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Strictly Private & Confidential

# INFORMATION MEMORANDUM

## Issuance of Contingent-Convertible Perpetual Floating Rate Bond of BDT 2,000 million for The Premier Bank Limited

(BDT 1,800,000,000 under private placement and BDT 200,000,000 under public issue)



**Issuer: The Premier Bank Limited**  
**Head Office**

Iqbal Centre (4th Floor), 42, Kemal Ataturk Avenue, Banani, Dhaka-1213, Bangladesh.

**Trustee to the Issue: MTB Capital Limited**  
**Registrar, Paying Agent, Transfer Agent: MTB Capital Limited**



**Type of Security: Unsecured Contingent-Convertible Perpetual Bond**

19 DEC 2021

**Total Issue Amount: BDT 2,000,000,000.00**  
**Coupon Rate/discount rate and YTM: Floating**

**Vetted**

**Credit Rating Status of the Issue: AA**  
**Outlook: Stable**

**Lead Arranger & Issue Manager:**

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission



07 DEC 2021

Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

M. REAZUL KARIM, FCMA  
Managing Director & CEO  
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Tanzim Alamgir  
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### NOTICE & DISCLAIMER

The Premier Bank Limited (hereinafter referred as the “Bank” or the “PBL” or the “Premier Bank” or the “Issuer”) has authorized UCB Investment Limited (“UCBIL” or the “Lead Arranger” and “Issue Manager”) to distribute this Information Memorandum in connection with the proposed transaction outlined in it (the “Transaction”) and the bond proposed to be issued in the Transaction (the “Bond”).

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The Issuer has prepared this information memorandum and is solely responsible for its contents. The issuer will comply with all rules, laws and regulations and is responsible for obtaining all regulatory, governmental and corporate approvals for the issuance of the Bonds. The Issuer, having made all reasonable inquiries, confirms that this Information Memorandum contains all the information with respect to itself and the Bonds to be issued by it, which is material in the context of the Bonds; that the information contained in this Information Memorandum is true and accurate in all material respects and is not misleading; that the opinions and intentions expressed in this Information Memorandum are honestly held and that there are no other facts the omission of which would make any of such information or the expression of any such opinions or intentions misleading. The Issuer accepts responsibility accordingly.

The Issue Manager & Arranger has relied on the information provided by the Issuer and such information has not been independently verified by the Issue Manager & Arranger. No representation or warranty, expressed or implied, is or will be made, and no responsibility or liability is or will be accepted, by the Arranger or any affiliate of the Arranger for the accuracy, completeness, reliability, correctness or fairness of this Information Memorandum or any of the information or opinions contained therein, and the Arranger hereby expressly disclaim, to the fullest extent permitted by law, any responsibility for the contents of this Information Memorandum and any liability, whether arising in tort or contract or otherwise, relating to or resulting from this Information Memorandum or any information or errors contained therein or any omissions therefore. By accepting this Information Memorandum, investors agree that the Arranger will not have any such liability.

Neither this Information Memorandum nor any other information supplied in connection with the Issue is intended to provide the complete basis of any credit or other evaluation, nor should it be considered as a recommendation by the Arranger to the Issue that any recipient of this Information Memorandum (or any other information supplied in connection with the Issue) should purchase or subscribe for any Bonds. Each investor contemplating purchasing or subscribing for a Bond should make their own independent investigation of the financial condition and affairs, and their own appraisal of the creditworthiness of the Issuer. Investors are advised not to construe the contents of this Information Memorandum as investment, legal, accounting, regulatory or tax advice. Investors are also advised to consult with their own advisors as to all legal, accounting, regulatory, tax, financial and related matters, concerning an investment in the Bonds.

INVESTORS SHOULD RELY ON THEIR OWN EVALUATION TO ASSESS THE MERITS AND RISKS OF THE INVESTMENT. IT IS RECOMMENDED THAT PROSPECTIVE INVESTORS CONSULT THEIR FINANCIAL, LEGAL AND OTHER ADVISERS BEFORE PURCHASING OR ACQUIRING OR INVESTING IN THE PERPETUAL BONDS.

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Draft Information Memorandum of  
Premier Bank Perpetual Bond worth of BDT 2 Billion

Issuer's Disclaimer

ALL THE FEATURES OF PREMIER BANK PERPETUAL BOND ARE DRAFT ONLY AND FINALIZATION OF THESE FEATURES ARE SUBJECT TO THE APPROVALS OF COMPETENT REGULATORS. THESE FEATURES MAY BE MODIFIED AS PER THE DIRECTIONS OF BANGLADESH BANK AND BANGLADESH SECURITIES AND EXCHANGE COMMISSION OR ANY OTHER COMPETENT REGULATORS.

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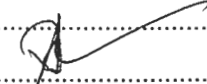
  
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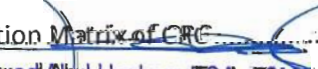
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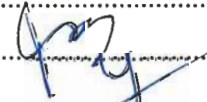
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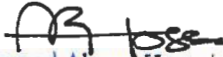
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## Abbreviations

|      |   |
|------|---|
| ALCO | Asset Liability Management Committee          |
| ATM  | Automated Teller Machine                      |
| BDT  | Bangladeshi Taka                              |
| BRMC | Board Risk Management Committee               |
| BSEC | Bangladesh Securities and Exchange Commission |
| CAGR | Compound Annual Growth Rate                   |
| CRAR | Capital to Risk-weighted Asset Ratio          |
| CRM  | Credit Risk Management                        |
| CRR  | Cash Reserve Requirement                      |
| FBP  | Foreign Bill Purchase                         |
| FDBP | Foreign Documentary Bills for Purchase        |
| FDR  | Fixed Deposit Receipts                        |
| IBP  | Inland Bill Purchase                          |
| IC   | Investment Committee                          |
| LATR | Loan Against Trust Receipt                    |
| MAT  | Management Action Triggers                    |
| MCR  | Minimum Capital Requirement                   |
| NFCD | Non-Resident Foreign Currency Deposit         |
| NII  | Net Interest Income                           |
| NIM  | Net Interest Margin                           |
| NPA  | Non-performing Assets                         |
| NPL  | Non-performing Loan                           |
| OBU  | Off-shore Banking Unit                        |
| OD   | Over Draft                                    |
| PCB  | Private Commercial Bank                       |
| POS  | Point of Sale                                 |
| RFCD | Resident Foreign Current Deposit              |
| RMU  | Risk Management Unit                          |
| RWA  | Risk Weighted Assets                          |
| SLR  | Statutory Liquidity Ratio                     |
| SME  | Small and Medium-sized Enterprises            |
| SOD  | Secured Over Draft                            |
| VaR  | Value at Risk                                 |


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# 1. Reports to the Eligible Investors

By investing in the Bonds, you are hereby deemed to have acknowledged, represented and warranted to, and agree (as the case may be) for the benefit of the Issue Manager & Arranger, as set out below:

**High risk:** You are fully aware that investment in the Bonds involves a high degree of risk.

**Consultation with advisers:** You have (i) consulted with your own legal, regulatory, tax, business, investment, financial and accounting advisers in connection herewith to the extent you have deemed necessary, (ii) collected and reviewed all information that you or your advisers believe is necessary or appropriate in connection with the purchase of the Bonds, and (iii) made your own investment decisions based upon your own judgment, due diligence and advice from such advisers as you have deemed necessary and not upon any view expressed by or on behalf of the Arranger.

**No reliance:** You acknowledge and agree that you may not rely on any investigation that the Arranger or any of its affiliates or any person acting on their behalf may have conducted with respect to the Issuer or any of their affiliates, and neither the Arranger nor its affiliates, employees, officers, directors, legal advisers or representatives have made any representation to you, express or implied, with respect to your investment in the Bonds.

**Informed decision:** You are in possession of all the information that you believe is necessary or appropriate in order to make an informed decision regarding your purchase of the Bonds, including without limitation, adequate information concerning the Issuer's business, financial condition, results of operations and prospects.

**Knowledge and experience:** You have such knowledge and experience in financial, business and international investment matters that you are capable of evaluating the merits and risks of purchasing the Bonds and are aware that you may be required to bear, and are able to bear, all risks including economic risk of an investment in the Bonds.

**Information of the Company:** You acknowledge that the information provided to you with regard to the Issuer and the Bonds in this Information Memorandum has been supplied to you by the Arranger only on behalf of the Issuer and that neither the Arranger nor any of its affiliates, employees, officers, directors, legal advisers or representatives has verified such information or makes any representation or warranty as to its accuracy or completeness.

**Review of Information Memorandum:** You have reviewed this Information Memorandum in its entirety, including the risks associated with investment in the Bonds, and you understand and acknowledge all of the risks described herein. By investing in the Bonds, you have determined that:

- i. the Bonds are a suitable investment for you and your investment in the Bonds does not and will not, when consummated, violate any investment or other guidelines, policies or restrictions (corporate or otherwise), or any law, rule, regulation or order applicable to you; and

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- i. you have obtained all approvals and consents (whether internal or external) and have made all notifications necessary for you to invest in the Bonds as contemplated; and you can bear the economic risk of the investment and are able to sustain a complete loss in connection with your investment.

**Vetted**

**Own account:** You are purchasing the Bonds for your own account and not with a view to any distribution thereof.

  
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**No representation or warranty:** The Issue Manager & Arranger have not made, and you have not relied upon any representation, warranty or condition (express and/or implied), and the Arranger shall not owe any duty whatsoever to you in connection with the Bonds.

**No obligation to purchase:** The Issue Manager & Arranger shall have no obligation to purchase or acquire all or any part of the Bonds purchased by you or to support losses, if any, directly or indirectly sustained or incurred by you for any reason whatsoever in connection with the Bonds, including the non-performance by the issuance, whether to you or otherwise.

## 2. Risk Factors and Management’s Perception about the Risks

An investment in capital market involves a high degree of risk. The Bank is operating in an industry involving both external and internal risk factors having direct as well as indirect effects on the investments made by the investors. Potential investors of The Premier Bank Limited Perpetual Bond are strongly encouraged to carefully evaluate all the information in this Information Memorandum, especially the risk factors both internal and external on their own merit and not by referent to any other debt securities whether of a comparable nature or otherwise before making any investment decision.

This section addresses the possible risks an investor might have to bear by investing in the bonds and each risk factor is followed by management’s perception regarding the risk. If any of the risks described below materialize, it could have a serious impact on the Issuer’s financial results, and the ability of the Issuer to fulfill its obligations under the Bonds to be issued. However, the list of risk factors is not meant to be a comprehensive description of all risks which may be relevant to a decision to invest in the Bonds. The sequence in which the risks below are listed is not intended to be indicative of any order of priority or of the extent of their consequences.

### 2.1 Interest Rate Risks

#### Risk

Interest rate risk is associated with unfavorable movement of interest rates. Increased demand for loan and advances and volatilities in money market may raise the rate of interest. Government monetary policies also impacts interest rates. Although Bank’s financing in different sectors is structured at fixed and variable rates for specified terms, increase in interest rates of borrowing could narrow or eliminate the spread or result in a negative spread, thus impacting the operational profitability. Interest Rate Risk is also defined by the extent to which changes in the market interest rates impact margins, net interest income and the economic value of the Bank’s equity. In addition, Net interest income will be affected as a result of volatility in interest rates to the extent that the re-pricing structure of interest bearing assets differs from that of liabilities.

#### Mitigations

Interest rate risk is managed by the Bank’s asset liability management process through the structuring of on-balance sheet and off-balance sheet portfolios. The Bank wants to achieve stable earnings growth through active management of the assets and liabilities mix while, preferably, positioning itself to benefit from near-term changes in interest rate level. Duration analysis is used to measure the interest rate sensitivity of bank’s assets and liabilities, in changing interest rates and therefore, reflects how changes in interest rates will affect banks economic value that is present value of equity. Duration of the portfolio is governed by economic forecasts, expected direction of interest rates and spreads. Interest rate swaps and forward rate agreements are used to manage the interest rate risk. The Treasurer is basically responsible for managing the interest rate risk. Reports on overall position and risks are submitted to senior management for review and positions are adjusted if deemed necessary. Apart from that, ALCO regularly reviews the interest rate sensitivity profile and its impact on earnings. Strategic decisions are taken with the objective of producing a strong and stable interest income over time. In addition, each month ALCO performs complementary scenario analysis to assess the impact of changes in customer behavior and the economic environment.

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## 2.2 Exchange Rate Risks

### Risk

Fluctuation in foreign exchange rate could adversely affect the business and financial performance of the bank because it funds foreign trade commitment from various sources of foreign exchange like export proceeds and other incoming remittance.

### Mitigations

Recent exchange rate fluctuation will expose the company to exchange rate risk as the company will be required to buy foreign currency at higher rate to run foreign exchange operation. However, Management of the Company believes that the foreign currency fluctuation effect will be very minimal to the overall profitability of the Company as can formulate a market adjustment in end banking product.

## 2.3 Non-Repayment Risks (Credit Risks)

### Risk

Credit risk is the risk of loss that may occur from the failure of any counter party to make required payments in accordance with agreed terms and conditions and/or deterioration of creditworthiness.

### Mitigation

This bond is perpetual in nature i.e. there is no maturity date and there are no set-ups or other incentives to redeem unless and until it is eligible for call option criteria depicted in the features (5.1) section.

## 2.4 Prepayment, Call or Refunding Risks

### Risk

Prepayment, call or refunding risks is the risk associated with the early unscheduled return of principal on a bond.

### Mitigation

This bond is perpetual in nature i.e. there is no maturity date and there are no set-ups or other incentives to redeem unless and until it is eligible for call option criteria depicted in the features (5.1) section.

## 2.5 Security Risks

### Risk

This particular bond is a Contingent-Convertible Perpetual Bond. Unexpected downturn in financial performance may delay the payment of the coupon rate as well as the principal for this type of bond.

### Mitigation

Low interest rate environment in call money market may support in case of liquidity stress.

## 2.6 Liquidity Risks

### Risk

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Liquidity Risk is termed as the possible inability of Bank to meet its financial obligations on account of a maturity mismatch between assets and liabilities. The Bank's businesses are subject to liquidity risks and could affect the Bank's ability to meet its financial obligations. In order for the Bank to continue to meet its funding obligations and to maintain or grow its business generally, it relies on customer savings and transmission balances, as well as ongoing access to the wholesale lending markets. The ability of the Bank to access funding sources on favorable economic terms is dependent on a variety of factors, including a number of factors outside of its control, such as general market conditions and confidence in the banking system

**Mitigation**

Liquidity Risk Managers perform a demanding job at all times to meet the funding requirement of the Bank making available the funds required. The Bank has adequate investment in liquid assets, such as inter-bank placements and treasury bills. Further to primary sources, the Bank also relies on trading assets and other marketable securities to provide for secondary sources of liquidity. This level of liquidity was adequate to meet fluctuating customer borrowings and draw-downs comfortably. The marketing strategy of the Bank has ensured a balanced mix of demand and time deposits. This is the reason why the Bank needn't depend so much on volatile short-term borrowings. The treasury manager keeps a constant eye over the maturity profile of assets and liabilities so as to maintain adequate liquidity at all times and that the gap is very small. Substantial investment securities with contractual maturities can also be readily liquidated. Proper contingency plan is in place and can be implemented on a timely basis to minimize the risk ensuing from dramatic changes in market conditions. The Asset Liability Committee (ALCO) chaired by the Managing Director reviews the liquidity gap profile and the liquidity scenario and addresses strategic issues concerning liquidity. Further bank is also monitoring the liquidity position through various stock ratios. The bank is proactively using duration gap and interest rate forecasting to minimize the impact of interest rate changes.

**2.7 Management Risks**

**Risk**

Management risk refers to the chance that bank managers will put their own interests ahead of the interest of the company and shareholders.

**Mitigations**

Success and Growth depend on the continued services of their management team. Their senior management has significant industry experience and there is also a deep bench of junior officers being groomed for senior position within the group.

**2.8 Operational Risks**

**Risk**

Operational risk is the risk of loss resulting from inadequate or failed internal processes, people and systems (for example failed IT systems, or fraud perpetrated by a Bank's employee), or from external causes, whether deliberate, accidental or natural. It is inherent in all of the Bank's activities. Operational risks are monitored and, to the extent possible, controlled and mitigated. There can be no assurance that the Bank will not suffer material losses from operational risk in the future.

**Mitigation**

The Bank's approach to operational risk is not designed to eliminate risk altogether rather to contain risks within levels deemed acceptable by senior management. All functions, whether business, control or logistics functions, must manage the operational risks that arise from their activities. Operational risks are pervasive, as a failure in

one area may have a potential impact on several other areas. The Bank has therefore established a cross-functional body to actively manage operational risk as part of its governance structure. The foundation of the operational risk framework is that all functions have adequately defined their roles and responsibilities. The

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07 DEC 2021

Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

M. REAZUL KARIM, FCA  
Managing Director & CEO  
The Premier Bank Limited  
Head Office, Banani  
Dhaka-1213

Nazim Alamgir  
Managing Director & CEO  
UCB Investment Limited



functions can then collectively ensure that there is adequate segregation of duties, complete coverage of risks and clear accountability. The functions use their controls to monitor compliance and assess their operating effectiveness in several ways, including self-certification by staff, tracking of a wide range of metrics (for example, the number and characteristics of client complaints, deal cancellations and corrections, un-reconciled items on cash and customer accounts, and systems failures), and the analysis of internal and external audit findings.

## 2.9 Business Risks

### Risk

Business strategy is formulated by its efficient management team. There can be no assurance that it will be successful in achieving these strategic goals or that achievement thereof will be sufficient to accomplish the objectives of the Bank. Although these strategies are crafted in a very careful manner, there is no assurance that all of our strategic plan will work successfully. A number of factors, some of which are outside the control of the Bank (such as market declines and unfavorable macro-economic conditions in the Bank's core markets) could result in an inability to implement some or all of the Bank's strategic goals or to fully realize expected synergies, all of which could have a material adverse effect on the Bank's business, financial conditions and results of operations. In addition, our businesses depend on the ability to process a large number of transactions efficiently and accurately. Losses can result from inadequate personnel, inadequate or failed internal control processes and systems, or from external events that interrupt normal business operations. The Bank also faces the risk that the design of its controls and procedures are inadequate. There can be no assurance that the Bank will not suffer material losses from operational risk in the future.

### Mitigations

A separate risk management unit established within the Bank's organogram to address and mitigate the potential business risk. This specialized unit provides the bank caution against any financial crisis at micro and macro level.

## 2.10 Industry Risk:

### Risk

Banking Industry is extremely competitive in Bangladesh with 61 scheduled Banks and 34 Non-Banking Financial Institution (NBFI) operational in the country. Increased competition and unanticipated actions by competitors or clients could reduce our profitability. While we will continue to respond to the competitive environment with attractive product and service offerings that are profitable for the bank, there is no assurance that we may not lose market share in important areas of its business or incur losses on some or all of its activities.

### Mitigations

A regular duty of the established risk management unit within the Bank's organogram to address and mitigate the potential Industry risk. This specialized unit provides the bank caution against any financial crisis at macro level. Highly efficient and experienced top management always pass the logical prediction to the execution level through setting an industry cautious management strategy.

## 2.11 Market and Technology Related Risks

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Market Risk is the risk of losses in on and off-balance sheet positions arising from movements in market prices. The market risk positions subject of this requirement are:

- The risks pertaining to interest rate related instruments and equities in the Trading Book.
- Foreign exchange risk and commodities risk throughout the Bank (both in the Banking and

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Trading Book).

Technology risk is the process of managing the risk associated with implementation of new technology and maintenance of existing technology.

#### Mitigations

The objective of investment policy covering various facet of Market Risk is to assess and minimize risks associated with treasury operations by extensive use of risk management tools. Broadly it encompasses policy prescriptions for managing systematic risk, credit risk, market risk, operational risk and liquidity risk in treasury operations. For market arising out of various products in trading book of the Bank and its business activities, the bank sets regulatory internal and ensure adherence thereto. Limits for exposure to counter-parties, industries and countries are monitored and the risks are controlled through Stop Loss limits, Overnight limit, Daylight limit, Aggregate Gap limit, Inter-bank dealing and investment limit etc. For the Market Risk Management of the bank, it has a mid-office with separate Desks for Treasury & Asset Liability Management (ALM) Asset Liability Management Committee (ALCO) is primarily responsible for establishing the market risk management, asset liability management of the bank, procedures thereof, implementing core risk management framework issued by regulator, best risk management practices followed globally and ensuring that internal parameters, procedures, practices/policies and risk management prudential limit adhered to.

PBL has a comprehensive IT Security Policy and procedures which are formally documented and endorsed by top management. IT Division (hereinafter IT) has established standard Physical & Environmental Security Measures (e.g. Locked Door, Locked rack, CCTV, AC, Fire Extinguisher, etc.) to all Sensitive areas (e.g. Data Centre, Disaster Recovery Site, Power Rooms, Server Rooms, etc.). IT has standard Logical Security Measures (e.g. Access card, Password Protected Server, Access Log, Measuring Device Logs, Periodic Testing Results, etc.) to all core devices (server, PC, etc.), connecting devices (switch, router, etc.), security devices (firewall, IDS, etc.), all applications (Core banking system, antivirus, firewall, VPN, utilities, etc.), databases, networks and others. IT has standard design and practice in network connectivity, access, build-up, configuration, monitoring, maintenance and security. IT has Business Continuity Management (BCM) to support and handle any human made or natural incident/disaster; moreover, regular backup schedule and retention avoids the risk of data loss based on the criticality of the system.

### 2.12 Risks related to potential or existing government regulations

#### Risk

Banking Industry in Bangladesh is regulated by Bangladesh Bank, Bangladesh Securities and Exchange Commission (BSEC), Ministry of Finance and other relevant government institutions. There can be no assurance that the rules and regulations for this industry will not change in the future in a manner that could adversely affect our business, financial condition and operational results. On the other hand, the terms and condition of the Bonds are based on current Bangladeshi rules and regulations. There can be no assurance as to the impact of any possible judicial decision or change to Bangladeshi law and administrative practice after the date of this Information Memorandum.

#### Mitigations

This bond's tenure is perpetual, therefore past experiences indicates that there will be no such rigorous change in law which can materially hamper the interest of the bondholder.

### 2.13 Risks related to potential changes in global or national policies

#### Risk

This risks may include loss of income as well as creating doubt in paying interest and principal amount of the bond which may be happened by potential adverse changes in global or national policies.

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## Mitigations

In this case also PBL's management think within the tenure of the bond there is less possibility for any material changes in current global or national policies which can impact the financial performance fundamentally.

## 3. Detailed Description and Information

Detailed description and information as per Bangladesh Securities and Exchange Commission (Debt Securities) Rules, 2021; Schedule- A (Part I) is annexed to this Information Memorandum. Please check Annexure - 01.

## 4. Details of the Utilization of Proceeds

### Purpose of Issuance of Premier Bank Perpetual Bond

The Issuer has planned to raise BDT 2,000,000,000.00 to strengthen its Additional Tier I Capital base. The proposed Premier Bank Perpetual Bond will qualify as part of PBL's Additional Tier-I capital and the bond will provide additional Capital cushion to maintain healthy capital adequacy ratios in light of risk weighted assets of the Bank.

### Plan Regarding Use of Proceeds from Premier Bank Perpetual Bond

The Issuer has planned to utilize BDT 2,000,000,000.00 for undertaking general business activities of the bank including increase of its loans and advance portfolio and other securities.

## 5. Features of Premier Bank Perpetual Bond

Premier Bank Perpetual Bond is a debt instrument unsecured and contingent-convertible. The major features of the Premier Bank Perpetual Bond are presented below:

### 5.1 Basic Features of the Instrument

Finalization of all terms & conditions of this instrument (stipulated in the table below) are subject to approval from concerned regulatory authorities and may need to change as per regulatory instruction.

Table 1 Basic Features of Premier Bank Perpetual Bond

|                                   |   |
|-----------------------------------|---|
| <b>Name of the Instrument</b>     | <b>Premier Bank Perpetual Bond</b>  |
| <b>Issue Type</b>                 | Unsecured, Contingent-Convertible, Fully paid up, Non-Cumulative, BASEL III compliant, Perpetual Debt instrument for inclusion in Additional Tier I Capital   |
| <b>Issuer</b>                     | The Premier Bank Limited  |
| <b>Nature of Instrument</b>       | Unsecured   |
| <b>Purpose and Objectives</b>     | To raise Additional Tier-1 Capital through issuance of Premier Bank Perpetual Bond in order to strengthen its capital base in accordance with Bangladesh Bank's Guidelines on Risk Based Capital Adequacy (Revised Regulatory Capital Framework in line with Basel III).<br>The funds being raised by the Bank through the mentioned Issue are not meant for financing any particular project. The Bank shall utilize the proceeds of the Issue for its regular business activities. The Bank shall not utilize proceeds of the Issue for any purpose which may be in contravention of the regulations/ guidelines/ norms issued by the Bangladesh Bank and Bangladesh Security Exchange and Commission where applicable. |
| <b>Arranger and Issue Manager</b> | UCB Investment Limited  |

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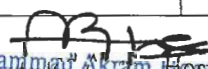
Farzina Alamgir  
Managing Director & CEO  
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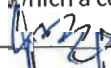
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| Underwriter                            | UCB Investment Limited   |
| Trustee                                | MTB Capital Limited  |
| Paying Agent, Register, Transfer Agent | MTB Capital Limited  |
| Rating Agency                          | Argus Credit Rating Services Limited   |
| Legal Advisor                          | Lex Juris- Barristers, Advocates & Consultants   |
| Facility Size                          | BDT 2,000,000,000<br><br>(BDT 1,800,000,000 under private placement and BDT 200,000,000 under public issue)  |
| No. of Bonds to be Issued              | 360,000 under private placement and 40,000 under public offer.   |
| Face Value                             | BDT 5,000/ (Five thousand taka only)   |
| Bonds per lot/ Minimum Subscription    | 01 bond for public issue and 10,000 for private placement  |
| Tenure                                 | Not Applicable. The Bonds shall be perpetual i.e. there is no maturity date and there are no step-ups or other incentives to redeem.   |
| Investors                              | <p>The following class of investors are eligible to participate in the offer:</p> <ul style="list-style-type: none"> <li>Public Financial Institutions which are duly authorized to invest in Bonds as per Bangladesh Bank Regulations</li> <li>Mutual Funds, Insurance Companies, Scheduled Commercial Banks,</li> <li>Co-operative Banks, Regional Rural Banks authorized to invest in bonds/ debentures,</li> <li>Societies authorized to invest in bonds/debentures,</li> <li>Trusts authorized to invest in bonds/ debentures,</li> <li>Statutory Corporations/ Undertakings established by Central/ State legislature authorized to invest in bonds/ debentures,</li> <li>Any other not mentioned in the list but is eligible to subscribe as per regulations by Bangladesh Bank.</li> </ul> <p>This being a private placement Issue, the eligible investors who have been addressed through this communication directly, are only eligible to apply.</p> <p>Prior to making any investment in these Bonds, each investor should satisfy and assure himself/herself/itself that he/she/it is authorized and eligible to invest in these Bonds. The Bank shall be under no obligation to verify the eligibility/authority of the investor to invest in these Bonds. Further, mere receipt of this Disclosure Document by a person shall not be construed as any representation by the Bank that such person is authorized to invest in these Bonds or eligible to subscribe to these Bonds. If after applying for subscription to these Bonds and/or allotment of Bonds to any person, is found to have been ineligible to invest in/hold these Bonds, the Bank shall not be responsible in any manner.</p> |
| Coupon Rate                            | Reference Rate + Coupon Margin   |
| Reference Rate                         | 20-year Treasury-Bond rate.<br>(Latest available rate of 20-year Treasury-Bond rate as published by Debt Management Department of Bangladesh Bank on the quotation day)  |
| Coupon Margin                          | 2.0%   |
| Quotation Day                          | Five (05) days before the first day of any period for which a coupon rate is to be determined  |
| Coupon Range                           | <ul style="list-style-type: none"> <li>Coupon Ceiling: 10%</li> </ul>  |

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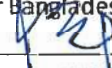



|   |   |
|---|---|
|   | <ul style="list-style-type: none"> <li>Coupon Floor: 6% subject to having available distributable profit</li> </ul>   |
| <b>Coupon Discretion</b>  | The bank will have full discretion at all times to cancel distributions/payments to the bondholder  |
| <b>Exercise of Coupon Discretion</b>  | Any coupon payment will be distributed subject to having available distributable profit of the issuer   |
| <b>Coupon Payment Frequency</b>   | Semi-Annual   |
| <b>Late Payment</b>   | Issuer shall pay a late payment penalty of 2% (two per cent) higher than the Coupon Rate and be payable on the amount not paid on the due date till the date of actual payment unless exercise of coupon discretion is not in effect.   |
| <b>Business Day Convention/Effect of Holidays</b>   | <ul style="list-style-type: none"> <li>If any Coupon/ Interest Payment Date falls on a day that is not a Business Day, the payment shall be made by the Bank on the immediately succeeding Business Day.</li> <li>If the Call Option Due Date (also being the last Coupon Payment Date, in case Call Option is exercised) of the Bonds falls on a day that is not a Business Day, the Call Option Price shall be paid by the Bank on the immediately preceding Business Day along with interest accrued on the Bonds until but excluding the date of such payment.</li> </ul>   |
| <b>Late Redemption</b>  | Not Applicable.<br>Since the instrument is perpetual in nature i.e. there is no maturity date; late redemption is not applicable unless and until it is eligible for call option criteria.  |
| <b>Credit Enhancement</b>   | Not Applicable.   |
| <b>Put Date</b>   | Not Applicable  |
| <b>Put Price</b>  | Not Applicable  |
| <b>Call Option</b>  | Can be exercised only after ten years of issuance, with prior approval from the Bangladesh Bank   |
| <b>Call Option Eligibility</b>  | <ol style="list-style-type: none"> <li>Replace this instrument with capital of the same or better quality that are sustainable for the income capacity of the Bank, or,</li> <li>Capital position is above the minimum requirements after the call option is exercised.</li> </ol>  |
| <b>Claim Settlement in the event of Liquidation or Wind-up</b><br><br><p>19 DEC 2021</p> <p><b>Vetted</b></p> <br><p>Syed Muhammad Golam Mowla<br/>Deputy Director<br/>Bangladesh Securities and Exchange Commission</p> | <p>Claims of the investors on the bond are:</p> <ol style="list-style-type: none"> <li>Superior to the claims of investors in equity shares and perpetual non-cumulative preference shares, if any, of the bank whether currently outstanding or issued at any time in the future.</li> <li>subordinated to the claims of depositors, general creditors and subordinated debt of the Bank other than any subordinated debt qualifying as Additional Tier 1 Capital (as defined in the Basel III Guidelines) of the Bank;</li> <li>Is neither secured nor covered by a guarantee of the issuer nor related entity or other arrangement that legally or economically enhances the seniority of the claim vis-à-vis bank creditors</li> </ol> <p>Notwithstanding anything to the contrary stipulated herein, the claims of the Bondholders shall be subject to the provisions of Loss Absorption in this terms and features.</p> |
| <b>Loss Absorption</b>  | Any losses will be absorbed in the following manner:<br>Conversion to common shares at pre-specified trigger point as needed to reach the minimum consolidated CET-1 ratio as per Bangladesh Bank requirement (Currently of 4.50%).   |

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 Managing Director & CEO  
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|  |   |
|--|---|
| Loss Absorption Methodology                    | CET-1 on Trigger Date will be considered to identify the shortfall percentage and it will be converted into common shares eventually. If a fractional share issuance arises upon conversion, the issuer will round the number of shares issuable, up to the next whole number. Fractional lot size will also be rounded to the next whole number.   |
| Trigger Point for Loss Absorption              | If the bank's consolidated CET-1 falls below Bangladesh Bank requirement (Currently of 4.50%) and stays below for 03 (Three) successive quarters; then, the 3rd quarter-end date of consecutive below-minimum CET-1 Ratio would be the Trigger-Point (date). Once the trigger point has been reached and exercised, the cycle will start again.   |
| Conversion Strike Price                        | Average market price of the immediate 180 days or par value (currently BDT 10tk) whichever is higher.   |
| Payment Suspension Methodology                 | In case of the event of exercise of loss absorption feature of the bond, any coupon payment in between the trigger date and publication date of audited financials will be hold. The bondholder will not be eligible for the coupon payment if the same situation prevails (CET-1 (Conso) remains below the regulatory requirement of 4.5%) after the publication of audited financials.  |
| Conversion Notice                              | <p>In time of conversion Trustee shall notify the bondholders in accordance with not less than 2 business days prior to start of each conversion period of the commencement date and the final date of such conversion period. All notices are validly given if:</p> <ul style="list-style-type: none"> <li>• Mailed to bondholders at their respective address in the register,</li> <li>• Published for three consecutive days in one English newspaper and one Bengali newspaper; each having wide circulation in Bangladesh,</li> <li>• Emailed to bondholders at their respective addresses set out in the Issuer Register provided that such notices will only be considered as validly given unless followed up with hard copies of the notices being mailed to the bondholders or published for three consecutive days in a leading newspaper as aforesaid.</li> </ul> <p>Any such notice shall be deemed to have been given on the seventh day after being so mailed or on the later of the date of such publications.</p> |
| Events of Default                              | <p>Not Applicable.</p> <p>It is further clarified that cancellation of discretionary payments/coupon shall not be deemed to be an event of default. The Bondholders shall have no rights to accelerate the repayment of future scheduled payments (coupon or principal) except in bankruptcy and liquidation.</p>   |
| Common Equity Holders' Dividend Stopper Clause | <p>Dividend Stopper Clause will be applicable to these Bonds and it will stop common equity holders' dividend payments on common shares in the event the holders of the Bonds are not paid coupon. In the event the holders of the Bonds are not paid coupon, they shall not impede the full discretion that Issuer has at all times to cancel distributions/payments on the Bonds, nor will they impede / hinder:</p> <ol style="list-style-type: none"> <li>The Re-Capitalization of the Issuer.</li> <li>The Issuer's right to make payments on other instruments, where the payments on this other instrument were not also fully discretionary</li> <li>The Issuer's right to making distributions to shareholders for a period that extends beyond the point in time that coupon on the Bonds are resumed. The normal</li> </ol>  |


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|  |  |                               |
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|  | operation of the Issuer or any restructuring activity (including acquisitions/ disposals).   |                               |
| Credit Rating of the Issuer and Issuance | <b>Credit Rating of the Issuer</b>   |                               |
|  | Long term  | AA+                           |
|  | Short term   | ST-1                          |
|  | Validity   | 29 <sup>th</sup> June, 2022   |
|  | <b>Credit Rating of the Issuance</b>   |                               |
|  | Long term  | AA                            |
|  | Short term   | ST-1                          |
|  | Validity   | 23 <sup>rd</sup> August, 2022 |
| Transferability/Liquidity                | Freely transferable in accordance with the provisions of the Deed of Trust.  |                               |
| Governing Law                            | The Bonds are governed by and shall be construed in accordance with the existing laws of Bangladesh. Any dispute arising thereof shall be subject to the jurisdiction of courts of Bangladesh. |                               |

## 5.2 Rate of Return, Yield to Maturity, Coupon/Discount Rate

Coupon Range: 6%\*-10% p.a. \*subject to having available distributable profit.

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## 5.3 Transferability/Liquidity

The bond is freely transferable in accordance with the provisions of the Trust Deed.

## 5.4 Prepayment, Call, Refunding, Conversion Feature

Perpetual bond is non-puttable, callable in Nature.

  
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## 5.5 Tax Features

The Company and any income from the Bond for the investors will be according to the Laws of Bangladesh.

## 5.6 Enforcement of Charges over securities

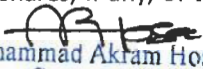
The Trustee shall enforce all payment obligations under the Bonds only by way of petitioning for the winding up or dissolution of the Issuer and/or by proving for the amount due and payable under the Bonds in the liquidation or administration of the Issuer. In the event of default by the Issuer in the performance or observance of any covenant, condition or provision contained in the Bond or the Trust Deed or any of the Issue Documents (save for failure to pay any amount of principal, coupon or expenses or in respect of any other payment obligation), (i) the Trustee or any Bondholder shall not be entitled to any remedy available to the Trustee or any Bondholder which in substance amounts to a remedy to recover any amounts under any payment obligation of the Issuer under the Bonds and (ii) any other remedy available.

## 5.7 Repayment Schedule:


As per BASEL III guideline (Annex IV: Special Eligibility Criteria to qualify for additional Tier 1 Capital, a) this instrument is perpetual in nature i.e. there is no maturity date and there are no set-ups or other incentives to redeem unless and until it is eligible for call option criteria depicted in features section.

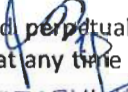
## 6. Description of Collateral Security and type of charges to be created against Issue

Premier Bank Perpetual Bond is superior to the claims of investors in equity shares and perpetual non-cumulative preference shares, if any, of the bank whether currently outstanding or issued at any time in the

  
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future and subordinated to the claims of depositors, general creditors and subordinated debt of the Bank other than any subordinated debt qualifying as Additional Tier I Capital (as defined in the Basel III Guidelines) of the Bank. It is neither secured nor covered by a guarantee of the issuer nor related entity or other arrangement that legally or economically enhances the seniority of the claim vis-à-vis bank creditors.

## 7. Rights and Obligations of the Issuer

Rights and Obligations of the Issuer have been incorporated from the Trust Deed executed between the Issuer (Premier Bank Limited) and the Trustee (MTB Capital Limited).

### 7.1 Covenant to Repay

The Issuer covenants with the Trustee that it will, as and when the Bonds or any of the interest payment under the Bonds become due for payment or any principal on the Bonds or any of them becomes due to be repaid in accordance with the Conditions, unconditionally pay or procure to be paid to or to the order of the Trustee in Bangladesh Taka in Dhaka in immediately available freely transferable funds, the interest payments or the principal amount of the Bonds or any of them becoming due for payment, redemption or repayment on that date and shall (subject to the provisions of the Conditions) until all such payments (both before and after judgment or other order) are duly made unconditionally pay or procure to be paid to or to the order of the Trustee as aforesaid on the dates provided for in the Conditions interest on the principal amount of the Bonds or any of them outstanding from time to time as set out in the Conditions provided that:

7.1.1 every payment of interest in respect of the Bonds or any of them made to the Bondholders shall satisfy, to the extent of such payment;

7.1.2 if any payment of interest in respect of the Bonds or any of them is made after the due date, payment shall be deemed not to have been made until either the full amount is paid to the Bondholders or, if earlier, the seventh day after notice has been given to the Bondholders in accordance with the Conditions that the full amount has been received by the Trustee; and

7.1.3 in any case where payment of the whole or any part of the principal amount due in respect of any Bond is improperly withheld or refused interest shall accrue at applicable interest rate for the Bond on the whole or such part of such principal amount from the date of such withholding or refusal until the date either on which such principal amount due is paid to the Bondholders.

The Trustee will hold the benefit of this covenant and the covenants in Clause 11.2 (Covenant to comply with Trust Deed, Conditions, Schedules and Clause 11.3 (Covenants by the Issuer) on trust for the Bondholders.

### 7.2 Covenant to comply with Trust Deed, Conditions, Schedules, and applicable law

7.2.1 The Issuer hereby covenants with the Trustee to comply with, perform and observe all those provisions of this Trust Deed, the Conditions (including, without limitation, Condition 5 (Covenants)) and the other Schedules which are expressed to be binding on it and to perform and observe the same. The Bonds are subject to the provisions contained in this Trust Deed, all of which shall be binding upon the Issuer and the Bondholders and all persons claiming through or under them respectively. The Bondholders and all persons claiming under or through them respectively will also be entitled to the benefit of, and will be bound by, this Trust Deed and the other Bond Documents and will be deemed to have notice of all of the provisions of the Bond Documents applicable to them.

7.2.2 The Issuer hereby covenants with the Trustee to comply with, perform and observe all those provisions of the applicable law including but is not limited to Bangladesh Securities and Exchange Commission (Debt Securities) Rules 2021. The Issuer agrees that Bondholders and all persons claiming under or through them respectively will also be entitled to the benefit of, and will be bound by, the applicable law and will be deemed to have notice of all of the provisions of the applicable law applicable to them.

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Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem FCA, FCMA  
19 Chief Financial Officer  
Head Office  
The Premier Bank Limited

M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

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7.2.3 The Trustee shall itself be entitled to enforce the obligations of the Issuer under the Bonds and the Conditions and the applicable law as if the same were set out and contained in this Trust Deed which shall be read and construed as one document with the Bonds.

7.3 Covenants by the Issuer

The Issuer hereby covenants with the Trustee that, so long as any of the Bonds remain outstanding, it will:

7.3.1 Books of account

At all times keep and procure that all its Subsidiaries keep such books of account as may be necessary to comply with all applicable laws and so as to enable the financial statements of the Issuer to be prepared and allow, subject to confidentiality obligations under applicable law, the Trustee and any person appointed by it free access to the same at all reasonable times and to discuss the same with responsible officers of the Issuer;

7.3.2 Event of Default

Give notice in writing to the Trustee forthwith upon becoming aware of any Event of Default and without waiting for the Trustee to take any further action;

7.3.3 Corporate Governance

Comply (and shall ensure that each member of the Group will) in all material respects with the corporate governance guidelines set out by the Bangladesh Bank and the Bangladesh Securities and Exchange Commission.

7.3.4 Information

So far as permitted by applicable law, at all times give to the Trustee such information, opinions, certificates and other evidence as it shall require and in such form as it shall require in relation to Issuer for the performance of its obligations under the Bond Documents;

7.3.5 Execution of further Documents

So far as permitted by applicable law, at all times execute all such further documents and do all such further acts and things as may be necessary at any time or times in the opinion of the Trustee to give effect to the provisions of this Trust Deed;

7.3.6 Notices to Bondholders

Send or procure to be sent to the Trustee not less than 5 (five) business days prior to the date of publication, one copy of each notice to be given to the Bondholders in accordance with the Conditions and, upon publication, send to the Trustee two copies of such notice;

7.3.7 Notification of non-payment

Notify the Trustee forthwith in the event that it does not, on or before the due date for payment in respect of the Bonds or any of them, pay unconditionally the full amount in the relevant currency of the moneys payable on such due date on all such Bonds;

7.3.8 Notification of late payment

In the event of the unconditional payment to the Trustee of any sum due in respect of the Bonds or any of them being made after the due date for payment thereof, forthwith give notice to the Bondholders that such payment has been made;

7.3.9 Notification of Call Exercise Date

Not less than 30 (thirty) days prior to the Call Exercise Date in respect of any Bond, give to the Trustee notice in writing of the amount of such redemption or purchase pursuant to the Conditions and duly proceed to redeem or purchase such Bonds accordingly;

7.3.10 Authorized Signatories

Upon the execution hereof and thereafter forthwith upon any change of the same, deliver to the Trustee a list of the Authorized Signatories of the Issuer, together with certified specimen signatures of the same; and

7.3.11 Payments

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Pay moneys payable by it to the Trustee hereunder without set off, counterclaim, deduction or withholding, unless otherwise compelled by laws of the land.

## 8. Rights and Obligation of the Trustee

Rights and Obligations of the Trustee have been incorporated from the Trust Deed executed between the Issuer (Premier Bank Limited) and the Trustee (MTB Capital Limited).

8.1.1 Applicable Law: Notwithstanding anything contained in this Trust Deed the Trustee shall have all such rights and powers granted to it under the applicable law including but is not limited to Bangladesh Securities and Exchange Commission (Debt Securities) Rules 2021 together with all its amendment, modification or ratification thereof.

8.1.2 Advice: The Trustee may in relation to this Trust Deed act on the opinion or advice of or a certificate or any information obtained from any lawyer, banker, valuer, surveyor, broker, auctioneer, accountant or other expert (whether obtained by the Trustee, the Issuer, or any Subsidiary) and which advice or opinion may be provided on such terms (including as to limitations on liability) as the Trustee may consider in its sole discretion to be consistent with prevailing market practice with regard to advice or opinions of that nature and shall not be responsible for any Liability occasioned by so acting; any such opinion, advice, certificate or information may be sent or obtained by letter, telegram, telex, cablegram or facsimile transmission. However, the trustee should also perform the standard due diligence process in case of receipt of any advice, whatever means the communication form either print or electronic, in relation to the issuance of the bond;

8.1.3 Resolution or direction of Bondholders: the Trustee shall not be responsible for acting upon any resolution purporting to be a Written Resolution or to have been passed at any meeting of the Bondholders in respect whereof minutes have been made and signed or a direction of a specified percentage of Bondholders, even though it may subsequently be found that there was some defect in the constitution of the meeting or the passing of the resolution or the making of the directions or that for any reason the resolution purporting to be a Written Resolution or to have been passed at any Meeting or the making of the directions was not valid or binding upon the Bondholders;

8.1.4 Trustee not responsible for investigations: save as otherwise provided by applicable law, the Trustee shall not be responsible for, or for investigating any matter which is the subject of, any recital, statement, representation, warranty or covenant of any person contained in this Trust Deed, the Bonds, or any other agreement or document relating to the transactions herein or therein contemplated or for the execution, legality, effectiveness, adequacy, genuineness, validity, enforceability or admissibility in evidence thereof;

8.1.5 Entry on the Register: The Trustee shall not be liable to the Issuer or any Bondholder by reason of having accepted as valid or not having rejected any entry on the Register later found to be forged or not authentic and can assume for all purposes in relation hereto that any entry on the Register is correct;

8.1.6 Events of Default: save as otherwise provided by applicable law, until it shall have actual knowledge or express notice to the contrary, the Trustee shall be entitled to assume that no such Event of Default has happened and that the Issuer is observing and performing all the obligations on its part contained in the Bonds and under this Trust Deed and no event has happened as a consequence of which any of the Bonds may become repayable; and

8.1.7 Right to Deduct or Withhold: notwithstanding anything contained in this Trust Deed, to the extent required by any applicable law, if the Trustee is or will be required to make any deduction or withholding from any distribution or payment made by it hereunder or if the Trustee is or will be otherwise charged to, or is or may become liable to, tax as a consequence of performing its duties hereunder whether as principal, agent or otherwise, and whether by reason of any assessment, prospective assessment or other imposition of liability to taxation of whatsoever nature and whenever made upon the Trustee, and whether in connection with or arising from any sums received or distributed by it or to which it may be entitled under this Trust Deed (other than in connection with its remuneration as provided for herein) or any investments or deposits from time to time representing the same, including any income or gains arising therefrom or any action of the Trustee in

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connection with the trusts of this Trust Deed (other than the remuneration herein specified) or otherwise, then the Trustee shall act to make such deduction or withholding as per the prevailing laws of the land.

8.1.8 Liability: Under no circumstance will the Trustee be liable for any special, indirect, punitive or consequential loss or damage of any kind whatsoever (including but not limited to loss of business, goodwill, opportunity or profit), whether or not foreseeable, even if the Trustee has been advised of such loss or damage and regardless of whether the claim for loss or damage is made in negligence, for breach of contract or otherwise. This Clause 6.1.8 shall survive the termination or expiry of this Trust Deed or the removal or termination of the Trustee.

8.1.9 Force Majeure: The Trustee shall not be liable for any failure or delay in the performance of its obligations under this Trust Deed or any other Bond Document because of circumstances beyond such Trustee's control, including, without limitation, acts of God, flood, war (whether declared or undeclared), terrorism, fire, riot, embargo, labor disputes, any laws, ordinances, regulations or the like of which restrict or prohibit the performance of the obligations contemplated by this Trust Deed or any other Bond Document, inability to obtain or the failure of equipment, or interruption of communications or computer facilities, and other causes beyond such Trustee's control whether or not of the same class or kind as specifically named above.

8.1.10 Immunities: The Trustee's immunities and protections from liability and its right to indemnification in connection with the performance of its duties under this Trust Deed shall extend to the Trustee's officers, directors and employees. Such immunities and protections and right to indemnification, together with the Trustee's right to compensation, shall survive the Trustee's resignation or removal, the defeasance or discharge of this Trust Deed and final payment of the Bonds.

8.1.11 Professional charges: any trustee being a banker, lawyer, broker or other person engaged in any profession or business shall be entitled to charge and be paid all usual professional and other charges for business transacted and acts done by him or his partner or firm on matters arising in connection with the trusts of this Trust Deed and also his properly incurred charges in addition to disbursements for all other work and business done and all time spent by him or his partner or firm on matters arising in connection with this Trust Deed, in each case as agreed pursuant to the Fee Letter (including matters which might or should have been attended to in person by a trustee not being a banker, lawyer, broker or other professional person). In this connection prior approval from the Issuer should be obtained by the Trustee.

8.1.12 Expenditure by the Trustee: nothing contained in this Trust Deed shall require the Trustee to expend or risk its own funds or otherwise incur any financial liability in the performance of its duties or the exercise of any right, power, authority or discretion hereunder if it has grounds for believing the repayment of such funds or adequate indemnity against, or security for, such risk or liability is not reasonably assured to it, subject to prior approval from the Issuer; and

8.1.13 Restriction on financial transactions with the Issuer: The Trustee and its directors and officers shall be precluded from making any contracts or entering into any transactions ("Other Business") with the Issuer which would place its fiduciary duties towards the Bondholders in conflict with its rights and obligations in such Other Business.

8.1.14 Trustee Liability: The Trustee shall not be liable to any person for any matter or thing done or omitted in any way in connection with or in relation to this Trust Deed or the Bonds save in relation to its own gross negligence, willful default or fraud.

8.1.15 Right to Sue: The Trustee may sue and may be sued on behalf of the Bondholders.

8.2 Trustee's powers and duties

8.2.1 Applicable Law: Notwithstanding anything contained in this Trust Deed the Trustee shall have all such responsibility as set out in the applicable law including but is not limited to Bangladesh Securities and Exchange Commission (Debt Securities) Rules 2021 and any subsequent amendments, modifications or ratifications thereof.

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Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



8.2.2 Act for Bondholders: Subject to applicable law and terms and conditions of this Trust Deed Trustee shall act on behalf and for the exclusive interest of the Bondholders;

8.2.3 Monitoring: Trustee shall ensure that Issuer is observing the applicable law for the Bonds and the terms and conditions of the Bond Documents. As soon as the Trustee is aware of any breach by the Issuer it shall immediately inform the Bondholders and the Issuer of such breach;

8.2.4 Report to BSEC: Trustee shall submit an annual compliance report to the BSEC on the activities of the Issuer including repayment of dues to the Bondholders. When Trustee shall submit such report to the BSEC it shall provide copy to the Issuer and the Bondholders. However, in case of any non-compliance of the Issuer, the trustee shall first provide a copy of the report to the Issuer with details of such non-compliance and then submit to the BSEC;

8.2.5 Notification of call or repayment: immediately upon receipt of notice from the Issuer regarding a Call Exercise Date in respect of any Bond, give to the respective Bondholders notice in writing of the amount of such redemption or purchase by the Issuer pursuant to the Conditions;

8.2.6 Grievances of the Bondholders: Upon receipt of a complaint from the Bondholders Trustee shall take necessary steps for redress of grievances of the Bondholders within one month of the date of receipt of the complaints and he shall keep the BSEC and the Issuer informed about the number, nature and other particulars of the complaints received and the manner in which such complaints have been redressed;

8.2.7 Trustee's determination The Trustee may determine whether or not a default in the performance or observance by the Issuer of any obligation under the provisions of this Trust Deed or contained in the Bonds is capable of remedy and if the Trustee shall certify that any such default is, in its opinion, not capable of remedy, such certificate shall be conclusive and binding upon the Issuer and the Bondholders;

8.2.8 Determination of questions: the Trustee as between itself and the Bondholders shall have full power to determine all questions and doubts arising in relation to any of the provisions of this Trust Deed and every such determination, whether made upon a question actually raised or implied in the acts or proceedings of the Trustee, shall be conclusive and shall bind the Trustee and the Bondholders;

8.2.9 Trustee's discretion: the Trustee shall (save as expressly otherwise provided herein) as regards all the trusts, powers, authorities and discretions vested in it by this Trust Deed or by operation of law, have absolute and uncontrolled discretion as to the exercise or non-exercise thereof but whenever the Trustee is under the provisions of this Trust Deed bound to act at the request or direction of the Bondholders, the Trustee shall nevertheless not be so bound unless first indemnified and/or provided with security to its satisfaction against all actions, proceedings, claims and demands to which it may render itself liable and all costs, charges, damages, expenses and liabilities which it may incur by so doing;

8.2.10 Trustee's consent: any consent given by the Trustee for the purposes of this Trust Deed may be given on such terms and subject to such conditions (if any) as the Trustee may require;

8.2.11 Application of proceeds: the Trustee shall not be responsible for the receipt or application by the Issuer of the proceeds of the issue of the Bonds or the delivery of any Bond Certificates to the Bondholders;

8.2.12 Error of judgment: the Trustee shall not be liable for any error of judgment made in good faith by any officer or employee of the Trustee assigned by the Trustee to administer its corporate trust matters;

8.2.13 Agents: Subject to the provisions of the Trust Act 1882 and Bangladesh Securities and Exchange Commission (Debt Securities) Rules 2021, the Trustee may, in the conduct of the trusts of this Trust Deed instead of acting personally, employ and pay an agent on any terms, whether or not a lawyer or other professional person, to transact or conduct, or concur in transacting or conducting, any business and to do or concur in doing all acts required to be done by the Trustee (including the receipt and payment of money) with the consent of Issuer and the Trustee shall be responsible for any loss, liability, expense, demand, cost, claim or proceedings

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incurred by reason of the misconduct, omission or default on the part of any person appointed by it hereunder or be bound to supervise the proceedings or acts of any such person provided that the Trustee had exercised reasonable care in the appointment of such person;

8.2.14 Confidential information: the Trustee shall not (unless required by law or ordered so to do by a court of competent jurisdiction) be required to disclose to any Bondholder confidential information or other information made available to the Trustee by the Issuer in connection with this Trust Deed and no Bondholder shall be entitled to take any action to obtain from the Trustee any such information.

6.2.15 Determination of Interest Rate: the Trustee shall determine Applicable Interest Rate in accordance with Condition of the Bond.

## 9. Rights and Obligation of the Eligible Investors (Bondholders)

**Rights and Obligations of the Eligible Investors (Bondholders) have been incorporated from the Trust Deed executed between the Issuer (Premier Bank Limited) and the Trustee (MTB Capital Limited).**

9.1 Each investors (Bondholder) of the Bonds issued under private placement, shall enter into a separate Subscription Agreement with the Issuer and shall be bound by the terms and conditions in relation to such investments as contained in such Subscription Agreement containing in details the rights and obligations of the investors, and which shall be an integral part of this Trust Deed.

9.2 The rights of the Bondholder are several and any debt or other obligation arising under the subscription at any time from the Issuer to any other Bondholder(s) shall be a separate and independent debt. Each Bondholder will be entitled to protect and enforce its individual rights independently of any other Bondholder and it shall not be necessary for any other Bondholder(s) to be joined as an additional party in proceedings for such purpose.

9.3 Each Bondholder has the right to demand information from the Issuer as set out in this Trust Deed and the Condition attached in Schedule 1 (Terms and Conditions of the Bonds).

9.4 Each Bondholder has the right to receive interest on the Bond on the Interest Payment Date as set out in the Condition attached in Schedule 1 (Terms and Conditions of the Bonds).

9.5 Each Bondholder has the right to attend meeting of the Bondholders and vote therein in accordance with Condition 13 (Meetings of Bondholders, Modification, Waiver and Substitution).

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9.6 The Issuer shall fully indemnify the Bondholder(s) from and against any expense, loss, damage or liability which any of them may incur as per provisions of this Trust Deed in connection with the enforcement, protection or preservation of any right or claim of the Bondholders under the Transaction Documents.

## 10. Rights and Obligations of the Issue Manager

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**Rights and Obligations of the Issue Manager have been incorporated from the Trust Deed executed between the Issuer (Premier Bank Limited) and the Issue Manager (UCB Investment Limited).**

The ISSUE MANAGER warrants and represents to ISSUER that.

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

The ISSUE MANAGER is a valid and legally constituted company and has obtained all necessary and requisite licenses, approvals, and permits (as the case may be) from the Bangladesh Securities and Exchange Commission (BSEC) and any other authorities/agencies concerned to carry on the business as Manager to Issue with regard to the Issue Management.

The ISSUE MANAGER will provide all the Services in accordance with the requirement of the law, especially in strict compliance to the Bangladesh Securities and Exchange laws, regulations, notifications, and directions

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issued from time to time prior to and on the date of the PUBLIC OFFER, the Companies Act, the Listing Rules, etc.

The ISSUE MANAGER shall issue a Due Diligence Certificate in favor of ISSUER to execute PUBLIC OFFER in compliance with the "Bangladesh Securities and Exchange Commission (Debt Securities) Rules, 2021" only upon the ISSUE MANAGER's satisfaction on independent verification of different papers, reports, documents and other material facts and disclosures to evaluate authenticity and integrity of the Company through several discussions with the officials and Directors of ISSUER.

The ISSUE MANAGER will take all possible precautions, care and exert the best of its expertise, skills, and services for the PUBLIC OFFER.

The ISSUE MANAGER shall keep a record for the next 5 (five) years after PUBLIC OFFER approval for any inspection or queries by the Commission as per the guideline of "Bangladesh Securities and Exchange Commission (Debt Securities) Rules, 2021".

The ISSUE MANAGER shall have the power to engage/appoint any co-Issue Manager without any additional cost burden and with the written consent of ISSUER.

The ISSUE MANAGER shall ensure its competence for approval but extent any guarantee from the regulator which is beyond its control.

## 11. Rights and Obligations of the Underwriter

Rights and Obligations of the Underwriter have been incorporated from the Trust Deed executed between the Issuer (Premier Bank Limited) and the Underwriter (UCB Investment Limited).

As per guideline of Bangladesh Securities and Exchanges Commission (Debt Securities) Rules, 2021 at least twenty percent (20%) of the public issue of any securities made under these rules have to be underwritten on a firm commitment basis by the underwriter(s) i.e. BDT 40,000,000 shall have to be underwritten on a firm commitment basis by the underwriter, subject to the terms stated below:

- The underwriter may also use best efforts for selling securities to any institutional investor or eligible investor;
- The unsubscribed portion of securities up to the commitment shall be subscribed by the underwriter(s) itself or selling of any portion of unsubscribed securities to any institutional investor or eligible investor under best efforts to fulfil the commitment;
- The IPO shall stand cancelled in case of under-subscription above fifty percent (50%).

## 12. Description of The Premier Bank Limited: The Issuer

The Premier Bank Limited started its journey with the prime motto of "Service First" in 1999. The Bank has made history not just by passing 21 years of banking endeavor in Bangladesh but by making every moment useful and rewarding for our valued clients. The Bank has current network of 120 Branches which include 18 AD Branches, 102 Non-AD Branches including 12 SME/Agri. Branches. The Bank has also 11 sub-branches and 90 ATM booths including 6 Premier Fast Track at different locations of the country and a fully-owned subsidiary company named Premier Bank Securities Limited (PBSL) with 5 Branches at Dhaka & Chittagong city. We have continued us strive to build strong relationship with the customers and provide them fast and quality services as well as the best financial solution according to their actual needs.. In our long journey, we have been trusted custodians of their money and a true financier of their wants.

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Tanzim Alamgir  
Managing Director & CEO  
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Authorized Capital (As on June 30, 2021):  
Paid-up Capital (As on June 30, 2021):

BDT 15,000,000,000.00  
BDT 10,430,707,270.00

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**a. Capital Structure**

Table: Sources of Issuer's Capital Structure as on June 30, 2021

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Deputy Director  
Bangladesh Securities and Exchange Commission

| LIABILITIES & CAPITAL   | Amount in BDT          | % of Total assets |
|---|------------------------|-------------------|
| <b>Liabilities</b>  |                        |                   |
| <b>Borrowings from other banks, financial institutions and agents</b> | <b>35,477,543,199</b>  | <b>10.78%</b>     |
| <b>Deposits and other Accounts</b>                                    | <b>243,584,443,979</b> | <b>74.04%</b>     |
| Current Accounts and other Accounts                                   | 96,936,353,796         | 29.46%            |
| Bills Payable   | 4,483,300,544          | 1.36%             |
| Savings Bank Deposits   | 17,315,680,515         | 5.26%             |
| Term Deposits   | 124,849,109,124        | 37.95%            |
| <b>Non-Convertible Subordinated Bond</b>                              | <b>10,000,000,000</b>  | <b>3.04%</b>      |
| <b>Other liabilities</b>  | <b>19,178,823,083</b>  | <b>5.83%</b>      |
| <b>Total Liabilities</b>  | <b>308,240,810,261</b> | <b>93.69%</b>     |
| <b>Capital/Shareholders' Equity</b>                                   |                        |                   |
| <b>Equity attributable to equity holders of the parent company</b>    |                        |                   |
| Paid-up Capital   | 10,430,707,270         | 3.17%             |
| Statutory Reserve   | 6,877,664,682          | 2.09%             |
| Other Reserve   | 117,149,377            | 0.04%             |
| General Reserve   | 300,000,000            | 0.09%             |
| Retained Earnings   | 3,042,285,536          | 0.92%             |
| Non-controlling interest  | 25,057                 | 0.00%             |
| <b>Total Shareholders' Equity</b>                                     | <b>20,767,831,922</b>  | <b>6.31%</b>      |
| <b>Total Liabilities and Shareholders' Equity</b>                     | <b>329,008,642,183</b> | <b>100%</b>       |

**Shareholding Structure:**

Table: Shareholding Structure of the Issuer

| Particulars        | 30.06.2021    |                      | 31.12.2020    |                    |
|--------------------|---------------|----------------------|---------------|--------------------|
|                    | % of holdings | No. of Shares        | % of holdings | No. of Shares      |
| Sponsor & Director | 32.28         | 336,654,996          | 30.22         | 293,227,943        |
| Corporate Bodies   | 20.80         | 216,945,301          | 16.09         | 156,074,195        |
| Foreign            | 4.44          | 46,395,584           | 5.29          | 51,332,538         |
| General Public     | 42.48         | 443,074,846          | 48.40         | 469,663,675        |
|                    | <b>100.00</b> | <b>1,043,070,727</b> | <b>100.00</b> | <b>970,298,351</b> |

The Issuer maintains appropriate capital adequacy, which enables it to confront various risk factors it may be exposed to.

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Draft Information Memorandum of  
Premier Bank Perpetual Bond worth of BDT 2 Billion**Vetted**Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

Total Capital of the Issuer (Solo Basis):

Table: Description of Issuer's Total Capital

| Tier - 1 Capital (going - concern capital)               | 30.06.2021            | 31.12.2020            |
|--|-----------------------|-----------------------|
| Common Equity Tier 1 Capital (CET 1)                     |                       |                       |
|  | Taka                  | Taka                  |
| Paid up Capital  | 10,430,707,270        | 9,702,983,510         |
| Statutory Reserve  | 6,877,664,682         | 6,372,883,331         |
| General Reserve  | 300,000,000           | 300,000,000           |
| Surplus in Profit and Loss Account                       | 2,925,615,530         | 3,758,264,921         |
| <b>Sub-Total</b>   | <b>20,533,987,482</b> | <b>20,134,131,762</b> |
| Less: Regulatory Adjustment (As per Basel III Guideline) | 1,611,855,494         | 1,610,865,345         |
| <b>Total Common Equity Tier I Capital</b>                | <b>18,922,131,988</b> | <b>18,523,266,417</b> |
| Additional Tier 1 Capital (AT 1)                         | -                     | -                     |
| <b>Total Tier - 1 Capital</b>                            | <b>18,922,131,988</b> | <b>18,523,266,417</b> |
| <b>Tier - 2 Capital (gone concern capital)</b>           |                       |                       |
| General Provision  | 4,595,639,712         | 4,311,851,772         |
| Asset Revaluation Reserve (50%)                          | -                     | -                     |
| Revaluation Reserve for HTM & HFT Securities (50%)       | -                     | -                     |
| Non-convertible Subordinated Bond                        | 5,600,000,000         | 6,000,000,000         |
|  | <b>10,195,639,712</b> | <b>10,311,851,772</b> |
| Less : Regulatory Adjustment                             | -                     | -                     |
| <b>Total Tier - 2 Capital</b>                            | <b>10,195,639,712</b> | <b>10,311,851,772</b> |
| <b>Total Eligible Capital</b>                            | <b>29,117,771,700</b> | <b>28,835,118,189</b> |

**b. Business**

The Premier Bank Limited incorporated on 10 June 1999 to carry out all kinds of banking business. The Bank commenced its operations on 26 October 1999 with the prime motto of "Service First". The Bank offers a wide range of depository products, Loans & Advances, Card products and a variety of services to cater virtually for every customer segment. The Product basket is rich in content featuring different types of Savings and Current Accounts, Term and Continues Loans, Personal Loans, Debit/Credit Cards, Internet Banking, Treasury & Syndication Services etc.

The Bank has current network of 120 Branches which includes 18 AD Branches & 102 Non-AD Branches including 12 SME/Agri. Branches. The Bank has also 11 sub-branches and 90 ATM booths including 6 Premier Fast Track at different locations of the country and a fully-owned subsidiary company named "Premier Bank Securities Limited" (PBSL) with 5 Branches at Dhaka & Chittagong city. The Bank continued its strive to build strong relationship with the customers and provide them fast and quality services as well as the best financial solution according to their actual needs. In its long journey, it has been trusted custodians of their money and a true financier of their wants.

The Board of Directors of the Bank consists of 12 (Twelve) renowned member with profound knowledge on industrial, financial and operational area. The members of the Board of Directors of the Bank hold very respectable positions in the society. They are highly successful businessmen and industrialists in Bangladesh. Each Director of the Board plays a significant role in the socio-economic arena of the country.

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Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



The Bank is always ready to grab untapped potential of the country with rationalizing its loan portfolio, accelerating the delivery of consistent services, managing risks and focusing on people, planet and profit to embrace sustainability.

### Vision:

The Premier Bank Limited has a clear vision towards its ultimate destiny- to be the best amongst the top financial institutions.

### Mission:

The mission of the Bank is –

- To be the most caring and customer friendly provider of financial services, creating opportunities for more people in more places.
- To ensure stability and sound growth whilst enhancing the value of shareholders' investments.
- To aggressively adopt technology at all levels of operations and to improve efficiency and reduce cost per transaction.
- To ensure a high level of transparency and ethical standards in all business transacted by the Bank
- To provide congenial atmosphere which will attract competent work force who will be proud and eager to work for the Bank.
- To be socially responsible and strive to uplift the equality of the life by making effective contribution for social development.

### Business:


The range of banking activities comprises of deposits mobilization, extending credit facilities to corporate and retail businesses, small and medium enterprises, foreign trade business, trade financing, project financing, syndicate financing, commercial paper, lease and hire purchase financing, issuance of local and international credit card, remittance service, Off-shore Banking and so forth. The Bank has both conventional and Islamic Banking in its mode of operations. The services are provided through both traditional and modern IT system.

### Corporate values of The Premier Bank Limited:

- Service First
- Easier Banking
- Better Relationship
- Assured Confidentiality
- Good Corporate Governance
- Corporate Citizenship

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Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

### Product and Services:


'Service First' is the motto of The Premier Bank Limited. Goal of the Bank is to be the most caring and customer-friendly provider of financial services creating opportunities for more people in more places. The Premier Bank Limited always undertakes a continuous mission to develop new and improved services for its valued customers. A brief sketch of some of the popular products & services of the bank are given below:

#### PROJECT FINANCE (LONG, MID & SHORT TERM):

Project financing is an innovative and timely financing technique that has been used to fund large-scale corporate projects. It includes understanding the rationale for project financing, preparing the financial plan, assessing the risks, designing the financing mix, and raising the funds.

  
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Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

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The Premier Bank Limited offers a full range of products & services to the entrepreneurs implementing a project including structuring mode of financing, mitigation of different risks and providing advisory service for successful implementation of the project.

**CORPORATE BANKING PRODUCTS**

**Short Term Finance:** We extend short term credit facility against inventory, account receivables or other current assets etc. to finance the working capital requirement.

**Long Term Finance:** We provide credit facility to support the long-term growth of a business. This type of loan is primarily used for fixed asset financing, such as acquisition of capital machinery, equipment, vehicles, construction and other fixed assets.

**Import/Trade Finance:** In order to facilitate the Importers, we provide both Pre-import and Post import finance facility to import different commodity items, capital machinery and any other permissible items.

**Work Order/Construction Finance:** We allowed credit facilities to contractors & suppliers to participate in tenders under Government/ Semi-Govt. Organizations, Autonomous Bodies or other organizations accepted to the Bank and to complete their contracted project works.

**Export Finance:** To provide complete banking solutions to our export-oriented customers, we offer a comprehensive range of export finance products. Different export-oriented companies comprising of Textile, Spinning, Knit, Woven, Sweaters, Jute, Leather, Fisheries and Trim/Accessories manufacturers are getting prompt banking services through our AD branches, OBUs and other non-AD branches under active support from Export Finance Unit, Head Office. Our export finance team identifies business needs and has designed a wide range of products to facilitate your business capital investments and working capital requirements.

**Syndications & Structure Finance:** We have a good track record in syndication financing over its decade of operation both as member bank and as lead arranger. The area we are concern with textiles, pharmaceuticals, chemical, cement, ceramic, steel, tourism sector, power, food and allied infrastructure etc. Our customized financial solutions to the corporate clients as Term Loan, working capital & Bridge Finance which creates values and contributes towards the growth of the country's economy.

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**Lease Finance:** We offer Lease Finance to facilitate your funding requirement for the procurement of assets in order to grow your business. Meet up financial need without out flowing own fund. You can acquire the lease assets keeping your capital intact. Thus, leasing helps to build up your fund raising capacity.

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**RETAIL LOAN PRODUCTS**

**Premier Home Loan:** Owning a home is not a distant dream anymore. To understand the inextricable desire of every Person Premier Home Loans offers the best in-class features and most competitive pricing to the widest range of borrowers seeking to buy their dream home. While every home loan is a very personalized need of the borrower and PBL makes, the best effort to understand the requirement and provide him with the most customized home loan.

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

**Premier Home Loan for Freedom Fighters:** We designed dedicated Home Loan solution for certified Freedom Fighters. Certified Freedom Fighters can avail Home Loan Minimum TK 100,000.00 from The Premier Bank Limited.

**Auto Loan:** BDT 350,000.00 (Construction/Renovation/Extension of existing house) against their monthly Honorarium Allowances Your drive to succeed has got you this far. Now indulge in your passion for driving some of the world's finest automobiles and enjoy power, performance and luxury.

**Consumer Credit Scheme:** We have introduced Consumer Credit Scheme to extend credit facilities to limited and fixed income group to improve their standard of living. The loan is repayable in easy equal monthly installments (EMI) stretching from 12 to 60 installments.

Tanzim Alamgir  
Managing Director & CEO  
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Abulhasan Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

M. REAZUL KARIM, FOMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213



**Secured Line:** Secured Line is a fully secured and revolving or terminating (EMI Based) loan facility for any legitimate purpose. The security for the loan should be ideally PBL FDR/Scheme. Bank would finance against clients PBL FDR/Scheme.

**Salary Loan:** Retail Banking is a fast moving business line and one of its revenue generating channels is EMI based lending to individuals. In order to encourage the individual customer to do banking with us and to grab retail business, RBD offering Personal Loan to individual customers for purchasing miscellaneous household appliances and to meet any other personal emergency financial needs.

**Travel Loan:** Travel Loan is a loan facility offered by the Retail Banking Division to facilitate the holiday trip of the Bangladeshi People Maximum Sealing Tk. 3 Lac, for the tenor of maximum 12 months. This loan is offered to the persons who have stable monthly income. It is a clean or unsecured loan in the sense that there is no cash security taken against the loan.

**SME BANKING PRODUCTS**

**Medium and Long Term Finance:** At The Premier Bank Limited, we understand how much hard work goes into establishing a successful SME business and how critical it is to have timely access to appropriate financial products and services. Seizing the right opportunities is the hallmark of any successful SME business. The Premier Bank Limited, SME Division specializes in putting together flexible, relevant and cost-effective finance packages - total solutions that take into account your company's present position and future goals. In any SME business, whether it is small or a medium business sooner or later you will be looking at ways to raise finance in order to grow and take advantage of new business opportunities. Any form of finance you need for it; it is important to find the right package to suit your business needs.

- Term Loan
- Project Finance
- Lease Finance

**Working Capital Finance:** We recognize the importance of Working Capital Finance needs of SME customers. In line with our tradition of supporting business growth and development, we offer tailor-made solutions to finance all your Pre-Sale and Post-Sale working capital requirements. Our experienced Relationship Managers work with you to understand your needs and focus on ensuring that the solutions offered are right for you and are delivered in the most effective and efficient manner.

- Inventory Finance
- Receivable Finance
- Overdrafts
- Work Order Finance
- Short Term Loans

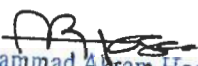
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Deputy Director

**Trade Finance:** At Premier Bank SME Banking, we are committed to supporting your business in efficiently managing your domestic and overseas trade transactions. Whether you are an importer or exporter, our comprehensive suite of Trade Finance & Services offers end-to-end solutions for your trade transactions. Our team of dedicated trade specialists and relationship managers is always ready to answer your queries and provide you with timely updates. You can be assured that your trade transactions are managed seamlessly and efficiently, giving you time to focus on the most important task at hand – 'growing your businesses'. A view of our product suite


**Trade Services**

- Letter of Credit
- Back-to-Back LC

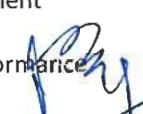
  
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Company Secretary  
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Head Office, Dhaka

**Guarantees**

- Documentary Bill for Collections
- Loan against Trust

  
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- Payment
- Performance

  
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Receipts

- Import Documentary Collections
- LC Advising
- LC Negotiation
- Foreign Bill Purchase
- Bill Discounting
- Premier Quick Trade
- Shipping
- Premier e-Gp Finance

**Women Entrepreneurship Loan:** The Premier Bank Limited offers specialized services to Women Entrepreneurs through dedicated service desks. Our dedicated proficient Relationship Managers with highly tailored made products are always by the side of women entrepreneurs to fulfill all their banking needs. Premier Bank also offers refinancing for women entrepreneurs at only 7% p.a. interest rate. Some of the products which helps our women entrepreneurs are;

- Current Account
- Medium Term Loan
- Working Capital Loan
- Fixed Deposits

**Micro and Cottage Finance:** Bangladesh has a primarily agrarian economy. The performance of this sector has an overwhelming impact on major macroeconomic objectives like employment generation, poverty alleviation, human resources development and food security. We are one of the pioneers in the local bank arena in Agriculture finance. We have financed in Poultry, Fisheries etc. sectors. We also pose a large portfolio under contract farming.

**Rural & Agriculture Finance (Premier Grameen Swanirvor):** "Premier Swanirvor" is a loan product of The Premier Bank Ltd. for financially support to Micro, Cottage & Agriculture customer segments for the purpose of

- Business expansion or fixed asset purchase for micro & cottage business
- Agriculture production/ Agriculture machineries purchase for any self-employed individual or a group of self-employed people.

**Premier Samridhi (Loan product for 10 Taka A/C holder):** Bangladeshi citizen who stay in rural/suburban area & involved in activity like agricultural production, rural transportation, micro & cottage level trading, manufacturing/processing, servicing business & any income generating activity can avail "Premier Samridhi".

**CARD PRODUCTS**

**Premier Credit Cards Product:** Our Credit Cards offer exceptional benefits, rewards, services and spending power that can help make our cardholders financial and personal dreams come true.

**Local Card**

- EMV Visa Classic – Local
- EMV Visa Gold-Local

**International Card**

- EMV Visa Classic-International
- EMV Visa Gold -International

**Dual Currency Card**

- EMV MasterCard Gold - Dual
- EMV MasterCard Platinum - Dual
- EMV Visa Platinum - Dual

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**Premier Debit Cards Product:** Our Valued debit cardholder can enjoy the ultimate in convenience and financial control by combining the worldwide acceptance and benefits of EMV Visa/MasterCard cards with direct deduction of funds from their account.

- EMV Visa Debit Card Local
- EMV MasterCard Debit Card Local

**Premier Prepaid Cards Product:** Premier Prepaid Cards give you the opportunity to load with funds and use them to buy all the things you want and need — shopping, bill payments or everyday purchases

- EMV Visa TC/Hajj Prepaid Cards

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UCB Investment Limited

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Draft Information Memorandum of Premier Bank Perpetual Bond worth of BDT 2 Billion

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- EMV MasterCard TC/Hajj Prepaid Cards

  
 Syed Muhammad Golam Mowla  
 Deputy Director

DEPOSIT PRODUCTS

**Savings Account (SB):** The basic savings account from premier Bank gives you the ease and convenience to conduct your banking transactions at a very simple way. We offer competitive interest rate on our Savings Account. In addition, all account holders will get Debit Card and ATM facility for 24 hours banking convenience.

**Special Notice Deposit Account (SND):** Special Notice Deposit account is an interest bearing deposit account where 7 days' advance notice is required for withdrawal. Interest on the SND account will be calculated on the day end balance and accumulated interest will be credited to the same account on a half yearly basis / at the time of closing the account.

**Premier Super Account:** The Premier Super Account is an interest bearing transactional account with different slab exclusively introduced for the top corporate customers, where interest is calculated on day end balance and accumulated interest will be credited to the same account on a half yearly basis / at the time of closing the account.

**Premier 50 Plus Account:** If you are above fifty years of age, you will appreciate our unique Premier 50+ Account with a number of extra benefits such as higher rate of interest on monthly minimum balance, priority service and no service charge. The Account is exclusively developed for the senior citizens of the country.

**Premier Genius Account/School Banking Account:** Intellect and perseverance will lead you to success and saving will guide you to an enriched future. Premier Bank Genius Account offers easy and modern banking facilities to the students. Wherever your possibility may lie, be it in the country or abroad, Premier Bank will always be beside you as you build your future.

**Premier Esteem Savers:** Premier Esteem Savers is a savings account that will offer the most attractive benefits, flexibilities and other values to the top income level customers than any other savings account offered by the Premier Bank yet.

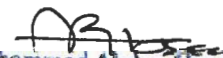
**Premier Excel Savers:** Premier Excel Savers is a savings account that will offer the second most attractive benefits, flexibilities and other values to the upper mid to top income level customers than any other savings account except "Premier Esteem Savers" offered by the Premier Bank.

**Premier Shadhinota Account (10 Tk):** The Premier Bank is focusing on Financial Inclusion in order to engage unbanked and under-privileged people of the country under banking umbrella for ensuring stable and equitable economic growth. Our New Savings Account "Premier Shadhinota" with opening Balance of Tk. 10 Tk. is applicable for Freedom Fighters, Hard Core Poor peoples, Farmers, Ready Made Garments Workers, Street Urchin and Working Children, Small Life Insurance Policy Holders, Beneficiaries under Social Security Program, National Service Program, Distressed People having grant from Hindu Religious Welfare Trust.

**Premier High Performance Account:** The Premier High Performance Account is an interest bearing transactional account exclusively introduced for the top & medium corporate customers, where interest is calculated on day end balance and accumulated interest will be credited to the same account on a half yearly basis / at the time of closing the account.

**Premier Payroll Account:** Premier Payroll Account is a benefit-rich savings account in Taka for salaried employee. This is a salary account in which the employer will credit/remit the salary of their employees on every payday at regular basis during the service period with the employer.

**Premier Remittance Savers Account (RSA):** "Premier Remittance Savers Account" is a savings account that offers very attractive benefits including higher interest, flexibilities and other values to the wage earner's remittance beneficiaries. The account can be opened under both conventional and Islamic banking. This product helps to increase the flow of foreign remittance through banking channel and encourage financial inclusion of remittance customers. The account holders also get free debit card.

  
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 Managing Director & CEO  
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Tanzim Alamgir  
 Managing Director & CEO  
 UCB Investment Limited





**Current Account (CD):** At Premier Bank, we believe in providing you with an account that helps you manage your daily finances in the way that match your transactional needs. The combination of convenience and flexibility ensures that you always have access to an account that caters to your needs. Our Current Account is probably the most useful Bank Account you will ever have for daily transaction.

**Foreign Currency (FC) Account:** Foreign Currency (FC) Account is an account in foreign currency which may be opened in Authorized Dealer (AD) Banks by Bangladesh nationals working / residing abroad, foreign nationals residing abroad or in Bangladesh, Foreign missions and their expatriate employees, foreign firms registered abroad and operating in Bangladesh or abroad (e) Bangladesh nationals working in foreign / international organizations in Bangladesh with entitlement to receive salary in foreign currency.

**Non-Resident Foreign Currency Deposit (NFCD) Account:** NFCD Account is an account in Foreign Currency which may be opened in Authorized Dealer banks by (a) all non-resident Bangladeshis working/residing abroad (b) Bangladeshis having dual nationality residing abroad (c) Bangladesh nationals serving with missions of Bangladesh in foreign countries (d) officers/staff of the government/semi-government organizations /nationalized banks and employees of body corporate posted abroad or deputed with international and regional agencies in foreign countries against foreign currency remitted through banking channel or brought in cash and (e) 100% foreign owned (A-Type) industrial units in the Export Processing Zones in Bangladesh.

**Resident Foreign Currency Deposit (RFCD) Account:** RFCD is an account in Foreign Currency. Persons ordinarily resident in Bangladesh may open RFCD account with foreign exchange brought in at the time of their return from travel abroad.

**Fixed Deposit (FDR):** Our Fixed Deposit (FDR) is meant for those investors who want to deposit a lump sum of money for a fixed time period; say for a minimum period of 30 days to 1 year and above, thereby earning a higher rate of interest in return.

**Double Benefit Scheme (DBS):** Under this scheme, any deposit becomes double after 10 Years and 3 Months. A specially designed instrument shall be issued for the deposit under this scheme in the same manner as issued in case of Fixed Deposit. The instrument is not transferable and renewable.

**Education Savings Scheme (ESS):** Do not compromise with the future of your children. Why not start saving from now to meet the educational expense of your children in future? This scheme has been designed to secure future educational expenses of your children.

**Monthly Income Scheme (MIS):** Your savings are precious! Let your investment generate a regular monthly income for you. Deposit a certain amount at the opening and earn monthly profit until the tenure completes. You will get back principal amount on maturity.

