

Important Information

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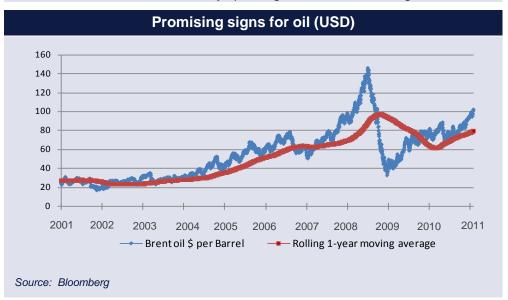
Strategy and Outlook



UAE Economic Update

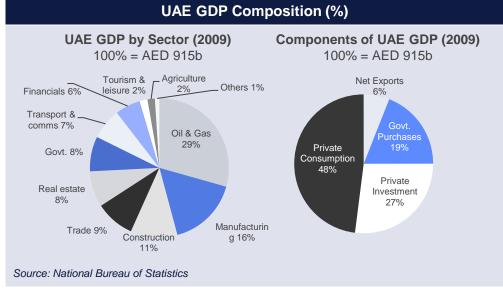
Highlights

- The IMF joined the private sector consensus in upgrading its growth forecast for the UAE late last year, taking it to 2.4% for 2010 and 3.2% in 2011. At Emirates NBD we expect 2.5% and 4.0% respectively.
- Local growth is benefiting from the price of, and the demand for, hydrocarbons and recovering world trade.
- Despite rises in global commodity prices, local inflation has remain subdued with inflation at the end of 2010 standing at 1.7% y/y.
- The latest UAE Purchasing Managers Index for January shows that economic expansion remains underway, with strength in orders, activity, employment and purchasing accelerating. Rising costs, however, were beginning to squeeze corporate profit margins slightly.
- Despite debt market tensions in the Eurozone, local CDS spreads have remained well behaved relatively speaking with little to no contagion.



Real GDP Growth Forecasts				
	2008	2009	2010	2011
UAE	7.4%	(3.0%)	2.5%	4.0%
UK	(0.1)%	(4.9%)	0.5%	1.5%
Eurozone	0.3%	(4.1%)	1.0%	1.5%
Germany	0.7%	(4.7%)	3.5%	2.5%
US	0.0%	(2.6%)	3.0%	3.0%
China	9.6%	9.1%	10.0%	9.5%
Japan	(1.2%)	(6.3%)	2.0%	1.5%
Singapore	1.8%	(1.3%)	14.5%	5.0%
Hong Kong	2.2%	(2.8%)	6.6%	5.0%
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Source: Emirates NBD forecasts

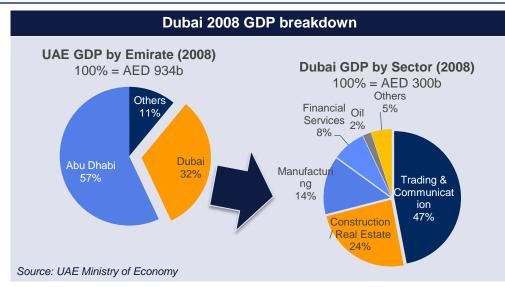


Dubai Economic Update

Highlights

- Dubai is the 3rd largest centre for re-exports in the world which itself represents 44% of GDP
- Dubai is a strategically located international trading hub with some of the world's best air and sea ports serving over 205 destinations
- In Dubai six 'strategic thrusts' for growth include travel and tourism; financial services; professional services; transport and logistics services; trade and storage; and construction.
- Very large investments in infrastructure will have highly positive effects on the long run development and productivity of the emirate
- Lower inflation, stable USD and property market declines have enhanced Dubai's cost-competitiveness
- Strength in emerging market currencies leaves UAE markets relatively cheap by comparison.

Dubai's Strategic Location



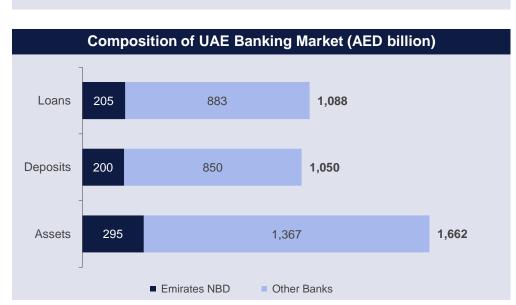




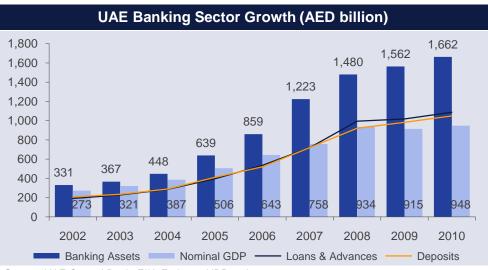
UAE Banking Market Update

Highlights

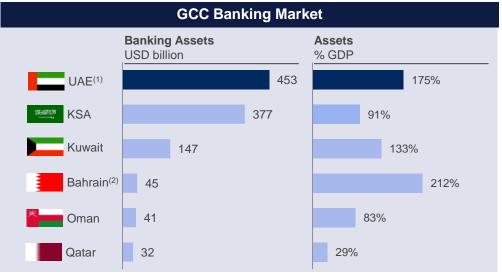
- UAE Banking sector is the largest by assets in the GCC
- The sector is dominated by 23 local banks which account for more than 75% of banking assets; 28 foreign banks account for the remainder
- UAE loan growth has outstripped deposit growth before H1 2008
- UAE Banking system liquidity tightened in 2008 due to outflow of c. AED 180b of speculative capital and the Global credit/liquidity crisis following the Lehman's collapse
- Government intervention during H2 2008 and 2009 helped improve liquidity and capitalisation:
 - Additional liquidity facilities from UAE Central Bank
 - AED 50b deposited into local banks; option to convert to LT2 capital
 - Deposit & capital market guarantees announced
 - Tier 1 injections by Abu Dhabi (AED 15b) and Dubai Governments (AED 4b)



