



# ANNUAL 2014 REPORT

## | COMPANY AT A GLANCE |

Head Office	:	Jahangir Tower (3rd Floor), 10, Kawranbazar C/A, Dhaka – 1215
Type of Organization	:	Financial Institution
Nature of Business	:	Lease Finance, Term Loan Financing, Real Estate & Housing Financing, SME, Financing & Term Deposit Receipt, (TDR), Monthly Savings Scheme (MSS)
Number of Directors	:	12
Number of Shareholders	:	11,895
Authorized Capital	:	Tk. 5000.00 million
Paid Up Capital	:	Tk. 1106.86 million
Statutory Reserve	:	Tk. 331.06 million
Number of Customers	:	3506 (Investment) & 1014 (Deposits)
Business Thrust Sector	:	Corporate House, Medium Companies, SME, Housing, Transport Companies etc.
Number of Branches	:	6 (Six)
Business Motto	:	Efficient customer service & effective financial solutions
Auditor	:	M/s Nurul Faruk Hasan & Co.
Legal Adviser	:	M/s Rani Akter, Advocate, Bangladesh Supreme Court
Tax Adviser	:	Alhaj Md. Serajul Islam
E-mail	:	info@first-finance.com.bd
URL (Website)	:	www.first-finance.com.bd

### Our Bankers

Agrani Bank Ltd.	Janata Bank Ltd.	Shahjalal Islami Bank Limited
Al-Arafah Islami Bank Limited	Meghna Bank Limited	Social Islami Bank Limited
Bangladesh Commerce Bank	Mercantile Bank Limited	Sonali Bank Ltd.
Bangladesh Development Bank Limited	Midland Bank Limited	South Bangla Agriculture and Commerce Bank
Bank Asia Limited	Modhumoti Bank Limited	Southeast Bank Limited
Basic Bank Limited	Mutual Trust Bank Ltd.	Standard Bank Limited
Brac Bank Limited	National Bank Limited	The City Bank Limited
Eastern Bank Limited	NRB Commercial Bank Ltd	Trust Bank Ltd.
Exim Bank limited	One Bank Limited	Union Bank Limited
Farmers Bank Limited	Premier Bank Limited	United Commercial Bank Ltd.
ICB Islamic Bank Limited	Prime Bank Limited	Uttara Bank Limited
IFIC Bank Limited	Pubali Bank limited	
Jamuna Bank Limited	Rupali Bank Limited	

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## GLIMPSE OF 21ST AGM



# | NOTICE |

## **FIRST FINANCE LIMITED**

Jahangir Tower (3rd Floor), 10, Kawranbazar C/A, Dhaka-1215  
Phone: 88 02 9145487-9, 8189676-7, Fax: 88 02 9142374, www.first-finance.com.bd

### **Notice of the 22nd Annual General Meeting**

Notice is hereby given that the 22nd Annual General Meeting of the Shareholders of First Finance Limited will be held on Thursday, April 16, 2015 at 11.00 a.m. at Trust Melonayaton, Dhaka Cantonment, 545 Old Airport Road, Tejgaon, Dhaka to transact the following businesses:

1. To confirm the proceedings of the 21st Annual General Meeting of the company held on May 8, 2014;
2. To receive, consider and adopt the audited financial statements of the Company for year ended December 31, 2014 together with the reports of the Director's & Auditor's thereon;
3. To declare dividend for the year ended 2014 as recommended by the Board of Directors;
4. To elect the Directors of the company.
5. To consider the appointment of one independent Director to fill the vacant position as per Notification of Securities and Exchange Commission. (No. SEC/CMRRCD/2006-158/129/Admin/43, dated: July 03, 2012)
6. To Appoint the External Auditors for the year 2015 and fixation of their remuneration.
7. To transact any other business with the permission of the Chair.

*By order of the Board of Directors,*

Sd/

**(A.K.M.Ashfaqur Rahman Chowdhury, FCMA)**

Company Secretary

E-mail: share@first-finance.com.bd

Dated: March 24, 2015

#### **NOTES:**

1. Record Date: 1st April, 2015 for determining rights of Shareholders for dividend and to attend and vote at the meeting.
2. A shareholder entitled to attend and vote at the meeting may appoint a proxy to attend and vote in his/her stead. The proxy form, a specimen of which may be available in the Annual Report needs to be affixed with a revenue stamp of Tk. 20.00 and submitted to the Registered Office of the Company no later than 48 hours before the day of the Annual General Meeting.
3. Respected shareholders are requested to inform the Company Secretary during office hour regarding the change of address, if any on 1st April, 2015.
4. The Shareholders/Proxy are requested to record their entry at the entrance of AGM on 16th April, 2015 in between 9.00 a.m.to 10.45 a.m.

#### **দৃষ্টি আকর্ষণঃ**

বাংলাদেশ সিকিউরিটিস এন্ড এক্সচেঞ্জ কমিশন এর বিধি নং এসইসি/সিএমআরসিডি/২০০৯-১৯৩/১৫৮;  
তাং ২৪ অক্টোবর, ২০১৩ মোতাবেক আসন্ন বার্ষিক সাধারণ সভায় কোন প্রকার গিফট/খাবার প্রদানের  
ব্যবস্থা থাকবে না।

## | সাধারণ সভার বিজ্ঞপ্তি |

### ফার্স্ট ফাইন্যান্স লিমিটেড

জাহাঙ্গীর টাওয়ার (৪র্থ তলা), ১০ কাওরান বাজার বা/এ, ঢাকা-১২১৫  
ফোন: ৮৮ ০২ ৯১৪৫৪৮৭-৯, ৮১৮৯৬৭৬-৭, ফ্যাক্স: ৮৮ ০২ ৯১৪২৩৭৪, www.first-finance.com.bd

### ২২তম বার্ষিক সাধারণ সভার বিজ্ঞপ্তি

এই মর্মে বিজ্ঞপ্তি দেয়া যাচ্ছে যে, ফার্স্ট ফাইন্যান্স লিমিটেড এর শেয়ারহোল্ডারদের ২২তম বার্ষিক সাধারণ সভায় নিম্নলিখিত আলোচ্যসূচী বিবেচনার জন্য ১৬ এপ্রিল, ২০১৫ বৃহস্পতিবার, বেলা ১১:০০ টায় ট্রাস্ট মিলনায়তন, ঢাকা ক্যান্টনমেন্ট, ৫৪৫ পুরাতন বিমানবন্দর সড়ক, তেজগাঁও, ঢাকায় অনুষ্ঠিত হবে :

১. ৮ মে, ২০১৪ তারিখে অনুষ্ঠিত ২১তম বার্ষিক সাধারণ সভার কার্যবিবরণী নিশ্চিত করণ;
২. ৩১ ডিসেম্বর, ২০১৪ সমাপ্ত বছরের নিরীক্ষিত আর্থিক প্রতিবেদন, পরিচালকমন্ডলী এবং নিরীক্ষণের প্রতিবেদন গ্রহন, বিবেচনা ও অনুমোদন;
৩. পরিচালনা পর্ষদ কর্তৃক ২০১৪ সালের সমাপ্ত বছরের জন্য সুপারিশকৃত লভ্যাংশ অনুমোদন;
৪. কোম্পানীর পরিচালকবৃন্দের নির্বাচন।
৫. সিকিউরিটিস এন্ড এক্সচেঞ্জ কমিশনের বিজ্ঞপ্তি অনুযায়ী শূন্য পদ পূরণ করতে একজন নিরপেক্ষ পরিচালক নিয়োগ বিবেচনা (No. SEC/CMRRCD/2006-158/129/Admin/43, dated: July 03, 2012);
৬. ২০১৫ সনের জন্য নিরীক্ষক নিয়োগ ও তাদের পারিশ্রমিক নির্ধারণ।
৭. চেয়ারম্যান এর অনুমতিক্রমে অন্য কোন ব্যবসায়িক বিষয়ে আলোচনা।

#### পরিচালকমন্ডলীর নির্দেশক্রমে

(এ.কে.এম. আশফাকুর রহমান চৌধুরী, এফসিএমএ)

কোম্পানী সচিব

ইমেল: share@first-finance.com.bd

তারিখ: ২৪ মার্চ, ২০১৫

#### নোটঃ

১. রেকর্ড ডেট : ১ এপ্রিল, ২০১৫ তারিখ, লভ্যাংশ প্রাপ্তির অধিকার নিশ্চিতকরণ এবং সভায় অংশ গ্রহণ ও ভোট প্রদানের জন্য যোগ্য হবেন।
২. বার্ষিক সাধারণ সভায় অংশগ্রহণ ও ভোট প্রদানের যোগ্য সদস্য/সদস্যা তাঁর স্বপক্ষে সভায় অংশগ্রহণ ও ভোট প্রদানের জন্য প্রস্তুতি নিয়োগ করতে পাববেন। প্রস্তুতি ফরম যথাযথভাবে পূরণ করে ৮ ২০.০০(বিশ) টাকার রেভিনিউ স্ট্যাম্প সহযোগে সভার নির্ধারিত সময়ের ৪৮ ঘন্টা পূর্বে কোম্পানীর রেজিস্টার্ড অফিসে অবশ্যই জমা দিতে হবে।
৩. সম্মানিত শেয়ারহোল্ডারদের ১ এপ্রিল, ২০১৫ তারিখে তাঁদের ঠিকানা পরিবর্তন সংক্রান্ত তথ্যাদি, যদি থাকে তাহলে অফিস চলাকালীন সময়ে কোম্পানী সচিবকে অবহিত করার জন্য অনুরোধ করা হলো।
৪. সম্মানিত শেয়ারহোল্ডার/প্রত্নিগণকে ১৬ এপ্রিল, ২০১৫ তারিখ বার্ষিক সাধারণ সভায় প্রবেশের জন্য সকাল ৯:০০ টা থেকে সকাল ১০.৪৫ টার মধ্যে এন্ট্রি করতে অনুরোধ করা হলো

#### দৃষ্টি আকর্ষণঃ

বাংলাদেশ সিকিউরিটিস এন্ড এক্সচেঞ্জ কমিশন এর বিধি নং এসইসি/সিএমআরসিডি/২০০৯-১৯৩/১৫৮; তাং ২৪ অক্টোবর, ২০১৩ মোতাবেক আসন্ন বার্ষিক সাধারণ সভায় কোন প্রকার গিফট/খাবার প্রদানের ব্যবস্থা থাকবে না।

## | COMPANY CHRONICLES |

Incorporation of the company	:	28th June, 1993
Commencement of Leasing Business	:	Since Inception
Conversion into Public Company	:	18th July 1996
Licensed From Bangladesh Bank	:	5th October 1999
First Trading on Dhaka & Chittagong Stock Exchange	:	9th October, 2003
Converted into Electronic Share	:	4th January, 2009
Launching of SME Finance	:	1st February, 2011
Introducing of Online Service to our customer	:	1st July, 2013
Name change of the Company (as FFL)	:	23rd July, 2014
Opening of Wari Branch	:	5th August, 2014

## | CAPITAL & SHAREHOLDING STRUCTURE |

as at 31st December, 2014

### CAPITAL STRUCTURE

Authorized Capital	Tk.5,000.00 million
Issue, Subscribed & Paid-Up Capital	Tk. 1106.86 million
Statutory Reserve	Tk.331.06 million

### SHARE HOLDING STRUCTURE

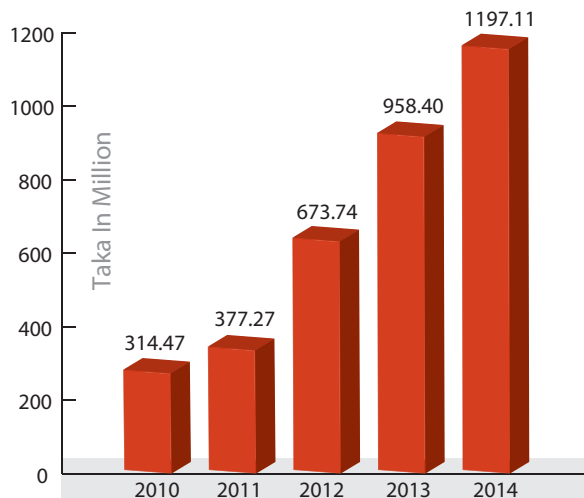
Category of Shareholders	No of Shares	Percentage of total Shares
Director/Sponsor & their related companies	43,478,842	39.28
Institution	26,507,733	23.95
General Public	40,699,385	36.77
<b>Total</b>	<b>110,685,960</b>	<b>100.00</b>



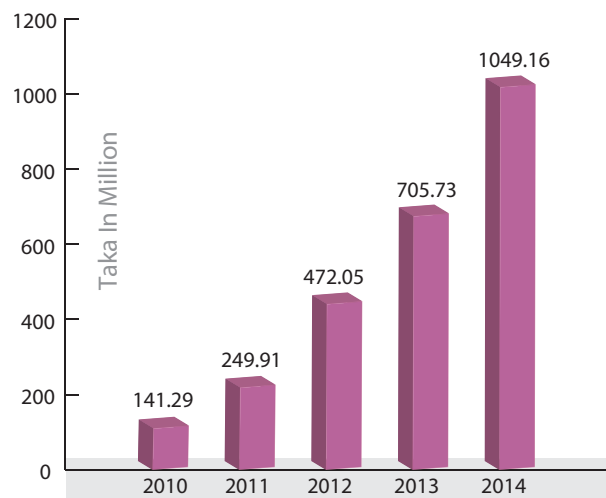
## | PERFORMANCE IN THE LAST FIVE YEARS |

Particular	2014	2013	2012	2011	2010
Operational Income	1197.11	958.40	673.74	377.27	314.47
Operational Expense	1049.16	705.73	472.05	249.91	141.29
Profit before Tax & Provision	147.96	252.66	201.69	127.36	173.18
Profit after Tax & Provision	73.28	133.18	176.74	82.30	138.68
Shareholders' Equity	1509.32	1436.04	1,051.31	874.57	792.27
Earning Per Share	0.66	1.32	2.93	1.36	2.76
Net Asset Value Per Share	13.64	14.27	17.41	14.49	19.70
Total Assets	9864.57	7218.92	4,928.90	3,278.06	2,220.98
Total Borrowing	7465.59	5169.96	3,399.42	1,971.37	1,060.80
Investment Portfolio	7978.26	6095.98	4250.31	2998.42	1952.21

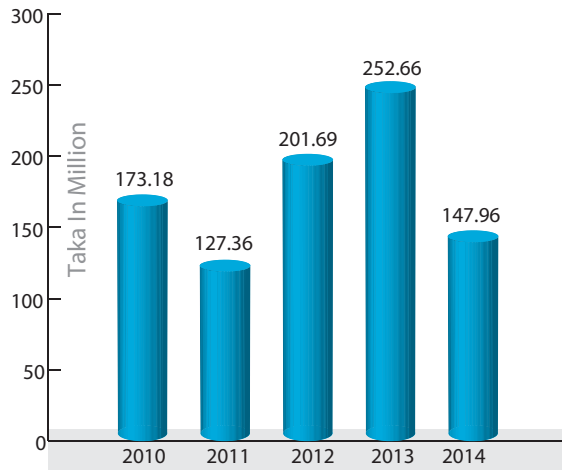
**Operational Income**



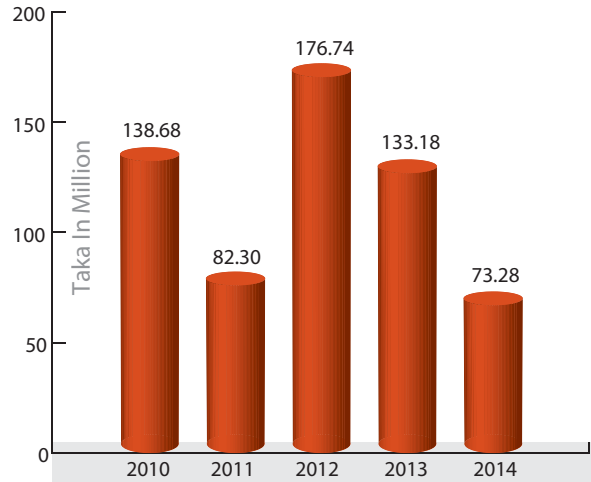
**Operational Expense**



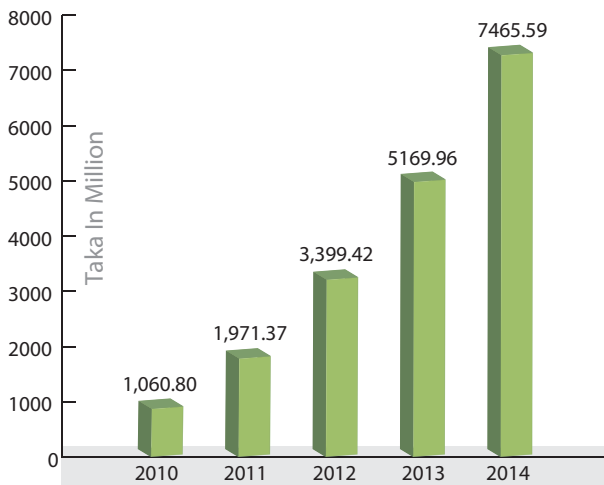
Profit before Tax & Provision



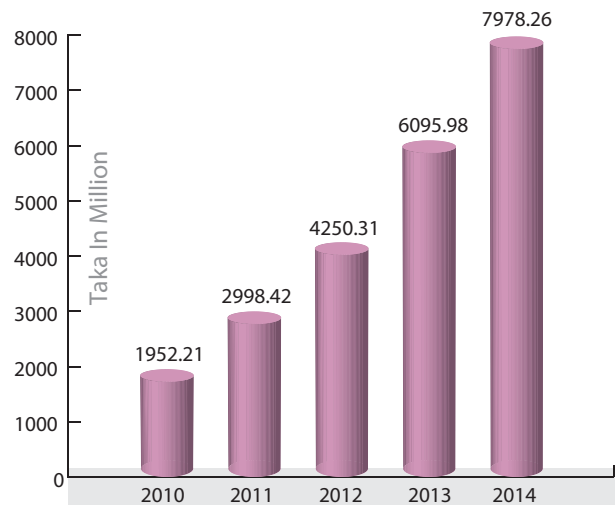
Profit after Tax & Provision



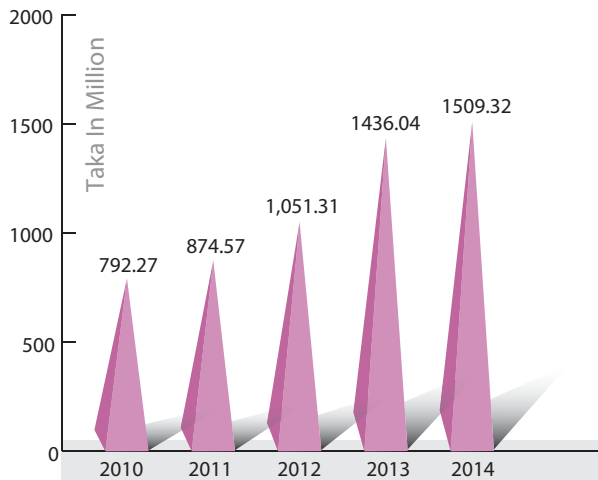
Total Borrowing



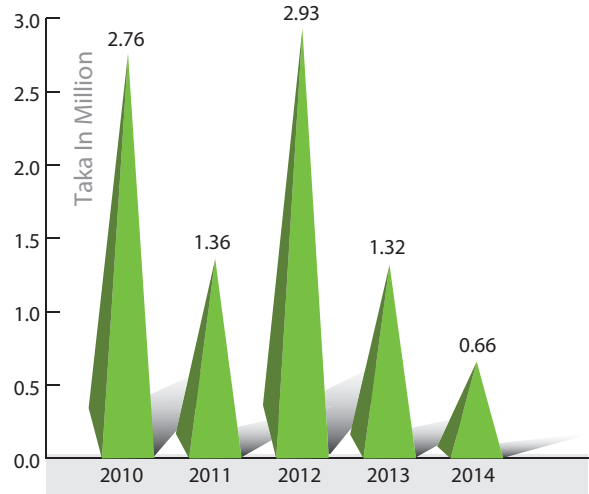
Investment Portfolio



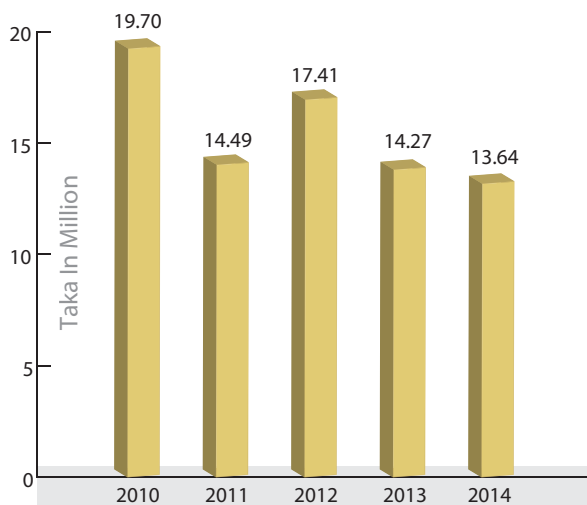
### Shareholders' Equity



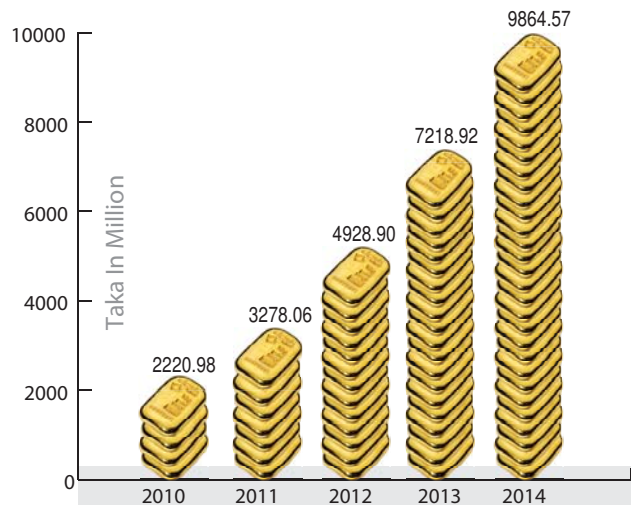
### Earning Per Share



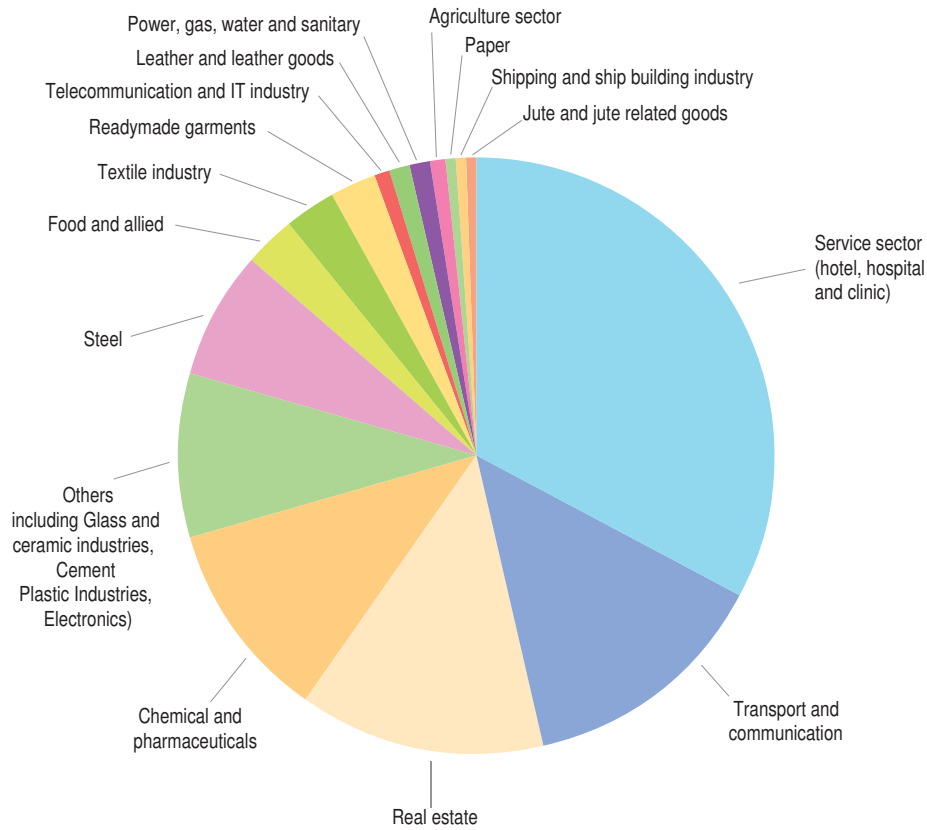
### Net Asset Value Per Share



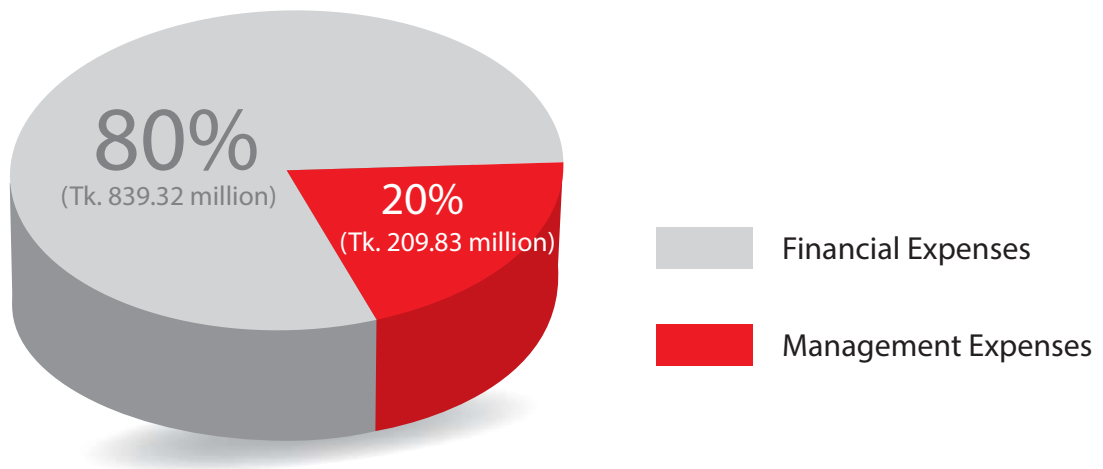
### Total Assets



## Sector-wise distribution



## Operating Expenses Scenario



## EXISTING BOARD OF DIRECTORS



**A.Q.M. Faruk Ahmed Chowdhury**  
Sponsor Director &  
Chairman



**A.Q.M. Faisal Ahmed Chowdhury**  
Sponsor Director &  
Vice-Chairman



**Rajia Khanam**  
Sponsor Director



**Sadia Akter**  
Nominated by:  
Alphabet Associated Ltd.



**Rafayel Bin Mahamud Bhuiyan**  
Nominated by:  
Oparchor Trade Intl. Ltd.



**Mainuddin Ahmed**  
Nominated by:  
Alphabet Systems Ltd.



**Habiba Ahmed**  
Nominated by:  
Raqaq Trade International Ltd.



**Mujibur Rahman Chowdhury**  
Director



**Engg. Abul Ahsan**  
Director



**Almohit Safat Hossain**  
Independent Director



**Mustafijur Rahman**  
Independent Director



**A.K. Nasir Uddin**  
Independent Director

## | DIRECTOR'S PROFILE |

### **Mr. A.Q.M. Faruk Ahmed Chowdhury, Chairman**

Mr. A.Q.M. Faruk Ahmed Chowdhury was born in 1963 in a respected Muslim and renowned business family. He is an Electronic Engineer and has completed both of his B. Sc. EE & M. Sc. EE degree from USA. Mr. Faruk Ahmed is the Chairman of the Board of First Finance Ltd. since 7th November 2012. He is also one of the Founder & Sponsor Director of the Company. He was the Vice-Chairman of FFL for many years. He is a well-known IT personality of the country. He is also associated with multiple business ventures. He is the founder Managing Director of Alphabet Associates Ltd., Alphabet Systems Ltd. and Intellect IT Ltd. engaged in Software Development, System design, Consulting, Indenting, Trading, Supply, Import & Export business. He is also the Chairman of Raqas Textile Limited and Managing Partner of Maple Leaf Trading Co. a concern engaged in foreign trade. Mr. Faruk is also a member of IEEE which is the world's largest Electrical, Electronic and Computing field professional association for the advancement of Technology. He is also a member of IEEE Computer Society, U.S.A. World largest Computer professional association. He is a permanent member of Dhaka Club Ltd. He is also a life member SWID Bangladesh, a National Non Governmental organization, who runs almost 70 School throughout Bangladesh for mentally challenged people. He has vast experience in Financial System design, Investment Banking, Financial product design and Money Market.

### **Mr. A.Q.M. Faisal Ahmed Chowdhury, Vice Chairman**

Mr. A.Q.M. Faisal Ahmed Chowdhury was born in 1968 in a respected Muslim and renowned business family. Mr. Ahmed has completed his Graduation from Dhaka University. Presently he is the Vice chairman of the Board of First Finance Ltd. Mr. Faisal Ahmed is also the founder & Sponsor Director of FFL. He is the Chairman of the Executive Committee of the company. He is a well known businessman. He is also the founder Managing Director of Rakson Impex Limited and FAH Textiles Limited. He has his expertise on the Textiles Sector and has been involved in export, indenting & supply of textiles machineries. He is also the Sponsor Director of Alphabet Associates Limited and Alphabet Systems Limited, engaged in Software System development, System design, Import, Trading and Consulting.

### **Mrs. Rajia Khanam, Director**

Mrs. Rajia Khanam was born in 1943 in a respectable Muslim Zaminder family of Daudkandi, Comilla and married to a renowned business personality of the Country Late M. A. Qasem, Director of Beximco Group. She is presently residing at Dhaka and having 3 sons and 1 daughter. She is the founder and Sponsor Director of First Finance Ltd. She was immediate past Chairman of the Board of FFL. She is also one of the Directors of Raqas Trade International Ltd. Mrs. Rajia Khanam is a successful entrepreneur and a businesswomen of the country

### **Mr. Mujibur Rahman Chowdhury, Director**

Mr. Mujibur Rahman Chowdhury was born in the year 1946 in a respected Muslim family. He is one of the Directors of the Board of the company. He is also the active member of the Executive Committee of the company. He is the Chairman of Swadesh Properties Limited, a Real Estate company and Executive Director of Filanto-Bangladesh Footwear Limited, 100% export oriented shoe industries joint ventured with Italy. He is also a Life Member and Election Commissioner of Dhaka Club Limited since long for several times.

### **Engr. Md. Abul Ahsan, Director**

Engr. Md. Abul Ahsan was born in the year 1961 in an educated family. He has completed his B. Sc. in Leather Engineering (1st Class 1st) from Dhaka, Bangladesh. He has done diploma in Industrial Chemical and Leather Process from Mumbai and Delhi, India. He is one of the Directors of First Finance Ltd. He has his expertise and vast knowledge in leather industries. He is engaged as an Adviser in various social and cultural organizations since long. He used to work in the Leather Industries in the Top Position in the Multinational Industries in the country. He is also a consultant in various Leather Industries.

### **Alphabet Associates Limited, Institutional Director (Represented by: Ms. Sadia Akter)**

Alphabet Associates Limited is an IT based company involved in software development, system design, Software and Hardware Maintenance, Software and Hardware Installation and other services related to Computer, Internet &

Telecommunication Services including Web development, Web mastering, Web hosting, e-commerce, e-government, e-travel, e-education, Animation, Cyber Cafe, Broadband, DSL, Radio Link, Bandwidth provide, Data services, e-Business, Online Service, LAN, WAN, Voice Communication, Video Conferencing, Video on demand according to Govt. rules, local & international trading, training module development, Export, Import and consulting job. Alphabet Associates Limited is established in 31st December, 1987. Ms. Sadia Akter has been nominated as Director in the Board of FFL from Alphabet Associates Limited, and she represents the Company. She is also the active member of the Audit Committee of the company.

**Oparchor Trade International Limited, Institutional Director , (Represented by: Mr. Rafayel Bin Mahamud Bhuiyan)**

Oparchor Trade International Ltd. is established in 18 September, 2006 to carry on the business of Real Estate and construction works, manufacturing, producing, marketing, distribution and deal with organic fertilizer NPKS, Zink sulphet and briquette urea fertilizer and all other allied fertilizer product and imported in the country, fish farming, Fish culture, Fish hatcheries, poultry farming, dairy farming, agricultural farming, pisciculture, horticulture, plantation, flower cultivation, trading, Indenting, Clearing, forwarding etc. Mr. Rafayel Bin Mahamud Bhuiyan has been nominated as Director in the Board of FFL from Oparchor Trade International Ltd. and he represents the Company.

