Prime Bank

Transforming Trust into Tomorrow's Prosperity

ANNUAL REPORT 2025



Prime Bank impacting lives for 31 years

Transforming Trust into Tomorrow's Prosperity

Trust is the foundation on which Prime Bank has been built—earned through consistency, strengthened through resilience, and sustained through responsible growth. As we look ahead, this trust becomes our most powerful catalyst—fueling innovation, guiding decisions, and shaping a future that is inclusive, sustainable, and forward-looking.

"Transforming Trust into Tomorrow's Prosperity" reflects our commitment to go beyond safeguarding relationships—to actively converting confidence into opportunity, stability into growth, and ambition into meaningful outcomes for our customers, communities, and the nation.



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LETTER OF TRANSMITTAL

29 April 2026

Valued Members of Prime Bank PLC.

(Registered Shareholders as on Record Date / Book Closure Date, i.e., 28 April 2026)

Subject: Annual Report for the year ended 31 December 2025.

Dear Sir/Madam,

Please accept the best compliments from Prime Bank PLC.

On behalf of the Board of Directors, I am pleased to present the Annual Report of Prime Bank PLC. for the year ended 31 December 2025. The Report has been prepared in line with applicable statutory requirements and prevailing corporate governance standards and reflects the Board's commitment to transparency, accountability and balanced disclosure.

The Annual Report comprises the audited financial statements (both solo and consolidated), together with the notes thereon, and comprehensive reports covering financial and operational performance, governance practices, risk management, and sustainability initiatives. Care has been taken to ensure that the disclosures provide a fair, correct and understandable assessment of the Bank's position and prospects.

The solo financial statements of the Bank include those of on-shore (main operations) and offshore banking units whereas consolidated financial statements include the financial statements of the Bank and its subsidiaries. The general review of this report is based on the solo financials of the Bank, unless explained otherwise, rather than consolidated financial statements.

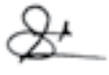
This Report also contains forward-looking statements based on current assumptions and expectations. While these reflect the Board's considered outlook, actual outcomes may differ due to evolving economic conditions, regulatory developments, and other external factors. Accordingly, such statements should be read with appropriate caution.

In line with our commitment to accessibility and timely dissemination of information, the digital version of the Annual Report, along with the Notice of the Annual General Meeting and related materials, is available on the Bank's website.

Shareholders are requested to participate in the 31st Annual General Meeting scheduled to be held on 21 May 2026 at 11:00 a.m. Your continued engagement remains vital to the Bank's governance framework and long-term stewardship.

The Board acknowledges with appreciation the trust placed in the Bank by its shareholders, regulators and stakeholders. It also recognizes the dedication of the management team and employees in sustaining the Bank's performance in a challenging operating environment.

Yours sincerely,



Nayamul Hoque FCS
Company Secretary

For kind information (not organized in terms of seniority):

- Honorable Governor, Bangladesh Bank (BB)
- Honorable Chairman, Bangladesh Securities and Exchange Commission (BSEC)
- Honorable Chairman, Financial Reporting Council (FRC)
- The Registrar, Registrar of Joint Stock Companies & Firms (RJSC&F)
- The Managing Director, Dhaka Stock Exchange PLC. (DSE)
- The Managing Director, Chittagong Stock Exchange PLC. (CSE)
- The Managing Director & CEO, Central Depository Bangladesh Limited (CDBL)
- All Stakeholders of Prime Bank PLC.

Prologue



CHAIRMAN'S MESSAGE



Dear Shareholders, Valued Customers and Esteemed Stakeholders,

It is with deep gratitude and humility that I reflect upon a remarkable year for Prime Bank PLC. In a period marked by economic volatility, global uncertainty, and domestic transition, your Bank has achieved a record-breaking profit of BDT 910 crore. This milestone is not merely a financial accomplishment — it is a testament to what becomes possible when enduring trust is met with disciplined execution and collective resilience. It is proof that trust, properly stewarded, becomes the most powerful driver of prosperity.

Performance, in its truest sense, is not measured by numbers alone. It is measured by the confidence of our depositors, the loyalty of our customers, the dedication of our employees, and the strength of our governance. This year's results reaffirm that Prime Bank continues to stand on strong foundations — guided by prudence, integrity, and a clear long-term vision. These foundations are not just the source of today's record results; they are the bedrock upon which tomorrow's prosperity will be built.

We firmly believe that banking, at its core, must represent trust. Trust is earned over time, protected through discipline, and strengthened through consistency. But trust in isolation is not enough. The greater purpose is what we do with it — how we channel it into opportunity, how we translate it into impact, and how we transform it into prosperity that reaches beyond balance sheets into the lives of the people and communities we serve.

Over the past year, we focused on maintaining asset quality, strengthening risk governance, enhancing digital capabilities, and deepening customer relationships across Retail, SME, Wholesale, and Islamic Banking segments. We continued to expand our reach through responsible lending, inclusive financial services, and sustainable financing initiatives aligned with Bangladesh's development priorities. Each of these steps was taken with the conviction that responsible stewardship today creates shared prosperity tomorrow.

Our growth in deposits and profitability has been driven not by aggressive expansion, but by calibrated strategy and careful management of capital. We remained mindful of liquidity, prudent in credit evaluation, and compliant with regulatory expectations. In a time when confidence in financial institutions is of paramount importance, Prime Bank has demonstrated stability, foresight, and purpose — and that is the surest foundation for sustainable prosperity.

Yet, while we celebrate this record performance, we remain grounded. The financial sector continues to navigate structural adjustments, evolving regulatory frameworks, and macroeconomic headwinds. The true measure of leadership lies not in prosperity during fair weather, but in preparedness for all seasons. We therefore enter the coming year with cautious optimism — confident in our capabilities, yet fully conscious of our responsibilities.

Looking ahead, our ambition is clear and our direction is set. We will continue to invest in technology to create seamless, accessible banking experiences for all. We will strengthen our sustainability agenda, because long-term value creation must go hand in hand with environmental and social stewardship. We will deepen our commitment to inclusive banking, ensuring that prosperity is not a privilege for the few, but an opportunity for the many.

Prime Bank's future will not be shaped by scale alone, but by significance — by the impact we create in the lives of individuals, businesses, and communities. We aspire to be not just a financial institution, but a trusted partner in progress: an institution that takes the trust placed in it by millions and transforms it, faithfully and responsibly, into tomorrow's prosperity.

I wish to express my sincere appreciation to our shareholders for their unwavering confidence, to our regulators for their guidance and stewardship, to our customers for their loyalty and trust, and to every member of our dedicated workforce whose integrity, hard work, and commitment form the true backbone of this institution. It is their belief that turns vision into strategy — and strategy into prosperity.

As we move forward, we do so with conviction: trust is our most valuable asset. By safeguarding it, nurturing it, and channeling it purposefully toward innovation, inclusion, and responsible growth, we will fulfil the promise at the heart of everything we do — transforming trust into tomorrow's prosperity.

Together, we will build a future defined not only by financial strength, but by purpose, resilience, and shared prosperity.

Thank you for your continued faith in Prime Bank.



Tanjil Chowdhury
Chairman

FORMER CHIEF EXECUTIVE OFFICER'S MESSAGE



The year behind us has been one of resilience, renewal, and remarkable achievement. In an environment shaped by economic complexity and evolving market dynamics, Prime Bank has delivered its strongest financial performance to date — recording a profit of BDT 910 crore. As I reflect on this milestone, I find that what moves me most is not the number itself, but what it represents: the culmination of years of shared belief, collective effort, and an unwavering commitment to building something that endures. For me, personally, it is a moment of profound significance — for it is the milestone upon which I conclude my chapter at this great institution.

It is with a full heart that I write this message — as outgoing CEO, as a colleague, and as someone who has had the rare privilege of leading Prime Bank through some of its most defining years. What I carry with me is not just the satisfaction of record results, but the deep gratitude of having served alongside some of the finest professionals in Bangladesh's financial sector.

This record performance was not achieved through fortune. It was earned — through clarity of purpose, disciplined risk management, strengthened governance, and the agility of teams who navigated shifting tides without losing sight of the shore. We diversified income streams, fortified our deposit franchise, and deepened customer relationships across every segment we serve. We invested in digital infrastructure, advanced inclusive banking solutions, and built compliance and sustainability frameworks that reflect the institution Prime Bank aspires to be. These are not just operational milestones — they are the pillars of a legacy I am honored to have helped shape.

Beyond the financial outcomes, what defines these years for me is the transformation we undertook together. We modernized. We innovated. We expanded. And through it all, we held firm to the values that have defined Prime Bank since its founding: integrity, prudence, and genuine care for those we serve. Trust — that most fragile and most powerful of currencies — was earned, protected, and renewed, day after day, by every team member in every branch and every boardroom. That is the legacy I am most proud of.

To the Board of Directors — I am profoundly grateful for your guidance, your trust in my leadership, and the wisdom you brought to every critical decision. Your stewardship has been the steady compass that guided this institution through complex terrain. Working under your direction has been both a privilege and an education I will carry with me always.

To our shareholders — your enduring confidence in Prime Bank has been a source of inspiration and a constant reminder of our responsibility. The record results of this year are a reflection of the trust you have placed in this institution, and I am honored to leave it stronger than I found it.

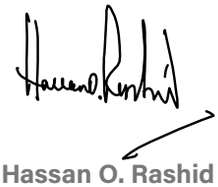
To our valued customers — your loyalty is what gives meaning to everything we do. You are not just the reason for our growth; you are the reason this institution exists. Thank you for choosing Prime Bank, year after year.

To the management team and every colleague across this organization — from the frontlines of our branches to the heart of our operations — I want you to know that this achievement is yours. Each of you brought something irreplaceable to this journey. Your dedication, your professionalism, and your unity of purpose made Prime Bank what it is today, and I have no doubt it will take Prime Bank to where it is destined to go. Serving alongside you has been the greatest honour of my career.

I leave knowing that Prime Bank is in excellent hands. The institution stands stronger than ever — with a robust capital base, a clear strategic roadmap, a resilient culture, and a team that has proven, time and again, that it is capable of extraordinary things. The foundations have been laid. The trust has been earned. What now lies ahead is the transformation of that trust into tomorrow's prosperity — and I have every confidence that this team, this institution, will rise to that promise.

As I pass the baton, I do so not with sorrow but with pride — pride in what we built together, and gratitude for every moment of the journey. Prime Bank's finest chapter is still ahead.

Thank you — for your trust, your partnership, and for the privilege of this extraordinary journey.



Hassan O. Rashid
Former Chief Executive Officer

ACTING CHIEF EXECUTIVE OFFICER'S MESSAGE



It is with a profound sense of privilege — and an equally profound sense of responsibility — that I take up the role of the Acting Chief Executive Officer of Prime Bank PLC. I step into this position with deep respect for the institution I now lead, genuine admiration for the leadership that came before me, and a clear-eyed understanding of what this moment calls for: vision grounded in values, ambition anchored in accountability, and growth that is purposeful in every dimension.

To our Board of Directors, our valued regulators, shareholders, our customers, and to every colleague across this organization — I am honored by the trust you have placed in me, and I am committed to earning it, every single day.

Prime Bank enters this new era from a position of genuine strength. The record-breaking performance of 2025 is not a ceiling — it is a foundation. The institution has been built through years of disciplined stewardship, strategic clarity, and a deep commitment to the values that define us: integrity, prudence, and purpose.

My vision for Prime Bank is rooted in a conviction I hold deeply: trust must be transformed into prosperity — for our shareholders, regulators, our customers, our people, and the wider communities we serve. This is not just a statement of intent. It is the lens through which every decision I make will be measured.

We operate in a financial landscape that is evolving at an unprecedented pace. Digital disruption, rapidly shifting customer expectations, macroeconomic complexity, and an increasingly competitive market demand that we are more than reactive — we must be visionary. We have to be committed to leading Prime Bank with exactly that orientation: anticipating change, shaping it where we can, and ensuring this institution is always positioned to lead rather than follow.

Our path forward will be guided by three clear priorities:

We will accelerate our digital transformation as a genuine commitment to our customers. From AI-powered banking solutions to seamless digital experiences across every touchpoint, we will invest in capabilities that make banking smarter, simpler, and more accessible for every segment we serve. Technology will not be a department — it will be a mindset.

As a part of inclusivity and responsible growth, Prime Bank's reach is one of its greatest strengths. We will deepen our engagement across Retail, SME, Wholesale, and Islamic Banking — ensuring that our growth is broad-based and meaningfully contributes to Bangladesh's economic development. We will expand our sustainable finance agenda, because the prosperity we seek to build must be durable — environmentally, socially, and economically. Growth that is not responsible is not growth worth pursuing.

Ultimately, it is our people who define us. We are committed to building an organization where talent is nurtured, where accountability is celebrated, where diverse perspectives are valued, and where every colleague understands their role in Prime Bank's larger mission. Our people are not a resource — they are our greatest competitive advantage. We intend to invest in them accordingly.

To our shareholders — We commit to protecting and growing the value you have entrusted to us. To our customers — We commit to placing your needs at the center of every strategy, every product, and every service we offer. To our regulators — We commit to the highest standards of governance and transparency. And to my colleagues — We invite you into this new chapter not simply as members of an organization, but as partners in building something extraordinary.

The competitive landscape will test us. Market conditions will evolve. Expectations — from every direction — will continue to rise. But I have seen what Prime Bank and its people are capable of. The talent, the resilience, and the values that run through this institution give me every reason for confidence and every reason for ambition.

We begin this era with something rare and precious: a name built on trust. Our task, together, is to honor that trust and to transform it, faithfully and boldly, into tomorrow's prosperity.

I look forward to this journey — with each of you, for all of us.



Faisal Rahman
Acting Chief Executive Officer

PROSPECTIVE INVESTORS' CORNER

Prime Bank impacting lives for 31 years

FINANCIAL STRENGTH

- TOTAL DEPOSITS **BDT 444,943** million
- TOTAL REVENUE **BDT 54,756** million
- NET PROFIT AFTER TAX **BDT 8,904** million
- LOANS AND ADVANCES **BDT 353,255** million
- OPERATING PROFIT **BDT 14,242** million
- EPS: **BDT 7.67**
  ROE: **20.85%**
  NAV/share: **BDT 39.97**
  ROA: **1.49%**

OPERATIONAL REACH

- CUSTOMER BASE **990,790+**
- TOTAL EMPLOYEES **3,093**
- BRANCHES & SUB-BRANCHES **147 & 10**
- AGENT OUTLETS **174**
- ATMs & CRMs **159**
- DEDICATED ISLAMIC BRANCH: **5**
  PRIORITY CENTER: **10**
  OFFSHORE BANKING: **3**
  SERVICE CENTER: **2**

RECOGNITION & AWARDS

- CREDIT RATING **AAA & ST-1**
- CERTIFICATIONS **ISO 27001:2022** **ISO 9001:2015**
- **EUROMONEY AWARDS** Bangladesh's Best Bank for ESG
- **GLOBAL BUSINESS & FINANCE MAGAZINE AWARDS** Best Corporate Bank Bangladesh 2025
- **BANGLADESH FINTECH AWARDS** Financial Institution of the Year-Banks
- **WORLD BUSINESS OUTLOOK AWARDS** Leading Digital Bank Bangladesh 2025

SHAREHOLDER & ECONOMY

- PROPOSED DIVIDEND **30% (Cash 25% & Stock 5%)**
- MARKET CAPITALIZATION **BDT 33,309** million
- CONTRIBUTION TO NATIONAL ECONOMY **BDT 13,305** million

ABOUT THIS REPORT

Overview and Reading Guide

This Annual Report presents a concise overview of the financial performance, governance practices and strategic direction of Prime Bank PLC. for the year ended 31 December 2025.

This Report should be read in conjunction with the Directors' Report, Management Discussion and Analysis, and the audited financial statements and accompanying notes. The report is organized into eleven broad segments, which cover the following:

1. Prologue
2. Organizational Overview
3. Stewardship
4. Leadership
5. Performance Analysis
6. Regulatory & Voluntary Disclosures
7. Risk Landscape & Strategy
8. Environmental & Social Initiatives
9. Auditors' Report & Audited Financial Statements
10. Subsidiary Companies
11. Supplementary Information



Regulatory Compliance & Disclosure Framework

The Board of Directors, supported by the Audit Committee, has reviewed this Report to ensure that it presents a fair, correct and understandable assessment of the Bank's position and prospects, in compliance with the Companies Act 1994 (& its subsequent amendments), Bank Company Act 1991 (& its subsequent amendments), circulars/guidelines from the Bangladesh Bank, Corporate Governance Code 2018 (& its subsequent amendments) and directives/notifications from the Bangladesh Securities and Exchange Commission (BSEC), Dhaka/Chittagong Stock Exchange (Listing) Regulations 2015, the Financial Reporting Act 2015, award criteria of professional institutes (i.e., Institute of Chartered Accountants of Bangladesh, Institute of Cost and Management Accountants & Institute of Chartered Secretaries of Bangladesh), and industry best practices. The Board further confirms the integrity and quality of the disclosures contained herein.

Materiality and Presentation

Material information has been determined through management assessment, considering financial significance, stakeholder relevance, and regulatory requirements. The Bank has sought to ensure consistency and comparability of disclosures across reporting periods.

Submission Requirement

The Regulation 22 of the Dhaka/Chittagong Stock Exchange (Listing) Regulations 2015 and Condition 9 of the Bangladesh Securities and Exchange Commission (BSEC) Notification No. BSEC/CMRRCD/2006-158/208/Admin/81 dated 20 June 2018 (& its amendments) requires the submission of the annual report (and prescribed publications/communications) containing, amongst others, annual audited financial statements, a report or certificate on compliance with the corporate governance code, the Directors' report, management's discussion & analysis, notice of the annual general meeting, and related information to the Commission and to the exchanges. This submission must occur at least 14 (Fourteen) days prior to the annual general meeting of the members of the issuer company (i.e., Prime Bank PLC.), failure of which may result in a financial penalty.

Forward-Looking Statements

This Report contains forward-looking statements based on current assumptions and expectations. These statements are subject to uncertainties arising from changes in economic conditions, regulatory developments, and market dynamics and actual outcomes may differ materially.

Accessibility

The Bank has significantly reduced its paper usage by printing the Annual Report only in minimal quantities, adhering to regulatory requirements. The digital version (downloadable PDF version) of this Annual Report is available on the Bank's official website (https://www.primebank.com.bd) for convenient access by shareholders and stakeholders.

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PAYROLL BANKING 2025 HIGHLIGHTS







413
No. of
On-Boarding

56,000+
No. of
Accounts (NTB)

186 Cr.
Deposit
Growth (BDT)

4000+
No. of Payroll
Customer Loan

50+
No. of Roadshows with
Payroll Companies

26
No. of Insurance Policies
(Prime Shield)

210+
No. of Prime Pay
Using Companies

194
Reference from
BDN

15
No. of Payroll
Agreement Signing

57%
Growth in No. of
Accounts

61%
Payroll Contribution in
Consumer Loan

65%
Growth in
On-Boarding

1.10 Cr.+
Total Insurance
Coverage Value (BDT)

Organizational Overview



VISION

To be the best private commercial bank in Bangladesh in terms of efficiency, capital adequacy, asset quality, sound management and profitability having strong liquidity.





MISSION

To establish a market-driven customer-focused institution with an efficient corporate governance structure, continuous improvement of business policies and procedures, and enhanced efficiency through the integration of technology at all levels.

CORE VALUES



DELIVER

High standard for our customers, clients and shareholders. We share a passion for serving the financial needs of people, companies and institutional investors.

COMMITMENT

Fully committed to achieving success for our customers, our teams and ourselves through compliance with regulatory guidelines.

TRUST

Have trust in our team. We work together to deliver our full capabilities to all our constituents. We strive to be consistent and straightforward in our interactions.

SUCCESS

Know we succeed only when our customers, communities and environment succeed. We do business in an open, direct and sustainable way.

OVERALL STRATEGIC OBJECTIVES

With a view to attaining the VISION of the bank and to meet the challenges of the current environment Prime Bank has a set of strategic priorities. Those priorities are regularly reviewed and refreshed in order to meet the challenges of changing environment. The Board and Management are committed to manage those priorities in a balanced way with an appropriate mix of growth, return, risk and productivity. Prime Bank believes it can achieve its goal to be 'A Bank with a Difference' by focusing on the following strategic priority:

- Customer best choice bank
- Service excellence
- Diversification
- Quality growth
- Technology-driven
- Data security
- Brand image
- Sustainable return
- Seamless business operation
- Doing business without compromising the society
- Best employer



CODE OF CONDUCT, POLICIES, GUIDELINES & GOVERNANCE FRAMEWORK

Prime Bank PLC. considers the "Code of Conduct for Banks and Non-Bank Financial Institutions," issued by Bangladesh Bank in November 2017, as its primary guiding instrument. It sets out the fundamental principles governing the conduct of all stakeholders, including the Board of Directors and its Committees, employees at all levels, as well as business partners, service providers, and counterparties, ensuring that all actions and engagements remain aligned with the Bank's best interests.

Scope and Applicability

The Code applies uniformly to members of the Board, all levels of management, employees, and, where applicable, business partners and service providers. It establishes clear expectations regarding ethical behavior, regulatory compliance, confidentiality, conflict of interest management, and fair treatment of stakeholders.

Governance Oversight

Oversight of compliance with the Code is exercised through established governance structures. The Audit Committee, supported by the Internal Control and Compliance function, monitors adherence to policies and regulatory requirements. Significant compliance matters are reported to the Board on a periodic basis.

Key Policy Frameworks

The Bank operates under strict regulatory frameworks set by the central bank (i.e., Bangladesh Bank) to ensure financial stability, transparency, and economic growth. Key policies/ guidelines include but are not limited to the following:

- Anti-Bribery and Corruption Policy
- Whistleblower Protection Policy
- Internal Control and Compliance Guidelines
- Anti-Money Laundering and Counter-Terrorist Financing Guidelines
- Environmental and Social Risk Management (ESRM) Framework
- Prudential Regulations for Banks
- Prudential Guidelines for Agent Banking Operation in Bangladesh
- Guidelines on Risk Based Capital Adequacy
- Guidelines for Islamic Banking
- Guidelines for Green Banking
- Guidelines on Commercial Paper for Banks
- Guidelines on Electronic Dealing System for Interbank Money Market
- Guidelines on Interest Rate Risk
- Guidelines of Country Risk Management
- Guidelines on Internal Credit Risk Rating System for Banks
- Guidelines for Risk Management
- Guidelines for Credit Risk Management
- Guidelines on Asset & Liability Management
- Guidelines on Foreign Exchange Risks
- Guideline on ICT Security for Banks
- Guidelines on Cloud Computing
- Guidelines for Foreign Exchange Transactions (GFET)
- Guidelines on International Factoring
- Guidelines on Implementation of the UN Security Council Resolutions Concerning Targeted Financial Sanctions, Travel Ban, and Arms Embargo

Enforcement and Monitoring

The Bank has instituted mechanisms to ensure effective implementation of the Code, including regular compliance reviews, internal audits, and employee training programs. The Whistleblower Protection Policy provides a structured channel for reporting unethical practices, ensuring confidentiality and protection against retaliation.

Commitment to Continuous Improvement

The Bank periodically reviews and updates its governance policies to align with evolving regulatory expectations and international best practices. This ensures that the ethical and control environment remains robust, responsive, and fit for purpose.

KEY INFORMATION

Basic Information

Sector / Industry / Category
BANK

Authorized Capital
BDT 25,000,000,000.00

Issued Subscribed & Paid-up Capital
BDT 11,605,905,630.00

Total number of Outstanding Securities
1,160,590,563 units as on 31.12.2025

Class of Shares
Ordinary Shares

Voting Rights
One Vote per Ordinary Share

Financial Year
1 January 2025 ~ 31 December 2025

AGM - related Information

Number
31 (Thirty-one)

Type
Virtual Meeting

Date
21 May 2026 (Thursday)

Time
11:00 a.m. Bangladesh Standard Time (GMT + 6)

Virtual Address Location
https://agmbd.live/primebank2026

Recommended Dividend
25.00% Cash Dividend &
5.00% Stock Dividend

Record Date
28 April 2026 (Tuesday)

Investors Relations Enquiry

Investors Relations Office
Prime Tower, Plot 8 & 35 (Ground Floor), Airport Road, Nikunja-2, Dhaka-1229

Telephone
+880 (2) 41040486

Mobile
+880 1713554440

Email
investors.relation@primebank.com.bd

Website
www.primebank.com.bd/investors-relation

FINANCIAL CALENDAR 2025

Adoption of Annual Financial Statement for the year 2024

13 March 2025

Record Date for 30th AGM.

10 April 2025

Dispatch of Notice for 30th AGM

13 April 2025

Dispatch of Annual Report for 30th AGM

23 April 2025

Holding of 30th AGM

5 May 2025

Completion of transfer/ payment of Dividend for the year 2024

4 June 2025

Publication of 1st Quarter Financial Statement for the year 2025

24 April 2025

1st

Publication of 2nd Quarter Financial Statement for the year 2025

27 July 2025

2nd

Publication of 3rd Quarter Financial Statement for the year 2025

29 October 2025

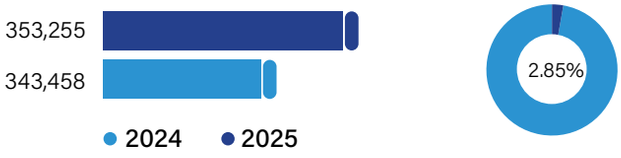
3rd

2025 BY THE NUMBERS

Figures in BDT unless otherwise specified

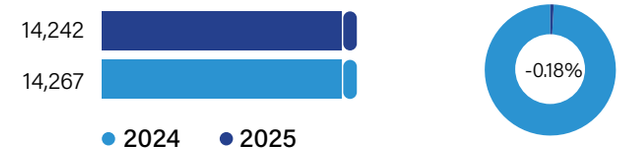
LOANS AND ADVANCES

(in million)



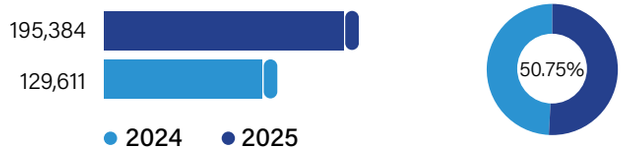
OPERATING PROFIT

(in million)



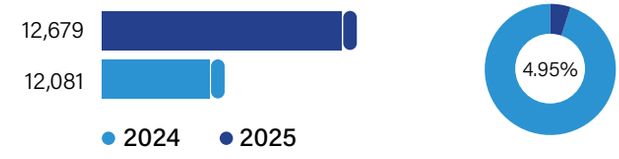
INVESTMENTS

(in million)



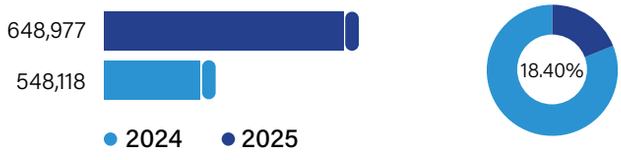
NET PROFIT BEFORE TAX

(in million)



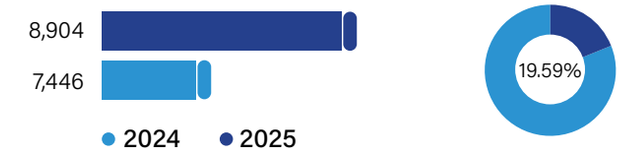
TOTAL ASSETS

(in million)



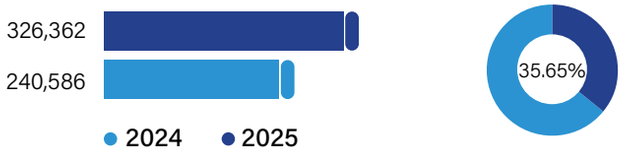
NET PROFIT AFTER TAX

(in million)

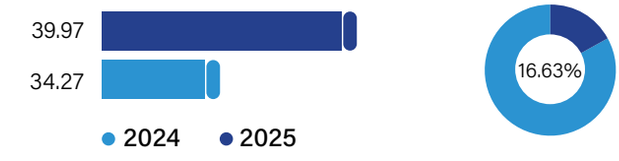


IMPORT

(in million)

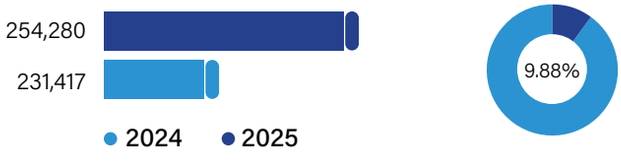


NET ASSET VALUE PER SHARE

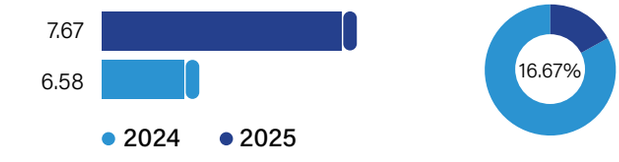


EXPORT

(in million)

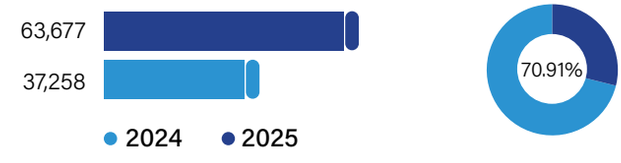


EARNINGS PER SHARE



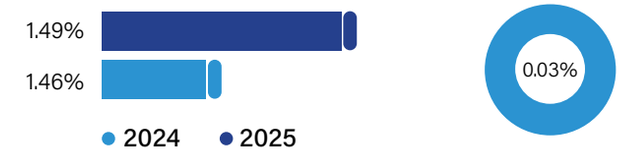
REMITTANCE

(in million)



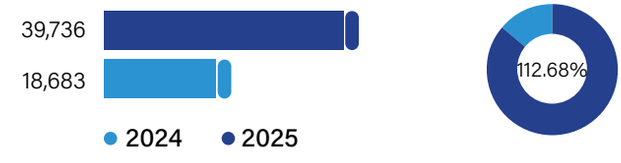
RETURN ON AVERAGE ASSETS (ROA)

(%)



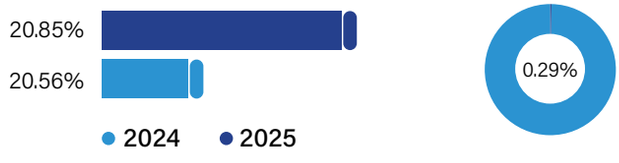
GUARANTEE

(in million)



RETURN ON AVERAGE EQUITY (ROE)

(%)



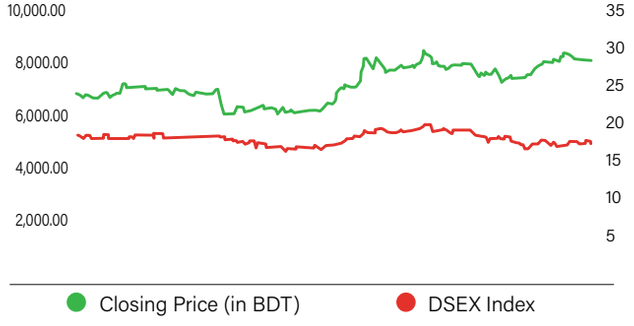
STOCK PERFORMANCE

Stock Details

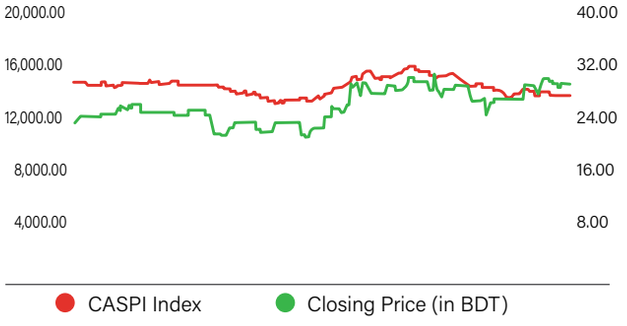
Type of Instrument	Equity	
ISIN number	BD0116PMBNK2	
Class of Shares	Ordinary Shares	
Face Value / Par Value	BDT 10.00	
Market Lot	1 (One)	
Category	A	
Stock Name/ Scrip Code	Dhaka Stock Exchange PLC.	Chittagong Stock Exchange PLC.
	PRIMEBANK/11116	PRIMEBANK/22013
Listing Date	28.03.2000	15.11.1999
Closing Market Price as on 30.12.2025	BDT 28.70	BDT 28.70
Closing Capitalization as on 30.12.2025	BDT 33.31 Billion	BDT 33.31 Billion

Movement of Closing Price vs. Benchmark Index

DHAKA STOCK EXCHANGE PLC.



CHITTAGONG STOCK EXCHANGE PLC.



Movement of Trading Price

Last Day of Month	Dhaka Stock Exchange PLC. (DSE)			Chittagong Stock Exchange PLC. (CSE)		
	High (BDT)	Low (BDT)	Trade Volume (Nos.)	High (BDT)	Low (BDT)	Trade Volume (Nos.)
30 January 2025	24.40	24.20	179,348	24.20	23.20	8,793
27 February 2025	24.80	24.60	88,394	25.70	24.50	35,675
27 March 2025	24.30	24.10	531,316	24.50	24.20	67,853
30 April 2025	22.00	21.50	36,215	25.00	21.10	24,072
29 May 2025	21.80	21.50	62,891	22.80	21.00	14,734
30 June 2025	22.90	22.50	356,853	22.50	21.00	1,959
31 July 2025	29.20	28.10	4,384,822	29.90	21.50	4,805,378
31 August 2025	28.70	28.30	1,130,264	29.00	27.50	8,054
30 September 2025	28.50	28.10	578,772	30.80	27.00	71,959
30 October 2025	26.50	26.10	460,978	28.50	24.30	11,462
30 November 2025	28.90	28.50	520,013	28.50	26.00	3,976
30 December 2025	29.00	28.40	675,724	29.70	27.50	536,440

OWNERSHIP BLUEPRINT

As on 31.12.2025

38.35%
Sponsors/Promoters and Directors

34.09%
Institute

6.72%
Foreign

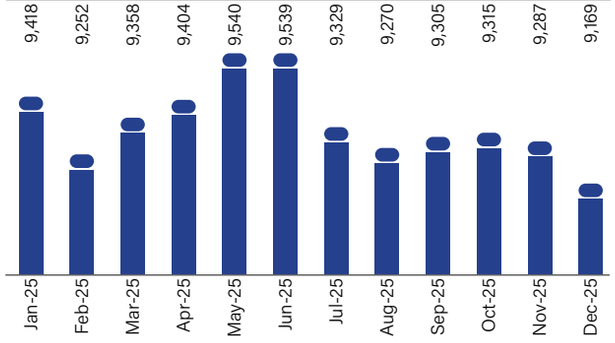
Nil
Government

20.84%
Public

Number of BO & Folio ID

Month	Number
January 2025	9,418
February 2025	9,252
March 2025	9,358
April 2025	9,404
May 2025	9,540
June 2025	9,539
July 2025	9,329
August 2025	9,270
September 2025	9,305
October 2025	9,315
November 2025	9,287
December 2025	9,169

NUMBER OF BO (BDT in million)



Type of Shares

Type	Number
Demat Shares	1,155,516,093
Paper Shares	5,074,470

Top 10 Shareholders

Name of the Shareholders	Shareholding %
National Bank Limited	6.00%
MJL Bangladesh PLC.	4.03%
Arusha & Co. (Pvt) Ltd.	3.81%
Md. Nader Khan	3.61%
BNYM AAO MILLVILLE OPRMS FL	3.32%
Government of Norway	3.00%
Nafis Sikder	2.52%
Salma Huq	2.47%
EC Holdings Limited	2.40%
Namreen Enterprise Ltd.	2.27%

PRIME BANK AT A GLANCE

Prime Bank PLC., a second-generation scheduled commercial bank, was incorporated in 1995 at the initiative of a group of forward-looking entrepreneurs who sought to establish a bank distinguished by its approach and service philosophy.

The Bank's domestic operations encompass conventional and Islamic banking, alongside services delivered through alternative channels. Its network comprises 147 branches, including 5 Islamic banking branches, 10 sub-branches, 159 ATMs/CRMs, and 174 agent banking outlets.

The Bank operates through three local and two overseas subsidiaries. Within the domestic portfolio, Prime Bank Investment PLC. undertakes comprehensive merchant banking and stock dealing activities; Prime Bank Securities Limited conducts brokerage operations; and Prime Bank FinTech Limited functions as a mobile financial services (MFS) provider. Internationally, Prime Exchange Co. Pte. Limited is engaged in remittance services, while PBL Finance (Hong Kong) Limited supports trade finance operations.

147
Branches

159
ATMs/CRMs

3
OBUs

10
Sub-branches

174
Agent Outlets

5
Subsidiaries

3,093
Employees

BRANCHES & SUB-BRANCHES

Dhaka	Chattogram	Rajshahi
68	39	12
Sylhet	**Rangpur**	**Khulna**
20	5	8
Mymensingh	**Barisal**	**Total**
3	2	157

*Including 10 Sub-branches

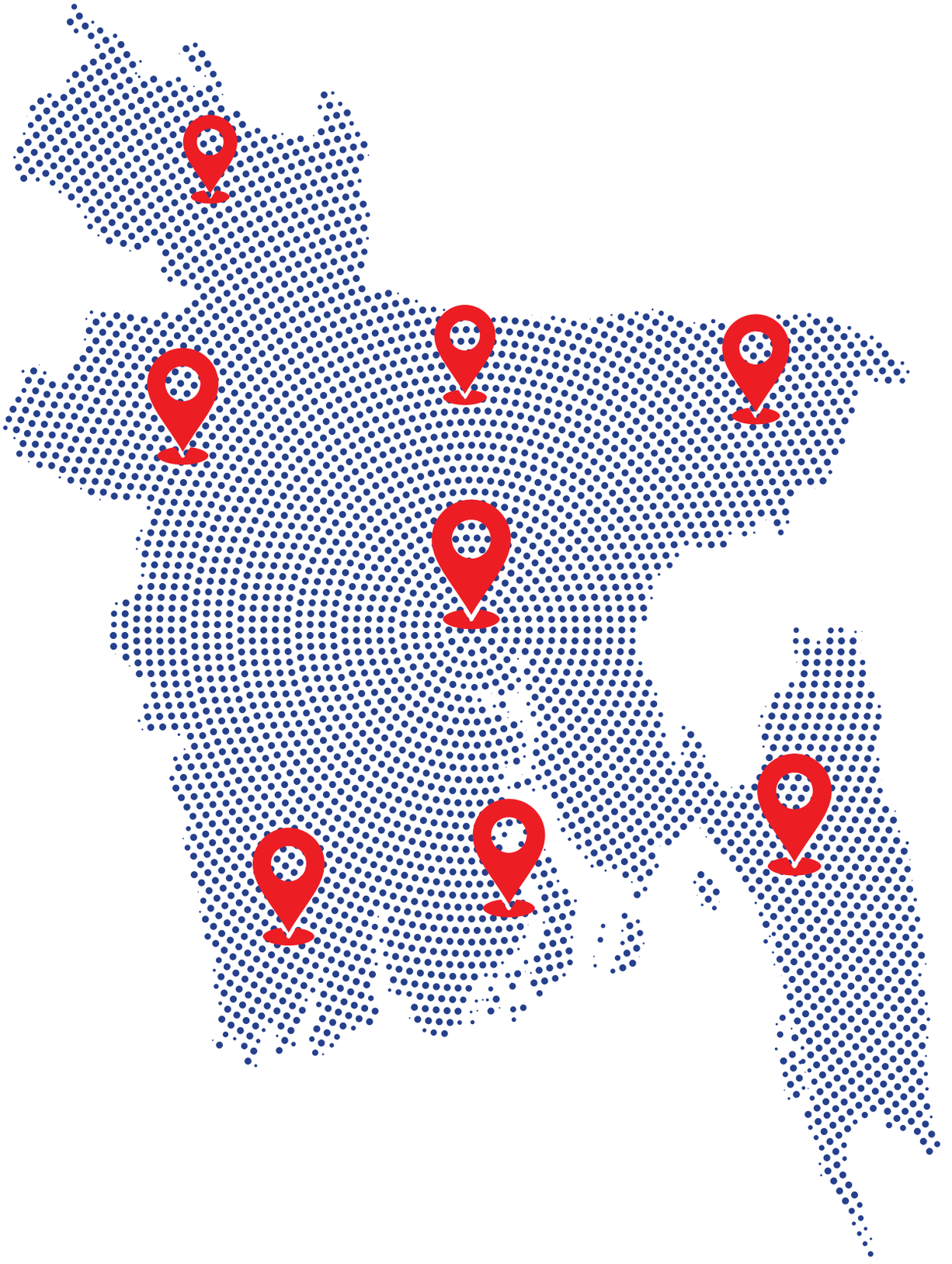
AGENT OUTLETS

Dhaka	Chattogram	Rajshahi
68	46	9
Sylhet	**Rangpur**	**Khulna**
12	7	18
Mymensingh	**Barisal**	**Total**
4	10	174

ATMs/ CRMs

Dhaka	Chattogram	Rajshahi
83	30	12
Sylhet	**Rangpur**	**Khulna**
18	3	8
Mymensingh	**Barisal**	**Total**
3	2	159

FOOTPRINTS



CORPORATE DIRECTORY

Key Corporate Information

Name of the Company
Prime Bank PLC.

Legal Form
Public Limited Company

Type of Business
Banking

Key Business Segments
Wholesale Banking, MSME Banking and Consumer Banking

Date of Incorporation
12.02.1995

Date of Commencement of Business
12.02.1995

Bangladesh Bank License number
BRPD(LS-1)/745(21) / 2023-9824

Number of Branches
147 (One Hundred and Forty-Seven), 2 (Two) Service Center, and 5 (Five) Islamic Banking Branches

Number of Offshore Banking Units
03 (Three)

Number of ATMs & CRMs
159 (One Hundred and Fifty-Nine)

Number of Agent Banking Outlets
174 (One Hundred and Seventy-Four)

Number of Sub-branches
10 (Ten)

Number of Foreign Correspondents
578 covering 307 banks spread across 63 countries

Subsidiaries

Prime Bank Investment PLC. (99.99% owned)

Prime Bank Securities Limited (95.00% owned)

Prime Exchange Co. PTE Limited (fully owned)

PBL Finance (Hong Kong) Limited (fully owned)

Prime Bank FinTech Limited (99.99% owned)

Number of Employees
3,093 including 733 female employees as on 31.12.2025

Dedicated CSR Wing
Prime Bank Foundation

Stock Exchange Listing
Dhaka Stock Exchange PLC.
Chittagong Stock Exchange PLC.

