

ANNUAL 2016 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	:	9 (Nine)
Number of Shareholders	:	8215
Authorized Capital	:	Tk. 5000.00 million
Paid Up Capital	:	Tk. 1162.20 million
Statutory Reserve	:	Tk. 342.96 million
Number of Customers	:	5227 (Investment) & 2086 (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	:	G. Kibria & Co.
Legal Adviser	:	Ms. Rani Akter, Advocate, Bangladesh Supreme Court
Tax Adviser	:	M.J. Abedin & Co.
E-mail	:	info@first-finance.com.bd
URL (Website)	:	www.first-finance.com.bd

Our Bankers

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

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| NOTICE |

FIRST FINANCE LIMITED

Jahangir Tower (3rd Floor), 10, Kawranbazar C/A, Dhaka-1215
Phone: (880-2) 9145487-9, 8189676-7, Fax: 88 02 9142374, www.first-finance.com.bd

Notice of the 24th Annual General Meeting

Notice is hereby given that the 24th Annual General Meeting of the Shareholders of First Finance Limited will be held on Thursday, June 15, 2017 at 11.30 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 23rd Annual General Meeting of the company held on June 9, 2016;
2. To receive, consider and adopt the Audited Financial Statements of the Company for year ended December 31, 2016 along with the reports of the Director's & Auditor's thereon;
3. To declare dividend for the year 2016 as recommended by the Board of Directors;
4. To elect the Directors of the company.
5. To consider the appointment of Independent Director as per Notification of Bangladesh Securities and Exchange Commission. (No. SEC/CMRRCD/2006-158/134/Admin/44, dated: August 07, 2012)
6. To appoint the External Auditor for the year 2017 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/

(Sarwar Shafiq)

Company Secretary

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

Dated: May 22, 2017

NOTES:

1. The Shareholders whose names will appear in the Depository Register on the 'Record Date' i.e. May 23, 2017 will be entitled to attend the Annual General 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 May 23, 2017.
4. The Shareholders/Proxy are requested to record their entry at the entrance of AGM venue on June 15, 2017 in between 10.30 a.m. to 11.30 a.m.

দৃষ্টি আকর্ষণঃ

বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন এর বিধি নং-এসইসি/সিএমআরআরসিডি/২০০৯-১৯৩/১৫৪ তাং-২৪ অক্টোবর, ২০১৩ মোতাবেক আসন্ন বার্ষিক সাধারণ সভায় কোন প্রকার গিফট / খাবার প্রদানের ব্যবস্থা থাকবে না।

| সাধারণ সভার বিজ্ঞপ্তি |

ফাস্ট ফাইন্যান্স লিমিটেড

জাহাঙ্গীর টাওয়ার (৪র্থ তলা), ১০ কাওরান বাজার বা/এ, ঢাকা-১২১৫
ফোন: (৮৮০-২) ৯১৪৫৪৮৭-৯, ৮১৮৯৬৭৬-৭, ফ্যাক্স: ৮৮ ০২ ৯১৪২৩৭৪, www.first-finance.com.bd

২৪ তম বার্ষিক সাধারণ সভার বিজ্ঞপ্তি

এই মর্মে বিজ্ঞপ্তি দেয়া যাচ্ছে যে, ফাস্ট ফাইন্যান্স লিমিটেড এর শেয়ারহোল্ডারদের ২৪তম বার্ষিক সাধারণ সভায় নিম্নলিখিত আলোচ্যসূচী বিবেচনার জন্য ১৫ই জুন, ২০১৭, বৃহস্পতিবার, বেলা ১১:৩০ টায় ট্রাস্ট মিলনায়তন, ঢাকা ক্যান্টনমেন্ট, ৫৪৫ পুরাতন বিমানবন্দর সড়ক, তেজগাঁও, ঢাকায় অনুষ্ঠিত হবে :

১. ৯ই জুন, ২০১৬ তারিখে অনুষ্ঠিত ২৩তম বার্ষিক সাধারণ সভার কার্যবিবরণী নিশ্চিত করণ;
২. ৩১শে ডিসেম্বর, ২০১৬ সমাপ্ত বছরের নিরীক্ষিত আর্থিক প্রতিবেদন, পরিচালকমন্ডলী এবং নিরীক্ষকের প্রতিবেদন গ্রহন, বিবেচনা ও অনুমোদন;
৩. পরিচালনা পর্ষদ কর্তৃক ২০১৬ সালের জন্য সুপারিশকৃত লভ্যাংশ অনুমোদন;
৪. কোম্পানীর পরিচালকবৃন্দের নির্বাচন।
৫. বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশনের বিজ্ঞপ্তি অনুযায়ী নিরপেক্ষ পরিচালক নিয়োগ বিবেচনা (No. SEC/CMRRCD/2006-158/134/Admin/44, dated: August 07, 2012)
৬. ২০১৭ সালের জন্য নিরীক্ষক নিয়োগ ও তাদের পারিশ্রমিক নির্ধারণ।
৭. চেয়ারম্যান এর অনুমতিক্রমে অন্যান্য বিষয়ে আলোচনা।

পরিচালকমন্ডলীর নির্দেশক্রমে

(সরওয়ার শফিক)

কোম্পানী সচিব

ই-মেইল: share@first-finance.com.bd

তারিখ: ২২ মে, ২০১৭

নোটঃ

১. রেকর্ড ডেট অর্থাৎ ২৩শে মে, ২০১৭ তারিখে যে সকল শেয়ারহোল্ডারগণের নাম ডিপোজিটরি বইতে থাকবে তাঁরাই সাধারণ বার্ষিক সভায় উপস্থিত থাকতে পারবেন।
২. বার্ষিক সাধারণ সভায় অংশগ্রহণ ও ভোট প্রদানের যোগ্য সদস্য/সদস্যা তাঁর স্বপক্ষে সভায় অংশগ্রহণ ও ভোট প্রদানের জন্য প্রক্সি নিয়োগ করতে পারবেন। প্রক্সি ফরম যথাযথভাবে পূরণ করে ৳ ২০.০০(বিশ) টাকার রেভিনিউ স্ট্যাম্প সহযোগে সভার নির্ধারিত সময়ের ৪৮ ঘন্টা পূর্বে কোম্পানীর রেজিষ্টার্ড অফিসে অবশ্যই জমা দিতে হবে।
৩. সম্মানিত শেয়ারহোল্ডারদের তাঁদের ঠিকানা পরিবর্তন সংক্রান্ত তথ্যাদি, যদি থাকে, ২৩শে মে, ২০১৭ তারিখে অফিস চলাকালীন সময়ে কোম্পানী সচিবকে অবহিত করার জন্য অনুরোধ করা হলো।
৪. সম্মানিত শেয়ারহোল্ডার/প্রক্সিগণকে ১৫ই জুন, ২০১৭ তারিখ বার্ষিক সাধারণ সভায় প্রবেশের জন্য সকাল ১০:৩০ টা থেকে সকাল ১১:৩০ টার মধ্যে এন্ট্রি করতে অনুরোধ করা হলো।

দৃষ্টি আকর্ষণঃ

বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন এর বিধি নং-এসইসি/সিএমআরআরসিডি/২০০৯-১৯৩/১৫৪ তাং-২৪ অক্টোবর, ২০১৩ মোতাবেক আসন্ন বার্ষিক সাধারণ সভায় কোন প্রকার গিফট / খাবার প্রদানের ব্যবস্থা থাকবে না।

GLIMPSE OF 23rd AGM



| COMPANY CHRONICLES |

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

| CAPITAL & SHAREHOLDING STRUCTURE |

as at 31st December, 2016

CAPITAL STRUCTURE

Authorized Capital	Tk. 5,000.00 million
Issue, Subscribed & Paid-Up Capital	Tk. 1,162.20 million
Statutory Reserve	Tk. 342.96 million

SHARE HOLDING STRUCTURE

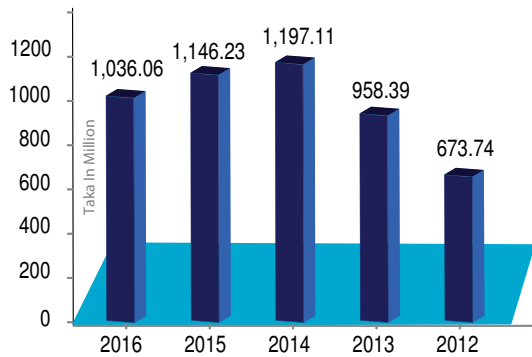
Category of Shareholders	No of Shares	Percentage of total Shares
Director/Sponsor & their related companies	49,283,846	42.41
Institution	20,457,389	17.60
General Public	46,479,023	39.99
Total	116,220,258	100.00

| PERFORMANCE IN THE LAST FIVE YEARS |

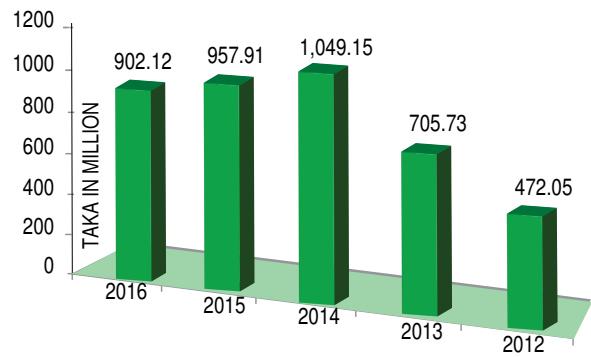
Key operational and financial data of last five years along with the current year have been presented in summarized for as below:

Particular	2016	2015	2014	2013	2012
Operational Income	1,036.06	1,146.23	1,197.11	958.39	673.74
Operational Expenses	902.12	957.91	1,049.15	705.73	472.05
Profit before Tax & Provision	133.94	188.32	147.96	252.66	201.69
Profit after Tax & Provision	50.12	9.37	73.28	133.18	176.74
Total Borrowing	6,976.16	7,745.12	7,465.59	5,169.96	3,399.42
Investment Portfolio	9,150.85	8,890.47	7,986.95	6,095.98	4,250.31
Shareholders' Equity	1,568.81	1,518.69	1,509.32	1,436.04	1,051.31
Earnings Per Share	0.43	0.08	0.66	1.32	2.34
Net Asste Value Per Share	13.50	13.07	13.64	14.27	17.41
Total Assets	10,317.89	10,774.37	9,864.57	7,218.92	4,928.90