**Alphabet Systems Limited, Institutional Director (Represented by: Mr. Mainuddin Ahmed)**

Alphabet Systems Ltd. is established in 13 June, 2000 to carry on the business of Companies, Computer, Consultancy, data processing, programming, System designing installation, management, services relating to electronic data processing and or all other allied business. The company is also carry on the business of import, export, and marketing of computer, Computer accessories, hardware & software, peripherals including Network, Hardware, Software, Installing sales & services, electric/ electronic office equipment, training aids, Communication equipment, audio-visual equipment, and all other allied items. Mr. Mainuddin Ahmed has been nominated as Director in the Board of FFL from Alphabet Systems Limited, and he represents the Company.

**Raqas Trade International Limited, Institutional Director (Represented by: Ms Habiba Ahmed)**

Raqas Trade International Ltd. is established in 20 July, 2005 to carry on the business of manufacturing of fibrous substances and all type of fast food items, preparing, marketing of Textile items, garments item, knitting item, producing, distribution and deal with organic and all other allied fertilizer produced and imported in the country and to buy, sell, export, import deal in all sorts of wool, yarn & fabrics products and by products thereof and to arrange for marketing the same within the country or to export of the foreign countries. Ms. Habiba Ahmed has been nominated as Director in the Board of FFL from Raqas Trade International Ltd., and she represents the Company.

**Mr. Almohit Safat Hossain, Independent Director**

Mr. Almohit Safat Hossain was born in the year 1966 in a Muslim family. He completed his MBA in Information Systems and Management from University of Hull, East Yorkshire, UK and M. Com in Management from Dhaka University. He is the Independent Director of First Finance Limited and also the Chairman of the Audit Committee of the company. Currently he is working as a part time lecturer at Presidency University, Dhaka. He has some social involvement with Shikor, an old school boy's social association.

**Mr. Mustafijur Rahman, Independent Director**

Mr. Mustafijur Rahman was born in the year 1977 in an educated family. He has completed his MBA from Asian University and B. Com (Honors.) & M. Com in Management from National University. He is one of the Independent Directors of the company. He is the Proprietor of Nipu Enterprise which is involved in indenting, distribution, trading, Import & supply. He is also a member of Audit Committee of FFL.

**Profile of Mr. A.K. Nasir Uddin, Independent Director**

Mr. A.K. Nasir Uddin was born in the year 1944 in a Muslim family. He completed his B. com (Hons.) from University of Dhaka. He is one of the Independent Directors of First Finance Limited. He is the proprietor of BN Production and act as Convener at the Advisory Committee of Bangladesh Film Producer & Distribution Association. He is the member of Bangladesh Film Censor Board and also the permanent member of Dhaka Club. He was the Ex-President of Bangladesh Film Producer & Distribution Association.

## MEETING OF THE BOARD COMMITTEE



Board Meeting



## | EXISTING BOARD COMMITTEES |

EXECUTIVE COMMITTEE	
<b>A.Q.M. Faisal Ahmed Chowdhury</b> Vice Chairman	<b>Chairman</b> <i>Executive Committee</i>
<b>Rajia Khanam</b> Director	<b>Member</b> <i>Executive Committee</i>
<b>Mujibur Rahman Chowdhury</b> Director	<b>Member</b> <i>Executive Committee</i>
<b>Rafayel Bin Mahamud Bhuiyan</b> Nominated Director (Nominated by: Oparchor Trade International Limited)	<b>Member</b> <i>Executive Committee</i>

AUDIT COMMITTEE	
<b>Almohit Safat Hossain</b> Independent Director	<b>Chairman</b> <i>Audit Committee</i>
<b>Mustafijur Rahman</b> Independent Director	<b>Member</b> <i>Audit Committee</i>
<b>Sadia Akter</b> Nominated Director (Nominated by: Alphabet Associates Limited)	<b>Member</b> <i>Audit Committee</i>

# THE CHAIRMAN'S STATEMENT TO THE SHAREHOLDERS



**A.Q.M. Faruk Ahmed Chowdhury**  
*Chairman*

## **Distinguished Shareholders,**

On behalf of First Finance Limited's (FFL) respected Board members and dedicated Team of Management I would like to cordially welcome and thank you all for accepting our invitation and attending at the Annual General Meeting. In this meeting we will present the 22nd Annual Report for year ended 2014 with all the financial performance and the result of operational activities and comparison with last year.

## **Honorable Shareholder's,**

It gives me a great honor to place before you the Director's Report along with the Audited Financial Statement for the year ended December 31, 2014 and Auditor's Report thereon for your perusal. I would also take this opportunity to express my gratitude for your continuous support and inspiration which resulting a success and achievements in many areas of our operation. This is a great occasion where various aspects of financials and other affairs are to be discussed and at the same time you would have the opportunity to offer your valuable comments, opinions and guideline that would be helpful in planning the future activities of the company.

FFL established in the year 1993. The Company started its business operation since its inception as a private Limited company with limited vicinity and gradually the company becomes one of the largest Financial Institution in Bangladesh. Currently the company has been operating Lease Finance, Term Loan Finance, Home Loan, Term Deposit Receipt (TDR), Monthly Savings Scheme (MSS), Real estate & Housing Finance, Corporate Finance, Working Capital Finance, SME Finance, Women Entrepreneur Loan, Car Loan, Hire Purchase, Bridge Finance, Equity Finance, Structured Finance, Syndicated Finance, Renewable Continuous Loan from 6 branches in 6 different prime locations of the country with an objective to meet up the all types financial needs of the clients. The company's employed over 161 employees and is well diversified into Corporate, SME, Industrial, Retail, Capital Market, Money Market segments.

From the 21st AGM we obtained the approval of Name Change, from Honorable shareholder. After completion of all regulatory Formalities, Bangladesh Bank, give the final feedback as a circular of new name approval on 23rd July, 2014. Presently we are operating, advertising and promoting business under the banner of First Finance Ltd.

In the financial year 2014 total investment growth is 30.88% in comparison with 2013 financial year. It is reported that the company's operational profit decreasing in the year 2014 is 41.44% in comparison with 2013. Our main focus was to strengthen our financial health by carefully choosing asset to attain our objectives.

The year 2014 had been challenging one for the financial sector. The Board of Directors is in full control of the company's affairs and reviews strategic issues on a regular basis and exercise control over the performance of the company by approving yearly business targets of the Company. The Management is fully accountable to the Board and the Board reviews Management's business performance on monthly basis. The Board shall determine the objectives and goals and to this end shall chalk out strategies and work-plan annual basis. Each and every employee is fully responsible to achieve the yearly target and this target is set up as per everyone's designation and rank. In the year 2014, the company achieved Tk. 315.25 crore from investment target and Tk. 433.08 crore from deposit target. In the year 2015 the Board has set an investment target amounting Tk. 1002.25 crore and deposit target amounting Tk. 730.00 crore for the company.

As our business has grown based on our belief that there is the need to reach out to all our customers wherever they are located in the country, FFL has established a new branch at Wari, Dhaka. Like all other branches of FFL, this new branch is also designed by management to serve all the products of FFL. We have ended the year with 6 branches in total.

I would like to restate here that our Board maintains its effective role in policy formulation and discharging best possible corporate governance. Company policy is added, edited or upgraded by the Management and approved by the Board of Director for ensuring better customer service. Our company's main focus is structured by clear objectives in combination with appropriate vision and values to materialize.

#### **Honorable Shareholders,**

In line with global development and response to the environmental degradation, financial sector in Bangladesh should play an important role as one of the key stakeholders. First Finance Limited, as part of financial sector of Bangladesh, is also responsible for safeguard of the environment.

In light of Green Banking Policy of First Finance Limited, a general instruction has been issued on the some green activities/practices as part of in-house environment management like Paper Consumption, Electricity Consumption and to promote Green Banking within the organization.

The Business growth of the company for last decade has been significant compared to other Financial Institution in the country. During the year 2014, the company financed in the corporate and semi corporate bodies and also given special emphasis on the SME sectors, women entrepreneurs, housing and considerable amount also been financed in this sectors by keeping in mind for the development of social economic of the country.

In the year 2014, the Board has appointed a new Managing Director & Chief Executive Officer for the company – who has banking experience over 36 years in Private Commercial Bank. The Board also appointed few Senior Officials in different departments for more effective and productive result in the year 2014, mostly have vast experience in the field of financial sector of the country.

#### **Respected Shareholders,**

In the year 2014, the company's Paid-Up Capital stood at Tk. 1106.86 million as against 1006.24 million in the preceding year. The Shareholder's Equity also comprise of Non-distributable reserve and Retained Earnings at Tk. 331.06 million and Tk. 71.40 million respectively which stands for total Tk. 1509.32 million.

#### **Honorable Shareholders,**

You may kindly know that the working fund of the company mainly consists of Shareholders Equity, borrowing from banks and fixed deposit receipts (FDR) received from individuals and institutions. Advance Lease Rentals held by the Company on Lease financing also substantiate in building up working fund of the Company. As on December 31, 2014, total Term Deposit stood at Tk. 5403.05 million as against Tk. 3643.45 million as on December 31, 2013 indicating an increase of Tk. 1759.60 million. Bank Borrowing as on December 31, 2014 stood at Tk. 2062.54 million as against Tk. 1,526.51 million as on December 31, 2013 showing an increase of Tk. 536.03 million over the figure at the end of the preceding year. This was due to higher interest rate borrowings are adjusted by lower interest rate borrowings and our investment which was met mainly through core deposit (deposit from public) which feels confident and comfortable in extending fund to the company because of higher sustainability. There has also occurred a decrease of liability under the head of Advance Lease Rentals from Tk. 67.59 million to Tk. 56.89 million as on December 31, 2013.

#### **Fellow Shareholders,**

Since October 9, 2003, your company's shares are being trade in both stock exchanges of the country in Dhaka Stock Exchange (DSE) and Chittagong Stock Exchange (CSE). As at December 31, 2014, the market price of your company's share stood respectively at Tk. 19.50 in Dhaka Stock Exchange (DSE) and Tk. 19.20 in Chittagong Stock Exchange (CSE).

### **Honorable Shareholders**

You would be pleased to know that your company has already fully implemented Corporate Governance Guidelines and Good Governance Guidelines issued by the Bangladesh Securities and Exchange Commission (BSEC) and Bangladesh Bank respectively. It is expected that the benefits from these guidelines would be obtained by your company in the coming years.

### **Eminent shareholders,**

Training Center of FFL is situated in Gulshan area of Dhaka city. This state of art training center is providing training to newly recruited employee as well as to other employees when required. Our Training Center is well equipped with all modern training equipments and facilities for our employees, which are eventually, increase our company's growth and productivity.

### **Admirable Shareholders,**

The socio-economic exposition states that the existence of every organization is to fulfill the social obligation. FFL believes that CSR adoption and CSR performance is another dimension of measuring its management performance and also believes that business success and social responsibility are equally inclusive; undeniably they depend on each other. The company's CSR Strategy is aimed at fostering self reliance, independence and creativity among the most disadvantaged people. During the year 2014, the company has donated considerable amount of Tk. 10.10 lac at Bangladesh Bank for blanket distribution, Institution like SWID, SAHIC and also at Individual level.

### **Dear Shareholder,**

On behalf of the Board of Directors, I would like to thanks the valued shareholders, patrons, borrowers, depositors, Electronic & Print Media, Law & Force Agencies, Suppliers and all others Stakeholders for their trust and confidence towards the company. I would also like to thanks to all of our business partners, Banker's, Financial Institutions, Insurance Companies, Registrar of Joint Stock Companies & Firms (RJSC), Bangladesh Security and Exchange Commission (BSEC), Bangladesh Bank, Dhaka Stock Exchange (DSE), Chittagong Stock Exchange (CSE) & CDBL for their cooperation extended to us from every aspects.

Finally, I would also like to thank my fellow Board of Directors for their generous dedication and co-operation. I would like to take this opportunity to acknowledge the contributions of all our shareholders, management, staff and our cherished customers for their continuous support and contributions during the 2014 financial year. We ask for your continued support as we continue to set the new standard in our industry.

SD/-

**(A.Q.M. Faruk Ahmed Chowdhury)**  
Chairman

## | সম্মানিত শেয়ারহোল্ডারদের প্রতি মাননীয় চেয়ারম্যানের বক্তব্য |

### সম্মানিত শেয়ারহোল্ডারবৃন্দ,

ফার্স্ট ফাইন্যান্স লিমিটেড (এফএফএল) এর সম্মানিত পরিচালকমন্ডলী ও কোম্পানীর ব্যবস্থাপনা কর্তৃপক্ষের পক্ষ থেকে আমি আপনাদেরকে আন্তরিকভাবে স্বাগত এবং একইসাথে আমাদের আমন্ত্রণ গ্রহণ করে এ বার্ষিক সাধারণ সভায় যোগদানের জন্য আপনাদের ধন্যবাদ জানাচ্ছি। এই সভায় আমরা ২০১৪ সালের ২২ তম বার্ষিক প্রতিবেদনসহ গত বছরের আর্থিক কার্য সম্পাদন এবং তার সম্পাদিত কার্যের ফলাফল উপস্থাপন করা হলো।

### সম্মানিত শেয়ারহোল্ডারগন,

৩১শে ডিসেম্বর ২০১৪ সমাপ্ত বছরের পরিচালকমন্ডলীর প্রতিবেদন ও নিরীক্ষিত হিসাবসমূহ এবং নিরীক্ষকের প্রতিবেদন আপনাদের সম্মুখে প্রদান করতে পেরে আমি সম্মানিত বোধ করছি। আপনাদের সমর্থন ও অনুপ্রেরণার জন্য আমি কৃতজ্ঞতা জ্ঞাপন করছি, যা আমাদেরকে কর্মক্ষেত্রে অসাধারণ সাফল্য আনতে সাহায্য করেছে। এটি একটি মহান উপলক্ষ্য যেখানে আর্থিক এবং অন্যান্য বিষয়াদির বিভিন্ন দিক নিয়ে আলোচনা করা হয় এবং একই সময়ে আপনাদের মূল্যবান মন্তব্য, মতামত ও দিকনির্দেশনা প্রদানের মাধ্যমে কোম্পানীর ভবিষ্যত কর্ম পরিকল্পনায় সহায়তা করবেন।

১৯৯৩ সালে ফার্স্ট ফাইন্যান্স লিমিটেড (এফএফএল) প্রতিষ্ঠিত হয়। কোম্পানী প্রতিষ্ঠালগ্ন থেকে একটি প্রাইভেট লিমিটেড কোম্পানী হিসাবে ব্যবসা কার্যক্রম শুরু করে এবং ধীরে ধীরে এটি বাংলাদেশের একটি অন্যতম বৃহত্তম আর্থিক প্রতিষ্ঠান হিসেবে প্রতিষ্ঠিত হয়। বর্তমানে কোম্পানী দেশের বিভিন্ন স্থানে গ্রাহকদের আর্থিক চাহিদা পূরণের জন্য ৬ টি শাখার মাধ্যমে লীজ অর্থায়ন (Lease Finance), মেয়াদী অর্থায়ন (Term Loan Finance), আবাসন ঋণ (Home Loan), মেয়াদী আমানত রসিদ (TDR), মাসিক সঞ্চয়ভিত্তিক মেয়াদী আমানত (MSS), আবাসন প্রকল্প ঋণ (Real Estate Finance & Housing Finance), কর্পোরেট ঋণ (Corporate Finance), কার্যকরী মূলধন ঋণ (Working Capital Finance), ক্ষুদ্র ও মাঝারী ঋণ (SME Finance), নারী উদ্যোক্তা ঋণ (Women Entrepreneur), গাড়ীর ঋণ (Car Loan), হায়ার পারচেজ (Hire Purchase), ব্রিজ ফাইন্যান্স (Bridge Finance), ইকুইটি ফাইন্যান্স (Equity Finance), স্ট্রাকচার্ড ফাইন্যান্স (Structured Finance), সিডিকেটেড ফাইন্যান্স ব্যবসা (Syndicated Finance Business), Renewable Continuous Loan প্রদান করেছে। কোম্পানীর বর্তমান কর্মী সংখ্যা ১৬১ জন এবং সকলেই বিভিন্ন বিভাগে যেমন কর্পোরেট, এস.এম.ই., শিল্পখাত, রিটেইল, ক্যাপিটাল মার্কেট এবং মানি মার্কেটে সুচারুভাবে কাজ করে যাচ্ছে।

গত ২১ তম বার্ষিক সাধারণ সভায় সম্মানিত শেয়ারহোল্ডারগন প্রতিষ্ঠানের নাম পরিবর্তনের অনুমোদন প্রদান করেছেন। নিয়ন্ত্রনকারী প্রতিষ্ঠানসমূহের নিয়মানুযায়ী সকল কার্যক্রম সম্পাদনের শেষে বাংলাদেশ ব্যাংক গত ২৩ শে জুলাই প্রতিষ্ঠানের নাম পরিবর্তনের সার্কুলার দিয়েছেন। বর্তমানে “ফার্স্ট ফাইন্যান্স লিমিটেড” - এর নামে আমাদের সকল প্রকার কার্যক্রম, প্রচার, বিজ্ঞাপন ও ব্যবসায়িক প্রসার পরিচালনা করছি।

২০১৩ অর্থ বছরের তুলনায় ২০১৪ অর্থ বছরে ব্যবসায় বিনিয়োগ বৃদ্ধি পেয়েছে ৩০.৮৮ শতাংশ। ২০১৩ সালের তুলনায় ২০১৪ সালে কোম্পানীর মুনাফা হ্রাস পেয়েছে ৪১.৪৪ শতাংশ। আমাদের মূল উদ্দেশ্য ছিল প্রতিষ্ঠানের আর্থিক ভিত্তিকে মজবুত করার লক্ষ্যে সকল কার্যাবলীকে সতর্কতার সাথে সম্পাদন করা।

আর্থিক পরিসরে ২০১৪ সাল আমাদের জন্য একটি চ্যালেঞ্জিং বছর ছিল। পরিচালনা পর্ষদের নিয়ন্ত্রণে কোম্পানীর সার্বিক কার্যাবলী এবং কৌশলগত সিদ্ধান্তসমূহ পরিচালিত হয়ে থাকে। কোম্পানীর ব্যবসায়িক যে অনুমোদিত লক্ষ্যমাত্রা দেয়া হয় তা পরিচালনা পর্ষদ কর্তৃক নিয়মিত পর্যবেক্ষিত হয়। ব্যবস্থাপনা কর্তৃপক্ষ নির্ধারিত লক্ষ্যমাত্রার জন্য পরিচালনা পর্ষদের নিকট সম্পূর্ণভাবে দায়বদ্ধ এবং পর্ষদ সভায় পরিচালনা পর্ষদ তাঁদের ব্যবসায়িক কার্য সম্পাদন পর্যালোচনা করে থাকেন। পরিচালনা পর্ষদ কোম্পানীর বার্ষিক লক্ষ্যমাত্রা ও উদ্দেশ্য নির্ধারণ করে থাকেন এবং এই আলোকে কর্ম-পরিকল্পনা ও কৌশলগত নির্দেশনা প্রদান করেন। কর্মকর্তাদের পদবী অনুযায়ী প্রত্যেকের নির্ধারিত বার্ষিক লক্ষ্যমাত্রা অর্জনের ক্ষেত্রে তারা নিজ-নিজ ভাবে দায়বদ্ধ। ২০১৪ সালে কোম্পানী মোট বিনিয়োগের লক্ষ্যমাত্রার মধ্যে ৩১৫.২৫ কোটি টাকা এবং আমানতের লক্ষ্যমাত্রার মধ্যে ৪৩৩.০৮ কোটি টাকা অর্জন করতে সক্ষম হয়েছে। ২০১৫ সালের জন্য পরিচালনা পর্ষদ কোম্পানীর সকল কর্মকর্তাদের জন্য বিনিয়োগের লক্ষ্যমাত্রা ১০০২.২৫ কোটি টাকা এবং আমানতের লক্ষ্যমাত্রা ৭৩০ কোটি টাকা নির্ধারণ করেছেন।

দেশের প্রতিটি প্রান্তের জনগণের কাছে সকল প্রকার আর্থিক সুবিধা প্রদানের জন্য তাঁদের কাছে পৌঁছানোকেই কোম্পানী বিশ্বাস করে বিধায় আমরা ওয়ারী, ঢাকায় আরেকটি নতুন শাখার কার্যক্রম শুরু করেছি। ব্যবস্থাপনা কর্তৃপক্ষ এফএফএল

এর সকল সেবাসমূহ গ্রাহকদের নিকট পৌঁছানোর জন্য অন্যান্য সকল শাখার মত এই নতুন শাখাটিও পরিচালিত করছে। সর্বমোট ৬ টি শাখার কার্যক্রমের মাধ্যমে আমরা ২০১৪ সাল সমাপ্ত করেছি।

আমি এখানে আরো বলতে চাই যে, প্রতিষ্ঠানের সর্বত্র কর্পোরেট শাসন প্রতিষ্ঠার লক্ষ্যে পরিচালনা পর্ষদ কার্যকরী পদক্ষেপ নিয়েছে। উন্নততর গ্রাহক সেবা নিশ্চিত করার লক্ষ্যে কোম্পানীর ব্যবস্থাপনা কর্তৃপক্ষ কর্তৃক প্রতিনিয়ত নীতিমালা সংযোজিত, পরিবর্তিত ও পরিবর্তিত হয় এবং পরিচালকমণ্ডলী কর্তৃক অনুমোদিত হয়ে থাকে। আমাদের কোম্পানীর প্রধান লক্ষ্য হচ্ছে প্রতিষ্ঠানের সুনির্দিষ্ট উদ্দেশ্য অনুযায়ী সকল কাজের সমন্বয় সাধন পূর্বক কার্য সম্পাদন করা।

#### সম্মানিত শেয়ারহোল্ডারগণ,

বর্তমানের বিশ্বায়নের যুগে প্রাকৃতিক অবক্ষয় রোধে বাংলাদেশের আর্থিক প্রতিষ্ঠানসমূহকে এ বিষয়ে একটি গুরুত্বপূর্ণ ভূমিকা পালন করতে হবে। বাংলাদেশে আর্থিক প্রতিষ্ঠানসমূহের একটি অংশ হিসাবে ফার্স্ট ফাইন্যান্স লিমিটেড-ও প্রকৃতির সুরক্ষার জন্য দায়বদ্ধ।

গ্রীন ব্যাংকিং নীতিমালার আলোকে “ফার্স্ট ফাইন্যান্স লিমিটেড”- ও আভ্যন্তরীণ পরিবেশ ব্যবস্থাপনায় সবুজায়নের লক্ষ্যে কিছু সাধারণ নির্দেশনা প্রদান করেছে, যেমনঃ কাগজ ও বিদ্যুৎ ব্যবহারে সশ্রয়ী হওয়া।

দেশের অন্যান্য আর্থিক প্রতিষ্ঠানের তুলনায় শেষ দশকে কোম্পানীর ব্যবসা বৃদ্ধি ছিল উল্লেখযোগ্য। ২০১৪ সালে কোম্পানী শুধুমাত্র কর্পোরেট এবং আধা-কর্পোরেট সংস্থার মধ্যে ব্যবসায়িক লেনদেন সীমাবদ্ধ রাখেনি বরং বিশেষ কিছু বিভাগে সর্বোচ্চ অগ্রাধিকার প্রদান করেছে, যা দেশের সামাজিক ও অর্থনৈতিক উন্নয়নের জন্য বিশেষভাবে অবদান রাখছে। বিভাগগুলো হলো- ক্ষুদ্র ও মাঝারী ঋণ বিভাগ, মহিলা উদ্যোক্তাদের জন্য ঋণ বিভাগ এবং আবাসন প্রকল্প ঋণ।

গত ২০১৪ সালে পরিচালনা পর্ষদ, ব্যাংকিং সেক্টরে ৩৬ বছরেরও বেশী অভিজ্ঞতা সম্পন্ন একজন ব্যাংকারকে নতুন ব্যবস্থাপনা পরিচালক ও প্রধান নির্বাহী কর্মকর্তা হিসাবে নিয়োগ প্রদান করেছে। এ ছাড়াও পরিচালনা পর্ষদ ২০১৪ সালে বিভিন্ন বিভাগের কাজকে অধিকতর গতিশীল ও কার্যকরী করার জন্য বেশ কিছু উর্ধ্বতন কর্মকর্তা নিয়োগ প্রদান করেছে যাদের দেশের বিভিন্ন আর্থিক প্রতিষ্ঠানে বহুদিনের কাজ করার অভিজ্ঞতা রয়েছে।

#### সম্মানিত শেয়ারহোল্ডারগণ,

৩১শে ডিসেম্বর ২০১৪ তে, কোম্পানির পরিশোধিত মূলধন ৬১০০৬.২৪ মিলিয়ন থেকে ৬১১০৬.৮৬ মিলিয়নে দাঁড়িয়েছে। বর্তমানে কোম্পানীর শেয়ারহোল্ডারদের ইকুইটির পরিমাণ দাঁড়িয়েছে অবিতরণযোগ্য সংরক্ষিত তহবিল ৬৩৩১.০৬ মিলিয়ন এবং বণ্টনযোগ্য মুনাফা ৬৭১.৪০ মিলিয়ন সহ মোট ৬১৫০৯.৩২ মিলিয়ন।

#### সম্মানিত শেয়ারহোল্ডারগণ,

আপনারা জানেন যে, কোম্পানীর তহবিল প্রধানত শেয়ারহোল্ডারদের ইকুইটি, ব্যাংক থেকে প্রাপ্ত ঋণ এবং মেয়াদী আমানত রসিদ (FDR) যা ব্যক্তি এবং প্রতিষ্ঠান থেকে প্রাপ্ত। অগ্রিম লীজ রেন্টাল গ্রহণের মাধ্যমেও কোম্পানীর তহবিল এর প্রবাহ বৃদ্ধি পায়। ৩১শে ডিসেম্বর ২০১৩ এ কোম্পানীর মেয়াদী আমানত ছিল ৬৩৬৪৩.৪৫ মিলিয়ন এবং ৩১শে ডিসেম্বর ২০১৪ এ কোম্পানীর মেয়াদী আমানত দাঁড়িয়েছে ৬৫৪০৩.০৫ মিলিয়ন যা ২০১৩ থেকে ৬১৭৫৯.৬০ মিলিয়ন বেশী। ৩১শে ডিসেম্বর ২০১৩ এ ব্যাংক হতে সংগৃহীত ঋণ ছিল ৬১৫২৬.৫১ মিলিয়ন এবং ৩১শে ডিসেম্বর ২০১৪ এ ব্যাংক হতে সংগৃহীত ঋণ দাঁড়িয়েছে ৬২০৬২.৫৪ মিলিয়ন যা ২০১৩ থেকে ৬৫৩৬.০৩ মিলিয়ন বেশী। এটা সম্ভব হয়েছে কম সুদের হারের ঋণ দ্বারা বেশী সুদের হারের ঋণগুলোকে পরিশোধ করার মাধ্যমে। কোম্পানী তার বিনিয়োগের চাহিদা সম্পন্ন করেছে মূলত গ্রাহকদের কাছ থেকে সংগৃহীত আমানত দ্বারা, যা কোম্পানীকে ঝুঁকিমুক্ত অবস্থানে পৌঁছে দিয়েছে। অগ্রিম লীজ রেন্টাল বাবদ কোম্পানীর দায়বদ্ধতা ৩১শে ডিসেম্বর, ২০১৩ এ ৬৬৭.৫৯ মিলিয়ন হতে ৩১শে ডিসেম্বর, ২০১৪ সালে ৬৫৬.৮৯ মিলিয়ন এ দাঁড়িয়েছে, যা নিম্নমুখী।

#### সুধী শেয়ারহোল্ডারগণ,

৯ অক্টোবর, ২০০৩ থেকে কোম্পানীর শেয়ার দেশের দুইটি স্টক এক্সচেঞ্জ, ঢাকা স্টক এক্সচেঞ্জ এবং চট্টগ্রাম স্টক এক্সচেঞ্জ এ লেনদেন শুরু করে। ৩১শে ডিসেম্বর, ২০১৪ এ কোম্পানীর শেয়ারের দাম ঢাকা স্টক এক্সচেঞ্জ লিঃ (ডিএসই) এবং চট্টগ্রাম স্টক এক্সচেঞ্জ লিঃ (সিএসই) এ যথাক্রমে ১৯.৫০ টাকা এবং ১৯.২০ টাকা ছিল।

#### সম্মানিত শেয়ারহোল্ডারগণ,

আপনারা জেনে খুশি হবেন যে, কোম্পানী ইতোমধ্যে বাংলাদেশ সিকিউরিটিস এন্ড এক্সচেঞ্জ কমিশন (বিএসইসি) ও বাংলাদেশ ব্যাংক দ্বারা জারিকৃত কর্পোরেট পরিচালনা নিয়মাবলী এবং সুশাসন পদ্ধতি সম্পূর্ণরূপে কার্যকর করেছে। আশা করা যাচ্ছে যে, গত বছরের তুলনায় আগামী বছরেও এ নির্দেশাবলী আপনাদের প্রতিষ্ঠানকে আরো লাভবান করবে।

### সম্মানিত শেয়ারহোল্ডারগণ,

ঢাকাস্থ গুলশানে “ফার্স্ট ফাইন্যান্স লিমিটেড” -এর প্রশিক্ষণ কেন্দ্র স্থাপন করা হয়েছে। এই কেন্দ্রে নতুন নিয়োগপ্রাপ্ত কর্মকর্তা ও চাহিদা অনুযায়ী কর্মরত কর্মকর্তাদের প্রশিক্ষণ প্রদান করা হয়ে থাকে। আমাদের এই প্রশিক্ষণ কেন্দ্রটি আধুনিক প্রশিক্ষণ সরঞ্জামাদি ও সুবিধা সম্বলিত যা ক্রমান্বয়ে প্রতিষ্ঠানের বিকাশ ও উৎপাদনশীলতা বৃদ্ধিতে সহায়ক হবে।

### সুধী শেয়ারহোল্ডারগণ,

সামাজিক অর্থনৈতিক বিকাশের লক্ষ্যে প্রতিটি প্রতিষ্ঠানেরই দায়বদ্ধতা রয়েছে। এফএফএল বিশ্বাস করে যে, প্রতিষ্ঠানিক-সামাজিক দায়বদ্ধতা গ্রহণ ও অংশগ্রহণের মাধ্যমে ব্যবস্থাপকীয় কর্মদক্ষতা পরিমাপ করার মাপকাঠি এবং ব্যবসায় উন্নতি ও সামাজিক দায়বদ্ধতা একে অপরের পরিপূরক। সমাজের অনগ্রশীল ব্যক্তিদের আত্মবিশ্বাস, স্বনির্ভরতা ও সৃজনশীলতার উন্নয়নই প্রতিষ্ঠানিক-সামাজিক দায়বদ্ধতার মূল লক্ষ্য। ২০১৪ সালে কোম্পানী ‘সুইড’, ‘সাহিক’, ও একক ব্যক্তির মাধ্যমে মোট ১০.১০ লক্ষ টাকা বিতরণসহ বাংলাদেশ ব্যাংক -এর “কম্বল বিতরণ কর্মসূচী”তে অংশগ্রহণ করেছে।

### প্রিয় শেয়ারহোল্ডারবৃন্দ,

পরিচালনা পর্ষদের পক্ষ থেকে আমি সম্মানিত শেয়ারহোল্ডার, পৃষ্ঠপোষক, ঋণগ্রহীতা, আমানতকারী, গনমাধ্যম, আইন-শৃঙ্খলা রক্ষাকারী সংস্থা, বিভিন্ন সরবরাহকারী প্রতিষ্ঠানকে কোম্পানীর প্রতি তাদের বিশ্বাস এবং আস্থা রাখার জন্য আন্তরিকভাবে ধন্যবাদ জানাচ্ছি; যাঁরা আমাদের কোম্পানীকে অশীষ্ট লক্ষ্যে পৌঁছাতে সাহায্য করে যাচ্ছেন। আমি আরো ধন্যবাদ জানাতে চাই আমাদের সকল ব্যবসায়িক সহযোগী, ব্যাংকার্স, আর্থিক প্রতিষ্ঠান, বীমা কোম্পানী, রেজিস্ট্রার অব জয়েন্ট স্টক কোম্পানীজ্ এন্ড ফার্মস (আরজেএসসি), বাংলাদেশ সিকিউরিটি অ্যান্ড এক্সচেঞ্জ কমিশন (বিএসইসি), বাংলাদেশ ব্যাংক, ঢাকা স্টক এক্সচেঞ্জ লিঃ (ডিএসই), চট্টগ্রাম স্টক এক্সচেঞ্জ লিঃ (সিএসই), সিডিবিএল কে তাদের সার্বক্ষণিক সহযোগিতা করার জন্য।