Source: UAE Central Bank, 31 December 2010 Loans and Assets presented gross of impairment allowances



Source: UAE Central Bank, EIU, Emirates NBD estimates



Includes Foreign Banks;
 Excludes Foreign Banks
 Saudi, UAE, Kuwaii, Qatar as at 31 Dec 2010;
 Bahrain, Oman as at 31 Oct 2010
 Source: UAE Central Bank;
 National Central Banks and Emirates NBD forecasts



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Summary



Emirates NBD at a Glance

Largest Bank in UAE

- No.1 Market share in UAE:
 - Assets c.18%; Loans c.19%
 - Deposits c.19%
- Retail market shares (estimated):
 - Personal loans c.22%
 - Home loans c.7%
 - Auto loans c.11%
 - Credit cards c.9%
 - Debit cards c.17%
- Fully fledged financial services offerings across retail banking, wholesale banking, global markets & trading, investment banking, brokerage, asset management, merchant acquiring and cards processing

Largest Branch Network in the UAE . Ras al-Khaimah (3) Dubai 96 Abu Dhabi 18 Umm al-Quwain (2) Sharjah 12 Fujairah (2) Ajman (2) Other Emirates 9 **Dubai** (96) 135 Total Sharjah (12) Abu Dhabi (18) Conventional Islamic 30 **Total** 135





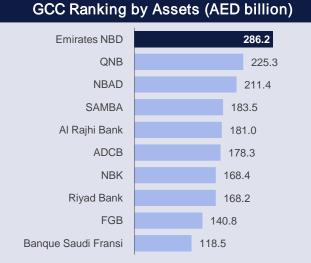
Emirates NBD is the Largest Bank in the UAE and GCC by Assets

As at 31 December 2010

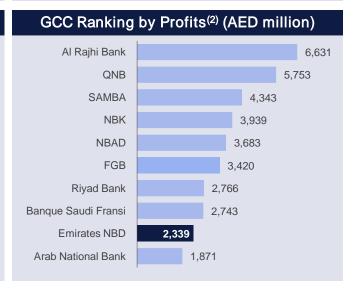












1) Shareholders' Equity for Emirates NBD is AED 33.7b. The number shown is Tangible Shareholder's Equity which excludes goodwill and intangibles Source: Bank Financial Statements and Press Releases for 31 December 2010, Bloomberg

^{*} DIB Assets and Equity as at 30 September 2010; Net profits for 9 months ended 30 September 2010 are annualized.



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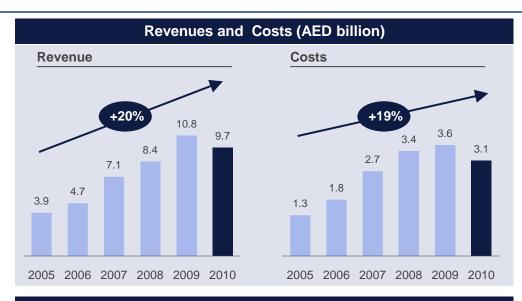
Emirates NBD Profile

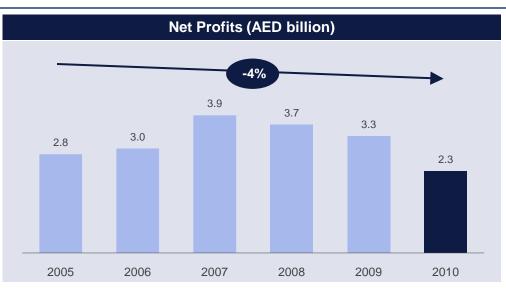
Financial and Operating Performance

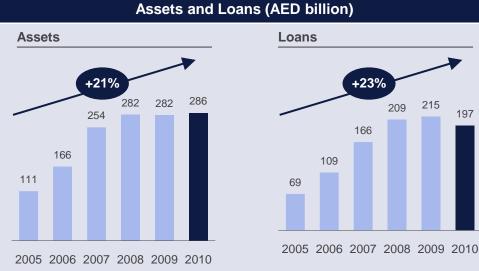
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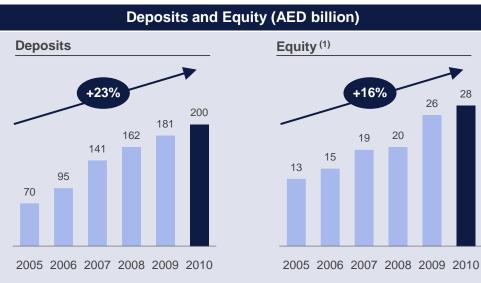


Profit and Balance Sheet Growth in Recent Years









¹⁾ Equity is Tangible Shareholder's Equity excluding Goodwill and Intangibles.