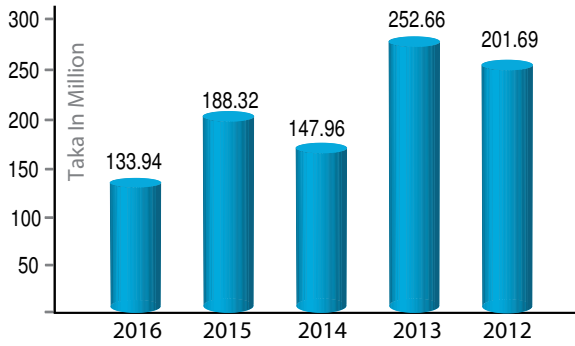
Operational Expenses



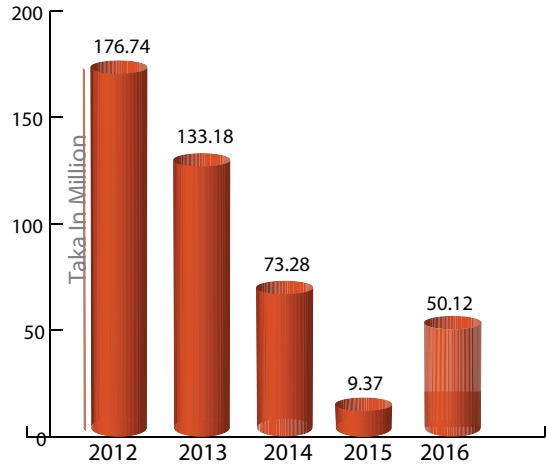
Operational Expenses



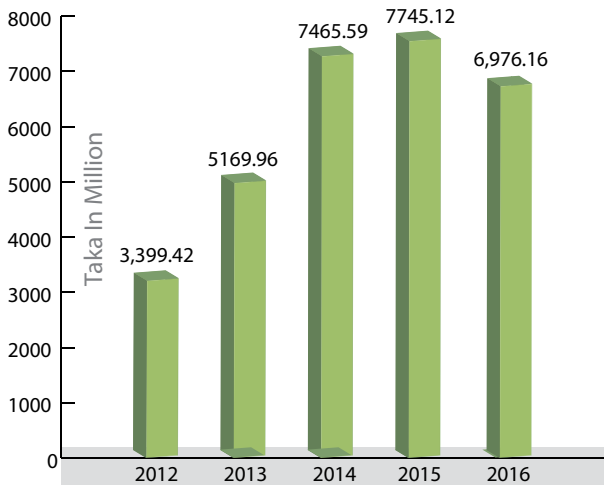
Profit before Tax & Provision



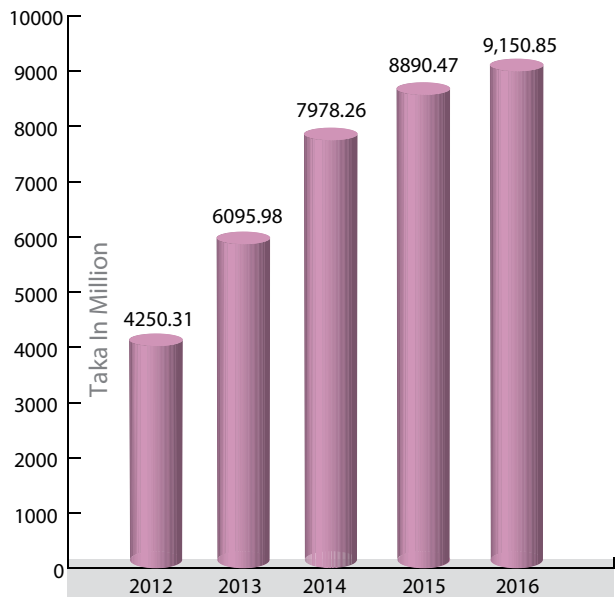
Profit after Tax & Provision



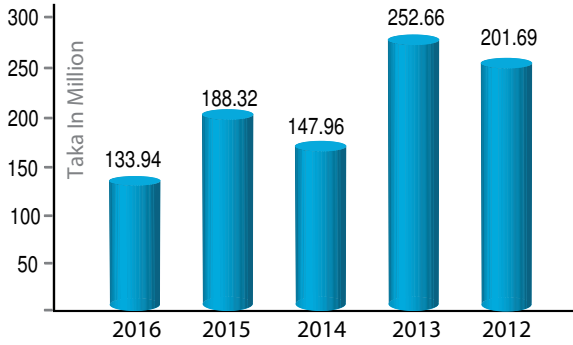
Total Borrowing



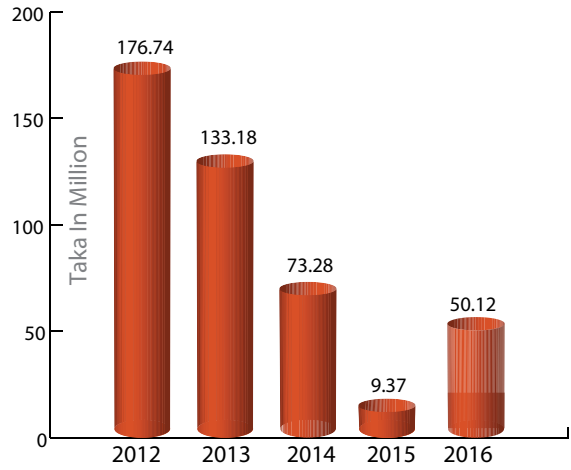
Investment Portfolio



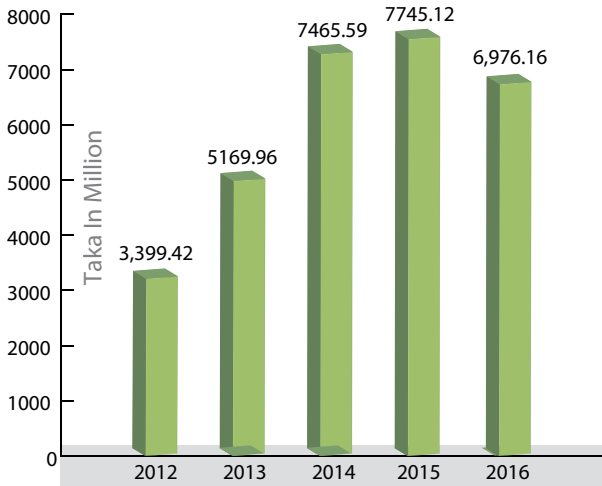
Profit before Tax & Provision



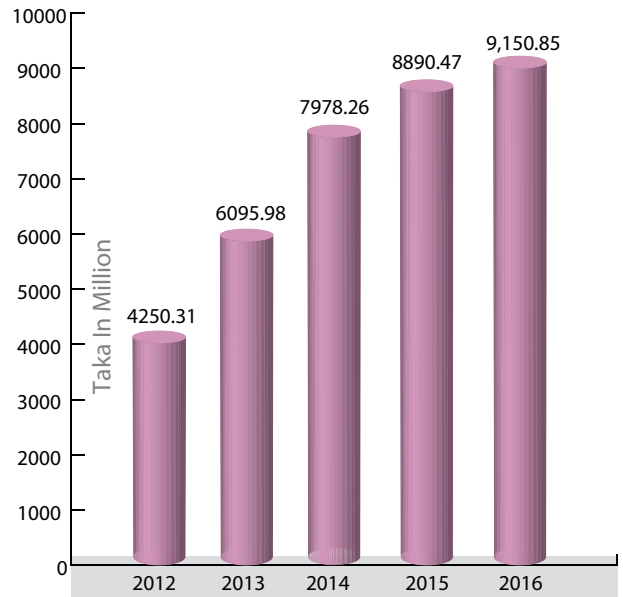
Profit after Tax & Provision



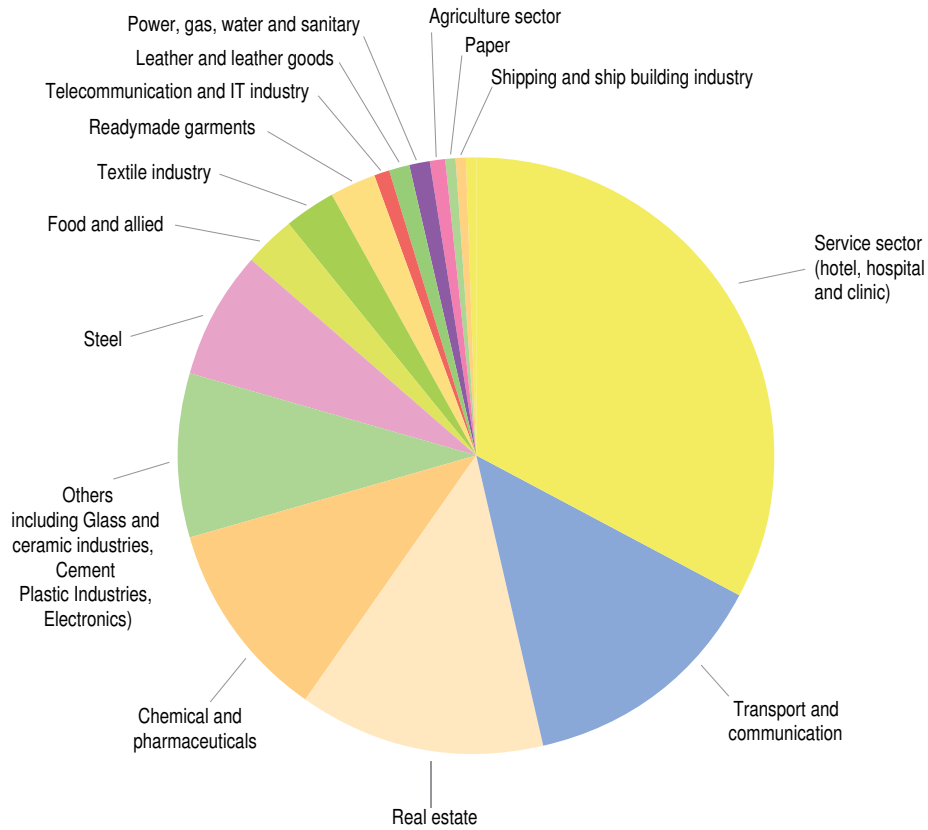
Total Borrowing



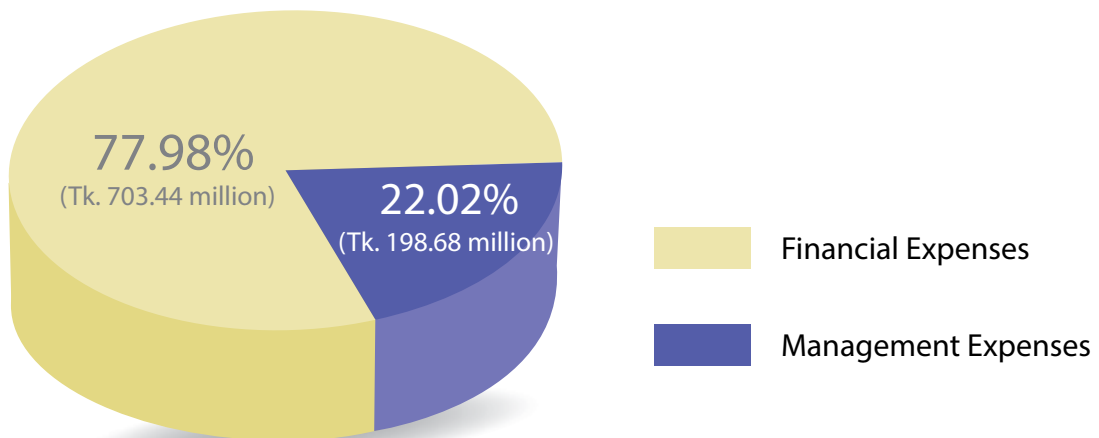
Investment Portfolio



Sector-wise distribution



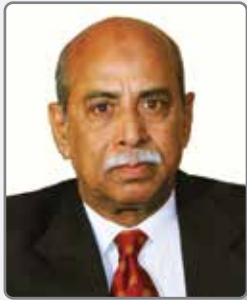
Operating Expenses Scenario



EXISTING BOARD OF DIRECTORS



A.Q.M. Faisal Ahmed Chowdhury
Sponsor Director & Chairman



Mujibur Rahman Chowdhury
Nominated by:
Qasraj Trading Limited



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



Sadia Akter
Nominated by:
Alphabet Associated Ltd.



Ataul Haq
Independent Director



A.K. Nasir Uddin
Independent Director



Ms. Ruma Yasmin
Independent Director



Qazi Souda Afrin
Nominated Director



Golam Ahmed
Nominated Director

| DIRECTOR'S PROFILE |

1. Mr. A.Q.M. Faisal Ahmed Chowdhury, 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 Chairman of the Board of First Finance Limited. Mr. Faisal Ahmed is also the founder & Sponsor Director of FFL. 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 engaged in Software, System development, System design, Import, Trading and Consulting.

2. Qasraj Trading Limited, Institutional Director (Represented by: Mr. Mujibur Rahman Chowdhury)

Qasraj Trading Limited is established in 24th 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, sweater manufacturing factory / industry for the purpose of manufacturing various types, designs and colors of sweater and quality made of wool, acrylic, silk, cotton, synthetic fibers and other fibrous substances, 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, to carry on all any of the business as importers, exporter's agent of various kinds of machinery, raw materials, equipment, spare parts and other items, trading, Indenting, Clearing, forwarding etc. Mr. Mujibur Rahman Chowdhury has been nominated as Director in the Board of FFL from Qasraj Trading Limited and he represents the company. He is also the Vice Chairman of the Board and Chairman of the Executive Committee of the company.

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

Oparchor Trade International Limited is established in 18th 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 Limited and he represents the company. He is also the active member of the Executive Committee & the Audit Committee of the company.

4. 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.

5. Alphabet Associates Limited, Institutional Director (Represented by: Mrs. 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. Mrs. Sadia Akter has been nominated as Director in the Board of FFL from Alphabet Associates Limited and she represents the company.

6. Ataul Haq, Independent Director

Mr. Ataul Haq was born in the year 1940 in a respected Muslim family. He completed his “Masters of Arts in Philosophy” from University of Dhaka. He joined First Finance Limited family as an Independent Director on August, 2016 and selected as the Chairman of the Audit Committee.

Mr. Haq has retired from Bangladesh Bank as Deputy Governor in 1998. After his retirement from Bangladesh Bank, in the year 1999 he joined as Advisor of “Grihayan Tahabil”, a Government of Bangladesh Housing Project for the rural people of Bangladesh. Later on, Mr. Haq has joined in IFIC Bank Limited as the Managing Director and he served the Bank from 2000 to 2005 and finished his graceful line of work as the Chief Consultant in IFIC Bank Limited in 2006. Presently he is working as a member in Credit Rating Committee of the “Credit Rating Agency of Bangladesh (CRAB)”.

7. Raqas Trade International Limited, Institutional Director (Represented by: Mr. Golam Ahmed)

Raqas Trade International Ltd. is established in 20th 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. Mr. Golam Ahmed has been nominated as Director in the Board of FFL from Raqas Trade International Limited and he represents the Company. He is also an active member of the Executive Committee of the company.

8. Ms. Ruma Yasmin, Independent Director

Ms. Ruma Yasmin was born in the year 1971 in an educated family. She has completed her Bachelor of Arts, MSC in Psychology & LLB. She is one of the Independent Director of the company. She is also an active member of the Executive Committee and the Audit Committee of FFL.

9. Mrs. Qazi Sauda Afrin, Nominated Director

Alphabet Systems Limited was established in 13th June, 2000 to carry on the business of Computer, Consultancy, data processing, programming, System designing and installation, and all other allied businesses. The company also carries on the business of import, export and marketing of computer accessories, software and peripherals including Networking and Installation. The Alphabet Systems Limited also engaged in sales & services of electric/electronic office equipment, training aids, communication equipment, audio-visual equipment and all other allied items. Mrs. Qazi Sauda Afrin has been nominated as the Representative Director in the Board of FFL from Alphabet Systems Limited.

| THE CHAIRMAN'S STATEMENT TO THE SHAREHOLDERS |



A.Q.M.Faisal 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 24th Annual Report for year ended 2016 with all the financial performance and the result of operational activities and comparison with last year.

Honorable Shareholder's,

It gives me a great honour to place before you the Director's Report along with the Audited Financial Statement for the year ended December 31, 2016 and Auditor's Report thereon for your perusal. 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 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 187 employees and is well diversified into Corporate, SME, Industrial, Retail, Capital Market, Money Market segments.

In the financial year 2016 total investment growth is 2.93% in comparison with 2015 financial year. The operational expense has been reduced in the year 2016 in comparison with the year 2015. Our prime objective is to strengthen our financial base through careful selection of quality assets so that we may regain our previous progressive trend of progress in profitability through overcoming previous year's hurdles.

The year 2016 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 determines the objectives and goals and chalks out strategies and work-plan on 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.

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,

During the year 2016, 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.

Respected Shareholders,

In the year 2016, the company's Paid-Up Capital stood at Tk. 1162.20 million same as previous year. The Shareholder's Equity also comprise of Non-distributable reserve and Retained Earnings at Tk. 342.96 million and Tk. 63.65 million respectively which stands for total Tk. 1568.81 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, 2016, total Term Deposit stood at Tk. 5535.08 million as against Tk. 6606.36 million as on December 31, 2015. Bank Borrowing as on December 31, 2016 stood at Tk. 1441.08 million as against Tk. 1138.77 million as on December 31, 2015.

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, 2016, the market price of your company's share stood in the both market at Tk. 10.20.

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,

As per the guidance of the regulatory authority the Data Centre (BCP) and Disaster Recovery Site (DRS) has been established at Head Office and Board Bazar, Gazipur to protect entire data of the company in electronic format as the part of Business Continuity Plan.

Admirable Shareholders,

The socio-economic exposition states that the existence of every organization is to fulfil 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.

Dear Shareholder,

On behalf of the Board of Directors, I would like to thank the valued shareholders, patrons, borrowers, depositors, electronic & print media, law enforcement agencies, suppliers and all others stakeholders for their trust and confidence towards the company. I would also like to thank to all of our business partners, Bankers, 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 on 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 2016 financial year. We ask for your continued support as we continue to set the new standard in our industry.

Sd/-

(A.Q.M. Faisal Ahmed Chowdhury)
Chairman

| সম্মানিত শেয়ারহোল্ডারদের প্রতি মাননীয় চেয়ারম্যানের বক্তব্য |

সম্মানিত শেয়ারহোল্ডারবন্দ,

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 ২০১৬ সালের বার্ষিক প্রতিবেদনসহ গত বছরের আর্থিক কার্য সম্পাদন এবং তার সম্পাদিত কার্যের ফলাফল উপস্থাপন করা হলো।

সম্মানিত শেয়ারহোল্ডারগণ,

৩১শে ডিসেম্বর ২০১৬ সমাপ্ত বছরের পরিচালকমন্ডলীর প্রতিবেদন ও নিরীক্ষিত হিসাবসমূহ এবং নিরীক্ষকের প্রতিবেদন আপনাদের সম্মুখে পেশ করছি। এটি একটি মহান উপলক্ষ্য যেখানে আর্থিক এবং অন্যান্য বিষয়াদির বিভিন্ন দিক নিয়ে আলোচনা করা হয় এবং একই সময়ে আপনারা 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 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 করছে। কোম্পানীর বর্তমান কর্মী সংখ্যা ১৮৭ জন এবং সকলেই বিভিন্ন বিভাগে যেমন: কর্পোরেট, এস.এম.ই., শিল্পখাত, রিটেইল, ক্যাপিটাল মার্কেট এবং মানি মার্কেটে কাজ করে যাচ্ছে।

২০১৫ অর্থ বছরের তুলনায় ২০১৬ অর্থ বছরে ব্যবসায় বিনিয়োগ বৃদ্ধি পেয়েছে ২.৯৩ শতাংশ। ২০১৫ সালের তুলনায় ২০১৬ সালে কোম্পানীর পরিচালনাগত ব্যয় কমেছে। আমাদের মূল উদ্দেশ্য ছিল প্রতিষ্ঠানের আর্থিক ভিত্তিকে মজবুত করার লক্ষ্যে সকল কার্যাবলীকে সতর্কতার সাথে সম্পাদন করা, যার মাধ্যমে বিগত সালের প্রতিবেদনকর্তা হতে প্রতিষ্ঠানকে রক্ষা করে পূর্বের ন্যায় মুনাফা বৃদ্ধির ধারাবাহিকতায় ফিরিয়ে আনা।

আর্থিক পরিসরে ২০১৬ 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।

আমি এখানে আরো বলতে চাই যে, প্রতিষ্ঠানের সর্বত্র কর্পোরেট সুশাসন 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 পরিচালকমন্ডলী কর্তৃক অনুমোদিত হয়ে থাকে। আমাদের কোম্পানীর প্রধান লক্ষ্য হচ্ছে প্রতিষ্ঠানের সুনির্দিষ্ট উদ্দেশ্য অনুযায়ী সকল কাজের সমন্বয় সাধন পূর্বক কার্য সম্পাদন করা।

সম্মানিত শেয়ারহোল্ডারগণ,

২০১৬ সালে কোম্পানী কর্পোরেট এবং আধা-কর্পোরেট সংস্থার পাশাপাশি 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 এবং আবাসন প্রকল্প ঋণ।

সম্মানিত শেয়ারহোল্ডারগণ,

২০১৬ সালের ৩১শে ডিসেম্বর তারিখে কোম্পানীর পরিশোধিত মূলধন ছিল পূর্ববর্তী বছরের সমপরিমাণ টাকা ১১৬২.২০ মিলিয়ন। বর্তমানে কোম্পানীর মোট মূলধন এর পরিমাণ দাঁড়িয়েছে টাকা ১৫৬৮.৮১; মিলিয়ন যার মধ্যে পরিশোধিত মূলধন টাকা ১১৬২.২০ মিলিয়ন, অবিতরণযোগ্য সংরক্ষিত তহবিল টাকা ৩৪২.৯৬ মিলিয়ন এবং বন্টনযোগ্য মুনাফা টাকা ৬৩.৬৫ মিলিয়ন।

সম্মানিত শেয়ারহোল্ডারগণ,

আপনারা জানেন যে, কোম্পানীর তহবিল প্রধানত শেয়ারহোল্ডারদের ইকুইটি, ব্যাংক থেকে প্রাপ্ত ঋণ এবং মেয়াদী আমানত রসিদ (TDR) যা ব্যক্তি এবং প্রতিষ্ঠান থেকে প্রাপ্ত। অগ্রিম লীজ রেন্টাল গ্রহণের মাধ্যমেও কোম্পানীর তহবিল এর প্রবাহ বৃদ্ধি পায়। ৩১শে ডিসেম্বর ২০১৫ এ কোম্পানীর মেয়াদী আমানত ছিল টাকা ৬৬০৬.৩৬ মিলিয়ন। ২০১৬ সালে এর পরিমাণ দাঁড়িয়েছে টাকা ৫৫৩৫.০৮ মিলিয়ন। ৩১শে ডিসেম্বর ২০১৫ সালে ব্যাংক হতে সংগৃহীত ঋণ ছিল টাকা ১১৩৮.৭৭ মিলিয়ন এবং ৩১শে ডিসেম্বর ২০১৬ এ ব্যাংক হতে সংগৃহীত ঋণের পরিমাণ ১৪৪১.০৮ মিলিয়ন। অগ্রিম লীজ রেন্টাল বাবদ কোম্পানীর দায়বদ্ধতা ৩১শে ডিসেম্বর, ২০১৫ এ টাকা ৫১.৬৮ মিলিয়ন ৩১শে ডিসেম্বর, ২০১৬ সালে তা এসে টাকা ৩৭.২৩ মিলিয়ন এ দাঁড়িয়েছে।

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, ২০১৬ সালে কোম্পানীর শেয়ারের দাম টাকা এবং চট্টগ্রাম উভয় স্টক এক্সচেঞ্জ লিঃ -এ ১০.২০ টাকা ছিল।

সম্মানিত শেয়ারহোল্ডারগণ,

আপনারা জেনে খুশি হবেন যে, কোম্পানী ইতোমধ্যে বাংলাদেশ সিকিউরিটিজ 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,

নিয়ন্ত্রনকারী প্রতিষ্ঠানের নির্দেশনা মোতাবেক প্রধান কার্যালয়ে ডাটা সেন্টার(BCP) ও বোর্ডবাজার, গাজীপুর এ ডাটা রিকোভারী সাইট (DCP) স্থাপন করা হয়েছে। এর মাধ্যমে কোম্পানীর সকল ইলেক্ট্রনিক্স তথ্যাদি যথাযথ সুরক্ষা নিশ্চিত করে যা Business Continuity Plan এর আওতাধীন।

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।

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 অসীম 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 সিকিউরিটিজ 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 ২০১৬ 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. ফয়সাল আহমেদ চৌধুরী)
চেয়ারম্যান

| A FEW WORDS OF MANAGING DIRECTOR & CEO |



بِسْمِ اللَّهِ الرَّحْمَنِ الرَّحِيمِ

Honourable Shareholders, Members of the Board of Directors and Guests;

As Salamu Alaikum,

It's a matter of great honour and privilege in welcoming you to our 24th Annual General Meeting ceremony today, the June 15, 2017. This auspicious ceremony provides us an opportunity to share detail information regarding the operational performances of First Finance Ltd. with different authorities like Bangladesh Bank, Bangladesh Securities and Exchange Commission, Dhaka Stock Exchange, Chittagong Stock Exchange, Central Depository Bangladesh Ltd., our Auditors, Customers and your kindnesses. Besides, the ceremony opens the door for open discussions of the accounts and figures, to adopt appropriate decisions and policies, to formulate strategies for achieving better goals of the organization in the days to come.

We all are aware that the Bangladesh economy emerged as one of the most sustained growth economy in the world. The economy grew at an average rate of 6.20 percent over the last decade. Very recently the GDP growth has been declared at 7.24 percent which is significantly up from the previous financial year. The per capita national income reached USD\$ 1,602.00 significantly up than a year earlier. The macroeconomic stability has remained stable with the continuance of fiscal prudence, lower inflation, surplus current account balance and robust foreign exchange reserves. Inflation gradually came down and year on year inflation in financial year 2015-16 slid down to 5.92 percent. Export recorded growth rate of 9.77 percent, while import grew 5.45 percent in financial year 2015-16. Despite slightly contraction of remittance inflow, the decrease in the deficit of trade, service and primary account, the current account balance recorded a surplus of USD\$ 3,706 million. Aided by the increase in foreign direct investment and medium and long term, loans in capital and financial account, the foreign exchange reserves crossed the USD\$ 32 billion mark. Exchange rate broadly remained stable during financial year 2015-2016. Moreover, lending interest rate fell, which is expected to encourage investment further in the country.

Now let us focus on the business performance of our First Finance Ltd., for the year ended 31st December 2016. Our total operating income stood at BDT 332,625,363 while the operating expenses was BDT 198,681,833 yielding profit before provision BDT 133,943,530. Finally our retained earnings carried forwarded to BDT 63,648,566 while our profit after taxation was BDT 50,124,609. Our company is engaged in Small and Medium Enterprises, Machinery Lease Finances, Agricultural Sector Finances, Industrial Sector Finances and House Loan finances. Mean time, we have strengthen our recovery efforts forming Central Recovery cell in addition to our Head Office recovery team. Hence our NPL is decreasing rapidly. We have set target to prevent a very healthy and sound Balance Sheet in near future.

In this occasion we express our profound gratitude to the Chairman and the Directors of the Board for the efforts they undertook to guide, advice and directives to help us in building quality assets and to attain the goals of organization ensuring rewards for internal and external stakeholders. We would like to thank the Management team, Executives, Officers and Staff members for their hard work and painstaking efforts to achieve the goals of our organization. We express our gratitude to Bangladesh Bank, Registrar of Joint Stock Companies & Firms, Bangladesh Securities and Exchange Commission, Dhaka Stock Exchange, Chittagong Stock Exchange, Central Depository Bangladesh Ltd., our Auditors, Depositors, Clients, enlisted Law Firms for their cooperation and kind support, without which it would not be possible to attain our goal.

We once again express our heartfelt thanks to all for their kind participation in our mission.