**Monthly Savings Scheme (MSS):** A regular savings pays off when you really need it. Save small amount in your pocket each month and let your savings grow with time through our Monthly Savings Scheme.

**Shwapno (Two Years Monthly Deposit Scheme):** "Shwapno" a personal savings plan to help individuals to fulfill any desired dream. It is a short-term deposit scheme and customer will get Tk. 1.00 lac just after 2 years. Our slogan is, "Design your dream with Premier Bank through monthly installments".

**Registered Retirement Deposit Plan (RRDP):** Registered Retirement Deposit Plan, a personal savings plan for individuals to secure future registered with The Premier Bank Limited, which will magically turn your monthly deposit of small amount in to Tk. 1.00 Crore. If customer planning to save from his hard-earned income and wants the return to be guaranteed – The Premier Bank Limited offering the monthly savings scheme with life insurance protection that guarantees the maturity value even if you decease after depositing only a single installment.

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Deputy Director  
Bangladesh Securities and Exchange Commission

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Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



**c. Board of Directors and Management**

**Board of Directors:**

| Sl No | Name                              | Designation                            |
|-------|-----------------------------------|--|
| 1     | Dr. H. B. M. Iqbal                | Chairman                               |
| 2     | Mr. Moin Iqbal                    | Vice Chairman                          |
| 3     | Mr. B. H. Haroon, MP              | Director                               |
| 4     | Mr. Abdus Salam Murshedy, MP      | Director                               |
| 5     | Mr. Mohammad Imran Iqbal          | Director                               |
| 6     | Mr. Shafiqur Rahman               | Director                               |
| 7     | Mr. Jamal G Ahmed                 | Director                               |
| 8     | Mr. Nahyan Haroon                 | Director                               |
| 9     | Mrs. Shaila Shelley Khan          | Director                               |
| 10    | Mr. Yeh Cheng Min                 | Director                               |
| 11    | Mr. Chowdhury Jafarullah Sharafat | Independent Director                   |
| 12    | Mr. Naba Gopal Banik              | Independent Director                   |
| 13    | Mr. M. Reazul Karim, FCMA         | Managing Director and CEO (Ex-officio) |

**Executive Committee:**

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| SL. | Name of Member               | Designation |
|-----|------------------------------|-------------|
| 1.  | Dr. H. B. M. Iqbal           | Chairman    |
| 2.  | Mr. Moin Iqbal               | Member      |
| 3.  | Mr. B. H. Haroon, MP         | Member      |
| 4.  | Mr. Abdus Salam Murshedy, MP | Member      |
| 5.  | Mr. Shafiqur Rahman          | Member      |
| 6.  | Mr. Jamal G Ahmed            | Member      |
| 7.  | Mrs. Shaila Shelley Khan     | Member      |

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Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

**Audit Committee:**


| SL. | Name of Member                    | Designation |
|-----|-----------------------------------|-------------|
| 1.  | Mr. Chowdhury Jafarullah Sharafat | Chairman    |
| 2.  | Mr. Mohammad Imran Iqbal          | Member      |
| 3.  | Mr. Nahyan Haroon                 | Member      |
| 4.  | Mr. Naba Gopal Banik              | Member      |

**Risk Management Committee:**

| SL. | Name of Member               | Designation |
|-----|------------------------------|-------------|
| 1.  | Mr. Mohammad Imran Iqbal     | Chairman    |
| 2.  | Mr. Moin Iqbal               | Member      |
| 3.  | Mr. Abdus Salam Murshedy, MP | Member      |
| 4.  | Mr. Jamal G Ahmed            | Member      |
| 5.  | Mr. Nahyan Haroon            | Member      |

  
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Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



**d. Profile of the Board of Directors:**

**Dr. H. B. M. Iqbal**  
Honorable Chairman

Dr. H. B. M. Iqbal, former Member of Parliament and Chairman of Parliamentary Standing Committee of Ministry of Science and Technology, is the Chairman of the Premier Bank Limited. He was a freedom fighter with specialized guerrilla training from Deradhun, India under a guerrilla force 'MujibBahini/ Bangladesh Liberation Force (BLF)', during Liberation War of Bangladesh in 1971. He has a diverse range of business interests in the field of Banking, Hotels & Resorts, Manufacturing, Cement, Distribution House, Aviation, Media, Medical Centre, Education, Service Sector and Restaurant. He is also the Chairman of the Executive Committee of the Board of Directors of the Premier Bank Limited.

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**Mr. Moin Iqbal**  
Vice Chairman

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Syed Muhammad Golam Mowla  
Deputy Director

Mr. Moin Iqbal is the Vice Chairman of the Premier Bank Limited. He comes of a very respectable and reputed family in Bangladesh. He is a young energetic and promising entrepreneur possessing excellent business background. He is a business graduate from USA. He is also member of the Executive Committee and Risk Management Committee of the Board of Directors of the Premier Bank Limited.

**Mr. B. H. Haroon, MP**  
Director

Mr. B. H. Haroon is an Hon'ble Member of the 11th Parliament of People's Republic of Bangladesh. He is the Member of Parliamentary Standing Committee on Ministry of Housing and Public Works, Parliamentary Standing Committee on Estimates. He is Former Chairman of Standing Committee on Ministry of Religious Affairs, Bangladesh Parliament, Former Chairman of Bangladesh-Saudi Arabia Parliamentary Friendship Group, Joint Secretary, Parliament Member's Club and Member of Library Committee, Bangladesh Parliament. He has business interests in Aviation and Travel, Human resource export, Medical services, construction etc. As a recognition of his contribution to the business of Bangladesh, Mr. Haroon was accredited with the status of Commercially Important Person (CIP). He is also the founder and patron of different socio-cultural organizations in the country. He is also a member of the Executive Committee of the Board of Directors of the Premier Bank Limited.

**Mr. Abdus Salam Murshedy, MP**  
Director

Mr. Abdus Salam Murshedy, Managing Director of Envoy Group and Hon'ble Member of the 11th Parliament of People's Republic of Bangladesh, Khulna-4, has an excellent business background and highly reputed for his relentless endeavors and dynamism. He is a prominent personality in the business & political area of this country and playing a pre-dominant role in establishing a solid industrial base in Bangladesh. He was accredited with the status of Commercially Important Person (CIP). He was honored with the most prestigious title 'The Kor Bahadur Paribar' (2016-2017) by National Board of Revenue (NRB). He was a former President of BGMEA. He is President of EAB (An Apex Association of the Export Sector), Senior Vice President of the BFF- Bangladesh Football Federation, Member of the Board of Trustee of BGMEA University of Fashion and Technology (BUFT). He is also the Member of the Executive Committee and Risk Management Committee of the Board of Directors of the Premier Bank Limited.

**Mr. Mohammad Imran Iqbal**  
Director

Mr. Mohammad Imran Iqbal, emerging & young entrepreneur of the country, is the Director of the Premier Bank Limited. He comes of a very respectable and reputed family in Bangladesh. He is a business graduate from a

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Managing Director & CEO  
UCA Investment Limited

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reputed foreign university with an excellent academic record and modern business intelligence. He is the Chairman of the Risk Management Committee and Member of the Audit Committee of the Board of Directors of The Premier Bank Limited.

**Mr. Shafiqur Rahman**  
**Director**

Mr. Shafiqur Rahman is a prominent industrialist and businessman who comes of a very respectable family from Comilla. He is the founder President of "Bangladesh Rubber Industry Association". He was the Secretary of the East Pakistan Students Union and he is the President of Altaf Ali College at Laksam. He is associated with a number of business forums and socio-cultural organizations. He is the member of the Executive Committee of the Board of Directors of The Premier Bank Limited.

**Mr. Jamal G Ahmed**  
**Director**

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**Vetted**

Syed Muhammad Golam Mowla  
Deputy Director

Mr. Jamal G Ahmed is a young & energetic business personality with distinct wisdom. He has graduated from a reputed foreign university with an excellent academic record of achievement. He also obtained degree of law i.e. 'Juris Doctorate' from HOFSTRA University. He is associated with District of Columbia BAR (LAW) Association. He is also member of the Executive Committee and Risk Management Committee of the Board of Directors of the Bank.

**Mr. Nahyan Haroon**  
**Director**

Mr. Nahyan Haroon is a promising entrepreneur of the country who comes of a noble family in the country and possesses an excellent academic record of accomplishment. He is associated with a number of business and making progress towards a resourceful business leadership. He is also member of the Risk Management Committee and Audit Committee of the Board of Directors of The Premier Bank Limited.

**Mrs. Shaila Shelley Khan**  
**Director**

Mrs. Shaila Shelley Khan is one of the Sponsor Directors of the Premier Bank Limited. She is a Business Graduate. Currently, she is dealing with general trading and wholesale business of different products. She is also involved with different socio economic organization of the country. Mrs. Khan is also member of the Executive Committee of the Board of Directors of the Premier Bank Limited.

**Mr. Yeh Cheng Min**  
**Director**

Mr. Yeh Cheng Min, a Taiwanese citizen, is one of the Sponsor Directors of the Bank. He has obtained his graduation from National Taipei Industrial College. He has vast experience in the bicycle manufacturing industry. Mr. Min has business interest in Taiwan, Malaysia, England and many other countries.

**Mr. Chowdhury Jafarullah Sharafat**  
**Independent Director**

Mr. Chowdhury Jafarullah Sharafat is the Independent Director of the Premier Bank Limited. He has graduated from Jagannath University. He played active role in automating the value chain of different organizations and lead the corporate strategy and business planning process successfully with enhanced target setting. Mr. Sharafat contributed in various retail and corporate product design, pricing and distribution setting and was able to set a strong financial administration system in different organizations. He is the Vice Chairman of the Board

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Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

M. REAZUL KARIM, FCM  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



of trustees of Canadian University of Bangladesh. He is involved in many social activities of the country. He is the Chairman of the Audit Committee of the Board of Directors of the Bank.

**Mr. Naba Gopal Banik**  
**Independent Director**

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**Vetted**

Syed Muhammad Golam Mowla  
Deputy Director

Mr. Naba Gopal Banik is the Independent Director of The Premier Bank Limited. Mr. Banik served in important leadership position in Bangladesh Bank as Executive Director for overall supervision of the works relating to the issuance of prudential regulations and guidelines to ensure a sound banking system in the country. He is also an Ex-Member of Insurance Development & Regulatory Authority (IDRA), Bangladesh, Ex-Principal of Training Institute of Mutual Trust Bank Co. Ltd. and Ex-Consultant of Bangladesh Finance & Investment Co. Ltd. He obtained his Masters of Science in Statistics from Chittagong University. He attended many high profile training courses/ seminars/ symposiums home and abroad. He is also an Independent Director of Anwar Galvanizing Ltd. and Jury of Emerging Asia Insurance Awards Organized by Indian Chamber of Commerce, Kolkata. He is an ardent reader and has strong desire to travel and explore the world.

**Mr. M. Reazul Karim, FCMA**  
**Managing Director & CEO**

Insightful banker and a dynamic leader, M. Reazul Karim, carries with him a deep financial services knowledge including Corporate Sector, Governance as well as regulatory and public policy experience gained from senior positions in a wide range of financial fronts. His extensive knowledge of financial markets, treasury, risk management and his qualification as FCMA is of particular value in The Premier Bank's Risk and Audit affairs. With over 38 years of experience in the realm of Banking Industry and related sectors, he is well placed to carry out his role as the right leader for the Bank refining The Premier Bank's strategy to focus on growth and resilience. M. Reazul Karim's drive, enthusiasm and commitment to customers, along with his proven ability to build and lead a strong management teams, brings significant value to all stakeholders of the bank. All through his life, he enriched his career with a good number of prestigious positions in the industry. His long career path is studded with branch management, corporate banking, credit risk review, structured finance, strategic planning, business development along with team building and leadership.

Mr. Karim started his career as a Management Trainee with National Bank in 1984. The following years saw the continuous rise of his banking genius. During vast versatile banking career, he has disseminated his banking excellence in National Bank Limited (1984-1995), Prime Bank Limited (1995-2012). He joined The Premier Bank Limited as the Additional Managing Director in 2013, thereafter serving for five years, he has been entrusted the position of the Managing Director & CEO (In-charge) of the Bank in February 2018.

Mr. Karim has obtained his Bachelor's Degree in Commerce (Hon's) and M. Com in Accounting from Dhaka University. He is a Professional Accountant and fellow member (FCMA) of The Institute of Cost and Management Accountants of Bangladesh. He is an avid reader and has a strong impulse to travel and explore the world. To keep him updated with the current management thoughts, he attended many high profile training courses/ seminars/ symposiums in home and abroad including UK and USA. He used to be the part time lecturer of BRAC University and other Training institute of Banks. He has participated in a round table Conference of World Bank in Washington DC, USA and presented a technical paper on de- risk and correspondence Banking in 2017. An admired personality, Mr. M. Reazul Karim has achieved many a laurel for his outstanding role for banking development in the country.

**e. Description of Encumbered and Unencumbered Assets with Value thereof:**

**i. Encumbered Assets**

As on June 30, 2021 there was no encumbered asset of the Premier Bank Limited.

**ii. Unencumbered Assets**

As on June 30, 2021, total unencumbered assets are BDT 329,008,642,183.00.

Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

07 DEC 2021



**Vetted**

f. Description of Assets and Liabilities

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ASSETS (Consolidated):

Syed Muhammad Golam Mowla  
Deputy Director

(Amount in

| Particulars   | BDT) | Bangladesh Securities and Exchange Commission | 30.06.2021             |
|---|------|---|------------------------|
|   |      |   | Taka                   |
| <b>PROPERTY AND ASSETS</b>  |      |   | -                      |
| <b>Cash</b>   |      |   | <b>31,866,641,225</b>  |
| Cash in hand (Including foreign currencies)                                       |      |   | 2,157,866,560          |
| Balance with Bangladesh Bank and its agent bank(s) (Including foreign currencies) |      |   | 29,708,774,665         |
| <b>Balance with other banks and financial institutions</b>                        |      |   | <b>2,160,056,564</b>   |
| In Bangladesh   |      |   | 579,401,322            |
| Outside Bangladesh  |      |   | 1,580,655,242          |
| <b>Money at call on short notice</b>  |      |   | <b>-</b>               |
| <b>Investments</b>  |      |   | <b>38,915,074,405</b>  |
| Government  |      |   | 31,570,421,582         |
| Others  |      |   | 7,344,652,823          |
| <b>Loans, advances and lease/investments</b>                                      |      |   | <b>231,522,668,331</b> |
| Loans, Cash Credits, Overdrafts, etc./Investments                                 |      |   | 215,040,901,812        |
| Bills purchased and discounted  |      |   | 16,481,766,519         |
| <b>Fixed assets including premises, furniture and fixtures</b>                    |      |   | <b>3,486,158,300</b>   |
| <b>Other assets</b>   |      |   | <b>21,058,043,358</b>  |
| <b>Non-banking assets</b>   |      |   | <b>0.00</b>            |
| <b>Total Assets</b>   |      |   | <b>329,008,642,183</b> |

LIABILITIES (Consolidated):

BDT)

(Amount in

| LIABILITIES & CAPITAL   | 30.06.2021             |
|---|------------------------|
|   | Taka                   |
| <b>Liabilities</b>  |                        |
| <b>Borrowings from other banks, financial institutions and agents</b> | <b>35,477,543,199</b>  |
| <b>Deposits and other Accounts</b>                                    | <b>243,584,443,979</b> |
| Current Accounts and other Accounts                                   | 96,936,353,796         |
| Bills Payable   | 4,483,300,544          |
| Savings Bank Deposits   | 17,315,680,515         |
| Term Deposits   | 124,849,109,124        |
| <b>Non-Convertible Subordinated Bond</b>                              | <b>10,000,000,000</b>  |
| <b>Other liabilities</b>  | <b>19,178,823,083</b>  |
| <b>Total Liabilities</b>  | <b>308,240,810,261</b> |
| <b>Capital/Shareholders' Equity</b>                                   |                        |
| Paid-up Capital   | 10,430,707,270         |
| Statutory Reserve   | 6,877,664,682          |

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Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

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M. REAZUL KARIM, FOMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



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|   |                        |
|---|------------------------|
| Other Reserve                                     | 117,149,377            |
| General Reserve                                   | 300,000,000            |
| Retained Earnings                                 | 3,042,285,536          |
| Non-controlling interest                          | 25,057                 |
| <b>Total Shareholders' Equity</b>                 | <b>20,767,831,922</b>  |
| <b>Total Liabilities and Shareholders' Equity</b> | <b>329,008,642,183</b> |

**g. Description of Previously Issued Debt**

The current status of previously issued debt as on 30<sup>th</sup> June, 2021 of The Premier Bank Limited is given below:

| Year of Issue         | Types of Issue            | Subscription Amount | Maturity Date | Subscribers                             | Amount Invested | Outstanding Amount as on 30.06.2021 | Remarks/D default |
|-----------------------|---------------------------|---------------------|---------------|---|-----------------|-------------------------------------|-------------------|
| 2014                  | Subordinated Bond         | 2,000,000,000       | 22-12-19      | Sonali Bank Limited                     | 250,000,000     | Redeemed on 23-12-2019              | N/A               |
|                       |                           |                     |               | Investment Corporation of Bangladesh    | 125,000,000     |                                     | N/A               |
|                       |                           |                     |               | ICB Unit Fund                           | 125,000,000     |                                     | N/A               |
|                       |                           |                     |               | Multi Securities & Services Limited     | 340,000,000     |                                     | N/A               |
|                       |                           |                     |               | Popular Life First Mutual Fund          | 115,000,000     |                                     | N/A               |
|                       |                           |                     |               | EBL NRB Mutual Fund                     | 25,000,000      |                                     | N/A               |
|                       |                           |                     |               | PHP First Mutual Fund                   | 20,000,000      |                                     | N/A               |
|                       |                           |                     |               | Sonali Bank Limited                     | 250,000,000     |                                     | N/A               |
|                       |                           |                     |               | Investment Corporation of BD            | 125,000,000     |                                     | N/A               |
|                       |                           |                     |               | ICB Unit Fund                           | 125,000,000     |                                     | N/A               |
|                       |                           |                     |               | Multi Securities & Services Limited     | 500,000,000     |                                     | N/A               |
| 2015                  | 2nd PBL Subordinated Bond | 2,000,000,000       | 30-12-22      | Sonali Bank Limited                     | 300,000,000     | 300,000,000                         | N/A               |
|                       |                           |                     |               | Bank Asia Limited                       | 200,000,000     | 200,000,000                         | N/A               |
|                       |                           |                     |               | First Bangladesh Fixed Income Fund      | 100,000,000     | 100,000,000                         | N/A               |
|                       |                           |                     |               | AB Bank 1st Mutual Fund                 | 100,000,000     | 100,000,000                         | N/A               |
|                       |                           |                     |               | PHP First Mutual Fund                   | 100,000,000     | 100,000,000                         | N/A               |
|                       |                           |                     |               | Multi Securities & Services Limited     | 200,000,000     | 200,000,000                         | N/A               |
|                       |                           |                     | 30-03-23      | Bank Asia Limited                       | 300,000,000     | 300,000,000                         | N/A               |
|                       |                           |                     |               | EBL NRB Mutual Fund                     | 50,000,000      | 50,000,000                          | N/A               |
|                       |                           |                     |               | Popular Life 1st Mutual Fund            | 80,000,000      | 80,000,000                          | N/A               |
|                       |                           |                     |               | 1 <sup>st</sup> Janata Bank Mutual Fund | 50,000,000      | 50,000,000                          | N/A               |
|                       |                           |                     |               | IFIC Bank 1st Mutual Fund               | 10,000,000      | 10,000,000                          | N/A               |
| PHP First Mutual Fund | 10,000,000                | 10,000,000          | N/A           |   |                 |                                     |                   |

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*M. Hashem*  
Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited  
Head Office, Dhaka

*M. Reazul Karim*  
M. REAZUL KARIM, FOMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Benani  
Dhaka-1410

*Tanzim Alamgir*  
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



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Premier Bank Perpetual Bond worth of BDT 2 Billion

|      |                                 |                                     |                     |                                     |                                    |             |             |     |
|------|---------------------------------|-------------------------------------|---------------------|-------------------------------------|------------------------------------|-------------|-------------|-----|
|      |                                 |                                     | 11-05-23            | Sonali Bank Limited                 | 500,000,000                        | 500,000,000 | N/A         |     |
| 2016 | 3rd PBL<br>Subordinated<br>Bond | 5,000,000,000                       | 26-12-21            | Popular Life 1st Mutual Fund        | 540,000,000                        | 540,000,000 | N/A         |     |
|      |                                 |                                     |                     | AB Bank 1st Mutual Fund             | 170,000,000                        | 170,000,000 | N/A         |     |
|      |                                 |                                     |                     | EBL NRB Mutual Fund                 | 170,000,000                        | 170,000,000 | N/A         |     |
|      |                                 |                                     |                     | Trust Bank 1st Mutual Fund          | 100,000,000                        | 100,000,000 | N/A         |     |
|      |                                 |                                     |                     | EXIM Bank 1st Mutual Fund           | 30,000,000                         | 30,000,000  | N/A         |     |
|      |                                 |                                     |                     | IFIC Bank 1st Mutual Fund           | 150,000,000                        | 150,000,000 | N/A         |     |
|      |                                 |                                     |                     | PHP 1st Mutual Fund                 | 40,000,000                         | 40,000,000  | N/A         |     |
|      |                                 |                                     |                     | EBL 1st Mutual Fund                 | 90,000,000                         | 90,000,000  | N/A         |     |
|      |                                 |                                     |                     | 1st Bangladesh Fixed Income Fund    | 130,000,000                        | 130,000,000 | N/A         |     |
|      |                                 |                                     |                     | 1st Janata Bank Mutual Fund         | 150,000,000                        | 150,000,000 | N/A         |     |
|      |                                 |                                     |                     | Multi Securities & Services Limited | 430,000,000                        | 430,000,000 | N/A         |     |
|      |                                 |                                     |                     | 22-08-22                            | Agrani Bank Limited                | 200,000,000 | 200,000,000 | N/A |
|      |                                 |                                     |                     |                                     | First Bangladesh Fixed Income Fund | 370,000,000 | 370,000,000 | N/A |
|      |                                 |                                     |                     |                                     | 1st Janata Bank Mutual Fund        | 150,000,000 | 150,000,000 | N/A |
|      |                                 |                                     |                     |                                     | AB Bank 1st Mutual Fund            | 70,000,000  | 70,000,000  | N/A |
|      |                                 | PHP 1st Mutual Fund                 | 140,000,000         | 140,000,000                         | N/A                                |             |             |     |
|      |                                 | IFIC Bank 1st Mutual Fund           | 50,000,000          | 50,000,000                          | N/A                                |             |             |     |
|      |                                 | Multi Securities & Services Limited | 20,000,000          | 20,000,000                          | N/A                                |             |             |     |
|      |                                 | 27-06-23                            | Janata Bank Limited | 1,000,000,000                       | 1,000,000,000                      | N/A         |             |     |
|      |                                 | 23-12-23                            | Rupali Bank Limited | 1,000,000,000                       | 1,000,000,000                      | N/A         |             |     |

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Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

|      |                                 |               |          |                                    |             |             |     |
|------|---------------------------------|---------------|----------|------------------------------------|-------------|-------------|-----|
| 2019 | 4th PBL<br>Subordinated<br>Bond | 5,000,000,000 | 21-12-26 | Agrani Bank Limited                | 500,000,000 | 500,000,000 | N/A |
|      |                                 |               | 28-12-26 | Sonali Bank Limited                | 750,000,000 | 750,000,000 | N/A |
|      |                                 |               | 29-12-26 | Trust Bank 1st Mutual Fund         | 50,000,000  | 50,000,000  | N/A |
|      |                                 |               |          | Popular Life 1st Mutual Fund       | 110,000,000 | 110,000,000 | N/A |
|      |                                 |               |          | PHP First Mutual Fund              | 180,000,000 | 180,000,000 | N/A |
|      |                                 |               |          | EBL NRB Mutual Fund                | 120,000,000 | 120,000,000 | N/A |
|      |                                 |               |          | Exim Bank First Mutual Fund        | 20,000,000  | 20,000,000  | N/A |
|      |                                 |               |          | First Bangladesh Fixed Income Fund | 110,000,000 | 110,000,000 | N/A |
|      |                                 |               |          | AB Bank First Mutual Fund          | 100,000,000 | 100,000,000 | N/A |
|      |                                 |               |          | First Janata Mutual Fund           | 50,000,000  | 50,000,000  | N/A |

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M. Rezaul Karim, FCA, FCMA  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem, FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

M. Rezaul Karim, FOMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited





Draft Information Memorandum of  
Premier Bank Perpetual Bond worth of BDT 2 Billion

|  |  |  |          |   |             |             |     |
|--|--|--|----------|---|-------------|-------------|-----|
|  |  |  |          | IFIC First Mutual Fund                  | 10,000,000  | 10,000,000  | N/A |
|  |  |  | 31-08-27 | First Bangladesh Fixed Income Fund      | 80,000,000  | 80,000,000  | N/A |
|  |  |  |          | First Janata Mutual Fund                | 30,000,000  | 30,000,000  | N/A |
|  |  |  |          | IFIC First Mutual Fund                  | 40,000,000  | 40,000,000  | N/A |
|  |  |  |          | PHP First Mutual Fund                   | 80,000,000  | 80,000,000  | N/A |
|  |  |  |          | EBL NRB Mutual Fund                     | 40,000,000  | 40,000,000  | N/A |
|  |  | <p><b>Vetted</b></p> <p>19 DEC 2021</p> <p>Syed Muhammad Golam Mowla<br/>Deputy Director<br/>Bangladesh Securities and Exchange Commission</p> |          | AB Bank First Mutual Fund               | 40,000,000  | 40,000,000  | N/A |
|  |  |  |          | Trust Bank 1st Mutual Fund              | 40,000,000  | 40,000,000  | N/A |
|  |  |  |          | Exim Bank First Mutual Fund             | 20,000,000  | 20,000,000  | N/A |
|  |  |  |          | Popular Life 1st Mutual Fund            | 100,000,000 | 100,000,000 | N/A |
|  |  |  |          | EBL 1st Mutual Fund                     | 30,000,000  | 30,000,000  | N/A |
|  |  |  | 28-10-27 | Infrastructure Financing Series II - SF | 500,000,000 | 500,000,000 | N/A |

### 13. Audited Financial Statements of the issuer, The Premier Bank Limited

Audited Financial Statements of the Issuer is annexed with this Information Memorandum. Kindly check **Annexure - 02**

#### 13.1 Brief Overview and Comparative Financial Statements

#### Consolidated Balance Sheet of The Premier Bank Limited and its Subsidiaries

| The Premier Bank Limited and its Subsidiaries<br>Consolidated Balance Sheet<br>As at 31 December 2016 to 30 June 2021<br>(Amount in BDT Million) |           |           |           |           |           |           |
|--|-----------|-----------|-----------|-----------|-----------|-----------|
| PROPERTY AND ASSETS  | Jun-21    | Dec-20    | Dec-19    | Dec-18    | Dec-17    | Dec-16    |
| Cash   | 31,866.64 | 34,287.30 | 14,573.81 | 13,673.60 | 11,338.25 | 10,035.17 |
| Cash In hand (including foreign currencies)  | 2,157.87  | 1,908.97  | 2,330.01  | 1,664.54  | 1,648.45  | 1,207.37  |
| Balance with Bangladesh Bank and its agent bank(s) (including foreign currencies)  | 29,708.77 | 32,378.32 | 12,243.80 | 12,009.06 | 9,689.80  | 8,827.79  |
| Balance with other banks and financial institutions  | 2,160.06  | 4,338.90  | 751.39    | 1,845.95  | 926.44    | 1,100.59  |
| In Bangladesh  | 579.40    | 2,436.54  | 33.05     | 1,331.23  | 212.71    | 846.77    |
| Outside Bangladesh   | 1,580.66  | 1,902.36  | 718.35    | 514.72    | 713.73    | 253.83    |
| Money at call and short notice   | 0.00      | 290.00    | 1,990.00  | 500.00    | 0.00      | 0.00      |
| Investments  | 38,915.07 | 40,793.21 | 39,997.58 | 30,116.86 | 23,164.71 | 23,301.14 |

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**AR Hassan**  
Abulhasan Aktam Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

**Sayed Abul Hashem FCA, FCMA**  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

**REAZUL KARIM, FCMA**  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Barisal  
Dhaka-1613

**Tanzim Alamgir**  
Managing Director & CEO  
UCB Investment Limited



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|  |                   |                   |                   |                   |                   |                   |
|--|-------------------|-------------------|-------------------|-------------------|-------------------|-------------------|
| Government securities  | 31,570.42         | 33,512.42         | 33,448.29         | 24,169.73         | 17,040.17         | 16,263.33         |
| Others   | 7,344.65          | 7,280.79          | 6,549.28          | 5,947.14          | 6,124.53          | 7,037.81          |
| Loans, advances and lease/ investments                         | 231,522.67        | 215,215.93        | 191,115.75        | 159,132.91        | 137,728.11        | 113,777.56        |
| Loans, cash credits, overdrafts, etc.                          | 215,040.90        | 201,091.83        | 180,741.24        | 147,057.58        | 132,924.11        | 108,019.16        |
| Bills purchased and discounted                                 | 16,481.77         | 14,124.10         | 10,374.51         | 12,075.34         | 4,803.99          | 5,758.40          |
| Fixed assets including premises, furniture and fixtures        | 3,486.16          | 3,204.49          | 2,653.21          | 2,339.41          | 2,373.48          | 2,408.41          |
| Other assets   | 21,058.04         | 18,483.14         | 12,123.12         | 9,201.14          | 7,006.08          | 4,544.41          |
| Non-banking assets   | 0.00              | 0.00              | 0.00              | 0.00              | 0.00              | 0.00              |
| <b>Total Assets</b>  | <b>329,008.64</b> | <b>316,612.98</b> | <b>262,604.87</b> | <b>216,809.88</b> | <b>182,537.05</b> | <b>155,167.29</b> |
| <b>LIABILITIES AND CAPITAL</b>                                 |                   |                   |                   |                   |                   |                   |
| <b>Liabilities</b>   |                   |                   |                   |                   |                   |                   |
| Borrowings from other banks, financial institutions and agents | 35,477.54         | 26,466.87         | 13,211.79         | 14,732.81         | 15,084.47         | 4,869.86          |
| Non-convertible Subordinated bonds                             | 10,000.00         | 10,000.00         | 9,000.00          | 9,000.00          | 7,000.00          | 6,000.00          |
| Deposits and other accounts                                    | 243,584.44        | 242,114.88        | 209,282.33        | 169,498.42        | 140,644.05        | 125,640.37        |
| Savings / Mudaraba Saving deposits                             | 17,315.68         | 15,729.82         | 12,380.48         | 10,055.47         | 9,082.72          | 7,487.13          |
| Fixed deposits/Mudaraba term deposits                          | 124,849.11        | 124,943.99        | 119,577.99        | 104,140.93        | 86,233.07         | 81,593.26         |
| Current deposits and other accounts                            | 96,936.35         | 97,540.86         | 73,202.41         | 51,923.84         | 43,235.05         | 34,880.16         |
| Bills payable  | 4,483.30          | 3,900.20          | 4,121.45          | 3,378.18          | 2,093.22          | 1,679.81          |
| Other liabilities  | 19,178.82         | 17,631.32         | 12,358.73         | 8,161.69          | 6,649.51          | 6,743.82          |
| <b>Total Liabilities</b>                                       | <b>308,202.41</b> | <b>296,213.06</b> | <b>243,852.86</b> | <b>201,392.92</b> | <b>169,378.03</b> | <b>143,254.05</b> |
| <b>Capital/ Shareholders' Equity</b>                           |                   |                   |                   |                   |                   |                   |
| Paid-up capital  | 10,430.71         | 9,702.98          | 9,240.94          | 8,000.81          | 6,957.23          | 6,820.81          |
| Statutory reserve  | 6,877.66          | 6,372.88          | 5,637.79          | 4,733.97          | 3,981.07          | 3,342.00          |
| Other reserve  | 117.15            | 164.80            | 119.48            | 122.99            | 133.98            | 175.46            |
| General Reserve  | 300.00            | 300.00            | 0.00              | 0.00              | 0.00              | 0.00              |
| Retained earnings  | 3,042.29          | 3,859.22          | 3,753.77          | 2,559.17          | 2,086.72          | 1,574.94          |
| Non-controlling interest                                       | 0.03              | 0.02              | 0.02              | 0.02              | 0.02              | 0.02              |
| <b>Total Shareholders' Equity</b>                              | <b>20,767.83</b>  | <b>20,399.91</b>  | <b>18,752.00</b>  | <b>15,416.96</b>  | <b>13,159.02</b>  | <b>11,913.24</b>  |
| <b>Total Liabilities and Shareholders' Equity</b>              | <b>329,008.64</b> | <b>316,612.98</b> | <b>262,604.87</b> | <b>216,809.88</b> | <b>182,537.05</b> | <b>155,167.29</b> |
| <b>OFF- BALANCE SHEET ITEMS</b>                                |                   |                   |                   |                   |                   |                   |
| Contingent Liabilities   | 190,680.79        | 163,144.98        | 152,197.08        | 138,795.93        | 88,148.15         | 78,089.70         |
| Acceptances and endorsements                                   | 57,415.25         | 45,237.03         | 31,438.51         | 27,163.69         | 18,763.10         | 12,904.75         |
| Letters of guarantee   | 66,609.77         | 62,516.75         | 74,412.18         | 79,952.56         | 42,435.43         | 41,066.92         |
| Irrevocable letters of credit                                  | 42,808.01         | 35,875.31         | 27,568.50         | 17,073.03         | 16,216.85         | 14,759.46         |
| Bills for collection   | 23,847.77         | 19,515.89         | 18,777.90         | 14,606.65         | 10,732.77         | 9,358.56          |
| Other contingent liabilities                                   | 0.00              | 0.00              | 0.00              | 0.00              | 0.00              | 0.00              |
| Other commitments  | 424.60            | 1,865.65          | 2,389.48          | 504.00            | 494.38            | 157.47            |
| Documentary credits and short term trade-related transactions  | 0.00              | 0.00              | 0.00              | 0.00              | 0.00              | 0.00              |
| Forward assets purchase and forward deposits placement         | 424.60            | 1,865.65          | 2,389.48          | 504.00            | 494.38            | 157.47            |
| Spot and forward foreign exchange contracts                    | 0.00              | 0.00              | 0.00              | 0.00              | 0.00              | 0.00              |

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19 DEC 2021

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

07 DEC 2021

Abulhasan Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem FCA, FCMA  
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Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



Draft Information Memorandum of  
Premier Bank Perpetual Bond worth of BDT 2 Billion

|  |                   |                   |                   |                   |                  |                  |
|--|-------------------|-------------------|-------------------|-------------------|------------------|------------------|
| Undrawn note issuance and revolving underwriting facilities            | 0.00              | 0.00              | 0.00              | 0.00              | 0.00             | 0.00             |
| Undrawn formal standby facilities, credit lines and other commitments  | 0.00              | 0.00              | 0.00              | 0.00              | 0.00             | 0.00             |
| <b>Total Off-Balance Sheet Items including contingent liabilities:</b> | <b>191,105.39</b> | <b>165,010.62</b> | <b>154,586.56</b> | <b>139,299.93</b> | <b>88,642.53</b> | <b>78,247.16</b> |

**Consolidated Profit and Loss Account of The Premier Bank Limited and its Subsidiaries:**

| The Premier Bank Limited and its Subsidiaries<br>Consolidated Profit and Loss Account<br>For the Period Ended |                         |                  |                  |                  |                 |                 |
|---|-------------------------|------------------|------------------|------------------|-----------------|-----------------|
|   | (Amount in BDT Million) |                  |                  |                  |                 |                 |
|   | Jun-21                  | Dec-20           | Dec-19           | Dec-18           | Dec-17          | Dec-16          |
| <b>OPERATING INCOME</b>   |                         |                  |                  |                  |                 |                 |
| Interest income/profit on Islamic investments   | 8,745.20                | 18,025.49        | 19,662.11        | 16,681.65        | 12,372.88       | 10,378.88       |
| Interest/profit paid on deposits, borrowings, etc   | -6,631.94               | -14,690.68       | -13,159.99       | -10,678.96       | -8,261.52       | -7,518.45       |
| <b>Net interest income/ net profit on investments</b>   | <b>2,113.26</b>         | <b>3,334.81</b>  | <b>6,502.13</b>  | <b>6,002.69</b>  | <b>4,111.36</b> | <b>2,860.43</b> |
| Investment income   | 1,512.95                | 5,325.13         | 2,026.70         | 1,957.41         | 2,048.70        | 2,572.07        |
| Commission, exchange and brokerage  | 1,735.88                | 3,579.31         | 3,618.13         | 2,543.09         | 2,097.30        | 1,439.68        |
| Other operating income  | 609.88                  | 1,198.21         | 1,023.62         | 799.60           | 629.92          | 511.16          |
| <b>Total Operating Income (A)</b>   | <b>5,971.97</b>         | <b>13,437.46</b> | <b>13,170.57</b> | <b>11,302.78</b> | <b>8,887.28</b> | <b>7,383.33</b> |
| <b>OPERATING EXPENSES</b>   |                         |                  |                  |                  |                 |                 |
| Salary and allowances   | 1,294.95                | 2,457.50         | 2,303.95         | 2,115.85         | 1,734.43        | 1,358.66        |
| Rent, taxes, insurance, electricity, etc.   | 734.73                  | 1,355.37         | 1,249.65         | 1,480.56         | 1,274.22        | 1,226.31        |
| Legal expenses  | 62.88                   | 135.02           | 104.33           | 92.31            | 93.06           | 37.05           |
| Postage, stamps, telecommunication, etc.  | 54.70                   | 99.25            | 107.69           | 104.35           | 84.16           | 72.52           |
| Stationery, printing, advertisement, etc.   | 187.33                  | 512.91           | 716.82           | 500.91           | 579.90          | 503.54          |
| Chief executive's salary and fees   | 8.86                    | 15.30            | 13.63            | 12.63            | 13.35           | 12.45           |
| Directors' fees   | 1.53                    | 4.31             | 2.95             | 2.66             | 2.69            | 4.01            |
| Auditors' fee   | 0.17                    | 0.45             | 0.60             | 0.42             | 0.43            | 0.62            |
| Depreciation and repair of Bank's assets  | 294.95                  | 606.72           | 570.54           | 269.57           | 275.85          | 287.62          |
| Losses on disposal of subsidiary  | 0.00                    | 10.00            | 10.00            | 10.00            | 20.00           | 2.50            |
| Other expenses  | 327.80                  | 1,440.79         | 756.50           | 613.87           | 414.23          | 534.92          |
| <b>Total Operating Expenses (B)</b>   | <b>2,967.90</b>         | <b>6,637.62</b>  | <b>5,836.67</b>  | <b>5,203.13</b>  | <b>4,492.33</b> | <b>4,040.19</b> |
| <b>Profit before provision (C = A-B)</b>  | <b>3,004.07</b>         | <b>6,799.84</b>  | <b>7,333.91</b>  | <b>6,099.65</b>  | <b>4,394.94</b> | <b>3,343.14</b> |
| Specific Provision  | 0.00                    | -825.45          | 2,627.31         | 1,000.79         | 1,040.00        | 910.00          |
| General Provision   | 117.81                  | 2,338.43         | 0.00             | 427.39           | 20.00           | 20.00           |
| Provision for off-balance sheet items   | 165.98                  | 656.39           | 0.00             | 200.00           | 10.00           | 10.00           |
| Provision for investment in shares  | 0.00                    | -245.56          | 171.01           | 489.77           | 30.00           | 40.00           |
| Other provisions  | 153.55                  | 1,183.23         | 0.00             | 162.25           | 25.00           | 21.16           |
| <b>Total provision (D)</b>  | <b>437.33</b>           | <b>3,107.03</b>  | <b>2,798.32</b>  | <b>2,280.20</b>  | <b>1,125.00</b> | <b>1,001.16</b> |
| <b>Profit before taxation (C-D)</b>   | <b>2,566.74</b>         | <b>3,692.81</b>  | <b>4,535.59</b>  | <b>3,819.45</b>  | <b>3,269.94</b> | <b>2,341.99</b> |

19 DEC 2021  
**Vetted**

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

07 DEC 2021

Abulhasan  
Abulhasan Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
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Managing Director & CEO  
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Head Office, Banani  
Dhaka-1412

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



Draft Information Memorandum of  
Premier Bank Perpetual Bond worth of BDT 2 Billion

|   |          |          |          |          |          |          |
|---|----------|----------|----------|----------|----------|----------|
| Provision for taxation                  |          |          |          |          |          |          |
| Current Tax                             | 907.11   | 1,368.52 | 2,164.55 | 1,662.87 | 1,513.98 | 1,071.52 |
| Deferred tax expense (Income)           | 10.54    | 259.66   | -967.52  | -112.36  | -213.37  | -331.59  |
|   | 917.65   | 1,628.19 | 1,197.03 | 1,550.52 | 1,300.60 | 739.93   |
| Profit after taxation                   | 1,649.08 | 2,064.63 | 3,338.55 | 2,268.94 | 1,969.34 | 1,602.05 |
| Retained earnings brought forward       | 3,859.22 | 3,753.77 | 2,559.17 | 2,086.72 | 1,574.94 | 1,056.78 |
| Profit available for appropriation      | 5,508.30 | 5,818.40 | 5,897.73 | 4,355.66 | 3,544.28 | 2,658.83 |
| Appropriations                          |          |          |          |          |          |          |
| Statutory reserve                       | 504.78   | 735.09   | 903.83   | 752.90   | 639.06   | 463.81   |
| Start-up fund                           | 20.64    | 0.00     | 0.00     | 0.00     | 0.00     | 0.00     |
| General Reserve                         | 0.00     | 300.00   | 0.00     | 0.00     | 0.00     | 0.00     |
| Issue of bonus shares and Dividend paid | 1,940.60 | 924.09   | 1,240.13 | 1,043.58 | 818.50   | 620.07   |
| Non-controlling interest                | 0.00     | 0.00     | 0.00     | 0.00     | 0.00     | 0.00     |
|   | 2,466.01 | 1,959.18 | 2,143.95 | 1,796.48 | 1,457.56 | 1,083.89 |
| Retained earnings carried forward       | 3,042.29 | 3,859.22 | 3,753.77 | 2,559.17 | 2,086.72 | 1,574.94 |
| Earnings per share (EPS)                | 1.58     | 2.13     | 3.44     | 2.46     | 2.46     | 2.3      |

Consolidated Cash Flow Statement of The Premier Bank Limited and its  
Subsidiaries:

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**The Premier Bank Limited and its Subsidiaries**  
**Consolidated Cash Flow Statement**  
**For the Period Ended**

(Amount in BDT Million)

19 DEC 2021

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

|  | Jun-21                  | Dec-20                  | Dec-19                 | Dec-18                 | Dec-17                | Dec-16                  |
|--|-------------------------|-------------------------|------------------------|------------------------|-----------------------|-------------------------|
| <b>Cash Flows from Operating Activities</b>  |                         |                         |                        |                        |                       |                         |
| Interest received in cash  | 10,270.52               | 22,116.33               | 20,661.61              | 17,943.81              | 14,424.72             | 12,946.29               |
| Interest paid  | -6,533.77               | -14,892.97              | -12,923.14             | -11,312.48             | -8,261.52             | -7,518.45               |
| Fee and commission received in cash  | 1,015.66                | 1,739.71                | 1,923.84               | 1,327.02               | 1,100.96              | 838.88                  |
| Payments to employees  | -1,303.81               | -2,472.80               | -2,317.58              | -2,128.48              | -1,747.78             | -1,371.11               |
| Payments to suppliers  | -249.91                 | -617.49                 | -858.16                | -576.75                | -664.36               | -601.04                 |
| Income taxes paid  | -1,135.96               | -2,406.98               | -1,988.09              | -1,553.44              | -1,105.57             | -965.61                 |
| Receipts from other operating activities   | 609.88                  | 1,198.21                | 1,023.62               | 799.60                 | 629.92                | 511.16                  |
| Payments for other operating activities  | <u>-1,182.12</u>        | <u>-3,035.81</u>        | <u>-2,222.35</u>       | <u>-2,294.79</u>       | <u>-1,888.79</u>      | <u>-1,876.73</u>        |
| <b>Cash generated from operating activities before changes in operating assets and liabilities</b> | <b>1,490.48</b>         | <b>1,628.19</b>         | <b>3,299.75</b>        | <b>2,204.48</b>        | <b>2,487.58</b>       | <b>1,963.40</b>         |
| <b>Increase/decrease in operating assets and liabilities</b>                                       |                         |                         |                        |                        |                       |                         |
| Loans and advances to customers  | -16,306.73              | -24,311.46              | -31,982.84             | -22,059.04             | -24,418.77            | -22,459.05              |
| Other assets   | -1,458.66               | -3,726.44               | -1,467.55              | -1,385.13              | -2,232.76             | -670.36                 |
| Borrowings from other banks  | 9,010.68                | 13,255.07               | -1,521.02              | -351.66                | 10,214.62             | -46.02                  |
| Deposits from customers  | 1,371.40                | 33,034.84               | 39,547.06              | 29,487.88              | 15,003.68             | 16,765.24               |
| Other liabilities  | 179.23                  | 958.24                  | 1,209.58               | -225.53                | -1,154.69             | 1,397.42                |
|  | <u>-7,204.09</u>        | <u>19,210.26</u>        | <u>5,785.24</u>        | <u>5,466.52</u>        | <u>-2,587.92</u>      | <u>-5,012.77</u>        |
| <b>Net cash from operating activities (A)</b>  | <b><u>-5,713.60</u></b> | <b><u>20,838.45</u></b> | <b><u>9,084.99</u></b> | <b><u>7,671.00</u></b> | <b><u>-100.34</u></b> | <b><u>-3,049.38</u></b> |
| <b>Cash Flows from Investing Activities</b>  |                         |                         |                        |                        |                       |                         |
| Purchase/sale of trading securities, shares, bonds, etc.   | 63.86                   | -731.51                 | 502.15                 | 177.40                 | 913.28                | -1,180.00               |

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Dhaka-19

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



Draft Information Memorandum of  
Premier Bank Perpetual Bond worth of BDT 2 Billion

|   |           |           |           |           |           |           |
|---|-----------|-----------|-----------|-----------|-----------|-----------|
| Purchase of property, plant and equipment                     | -513.73   | -254.71   | -189.40   | -159.05   | -155.85   | -174.00   |
| Net cash used in investing activities (B)                     | -577.59   | -986.22   | -791.55   | 18.35     | 757.43    | -1,354.00 |
| <b>Cash Flows from Financing Activities</b>                   |           |           |           |           |           |           |
| Dividend paid   | -1,212.87 | -462.05   | 0.00      | 0.00      | -682.08   | 0.00      |
| Issue of shares   | 0.00      | 0.00      | 0.00      | 0.00      | 0.00      | 0.00      |
| Issue of non- convertible variable coupon rate bond           | 0.00      | 1,000.00  | 0.00      | 2,000.00  | 1,000.00  | 3,000.00  |
| Net cash from financing activities (C)                        | -1,212.87 | 537.95    | 0.00      | 2,000.00  | 317.92    | 3,000.00  |
| Net increase in cash (A+B+C)                                  | -7,504.07 | 20,390.18 | 8,293.44  | 9,689.35  | 975.01    | -1,403.38 |
| Effects of exchange rate changes on cash and cash equivalents | 720.23    | 1,839.61  | 1,694.29  | 1,216.07  | 996.34    | 600.80    |
| Cash and cash equivalents at the beginning of the year        | 72,363.30 | 50,133.51 | 40,145.78 | 29,240.37 | 27,269.02 | 28,071.60 |
| Cash and cash equivalents for the period ended (*)            | 65,579.46 | 72,363.30 | 50,133.51 | 40,145.78 | 29,240.37 | 27,269.02 |
| (*) Cash and cash equivalents at the end of the period:       |           |           |           |           |           |           |
| Cash in hand (including foreign currencies)                   | 2,157.87  | 1,908.97  | 2,330.01  | 1,664.54  | 1,648.45  | 1,207.37  |
| Investments in government securities                          | 31,552.76 | 33,447.11 | 33,418.31 | 24,126.23 | 16,975.68 | 16,133.26 |
| Money at call on short notice                                 | 0.00      | 290.00    | 1,390.00  | 500.00    | 0.00      | 0.00      |
| Balance with Bangladesh Bank and its agent bank(s)            | 29,708.77 | 32,378.32 | 12,243.80 | 12,009.06 | 9,689.80  | 8,827.79  |
| Balance with other banks and financial institutions           | 2,160.06  | 4,338.90  | 751.39    | 1,845.95  | 926.44    | 1,100.59  |
|   | 65,579.46 | 72,363.30 | 50,133.51 | 40,145.78 | 29,240.37 | 27,269.02 |

Balance Sheet of The Premier Bank Limited:

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19 DEC 2021

| The Premier Bank Limited  |            |            |            |            |            |            |
|---|------------|------------|------------|------------|------------|------------|
| Balance Sheet   |            |            |            |            |            |            |
| As at 31 December 2016 to 30 June 2021  |            |            |            |            |            |            |
|   | Jun-21     | Dec-20     | Dec-19     | Dec-18     | Dec-17     | Dec-16     |
| <b>PROPERTY AND ASSETS</b>  |            |            |            |            |            |            |
| Cash  | 31,866.40  | 34,287.25  | 14,573.74  | 13,673.45  | 11,338.16  | 10,035.10  |
| In hand (including foreign currencies)  | 2,157.62   | 1,908.93   | 2,329.95   | 1,664.39   | 1,648.36   | 1,207.31   |
| Balance with Bangladesh Bank and its agent bank(s) (including foreign currencies) | 29,708.77  | 32,378.32  | 12,243.80  | 12,009.06  | 9,689.80   | 8,827.79   |
| Balance with other banks and financial institutions                               | 2,096.83   | 3,993.72   | 736.84     | 1,831.90   | 908.11     | 1,087.99   |
| In Bangladesh   | 516.18     | 2,091.36   | 18.49      | 1,317.18   | 194.38     | 834.17     |
| Outside Bangladesh  | 1,580.66   | 1,902.36   | 718.35     | 514.72     | 713.73     | 253.83     |
| Money at call on short notice   | 0.00       | 290.00     | 1,390.00   | 500.00     | 0.00       | 0.00       |
| Investments   | 38,092.51  | 40,021.08  | 39,206.95  | 29,448.38  | 22,334.49  | 22,471.05  |
| Government securities   | 31,570.42  | 33,512.42  | 33,448.29  | 24,169.73  | 17,040.17  | 16,263.33  |
| Others  | 6,522.09   | 6,508.66   | 5,758.66   | 5,278.66   | 5,294.31   | 6,207.71   |
| Loans, advances and lease/ investments  | 229,508.03 | 213,204.68 | 188,945.47 | 156,960.04 | 135,891.06 | 113,723.81 |
| Loans, cash credits, overdrafts, etc.   | 213,026.26 | 199,080.58 | 178,570.95 | 144,884.70 | 131,087.07 | 107,965.41 |
| Bills purchased and discounted  | 16,481.77  | 14,124.10  | 10,374.51  | 12,075.34  | 4,803.99   | 5,758.40   |
| Fixed assets including premises, furniture and fixtures                           | 3,483.10   | 3,201.15   | 2,649.67   | 2,336.83   | 2,370.52   | 2,406.16   |

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Draft Information Memorandum of  
Premier Bank Perpetual Bond worth of BDT 2 Billion

|   |                   |                   |                   |                   |                   |                   |
|---|-------------------|-------------------|-------------------|-------------------|-------------------|-------------------|
| Other assets  | 23,159.72         | 20,725.31         | 14,397.88         | 11,382.61         | 9,334.04          | 4,856.34          |
| Non-banking assets  | 0.00              | 0.00              | 0.00              | 0.00              | 0.00              | 0.00              |
| <b>Total Assets</b>   | <b>328,206.59</b> | <b>315,723.19</b> | <b>261,900.49</b> | <b>216,133.21</b> | <b>182,176.38</b> | <b>154,580.45</b> |
| <b>LIABILITIES AND CAPITAL</b>  |                   |                   |                   |                   |                   |                   |
| <b>Liabilities</b>  |                   |                   |                   |                   |                   |                   |
| Borrowings from other banks, financial institutions and agents        | 35,477.54         | 26,466.87         | 13,211.79         | 14,732.81         | 15,084.47         | 4,869.86          |
| Non-convertible Subordinated bonds                                    | 10,000.00         | 10,000.00         | 9,000.00          | 9,000.00          | 7,000.00          | 6,000.00          |
| Deposits and other accounts   | 243,502.26        | 241,953.91        | 209,346.02        | 169,439.78        | 140,690.47        | 125,490.12        |
| Savings / Mudaraba Saving deposits                                    | 17,315.68         | 15,729.82         | 12,380.48         | 10,055.47         | 9,082.72          | 7,487.13          |
| Fixed deposits/Mudaraba term deposits                                 | 124,849.11        | 124,943.99        | 119,577.99        | 104,140.93        | 86,233.07         | 81,593.26         |
| Current deposits and other accounts                                   | 96,854.17         | 97,379.89         | 73,266.10         | 51,865.20         | 43,281.47         | 34,729.91         |
| Bills payable   | 4,483.30          | 3,900.20          | 4,121.45          | 3,378.18          | 2,093.22          | 1,679.81          |
| Other liabilities   | 18,633.22         | 17,061.06         | 11,738.23         | 7,680.82          | 6,327.48          | 6,305.82          |
| <b>Total Liabilities</b>  | <b>307,613.02</b> | <b>295,481.83</b> | <b>243,296.04</b> | <b>200,853.41</b> | <b>169,102.43</b> | <b>142,665.80</b> |
| <b>Capital/ Shareholders' Equity</b>                                  |                   |                   |                   |                   |                   |                   |
| Paid-up capital   | 10,430.71         | 9,702.98          | 9,240.94          | 8,000.81          | 6,957.23          | 6,820.81          |
| Statutory reserve   | 6,877.66          | 6,372.88          | 5,637.79          | 4,733.97          | 3,981.07          | 3,342.00          |
| Other reserve   | 59.58             | 107.23            | 71.91             | 85.42             | 106.41            | 173.73            |
| General Reserve   | 300.00            | 300.00            | 0.00              | 0.00              | 0.00              | 0.00              |
| Retained earnings   | 2,925.62          | 3,758.26          | 3,653.81          | 2,459.60          | 2,029.24          | 1,578.10          |
| <b>Total Shareholders' Equity</b>                                     | <b>20,593.57</b>  | <b>20,241.36</b>  | <b>18,604.45</b>  | <b>15,279.80</b>  | <b>13,073.94</b>  | <b>11,914.65</b>  |
| <b>Total Liabilities and Shareholders' Equity</b>                     | <b>328,206.59</b> | <b>315,723.19</b> | <b>261,900.49</b> | <b>216,133.21</b> | <b>182,176.38</b> | <b>154,580.45</b> |
| <b>OFF- BALANCE SHEET ITEMS</b>                                       |                   |                   |                   |                   |                   |                   |
| <b>Contingent Liabilities</b>   |                   |                   |                   |                   |                   |                   |
| Acceptances and endorsements  | 57,415.25         | 45,237.03         | 31,438.51         | 27,163.69         | 18,763.10         | 12,904.75         |
| Letters of guarantee  | 66,609.77         | 62,516.75         | 74,412.18         | 79,952.56         | 42,435.43         | 41,066.92         |
| Irrevocable letters of credit   | 42,808.01         | 35,875.31         | 27,568.50         | 17,073.03         | 16,216.85         | 14,759.46         |
| Bills for collection  | 23,847.77         | 19,515.89         | 18,777.90         | 14,606.65         | 10,732.77         | 9,358.56          |
| Other contingent liabilities  | 0.00              | 0.00              | 0.00              | 0.00              | 0.00              | 0.00              |
| <b>Other commitments</b>  |                   |                   |                   |                   |                   |                   |
| Documentary credits and short term trade-related transactions         | 0.00              | 0.00              | 0.00              | 0.00              | 0.00              | 0.00              |
| Forward assets purchase and forward deposits placement                | 424.60            | 1,865.65          | 2,389.48          | 504.00            | 494.38            | 157.47            |
| Spot and forward foreign exchange contracts                           | 0.00              | 0.00              | 0.00              | 0.00              | 0.00              | 0.00              |
| Undrawn note issuance and revolving underwriting facilities           | 0.00              | 0.00              | 0.00              | 0.00              | 0.00              | 0.00              |
| Undrawn formal standby facilities, credit lines and other commitments | 0.00              | 0.00              | 0.00              | 0.00              | 0.00              | 0.00              |

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Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

07 DEC 2021

Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

REAZUL KARIM, FOWA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1212

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited





Draft Information Memorandum of  
Premier Bank Perpetual Bond worth of BDT 2 Billion

|   |          |          |          |          |          |          |
|---|----------|----------|----------|----------|----------|----------|
| Retained earnings brought forward       | 3,758.26 | 3,653.81 | 2,459.60 | 2,029.24 | 1,578.10 | 1,074.91 |
| Profit available for appropriation      | 5,391.63 | 5,717.45 | 5,797.77 | 4,256.09 | 3,486.80 | 2,661.99 |
| Appropriations                          |          |          |          |          |          |          |
| Statutory reserve                       | 504.78   | 735.09   | 903.83   | 752.90   | 639.06   | 463.81   |
| Transfer to start-up fund               | 20.64    | 0.00     | 0.00     | 0.00     | 0.00     | 0.00     |
| General Reserve                         | 0.00     | 300.00   | 0.00     | 0.00     | 0.00     | 0.00     |
| Issue of bonus shares and Dividend paid | 1,940.60 | 924.09   | 1,240.13 | 1,043.58 | 818.50   | 620.07   |
|   | 2,466.01 | 1,959.18 | 2,143.95 | 1,796.48 | 1,457.56 | 1,083.89 |
| Retained earnings carried forward       | 2,925.62 | 3,758.26 | 3,653.81 | 2,459.60 | 2,029.24 | 1,578.10 |
| Earnings per share (EPS)                | 1.57     | 2.13     | 3.44     | 2.41     | 2.39     | 2.28     |

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Cash Flow Statement of The Premier Bank Limited 07 DEC 2021

| The Premier Bank Limited  |  | Syed Muhammad Golam Mowla<br>Deputy Director<br>Bangladesh Securities and Exchange Commission |                  |                  |                  |                  |                  |
|---|--|---|------------------|------------------|------------------|------------------|------------------|
| Cash Flow Statement   |  | (Amount in BDT Million)   |                  |                  |                  |                  |                  |
| For the Period Ended  |  | Jun-21  | Dec-20           | Dec-19           | Dec-18           | Dec-17           | Dec-16           |
| <b>Cash Flows from Operating Activities</b>   |  |   |                  |                  |                  |                  |                  |
| Interest received in cash   |  | 10,219.80   | 21,956.09        | 20,555.07        | 17,742.29        | 14,300.74        | 12,888.81        |
| Interest paid   |  | -6,533.77   | -14,892.97       | -12,923.14       | -11,312.48       | -8,280.75        | -7,580.17        |
| Fee and commission received in cash   |  | 922.22  | 1,645.06         | 1,820.82         | 1,293.16         | 1,037.75         | 810.39           |
| Payments to employees   |  | -1,287.82   | -2,442.34        | -2,289.87        | -2,113.25        | -1,733.47        | -1,356.26        |
| Payments to suppliers   |  | -249.54   | -617.28          | -857.80          | -576.55          | -664.10          | -600.56          |
| Income taxes paid   |  | -1,119.59   | -2,406.98        | -1,982.98        | -1,547.97        | -1,105.57        | -965.61          |
| Receipts from other operating activities  |  | 605.05  | 1,191.27         | 1,014.38         | 791.77           | 620.51           | 502.63           |
| Payments for other operating activities   |  | <u>-1,092.62</u>  | <u>-2,822.66</u> | <u>-2,048.70</u> | <u>-2,132.79</u> | <u>-1,763.20</u> | <u>-1,751.09</u> |
| Cash generated from operating activities before changes in operating assets and liabilities |  | 1,463.74  | 1,610.19         | 3,287.79         | 2,144.18         | 2,411.90         | 1,948.13         |
| <b>Increase/decrease in operating assets and liabilities</b>                                |  |   |                  |                  |                  |                  |                  |
| Loans and advances to customers   |  | -16,303.75  | -24,488.31       | -31,985.43       | -21,723.21       | -22,635.47       | -22,506.36       |
| Other assets  |  | -1,334.54   | -3,703.86        | -1,570.84        | -1,248.64        | -4,264.33        | -474.86          |
| Deposits from other banks   |  | 9,010.68  | 13,255.07        | -1,521.02        | -351.66          | 10,214.62        | -46.02           |
| Deposits from customers   |  | 1,450.20  | 32,810.18        | 39,669.40        | 29,382.82        | 15,200.35        | 16,789.58        |
| Other liabilities   |  | <u>231.41</u>   | <u>1,042.68</u>  | <u>1,080.88</u>  | <u>-366.78</u>   | <u>-1,032.68</u> | <u>1,232.51</u>  |
|   |  | <u>-6,946.01</u>  | <u>18,915.76</u> | <u>5,672.99</u>  | <u>5,692.53</u>  | <u>-2,517.51</u> | <u>-5,005.15</u> |
| <b>Net cash from operating activities (A)</b>   |  | <b>-5,482.27</b>  | <b>20,525.95</b> | <b>8,960.78</b>  | <b>7,836.71</b>  | <b>-105.61</b>   | <b>-3,057.01</b> |
| <b>Cash Flows from Investing Activities</b>   |  |   |                  |                  |                  |                  |                  |
| Purchase/sale of trading securities, shares, bonds, etc.                                    |  | -13.43  | -750.00          | -480.00          | 15.66            | 913.40           | -1,180.00        |
| Purchase of property, plant and equipment   |  | <u>-513.73</u>  | <u>-254.33</u>   | <u>-187.76</u>   | <u>-158.81</u>   | <u>-154.71</u>   | <u>-173.93</u>   |
| <b>Net cash used in investing activities (B)</b>  |  | <b>-527.16</b>  | <b>-1,004.33</b> | <b>-667.76</b>   | <b>-143.16</b>   | <b>758.69</b>    | <b>-1,353.93</b> |
| <b>Cash Flows from Financing Activities</b>   |  |   |                  |                  |                  |                  |                  |
| Dividend paid   |  | -1,212.87   | -462.05          | 0.00             | 0.00             | -682.08          | 0.00             |
| Issue of shares   |  | 0.00  | 0.00             | 0.00             | 0.00             | 0.00             | 0.00             |
| Issue of non-convertible variable coupon rate bond  |  | 0.00  | 1,000.00         | 0.00             | 2,000.00         | 1,000.00         | 3,000.00         |

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Chief Financial Officer  
Head Office  
The Premier Bank Limited

M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Dhaka

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited





Draft Information Memorandum of  
Premier Bank Perpetual Bond worth of BDT 2 Billion

|   |                  |                  |                  |                  |                  |                  |
|---|------------------|------------------|------------------|------------------|------------------|------------------|
| Net cash from financing activities (C)                        | -1,212.87        | 537.95           | 0.00             | 2,000.00         | 317.92           | 3,000.00         |
| Net increase in cash (A+B+C)                                  | -7,222.31        | 20,059.58        | 8,293.02         | 9,693.56         | 971.00           | -1,410.94        |
| Effects of exchange rate changes on cash and cash equivalents | 720.23           | 1,839.61         | 1,694.29         | 1,216.07         | 996.34           | 600.80           |
| Cash and cash equivalents at beginning of the year            | 72,018.08        | 50,118.89        | 40,131.58        | 29,221.95        | 27,254.62        | 28,064.76        |
| Cash and cash equivalents for the period ended (*)            | <u>65,515.99</u> | <u>72,018.08</u> | <u>50,118.89</u> | <u>40,131.58</u> | <u>29,221.95</u> | <u>27,254.62</u> |
| (*) Cash and cash equivalents at the end of the year:         |                  |                  |                  |                  |                  |                  |
| Cash in hand (including foreign currencies)                   | 2,157.62         | 1,908.93         | 2,329.95         | 1,664.39         | 1,648.36         | 1,207.31         |
| Investments in government securities                          | 31,552.76        | 33,447.11        | 33,418.31        | 24,126.23        | 16,975.68        | 16,131.53        |
| Money at call on short notice                                 | 0.00             | 290.00           | 1,390.00         | 500.00           | 0.00             | 0.00             |
| Balance with Bangladesh Bank and its agent bank(s)            | 29,708.77        | 32,378.32        | 12,243.80        | 12,009.06        | 9,689.80         | 8,827.79         |
| Balance with other banks and financial institutions           | 2,096.83         | 3,993.72         | 736.84           | 1,831.90         | 908.11           | 1,087.99         |
|   | <u>65,515.99</u> | <u>72,018.08</u> | <u>50,118.89</u> | <u>40,131.58</u> | <u>29,221.95</u> | <u>27,254.62</u> |

14. Ratios for the Last 05 Accounting Year

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Key ratios of The Premier Bank Limited for the last five years is highlighted below:

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

| Sl No. | Particulars                                 | June '21 | Dec '20 | Dec '19 | Dec '18 | Dec '17 | Dec '16 |
|--------|---|----------|---------|---------|---------|---------|---------|
| 1.     | Current Ratio                               | N/A      | N/A     | N/A     | N/A     | N/A     | N/A     |
| 2.     | Quick Ratio                                 | N/A      | N/A     | N/A     | N/A     | N/A     | N/A     |
| 3.     | Break Even Point                            | N/A      | N/A     | N/A     | N/A     | N/A     | N/A     |
| 4.     | Debt to Equity Ratio (Times)                | 14.4     | 13      | 13.06   | 12.87   | 12.02   | 14.4    |
| 5.     | Debt to Total Assets Ratio (Times)          | 0.94     | 0.94    | 0.93    | 0.93    | 0.93    | 0.92    |
| 6.     | Accounts Receivable Turnover Ratio          | N/A      | N/A     | N/A     | N/A     | N/A     | N/A     |
| 7.     | Gross Margin Ratio                          | N/A      | N/A     | N/A     | N/A     | N/A     | N/A     |
| 8.     | Operating Income Ratio                      | N/A      | N/A     | N/A     | N/A     | N/A     | N/A     |
| 9.     | Net Income Ratio                            | N/A      | N/A     | N/A     | N/A     | N/A     | N/A     |
| 10.    | Return on Assets (ROA)                      | 0.51%    | 0.72%   | 1.39%   | 1.14%   | 1.17%   | 1.12%   |
| 11.    | Return on Equity (ROE)                      | 8.01%    | 10.55%  | 19.54%  | 15.88%  | 15.71%  | 14.19%  |
| 12.    | Earnings-Per-Share (EPS)                    | 1.58     | 2.13    | 3.61    | 2.84    | 2.83    | 2.35    |
| 13.    | Net Asset Value (NAV) per Share             | 19.91    | 21.02   | 20.29   | 19.27   | 18.91   | 17.47   |
| 14.    | Net Operating Cash Flow to Net Income       | -346%    | 1009%   | 272%    | 338%    | -5.09%  | -190%   |
| 15.    | Total Debt to Tangible Assets Ratio (Times) | 0.94     | 0.94    | 0.93    | 0.93    | 0.93    | 0.92    |
| 16.    | Capital Adequacy Ratio                      | 13.22%   | 13.64%  | 12.61%  | 12.27%  | 12.12%  | 12.38%  |
| 17.    | NPL   | 2.50%    | 2.58%   | 6.70%   | 3.99%   | 4.69%   | 5.17%   |

15. Credit rating report of the issuer and the issue

Credit Rating of the Issuer:

| Date of Declaration | Valid Till   | Rating Action | Long Term | Short Term | Rated By | Outlook |
|---------------------|--------------|---------------|-----------|------------|----------|---------|
| 30 June 2021        | 29 June 2022 | -             | AA+       | ST-1       | ACRSL    | Stable  |

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Managing Director & CEO  
UCB Investment Limited

07 DEC 2021



Credit Rating of the Issue:

| Date of Declaration | Valid Till     | Rating Action | Long Term | Short Term | Rated By | Outlook |
|---------------------|----------------|---------------|-----------|------------|----------|---------|
| 24 August 2021      | 23 August 2022 | -             | AA        | ST-1       | ACRSL    | Stable  |

Credit Rating Report of the issue is annexed with this Information Memorandum. Kindly Check **Annexure – 03**


16. Latest Default Matrix and Transition Matrix of CRC

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**Corporate Client's DEFAULT STUDY-2020**

| Rating Grade | First (1) Year Default Rate | Third (3) Year Default Rate |
|--------------|-----------------------------|-----------------------------|
| AAA          | 0.00%                       | 0.00%                       |
| AA+          | 0.00%                       | 0.00%                       |
| AA           | 0.00%                       | 0.00%                       |
| AA-          | 0.00%                       | 0.00%                       |
| A+           | 0.00%                       | 0.00%                       |
| A            | 0.00%                       | 0.00%                       |
| A-           | 0.00%                       | 0.00%                       |
| BBB+         | 0.00%                       | 0.00%                       |
| BBB          | 0.00%                       | 0.00%                       |
| BBB-         | 0.00%                       | 0.00%                       |
| BB+          | 0.00%                       | 0.00%                       |
| BB           | 0.00%                       | 0.00%                       |
| BB-          | 0.00%                       | 0.00%                       |
| CC+          | 0.00%                       | 0.00%                       |
| CC           | 0.00%                       | 0.00%                       |
| CC-          | 0.00%                       | 0.00%                       |
| C+           | 0.00%                       | 0.00%                       |
| C            | 0.00%                       | 0.00%                       |
| C-           | 0.00%                       | 0.00%                       |
| D            | 0.00%                       | 0.00%                       |

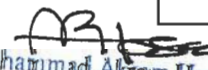
**Vetted**

  
Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

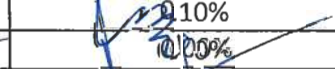
**SME Client's DEFAULT STUDY-2020**

| Rating Grade | First (1) Year Default Rate | Third (3) Year Default Rate |
|--------------|-----------------------------|-----------------------------|
| AQSE-1       | 0.00%                       | 0.00%                       |
| AQSE-2       | 0.00%                       | 0.00%                       |
| AQSE-3       | 0.00%                       | 0.00%                       |
| AQSE-4       | 0.00%                       | 0.00%                       |
| AQSE-5       | 0.00%                       | 10%                         |
| AQSE-6       | 0.00%                       | 0.00%                       |

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|        |       |       |
|--------|-------|-------|
| AQSE-7 | 0.00% | 0.00% |
| AQSE-8 | 0.00% | 0.00% |

### Three (3) Years Rating Transition Matrix (2018-2020) (Corporate)

| Rating | AAA     | AA+    | AA     | AA-    | A+     | A      | A-     | BBB+   | BBB    | BBB-   | BB+    | BB     | BB-   | CC+   | CC    | CC-   | C+    | C     | C-    | D     |
|--------|---------|--------|--------|--------|--------|--------|--------|--------|--------|--------|--------|--------|-------|-------|-------|-------|-------|-------|-------|-------|
| AAA    | 100.00% | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% |
| AA+    | 0.00%   | 66.67% | 27.27% | 3.03%  | 3.03%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% |
| AA     | 0.00%   | 18.18% | 63.64% | 18.18% | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% |
| AA-    | 0.00%   | 0.00%  | 13.33% | 62.22% | 20.00% | 4.44%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% |
| A+     | 0.00%   | 0.00%  | 0.00%  | 7.69%  | 50.00% | 15.38% | 19.23% | 7.69%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% |
| A      | 0.00%   | 0.00%  | 0.00%  | 6.67%  | 53.33% | 14.67% | 14.67% | 10.67% | 14.67% | 0.00%  | 0.00%  | 0.00%  | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% |
| A-     | 0.00%   | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 14.46% | 71.08% | 7.23%  | 4.82%  | 2.41%  | 0.00%  | 0.00%  | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% |
| BBB+   | 0.00%   | 0.00%  | 0.00%  | 0.00%  | 2.86%  | 12.86% | 12.86% | 52.86% | 11.43% | 5.71%  | 1.43%  | 0.00%  | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% |
| BBB    | 0.00%   | 0.00%  | 0.00%  | 0.00%  | 1.37%  | 4.11%  | 20.55% | 65.75% | 8.22%  | 0.00%  | 0.00%  | 0.00%  | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% |
| BBB-   | 0.00%   | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 3.03%  | 6.06%  | 18.18% | 57.58% | 15.15% | 0.00%  | 0.00%  | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% |
| BB+    | 0.00%   | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 8.33%  | 16.67% | 66.67% | 8.33%  | 0.00%  | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% |
| BB     | 0.00%   | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 33.33% | 66.67% | 0.00%  | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% |
| BB-    | 0.00%   | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 33.33% | 66.67% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% |
| CC+    | 0.00%   | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% |
| CC     | 0.00%   | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% |
| CC-    | 0.00%   | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% |
| C+     | 0.00%   | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% |
| C      | 0.00%   | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% |
| C-     | 0.00%   | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% |
| D      | 0.00%   | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% | 0.00% |

### Three (3) Years Rating Transition Matrix (2018-2020) (SME)

| Rating | AQSE-1 | AQSE-2 | AQSE-3 | AQSE-4 | AQSE-5 | AQSE-6 | AQSE-7 | AQSE-8 |
|--------|--------|--------|--------|--------|--------|--------|--------|--------|
| AQSE-1 | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  |
| AQSE-2 | 0.00%  | 75.64% | 23.08% | 1.28%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  |
| AQSE-3 | 0.00%  | 13.35% | 83.85% | 2.80%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  |
| AQSE-4 | 0.00%  | 0.00%  | 12.16% | 83.11% | 4.73%  | 0.00%  | 0.00%  | 0.00%  |
| AQSE-5 | 0.00%  | 0.00%  | 0.00%  | 50.00% | 50.00% | 0.00%  | 0.00%  | 0.00%  |
| AQSE-6 | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  |
| AQSE-7 | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  |
| AQSE-8 | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  | 0.00%  |

### 17. Description of the Trustee:

MTB Capital Limited:

MTB Capital Ltd. (MTBCL), a fully owned subsidiary of Mutual Trust Bank Limited is a full-fledged Merchant Bank licensed by the Bangladesh Securities and Exchange Commission (BSEC) on December 06, 2010. MTBCL was incorporated on October 08, 2009 as a private limited company with the registrar of Joint Stock Companies and Firms Bangladesh Dhaka under Companies Act, 1994 with the objective to carry out the business as Issue Manager, Underwriter and Portfolio Manager. As a fully owned Subsidiary of Mutual Trust Bank Ltd, MTB Capital Limited has already started its operation on April 18, 2011.

The company strongly believes to extend its co-operation and value added services to our respected clients. We also believe that MTB Capital Limited will play a vital role in the capital market for its development and future growth.

**Vetted**

19 DEC 2021

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

07 DEC 2021

Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

M. REAZUL KARIM, FOMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Dhaka  
Dhaka-1413

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited




Authorized Capital (as on 31 December, 2020): BDT 50,00,00,000/-  
Paid-up Capital (as on 31 December, 2020) : BDT 35,68,83,500/-  
Net Worth/Equity (as on 31 December, 2020) : BDT 37,73,28,638/-

**Vetted**

**Registered Address:**

Chandrashila Suvastu Tower (2<sup>nd</sup> Floor)  
69/1 Panthapath,  
Dhaka 1205  
Telephone :88-02-9641158,

19 DEC 2021

  
Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

**Key Management:**

|     |   |   |  |
|-----|---|---|--|
| 01. | Mr. Mr. Khairul Bashar Abu Taher Mohammed | : | Chief Executive Officer (CEO)  |
| 02. | Mr. Md. Ashadul Islam (Ashad)             | : | Relationship Manager<br>(Board Secretary and Compliance<br>Officer)            |
| 03. | Mr. Proshanta Kumar Kar                   | : | Assistant Relationship Manager<br>(Finance and Accounts)                       |
| 04. | Mr. Md. Nasimul Islam                     | : | Assistant Relationship Manager<br>(Issue Management and Corporate<br>Advisory) |

## 18. Due Diligence Certificate of the Trustee

Due Diligence Certificate of the trustee is annexed with this Information Memorandum. Kindly Check **Annexure - II**

## 19. Modus operandi of the issue

### 19.1 The Issuance of Bond

Notwithstanding anything contained anywhere in this Trust Deed, the Bonds shall be issued in dematerialized form as per the CDBL Bye Laws and shall be listed with the respective stock exchanges complying with respective regulations of the stock exchange(s) in this regard as to be finalized and guided by the BSEC. The Issuer shall apply to the Central Depository Bangladesh Ltd (CDBL) for dematerialization of the allotted securities/bonds in order to enable the Bondholders to hold and transfer their respective units/bonds in dematerialized form.

The Bond shall be rated by the Credit Rating Agency and its periodical surveillance rating shall be done by the said Credit Rating Agency in line with the provisions of the Credit Rating Companies Rules, 1996 up to the full and final redemption or conversion of the issued securities.]

### 19.2 Entitlement to treat Registered Holder as owner

The Register and/or the CDBL records shall be prima facie evidence of any matter in relation to the ownership of the Bonds. Each of the Issuer and the Trustee may deem and treat the registered holder of a Bond as the absolute owner of such Bond, free of any equity, set-off or counterclaim on the part of the Issuer against the original or any intermediate Holder of such Bond. All payments made to any such Holder shall be valid and, to the extent of the sums so paid, effective to satisfy and discharge the liability for the moneys payable upon the Bonds.

### 19.3 Call-Option Features

Each Bond shall be redeemed in accordance with Condition 8 (Exercise of Call Option by the Issuer).

  
Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

  
Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

  
M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Dhaka-1205

  
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

07 DEC 2021



#### 19.4 Transfer of Bonds


Bonds are transferable subject to the terms and conditions set out in the Bond Documents. Each Bond shall be transferred in accordance with Condition 4 (Transfer of Bonds) and the CDBL Bye Laws. The transferee(s) should ensure that the transfer formalities are completed prior to the Record Date. In the absence of the same, coupon/profit/return will be paid/ redemption will be made to the person, whose name appears in the records of the CDBL at the Record Date. In such cases, any claims in relation to the coupon/profit payments, if any, by the transferee(s) should need to be settled with the transferor(s) and not with the Issuer.

## 20. Credit Enhancement

- It is not applicable for the Perpetual Bond of The Premier Bank Limited.

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**Vetted**

  
Syed Muhammad Gofam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

07 DEC 2021

  
Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

  
Sayed Abul Hashem FCA, FCMAM  
Chief Financial Officer  
Head Office 53  
The Premier Bank Limited

  
REAZUL KARIM, FOMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Barisal  
Dhaka-1213

  
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



**Vetted**

## 21. Details of Fees Structure and Expenses

19 DEC 2021

For Public Offer:

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

|                          |               |                                       |     |
|--------------------------|---------------|---------------------------------------|-----|
| Size of Total Issue      | 2,000,000,000 | Percentage of Issue in IPO            | 10% |
| Size of the Public Offer | 200,000,000   | Percentage of Issue in Direct Listing | 90% |
| Number of Exchange/s     | 1             |                                       |     |

| Particulars  | Basis of Calculation   | Amount in BDT |                  |
|--|--|---------------|------------------|
| <b>A. Bangladesh Securities &amp; Exchange Commission (BSEC) Fees:</b> |  |               | <b>200,000</b>   |
| Consent Fee  | 0.10% on the issue size  | 200,000       | 200,000          |
| <b>B. Fees related to listing with the Stock Exchange(s):</b>          |  |               | <b>1,570,000</b> |
| IM Scrutiny Fee to Stock Exchange(s)                                   | Fixed  | 50,000        | 50,000           |
| Initial Listing Fee to Stock Exchange(s)                               | 0.25% up to BDT 10 crore of size of the issue  | 250,000       | 400,000          |
|  | 0.15% on the rest of size of the issue (Fees will be minimum BDT 50,000 and maximum BDT 10,000,000 for each exchanges)                   | 150,000       |                  |
| Annual Listing Fee for Stock Exchange(s)                               | 0.05% on BDT 100 Crore of size of the issue  | 100,000       | 100,000          |
|  | 0.02% on the rest of size of the issue (Total listing fee shall be minimum BDT 50,000 and maximum BDT 600,000 for each of the exchanges) | -             |                  |
| Data Transmission Fee for Stock Exchange(s)                            | Fixed  | 20,000        | 20,000           |
| Allotment Fee for Stock Exchange(s)                                    | Fixed or as per Consent Letter   | 1,000,000     | 1,000,000        |
| <b>C. CDBL Fees and Expenses:</b>                                      |  |               | <b>538,500</b>   |
| Security Fee   | Fixed  | 500,000       | 500,000          |
| Documentation Fee  | Fixed  | 2,500         | 2,500            |
| Annual Fee   | BDT 5,000 up to BDT 5 Crore Issue Size   | -             | -                |
|  | BDT 10,000 up to BDT 20 Crore Issue Size   | -             | -                |
|  | BDT 20,000 above BDT 20 Crore Issue Size   | -             | -                |
| Connection Fee (1 year)  | Tk. 500 Per Month  | 6,000         | 6,000            |
| Public Offering Fee  | 0.015% of issue size   | 30,000        | 30,000           |
| <b>D. Manager to the Issue Fees:</b>                                   |  |               | <b>1,150,000</b> |
| Issue Management Fee   | Maximum 0.5% of the issue size   | 1,000,000     | 1,000,000        |
| VAT on Issue Management Fee  | 15% on the total Issue Management Fee  | 150,000       | 150,000          |
| <b>E. Public Offer related expenses:</b>                               |  |               | <b>46,000</b>    |
| Underwriting Commission  | Commission 0.1% on underwritten amount   | 40,000        | 40,000           |
| VAT on Underwriting Commission   | 15% on the total Underwriting Commission   | 6,000         | 6,000            |
| <b>F. Post-Public Offer Expenses:</b>                                  |  |               | <b>3,029,500</b> |
| Notice of publication of IM in website in 2 National dailies           | (Estimated; to be paid at actual)  | 300,000       | 300,000          |
| Data Processing and Share Software Charge                              | (Estimated; to be paid at actual)  | 2,000,000     | 2,000,000        |
| Post consent, Stationery and Other Expenses                            | (Estimated; to be paid at actual)  |               | 729,500          |
| <b>Grand Total</b>   |  |               | <b>6,534,000</b> |

NB:

- Regulatory cost may be subject to amendments by the respective regulators.
- Actual costs may be varied if above mentioned estimates differ and will be adjusted accordingly.

