

Corporate Governance





Boards of Directors

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BYBLOS BANK S.A.L.

Dr. François S. Bassil	Chairman and General Manager
Mr. Semaan F. Bassil	Vice-Chairman and General Manager
H.E. Dr. Nasser H. Saidi	Director
H.E. Mr. Arthur G. Nazarian	Director
H.E. Mr. Sami F. Haddad	Director
H.E. Dr. Samir K. Makdessi	Director
Mr. Bassam A. Nassar	Director
Mr. Faisal M. Ali Tabsh	Director
Mr. Abdulhadi A. Shayif	Director
Mr. Ahmad T. Tabbara	Director
Dr. Hassan N. Al-Mounla	Director
Mr. Moussa A. Maksoud	Director

BYBLOS BANK SYRIA S.A.

Mr. Semaan F. Bassil	Chairman
Mr. Alain Tohmé	Vice-Chairman
Dr. François S. Bassil	Director
OPEC Fund for International Development	Director
Mr. Moutazz Al Sawwaf	Director
Mr. Samir Hasan	Director
Mr. André Abou Hamad	Director
Mr. Mohammad Mourtada	Director
Mohammad Al Dandashi	Director
Mr. Nader Kalai	Director

BYBLOS BANK EUROPE S.A.

Mr. Bassam A. Nassar	Chairman
Mr. Faisal M. Ali Tabsh	Vice-Chairman
Mr. Fouad N. Trad	Managing Director and CEO
Dr. François S. Bassil	Director
Mr. Semaan F. Bassil	Director
Mr. Elie A. Bassil	Director
Mr. Najah L. Salem	Director
Mr. Daniel L. Ribant	Director
Mr. Alain Vander Stichelen	Director
Mr. Jacques De Raeymaeker	Director
Ludo Swolfs Bvba represented by Mr. Ludo Swolfs	Director

BYBLOS BANK ARMENIA C.J.S.C.

Dr. François S. Bassil	Chairman
H.E. Mr. Arthur G. Nazarian	Director
Mr. Alain Tohmé	Director
Mr. Alain Wanna	Director
Ms. Sabina Dziurman representing EBRD	Director

BYBLOS INVEST BANK S.A.L.

H.E. Mr. Sami F. Haddad	Chairman and General Manager
Dr. François S. Bassil	Director
Mr. Semaan F. Bassil	Director
Byblos Bank S.A.L.	Director
Mr. Alain Tohmé	Director
Mr. Alain Wanna	Director

ADONIS INSURANCE AND REINSURANCE CO. S.A.L. (ADIR)

H.E. Mr. Sami F. Haddad	Chairman and General Manager
Mr. René Klat	Managing Director and CEO
Mr. Jean Hleiss	Director and Assistant General Manager
Mr. Semaan F. Bassil	Director
Natixis Assurances – France	Director
Mrs. Nathalie Broutele	Director
Mrs. Pascale Asmar	Director
Mr. Bernard Colin	Director
Mr. Youssef Tohmé	Director
Mr. Alain Tohmé	Director
Mr. Mohammad Zaatari	Director
Mr. Hicham Itani	Director

BYBLOS BANK AFRICA Ltd.

Dr. François S. Bassil	Chairman
Mr. Semaan F. Bassil	Director
Opec Fund for International Development	Director
Islamic Corp. for Development of the Private Sector	Director
Mr. Mahmoud Saleh	Director
Osman Saleh	Director
Mr. Alain Wanna	Director

ADONIS INSURANCE COMPANY - SYRIA (ADIR) S.A.

Mr. René Klat	Chairman
Mr. Abdel Aziz Al-Soukhni	Vice-Chairman
Mr. André Abou Hamad	Director
Mr. Ahmed Hadaya	Director
Mr. Semaan F. Bassil	Director
Mr. Wahib Merhee	Director
Mrs. Pascale Asmar	Director

ADONIS BROKERAGE HOUSE S.A.L.

Mr. Moussa A. Maksoud	Chairman
Byblos Bank S.A.L.	Director
Mr. Elie Geara	Director

BYBLOS BANK S.A.L.