Tax Identification Number (ETIN)
514157948461

Credit Rating
Long-term: AAA
Short-term: ST-1
Outlook: Stable
Valid till: 30.06.2026

VAT Registration Number / BIN Number
000000309-0002

Key Members of the Board of Directors & its Assistive Committees

Chairman, Board of Directors
Tanjil Chowdhury

Vice Chairman, Board of Directors
Md. Shahadat Hossain

Vice Chairman, Board of Directors
Quazi Sirazul Islam

Chairman, Executive Committee
Mohammad Mushtaque Ahmed Tanvir

Chairman, Audit Committee
Dr. Mosttafa Shazzad Hasan FCA, CPA

Chairman, Risk Management Committee
Mafiz Ahmed Bhuiyan

Acting Chief Executive Officer
Faisal Rahman

Company Secretary & Secretary to all Assistive Committees
Nayamul Hoque FCS

Officials Two-tier below the Chief Executive Officer

Additional Managing Directors
Nazeem A. Choudhury
Md. Ziaur Rahman

Deputy Managing Directors
Shams Abdullah Muhaimin
Syed Sazzad Haider Chowdhury
Md. Iqbal Hossain

Officials holding Key Positions

Chief Risk Officer & CAMLCO
Md. Ziaur Rahman

Chief Information Officer
Syed Sazzad Haider Chowdhury

Chief Financial Officer
Mohammad Jashim Uddin

Chief Auditor
Md. Feroz Al Azad

Chief Technology Officer
A Y M Mostafa

Head of Internal Control & Compliance (Acting)
Md. Moinul Hasan

Auditors, Consultants, & Rating Agency of 2025

Statutory Auditors
M/S MABS & J Partners, Chartered Accountants
M/S Hoda Vasi Chowdhury & Co. Chartered Accountants

Compliance Auditor
M/S Jasmin & Associates, Chartered Secretaries

Tax & VAT Consultant
K.M. Hasan & Co., Chartered Accountants

Cash Incentive Auditors
Howladar Yunus & Co., Chartered Accountants
Hussain Farhad & Co., Chartered Accountants

Credit Rating Agency
Credit Rating Agency of Bangladesh Limited (CRAB)

Contact

Head Office
Prime View, Plot No. SE(F) 7, Bir Uttom Mir Showkat Ali Road, Gulshan Avenue, Gulshan 1, Dhaka 1212

Investors Relations Office
Prime Tower, Plot 8 & 35 (Ground Floor), Airport Road, Nikunja-2, Dhaka-1229

SWIFT
PRBLBDDH

24/7 Contact Center
16218 (Local) or +880 9604016218 (from overseas)

Email address
info@primebank.com.bd

Website
www.primebank.com.bd

PRODUCTS & SERVICES

Conventional

Consumer Banking

Loan Products

- Personal Loan
- Car Loan
- Home Loan
- Secured Overdraft Facilities

Deposit Scheme

- Prime Kotipoti DPS
- Prime Millionaire Scheme (PMS)
- Lakhopoti Deposit Scheme (LDS)
- Double Benefit Deposit Scheme
- Prime Monthly Income Scheme (PMIS)
- Laksma Puron Deposit Scheme
- Prime Deposit Premium Scheme
- Prime Edu DPS

Savings Account

- Prime First Account
- Prime Youth Account
- Prime Women's Savings Account
- Prime Savings Account
- Prime Teacher's Account
- Prime Fifty & Plus Savings Account
- Prime Payroll Account
- Prime One Savings Account

Current Account

- Prime Current Account
- Prime Personal Retail Account

Fixed Deposit

- Prime Fixed Deposit
- Prime I-First Fixed Deposit
- Prime Fixed Deposit Plus

NRB Banking

- Prime Porijon Savings Account
- NRTA Saving Account
- Prime NFCD
- Prime OBU FC
- Prime IBA FC
- Prime OBU FC FD

Resident Foreign Currency

- Prime Atlas FC
- Prime Freelancer ERQ Account
- Prime RFCD Account
- FC Account

Cards

- Debit Card
- Credit Card
- Prepaid Card

CMSME Banking & Agriculture Banking

Deposit Products

- Prime Business Account
- Prime Business MIS
- MSME Fixed Deposit Receipt
- MSME Special Notice Deposit
- Prime Business DPS
- Prime Business Plus
- Prime Deposit Plus

Loan/Investment Products

- Anchol Rin
- Prime Sampad
- Prime Chalti
- Prime Emarat
- Prime Shombhabona
- Prime Shahaj
- Prime Startup
- Prime Dealer
- Prime Shongjog
- Cluster Financing

Agriculture Banking

- Nabanno (for Any Agri-purpose Loan)
- Khamar (Farm/Non-Crop Loan)
- Abad (Crop Loan)

Wholesale Banking

Funded Facilities

- Working Capital
- Trade Finance
- Factoring
- Work Order Finance
- Re-finance Facility
- Lease Finance
- Bill Discounting
- Invoice Financing
- Supply Chain Finance
- Green Finance
- Shariah Based Financing
- Project Finance
- ECA Financing
- Sukuk
- Preference Share

Non-Funded Facilities

- Import LC
- Export LC
- Letter of Guarantee
- Documentary Collections
- Open Account Imports
- Shipping Guarantee

Deposit Products

- Current Account
- SND Account
- Term Deposit
- FCY Account
- Shariah Based Deposit Products
- Government Securities

Services

- Cash & Liquidity Management Solution
- Virtual Account
- Agency Service
- Employee Banking
- Debt Capital Market Solutions
- Trade Financing Solutions
- Treasury Products
- Digital Banking
- PrimePay
- RemitPrime
- Host to Host Solution

Islamic

Consumer Banking

Current Account

- Prime Hasanah Current Account
- Prime Hasanah Personal Retail Account

Current Account

- Debit Card
- Credit Card

Savings Account

- Prime Hasanah First Account
- Prime Hasanah Youth
- Prime Hasanah Savings Account
- Prime Hasanah One Savings Account
- Prime Hasanah Porijon Account
- Prime Hasanah Women's Savings Account
- Prime Hasanah Fifty & Plus Account
- Prime Hasanah Teachers Account
- Prime Hasanah Payroll Account
- Mudaraba NRTA Savings Account

Deposit Scheme

- Prime Hasanah Deposit Premium Scheme
- Prime Hasanah Edu DPS
- Prime Hasanah Hajj Scheme
- Sadaqah Jariyah Account (Installment & Flexo)

Term Deposit

- Prime Hasanah Term Deposit
- Prime Hasanah Term Deposit Plus
- Prime Profit-First TD
- Prime Hasanah Monthly Income Scheme
- Sadaqah Jariyah Account (Fixed)

Foreign Currency Account

- Prime Hasanah Atlas FC
- Prime Hasanah Freelancer ERQ Account
- Prime Hasanah RFCD Account
- Prime Hasanah NFCD
- FC Account Islamic

Investment Products

- Hasanah Personal Investment (Asbab)
- Hasanah Auto Investment (Burak)
- Hasanah Home Investment (Manjeel)
- Hasanah Secured Investment
- Quard/Bai Murabaha (FO)/HPSM(FO)
- Hasanah Credit Card

CMSME Banking

Current Account

- Prime Hasanah Business Account

Savings/SND Account

- Prime Hasanah Business Plus Account
- Prime Hasanah SND
- Prime Hasanah Deposit Plus

Deposit Scheme

- Prime Hasanah Business DPS
- Prime Hasanah Flexo DPS

Term Deposit

- Prime Hasanah Business TD
- Prime Hasanah Business TD Plus
- Prime Hasanah Business MIS

Foreign Currency Account

- Prime Hasanah Universe FC
- FC Account Islamic
- ERQ Account Islamic

Investment Products

- Hasanah Shahaj
- Hasanah Chalti
- Hasanah Sampad
- Hasanah Shombhabona
- Hasanah Emarat
- Hasanah Anchol
- Hasanah Dealer

Agriculture Banking

Deposit Account

- Hasanah Farmers Account

Investment Products

- Hasanah Abad
- Hasanah Khamar

Wholesale Banking

Current/Savings/SND Account

- Al Wadeeah Current Account
- Prime Hasanah Special Notice Deposit (SND)
- Hasanah Premium
- Hasanah Pro
- Hasanah Power
- Hasanah Excel

Term Deposit

- Prime Hasanah Term Deposit
- Prime Hasanah Term Deposit-Bijoy 50

Foreign Currency Account

- FC Account Islamic
- ERQ Account Islamic
- FC Held

Investment Modes & Facilities (All Business Segments)

- Bai Murabaha
- Bai Muajjal
- Bai Salam
- Bai Salam (Pre-shipment)
- Bai Istisna
- Mudaraba

- Musharaka
- Murabaha Post Import (MPI)
- Murabaha Import Bills (MIB
- Hire Purchase under Shirkatul Melk (HPSM)
- ijarah
- Quard

- Murabaha Import LC
- Bai Muajjal EDF facility
- Back to Back LC/Bills
- Inland Documentary Bill Purchased (IDBP)
- Foreign Documentary Bill Purchased: FDBP
- Foreign Currency Cheques/Drafts: FCD

JOURNEY OVER THE YEARS



1995 - 2000

- Incorporation & Commencement of Banking Business
- Opening of First Conventional & Islamic Branch
- IPO & Listing with the Stock Exchanges

2001 - 2005

- Obtained Merchant Banking License
- Obtained Primary Dealership License
- Registered as a Depository Participant
- Formation of Prime Bank Foundation, a dedicated CSR wing





2006 - 2010

- Opening of first Offshore Banking Unit & SME Center
- Launching of the first ATM, Internet Banking, & SMS Banking
- Formation of 2 local Subsidiaries
- Formation of UK & Singapore subsidiaries
- Issuance of First Subordinated Bond & Rights Share
- Groundbreaking of Prime Tower

2011 - 2015

- Launching of Premium Banking Service 'Monarch', & Phone Banking
- Launching of First Business World MasterCard Credit Card, Islamic Credit Card, & JCB Card
- Formation of Hong Kong subsidiary
- Formation of Nursing Institute under Prime Bank Foundation
- Change of Face Value & Market Lot of Shares





2016 - 2020

- Launching of "PrimePay" & Agent Banking Operations
- Execute First Interbank Blockchain LC Transaction
- Holding of First Virtual AGM
- Enlistment with the USDA for import of agricultural commodities

2021 - ONWARD

- Launching of RemitPrime, PrimeAssist, MyPrime, Export Receivables financing & international factoring.
- Issuance of first digital loan for garment workers, first LC under Export Credit Guarantee Program of USDA, and first SOFR based transaction
- Opening of the Japan Desk
- Inauguration of Prime Tower
- Relocation of Data Center to Prime Tower
- Launching of Diversity & Inclusion Initiative
- Launch of Prime Academia, School Banking Initiative
- Launching of MyPrime Bangla App & Hasanah App
- Formation of MFS Subsidiary
- Developed Braille book on Financial Inclusion, distributed through Branches
- Initiated country's first Sign Language Call Center
- Launch of Zero by Prime Bank Credit Card
- Awarded 'AAA' long term credit rating and 'ST-1' short term credit rating
- Launch of 'Prime Banijjo', country's first digital LC platform
- Solar power enabled in the remote island of Sonadia, Cox's Bazar where there was no electricity
- Euromoney Award for The Best ESG Bank in Bangladesh won for 3 consecutive years
- Deposits crossed BDT 40,000 Crore for the first time





AWARDS AND ACCOLADES

Best Private Bank In Bangladesh 2025
Fastest Growing Digital Bank In Bangladesh 2025
Best Corporate Banking Services Bangladesh 2025
Best Bank For ESG Bangladesh 2025

Global Business and Finance Magazine Awards 2025

Best Corporate Bank Bangladesh 2025
Best Sustainable Bank Bangladesh 2025
Best Bank for Corporate Governance Bangladesh 2025
Emerging Retail Bank of the Year Bangladesh

Global Excellence Chronicle Magazine 2025

Best Corporate Bank Bangladesh 2025
Best Bank for Digital Banking Services Bangladesh 2025
Best Bank for Treasury Activities Bangladesh 2025

Global Banking & Finance Awards® 2025

Best Islamic Banking Services Provider Bangladesh 2025
Leading Digital Bank Bangladesh 2025

World Business Outlook Awards 2025

Excellence in Digital Platform Initiatives Bangladesh 2025
Best Private Commercial Bank Bangladesh 2025
Most Sustainable Bank Bangladesh 2025

Brands Review Magazine Award 2025

Best Bank for ESG Excellence – Bangladesh 2025
Best Bank for Digital Innovation – Bangladesh 2025

Gazet International Awards

Best Corporate Bank Bangladesh 2025
Best Bank for ESG Bangladesh 2025
Best Digital Bank Bangladesh 2025

World Economic Magazine's 7th Annual Awards 2025

Bangladesh's Best Bank for ESG

Euromoney Awards for Excellence 2025

SDG Brand Champions - Honorable Mention as The Most Sustainable Financial Institution

Bangladesh Brand Forum

Best Bank in Private Sector

South Asian Business Excellence Award 2025

Best Investment Bank

South Asian Business Excellence Award 2025

Financial Institution of the Year - Banks (for sign language video call service)

3rd Bangladesh FinTech Awards

Project of the Year - Honorable Mention

Project Management Institute Bangladesh

Pan Finance Business Awards

Best Digital Bank

Mastercard Excellence Awards 2025

Excellence in Mastercard Debit Business (Domestic) 2024-25

Best Banking Brand Bangladesh 2025

Global Business & Brand Awards

+more

Prime Bank

Neera



Protecting women's rights strengthens families, empowers society and builds a prosperous nation. **Prime Bank Neera** stands with every woman, empowering her dreams, courage and potential.

Important Highlights 2025

BDT 8,649 Cr.
Portfolio Size

4,32,864
No. of Accounts

BDT 337 Cr.
Deposit Growth

Stewardship



BOARD OF DIRECTORS

The Board of Directors is the highest governing authority appointed by the shareholders subject to applicable regulatory approvals. The Board provides strategic stewardship, approves policy direction, supervises management and ensures strong governance practices while safeguarding the interests of shareholders and broader stakeholders.

The functions of the Board are exercised within the legal and regulatory framework of the Companies Act, 1994 (as amended), Bank Company Act, 1991 (as amended), the Corporate Governance Code, 2018 (as amended) & applicable directives/notifications/circulars of the Bangladesh Securities and Exchange Commission (BSEC) and Bangladesh Bank.

The Board of Directors of the Bank are comprised of 15 (fifteen) competent and professionally skilled persons, brief details of whom is given below:

Sl.	Name of the Directors	Position/ Designation	Gender	Nationality
1	Tanjil Chowdhury	Chairman	Male	Bangladeshi
2	Md. Shahadat Hossain	Vice Chairman	Do	Do
3	Quazi Sirazul Islam	Do	Do	Do
4	Azam J Chowdhury	Director	Do	Do
5	Mafiz Ahmed Bhuiyan	Do	Do	Do
6	Nasim Anwar Hossain	Do	Female	Do
7	Nazma Haque	Do	Do	Do
8	Nafis Sikder	Do	Male	Do
9	Mohammad Mushtaque Ahmed Tanvir	Do	Do	Do
10	S.M Tamjid	Do	Do	Do
11	Tanveer A. Chowdhury	Do	Do	Do
12	Md. Mukul Hossain	Do	Do	Do
13	C. Q. K. Mustaq Ahmed	Independent Director	Do	Do
14	Barrister Nazia Kabir	Do	Female	Do
15	Dr. Mosttafa Shazzad Hasan FCA, CPA	Do	Male	Do

Core Competencies

- Visionary Leadership
- Change Management
- Strategic Planning
- Decision-Making
- Financial Management
- Risk Management
- Managing Large Organization / Group
- Finance, Accounts, Audit
- Administration & Governance
- Commercial, Banking, & Company Law
- Technology & Economy
- Philanthropy

Non-executives Directors
All 15 (Fifteen)
100%

Independent Directors
3 (Three) out of 15
20%

Female Directors
3 (Three) out of 15
20%

Directors below 50 years
6 (Six)
40%

ASSISTIVE COMMITTEES OF THE BOARD

Assistive committees of the board play a crucial role in enhancing the effectiveness, efficiency, and oversight capabilities of the board of directors. By delegating detailed, specialized tasks to smaller groups of experts, these committees allow the full board to focus on high-level strategy and governance.

In-Depth Oversight and Risk Management

Assistive Committees provide essential oversight and risk management by acting as a specialized "engine room" that handles the rigorous legwork the full Board cannot manage due to time constraints. By conducting in-depth analyses of complex issues, identifying emerging risks, and ensuring the integrity of financial reporting, these committees serve as a critical defense mechanism.

Specialized Expertise and Decision-Making

Assistive committees strengthen board effectiveness by concentrating specialized expertise into focused working groups, ensuring that complex areas like financial auditing or executive compensation are managed by members with relevant professional backgrounds. These committees serve a vital advisory function, conducting the rigorous vetting and technical analysis necessary to transform raw data into well-substantiated recommendations.

Increased Governance Efficiency

Assistive Committees drive governance efficiency by streamlining operations, allowing the full Board to focus on high-level strategy while specialized groups handle time-consuming technical duties. By establishing clearly defined responsibilities, these committees strengthen institutional accountability and ensure that critical oversight areas receive consistent, dedicated attention.

Executive Committee

The committee formed with the members of the Board to continue the urgent and daily or routine works between the intervals of two Board meetings and perform as per Board approved terms of reference.

Names	Status in the Committee	Status in the Board
Mohammad Mushtaque Ahmed Tanvir	Chairman	Director
S.M Tamjid	Member	Do
Tanveer A. Chowdhury	Do	Do
Md. Mukul Hossain	Do	Do
C. Q. K. Mustaq Ahmed	Do	Independent Director
Nayamul Hoque FCS	Secretary	Company Secretary

Audit Committee

The committee formed with the members of the Board to assist the Board in fulfilling its oversight responsibilities, including but not limited to review of the financial reporting process, system of internal control, management of financial risks, audit process, and the process for monitoring compliance with the laws, regulations, code of business conduct, and related. In addition, as per BRPD Circular Letter no. 21 dated 21 May 2024, the role of NRC is carried out by the Audit Committee accordingly.

Names	Status in the Committee	Status in the Board
Dr. Mosttafa Shazzad Hasan FCA, CPA	Chairman	Independent Director
Nazma Haque	Member	Director
Nasim Anwar Hossain	Do	Do
Barrister Nazia Kabir	Do	Independent Director
Nayamul Hoque FCS	Secretary	Company Secretary

Risk Management Committee

The committee formed with the members of the Board to play an effective role in mitigating impending risks arising out from strategies and policies formulated by the Board and to scrutinize whether appropriate risk management measures are being put in place & applied and whether adequate capital & provision is being maintained against the risks identified.

Names	Status in the Committee	Status in the Board
Mafiz Ahmed Bhuiyan	Chairman	Director
C. Q. K. Mustaq Ahmed	Member	Independent Director
Dr. Mosttafa Shazzad Hasan FCA, CPA	Do	Do
Nayamul Hoque FCS	Secretary	Company Secretary

PROFILE OF THE DIRECTORS

Tanjil Chowdhury

Chairman



Type of Director

- Non-executive Director
- Nominated Director of EC Holding Limited

Committee Membership

N/A

Brief Resume

Tanjil Chowdhury is the current Chairman of Prime Bank PLC. He had previously served as both a board member and the Chairman of the Executive Committee of the Bank.

He is the Managing Director of East Coast Group (ECG), a diversified conglomerate with more than 43 years of experience in Energy & Downstream Hydrocarbons.

He is an advisor to British International Investment (BII), formerly CDC Group Plc, UK's development financial institution, an impact investor with assets of £7.5 billion across the world in emerging economies.

He was an elected director of Bangladesh Cricket Board for two terms and served as Chairman of the Facilities Management and Age Group Committee of BCB. Currently he is serving as the member of the BCB Ad-Hoc Committee 2026.

He served as President of Bangladesh Merchant Bankers Association (BMBA) for 2014 & 2015 and was the former President of Solar Module Manufacturers Association of Bangladesh (SMMAB). He served as Convener of the Standing Committee on Financial Institutions, Capital Market and Services-2014 and Co-Convener of the Standing Committee on National Energy Strategy for Private Sector Development-2013, Dhaka Chamber of Commerce & Industries (DCCI). He completed his BA (Hons) in Accounting & Finance with distinction and went on to complete MSc in International Management (Finance) from King's College London (KCL).

He is also the Chairman of the Prime Exchange Co. Pte. Ltd, Singapore and former General Secretary and current President of Prime Bank Cricket Club.

Md. Shahadat Hossain

Vice Chairman

Type of Director

- Non-executive Director

Committee Membership

N/A



Brief Resume

Md. Shahadat Hossain is a Sponsor Director of Prime Bank PLC. and currently serving as the Vice Chairman of the Board of Directors.

He has established a diversified business footprint across agro-based and allied industries. His leadership experience in managing large-scale operations contributes to the Board's oversight of business sustainability, risk awareness, and sectoral diversification. His commercial acumen, particularly in primary production and supply-chain-oriented enterprises, provides valuable context in evaluating credit exposures and sector-specific strategies.

In addition to his role at Prime Bank, he serves as the Chairman of VIP Shahadat Cold Storage, VIP Shahadat Poultry & Hatchery and VIP Shahadat Feed Mill.

Beyond his corporate engagements, he remains actively involved in social welfare initiatives. His longstanding association with community-focused organizations reflects a commitment to inclusive development and responsible enterprise. This orientation aligns with the Bank's broader emphasis on sustainable banking and social responsibility.

Quazi Sirazul Islam

Vice Chairman



Type of Director

- Non-executive Director

Committee Membership

N/A

Brief Resume

Quazi Sirazul Islam is a Sponsor Director of Prime Bank PLC. and currently the Vice Chairman of the Board of Directors.

A philanthropist by nature, he was awarded Kabi Jasimuddin Gold Medal, Maulana Akram Khan Gold Medal, Sufi Motahar Hossain Gold Medal, and Atish Dipankar Gold Medal for his contribution to the education & social welfare sectors. He was also awarded MJF (Melvin Jones Fellow) Medal by the Lions International Foundation for his contribution to Society.

In addition to his role at Prime Bank, he serves as the Chairman of Amin Jewelers Ltd. & City Hospital Ltd. and as the Managing Director of Bangla Gold (Pvt.) Ltd.

He is the former Chairman of Bangladesh Jewelry Association and is a life member of Red Crescent Society, Bangladesh. He is also a member of Gulshan Society, Gulshan Club Limited and Gulshan North Club Limited.

He was an elected Member of Parliament in 1996 and 2001.

Azam J Chowdhury

Director

Type of Director

- Non-executive Director

Committee Membership

N/A



Brief Resume

Azam J Chowdhury is an elite industrialist and entrepreneur in Bangladesh. He is the Chairman of East Coast Group, which manages a diversified portfolio of business. In addition, he is the Chairman of The Consolidated Tea & Lands Company Bangladesh Limited (formerly, James Finlay Limited), largest producer of Tea in the region.

He is also the Managing Director of MJL Bangladesh Limited, an alliance partner of Exxon Mobil Corporation in Bangladesh and engaged in all segments of petroleum downstream operation.

He has done his graduation and Master's in English Literature from Dhaka University. He is the Director of Omera Petroleum Ltd. one of the largest LPG operators of the country. He is also the Director of Omera Cylinders Ltd. & Omera Fuels Ltd., market leader in LPG business.

He is the former President of LPG Operators Association of Bangladesh (LOAB). He is the President of Bangladesh Ocean Going Ship Owner's Association (BOGSOA). Mr. Chowdhury is the former President of Bangladesh Association of Publicly Listed Companies (BAPLC) and Director of Central Depository Bangladesh Limited (CDBL).

He was the longest serving Chairman of the Board of Directors of Prime Bank PLC., a private sector leading commercial bank. He also served as the Chairman of Green Delta Insurance Company Limited (2001-2005), one of the most successful general insurance companies in Bangladesh. He has also been interviewed in TIME magazine edition December 16, 2019. He got the most prestigious award "Business Person of the Year 2018" jointly given by DHL and The Daily Star.

He is a renowned Golfer and achieved laurels several times in this sporting arena.

Mafiz Ahmed Bhuiyan

Director



Type of Director

- Non-executive Director

Committee Membership

Risk Management Committee

Brief Resume

Mafiz Ahmed Bhuiyan is a Sponsor Director and former past Vice Chairman of the Board of Directors of Prime Bank PLC. Currently, he is one of the members of the Risk Management Committee of the Board.

In addition to his role at Prime Bank, he serves as the Managing Director of Shepherd World Trade Ltd., Shepherd Consultant & Management Ltd. Native Holdings Limited, IPE Technologies. He also serves as the Director of Citizen Securities & Investment Ltd.

He is a former Trustee/Life Member of Eastern University & South East University and Director of Australian International School (International Holdings Ltd.).

As a businessman, he can be termed as one of the pioneers in the field of RMG in terms of setting up backward linkage industries in collaboration with reputed overseas companies belonging to developed countries.

He takes a keen interest in Games and Sports and is a Member of Kurmitola and Army Golf Club, Dhaka.

Nasim Anwar Hossain

Director

Type of Director

- Non-executive Director

Committee Membership

Audit Committee



Brief Resume

Nasim Anwar Hossain is a Sponsor Director of Prime Bank PLC. Over the years, she has contributed to the Board in several key capacities, including as Vice Chairman and as a Member of the Executive Committee, where she was involved in strategic oversight, policy guidance, and executive decision-making. She also previously served on the Board of PBL Finance (Hong Kong) Limited, a subsidiary of the Bank, thereby extending her engagement to the Bank's international operations.

Beyond her role in Prime Bank, Mrs. Hossain serves as a Director of Imam Group and Prime Cement Limited. Her business engagements reflect a balanced understanding of both industrial and financial sectors, contributing to her broader perspective in governance matters.

Academically, she holds a Master's degree in Political Science from the University of Dhaka.

She is also recognised for her sustained involvement in social and community initiatives. She maintains an active interest in philanthropic and welfare-oriented activities, supporting a range of benevolent causes. Her engagement in these areas underscores a commitment to inclusive development and responsible corporate citizenship, complementing her professional responsibilities

Nazma Haque

Director



Type of Director

- Non-executive Director

Committee Membership

Audit Committee

Brief Resume

Nazma Haque is a Director of Prime Bank PLC. and a former Vice Chairman of the Board. She is continuously contributing to the Board on strategic direction and governance oversight.

She holds a graduate degree in Economics from the University of Dhaka. She is a prominent business leader with a diversified portfolio of enterprises. She serves as Group Chairman of Bangla Trac Limited and leads a number of affiliated entities as Chairman, including Bangla Trac Engineering Ltd., Bangla Trac Technology, Bangla Trac Solutions Limited, Bangla Trac Holdings Limited, Bangla Trac Cricket Academy, Asian Gate Limited, ACORN Limited, and THANE Technology Limited. Her leadership across these organisations reflects her extensive experience in industrial, engineering, and technology-driven sectors.

In addition to her corporate responsibilities, Mrs. Haque is actively engaged in social and community development initiatives.

She maintains a strong commitment to welfare activities in Rajshahi and is among the founders of Bangla Trac Cricket Academy, which provides training opportunities for underprivileged youth, supporting their personal development and social inclusion.

Nafis Sikder

Director



Type of Director

- Non-executive Director

Committee Membership

N/A

Brief Resume

Nafis Sikder is a Director. He is a former member of the Audit Committee and Executive Committee of the Board of Prime Bank PLC.

He is the Managing Director of renowned Palmal Group founded by his father, Late Engr. Nurul Haque Sikder, a prominent business personality of the early eighties.

He went to Washington University, Saint Louis, Missouri, USA, after completion of 'O' and 'A' level and obtained a BS in Business Administration with distinction.

He is an avid philanthropist and actively contributes to the promotion and expansion of educational institutes by supporting the establishment of new Schools and Colleges.

He is also associated with numerous social welfare and charitable organizations actively supporting the causes of Health Care and poverty alleviation.

Mohammad Mushtaque Ahmed Tanvir

Director

Type of Director

- Non-executive Director
- Nominated Director of Uniglory Cycle Industries Limited

Committee Membership

Executive Committee



Brief Resume

Mohammad Mushtaque Ahmed Tanvir is the Chairman of the Executive Committee of the Board of Prime Bank PLC.

He, an architect from BUET, started his business career in his own discipline wherein he practiced for 6 years. Subsequently, he joined Uniglory Cycle Components Limited- a sister concern of the Meghna Group as the Managing Director.

He became the Chief Executive Officer (CEO) of the Transworld Bicycle Co. Ltd another unit of the same Group wherein he was largely responsible for planning, programming, designing, and managing the 100% export oriented industry. Within a short span of time, he became the Managing Director of the Uniglory Paper & Packaging Ltd. and director of some of the industries under the group. Finally, he became the Executive Director of Uniglory Cycle Industries Limited, the biggest unit of the group. During his tenure in various capacities, he made himself a symbol of innovation, persistence, and entrepreneurship for the Group. He also serves as the Director of Antics Graphics Ltd. and Satori Limited.

He is a sportsman with having a deep attachment for playing and managing Basket Ball & Golf. He is also associated with a number of organizations like Cadet College Club Ltd. Gulshan Youth Club, Bogra Golf Club, Mirzapur Ex. Cadet Association. He was also General Secretary of the Athletic Club of EUCSU in BUET.

He is a widely traveled person and led a number of sports teams locally and regionally

S.M Tamjid

Director

Type of Director

- Non-executive Director

Committee Membership

Executive Committee



Brief Resume

S.M Tamjid is the Director and a member of the Executive Committee of the Board of Prime Bank PLC.

He is an ex-cadet of the Rangpur Cadet College and a graduate of finance from the University of Dhaka. Later, he pursued his MBA from Texas A&M University and obtained his master's in information management systems from the prestigious Harvard University.

In addition to his role at Prime Bank, he serves as the Managing Director of Priyo Food and VIP Shahadat Poultry & Agri Concern.

He has extensive exposure to the investment banking industry with several financial service companies in Boston. He has hands-on experience in the financial market and its technological alliance. Being educated on technology, he wants to portray himself as a tech-entrepreneur.

His favorite sport is basketball, and he started to show interest in yoga and golf. He is a current member of the Rangpur Golf Club.

Tanveer A. Chowdhury

Director



Type of Director

- Non-executive Director
- Nominated Director of East Coast Shipping Lines Limited

Committee Membership

Executive Committee

Brief Resume

Tanveer A. Chowdhury is an accomplished business leader with a wealth of experience across several key industries, making him an invaluable asset to the Board of Directors for Prime Bank PLC. As the Managing Director of EC Organic Products Limited, he has been instrumental in establishing the company as a leading player in the organic products market, leveraging his extensive knowledge and expertise to drive the company's success.

In addition to his work in the organic products industry, he has held leadership roles in the LPG and renewable energy sectors. As the former Senior General Manager of Omera Gas One Limited, he was responsible for overseeing the company's LPG business operations, playing a pivotal role in expanding the company's product offerings and market share. Moreover, Mr. Chowdhury served as a Director of Omera Renewable Energy Limited, where he oversaw the development and implementation of renewable energy projects, working to promote sustainable energy solutions in Bangladesh.

Beyond his impressive achievements in business, he is also a role model in the sports industry and an ardent philanthropist. As the Vice-President of the Bangladesh Boxing Foundation, he has worked tirelessly to promote the sport of boxing in Bangladesh and support young athletes. Moreover, he has achieved personal success in boxing, winning a gold medal in the 51kg weight category of the 2021 Bangladesh Boxing League, an impressive accomplishment that speaks to his unwavering dedication and drive.

In addition to his work in sports and philanthropy, he has also volunteered his time and expertise to support various community groups and organizations, including the Canadian Red Cross in Toronto, Canada. Mr. Chowdhury's commitment to giving back to the community demonstrates his compassion, kindness, and dedication to making a positive impact in the world.

Throughout his career, he has demonstrated a deep understanding of the industries in which he operates, and a strong commitment to promoting sustainability and ethical business practices. His leadership and contributions to the business community have been widely recognized, and he has received numerous industry awards and accolades. With his extensive experience, exceptional skills, and unwavering dedication, Tanveer A. Chowdhury is a true leader and role model, capable of driving success and growth.

He is the General Secretary of Prime Bank Cricket Club.

Md. Mukul Hossain

Director

Type of Director

- Non-executive Director
- Nominated Director of MJL Bangladesh PLC.

Committee Membership

Executive Committee



Brief Resume

Md. Mukul Hossain is a seasoned professional who currently holds the position of Chief Executive Officer at MJL Bangladesh PLC. With a distinguished career marked by notable achievements, he has emerged as a dynamic leader in the corporate landscape.

His journey in the corporate world has been characterized by a commitment to excellence and a relentless pursuit of success. As the CEO of MJL Bangladesh PLC., he has demonstrated exceptional leadership, steering the company to new heights of growth and profitability. His strategic vision and ability to navigate the complexities of the business environment have played a pivotal role in the organization's success.

Bringing a wealth of experience to his role, he has honed his expertise in various key areas. His proficiency in financial management has been instrumental in ensuring the fiscal health of MJL Bangladesh PLC. Implementing sound financial strategies, he has effectively managed resources, optimized budgets, and enhanced overall financial performance.

His career trajectory is a testament to his exceptional leadership and managerial prowess. As the CEO of MJL Bangladesh PLC., he has not only steered the company towards sustained growth but has also established an indelible mark on the corporate world. His multifaceted skills, strategic vision, and commitment to ethical business practices make him a distinguished figure in the realm of business leadership.

C. Q. K. Mustaq Ahmed

Independent Director

Type of Director

- Non-executive Director

Committee Membership

- Executive Committee
- Risk Management Committee



Brief Resume

C. Q. K Mustaq Ahmed had a long career in the Bangladesh Civil Service starting from 1981. He served in various positions in the government which include Senior Secretary, Ministry of Home Affairs; Senior Secretary, Ministry of Agriculture; Secretary, Bridges Division and Secretary, Ministry of Liberation War Affairs. He retired from the Civil Service in 2015, after serving in the position of Senior Secretary Ministry of Home Affairs.

Later on he served as the founding Chairman of Financial Reporting Council (FRC), the independent government regulator for auditing, accounting and actuarial functions of designated 'Public Interest Entities' i.e. banks and other financial institutions, public and private sector companies and corporations, businesses, industries, NGOs, etc. FRC is also principal regulator for relevant professionals like Chartered Accountants, Cost and Management Accountants, Actuaries, Valuers etc.

He obtained B.A. Honours and M.A. degrees in Economics from the Dhaka University. He attended courses and leadership development programs at Harvard University Kennedy School of Government, USA; Birmingham University, UK; Civil Service College Singapore; and International Academy for Leadership, Cologne, Germany.

In his Civil Service career he also worked, among various other positions, as DG NGO Affairs Bureau, First Secretary Bangladesh High Commission London, Private Secretary to the Speaker of Parliament, Deputy Commissioner Narayanganj, etc. He served in different capacities in the Cabinet Division, Economic Relations Division (ERD) of the Ministry of Finance, Ministries of Foreign Affairs, Public Administration, Health, Disaster Management and Relief, Food, Textiles, and the Parliament Secretariat. During his career he travelled more than 45 countries of the world.

He also served on the Board of Directors of Bangladesh Krishi Bank, Karma Sangsthan Bank, Social Development Foundation (SDF) and Bangladesh NGO Foundation. He served on the Board of Reckitt Benckiser BD Ltd. as Independent Director for six years.

Currently in addition to his position as an Independent Director of Prime Bank, Mr. Ahmed is also the Chairman of the Prime Bank Investment PLC., a subsidiary of the Bank.

Barrister Nazia Kabir

Independent Director



Type of Director

- Non-executive Director

Committee Membership

- Audit Committee

Brief Resume

Barrister Nazia Kabir is a reputed corporate lawyer with nearly two decades of experience in commercial, banking, and company law matters. She joined the firm "Syed Ishtiaq Ahmed & Associates" in 2005 and became a partner in 2013. As a corporate partner, she represents local, multinational, and international clients on matters involving telecommunications, workplace disputes, mergers and acquisitions, oil and gas, employment matters, legal and regulatory compliance, project financing, and public-private partnership projects. She successfully closed several transactions supported by the Asian Development Bank, Japan International Cooperation Agency, International Labour Organization, and International Finance Corporation.

In addition to her transactional work, she regularly represents clients in mediation and arbitration proceedings. She has played an integral role in various law reform committees, actively assisting in the drafting and amendment of several notable laws in Bangladesh. Ms. Nazia is retained as external counsel for a multinational telecommunications service provider and is a staunch advocate for women's rights. She has been empanelled on sexual harassment dispute resolution committees for several local and multinational companies and conducts training sessions for various multinational companies and institutions on the prevention of sexual harassment in the workplace.

She also serves as the Director of Managewell Holdings, Resource Holding Limited, AVS Airline Services Bangladesh Limited and EFL Global Limited (Representative of ZedAr Holding Limited)

She was called to the Bar of England and Wales by the Honourable Society of Lincoln's Inn, London, in 2004, and subsequently enrolled as an Advocate of the Dhaka District and Sessions Court and the High Court Division of the Supreme Court of Bangladesh.

She takes keen interest in human rights related issues specifically women rights amd empowerment in socio-economical and corporate fields with special concentration in SME involving women.

Dr. Mosttafa Shazzad Hasan FCA, CPA

Independent Director



Type of Director

- Non-executive Director

Committee Membership

- Audit Committee
- Risk Management Committee

Brief Resume

Dr. Mohammad Mosttafa Shazzad Hasan is the Chairman of the Audit Committee of the Bank. He is a professional chartered accountant and a PhD scholar specializing in forensic accounting and financial fraud prevention. He has extensive experience in auditing, accounting, finance, financial fraud investigations, business dispute settlements, anti-money laundering, taxation, and corporate legal issues. Dr. Hasan is a Chartered Accountant, qualified from The Institute of Chartered Accountants of Bangladesh (ICAB), and a Certified Public Accountant (CPA) from the Certified Public Accountants Institute of Ireland. He holds a BBA and MBA in Finance from the University of Chittagong and a Bachelor of Laws (LL.B.) from the National University of Bangladesh. Additionally, he earned a Diploma in Forensic Accounting from Bentwood College in the UK and was awarded a PhD in forensic accounting and financial fraud prevention from Putra Business School of University Putra Malaysia (UPM). He is a Certified Professional Forensic Accountant (CPFAcct) and Fellow Member of the Institute of Certified Forensic Accountants (ICFA), USA.

He is the Firm Head & Principal of CHOWDHURY SHAZZAD MONOWAR Chartered Accountants and Director of TechFinA BPO and Corporate Advisory Limited.

He has accumulated diverse experience throughout his career, working with prominent local and multinational companies in manufacturing, trading, foreign operations, joint ventures, and Economic Zone Development. His versatility is further demonstrated by his role as a Senior Consultant in the Information and Technology Communication Ministry of the Government of the Republic of Bangladesh. He is currently serving as Convenor of the Standing Committee for the Financial Sector at the Dhaka Chamber of Commerce & Industry (DCCI).

He is deeply interested in theoretical and applied research in international accounting standards, forensic accounting, money and capital markets, and financial fraud investigation. Dr. Hasan regularly appears on TV talk shows and has extensive experience giving lectures at renowned universities, conducting training sessions and seminars, and writing columns for professional journals, magazines, and newspapers.

Dr. Bazlul Haque Khondker

Proposed Independent Director



Type of Director

N/A

Committee Membership

N/A

Brief Resume

Dr. Bazlul Haque Khondker holds a PhD in Economics from the University of Warwick. He was a Professor in the Department of Economics at the University of Dhaka and a distinguished economist with extensive academic and policy experience. He currently serves as a Director at the Policy Research Institute of Bangladesh (PRI). He is also the Chairperson of the South Asian Network on Economic Modeling (SANEM) and Vice-Chairperson of Research and Policy Integration for Development (RAPID). His areas of expertise include development economics, macroeconomic modeling and poverty analysis. He is widely recognized in Bangladesh as an eminent academic & researcher with significant contributions to development policy & economic research. His professional experience is expected to add valuable independent insight and analytical depth to the Board's deliberations and governance oversight.

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Banking Solutions

in hand with

MyPrime



452,122 MYPRIME USERS		**82%** GROWTH
7,477,057 TRANSACTION COUNT		**91%** GROWTH
18,985 Cr. TRANSACTION VOLUME		**116%** GROWTH

Leadership



PROFILE OF SENIOR MANAGEMENT

Faisal Rahman

Acting Chief Executive Officer | Experience: 30+ years



In his diversified experience of near three decades, Faisal Rahman has worked in several leading global and local financial institutions. Over the span of his career he has significantly contributed to the Energy & Power, Aviation, and Infrastructure Development of Bangladesh.

His area of expertise includes providing comprehensive and innovative financial solutions to large and diversified corporate clients. Mr. Rahman is an Omega Certified Credit Professional. He avidly follows and plays tennis in his leisure.

M. Nazeem A. Choudhury

Additional Managing Director | Experience: 25+ years

Mr. Choudhury has a diversified career spanning over two decades. His key areas of expertise are Sales & Marketing, Channel Development and Business Transformation. Prior to joining Prime Bank, he worked in multiple capacities at Beximco Pharmaceuticals, MetLife Insurance, Eastern Bank and Meghna Bank. Mr. Choudhury is an MBA and a certified Project Management Professional (PMP)®. He enjoys watching and playing the game of cricket in his leisure time.



Md. Ziaur Rahman

Additional Managing Director | Experience: 30+ years



Mr. Md. Ziaur Rahman is the Additional Managing Director, Chief Risk Officer (CRO), and Chief Anti-Money Laundering Compliance Officer (CAMLCO) of Prime Bank PLC. A seasoned banking professional with 29 years of experience, he has demonstrated exceptional leadership across a wide range of core banking functions.

Throughout his career, Mr. Rahman has served in pivotal roles including Credit Officer, Head of Credit, Head of Large Branches, Head of Syndication and Structured Finance Division, Head of Credit Risk Management (CRM), and Head of Corporate Business. Currently, he supervises and leads several critical departments such as Risk Management, CRM, Credit Administration (CAD), Legal, AML, Credit Monitoring, and Sustainable Finance Department (SFD).

Mr. Rahman's extensive experience across both business and risk domains has positioned him as a trusted leader in shaping the strategic risk framework and driving sustainable growth for the bank.

Shams Abdullah Muhaimin

Deputy Managing Director | Experience: 28+ years



Mr. Muhaimin, with near three decades of experience in multinational and local banks, focuses on enhancing financial products and solutions, especially in Investment Banking, Corporate Finance, and Transaction Banking. He is passionate about automation and played a crucial role in digitizing Prime Bank's payment systems. His expertise in Debt Capital Market has driven significant investments across various industries. Currently, he oversees Prime Bank's international subsidiaries. Outside work, Mr. Muhaimin enjoys outdoor activities and is an avid squash player.

Md. Iqbal Hossain

Deputy Managing Director | Experience: 28+ years

Mr. Hossain, with near three decades of diverse experience across multiple functions and geographies, serving as DMD and Deputy CAMLCO. Before joining in 2004, he worked with organizations such as Bangladesh AEC, UNICEF, and various universities in Hong Kong. He spearheaded the development of the bank's IT infrastructure, automating services and products to meet international standards. Mr. Hossain holds an M.S. in Computer Science and Engineering from Shanghai University, China, and M.Sc. & B.Sc. in Applied Physics & Electronics from the University of Rajshahi.



Syed Sazzad Haider Chowdhury

Deputy Managing Director | Experience: 28+ years



Mr. Chowdhury is working as DMD & Chief Information Officer. He has near three decades of working experience in leading banking industry. Prior to his joined, worked in Dhaka Bank PLC. and Eastern Bank PLC. Mr. Chowdhury completed his Master's in International Trade & Business and also in Physics from University of Dhaka. He also completed his Bachelor's in Physics from the same University.

MANCOM MEMBERS



FROM LEFT TO RIGHT

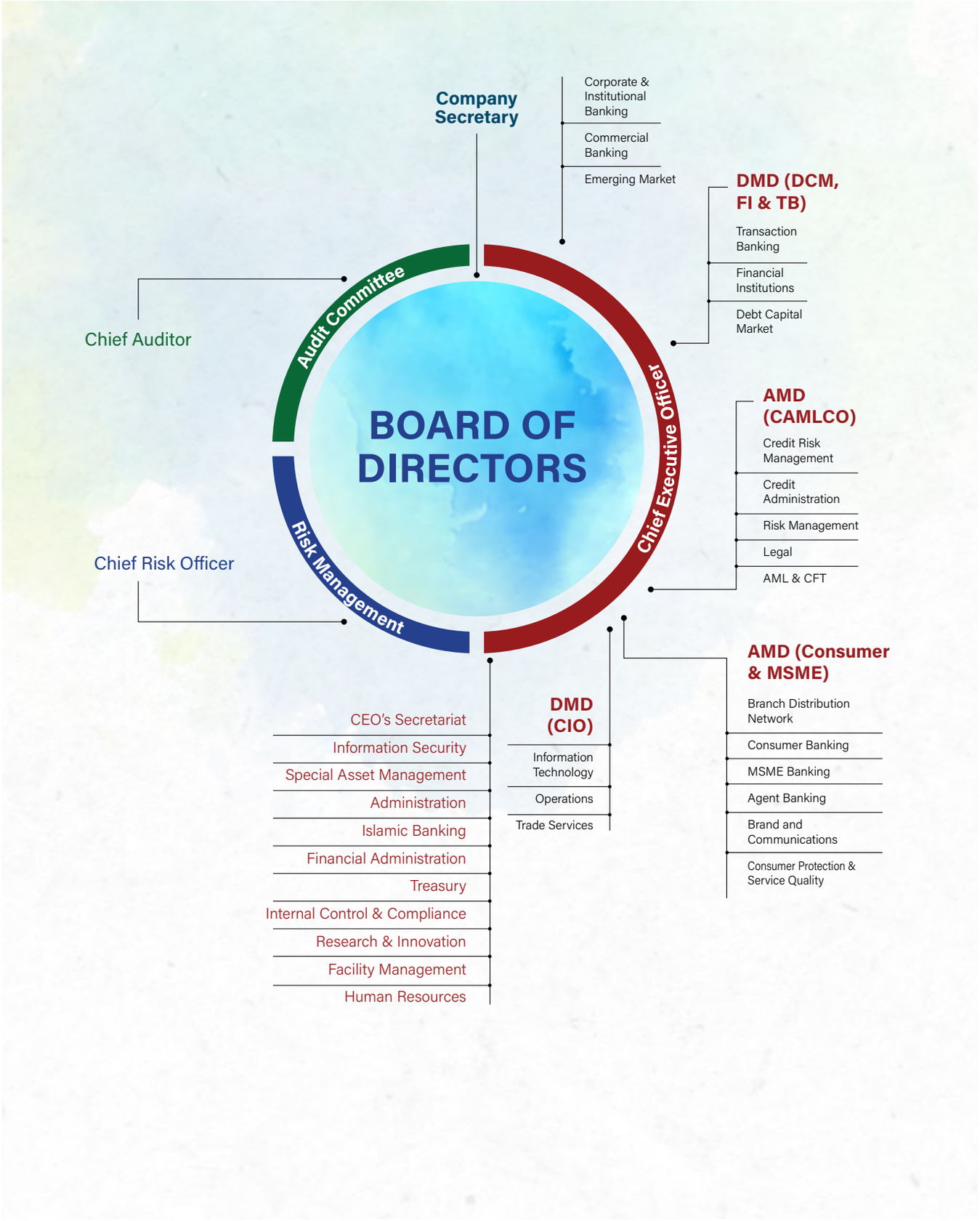
- **Mohammad Monowar Hossain**
  EVP & Head of Treasury
- **Mohammad Jashim Uddin**
  SEVP & CFO
- **Syed Sazzad Haider Chowdhury**
  Deputy Managing Director & Chief Information Officer
- **Mahmudul Hasan Akhand**
  EVP & Head of Human Resource
- **Md. Ziaur Rahman**
  Additional Managing Director & CAMLCO and Chief Risk Officer
- **Nazeem A. Choudhury**
  Additional Managing Director



FROM LEFT TO RIGHT

- **Faisal Rahman**
  Acting Chief Executive Officer
- **Shams Abdullah Muhaimin**
  Deputy Managing Director , Transaction Banking, Debt Capital Market & Financial Institutions
- **Md. Feroz Al Azad**
  SEVP & Chief Auditor
- **Md. Iqbal Hossain**
  Deputy Managing Director
- **Tanvir Ahmed Mahboob**
  SEVP & Head of SAMD
- **Nayamul Hoque FCS**
  Company Secretary

ORGANIZATION STRUCTURE



KEY MANAGEMENT COMMITTEES

MANAGEMENT COMMITTEE

Sl.	Name	Designation	Status in the Committee
1	Faisal Rahman	Acting Chief Executive Officer	Chairman
2	M. Nazeem A. Choudhury	Additional Managing Director	Vice Chairman
3	Md. Ziaur Rahman	Additional Managing Director	Member
4	Md. Iqbal Hossain	Deputy Managing Director	Member
5	Syed Sazzad Haider Chowdhury	Deputy Managing Director	Member
6	Shams Abdullah Muhaimin	Deputy Managing Director	Member
7	Md. Feroz Al Azad	Chief Auditor	Member
8	Mohammad Jashim Uddin FCA	Chief Financial Officer	Member
9	Tanvir Ahmed Mahboob	Head of Special Asset Management	Member
10	Mahmudul Hasan Akhand	Head of Human Resources	Member
11	Mohammad Monowar Hossain	Head of Treasury	Member
12	Nayamul Hoque FCS	Company Secretary	Member Secretary

ASSET LIABILITY COMMITTEE

Sl.	Name	Designation	Status in the Committee
1	Faisal Rahman	Acting Chief Executive Officer	Chairman
2	M. Nazeem A. Choudhury	Additional Managing Director	Member
3	Md. Ziaur Rahman	Additional Managing Director	Member
4	Md. Shams Abdullah Muhaimin	Deputy Managing Director	Member
5	Mohammad Jashim Uddin	Chief Financial Officer	Member
6	Sajid Rahman	Area Head, C&IB	Member
7	Mamur Ahmed	Head of Branches Distribution Network	Member
8	Mohammad Salauddin Hazari	Head of Commercial Banking & Emerging Market (Current Charge)	Member
9	Mohammad Monowar Hossain	Head of Treasury	Member Secretary

INVESTMENT COMMITTEE

Sl.	Name	Designation	Status in the Committee
1	Faisal Rahman	Acting Chief Executive Officer	Chairperson
2	Md. Ziaur Rahman	Additional Managing Director	Member
3	Md. Shams Abdullah Muhaimin	Deputy Managing Director	Member
4	Mohammad Jashim Uddin	Chief Financial Officer	Member
5	Mohammad Monowar Hossain	Head of Treasury	Member Secretary
6	Sajid Rahman	Area Head, C&IB	Member

CREDIT RISK MANAGEMENT COMMITTEE

Sl.	Name	Designation	Status in the Committee
1	Tofail Ahmed	Head of Credit Risk Management	Member Secretary
2	Md. Ziaur Rahman	Chief Risk Officer	Member
3	Faisal Rahman	Chief Business Office	Member
4	Mohammad Monowar Hossain	Head of Treasury	Member
5	Md. Abul Kashem	Head of Credit Administration	Member
6	Kazi Naim Morshed	Head of Risk Management	Member
7	Tanvir Ahmed Mahboob	Head of Special Asset Management	Member
8	Sumit Roy	SVP, Credit Risk Management	Coordinator

EXECUTIVE RISK MANAGEMENT COMMITTEE

Sl.	Name	Designation	Status in the Committee
1	Md. Ziaur Rahman	Additional Managing Director	Chairman
2	M. Nazeem A. Choudhury	Additional Managing Director	Member
3	Shams Abdullah Muhaimin	Deputy Managing Director	Member
4	Md. Iqbal Hossain	Deputy Managing Director	Member
5	Syed Sazzad Haider Chowdhury	Deputy Managing Director	Member
6	Sajid Rahman	Area Head, C&IB	Member
7	Mohammad Jashim Uddin	Chief Financial Officer	Member
8	Md. Abul Kashem	Head of Credit Administration	Member
9	Mohammad Salauddin Hazari	Head of Commercial Banking & Emerging Market (Current Charge)	Member
10	Tofail Ahmed	Head of Credit Risk Management	Member
11	Tanvir Ahmed Mahboob	Head of Special Asset Management	Member
12	AYM Mostafa	Chief Technology Officer	Member
13	Mohammad Monowar Hossain	Head of Treasury	Member
14	Md. Moinul Hasan	Head of Internal Control & Compliance	Member
15	Kazi Naim Morshed	Head of Risk Management	Member Secretary

RECOVERY PLAN MANAGEMENT COMMITTEE

Sl	Name	Designation	Status in the Committee
1	Md. Ziaur Rahman	Additional Managing Director	Chairman
2	M. Nazeem A. Choudhury	Additional Managing Director	Member
3	Sajid Rahman	Area Head, C&IB	Member
4	Tofail Ahmed	Head of Credit Risk Management	Member
5	Md. Abul Kashem	Head of Credit Administration	Member
6	Tanvir Ahmed Mahboob	Head of Special Asset Management	Member
7	Mohammad Salauddin Hazari	Head of Commercial Banking & Emerging Market (Current Charge)	Member
8	Mohammad Jashim Uddin	Chief Financial Officer	Member
9	A Y M Mostafa	Chief Technology Officer	Member
10	Mahmudul Hasan Akhand	Head of Human Resources	Member
11	Mohammad Monowar Hossain	Head of Treasury	Member
12	Kazi Naim Morshed	Head of Risk Management	Member Secretary

RISK BASED SUPERVISION (RBS) COORDINATION COMMITTEE

Sl	Name	Designation	Status in the Committee
1	Md. Ziaur Rahman	Additional Managing Director	Focal Point
2	M. Nazeem A. Choudhury	Additional Managing Director	Member
3	Syed Sazzad Haider Chowdhury	Deputy Managing Director	Member
4	Md. Iqbal Hossain	Deputy Managing Director	Member
5	Mohammad Jashim Uddin	Chief Financial Officer	Deputy Focal Point
6	Sajid Rahman	Area Head, C&IB	Member
7	Md. Abul Kashem	Head of Credit Administration	Member
8	Md. Feroz Al Azad	Chief Auditor	Member
9	AYM Mostafa	Chief Technology Officer	Member
10	Tofail Ahmed	Head of Credit Risk Management	Member
11	Tanvir Ahmed Mahboob	Head of Special Asset Management	Member
12	Syed Faisal Omar	Head of Financial Institutions	Member
13	Mahmudul Hasan Akhand	Head of Human Resources	Member
14	Mohammad Monowar Hossain	Head of Treasury	Member
15	Md. Mahbubul Alam	Head of Information Security	Member
16	Md. Moinul Hasan	Head of Internal Control & Compliance	Member
17	Md. Mamun Sikder	Head of Legal	Member
18	Kazi Naim Morshed	Head of Risk Management	Member
19	Kazi Md. Shams Tibrize	Lead of Business Intelligence, IT	Member

PURCHASE COMMITTEE

Sl.	Name	Designation	Status in the Committee
1	Syed Sazzad Haider Chowdhury	Deputy Managing Director	Chairman
2	Mamur Ahmed	Head of Branch Distribution Network	Member
3	Mohammad Reaz Ahmad	Head of Operations, Financial Administration	Member
4	Md. Saidul Islam	Head of Cards & ADC Operations	Member
5	Farid Ahmed	Cards & ADC	Member
6	Major (Retd.) Mirza Golam Hafiz	Head of Administration	Member
7	Syed Rayhan Tarique	Head of Brand & Communications	Member
8	Tanveer Ahamed	Assistant Vice President & Head of Procurement	Member Secretary
9	Member of Indenting	-	Member

IT STEERING COMMITTEE

Sl.	Name	Designation	Status in the Committee
1	Faisal Rahman	Acting Chief Executive Officer	Chairperson
2	Md. Ziaur Rahman	Additional Managing Director	Member
3	Syed Sazzad Haider Chowdhury	Deputy Managing Director	Member
4	Mohammad Jashim Uddin	Chief Financial Officer	Vice Chairperson
5	A. Y. M. Mostafa	Chief Technology Officer	Member
6	Md. Moinul Hasan	Head of Internal Control & Compliance	Member
7	Md. Mahbubul Alam	Head of Information Security	Member
8	Mahmudul Hasan Akhand	Head of Human Resources	Member
9	Kazi Naim Morshed	Head of Risk Management	Member
10	Md. Mamun Sikder	Head of Legal	Member

INFORMATION SECURITY COMMITTEE

Sl.	Name	Designation	Status in the Committee
1	Faisal Rahman	Acting Chief Executive Officer	Chairperson
2	Md. Ziaur Rahman	Additional Managing Director	Vice Chairperson
3	Syed Sazzad Haider Chowdhury	Deputy Managing Director	Member
4	Mohammad Jashim Uddin	Chief Financial Officer	Member
5	A. Y. M. Mostafa	Chief Technology Officer	Member
6	Md. Moinul Hasan	Head of Internal Control & Compliance	Member
7	Kazi Naim Morshed	Head of Risk Management	Member
8	Md. Mahbubul Alam	Head of Information Security	Member
9	Farid Ahamed	Information Security Unit Head (Manager)	Member

SUPERVISORY REVIEW PROCESS TEAM

Sl.	Name	Designation	Status in the Committee
1	Faisal Rahman	Acting Chief Executive Officer	Chairman
2	M. Nazeem A. Choudhury	Additional Managing Director	Member
3	Md. Ziaur Rahman	Additional Managing Director	Member
4	Shams Abdullah Muhaimin	Deputy Managing Director	Member
5	Syed Sazzad Haider Chowdhury	Deputy Managing Director	Member
6	Sajid Rahman	Area Head, C&IB	Member
7	Mohammad Jashim Uddin	Chief Financial Officer	Member
8	Md. Abul Kashem	Head of Credit Administration	Member
9	Tofail Ahmed	Head of Credit Risk Management	Member
10	Tanvir Ahmed Mahboob	Head of Special Asset Management	Member
11	Mohammad Monowar Hossain	Head of Treasury	Member
12	Md. Moinul Hasan	Acting Head of Internal Control & Compliance	Member
13	Kazi Naim Morshed	Head of Risk Management	Member Secretary

CENTRAL COMPLIANCE COMMITTEE

Sl.	Name	Designation	Status in the Committee
1	Md. Ziaur Rahman	Additional Managing Director	Chairman
2	M. Nazeem A. Choudhury	Additional Managing Director	Member
3	Md. Iqbal Hossain	Deputy Managing Director	Member Secretary
4	Syed Sazzad Haider Chowdhury	Deputy Managing Director	Member
5	Shams Abdullah Muhaimin	Deputy Managing Director	Member
6	Sajid Rahman	Area Head, C&IB	Member
7	Mahmudul Hasan Akhand	Head of Human Resource	Member
8	Kazi Naim Morshed	Head of Risk Management	Member
9	Mamur Ahmed	Head of Branch Distribution Network	Member
10	A.Y.M. Mostafa	Head of Information Technology	Member
11	Tofail Ahmed	Head of Credit Risk Management	Member
12	Syed Faisal Omar	Head of Financial Institutions	Member
13	Sajjad Hossain	Head of Trade Services	Member
14	Joarder Tanvir Faisal	Head of Cards & ADC	Member
15	Taher Ali	AML & CFT	Member

DIVERSITY & INCLUSION COMMITTEE

Sl.	Name	Designation	Status in the Committee
1	Syed Sazzad Haider Chowdhury	Deputy Managing Director	Head
2	Shaila Abedin	Head of Liability, Consumer Banking	Core Member
3	Sonia Mahmud	SVP, Human Resources	Core Member
4	Nasreen Sultana	VP, Account Services Unit	Core Member
5	Shama Ali	SAVP, Transaction Banking	Core Member

SUSTAINABLE FINANCE COMMITTEE

Sl.	Name	Designation	Status in the Committee
1	Md. Ziaur Rahman	Additional Managing Director	Chairman
2	M. Nazeem A. Choudhury	Additional Managing Director	Member
3	Tanvir Ahmed Siddiqui	Head of Credit Monitoring Cell (Current Charge)	Member
4	Sajid Rahman	Area Head, C&IB	Member
5	Tofail Ahmed	Head of Credit Risk Management	Member
6	Kazi Naim Morshed	Head of Risk Management	Member
7	Mahmudul Hasan Akhand	Head of Human Resources	Member
8	Mohammad Jashim Uddin	Chief Financial Officer	Member
9	Md. Moinul Hasan	Head of Internal Control & Compliance	Member
10	Joarder Tanvir Faisal	Head of Cards & ADC	Member
11	Md. Muktadir Khan Chowdhury	Head of Facility Management	Member
12	Mamur Ahmed	Head of Branch Distribution	Member
13	Syed Rayhan Tarique	Head of Brand & Communications	Member
14	A. Y. M. Mostafa	Chief Technology Officer	Member
15	Fareba Naz Shaule	Deputy Head of Sustainable Finance Unit	Member Secretary

CREDIT REVIEW COMMITTEE

Sl.	Name	Designation	Status in the Committee
1	Md. Ziaur Rahman	Chief Risk Officer	Chairman
2	Faisal Rahman	Acting Chief Executive Officer	Member
3	Tofail Ahmed	Head of Credit Risk Management	Member
4	Sajid Rahman	Area Head, C&IB	Member
5	Mohammad Salauddin Hazari	Head of Commercial Banking & Emerging Market (Current Charge)	Member

Performance Analysis



DIRECTORS' REPORT

Dear Shareholders,

The Directors of Prime Bank PLC. ("Bank") have the pleasure of presenting to the Members (registered shareholders on the Record Date 28 April 2026) the Directors' Report together with the Auditors' Report & Audited Financial Statements of the Bank for the year ended on 31 December 2025.