পরিশেষে, আমি আমাদের সম্মানিত পরিচালনা পর্ষদকে তাদের আন্তরিক নিষ্ঠা ও সহযোগিতার জন্য ধন্যবাদ জ্ঞাপন করছি। আমি ২০১৪ অর্থ বছরের আমাদের সম্মানিত শেয়ারহোল্ডার, কোম্পানীর ব্যবস্থাপনা কর্তৃপক্ষ, সকল কর্মকর্তা, কর্মচারী ও মূল্যবান গ্রাহকদের চলমান সহযোগিতা ও অবদানের জন্য বিশেষভাবে অভিনন্দন জানাচ্ছি। আমাদের উন্নতির এই চলমান ধারাবাহিকতায় আপনাদের সর্বাঙ্গিক সহযোগিতা অব্যাহত থাকবে বলে আমরা আশা পোষণ করছি।

স্বাক্ষর

(এ. কিউ. এম. ফারুক আহমেদ চৌধুরী)

চেয়ারম্যান

## | EXISTING MANAGEMENT COMMITTEES |

MANCOM	
<b>M. A. Matin</b> <i>Managing Director &amp; Chief Executive Office</i>	<b>Chairman</b> <i>MANCOM</i>
<b>M.M. Rahmatullah</b> <i>Additional Managing Director &amp; Chief Operating Officer</i>	<b>Member</b> <i>MANCOM</i>
<b>M. A. Matin</b> <i>Additional Managing Director &amp; Chief Financial Officer</i>	<b>Member</b> <i>MANCOM</i>
<b>Md. Anwar Hossain</b> <i>DMD, Head of Monitoring, Recovery &amp; Legal Department</i>	<b>Member</b> <i>MANCOM</i>
<b>Khandaker Monwar Hossain</b> <i>EVP &amp; Head of Credit</i>	<b>Member</b> <i>MANCOM</i>
<b>A.K.M Ashfaqur Rahman Chowdhury</b> <i>SVP, Company Secretary &amp; Head of Treasury</i>	<b>Member</b> <i>MANCOM</i>
<b>Kazi Md.Anamul Hoque</b> <i>SVP &amp; Head of Business Development</i>	<b>Member</b> <i>MANCOM</i>
<b>Sarwar Shafiq</b> <i>VP, Head of HRD</i>	<b>Member Secretary</b> <i>MANCOM</i>

CREDIT COMMITTEE	
<b>M. A. Matin</b> <i>Managing Director &amp; Chief Executive Officer</i>	<b>Chairman</b> <i>CREDIT COMMITTEE</i>
<b>M.M. Rahmatullah</b> <i>Additional Managing Director &amp; Chief Operating Officer</i>	<b>Member</b> <i>CREDIT COMMITTEE</i>
<b>M. A. Matin</b> <i>Additional Managing Director &amp; Chief Financial Officer</i>	<b>Member</b> <i>CREDIT COMMITTEE</i>
<b>Md. Anwar Hossain</b> <i>DMD, Head of Monitoring, Recovery &amp; Legal Department</i>	<b>Member</b> <i>CREDIT COMMITTEE</i>
<b>Khandaker Monwar Hossain</b> <i>EVP &amp; Head of Credit</i>	<b>Member Secretary</b> <i>CREDIT COMMITTEE</i>
<b>A.K.M Ashfaqur Rahman Chowdhury</b> <i>SVP, Company Secretary &amp; Head of Treasury</i>	<b>Member</b> <i>CREDIT COMMITTEE</i>
<b>Kazi Md.Anamul Hoque</b> <i>SVP &amp; Head of Business Development</i>	<b>Member</b> <i>CREDIT COMMITTEE</i>
<b>Sarwar Shafiq</b> <i>VP, Head of HRD</i>	<b>Member</b> <i>CREDIT COMMITTEE</i>



## | EXISTING MANAGEMENT COMMITTEES |

PURCHASE COMMITTEE	
<b>M. A. Matin</b> <i>Managing Director &amp; Chief Executive Officer</i>	<b>Chairman</b> <i>PURCHASE COMMITTEE</i>
<b>M.M. Rahmatullah</b> <i>Additional Managing Director &amp; Chief Operating Officer</i>	<b>Member</b> <i>PURCHASE COMMITTEE</i>
<b>M. A. Matin</b> <i>Additional Managing Director &amp; Chief Financial Officer</i>	<b>Member</b> <i>PURCHASE COMMITTEE</i>
<b>Md. Anwar Hossain</b> <i>DMD, Head of Monitoring, Recovery &amp; Legal Department</i>	<b>Member</b> <i>PURCHASE COMMITTEE</i>
<b>Khandaker Monwar Hossain</b> <i>EVP &amp; Head of Credit</i>	<b>Member</b> <i>PURCHASE COMMITTEE</i>
<b>A.K.M Ashfaqur Rahman Chowdhury</b> <i>SVP, Company Secretary &amp; Head of Treasury</i>	<b>Member</b> <i>PURCHASE COMMITTEE</i>
<b>Kazi Md. Anamul Hoque</b> <i>SVP &amp; Head of Business Development</i>	<b>Member</b> <i>PURCHASE COMMITTEE</i>
<b>Sarwar Shafiq</b> <i>VP, Head of HRD</i>	<b>Member</b> <i>PURCHASE COMMITTEE</i>
<b>Chowdhury Moin Ahmed Mujib</b> <i>Assistant Vice President</i>	<b>Secretary</b> <i>PURCHASE COMMITTEE</i>
<b>Md. Shahalam</b> <i>SPO &amp; In-Charge of IT</i>	<b>Member</b> <i>PURCHASE COMMITTEE</i>

ASSET LIABILITY COMMITTEE (ALCO)	
<b>M. A. Matin</b> <i>Managing Director &amp; Chief Executive Officer</i>	<b>Chairman</b> <i>ALCO</i>
<b>M.M. Rahmatullah</b> <i>Additional Managing Director &amp; Chief Operating Officer</i>	<b>Member</b> <i>ALCO</i>
<b>M. A. Matin</b> <i>Additional Managing Director &amp; Chief Financial Officer</i>	<b>Member</b> <i>ALCO</i>
<b>Md. Anwar Hossain</b> <i>DMD, Head of Monitoring, Recovery &amp; Legal Department</i>	<b>Member</b> <i>ALCO</i>
<b>Khandaker Monwar Hossain</b> <i>EVP &amp; Head of Credit</i>	<b>Member</b> <i>ALCO</i>
<b>A.K.M Ashfaqur Rahman Chowdhury</b> <i>SVP, Company Secretary &amp; Head of Treasury</i>	<b>Member</b> <i>ALCO</i>
<b>Sarwar Shafiq</b> <i>VP, Head of HRD</i>	<b>Member</b> <i>ALCO</i>

## | EXISTING MANAGEMENT COMMITTEES |

MANAGEMENT INFORMATION SYSTEM (MIS)	
<b>M. A. Matin</b> <i>Managing Director &amp; Chief Executive Officer</i>	<b>Chairman</b> <i>MIS</i>
<b>M.M. Rahmatullah</b> <i>Additional Managing Director &amp; Chief Operating Officer</i>	<b>Member</b> <i>MIS</i>
<b>M. A. Matin</b> <i>Additional Managing Director &amp; Chief Financial Officer</i>	<b>Member</b> <i>MIS</i>
<b>Md. Anwar Hossain</b> <i>DMD, Head of Monitoring, Recovery &amp; Legal Department</i>	<b>Member</b> <i>MIS</i>
<b>Sarwar Shafiq</b> <i>VP, Head of HRD</i>	<b>Member</b> <i>MIS</i>
<b>Md.Shahalam</b> <i>SPO &amp; In-Charge of IT</i>	<b>Secretary</b> <i>MIS</i>

ANTI MONEY LAUNDERING COMMITTEE (AMLCO)	
<b>M. A. Matin</b> <i>Additional Managing Director &amp; Chief Financial Officer</i>	<b>CAMLCO</b> <i>AMLCO</i>
<b>A.K.M Ashfaqur Rahman Chowdhury</b> <i>SVP, Company Secretary &amp; Head of Treasury</i>	<b>Deputy CAMLCO &amp; Member</b> <i>AMLCO</i>
<b>Sarwar Shafiq</b> <i>VP, Head of HRD</i>	<b>Member</b> <i>AMLCO</i>
<b>Zannatul Ferdoush</b> <i>SAVP, Head of ICC</i>	<b>Member</b> <i>AMLCO</i>
<b>Ajoy Kumar Saha</b> <i>AVP, In-Charge Accounts Department</i>	<b>Member</b> <i>AMLCO</i>
<b>Ripan Chandra Das</b> <i>AVP, Treasury Department</i>	<b>Member</b> <i>AMLCO</i>

CIB ONLINE COORDINATION COMMITTEE (COCC)	
<b>M. A. Matin</b> <i>Additional Managing Director &amp; Chief Financial Officer</i>	<b>Chairman</b> <i>COCC</i>
<b>Khandaker Monwar Hossain</b> <i>EVP &amp; Head of Credit</i>	<b>Member</b> <i>COCC</i>
<b>Md.Shahalam</b> <i>SPO &amp; In-Charge of IT</i>	<b>Member</b> <i>COCC</i>
<b>Habiba Nasrin</b> <i>Senior Principal Officer</i>	<b>Secretary</b> <i>COCC</i>

## | EXISTING MANAGEMENT COMMITTEES |

ASSET DISPOSAL COMMITTEE (ADC)	
<b>M. A. Matin</b> <i>Managing Director &amp; Chief Executive Officer</i>	<b>Chairman</b> <i>ADC</i>
<b>M.M. Rahmatullah</b> <i>Additional Managing Director &amp; Chief Operating Officer</i>	<b>Member</b> <i>ADC</i>
<b>M. A. Matin</b> <i>Additional Managing Director &amp; Chief Financial Officer</i>	<b>Member</b> <i>ADC</i>
<b>Md. Anwar Hossain</b> <i>DMD, Head of Monitoring, Recovery &amp; Legal Department</i>	<b>Member Secretary</b> <i>ADC</i>
<b>Khandaker Monwar Hossain</b> <i>EVP &amp; Head of Credit</i>	<b>Member</b> <i>ADC</i>
<b>A.K.M Ashfaqur Rahman Chowdhury</b> <i>SVP, Company Secretary &amp; Head of Treasury</i>	<b>Member</b> <i>ADC</i>
<b>Sarwar Shafiq</b> <i>VP, Head of HRD</i>	<b>Member</b> <i>ADC</i>
<b>Ms. Rani Akter</b> <i>Legal Adviser</i>	<b>Member</b> <i>ADC</i>

COMMITTEE FOR RECRUITMENT, PROMOTION, CONFIRMATION, INCREMENT, SALARY, BONUS, TRANSFER, DEMOTION, TERMINATION & OTHER ISSUES	
<b>M. A. Matin</b> <i>Managing Director &amp; Chief Executive Officer</i>	<b>Chairman</b> <i>of The Committee</i>
<b>M.M. Rahmatullah</b> <i>Additional Managing Director &amp; Chief Operating Officer</i>	<b>Member</b> <i>of The Committee</i>
<b>M. A. Matin</b> <i>Additional Managing Director &amp; Chief Financial Officer</i>	<b>Member</b> <i>of The Committee</i>
<b>Md. Anwar Hossain</b> <i>DMD, Head of Monitoring, Recovery &amp; Legal Department</i>	<b>Member Secretary</b> <i>of The Committee</i>
<b>A.K.M Ashfaqur Rahman Chowdhury</b> <i>SVP, Company Secretary &amp; Head of Treasury</i>	<b>Member</b> <i>of The Committee</i>
<b>Sarwar Shafiq</b> <i>VP, Head of HRD</i>	<b>Member</b> <i>of The Committee</i>

# | MANAGEMENT TEAM & HEAD OFFICE ACTIVITIES |

## MANAGEMENT TEAM



## HEAD OFFICE



# | BRANCH OFFICE ACTIVITIES |

## CORPORATE BRANCH

Jahangir Tower, (3rd floor), 10, Karwan Bazar C/A, Dhaka-1215



## GULSHAN BRANCH

Gulshan Bhaban, Plot No. 355 (Ground Floor), A K Khandakar Sarak, Mohakhali C/A, Dhaka-1212



## | BRANCH OFFICE ACTIVITIES |

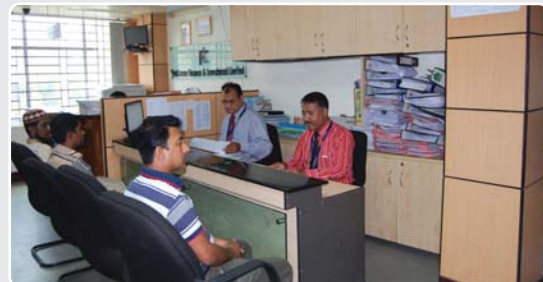
### AGRABAD BRANCH

S. S. Tower (2nd Floor), 423-440, S. K. Mujib Road, Chowmuhan, Agrabad C/A, Chittagong-4000



### SYLHET BRANCH

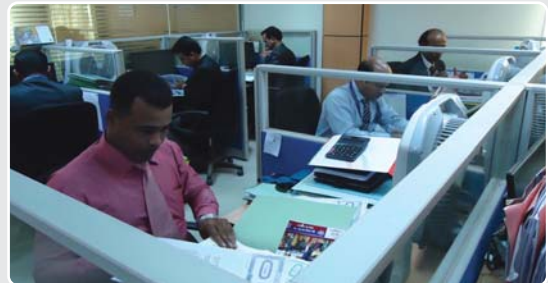
Lovely Complex (3rd Floor), East Dorga Gate, Sadar Sylhet-3100



## | BRANCH OFFICE ACTIVITIES |

### BOARD BAZAR BRANCH

Member Complex (3rd Floor), Board Bazar, Gazipur-1704



### WARI BRANCH

Bokul-Tola Complex, (2nd Floor), Plot-6, Folder Street, Wari, Dhaka-1000



# EVENTS OF FIRST FINANCE LIMITED

## MAIN EVENTS OF 2014



Inauguration of Wari Branch



CSR: Cheque handed over to SWID, Bangladesh



CSR: Cheque handed over to SAHIC



SME Fair



CSR: Blanket handed over to Bangladesh Bank



Annual Business Conference



Training Center at Gulshan



**| FINANCED BY FIRST FINANCE LIMITED |**

**ASSETS & BUSINESS FINANCED**



Sale & Lease Back



Home Loan



Lease Finance



Renovation



SME Finance



Women Entrepreneur

## | SERVICE OFFERED BY FFL |

### MAJOR SERVICES OFFERED BY FFL ARE

- Term Deposits
- Lease/Loan Finance
- Real Estate Related Loans
- Short Term Financing
- SME under Bangladesh Bank Refinance Scheme
- SME Loan
- Monthly Saving Scheme (MSS)
- Structured Finance
- Corporate Finance
- Bridge, Hire Purchase Equity Finance
- Working Capital Finance
- Bill Purchase/Discounting
- Home Loan
- Syndicated Finance
- Renewable Continuous Loan
- Women Entrepreneur Loan
- Car Loan

### Lease Finance

First Finance Limited provides lease finance mainly for procurement of industrial machinery, equipment and transport. FFL provides professional advice and financial assistance to the intending clients. The period of lease, rental, charges and other terms and conditions are determined on the basis of type of assets and the extent of assistance required by the applicants. Since introduction of this scheme in 1999, good responses have been received from the intending lessees.

Lease financing became a thrust sector for individual and small enterprise besides medium and large enterprises. FFL has been providing lease finance facility to its customer for acquisition of manufacturing and service equipments for all major industrial sectors. The facility helps the customer to have better financial flexibility under budgetary constraints and to enjoy tax benefit. FFL offers financing vehicles/ CNG conversion/ refueling plant/ sea or river transport, capital machinery/ plant/ equipment/ lift / generator/ boiler, construction equipment/ computer for IT education center, medical equipment etc.

#### 1. Lease Financing

- Asset backed financing against industrial machinery, commercial equipments, office equipments, generators, vehicles, vessels, engines, etc;
- Financing may be extended up to 70% of the acquisition cost;
- Usually for a tenure of 1 to 5 years;
- Repayment through monthly rental;
- Legal ownership remains in the name of FFL throughout lease period;
- Ownership is transferred to the client at the end of term.

#### 1.1. Sale & Lease Back:

- Financing against any of the existing (already procured/in-use) industrial machinery, commercial equipments, office equipments, generators, vehicles, vessel, engines, etc;
- The ownership of the asset comes to FFL at the time of financing;
- Financing may be extended up to 100% of the written down value (cost net of depreciation) depending on the condition of the machine;
- Usually for a tenure of 1 to 5 years depending on original date of purchase and current condition of the asset; Repayment through equal monthly rental;
- Ownership is transferred to FFL at the time of financing and remains in the name of FFL throughout lease period;
- Ownership is re-transferred to the client at the end of term.

## Bridge Financing:

- For meeting the funding requirements of the borrower for any interim period;
- Usually for shorter term;
- Generally through bullet payments.

## Structured Finance

### 1. Syndication

When our clients are in need of large financing for their Greenfield or BMRE ventures, they mandate us to raise the required fund on their behalf, using a variety of financial instruments, such as term loan, lease, working capital, preference shares, securitized bonds etc. FFL, as the lead arranger, raises the fund on a best efforts basis by arranging a syndication of banks and financial institutions.

In a syndication deal, the client has to maintain relationship only with the lead arranger, instead of a number of financial institutions, thus making the process more simple and efficient.

The entire process is usually completed within 3-6 months. However, this may vary based on the complexity of the deal.

#### What FFL DO:

FFL can play the role of both an arranger and an agent in a syndication deal.

#### 1.1. As a Lead Arranger, FFL is mainly involved in:

- Conducting due diligence of the client;
- Preparing Information Memorandum (IM);
- Distributing IM to the targeted financial institutions;
- Negotiating with prospective financiers;
- Coordinating legal and regulatory requirements for deal closing;
- Preparing legal documents and coordinating disbursement.

#### 1.2. As an Agent, our responsibilities include:

- Acting as the contact point between client and financiers;
- Coordinating subsequent repayment by the client;
- Coordinating completion, maintenance and require amendments of related documents;
- Coordinating compliance of various covenants of the facility;
- Structuring periodic renewal of the pricing of the facility;
- Resolving various issues related to the deal.

## Real Estate Loans

First Finance Limited officers understand the unique financial needs of developers and builders. We help builders establish to realistic lines of credit ... so you have access to money when You Need It. We keep on top of construction progress, which allows you to make timely draws - keeping suppliers and subcontractors paid and projects moving. Let us help you with:

#### Key Futures:

- Residential Development Loans
- Commercial Real Estate Development Loans
- Custom Construction Loans - Short-term money that helps you with cash flow during construction phases.
- Construction/Permanent Home Mortgage Service - We work with both builder and home buyer to arrange a

smooth transition from construction through the homeowner's loan closing.

- Long-Term Financing - Whether it's a development loan or amortizing a commercial building loan, FFL will help you with rates and terms that will make your project successful.

#### **Advantages of taking Non Home Loan from FFL**

- Provides an extensive range of non home loan products like Loan for Purchase & Construction of Commercial Property, Loan Against Residential & Commercial Property and Lease Rental Discounting
- Robust service delivery model - door step services ensuring easy and fast approval & disbursal of loans
- Excellent post disbursement services
- Facility of enhancement in loan amount in the event of escalations in cost
- Dedicated team of well-experienced employees who work on best-in-class information systems & network to deliver and provide customer satisfaction
- High standards of ethics, integrity and transparency
- Various repayment options

### **SME under Bangladesh Bank Refinance Scheme**

Bangladesh Bank has already introduced several schemes and programs to flourish and expand SME Enterprises. Refinance scheme funded by Bangladesh Bank, IDA and ADB has been facilitated for the development of SME sector. Existing definition of SME is recommended by Better Business Forum and accepted as a uniform one by Ministry of Industry and Bangladesh Bank. Access to finance is vital for SME sector development. In many instances, entrepreneurs raise complain regarding high rate of interest. Indeed, higher rate of interest is a major hindrance, but availability of adequate fund is very much important. That is why; Bangladesh Bank is committed to facilitate SME credit through refinance window

Access to finance is vital for SME sector development. In many instances, entrepreneurs raise complain regarding high rate of interest. Indeed, higher rate of interest is a major hindrance, but availability of adequate fund is very much important. That is why; Bangladesh Bank is committed to facilitate SME credit through refinance window.

To develop SME sector, the fund of BB through refinance scheme. So far a total of Tk.25.26 crore has been refinanced (up to December 2014) to 437 enterprises. Moreover, Bangladesh Bank is going to launch an extended refinance scheme very soon with the newly arranged ADB and JICA fund.

### **SME Loan**

The growth of Small and Medium enterprises (SMEs) in terms of size and number has multiple effects on the national economy, specifically on employment generation, GDP growth, and poverty alleviation in Bangladesh. At present, Small & Medium Enterprise sector is playing a vital role in creation of new generation entrepreneurs and 'Entrepreneurs Culture' in the country. Experience shows that borrowers of small enterprise sector prefers collateral free loan since normally they cannot offer high value security to cover the exposure.

To facilitate SME sector of the country, First Finance Limited provides collateral free credit facilities to the small & medium entrepreneurs across the country whose access to traditional credit facilities are very limited. First finance Limited promotes small and medium entrepreneurs trough SME finance Scheme. Trading Service, Manufacturing and Cottage Industry are highly appreciable. We are providing all of your financial needs.

#### **Specialty**

- Easy to apply
- No hidden cost involved
- No charges before Approval
- We bring fast and quality customer service at your door step
- Helpful environment
- Competitive Pricing

- Loan up to Tk. 05 lac collateral free
- Repayment by Equal monthly installments
- Financial flexibility
- No compound interest

#### **Terms and conditions:**

##### **Eligibility**

- Entrepreneurs need to have minimum 2 years of experience in the same track of business.
- The businessman or woman must have the ongoing concern with minimum operational experience of 02 years
- Sole proprietorship, partnership, Private limited Company
- valid trade license, 01-year Bank Statement
- Two acceptable guarantors
- Advance rental deed agreement or possession deed of shop

##### **Loan Size**

- Any business purpose loan from Tk. 5 0,000.00 to Tk. 25, 00000.00
- Loan Repayment Period : Maximum 5 years

##### **Mode of Repayment**

- Equal monthly installments

##### **Service Charge**

- We take very low service charge

### Car Loan

Your personal, family travels or any kind of daily movements starts with the necessity of owning a car! Purchasing a personal car is no longer a luxury but a matter of fulfilling a necessity. Our car loan will allow you to give way to your tours and travels needs with competitive rates, convenient features and simple procedures.

##### **Benefits**

- Loan sanction within 120 hours of application receipt
- An opportunity to finance both brand new and re-conditioned cars
- Competitive interest rate
- Expert advice on car market conditions
- Dedicated and supportive service both before and after disbursement
- Partial and full payment option with minimum charges
- Provided that all required documents have been provided to FFL

#### **Terms and conditions:**

##### **Eligibility**

You are eligible if you are:

- A salaried executive or professional or a businessman
- Between 22 and 60 years of age
- Minimum monthly income of taka. 30,000/= (this will include of spouse in case of joint application)
- A minimum of two (2) years of service
- A resident of Dhaka or Chittagong

##### **Loan Amount**

We provide maximum assistance to fulfill your requirement. We are ready to finance both brand new and re-conditioned cars. You can avail car loan up to 50% of the value of the car (including registration cost). Maximum amount and a special reduction in the rate of interest can be availed in case of Mortgage Property as collateral securities. For more information on our other products, please contact our relevant department.

### Corporate Finance:

The terms corporate, finance and corporate financier are also associated with investment. The typical role of First Finance Limited is to evaluate the company's financial needs and raise the appropriate type of capital that best fits those needs. Thus, the terms "corporate finance" and "corporate financier" may be associated with transactions in which capital is raised in order to create, develop, grow or acquire businesses.

### Working Capital Finance:

First Finance Limited provide amount of funds which are necessary to an organization to continue its ongoing business operations, until the firm is reimbursed through payments for the goods or services it has delivered to its customers.

- FFL offering working capital financing to assist companies in carrying out day-to-day business operations;
- The financing moods include Term Loan, Short Term Loan , Work-order financing, Business development financing and many other forms of Short-Term Loan facilities;
- FFL offers its clients competitive interest rates at simple terms against these facilities.

### Home Loan:

Buying your dream home is indeed an investment of a lifetime. We at First Finance Limited understand your need and recommend you a home loan well suited to meet your budget.

Our experts will help you navigate through the home loan process, thus making home buying a comfortable experience.

#### Types of Home Loans:

- Home Purchase Loan: This is the basic type of a Home loan, which has the purpose of purchasing new Flat.
- Home Construction Loan: This type of loan is for the construction of home which is already 1st floor roof completed.
- Home Extension Loan: This type of loan serves the purpose when the borrower wants to extend or expand an existing home, like adding an extra room etc.
- Home Improvement Loan: this type of home loan is for renovation or repair of the home or flat, which is already bought.

#### Benefit:

- For Flat purchase maximum 50% of the cost price (including Car Parking & Registration)
- Maximum Period 10 Years
- Competitive Interest Rate
- Dedicated and Supportive service both before and after disbursement
- Partial and full payment option with minimum charges.
- No Hidden Charges.

#### Eligibility:

##### You are eligible If you are:

- A salaried execute or professional or businessman
- Age up to 60 Years at loan maturity
- Minimum Monthly income of TK. 1,00,000.00 (this will include spouse in case of joint application) for service, Land Lord monthly income of TK. 1,00,000.00
- Minimum of three (3) Years of service or business
- A resident of Dhaka, Gazipur, Chittagong & Sylhet

### Woman Entrepreneur Loan:

In Bangladesh, huge numbers of potential Small and Medium Woman Entrepreneurs are working in Bangladesh. They have strong footage in business. But many of them do not have cash security to expand their business. We proudly stay with the prominent & prospective woman entrepreneur in our country and finance them under First Finance Limited woman entrepreneur loan. Woman Entrepreneurship has an enormous and potential role in empowering woman and developing society.

We especially promote woman entrepreneur only at 10% interest rate providing their working capital to meet their short term cash flow needs so that they become self-dependent.

#### Eligibility

- Entrepreneurs having a minimum of 2 years experience in the same line of business
- The business must be a going concern with minimum operational experience of 2 years.

#### Loan Limit

- From Taka 1 Lac to Taka 50 Lacs.

#### Interest Rate

- 10% -the lowest interest rate in the market.
- We offer loan without any collateral for up to Taka 5 Lacs;
- We offer loan for Working Capital Finance and/or Lease Finance for business;
- Borrower having loan facilities with other financial institutions can also avail this facility;
- Convenient repayment options are offered, consisting of equal monthly installments repayment schedule;
- We bring fast and quality service at your doorstep.

### FFL Deposit Schemes

First Finance Limited (FFL) is authorized by Bangladesh Bank to accept deposit for minimum duration of 3 months. Deposit with FFL is not transferable. FFL reserves the right to change of Interest rate, amend, add or delete any term and condition without any notice.

#### What we offer:

- FFL offers five distinct types of deposit products for its customers to earn more profit with this various attractive Deposit Schemes.

#### FFL Cumulative Term Deposit

Under this scheme, the deposited amount will mature to a lump sum amount on completion of the deposit term. Thus the profit on the deposit will be accumulated and thereby, will help the depositor to meet his/her substantial future requirement.

#### Key Features

- Minimum Deposit Amount : Tk. 10,000
- Minimum Deposit Term : 3 Months

#### Rate of Interest

SI No	Particulars	3 Months	6 Months	1-2 Year	3-4 Year	5 Year
1	Individual Client	10.25%	11.00%	11.50%	11.50%	11.50%
2	Corporate Client	10.00%	10.75%	11.25%	11.25%	11.25%

### FFL Monthly Profit Term Deposit

Under this scheme, the depositor will receive profit in every month against his/her deposit. Thus the monthly income distribution will help the depositor to maintain monthly profit flow while keeping the original deposit amount unchanged.

#### Key Features

- Minimum Deposit Amount : Tk. 50,000
- Minimum Deposit Term : 1 year

Rate of Interest	
Term	Applicable Rate*
1 - 3 Years	11.25%

### FFL Quarterly Profit Term Deposit

Under this scheme, the depositor will receive profit in every quarter against his/her deposit. Thus, the quarterly profit distribution will help the depositor to maintain a regular income flow while keeping the original deposit amount intact.

#### Key Features

- Minimum Deposit Amount : Tk. 50,000
- Minimum Deposit Term : 1 year

Rate of Interest	
Term	Applicable Rate*
1 - 3 Years	11.50%

### FFL Double Term Deposit

Under this scheme, the deposited amount will mature to a double amount on completion of the deposit term.

#### Key Features

- Minimum Deposit Amount : Tk. 10,000
- Minimum Deposit Term : 6 years

#### Effective Date: April 01, 2015

- \* Tax & Excise duty will be deducted as per Government rules on payment thereof.
- \* Interest rates are subject to change at any time without notice.

#### The followings are required along with the application:

- A copy of recent passport size photograph of both the depositor and the nominee.
- Copy of National ID/Passport / e-TIN Certificate
- Compliance with KYC (Know your Customer) guideline of Bangladesh Bank.

### Aspects of Deposit Schemes

#### Eligibility

Any Bangladeshi adult citizen, Proprietorship or Partnership concern, Limited Company, Club, Society, Trustee, NGO, Educational Institution and Non Resident Bangladesh can open deposit account.

#### Nomination Facility

A Depositor can nominate one or more individuals as his/her nominee who can withdraw the deposit amount with profit in case of death or at the instruction of the depositor.



**Account Operation**

You can apply signally or jointly. In case of joint account, there is option to have the account operated by either or survivor, or anyone to survivor(s) of the joint depositors to operate the account singly.

**Mode of Deposit**

You can deposit either by way of A/C payee cheque or Pay Order or Demand Draft of any schedule bank or account deposit in favor of FFL.

**Deposit Receipt**

For each scheme, a Deposit Receipt will be issued in favor of the depositor(s). You should keep it safely as you have to discharge the Receipt at the time of encashment.

**Maturity and Renewal**

The maturity will be dependent on the day of deposit. At maturity, the deposit will be renewed with profit unless notice is given to the contrary to FFL.

**Loan Against Deposit**

A depositor can avail loan(s) up to 80% of the deposited amount. The rate of interest would be 2.50% higher than the rate of interest on existing deposit.

**Encashment of Deposit**

On maturity or at least after 3 months of the deposit, unless instructed otherwise and acceptable by FFL, repayment will be made by crossed cheque favoring the first named depositor upon receipt of duly discharge Deposit Receipt. If maturity falls on any holiday, repayment shall be made on the next working.

**Renewal of Deposit**

Unless any written request for renewal is received at least three days before the date of maturity, the deposit will be automatically renewed for the same period and scheme, at the prevailing rate of return.

**Premature Withdrawal**

For all products, premature withdrawal will be allowed only after 3 months. In case of premature withdrawal, at the discretion of FFL return on your deposit interest will be calculated at 3% less than the prevailing rate applicable for the period for which the deposit has been maintained. Before 3 months we pay only principal amount subject to prior approval from Bangladesh Bank.

As the rate of return is subject to change from time to time please contact FFL to know the prevailing rate of return before placing your deposits.

**MONTHLY SAVINGS SCHEME (MSS)**

First Finance Ltd. introduce a special product for its customer which is known as Monthly Savings Scheme (MSS) and the objective of this product is to take part by the people of the country for more global Economical development of Bangladesh.

Terms and conditions for operating of MSS account

**Eligibility**

- Any Bangladeshi national can open account.
- In case of minor, legal guardian will operate the account.
- For corporate entity, account will be operated by authorized representative(s).

**Nomination**

- Depositors can nominate maximum two persons as nominee by mentioning first and second priority. In case of absence of first nominee, second nominee will be entertained subject to presentation of evidence.
- Before maturity of the scheme, the accountholder can change the nominee by giving written request.
- The nominee will not be allowed to carry on the account in the event of death of the actual account holder.

#### Timing of deposit

- The deposit must be made within the Banking hours of any working day.
- In case of advance deposit, no profit will be given on the deposited amount before due date.
- If the depositor fails to deposit any installment within the stipulated day, he/she can pay the same along with the next installment. In the case specified charges will be applicable.

#### Premature encashment

- Premature encashment will be made only after one year from the effective date. In case of premature encashment, at the discretion of First Finance Ltd. Interest will be calculated at 2% less than the prevailing rate applicable for the period for which the deposit has been maintained.