Source: Financial Statements, Aggregation of Emirates Bank International and NBD results



2010 Financial Results

2010 Financial Results Highlights

- Total income of AED 9,721m; -10% from AED 10,794m in 2009
- Income includes write-downs of investment properties of AED 214m
- Improvement of 14% in operating expenses from 2009 to AED 3,053m in 2010; Cost to income ratio improved by 1.5% to 31.4%
- Operating profit before impairment allowances of AED 6,668m; -8% from AED 7,243m in 2009
- Impairment allowances of AED 3,190m; 4% lower than AED 3,319m in 2009
- Union Properties investment reduced by AED 1.0b in 2010 through recognition of share of losses and impairment
- Net profit of AED 2,339m; -30% from AED 3,343 in 2009
- Capital ratios remain strong; CAR 20.1% and T1 12.8% at end 2010
- Deposits grew by 10% from end-2009 levels while loans declined 8%, improving the loan to deposit ratio to 99% from 118% at end-2009

Q4 2010 Financial Results Highlights

- Total income of AED 2,262m; -9% from AED2,496m in Q4 2009; -13% from AED 2,589m in Q3 2010
- Improvement of 13% in operating expenses from Q4 2009 to AED 758m in Q4 2010; 4% higher costs compared with AED 726m in Q3 2010
- Operating profit before impairment allowances of AED 1,504m; -7% from AED 1,620m in Q4 2009; -19% from AED 1,863m in Q3 2010
- Impairment allowances of AED 201m; 79% improvement from AED 945m in Q4 2009 and 84% improvement from AED 1,241m in Q3 2009
- Net profit of AED 403m; +126% from AED 178m in Q4 2009; -6% from AED 424m in Q3 2010

Net interest income	6,795	7,412	-8%	1,620	1,924	-16%
Fee & other income	2,583	2,773	-7%	578	679	-15%
Investment properties ⁽¹⁾	(188)	(42)	+346%	(45)	(56)	-19%
Investment/CDS Income ⁽²⁾	531	651	-18%	109	(51)	-315%
Total income	9,721	10,794	-10%	2,262	2,496	-9%
Operating expenses	(3,053)	(3,551)	-14%	(758)	(876)	-13%
Operating profit before impairment allowances	6,668	7,243	-8%	1,504	1,620	-7%
Impairment allowances:	(3,190)	(3,319)	-4%	(201)	(945)	-79%
Credit	(2,930)	(2,971)	-1%	(96)	(863)	-89%
Investment securities	(260)	(348)	-25%	(105)	(82)	+28%
Operating profit	3,478	3,924	-11%	1,303	675	+93%
Amortisation of intangibles	(94)	(94)	0%	(23)	(24)	0%
Associates	(1,024)	(477)	+114%	(869)	(475)	+83%
Share of profits	(664)	(161)	+311%	(509)	(159)	+220%
Investment impairment	(360)	(316)	+14%	(360)	(316)	+14%
Taxation charge	(21)	(10)	+115%	(8)	2	n/a
Net profit	2,339	3,343	-30%	403	178	+126%
Cost: income ratio (%)	31.4%	32.9%	-1.5%	33.5%	35.1%	-1.6%
Net interest margin (%)	2.52%	2.81%	-0.29%	2.41%	2.85%	-0.44%
110111101001111019111 (70)	2.0270					
EPS (AED)	0.37	0.58	-35%	0.06	0.02	+186%

31 Dec

2009

281.6

214.6

181.2

18.7%

11.9%

Change

(%)

+2%

-8%

+10%

+1.4%

+0.9%

Key Performance Indicators

2009

2010

31 Dec

2010

286.2

197.1

200.0

20.1%

12.8%

AED million

AED billion

Total assets

Tier 1 Ratio (%)

Capital Adequacy Ratio (%)

Loans

Deposits

Change

(%)

Q4

2010

Q4

2009

Change

(%)

¹⁾ Investment properties income includes rental income and realised /unrealised gains/(losses) on investment properties
2) Investments/CDS income includes dividend income and realised /unrealised gains/(losses) on investment, trading and CDS securities



Income

Net Interest Margin Trends (%)

- Q4 2010 NIM of 2.41%; -10bps from 2.51% in Q3 2010:
 - Negative mix impact of declining loan balances and rising customer deposits with deployment of increased liquidity in lower yielding assets
- 2010 NIM of 2.52%; -29bps from 2.81% in 2009:
 - Negative mix impact of declining loan balances and rising customer deposits with deployment of increased liquidity in lower yielding assets
 - Increased deposit funding costs
 - Partly offset by increased loan spreads due re-pricing of loans

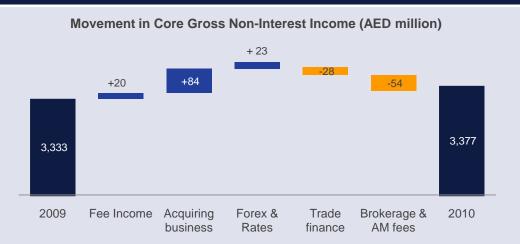


Q1 08 Q2 08 Q3 08 Q4 08 Q1 09 Q2 09 Q3 09 Q4 09 Q1 10 Q2 10 Q3 10 Q4 10

Note: Net interest margin is calculated based on Average Interest Earning Assets (AIEA)