This report has been prepared in compliance with section 184 of the Companies Act 1994, condition 1(5) of the Bangladesh Securities and Exchange Commission (BSEC) Notification No. BSEC/CMRRCD/2006158/207/Admin/80 dated 03 June 2018 & subsequent amendments titled "Corporate Governance Code" and applicable regulations of Bangladesh Bank.

This Report should be read in conjunction with the Performance Analysis, Corporate Governance Report, Risk Management Report, Environmental & Social Initiatives and the Notes to the Financial Statements, which collectively provides an integrated view of the Bank's strategy, performance, achievements, operations, risks, compliance, transparency and good corporate governance practices for the year ended 31 December 2025 along with the future prospects.

The Board has prioritized:

- Strengthening asset quality through sectoral rebalancing.
- Maintaining CAR at 18.07% which is above the regulatory requirement of 12.50%
- Expanding low-cost deposits.
- Disciplined growth in SME and Islamic Banking

Global Economic Outlook

The global economy in 2025 experienced a period of resilient but subdued growth, with projections hovering around 2.5% to 3.0%, defying earlier, gloomier predictions. While inflation continued to moderate globally, the economic landscape was marked by persistent geopolitical tensions, increased trade protectionism, and structural shifts that constrained robust expansion. The key economic indicators were GDP growth, inflation and trade.

Most major organizations estimated growth between 2.5% and 3.0%. The United States and several emerging markets, particularly in Asia, were the primary drivers of this resilience. Inflation eased to an average of 3.4% to 4.2% globally. While many advanced economies saw rates approach central bank targets, "sticky" services inflation and rising food prices remained persistent pressures. Trade volumes performed better than expected, expanding by approximately 4.8% through September 2025. This was largely attributed to "front-loading" firms rushing shipments to avoid newly announced U.S. tariffs and a surge in AI-related technology investments.

The risk factors on the global scale were trade fragmentation and debt and policy limits. The rising tariffs and geopolitical uncertainty created a challenging environment for international trade. High debt levels and limited fiscal space in Emerging Market and Developing Economies (EMDE) constrained growth. While AI offers long-term productivity potential, immediate growth was supported by targeted policy measures.

The global economic outlook for 2026 is characterized by steady but fragile growth, with projections generally ranging between 2.6% and 3.1%. While the economy has shown resilience, particularly through an ongoing AI investment boom, it faces significant headwinds from geopolitical tensions in the Middle East, high public debt, and the lingering effects of trade fragmentation.

Bangladesh Economic Review

Bangladesh economy experienced a fragile recovery with GDP growth slowing to 3.97% in 2025, driven by political transition impacts, tight monetary policy, and reduced investment. While inflation remained high, the year marked a significant turnaround in foreign exchange reserves, which exceeded USD 33 billion by December. In 2025 and early 2026, the Bangladesh economy is undergoing a brittle upturn following the 2024 political transition. While the immediate "free fall" has ended, the nation faces significant structural hurdles like growth & inflation, banking crisis, external stability and fiscal weakness.

The GDP growth slowed to 3.97% in FY2025, with a modest recovery to 5.4% projected for FY2026. Inflation is easing but remains high at 8.29%, with stagnant real wages eroding household purchasing power. The financial sector is under extreme stress, with Non-Performing Loans (NPLs) hitting 35.73% as of September 2025. Private investment has hit a five-year low (22.48% of GDP) due to uncertainty and high public sector borrowing. Remittances surged by 17.1% (USD 13.04 billion), providing a vital cushion. However, export growth is sluggish (0.62%), creating a challenging backdrop for the upcoming LDC Graduation in November 2026. A very low tax-to-GDP ratio (6.8%) forces the government to rely on domestic banks, potentially crowding out private.

In the short run, ensuring stability in the macroeconomic environment should be the foremost concern. Managing inflation will necessitate a delicate equilibrium between monetary tightening and supportive fiscal policies aimed at safeguarding vulnerable populations. Tackling non-performing loans (NPLs) and enhancing bank governance are vital for rebuilding trust in the financial system and stimulating private investment. Consistency in policy, transparency in regulation, and political stability will be crucial for enhancing the investment climate.

In the medium to long term, it is essential to implement deeper structural reforms. Enhancing the institutional independence and capacity of the central bank is vital for effective monetary management. The focus of industrial policy should be on

productivity, skills development, and technological advancement to diversify exports beyond the garment sector. It is necessary to expand and better target social safety nets to safeguard those adversely affected by structural changes. Skills development programs must be tailored to meet market demands, especially for youth and women. Expanding the tax base and decreasing dependence on indirect taxation are critical for ensuring fiscal sustainability. Investment in climate resilience and disaster preparedness is becoming increasingly urgent in an economy vulnerable to climate change. Most importantly, restoring transparent and accountable governance is crucial to rebuild trust and unlock the potential for long-term growth.

Banking Industry Analysis

The Bangladesh banking industry in 2025 and early 2026 is undergoing a "hard reset," transitioning from a period of concealed financial damage to a phase of aggressive, transparent reform. While major stability risks persist, the sector is seeing the first signs of restored depositor confidence in stronger institutions.

The asset quality landscape was the revelation of the true scale of bad debt. The system-wide Non-Performing Loan (NPL) ratio climbed to an alarming 35.73% as of September 2025. This spike was largely due to stricter scrutiny and the removal of "window-dressing" practices that previously hid underlying insolvency. Trade and commerce (45.6% NPL) and industrial sectors (37.5% NPL) are the most distressed. The Bangladesh Bank has set an ambitious target to reduce NPLs to 25% by March 2026 through aggressive loan rescheduling and legal recovery measures.

The central bank maintains a "tight money" stance to combat inflation while managing a critical liquidity divide between weak and strong banks. The repo rate remains at 10% as of February 2026 to contain inflation, which is targeted to drop to 6-7% by the end of FY26. Despite the crisis, bank deposit growth rose to 11.10% in December 2025, the highest in over four years, driven by higher interest rates and strong remittances. While total liquid assets improved globally in late 2025, several weak banks remain reliant on central bank support against demand promissory notes, as they struggle to return customer deposits.

The regulatory framework has seen unprecedented changes, under the interim government and in alignment with IMF conditions. The Bank Resolution Ordinance 2025 empowers the government to take control of failing banks, form "bridge banks," and liquidate non-viable entities. In late 2025, five weak Islamic banks were merged into a single entity, to stabilize their combined BDT 14.20 billion deposit base. The central bank has approved the liquidation of nine ailing non-bank financial institutions (NBFIs) whose loan portfolios had collapsed. The central bank established governance shift, hence Risk-based supervision (RBS) was officially rolled out in January 2026 to improve qualitative monitoring.

Overview of Financial Performance of Prime Bank PLC.

The year 2025 was a year of disciplined growth, resilience, and strategic execution for Prime Bank. Operating in a challenging macroeconomic environment marked by inflationary pressures, exchange rate volatility, and regulatory tightening, the Bank focused on balance sheet strength, prudent risk management, and sustainable value creation.

The Bank delivered stable financial performance supported by diversified revenue streams, improved asset quality and cost discipline. Emphasis on relationship banking, digital enablement, and customer-centric solutions continued to strengthen the franchise across corporate, SME, retail and agricultural segments.

The key indicators are summarized below:

- Net Profit after Tax: BDT 8,904 million
- Return on Equity (ROE): 20.85%
- Return on Assets (ROA): 1.49%
- Earnings per Share (EPS): BDT 7.67

Looking ahead, the Directors remain cautiously optimistic. The Bank is well-positioned to capitalize on emerging opportunities through enhanced digital capabilities, stronger analytics-driven credit decisions and deeper customer engagement, while remaining vigilant to external risks.

Business Model, Strategy, and Value Creation

Prime Bank PLC. operates a diversified commercial banking model focused on corporate, SME, retail, agricultural and treasury businesses. The Bank's strategy is centered on sustainable value creation through prudent risk-taking, balance sheet resilience, customer centric innovation and disciplined capital allocation.

During 2025, strategic priorities were clearly aligned with the prevailing operating environment. The Bank emphasized on the followings:

- Asset quality over volume-driven growth
- Stable and diversified funding sources
- Optimization of cost of fund and operational efficiency
- Responsible and inclusive financing

These priorities directly model the management decisions, resource allocation and performance evaluation.

Business Objectives

Prime Bank's primary business objective is to be a market-driven, customer-centric and technologically driven financial institution, focusing on maximizing shareholder value while maintaining a distinct identity as a "bank with a difference." Its core strategy integrates cutting-edge technology at all operational levels to enhance efficiency and reduce costs, paired with a commitment to high-quality service and product innovation. Beyond profitability, the bank prioritizes social responsibility by investing in community development—specifically within the education and healthcare sectors—and promotes financial inclusion by expanding services to underserved and rural populations.

Areas of Business Focus

Prime Bank maintains a diversified business focus that bridges high-end corporate solutions with broad-based financial inclusion, leveraging its expertise in wholesale banking to pioneer innovations like Bangladesh's first blockchain-based Letter of Credit. By prioritizing digital transformation through platforms like MyPrime and AI-driven chatbots, the bank enhances accessibility while simultaneously advancing a sustainable agenda that targets green finance, renewable energy, and climate-resilient CMSME projects. This multifaceted approach is rounded out by a dedicated focus on inclusive banking for women-led enterprises and agricultural growth, alongside specialized Islamic and offshore services, ensuring the bank remains a versatile leader in both traditional and modern financial markets.

Financial Performance Linked to Strategic Focus

The Bank's financial performance in 2025 reflects the disciplined execution of its strategy. The core earnings were supported by:

- Improved asset mix and disciplined pricing
- Stable net interest margins despite market volatility
- Growth in transaction-based and fee income
- Controlled operating expenses through process efficiencies

Particulars	2025	2024
Return on Equity (ROE)	20.85%	20.56%
Return on Assets (ROA)	1.49%	1.46%
Cost-to-Income Ratio	44.23%	40.15%
Capital Adequacy Ratio (CAR)	18.07%	17.37
Non-Performing Loan (NPL) ratios	2.73%	4.22%
Earnings Per Share (EPS) BDT	7.67	6.58

Detailed key performance indicators such as Return on Assets (ROA), Cost-to-Income Ratio, Non-Performing Loan (NPL) ratios and capital adequacy ratio are presented and analyzed in the Performance Analysis and Notes to the Financial Statements. These indicators are directly linked to strategic objectives around profitability, efficiency and balance sheet strength.

Segment-wise & Product-wise Performance of the Bank

The aggregate deposit of the Bank grew 23.98% over the previous year and stood at BDT 444.94 billion at the end of 2025. At the same time, the aggregate loans & advances of the Bank also grew 2.85% over the previous year and stood at BDT 353.26 billion.

Wholesale Bank
Deposit
BDT **118.66** billion
15.46% ↑

Loans & Advances
BDT **295.50** billion
1.68% ↑

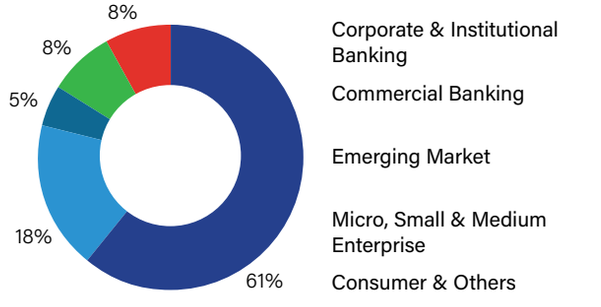
MSME Banking
Deposit
BDT **65.18** billion
51.26% ↑

Loans & Advances
BDT **29.41** billion
6.72% ↑

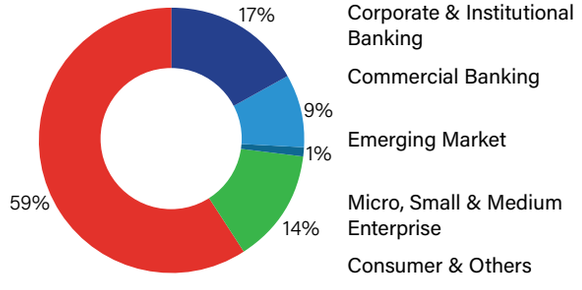
Consumer Banking
Deposit
BDT **261.11** billion
22.58% ↑

Loans & Advances
BDT **28.35** billion
12.09% ↑

LOANS AND ADVANCES (BY SEGMENTS)



DEPOSITS (BY SEGMENTS)



The import, export, remittance and guarantee business of the Bank observed a positive growth and stood at USD 2,673 million, USD 2,083 million, USD 521 million and USD 325 million respectively in 2025.

Import
USD **2,673** million
29.10% ↑

Export
USD **2,083** million
4.69% ↑

Remittance
USD **521** million
67.70% ↑

Guarantee
USD **325** million
104.76% ↑

Cost of Goods Sold, Gross Profit Margin, and Net Profit Margin

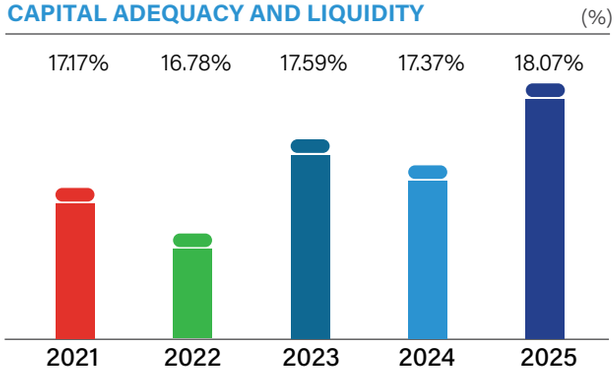
Particulars (%)	2025	2024
Net Interest Margin (NIM)	1.07	2.78
Gross Profit ratio	46.63	52.12
Cost of Deposit (Daily average)	5,67	4.73
Cost of Fund	8.35	7.67
Earning asset to total assets (average)	85.31	85.08
Return on average assets (ROAA)	1.49	1.46
Return on average equity (ROAE)	20.85	20.56

Extra-Ordinary Activities & their Implications (Gain or Loss)

No events of extraordinary gain or loss, which would require adjustment or disclosure in the financial statements, occurred during the reporting period.

Capital Adequacy and Liquidity

The Capital to Risk Weighted Assets Ratio (CRAR) stands at 18.07% as on 31 December 2025 against the regulatory requirement of 12.50% (minimum total capital ratio plus capital conservation buffer). The Capital Adequacy report is presented on page no. 90. Liquidity management remained robust, with adequate high-quality liquid assets to meet both regulatory requirements and business needs. Stress testing and scenario analysis were regularly performed to ensure resilience under adverse conditions.



Credit Rating

Credit Rating Agency of Bangladesh Limited (CRAB) has upgraded the Bank's long term credit rating to AAA (pronounced Triple A) and reaffirms the short term rating to ST-1 with a stable outlook having validity up to 30 June 2026. This significant upgrade is a strongest testament to Prime Bank's three-decade long commitment to financial strength, responsible banking and enduring trust. This recognition from CRAB reinforces Prime Bank's standing as a trusted and stable financial partner for individuals and businesses across Bangladesh.

Related Party Transaction

Transactions with related parties are made on a commercial basis on the principle of arm's length and in the ordinary course of business. This transactions were reviewed by the Audit Committee to ensure compliance with regulatory requirements and absence of conflict of interest. Disclosure of all related party transactions, including the basis for such transactions, is presented in Notes 49 of the notes to the audited financial statements on page no. 315 in compliance with the applicable rules & regulations.

Utilization of proceeds from Public or Rights Issues & other instruments and its impact on Financial Performance

The Initial Public Offering (IPO) and Rights Issuance were made in 1999 and 2010 respectively. Later, 4 (four) subordinated bonds were issued in 2010, 2015, 2018, & 2023 for managing capital as per BASEL compliance requirements. All funds raised under IPO, right issue, and bonds have already been utilized and duly reported to the regulators. No deterioration of financial results was observed after utilizing proceeds from the above instruments.

Significant Variance between Quarterly Financial Performance and Annual Financial Statements

BDT (in crore)

Particulars	Quarterly Performance - Prime Bank PLC.				2025	2024	Growth (%)
	Q1	Q2	Q3	Q4			
Net Interest Income	158	91	89	38	377	922	-59%
Other Operating Income	467	515	564	630	2,177	1,462	49%
Total Operating Income	625	607	653	668	2,553	2,384	7%
Total Operating Expense	278	285	262	304	1,129	957	18%
Profit Before Provisions	347	321	391	365	1,424	1,427	-0.2%
Provision For Loans/Investment	50	64	31	11	156	219	-29%
Profit Before Taxes	297	257	361	354	1,268	1,208	5%
Provision For Taxes	94	59	147	77	377	464	-19%
Net Profit After Taxes	203	198	213	276	890	745	20%

No significant variance was found between the quarterly & annual financial performances of the Bank for the year 2025. The Net Profit after Tax (NPAT) increased by 20% compared to the same period of last year due to the growth in net interest income, investment income and commission, exchange & brokerage earnings.

Significant Deviations from the Last Year's Result

Due to increase the investment income and commission, exchange & brokerage income, the Net Profit after Tax (NPAT) increased by 20% compared to the same period of last year.

Meetings and Attendance of the Board & its Assistive Committees

The Board of Directors has 3 (three) functional Assistive Committees at present, namely Executive Committee, Audit Committee, and Risk Management Committee. As per BRPD circular letter no. 21 dated 12 May 2024, the role of Nomination & Remuneration Committee (NRC) is carried out by the Audit Committee.

During the year 2025, the Board of Directors met 18 times, the Executive Committee met 5 times, the Audit Committee met 7 times, and the Risk Management Committee met 5 times. Leave of Absence were granted to the Directors, who communicated their inability to attend the meetings due to preoccupation.

Name of Director	Position	Board	EC	AC	RMC
Tanjil Chowdhury	Chairman	8/9	-	-	-
Md. Shahadat Hossain	Vice-Chairman	18/18	-	-	-
Quazi Sirazul Islam	Do	15/18	-	-	-
Azam J Chowdhury	Director	14/18	-	-	-
Mafiz Ahmed Bhuiyan	Do	13/18	-	-	4/5
Nasim Anwar Hossain	Do	17/18	-	-	-
Nazma Haque	Do	11/18	-	1/1	-
Nafis Sikder	Do	5/18	0/2	-	-
Mohammad Mushtaque Ahmed Tanvir	Do	8/18	5/5	-	-
S.M Tamjid	Do	9/18	3/5	-	-
Tanveer A. Chowdhury	Do	13/18	5/5	-	-
Md. Mukul Hossain	Do	18/18	4/5	-	-
C. Q. K Mustaq Ahmed	Independent Director	18/18	5/5	-	5/5
Barrister Nazia Kabir	Do	10/18	-	7/7	-
Dr. Mosttafa Shazzad Hasan FCA, CPA	Do	16/18	-	6/7	4/5
Mohammed Nader Khan	Former Director	5/6	-	3/3	-
Salma Huq	Do	2/6	-	2/3	-
Imran Khan	Do	2/6	-	-	2/2
Khan Ahmed Sayeed Murshid, PhD	Former Independent Director	1/6	-	0/3	1/2

Statement of Honorarium & Remuneration Paid to the Directors including Independent Directors

A total of BDT 2,600,000 (exclusive of VAT) has been paid as an honorarium for attending meetings to the Directors during 2025, while a total of BDT 2,050,000 (exclusive of VAT) has been paid as monthly remuneration only to the Independent Directors during the same period.

Name of Director	Board	EC	AC	RMC	Total
Tanjil Chowdhury	80,000	-	-	-	80,000
Md. Shahadat Hossain	180,000	-	-	-	180,000
Quazi Sirazul Islam	150,000	-	-	-	150,000
Azam J Chowdhury	140,000	-	-	-	140,000
Mafiz Ahmed Bhuiyan	130,000	-	-	40,000	170,000
Nasim Anwar Hossain	170,000	-	-	-	170,000
Nazma Haque	110,000	-	10,000	-	120,000
Nafis Sikder	50,000	-	-	-	50,000
Mohammad Mushtaque Ahmed Tanvir	80,000	50,000	-	-	130,000
S.M Tamjid	90,000	30,000	-	-	120,000
Tanveer A. Chowdhury	130,000	50,000	-	-	180,000
Md. Mukul Hossain	180,000	40,000	-	-	220,000
C. Q. K Mustaq Ahmed	180,000	50,000	-	50,000	280,000
Barrister Nazia Kabir	100,000	-	70,000	-	170,000
Dr. Mosttafa Shazzad Hasan FCA, CPA	160,000	-	60,000	40,000	260,000
Salma Huq	50,000	-	30,000	-	80,000
Mohammed Nader Khan	20,000	-	20,000	-	40,000
Imran Khan	20,000	-	-	20,000	40,000
Khan Ahmed Sayeed Murshid, PhD	10,000	-	-	10,000	20,000
Total Honorarium Paid	**2,030,000**	**220,000**	**190,000**	**160,000**	**2,600,000**

Name of Independent Director	Total Remuneration
C. Q. K Mustaq Ahmed	600,000
Barrister Nazia Kabir	600,000
Dr. Mosttafa Shazzad Hasan FCA, CPA	600,000
Khan Ahmed Sayeed Murshid, PhD	250,000
Total Remuneration Paid	**2,050,000**

Preparation of Financial Statements & its Fairness

The financial statements of the Bank were duly scrutinized by the statutory/external auditors and presented fairly its state of affairs. Also, the financial statements together with the notes thereon have been drawn up in conformity with the Companies Act 1994, relevant IAS and IFRS, relevant securities laws and directives, and Dhaka/Chittagong Stock Exchange (Listing) Regulations, 2015. The Financial Statements, prepared by the Management of the Bank, present its state of affairs, the result of its operations, cash flows and changes in equity fairly.

Books of Accounts

Proper books of accounts of the Bank are maintained.

Accounting Policies

Appropriate accounting policies have been consistently applied for preparing the financial statements and the accounting estimates are based on reasonable and prudent judgment.

Application of IAS and IFRS

International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS), as applicable for the Bank, were followed in preparing the financial statements, and any departure therefrom has adequately been disclosed.

Principal and Emerging Risks

The Board of Directors of Prime Bank has assessed the company's prospects as resilient and growth-oriented, anchored by a strong capital position and proactive risk mitigation despite significant macroeconomic headwinds.

The Board actively monitors primary categories of risk that could impact future stability:

Internal Risks: Poor governance, non-performing loans (NPLs), liquidity mismatches, and cybersecurity vulnerabilities.

External Risks: Macroeconomic volatility including inflation, interest rate fluctuations and geopolitical tensions.

Emerging Risks: Climate-related physical and transition risks are being integrated into the bank's core Risk Management framework.

Future Prospects & Strategic Outlook

Risk governance remained a cornerstone of the Bank's operations in 2025. The Board, through its various committees, oversaw a comprehensive risk management framework covering credit, market, liquidity, operational and compliance risks.

The Bank continued to strengthen its internal control environment, aligning policies and processes with regulatory guidelines and international best practices. Internal audit functions operated independently, providing assurance on governance, risk management and control effectiveness.

ISO Certification

Prime Bank PLC. is recognized for its strict compliance standards, highlighted by its ISO 27001:2022 and ISO 9001:2015 certifications. These international benchmarks confirm that the bank maintains elite Information Security (ISMS) and Quality Management Systems (QMS).

Internal Control, Compliance & Transparency

The Board, together with its Audit Committee, has established an effective internal control system that operates independently from the management. They remain vigilant in monitoring the performance of this internal control system to ensure a satisfactory qualitative standard for the bank's loan & investment portfolio. Additionally, the Board reviews the reports forwarded by the Audit Committee concerning compliance with the recommendations made in both internal & external audit reports, as well as various inspection reports from Bangladesh Bank.

The internal audit function operates independently and reports to the Audit Committee. Observations and recommendations are regularly reviewed and corrective actions are monitored.

Risk Management

Effective risk management continues to be central to the Bank's governance framework. The Board ensures the risk oversight primarily through its Risk Management Committee and approves the risk appetite, risk tolerance, risk limit, & risk strategies proposed by the Management.

During the year, the Bank further strengthened its risk management framework, covering credit, market, liquidity, operational, and compliance risks. Stress testing, scenario analysis, and early warning mechanisms were enhanced to support proactive decision-making.

Going Concern

There are no significant doubts about the Bank's ability to continue as a going concern.

Key Operating and Financial Data of the Last Six Years

The key operating and financial data for the last six years with graphical presentation are given on page no. from 86 to 87.

Protection of Minority Shareholders

The Board of Directors is committed to ensuring the highest standards of governance designed to protect the interests of all stakeholders, including the rights of its minority shareholders while promoting integrity, transparency, and accountability. The Board of Directors shall always act in a manner that will be in the best interest of the Company.

Insider Trading

The members of the Board, its assistive committees, its Senior Management & their family members were not involved in any insider trading and did not violate the provision concerning insider trading as per available records.

Dividend

The Board of Directors of the Bank recommended a 25.00% Cash & 5.00% Stock dividend for the year 2025, which is subject to the approval of Members in the ensuing 31st AGM scheduled on 21 May 2026. No cash or stock dividend was declared as an interim dividend during 2025.

The proposed stock dividend has been declared to strengthen the capital base of the Bank in order to support business growth and has been declared out of the current year's profit, capital reserve or revaluation reserve or any unrealized gain or out of profit earned prior to incorporation of the Bank or through reducing paid up capital or through doing anything so that the post-dividend retained earnings become negative or a debit balance.

The dividend distribution policy as adopted by the Board, and year-wise dividend declaration are shown on page no. 123, and page no. 121 to 122 respectively.

Changes in the Board of Directors

During 2025, three shareholder Directors namely Mr. Mohammed Nader Khan & Mr. Imran Khan resigned from the Board and Director Mrs. Salma Huq retired from the Board at the 30th AGM of the Bank. Also another Independent Director Mr. Khan Ahmed Sayeed Murshid retired from the Board after serving for one tenure.

Appointment, Retirement, & Re-appointment/ Re-election of Directors

At the forthcoming 31st Annual General Meeting (AGM), one-third (1/3rd) of the Directors holding longest in office shall retire as per clause 107, 108 & 103.2 of Article of Association (AOA) of the Bank, applicable laws, and regulatory directives/ notifications/circulars.

Accordingly, Mr. Azam J Chowdhury, Mrs. Nasim Anwar Hossain,Mr. Mafiz Ahmed Bhuiyan, Mrs. Nazma Haque & Mr. Tanveer A. Chowdhury shall retire at the forthcoming 31st AGM. Being eligible, all retiring Directors are proposed by the Board of Directors for re-appointment/re-election at the 31st AGM. Also, the appointment of one new Independent Director Dr. Bazlul Haque Khondker would be ratified in the same meeting.

Pattern of Shareholdings

Detailed shareholdings, including patterns, are presented at the Statement of Shareholding on page no. from 118 to 120.

Notice of the Annual General Meeting

The notice of the 31st Annual General Meeting, duly served on 29 April 2026, is shown on page no. 130.

Shareholders Rights

The Board upholds the principle of equal shareholders' rights regardless of their shareholdings. It believes that good Corporate Governance involves open and trusting cooperation between all stakeholders involved in the Company, including the owners of the Company - the Shareholders.

Director's Profile / Brief Resume of the Directors

The profiles of the Board of Directors, including retiring Directors (who are eligible for re-appointment/re-election at the 31st AGM) and proposed new Independent Director (whose appointment would be ratified in the same meeting) are presented on the page no. from 38 to 53.

Management Discussion & Analysis

Detailed discussion and analysis of the Bank's operation & position, amongst others, a brief discussion on changes in the financial statements is presented on page no. 75 to 76.

Declaration or Certification of CEO & CFO on Financial Statements for the year 2025

The certificate is presented at Certification on Financial Statements on page no. 131.

Corporate Governance and Board Oversight

Prime Bank is committed to maintaining high standards of corporate governance. The Board plays an active role in overseeing strategy execution, risk governance, and performance monitoring. Board and committee deliberations during the year focused on:

- Strategic alignment with risk appetite
- Asset quality and provisioning adequacy
- Capital and liquidity planning
- Digital transformation and cybersecurity risk
- Regulatory compliance and governance effectiveness

The Directors confirm that the Bank complied with the applicable provisions of the Corporate Governance Code issued by the Bangladesh Securities and Exchange Commission and practices are described in detail in the Corporate Governance Report on page no. from 104 to 113.

Governance of the Board of Directors of Subsidiary Companies

The Bank's representation in the subsidiary company's Board was ensured in line with condition 2 of the Corporate Governance Code 2018. Minutes of the Board meetings of the subsidiary companies were placed before the Board of

the holding company, duly reviewed, and then recorded. The Audit Committee of the Board of the Bank also reviewed the periodical & annual financial statements of the subsidiaries.

The Certification on Compliance of the Corporate Governance Code

The certificate issued by M/S Jasmin & Associates, Chartered Secretaries is shown on page no. 136.

Statutory and Regulatory Compliance/Compliance with Laws and Regulations

The Directors confirm compliance with all applicable laws, regulations, and supervisory requirements issued by Bangladesh Bank, BSEC, and other authorities.

Unqualified Audit Opinion

The external auditors completed the audit of Prime Bank's financial statements for the year ended December 31, 2025. The auditors have issued an unqualified audit opinion, commonly referred to as a "clean report." This unqualified audit opinion signifies that our financial statements present a true and fair view of the bank's financial position and performance, in accordance with the applicable financial reporting framework. It reflects our commitment to maintaining the highest standards of financial integrity and transparency.

External Auditors (Statutory Auditor and Corporate Governance Compliance Auditor)

Pursuant to section 210 of the Companies Act 1994, Bangladesh Securities and Exchange Commission (BSEC) order no SEC/CMRRCD/2009-193/104/Admin dated 27 July 2011, ACNABIN Chartered Accountants and Hussain Farhad & Co., Chartered Accountants has offered their willingness to be appointed and the Board of Directors recommended their appointment for the year 2026 & continuation till the end of the next AGM at a VAT exclusive remuneration of BDT 50 Lac (Taka Fifty Lac) only (i.e., BDT 25 Lac for each auditor) subject to the required approval of the Members. The Board also confirmed that the Statutory Auditors are independent and their appointment complies with the provisions of auditor rotation guidelines.

Also, the Corporate Governance Compliance Auditor M/S Jasmin & Associates (Chartered Secretaries) has offered their willingness to be reappointed and the Board of Directors recommended their appointment for the year 2026 at a VAT exclusive remuneration of BDT 70,000.00 (Taka Seventy Thousand).

Sustainability, ESG and Responsible Banking

Sustainability considerations are increasingly embedded in the Bank's strategy and operations. During the year, Prime Bank PLC. expanded its focus on environmentally responsible financing, financial inclusion, and social impact initiatives.

The Bank continued to support green finance, SME development, and women entrepreneurship, while strengthening environmental and social risk assessment practices in relevant credit operations. These initiatives reflect the Bank's commitment to responsible banking and long-term value creation.

Digital Transformation and Operational Resilience

Digital transformation remained a strategic priority in 2025. Investments were made to enhance digital banking platforms, improve cybersecurity, and streamline internal processes through automation.

The Bank's digital banking platform, MyPrime, continued to demonstrate strong momentum during the year, reflecting both growing customer adoption and increased transactional engagement. The user base expanded to 452,122, registering an 82% growth, while total transactions reached 7,477,057, marking a 91% increase. More notably, transaction volume rose to BDT 18,985 crore, representing a substantial 116% growth. These trends indicate a clear shift in customer preference towards digital channels, supported by enhanced platform functionality, ease of use, and improved service accessibility. The sustained growth in both usage and transaction value underscores the Bank's strategic focus on digital transformation as a key driver of operational efficiency and customer convenience.

Human Capital and Organizational Culture

The Directors acknowledge that the employees are the fundamental to its success. During the year, Prime Bank continued to invest in talent development, leadership training, and performance-based culture.

Diversity, inclusion, and employee wellbeing remained key focus areas, contributing to a motivated workforce aligned with the Bank's values and strategic goals.

Contribution to the National Exchequer

The Bank contributed BDT 13,305 million to the national exchequer in the form of taxes and VAT in 2025.

Payment of taxes

Prime Bank values the open, transparent and supportive relationship we have with the government bodies. The Bank emphasize on timely payment of taxes and ensures no dispute or default in payment of taxes.

Payment to vendors

Prime Bank PLC. maintains a transparent vendor payment framework by strictly adhering to established policies and regulatory guidelines. Following the successful completion of comprehensive compliance verifications, invoices are scheduled for settlement on their respective due dates. The bank generates payment proposals, utilizing a systematic identification process to ensure all obligations are met accurately and punctually according to agreed-upon terms. This structured approach optimizes operational efficiency, fosters robust vendor partnerships, and reaffirms the bank's dedication to financial integrity.

Recognition

PRIMEBANK is being recognized by various entities as a reward for its relentless efforts to the best practices in its operation, financial reporting, and required disclosures. Notable awards/recognition achieved in 2025 are:

- Global Business and Finance Magazine Awards 2025 - Best Private Bank In Bangladesh 2025, Fastest Growing Digital Bank In Bangladesh 2025, Best Corporate Banking Services Bangladesh 2025 & Best Bank For ESG Bangladesh 2025
- Global Excellence Chronical Magazine 2025 - Best Corporate Bank Bangladesh 2025, Best Sustainable Bank Bangladesh 2025, Best Bank for Corporate Governance Bangladesh 2025 & Emerging Retail Bank of the Year Bangladesh
- Global Banking & Finance Awards® 2025 - Best Corporate Bank Bangladesh 2025, Best Bank for Digital Banking Services Bangladesh 2025 & Best Bank for Digital Banking Services Bangladesh 2025
- World Business Outlook Awards 2025 - Best Islamic Banking Services Provider Bangladesh 2025 and Leading Digital Bank Bangladesh 2025
- Brands Review Magazine Award 2025 - Excellence in Digital Platform Initiatives Bangladesh 2025, Best Private Commercial Bank Bangladesh 2025 & Most Sustainable Bank Bangladesh 2025
- Bangladesh Retail Awards – Most Innovative Retail Brand of the Year 2025 – A new Language of Banking Service Inclusive Banking for All
- Gazet International Awards - Best Bank for ESG Excellence – Bangladesh 2025 & Best Bank for Digital Innovation – Bangladesh 2025
- World Economic Magazine's 7th Annual Awards 2025 - Best Corporate Bank Bangladesh 2025, Best Bank for ESG Bangladesh 2025 & Best Digital Bank Bangladesh 2025
- Euromoney Awards for Excellence 2025 - Bangladesh's Best Bank for ESG
- Bangladesh Brand Forum - SDG Brand Champions - Honorable Mention as The Most Sustainable Financial Institution
- South Asian Business Excellence Award 2025 - Best Bank in Private Sector & Best Investment Bank
- 3rd Bangladesh FinTech Awards - Financial Institution of the Year - Banks (for sign language video call service)
- Project of the Year - Honorable Mention - Project Management Institute Bangladesh
- Best Digital Bank - Pan Finance Business Awards
- Excellence in Mastercard Debit Business (Domestic) 2024-25 - Mastercard Excellence Awards 2025
- Global Business & Brand Awards - Best Banking Brand Bangladesh 2025

Acknowledgement

The Directors express their sincere appreciation to the shareholders for their continued confidence, to customers for their trust, to regulators for their guidance, and to employees for their dedication and professionalism during the last 31 years' journey of the Bank.

Lastly, the Board reassures all that the Bank will further strengthen its foothold in the banking industry by continuing its legacy of finding success in all adversities that may come our way.

On behalf of the Board of Directors



Tanjil Chowdhury

Chairman

Prime Bank PLC.

MANAGEMENT DISCUSSION & ANALYSIS

Prime Bank PLC. has demonstrated significant financial growth and operational efficiency through 2025, supported by a structured leadership team and a robust digital transformation strategy. The Bank's recent growth is anchored in a multi-channel strategy that balances aggressive digital innovation with expanded physical reach. By deploying high-tech platforms like MyPrime, PrimePay, and the AI-driven PrimeAssist, the bank has streamlined customer-centric operations while simultaneously broadening financial inclusion through its 147 branches and 174 agent banking outlets. This modernization is complemented by a strong commitment to sustainable finance, specifically targeting green banking and SME growth, a focus that earned the institution 31 major awards in 2025. Together, these strategic drivers have transformed the bank into a resilient, future-ready leader in the Bangladeshi financial sector.

Operational & Risk Performance

Prime Bank demonstrated exceptional financial resilience and growth in 2025, maintaining a robust Capital to Risk-Weighted Assets Ratio (CRAR) of 18.07% significantly above regulatory requirements while achieving a 24% year-on-year surge in net profit to BDT 890 crore. This strong fiscal performance is underpinned by a disciplined risk culture, highlighted by the bank's Annual Risk Conference, which reinforces a proactive approach to identifying and mitigating emerging threats such as cybersecurity and climate-related vulnerabilities.

Strategic & ESG Leadership

In 2025, Prime Bank solidified its position as a sustainability leader in Bangladesh, earning its third consecutive "Best Bank for ESG" title from Euromoney by deeply embedding environmental and social governance into its operational DNA. This commitment was underscored by the release of its Climate Action Report 2025, which utilizes TCFD standards to proactively manage transition risks within carbon-intensive sectors like textiles and steel. Furthermore, the bank's strategic acquisition of a USD 50 million term loan from FMO provides the necessary liquidity to scale green initiatives, specifically targeting high-impact areas such as sustainable agriculture and economic empowerment for women and youth.

Human Capital & Culture

Prime Bank fosters a collaborative "We, not I" corporate culture that prioritizes team-based excellence and a merit-driven evaluation system, ensuring that individual performance is directly aligned with the organization's strategic business goals. This people-centric philosophy is bolstered by a robust talent development framework, where the HR division invests in both local and international training to prepare its workforce of nearly 3,090 employees for future leadership roles within the bank.

Profitability & Growth

Prime Bank demonstrated robust growth in bottom-line profitability in 2025 despite a slight contraction in operating profit. The bank successfully managed its tax provisions and asset quality to deliver a significant boost to shareholder returns.

(BDT in Crore)

Key Metric (Standalone)	2025	2024	Year-over-Year (YoY)
Operating Profit	1,424	1,427	-0.18%
Profit After Tax (PAT)	890	745	+20%
Earnings Per Share	7.67	6.42	+20%
Cost Income Ratio	44%	40%	+4%

Net Profit Growth: The 20% increase in PAT was largely driven by a 29% reduction in loan loss provisions and a 19% decrease in tax provisions.

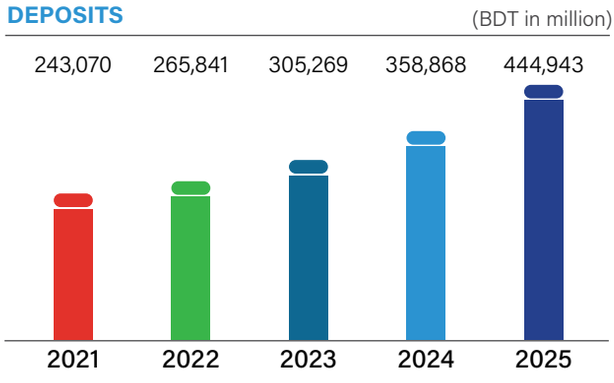
Operating Efficiency: The Cost-to-Income ratio rose to 44%, indicating that operating expenses (up 18%) grew faster than operating income (up 7%).

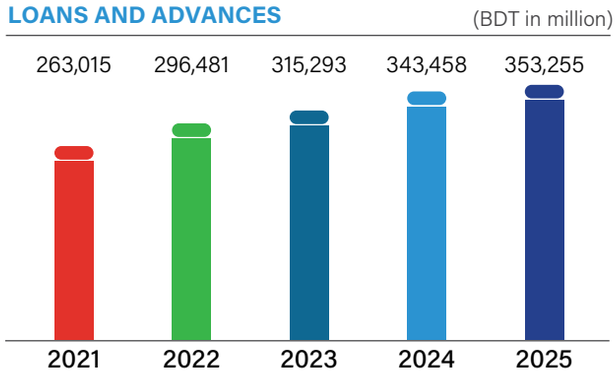
Balance Sheet Dynamics

The bank saw aggressive growth in its deposit base and a strategic shift in its investment portfolio toward government securities.

Asset & Liability Trends

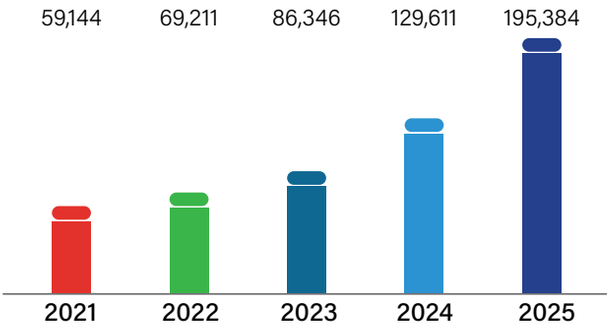
The following chart illustrates the growth trajectory of core balance sheet components over the last two years:





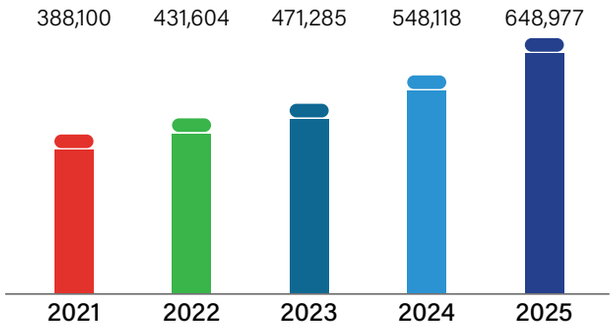
INVESTMENTS

(BDT in million)



TOTAL ASSETS

(BDT in million)



(BDT in Crore)

Category	2025	2024	Growth (%)
Total Deposits	44,494	35,887	+23.99%
Loans & Advances	35,326	34,346	+2.85%
Investments	19,538	12,961	+50.75%
Total Assets	64,898	54,812	+18.40%

Investment Strategy: The massive 50.75% jump in investments was fueled primarily by Treasury Bonds, which increased from BDT 10,707 crore to BDT 16,017 crore.

Deposit Mix: While overall deposits grew by 24%, the CASA (Current and Savings Account) ratio dropped from 34% to 30%, leading to an increase in the Cost of Deposit from 4.73% to 5.67%.

Asset Quality & Risk Management

One of the strongest highlights for the year was the significant improvement in the bank's Non-Performing Loan (NPL) profile.

NPL Reduction: The NPL Ratio improved drastically from 4.22% to 2.73%.

Coverage: The NPL Coverage ratio increased to 151%, providing a very strong buffer against potential future losses.

Segment Status: The overall NPL ratio reduced to 2.73% in 2025, while the Corporate (C&IB) segment is exceptionally clean at 0.23%.

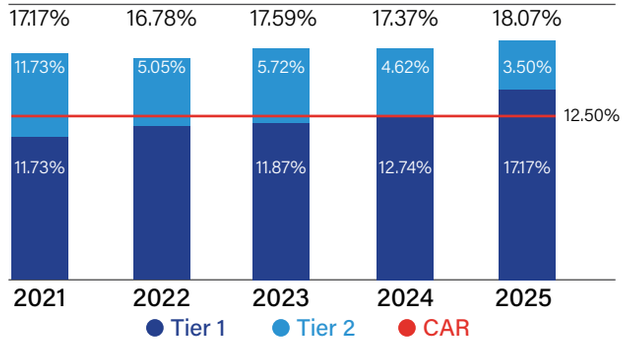
Recovery from Written-Off Accounts: The Special Asset Management Division recovered BDT 1,031.61 million in 2025 which was 26.2% higher than BDT 817.02 million recorded in 2024.