Sd/-

Md. Mohashin Miah
Managing Director & CEO

| EXISTING BOARD COMMITTEES |

EXECUTIVE COMMITTEE	
Mr. Mujibur Rahman Chowdhury Vice Chairman & Nominated Director (Nominated by: Qasraj Trading Limited)	Chairman <i>Executive Committee</i>
Mr. Rafayel Bin Mahamud Bhuiyan Nominated Director (Nominated by: Oparchor Trade International Limited)	Member <i>Executive Committee</i>
Mr. Golam Ahmed Nominated Director (Nominated by: RaqasTrade International Limited)	Member <i>Executive Committee</i>
Ms. Ruma Yasmin Independent Director	Member <i>Executive Committee</i>

AUDIT COMMITTEE	
Mr. Ataul Huq Independent Director	Chairman <i>Audit Committee</i>
Mr. Rafayel Bin Mahamud Bhuiyan Nominated Director (Nominated by: Oparchor Trade International Limited)	Member <i>Audit Committee</i>
Ms. Ruma Yasmin Independent Director	Member <i>Audit Committee</i>

MEETING OF THE BOARD COMMITTEE



Board Meeting

| EXISTING MANAGEMENT COMMITTEES |

MANAGEMENT COMMITTEE (MANCOM)	
Mr. Md. Mohashin Miah , <i>Managing Director & Chief Executive Officer</i>	Chairman , MANCOM
Mr. Abul Mansur Ahmed , <i>Head of ICC</i>	Member , MANCOM
Mr. Khandaker Monwar Hossain , <i>Head of Credit</i>	Member , MANCOM
Mr. Maksumul Mahmud , <i>Head of Branches</i>	Member , MANCOM
Mr. Md. Wahid Murad , <i>Chief Financial Officer</i>	Member , MANCOM
Mr. Sarwar Shafiq , <i>Company Secretary</i>	Member , MANCOM
Mr. Sajib Godfrey Purification , <i>Head of Recovery</i>	Member , MANCOM
Mr. Hossain Al-Safeer Chowdhury , <i>Head of Business Development</i>	Member Secretary , MANCOM
Mr. Mohammad Sabur Khan Dipu , <i>Head of Treasury</i>	Member , MANCOM
Mr. Md. Asaduzzaman , <i>In-Charge of ICT</i>	Member , MANCOM
Ms. Zinatun Nessa Hasanat , <i>In-Charge of HRD</i>	Member , MANCOM
Mr. Muhammed Kamrul Hoque , <i>In-Charge of GSD</i>	Member , MANCOM

CREDIT COMMITTEE (CC)	
Mr. Md. Mohashin Miah , <i>Managing Director & Chief Executive Officer</i>	Chairman , CREDIT COMMITTEE
Mr. Abul Mansur Ahmed , <i>Head of ICC</i>	Member , CREDIT COMMITTEE
Mr. Khandaker Monwar Hossain , <i>Head of Credit</i>	Member Secretary , CREDIT COMMITTEE
Mr. Md. Wahid Murad , <i>Chief Financial Officer</i>	Member , CREDIT COMMITTEE
Mr. Sarwar Shafiq , <i>Company Secretary</i>	Member , CREDIT COMMITTEE
Mr. Sajib Godfrey Purification , <i>Head of Recovery</i>	Member , CREDIT COMMITTEE

ASSET LIABILITY COMMITTEE (ALCO)	
Mr. Md. Mohashin Miah , <i>Managing Director & Chief Executive Officer</i>	Chairman , Chairman, Asset liability Committee
Mr. Abul Mansur Ahmed , <i>Head of ICC</i>	Member , Chairman, Asset liability Committee
Mr. Khandaker Monwar Hossain , <i>Head of Credit</i>	Member Chairman, Asset liability Committee
Mr. Md. Wahid Murad , <i>Chief Financial Officer</i>	Member , Chairman, Asset liability Committee
Mr. Mohammad Sabur Khan Dipu , <i>Head of Treasury</i>	Member Secretary , Chairman, Asset liability Committee

| EXISTING MANAGEMENT COMMITTEES |

MANAGEMENT INFORMATION SYSTEM (MIS)	
Mr. Md. Mohashin Miah , <i>Managing Director & Chief Executive Officer</i>	Chairman, MIS
Mr. Abul Mansur Ahmed , <i>Head of ICC</i>	Member, MIS
Mr. Khandaker Monwar Hossain , <i>Head of Credit</i>	Member MIS
Mr. Md. Asaduzzaman , <i>In-Charge of ICT</i>	Member Secretary, MIS

ANTI MONEY LAUNDERING COMMITTEE (AMLCO)	
Mr. Abul Mansur Ahmed , <i>Head of ICC</i>	CAMLCO
Mr. Khandaker Monwar Hossain , <i>Head of Credit</i>	Member, AMLCO
Mr. Md. Wahid Murad , <i>Chief Financial Officer</i>	Member, AMLCO
Mr. Ripan Chandra Das , <i>ICC Department</i>	Deputy CAMLCO & Member, AMLCO

CENTRAL COMPLIANCE UNIT (CCU)	
Mr. Abul Mansur Ahmed , <i>Head of ICC</i>	Head of the Unit
Mr. Khandaker Monwar Hossain , <i>Head of Credit</i>	Member of the Unit
Mr. Sarwar Shafiq , <i>Company Secretary</i>	Member of the Unit
Mr. Ripan Chandra Das , <i>ICC Department</i>	Member of the Unit
Mr. Md. Asaduzzaman , <i>In-Charge of ICT</i>	Member of the Unit
Mr. Md. Mahbubur Rahman , <i>Senior Principal Officer</i>	Member of the Unit

SUSTAINABLE FINANCE COMMITTEE (SFC)	
Mr. Md. Mohashin Miah , <i>Managing Director & Chief Executive Officer</i>	Chairman of the committee
Mr. Abul Mansur Ahmed , <i>Head of ICC</i>	Member of the committee
Mr. Khandaker Monwar Hossain , <i>Head of Credit</i>	Member of the committee
Mr. Maksumul Mahmud , <i>Head of Branches</i>	Member of the committee
Mr. Sarwar Shafiq , <i>Company Secretary</i>	Member of the committee
Mr. Sajib Godfrey Purification , <i>Head of Recovery</i>	Member of the committee
Mr. Hossain Al-Safeer Chowdhury , <i>Head of Business Development</i>	Member Secretary of the committee
Mr. Sujit Roy , <i>In Charge CAD</i>	Member of the committee
Mr. Md. Asaduzzaman , <i>In-Charge of ICT</i>	Member of the committee
Mr. Md. Mahbubur Rahman , <i>Senior Principal Officer</i>	Member of the committee

| EXISTING MANAGEMENT COMMITTEES |

CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE OF FFL (As Per Bangladesh Bank Guideline)

(a). High Power Corporate Social Responsibility (CSR) Committee:	
Mr. A. K. Nasir Uddin , <i>Independent Director of the Board</i>	Chairman of the CSR Committee
Mr. Md. Mohashin Miah , <i>Managing Director & Chief Executive Officer</i>	Member
Mr. Khandaker Monwar Hossain , <i>Head of Credit</i>	Member
Mr. Maksumul Mahmud , <i>Head of Branches</i>	Member
Mr. Sarwar Shafiq , <i>Company Secretary</i>	Member

(b) Corporate Social Responsibility (CSR) Management Committee:	
Mr. Md. Mohashin Miah , <i>Managing Director & Chief Executive Officer</i>	Chairman of the CSR Committee
Mr. Khandaker Monwar Hossain , <i>Head of Credit</i>	Member
Mr. Md. Wahid Murad , <i>Chief Financial Officer</i>	Member
Mr. Sarwar Shafiq , <i>Company Secretary</i>	Member

| MANAGEMENT TEAM & HEAD OFFICE |

MANAGEMENT TEAM



HEAD OFFICE



| BRANCH OFFICE |

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 |

AGRABAD BRANCH

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



SYLHET BRANCH

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



| BRANCH OFFICE |

BOARD BAZAR BRANCH

Member Complex (3rd & 4th Floor), Board Bazar, Gazipur-1704



WARI BRANCH

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



| EVENTS OF FIRST FINANCE LIMITED |

ANNUAL BUSINESS CONFERENCE



TRAINING PROGRAMS



Training on SME BANKING



Training on RECOVERY & LEGAL



Training on CUSTOMER SERVICE & COMPLAINT MANAGEMENT

FINANCED BY FIRST FINANCE LIMITED

ASSET & BUSINESS FINANCE



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 Loan
- Monthly Saving Scheme (MSS)
- Structured Finance
- Corporate Finance
- SME under Bangladesh Bank Refinance Scheme
- Bridge, Hire Purchase Equity Finance
- Working Capital Finance
- Home Loan
- Syndicated Finance
- 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 to establish realistic lines of credit. 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 & disbursement 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.

To develop SME sector, the fund of BB through refinance scheme. So far a total of Tk. 32.12 crore has been refinanced (up to December 2015) to 502 enterprises.

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. 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. 10.00 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

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

- 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. 50,000/= (Spouse income will be included in case of joint application with spouse.)
- A minimum of two (2) years of service

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 with 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 modes 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 Executive or Professional or Businessman
- Age up to 60 years at loan maturity
- Minimum monthly income of TK. 1,00,000.00 (Spouse income will be included in case of joint application with spouse.)
- 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 10.00% 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 1.00 Lac to Taka 50.00 Lacs.

Interest Rate

- 10.00% the lowest interest rate in the market.
- We offer loan without any collateral for up to Taka 5.00 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 four 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

• 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

• 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

• 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 : 7 years 5 months
- * *Taxes and Excise Duty will be deducted from the profit earned on deposit scheme 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 Bangladeshi 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 solely 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% - 3.00% higher than the rate of interest on existing deposit.

Encashment of Deposit

On maturity 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 day.

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 account holder 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 first 10 days.
- 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 3% 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 3% less than prevailing rate applicable for the period for which the deposit has been maintained.
- Late payment charge is Tk. 50.00 for each scheme of every Month.

Tax and levy

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

Loan against MSS

- Loan can be availed of maximum up to 80% of deposited amount.

| 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, 09 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, Purchase Committee, Asset Liability Committee (ALCO), Management Information System (MIS), Anti Money Laundering Committee (AMLCO), Asset Disposal Committee (ADC), CIB Online Coordination Committee and Recruitment 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

Sl. No.	Name of The Directors	Meeting held	Attend- ance	Total Fee Paid (Net)	(Attend- ance) %
1	Mr. A.Q.M Faruk Ahmed Chowdhury Chairman of the Board (Resigned from Director as on 09.05.2016)	5	2	8,500	40%
2	Mr. A.Q.M Faisal Ahmed Chowdhury Vice Chairman	14	14	72,550	100%
3	Mrs. Rajia Khanam Board of Directors (Resigned as on 28.06.2016)	7	1	4,250	14%
4	Mr. Mujibur Rahman Chowdhury Nominated Director: Qasraj Trading Limited	14	14	72,550	100%
5	Mr. Rafayel Bin Mahamud Bhuiyan Nominated Director : Oparchor Trade International Limited	14	8	40,650	57%
6	Mr. Almohit Safat Hossain Independent Director (Resigned from Independent Director as on 11.08.2016)	9	8	35,000	89%
7	Mr. Mustafijur Rahman Independent Director (Resigned from Independent Director as on 08.02.2016)	2	0	0	Nil
8	Ms. Sadia Akter Nominated Director: Alphabet Associates Limited	14	9	39,250	64%
9	Mr. A.K. Nasir Uddin Independent Director	14	12	64,050	86%
10	Mrs. Masuma Begum Nominated Director: Alphabet Systems Limited (Withdrawn as Nominated Director as on 03.03.2016)	3	2	8,500	67%
11	Mr. Mostafa Haider Khan Nominated Director: Raqas Trade International Limited (Withdrawn as Nominated Director as on 03.03.2016)	3	2	8,500	67%
12	Ms. Ruma Yasmin Independent Director (Appointed as Independent Director as on 08.02.2016)	12	12	64,050	100%
13	Mr. Kaiser Robin Nominated Director: (Appointed as Nominated Director as on 03.03.2016 & Withdrawn from Nominated Director as on 11.08.2016)	6	4	17,750	67%
14	Mr. Kazi Monzur Quader Nominated Director: (Appointed as Nominated Director as on 03.03.2016 & Withdrawn as Nominated Director as on 09.05.2016)	2	0	0	%
15	Mr. Golam Ahmed Nominated Director: (Appointed as Nominated Director as on 09.05.2016)	9	8	46,800	89%
16	Mr. Ataul Haq Independent Director (Appointed as Independent Director as on 11.08.2016)	5	5	33,300	100%
17	Mrs. Qazi Sauda Afrin Nominated Director: (Appointed as Nominated Director as on 11.08.2016)	5	4	26,100	80%

Leave of absence was granted to the Directors those who could not attend the Meeting

A. Composition of Board of Directors

The Company's Board consists of 09 (Nine) Directors including 3 (three) Independent Directors, 4 (four) members are Nominated Directors.

EXECUTIVE COMMITTEE

The Executive Committee constituted by the Board, the Committee, consists of 3 members all from Directors Group. Mr. Mujibur Rahman 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 only.

The Managing Director & Chief Executive Officer is attending in the meeting to represents the Management. Other members from top management and all the departmental heads may 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 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. Ataul Haq, 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 5 numbers of meetings were held during the year 2016. 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.

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 Twelve members. MD & CEO is the Chairman of the Committee along with Head of following departments - ICCD & Treasury, Credit, Credit Administration, HRD and Legal are included as MANCOM members. 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 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 Audit Committee and then 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 Human Resource & Admin Department for disposing asset and place the same to the Asset Disposal Committee. After discussion, the committee forwarded the decision/ recommendation 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 6 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. 1,00,00,000.00.

PURCHASE COMMITTEE

The Purchase Committee is constituted by the Board. The Chairman of the Purchase Committee, by the virtue of the Board, is the MD & CEO of the company. The Purchase Committee consists of 6 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 Managing Director 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 Human Resource & Admin Department for further processing.

All the Service Requests will be forwarded to the Purchase Committee meeting. Human Resource & Admin Department will collect minimum 3 (three) quotations from 3 (three) different suppliers/ vendors and prepare a comparative statement for the each product when required.

The Managing Director & Chief Executive Officer can approve, as per his/her jurisdiction, any purchase issues within the limit of Tk. 30,000.00 followed by placing the necessary papers. If the price of the requisite purchase within the limit of Tk. 5,00,000.00 only, the Purchase Committee may approve the purchase. But the purchase above Tk. 5,00,000.00 to Tk. 15,00,000.00 would have to be placed to the MANCOM through Purchase Committee. Any purchase above 15,00,000.00 would have to be placed to the Purchase Committee, then MANCOM, Executive Committee and the Board for final 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 5 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 responsible 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)

The Management Information System (MIS) is constituted by the Board. The Committee consists of 4 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.

ANTI MONEY LAUNDERING COMMITTEE (AMLCO)

Money Laundering Risk:

Money Laundering Risk is one of the core risk element in banking & NBFi business out of 6 (six). Money Laundering Risk in 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 NBFi 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 NBF 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 NBF 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 NBF 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 4 (four) members from the Management and Head of ICCD & Treasury Department 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 members and the Managing Director & Chief Executive Officer 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 4 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 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

RECRUITMENT COMMITTEE

The Recruitment Committee is constituted by the Board. The Committee consists of 7 members and chaired by MD & CEO of the Company. The committee plays a vital role for assessing inevitability and importance of recruitment request from different department and branch.

Necessity of Manpower will informed through authenticated Service Request Form to the Managing Director by the Head of department / In-charge of the related department of Head Office and Operation In-Charge and Branch Manager / Associate Manager of the Branch. The Managing Director will forward the Service Request Form to the Human Resource & Admin Department for further processing.

After that, the concerned Department performs the chronological steps, as advertisement of Recruitment (Printed or Online Media), collection of CV/Resume, and placed the précised list of applicant next to the Recruitment Committee.

The Recruitment Committee will arrange and infer the recruitment procedure as per company policy within stipulated time through the Human Resource & Admin Department.

INTERNAL CONTROL AND COMPLIANCE DEPARTMENT (ICCD):

As per guideline of Bangladesh Bank and requirement of Bangladesh 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, FFL 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 of interest, recruitment of employees up to VP level and above to the Board. He also initiates the legal action for the defaults clients, places Annual Performance Report (APR) of the Departmental Head to the Board. He is the Head of Management and the Chairman of MANCOM, Credit Committee, Purchase Committee, ALCO, MIS, CIB Online Coordinating Committee, Asset Disposal Committee and Recruitment 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 VP.