Non-interest Income Trends (AED million)

- Core gross non-interest income increased by AED 44m or 1% from 2009:
 - 12% growth in acquiring income
 - 2% growth in fee income, despite lower origination volumes
 - 3% growth in forex and rates income
 - 5% decline in trade finance income
 - 27% drop in brokerage and asset management fees



Note: Core gross non-interest income excludes the impact of Investment Properties, Investment/CDS income and 'Other' income

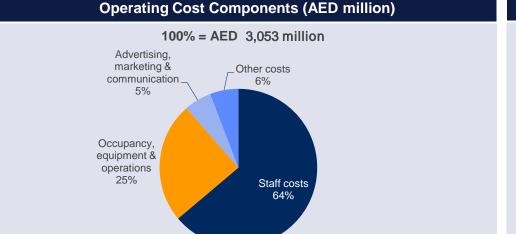


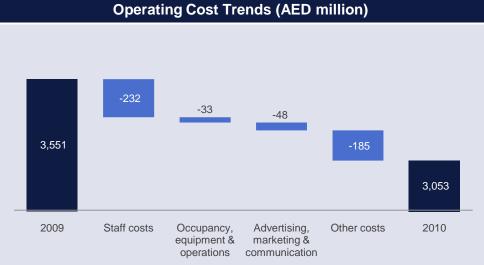
Operating Costs and Efficiency

Highlights

- The cost to income ratio improved by 1.5% from 32.9% in 2009 to 31.4% in 2010
- Operating costs declined by 14% to AED 3,053 million in 2010:
 - 11% improvement in staff costs driven primarily by post-integration rationalisation
 - 4% improvement in occupancy, equipment and operations costs due to ongoing efficiency improvements in IT and Operations
 - 22% improvement in advertising, marketing and communications costs mainly due to new branding costs incurred in 2009
 - 51% improvement in other costs due to stringent control over discretionary cost and excess accrual reversals in 2010







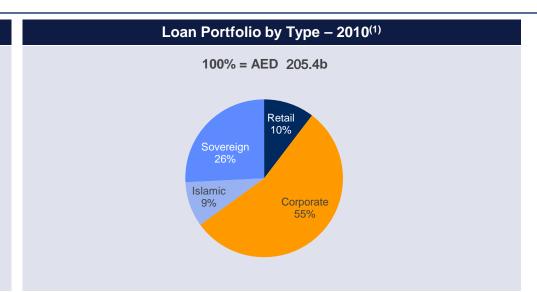


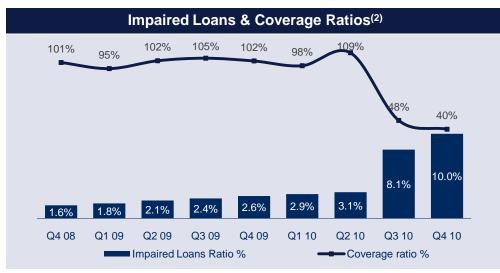
Credit Quality

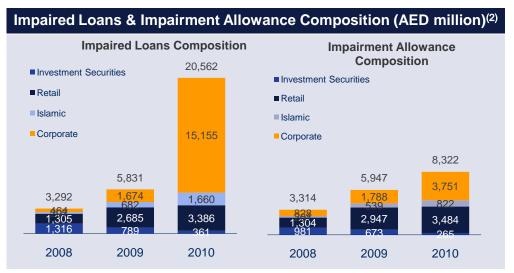
Loans & Receivables and Islamic Financing

Highlights

- The Bank continues to pro-actively manage credit quality
- Impaired loans as a percentage of gross loans increased to 10.0% in Q4 2010 from 8.1% in Q3 2010 and 2.6% in Q4 2009
- Full required provision for Dubai World made in Q3 2010 and exposure included in impaired loans⁽³⁾
- Added AED 335m to PIP in 2010; total PIP of AED 2.2b at end-2010 representing 1.4% of unclassified lending credit RWAs
- 80% of Saad and Al Gosaibi exposure provided at end-2010







- 1) Loans and advances before provisions
- 2) Impaired Loans, Impairment Allowances and Coverage ratios restated to include investment securities classified as loans & receivables; Impaired Loans ratio is calculated on gross loans & receivables
- 3) Impaired Loans, Impaired Loans Ratio and Coverage ratio for Q3 2010 restated accordingly



Credit Quality

Retail and Corporate Loans & Receivables

Corporate Credit Quality

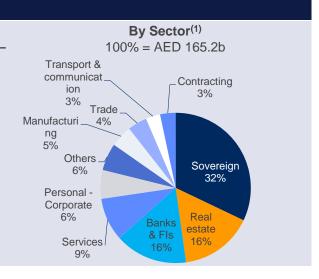
- Impaired loan ratio 9.2% at Q4 2010 vs.0.97% at Q4 2009
- 97% of the portfolio is to UAE customers where the Bank has long-standing relationships
- Exposure is mainly to top tier names with diversified business interests and multiple sources of repayment
- Environment necessitates renegotiation of certain customer accounts; amounting to AED 7.3b vs. AED 7.8b at Q4 2009:
 - these reflect renegotiated repayment terms in line with underlying cash flows; and
 - without sacrificing interest or principal