Non Performing Assets (NPA): The Bank successfully reduced its total NPA burden by approximately 33.5% during the year.

Capital Adequacy & Dividends

The bank remains well-capitalized, significantly exceeding the regulatory requirement of 12.50%.

CAPITAL ADEQUACY



CRAR: The Capital to Risk-Weighted Assets Ratio stands at 18.07%.

Dividend Proposition: Management is evaluating multiple scenarios for 2025, including a 30% total dividend (25% cash + 5% stock). Even with the highest payout, the adjusted CRAR would remain strong at 17.04%.

Non-Funded & Subsidiary Performance

Trade Finance: Import business grew by 29% to USD 2,673 million, and remittance inflows saw a massive 68% growth to USD 521 million.

Subsidiaries: Consolidated performance was positive, with subsidiaries contributing a net profit of BDT 23 crore, a significant turnaround from the BDT 8 crore loss recorded in 2024.

Management Future Outlook

Prime Bank enters 2026 with a strengthened balance sheet, superior asset quality, and a commitment to delivering high shareholder value. Future focus remains on managing the rising cost of deposits while leveraging technology through the newly established Prime Bank Fintech Limited, which secured central bank approval in March 2026 to operate Mobile Financial Services (MFS). This strategic move is designed to bridge gaps for the unbanked population by launching a dedicated MFS brand focused on financial literacy and inclusive growth.

Furthering its reputation for pioneering finance, Prime Bank became the first in Bangladesh to disburse consumer loans secured against Treasury Bonds in April 2026, offering a unique liquidity solution that allows customers to access funds without liquidating their investments. These innovations contributed to the bank being honored as the "Most Innovative Retail Brand of 2025" at the Bangladesh Retail Awards 2026.

Yours sincerely,

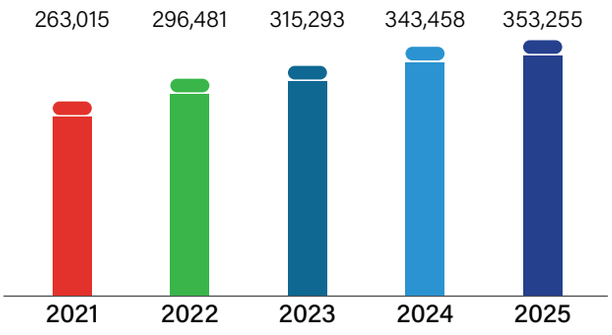


Faisal Rahman
Acting Chief Executive Officer

GRAPHICAL FINANCIAL DASHBOARD

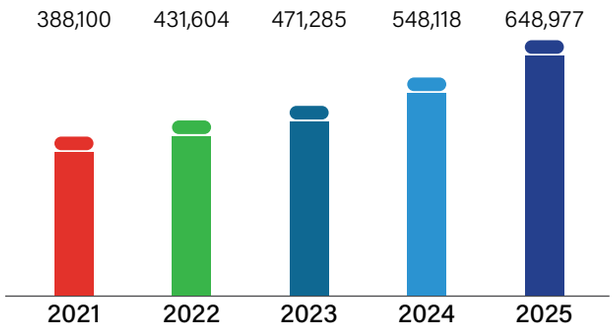
LOANS AND ADVANCES

(BDT in million)



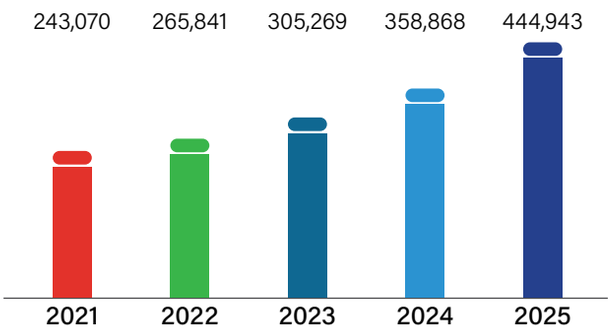
TOTAL ASSETS

(BDT in million)



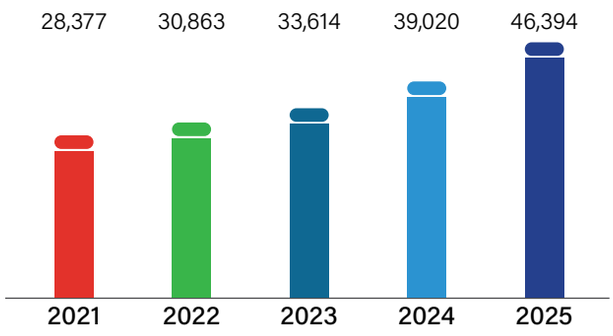
DEPOSITS AND OTHER ACCOUNTS

(BDT in million)



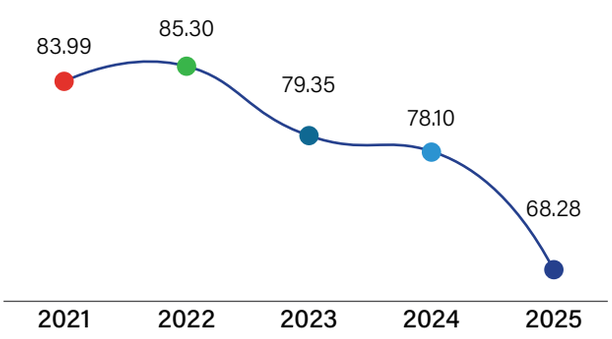
SHAREHOLDERS' EQUITY

(BDT in million)



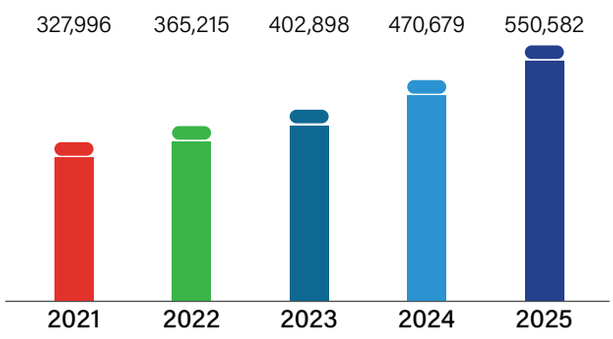
CREDIT-DEPOSIT RATIO

(in %)



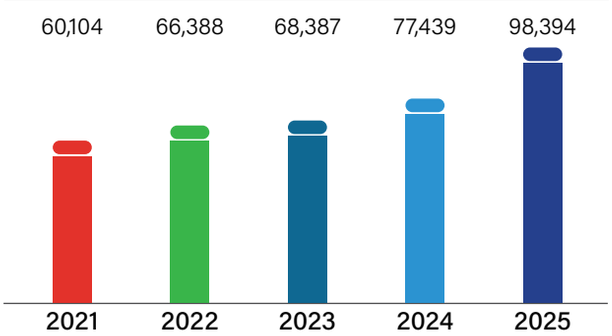
EARNING ASSETS

(BDT in million)



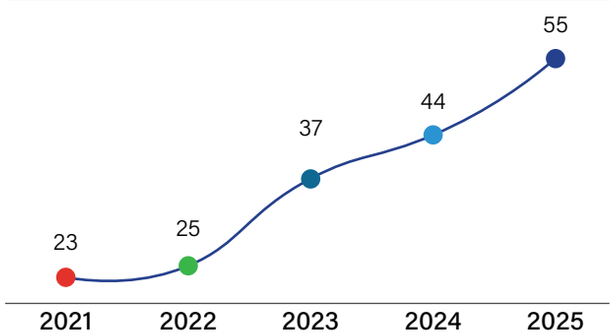
NON EARNING ASSETS

(BDT in million)

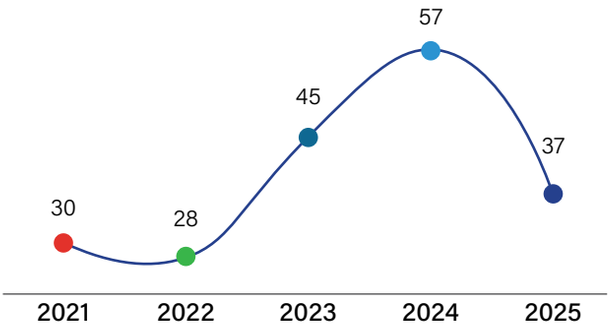


LIQUID ASSET TO TOTAL DEPOSIT

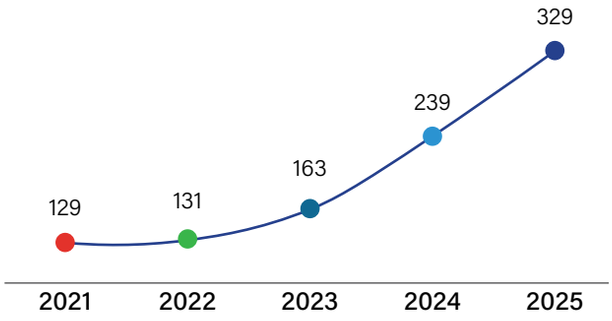
(in %)



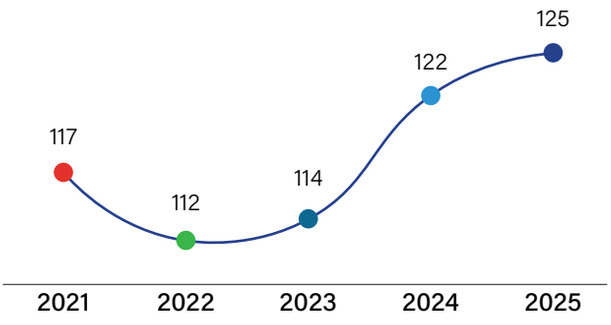
LIQUID ASSET TO SHORT TERM LIABILITY (in %)



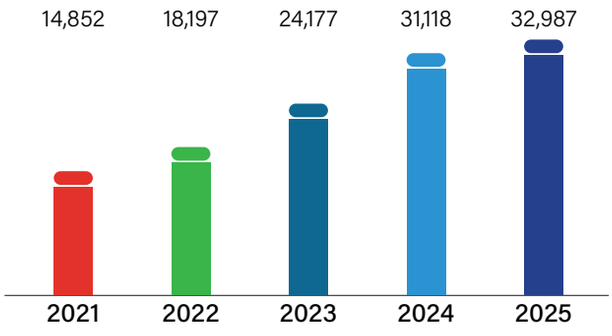
LIQUIDITY COVERAGE RATIO (LCR) (in %)



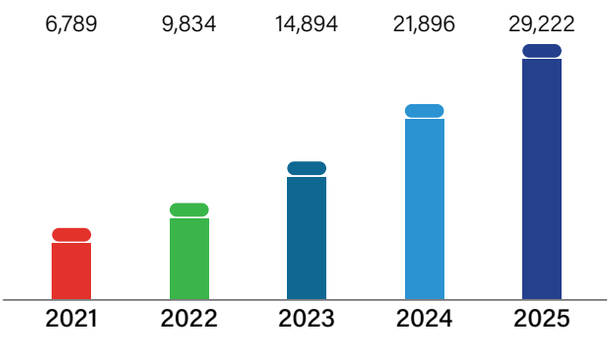
NET STABLE FUNDING RATIO (NSFR) (in %)



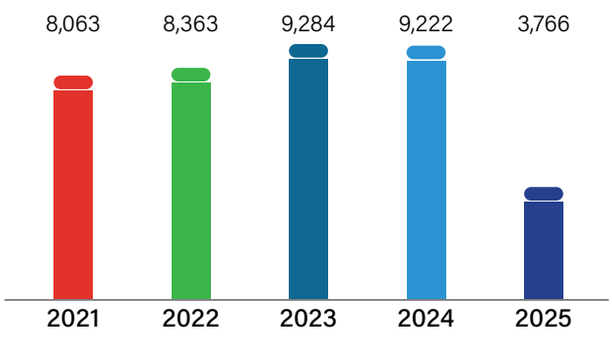
INTEREST INCOME (BDT in million)



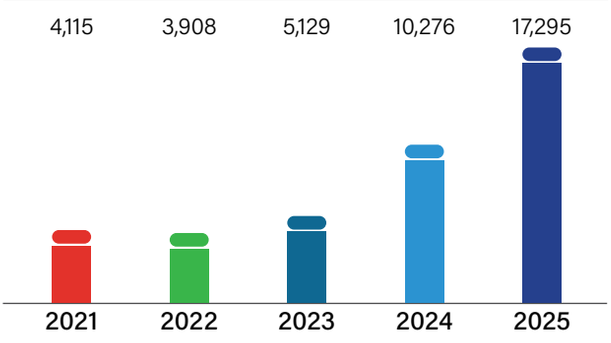
INTEREST EXPENSES (BDT in million)



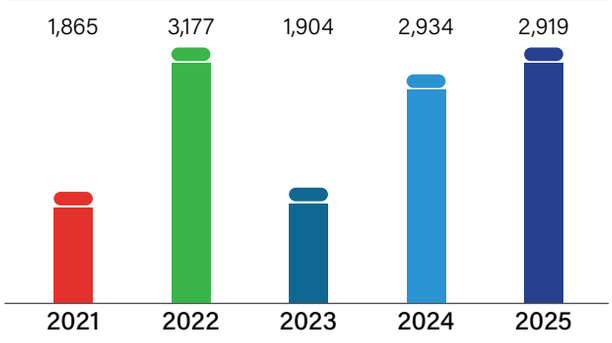
NET INTEREST INCOME (BDT in million)



INVESTMENT INCOME (BDT in million)

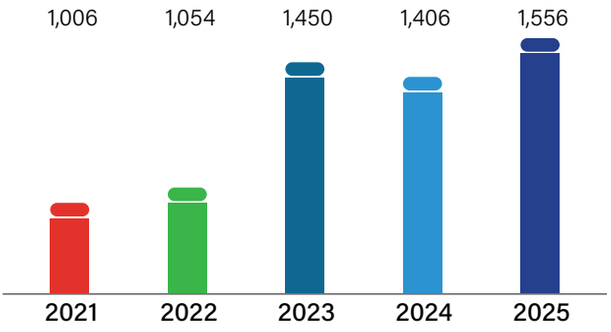


COMMISSION, EXCHANGE AND BROKERAGE (BDT in million)



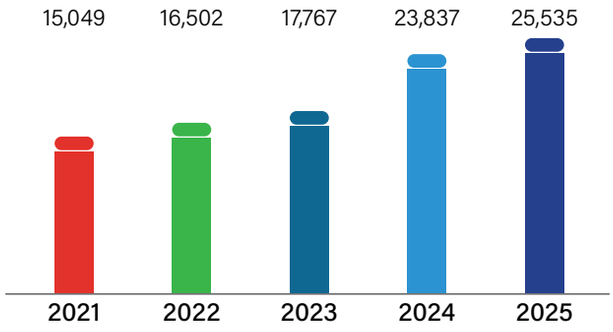
OTHER OPERATING INCOME

(BDT in million)



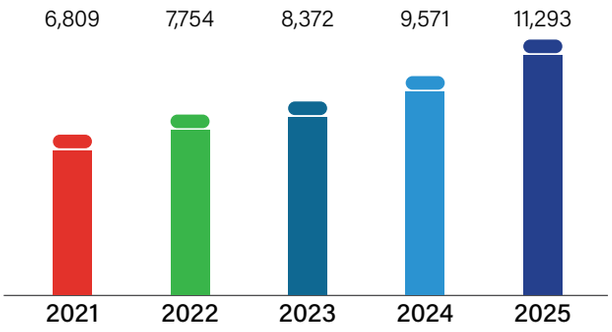
OPERATING INCOME

(BDT in million)



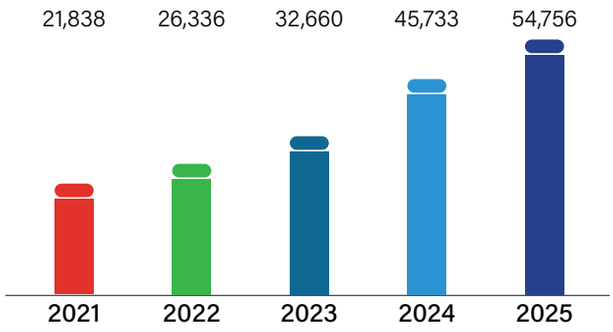
OPERATING EXPENSES

(BDT in million)



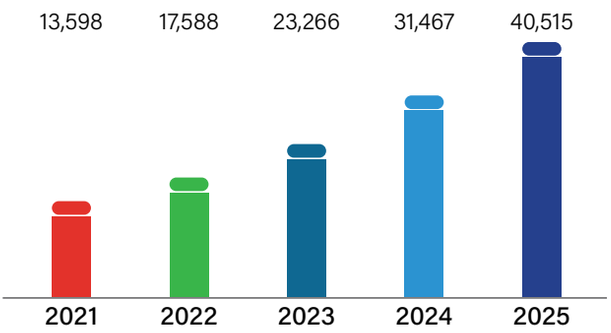
TOTAL REVENUE

(BDT in million)



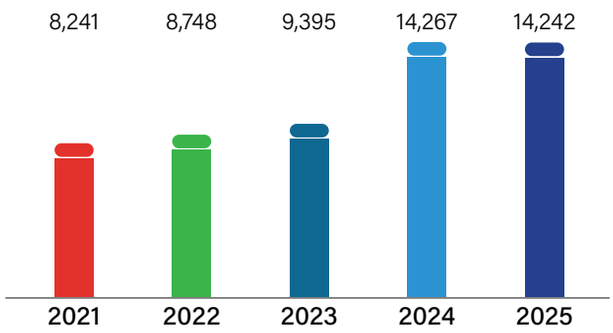
TOTAL EXPENDITURE

(BDT in million)



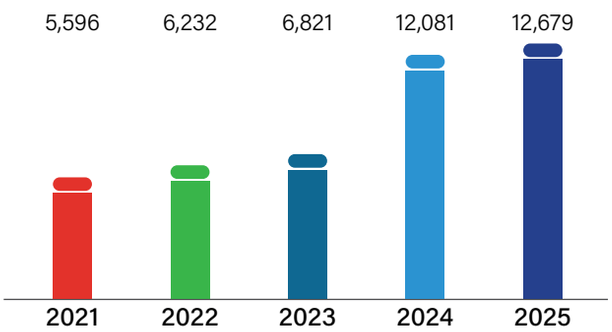
OPERAING PROFIT BEFORE PROVISIONS

(BDT in million)



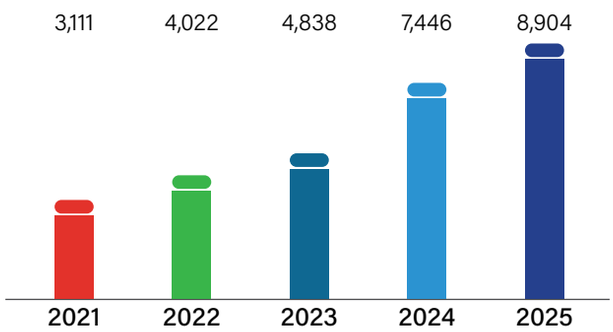
PROFIT BEFORE TAX

(BDT in million)



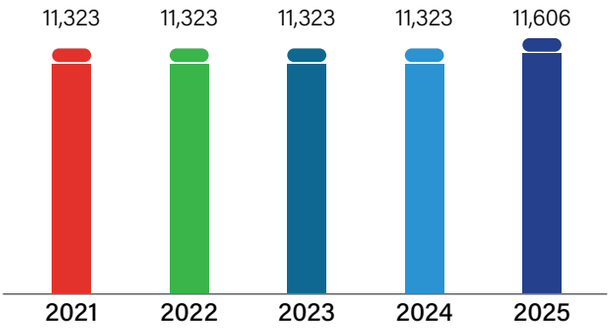
NET PROFIT AFTER TAX

(BDT in million)



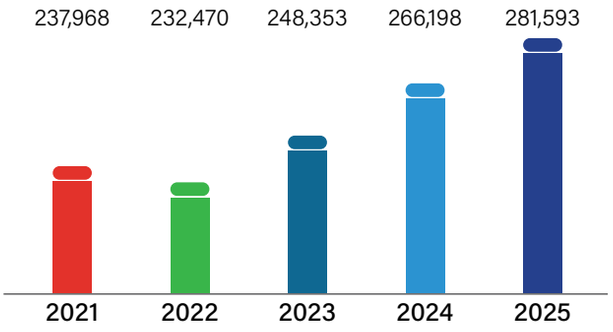
PAID-UP CAPITAL

(BDT in million)



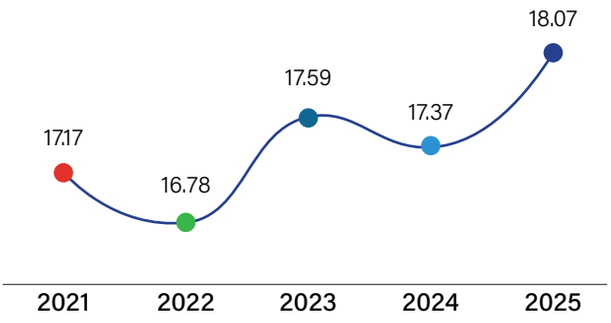
TOTAL RISK WEIGHTED ASSETS

(BDT in million)



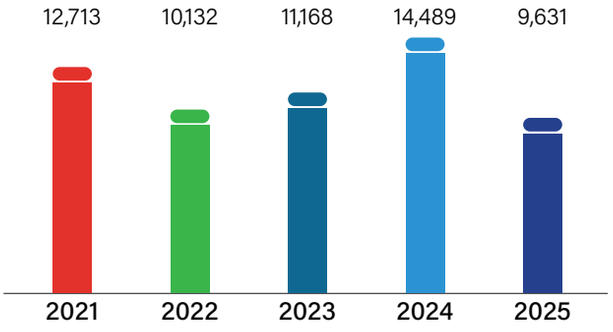
TOTAL CAPITAL TO RWA RATIO

(in %)



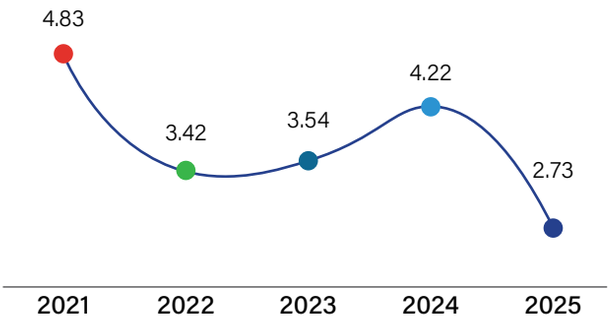
NON-PERFORMING LOANS

(BDT in million)



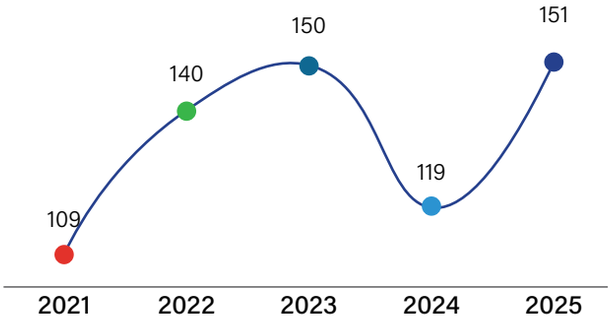
NON-PERFORMING LOANS

(in %)



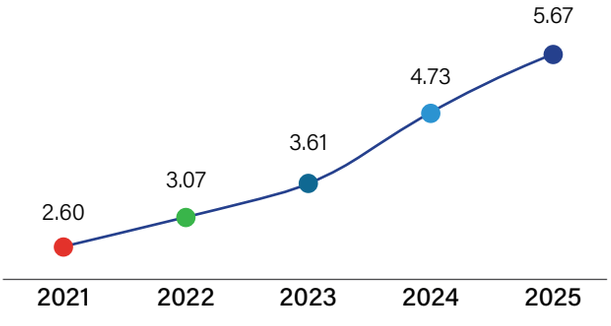
NPL COVERAGE

(in %)



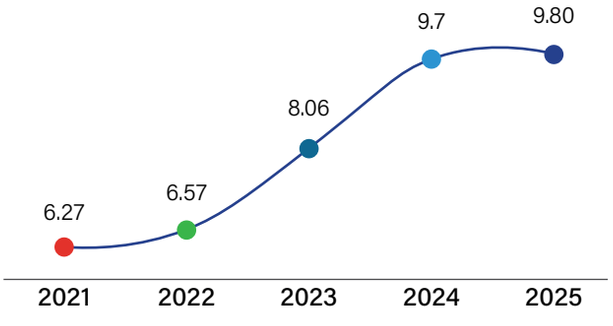
COST OF DEPOSIT

(in %)



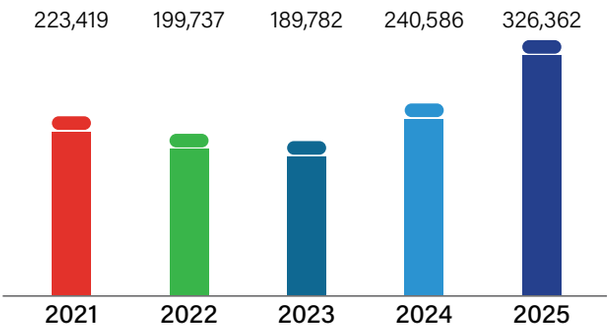
YIELD ON ADVANCE

(in %)



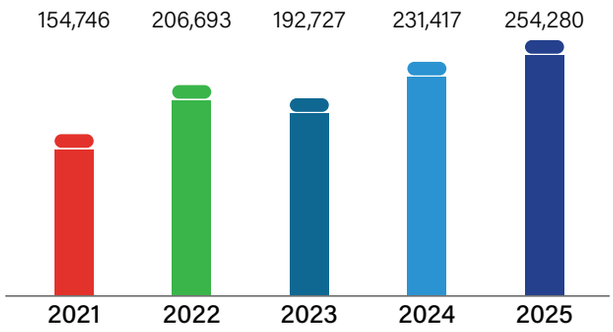
IMPORT

(BDT in million)



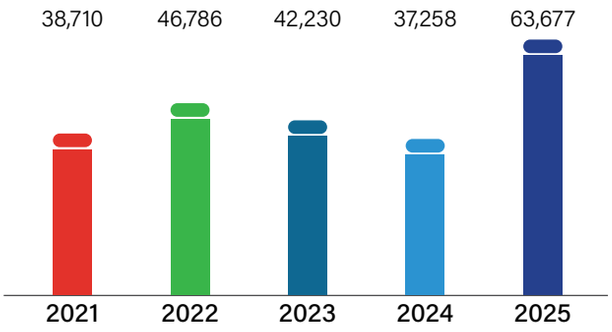
EXPORT

(BDT in million)



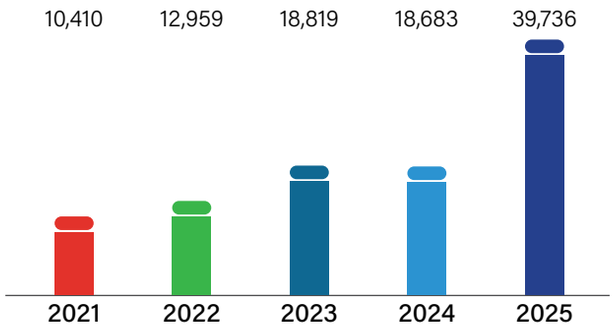
REMITTANCE

(BDT in million)



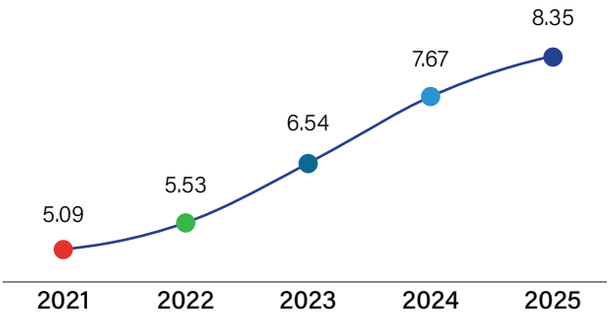
GUARANTEE BUSINESS

(BDT in million)



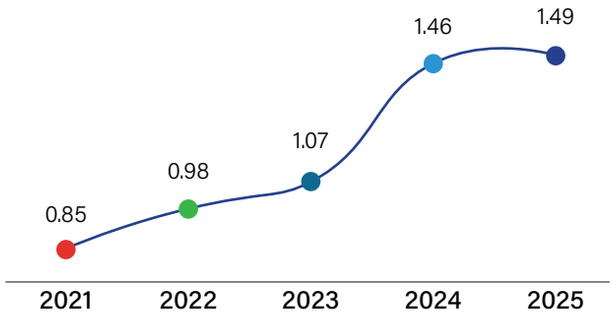
COST OF FUND

(in %)



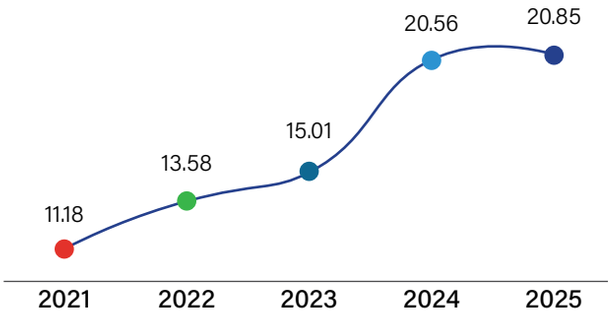
RETURN ON ASSETS

(in %)



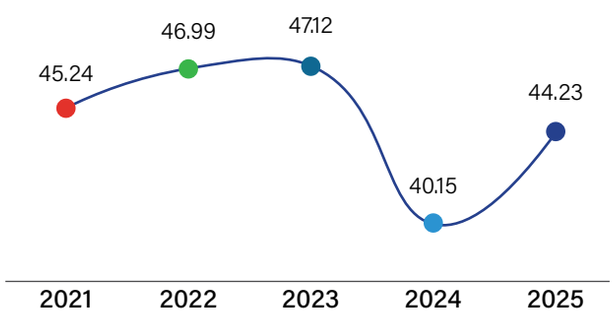
RETURN ON EQUITY

(in %)



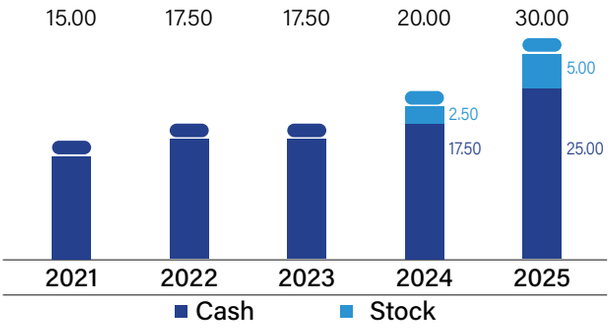
COST-INCOME RATIO

(in %)



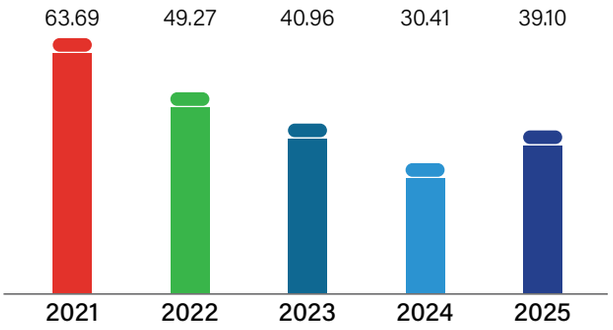
DIVIDEND

(in %)



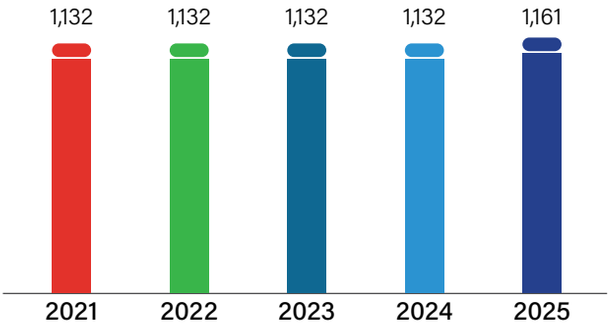
DIVIDEND PAY-OUT RATIO

(in %)



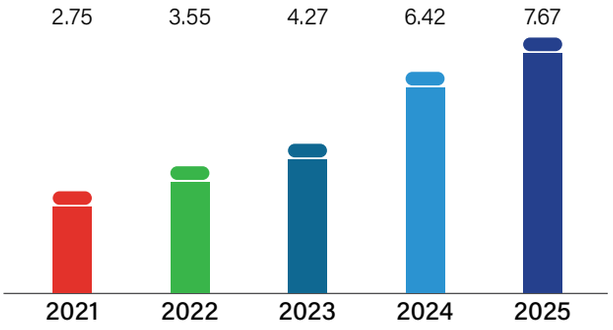
NO. OF SHARES

(in million)



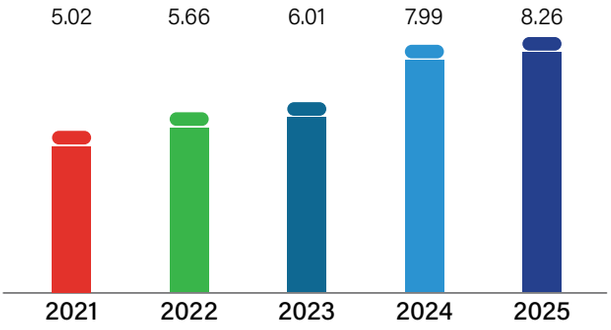
EARNINGS PER SHARE

(BDT)



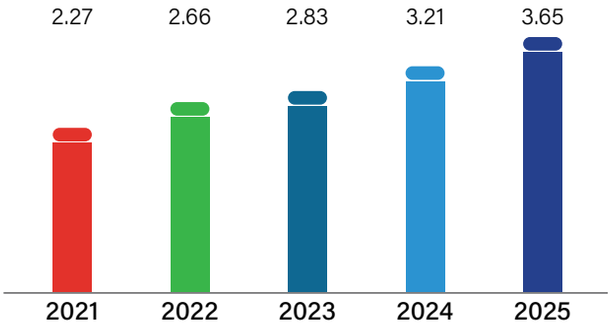
OPERATING INCOME PER EMPLOYEE

(BDT in million)



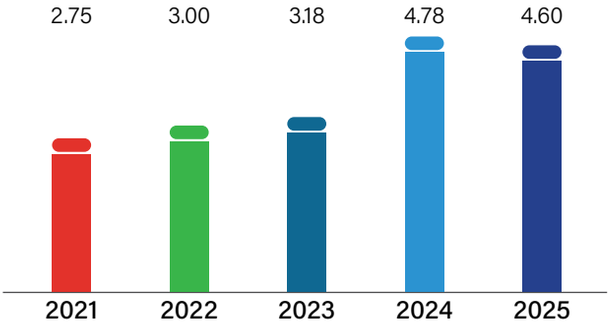
OPERATING COST PER EMPLOYEE

(BDT in million)



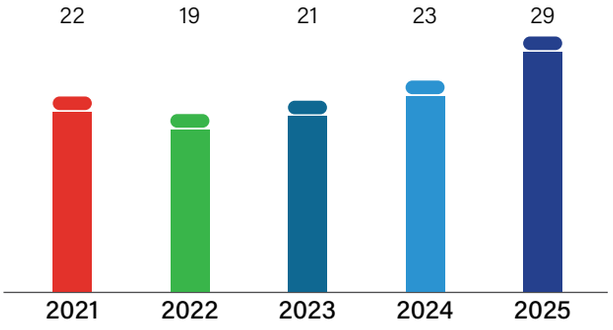
OPERATING PROFIT PER EMPLOYEE

(BDT in million)

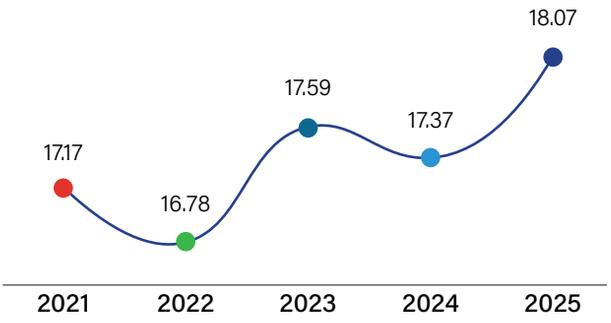


MARKET PRICE PER SHARE

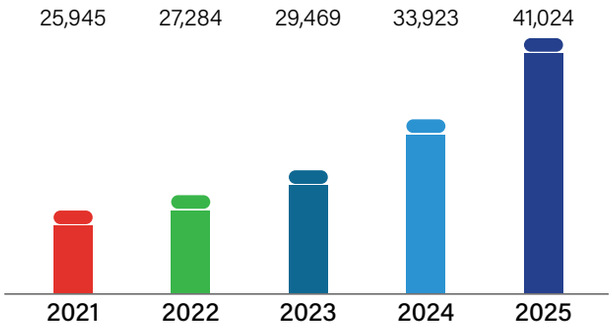
(BDT)



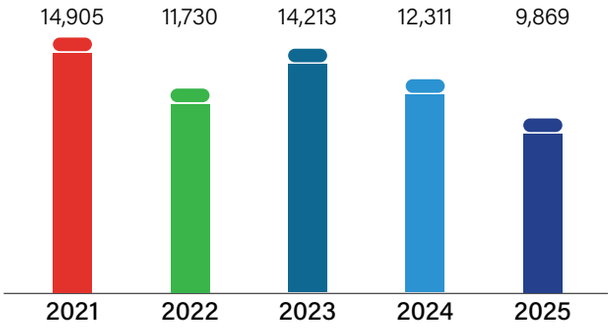
TOTAL CAPITAL TO RISK WEIGHTED ASSET RATIO (in %)



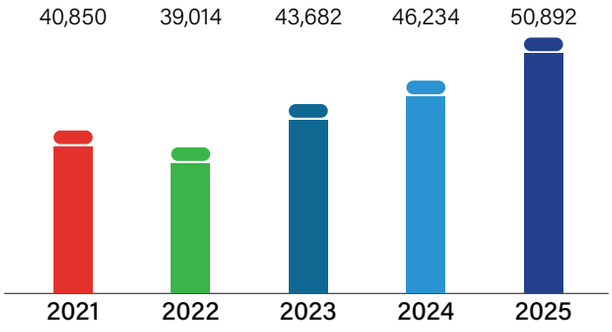
TIER-1 CAPITAL (BDT in million)



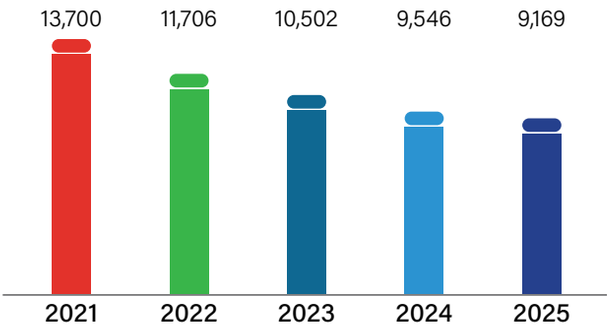
TIER-2 CAPITAL (BDT in million)



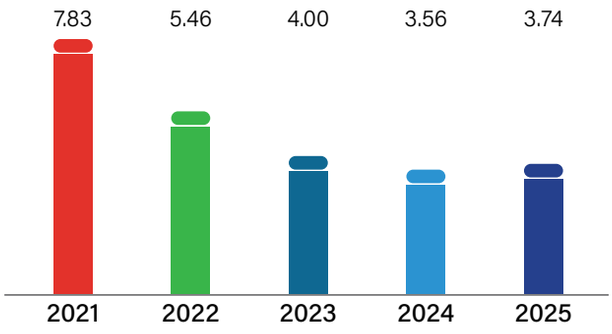
REGULATORY CAPITAL (BDT in million)



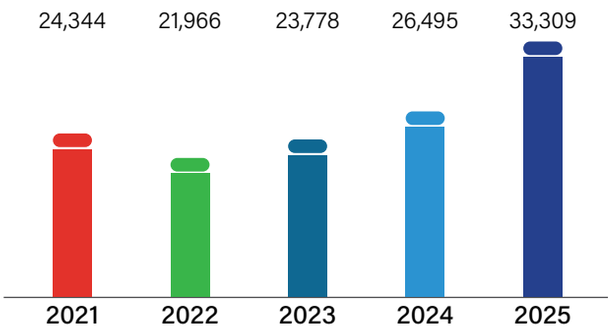
NO. OF SHAREHOLDERS (in number)



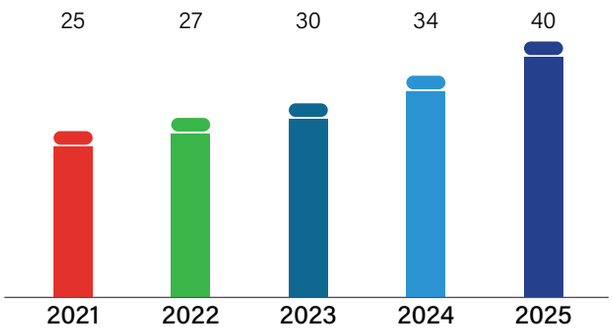
PRICE EARNING RATIO (times)



MARKET CAPITALIZATION (BDT in million)



NET ASSET VALUE PER SHARE (BDT)



VERTICAL ANALYSIS

Balance Sheet

BDT (in million)

Particulars	2025	%	2024	%	2023	%	2022	%	2021	%
Loans and advance	353,255	54.43%	343,458	62.66%	315,293	66.90%	296,481	68.69%	263,015	67.77%
Property plant and equipment	7,607	1.17%	6,977	1.27%	6,759	1.43%	7,111	1.65%	6,547	1.69%
Total assets	648,977	100.00%	548,118	100.00%	471,285	100.00%	431,604	100.00%	388,100	100.00%
Deposits and other accounts	444,943	68.56%	358,868	65.47%	305,269	64.77%	265,841	61.59%	243,070	62.63%
Shareholders' equity	46,394	7.15%	39,020	7.12%	33,614	7.13%	30,863	7.15%	28,377	7.31%

Profit and Loss Account

BDT (in million)

Particulars	2025	%	2024	%	2023	%	2022	%	2021	%
Interest income / profit on investments	32,987	60.24%	31,118	68.04%	24,177	74.03%	18,197	69.10%	14,852	68.01%
Interest / profit paid on deposits, borrowings, etc.	(29,222)	-53.37%	(21,896)	-47.88%	(14,894)	-45.60%	(9,834)	-37.34%	(6,789)	-31.09%
Net interest / net profit on investments	3,766	6.88%	9,222	20.16%	9,284	28.43%	8,363	31.76%	8,063	36.92%
Investment income	17,295	31.59%	10,276	22.47%	5,129	15.70%	3,908	14.84%	4,115	18.84%
Commission, exchange and brokerage	2,919	5.33%	2,934	6.41%	1,904	5.83%	3,177	12.06%	1,865	8.54%
Other operating income	1,556	2.84%	1,406	3.08%	1,450	4.44%	1,054	4.00%	1,006	4.61%
Total operating income	25,535	46.63%	23,837	52.12%	17,767	54.40%	16,502	62.66%	15,049	68.91%
Salary expenses	6,257	11.43%	5,607	12.26%	4,936	15.11%	4,518	17.16%	4,104	18.79%
Other operating expenses	5,036	9.20%	3,963	8.67%	3,436	10.52%	3,236	12.29%	2,704	12.38%
Total operating expenses	11,293	20.62%	9,571	20.93%	8,372	25.63%	7,754	29.44%	6,809	31.18%
Operating profit	14,242	26.01%	14,267	31.20%	9,395	28.76%	8,748	33.22%	8,241	37.74%
Provision for loans and advance & other assets	1,562	2.85%	2,186	4.78%	2,574	7.88%	2,517	9.56%	2,644	12.11%
Total profit / (loss) before taxes	12,679	23.16%	12,081	26.42%	6,821	20.88%	6,232	23.66%	5,596	25.63%
Provision for tax	3,775	6.89%	4,635	10.14%	1,983	6.07%	2,210	8.39%	2,485	11.38%
Net profit after taxation	8,904	16.26%	7,446	16.28%	4,838	14.81%	4,022	15.27%	3,111	14.25%

HORIZONTAL ANALYSIS

Balance Sheet

BDT (in million)

Particulars	2025	25 vs 24	2024	24 vs 23	2023	23 vs 22	2022	22 vs 21	2021	21 vs 20
Loans and advance	353,255	2.85%	343,458	8.93%	315,293	6.34%	296,481	12.72%	263,015	13.17%
Property plant and equipment	7,607	9.03%	6,977	3.21%	6,759	-4.94%	7,111	8.61%	6,547	2.75%
Total assets	648,977	18.40%	548,118	16.30%	471,285	9.19%	431,604	11.21%	388,100	12.26%
Deposits and other accounts	444,943	23.99%	358,868	17.56%	305,269	14.83%	265,841	9.37%	243,070	4.31%
Shareholders' equity	46,394	18.90%	39,020	16.08%	33,614	8.91%	30,863	8.76%	28,377	4.12%

Profit and Loss Account

Particulars	2025	25 vs 24	2024	24 vs 23	2023	23 vs 22	2022	22 vs 21	2021	21 vs 20
Interest income / profit on investments	32,987	6.01%	31,118	28.71%	24,177	32.86%	18,197	22.53%	14,852	-6.67%
Interest / profit paid on deposits, borrowings, etc.	(29,222)	33.46%	(21,896)	47.02%	(14,894)	51.45%	(9,834)	44.86%	(6,789)	-34.34%
Net interest / net profit on investments	3,766	-59.17%	9,222	-0.67%	9,284	11.01%	8,363	3.73%	8,063	44.66%
Investment income	17,295	68.31%	10,276	100.34%	5,129	31.26%	3,908	-5.04%	4,115	-10.18%
Commission, exchange and brokerage	2,919	-0.51%	2,934	54.10%	1,904	-40.08%	3,177	70.32%	1,865	8.86%
Other operating income	1,556	10.61%	1,406	-3.02%	1,450	37.58%	1,054	4.75%	1,006	28.24%
Total operating income	25,535	7.12%	23,837	34.17%	17,767	7.66%	16,502	9.65%	15,049	18.94%
Salary expenses	6,257	11.59%	5,607	13.59%	4,936	9.25%	4,518	10.08%	4,104	-0.23%
Other operating expenses	5,036	27.07%	3,963	15.35%	3,436	6.18%	3,236	19.65%	2,704	-4.44%
Total operating expenses	11,293	18.00%	9,571	14.31%	8,372	7.97%	7,754	13.88%	6,809	-1.95%
Operating profit	14,242	-0.18%	14,267	51.86%	9,395	7.39%	8,748	6.16%	8,241	44.34%
Provision for loans and advance & other assets	1,562	-28.53%	2,186	-15.08%	2,574	2.28%	2,517	-4.84%	2,644	54.55%
Total profit / (loss) before taxes	12,679	4.95%	12,081	77.12%	6,821	9.45%	6,232	11.35%	5,596	39.97%
Provision for tax	3,775	-18.56%	4,635	133.74%	1,983	-10.26%	2,210	-11.09%	2,485	12.91%
Net profit after taxation	8,904	19.59%	7,446	53.91%	4,838	20.28%	4,022	29.28%	3,111	73.12%

SIX-YEAR FINANCIAL TREND

(BDT in million except ratios)

