	$ 844,024

[1] Share capital consists of 278,154,250 (2015 - 278,154,250) issued common shares, without par value.

3. CAPITAL ADEQUACY

The Bank manages its capital under guidelines established by OSFI and uses both internal and regulatory minimum capital ratio targets to monitor its capital base. 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 ICAAP is reviewed and approved by the Board of Directors annually. 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 for trade. 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 classified as held for trade when they are held with trading intent.

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

	2016	2015
RWA		
Credit risk	**$ 3,668,851**	$ 3,380,284
Operational risk	**1,700,036**	1,575,959
Market risk	**-**	-
Total	**$ 5,368,887**	$ 4,956,243

Leverage ratio

According to OSFI "Leverage Requirements Guideline" a minimum leverage ratio is maintained by the bank. The Leverage ratio provides an overall measure of the adequacy of the Bank'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. CTB Leverage ratio exposure is calculated in Note 17.

CET1, Tier 1, Total capital ratios, and Leverage ratio

	2016	2015
CET1, Tier 1 and Total regulatory capital ratio[1]	**17.3%**	17.0%
Leverage ratio[2]	**14.1%**	13.5%

[1] CET1, Tier 1 and Total capital ratio is calculated as regulatory capital divided by RWA.
[2] The Leverage ratio is calculated as the Tier 1 capital divided by the Leverage ratio exposure.

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 target ratios are determined by its ICAAP.

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 have 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.

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

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As at December 31, 2016

Credit risk by exposure type

	2016	2015
Investment securities		
Government debt securities	$ 276,784	$ 373,143
Bank and corporate debt securities	125,502	27,003
Loans receivable[1]	5,104,477	4,844,001
Total	$ 5,506,763	$ 5,244,147

[1] Net loans receivable before securitization

Credit risk by contractual maturity

	As at December 31, 2016					
	Less than 3 months	3 months to 1 year	1 to 3 years	3 to 5 years	>5 years	Total
Investment securities						
Government debt securities	$ 46,887	$ 54,985	$ 88,678	$ 86,234	$ -	$ 276,784
Bank and corporate debt securities	125,502	-	-	-	-	125,502
Loans receivable[1]	5,104,477	-	-	-	-	5,104,477
Total	$ 5,276,866	$ 54,985	$ 88,678	$ 86,234	$ -	$ 5,506,763

[1] Net loans receivable before securitization

Past due 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. Credit card loans are written off when a payment is 180 days in arrears. No collateral is held against loans receivable.

	As at December 31, 2016			
	1-30 days	31-90 days	> 90 days	Total
Loans receivable	$ 230,935	$ 77,697	$ 58,256	$ 366,888

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 to calculate allowances for credit losses. This methodology employs analysis of historical data, economic indicators 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. Default rates, loss rates and cash recoveries are regularly benchmarked against actual outcomes to ensure that they remain appropriate.

Allowance for credit losses

	2016	2015
Allowance for credit losses, beginning of year	**$ 111,542**	$ 113,202
Provision for credit losses	**293,724**	301,933
Recoveries	**69,399**	65,878
Write-offs	**(367,709)**	(369,471)
Allowance for credit losses, end of year	**$ 106,956**	$ 111,542

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

Credit ratings are obtained from three rating agencies - DBRS Limited ("DBRS"), Standard & Poor's ("S&P") and Moody's Investor Service ("Moody's"). 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%. 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 specified by OSFI.

Risk-weighted assets by exposure type

	Risk Weighting	2016	2015
On-balance sheet assets			
Government debt securities	0%	**$ -**	$ -
Bank and corporate debt securities	20% - 100%	**25,100**	5,401
Derivative instruments	100%	**14,657**	4,343
Off-balance sheet financial instruments			
Foreign exchange derivatives	100%	**$ 995**	$ 847
Interest rate derivatives	20%	**800**	600

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

Counterparty credit risk is the risk that the counterparty to a transaction may default prior to the final settlement of the cash flows pertaining to that transaction. This may relate to financial derivatives, securities financing transactions and long settlement transactions.

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

	2016	2015
On-balance sheet exposure		
Government debt securities	**$ 276,784**	$ 373,143
Bank and corporate debt securities	**125,502**	27,003
Derivative instruments	**14,657**	4,343
Off-balance sheet exposure (notional amount)		
Foreign exchange derivatives	**$ 52,654**	$ 46,139
Interest rate derivatives	**1,200,000**	600,000

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, 2016 the Bank has transferred $1,988,968 thousand in credit card loans receivable (2015 - $1,987,974 thousand) 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 purposes 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, 2016 of $1,985,017 thousand (2015 - $1,982,273 thousand), 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.