Real Estate & Contracting

 Exposures to Real Estate and Contracting Sector are AED 25.9b (16%) and AED 5.5b (3%) respectively

Corporate & Sovereign Lending Portfolio

- Selectively financing real estate sector; extent of finance is generally limited to:
 - 70% of construction cost excluding land; and
 - land and cost overruns to be financed by the owner
- Real Estate financing is restricted to Emirates of Dubai & Abu Dhabi
- Exposures to these sectors are mainly to diversified businesses having multiple repayment sources of repayment
- Repayment experience is satisfactory
- Approximately 52% of the Real Estate portfolio has a repayment maturity of < 3 years



Personal loans

- Portfolio AED 7.0b (33%)
- 50% of value is to UAE nationals; 60% of value is to government employees
- Personal loans are only granted subject to salary assignment
- Personal Loans losses well within original expectations
- No funding is given to applicants working in the real estate, contracting and hotel industries
- 2010 delinquency trends for over 90 days are decreasing; entry rates into delinquency are stable and trending downwards

Credit Cards

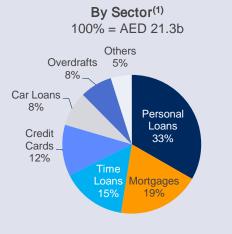
- Portfolio AED 2.5b (12%)
- Product with highest yield in Retail Portfolio
- 90+ delinquencies better than industry benchmarks
- Measures taken to control exposures on unutilised limits
- 2010 delinquency trends improving

Retail Lending Portfolio Car loans

- Portfolio AED 1.7b (8%)
- Portfolio balance has declined from end-2009 due to changes in credit policy
- Minimum Income threshold has been raised
- Down payment of 10-20% mandatory based on customer profiles
- 2010 delinquency trends improving

Mortgages

- Portfolio AED 4.1b (19%)
- Only offered for premium developers
- Completed properties account for 80% of the portfolio
- Average LTV is 75% on original value
- > 75% of the customers have only one loan from Emirates NBD
- 2010 delinquency trends improving



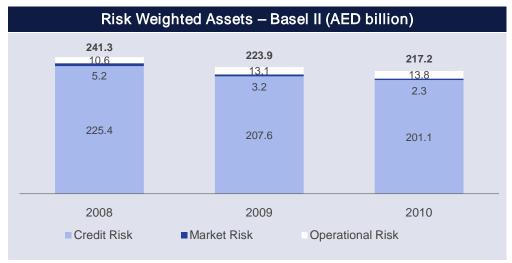
1) Loans and advances before provisions; Corporate & Sovereign Lending sectoral breakdown as per "Analysis by Economic Activity for Assets" in note 50, page 79 of the 2010 Financial statements



Capital Adequacy

Highlights

- Capital adequacy ratio at 20.1% at end-2010 vs. 18.7% at end-2009
- Tier 1 ratio increased from 11.9% at end-2009 to 12.8% at end-2010 as profit generation for the period exceeded the FY 2009 dividend payment
- Tier 2 capital increased to AED 15.9b vs. 15.2b at end-2009 mainly due to positive Cumulative Changes in FV and an increased proportion of qualifying Tier 2 capital, partially offset by redemption of Tier 2 securities
- Risk Weighted Assets (RWAs) declined by 3% from end-2009 levels





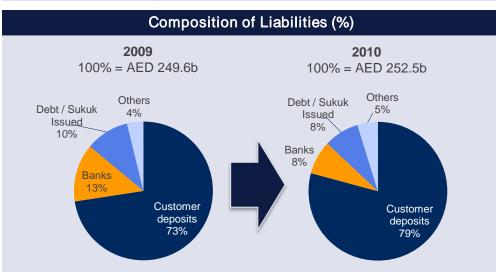
Capital Movement Schedule – Basel II			
End-2009 to end-2010 (AED million)	Tier 1	Tier 2	Total
Capital as at 31.12.09	26,654	15,178	41,832
Net profits generated	2,338	-	2,338
FY 2009 Dividend paid	(1,112)	-	(1,112)
Interest onT1 securities	(262)	-	(262)
Cumulative changes in FV	-	776	776
Reduction in unqualifying Tier 2 capital	-	389	389
Redemption of T2 securities	-	(474)	(474)
Other	74	5	79
Capital as at 31.12.2010	27,692	15,874	43,566

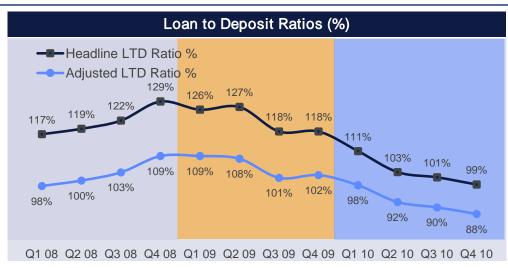


Funding and Liquidity

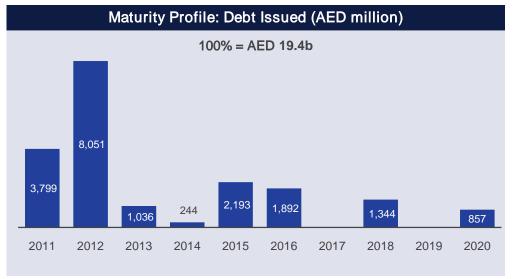
Highlights

- Liquidity continues to improve and deposit mobilisation initiatives proved successful; headline LTD ratio 99% at end-2010
- Liquidity backstop facilities of AED 39.3b unused; net liquid assets of AED 31.8b at end-2010 vs. AED 3.9b liability position at end-2009
- Access to wholesale funding remained challenging during 2010 :
 - improvement in debt markets seen recently
 - term debt maturity profile well within funding capacity; total wholesale debt represents 8% of liabilities
 - net reduction in debt outstanding of AED 4.7b in 2010
 - completed AED 857m auto loan securitisation in Q3 2010
 - raised AED 2,193m from long-term corporate loan repurchase transaction in Q4 2010