#### Default situation

- If the depositor fails to deposit 3 consecutive installments, the account will be closed automatically and the depositor will be given interest at 2% less than prevailing rate applicable for the period for which the deposit has been maintained.
- Late payment charge is Tk. 50.00 for every Tk. 1,000.00.

#### Tax and levy

- Income from the deposit is subject to deduction of tax & Excise duty as per Income Tax Ordinance and Government rules & any amendment thereof
- Profit rates may be changed from time to time.

#### Loan against MSS

- Loan can be availed of maximum up to 90% of deposited amount.

#### RETURN PLAN of MONTHLY SAVINGS SCHEME (MSS)

Monthly Deposit (Tk.)	Matured Amount (Tk.)			
	3 years	5 years	8 years	10 years
1,000	43,554	82,639	1,61,946	2,33,146
2,000	87,107	1,65,278	3,23,892	4,66,291
3,000	1,30,661	2,47,917	4,85,837	6,99,437
5,000	2,17,768	4,13,195	8,09,729	11,65,728
10,000	4,35,537	8,26,389	16,19,458	23,31,456

## | CORPORATE GOVERNANCE |

First Finance Limited is committed to establish high standard of Corporate Governance. First Finance is in compliance with the requirements of Bangladesh Accounting Standard as far as the disclosure in the financial statement is concerned. The roles of each member of the Board along with responsible officer in the Management have duly been played. Different Committees describes how the principles of Corporate Governance are applied in First Finance Limited. The statements given below shall also give a picture on the practice of Corporate Governance in First Finance Limited.

### **The Board and its Directors**

The Board of Directors is in full control of the company's affairs and is also fully accountable to the shareholders. They firmly believe that the success of the company largely depends upon the credible Corporate Governance practice adopted by the company. The Board, consists of, 12 Members including 3(three) Independent Director, as per the requirement from regulatory body (BSEC), all of whom are independent management. In First Finance, the Chairman of the Board is not the Chairman of any of its Board Committees. Director of the Board have broad range of experience in different fields. The role of the Board is to maximize the long-term performance of the company through the development of a strategy designed to create shareholder's value. The Board reviews strategic issues on a regular basis and exercise control over the performance of the company by approving yearly budgetary targets and monitoring performance against those targets. The Board shall determine the objectives and goals and to this end shall chalk out strategies and work-plan annual basis. It shall specially engage itself in the affairs of making strategies consistent with the determined objectives and goal and in the issue relating to structural change and reorganization for enhancement of institutional efficiency and other relevant policy matters. It shall analyze and monitor at monthly rests development of implementation of the work-plans. The Board shall have its analytical review incorporated in the annual report as regard the success and failure in achieving the business and other targets as set out in its annual budget/work-plan and shall apprise the shareholders of its opinions/recommendations on future plans and strategies. The Board will set the key performance indicator for MD & CEO and other senior executives and will evaluate monthly/quarterly/half yearly/yearly basis.

### **Board functioning process**

The Board meets frequently depending upon the requirement for decision on specific issues. The Board has a schedule of matters reserves for decision including major expenditures, significant investment proposals and policies matters. In certain cases, specific responsibilities are delegated to committees within the defined Terms of References. The Committees are Executive Committee, Board Audit Committee, MANCOM, Credit Committee, ALCO, MIS, AMLCO, Asset Disposal Committee, CIB Online Coordination Committee and Purchase Committee. The Committees have their definite characteristics and they meet as and when required. The Board has full and timely access to all relevant information enabling them to function effectively and efficiently. In case of Board meetings, this consists of comprehensive set of papers including regular business progress reports and documents regarding specific matters. Senior Management Personnel are being invited regularly to attend in the Board Meeting to present matters on the business under transaction by the Board.

Any matters relating to Directors concerning appointment to fill the casual vacancy, retirement and re-election during a year as required under Companies Act, 1994 and the Company's Articles of Association are approved by the shareholders in the next Annual General Meeting. The articles also require that at least one-third of the Directors must retire and the retiring Directors, being eligible seek re-appointment in every Annual General Meeting.

### **Separate role of the Chairman and Managing Director & Chief Executive Officer**

In First Finance, the role of the Chairman and the MD & CEO is separate and independent from each other. The MD & CEO is responsible for the Executive Management of the company's business. The Chairman, who has no Executive Management responsibility, elected by the Board members, runs the Board and presides the Board meeting. Chairman gives approval to the agenda

of the Board meeting. Chairman protects the interest of the company and its shareholder. Chairman looks after performance of MD & CEO and the management of the company. MD & CEO and the management are fully responsible for the company's overall performance and they are accountable to the Chairman and the Board of Directors.

Given below is the status Report required to be presented by the company in pursuance to notification No. SEC/CMRRCO/206-158/Admin/02-08 February.

#### A. Attendance of Directors in the Board Meetings

Name of Directors	Meeting held	Attendance	Total Fee Paid (Net)	Attendance %
Mr.A.Q.M. Faruk Ahmed Chowdhury	21	21	89,250	100%
Mr. Ashrafuddin Ahmed (Date of Resignation: 29-04-14)	07	07	29,750	100%
Mr. A.Q.M. Faisal Ahmed Chowdhury	21	21	89,250	100%
Mrs. Rajia Khanam	21	21	89,250	100%
Mr. Mujibur Rahman Chowdhury	21	21	89,250	100%
Engr. Abul Ahsan	21	20	85,000	95%
Mr. Rafayel Bin Mahamud Bhuiyan	21	21	89,250	100%
Mr. Mostafa Haider Khan (Date of Resignation: 18-10-14)	16	15	63,750	94%
Mr. Mustafijur Rahman	21	21	89,250	100%
Ms. Sadia Akter	21	20	85,000	95%
Mr. Theotonius Biplob Roy (Date of Resignation: 24-07-14)	12	11	46,750	92%
Mr.Almohit Safat Hossain	21	21	89,250	100%
Mr. Mainuddin Ahmed (Date of Joining : 24-07-2014)	9	9	38,250	100%
Ms. Habiba Ahmed (Date of Joining : 18-10-2014)	5	5	21,250	100%

#### B. Composition of Board of Directors

The Company's Board consists of 12 (twelve) Directors including 3 (three) Independent Directors, 3 (three) Members are from Sponsor Group, 6 (six) Members are Nominated Directors.

#### EXECUTIVE COMMITTEE

The Executive Committee constituted by the Board, the Committee, consists of 4 members all from Directors Group. Mr. A.Q.M. Faisal Ahmed Chowdhury, Vice Chairman of the Board, is the Chairman of the Committee. The matter related for formulating any policies, guidelines, directives for the company and implied the same on the Management. The Executive Committee also formulates Fund Management Policy including policies for minimization of the cost of fund in effective and efficient manner. All the recommendations from the Management including loan/lease proposals have been forwarded to the Board through the Executive

Committee. The matter related to ordinary business operations of the company and the matter that the Board of Directors authorize from time to time are vested in this Committee in accordance with General and Operational Policies established and made by the Board of Directors. This Committee assists FFL in taking quick decisions and disposal of Loan/Lease proposals ranging from Tk. 50, 00,000.00 to Tk. 1,00,00,000.00.

The Top Management including Managing Director & Chief Executive Officer, Chief Financial Officer, Chief Operating Officer can attend the meeting on call basis, if necessary. The Executive Committee meeting held with the coordination of the Board of Directors and Management. The Managing Director & CEO of the Company represents by the Management. Apart from the Loan/Lease proposals, different management related issues have been discussed in the meeting.

#### **AUDIT COMMITTEE**

The Audit Committee constituted by the Board, consists of 3 members belonging to Board of Directors. Mr. Almohit Safat Hossain, one of the Independent Directors of the Board, is the Chairman of the Committee and it is one of the compliances of the Regulatory Authorities. Another Independent Directors of the Board are also the members of the Committee. As per the requirement of the Regulatory Authorities, minimum 4 meetings would be held in a year. Total 12 nos of meeting were held during the year 2014. Different types of Audited and Unaudited accounts have been placed in the Committee for approval of the Board. Different types of compliance report of the Regulatory Authority, Internal Auditor's Report, Audited and Unaudited Financial Statement etc have been placed in the meeting for their directives and decisions. The Audit Committee follows various guidelines, procedures, policies and directives issued by Bangladesh Bank and would act as watcher on the performance of the functionaries of the company. Recently the Committee desire to implement BASEL-III for the Company.

The Committee also follows the accounting procedure under the guideline from International Accounting Standard (IAS), Bangladesh Accounting Standards (BAS), International Financial Reporting Standards (IFRS) and Bangladesh Financial Reporting Standards (BFRS) as applicable in Bangladesh.

#### **MANAGEMENT COMMITTEE (MANCOM)**

The MANCOM is appointed and constituted by the Board as per the guideline of Bangladesh Bank. At present it is containing of nine members. All the members of MANCOM are of top management of the company; they are MD & CEO, CFO, COO, DMD and Head of all departments. The MD & CEO is the chairman of the committee. The members of the MANCOM contribute a leading role to the growth of the company by fixing up the yearly target considering interest rate on the light of cost of fund and help to increase the company's portfolio to achieving desired goal. The MANCOM may be called the bridge between the branch management, top Management and the goal point of the company. MANCOM also fixes up the deposit target for making the investment process smooth. MANCOM has a responsibility to extort monthly report from related department on due time for confirming accountability of respective personnel of the company and assures the smooth operation. MANCOM also approves and works on the company policy matter for the sake of company's benefit and also any conflict/changes of the regulatory bodies. The MANCOM also discussed on the issue related activities of the management and ordinary business operation of the company. Once in a month MANCOM also evaluates the employee's business target and the achievement and also find out the short fall. Then the MANCOM discusses and takes necessary step and gives proper tips/suggestions to recover the shortfall with in the period and submit the same to the Board. With the help of MANCOM the company secretary solves the shareholders complains within the shortage possible time to avoid the hassle of the honorable shareholders. MANCOM discusses about the monthly internal audit and compliance report and takes step to meet the compliance and submit the same to the EC/Board. MANCOM also advices to the related department to arrange proper training of employees like software, company policy, money laundering policy etc. by the company resources or by hiring the expertise from outside. The Committee determines Credit rating of the company by its own once in a quarter and arranges to be done by the third party once in a year. Whenever any asset to be sold, the MANCOM has discusses about and evaluates the said asset and provides necessary directives and guidelines to Establishment & Procurement Department for disposing asset and place the same to the EC/Board for approval. At a glance the MANCOM is responsible for developing organizational and business strategy and sponsoring innovation and development of the best practices across the company.

## **CREDIT COMMITTEE (CC)**

The Committee constituted by the Board. The Committee, consisting of 8 members belongs to the Management. The Managing Director & Chief Executive Officer is the Chairman of the Committee. The matter relates with the loan and lease facilities are being sanctioned in the Committee. The loan proposals beyond the Committee limit are being recommended for Executive Committee and Board. Normally once in a week the Committee's meeting is being held. The Committee assists the Company disposal of loan facility proposal up to Tk. 50, 00,000.00.

## **PURCHASE / PROCUREMENT COMMITTEE & PURCHASE / PROCUREMENT COMPLAINTS:**

The Purchase Committee is constituted by the Board. The Chairman of the Purchase/ Procurement Committee, by the virtue of the Board, is the MD & CEO of the company. The Purchase/ Procurement Committee consist of 9 members all belong to the Management Group. Day to day procurement and purchase related issues use to be discussed at the committee meeting.

Any requirement of any employee will be forwarded on the Service Request Form, that duly authenticated by the departmental head / in-charge and the top ranked officers (i.e. CEO, CFO, COO) and, for the Branch, duly authenticated by the Operation In-Charge and Branch Manager or Associate Manager and the Departmental Head. The duly completed Service Request Forms will then be forwarded to the Establishment & Procurement Department for further processing.

All the Service Requests will be forwarded to the Purchase Committee meeting. Establishment & Procurement Department will collect 3 quotations from 3 different suppliers/ vendors and prepare a comparative statement for the each product when required.

The Managing Director & Chief Executive Officer (CEO) may approve, as per his/her jurisdiction, any purchase issues within the limit of Tk. 15,000.00 followed by placing the necessary papers at the Purchase/ Procurement Committee meeting for the post-facto approval. If the price of the requisite purchase within the limit of Tk. 3,00,000.00 only, the Purchase/ Procurement Committee may approve the purchase. But the purchase above Tk. 3,00,00,000 would have to be placed to the MANCOM, Executive Committee and the Board for the approval. The procurement process with the approval limit of the approval authority mentioned above in the case of General Procurement policy and those also to be followed and maintained in case for every other procurement cases like procurement of Motor Vehicles, Leasing Software(s), setting up of a New Branch / Office, Interior Decoration Work, Printing Materials, Stationary & Crockery Items. The Secretary of Purchase Committee will submit the Procurement Report on monthly basis to the Management.

## **ASSET LIABILITY COMMITTEE (ALCO)**

Asset Liability Committee (ALCO) has been formulated as per the concepts of Bangladesh Bank under the risk management guideline. The Committee consists of 7 members of senior management and the Managing Director & CEO is the Chairman of the Committee. The ALCO's primary goal is to evaluate, monitor and approve practices relating to risk due to imbalances in the capital structure.

The ALCO will have responsibility for setting limits on the arbitrage of borrowing in the short-term markets, while lending long-term lease/loan. Among the factors considered are liquidity risk, interest rate risk, operational risk and external events that may affect the Financial Institution's forecast and strategic balance-sheet allocations. The ALCO will generally report to the Management Committee and will also have regulatory reporting responsibilities.

## **MANAGEMENT INFORMATION SYSTEM (MIS) COMMITTEE**

The Management Information System (MIS) Committee is constituted by the Board. The Committee consists of 5 members and MD & CEO is the Chairman of the Committee. MIS is the heart of the Company. MIS committee refers to the committee where the members of the committee analyze all the management reports like collection and overdue report, report of client addresses, loan outstanding report, cheque status report, sanction-disbursement report, monitoring report, recovery report, CRM-1 report, CRM-2 report, suit file report, expiry loan report, closing report, group wise report, client asset report, revised rate letter, Monthly performance report, HR report, purchase report, stationary report, IT report, Bangladesh Bank report, charge commission etc. and take necessary steps accordingly. All types of reports in the prescribed formats have been generated from Software which is maintained and provided by the all departmental heads. MIS committee meeting is held monthly and all the aspects are judged

and maintained with strict rules and regulations. In every meeting the committee prescribes some advice for departments and in the next meeting the committee takes feedback from respective department head.

### **Money Laundering Risk:**

Money Laundering Risk is one of the core risk element in banking & NBFIs business out of 6 (six). Money Laundering Risk is defined as the loss of reputation and expenses incurred as penalty for being negligent in prevention of money laundering. In order to manage the risk of money laundering the NBFIs has set up an effective Anti-Money Laundering program in line with Anti Money Laundering Act and Bangladesh Bank guidance which has been updated through inclusion of Anti-Terrorist Act. The NBFIs has developed manuals for prevention of money laundering and introduced Know Your Customer (KYC) program process and timing of Customer Due Diligence (CDD), defining and identifying mechanism and awareness program for the customer and Transaction Profile (TP) including uniform A/C opening form at branch level for meticulous compliance. The NBFIs recognize this risk as a separate classification emphasizing due importance for being compliant on it by way of making conversant of all Executive/Officers through issuing circulars and providing necessary training to them. This risk covers on the loss that the NBFIs may face in the event of devolution of any transactions within the ambit of money laundering while the panel risk is covered under legal risk.

Anti Money Laundering Committee (AMLCO) is composed of 6 (six) members from the Management and AMD & CFO is the CAMLCO of the Committee. AML addresses various issues which are define in Money Laundering Act & different regulators and also report to Bangladesh Bank, NBR, Ministry of Finance etc. regarding suspicious transactions and/or attempt of suspicious transactions, immediately, if such event occurs.

### **CIB ONLINE COORDINATION COMMITTEE**

CIB Online Coordination Committee has been formulated as per the guideline of Bangladesh Bank. The Committee consists of 3 members and the AMD & CFO is the Chairman of the Committee. The main target of this committee is to achieve error free CIB Report with accurate CIB report with up to date classification status of the client. The target of this committee is also providing CIB Report Centrally through CIB Wing of the Credit department very effectively & confidentially according to the guideline of Bangladesh Bank CIB Online Service. The committee meeting is held monthly and all the aspects are maintained with strict rules and regulations.

#### **Subject Criteria of the Meeting:**

- Timely reporting for the current month of the company by the batch user file to Bangladesh Bank online software.
- Providing CIB Report to different branch centrally.
- Monthly Error Report Analysis & correction of the error within 03 (Three) working days of the respective week.
- Data entry problem solution, conducted by different branches immediately.
- Directorship changes application analysis, if application submitted by branch & the client for correction.
- Credit management related problem solution if needed.
- Any online data submission to Bangladesh Bank if they want for the CIB report.
- Find out the CIB related problem in the software and forward to the related department.

### **ASSET DISPOSAL COMMITTEE**

The Asset Disposal Committee is constituted by the Board. The Committee consists of 8 members and MD & CEO is the Chairman of the Committee. The reason behind the formation of this committee is to evaluate the mortgaged properties those the company have already owned by the judgment of the court which was not yet dispose or under process to sale and realize the dues. The Committee is also to evaluate the existing mortgaged properties and ensure the possession of right & Title of the properties. The meeting of the Asset Disposal Committee shall be held on monthly basis with the updated report of asset disposal. The Committee shall be guided by the MANCOM. The committee should report to the management and the Board monthly.

### **INTERNAL CONTROL AND COMPLIANCE (ICC):**

As per guideline of Bangladesh Bank and requirement of Security and Exchange Commission the Board of Directors establishes the Department of ICC. The Department will be act as the Audit wing and the Compliance wing. The Audit wing will be responsible to examine the authenticity and verification of all financial transaction and other operation activities, and then report to the Board Audit Committee of the company. They also deal with the External and Regulatory Audit and Inspection team. On the other hand the Compliance wing will be responsible for ensuring all compliance with all regulatory requirements while conducting its business. Though the Board is responsible for approving strategies and policies, the top management has also the responsibility for implementing strategies, setting appropriate Internal Control policies and monitoring the effectiveness of Internal Control System.

Internal Control and Compliance are the tools those help management be effective and efficient while resolving serious problems such as overspending, operational failure, and violation of laws, manuals and policies. In other word Internal Control and Compliance are the structure, policies and procedures those put in place to provide reasonable assurance to the management to meets its objectives and fulfils its responsibilities. Through Internal Control System, FLFIL identifies its weakness and presume appropriate measures to overcome the same. The main objectives of ICC are as follows:

- Efficiency and effectiveness of activities (performance objective).
- Reliability, completeness and timelines of financial and management information (information objectives).
- Compliance with applicable laws, policies and regulations (compliance objectives).
- Accountability to the Board.

### **Managing Director & Chief Executive Officer (CEO):**

The MD & CEO of the Company is appointed by the Board of Directors with the permission of Bangladesh Bank. MD & CEO attends in the Board Meeting by invitation of the Board and represents the Management in the Board meeting. Management is responsible for day to day work and overall activities of the company. Being a Head of Management MD & CEO is fully responsible for overall performance of the company. MD & CEO places the agenda on behalf of the Management to the Board through Company Secretary. He recommends for implementation of policy guideline for the company, rescheduling, re-structuring, waiving interest, recruitment of employees from SAVP level and above to the Board. He also initiates the legal action for the defaults clients, places APR of the Departmental Chief to the Board. He is the Head of Management and the Chairman of MANCOM, Credit Committee, Purchase Committee, ALCO, AMLCO, MIS and Asset Disposal Committee of the company. MD & CEO is responsible for authorizing and providing access privilege of the software to the users for any kind of changes, amendment, if required and also to the related department. Preparation of Yearly budget, allocation of business target to the department and branches, reviewing the business performance of the department and branches on monthly basis and achieving the own individual and the total business target of the company are also the prior responsibility of the MD & CEO. He is also the top selecting/selection authority and the member of recruitment panel up to the rank of SAVP.

### **Additional Managing Director & Chief Financial Officer (CFO):**

Additional Managing Director & Chief Financial Officer (CFO) is one of the Top Officials in the Company and attends the Board Meeting by invitation of the Board on regular basis and places the various financial reports for the information and knowledge of the Board. He is responsible for monitoring the performance and activities of Accounts, Finance, Treasury, Board Secretariat and IT departments and their departmental heads for ensuring the completion of their daily and regular job on daily basis. He is also responsible to monitor the Fund Management system of the company and look after the tax matter of the company. Like other top officials, AMD & CFO is responsible for authorizing and providing access privilege to the users for any kind of changes, amendment, if required to the related department. Preparation of yearly budget, allocation of business target to the departments and branches, reviewing the business performance of the departments and branches on monthly basis and achieving own individual business target are also the prior responsibility of the AMD & CFO. He is an active member in MANCOM, Credit Committee, Purchase Committee, ALCO, MIS and Asset Disposal Committee. He is the Chairman of the CIB Online Coordination Committee. AMD & CFO is also the active member of the interview Board and selection committee up to the rank of SAVP.



### **Additional Managing Director & Chief Operating Officer (COO):**

Additional Managing Director & Chief Operating Officer (COO) is one of the Top Officials in the Company and attends the Board Meeting on invitation on regular basis and places the various credit related reports for the information and knowledge of the Board. AMD & COO is responsible to monitor the performance and activities of Credit, HRD, Monitoring, Recovery, Renewal and Legal departments and their departmental heads. He is responsible to monitor the Branch Managements performance and activities and also responsible to monitor Credit, Monitoring, Recovery, Renewal and Legal departments ability to completing their daily job on daily basis. Like other top officials, AMD & COO is responsible for authorizing and providing access privilege to the users for any kind of changes, amendment, if required to the related department. Preparation of yearly budget, allocation of business target to the departments and branches, reviewing the business performance of the departments and branches on monthly basis and achieving own individual business target are also the prior responsibility of the AMD & COO. He is an active member in MANCOM, Credit Committee, Purchase Committee, ALCO, MIS and Asset Disposal Committee. He is the Chairman of Risk Management Forum (RMF). AMD & COO is also the active member of the interview Board and selection committee up to the rank of SAVP.

### **Company Secretary (CS):**

The Company Secretary is appointed by the Board of Directors. Company Secretary acts as the Bridge between the Board and Management. He/she arranges the Board Meeting, Executive Committee and Audit Committee Meeting as well as responsible for collecting issues/ agendas from MANCOM, Credit Committee, HR and any other issues those required to be approved by EC and Board. He/she is solely responsible for timely preparation of Board/ EC/Audit meeting minutes and sends those to Bangladesh Bank on time. Arranging EGM/AGM is his/her one of prime responsibilities. As the Company Secretary of the Public Limited Company, he/she is the signing authority of Share Department. Company Secretary is responsible for the compliance with statutory and regulatory requirements and for ensuring that decisions of the Board of Directors are implemented. It is also the responsibility of Company Secretary is to register and communicate with the Shareholders, to ensure that dividends are paid and to maintain company records, such as list of Directors and Shareholders with their up to date shareholding position.

### **Internal Auditor:**

As per guideline of Bangladesh Bank the Board of Directors establishes an Audit Wing under the Department of ICC, who provide proper support to the Board Audit Committee. The main responsibilities of the Internal Auditors are to examine the authenticity and verification of all financial transactions. They also deal with the external and regulatory audit and inspection teams. Though the Board is responsible for approving strategies and policies, the top management has also the responsibility for implementing strategies, setting appropriate Internal Control policies and monitoring the effectiveness of internal control system.

#### **An effective internal control system consists of following interrelated components:**

- Management oversight & Control environment;
- Risk assessment & management ;
- Control activities & segregation of duties;
- Accounting, information & communication; and
- Self assessment & monitoring.

#### **The main job of Internal Auditor's is given below-**

- Review and Report on performance against Business Target.
- Review and Report on Yearly Budget.
- Review and report on not implemented decision of CC/ MANCOM/ Purchases/EC/Board on time or not.
- The examination of Financial and operating information.
- To Verify and report about monthly Loan/lease and other investments of the Branch/Head office.
- Verify and report about monthly TDR received/Renew/Encased from the clients.

- Verify and report about the monthly TDR/FDR investment made to Banks and Financial institution by First Finance Ltd.
- Verify and report about the monthly loan availed from Bank and Financial institution.
- Verify and report about the monthly loan repayment to Bank and Financial institution.
- Verify and report about the close file (loan/lease) of the clients.
- Verify and report about reschedule/Restructure of loan/lease file of the clients.
- Verify and report about the monthly SLR and CLR status of the company.
- Verify and report about the owners copy of vehicle collected on time or not from the clients by branch authority.
- Report on Monthly recovery/collection against loan/Lease and other files as per overdue status of clients.
- Verify and report about company's Policy/office order / code of conduct/disciplinary measures taken against company's employee and others.
- Verify and report about all regulatory authorities letter especially the default letter from regulatory authority (BB, BSEC, Dhaka Stock Exchange and Chittagong Stock Exchange).
- Verify and report about all department activities.
- Ensure the data backup is properly kept and security level of Software operation.
- Ensure all the report is run from software.

### **Relationship with Shareholders**

The Company reports to its shareholders and partners twice a year through Half Yearly (Unaudited) Report and detailed Audited Annual Report. The company also circulates Quarterly Accounts (Unaudited) in the 2 newspapers for the information of the shareholders (as per the requirement of the Regulatory Authorities). The Unaudited Accounts also been delivered to the Regulatory Authority for their information and record. Normally once a year in the Annual general meeting (AGM) the company meets with its shareholders. But exceptional would be taken place when the company conducts Extra Ordinary General Meeting (EGM) in order to comply with the formalities of the Regulatory Authorities. Various Price Sensitive Information has to circulated in the newspaper for the information of the shareholders. Every shareholders of his/her representative has the right to attend the Annual General Meeting; there they can meet and communicate with the Directors and express their views regarding the company's business, its future and other matter of interest.

### **The Directors also report that**

- The Financial Statement of the Company presents a true and fair view of Company's state of affairs, result of its operation, cash flow and changes in equity.
- Proper books of accounts as required by law have been maintained.
- Appropriate accounting policies have been follows in formulating the Financial Statement and Accounting estimates were reasonable and prudent.
- The Financial Statements are being prepared in accordance with Bangladesh Financial Reporting Standard (BFRS) as adopted by the Institutional of Chartered Accountant of Bangladesh (ICAB).
- There are no significant doubts upon the company's ability to continue as a going concern.
- There is no significant deviation from the operation result of last year

# COMPLIANCE REPORT ON BSEC'S NOTIFICATION

Status of compliance with the condition imposed by the Commission's Notification No. letter SEC/CMRRCD/2006-158/134/ Admin/44, dated 07 August, 2012 issued under section 2CC of the Securities and Exchange Ordinance, 1969

(Report under Condition No. 7.00)

Condition No.	Title	Complied	Not Complied	Remarks (IF ANY)
1	<b>Board of Directors</b>			
1.1	<b>Boards size</b> The number of the board members of the company shall not be less than 5 (five) and more than 20 (twenty).	√		The FFL Board is comprised of 12 Directors
1.2	<b>Independent Directors</b>			
(i)	At least one fifth (1/5) of the total number of directors in the company's board shall be independent directors.	√		03 out of 12 directors are appointed as Independent Director
(ii)	<b><i>For the purpose of this clause 'Independent directors' means a director-</i></b>			
a)	Who either does not hold any share in the company or holds less than one percent (1%) shares of the total paid-up shares of the company;	√		The Independent Directors have declared their compliances.
b)	Who is not a sponsor of the company and is not connected with the company's any sponsor or director or shareholder who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship. His/her family members also should not hold above mentioned shares in the company :	√		
c)	Who does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary/ associated companies;	√		
d)	Who is not a member, director. or officer of any stock exchange;	√		
e)	Who is not a shareholder, director or officer of any member of stock exchange or an intermediary of the capital market;			
f)	Who is not a partner or an executive or was not a Partner or an executive during the preceding 3 (three) years of the concerned company's statutory audit firm;	√		
g)	Who shall not be an independent director in more than 3 (three) listed companies;	√		
h)	Who has not been convicted by a court of competent jurisdiction as a defaulter in payment of any loan to a bank or a Non-Bank Financial Institution (NBFI);	√		
i)	Who has not been convicted for a criminal offence involving moral turpitude.	√		

Condition No.	Title	Complied	Not Complied	Remarks (IF ANY)
(iii)	The independent director(s) shall be appointed by the board of directors and approved by the shareholders in the Annual General Meeting (AGM).	√		
(iv)	The post of independent director(s) can not remain vacant for more than 90(ninety) days.	√		
(v)	The Board shall lay down a code of conduct of all Board members and annual compliance of the code to be recorded.	√		
(vi)	The tenure of office of an independent director shall be for a period of 3(three) years, which may be extended for 1(one) term only.	√		
<b>1.3</b>	<b>Qualification of Independent Director (ID)</b>			
(i)	Independent director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial, regulatory and corporate laws and can make meaningful contribution to business.	√		
(ii)	The person should be a Business Leader / Corporate Leader / Bureaucrat/University Teacher with Economics or Business Studies or Law background/Professionals like Chartered Accountants, Cost & Management Accountants, and Chartered Secretaries. The independent director must have a least 12 (twelve) years of corporate management / professional experiences.	√		
(iii)	In special cases the above qualifications may be relaxed subject to prior approval of the Commission.	√		
<b>1.4</b>	<b>Chairman of the Board and Chief Executive Officer</b>			
(i)	The position of the chairman of the Board and the Chief Executive Officer of the companies shall be filled by different individuals. The chairman of the company shall be elected from among the directors of the company. The Board of Directors shall clearly define respective roles and responsibilities of the chairman and the chief executive officer.	√		Different persons hold the positions with specific responsibilities set by the Board
<b>1.5</b>	<b>Directors Report to the Shareholders</b>			
(i)	Industry outlook and possible future developments in the industry.	√		
(ii)	Segment-wise or product-wise performance.	√		
(iii)	Risks and concerns.	√		
(iv)	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin.	√		
(v)	Discussion on continuity of any Extra-Ordinary gain or loss.	√		
(vi)	Basis for related party transactions-a statement of all related party transactions should be disclosed in the annual report.	√		
(vii)	Utilization of proceeds from public issues, rights issues and/ or through any others instruments.			Not applicable

Condition No.	Title	Complied	Not Complied	Remarks (IF ANY)
(viii)	An explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Offer, Direct Listing, etc.			Not applicable
(ix)	If significant variance occurs between Quarterly Financial Performance and Annual Financial Statements the management shall explain about the variance on their Annual Report.	√		
(x)	Remuneration to directors including independent directors.	√		
(xi)	The financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes in equity.	√		
(xii)	Proper books of account of the issuer company have been maintained.	√		
(xiii)	Appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment.	√		
(xiv)	International Accounting Standards (IAS)/Bangladesh Accounting Standards (BAS)/International Financial Reporting Standard (IFRS)/Bangladesh Financial Reporting Standards (BFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there-from has been adequately disclosed.	√		
(xv)	The system of internal control is sound in design and has been effectively implemented and monitored.	√		
(xvi)	There are no significant doubts upon the issuer company's ability to continue as a going concern. If the issuer company is not considered to be a going concern, the fact along with reasons thereof should be disclosed.	√		
(xvii)	Significant deviations from the last year's operating results of the issuer company shall be highlighted and the reasons thereof should be explained.	√		
(xviii)	Key operating and financial data of at least preceding 5 (five) years shall be summarized.	√		
(xix)	If the issuer company has not declared dividend (cash or stock) for the year, the reasons thereof shall be given.	√		
(xx)	The number of Board meetings held during the year and attendance by each director shall be disclosed.	√		
(xxi)	The Pattern of shareholding shall be reported to disclose the aggregate number of shares (along with name wise details where stated below) held by:	√		
(xxi) a)	Parent/Subsidiary/Associated Companies and other related parties (name wise details);	√		
(xxi) b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and their spouses and minor children (name wise details);	√		