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 Meeting 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 decisions 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 authorities (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 (two) newspapers and 1 (one) online newspaper 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 circulate 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 conditions imposed by the Bangladesh Securities and Exchange Commission's Notification No. SEC/CMRRCD/2006-158/134/Admin/44 dated 07 August 2012 Issued under section 2CC of the Securities and Exchange Ordinance, 1969:

SEC Checklist: (Report under Condition No.7)

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (IF ANY)
		Complied	Not Complied	
1	Board of Directors			
1.1	Board's Size Boards size shall not be less than 5 (five) and more than 20 (twenty).	✓		
1.2	Independent Directors			
1.2 (i)	Independent Director(s) - at least one fifth (1/5) of the total number of directors	✓		03 Independent Directors out of 09, all are appointed by the Board.
1.2(ii) a)	Independent director does not hold any share or holds less than one percent (1%) shares of total paid up capital	✓		03 Independent directors does not hold any shares of total paid up capital
1.2(ii) b)	Independent Director is not a sponsor of the company and is not connected with the company's Sponsor or Director or Shareholder who holds 1% or more shares of the company (certain family members are also required to comply with this requirement)	✓		
1.2(ii) c)	Independent director does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary/ associated companies	✓		
1.2(ii) d)	Independent directors are not the members, directors or officers of any stock exchange	✓		
1.2(ii) e)	Independent director is not the shareholder, director or officers of any member of Stock Exchange or an Intermediary of the capital market	✓		
1.2(ii) f)	Independent director is/was not the partners or executives during preceding 3 (three) years of concerned company's statutory audit firm	✓		
1.2(ii) g)	Independent directors is not the independent director in more than 3 (three) listed companies	✓		
1.2(ii) h)	Independent director is not convicted by a court of competent jurisdiction as a defaulter in payment of any loan to a bank or a non-bank financial institution (NBF)	✓		
1.2(ii) i)	Independent director has not been convicted for a criminal offence involving moral turpitude	✓		
1.2(iii)	The independent director shall be appointed by the Board of Directors and approved by the Shareholders in the AGM	✓		The independent directors were appointed by the Board and AGM
1.2(iv)	The post of independent directors cannot remain vacant for more than 90 days	N/A		No such vacancy created
1.2(v)	The Board shall lay down a Code of Conduct of all Board Members and Annual Compliance of the Code to be recorded	✓		Guidelines of Bangladesh Bank are followed in terms of Code of Conduct
1.2(vi)	The tenure of office of an Independent Directors shall be for a period of 3 (three) years which may be extended for 1 (one) term only	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (IF ANY)
		Complied	Not Complied	
1.3 (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	✓		
1.3 (ii)	The person should be a Business Leader/ Corporate Leader/ Bureaucrat/University Teacher with Economics or Business Studies or Law background/Professionals. The independent director must have at least 12 (twelve) years of corporate management/ professional experiences along with other requisites	✓		
1.3 (iii)	In special cases the above qualifications may be relaxed subject to prior approval of the Commission	N/A		
1.4	Chairman of the Board and Chief Executive Officer			
	The positions of the Chairman of the Board and the Chief Executive Officer of the companies shall be filled by different individuals. The Board of Directors shall clearly define respective roles and responsibilities of the Chairman and the Chief Executive Officer.	✓		
1.5	Directors' Report to Shareholders			
1.5 (i)	Industry outlook and possible future developments in the industry	✓		
1.5 (ii)	Segment-wise or product-wise performance	✓		
1.5 (iii)	Risks and concerns	✓		
1.5 (iv)	Discussion on cost of goods sold, gross profit margin and net profit margin	✓		
1.5 (v)	Discussion on continuity of any Extra-Ordinary gain or loss	✓		
1.5 (vi)	Basis for related party transactions - a statement of all related party transactions should be disclosed in the annual report	✓		Presented in the Financial Statement
1.5 (vii)	Utilization of proceeds from public issues, rights issues and/or through any others instruments	N/A		During 2016 there were no public or right issue of share
1.5 (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.	N/A		No such instance
1.5 (ix)	If significant variance occurs between Quarterly Financial performance and Annual Financial Statements the management shall explain about the variance on their Annual Report	✓		Described in Director's Report
1.5 (x)	Remuneration to directors including independent directors	✓		
1.5 (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	✓		
1.5 (xii)	Keeping proper books of accounts	✓		
1.5 (xiii)	Application of appropriate accounting policies consistently in preparation of Financial Statements	✓		
1.5 (xiv)	International Accounting Standards (IAS) / Bangladesh Accounting Standards (BAS) / International Financial Reporting Standards (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	✓		
1.5 (xv)	Soundness of Internal Control System	✓		
1.5 (xvi)	Ability of the Bank to continue as going concern	✓		
1.5 (xvii)	Significant deviations from last year in operating results of the issuer company shall be highlighted and the reasons thereof should be explained.	✓		Described in Director's Report

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (IF ANY)
		Complied	Not Complied	
1.5 (xviii)	Summary of key operating and financial data for the last (05) five years	✓		
1.5 (xix)	Reasons for non-declaration of Dividend (cash or stock) for the year	✓		
1.5 (xx)	Disclosure about number of Board meeting held during the year and attendance by each Director	✓		
1.5 (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:			
1.5 (xxi) a	Shareholding pattern of Parent/Subsidiary/Associated Companies and other related parties	✓		
1.5 (xxi) b	Shareholding pattern of Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and their spouses and minor children	✓		
1.5 (xxi) c	Shareholding pattern of Executives	✓		
1.5 (xxi) d	Shareholding pattern of Shareholders holding ten percent (10%) or more voting interest in the company	✓		
1.5 (xxii)	In case of appointment/re-appointment of a Director the Company shall disclose the following information to the Shareholders:			
1.5 (xxi) a	a brief resume of the director	✓		
1.5 (xxi) b	nature of his/her expertise in specific functional areas	✓		
1.5 (xxi) c	names of companies in which the person also holds the directorship and the membership of committees of the board	✓		
2	Chief Financial Officer (CFO), Head of Internal Audit and Company Secretary (CS)			
2.1	Appointment of CFO, Company Secretary & Head of Internal Audit and defining their responsibilities	✓		
2.2	Attendance of CFO & Company Secretary in the Board of Directors meeting	✓		
3	Audit Committee			
3 (i)	Audit Committee as a sub-committee of the Board of Directors	✓		
3 (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.	✓		
3 (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.	✓		
3.1	Constitution of the Audit Committee			
3.1 (i)	The Audit Committee shall be composed of at least 3 (three) members	✓		
3.1 (ii)	Constitution of Audit Committee with Board Members including one Independent Director	✓		
3.1 (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	✓		
3.1 (iv)	Casual Vacancy of the Audit Committee fill up immediately	✓		There was no such vacancy
3.1 (v)	The company secretary shall act as the secretary of the Committee	✓		
3.1 (vi)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (IF ANY)
		Complied	Not Complied	
3.2	Chairman of the Audit Committee			
3.2 (i)	Selection of the chairman of the audit Committee	✓		
3.2 (ii)	Chairman of the audit committee shall remain present in the Annual General Meeting (AGM)	✓		
3.3	Role of Audit Committee			
3.3 (i)	Oversee the financial reporting process	✓		
3.3 (ii)	Monitor choice of accounting policies and principles	✓		
3.3 (iii)	Monitor Internal Control Risk management process	✓		
3.3 (iv)	Oversee hiring and performance of external auditors	✓		
3.3 (v)	Review along with the management, the annual financial statements before submission to the board for approval	✓		
3.3 (vi)	Review along with the management, the quarterly and half yearly financial statements before submission to the board for approval	✓		
3.3 (vii)	Review the adequacy of internal audit function	✓		
3.3 (viii)	Review statement of significant related party transactions submitted by the management	✓		
3.3 (ix)	Review Management Letters/ Letter of Internal Control weakness issued by statutory auditors	✓		
3.3 (x)	The company shall disclose to the audit committee about uses/ applications of funds by major category, on a quarterly basis. On an annual basis, the company shall prepare a statement of funds.	✓		
3.4	Reporting of the Audit Committee			
3.4.1	Reporting to the Board of Directors			
3.4.1 (i)	The Audit Committee shall report on activities to the Board of Directors	✓		
3.4.1 (ii)	The Audit Committee shall immediately report to the Board of Directors on the following findings, if any:			
3.4.1 (ii) a)	Report on conflicts of interest	N/A		
3.4.1 (ii) b)	Suspected or presumed fraud or irregularity or material defect in the internal control system	N/A		
3.4.1 (ii) c)	Suspected infringement of laws, including securities related laws, rules and regulations	N/A		
3.4.1 (ii) d)	Any other matter which shall be disclosed to the Board of Directors immediately	N/A		
3.4.2	Reporting of anything having material financial impact to the Commission	N/A		
3.5	Reporting to the Shareholders and General Investors	✓		
4.	External/Statutory Auditors should not be engaged in :			
4 (i)	Appraisal or valuation services or fairness opinions	✓		
4 (ii)	Financial information systems design and implementation	✓		
4 (iii)	Book – keeping or other services related to accounting records or Financial Statements	✓		
4 (iv)	Broker – dealer services	✓		
4 (v)	Actuarial services	✓		
4 (vi)	Internal audit services	✓		
4 (vii)	Any other services that the Audit Committee determines	✓		
4 (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	✓		
4 (ix)	Audit/certification services on compliance of corporate governance as required under clause (i) of condition No. 7	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (IF ANY)
		Complied	Not Complied	
5.	Subsidiary Company			
5 (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	N/A		No subsidiary company
5 (ii)	At least 1 (one) independent director on the Board of Directors of the holding company shall be a director on the Board of Directors of the subsidiary company	N/A		No subsidiary company
5 (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	N/A		No subsidiary company
5 (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	N/A		No subsidiary company
5 (v)	The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company	N/A		No subsidiary company
6.	Duties of Chief Executive Officer (CEO) and Chief Financial Officer (CFO)			
6 (i)	They have reviewed financial Statements for the year and that to the best of their knowledge and belief:	✓		
6 (i) a)	These financial statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading	✓		Described in Certificate on Financial statements by CEO & CFO
6 (i) b)	These financial statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws	✓		Described in Certificate on Financial statements by CEO & CFO
6 (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.	✓		Described in Certificate on Financial statements by CEO & CFO
7.	Reporting and Compliance of Corporate Governance			
7 (i)	The company shall obtain a certificate from a Professional Accountant/ Secretary (Chartered Accountant/Cost & 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.	✓		
7 (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	✓		

CERTIFICATE OF CORPORATE GOVERNANCE



Certificate on Compliance with Conditions of Corporate Governance Guidelines to the Shareholders of First Finance Limited

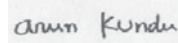
(Issued under Condition No. 7 (i) of Corporate Governance Guidelines of “BSEC” vide notification no. SEC/CMRRCD/2006-158/134/Admin/44 dated 07 August 2012)

We have examined the compliance with conditions of the corporate governance guidelines **First Finance Limited** (the “Financial Institution”) for the year ended 31 December 2016. These conditions of corporate governance were issued by the Bangladesh Securities and Exchange Commission (BSEC) vide its notification no. SEC/CMRRCD/2006-158/134/Admin/44 dated 07 August 2012 and SEC/CMRRCD/2006-158/147/Admin/48 dated 21 July 2013.

Those charged with governance and the management of the Financial Institution is responsible for complying with the conditions of corporate governance guidelines were issued by the Bangladesh Securities and Exchange Commission (BSEC). Those charged with the governance of the Company are also responsible for stating in the Director’s report whether the Company has complied with the conditions of corporate governance guidelines.

Our responsibility is to provide a certificate about whether the Financial Institution is in compliance with the said conditions of corporate governance based on our examination. Our examination for the purpose of issuing this certificate was limited to the procedures including implementation thereof as adopted by the Financial Institution for ensuring the compliance of the conditions of corporate governance and correct reporting of the status of the compliance on the attached statement on the basis of evidence gathered and representation received. It is neither an audit nor an expression of opinion on the financial statement of the Financial Institution.

To the best of our information and according to the explanations provided to us by the Financial Institution, we certify that, except as reported on the attached status of compliance Statement, **First Finance Limited** has complied with the conditions of corporate governance stipulated in the above mentioned BSEC notification dated 07 August 2012 for the year ended 31 December 2016.



Arun Kumer Kundu, FCA
Managing Partner
Arun & Company
Chartered Accountants

Dated, Dhaka;
21 May, 2017

BANGLADESH ASSOCIATION OF PUBLICLY LISTED COMPANIES

Ref. No: CM-2017/079

BAPLC

Date of issue :23rd February 2017

Renewed Certificate

This is to certify that

FIRST FINANCE LIMITED

is an Ordinary Member of Bangladesh Association of Publicly Listed Companies and is entitled to all the rights and privileges appertaining thereto.

This certificate remains current until 31st December 2017.



Secretary-General
(Acting)

| 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:	
1. (a)	Work-planning and strategic management:	
1. (a) (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
1. (a) (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
1. (a) (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)	Reformation of Executive Committee:	
(b) (a)	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
(c)	(c) Financial Management:	
(c) (i)	Annual budget and statutory financial statement shall be adopted finally with the approval of the Board.	Complied
(c) (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
(c) (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
(c) (iv)	The Board shall adopt the operation of bank accounts. Groups may be formed the management to operate bank accounts under joint signatures.	Complied
(d)	Management of loan/lease/investments:	
(d) (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

Sl. No.	Particulars	Compliance Status
(d) (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
(d) (iii)	Any syndicated loan/lease/investment proposal must be approved by the Board..	Complied
(e)	Risk Management	
(e) (i)	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
(f)	Internal Control and Compliance Management:	
(f) (i)	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
(g)	Human Resource Management	
(g) (i)	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
(g) (ii)	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
(h)	Appointment of Managing Director & CEO	
	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
(i)	Benefits offer to the Chairman	
(i) (i)	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
2.	Responsibilities of the Chairman of the Board of Directors:	
2. (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
2. (b)	The minutes of the Board meetings shall be signed by the Chairman;	Complied
2. (c)	Chairman shall sign-off the proposal for appointment of Chief Executive Officer and increment of his salaries & allowances;	Complied
3.	Responsibilities of Chief Executive Officer :	
3. (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
3. (b)	Chief Executive Officer shall ensure compliance of Financial Institution Act 1993 and other relevant circulars of Bangladesh Bank and other regulatory authorities;	Complied
3. (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
3. (d)	Chief Executive Officer may re-schedule job responsibilities of employees;;	Complied
3. (e)	Chief Executive Officer may take disciplinary actions against the employees except Sr. Executive Vice President,	Complied
3. (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

| DIRECTOR'S REPORT TO THE SHAREHOLDERS OF FIRST FINANCE LIMITED FOR THE YEAR ENDED DECEMBER 31, 2016 |

DEAR SHAREHOLDERS,

The Directors have the pleasure to place their 24th Annual Report of your company for the year ended on 31st December 2016.

OPERATIONAL PERFORMANCE:

During the year 2016, FFL's Lease/Loan disbursement amount stood at Tk. 1742.99 million as against of Tk. 1637.86 million of preceding year 2015 increasing Tk. 105.13 million. Accordingly recovery is Tk. 2551.45 million as against of Tk. 2204.06 million of the preceding year 2015.

FINANCIAL RESULTS AND PROPOSED APPROPRIATION

In the year 2016 the Company's operational expenses which has been minimized than last year. The Company's net profit after provision and tax is Tk. 50.12 million. The comparative position of working results of the company for years 2016 and 2015 are given follow:

(Tk. in Million)

Description	Year 2016	Year 2015
Operational Income	1036.06	1,146.23
Operational Expenses	(902.12)	(957.91)
Income from Operation	133.94	188.32
Provision for Lease/Loan & Other Assets (net)	(53.66)	(151.87)
Current Tax	(33.42)	(27.22)
Deferred Tax	3.26	0.14
Net profit after tax	50.12	9.37
Profit brought forward	23.55	16.05
Surplus available for Appropriation	73.67	25.42
The Directors recommended the following Appropriation		
Transferred to Statutory Reserve	10.02	1.87
Proposed Stock Dividend	58.11	-
Profit carried forward	5.54	23.55
	73.67	25.42

COMPANY'S CAPITAL:

On 31st December 2016 Company's paid-up capital was 1162.20 million same as previous year. At the end of the year 2016 company's total capital stands at Tk. 1568.81 million comprise of paid-up capital Tk. 1162.20, non-distributable reserve (Statutory Reserve) of Tk. 342.96 million and retained earnings of Tk. 63.65 million respectively.

DIVIDEND

Considering the earned profit, the Board of Directors has recommended 5% Stock Dividend (1 share for every 20 share hold) on the Company's paid-up capital for approval of the shareholders in 24th Annual General Meeting for the year ended December 31, 2016.

DIRECTORS:

In accordance with the Article 117 of the Articles of Association of the company, three Directors are to retire by rotation in the **24th Annual General Meeting**. From the Directors of the Company 1) Mr. A.Q.M. Faisal Ahmed Chowdhury, 2) Mr. Md. Mujibur Rahman Chowdhury (Representative of Qasraj Trading Limited, 3) Mr. Rafayel Bin Mahamud Bhuiyan (Representative of Oparchor Trade International Ltd.) will retire. Being eligible Three of them will offer themselves for re-election in pursuant to Article 118 of the Articles of Association of the company.

Mrs. Rajja Khanam who was the Sponsor Director also the founder Chairman, decided to relinquish her position of Directorship in the Board of Directors for her personal reason. The resignation of Mrs. Rajja Khanam has been accepted in the 272nd meeting held on 28th June, 2016 of the Board of Directors.

Alphabet Systems Limited, one of the Institutional Director of First Finance Limited has shown their intension to change their representative on 11th August ,2016 on 274th Board Meeting and has decided to nominate Ms. Qazi Sauda Afrin instead of Mr.kaiser Robin as the representative of their company in the Board of First Finance Limited. After discussion, the Board has accepted the name of Ms. Qazi Sauda Afrin, as the new representative of Alphabet Systems Limited.

Mr.Almohit Safat Hossain, one of the Independent Directors of the company has resigned from the position of Independent Director on 11th August, 2016 at 274th Board Meeting due to his personal reason and a casual vacancy has been created because of his resignation.

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. Ataul Haq, as another Independent Director to fill up the vacant position on 11th August, 2016 at 274th Board Meeting.

BOARD MEETING

The Board of Directors met 14 (Fourteen) 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 important organizational matters.

AUDITORS

G. Kibria & Co., Chartered Accountants, Sadharan Bima Sadan (5th Floor), 24-25, Dilkusha Commercial Area, Dhaka-1000, Bangladesh served as Auditor of FFL for the year 2016 on their appointment in the 23rd AGM held on June 9, 2016

The auditor, G. kibria & Co. will retire in the 24th AGM of the company. Being eligible under section 212 of the Companies Act, 1994, they have expressed their willingness for re-appointment for the year, 2017.

Meantime, G. Kibria & Co and other 06 (Six) CA Firms have shown their intension to be appointed as our Auditors for the year 2017.

The 283rd Board of Directors of FFL has recommended re-appointment of G. Kibria & Co., Chartered Accountants, Sadharan Bima Sadan (5th Floor), 24-25, Dilkusha Commercial Area, Dhaka-1000, Bangladesh, as the company's Auditor for the year 2017, at a fee of Tk. 1,35,000.00 only for the approval the 24th Annual General Meeting.