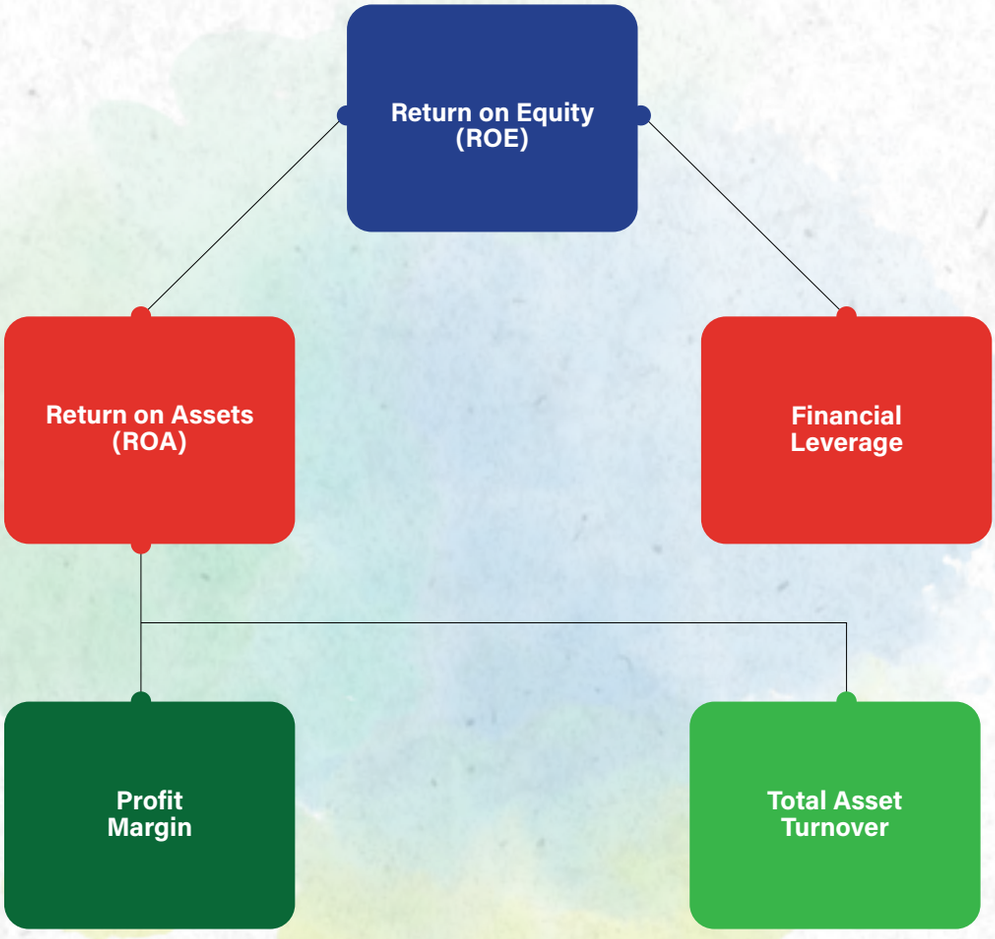
Result of Operation	2025	2024	2023	2022	2021	2020
Interest income	32,987	31,118	24,177	18,197	14,852	15,913
Interest expenses	29,222	21,896	14,894	9,834	6,789	10,339
Net interest income	3,766	9,222	9,284	8,363	8,063	5,574
Investment income	17,295	10,276	5,129	3,908	4,115	4,581
Commission, exchange and brokerage	2,919	2,934	1,904	3,177	1,865	1,714
Other Operating Income	1,556	1,406	1,450	1,054	1,006	785
Operating income	25,535	23,837	17,767	16,502	15,049	12,653
Operating expenses	11,293	9,571	8,372	7,754	6,809	6,944
Operating profit	14,242	14,267	9,395	8,748	8,241	5,709
Provision for loans and assets	1,562	2,186	2,574	2,517	2,644	1,711
Net profit before tax	12,679	12,081	6,821	6,232	5,596	3,998
Tax including deferred tax	3,775	4,635	1,983	2,210	2,485	2,201
Net profit after tax	8,904	7,446	4,838	4,022	3,111	1,797
Balance Sheet						
Authorized capital	25,000	25,000	25,000	25,000	25,000	25,000
Paid-up capital	11,606	11,323	11,323	11,323	11,323	11,323
Shareholders' equity	46,394	39,020	33,614	30,863	28,377	27,254
Deposits	444,943	358,868	305,269	265,841	243,070	233,028
Loans and advances	353,255	343,458	315,293	296,481	263,015	232,400
Investments	195,384	129,611	86,346	69,211	59,144	54,881
Property, plant and equipment	7,607	6,977	6,759	7,111	6,547	6,372
Total assets	648,977	548,118	471,285	431,604	388,100	345,724
Total liabilities	602,583	509,099	438,121	400,656	359,723	318,470
Other Business						
Import	326,362	240,586	189,782	199,737	223,419	147,811
Export	254,280	231,417	192,727	206,693	154,746	118,091
Remittance	63,677	37,258	42,230	46,786	38,710	49,267
Guarantee Business	39,736	18,683	18,819	12,959	10,410	14,894
No. of Foreign Correspondents	558	578	580	596	594	632
Liquidity Measures						
Long-term liabilities	272,273	235,950	183,662	162,679	170,008	160,503
Current liabilities	330,310	273,361	254,458	238,426	189,982	158,234
Earning assets	550,582	470,679	402,898	365,215	327,996	289,800
Current assets	369,414	302,626	256,740	228,768	211,609	190,528
Net current assets	39,103	29,265	2,282	(9,658)	21,627	32,295
Credit-deposit ratio (Conventional)	68.28	78.10	79.35	85.30	83.99	79.50
Credit-deposit ratio (Islamic)	39.07	62.15	87.38	86.16	84.24	68.61
Current Ratio (percent)	1.12	1.11	1.01	0.96	1.11	1.20
Gearing Ratio (percent)	85.44	85.88	84.00	83.43	85.05	84.80
Total loan to total assets (percent)	54.43	62.66	66.90	68.69	67.77	67.22
SME credit portfolio to total loan (percent)	3.99	8.58	10.49	11.48	12.90	12.53
Recovery ratio of written-off loans (percent)	3.28	3.15	2.25	1.14	0.80	2.22
Quick Ratio (percent)	1.12	1.11	1.01	0.96	1.11	1.20
Interest coverage ratio (percent)	143.39	155.17	145.80	163.37	182.43	138.67
Liquid asset to total deposit (percent)	54.64	43.67	37.46	24.87	23.36	33.33
Liquid asset to short term liability (percent)	36.80	57.34	44.94	27.78	29.92	49.17
CRR Held (percent)	8.15%	5.43%	4.15%	4.12%	4.16%	4.33%
SLR Held (percent)	42.84%	30.99%	25.42%	20.66%	23.29%	24.64%
Debt Equity Ratio (percent)	12.99	13.12	12.53	12.42	12.68	11.69

(BDT in million except ratios)

Capital Measures	2025	2024	2023	2022	2021	2020
Total risk weighted assets	281,593	266,198	248,353	232,470	237,968	236,220
Tier-1 Capital	41,024	33,923	29,469	27,284	25,945	25,105
Tier-2 Capital	9,869	12,311	14,213	11,730	14,905	15,707
Total capital	50,892	46,234	43,682	39,014	40,850	40,812
Tier-1 Ratio (percent)	14.57	12.74	11.87	11.74	10.90	10.63
Tier-2 Ratio (percent)	3.50	4.62	5.72	5.05	6.26	6.65
Capital to Risk Weighted Asset Ratio (percent)	18.07	17.37	17.59	16.78	17.17	17.28
Leverage Ratio (percent) under Basel-III	5.84	5.59	5.73	5.72	5.71	6.23
Liquidity Coverage Ratio (LCR)	329.48	238.89	163.14	131.3	128.5	174.68
Net Stable Funding Ratio (NSFR)	124.72	121.89	113.67	112.29	116.89	124.65
Operating Performance Ratio (%)						
Net interest margin (NIM)	1.07	2.78	3.00	2.93	3.18	2.45
Gross profit ratio	46.63	52.12	54.40	62.66	68.91	55.03
Cost-income ratio	44.23	40.15	47.12	46.99	45.24	54.88
Cost of Deposit (Daily average)	5.67	4.73	3.61	3.07	2.6	4.07
Cost of Fund	8.35	7.67	6.54	5.53	5.09	6.68
Yield on average advance (Daily average)	9.80	9.70	8.06	6.57	6.27	7.38
Spread	4.13	4.97	4.45	3.50	3.67	3.31
Earning asset to total assets (average)	85.31	85.08	84.41	83.88	83.78	82.60
Return on average assets (ROA)	1.49	1.46	1.07	0.98	0.85	0.54
Return on average equity (ROE)	20.85	20.56	15.01	13.58	11.18	6.67
Return on capital employed	4.47	5.19	4.29	4.49	4.12	3.02
Asset Quality						
Non-performing loans (NPLs)	9,631	14,489	11,168	10,132	12,713	8,034
NPLs to total loans and advances (percent)	2.73	4.22	3.54	3.42	4.83	3.46
Provision for unclassified loans and advance	5,013	6,755	7,527	6,744	8,542	8,449
Provision for classified loans and advance	9,532	10,519	9,270	7,480	5,312	3,677
NPL Coverage	151%	119%	150%	140%	109%	151%
Share Information						
Market price per share (BDT)	28.70	23.40	21.00	19.40	21.50	17.10
No. of shares outstanding (in million)	1,161	1,132	1,132	1,132	1,132	1,132
No. of shareholders	9,169	9,546	10,502	11,706	13,700	12,072
Earnings per share (BDT)	7.67	6.42	4.27	3.55	2.75	1.59
Dividend (percent)	5 B, 25 C	2.5 B, 17.5 C	17.5 C	17.5 C	17.5 C	15 C
Dividend yield (percent)	10.45	8.55	8.33	9.02	8.14	8.77
Dividend pay-out ratio (percent)	39.10	30.41	40.96	49.27	63.69	94.51
Market capitalization (BDT in million)	33,309	26,495	23,778	21,966	24,344	19,362
Net asset value per share (BDT)	39.97	34.27	29.69	27.26	25.06	24.07
Price earning ratio (times)	3.74	3.56	4.00	5.46	7.83	10.77
Operating Profit per share	1.55	1.49	0.89	0.75	0.60	0.47
Other Information						
No. of branches	147	147	146	146	146	146
Number of ATM	159	154	153	151	152	160
No. of employees	3093	2985	2958	2913	2997	3,090
Profit per employee (BDT in million)	4.60	4.78	3.18	3.00	2.75	1.85

DUPONT ANALYSIS

DuPont analysis is a method that includes a thorough review of a company's Return on Equity (ROE), as well as an analysis of its Net Profit Margin, Asset Turnover, and Financial Leverage. More comprehensive perspective of the return on equity of the company's earnings is provided by the DuPont Analysis. Management uses this analysis to take a number of strategic and operational decisions.



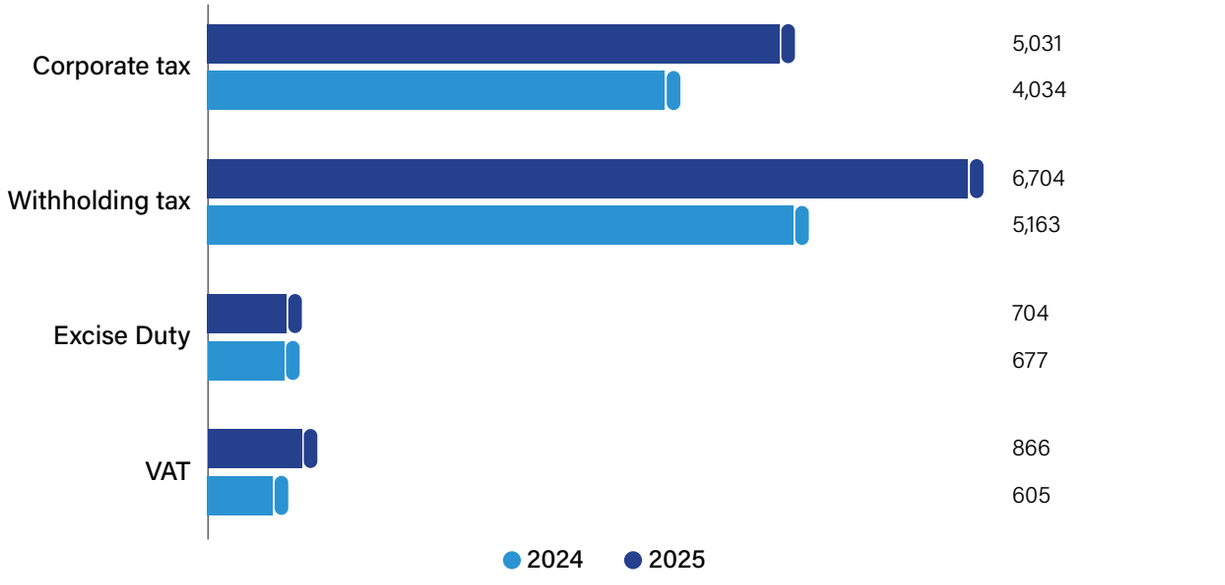
Particulars	2025	2024
Net Profit Margin (PAT/Total Income)	16.26%	16.28%
Total Asset Turnover (Total Income/Average Assets)	2.29%	2.24%
Return on Asset (PAT/Average Equity)	1.49%	1.46%
Financial Leverage (Average Asset/Average Equity)	14.02%	14.03%
Return on Equity (PAT/Average Equity)	20.85%	20.56%

CONTRIBUTION TO NATIONAL EXCHEQUER

Being a responsible and tax abiding pays corporate tax on time, now and then even before it falls due. We deposit withheld tax and VAT to govt. exchequer on time deducted from employees' salary as well as payment to customers and vendors. Following graph shows our contribution:

GOVERNMENT EXCHEQUER

(BDT in million)



(BDT in million)

Government Exchequer	2025	2024
VAT	866	605
Excise Duty	704	677
Withholding tax	6,704	5,163
Corporate tax	5,031	4,034

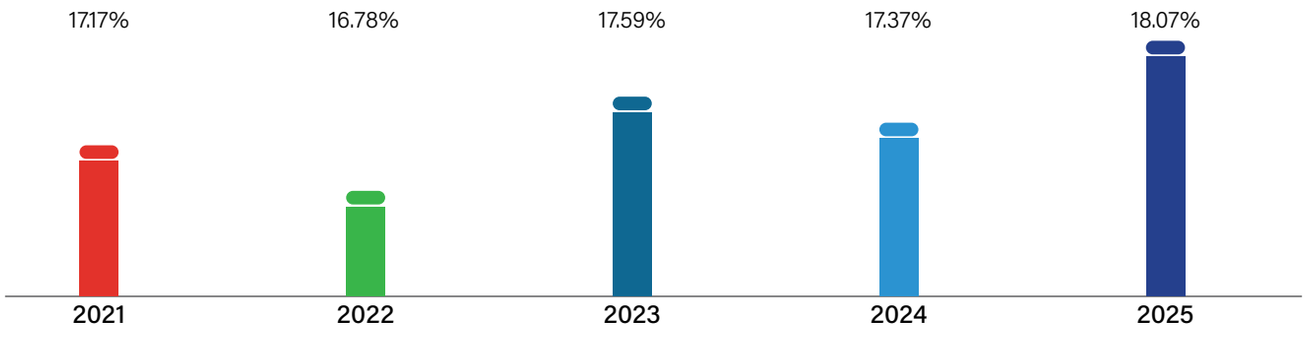
CAPITAL ADEQUACY REPORT

In accordance with the regulatory framework applicable to scheduled banks in Bangladesh, the Capital to Risk-Weighted Assets Ratio (CRAR) is computed under the "Revised Guidelines on Risk-Based Capital Adequacy (RBCA)" issued by Bangladesh Bank in December 2014, as subsequently amended through relevant circulars. The framework requires banks to maintain a minimum CRAR of 12.50%, which incorporates a 2.50% Capital Conservation Buffer. This prudential requirement is aimed at enhancing the resilience of the banking sector and strengthening stakeholder confidence in sound capital management and risk governance practices.

BDT (in million)

Particulars	31.12.2025	31.12.2024
Tier-1 Capital		
i. Common Equity Tier -1 Capital (CET-1)		
Paid up capital	11,605.91	11,322.83
Share Premium	1,211.88	1,211.88
Statutory reserve	12,889.26	10,353.41
General reserve	-	-
Dividend equalization reserve	-	-
Retained Earnings	19,637.07	15,677.80
Less: Regulatory adjustments	4,320.50	4,642.91
ii. Additional Tier-1 Capital (AT-1)		
Non-cumulative irredeemable preference shares		
Instruments issued by the banks that meet the qualifying criteria for AT1		
Others (if any approved by Bangladesh Bank)		
Less: Regulatory adjustments from AT-1 Capital		
A.Total Tier-1 Capital	41,023.62	33,923.01
Tier-2 Capital		
General provision	7,468.88	9,311.39
Subordinated debt	2,400.00	3,000.00
Less: Regulatory adjustments		
B.Total Tier-2 Capital	9,868.88	12,311.39
C.Total Regulatory Capital - [A+B]	50,892.50	46,234.40
D.Total Risk Weighted Assets (RWA)	281,593.21	266,198.08
E.Capital to Risk Weighted Assets Ratio (CRAR) - [C/D]	18.07%	17.37%
Tier-1 Capital to RWA	14.57%	12.74%
Tier-2 Capital to RWA	3.50%	4.63%

CAPITAL ADEQUACY AND LIQUIDITY



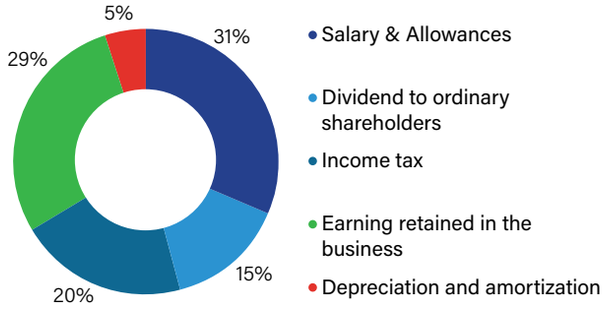
VALUE ADDED STATEMENT

The Value Added Statement presents a comprehensive overview of the total value generated by the Bank and its subsequent distribution among key stakeholders. Prime Bank PLC. plays a constructive role in socio-economic development by remunerating employees through salaries and benefits, delivering consistent and attractive dividends to capital providers, contributing to regulatory authorities through tax payments, and simultaneously supporting its ongoing expansion and sustainable business growth.

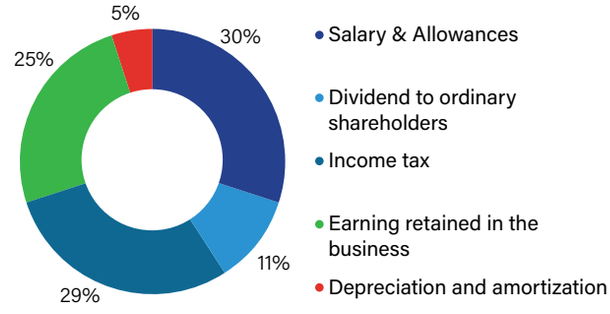
BDT (in million)

Value added	**2025**	**%**	**2024**	**%**
Net interest income	3,766	18.94	9,222	49.55
Commission, exchange & brokerage	2,919	14.68	2,934	15.76
Investment income	17,295	87.01	10,276	55.22
Other income	1,556	7.83	1,406	7.56
Management expenses excluding salaries & allowances, depreciation	(4,095)	(20.60)	(3,042)	(16.35)
Provision for doubtful losses	(1,562)	(7.86)	(2,186)	(11.75)
Total value added by the company	**19,878**	**100.00**	**18,610**	**100.00**
Value added contributed to-				
Employees:				
As salaries and allowance	6,257	31.48	5,607	30.13
Provider of capital:				
Dividend to shareholders	2,901	14.60	1,981	10.65
Government:				
Corporate tax	4,085	20.55	5,399	29.01
To expansion and growth:				
Retained income	5,692	28.64	4,700	25.26
Depreciation	941	4.74	922	4.95
Total distribution by the company	**19,878**	**100.00**	**18,610**	**100.00**

WEALTH DISTRIBUTION 2025



WEALTH DISTRIBUTION 2024



ECONOMIC VALUE ADDED STATEMENT

Economic value added (EVA) is the financial performance measure that attempts to measure the true economic profit of an organization. It provides a measurement of a company's economic success (or failure) over a period of time. Such a metric is useful for investors who wish to determine how well a company has added value for its investors and it can be compared against company's peers for a quick analysis of how well the company is operating in its industry. Economic value added is calculated by taking a company's net profit after tax, adding with it, the amount of provision charged against profit to absorb the losses inherent in the investments. EVA is calculated as under:

BDT (in million)

For the year ended	2025	2024
Shareholders' equity at year end	46,394	39,020
Accumulated provision against loans & advances	14,545	17,275
Average shareholders' equity	58,616	53,352
Cost of equity (%)	12.71%	13.99%
Economic value added		
Net profit after tax (excluding provision)	10,467	9,632
Less: Cost of equity	7,450	7,464
Total	**3,017**	**2,168**
Key ratios		
EVA/Operating revenue (%)	11.81	9.09
EVA/Average shareholders' equity (%)	5.15	4.06
Net profit after tax/Operating revenue (%)	34.87	31.24

MARKET VALUE ADDED STATEMENT

Unlike EVA, which measures internal performance, market value added (MVA) is a measure of external performance that indicate how the market has evaluated the company's performance in terms of market value of shares compared to book value of shares. MVA is the difference between the market value of equity of a company and the book value of equity invested in the company. A positive MVA indicates that the company could add value to shareholders wealth. The following statement indicates the MVA at the year ended on 31 December of 2025 and 2024 :

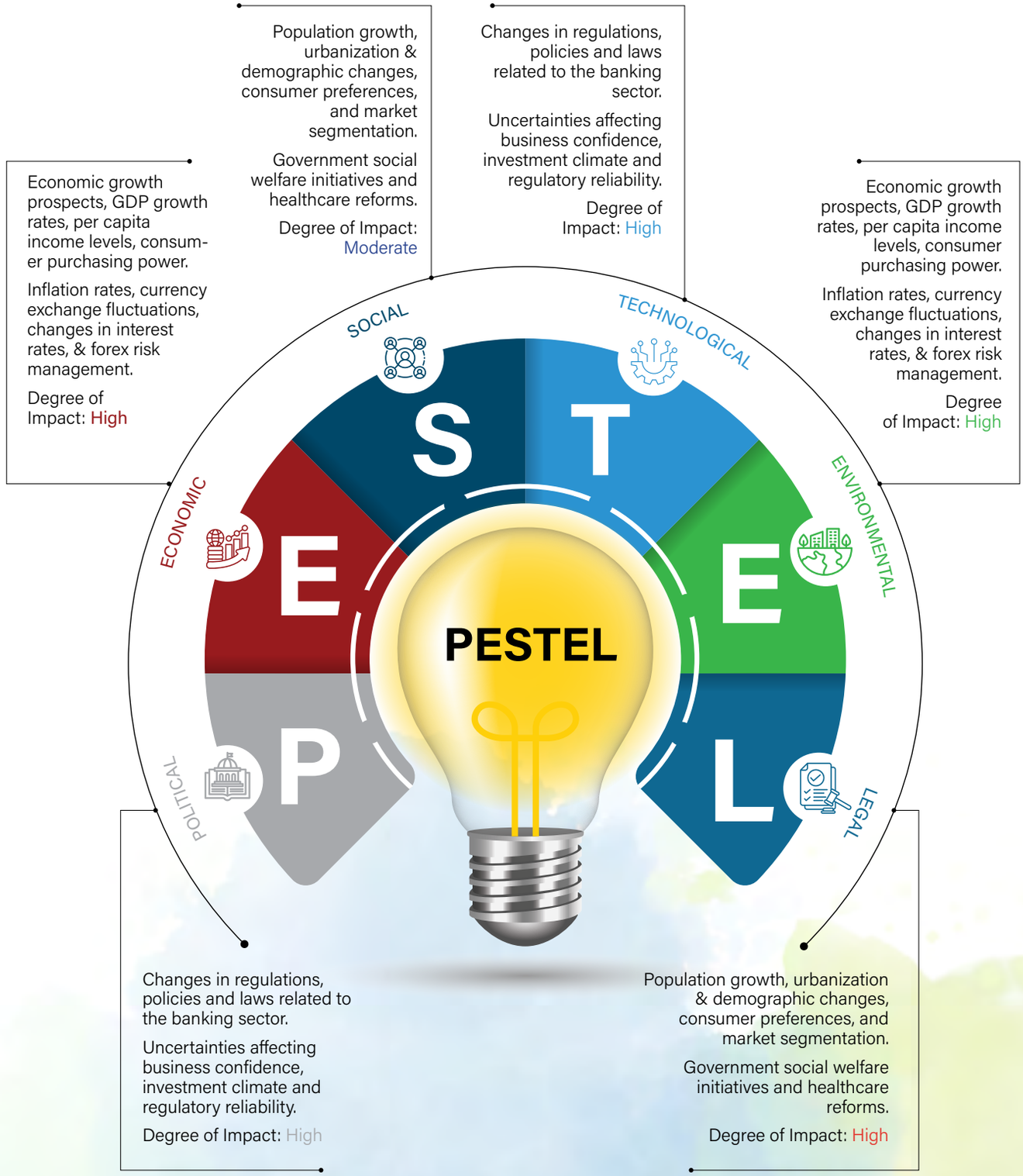
BDT (in million)

Particulars	2025	2024
Face value per share (Tk)	10.00	10.00
Market value per share (Tk)	28.70	23.40
Market value of shares outstanding	33,308.95	26,495.43
Book value of shares outstanding	11,605.91	11,322.83
Market value added	**21,703.04**	**15,172.60**

PESTEL ANALYSIS

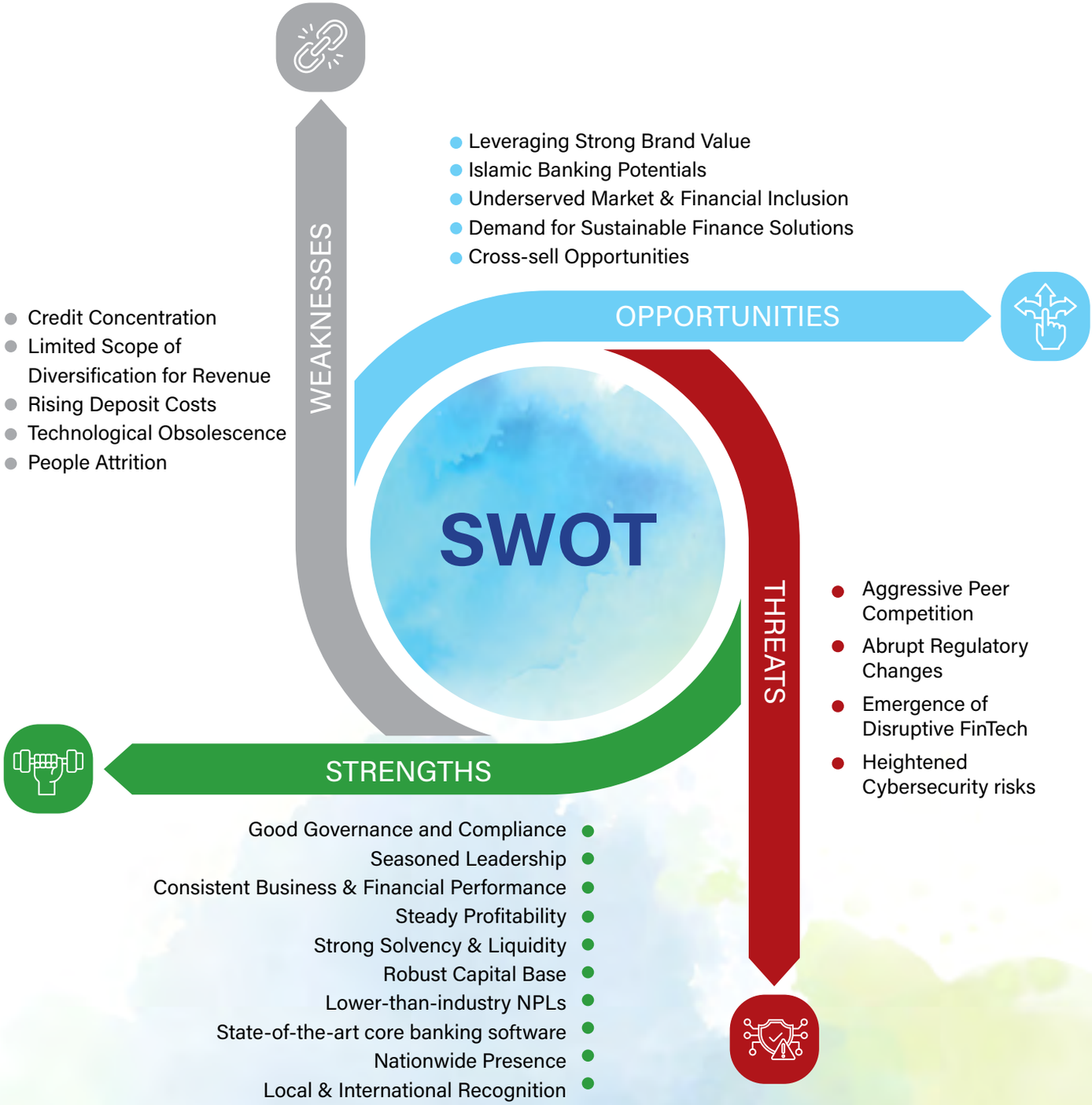
The PESTEL analysis is used to evaluate, analyze and monitor the macro-environmental factors that have an impact on the bank and can influence the operations & strategic decisions of the Bank.

By considering these political, economic, social, technological, environmental and legal factors, the Bank will be able to assess external opportunities and threats, take informed strategic decision-making, and navigate the business environment rapidly and more effectively.



SWOT ANALYSIS

The SWOT analysis is used to examine Bank's strengths, weaknesses, opportunities, and threats taking into consideration both key qualitative & quantitative factors. It serves as a strategic compass for setting direction towards achieving goals & missions and also map its position in the banking industry & thwart competitive pressures.



GOING CONCERN REPORT

The assessment of going concern constitutes a core element of financial governance and prudential oversight, aimed at determining whether an institution possesses the capacity to continue its operations in the foreseeable future without material uncertainty or risk of cessation. For Prime Bank PLC., the evaluation for the year 2025 has been undertaken in the context of an evolving macroeconomic environment marked by inflationary pressures, exchange rate volatility, and increasingly stringent regulatory expectations. The review covered Bank's financial strength, capital adequacy, liquidity position, risk management framework, regulatory compliance, and strategic resilience.

The assessment confirms that Prime Bank PLC. continues to operate as a sound, stable, and solvent financial institution, with sufficient capacity to meet its obligations in a timely manner while sustaining its long-term growth objectives. Throughout 2025, the Bank maintained a strong capital position, with its Capital Adequacy Ratio remaining well above the regulatory minimum prescribed by Bangladesh Bank, thereby demonstrating robust loss-absorbing capacity. Both Tier-1 and Tier-2 capital were further strengthened through retained earnings and a disciplined approach to capital distribution, reinforcing long-term financial stability. Profitability remained steady, supported by diversified income streams arising from corporate banking, SME financing, retail banking, and expanding digital financial services.

Asset quality was effectively contained through prudent credit risk management, strengthened underwriting standards, and enhanced recovery strategies. The non-performing loan ratio remained within controlled parameters, supported by early warning systems, proactive account monitoring, and structured resolution frameworks for stressed assets. Adequate provisioning was maintained against classified exposures, ensuring sufficient buffers against potential credit deterioration.

Liquidity indicators, including the Liquidity Coverage Ratio (LCR) and Net Stable Funding Ratio (NSFR), remained comfortably above regulatory thresholds, reflecting a stable and well-managed liquidity profile. The Bank continued to maintain a diversified and cost-efficient deposit base, reducing reliance on volatile or high-cost funding sources and thereby enhancing funding stability.

In response to prevailing market uncertainties, the Bank maintained disciplined asset-liability management practices, supported by prudent hedging strategies and continuous monitoring of foreign exchange exposures. These measures contributed to the containment of market risk and supported earnings stability amid external volatility.

From a regulatory and governance perspective, Prime Bank PLC. maintained full compliance with applicable requirements, including Basel III capital standards, Bangladesh Bank directives, AML & CFT regulations and the Corporate Governance Code. Internal control systems were further strengthened through enhanced automation, data-driven monitoring, and real-time audit oversight, thereby improving transparency, accountability, and operational efficiency. The Board and Management continued to adopt a forward-looking approach through periodic stress testing, scenario analysis, and contingency planning.

Strategically, the Bank's continued emphasis on digital transformation, SME development, and green financing has reinforced its long-term sustainability profile. Investments in fintech-enabled platforms, agent banking expansion, and cybersecurity infrastructure have improved service delivery and operational resilience. The integration of Environmental, Social and Governance (ESG) considerations into business strategy has further strengthened stakeholder confidence and aligned the Bank with global sustainable banking practices.

In conclusion, the 2025 going concern assessment indicates no material uncertainty that would cast doubt on the ability of Prime Bank PLC. to continue as a going concern. The Bank's strong capital base, prudent risk governance, stable liquidity position, regulatory compliance discipline, and adaptive strategic framework collectively affirm its resilience and sustainability. This position is duly supported by the confirmations of the Board of Directors and the external auditors, affirming the Bank's continued financial stability and operational continuity.

Financial Solvency and Capital

Capital Adequacy Ratio (CAR)
Capital Buffers
Revenue Growth

Asset Quality and Liquidity

Non-Performing Loans (NPL)
Liquidity Metrics
Loan Provisioning

Risk Management and Compliance

Regulatory Adherence
Market Resilience
Internal Controls

Strategic Outlook

Digital Transformation
Sustainability Focus

SIX CAPITALS

The International Integrated Reporting Council (IIRC) identifies six categories of capital which help an organization to create value: financial, manufactured, intellectual, human, social and relationship, and natural.

Financial Capital

The pool of funds that is:

- Available to an organization for use in the production of goods or the provision of services
- Obtained through financing, such as debt, equity, or grants, or generated through operations or investments

OUTPUT

- NPAT BDT 8,904 million
- CAR 18.07%
- NPL 2.73%
- Cost to Income Ratio 40.15%

Manufactured Capital

Manufactured physical objects that are available to an organization for use in the production of goods or the provision of services, including:

- Buildings
- Machinery and equipment
- Infrastructure (e.g., roads, ports)

Manufactured capital is often created by one or more other organizations (not the reporting organization) but can also include assets manufactured by the reporting organization where these are retained for its own use.

OUTPUT

- Increased Productivity
- Increased Benefits
- Improved Work-life Balance
- Career Advancement

Human Capital

People's competencies, capabilities and experience, and their motivations to innovate, including their:

- Alignment with, and support for, an organization's governance framework and risk management approach, and ethical values, such as recognition of human rights
- Ability to understand, develop and implement an organization's strategy
- Loyalties and motivations for improving processes, goods and services, including their ability to lead, manage and collaborate

OUTPUT

- Improved Economies of Scale
- Increased Reach
- Smoother Operation



Intellectual Capital

Organizational, knowledge-based intangibles, including:

- Intellectual property, such as patents, copyrights, and licenses
- 'Organizational capital' such as tacit knowledge, systems, procedures, and protocols
- Intangibles associated with the brand and reputation that an organization has developed

OUTPUT

- Increased Efficiency Through Process
- Enhancement New Products and Services

Social & Relationship Capital

The institutions and relationships established within and between each community, group of stakeholders and other networks (and an ability to share information) to enhance individual and collective well-being.

Social and relationship capital includes:

- Shared norms, and common values and behaviors
- Key relationships, and the trust and willingness to engage, that an organization has developed, and strives to build and protect, with customers, suppliers, business partners, and other external stakeholders
- An organization's social license to operate (eg approval from regulators, appropriate risk management and governance practices)

OUTPUT

- Dividends Paid in 2024 BDT 1,981.50 Million
- 990,790+ Customers

Natural Capital

All renewable and non-renewable environmental stocks that provide goods and services that support the current and future prosperity of an organization. Natural capital includes:

- Air, water, land, forests, and minerals
- Biodiversity and ecosystem health

OUTPUT

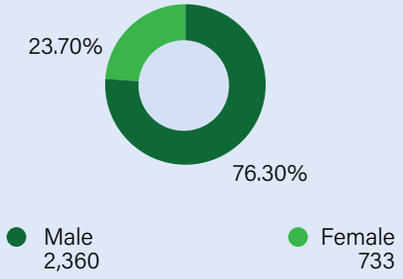
- Reduction of Carbon Footprint
- Green Banking Portfolio Increased



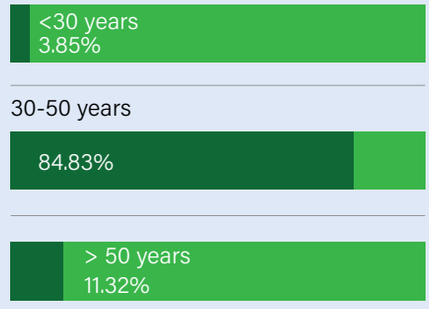
HUMAN RESOURCES ACCOUNTING

WORKFORCE DIVERSITY

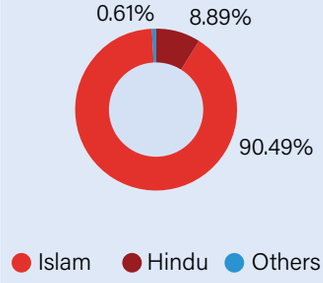
GENDER DIVERSITY
Total Staff (3,093)



AGE DISTRIBUTION



RELIGIOUS DIVERSITY



COMPENSATION & BENEFITS

TRANSPORT | LOANS | WELL-BEING | ALLOWANCES | EDUCATION

CULTURE & SAFETY

WHISTLEBLOWER PROTECTION | PARENTAL SUPPORT | WORK-LIFE BALANCE

LEARNING & DEVELOPMENT

- Functional Competencies
- Leadership Skills
- Financial Market Risks
- Total Training Participants: 13,308

2025 AT A GLANCE

TOTAL EMPLOYEES: **3,093**

NEW RECRUITS: 255

Male **80.7%** | Female **19.3%**

TURNOVER RATE: **4.74%**

Motivated and Engaged Employees

Prime Bank has a diverse group of motivated and engaged employees. From experience it knows that if employees are properly empowered, they become more engaged and go extra miles to fulfil organization's ambition. Engaged employees are likely to take more responsibility and embrace accountability which helps to achieve the sustainability strategies. The Bank has positioned itself with a performance-driven rewarding work culture; where employees are treated with respect and receive plenty of development opportunities. Prime Bank has a special focus on:

- Ensuring a balanced diversity
- Promoting human capital development
- Providing competitive compensation and benefits
- Promoting a performance centric culture
- Protecting human rights
- Ensuring workplace health and safety
- Ensuring equal opportunity

All the people related issues in Prime Bank are governed by the well-defined policies and procedures which are duly reviewed by the Management time to time.

Compensation & Benefits

To maintain the market competitiveness, the compensation and benefits of Prime Bank are regularly reviewed through market and peer group study. The well-crafted total rewards help the Bank to attract, motivate and retain talent.

In Prime Bank PLC., the Board of Directors is not eligible for any compensation. They are paid honorarium for attending meetings only. On the other hand, all employees are paid competitive remuneration package. The remuneration policy of the Bank does not allow any discrimination between male and female employees. In addition, employees are paid bonus based on yearly business performance.

In addition to monthly competitive base pay and a good number of allowances (e.g., House Rent allowance, Medical allowance, Conveyance allowance etc.), Prime Bank has variety of market-competitive Benefits schemes designed to motivate the employees. The various cash and non-cash benefits include:

- Company provided car for top level Executive employees
- Car allowance for all Executive level employees
- Leave fair assistance allowance
- Medical treatment allowance
- Maternity benefits
- Car loan facility
- House loan facility
- Staff loan at reduced interest rate
- House furnishing allowance
- Mobile phone allowance
- Travel allowance
- Technical allowance
- Festival bonus
- Allowance for employees' meritorious students
- Annual leave
- Maternity leave
- Study leave etc.

The Bank also provides long-term as well as retirement benefits to employees in compliance with labor law:

- Leave encashment
- Provident fund
- Gratuity benefit
- Retirement benefit
- Partial and full disability benefit
- Death benefit to family members etc.

Broadbanding Pay Structure:

The Management introduced Broadbanding Pay Structure which aims to ensure a performance driven work culture through a strategic compensation plan synced with the performance of individual employee. Since inception, Prime Bank has practiced a scale based pay structure for each grade, so to reward individual performance the new policy offers a flexible pay plan that will compensate the person, not the grade. It places an increased emphasis on encouraging employees to develop new skills and paying for the skills according to their contribution and equity. In a nutshell, broadbanding is a more flexible pay system for both the employees and for the employers where career progression takes a different route. Given that, the specific reasons behind introduction of this new pay structure is:

1. It facilitates/encourages internal /lateral movement (Through Job Rotation

2. It rewards performers than the non performers (Through Pay for Performance)

3. It puts added trust & greater autonomy in line management (Through Teamwork/ Relationship)

Moreover, the policy states that when one employee reaches the highest grade within a Band, the employee will grow further when he/she is ready to take or has taken higher responsibilities and match the criteria of the next Band.

The total compensation and benefits system of Prime Bank tracks costs and is linked with performance, while maintaining a balance with the business affordability.

Performance Management Program

Prime Bank has a comprehensive performance management program that evaluates employees' yearly performance against business targets at the year-end. In addition, their functional and leadership competencies are also rated by the line management. This appraisal process also identifies the competency gap and training needs of employees. All employees (except employees under probation or training) of the Bank undergo annual performance appraisal process. The process ensures that clear feedback on improvement points (performance and professional capabilities) is provided to employees by their Managers to promote employees' long-term career development and improved contribution to organizational performance. All regular employees undergo the annual performance and career development review.

Work-life Balance

Prime Bank wants its' employees to balance the work and personal life and has organization-wide practices and policies that actively support employees to achieve success at both work and home. Management is also open and shows flexibility in regard to a balanced work-life.

In Prime Bank, employees are entitled to sufficient annual leave and sick leave with pay. To enjoy vacation with family, Bank provides Leave Fare Assistance Allowance to employees. All female employees are eligible for Maternity Leave (Parental Leave) with pay for a period of six months. In 2025, a total of 35 female employees availed Maternity leave. After completion of the leave, they returned to work and are still continuing with the organization.

Culture

Culture plays a vital role to create a high performance environment that supports sustainability strategy implementation. Prime Bank carefully develop, shape and impact organizational culture by practicing values appropriate for the bank; defining working relationship and communication pattern between superior and subordinates; governing rules and regulations which control employees' behaviour; promoting a strong employer brand through which employees identify with the organization; maintaining effective reward system that affects employees loyalty and empowering employees to demonstrate their innovativeness not only to be competitive in the market but also to achieve a sustainable growth.

Healthy and Safe Work Environment

In Prime Bank, the physical, mental and social well-being of the employees always gets priority. Healthy, productive and motivated employees are the foundation of a successful organization. Prime Bank helps employees to assume responsibility for their own personal behaviour in health-related matters, and support health-promoting general conditions within the Company. We continuously focus on improving health and safety of employees that includes proper work place design and decoration of head office and branches, maintaining the cleanliness at work space, holding awareness session related to physical and psychosocial well-being, email communication on various health and safety related topics, sending alerts to employees on emergency situations, arranging fire drill sessions, financial support for medical care etc. Because of the nature of operations, Bank employees are not usually exposed to work-related injury, occupational diseases or fatality. Yet, the Bank remains cautious so as not to create any hazardous work condition.

Decent Workplace

Prime Bank has a decent work environment where employees can work with dignity, have the freedom to express opinions, can participate in the decision making process that affect their lives, and receive equal treatment and opportunity. The Bank is committed to ensure the best practices in compliance with the labour code of the country. Bank Management believes that the business can grow favourably if the organization enables employees through creating and maintaining a decent workplace.

In Prime Bank, employees have the right to exercise freedom of association or collective bargaining following the legal procedure of country laws. However, employees have never formed or wanted to form any collective bargaining agency. The Bank follows non-discriminatory approach in all HR policies and practices. The salary of an employee is determined based on his/her competency, experience and performance. The Bank neither employs child labour nor has any provision for forced labour. Employees have the right to resign from their employment serving proper notice period and following the internal procedures.

Ensuring a decent workplace also encompass Bank's investment decisions as well as agreements with the suppliers and contractors. For instance, human right, as appropriate, is covered as an integral part of decision making for major financial investments. Among all the significant investments, garments and manufacturing industry contain major stakes where issues related to human rights are more relevant and critical. Hence, any such investment agreement is subject to screening of human right issues along with other criteria.

On the other hand, all the agreements of Prime Bank with suppliers or contractors undergo due assessment process which requires complying with Labour Code and other applicable laws of the country. Moreover, the procurement decisions are also subject to conformity with International Labour Conventions. The team involved in procurement visits suppliers and contractors' premises on need basis to monitor working conditions and other relevant issues like labour practices, human right etc.

The security personnel employed by the Bank are formally trained and aware of policies and procedures regarding human right issues. The training requirement also applies to third party organizations that provide security personnel to the Bank.

The most recent addition to encourage female employees at the workplace is that they are now able to avail child day-care facility in Motijheel area. Female employees having offices in Motijheel and peripheral area now can avail child day-care facility where they can keep their children in a safe and secured environment. This will not only help to retain female employees but will relieve them of the dilemma of leaving their child/ children at home.

Diversity in Workplace

Prime Bank believes that diverse, heterogeneous teams generate greater creativity, innovation and business development. An inclusive culture maintains and drives workforce diversity by fostering the exchange of ideas and collaboration among individuals and across groups. To speak simply, our constant success depends in part on maintaining a plurality of perspectives. The Bank's employee growth in 2025 increased by 3.62%.

Employees by age group and gender:

Age group	No. of Emp.	Percentage
Less than 30 years	119	03.85%
30 to 50 years	2,624	84.83%
Over 50 years	350	11.32%
Total	**3,093**	**100.00%**

We practice equal employment opportunity for competent candidates regardless of their gender, age, locality or ethnicity.

While recruiting fresh graduates, the Bank sources the pool from different recognized public and private universities; with a view to create a diverse work force.

Employees by religion:

Religion	No. of Emp.	Percentage
Islam	2,799	90.49%
Hindu	275	8.89%
Buddhist	15	0.48%
Christian	04	0.13%
Total	**3,093**	**100%**

Gender diversity among employees:

Gender	No. of Emp.	Percentage
Male	2,360	76.30%
Female	733	23.70%
Total	**3,093**	**100.00%**

Besides, total number of female employees has been increasing over the period. Currently, approximately 23.70% of total employees are female. On the other hand, 21.05% of the Board of Directors represents females.

Percentage of female employee over the years:

Year	% of Female Employees
2021	22.39%
2022	23.31%
2023	23.73%
2024	23.95%
2025	23.70%

Gender diversity among Board members:

Gender	No. of Members	Percentage (%)
Male	12	80.00%
Female	03	20.00%
Total	**15**	**100%**

New recruitment by gender and age:

By Gender:

Gender	No. of Emp.	%
Male	206	80.78%
Female	49	19.22%
Total	**255**	**100%**

By Age:

Age group	No. of Emp.	%
Below 30 years	37	14.51%
30 to 50 years	211	82.75%
Over 50 years	07	2.75%
Total	**255**	**100%**

Employee turnover by gender and age:

By Gender:

Gender	No. of Emp.	%
Male	115	74.42%
Female	29	25.58%
Total	**144**	**100%**

By Age:

Age group	No. of Emp.	%
Below 30 years	06	4.67%
30 to 50 years	115	79.86%
Over 50 years	23	15.97%
Total	**144**	**100%**

For the year 2025, the turnover rate is 4.74%.

Learning & Development

In Prime Bank, Human Resources (HR) Division regularly undertakes effectively designed training programs targeting the right group of employees through proper training need assessment. Prime Bank believes that continuous efforts should be given so that employees acquire and develop the right set of skills required to face the challenge of ever changing market.

In Prime Bank, the employee development plan is based on proper training need assessment. In 2025, Bank's internal HR Training and Development Center arranged training on different topics for 13308 enthusiastic participants.

The banking sector is complex and diverse with evolving nature of threats and the risks. So, the training module is updated time to time for employees of the Bank in the changing context of financial market.

Openness in communication for a better employee-management relation

Employee communications and consultation are the lifeblood of any business. Proper exchange of information and instructions help the Bank to function more efficiently and provides the opportunity to build greater trust among employees and management in discussing issues of mutual interest. To ensure effective employee communications, management takes a positive lead.

Whistleblower Protection Policy

The Management has introduced a Whistleblower Protection Policy which intendeds to encourage and enable employees and others to raise serious concerns internally so that the Management can address and correct inappropriate conduct and actions. Employees have an avenue to report concerns about violations of code of ethics or suspected violations of law or regulations. The policy covers the protection of a whistleblower in two important areas – confidentiality and against retaliation. An employee who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination of employment.

Additionally, now there is an avenue to report sexual harassment in the workplace. The policy aims to ensure a working environment in line with our values, where all individuals are treated equally, fairly and with dignity and also foster compliance with governing laws pertaining to sexual harassment. Such policy creates awareness about the nature of offences and the consequences of an offender. This not only fosters a neutral environment but gives a feeling of assurance that any wrong doing will be strictly addressed by the Management.

Any operational changes are properly planned and managed. Management follows a participative approach during any major transformation followed by prior communication to the employees. Since there is no trade union or employee association, no notice period regarding operational change is stipulated by any collective agreement.

Ethical and Lawful Behavior in Prime Bank

Prime Bank is always committed to establish the highest level of ethical standard. Employees are properly oriented to comply with Code of Ethics & Business Conduct. All employees duly signed the 'Code of Ethics & Business Conduct' and the copy is preserved in respective Employee Records. During joining, HR Division makes sure that all the new employees read and accept this policy by signing.

Bank also has 'Service Excellence Handbook' & 'General Code & Discipline', which are read by each employee including new employees while joining in the Bank and record of these are preserved in personal file after signing by employees.

"The Prime Bank Employee Code of Ethics and Business Conduct" – is a framework of ethical behavior for all the employees of the organization that embodies all the factors mentioned above. It is a reflection of Prime Bank's role as a socially responsible corporate citizen which believes in providing the most courteous and efficient service through innovative banking services and products. However, Prime Bank's most farsighted objective is to uphold and build upon the honour of Bangladesh as a nation, through exhibiting its own competence as a local organization that can perform at least on par with a multinational one, if not better than one.