Term notes

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

	Expected Repayment Date	Coupon Interest Rate	2016	2015
Senior Notes				
Series 2012-1	May 20, 2017	2.807%	$ **200,000**	$ 200,000
Series 2012-2	October 20, 2017	2.394%	**400,000**	400,000
Series 2013-1	November 20, 2018	2.755%	**250,000**	250,000
Series 2014-1	September 20, 2019	2.568%	**472,500**	472,500
Series 2015-1	September 20, 2020	2.237%	**465,000**	465,000
Series 2016-A	October 12, 2019	Variable	**1**	-
			$ **1,787,501**	$ 1,787,500
Subordinated notes				
Series 2012-1	May 20, 2017	3.827%	$ **11,640**	$ 11,640
Series 2012-2	October 20, 2017	3.174%	**23,281**	23,281
Series 2013-1	November 20, 2018	3.275%	**14,551**	14,551
Series 2014-1	September 20, 2019	3.068%	**27,500**	27,500
Series 2015-1	September 20, 2020	3.237%	**35,000**	35,000
			$ **111,972**	$ 111,972
Transaction costs			$ **(4,003)**	$ (5,839)
			$ **1,895,470**	$ 1,893,633

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 as part of the interest expense.

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, 2015-1, and 2016-A 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, 2016.

10. MARKET RISK: STANDARDIZED APPROACH

Market risk is the risk of loss that may arise from changes in market factors such as interest rates and foreign exchange rates. The Asset Liability Management Policy dictates interest rate and foreign exchange risk limits. The Bank's principal risk arises from interest rate risk (discussed in Note 14) and foreign exchange risk. Interest rate contracts are used to hedge future securitization transactions that are expected to be completed within the next five years. Foreign exchange contracts are used to hedge contractual commitments in a foreign currency.

The Asset Liability Management Policy dictates the following foreign exchange risk limits in the Bank:

- Approved currencies are restricted to Canadian dollars and United States dollars ("USD").
- Maximum maturity of foreign exchange contracts is eighteen months. The Bank's President can approve hedges greater than eighteen months provided a contractual commitment in a foreign currency exists.
- The foreign exchange hedge limits are:
  - Hedge a minimum of 75% of the forecast foreign exchange requirements for the period one to six months forward.
  - Hedge a minimum of 25% and a maximum of 75% of the forecast foreign exchange requirements for the period seven to twelve months forward.
  - Hedge a maximum of 50% of the forecast foreign exchange requirements for the period thirteen to eighteen months forward.

The standardized approach is used for the market risk component for assets held for trade. Assets are classified as held for trade when they are held with trading intent. The Bank does not have assets classified as held for trade nor does it hold any derivative financial instruments for speculative purposes. 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.

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 decrease or increase in interest rates.

		2016		2015	
	Limit	-200 bps	+200 bps	-200 bps	+200 bps
Net Interest Income	**-6%**	**0.5%**	**-1.4%**	0.1%	-0.3%
Net Economic Value of Equity	**-12%**	**-0.9%**	**6.1%**	-2.2%	6.3%

15. LIQUIDITY AND FUNDING RISK

Liquidity and funding risk is the risk that the Bank may be unable to generate or obtain sufficient cash or its equivalent in a timely and cost-effective manner to meet its commitments as they come due.

Objectives, policies and processes

It is the Bank's objective to ensure the availability of adequate funds by maintaining a strong liquidity management framework and to satisfy all applicable regulatory and statutory requirements. The Asset Liability Management Policy dictates liquidity and funding limits and requires the establishment of an annual Liquidity and Funding Plan which includes risk measurement methodologies, scenario analysis, stress testing and also provides roles, responsibilities and key actions in managing a liquidity crisis. Stress tests are conducted on a regular basis for a variety of bank-specific and market-wide stress scenarios to identify sources of potential strain, to measure the impact on funding requirements and to ensure that current exposures remain in accordance with the Bank's established liquidity and funding risk tolerance. Stress test scenarios include disruption to the securitization funding market, immediate terminations within broker deposits, unexpected and persistent withdrawals of retail deposits, and balance sheet growth greater than forecast.

According to OSFI guidelines a minimum Liquidity Coverage Ratio ("LCR") is to be maintained by the Bank. The liquidity coverage ratio measures the amount of liquid assets available to offset net cash outflows over a 30 day period that could occur under an acute short term stress scenario. During 2016 the Bank was in compliance with the LCR requirements.

The Bank assesses the adequacy of its liquidity position by analyzing its current liquidity position, present and anticipated funding requirements, and alternative sources of funds. Future cash inflows and outflows as well as the above noted ratio are forecast daily.