CORPORATE GOVERNANCE

Corporate Good 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 Good 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, Shahjalal Islami Bank Limited, Basic Bank Limited, Bangladesh Commerce Bank, Prime Bank Limited, Al-Arafah Islami Bank Limited, IFC Bank Limited, Premier Bank Limited, Southeast Bank Limited, ICB Islamic Bank Limited, National Bank Limited, Bangladesh Development Bank Limited, Pubali Bank Limited, Jamuna Bank Limited, Standard Bank Limited, Standard Chartered Bank Limited, One 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. Faisal Ahmed Chowdhury)

Chairman

সম্মানিত শেয়ারহোল্ডারদের জন্য ৩১ ডিসেম্বর ২০১৬ সমাপ্ত বছরের ফার্স্ট ফাইন্যান্স লিমিটেড এর পরিচালকবৃন্দের প্রতিবেদন

প্রিয় শেয়ারহোল্ডারবৃন্দ,

পরিচালকবৃন্দ কর্তৃক আপনাদের কোম্পানীর ৩১ ডিসেম্বর, ২০১৬ সমাপ্ত বছরের ২৪ তম বার্ষিক প্রতিবেদন উপস্থাপন করা হলো।

পরিচালনাগত কর্মদক্ষতা

কোম্পানী ২০১৫ সালে টাকা ১৬৩৭.৮৬ মিলিয়ন এবং ২০১৬ সালে টাকা ১৭৪২.৯৯ মিলিয়ন ঋণ বিতরণ করেছে যা গত বছরের তুলনায় টাকা ১০৫.১৩ মিলিয়ন বৃদ্ধি পেয়েছে। ২০১৫ সালে ঋণ আদায় হয়েছিল টাকা ২২০৪.০৬ মিলিয়ন এবং ২০১৬ সালে ঋণ আদায় হয়েছে টাকা ২৫৫১.৪৫ মিলিয়ন।

আর্থিক ফলাফল এবং প্রস্তাবিত উপযোজন

২০১৫ সালের তুলনায় ২০১৬ সালে কোম্পানির পরিচালনাগত ব্যয় সংকোচন করা হয়েছে। কর কর্তৃকের পর কোম্পানীর নীট মুনাফা টাকা ৫০.১২ মিলিয়নে দাঁড়িয়েছে।

২০১৬ এবং ২০১৫ সালের কোম্পানীর কাজের আপেক্ষিক অবস্থান নিম্নে দেয়া হলোঃ

(মিলিয়ন টাকা)

বর্ণনা	সাল ২০১৬	সাল ২০১৫
পরিচালনাগত আয়	১০৩৬.০৬	১১৪৬.২৩
পরিচালনাগত ব্যয়	(৯০২.১২)	(৯৫৭.৯১)
পরিচালনাগত মুনাফা	১৩৩.৯৪	১৮৮.৩২
ঋণের জন্য সঞ্চিতি	(৫৩.৬৬)	(১৫১.৮৭)
আয়করের জন্য সঞ্চিতি	(৩৩.৪২)	(২৭.২২)
বিলম্বিত কর	৩.২৬	০.১৪
আয়করজনিত সঞ্চিতিউত্তোর মুনাফা	৫০.১২	৯.৩৭
পূর্ববর্তী বছর হতে আনিত মুনাফা	২৩.৫৫	১৬.০৫
বিভাজনের জন্য মুনাফার পরিমাণ	৭৩.৬৭	২৫.৪২
পরিচালনা পর্ষদ কর্তৃক বিভাজনের সুপারিশ		
বিধিবদ্ধ সঞ্চিতিতে স্থানান্তর	১০.০২	১.৮৭
সুপারিশকৃত স্টক ডিভিডেন্ড	৫৮.১১	-
মুনাফা পরবর্তী বছরে স্থানান্তর	৫.৫৪	২৩.৫৫
	৭৩.৬৭	২৫.৪২

কোম্পানীর মূলধন

২০১৬ সালের ৩১শে ডিসেম্বরে কোম্পানির পরিশোধিত মূলধন পূর্ববর্তী বছরের সমপরিমাণ টাকা ১১৬২.২০ মিলিয়ন। বর্তমানে কোম্পানীর মোট মূলধন এর পরিমাণ দাঁড়িয়েছে টাকা ১৫৬৮.৮১; মিলিয়ন যার মধ্যে পরিশোধিত মূলধন টাকা ১১৬২.২০ মিলিয়ন, অবিতরণযোগ্য সংরক্ষিত তহবিল টাকা ৩৪২.৯৬ মিলিয়ন এবং বন্টনযোগ্য মুনাফা টাকা ৬৩.৬৫ মিলিয়ন।

লভ্যাংশ

পরিচালনা পর্ষদ অনুষ্ঠিতব্য ২৪ তম বার্ষিক সাধারণ সভায় অর্জিত মুনাফার উপর ভিত্তি করে পরিশোধিত মূলধনের উপর ৫ শতাংশ স্টক ডিভিডেন্ড (প্রতি ২০টি শেয়ারের বিপরীতে ১টি শেয়ার) শেয়ারহোল্ডারদের প্রদানের জন্য সুপারিশ করেছে।

পরিচালকবৃন্দ

কোম্পানীর Articles of Association এর অনুচ্ছেদ ১১৭ অনুযায়ী ৩ জন পরিচালক (১) জনাব এ কিউ এম ফয়সাল আহমেদ চৌধুরী, (২) জনাব মো: মুজিবুর রহমান চৌধুরী (প্রতিনিধিত্বকারী প্রতিষ্ঠান ঃ কাসরাজ ট্রেডিং লিমিটেড) (৩) জনাব রাফায়েল বিন মাহামুদ ভুইয়া (প্রতিনিধিত্বকারী প্রতিষ্ঠান ঃ অপারচর ট্রেড ইন্টারন্যাশনাল লিমিটেড) নিয়মানুযায়ী ২৪ তম বার্ষিক সাধারণ সভায় অবসর গ্রহণ করবেন। একই সভায় অনুচ্ছেদ ১১৮ অনুযায়ী তিনজন পরিচালক প্রত্যেকে নিজেদের পুনর্নির্বাচিত করার প্রস্তাব রাখবেন।

ব্যক্তিগত কারণে জনাবা রাজিয়া খানম, কোম্পানীর প্রতিষ্ঠাতা চেয়ারম্যান ও উদ্যোক্তা পরিচালক অত্র প্রতিষ্ঠানের পরিচালনা পর্ষদ সভার পরিচালকের পদ হতে অব্যাহতি প্রদান করেছেন। ২৮ই জুন ২০১৬ তারিখে অনুষ্ঠিত ২৭তম পরিচালনা পর্ষদ সভায় জনাবা রাজিয়া খানম এর অব্যাহতি পত্র গৃহীত হয়।

ফাস্ট ফাইন্যান্স লিমিটেড এর প্রাতিষ্ঠানিক পরিচালক আলফাবেট সিস্টেমস্ লিমিটেড তাদের প্রতিনিধিত্বকারী পরিবর্তনের জন্য ১১ আগস্ট, ২০১৬ তারিখে অনুষ্ঠিত ২৭৪ তম পর্ষদ সভায় ইচ্ছা পোষণ করে এবং সেই অনুযায়ী জনাব কায়সার রবিন এর পরিবর্তে জনাব কাজী সৌদা আফরিন কে মনোনয়নের প্রস্তাব উত্থাপনের প্রেক্ষিতে পরিচালনা পর্ষদ আলফাবেট সিস্টেমস্ লিমিটেড এর নতুন প্রতিনিধিত্বকারী হিসাবে জনাব কাজী সৌদা আফরিন কে অন্তর্ভুক্ত করতে সম্মত হয়।

একই সভায় জনাব আলমোহিত সাফাত হোসেন নিরপেক্ষ পরিচালক পদ হতে অবসর গ্রহণ করেন। ফলে নিরপেক্ষ পরিচালকের উক্ত পদটি শূন্য হয়।

বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন (বিএসইসি)-এর স্মারক নং- এসইসি/সিএমআরআরসিডি/২০০৬-১৫৮ /১৩৪/এডমিন/৪৪, তারিখ আগস্ট ০৭, ২০১২ অনুযায়ী পরিচালনা পর্ষদ ১১ আগস্ট, ২০১৬ তারিখে অনুষ্ঠিত ২৭৪ তম পর্ষদ সভায় জনাব আতাউল হক - কে অন্যতম নিরপেক্ষ পরিচালক হিসাবে নিয়োগদান করেছে।

বোর্ড মিটিং

এ বছর অর্থাৎ ২০১৬ সালে ঋণ দান, তহবিল আহরণ, নতুন ব্যাংক একাউন্ট খোলা এবং সাংগঠনিক গুরুত্বপূর্ণ বিষয়ে সিদ্ধান্ত গ্রহণের জন্য ১৪ বার পরিচালনা পর্ষদের সভা অনুষ্ঠিত হয়েছে।

বহিঃনিরীক্ষক নিয়োগ

৯ই জুন ২০১৬ -এ অনুষ্ঠিত ২৩ তম বার্ষিক সাধারণ সভায় নিয়োগ প্রাপ্ত G. Kibria & Co. চার্টার্ড অ্যাকাউন্টেন্ট, সাধারণ বীমা সদন (৫মতলা), ২৪-২৫, দিলকুশা বানিজ্যিক এলাকা, ঢাকা-১০০০, বাংলাদেশ, ফাস্ট ফাইন্যান্স লিমিটেড এর অডিটর হিসাবে নিয়োজিত ছিলেন। কোম্পানীর ২১২ ধারা অনুযায়ী আরো ০৬ টি চার্টার্ড অ্যাকাউন্টেন্ট ফার্মের পাশাপাশি জি. কিবরিয়া এন্ড কোং ২০১৭ সালের অডিটের জন্য পুনঃনিয়োগের ইচ্ছা প্রকাশ করেন।

পরিচালনা পর্ষদ ২৮৩ তম সভায় জি. কিবরিয়া এন্ড কোং, চার্টার্ড অ্যাকাউন্টেন্ট, সাধারণ বীমা সদন (৫মতলা), ২৪-২৫, দিলকুশা, বানিজ্যিক এলাকা ঢাকা-১০০০, বাংলাদেশ কে টাকা ১,৩৫,০০০ (এক লক্ষ পঁয়ত্রিশ হাজার) পারিশ্রমিক নির্ধারণ পূর্বক ২০১৭ সালের বহিঃ নিরীক্ষক হিসাবে দায়িত্ব পালনের জন্য অনুমোদন প্রদানের জন্য ২৪তম বার্ষিক সাধারণ সভায় সুপারিশ করেছেন।

কর্পোরেট সুশাসন

কর্পোরেট সুশাসন এমন একটি পদ্ধতি যার মাধ্যমে কোম্পানী পরিচালিত, নির্দেশিত এবং নিয়ন্ত্রিত হয়, কোম্পানির পরিচালনা পর্ষদ শেয়ারহোল্ডারদের কাছে দায়বদ্ধ। বি.এস.ই.সি. এর চাহিদা অনুসারে পরিচালনা পর্ষদ তার দায়িত্ব পরিপালন করে। এই বার্ষিক রিপোর্টে কর্পোরেট সুশাসন এর উপর একটি আলাদা প্রতিবেদন যুক্ত করা হয়েছে।

স্বীকারোক্তি

ফাস্ট 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, শাহজালাল ইসলামী ব্যাংক লিঃ, বেসিক ব্যাংক লিঃ, বাংলাদেশ কমার্স ব্যাংক লিঃ, 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, পূবালী ব্যাংক লিঃ, যমুনা ব্যাংক লিঃ, স্ট্যান্ডার্ড ব্যাংক লিঃ, স্ট্যান্ডার্ড চার্টার্ড ব্যাংক লিঃ, ওয়ান ব্যাংক লিঃ, মধুমতি ব্যাংক লিঃ, ফার্মারস্ 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 পরিচালকমন্ডলী গভীরভাবে ধন্যবাদ জানাতে চায় রেজিস্ট্রার অব জয়েন্ট স্টক কোম্পানীজ্ এন্ড ফার্মস (আরজেএসসি), বাংলাদেশ ব্যাংক, বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন (বিএসইসি), ঢাকা স্টক এক্সচেঞ্জ লিঃ, চট্টগ্রাম স্টক এক্সচেঞ্জ লিঃ এবং সিডিবিএল কে তাদের অপরিমেয় সহায়তার জন্য। কোম্পানীর পরিচালকমন্ডলী ব্যবস্থাপনা কমিটিকে কোম্পানীর প্রতি তাদের অকৃত্রিম প্রতিশ্রুতি এবং উৎসর্গের জন্য আরো সাধুবাদ জ্ঞাপন করতে চায়।

পরিচালনা পর্ষদের পক্ষে

স্বাক্ষর

(এ.কিউ. এম. ফয়সাল আহমেদ চৌধুরী)

চেয়ারম্যান

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

We have audited the accompanying financial statements of First Finance Limited, which comprise the Balance Sheet as at 31 December, 2016, the Profit and Loss Account, Statement of Changes in Shareholders' Equity and Statement of Cash Flows 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), the Financial Institution Act 1993, the rules and regulations issued by the Bangladesh Bank, the Companies Act 1994, the Securities and Exchange Rules 1987 and other applicable laws and regulations and for such internal control as management determines is necessary to enable the preparation of financial statements are free from material misstatements, 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 (BSA). Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud and error. In making those risk assessments, we consider internal control relevant to the entity's preparation and fair presentation of financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purposes 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 financial statements presentation.

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

- i. The Company did not maintain required amount of provision for loans and advances as per the circular of Bangladesh Bank. As disclosed in note 14.1 regarding provision for loans and advances, the shortfall of provision for loans and advances is amounting to (Tk. 458, 423,039 - Tk. 391, 335,176) Tk. 67, 087,864.
- ii. The Company management made shortfall in provision for income tax amounting to Tk. 21,961,092. If this amount has been considered in this account, net profit of the Company would have been reduced by the same amount which also affects the EPS and performance of the Company significantly.

Qualified Opinion

In our opinion, except for the effects of the matter described in the Basis for Qualified Opinion paragraph, the financial statements present fairly, in all material respects, the financial position of the **First Finance Limited** as at December 31, 2016 and its financial performance and its cash flows for the year then ended in accordance with Bangladesh Financial Reporting Standards (BFRS), and comply with the Financial Institution Act 1993, the rules and regulations issued by the Bangladesh Bank, the Companies Act 1994, the Securities and Exchange Rules 1987 and other applicable laws and regulations.

Emphasis of Matter

We draw attention to the following matters, though our opinion is not qualified in respect of the same:

- a) Difference between balance in general ledger Loans and Advances and FICL statement prepared by the Company was Tk. 231,619,230, the matter should be reconciled immediately.

- b) First Finance Ltd. sanctioned a loan to one of its director amounting to Tk 70 lac, contravening the section 103 of Company Act 1994.
- c) Referring to Note No. 25 of the notes to the financial statements, unrealized amount needs to be accounted for as receivable.
- d) For fair presentation of financial statements management should follow the accrual basis in recognizing the interest income from Fixed Deposit.
- e) The Company needs to establish the Workers Profit Participation Fund (WPPF) complying the Labour Act 2006 and as amended.

Report on Other Legal and Regulatory Requirements

We also report that:

- a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;
- b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appeared from our examination of those books;
- c) the Company's Balance Sheet and Profit and Loss Account dealt with by the report are in agreement with the books of account;
- d) the expenditure incurred and payment made were for the purpose of the Company's business;
- e) the financial statements have been drawn up in conformity with the rules and regulations issued by Bangladesh Bank to the extent applicable for the Company;
- f) the Company has followed the instructions issued by Bangladesh Bank in matters of loan/advance classification, provisioning and suspension of interest;
- g) the Company has complied with the relevant laws pertaining to reserves and maintenance of liquid assets;
- h) Cash Reserve Requirement (CRR) and Statutory Liquidity Reserve (SLR) with Bangladesh Bank have been maintained as per rule;
- i) proper measures have been taken to eliminate the irregularities mention in the inspection report of Bangladesh Bank and the instructions issued by Bangladesh Bank and other regulatory authorities have been complied properly.
- j) the information and explanations required by us have been received and found satisfactory.
- k) we are not aware of any other matters, which are required to be brought to the notice of the shareholders of the Company;
- l) 80% of the risk-weighted assets of the Company have been audited by us and we have spent around 586 person hours.

Sd/-

G. Kibria & Co.
Chartered Accountants

Dated: Dhaka:
27th April, 2017

First Finance Limited

Balance Sheet

As at 31 December 2016

	<u>Notes</u>	<u>As at 31 December</u>	
		<u>2016</u> <u>Taka</u>	<u>2015</u> <u>Taka</u>
PROPERTY AND ASSETS			
Cash	3	86,144,477	114,583,437
In hand (including foreign currencies)		75,237	88,955
Balance with Bangladesh Bank and its agent bank(s) (including foreign currencies)		86,069,240	114,494,482
Balance with other banks and financial institutions	4	374,568,738	1,084,762,397
Inside Bangladesh	4.1	374,568,738	1,084,762,397
Outside Bangladesh	4.2	-	-
Money at call and on short notice	5	-	-
Investments	6	43,026,130	46,631,443
Government securities		-	-
Other investments		43,026,130	46,631,443
Loans and advances		9,150,852,504	8,890,474,710
Loans, cash credits, overdrafts, etc.	7	9,150,852,504	8,890,474,710
Bills purchased and discounted	8	-	-
Fixed assets including premises, furniture and fixtures	9	147,038,314	162,522,266
Other assets	10	382,267,505	341,403,792
Non-banking assets	11	133,989,484	133,989,484
Total Assets		<u>10,317,887,152</u>	<u>10,774,367,529</u>
LIABILITIES AND CAPITAL			
Liabilities			
Borrowings from other banks, financial institutions and agents	12	1,441,084,778	1,138,765,309
Deposits and other accounts	13	5,535,081,811	6,606,356,425
Current deposits and other accounts		-	-
Bills payable		-	-
Savings bank deposits		-	-
Fixed/term deposits		5,528,431,811	6,601,009,425
Monthly Savings Scheme		6,650,000	5,347,000
Bearer certificate of deposit		-	-
Other deposits		-	-
Other liabilities	14	1,772,909,243	1,510,559,083
Total Liabilities		<u>8,749,075,831</u>	<u>9,255,680,817</u>
Capital/ Shareholders' Equity			
Paid-up capital	15	1,162,202,580	1,162,202,580
Statutory reserve	16	342,960,175	332,935,253
General reserve	17	-	-
Retained earnings	18	63,648,566	23,548,879
Total Shareholders' Equity		<u>1,568,811,321</u>	<u>1,518,686,712</u>
Total Liabilities and Shareholders' Equity		<u>10,317,887,152</u>	<u>10,774,367,529</u>

	<u>Notes</u>	As at 31 December	
		<u>2016</u> <u>Taka</u>	<u>2015</u> <u>Taka</u>
Off-Balance Sheet Items			
Contingent liabilities			
Acceptances and endorsements	19	-	-
Letters of guarantee	19.1	-	-
Irrevocable letters of credit		-	-
Bills for collection		-	-
Other contingent liabilities		-	-
		<hr/>	<hr/>
Commitments			
Documentary credits and short term trade-related transactions	19.2	-	-
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		-	-
		<hr/>	<hr/>
Total off-Balance Sheet items including contingent liabilities		<hr/> - <hr/>	<hr/> - <hr/>
Net Asset Value Per Share (NAV)		<hr/> 13.50 <hr/>	<hr/> 13.07 <hr/>

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

for First Finance Limited

Sd/-	Sd/-	Sd/-	Sd/-
<hr/>	<hr/>	<hr/>	<hr/>
Sarwar Shafiq Company Secretary	Md. Mohashin Miah Managing Director & CEO	Md. Mujibur Rahman Chowdhury Vice Chairman	A.Q.M Faisal Ahmed Chowdhury Chairman

Signed in terms of our report of even date annexed

Dated, Dhaka
27 April, 2017

Sd/-

G. Kibria & Co.
Chartered Accountants

First Finance Limited
Profit & Loss Account
For the year ended 31 December 2016

	Notes	<u>For the year ended 31 December</u>	
		2016	2015
		Taka	Taka
Operating Income			
Interest income	21	896,671,007	863,125,947
Interest paid on deposits, borrowings, etc.	22	(703,439,242)	(756,731,713)
Net interest income		193,231,766	106,394,234
Investment income	23	(131,990)	(2,011,966)
Commission, exchange and brokerage	24	-	-
Other operating income	25	139,525,587	285,111,740
		139,393,598	283,099,774
Total operating income (a)		332,625,363	389,494,008
Operating Expenses			
Salary and allowances	26	75,951,771	68,418,429
Rent, taxes, insurance, electricity, etc.	27	18,861,876	18,395,473
Legal expenses	28	647,456	2,366,305
Postage, stamps, telecommunication, etc.	29	7,773,145	10,781,567
Stationery, printing, advertisement, etc.	30	7,327,896	16,525,098
Chief Executive Officer's salary and fees	31	3,089,161	2,700,000
Directors' fees	32	556,000	710,000
Auditors' fee	33	135,000	135,000
Depreciation and repair of company's assets	34	30,751,718	42,640,372
Other expenses	35	53,587,810	38,503,159
Total operating expenses (b)		198,681,833	201,175,402
Profit before provision (c = a-b)		133,943,530	188,318,606
Provision against loans and advances	14.1	57,378,175	148,500,454
Provision for diminution in value of investments	14.3	(3,715,711)	2,804,259
Provision against others assets		-	566,000
Provision for off-balance sheet items/ exposure		-	-
Total provision (d)		53,662,464	151,870,713
Profit before taxation (e = c-d)		80,281,066	36,447,893
Provision for taxation (f):			
Current tax	14.4	33,416,406	27,224,242
Deferred tax	14.5	(3,259,949)	(146,436)
		30,156,457	27,077,806
Profit after taxation (g = e - f)		50,124,609	9,370,087
Retained earnings, brought forward		23,548,879	71,395,789
Profit available for appropriation		73,673,487	80,765,876