Condition No.	Title	Complied	Not Complied	Remarks (IF ANY)
(xxi) c)	Executives;	√		
(xxi) d)	Shareholders holding ten percent (10%) or more voting interest in the company (name wise details).	√		
<b>(xxii)</b>	<b><i>In case of the appointment/re-appointment of a director the company shall disclose the following information to the shareholders:</i></b>			
(xxii) a)	a brief resume of the director	√		
(xxii) b)	nature of his/her expertise in specific functional areas;	√		
(xxii) c)	Names of companies in which the person also holds the directorship and the membership of committees of the board.	√		
<b>2.0</b>	<b>Chief Financial Officer (CFO), Head of Internal Audit and Company Secretary (CS)</b>			
2.1 Appointment	The company shall Appoint a Chief Financial Officer (CFO), a Head of Internal Audit (Internal Control and Compliance) and a Company Secretary (CS). The Board of Directors should clearly define respective roles, responsibilities and duties of the CFO, the Head of internal Audit and the CS.	√		
2.2 Requirement to attend the Board Meetings	The CFO and the Company Secretary of the companies shall attend the meetings of the Board of Directors, provided that the CFO and/or the Company Secretary shall not attend such part of a meeting of the Board of Directors which involves consideration of an agenda item relating to their personal matters.	√		
<b>3.0</b>	<b>Audit Committee</b>			
(i)	The company shall have an Audit Committee as a sub-committee of the Board of Directors.	√		
(ii)	The Audit Committee shall assist the Board of Directors in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business.	√		
(iii)	The Audit Committee shall be responsible to the Board of Directors. The duties of the Audit Committee shall be clearly set forth in writing	√		
<b>3.1</b>	<b>Constitution of the Audit Committee</b>			
(i)	The Audit Committee shall be composed of at least 3 (three) members.	√		
(ii)	The Board of Directors shall appoint members of the audit committee who shall be directors of the company and shall include at least 1 (one) independent director.	√		
(iii)	All members of the audit committee should be "financially literate" and at least 1 (one) member shall have accounting or related financial management experience,	√		

Condition No.	Title	Complied	Not Complied	Remarks (IF ANY)
(iv)	When the term of service of the Committee members expires or there is any circumstance causing any Committee member to be unable to hold office until expiration of the term of service, thus making the number of the Committee members to be lower than the prescribed number of 3 (three) persons, the Board of Directors shall appoint the new Committee member(s) to fill up the vacancy(ies) immediately or not later than 1 (one) month from the date of vacancy(ies) in the Committee to ensure continuity of the performance of work of the Audit Committee.	√		
(v)	The company secretary shall act as the secretary of the Committee.	√		
(vi)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director.	√		
<b>3.2</b>	<b>Chairman of the Audit Committee</b>			
(i)	The Board of Directors shall select 1 (one) member of the Audit Committee to be Chairman of the Audit Committee, who shall be an independent director.	√		
(ii)	Chairman of the Audit Committee shall remain present in the Annual General Meeting (AGM).			
<b>3.3</b>	<b>Role of Audit Committee</b>			
(i)	Oversee the financial reporting process.	√		
(ii)	Monitor choice of accounting policies and principles.	√		
(iii)	Monitor Internal Control Risk management process.	√		
(iv)	Oversee hiring and performance of external auditors.	√		
(v)	Review along with the management, the annual financial statements before submission to the board for approval.	√		
(vi)	Review along with the management, the quarterly and half yearly financial statements before submission to the board for approval.	√		
(vii)	Review the adequacy of internal audit function.	√		
(viii)	Review statement of significant related party transactions submitted by the management.	√		
(ix)	Review Management Letters/ Letter of Internal Control weakness issued by statutory auditors.	√		
(x)	When money is raised through Initial Public Offering (IPO)/ Repeat Public Offering (RPO)/Rights Issue the company shall disclose to the Audit Committee about the uses/ applications of funds by major category (capital expenditure, sales and marketing expenses, working capital, etc), on a quarterly basis, as a part of their quarterly declaration of financial results. Further, on an annual basis, the company shall prepare a statement of funds utilized for the purposes other than those stated in the offer document/prospectus.	√		

Condition No.	Title	Complied	Not Complied	Remarks (IF ANY)
<b>3.4</b>	<b>Reporting of Audit Committee</b>			
(i)	The Audit Committee shall report on its activities to the Board of Directors.	√		
(ii)	The Audit Committee shall immediately report to the Board of Directors on the following findings, if any:-	√		
<b>3.4.1 (ii) a)</b>	report on conflicts of interests;			
b)	suspected or presumed fraud or irregularity or material defect in the internal control system;	√		
c)	suspected infringement of laws, including securities related laws, rules and regulations;:	√		
d)	any other matter which shall be disclosed to the Board of Directors immediately.	√		
<b>3.4.2</b>	<b>Reporting to the Authorities</b> If the Audit Committee has reported to the Board of Directors about anything which has material impact on the financial condition and results of operation and has discussed with the Board of Directors and the management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall report such finding to the Commission, upon reporting of such matters to the Board of Directors for three times or completion of a period of 6 (six) months from the date of first reporting to the Board of Directors, whichever is earlier.	√		
<b>3.5</b>	<b>Reporting to the Shareholders and General Investors</b> Report on activities carried out by the Audit Committee, including any report made to the Board of Directors under condition 3.4.1 (ii) above during the year, shall be signed by the Chairman of the Audit Committee and disclosed in the annual report of the issuer company.	√		
<b>4</b>	<b>External/ Statutory Auditors</b> The issuer company should not engage its external/statutory auditors to perform the following services of the company; namely:-			
(i)	Appraisal or valuation services or fairness opinions.	√		
(ii)	Financial information system design and implementation	√		
(iii)	Book-keeping or other services related to the accounting records or financial statement	√		
(iv)	Broker –dealer services	√		
(v)	Actuarial services	√		
(vi)	Internal audit services	√		
(vii)	Any other services that the audit committee determines.	√		
(viii)	No partner or employees of the external audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of that company.	√		



Condition No.	Title	Complied	Not Complied	Remarks (IF ANY)
(ix)	Audit/ Certification services on compliance of corporate governance as required under clause (i) of condition o. &	√		
<b>5</b>	<b>Subsidiary Company</b>			
(i)	Provisions relating to the composition of the Board of Directors of the holding company shall be made applicable to the composition of the Board of Directors of the subsidiary company.			No subsidiary company
(ii)	At least 1 (one) independent director of the Board of Directors of the holding company shall be a director on the Board of Directors of the subsidiary company.			No subsidiary company
(iii)	The minutes of the Board meeting of the subsidiary company shall be placed for review at the following Board meeting of the holding company.			No subsidiary company
(iv)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also.			No subsidiary company
(v)	The. Audit Committee of the holding company shall also review the financial statements, in particular, the investments made by the subsidiary company.			No subsidiary company
<b>6.0</b>	<b>Duties of Chief Executive Officer (CEO) and Chief Financial Officer(CFO)</b>			
(i)	<b>The CEO and CFO shall certify to the Board that:-</b> They have reviewed financial statements for the year and that to the best of their knowledge and belief:	√		
a)	These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;	√		
b)	These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws.	√		
(ii)	There are, to the best of knowledge and belief, no transactions entered into by the company during the year which are fraudulent illegal or violation of the company's code of conduct.	√		
<b>7.0</b>	<b>Reporting and Compliance of Corporate Governance</b>			
(i)	The company shall obtain a certificate from a practicing Professional Accountant/Secretary (Chartered Accountant/ Cost and Management Accountant/Chartered Secretary) regarding compliance of conditions of Corporate Governance Guidelines of the Commission and shall send the same to the shareholders along with the Annual Report on a yearly basis.	√		Required certification has been obtained from "PODDER & ASSOCIATES", "Cost & Management Accountants" as of 31st Dec 2014.
(ii)	The directors of the company shall state, in accordance with the Annexure attached, in the directors' report whether the company has complied with these conditions.	√		

## | ABOUT CREDIT RATING |

A credit rating evaluates the credit worthiness of business institutions. It is an evaluation made by a credit rating agency of the debtor's ability to pay back the debt and the likelihood of default. The credit rating represents the credit rating agency's evaluation of qualitative and quantitative information for a company or government; including non-public information obtained by the credit rating agencies analysts. Credit ratings are not based on mathematical formulas. Instead, credit rating agencies use their judgment and experience in determining what public and private information should be considered in giving a rating to a particular company.

First Finance Limited has been taking the Credit Rating from renowned Credit Rating Agencies of Bangladesh every year with prior consent and approval of the company's Board of Directors. The Board of Directors believes that Credit Rating can bring transparency; confirm the compliance of rules and regulations of both the Company and Regulatory Authorities; protect the Company and can open the door for achieving excellence.

The credit rating of "First Finance Limited" which declared as on 29 June, 2014 & validity date on June 28, 2015.

<b>Long term Rating</b>	=	<b>"BBB+" (Indicating High Investment Grade)</b>
<b>Short term Rating</b>	=	<b>"AR-3" (Indicating Good certainty of timely payment)</b>
<b>Outlook</b>	=	<b>Stable</b>

The rating prepared by "Alpha Rating", based on the financials up to 31st December-2013 (Audited).

# | STATEMENT OF COMPLIANCE ON THE GOOD GOVERNANCE GUIDELINE ISSUED BY THE BANGLADESH BANK |

By the DFIM Circular No. 7 dates 25 September 2007, Bangladesh Bank issued a guideline on Good Governance applicable for the financial institutions. The Board of Directors of the Company has taken appropriate steps to comply with the guidelines and implemented the same.

Status Report on compliance with those guidelines is given below:

Sl. No.	Particulars	Compliance Status
1.	Responsibilities and authorities of the Board of Directors:	
	(a) Work-planning and strategic management:	
	(i) The Board shall determine the objectives and goals and to this end shall chalk out strategies and work-plans on annual basis. It shall specially engage itself in the affairs of making strategies consistent with the determined objectives and goal and in the issue relating to structural change and reorganization for enhancement of institutional efficiency and other relevant policy matters. It shall analyze/monitor at quarterly rests development of implementation of the work-plans.	Complied
	(ii) The Board shall have its analytical review incorporated in the Annual Report as regard the success/failure in achieving the business and other targets as set out its annual work-plan and shall apprise the shareholders of its opinions/recommendations on the future plans and strategies.	Complied
	(iii) The Board will set the Key Performance indicator (KPI)s for the CEO and other senior executives and will evaluate half yearly/yearly basis.	Complied
	<b>(b) Reformation of Executive Committee:</b>	
	Executive Committee has been reformed by exclusion of all members from Management Group in terms of Bangladesh bank Circular and only for rapid settlement of the emergency matters (approval of loan/lease application, rescheduling, etc.) arisen from the regular business activities.	Complied
	<b>(c) Financial Management:</b>	
	(i) Annual budget and statutory financial statement shall be adopted finally with the approval of the Board.	Complied
	(ii) Board shall review and examine in quarterly basis various statutory financial statements such as statement of income-expenses, statement of loan/lease, statement of liquidity, adequacy of capital, maintenance of provision, legal affairs including actions taken to the recovery of overdue loan/lease.	Complied
	(iii) Board shall approve the Company's policy on procurement and collection and shall also approve the expenditures according to policy. The Board shall delegate the authority on the Chief Executive Officer and among other top executives for approval of expenditure within budget to the maximum extend.	Complied
	(iv) The Board shall adopt the operation of bank accounts. Groups may be formed the management to operate bank accounts under joint signatures.	Complied

Sl. No.	Particulars	Compliance Status
	<b>(d) Management of loan/lease/investments:</b>	
	(i) Policy on evaluation of loan/lease/investment proposal, sanction and disbursement and its regular collection and monitoring shall be adopted and reviewed by the Board regularly based on prevailing laws and regulations. Board shall delegate the authority of loan/lease/investment especially to management preferably on Chief Executive Officer and other top executives.	Complied
	(ii) No Director shall interfere on the approval of loan proposal associated with him. The director concerned shall not give any opinion on that loan proposal.	Complied
	(iii) Any syndicated loan/lease/investment proposal must be approved by the Board.	Complied
	<b>(e) Risk Management</b>	
	Risk Management Guideline framed in the light of Core Risk Management Guideline shall be approved by the Board and reviewed by the Board regularly.	Complied
	<b>(f) Internal Control and Compliance Management:</b>	
	A regular Audit Committee as approved by the Board shall be formed. Board shall evaluate the reports presented by the Audit Committee on compliance with the recommendation of internal auditor, external auditors and Bangladesh bank Inspection team.	Complied
	<b>(g) Human Resource Management</b>	
	Board shall approve the policy on Human Resource Management and Service Rule. Chairman and director of the Board shall not interfere on the administrative job in line with the approved Service Rule.	Complied
	Only the authority for the appointment and promotion of the Managing Director & Chief Executive Officer/ Additional Managing Director/ Deputy Managing Director/ Sr.Executive Vice President/ Executive Vice President/ Sr. Vice President / Vice President and other equivalent position shall lie with the Board in compliance with the policy and Service Rule. No director shall be included in any Executive Committee formed for the purpose of appointment and promotion of others.	Complied
	<b>(h) Appointment of Managing Director &amp; CEO</b>	
	The Board shall appoint a component Managing Director & CEO for the Company with the approval of the Bangladesh Bank and shall approve any increment of his/her salary and allowances.	Complied
	<b>(i) Benefits offer to the Chairman</b>	
	Chairman may be offered an office room, a personal secretary, a telephone at the office, a vehicle in the business-interest of the Company subject to the approval of the Board.	Complied
<b>2.</b>	<b>Responsibilities of the Chairman of the Board of Directors:</b>	
	(a) Chairman shall not participate in or interfere into the administrative or operational and routine affairs of the Company as he has no jurisdiction to apply executive power;	Complied
	(b) The minutes of the Board meetings shall be signed by the Chairman;	Complied

Sl. No.	Particulars	Compliance Status
	(c) Chairman shall sign-off the proposal for appointment of Chief Executive Officer and increment of his salaries & allowances;	Complied
<b>3.</b>	<b>Responsibilities of Chief Executive Officer :</b>	
	(a) Chief Executive Officer shall discharge his responsibilities on matters relating to financial, business and administration vested by the Board upon him. He is also accountable for achievement of financial and other business targets by means of business plan, efficient implementation of administrative and financial management;	Complied
	(b) Chief Executive Officer shall ensure compliance of Financial Institution Act 1993 and other relevant circulars of Bangladesh Bank and other regulatory authorities;	Complied
	(c) All recruitment / promotion/ training except recruitment/ promotion/ training of Sr. Executive Vice President shall be vested upon the Chief Executive. He shall act such in accordance with the approved HR Policy of the Company.	Complied
	(d) Chief Executive Officer may be re-schedule job responsibilities of employees;	Complied
	(e) Chief Executive Officer may take disciplinary actions against the employees except Sr. Executive Vice President,	Complied
	(f) Chief Executive Officer shall sign all the letters/statements relating to compliance of policies and guidelines. However, Department/Unit heads may join daily letters/statements as set out in DFIM circular no. 2 dated 06 January 2009 if so authorized by CEO.	Complied

# CERTIFICATE OF CORPORATE GOVERNANCE


**PODDER & ASSOCIATES**

Cost and Management Accountants

As per BSEC rules (letter SEC/CMRRCD/2006-158/134/Admin/44, dated 07 August, 2012), all the companies listed with any stock exchange in Bangladesh shall comply with some conditions in accordance with condition no. 7. The condition requires that the directors of the company shall state, in accordance with the Annexure attached, in the directors' report whether the company has complied with these conditions and prerequisite set by SEC in their letter.

## Compliance Certificate

On

### CORPORATE GOVERNANCE

To the Shareholders of

**First Finance Limited**

**"Podder & Associates"**, being one of the "Cost and Management Accountants" firm in Bangladesh, takes the gratification to study and opine in attainment of Compliance on Corporate Governance by **First Finance Limited (FFL)** for the year ended 31<sup>st</sup> December 2014. This study is completed in accordance with the guideline set by **Bangladesh Securities and Exchange Commission (BSEC)** through the notification SEC/CMRRCD/2006-158/134/Admin/44, dated 07 August, 2012.

Accomplishment of compliance on corporate governance is the conscientiousness of the management of the Company. Our study is imperfect to the measures and execution of such as per guideline set by BSEC. It is neither an audit nor expression of opinion on the financial affairs of the Company.

As per our study and observation on the best of information & explanations provided, **First Finance Limited (FFL)** has complied with the conditions of Corporate Governance set by Bangladesh Securities & Exchange Commission.

On the above note, we would also like to state that such compliance is neither an assurance as to the future capability of the Company nor the efficiency or effectiveness by which management has conducted the affairs of the Company.

For Podder &amp; Associates



 Jayanta Kumer Podder  
 Cost and Management Accountant

Date: 25 MAR 2015

Place: Dhaka, Bangladesh

# | DIRECTOR'S REPORT TO THE SHAREHOLDERS OF FIRST FINANCE LIMITED FOR THE YEAR ENDED DECEMBER 31, 2014 |

**Dear Shareholders,**

The Directors have the pleasure to place their 22nd Annual Report of your company for the year ended on 31st December 2014.

## **OPERATIONAL PERFORMANCE:**

During the year 2014, FFL's Lease/Loan disbursement amount stood at Tk. 3499.55 million as against of Tk. 2431.44 million of preceding year 2013 increasing Tk. 1068.11 million. Accordingly recovery increased to Tk. 2369.88 million as against of Tk. 1506.82 million of the preceding year 2013.

## **FINANCIAL RESULTS AND PROPOSED APPROPRIATION**

In the year 2014 the Company's however, earned operational profit which is not in an accepted level; as against last year. The Company's net profit after provision and tax is Tk. 73.28 million.

The comparative position of working results of the company for years 2014 and 2013 are given follow:

Description	Year 2014	Year 2013
Operational Income	1197.11	958.38
Operational Expenses	(1049.15)	(705.72)
Income from Operation	147.96	252.66
Provision for Lease / loan & other assets (Net)	(26.24)	(79.77)
Current Tax	(48.06)	(40.00)
Deferred Tax	(0.38)	0.29
Net profit after Tax	73.28	133.18
Profit brought forward	12.77	6.85
Surplus Available for Appropriation	<u>86.05</u>	<u>140.03</u>
<b>The Directors recommended the following Appropriation</b>		
Transferred to Statutory Reserve	14.66	26.63
Proposed Stock Dividend 5%	55.34	100.63
Profit carried forward	16.05	12.77
	<u><b>86.05</b></u>	<u><b>140.03</b></u>

## **COMPANY'S CAPITAL:**

On 31st December 2014 Company's Paid-up Capital stood Tk. 1106.86 million from that of 1006.24 million of pervious year. At present company's total capital stood at Tk. 1509.32 million comprise of Paid-up Capital Tk. 1106.86, non-distributable reserve Tk. 331.06 million and retained earnings of Tk. 71.40 million respectively.

## **DIVIDEND**

Considering the profit and the Company's paid-up capital, the Board of Directors has recommended 5% Stock Dividend (1 share for every 20 shares held), for approval of the shareholders in 22nd Annual General Meeting for the year ended December 31, 2014.

## **DIRECTORS:**

In accordance with Article 117 of the Articles of Association of the company, five Directors are to retire by rotation in the 22nd Annual General Meeting. From the Directors of the Company 1) Mr. A.Q.M. Faisal Ahmed Chowdhury, 2) Mr. Mujibur Rahman Chowdhury, 3) Mr. Abul Ahsan, 4) Mr. Rafayel Bin Mahamud Bhuiyan [Nominated by: Oparchor Trade Intl. Limited], 5) Mr. Almohit Safat Hossain will retire. Being eligible they offer themselves for re-election pursuant to Article 118 of the Articles of Association of the company. Mr. Mujibur Rahman Chowdhury & Mr. Abul Ahsan will be Nominated Director from “QASRAJ Trading Limited”

In the meantime, Mr. Ashrafuddin Ahmed, Vice-Chairman and one of the Sponsor Directors of the company has resigned on 29th April, 2014 on 238th Board Meeting from the position of Vice-Chairman and Directorship and a casual vacancy is being created due to his resignation.

In the meantime, Mr. Theotonius Biplob Roy, one of the Independent Directors of the company has resigned on 24th July, 2014 on 244th Board Meeting from the position of Director and a casual vacancy is being created due to his resignation.

Alphabet Systems Limited has shown their intention to be an Institutional Director of First Finance Limited. Accordingly, the Board of First Finance Limited has inducted Alphabet Systems Limited as an Institutional Director and also filled in a casual vacancy by inducting Alphabet Systems Limited in term of the Companies Act, 1994.

Alphabet Systems Limited has been holding 54,03,684 no of shares which is 4.8820% Total Paid up Capital of First Finance Limited. The Board of Alphabet Systems Limited has nominated Mr. Mainuddin Ahmed to represent the company in the composition of the Board of First Finance Limited.

In the meantime, Mr. Mostafa Haider Khan, one of the Directors of the company has resigned on 18th October, 2014 on 248th Board Meeting from the Board of Directors of the company and a casual vacancy is being created due to his resignation.

Raqas Trade International Limited has shown their intention to be an Institutional Director of First Finance Limited. Accordingly, the Board of First Finance Limited has inducted Raqas Trade International Limited as an Institutional Director and also filled in a casual vacancy by inducting Raqas Trade International Limited in term of the Companies Act, 1994.

Raqas Trade International Limited has been holding 55,18,854 no of shares which is 4.9860% of Total Paid up Capital of First Finance Limited. The Board of Raqas Trade International Limited has nominated Mrs. Habiba Ahmed to represent the company in the composition of the Board of First Finance Limited.

As per Bangladesh Securities and Exchange Commission Notification No.SEC/CMRRCD/2006-158/134/Admin/44, dated August 07, 2012 the Board has appointed Mr. A.K.Nasir Uddin, as another Independent Director to fill up the vacant position on 14th February, 2015 in its 254th Board Meeting.

## **BOARD MEETING**

The Board of Directors met 21 (twenty one) times during the year under report and reviewed matters relating to operation of the Company and took a number of decisions pertaining to sanctioning of finance (loan/lease), procurement of fund, opening of Bank Accounts and organizational matters.

## **AUDITORS**

M/S. Nurul Faruk Hasan & Co., Chartered Accountants, JHK Windcel, Level-4, KA-90 Pragoti Saroni, Dhaka-1229, Bangladesh, served as Auditor of FFL for the year 2014 on their appointment in the 21st AGM held on May 08, 2014. The auditor, M/S. Nurul Faruk Hasan & Co., will retire in the 22nd AGM of the company.

Meantime, M/S. Kazi Zahir Khan & Co. and other 11 (Eleven) CA Firms have shown their intension to be appointed as our Auditors for the year 2015.



The Board of Directors of FFL has recommended to appoint M/S. Kazi Zahir Khan & Co., Chartered Accountants, 67/4, Kakrail (Pioneer Road), Dhaka-1000, Bangladesh, as the company's Auditor for the year 2015 at a fee of Tk. 1,35,000.00 (Taka One Lac Thirty Five Thousand) only for the approval in this Annual General Meeting.

## **CORPORATE GOVERNANCE**

Corporate Governance is the system through which the Company is directed, guided and controlled by the Board, keeping in view its accountability to the shareholders. The Board has complied with the requirements set out by BSEC. In this Annual Report a separate write up is incorporated on Corporate Governance.

## **ACKNOWLEDGEMENT:**

The members of the Board of Director of First Finance Limited like to express gratitude to all honorable shareholders, valued clients for their patronage and financial support received from the Banks namely Sonali Bank Ltd., Janata Bank Ltd., Agrani Bank Ltd., Rupali Bank Ltd., Social Investment Bank Limited, Bank Asia Limited, Mercantile Bank Limited, United Commercial Bank Ltd., Mutual Trust Bank Ltd., Uttara Bank Limited, Trust Bank Limited, Shahjalal Islami Bank Limited, Basic Bank Limited, Bangladesh Commerce Bank, Prime Bank Limited, Al-Arafah Islami Bank Limited, IFIC Bank Limited, Premier Bank Limited, Southeast Bank Limited, ICB Islamic Bank Limited, National Bank Limited, Bangladesh Development Bank Limited, The City Bank Limited, Pubali Bank limited, Jamuna Bank Limited , Standard Bank Limited, Standard Chartered Bank Limited, Exim Bank limited, One Bank Limited, Union Bank Limited, Modhumoti Bank Limited, Farmers Bank Limited, NRB Commercial Bank Limited, South Bangla Agriculture Bank Limited, Midland Bank Limited, Meghna Bank Limited, Brac Bank Limited, Eastern Bank Limited. The Directors also express their thanks and profound appreciation for the immense support and co-operation received from Registrar of Joint Stock Companies & Firms (RJSC), Bangladesh Bank, Bangladesh Securities and Exchange Commission (BSEC), Dhaka Stock Exchange Ltd. (DSE), Chittagong Stock Exchange Ltd. (CSE) and CDBL. The Board Members also pleased to put on record their appreciation for the commitment and dedication extended by the management of the company.

**For and on behalf of the Board of Directors**

SD/-

**(A. Q. M. Faruk Ahmed Chowdhury)**  
**Chairman**

## সম্মানিত শেয়ারহোল্ডারদের জন্য ৩১ ডিসেম্বর ২০১৪ সমাপ্ত বছরের ফার্স্ট ফাইন্যান্স লিমিটেড এর পরিচালকবৃন্দের প্রতিবেদন |

প্রিয় শেয়ারহোল্ডারবৃন্দ,

পরিচালকবৃন্দ কর্তৃক আপনাদের কোম্পানীর ৩১ ডিসেম্বর, ২০১৪ সমাপ্ত বছরের ২২ তম বার্ষিক প্রতিবেদন উপস্থাপন করা হলো।

### পরিচালনাগত কর্মদক্ষতা

কোম্পানী ২০১৩ সালে ৮২৪৩১.৪৪ মিলিয়ন এবং ২০১৪ সালে ৮৩৪৯৯.৫৫ মিলিয়ন ঋণ বিতরণ করেছে যা গত বছরের তুলনায় ৮১০৬৮.১১ মিলিয়ন বৃদ্ধি পেয়েছে। যথারীতি ২০১৩ সালে ঋণ আদায় হয়েছিল ৮১৫০৬.৮২ মিলিয়ন এবং ২০১৪ সালে ঋণ আদায় হয়েছে ৮ ২৩৬৯.৮৮ মিলিয়ন, যা গত বছরের তুলনায় ৮৮৬৩.০৬ মিলিয়ন বেশী।

### আর্থিক ফলাফল এবং প্রস্তাবিত উপযোজন

২০১৩ সালের তুলনায় ২০১৪ সালের কোম্পানির অপারেশনাল মুনাফা খুব একটি সন্তোষজনক পর্যায়ে নেই। কর কর্তনের পর কোম্পানীর নীট মুনাফা ৮৭৩.২৮ মিলিয়নে দাঁড়িয়েছে।

২০১৪ এবং ২০১৩ সালের কোম্পানীর কাজের আপেক্ষিক অবস্থান নিম্নে দেয়া হলোঃ

বর্ণনা	সাল ২০১৪	সাল ২০১৩
পরিচালনাগত আয়	১১৯৭.১১	৯৫৮.৩৮
পরিচালনাগত ব্যয়	(১০৪৯.১৫)	(৭০৫.৭২)
পরিচালনাগত মুনাফা	১৪৭.৯৬	২৫২.৬৬
ঋণের জন্য সঞ্চিতি	(২৬.২৪)	(৭৯.৭৭)
আয়করের জন্য সঞ্চিতি	(৪৮.০৬)	(৪০.০০)
বিলম্বিত কর	(০.৩৮)	০.২৯
আয়করজনিত সঞ্চিতিউত্তোর মুনাফা	৭৩.২৮	১৩৩.১৮
পূর্ববর্তী বছর হতে আনিত মুনাফা	১২.৭৭	৬.৮৫
বিভাজনের জন্য মুনাফার পরিমাণ	<u>৮৬.০৫</u>	<u>১৪০.০৩</u>
পরিচালনা পর্যদ কর্তৃক বিভাজনের সুপারিশ		
বিধিবদ্ধ সঞ্চিতে স্থানান্তর	১৪.৬৬	২৬.৬৩
সুপারিশকৃত স্টক ডিভিডেন্ট ৫%	৫৫.৩৪	১০০.৬৩
মুনাফা পরবর্তী বছরে স্থানান্তর	<u>১৬.০৫</u>	<u>১২.৭৭</u>
	<u><u>৮৬.০৫</u></u>	<u><u>১৪০.০৩</u></u>

### কোম্পানীর মূলধন

২০১৪ সালের ৩১শে ডিসেম্বরে কোম্পানির পরিশোধিত মূলধন ৮১০০৬.২৪ মিলিয়ন থেকে ৮১১০৬.৮৬ মিলিয়নে দাঁড়িয়েছে। বর্তমানে কোম্পানীর মোট মূলধন এর পরিমাণ দাঁড়িয়েছে ৮১৫০৯.৩২ মিলিয়ন যার পরিশোধিত মূলধন ৮১১০৬.৮৬ মিলিয়ন, অবিতরণযোগ্য সংরক্ষিত তহবিল ৮৩৩১.০৬ মিলিয়ন এবং বণ্টনযোগ্য মুনাফা ৮৭১.৪০ মিলিয়ন।

### লভ্যাংশ

২২তম বার্ষিক সাধারণ সভায় পরিচালনা পর্যদ কোম্পানীর মুনাফা এবং পরিশোধিত মূলধনের উপর ভিত্তি করে ৫ শতাংশ স্টক ডিভিডেন্ট (প্রতি ২০টি শেয়ারের বিপরীতে ১টি শেয়ার) শেয়ারহোল্ডারদের প্রদানের জন্য সুপারিশ করেছে।

## পরিচালকবৃন্দ

কোম্পানীর Articles of Association এর অনুচ্ছেদ ১১৭ অনুযায়ী ৫ জন পরিচালক ২২ তম বার্ষিক সাধারণ সভায় অবসর গ্রহণ করেন। পরিচালকগণের মধ্যে (১) জনাব এ কিউ এম ফয়সাল আহমেদ চৌধুরী, (২) জনাব মুজিবুর রহমান চৌধুরী, (৩) জনাব আবুল আহসান, (৪) জনাব রাফায়েল বিন মাহামুদ ভূঁইয়া [প্রতিনিধিত্বকারী প্রতিষ্ঠান : ওপারচর ট্রেড ইন্টাঃ লিমিটেড] এবং (৫) জনাব আলমোহিত সাফাত হোসেন নিয়মানুযায়ী অবসর গ্রহণ করেন। ২২ তম বার্ষিক সাধারণ সভায় অনুচ্ছেদ ১১৮ অনুযায়ী তারা নিজেদের পুনঃনির্বাচিত করার প্রস্তাব রাখেন। উপরোক্ত অবসর গ্রহণকারী পরিচালকগণের মধ্যে জনাব মুজিবুর রহমান চৌধুরী ও জনাব আবুল আহসান কে “কাসরাজ ট্রেডিং লিমিটেড” এর মনোনীত পরিচালক হিসাবে মনোনয়নের প্রস্তাব করা হলো।

২৯শে এপ্রিল, ২০১৪ সালের ২৩৮তম পর্ষদ সভায় জনাব আশরাফউদ্দিন আহমেদ ভাইস-চেয়ারম্যান ও অন্যতম স্পন্সর পরিচালক পদ হতে অবসর গ্রহণ করেন। ফলে পরিচালকের একটি পদ শূন্য হয়।

এরই মধ্যে অন্যতম একজন নিরপেক্ষ পরিচালক জনাব খিওটনিয়াস বিপ্লব রায় ২৪শে জুলাই, ২০১৪ সালের ২৪৪তম পর্ষদ সভায় পদ হতে অবসর গ্রহণ করেন। ফলে পরিচালকের উক্ত পদটি শূন্য হয়।

আলফাবেট সিস্টেমস্ লিমিটেড, ফার্স্ট ফাইন্যান্স লিমিটেড এর একটি প্রাতিষ্ঠানিক পরিচালক হিসাবে অন্তর্ভুক্ত হতে আগ্রহ প্রকাশ করে। তদনুসারে ফার্স্ট ফাইন্যান্স লিমিটেড এর পরিচালনা পর্ষদ আলফাবেট সিস্টেমস্ লিমিটেড-কে প্রাতিষ্ঠানিক পরিচালক হিসাবে অন্তর্ভুক্ত করতে সম্মত হয়েছে এবং কোম্পানী আইন ১৯৯৪ অনুযায়ী আলফাবেট সিস্টেমস্ লিমিটেড- কে অন্তর্ভুক্ত করে সৃষ্ট শূন্য পদ পূরণ করে।

আলফাবেট সিস্টেমস্ লিমিটেড, ফার্স্ট ফাইন্যান্স লিমিটেড এর ৫৪,০৩,৬৮৪ সংখ্যক শেয়ার অর্থাৎ এফএফএল এর মোট পরিশোধিত মূলধন শেয়ারের ৪.৮৮২০% শেয়ার ধারণ করছে। আলফাবেট সিস্টেমস্ লিমিটেড, জনাব মাইনউদ্দিন আহমেদকে ফার্স্ট ফাইন্যান্স লিমিটেড এর পরিচালনা পর্ষদ এর প্রতিনিধিত্ব করার জন্য মনোনীত করেছে।