AUDIT COMMITTEE

Chairman	Mr. Moussa A. Makssoud
Member	H.E. Dr. Samir K. Makdessi
Member	Mr. Abdulhadi A. Shayif
Member	Mr. Bassam A. Nassar

RISK, COMPLIANCE, ANTI-MONEY LAUNDERING AND COMBATING THE FINANCING OF TERRORISM

Chairman	H.E. Dr. Nasser H. Saidi
Member	H.E. Mr. Sami F. Haddad
Member	Mr. Bassam A. Nassar

BYBLOS BANK AFRICA Ltd.

AUDIT COMMITTEE

Chairman	Mr. Wassim Y. Aboul Naja
Member	Mr. Alain Wanna
Member	Mr. Mahmoud Saleh Osman Saleh

RISK COMMITTEE

Chairman	Mr. Semaan F. Bassil
Member	Mr. Philippe Saleh
Member	Mr. Marwan Moharram

BYBLOS BANK ARMENIA C.J.S.C.

AUDIT COMMITTEE

Chairman	Mr. Alain Tohmé
Member	Mr. Alain Wanna
Member	Ms. Sabina Dziurman

BYBLOS INVEST BANK S.A.L.

AUDIT COMMITTEE

Chairman	Mr. Moussa A. Makssoud
Member	H.E. Dr. Samir K. Makdessi
Member	Mr. Abdulhadi A. Shayif
Member	Mr. Bassam A. Nassar

BYBLOS BANK EUROPE S.A.

AUDIT COMMITTEE

Chairman	Dr. François S. Bassil
Member/Secretary	Ludos Swolfs Bvba represented by Mr. Ludo Swolfs
Member	Mr. Jacques De Raeymaeker

BYBLOS BANK SYRIA S.A.

AUDIT COMMITTEE

Chairman	Mr. Semaan F. Bassil
Member	Mr. Samir Hasan
Member	Mr. Nader Kalai

RISK COMMITTEE

Chairman	Mr. Alain Tohmé
Member	Mr. Moutazz Al Sawwaf
Member	Mr. André Abou Hamad

NOMINATION AND COMPENSATION COMMITTEE

Chairman	Dr. François S. Bassil
Member	Mr. Samir Hasan
Member	Mr. Nader Kalai





Committees

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BYBLOS BANK S.A.L.**MANAGEMENT COMMITTEE**

President	Semaan Bassil	Vice-Chairman, General Manager
Vice President	Alain Tohmé	DGM, Head of Group Commercial Banking Division
Members	Joumana Chelala	AGM, Head of Group Consumer Banking Division
	Chadi Hanna	AGM, Head of Group Financial Markets Division
	Nicolas Saliby*	AGM, Head of Group Credit Risk Management Division
	Alain Wanna	AGM, Head of Group Finance and Administration Division
	Raffoul Raffoul	AGM, Head of Group Organization, Strategy and Operational Support Services
	Philippe Saleh	AGM, Head of Group Risk Management Division
Attendee	Walid Kazan	Head of Group Internal Audit Division
Secretary	Zeina Khaled	Head of Credit Administration Department

CENTRAL AND INTERNATIONAL CREDIT COMMITTEE

President	Semaan Bassil	Vice-Chairman, General Manager
Vice President	Nicolas Saliby*	AGM, Head of Group Credit Risk Management Division
Members	Alain Tohmé	DGM, Head of Group Commercial Banking Division
	Fadi Nassar	AGM, Head of Corporate Banking Department
Secretary	Zeina Khaled	Head of Credit Administration Department

INTERNAL AUDIT MANAGEMENT COMMITTEE

President/Secretary	Walid Kazan	Head of Group Internal Audit Division
Vice President	Philippe Saleh	AGM, Head of Group Risk Management Division
Members	Semaan Bassil	Vice-Chairman, General Manager
	Alain Wanna	AGM, Head of Group Finance and Administration Division
	Joumana Chelala	AGM, Head of Group Consumer Banking Division

ASSETS AND LIABILITIES COMMITTEE

President	Alain Wanna	AGM, Head of Group Finance and Administration Division
Members	Semaan Bassil	Vice-Chairman, General Manager
	Alain Tohmé	DGM, Head of Group Commercial Banking Division
	Chadi Hanna	AGM, Head of Group Financial Markets Division
	Felix Tohmé	Head of Financial Institutions Department
	Philippe Saleh	AGM, Head of Group Risk Management Division
	Joumana Chelala	AGM, Head of Group Consumer Banking Division
	Sami Haddad	Chairman, General Manager, Byblos Invest Bank
Secretary	Sharif Hachem	Head of Group Middle Office