07 DEC 2021

Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Bonanji  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



Draft Information Memorandum of  
Premier Bank Perpetual Bond worth of BDT 2 Billion

For Private Offer:

|                        |               |                     |     |
|------------------------|---------------|---------------------|-----|
| Size of Total Issue    | 2,000,000,000 | Percentage of Issue | 10% |
| Size of Direct Listing | 1,800,000,000 | Percentage of Issue | 90% |
| Number of Exchange/s   | 1             |                     |     |

| Particulars  | Basis of Calculation  | Amount in BDT      |                   |
|--|---|--------------------|-------------------|
| <b>A. Bangladesh Securities &amp; Exchange Commission (BSEC) Fees:</b> |   |                    |                   |
| <b>1,810,000</b>   |   |                    |                   |
| Application Fee  | Fixed   | 10,000             | 10,000            |
| Consent Fee  | 0.10% on the issue size   | 1,800,000          | 1,800,000         |
| <b>B. Fees related to listing with the Stock Exchange(s):</b>          |   |                    |                   |
| <b>3,470,000</b>   |   |                    |                   |
| Application Fee to Stock Exchange(s)                                   | Fixed   | 50,000             | 50,000            |
| Initial Listing Fee to Stock Exchange(s)                               | 0.25% up to BDT 10 crore of size of the issue   | 250,000            | 2,800,000         |
|  | 0.15% on the rest of size of the issue (Fees will be minimum BDT 50,000 and maximum BDT 10,000,000 for each exchanges)                                | 2,550,000          |                   |
| Annual Listing Fee for Stock Exchange(s)                               | 0.05% on BDT 100 Crore of size of the issue   | 500,000            | 600,000           |
|  | 0.02% on the rest of size of the issue (Total listing fee shall be minimum BDT 50,000 and maximum BDT 600,000 for each of the exchanges)              | 160,000            |                   |
| Data Transmission Fee for Stock Exchange(s)                            | Fixed   | 20,000             | 20,000            |
| <b>C. Fees related to the Issue</b>                                    |   |                    |                   |
| <b>11,686,000</b>  |   |                    |                   |
| Fund Arrangement Fee   | 0.48% of the total issue size   | 8,640,000          | 8,640,000         |
| VAT on Fund Arrangement Fee  | 15% of the Fund Arrangement Fee   | 1,296,000          | 1,296,000         |
| Trustee Regulatory Fee   | Application Fee: 50,000, Registration Fee: 100,000, Annual Fee: 50,000 (Not included in calculation, is payable yearly during the tenure of the bond) | 150,000            | 150,000           |
| Trustee Service Fee  | Negotiable  | 200,000            | 200,000           |
| Trust Deed Registration Fee  | 0.1% of the total issue size and maximum BDT 1,000,000  | 2,000,000          | 1,000,000         |
| Credit Rating Fee  | Negotiable  | 200,000            | 200,000           |
| Lawyer Fee   | Negotiable  | 200,000            | 200,000           |
|  |   | <b>Grand Total</b> | <b>16,966,000</b> |

**NB:**

- Regulatory cost may be subject to amendments by the respective regulators.
- Actual costs may be varied if above mentioned estimates differ and will be adjusted accordingly.

19 DEC 2021

**Vetted**

|                        |                   |
|------------------------|-------------------|
| Fees for Public Offer  | 6,534,000         |
| Fees for Private Offer | 16,966,000        |
| <b>Total</b>           | <b>23,500,000</b> |

**22. Additional Disclosures for IM Under Public Issue**

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

**i. Particulars of the Public Issue:**

|                                    |   |
|------------------------------------|---|
| <b>Issuer</b>                      | The Premier Bank Limited (the "Bank"/ the "Issuer")   |
| <b>Name of the Instrument</b>      | Premier Bank Perpetual Bond   |
| <b>Issue Type</b>                  | Unsecured, Contingent-Convertible, Fully paid up, Non-Cumulative, BASEL III compliant, Perpetual Debt instrument for inclusion in Additional Tier I Capital |
| <b>Total Issue size</b>            | BDT 2,000,000,000/-   |
| <b>Mode of Issue</b>               | 90% Private Placement and 10% Public Issue  |
| <b>Public Issue Size</b>           | BDT 200,000,000 (10% of the total issue)  |
| <b>Face Value/Issue Price</b>      | BDT 5,000/ (Five thousand taka only) per bond   |
| <b>Number of Public Issue Unit</b> | 40,000 under public offer   |

07 DEC 2021

Mohammad Akram Hossain,  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Dhaka

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



Draft Information Memorandum of  
Premier Bank Perpetual Bond worth of BDT 2 Billion

|                                     |  |
|-------------------------------------|--|
| Bonds per lot                       | 01 Bond  |
| Market Lot                          | 01 Unit  |
| Maturity Period/Tenor               | The Bond is perpetual i.e. there is no maturity date and there are no step-ups or other incentives to redeem.  |
| Major Terms and Features            | As per Term Sheet disclosed in page no. 14 -18   |
| Issue Manager/s                     | UCB Investment Limited   |
| Underwriter                         | UCB Investment Limited   |
| Credit Rating Company for the Issue | Argus Credit Rating Services Limited   |
| Auditor                             | <p><b>K. M. HASAN &amp; CO.</b><br/>Chartered Accountants<br/>Web: <a href="http://www.kmhasan.com.bd">www.kmhasan.com.bd</a><br/>Home Town Apartment (8th &amp; 9th Floor)<br/>87, New Eskaton Road, Dhaka-1000<br/>Phone: 9351457, 9351564<br/>Fax: 88-02-9354792<br/>E-mail: <a href="mailto:info@kmhasan.com.bd">info@kmhasan.com.bd</a></p> <p><b>Vetted</b></p> <p><i>Syed Muhammad Golam Mowla</i><br/><b>Deputy Director</b><br/>Bangladesh Securities and Exchange Commission</p> |

ii. Particulars of the Issuer:

| Name & Address  | Contact   | Contact Person  |
|---|---|---|
| <p><b>Premier Bank Limited</b><br/>Head Office:<br/>Iqbal Centre (4th Floor), 42, Kemal Ataturk Avenue, Banani, Dhaka-1213, Bangladesh.</p> | <p>Iqbal Centre (4th Floor), 42, Kemal Ataturk Avenue<br/>Banani, Dhaka-1213, Bangladesh.<br/>Phone: +880-2-222274844-48<br/>Fax: +880-2-222274849<br/>e-mail:<br/><a href="mailto:info@premierbankltd.com">info@premierbankltd.com</a></p> | <p>Sayed Abul Hashem<br/>FCA, FCM<br/>Deputy Managing Director &amp; CFO<br/>Email: <a href="mailto:sayed.hashem@premierbankltd.com">sayed.hashem@premierbankltd.com</a><br/>Cell: 01819-244811</p> |

iii. Particulars of the Issue Manager:

| Name & Address   | Contact  | Contact Person   |
|--|--|--|
| <p><b>UCB Investment Limited</b><br/>Bulus Center (17<sup>th</sup> Floor), Plot: CWS (A)1, Road: 34, Gulshan Avenue, Dhaka- 1212</p> | <p>Tel: + 88 01927 111 555<br/>E-mail: <a href="mailto:tanzim.alamgir@ucb.com.bd">tanzim.alamgir@ucb.com.bd</a><br/>Website: <a href="http://www.ucb-investment.com">http://www.ucb-investment.com</a></p> | <p><b>Tanzim Alamgir</b><br/>Chief Executive Officer</p> |

iv. Particulars of the Underwriter:

| Name & Address   | Contact  | Contact Person   |
|--|--|--|
| <p><b>UCB Investment Limited</b><br/>Bulus Center (17<sup>th</sup> Floor), Plot: CWS (A)1, Road: 34, Gulshan Avenue, Dhaka- 1212</p> | <p>Tel: + 88 01927 111 555<br/>E-mail: <a href="mailto:tanzim.alamgir@ucb.com.bd">tanzim.alamgir@ucb.com.bd</a><br/>Website: <a href="http://www.ucb-investment.com">http://www.ucb-investment.com</a></p> | <p><b>Tanzim Alamgir</b><br/>Chief Executive Officer</p> |

v. Particulars of the Stock Exchanges/s in which the security to be listed:

| Name & Address  | Contact   | Contact Person                                |
|---|---|---|
| <p><b>Dhaka Stock Exchange Limited</b><br/>DSE Tower, Road: 21, House: 46<br/>Nikunja, Dhaka-1229</p> | <p>Tel: 88 02 9564601,<br/>88 02 9576210-18<br/>Fax: 88 02 9564727<br/>88 02 9569755<br/>E-mail: <a href="mailto:research@dsebd.org">research@dsebd.org</a><br/>Website: <a href="http://www.dsebd.org">www.dsebd.org</a></p> | <p><b>Mrs. Souzia Afrin</b><br/>Librarian</p> |

07 DEC 2021

*Mohammad Akram Hossain, FCA*  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

*Sayed Abul Hashem FCA, FCMA*  
Chief Financial Officer  
Head Office 56  
The Premier Bank Limited

*M. REAZUL KARIM, FCMA*  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213


*Tanzim Alamgir*  
Managing Director & CEO  
UCB Investment Limited





## 23. Conditions imposed by the Commission in the Consent Letter:

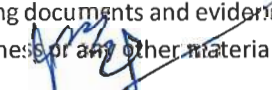
### PART-A (General Conditions)

  
Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

1. The Issuer shall ensure required all compliance of the Securities and Exchange Ordinance, 1969, the Bangladesh Securities and Exchange Commission (Debt Securities) Rules, 2021, Commission's Directive No. BSEC/CMRRCD/2009-193/19 dated 23 May, 2021, the Depository Act, 1999 and other securities Laws, Rules & Regulations for Debt Securities regarding processing of application, subscription, refund, allotment, listing and trading;
2. This consent shall remain valid for 06 (Six) months for private offer and 03 (three) months for Public offer from the date of consent, failing which the permission will stand cancelled to the extent of un-subscribed portion;
3. The Issuer shall not change or modify the submitted draft Information Memorandum, Trust Deed & Subscription Agreement after consent to issue the debt securities without prior approval of the Commission in this regard;
4. The Issuer shall disseminate approval of the Commission along with the purpose of the issue, amount and price of the bond etc. as price sensitive information, as prescribed by the Commission;
5. The Issuer shall execute the deed of trust as per Schedule-C as approved by the Commission in favor of the trustee and register the same under the Registration Act, 1908 (Act No. XVI of 1908) and shall submit a copy of the registered trust deed attested by the Chief Executive Officers of the Issuer and the trustee to the Commission;
6. **Before subscription of the issue the issuer shall submit the trustee registration certificate as approved by the Commission;**
7. Auditors' report along with Audited Financial Statements of the issuer made up to a date not earlier than 270 days from the date of issue of the Information Memorandum (IM) and shall be incorporated in IM before the offer;
8. Financial statements shall be prepared in accordance with International Accounting Standards (IAS) and audit thereof shall be conducted in accordance with the International Standards on Auditing (ISA), as adopted in Bangladesh. The financial statements shall be audited within 120 days from the date of ending of the financial year;
9. Annual General Meeting (AGM) of The Issuer shall be held in each year of the Gregorian Calendar;
10. A copy of audited financial statements and a copy of annual report and the minutes of annual general meeting shall be submitted to the Commission within 14 (fourteen) days of the completion of the audit or, as the case may be, holding of the annual general meeting;
11. The Issuer shall inform the Commission along with supporting documents and evidence about any change of its registered address, directors, managing director, business or any other material change that affects the affairs of the Issuer;

  
Mohammad Akbar Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

  
Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

  
REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

  
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

07 DEC 2021



12. The proceeds or fund of the bond shall be placed in a specified bank account, and utilization of such proceeds or fund shall also be made from the specified bank account;
13. The Issuer shall submit a report on utilization of proceeds as well as implementation status to the Commission, the trustee, the issue manager(s) and to the stock exchange(s) as applicable, on half-yearly basis within 10 (ten) days of close of the half year, till full utilization of proceeds;
14. If there is any FDI or external debt, the issuer shall report it to Bangladesh Bank;
15. Approved information memorandum (IM) and Draft Deed of Trust shall be made available in the websites of the Issuer, the Issue Manager and the Exchange(s), as applicable, till the closure of the subscription list;
16. After registration of the Deed of Trust under the Registration Act, 1908 (Act No. XVI of 1908), the registered Deed of Trust shall be made available in the websites of the Issuer, Trustee and the Issue Manager, and shall remain posted during the tenor of the debt security;
17. The issue shall not have any discretion at all time to cancel coupon payment to the bondholders;
18. The Issuer shall pay, within 5 (five) working days of issuance of this letter, a fee at the rate of 0.10% on the total face value of securities to be issued through a bank draft or payment order issued in favor of the Bangladesh Securities and Exchange Commission. If the applicant fails to pay within the specified time, this consent shall be revoked;
19. The Commission may impose conditions/restrictions from time to time, as required. If the Issuer or the Issue Manager or the Trustee of the issue fails to comply with any of the conditions as stated in this consent letter, the Issuer or the Issue Manager or the Trustee of the issue would be subject to penal provisions under the Securities and Exchange Ordinance, 1969 or any other related securities laws.

**PART-B**  
**(Private Offer)**

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Syed Muhammad Golam Mowla  
Deputy Director

Bangladesh Securities and Exchange Commission

1. The Issuer shall make offer of unsecured, contingent-convertible, fully paid-up, non-cumulative, BASEL III compliant, perpetual bonds as part of Additional Tier-I Regulatory Capital of BDT 180.00 Crore through Private Placement;
2. The applicants shall apply for a minimum 10,000 units (each unit of Tk. 5,000/-) which totalling of BDT 50,000,000 (Tk. five crore) or its multiples;
3. The subscription shall be received through the designated bank account of the Issuer during subscription period not less than 30 (thirty) days and not more than 180 (one hundred eighty) days for private offer;
4. Application process for private offer shall be prescribed by the issuer and made it available on Issuer's website;

5.

Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

M. REAZUL KARIM, FCMA  
Managing Director & CFO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

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**Vetted**

**PART-C**  
**(Public Offer)**

Syed Muhammad Golam Mowla  
Deputy Director

Bangladesh Securities and Exchange Commission

1. The Issuer shall make offer of unsecured, contingent-convertible, fully paid-up, non-cumulative, BASEL III compliant, perpetual bonds as part of Additional Tier-I Regulatory Capital of BDT 20.00 crore through Public Offer;
2. The issue manager(s) shall examine the issued Information Memorandum approved by the Commission. If any discrepancy is found, both the Issuer and the Issue Manager shall jointly communicate with the general applicants immediately, simultaneously endorsing copies thereof to the Commission and the Exchanges concerned;
3. The subscription shall be conducted through Electronic Subscription System (ESS) of the exchange(s) and subsequently made it available in the websites of the Issuer and the Exchange(s), as applicable, till the closure of the subscription;
4. The Information Memorandum, as approved by the Commission, shall be published by the Issuer, Issue Manager and the Exchange(s) as applicable in their own official websites, within 03 (three) working days from the date of the consent, and shall remain posted till the closure of the subscription list;
6. A notice regarding the publication of information memorandum in the websites mentioning web-addresses shall be circulated in the national daily newspaper at least one in Bangla and another in English within 7 (seven) working days from the date of this consent;
7. The applicants shall apply for a minimum 1 unit of Taka 5,000/- (Taka five thousand only) each or its multiples;
8. The Exchange(s) as applicable shall complete the listing procedure and start of trading of securities within 15 (fifteen) working from the closure of subscription period;
9. In case of over-subscription, the Exchange(s) as applicable shall refund excess amount to the applicants and send final allotment list through e-mail to the Allottees, Issuer and Issue Manager within 3 (three) working days for EI's and 11 (eleven) working days for GP from the closure of subscription period;
10. The Issuer shall issue allotment letters in the name s of all Allottees in electronic form with digital signatures and credit the allotted securities to the respective BO accounts on the basis of allotment data (BO ID and number of securities) via their CDBL VeDAS Terminal within 5 (five) working days of receipt of the final allotment list from the Exchange(s);
11. The Exchange(s) shall transfer the issue proceeds to the designated bank account of the Issuer before starting trading of the securities;
12. As per provision of the Depository Act, 1999 & Regulations made thereunder, the securities will only be issued in dematerialized condition. All transfer/transmission/splitting will take place in the depository system of Central Depository Bangladesh Limited (CDBL);
13. The Issuer shall submit statement of subscription received against issuance of securities along with bank statement(s) of the Bank's designated account to the Commission within 10 (ten) days of the closing of subscription list or upon receiving the issue proceeds in the designated account from the Exchange(s);

Mohammed Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abu Hasnain, FCA, FCMA  
Chief Financial Officer  
Head Office 59  
The Premier Bank Limited

M. REAZUE KARIM, FOMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Dhaka  
Dhaka-1100

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

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14. The Issuer shall submit the statement of subscription received from the underwriter(s) against undersubscribed securities along with bank statement to the Commission within 07 (seven) days of the expiry of subscription period;
15. The concerned Exchanges are authorized to settle any complaints and take necessary actions against any violation of any provision of the public offer application process within intimation to the Commission;
16. The Issuer and the issue Manager shall ensure due compliance of all the above conditions and the listing regulations of the Exchange(s). Moreover, the Commission may impose further conditions/restrictions etc. from time to time as and when considered necessary which shall also be binding upon the Bank;

PART-D  
(Public Offer Application Process)

19 DEC 2021

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Step-1 (Applicant):

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

1. An applicant for public issue of "Unsecured, contingent-convertible, fully paid-up, non-cumulative, BASEL III compliant, perpetual bonds as part of Additional Tier-I Regulatory Capital of BDT 20.00 (Twenty) Crore of The Premier Bank Limited" shall submit application/buy instruction to the cut-off date (i.e. the subscription closing date); Stock-Broker/ Merchant Banker where the applicant maintains customer account;
2. The application/buy instruction may be submitted in prescribed form or electronic form, which shall contain the Customer ID, Name, BO Account Number, Total Amount and Category of the Applicant;
3. Eligible Investors shall submit an application through the Electronic Subscription System (ESS) of the exchange(s) and deposit the full amount intended to subscribe by the method as determined by exchange(s);
4. The General Public and Non-Resident Bangladeshi (NRB) shall submit the application through the Stockbroker/ Merchant Banker where the applicant maintains customer account.

Step-2 (Intermediary):

5. The registered Stock Broker/Merchant Banker in the ESS shall:
  - a) Post the amount separately in the customer account equivalent to the application money;
  - b) Accumulate all the applications (Subscription Forms)/buy instructions received up to the cut-off date and transfer the amount to their respective Consolidated Customer Account;
6. The registered Stockbroker/Merchant Banker in the ESS shall prepare category wise lists of the applicants containing Customer ID, Name, BO Account Number and within 3 (three) working days from the cut-off date, upload to the ESS, the lists of applicants in electronic (text format with tilde '~' separator) format, deposit the full amount received from the applicants including Foreign investors by the method as determined by exchange(s).
7. The application (Subscription Form)/buy instructions shall be preserved by the Stock-Broker/Merchant Bankers up to 6 (six) months from listing of the securities with the exchange;

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Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

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M. REAZUL KARIM, FOMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Dhaka-1100

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



8. The Exchanges shall prepare a consolidated list of the applications and send the applicants' BO IDs in electronic (text) format to CDBL for verification on the next working day. CDBL shall verify the BO IDs as to whether the BO accounts of the applicants are active or not, verify more than two applications by an individual and verify more than two applications using same bank account;
9. On the next working day, CDBL shall provide the Exchanges with an updated database of the applicants containing BO Account Number, Name, Addresses, Parent s' Name and Joint Account information along with the verification report;
10. After receiving verification report and information from CDBL, the Exchanges shall scrutinize the applications, prepare lists of valid and invalid applications within 2 (two) working days;
11. On the next working day, the Exchanges shall provide the Commission, Issuer and Issue Manager with the soft copy of subscription result;

**Step-3 (Issuer or Originator):**

12. The Issuer and issue manager shall post the final status of subscription on their websites within 6 (six) hours and on the websites of the Commission and Exchanges within 12 (twelve) hours of receiving information by the Commission and the Exchanges;
13. Within 2 (two) working days of receipt of the subscription result, the Issuer and Exchanges shall:
  - a) Process pro-rata allotment of securities to the applicants under Public Offer.
  - b) Issuer shall issue allotment letters in the names of the Allottees in electronic format.
  - c) Issuer shall credit the allotted securities to the respective BO accounts on the basis of allotment data (BO ID and number of securities) via their CDBL VeDAS Terminal.
  - d) Any fraction shall be considered to the nearest integer and accumulated fractional securities shall be allotted on a random basis.

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**Syed Muhammad Golam Mowla**  
**Deputy Director**

Bangladesh Securities and Exchange Commission

**Step-4 (Intermediary)**

14. On the next working day, Exchanges shall:
  - a) Remit the amount of allotted applicants to the Issuer's Bank Account opened for subscription purpose;
  - b) Distribute the information and allotment letters to the stock broker/Merchant Bankers concerned in electronic format with a request to refund the balance application money;
15. On the next working day of receiving the documents from the Exchanges, the Stockbrokers/Merchant Banker shall refund the excess application money in the customer accounts and inform the applicants about allotment of securities.

07 DEC 2021

**Mohammad Akram Hossain, FCS**  
**Company Secretary**  
**The Premier Bank Limited**  
Head Office, Dhaka

**Sayed Abul Hashem FCA, FCMA**  
**Chief Financial Officer**  
**Head Office**  
**The Premier Bank Limited**

**M. REAZUL KARIM, FCMA**  
**Managing Director & CEO**  
**The Premier Bank Ltd.**  
Head Office, Dhaka

**Tanzim Alamgir**  
**Managing Director & CEO**  
**UCB Investment Limited**




24. NOC from Bangladesh Bank for the issuance of the bond

৫০১১৯

বাংলাদেশ ব্যাংক  
(সেন্ট্রাল ব্যাংক অব বাংলাদেশ)  
প্রধান কার্যালয়  
ইতিহাস, ঢাকা-১০০০  
বাংলাদেশ।

বার্ষিক প্রতিবেদন ৩ মাসিক বিবরণ

  
**মুজিব** ১০০  
 তারিখ: ১২/১০/২০২১

সূত্রক্রম:সিডি(বিএস)৬৬১/১৪বি(সি)/২০২১-৯০২৯

বাবস্থাপনা পরিচালক  
প্রিমিয়ার ব্যাংক লিমিটেড  
প্রধান কার্যালয়, ঢাকা।

বিষয়: অস্বীকার

**Perpetual Bond ইস্যুকরণ AT-1 ক্লাসে অন্তর্ভুক্ত করার বিষয়ে অস্বীকারি প্রত্যবেদন।**

নিম্নোক্তকর্তৃক বিধানে আপনাদের ০২/০৯/২০২১ তারিখের Premier/HO/FAD/2021/665 নং পত্রের হস্তি দৃষ্টি আকর্ষণ করা যাচ্ছে।

০২। আপনাদের ব্যাংকের আবেদনের প্রেক্ষিতে ৪০০.০০ (চার শত) কোটি টাকা সমতুল্যের Perpetual Bond এর মূল্য ২০০.০০ (দুই শত) কোটি টাকা সমতুল্যের Perpetual Bond ইস্যুকরণ তা নিশ্চিত পর্জনপক্ষে Additional Tier-1 (AT-1) ক্লাসে অন্তর্ভুক্ত করার বিষয়ে অস্বীকারি (NOC) প্রদান করা হলো:

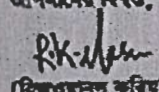
ক) নিম্নোক্তকর্তৃক সার্বস্বত-১৮/২০১৪ এর সংশোধিত Guideline on Risk Based Capital Adequacy (Revised Regulatory Framework for banks in line with Basel III) এর Annex 4: Criteria for Inclusion of Instruments in Regulatory Capital-এ বর্ণিত সকল শর্তসি পরিপালন করতে হবে;


খ) বাংলাদেশ ব্যাংক কর্তৃক প্রকল্পিত (<https://www.bb.org.bd/en/index.php/moocetaryactivity/treasury>) ২০ বছর মেয়াদী ঠিকারী হতে পক্ষ হারকে (Standard Tenor and Yield) বেহেতবে বেট হিসেবে বিবেচনা করা হয় তবে ২.০০% মর্জিন যোগ করে ব্যক্তিগত ভিত্তিতে আলোচনা হতে ক্লাস হার নির্ধারণ করতে হবে। সেইসাথে, প্রস্তাবিত বর্তসি ক্লাস হার মর্জিন ৬.০০% হতে সর্বোচ্চ ১০.০০% এর মধ্যে সীমাবদ্ধ রাখতে হবে;

গ) প্রস্তাবিত Perpetual Bond এর Loss Absorption Feature হিসেবে ব্যাংকের প্রস্তাবিত ট্রান্স (Consolidated Common Equity Tier-1 (CET-1) ক্লাসে পক্ষসি তিন কোর্সসি ৪.৫০% এর নিচে রাখা) কার্যকর হলে হতে ক্লাস ক্লাস পেরিয়ে কনভর্ট করতে হবে এক;

ঘ) বাংলাদেশ নিউইউসিআর অ্যান্ড এক্সচেঞ্জ কমিশন (বিএসইসি) এর অনুমোদন প্রাপ্তি পাও বাংলাদেশ ব্যাংক কর্তৃক অনুমোদিত সকল শর্তসি পরিপালন সাপেক্ষে বর্তসি AT-1 ক্লাসে অন্তর্ভুক্ত হিসেবে বিবেচিত হবে। এক্ষেত্রে, বর্তসি ইস্যুর পূর্বে নিউইউসিআর এর অনুমোদনের একটি কপি অত্র বিজ্ঞপ্তি সেরাণ করতে হবে। এক্ষেত্রে, উল্লিখিত Annex 4 এ প্রদত্ত শর্তসি সাং বাংলাদেশ ব্যাংক প্রদত্ত অস্বীকারি শর্তসি হতে ক্লাসে পক্ষসি পরাপর্হি কোন শর্ত/শর্তসি সন্তুষ্ট হলে উল্লিখিত Perpetual Bond টি AT-1 ক্লাসে অন্তর্ভুক্ত হবে না।

19 DEC 2021  
**Vetted**

আপনাদের বিত্ত,  
  
 (নির্বাহক পরিচালক)  
 ৫০-পরিচালক  
 ফোন: ৫৫৬৬৫০০১-২০/২২৬২৯

  
 Syed Muhammad Golam Mowla  
 Deputy Director  
 Bangladesh Securities and Exchange Commission

ফোন: ১৮৮-০২-৯৫০৪৪৮, ৯৫০৪৪৯, ফ্যাক্স: ১৮৮-০২-৫৫৬৬৫০০১-৬, ফোন: ১৮৮-০২-৯৫০৪৪৯, www.bb.org.bd

07 DEC 2021

Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
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M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



25. Declaration and due diligence certificates as per Annexure(s)- I, II, III and IV:

Annexure- I

Declaration about the responsibility of the Managing Director & CEO of  
The Premier Bank Limited in respect of the information memorandum

[Rule 4(2)(a)]

This information memorandum has been prepared, seen and approved by us, and we, individually and collectively, accept full responsibility for the authenticity, accuracy and adequacy of the statements made, information given in the prospectus, documents, financial statements, exhibits, annexes, papers submitted to the Commission in support thereof, and confirm, after making all reasonable inquiries that all conditions concerning this public issue and prospectus have been met and that there are no other information or documents, the omission of which make any information or statements therein misleading for which the Commission may take any civil, criminal or administrative actions against any or all of us as it may deem fit.

We also confirm that full and fair disclosures have been made in this information memorandum to enable the investors to make a well-informed decision for investment.


Place: Dhaka

Sd/-

Mr. M Reazul Karim, FCMA  
Managing Director and CEO  
Date: 26<sup>th</sup> August, 2021

19 DEC 2021


**Vetted**

  
Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

07 DEC 2021

  
Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

  
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The Premier Bank Limited

  
M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Dhaka

  
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



Annexure-II

[Rule 3(1)(m), 4(1)(c) and 4(2) (a)]

Due diligence certificate of the Trustee

MTB Capital Limited

To

The Bangladesh Securities and Exchange Commission

Sub: Issuance of 360,000 units under private placement and 40,000 units under public offer of Unsecured, Contingent-Convertible and Floating Rate Perpetual Bond of BDT 2,000,000,000 (Two Billion taka) each of BDT 5,000 of The Premier Bank Limited.

We, the under-noted trustee to the above-mentioned forthcoming issue, state as follows:

1. We, while act as trustee to the above-mentioned issue on behalf of the investors, have examined the draft Information Memorandum, legal and other documents and materials as relevant to our decision; and
2. On the basis of such examination and the discussions with the issuer, its directors and officers, and other agencies; independent verification of the statements concerning objects of the issue and the contents of the documents and other materials furnished by the issuer.

**WE CONFIRM THAT:**

- (a) all information and documents as are relevant to the issue have been received and examined by us and the draft IM, draft deed of trust and draft subscription agreement forwarded to the Commission has been approved by us;
- (b) we have also examined all documents of the assets to be charged with the trust and are satisfied that the assets bear the value, title and charge status as disclosed in the IM;
- (c) while examining the above documents, we find that all the requirements of the Bangladesh Securities and Exchange Commission (Debt Securities) Rules, 2021 have been complied with;
- (d) we shall act as trustee to the issue as mentioned above as per provisions of the deed of trust to be executed with the issuer or the originator, as applicable and shall assume the duties and responsibilities as described in the deed of trust and in the IM;
- (e) we shall also abide by the Bangladesh Securities and Exchange Commission (Debt Securities) Rules, 2021 and conditions imposed by the Commission as regards of the issue; and
- (f) the above declarations are unequivocal and irrevocable.

For Trustee

Sd/-  
Managing Director  
MTB Capital Limited

19 DEC 2021

**Vetted**

07 DEC 2021

Syed Muhammad Golam Mowla  
Deputy Director

Bangladesh Securities and Exchange Commission

Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Dhaka

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka





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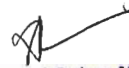
Annexure-III

Due diligence certificate by issue manager  
UCB Investment Limited  
[Rule 4(2)(a)]

**Vetted**

To

The Bangladesh Securities and Exchange Commission

  
Syed Muhammad Golam Mowla  
Deputy Director

Bangladesh Securities and Exchange Commission

**Sub: Issuance of 40,000 units under public offer of Unsecured, Contingent-Convertible and Floating Rate Perpetual Bond of BDT 2,000,000,000 (Two Billion taka) each of BDT 5,000 of The Premier Bank Limited.**

Dear Sir,


We, the issue manager(s) to the above-mentioned forthcoming issue, state and confirm as follows:

- (1) We have examined all the documents submitted with the application for the above-mentioned issue, visited the premises of the issuer or originator and interviewed the chairperson, directors and key management personnel of the issuer or originator in connection with the finalization of the information memorandum pertaining to the said issue;
- (2) On the basis of such examination and the discussions with the directors, officers and auditors of the issuer or originator, other agencies, independent verification of the statements concerning objects of the issue and the contents of the documents and other materials furnished by the issuer or originator.


**WE CONFIRM THAT:**

- (a) The information memorandum filed with the Commission is in conformity with the documents, materials and papers relevant to the issue;
- (b) All the legal requirements relating to the issue as also in the rules, notification, guidelines, instructions, etc. framed/issued by the Commission, other competent authorities in this behalf and the government have been duly complied with;
- (c) The disclosures made in information memorandum are true, fair and adequate to enable the investors to make a well informed decision for investment in the proposed issue and such disclosures are in accordance with the requirements of the Companies Act, 1994, the Trust Act, 1882, the Bangladesh Securities and Exchange Commission (Debt Securities) Rules, 2021 and other applicable laws;
- (d) Besides ourselves, all the intermediaries named in the information memorandum are registered with the Commission and till date such registrations are valid;
- (e) We have satisfied ourselves about the capability of the underwriter to fulfil their underwriting commitments;
- (f) The proposed activities of the issuer for which the funds are being raised in the present issue fall within the 'main objects' listed in the object clause of the Memorandum of Association or other charter of the issuer or originator and that the activities which have been carried out till now are valid in terms of the object clause of its Memorandum of Association;
- (g) Necessary arrangements have been made to ensure that the moneys to be received pursuant to the issue shall be kept in a separate bank account and shall be used for the purposes disclosed in the use of proceeds section of the information memorandum;
- (h) All the applicable disclosures mandated in the Bangladesh Securities and Exchange Commission (Debt Securities) Rules, 2021 have been made in addition to other disclosures which, in our view, are fair and adequate to enable the investor to make a well-informed decision;

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Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

  
Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office 65  
The Premier Bank Limited

  
M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Dhaka  
Dhaka-1213

  
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



(i) We enclose a note explaining how the process of due diligence has been exercised by us in view of the nature of current business background or the issuer or originator, situation at which the proposed business stands, the risk factors, sponsors experiences etc. We also confirm that the due diligence related process, documents and approval memos shall be kept in record by us for the next 5 (five) years after the issue of securities for any further inspection by the commission;

(j) We enclose a checklist confirming rule-wise compliance with the applicable provisions of the Bangladesh Securities and Exchange Commission (Debt Securities) Rules, 2021 containing details such as the rule number, its text, the status of compliance, page numbers of the information memorandum where the rules have been complied with and our comments, if any;

(k) We also declare that we have managed any issue of securities of the following issuers including originators in the last 05 (five) years.

| SI No | Name of the Issue                | Issue Size   | Issue Year | Dividend Payment History | Category (if any) |
|-------|----------------------------------|--------------|------------|--------------------------|-------------------|
| 1.    | Meghna Insurance Company Limited | BDT 16 Crore | 2021       | N/A                      | N/A               |

**For Issue Manager**

Place: Dhaka

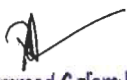
Sd/-

Chief Executive Officer  
UCB Investment Limited  
Date: 13 October, 2021

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07 DEC 2021

  
Syed Muhammad Gofam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

  
Mohammad Akram Hossain  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

  
Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
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The Premier Bank Limited

  
M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Dhaka

  
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



**Annexure - IV**

**Due diligence certificate by the Underwriter**

**UCB Investment Limited**  
**[Rule 4(2)(a)]**

To  
The Bangladesh Securities and Exchange Commission

**Sub: Issuance of 40,000 units under public offer of Unsecured, Contingent-Convertible and Floating Rate Perpetual Bond of BDT 2,000,000,000 (Two Billion taka) each of BDT 5,000 of The Premier Bank Limited.**

Dear Sir,

We, the under-noted underwriter(s) to the above-mentioned forthcoming issue, state individually and collectively as follows:

- (1) We, while underwriting the above-mentioned issue on a firm commitment basis, have examined the draft information memorandum, other documents and materials as relevant to our underwriting decision; and
- (2) On the basis of such examination and the discussions with the issuer or originator, its directors and officers, and other agencies, independent verification of the statements concerning objects of the issue and the contents of the documents and other materials furnished by the issuer or originator.

**WE CONFIRM THAT:**

- (a) We are registered with the Bangladesh Securities and Exchange Commission as a merchant banker and eligible to carry out the underwriting activities. Our present paid-up capital stands at BDT 1,000 Million and we have the capacity to underwrite a total amount of BDT 5,000,000,000 as per relevant legal requirements. We have committed to underwrite for up to BDT 40,000,000. for the upcoming issue.
- (b) At present, the underwriting obligations are pending for us: N/A
- (c) All information as are relevant to our underwriting decision have been received by us and the draft IM forwarded to the Commission has been approved by us;
- (d) We shall subscribe and take up the un-subscribed securities against the above-mentioned issue within 15 (fifteen) days of calling up thereof by the issuer or originator; and
- (e) This underwriting commitment is unequivocal and irrevocable.

**For the Underwriter:**


Sd/-


Chief Executive Officer  
UCB Investment Limited  
Date: 13 October, 2021

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Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

  
Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

  
M. REAZUL KARIM, FOMA  
Managing Director & CEO  
The Premier Bank Ltd  
Head Office, Dhaka  
DPO: 841-33

  
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

  
Mohammad Akmal Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

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The Due Diligence Certificates are also annexed to this Information Memorandum as mentioned below:

- Declaration of the Management of the Issuer as per Rule 3 (1) (i) of Bangladesh Securities and Exchange Commission (Debt Securities) Rule 2021. Kindly Check Annexure-I
- Due Diligence Certificate of the Trustee [Rule 3(1)(m), 4(1)(c) and 4(2) (a)], is attached with this information memorandum. Kindly check Annexure – II
- Due diligence certificate to be furnished by issue manager in the information Memorandum [Rule 4(2)(a)] is attached with this information memorandum. Kindly check Annexure – III
- Due Diligence Certificate of the Underwriter/s [Rule 4(2)(a)] is annexed with this Information Memorandum. Kindly Check Annexure – IV

## 26. Particulars of the Underwriter and Underwritten Amount

|   |   |
|---|---|
| Name of the Underwriter                           | UCB Investment Limited  |
| Legal status of the Underwriter                   | Private Limited Company registered under the Companies Act, 1994 (Act No.18 of 1994), and licensed Merchant Banker under the Securities and Exchange Commission (Merchant Banker and Portfolio Manager) Regulations, 1996 |
| Details of contact information of the Underwriter | Tanzim Alamgir<br>Chief Executive Officer<br>UCB Investment Limited<br>Mobile: + 88 01927 111 555<br>Email: tanzim.alamgir@ucb.com.bd   |
| Name of the issue managed by the Underwriter      | N/A   |
| Underwritten Amount                               | BDT 40,000,000  |

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## 27. Public Issue Application Procedure

(Public Offer Application Process)

Step-1 (Applicant):

- An applicant for public issue of “Unsecured, contingent-convertible, BASEL III compliant, perpetual bonds as part of Additional Tier-I Regulatory Capital of **BDT 20.00 (Twenty) Crore** of The Premier Bank Limited” shall submit application/buy instruction to the cut-off date (i.e. the subscription closing date); Stock-Broker/ Merchant Banker where the applicant maintains customer account;
- The application/buy instruction may be submitted in prescribed form or electronic form, which shall contain the Customer ID, Name, BO Account Number, Total Amount and Category of the Applicant;
- Eligible Investors shall submit an application through the Electronic Subscription System (ESS) of the exchange(s) and deposit the full amount intended to subscribe by the method as determined by exchange(s);
- The General Public and Non-Resident Bangladeshi (NRB) shall submit the application through the

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

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Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem, FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

M. REZAUl HAQUE, FCA  
Managing Director  
The Premier Bank Limited  
Head Office, Dhaka

Tanzim Alamgir  
Managing Director & CEC  
UCB Investment Limited



Stockbroker/ Merchant Banker where the applicant maintains customer account.

**Step-2 (Intermediary):**

20. The registered Stock Broker/Merchant Banker in the ESS shall:
  - c) Post the amount separately in the customer account equivalent to the application money;
  - d) Accumulate all the applications (Subscription Forms)/buy instructions received up to the cut-off date and transfer the amount to their respective Consolidated Customer Account;
21. The registered Stockbroker/Merchant Banker in the ESS shall prepare category wise lists of the applicants containing Customer ID, Name, BO Account Number and within 3 (three) working days from the cut-off date, upload to the ESS, the lists of applicants in electronic (text format with tilde '~' separator) format, deposit the full amount received from the applicants including Foreign investors by the method as determined by exchange(s).
22. The application (Subscription Form)/buy instructions shall be preserved by the Stock-Broker/Merchant Bankers up to 6 (six) months from listing of the securities with the exchange;
23. The Exchanges shall prepare a consolidated list of the applications and send the applicants' BO IDs in electronic (text) format to CDBL for verification on the next working day. CDBL shall verify the BO IDs as to whether the BO accounts of the applicants are active or not, verify more than two applications by an individual and verify more than two applications using same bank account;
24. On the next working day, CDBL shall provide the Exchanges with an updated database of the applicants containing BO Account Number, Name, Addresses, Parent s' Name and Joint Account information along with the verification report;
25. After receiving verification report and information from CDBL, the Exchanges shall scrutinize the applications, prepare lists of valid and invalid applications within 2 (two) working days;
26. On the next working day, the Exchanges shall provide the Commission, Issuer and Issue Manager with the soft copy of subscription result;

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Syed Muhammad Golam Mowla

Deputy Director

Bangladesh Securities and Exchange Commission

**Step-3 (Issuer or Originator):**

27. The Issuer and issue manager shall post the final status of subscription on their websites within 6 (six) hours and on the websites of the Commission and Exchanges within 12 (twelve) hours of receiving information by the Commission and the Exchanges;
28. Within 2 (two) working days of receipt of the subscription result, the Issuer and Exchanges shall:
  - e) Process pro-rata allotment of securities to the applicants under Public Offer.
  - f) Issuer shall issue allotment letters in the names of the Allottees in electronic format.
  - g) Issuer shall credit the allotted securities to the respective BO accounts on the basis of allotment data (BO ID and number of securities) via their CDBL VeDAS Terminal.
  - h) Any fraction shall be considered to the nearest integer and accumulated fractional securities shall be allotted on a random basis.

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Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Dhaka

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



**Step-4 (Intermediary)**

29. On the next working day, Exchanges shall:
- c) Remit the amount of allotted applicants to the Issuer's Bank Account opened for subscription purpose;
  - d) Distribute the information and allotment letters to the stock broker/Merchant Bankers concerned in electronic format with a request to refund the balance application money;
30. On the next working day of receiving the documents from the Exchanges, the Stockbrokers/Merchant Banker shall refund the excess application money in the customer accounts and inform the applicants about allotment of securities.

**28. Rights option/issue Application Procedure**

- Not Applicable

**29. Private Offer Application Procedure**


**(Private Offer)**

- The Issuer shall make offer of unsecured, contingent-convertible, fully paid-up, non-cumulative, BASEL III compliant, perpetual bonds as part of Additional Tier-I Regulatory Capital of BDT 180.00 Crore through Private Placement;
- The applicants shall apply for a minimum 10,000 units (each unit of Tk. 5,000/-) which totalling of BDT 50,000,000 (Tk. five crore) or its multiples;
- The subscription shall be received through the designated bank account of the Issuer during subscription period not less than 30 (thirty) days and not more than 180 (one hundred eighty) days for private offer;
- Application process for private offer shall be prescribed by the issuer and made it available on Issuer's website;


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Deputy Director  
Bangladesh Securities and Exchange Commission

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Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

  
Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office 70  
The Premier Bank Limited

  
M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Dhaka  
02-88-1218

  
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



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## Annexure – 01

### Detailed Description and Information

As per Schedule A (part I)

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

**1. Particulars of issuer:**

|                                  |  |
|----------------------------------|--|
| Name:                            | The Premier Bank Limited (the “Bank”/ the “Issuer”)  |
| Legal Status                     | Public Limited Company under the Companies Act, 1994 (Act No. 18 of 1994) and also is governed by the Banking Companies Act 1991 (Amendment up to 2018)  |
| Details of contact information   | The Premier Bank Limited<br>Iqbal Centre (4th Floor), 42, Kemal Ataturk Avenue, Banani, Dhaka-1213, Bangladesh.<br>Phone: +880-2-222274844-48<br>Fax: +880-2-222274849<br><br>e-mail: <a href="mailto:info@premierbankltd.com">info@premierbankltd.com</a> |
| Date of Incorporation            | June 10, 1999  |
| Date of Commencement of Business | June 10, 1999  |
| Authorized Capital               | BDT 15,000,000,000.00  |
| Paid-up Capital                  | BDT 10,430,707,270.00  |
| Total equity                     | BDT 20,767,831,922.00  |
| Total Liabilities                | BDT 308,240,810,261.00   |
| Total Financial Obligations      | N/A  |
| Total Assets                     | BDT 329,008,642,183.00   |
| Net Worth                        | BDT 20,767,831,922.00  |

**2. Particulars of Issue Manager:**

|  |   |
|--|---|
| Name of the issue manager                      | UCB Investment Limited  |
| Legal status of the issue manager              | Private Limited Company registered under the Companies Act, 1994 (Act No.18 of 1994), and licensed Merchant Banker under the Securities and Exchange Commission (Merchant Banker and Portfolio Manager) Regulations, 1996 |
| Details of contact information                 | <b>Tanzim Alamgir</b><br>Chief Executive Officer<br>UCB Investment Limited<br>Mobile: + 88 01927 111 555<br>Email: <a href="mailto:tanzim.alamgir@ucb.com.bd">tanzim.alamgir@ucb.com.bd</a>                               |
| Name of the issue managed by the issue manager | N/A   |

**3. Particulars of Underwriter:**

|                                 |   |
|---------------------------------|---|
| Name of the underwriter         | UCB Investment Limited  |
| Legal status of the underwriter | Private Limited Company registered under the Companies Act, 1994 (Act No.18 of 1994), and licensed Merchant Banker under the Securities and Exchange Commission (Merchant Banker and Portfolio Manager) Regulations, 1996 |
| Details of contact information  | <b>Tanzim Alamgir</b><br>Chief Executive Officer  |

07 DEC 2021

Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

M. REAZUL KARIM, FCA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



|  |
|--|
| UCB Investment Limited<br>Mobile: + 88 01927 111 555<br>Email: tanzim.alamgir@ucb.com.bd |
|--|

4. Particulars of the issue:

|  |  |
|--|--|
| Name of the Instrument                 | Premier Bank Perpetual Bond  |
| Issue Type                             | Unsecured, Contingent-Convertible, Fully paid up, Non-Cumulative, BASEL III compliant, Perpetual Debt instrument for inclusion in Additional Tier I Capital  |
| Issuer                                 | The Premier Bank Limited   |
| Nature of Instrument                   | Unsecured  |
| Purpose and Objectives                 | To raise Additional Tier-1 Capital through issuance of Premier Bank Perpetual Bond in order to strengthen its capital base in accordance with Bangladesh Bank's Guidelines on Risk Based Capital Adequacy (Revised Regulatory Capital Framework in line with Basel III).<br>The funds being raised by the Bank through the mentioned Issue are not meant for financing any particular project. The Bank shall utilize the proceeds of the Issue for its regular business activities. The Bank shall not utilize proceeds of the Issue for any purpose which may be in contravention of the regulations/ guidelines/ norms issued by the Bangladesh Bank and Bangladesh Security Exchange and Commission where applicable.  |
| Arranger and Issue Manager             | UCB Investment Limited   |
| Underwriter                            | UCB Investment Limited   |
| Trustee                                | MTB Capital Limited  |
| Paying Agent, Register, Transfer Agent | MTB Capital Limited  |
| Rating Agency                          | Argus Credit Rating Services Limited   |
| Legal Advisor                          | Lex Juris- Barristers, Advocates & Consultants   |
| Facility Size                          | BDT 1,800,000,000 under private placement and BDT 200,000,000 under public issue   |
| No. of Bonds to be Issued              | 360,000 under private placement and 40,000 under public offer.   |
| Face Value                             | BDT 5,000/ (Five thousand taka only)   |
| Bonds per lot/ Minimum Subscription    | 01 bond for public issue and 10,000 for private placement  |
| Tenure                                 | Not Applicable. The Bonds shall be perpetual i.e. there is no maturity date and there are no step-ups or other incentives to redeem.   |
| Investors                              | <p>The following class of investors are eligible to participate in the offer:</p> <ul style="list-style-type: none"> <li>Public Financial Institutions which are duly authorized to invest in Bonds as per Bangladesh Bank Regulations</li> <li>Mutual Funds, Insurance Companies, Scheduled Commercial Banks,</li> <li>Co-operative Banks, Regional Rural Banks authorized to invest in bonds/ debentures,</li> <li>Societies authorized to invest in bonds/debentures,</li> <li>Trusts authorized to invest in bonds/ debentures,</li> <li>Statutory Corporations/ Undertakings established by Central/ State legislature authorized to invest in bonds/ debentures,</li> <li>Any other not mentioned in the list but is eligible to subscribe as per regulations by Bangladesh Bank.</li> </ul> <p>This being a private placement issue, the eligible investors who have been addressed through this communication <del>directly</del>, are only eligible to apply.</p> |

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Deputy Director  
Bangladesh Securities and Exchange Commission

07 DEC 2021

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Chief Financial Officer  
Head Office  
The Premier Bank Limited

M. REAZUL KARIM FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Dhanabadi  
Dhaka-1213

Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
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UCB Investment Limited





|  |   |
|--|---|
|  | Prior to making any investment in these Bonds, each investor should satisfy and assure himself/herself/itself that he/she/it is authorized and eligible to invest in these Bonds. The Bank shall be under no obligation to verify the eligibility/authority of the investor to invest in these Bonds. Further, mere receipt of this Disclosure Document by a person shall not be construed as any representation by the Bank that such person is authorized to invest in these Bonds or eligible to subscribe to these Bonds. If after applying for subscription to these Bonds and/or allotment of Bonds to any person, is found to have been ineligible to invest in/hold these Bonds, the Bank shall not be responsible in any manner. |
| <b>Coupon Rate</b>   | Reference Rate + Coupon Margin  |
| <b>Reference Rate</b>  | 20-year Treasury-Bond rate.<br>(Latest available rate of 20-year Treasury-Bond rate as published by Debt Management Department of Bangladesh Bank on the quotation day)   |
| <b>Coupon Margin</b>   | 2.0%  |
| <b>Quotation Day</b>   | Five (05) days before the first day of any period for which a coupon rate is to be determined   |
| <b>Coupon Range</b>  | <ul style="list-style-type: none"> <li>Coupon Ceiling: 10%</li> <li>Coupon Floor: 6% subject to having available distributable profit</li> </ul>  |
| <b>Coupon Discretion</b>                                       | The bank will have full discretion at all times to cancel distributions/payments to the bondholder  |
| <b>Exercise of Coupon Discretion</b>                           | Any coupon payment will be distributed subject to having available distributable profit of the issuer   |
| <b>Coupon Payment Frequency</b>                                | Semi-Annual   |
| <b>Late Payment</b>  | Issuer shall pay a late payment penalty of 2% (two per cent) higher than the Coupon Rate and be payable on the amount not paid on the due date till the date of actual payment unless exercise of coupon discretion is not in effect.   |
| <b>Business Day Convention/Effect of Holidays</b>              | <p>19 DEC 2021</p> <p><b>Vetted</b></p> <p>Syed Muhammad Golam Mowla<br/>Deputy Director<br/>Bangladesh Securities and Exchange Commission</p> <ul style="list-style-type: none"> <li>If any Coupon/ Interest Payment Date falls on a day that is not a Business Day, the payment shall be made by the Bank on the immediately succeeding Business Day.</li> <li>If the Call Option Due Date (also being the last Coupon Payment Date, in case Call Option is exercised) of the Bonds falls on a day that is not a Business Day, the Call Option Price shall be paid by the Bank on the immediately preceding Business Day along with interest accrued on the Bonds until but excluding the date of such payment.</li> </ul>              |
| <b>Late Redemption</b>   | Not Applicable.<br>Since the instrument is perpetual in nature i.e. there is no maturity date; late redemption is not applicable unless and until it is eligible for call option criteria.  |
| <b>Put Date</b>  | Not Applicable  |
| <b>Put Price</b>   | Not Applicable  |
| <b>Call Option</b>   | Can be exercised only after ten years of issuance, with prior approval from the Bangladesh Bank   |
| <b>Call Option Eligibility</b>                                 | <ol style="list-style-type: none"> <li>Replace this instrument with capital of the same or better quality that are sustainable for the income capacity of the Bank, or,</li> <li>Capital position is above the minimum requirements after the call option is exercised</li> </ol>   |
| <b>Claim Settlement in the event of Liquidation or Wind-up</b> | <p>07 DEC 2021</p> <p>Claims of the investors on the bond are:</p> <ol style="list-style-type: none"> <li>Superior to the claims of investors in equity shares and perpetual non-cumulative preference shares, if any, of the bank whether currently outstanding or issued at any time in the future.</li> </ol>  |

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Managing Director & CEO  
The Premier Bank Ltd.  
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Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



|   |   |
|---|---|
|   | <p>5. subordinated to the claims of depositors, general creditors and subordinated debt of the Bank other than any subordinated debt qualifying as Additional Tier 1 Capital (as defined in the Basel III Guidelines) of the Bank;</p> <p>6. Is neither secured nor covered by a guarantee of the issuer nor related entity or other arrangement that legally or economically enhances the seniority of the claim vis-à-vis bank creditors</p> <p>Notwithstanding anything to the contrary stipulated herein, the claims of the Bondholders shall be subject to the provisions of Loss Absorption in this terms and features.</p>   |
| <b>Loss Absorption</b>                                | Any losses will be absorbed in the following manner:<br>Conversion to common shares at pre-specified trigger point as needed to reach the minimum consolidated CET-1 ratio as per Bangladesh Bank requirement (Currently of 4.50%).   |
| <b>Loss Absorption Methodology</b>                    | CET-1 on Trigger Date will be considered to identify the shortfall percentage and it will be converted into common shares eventually. If a fractional share issuance arises upon conversion, the issuer will round the number of shares issuable, up to the next whole number. Fractional lot size will also be rounded to the next whole number.   |
| <b>Trigger Point for Loss Absorption</b>              | If the bank's consolidated CET-1 falls below Bangladesh Bank requirement (Currently of 4.50%) and stays below for 03 (Three) successive quarters; then, the 3rd quarter-end date of consecutive below-minimum CET-1 Ratio would be the Trigger-Point (date). Once the trigger point has been reached and exercised, the cycle will start again.   |
| <b>Conversion Strike Price</b>                        | Average market price of the immediate 180 days or par value (currently BDT 10tk) whichever is higher.   |
| <b>Payment Suspension Methodology</b>                 | In case of the event of exercise of loss absorption feature of the bond, any coupon payment in between the trigger date and publication date of audited financials will be hold. The bondholder will not be eligible for the coupon payment if the same situation prevails (CET-1 (Conso) remains below the regulatory requirement of 4.5%) after the publication of audited financials.  |
| <b>Conversion Notice</b>                              | <p>In time of conversion Trustee shall notify the bondholders in accordance with not less than 2 business days prior to start of each conversion period of the commencement date and the final date of such conversion period. All notices are validly given if:</p> <ul style="list-style-type: none"> <li>• Mailed to bondholders at their respective address in the register,</li> <li>• Published for three consecutive days in one English newspaper and one Bengali newspaper; each having wide circulation in Bangladesh,</li> <li>• Emailed to bondholders at their respective addresses set out in the Issuer Register provided that such notices will only be considered as validly given unless followed up with hard copies of the notices being mailed to the bondholders or published for three consecutive days in a leading newspaper as aforesaid.</li> </ul> <p>Any such notice shall be deemed to have been given on the seventh day after being so mailed or on the later of the date of such publications.</p> |
| <b>Events of Default</b>                              | <p>Not Applicable.</p> <p>It is further clarified that cancellation of discretionary payments/coupon shall not be deemed to be an event of default. The Bondholders shall have no rights to accelerate the repayment of future scheduled payments (coupon or principal) except in bankruptcy and liquidation.</p>   |
| <b>Common Equity Holders' Dividend Stopper Clause</b> | Dividend Stopper Clause will be applicable to these Bonds and it will stop common equity holders' dividend payments on common shares in the event the holders of the Bonds are not paid coupon. In the event the  |

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Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

07 DEC 2021

Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

M. REZAUL KARIM  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Dhaka

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



|   |   |                             |
|---|---|-----------------------------|
|   | holders of the Bonds are not paid coupon, they shall not impede the full discretion that Issuer has at all times to cancel distributions/payments on the Bonds, nor will they impede / hinder:<br>(i) The Re-Capitalization of the Issuer.<br>(ii) The Issuer's right to make payments on other instruments, where the payments on this other instrument were not also fully discretionary<br>(iii) The Issuer's right to making distributions to shareholders for a period that extends beyond the point in time that coupon on the Bonds are resumed. The normal operation of the Issuer or any restructuring activity (including acquisitions/ disposals). |                             |
| Credit Rating of the Issuer and Issuance    | <b>Credit Rating of the Issuer</b>  |                             |
|   | Long term   | AA+                         |
|   | Short term  | ST-1                        |
|   | Validity  | 29 <sup>th</sup> June, 2022 |
|   | <b>Credit Rating of the Issuance</b>  |                             |
|   | Long term   | AA                          |
|   | Short term  | ST-1                        |
| Validity                                    | 23 <sup>rd</sup> August, 2022   |                             |
| Period within which securities to be issued | 31 <sup>st</sup> December 2021.   |                             |
| Transferability/Liquidity                   | Freely transferable in accordance with the provisions of the Deed of Trust.   |                             |
| Governing Law                               | The Bonds are governed by and shall be construed in accordance with the existing laws of Bangladesh. Any dispute arising thereof shall be subject to the jurisdiction of courts of Bangladesh.  |                             |

5. Particulars of the Trustee:

|   |  |
|---|--|
| Name of the Trustee                                     | MTB Capital Limited  |
| Paid-up capital of the Trustee (as on 31 December 2020) | BDT 35,68,83,500/-   |
| Net worth of the Trustee (as on 31 December 2020)       | BDT 37,73,28,638/-   |
| Name of the issue where performing as Trustee           | AB Bank Ltd Subordinated Bond, ONE Bank Limited Subordinated Bond, United Commercial Bank Subordinated Bond, Standard Bank Limited Subordinated Bond, United Finance Limited Zero Coupon Bond, United Commercial Bank Perpetual Bond, BRAC Zero Coupon Bond, Trust Bank Limited Zero Coupon Bond |

6. Particulars of the Credit Rating Company:

|   |  |               |
|---|--|---------------|
| Name of the Credit Rating Company             | Argus Credit Rating Services Limited                         | 19 DEC 2021   |
| Credit rating status of the issuer            | AA+  | <b>Vetted</b> |
| Date and validity of rating                   | Publishing Date: 30 June 2021<br>Validity Date: 29 June 2022 |               |
| Latest default rate of the rating company     | 0%   |               |
| Average time to default of the rated category | 0 days.  |               |
| Rating Trigger                                | n/a  |               |

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Head Office Dhaka

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Head Office  
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M. REAZUL KARIM, FOMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Dhaka

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

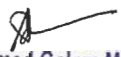


## ANNEXURE – 02

(Auditor's Report along with audited financial statements)

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Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission


  
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

07 DEC 2021

  
Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

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Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

  
MAM. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Bahani  
Dhaka-1210

HP/SH/F/PEBI/30.06.2021

The Premier Bank Limited  
Head office  
42, Kemal Atatürk Avenue  
Iqbal Centre (4th Floor)  
Banani, Dhaka-1213

Independent Auditor's Report and Audited Financial Statements  
of  
The Premier Bank Limited  
for the Period ended 30 June 2021

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Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

K. M. HASAN & CO.  
Chartered Accountants  
Home Town Apartment ( 8th & 9th Floor)  
87, New Eskaton Road, Dhaka-1000  
Phone: 9351457, 9351564  
Fax: 88-02-9354792  
E-mail: info@kmhasan.com.bd  
Web: www.kmhasan.com.bd

  
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

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The Premier Bank Limited  
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Head Office  
The Premier Bank Limited

  
M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213



কে. এম. হাসান এন্ড কোং  
**K. M. HASAN & CO.**  
 Chartered Accountants

Hometown Apartments (8<sup>th</sup> & 9<sup>th</sup> Floor)  
 87, New Eskaton Road, Dhaka-1000  
 Phone: 222221564, 222221457, 58311559  
 Fax: 88-02 222225792  
 E-mail: info@kmhasan.com.bd  
 website: www.kmhasan.com.bd



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**International**  
 Professionals at the forefront  
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**Independent Auditors' Report**  
 To the Shareholders of The Premier Bank Limited  
 Report on the Audit of the Consolidated and Separate Financial Statements

*Muhammad Goiam Mowla*  
**Deputy Director**  
 Bangladesh Securities and Exchange Commission

**Opinion**

We have audited the consolidated financial statements of The Premier Bank Limited and its subsidiary (the "Group") as well as the separate financial statements of The Premier Bank Limited (the "Bank"), which comprise the consolidated and separate balance sheets as at 30 June 2021 and the consolidated and separate profit and loss accounts, consolidated and separate statements of changes in equity and consolidated and separate cash flows statement for the period then ended, and notes to the consolidated and separate financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying consolidated financial statements of the Group and separate financial statements of the Bank give a true and fair view of the consolidated financial position of the Group and the separate financial position of the Bank as at 30 June 2021, and of its consolidated and separate profit and loss accounts and its consolidated and separate cash flows for the period then ended in accordance with International Financial Reporting Standards (IFRSs).

**Basis for Opinion**

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated and Separate Financial Statements section of our report. We are independent of the Group and the Bank in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code), Bangladesh Securities and Exchange Commission (BSEC) and Bangladesh Bank, and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code and the Institute of Chartered Accountants of Bangladesh (ICAB) Bye Laws. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Key Audit Matters**

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated and separate financial statements of the current period. These matters were addressed in the context of our audit of the consolidated and separate financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

| Risk   | Our response to the risk   |
|--|--|
| <b>Measurement of provision for loans and advances</b><br>The process for estimating the provision for loans and advances portfolio associated with credit risk is significant and complex.<br><br>For the individual analysis, these provisions consider the estimates of future business performance and the market value of collateral provided for credit transactions.<br><br>For the collective analysis, these provisions are manually processed that deals with voluminous databases, assumptions and calculations for the provision estimates of complex design and | We have tested the design and operating effectiveness of key controls focusing on the following: <ul style="list-style-type: none"> <li>• Tested the credit appraisal, loan disbursement procedures, monitoring and provisioning process;</li> <li>• Identification of loss events, including early warning and default warning indicators;</li> <li>• Reviewed quarterly Classification of Loans (CL);</li> </ul> Our substantive procedures in relation to the |

Tanzim Alamgir  
 Managing Director & CEO  
 UCB Investment Limited

*Mohammad Akram Hossain, FCS*  
 Company Secretary  
 The Premier Bank Limited

*Sayed Abul Hashem FCA, FOMA*  
 Chief Financial Officer  
 Head Office  
 The Premier Bank Limited

*REAZUL KARIM, FOMA*  
 Managing Director & CEO  
 The Premier Bank Ltd.  
 Head Office, Bahani  
 Dhaka-1000

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

|  |   |
|--|---|
| <p>implementation.</p> <p>At period end the Group reported total gross loans and advances of BDT 231.52 billion (2020: BDT 215.22 billion) and provision for loans and advances of BDT 7.85 billion (2020: BDT 7.73 billion).</p> <p>We have focused on the following significant judgements and estimates which could give rise to material misstatement or management bias:</p> <ul style="list-style-type: none"> <li>• Completeness and timing of recognition of loss events in accordance with criteria set out in BRPD circular no 14;</li> <li>• For individually assessed provisions, the measurement of the provision may be dependent on the valuation of collateral, estimates of exit values and the timing of cash flows;</li> </ul> <p>Provision measurement is primarily dependent upon key assumptions relating to probability of default, ability to repossess collateral and recovery rates;</p> | <p>provision for loans and advances portfolio comprised the following:</p> <ul style="list-style-type: none"> <li>• Reviewed the adequacy of the companies general and specific provisions;</li> <li>• Assessed the methodologies on which the provision amounts based, recalculated the provisions and tested the completeness and accuracy of the underlying information;</li> </ul> <p>Finally assessed the appropriateness and presentation of disclosures against relevant accounting standards and Bangladesh Bank guidelines.</p>  |
| <p><b>Valuation of treasury bill and treasury bond</b></p>   |   |
| <p>The classification and measurement of T-Bill and T-Bond require judgment and complex estimates.</p> <p>In the absence of a quoted price in an active market, the fair value of T-Bills and T-Bonds is determined using complex valuation techniques which may take into consideration direct or indirect unobservable market data and complex pricing models which require an elevated level of judgment.</p> <p>At the period end, total reported gross treasury bills and treasury bonds were BDT 31.57 billion (2020: BDT 33.51 billion).</p>  | <p>We assessed the processes and controls put in place by the Group to identify and confirm the existence of financial instruments.</p> <p>We obtained an understanding, evaluated the design and tested the operating effectiveness of the key controls over the financial instrument valuation processes, including controls over market data inputs into valuation models, model governance, and valuation adjustments.</p> <p>We tested a sample of the valuation models and the inputs used in those models, using a variety of techniques, including comparing inputs to available market data.</p> <p>Finally assessed the appropriateness and presentation of disclosures against relevant accounting standards and Bangladesh Bank guidelines.</p> |
| <p><b>Measurement of deferred tax assets</b> <span style="float: right;">07 DEC 2021</span></p>  |   |
| <p>The Bank reports net deferred tax assets to totaling BDT 1.61 billion (2020: BDT 1.62 billion).</p> <p>Significant judgment is required in relation to deferred tax assets as their recoverability is dependent on forecasts of future profitability over a</p>   | <p>We obtained an understanding, evaluated the design and tested the operational effectiveness of the Group's key controls over the recognition and measurement of DTAs and the assumptions used in estimating the Group's future taxable income.</p>   |

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Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213


Tanzim Alamgir  
Managing Director & CEO  
UCR Investment

|  |  |
|--|--|
| <p>number of periods.</p>  | <p>We also assessed the completeness and accuracy of the data used for the estimations of future taxable income.</p> <p>We involved tax specialists to assess key assumptions, controls, recognition and measurement of DTA's.</p> <p>Finally assessed the appropriateness and presentation of disclosures against IAS 12 Income Taxes.</p>  |
| <p><b>Legal and regulatory matters</b></p>   |  |
| <p>We focused on this area because the Bank and its subsidiaries (the "Group") operates in a legal and regulatory environment that is exposed to significant litigation and similar risks arising from disputes and regulatory proceedings. Such matters are subject to many uncertainties and the outcome may be difficult to predict.</p> <p>These uncertainties inherently affect the amount and timing of potential outflows with respect to the provisions which have been established and other contingent liabilities.</p> <p>Overall, the legal provision represents the Group's best estimate for existing legal matters that have a probable and estimable impact on the Group's financial position.</p> | <p>We obtained an understanding, evaluated the design and tested the operational effectiveness of the Group's key controls over the legal provision and contingencies process.</p> <p>We enquired to those charged with governance to obtain their view on the status of all significant litigation and regulatory matters.</p> <p>We enquired of the Group's internal legal counsel for all significant litigation and regulatory matters and inspected internal notes and reports.</p> <p>We assessed the methodologies on which the provision amounts are based, recalculated the provisions, and tested the completeness and accuracy of the underlying information.</p> <p>We also assessed the Group's provisions and contingent liabilities disclosure.</p> |

19 DEC 2021

**Vetted**

  
 Syed Muhammad Golam Mowla  
 Deputy Director  
 Bangladesh Securities and Exchange Commission

  
 Tanzim Alamgir  
 Managing Director & CEO  
 UCB Investment Limited

07 DEC 2021

  
 Mohammad Akram Hossain, FCS  
 Company Secretary  
 The Premier Bank Limited  
 Head Office, Dhaka

  
 Sayed Abu Hashem FCA, FCMA  
 Chief Financial Officer  
 Head Office  
 The Premier Bank Limited



  
 M. REAZUL KARIM, FCMA  
 Managing Director & CEO  
 The Premier Bank Ltd.  
 Head Office, Bahani  
 Dhaka-1213



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**Vetted**

Syed Muhammad Golam Mowla  
Deputy Director

Bangladesh Securities and Exchange Commission

| IT systems and controls  |   |
|--|---|
| <p>Our audit procedures have a focus on IT systems and controls due to the pervasive nature and complexity of the IT environment, the large volume of transactions processed in numerous locations daily and the reliance on automated and IT dependent manual controls.</p> <p>Our areas of audit focus included user access management, developer access to the production environment and changes to the IT environment. These are key to ensuring IT dependent and application-based controls are operating effectively.</p> | <p>We tested the design and operating effectiveness of the Group's IT access controls over the information systems that are critical to financial reporting. We tested IT general controls (logical access, changes management and aspects of IT operational controls). This included testing that requests for access to systems were appropriately reviewed and authorized. We tested the Group's periodic review of access rights. We inspected requests of changes to systems for appropriate approval and authorization. We considered the control environment relating to various interfaces, configuration and other application layer controls identified as key to our audit.</p> <p>Where deficiencies were identified, we tested compensating controls or performed alternate procedures. In addition, we understood where relevant, changes were made to the IT landscape during the audit period and tested those changes that had a significant impact on financial reporting.</p> <p>CBS integrated reporting capacity enhancement needs under constant cyber security threats are to be evaluated on a day to day basis, and adequate budget allocations are to be ensured.</p> |

**Other Information**

Management is responsible for the other information. The other information comprises all of the information in the Annual Report, if any, other than the consolidated and separate financial statements and our auditors' report thereon. The Annual Report, if any, is expected to be made available to us after the date of this auditors' report.

Our opinion on the consolidated and separate financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

**Responsibilities of Management and Those Charged with Governance for the Consolidated and Separate Financial Statements and Internal Controls**

17 DEC 2021

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Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka


Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
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M. REAZUL KARIM, FCMA  
Managing Director & CEO  
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Head Office, Banani  
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M. Rezaul Karim  
Managing Director & CEO  
UCB Investment Limited

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Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

Management is responsible for the preparation of the consolidated financial statements of the Group and also separate financial statements of the Bank in accordance with International Financial Reporting Standards (IFRSs), and comply with the Banking Company Act, 1991 (as amended up to date), the Companies Act, 1994, the Rules and Regulations issued by the Bangladesh Bank, the Rules and Regulations issued by the Bangladesh Securities and Exchange Commission (BSEC) and other applicable laws and regulations and for such internal control as management determines is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error. The Bank Company Act, 1991 (as amended up to date) and the Bangladesh Bank Regulations require the Management to ensure effective internal audit, internal control and risk management functions of the Bank. The Management is also required to make a self-assessment on the effectiveness of anti-fraud internal controls and report to Bangladesh Bank on instances of fraud and forgeries.

In preparing the consolidated and separate financial statements, management is responsible for assessing the Group's and the Bank's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group and the Bank or to cease operations, or has no realistic alternative but to do so.

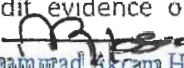
Those charged with governance are responsible for overseeing the Group's and the Bank's financial reporting process.

#### Auditors' Responsibilities for the Audit of the Consolidated and Separate Financial Statements

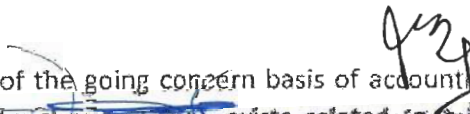
Our objectives are to obtain reasonable assurance about whether the consolidated and separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated and separate financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or

  
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Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

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07 DEC 2021  
  
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Chief Financial Officer  
Head Office  
The Premier Bank Limited  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
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Investment Limited

conditions that may cast significant doubt on the Group's and the Bank's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated and separate financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group and the Bank to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated and separate financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

19 DEC 2021

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Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

  
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

07 DEC 2021

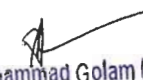
  
Mohammad Akram Hossain, FCS  
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Deputy Director  
Bangladesh Securities and Exchange Commission

## Report on other Legal and Regulatory Requirements

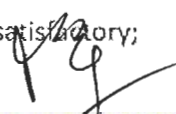
In accordance with the Companies Act, 1994, the Securities and Exchange Rules 1987, the Bank Company Act, 1991 and the rules and regulations issued by Bangladesh Bank, we also report that:

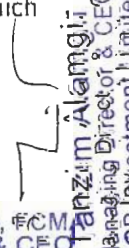
- i. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;
- ii. to the extent noted during the course of our audit work performed on the basis stated under the Auditors' Responsibility section in forming the above opinion on the consolidated financial statements of the Group and the separate financial statements of the Bank and considering the reports of the Management to Bangladesh Bank on anti- fraud internal controls and instances of fraud and forgeries as stated under the Management's Responsibility for the financial statements and internal control:
  - a. internal audit, internal control and risk management arrangements of the Group as disclosed in the financial statements appeared to be materially adequate;
  - b. nothing has come to our attention regarding material instances of forgery or irregularity or administrative error and exception or anything detrimental committed by employees of the Group and its related entities {other than matters disclosed in these financial statements}
- iii. financial statements of Premier Bank Limited subsidiaries namely, Premier Bank Securities Limited have not been audited by us and have been properly reflected in the consolidated financial statements;
- iv. in our opinion, proper books of accounts as required by law have been kept by the Group and the Bank so far as it appeared from our examination of those books;
- v. the records and statements submitted by the branches have been properly maintained and consolidated in the financial statements;
- vi. the consolidated balance sheet and consolidated profit and loss account of the Group and the separate balance sheet and separate profit and loss account of the Bank together with the annexed notes dealt with by the report are in agreement with the books of account and returns;
- vii. the expenditures incurred were for the purpose of the Bank's business for the period;
- viii. the consolidated financial statements of the Group and the separate financial statements of the Bank have been drawn up in conformity with prevailing rules, regulations and accounting standards as well as related guidance issued by Bangladesh Bank;
- ix. adequate provisions have been made for loans and advance and other assets as mentioned which are in basis for our opinion, doubtful of recovery;
- x. the information and explanations required by us have been received and found satisfactory;

17 DEC 2021

  
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Sayed Abul Hashem, FCA, FCMA  
Chief Financial Officer &  
Head Office, Dhaka  
The Premier Bank Limited

  
M. REAZUL KARIM, FCM  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

  
Tanzim Alamgir  
Managing Director & CEO  
UBS Investment Limited

- xi. we have reviewed over 80% of the risk weighted assets of the Bank and spent over 2,310 person hours; and
- xii. Capital to Risk-weighted Asset Ratio (CRAR) as required by Bangladesh Bank has been maintained adequately at balance sheet date.