	Notes	For the year ended 31 December	
		2016 Taka	2015 Taka
Appropriations:			
Statutory reserve		10,024,922	1,874,017
Bonus shares		-	55,342,980
Cash dividend		-	-
General reserve		-	-
		10,024,922	57,216,997
Retained earnings, carried forward		63,648,566	23,548,879
Earnings Per Share (EPS)		0.43	0.08

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

for First Finance Limited

Sd/-	Sd/-	Sd/-	Sd/-
Sarwar Shafiq Company Secretary	Md. Mohashin Miah Managing Director & CEO	Md. Mujibur Rahman Chowdhury Vice Chairman	A.Q.M Faisal Ahmed Chowdhury Chairman

Signed in terms of our report of even date annexed

Dated, Dhaka
27 April, 2017

Sd/-

G. Kibria & Co.
Chartered Accountants

First Finance Limited
Statement of changes in shareholders' equity
For the year ended 31 December 2016

Particulars	Paid-up Capital	Statutory Reserve	General Reserve	Retained Surplus	Total
	Taka	Taka	Taka	Taka	Taka
Balance as on 01 January 2015	1,106,859,600	331,061,235	-	71,395,789	1,509,316,624
Bonus Share Issued for 2014	55,342,980	-	-	(55,342,980)	-
Right Shares Issued	-	-	-	-	-
Net Profit for the year ended 31 December, 2015	-	-	-	9,370,088	9,370,088
Addition made during the year	-	1,874,018	-	(1,874,018)	-
Appropriation made during the year	-	-	-	-	-
Balance as on 31 December 2015	1,162,202,580	332,935,253	-	23,548,879	1,518,686,712
Balance as on 01 January 2016	1,162,202,580	332,935,253	-	23,548,879	1,518,686,712
Bonus Share Issued for 2015	-	-	-	-	-
Right Shares Issued	-	-	-	-	-
Net Profit for the year ended 31 December, 2016	-	-	-	50,124,609	50,124,609
Addition made during the year	-	10,024,922	-	(10,024,922)	-
Appropriation made during the year	-	-	-	-	-
Balance as on 31 December 2016	1,162,202,580	342,960,175	-	63,648,566	1,568,811,321

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

for First Finance Limited

Sd/-	Sd/-	Sd/-	Sd/-
Sarwar Shafiq Company Secretary	Md. Mohashin Miah Managing Director & CEO	Md. Mujibur Rahman Chowdhury Vice Chairman	A.Q.M Faisal Ahmed Chowdhury Chairman

Signed in terms of our report of even date annexed

Dated, Dhaka
27 April, 2017

Sd/-
G. Kibria & Co.
Chartered Accountants

First Finance Limited
Statement of Cash Flows
For the year ended 31 December 2016

Particulars	For the year ended 31 December	
	2016 Taka	2015 Taka
A) Cash Flows from Operating Activities		
Interest received	814,794,371	863,125,947
Interest paid	(732,422,384)	(756,743,379)
Dividend received	573,305	5,111,658
Paid to employees	(79,040,932)	(71,118,429)
Income taxes paid	(38,478,108)	(103,509,352)
Received from other operating activities	139,525,587	285,111,740
Paid for other operating activities	(98,672,972)	(106,288,998)
Cash generated from operating activities before changes in operating assets and liabilities	6,278,867	115,689,189
Increase/(decrease) in operating assets liabilities		
Loans and advances to customers	(260,377,794)	(903,530,944)
Other assets	40,863,713	26,489,473
Deposit from customers	(1,071,274,614)	1,203,304,970
Other liabilities	262,350,160	620,895,402
	(1,028,438,535)	947,158,901
Net cash from/(used in) operating activities	(1,022,159,668)	1,062,848,090
B) Cash Flows from Investing Activities		
Purchase of fixed assets	(5,373,658)	(18,710,256)
Proceeds from sale of vehicle	-	2,000,000
Proceeds from other investments	3,605,314	(4,713,264)
Proceeds from sale of non financial institutional assets	-	11,984,742
Net cash from/(used in) investing activities	(1,768,344)	(9,438,778)
C) Cash Flows from Financing Activities		
Dividend paid	-	-
Receipt from borrowing and issuance of debt securities	285,295,395	(1,103,869,103)
Net cash from/(used in) financing activities	285,295,395	(1,103,869,103)
D) Net increase in cash and cash equivalents (A+B+C)	(738,632,618)	(50,459,791)
E) Effect of exchange rate changes on cash and cash equivalents	-	-
F) Cash and cash equivalents at beginning of the year	1,199,345,834	1,249,805,625
G) Cash and cash equivalents at end of the year (D+E+F)	460,713,216	1,199,345,834
Cash and cash equivalents at the end of the year:		
Cash in hand	75,237	88,955
Balance with Bangladesh Bank and its agents bank(s)	86,069,240	114,494,482
Balance with other banks and financial institutions	374,568,738	1,084,762,397
	460,713,216	1,199,345,834
Net operating Cash flow per share	(8.80)	9.15

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

for First Finance Limited

Sd/-	Sd/-	Sd/-	Sd/-
Sarwar Shafiq Company Secretary	Md. Mohashin Miah Managing Director & CEO	Md. Mujibur Rahman Chowdhury Vice Chairman	A.Q.M Faisal Ahmed Chowdhury Chairman

Signed in terms of our report of even date annexed

Sd/-

G. Kibria & Co.
Chartered Accountants

Dated, Dhaka
27 April, 2017

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

As at 31 December 2016

Amount in Taka

Particulars	Upto 1 month	1 - 3 months' maturity	3 - 12 months' maturity	1 - 5 years' maturity	More than 5 years'	Total
Assets						
Cash	75,237	-	-	-	-	75,237
Balance with Bangladesh Bank and its agent bank(s)	1,396,213	-	86,069,240	-	-	87,465,453
Balance with other banks and financial institutions	-	103,172,526	270,000,000	-	-	373,172,526
Money at call and on short notice	-	-	-	-	-	-
Investments	-	-	28,991,840	-	-	28,991,840
Loans and advances	1,077,929,205	1,388,924,124	3,218,338,301	2,337,226,871	1,128,434,003	9,150,852,504
Fixed assets including assets taken on lease	-	-	-	-	147,038,314	147,038,314
Other assets	-	-	-	-	382,267,505	382,267,505
Non-Banking assets	-	-	-	-	133,989,484	133,989,484
Total Assets	1,079,400,655	1,492,096,650	3,603,399,382	2,337,226,871	1,791,729,306	10,303,852,862
Liabilities						
Borrowings from Bangladesh Bank, other banks, financial institutions and agents	499,709,543	73,012,447	340,017,222	283,391,648	244,953,918	1,441,084,778
Deposits and other accounts	527,770,205	1,283,845,641	3,194,836,076	485,794,619	42,835,270	5,535,081,811
Provision and other liabilities	30,959,086	107,146,936	79,386,951	75,664,575	1,465,717,404	1,758,874,952
Total Liabilities	1,058,438,834	1,464,005,024	3,614,240,249	844,850,842	1,753,506,592	8,735,041,541
Net Liquidity Excess/(Shortage)	20,961,821	28,091,626	(10,840,868)	1,492,376,029	38,222,714	1,568,811,321

for First Finance Limited

Sd/-

Sarwar Shafiq
Company Secretary

Sd/-

Md. Mohashin Miah
Managing Director & CEO

Sd/-

Md. Mujibur Rahman Chowdhury
Vice Chairman

Sd/-

A.Q.M Faisal Ahmed Chowdhury
Chairman

Signed in terms of our report of even date annexed

Sd/-

Dated, Dhaka
27 April, 2017

G. Kibria & Co.
Chartered Accountants

First Finance Limited

Notes to the Financial Statements

For the year ended 31 December 2016

1.00 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, Chittagong Branch, Sylhet Branch, Board Bazar Branch & 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.

2.00 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 have been 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 BFRSs, 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) **Statement of cash flows**

BFRS: The statement of cash flows 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.

2.02 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.

2.02.1 Going Concern:

The financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business.

2.02.2 Functional Currency and Presentation Currency:

The financial statements are prepared and presented in Bangladesh Currency (Taka), which is the Company's functional currency. All financial information presented have been rounded off to the nearest Taka except where indicated otherwise.

2.02.3 Use of estimates and judgments:

The preparation of financial statements in conformity with Bangladesh Financial Reporting Standards (BFRSs) requires management to make judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, revenue and expenses. It also requires disclosures of contingent assets and contingent liabilities at the date of the financial statements. Provisions and accrued expenses are recognized in the financial statement in line with the Bangladesh Accounting Standard (BAS) 37 "Provisions, Contingent Liabilities and Contingent Assets" when-

- the Company has a legal or constructive obligation as a result of past event.
- it is probable that an outflow of economic benefit will be required to settle the obligation.
- a reliable estimate can be made of the amount of the obligation.

The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the result of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. 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.

2.02.4 Materiality and Aggression:

Each material item considered by management as significant has been presented separately in financial statements. No amount has been set off unless the company has a legal right to set off the amount and intends to settle on net basis. Income and expenses are presented on a net basis only when permitted by the relevant accounting standards.

2.02.5 Foreign Currency Translation:

Transactions in foreign currencies are translated to Bangladesh Taka at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities are converted at the rates prevailing at the Balance Sheet date. Non-monetary assets and liabilities denominated in foreign currencies, stated at historical cost are translated into Bangladesh Taka at the exchange rate ruling at the date of transaction.

2.02.6 Reporting Period:

The financial statements cover one year from 01 January, 2016 to 31 December, 2016.

2.03 Revenue recognition:

2.03.1 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 Balance Sheet as lease investment and rental on that investments receivable beyond Balance Sheet date up to the lease period have been shown as unearned lease rental with corresponding debit in lease investment.

2.03.2 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.

2.03.3 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.

2.03.4 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.

2.03.5 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 Profit & Loss Account. 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**)

2.04 Books of accounts

The Company maintained books of account for main business electronically through soft automation.

2.05 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%

2.06 Provision for bad and doubtful debts/investment

Provisions for leased assets have been made on the basis of Bangladesh Bank FID circular nos. 14, 08 and 01, dated 26 June 2000, 03 August 2002 respectively 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 Balance Sheet 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	100%

2.07 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 40.00%. However, any short/ excess provision, if any, is accounted for the year of finalization of assessment.

b) Total required provision for taxation up to 2016 has been calculated at BDT 37.05 crore and there against an amount of BDT 28.62 crore has been accounted for in the Financial Statements. Full provision was not made due to court cases pending with Appellate Division of Supreme Court for resolution.

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 Balance Sheet date. The impact on the account of changes in the deferred tax assets and liabilities has also been recognized in Profit and Loss Account as per BAS-12 "Income Taxes".

2.08 Non-banking assets

This represents assets acquired by the company as per judgment of Honorable court against loan/lease. Previously, it was "Non-financial institution assets" which has been re-named but no impact in the FS has been done.

2.09 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.

2.10 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.

2.11 Interest on bank loan

Interest on bank loan is accounted for on an accrual basis and charged to Profit & Loss Account under the head “Interest paid on deposits, borrowing etc.” at the implicit rate of interest.

2.12 Statement of Cash Flows

Statement of Cash Flow has been prepared in accordance with BAS – 7 (direct method) following the format given by the Bangladesh Bank vide DFIM Circular No-11 dated 23 December 2009.

2.13 Consolidation procedure

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

2.14 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 2016.

2.15 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.

2.16 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.

2.16.1 Asset/Liability management

The Company has an Asset-Liability Committee (ALCO) to monitor financial risk and liquidity risk of the Company. The financial 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, deposits and lending pricing strategy and the liquidity contingency plan on a regular basis.

2.16.2 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.

2.16.3 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 an effective Anti-Money Laundering Program in line with Anti-Money Laundering Act and Bangladesh Bank guidelines. The Company employed a Chief Anti-Money Laundering Compliance Officer (CAMLCO) 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.

2.17 Head Office and Branches

The Company’s Head Office is located at Jahangir Tower (3rd Floor), 10 Kawran Bazar, Dhaka- 1215.

The branches are located at:

- i. **Corporate Branch** : Jahangir Tower (3rd Floor), 10 Kawran Bazar, Dhaka-1215.
- ii. **Chittagong Branch** : S. S. Tower (2nd Floor), 423-440, Sheikh Mujib Road, Chowmuhani, Agrabad C/A, Chittagong.
- iii. **Gulshan Branch** : Gulshan Bhaban, Plot No. 355 (Ground Floor), A.K. Khandaker Sarak, Mohakhali, Dhaka-1212.
- iv. **Sylhet Branch** : Lovely complex (2nd & 3rd Floor), East Dargah Gate, Sylhet.
- v. **Board Bazar Branch** : Member Complex (3rd & 4th Floor), Board Bazar, Gazipur-1704.
- vi. **Wari Branch** : Bakul Tola Complex (2nd Floor), Plot No-6, Folder Street, Wari, Dhaka-1203.

2.18 Components of financial statements

These financial statements consist of Balance Sheet, Profit & Loss Account, Statement of Cash Flows and Statement of changes in shareholders' equity and notes thereto.

2.19 Auditors' working hours

The external auditors, G. Kibria & Co, Chartered Accountants, of the Company worked more than 586 hours covering more than 80% of the Company's risk weighted assets at the reporting date.

2.20 Regulatory and legal compliance

The Company complied with the requirements of applicable laws and regulations

As at 31 December

	2016	2015
	<u>Taka</u>	<u>Taka</u>

3 Cash
Cash in hand (including foreign currencies)

In local currency	75,237	88,955
In foreign currency	-	-
	75,237	88,955

**Balance with Bangladesh Bank and its agent bank(s)
(including foreign currencies)**

In local currency	86,069,240	114,494,482
In foreign currency	-	-
	86,069,240	114,494,482
	86,144,477	114,583,437

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)	69,934,490	51,583,488
Actual reserve maintained	86,069,240	114,494,482
Surplus	16,134,750	62,910,994

(b) Statutory liquidity ratio (SLR)

Required reserve (5% of total liabilities)	251,796,244	168,842,128
Actual reserve maintained	460,713,216	1,199,345,834
Cash in hand	75,237	88,955
Balance with Bangladesh Bank and its agent bank(s)	86,069,240	114,494,482
Balance with other banks and financial institutions	374,568,738	1,084,762,397

Surplus	208,916,972	1,030,503,706
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Total required reserve	321,730,734	220,425,616
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Total actual reserve maintained	460,713,216	1,199,345,834
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Total surplus	138,982,482	978,920,219
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4 Balance with other banks and financial institutions

Inside Bangladesh (note 4.1)	374,568,738	1,084,762,397
Outside Bangladesh (note 4.2)	-	-
	374,568,738	1,084,762,397

		As at 31 December	
		2016	2015
		Taka	Taka
4.1	Inside Bangladesh		
	Current accounts with:		
	Bangladesh Commerce Bank Ltd., Principal Branch, Dhaka	3,250	3,250
	IFIC Bank Ltd., Agrabad Branch, Chittagong	114,981	114,981
	National Bank Ltd., Kawran Bazar Branch, Dhaka	50,425	51,365
	Jamuna Bank Ltd., Motijheel Branch, Dhaka	5	5
	Al-Arafah Islami Bank Ltd., Progati Sarani Branch, Dhaka	794,871	10,885
	Prime Bank Ltd., Ring Road Branch, Dhaka	4,070	5,220
	Bangladesh Development Bank Ltd., Principal Branch, Dhaka	7,212	7,902
	South Bangla Agricultural Bank Ltd., Principal Branch, Dhaka	44,285	45,585
	Standard Bank Ltd., Imamgonj Branch, Dhaka	1	1
	One Bank Ltd., Kawran Bazar Branch, Dhaka	327,775	415,125
	Social Islami Bank Ltd., Mouchak Branch, Dhaka	14,320	16,105
	Midland Bank Ltd., Principal Branch	32,974	80,019
	The Farmers Bank Ltd., Gulshan Branch	-	12
	BASIC Bank Ltd., Bashundhara Br.	2,045	3,138
	Sub-total	1,396,213	753,591
	Short-term deposit accounts with:		
	United Commercial Bank Ltd., Kawran Bazar Branch, Dhaka	811,778	2,102,678
	IFIC Bank Ltd., Dhanmandi Branch, Dhaka	730,679	952,797
	IFIC Bank Ltd., Dhanmandi Branch IPO	2,166,776	2,132,532
	ICB Islami Bank Ltd., Kawran Bazar Branch, Dhaka	11,475	11,590
	Social Islami Bank Ltd., Principal Branch, Dhaka	328,111	328,111
	Shajalal Islami Bank Ltd., For.x Branch, Dhaka	19,240	20,540
	Shajalal Islami Bank Ltd., Kawran Bazar Branch, Dhaka	780,599	762,418
	Mercantile Bank Ltd., Elephant Road Branch, Dhaka	7,535	10,640
	Uttara Bank Ltd., Local Office, Dhaka	3,957	20,290
	United Commercial Bank Ltd, Kawran Bazar Branch Dividend	8,217,545	792,556
	Mutual Trust Bank Ltd., Principal Branch, Dhaka	55,447	55,166
	IFIC Bank Ltd., Sheikh Mujib Road Branch, Chittagong	4,699,391	11,083,182
	Bank Asia Ltd., Mohakhali Branch, Dhaka	774,786	1,629,317
	Bangladesh Commerce Bank Ltd., Bangshal Branch, Dhaka	23,595	24,237
	Southeast Bank Ltd., Dhanmondi Branch, Dhaka	27	27
	Bank Asia Ltd., Sylhet Main Branch, Sylhet	2,251,259	4,821,036
	IFIC Bank Ltd., Gulshan Branch, Dhaka	4,052,198	3,745,875
	IFIC Bank Ltd., Kawranbazar Branch, Dhaka	55,320,399	6,804,116
	NRB Commercial Bank Ltd, Principal Branch, Dhaka	7,150	8,300
	One Bank Ltd, Kawranbazar Branch, Dhaka	1,217,975	3,628,176
	Mutual Trust Bank Ltd., Principal Branch, Dhaka (Right Share)	343,232	335,235
	Mutual Trust Bank, Principal Branch (Fraction)	63,989	63,470
	Premier Bank Ltd., B.Bazar Branch	3,791,009	11,743,751
	Brac Bank Ltd., Asadgate Branch	597,922	3,630,989
	Eastern Bank Ltd., Sonargoan Road Branch	1,952,590	756,455
	IFIC Bank Board Bazar Branch	169,089	940,056
	IFIC Bank Motijheel Branch	5,221,854	10,560,058
	Bank Asia Ltd, Corpt. Branch, Dhaka	9,544,303	17,035,725
	Modhumoti Bank Ltd., Kanchan Branch	8,615	9,482
	Sub-total	103,172,526	84,008,806
	Fixed deposit accounts with:		
	Peoples Leasing & Financial Services Ltd.	100,000,000	600,000,000
	Reliance Finance Ltd.	100,000,000	100,000,000
	FAS Finance Ltd.	-	300,000,000
	International Leasing and Financial Services Limited	70,000,000	-
	Sub-total	270,000,000	1,000,000,000
	Grand Total	374,568,738	1,084,762,397