The employees of Prime Bank are trained to put their own duties and ethics before everything else. They treat their colleagues with reverence and honour, and their customers as esteemed guests. They also learn to abide by the laws that govern our business, and contribute to the strength and wellbeing of our community and shareholders. In addition to their regular responsibilities employees are also expected to demonstrate the below ethical behavior:

- Protect Privacy of Customers' and Confidential Company Information;
- Prevent Money Laundering and/or Fraud;
- Demonstrate Workplace Respect;
- Avoid Offensive Behavior and Sexual Harassment;
- Avoid Drug/Substance/Alcohol Abuse in the Workplace;
- Protect the Bank's Assets;

It is mandatory for every employee of Prime Bank PLC. to abide by the 'Employee Code of Ethics and Business Conduct' and also comply with any other orders or directions provided by the Management or Board of Directors from time to time. Besides, the bank also adopted "Code of Conduct for Banks and Non-Bank Financial Institutions" as issued by Bangladesh Bank, the Central Bank of Bangladesh (Instruction Circular No. 100 dated 31.12.2017).

Employees take part in community welfare initiatives

Prime Bank PLC. fosters a culture of social responsibility by actively involving both employees and their immediate family members in community welfare initiatives. This inclusive approach extends the bank's impact beyond corporate donations, encouraging a shared commitment to grassroots development and volunteerism. By engaging families, the bank not only strengthens its internal community but also reinforces its dedication to creating sustainable, positive change within the society it serves.

Human Accounting

Particulars	2025	2024	2023	2022	2021
No. of employees	3,093	2,985	2,958	2,913	2,997
Operating Income per employee (BDT in million)	8.26	7.99	6.01	5.66	5.02
Operating Cost per employee (BDT in million)	3.65	3.21	2.83	2.66	2.27
Operating Profit per employee (BDT in million)	4.60	4.78	3.18	3.00	2.75
Profit after Tax per employee (BDT in million)	2.88	2.49	1.64	1.38	1.04

Regulatory & Voluntary Disclosures



CORPORATE GOVERNANCE REPORT

Background

Prime Bank PLC. ("Bank") views Corporate Governance not as a matter of regulatory adherence alone, but as a disciplined system of oversight through which accountability is exercised, risks are governed, and long-term value is preserved. The Board remains conscious that the quality of governance is ultimately measured not by structure, but by effectiveness. The Board considers itself as a trustee of all shareholders/ members and acknowledges its responsibilities to the shareholders for creating and safeguarding their assets.

This report provides an overview of the corporate governance framework, practices, and policies of Prime Bank PLC. with reference to the Corporate Governance Code-2018 ("Code") issued by the Bangladesh Securities and Exchange Commission (BSEC). Being a listed company at the Dhaka Stock Exchange PLC. and Chittagong Stock Exchange PLC., Prime Bank PLC. remains committed to complying with all the applicable conditions set out in the Code and appropriate disclosures to the stakeholders.

Corporate Governance Framework

The governance framework of the Bank is structured in alignment with:

- The Companies Act, 1994 (amended thereof)
- The Bank Company Act, 1991 (amended thereof)
- Bangladesh Securities and Exchange Commission (BSEC) Corporate Governance Code, 2018
- Bangladesh Bank guidelines and circulars
- Listing Regulations of the stock exchanges
- Bangladesh Secretarial Standards - issued by ICSB



In addition, the Bank continues to align its practices progressively with internationally recognized principles, including those of the Organization for Economic Co-operation and Development (OECD) and International Finance Corporation (IFC). The framework rests on three foundations:

- Effective Board oversight
- Robust risk governance
- Transparent disclosure and accountability

Board of Directors & Effectiveness of Assistive committees

The diverse Board of Directors of Prime Bank PLC. comprises of 15 (Fifteen) experienced and knowledgeable members, of which 03 (three) are independent directors and 03 (three) are female directors including 1 (one) independent director. Directors are from various businesses and other backgrounds and possess long & rich experiences. The profiles of all members of the Board, including proposed appointment, are given on page from 38 to 53.

The Board has constituted Committees to support the effective discharge of its responsibilities, each operating under approved terms of reference with clearly delegated authority.

The principal Committees include the Audit Committee, Risk Management Committee, and Executive Committee. In line with BRPD Circular No. 21 dated 12 May 2024, the functions of the Nomination and Remuneration Committee (NRC) are vested in and discharged by the Audit Committee. The Audit Committee continued to oversee the integrity of financial reporting, the adequacy of internal control systems, and the effectiveness of the internal and external audit functions. In addition, the Committee discharged the responsibilities of NRC accordingly.

The Risk Management Committee maintained close oversight of the Bank's overall risk profile, including credit concentration, liquidity position, and emerging risk exposures. Its deliberations contributed to disciplined risk-taking and supported informed decision-making at the Board level.

The Executive Committee, operating within the authority delegated by the Board, addressed routine business and operational matters requiring timely decisions, within the framework of approved policies/circulars

All decisions of the Audit Committee, Risk Management Committee, and Executive Committee are regularly reported to the Board for ensuring transparency and effective oversight.

A comparative constitution of the Board and its assistive committees, are shown below:

Member of the Board

Name	Status	EC	AC	RMC
Mr. Tanjil Chowdhury	C, NED	-	-	-
Mr. Md. Shahadat Hossain	VC, NED	-	-	-
Mr. Quazi Sirazul Islam	VC, NED	-	-	-
Mr. Azam J Chowdhury	NED	-	-	-
Mr. Mafiz Ahmed Bhuiyan	NED	-	-	C
Mrs. Nasim Anwar Hossain	NED	-	M	-
Mrs. Nazma Haque	NED	-	M	-
Mr. Nafis Sikder	NED	-	-	-
Mr. Mohammad Mushtaque Ahmed Tanvir	NED	C	-	-
Mr. S.M Tamjid	NED	M	-	-
Mr. Tanveer A. Chowdhury	NED	M	-	-
Mr. Md. Mukul Hossain	NED	M	-	-
Mr. C. Q. K Mustaq Ahmed	NED, IND	M	-	M
Barrister Nazia Kabir	NED, IND	-	M	-
Dr. Mosttafa Shazzad Hasan FCA, CPA	NED, IND	-	C	M

Note: C = Chairman, VC = Vice- Chairman, NED = Non-Executive Director, IND = Independent Director, M = Member

During the year 2025, the Board convened 18 meetings, while the Executive Committee conducted 5 meetings, the Audit Committee conducted 7 meetings and the Risk Management Committee conducted 5 meetings.

The Minutes of the meetings of the Board and its Assistive Committees, containing various suggestions and recommendations to the management were recorded in line with the prevailing rules, regulations, circulars and the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB).

Independence of Non-Executive Directors

All 15 (fifteen) Directors of Prime Bank PLC. are Non-Executive Directors. The Bank upholds good governance practices that ensure all non-executive directors have the full freedom to fulfill their responsibilities. They consistently attend meetings and actively participate in discussions on the agenda placed.

The Directors follow the code of conduct in compliance with relevant circulars of Bangladesh Bank and notification from Bangladesh Securities and Exchange Commission (BSEC) from time to time. Also, the election, appointment/re-appointment, and retirement of Directors are primarily governed by the relevant provision/ clause of Articles of Association of the Bank, Companies Act 1994, Bank Company Act 1991, Corporate Governance Code 2018, notifications/regulations of BSEC, DSE & CSE, and circulars from Bangladesh Bank.

Affirmation on independence of Independent Directors

Prime Bank's Board of Directors includes several independent members who provide neutral oversight. The board ensures

transparency through a formal affirmation of independence, where each independent director must authenticate their qualification and independence according to the Corporate Governance Code.

The Independents Directors are not involved in day to day operations and they have unrestricted access to Management, internal audit and external auditors.

Written policy for Induction of Directors

The Bank strictly follows the rules and regulations established by the Bangladesh Bank and the Bangladesh Securities and Exchange Commission (BSEC) regarding the appointment of directors. The Bank's Board consists of three categories of non-executive directors: individual directors, nominated directors, and independent directors. A director is appointed to the Board after receiving a recommendation from the Audit Committee, which also serves as the Nomination & Remuneration Committee, followed by the necessary approval from the Bangladesh Bank and, if applicable, the BSEC.

The appointment of directors, including independent directors, requires prior approval from the Bangladesh Bank, specifying a set of criteria that directors must meet, including experience, background checks, and a declaration of confidentiality. Additionally, the appointment of independent directors requires prior approval from the Bangladesh Securities & Exchange Commission based on the criteria set in the Corporate Governance Code 2018. Notably, the requirements, as outlined by the regulators, are adopted as policy for induction.

Criteria for appointment of Independent Directors

Prime Bank complies with Corporate Governance Code dated 3 June 2018 and 18 October, 2023 issued by Bangladesh Securities and Exchange Commission and Bangladesh Bank BRPD Circular no. 03 dated February 14, 2024 for appointment of all Independent Directors.

Qualifications of Independent Director

Prime Bank complies the qualification for appointing Independent Directors with the Corporate Governance Code, 2018 of Bangladesh Securities and Exchange Commission (BSEC) and Bangladesh Bank Guidelines.

The Independent Directors of Prime Bank PLC. are knowledgeable individual with integrity and able to ensure compliance with financial laws, regulatory requirements and corporate laws. Prime Bank have 3 (Three) Independent Directors with utmost experiences and qualifications given as follows;

Name of the Independent Director	Professional Background	Educational Background	Role in the Board
Mr. C.Q.K Mustaq Ahmed	With 34+ years, Mr. C.Q.K Mustaq Ahmed served in various positions in the government which include Senior Secretary, Ministry of Home Affairs; Senior Secretary, Ministry of Agriculture; Secretary, Bridges Division and Secretary, Ministry of Liberation War Affairs. He also served on the Board of Directors of Bangladesh Krishi Bank, Karma Sangsthan Bank, Social Development Foundation (SDF) and Bangladesh NGO Foundation. He served on the Board of Reckitt Benckiser BD Ltd. as Independent Director for six years.	B.A. Honours and M.A. degrees in Economics, University of Dhaka.	Board Member and Member of Executive Committee and Risk Management Committee
Barrister Nazia Kabir	Barrister Nazia Kabir is a reputed corporate lawyer with nearly two decades of experience in commercial, banking, and company law matters. She joined the firm "Syed Ishtiaq Ahmed & Associates" in 2005 and became a partner in 2013. Ms. Nazia has successfully closed several transactions supported by the Asian Development Bank, Japan International Cooperation Agency, International Labour Organization, and International Finance Corporation.	Masters in International Law, BA (Honours) in Law	Board Member and Member of Audit Committee
Dr. Mosttafa Shazzad Hasan FCA, CPA	Dr. Mosttafa Shazzad Hasan is a professional chartered accountant and a PhD scholar specializing in forensic accounting and financial fraud prevention. He has extensive experience in auditing, accounting, finance, financial fraud investigations, business dispute settlements, anti-money laundering, taxation, and corporate legal issues.	PhD (Forensic Accounting and Financial Fraud Prevention), CPA, CA ICAB, BA and MBA in Finance University of Chittagong	Board Member and Chairman of Audit Committee and Member of Risk Management Committee

Concentration of shareholding among the Board members

As per Corporate Governance Code, notification no. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018 issued under section 2CC of the Securities and Exchange Ordinance, 1969, the shareholding pattern of Prime Bank is given below:

Director Name	Percentage of share held on 31.12.2025 (%)
EC Holdings Limited represented by Mr. Tanjil Chowdhury	2.40
Md. Shahadat Hossain	2.01
Quazi Sirazul Islam	2.01
Azam J Chowdhury	2.05
Mafiz Ahmed Bhuiyan	2.03
Nasim Anwar Hossain	2.27
Nazma Haque	2.02
Nafis Sikder	2.52
Uniglory Cycle Industries Ltd. represented by Mr. Mohammad Mushtaque Ahmed Tanvir	2.03
S.M Tamjid	2.01
East Coast Shipping Lines Limited represented by Mr. Tanveer A. Chowdhury	2.01
MJL Bangladesh PLC. represented by Mr. Md. Mukul Hossain	4.03
C.Q.K. Mustaq Ahmed	-
Barrister Nazia Kabir	-
Mosttafa Shazzad Hasan FCA, CPA	-

Appropriate proportion of Independent Directors to total number of Directors

The Board of Prime Bank is composed of 3 (Three) Independent Directors including 1 (One) female Independent Director as on 31 December 2025 (as per Corporate Governance Code and BRPD Circular.

Directors Training

Effective training for directors is essential for enhancing governance, risk management, and strategic oversight in banks, enabling them to fulfill their responsibilities more effectively. The training program provides up-to-date information on the latest developments in the banking sector, including relevant laws, policy guidelines, circulars, rules, and regulations issued by regulatory authorities. The Bank ensures that directors receive regular updates as part of the program and organizes special discussion sessions on pertinent topics. In addition to that, the Board of Directors of Prime Bank PLC. participated in an extensive training program on 'Implementation of Labor Law Practices and its Challenges.'

Appropriate communication of ethics and good business practices is made to the employees and the directors as well.

Finance and Accounting Expert

Dr. Mosttafa Shazzad Hasan, FCA & CPA, is an Independent Director and the Chairman of the Audit Committee of Prime Bank PLC. Being a distinguished professional with expertise in forensic and chartered accounting, he provides critical oversight for financial transparency and corporate governance and responsibility for informing board of corporate regulatory rules, responsibilities and implications.

Transparent Board nomination and election process

Pursuant to the Article & Association (AoA) of the Bank and Companies Act 1994, one-third of the Directors who have been holding longest in the office of the directors shall retire from the Board at the next AGM.

According to the Companies Act, 1994, Schedule-1, Reg-79 and Clause 107 & 108 of the Articles of Association of Prime Bank, "At the ordinary general meeting in every subsequent year, one third (1/3rd) of the Directors for the time being or, if their number is not three or a multiple of three, then the number nearest to one-third shall retire from office." Further, as per the Corporate Governance (CG) Code issued by Bangladesh Securities and Exchange Commission (BSEC), Independent Director/s shall not be subject to retirement by rotation.

Pursuant to clause 107, 108 & 103.2 of the Articles of Association, Companies Act, 1994 and the Bank Companies Act, 1991 (amended 2023) Mr. Azam J Chowdhury, Mrs. Nasim Anwar Hossain, Mr. Mafiz Ahmed Bhuiyan, Mrs. Nazma Haque & Mr. Tanveer A. Chowdhury shall retire and eligible for re-election/re-appointment to the Board of Directors at the 31st Annual General Meeting.

Annual appraisal of the Board's performance

Prime Bank PLC. maintains a formal Corporate Governance framework that includes mechanisms for the evaluation of its Board and committees, though it primarily operates through a multi-layered appraisal system centered on self-assessment and regulatory compliance. The bank provides a detailed Report on Corporate Governance which includes Board Attendance and an annual Certification on Compliance of the Corporate Governance Code issued by an independent professional.

Compliance Report on Corporate Governance

The Directors of Prime Bank PLC. issue a formal Directors' Report annually that includes a specific section on compliance with the Corporate Governance Code. While the statutory external auditors primarily audit the financial statements, a separate Corporate Governance Compliance Auditor is specifically appointed each year to review and certify the

Bank's compliance status.

Role of Chairman and Chief Executive Officer (CEO)

The Chairman and the CEO of Prime Bank PLC. are separate persons and their roles have been clearly defined in compliance with applicable circulars of Bangladesh Bank and Corporate Governance Code 2018.

The Chairman, a Non-Executive Director, is responsible for the leadership of the Board, ensuring its effectiveness in all aspects of its role, and also facilitating the productive contribution of all Directors.

The Chief Executive Officer has overall responsibility for ensuring & enhancing the performance of the Bank's business through his leadership, planning, and execution of the objectives & strategies set by the Board.

Responsibilities of the Chairman of the Board

The Chairman of the Board at Prime Bank PLC. holds a non-executive role focused on strategic leadership and governance. The responsibilities are clearly separated from the day-to-day operations managed by the CEO to ensure balanced oversight. According to the bank's corporate governance framework and regulatory standards, the Chairman's key responsibilities include:

- **Strategic Leadership:** Providing overall leadership to the Board to set and implement the Bank's vision and strategy effectively.
- **Board Governance:** Managing the composition and structure of the Board, including assessing its size, quality of interaction, and the involvement of individual Directors.
- **Meeting Oversight:** Approving the agenda for Board meetings (assisted by the CEO and Company Secretary) and chairing these sessions to ensure productive discussion on items like credit policy, financial performance, and risk management.
- **Stakeholder Representation:** Acting as the Bank's lead representative to shareholders, particularly at the Annual General Meeting (AGM), where the Chairman responds to shareholder queries regarding the bank's performance.
- **Non-Interference:** Maintaining a strictly oversight-based role by ensuring no participation in or interference with the bank's administrative, operational, or routine daily affairs.
- **Executive Evaluation**: Leading the Board in defining the roles of the CEO and evaluating their performance against set annual goals and budgets.

MD or CEO of the company does not hold the same position in another listed company

The Chief Executive Officer of Prime Bank PLC. does not hold the same position in another listed company.

Annual evaluation of Chief Executive Officer

The Board of Directors of Prime Bank evaluate the performance of Chief Executive Officer (CEO) on a monthly basis. The Board also set the roles and responsibilities of the CEO of the Bank. The Board conducts annual review of the performance of the Chief Executive Officer (CEO) and the senior management team two tier below him. At the beginning of the financial year and periodically throughout the year, the Board reviews the performance against approved financial budget along with other goals, both financial and non-financial.

Appointment of MD/CEO, CFO, HIAC, and CS

The Board has appointed separate individuals for the roles of Managing Director (MD)/Chief Executive Officer (CEO), Company Secretary (CS), and Chief Financial Officer (CFO). Additionally, the positions of Head of Internal Control & Compliance and Chief Auditor are held by different individuals. None of the individuals in these roles hold any executive positions in other companies simultaneously. The Board has clearly defined their respective roles, responsibilities, and duties. The only change in personnel occurred when the CS and CFO were appointed by the Board, which was duly communicated to the Commission and the stock exchanges.

Chief Financial Officer (CFO), Chief Auditor, and Compliance (HIAC) and Company Secretary (CS)

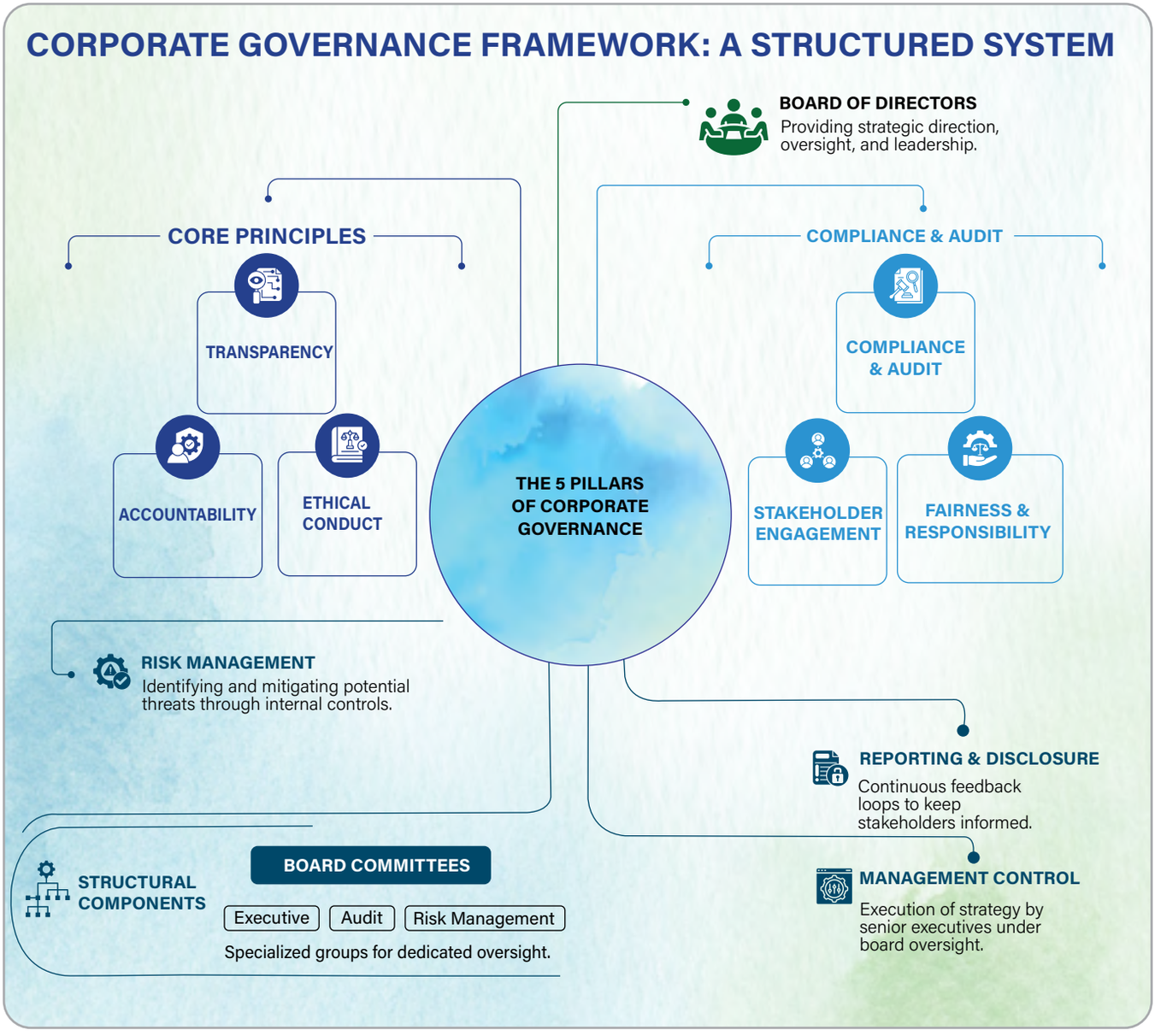
The role of the CFO, Head of Internal Control & Compliance, Chief Auditor, and Company Secretary are clearly defined in compliance with applicable circulars of Bangladesh Bank and Corporate Governance Code 2018.

The CFO is responsible for financial matters & decision-making and overseeing all the financial operations of the organization, budget & financial reporting, tax, and business control.

The Head of Internal Control & Compliance is responsible for ensuring effective internal control across the Bank, while the Chief Auditor, being a direct reportee to the Audit Committee of the Board, is responsible for providing reasonable assurance to the Board & the Management.

The Company Secretary of the Bank is accountable to the Board and provides advice & support to the Board through the Chairman for all matters relating to the proper functioning of the Board and its Committees. He is also responsible for ensuring compliance & procedures, advising the Board on governance, effective assimilation & timely flow of information, and maintenance of necessary liaison with internal organs as well as external agencies.

Name	Position	Experience
Mohammad Jashim Uddin, FCA	Chief Financial Officer	26+ years
Md. Feroz Al Azad	Chief Auditor	36+ years
Md. Moinul Hasan	Head of Internal Control & Compliance (Acting)	26+ years
Nayamul Hoque FCS	Company Secretary	18+ years



Code of Conduct for the Board of Directors

The Board of Directors comply with the Bank Companies Act 1991 (amendment 2023), The Companies Act 1994, Securities and Exchange Ordinance 1969, BSEC rules & regulations, the listing regulations of DSE & CSE, rules and regulation of Bangladesh Bank including all regulations and instruction by the regulators and the Bank itself.

- The Members shall act honestly, in good faith and in the best interests of the shareholders and the Company.
- The members shall not make improper use of information acquired as a Director.
- The members shall not take improper advantage of the position as a Director.
- The members will be obligated to be independent in judgment and actions and take all reasonable steps to be satisfied as to the soundness of decision taken by the Board.
- Confidential information acquired by the members in the course of exercise of directorial duties shall remain the property of the company and it will be improper to disclose or allow it to be disclosed, unless that disclosure has been authorized by the company, or the person from whom the information has been received.
- Members shall make every effort to attend all Board and Committee meetings during their tenure. They will not make themselves unavailable without good reasons or confirming their leave of absence.
- To maximize effectiveness of the Board/Committee Meetings, contribution of Individual director shall be monitored and appraised on an annual basis.
- Board members having interest of any nature in the agenda of the meeting shall declare beforehand the nature of their interest and withdraw from the meeting venue unless they have a dispensation to speak.
- Training opportunities/orientation/workshops will be arranged for members (especially for the newly inducted members) to make them acquainted with the international best practices, their fiduciary obligations, the bank's Code of Conduct, etc.

- Every Director will assure annually via signing a confirmation that they have gone through, have complied with and will continue to comply with the set of codes approved by the Board of Directors.
- Members shall always maintain 'Fit and Proper Test Criteria', clean CIB status and other obligations declared by the Primary and other Regulators.
- Members shall be judicious about their entitlement of benefit/ privileges as per Banking Companies Act -1991, Circulars issued by Bangladesh Bank and shall be willing to produce supporting documents, if required.
- Members shall comply with Article 23.1 of the Bank's MoA & AoA while making Sale-Buy of Company's share and shall refrain from making such transaction without formal declaration.

The Directors are responsible for ensuring that the Bank adheres to the highest standards of corporate governance. The Board must provide effective oversight of the Bank's management, ensuring the implementation of sound corporate governance policies. The Directors are expected to actively participate in Board Committees, providing specialized oversight in areas such as audit, risk, compliance, remuneration, and governance. The Board regularly evaluate its own performance, as well as that of individual Directors, ensuring that the governance framework is aligned with the Bank's objectives and regulatory requirements.

Attendance of Board and Assistive Committee Meetings

Name of Director	Position	Board of Directors	Executive Committee	Audit Committee	Risk Management Committee
Mr. Tanjil Chowdhury	Chairman	8/9	-	-	-
Mr. Md. Shahadat Hossain	Vice-Chairman	18/18	-	-	-
Mr. Quazi Sirazul Islam	Vice-Chairman	15/18	-	-	-
Mr. Azam J Chowdhury	Director	14/18	-	-	-
Mr. Mafiz Ahmed Bhuiyan	Director	13/18	-	-	4/5
Mrs. Nasim Anwar Hossain	Director	17/18	-	-	-
Mrs. Nazma Haque	Director	11/18	-	1/1	-
Mr. Nafis Sikder	Director	5/18	0/2	-	-
Mr. Mohammad Mushtaque Ahmed Tanvir	Director	8/18	5/5	-	-
Mr. S.M Tamjid	Director	9/18	3/5	-	-
Mr. Tanveer A. Chowdhury	Director	13/18	5/5	-	-
Mr. Md. Mukul Hossain	Director	18/18	4/5	-	-
Mr. C. Q. K Mustaq Ahmed	Independent Director	18/18	5/5	-	5/5
Barrister Nazia Kabir	Independent Director	10/18	-	7/7	-
Dr. Mosttafa Shazzad Hasan FCA, CPA	Independent Director	16/18	-	6/7	4/5

Management Committee and its Subcommittees

The Management and its various sub-committees are entrusted to set objectives and lead the Bank from the front in line with objectives & strategies set by the Board.

Independence of external auditors

Prime Bank PLC. ensures the independence of its external auditors through a combination of strict regulatory compliance, mandatory rotation policies, and robust oversight by its Audit Committee. As a banking company in Bangladesh, it operates under the guidelines of both the Bangladesh Bank and the Bangladesh Securities and Exchange Commission (BSEC).

Review and approve any non-audit work assigned to the external auditor

Prime Bank ensures the independence of its external auditors by strictly regulating non-audit work through its Audit Committee, which requires a pre-approval mandate for any permitted ancillary engagements. In compliance with BSEC Corporate Governance Code and Bangladesh Bank guidelines, the bank prohibits auditors from providing services that create conflicts of interest, such as valuation or internal audit assistance.

The Audit Committee safeguards objectivity through private sessions with auditors, while all remuneration for audit and permitted non-audit services is transparently disclosed in the Annual Report. Furthermore, final audit fees require shareholder approval at the Annual General Meeting to guarantee financial independence from management.

Terms of Reference (ToR) of Board and Management committees

Prime Bank operates under defined Terms of Reference (ToR) for its board and management committees, which establish the legal and operational framework for the bank's governance. These mandates, alongside the Employee Code of Ethics and Internal Control policies, empower the bank to conduct formal

investigations and question employees regarding misconduct, fraud, or policy violations. The Human Resources and Compliance divisions are specifically tasked with enforcing these standards, often utilizing Whistleblower mechanisms to initiate internal inquiries and ensure accountability across all levels of staff.

To ensure impartiality and technical accuracy during complex cases, the bank is fully authorized to retain external counsel and independent professional advisors. This power is typically exercised by the Audit Committee or the Board of Directors when navigating sensitive legal disputes, regulatory audits, or specialized forensic investigations. By combining internal disciplinary protocols with the ability to hire outside legal expertise, the bank maintains a comprehensive system for managing risk and upholding its corporate integrity.

Role and Responsibility of Head of Internal Audit

Internal Audit Division exists at Prime Bank PLC. and the Head of Internal Audit or Chief Auditor of the Bank serves as the primary executive responsible for the bank's internal oversight, maintaining a dual reporting line to the Audit Committee for functional independence and the Chief Executive Officer for administrative matters. This role is tasked with developing and executing a comprehensive Risk-Based Internal Audit (RBIA) plan that encompasses all branches, head office divisions, and subsidiaries. By overseeing the implementation the Chief Auditor ensures that the bank's operations strictly adhere to statutory requirements and internal ethical standards.

Beyond routine monitoring, the Chief Auditor is empowered to lead special investigations into potential fraud, financial discrepancies, or breaches of the Employee Code of Conduct. They are responsible for evaluating the effectiveness of the bank's risk management frameworks and presenting critical findings to senior leadership to mitigate operational and financial exposure.

Professional Background of Company Secretary

The Company Secretary of Prime Bank PLC. is Mr. Nayamul Hoque FCS.

Mr. Nayamul possesses vast experience in corporate secretarial practices, having built a robust career in this field since 2008. Through the years, he has held key positions in various private organizations, showcasing his versatility and expertise.

In 2023, Mr. Nayamul joined the Board Secretariat & Company Affairs of Prime Bank PLC., one of the top financial institutions in Bangladesh. His dedication and proficiency routed to his appointment as the Company Secretary of Prime Bank PLC.

Academically, he completed MBA majoring in Management Studies (HRM & MIS) from Jagannath University. He earned BBS (Honors) and MBS majoring in Management from the same university. Furthermore, he holds a law degree, furnishing him with the legal insight necessary for managing the convolution of corporate governance and compliance.

Mr. Hoque is a qualified Chartered Secretary (CS) and Fellow Member of the Institute of Chartered Secretaries of Bangladesh (ICSB). He has qualified as a CS in 2014. He achieved the Associate of Institute of Bankers, Bangladesh (AIBB) in 2024. Moreover, he is also an Associate Member of Institute of Personnel Management (IPM), and a Member of Dhaka Taxes Bar Association.

Role of Company Secretary

The Board appoints a Company Secretary whose responsibility is to ensure effective integration and timely flow of information required by the Board and maintain necessary liaison with internal bodies as well as external bodies. The Corporate Governance Code issued by the Bangladesh Securities and Exchange Commission (BSEC) requires a listed company to appoint a Company Secretary. Pursuant to this, the Board of Directors appointed the Company Secretary and defined his role and responsibilities. At Prime Bank, among other functions, the Company Secretary:

- Ensures that all regulatory procedures for the appointment of Directors have been followed. He provides detailed support and guidance to the Directors, both individually as well as collectively, for taking decisions and raises matters wherever needed to call for the attention of the Board of Directors.
- Advising the Board on Changes in Relevant Laws, Regulations, Legal and Governance and Strategic matters;
- Assists to form the sub-committee of the Board of Directors, as directed by the Regulatory Bodies Act, as a mediator to the Board of Directors to resolve disputes rose to the Board, according to the laws, rules and regulations.
- Ensures that the decisions taken by the Board of Directors are transmitted to the concerned department/s for taking the next course of action.
- Updates the Board of Directors or the management about the direction, circulars, notifications, etc., which are issued by regulatory bodies and follows up on respective steps taken as well.
- Mandated with providing comprehensive corporate secretarial services to the Board, Directors and committees and also ensures that compliance is followed as per the respective laws, rules and regulations.
- Communicates with shareholders, disclosure of information as appropriate, and ensures that due regard is given to their interests.
- Assists the Board of Directors and the management of the bank in ensuring excellence in governance.
- Providing guidance to the Board fiduciary duties, conflicts of interest and other ethical considerations.
- Arrange Board and Sub-Committees meeting with the consent of the Chairman of the Board and the Managing Director and also arrange General meeting of the shareholders as and where necessary.
- Arrange publication of "Price Sensitive Information" and "Material Information" and circulation of Annual Reports in timely manner.

Conflict of Interest and Related Party Transaction

The conflicts of interest between the Board of Directors & the Management are avoided and related party transactions are managed as per applicable policies & regulations.

Insider Trading

Insider trading is strictly prohibited in Prime Bank PLC.

Compliance with the Law

The Bank has established procedures to ensure compliance with all applicable statutory & regulatory requirements by deploying relevant officials and an effective reporting & monitoring system for the same. Also, the statutory and compliance auditors provide independent opinions on the compliance status.

Communication with Stakeholders

The Bank considers the publication of quarterly financial statements and annual reports as its principal communication to its stakeholders and encourages communications from them throughout the year. The financials and all Price Sensitive Information (PSI) are published in the newspapers, Bank's website, and on social media platforms. Additionally, the Bank shares its business, financial position, earnings, and future growth potentials through webcast.

AGM is the main means of communication with the shareholders/ members and normally takes place within the first five months of each fiscal year. At the AGM, the adoption of annual financial statements and the Directors' Report, election/ re-election of the Board members, and appointment of the statutory & compliance auditors are made. The Board views the AGM as a good opportunity to meet with its shareholders and welcomes their active participation.

The company's website (www.primebank.com.bd) is a comprehensive source of information for the shareholders/ members & stakeholders in general. It provides info on management, its vision & mission, value statement, investors relation, branch network, products & services, promotions, and events. The section titled 'Reports', in particular contains information on financial details, shareholding patterns, AGM-related information, and periodic regulatory disclosures. The Bank also regularly publishes relevant info through newspapers and other social media platforms.

Transparency and Disclosures of Compliance & Internal Audit Functions

Prime Bank PLC. prioritizes transparency and comprehensive disclosures in its compliance & internal audit functions to ensure accountability and regulatory adherence. The bank follows stringent reporting standards, regularly publishing audit findings and compliance status to stakeholders. Independent audits, risk assessments, and corrective actions strengthen governance, while clear disclosures enhance trust and uphold the bank's commitment to ethical banking practices in Bangladesh. The internal control & compliance report and compliance status with the regulatory requirements are presented on page no. 164, 149 to 163 respectively.

Recognition from ICAB, ICMAB, and ICSB

Prime Bank PLC. has been consistently recognized for its excellence in financial reporting, corporate governance, and transparency by prestigious professional bodies. The Institute of Chartered Accountants of Bangladesh (ICAB) awarded Prime Bank for its outstanding financial disclosures during 2010 and 2016. Similarly, the Institute of Cost and Management Accountants of Bangladesh (ICMAB) honored the bank for its adherence to the best practices during 2008, 2011, and 2012, and the Institute of Chartered Secretaries of Bangladesh (ICSB) acknowledged its strong corporate governance framework during 2017. These accolades highlight Prime Bank's commitment to financial integrity and operational excellence.

Minutes maintained in compliance with Bangladesh Secretarial Standards (BSS), as adopted by ICSB

The company shall conduct its Board meetings and record the minutes of the meetings as well as keep required books and records in line with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of this Code.

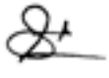
Compliance with Corporate Governance Code

The Compliance Auditor M/S Jasmin & Associates, Chartered Secretaries, had issued the Certification on Compliance with the Corporate Governance Code, which is presented on page no. 136.

Conclusion

Prime Bank PLC. maintains robust corporate governance, adhering to regulatory standards and best practices. The Board of Directors ensures transparency, accountability, and ethical conduct, while strong internal controls and risk management safeguard stakeholder interests. Continuous improvements in governance frameworks reflect the bank's commitment to sustainable growth and long-term value creation for shareholders and society.

Yours sincerely,



Nayamul Hoque FCS
Company Secretary

EXECUTIVE COMMITTEE REPORT

The Executive Committee (EC) has the pleasure of presenting to the members (registered shareholders on the Record Date) the report for the year ended on 31 December 2025, prepared for sharing the activities of the Committee.

Composition of the Executive Committee

The Executive Committee of Prime Bank PLC. comprises of 05 (five) members from the Board of Directors and met 5 (five) times during 2025, Brief details of the members and their attendance are given below:

Name of Director	Status with the Committee	Status in the Board	Educational Qualification	Meeting Attendance	Remarks
Mohammad Mushtaque Ahmed Tanvir	Chairman	Director	Bachelor's	5/5	-
S.M Tamjid	Member	Do	Master's	3/5	
Tanveer A. Chowdhury	Do	Do	Bachelor's	5/5	-
Md. Mukul Hossain	Do	Do	Master's	4/5	-
C.Q.K Mustaq Ahmed	Do	Independent Director	Bachelor's	5/5	-
Nafis Sikder	Former Member	Director	Bachelor's	0/2	Member up to 05.05.2025

Mr. Nayamul Haque FCS, Company Secretary of the bank is the Secretary of the Executive Committee.

Roles and Responsibilities of the Executive Committee

The purpose, jurisdiction, and responsibilities of the EC are carried out in line with the BRPD Circular No. 02 dated 11 February 2024, and other best practices.

The Minutes of the meetings, containing various suggestions and recommendations to the management and the Board, were placed subsequently at the Board Meetings for ratification on a regular basis.

Summary of Activities during the Year 2025

Major Issues Reviewed	Executive Committee Meeting in 2025				
	5th February	22nd May	12th August	2nd November	10th December
Reviewed & Recommend to Board					
Lease for New Branches and Head Office Divisions				√	
Opening of Sub-branches and relocation of Branches	√	√	√		
Approved					
Various Business Proposals		√	√		√
Lease renewal for Branches, ATMs and Head Office Divisions	√	√	√	√	
Lease for new ATM		√	√		
Opening of Agent Banking Outlet	√	√		√	√
Engagement of Consultant/Vendor for design, interior design & furniture works, and fit out cost	√	√	√		
Procurement of Hardware, Software & Services	√	√	√		√
Appointing External Auditor(s) for reviewing GL Accounts				√	
Various Sponsorship/ Donation		√			
Reviewed & Noted					
Report on Agriculture Loan Disbursement		√	√	√	
Report on Agent Banking Performance and Operation	√	√			
Report on Management approved credit files		√		√	
Compliance with DBP, ICRR, LAP, and other reports		√		√	

The committee also given recommendations to the Board & directives from time to time to the Management .

Acknowledgement

The Executive Committee expresses its sincere thanks to the members of the Board and the Management for their excellent support extended to the Committee, which facilitated in helping discharge its duties and responsibilities.

On behalf of the Executive Committee ,

Mohammad Mushtaque Ahmed Tanvir
Chairman, Executive Committee

AUDIT COMMITTEE REPORT

The Audit Committee has the pleasure of presenting the report for the year ended on 31 December 2025 to the members (registered shareholders on the Record Date), prepared in compliance with the Corporate Governance Code 2018.

Overview

The Audit Committee of the Bank is an independent assistive committee to facilitate effective governance and because of its position, it offers the most effective oversight on performance, independence and objectivity of the auditor and the quality of the audit. The Audit Committee is the core administrator of the bank for ring-fencing stakeholders' interests. The objective is met through regular oversight functions which, among others, include reviewing financial reporting processes, systems of internal controls, audit processes, management/ mitigation of financial risks and monitoring compliance with the country's laws and regulations.

Responsibilities of the Audit Committee of the Board

- Engaging in meticulous review
- Monitoring and evaluation of organizational performance against regulatory requirements
- Establishing policies, processes and procedures
- Formulating policies for controlling and mitigating risk
- Ensuring full compliance with laws and regulations

Nomination and Remuneration Committee

The Audit Committee of the Bank oversee the activities of Nomination and Remuneration Committee (NRC) in accordance with BRPD Circular Letter No 21 of Bangladesh Bank dated May 12, 2024.

Statement of purpose

The statement of purpose is to ensure:

- Integrity of the bank's financial statements and internal control systems, including implementation and effectiveness of internal control over financial reporting;
- Performance of the internal audit services function;
- Independent audit (annual) of the bank's financial statements, engagement with independent auditors, and evaluation of independent auditors' qualifications, independence and performance;
- Compliance by the bank with all legal and regulatory requirements;
- Implementation and effectiveness of the bank's disclosure controls and procedures;
- Evaluation of enterprise risks;
- Fulfillment and discharge of other stated responsibilities;

Composition of the Audit Committee, their Education and Attendance

The Audit Committee at Prime Bank PLC. is a highly competent oversight body composed of experienced professionals who ensure the bank's financial integrity and regulatory compliance. The Audit Committee comprises 4 (four) Non-Executive Directors as Members and 7 (seven) meetings were held during 2025 of the Committee. Brief details of the members and their attendance are given below:

Name of Director	Status with the Committee	Status in the Board	Educational Qualification	Meeting Attendance	Remarks
Dr. Mosttafa Shazzad Hasan FCA, CPA	Chairman	Independent Director	PhD	7/7	-
Nazma Haque	Member	Director	Bachelors	1/1	Member from 08.10.2025
Nasim Anwar Hossain	Do	Do	Masters	-	Member from 29.10.2025
Barrister Nazia Kabir	Do	Independent Director	Masters	6/7	-
Salma Huq	Former Member	Former Director	Bachelors	3/3	Member up to 05.05.2025
Mohammed Nader Khan	Do	Do	Bachelors	2/3	Member up to 30.04.2025
Khan Ahmed Sayeed Murshid, PhD	Do	Former Independent Director	Ph.D.	0/3	Member up to 11.05.2025

Mr. Nayamul Haque FCS, Company Secretary of the Bank is the Secretary of the Audit Committee.

Sufficient number of Independent Directors in the Audit Committee

There are 2 Independent Directors in the Audit Committee which is complied with both the Corporate Governance Code 2018 (Notification No. BSEC/CMRRCD/2006- 58/207/ Admin/80 dated: on 3 June 2018) and Bangladesh Bank BRPD Circular no. 02 dated February 11, 2024.

Financial expert in the Audit Committee

The Chairman of Audit Committee, Dr. M. Mosttafa Shazzad Hasan FCA & CPA, is a renowned practicing Forensic & Chartered Accountant expert in Financial Transparency, Taxation, and Corporate Laws.

Presence of Chairman of the Audit Committee at the AGM

The Chairman of the Audit Committee Dr. Mosttafa Shazzad Hasan FCA, CPA was present at the 30th Annual General Meeting held on 05.05.2025.

Participation of non-members

The Head of Internal Audit or Chief Auditor, Head of Internal Control & Compliance and representatives of the management (Chief Executive Officer) also attend meetings on invitation.

Access to the Committee

On any matter within the Committee's scope, Chief Auditor has direct access to the Audit Committee.

Roles & Responsibility of Audit Committee

The roles and responsibilities of Audit Committee have been defined in line with the relevant provisions of Corporate Governance Guidelines/ Notification issued by Bangladesh Bank and BSEC, two supreme regulators for the Bank, and other best practices of governance. The activities includes overlooking financial reporting, internal audit, external audit, ethical & legal compliance, etc. in addition to any other responsibilities which may be assigned from time to time by the Board.

Financial Reporting function of Audit Committee

The Audit Committee serves as a critical oversight body ensuring that financial statements are complete, accurate, and compliant with both national regulations and Bangladesh Bank's specific reporting standards. By engaging in rigorous discussions with management and external auditors prior to finalization, the committee validates the integrity of annual, half-yearly, and quarterly reports before they reach the Board. Furthermore, they mitigate risk and promote transparency by reviewing significant related party transactions and ensuring that the Management's Discussion and Analysis provides a fair and truthful representation of the institution's performance.

Internal Auditor reports to the Audit Committee

- The Internal Audit Division is responsible for evaluating the bank's governance, risk management, and internal control processes.
- Audit Committee ensures that the internal audit function is carried out independently from management.
- The Audit Committee shall examine the internal audit function and the organizational structure. The Committee also ensures that no undue obstacles or constraints hamper the audit process.
- Audit Committee verifies the effectiveness and efficiency of internal audit and recommends appropriate measures
- The Audit Committee shall also verify whether the management bodies have taken due account of the observations and recommendations of the internal auditors to eliminate the irregularities identified and provide the necessary guidance.

Effective coordination of external audit function

Prime Bank ensures the effective coordination of its external audit function by establishing clear communication channels between auditors, the Audit Committee, and the Internal Control and Compliance Division (ICCD). This collaborative framework is designed to optimize audit quality and ensure comprehensive risk coverage across the bank's operations.

External auditor's findings and appropriate action measures

Prime Bank PLC. maintains financial integrity through a structured oversight process led by its Audit Committee and the Internal Control and Compliance Division (ICCD). To prevent management interference, the Audit Committee receives external audit reports and management letters directly from auditors. By holding periodic reviews with senior leadership, the committee enforces accountability and ensures that all identified risks or accounting lapses are fully corrected before the final financial statements are approved. The ICCD acts as the Bank's operational arm, advising departments on rectifying lapses and monitoring the progress of corrective actions. This internal oversight is reinforced by a high-level coordination framework involving tripartite meetings between Bangladesh Bank, external auditors, and bank management. As the central focal point, the ICCD ensures that audit findings are harmonized with regulatory standards and that all responsive actions meet the satisfaction of national regulators.

Internal Control Function

The Audit Committee at Prime Bank PLC. actively fosters a robust compliance culture by ensuring management clearly communicates internal control expectations and risk-management responsibilities to all employees. Its oversight extends to the bank's digital infrastructure, where it reviews progress in computerization and the effectiveness of Management Information Systems. To maintain operational integrity, the committee monitors the comprehensive implementation of auditor recommendations and scrutinizes reports on fraud, forgery, or control deficiencies, ensuring management takes swift corrective action before reporting to the Board. Ultimately, through Board-aligned policies, the committee establishes a systematic framework to identify and control risks while meticulously reviewing statutory management letters to address any identified gaps in the bank's financial governance.

Ethical & Legal Compliance

Review whether the laws and regulations framed by the regulatory authorities (Central Bank, BSEC and other bodies) and internal regulations approved by the Board have been duly complied with.

Other responsibilities

- Submit a comprehensive compliance report to the Board on a quarterly basis on regularization of the omission, fraud and forgeries and other irregularities detected by the internal and external auditors and inspectors of regulatory authorities;
- Examining the report of external and internal auditors to ensure proper control system is in place;
- Perform other oversight functions as desired by the Board of Directors and evaluate the committee's own performance on a regular basis;
- Performing the responsibility of Nomination and Remuneration Committee as per BRPD Circular Letter No. 21 dated 12.05.2024.

Audit Committee reports conflicts of interest to the Board

The Audit Committee shall ensure regular and accurate communication to the Board and shall provide updates after each meeting. The minutes of the Committee meetings and its proposals and recommendations shall be submitted periodically to the Board for review, in order to ensure informed decision-making and effective supervision. In addition, the Committee shall immediately inform the Board of any critical events, including:

- Any identified conflicts of interest within the bank.
- Suspected or detected fraud, irregularities, or material weaknesses in internal controls.
- Any suspected infringement of laws, including securities related regulations.
- Any other matters the Committee deems necessary for Board attention.

Major issues reviewed by the Audit Committee during 2025

In addition to regular concerns such as review of existing risks & mitigation measures, compliance culture of management, monitoring internal audit function and financial statements, Audit Committee gave special focus on timely return, findings and recommendations of External & Bangladesh Bank auditors etc. In the year 2025, the Audit Committee reviewed and discussed the following issues, amongst others:

- Annual financial statements of the Bank for the year ended 31 December 2025 as certified by the External Auditors before submission to the Board for consideration.
- Summary of Audit and Inspection reports on the Branches, Divisions and Departments of the Bank.
- AML/CFT Issues of Audit and Inspection reports on the Branches.
- Approval and implementation Annual Risk Based Audit Plan.
- Management Letter of the Bank submitted by the external auditor for the year ended 31 December 2025
- Un-audited quarterly and half-yearly financial statements of the Bank.
- Bangladesh Bank comprehensive and Core risk inspection report and the recommendations made therein.
- Actions taken by the management with regard to shortcomings raised in the Bangladesh Bank Inspection report and by the Internal Audit Team of the Bank.
- The corrective measures taken by the management with regard to the lapses pointed out on the internal control and other issues raised by internal and external auditors and inspectors of the regulatory authority.
- The compliance status of the audit objections and the recommendations made by the Bangladesh Bank Inspectors,
- External Auditors and the Internal Auditors in their reports.
- Draft Annual Integrated Report of the Bank.
- Annual Integrated Health Report of the Bank.
- Implementation of Core Risk Management Guidelines including Internal Control and Compliance Risk and compliance thereof.
- On-site & Off-site Monitoring Reports.
- Irregularities/Lapses in the Quarterly Loan Documentation Checklist (LDCL) including compliance status. Shortcoming/ Deviation in the Quarterly Operations Report (QOR) including compliance status.
- Half-yearly Self-Assessment of Anti-Fraud Internal Controls including implementation status.
- Status of recovery of classified loans and necessary guidelines provided to the management to reduce Non-Performing Loan (NPL).
- Submission of Audit Committee's decision and implementation status on Audit Observations to the Board of Directors (BOD) of the Bank.
- Appointment of External Auditors.
- The overall effectiveness of Internal Control System, Governance and Risk Management.
- The minutes of the Audit Committee Meetings with observations and recommendations were circulated among the members of the committee and to the Board of Directors of the Bank for information.