Note: Adjusted LTD ratio includes Debt Issued and Other Borrowed Funds, Sukuk Payable and Tier 1 Capital Notes in the denominator



Note: Debt Issued includes EMTNs of AED 13.6b and syndicated borrowings from banks of AED 5.5b

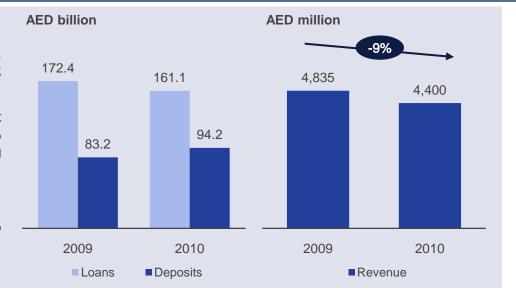


Divisional Performance

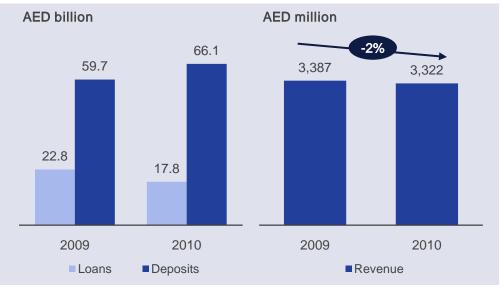
Corporate Banking

Consumer Banking & Wealth Management

- Key focus during the period was on balance sheet optimisation, continued proactive management of credit quality, building non-risk based and fee generating businesses
- Revenue declined 9% year-on-year due to a 9% reduction in net interest income resulting from declining loan balances and 10% lower fee income from lower trade finance and new underwriting activity
- Loans decreased by 7% from end-2009
- Dedicated focus on liquidity management resulting in strong 13% growth in deposits



- CWM maintained and strengthened its position in challenging market conditions
- Continued expansion in Private Banking business; now 60 RMs;
 Private Banking customer deposits continued to grow
- Revenue declined 2% year-on-year as strong 19% growth in fee income was offset by a reduction in net interest income of 8% due to increased deposit costs and declining loan balances
- Deposits grew 11% from end-2009
- Total number of branches at end-2010 totaled 105 with an ATM & SDM network of over 620.



Divisional Performance (cont'd)

Global Markets & Treasury

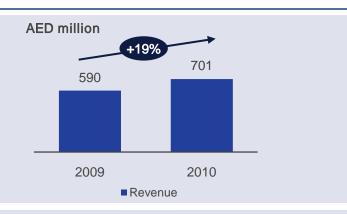
Network International

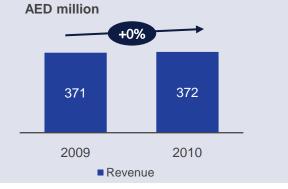
Emirates Islamic Bank

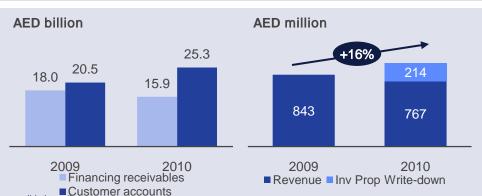
- Revenue increased by 19% in 2010 to AED 701m driven primarily by growth in trading revenues partly offset by a contraction in the spreads generated from interbank funding and the mix impact of increased net liquid assets
- GM&T continued to develop products to meet customer demand as well as ensure that alternative sources of funding were utilised
- The first ever auto-loan securitisation in the region was completed, raising over USD 200m of long term funding.



- Processing income grew 8% while acquiring revenues were broadly flat as reduced margins offset a 13% growth in acquiring volumes
- In December 2010, Emirates NBD entered into a strategic partnership with Abraaj Capital involving a 49% stake sale of NI
- Serves over 11,000 merchants and 60 banks and financial institutions in the region
- EIB revenue declined 9% year-on-year to AED 767m in 2010 (net of customers' share of profit)
- Income includes AED 214m write-down on investment properties; underlying income growth of 16%
- Financing receivables declined 11% to AED 15.9b from end-2009
- Customer accounts grew by 23% to AED 25.3b from end-2009
- Total number of EIB branches at end-2010 totaled 30 with an ATM & SDM network of 86.







ATM & SDM network of 86.