		As at 31 December 2016	
		2016	2015
		Taka	Taka
4.2	Outside Bangladesh	-	-
4.3	Maturity grouping of balances with other banks and financial institutions		
	On demand	104,568,738	84,762,397
	Upto 3 months	-	-
	Over 3 months but upto 1 year	270,000,000	1,000,000,000
		374,568,738	1,084,762,397
5	Money at call and on short notice	-	-
6	Investments		
6.1	Government securities		
	Treasury bills	-	-
	National Investment Bonds	-	-
	Bangladesh Bank Bill	-	-
	Government notes/bonds	-	-
	Prize bonds	-	-
	Others	-	-
6.2	Other investments (note 6.2.1)	46,631,443	49,041,803
		46,631,443	49,041,803
6.2.1	Other investments - in shares and debentures		

Name of company	No. of shares	Cost Value / Taka	Cost price/Taka	
			31 Dec 2016	31 Dec 2015
AB Bank Ltd.	107,893	44.20	4,768,870	5,211,429
Bay Leasing and Investment Limited	106,950	77.58	8,297,181	8,297,205
Bangladesh Export Import Company Ltd.	117,250	26.28	3,081,330	3,685,736
CVO Petrochemical Refinery Limited	2,304	283.44	653,046	668,820
Dhaka Electric Supply Company Limited	42,429	63.01	2,673,451	2,925,399
Islamic Finance & Investment Limited	81,872	19.15	1,567,849	1,638,088
Keya Cosmetics Limited	50,000	10.74	537,000	1,271,124
Lafarge Surma Cement Limited	15,000	80.79	1,211,816	1,082,410
National Bank Ltd.	96,833	9.31	901,515	1,088,072
National Credit and Commerce Bank Ltd.	37,172	11.76	437,143	672,060
Pragati Insurance Limited	65,185	101.20	6,596,722	6,596,722
Powergrid Company of Bangladesh Ltd.	20,000	57.23	1,144,600	1,557,529
Peoples Leasing and finance Services Ltd.	35,000	15.74	550,900	389,705
RAK Ceramics (Bangladesh) Limited	21,189	65.66	1,391,270	1,786,862
Shahjalal Islami Bank Ltd.	37,950	20.31	770,765	973,765
Summit Power Limited	30,096	36.10	1,086,466	1,143,718
Union Capital Limited	33,395	16.52	551,685	981,898
United Airways (BD) Limited	55,000	5.95	327,250	503,800
The Acme Laboratories Limited	18,186	105.46	1,917,896	-
Aftab Automobiles Limited	25,000	57.26	1,431,623	-
Agni Systems Limited	3,400	18.63	63,342	-
Bangladesh Steel Re-rolling Mills Limited	10,000	94.71	947,100	-
Beximco Pharmaceuticals Limited	5,000	87.91	439,550	-
Delta Spinners Limited	19,000	7.89	149,910	-
First Bangladesh Fixed Income Fund	100,000	6.43	643,200	-
IFAD Autos Limited	360	88.13	31,727	-
Orion Pharma Limited	20,000	42.65	852,924	-
Appollo Ispat	22,400	-	-	417,012
GSP Finance BD	49,000	-	-	699,728
Januma Oil Co.	5,000	-	-	776,700
Karnaphuli Insurance Company Ltd.	15,503	-	-	353,778
Meghna Petroleum Limited	6,900	-	-	1,080,189
MJL Bangladesh Limited	4,000	-	-	381,520
Olympic Accessories Limited	15,680	-	-	578,199
The Peninsula Chittagong Limited	14,700	-	-	432,474
Unique Hotel & Resorts Limited	20,000	-	-	978,021
United Commercial Bank Ltd.	21,000	-	-	459,480
Total			43,026,130	46,631,443

As at 31 December 2016

	Cost Price Taka	Realisable Value Taka
6.3 Valuation of investments		
Government securities:		
Treasury bills	-	-
Government bonds	-	-
T & T bonds & Prize Bonds	-	-
Debentures - House Building Finance Corporation	-	-
Others: Shares (quoted)		
AB Bank Ltd.	4,768,870	2,406,014
Bay Leasing and Investment Limited	8,297,181	2,620,275
Bangladesh Export Import Company Ltd.	3,081,330	3,048,500
CVO Petrochemical Refinery Limited	653,046	476,237
Dhaka Electric Supply Company Limited	2,673,451	1,964,463
Islamic Finance & Investment Limited	1,567,849	1,580,130
Keya Cosmetics Limited	537,000	665,000
Lafarge Surma Cement Limited	1,211,816	1,231,500
National Bank Ltd.	901,515	987,697
National Credit and Commerce Bank Ltd.	437,143	468,367
Pragati Insurance Limited	6,596,722	1,766,514
Powergrid Company of Bangladesh Ltd.	1,144,600	1,080,000
Peoples Leasing and finance Services Ltd.	550,900	332,500
RAK Ceramics (Bangladesh) Limited	1,391,270	1,311,599
Shahjalal Islami Bank Ltd.	770,765	569,250
Summit Power Limited	1,086,466	1,113,552
Union Capital Limited	551,685	684,598
United Airways (BD) Limited	327,250	379,500
The Acme Laboratories Limited	1,917,896	1,800,414
Aftab Automobiles Limited	1,431,623	1,417,500
Agni Systems Limited	63,342	71,060
Bangladesh Steel Re-rolling Mills Limited	947,100	928,000
Beximco Pharmaceuticals Limited	439,550	404,000
Delta Spinners Limited	149,910	207,100
First Bangladesh Fixed Income Fund	643,200	600,000
IFAD Autos Limited	31,727	36,072
Orion Pharma Limited	852,924	842,000
	43,026,129	28,991,840

Total market value of quoted shares is less than cost price against which provision was made for Taka 14,034,290 (note 14.3).

	As at 31 December	
	2016 Taka	2015 Taka
7 Loans and Advances		
Inside Bangladesh		
Lease finance	1,921,224,272	2,141,157,331
Term finance	7,205,839,229	6,727,022,301
Home loan refinance scheme	12,110,520	12,918,266
Receivable Others (Legal Expenses for Clients)	11,678,483	9,376,812
	<u>9,150,852,504</u>	<u>8,890,474,710</u>
Outside Bangladesh	-	-
	<u>9,150,852,504</u>	<u>8,890,474,710</u>
7.1 Maturity grouping of loans and advances		
Repayable		
- on demand	1,077,929,205	209,778,667
- over 1 month but not more than 3 months	1,388,924,124	419,557,334
- over 3 months but not more than 1 year	3,218,338,301	2,517,344,004
- over 1 year but not more than 5 years	2,337,226,871	4,405,352,007
- over 5 years	1,128,434,003	1,338,442,698
	<u>9,150,852,504</u>	<u>8,890,474,710</u>

	As at 31 December	
	2016 Taka	2015 Taka
7.2 Significant concentration of loans and advances		
Advance to allied concerns of Directors	-	10,076,647
Advance to the Chief Executive	-	-
Advance to other senior executives	-	-
	-	10,076,647
7.3 Sector-wise distribution		
Agriculture sector	108,657,540	71,969,155
Readymade garments	162,768,000	211,707,449
Jute and jute related goods	-	30,811,438
Plastic industry	43,924,800	4,979,830
Leather and leather goods	57,152,330	95,058,611
Service sector (hotel, hospital and clinic)	3,546,267,630	2,934,347,436
Textile industry	150,165,000	235,223,407
Food and allied	473,828,414	245,134,271
Chemical and pharmaceuticals	263,932,220	941,970,935
Cement	14,253,230	5,014,520
Electronics	72,470,540	1,355,035
Steel	666,845,310	635,502,838
Paper	108,200,660	57,195,611
Real estate	1,791,197,710	1,189,421,579
Telecommunication and IT industry	317,718,290	95,230,130
Glass and ceramic industry	125,955,230	9,336,144
Shipping and ship building industry	416,978,000	55,424,929
Transport and communication	432,197,790	1,208,577,245
Power, gas, water and sanitary	72,078,000	87,853,883
Others	326,261,810	774,360,264
Total	9,150,852,504	8,890,474,710
7.4 Advances to customers for more than 10% of total capital of the company		
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	6	11
Amount of outstanding advances	1,126,390,000	2,514,163,066
Amount of classified advances	-	-
Amount of recovery/rescheduling thereon	-	-
	-	-
7.5 Geographical location-wise loans and advances		
In Bangladesh:		
Dhaka division	6,540,780,672	6,384,931,674
Chittagong division	2,277,008,727	2,268,564,842
Sylhet division	333,063,105	236,978,194
	9,150,852,504	8,890,474,710
Outside Bangladesh	-	-
	9,150,852,504	8,890,474,710

		As at 31 December	
		2016	2015
		Taka	Taka
7.6	Particulars of loans and advances		
(i)	Financing considered good in respect of which the Company is fully secured;	7,496,922,994	7,686,144,732
(ii)	Financing considered good against which the Company holds no security other than the debtors' personal security;	1,653,929,510	1,204,329,978
(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	2,976,156,518	3,592,764,541
	(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	282,827,786	230,659,959
	(c) Interest charged to interest suspense account	830,421,026	748,544,390
(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	-	-
7.7	Classification of loans and advances		
	Unclassified		
	Standard	5,306,069,080	4,093,380,191
	Special mention account	603,766,621	1,204,329,978
		<u>5,909,835,701</u>	<u>5,297,710,169</u>
	Classified		
	Substandard	690,764,874	1,025,870,050
	Doubtful	876,378,573	913,166,099
	Bad/Loss	1,673,873,356	1,653,728,392
		<u>3,241,016,803</u>	<u>3,592,764,541</u>
		<u>9,150,852,504</u>	<u>8,890,474,710</u>

		As at 31 December	
		2016	2015
		Taka	Taka
7.8	Particulars of required provision for loans and advances		
	Status of classification		
	Base for provision		
	Unclassified (general provision)		
	Standard	5,306,069,080	43,930,029
	Special mention account	552,674,721	27,633,736
		71,563,765	84,595,660
	Classified (specific provision)		
	Sub-standard	184,273,888	36,854,778
	Doubtful	134,353,421	67,176,710
	Bad/Loss	282,827,786	282,827,786
		386,859,274	329,361,340
	Required provision for loans and advances	458,423,039	413,957,000
	Total provision maintained (notes 14.1.1 and 14.1.2)	391,335,175	333,957,000
	Excess/(Short) provision	(67,087,864)	(80,000,000)
8	Bills purchased and discounted		
	Inside Bangladesh	-	-
	Outside Bangladesh	-	-
		-	-
9	Fixed assets including premises, furniture and fixtures (excluding accumulated depreciation)		
	Cost		
	Furniture and fixtures	82,944,541	80,221,161
	Equipment	116,149,695	112,049,417
	Software in progress	11,880,000	13,330,000
	Motor vehicles	32,466,294	32,466,294
		243,440,530	238,066,872
	Less: Accumulated depreciation	96,402,216	75,544,606
	Net book value at the end of the year	147,038,314	162,522,266
	Details are shown in Annex-A		
10	Other assets		
	Income generating		
	Investment in shares of subsidiary companies:		
	Inside Bangladesh	-	-
	Outside Bangladesh	-	-
		-	-
	Non-income generating		
	Membership of Dhaka Stock Exchange Ltd.	-	-
	Advance rent	7,974,487	11,176,087
	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)	373,993,018	329,927,705
		382,267,505	341,403,792
10.1	Others		
	Corporate income tax	367,551,507	329,073,399
	Receivable from BLI Securities Ltd.	2,443,710	86,250
	Advance against expenses	3,455,241	768,055
	Receivable from Sheltech Brokerage Limited	542,559	-
		373,993,018	329,927,705

		As at 31 December	
		2016	2015
		Taka	Taka
10.2	Classification		
	Classification of other assets is as follows:		
	Standard	373,121,018	329,361,705
	Bad/Loss	872,000	566,000
		<u>373,993,018</u>	<u>329,927,705</u>
11	Non-Banking assets	<u>133,989,484</u>	<u>133,989,484</u>
	This represents assets acquired by the company as per judgment of Honorable court against loan/lease. The above assets are non-earning assets.		
12	Borrowings from other banks, financial institutions and agents		
	Inside Bangladesh (note 12.1)	1,441,084,778	1,138,765,309
	Outside Bangladesh	-	-
		<u>1,441,084,778</u>	<u>1,138,765,309</u>
12.1	Inside Bangladesh		
	Social Islami Bank Limited	467,446,762	-
	Uttara Bank Ltd.	261,057,767	200,000,000
	Bangladesh Bank refinance	147,795,691	243,973,103
	Bangladesh Development Bank Ltd.	600	-
	Al-Arafah Islami Bank Ltd.	-	201,792,527
	Bank Asia Ltd. (over draft)	(105,567)	(107,390)
	Mercantile Bank Ltd. (over draft)	84,889,525	12,149,904
	Midland Bank Ltd. (Over draft)	-	30,762,727
	Uttara Bank Ltd. (over draft)	-	194,428
	NRB Commercial Bank (Over Draft)	-	10
	NRB Global Bank Ltd. Call Money Loan	-	80,000,000
	Sonali Bank Ltd. Call Money Loan	130,000,000	140,000,000
	Standard Bank Ltd. Call Money Loan	-	130,000,000
	BDBL Term Placement	150,000,000	100,000,000
	Agrani Bank Ltd. Call Money Loan	100,000,000	-
	Rupali Bank Ltd Call Money Loan	100,000,000	-
		<u>1,441,084,778</u>	<u>1,138,765,309</u>
12.2	Analysis by security		
	Secured	1,441,084,778	1,138,765,309
	Unsecured	-	-
		<u>1,441,084,778</u>	<u>1,138,765,309</u>
12.3	Repayment pattern		
	Repayable		
	- on demand	130,000,000	350,000,000
	- within one month	150,000,000	100,000,000
	- more than one month but less than six months	-	133,584,352
	- more than six months but less than one year	84,783,958	310,168,383
	- more than one year but less than five years	1,076,300,820	245,012,575
	- more than five years but less than ten years	-	-
	- more than ten years	-	-
		<u>1,441,084,778</u>	<u>1,138,765,309</u>
13	Deposit and other accounts		
	Term deposit	5,528,431,811	6,601,009,425
	Fixed deposit	-	-
	Short term deposit	-	-
	Staff security deposit	-	-
	Deposit pension scheme	-	-
	Monthly savings schemes	6,650,000	5,347,000
		<u>5,535,081,811</u>	<u>6,606,356,425</u>

		As at 31 December	
		2016	2015
		Taka	Taka
13.1	Maturity analysis of deposits		
	From banks, financial institutions and other Institutions :		
	Repayable		
	- on demand	-	-
	- within one month	485,807,700	-
	- more than one month but less than six months	2,338,579,106	619,137,623
	- more than six months but less than one year	1,446,828,423	2,439,750,736
	- more than one year but less than five years	227,406,459	2,366,865,967
	- more than five years but less than ten years	-	20,405,000
	- unclaimed deposits for ten years or more	-	-
		4,498,621,688	5,446,159,326
	Other than banks, financial institutions and other Institutions :		
	Repayable		
	- on demand	-	-
	- within one month	41,962,505	-
	- more than one month but less than six months	321,294,437	20,065,474
	- more than six months but less than one year	371,979,751	95,157,011
	- more than one year but less than five years	258,388,160	833,848,405
	- more than five years but less than ten years	42,835,270	211,126,210
	- unclaimed deposits for ten years or more	-	-
		1,036,460,123	1,160,197,100
		5,535,081,811	6,606,356,425
14	Other liabilities		
	Provision for loans and advances (note 14.1)	391,335,175	333,957,000
	Interest suspense account (note 14.2)	830,421,026	748,544,390
	Provision for Investment (note 14.3)	14,034,289	17,750,000
	Provision for corporate income tax (note 14.4)	286,204,648	252,788,242
	Provision for other assets	872,000	872,000
	Deferred tax liability (note 14.5)	(1,452,398)	1,807,552
	Lease deposit	37,233,649	51,683,876
	Unclaimed dividend	594,530	594,530
	Share money deposits	159,916	159,916
	Interest payable	1,863,826	27,119,316
	Sundry creditors	211,642,580	75,282,261
		1,772,909,243	1,510,559,083
14.1	Provision for loans and advances		
14.1.1	Provision for unclassified loans and advances		
	Opening balance	84,595,659	76,870,306
	Add: Provision for the year	(13,031,894)	7,725,353
	Less: Transferred to provision for other assets during the year	-	-
	General provision for the year	-	-
	Closing balance	71,563,765	84,595,659
14.1.2	Provision against classified loans and advances		
	Opening balance	249,361,341	108,586,240
	Less: Interest amount fully waived during the year	-	-
	Add: Recovery of advances previously written off	-	-
	Add: Specific provision for the year	70,410,069	140,775,101
	Closing balance	319,771,410	249,361,341
		391,335,175	333,957,000
14.2	Interest suspense account		
	Opening balance	748,544,390	255,230,351
	Addition during the year	81,876,636	493,314,039
	Recovered during the year	-	-
	Closing balance	830,421,026	748,544,390

		As at 31 December	
		2016	2015
		Taka	Taka
14.3 Provision for Investment			
	Opening balance	17,750,000	14,945,741
	Addition during the year	-	2,804,259
	Transferred from provision for unclassified leases, loans and advances during the year	-	-
	Addition during the year	-	2,804,259
	Less: Adjustment during the year	3,715,711	-
	Closing balance	14,034,289	17,750,000
14.4 Provision for corporate income tax			
	Opening balance	252,788,242	225,564,000
	Add: Provision made during the year	33,416,406	27,224,242
		286,204,648	252,788,242
	Less: Settlement during the year	-	-
	Closing balance	286,204,648	252,788,242
14.5 Deferred tax liability/(assets)			
	Opening balance	1,807,552	1,953,988
	Less: Adjustment during the year	(3,259,949)	(146,436)
	Closing balance	(1,452,398)	1,807,552
14.5.1 Deferred tax			
	Carrying amount of Fixed Assets (excluding land)	147,038,313	149,192,267
	Tax base value of Fixed Assets	155,188,186	149,558,358
	Deductible temporary difference	8,149,873	366,091
	Tax Rate	40.00%	40.00%
		3,259,949	146,436
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	100,623,600
	55,34,298 bonus shares of Taka 10 each issued for 2014	55,342,980	55,342,980
		1,162,202,580	1,162,202,580
15.3 Percentage of shareholding			

Category	As at 31 December			
	2016		2015	
	No. of shares	%	No. of shares	%
Sponsors	49,283,846	42.41%	56,803,283	48.88%
General public including NRB	46,479,023	39.99%	40,990,827	35.27%
Financial institutions	20,457,389	17.60%	18,426,148	15.85%
Investment companies	-	0.00%	-	0.00%
Foreigners	-	0.00%	-	0.00%
Total	116,220,258	100%	116,220,258	100%

15.4 Classification of shareholders by holding

Holding	As at 31 December			
	No. of shareholders		Total holding percentage (%)	
	2016	2015	2016	2015
Less than 5000	6,629	7,818	6.10	6.76
5001 to 50,000	1,395	1,548	16.41	17.97
50,001 to 100000	98	104	5.92	6.00
100001 to 200000	55	41	6.52	4.72
200001 to 300000	7	6	1.35	1.25
300001 to 400000	3	3	0.95	0.90
400001 to 500000	2	3	0.72	1.13
500001 to 1000000	8	6	4.66	3.62
Over 1,000,001	18	18	57.35	57.64
	8,215	9,547	100.00	100.00