Place: Dhaka, Bangladesh  
 Date: 19 August 2021

*K.M. Hasan & Co.*  
 K. M. HASAN & CO.  
 Chartered Accountants

19 DEC 2021  
**Vetted**

*[Signature]*  
 Syed Muhammad Golam Mowla  
 Deputy Director  
 Bangladesh Securities and Exchange Commission

07 DEC 2021

*[Signature]*  
 Tanzim Alamgir  
 Managing Director & CEO  
 DCB Investment Limited

*[Signature]*  
 Mohammad Akram Hossain, FCS  
 Company Secretary  
 The Premier Bank Limited  
 Head Office, Dhaka



*[Signature]*  
 Sayed Abul Hashem FCA, FCMA  
 Chief Financial Officer  
 Head Office  
 The Premier Bank Limited

*[Signature]*  
 M. REAZUL KARIM, FCMA  
 Managing Director & CEO  
 The Premier Bank Ltd.  
 Head Office, Banani  
 Dhaka-1213

19 DEC 2021  
Vetted

Syed Muhammad Goiam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

The Premier Bank Limited  
Consolidated Balance Sheet  
As at 30 June 2021

|   | Notes  | Amount in Taka         |                        |
|---|--------|------------------------|------------------------|
|   |        | June 2021              | December 2020          |
| <b>PROPERTY AND ASSETS</b>  |        |                        |                        |
| Cash  | 4(a)   | 31,866,641,225         | 34,287,295,474         |
| In hand (including foreign currencies)  | 4.1(a) | 2,157,866,560          | 1,908,972,046          |
| Balance with Bangladesh Bank and its agent bank(s) (including foreign currencies) | 4.2    | 29,708,774,665         | 32,378,323,428         |
| Balance with other banks and financial institutions                               | 5(a)   | 2,160,056,564          | 4,338,899,392          |
| In Bangladesh   |        | 579,401,322            | 2,436,538,548          |
| Outside Bangladesh  |        | 1,580,655,242          | 1,902,360,844          |
| Money at call and short notice  | 6      | -                      | 290,600,000            |
| Investments   | 7(a)   | 38,915,074,405         | 40,793,209,271         |
| Government securities   | 7.1    | 31,570,421,582         | 33,512,417,145         |
| Others  | 7.2(a) | 7,344,652,823          | 7,280,792,126          |
| Loans, advances and lease/ investments  | 8(a)   | 231,522,668,331        | 215,215,934,863        |
| Loans, cash credits, overdrafts, etc.   |        | 215,040,901,812        | 201,093,832,549        |
| Bills purchased and discounted  |        | 16,481,766,519         | 14,124,102,314         |
| Fixed assets including premises, furniture and fixtures                           | 9(a)   | 3,486,158,300          | 3,204,492,647          |
| Other assets  | 10(a)  | 21,058,043,358         | 18,483,143,849         |
| Non-banking assets  |        | -                      | -                      |
| <b>Total Assets</b>   |        | <b>329,008,642,183</b> | <b>316,612,975,496</b> |
| <b>LIABILITIES AND CAPITAL</b>  |        |                        |                        |
| <b>Liabilities</b>  |        |                        |                        |
| Borrowings from other banks, financial institutions and agents                    | 11(a)  | 35,477,543,199         | 26,466,866,923         |
| Non-convertible Subordinated bonds  | 12     | 10,000,000,000         | 10,000,000,000         |
| Deposits and other accounts   | 13(a)  | 243,584,443,979        | 242,114,880,068        |
| Savings / Mudaraba Saving deposits  |        | 17,315,680,515         | 15,729,821,128         |
| Fixed deposits/Mudaraba term deposits   |        | 124,849,109,124        | 124,943,990,991        |
| Current deposits and other accounts   |        | 96,936,353,796         | 97,540,863,193         |
| Bills payable   |        | 4,483,300,544          | 3,900,204,756          |
| Other liabilities   | 14(a)  | 19,178,823,083         | 17,631,317,126         |
| <b>Total Liabilities</b>  |        | <b>308,240,810,261</b> | <b>296,213,064,117</b> |
| <b>Capital/ Shareholders' Equity</b>  |        |                        |                        |
| Paid-up capital   | 15     | 10,430,707,270         | 9,702,983,510          |
| Statutory reserve   | 16     | 6,877,664,682          | 6,372,883,331          |
| Other reserve   | 17(a)  | 117,149,377            | 164,801,224            |
| General Reserve   | 18     | 300,000,000            | 300,000,000            |
| Retained earnings   | 19(a)  | 3,042,285,536          | 3,859,218,383          |
| Non controlling interest  | 19(b)  | 25,057                 | 24,931                 |
| <b>Total Shareholders' Equity</b>   |        | <b>20,767,831,922</b>  | <b>20,399,911,379</b>  |
| <b>Total Liabilities and Shareholders' Equity</b>                                 |        | <b>329,008,642,183</b> | <b>316,612,975,496</b> |

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

07 DEC 2021

Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem FCA, FOMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited



M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

The Premier Bank Limited  
 Consolidated Balance Sheet  
 As at 30 June 2021

|  | Notes | Amount in Taka         |                        |
|--|-------|------------------------|------------------------|
|  |       | June 2021              | December 2020          |
| <b>OFF- BALANCE SHEET ITEMS</b>  |       |                        |                        |
| <b>Contingent Liabilities</b>  |       | <b>190,680,793,546</b> | <b>163,144,977,150</b> |
| Acceptances and endorsements   |       | 57,415,245,313         | 45,237,029,918         |
| Letters of guarantee   | 20.1  | 66,609,769,346         | 62,516,753,650         |
| Irrevocable letters of credit  |       | 42,808,013,359         | 35,875,305,850         |
| BLs for collection   |       | 23,847,765,528         | 19,515,887,722         |
| Other contingent liabilities   | 20.2  | -                      | -                      |
| <b>Other commitments</b>   |       | <b>424,600,000</b>     | <b>1,865,647,800</b>   |
| Documentary credits and short term trade-related transactions          |       | -                      | -                      |
| Forward assets purchase and forward deposits placement                 | 21    | 424,600,000            | 1,865,647,800          |
| Spot and forward foreign exchange contracts                            |       | -                      | -                      |
| Undrawn note issuance and revolving underwriting facilities            |       | -                      | -                      |
| Undrawn formal standby facilities, credit lines and other commitments  |       | -                      | -                      |
| <b>Total Off-Balance Sheet Items including contingent liabilities:</b> |       | <b>191,105,393,546</b> | <b>165,010,624,950</b> |

The Financial Statements should be read in conjunction with the annexed notes

  
 Chairman

  
 Director

  
 Director

  
 Managing Director

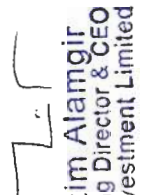
Signed in terms of our separate report of even date annexed

Place: Dhaka, Bangladesh  
 Dated: 19 August 2021

19 DEC 2021  
**Vetted**

  
 K.M. HASAN & CO.  
 Chartered Accountants

  
 Syed Muhammad Golam Mowla  
 Deputy Director  
 Bangladesh Securities and Exchange Commission

  
 Tanzim Alamgir  
 Managing Director & CEO  
 UCB Investment Limited

07 DEC 2021

  
 Mohammad Akram Hossain, FCS  
 Company Secretary  
 The Premier Bank Limited  
 Head Office, Dhaka



10  
  
 Sayed Abul Hashem FCA, FCMA  
 Chief Financial Officer  
 Head Office  
 The Premier Bank Limited

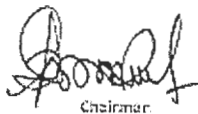
  
 M. REAZUL KARIM, FCMA  
 Managing Director & CEO  
 The Premier Bank Ltd.  
 Head Office, Banani  
 Dhaka-1213

19 DEC 2021  
**Vetted**

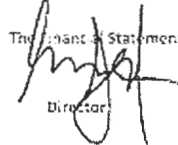
Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

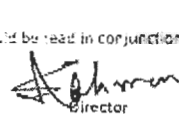
The Premier Bank Limited  
Consolidated Profit and Loss statement  
For the period ended 30 June 2021

|   | Notes    | Amount in Taka       |                      |
|---|----------|----------------------|----------------------|
|   |          | January to June 2021 | January to June 2020 |
| <b>OPERATING INCOME</b>                           |          |                      |                      |
| Interest income/profit on loans and investments   | 23(a)    | 8,749,200,402        | 9,394,820,517        |
| Interest/profit paid on deposits, borrowings, etc | 24(a)    | (6,631,935,068)      | (7,639,501,227)      |
| Net interest income/net profit on investments     |          | 2,117,265,334        | 1,755,319,290        |
| Investment income                                 | 25(a)    | 1,517,946,044        | 1,134,766,605        |
| Commission, exchange and brokerage                | 26(a)    | 1,735,881,338        | 1,191,748,520        |
| Other operating income                            | 27(a)    | 600,878,035          | 479,531,524          |
|   |          | <b>3,858,705,417</b> | <b>2,800,048,655</b> |
| Total Operating Income (A)                        |          | <b>5,971,969,753</b> | <b>4,555,367,845</b> |
| <b>OPERATING EXPENSES</b>                         |          |                      |                      |
| Salary and allowances                             | 28(a)    | 1,294,952,273        | 1,210,789,202        |
| Rent, taxes, insurance, electricity, etc.         | 29(a)    | 734,726,670          | 640,572,623          |
| Legal expenses                                    | 30(a)    | 62,881,205           | 57,069,060           |
| Postage, stamps, telecommunication, etc.          | 31(a)    | 54,707,298           | 43,407,823           |
| Stationery, printing, advertisement, etc.         | 32(a)    | 187,329,894          | 175,173,750          |
| Chief executive's salary and fees                 | 33       | 8,850,000            | 8,000,000            |
| Directors' fees                                   | 34(a)    | 1,528,000            | 680,000              |
| Auditors' fee                                     |          | 172,500              | -                    |
| Depreciation and repair of Bank's assets          | 35(a)    | 294,950,469          | 277,464,049          |
| Other expenses                                    | 36(a)    | 127,798,463          | 279,694,051          |
| Total Operating Expenses (B)                      |          | <b>2,867,901,772</b> | <b>2,692,855,698</b> |
| Profit before provision (C = A-B)                 |          | <b>3,004,067,981</b> | <b>1,862,512,247</b> |
| Specific Provision                                | 37       | -                    | (650,000,000)        |
| General Provision                                 | 37       | 117,805,957          | 683,766,299          |
| Provision for off-balance sheet items             | 37       | 165,881,983          | -                    |
| Provision for investment in shares                | 37       | -                    | 242,383,855          |
| Other provisions                                  | 37.1 (a) | 153,545,025          | -                    |
| Total provision (D)                               |          | <b>437,332,968</b>   | <b>276,150,148</b>   |
| Profit before taxation (C-D)                      |          | <b>2,566,735,012</b> | <b>1,586,362,099</b> |
| Provision for taxation                            |          |                      |                      |
| Current Tax                                       | 14.5(a)  | 507,111,588          | 405,350,000          |
| Deferred tax expense (Income)                     | 10.1.2.1 | 10,541,737           | 247,268,113          |
|   |          | <b>917,653,325</b>   | <b>652,618,113</b>   |
| Profit after taxation                             |          | <b>1,649,081,687</b> | <b>933,743,986</b>   |
| Retained earnings brought forward                 | 19 (a)   | 3,859,218,483        | 3,753,773,952        |
| Profit available for appropriation                |          | <b>5,508,300,070</b> | <b>4,687,517,938</b> |
| <b>Appropriations</b>                             |          |                      |                      |
| Statutory reserve                                 | 16       | 504,781,351          | 338,205,862          |
| Start-up fund                                     |          | 20,636,358           | -                    |
| Issue of bonus shares and Dividend paid           | 19 (a)   | 1,940,595,699        | -                    |
| Non controlling interest                          | 19 (b)   | 126                  | (837)                |
|   |          | <b>2,466,014,534</b> | <b>338,205,025</b>   |
| Retained earnings carried forward                 |          | <b>3,042,285,536</b> | <b>4,349,312,913</b> |
| Earnings per share (EPS)                          | 38 (a)   | <b>1.58</b>          | <b>0.90</b>          |

  
Chairman

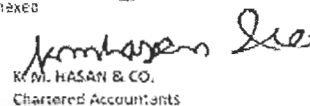
The financial statements should be read in conjunction with the annexed notes

  
Director

  
Director

  
Managing Director

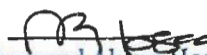
Signed in terms of our separate report of even date annexed

  
K.M. HASAN & CO.  
Chartered Accountants


Place: Dhaka, Bangladesh  
Dated: 19 August 2021

07 DEC 2021



  
Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

  
Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

  
M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Bahani  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



The Premier Bank Limited  
Consolidated Statement of Changes in Equity  
For the period ended 30 June 2021

Amount in Taka

| Particulars  | Equity attributable to shareholder of Premier Bank Ltd. |                   |               |                 |                   |                 | Non controlling interest | Total           |
|--|---|-------------------|---------------|-----------------|-------------------|-----------------|--------------------------|-----------------|
|  | Paid-up capital   | Statutory reserve | Other reserve | General Reserve | Retained earnings | Total           |                          |                 |
| Balance as at 01 January 2021                            | 9,702,983,510   | 6,372,883,331     | 169,801,224   | 300,000,000     | 3,859,218,383     | 20,399,886,448  | 24,931                   | 20,399,911,379  |
| Surplus/deficit on account of revaluation of properties  | -   | -                 | (47,551,847)  | -               | -                 | (47,551,847)    | -                        | (47,551,847)    |
| Surplus/deficit on account of revaluation of investments | -   | -                 | -             | -               | 1,649,081,687     | 1,649,081,687   | -                        | 1,649,081,687   |
| Net profit for the period ended                          | -   | -                 | -             | -               | (1,212,872,939)   | (1,212,872,939) | -                        | (1,212,872,939) |
| Payment of cash dividend                                 | -   | -                 | -             | -               | (504,781,351)     | (504,781,351)   | -                        | (504,781,351)   |
| Transfer to statutory reserve                            | -   | 504,781,351       | -             | -               | (20,636,358)      | (20,636,358)    | -                        | (20,636,358)    |
| Transfer to start-up fund                                | 727,723,760   | -                 | -             | -               | (727,723,760)     | -               | -                        | -               |
| Issue of bonus shares                                    | -   | -                 | -             | -               | (126)             | (126)           | -                        | (126)           |
| Non controlling interest                                 | -   | -                 | -             | -               | -                 | -               | 126                      | -               |
| Balance as at 30 June 2021                               | 10,430,707,270  | 6,877,664,682     | 117,149,377   | 300,000,000     | 3,042,285,536     | 20,767,896,865  | 25,057                   | 20,767,831,922  |
| Balance as at 30 June 2020                               | 9,240,936,680   | 5,975,998,918     | 186,042,876   | -               | 4,319,512,913     | 19,752,491,387  | 24,086                   | 19,752,515,473  |

Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

*[Signature]*  
Director

*[Signature]*  
Director

*[Signature]*  
Managing Director

19 DEC 2021

**Vetted**



*[Signature]*  
Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

*[Signature]*  
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

19 DEC 2021

Vetted

Syed Muhammad Golam Mowla  
Deputy Director

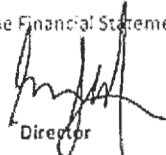
Bangladesh Securities and Exchange Commission

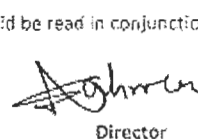
The Premier Bank Limited  
Consolidated Cash Flow Statement  
For the period ended 30 June 2021

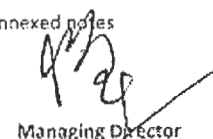
| Notes  | Amount in Taka         |                       |
|--|------------------------|-----------------------|
|  | Jan to June 2021       | Jan to June 2020      |
| <b>Cash Flows from Operating Activities</b>  |                        |                       |
| Interest received in cash  | 10,270,517,131         | 10,247,652,119        |
| Interest paid  | (6,533,773,200)        | (7,130,747,184)       |
| Fee and commission received in cash  | 1,015,655,895          | 562,530,812           |
| Payments to employees  | (1,303,812,273)        | (1,218,789,302)       |
| Payments to suppliers  | (249,906,428)          | (220,203,945)         |
| Income taxes paid  | (1,135,956,657)        | (1,159,629,376)       |
| Receipts from other operating activities   | 609,878,035            | 473,531,524           |
| Payments for other operating activities  | (1,182,118,557)        | (1,021,731,978)       |
| <b>Cash generated from operating activities before changes in operating assets and liabilities</b> | <b>1,490,483,947</b>   | <b>532,611,670</b>    |
| <b>Increase/decrease in operating assets and liabilities</b>                                       |                        |                       |
| Loans and advances to customers  | (16,305,733,466)       | (9,163,616,270)       |
| Other assets   | (1,458,664,765)        | (997,822,953)         |
| Borrowings from other banks  | 9,010,676,276          | 6,429,896,876         |
| Deposits from customers  | 1,371,401,045          | 5,491,404,014         |
| Other liabilities  | 179,234,534            | 981,325,563           |
|  | <b>(7,204,086,378)</b> | <b>2,741,187,230</b>  |
| <b>Net cash from operating activities (A)</b>  | <b>(5,713,602,431)</b> | <b>3,273,798,900</b>  |
| <b>Cash Flows from Investing Activities</b>  |                        |                       |
| Purchase/sale of trading securities, shares, bonds, etc.   | (63,860,697)           | (284,240,390)         |
| Purchase of property, plant and equipment  | (513,730,168)          | (108,843,208)         |
| <b>Net cash used in investing activities (B)</b>   | <b>(577,590,865)</b>   | <b>(393,083,598)</b>  |
| <b>Cash Flows from Financing Activities</b>  |                        |                       |
| Dividend paid  | (1,212,872,939)        | -                     |
| Issue of non-convertible variable coupon rate bond   | -                      | -                     |
| <b>Net cash from financing activities (C)</b>  | <b>(1,212,872,939)</b> | <b>-</b>              |
| <b>Net increase in cash (A+B+C)</b>  | <b>(7,504,066,235)</b> | <b>2,880,715,302</b>  |
| <b>Effects of exchange rate changes on cash and cash equivalents</b>                               | <b>720,225,442</b>     | <b>629,217,714</b>    |
| <b>Cash and cash equivalents at the beginning of the year</b>                                      | <b>72,363,303,224</b>  | <b>50,133,513,513</b> |
| <b>Cash and cash equivalents for the period ended (*)</b>  | <b>65,579,462,431</b>  | <b>53,643,446,529</b> |
| (*) Cash and cash equivalents at the end of the period:  |                        |                       |
| Cash in hand (including foreign currencies)  | 2,157,866,560          | 2,167,496,019         |
| Investments in government securities   | 31,552,764,642         | 33,113,380,967        |
| Money at call on short notice  | -                      | 3,383,000,000         |
| Balance with Bangladesh Bank and its agent bank(s)   | 29,708,774,665         | 12,960,461,550        |
| Balance with other banks and financial institutions  | 2,160,056,564          | 2,022,107,993         |
|  | <b>65,579,462,431</b>  | <b>53,643,446,529</b> |
| <b>Net operating cash flow per share (NOCFPS)</b>  | <b>(5.48)</b>          | <b>3.14</b>           |

  
Chairman

The Financial Statements should be read in conjunction with the annexed notes


  
Director

  
Director

  
Managing Director
Place: Dhaka, Bangladesh  
Dated: 19 August 2021
  
Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka


13

07 DEC 2021

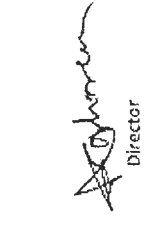
  
M. REAZUL KARIM, FCMA  
Managing Director & CEO  
Premier Bank Ltd.  
Chief Financial Officer  
Head Office, Banani  
Dhaka-1213  
The Premier Bank Limited
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

The Premier Bank Limited  
Consolidated Statement of Liquidity Analysis (Maturity of Assets and Liabilities)  
As at: 30 June 2021

| Particulars   | Amount in Taka           |                         |                         |                       |                             |                        |
|---|--------------------------|-------------------------|-------------------------|-----------------------|-----------------------------|------------------------|
|   | Up to 1 month's maturity | 1-3 months' maturity    | 3-12 months' maturity   | 1-5 years' maturity   | More than 5 years' maturity | Total                  |
| <b>Assets</b>   |                          |                         |                         |                       |                             |                        |
| Cash  | 22,550,251,225           | -                       | -                       | -                     | 9,316,400,000               | 31,866,651,225         |
| Balance with other banks and financial institutions                             | 985,525,130              | 1,174,531,434           | -                       | -                     | -                           | 2,160,056,564          |
| Money at call on short notice   | -                        | -                       | -                       | -                     | -                           | -                      |
| Investments   | 2,322,500,000            | 1,364,500,000           | 5,140,800,000           | 12,983,000,000        | 17,008,174,405              | 39,715,074,405         |
| Loans and advances  | 51,255,280,872           | 39,705,351,644          | 38,500,613,256          | 62,267,366,322        | 39,784,047,237              | 231,522,668,331        |
| Fixed assets including premises, furniture and fixtures                         | -                        | -                       | 452,803,294             | 1,845,014,199         | 1,187,310,807               | 3,486,158,300          |
| Other assets  | 4,168,449,216            | 4,936,620,605           | 6,267,304,863           | 5,185,623,099         | 398,305,575                 | 21,058,043,358         |
| Non-banking assets  | -                        | -                       | -                       | -                     | -                           | -                      |
| <b>Total Assets (A)</b>   | <b>51,283,105,443</b>    | <b>47,182,003,683</b>   | <b>50,476,261,413</b>   | <b>82,283,033,620</b> | <b>67,784,238,024</b>       | <b>329,008,642,183</b> |
| <b>Liabilities</b>  |                          |                         |                         |                       |                             |                        |
| Borrowings from Bangladesh Bank, other banks, financial institutions and agents | 4,300,500,000            | 6,755,593,256           | 16,490,885,236          | 7,430,372,687         | -                           | 35,477,543,199         |
| Non-convertible Subordinated bonds  | -                        | -                       | 3,000,000,000           | 5,000,000,000         | 3,000,000,000               | 10,000,000,000         |
| Deposits and other accounts   | 30,828,355,909           | 68,563,386,296          | 36,055,984,888          | 37,718,704,500        | 10,418,112,386              | 243,584,443,979        |
| Provision and other liabilities   | 1,728,735,072            | 2,682,605,473           | 4,896,415,378           | 9,175,115,779         | 5,093,951,381               | 19,178,823,083         |
| <b>Total Liabilities (B)</b>  | <b>37,857,690,981</b>    | <b>78,001,577,025</b>   | <b>119,443,285,522</b>  | <b>50,324,192,966</b> | <b>19,114,063,767</b>       | <b>308,240,810,261</b> |
| <b>(Net Liquidity Excess/(Shortage) (C=A-B))</b>                                | <b>13,425,414,462</b>    | <b>(30,819,573,342)</b> | <b>(68,967,024,109)</b> | <b>27,958,840,654</b> | <b>48,670,174,257</b>       | <b>20,767,831,922</b>  |

Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

  
Chairman

  
Director

  
Managing Director

Place: Dhaka, Bangladesh  
Date: 19 August 2021

**Vetted**

Syed Muhammad Golem Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

07 DEC 2021

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

19 DEC 2021

**Vetted**

The Premier Bank Limited  
Balance Sheet  
As at 30 June 2021

Syed Muhammad Goiam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

|   | Notes | Amount in Taka         |                        |
|---|-------|------------------------|------------------------|
|   |       | June 2021              | December 2020          |
| <b>PROPERTY AND ASSETS</b>  |       |                        |                        |
| <b>Cash:</b>  |       |                        |                        |
| In hand (including foreign currencies)  | 4     | 31,866,398,094         | 34,287,250,036         |
| Balance with Bangladesh Bank and its agent bank(s) (including foreign currencies) | 4.1   | 2,157,623,429          | 1,908,926,608          |
|   | 4.2   | 29,708,774,665         | 32,378,323,428         |
| <b>Balance with other banks and financial institutions</b>                        |       |                        |                        |
| In Bangladesh   | 5     | 2,096,831,434          | 3,993,720,437          |
| Outside Bangladesh  | 5.1   | 516,176,192            | 2,091,359,593          |
|   | 5.2   | 1,580,655,242          | 1,902,360,844          |
| <b>Money at call on short notice</b>  | 6     | -                      | 290,000,000            |
| <b>Investments</b>  |       |                        |                        |
| Government securities   | 7     | 38,092,512,260         | 40,021,075,117         |
| Others  | 7.1   | 31,570,421,582         | 33,512,417,145         |
|   | 7.2   | 6,522,090,678          | 6,508,657,972          |
| <b>Loans, advances and lease/ investments</b>                                     |       |                        |                        |
| Loans, cash credits, overdrafts, etc.   | 8     | 229,508,030,103        | 213,204,682,073        |
| Bills purchased and discounted  | 8.1.1 | 213,026,263,584        | 199,080,579,759        |
|   | 8.1.2 | 16,481,766,519         | 14,124,102,314         |
| <b>Fixed assets including premises, furniture and fixtures</b>                    | 9     | 3,483,102,263          | 3,201,151,684          |
| <b>Other assets</b>   |       |                        |                        |
| Non-banking assets  | 10    | 23,159,717,783         | 20,725,314,065         |
| <b>Total Assets</b>   |       | <b>328,206,591,937</b> | <b>315,723,193,412</b> |
| <b>LIABILITIES AND CAPITAL</b>  |       |                        |                        |
| <b>Liabilities</b>  |       |                        |                        |
| Borrowings from other banks, financial institutions and agents                    | 11    | 35,477,543,199         | 26,466,866,923         |
| Non-convertible Subordinated bonds  | 12    | 10,000,000,000         | 10,000,000,000         |
| Deposits and other accounts   | 13    | 243,502,264,975        | 241,953,906,502        |
| Savings / Mudaraba Saving deposits  |       | 17,315,680,515         | 15,729,821,128         |
| Fixed deposits/Mudaraba term deposits   |       | 124,849,109,124        | 124,943,990,991        |
| Current deposits and other accounts   |       | 96,854,174,792         | 97,379,885,627         |
| Bills payable   |       | 4,483,300,544          | 3,900,204,756          |
| <b>Other liabilities</b>  | 14    | 18,633,216,452         | 17,061,056,549         |
| <b>Total Liabilities</b>  |       | <b>307,613,024,626</b> | <b>295,481,829,974</b> |
| <b>Capital/ Shareholders' Equity</b>  |       |                        |                        |
| Paid-up capital   | 15    | 10,430,707,270         | 9,702,983,510          |
| Statutory reserve   | 16    | 6,877,654,682          | 6,372,883,331          |
| Other reserve   | 17    | 59,579,829             | 107,231,676            |
| General Reserve   | 18    | 300,000,000            | 300,000,000            |
| Retained earnings   | 19    | 2,925,615,530          | 3,758,264,921          |
| <b>Total Shareholders' Equity</b>   |       | <b>20,593,567,311</b>  | <b>20,241,363,438</b>  |
| <b>Total Liabilities and Shareholders' Equity</b>                                 |       | <b>328,206,591,937</b> | <b>315,723,193,412</b> |

07 DEC 2021

Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited




M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Bahani  
Dhaka-1210

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

19 DEC 2021

**Vetted**

  
**Syed Muhammad Golam Mowla**  
 Deputy Director  
 Bangladesh Securities and Exchange Commission

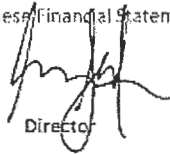
The Premier Bank Limited  
 Balance Sheet  
 As at 30 June 2021

**OFF- BALANCE SHEET ITEMS**

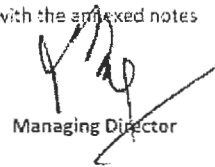
|  | Notes | Amount in Taka         |                        |
|--|-------|------------------------|------------------------|
|  |       | June 2021              | December 2020          |
| <b>Contingent Liabilities</b>  |       | <b>190,680,793,546</b> | <b>163,144,977,150</b> |
| Acceptances and endorsements   |       | 57,415,245,313         | 45,237,029,918         |
| Letters of guarantee   | 20.1  | 66,609,769,346         | 62,516,753,660         |
| Irrevocable letters of credit  |       | 42,808,013,359         | 35,875,305,850         |
| Bills for collection   |       | 23,847,765,528         | 19,515,887,722         |
| Other contingent liabilities   | 20.2  | -                      | -                      |
| <b>Other commitments</b>   |       | <b>424,600,000</b>     | <b>1,865,647,800</b>   |
| Documentary credits and short term trade-related transactions          |       | -                      | -                      |
| Forward assets purchase and forward deposits placement                 | 21    | 424,600,000            | 1,865,647,800          |
| Spot and forward foreign exchange contracts                            |       | -                      | -                      |
| Undrawn note issuance and revolving underwriting facilities            |       | -                      | -                      |
| Undrawn formal standby facilities, credit lines and other commitments  |       | -                      | -                      |
| <b>Total Off-Balance Sheet Items including contingent liabilities:</b> |       | <b>191,105,393,546</b> | <b>165,010,624,950</b> |

  
 Chairman

These Financial Statements should be read in conjunction with the annexed notes

  
 Director

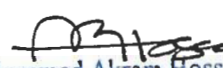
  
 Director

  
 Managing Director

Signed as per our annexed report of even date

Place: Dhaka, Bangladesh  
 Dated: 19 August 2021

  
 K.M. HASAN & CO.  
 Chartered Accountants

  
**Mohammad Akram Hossain, FCS**  
 Company Secretary  
 The Premier Bank Limited  
 Head Office, Dhaka



  
**Sayed Abul Hashem FCA, FCMA**  
 Chief Financial Officer  
 Head Office  
 The Premier Bank Limited

  
**M. REAZUL KARIM, FCMA**  
 Managing Director & CEO  
 The Premier Bank Ltd.  
 Head Office, Banani  
 Dhaka-1213

  
**Tanzim Alamgir**  
 Managing Director & CEO  
 UCB Investment Limited

07 DEC 2021

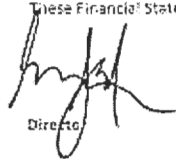
19 DEC 2021  
Vetted

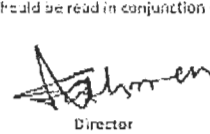
The Premier Bank Limited  
Profit and Loss Statement  
For the period ended 30 June 2021

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

|  | Notes    | Amount in Taka       |                      |
|--|----------|----------------------|----------------------|
|  |          | January to June 2021 | January to June 2020 |
| <b>OPERATING INCOME</b>                            |          |                      |                      |
| Interest income/profit on Islamic investments      | 23       | 5,722,732,479        | 9,416,110,916        |
| Interest/profit paid on deposits, borrowings, etc. | 24       | (6,631,836,060)      | (7,639,521,227)      |
| Net Interest income/ net profit on investments     |          | 2,090,796,419        | 1,776,609,689        |
| Investment income                                  | 25       | 1,484,694,156        | 1,131,937,598        |
| Commission, exchange and brokerage                 | 26       | 1,647,449,734        | 1,177,039,758        |
| Other operating income                             | 27       | 609,051,634          | 472,057,683          |
|  |          | 3,732,195,784        | 2,781,015,140        |
| <b>Total Operating Income (A)</b>                  |          | <b>5,822,992,297</b> | <b>4,557,524,829</b> |
| <b>OPERATING EXPENSES</b>                          |          |                      |                      |
| Salary and allowances                              | 28       | 1,278,956,266        | 1,196,295,472        |
| Rent, taxes, insurance, electricity, etc.          | 29       | 657,414,269          | 557,324,196          |
| Legal expenses                                     | 30       | 62,881,205           | 57,666,650           |
| Postage, stamps, telecommunication, etc.           | 31       | 54,165,378           | 42,811,145           |
| Stationery, printing, advertisement, etc.          | 32       | 186,958,866          | 175,125,570          |
| Chief executive's salary and fees                  | 33       | 8,863,000            | 8,000,000            |
| Directors' fees                                    | 34       | 1,538,000            | 680,000              |
| Depreciation and repair of Bank's assets           | 35       | 294,665,544          | 277,399,964          |
| Auditors' fee                                      |          | 172,500              | -                    |
| Other expenses                                     | 36       | 316,149,547          | 275,987,664          |
| <b>Total Operating Expenses (B)</b>                |          | <b>2,861,752,474</b> | <b>2,590,445,371</b> |
| <b>Profit before provision (C - A-B)</b>           |          | <b>2,961,239,723</b> | <b>1,967,179,458</b> |
| Specific Provision                                 | 37       | -                    | (650,000,000)        |
| General Provision                                  | 37       | 117,808,957          | 683,766,293          |
| Provision for off-balance sheet items              | 37       | 165,387,083          | -                    |
| Provision for investment in shares                 | 37       | -                    | 242,363,855          |
| Other provision                                    | 37       | 152,545,029          | -                    |
| <b>Total provision (D)</b>                         |          | <b>425,741,069</b>   | <b>276,150,148</b>   |
| <b>Profit before taxation (C-B)</b>                |          | <b>2,523,936,754</b> | <b>1,691,029,310</b> |
| Provision for taxation                             |          |                      |                      |
| Current tax  | 14.5     | 880,000,000          | 405,150,000          |
| Deferred tax expense (income)                      | 10.1.2.1 | 10,541,737           | 247,388,123          |
|  |          | 890,541,737          | 652,418,113          |
| <b>Profit after taxation</b>                       |          | <b>1,633,365,017</b> | <b>1,038,611,197</b> |
| Retained earnings brought forward                  | 15       | 3,758,264,922        | 3,653,813,043        |
| <b>Profit available for appropriation</b>          |          | <b>5,391,629,939</b> | <b>4,692,424,240</b> |
| <b>Appropriations</b>                              |          |                      |                      |
| Statutory reserve                                  | 16       | 504,781,350          | 338,205,862          |
| Transfer to start-up fund                          |          | 20,636,356           | -                    |
| Issue of bonus shares and Dividend paid            | 19       | 1,940,596,699        | -                    |
|  |          | 2,466,014,405        | 338,205,862          |
| <b>Retained earnings carried forward</b>           |          | <b>2,925,615,534</b> | <b>4,354,218,378</b> |
| <b>Earnings per share (EPS)</b>                    | 38       | <b>1.57</b>          | <b>1.00</b>          |

  
Chairman

  
Director

  
Director

  
Managing Director


Signed as per our annexed report of even date

Place: Dhaka, Bangladesh  
Dated: 19 August 2021

  
K.M. HASAN & CO.  
Chartered Accountants

Tanzim Alamgir  
Managing Director & CEO  
UBS Investment Limited

07 DEC 2021

  
Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka



  
Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

  
M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

19 DEC 2021  
Vetted

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

The Premier Bank Limited  
Cash Flow Statement  
For the period ended 30 June 2021

| Notes   | Amount in Taka         |                       |                |
|---|------------------------|-----------------------|----------------|
|   | June 2021              | June 2020             |                |
| <b>Cash Flows from Operating Activities</b>   |                        |                       |                |
| Interest received in cash   | 10,219,797,320         | 10,266,110,611        |                |
| Interest paid   | (6,533,773,200)        | (7,130,747,184)       |                |
| Fee and commission received in cash   | 922,224,292            | 547,802,045           |                |
| Payments to employees   | (1,287,816,865)        | (1,204,295,472)       |                |
| Payments to suppliers   | (249,535,400)          | (220,149,725)         |                |
| Income taxes paid   | (1,119,589,874)        | (1,159,629,376)       |                |
| Receipts from other operating activities  | 605,051,894            | 472,057,683           |                |
| Payments for other operating activities   | (1,092,620,620)        | (934,180,846)         |                |
| Cash generated from operating activities before changes in operating assets and liabilities | 1,463,737,547          | 636,967,736           |                |
| <b>Increase/decrease in operating assets and liabilities</b>                                |                        |                       |                |
| Loans and advances to customers   | (16,303,753,528)       | (9,324,921,246)       |                |
| Other assets  | (1,334,541,400)        | (907,027,731)         |                |
| Deposits from other banks   | 9,010,676,276          | 6,429,896,876         |                |
| Deposits from customers   | 1,450,195,807          | 5,475,676,031         |                |
| Other liabilities   | 231,411,208            | 957,617,389           |                |
|   | (6,946,011,837)        | 2,540,341,319         |                |
| <b>Net cash from operating activities (A)</b>   | <b>(5,482,274,290)</b> | <b>3,177,309,055</b>  |                |
| <b>Cash Flows from Investing Activities</b>   |                        |                       |                |
| Purchase/sale of trading securities, shares, bonds, etc.                                    | (13,432,706)           | (200,000,000)         |                |
| Purchase of property, plant and equipment   | (513,730,168)          | (103,820,008)         |                |
| <b>Net cash used in investing activities (B)</b>  | <b>(527,162,874)</b>   | <b>(308,820,008)</b>  |                |
| <b>Cash Flows from Financing Activities</b>   |                        |                       |                |
| Dividend paid   | (1,212,872,939)        | -                     |                |
| Issue of non-convertible variable coupon rate bond  | -                      | -                     |                |
| <b>Net cash from financing activities (C)</b>   | <b>(1,212,872,939)</b> | <b>-</b>              |                |
| <b>Net increase in cash (A+B+C)</b>   | <b>(7,222,310,103)</b> | <b>2,868,489,047</b>  |                |
| Effects of exchange rate changes on cash and cash equivalents                               | 720,225,442            | 629,217,714           |                |
| Cash and cash equivalents at beginning of the year  | 72,018,078,831         | 50,118,891,156        |                |
| <b>Cash and cash equivalents for the period ended (*)</b>                                   | <b>65,515,994,170</b>  | <b>53,616,597,917</b> |                |
| (*) Cash and cash equivalents at the end of the year:                                       |                        |                       |                |
| Cash in hand (including foreign currencies)   | 4.1                    | 2,157,623,429         | 2,167,176,322  |
| Investments in government securities  |                        | 31,552,764,642        | 33,113,380,967 |
| Money at call on short notice   | 6                      | -                     | 3,380,000,000  |
| Balance with Bangladesh Bank and its agent bank(s)  | 4.2                    | 29,708,774,665        | 12,960,461,550 |
| Balance with other banks and financial institutions   | 5                      | 2,096,831,434         | 1,995,579,078  |
|   |                        | 65,515,994,170        | 53,616,597,917 |
| <b>Net operating cash flow per share (NOCFPS)</b>   | <b>40.1</b>            | <b>(5.26)</b>         | <b>3.05</b>    |

  
Chairman

  
Director

  
Director

  
Managing Director

Place: Dhaka, Bangladesh  
Dated: 19 August 2021


07 DEC 2021

  
Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka



19

  
Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

  
M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Bahani  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

07 DEC 2021

The Premier Bank Limited  
Statement of Liquidity Analysis (Maturity of Assets and Liabilities)  
As at 30 June 2021

| Particulars   | Amount in Taka           |                         |                         |                       |                             |                        |
|---|--------------------------|-------------------------|-------------------------|-----------------------|-----------------------------|------------------------|
|   | Up to 1 month's maturity | 1-3 months' maturity    | 3-12 months' maturity   | 1-5 years' maturity   | More than 5 years' maturity | Total                  |
| <b>Assets</b>   |                          |                         |                         |                       |                             |                        |
| Cash  | 22,549,998,094           | -                       | -                       | -                     | 9,316,400,000               | 31,866,398,094         |
| Balance with other banks and financial institutions                             | 927,300,000              | 1,174,531,434           | -                       | -                     | -                           | 2,099,831,434          |
| Money at call on short notice   | -                        | -                       | -                       | -                     | -                           | -                      |
| Investments   | 2,327,600,000            | 1,364,500,000           | 5,146,800,000           | 12,983,000,000        | 16,275,612,260              | 38,032,512,260         |
| Loans and advances  | 49,240,651,644           | 39,705,351,644          | 38,509,613,256          | 62,267,356,322        | 39,784,047,237              | 229,508,030,103        |
| Fixed assets including premises, furniture and fixtures                         | -                        | -                       | 452,803,294             | 3,846,044,159         | 1,184,234,770               | 3,483,162,253          |
| Other assets  | 4,169,449,216            | 4,936,620,605           | 6,367,044,863           | 5,186,623,059         | 2,499,980,000               | 23,159,717,703         |
| <b>Non-banking assets</b>   |                          |                         |                         |                       |                             |                        |
| <b>Total Assets (A)</b>   | <b>79,204,998,954</b>    | <b>47,182,003,683</b>   | <b>50,476,261,413</b>   | <b>82,283,033,620</b> | <b>69,060,294,267</b>       | <b>328,206,591,937</b> |
| <b>Liabilities</b>  |                          |                         |                         |                       |                             |                        |
| Sorrowings from Bangladesh Bank, other banks, financial institutions and agents | 4,800,600,000            | 6,755,685,256           | 16,490,885,256          | 7,430,372,687         | -                           | 35,477,563,199         |
| Non-convertible Subordinated bonds  | -                        | -                       | 2,000,000,000           | 5,000,000,000         | 3,000,000,000               | 10,000,000,000         |
| Deposits and other accounts   | 30,746,176,905           | 68,563,286,296          | 96,055,584,888          | 37,758,706,500        | 10,418,112,386              | 243,502,264,975        |
| Provision and other liabilities   | 1,649,795,927            | 2,603,666,228           | 4,817,476,233           | 4,175,115,779         | 5,387,162,185               | 18,633,216,452         |
| <b>Total Liabilities (B)</b>  | <b>37,196,572,832</b>    | <b>77,922,637,880</b>   | <b>119,364,346,377</b>  | <b>54,324,192,966</b> | <b>18,805,274,571</b>       | <b>307,613,024,626</b> |
| <b>Net Liquidity Excess/(Shortage) (C=A-B)</b>                                  | <b>42,008,426,122</b>    | <b>(30,740,634,197)</b> | <b>(68,888,084,964)</b> | <b>27,958,840,654</b> | <b>50,255,019,696</b>       | <b>20,593,567,311</b>  |

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Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
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M. REAZUL KARIM, FCMA  
Managing Director & CEO  
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Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



Muhammad Golam Mowla  
Deputy Director  
SEC Securities and Exchange Commission

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Chairman

Director

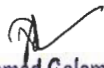
Managing Director



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**Vetted**

The Premier Bank Limited  
Notes to the Financial Statements  
For the period ended 30 June 2021

  
Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

**1 The Bank and its activities**

**1.1 The Premier Bank Limited**

The Premier Bank Limited ("the Bank") is one of the second generation private commercial bank incorporated in Bangladesh on 10 June 1999 as a public company limited by shares under the Companies Act, 1994, governed by the Banking Companies Act, 1991. The Bank went for public issue of its share by initial public offering in 2007 and its share is listed with Dhaka Stock Exchange Limited and Chittagong Stock Exchange Limited. The Registered office of the company is located at Irbil center, 42 Kamal Ataturk Avenue, Banani, Dhaka-1213, Bangladesh.

At present the Bank has 120 branches including 12 SME Service Centers/Agricultural Branches and 89 own ATM booths with no overseas branch. The Bank has one subsidiary companies namely, Premier Bank Securities Limited. The Bank also operates one Offshore Banking Unit (OBU) after obtaining its license from Bangladesh Bank on 10 November 2009.

**1.2 Principal activities**

The principal activities of the Bank are to provide all kinds of conventional and Islamic commercial banking services to its customers which includes deposit, loans and advances, export & import financing, local and international remittance facility etc. through its branches, Islamic windows, SME centers, and vibrant alternative delivery channels (ATM booths, mobile banking, internet banking, Fast Track, Agent Banking) in Bangladesh.

**1.3 Islamic Banking Unit**

The Bank obtained permission from Bangladesh Bank to operate Islamic Banking Unit vide Bangladesh Bank's letter no. BRPD(P-3)745(53)/2008-4804 dated 17 December, 2008. The Bank commenced operation of this Unit from 24 December 2008. The Islamic Banking Unit is governed under the rules and regulations of Bangladesh Bank. Out of the 120 branches, 2 branches are designated Islamic Banking branch complying with the rules of Islamic Shariah the modus operandi of which is substantially different from other branches run on commercial conventional basis.

**1.4 Offshore Banking Units**

The Bank obtained two off-shore banking units permission from Bangladesh Bank vide its letter no. BRPD (P-3)744(102)/2009-4138 dated 10 November 2009 in Dhaka Export Processing Zone and Chittagong Export Processing Zone. Operation of these units commenced from 07 December 2009 from the Bank's Head Office. Presently one unit is operating at full-fledged from Banani Branch premises from July 2011. Off-shore banking unit is governed under the rules and regulations of Bangladesh Bank.

**1.5 Agent Banking**

The Bank obtained permission from Bangladesh Bank on July 13, 2017 vide reference no BRPD (P-3) 745 (47)/2017-4316 to start the operation of Agent Banking and subsequently started its commercial operation on October 12, 2017 Till June 30, 2021 there are 109 agent outlets launched around the country. The services that are currently being offered includes- Account Opening (Savings), Cash deposit & withdrawal (Agent Banking A/C), Cash Deposit in Branch A/C, Inward foreign remittance disbursement, Transfer of funds, Payment of salaries, Generation and issuance of bank statements etc.

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1.6 The Bank has 01 (One) operational subsidiary with following details as presented in note.

1.6.a Premier Bank Securities Limited

Premier Bank Securities Limited, a majority owned subsidiary company of The Premier Bank Limited was incorporated as a private company limited by share in Bangladesh on 23 June 2010 bearing certificate of incorporation no. C-85332/10 under the Companies Act, 1994 having its registered office at Iqbal Centre (3rd Floor), 42 Kamal Ataturk Avenue, Banani, Dhaka-1213, Bangladesh, which commenced its business from the 17 April 2011.

2 Basis of preparation of financial statements

2.1 Basis of preparation of the financial statements

These financial statements of the Bank have been prepared in accordance with the "First Schedule (Section 38) of the Banking Companies Act 1991 as amended by Banking Regulation and Policy Department (BRPD) circular no. 14 dated 25 June 2003, other Bangladesh Bank Circulars, International Financial Reporting Standards (IFRS) as adopted by the Institute of Chartered Accountants of Bangladesh (ICAB) named as Bangladesh Financial Reporting Standards (BFRS). The bank complied with the requirements of the following regulatory and legal authorities:

- 1 The Bank Companies Act 1991 (As amended in 2018),
- 2 The Companies Act 1994,
- 3 Bangladesh Securities and Exchange Ordinance 1969,
- 4 Bangladesh Securities and Exchange Rules 1987,
- 5 Bangladesh Securities and Exchange Commission Act 1993,
- 6 Bangladesh Securities and Exchange Commission (Public Issues) Rules 2006,
- 7 Income Tax Ordinance 1984,
- 8 Value Added Tax and Supplementary Duty Act 2012,
- 9 Value Added Tax and Supplementary Duty Rule 2016,
- 10 Rules, regulation and circulars issued by the Bangladesh Bank from time to time,
- 11 DSE, CSE and CDBL rules and regulation and other laws and rules applicable thereto. Wherever appropriate, such principles are explained in succeeding notes.

2.2 Basis of measurement

These financial statements of the Bank are prepared on the basis of historical cost except for investment in shares and treasury bills and treasury bonds which have been "Marked to market" in accordance with the DOS Circular 05 (28 January 2009) and represent the financial performance and financial position of the branches in operation within Bangladesh.

2.3 Use of estimates and judgment and changes of estimate

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognized prospectively. Changes in estimate applied with IAS-8.

Impairment losses on loans and advances

In addition to the provision made for loans and advances based on the guidance of Bangladesh Bank, the bank reviews its loans and advances portfolio on a monthly basis to assess whether a further allowance for impairment should be provided in the income statement. Judgements by the management is required in the estimation of these amounts, and such estimations are based on assumptions about a number of factors, though actual results may differ, resulting in future changes to the provisions.

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2.4 Islamic banking

The Bank operates Islamic banking in 2 designated branches in compliance with the rules of Islamic Shariah. The Financial Statements of the branches have also been prepared as per International Financial Reporting Standards and Bangladesh Bank circular. A separate balance sheet and profit and loss account are shown in Annexure-G and figures under different heads appearing in the annexure have been converted into relevant heads of accounts under conventional banking for consolidation and incorporation.

2.5 Basis of Consolidation

The consolidated financial statements have been prepared in accordance with International Accounting Standards; International Financial Reporting Standards (IFRS) 10: Consolidated Financial Statements, for the year than ended 30 June 2021.

The financial statements includes the main operation of The Premier Bank Ltd and its two business units namely, Islamic banking Unit and Offshore Banking Unit operating in Bangladesh.

The consolidated financial statements include the financial statements of The Premier Bank Limited and its subsidiary which consists of Premier Bank Securities Limited up to the end of the financial year.

2.5.1 Basis of Consolidation

Intra-group balances, income and expenses (except for foreign currency transaction gains or losses) arising from intra-group transactions, are eliminated in preparing the consolidated financial statements. Unrealized losses are eliminated in the same way as unrealized gains, but only to the extent that there is no evidence of impairment.

2.5.2 Non-controlling interest

For each business combination, the Group elects to measure any non-controlling interests in the acquire either:

- (a) at fair value; or
- (b) at their proportionate share of the acquirer's identifiable net assets, which are generally at fair value.

Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as transactions with owners in their capacity as owners. Adjustments to non-controlling interests are based on a proportionate amount of the net assets of the subsidiary.

Subsidiaries are the entities controlled by the Group. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

2.6 Foreign currency transaction

2.6.a Functional and presentation currencies

Items included in the financial statements of the Bank are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements of the Bank are presented in Bangladesh Taka (BDT) which is the Bank's functional and presentation currency. Functional currency for Off-shore banking unit is US Dollar and for Premier money transfer company limited is UK pound sterling. Except as indicated, financial information have been rounded off to the nearest Taka.

2.6.b Foreign currency transactions

- (a) According to IAS 21 "The Effects of Changes in Foreign Exchange Rates" transactions in foreign currencies are recorded in the functional currency at the rate of exchange prevailing on the date of the transactions.

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- (b) Assets and liabilities in foreign currencies as at 30 June 2021 have been converted into Taka currency at the average of the prevailing buying and selling rates of the relevant foreign currencies at that date except "balances with other banks and financial institution" which have been converted as per directives of Bangladesh Bank vide its circular no. BRPD (R) /17/2004-959 dated 21 November 2004.
- (c) Differences arising through buying and selling transactions of foreign currencies on different dates of the Year have been adjusted by debiting /crediting exchange gain or loss account in the Profit and Loss Statement.

**2.6.c Commitments**

Commitments for outstanding forward foreign exchange contracts disclosed in the financial statements have been translated at contracted rates. Contingent liabilities/ commitments for letter of credit, letter of guarantee and acceptance denominated in foreign currencies have been expressed in Taka currency at the rate of notional rate.

**2.6.d Translation gain/ losses**

Gains/ losses arising out of translation of foreign exchange have been included in the profit and loss statement, except those arising on the translation of net investment in foreign subsidiaries.

**2.6.e Foreign operation**

As per IAS 21 "The Effect of changes in foreign exchange rates" the result of financial statements of any foreign operation (Off shore Banking Unit) whose functional currency is not Bangladesh taka are translated into Bangladesh taka as follows:

- Asset and liabilities for each statement of Balance sheet have been translated at closing rate on the date of the Balance sheet.
- Income and expenditure for profit and loss statement have been translated at average rate.
- All resulting exchange difference have been recognized as a separate components of equity.

**2.7 Statement of Cash flows**

Generally statement of cash flows is prepared in accordance with IAS 7: "Statement of cash flows"; however, Statement of Cash Flows are prepared and presented for the Banks under direct method as per guidelines of BRPD circular no. 14 dated 25 June 2003 issued by Bangladesh Bank.

**2.8 Liquidity statement**

The liquidity statement has been prepared in accordance with the remaining maturity grouping of the value of the assets and liabilities as on 30 June 2021 and under the guidelines of Bangladesh Bank BRPD Circular No.14 dated 25th June 2003.

**2.9 Reporting period**

These financial statements cover one calendar year from 01 January 2020 to 30 June 2021.

**2.10 Going Concern**

The accompanying financial statements have been prepared on a going concern assumption that the Bank will continue in operation over the foreseeable future. The Bank has neither any intention nor any legal or regulatory compulsion to liquidate or curtail materially the scale of any of its operations. Key financial parameters (including liquidity, profitability, asset quality, provision, provision sufficiency and capital adequacy) of the bank continued to demonstrate a healthy trend for a couple of years. The management does not see any issue with respect to going concern due to recent pandemic COVID-19. Besides, the management is not aware of any other material uncertainties that may cast significant doubt upon the bank's ability to continue as going concern.

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3 Significant Accounting Policies  
The accounting policy set out below have applied consistently to all the periods presented in the financial statements and have been applied consistently by the bank. Any changes in accounting policy are dealt with as per IAS 8: Accounting policies, changes in accounting estimate and errors.

3.1 Assets and basis of their valuation

3.1.1 Cash and cash equivalent

Cash and cash equivalent includes cash in hand, balance with Bangladesh Bank and its agent Bank, balance with other Banks and financial institution, money at call on short notice.

3.1.2 Investment

Investment in securities (bills and bonds) are initially recognized at purchased price excluding commission and accrued coupon interest. Investments are segregated in two broad categories i.e. held to maturity (HTM) and held for trading (HFT) and prize bonds.

3.1.2.a Held to Maturity (HTM)

Securities that a firm has intention to hold until maturity. Thereof these are reported at amortized cost and which is not affected by the market fluctuation.

3.1.2.b Held for trading (HFT)

Securities that a firm has intention to sell in order to generate profit. HFT securities are revalued at market price.

3.1.2.c Revaluation of bond

As per Bangladesh Bank DOS circular letter no. 5 dated 28 January 2009, HFT securities are revalued each week using Marked to market concept and HTM securities are amortized once a year according to Bangladesh Bank guideline. The HTM securities are also revalued if these are reclassified to HFT category with the Board approval.

Value of investment has been enumerated as follows:

| Items                                   | Applicable accounting value                          |
|---|--|
| Government Treasury Bills & Bonds (HTM) | At present value ( applying amortization concept)    |
| Government Treasury Bills & Bonds (HFT) | At present value (applying marked to market concept) |
| Prize Bonds                             | At cost  |
| Unquoted Shares                         | At cost  |
| Quoted Shares                           | At cost  |

3.1.3 Investment in quoted shares

Investment in quoted shares are bought and held primarily for the purpose of selling them in future or held for dividend income. Such share measured at cost. Unrealized gains are not recognized in the profit and loss statement, but provision kept for unrealized loss (diminution in value of investment).

3.1.4 Investment in unquoted share

Investment in unquoted share is reported at cost. Adjustment is given for any shortage of book value over cost for determining the carrying amounts of investment in unquoted share.

3.1.5 Investment in subsidiary

Investment in subsidiaries are accounted for under the cost method of accounting in the Bank's financial statements in accordance with IAS 27: "Separate Financial Statements" and IFRS 10: "Consolidated Financial Statements".


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3.1.6 Property Plant and Equipment

3.1.6.a Recognition and Measurement

- (a) Fixed assets have been shown at cost less accumulated depreciation as per IAS 16: "Property Plant and Equipment" except land, which is measured at cost.
- (b) The cost of an item of property plant and equipment is recognized as an assets if and only if: It is probable that future economic benefits associated with the item will flow to the entity; and the cost of the item can be measured reliably.

3.1.6.b Initial cost

The initial cost of an item of property plant and equipment includes its purchase price, and any directly attributable cost such as import duties, non-refundable vat/ taxes, duties and any cost to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by the management.

3.1.6.c Subsequent cost

The cost of replacing part of an item of fixed assets is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the company and its cost can be measured reliably. The carrying amount of the replaced part is derecognized. The costs of the day-to-day servicing of fixed assets are recognized in profit or loss as incurred.

3.1.6.d Depreciation

Depreciation is charged at the following rates on reducing balance method on all fixed assets other than vehicles, which are depreciated on straight-line method. For additions during the period, depreciation is charged for the remaining days of the period and in case of disposal, depreciation is charged up to the date of disposal. No depreciation is charged on land.

| Asset categories        | Rate of depreciation | Method of depreciation |
|-------------------------|----------------------|------------------------|
| Vehicles                | 20%                  | Straight-line          |
| Furniture and fixtures  | 10%                  | Reducing balance       |
| Equipment and computers | 20%                  | Reducing balance       |
| Land & Building         | 2.5%                 | Reducing balance       |


3.1.6.e Impairment of assets

As per IAS 36: Impairment of assets, at each balance sheet date, the Bank assess whether there is any indication that the carrying amount of an asset exceeds its recoverable amount. An asset is carried at more than its recoverable amount if its carrying amount exceeds the amount to be recovered through use or sale of the asset. If this is the case, the asset is described as impaired and an impairment loss is recognized as an expense in the profit and loss statement unless the asset is carried at revalued amount in accordance with International Accounting Standard (IAS) 16 - Property, Plant and Equipment, in which case any impairment loss of a revalued asset should be treated as a revaluation decrease under that Accounting Standard. No impairment loss was recognized for the year than ended 31 December 2020, as there were no such indication existed as on Balance Sheet date.

3.1.6.f Disposal of Assets:

On disposal of fixed assets, the cost and accumulated depreciation are eliminated from the fixed assets schedule and gain or loss on such disposal is reflected in the income statement, which is determined with reference to the net book value of the assets and net sale proceeds.

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### 3.1.6. h Leases (Implementation of IFRS 16 and its relevant assumptions and disclosures)

The Premier Bank has applied IFRS-16: Leases for the first time with the date of initial application of 01 January 2019. As IFRS 16 supersedes IAS 17: Leases, the bank has made recognition, measurement and disclosure in the financial statements of June 2021 both as Lessee and Lessor as per IFRS 16.

#### The Bank as Lessee

The bank assesses at initiation of a contract whether the contract is, or contains a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange of consideration, then the bank considers the contract as a lease contract. The bank as a lessee applied single recognition and measurement approach for all leases, except for short-term leases, or, and lease of low value of assets. The bank recognizes lease liabilities to make lease payment and right-of-use assets representing the right to use the underlying assets.

#### Right-of-use assets (ROU)

The bank recognizes the right-of-use assets (ROU) at the commencement date of the lease (i.e. the date the underlying asset is available for use). ROU assets are measured at cost less any accumulated depreciation and impairment of losses and adjusted for any measurement of lease liabilities. The cost of ROU assets includes the amount of lease liabilities recognized, initial direct cost incurred, and lease payment made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the lease term, or remaining period of the lease term.

The ROU assets are presented in the note -9 of these financial statements.

#### Lease Liabilities (Bank as a lessee)

### 3.1.7 Loans and advances/ investments

Loans and advances of conventional banking and investments of Islamic banking branches are stated in the balance sheet on gross basis.

Interest/ profit is calculated on daily product basis, but charged and accounted for quarterly on accrual basis. Interest/profit on classified loans and advances/ investments is kept in interest/ profit suspense account as per BRPD circular no. 14 dated September 23, 2012 on Master Circular: Loan Classification and Provisioning. Interest/ profit is not charged on bad and loss loans and advances/ investments as per guidelines of Bangladesh Bank. Records of such interest/ profit amounts are kept in separate memorandum accounts.

Commission and discounts on bills purchased and discounted are recognized at the time of realization.

Provision for loans and advances is made on the basis of periodical review by the management through following instruction contained in the Bangladesh Bank BRPD Circular no.14 dated 23 September 2012, BRPD Circular no. 5 dated 29 May 2013, BRPD Circular no. 8 dated 02 August 2015, BRPD 12 dated 20 August 2017, BRPD 15 dated 27 September 2017, BRPD 01 dated 20 February 2018, BRPD 03 dated 21 April 2019 and BRPD 16 dated 21 July 2020. The rates of provision are given below:

| Types of loans and advances                         |                                 | Provision |       |     |     |      |
|---|---------------------------------|-----------|-------|-----|-----|------|
|   |                                 | UC        | SMA   | SS  | DF  | BL   |
| Consumer  | House building and professional | 1%        | 1%    | 20% | 50% | 100% |
|   | Other than housing finance &    | 2%        | 2%    | 20% | 50% | 100% |
| Provision for loan to broker house, merchant banks, |                                 | 2%        | 2%    | 20% | 50% | 100% |
| Short-term agro-credit and micro credit             |                                 | 1%        | 1%    | 5%  | 5%  | 100% |
| Small and medium enterprise finance                 |                                 | 0.25%     | 0.25% | 5%  | 20% | 100% |
| Others  |                                 | 1%        | 1%    | 20% | 50% | 100% |

Loans and advances/ investment are written off in accordance with Bangladesh bank Guideline to the extent that (i) there is no realistic prospect of recovery, and (ii) against which legal cases are filed and classified as bad loss as per guidelines of Bangladesh Bank. These write off however will not undermine/affect the claim amount from borrower. Detailed memorandum records for all such write off accounts are maintained and followed up.

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- 3.1.8 Inventories**  
Inventories are measured as per IAS 2: Inventories, at the lower of cost and net realizable value.
- 3.1.8.a Receivables**  
Receivables are recognized when there is a contractual right to receive cash or another financial assets from another entity.
- 3.1.9 Other assets**  
Other assets include all other financial assets and include fees and other unrealized income receivable, advance for operating and capital expenditure and stocks of stationery and stamps. Details are shown in Note 10.
- 3.1.9.a Non-Banking Assets**  
Non-banking assets are acquired on account of the failure of a borrower to repay the loan on time after receiving the decree from the Court regarding the right and title of the mortgage property. The Bank have no non-banking assets at the end of the period June 30 2021.
- 3.2 Liabilities and basis of their valuation**
- 3.2.1 Borrowings from other banks, financial institutions and agents**  
Borrowings from other banks, financial institutions and agents includes call money deposit, borrowings, Bangladesh Bank refinance borrowing and other term borrowings from banks. These items are brought to financial statements at the gross value of the outstanding balance. Details are shown in Note-11.
- 3.2.2 Deposit and other accounts**  
Deposits are recognized when the banks enter into contractual provisions of the arrangements with the counterparties on arrangements date and initially measured at the consideration received. Which includes non interest-bearing current deposit redeemable at call, bills payable, interest bearing on demand and special notice deposits, savings deposit and fixed deposit. These items are brought to financial statements at the gross value of the outstanding balance. Details are shown in Note-13.
- 3.2.3 Other liabilities**  
As per IAS 37 "Provisions, Contingent Liabilities and Contingent Assets" the Bank recognizes provisions only when it has a present obligation as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and when a reliable estimate of the amount of the obligation can be made.
- 3.2.3.a Provisions on balances with foreign banks and financial institutions (Nostro accounts)**  
Provisions for unsettled transactions on nostro accounts made are reviewed on a semi - annual basis by management and certified by our external auditors in accordance with Bangladesh Bank Foreign Exchange Policy Department (FEPD) Circular No. 677 (13 September, 2005).
- 3.2.3.b Provisions for off balance sheet exposures**  
BRPD Circular No.10 dated 18 September 2007 requires a general provision for off balance sheet exposures to be calculated at 1% on all off balance sheet exposures as defined in BRPD Circular No.10 dated 24 November 2002. Accordingly the bank has recognized a provision of 1% on the following off balance sheet items:
- \* Acceptance and endorsements
  - \* Letters of guarantee
  - \* Irrevocable letters of credit
  - \* Foreign exchange contracts

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Moreover BRPD Circular No. 13 dated 18 October 2019 requires provisioning requirement for the bank guarantee has been modified in accordance with respective counter-guarantees in following ways:

| BB rating grade equivalence of the Bank/ Financial institution/ Organization | Provision required (% of the exposure amount) |
|--|---|
| 1  | nil   |
| 2  | 0.5   |
| 3 or 4   | 0.75  |
| Others   | 1   |

**3.2.3.c Provisions for other assets**

BRPD Circular No.14 dated 25 June 2001 requires a provision of 100% on other assets which are outstanding for one year and above.

**3.3 Shareholders' equity**

**3.3.a Share Capital**

Ordinary shares are classified as equity when there is no contractual obligation to transfer cash or other financial assets.

**3.3.1 Authorized capital**

Authorized capital is the maximum amount of share capital that the Bank is authorized by its Memorandum and Articles of Association.

**3.3.2 Paid-up capital**

Paid up capital represents total amount of share capital that has been paid in full by the ordinary shareholders. Holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to vote at shareholders' meetings. In the event of winding-up of the company, ordinary shareholders rank after all other shareholders and creditors and are fully entitled to receive any residual proceeds of liquidation. Details are shown in Note 15.

**3.3.3 Statutory reserve**

Statutory reserve has been maintained @ 20% of profit before tax in accordance with provisions of section 24 of the Banking Companies Act 1991 until such reserve equal to its paid-up capital together with the share premium.

**3.3.4 Revaluation reserve**

As per IAS 16: "Property Plant and Equipment" revaluation surplus on fixed assets directly transferred to equity under the head of revaluation reserve and subsequently the reserve will transferred to retained earnings proportionately year by year.


**3.3.5 Non-controlling interest**

Non-controlling interest in business is an accounting concept that refers to the portion of a subsidiary company's stock that is not owned by the parent company. The magnitude of the Non controlling interest in The Premier Bank Securities Limited, a majority owned subsidiary (99.99%) of The Premier Bank Limited is very insignificant. Non-controlling interest belongs to a sponsor Director of the Bank and is reported on the consolidated balance sheet to reflect the claim on assets belonging to the other non-controlling shareholders. Also, non-controlling interest is reported on the consolidated income statement as a share of profit belonging to the Non-controlling shareholder.

**3.3.6 (a) Non Convertible Subordinated Bonds - 1**

The Bank issued Non-Convertible Subordinated Bond for amount of Taka 200.00 crore in the year 2014 as Tier-2 capital of the Bank under Basel - III for a term of 05 (Five) years to strengthen the capital base of the Bank after obtaining approval from Bangladesh Bank and Bangladesh Securities and exchange Commission vide their letter Ref. no. BRPD(BIC)661/14B(P)/2013/2497 dated 29 December 2013 and BSEC/CY/DS-03/2013/2912 dated 24 December 2013 respectively. The same bond is closed on 23 December 2019.

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Deputy Director  
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**3.3.6 (b) Non Convertible Subordinated Bonds - 2**

The Bank issued Non-Convertible Subordinated Bond for amount of Taka 200.00 crore (Taka 100.00 crore was executed in 2015 and Taka 100.00 crore was executed in 2016) as Tier-2 Capital of the Bank under Basel - III for a term of 07 (seven) years to strengthen the capital base of the Bank after obtaining approval from Bangladesh Bank and Bangladesh Securities and Exchange Commission (BSEC) vide their letter ref. no. BRPD(BFIS)661/148(P)/2015/18087 dated 27 December 2015 and BSEC/CI/DS-03/2013/631 dated 30 November 2015 respectively.

**3.3.6 (c) Non Convertible Subordinated Bonds - 3**

The Bank issued Non-Convertible Subordinated Bond for an amount of Taka 500.00 crore (Taka 200.00 crore was executed in 2016, Taka 100.00 crore was executed in 2017 and Taka 200.00 crore was executed in 2018) as Tier-2 Capital of the Bank under Basel - III for a term of 05 (five) years to strengthen the capital base of the Bank after obtaining approval from Bangladesh Bank and Bangladesh Securities and Exchange Commission (BSEC) vide their letter ref. no. BRPD(BFIS)661/148(P)/2016-8384 dated 26 December 2016 and BSEC/CI/DS-03/2013/723 dated 21 December 2016 respectively.

**3.3.6 (d) Non Convertible Subordinated Bonds - 4**

The Bank issued Non-Convertible Subordinated Bond for an amount of Taka 500.00 crore (Taka 200.00 crore was executed in 2019, Taka 100.00 crore was executed in 2020 and remaining Taka 200.00 crore is yet to execute) as Tier-2 Capital of the Bank under Basel - III for a term of 07 (seven) years to strengthen the capital base of the Bank after obtaining approval from Bangladesh Bank and Bangladesh Securities and Exchange Commission (BSEC) vide their letter ref. no. BRPD(BFIS)661/148(P)/2019-5870 dated 28 July, 2019 and BSEC/CI/DS-106/2019/427 dated 03 July, 2019 respectively.

**3.4 Contingent liabilities**

Any possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Bank; or any present obligation that arises from past events but is not recognized because:

- i) it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or
- ii) the amount of the obligation cannot be measured with sufficient reliability.

Contingent liabilities are not recognized but disclosed in the financial statements unless the possibility of an outflow of resources embodying economic benefits is reliably estimated.

Contingent assets are not recognized in the financial statements as this may result in the recognition of income which may never be realized.

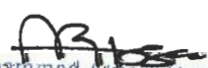
**3.5 Revenue recognition**

The accounting policies adopted for the recognition of revenue as prescribed by IFRS 15 "Revenues from Contracts with Customers" and Bangladesh Bank guideline are as follows:


**3.5.1 Interest income**

- (a) Interest is calculated on daily product basis on unclassified loans and advances but charged on quarterly basis.
- (b) Interest is charged on classified loans and advances as per BCD and BRPD circulars of Bangladesh Bank and such interests were not taken into income.
- (c) Profit on investment (Islamic Banking)  
Mark-up on investment is taken into income account proportionately from profit receivable account. Overdue charge/compensation on classified investments is transferred to profit suspense account instead of income account.

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- (d) Fees and commission income  
Commission and discounts on bills purchased and discounted are recognized at the time of realization.
- (e) Investment income  
Investment income is recognized on accrual basis. Income on investments is recognized on accrual basis. Investment income includes discount on treasury bills and zero coupon bonds, interest on treasury bonds, debentures and fixed deposits with other banks. Capital gain on investments in shares and dividend on investment in shares are also included in investment income.

**3.5.2 Dividend income on shares**

Dividend income from investment in shares is recognized when the Bank's right to receive dividend is established. It recognized when:

- it is probable that the economic benefits associated with the transaction will flow to the entity; and
- the amount of the revenue can be measured reliably.

**3.5.3 Other operating expenses**

All other operating expenses are provided for in the books of the account on accrual basis according to IFRS.

**3.5.4 Interest and fees receivable on credit cards**

Interest and fees receivable on credit cards are recognized on accrual basis. Interest and fees ceases to be taken into income when the recovery of interest and fees is in arrear for over three months. Thereafter, interest and fees are accounted for on cash basis.

**3.6 Number of employees**

The number of employees employed in the Bank as on 30 June 2021 were 2133 and 1992 as on 31 December 2020.

**3.7 Employee benefits**

**3.7.1 Short-term employee benefits**

Short-term employee benefits are employee benefits, which fall due wholly within twelve months after the end of the period in which the employees render the related service including salaries, bonuses and other allowances. Payments are charged as an expense in the profit and loss account as they fall due. Payments due are accrued as a liability in "Provisions for liabilities and charges" on an undiscounted basis.

**3.7.2 Long term employee benefits**

**3.7.2 (a) Provident Fund**

The Bank operates a contributory provident fund for its eligible employees. The Commissioner of Income Taxes, Dhaka has approved the provident fund as a recognized provident fund as per section 2(1) of Part B of the First Schedule of Income Tax Ordinance 1984. The Fund is administered by a Board of Trustees consisting 5 (five) members and funded by contributions both from employees and Bank @10% of basic salary. Interest earned from the investment is credited to the members' accounts annually. Provident fund benefits are given to the employees of the Bank in accordance with provident fund rules of the Bank.

**3.7.2 (b) Gratuity Fund**

Provision for gratuity is made for past services of the employees which would be payable at the time of their retirement/time of eligibility.

**3.8 Reconciliation of books of account**

Books of account in regard to inter-bank (in Bangladesh and outside Bangladesh) and inter-branch transactions are reconciled and no material difference was found which may affect the financial statements significantly. There exists no unreconciled revenue items in Nostro accounts as at 30 June 2021.

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3.9 Related party transactions

- a. As on the Balance Sheet date, the Bank had the following transactions with the related parties in respect of banking business like, loans and advances, guarantees and commitments.

| Name of Directors interested in the Company / Firm | Name of the company/ firm/ Individual  | Nature of Advance | Amount in lac |
|--|--|-------------------|---------------|
| Dr.H.B.M Iqbal                                     | Beacon Travel's International Ltd, Premier Hotel Management Co. Ltd, Premier Hotel & Resort  | Non funded        | 482.2         |
| Mr. Moin Iqbal                                     | Individual   | Credit Card       | 3.99          |
| Mr. B. H. Haroon, MP                               | Individual   | Credit Card       | 2.06          |
| Mr. Abdus Salam Murshed, MP                        | Envoy Textiles Ltd. (Concern of Envoy Group), Manta Apparels Ltd. (Concern of Envoy Group), Bengal Meat Processing Industries Ltd. | Funded            | 2742.46       |
| Mr. Imran Iqbal                                    | Individual   | Credit Card       | 0.01          |
| Mrs. Shaila Shelly Khan                            | Individual   | Credit Card       | 0.22          |

- b) i. The Bank entered into transactions with the following related party, other than banking business for Purchase and repairs of computers, Money counting machine etc.

| Name of service provider             | Particulars of service   | Amount In lac |
|--------------------------------------|--|---------------|
| National System Solutions (Pvt) Ltd. | Mr. Abdus Salam Murshed, MP, Director of the Bank Managing Director respectively of National System Solutions (Pvt) Ltd. | 59.79         |

- b) ii. As per Bangladesh Bank approval, the Bank has taken lease of 34,600 sft. Floor space @ TK. 402.50 per sft. per month at 4th, 5th, 7th, 10th and 14th floor of "Iqbal Centre", 42 Kemal Attaturk avenue, Banani, Dhaka-1213 from Dr. H.B.M. Iqbal, honorable Chairman of the Bank for use of its Head Office.
- b) iii. As per Bangladesh Bank approval, the Bank has taken lease of 550 sft. Floor space @ 400 per sft. at 1st Floor and 21,450 sft. Floor space @ TK. 402.50 per sft. per month at 3rd, 6th and 8th floor of "Iqbal Centre", 42 Kemal Attaturk avenue, Banani, Dhaka-1213 from Mr. Moin Iqbal, honorable Vice Chairman of the Bank for use of its Head Office.
- b) iv. As per Bangladesh Bank approval the Bank has taken lease of 3500 sft @ TK. 190 per sft per month at 1st floor and 152 sft. Tk. 34,200 at ground floor(ATM Booth) of "Envoy Towers Limited" a sister concern of Envoy Group for use of its Panthapath branch and Panthapath ATM booth respectively. Mentionable that our Honorable director Mr. Abdus Salam Murshed is the Managing director of the Envoy Group.
- b)v. As per Bangladesh Bank approval, Bank has taken lease of 21,450 sft. Floor space @ Tk 402.50 per sft. per month at 9th, 11th and 19th floor of "Iqbal center", 42 Kemal Attaturk Avenue, Banani Dhaka-1213 from Mr. Mohammad Imran Iqbal, Honorable Director of the Bank for use of our Head Office.

3.10 Core risk management

Bangladesh Bank has identified 6 (six) core risks for management of the banks and has provided the necessary guidelines for their implementation. The risks are:

- Credit risk
- Foreign exchange risk
- Asset liability/ balance sheet risks
- Money laundering risk

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Internal control and compliance risk  
ICT Risk

The prime objective of the risk management is that the Bank takes well calculated business risk to safeguard its capital, financial resources and growth of sustainable profitability. In this context, the Bank has formed a management committee (MANCOM) to overview proper implementation and regular monitoring of those critical areas.

### 3.10.1 Credit risk

Credit risk is one of the major risks faced by the Bank. This can be described as potential loss arising from the failure of a counter party to perform with agreed terms with the Bank. To assess and to mitigate the credit risk, the management has implemented Credit Risk Management (CRM) Manual, which is considered an important tool for retaining the quality and performance of the assets. Accordingly, Bank's credit risk management functions have been designed to address all these issues including risk that arises from global changes in banking, finance and related issues.

The Bank has segregated duties of the officers/ executives engaged in the credit related activities. Moreover,  
(i) Credit Risk Management Division,  
(ii) Credit Administration Division,  
(iii) Credit Monitoring and Recovery Unit,  
(iv) Credit Recovery Division.

### 3.10.2 Foreign exchange risk

Foreign exchange risk is defined as the potential change in earnings arising due to unfavorable change in exchange rates. Treasury front office conducts deal for commercial purpose and back office of treasury keeps record and passes entries in books of account. The main risks in treasury and foreign exchange business are exchange rates risk, fund management and liquidity risk. As per Bangladesh Bank guidelines, the Treasury Department was operationally and physically divided into front office and back office to mitigate the risk. Separate telephone and fax lines were installed in the dealing room to meet Bangladesh Bank guidelines.

### 3.10.3 Asset liability/ balance sheet risks

The Bank has an Asset Liability Committee (ALCO) which is responsible for managing short-term and long-term liquidity to ensure that the Bank has adequate liquidity at all times at the most appropriate funding cost. ALCO reviews liquidity requirements of the Bank, maturity of assets and liabilities, deposit and lending pricing strategy and the liquidity contingency plan. The Asset Liability Committee also monitors Balance Sheet risk. The Balance Sheet risk is defined as potential changes in earnings due to changes in rate of interest and exchange rates which are not of trading nature and the Bank is completely maintaining the risks.

### 3.10.4 Money laundering risk

Money laundering risk is defined as the loss of reputation and expenses incurred as penalty for being negligent in prevention of money laundering. For mitigating the risk, the Bank has designated Chief Compliance Officer at Head Office and Compliance Officers at Branches, who independently review the transactions of the accounts to verify suspicious transactions. Manuals for Prevention of Money Laundering have been established and transaction profile has been introduced. Training has been continuously given to all the categories of Executives and Officers for developing awareness and skill for identifying suspicious transactions and other activities relating to money laundering.

### 3.10.5 Internal control and compliance risk

Operational loss may arise from errors and fraud due to lack of internal control and compliance. Management through Internal Control and Compliance Division controls operations procedure of the Bank. Internal Control and Compliance Division undertakes periodical and special audit of the branches and departments at Head Office for review of the operation and compliance of the statutory requirements. The Audit Committee of the Board subsequently reviews the report of the Internal Control and Compliance Division and guides the Division effectively to monitor the risks.

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


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**3.10.6 Information Communication and Technology (ICT) risk**

ICT risk management is embedded in Internal Control and Compliance Policy of the Bank which are widely used for managing the union between business processes and information systems effectively. However, this control emphasizes both business and technological regulation and monitoring which in turn support business requirement and governance and at the same time ensure that ICT risks are properly identified and managed. According to Central Bank ICT Guidelines, the Bank ICT Policies have been prepared and reviewed on regular basis based on which operating procedures for all ICT functions are carried out. Besides, in order to assure the appropriate usage of resources and information, the Bank IT Audit Policy ensures that the IT systems are properly protected and is free from unauthorized access illegal tampering and malicious actions and all these actions are continuously monitored and supervised by Bank's IT auditor.

**3.10.7 Market Risk**

The exposure of market risk of the Bank is restricted to foreign exchange risk, interest rate risk and equity risk.

**Foreign exchange risk**

As described in note no. 3.11.2

**Interest rate risk**

Interest rate risk may arise either from trading portfolio or non-trading portfolio. The trading portfolio of the Bank consists of Government treasury bills of 91 days maturity. The short-term movement in interest rate is negligible or nil. Interest rate risk of non-trading business arises from mismatches between the future yield of an asset and its funding cost. Asset Liability Committee (ALCO) monitors the interest rate movement on a regular basis.

**Equity Risk**

Equity risk arises from movement in market value of equities held. The risks are monitored by Investment Committee under a well designed policy framework.

**3.11 Taxation**

Income tax expenses represent the sum of the tax currently payable and deferred tax.

**3.11.1 Current tax**


Provision for current income tax for the year has been made @ 37.5% as prescribed in the Finance Act 2020 on the profit from business after considering some of the taxable add back income and disallowance of expenditure. Also, different tax rates as prescribed in the Finance Act 2020 are taken into account for other heads of income

**3.11.2 Deferred tax**

The Bank has adopted deferred tax accounting policy as per International Accounting Standard (IAS) 12. Accordingly, deferred tax liability/asset is accounted for all temporary timing differences arising between the tax base of the assets and liabilities and their carrying value for financial reporting purpose. Deferred tax is computed at the prevailing tax rate as per Finance Act, 2020. Deferred tax liabilities are generally recognized for all taxable temporary differences and deferred tax assets are recognized to the extent that it is probable that taxable profits will be available against which deductible temporary differences, unused tax losses or unused tax credits can be utilized. Such assets and liabilities are not recognized if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

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Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the company intends to settle its current tax assets and liabilities on a net basis.

The impact on the account of changes in the deferred tax assets and liabilities has also been recognized in the Profit and Loss Account as per IAS-12 "Income Taxes" (Note 10.1.2.1).

3.12 Departures from IFRS

The consolidated financial statements of the Group and the Separate financial statements of the Bank as at and for the period ended 30 June 2021 have been prepared under the historical cost convention except investments and in accordance with the "First Schedule" (section 38) of the Bank Companies Act 1991, as amended by Bangladesh Bank (the Central Bank of Bangladesh) through BRPD Circular No. 14 dated 25 June 2003, other Bangladesh Bank Circulars, International Financial Reporting Standards (IFRSs), the Companies Act 1994, the Securities and Exchange Rules 1987, Dhaka and Chittagong Stock Exchange's listing regulations. In case any requirement of provisions and circulars issued by Bangladesh Bank differs with those of other regulatory authorities, the provisions and circulars issued by Bangladesh Bank shall prevail.

As such the Group and the Bank has departed from those contradictory requirements of IFRSs in order to comply with the rules and regulations of Bangladesh Bank which are disclosed below:

i) Investment in shares and Securities

IFRS: As per requirements of IFRS 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 IFRS 13) at the year-end is taken to profit and loss account or revaluation reserve respectively.

Bangladesh Bank: As per BRPD circular no. 14 dated 25 June 2003 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 costs.

ii) Revaluation gain/loss on Government securities

IFRS: As per requirement of IFRS where securities T-bills and T-bonds will fall under the category of "held for trading", any change in the fair value of held for trading assets is recognized through profit and loss account.

Securities T-bills designated as held to maturity are measured at amortized cost method and interest income is recognized through the profit & loss account.

Bangladesh Bank: HFT securities are revalued on the basis of mark to market and at year end any gains on revaluation of securities which have not matured as at the balance sheet date are recognized in other reserves as a part of equity and any losses on revaluation of securities which have not matured as at the balance sheet date are charged in the profit and loss account. Interest on HFT securities including amortization of discount are recognized in the profit and loss account. HTM securities which have not matured as at the balance sheet date are amortized at the year end and gains or losses on amortization are recognized in other reserve as a part of equity.

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iii) Provision for loans and advances

**IFRS:** As per IFRS 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 BRPD circular no. 14 dated 23 September 2012, BRPD circular no. 19 dated 27 December 2012 and BRPD circular no. 05 dated 29 May 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 sub-standard loan, doubtful loans and bad losses has to be provided at 20%, 50% and 100% respectively for loans and advances depending on the duration of overdue. Again as per BRPD circular no. 10 dated 18 September 2007, a general provision at 1% is required to be provided for all off-balance sheet exposures. Such provision policies are not specifically in line with those prescribed by IFRS.

iv) Recognition of interest in suspense

**IFRS:** Loans and advances to customers are generally classified as 'loans and receivables' as per IFRS 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 and loss account on the same basis based on revised carrying amount.

**Bangladesh Bank:** As per BRPD circular no. 14 dated 23 September 2012, 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 in suspense account, which is presented as liability in the balance sheet.

v) Other comprehensive income

**IFRS:** As per IAS 1 Other Comprehensive Income is a component of financial statements or the elements of Other Comprehensive Income are to be included in a Single Comprehensive Income Statement.

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

vi) Financial instruments - presentation and disclosure

In several cases Bangladesh Bank guidelines categorize, recognize, measure and present financial instruments differently from those prescribed in IFRS. As such some disclosure and presentation requirements of IFRS 7 and IAS 32 could not be met in the accounts.

vii) Repo transactions

**IFRS:** When an entity sells a financial asset and simultaneously enters into an agreement to repurchase the asset (or a similar asset) at a fixed price on a future date (repo or stock lending), the arrangement is accounted for as a deposit, and the underlying asset continues to be recognized in the entity's financial statements. This transaction will be treated as loan and the difference between selling price and repurchase price will be treated as interest expense.

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**Bangladesh Bank:** As per BRPD guidelines, when a bank sells a financial asset and simultaneously enters into an agreement to repurchase the asset (or a similar asset) at a fixed price on a future date (repo or stock lending), the arrangement is accounted for as a normal sales transactions and the financial assets are derecognized in the seller's book and recognized in the buyer's book.

vii) **Financial guarantees**

**IFRS:** As per IFRS, financial guarantees are contracts that require an entity to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due in accordance with the terms of a debt instrument. Financial guarantee liabilities are recognized initially at their fair value, and the initial fair value is amortized over the life of the financial guarantee. The financial guarantee liability is subsequently carried at the higher of this amortized amount and the present value of any expected payment when a payment under the guarantee has become probable. Financial guarantees are included within other liabilities.

**Bangladesh Bank:** As per BRPD 14, financial guarantees such as L/C, L/G will be treated as Off-Balance Sheet items. No liability is recognized for the guarantee except the cash margin.

ix) **Cash and cash equivalent**

**IFRS:** Cash and cash equivalent items should be reported as cash item as per IAS 7.

**Bangladesh Bank:** Some cash and cash equivalent items such as 'money at call and on short notice', Treasury bills, Prize bond are not shown as cash and cash equivalent. Money at call and on short notice presented on the face of the balance sheet, and Treasury bills, Prize bonds are shown in Investments.

x) **Non-banking asset**

**IFRS:** No indication of Non-banking asset is found in any IFRS.

**Bangladesh Bank:** As per BRPD 14, there must exist a face item named Non-banking asset.

xi) **Cash flow statement**

**IFRS:** Cash flow statement can be prepared using either in direct method or in 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 BRPD 14, cash flow is the mixture of direct and indirect method.

xii) **Balance with Bangladesh Bank: (CRR)**

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

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

xiii) **Presentation of intangible asset**

**IFRS:** Intangible asset must be identified and recognized, and the disclosure must be given as per IAS 38.

**Bangladesh Bank:** There is no requirement for regulation of intangible assets in BRPD 14.

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The Premier Bank Limited



M. REAZUL KARIM, FCOMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
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Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

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Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

xiv) Off-balance sheet items

IFRS: There is no concept of off-balance sheet items in any IFRS; hence there is no requirement of disclosure of off-balance sheet items on the face of the balance sheet.

Bangladesh Bank: As per BRPD 14, off balance sheet items (e.g. Letter of credit, Letter of guarantee etc.) must be disclosed separately in face of balance sheet.

xv) Disclosure of appropriation of profit

IFRS: There is no requirement to show appropriation of profit in the face of statement of comprehensive income.

Bangladesh Bank: As per BRPD 14, an appropriation of profit should be disclosed in the face of profit and loss account.

xvi) Loans and advance net of provision

IFRS: Loans and advances should be presented net of provisions.

Bangladesh Bank: As per BRPD 14, provision on loans and advances are presented separately as liability and cannot be netted off against loans and advances.

xvii) Recovery of written off loans

IFRS: As per IAS 1 an entity shall not offset assets and liabilities or income and expenses, unless required or permitted by an IFRS. Again recovery of written off loans should be charged to profit & loss account as per IFRS 15 "Revenue from Contracts with Customers".

Bangladesh Bank: As per BRPD 14, recoveries of amount previously written off should be adjusted with the specific provision for loans and advances.

The financial statements of the Islamic banking branches have also been prepared as per Bank Companies Act 1991, IFRSs and other prevailing laws and regulations applicable in Bangladesh.

3.13 Statement of compliance with International Financial Reporting Standards (IFRS):

The Financial Reporting Act, 2015 (FRA), was enacted in the year 2015. The Financial Reporting Council (FRC) under the FRA was constituted in 2017, but the Financial Reporting Standards (FRS) under this council are yet to be issued for public interest entities such as Banks. The Bank Company Act, 1991, was amended to require banks to prepare their financial statements under such financial reporting standards.

As FRS is yet to be issued by FRC, as per the provisions of FRA (Section-69), Consolidated and Separate financial statements of the Group and the Bank, respectively, have been prepared in accordance with the International Financial Reporting Standards (IFRS) and International Accounting Standards (IAS) as adopted by The Institute of Chartered Accountants of Bangladesh (ICAB) and, in addition to this, the bank also complied with the requirements of Laws and Regulations of various Govt. bodies as mentioned in the note no. 2.1.