পরিচালক জনাব মোস্তফা হায়দার খান ১৮ ই অক্টোবর, ২০১৪ সালের ২৪৮তম পর্ষদ সভায় পরিচালকের পদ হতে অবসর গ্রহণ করেন। ফলে পরিচালকের উক্ত পদটি শূন্য হয়।

রাকাস ট্রেড ইন্টারন্যাশনাল লিমিটেড, ফার্স্ট ফাইন্যান্স লিমিটেড এর একটি প্রাতিষ্ঠানিক পরিচালক হিসাবে অন্তর্ভুক্ত হতে আগ্রহ প্রকাশ করে। তদনুসারে ফার্স্ট ফাইন্যান্স লিমিটেড এর পরিচালনা পর্ষদ রাকাস ট্রেড ইন্টারন্যাশনাল লিমিটেড-কে প্রাতিষ্ঠানিক পরিচালক হিসাবে অন্তর্ভুক্ত করতে সম্মত হয়েছে এবং কোম্পানী আইন ১৯৯৪ অনুযায়ী রাকাস ট্রেড ইন্টারন্যাশনাল লিমিটেড- কে অন্তর্ভুক্ত করে সৃষ্ট শূন্য পদ পূরণ করে।

রাকাস ট্রেড ইন্টারন্যাশনাল লিমিটেড, ফার্স্ট ফাইন্যান্স লিমিটেড এর ৫৫,১৮,৮৫৪ সংখ্যক শেয়ার অর্থাৎ এফএফএল এর মোট পরিশোধিত মূলধন শেয়ারের ৪.৯৮৬০% শেয়ার ধারণ করছে। রাকাস ট্রেড ইন্টারন্যাশনাল লিমিটেড, জনাবা হাবিবা আহমেদকে ফার্স্ট ফাইন্যান্স লিমিটেড এর পরিচালনা পর্ষদ এর প্রতিনিধিত্ব করার জন্য মনোনীত করেছে।

বাংলাদেশ সিকিউরিটিস এন্ড এক্সচেঞ্জ কমিশন (বিএসইসি)-এর স্মারক নং- এসইসি/সিএমআরআরসিডি/২০০৬-১৫৮/১৩৪/এডমিন/৪৪, তারিখ আগস্ট ০৭, ২০১২ অনুযায়ী পরিচালনা পর্ষদ ১৪ই ফেব্রুয়ারী, ২০১৫ সালের ২৫৪তম পর্ষদ সভায় জনাব এ কে নাসির উদ্দিন - কে অপর এক জন নিরপেক্ষ পরিচালক হিসাবে নিয়োগদান করেছে।

## বোর্ড মিটিং

পরিচালনা পর্ষদ এ বছরে কোম্পানীর অপারেশন সম্পর্কিত রিপোর্ট এবং পর্যালোচনার জন্য ২১ বার সভা করেছেন এবং ঋণ দান, তহবিলের আহরণ, ব্যাংকে নতুন হিসাব খাতা খোলা এবং সাংগঠনিক বেশ কিছু বিষয়ে গুরুত্বপূর্ণ সিদ্ধান্ত গ্রহণ করেছে।

## নিরীক্ষক

৮ই মে ২০১৪ -এ অনুষ্ঠিত ২১ তম বার্ষিক সাধারণ সভায় নিয়োগ প্রাপ্ত মেসার্স নুরুল ফারুক হাসান এন্ড কোং, চার্টার্ড অ্যাকাউন্টেন্টস, জেএইচকে উইন্ডসেল, লেভেল-৪, ক-৯০ প্রগতি সরণী, ঢাকা-১২২৯, ফার্স্ট ফাইন্যান্স লিমিটেড এর অডিটর হিসাবে নিয়োজিত ছিলেন। মেসার্স নুরুল ফারুক হাসান এন্ড কোং অনুষ্ঠিতব্য ২২ তম বার্ষিক সাধারণ সভায় অবসর গ্রহণ করবেন।

ইতোমধ্যে, মেসার্স কাজী জহির খান এন্ড কোং সহ আরো ১১ টি সিএ ফার্ম ২০১৫ সালের জন্য আমাদের অডিটর হিসাবে নিযুক্ত হবার ইচ্ছা প্রকাশ করেছেন।

পরিচালনা পর্ষদ এই বার্ষিক সাধারণ সভায় মেসার্স কাজী জহির খান এন্ড কোং, চার্টার্ড অ্যাকাউন্টেন্টস, ৬৭/৪, কাকরাইল (পাইওনিয়ার রোড), ঢাকা-১০০০, বাংলাদেশ কে ৳১,৩৫,০০০ (এক লক্ষ পঁয়ত্রিশ হাজার) পারিশ্রমিক বাবদ ২০১৫ সালের অডিটর হিসাবে দায়িত্ব পালনের জন্য অনুমোদন প্রদানের সুপারিশ করেছেন।

### কর্পোরেট শাসন

কর্পোরেট শাসন এমন একটি পদ্ধতি যার মাধ্যমে কোম্পানী পরিচালিত, নির্দেশিত এবং নিয়ন্ত্রিত হয়, কোম্পানীর বোর্ড দ্বারা যা তার শেয়ারহোল্ডারদের কাছে দায়বদ্ধতা প্রকাশ করে। বি.এস.ই.সি. এর চাহিদা অনুসারে বোর্ড তার সব কিছু পরিপালন করে। এই বার্ষিক রিপোর্ট এ কর্পোরেট শাসন এর উপর একটি আলাদা লেখার অংশ যুক্ত করা হয়েছে।

### স্বীকারোক্তি

ফার্স্ট ফাইন্যান্স লিমিটেড এর পরিচালনা পর্ষদের সদস্যবৃন্দ কৃতজ্ঞতা জানাতে চায় তাদের সম্মানিত শেয়ারহোল্ডারগণদের, মূল্যবান গ্রাহকদের তাদের পৃষ্ঠপোষকতার জন্য এবং ব্যাংকসমূহকে বিশেষ করে সোনালি ব্যাংক লিঃ, জনতা ব্যাংক লিঃ, অগ্রণী ব্যাংক লিঃ, রূপালী ব্যাংক লিঃ, সোশ্যাল ইসলামী ব্যাংক লিঃ, ব্যাংক এশিয়া লিঃ, মার্কেন্টাইল ব্যাংক লিঃ, ইউনাইটেড কমার্শিয়াল ব্যাংক লিঃ, মিউচুয়াল ট্রাস্ট ব্যাংক লিঃ, উত্তরা ব্যাংক লিঃ, ট্রাস্ট ব্যাংক লিঃ, শাহজালাল ইসলামী ব্যাংক লিঃ, বেসিক ব্যাংক লিঃ, বাংলাদেশ কমার্স ব্যাংক, প্রাইম ব্যাংক লিঃ, আল-আরাফা ইসলামী ব্যাংক লিঃ, আইএফআইসি ব্যাংক লিঃ, প্রিমিয়ার ব্যাংক লিঃ, সাউথ ইস্ট ব্যাংক লিঃ, আইসিবি ইসলামিক ব্যাংক লিঃ, ন্যাশনাল ব্যাংক লিঃ, বাংলাদেশ ডেভেলপমেন্ট ব্যাংক লিঃ, দি সিটি ব্যাংক লিঃ, পূবালী ব্যাংক লিঃ, যমুনা ব্যাংক লিঃ, স্ট্যান্ডার্ড ব্যাংক লিঃ, স্ট্যান্ডার্ড চার্টার্ড ব্যাংক লিঃ, এক্সিম ব্যাংক লিঃ, ওয়ান ব্যাংক লিঃ, ইউনিয়ন ব্যাংক লিঃ, মধুমতি ব্যাংক লিঃ, ফার্মার্স ব্যাংক লিঃ, এনআরবি কমার্শিয়াল ব্যাংক লিঃ, সাউথ বাংলা এগ্রিকালচার ব্যাংক লিঃ, মিডল্যান্ড ব্যাংক লিঃ, মেঘনা ব্যাংক লিঃ, ব্রাক ব্যাংক লিঃ, ইস্টার্ন ব্যাংক লিঃ কে তাদের আর্থিক সহায়তা প্রদানের জন্য। সম্মানিত পরিচালকমণ্ডলী গভীরভাবে ধন্যবাদ জানাতে চায় রেজিস্ট্রার অব জয়েন্ট স্টক কোম্পানীজ্ এন্ড ফার্মস (আরজেএসসি), বাংলাদেশ ব্যাংক, বাংলাদেশ সিকিউরিটিস এন্ড এক্সচেঞ্জ কমিশন (বিএসইসি), ঢাকা স্টক এক্সচেঞ্জ লিঃ, চট্টগ্রাম স্টক এক্সচেঞ্জ লিঃ এবং সিডিবিএল কে তাদের অপরিমেয় সহায়তার জন্য। কোম্পানীর পরিচালকমণ্ডলী ব্যবস্থাপনা কমিটিকে কোম্পানীর প্রতি তাদের অকৃত্রিম প্রতিশ্রুতি এবং উৎসর্গের জন্য আরো সাধুবাদ জ্ঞাপন করতে চায়।

### পরিচালনা পর্ষদের পক্ষে

স্বাক্ষর

(এ. কিউ. এম. ফারুক আহমেদ চৌধুরী)

চেয়ারম্যান

# | INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF FIRST FINANCE LIMITED |

We have audited the accompanying financial statements of First Finance Limited (FFL), which comprises the Statement of Financial Position as at 31 December 2014 and the Statement of Comprehensive Income, Statement of Cash Flows and Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory notes.

## **Management's Responsibility for the Financial Statements**

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Bangladesh Financial Reporting Standards (BFRS) as explained in note 2.01. This responsibility includes designing, implementing, and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies, and making accounting estimates that are reasonable in the circumstances.

## **Auditors' Responsibility**

Our responsibility is to express an independent opinion on these financial statements based on our audit. We conducted our audit in accordance with Bangladesh Standards on Auditing (BSAs). Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified audit opinion.

## **Basis for Qualified Opinion**

### **We report that:**

1. As referred to in Note 25.1, interest during construction period, delinquent charges and transfer fees against parties in default were accounted for as Other Income, instead of booking under Interest Suspense Account. Had that not been considered as income, the profit for the year would have been reduced to that extent.
2. As detailed in note-2.6(b), an amount of BDT 2.98 crore is still required for providing Provision for Income Tax, on the incremental income assessed by tax authorities for which appeal decisions are still pending with the High Court. Had this amount been considered in the accounts, net profit of the Company would have been reduced by the same amount.

## **Qualified Opinion**

Except for the impact of the paragraphs mentioned in basis for qualified opinion, in our opinion, the financial statements give a true and fair view of the financial position of First Finance Limited as at 31 December 2014, and of its financial performance and

its cash flows for the year then ended in accordance with Bangladesh Financial Reporting Standards (BFRSs) (explained in note 2.01) except for the matters disclosed in basis for qualified opinion.

#### **Report on Other Legal and Regulatory Requirements**

In accordance with the Company's Act 1994, Securities and Exchange Rules 1987, Financial Institutions Act 1993 and Rules and Regulations issued by Bangladesh Bank, we also report the following:

- i) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof;
- ii) In our opinion, proper books of accounts as required by law have been kept by FFL so far as it appeared from our examination of those books and proper returns adequate for the purposes of our audit have been received from branches not visited by us;
- iii) The FFL's Statement of Financial Position and Statement of Comprehensive Income together with the annexed notes dealt with by the report are in agreement with the books of accounts and returns;
- iv) The expenditure incurred was for the purpose of the FFL's business;
- v) The financial statements have been drawn up in conformity with prevailing rules, regulations and accounting standards as well as with related guidance issued by Bangladesh Bank;
- vi) Adequate provisions have been made for advances and other assets which are , in our opinion, doubtful of recovery;
- vii) FFL has followed the instructions issued by Bangladesh Bank in matters of loan/ advance classification, provisioning and suspension of interest;
- viii) The information and explanations required by us have been received and found satisfactory and
- ix) FFL has complied with the relevant laws pertaining to reserves and maintenance of liquid.

Dated, Dhaka  
19 March 2015

SD/-

**Nurul Faruk Hasan & Co.**  
Chartered Accountants

**First Finance Limited**  
**Statement of Financial Position**  
 As at 31 December 2014

	Notes	As at 31 December	
		2014 Taka	2013 Taka
<b>PROPERTY AND ASSETS</b>			
<b>Cash</b>	3	<b>52,276,577</b>	<b>56,745,113</b>
In hand (including foreign currencies)		560,304	302,411
Balance with Bangladesh Bank and its agent bank(s) (including foreign currencies)		51,716,273	56,442,702
<b>Balance with other banks and financial institutions</b>	4	<b>1,197,529,048</b>	<b>658,747,267</b>
In Bangladesh	4.1	1,197,529,048	658,747,267
Outside Bangladesh	4.2	-	-
<b>Money at call and on short notice</b>	5	-	-
<b>Investments</b>	6	<b>49,041,803</b>	<b>67,796,666</b>
Government securities		-	-
Other investments		49,041,803	67,796,666
<b>Leases, loans and advances</b>		<b>7,978,258,895</b>	<b>6,095,974,912</b>
Loans, cash credits, overdrafts, etc	7	7,978,258,895	6,095,974,912
Bills purchased and discounted	8	-	-
Fixed assets including premises, furniture and fixtures	9	168,422,452	95,485,420
Other assets	10	273,068,784	202,713,338
Non-financial institution assets	11	145,974,226	41,449,901
<b>Total Assets</b>		<b><u>9,864,571,785</u></b>	<b><u>7,218,912,618</u></b>
<b>LIABILITIES AND CAPITAL</b>			
<b>Liabilities</b>			
Borrowings from other banks, financial institutions and agents	12	2,062,540,025	1,526,508,336
<b>Deposits and other accounts</b>	13	<b>5,403,051,455</b>	<b>3,643,449,604</b>
Current deposits and other accounts		-	-
Bills payable		-	-
Savings bank deposits		-	-
Fixed/term deposits		5,400,489,455	3,643,047,604
Monthly Savings Scheme		2,562,000	402,000
Bearer certificate of deposit		-	-
Other deposits		-	-
<b>Other liabilities</b>	14	<b>889,663,681</b>	<b>612,917,628</b>
<b>Total Liabilities</b>		<b><u>8,355,255,161</u></b>	<b><u>5,782,875,568</u></b>
<b>Capital/ Shareholders' Equity</b>			
Paid-up capital	15	1,106,859,600	1,006,236,000
Statutory reserve	16	331,061,235	316,405,320
General reserve	17	-	-
Retained earnings	18	71,395,789	113,395,730
<b>Total Shareholders' Equity</b>		<b><u>1,509,316,624</u></b>	<b><u>1,436,037,050</u></b>
<b>Total Liabilities and Shareholders' Equity</b>		<b><u>9,864,571,785</u></b>	<b><u>7,218,912,618</u></b>

## First Finance Limited

### Statement of Financial Position (Continued)

As at 31 December 2014

	Notes	As at 31 December	
		2014 Taka	2013 Taka
<b>Off-Balance Sheet Items</b>			
Contingent liabilities	19		
Acceptances and endorsements		-	-
Letters of guarantee	19.2	-	-
Irrevocable letters of credit		-	-
Bills for collection		-	-
Other contingent liabilities		-	-
		-	-
<b>Commitments</b>			
	19.2		
Documentary credits and short term trade-related transactions		-	-
Forward assets purchased and forward deposits placed		-	-
Spot and forward foreign exchange contracts		-	-
Undrawn note issuance and revolving underwriting facilities		-	-
Undrawn formal standby facilities, credit lines and other commitments		-	-
		-	-
		-	-
<b>Total off-Balance Sheet items including contingent liabilities</b>		<b>-</b>	<b>-</b>

The accompanying notes form an integral part of this financial statement.

for First Finance Limited

SD/-

**M.A. Matin**  
Managing Director & CEO

SD/-

**Rajia Khanam**  
Director

SD/-

**A.Q.M Faruk Ahmed Chowdhury**  
Chairman

Signed in terms of our report of even date annexed First Finance Limited

SD/-

**Nurul Faruk Hasan & Co.**  
Chartered Accountants

Dated, Dhaka  
19 March 2015



**First Finance Limited**  
**Statement of Comprehensive Income**  
 For the year ended 31 December 2014

	Notes	For the year ended 31 December	
		2014 Taka	2013 Taka
<b>Operating Income</b>			
Interest income	21	980,308,013	724,835,347
Interest paid on deposits, borrowings, etc	22	(846,614,286)	(562,765,217)
<b>Net interest income</b>		<b>133,693,728</b>	<b>162,070,130</b>
Investment income	23	2,939,655	3,422,959
Commission, exchange and brokerage	24	-	-
Other operating income	25	213,861,636	230,123,999
		<b>216,801,291</b>	<b>233,546,958</b>
<b>Total operating income (a)</b>		<b>350,495,019</b>	<b>395,617,088</b>
<b>Operating Expenses</b>			
Salary and allowances	26	60,297,950	41,530,890
Rent, taxes, insurance, electricity, etc	27	14,879,573	10,509,104
Legal expenses	28	4,583,225	7,839,324
Postage, stamps, telecommunication, etc	29	8,229,639	7,259,743
Stationery, printing, advertisement, etc	30	19,062,248	18,743,875
Chief Executive Officer's salary and fees	31	1,815,000	2,600,000
Directors' fees	32	1,220,000	1,235,000
Auditors' fee	33	135,000	130,000
Depreciation and repair of company's assets	34	36,964,465	19,608,978
Other expenses	35	55,343,721	33,501,599
<b>Total operating expenses (b)</b>		<b>202,530,821</b>	<b>142,958,513</b>
<b>Profit before provision (c = a-b)</b>		<b>147,964,198</b>	<b>252,658,575</b>
Provision against loans and advances	14.1	(24,805,546)	(73,255,000)
Provision for diminution in value of investments	14.3	(1,125,000)	(6,517,302)
Provision against others assets		(306,000)	-
Provision for off-balance sheet items/ exposure		-	-
<b>Total provision (d)</b>		<b>(26,236,546)</b>	<b>(79,772,302)</b>
<b>Profit before taxation (e = c-d)</b>		<b>121,727,652</b>	<b>172,886,273</b>
<b>Provision for taxation (f):</b>			
Current tax	14.4	(48,064,000)	(40,000,000)
Deferred tax expenses	14.5	(384,078)	285,753
		(48,448,078)	(39,714,247)
<b>Profit after taxation (g = e - f)</b>		<b>73,279,574</b>	<b>133,172,026</b>
Retained earnings, brought forward		113,395,730	157,793,509
Profit available for appropriation		186,675,304	290,965,535

**First Finance Limited**  
**Statement of Comprehensive Income**  
 For the year ended 31 December 2014

	Notes	For the year ended 31 December	
		2014 Taka	2013 Taka
<b>Appropriations</b>			
Statutory reserve		14,655,915	26,634,405
Bonus shares		100,623,600	150,935,400
Cash dividend		-	-
General reserve		-	-
		<b>115,279,515</b>	<b>177,569,805</b>
<b>Retained earnings, carried forward</b>		<b>71,395,789</b>	<b>113,395,730</b>
<b>Earnings Per Share (EPS)</b>		<b>0.66</b>	<b>1.32</b>

The accompanying notes form an integral part of this financial statement.

**for First Finance Limited**

SD/-

\_\_\_\_\_  
**M.A. Matin**  
 Managing Director & CEO

SD/-

\_\_\_\_\_  
**Rajia Khanam**  
 Director

SD/-

\_\_\_\_\_  
**A.Q.M Faruk Ahmed Chowdhury**  
 Chairman

Signed in terms of our report of even date annexed First Finance Limited

SD/-

\_\_\_\_\_  
**Nurul Faruk Hasan & Co.**  
 Chartered Accountants

Dated, Dhaka  
 19 March 2015

**First Finance Limited**  
**Statement of changes in shareholders equity**  
 For the year ended 31 December 2014

Particulars	Paid-up Capital	Statutory Reserve	General Reserve	Retained Surplus	Total
	Taka	Taka	Taka	Taka	Taka
Balance as on 01 January 2013	603,741,600	289,770,915		157,793,508	1,051,306,023
Bonus Share Issued for 2012	150,935,400	-	-	(150,935,400)	-
Right Shares Issued	251,559,000	-	-	-	251,559,000
Net Profit for the year ended 31 December 2013	-	-	-	133,172,026	133,172,026
Addition made during the year	-	26,634,405	-	(26,634,405)	-
<b>Balance as on 31 December 2013</b>	<b>1,006,236,000</b>	<b>316,405,320</b>	<b>-</b>	<b>113,395,729</b>	<b>1,436,037,049</b>
Balance as on 01 January 2014	1,006,236,000	316,405,320	-	113,395,729	1,436,037,049
Bonus Share Issued for 2013	100,623,600	-	-	(100,623,600)	-
Net Profit for the year ended 31 December 2014	-	-	-	73,279,574	73,279,574
Addition made during the year	-	14,655,915	-	(14,655,915)	-
Appropriation made during the year	-	-	-	-	-
<b>Balance as on 31 December 2014</b>	<b>1,106,859,600</b>	<b>331,061,235</b>	<b>-</b>	<b>71,395,789</b>	<b>1,509,316,624</b>

The accompanying notes form an integral part of this financial statement.

**for First Finance Limited**

SD/-

**M.A. Matin**  
 Managing Director & CEO

SD/-

**Rajia Khanam**  
 Director

SD/-

**A.Q.M Faruk Ahmed Chowdhury**  
 Chairman

Signed in terms of our report of even date annexed First Finance Limited

SD/-

Dated, Dhaka  
 19 March 2015

**Nurul Faruk Hasan & Co.**  
 Chartered Accountants

## First Finance Limited

### Statement of Cash Flows

For the year ended 31 December 2014

For the year ended 31 December  
 2014  
 Taka

#### Cash Flows from Operating Activities

	2014 Taka	2013 Taka
Interest receipts	847,295,252	724,835,347
Interest payments	(826,368,049)	(555,880,471)
Dividend receipts	2,939,655	3,422,959
Fee and commission receipts	-	-
Payments to employees	(62,112,950)	(44,538,451)
Income taxes paid	(53,220,259)	(49,906,247)
Receipts from other operating activities	155,834,987	233,546,958
Payments for other operating activities	(120,262,839)	(84,111,658)
<b>Operating profit before changes in operating assets and liabilities</b>	<b>(55,894,203)</b>	<b>227,368,437</b>

#### Changes in operating assets and liabilities

##### (Increase)/decrease in operating assets

Statutory deposit	-	-
Loan, lease and advanced to customers	(1,882,283,983)	(1,764,424,408)
Other assets	(17,135,187)	86,908,220
Deposit from customers	1,759,601,851	1,897,880,945
Other liabilities	276,746,053	(21,849,106)
<b>Net cash from/(used in) operating activities (a)</b>	<b>81,034,531</b>	<b>425,884,088</b>

#### Cash Flows from Investing Activities

Purchase of fixed assets	(96,292,634)	(40,066,797)
Proceeds from sale of securities	92,453,260	59,181,733
Payment for purchase of securities	(96,498,956)	(62,231,235)
Proceeds from sale of vehicle	6,325,000	-
Proceeds from sale of non financial institutional assets	8,178,686	11,000,000
<b>Net cash from/(used in) investing activities (b)</b>	<b>(85,834,644)</b>	<b>(32,116,299)</b>

#### Cash Flows from Financing Activities

Dividend paid	-	-
Receipt from borrowing and issuance of debt securities	10,528,128,826	4,747,271,707
Repayment of borrowing and issuance of debt securities	(9,989,015,468)	(4,776,147,543)
<b>Net cash from/(used in) financing activities (c)</b>	<b>539,113,358</b>	<b>(28,875,836)</b>

#### Net increase in cash and cash equivalents (a+b+c)

Effect of exchange rate changes on cash and cash equivalents	-	-
Cash and cash equivalents at beginning of the year	715,492,380	350,600,427
<b>Cash and cash equivalents at end of the year (*)</b>	<b>1,249,805,625</b>	<b>715,492,380</b>

(\*) Cash and cash equivalents:

Cash in hand	560,304	302,411
Balance with Bangladesh Bank and its agents bank(s)	51,716,273	56,442,702
Balance with other banks and financial institutions	1,197,529,048	658,747,267
<b>1,249,805,625</b>	<b>715,492,380</b>	

The accompanying notes form an integral part of this financial statement.

for First Finance Limited

SD/-

**M.A. Matin**  
 Managing Director & CEO

SD/-

**Rajia Khanam**  
 Director

SD/-

**A.Q.M Faruk Ahmed Chowdhury**  
 Chairman

Signed in terms of our report of even date annexed First Finance Limited

SD/-

Dated, Dhaka  
 19 March 2015

**Nurul Faruk Hasan & Co.**  
 Chartered Accountants

**First Finance Limited**  
**Statement of Liquidity Analysis**  
**(Assets and Liability maturity Analysis)**

As at 31 December 2014

Amount in Taka

Particulars	Upto 1 month	“1 - 3 months’ maturity”	“3 - 12 months’ maturity”	“1 - 5 years’ maturity”	More than 5 years’	Total
<b>Assets</b>						
Cash	560,304	-	-	-	-	560,304
Balance with Bangladesh Bank and its agent bank(s)	51,716,273	-	-	-	-	51,716,273
Balance with other banks and financial institutions	-	838,270,334	359,258,714	-	-	1,197,529,048
Money at call and on short notice	-	-	-	-	-	-
Investments	-	-	49,041,803	-	-	49,041,803
Loans and advances	199,789,207	399,578,414	1,997,892,070	4,195,573,347	1,185,425,857	7,978,258,895
Fixed assets including assets taken on lease	-	-	-	13,150,000	155,272,452	168,422,452
Other assets	20,693,178	2,278,775	13,538,787	236,258,044	300,000	273,068,784
Non-financial institution assets	-	-	-	-	145,974,226	145,974,226
<b>Total Assets</b>	<b>272,758,962</b>	<b>1,240,127,522</b>	<b>2,419,731,374</b>	<b>4,444,981,391</b>	<b>1,486,972,534</b>	<b>9,864,571,784</b>
<b>Liabilities</b>						
Borrowings from Bangladesh Bank, other banks, financial institutions and agents	150,000,000	220,506,202	381,669,576	1,310,364,246	-	2,062,540,024
Deposits and other accounts	-	511,824,425	1,669,028,634	2,870,351,667	351,846,728	5,403,051,454
Provision and other liabilities	121,460,101	29,679,500	225,690,717	56,894,725	455,938,639	889,663,682
<b>Total Liabilities</b>	<b>271,460,101</b>	<b>762,010,127</b>	<b>2,276,388,927</b>	<b>4,237,610,638</b>	<b>807,785,367</b>	<b>8,355,255,159</b>
<b>Net Liquidity Excess/(Shortage)</b>	<b>1,298,861</b>	<b>478,117,395</b>	<b>143,342,448</b>	<b>207,370,754</b>	<b>679,187,167</b>	<b>1,509,316,624</b>

for First Finance Limited

SD/-

**M.A. Matin**  
Managing Director & CEO

SD/-

**Rajia Khanam**  
Director

SD/-

**A.Q.M Faruk Ahmed Chowdhury**  
Chairman

Signed in terms of our report of even date annexed First Finance Limited

SD/-

**Nurul Faruk Hasan & Co.**  
Chartered Accountants

Dated, Dhaka  
19 March 2015

## **First Finance Limited**

### **Notes to the Financial Statements**

For the year ended 31 December 2014

#### **1 The Company and Its Activities:**

First Finance Limited (“the Company”) was incorporated in Bangladesh as a private limited company on 28 June 1993 in the name of First Lease International Limited and was subsequently converted into a public limited company on 18 July 1996. The Company obtained license from Bangladesh Bank on 05 October 1999 under the Financial Institutions Act 1993. The Company is listed with both Dhaka and Chittagong Stock Exchanges of Bangladesh. The name of the company was renamed to First Lease Finance and Investment Limited on 22 February 2009, thereafter again the name of the company was renamed to First Finance Limited on 29 June 2014.

The registered office of the Company is situated at Jahangir Tower (3rd Floor), 10 Kawran Bazar, Dhaka 1215. At present the company operates its business operation through six (6) branches each at Corporate Branch (Kawran Bazar), Gulshan Branch, Agrabad Branch, Sylhet Branch, Board Bazar Branch and Wari Branch.

##### **1.01 Objective of the Company:**

The Company provides lease finance for capital machinery, equipment, vehicle, etc both for industrial and commercial purposes. It also provides other loans like term finance, house finance, etc.

#### **2 Summary of Significant Accounting Policies and basis of preparation of the Financial Statements:**

##### **2.01 Statement of compliance**

The financial statements of the Financial Institution are prepared in accordance with Bangladesh Financial Reporting Standards (BFRSs) and the requirements of the Financial Institutions Act 1993, the rules and regulations issued by Bangladesh Bank, the Companies Act 1994. In case any requirement of the Financial Institutions Act 1993, and provisions and circulars issued by Bangladesh Bank differ with those of BFRS, the requirements of the financial Institutions Act 1993, and provisions and circulars issued by Bangladesh Bank shall prevail. Material departures from the requirements of BFRS are as follows:

##### **i) Investment in shares and securities**

BFRS: As per requirements of BAS 39 investment in shares and securities generally falls either under “at fair value through profit and loss account” or under “available for sale” where any change in the fair value (as measured in accordance with BFRS 13) at the year end is taken to profit and loss account or revaluation reserve respectively.

Bangladesh Bank: As per FID circular 08 dated 03 August 2002 investments in quoted shares and unquoted shares are revalued at the year end at market price and as per book value of last audited balance sheet respectively. Provision should be made for any loss arising from diminution in value of investment; otherwise investments are recognized at cost.

##### **ii) Provision on loans and advances/investments**

BFRS: As per BAS 39 an entity should start the impairment assessment by considering whether objective evidence of impairment exists for financial assets that are individually significant. For financial assets that are not individually significant, the assessment can be performed on an individual or collective (portfolio) basis.

Bangladesh Bank: As per FID circular No. 8 dated 03 August 2002, FID circular No.3 dated 03 May 2006 and DFIM circular No. 03, dated 29 April 2013 a general provision at 0.25% to 5% under different categories of unclassified loans (good/standard loans) has to be maintained regardless of objective evidence of impairment. Also provision for doubtful loans and bad losses has to be provided at, 20%, 50% and 100% respectively (Note-2.5) for loans and advances depending on the duration of overdue.

##### **iii) Recognition of interest in suspense**

BFRS: Loans and advances to customers are generally classified as ‘loans and receivables’ as per BAS 39 and interest income is recognized through effective interest rate method over the term of the loan. Once a loan is impaired, interest income is recognized in profit & loss account on the same basis based on revised carrying amount.

Bangladesh Bank: As per FID circular No.8 dated 03 August 2002, once a loan is classified, interest on such loans are not allowed to be recognized as income, rather the corresponding amount needs to be credited to an interest suspense account, which is presented as liability in the balance sheet.

**iv) Other comprehensive income**

BFRS: As per BAS 1 Other Comprehensive Income (OCI) is a component of financial statements or the elements of OCI are to be included in a single Other Comprehensive Income statement.

Bangladesh Bank: Bangladesh Bank has issued templates for financial statements which will strictly be followed by all Financial Institutions. The templates of financial statements issued by Bangladesh Bank do not include Other Comprehensive Income nor are the elements of Other Comprehensive Income allowed to be included in a single Other Comprehensive Income (OCI) Statement. As such the Financial Institution does not prepare the other comprehensive income statement. However, elements of OCI, if any, are shown in the statements of changes in equity.

**v) Financial instruments-presentation and disclosure**

In several cases Bangladesh Bank guidelines categories, recognize, measure and present financial instruments differently from those prescribed in BAS 39. As such full disclosure and presentation requirements of BFRS 7 and BAS 32 cannot be made in financial statements.

**vi) Cash and cash equivalents**

BFRS: Cash and cash equivalent items should be reported as cash item as per BAS 7.

Bangladesh Bank: Cash and cash equivalent item such as prize bond is not shown as cash and cash equivalent. Prize bond is shown in investments.

**vii) Cash flow statement**

BFRS: The Cash flow statement can be prepared using either the direct method or the indirect method. The presentation is selected to present these cash flows in a manner that is most appropriate for the business or industry. The method selected is applied consistently.

Bangladesh Bank: As per DFIM Circular 11 dated 23 December 2009, cash flow is the mixture of direct and indirect methods.

**viii) Balance with Bangladesh Bank: (Cash Reserve Requirement)**

BFRS: Balance with Bangladesh Bank should be treated as other asset as it is not available for use in day to day operations as per BAS 7.