The Audit Committee further affirmed that

- The rules and regulations of Bangladesh Bank and all other regulatory authorities and Bank's own policy guidelines approved by the Board are duly complied with.
- Adequate internal control and security measures have been taken by the Bank facilitating Information Technology (IT) based banking including generation of proper Management Information System (MIS).
- The system of internal control and business processes have been strengthened including development of human resources towards creation of a compliance culture in the Bank.
- Efforts have been made to keep assets of the Bank safe along with liabilities and commitments being transparent.
- The Financial Statements of the Bank have been prepared in accordance with International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS) which contained full disclosure.
- The good governance is in place in the Bank.

Acknowledgement

The Audit Committee expresses its sincere thanks to the members of the Board, Management and the External Auditors for their excellent support extended to the Committee. The Committee is also grateful to both Bangladesh Bank and to the Bangladesh Securities and Exchange Commission for the direction and guidance, which facilitated due discharge of its duties and responsibilities.

On behalf of the Audit Committee (AC),



Dr. Mosttafa Shazzad Hasan FCA, CPA
Chairman, Audit Committee

SHARI'AH SUPERVISORY COMMITTEE REPORT

Bismillahir Rahmanir Rahim.
All praises are for Allah Subhanahu-wa-ta'ala.
He is the One and Second to none.

Salat and Salam are on Hazrat Muhammad (peace be upon him) who is the best Prophet and the last messenger of Allah

The Prime Bank Shari'ah Supervisory Committee (PBSSC) is an independent body comprising distinguished scholars with expertise in Islamic jurisprudence and Islamic finance. The Committee has been constituted by the Bank to perform supervisory and consultative functions, ensuring that all Islamic banking operations of Prime Bank PLC. are conducted in full compliance with the principles, rules, and ethical standards prescribed by Shari'ah. The Committee also provides authoritative guidance and rulings on Shari'ah-related matters pertaining to financial products, transactions, and operations.

The PBSSC is pleased to present its report to the esteemed shareholders of Prime Bank PLC. (registered as of the Record Date) for the year ended 31 December 2025. This report outlines the Committee's activities, deliberations, and efforts undertaken during the year to fulfill its mandate of safeguarding and strengthening Shari'ah compliance across the Bank's Islamic banking operations.

Scope and Activities

During the year under review, the Committee carried out its responsibilities diligently and performed the following key functions:

- Reviewed and approved the Shari'ah principles, contractual structures, and operational procedures relating to Islamic banking products, transactions, and applications executed by the Islamic Banking Branches of the Bank.
- Examined the financial statements and related information to ensure that the allocation of profit to depositors was conducted fairly and in accordance with approved Shari'ah principles and contractual terms.
- Identified income, if any, derived from sources or activities not compliant with Shari'ah principles, and ensured that such amounts were properly segregated and disposed of for charitable purposes in accordance with Shari'ah guidelines.
- Reviewed operational matters and issues referred by the Management and provided necessary guidance, opinions, and recommendations to ensure continued Shari'ah compliance.
- Examined the reports submitted by the Muraqibs (Shari'ah Auditors) and advised Management on corrective measures and improvements required to strengthen the Shari'ah compliance framework.
- Provided strategic and operational recommendations to Management for the development, enhancement, and expansion of Islamic banking operations.
- Conducted and participated in extensive training and awareness programs covering more than 1,500 Relationship Managers and officials across the country. Members of the Committee actively delivered sessions aimed at strengthening professional competence, enhancing Shari'ah knowledge, and fostering spiritual motivation.
- Contributed to the development of audio and video educational content on Islamic banking, Zakat, and Ramadan-related topics. These materials were disseminated through digital and social media platforms to promote awareness and reinforce the Bank's Islamic banking brand image.

Shari'ah Compliance Opinion

Based on the reviews conducted, reports received, and explanations provided by the Management, the Committee is of the opinion that the Islamic banking operations of Prime Bank PLC. during the year ended 31 December 2025 have, in all material respects, been conducted in compliance with Shari'ah principles, approved guidelines, and applicable regulatory requirements.

Acknowledgment

The Prime Bank Shari'ah Supervisory Committee expresses its sincere appreciation and gratitude to the Honorable Board of Directors, Management, and all officials of the Bank for their continued cooperation, commitment, and support in enabling the Committee to effectively discharge its duties and responsibilities.

We pray to Almighty Allah (SWT) to grant us the guidance and strength to continue striving for excellence and to attain His pleasure through the faithful implementation of Shari'ah in all aspects of our operations and lives.

Ameen.

On behalf of the Prime Bank Shari'ah Supervisory Committee (PBSSC),



Prof. Dr. H. M. Shahidul Islam Barakati
Chairman of the PBSSC of the Board

STATEMENT OF SHAREHOLDING

Shareholding of the Parent or Subsidiary or Associated Companies and other related parties

Name of Shareholders	Position/ Designation	Shares Held at 31.12.2025	Shares Held at 31.12.2024	Remarks
Parent	-	-	-	-
Subsidiary	-	-	-	-
Associated Companies	-	-	-	-
Other related parties	-	-	-	-

Shareholding of the Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and Compliance

Name of Shareholders	Position/ Designation	Shares Held at 31.12.2025	Shares Held at 31.12.2024	Remarks
Tanjil Chowdhury	Chairman	27,872,384	27,192,570	-
Md. Shahadat Hossain	Vice Chairman	23,334,885	22,672,741	-
Quazi Sirazul Islam	Do	23,340,061	22,677,773	-
Azam J Chowdhury	Director	23,784,911	31,610,000	-
Mafiz Ahmed Bhuiyan	Do	23,523,962	22,950,208	
Nasim Anwar Hossain	Do	26,344,880	25,702,323	
Nazma Haque	Do	23,410,133	22,745,857	
Nafis Sikder	Do	29,238,454	28,408,795	
Mohammad Mushtaque Ahmed Tanvir (Nominated Director of Uniglory Cycle Industries	Do	23,503,193	22,836,275	
S.M Tamjid	Do	23,324,181	22,662,344	
Tanveer A. Chowdhury	Do	32,798,068	23,186,273	
Md. Mukul Hossain (Nominated Director of MJL Bangladesh PLC.)	Do	46,751,607	45,425,000	
C. Q. K Mustaq Ahmed	Independent Director	-	-	
Barrister Nazia Kabir	Do	-	-	
Dr. Mosttafa Shazzad Hasan FCA, CPA	Do	-	-	
Hassan O. Rashid	Former CEO	-	-	
Faisal Rahman	Acting CEO	-	50,000	
Nayamul Hoque FCS	Company Secretary	-	-	
Mohammad Jashim Uddin, FCA	Chief Financial Officer	-	-	
Md. Feroz Al Azad	Chief Auditor	-	-	
Md. Moinul Hasan	Head of ICCD (Acting)	-	-	

Shareholding of the Executives (Top 7 person other than CEO, CFO, CS, HIAC)

Name of Shareholders	Position/ Designation	Shares Held at 31.12.2025	Shares Held at 31.12.2024	Remarks
M. Nazeem A. Choudhury	Additional Managing Director	-	-	
Md. Ziaur Rahman	Do		-	
Shams Abdullah Muhaimin	Deputy Managing Director	-	-	

Name of Shareholders	Position/ Designation	Shares Held at 31.12.2025	Shares Held at 31.12.2024	Remarks
Syed Sazzad Haider Chowdhury	Deputy Managing Director	-	-	
Md. Iqbal Hossain	Do	-	-	

Shareholding of the Shareholders holding 10% or more Voting Rights

Name of Shareholders	Position/ Designation	Shares Held at 31.12.2025	Shares Held at 31.12.2024	Remarks
-	-	-	-	

Distribution of Shareholding based on Types of Shares

Name of Shareholders	Shares Held at 31.12.2025	% of Total Shareholding	Shares Held at 31.12.2024	% of Total Shareholding
Sponsor/Director	445,151,942	38.35%	456,722,861	40.35%
Government	-	-	-	-
Institutions	395,576,630	34.09%	404,727,456	35.75%
Foreign	78,047,816	6.72%	46,561,613	4.11%
Public	241,814,175	20.84%	224,271,547	19.79%
Total	**1,160,590,563**	**100.00%**	**1,132,283,477**	**100.00%**

Distribution of Shareholding based on Range of Shares

Range of Shareholdings	Shares Held at 31.12.2025	Number of Shareholders as on 31.12.2025	Shares Held at 31.12.2024	Number of Shareholders as on31.12.2024
Less than 500	522,987	3,549	604,785	3,544
500-5,000	6,604,807	3,828	7,655,129	4,180
5,001-10,000	4,233,663	599	5,156,273	675
10,001-20,000	5,642,482	411	6,154,544	414
20,001-30,000	4,005,339	166	3,908,490	156
30,001-40,000	2,217,848	64	2,161,852	61
40,001-50,000	2,653,990	58	2,587,789	55
50,001-100,000	8,899,706	124	9,041,356	124
100,001-1,000,000	80,037,667	238	72,134,456	208
Over 1,000,000	1,045,772,074	132	1,022,878,803	129
Total	**1,160,590,563**	**9,169**	**1,132,283,477**	**9,546**

Holding of minimum 30% Shareholding by the Sponsors & the Directors

Name of Shareholders	Position/ Designation	Shares Held at 31.12.2025	Shares Held at 31.12.2024	Remarks
Tanjil Chowdhury	Chairman	27,872,384	27,192,570	
Md. Shahadat Hossain	Vice Chairman	23,334,885	22,672,741	
Quazi Sirazul Islam	Do	23,340,061	22,677,773	
Azam J Chowdhury	Director	23,784,911	31,610,000	
Mafiz Ahmed Bhuiyan	Do	23,523,962	22,950,208	
Nasim Anwar Hossain	Do	26,344,880	25,702,323	
Nazma Haque	Do	23,410,133	22,745,857	
Nafis Sikder	Do	29,238,454	28,408,795	
Mohammad Mushtaque Ahmed Tanvir (Nominated Director of Uniglory Cycle Industries Ltd.)	Do	23,503,193	22,836,275	
S.M Tamjid	Do	23,324,181	22,662,344	
Tanveer A. Chowdhury	Do	32,798,068	23,186,273	

Name of Shareholders	Position/ Designation	Shares Held at 31.12.2025	Shares Held at 31.12.2024	Remarks
Md. Mukul Hossain (Nominated Director of MJL Bangladesh PLC.)	Do	46,751,607	45,425,000	
C. Q. K Mustaq Ahmed	Independent Director	-	-	
Barrister Nazia Kabir	Do	-	-	
Dr. Mosttafa Shazzad Hasan FCA, CPA	Do	-	-	
Mohammed Nader Khan	Sponsor	41,886,386	41,821,296	
Salma Huq	Do	28,679,269	27,979,775	
Md. Shirajul Islam Mollah	Do	24,202,846	23,612,534	
Mohammad Aminul Haque	Do	11,306,986	11,031,207	
Khandker Mohammed Khaled	Do	6,586,511	6,425,865	
M.A. Khaleque	Do	4,185,075	4,083,000	
Mizanur Rahman Bhuiyan	Do	667,576	651,294	
Khushe Akhter	Do	410,574	400,561	
Total		**445,151,942**	**464,222,861**	
% of Total Shares		**38.35%**	**40.34%**	

Free Float Shareholding

Particulars	As on 31.12.2025		As on 31.12.2024	
Total Outstanding Securities		1,160,590,563		1,132,283,477
Less:	445,151,942		456,722,861	
a. Securities held by Sponsors/Directors			-	
b. Securities held by Government				
c. Strategic stakes by private corporate bodies/ individual (any holding more than 5% held by an individual/ company be considered as strategic)	69,586,234		67,889,009	
d. Securities held by associate companies (cross holdings)				
e. Any other locked-in-securities				
Sub-total of a to e (B)	**514,738,176**		**524,611,870**	
Total Free Float Securities (A-B)		**645,875,999**		**607,671,607**
% of free float securities in respect of total securities		55.65%		53.65%

STATEMENT OF DIVIDEND DECLARATION & PAYMENT

Prime Bank PLC. is paying dividends to its shareholders regularly and the chronological payment history is outlined below

Year	AGM Ref.	Cash Dividend	Stock Dividend
1995	AGM # 1	-	-
1996	AGM # 2	-	-
1997	AGM # 3	30%	25%
1998	AGM # 4	-	-
1999	AGM # 5	30.00%	-
2000	AGM # 6	30.00%	20.00%
2001	AGM # 7	30.00%	16.67%
2002	AGM # 8	20.00%	14.29%
2003	AGM # 9	20.00%	30.00%
2004	AGM # 10	-	28.57%
2005	AGM # 11	-	20.00%
2006	AGM # 12	-	30.00%
2007	AGM # 13	10.00%	25.00%
2008	AGM # 14	-	25.00%
2009	AGM # 15	10.00%	30.00%
2010	AGM # 16	5.00%	35.00%
2011	AGM # 17	10.00%	20.00%
2012	AGM # 18	10.00%	10.00%
2013	AGM # 19	12.50%	-
2014	AGM # 20	15.00%	-
2015	AGM # 21	15.00%	-
2016	AGM # 22	16.00%	-
2017	AGM # 23	7.00%	10.00%
2018	AGM # 24	12.50%	-
2019	AGM # 25	13.50%	-
2020	AGM # 26	15.00%	-
2021	AGM # 27	17.50%	-
2022	AGM # 28	17.50%	-
2023	AGM # 29	17.50%	-
2024	AGM # 30	17.50%	2.50%
2025 (Proposed)	AGM # 31	25.00%	5.00%

Unpaid or Unclaimed Dividend (Summarized)

Dividend of various years remained unpaid or unclaimed due to the presence of stale BO accounts, missing or old delivery addresses or bank accounts, issued dividend warrants are yet to be deposited, etc. The following tables show the aggregate position of cash & stock dividend remained unpaid or unclaimed in a summarized manner.

Cash Dividend

(In BDT)

Sl.	Dividend Entitlement for the Year	31 December 2025	31 December 2024	Change
1	1999 to 2003	-	-	Transferred to CMSF upon settling claims
2	2007 & sale proceeds of fractions	-	-	Do
3	2009 & 2016	-	-	Do
4	2010	-	-	Do
5	2011 & 2017	-	-	Do
6	2012 & 2015	-	-	Do
7	2013 & 2014	-	-	Do
8	2018	-	-	Do
9	2019	-	-	Do
10	2020	-	-	Do
11	2021	-	12,656,363.61	-
12	2022	12,054,966.81	12,056,046.74	-
13	2023	10,217,617.72	10,522,560.77	-
14	2024	18,236,637.73	-	
	Total	**40,509,222.26**	**35,234,971.12**	

Separate bank accounts have been maintained for the above-mentioned years and the unpaid or unclaimed dividends are being paid against the claim of a shareholder.

Stock Dividend

(In Units)

Sl.	Dividend Entitlement for the year	31 December 2025	31 December 2024	Change
1	Bonus 2003	-	-	Transferred to CMSF upon settling claims
2	Bonus 2004	-	-	Do
3	Bonus 2005	-	-	Do
4	Bonus 2006	-	-	Do
5	Bonus 2007	-	-	Do
6	Bonus 2008	-	-	Do
7	Bonus 2009	-	-	Do
8	Bonus 2010	-	-	Do
9	Rights 2010	-	-	Do
10	Bonus 2011	-	-	Do
11	Bonus 2012	-	-	Do
12	Bonus 2017	-	-	Do
13	Bonus 2024	-	-	
	Total	**-**	**-**	

Separate BO accounts have been maintained for the above-mentioned years and respective BO accounts are held under Block Module as per Direction.

Aging Analysis as on 31.12.2024

Sl.	Year	Cash Dividend (in BDT)	Stock Dividend (in Units)
1	Less than 5 years (2019~2025)	-	-
2	More than 5 years (before 2019)	-	-
	Total	-	-

Transfer of Cash & Stock Dividend to the Capital Market Stabilization Fund (CMSF):

As per BSEC Directive, cash dividend of BDT 81,489,574.43 and 409,574 shares (issued as stock dividend) have been transferred to the CMSF as of 15 April 2025.

DIVIDEND DISTRIBUTION POLICY

DIVIDEND DISTRIBUTION POLICY:
ANCHORING STABILITY, REWARDING GROWTH

POLICY FRAMEWORK

KEY PRINCIPLES & GUIDELINES

SUSTAINABLE DIVIDENDS
Balancing shareholder rewards with bank growth

ADEQUATE CAPITAL
Meeting regulatory requirements and reserve targets

GROWTH INVESTMENT
Retaining earnings for expansion and innovation



OBJECTIVES & IMPACT

SHAREHOLDER VALUE & CONFIDENCE

LONG-TERM SECURITY
Predictable returns over market cycles

STEADY INCOME
Ensuring regular, stable payouts

TRANSPARENT PROCESS
Full clarity in the dividend process

DISTRIBUTION TIMELINES

Annual General Meeting Approval

- Board Recommendation
- Annual General Meeting
- Payment to Shareholders

FACTORS CONSIDERED

- Market Conditions
- Profitability
- Risk Management

Background

This policy, known as the "Dividend Distribution Policy of Prime Bank PLC.", has been formulated in line with Directive no. BSEC/CMMRRCD/2021-386/03 dated 14 January 2021 of Bangladesh Securities and Exchange Commission (BSEC) on dividend distribution and management.

The policy seeks to lay down a broad framework on dividend payments that it makes to the Shareholders taking into consideration of the medium and long-term strategies of the Bank, business performance & financial plan of the Bank, state of the country's economy & the industry, expectations of the shareholders, and applicable law & regulations directives from time to time.

Entitlement of Dividend

Shareholder(s)/member(s) of the Bank, whose names are appeared in the Register of Members and/or Depository Register of the Bank on the record date fixed by the Bank are entitled to receive dividends for the corresponding year. The Policy shall apply to the ordinary equity shares issued and outstanding.

Dividend Recommendation & Approval Process

Shareholder(s)/member(s) of the Bank, whose names are appeared in the Register of Members and/or Depository Register of the Bank on the record date fixed by the Bank are entitled to receive dividends for the corresponding year. The Policy shall apply to the ordinary equity shares issued and outstanding.

Dividend Payment/Distribution Process & Manner

All dividends (cash and/or stock) to be paid/distributed upon deduction of applicable taxes to the entitled shareholder(s)/member(s) following applicable regulatory directives from time to time.

Disclosure of the Policy

This policy to be disclosed in the Annual Report, website of the Bank, and any other mode as directed by the regulators.

Review

This policy may be reviewed by the Board on an ad hoc basis.

Disclaimer

This Policy is not a solicitation for investments in the Bank's share and not an assurance of guaranteed returns in any form on investments related to the Bank's share.

DIVIDEND DISTRIBUTION COMPLIANCE REPORT

Dividend Distribution Compliance Report

Under Clause (6) of the Directive No. BSEC/CMRRCD/2021-386/03, dated:14/01/2021

1	Name of the Issuer/Securities/Mutual Fund	Prime Bank PLC.
2	Particulars of Issuer DP	Issuer ID: 111 Registered Office: Simpletree Anarkali, Holding No: 89, Plot No: 03, Block: CWS(A), Gulshan Avenue, Gulshan, Dhaka-1212; Fax: +880 (2) 55068685 Email: investors.relation@primebank.com.bd
3	Type of Dividend (Annual/Interim) (Put tick mark (a) on the recommended option)	a) Annual ☑ b) Interim ☐
4	Whether audited or not for interim Dividend (Put tick mark (a) on the recommended option)	a) Audited ☑ b) Unaudited ☐
5	Date of recommendation of Dividend by the Board of Directors/Trustee: (Enclose copy of PSI)	13 March 2025 Copy of the PSI enclosed as Annexure-A
6	Whether Dividend recommended other than directors or sponsors or any other classes (Put tick mark (a) on the recommended option)	a) Yes ☐ b) No ☑
7	Record date for entitlement	10 April 2025 (Thursday)
8	Rate of Dividend recommended by the Board of Directors/Trustee	▪ Cash Dividend: 17.50% ▪ Stock Dividend: 2.50%
9	Dividend recommended - Type (Put tick mark (a) on the recommended option)	a) Cash ☑ b) Stock ☑
10	Securities/mutual fund traded under which categories (Put tick mark (a) on the recommended option)	a) A ☑ b) B ☐ c) G ☐ d) N ☐ e) Z ☐
11	Date of transfer to a separate bank account (pls. mention bank details) of provisional credits of shares/ units by CDBL	Date of Transfer (Cash): 24 March 2025 (Monday) Bank Details: Bank : Prime Bank PLC. Branch : Motijheel Branch Account Title : PBL DIVIDEND PAYMENT AC 2024 Account Number : 2104113041025 Date of Transfer (Stock) : 19 May 2025 (Monday) BO A/C Details:

Sl.	Particulars	No. of Shares	Shares to be Credited to
1	Full Shares for BO only	2,81,77,009	Respective BO A/C of the Shareholders
2	Full Shares for Folio only to Suspense BO	1,26,817	▪ BO A/C No: 1205080077040935 ▪ BO A/C Name: PRIMEBANK BONUS SHARE 2024 (SUSPENSE)
3	Fraction Shares for onward sale	3,260	▪ BO A/C No: 1205080077040961 ▪ BO A/C Name: COMPANY SECRETARY PRIMEBANK PLC. (FRACTION)

Dividend Distribution Compliance Report

Under Clause (6) of the Directive No. BSEC/CMRRCD/2021-386/03, dated:14/01/2021

12	Date of approval of Dividend at AGM	5 May 2025 (Monday)		
13	Rate of Dividend approved at AGM-details at Annexure (if any change)	▪ Cash Dividend: 17.50% ▪ Stock Dividend: 2.50% ▪ No changes made at the AGM		
14	Date of commencement of disbursement of Cash and Stock Dividend	▪ Cash Dividend: 12 May 2025 (Monday) ▪ Stock Dividend: 19 May 2025 (Monday)		
15	Mode of disbursement of Cash Dividend (Put tick mark (a) on the recommended option)	a) BEFTN ☑ b) Bank Transfer ☑ c) MFS ☐ d) Dividend Warrant ☑ e) Any other mode ☐		
16	Date of completion of disbursement of Cash Dividend and Stock Dividend [Enclose Bank statements and Corporate Action Processing Report (DP70)]	▪ Cash Dividend: 1 June 2025 (Sunday) ▪ Stock Dividend: 19 May 2025 (Monday) ▪ Copy of the Bank Statement (A/C No: 2104113041025) as Annexure-B ▪ Copy of the Corporate Action Processing Report (Issuer) is enclosed as Annexure-C		
17	Paid-up-capital of the issuer - before corporate action/ entitlement	BDT 11,322,834,770.00		
18	Numbers of securities/shares outstanding-before corporate/entitlement:	1,132,283,477 units of share		
19	Total cash in taka or stock (nos. shares) dividend as per corporate declaration	**Total Cash Dividend** BDT 1,981,496,084.75 (Gross) BDT 1,703,832,264.03 (After deducting AIT)	**Total Stock Dividend** 28,307,086 units of share	
20	**Distribution/Disbursement details of Cash Dividend & Stock Dividend:**	**Cash (BDT)**	**Stock (nos.)**	**Annexures**
	A. Mode of Dividend payment/credit for the concerned year:			
	a. through BEFTN or directly credited to respective BO	BDT 684,955,977.61	28,307,086 (Credited through CDBL)	
	b. through Bank Transfer other than entitled BO-Margin Loan	BDT 50,083,146.54		
	c. Through Bank Transfer (BO-Margin)	N/A		
	d. through Mobile financial Service (MFS)	N/A		
	e) through any other mode as approved by Bangladesh Bank	N/A		
	f) through transfer to Suspense Account for dematerialized Shares (BO wise detailed with reason should be maintained and submitted)	N/A	N/A	
	g) through issuance of Dividend Warrant or issue of shares to suspense account for non-dematerialized securities	BDT 968,793,139.88		
21	**Total Dividend paid/credited for the concerned year (After deducting AIT)**	BDT 1,703,832,264.03		
22	**Total unpaid/undistributed Dividend/accrued during the period (20-21) (After deducting AIT)**	NIL (BDT 89,985,667.91 is yet to be claimed due to dividend warrants in transit)		
23	Total unpaid/undistributed dividend/accrued as on 1st day of Accounting year (as per Audited Accounts)			

Dividend Distribution Compliance Report				
Under Clause (6) of the Directive No. BSEC/CMRRCD/2021-386/03, dated:14/01/2021				
24	Transfer to Suspense Account for Demate Shares or any other reasons during the concerned year			
	A. Mode of Dividend Receipts/payment/credit for the previous years:			
	a) through BEFTN or directly credited to respective BO	N/A	N/A	
	b) through Bank Transfer	N/A	N/A	
	c) through Mobile financial Service (MFS)	N/A	N/A	
	d) through any other mode as approved by Bangladesh Bank	N/A	N/A	
	e) through transfer to/from suspense account for demate shares or any other reasons	N/A	N/A	
	f) through issuance of dividend warrant or issue of shares to suspense account for non-dematerialized securities/shares/units	N/A	N/A	
	g) transfer of cash or stocks to the fund as prescribed or directed by commission after 3 years or forfeit of share to suspense account for non-dematerialized securities.	N/A	N/A	
25	Total Dividend paid /credited for previous years	BDT 304,996.14	NIL	
26	Total unpaid/undistributed Dividend for previous years (23+24-25) Taka / Nos.	BDT 103,769,069.89	409,574	
27	Grand Total of unpaid / undistributed Dividend (22+26)	BDT 103,769,069.89	409,574	
28	Aging of grand total of unpaid/undistributed Dividend for previous years:			
	More than 3 years; balance	BDT 814,89,574.43	409,574	Transferred to CMSF
	More than 4 years; balance	BDT 68,833,210.82	409,574	Do
	More than 5 years & above ; balance	BDT 57,873,080.77	409,574	Do
	Total of unpaid/undistributed Dividend for previous years	BDT 103,769,069.89	409,574 (Transferred to CMSF)	
	(Supporting bank statements and balances of securities with the Depository)			
	Note: Issuer shall maintain BO wise detailed information for all transfers / credit to suspended Accounts with reasons and submit along with bank statements and other supporting documents. The issuer shall fill up all the applicable fields.			

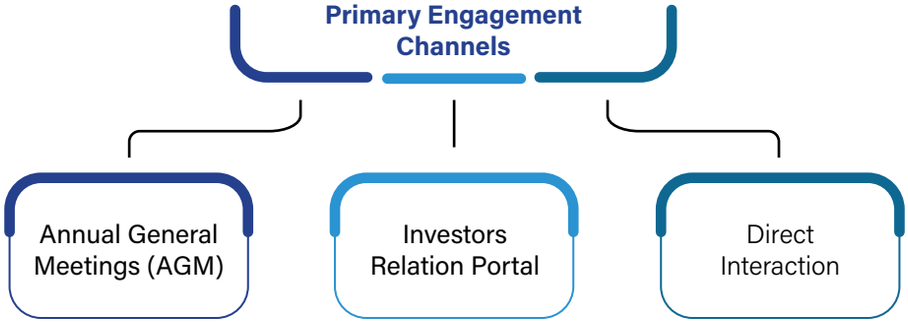
SHAREHOLDER ENGAGEMENT

Prime Bank PLC. strongly believes in the equitable treatment of every Shareholders/Members and maintenance of smooth & interactive relationship with them. The Bank is committed to serving the Shareholders/ Members in an effective & fair manner and addressing all types of grievances & complaints at the earliest.

Information Disclosure Mechanism

The Bank discloses all material information, relevant to its stakeholders, on corporate matters & activities of the Bank at its website and/or national dailies and/or various digital platforms. The dissemination of information is of 3 (three) types:

Continuous Discloser	Periodic Disclosure	Event-based Disclosure
General information	Quarterly and yearly reporting of financial results and other issues	Information related to administrative & corporate developments



Services Rendered for the Shareholders/ Members

The following services are rendered by the Investors Relations Team of the Bank:

1. General Enquiry.
2. Specific queries on Dividend Payment & Tax Deduction.
3. Issuance & distribution of Dividend Warrants.
4. Payment of unclaimed dividend.
5. Issuance of Shareholding Status, Dividend Certificate & Tax Deduction Certificate.
6. Dematerialization/ Rematerialization of Shares.
7. Transfer & Transmission, including Physical Transfer of Shares.
8. Issues related to Lost Physical Shares, Pledge/Lien of Shares, Verification

Unclaimed Dividend Settled	TDS Issued	Other Queries
90 Cases	**413** Cases	**88** Cases

Governance & Sustainability

Shareholder engagement at Prime Bank PLC. is centered on maintaining transparency and delivering sustainable value through structured communication and high-performance financial returns.

- ESG Commitment: Prime Bank integrates Environmental, Social, and Governance (ESG) principles to create long-term value.
- Rights Protection: The Board maintains a policy of equal shareholder rights and adheres to the BSEC Corporate Governance Code for transparent information disclosure.

REDRESS OF INVESTOR COMPLAINTS

Prime Bank PLC. always gives extreme priority in mitigating investors' complaints (if any) regarding any inconvenience to uphold the rights of the shareholders/members.

Investors can approach Investors Relations Team with a complaint via email, phone, or the bank's website, and will receive timely updates throughout the resolution process. Upon receipt of the complaint, immediate steps are taken to resolve the complaint.

Investors' complaints/queries are received through the following addresses

FIRST CONTACT POINT

Kamal Uddin Ahmed

Manager, Investors Relations
Prime Tower, Plot-8 & 35 (Ground Floor) Airport Road
Nikunja-2, Dhaka-1229
Phone: +8802-41040486
Mobile: +8801713554440
Email: investors.relation@primebank.com.bd

ESCALATION POINT

Nayamul Hoque FCS

Company Secretary
Prime Bank PLC.
Prime View, Plot- SE (F)7, Bir Uttam Mir Shawkat Sharak,
Gulshan Avenue, Gulshan-1 Dhaka-1212
Mobile: +8801730322480
Email: cosecy@primebank.com.bd

Rights of shareholders

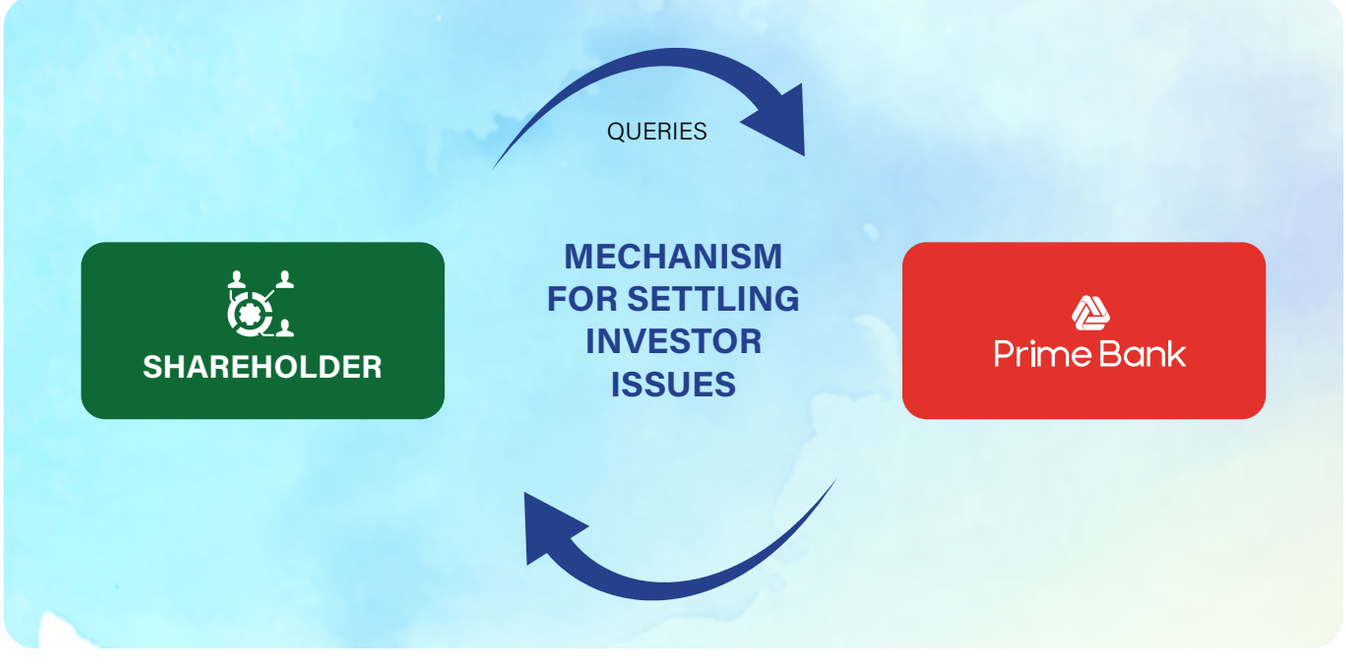
In order to foster trust-based relationships, Prime Bank has developed a holistic approach to investors, focusing on meeting their needs and protecting their fundamental rights. The Bank takes investors' complaints seriously and monitors them on a priority basis, ensuring that they are resolved promptly.

Shareholder Participation Empowerment

Participation by shareholders in the annual general meeting of the Bank is always encouraged. Prime Bank sends shareholders a notice at least 21 days in advance of the Annual General Meeting, including the date, time and any other information relating to the meeting. The notice is also published on the Bank's website and in the press in order to be easily accessible by shareholders, together with links to other documents such as the annual report, etc., and sent by e-mail and SMS.

Proxy Voting & Shareholder Access

Shareholders may download a proxy form from the Bank's website, in which they may appoint a proxy to represent them at the Annual General Meeting if they are unable to attend for any reason. The website, www.primebank.com.bd, allows shareholders and other interested parties to access financial information, business profiles and other details of the meetings. Email enquiries about proxy access and AGM can be sent to investors.relation@primebank.com.bd.



NOTICE OF THE 31ST ANNUAL GENERAL MEETING

Notice is hereby given that the 31st Annual General Meeting (AGM) of Prime Bank PLC. will be held on Thursday, 21 May 2026 at 11.00 a.m. Dhaka time (GMT + 6). The AGM will be held virtually by using digital platform through the web-link: https://agmbd.live/primebank2026 as per directive of the Bangladesh Securities and Exchange Commission (BSEC) to transact the following businesses:

Agenda – 1	To receive, consider and adopt the Audited Financial Statements of the Bank for the year ended 31 December 2025 along with the Reports of the Auditors and Directors thereon.
Agenda – 2	To declare Dividend for the year ended 31 December 2025 as recommended by the Board of Directors.
Agenda – 3	To elect/re-elect Directors.
Agenda – 4	To approve the appointment of Independent Director.
Agenda – 5	To appoint Statutory Auditors of the Bank for the term until the conclusion of the next Annual General Meeting (AGM) and to fix their remuneration.
Agenda – 6	To appoint the Corporate Governance Compliance Auditors of the Bank for the year 2026 and to fix their remuneration.

The Members / Shareholders of the Bank are requested to make it convenient to attend the meeting.

By Order of the Board

sd/-
Nayamul Hoque FCS
Company Secretary

Dated, Dhaka
29 April 2026

Notes:

- The Board of Directors recommended 30% Dividend (25% Cash and 5% Stock) for the year ended 31 December 2026.
- The "Record Date" is 28 April 2026. Shareholders, whose name appear on the Central Depository System/Register of Members on the Record Date (i.e. 28 April 2026), shall be eligible to attend/participate/join the AGM and entitled to receive the dividends.
- A member/shareholder is entitled to attend and vote at the AGM may appoint a proxy on his/her behalf. The "Proxy Form" duly signed and affixed with BDT 100 revenue stamp, must be submitted at the Investors Relations Office located at Prime Tower, Plot-8 & 35 (Ground Floor) Airport Road, Nikunja-2, Dhaka-1229 within 17 May 2026.
- The detailed procedures to participate in the virtual meeting by using the digital platform shall be published on the Bank's website https://www.primebank.com.bd and in the Annual Report, additional to a separate notification to the shareholders through email as per record.
- Link for joining virtually at the AGM shall be opened 72 (Seventy-two) hours before the commencement of the meeting.
- The webcast of the AGM shall start on 21 May 2026 (Thursday) at 11.00 a.m. (GMT+ 6). The shareholders are requested to log in to the system before starting of the meeting. Please feel free to contact at +8801713554440 for log in difficulty in accessing the virtual meeting.
- Shareholders are requested to submit their relevant queries through email at investors.relation@primebank.com.bd or in writing to Bank's Investors Relations Office at least 3 (three) working days prior to the AGM date.
- The soft copy of the Annual Report 2025 of the Bank shall be sent to the email addresses of the shareholders available in their Beneficial Owner (BO) accounts maintained with the Depository Participants. It shall also be made available on the Bank's website: www.primebank.com.bd
- As per Income Tax Act, 2023, Shareholders without having e-TIN or BO Account having no e-TIN, Tax shall be deducted @ 15% (Fifteen Percent) instead of @ 10% (Ten Percent) from payable Cash Dividend.
- Depository Participants (DP) / Stock Brokers are requested to send the list of Margin Account Holders based on Record Date, if any, within 12 May 2026 to the Investors Relations Office.

CERTIFICATION ON FINANCIAL STATEMENTS FROM CEO & CFO

05 April 2026

The Board of Directors
Prime Bank PLC.

Subject: Declaration on Financial Statements for the Year Ended on 31 December 2025.

Dear Sirs,

Pursuant to the condition No. 1(5) (xxvi) imposed vide the Commission's Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018 and subsequent amendment under section 2CC of the Securities and Exchange Ordinance, 1969, we do hereby declare that:

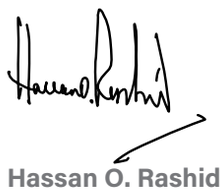
1. The Financial Statements of Prime Bank PLC. for the year ended on 31 December 2025 have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in the Bangladesh and any departure there from has been adequately disclosed;
2. The estimates and judgments related to the financial statements were made on a prudent and reasonable basis, for the financial statements to reveal a true and fair view;
3. The form and substance of transactions and the Company's state of affairs have been reasonably and fairly presented in its financial statements;
4. To ensure above, the Company has taken proper and adequate care in installing a system of internal control and maintenance of accounting records;
5. Our internal auditors have conducted periodic audits to provide reasonable assurance that the established policies and procedures of the Company were consistently followed; and
6. The management's use of the going concern basis of accounting in preparing the financial statements is appropriate and there exists no material uncertainty related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.

In this regard, we also certify that:

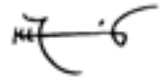
i. We have reviewed the financial statements for the year ended on 31 December 2025 and that to the best of our knowledge and belief:
   a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
   b) these statements collectively present true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.

ii. There are, to the best of knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board of Directors or its members.

Sincerely yours,



Hassan O. Rashid
Former Chief Executive Officer



Mohammad Jashim Uddin
Chief Financial Officer

DISCLOSURE OF CREDIT RATING

EXCELLENCE AFFIRMED



PRIME BANK ACHIEVES AAA
LONG-TERM CREDIT RATING

Highest Rating

Long-Term Rating:
AAA

Short-Term Rating:
ST-1

Outlook:
Stable

Valid:
24.06.2025 to **30.06.2026**

Key Takeaways

Upgraded by CRAB, confirming the highest possible credit rating.

Signals an ***extremely strong capacity*** for financial commitments with minimal credit risk.

Validates a ***three-decade-long commitment*** to financial strength, stability, and trust.

The ***ST-1*** short-term rating reaffirms the Bank's ***highest capacity*** for timely repayment.

CERTIFICATION OF MEMBERSHIP FOR BAPLC

BANGLADESH ASSOCIATION OF PUBLICLY LISTED COMPANIES

Renewed Certificate

This is to certify that

PRIME BANK PLC.

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

This certificate remains current until 31st December, **2026**

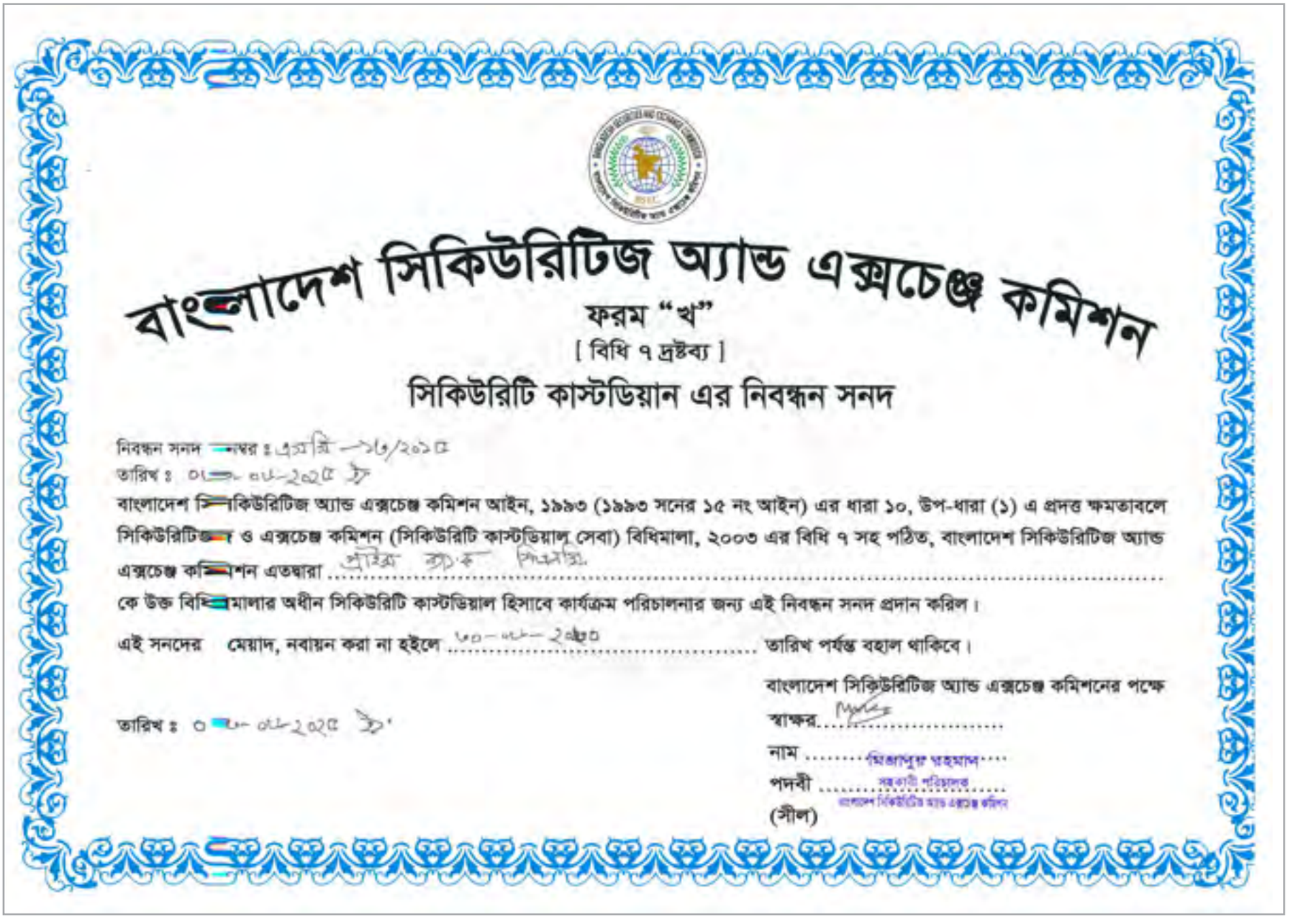
Ref. No: **CM-2026/017**

Date of issue : **January 22, 2026**

BAPLC

Secretary General

SECURITY CUSTODIAL CERTIFICATE



বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন

ফরম "খ"

[বিধি ৭ দ্রষ্টব্য]

সিকিউরিটি কাস্টডিয়ান এর নিবন্ধন সনদ

নিবন্ধন সনদ নম্বর ঃ এসসি/১৬/২০১৫

তারিখ ঃ ০১-০৬-২০২৫ ইং

বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন আইন, ১৯৯৩ (১৯৯৩ সনের ১৫ নং আইন) এর ধারা ১০, উপ-ধারা (১) এ প্রদত্ত ক্ষমতাবলে সিকিউরিটিজ ও এক্সচেঞ্জ কমিশন (সিকিউরিটি কাস্টডিয়াল সেবা) বিধিমালা, ২০০৩ এর বিধি ৭ সহ পঠিত, বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন এতদ্বারা প্রাইম ব্যাংক সিকিউরিটিজ

কে উক্ত বিধিমালার অধীন সিকিউরিটি কাস্টডিয়াল হিসাবে কার্যক্রম পরিচালনার জন্য এই নিবন্ধন সনদ প্রদান করিল।

এই সনদের মেয়াদ, নবায়ন করা না হইলে ৩০-০৬-২০৩০ তারিখ পর্যন্ত বহাল থাকিবে।

তারিখ ঃ ০১-০৬-২০২৫ ইং

বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের পক্ষে

স্বাক্ষর .....

নাম .....মিজানুর রহমান.....

পদবী .....সহকারী পরিচালক.....

বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন

(সীল)

ISO CERTIFICATION

Prime Bank PLC. is celebrated for its rigorous compliance, underscored by its prestigious ISO 27001:2022 and ISO 9001:2015 certifications. This is an internationally recognized standard for world-class Information Security Management System (ISMS) and Quality Management Systems (QMS) respectively, established by the International Organization for Standardization (ISO).

ISO 9001:2015 standard provides a universal framework for organizations of any size or industry to ensure high-quality service, improve operational efficiency, and boost customer trust. By achieving this certification, Prime Bank demonstrates a formal commitment to continuous improvement and reliable service delivery. This certification serves as a formal guarantee that the bank's internal processes, from customer service to operational workflows, meet strict global standards for consistency, efficiency, and reliability.

ISO 27001:2022 certification means Prime Bank has officially implemented a world-class Information Security Management System (ISMS). This international standard signifies that the bank follows rigorous, third-party-verified processes to protect the Confidentiality, Integrity, and Availability (often called the CIA triad) of your financial data.



Banking Product Processing and Service Delivery To Support Corporate, Consumer, MSME (Micro, Small And Medium Enterprises), Treasury Business and HR Practice for People Management.

Key Principles of ISO 9001:2015

Customer-Centric Focus
Operational Consistency
Risk-Based Thinking
Leadership Commitment
Regulatory Compliance
Continual Improvement

Information Security Management System Applies to Data Center Operations & Services, and Disaster Recovery Site Operation & Services, Supported by IT, Information Security Division, HR & Training, Legal, and Administration.

Key Principles of ISO 27001:2022

Cybersecurity Resilience
Regulatory Compliance
Trust and Reputation
Modernized Controls

CERTIFICATION ON COMPLIANCE OF THE CORPORATE GOVERNANCE CODE

Jasmin&Associates
Chartered Secretaries

Report to the Shareholders of
Prime Bank PLC.
on Compliance on the Corporate Governance Code
[Certificate as per Condition No .1(5)(XXVII)]

We have examined the Compliance status to the Corporate Governance Code by Prime Bank PLC. for the year ended on December 31, 2025. This Code relates to the Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018 of the Bangladesh Securities and Exchange Commission.

Such compliance with the Corporate Governance Code is the responsibility of the Company. Our examination was limited to the procedures and implementation thereof as adopted by the Management in ensuring compliance to the conditions of the Corporate Governance Code.

This is a scrutiny and verification and an independent audit on compliance of the conditions of the Corporate Governance Code as well as the provisions of relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of this Corporate Governance Code.

We state that we have obtained all the information and explanations, which we have required, and after due scrutiny and verification thereof, we report that, in our opinion:

(a) The Company has complied with the conditions of the Corporate Governance Code as stipulated in the above mentioned Corporate Governance Code issued by the Commission;
(b) The Company has complied with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) as required by this Code;
(c) Proper books and records have been kept by the company as required under the Companies Act, 1994, the securities laws and other relevant laws; and
(d) The Governance of the company is satisfactory.