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Company Secretary  
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Sayed Abul Hashem FCA, FCMA  
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Managing Director & CEO  
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Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

| Name of the standards  | Ref.    | Status                      |
|--|---------|-----------------------------|
| First-time Adoption of International Financial Reporting Standards       | IFRS-1  | Not applicable              |
| Share-based Payment  | IFRS-2  | Not applicable              |
| Business Combinations  | IFRS-3  | Applied                     |
| Insurance Contracts  | IFRS-4  | Not applicable              |
| Non-current Assets Held for Sale and Discontinued Operations             | IFRS-5  | Not applicable              |
| Exploration for and Evaluation of Mineral Resources                      | IFRS-6  | Not applicable              |
| Financial Instruments: Disclosures                                       | IFRS-7  | Applied with some departure |
| Operating Segments   | IFRS-8  | Applied with some departure |
| Financial Instruments  | IFRS-9  | Applied with some departure |
| Consolidated Financial Statements  | IFRS-10 | Applied                     |
| Joint Arrangements   | IFRS-11 | Not applicable              |
| Disclosure of Interests in other Entities                                | IFRS-12 | Applied                     |
| Fair Value Measurement   | IFRS-13 | Applied                     |
| Revenue from Contracts with Customers                                    | IFRS 15 | Applied with some departure |
| Leases   | IFRS-16 | Applied                     |
| Insurance Contracts  | IFRS-17 | Not applicable              |
| Presentation of Financial Statements                                     | IAS-1   | Applied with some departure |
| Inventories  | IAS-2   | Applied                     |
| Statement of Cash Flows  | IAS-7   | Applied with some departure |
| Accounting Policies, Changes in Accounting Estimates and Errors          | IAS-8   | Applied                     |
| Events after the Reporting Period  | IAS-10  | Applied                     |
| Construction Contracts   | IAS-11  | Not Applicable              |
| Income Taxes   | IAS-12  | Applied                     |
| Property, Plant and Equipment  | IAS-16  | Applied                     |
| Leases   | IAS-17  | Applied                     |
| Employee Benefits  | IAS-19  | Applied                     |
| Accounting for Government Grants and Disclosure of Government Assistance | IAS-20  | Not Applicable              |
| The Effects of Changes in Foreign Exchange Rates                         | IAS-21  | Applied                     |
| Borrowing Costs  | IAS-23  | Applied                     |
| Related Party Disclosures  | IAS-24  | Applied                     |
| Accounting and Reporting by Retirement Benefit Plans                     | IAS-26  | Not Applicable              |
| Separate Financial Statements  | IAS-27  | Applied                     |
| Investments in Associates & Joint venture                                | IAS-28  | Not Applicable              |
| Interests in Joint Ventures  | IAS-31  | Not Applicable              |
| Financial Instruments: Presentation                                      | IAS-32  | Applied with some departure |
| Earnings per Share   | IAS-33  | Applied                     |
| Interim Financial Reporting  | IAS-34  | Applied                     |
| Impairment of Assets   | IAS-36  | Applied                     |
| Provisions, Contingent Liabilities and Contingent Assets                 | IAS-37  | Applied with some departure |
| Intangible Assets  | IAS-38  | Applied with some departure |
| Financial Instruments: Recognition and Measurement                       | IAS-39  | Not Applicable              |
| Investment property  | IAS-40  | Not Applicable              |
| Agriculture  | IAS-41  | Not Applicable              |

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Deputy Director  
Bangladesh Securities and Exchange Commission

  
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Head Office, Dhaka

  
Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
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Managing Director & CEO  
ICR Investment Limited

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Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

|               |   | Amount in Taka        |                       |
|---------------|---|-----------------------|-----------------------|
|               |   | June 2021             | Dec 2020              |
| <b>4</b>      | <b>Cash</b>   |                       |                       |
|               | Cash in hand (Note - 4.1)   | 2,157,623,429         | 1,908,926,608         |
|               | Balance with Bangladesh Bank and its agent bank(s) (Note - 4.2)                 | 29,708,774,665        | 32,378,323,428        |
|               |   | <b>31,866,398,094</b> | <b>34,287,250,036</b> |
| <b>4(a)</b>   | <b>Consolidated Cash and Balance With Bangladesh Bank and its agent Bank(s)</b> |                       |                       |
|               | <b>In Bangladesh</b>  |                       |                       |
|               | Premier Bank Limited (Note - 4)   | 31,866,398,094        | 34,287,250,036        |
|               | Premier Bank Securities Limited (Note - 4.1(a))                                 | 243,131               | 45,438                |
|               |   | <b>31,866,641,225</b> | <b>34,287,295,474</b> |
| <b>4.1</b>    | <b>Cash in hand</b>   |                       |                       |
|               | In local currency   | 2,087,282,270         | 1,846,077,868         |
|               | In foreign currency   | 70,341,159            | 67,848,745            |
|               |   | <b>2,157,623,429</b>  | <b>1,908,926,608</b>  |
| <b>4.1(a)</b> | <b>Consolidated Cash in hand</b>  |                       |                       |
|               | <b>In Bangladesh</b>  |                       |                       |
|               | Premier Bank Limited (Note - 4.1)   | 2,157,623,429         | 1,908,926,608         |
|               | Premier Bank Securities Limited   | 243,131               | 45,438                |
|               |   | <b>2,157,866,560</b>  | <b>1,908,972,046</b>  |
| <b>4.2</b>    | <b>Balance with Bangladesh Bank and its agent bank(s)</b>                       |                       |                       |
|               | <b>Balance with Bangladesh Bank</b>   |                       |                       |
|               | In local currency   | 28,828,761,116        | 30,576,057,937        |
|               | In foreign currency   | 473,569,898           | 1,211,848,710         |
|               |   | <b>29,302,731,014</b> | <b>31,787,906,647</b> |
|               | Scotiabank(as an agent bank of Bangladesh Bank)-local currency                  | 406,043,651           | 590,416,781           |
|               |   | <b>29,708,774,665</b> | <b>32,378,323,428</b> |

**4.3 Statutory deposits**

**Cash reserve requirement (CRR) and statutory liquidity ratio (SLR)**

Cash reserve requirement and statutory liquidity ratio have been calculated and maintained in accordance with section 33 of Bank Companies Act 1991 (amended up to 2018) and MPD Circular No.02 dated December 10, 2013 & MPD Circular no.03 dated 09 April 2020.

Cash reserve requirement required on the Bank's time and demand liabilities at the rate of 3.5% daily and 4% bi-weekly has been calculated and maintained with Bangladesh Bank in current account (Taka) and 13% for conventional Banking & 5.50% for Islamic Banking statutory liquidity ratio on the same liabilities is also maintained in the form of treasury bills and bonds including balance with Bangladesh Bank. Both the reserves maintained by the Bank are in excess of the statutory requirements, as shown below:

**For Conventional Banking**

**(a) Cash reserve requirement/ratio (Daily 3.5%)**

|                                    |                       |                       |
|------------------------------------|-----------------------|-----------------------|
| Required reserve                   | 7,812,527,000         | 7,705,876,000         |
| Actual reserve maintained (13.08%) | 29,202,119,088        | 30,707,374,880        |
| Surplus / (Deficit)                | <b>21,389,592,088</b> | <b>23,001,498,880</b> |

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Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

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Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

|   | Amount in Taka       |                      |
|---|----------------------|----------------------|
|   | June 2021            | Dec 2020             |
| (b) Statutory liquidity reserve (13%)                                 |                      |                      |
| Required reserve  | 29,649,525,000       | 28,621,826,000       |
| Actual reserve maintained (23.95%)                                    | 53,515,162,050       | 56,483,010,730       |
| Surplus / (Deficit)   | 24,465,637,050       | 27,861,184,730       |
| <b>For Islamic Banking</b>  |                      |                      |
| (a) Cash reserve requirement/ratio (Daily 3.5%)                       |                      |                      |
| Required reserve  | 338,263,000          | 344,519,000          |
| Actual reserve maintained (5.01%)                                     | 484,494,503          | 477,883,632          |
| Surplus / (Deficit)   | 146,231,508          | 133,364,632          |
| (b) Statutory liquidity reserve (5.50%)                               |                      |                      |
| Required reserve  | 531,557,000          | 541,386,000          |
| Actual reserve maintained (10.22%)                                    | 987,496,310          | 1,511,901,510        |
| Surplus / (Deficit)   | 455,939,310          | 970,515,510          |
| 5 Balance with other banks and financial institutions                 |                      |                      |
| In Bangladesh (Note - 5.1)  | 516,176,192          | 2,091,359,593        |
| Outside Bangladesh (Note - 5.2)                                       | 1,580,655,242        | 1,902,360,844        |
|   | <u>2,096,831,434</u> | <u>3,993,720,437</u> |
| 5(a) Consolidated balance with other banks and financial institutions |                      |                      |
| In Bangladesh   |                      |                      |
| Premier Bank Limited (Note - 5.1)                                     | 516,176,192          | 2,091,359,593        |
| Premier Bank Securities Limited                                       | 364,850,433          | 546,911,834          |
|   | 881,026,625          | 2,638,271,427        |
| Less: Inter Company transaction                                       | 301,625,303          | 201,772,879          |
|   | <u>579,401,322</u>   | <u>2,436,498,548</u> |
| Outside Bangladesh  |                      |                      |
| Premier Bank Limited (Note - 5.2)                                     | 1,580,655,242        | 1,902,360,844        |
| Premier Bank Securities Limited                                       | -                    | -                    |
|   | <u>1,580,655,242</u> | <u>1,902,360,844</u> |
|   | <u>2,160,056,564</u> | <u>4,338,859,392</u> |
| 5.(aa) Account type-wise  |                      |                      |
| Current account   | 115,706,322          | 51,363,654           |
| STD account   | 469,870              | 2,295,939            |
| Fixed deposit   | 490,000,000          | 2,037,700,000        |
|   | <u>516,176,192</u>   | <u>2,091,359,593</u> |
| 5.1 In Bangladesh   |                      |                      |
| Janata Bank Limited   | 91,315               | 91,315               |
| Standard Chartered Bank   | 115,587,543          | 51,244,875           |
| National Bank Limited   | 201,229              | 197,612              |
| Islami Bank Bangladesh Limited  | 27,464               | 27,464               |
| Rupali Bank Limited   | 34,991               | 38,681               |
| Agrani Bank Limited   | 233,650              | 2,059,645            |
| Bank Al-Falah   | -                    | 300,000,000          |
| NCC Bank Limited  | -                    | 737,700,000          |
| Social Islami Bank Limited  | -                    | 1,000,000,000        |
| Jamuna Bank Limited   | 400,000,000          | -                    |
|   | <u>516,176,192</u>   | <u>2,091,359,593</u> |

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Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited



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Tanzim Alamgir  
Managing Director & CEO  
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Deputy Director  
Bangladesh Securities and Exchange Commission

5.2 Outside Bangladesh

Mashreq Bank PSC, New York, USA  
Standard Chartered Bank, New York, USA  
Commerz Bank AG, Frankfurt, Germany (EURO)  
Bank of China Limited, Shanghai  
Bank of Ceylon, Colombo, Sri Lanka  
Standard Chartered Bank, Mumbai, India  
United Bank Ltd, Karachi, Pakistan  
State Bank of India, Mumbai, India  
ICICI Bank Limited, Mumbai, India  
Himalayan Bank Limited, Kathmandu, Nepal  
Commerz Bank AG, Frankfurt, Germany (USD)  
Westpac Banking Corporation, Sydney  
MUFG Bank Limited, Tokyo  
Habib Bank AG Zurich Switzerland  
The National Commercial Bank, Jeddah, KSA  
AB Bank Limited, Mumbai, India  
Bank Al Jazira, Jeddah, KSA  
Habib American Bank, New York, USA  
Mashreq Bank PSC, Mumbai, India  
UBI Banca  
Riyad Bank, Riyadh, KSA  
Danske Bank A/S Stockholm (SEK)  
Danske Bank A/S Copenhagen (DKK)  
Danske Bank A/S Trondheim (NOK)  
Standard Chartered Bank, London, United Kingdom  
United Bank Of India  
Commerz Bank CHF  
Off-shore Banking Unit

| Amount in Taka |          |
|----------------|----------|
| June 2021      | Dec 2020 |

|               |               |
|---------------|---------------|
| 3,910,045     | 42,347,083    |
| 499,493,337   | 155,521,192   |
| 146,531,836   | 173,342,207   |
| 4,739,300     | 27,003,062    |
| 6,657,346     | 3,945,784     |
| 52,959,198    | 28,777,099    |
| 7,704,107     | 3,899,089     |
| 2,010,871     | 2,610,871     |
| 23,893,756    | 15,655,103    |
| 1,436,587     | 4,737,955     |
| 32,409,770    | 55,916,017    |
| -             | -             |
| 164,829,665   | 59,210,675    |
| -             | -             |
| 4,380,047     | 4,300,911     |
| 20,214,012    | 9,510,293     |
| 139,769,876   | 124,189,074   |
| 6,838,494     | 243,054,017   |
| 87,741,729    | 20,513,548    |
| -             | 68,018,686    |
| 85,808,867    | 86,380,189    |
| -             | 6,226,816     |
| -             | 19,972,047    |
| 8,217,147     | 7,381,996     |
| 74,756,397    | 160,991,676   |
| 31,165,141    | 15,892,361.00 |
| 15,360,893    | -             |
| 8,038,471,812 | 5,271,230,770 |
| 9,460,322,234 | 6,610,428,521 |
| 7,879,666,992 | 4,708,067,677 |
| 1,580,655,242 | 1,902,360,844 |

Less: Inter Company Transaction

5.3 Maturity grouping of balance with other banks and financial institutions

Repayable on demand  
Not more than 3 months  
More than 3 months but not more than 1 year  
More than 1 year but not more than 5 years  
More than 5 years

|               |               |
|---------------|---------------|
| 922,309,000   | 3,403,320,437 |
| 1,174,531,434 | 590,400,000   |
| -             | -             |
| -             | -             |
| -             | -             |
| 2,096,831,434 | 3,993,720,437 |

5.3(a) Consolidated maturity grouping of Balance with other banks

Repayable on demand  
Not more than 3 months  
More than 3 months but not more than 1 year  
More than 1 year but not more than 5 years  
More than 5 years

|               |               |
|---------------|---------------|
| 985,525,130   | 3,748,499,392 |
| 1,174,531,434 | 590,400,000   |
| -             | -             |
| -             | -             |
| -             | -             |
| 2,160,056,564 | 4,338,899,392 |

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|  | Amount in Taka |                |
|--|----------------|----------------|
|  | June 2021      | Dec 2020       |
| <b>6 Money at call and short notice</b>        |                |                |
| Call money                                     |                |                |
| With Banking companies (Note 6.1)              | -              | 290,000,000    |
| With Non-banking financial institutions        | -              | -              |
|  | -              | 290,000,000    |
| <b>6.1 Call Money- with Banking companies:</b> |                |                |
| NCC Bank Limited                               | -              | -              |
| Janana Bank Limited                            | -              | -              |
| One Bank Limited                               | -              | -              |
| Bank Al-Falah                                  | -              | 290,000,000    |
|  | -              | 290,000,000    |
| <b>7 Investments</b>                           |                |                |
| Government (Note - 7.1)                        | 31,570,421,582 | 33,512,417,145 |
| Others (Note - 7.2)                            | 6,522,090,678  | 6,508,657,972  |
|  | 38,092,512,260 | 40,021,075,117 |
| <b>7(a) Consolidated Investment</b>            |                |                |
| Premier Bank Limited (Note - 7)                | 38,092,512,260 | 40,021,075,117 |
| Premier Bank Securities Limited                | 872,562,145    | 772,134,154    |
|  | 38,915,074,405 | 40,793,209,271 |
| Less: Intercompany adjustment                  | -              | -              |
|  | 38,915,074,405 | 40,793,209,271 |
| <b>7.1 Government</b>                          |                |                |
| Treasury bills (Note - 7.1.1)                  | -              | -              |
| Treasury bonds (Note - 7.1.1.1)                | 31,568,781,682 | 33,510,781,345 |
| Reverse Repo                                   | -              | -              |
| Prize bonds                                    | 1,639,900      | 1,635,800      |
|  | 31,570,421,582 | 33,512,417,145 |
| <b>7.1.1 Treasury bills</b>                    |                |                |
| 91 day Treasury bills                          | -              | -              |
| 182 day Treasury bills                         | -              | -              |
| 364 day Treasury bills                         | -              | -              |
| 30 day Bangladesh Bank bills                   | -              | -              |
|  | -              | -              |
| <b>7.1.1.1 Treasury bonds</b>                  |                |                |
| Bangladesh Bank Islamic Investment Bond        | 500,000,000    | 1,400,000,000  |
| Ijarah Sukuk                                   | 311,520,000    | -              |
| 2 years Bangladesh Government Treasury Bonds   | 8,537,127,274  | 9,023,484,774  |
| 5 years Bangladesh Government Treasury Bonds   | 4,600,978,489  | 5,103,556,600  |
| 10 years Bangladesh Government Treasury Bonds  | 7,850,890,375  | 7,984,148,667  |
| 15 years Bangladesh Government Treasury Bonds  | 5,522,131,153  | 5,582,868,328  |
| 20 years Bangladesh Government Treasury Bonds  | 4,211,134,391  | 4,416,722,976  |
|  | 31,568,781,682 | 33,510,781,345 |


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Deputy Director  
Bangladesh Securities and Exchange Commission

|   | Amount in Taka       |                      |
|---|----------------------|----------------------|
|   | June 2021            | Dec 2020             |
| <b>7.2 Others</b>                               |                      |                      |
| In shares and bonds (quoted and unquoted)       |                      |                      |
| <u>Quoted</u>                                   |                      |                      |
| Investment in shares                            | 3,189,858,806        | 3,230,983,267        |
| Capital Market Special Fund                     | 554,557,167          | 500,000,000          |
|   | <u>3,744,415,973</u> | <u>3,730,983,267</u> |
| <u>Unquoted</u>                                 |                      |                      |
| Central Depository Bangladesh Limited           | 3,138,890            | 3,138,890            |
| SWIFT Membership                                | 5,559,065            | 5,559,065            |
| Energy Prima Limited                            | 9,500,000            | 9,500,000            |
| Lanka Bangla Securities Limited                 | 5,000,000            | 5,000,000            |
| Bangladesh Fixed Income Special Purpose Vehicle | 2,500,000,000        | 2,500,000,000        |
| RACE Special Opportunities Unit Fund            | 250,000,000          | 250,000,000          |
| ICB AMCL 2nd NRB                                | 4,476,750            | 4,476,750            |
|   | <u>2,777,674,705</u> | <u>2,777,674,705</u> |
|   | <u>6,522,090,678</u> | <u>6,508,657,972</u> |

Details of investment in share are shown in Annexure - F


|  |                      |                      |
|--|----------------------|----------------------|
| <b>7.2(a) Consolidated Others Investment</b> |                      |                      |
| Premier Bank Limited (Note - 7.2)            | 6,522,090,678        | 6,508,657,972        |
| Premier Bank Securities Limited              | 822,562,145          | 772,134,154          |
|  | <u>7,344,652,823</u> | <u>7,280,792,126</u> |
| Less: Intercompany adjustment                | -                    | -                    |
|  | <u>7,344,652,823</u> | <u>7,280,792,126</u> |

|   |                       |                       |
|---|-----------------------|-----------------------|
| <b>7.3 Investments classified as per Bangladesh Bank circular</b> |                       |                       |
| Held for trading (HFT)  | 508,633,500           | 1,515,827,558         |
| Held to maturity (HTM)  | 30,248,628,182        | 30,594,953,788        |
| Other securities  | 7,335,250,578         | 7,910,293,771         |
|   | <u>38,092,512,260</u> | <u>40,021,075,117</u> |

|   |                       |                       |
|---|-----------------------|-----------------------|
| <b>7.4 Maturity grouping of Investment</b>  |                       |                       |
| Not more than 1 month                       | 2,322,600,000         | 2,802,000,000         |
| Not more than 3 months                      | 1,364,500,000         | 1,312,500,000         |
| More than 3 months but not more than 1 year | 5,146,800,000         | 3,242,800,000         |
| More than 1 year but not more than 5 years  | 12,983,000,000        | 16,158,000,000        |
| More than 5 years                           | 16,275,612,260        | 16,505,775,117        |
|   | <u>38,092,512,260</u> | <u>40,021,075,117</u> |


|  |                        |                        |
|--|------------------------|------------------------|
| <b>7.4(a) Consolidated Maturity grouping of Investment</b> |                        |                        |
| Not more than 1 month                                      | 2,322,600,000          | 2,802,000,000          |
| Not more than 3 months                                     | 1,364,500,000          | 1,312,500,000          |
| More than 3 months but not more than 1 year                | 5,146,800,000          | 3,242,800,000          |
| More than 1 year but not more than 5 years                 | 12,983,000,000         | 16,158,000,000         |
| More than 5 years  | 17,098,174,405         | 17,277,909,271         |
|  | <u>38,915,074,405</u>  | <u>40,793,209,271</u>  |
| <b>8 Loans, advances and lease/investments</b>             | <u>229,508,030,103</u> | <u>213,204,682,073</u> |

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Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

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Sayed Abul Hashem FCA, FCSA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited



  
M. REAZUL KARIM, FCM  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

Manzoor Alamgir  
Managing Director & CEO  
UCB Investment Limited



19 DEC 2021  
Vetted

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

|         |  | Amount in Taka  |                 |
|---------|--|-----------------|-----------------|
|         |  | June 2021       | Dec 2020        |
| 8(a)    | Consolidated Loans, advances and lease/investments                   |                 |                 |
|         | Premier Bank Limited (Note - 8.1.1)                                  | 213,026,263,584 | 199,080,579,759 |
|         | Premier Bank Securities Ltd.   | 3,606,541,914   | 3,390,764,216   |
|         |  | 216,632,805,498 | 202,471,343,975 |
|         | Less: intercompany adjustment  | 1,591,903,686   | 1,379,511,426   |
|         |  | 215,040,901,812 | 201,091,832,549 |
|         | Consolidated bills purchased and discounted                          |                 |                 |
|         | Premier Bank Limited (Note - 8.1.2)                                  | 16,481,766,519  | 14,124,102,314  |
|         | Premier Bank Securities Ltd.   | -               | -               |
|         |  | 16,481,766,519  | 14,124,102,314  |
|         |  | 231,522,668,331 | 215,215,934,863 |
| 8.1     | Breakup of Loans, advances and lease/investments                     |                 |                 |
|         | Loans, cash credits, overdrafts, etc. (Note 8.1.1)                   | 213,026,263,584 | 199,080,579,759 |
|         | Bills purchased and discounted (Note 8.1.2)                          | 16,481,766,519  | 14,124,102,314  |
|         |  | 229,508,030,103 | 213,204,682,073 |
| 8.1.1   | Broad category-wise breakup of Loans, cash credits, overdrafts, etc. |                 |                 |
|         | In Bangladesh  |                 |                 |
|         | Loans  | 147,295,854,424 | 134,519,196,655 |
|         | Overdrafts   | 45,374,572,902  | 46,186,954,135  |
|         | Cash credits   | 18,569,231,990  | 17,165,091,111  |
|         |  | 211,239,659,316 | 197,871,241,901 |
|         | Outside Bangladesh   |                 |                 |
|         | Loans  | -               | -               |
|         | Overdrafts   | -               | -               |
|         | Cash credits   | -               | -               |
|         | Off-shore Banking Units  | 1,786,604,268   | 1,209,337,858   |
|         |  | 1,786,604,268   | 1,209,337,858   |
|         |  | 213,026,263,584 | 199,080,579,759 |
| 8.1.1.1 | Maturity grouping Loans, cash credits, overdrafts, etc.              |                 |                 |
|         | Repayable on demand  | 46,813,963,735  | 40,982,600,000  |
|         | Not more than 3 months   | 35,575,091,743  | 32,430,700,000  |
|         | More than 3 months but not more than 1 year                          | 28,585,794,547  | 41,648,584,047  |
|         | More than 1 year but not more than 5 years                           | 62,267,366,322  | 45,576,197,856  |
|         | More than 5 years  | 39,784,047,237  | 38,442,497,856  |
|         |  | 213,026,263,584 | 199,080,579,759 |
| 8.1.2   | Bills purchased and discounted                                       |                 |                 |
|         | In Bangladesh  | 2,786,633,654   | 2,341,666,145   |
|         | Outside Bangladesh   | 7,137,265,650   | 7,998,444,833   |
|         | Off-shore Banking Units  | 6,557,867,215   | 3,783,991,336   |
|         |  | 16,481,766,519  | 14,124,102,314  |

07 DEC 2021


Muhammed Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited



M. REAZUL KARIM, FCOMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

  
Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

|  | Amount in Taka        |                       |
|--|-----------------------|-----------------------|
|  | June 2021             | Dec 2020              |
| <b>8.1.2.1 Maturity grouping of bills purchased &amp; discounted</b> |                       |                       |
| Payable within 1 month   | 2,426,687,909         | 2,400,219,357         |
| Over 1 month but below 3 months                                      | 4,131,259,901         | 4,034,848,241         |
| Over 3 months but below 6 months                                     | 2,490,200,881         | 2,163,835,359         |
| 6 months or over   | 7,433,617,828         | 5,525,199,357         |
|  | <b>16,481,766,519</b> | <b>14,124,102,314</b> |

|   |                        |                        |
|---|------------------------|------------------------|
| <b>8.1.3(a) Consolidated Maturity grouping of Loans, advances and lease/investments</b> |                        |                        |
| Repayable on demand   | 51,255,289,872         | 45,394,077,147         |
| Not more than 3 months  | 39,706,351,644         | 36,465,548,241         |
| More than 3 months but not more than 1 year   | 38,509,613,256         | 49,337,618,763         |
| More than 1 year but not more than 5 years  | 62,267,366,322         | 45,576,197,856         |
| More than 5 years   | 39,784,047,237         | 38,442,497,856         |
|   | <b>231,522,668,331</b> | <b>215,215,934,863</b> |

|   |             |             |
|---|-------------|-------------|
| <b>8.2 Industry wise concentration of Loans &amp; Advances including bills purchased &amp; discounted</b> |             |             |
| Advances to allied concerns of directors  | 275,374,427 | 297,227,274 |
| Advances to chief executives and senior executives  | 43,964,402  | 54,429,770  |


|   |                        |                        |
|---|------------------------|------------------------|
| <b>Loans &amp; Advances to industries</b> |                        |                        |
| Textile & RMG industries                  | 64,617,700,063         | 52,852,262,751         |
| Cement and ceramic industries             | 2,790,209,806          | 2,310,536,523          |
| Food and allied industries                | 6,607,005,720          | 4,977,979,198          |
| Transport and communication industries    | 1,584,441,773          | 1,656,122,407          |
| Iron and steel industries                 | 5,359,796,879          | 4,795,674,995          |
| Other industries                          | 52,765,949,053         | 51,900,346,972         |
|   | <b>133,725,103,294</b> | <b>118,492,922,846</b> |

|  |                        |                        |
|--|------------------------|------------------------|
| <b>Loans &amp; Advances to other customer groups</b> |                        |                        |
| Commercial lending                                   | 38,682,279,964         | 34,350,592,315         |
| Export financing                                     | 8,744,486,129          | 8,714,474,601          |
| House building                                       | 4,780,113,065          | 8,534,139,528          |
| Consumer credit                                      | 6,792,564,579          | 7,613,952,396          |
| Small and medium enterprises                         | 24,780,061,652         | 24,010,423,414         |
| Other staff loan                                     | 245,056,259            | 232,016,843            |
| Other customers                                      | 11,439,026,332         | 10,904,503,086         |
|  | <b>95,463,587,980</b>  | <b>94,360,102,183</b>  |
|  | <b>229,508,030,103</b> | <b>213,204,682,073</b> |

|  |             |             |
|--|-------------|-------------|
| <b>8.2 (a) Consolidated Industry wise concentration of Loans &amp; Advances including bills purchased &amp; discounted</b> |             |             |
| Advances to allied concerns of directors   | 275,374,427 | 297,227,274 |
| Advances to chief executives and senior executives   | 43,964,402  | 54,429,770  |

|   |                        |                        |
|---|------------------------|------------------------|
| <b>Loans &amp; Advances to industries</b> |                        |                        |
| Textile & RMG Industries                  | 64,617,700,063         | 52,852,262,751         |
| Cement and ceramic industries             | 2,790,209,806          | 2,310,536,523          |
| Food and allied industries                | 6,607,005,720          | 4,977,979,198          |
| Transport and communication industries    | 1,584,441,773          | 2,287,153,152          |
| Iron and steel industries                 | 5,359,796,879          | 4,795,674,995          |
| Other industries                          | 52,765,949,053         | 51,741,360,689         |
|   | <b>133,725,103,294</b> | <b>118,564,967,308</b> |

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Monirul Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

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Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited



  
M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

  
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

  
Md Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

Loans & Advances to other customer groups  
Commercial lending  
Export financing  
House building  
Consumer credit  
Small and medium enterprises  
Other staff loan  
Other customers

| Amount in Taka  |                 |
|-----------------|-----------------|
| June 2021       | Dec 2020        |
| 38,682,279,964  | 34,350,592,315  |
| 8,744,485,129   | 8,714,474,601   |
| 4,780,113,065   | 8,534,139,528   |
| 6,792,564,579   | 7,613,952,396   |
| 24,780,051,652  | 24,010,423,414  |
| 245,055,259     | 232,016,843     |
| 13,453,654,560  | 12,443,711,414  |
| 97,478,226,208  | 95,899,310,511  |
| 231,522,668,331 | 215,215,934,863 |

8.3 Geographical location-wise (division) distribution of Loans, advances and lease/investments

In Bangladesh

Urban

Dhaka Division  
Chittagong Division  
Khulna Division  
Sylhet Division  
Rajshahi Division  
Barisal Division  
Rangpur Division  
Mymensingh Division

|                 |                 |
|-----------------|-----------------|
| 190,261,208,716 | 176,263,506,990 |
| 15,642,566,628  | 19,830,590,134  |
| 1,754,933,355   | 1,735,248,990   |
| 849,942,147     | 1,365,522,511   |
| 3,733,936,173   | 2,172,602,142   |
| 434,432,452     | 556,652,894     |
| 832,303,055     | 452,804,961     |
| 592,891,853     | 525,160,023     |
| 214,102,184,379 | 202,902,088,645 |

Rural

Dhaka Division  
Chittagong Division  
Rajshahi Division  
Khulna Division  
Mymensingh Division

|                 |                 |
|-----------------|-----------------|
| 12,550,312,104  | 7,582,933,696   |
| 2,356,843,999   | 2,197,781,673   |
| 44,472,767      | 41,634,387      |
| 13,696,760      | 18,737,152      |
| 440,520,094     | 461,506,520     |
| 15,405,845,724  | 10,302,593,428  |
| 229,508,030,103 | 213,204,682,073 |

8.3 (a) Consolidated Geographical location-wise (division) distribution of Loans, advances and lease/investments

In Bangladesh

Urban

Dhaka Division  
Chittagong Division  
Khulna Division  
Sylhet Division  
Rajshahi Division  
Barisal Division  
Rangpur Division  
Mymensingh Division

|                 |                 |
|-----------------|-----------------|
| 192,275,846,944 | 178,274,759,780 |
| 15,642,566,628  | 19,830,590,134  |
| 1,754,933,355   | 1,735,248,990   |
| 849,942,147     | 1,365,522,511   |
| 3,733,936,173   | 2,172,602,142   |
| 434,432,452     | 556,652,894     |
| 832,303,055     | 452,804,961     |
| 592,891,853     | 525,160,023     |
| 216,116,822,607 | 204,913,341,435 |


Rural

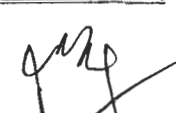
Dhaka Division  
Chittagong Division  
Rajshahi Division  
Khulna Division  
Mymensingh Division

|                 |                 |
|-----------------|-----------------|
| 12,550,312,104  | 7,582,933,696   |
| 2,356,843,999   | 2,197,781,673   |
| 44,472,767      | 41,634,387      |
| 13,696,760      | 18,737,152      |
| 440,520,094     | 461,506,520     |
| 15,405,845,724  | 10,302,593,428  |
| 231,522,668,331 | 215,215,934,863 |

07 DEC 2021

  
Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

  
Sayed Abul Hashem FCA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

  
M. REAZUL KARIM, FCS  
Managing Director & CEO  
The Premier Bank Ltd  
Head Office, Banani  
Dhaka-1213

Janzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

19 DEC 2021

Vetted

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

| Amount in Taka |          |
|----------------|----------|
| June 2021      | Dec 2020 |

## 8.5 Particulars of required provision for Loans, advances and lease/investments

| Unclassified                       | Base for provision | Rate (%)    |               |               |
|------------------------------------|--------------------|-------------|---------------|---------------|
| Standard                           | 217,141,161,399    | (*) Various | 1,757,119,077 | 1,639,530,533 |
| Special mentioned account          | 4,757,467,659      | (*) Various | 1,316,720,405 | 1,317,502,932 |
| Special General Provision-Covid-19 | 25,338,625,210     | 1           | 251,986,252   | 253,986,252   |
| Sub-total (A)                      |                    |             | 3,327,825,734 | 3,210,019,717 |

(\*) General provision is kept @ 2% on loan for professional, 1% on housing loan, 2% on consumer financing and 2% on Brokerage House, 0.75% on cottage, micro small and medium enterprise (MSME) sector (both standard and SMA category) and at the rate of 1% on all other unclassified loans and advances.

| Status  | Base for provision | Rate(%) |               |               |
|---|--------------------|---------|---------------|---------------|
| Substandard   | 204,850,381        | 20/5    | 17,118,350    | 15,234,148    |
| Doubtful  | 126,621,128        | 50/20   | 43,877,633    | 31,773,572    |
| Bad/loss  | 2,346,911,609      | 100     | 2,346,911,609 | 2,008,277,410 |
| Unclassified loan (stay order-Additional Provision) |                    |         | 875,562,967   | 875,552,567   |
| Sub-total (B)                                       |                    |         | 3,289,470,559 | 2,930,848,097 |
| Required provision for loans and advances (C=A+B)   |                    |         | 6,617,296,293 | 6,140,867,814 |

Specific provision is kept on substandard loans @ 5% for short term agro credit & micro credit and SME loans and 20% for rest amount, on doubtful loans @ 5% for short term agro credit & micro credit, 20% for SME loans and 50% for rest amount; on all bad/loss loans @ 100%.

## 8.6 Particulars of Loans, advances and lease/investments

|        |  |                 |                 |
|--------|--|-----------------|-----------------|
| (i)    | Loans considered good in respect of which the Bank is fully secured;   | 128,917,583,076 | 115,492,508,357 |
| (ii)   | Loans considered good against which the Bank holds no security other than the debtors' personal security;  | 45,512,380,912  | 43,160,648,835  |
| (iii)  | Loans considered good secured by the personal undertaking of one or more parties in addition to the personal security of the debtors.  | 55,078,066,113  | 54,551,524,881  |
| (iv)   | Loans adversely classified but provision not maintained there against;   | -               | -               |
|        |  | 229,508,030,103 | 213,204,682,073 |
| (v)    | Loans due by directors or officers of the Bank or any of them either separately or jointly with any other persons;   | 871,995,011     | 893,847,858     |
| (vi)   | Loans due from companies or firms in which the directors of the Bank are interested as directors, partners or managing agents or in case of private companies, as members;   | 275,374,427     | 297,227,274     |
| (vii)  | Maximum total amount of advances, including temporary advances made any time during the year to directors or managers or officers of the Bank or any of them either separately or jointly with any other persons;                                      | 871,995,011     | 893,847,858     |
| (viii) | Maximum total amount of advances, including temporary advances granted during the year to companies or firms in which the directors of the Bank are interested as directors, partners or managing agents or, in case of private companies, as members; | 275,374,427     | 297,227,274     |
| (ix)   | Due from banking companies;  | -               | -               |
| (x)    | Amount of classified loans on which interest has not been charged  | 5,524,705,133   | 5,357,210,763   |
| (a)    | Increase/decrease of provision (specific)  |                 |                 |
|        | Amount of loan written off   | -               | 211,279,780     |
|        | Amount realised against loan previously written off  | 3,184,806       | 50,063,077      |
| (b)    | Provision kept against loans classified as bad/loss  | 4,524,506,651   | 4,521,727,283   |
| (c)    | Interest charged in interest suspense account  | 2,358,365,453   | 2,299,946,189   |
| (xi)   | Written off loan   |                 |                 |
|        | Opening balance  | 3,098,108,595   | 2,886,828,615   |
|        | During the year  | -               | 211,279,780     |
|        | Closing balance  | 3,098,108,595   | 3,098,108,595   |

07 DEC 2021

Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

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Sayed Abul Hashem FCA/FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited



M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1218

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

| Amount in Taka |          |
|----------------|----------|
| June 2021      | Dec 2020 |

8.4 Classification of Loans, advances and lease/investments

Unclassified

Standard (Including staff loans)  
Special mention account

|                        |                        |
|------------------------|------------------------|
| 217,711,241,855        | 202,316,910,545        |
| 6,272,083,115          | 5,530,560,767          |
| <b>223,983,324,970</b> | <b>207,847,471,312</b> |

Classified

Substandard  
Doubtful  
Bad/Loss

|                        |                        |
|------------------------|------------------------|
| 445,606,408            | 585,166,393            |
| 353,111,433            | 471,274,999            |
| 4,725,987,292          | 4,300,769,372          |
| 5,524,705,133          | 5,357,210,761          |
| <b>229,508,030,103</b> | <b>213,204,682,073</b> |

8.4 (a) Consolidated Classification of Loans, advances and lease/investments

Unclassified

Standard (including staff loans)  
Special mention account

|                        |                        |
|------------------------|------------------------|
| 219,725,880,083        | 204,328,163,335        |
| 6,272,083,115          | 5,530,560,767          |
| <b>225,997,963,198</b> | <b>209,858,724,102</b> |

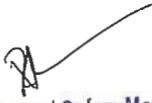
Classified

Substandard  
Doubtful  
Bad/Loss

|                        |                        |
|------------------------|------------------------|
| 445,606,408            | 585,166,393            |
| 353,111,433            | 471,274,999            |
| 4,725,987,292          | 4,300,769,372          |
| 5,524,705,133          | 5,357,210,761          |
| <b>231,522,668,331</b> | <b>215,215,934,863</b> |


19 DEC 2021

**Vetted**

  
Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

07 DEC 2021

  
Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

  
Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

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M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Bahani  
Dhaka-1213

  
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

1.9 DEC 2021

**Vetted**

✓  
Syed Muhammad Golam Mowla  
Deputy Director

Bangladesh Securities and Exchange Commission

|   | Amount in Taka         |                        |
|---|------------------------|------------------------|
|   | June 2021              | Dec 2020               |
| <b>8.7</b> Details of pledged collaterals received against loans, advances and lease/investments                  |                        |                        |
| Collateral of movable/immovable assets  | 118,692,149,984        | 105,533,437,477        |
| Local banks and financial institutions guarantee  | 15,078,066,113         | 14,551,524,881         |
| Government guarantee  | -                      | -                      |
| Foreign Banks guarantee   | -                      | -                      |
| Export documents  | 12,057,015,000         | 12,041,649,589         |
| Fixed deposit receipts  | 10,225,433,094         | 9,959,070,880          |
| Personal guarantee  | 73,455,366,912         | 71,118,999,246         |
|   | <b>229,508,030,103</b> | <b>213,204,667,073</b> |
| <b>8.7(a)</b> Consolidated details of pledged collateral's received against Loans, advances and lease/investments |                        |                        |
| Collateral of movable/immovable assets  | 120,706,788,717        | 107,544,090,267        |
| Local banks and financial institutions guarantee  | 15,078,066,113         | 14,551,524,881         |
| Government guarantee  | -                      | -                      |
| Foreign Banks guarantee   | -                      | -                      |
| Export documents  | 12,057,015,000         | 12,041,649,589         |
| Fixed deposit receipts  | 10,225,433,094         | 9,959,070,880          |
| Personal guarantee  | 73,455,366,912         | 71,118,999,246         |
|   | <b>231,522,668,331</b> | <b>215,215,834,863</b> |
| <b>9</b> Fixed assets including premises, furniture and fixtures  | <b>3,483,102,263</b>   | <b>3,201,151,684</b>   |
| Details are shown in Annexure - B.  |                        |                        |
| <b>9.1</b> Fixed assets including premises, furniture & fixture at cost   |                        |                        |
| Cost  |                        |                        |
| Land and Building   | 1,786,103,674          | 1,383,543,311          |
| Furniture and fixtures  | 1,552,948,733          | 1,506,547,624          |
| Equipment and computers   | 1,354,287,849          | 1,289,519,153          |
| Vehicles  | 99,612,164             | 99,612,164             |
| Right of Use Assets   | 1,351,067,238          | 1,351,067,238          |
|   | <b>6,144,019,658</b>   | <b>5,630,289,490</b>   |
| Less: Accumulated depreciation (details are in Annexure - B)  | (2,660,917,395)        | (2,429,137,806)        |
| Net book value at the end of the year   | <b>3,483,102,263</b>   | <b>3,201,151,684</b>   |
| <b>9(a)</b> Consolidated fixed assets including premises, furniture and fixtures                                  |                        |                        |
| Premier Bank Limited (Note - 9)   | 3,483,102,263          | 3,201,151,684          |
| Premier Bank Securities Limited   | 3,056,037              | 3,340,963              |
|   | <b>3,486,158,300</b>   | <b>3,204,492,647</b>   |
| Details are shown in Annexure - A.  |                        |                        |
| <b>10</b> Other assets  |                        |                        |
| Income generating assets  | 2,499,980,000          | 2,499,980,000          |
| Non-income generating assets  | 20,659,737,783         | 18,225,334,065         |
|   | <b>23,159,717,783</b>  | <b>20,725,314,065</b>  |
| <b>10(a)</b> Consolidated other assets  |                        |                        |
| Premier Bank Limited (Note - 10)  | 23,159,717,783         | 20,725,314,065         |
| Premier Bank Securities Limited   | 398,305,575            | 280,740,785            |
|   | <b>23,558,023,358</b>  | <b>21,006,054,850</b>  |
| Less: intercompany adjustment   |                        |                        |
| Premier Bank Securities Ltd.  | 2,499,980,000          | 2,522,911,001          |
|   | <b>21,058,043,358</b>  | <b>18,483,143,849</b>  |

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Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited  
DHAKA

M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

10.1 Breakup of other assets:

Adjusting account  
Advance office rent and maintenance  
Advance Income Tax  
Head office general account  
Investment in share of subsidiary Companies (Note- 10.1.1)  
Stationery, stamps, printing materials, etc.  
Protested bills  
Receivable on Sanchaya Patras (from Bangladesh Bank)  
Security deposits  
Off-shore Banking Units  
Others (Note - 10.1.2)

| Amount in Taka |                |
|----------------|----------------|
| June 2021      | Dec 2020       |
| 4,154,225,299  | 4,203,411,118  |
| 803,507,153    | 739,563,276    |
| 3,526,564,901  | 2,406,975,027  |
| 2,475,171,587  | 2,662,630,305  |
| 2,499,980,000  | 2,499,980,000  |
| 32,956,069     | 38,180,446     |
| 50,433,370     | 50,433,370     |
| 118,762,328    | 68,806,043     |
| 3,042,453      | 3,026,453      |
| 7,745,847      | 7,745,847      |
| 9,493,318,739  | 8,044,262,179  |
| 23,159,717,783 | 29,725,314,065 |

10.1 (a) Consolidated Advance Income Tax

Premier Bank Limited  
Premier Bank Securities Limited

|               |               |
|---------------|---------------|
| 3,526,564,901 | 2,406,975,027 |
| 109,939,157   | 93,637,374    |
| 3,636,564,058 | 2,500,612,401 |

10.1.1 Investment in share of subsidiary Companies

Premier Bank Securities Limited

|               |               |
|---------------|---------------|
| 2,499,980,000 | 2,499,980,000 |
| 2,499,980,000 | 2,499,980,000 |

10.1.2 Others

Sundry debtors  
Prepaid expenses  
Advance against petty cash  
Advance against suits/ cases  
Deferred tax asset (Note-10.1.2.1)  
Advance against proposed branch  
Cash remittance  
Advance payment for remittance  
Advance against margin for bank guarantee  
Advance for card operations  
Advance against postage  
Advance against TA/DA  
Other sundry debtors  
Receivable A/C for POS & ATM  
ADVANCE AGAINST MARGIN FOR PLEDGE/HYPO. ON L/C  
Receivable A/C for POS Settlement  
DB paid without advice

|               |               |
|---------------|---------------|
| 3,487,625,241 | 2,669,889,046 |
| 3,934,465,056 | 3,493,394,709 |
| 1,003,138     | 678,138       |
| 87,114,949    | 78,271,133    |
| 1,613,605,761 | 1,624,147,498 |
| 3,242,524     | 6,552,524     |
| 64,692,000    | 37,850,280    |
| 35,000,000    | 35,000,000    |
| 13,018,520    | 34,591,820    |
| 3,540,063     | 3,540,063     |
| 3,000         | 3,006         |
| 461,200       | 332,809       |
| 58,710,939    | 882,435       |
| 71,688,211    | 59,127,733    |
| 119,305,445   | -             |
| 1,841,701     | -             |
| 1,000         | 1,000         |
| 9,493,318,739 | 8,044,262,179 |

10.1.2.1 Deferred tax asset

(a) Deferred tax asset

Provision for classified loans and advances  
Provision for gratuity  
Total provision  
Tax base of provision  
Total Temporary difference  
Effective tax rate @ 37.5%  
Closing balance of deferred tax asset  
Opening balance of deferred tax asset  
Deferred tax Income

|               |               |
|---------------|---------------|
| 4,524,506,651 | 4,521,727,283 |
| 612,917,626   | 612,917,626   |
| 5,137,424,277 | 5,134,644,909 |
| -             | -             |
| 5,137,424,277 | 5,134,644,909 |
| -             | -             |
| 1,926,534,104 | 1,925,491,841 |
| 1,925,491,841 | 2,164,733,502 |
| 1,042,263     | (239,241,651) |

(b) Deferred tax liability

Opening balance  
add: Provision made during the year  
Closing balance

|             |             |
|-------------|-------------|
| 301,344,343 | 280,922,646 |
| 11,584,000  | 20,421,697  |
| 312,928,343 | 301,344,343 |

Net Deferred tax Income(expense)  
Net deferred tax assets (a-b)

|               |               |
|---------------|---------------|
| (10,541,737)  | (259,663,358) |
| 1,613,605,761 | 1,624,147,498 |

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The Premier Bank Limited  
Head Office Dhaka

Sayed Abul Hashem FCA  
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M. REAZUL KARIM, FOMA  
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Head Office, Banani  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

|   | Amount in Taka |               |
|---|----------------|---------------|
|   | June 2021      | Dec 2020      |
| (c) Deferred tax income included with retained earnings |                |               |
| Opening balance   | 1,784,095,812  | 2,043,759,170 |
| Add: Addition during the year                           | (10,541,737)   | (259,653,358) |
| Closing balance   | 1,773,554,075  | 1,784,095,812 |

Note: Pursuant to BRPD circular No. 11, dated 12 December 2011, the bank/group is restricted from declaring dividend on deferred tax income arising on deferred tax assets from Classified Loans & Advances.

#### 10.2 Head Office General account

Head Office general account represents outstanding inter Branch and Head Office transactions originated before but remaining un-reconciled as at 30 June 2021.

| Aging of outstanding transactions | Number of unresponded entries |        | Number of unresponded entries (Amount in Taka) |             |
|-----------------------------------|-------------------------------|--------|--|-------------|
|                                   | Debit                         | Credit | Debit  | Credit      |
| Up to 3 months                    | 446                           | 325    | 1,721,660,737                                  | 433,699,722 |
| Over 3 months but within 6 months | 116                           | 30     | 288,591,644                                    | 5,555,901   |
| Over 6 months                     | 215                           | 20     | 1,093,217,867                                  | 1,383,819   |
| Total                             | 777                           | 375    | 3,103,469,748                                  | 440,639,442 |

#### 11 Borrowings from other banks, financial institutions and agents

In Bangladesh (Note - 11.1)  
Outside Bangladesh:

|                       |                       |
|-----------------------|-----------------------|
| 35,477,543,199        | 26,466,866,923        |
| -                     | -                     |
| <b>35,477,543,199</b> | <b>26,466,866,923</b> |

#### 11(a) Consolidated Borrowings from other banks, financial institutions and agents

Premier Bank Limited (Note - 11)  
Premier Bank Securities Limited  
Less: Inter Company Transaction

|                       |                       |
|-----------------------|-----------------------|
| 35,477,543,199        | 26,466,866,923        |
| 1,591,903,686         | 1,379,511,426         |
| 37,069,446,885        | 27,846,378,349        |
| 1,591,903,686         | 1,379,511,426         |
| <b>35,477,543,199</b> | <b>26,466,866,923</b> |

#### 11.1 In Bangladesh

Bangladesh Bank (is'amic Bond)  
FC Placement borrowing from other Banks  
Bangladesh Bank (Refinance facility under SME)  
Bangladesh Bank (EDF)  
Bangladesh Bank Refinance Under 10/-TK Account Holder  
Bangladesh Bank (Refinance facility under HE)  
Quard From Bangladesh Bank  
Bangladesh Bank (Refinance facility against salary wages for RMG workers)  
Bangladesh Bank (Refinance facility against working capital for Agricultural sector)  
Bangladesh Bank (Refinance facility against working capital for CMSME sector)  
Bangladesh Bank (Refinance facility against working capital for RMG & large industry)  
Bangladesh Bank (Refinance facility against working capital for Micro Finance)  
SME Foundation  
Bangladesh Bank (Refinance facility under Women Enterprise)

|                       |                       |
|-----------------------|-----------------------|
| 2,000,000,000         | 3,000,000,000         |
| 3,967,975,000         | 422,125,000           |
| 893,541,402           | 681,813,882           |
| 19,739,675,412        | 16,845,642,076        |
| 3,471,250             | 5,801,250             |
| 1,883,411             | 1,987,547             |
| 1,268,714,539         | 526,426,882           |
| 7,751,349,156         | 3,043,091,867         |
| 527,615,000           | 117,600,000           |
| 2,821,440,698         | 1,162,623,588         |
| 1,218,680,000         | 638,700,000           |
| 173,500,000           | 13,500,000            |
| 160,000,000           | -                     |
| 9,697,331             | 7,554,831             |
| <b>35,477,543,199</b> | <b>26,466,866,923</b> |

#### 11.2 Analysis by security

Secured  
Unsecured

|                       |                       |
|-----------------------|-----------------------|
| 35,477,543,199        | 26,466,866,923        |
| -                     | -                     |
| <b>35,477,543,199</b> | <b>26,466,866,923</b> |

#### 11.3 Repayment pattern

Repayable on demand  
Repayable on maturity

|                       |                       |
|-----------------------|-----------------------|
| -                     | -                     |
| 35,477,543,199        | 26,466,866,923        |
| <b>35,477,543,199</b> | <b>26,466,866,923</b> |

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Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



| Amount: in Taka |                |
|-----------------|----------------|
| June 2021       | Dec 2020       |
| 10,000,000,000  | 10,000,000,000 |

17 Non-convertible Subordinated Bond

17.1 Premier Bank Non-convertible Subordinated Bond (2nd Issue)(Tranche-1)

|                                     |                      |                      |
|-------------------------------------|----------------------|----------------------|
| Sonali Bank Limited                 | 300,000,000          | 300,000,000          |
| Bank Asia Limited                   | 200,000,000          | 200,000,000          |
| First Bangladesh Fixed Income Fund  | 100,000,000          | 100,000,000          |
| PHP First Mutual Fund               | 100,000,000          | 100,000,000          |
| AB Bank 1st Mutual Fund             | 100,000,000          | 100,000,000          |
| Multi Securities & Services Limited | 200,000,000          | 200,000,000          |
|                                     | <b>1,000,000,000</b> | <b>1,000,000,000</b> |

Premier Bank Non-convertible Subordinated Bond (2nd Issue)(Tranche-2)

|                              |                      |                      |
|------------------------------|----------------------|----------------------|
| IFIC Bank 1st Mutual Fund    | 10,000,000           | 10,000,000           |
| 1st Janata Bank Mutual Fund  | 50,000,000           | 50,000,000           |
| Popular Life 1st Mutual Fund | 80,000,000           | 80,000,000           |
| PHP 1st Mutual Fund          | 10,000,000           | 10,000,000           |
| EBL NRB Mutual Fund          | 50,000,000           | 50,000,000           |
| Bank Asia Limited            | 300,000,000          | 300,000,000          |
| Sonali Bank Limited          | 500,000,000          | 500,000,000          |
|                              | <b>1,000,000,000</b> | <b>1,000,000,000</b> |

Premier Bank Non-convertible Subordinated Bond (3rd Issue)(Tranche-1)

|                                     |                      |                      |
|-------------------------------------|----------------------|----------------------|
| Trust Bank 1st Mutual Fund          | 100,000,000          | 100,000,000          |
| IFIC Bank 1st Mutual Fund           | 150,000,000          | 150,000,000          |
| 1st Janata Mutual Fund              | 150,000,000          | 150,000,000          |
| PHP 1st Mutual Fund                 | 40,000,000           | 40,000,000           |
| Popular Life 1st Mutual Fund        | 540,000,000          | 540,000,000          |
| EBL NRB Mutual Fund                 | 170,000,000          | 170,000,000          |
| AB Bank 1st Mutual Fund             | 170,000,000          | 170,000,000          |
| First Bangladesh Fixed Income Fund  | 130,000,000          | 130,000,000          |
| EXIM Bank 1st Mutual Fund           | 30,000,000           | 30,000,000           |
| EBL 1st Mutual Fund                 | 90,000,000           | 90,000,000           |
| Multi Securities & Services Limited | 430,000,000          | 430,000,000          |
|                                     | <b>2,000,000,000</b> | <b>2,000,000,000</b> |

Premier Bank Non-convertible Subordinated Bond (3rd Issue)(Tranche-2)

|                                     |                      |                      |
|-------------------------------------|----------------------|----------------------|
| Agrani Bank Limited                 | 200,000,000          | 200,000,000          |
| First Bangladesh Fixed Income Fund  | 370,000,000          | 370,000,000          |
| 1st Janata Mutual Fund              | 150,000,000          | 150,000,000          |
| AB Bank 1st Mutual Fund             | 70,000,000           | 70,000,000           |
| PHP 1st Mutual Fund                 | 140,000,000          | 140,000,000          |
| IFIC Bank 1st Mutual Fund           | 50,000,000           | 50,000,000           |
| Multi Securities & Services Limited | 20,000,000           | 20,000,000           |
|                                     | <b>1,000,000,000</b> | <b>1,000,000,000</b> |

Premier Bank Non-convertible Subordinated Bond (3rd Issue)(Tranche-3)

|                      |                      |                      |
|----------------------|----------------------|----------------------|
| Jananta Bank Limited | 1,000,000,000        | 1,000,000,000        |
| Rupali Bank Limited  | 1,000,000,000        | 1,000,000,000        |
|                      | <b>2,000,000,000</b> | <b>2,000,000,000</b> |

19 DEC 2021

**Vetted**

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

07 DEC 2021

Mohammad Akram Hossain, FCS  
Company Secretary  
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Head Office, Dhaka

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UCB Investment Limited

19 DEC 2021  
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Premier Bank Non-convertible Subordinated Bond (4th Issue)(Tranche-1)  
Agrani Bank Limited  
Sumali Bank Limited  
Trust Bank 1st Mutual Fund  
Popular Life 1st Mutual Fund  
PHP 1st Mutual Fund  
EBL NRB Mutual Fund  
EXIM Bank 1st Mutual Fund  
First Bangladesh Fixed Income Fund  
AB Bank 1st Mutual Fund  
1st Janata Mutual Fund  
IFIC Bank 1st Mutual Fund

| Amount in Taka       |                      |
|----------------------|----------------------|
| June 2021            | Dec 2020             |
| 500,000,000          | 500,000,000          |
| 750,000,000          | 750,000,000          |
| 50,000,000           | 50,000,000           |
| 110,000,000          | 110,000,000          |
| 180,000,000          | 180,000,000          |
| 120,000,000          | 120,000,000          |
| 20,000,000           | 20,000,000           |
| 110,000,000          | 110,000,000          |
| 100,000,000          | 100,000,000          |
| 50,000,000           | 50,000,000           |
| 10,000,000           | 10,000,000           |
| <b>2,000,000,000</b> | <b>2,000,000,000</b> |

Premier Bank Non-convertible Subordinated Bond (4th Issue)(Tranche-2)  
First Bangladesh Fixed Income Fund  
First Janata Mutual Fund  
IFIC First Mutual Fund  
PHP First Mutual Fund  
EBL NRB Mutual Fund  
AB Bank First Mutual Fund  
Trust Bank 1st Mutual Fund  
Exim Bank First Mutual Fund  
Popular Life 1st Mutual Fund  
EBL 1st Mutual Fund  
Infrastructure Financing Series II - Sinking Fund

|                      |                      |
|----------------------|----------------------|
| 80,000,000           | 80,000,000           |
| 30,000,000           | 30,000,000           |
| 40,000,000           | 40,000,000           |
| 80,000,000           | 80,000,000           |
| 40,000,000           | 40,000,000           |
| 40,000,000           | 40,000,000           |
| 40,000,000           | 40,000,000           |
| 20,000,000           | 20,000,000           |
| 100,000,000          | 100,000,000          |
| 30,000,000           | 30,000,000           |
| 500,000,000          | 500,000,000          |
| <b>1,000,000,000</b> | <b>1,000,000,000</b> |

13 Deposits and other accounts  
Inter-bank deposits (Note - 13.1)  
Other deposits (Note - 13.2)

|                        |                        |
|------------------------|------------------------|
| 8,006,015,683          | 7,704,431,483          |
| <b>235,456,249,292</b> | <b>234,249,475,019</b> |
| <b>243,502,264,975</b> | <b>241,553,906,502</b> |

13(a) Consolidated deposits and other accounts

Premier Bank Limited (Note - 13)  
Premier Bank Securities Ltd.

|                        |                        |
|------------------------|------------------------|
| 243,502,264,975        | 241,953,906,502        |
| 383,804,307            | 362,746,445            |
| <b>243,886,069,282</b> | <b>242,316,652,947</b> |
| 301,625,303            | 201,772,879            |
| <b>243,584,443,979</b> | <b>242,114,880,068</b> |

Less: Inter Company transaction

13.1 Inter-bank deposits

Fixed Deposits

Shahjalal Islami Bank Limited  
Al Arafah Islami Bank Limited  
NCC Bank Limited  
Islami Bank Bangladesh Limited  
Shimanto Bank Limited  
Padma Bank Limited

|                      |                      |
|----------------------|----------------------|
| 3,000,000,000        | 1,500,000,000        |
| 3,500,000,000        | 2,000,000,000        |
| -                    | 500,000,000          |
| -                    | 2,000,000,000        |
| -                    | 200,000,000          |
| 1,500,000,000        | 1,500,000,000        |
| <b>8,000,000,000</b> | <b>7,700,000,000</b> |

Special Notice Deposits

Basic Bank Limited  
AB Bank Limited  
Padma Bank Limited

|                |                |
|----------------|----------------|
| 6,732          | 7,242          |
| 708,282        | 702,620        |
| 1,377          | 1,935          |
| <b>716,391</b> | <b>711,797</b> |

Current Deposits

Padma Bank Limited  
Trust Bank Limited  
Midland Bank Limited

|                      |                      |
|----------------------|----------------------|
| 21,954               | 22,299               |
| 70,024               | 70,024               |
| 5,207,314            | 3,627,363            |
| <b>5,299,292</b>     | <b>3,719,686</b>     |
| <b>8,006,015,683</b> | <b>7,704,431,483</b> |

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19 DEC 2021  
Vetted

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

|        |  | Amount in Taka  |                 |
|--------|--|-----------------|-----------------|
|        |  | June 2021       | Dec 2020        |
| 13.2   | Other deposits   |                 |                 |
|        | Savings bank deposits  | 17,315,680,515  | 15,729,821,128  |
|        | Fixed Deposits:  |                 |                 |
|        | One month  | 2,397,419,791   | 2,503,514,032   |
|        | Three months   | 36,756,950,035  | 34,242,537,552  |
|        | Four months  | 4,266,247,815   | 5,385,177,546   |
|        | Six months   | 23,485,598,714  | 26,651,357,764  |
|        | One year   | 44,117,099,141  | 45,585,245,820  |
|        | Two years  | 5,732,670,023   | 2,369,085,595   |
|        | Three years but not more than five years                           | 108,113,605     | 103,072,676     |
|        |  | 116,849,109,124 | 117,243,990,991 |
|        | Others:  |                 |                 |
|        | Current account  | 19,544,833,059  | 20,421,794,457  |
|        | Unclaimed Cash Dividend (Note-13.2.2)                              | 43,384,097      | 18,545,381      |
|        | Special notice deposits  | 16,994,324,889  | 16,290,659,932  |
|        | Staff security deposits  | 8,548,741       | 8,561,185       |
|        | Deposit in foreign currency  | 3,510,283,312   | 2,955,291,651   |
|        | Monthly savings scheme   | 11,915,389,395  | 11,299,104,482  |
|        | Monthly income account   | 10,030,687,149  | 8,356,702,717   |
|        | Education savings scheme   | 289,541         | 250,541         |
|        | Special deposit scheme   | 844,183,052     | 853,449,505     |
|        | Double benefit scheme  | 17,388,430,195  | 16,747,562,354  |
|        | Mudaraba Hajj deposit  | 7,333,665       | 6,530,077       |
|        | Off-shore Banking Unit   | 8,302,739,447   | 5,032,659,185   |
|        | Sundry deposits (Note - 13.3)                                      | 16,137,399,559  | 20,092,404,354  |
|        |  | 104,727,826,101 | 102,083,525,821 |
|        | Less: Inter Company transaction                                    | 7,879,666,992   | 4,708,067,677   |
|        |  | 96,848,159,109  | 97,375,458,144  |
|        | Bills payable (Note - 13.4)  | 4,483,300,544   | 3,900,204,756   |
|        |  | 235,456,249,292 | 234,249,475,019 |
| 13.2.2 | Unclaimed Cash Dividend  |                 |                 |
|        | Cash dividend remained unclaimed which were declared for the year: |                 |                 |
|        | 2016   | 7,121,901       | 7,183,680       |
|        | 2019   | 10,943,836      | 11,361,701      |
|        | 2020   | 25,318,360      | -               |
|        |  | 43,384,097      | 18,545,381      |
| 13.3   | Sundry deposits  |                 |                 |
|        | Sundry creditors   | 241,820,545     | 504,490,531     |
|        | Margin on letter of credit   | 4,650,613,344   | 5,895,783,391   |
|        | Margin on letter of guarantee                                      | 235,748,158     | 290,931,386     |
|        | Interest/Profit payable on deposit                                 | 2,088,404,555   | 1,990,241,689   |
|        | Income tax deducted at source                                      | 101,813,207     | 668,834,430     |
|        | VAT payable to government  | 189,343,372     | 285,957,904     |
|        | Margin on foreign documentary bill purchases                       | 2,489,284       | 2,489,284       |
|        | Other sundry deposits  | 8,627,167,094   | 10,453,665,730  |
|        |  | 16,137,399,559  | 20,092,404,354  |
| 13.4   | Bills payable  |                 |                 |
|        | Inside Bangladesh  | 4,483,300,544   | 3,900,204,756   |
|        | Outside Bangladesh   | -               | -               |
|        |  | 4,483,300,544   | 3,900,204,756   |

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Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

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Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

14 Other liabilities  
Provision against loans and advances (Note - 14.1)  
Provision for gratuity (Note - 14.2)  
Provision for off-balance sheet items (Note - 14.3)  
Provision for start-up fund (Note - 14.4)  
Other provision (Note - 14.5)  
Provision for corporate taxation (Note - 14.6)  
Interest suspense account (Note - 14.7)  
Adjusting account  
Credit card  
Investment compensation  
BEFT settlement Account  
LOGO Exchange Risk Premium  
Government cash incentive fund on wage earners Remittance  
2% cash incentive for all account credit transaction  
Lease Liability  
INTEREST SUBSIDY  
Fees and Charges From Agent Banking Customers  
Off-shore Banking Unit

| Amount in Taka |                |
|----------------|----------------|
| June 2021      | Dec 2020       |
| 7,852,332,385  | 7,731,747,060  |
| 612,917,626    | 612,917,626    |
| 1,267,813,978  | 1,101,831,995  |
| 20,636,358     | -              |
| 1,838,746,679  | 1,685,201,850  |
| 3,523,978,112  | 2,643,976,112  |
| 2,358,365,453  | 2,209,946,189  |
| 500,297,609    | 380,706,639    |
| 58,718,314     | 51,523,917     |
| 13,384,201     | 10,461,030     |
| 8,088,677      | 23,814,823     |
| 5,890          | 5,890          |
| 60,200,179     | 40,157,129     |
| 8,822,500      | 6,561,214      |
| 435,819,209    | 523,512,504    |
| 18,458,031     | -              |
| 17,750         | 10,164         |
| 94,613,351     | 38,680,407.00  |
| 18,633,216,452 | 17,061,036,549 |

14(a) Consolidated other liabilities  
Premier Bank Limited (Note - 14)  
Premier Bank Securities Ltd.  
Less: Intercompany adjustment

|                |                |
|----------------|----------------|
| 18,633,216,452 | 17,061,036,549 |
| 545,606,631    | 593,191,578    |
| 19,178,823,083 | 17,654,248,127 |
| -              | 22,931,001     |
| 19,178,823,083 | 17,677,179,126 |

14.1 Accumulated provision against loans and advances

On classified loans

Opening balance  
Less : Fully provided debts written off during the year  
Add : Recovery of amounts previously written off  
Less : Release for final settlement  
Add : Specific provision made during the year  
Closing balance

|               |               |
|---------------|---------------|
| 4,521,727,283 | 5,526,215,139 |
| -             | 211,279,780   |
| 3,184,866     | 50,053,077    |
| 405,498       | 17,816,564    |
| -             | (825,454,582) |
| 4,524,506,651 | 4,521,727,283 |

On unclassified loans

Opening balance  
Add : Provision made during the year  
Closing balance

|               |               |
|---------------|---------------|
| 2,956,033,525 | 871,584,556   |
| 117,805,957   | 2,084,438,969 |
| 3,073,839,482 | 2,956,033,525 |

Special General Provision-COVID-19

Opening Balance  
Add : Provision made during the year  
Closing balance  
Total closing balance

|               |               |
|---------------|---------------|
| 253,986,252   | -             |
| -             | 253,986,252   |
| 253,986,252   | 253,986,252   |
| 7,852,332,385 | 7,731,747,060 |

14.2 Provision for gratuity

Opening balance  
Add: Provision made during the year  
Closing balance

|             |             |
|-------------|-------------|
| 612,917,626 | 246,407,532 |
| -           | 366,510,094 |
| 612,917,626 | 612,917,626 |

14.3 Provision for off-balance sheet items

Opening balance  
Add: Provision made during the year  
Closing balance

|               |               |
|---------------|---------------|
| 1,101,831,995 | 445,438,830   |
| 165,981,983   | 656,393,165   |
| 1,267,813,978 | 1,101,831,995 |

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Tanzim Afamgir  
Managing Director & CEO  
UCB Investment Limited

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Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

|  | Amount in Taka |               |
|--|----------------|---------------|
|  | June 2021      | Dec 2020      |
| <b>14.4 Provision for start-up fund</b>              |                |               |
| Opening balance                                      | -              | -             |
| Add: Provision made during the year                  | 20,636,358     | -             |
| Closing balance                                      | 20,636,358     | -             |
| <b>14.5 Other provisions</b>                         |                |               |
| Provision for protested bills (Note - 14.4.1)        | 50,433,370     | 16,888,341    |
| Provision for suspense account (Note - 14.4.2)       | 945,600,356    | 825,600,356   |
| Provision for investment on shares (Note - 14.4.3)   | 837,713,153    | 837,713,153   |
| Provision for good borrowers (Note - 14.4.4)         | 5,000,000      | 5,000,000     |
|  | 1,838,746,879  | 1,685,201,850 |
| <b>14.5.1 Provision for protested bills</b>          |                |               |
| Opening balance                                      | 16,888,341     | 16,888,341    |
| Add: Provision made during the year                  | 33,545,029     | -             |
| Closing balance                                      | 50,433,370     | 16,888,341    |
| <b>14.5.2 Provision for suspense account</b>         |                |               |
| Opening balance                                      | 825,600,356    | 8,885,164     |
| Add: Provision made during the year                  | 120,000,000    | 816,715,192   |
| Closing balance                                      | 945,600,356    | 825,600,356   |
| <b>14.5.3 Provision for investment in shares</b>     |                |               |
| Opening balance                                      | 837,713,153    | 1,053,275,186 |
| Less: Adjustment during the year                     | -              | 245,562,033   |
| Closing balance                                      | 837,713,153    | 837,713,153   |
| <b>14.5.4 Provision for good borrowers</b>           |                |               |
| Opening balance                                      | 5,000,000      | 5,000,000     |
| Add: Provision made during the year                  | -              | -             |
| Closing balance                                      | 5,000,000      | 5,000,000     |
| <b>14.5 (a) Consolidated other provisions</b>        |                |               |
| Premier Bank Limited (Note - 14.5)                   | 1,838,746,879  | 1,685,201,850 |
| Premier Bank Securities Ltd.                         | -              | -             |
|  | 1,838,746,879  | 1,685,201,850 |
| <b>14.6 Provision for corporate taxation</b>         |                |               |
| Opening balance                                      | 2,643,978,112  | 1,291,825,911 |
| Add: Provision made during the period                | 880,000,000    | 1,352,152,201 |
| Closing balance                                      | 3,523,978,112  | 2,643,978,112 |
| <b>14.6 (a) Consolidated Provision for taxation</b>  |                |               |
| Premier Bank Limited (Note - 14.6)                   | 3,523,978,112  | 2,643,978,112 |
| Premier Bank Securities Limited                      | 116,657,386    | 89,545,798    |
|  | 3,640,635,498  | 2,733,523,910 |
| <b>14.6 (aa) Consolidated Provision for taxation</b> |                |               |
| Premier Bank Limited                                 | 880,000,000    | 1,352,152,201 |
| Premier Bank Securities Limited                      | 27,111,588     | 16,370,693    |
|  | 907,111,588    | 1,368,522,294 |
| <b>14.7 Interest suspense account</b>                |                |               |
| Opening balance                                      | 2,209,946,189  | 1,578,525,356 |
| Add: Transfer during the year                        | 148,419,264    | 1,813,667,579 |
| Less: Adjusted during the year                       | -              | 1,182,246,746 |
| Closing balance                                      | 2,358,365,453  | 2,209,946,189 |

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UCB Investment Limited

|      |  | Amount in Taka |                |
|------|--|----------------|----------------|
|      |  | June 2021      | Dec 2020       |
| 15   | Share Capital  | 10,430,707,270 | 9,702,983,510  |
| 15.1 | Authorised Capital   |                |                |
|      | 1500,000,000 ordinary shares of Taka 10 each                                     | 15,000,000,000 | 10,000,000,000 |
| 15.2 | Issued, subscribed and paid-up capital   |                |                |
|      | Issued for cash  |                |                |
|      | Directors & Sponsors: 48,650,355 ordinary shares of Taka 10 each                 | 486,503,550    | 486,503,550    |
|      | Issued for other than cash as bonus shares                                       |                |                |
|      | Directors & Sponsors: 393,949,611 bonus shares of Taka 10 each                   | 3,939,496,110  | 3,682,383,000  |
|      | No. of shares owned by other than Directors & Sponsors<br>(General shareholders) |                |                |
|      | 600,470,761 ordinary shares of Taka 10 each                                      | 6,004,707,610  | 5,534,096,960  |
|      |  | 10,430,707,270 | 9,702,983,510  |

15.2a Initial public offer (IPO)  
Out of the total issued, subscribed and fully paid up capital of the Bank 8,449,950 ordinary shares of Taka 100 each amounting to Taka 844,995,000 was raised through public offering of shares in 2007.