BANKING TECHNOLOGY COMMITTEE

President	Raffoul Raffoul	AGM, Head of Group Organization, Strategy and Operational Support Services
Vice President	Elie Bassil	Head of Group Banking Technology, MIS and QA
Members	Semaan Bassil	Vice-Chairman, General Manager
	Alain Wanna	AGM, Head of Group Finance and Administration Division
	Alain Tohmé	DGM, Head of Group Commercial Banking Division
	Joumana Chelala	AGM, Head of Group Consumer Banking Division
	Philippe Saleh	AGM, Head of Group Risk Management Division
Attendee	Walid Kazan	Head of Group Internal Audit Division
Secretary	Elie Bassil	Head of Group Banking Technology, MIS and QA

HUMAN RESOURCES COMMITTEE

President	Semaan Bassil	Vice-Chairman, General Manager
Vice President	Alain Tohmé	DGM, Head of Group Commercial Banking Division
Members	Nicolas Saliby*	AGM, Head of Group Credit Risk Management Division
	Renalda Hayek	AGM, Head of Group Human Resources Division
	Joumana Chelala	AGM, Head of Group Consumer Banking Division
	Raffoul Raffoul	AGM, Head of Group Organization, Strategy and Operational Support Services
Secretary/Member	Dr. Elie Abi Chahine	Head of Group Human Resources Workforce Administration Department

RISK COMMITTEE

President/Secretary	Philippe Saleh	AGM, Head of Group Risk Management Division
Vice President	Nicolas Saliby*	AGM, Head of Group Credit Risk Management Division
Members	Semaan Bassil	Vice-Chairman, General Manager
	Alain Wanna	AGM, Head of Group Finance and Administration Division
	Alain Tohmé	DGM, Head of Group Commercial Banking Division
Attendee	Walid Kazan	Head of Group Internal Audit Division

INFORMATION SECURITY COMMITTEE

President	Philippe Saleh	AGM, Head of Group Risk Management Division
Vice President	Elie Bassil	Head of Group Banking Technology, MIS and QA
Members	Semaan Bassil	Vice-Chairman, General Manager
Attendee	Walid Kazan	Head of Group Internal Audit Division
Secretary	Jean-Michel Kawkabani	Head of Information Security Unit

INTERNATIONAL COMMITTEE

President	Raffoul Raffoul	AGM, Head of Group Organization, Strategy and Operational Support Services
Vice President	Alain Wanna	AGM, Head of Group Finance and Administration Division
Members	Semaan Bassil	Vice-Chairman, General Manager
	Alain Tohmé	DGM, Head of Group Commercial Banking Division
	Philippe Saleh	AGM, Head of Group Risk Management Division
	Elie Bassil	Head of Group Banking Technology, MIS and QA
	Joumana Chelala	AGM, Head of Group Consumer Banking Division
Attendee	Walid Kazan	Head of Group Internal Audit Division
Secretary	Layla Tohmé	Head of International Coordination Unit

ANTI-MONEY LAUNDERING – COMPLIANCE COMMITTEE

President	Philippe Saleh	AGM, Head of Group Risk Management Division
Vice President	Joumana Chelala	AGM, Head of Group Consumer Banking Division
Members	Semaan Bassil	Vice-Chairman, General Manager
	Paul Chammas	Head of Group Operations Division
	Walid Kazan	Head of Group Internal Audit Division
Secretary/Member	Antoine Dagher	Head of Group Compliance Unit

LOAN RECOVERY COMMITTEE

President	Nicolas Saliby*	AGM, Head of Group Credit Risk Management Division
Vice President	Alain Tohmé	DGM, Head of Group Commercial Banking Division
Members	Semaan Bassil	Vice-Chairman, General Manager
	Joumana Chelala	AGM, Head of Group Consumer Banking Division
Secretary/Member	Samir Helou	Head of Loan Recovery Department

OPERATIONAL RISK COMMITTEE

President	Philippe Saleh	AGM, Head of Group Risk Management Division
Vice President	Raffoul Raffoul	AGM, Head of Group Organization, Strategy and Operational Support Services
Members	Semaan Bassil	Vice-Chairman, General Manager
	Joumana Chelala	AGM, Head of Group Consumer Banking Division
	Nicolas Saliby*	AGM, Head of Group Credit Risk Management Division
	Alain Wanna	AGM, Head of Finance and Administration Division
Attendee	Walid Kazan	Head of Group Internal Audit Division
Secretary	Nada Yamout	Head of Group Operational Risk Unit

* Replaced by Mr. Marwan Moharram as of October 2009.