Cus

Note: Stand-alone Financial Statements for Network International and Emirates Islamic Bank may differ from the above due to consolidation adjustri

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Two years on from the crisis, the Bank is better positioned for the future



Completed largest Financial Services Merger in the Region, with scalable new-generation platforms and strong brand, culture and franchise



Emirates NBD's strong brand, culture and franchise



















Summary of major achievements in 2010

Achievements Proactive Liquidity Management by the Group has resulted in significant improvement of liquidity, manifested through strong increase in customer deposit base both in Wholesale as well as Consumer Banking - Strengthening of Cash Management facilities in Corporate banking paired with dedicated deposit gathering effort through RMs - Further build-up of Private Banking with increase in RMs from 55 to 60, resulting in Net New Money of more than AED 10b and generating operating profits of more than AED 100m in 2010 compared to break-even profitability in 2009 **Optimise** - Dedicated retention team in Retail Banking helped to limit outflow of deposits in mass retail **Balance** Active management strategies included build up of high quality Liquidity Asset Buffers (LAB) and Sheet selective approach to capital market for Medium Term funds - Successful securitisiaton of auto loan and corporate loan repurchase transaction generating AED 3b of long-term funding Further deleveraging and reduction of asset book - Reduction of Retail and Corporate asset portfolios through continued caution on new underwriting - AED 1.8b reduction in investment and trading securities portfolio Sale of 49% stake in NI to Abraaj to realise value and generate capital for further investments Enhancement of revenues on Corporate side through continued re-pricing of loan portfolio Successful Retail banking efforts to increase NFI along several dimensions (FX, Credit cards) and Investment Income), resulting in 19% growth in CWM non-interest income Drive Significant improvement of overall cost position, e.g., **Profitability** - Efficiency gains and further capturing of merger synergies has led to staff cost reduction of AED 232m - High spend transparency, tight vendor management and increased operations efficiency reduced non-staff cost by AED 266m

- CAR strengthened to 20.1% from 18.7% at end-2009
- Tier 1 increased to 12.8% from 11.9% at end-2009
- Deposits grew by 10% from end-2009 vs.8% decrease in loans, lowering the LTD ratio to 99%
- Significant profit on sale of NI stake expected in Q1 2011

- 2010 costs improved by 14% to AED 3,053m million from 2009
- ROE of 10.3% for 2010 despite significant impairments on credit and associate investments

Summary of major achievements in 2010

Achievements Stress Testing - The Group advanced its comprehensive multi-period Stress Testing framework, which supports senior management in identifying and managing risks in the portfolio in order to ensure adequate capitalisation even under adverse economic conditions Internal models Enhance - Stable second generation internal rating models with improved predictive power developed and Risk implemented for the loan portfolios. Ensured smooth migration without disrupting the underwriting Management process - Optimised the application of credit scorecards at every stage of the customer lifecycle i.e. underwriting, account management, collections and re-underwriting resulting in improved Turn-Around-Times, better pricing, lower credit losses and a significant improvement in collections Advanced the RAROC framework for the wholesale portfolios to ensure consistent and optimal underwriting and pricing decisions Completion of establishing the new Emirates NBD brand; brand valued at USD 1.2b by The Banker (February 2011), an increase of 41% over the previous year with a #1 ranking in the UAE and a ranking of #132 worldwide Continue to build Private, Priority and SME banking businesses and expanded retail presence in Selectively Abu Dhabi through opening an additional Retail branch in Abu Dhabi, inauguration of the 1st SME Invest in Banking centre in Abu Dhabi with 11 staff, 5 additional Private Banking RMs and opening of 2 Platforms for Priority Banking centres in Abu Dhabi Growth Expanded distribution capability, with 3 net new branches in 2010 and additional 95 ATM/SDMs Singapore representative office upgraded to branch and build-up of KSA operations; KSA revenue and operating profit more than doubled and tripled respectively in 2010 Continue to evaluate inorganic opportunities

- Underlying credit metrics within expectations
- Impaired loans ratio increased to 10.0% from 2.6% at end-2009
- Retail portfolio delinquencies improving

Strategic Imperatives are Evolving

Gradual Shift in Focus from Strengthening the Bank to Growth Acceleration



- 1. Optimise Balance Sheet
 - Capitalisation
 - Liquidity
- 2. Enhance Profitability
 - Operating efficiency
 - Margins and fee generation
- 3. Enhance Risk Management
- 4. Selective Investment in Growth Areas

- 1. Optimise Balance Sheet
 - Capital allocation
 - Funding Efficiency
- 2. Drive Profitability
 - Key account planning
 - Customer service/retention
- 3. Enhance Platforms
- 4. Measured Investment in Growth Areas



Strategic Imperatives for 2011

	Objectives
Optimise Balance Sheet and Capital allocation	 Increase lending activities in identified pockets of growth, e.g. SME lending, cards, Further diversifying funding sources with a focus on reducing cost of funding Review all Group companies (subsidiaries and associate companies) and decide on divestment opportunities, increasing stakes or complementary acquisitions
Drive Profitability	 Management focus on yield optimisation Extending Key account planning capturing a larger share of wallet of existing broad customer base through Cross-sell Treasury and Investment Banking services to corporate clients Increasing fee income through enhanced sales efficiency for FX, investment and banc-assurance products Improve customer retention and deliver distinctive customer service Continue implementation of revised spend control processes Capturing significant efficiency and process improvements through Outsourcing
Enhance Platforms	 Further enhance employee proposition through talent/leadership development as well as performance and retention management Continued enhancement of the Group wide Risk strategy and alignment of policies to defined risk appetite Roll-out of Group wide service Excellence effort as part of a change management program along all customer touch points
Measured Investment in Platforms for Growth	 Exploit domestic opportunities Implementation of Private Banking growth plan and strengthening SME segment Continued distribution network expansion/optimisation Continued roll-out of Abu Dhabi growth plan Exploit international opportunities Implementation of organic growth plan for KSA and detailing growth strategies for all other existing locations Proactively pursuing inorganic regional expansion opportunities