The Bank maintains a variety of funding sources to reduce the concentration risk from any one source. The Bank's funding sources include cash from operations, securitization of credit card loans receivable, broker deposits, retail deposits, intercompany borrowings, and committed credit facilities.

16. MODIFIED CAPITAL DISCLOSURES

The following summarizes the Bank's interim transitional and all-in capital Basel III Pillar 3 disclosures as at December 31, 2016 and 2015.

		2016		2015	
		All-in Basis	Transitional Basis	All-in Basis	Transitional Basis
Common Equity Tier 1 Capital: Instruments and Reserves					
1	Directly issued qualifying common share capital (and equivalent for non-joint stock companies) plus related stock surplus	$ 431,631		$ 431,631	
2	Retained Earnings	517,550		429,182	
3	Accumulated other comprehensive income (and other reserves)	(111)		(6,293)	
6	**Common Equity Tier 1 capital before regulatory adjustments**	949,071		854,521	
Common Equity Tier 1 capital: regulatory adjustments					
28	Total regulatory adjustments to Common Equity Tier 1	(17,895)		(10,496)	
29	**Common Equity Tier 1 capital (CET1)**	**$ 931,176**	**$ 938,455**	$ 844,024	$ 853,880
Additional Tier 1 capital: instruments					
36	**Additional Tier 1 capital before regulatory adjustments**	-		-	
Additional Tier 1 capital: regulatory adjustments					
43	**Total regulatory adjustments to Additional Tier 1 capital**	-		-	
44	**Additional Tier 1 capital (AT1)**	-		-	
45	**Tier 1 capital (T1 = CET1 + AT1)**	**$ 931,176**	**$ 938,455**	$ 844,024	$ 853,880
Tier 2 Capital: Instruments and Provisions and Regulatory Adjustments					
51	**Tier 2 capital before regulatory adjustments**	-		-	
Tier 2 capital: regulatory adjustments					
57	Total regulatory adjustments to Tier 2 capital	-		-	
58	Tier 2 capital (T2)	-		-	
59	**Total capital (TC = T1 + T2)**	**$ 931,176**	**$ 938,455**	$ 844,024	$ 853,880
60	**Total risk-weighted assets**	**$ 5,368,887**	**$ 5,376,166**	$ 4,956,343	$ 4,966,199
Capital Ratios					
61	Common Equity Tier 1 (as percentage of risk-weighted assets)	17.3%	17.5%	17.0%	17.2%
62	Tier 1 (as percentage of risk-weighted assets)	17.3%	17.5%	17.0%	17.2%
63	Total capital (as percentage of risk-weighted assets)	17.3%	17.5%	17.0%	17.2%
OSFI all-in target					
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%	

17. 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, 2016.

		2016	2015
On-balance sheet exposures			
1	On-balance sheet items (excluding derivatives, SFTs and grandfathered securitization exposures but including collateral)	$ 5,638,895	$ 5,344,784
2	(Asset amounts deducted in determining Basel III "all-in" Tier 1 capital)	(17,895)	(10,496)
3	**Total on-balance sheet exposures** (excluding derivatives and SFTs) (sum of lines 1 and 2)	**$ 5,621,000**	$ 5,334,288
Derivative exposures			
4	Replacement cost associated with all derivative transactions (ie net of eligible cash variation margin)	$ 14,657	$ 4,343
5	Add-on amounts for PFE associated with all derivative transactions	4,995	3,847
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	**Total derivative exposures (sum of lines 4 to 10)**	**$ 19,652**	$ 8,191
Securities financing transaction exposures			
16	**Total securities financing transaction exposures (sum of lines 12 to 15)**	-	-
Other off-balance sheet exposures			
17	Off-balance sheet exposure at gross notional amount	$ 9,470,876	$ 9,346,511
18	(Adjustments for conversion to credit equivalent amounts)	(8,523,788)	(8,411,860)
19	**Off-balance sheet items (sum of lines 17 and 18)**	**$ 947,088**	$ 934,651
Capital and Total Exposures			
20	**Tier 1 capital**	**$ 931,176**	$ 844,024
21	**Total Exposures (sum of lines 3, 11, 16 and 19)**	**$ 6,587,740**	$ 6,277,129
Leverage Ratios			
22	**Basel III leverage ratio**	**14.1%**	13.5%

18. 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

	2016	2015
Salaries and other short-term employee benefits	$ **3,166**	$ 3,294
Other long-term benefits	**296**	229
Share-based payment transactions	**3,291**	4,747
Directors fees, expenses and share unit plan	**470**	397
	$ **7,223**	$ 8,667

In addition to their salaries, the Bank's employees participate in the employee future benefit plan of CTC, 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.