

**MINUTES OF A MEETING OF THE BOARD OF DIRECTORS  
OF THE  
STRATEGIC BANKING CORPORATION OF IRELAND  
(THE "COMPANY" OR "SBCI")  
DULY CONVENED, CONSTITUTED AND HELD BY VIDEO AND CONFERENCE CALL AT  
TREASURY DOCK, NORTH WALL QUAY, DUBLIN 1  
AT 10.00 AM ON 6 May 2020**

**Present:**

Barbara Cotter, *Chairperson*

Nick Ashmore, *CEO*

Eilis Quinlan

AJ Noonan

Richard Pelly

Conor O'Kelly

Eoin Dorgan

Tom McAleese

**In Attendance:**

Macken McNicholas      *Company Secretary*

Ray Mangan                *Head of Risk, Finance and Operations*

Sean Farrell               *Head of Product Development*

Shane McCullough       *Product Development Manager*

**1. NOTICE AND QUORUM**

The Chairperson noted that notice of the meeting and of the nature of the business to be conducted had been circulated to all members entitled to attend the meeting and that a quorum was present. The meeting then proceeded to business.

**2. DECLARATIONS OF INTEREST**

For the purposes of Section 231 of the Companies Act 2014, Section 17 of the Ethics in Public Office Act 1995 and the Constitution of the Company, there were no material interests declared by members in the business to be transacted at the meeting.

**3. COVID-19 WORKING CAPITAL LOAN SCHEME**

The Head of Product Development and Product Development Manager presented the Covid-19 Working Capital Loan Scheme proposal. The proposal sought board approval to increase the size of the current Scheme from 300M to 500M to provide additional capacity under the Scheme for Covid-19 and Brexit impacted businesses and to initiate an Open Call process to invite financial intermediaries to apply to participate in the new Scheme subject to meeting certain criteria.

The Board discussed the paper and the impact of Covid-19 on businesses and the economy. It discussed the additional risk associated with the portfolio due to the increase in size and the additional risk of defaults due to the Covid-19 pandemic. The Head of Risk Finance and Operations provided a summary of the risk assessment of the increased Scheme as set out in the paper noting that higher expected losses had been assumed.

The Board requested that the Head of Risk Finance and Operations provide an overview to the Board of the overall risk position in respect of all of the SBCI guarantee schemes and its capital adequacy at the next board meeting. The Board also discussed the expansion of the Credit Guarantee Scheme and Future Growth Loan Scheme as further supports for businesses affected by Covid-19.

The Board welcomed the simplified process for businesses to apply for the new Covid-19 Working Capital Loan Scheme as set out in the paper. The Board discussed the importance of the SBCI's relationship with the Banking and Payments Federation of Ireland and to work with the banks towards finding supports and solutions to the crisis.

The Board was supportive of the proposal noting the Scheme was a key support to businesses affected by Covid-19 and **IT WAS RESOLVED:**

1. that the size of the Current Scheme be increased by €200m, thereby creating an overall portfolio of €500m which will be available to fund both (i) BLS loans and/or (ii) Covid-19 working capital loans (the "**Revised Scheme**");
2. to approve the launch of an Expressions of Interest process to identify any suitable financial on-lenders that wish to participate in the Revised Scheme;
3. to delegate to the Chief Executive Officer the power to negotiate the terms applicable to the Revised Scheme, including any amendments required to be made to the Current Scheme's existing documents, (which shall include (but not be limited to) the EIF counter-guarantee, the co-operation agreement and the guarantees granted to the current participating financial on-lenders), and to approve any new contract, document, agreement or other binding arrangement, (together with any subsequent amendments thereto), required to be entered into in conjunction with the establishment of the Revised Scheme from time to time, conforming in substance to the terms as set out in the Board Paper, with such minor variations as he in his absolute discretion deems necessary or appropriate; and
4. to authorise the use of the SBCI's seal where required for the proper execution of any documentation in relation to any of the matters outlined above.

#### **4. AOB**

There being no further business the Chairperson brought the meeting to an end.

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**Barbara Cotter**

**Chairperson**

**17 July 2020**