Committees

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ADONIS INSURANCE AND REINSURANCE CO. S.A.L. (ADIR)

MANAGEMENT COMMITTEE		
President	Sami Haddad	Chairman and General Manager
Vice President	René Klat	Managing Director and CEO
Members	Semaan Bassil	Vice-Chairman and General Manager
	Joumana Chelala	Deputy Head of Consumer Banking Division
	Bernard Colin	Natixis Assurances Representative, International Affairs
	Pascale Asmar	Natixis Assurances Representative, International Affairs
	Jean Hleiss	Director and Assistant General Manager
General Secretary	Alain Tohmé	DGM, Head of Commercial Banking Division
	Roger Noujaim	Finance and Administration Manager
MANAGEMENT		
	Sami Haddad	Chairman and General Manager
	René Klat	Managing Director and CEO
	Jean Hleiss	Director and Assistant General Manager
	Roger Noujaim	Finance and Administration Manager
REINSURERS		
	Munich Re	
	Hannover Re	
	Gen Re	
	Caisse Centrale de Réassurance (CCR)	
	Mapfre	
	Arab Re	
	Scor re	
	Allianz SE	

BYBLOS BANK EUROPE S.A.

MANAGEMENT COMMITTEE		
President	Fouad N. Trad	Managing Director and CEO
Members	Daniel Ribant	Director, Deputy General Manager
	Alain Vander Stichelen	Director, Operations Manager
CREDIT COMMITTEE		
President	Fouad N. Trad	Managing Director and CEO
Members	Daniel Ribant	Director, Deputy General Manager
	Alain Vander Stichelen	Director, Operations Manager
ASSETS AND LIABILITIES COMMITTEE		
President	Fouad N. Trad	Managing Director and CEO
Members	Daniel Ribant	Director, Deputy General Manager
	Alain Vander Stichelen	Director, Operations Manager
	Sélim Haddad	Manager, Head of Commercial Banking
	Dirk Vermeiren	Finance Manager
	Charles Wood	Treasury Dealer
HUMAN RESOURCES COMMITTEE		
President	Fouad N. Trad	Managing Director and CEO
Members	Daniel Ribant	Director, Deputy General Manager
	Alain Vander Stichelen	Director, Operations Manager
	France Thiry	Administration and Human Resources Manager

ANTI-MONEY LAUNDERING – COMPLIANCE COMMITTEE

President	Fouad N. Trad	Managing Director and CEO
Members	Daniel Ribant	Director, Deputy General Manager
	Alain Vander Stichelen	Director, Operations Manager
	Bart Bogers	Compliance Officer
	Dirk Vermeiren	Finance Manager

BYBLOS BANK SYRIA S.A.**MANAGEMENT COMMITTEE**

President	Walid Abdel Nour	General Manager
Members	Jean Bassil	AGM, Head of Commercial Banking
	Hanadi Naccache	AGM, Head of Support Functions
	Rabih El Dana	Head of Finance and Administration
	Marwan Sagha	Head of Branch Coordination

CREDIT COMMITTEE

Chairman	Walid Abdel Nour	General Manager
Members	Jean Bassil	AGM, Head of Commercial Banking
	Rasha Abou Samra	Relationship Manager

BYBLOS BANK AFRICA Ltd.**MANAGEMENT COMMITTEE**

President	Nicolas Saliby	General Manager
Vice President	Fouad Negga	DGM, Head of Business Functions
Members	Labib Sammour	AGM, Head of Business Support
	Ghassan Cortas	Head of Corporate Banking
Secretary	Ahmed Musa	Compliance Officer

CREDIT COMMITTEE

President	Nicolas Saliby	General Manager
Vice President	Fouad Negga	DGM, Head of Business Functions
Members	Ghassan Cortas	Head of Corporate Banking
	Ahmed Musa	Compliance Officer
Secretary	Abdulillah Ghali	Head of Credit Administration

ASSETS AND LIABILITIES COMMITTEE

President	Nicolas Saliby	General Manager
Members	Fouad Negga	DGM, Head of Business Functions
	Labib Sammour	AGM, Head of Business Support
Secretary	Tina El Rayah	Treasury Senior Officer

PURCHASING COMMITTEE

President	Fouad Negga	DGM, Head of Business Functions
Member	Labib Sammour	AGM, Head of Business Support
Secretary	Giuseppe Cannata	Head of Retail Banking





Committees

BYBLOS BANK ARMENIA C.J.S.C.