15.3 Percentage of shareholding

| Particulars               | 30.06.2021    |                    | 31.12.2020    |                    |
|---------------------------|---------------|--------------------|---------------|--------------------|
|                           | No. of shares | % of share holding | No. of shares | % of share holding |
| (i) Sponsors & Directors  |               |                    |               |                    |
| Local (individual)        | 336,654,996   | 32.28              | 293,227,843   | 30.22              |
| Govt. of Bangladesh       | -             | -                  | -             | -                  |
| Foreign (individual)      | 31,323,385    | 3.00               | 29,138,033    | 3.00               |
| Independent Director      | -             | -                  | -             | -                  |
| (ii) Associated companies | -             | -                  | -             | -                  |
| (iii) Govt. of Bangladesh | -             | -                  | -             | -                  |
| (iv) Corporate bodies     |               |                    |               |                    |
| Local                     | 216,945,301   | 20.80              | 156,074,195   | 16.09              |
| Foreign                   | 15,072,159    | 1.44               | 22,194,505    | 2.29               |
| (v) General investors     |               |                    |               |                    |
| Local (individual)        | 410,555,774   | 39.36              | 468,385,731   | 48.27              |
| Non-resident Bangladesh   | 32,519,072    | 3.12               | 1,277,944     | 0.13               |
| Foreign individual        | -             | -                  | -             | -                  |
| (vi) Others               | -             | -                  | -             | -                  |
|                           | 1,043,070,727 | 100                | 970,298,351   | 100                |

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Deputy Director  
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Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

19 DEC 2021

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

|   |                                   | Amount in Taka       |                                 |             |
|---|-----------------------------------|----------------------|---------------------------------|-------------|
|   |                                   | June 2021            | Dec 2020                        |             |
| 15.4 Names of the directors/sponsor shareholders and their shareholdings as on 31 December 2020 |                                   |                      |                                 |             |
| Sl. No.   | Name of the Director/Shareholder  | Status               | Shareholding (Number of shares) |             |
|   |                                   |                      | 30.06.2021                      | 31.12.2020  |
| 1   | Dr. H. B. M. Iqbal                | Chairman             | 40,147,009                      | 37,346,055  |
| 2   | Mr. Moïn Iqbal                    | Vice Chairman        | 20,862,485                      | 19,406,963  |
| 3   | Mr. Mohammad Imran Iqbal          | Director             | 20,862,399                      | 19,406,883  |
| 4   | Mr. S. H. Haroon, MP              | Director             | 20,867,198                      | 19,411,348  |
| 5   | Mr. Abdus Salam Murshedy, MP      | Director             | 43,924,334                      | 40,859,660  |
| 6   | Mr. Shafiqur Rahman               | Director             | 20,870,622                      | 19,414,533  |
| 7   | Mr. Nahyan Haroon                 | Director             | 21,434,963                      | 13,111,594  |
| 8   | Mr. Jamal G. Ahmed                | Director             | 52,153,453                      | 48,554,840  |
| 9   | Mrs. Shaila Shelley Khan          | Director             | 52,136,132                      | 48,498,728  |
| 10  | Mr. Yen Cheng Min                 | Director             | 31,323,385                      | 29,138,033  |
| 11  | Mr. Chowdhury Jafarullah Sharafat | Independent Director | -                               | -           |
| 12  | Mr. Naba Gopal Banik              | Independent Director | -                               | -           |
| 13  | Dr. Anfur Rahman                  | Sponsor Shareholder  | 36,141,065                      | 33,619,596  |
| 14  | Mr. Nurul Amin                    | Sponsor Shareholder  | 7,255,536                       | 6,749,337   |
| Sub-total   |                                   |                      | 367,978,381                     | 335,477,570 |
| No. of shares owned by other than Directors & Sponsors (General shareholders)                   |                                   |                      | 675,697,346                     | 634,820,781 |
| Total   |                                   |                      | 1,043,675,727                   | 970,298,351 |

15.5 Classification of shareholders by holding as on 30 June 2021

| Shareholding Range  | No. of Shareholders | No. of Shares        | Percentage of share holding |
|---------------------|---------------------|----------------------|-----------------------------|
| 01 - 500            | 12,860              | 2,274,468            | 0.22%                       |
| 501 - 5000          | 22,687              | 46,192,195           | 4.42%                       |
| 5,001 - 10,000      | 3,368               | 23,887,667           | 2.29%                       |
| 10,001 - 20,000     | 1,797               | 25,329,677           | 2.43%                       |
| 20,001 - 30,000     | 648                 | 15,952,393           | 1.53%                       |
| 30,001 - 40,000     | 352                 | 12,315,531           | 1.18%                       |
| 40,001 - 50,000     | 183                 | 8,404,553            | 0.81%                       |
| 50,001 - 100,000    | 405                 | 28,774,731           | 2.76%                       |
| 100,001 - 1,000,000 | 365                 | 91,530,114           | 8.78%                       |
| Over 1,000,000      | 96                  | 788,489,398          | 75.59%                      |
| <b>Total</b>        | <b>42,761</b>       | <b>1,043,675,727</b> | <b>100%</b>                 |

15.6 Capital to risk weighted assets ratio (CRAR)

In terms of section 13(2) of Bank Companies Act 1991 and Bangladesh Bank BRPD circulars no. 18 dated 21 December 2014, Minimum Capital Requirement (MCR) of the Bank as on 30 June 2021 was Taka 2209.72 crore on solo basis and Taka 2214.64 Crore on Consolidated basis against available capital of Taka 2911.78 crore on solo basis and Taka 2923.45 crore on consolidated basis thereby showing Surplus holding of Capital. Details are shown below:

15.6.1 Tier I Capital (Solo Basis)

Common Equity Tier I Capital

|  |                |                |
|--|----------------|----------------|
| Paid-up capital  | 10,430,707,270 | 9,702,983,510  |
| Statutory reserve  | 6,877,664,682  | 6,372,883,331  |
| General Provision  | 300,000,000    | 300,000,000    |
| Retained earnings  | 2,925,615,530  | 3,758,764,921  |
| Sub-total  | 20,533,987,482 | 20,134,131,762 |
| Less: Regulatory adjustment (As per Basel III Guideline) | 1,611,855,494  | 1,610,865,345  |
| Total Common Equity Tier I Capital                       | 18,922,131,988 | 18,523,266,417 |
| Additional Tier I Capital                                | -              | -              |
| Total Tier I Capital (Solo Basis)                        | 18,922,131,988 | 18,523,266,417 |

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Tanzim Alamgir  
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UCB Investment Limited

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Deputy Director  
Bangladesh Securities and Exchange Commission

|  | Amount in Taka        |                       |
|--|-----------------------|-----------------------|
|  | June 2021             | Dec 2020              |
| <b>15.6.2 Tier II Capital (Solo Basis)</b>   |                       |                       |
| General provision  | 4,595,639,712         | 4,311,851,772         |
| Subordinated debt (As per Basel III Guideline)                                       | 5,600,000,000         | 6,000,000,000         |
| Revaluation Reserve for Securities and Fixed Assets (As per Basel III Guideline)     | -                     | -                     |
| <b>Sub-total</b>   | <b>10,195,639,712</b> | <b>10,311,851,772</b> |
| Less: Regulatory adjustment (As per Basel III Guideline)                             | -                     | -                     |
| <b>Total Admissible Tier II Capital</b>  | <b>10,195,639,712</b> | <b>10,311,851,772</b> |
| <b>Total Regulatory Capital (Tier I &amp; Tier II Capital) on Solo Basis</b>         | <b>29,117,771,760</b> | <b>28,835,118,189</b> |
| (A) Total risk-weighted assets (RWA) on Solo Basis                                   | 220,272,110,410       | 211,448,413,006       |
| (B) Minimum capital requirement (MCR)  | 22,027,231,041        | 21,144,841,301        |
| (C) Capital Conservation Buffer Requirement  | 5,506,802,760         | 5,286,210,325         |
| (D) Minimum Required Capital plus Capital Conservation Buffer (B+C)                  | 27,534,033,801        | 26,431,051,626        |
| (E) Actual capital maintained  | 29,117,771,700        | 28,835,118,189        |
| (G) Surplus/(Deficit) (E-D)  | 1,583,737,899         | 2,404,066,563         |
| <b>Capital to risk weighted assets ratio (CRAR) on Solo Basis</b>                    | <b>13.22%</b>         | <b>13.64%</b>         |
| <b>15.6.1(a) Tier I Capital (Consolidated Basis)</b>                                 |                       |                       |
| <b>Common Equity Tier I Capital</b>  |                       |                       |
| Paid-up capital  | 10,430,707,270        | 9,702,983,510         |
| Statutory reserve  | 6,877,664,692         | 6,372,883,331         |
| General reserve  | 300,000,000           | 300,000,000           |
| Retained earnings  | 3,042,285,536         | 3,859,218,383         |
| Minority Interest  | 25,057                | 24,931                |
| <b>Sub-total</b>   | <b>20,650,682,545</b> | <b>20,235,110,155</b> |
| Less: Regulatory adjustment (As per Basel III Guideline)                             | 1,611,855,494         | 1,610,865,345         |
| <b>Total Common Equity Tier I Capital</b>  | <b>19,038,827,051</b> | <b>18,624,244,810</b> |
| <b>Additional Tier I Capital</b>   | -                     | -                     |
| <b>Total Tier I Capital (Consolidated Basis)</b>                                     | <b>19,038,827,051</b> | <b>18,624,244,810</b> |
| <b>15.6.2(a) Tier II Capital (Consolidated Basis)</b>                                |                       |                       |
| General provision  | 4,595,639,712         | 4,311,851,772         |
| Subordinated debt (As per Basel III Guideline)                                       | 5,600,000,000         | 6,000,000,000         |
| Revaluation Reserve for Securities and Fixed Assets (As per Basel III Guideline)     | -                     | -                     |
| <b>Sub-total</b>   | <b>10,195,639,712</b> | <b>10,311,851,772</b> |
| Less: Regulatory adjustment (As per Basel III Guideline)                             | -                     | -                     |
| <b>Total Admissible Tier II Capital</b>  | <b>10,195,639,712</b> | <b>10,311,851,772</b> |
| <b>Total Regulatory Capital (Tier I &amp; Tier II Capital) on Consolidated Basis</b> | <b>29,234,466,763</b> | <b>28,936,096,582</b> |
| (A) Total risk-weighted assets (RWA) on Consolidated Basis                           | 221,463,785,109       | 212,467,375,365       |
| (B) Minimum capital requirement (MCR)  | 22,146,378,511        | 21,246,737,537        |
| (C) Capital Conservation Buffer Requirement  | 5,536,594,628         | 5,311,684,384         |
| (D) Minimum Required Capital plus Capital Conservation Buffer (B+C)                  | 27,682,973,139        | 26,558,421,921        |
| (F) Actual capital maintained  | 29,234,466,763        | 28,936,096,582        |
| (G) Surplus/(Deficit) (C-D)  | 1,551,493,624         | 2,377,674,661         |
| <b>Capital to risk weighted assets ratio (CRAR) on Consolidated Basis</b>            | <b>13.20%</b>         | <b>13.62%</b>         |

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Deputy Director  
Bangladesh Securities and Exchange Commission

| Amount in Taka |          |
|----------------|----------|
| June 2021      | Dec 2020 |

## 15.7 Capital requirement

|  | June 2021 Under Basel-III |            | Dec 2020 Under Basel-III |            |
|--|---------------------------|------------|--------------------------|------------|
|  | Required                  | Maintained | Required                 | Maintained |
| Minimum Tier I capital Ratio                           | 8.50%                     | 8.59%      | 8.50%                    | 8.78%      |
| Minimum Total Capital Ratio                            | 10.00%                    | 13.22%     | 10.00%                   | 13.64%     |
| Minimum Total Capital plus Capital Conservation Buffer | 12.50%                    | 13.22%     | 12.50%                   | 13.64%     |

## 15.7(a) Consolidated Capital requirement

|  | 2020 Under Basel-III |            | Dec 2020 Under Basel-III |            |
|--|----------------------|------------|--------------------------|------------|
|  | Required             | Maintained | Required                 | Maintained |
| Minimum Tier I capital Ratio                           | 8.50%                | 8.60%      | 8.50%                    | 8.77%      |
| Minimum Total Capital Ratio                            | 10.00%               | 13.20%     | 10.00%                   | 13.62%     |
| Minimum Total Capital plus Capital Conservation Buffer | 12.50%               | 13.20%     | 12.50%                   | 13.62%     |

## 16 Statutory reserve

An amount equivalent to 20% of the profit before tax has been transferred to the statutory reserve fund as under:

|  |               |               |
|--|---------------|---------------|
| Opening balance  | 6,372,883,331 | 5,637,793,056 |
| Add: Addition during the year (20% of profit before tax) | 504,781,351   | 735,090,275   |
| Closing balance  | 6,877,664,682 | 6,372,883,331 |

## 17 Other reserve

|   |                   |                    |
|---|-------------------|--------------------|
| Revaluation on HFT securities Treasury bond (Note - 17.1) | 15,352,000        | 59,941,742         |
| Revaluation on HFT securities Treasury bill (Note - 17.2) | -                 | -                  |
| Amortization Reserve on HTM Treasury Bond (Note - 17.3)   | 2,304,940         | 5,367,045          |
| Amortization Reserve on HTM Treasury Bill (Note - 17.4)   | -                 | -                  |
| Fixed Assets Revaluation (Note - 17.5)                    | 41,922,889        | 41,922,889         |
|   | <b>59,579,829</b> | <b>107,231,676</b> |

## 17.1 Revaluation on HFT securities Treasury bond

|                                  |            |            |
|----------------------------------|------------|------------|
| Opening balance                  | 59,941,742 | 13,912,078 |
| Add: Addition during the year    | -          | 46,029,664 |
| Less: Adjustment during the year | 44,589,742 | -          |
| Closing balance                  | 15,352,000 | 59,941,742 |

## 17.2 Revaluation on HFT securities Treasury bill

|                                  |   |           |
|----------------------------------|---|-----------|
| Opening balance                  | - | 4,353,144 |
| Less: Adjustment during the year | - | 4,353,144 |
| Closing balance                  | - | -         |

## 17.3 Amortization Reserve on HTM Treasury Bond

|                                  |           |            |
|----------------------------------|-----------|------------|
| Opening balance                  | 5,367,045 | 11,718,227 |
| Less: Adjustment during the year | 3,062,105 | 6,351,182  |
| Closing balance                  | 2,304,940 | 5,367,045  |

## 17.4 Amortization Reserve on HTM Treasury Bill

|                                  |   |   |
|----------------------------------|---|---|
| Opening balance                  | - | - |
| Add: Addition during the year    | - | - |
| Less: Adjustment during the year | - | - |
| Closing balance                  | - | - |

## 17.5 Fixed Assets Revaluation

|                               |            |            |
|-------------------------------|------------|------------|
| Opening balance               | 41,922,889 | 41,922,889 |
| Add: Addition during the year | -          | -          |
| Closing balance               | 41,922,889 | 41,922,889 |

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Head Office, Dhaka

Sayed Abul Hashem FCA, FCM  
Chief Financial Officer  
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M. REAZUL KARIM, FCMA  
Managing Director & CEO  
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Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

19 DEC 2021  
Vetted

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

|       |   | Amount in Taka |                |
|-------|---|----------------|----------------|
|       |   | June 2021      | Dec 2020       |
| 17(a) | Consolidated Other reserve  |                |                |
|       | Premier Bank Limited (Note - 17)  | 59,579,829     | 107,231,676    |
|       | Premier Money Transfer Company Ltd.   | 57,569,548     | 97,569,518     |
|       |   | 117,149,377    | 164,801,224    |
| 18    | General Reserve   |                |                |
|       | Opening balance   | 300,000,000    | -              |
|       | Add: Transfer from Retained Earnings  | -              | 300,000,000    |
|       |   | 300,000,000    | 300,000,000    |
| 19    | Retained earnings   |                |                |
|       | Opening balance   | 3,758,264,921  | 3,653,813,043  |
|       | Add: Post-tax profit for the year   | 1,633,365,017  | 2,063,635,817  |
|       | Less: Transfer to statutory reserve   | 504,781,351    | 735,090,275    |
|       | Less: Transfer to Start-up fund   | 20,636,358     | -              |
|       | Less: Transfer to General Reserve   | -              | 300,000,000    |
|       | Less: Issue of dividend   | 1,940,596,699  | 924,093,664    |
|       | Closing balance   | 2,925,615,530  | 3,758,264,921  |
| 19(a) | Consolidated retained earnings  |                |                |
|       | Opening balance   | 3,859,218,383  | 3,753,773,952  |
|       | Add: Post-tax profit for the year   | 1,649,081,687  | 2,064,628,378  |
|       | Less: Transfer to statutory reserve   | 504,781,351    | 735,090,275    |
|       | Less: Transfer to Start-up fund   | 20,636,358     | -              |
|       | Less: Transfer to General Reserve   | -              | 300,000,000    |
|       | Less: Issue of dividend   | 1,940,596,699  | 924,093,664    |
|       | Less: Non controlling interest  | 126            | 8              |
|       | Closing balance   | 3,042,285,536  | 3,859,218,383  |
| 19(b) | Non-controlling interest  |                |                |
|       | Opening balance   | 24,931         | 24,923         |
|       | Add: Addition during the year   | 126            | 8              |
|       | Closing balance   | 25,057         | 24,931         |
| 20    | Contingent Liabilities  |                |                |
| 20.1  | Letter of guarantee   |                |                |
|       | Money for which the Bank is contingently liable in respect of guarantees issued favoring: |                |                |
|       | Directors   | 48,219,718     | 500,000        |
|       | Government  | -              | -              |
|       | Banks and other financial institutions  | -              | -              |
|       | Others  | 66,561,549,628 | 62,516,253,660 |
|       |   | 66,609,769,346 | 62,516,753,660 |
| 20.2  | Other contingent liabilities  |                |                |
|       | Litigation pending against the Bank   | -              | -              |
|       | Value of traveller's cheques  | -              | -              |
| 21    | Other Commitments   |                |                |
|       | Documentary credits and short term trade-related transactions                             | -              | -              |
|       | Forward assets purchase and forward deposits placement                                    | 424,600,000    | 1,865,547,800  |
|       | Undrawn formal standby facilities, credit lines and commitments to lend                   |                |                |
|       | Below 3 months  | -              | -              |
|       | Over 3 months but below 1 year  | -              | -              |
|       | Over 1 year but below 5 years   | -              | -              |
|       | Over 5 years  | -              | -              |
|       | Spot and forward foreign exchange contracts   | -              | -              |
|       | Other exchange contracts  | -              | -              |
|       |   | 424,600,000    | 1,865,547,800  |

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Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

Vetted

19 DEC 2021

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

|       |  | Amount in Taka       |                      |
|-------|--|----------------------|----------------------|
|       |  | June 2021            | June 2020            |
| 25(a) | Consolidated Investment income                         |                      |                      |
|       | Premier Bank Limited                                   | 1,484,694,356        | 1,133,937,698        |
|       | Premier Bank Securities Ltd.                           | 28,251,888           | 7,830,907            |
|       |  | <u>1,512,946,244</u> | <u>1,141,768,605</u> |
| 25.1  | Gain on sale of shares                                 |                      |                      |
|       | Investment in portfolio                                | 97,479,522           | 1,866,872            |
|       |  | <u>97,479,522</u>    | <u>1,866,872</u>     |
| 26    | Commission, exchange and brokerage                     |                      |                      |
|       | Commission   | 922,274,292          | 547,802,045          |
|       | Exchange earnings                                      | 720,225,442          | 629,217,714          |
|       |  | <u>1,642,449,734</u> | <u>1,177,019,759</u> |
| 26(a) | Consolidated Commission exchange and brokerage         |                      |                      |
|       | Premier Bank Limited                                   | 1,642,449,734        | 1,177,019,759        |
|       | Premier Bank Securities Ltd.                           | 93,431,634           | 14,728,767           |
|       |  | <u>1,735,881,338</u> | <u>1,191,748,526</u> |
| 27    | Other operating income                                 |                      |                      |
|       | Services and other charges                             | 223,923,364          | 163,713,058          |
|       | Income from rent of lockers                            | 1,404,600            | 1,128,450            |
|       | Postage recoveries                                     | 26,300,087           | 20,046,356           |
|       | Fax/e-mail charges received                            | 64,142,178           | 46,338,094           |
|       | Incidental charges                                     | 25,484,649           | 22,981,485           |
|       | Rent on property                                       | 13,388,011           | 8,291,300            |
|       | Miscellaneous earnings                                 | 250,409,005          | 210,658,940          |
|       |  | <u>605,051,894</u>   | <u>472,057,683</u>   |
| 27(a) | Consolidated other operating income                    |                      |                      |
|       | Premier Bank Limited                                   | 605,051,894          | 472,057,683          |
|       | Premier Bank Securities Ltd.                           | 4,826,141            | 1,173,841            |
|       |  | <u>609,878,035</u>   | <u>473,231,524</u>   |
| 28    | Salary and allowances                                  |                      |                      |
|       | Basic pay  | 519,551,879          | 470,742,804          |
|       | Allowances   | 568,867,788          | 544,722,509          |
|       | Bonus  | 130,076,959          | 118,544,498          |
|       | Provident fund contribution                            | 46,835,909           | 42,575,941           |
|       | Retirement benefits and gratuity                       | 13,624,330           | 19,709,720           |
|       |  | <u>1,278,956,865</u> | <u>1,196,295,472</u> |
| 28(a) | Consolidated salary and allowances                     |                      |                      |
|       | Premier Bank Limited                                   | 1,278,956,865        | 1,196,295,472        |
|       | Premier Bank Securities Ltd.                           | 15,995,408           | 14,493,830           |
|       |  | <u>1,294,952,273</u> | <u>1,210,789,302</u> |
| 29    | Rent, taxes, insurance, electricity, etc.              |                      |                      |
|       | Rent, rates and taxes                                  | 550,600,569          | 473,997,385          |
|       | Insurance  | 55,806,592           | 36,766,271           |
|       | Electricity, gas, water, etc.                          | 51,007,108           | 46,560,500           |
|       |  | <u>657,414,269</u>   | <u>557,324,156</u>   |
| 29(a) | Consolidated Rent, taxes, insurance, electricity, etc. |                      |                      |
|       | Premier Bank Limited                                   | 657,414,269          | 557,324,156          |
|       | Premier Bank Securities Ltd.                           | 77,312,401           | 83,248,467           |
|       |  | <u>734,726,670</u>   | <u>640,572,623</u>   |

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UCB Investment Limited

19 DEC 2021  
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Syed Muhammad Golam Mowia  
Deputy Director  
Bangladesh Securities and Exchange Commission

|        |  | Amount in Taka |             |
|--------|--|----------------|-------------|
|        |  | June 2021      | June 2020   |
| 30     | Legal expenses   |                |             |
|        | Law charges  | 148,725        | 640         |
|        | Other professional charges                             | 67,732,460     | 57,068,420  |
|        |  | 67,881,205     | 57,069,060  |
| 30(a)  | Consolidated Legal expenses                            |                |             |
|        | Premier Bank Limited                                   | 67,881,205     | 57,069,060  |
|        | Premier Bank Securities Ltd.                           | -              | -           |
|        |  | 67,881,205     | 57,069,060  |
| 31     | Postage, stamp, telecommunication, etc.                |                |             |
|        | Telephone  | 8,446,219      | 8,122,853   |
|        | Postage, stamp and swift charges                       | 29,533,948     | 19,706,438  |
|        | Telegram, internet, fax and e-mail                     | 16,185,111     | 14,981,854  |
|        |  | 54,165,278     | 42,811,145  |
| 31(a)  | Consolidated Postage, stamp, telecommunication, etc.   |                |             |
|        | Premier Bank Limited                                   | 54,165,278     | 42,811,145  |
|        | Premier Bank Securities Ltd.                           | 537,020        | 595,678     |
|        |  | 54,702,298     | 43,407,823  |
| 32     | Stationery, printing, advertisement, etc.              |                |             |
|        | Printing and stationery                                | 39,672,053     | 35,281,863  |
|        | Publicity, advertisement, contribution, etc.           | 147,286,813    | 139,843,707 |
|        |  | 186,958,866    | 175,125,570 |
| 32(a)  | Consolidated Stationery, printing, advertisement, etc. |                |             |
|        | Premier Bank Limited                                   | 186,958,866    | 175,125,570 |
|        | Premier Bank Securities Ltd.                           | 371,028        | 54,220      |
|        |  | 187,329,894    | 175,179,790 |
| 33     | Chief executive's salary and fees                      |                |             |
|        | Basic pay  | 4,430,000      | 4,200,000   |
|        | Bonus  | 1,800,000      | 1,400,000   |
|        | Other Allowances                                       | 2,630,000      | 2,400,000   |
|        |  | 8,860,000      | 8,000,000   |
| 34     | Directors' fees  | 1,528,000      | 680,000     |
|        |  | 1,528,000      | 680,000     |
| 34 (a) | Consolidated Directors' fees                           |                |             |
|        | Premier Bank Limited                                   | 1,528,000      | 680,000     |
|        | Premier Bank Securities Ltd.                           | -              | -           |
|        |  | 1,528,000      | 680,000     |
| 35     | Depreciation and repair of Bank's assets               |                |             |
|        | Repairs:   |                |             |
|        | Furniture and fixtures                                 | 2,700,661      | 1,814,117   |
|        | Office equipment                                       | 33,586,366     | 24,839,586  |
|        | Renovation and maintenance of premises                 | 26,289,507     | 18,370,452  |
|        |  | 62,576,534     | 45,024,155  |
|        | Depreciation: (Annexure - B)                           |                |             |
|        | Vehicles   | 2,091,171      | 5,210,583   |
|        | Furniture and fixtures                                 | 36,836,684     | 38,889,090  |
|        | Equipment & Computer                                   | 50,611,668     | 46,874,418  |
|        | Land and building                                      | 17,979,121     | 14,686,502  |
|        | RCV Assets   | 124,260,938    | 126,158,735 |
|        | Amortisation of license fee                            | 309,421        | 309,421     |
|        |  | 232,089,010    | 232,128,749 |
|        | Total Depreciation and repair of Bank's assets         | 294,665,544    | 277,152,904 |

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Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

|          |   | Amount in Taka     |                    |
|----------|---|--------------------|--------------------|
|          |   | June 2021          | June 2020          |
| 35(a)    | Consolidated Depreciation and repair of Bank's assets   |                    |                    |
|          | Repairs:  |                    |                    |
|          | Premier Bank Limited  | 62,576,534         | 45,024,155         |
|          | Premier Bank Securities Ltd.  | -                  | -                  |
|          |   | <b>62,576,534</b>  | <b>45,024,155</b>  |
|          | Depreciation: (Annexure - A)  |                    |                    |
|          | Premier Bank Limited  | 232,089,010        | 232,128,749        |
|          | Premier Bank Securities Ltd.  | 284,925            | 311,145            |
|          |   | <b>232,373,935</b> | <b>232,439,894</b> |
|          |   | <b>294,950,469</b> | <b>277,464,049</b> |
| 36       | Other expenses  |                    |                    |
|          | Training expenses   | 1,836,711          | 2,833,961          |
|          | Car maintenance   | 7,433,252          | 7,086,374          |
|          | Washing and cleaning  | 4,696,953          | 5,432,514          |
|          | Subscription  | 7,633,528          | 8,088,953          |
|          | Entertainment   | 27,523,363         | 23,181,155         |
|          | Travelling  | 1,607,951          | 1,617,319          |
|          | Conveyance  | 30,364,882         | 16,466,589         |
|          | Cartage and freight   | 48,170             | 44,540             |
|          | Liveries and uniform  | 682,991            | 253,619            |
|          | Cash carrying charges   | 787,156            | 6,745,945          |
|          | Credit card fees  | 31,825,345         | 27,750,024         |
|          | Security and auxiliary service  | 30,353,875         | 17,330,121         |
|          | Loss for Revaluation HFT Bond   | 8,187,909          | 33,759,203         |
|          | Loss on Amortization for HTM TB   | 122,592,120        | 70,033,077         |
|          | AGM expenses  | 300,000            | 102,500            |
|          | Interest charge of lease liability  | 13,605,227         | 9,157,288          |
|          | Remittance charges  | 9,520              | 22,490             |
|          | Sundry expenses   | 26,662,294         | 45,881,397         |
|          |   | <b>316,149,947</b> | <b>275,987,064</b> |
| 36(a)    | Consolidated other expenses   |                    |                    |
|          | Premier Bank Limited  | 316,149,947        | 275,987,064        |
|          | Premier Bank Securities Ltd.  | 11,648,516         | 3,705,987          |
|          |   | <b>327,798,463</b> | <b>279,693,051</b> |
| 37       | Provision against loans and advances, off-balance sheet items, investment in share and others |                    |                    |
|          | Specific provision  | -                  | (650,000,000)      |
|          | General provision   | 117,805,957        | 683,766,293        |
|          | Provision for off-balance sheet items   | 165,981,983        | -                  |
|          | Provision for investment in shares  | -                  | 242,383,855        |
|          | Other Provision (Note-37.1)   | 153,545,029        | -                  |
|          |   | <b>437,332,969</b> | <b>276,150,148</b> |
| 37.1     | Other Provision   |                    |                    |
|          | Provision for protested bills   | 33,545,029         | -                  |
|          | Provision for suspense account  | 120,000,000        | -                  |
|          |   | <b>153,545,029</b> | <b>-</b>           |
| 37.1 (a) | Consolidated Other Provision  |                    |                    |
|          | Premier Bank Limited (Note - 37.1)  | 153,545,029        | -                  |
|          | Premier Bank Securities Ltd.  | -                  | -                  |
|          |   | <b>153,545,029</b> | <b>-</b>           |
| 38       | Earnings per share (EPS)  |                    |                    |
|          | Net profit after taxation   | 1,633,365,017      | 1,038,611,197      |
|          | Number of ordinary shares outstanding   | 1,043,070,727      | 1,043,070,727      |
|          | Earnings per share (EPS)  | <b>1.57</b>        | <b>1.00</b>        |

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19 DEC 2021

Syed Muhammad Golam Mowla  
Deputy Director

Bangladesh Securities and Exchange Commission

| Amount in Taka |           |
|----------------|-----------|
| June 2021      | June 2020 |

Earnings per share (EPS) has been calculated in accordance with BAS - 33 : "Earnings per share (EPS)". Previous year's EPS has been restated due to issue of bonus share. Actual EPS for year June 2020 was Taka 1.07.

38(a) Consolidated earnings per share (CEPS)

|  |               |               |
|--|---------------|---------------|
| Net profit after taxation              | 1,645,081,687 | 933,943,986   |
| Number of ordinary shares outstanding  | 1,043,070,727 | 1,043,070,727 |
| Consolidated earnings per share (CEPS) | 1.58          | 0.90          |

Consolidated earnings per share (CEPS) has been calculated in accordance with BAS - 33 : "Consolidated Earnings per share (CEPS)". Previous year's CEPS has been restated due to issue of bonus share. Actual CEPS for June 2020 was Taka 0.96.

39 Net operating cash flow per share (NOCFPS)

|   |                 |               |
|---|-----------------|---------------|
| Cash generated from operating activities      | (5,482,274,250) | 3,177,309,055 |
| Average number of ordinary shares outstanding | 1,043,070,727   | 1,043,070,727 |
| Net operating cash flow per share (NOCFPS)    | (5.26)          | 3.05          |

Net operating cash flow per share (NOCFPS) has been computed by dividing the basic earnings by the number of ordinary shares outstanding as on 30 June 2021 as per Notification of Bangladesh Securities & Exchange Commission (BSEC). Previous year's NOCFPS has been restated due to issue of bonus share. Actual NOCFPS for June 2020 was Taka 3.27.

39(a) Consolidated net operating cash flow per share (CNOCFPS)

|  |                 |               |
|--|-----------------|---------------|
| Cash generated from operating activities                 | (5,713,602,431) | 3,273,798,900 |
| Average number of ordinary shares outstanding            | 1,043,070,727   | 1,043,070,727 |
| Consolidated net operating cash flow per share (CNOCFPS) | (5.48)          | 3.14          |

Consolidated net operating cash flow per share (CNOCFPS) has been computed by dividing the basic earnings by the number of ordinary shares outstanding as on 30 June 2021 as per Notification of Bangladesh Securities & Exchange Commission (BSEC). Previous year's CNOCFPS has been restated due to issue of bonus share. Actual CNOCFPS for June 2020 was Taka 3.37.

40 Net asset value (NAV) per share

|  |                |                |
|--|----------------|----------------|
| Net asset value attributable to shareholders | 20,593,567,311 | 19,709,627,304 |
| Average number of ordinary share outstanding | 1,043,070,727  | 1,043,070,727  |
| Net asset value per share (NAVPS)            | 19.74          | 18.90          |

Net asset value (NAV) per share has been disclosed as per the Bangladesh Securities & Exchange Commission's (BSEC) No. BSEC/CMRRCD/2006-158/208/Admin/81 dated June 20, 2018. Previous year's NAV has been restated due to issue of bonus share.

40 (a) Consolidated Net asset value (NAV) per share

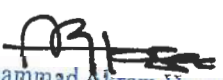
|   |                |                |
|---|----------------|----------------|
| Net asset value attributable to shareholders    | 20,767,831,922 | 19,752,515,473 |
| Average number of ordinary share outstanding    | 1,043,070,727  | 1,043,070,727  |
| Consolidated Net asset value per share (CNAVPS) | 19.91          | 18.94          |

Consolidated Net asset value (CNAV) per share has been disclosed as per the Bangladesh Securities & Exchange Commission's (BSEC) No. BSEC/CMRRCD/2006-158/208/Admin/81 dated June 20, 2018. Previous year's NAV has been restated due to issue of bonus share.

41 Number of Employees

The number of employees engaged for the whole year or part thereof who received total remuneration of Tk. 36,000 p.a. or above were 7,133 as on 30 June 2021 and 1,992 as on 31 December 2020.

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| Amount in Taka |      |
|----------------|------|
| 2021           | 2020 |

| Amount in Taka                                |                 |                 |
|---|-----------------|-----------------|
| 2021  | 2020            |                 |
| 43 Highlights of Activities                   |                 |                 |
| Paid-up capital                               | 10,430,707,270  | 9,707,993,510   |
| Total capital                                 | 29,117,771,700  | 28,835,118,189  |
| Capital surplus/(shortfall)                   | 2,583,757,899   | 2,404,066,563   |
| Total assets                                  | 326,206,592,837 | 325,723,193,412 |
| Total deposits                                | 243,502,264,975 | 241,953,906,502 |
| Total loans and advances                      | 279,508,030,103 | 213,264,682,073 |
| Total contingencies                           | 191,105,393,546 | 165,010,624,950 |
| Loan-deposit ratio                            | 75.76%          | 73.51%          |
| Ratio of classified loans against total loans | 2.50%           | 2.58%           |
| Profit after tax and provision                | 1,633,365,017   | 1,038,611,197   |
| Provision against classified loans            | 4,524,506,651   | 4,521,727,763   |
| Cost of funds                                 | 4.97%           | 6.06%           |
| Profit-earning assets                         | 270,100,522,363 | 253,515,757,190 |
| Non-profit earning assets                     | 58,106,069,574  | 67,207,436,222  |
| Return on investments (ROI)                   | 3.80%           | 2.89%           |
| Return on assets (ROA)                        | 0.51%           | 0.39%           |
| Income from investment                        | 1,484,694,156   | 1,131,937,698   |
| Earnings per share                            | 1.57            | 1.00            |
| Net income per share                          | 1.57            | 1.00            |
| Net operating cash flow per share (NOCFPS)    | (5.26)          | 3.05            |

|   |                 |                 |
|---|-----------------|-----------------|
| 43(a) Consolidated Highlights of Activities   |                 |                 |
| Paid-up capital                               | 10,430,707,270  | 9,707,993,510   |
| Total capital                                 | 29,234,466,763  | 28,936,096,582  |
| Capital surplus/(shortfall)                   | 1,551,403,674   | 2,377,674,661   |
| Total assets                                  | 329,008,642,183 | 316,612,575,496 |
| Total deposits                                | 243,504,443,979 | 242,114,880,068 |
| Total loans and advances                      | 231,522,668,331 | 215,215,934,663 |
| Total contingencies                           | 191,105,393,546 | 165,010,624,950 |
| Loan-deposit ratio                            | 79.71%          | 75.93%          |
| Ratio of classified loans against total loans | 2.39%           | 2.56%           |
| Profit after tax and provision                | 1,649,081,687   | 933,943,986     |
| Provision against classified loans            | 4,524,506,651   | 4,521,727,283   |
| Cost of funds                                 | 4.97%           | 6.06%           |
| Profit-earning assets                         | 270,437,742,736 | 256,299,144,134 |
| Non-profit earning assets                     | 58,570,899,447  | 60,313,831,362  |
| Return on investments                         | 3.80%           | 2.84%           |
| Return on assets (profit after tax)           | 0.51%           | 0.35%           |
| Income from investment                        | 1,512,946,044   | 1,134,768,605   |
| Earnings per share                            | 1.58            | 0.90            |
| Net income per share                          | 1.58            | 0.90            |
| Net operating cash flow per share (NOCFPS)    | (5.48)          | 3.14            |

44 Assets and liabilities at 30 June 2021 denominated in foreign currencies have been converted to local currency Bangladesh Taka (BDT) at the following exchange rates:

| Currency               | Abbreviation and unit | Equivalent BDT |
|------------------------|-----------------------|----------------|
| British Pound Sterling | GBP 1.00              | 116.8950       |
| European Currency      | EUR 1.00              | 100.5700       |
| Canadian Dollar        | CAD 1.00              | 68.0984        |
| Australian Dollar      | AUD 1.00              | 63.4876        |
| Japanese Yen           | JPY 1.00              | 0.7640         |
| US Dollar              | USD 1.00              | 84.4250        |
| Chinese yuan           | CNY 1.00              | 13.0740        |
| Saudi Arabian Riyal    | SAR 1.00              | 22.5617        |
| Swiss Franc            | CHF 1.00              | 91.6270        |
| Swedish Korna          | SEK 1.00              | 9.8935         |
| Danish Korna           | DKK 1.00              | 12.8341        |
| Norwegian Korna        | NOK 1.00              | 9.7084         |

07 DEC 2021

Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

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Sayed Abul Hashem  
Chief Financial Officer  
Head Office  
The Premier Bank Limited



M. REAZUL KARIM, FCSMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213


Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

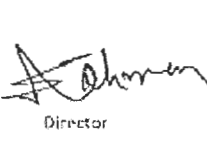
45 Figures in these notes and in the annexed financial statements have been rounded off to the nearest Taka.


46 Wherever considered necessary, previous year figures have been rearranged for the purpose of comparison with current year presentation without causing any impact on the profit as well as value of assets and liabilities as reported in the said financial year.

47 These notes form an integral part of the said financial statements and accordingly are to be read in conjunction therewith.

  
Chairman

  
Director

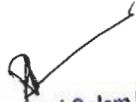
  
Director

  
Managing Director

Place: Dhaka, Bangladesh  
Dated: 19 August 2021

19 DEC 2021

**Vetted**

  
Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

07 DEC 2021

  
Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka



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Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

  
M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



07 DEC 2021

Mohammad Akram Hossain, FCS  
 Company Secretary  
 The Premier Bank Limited  
 Dhaka

Sayed Abul Hashem FCA, FCMA  
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M. REAZUL KARIM, FCMA  
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 Head Office, Banani  
 Dhaka-1213

Tanzim Alamgir  
 Managing Director & CEO  
 UCB Investment Limited

The Premier Bank Limited  
 Consolidated schedule of fixed assets including premises, furniture and fixtures  
 AS at 30 June 2021

Annexure - A

| Asset Category            | Cost              |                             |                    | Rate (%) | Depreciation      |                       | Written Down Value as at 30 June 2021 |
|---------------------------|-------------------|-----------------------------|--------------------|----------|-------------------|-----------------------|---------------------------------------|
|                           | As at 01 Jan 2021 | Additions during the period | As at 30 June 2021 |          | As at 01 Jan 2021 | Charge for the period |                                       |
| Land and Building         | 1,384,393,311     | 402,560,363                 | 1,786,953,674      | 2.5      | 17,986,145        | 259,291,848           | 1,527,661,826                         |
| Furniture and fixtures    | 1,506,760,738     | 46,401,109                  | 1,553,161,867      | 10       | 36,836,570        | 805,563,960           | 747,597,907                           |
| Equipment and computers   | 1,296,562,763     | 64,768,696                  | 1,361,331,459      | 20       | 50,889,683        | 851,276,133           | 510,105,326                           |
| Vehicles                  | 99,620,164        | -                           | 99,620,164         | 20       | 2,091,178         | 95,109,492            | 4,510,671                             |
| ROU Assets                | 1,351,067,238     | -                           | 1,351,067,238      | -        | 174,260,938       | 654,784,668           | 696,282,570                           |
| Total at 30 June 2021     | 5,638,404,234     | 513,730,168                 | 6,152,134,402      | -        | 232,064,514       | 2,665,976,101         | 3,486,158,300                         |
| Total at 31 December 2020 | 4,585,600,583     | 1,052,803,651               | 5,638,404,234      | -        | 501,522,273       | 2,433,911,587         | 3,204,492,647                         |

19 DEC 2021

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Syed Muhammad Golam Mowla  
 Deputy Director  
 Bangladesh Securities and Exchange Commission


The Premier Bank Limited  
statement of tax position  
for the Period ended 30 June 2021

Annexure-C

| Accounting year | Assessment year | Present status                                 |
|-----------------|-----------------|--|
| 2004            | 2005-2006       | Appeal filed with High Court                   |
| 2005            | 2006-2007       | Appeal filed with High Court                   |
| 2006            | 2007-2008       | Appeal filed with High Court                   |
| 2007            | 2008-2009       | Appeal pending with Tribunal                   |
| 2008            | 2009-2010       | Appeal pending with Tribunal                   |
| 2009            | 2010-2011       | Appeal pending with Tribunal                   |
| 2010            | 2011-2012       | Appeal filed with High Court                   |
| 2011            | 2012-2013       | Appeal filed with High Court                   |
| 2012            | 2013-2014       | Appeal pending with Tribunal                   |
| 2013            | 2014-2015       | Appeal pending with Tribunal                   |
| 2014            | 2015-2016       | Appeal pending with Tribunal                   |
| 2015            | 2016-2017       | Appeal filed with Commissioner                 |
| 2016            | 2017-2018       | Appeal filed with Commissioner                 |
| 2017            | 2018-2019       | Return filed but assessment not yet completed. |
| 2018            | 2019-2020       | Return filed but assessment not yet completed. |
| 2019            | 2020-2021       | Return filed but assessment not yet completed. |
| 2020            | 2021-2022       | Return yet to submit                           |

19 DEC 2021

**Vetted**

  
Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

07 DEC 2021

  
Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

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Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited



  
M. REAZUL KARIM, FCA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

The Premier Bank Limited  
Details of Large Loan  
as at 30 June 2021


Annexure -D

(Taka in crore)

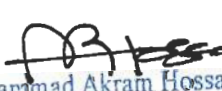
| Sl No. | Name of Group                         | Outstanding June 2021 |                 |                 |
|--------|---------------------------------------|-----------------------|-----------------|-----------------|
|        |                                       | Funded                | Non-Funded      | Total           |
| 1      | Shasha                                | 456.61                | 318.70          | 775.31          |
| 2      | Western Engineering (Pvt.) Ltd        | 389.52                | 277.47          | 666.99          |
| 3      | Jaj Bhuyan                            | 569.07                | -               | 569.07          |
| 4      | MS DYEING, PRINTING AND FINISHING LTD | 334.79                | 210.72          | 545.51          |
| 5      | Oppo                                  | 0.00                  | 458.11          | 458.11          |
| 6      | Mithela                               | 282.57                | 167.99          | 450.56          |
| 7      | Meghna                                | 328.90                | 108.99          | 437.19          |
| 8      | Abdul Monem Limited                   | 148.04                | 260.97          | 409.01          |
| 9      | Saad Musa                             | 389.44                | -               | 389.44          |
| 10     | Doreen                                | 113.52                | 272.70          | 386.22          |
| 11     | Asiatic                               | 312.71                | 66.62           | 379.33          |
| 12     | Diamond                               | 335.28                | -               | 335.28          |
| 13     | VINCEN CONSULTANCY PVT. LTD           | 148.97                | 179.43          | 328.40          |
| 14     | Fakir Apparels Ltd                    | 170.53                | 153.70          | 324.23          |
| 15     | Ibratas                               | 95.56                 | 209.84          | 305.40          |
| 16     | ABA                                   | 171.74                | 122.35          | 294.09          |
|        | <b>Total</b>                          | <b>4,246.55</b>       | <b>2,807.59</b> | <b>7,054.14</b> |

19 DEC 2021

**Vetted**

  
Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

07 DEC 2021

  
Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

  
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Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited



  
M. REAZUL KARIM, FCA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

  
Manzim Alamgir  
Managing Director & CEO  
UCB Investment Limited


The Premier Bank Limited  
Name of Directors and the entities in which they had interest  
as at 30 June 2021

Annexure-E

| Sl. No. | Name                 | Designation   | Entities where they had interest  | Position   |
|---------|----------------------|---------------|---|--|
| 1.      | Dr. H. B. M. Iqbal   | Chairman      | Premier Group of Companies Ltd.<br>Premier Hotel & Resort Ltd.<br>Premier Hotel Management Co. Ltd.<br>Bengal Tiger Cement Industries Ltd.<br>Premier Technology & Holdings Ltd.<br>ATAB Centre Ltd.<br>Air Concern International Ltd.<br>Bukhara Restaurant (Pvt) Ltd.<br>Aero Bengal Airlines Ltd.<br>The Premier Tele Link Ltd.<br>IBC Power Ltd.<br>Beacon Travel Int'l Ltd.<br>Centaur Limited.<br>Nawrin Electronics Ltd.<br>Sarakhon Media Ltd.<br>Iqbal Centre<br>Concern International | Chairman<br>Chairman<br>Chairman<br>Chairman<br>Chairman<br>Chairman<br>Chairman<br>Chairman<br>Chairman<br>Chairman<br>Managing Director<br>Managing Director<br>Managing Director<br>Managing Director<br>Proprietor<br>Proprietor |
| 2.      | Mr. Mo'in Iqbal      | Vice Chairman | Premier Property Development Co. Ltd.<br>Bentley Sweater Ltd.<br>Premier Group of Companies Ltd.<br>Premier Hotels & Resort Ltd.<br>Premier Hotel Management Co. Ltd.<br>ATAB Centre Ltd.<br>Air Concern International Ltd.<br>Bukhara Restaurant (Pvt) Ltd.<br>Nawrin Electronics Ltd.<br>Sarakhon Media Ltd.  | Chairman<br>Chairman<br>Managing Director<br>Managing Director<br>Managing Director<br>Managing Director<br>Director<br>Director<br>Director<br>Director   |
| 3.      | Mr. B. H. Haroon, MP | Director      | Rajbithi Travels Ltd.<br>Al Humyra Health Center Ltd.<br>Al Humyra Development Ltd.<br>Al Arab Enterprise International   | Chairman<br>Chairman<br>Chairman<br>Proprietor   |

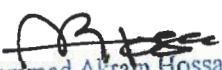
19 DEC 2021

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Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission


  
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

07 DEC 2021


  
Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

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Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited



  
M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

**Vetted**

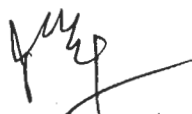
  
**Syed Muhammad Golam Mowla**  
 Deputy Director  
 Bangladesh Securities and Exchange Commission

| Sl. No | Name                         | Designation          | Entities where they had interest   | Position  |
|--------|------------------------------|----------------------|--|---|
| 4.     | Mr. Abdus Salam Murshed, MP  | Director             | Envoy Garments Ltd.<br>Armour Garments Ltd.<br>Nadia Garments Ltd.<br>Pastel Apparels Ltd.<br>Astras Garments Ltd.<br>Regal Garments Ltd.<br>Epoch Garments Ltd.<br>Fontina Fashions Ltd.<br>Manta Apparels Ltd.<br>Envoy Fashions Ltd.<br>Envoy Design Ltd.<br>Olio Apparels Ltd.<br>Texas Dresses Ltd.<br>Danier Textile Mills Ltd.<br>Envoy Textiles Ltd.<br>Laundry Industries Ltd.<br>National System Solutions (Pvt.) Ltd.<br>DIA Global Logistics (BD) Ltd.<br>Advanced Comtech Machines Ltd.<br>Emerald Trading Ltd.<br>Pinata Air International Ltd.<br>Envoy Towers Ltd.<br>Sharmin Holdings Ltd.<br>Treasure Securities Ltd<br>Tristar Securities Ltd<br>Square Hospitals Ltd.<br>Bengal Meat Processing Industries Limited | Managing Director<br>Managing Director<br>Managing Director<br>Managing Director<br>Managing Director<br>Managing Director<br>Managing Director<br>Managing Director<br>Managing Director<br>Managing Director<br>Managing Director<br>Managing Director<br>Managing Director<br>Managing Director<br>Managing Director<br>Managing Director<br>Managing Director<br>Managing Director<br>Managing Director<br>Managing Director<br>Managing Director<br>Managing Director<br>Managing Director<br>Chairman<br>Chairman<br>Director<br>Director |
| 5.     | Mr. Mohammad Miran Jubaif    | Director             | Premier Property Development Co. Ltd.<br>Bentley Sweater Ltd.<br>Premier Group of Companies Ltd.<br>Premier Hotels & Resorts Ltd.<br>Premier Hotel Management Co. Ltd.<br>Nawrin Electronics Ltd.<br>Bukhara Restaurant (Pvt) Ltd.<br>ATAB Centre Ltd.<br>Sarakhon Media Ltd.  | Managing Director<br>Add. Managing Director<br>Director<br>Director<br>Director<br>Director<br>Director<br>Director<br>Director   |
| 6.     | Mr. Shafiqur Rahman          | Director             | Rupsha Tyres & Chemical Ltd.   | Managing Director   |
| 7.     | Mr. Jamal G. Ahmed           | Director             | Premier Group of Companies Ltd.<br>Bentley Sweater Ltd.<br>ATAB centre Ltd.<br>Premier Property Development Co. Ltd.   | Director<br>Managing Director<br>Director<br>Director   |
| 8.     | Mr. Nahyan Haroon            | Director             | The Raintree Dhaka Ltd.<br>Rajbithi Travels Ltd.   | Chairman<br>Managing Director   |
| 9.     | Mrs. Shaila Shelley Khan     | Director             |  |   |
| 10.    | Mr. Yeh Cheng Min            | Director             | Alita (BD) Ltd.<br>Ace Bicycle (BD) Ltd.<br>Van Green (BD) Ltd.  | Chairman<br>Managing Director<br>Chairman   |
| 11.    | Chowdhury Jafarullah Shrafat | Independent Director | Cream & Milk Ltd.  | Director  |
| 12.    | Naba Gopal Barik             | Independent Director | Anwar Galvanizing Ltd.   | Independent Director  |

07 DEC 2021

  
**Mohammad Akram Hossain, FCS**  
 Company Secretary  
 The Premier Bank Limited  
 Head Office, Dhaka

  
**Sayed Abul Hashem FCS, FMA**  
 Chief Financial Officer  
 Head Office  
 The Premier Bank Limited

  
**M. REAZUL KARIM, FOMA**  
 Managing Director & CEO  
 The Premier Bank Ltd.  
 Head Office, Banani  
 Dhaka-1213

  
**Tanzim Alamgir**  
 Managing Director & CEO  
 UCB Investment Limited

19 DEC 2021  
Vetted

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

Annexure-F

The Premier Bank Ltd  
Investment in Shares  
at 30 June 2021

| Sl. No.          | Name of the company                           | Face value | No. of share including bonus share | Cost of holding | Average cost | Quoted rate per share as at 30.06.2021 | Total market value as at 30.06.2021 |
|------------------|---|------------|------------------------------------|-----------------|--------------|--|-------------------------------------|
|                  |   | Taka       |                                    | Taka            | Taka         | Taka                                   | Taka                                |
| <b>A. Quoted</b> |   |            |                                    |                 |              |  |                                     |
| 1                | Aamra Technologies Limited                    | 10         | 261,920                            | 7,853,445       | 29.87        | 26.20                                  | 6,888,504                           |
| 2                | AB Bank Limited                               | 10         | 227,316                            | 6,847,476       | 30.12        | 14.80                                  | 3,364,277                           |
| 3                | ADN Telecom Limited                           | 10         | 200,000                            | 10,517,190      | 105.17       | 99.20                                  | 9,920,000                           |
| 4                | Advent Pharma Limited                         | 10         | 350,000                            | 9,455,845       | 27.02        | 24.90                                  | 8,715,000                           |
| 5                | Aftab Automobiles Limited                     | 10         | 871,320                            | 85,355,955      | 150.32       | 55.80                                  | 24,309,828                          |
| 6                | Apex Foods Limited                            | 10         | 5,000                              | 1,015,538       | 203.11       | 124.40                                 | 622,000                             |
| 7                | Apex Footwear Limited                         | 10         | 231,520                            | 108,278,109     | 937.85       | 470.60                                 | 54,476,656                          |
| 8                | Asia Insurance Limited                        | 10         | 1,867,232                          | 206,170,502     | 220.71       | 206.60                                 | 192,885,066                         |
| 9                | Asia Pacific General Insurance Co. Ltd.       | 10         | 1,248,755                          | 100,824,289     | 80.74        | 70.50                                  | 88,037,228                          |
| 10               | Atlas Bangladesh Ltd.                         | 10         | 174,799                            | 29,592,116      | 169.29       | 125.10                                 | 21,867,355                          |
| 11               | Baraka power Limited                          | 10         | 278,087                            | 7,595,057       | 27.31        | 26.70                                  | 7,424,923                           |
| 12               | Bay Leasing & Investment Limited              | 10         | 163,448                            | 7,714,945       | 47.20        | 26.40                                  | 4,315,027                           |
| 13               | Beximco Limited                               | 10         | 40,000                             | 3,933,508       | 98.34        | 89.50                                  | 3,580,000                           |
| 14               | Bangladesh National Insurance Company Limited | 10         | 10,000                             | 1,473,549       | 147.35       | 127.40                                 | 1,274,000                           |
| 15               | Bangladesh Submarine Cable Company Limited    | 10         | 2,051,320                          | 432,374,064     | 402.09       | 343.80                                 | 354,340,968                         |
| 16               | Beximco Pharma Limited                        | 10         | 30,000                             | 6,046,539       | 201.55       | 177.30                                 | 5,319,000                           |
| 17               | The Dacca Dyeing & Manufacturing Co. Ltd.     | 10         | 2,093,421                          | 48,487,733      | 23.16        | 20.60                                  | 43,124,473                          |
| 18               | Delta Life Insurance Company Ltd.             | 10         | 159,062                            | 31,036,911      | 195.12       | 154.30                                 | 24,543,267                          |
| 19               | Delta Spinners Ltd.                           | 10         | 850,750                            | 12,970,253      | 31.84        | 20.60                                  | 8,865,725                           |
| 20               | Dhaka Electric Supply Company Ltd.            | 10         | 1,438,399                          | 95,961,127      | 66.71        | 33.50                                  | 48,186,367                          |
| 21               | Eastern Insurance Limited                     | 10         | 80,000                             | 8,537,066       | 106.71       | 120.60                                 | 9,648,000                           |
| 22               | Eastland Insurance Company Ltd.               | 10         | 658,520                            | 27,198,474      | 41.30        | 38.50                                  | 25,353,020                          |
| 23               | Eastern Cables Ltd.                           | 10         | 3,000                              | 1,079,078       | 343.03       | 133.60                                 | 400,800                             |
| 24               | Envoy Textiles Limited                        | 10         | 491,505                            | 21,915,041      | 91.48        | 58.80                                  | 14,450,247                          |
| 25               | Evince Textiles Limited                       | 10         | 666,843                            | 9,501,346       | 14.25        | 10.30                                  | 6,868,483                           |
| 26               | Fareast Islami Life Insurance Co. Ltd.        | 10         | 41,348                             | 3,275,089       | 159.73       | 126.40                                 | 2,613,194                           |
| 27               | First Finance Limited                         | 10         | 1,735,625                          | 50,086,552      | 63.13        | 13.60                                  | 11,802,250                          |
| 28               | Fu Wang Food Ltd.                             | 10         | 728,673                            | 16,688,179      | 45.41        | 32.80                                  | 11,950,237                          |
| 29               | Gemini Sea Food Ltd.                          | 10         | 3,162                              | 1,403,304       | 348.93       | 148.10                                 | 468,292                             |
| 30               | Genex Infosys Limited                         | 10         | 61,000                             | 5,380,194       | 88.20        | 88.90                                  | 5,422,920                           |
| 31               | Generation Next Fashions Limited              | 10         | 20,148                             | 251,437         | 17.48        | 5.60                                   | 112,629                             |
| 32               | Ifad Autos Limited                            | 10         | 167,280                            | 19,297,739      | 115.36       | 50.50                                  | 8,447,640                           |
| 33               | Jamuna Oil Company Limited                    | 10         | 329,619                            | 74,386,696      | 225.67       | 162.40                                 | 53,530,126                          |
| 34               | JMI Syringes & Medical Devices Ltd.           | 10         | 21,150                             | 9,325,304       | 440.91       | 331.10                                 | 7,007,765                           |
| 35               | KDS Accessories Limited                       | 10         | 100,500                            | 5,312,601       | 52.86        | 49.40                                  | 4,964,700                           |
| 36               | Kcya Cosmetics Ltd.                           | 10         | 327,874                            | 7,515,926       | 23.28        | 8.60                                   | 2,776,716                           |
| 37               | Khulna Power Company Limited                  | 10         | 27,500                             | 3,459,528       | 125.82       | 37.00                                  | 1,017,500                           |
| 38               | Lanka Bangla Finance Limited                  | 10         | 550,900                            | 19,609,140      | 35.65        | 35.60                                  | 19,580,000                          |
| 39               | LafargeHolcim Bangladesh Limited              | 10         | 489,996                            | 47,564,248      | 97.07        | 59.30                                  | 29,056,763                          |
| 40               | Maksons Spinning Mills Limited                | 10         | 400,000                            | 6,795,320       | 16.99        | 19.60                                  | 7,840,000                           |
| 41               | Meghna Cement Mills Ltd.                      | 10         | 97,140                             | 11,181,960      | 115.11       | 73.20                                  | 7,110,648                           |
| 42               | Meghna Life Insurance Co. Ltd.                | 10         | 50,935                             | 6,538,000       | 128.36       | 88.50                                  | 4,507,748                           |
| 43               | Mercantile Bank Ltd                           | 10         | 1,996,902                          | 34,402,938      | 17.23        | 14.60                                  | 29,154,769                          |
| 44               | Metro Spinning Limited                        | 10         | 200,000                            | 3,570,580       | 17.85        | 17.80                                  | 3,550,000                           |
| 45               | M.L. Cement Factory Limited                   | 10         | 107,880                            | 13,296,252      | 123.25       | 71.70                                  | 7,734,696                           |
| 46               | National Bank Ltd                             | 10         | 3,041,954                          | 58,302,792      | 38.33        | 16.00                                  | 24,335,632                          |
| 47               | Northern General Insurance Company Limited    | 10         | 200,000                            | 12,662,800      | 63.31        | 61.60                                  | 12,320,000                          |
| 48               | National Polymer Industries Ltd.              | 10         | 500,000                            | 22,564,234      | 45.13        | 57.40                                  | 28,700,000                          |
| 49               | NRB Commercial Bank Limited                   | 10         | 185,000                            | 6,211,059       | 33.68        | 32.10                                  | 5,938,530                           |
| 50               | Padma Islami Life Insurance Limited           | 10         | 149,478                            | 8,952,462       | 106.02       | 65.20                                  | 4,872,983                           |

07 DEC 2021

Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem FCA, FCM, FMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

19 DEC 2021

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

|                                       |  |    |             |               |        |        |               |
|---------------------------------------|--|----|-------------|---------------|--------|--------|---------------|
| 51                                    | Padma Oil Co. Ltd.                       | 10 | 302,475     | 104,759,244   | 692.13 | 407.60 | 61,844,425    |
| 52                                    | Paramount Insurance Limited              | 10 | 500,000     | 51,159,000    | 102.31 | 93.60  | 46,890,000    |
| 53                                    | The Peninsula Chittagong Limited         | 10 | 100,000     | 3,811,440     | 38.11  | 21.00  | 2,300,000     |
| 54                                    | Phoenix Finance and Investments Ltd.     | 10 | 141,195     | 4,765,750     | 67.79  | 65.80  | 4,645,316     |
| 55                                    | Peoples Leasing and Fin. Services Ltd.   | 10 | 414,849     | 19,036,750    | 91.77  | 6.00   | 1,244,517     |
| 56                                    | Popular Life Insurance Co. Ltd           | 10 | 33,320      | 4,196,703     | 126.95 | 113.00 | 3,765,160     |
| 57                                    | Power Grid Company of Bangladesh Limited | 10 | 200,000     | 9,038,760     | 45.19  | 44.70  | 8,940,000     |
| 58                                    | Premier Cement Mills Limited             | 10 | 370,800     | 47,357,129    | 114.73 | 74.20  | 27,513,360    |
| 59                                    | Premier Leasing & Finance Limited        | 10 | 314,602     | 8,151,936     | 25.91  | 8.40   | 2,642,657     |
| 60                                    | Prime Finance & Investment Ltd           | 10 | 278,819     | 8,893,103     | 62.85  | 25.40  | 3,541,001     |
| 61                                    | Pubali Bank Ltd.                         | 10 | 41,389      | 1,317,500     | 31.83  | 26.00  | 1,076,114     |
| 62                                    | Ring Shine Textiles Limited              | 10 | 261         | 2,566         | 9.83   | 10.70  | 2,793         |
| 63                                    | R.N. Spinning Mills Limited              | 10 | 1,031,476   | 24,079,091    | 22.37  | 5.20   | 5,623,675     |
| 64                                    | Robi Axiata Limited                      | 10 | 100,000     | 4,864,150     | 48.64  | 44.00  | 4,400,000     |
| 65                                    | Runner Automobiles Limited               | 10 | 4,020,000   | 183,600,000   | 45.00  | 65.90  | 268,677,000   |
| 66                                    | Sail Powersec Limited                    | 10 | 510,000     | 12,880,622    | 50.53  | 45.40  | 11,577,000    |
| 67                                    | S. Alam Cold Rolled Steels Ltd.          | 10 | 70,000      | 3,991,052     | 57.02  | 33.20  | 2,325,000     |
| 68                                    | Sinobangla Industries Ltd.               | 10 | 107,100     | 8,743,462     | 81.64  | 50.00  | 5,355,000     |
| 69                                    | Sonali Life Insurance limited            | 10 | 9,307       | 93,070        | 10.00  | 11.00  | 102,377       |
| 70                                    | Square pharmaceuticals Limited           | 10 | 12,000      | 2,832,076     | 236.01 | 215.50 | 2,586,000     |
| 71                                    | Summit Power Limited                     | 10 | 500,000     | 22,130,040    | 88.32  | 68.20  | 22,050,000    |
| 72                                    | SurLife Insurance Company Limited        | 10 | 518,000     | 20,458,072    | 39.49  | 33.10  | 17,145,800    |
| 73                                    | Titas Gas Transmission & Dist. Co. Ltd   | 10 | 1,737,388   | 117,693,783   | 152.87 | 71.60  | 62,198,450    |
| 74                                    | United Commercial Bank Ltd.              | 10 | 812,209     | 20,793,125    | 45.55  | 33.60  | 13,645,111    |
| 75                                    | Union Capital Limited                    | 10 | 1,178,458   | 30,336,643    | 45.05  | 15.40  | 9,074,127     |
| 76                                    | Unique Hotel & Resorts Limited           | 10 | 295,500     | 37,243,202    | 227.07 | 81.20  | 11,997,300    |
| 77                                    | United Insurance Ltd                     | 10 | 3,360,366   | 227,580,872   | 136.97 | 128.00 | 215,063,424   |
| 78                                    | United Power Generation & Distribution   | 10 | 53,240      | 17,439,141    | 982.65 | 827.70 | 14,668,916    |
| 79                                    | VFS Thread Dyeing Limited                | 10 | 200,000     | 5,009,403     | 25.05  | 26.10  | 5,220,000     |
| 80                                    | Yeakin Polymer Limited                   | 10 | 514,628     | 7,468,024     | 14.51  | 23.00  | 6,690,164     |
| Sub total (A)                         |  |    | 43,838,753  | 2,734,187,316 |        |        | 2,106,130,049 |
| <b>B. Mutual Fund</b>                 |  |    |             |               |        |        |               |
| 1                                     | AB Bank 1st Mutual fund                  | 10 | 534,649     | 4,372,325     | 8.18   | 6.7    | 3,582,148.30  |
| 2                                     | EBL NRB Mutual Fund                      | 10 | 20,969,925  | 147,029,380   | 7.01   | 7      | 146,789,475   |
| 3                                     | First Bangladesh Fixed Income Fund       | 10 | 38,807,348  | 249,999,963   | 6.44   | 6.1    | 236,724,823   |
| 4                                     | Vanguard AML BD Finance Mutual Fund One  | 10 | 1,610,872   | 16,168,770    | 10.00  | 8.9    | 14,336,761    |
| Sub total (B)                         |  |    | 61,922,794  | 417,580,188   |        |        | 401,433,207   |
| Total (A+B)                           |  |    | 105,761,547 | 3,151,767,504 |        |        | 2,507,563,256 |
| Available cash balance                |  |    |             | 38,091,302    |        |        |               |
| Total                                 |  |    |             | 3,189,858,806 |        |        |               |
| <b>C. Capital Market Special Fund</b> |  |    |             |               |        |        |               |

| SL. No. | Name of the company                             | Face value | No. of share including bonus share | Cost of holding |
|---------|---|------------|------------------------------------|-----------------|
| 1       | Aman Cotton Fibrous Limited                     | 10         | 100,000                            | 4,818,830       |
| 2       | Ambee Pharmaceuticals Ltd.                      | 10         | 1,145                              | 533,842         |
| 3       | Apex Spinning & Knitting Mills Limited          | 10         | 135,000                            | 15,045,531      |
| 4       | Apollo Ispat Complex Limited                    | 10         | 500,000                            | 4,187,250       |
| 5       | Asia Insurance Limited                          | 10         | 1,005,000                          | 112,155,123     |
| 6       | Asia Pacific General Insurance Co. Ltd.         | 10         | 1,874,257                          | 149,013,466     |
| 7       | Bangladesh Finance and Investment Co. Ltd       | 10         | 87,000                             | 2,967,866       |
| 8       | Baraka Power Limited                            | 10         | 200,000                            | 5,526,580       |
| 9       | British American Tobacco Bangladesh Company Ltd | 10         | 16,000                             | 7,523,807       |
| 10      | BSRM Steels Limited                             | 10         | 50,000                             | 4,727,190       |
| 11      | Bexmco Pharmaceuticals Ltd.                     | 10         | 75,000                             | 14,103,728      |
| 12      | Delta Eric Housing Finance Corp. Ltd.           | 10         | 106,356                            | 8,810,200       |
| 13      | Eastern Insurance Company Ltd.                  | 10         | 402,549                            | 49,807,742      |
| 14      | Genex Infosys Limited                           | 10         | 210,000                            | 39,196,541      |
| 15      | Gramophone Limited                              | 10         | 30,000                             | 10,374,994      |
| 16      | Jamuna Oil Company Limited                      | 10         | 10,000                             | 1,710,461       |
| 17      | JMI Syringes & Medical Devices Ltd.             | 10         | 8,735                              | 3,181,095       |
| 18      | Lanka Bangla Finance Ltd.                       | 10         | 410,000                            | 13,933,508      |
| 19      | Lindo Bangladesh Limited                        | 10         | 12,000                             | 15,340,418      |
| 20      | Lub-ref (Bangladesh) Limited.                   | 10         | 203,400                            | 10,581,905      |
| 21      | Meghna Petroleum Limited                        | 10         | 10,250                             | 1,966,731       |
| 22      | Mercantile Insurance Co. Ltd.                   | 10         | 127,000                            | 5,846,418       |
| 23      | Monna Ceramic Industries Ltd.                   | 10         | 52,500                             | 6,805,430       |

07 DEC 2021

Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited



M. REZAUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited


|               |  |    |           |             |
|---------------|--|----|-----------|-------------|
| 24            | National Tubes Limited                         | 10 | 100,000   | 11,547,930  |
| 25            | Padma Oil Co. Ltd.                             | 10 | 10,000    | 2,178,474   |
| 26            | Rahim Textile Mills Ltd.                       | 10 | 3,936     | 960,911     |
| 27            | Robi Axiata Limited                            | 10 | 310,000   | 15,313,281  |
| 28            | Square Pharmaceuticals Ltd.                    | 10 | 43,000    | 9,154,684   |
| 29            | Stycreaft Limited                              | 10 | 102,453   | 20,440,562  |
| 30            | SUMITPOWER                                     | 10 | 100,000   | 4,342,765   |
| 31            | United Power Generation & Distribution Company | 10 | 1,600     | 424,098     |
| 32            | Wilton Hi-Tech Industries Ltd.                 | 10 | 10,000    | 12,179,836  |
| 33            | Wata Chemicals Limited                         | 10 | 30,000    | 9,854,240   |
| Sub total (C) |  |    | 6,312,153 | 554,557,167 |
| Total         |  |    |           | 554,557,167 |

|             |   |  |               |               |
|-------------|---|--|---------------|---------------|
| C. Unquoted |   |  |               |               |
| 1           | Central Depository Bangladesh Limited           |  | 3,138,890     | 3,138,890     |
| 2           | SWIFT Membership                                |  | 5,559,035     | 5,559,035     |
| 3           | Energy Prima Limited                            |  | 8,800,000     | 8,800,000     |
| 4           | Lanka Bangla Securities Limited                 |  | 5,000,000     | 5,000,000     |
| 5           | Bangladesh fixed income special purpose vehicle |  | 2,500,000,000 | 2,500,000,000 |
| 6           | RACE special opportunities unit fund            |  | 250,000,000   | 250,000,000   |
| 7           | ICB AMCL 2nd NRB                                |  | 4,476,750     | 4,476,750     |
| Sub total   |   |  | 2,777,674,705 | 2,777,674,705 |
| Total       |   |  | 6,522,090,676 |               |

19 DEC 2021

**Vetted**

  
 Syed Muhammad Goram Mowla  
 Deputy Director  
 Bangladesh Securities and Exchange Commission


  
 Tanzim Alamgir  
 Managing Director & CEO  
 UCB Investment Limited

07 DEC 2021

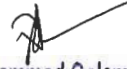
  
 Mohammad Akram Hossain, FCS  
 Company Secretary  
 The Premier Bank Limited  
 Head Office Dhaka

  
 Sayed Abul Hashem FCA, FCMA  
 Chief Financial Officer  
 Head Office  
 The Premier Bank Limited



  
 M. REAZUL KARIM, FCMA  
 Managing Director & CEO  
 The Premier Bank Ltd.  
 Head Office, Banani  
 Dhaka-1213



**Vetted**
  
**Syed Muhammad Golam Mowla**  
**Deputy Director**

Bangladesh Securities and Exchange Commission

Annexure- G


**The Premier Bank Limited**  
**Reconciliation of net profit with cash flows from operating activities before changes in operating assets and liabilities**  
**For the Period ended 30 June 2021**

|   | June 2021            | June 2020          |
|---|----------------------|--------------------|
| <b>Net profit after taxation</b>                              | 1,649,081,687        | 933,943,986        |
| <b>Addition :</b>   |                      |                    |
| Provision (loan & advance)                                    | 120,990,823          | 33,766,293         |
| Provision (Investment of Shares)                              | -                    | 242,383,855        |
| Provision (Off-Balance Sheet items)                           | 165,981,983          | -                  |
| Provision (Others)  | 153,545,029          | -                  |
| Depreciation  | 232,064,514          | 232,130,473        |
| Decrease of interest receivable                               | 9,185,819            | 508,754,043        |
| Increase of interest Payable                                  | 98,162,866           | -                  |
| Decrease in deferred tax assets                               | 10,541,737           | 247,268,113        |
| Increase in provision of taxation                             | 907,111,588          | -                  |
| <b>Deduction :</b>  |                      |                    |
| Decrease in provision of taxation                             | -                    | (754,479,376)      |
| Increase of interest receivable                               | -                    | (281,938,003)      |
| Increase of advance income tax                                | (1,135,956,657)      | -                  |
| Effects of exchange rate changes on cash and cash equivalents | (720,225,442)        | (629,217,714)      |
|   | <b>1,490,483,947</b> | <b>532,611,670</b> |

**Reconciliation of net profit with cash flows from operating activities before changes in operating assets and liabilities**  
**(Solo)**  
**For the Period ended 30 June 2021**


|   | June 2021            | June 2020          |
|---|----------------------|--------------------|
| <b>Net profit after taxation</b>                              | 1,633,365,017        | 1,038,611,197      |
| <b>Addition :</b>   |                      |                    |
| Provision (loan & advance)                                    | 120,990,823          | 33,766,293         |
| Provision (Investment of Shares)                              | -                    | 242,383,855        |
| Provision (Off-Balance Sheet items)                           | 165,981,983          | -                  |
| Provision (Others)  | 153,545,029          | -                  |
| Depreciation  | 231,779,589          | 231,819,328        |
| Increase of interest payable                                  | 98,162,866           | 508,754,043        |
| Decrease of interest receivable                               | 9,185,819            | -                  |
| Decrease in deferred tax assets                               | 10,541,737           | 247,268,113        |
| Increase in provision of taxation                             | 880,000,000          | -                  |
| <b>Deduction :</b>  |                      |                    |
| Decrease in provision of taxation                             | -                    | (754,479,376)      |
| Increase of interest receivable                               | -                    | (281,938,003)      |
| Increase of advance income tax                                | (1,119,589,874)      | -                  |
| Effects of exchange rate changes on cash and cash equivalents | (720,225,442)        | (629,217,714)      |
|   | <b>1,463,737,547</b> | <b>636,967,736</b> |

07 DEC 2021

  
**Mohammad Akram Hossain, FCS**  
**Company Secretary**  
**The Premier Bank Limited**  
**Head Office, Dhaka**
  
**Sayed Abul Hashem FCA, FCMA**  
**Chief Financial Officer**  
**Head Office**  
**The Premier Bank Limited**

  
**M. REAZUL KARIM, FCMA**  
**Managing Director & CEO**  
**The Premier Bank Ltd.**  
**Head Office, Banani**  
**Dhaka-1213**
**Tanzim Alamgir**  
**Managing Director & CEO**  
**UCIB Investment Limited**

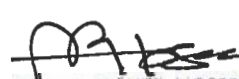
19 DEC 2021  
Vetted

  
Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission  
Annexure- H

The Premier Bank Limited  
Balance Sheet of Islamic Banking Branches  
As at 30 Jun 2021

| Note   | Amount in Taka        |                       |
|--|-----------------------|-----------------------|
|  | Jun-2021              | Dec-2020              |
| <b>PROPERTY AND ASSETS</b>   |                       |                       |
| Cash   | 78,645,124            | 29,163,877            |
| In hand (including foreign currencies)   | 1.1 78,068,803        | 27,753,879            |
| Balance with Bangladesh Bank and its agent bank (s) (including foreign currencies) | 1.2 576,321           | 1,409,995             |
| Balance with other banks and financial institutions                                | 2 -                   | -                     |
| In Bangladesh  | 2.1 -                 | -                     |
| Outside Bangladesh   | -                     | -                     |
| Placement with banks other financial institutions                                  | -                     | -                     |
| Investment in shares & securities  | 3 811,520,000         | 1,400,000,000         |
| Government   | 3.1 811,520,000       | 1,400,000,000         |
| Others   | 3.2 -                 | -                     |
| Investments (including bills)  | 4 17,037,544,729      | 17,226,460,423        |
| General investment   | 14,559,226,895        | 14,647,570,794        |
| Bills purchased and discounted   | 2,478,317,833         | 2,578,889,629         |
| Fixed assets including premises, furniture and fixtures                            | 5 12,764,831          | 11,221,712            |
| Other assets   | 6 4,038,001,514       | 1,773,169,160         |
| Non-banking assets   | -                     | -                     |
| <b>Total Assets</b>  | <b>21,978,476,197</b> | <b>20,440,015,173</b> |
| <b>LIABILITIES AND CAPITAL</b>   |                       |                       |
| <b>Liabilities</b>   |                       |                       |
| Borrowings from other banks, financial institutions and agents                     | 7 3,779,693,801       | 3,526,426,882         |
| Deposits and other accounts  | 17,850,688,909        | 16,494,588,428        |
| Mudaraba savings deposits  | 708,589,496           | 650,676,904           |
| Mudaraba term deposits   | 12,012,081,642        | 10,483,135,652        |
| Al-wadiah Current deposits and other accounts                                      | 5,095,634,922         | 5,300,062,486         |
| Bills payable  | 34,382,849            | 60,713,376            |
| Other liabilities  | 8 348,093,487         | 418,999,863           |
| <b>Total Liabilities &amp; Capital</b>   | <b>21,978,476,198</b> | <b>20,440,015,173</b> |
| <b>Contingent Liabilities</b>  |                       |                       |
| Acceptances and endorsements   | 5,466,849,028         | 4,337,093,067         |
| Letters of guarantee   | 178,950,046           | 306,904,501           |
| Irrevocable letters of credit  | 5,172,925,433         | 3,173,799,812         |
| Bills for collection   | 1,465,860,598         | 1,001,785,078         |
| Other contingent liabilities   | -                     | -                     |
|  | 12,284,585,104        | 8,819,582,458         |
| Other commitments  | -                     | -                     |
| <b>Total Off-Balance Sheet Items</b>   | <b>12,284,585,104</b> | <b>8,819,582,458</b>  |

17 DEC 2021

  
Md. Masud Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

  
Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited



  
M. REZAUL KARIM, FCMA  
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Dhaka-1213

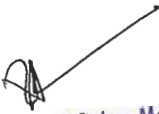
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

The Premier Bank Limited  
 Profit and Loss Statement of Islamic Banking Branches  
 For the period ended 30 June 2021


|   | Notes | Amount in Taka     |                    |
|---|-------|--------------------|--------------------|
|   |       | Jun-21             | Jun-20             |
| <b>OPERATING INCOME</b>                   |       |                    |                    |
| Investment income                         | 9     | 804,450,637        | 894,305,396        |
| Profit paid on deposits, borrowings, etc. | 10    | (466,382,651)      | (578,109,727)      |
| Net investment income                     |       | 338,067,986        | 316,195,669        |
| Commission, exchange and brokerage        | 11    | 95,602,713         | 83,104,341         |
| Other operating income                    | 12    | 38,616,607         | 28,543,799         |
| <b>Total operating income (A)</b>         |       | <b>472,287,306</b> | <b>427,843,809</b> |
| Salary and allowances                     | 13    | 30,637,779         | 23,727,008         |
| Rent, taxes, insurance, lighting, etc.    | 14    | 7,270,145          | 6,161,595          |
| Postage, stamps, telecommunication, etc.  | 15    | 1,864,964          | 1,417,611          |
| Stationery, printing, advertisement, etc. | 16    | 514,026            | 352,934            |
| Depreciation and repair of Bank's assets  | 17    | 1,498,109          | 676,446            |
| Other expenses                            | 18    | 2,766,366          | 1,984,431          |
| <b>Total operating expenses (B)</b>       |       | <b>44,551,389</b>  | <b>34,320,025</b>  |
| <b>Total operating profit (C=A-B)</b>     |       | <b>427,735,918</b> | <b>393,523,784</b> |

19 DEC 2021

**Vetted**

  
 Syed Muhammad Golam Mowla  
 Deputy Director  
 Bangladesh Securities and Exchange Commission

07 DEC 2021

  
 Mohammad Akram Hossain, FCS  
 Company Secretary  
 The Premier Bank Limited  
 Head Office, Dhaka

  
 Sayed Abul Hashem FCA, FCMA  
 Chief Financial Officer  
 Head Office  
 The Premier Bank Limited



  
 M. REAZUL KARIM, FCMA  
 Managing Director & CEO  
 The Premier Bank Ltd.  
 Head Office, Banani  
 Dhaka-1213

  
 Tanzim Alamgir  
 Managing Director & CEO  
 UCB Investment Limited

The Premier Bank Limited  
Notes to Financial Statements of Islamic Banking Branches  
As at 30 June 2021


|   | Amount in Taka        |                       |
|---|-----------------------|-----------------------|
|   | Jun-2021              | Dec-2020              |
| <b>1 Cash</b>   |                       |                       |
| <b>1.1 Cash in hand</b>   |                       |                       |
| In local currency   | 74,145,718            | 22,990,494            |
| In foreign currency   | 3,923,085             | 4,763,385             |
|   | <u>78,068,803</u>     | <u>27,753,879</u>     |
| <b>1.2 Balance with Bangladesh Bank and its agent bank(s)</b>     |                       |                       |
| Balance with Bangladesh Bank                                      |                       |                       |
| In local currency   | 576,321               | 1,409,998             |
| In foreign currency   | -                     | -                     |
|   | <u>576,321</u>        | <u>1,409,998</u>      |
|   | <u>78,645,124</u>     | <u>29,163,877</u>     |
| <b>2. Balance with other banks and financial institutions</b>     |                       |                       |
| In Bangladesh   | -                     | -                     |
| Outside Bangladesh  | -                     | -                     |
|   | <u>-</u>              | <u>-</u>              |
| <b>3. Investment in shares and securities</b>                     |                       |                       |
| <b>3.1 Government securities</b>                                  |                       |                       |
| Treasury bills  | -                     | -                     |
| Bangladesh Bank bills   | -                     | -                     |
| Islamic Investment Bond   | 811,520,000           | 1,400,000,000         |
| Treasury bonds  | -                     | -                     |
| Repo  | -                     | -                     |
| Prize bonds   | -                     | -                     |
|   | <u>811,520,000</u>    | <u>1,400,000,000</u>  |
| <b>4. Investments (including bills)</b>                           |                       |                       |
| General investment  | 14,559,226,895        | 14,647,570,794        |
| Bills purchased and discounted                                    | 2,478,317,833         | 2,578,889,629         |
|   | <u>17,037,544,729</u> | <u>17,226,460,423</u> |
| <b>5. Fixed assets including premises, furniture and fixtures</b> |                       |                       |
| Land and Building   | -                     | -                     |
| Furniture and fixtures  | 6,491,731             | 6,659,205             |
| Equipment and computers   | 6,273,100             | 4,562,507             |
| Vehicles  | -                     | -                     |
|   | <u>12,764,831</u>     | <u>11,221,712</u>     |

19 DEC 2021  
**Vetted**

07 DEC 2021

  
M. Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

  
Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

  
Sayed Abul Hashem, FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited



  
M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

19 DEC 2021

**Vetted**

✓  
 Syed Muhammad Golam Mowla  
 Deputy Director  
 Bangladesh Securities and Exchange Commission

|     |   | Amount in Taka       |                      |
|-----|---|----------------------|----------------------|
|     |   | Jun-2021             | Dec-2020             |
| 6.  | <b>Other assets</b>   |                      |                      |
|     | Head Office general account   | 3,298,479,838        | 1,163,876,464        |
|     | Adjusting account   | 730,452,044          | 607,252,044          |
|     | Stock of stationery   | 283,963              | 267,421              |
|     | Stamp in hand   | 374,455              | 36,375               |
|     | Advance income tax  | -                    | -                    |
|     | Prepaid expenses  | 2,235,013            | 275,856              |
|     | Sundry assets   | 6,176,201            | 1,461,000            |
|     |   | <b>4,038,001,514</b> | <b>1,773,169,160</b> |
| 7.  | <b>Borrowings from other banks, financial institutions and agents</b> |                      |                      |
|     | In Bangladesh (note 7.1)  | 3,779,693,801        | 3,526,426,882        |
|     | Outside Bangladesh  | -                    | -                    |
|     |   | <b>3,779,693,801</b> | <b>3,526,426,882</b> |
| 7.1 | <b>In Bangladesh</b>  |                      |                      |
|     | Bangladesh Bank (Refinance facility)                                  | 2,510,979,263        | 3,000,000,000        |
|     | Quard from Banks  | 1,268,714,539        | 526,426,882          |
|     |   | <b>3,779,693,801</b> | <b>3,526,426,882</b> |
| 8.  | <b>Other liabilities</b>  |                      |                      |
|     | Adjusting account   | 334,677,128          | 408,524,721          |
|     | Profit suspense A/C   | 32,158               | 14,112               |
|     | Investment compensation   | 13,384,201           | 10,461,030           |
|     |   | <b>348,093,487</b>   | <b>418,999,863</b>   |
| 9.  | <b>Investment income</b>  |                      |                      |
|     | Profit received from customers other than banks                       | 702,413,065          | 748,607,689          |
|     | Profit received on Head Office general account                        | 100,841,606          | 145,693,937          |
|     | Profit received on deposit with other banks                           | -                    | -                    |
|     | Profit on Government Securities                                       | 1,195,967            | 3,770                |
|     | Dividend Income   | -                    | -                    |
|     | Capital gain on sale of investment in shares                          | -                    | -                    |
|     |   | <b>804,450,637</b>   | <b>894,305,396</b>   |
| 10. | <b>Profit paid on deposits, borrowings, etc.</b>                      |                      |                      |
|     | Profit paid on deposits   | 466,382,651          | 578,109,727          |
|     |   | <b>466,382,651</b>   | <b>578,109,727</b>   |
| 11. | <b>Commission, exchange and brokerage</b>                             |                      |                      |
|     | Commission  | 73,117,830           | 55,958,190           |
|     | Exchange earnings   | 22,484,883           | 27,146,151           |
|     |   | <b>95,602,713</b>    | <b>83,104,341</b>    |
| 12. | <b>Other income</b>   |                      |                      |
|     | Services and other charges  | 2,013,815            | 828,294              |
|     | Postage recovers  | 374,900              | 187,246              |
|     | Telex/fax/e-mail charges received                                     | 5,409,627            | 2,388,820            |
|     | Incidental charges  | 735,853              | 659,301              |
|     | Miscellaneous earnings  | 30,082,412           | 24,480,138           |
|     |   | <b>38,616,607</b>    | <b>28,543,799</b>    |

07 DEC 2021

AB  
 Mohammad Akram Hossain, FCS  
 Company Secretary  
 The Premier Bank Limited  
 Head Office, Dhaka

Sayed Abul Hasem Reza  
 Chief Financial Officer  
 Head Office  
 The Premier Bank Limited



M. REAZUL KARIM, FCMA  
 Managing Director & CEO  
 The Premier Bank Ltd.  
 Head Office, Banani  
 Dhaka-1213

Tanzim Alamgir  
 Managing Director & CEO  
 UCB Investment Limited

19 DEC 2021  
Vetted

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

| Amount in Taka |          |
|----------------|----------|
| Jun-2021       | Jun-2020 |

|  |                   |                   |
|--|-------------------|-------------------|
| <b>13. Salary and allowances</b>                     |                   |                   |
| Basic pay  | 12,508,930        | 9,805,785         |
| Allowances   | 12,656,159        | 10,312,457        |
| Bonus  | 4,389,565         | 2,657,857         |
| Provident fund contribution & retirement benefit     | 1,081,125         | 950,509           |
|  | <b>30,637,779</b> | <b>23,727,008</b> |
| <b>14. Rent, taxes, insurance, electricity, etc.</b> |                   |                   |
| Rent, rates and taxes                                | 6,170,460         | 5,338,013         |
| Insurance  | 778,098           | 559,150           |
| Electricity, gas, water, etc.                        | 321,587           | 264,432           |
|  | <b>7,270,145</b>  | <b>6,161,595</b>  |
| <b>15. Postage, stamp, telecommunication, etc.</b>   |                   |                   |
| Telephone  | 46,794            | 50,901            |
| Postage, stamp and swift charges                     | 818,495           | 912,310           |
| Telegram, telex, fax and e-mail                      | 999,675           | 454,400           |
|  | <b>1,864,964</b>  | <b>1,417,611</b>  |
| <b>16. Stationery, printing, advertisement, etc.</b> |                   |                   |
| Printing and stationery                              | 477,026           | 351,334           |
| Publicity and advertisement                          | 37,000            | 1,600             |
|  | <b>514,026</b>    | <b>352,934</b>    |
| <b>17. Depreciation and repair of Bank's assets</b>  |                   |                   |
| Repairs:   |                   |                   |
| Furniture and fixtures                               | 11,365            | -                 |
| Office equipment                                     | 482,863           | 109,845           |
| Renovation and maintenance of premises               | 23,830            | 14,105            |
|  | <b>518,058</b>    | <b>123,950</b>    |
| Depreciation:  |                   |                   |
| Vehicles   | -                 | -                 |
| Furniture and fixtures                               | 367,221           | 202,870           |
| Office equipment                                     | 612,830           | 349,626           |
|  | <b>980,051</b>    | <b>552,496</b>    |
|  | <b>1,498,109</b>  | <b>676,446</b>    |
| <b>18. Other expenses</b>                            |                   |                   |
| Washing and cleaning                                 | 142,087           | 267,553           |
| Subscription   | 10,902            | 9,047             |
| Entertainment  | 1,004,565         | 591,117           |
| Travelling   | 10,700            | 3,600             |
| Conveyance   | 1,195,760         | 745,700           |
| Liveries and uniform                                 | 9,720             | 1,610             |
| Cash carrying charges                                | 151,800           | 123,202           |
| Law charges  | 5,400             | -                 |
| Sundry expenses                                      | 235,432           | 242,604           |
|  | <b>2,766,366</b>  | <b>1,984,431</b>  |

07 DEC 2021

M. Akram Hossain, FCS  
Company Secretary  
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Head Office, Dhaka

Sayed Abul Hashem FCMA, FCA  
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Head Office  
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M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

Vetted

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

Annexure - I

The Premier Bank Limited  
Off-shore banking Units  
Balance Sheet  
As at 30 June 2021

| Notes  | June 2021 |                    | Dec 2020             |                      |
|--|-----------|--------------------|----------------------|----------------------|
|  | USD       | Taka               | USD                  | Taka                 |
| <b>PROPERTY AND ASSETS</b>   |           |                    |                      |                      |
| <b>Cash</b>  |           |                    |                      |                      |
| In hand (including foreign currencies)   | -         | -                  | -                    | -                    |
| Balance with Bangladesh Bank and its agent bank (s) (including foreign currencies) | -         | -                  | -                    | -                    |
| Balance with other banks and financial institutions                                |           |                    |                      |                      |
| In Bangladesh  | 3         | 1,870,027          | 157,877,045          | 4,670,573            |
| Outside Bangladesh   |           |                    |                      | 394,313,093          |
|  |           | 1,870,027          | 157,877,045          | 4,670,573            |
|  |           |                    |                      | 394,313,093          |
| <b>Loans and advances</b>  |           |                    |                      |                      |
| Loans, cash credits, overdrafts, etc.  | 4         | 21,162,029         | 1,786,604,268        | 14,324,405           |
| Bills purchased and discounted   | 5         | 77,676,840         | 6,557,867,215        | 44,820,744           |
|  |           | 58,838,859         | 8,344,471,483        | 59,145,149           |
|  |           |                    |                      | 4,993,329,154        |
| <b>Fixed assets including premises, furniture and fixtures</b>                     |           |                    |                      |                      |
| Other assets   |           | 91,748             | 7,745,847            | 91,748               |
| Non-banking assets   |           |                    |                      | 7,745,847            |
| <b>Total assets</b>  |           | <b>100,800,644</b> | <b>8,510,094,375</b> | <b>63,907,470</b>    |
|  |           |                    |                      | <b>5,395,388,134</b> |
| <b>LIABILITIES AND CAPITAL</b>   |           |                    |                      |                      |
| <b>Liabilities</b>   |           |                    |                      |                      |
| <b>Borrowings from other banks, financial institutions and agents</b>              |           |                    |                      |                      |
| <b>Deposits and other accounts</b>   |           |                    |                      |                      |
| Current deposits   | 6         | 10,989             | 927,775              | 10,989               |
| Savings bank deposits  |           |                    |                      | 927,775              |
| Term deposits  |           | 58,333,570         | 8,301,811,631        | 59,600,016           |
| Sundry Deposit   |           |                    |                      | 5,031,731,369        |
|  |           | 98,344,559         | 8,302,739,406        | 59,611,006           |
|  |           |                    |                      | 5,032,659,144        |
| Other liabilities  | 7         | 1,043,913          | 68,132,401           | 1,049,719            |
| Total liabilities  |           | 99,388,472         | 8,350,871,807        | 60,660,725           |
| <b>Capital / Shareholders' equity</b>  |           |                    |                      |                      |
| <b>Paid up capital</b>   |           |                    |                      |                      |
| Statutory reserve  |           | -                  | -                    | -                    |
| Foreign currency gain  |           | -                  | -                    | -                    |
| Other reserve  |           | -                  | -                    | -                    |
| Surplus in profit and loss account   |           | 1,412,171          | 119,222,567          | 3,246,745            |
| Total Shareholders' equity   |           | 1,412,171          | 119,222,567          | 3,246,745            |
|  |           |                    |                      | 274,105,459          |
| <b>Total liabilities and Shareholders' equity</b>                                  |           | <b>100,800,644</b> | <b>8,510,094,375</b> | <b>63,907,470</b>    |
|  |           |                    |                      | <b>5,395,388,134</b> |
| <b>OFF-BALANCE SHEET ITEMS</b>   |           |                    |                      |                      |
| <b>Contingent liabilities</b>  |           |                    |                      |                      |
| Acceptances and endorsements   |           | -                  | -                    | -                    |
| Letters of guarantee   |           | -                  | -                    | -                    |
| Irrevocable letters of credit  |           | -                  | -                    | -                    |
| Bills for collection   |           | -                  | -                    | -                    |
| Other contingent liabilities   |           | -                  | -                    | -                    |
| <b>Other commitments</b>   |           |                    |                      |                      |
| Documentary credits and short term trade-related transactions                      |           | -                  | -                    | -                    |
| Forward assets purchased and forward deposits placed                               |           | -                  | -                    | -                    |
| Undrawn note issuance and revolving underwriting facilities                        |           | -                  | -                    | -                    |
| Undrawn formal standby facilities, credit lines and other commitments              |           | -                  | -                    | -                    |
| Liabilities against forward purchase and sale                                      |           | -                  | -                    | -                    |
| Other commitments  |           | -                  | -                    | -                    |
| <b>Other memorandum items</b>  |           |                    |                      |                      |
| Value of travellers' cheques in hand   |           | -                  | -                    | -                    |
| Value of Bangladesh sanchay patras in hand   |           | -                  | -                    | -                    |
| <b>Total Off-Balance Sheet items including contingent liabilities</b>              |           | <b>-</b>           | <b>-</b>             | <b>-</b>             |

07 DEC 2021

Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office Dhaka

Sayed Abul Hashem, FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited



M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

The Premier Bank Limited  
Off-shore Banking Units  
Profit and Loss Account  
For the period ended 30 June 2021

| Notes   | June 2021 |             | June 2020 |              |
|---|-----------|-------------|-----------|--------------|
|   | USD       | Taka        | USD       | Taka         |
| Interest income   | 1,862,283 | 157,223,219 | 1,913,873 | 161,578,749  |
| Interest paid on deposits, borrowings, etc.   | (53,174)  | (4,489,228) | (455,175) | (38,428,136) |
| Net interest  | 1,809,109 | 152,733,990 | 1,458,698 | 123,150,611  |
| In hand (including foreign currencies)  | -         | -           | -         | -            |
| Balance with Bangladesh Bank and its agent bank (s)<br>(including foreign currencies) | -         | -           | -         | -            |
| Total operating income (A)  | 1,809,109 | 152,733,990 | 1,458,698 | 123,150,611  |
| In Bangladesh   | -         | -           | -         | -            |
| Outside Bangladesh  | -         | -           | -         | -            |
| Legal expenses  | -         | -           | -         | -            |
| Postage, stamp, telecommunication, etc.   | -         | -           | -         | -            |
| Loans, cash credits, overdrafts, etc.   | -         | -           | -         | -            |
| Bills purchased and discounted  | -         | -           | -         | -            |
| Depreciation and repair of Bank's assets  | -         | -           | -         | -            |
| Other expenses  | -         | -           | -         | -            |
| Total operating expense:  | -         | -           | -         | -            |
| Profit / (loss) before provision (C=A-B)  | 1,809,109 | 152,733,990 | 1,458,698 | 123,150,611  |

19 DEC 2021

Vetted

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

07 DEC 2021

Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

Sayed Abul Hashem FCA, FMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

M. REAZUL KARIM, FOMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



19 DEC 2021

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The Premier Bank Limited  
Off-shore Banking Units  
Notes to the Financial Statements  
For the period ended 30 June 2021

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

1.1 Status of the units

Off-shore Banking Units of Premier Bank Limited, governed under the rules and guidelines of Bangladesh Bank. The Bank obtained permission to operate 02 (Two) Off-shore Banking Unit in Dhaka EPZ and Chittagong EPZ vide letter no. BRPD (P3) 744 (102)/2009-4138 dated 10 November 2009. The Bank commenced the operation of its Off-shore Banking Unit from 07 December, 2009 from the Head Office. Presently 01 (one) unit is operating at full-fledged from Banani Branch premises from July 2011.