Network International

Strategic Partnership with Abraaj Capital

Transaction Summary & Strategic Rational

- On 22 December 2010, Network International (NI) entered into a strategic partnership with Abraaj Capital to accelerate the expansion of the company
- Abraaj will acquire a 49% stake in NI for a price of around AED 2
 billion which includes a sum contingent upon attainment of profitability targets and a portion financed by Emirates NBD
- The transaction is subject to relevant regulatory approvals is expected to be closed in the first quarter of 2011
- NI is the region's largest payment and cards processing service provider serving over 11,000 merchants and 60 banks and financial institutions in the region
- NI is now at a strategic junction where significant growth opportunities are available both organically and inorganically and has developed a focused strategy to expand into other high-growth geographies in the Middle East and Africa and the Indian Subcontinent
- In this context, the strategic partnership with Abraaj will bring significant expertise and value to the business:
 - Accelerating the growth trajectory of NI through leveraging Abraaj's industry expertise and access to their portfolio companies
 - Extend NI's geographic presence (e.g. Pakistan, India, Turkey and Levant)
 - Development of global distribution and strategic alliances
 - Advancing and executing successful acquisition strategies
 - Working with CEOs and CTOs to optimise technology strategy and processes

Financial Impact on Emirates NBD

- In 2010, the assets and liabilities are disclosed as assets held for sale under IFRS 5
- Upon completion of the transaction, expected in Q1 2011:
 - Profit on sale of 49% stake recognised
 - Due to effective joint control post-closing NI ceases to be a subsidiary of the Group and will be accounted for as a jointly controlled entity in accordance with IAS 31
 - The remaining 51% retained is fair valued at the date of closing, resulting in an unrealised profit
 - Contingent earn-out will be considered as a contingent asset in accordance with IAS 37 and only recognised as income once receipt is virtually certain

Network International Financial Results and Position				
Balance Sheet (AED million)	2010	Income Statement (AED million)	2010	
Cash in Bank	560	Income	372	
Other assets	3	Operating Expenses	(178)	
Assets held for sale	828	Other	(5)	
Liabilities held for sale	(484)	Net Profit	189	
Net Assets	907			
Share capital	50			
Reserves	62			
Retained earnings	795			

Note: Income Statement represent contribution to Emirates NBD; Balance Sheet represents stand-alone Financial Position for NI

Shareholders' Equity



Outlook



- While economic activity remained relatively subdued in 2010, the satisfactory agreement on Dubai World restructuring and confidence and core economic sectors in Dubai continue to show signs of recovery
- Dubai remains well-positioned:
 - Due to its strategic location and advanced infrastructure, Dubai remains unrivalled as the region's key economic, trading and financial hub
 - Lower inflation, stable USD and property market declines have enhanced Dubai's cost-competitiveness
 - Underlying economic activity in traditional trade, manufacturing and tourism sectors are showing signs of recovery
 - Capital markets access for Dubai Government and commercial entities is improving
- Emirates NBD is optimistic about the expected economic recovery and is well placed to take advantage of selected growth opportunities
 - Global economic recovery is expected to continue
 - UAE GDP is expected to recover to c.2.5% in 2010 and c. 4.0% in 2011
 - Expected resolution of remaining key debt restructurings expected to further improve confidence and economic activity
 - The financial sector is showing signs of emerging from the deleveraging process which commenced at the end of 2008



Summary

() Emirates NBD

- Robust financial performance despite significant impairments on credit portfolio and associate investments
- Cost rationalisation initiatives proving successful evidenced by reductions in absolute levels of expenses and in the cost to income ratio
- Significantly improved liquidity metrics and strong capital ratios due to success of balance sheet optimisation initiatives
- Credit quality remains pro-actively managed and within expectations
- Dubai World specific provision made in 2010; 80% of Saad & Gosaibi exposure provided
- Portfolio impairments at AED 2.2 billion or 1.4% of credit RWAs
- Continued focus in 2010 on balance sheet optimisation, profitability and risk management enhancement while selectively investing in platforms for growth
- Dubai remains well-positioned as the region's key economic, trading and financial hub
- Emirates NBD is optimistic about the expected economic recovery and is well placed to take advantage of selected growth opportunities

APPENDIX Awards



2010 Awards



December 2010 - "Largest Bank in the Middle East" Award by Global Finance



October 2010 – "Best Investor Relations in the Middle East" Award by ME-IR Society / Thomson Reuters Extel



June 2010- Banker Middle East Award 2010 in the "Best Use of Technology"



April 2010- Banker Middle East - Products Award for "Best Personal Loan"

2010 Awards



March 2010- 2010 Financial Sector Technology (FST London) award for "Systems Integration Project of the Year"



March 2010- Sh. Mohammed bin Rashid Al Maktoum "Supporters of the Arts Award"



February 2010- "The number one banking brand in the Middle East" Award by The Banker



February 2010- "Best Private Bank in the UAE" in Euromoney Private Banking survey for 2010

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