15.5 Name of Directors and their shareholdings as on 31 December 2016

Sl. No.	Name of Director	Status	2016	2015
1	Mr. A.Q.M. Faisal Ahmed Chowdhury	Chairman/Sponsor	2,721,064	2,721,064
2	Mr. Md. Mujibur Rahman Chowdhury (Represents of Qasraj Trading Ltd.)	Vice Chairman	11,621,656	11,621,656
3	Mr. Golam Ahmed (Represents of Raqas Trade International Limited)	Nominated Director	5,794,796	5,794,796
4	Mrs. Sadia Akter (Represents of Alphabet Associates Limited)	Nominated Director	5,670,588	5,670,588
5	Mr. Rafayel Bin Mahamud Bhuiyan (Represents of Oparchor Trade International Ltd.)	Nominated Director	8,321,520	8,321,520
6	Mrs. Qazi Sauda Afrin Represents of Alphabet Systems Ltd	Nominated Director	5,673,868	5,673,868
7	Mr. Ataul Haq	Independent Director	-	-
8	A. K. Nasir Uddin	Independent Director	-	-
9	Mrs. Ruma Yasmin	Independent Director	-	-

15.6 Capital adequacy Ratio:

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

	As at 31 December	
	2016 Taka	2015 Taka
Tier-1 (Core Capital)	1,568,811,321	1,518,686,712
Paid-up Capital	1,162,202,580	1,162,202,580
Statutory Reserve	342,960,175	332,935,253
General Reserve	-	-
Retained Surplus	63,648,566	23,548,879
Tier-2 (Supplementary Capital):	71,563,765	84,595,659
General provision maintained against unclassified loans	71,563,765	84,595,659
Other Reserves	-	-
Total Capital Held (Tier 1 + Tier 2)	1,640,375,086	1,603,282,371
Total Risk Weighted Assets (Note 15.6.1)	11,009,253,663	9,595,390,000
Required capital	1,100,925,366	1,000,000,000
(10% of risk-weighted assets or Tk. 100.00 Crore whichever is higher)		
Total Capital Held	1,640,375,086	1,603,282,371
Capital adequacy ratio	14.90	16.71
Core capital	14.25	15.83
Supplementary capital	0.65	0.88

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

Gross Risk-Weighted Assets (RWA) of 2016 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 2016	
	Principal	Risk Weighted Asset
0%	86,144,480	-
20%	108,267,879	21,653,576
50%	1,229,769,786	614,884,893
75%	908,595,979	681,446,984
100%	3,904,312,106	3,904,312,106
125%	3,434,004,175	4,292,505,219
150%	603,766,621	905,649,932
Total	10,274,861,026	10,420,452,709

(b) Risk Weights for Market Risk **57,983,680**

(c) Risk Weights for Operational Risk **530,817,274**

Total Risk Weighted Assets (a+b+c) **11,009,253,663**

	As at 31 December	
	2016 Taka	2015 Taka
16 Statutory reserve		
Opening balance	332,935,253	331,061,235
Addition during the year	10,024,922	1,874,018
Closing balance	342,960,175	332,935,253
This was created in terms of clause 6 of Financial Institution Regulation 1994, as 20% of net profit after tax.		
17 General reserve	-	-
18 Retained earnings		
Balance on 01 January 2016	23,548,879	71,395,789
Add: Addition during the year	50,124,609	9,370,088
Less: Transfer to statutory reserve	(10,024,922)	(1,874,018)
Less: Issue of bonus shares	-	(55,342,980)
Balance at 31 December 2016	63,648,566	23,548,879
19 Contingent liabilities and commitments		
19.1 Letters of guarantee		
Money for which the Company is contingently liable in respect of guarantee given favoring:		
Directors	-	-
Government	-	-
Banks and other financial institutions	-	-
Letter of credit	-	-
	-	-
19.2 Commitments		
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	-	-
	-	-

		For the year ended 31 December	
		2016	2015
		Taka	Taka
20	Profit and Loss Statement		
	Income		
	Interest, discount and similar income	896,671,007	863,125,947
	Dividend income	573,305	496,350
	Fees, commission and brokerage	-	-
	Gains less losses arising from dealing securities	-	-
	Gains less losses arising from investment securities	(705,294)	(2,508,316)
	Gains less losses arising from dealings in foreign currencies	-	-
	Income from non-company's assets	-	-
	Other operating income	139,525,587	285,111,740
	Profit less losses on interest rate changes	-	-
		<u>1,036,064,605</u>	<u>1,146,225,722</u>
	Expenses		
	Interest, fees and commission	703,439,242	756,731,713
	Losses on loans and advances	-	-
	Administrative expenses	114,342,305	120,031,872
	Other operating expenses	53,587,810	38,503,159
	Depreciation on banking assets	30,751,718	42,640,372
		<u>902,121,075</u>	<u>957,907,115</u>
		<u>133,943,530</u>	<u>188,318,607</u>
21	Interest Income		
	Interest on loans and advances:		
	Lease finance	233,548,178	287,064,475
	Term finance	580,047,651	466,761,424
	Home loan/Margin loan	711,421	1,140,902
		<u>814,307,250</u>	<u>754,966,801</u>
	Interest on:		
	Accounts with foreign banks	-	-
	Balances with other banks and financial institutions	82,363,757	108,159,146
		<u>896,671,007</u>	<u>863,125,947</u>
22	Interest Paid on Deposits, Borrowings, etc		
	Interest on deposits:		
	Fixed deposits	601,947,197	644,846,565
	Savings deposits	320,740	179,031
		<u>602,267,937</u>	<u>645,025,596</u>
	Interest on borrowings:		
	Local banks including Bangladesh Bank	101,171,305	111,706,117
	Foreign banks	-	-
		<u>703,439,242</u>	<u>756,731,713</u>
23	Investment Income		
	Dividend on share	573,305	496,350
	Gain on Sale of Marketable Securities	(705,294)	(2,508,316)
		<u>(131,990)</u>	<u>(2,011,966)</u>
24	Commission, Exchange and Brokerage		
	Commission on trading security	-	-
	Exchange gains less losses arising from dealings in foreign currencies	-	-
		<u>-</u>	<u>-</u>
25	Other Income		
	Interest during construction period	35,870,505	60,503,402
	Delinquent charge	76,945,756	194,184,048
	Service charge	8,285,282	11,975,768
	Transfer fee	3,864,873	2,178,045
	Gain on sale of vehicle	-	1,022,534
	Other income	14,559,171	15,247,943
		<u>139,525,587</u>	<u>285,111,740</u>

Other income includes Taka 503,540.00 realized from some employees as per instruction of Bangladesh Bank Investigation Team against some irregularities amounting to total Taka 8,093,000 for some expenses incurred. Initiatives are in process to realize the rest amount.

		For the year ended 31 December	
		2016	2015
		Taka	Taka
26	Salaries and Allowances		
	Salary and allowance	67,510,111	60,884,648
	Provident fund contribution	1,425,801	1,919,631
	Festival Bonus	6,261,092	5,613,400
	Casual staff salary	3,733	750
	Overtime	751,034	-
		75,951,771	68,418,429
27	Rent, Taxes, Insurance, Lighting, etc		
	Rent, rates and taxes	14,838,200	14,663,900
	Utilities	3,740,752	3,731,573
	Insurance	282,924	-
		18,861,876	18,395,473
28	Legal Expenses		
	Legal expense	563,840	2,255,005
	Consultancy fees	83,616	111,300
		647,456	2,366,305
29	Postage, Stamps, Telecommunication, etc.		
	Phone, fax and internet	2,844,920	2,875,855
	Court fees and stamps	4,779,855	7,575,247
	Postage and courier	148,370	330,465
		7,773,145	10,781,567
30	Stationery, Printing, Advertisements etc.		
	Advertisement	2,295,456	7,358,908
	Stationery and printing	5,032,440	9,166,190
		7,327,896	16,525,098
31	Chief Executive Officer's Salary and Fees		
	Basic salary	1,800,000	1,440,000
	Allowances	1,049,161	1,020,000
	Festival Bonus	240,000	240,000
		3,089,161	2,700,000
32	Directors' Fees		
	Taka 8,000 per Director, per meeting	556,000	710,000
		556,000	710,000
	Directors' fees for attending each board meeting during the year was Taka 8,000 for each board member as per Bangladesh Bank DFIM circular no. 13, dated 30 November 2015. No other fees/remuneration were paid to the Directors for any special services rendered.		
33	Auditors' Fees	135,000	135,000
34	Depreciation and Repairs of Company's Assets		
	Repairs		
	Furniture and fixtures and equipments	5,619,040	9,638,966
	Vehicles	4,164,749	4,215,930
	Software development	-	5,152,500
		9,783,789	19,007,396
	Depreciation		
	Motor vehicles	3,821,426	4,396,992
	Office equipment	11,434,761	12,911,615
	Furniture and fixtures	5,711,742	6,324,370
		20,967,929	23,632,976
		30,751,718	42,640,372

For the year ended 31 December

	2016	2015
	Taka	Taka
35 Other Expenses		
Share issue expenses	1,429,882	2,250,916
AGM expenses	207,845	458,377
Business development expenses	14,066,478	15,742,006
Vehicle expenses	1,065,469	1,151,412
Entertainment	1,029,166	1,348,209
Meeting expenses	153,360	415,000
Bank charges and excise duty	1,262,467	2,522,811
Travelling expenses	3,314,343	3,466,541
Office maintenance	1,031,390	598,023
Books and periodicals	52,137	58,483
Miscellaneous expenses	6,671,673	8,967,817
Corporate Social Responsibility (CSR)	550,000	1,523,564
Fees, Fine and Subscription	22,646,918	-
Loss on disposal of Fixed Asset	106,682	-
	53,587,810	38,503,159
36 Earnings per Share		
Earnings Attributable to the Ordinary Shareholders (Net profit after tax)	50,124,609	9,370,088
Number of ordinary shares outstanding during the year	116,220,258	116,220,258
Earnings per share	0.43	0.08
36.1	No diluted earnings per share is required to be calculated for the year as there was no dilution during the year.	
37 Net Operating Cash flow per Share		
37.1		
Operating profit before changes in operating assets and liabilities	6,278,867	115,689,189
Number of ordinary shares outstanding during the year	116,220,258	116,220,258
Net operating profit before changes in operating assets and liabilities	0.05	1.00
37.2		
Cash used in operating activities	(1,022,159,668)	1,062,848,090
Number of ordinary shares outstanding during the year	116,220,258	116,220,258
Net cash used in operating activities	(8.80)	9.15
38 Net Asset Value per share		
Net Assets	1,568,811,321	1,518,686,712
Number of ordinary shares outstanding	116,220,258	116,220,258
Net asset value per share	13.50	13.07

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	Value of transactions	Receivable at 31 Dec 2016	Receivable at 31 Dec 2015
A.Q.M. Faisal Ahmed Chowdhury	Chairman	2,134,881	8,811,379	10,076,647
		2,134,881	8,811,379	10,076,647

40 Board Meeting

During the year under reporting, fourteen (14) board meetings were held.

41 Audit Committee

Name of committee member	Status with the Company	Status with Committee	Educational Qualification
Mr. Ataul Haq	Independent Director	Chairman	Master's in Philosophy, Dhaka University
Mr. Rafayel Bin Mahamud Bhuiyan	Nominated Director	Member	BS in Financial Mathematics, University of Toronto, Canada
Ms. Ruma Yasmin	Independent Director	Member	MSC in Psychology, LLB

During the year 2016 the audit committee has performed the following activities:

- review of the company's draft financial statements for the year ended 31 December 2016 for their presentation to the board for approval;
- recommendation on the appointment of external auditors for the year ending 31 December 2016 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 2016; 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.

Five (05) meetings of audit committee were held during the year 2016 where CEO and CFO were invited to participate.

For the year ended 31 December

	2016 Taka	2015 Taka
42 Others		
42.1 Contracts and disbursements		
Contracted/Sanction	2,213,683,900	1,435,000,000
Execution/ Disbursement	1,742,991,900	1,356,000,000
42.2 Credit facility not availed		
There was no such credit facility available to the Company as on 31 December 2016 except trade credit available in the ordinary course of business.		
42.3 Contingent liabilities		
There was no such liabilities for which the Company is contingently liable as on 31 December 2016.		
42.4 Payment in foreign currency		
During the year 2016, no amount was paid for import of capital machinery for lease. No payment has been made in foreign currency on account of royalty, technical know-how and professional advisor fees, interest, dividend, etc.		
42.5 Authorization for issue of the financial statements		
"The Board of Directors of the Company has authorized these financial statements for issue on April 27, 2016."		
42.6 Number of employees		
During the year 181 employees have been given Taka 6,000 or more (monthly) as salary and allowances.		
42.7 Subsequent event		
There is no material adjusting or non-adjusting events after the balance sheet date		
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 integral part of these financial statements and accordingly are to be read in conjunction therewith.	

for First Finance Limited

Sd/- Sarwar Shafiq Company Secretary	Sd/- Md. Mohashin Miah Managing Director & CEO	Sd/- Md. Mujibur Rahman Chowdhury Vice Chairman	Sd/- A.Q.M Faisal Ahmed Chowdhury Chairman
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First Finance Limited
Schedule of Fixed Assets
As at 31 December 2016

Annexure A

Particulars	Cost				Rate	Depreciation					Written down value at 31 Dec 2016
	At 01 Jan 2016	Addition during the year	Disposal made during the year	Total at 31 Dec 2016		At 01 Jan 2016	Charge for the year	Adjustment made during the year	At 31 Dec 2016	Written down value at 31 Dec 2016	
	Taka	Taka	Taka	Taka		Taka	Taka	Taka	Taka	Taka	Taka
Office equipment	112,049,417	4,351,778	251,500	116,149,695	15%	38,883,603	11,434,761	110,318	50,208,045	65,941,650	
Motor vehicles	32,466,294	-	-	32,466,294	20%	13,359,164	3,821,426	-	17,180,590	15,285,704	
Furniture and fixtures	80,221,161	1,305,180	31,800	81,494,541	10%	23,301,840	5,711,742	-	29,013,582	52,480,959	
Sub Total	224,736,872	5,656,958	283,300	230,110,530		75,544,606	20,967,929	110,318	96,402,217	133,708,313	
Software in Progress	13,330,000	-	-	13,330,000	0%	-	-	-	-	13,330,000	
Total at 31 December 2016	238,066,872	5,656,958	283,300	243,440,530	-	75,544,606	20,967,929	110,318	96,402,217	147,038,313	
Total at 31 December 2015	223,090,199	18,710,256	3,733,583	238,066,872	-	54,667,747	23,632,976	2,756,117	75,544,606	162,522,267	

First Finance Limited

Details of Highlights

As at 31 December 2016

Annexure B

Sl. No.	Particulars	As at 31 December	
		2016	2015
		Taka	Taka
1	Paid-up capital	1,162,202,580	1,162,202,580
2	Total capital /equity	1,568,811,321	1,518,686,712
3	Total assets	10,317,887,152	10,774,367,529
4	Total deposit	5,535,081,811	6,606,356,425
5	Total loan, lease and advance	9,150,852,504	8,890,474,710
6	Total contingent liabilities and commitments	-	-
7	Credit deposit ratio (%)	60.49	74.31
8	Percentage of classification of loan (%)	33.37	42.60
9	Operating profit	133,943,530	188,318,607
10	Profit after tax and provision	50,124,609	9,370,088
11	Amount of classified loan/ lease	3,241,016,803	3,592,764,541
12	Provision kept against classified loan/ lease	391,335,175	333,957,000
13	Provision surplus/(deficit)	(67,087,864)	(80,000,000)
14	Cost of fund (%)	9.28	12.43
15	Interest earning assets	9,150,852,504	8,890,474,710
16	Non-interest earning assets	1,167,034,648	1,883,892,819
17	Return on investment (ROI) (%)	0.55	0.11
18	Return on assets (ROA) (%)	0.49	0.09
19	Income from Investments	(131,990)	(2,011,966)
20	Earning per share (EPS)	0.43	0.08
21	Operating profit per share	1.15	0.31
22	Price earning ratio (times)	23.19	140.16

First Finance Limited

Statement of Tax Assessment Status

As at 31 December 2016

SL. No.	Accounting Year	Assessment Year	Provision in A/C	Tax Claim	Excess/ (Short) Provision	Remarks
1	2006	2007-2008	Nil	(9,614,920)	9,614,920	The Honab'le High Court gave the order in favor of the Company but National Board of Revenue (NBR) has applied against such decision which is still pending.
2	2007	2008-2009	9,292,014	(7,428,363)	16,720,377	
3	2008	2009-2010	30,707,986	(4,127,500)	34,835,486	
4	2009	2010-2011	43,000,000	(9,006,752)	52,006,752	The Honab'le High Court gave the order in favor of the Company
5	2010	2011-2012	20,000,000	11,088,521	8,911,479	The Honab'le High Court gave the order in favor of the Company
6	2011	2012-2013	34,500,000	58,441,988	(23,941,988)	Appeal in High Court under process.
7	2012	2013-2014	-	49,619,521	(49,619,521)	Assessment fully completed.
8	2013	2014-2015	40,000,000	119,492,427	(79,492,427)	Appeal in High Court under process.
9	2014	2015-2016	48,064,000	57,457,620	(9,393,620)	Assessment under process
10	2015	2016-2017	27,224,242	71,129,607	(43,905,365)	Assessment under process
11	2016	2017-2018	33,416,406	33,416,406	-	Assessment under process
Total			2 86,204,648	370,468,555	(84,263,907)	

PROXY FORM



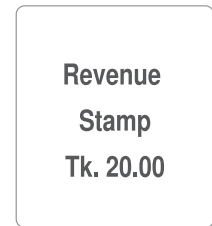
Registered Office: Jahangir Tower (3rd Floor), 10, Kawranbazar C/A, Dhaka- 1215

I/We..... of

 being a Shareholder of FIRST FINANCE LIMITED do hereby appoint Mr./Mrs. of

 as my/our Proxy to attend and vote for me/us and on my/our behalf of the 24th ANNUAL GENERAL MEETING of the Company to be held on Thursday the 15th June, 2017 at 11.30 a. m. in Trust Milonayaton, 545, Old Airport Road, Dhaka Cantonment, Dhaka-1206 at any adjournment meeting thereof.

As witness my hand thisday2017



Signature of the Proxy
 Dated :

Signature of the Shareholder
 Dated:

BO Account / Register Folio No. :

Note: A member entitled to attend and vote at the Annual general Meeting may appoint a Proxy to attend and vote in his/her stead, the Proxy Form, duly stamped, must be deposited at the Registered Office of the Company not later than 48 hours before the time appointed for the meeting.



SHAREHOLDER'S ATTENDANCE

24th Annual General Meeting

I hereby recorded my attendance at the 24th Annual General Meeting Held held on Thursday the 15th June, 2017 at 11.30 a.m. in Trust Milonayaton, 545, Old Airport Road, Dhaka Cantonment, Dhaka-1206

Name of the Shareholder/Proxy :

BO Account / Register Folio No.:

Holder ofnumber of Ordinary Shares of First Finance Limited.

N. B. Present this slip at the Reception Desk.
 Children and non-member will not be allowed at the meeting.

Signature of Shareholder/Proxy