1.1.1 Principal activities

The principal activities of the units are to provide all kinds of commercial banking services to its customers i.e. non-resident individuals/institutions specially of Export Processing Zone.

1.2 Significant accounting policies and basis of preparation of financial statements

1.2.1 Basis of accounting

The Off-shore Banking Units maintain its accounting records in USD from which accounts are prepared according to the Bank Companies Act 1991, International Accounting Standards and other applicable directives issued by Bangladesh Bank.

1.2.2 Use of estimates and judgements

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised and in any future periods affected.

1.2.3 Foreign currency transaction

Foreign currency transactions are converted into equivalent Taka using the ruling exchange rates on the dates of respective transactions as per IAS-21 "The Effects of Changes in Foreign Exchange Rates". Foreign currency balances held in US Dollar are converted into Taka at weighted average rate of inter-bank market as determined by Bangladesh Bank on the closing date of every month. Balances held in foreign currencies other than US Dollar are converted into equivalent US Dollar at buying rates of New York closing of the previous day and converted into Taka equivalent.

1.2.4 Reporting period

These financial statements cover from 1 January 2021 to 30 June 2021

2 General

- 1) These financial statements are presented in Taka, which is the Bank's functional currency. Figures appearing in these financial statements have been rounded off to the nearest Taka.
- 2) Profit Transferred into Taka Currency @ US\$1 = Taka 84.4250 at mid rate of June 30, 2021.

07 DEC 2021

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Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

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Chief Financial Officer  
Head Office  
The Premier Bank Limited



REAZUL KARIM, FCMA  
Managing Director & CEO  
Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UGB Investment Limited



8 Interest income


|   |           |             |           |             |
|---|-----------|-------------|-----------|-------------|
| Loan (general)  | 1,862,283 | 157,223,219 | 1,913,873 | 161,578,749 |
| IFR loan  | -         | -           | -         | -           |
| Lease finance   | -         | -           | -         | -           |
| Payment against documents                                       | -         | -           | -         | -           |
| Interest on loans and advances                                  | 1,862,283 | 157,223,219 | 1,913,873 | 161,578,749 |
| Commission  | -         | -           | -         | -           |
| Others  | -         | -           | -         | -           |
| Interest on balance with other banks and financial institutions | -         | -           | -         | -           |
| Interest received from foreign banks                            | -         | -           | -         | -           |
| Total income  | 1,862,283 | 157,223,219 | 1,913,873 | 161,578,749 |

5 Interest on deposits, borrowings, etc.


|   |        |           |         |            |
|---|--------|-----------|---------|------------|
| a) Interest paid on deposits              | 53,174 | 4,489,228 | 455,175 | 38,428,138 |
| b) Interest paid on local bank accounts   | -      | -         | -       | -          |
| c) Interest paid on foreign bank accounts | -      | -         | -       | -          |
|   | 53,174 | 4,489,228 | 455,175 | 38,428,138 |

19 DEC 2021

**Vetted**

  
 Muhammad Golam Mowla  
 Deputy Director  
 Dhaka Securities and Exchange Commission


07 DEC 2021

  
 Muhammad Akram Hossain, FCS  
 Company Secretary  
 The Premier Bank Limited  
 Head Office, Dhaka

  
 Sayed Abul Hashem FCA, FCMA  
 Chief Financial Officer  
 Head Office  
 The Premier Bank Limited



  
 M. REAZUL KARIM, FCMA  
 Managing Director & CEO  
 The Premier Bank Ltd.  
 Head Office, Banani  
 Dhaka-1213

  
 Tanzim Alamgir  
 Managing Director & CEO  
 IICB Investment Limited



## ANNEXURE – 03

(Credit Rating Report of the Issue)

19 DEC 2021

**Vetted**

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

07 DEC 2021

Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

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Chief Financial Officer  
Head Office  
The Premier Bank Limited

M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

ARGUS CREDIT RATING SERVICES LTD.

(ACRSL)

## Credit Rating Report

### Premier Bank Perpetual Bond

19 DEC 2021

**Vetted**

  
Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

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Company Secretary  
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Tanzim Alamgir  
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Syed Abul Hashem FCA, FCMA  
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Head Office  
The Premier Bank Limited

  
Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

07 DEC 2021





**DISCLAIMER AND LIMITATION OF LIABILITY**

Syed Muhammad Golam Mowla  
Deputy Director

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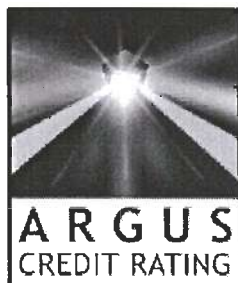
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KARIM, FCM  
Director & CEO  
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CREDIT RATING REPORT

of  
Premier Bank Perpetual Bond

**Instrument:**  
Premier Bank Perpetual Bond  
**Issuance Amount:**  
BDT 2,000.00 MN

**TRUSTEE:**  
MTB Capital Limited.

**Coupon Rate:**  
Reference Rate+Coupon Margin  
**Reference Rate:**20-year Treasury-Bond rate

**Coupon Margin:**  
2.00% p.a.  
**Coupon Floor Rate:**  
6.00% p.a.  
**Coupon Ceiling Rate:**  
10.00% p.a.

**Placement Process:**  
BDT 1,800.00 MN through Private Placement & BDT 200.00 MN through Public Issue

**Tenor:** Perpetual

**Bond Issuer:**  
The Premier Bank Limited  
**Activity**  
Commercial Bank  
**Incorporated on:**  
10 June 1999

**Chairman:**  
Dr. H. B. M. Iqbal

**Managing Director:**  
Mr. M. Reazul Karim  
**Total Assets:**  
BDT 314,206.00 Million  
**Total Equity:**  
BDT 20,399.91 Million

**Head Office:**  
Iqbal Centre (4th Floor),  
42 Kemal Ataturk Avenue,  
Banani, Dhaka-1213.

**Ref No** :ACRSL117104  
**Instrument Name** :Premier Bank Perpetual Bond  
**Assigned Ticker** :PBLPerpetualBond  
**Issuer Name** :The Premier Bank Limited

**Syed Muhammad Golam Mowla**  
Deputy Director  
Bangladesh Securities and Exchange Commission

**Rating Type** : Instrument  
**Rating Validity** : 23 Aug 2022  
**Analyst(s)** : ACRSL Analyst Team  
**Committee(s)** : ACRSL Rating Committees

**Rating Summary**

| CREDIT RATING   | CURRENT     | PREVIOUS |
|-----------------|-------------|----------|
| Long-Term       | AA          | N/A      |
| Short-Term      | ST-1        | N/A      |
| Publishing Date | 24 Aug 2021 | N/A      |
| Outlook         | Stable      | N/A      |

**Rating Explanation**

|             |   |
|-------------|---|
| <b>AA</b>   | Investment grade. Very high credit quality and minimal expectation of credit risk. When assigned this rating indicates the obligor has very strong capacity to meet its financial obligations and is unlikely to be impacted adversely by foreseeable events. |
| <b>ST-1</b> | Highest certainty of timely payment. Short-term liquidity including internal fund generation is very strong and access to alternative sources of funds is outstanding, Safety is almost like risk free Government short-term obligations.                     |

Rating Validity: This validity assumes no additional loan over that disclosed in Q2FY21 [ended June 30] audited/management certified balance sheet and that management has disclosed all material & adverse to financials since Q2FY21.

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Company Secretary

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Managing Director & CEO  
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Head Office, Banani, Dhaka-1213

M. Reazul Karim  
Managing Director & CEO  
Premier Bank Ltd.  
Head Office, Banani, Dhaka-1213





## Executive Summary

### Strengths:


- Premier Bank Limited (PBL) has registered positive operating revenue growth.** This robust growth is driven by its income from investment which was one of the major drivers behind the operating income growth of PBL. Net interest income's contribution to total operating income remained 24.82%, followed by investment income 39.63%, commission, exchange and brokerage income 26.64% and rest of from other operating income is 8.92% in FY20 which is a positive rating factor in our view.
- PBL has maintained stable growth in loan disbursement.** Interest income from disbursed loan is one of the primary income source for a commercial bank and bank always try to construct a good credit portfolio moving forward with its deposit growth. In FY18 PBL's loan portfolio was BDT 159,132.91MN which further reached at BDT 191,115.75 MN in FY19, increased by 20.10%. In FY20 it increased by 12.61% to BDT215,215.93 MN, representing a Compound Annual Growth Rate (CAGR) of 9.04%.
- PBL is adequately capitalized in maintaining Capital to Risk-weighted Asset Ratio (CRAR) above regulatory requirement.** The Capital to Risk-weighted Asset Ratio (CRAR) of PBL is higher than the regulatory requirement of 12.50% under the BASEL III framework. PBL's capital adequacy ratio stood at 13.62% in FY20, in line with its risk weighted asset of BDT 212.467.38 MN.

### Concerns:

- High return offered by government Sanchay Patras is a barrier to the development of the bond market.** In 2019 the government bonds outstanding would be worth about \$17.2 Billion whereas corporate bonds outstanding was only \$0.3 Billion. The Bangladesh Sanchay Patras from the Government of Bangladesh already offer lucrative rates of return, which are higher than most term deposits offered by scheduled banks. Since these instruments are risk-free, it is necessary for corporate bonds to offer higher rates of return (to compensate investors for their additional risks), which makes issuing bonds quite unfeasible. In addition, this high cost of borrowing is also causing the government to bleed through its fiscal budget every year.


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## Rating Rationale

### Key Rating Drivers:

- We are assigning a long-term rating of "AA" and a short-term rating of "ST-1" to Premier Bank Perpetual Bond (Hereafter the Debt Instrument or PBPB).
- Premier Bank Limited (PBL) has registered positive operating revenue growth. This robust growth is driven by its income from investment which was one of the major drivers behind the operating income growth of PBL. Net interest income's contribution to total operating income remained 24.82%, followed by investment income 39.63%, commission, exchange and brokerage income 26.64% and rest of from other operating is 8.92% in FY20 which is a positive rating factor in our view.
  - **Operating Income:** PBL's operating income demonstrated an increasing trend during last three years. The operating income of PBL increased from BDT 11,302.78 MN in FY18 to BDT 13,170.57 MN in FY19. Subsequently in FY20 the operating income of PBL increased to BDT 13,437.47 MN, driven by increasing income from investment. Representing a Compounded Annual Growth Rate of 9.04%.
- PBL has maintained a positive growth in loan disbursement. Interest income from disbursed loan is one of the main income source for a commercial bank and bank always try to construct a good credit portfolio moving forward with its deposit growth.
  - During last three years PBL' loan portfolio showed an increasing trend. In FY18 PBL's loan portfolio was BDT 159,132.92 MN then reached at BDT 191,132.91 MN in FY19, increased by 20.10%. In FY20 it further increased by 12.61% to BDT 215,215.93 MN. Over the last three years PBL's loan portfolio increased at a CAGR of 18.26%, which is much more than the banking sector growth (4.46% in FY20). ACRSL possess a positive outlook on future loan disbursement growth of PBL.
- The Non-Performing Loan (NPL) to Total loan ratio of PBL demonstrated a decreasing trend, In FY18 PBL's NPL to Total Loan ratio was 3.94% which rose to 6.62% in FY19 and further decreased to 2.49% in FY20. The reasons for the decreased of NPL in FY20 were, defaulted loans decreased in the banking sector due to the simplification of rules and regulations by the central bank. Bangladesh Bank has relaxed several rules relating to loan classifications, including a 360-day exit plan that helped reduce default loans. A relaxed rescheduling facility was offered to defaulters in 2019 that allowed them to regularize NPLs by way of giving 2.0 per cent down payment, which slashed classified loans in banks. In addition to that Bangladesh Bank (BB) announces moratorium on loan re-payments until June 2021 and that such borrowers will not be in default.
  - **Non-Performing Loan (NPL):** Total Non-Performing Loan of PBL was BDT 6,266.98 MN in FY18 then increased to BDT 12,658.13 MN in FY19 and further decreased to BDT 5,357.21 MN in FY20. Though the total amount of Non-Performing loan of PBL

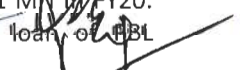
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Managing Director & CEO  
UCB Investment Limited



fluctuating during last three years but recently followed a decreasing trend as a percentage of total loan.

- PBL is adequately capitalized in maintaining Capital to Risk-weighted Asset Ratio (CRAR) above regulatory requirement. The Capital to Risk-weighted Asset Ratio (CRAR) of PBL is higher than the regulatory requirement of 12.50% under the BASEL III framework. PBL's capital adequacy ratio stood at 12.61% in FY20, in line with its risk weighted asset of BDT 212,467.38 MN.
  - **Capital to Risk-weighted Asset Ratio (CRAR):** The Capital to Risk-weighted Asset Ratio (CRAR) of PBL is higher than the regulatory requirement of 12.50% under the BASEL III framework. PBL's Capital to Risk-weighted Asset Ratio was 12.61% in FY19 which slightly increased to 13.62% in FY20, which is in line with its risk weighted asset of BDT 192,624.70 MN, BDT 212,467.38 MN respectively.
- **Developing economies can benefit in multiple ways from a well-developed bond market,** as it only incentivizes financial market and its players to be more efficient and spreads risks across investors and intermediaries. It can potentially supplement the existing banking system in mobilizing funds to enterprises (both government and corporates) as doing so reduces vulnerability of the financial system to external shocks by diversifying the funding basket of the economy. Looking at the previous financial crises would reveal how systematic problems in the banking sector has interrupted the flow of funds from savers to investors for a significant long period of time. Banks dominate the financial sector in Bangladesh economics where bonds can effectively manage the mismatches in the economic scenario of an emerging financial market. Bonds in Asian market are either denominated in USD or local currency. All countries have their own principles for issuance of bonds. In South East Asia, bonds came into highlight after the financial break down during late 90s. It was understood by many that large dependence of financial sector in commercial/scheduled banks is not a good idea, where problems such as liquidity and mismatch always increases.


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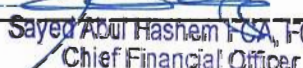
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- **Over the near to intermediate term, ACRSL is concerned regarding the exposure of to the Banking sector.** ACRSL is concerned regarding the exposure of to the Banking sector. The Bangladesh bank sector will be one of the hardest hit sectors of the economy, owing to the broad-based slowdown in the economy as a whole, combined with its exposure to the hardest hit sectors of the economy, such as foreign trade, RMG and the capital market. Due to Covid-19 the economic recession recovery is not going to be like L shape or V shape rather than the recovery is likely to be 'K' shaped. The Bangladesh bank sector was already struggling prior to the pandemic owing to the imposition of a 9% interest ceiling on all loans (except credit cards), liquidity pressures and a persistently deteriorating non-performing loan (NPL) situation. Bangladesh Bank has relaxed several rules relating to loan classifications, including a 360-day exit plan that

  
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helped reduce default loans. A relaxed rescheduling facility was offered to defaulters in 2019 that allowed them to regularize NPLs by way of giving 2.0 per cent down payment, which slashed classified loans in banks. In addition to that Bangladesh Bank (BB) announces moratorium on loan payments until June 2021 and that such borrowers will not be in default. However, owing to the COVID-19 pandemic and subsequent lockdown, the banking sector will face an acute crisis on multiple fronts, as banks' asset quality is likely to deteriorate while their interest and fee-based income are all affected at the same time.


- High return offered by government Sanchay Patras is a barrier to the development of the bond market.** In 2019 the government bonds outstanding would be worth about \$17.2 Billion whereas corporate bonds outstanding was only \$0.3 Billion. The Bangladesh Sanchay Patras from the Government of Bangladesh already offer lucrative rates of return, which are higher than most term deposits offered by scheduled banks. Since these instruments are risk-free, it is necessary for corporate bonds to offer higher rates of return (to compensate investors for their additional risks), which makes issuing bonds quite unfeasible. In addition, this high cost of borrowing is also causing the government to bleed through its fiscal budget every year.
- Absence of a vibrant & liquid secondary market:** The absence of a vibrant & liquid secondary market is partly caused by the absence of a significant number of retail bond investors that has made it difficult to properly price the bonds in the primary market and also impacting easy exit of the holdings. Limited number of prospective investors due to focus on capital gains: The investor base in the bond market is very insignificant compared to the investor base in capital market as the capital market offers higher return but at the cost of higher risk. In addition, investors are reluctant to invest in the bond market as they prefer short term deposits products offered by financial institutions over long term investment in Bonds. The majority of investors in Bangladesh prefer capital gains over regular interest income; this is reflected by their preference for stocks over bonds.
- Distribution of credit based on political influence,** impunity culture, abuse of power in loan distribution and weakness of existing laws contribute to the decay of the banking sector. Additionally, regulatory requirements become a problem area when changes in regulation prompt regulators to roll out action plans without thorough research or understanding the future implications and the ability of the banks to comply with it. This not only confuses stakeholders but also delays implementation.

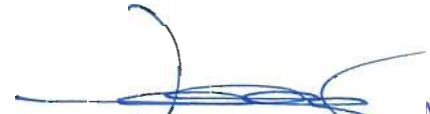
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**Special Note:** This credit rating report is being released by ARGUS Credit Rating Services Limited after analyzing the performance of the company as on Audited financials from FY18 to FY20 (Ending December 31) and unaudited financial statements for Q2FY21 [ending June 30] with due consideration to subsequent events up to the date of reporting.

  
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## BANKING SECTOR OF BANGLADESH

Banking is the backbone of national economy. All sorts of economic and financial activities revolve round the axis of the bank. As the industry produces goods and commodities, so does the bank creates and controls money-market and promotes formation of capital. From this point of view, banking-a technical profession- can be termed as industry. Services to its customers are the products of banking industry besides being a pivotal factor in promoting capital formation in the country. As all economic and fiscal activities revolve round this important 'Industry, the role of banking can hardly be over emphasized.

Banking industry of Bangladesh has achieved remarkable momentum over the last few decades. It has brought several positive changes in terms of expansion, modernization, quality of assets, application of international standards, technology adaptation, capacity development efforts, corporate governance, and improved regulatory and supervisory environment. The development is not, however, uniform in all banks. Fortunately, the industry did not have to face any severe fallout from the 2007-2008 Global Financial Crisis (GFC). However, like other global economies, the industry is becoming exposed to newer challenges, financial crimes, and competitions. Though there are several instances and successful efforts of bank leadership to address the changing needs, all banks are required to develop their customized paths to sustain on a continuous process. Effective leadership, sound governance framework, and emotional intelligence are tools for tomorrow's banks to survive.

As a developing economy Bangladesh has encouraged to develop its banking industry to promote economic growth. Over the last three decades or so the country has seen spectacular expansion of the banking industry. The banking industry in Bangladesh has even gone a step further by promoting financial inclusion of the very poor in rural areas of which microfinance and microcredit are the policy instruments to achieve that objective. This has helped to expand the monetization of the rural economy, and as a consequence it has become more market-oriented. Such market orientation of the rural economy also facilitated continuous resource transfer from rural areas to urban areas. Now the biggest threat to achieving sustained economic growth has become the banking industry itself, especially the state-owned banks. This is despite Bangladesh adopting internationally recognized banking practices such as Basel III Accord.

The banking sector of Bangladesh has been struggling to survive in the last couple of years. Most of the banks are in trouble regarding loan default, high non-performing loans and other issues. The pandemic situation has made the situation worse for the whole economy. The banking sector, a vital player in a country's monetary and fiscal system, continues to face the wrath of the Covid-19 pandemic.


The banking sector in Bangladesh is going to face a difficult period in 2021 due to the continuing impact of the coronavirus outbreak. To maintain good growth in the upcoming years, Bangladesh Bank along with the government has taken some steps to stabilize the economy, including the banking sector, by implementing some monetary and fiscal policies.

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A major change in policy in the banking sector was seen in 2020. The Bangladesh Bank initiated single-digit borrowing and lending rate back in April 2020. The main purpose was to attract investors with a single-digit interest rate. It was expected that investments would go up as the borrowing rate is below ten percent. Along with this, some banks expected that deposits from individuals would go down because of the less-than-six percent interest rate in depository money.

The banking sector has been facing excess liquidity in recent days. The main reason for this excess cash is low investment opportunities in the economy due to the Covid-19 situation along with a huge cash injection from the Bangladesh Bank. Rather than being low, bank deposits, excluding inter-bank balance, rose to Tk. 13,454.36 billion at the end of September 2020 from Tk. 13,054.54 billion nearly three months prior. Also, excess liquidity increased to almost 105 percent and stood at around Tk. 160,979 crore at that same period of time if we look at year-to-year analysis. Bangladesh Bank has already injected around Tk. 55,000 crore into the financial sector as part of its effort to implement the stimulus packages.

Also, remittances increased drastically last year, likely due to heightened uncertainty in the global economy. It is expected to increase by over 40 percent this year compared to the previous year. Excess dollars in the banking sector create an imbalance in the dollar rate by making a stronger national currency. But to provide an advantage to the local exporters, keeping the price stable is necessary. As a result, Bangladesh Bank bought back around 5 billion dollars from the regular market to keep the dollar stable which is needed in terms of maintaining export-import balance. And it also helped to increase the liquidity in the market.


According to data released by Bangladesh Bank, the call money rate went below two percent in November after two years due to excess liquidity. It was seen in the last two months that the bank's daily borrowings from the call money market ranged between Tk. 3,600 crore and Tk. 5,300 crore. But some months ago, in last July-August, the bank's daily borrowings from the call money market ranged between Tk. 7,000 crore and Tk. 9,200 crore.

At the end of September last year, the banking sector's total default loans stood at Tk. 94,440.5 crore, which was 8.88 percent of total outstanding loans; it was around Tk. 116,288 crore in the same period in the year prior. The amount decreased because of the regularization of a big chunk of defaulted loans through a special rescheduling policy of the central bank.

One of the main problems faced by banks is recovering money from big borrowers. If business as usual continues, it will be hard to survive in the long term. To address the problem of defaulted loans in the future, banks should take the necessary steps to investigate borrowers' position.

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M. REAZUL KARIM, FCMA  
Managing Director & CEO  
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Head Office, Dhaka

  
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



## DOMESTIC BOND MARKET OF BANGLADESH

As Bangladesh aspires to be a developed nation by 2041 with success stories in infrastructural development expected to continue for years to come, a well-developed financial market with active role of corporate and government bonds has become a dire necessity. The Global Infrastructure Hub estimates that a cumulative total of USD 600 Billion of investments would be required in infrastructure sector alone from 2016 to 2040. But if you expect the current trends of actual investments to continue, a gap of USD 200 Billion long-term financing with no visible source of funding still needs to be addressed. Developing of a well-functioning and sizeable bond market that caters to the needs of both investors and issuers alike can be potential long-term fund mobilization alternative. Moreover, even if you look at the current trends, Bangladesh has invested billions of dollars in mega infrastructure projects that are expected to start operation within a few years. But, rolling these hard infrastructures on a consistent basis is only possible when the country simultaneously pursues development of soft infrastructures like developing of financial markets such as the bond markets. The long-term nature of bonds investments with flexible structuring mechanisms & repayment structures are ideal for supporting the investment and cash-flow needs of these long-term projects and capital expansions for a fast growing economy like ours.


According to the data of Asia Bond Monitor, November 2019, The government bonds outstanding would be worth about \$17.2 Billion whereas corporate bonds outstanding is only \$0.3 Billion. If we look at other countries, we shall see how corporate bonds act as one of the most stable source of financing for the public sector -being 149 % in the US, 60 % in China, 16 % in India, 60 % in Malaysia and 59 % in Thailand on GDP. The root cause of this lack of interest could possibly be some of the dent left by some of the issuer's performance in the larger number of defaults that took place in listed corporate bonds past decade in the 90's. This raised questions of the enforcement of rules and regulations. Post- 1999, a long pause too place for issuance of corporate bonds. Interestingly, from 2014 to 2016, few corporate also successfully raised commercial paper but this also did not reach scale. The private bond market is currently largely comprised of the commercial banks issuing and subscribing to each other's subordinated debt to meet their minimum capital adequacy requirements as its considered part of their Tier II Capital. Despite all the setbacks, the recent issuance of a Taka denominated bond by Pran Group in the international market and locally listed bond by Ashuganj Power Limited are showing promising signs that our private bond has already started taking a new dimension and upholding this momentum can easily translate into a vibrant bond market in the foreseeable future.


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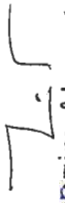
  
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## 1 INSTRUMENT DESCRIPTION

### 1.1 PREMIER BANK PERPETUAL BOND

#### 1.1.1 Instrument Summary:

The premier Bank Limited (PBL) has decided to raise Additional Tier-1 Capital through issuance of Premier Bank Perpetual Bond, in order to strengthen its capital base in accordance with Bangladesh Bank's Guidelines on Risk Based Capital Adequacy (Revised Regulatory Capital Framework in line with Basel III). The proposed bond issue will allow the bank to enhance its capital strength and continue to grow its balance sheet in the future years.

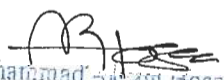
The Issuer has planned to raise BDT 4,000.00 MN to strengthen its Additional Tier I Capital base. The fund raised through issuing the proposed bonds will provide the Bank additional Capital cushion in light of risk weighted Capital Adequacy Ratio, and will help the Bank to grow its loans and advance portfolio and to open new branches.

The proposed bond will qualify as part of PBL's Additional Tier-I capital and will help maintain healthy capital adequacy ratios in the next few years. Besides, the BDT 4 billion fund will be used for undertaking general business activities of the bank including strengthening of the loan portfolio and other securities.

No. of Bonds to be Issued is 720,000 under private placement and 80,000 under public offer. Face Value will be BDT 5,000/ (Five thousand taka only). Bonds per lot/ Minimum Subscription will be 01 bond for public issue and 10,000 for private placement. The Bonds shall be perpetual i.e. there is no maturity date and there are no step-ups or other incentives to redeem.

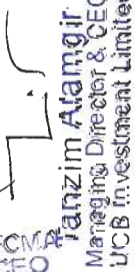
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The major features of the AB Bank Perpetual Bond are presented below:

**BASIC FEATURES OF THE INSTRUMENT**

Finalization of all terms & conditions of this instrument (stipulated in below table) are subject to approval from concerned regulatory authorities and may need to change as per regulatory instruction.

|   |  |
|---|--|
| <b>Issuer</b>                                 | <b>The Premier Bank Limited (PBL)</b>  |
| <b>The Issue</b>                              | Premier Bank Perpetual Bond  |
| <b>Nature of Instrument</b>                   | Unsecured  |
| <b>Purpose and Objectives</b>                 | <p>To raise Additional Tier-1 Capital through issuance of Premier Bank Perpetual Bond in order to strengthen its capital base in accordance with Bangladesh Bank's Guidelines on Risk Based Capital Adequacy (Revised Regulatory Capital Framework in line with Basel III).</p> <p>The funds being raised by the Bank through the mentioned Issue are not meant for financing any particular project. The Bank shall utilize the proceeds of the Issue for its regular business activities. The Bank shall not utilize proceeds of the Issue for any purpose which may be in contravention of the regulations/ guidelines/ norms issued by the Bangladesh Bank and Bangladesh Security Exchange and Commission where applicable.</p> |
| <b>Arranger and Issue Manager</b>             | UCB Investment Limited   |
| <b>Paying Agent, Register, Transfer Agent</b> | MTB Capital Limited  |
| <b>Trustee</b>                                | MTB Capital Limited  |
| <b>Mode of Issue</b>                          | Private Placement and Public Offer   |

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|                      |  |
|----------------------|--|
| <b>Issuer</b>        | <b>The Premier Bank Limited (PBL)</b>  |
| <b>Facility Size</b> | Total BDT 2000.00 MN of which,<br><br>BDT 1800.00 MN through private placement<br><br>BDT 200.00 MN through public offer |

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| <b>No. of Bonds to be Issued</b>           | 360,000 under private placement and 40,000 under public offer.   |
| <b>Face Value</b>                          | BDT 5,000/ (Five thousand taka only)   |
| <b>Bonds per lot/ Minimum Subscription</b> | 01 bond for public issue and 10,000 for private placement  |
| <b>Tenure</b>                              | Not Applicable. The Bonds shall be perpetual i.e., there is no maturity date and there are no step-ups or other incentives to redeem.  |
| <b>Investors</b>                           | <p>The following class of investors are eligible to participate in the offer:</p> <ul style="list-style-type: none"> <li>Public Financial Institutions which are duly authorized to invest in Bonds as per Bangladesh Bank Regulations</li> <li>Mutual Funds, Insurance Companies, Scheduled Commercial Banks,</li> <li>Co-operatives, Specialized Banks or any other institutions approved by law and authorized to invest in bonds/ debentures,</li> <li>Societies authorized to invest in bonds/debentures,</li> <li>Trusts authorized to invest in bonds/ debentures,</li> <li>Statutory Corporations/ Undertakings established by Central/ State legislature authorized to invest in bonds/ debentures,</li> <li>Any other institution or person not mentioned in the list but is eligible to subscribe as per applicable regulations.</li> <li>This being a private placement Issue, the eligible investors who have been addressed through this communication directly, are only eligible to apply.</li> </ul> <p>Prior to making any investment in these Bonds, each investor should satisfy and assure himself/herself/itself that he/she/it is authorized and eligible to invest in these Bonds. The Bank shall be under no obligation to verify the eligibility/authority of the investor to invest in these Bonds. Further, mere receipt of this Disclosure Document by a person shall not be construed as any</p> |

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|  |   |
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|  | representation by the Bank that such person is authorized to invest in these Bonds or eligible to subscribe to these Bonds. If after applying for subscription to these Bonds and/or allotment of Bonds to any person, is found to have been ineligible to invest in/hold these Bonds, the Bank shall not be responsible in any manner.   |
| Coupon Rate                                | Reference Rate + Coupon Margin  |
| Reference Rate                             | 20-year Treasury-Bond rate.<br>(Latest available rate of 20-year Treasury-Bond rate as published by Debt Management Department of Bangladesh Bank on the quotation day)   |
| Coupon Margin                              | 2%  |
| Quotation Day                              | Five (05) days before the first day of any period for which a coupon rate is to be determined.  |
| Coupon Range                               | <ul style="list-style-type: none"> <li>Coupon Ceiling: 10%</li> <li>Coupon Floor: 6% subject to having available distributable profit</li> </ul>  |
| Coupon Discretion                          | The bank will have full discretion at all times to cancel distributions/payments to the bondholder  |
| Exercise of Coupon Discretion              | Any coupon payment will be distributed subject to having available distributable profit of the issuer   |
| Coupon Payment Frequency                   | Semi-Annual   |
| Late Payment                               | Issuer shall pay a late payment penalty of 2% (two per cent) higher than the Coupon Rate and be payable on the amount not paid on the due date till the date of actual payment unless exercise of coupon discretion is not in effect.   |
| Business Day Convention/Effect of Holidays | <ul style="list-style-type: none"> <li>If any Coupon/ Interest Payment Date falls on a day that is not a Business Day, the payment shall be made by the Bank on the immediately succeeding Business Day.</li> <li>If the Call Option Due Date (also being the last Coupon Payment Date, in case Call Option is exercised) of the Bonds falls on a day that is not a Business Day, the Call Option Price shall be paid by the Bank on the immediately preceding Business Day along with interest accrued on the Bonds until but excluding the date of such payment.</li> </ul> |
| Late Redemption                            | Not Applicable.<br><br>Since the instrument is perpetual in nature i.e. there is no maturity date; late redemption is not applicable unless and until it is eligible for call option criteria.  |
| Put Date                                   | Not Applicable  |
| Put Price                                  | Not Applicable  |
| Call Option                                | Can be exercised only after ten years of issuance, with prior approval from the Bangladesh Bank   |
| Call Option Eligibility                    | 1. Replace this instrument with capital of the same or better quality that are sustainable for the income capacity of the Bank, or,   |

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|  |  |
|--|--|
| <p>Claim Settlement in the event of Liquidation or Wind-up</p> | <p>2. Capital position is above the minimum requirements after the call option is exercised</p> <p>Claims of the investors on the bond are:</p> <ol style="list-style-type: none"> <li>Superior to the claims of investors in equity shares and perpetual non-cumulative preference shares, if any, of the bank whether currently outstanding or issued at any time in the future.</li> <li>subordinated to the claims of depositors, general creditors and subordinated debt of the Bank other than any subordinated debt qualifying as Additional Tier 1 Capital (as defined in the Basel III Guidelines) of the Bank;</li> <li>Is neither secured nor covered by a guarantee of the issuer nor related entity or other arrangement that legally or economically enhances the seniority of the claim vis-à-vis bank creditors Notwithstanding anything to the contrary stipulated herein, the claims of the Bondholders shall be subject to the provisions of Loss Absorption in this terms and features.</li> </ol> |
| <p>Loss Absorption</p>   | <p>Any losses will be absorbed in the following manner:<br/>Conversion to common shares at pre-specified trigger point as needed to reach the minimum consolidated CET-1 ratio as per Bangladesh Bank requirement (Currently of 4.50%)own, such replenished amount of equity will be excluded from the total equity of the Bank for the purpose of determining the proportion of earnings to be paid out as dividend in terms of rules laid down for maintaining capital conservation buffer. However, once the Bank has attained minimum consolidated CET 1 ratio as per Bangladesh Bank regulations without counting the replenished equity capital that point onwards, the Bank shall include the replenished equity capital for accruing coupon interest on bond.</p>  |
| <p>Loss Absorption Methodology</p>                             | <ul style="list-style-type: none"> <li>CET-1 on Trigger Date will be considered to identify the shortfall percentage and it will be converted into common shares eventually. If a fractional share issuance arises upon conversion, the issuer will round the number of shares issuable, up to the next whole number. Fractional lot size will also be rounded to the next whole number.</li> </ul>  |

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LICB Investment Limited



|  |  |
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| <p><b>Payment Suspension Methodology (in case of written down)</b></p> | <p>In case of the event of written down of the bond, any coupon payment in between the trigger date and publication date of audited financials will be hold. The bondholder will not be eligible for the coupon payment if the same situation prevails (CET-1 (Conso) remains below the regulatory requirement of 4.5%) after the publication of audited financials.</p>   |
| <p><b>Payment Resume Methodology (in case of written up)</b></p>       | <p>In case of the event of write up of the bond, coupon payment in between the trigger date and the date of publication of audited financials will be hold. The bondholder will receive the coupon payment after the publication of audited financials provided that minimum CET 1 requirement of 4.5% is met by the issuer without considering the written down bond value. Interest accrual will resume from the reporting date (quarter-end date when the bank's consolidated CET-1 reaches 4.5% or above).</p>   |
| <p><b>Events of Default</b></p>  | <p>Not Applicable.<br/>It is further clarified that cancellation of discretionary payments/coupon shall not be deemed to be an event of default. The Bondholders shall have no rights to accelerate the repayment of future scheduled payments (coupon or principal) except in bankruptcy and liquidation.</p>   |
| <p><b>Consent Right of Bondholders</b></p>                             | <p>Issuer needs to take prior consent from AT-1 (TBD Bond) bondholders to issue new Tier-II capital over maximum limit as set by Bangladesh Bank.</p>  |
| <p><b>Common Equity Holders' Dividend Stopper Clause</b></p>           | <p>Dividend Stopper Clause will be applicable to these Bonds and it will stop common equity holders' dividend payments on common shares in the event the holders of the Bonds are not paid coupon. In the event the holders of the Bonds are not paid coupon, they shall not impede the full discretion that Issuer has at all times to cancel distributions/payments on the Bonds, nor will they impede / hinder:</p> <ol style="list-style-type: none"> <li>I. The Re-Capitalization of the Issuer.</li> <li>II. The Issuer's right to make payments on other instruments, where the payments on this other instrument were not also fully discretionary</li> </ol> <p>The Issuer's right to making distributions to shareholders for a period that extends beyond the point in time that coupon on the Bonds are resumed. The normal operation of the Issuer or any restructuring activity (including acquisitions/ disposals).</p> |
| <p><b>Trigger Point for Loss Absorption</b></p>                        | <p>If the bank's consolidated CET-1 falls below Bangladesh Bank requirement (Currently of 4.50%) and stays below for 03 (Three) successive quarters; then, the 3rd quarter-end date of consecutive below-minimum CET-1 Ratio would be the Trigger-Point (date). Once the trigger point has been reached and exercised, the cycle will start again.</p>   |

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|  |   |
|--|---|
| <p><b>Conversion Strike Price</b></p>                        | <p>Average market price of the immediate 180 days or par value (currently BDT 10Tk.) whichever is higher.</p>   |
| <p><b>Payment Suspension Methodology</b></p>                 | <p>In case of the event of exercise of loss absorption feature of the bond, any coupon payment in between the trigger date and publication date of audited financials will be hold. The bondholder will not be eligible for the coupon payment if the same situation prevails (CET-1 (Conso) remains below the regulatory requirement of 4.5%) after the publication of audited financials.</p>   |
| <p><b>Conversion Notice</b></p>                              | <p>In time of conversion Trustee shall notify the bondholders in accordance with not less than 2 business days prior to start of each conversion period of the commencement date and the final date of such conversion period. All notices are validly given if:</p> <ul style="list-style-type: none"> <li>• Mailed to bondholders at their respective address in the register,</li> <li>• Published for three consecutive days in one English newspaper and one Bengali newspaper; each having wide circulation in Bangladesh,</li> <li>• Emailed to bondholders at their respective addresses set out in the Issuer Register provided that such notices will only be considered as validly given unless followed up with hard copies of the notices being mailed to the bondholders or published for three consecutive days in a leading newspaper as aforesaid.</li> </ul> <p>Any such notice shall be deemed to have been given on the seventh day after being so mailed or on the later of the date of such publications.</p> |
| <p><b>Events of Default</b></p>                              | <p>Not Applicable.</p> <p>It is further clarified that cancellation of discretionary payments/coupon shall not be deemed to be an event of default. The Bondholders shall have no rights to accelerate the repayment of future scheduled payments (coupon or principal) except in bankruptcy and liquidation.</p>   |
| <p><b>Common Equity Holders' Dividend Stopper Clause</b></p> | <p>Dividend Stopper Clause will be applicable to these Bonds and it will stop common equity holders' dividend payments on common shares in the event the holders of the Bonds are not paid coupon. In the event the holders of the Bonds are not paid coupon, they shall not impede the full discretion that Issuer has at all times to cancel distributions/payments on the Bonds, nor will they</p>   |

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|                                  |  |
|----------------------------------|--|
|                                  | <p>impede / hinder:</p> <ul style="list-style-type: none"> <li>I. The Re-Capitalization of the Issuer.</li> <li>II. The Issuer's right to make payments on other instruments, where the payments on this other instrument were not also fully discretionary</li> <li>III. The Issuer's right to making distributions to shareholders for a period that extends beyond the point in time that coupon on the Bonds are resumed. The normal operation of the Issuer or any restructuring activity (including acquisitions/ disposals).</li> </ul> |
| <b>Transferability/Liquidity</b> | Freely transferable in accordance with the provisions of the Deed of Trust.  |
| <b>Governing Law</b>             | The Bonds are governed by and shall be construed in accordance with the existing laws of Bangladesh. Any dispute arising thereof shall be subject to the jurisdiction of courts of Bangladesh.   |

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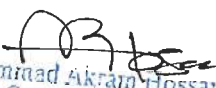
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### 1.1.2 Issuer's History:

The Premier Bank Limited ("the Bank") is one of the third generation private commercial bank incorporated in Bangladesh on 10th June 1999 as a public company limited by shares under the Companies Act, 1994, governed by the Banking Companies Act, 1991. The Bank went for public issue of its share by initial public offering in 2007 and its share is listed with Dhaka Stock Exchange Limited and Chittagong Stock Exchange Limited. The Registered office of the company is located at Iqbal center, 42 Kamal Ataturk Avenue, Banani, Dhaka-1213, Bangladesh.

At present the Bank has 120 branches including 12 SME Service Centers/Agricultural Branches and 90 own ATM booths with no overseas branch. The Bank has one subsidiary companies namely, Premier Bank Securities Limited. The Bank also operates one Offshore Banking Unit (OBU) after obtaining its license from Bangladesh Bank on 10 November 2009.

The principal activities of the Bank are to provide all kinds of conventional and Islamic commercial banking services to its customers which includes deposit, loans and advances, export & import financing, local and international remittance facilities etc. through its branches, Islamic windows, SME centers, and vibrant alternative delivery channels (ATM booths, mobile banking, internet banking, Fast Track, Agent Banking) in Bangladesh.

lity etc. through its branches, Islamic windows, SME centers, and vibrant alternative delivery channels (ATM booths, mobile banking, internet banking, Fast Track, Agent Banking) in Bangladesh.

### 1.1.3 Description of Collateral Securities and Type of Charges to Be Created

Premier Bank Perpetual Bond is superior to the claims of investors in equity shares and perpetual non-cumulative preference shares, if any, of the bank whether currently outstanding or issued at any time in the future and subordinated to the claims of depositors, general creditors and subordinated debt of the Bank other than any subordinated debt qualifying as Additional Tier I Capital (as defined in the Basel III Guidelines) of the Bank. It is neither secured nor covered by a guarantee of the issuer nor related entity or other arrangement that legally or economically enhances the seniority of the claim vis-à-vis bank creditors.

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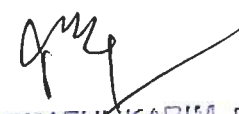
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## 1.2 RIGHTS AND OBLIGATIONS OF THE ISSUER

### 1.3 RISK FACTORS AND MANAGEMENT'S PERCEPTION ABOUT THE RISK

Following are certain issues for the investors to consider before taking an investment decision in the offer. In some of the risk factors and management proposals thereof, reference has been described below in addition to the other information contained in this Information Memorandum:

#### A. Interest Rate Risks

Interest rate risk is associated with unfavorable movement of interest rates. Increased demand for loan and advances and volatilities in money market may raise the rate of interest. Government monetary policies also impacts interest rates. Although Bank's financing in different sectors is structured at fixed and variable rates for specified terms, increase in interest rates of borrowing could narrow or eliminate the spread or result in a negative spread, thus impacting the operational profitability. Interest Rate Risk is also defined by the extent to which changes in the market interest rates impact margins, net interest income and the economic value of the Bank's equity. In addition, Net interest income will be affected as a result of volatility in interest rates to the extent that the re-pricing structure of interest bearing assets differs from that of liabilities.

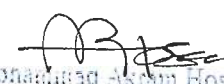
#### PBL's Management Perception:

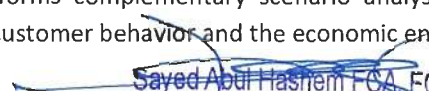
Interest rate risk is managed by the Bank's asset liability management process through the structuring of on-balance sheet and off-balance sheet portfolios. The Bank wants to achieve stable earnings growth through active management of the assets and liabilities mix while, preferably, positioning itself to benefit from near-term changes in interest rate level. Duration analysis is used to measure the interest rate sensitivity of bank's assets and liabilities, in changing interest rates and therefore, reflects how changes in interest rates will affect banks economic value that is present value of equity. Duration of the portfolio is governed by economic forecasts, expected direction of interest rates and spreads. Interest rate swaps and forward rate agreements are used to manage the interest rate risk. The Treasurer is basically responsible for managing the interest rate risk. Reports on overall position and risks are submitted to senior management for review and positions are adjusted if deemed necessary. Apart from that, ALCO regularly reviews the interest rate sensitivity profile and its impact on earnings. Strategic decisions are taken with the objective of producing a strong and stable interest income over time. In addition, each month, performs complementary scenario analysis to assess the impact of changes in customer behavior and the economic environment.

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Managing Director & CEO  
UCB Investment Limited



### B. EXCHANGE RATE RISK

Fluctuation in foreign exchange rate could adversely affect the business and financial performance of the bank because it funds foreign trade commitment from various sources of foreign exchange like export proceeds and other incoming remittance.

#### PBL's Management Perception:

Recent exchange rate fluctuation will expose the company to exchange rate risk as the company will be required to buy foreign currency at higher rate to run foreign exchange operation. However, Management of the Company believes that the foreign currency fluctuation effect will be very minimal to the overall profitability of the Company as can formulate a market adjustment in end banking product.

### C. NON-REPAYMENT RISK (I.E. CREDIT RISK)

Credit risk is the risk of loss that may occur from the failure of any counter party to make required payments in accordance with agreed terms and conditions and/or deterioration of creditworthiness.

#### PBL's Management Perception:

PBL operates under the tight regulations and close supervision of Bangladesh Bank. Moreover, it is highly unlikely that a reputed organization like PBL will risk its reputation by setting an instance of default. Furthermore, in case of non-repayment, the Trustee would give notice period to the Issuer in protecting the non-repayment and take further steps to ensure the interest of the investors.

### D. PREPAYMENT, CALL OR REFUNDING RISK

Prepayment, call or refunding risks are the risks associated with the principal amount of a bond

#### PBL's Management Perception:

This bond is perpetual in nature i.e., there is no maturity date and there are no set-ups or other incentives to redeem unless and until it is eligible for call option criteria depicted in features of the Bond section.

### E. SECURITY RISK

Security is the specific revenue sources or assets pledged by an issuer to the bondholder to secure repayment of the bond. Therefore, security risk is all about the process of recovering the investment by the bond holder by utilizing the charge against the collateral securities in case of Issuer's inability to repay the face value of the bond(s).

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**PBL's Management Perception:**

AB Bank Perpetual bond is an unsecured bond. Specific Revenue sources or assets are not being pledged against issuance of the bonds. Investors will have the right on the Bank's cash flow to get repaid but rank of a Perpetual bond holder is below than other loans (or securities) with regard to claims on assets or earnings.

**F. LIQUIDITY RISK**

Liquidity Risk is termed as the possible inability of Bank to meet its financial obligations on account of a maturity mismatch between assets and liabilities. The Bank's businesses are subject to liquidity risks and could affect the Bank's ability to meet its financial obligations. In order for the Bank to continue to meet its funding obligations and to maintain or grow its business generally, it relies on customer savings and transmission balances, as well as ongoing access to the wholesale lending markets. The ability of the Bank to access funding sources on favorable economic terms is dependent on a variety of factors, including a number of factors outside of its control, such as general market conditions and confidence in the banking system

**PBL's Management Perception:**

Liquidity Risk Managers perform a demanding job at all times to meet the funding requirement of the Bank making available the funds required. The Bank has adequate investment in liquid assets, such as inter-bank placements and treasury bills. Further to primary sources, the Bank also relies on trading assets and other marketable securities to provide for secondary sources of liquidity. This level of liquidity was adequate to meet fluctuating customer borrowings and draw-downs comfortably. The marketing strategy of the Bank has ensured a balanced mix of demand and time deposits. This is the reason why the Bank needn't depend so much on volatile short-term borrowings. The treasury manager keeps a constant eye over the maturity profile of assets and liabilities so as to maintain adequate liquidity at all times and that the gap is very small. Substantial investment securities with contractual maturities can also be readily liquidated. Proper contingency plan is in place and can be implemented on a timely basis to minimize the risk ensuing from dramatic changes in market conditions. The Asset Liability Committee (ALCO) chaired by the Managing Director reviews the liquidity gap profile and the liquidity scenario and addresses strategic issues concerning liquidity. Further bank is also monitoring the liquidity position through various stock ratios. The bank is proactively using duration gap and interest rate forecasting to minimize the impact of interest rate changes.

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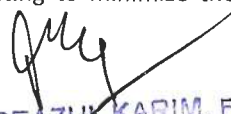
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### G. MANAGEMENT RISK

Management risk refers to the chance that bank managers' inefficiency or under performance which will finally affect the shareholders. The bondholders may suffer financial losses in such an event.

#### PBL's Management Perception:

Success and Growth depend on the continued services of their management team. Their senior management has significant industry experience and. There is also a deep bench of junior officers being groomed for senior position within the group.

### H. OPERATIONAL RISK

Operational risk is the risk of loss resulting from inadequate or failed internal processes, people and systems (for example failed IT systems, or fraud perpetrated by a Bank's employee), or from external causes, whether deliberate, accidental or natural. It is inherent in all of the Bank's activities. Operational risks are monitored and, to the extent possible, controlled and mitigated. There can be no assurance that the Bank will not suffer material losses from operational risk in the future.

#### PBL's Management Perception:

The Bank's approach to operational risk is not designed to eliminate risk altogether rather to contain risks within levels deemed acceptable by senior management. All functions, whether business, control or logistics functions, must manage the operational risks that arise from their activities. Operational risks are pervasive, as a failure in one area may have a potential impact on several other areas. The Bank has therefore established a cross-functional body to actively manage operational risk as part of its governance structure. The foundation of the operational risk framework is that all functions have adequately defined their roles and responsibilities. The functions can then collectively ensure that there is adequate segregation of duties, complete coverage of risks and clear accountability. The functions use their controls to monitor compliance and assess their operating effectiveness in several ways, including self-certification by staff, tracking of a wide range of metrics (for example, the number and characteristics of client complaints, deal cancellations and corrections, un-reconciled items on cash and customer accounts, and systems failures), and the analysis of internal and external audit findings.


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### I. BUSINESS RISK

Business risk is the possibility that a company will have lower than anticipated profits, or that it will experience a loss rather than a profit. Business risk is influenced by numerous factors, including business environment, economic situation and government regulations.

#### PBL's Management Perception:

Like all other businesses such risk exists in the banking industry. The Bank scrutinizes all of its clients and the associated risks systematically using up to date risk evaluation techniques and thereby has been able to maintain good asset quality so far and expects the same in the future. Some other systematic risks might arise from the external environment of the Bank, similar to any other bank.

### J. INDUSTRY RISK

Industry risk is the possibility that a specific industry will not perform up to the level or at par. When problems plague one industry, they affect the individual organization of that particular industry. They may also cross over into other industries. The issuer is operating in a highly competitive market as modern banking industry has brought greater business diversification. Some banks in the industrialized world are entering into investments, underwriting of securities and portfolio management. The entry of new competitors may also deteriorate the competitive environment and result in lower profitability of the bank.

#### PBL's Management Perception:

The Bank has always been careful in offering its products and services at competitive terms and conditions. It updates its strategies continuously to keep up with the changes in the market dynamics and demand of the young generation. The management continues to focus on the sustainable growth by diversifying its loan book and by fostering innovation in the management level. PBL has also introduced new deposit and loan products to cater to different demographics and it is working on digitization of its service to stay on par with the global shift in the banking industry.

### K. MARKET AND TECHNOLOGICAL- RELATED RISK


Market and technology related risk mainly refers to the change in market condition due to technological modifications which would adversely affect the business and profitability of the company. As the banking industry is becoming more and more technology-dependent, the risks derived from technological use is increasing day-by-day. As a result, the bank might be exposed to risks such as computer virus attacks, system collapse, system hacking, unauthorized electronic fund transfer, etc.

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**PBL's Management Perception:**

PBL maintains a strong IT Infrastructure to provide technological support to the vast operational personnel of the bank as well as its clients. The bank also follows the Bangladesh Bank ICT Policies along with other leading industry compliances such as PCI DSS. In addition to that the objective of investment policy covering various facet of Market Risk is to assess and minimize risks associated with treasury operations by extensive use of risk management tools. Broadly it encompasses policy prescriptions for managing systematic risk, credit risk, market risk, operational risk and liquidity risk in treasury operations. For market arising out of various products in trading book of the Bank and its business activities, the bank sets regulatory internal and ensure adherence thereto. Limits for exposure to counter-parties, industries and countries are monitored and the risks are controlled through Stop Loss limits, Overnight limit, Daylight limit, Aggregate Gap limit, Inter-bank dealing and investment limit etc. For the Market Risk Management of the bank, it has a mid-office with separate Desks for Treasury & Asset Liability Management (ALM) Asset Liability Management Committee (ALCO) is primarily responsible for establishing the market risk management, asset liability management of the bank, procedures thereof, implementing core risk management framework issued by regulator, best risk management practices followed globally and ensuring that internal parameters, procedures, practices/policies and risk management prudential limit adhered to.

**L. RISKS RELATED TO POTENTIAL OR EXISTING GOVERNMENT REGULATIONS**

PBL operates its business under the specific guidelines laid by Bangladesh Bank, Bangladesh Securities and Exchange Commission and other regulatory authorities. The bank is also regulated by Bank Companies Act 1991 revised up to 2013, Companies Act 1994, Income Tax Ordinance 1984, Income Tax Rules 1984 and Value Added Tax (VAT) Act 1991. Moreover, Bangladesh Bank enforces certain regulatory requirements in the form of Cash Reserve Requirement (CRR) and Statutory Liquidity Ratio (SLR) for banking institutions, which are changed from time to time. Any abrupt changes in these policies and regulations made by the authorities may adversely affect the business of the company.

**PBL's Management Perception:**

Unless there are any policy changes that have significant negative impact on the industry as a whole, PBL's business is not expected to be affected materially. Like all scheduled banks in Bangladesh, PBL has been funding their assets from their deposits after maintaining the required SLR and CRR and the bank has been consistently compliant to any such changes. Additionally, the regulatory bodies in Bangladesh are not expected to take any steps that might prove detrimental to the country's banking industry.

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### M. RISKS RELATED TO POTENTIAL CHANGES IN GLOBAL OR NATIONAL POLICIES

A financial institution's ability to operate a profitable business is directly related to the national policies including, monetary and fiscal policies of the country at any given time. Imposition of restrictive policy by the government at any time may affect a company's profitability. Again, changes in the existing global or national policies can have either positive or negative impacts on the Bank. Every company operates under the economic policies formulated and imposed by the political government. The government tends to reshape these policies time to time for the sake of greater interest of the country's economy. Sometimes those changes in existing policy or any future policy framework adversely affect smooth operation of such companies.

#### PBL's Management Perception:

The management of the Issuer is always concerned about the prevailing and upcoming future changes in the global or national policy and shall respond appropriately and in a timely manner to safeguard its interests.

### N. ASSET QUALITY RISK

Asset Quality for the Bank mainly refers to loan quality. If loan default, it has adverse impact on Bank's profitability and balance sheet.

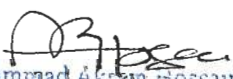
#### PBL's Management Perception:


The Bank faces big challenges in managing balance sheet through core banking business due to major changes in regulation of loan classification and provisioning policy. The policy changes as well as deteriorated economic condition may cause non-performing loan and trend of non-performing issues force to make a loan huge loss provision. To reduce non-performing loan, enormous actions has been taken through aggressive recovery drives combined with improved risk management practices.

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## 1.4 TRUSTEE

MTB Capital Limited (MTBCL), a fully owned subsidiary of Mutual Trust Bank Limited is a full-fledged Merchant Bank licensed by the Securities and Exchange Commission (SEC) on December 06, 2010. MTBCL was incorporated on October 08, 2009 as a private limited company with the registrar of joint stock companies and firms Bangladesh Dhaka under Companies Act, 1994 with the objective to carry out the business as, Trustee, Issue Manager, Underwriter and Portfolio Manager. As a fully owned Subsidiary of Mutual Trust Bank Ltd, MTB Capital Limited has already started its operation on April 18, 2011.

### 1.4.1 Rights and Obligation of the Trustee

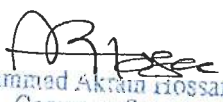
**Duties and Powers of the Trustee:** The Trustee has the following duties and powers in connection with the Trust:

- to hold the benefit of the covenants made by the Issuer and the conditions on trust for the Bondholders;
- to open such accounts necessary for discharging the functions of Trustee;
- to keep the money and assets representing the Trust Property (including enforcement proceeds) and to deposit and withdraw such moneys and assets as may be required from time to time;
- to undertake all such actions for the recoveries of any overdue in accordance with the provisions of the Trust Deed and to execute all such documents, deeds and papers and to do all acts in relation thereto;
- to issue, manage and administer the Bonds in accordance with the terms of the Trust Deed and execute, acknowledge, confirm or endorse any agreements, documents, deeds, instruments and papers in connection therewith;
- to call any meetings of the Bondholders in accordance with the provisions of the Trust Deed and the Bonds and to facilitate the proceedings of such meeting as it deems appropriate in accordance with the terms of the Trust Deed;
- to implement, give effect to and facilitate the terms and conditions of the Bonds and such other documents, deeds and agreements in contemplation thereof;
- upon instruction by the Bondholders upon occurrence of an Event of Default in accordance with this Trust Deed, to sell or otherwise dispose of the Trust Property and close any bank accounts that may have been opened in pursuance of this Trust Deed after distribution of amounts standing to their credit;
- to take such action as may be appropriate for the protection of the interest of the Bondholders in accordance with the Trust Act, 1882 and the provisions of the Trust Deed;
- The Trustee shall have power to initiate negotiations with the respective parties for inclusion of any additional terms and conditions for the performance of the obligations under this Trust Deed for the

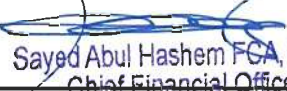
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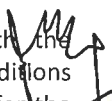
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protection of the interest of the Bondholders, and necessary amendments can then be made by way of mutual agreement; and

- to do all such other acts, deeds and things as may be necessary and incidental to the above objects unless such acts require the prior consent of the Beneficiaries in accordance with the Trust Deed.

**Covenant to repay:** The Trustee is entitled to have the Issuer unconditionally pay or procure to be paid to or to the order of the Trustee in Taka in freely transferable funds for value the relevant due date for payment of the principal amount of the Bonds or any of them becoming due for redemption or repayment on that date and shall until all such payments are duly made unconditionally pay or procure to be paid to or to the order of the Trustee as aforesaid on the dates provided for in the Trust Deed, or any of them outstanding from time to time as set out in the Trust Deed.

**Reliance on information:** The Trustee may in relation to the Trust Deed act on the opinion or advice of or a certificate or any information obtained from any lawyer or other experts and shall not be responsible for any Liability occasioned by so acting;

**Certificate of directors or Authorised Signatories:** The Trustee may call for a certificate signed by two Authorised Signatories of the Issuer or other person duly authorised as to any factor matter *prima facie* within the knowledge of the Issuer as sufficient evidence thereof. The Trustee shall not be bound in any such case to call for further evidence or be responsible for any Liability that may be occasioned by its failing so to do;

**Resolution or direction of Bondholders:** If there was some defect in the constitution of the meeting or if the resolution or direction made by the meeting of the bondholders is not valid or binding for some defect, the Trustee will not be held responsible provided it has acted in good faith.

**Bondholders as a class:** In connection with the exercise by it of any of its trusts, powers, authorities and discretions, the Trustee shall have regard to the general interests of the Bondholders as a class.

**No obligation to monitor or investigate:** The Trustee is under no obligation to monitor or supervise the functions of any other person under the Bonds or any other agreement or document relating to the transactions herein. In the absence of actual knowledge of a breach of obligation the Trustee may assume that each such person is properly performing and complying with its obligations. Similarly the Trustee is under no obligation to investigate Bonds or other agreement or documents to that effect.

**Bonds held by the Issuer:** In the absence of actual knowledge or express notice to the contrary, the Trustee may assume without enquiry (other than requesting a certificate of the Issuer), that no Bonds are for the time being held by or for the benefit of the Issuer or any of its Affiliates;

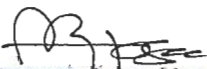
**Events of Default:** The Trustee shall not be bound to give notice to any person of the execution of the Trust Deed or to take any steps to ascertain whether any Default or Event of Default has happened and, until it shall have actual knowledge or express notice to the contrary.

**Right to deduct or withhold for taxes:** Deduction or withholding of tax will be as per prevailing law of the land.


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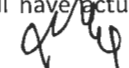
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**Error of judgment:** Trustee has no liability for error of judgment made in good faith.

**No responsibility for loss:** The Trustee shall not be responsible for any loss incurred by bondholders subject to any applicable laws or regulations except for its Trustee's own gross negligence, wilful default or fraud.

**Force Majeure:** The Trustee shall not be liable for Force Majeure.

**Immunities:** The Trustee's immunities and protections from liability and its right to indemnification extend to its officers, directors and employees and its successors upon resignation and replacement. The Issuer will not be entitled to claim for itself or any of its assets immunity from suit, execution, attachment or other legal process.

**Trustee's determination:** The Trustee may determine whether or not a default in the performance by the Issuer of any obligation under the provisions is capable of remedy and/or materially prejudicial to the interests of the Bondholders. If the Trustee certifies that any such default is not capable of remedy and/or materially prejudicial to the interests of the Bondholders, such certificate shall be conclusive and binding upon the Issuer and the Bondholders subject to conditions as specified in the Trust Deed.

**Application of proceeds:** the Trustee shall not be responsible for the receipt or application by the Issuer of the proceeds of the issue of the Bonds or the delivery of any Bond Certificate to the persons entitled to it;

**Delegation:** The Trustee may, with the prior consent in writing of the Issuer, whether by power of attorney or otherwise, delegate to any person or persons or fluctuating body of persons all or any of the trusts, powers, authorities and discretions vested in it by the Trust Deed and any such delegation may be made upon such terms and conditions and subject to such regulations (including power to sub delegate with the consent of the Trustee) as the Trustee may think fit in the interests of the Bondholder. The Trustee is required to exercise reasonable care in the selection of any such Appointee.

**Agents:** Subject to the provisions of the Trust Act 1882, the Trustee may, with the prior consent in writing of the Issuer, employ agents to conduct its duties in accordance with Trust Deed on its behalf.

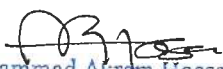
**Confidential information:** The Trustee shall not (unless required by law or ordered so to do by a court of competent jurisdiction) be required to disclose to any Bondholder any confidential information (financial or otherwise) made available to the Trustee by the Issuer or any other person in connection with the Trust Deed.

**Professional charges:** Any trustee being a banker, lawyer, broker or other person engaged in any profession or business shall be entitled to charge and be paid all usual professional and other charges for business transacted and acts done by him or his partner or firm on matters arising in connection with the trusts and also his incurred charges in addition to disbursements for all other work and business done and all time spent by him or his partner or firm on matters arising in connection with the Trust Deed, including matters which might or should have been attended to in person by a trustee not being a banker, lawyer, broker or other professional person.

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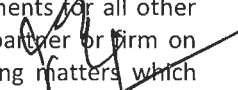
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**Expenditure by the Trustee:** The Trustee is not obliged to expend or risk its own funds or otherwise incur any financial liability in the performance of its duties if it has grounds for believing the repayment (if approved by the issuer) of such funds or adequate indemnity against, or security for, such risk or liability is not assured to it.

**Restriction on financial transactions with the Issuer:** The Trustee and its directors and officers shall be precluded from making any contracts or entering into any transactions ("Other Business) with the Issuer which would place its fiduciary duties towards the Bondholders in conflict with its rights and obligations in such Other Business.

**Trustee liable for gross negligence:** Trustee shall be liable for gross negligence in the performance of its duties under the Trust Deed.

**Exercise of Discretion:** Unless provided to the contrary in the Trust Deed, the Trustee shall not be obliged to exercise or consider exercising any discretion or consider making or make any determination or to consider taking or take any action whatsoever in connection with or under or pursuant to the Bonds unless directed to do so by the holders of not less than 66<sup>2</sup>/<sub>3</sub> percent in principal amount of the Bonds then outstanding or if so directed by an Extraordinary Resolution and the Trustee will not be responsible for any loss, expense, damage, claim, cost, charge or liability which may be suffered as a result thereof.


**Trustee's Obligation for Requesting Compliance Certificates:** The Trustee shall have no responsibility for requesting Compliance Certificates unless the Issuer has failed to deliver such certificates in accordance with (Terms of Appointment) or the Trustee is requested to do so by any Bondholder.

**Modification and Waiver:** The Trustee may agree, without the consent of the Bondholders, to (i) any modification (except as mentioned in Amendment Provisions of Trust Deed) to, or the waiver or authorisation of any breach or proposed breach of, any terms of the Trust Deed which is not materially prejudicial to the interests of the Bondholders or (ii) any modification to the Bonds or the Trust Deed which is of a formal, minor or technical nature or to correct a manifest error or to comply with mandatory provisions of law. Any such modification, waiver or authorisation will be binding on the Bondholders and, unless the Trustee agrees otherwise, any such modifications will be notified by the Trustee to the Bondholders as soon as practicable thereafter.


**Interests of Bondholders:** The Trustee shall have regard to the interests of the Bondholders as a class and not individuals in the exercise of its duties under this Deed.

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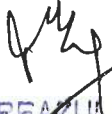
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Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

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Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

  
Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

  
M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1218

  
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

## 2 RIGHTS AND OBLIGATION OF THE ELIGIBLE INVESTORS

### Rights

- i. Each of the Bondholders has the right to demand information relating to the issuance of Bond and/or information relating to the Issuer, as set forth in the Trust Deed or in the Conditions, from the Issuer.
- ii. Each of the Bondholders has the right to receive payment of coupon of the Bond on the respective coupon payment date in accordance with the procedure as set out in the Condition VII (Redemption) of the Schedule I (Terms and Conditions of the Bonds)
- iii. Each of the Bondholders has the right to receive any other payment including default interest, if applicable, whenever such payment becomes due and payable by the Issuer in accordance with the procedure set forth in the Conditions contained hereunder in Schedule I (Terms and Conditions of the Bonds)
- iv. Following claim under the Security Documents, each of the Bondholders shall have the right to receive payment in accordance with the procedure set forth in the Conditions contained hereunder in Schedule I (Terms and Conditions of the Bonds).
- v. Each of Bondholders has the right to attend Meeting of the Bondholders and vote therein in accordance with the provisions of the Schedule II (Meeting of Bondholders).

### Obligations

- i. To pay the subscription/purchase price of the Bonds to the Issuer.
- ii. To comply with the terms and conditions of the Subscription Agreement and the Deed of Trust in exercise of their rights against the Issuer.

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The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



### 3 ISSUER'S PROFILE

#### 3.1 INTRODUCTION

**History:** The Premier Bank Limited ("the Bank") is one of the third generation private commercial bank incorporated in Bangladesh on 10th June 1999 as a public company limited by shares under the Companies Act, 1994, governed by the Banking Companies Act, 1991. The Bank went for public issue of its share by initial public offering in 2007 and its share is listed with Dhaka Stock Exchange Limited and Chittagong Stock Exchange Limited. The Registered office of the company is located at Iqbal center, 42Kamal Ataturk Avenue, Banani, Dhaka-1213, Bangladesh.

At present the Bank has 120 branches including 12 SME Service Centers/Agricultural Branches and 90 own ATM booths with no overseas branch. The Bank has one subsidiary companies namely, Premier Bank Securities Limited. The Bank also operates one Offshore Banking Unit (OBU) after obtaining its license from Bangladesh Bank on 10 November 2009.

The principal activities of the Bank are to provide all kinds of conventional and Islamic commercial banking services to its customers which includes deposit, loans and advances, export & import financing, local and international remittance facility etc. through its branches, Islamic windows, SME centers, and vibrant alternative delivery channels (ATM booths, mobile banking, internet banking, Fast Track, Agent Banking) in Bangladesh.

**Financial Base:** At the end of FY20, PBL's Total Assets stood at BDT 314,206.00MN, Equity at BDT 20,399.91MN, Paid-up Capital at BDT 9,702.98MN, Investments at BDT 40,973.21 MN, Loans and Advances at BDT 215,215.93 MN, Total Operating Income at BDT 13,437.46MN and Net Profit after Tax at BDT 2064.63MN.


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Head Office, Banani  
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Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

  
Mohammad Akram Hossain, FCS  
Company Secretary

### Subsidiary Companies

The Bank has one operational subsidiary Company. A brief description of the subsidiary Company is given below:

#### Premier Bank Securities Limited


Premier Bank Securities Limited, a majority owned subsidiary company of The Premier Bank Limited was incorporated as a private company limited by share in Bangladesh on 23 June 2010 bearing certificate of incorporation no. C-85332/10 under the Companies Act, 1994 having its registered office at Iqbal Centre(3rd Floor), 42 Kamal Ataturk Avenue, Banani, Dhaka-1213, Bangladesh. which commenced its business from the 17 April 2011.

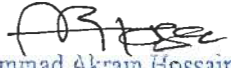
#### Premier Money Transfer Company Limited

Premier Money Transfer Company Limited was a 100% own subsidiary company of the Bank. As per decision of the executive committee of the Board of Directors, the Company ceased its operation from August 2015. As per Bangladesh Bank letter reference no. BOIMUBI/729/BIBIDHO/2016-3464 dated 28 December 2016 and Bangladesh Bank letter reference no. BOIMUBI/729/BIBIDHO/2019-32 dated 02 January 2019, all outstanding liabilities of company will be adjusted within 31 December 2020.


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Tanzim Alamgir  
Managing Director & CEO  
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### 3.2 DESCRIPTION OF PREVIOUSLY ISSUED DEBT OR EQUITY SECURITIES

The Premier Bank Limited previously issued following Sub-ordinate Bonds:

- 1st PBL Subordinated Bond
- 2nd PBL Subordinated Bond
- 3rd PBL Subordinated Bond
- 4th PBL Subordinated Bond


#### 1st PBL Subordinated Bond:

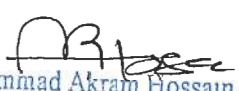
Amount in MN Tk..


| Year of Issue | Maturity Date | Subscribers                          | Amount Invested     | Outstanding Amount as on 30.06.2021 |
|---------------|---------------|--------------------------------------|---------------------|-------------------------------------|
| 2014          | 22-12-19      | Sonali Bank Limited                  | 250,000,000         | Redeemed on 23-12-2019              |
|               |               | Investment Corporation of Bangladesh | 125,000,000         |                                     |
|               |               | ICB Unit Fund                        | 125,000,000         |                                     |
|               |               | Multi Securities & Services Limited  | 340,000,000         |                                     |
|               |               | Popular Life First Mutual Fund       | 115,000,000         |                                     |
|               |               | EBL NRB Mutual Fund                  | 25,000,000          |                                     |
|               |               | PHP First Mutual Fund                | 20,000,000          |                                     |
|               |               | Sonali Bank Limited                  | 250,000,000         |                                     |
|               |               | Investment Corporation of BD         | 125,000,000         |                                     |
|               |               | ICB Unit Fund                        | 125,000,000         |                                     |
|               |               | Multi Securities & Services Limited  | 500,000,000         |                                     |
|               |               | <b>Total</b>                         | <b>2000,000,000</b> |                                     |

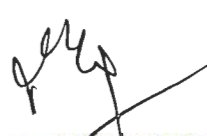
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Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

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**2nd PBL Subordinated Bond**

| Year of Issue | Subscription Amount | Maturity Date | Subscribers                             | Amount Invested     | Outstanding Amount as on 30.06.2021 |             |            |
|---------------|---------------------|---------------|---|---------------------|-------------------------------------|-------------|------------|
| 2015          | 2,000,000,000       | 30-12-22      | Sonali Bank Limited                     | 300,000,000         | 300,000,000                         |             |            |
|               |                     |               | Bank Asia Limited                       | 200,000,000         | 200,000,000                         |             |            |
|               |                     |               | First Bangladesh Fixed Income Fund      | 100,000,000         | 100,000,000                         |             |            |
|               |                     |               | AB Bank 1st Mutual Fund                 | 100,000,000         | 100,000,000                         |             |            |
|               |                     |               | PHP First Mutual Fund                   | 100,000,000         | 100,000,000                         |             |            |
|               |                     |               | Multi Securities & Services Limited     | 200,000,000         | 200,000,000                         |             |            |
|               |                     | 30-03-23      | Bank Asia Limited                       | 300,000,000         | 300,000,000                         |             |            |
|               |                     |               | EBL NRB Mutual Fund                     | 50,000,000          | 50,000,000                          |             |            |
|               |                     |               | Popular Life 1st Mutual Fund            | 80,000,000          | 80,000,000                          |             |            |
|               |                     |               | 1 <sup>st</sup> Janata Bank Mutual Fund | 50,000,000          | 50,000,000                          |             |            |
|               |                     |               | IFIC Bank 1st Mutual Fund               | 10,000,000          | 10,000,000                          |             |            |
|               |                     |               |   |                     | PHP First Mutual Fund               | 10,000,000  | 10,000,000 |
|               |                     | 11-05-23      |   | Sonali Bank Limited | 500,000,000                         | 500,000,000 |            |

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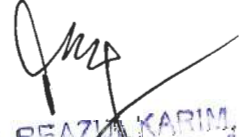
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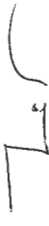
  
Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

  
Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

  
Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

07 DEC 2021

  
M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Bonani  
Phone-1213

  
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited





**3rd PBL Subordinated Bond**

| Year of Issue | Subscription Amount | Maturity Date | Subscribers | Amount Invested | Outstanding Amount as on 30.06.2021 |
|---------------|---------------------|---------------|-------------|-----------------|-------------------------------------|
|---------------|---------------------|---------------|-------------|-----------------|-------------------------------------|

|          |                     |               |                                     |               |               |
|----------|---------------------|---------------|-------------------------------------|---------------|---------------|
| 2016     | 5,000,000,000       | 26-12-21      | Popular Life 1st Mutual Fund        | 540,000,000   | 540,000,000   |
|          |                     |               | AB Bank 1st Mutual Fund             | 170,000,000   | 170,000,000   |
|          |                     |               | EBL NRB Mutual Fund                 | 170,000,000   | 170,000,000   |
|          |                     |               | Trust Bank 1st Mutual Fund          | 100,000,000   | 100,000,000   |
|          |                     |               | EXIM Bank 1st Mutual Fund           | 30,000,000    | 30,000,000    |
|          |                     |               | IFIC Bank 1st Mutual Fund           | 150,000,000   | 150,000,000   |
|          |                     |               | PHP 1st Mutual Fund                 | 40,000,000    | 40,000,000    |
|          |                     |               | EBL 1st Mutual Fund                 | 90,000,000    | 90,000,000    |
|          |                     |               | 1st Bangladesh Fixed Income Fund    | 130,000,000   | 130,000,000   |
|          |                     |               | 1st Janata Bank Mutual Fund         | 150,000,000   | 150,000,000   |
|          |                     |               | Multi Securities & Services Limited | 430,000,000   | 430,000,000   |
|          |                     | 22-08-22      | Agrani Bank Limited                 | 200,000,000   | 200,000,000   |
|          |                     | 26-12-22      | First Bangladesh Fixed Income Fund  | 370,000,000   | 370,000,000   |
|          |                     |               | 1st Janata Bank Mutual Fund         | 150,000,000   | 150,000,000   |
|          |                     |               | AB Bank 1st Mutual Fund             | 70,000,000    | 70,000,000    |
|          |                     |               | PHP 1st Mutual Fund                 | 140,000,000   | 140,000,000   |
|          |                     |               | IFIC Bank 1st Mutual Fund           | 50,000,000    | 50,000,000    |
|          |                     |               | Multi Securities & Services Limited | 20,000,000    | 20,000,000    |
|          |                     | 27-06-23      | Janata Bank Limited                 | 1,000,000,000 | 1,000,000,000 |
| 23-12-23 | Rupali Bank Limited | 1,000,000,000 | 1,000,000,000                       |               |               |

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Syed Muhammad Golam Mowla  
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Bangladesh Securities and Exchange Commission

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Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

| Year of Issue | Subscription Amount | Maturity Date | Subscribers | Amount Invested | Outstanding Amount as on 30.06.2021 |
|---------------|---------------------|---------------|-------------|-----------------|-------------------------------------|
|---------------|---------------------|---------------|-------------|-----------------|-------------------------------------|

|      |               |                              |   |                                    |             |
|------|---------------|------------------------------|---|------------------------------------|-------------|
| 2019 | 5,000,000,000 | 21-12-26                     | Agrani Bank Limited                     | 500,000,000                        | 500,000,000 |
|      |               | 28-12-26                     | Sonali Bank Limited                     | 750,000,000                        | 750,000,000 |
|      |               | 29-12-26                     | Trust Bank 1st Mutual Fund              | 50,000,000                         | 50,000,000  |
|      |               |                              | Popular Life 1st Mutual Fund            | 110,000,000                        | 110,000,000 |
|      |               |                              | PHP First Mutual Fund                   | 180,000,000                        | 180,000,000 |
|      |               |                              | EBL NRB Mutual Fund                     | 120,000,000                        | 120,000,000 |
|      |               |                              | Exim Bank First Mutual Fund             | 20,000,000                         | 20,000,000  |
|      |               |                              | First Bangladesh Fixed Income Fund      | 110,000,000                        | 110,000,000 |
|      |               |                              | AB Bank First Mutual Fund               | 100,000,000                        | 100,000,000 |
|      |               |                              | First Janata Mutual Fund                | 50,000,000                         | 50,000,000  |
|      |               |                              | IFIC First Mutual Fund                  | 10,000,000                         | 10,000,000  |
|      |               |                              | 31-08-27                                | First Bangladesh Fixed Income Fund | 80,000,000  |
|      |               | First Janata Mutual Fund     |   | 30,000,000                         | 30,000,000  |
|      |               | IFIC First Mutual Fund       |   | 40,000,000                         | 40,000,000  |
|      |               | PHP First Mutual Fund        |   | 80,000,000                         | 80,000,000  |
|      |               | EBL NRB Mutual Fund          |   | 40,000,000                         | 40,000,000  |
|      |               | AB Bank First Mutual Fund    |   | 40,000,000                         | 40,000,000  |
|      |               | Trust Bank 1st Mutual Fund   |   | 40,000,000                         | 40,000,000  |
|      |               | Exim Bank First Mutual Fund  |   | 20,000,000                         | 20,000,000  |
|      |               | Popular Life 1st Mutual Fund |   | 100,000,000                        | 100,000,000 |
|      |               | EBL 1st Mutual Fund          |   | 30,000,000                         | 30,000,000  |
|      |               | 28-10-27                     | Infrastructure Financing Series II - SF | 500,000,000                        | 500,000,000 |

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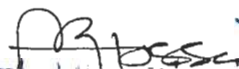
### SHAREHOLDERS PATTERN

| SL.                                       | Name                             | Status with Bank            | No. of Shares Held   | Percentage of Holdings |
|---|----------------------------------|-----------------------------|----------------------|------------------------|
| 1   | Dr. H.B.M. Iqbal                 | Chairman& Sponsor           | 40,140,009           | 3.8489%                |
| 2   | Mr. Moin Iqbal                   | Vice Chairman<br>(Director) | 20,862,485           | 2.001%                 |
| 3   | Mr. B.H. Haroon, MP              | Sponsor Director            | 20,867,198           | 2.006%                 |
| 4   | Mr. Abdus Salam Murshedy, MP     | Sponsor Director            | 43,924,134           | 4.2110%                |
| 5   | Mr.Shafiqur Rahman               | Sponsor Director            | 20,870,622           | 2.0009%                |
| 6   | Mrs. Shaila Shelly Khan          | Sponsor Director            | 52,136,132           | 4.9983%                |
| 7   | Mr. Yeh Cheng Min                | Sponsor Director            | 31,323,385           | 3.0030%                |
| 8   | Mr. Mohammad Imran Iqbal         | Sponsor Director            | 31,323,385           | 2.0001%                |
| 9   | Mr. Jamal G Ahmed                | Director                    | 52,153,453           | 5.0000%                |
| 10  | Mr. Nahyan Haroon                | Director                    | 21,985,463           | 2.1078%                |
| 11  | Dr. Arifur Rahman                | Sponsor Share holder        | 36,141,065           | 3.4649%                |
| 12  | Mr. Nurul Amin                   | Sponsor Share holder        | 7,255,536            | 0.6956%                |
| 13  | Mr. Naba Gopal Banik             | Sponsor Share holder        | Nil                  | Nil                    |
| 14  | Mr. Chowdhury Jafarullah Sarafat | Independent Director        | Nil                  | Nil                    |
| No. of Shares owned by Sponsor / Director |                                  |                             | 368,528,881          | 35.3312%               |
| No. of Shares owned by Institutions       |                                  |                             | 213,865,318          | 20.5034%               |
| No. of Shares owned by Foreign            |                                  |                             | 377,417,271          | 1.4450%                |
| No. of Shares owned by General Public     |                                  |                             | 445,604,303          | 42.7204%               |
| <b>Total Shares</b>                       |                                  |                             | <b>1,043,070,727</b> | <b>100%</b>            |


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Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Dhaka  
Branch-1414

  
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

### 3.3 NATURE OF OWNERSHIP

PBL's Board of Directors consists of highly reputable businessmen and professionals. The current Board of Directors comprises:

The detailed backgrounds of directors are given in the following:

**Dr. H. B. M. Iqbal:** Dr. H. B. M. Iqbal, former Member of Parliament and Chairman of Parliamentary Standing Committee of Ministry of Science and Technology, is the Chairman of The Premier Bank Limited. He was a freedom fighter with specialized guerrilla training from Deradhun, India under a guerrilla force 'MujibBahini/ Bangladesh Liberation Force (BLF)', during Liberation War of Bangladesh in 1971. He has a diverse range of business interests in the field of Banking, Hotels & Resorts, Manufacturing, Cement, Distribution House, Aviation, Medical Centre, Education, Service Sector and Restaurant.