MANAGEMENT COMMITTEE		
President	Georges Sfeir	CEO
Members	Aram Artinian	Head of Commercial Banking Department
	Haroutioun Bouldoukian	Head of Consumer Banking Department
	Karapet Melkonyan	Chief Accountant
Secretary	Anush Gevorgyan	Executive Secretary
ASSETS AND LIABILITIES COMMITTEE		
Chairman	Hayk Stepanyan	Head of Finance and Administration Division
Vice Chairman	Georges Sfeir	CEO
Members	Aram Artinian	Head of Commercial Banking Department
	Haroutioun Bouldoukian	Head of Consumer Banking Department
	Victoria Kocharyan	Head of Risk Management Department
Member/Secretary	Armen Aleksanyan	Head of Treasury Unit

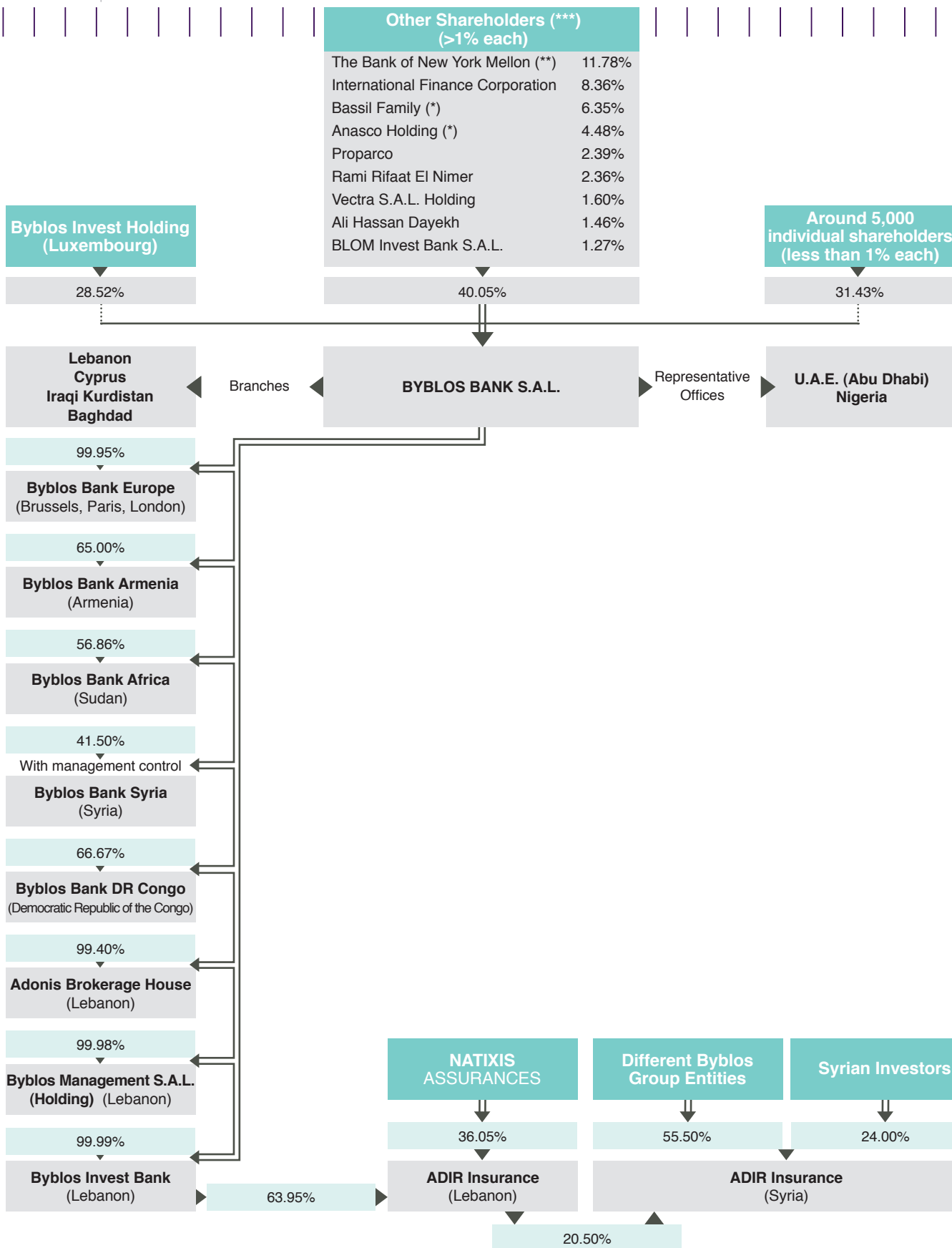
BYBLOS BANK IRAQ S.A.L.