Bangladesh Bank: Balance with Bangladesh Bank is treated as cash and cash equivalents.

**2.2 Basis of preparation of the financial statements**

The financial statements and notes thereon have been prepared in accordance with Bangladesh Bank DFIM circular no. 11 dated 23 December 2009 on a going concern concept under historical cost convention and basically on accrual basis of accounting except for Interest income on balances with other banks and financial institutions in accordance with generally accepted accounting principles and after due compliance with International Accounting Standards/International Financial Reporting Standards so far adopted in Bangladesh as Bangladesh Accounting Standards/ Bangladesh Financial Reporting Standards by the Institute of Chartered Accountants of Bangladesh, the Financial Institution Act 1993, the Companies Act 1994 and other applicable laws and regulations.

**2.3 Revenue recognition:**

**2.3.1 Accounting for leases**

As per International Accounting Standard No. 17 "Leases" as adopted by the Institute of Chartered Accountants of Bangladesh effective from 01 January 2004 prescribed and practiced for leasing business, outstanding capital outlays invested in fixed assets leased to customers under finance leases have been reflected in the Statement of Financial Position as lease investment and rental on that investments receivable beyond Statement of Financial Position date up to the lease period have been shown as unearned lease rental with corresponding debit in lease investment.

**2.3.2 Accounting for term loan**

This consists of short-term finance, long-term finance and house finance, books of account where for are maintained based on accrual method of accounting. Outstanding loans along with interest accrued thereon

for short-term finance and unrealized principal for long-term finance and house finance are accounted for as finance assets of the Company. Interest earns from such loan is recognized as operational revenue periodically.

### 2.3.3 Interest on bank deposit

Interest income on balances with other banks and financial institutions are recorded at the time when proceeds are received from a particular bank.

### 2.3.4 Other operational income

Other operational income is recognized as and when accrued. Such income comprises of service charge, transfer fee, income during construction period (IDCP), delinquent charge and miscellaneous receipts.

### 2.3.5 Accounting for investment in marketable securities

These securities are bought and held primarily for the purpose of selling in future or hold for dividend income. These are reported at cost. Unrealized gains are not recognized in the Statement of Comprehensive Income. But provision for diminution in value of investment is provided in the financial statements which market price is below the cost price of investment as per Bangladesh Bank guideline (note-14.3).

## 2.4 Property, plant and equipment

### Own financed-assets

Property, plant and equipment (fixed assets) acquired under own finance of the Company are stated at cost less accumulated depreciation. The cost of an item of fixed assets comprising its purchase price and any directly attributable costs associated with bringing the asset to its working condition for its intended use as per BAS - 16 "property, plant and equipment."

Subsequent expenditure on property, plant and equipment

Subsequent expenditure is capitalized only when it increases the future economic benefits from the assets. All other expenditures are recognized as an expense as and when they are incurred.

### Depreciation on fixed assets

Fixed assets are reflected in the financial statements at cost less depreciation. Depreciation on fixed assets under the Company's own use is charged consistently on reducing balance method at various rates throughout the estimated useful lives of the assets.

The rates of depreciation on various classes of fixed assets are as under:

SL.	Category of fixed assets	Rate
1	Land and building	Nil
2	Motor vehicles	20%
3	Furniture and fixtures	10%
4	Office equipment	15%

### 2.5 Provision for bad and doubtful debts/investment

Provisions for leased assets has been made on the basis of Bangladesh Bank FID circular nos. 14, 08 and 01, dated 26 June 2000, 03 August 2002, FID Circular No.11 of 2005, FID Circular No. 03 of 2006, 03 January 2007 and DFIM circular No. 03, dated 29 April 2013 issued by Bangladesh Bank. The provision made up to the Statement of Financial Position date is considered adequate in the opinion of management to meet any probable losses.

The provision rates are given below:

Sl.	General Provision on:	Rate
1	Unclassified (SME)	0.25%
2	Unclassified (Term Loan)	1%
3	Special Mentioned Account (SMA)	5%
4	Sub Standard	20%
5	Doubtful	50%
6	Bad/loss	100%



## 2.6 Income tax

### Current tax

- a) Provision for corporate income tax is made in the accounts after considering taxable allowances, disallowances and previous assessed loss (if any) as per income tax laws. The rate of corporate income tax applicable for the Company is 42.50%. However, any short/ excess provision, if any, is accounted for the year of finalization of assessment.
- b) Total required provision for taxation up to 2014 has been calculated at BDT 25.54 crore and there against an amount of BDT 22.56 crore has been provided for in the accounts. Full provision was not made due to court cases pending with Appellate Division of Supreme Court for resolution (note-42.2).

### Deferred tax

Deferred tax liabilities are the amount of income tax payable in future periods in respect of taxable temporary differences. Deferred tax assets are the amount of income taxes recoverable in future periods in respect of deductible temporary differences. Deferred tax assets and liabilities are recognized for the future tax consequences of timing differences arising between the carrying values of assets, liabilities, income and expenditure and their respective tax bases. Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantially enacted at the Statement of Financial Position date. The impact on the account of changes in the deferred tax assets and liabilities has also been recognized in the Statement of Comprehensive Income as per BAS-12 "Income Taxes".

## 2.7 Non-financial institution assets

This represents assets acquired by the company as per judgment of Honorable court against loan/lease.

## 2.8 Employee benefit obligation

The Company has a recognized provident fund scheme for its employees. The fund consists of contributions both from employees and the employer at a predetermined rate. The fund is approved as a recognized Provident Fund by NBR within the meaning of section 2(52), and read with the provision of part –B of the first schedule of Income Tax Ordinance 1984. The recognition took effect from 31 August 2008. The fund is administered by a Board of Trustees and invested separately from the Company's assets.

The Company also operates a Group Insurance Policy for its permanent employees. The estimates and associated assumptions are based on past experience and other factors that are believed to be reasonable under the circumstances. Actual results may differ from these estimates. However, the estimates and underlying assumptions are reviewed on an ongoing basis and the revision is recognized in the period in which the estimates are revised.

## 2.9 Liabilities and provisions

All material liabilities and provisions have been included in these financial statements when the Company has a present obligation, legal or constructive result of a past event and it is probable that an outflow of economic benefits will be required to settle that obligation and a reliable estimate can be made thereof.

## 2.10 Interest on bank loan

Interest on bank loan is accounted for on an accrual basis and charged to Statement of Comprehensive Income under the head "financial expenses" at the implicit rate of interest.

## 2.11 Statement of Cash Flows

Cash Flow Statement is prepared in accordance with BAS – 7 (direct method) "Statement of Cash Flows" and format provided by the Bangladesh Bank vide DFIM Circular No-11 dated 23 December 2009 as applicable for preparation of Statement of Cash Flows.

## 2.12 Consolidation procedure

A separate set of records for consolidation of the Statement of Affairs and Statements of Income and Expenditure of the branches are maintained at Head Office of the Company at Dhaka from which these accounts are drawn up.

## 2.13 Statement of liquidity

The liquidity statement has been prepared in accordance with the remaining maturity grouping of the value of assets and liabilities at 31 December 2013.

## 2.14 Consistency

In accordance with the Bangladesh Financial Reporting Standards framework for the presentation of financial statements together with BAS- 1 “presentation of financial statements” and BAS - 8 “accounting policies, changes in accounting estimates and errors,” the Company” applies the accounting principles and disclosure consistently from one period to the next.

## 2.15 Risk management

The Company has taken initiative to bring down business risk at an acceptable level by implementing the risk management guidelines covering the following risk areas

### 2.15.1 Asset/Liability management

The Company has formed an Asset-Liability Committee (ALCO) for monitoring Statement of Financial Position risk and liquidity risk of the Company. The Statement of Financial Position risk is defined as potential change in earnings due to change in rate of interest, foreign exchange rates which are not of trading nature. ALCO reviews the liquidity requirement, the maturity of assets and liabilities, deposit and lending pricing strategy and the liquidity contingency plan on a regular basis.

### 2.15.2 Credit risk management

Credit risk is one of the major risks of the Company that may be simply defined as the potential that a borrower or counter party will fail to meet its obligation in accordance with the agreed terms and conditions. To assess and mitigate the credit risk, the management has implemented Credit Risk Management (CRM) manual. Accordingly Company’s credit risk management activities have been designed to identify measure, monitor and control all these issues in line with basic principles of credit management. All the instructions of Bangladesh Bank relating to credit are strictly followed while sanctioning a credit. Loans/leases are classified as per Bangladesh Bank guidelines and provisions are maintained as per those guidelines.

### 2.15.3 Prevention of money laundering

Money laundering risk is defined as the loss of reputation and expenses incurred as penalty for being negligent in prevention of money laundering. In order to manage the risk of money laundering, the Company has set up an effective Anti-Money Laundering Program in line with Anti-Money Laundering Act and Bangladesh Bank guidelines. The Company employed a Chief Compliance Officer at Head Office and Compliance Officers at branches who independently review the transactions of the accounts to verify suspicious transactions. The Company developed manuals for prevention of money laundering and introduced Know Your Customer (KYC) program and Transaction Profile (TP) of customers at branch level and all other regulations are being complied meticulously. Continuous training is being imparted to all categories of Officers and Executives to enhance expertise for identifying suspicious activities and transactions.

## 2.16 Head Office and Branches

The Company’s Head Office and Corporate Branch is located at Jahangir Tower (3rd Floor), 10 Kawran Bazaar, Dhaka 1215. The branches are located at:

### i. Corporate Branch :

Jahangir Tower (3rd Floor), 10 Kawran Bazaar, Dhaka 1215.

### ii. Agrabad Branch :

S. S. Tower (2nd Floor) 423/440, Sheikh Mujib Road, Chittagong

### iii. Gulshan Branch :

Gulshan Bhaban, Plot No. 355 (4th Floor) A.K. Khandaker Sarak, Mohakhali, Dhaka 1212.

### iv. Sylhet Branch :

Lovely complex (3rd Floor), East Dorga Gate, Sylhet.

### v. Board Bazar Branch

Member Complex (3rdFloor), BoardBazar, Gazipur-1704.

### vi. Wari Branch

Bakul Tola Complex (2nd Floor), 6 No. Folder Street, Wari, Dhaka-1203.

### 2.17 Components of financial statements

These financial statements consist of Statement of Financial Position, Statement of Comprehensive Income, Statement of Cash Flows, and Statement of Changes in Equity and notes thereto.

### 2.18 Auditors' working hours

The external auditors, Nurul Faruk Hasan & Co, Chartered Accountants, of the Company worked more than 900 hours covering more than 80% of the Company's risk weighted assets at the reporting date.

### 2.19 Regulatory and legal compliance

The Company complied with the requirements of applicable laws and regulations.

## 3 Cash

	As at 31 December	
	2014 Taka	2013 Taka
<b>Cash in hand</b>		
In local currency	560,304	302,411
In foreign currency	-	-
	<b>560,304</b>	<b>302,411</b>
<b>Balance with Bangladesh Bank and its agent bank(s)</b>		
In local currency	51,716,273	56,442,702
In foreign currency	-	-
	<b>51,716,273</b>	<b>56,442,702</b>
	<b>52,276,577</b>	<b>56,745,113</b>

### 3.1 Statutory deposits

#### 3.1.1 Cash reserve requirement/ ratio (CRR) and statutory liquidity ratio (SLR)

Cash reserve requirement and statutory liquidity ratio have been calculated and maintained in accordance with section 19 of the Financial Institutions Act 1993, rule 5 of the Financial Institutions Rules 1994 and FID circular no. 6 dated 06 November 2003.

#### (a) Cash reserve requirement/ratio (CRR)

Required reserve (2.5% of term and other deposits)	43,084,809	45,119,811
Actual reserve maintained	51,716,273	56,442,702
<b>Surplus</b>	<b>8,631,464</b>	<b>11,322,891</b>

#### (b) Statutory liquid reserve (SLR)

Required reserve (5% of total liabilities)	125,110,284	115,486,728
Actual reserve maintained	1,249,805,625	715,492,380
Cash in hand	560,304	302,411
Balance with Bangladesh Bank and its agent bank(s)	51,716,273	56,442,702
Balance with other banks and financial institutions	1,197,529,048	658,747,267
<b>Surplus</b>	<b>1,124,695,341</b>	<b>600,005,652</b>
<b>Total required reserve</b>	<b>168,195,093</b>	<b>160,606,539</b>
<b>Total actual reserve maintained</b>	<b>1,301,521,897</b>	<b>771,935,082</b>
<b>Total surplus</b>	<b>1,133,326,804</b>	<b>611,328,543</b>

## 4 Balance with other banks and financial institutions

In Bangladesh (note 4.1)	1,197,529,048	658,747,267
Outside Bangladesh (note 4.2)	-	-
	<b>1,197,529,048</b>	<b>658,747,267</b>

		As at 31 December	
		2014	2013
		<u>Taka</u>	<u>Taka</u>
<b>4.1</b>	<b>In Bangladesh</b>	-	
	<b>Current accounts with:</b>		
	IFIC Bank Ltd, Agrabad Branch, Chittagong	114,981	116,131
	Sonali Bank Ltd, Sonargoan Hotel Branch, Dhaka	47,310	47,310
	The City Bank Ltd, Foreign Exchange Branch, Dhaka	42,749	43,559
	Janata Bank Ltd, Local Office, Dhaka	13,196	14,345
	Bangladesh Commerce Bank Ltd, Principal Branch, Dhaka	4,400	6,125
	Shajalal Islami Bank Ltd, Foreign Exchange Branch, Dhaka	-	23,109
	United Commercial Bank Ltd, Kawran Bazar Branch, Dhaka	1,692	2,842
	National Bank Ltd, Kawran Bazar Branch, Dhaka	865,805	1,517,321
	Mercantile Bank Ltd, Main Branch, Dhaka	-	1,072
	Al-Arafah Islami Bank Ltd, Progati Sarani Branch, Dhaka	45,553	48,823
	Prime Bank Ltd, Ring Road Branch, Dhaka	11,370	1
	Bangladesh Development Bank Ltd, Principal Branch, Dhaka	8,332	8,792
	Pubali Bank Ltd, Sonargaon Hotel Branch, Dhaka	-	-
	Bangladesh Development Bank Ltd, Principal Branch, Dhaka	-	3,081,668
	Jamuna Bank Ltd, Motijheel Branch, Dhaka	5	5
	South Bangla Agricultural Bank Ltd. Principal Branch, Dhaka	46,885	48,155
	Premier Bank Ltd., Kakrail Branch, Dhaka	7,700	8,850
	Standard Bank Ltd., Imamgonj Branch, Dhaka	5,545	10,000
	Pubali Bank Ltd, Banani Branch, Dhaka	2,525	4,135
	One Bank Ltd., Kawran Bazar Branch, Dhaka	230,000	81,075
	Social Islami Bank Ltd., Mouchak Branch, Dhaka	68,732	10,025
	Midland Bank Ltd., Principal Branch	4,509	7,927
	The Farmers Bank Ltd. ,Gulshan Branch	1,611,277	-
	National Bank Ltd, Rokeya Sarani Branch, Dhaka	10,000	-
	BASIC Bank Ltd.,Bashundhara Branch	8,353	-
	<b>Sub-total</b>	<b>3,150,919</b>	<b>5,081,270</b>

	As at 31 December	
	2014	2013
	Taka	Taka
<b>Short-term deposit accounts with:</b>		
Bank Asia Ltd, Corpt. Branch, Dhaka	10,296,083	15,583,903
United Commercial Bank Ltd, Kawran Bazar Branch, Dhaka	2,333,941	5,386,374
IFIC Bank Ltd, Dhanmandi Branch, Dhaka	1,046,869	1,744,781
United Commercial Bank Ltd, Kawran Bazar Branch Dividend	769,260	742,948
IFIC Bank Ltd, Dhanmandi Branch IPO	2,099,561	10,052,137
Shajalal Islami Bank Ltd, Kawran Bazar Branch, Dhaka	739,261	332,059
Social Islami Bank Ltd, Principal Branch, Dhaka	319,934	311,839
Mercantile Bank Ltd, Elephant Road Branch, Dhaka	201,840	4,574,224
Mutual Trust Bank Ltd, Principal Branch, Dhaka	55,548	35,580
ICB Islami Bank Ltd, Kawran Bazar Branch, Dhaka	11,820	13,890
The Trust Bank Ltd, Dhanmandi Branch, Dhaka	-	4
Bank Asia Ltd, Mohakhali Branch, Dhaka	1,033,451	3,801,096
Bangladesh Commerce Bank Ltd, Bangshal Branch, Dhaka	24,857	170,985
Southeast Bank Ltd, Dhanmondi Branch, Dhaka	27	1,142
IFIC Bank Ltd, Sheikh Mujib Road Branch, Chittagong	16,174,038	9,432,590
Bank Asia Ltd, Sylhet Main Branch, Sylhet	5,221,591	3,484,501
IFIC Bank Ltd, Gulshan Branch, Dhaka	8,539,737	21,177,275
IFIC Bank Ltd, Kawranbazar Branch, Dhaka	6,390,880	16,932,448
Uttara Bank Ltd, Local Office, Dhaka	2,592,291	61,767
NRB Commercial Bank Ltd, Principal Branch, Dhaka	6,036	6,623
One Bank Ltd, Kawranbazar Branch, Dhaka	2,347,252	255,938
Mutual Trust Bank Ltd, Principal Branch, Dhaka (Right Share)	325,258	41,034,994
Shajalal Islami Bank Ltd, For.x Branch, Dhaka	21,840	-
Mutual Trust Bank, Pricipal Branch (Fraction)	29,726	-
Premier Bank Ltd. B.Bazar Branch	20,836,047	-
Brac Bank Ltd, Asadgate Branch	2,658,657	-
National Bank Asadgate Branch	8,094	-
Eastern Bank Ltd., Sonargoan Road Branch	2,017,197	-
IFIC Bank Motijheel Branch	8,122,118	-
IFIC Bank Board Bazar Branch	154,915	-
<b>Sub-total</b>	<b>94,378,129</b>	<b>135,137,097</b>
<b>Fixed deposit accounts with:</b>		
Mercantile Bank Ltd, Elephant Road Branch, Dhaka	-	6,405,827
Social Islami Bank Ltd, Principal Branch, Dhaka	-	5,396,386
The Trust Bank Ltd, Dhanmandi Branch, Dhaka	-	3,989,288
IFIC Bank Ltd, Dhanmandi Branch, Dhaka	-	1,916,217
Peoples Leasing & Financial Services Ltd.	200,000,000	200,000,000
Reliance Finance Ltd.	850,000,000	150,000,000
FAS Finance Ltd.	-	100,000,000
Bangladesh Industrial Finance Co. Ltd.	50,000,000	50,821,181
<b>Sub-total</b>	<b>1,100,000,000</b>	<b>518,528,900</b>
<b>Grand Total</b>	<b>1,197,529,048</b>	<b>658,747,267</b>
<b>4.2 Outside Bangladesh</b>	-	-
<b>4.3 Maturity grouping of balances with other banks and financial institutions</b>		
On demand	97,529,048	140,218,367
Upto 3 months	-	-
Over 3 months but upto 1 year	1,100,000,000	518,528,900
	<b>1,197,529,048</b>	<b>658,747,267</b>

As at 31 December

	2014	2013
	<u>Taka</u>	<u>Taka</u>
<b>5 Money at call and on short notice</b>	-	-
<b>6 Investments</b>		
<b>6.1 Government securities</b>		
Treasury bills	-	-
Bangladesh government treasury bonds	-	-
T & T treasury bonds	-	-
Prize bonds	-	-
Debentures-Bangladesh House Building Finance Corporation	-	-
	-	-
<b>6.2 Other investments (note 6.2.1)</b>	49,041,803	67,796,666
	<b>49,041,803</b>	<b>67,796,666</b>

**6.2.1 Other investments - in shares and debentures**
**Shares**

Name of company	No. of shares	Cost Value / Taka	Cost price/Taka	
			31 Dec 2014	31 Dec 2013
AB Bank Ltd	84,262	59.09	4,979,158	9,056,250
Shahjalal Bank Ltd	57,116	20.31	1,159,907	1,325,218
Social Islami Bank Ltd	35,375	14.09	498,271	721,981
Trust Bank Ltd	19,219	23.09	443,767	443,758
Eastern Bank Ltd	7,000	33.26	232,841	665,200
Jamuna Bank Ltd	29,537	14.13	417,504	436,068
One Bank Ltd	21,725	14.45	313,830	329,628
National Bank Ltd	100,540	15.78	1,586,853	2,028,000
NCC Bank Ltd	51,975	13.63	708,419	894,285
Bayleasing	106950	81.25	8,689,969	15,810,000
Union Capital	28,374	34.60	981,798	1,925,597
Islamic Finance	97,954	22.22	2,176,661	2,960,020
Fareast Finance	-	-	-	434,520
Karnaphuli Insurance	14,765	23.96	353,769	290,718
Pragati Insurance	65,185	101.20	6,596,722	6,898,441
Delta Life Insurance	3,000	149.79	449,370	-
Padma Islami Life	6,000	47.36	284,136	-
Unique Hotel	6,200	70.27	435,658	600,780
Makson Spin	-	-	-	212,100
Far East Knitting	7,000	31.40	219,800	-
Beacon Pharama	-	-	-	370,920
Keya Cos	30,000	26.37	791,100	421,350
BD Welding Electronics	-	-	-	578,450
BSRM Steel Limited	8,000	92.16	737,309	-
Khan Brothers Industries Ltd.	-27,000	38.38	1,036,260	-
Appollo Ishpat	30,500	24.42	744,939	1,090,200
Apex Footwear Ltd.	900	482.37	434,131	-
RAK Ceramic	23,189	58.57	1,358,181	2,524,940
Powergreed of Bangladesh	46,250	62.26	2,879,563	3,756,533
Desco	48,219	69.47	3,349,725	3,971,625
Summit Power	26,565	40.74	1,082,378	1,233,771
Summit Purbachol PCL	10,000	58.10	580,960	-
Agni System	-	-	-	254,000
BD Lamps	-	-	-	127,611
BD Submarine Cable	5,000	120.27	601,374	-
Beximco Ltd	108,631	39.58	4,299,569	8,103,220
IAMCLSBL 1st MF	-	-	-	331,485
Peninsula Chittagong	20,000	30.89	617,880	-
			<b>49,041,803</b>	<b>67,796,666</b>

As at 31 December 2014

**6.3 Valuation of investments**

**Government securities:**

	Cost Price Taka	Realisable Value Taka
Treasury bills	-	-
Government bonds	-	-
T & T bonds & Prize Bonds	-	-
Debentures - House Building Finance Corporation	-	-

**Others: Shares (quoted)**

	Cost Price Taka	Realisable Value Taka
AB Bank Ltd	4,979,158	2,519,434
Shahjalal Bank Ltd	1,159,907	656,834
Social Islami Bank Ltd	498,271	481,100
Trust Bank Ltd	443,767	374,771
Eastern Bank Ltd	232,841	190,400
Jamuna Bank Ltd	417,504	363,305
One Bank Ltd	313,830	343,255
National Bank Ltd	1,586,853	1,515,376
NCC Bank Ltd	708,419	582,120
Bayleasing	8,689,969	3,590,569
Union Capital	981,798	601,529
Islamic Finance	2,176,661	1,792,558
Far East Knitting	219,800	190,400
Karnaphuli Insurance	353,769	256,911
Pragati Insurance	6,596,722	2,692,141
Unique Hotel	435,658	408,580
Apex Footwear Ltd.	434,131	399,150
Delta Life	449,370	449,700
Keya Cos	791,100	699,000
BD Submarine Cable	601,374	583,500
Appollo Ishpat	744,939	606,950
RAK Ceramic	1,358,181	1,338,005
Powergreed	2,879,563	1,868,500
Desco	3,349,725	3,351,221
Summit Power	1,082,378	1,017,440
BSRM Steel Ltd.	737,309	701,600
Padma Life	284,136	237,000
Beximco Ltd	4,299,569	4,353,101
Summit Purbachal	580,960	499,000
Peninsula Chittagong	617,880	534,000
Khan Brothers Ltd.	1,036,260	926,100
	<u>49,041,802</u>	<u>34,123,548</u>

Total market value of quoted shares is less than cost price against which provision was made for Taka 149,45,741 (note 14.3).

		As at 31 December	
		2014	2013
		Taka	Taka
<b>7</b>	<b>Leases, Loans and Advances</b>	-	-
	<b>In Bangladesh</b>		
	Lease finance	2,217,238,639	2,200,268,847
	Term finance	5,748,481,684	3,878,198,778
	Home loan refinance scheme	12,538,572	17,507,287
		<u>7,978,258,895</u>	<u>6,095,974,912</u>
	<b>Outside Bangladesh</b>	-	-
		<u>7,978,258,895</u>	<u>6,095,974,912</u>
<b>7.1</b>	<b>Maturity grouping of loans and lease advances</b>		
	Repayable		
	- on demand	199,789,207	159,587,024
	- over 1 month but not more than 3 months	399,578,414	319,174,048
	- over 3 months but not more than 1 year	1,997,892,070	1,117,109,168
	- over 1 year but not more than 5 years	4,195,573,347	3,140,283,634
	- over 5 years	1,185,425,857	1,359,821,038
		<u>7,978,258,895</u>	<u>6,095,974,912</u>
<b>7.2</b>	<b>Significant concentration of leases, loans and advances</b>		
	Advance to allied concerns of Directors	-	3,351,910
	Advance to the Chief Executive	-	-
	Advances to other senior executives	-	-
		<u>-</u>	<u>3,351,910</u>
<b>7.3</b>	<b>Sector-wise distribution</b>		
	Agriculture sector	64,584,690	49,347,440
	Readymade garments	189,985,000	145,162,473
	Jute and jute related goods	27,650,000	21,126,628
	Plastic industry	4,468,870	3,414,544
	Leather and leather goods	85,305,030	65,179,299
	Service sector (hotel, hospital and clinic)	2,633,265,860	2,012,008,238
	Textile industry	211,088,080	161,286,774
	Food and allied	219,982,030	168,082,404
	Chemical and pharmaceuticals	845,319,090	649,324,109
	Cement	4,500,000	-
	Electronics	1,216,000	929,113
	Steel	570,296,450	435,748,313
	Paper	51,327,000	39,217,592
	Real estate	1,067,379,820	815,556,463
	Telecommunication and IT industry	85,458,950	65,296,905
	Glass and ceramic industry	8,378,200	6,401,559
	Shipping and ship building industry	49,738,000	38,003,480
	Transport and communication	1,084,570,000	828,691,021
	Power, gas, water and sanitary	78,839,550	60,239,198
	Others	694,906,275	530,959,358
	<b>Total</b>	<u>7,978,258,895</u>	<u>6,095,974,912</u>
<b>7.4</b>	<b>Advances to customers for more than 10% of total capital of the company</b>		
	Number of clients to whom loans and advance were sanctioned for more than 10% of total capital of the Company during the year:		
	Number of clients	4	5
	Amount of outstanding advances	1,303,308,000	1,317,581,073
	Amount of classified advances	-	-
	Amount of recovery/rescheduling thereon	-	-



		As at 31 December	
		2014	2013
		Taka	Taka
<b>7.5</b>	<b>Geographical location-wise leases, loans and advances</b>		
	<b>In Bangladesh:</b>		
	Dhaka division	5,729,799,542	4,281,111,743
	Chittagong division	2,035,796,537	1,557,822,271
	Rajshahi division	-	90,434,766
	Sylhet division	212,662,816	166,606,131
	Khulna division	-	-
		<b>7,978,258,895</b>	<b>6,095,974,912</b>
	<b>Outside Bangladesh</b>	-	-
		<b>7,978,258,895</b>	<b>6,095,974,912</b>
<b>7.6</b>	<b>Particulars of leases, loans and advances</b>		
(i)	Financing considered good in respect of which the Company is fully secured;	7,353,983,895	5,918,433,912
(ii)	Financing considered good against which the Company holds no security other than the debtors' personal security;	624,275,000	177,541,000
(iii)	Financing considered good secured by the personal undertaking of one or more parties in addition to the personal security of the debtors;	-	-
(iv)	"Financing adversely classified but provision not maintained there against;"	-	-
(v)	"Financing due by directors or employees of the Company or any of them either separately or jointly with any other persons;"	-	-
(vi)	Financing due from companies or firms in which the directors of the Company are interested as directors, partners or managing agents or, in case of private companies, as members;	-	-
(vii)	Maximum total amount of advances, including temporary advances made any time during the year to directors or employees of the Company or any of them either separately or jointly with any other persons;	-	-
(viii)	Maximum total amount of advances, including temporary advances approved during the year to companies or firms in which the directors of the Company are interested as directors, partners or managing agents or, in case of private companies, as members;	-	-
(ix)	Amount due from banking companies and other financial institutions	-	-
(x)	Amount of classified leases, loans and advances on which interest has not been credited to income	1,585,728,000	752,539,000
(a)	Increase/decrease in provision (specific)		
	Amount of loans written off	-	-
	Amount realized against loans previously written off	-	-
(b)	Provision kept against loans classified as bad /loss on the date of statement of financial position	45,410,640	61,075,000
(c)	Interest charged to interest suspense account	255,230,351	124,194,056
(xi)	Written off leases, loans and advances	-	-
	During the year	-	-
	Cumulative to-date	-	-
	Amount realized against loans previously written off	-	-
	Total amount of written off leases, loans and advances for which lawsuits filed	-	-

		As at 31 December	
		2014	2013
		Taka	Taka
<b>7.7</b>	<b>Classification of leases, loans and advances</b>		
	<b>Unclassified</b>		
	Standard	5,768,257,000	5,034,698,000
	Special mention account	624,275,000	177,541,000
		<b>6,392,532,000</b>	<b>5,212,239,000</b>
	<b>Classified</b>		
	Substandard	197,351,000	61,179,000
	Doubtful	640,625,000	158,222,000
	Bad/Loss	747,752,000	533,138,000
		<b>1,585,728,000</b>	<b>752,539,000</b>
		<b>7,978,260,000</b>	<b>5,964,778,000</b>
<b>7.8</b>	<b>Particulars of required provision for leases, loans and advances</b>		
	<b>Status of classification</b>	<b>Base for provision</b>	
	Unclassified (general provision)		
	Standard	5,768,257,000	50,318,806
	Special mention account	529,970,000	26,498,500
		<b>76,817,306</b>	<b>54,269,178</b>
	<b>Classified (specific provision)</b>		
	Sub-standard	84,508,000	16,901,600
	Doubtful	92,548,000	46,274,000
	Bad/Loss	45,410,640	45,410,640
		<b>108,586,240</b>	<b>74,063,800</b>
	Required provision for loans and advances	185,403,546	128,332,978
	Total provision maintained (notes 14.1.1 and 14.1.2)	185,456,546	160,651,000
	<b>Excess provision</b>	<b>53,000</b>	<b>32,318,022</b>
<b>8</b>	<b>Bills purchased and discounted</b>	-	-
<b>9</b>	<b>Fixed assets including premises, furniture and fixtures</b>		
	<b>Cost</b>		
	Furniture and fixtures	71,879,676	50,225,765
	Equipment	101,985,646	46,082,894
	Software in progress	13,150,000	7,550,000
	Motor vehicles	36,074,877	34,454,317
		<b>223,090,199</b>	<b>138,312,976</b>
	Less: Accumulated depreciation	54,667,747	42,827,556
	<b>Net book value at the end of the year</b>	<b>168,422,452</b>	<b>95,485,420</b>
	Details are shown in <b>Annex-A</b>		
<b>10</b>	<b>Other assets</b>		
	<b>Income generating</b>		
	Investment in shares of subsidiary companies:		
	In Bangladesh	-	-
	Outside Bangladesh	-	-
		-	-
	<b>Non-income generating</b>		
	Membership of Dhaka Stock Exchange Ltd	-	-
	Advance rent	13,538,787	4,342,986
	Interest accrued on investment, commission and brokerage receivable on shares and debentures and other income receivable including principal due	-	-
	Security deposit	300,000	300,000
	Others (note 10.1)	259,229,997	198,070,352
		<b>273,068,784</b>	<b>202,713,338</b>