He is also the Chairman of Executive Committee of the Board of Directors of The Premier Bank Limited.

**Mr. Moin Iqbal:** Mr. Moin Iqbal is the Vice Chairman of The Premier Bank Limited. He comes of a very respectable and reputed family in Bangladesh. He is a young energetic and promising entrepreneur possessing excellent business background. He is a business graduate from USA. He is also member of the Executive Committee and Risk Management Committee of the Board of Directors of The Premier Bank Limited.

**Mr. B. H. Haroon, MP:** Mr. B. H. Haroon is an Hon'ble Member of the 11th Parliament of People's Republic of Bangladesh. He is the Member of Parliamentary Standing Committee on Ministry of Housing and Public Works, Parliamentary Standing Committee on Estimates. He is Former Chairman of Standing Committee on Ministry of Religious Affairs, Bangladesh Parliament, Former Chairman of Bangladesh-Saudi Arabia Parliamentary Friendship Group, Joint Secretary, Parliament Member's Club and Member of Library Committee, Bangladesh Parliament. He has business interests in Aviation and Travel, Human resource export, Medical services, construction etc. As a recognition of his contribution to the business of Bangladesh, Mr. Haroon was accredited the status of Commercially Important Person (CIP). He is also the founder and patron of different socio-cultural organizations in the country. He is the Member of the Executive Committee of the Board of Directors of The Premier Bank Limited.

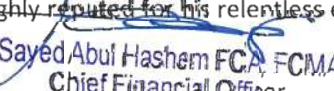
**Mr. Abdus Salam Murshedy, MP:** Mr. Abdus Salam Murshedy, Managing Director of Envoy Group and Hon'ble Member of the 11th Parliament of People's Republic of Bangladesh, Khulna-4, has an excellent business background and highly reputed for his relentless endeavors and dynamism. He

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Tanzim Alamgir  
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is a prominent personality in the business & political area of this country and playing a pre-dominant role in establishing a solid industrial base in Bangladesh. He was accredited the status of Commercially Important Person (CIP). He was honored with the most prestigious title 'The Kor Bahadur Paribar' (2016-2017) by National Board of Revenue (NRB). He is a former President of BGMEA. He is President of EAB (An Apex Association of the Export Sector), Senior Vice President of the BFF- Bangladesh Football Federation, Member of the Board of Trustee of BGMEA University of Fashion and Technology (BUFT). He is also the Member of the Executive Committee and Risk Management Committee of the Board of Directors of The Premier Bank Limited.

**Mr. Mohammad Imran Iqbal:** Mr. Mohammad Imran Iqbal, emerging & young entrepreneur of the country, is the Director of The Premier Bank Limited. He comes of a very respectable and reputed family in Bangladesh. He is a business graduate from a reputed foreign university with an excellent academic record and modern business intelligence. He is the Chairman of the Risk Management Committee and Member of the Audit Committee of the Board of Directors of The Premier Bank Limited.

**Mr. Shafiqur Rahman:** Mr. Shafiqur Rahman is a prominent industrialist and businessman who comes of a very respectable family from Comilla. He is the founder President of " Bangladesh Rubber Industry Association". He was the Secretary of the East Pakistan Students Union and he is the President of Altaf Ali College at Laksam. He is associated with a number of business forums and socio-cultural organizations. He is the member of the Executive Committee of the Board of Directors of The Premier Bank Limited.

**Mr. Jamal G Ahmed:** Mr. Jamal G Ahmed is a young & energetic business personality with distinct wisdom. He has graduated from a reputed foreign university with an excellent academic record of achievement. He also obtained degree of law i.e. 'Juris Doctorate' from LIOFSTRA University. He is associated with Columbia BAR (LAW) Association. He is also one of the member of the Executive Committee of the Board of Directors of the Bank.

**Mr. Shah Md. Nahyan Haroon:** Mr. Shah Md. Nahyan Haroon is a promising entrepreneur of the country who comes of a noble family in the country and possesses an excellent academic record of accomplishment. He is associated with a number of business and making progress towards a resourceful business leadership. He is the member of the Audit Committee and Risk Management Committee of the Board of Directors.


**Mrs. Shaila Shelly khan:** Mrs. Shaila Shelley khan is one of the Sponsor Directors of The Premier Bank Limited. She is a Business Graduate, Currently

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Chief Financial Officer  
Head Office  
The Premier Bank Limited

  
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

  
M. Rezaul Karim, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani



she is dealing with general trading and wholesale business of different products. She is also involved with different socioeconomic organization of the country. Mrs. Khan is also the Member of the Executive Committee and Risk Management Committee of the Board of Directors of The Premier Bank Limited.

**Mr. Yeh Cheng Min:** Mr. Yeh Cheng Min, a Taiwanese citizen, is the Sponsor Director of the Bank. He has obtained his graduation from National Taipei Industrial College. He has vast experience in the bicycle manufacturing industry. Mr. Min has business interest in Taiwan, Malaysia, England and many other countries.

**Mrs. Faiza Rahman:** Mrs. Faiza Rahman is the Chairman of the Audit Committee of the Board of Directors. She is a Business Graduate with expertise knowledge in the fields of Business Studies, Banking, Finance and Management. Presently, she is dealing with general trading and wholesale business of different products with business interest in diversified sectors. She is also involved in many social and philanthropic activities.

**Mr. Chowdhury Jafarullah Sharafat:** Mr. Chowdhury Jafarullah Sharafat is the Independent Director of The Premier Bank Limited. He has graduated from Jagannath University. He played active role in automating the value chain of different organizations and lead the corporate strategy and business planning process successfully with enhanced target setting. Mr. Sharafat contributed in various retail and corporate product design, pricing and distribution setting and was able to set a strong financial administration system in different organizations. He is the Vice Chairman of the Board of trustees of Canadian University of Bangladesh. He is involved in many social activities of the country. He is also the Member of the Audit Committee of the Board of Directors of the Bank.

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Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
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M. REAZUL KARIM, FOMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1913

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

### 3.4 OPERATIONAL STRUCTURE

**Registered Office:** Iqbal Centre (4th Floor), 42 Kemal Ataturk Avenue, Banani, Dhaka-1213. Tel: 9820844-8, Fax: 9820849, 9820808

**Branch Network:** According to Annual report 2020 the Bank is operating with 120 branches.

**Employees:** According to Annual report 2020 the number of employees of The Premier Bank's was 1992.

### 3.5 PRODUCTS AND SERVICES

The Premier Bank Limited offers all kinds of commercial banking products and services to the customers including project finance, working capital finance and trade finance for corporate customers, SME loans to small traders & businessmen, house building loan, car loan as well as wide range of life style and need based loans for retail customers, Islamic Banking etc. The bank has been able to develop state-of-the-art IT platform and online banking systems facilitating any branch banking, mobile banking, SMS banking, internet banking, any time banking through ATM.

'Service First' is PBL's motto. PBL's goal is to be the most caring and customer-friendly provider of financial services creating opportunities for more people in more places. Premier Bank always undertakes a continuous mission to develop new and improved services for its valued customers. A brief sketch of some of popular products & services are given below:

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#### CORPORATE BANKING PRODUCTS

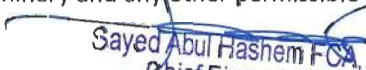
**Short Term Finance:** PBL extend short term credit facility against inventory, account receivables or other current assets etc. to finance the working capital requirement.

**Long Term Finance:** PBL provide credit facility to support the long-term growth of a business. This type of loan is primarily used for fixed asset financing, such as acquisition of capital machinery, equipment, vehicles, construction and other fixed assets.

**Import/Trade Finance:** In order to facilitate the Importers PBL provide both Pre-import and Post import finance facility to import different commodity items, capital machinery and any other permissible items.

  
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**Work Order/Construction Finance:** PBL allowed credit facilities to contractors & suppliers to participate in tenders under Government/ Semi-Govt. Organizations, Autonomous Bodies or other organizations accepted to the Bank and to complete their contracted project works.

**Export Finance:** To provide complete banking solutions to PBL's export-oriented customers, PBL offer a comprehensive range of export finance products. Different export-oriented companies comprising of Textile, Spinning, Knit, Woven, Sweaters, Jute, Leather, Fisheries and Trim/Accessories manufacturers are getting prompt banking services through PBL's AD branches, OBUs and other non-AD branches under active support from Export Finance Unit, Head Office. PBL's export finance team identifies business needs and has designed a wide range of products to facilitate your business capital investments and working capital requirements.

**Syndications & Structure Finance:** PBL have a good track record in syndication financing over its decade of operation both as member bank and as lead arranger. The area PBL are concern with textiles, pharmaceuticals, chemical, cement, ceramic, steel, tourism sector, power, food and allied infrastructure etc. PBL's customized financial solutions to the corporate clients as Term Loan, Working capital & Bridge Finance which creates values and contributes towards the growth of the country's economy.

**Lease Finance:** PBL offer Lease Finance to facilitate your funding requirement for the procurement of assets in order to grow your business. Meet up financial need without out flowing own fund. You can acquire the lease assets keeping your capital intact. Thus, leasing helps to build up your fund raising capacity.

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## RETAIL LOAN PRODUCTS

**Premier Home Loan:** Owning a home is not a distant dream anymore. To understand the inextricable desire of every Person Premier Home Loans offers the best in-class features and most competitive pricing to the widest range of borrowers seeking to buy their dream home. While every home loan is a very personalized need of the borrower and PBL makes the best effort to understand the requirement and provide him with the most customized home loan.

**Premier Home Loan for Freedom Fighter:** PBL designed dedicated Home Loan solution for certified Freedom Fighters. Certified Freedom Fighters can avail Home Loan Minimum from Premier Bank TK. 100,000.00 – Maximum TK. 350,000.00(Construction/Renovation/Extension of existing house) against their monthly Honorarium Allowances.

  
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Dhaka

  
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Head Office  
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**Auto Loan:** Your drive to succeed has got you this far. Now indulge in your passion for driving some of the world's finest automobiles and enjoy power, performance and luxury.

**Consumer Credit Scheme:** PBL have introduced Consumer Credit Scheme to extend credit facilities to limited and fixed income group to improve their standard of living. The loan is repayable in easy equal monthly installments (EMI) stretching from 12 to 60 installments.

**Secured Line:** Secured Line is a fully secured and revolving or terminating (EMI Based) loan facility for any legitimate purpose. The security for the loan should be ideally PBL FDR/Scheme. Bank would finance against clients PBL FDR/Scheme.

**Salary Loan:** Retail Banking is a fast moving business line and one of its revenue generating channels is EMI based lending to individuals. In order to encourage the individual customer to do banking with PBL and to grab retail business, RBD offering Personal Loan to individual customers for purchasing miscellaneous household appliances and to meet any other personal emergency financial needs.

**Travel Loan:** Travel Loan is a loan facility offered by the Retail Banking Division to facilitate the holiday trip of the Bangladeshi people Maximum sealing Tk.. 3 Lac, for the tenor of maximum 12 months. This loan is offered to the persons who have stable monthly income. It is a clean or unsecured loan in the sense that there is no cash security taken against the loan.

## SME BANKING PRODUCTS

**Medium and Long Term Finance:** Premier Bank understand how much hard work goes into establishing a successful SME business and how critical it is to have timely access to appropriate financial products and services. Seizing the right opportunities is the hallmark of any successful SME business. Premier Bank, SME Division specializes in putting together flexible, relevant and cost-effective finance packages - total solutions that take into account your company's present position and future goals. In any SME business, whether it is small or a medium business sooner or later you will be looking at ways to raise finance in order to grow and take advantage of new business opportunities. Any form of finance you need for it, it is important to find the right package to suit your business needs.

- Term Loan
- Project Finance
- Lease Finance

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**Working Capital Finance:** PBL recognize the importance of Working Capital Finance needs of SME customers. In line with PBL's tradition of supporting business growth and development, PBL offer tailor-made solutions to finance all your Pre-Sale and Post-Sale working capital requirements. PBL's experienced Relationship Managers work with you to understand your needs and focus on ensuring that the solutions offered are right for you and are delivered in the most effective and efficient manner.

- Inventory Finance
- Receivable Finance
- Overdrafts
- Work Order Finance
- Short Term Loans

**Trade Finance:** At Premier Bank SME Banking, PBL are committed to supporting your business in efficiently managing your domestic and overseas trade transactions. Whether you are an importer or exporter, PBL's comprehensive suite of Trade Finance & Services offers end-to-end solutions for your trade transactions. PBL's team of dedicated trade specialists and relationship managers is always ready to answer your queries and provide you with timely updates. You can be assured that your trade transactions are managed seamlessly and efficiently, giving you time to focus on the most important task at hand – 'growing your businesses'. A view of the our product suite


- **Trade Services**
  - Letter of Credit
  - Back-to-Back LC
  - Import Documentary Collections
  - LC Advising
  - LC Negotiation
  - Documentary Bill for Collections
  - Loan against Trust Receipts
  - Foreign Bill Purchase
  - Bill Discounting
- **Guarantees**
  - Payment
  - Performance
  - Shipping

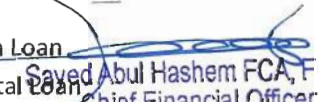
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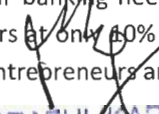
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**Women Entrepreneurship Loan:** Premier Bank offers specialized services to Women Entrepreneurs through dedicated service desks. PBL's dedicated proficient Relationship Managers with highly tailored made products are always by the side of women entrepreneurs to fulfill all their banking needs. Premier Bank also offers refinancing for women entrepreneurs at only 10% pa interest rate. Some of the products which helps our women entrepreneurs are

  
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Company Secretary  
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• Medium Term Loan  
• Working Capital Loan  
  
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Chief Financial Officer  
Head Office  
The Premier Bank Limited

  
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Managing Director & CEO  
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UCB Investment Limited



M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Dhaka  
Phone: (81)

**Micro and Agriculture Finance:** Bangladesh has a primarily agrarian economy. The performance of this sector has an overwhelming impact on major macroeconomic objectives like employment generation, poverty alleviation, human resources development and food security. PBL are one of the pioneers in the local bank arena in Agriculture finance. PBL have financed in Poultry, Fisheries etc. sectors. PBL also pose a large portfolio under contract farming.

**Rural & Agriculture Finance (Premier Swanirvor):** "Premier Swanirvor" is a loan product of The Premier Bank Ltd. for financial support to Micro, Cottage & Agriculture customer segments for the purpose of

- **Business expansion or fixed asset purchase** for micro & cottage business
- **Agriculture production/ Agriculture machineries purchase** for any self-employed individual or a group of self-employed people.

**Premier Samridhi (Loan product for 10 Taka A/C holder):** Bangladeshi citizen who stay in rural/suburban area & involved inactivity like agricultural production, rural transportation, micro & cottage level trading, manufacturing/processing, servicing business & any income generating activity can avail "Premier Samridhi".

## CARD PRODUCTS

**Premier Credit Cards Product:** PBL's Credit Cards offer exceptional benefits, rewards, services and spending power that can help make PBL's cardholders financial and personal dreams come true.

### Local Card

- EMV Visa Classic – Local
- EMV Visa Gold-Local
- EMV MasterCard Classic - Local

### International Card

- EMV Visa Classic-International
- EMV Visa Gold -International

### Dual Currency Card

- EMV MasterCard Gold - Dual
- EMV MasterCard Platinum - Dual
- Visa Platinum - Dual

**Premier Debit Cards Product:** PBL's Valued debit cardholder can enjoy the ultimate in convenience and financial control by combining the worldwide

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acceptance and benefits of EMV Visa/MasterCard cards with direct deduction of funds from their account.

- EMV Visa Debit Card Local
- EMV MasterCard Debit Card Local

**Premier Prepaid Cards Product:** Premier Prepaid Cards give you the opportunity to load with funds and use them to buy all the things you want and need — shopping, bill payments or everyday purchases.

- EMV Visa TC/Hajj Prepaid Cards
- EMV MasterCard TC/Hajj Prepaid Cards
- EMV Visa/MasterCard Local Prepaid Cards

Sayed Abul Hashem, FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

## DEPOSIT PRODUCTS

**Special Notice Deposit Account (SND):** Special Notice Deposit account is an interest bearing deposit account where 7 days advance notice is required for withdrawal. Interest on the SND account will be calculated on the day end balance and accumulated interest will be credited to the same account on a half yearly basis / at the time of closing the account.

**Premier Super Account:** The Premier Super Account is an interest bearing transactional account with different slab exclusively introduced for the top corporate customers, where interest is calculated on day end balance and accumulated interest will be credited to the same account on a half yearly basis / at the time of closing the account.

**Premier High Performance Account:** The Premier High Performance Account is an interest bearing transactional account exclusively introduced for the top & medium corporate customers, where interest is calculated on day end balance and accumulated interest will be credited to the same account on a half yearly basis / at the time of closing the account.

**Premier Esteem Savers:** Premier Esteem Savers is a savings account that will offer the most attractive benefits, flexibilities and other values to the top income level customers than any other savings account offered by the Premier Bank yet.

**Premier Excel Savers:** Premier Excel Savers is a savings account that will offer the second most attractive benefits, flexibilities and other values to the upper mid to top income level customers than any other savings account except “Premier Esteem Savers” offered by the Premier Bank.

**Premier Payroll Account:** Premier Payroll Account is a benefit-rich savings account in Taka for salaried employee. This is a salary account in which the employer will credit/remit the salary of their employees on every payday at regular basis during the service period with the employer.

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**Savings Account (SB):** The basic savings account from premier Bank gives you the freedom to conduct your banking transactions at a very simple way. PBL offers competitive interest rate on our Savings Account. In addition, all account holders will get Debit Card and ATM facility for 24 hours banking convenience.

**Current Account (CD):** PBL believes in providing you with an account that helps you manage your daily finances in the way that match your transactional needs. The combination of convenience and flexibility ensures that you always have access to an account that caters to your needs. PBL's Current Account is probably the most useful Bank Account you will ever have for daily transaction.

**Premier Genius Account/School Banking Account:** Intellect and perseverance will lead you to success and saving will guide you to an enriched future. Premier Bank Genius Account offers easy and modern banking facilities to the students. Wherever your possibility may lie, be it in the country or abroad, Premier Bank will always be beside you as you build your future.

**Premier Shadhinota Account (10 Tk.):** Premier Bank is focusing on Financial Inclusion in order to engage unbanked and under-privileged people of the country under banking umbrella for ensuring stable and equitable economic growth. PBL's New Savings Account "Premier Shadhinota" with opening Balance of Tk.. 10 Tk.. is applicable for Freedom Fighters, Hard Core Poor peoples, Farmers, Ready Made Garments Workers, Street Urchin and Working Children, Small Life Insurance Policy Holders, Beneficiaries under Social Security Program, National Service Program, Distressed People having grant from Hindu Religious Welfare Trust.

**Foreign Currency (FC) Account:** Private Foreign Currency (FC) Account is an account in foreign currency which may be opened in Authorized Dealer (AD) Banks by Bangladesh nationals working / residing abroad, foreign nationals residing abroad or in Bangladesh, Foreign missions and their expatriate employees, foreign firms registered abroad and operating in Bangladesh or abroad (e) Bangladesh nationals working in foreign / international organizations in Bangladesh with entitlement to receive salary in foreign currency.

**Non-Resident Foreign Currency Deposit Account (NFCD):** NFCD Account is an account in Foreign Currency which may be opened in Authorized Dealer banks by (a) all non-resident Bangladeshis working/residing abroad (b) Bangladeshis having dual nationality residing abroad (c) Bangladesh nationals serving with missions of Bangladesh in foreign countries (d) officers/staff of the government/semi-government organizations /nationalized banks and employees of body corporate posted abroad or deputed with international and regional agencies in foreign countries against foreign currency remitted through banking channel or brought in cash and (e) 100% foreign owned (A-Type) industrial units in the Export Processing Zones in Bangladesh.

**Resident Foreign Currency Deposit Account (RFCD):** RFCD is an account in Foreign Currency. Persons ordinarily resident in Bangladesh may open RFCD account with foreign exchange brought in at the time of their return from travel abroad.

**Fixed Deposit (FDR):** PBL's Fixed Deposit (FDR) is meant for those investors who want to deposit a lump sum of money for a fixed time period; say for a minimum period of 30 days to 1 year and above, thereby earning a higher rate of interest in return.

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**Double Benefit Scheme** :Under this scheme, any deposit becomes double after 6 Years and 5 Months. A specially designed instrument shall be issued for the deposit under this scheme in the same manner as issued in case of Fixed Deposit. The instrument is not transferable and renewable.

**Education Savings Scheme:** Do not compromise with the future of your children. Why not start saving from now to meet the educational expense of your children in future? This scheme has been designed to secure future educational expenses of your children.

**Monthly Income Scheme:** Your savings are precious! Let your investment generate a regular monthly income for you. Deposit a certain amount at the opening and earn monthly profit till the tenure completes. You will get back principal amount on maturity.

**Monthly Savings Scheme:** A regular savings pays off when you really need it. Save small amount in your account each month and let your savings grow with time through our Monthly Savings Scheme.

**Shwapno (One Year Monthly Deposit Scheme):** "Shwapno" a personal savings plan to help individuals to fulfill any desired dream. It is a short-term deposit scheme and customer will get Tk.. 1.00 lac just after 1 year and 5 months. PBL's slogan is, "Design your dream with Premier Bank through monthly installments".

**Registered Retirement Deposit Plan:** Registered Retirement Deposit Plan, a personal savings plan for individuals to secure future registered with The Premier Bank Limited, which will magically turn your monthly deposit of small amount in to Tk.. 1.00Crore. If customer planning to save from his hard-earned income and wants the return to be guaranteed – The Premier Bank Limited offering the monthly savings scheme with life insurance protection that guarantees the maturity value even if you decease after depositing only a single installment.

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## DIGITAL BANKING SERVICES

**ATM/Fast Track Banking:** To make Banking more convenient and suitable, PBL are providing 24/7 ATM Banking across the country where you can use your Visa and MasterCard. We are also on the process of connectivity with National Payment Switch of Bangladesh(NPSB) and hopefully very soon, all the local cards in Bangladesh connected to NPSB will be able to use our ATM Banking.

- **Convenient Self Service:** Withdraw Funds – The cash you need when you need it. Maximum amount per day: BDT 50,000;Maximum amount per single transaction: BDT 20,000; Minimum amount per single transaction: BDT 500.
- **Account Management:** Check Your Balance – View your account balance before you make a withdrawal. Mini Statement –Receive a print out of your transaction history and account balances.

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Managing Director & CEO  
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Managing Director & CEO  
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- **Innovations:** More modern facilities will be incorporated soon for customer ease and satisfactions:
  - Deposits – Cash and Cheque deposits will be made through our CDM machine.
  - Transfer funds – Move funds between your accounts.
  - Receipt Options – Set whether or not you will receive a receipt when you make transactions.
  - Account opening, loan processing and card services (Debit & Credit)

**Internet Banking:** Premier Internet Banking is comprehensive, digital self-service solution giving you full visibility and account management of your accounts and PBL's Internet Banking is compatible desktop, tablet or mobile device.

- Convenient Self Service & Account Management:
- Access to online statements from anywhere It's simple. And it saves time.
- Check your account balances to be connected with your Account round the clock.
- Download & Store your statements for future references.
- Transfer funds – Move funds between your own accounts.
- Cheque Book Request- Order Cheque books avoiding branch visit.
- Innovations: More modern facilities will be incorporated soon for customer ease and satisfactions:
  - 3rd Party fund Transfer– Move funds from your own account to another Premier Account instantly.
  - Intra-Bank fund Transfer- Move funds from your Premier account to Other Bank Account instantly.
  - Utility Payment & Mobile Top up- Pay your household bills and recharge Mobile Airtime at any time using our Internet Banking

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Head Office  
The Premier Bank Limited

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Company Secretary  
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Head Office, Dhaka

**SMS Alert Service:** Keep a watch on your account with our round the clock SMS Alert Banking service. Every debit or credit in your account is intimated to you by an SMS as soon as it happens and SMS Alert is mandatory for all transactional Accounts

- Automatic Alerts: You would automatically receive alerts on your registered mobile number for all the transactions done through Debit Card/s, Internet Banking. For all other transactions (initiated through branches system, cheque, etc.)
- Vigilant and Fraud Guard: It helps you to keep a watch on your account to detect any unauthorized access to your account.
- Convenience & Time Savings: No traveling to branches or ATMs to keep track of your account.
- Innovations: Full-Fledged SMS Banking Solution will be incorporated soon for customer ease and satisfactions:
  - Avail Push-pull Services
  - Locate the nearest Branch or ATM
  - Place Cheque Book Request

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Managing Director & CEO  
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Managing Director & CEO  
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- Transfer funds between accounts

**E-Statement:** Go green with Premier e-Statement and access your account statements anytime, anywhere with e-Statement.

- Ease & Comfort: You would automatically receive Monthly e-statement on your registered email address instead of waiting for paper statements.
- Convenience & Time Savings: No traveling to branches for statements of your account.
- Environmentally friendly: save paper, save trees and our environment.
- Safe & Secure: only you can access your statements ensuring the privacy.

**Electronic Fund transfer (EFT) through BEFTN:** BEFTN is one of the most powerful payments systems in Bangladesh. Premier Bank is one of the first few banks to go live BEFTN successfully. One can transfer fund automatically to beneficiaries in 8000+bank branches across the country.

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Chief Financial Officer  
Head Office  
The Premier Bank Limited

## ISLAMIC BANKING PRODUCTS

### Deposit Products

**Al-Wadiah Current Account:** Al-Wadiah Current Account is operated on the principles of Al-Wadiah. Bank plays the role of 'Safe Custodianship' in this case. Bank commits to refund customers money deposited in these accounts on the demand of customers. On the other hand the Bank takes permission from customers that the Bank may utilize their money. Customers may operate these accounts as many times as required. No profit is disbursed in these accounts and depositors do not bear any loss.

**Mudaraba Special Notice Deposit Account (MSND):** Mudaraba Special Notice Deposit (MSND) is a profit bearing Mudaraba deposit suitable for people involved in business; transactions are frequent and follow a pattern. It enables a customer to operate his business account a kind of Current Account which incurs profit. Profit is calculated on day end balance and profit is paid to account on half yearly basis or at the time of closing the account.

**Mudaraba Savings Account:** Mudaraba savings account is opened under the Mudaraba principal of Islamic Shari'ah. Under the above principal the client is the owner of the fund (Shaheb-Al Mal) and the Bank is just Manager of the Fund (Mudarib).

**Mudaraba Genius Account:** With a view to grow up savings habit among the minor students, to gather knowledge about banking services and modern technology the Mudaraba Genius Account has been introduced. Special privileges have been offered in this account. Minor students are encouraged to make savings in Banks that will be helpful for them to make a big savings to fulfill the intention to complete higher studies.

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**Mudaraba Excel Savers Account:** Mudaraba Excel Savers account is opened under the Mudaraba principal of Islamic Shari'ah. Under the above principal the client is the owner of the fund (Shaheb-Al Mal) and the Bank is just Manager of the Fund (Mudarib). Mudaraba Excel Savers Account is mainly meant for Mid to Top income level individuals who is willing to deposit substantial amount on the savings account and maintain a highly monthly average balance comparing to regular Mudaraba Savings Account.

**Mudaraba Esteem Savers Account:** Mudaraba Esteem Savers account is opened under the Mudaraba principal of Islamic Shari'ah. Under the above principal the client is the owner of the fund (Shaheb-Al Mal) and the Bank is just Manager of the Fund (Mudarib). Mudaraba Esteem Savers Account is mainly meant for Top income level individuals who are willing to deposit substantial amount on the savings account and maintain a highly monthly average balance comparing to regular Mudaraba Savings Account.

**Mudaraba Payroll Account:** Mudaraba Payroll Account is a benefit rich savings account for Salaried Employee of an Organization/Institution. This is basically Salary Account in which employer provides/deposits salary/wages of the employee every pay-day on regular basis during the service period. Account Holders are entitled to avail various salient facilities from the Bank free of cost.

**Mudaraba Premier Sadhinota Account:** Mudaraba Premier Sadhinota Account is mainly focused to provide banking facility/services to unbanked and under-privileged people of the country such as Hard Core Poor people, Farmers, Ready Made Garments Workers, Street Urchin and Working Children, Small Life Insurance Policy Holders, Beneficiaries under Social Security Program, National Service Program, Distressed People etc.

**Mudaraba Premier Remittance Saver Account:** Mudaraba Premier Remittance Saver Account is mainly for Non-Resident Bangladeshi people who earn valuable Foreign Currency for the country. This product would help to increase the flow of foreign remittance in the country through proper Banking channel. This type of accounts are getting special facilities from the Bank.

**Mudaraba Foreign Currency Account:** Mudaraba Foreign Currency Account is opened under the Mudaraba principle of Islamic Shari'ah complying rules/norms of the Central Bank. Under the above principal the client is the owner of the fund (Shaheb-Al Mal) and the Bank is just Manager of the Fund (Mudarib).

**Mudaraba Non-Resident Foreign Currency Deposit Account:** This Account may be opened in USD/GBP /Euro/ Yen/CHF/RMB at designated Branches of the Bank. It is basically of term deposit nature. Bangladeshi nationals working abroad/residing abroad/serving mission of Bangladesh in foreign countries/100% export oriented "Category - A" industries under EPZ are eligible to open this Account. The Account-holder will get profit as per rules and regulation of the Central Bank & Mudaraba Principle.

**Mudaraba Resident Foreign Currency Deposit Account:** This Account may be opened in USD/GBP/Euro/ Yen/CHF/RMB at designated Branches of the Bank

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under the Foreign Exchange guidelines of Bangladesh Bank . It is basically of term deposit nature.

**Mudaraba Term Deposit Receipt (MTDR):** Mudaraba Term Deposit Receipt (MTDR) is a profit bearing account which offers returns by depositing money for a fixed period of time based on Mudaraba concept. These deposits are withdraw able subject to a period of notice and not on demand. Minimum Account opening balance is Tk..10,000/- and product tenor is 1 month, 2 months,3 months, 4 months, 6 months ,12 months, 13 months, 25 months & 36 months. Profit is given after maturity.

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**Mudaraba Monthly Income Scheme (MMIS):** Mudaraba Monthly Income Scheme is opened under the Mudaraba principal of Islamic Shari'ah. This scheme is basically of Term Deposit nature but profit is given each month instead of maturity of the scheme.

**Mudaraba Monthly Savings Scheme (MMSS):** Mudaraba Monthly Savings Scheme is opened under the Mudaraba principle of Islamic Shari'ah. This scheme is basically a savings scheme for any individual intending to save small amount on monthly installment basis that may be required to meet his/her future needs.

**Mudaraba Double Benefit Scheme (MDBS):** Mudaraba Double Benefit Scheme is opened under the Mudaraba principle of Islamic Shari'ah. This scheme is basically of Term Deposit nature and profit is given at maturity of the product.

**Mudaraba Hajj Savings Scheme (MHSS):** Mudaraba Hajj Savings Scheme is opened under the Mudaraba principle of Islamic Shari'ah. This scheme is basically a savings scheme for any Muslim citizen intending to perform the holy Hajj by building up savings on monthly installment basis that may be required in future to meet his/her Hajj related expenses.

**Premier Tijarah Mahar Savings Scheme (Mahar):** This is a specialized Scheme product under the mudaraba principle where a married/unmarried person (male) will be able to accumulate an amount of money by way of depositing a small amounts each month as per his ability with an intention to pay-off the amount DUE [as FARD/ Obligatory] on him as MOHORANA towards his wife.

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### Investment Products

**Bai' Al-Murabaha:** Bai' Al-Murabaha is a contract between the Buyer and the Seller under which the Seller sells specific goods permissible under Islamic Shari'ah and Law of the land to the Buyer at a cost plus agreed profit payable in cash on or before a fixed future date in lump sum or by installments or single delivery. The profit (marked-up) may be fixed in lump-sum or in percentage of the cost price of the goods. In case of Bai' Al-Murabaha, Bank procures the goods as per indent of the customer, retain it in its custody and sell the same

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part by part or at a time to the client who gave indent for the goods. In case of early adjustment, rebate on profit payable may be considered to the Client.

**Bai' Al-Muajjal:** Bai Al-Muajjal is a contract between a Buyer and a Seller under which the Seller sells certain specific goods permissible under Islamic Shari'ah and Law of the land to the Buyer at an agreed fixed price payable at a certain fixed future date or within a fixed period in lump sum or by fixed installments. The seller may also sell the goods purchased by him as per order and specification of the Buyer. In the case of Bank, Bai-Muajjal is treated as a contract between the Bank and the Client under which the Bank sells the goods (purchased as per order and specification of the Client) to the client at an agreed price payable at any fixed future date in lump sum or within a fixed period by fixed installments.

**Bai' Salam:** Bai'-Salam may be defined as advance purchase of a commodity / product making advance payment by the Bank on execution of a written contract wherein it is clearly mentioned that the commodity will be delivered as per specification, size, quality, quantity at a fixed future time in a particular place. The burden of cost of transportation and storage is also specially mentioned in the contract to avoid confusion. Laterally 'Bai-Salam' means advance purchase and sale. It can also be defined as a sale where the seller undertakes to supply some specific Commodities / Products to the buyer at a future time in exchange of an advanced price paid on the spot. Here the price is paid in cash, but the delivery of the goods is deferred.

**Musharaka Documentary Bills:** "Musharaka Documentary Bills" is mainly for Export oriented Customers. It is used to purchase Local Export Bill from Exporter against Acceptance from Importer's Bank (LC Opening Bank).

**Hire Purchase under Shirkatul Milk (HPSM):** Hire Purchase under Shirkatul Milk HPSM) is a Special type of contract; it is the combination of three separate contracts: Shirkat; Ijarah & Sale. The portion of the asset owned by the Bank is hired out to the Client (partner/hirer) for a fixed rent and for a fixed period. The Bank sells and transfers the ownership of its share in the asset to the Client (partner/hirer) against payment of price fixed for that part either gradually part by part or in lump sum within the hire period or after the expiry of the hire agreement.

**Premier Tijarah Personal (Consumer) Finance:** Premier Tijarah Personal Finance is a purpose based Consumer investment scheme for individuals based on Hire-Purchase Under Shirkatul Melk (HPSM) mode of Islamic Finance only to purchase any Shari'ah approved durable Items/Products that serves purposes like miscellaneous household appliances & Furniture Computers/Electronic items; Items for Interior Decoration of Flat/Home; Equipment like X-ray machine, Medical Beds, Ultra-Sonogram machine, Engineering/ Mechanical/ Medical tools etc. for Professionals; CNG Conversion/Vehicle repair (private used vehicle only) or any other legitimate purposes.

**Premier Tijarah Auto Finance:** Premier Tijarah Auto Finance is for purchasing of Brand New and Reconditioned Car, Jeep, Station Wagon, 4-Wheeler and

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Microbus for private use only and it is based on Hire-Purchase Under Shirkatul Melk (HPSM) mode of Islamic Finance.

**Premier Tijarah Home Finance:** Premier Tijarah Home Finance is based on Hire-Purchase Under Shirkatul Melk (HPSM) mode of Islamic Finance. It covers Customer's need to purchase Flat/Home or build home for residential purpose. It is basically a solution driven package that covers customer's different category of Mortgaged finance requirements with flexible payment solution.

## OTHER BANKING SERVICES

**Student File Service:** Remittance of Foreign Exchange for Bangladeshi student going abroad for education purpose in regular courses in recognized educational institutions in Undergraduate & Post-graduate level.

**Locker Service:** Locker service offered by the Banks gives customers a completely secured facility for safekeeping of his/her valuable items, confidential documents and other valuables against from any unfortunate incident. PBL's Locker Service is available in most of the Branches in urban areas.

**Nationwide Collection Services:** Premier Bank Cash Management helps companies to maximize their efficiency in their accounts receivables and provides them complete information. PBL's aim is to simplify the reconciliation process and helps them to better manage their account receivables. PBL's customized solution helps companies to reduce their processing time and cost. PBL's solution reduces collection for the customers as well as improves their productivity without bringing about any significant changes in their business process.

**Payment Services:** PBL provides customized and integrated Payments solutions to your banking needs. PBL provides large corporations and financial institutions with flexible and complete control over their local payments, foreign trade, electronic banking services and treasury services.

Premier Bank also offers Online & Evening Banking Services, Remittance Payment Service, Brokerage House Service, Utility Bill Payment Service, MRP/MRV Payment Service, POS Terminal Service, Treasury Service, SWIFT Service etc.

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## 4 FINANCIAL RISK ANALYSIS

### 4.1 PROFITABILITY ANALYSIS

The overall operating income has shown an increasing trend in FY20 due to increase in bank's investment income. Although decreasing trend in net interest margin has contributed to slowdown of operating income growth, the profitability demonstrates an decreasing trend, with corresponding increasing cost to income ratio over the recent years. Along with ACRSL posses positive outlook on future net income growth due to bank's access to low cost funding and positive growth in credit portfolio.

| Indicator                    | FY18      | FY19      |   | FY20      |   | Observations   | Outlook  |
|------------------------------|-----------|-----------|---|-----------|---|--|----------|
| Operating Income             | 11,302.78 | 13,170.57 | ↑ | 13,437.46 | ↑ | The operating income of PBL demonstrates an increasing trend during last three years.                                  | Positive |
| Average Yield on Investments | 7.35%     | 5.78%     | ↓ | 13.18%    | ↑ | The yield on investment demonstrates a fluctuating trend during last three.  | Neutral  |
| Cost of Fund                 | 6.00%     | 6.20%     | ↑ | 5.76%     | ↓ | The cost of fund demonstrates a fluctuating trend during last three years .  | Neutral  |
| Cost to Income Ratio         | 46.03%    | 44.32%    | ↓ | 49.40%    | ↑ | The cost to income ratio of PBL decreased in FY19 but went up in FY20.   | Negative |
| Net Income                   | 2,268.94  | 3,338.55  | ↑ | 2,064.63  | ↓ | The Net Income of PBL demonstrates an overall fluctuating trend over the past three year and decreased in recent year. | Negative |
| ROA                          | 1.14%     | 1.39%     | ↑ | 0.74%     | ↓ | The ROA of PBL demonstrates a fluctuating trend during last three years and went down recently.                        | Negative |
| ROE                          | 15.88%    | 19.54%    | ↑ | 10.55%    | ↓ | The ROE of PBL demonstrates a fluctuating trend during last three years and went down recently.                        | Negative |

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#### 4.2 BALANCE SHEET ANALYSIS

PBL's Capital adequacy remained above regulatory requirement in the last three years and nonperforming loans has decreased in recent year. PBL's growth rate in deposits and loans & advances slowed down recently.

| Indicator                         | FY18   | FY19   | FY20   | Observations   | Outlook  |
|-----------------------------------|--------|--------|--------|--|----------|
| Growth Rate of Loans and Advances | 15.54% | 20.10% | 12.61% | The growth of loans and advances of demonstrates a fluctuating trend, with a negative growth prospect due to Covid-19 situation.   | Negative |
| Growth of Total Deposits          | 19.90% | 23.50% | 16.11% | The deposit growth demonstrates a fluctuating trend, with negative growth in recent year .   | Negative |
| Growth of Investments             | 30.01% | 32.81% | 1.99%  | The growth rate of investment demonstrates a fluctuating trend over the past three years and decreased recently.                   | Neutral  |
| NPL/ Total Loan                   | 3.94%  | 6.62%  | 2.49%  | The NPL to Total Loan demonstrates a fluctuating trend over the last three years, with a declining trend in recent year.           | Positive |
| CRAR                              | 12.31% | 12.61% | 13.62% | The capital adequacy ratio remained above the regulatory requirement over the last three years, which is a positive rating factor. | Positive |

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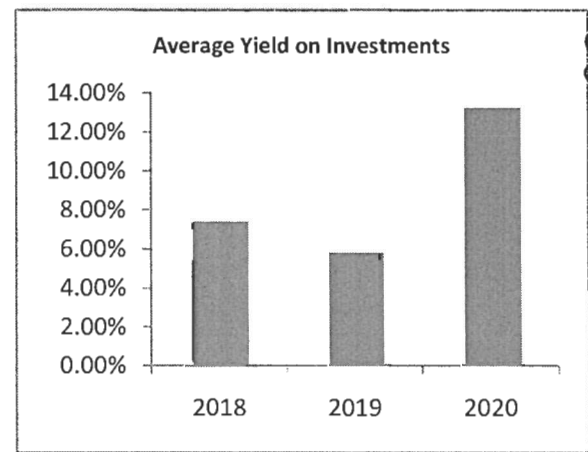
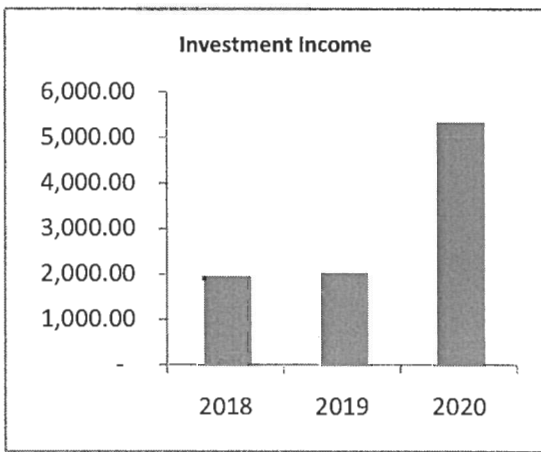
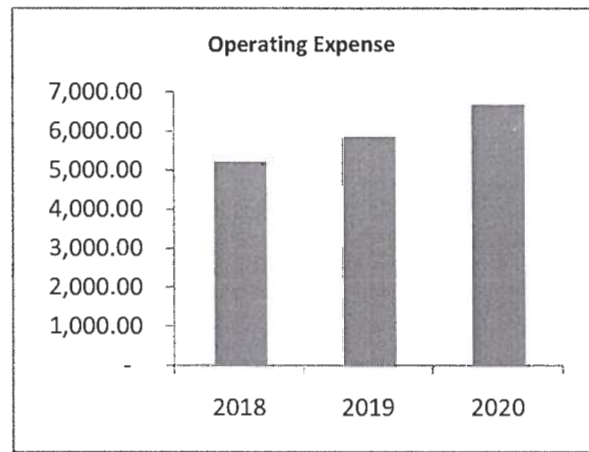
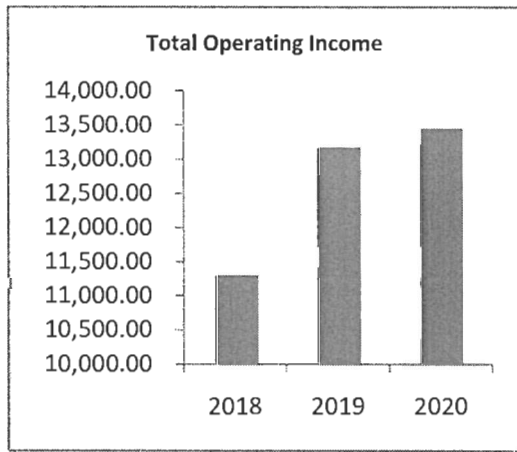
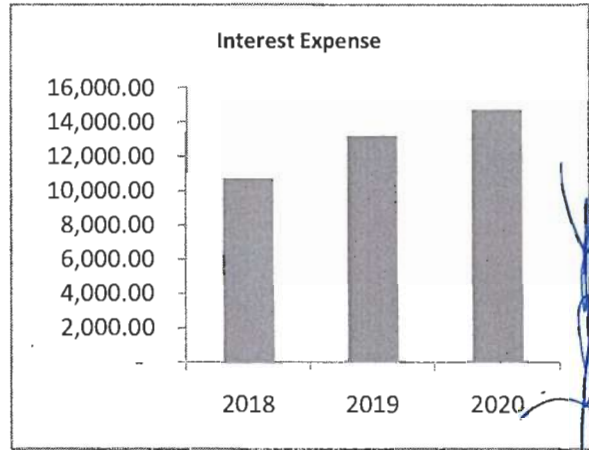
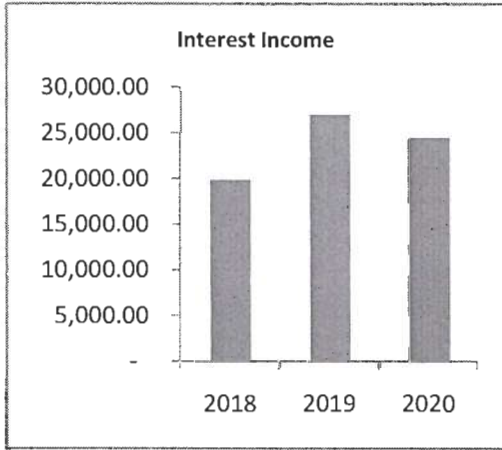
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5 CHATS AND GRAPHS

5.1 INCOME STATEMENT CHARTS



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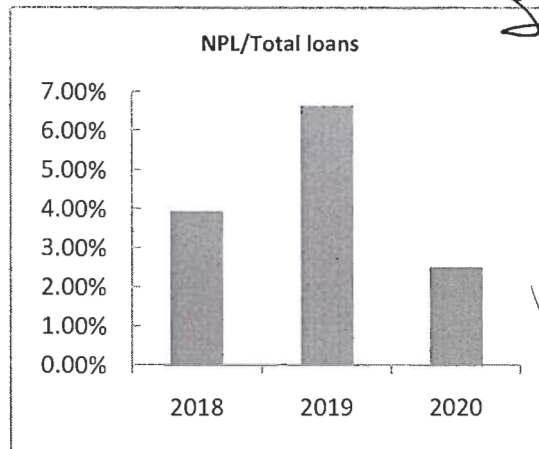
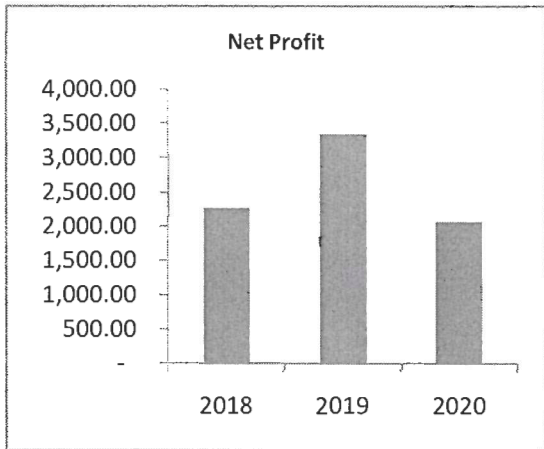
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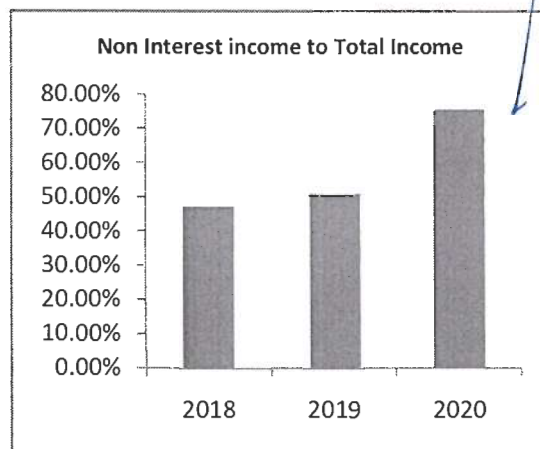
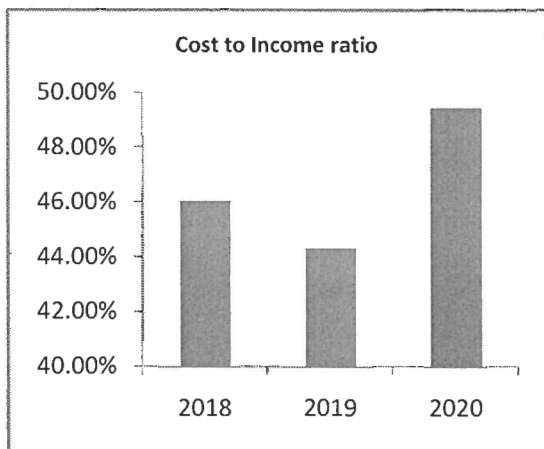
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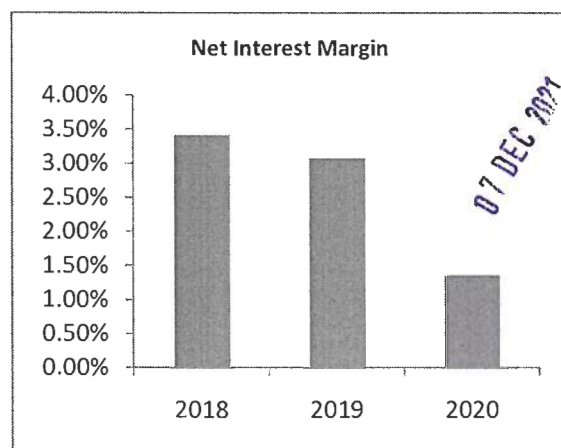
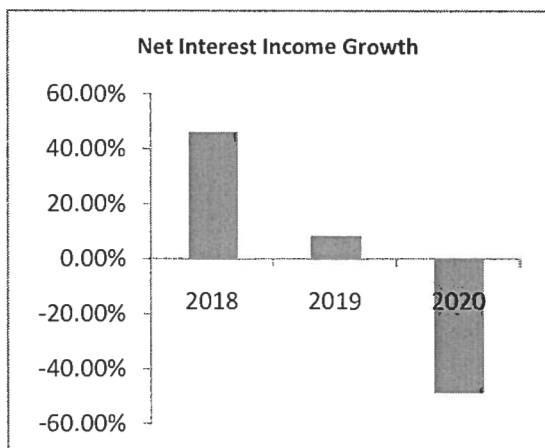
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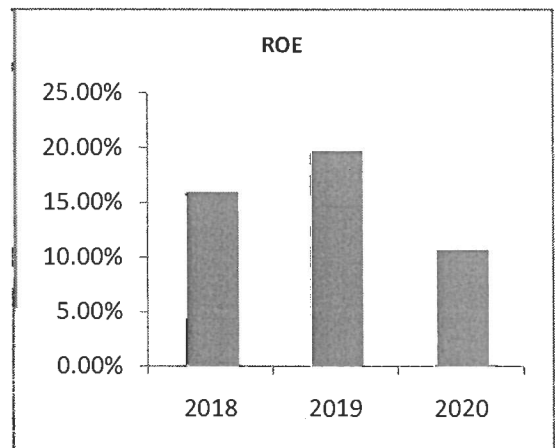
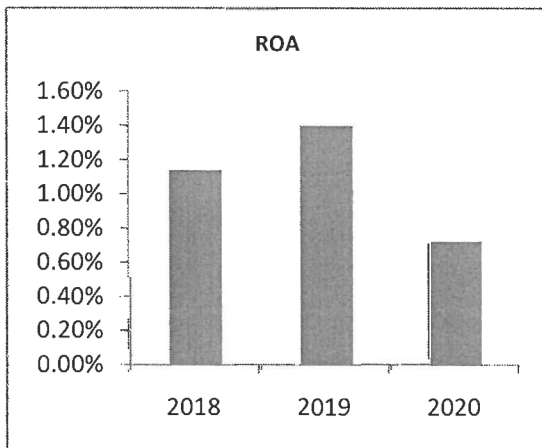
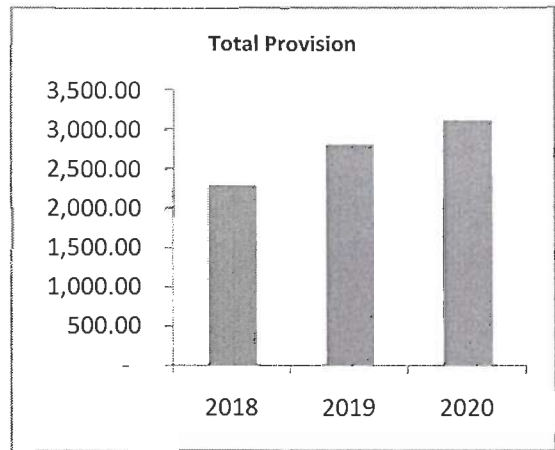
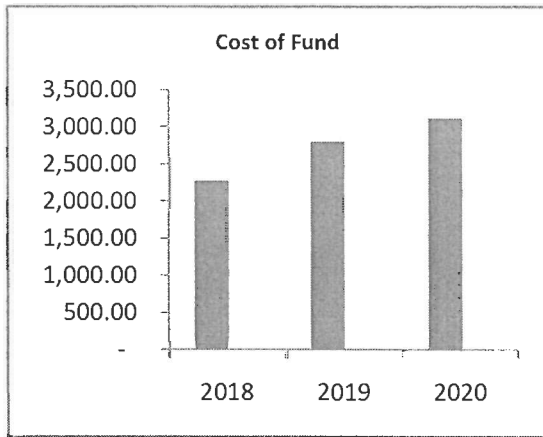


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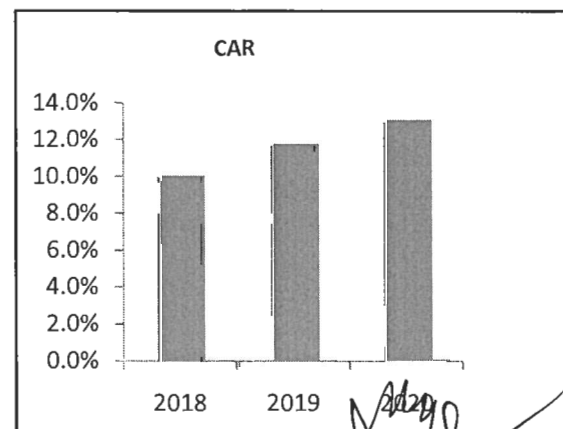
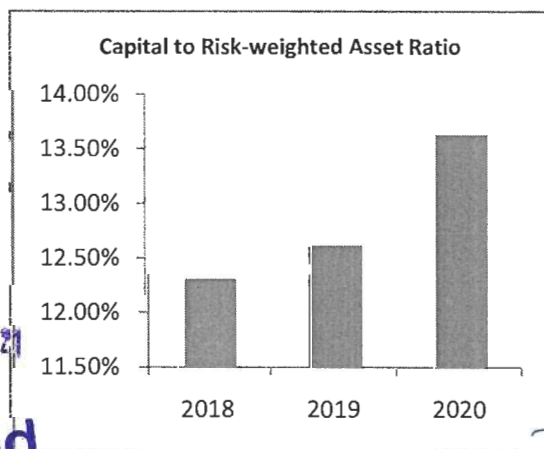
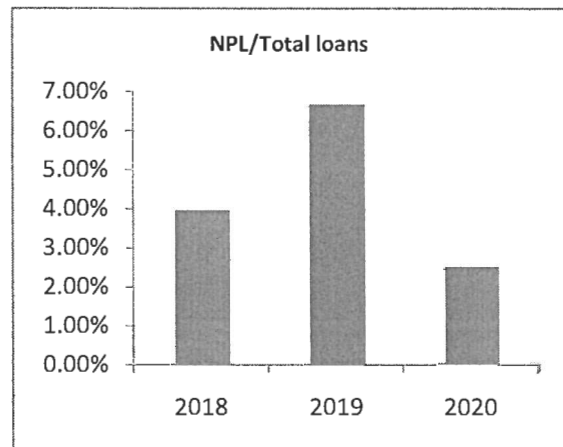
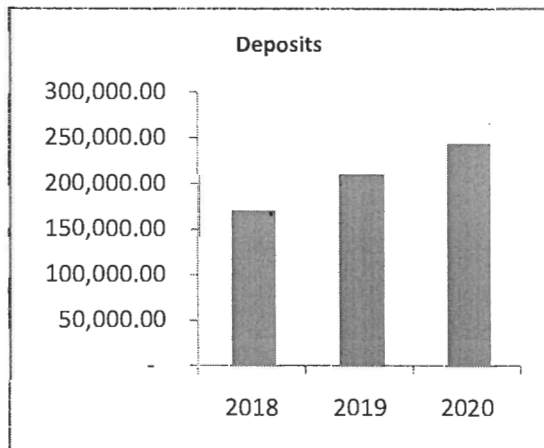
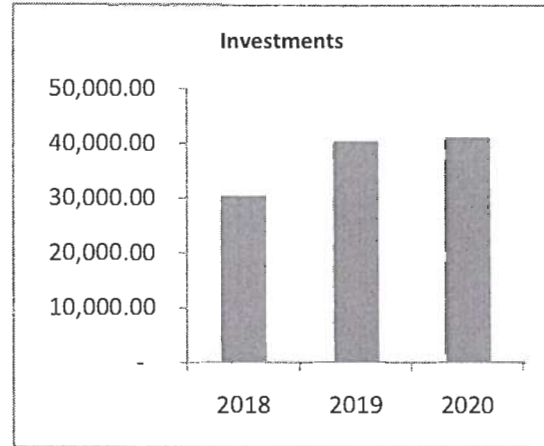
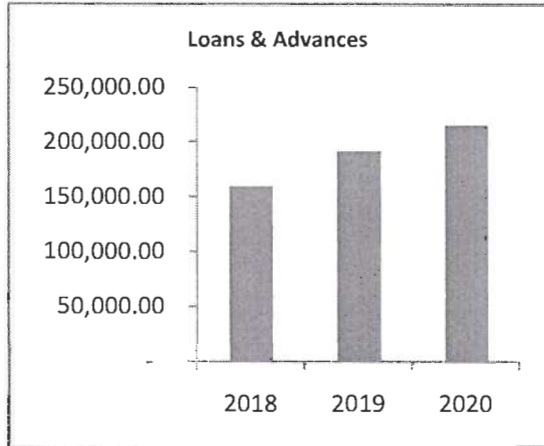
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**5.2 BALANCE SHEET CHARTS**



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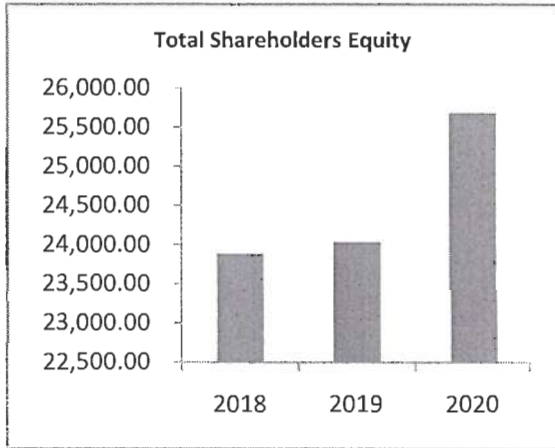
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**APPENDIX A: SUMMARY OF FINANCIALS**

| Balance Sheet Metrics ( BDT MN)                     | 2018              | 2019              | 2020              |
|---|-------------------|-------------------|-------------------|
| Cash  | 13673.60          | 14,573.81         | 34,287.30         |
| Bank Balance  | 1845.95           | 751.39            | 4,338.90          |
| Money at Call & Short Notice                        | 500.00            | 1,390.00          | 290.00            |
| Investments   | 30116.86          | 39,997.58         | 40,793.21         |
| Loans & Advances                                    | 159,132.91        | 191,115.75        | 215,215.93        |
| Fixed Assets  | 2339.41           | 2,653.21          | 3,204.49          |
| Other Assets  | 9201.14           | 12,123.12         | 16,076.17         |
| <b>Total Assets</b>                                 | <b>216,809.88</b> | <b>262,604.87</b> | <b>314,206.00</b> |
| Borrowings  | 14732.81          | 13,211.79         | 26,466.87         |
| Subordinate bonds                                   | 9000.00           | 9,000.00          | 10,000.00         |
| <b>Total Deposits</b>                               | <b>169498.42</b>  | <b>209,282.33</b> | <b>242,114.88</b> |
| Other Liabilities                                   | 8161.69           | 12,358.73         | 15,224.34         |
| <b>Total Liabilities</b>                            | <b>201,392.92</b> | <b>243,852.86</b> | <b>293,806.09</b> |
| Paid Up Capital                                     | 8,000.81          | 9,240.94          | 9,702.98          |
| <b>Statutory Reserve</b>                            | <b>4733.97</b>    | <b>5,637.79</b>   | <b>6,372.88</b>   |
| Retained Earnings                                   | 2559.17           | 3,753.77          | 3,859.22          |
| <b>Other Reserve</b>                                | <b>122.99</b>     | <b>119.48</b>     | <b>300.00</b>     |
| Other Equities                                      | 0.02              | 0.02              | 0.02              |
| <b>Total Shareholders' Equity</b>                   | <b>15,416.96</b>  | <b>18,752.00</b>  | <b>20,235.11</b>  |
| <b>Total Shareholder's Equity &amp; Liabilities</b> | <b>216,809.88</b> | <b>262,604.87</b> | <b>314,041.20</b> |

M. REZAUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

07 DEC 2021

Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

| Income Statement Metrics ( BDT MN)              | 2018            | 2019             | 2020             |
|---|-----------------|------------------|------------------|
| <b>Interest Income</b>                          | <b>16681.65</b> | <b>19,662.11</b> | <b>18,025.49</b> |
| Interest Expense                                | 10678.96        | 13,159.99        | 14,690.68        |
| <b>Net Interest Income</b>                      | <b>6002.69</b>  | <b>6,502.13</b>  | <b>3,334.81</b>  |
| Investment Income                               | 1957.41         | 2,026.70         | 5,325.13         |
| <b>Commissions, Exchange &amp; Brokerage</b>    | <b>2543.09</b>  | <b>3,618.13</b>  | <b>3,579.31</b>  |
| Other Operating Income                          | 799.60          | 1,023.62         | 1,198.21         |
| <b>Total Operating Income</b>                   | <b>11302.78</b> | <b>13,170.57</b> | <b>13,437.46</b> |
| Operating Expenses                              | 5203.13         | 5,836.67         | 6,637.62         |
| <b>Operating Profit/(Loss) Before Provision</b> | <b>6099.65</b>  | <b>7,333.91</b>  | <b>6,799.84</b>  |
| Total Provision                                 | 2280.20         | 2,798.32         | 3,107.03         |
| <b>Net Profit/(Loss) Before Tax</b>             | <b>3819.45</b>  | <b>4,535.58</b>  | <b>3,692.81</b>  |
| Provision for Taxation                          | 1550.52         | 1,197.03         | 1,628.19         |
| <b>Net Profit/(Loss) After Tax</b>              | <b>2268.94</b>  | <b>3,338.55</b>  | <b>2,064.63</b>  |

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

Source: PBL's, Audited Financials of FY18-FY20.

19 DEC 2021

**Vetted**

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

**APPENDIX B: SUMMARY OF ANALYTICS**

| Indicators                                  | 2018   | 2019   | 2020    |
|---|--------|--------|---------|
| Average Yield on Loans, Leases and Advances | 11.24% | 11.23% | 8.87%   |
| Yield on Interest Earning Asset             | 9.45%  | 9.30%  | 7.32%   |
| Average Yield on Investments                | 7.35%  | 5.78%  | 13.18%  |
| Cost of Fund                                | 6.27%  | 6.20%  | 5.76%   |
| Net Interest Margin                         | 3.40%  | 3.07%  | 1.36%   |
| Cost to Income ratio                        | 46.03% | 44.32% | 49.40%  |
| Non Interest income to Total Income         | 46.89% | 50.63% | 75.18%  |
| Net Interest Income Growth                  | 46.00% | 8.32%  | -48.71% |
| Growth rate of Total Deposit                | 20.52% | 23.50% | 16.11%  |
| Growth Rate of Loans and Advances           | 15.54% | 20.10% | 12.61%  |
| Growth Rate of Investments                  | 30.01% | 32.81% | 1.99%   |
| ROA   | 1.14%  | 1.39%  | 0.72%   |
| ROE   | 15.88% | 19.54% | 10.55%  |
| Loan/Earning Asset                          | 83.27% | 82.43% | 82.66%  |
| Earning Asset/Total Asset                   | 88.14% | 88.29% | 82.86%  |
| Deposit/ Liabilities                        | 82.49% | 84.13% | 81.08%  |
| NPL/Earning Asset                           | 3.28%  | 5.46%  | 2.06%   |
| NPL/Total loans                             | 3.94%  | 6.62%  | 2.49%   |
| Capital to Risk-weighted Asset Ratio (CRAR) | 12.31% | 12.61% | 13.62%  |


Source: PBL's, Audited financials of FY18-FY20.

19 DEC 2021

**Vetted**

  
Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

07 DEC 2021

  
Mohammad Akram Hossain, FCS  
Company Secretary  
Premier Bank Limited  
Head Office, Dhaka

  
Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

  
M. REAZUL KARIM, FOMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited



**APPENDIX C: LONG TERM RATING DETAILS**

| Rating   | Definition  |
|--|---|
| AAA<br>Triple A<br>(Highest Safety)              | Investment grade. Highest credit quality with lowest expectation of credit risk. When assigned this rating indicates the obligor has exceptionally strong capacity to meet its financial obligations and it is highly unlikely that this capacity will be impacted adversely by foreseeable events.   |
| AA+, AA, AA-<br>Double A<br>(High Safety)        | Investment grade. Very high credit quality and minimal expectation of credit risk. When assigned this rating indicates the obligor has very strong capacity to meet its financial obligations and is unlikely to be impacted adversely by foreseeable events.   |
| A+, A, A-<br>Single A<br>(Adequate Safety)       | Investment grade. High credit quality and low expectation of credit risk. When assigned this rating indicates the obligor has strong capacity to meet its financial obligations but may be vulnerable to adverse economic conditions compared to obligors with higher credit ratings.   |
| BBB+, BBB, BBB-<br>Triple B<br>(Moderate Safety) | Investment grade. Good credit quality and moderate expectation of credit risk. When assigned this rating indicates the obligor has adequate capacity to meet its financial obligations but this capacity remains more vulnerable to adverse economic conditions.  |
| BB+, BB, BB-<br>Double B<br>(Inadequate Safety)  | Speculative grade. Substantial credit risk. When assigned this rating indicates the obligor has business or other alternatives to meet current financial obligations but is substantially vulnerable to adverse economic conditions that may impair ability to meet such obligations in the future.   |
| B+, B, B-<br>Single B<br>(Risky)                 | Highly Speculative grade. High credit risk. When assigned this rating indicates the obligor has business or other alternatives to currently meet its financial obligations but the degree of certainty regarding timely payment of financial obligations is doubtful unless circumstances improve and remain favorable.   |
| CC+, CC, CC-<br>Double C<br>(Vulnerable)         | Highly Vulnerable grade. Very High credit risk. When assigned this rating indicates the obligor is near to default and the degree of certainty regarding timely payment of financial obligations is doubtful unless circumstances improve. This rating may indicate that an insolvency petition has been filed or similar action has been taken, but payments on the obligation are being continued with high degree of external support. |
| C+, C, C-<br>Single C<br>(Near to Default)       | Default Imminent. This category for an institution is considered to be either currently in default or expected to be in default with high probability. The obligor with this rating is unlikely to meet maturing financial obligations.   |
| D<br>Single D<br>(Default)                       | In Default. This category for an institution is of the lowest credit quality. The rating indicates the obligor has already failed to meet its financial obligations and may have entered bankruptcy proceedings.  |

M. REAZUL KARIM, FCA, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Bahari  
Dhaka-1212

Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

07 DEC 2021

Tanzim Alamgir  
Managing Director & CEO  
YCB Investment Limited

19 DEC 2021

Vetted

Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission



**APPENDIX D: SHORT TERM RATING DETAILS**

| ACRSL CORPORATE / ENTITY RATINGS (SHORT TERM) |   |
|---|---|
| <b>ST-1 Highest Grade</b>                     | Highest certainty of timely payment. Short-term liquidity including internal fund generation is very strong and access to alternative sources of funds is outstanding, Safety is almost like risk free Government short-term obligations. |
| <b>ST-2 High Grade</b>                        | High certainty of timely payment. Liquidity factors are strong and supported by good fundamental protection factors. Risk factors are very small.   |
| <b>ST-3 Good Grade</b>                        | Good certainty of timely payment. Liquidity factors and company fundamentals are sound. Although ongoing funding needs may enlarge total financing requirements, access to capital markets is good. Risk factors are small.               |
| <b>ST-4 Satisfactory Grade</b>                | Satisfactory liquidity and other protection factors qualify issues as to investment grade. Risk factors are larger and subject to more variation.   |
| <b>ST-5 Non-Investment Grade</b>              | Speculative investment characteristics. Liquidity is not sufficient to insure against disruption in debt service. Operating factors and market access may be subject to a high degree of variation.                                       |
| <b>ST-6 Default</b>                           | Issuer failed to meet scheduled principal and/or interest payments.   |

19 DEC 2021

**Vetted**

*[Signature]*  
Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

*[Signature]*  
Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

*[Signature]*  
Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

*[Signature]*  
M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

07 DEC 2021

*[Signature]*  
Tanzim Alamgir  
Managing Director & CEO  
iCB Investment Limited



# ANNEXURE – I


(Declaration about the responsibility of the Managing Director & CEO of  
The Premier Bank Limited)


19 DEC 2021

**Vetted**

  
Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

07 DEC 2021

  
Mohammad Akram Hossain, FCS  
Company Secretary  
Premier Bank Limited  
Head Office, Dhaka

  
Sayed Abul Hashem, FCA, FCM  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

  
M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Bhaita-1213

  
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited





Date: August 26, 2021

**Declaration about the responsibility of the Managing Director & CEO of the issuer or originator in respect of the information memorandum**

[Rule 4(2) (a)]

This information memorandum has been prepared, seen and approved by us, and we, individually and collectively, accept full responsibility for the authenticity, accuracy and adequacy of the statements made, information given in the prospectus, documents, financial statements, exhibits, annexes, papers submitted to the Commission in support thereof, and confirm, after making all reasonable inquiries that all conditions concerning this public issue and prospectus have been met and that there are no other information or documents, the omission of which make any information or statements therein misleading for which the Commission may take any civil, criminal or administrative actions against any or all of us as it may deem fit.

We also confirm that full and fair disclosures have been made in this information memorandum to enable the investors to make a well-informed decision for investment.


  
M Reazul Karim FCMA  
Managing Director & CEO  
The Premier Bank Limited  
M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

**Attested**

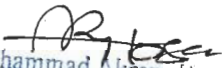
  
Managing Director  
The Premier Bank Limited  
Head Office, Banani, Dhaka.

19 DEC 2021


**Vetted**

  
Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

07 DEC 2021

  
Mohammad Akram Hossain, FCA  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

  
Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

  
M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

The Premier Bank Limited

Head Office: 42, Kemal Ataturk Avenue, Iqbal Centre (4<sup>th</sup> Floor), Banani, Dhaka-1213, Bangladesh. Phone: +88 02 9820844-8  
Fax: +88 02 9820849, 9820808, SWIFT: PRMRBDDH, Email: info@premierbankltd.com, Website: www.premierbankltd.com




# ANNEXURE – II

(Due Diligence Certificate of the Trustee)


19 DEC 2021

**Vetted**

  
Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

07 DEC 2021

  
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

  
Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

  
Sayed Abul Hashem, FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

  
M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Barisal  
Dhaka-1213




# ANNEXURE – III


(Due Diligence Certificate of the Issue Manager)

19 DEC 2021

**Vetted**

  
Syed Muhammad Gofar Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

  
Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

  
Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

  
M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

  
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

Due Diligence Certificate of the Trustee

October 31, 2021

**The Chairman**  
Bangladesh Securities and Exchange Commission  
Securities Commission Bhaban  
Plot E-6/C, Agargaon, Sher-e-Bangla Nagar  
Dhaka 1207, Bangladesh

Dear Sir,

19 DEC 2021

**Vetted**

Anne



**Syed Muhammad Golam Mowla**  
Deputy Director  
Bangladesh Securities and Exchange Commission

**ISSUANCE OF BDT 2000.00 MILLION OF  
PREMIER BANK LIMITED PERPETUAL BOND**

We, the under-noted Trustee to the above mentioned forthcoming issue, state as follows:

1. We, while act as trustee to the above mentioned issue on behalf of the eligible investors, have examined the draft information Memorandum (IM), legal and other documents and materials as relevant to our decision; and
2. On the basis of such examination and the discussions with the issuer, its directors and officers, and other agencies; independent verification of the statements concerning objects of the issue and the contents of the documents and other materials furnished by the issuer;

WE CONFIRM THAT:

- (a) All information and documents as are relevant to the issue have been received and examined by us and the draft Information Memorandum, draft Deed of Trust and draft Subscription Agreement forwarded to the Commission has been approved by us;
- (b) We have also examined all documents of the assets to be charged with the Trust and are satisfied that the assets bear the value, title and charge status as disclosed in the Information Memorandum;
- (c) While examining the above documents, we find that all the requirements of the Bangladesh Securities and Exchange Commission (Debt Securities) Rules, 2021 have been complied with;
- (d) We shall act as trustee to the issue as mentioned above as per provisions of the Deed of Trust to be executed with the issuer and shall assume the duties and responsibilities as described in the Deed of trust and in the Information Memorandum;
- (e) We shall also abide by the Bangladesh Securities and Exchange Commission (Debt Securities) Rules, 2021 and conditions imposed by the Commission as regards of the issue; and
- (f) The above declarations are unequivocal and irrevocable.


07 DEC 2021



**Khairul Bashar A. T. Mohammed**  
Chief Executive Officer  
MTB Capital Limited



**Sayed Abul Hashem FCA, FCMA**  
Chief Financial Officer  
Head Office  
The Premier Bank Limited



**Mohammad Akram Hossain, FCS**  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka



**M. REAZUL KARIM, FCMA**  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

**Tanzim Alamgir**  
Managing Director & CEO  
UCB Investment Limited

Annexure-III

Due diligence certificate by issue manager  
UCB Investment Limited  
[Rule 4(2)(a)]

*[Signature]*  
M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

To

The Bangladesh Securities and Exchange Commission

Sub: Issuance of 40,000 units under public offer of Unsecured, Contingent-Convertible and Floating Rate Perpetual Bond of BDT 2,000,000,000 (Two Billion taka) each of BDT 5,000 of The Premier Bank Limited.

Dear Sir,

We, the issue manager(s) to the above-mentioned forthcoming issue, state and confirm as follows:

- (1) We have examined all the documents submitted with the application for the above-mentioned issue, visited the premises of the issuer or originator and interviewed the chairperson, directors and key management personnel of the issuer or originator in connection with the finalization of the information memorandum pertaining to the said issue;
- (2) On the basis of such examination and the discussions with the directors, officers and auditors of the issuer or originator, other agencies, independent verification of the statements concerning objects of the issue and the contents of the documents and other materials furnished by the issuer or originator.

*[Signature]*  
Sayed Abul Hashem FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

**WE CONFIRM THAT:**

- (a) The information memorandum filed with the Commission is in conformity with the documents, materials and papers relevant to the issue;
- (b) All the legal requirements relating to the issue as also in the rules, notification, guidelines, instructions, etc. framed/issued by the Commission, other competent authorities in this behalf and the government have been duly complied with;
- (c) The disclosures made in information memorandum are true, fair and adequate to enable the investors to make a well informed decision for investment in the proposed issue and such disclosures are in accordance with the requirements of the Companies Act, 1994, the Trust Act, 1882, the Bangladesh Securities and Exchange Commission (Debt Securities) Rules, 2021 and other applicable laws;
- (d) Besides ourselves, all the intermediaries named in the information memorandum are registered with the Commission and till date such registrations are valid;
- (e) We have satisfied ourselves about the capability of the underwriter to fulfil their underwriting commitments;
- (f) The proposed activities of the issuer for which the funds are being raised in the present issue fall within the 'main objects' listed in the object clause of the Memorandum of Association or other charter of the issuer or originator and that the activities which have been carried out till now are valid in terms of the object clause of its Memorandum of Association;
- (g) Necessary arrangements have been made to ensure that the moneys to be received pursuant to the issue shall be kept in a separate bank account and shall be used for the purposes disclosed in the use of proceeds section of the information memorandum;
- (h) All the applicable disclosures mandated in the Bangladesh Securities and Exchange Commission (Debt Securities) Rules, 2021 have been made in addition to other disclosures which, in our view, are fair and adequate to enable the investor to make a well-informed decision;

*[Signature]*  
Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

07 DEC 2021

*[Signature]*  
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

**Vetted**

19 DEC 2021

*[Signature]*  
Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

(i) We enclose a note explaining how the process of due diligence has been exercised by us in view of the nature of current business background or the issuer or originator, situation at which the proposed business stands, the risk factors, sponsors experiences etc. We also confirm that the due diligence related process, documents and approval memos shall be kept in record by us for the next 5 (five) years after the issue of securities for any further inspection by the commission;

(j) We enclose a checklist confirming rule-wise compliance with the applicable provisions of the Bangladesh Securities and Exchange Commission (Debt Securities) Rules, 2021 containing details such as the rule number, its text, the status of compliance, page numbers of the information memorandum where the rules have been complied with and our comments, if any;

(k) We also declare that we have managed any issue of securities of the following issuers including originators in the last 05 (five) years.

| Sl No | Name of the Issue                | Issue Size   | Issue Year | Dividend Payment History | Category (if any) |
|-------|----------------------------------|--------------|------------|--------------------------|-------------------|
| 1.    | Meghna Insurance Company Limited | BDT 16 Crore | 2021       | N/A                      | N/A               |

**For Issue Manager**



Tanzim Alamgir  
 Managing Director & CEO  
 UCB Investment Limited  
 Date: 19 October, 2021


19 DEC 2021

**Vetted**



Syed Muhammad Golam Mowla  
 Deputy Director  
 Bangladesh Securities and Exchange Commission

07 DEC 2021



Mohammad Akram Hossain, FCS  
 Company Secretary  
 The Premier Bank Limited  
 Head Office, Dhaka



Sayed Abul Hashem FCA, FCMA  
 Chief Financial Officer  
 Head Office  
 The Premier Bank Limited



M. REAZUL KARIM, FCMA  
 Managing Director & CEO  
 The Premier Bank Ltd.  
 Head Office, Banani  
 Dhaka-1213


Tanzim Alamgir  
 Managing Director & CEO  
 UCB Investment Limited



  
M. REAZUL KARIM, FCM  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

# ANNEXURE – IV

(Due Diligence Certificate of the Underwriter)

  
Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

  
Mohammad Akram Hossain, FCS  
Company Secretary  
Premier Bank Limited  
Head Office, Dhaka

19 DEC 2021

**Vetted**

  
Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

  
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited

07 DEC 2021

Annexure - IV

Due diligence certificate by the Underwriter

UCB Investment Limited  
[Rule 4(2)(a)]

Ans

To  
The Bangladesh Securities and Exchange Commission

Sub: Issuance of 40,000 units under public offer of Unsecured, Contingent-Convertible and Floating Rate Perpetual Bond of BDT 2,000,000,000 (Two Billion taka) each of BDT 5,000 of The Premier Bank Limited.

Dear Sir,

We, the under-noted underwriter(s) to the above-mentioned forthcoming issue, state individually and collectively as follows:


- (1) We, while underwriting the above-mentioned issue on a firm commitment basis, have examined the draft information memorandum, other documents and materials as relevant to our underwriting decision; and
- (2) On the basis of such examination and the discussions with the issuer or originator, its directors and officers, and other agencies, independent verification of the statements concerning objects of the issue and the contents of the documents and other materials furnished by the issuer or originator.


**WE CONFIRM THAT:**

- (a) We are registered with the Bangladesh Securities and Exchange Commission as a merchant banker and eligible to carry out the underwriting activities. Our present paid-up capital stands at BDT 1,000 Million and we have the capacity to underwrite a total amount of BDT 5,000,000,000 as per relevant legal requirements. We have committed to underwrite for up to BDT 40,000,000. for the upcoming issue.
- (b) At present, the underwriting obligations are pending for us: N/A
- (c) All information as are relevant to our underwriting decision have been received by us and the draft IM forwarded to the Commission has been approved by us;
- (d) We shall subscribe and take up the un-subscribed securities against the above-mentioned issue within 15 (fifteen) days of calling up thereof by the issuer or originator; and
- (e) This underwriting commitment is unequivocal and irrevocable.

19 DEC 2021  
**Vetted**


For the Underwriter:

  
Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited  
Date: 19 October, 2021

  
Syed Muhammad Golam Mowla  
Deputy Director  
Bangladesh Securities and Exchange Commission

  
Sayed Abul Hashem FCA, FCMA  
Chief Financial Officer  
Head Office  
The Premier Bank Limited

  
M. REAZUL KARIM, FCMA  
Managing Director & CEO  
The Premier Bank Ltd.  
Head Office, Banani  
Dhaka-1213

  
Mohammad Akram Hossain, FCS  
Company Secretary  
The Premier Bank Limited  
Head Office, Dhaka

07 DEC 2021

Tanzim Alamgir  
Managing Director & CEO  
UCB Investment Limited