MANAGEMENT COMMITTEE		
President	Atira Abdel Kader	Erbil Branch Manager
Members	Joseph Wehbe	Head of Finance and Administration
	Alexi Azouri	Assistant Branch Manager, Erbil Branch

ADONIS INSURANCE AND REINSURANCE SYRIA (ADIR SYRIA) S.A.

MANAGEMENT COMMITTEE		
President	René Klat	Chairman
Vice President	Abdel Aziz Al-Soukhni	Vice-Chairman
Members	Sleiman Abi Nader	General Manager
	Raja Mouawad	Assistant General Manager
	Ahmad Hadaya	Board Member
	André Abou Hamad	Board Member

Group Chart

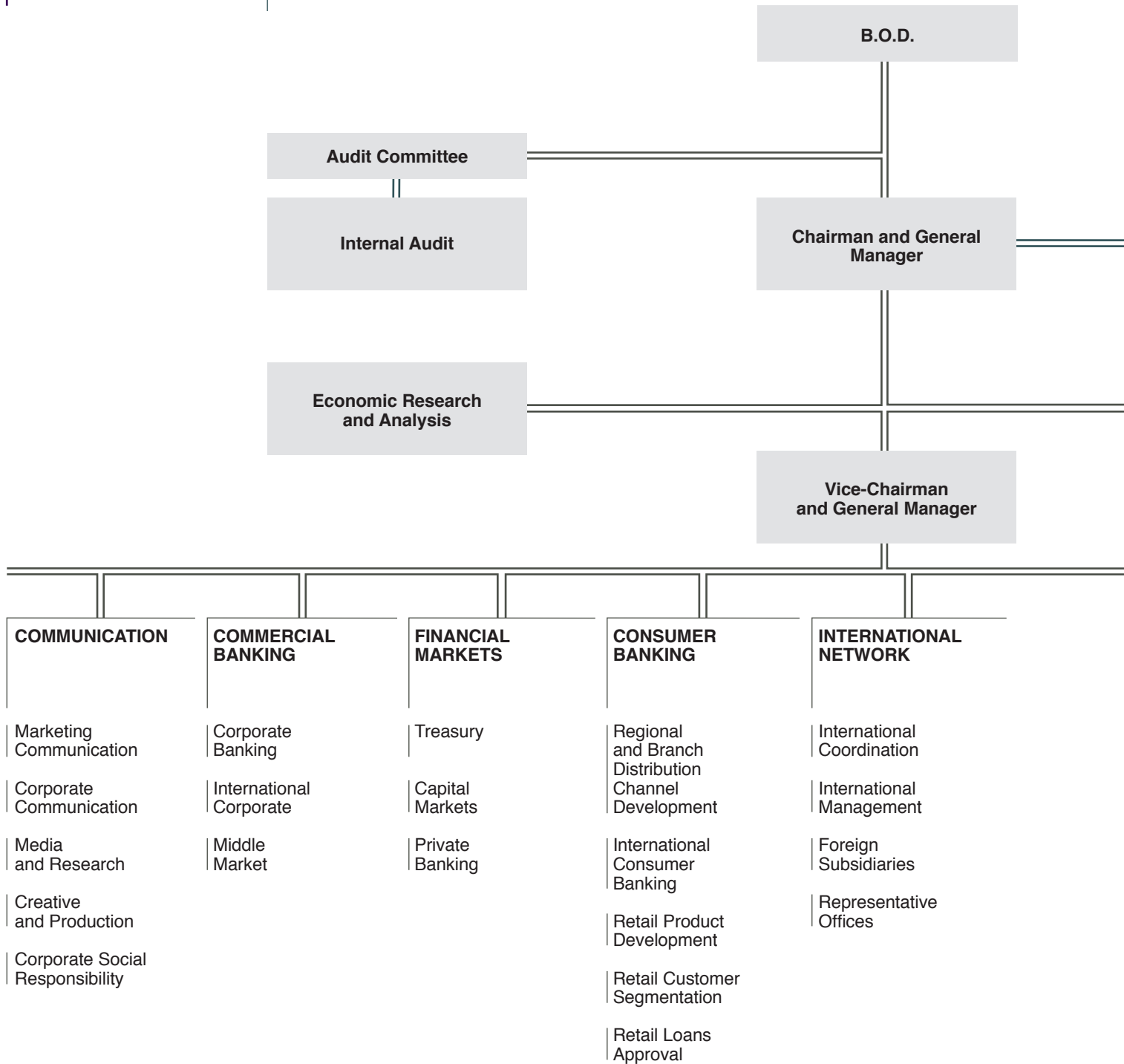


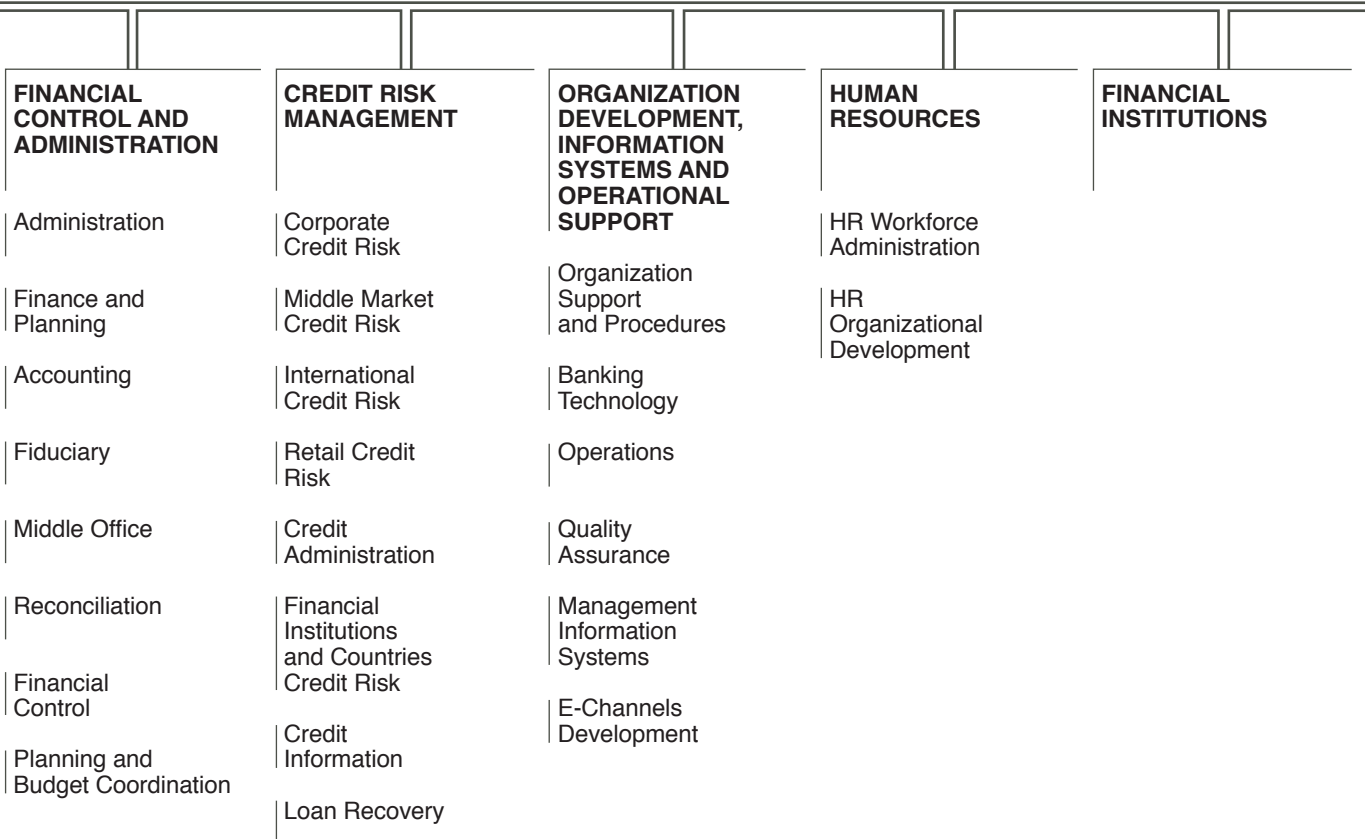
(*) Major shareholders in Byblos Invest Holding.
 (**) The Bank of New York Mellon is the depository bank for the GDR program.
 (***) Post capital increase which took place in June 2010 (including preferred shares).