		As at 31 December	
		2014	2013
		<u>Taka</u>	<u>Taka</u>
<b>10.1</b>	<b>Others</b>		
	Advance against office decoration	-	4,575,000
	Corporate income tax	225,564,047	172,343,789
	Receivable from BLI Securities Ltd	184,207	255,816
	Advance against expenses	22,787,745	10,522,417
	Advance to Board Bazar Branch	-	9,883,330
	Advance against Motor Cycle (Advance against salary)	2,009,126	490,000
	Receivable Others	8,684,871	-
		<u>259,229,997</u>	<u>198,070,352</u>
<b>10.2</b>	<b>Classification</b>		
	Classification of other assets is as follows:		
	Standard	258,923,997	198,070,352
	Bad/Loss	306,000	-
		<u>259,229,997</u>	<u>198,070,352</u>
<b>11</b>	<b>Non-financial institution assets</b>	<u>145,974,226</u>	<u>41,449,901</u>
	This represents assets acquired by the company as per judgment of Honorable court against loan/lease. The above assets are non-earning assets. Year-wise breakdown is shown as follows:		
	<u>Year</u>	<u>Amount in Taka</u>	
	2011	34,429,972	
	2014	111,544,254	
		<u>145,974,226</u>	
<b>12</b>	<b>Borrowings from other banks, financial institutions and agents</b>		
	In Bangladesh (note 12.1)	2,062,540,025	1,526,508,336
	Outside Bangladesh	-	-
		<u>2,062,540,025</u>	<u>1,526,508,336</u>
<b>12.1</b>	<b>In Bangladesh</b>		
	Mutual Trust Bank Ltd	410,294,424	344,882,658
	Social Investment Bank Ltd	231,038,208	-
	Uttara Bank Ltd	278,538,780	221,517,670
	Mercantile Bank Ltd	-	92,082,463
	Bangladesh Bank refinance	209,170,975	158,469,710
	United Commercial Bank Ltd	-	79,307,200
	Bank Asia Ltd	-	1,120,759
	Basic Bank Ltd	100,144,444	-
	Shahjalal Islami Bank Ltd.	38,375,000	154,861,886
	Bangladesh Commerce Bank Ltd.	-	47,633,540
	Bangladesh Development Bank Ltd.	56,527	-
	Prime Bank Ltd.	-	29,888,875
	Southeast Bank Ltd.	98,384,013	18,994,713
	National Bank Ltd.	-	66,027,418
	NRB Commercial Bank Ltd	-	86,913,386
	Standard Bank Ltd.	98,646,452	44,672,391
	Midland Bank Ltd.	-	44,709,500
	Al-Arafah Islami Bank Ltd	227,385,000	-
	Bank Asia Ltd (over draft)	(109,615)	2,795,371
	Mercantile Bank Ltd (over draft)	39,164,385	51,032,340
	Mutual Trust Bank Ltd (over draft)	168,320,974	71,188,261
	Midland Bank Ltd.(Over draft)	45,403	-
	Uttara Bank Ltd (over draft)	13,085,045	10,410,195
	NRB Commercial Bank (Over Draft)	10	-
	BDBL Call Money Loan	100,000,000	-
	Pubali Bank Ltd. Call Money Loan	50,000,000	-
		<u>2,062,540,025</u>	<u>1,526,508,336</u>

		As at 31 December	
		2014	2013
		Taka	Taka
<b>12.2</b>	<b>Analysis by security</b>		
	Secured	2,062,540,025	1,526,508,336
	Unsecured	-	-
		<b>2,062,540,025</b>	<b>1,526,508,336</b>
<b>12.3</b>	<b>Repayment pattern</b>		
	Repayable		
	- on demand	150,000,000	-
	- within one month	220,506,202	182,220,601
	- more than one month but less than six months	127,223,192	425,140,240
	- more than six months but less than one year	254,446,384	258,745,014
	- more than one year but less than five years	1,310,364,247	660,402,481
	- more than five years but less than ten years	-	-
	- more than ten years	-	-
		<b>2,062,540,025</b>	<b>1,526,508,336</b>
<b>13</b>	<b>Deposit and other accounts</b>		
	Term deposit	5,400,489,455	3,643,047,604
	Fixed deposit	-	-
	Short term deposit	-	-
	Staff security deposit	-	-
	Deposit pension scheme	-	-
	Monthly savings schemes	2,562,000	402,000
		<b>5,403,051,455</b>	<b>3,643,449,604</b>
<b>13.1</b>	<b>Maturity analysis of deposits</b>		
	From banks, financial institutions and other Institutions :		
	Repayable		
	- on demand	-	-
	- within one month	-	-
	- more than one month but less than six months	501,125,000	-
	- more than six months but less than one year	1,577,871,884	1,093,408,877
	- more than one year but less than five years	2,243,019,797	1,805,423,791
	- more than five years but less than ten years	18,705,000	502,000
	- unclaimed deposits for ten years or more	-	-
		<b>4,340,721,681</b>	<b>2,899,334,668</b>
	Other than banks, financial institutions and other Institutions :		
	Repayable		
	- on demand	-	-
	- within one month	-	-
	- more than one month but less than six months	10,699,425	261,538
	- more than six months but less than one year	91,156,750	158,676,294
	- more than one year but less than five years	627,331,872	562,048,929
	- more than five years but less than ten years	333,141,728	23,128,175
	- unclaimed deposits for ten years or more	-	-
		<b>1,062,329,774</b>	<b>744,114,936</b>
		<b>5,403,051,455</b>	<b>3,643,449,604</b>
<b>14</b>	<b>Other liabilities</b>		
	Provision for leases, loans and advances (note 14.1)	185,456,546	160,651,000
	Interest suspense account (note 14.2)	255,230,351	124,194,056
	Provision for Investment (note 14.3)	14,945,741	36,621,302
	Provision for corporate income tax (note 14.4)	225,564,000	177,500,000
	Provision for other assets	306,000	-
	Deferred tax liability (note 14.5)	1,953,988	1,569,910
	Lease deposit	56,894,725	67,587,869
	Unclaimed dividend	594,530	594,530
	Share money deposits	126,717	273,303
	Interest payable	27,130,982	6,884,745
	Sundry creditors	121,460,101	37,040,913
		<b>889,663,681</b>	<b>612,917,628</b>

	As at 31 December	
	2014 Taka	2013 Taka
<b>14.1 Provision for leases, loans and advances</b>		
<b>14.1.1 Provision for unclassified leases, loans and advances</b>		
Opening balance	31,407,220	31,407,220
Add: Provision for the year	45,463,086	-
Less: Transferred to provision for other assets during the year	-	-
General provision for the year	-	-
<b>Closing balance</b>	<b>76,870,306</b>	<b>31,407,220</b>
<b>14.1.2 Provision against classified leases, loans and advances</b>		
Opening balance	129,243,780	55,988,780
Less: Interest amount fully waived during the year	-	-
Add: Recovery of advances previously written off	-	-
Add: Specific provision for the year	(20,657,540)	73,255,000
<b>Closing balance</b>	<b>108,586,240</b>	<b>129,243,780</b>
	<b>185,456,546</b>	<b>160,651,000</b>
<b>14.2 Interest suspense account</b>		
Opening balance	124,194,056	87,500,000
Addition during the year	131,036,295	36,694,056
Recovered during the year	-	-
<b>Closing balance</b>	<b>255,230,351</b>	<b>124,194,056</b>
<b>14.3 Provision for Investment</b>		
Opening balance	36,621,302	30,104,000
Add : Total addition during the year	1,125,000	6,517,302
Transferred from provision for unclassified leases, loans and advances during the year	-	-
Addition during the year	1,125,000	6,517,302
Less: Adjustment during the year	22,800,561	-
<b>Closing balance</b>	<b>14,945,741</b>	<b>36,621,302</b>
<b>14.4 Provision for corporate income tax</b>		
Opening balance	177,500,000	137,500,000
Add: Provision made during the year for Current tax	48,064,000	40,000,000
	<b>225,564,000</b>	<b>177,500,000</b>
Less: Settlement during the year	-	-
<b>Closing balance</b>	<b>225,564,000</b>	<b>177,500,000</b>
<b>14.5 Deferred tax liability</b>		
Opening balance	1,569,910	1,855,663
Add : Addition during the year	-	-
Less: Adjustment during the year	384,078	(285,753)
<b>Closing balance</b>	<b>1,953,988</b>	<b>1,569,910</b>
<b>14.5.1 Deferred tax</b>		
WDV as per Accounts	155,272,452	87,935,420
WDV as per Tax	150,674,834	84,241,514
<b>Difference</b>	<b>(4,597,618)</b>	<b>(3,693,906)</b>
<b>Tax Rate</b>	<b>42.50%</b>	<b>42.50%</b>
<b>Deferred Tax Asset / (Liability)</b>	<b>(1,953,988)</b>	<b>(1,569,910)</b>

As at 31 December  
 2014                      2013  
 Taka                      Taka

## 15 Share Capital

### 15.1 Authorized capital

500,000,000 shares of Taka 10 each 5,000,000,000      5,000,000,000

### 15.2 Issued, subscribed and paid-up capital

10,000,000 ordinary shares of Taka 10 each issued for cash	100,000,000	100,000,000
1,000,000 bonus shares of Taka 10 each issued for 2003	10,000,000	10,000,000
1,100,000 bonus shares of Taka 10 each issued for 2004	11,000,000	11,000,000
2,420,000 bonus shares of Taka 10 each issued for 2005	24,200,000	24,200,000
2,904,000 bonus shares of Taka 10 each issued for 2006	29,040,000	29,040,000
3,484,800 bonus shares of Taka 10 each for 2007	34,848,000	34,848,000
2,090,880 bonus shares of Taka 10 each issued for 2008	20,908,800	20,908,800
17,249,760 bonus shares of Taka 10 each issued for 2009	172,497,600	172,497,600
10,062,360 bonus shares of Taka 10 each issued for 2010	100,623,600	100,623,600
10,062,360 bonus shares of Taka 10 each issued for 2011	100,623,600	100,623,600
15,093,540 bonus shares of Taka 10 each issued for 2012	150,935,400	150,935,400
25,155,900 Right shares of Taka 10 each issued for 2013	251,559,000	251,559,000
1,00,62,360 bonus shares of Taka 10 each issued for 2013	100,623,600	-
	<u>1,106,859,600</u>	<u>1,006,236,000</u>

### 15.3 Percentage of shareholding

Category	As at 31 December			
	2014		2013	
	No. of shares	%	No. of shares	%
Sponsors	43,478,842	39.28%	41,053,820	40.80%
General public including NRB	40,699,385	36.77%	35,501,495	35.28%
Financial institutions	26,507,733	23.95%	24,068,285	23.92%
Investment companies	-	-	-	0.00%
Foreigners	-	-	-	0.00%
	<b>110,685,960</b>	<b>100%</b>	<b>100,623,600</b>	<b>100%</b>

### 15.4 Classification of shareholders by holding

Holding	As at 31 December			
	No. of shareholders		Total holding percentage (%)	
	2014	2013	2014	2013
Less than 5000	10,032	10,348	8.97	10.15
5001 to 50,000	1,711	1,397	20.59	19.31
50,001 to 100000	83	79	4.93	5.59
100001 to 200000	41	31	5.01	4.29
200001 to 300000	5	4	1.00	0.98
300001 to 400000	1	3	0.31	1.07
400001 to 500000	1	5	0.38	2.25
500001 to 1000000	3	4	1.89	3.35
Over 1,000,001	18	16	56.92	53.02
	<b>11,895</b>	<b>11,887</b>	<b>100</b>	<b>100</b>

### 15.5 Names of Directors and their shareholdings as on 31 December 2014

Name of Director	Status	As at 31 December	
		2014	2013
Mr. A.Q.M Faruk Ahmed Chowdhury	Chairman	3,067,240	2,788,400
Mr. A.Q.M Faisal Ahmed Chowdhury	Vice Chairman	3,067,680	2,788,800
Mrs. Raja Khanam	Vice Chairman	4,036,560	3,669,600
Mr. Mojibur Rahman Chowdhury	Director	156,464	142,240
Raqas Trade International Ltd (Represented by Mrs Habiba Ahmed)	Institutional Director	5,518,854	Appointed as Institutional Director since 18.10.2014 in the Composition of the Board of the company
Alphabet Associates Ltd (Represented by Mrs Sadia Akter)	Institutional Director	5,400,560	4,909,600
Engr. Md. Abul Ahsan	Director	5,280	4,800
Opachor Trade International Ltd. (Represented by Mr. Rafayel Bin Mahamud Bhuiyan)	Director	7,925,258	7,204,780
Opachor Trade International Ltd. (Represented by Mr. Mainuddin Ahmed)	Institutional Director	5,403,684	Appointed as Institutional Director since 24.07.2014 in the Composition of the Board of the company.
Mr. Md. Mustafijur Rahman	Independent Director	153,340	139,400
Mr. Almohit Safat Hossain	Independent Director	-	-

As at 31 December  
 2014                      2013  
 Taka                      Taka

### 15.6 Capital adequacy Ratio:

Capital adequacy ratio has been calculated as per circular issued by Bangladesh Bank.

<b>Tier-1 (Core Capital)</b>	<b>1,509,316,624</b>	<b>1,436,037,050</b>
Paid-up Capital	1,106,859,600	1,006,236,000
Statutory Reserve	331,061,235	316,405,320
General Reserve	-	-
Retained Surplus	71,395,789	113,395,730
<b>Tier-2 (Supplementary Capital):</b>	<b>76,870,306</b>	<b>31,407,220</b>
General provision maintained against unclassified loans	76,870,306	31,407,220
Other Reserves	-	-
<b>Total Capital Held (Tier 1 + Tier 2)</b>	<b>1,586,186,930</b>	<b>1,467,444,270</b>
<b>Total Risk Weighted Assets (Note 15.6.1)</b>	<b>8,975,271,062</b>	<b>7,299,883,165</b>
<b>Required capital</b>	<b>1,000,000,000</b>	<b>1,000,000,000</b>
(10% of risk-weighted assets or Tk. 100.00 Crore whichever is higher)		
<b>Total Capital Held</b>	<b>1,586,186,930</b>	<b>1,467,444,270</b>
Capital adequacy ratio	17.67	20.10
Core capital	16.82	19.67
Supplementary capital	0.86	0.43

Minimum Capital Adequacy Ratio requirement as per Bangladesh Bank Guideline is 10% on RWA.

Gross Risk-Weighted Assets (RWA) of 2014 in the various categories of risk weights are detailed below

### 15.6.1 Total Risk Weighted Assets

#### (a) Risk Weights for Credit Risk

Risk Weights (both B/S & Off-B/S)	As at 31 December 2014	
	"Principal Amount"	Risk Weighted Asset
0%	52,300,000	-
20%	97,500,000	19,500,000
50%	3,965,500,000	1,982,750,000
75%	981,800,000	736,350,000
100%	1,458,000,000	1,458,000,000
125%	2,704,700,000	3,380,875,000
150%	604,800,000	907,200,000
<b>Total</b>	<b>9,864,600,000</b>	<b>8,484,675,000</b>

(b) Risk Weights for Market Risk **34,096,062**

(c) Risk Weights for Operational Risk **456,500,000**

**Total Risk Weighted Assets (a+b+c) 8,975,271,062**

	As at 31 December	
	2014	2013
	Taka	Taka
<b>16 Statutory reserve</b>		
Opening balance	316,405,320	289,770,915
Addition during the year	14,655,915	26,634,405
<b>Closing balance</b>	<b><u>331,061,235</u></b>	<b><u>316,405,320</u></b>
This was created in terms of clause 6 of Financial Institution Regulation 1994, as 20% of net profit after tax.		
<b>17 General reserve</b>	-	-
<b>18 Retained earnings</b>		
Balance on 01 January 2014	113,395,730	157,793,509
Add: Addition during the year	73,279,574	133,172,026
Less: Transfer to statutory reserve	(14,655,915)	(26,634,405)
Less: Issue of bonus shares	(100,623,600)	(150,935,400)
<b>Balance at 31 December 2014</b>	<b><u>71,395,789</u></b>	<b><u>113,395,730</u></b>
<b>19 Contingent liabilities and commitments</b>		
<b>19.1 Letters of guarantee</b>		
Money for which the Company is contingently liable in respect of guarantee given favoring:		
Directors	-	-
Government	-	-
Banks and other financial institutions	-	-
Letter of credit	-	-
<b>19.2 Commitments</b>		
i Documentary credit and short term business transactions	-	-
ii Forward assets purchased and forward deposits placed	-	-
iii Existing facilities, loan facilities and other commitments not accounted for :		
Less than one year	-	-
More than one year	-	-
iv Spot and forward foreign exchange contracts	-	-
v Other exchange contracts	-	-



		As at 31 December	
		2014	2013
		<u>Taka</u>	<u>Taka</u>
<b>20</b>	<b>Profit and Loss Statement</b>		
	<b>Income</b>		
	Interest, discount and similar income	980,308,013	724,835,347
	Dividend income	605,568	254,056
	Fees, commission and brokerage	-	-
	Gains less losses arising from dealing securities	-	-
	Gains less losses arising from investment securities	2,334,087	3,168,903
	Gains less losses arising from dealings in foreign currencies	-	-
	Income from non-company's assets	-	-
	Other operating income	213,861,636	226,955,096
	Profit less losses on interest rate changes	-	-
		<b><u>1,197,109,305</u></b>	<b><u>955,213,402</u></b>
	<b>Expenses</b>		
	Interest, fees and commission	846,614,286	562,765,217
	Losses on loans and advances	-	-
	Administrative expenses	110,222,635	89,847,936
	Other operating expenses	55,343,721	33,501,599
	Depreciation on banking assets	36,964,465	19,608,978
		<b><u>1,049,145,107</u></b>	<b><u>705,723,730</u></b>
		<b><u>147,964,198</u></b>	<b><u>249,489,672</u></b>
<b>21</b>	<b>Interest Income</b>		
	Interest on loans and advances:		
	Lease finance	235,453,140	265,546,013
	Term finance	639,886,611	442,178,403
	Home loan/Margin loan	952,442	1,149,746
		<b><u>876,292,193</u></b>	<b><u>708,874,162</u></b>
	Interest on:		
	Accounts with foreign banks	-	-
	Balances with other banks and financial institutions	104,015,820	15,961,185
		<b><u>980,308,013</u></b>	<b><u>724,835,347</u></b>
<b>22</b>	<b>Interest Paid on Deposits, Borrowings, etc</b>		
	Interest on deposits:		
	Fixed deposits	616,881,972	335,954,541
	Sanchaya plus	-	-
	Savings deposits	4,234	-
	Short-term deposits	-	-
	Other deposits	-	-
		<b><u>616,886,206</u></b>	<b><u>335,954,541</u></b>
	<b>Interest on borrowings:</b>		
	Local banks including Bangladesh Bank	229,728,080	226,810,676
	Foreign banks	-	-
		<b><u>846,614,286</u></b>	<b><u>562,765,217</u></b>
<b>23</b>	<b>Investment Income</b>		
	Dividend on shares	605,568	254,056
	Gain on Sale of Marketable Securities	2,334,087	3,168,903
		<b><u>2,939,655</u></b>	<b><u>3,422,959</u></b>

		As at 31 December	
		2014	2013
		Taka	Taka
<b>24</b>	<b>Commission, Exchange and Brokerage</b>		
	Commission on trading security	-	-
	Exchange gains less losses arising from dealings in foreign currencies	-	-
		<u>-</u>	<u>-</u>
<b>25</b>	<b>Other Income</b>		
	Interest during construction period (Note-25.1)	89,973,630	78,095,161
	Delinquent charge (Note-25.1)	84,623,426	120,153,956
	Service charge	18,970,301	12,657,616
	Transfer fee (Note-25.1)	12,971,560	10,732,650
	Income on Sale of Non Banking Assets	208,902	6,137,829
	Gain on sale of vehicle	1,262,039	-
	Other income	5,851,778	2,346,787
		<u><b>213,861,636</b></u>	<u><b>230,123,999</b></u>
25.1	Other income includes a total sum of Tk. 43,912,469 accrued against some parties in default for non-payment of loans and charges against which money suits were filed with by the company. Such interest and charges were accounted for under Interest During Construction Period of BDT 31,474,818, Delinquent Charges of BDT 7,942,651 and Transfer Fees of BDT 4,495,000 as income.		
<b>26</b>	<b>Salaries and Allowances</b>		
	Salary and allowance	57,799,970	40,516,181
	Provident fund contribution	2,497,980	994,909
	Casual staff salary	-	19,800
		<u><b>60,297,950</b></u>	<u><b>41,530,890</b></u>
<b>27</b>	<b>Rent, Taxes, Insurance, Lighting, etc</b>		
	Rent, rates and taxes	10,992,200	8,707,850
	Utilities	3,145,906	1,750,611
	Insurance	741,467	50,643
		<u><b>14,879,573</b></u>	<u><b>10,509,104</b></u>
<b>28</b>	<b>Legal Expenses</b>		
	Legal expenses	4,583,225	7,839,324
	Consultancy fees	-	-
		<u><b>4,583,225</b></u>	<u><b>7,839,324</b></u>
<b>29</b>	<b>Postage, Stamps, Telecommunication, etc</b>		
	Phone, fax and internet	2,357,032	2,486,407
	Court fees and stamps	5,562,803	4,513,851
	Postage and courier	309,804	259,485
		<u><b>8,229,639</b></u>	<u><b>7,259,743</b></u>
<b>30</b>	<b>Stationery, Printing, Advertisements, etc</b>		
	Advertisement	8,627,786	5,014,190
	Stationery and printing	10,434,462	13,729,685
		<u><b>19,062,248</b></u>	<u><b>18,743,875</b></u>
<b>31</b>	<b>Chief Executive Officer's Salary and Fees</b>		
	Basic salary	1,080,000	1,440,000
	Allowances	735,000	960,000
	Bonus	-	200,000
		<u><b>1,815,000</b></u>	<u><b>2,600,000</b></u>

		As at 31 December	
		2014	2013
		Taka	Taka
<b>32</b>	<b>Directors' Fees</b>		
	Directors fees @ Taka 5,000 per Director, per meeting	1,220,000	1,235,000
		<b>1,220,000</b>	<b>1,235,000</b>
	Directors' fees for attending each board meeting during the year was Taka 5,000 for each board member as per Bangladesh Bank DFIM circular no. 3, dated 24 February 2010. No other fees/remuneration were paid to the Directors for any special services rendered.		
<b>33</b>	<b>Auditors' Fees</b>	<b>135,000</b>	<b>130,000</b>
<b>34</b>	<b>Depreciation and Repairs of Company's Assets</b>		
	<b>Repairs</b>		
	Furniture and fixtures and equipment	10,203,274	2,583,382
	Vehicles	4,271,159	1,717,192
	Software development	2,200,000	1,000,000
		<b>16,674,433</b>	<b>5,300,574</b>
	<b>Depreciation</b>		
	Motor vehicles	3,844,437	4,532,655
	Office equipment	10,789,892	5,453,082
	Furniture and fixtures	5,655,703	4,322,667
		<b>20,290,032</b>	<b>14,308,404</b>
		<b>36,964,465</b>	<b>19,608,978</b>
<b>35</b>	<b>Other Expenses</b>		
	Share issue expenses	1,399,114	9,121,359
	AGM expenses, etc	840,697	325,908
	Business development expenses	30,920,840	11,319,863
	Vehicle expenses	1,534,154	2,093,073
	Entertainment	1,779,052	1,829,240
	Meeting expenses	735,000	715,000
	Bank charges and excise duty	1,930,975	805,154
	Travelling expenses	2,513,953	2,667,378
	Office maintenance	745,791	228,160
	Books and periodicals	48,713	26,054
	Miscellaneous expenses	11,885,432	4,370,410
	Corporate Social responsibility (CSR)	1,010,000	-
		<b>55,343,721</b>	<b>33,501,599</b>
<b>36</b>	<b>Earnings per Share</b>		
	Earnings Attributable to the Ordinary Shareholders (Net profit after tax)	73,279,574	133,172,026
	Number of ordinary shares outstanding during the year	110,685,960	100,623,600
	<b>Earnings per share</b>	<b>0.66</b>	<b>1.32</b>
	36.1 No diluted earnings per share is required to be calculated for the year as there was no dilution during the year.		
<b>37</b>	<b>Net Operating Cash flow per Share</b>		
	37.1 Operating profit before changes in operating assets and liabilities	(55,894,203)	227,368,437
	Number of ordinary shares outstanding during the year	110,685,960	100,623,600
	Net Operating profit before changes in operating assets and liabilities	<b>(0.50)</b>	<b>2.26</b>
	37.2 Cash used in operating activities	81,034,531	425,884,088
	Number of ordinary shares outstanding during the year	110,685,960	100,623,600
	<b>Net Cash used in operating activities</b>	<b>0.73</b>	<b>4.23</b>

As at 31 December  
 2014                      2013  
Taka                      Taka

**38 Net Asset Value per share**

Net Assets	1,509,316,624	1,436,037,050
Number of ordinary shares outstanding	110,685,960	100,623,600
Net Asset Value per share	<u>13.64</u>	<u>14.27</u>

**39 Related Party Transactions**

During the year, the Company carried out a number of transactions with related parties in the normal course of business and on an arm's length basis. The name of related parties, nature of these transactions and their total value have been set out below:

Name of related parties	Relationship transactions"	"Value of 31 Dec 2014"	"Receivable at 31 Dec 2013"	"Receivable at 31 Dec 2013"
Theotonious Biplop Roy	Independent Director	4,500,000	-	3,351,910
		<u>4,500,000</u>	<u>-</u>	<u>3,351,910</u>

**40 Board Meeting**

During the year under reporting, twenty one (21) board meetings were held.

**41 Audit Committee**

Name of committee member	Status with the Company	Status with Committee	Educational Qualification
Mr. Almohit Safat Hossain	Independent Director	Chairman	M.Com (Mgt.) & MBA
Mr. Mustafijur Rahman	Independent Director	Member	M.Com & MBA
Ms. Sadia Akter	Institutional Director	Member	BBA

During the year 2014 the audit committee has performed the following activities:

- review of the company's draft financial statements for the year ended 31 December 2014 for their presentation to the board for approval;
- recommendation on the appointment of external auditors for the year ending 31 December 2014 and their remuneration;
- review of quarterly financial statements for their presentation to the board for approval;
- review of internal auditor report as issued by the internal auditors for its presentation to board meeting;
- review of internal audit plan for the year 2014; and
- review of Bangladesh Bank Inspection Report along with company's reply for its presentation to the board meeting for approval and onward submission to Bangladesh Bank.

Eleven (11) meetings of audit committee were held during the year 2014 where CEO and CFO were invited to participate.

**42 Others**

For the Year Ended 31st December

2014                      2013  
Taka                      Taka

**42.1 Contracts and disbursements**

Contracted/Sanction (million)	4,083	3,171
Execution/Disbursement (million)	3,500	2,431

**42.2 Claims against the Company not acknowledged as debt**

There was no claim at the Balance Sheet date, which has not been acknowledged by the Company except for income tax claims amounting to Taka 2.98 crore which is under appeal with Supreme Court (Appellate Division).

**42.3 Credit facility not availed**

There was no such credit facility available to the Company as on 31 December 2014 except trade credit available in the ordinary course of business.

**42.4 Contingent liabilities**

There was no such liabilities for which the Company is contingently liable as on 31 December 2014

**42.5 Payment in foreign currency**

During the year 2014, No amount was paid for import of capital machinery for lease. No payments have been made in foreign currency on account of royalty, technical know-how and professional advisor fees, interest, dividend, etc.

**42.6 Authorization for issue of the financial statements**

“The Board of Directors of the Company has authorized these financial statements for issue on March 19, 2015.”

**42.7 Number of employees**

No amount was receivable or payable to the Directors of the Company during or at the end of the year 2014. During the year, the number of employees received salary Taka 3,000 or above per month was 166.

**42.8 Subsequent event**

The Board of Directors has recommended 5% stock dividend ( 1 Bonus share for every 20 shares held ) on March 19, 2015 for the year 2014.

- 43** Figures in these notes and annexed financial statements have been rounded off to the nearest Taka.
- 44** Previous year's figures have been rearranged wherever considered necessary in order to conform to current year's presentation, without creating any impact on the profit and value of assets and liabilities as reported in the financial statements.
- 45** These notes form an internal part of these financial statements and accordingly are to be read in conjunction therewith.

for First Finance Limited

SD/-

**M.A. Matin**  
Managing Director & CEO

SD/-

**Rajia Khanam**  
Director

SD/-

**A.Q.M Faruk Ahmed Chowdhury**  
Chairman

**First Finance Limited**  
**Schedule of Fixed Assets**

As at 31 December 2014

Annex-A

Particulars	Cost				Depreciation					"Written down value at 31 Dec 2014"
	"At 01 Jan 2014"	Addition during the year	Disposal made during the year	"Total at 31 Dec 2014"	Rate	"At 01 Jan 2014"	Charge for the year	Adjustment made during the year	"At 31 Dec 2014"	
	Taka	Taka	Taka	Taka	Taka	Taka	Taka	Taka	Taka	
Office equipment	46,082,894	58,909,432	3,006,680	101,985,646	15%	15,182,096	12,204,721	1,414,829	25,971,988	76,013,658
Motor vehicles	34,454,317	15,968,946	14,348,386	36,074,877	20%	16,323,695	3,950,237	8,555,641	11,718,291	24,356,586
Furniture	50,225,765	21,653,911	-	71,879,676	10%	11,321,765	5,655,703	-	16,977,468	54,902,208
<b>Sub Total</b>	<b>130,762,976</b>	<b>96,532,289</b>	<b>17,355,066</b>	<b>209,940,199</b>		<b>42,827,556</b>	<b>21,810,661</b>	<b>9,970,470</b>	<b>54,667,747</b>	<b>155,272,452</b>
Software in Progress	7,550,000	5,600,000	-	13,150,000	0%	-	-	-	-	13,150,000
<b>Total at 31 December 2014</b>	<b>138,312,976</b>	<b>102,132,289</b>	<b>17,355,066</b>	<b>223,090,199</b>	-	<b>42,827,556</b>	<b>21,810,661</b>	<b>9,970,470</b>	<b>54,667,747</b>	<b>168,422,452</b>
<b>Total at 31 December 2013</b>	<b>98,246,179</b>	<b>40,066,797</b>	-	<b>138,312,976</b>	-	<b>28,519,152</b>	<b>14,308,404</b>	-	<b>42,827,556</b>	<b>95,485,420</b>

**First Finance Limited**  
**Details of Highlights**  
 As at 31 December 2014

Annex B

Sl #	Particulars	As at 31 December	
		2014	2013
		Taka	Taka
1	Paid-up capital	1,106,859,600	1,006,236,000
2	Total capital /equity	1,509,316,624	1,436,037,050
3	Total assets	9,864,571,785	7,218,912,618
4	Total deposit	5,403,051,455	3,643,449,604
5	Total loan, lease and advance	7,978,258,895	5,030,322,590
6	Total contingent liabilities and commitments	-	-
7	Credit deposit ratio (%)	67.72	238.68
8	Percentage of classification of loan (%)	19.88	12.62
9	Operating profit	147,964,198	252,658,575
10	Profit after tax and provision	73,279,574	133,172,026
11	Amount of classified loan/ lease	1,585,728,000	752,539,000
12	Provision kept against classified loan/ lease	185,456,546	160,651,000
13	Provision surplus/(deficit)	53,000	32,318,000
14	Cost of fund (%)	14.40	15.83
15	Interest earning assets	7,978,258,895	6,095,974,912
16	Non-interest earning assets	1,886,312,890	1,122,937,706
17	Return on investment (ROI) (%)	0.92	2.65
18	Return on assets (ROA) (%)	0.74	1.84
19	Income from Investments	2,939,655	3,422,959
20	Earning per share (EPS)	0.66	1.32
21	Operating profit per share	1.10	2.26
22	Price earning ratio (times)	29.45	25.15

## First Finance Limited

### Statement of Tax Assessment Status

As at 31 December 2014

Accounting Year	Assessment Year	“ Tax Provided “	“ Tax Assessed “	“ (Short) / Excess Provision “	Legal Status
2006	2007-08	-	(23,655,205)	23,655,205	High Court order in favor of company, but assessment U/S 161 is not yet made by the DCT
2007	2008-09	9,292,014	(43,947,477)	53,239,491	High Court order in favor of company, but assessment U/S 161 is not yet made by the DCT
2008	2009-10	30,707,986	10,891,500	19,816,486	High Court order in favor of company, but assessment U/S 161 is not yet made by the DCT
2009	2010-11	43,000,000	19,462,054	23,537,946	High Court order in favor of company, but assessment U/S 161 is not yet made by the DCT
2010	2011-12	20,000,000	30,446,005	(10,446,005)	High Court order in favor of company, but assessment U/S 161 is not yet made by the DCT
2011	2012-13	34,500,000	57,193,726	(22,693,726)	Appeal in High court under process.
2012	2013-14	-	74,237,150	(74,237,150)	1st appeal in favor of the company, but assessment U/S-156 not yet made by the DCT.
2013	2014-15	40,000,000	83,170,784	(43,170,784)	Assessment under process
2014	2015-16	48,064,000	47,565,454	498,546	Assessment under process
<b>Total</b>		<b>225,564,000</b>	<b>255,363,990</b>	<b>(29,799,990)</b>	