Organizational Chart







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Risk Governance: Running a Tight Ship

Byblos Bank has been built around transparent business practices, responsible lending policies and careful investment strategies, all which have allowed the erection of a clear and effective risk governance structure at board and management levels. Moreover, the Byblos Bank Group conducts regular reviews to ensure that its governance model remains appropriate to both regulatory requirements and market developments – and that all relevant controls are being adhered to. Our systems, codes of conduct and internal controls are designed to meet the requirements of Basel II and other international standards. They are also consistent with a determination to develop a Group-wide approach to risk that facilitates accurate assessment and successful management by individual departments.

Our Group Risk Management (GRM) function has as its mandate the implementation of the risk management programs as laid down by the Basel Committee. GRM appraises the Group's position according to several factors, including credit, operational, and market risks, as well as those associated with interest rates, liquidity, and credit concentration. These risks are assessed and discussed regularly within the year with the Bank's management and the board.

GRM works independently of the units that generate risks and reports directly to the Chairman and the Board of Directors, increasing the impartiality of its judgment and the speed and surety with which it communicates its findings to the Group's senior-most decision-makers. In turn, for all key functions relating to risk – including awareness and understanding of risks associated with the Bank's business activities, ensuring that these are managed to the most professional extent possible, endorsing the principles by which risk is measured and handled, and setting the Bank's risk appetite – ultimate responsibility lies with the Board of Directors.

Heavy importance is therefore attached to the Board Risk, Anti-Money Laundering and Compliance Committee, membership of which draws on members of the Board of Directors known for their knowledge and independence. This reflects the seriousness with which the Bank views the implementation of measures to counter all manner of risks potentially affecting the Bank, and the Board of Directors' determination to remain closely involved with this process. The committee's duties include review and approval of core risk policies, vetting the Bank's capital with regard to all the risks that might be faced, and ensuring that the Bank has – and makes full use of – the right processes and the right information to combat money laundering.

In supporting the quantification culture, the Portfolio Management and Credit Risk Analytics (PMCRA) department has started updating the Bank's credit policies and procedures manual to include frameworks for the measurement and the management of expected and unexpected credit losses. Basel II guidelines and the judgmental assessment taking account of environmental conditions are being used to put in place realistic PD and LGD scales.

The retail portfolio – which broadly includes consumer loans (personal loans and auto loans), credit cards, and housing loans, is an active segment at Byblos Bank. PMCRA has been able to build an extensive retail loss database enabling the calculation of retail PDs and LGDs, and allowing the monitoring of the different products' performance.

Operational Risk Management (ORM) sets the firm, wide framework necessary to manage this risk. A set of policies was created to outline the Bank's operational risk strategy, governance, and its approach to identify, assess, monitor and control/mitigate operational risk. These policies put in perspective the definition of operational risk and the underlying principles of the sound principles of Operational Risk Management practices that the Bank will be adopting, the roles and responsibilities of the various actors responsible for governing and managing operational risk, and the tools required to assess the Bank's vulnerability to operational risk to better understand and manage its risk profile.

Information Security provides the policies to initiate and control the implementation of information security within the Group, designs and monitors security on the Group's systems and network, and ensures there are no access violations or unauthorized attempts while taking appropriate actions in case of breaches. It also develops and maintains the Business Continuity Plan in line with the Group's strategy and regulatory requirements and coordinates the implementation of the Disaster Recovery Plan for the Group.

The AML and Compliance function focuses on examining and promoting the Bank's compliance with the rules relating to integrity in banking. These rules are those derived from the Bank's own policy and those which are provided for in banking legislation. The department develops policies, procedures and guidance that define the regulatory and fiduciary standards and requirements that apply to the Bank's activities (particularly related to Anti-Money Laundering).