For: **Jasmin & Associates**
Chartered Secretaries

Jasmin Akter, FCS
Managing Partner

Place : Dhaka, Bangladesh
Dated : April 21, 2026

55/B Noakhali Tower (10th Floor), Suite : 11-F, Purana Paltan, Dhaka-1000, www.jasminandassociates.com
E-mail: jasminandassociates@gmail.com, jasminmizan123@yahoo.com, Phone : 02-9574125, 01712644440, 01711-076815

CHECKLIST FOR COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

Condition No.	Title	Compliance Status as on 31 December 2025		Remarks
		Complied	Not Complied	
1	**Board of Directors**			
1(1)	**Size of the Board of Directors** The total number of members of the Company's Board of Directors shall not be less than 5 (five) and more than 20 (twenty).	√		
1(2)	**Independent Directors**			
1(2)(a)	At least 2(two) directors or one-fifth (1/5) of the total number of directors in the company's Board, whichever is higher, shall be independent directors; any fraction shall be considered to the next integer or whole number for calculating number of independent director(s): Provided that the Board shall appoint at least 1 (one) female independent director in the Board of Directors of the Company;	√		(i). There are 3 (three) Independent Directors (ID) in the PRIMEBANK Board. (ii). 1 (one) female ID has been appointed on 09.12.2024.
1(2)(b)	Independent Director means a director			
1(2)(b)(i)	Who does not hold any Share in the Company or holds less than One Percent (1%) Shares of the total Paid-Up Shares of the Company;	√		
1(2)(b)(ii)	Who is not a Sponsor of the Company or is not connected with the Company's any Sponsor or Director or Nominated Director or Shareholder of the Company or any of its Associates, Sister Concerns, Subsidiaries and Parents or holding entities who holds one percent (1%) or more shares of the total paid-up shares of the Company on the basis of family relationship and his or her family members also shall not hold above mentioned shares in the Company: Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law, and daughter-in-law shall be considered as family members;	√		
1(2)(b)(iii)	Who has not been an executive of the Company in immediately preceding 2 (two) financial years;	√		
1(2)(b)(iv)	Who does not have any other relationship, whether pecuniary or otherwise, with the Company or its Subsidiary or Associated Companies.	√		Independent Directors are engaged as nominated Director of subsidiary companies in compliance with condition no. 2(b).
1(2)(b)(v)	Who is not a member or TREC (Trading Right Entitlement Certificate) Holder, Director or Officer of any Stock Exchange;	√		

Condition No.	Title	Compliance Status as on 31 December 2025		Remarks
		Complied	Not Complied	
1(2)(b)(vi)	Who is not a Shareholder, Director excepting Independent Director or officer of any member or TREC Holder of Stock Exchange or an Intermediary of the Capital Market;	√		The current Independent Directors are the Members of the Board of subsidiaries, acting as intermediary of the capital market in compliance with condition no. 2(b)
1(2)(b)(vii)	Who is not a partner or an executive or was not a partner or an executive during the preceding 3 (three) years of the concerned Company's Statutory Audit firm or Audit Firm engaged in Internal Audit Services or audit firm conducting special Audit or Professional certifying compliance of this Code	√		
1(2)(b)(viii)	Who is not Independent Director in more than 5 (five) listed Companies	√		
1(2)(b)(ix)	Who has not been reported as a defaulter in the latest Credit Information Bureau (CIB) report of Bangladesh Bank for non-payment of any loan or advance or obligation to a bank or a financial institution.	√		
1(2)(b)(x)	Who has not been convicted for a Criminal Offence involving moral turpitude.	√		
1(2)(c)	The Independent Director (s) shall be appointed by the Board and approved by the Shareholders in the Annual General Meeting (AGM);	√		Please refer to the condition no.1(2)(a), Remarks (i).
	Board shall appoint the independent director, subject to prior consent of the Commission, after due consideration of the recommendation of the Nomination and Remuneration Committee (NRC) of the company;	√		Please refer to the condition no.6
1(2)(d)	The post of Independent Director (s) cannot remain vacant for more than 90 (ninety) days; and	√		Please refer to the condition no.1(2)(a), Remarks (i).
1(2)(e)	The tenure of office of an Independent Director shall be for a period of 3 (three) years, which may be extended for 1 (one) tenure only.	√		
1(3)	**Qualification of Independent Director**			
1(3)(a)	Independent Director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial laws, regulatory requirements and corporate laws and can make meaningful contribution to the business.	√		
1(3)(b)	Independent Director shall have following qualifications:			
1(3)(b)(i)	Business Leader who is or was a Promoter or Director of an unlisted Company having minimum paid-up capital of BDT100.00 million or any listed Company or a member of any national or international chamber of commerce or business association; or	√		
1(3)(b)(ii)	Corporate Leader who is or was a top level executive not lower than Chief Executive Officer or Managing Director or Deputy Managing Director or Chief Financial Officer or Head of Finance or Accounts or Company Secretary or Head of Internal Audit and Compliance or Head of Legal Service or a candidate with equivalent position of an unlisted Company having minimum paid up capital of BDT 100.00 million or of a listed Company; or	√		N/A

Condition No.	Title	Compliance Status as on 31 December 2025		Remarks
		Complied	Not Complied	
1(3)(b)(iii)	Former or existing official of government or statutory or autonomous or regulatory body in a position not below 5th Grade of the national pay scale, who has at least educational background of bachelor degree in economics or commerce or business or Law: In case of appointment of existing officials as independent directors, it requires clearance from the organization where he or she is in service;	√		N/A
1(3)(b)(iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law; or	√		
1(3)(b)(v)	Professional who is or was an advocate practicing at least in the High Court Division of Bangladesh Supreme Court or a Chartered Accountant or Cost and Management Accountant or Chartered Financial Analyst or Chartered Certified Accountant or Certified Public Accountant or Chartered Management Accountant or Chartered Secretary or equivalent qualification;	√		
1(3)(c)	The Independent Director shall have at least 10 (ten) years of experiences in any field mentioned in clause (b);	√		
1(3)(d)	In special cases, the above qualifications or experiences may be relaxed subject to prior approval of the Commission.	√		N/A
1(4)	**Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer**			
1(4)(a)	The positions of the Chairperson of the Board and the Managing Director (MD) and/or Chief Executive Officer (CEO) of the Company shall be filled by different individuals;	√		
1(4)(b)	The Managing Director (MD) and/or Chief Executive Officer (CEO) of a listed Company shall not hold the same position in another listed Company;	√		
1(4)(c)	The Chairperson of the Board shall be elected from among the non- executive Directors of the Company;	√		
1(4)(d)	The Board shall clearly define respective Roles and Responsibilities of the Chairperson and the Managing Director and/or Chief Executive Officer;	√		
1(4)(e)	In the absence of the Chairperson of the Board, the remaining Members may elect one of themselves from non-executive Directors as Chairperson for that particular Board's Meeting; the reason of absence of the regular Chairperson shall be duly recorded in the Minutes of the Board Meeting.	√		
1(5)	**The Directors' Report to Shareholders**			
1(5)(i)	An industry outlook and possible future developments in the industry;	√		
1(5)(ii)	The segment-wise or product-wise performance;	√		
1(5)(iii)	Risks and concerns including internal and external risk factors, threat to sustainability and negative impact on environment, if any;	√		Please refer to Management Discussion & Analysis Section, Segmental Analysis at page no. 75
1(5)(iv)	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin, where applicable;	√		Discussion on interest income, expense, operating and net profit provided at page no. 75
1(5)(v)	A discussion on continuity of any extraordinary activities and their implications (gain or loss);	√		

Condition No.	Title	Compliance Status as on 31 December 2025		Remarks
		Complied	Not Complied	
1(5)(vi)	A detailed discussion on related party transactions along with a statement showing amount, nature of related party, nature of transactions and basis of transactions of all related party transactions;	√		Please refer to Note 49 of FS at page no. 315
1(5)(vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or any other instruments;	√		No such instance
1(5)(viii)	An explanation if the financial results deteriorate after the Company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Share Offer, Direct Listing, etc.;	√		No such instance
1(5)(ix)	An explanation on any significant variance that occurs between Quarterly Financial performances and Annual Financial Statements;	√		
1(5)(x)	A statement of remuneration paid to the Directors including Independent Directors;	√		Please refer to Directors' Report in the Annual Report at page no. 70
1(5)(xi)	A statement that the financial statements prepared by the Management of the issuer Company present fairly its state of affairs, the result of its operations, cash flows and changes in equity;	√		
1(5)(xii)	A statement that proper books of account of the issuer Company have been maintained;	√		
1(5)(xiii)	A statement that appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment;	√		
1(5)(xiv)	A statement that International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there from has been adequately disclosed;	√		
1(5)(xv)	A statement that the system of internal control is sound in design and has been effectively implemented and monitored;	√		
1(5)(xvi)	A statement that minority Shareholders have been protected from abusive actions by, or in the interest of, controlling Shareholders acting either directly or indirectly and have effective means of redress;	√		Please refer to Directors' Report in the Annual Report at page no. 71
1(5)(xvii)	A statement that there is no significant doubt upon the issuer Company's ability to continue as a going concern, if the issuer Company is not considered to be a going concern, the fact along with reasons thereof shall be disclosed;	√		No doubts upon PRIMEBANK's ability to continue as a Going Concern
1(5)(xviii)	An explanation that significant deviations from the last year's operating results of the issuer Company shall be highlighted and the reasons thereof shall be explained;	√		Please refer to Directors Report
1(5)(xix)	A statement where key operating and financial data of at least preceding 5 (five) years shall be summarized;	√		Please refer to page no. 77
1(5)(xx)	An explanation on the reasons if the issuer Company has not declared dividend (cash or stock) for the year;	√		N/A
1(5)(xxi)	Board's statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend;	√		N/A
1(5)(xxii)	The total number of Board meetings held during the year and attendance by each Director;	√		

Condition No.	Title	Compliance Status as on 31 December 2025		Remarks
		Complied	Not Complied	
1(5)(xxiii)	A Report on the pattern of Shareholding disclosing the aggregate number of Shares (along with name-wise details where stated below) held by:	√		Shown in page no. 118
1(5)(xxiii)(a)	Parent or Subsidiary or Associated Companies and other related parties (name-wise details);	√		
1(5)(xxiii)(b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and Compliance and their spouses and minor children (name-wise details);	√		Please refer to page no. 118
1(5)(xxiii)(c)	Executives; and	√		
1(5)(xxiii)(d)	Shareholders holding ten percent (10%) or more voting interest in the Company (name-wise details);	√		
1(5)(xxiv)	In case of the appointment or reappointment of a director, a disclosure on the following information to the shareholders:			
1(5)(xxiv)(a)	A brief resume of the Director in case of appointment or reappointment.	√		
1(5)(xxiv)(b)	Nature of his or her expertise in specific functional areas; and	√		
1(5)(xxiv)(c)	Names of companies in which the person also holds the Directorship and the membership of committees of the Board;	√		Please refer to Annexure E of the FS at page no. 324
1(5)(xxv)	A Management's Discussion and Analysis signed by CEO or MD presenting detailed analysis of the Company's position and operations along with a brief discussion of changes in the financial statements, among others, focusing on:	√		Please refer to Directors Report, and Management Discussion
1(5)(xxv)(a)	Accounting Policies and estimation for preparation of Financial Statements;	√		
1(5)(xxv)(b)	Changes in accounting policies and estimation, if any, clearly describing the effect on financial performance or results and financial position as well as cash flows in absolute figure for such changes;	√		
1(5)(xxv)(c)	Comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years explaining reasons thereof;	√		
1(5)(xxv)(d)	Compare such financial performance or results and financial position as well as cash flows with the peer industry scenario;	√		
1(5)(xxv)(e)	Briefly explain the financial and economic scenario of the country and the globe;	√		
1(5)(xxv)(f)	Risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the Company; and	√		
1(5)(xxv)(g)	Future Plan or Projection or forecast for Company's operation, performance and financial position, with justification thereof, i.e., actual position shall be explained to the Shareholders in the next AGM;	√		
1(5)(xxvi)	Declaration or Certification by the MD and the CFO to the Board as required under condition No. 3(3) shall be disclosed as per **Annexure-A**;	√		
1(5)(xxvii)	The Report as well as certificate regarding compliance of conditions of this Code as required under condition No. 9 shall be disclosed as per **Annexure-B** and **Annexure-C**.	√		at page no. 75

Condition No.	Title	Compliance Status as on 31 December 2025		Remarks
		Complied	Not Complied	
1(5)(xxviii)	The Directors' report to the shareholders does not require to include the business strategy or technical specification related to products or services, which have business confidentiality.	√		
1(6)	**Meeting of the Board of Directors**			
1(6)	The Company shall conduct the Board Meetings and record the Minutes of the Meetings as well as keep required Books and records in line with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of this Code.	√		
1(7)	Code of Conduct for the Chairperson, other Board members and Chief Executive Officer			
1(7)(a)	The Board shall lay down a Code of Conduct, based on the recommendation of the Nomination and Remuneration Committee (NRC) at condition No. 6, for the Chairperson of the Board, other Board Members and Chief Executive Officer of the Company;	√		Please refer to the condition no.6
1(7)(b)	The Code of Conduct as determined by the NRC shall be posted on the website of the Company.	√		
2	**Governance of Board of Directors of Subsidiary Company**			
2(a)	Provisions relating to the composition of the Board of the holding Company shall be made applicable to the composition of the Board of the subsidiary Company;	√		
2(b)	At least 1 (one) Independent Director on the Board of the holding Company shall be a Director on the Board of the subsidiary Company;	√		
2(c)	The Minutes of the Board meeting of the subsidiary Company shall be placed for review at the following Board meeting of the Holding Company;	√		
2(d)	The Minutes of the respective Board meeting of the holding Company shall state that they have reviewed the affairs of the subsidiary Company;	√		
2(e)	The Audit Committee of the holding Company shall also review the Financial Statements, in particular the investments made by the subsidiary Company.	√		
3	**Managing Director (MD) or Chief Executive Officer (CEO), Chief Financial Officer (CFO), Head of Internal Audit and Compliance (HIAC) and Company Secretary (CS)**			
3(1)	**Appointment**			
3(1)(a)	The Board shall appoint a Managing Director (MD) or Chief Executive Officer (CEO), a Company Secretary (CS), a Chief Financial Officer (CFO) and a Head of Internal Audit and Compliance (HIAC);	√		
3(1)(b)	The positions of the Managing Director (MD) or Chief Executive Officer (CEO), Company Secretary (CS), Chief Financial Officer (CFO) and Head of Internal Audit and Compliance (HIAC) shall be filled by different individuals;	√		
3(1)(c)	The MD or CEO, CS, CFO and HIAC of a listed Company shall not hold any executive position in any other Company at the same time;	√		
	Provided that CFO or CS of any listed company may be appointed for the same position in any other listed or non-listed company under the same group for reduction of cost or for technical expertise, with prior approval of the Commission:	√		N/A
	Provided further that the remuneration and perquisites of the said CFO or CS shall be shared by appointing companies proportionately;	√		N/A

Condition No.	Title	Compliance Status as on 31 December 2025		Remarks
		Complied	Not Complied	
3(1)(d)	The Board shall clearly define respective Roles, Responsibilities and Duties of the CFO, the HIAC and the CS;	√		
3(1)(e)	The MD or CEO, CS, CFO and HIAC shall not be removed from their position without approval of the Board as well as immediate dissemination to the Commission and Stock Exchange(s).	√		
3(2)	**Requirement to attend Board of Directors' Meetings**			
3(2)	The MD or CEO, CS, CFO and HIAC of the Company shall attend the meetings of the Board: Provided that the CS, CFO and/or the HIAC shall not attend such part of a meeting of the Board which involves consideration of an agenda item relating to their personal matters.	√		
3(3)	**Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO)**			
3(3)(a)	The MD or CEO and CFO shall certify to the Board that they have reviewed Financial Statements for the year and that to the best of their knowledge and belief:	√		
3(3)(a)(i)	Financial Statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and	√		
3(3)(a)(ii)	Financial Statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws;	√		
3(3)(b)	The MD or CEO and CFO shall also certify that there are, to the best of knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the code of conduct for the Company's Board or its members;	√		
3(3)(c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report.	√		Disclosed in the Annual Report
4	**Board of Directors' Committee**			
4(i)	Audit Committee; and	√		
4(ii)	Nomination and Remuneration Committee.			Please refer to the condition no. 6
5	**Audit Committee**			
5(1)	**Responsibility to the Board of Directors**			
5(1)(a)	The Company shall have an Audit Committee as a Sub-Committee of the Board;	√		
5(1)(b)	The Audit Committee shall assist the Board in ensuring that the Financial Statements reflect true and fair view of the state of affairs of the Company and in ensuring a good monitoring system within the business;	√		
5(1)(c)	The Audit Committee shall be responsible to the Board; the duties of the Audit Committee shall be clearly set forth in writing.	√		
5(2)	**Constitution of the Audit committee**			
5(2)(a)	The Audit Committee shall be composed of at least 3 (three) members;	√		
5(2)(b)	The Board shall appoint members of the Audit Committee who shall be nonexecutive Directors of the Company excepting Chairperson of the Board and shall include at least 1 (one) Independent Director;	√		

Condition No.	Title	Compliance Status as on 31 December 2025		Remarks
		Complied	Not Complied	
5(2)(c)	All members of the Audit Committee should be 'Financially Literate' and at least 1 (one) member shall have accounting or related financial management background and 10 (ten) years of such experience;	√		
5(2)(d)	When the term of service of the Committee member expires, Board shall appoint new Committee member immediately or not later than 60 (sixty) days from the date of vacancy.	√		
5(2)(e)	The Company Secretary shall act as the secretary of the Committee;	√		
5(2)(f)	The Quorum of the Audit Committee meeting shall not constitute without at least 1 (one) Independent Director.	√		
5(3)	Chairperson of the Audit Committee			
5(3)(a)	The Board shall select 1 (one) member of the Audit Committee to be Chairperson of the Audit Committee, who shall be an Independent Director;	√		
5(3)(b)	In the absence of the Chairperson of the Audit Committee, the remaining members may elect one of themselves as Chairperson for that particular meeting, in that case there shall be no problem of constituting a quorum as required under condition No. 5(4)(b) and the reason of absence of the regular Chairperson shall be duly recorded in the Minutes.	√		
5(3)(c)	Chairperson of the Audit Committee shall remain present in the Annual General Meeting (AGM):	√		
5(4)	**Meeting of the Audit Committee**			
5(4)(a)	The Audit Committee shall conduct at least four meetings in a financial year:	√		
5(4)(b)	The Quorum of the meeting of the Audit Committee shall be constituted in presence of either two members or two third of the members of the Audit Committee, whichever is higher, where presence of an Independent Director is a must.	√		
5(5)	Role of Audit Committee			
5(5)(a)	Oversee the financial reporting process.	√		
5(5)(b)	Monitor choice of accounting policies and principles.	√		
5(5)(c)	Monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report.	√		
5(5)(d)	Oversee hiring and performance of external auditors.	√		
5(5)(e)	Hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption.	√		
5(5)(f)	Review along with the management, the annual financial statements before submission to the Board for approval.	√		
5(5)(g)	Review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval.	√		
5(5)(h)	Review the adequacy of internal audit function.	√		
5(5)(i)	Review the Management's Discussion and Analysis before disclosing in the Annual Report.	√		
5(5)(j)	Review statement of all related party transactions submitted by the management.	√		

Condition No.	Title	Compliance Status as on 31 December 2025		Remarks
		Complied	Not Complied	
5(5)(k)	Review Management Letters or Letter of Internal Control weakness issued by statutory auditors.	√		
5(5)(l)	Oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors and	√		
5(5)(m)	Oversee whether the proceeds raised through Initial Public Offering (IPO) or Repeat Public Offering (RPO) or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission.	√		No such event
5(6)	**Reporting of the Audit Committee**			
5(6)(a)	Reporting to the Board of Directors			
5(6)(a)(i)	The Audit Committee shall Report on its activities to the Board.	√		
5(6)(a)(ii)	The Audit Committee shall immediately Report to the Board on the following findings, if any:	√		
5(6)(a)(ii)(a)	Report on Conflicts of Interests.	√		No such instance
5(6)(a)(ii)(b)	Suspected or presumed fraud or irregularity or material defect identified in the Internal Audit and compliance process or in the Financial Statements.	√		No such instance
5(6)(a)(ii)(c)	Suspected infringement of Laws, Regulatory compliances including Securities related Laws, Rules and Regulations and	√		No such instance
5(6)(a)(ii)(d)	Any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately.	√		No such instance
5(6)(b)	Reporting to the Authorities If the Audit Committee has reported to the Board about anything which has material impact on the financial condition and results of operation and has discussed with the Board and the Management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall Report such finding to the Commission, upon reporting of such matters to the Board for three times or completion of a period of 6 (six) months from the date of first reporting to the Board, whichever is earlier.	√		No such instance
5(7)	**Reporting to the Shareholders and General Investors** Report on activities carried out by the Audit Committee, including any report made to the Board under condition No. 5(6)(a)(ii) above during the year, shall be signed by the Chairperson of the Audit Committee and disclosed in the annual report of the issuer Company.	√		
6	**Nomination and Remuneration Committee (NRC)**	N/A [In compliance with the Bangladesh Bank's BRPD Circular Letter no. 21 dated 12 May 2024, the responsibilities of the Nomination and Remuneration Committee have been entrusted to the Audit Committee of the board.]		

Condition No.	Title	Compliance Status as on 31 December 2025		Remarks
		Complied	Not Complied	
6(1)(a)	**The Company shall have a Nomination and Remuneration Committee (NRC) as a sub- committee of the Board;**			NRC dissolved as per directive of the primary regulator.
6(1)(b)	The NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of Directors and top level executive as well as a policy for formal process of considering remuneration of Directors, top level executive.			
6(1)(c)	The Terms of Reference (ToR) of the NRC shall be clearly set forth in writing covering the areas stated at the Condition No. 6(5)(b).			
6(2)	**Constitution of the NRC**			
6(2)(a)	The Committee shall comprise of at least three members including an independent director;	-		NRC dissolved as per directive of the primary regulator.
6(2)(b)	All members of the Committee shall be non-executive Directors;	-		
6(2)(c)	Members of the Committee shall be nominated and appointed by the Board;	-		
6(2)(d)	The Board shall have authority to remove and appoint any member of the Committee;	-		
6(2)(e)	In case of death, resignation, disqualification, or removal of any member of the Committee or in any other cases of vacancies, the board shall fill the vacancy within 180 (one hundred eighty) days of occurring such vacancy in the Committee;	-		
6(2)(f)	The Chairperson of the Committee may appoint or co-opt any external expert and/or member(s) of staff to the Committee as advisor who shall be nonvoting member, if the Chairperson feels that advice or suggestion from such external expert and/ or member(s) of staff shall be required or valuable for the Committee;	-		
6(2)(g)	The Company secretary shall act as the secretary of the Committee;	-		
6(2)(h)	The quorum of the NRC meeting shall not constitute without attendance of at least an independent director;	-		
6(2)(i)	No member of the NRC shall receive, either directly or indirectly, any remuneration for any advisory or consultancy role or otherwise, other than Director's fees or honorarium from the Company.	-		
6(3)	**Chairperson of the NRC**			
6(3)(a)	The Board shall select 1 (one) member of the NRC to be Chairperson of the Committee, who shall be an independent director;	-		NRC dissolved as per directive of the primary regulator.
6(3)(b)	In the absence of the Chairperson of the NRC, the remaining members may elect one of themselves as Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes;	-		
6(3)(c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the Shareholders:	-		
6(4)	**Meeting of the NRC**			

Condition No.	Title	Compliance Status as on 31 December 2025		Remarks
		Complied	Not Complied	
6(4)(a)	The NRC shall conduct at least one meeting in a financial year;	-		NRC dissolved as per directive of the primary regulator.
6(4)(b)	The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC;	-		
6(4)(c)	The quorum of the meeting of the NRC shall be constituted in presence of either two members or two third of the members of the Committee, whichever is higher, where presence of an independent director is must as required under condition No. 6(2)(h);	-		
6(4)(d)	The proceedings of each meeting of the NRC shall duly be recorded in the minutes and such minutes shall be confirmed in the next meeting of the NRC	-		
6(5)	**Role of NRC**			
6(5)(a)	NRC shall be independent and responsible or accountable to the Board and to the Shareholders			NRC dissolved as per directive of the primary regulator.
6(5)(b)	NRC shall oversee, among others, the following matters and make report with recommendation to the Board:			
6(5)(b)(i)	Formulating the criteria for determining qualifications, positive attributes and independence of a Director and recommend a policy to the Board, relating to the remuneration of the directors, top level executive, considering following:			
6(5)(b)(i)(a)	The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable Directors to run the Company successfully;			
6(5)(b)(i)(b)	The relationship of remuneration to performance is clear and meets appropriate performance benchmarks;			
6(5)(b)(i)(c)	Remuneration to Directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals;			
6(5)(b)(ii)	Devising a Policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;			
6(5)(b)(iii)	Identifying persons who are qualified to become Directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the Board;			
6(5)(b)(iv)	Formulating the criteria for evaluation of performance of Independent Directors and the Board;			
6(5)(b)(v)	Identifying the Company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria;			
6(5)(b)(vi)	Developing, recommending and reviewing annually the Company's human resources and training policies;			
6(5)(c)	The Company shall disclose the nomination and remuneration policy and the evaluation criteria and activities of NRC during the year at a glance in its annual report.			
7	**External or Statutory Auditors**			
7(1)	**The issuer Company shall not engage its external or statutory auditors to perform the following services of the Company, namely:**			
7(1)(i)	Appraisal or valuation services or fairness opinions.	√		
7(1)(ii)	Financial Information Systems design and implementation.	√		

Condition No.	Title	Compliance Status as on 31 December 2025		Remarks
		Complied	Not Complied	
7(1)(iii)	Book-Keeping or other services related to the accounting records or financial statements.	√		
7(1)(iv)	Broker-Dealer Services.	√		
7(1)(v)	Actuarial Services.	√		
7(1)(vi)	Internal Audit services or special audit services.	√		
7(1)(vii)	Any service that the Audit Committee determines.	√		
7(1)(viii)	Audit or certification services on compliance of corporate governance as required under condition No. 9(1) and	√		
7(1)(ix)	Any other service that creates conflict of interest.	√		
7(2)	No partner or employees of the external audit firms shall possess any share of the Company they audit at least during the tenure of their audit assignment of that Company; his or her family members also shall not hold any shares in the said Company.	√		
7(3)	Representative of external or statutory auditors shall remain present in the Shareholders' Meeting (Annual General Meeting or Extraordinary General Meeting) to answer the queries of the Shareholders.	√		
8	**Maintaining a website by the company**			
8(1)	The Company shall have an Official Website linked with the website of the Stock Exchanges.	√		
8(2)	The Company shall keep the website functional from the date of listing.	√		
8(3)	The Company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange(s).	√		
9	**Reporting and Compliance of Corporate Governance**			
9(1)	The Company shall obtain a Certificate from a practicing Professional Accountant or Secretary (Chartered Accountant or Cost and Management Accountant or Chartered Secretary) other than its statutory auditors or audit firm on yearly basis regarding compliance of conditions of Corporate Governance Code of the Commission and shall such certificate shall be disclosed in the Annual Report.	√		
9(2)	The Professional who will provide the certificate on compliance of this Corporate Governance Code shall be appointed by the Shareholders in the Annual General Meeting.	√		
9(3)	The Directors of the Company shall state, in accordance with the **Annexure-C** attached, in the Directors' report whether the Company has complied with these conditions or not.	√		

BANGLADESH BANK CORPORATE GOVERNANCE GUIDELINES: COMPLIANCE STATUS

This report (comprising Part-I, Part-II, Part-III, and IV) is intended to exhibit our compliance status of corporate governance practice in line with the relevant circulars issued by Banking Regulation and Policy Department (BRPD) of Bangladesh Bank. These circulars outline the guidelines pertaining to the establishment, functions, and obligations of the Board of Directors, the appointment and duties of the Managing Director, the contractual engagement of advisors and consultants, and appointment of independent directors, their roles, responsibilities, and honorarium.

PART-I

Formation & Responsibilities of Board of Directors of a Bank Company
(BRPD Circular No. 02 Dated 11 February 2024)

Reference		Provision	Compliance Status
3	**Formation of Board of Directors:**		
	(a)	The Board of Directors of a bank-company shall consist of shareholder directors, nominated directors on behalf of shareholder institutions, and independent directors. Where it is applicable, alternate directors may also be members of the Board.	Complied
	(b)	The maximum number of directors on the Board shall be 20 (twenty). Out of these 20, the number of independent directors shall not be less than 03 (three) and in case of number of directors on the Board less than 20 (twenty), the minimum number of independent directors shall be 02 (two).	Complied
	(c)	Not more than 03 (three) members of the same family can hold the position of director in any bank company at the same time.	Complied
	(d)	Apart from these 03 (three) directors of the same family, a nominated director can be appointed on behalf of a maximum 02 (two) institutions or companies closely related or controlled by the said family.	Complied
	(e)	Not more than 1 (one) individual can be appointed as a nominated director on behalf of a shareholder institution or company	Complied
	(f)	An individual cannot be appointed as a nominated director in the Board on behalf of another individual shareholder (with a distinct natural personality)	Complied
	(g)	Pursuant to Section 15KaKa of the Bank Company Act, 1991, from January 28, 2018 no individual can hold the position of a director in any bank-company for more than 12 (twelve) consecutive years. They will not be eligible for reappointment unless expiration of 03 years' time after the completion of their tenure as director.	Complied
	(h)	All directors will retire at the first annual general meeting of a bank-company. Subsequently, one third of the directors, based on seniority, will retire at each annual general meeting. In this case, the provisions described in Article 80 of schedule 1 of the Companies Act, 1994, must be followed. Retiring directors will be eligible to be re-elected for reappointment as directors.	Complied
4	**Qualifications and Eligibility of a Director:**		
	(a)	The relevant individual must have at least 10 (ten) years of management or business or professional experience; The experience of an individual; gained before the age of 18 (eighteen), shall not be taken into consideration;	Complied
	(b)	The minimum age of the relevant individual shall be 30 (thirty) years;	Complied
	(c)	He/she has not been convicted of any criminal offense, neither involved in any fraud, financial crime, or any other illegal activities at present nor in the past;	Complied
	(d)	There are no adverse observations/comments regarding him/her in any of the verdict published by criminal or civil court;	Complied
	(e)	He/she has not been convicted for violation of any rules, regulations, policies, or laws of any regulatory authority related to the financial sector;	Complied
	(f)	He/she was not associated with any company/entity whose registration/license has been revoked or the entity has been liquidated;	Complied

Reference		Provision	Compliance Status
	(g)	He/she is not a loan defaulter for any loan taken from any bank/financial institutions in his/her name or in the name of any entities related to him/her;	Complied
	(h)	He/she does not hold the position of director or advisor/consultant or any other beneficial position in any other bank-company, financial institution, insurance company, or subsidiary company of those companies;	Complied
	(i)	He/she does not hold the position of external auditor, legal advisor, advisor, consultant, or in any other beneficial position of the same bank-company;	Complied
	(j)	He/she has not been declared insolvent by a court at any time;	Complied
	(k)	He/she is not a tax defaulter personally or for his sole proprietorship or partnership firm;	Complied
	(l)	In case of being employed in any position in the relevant bank company, a tenure of 5 (five) years must be passed after his/her resigning from the post;	Complied
	(m)	If he/she was listed as a willful defaulter by any bank or financial institution established under the Finance Company Act, 2023, he/she shall not be eligible to become director of any bank until the expiration of 5 (five) years tenure of being removed from that list.	Complied
5	**Appointment/ Re-appointment of Directors:**		
		In accordance with Sub-section (04) of Section 15 of the Bank Company Act, 1991, prior approval from Bangladesh Bank is a must for all bank-companies (except specialized banks) to appoint/reappoint directors, who have been nominated in the board meeting or elected/ re-elected in the annual general meeting of the board. The date of appointment/ re-appointment shall be effective from the date of approval by Bangladesh Bank. For obtaining such prior approval, an application furnished with the prescribed documents/ papers/information must be submitted to Bangladesh Bank and signed by the chief executive/ managing director of the bank within 07 (seven) working days from the date of the relevant board meeting/annual general meeting.	Complied
8	**Vacancy of Office of Director:**		
	(a)	The office of director shall be vacated according to the provision specified in Section 108(1) of the Companies Act, 1994. Moreover, if any director fails to repay the advance or loan obtained from any bank or financial institution within two months of receiving notice from the Bangladesh Bank under Section 17 of the Bank Company Act, 1991, or provides false declarations/information to Bangladesh Bank at the time of appointment as a director, or if his eligibility is found to be deficient, the office of the director can be vacated or his appointment can be cancelled.	Complied (No such case occurred)
	(b)	If the office of a director is vacated under Section 17 of the Bank Company Act, 1991, the individual will not be eligible to become a director of that bank company/any other bank company/financial institution within one year from the date of full repayment of the total amount due to the respective bank/financial institution. It is noteworthy that the dues have to be adjusted for the shares held by the director of that bank company. When a director receives notice under Section 17 of the Bank Company Act, 1991, he/ she can't transfer his/her shares of that bank until all the debt owed to him/her by the relevant bank or financial institution is repaid. If a director, who has received notice, resigns from his office while the action of the notice is still in effect, the resignation will not be effective.	Complied (No such case occurred)
	(c)	Besides, if any director of a bank company is listed as a willful defaulter, Bangladesh Bank can declare the office of director vacant in accordance with the provisions described in Section 27Kha of the Bank Company Act, 1991.	Complied (No such case occurred)
9	**Removal and Appointment of a Director in Special Purposes:**		
	(a)	According to Sub-section (4) of Section 15 of the Bank Company Act, 1991, prior approval from the Bangladesh Bank must be taken for removal of any director of a bank (other than specialized bank) from his office. Such removal will be effective from the date of approval granted by Bangladesh Bank	Complied (No such case occurred)
	(b)	If any director or chairman of a bank company is involved in malpractices detrimental to the interests of depositors or misuses bank's funds through related party transaction/ money laundering or is involved in terrorist financing/acts against public interest, Bangladesh Bank may remove him/her under Section 46 of the Bank Company Act, 1991, or dissolve the board of under Section 47 of the Bank Company Act, 1991.	Complied (No such case occurred)

Reference		Provision	Compliance Status
	(c)	Bangladesh Bank may appoint any person as a director of any bank company considering his/her qualification and eligibility for appointment as director or construct a new board/ reconstruct a board in accordance with the power conferred in Section 45 of the Bank Company Act, 1991, for the protection of the interests of the bank company or depositors, for specific/special reasons, or for the public interest.	Complied (No such case occurred)
10.1	Responsibilities, Authorities and Duties of the Board of Directors:		
	(a)	Work-planning and Strategic Management:	
		i) The board will determine the objectives and goals of the bank and adopt strategies and work-plans on an annual basis to achieve these goals. It shall review the progress of the implementation of the work plans on a quarterly basis.	Complied
		ii) The board shall have its analytical review incorporated in the Annual Report on the success/failure in achieving predetermined business and other targets as set out in its annual work-plan and shall apprise the shareholders about its recommendations on future plans and strategies. It shall set the Key Performance Indicators (KPIs) for the MD/CEO & officers in the immediate two tiers below the MD/CEO, and have it evaluated from time to time.	Complied
	(b)	Credit and Risk Management:	
		i) The policies, strategies, etc. with respect to the appraisal of loan/investment proposals, sanction, disbursement, recovery, reschedule, and write-off thereof shall be formulated with the board's approval under the purview of the existing laws, rules, and regulations. The board shall specifically delegate the authority of loan/investment approval to the MD/CEO and his subordinate executives as much as possible.	Complied
		ii) The board shall frame policies for risk management. It will inspect on a quarterly basis whether these policies are properly implemented; review the concerned report of the risk management committee, and ensure compilation in the minutes of the board meeting. The board shall monitor whether the key risk management guidelines of Bangladesh Bank are being properly complied with	Complied
	(c)	Internal Control Management:	
		The board will establish such an internal control system so that the internal audit process can be conducted independently of management. It shall review the reports submitted by its audit committee at quarterly rests regarding compliance with recommendations made in internal and external audit reports and the Bangladesh Bank inspection reports.	Complied
	(d)	Human Resource Management and Development:	
		i) Policies related to recruitment, promotion, transfer, disciplinary and punitive measures, incentives, human resources development, etc. and service rules shall be formulated and approved by the board. No member of the board of directors shall be included in the selection committees for recruitment and promotion at different levels. Recruitment, promotion, transfer, disciplinary, and punitive measures of the officers" immediate two tiers below the MD/CEO of the banks (except state-owned banks) shall rest upon the board. In case of state-owned bank these will be will be governed by the prevailing approved policies of the Financial Institutions Division of the Ministry of Finance periodically.	Complied
		ii) The board shall put its special attention on training, adoption of modern electronic & information technologies and the introduction of effective Management Information System (MIS) for skill development of bank employees/staff and shall incorporate these programs into its annual work plan.	Complied
		iii) The board will establish a Policy of integrity, ethics and code of conduct for officials and employees at all levels, which all employees will adhere to properly	Complied
	(e)	Financial Management:	
		i) The annual budget and the statutory financial statements shall be finalized with the approval of the board. It shall quarterly review the positions in respect of the bank's income, expenditure, liquidity position, overdue/non-performing loans, capital base and adequacy, maintenance of loan loss provision, and steps taken for recovery of defaulted loans, including legal measures	Complied
		ii) The board shall frame the policies for bank's purchase and procurement activities adhering to the laws and regulations prevalent in the country and shall accordingly approve the distribution of power for making such expenditures.	Complied

Reference		Provision	Compliance Status
		iii) The board will periodically review the whether an Asset-Liability Committee (ALCO) has been formed and whether it is working as per Bangladesh Bank guidelines.	Complied
	(f)	Appointment of Managing Director/CEO:	
		The Board of Directors will appoint a suitable CEO/Managing Director with the prior approval of Bangladesh Bank in line with prevailing instructions time to time.	Complied
	(g)	Other Duties and Responsibilities of the Board:	
		The board should follow and comply with all other duties and responsibilities assigned by BB.	Complied
10.2	**Responsibilities of the Chairman and Directors:**		
	(a)	The chairman will be elected from the members of the board for a period of 2 (two) years. Considering his tenure as director, he will be eligible for re-election as chairman.	Complied
	(b)	As the chairman of the board of directors or chairman of any committee formed by the board or any director does not individually or personally possess the jurisdiction to apply policy making or executive authority, he/she shall not participate in or interfere in the administrative or operational and routine affairs of the bank.	Complied
	(c)	The chairman may be offered an office-room, a personal secretary/assistant, one peon/ MLSS, one telephone at the office, one mobile phone to use inside the country, and a vehicle in the business-interest of the bank, subject to the approval of the board.	Complied
11	**Board Committees:**		
		Each bank company's board of directors can form 1 (one) executive committee, 1 (one) audit committee and 1 (one) risk management committee with its members. Apart from these three committees, no permanent or temporary committee or sub-committee can be formed by the board.	Complied
11.1	**Executive committee:**		
		Executive committee should be formed with the members of the board for the purpose of continuing the urgent and daily/routine works in between the intervals of board meetings.	Complied
	(a)	**Organizational Structure:**	
		i) The members of the committee will be nominated by the board of directors from themselves;	Complied
		ii) The executive committee will consist of a maximum 07 (seven) members	Complied
		iii) One chairman/president of the committee shall be elected from the members for a period of 3 (three) years.	Complied
		iv) Members may be appointed for a period of 3 (three) years.	Complied
		v) Chairman of the Board of Directors may also serve as the chairman/president of executive committee;	Complied
		vi) Not more than one member of the same family can be included in the executive committee.	Complied
		vii) Company secretary of the bank will be the secretary of the executive committee.	Complied
	(b)	**Qualifications of the Members:**	
		i) Integrity, dedication, and the opportunity to spend time for the functioning of the committee must be considered while nominating a director to the committee.	Complied
		ii) Committee members must have a thorough understanding of the Bank Company Act, 1991, other Acts and regulations related to banking operations, banking business, management of banks, various risk factors, and the duties & responsibilities of members of the committee. In case of digital bank, at least one person with expertise in ICT matters must be included as a committee member.	Complied
	(c)	**Roles and Responsibilities of the Executive Committee:**	
		i) As instructed by the Board of directors, the executive committee can decide or can act in those cases that are not specifically assigned on full board through the Bank Company Act, 1991 and other laws and regulations.	Complied
		ii) The executive committee can take all necessary decisions or approve cases within the power delegated by the board of directors.	Complied

Reference		Provision	Compliance Status
		iii) All decisions taken by the executive committee should be ratified at the next board meeting.	Complied
	(d)	**Meetings of the Executive Committee:**	
		i) The committee may invite the Chief Executive Officer, Head of Internal Audit, or any other Officer to its meetings, if it deems necessary.	Complied
		ii) To ensure active participation and contribution by the members at every meeting, a detailed memorandum should be distributed to committee members at least 2 (two) days prior to each meeting.	Complied
		iii) All recommendations/observations of the committee should be incorporated in the minutes.	Complied
		iv) If any note of dissent is issued on any matter, it must be recorded in the minutes of the meeting.	Complied
11.2	**Audit Committee:**		
		The board will approve the objectives, strategies and overall business plans of the bank and the audit committee will assist the board in fulfilling its oversight responsibilities. The committee will inspect/ review the inspection process of financial reporting, internal control system, the audit process and the bank's operations being conducted within the existing Acts and laws & regulations imposed by the regulatory authorities and its own code of business conduct.	Complied
	(a)	**Organizational Structure:**	
		i) The audit committee will comprise of a maximum 05 (five) members, among whom at least 2 (two) independent directors will be included.	Complied
		ii) One chairman/president of the audit committee will be elected from the independent directors	Complied
		iii) The tenure of the chairman/president of the audit committee will be 3 (three) years. An independent director cannot serve consecutively for two terms as the chairman/ president of the audit committee.	Complied
		iv) No member of the executive committee can be included as a member of the audit committee.	Complied
		v) Members may be appointed for a period of 03 (three) years;	Complied
		vi) Company secretary of the bank will be the secretary of the audit committee.	Complied
	(b)	**Qualifications of the Members:**	
		i) Individuals who are capable of contributing effectively and efficiently to the Committee's functions should be appointed as members.	Complied
		ii) Committee members must have a thorough understanding of the Bank Company Act, 1991, relevant other Acts and regulations related to banking operations, auditing, banking business, management of banks, various risk factors, and the duties & responsibilities of members of the committee.	Complied
		iii) Individuals with practical experience in the field of banking operations, especially those with educational qualifications in Accounting, Cost Accounting, Finance, Banking, Management, and Economics, should be given priority in forming the committee. In the case of a digital bank, at least one person with expertise in ICT matters must be nominated as a committee member.	Complied
	(c)	**Roles and Responsibilities of the Audit Committee:**	
		Internal Control:	
		i) The Audit Committee will evaluate whether management has been able to set the appropriate compliance culture, whether clear directives have been given to the bank's officials/employees regarding their roles and responsibilities and whether there is full compliance and control over their work;	Complied
		ii) The Audit Committee will review whether the recommendations made periodically by internal and external auditors on internal control strategies/framework, have been implemented by the management and provide necessary guidance;	Complied

Reference		Provision	Compliance Status
		iii) The Audit Committee will regularly update the board about irregularity, fraud, forgery, and weaknesses in internal control detected by internal and external auditors and inspecting team of the regulatory authority or the corrective actions taken regarding similar issues detected by them.	Complied
		Financial Reporting:	
		i) The audit committee will check whether the financial statements reflect the comprehensive and concrete information and determine whether the country's prevailing rules & regulations and accounting standards, as well as the relevant accounting standards prescribed by the Bangladesh Bank in this regard, have been followed in preparing the financial statements.	Complied
		ii) The audit committee will discuss with the inspection team of the Bangladesh Bank, the external auditors and management to review the financial statements before its finalization.	Complied
		Internal Audit:	
		i) The audit committee will ensure whether internal audit working independently from the management.	Complied
		ii) The audit committee will review the activities of the internal audit and the organizational structure.	Complied
		iii) The Audit Committee will assess the efficiency and effectiveness of internal audit function and recommend necessary measures accordingly;	Complied
		iv) The Audit Committee will also verify whether the findings/recommendations made by the internal auditors regarding regularizing irregularities detected by them, management of the bank's operations etc. are being properly addressed by the bank management and provide necessary guidance.	Complied
		External Audit:	
		i) The Audit Committee will review audit activities conducted by the external auditors and their audit reports;	Complied
		ii) The Audit Committee will also verify whether the findings/recommendations of the external auditors on regularizing irregularities, fraud and forgeries detected by them and the management of the bank's operations are being properly considered by the management authorities or not.	Complied
		iii) The Audit committee will recommend regarding the appointment of the external auditors from the list of external auditors announced by the Bangladesh Bank from time to time.	Complied
		Compliance with existing Laws and Regulations:	
		The Audit Committee will review whether banking laws, rules & regulations, policies and guidelines issued by regulatory authorities (Central Bank and other institutions), and internal policies approved by the Board are being properly complied with.	Complied
		Other Responsibilities:	
		i) The Audit Committee will submit compliance report to the board on quarterly basis on regularization of the irregularity, fraud and forgeries detected by the internal and external auditors and inspection team of the Bangladesh Bank and directions described in any observation;	Complied
		ii) External and internal auditors will submit their related assessment report, if the committee solicit;	Complied
		iii) The committee will evaluate any matter as desired lawfully by the Board of Directors and submit a report/recommendation on it.	Complied
		Meetings of the Audit Committee:	
		i) The audit committee should hold at least 4 meetings in a year and it can sit any time as it may deems necessary;	Complied
		ii) The committee may invite the Chief Executive Officer of the bank, the officer in charge of internal audit, or any other official to its meetings, if it deems necessary;	Complied
		iii) To ensure active participation and contribution by the members at every meeting, a detailed memorandum should be distributed to committee members at least 2 (two) days prior to each meeting.	Complied

Reference		Provision	Compliance Status
11.3	**Risk Management Committee:**		
		A risk management committee will be formed to play an effective role in mitigating impending risks arising out from strategies and work plans formulated by the Board of Directors of the bank company and to carry out the related roles and responsibilities effectively/efficiently. The Risk Management Committee will scrutinize whether risk management measures are taken and applied against the identified and assessed risk factors, whether adequate capital and accurate provision are maintained against them and therefore, will provide necessary directions for risk reduction.	Complied
	(a)	**Organizational Structure:**	
		i) The members of the committee will be nominated by the board of directors from themselves;	Complied
		ii) The risk management committee will comprise of maximum 05 (five) members.	Complied
		iii) Chairman/president of the committee will be elected from the members for period of 03 (three) year	Complied
		Iv) Members may be appointed for a period of 03 (three) years;	Complied
		v) Company secretary of the bank will be the secretary of the risk management committee.	Complied
	(b)	**Qualifications of the Members:**	
		i) Integrity, competence, dedication, and opportunity to spare time for the functionality of the committee must be considered while nominating a director of the committee;	Complied
		ii) Individuals who are capable of contributing effectively and efficiently to the committee's functions should be appointed as members.	Complied
		iii) Committee members must have a thorough understanding of Bank Company Act, 1991, other Acts, rules and regulations relevant to the banking operations, banking business, management of banks, various risk factors, and the duties & responsibilities as member of the committee. In case of digital bank, at least one person with expertise in ICT matters must be nominated as a committee member.	Complied
	(c)	**Roles and Responsibilities of the Risk Management Committee:**	
		Risk Identification & Control Mechanisms:	
		The responsibility of the Risk Management Committee is to ensure adoption and implementation of appropriate mechanisms for identification of risks associated with the bank's operations and its control. The Risk Management Committee will review and revise the bank's risk management policy and procedures if necessary.	Complied
		Preparation of Organizational Structure:	
		The responsibility of the Risk Management Committee is to ensure an adequate organizational structure for controlling risk within the bank.	Complied
		Review and Approval of Risk Management Policy:	
		The Risk Management Committee will review the bank's risk management policies and guidelines at least once a year; it will propose amendments if necessary and present them to the Board of Directors for final approval.	Complied
		Storage of Data & Reporting System:	
		The Risk Management Committee will approve the data storage and reporting system developed by the bank management by scrutinizing them, and will ensure that these systems are being properly implemented.	Complied
		Monitoring the Implementation of Comprehensive Risk Management Policy:	
		The Risk Management Committee will monitor whether the Comprehensive Risk Management Policy of the bank is being properly implemented. It will ascertain whether necessary steps have been taken to mitigate various risks, including credit risk, market risk, and operational risk.	Complied
		Other Responsibilities:	
		i) The decisions and recommendations of the committee shall be presented to the Board of Directors in summarized form on quarterly basis.	Complied
		ii) The Risk Management Committee shall comply with instructions issued from time to time by the controlling authority regarding various risk-related matters in banking operations.	Complied

Reference		Provision	Compliance Status
	(d)	**Meetings of the Risk Management Committee:**	
		i) The committee shall convene meetings at least 4 (four) times a year and may arrange meetings at any time as necessary.	Complied
		ii) The committee may invite the Chief Executive Officer, Chief Risk Officer or any other Officer to its meetings if it deems necessary	Complied
		iii) To ensure active participation and contribution by the members at every meeting, a detailed memorandum should be distributed to committee members at least 2 (two) days prior to each meeting.	Complied
		iv) All recommendations/observations of the committee should be noted in the minutes.	Complied
	(e)	**Alternative Director:**	
		If any director of a bank company remains abroad for consecutive 3 (three) months, an alternative director may be appointed in compliance with Section 101 of the Companies Act, 1994, for once in a year for the tenure of maximum 3 (three) months. The provisions regarding the qualification and eligibility for the appointment of directors will be applicable for the appointment of an alternative director too. Any loan defaulter or any person who is not eligible to become a director under the Bank Company Act, the Company Act or any other law or regulation or rules will not be appointed as an alternate director. Since, an alternate director is appointed for a temporary period; he/she cannot be included in any sub-committee constituted of the Board. During his tenure of alternate directorship, he/she or his/her affiliated organization will not get any kind of loan facilities or enhancement of limit or extension of time period or any kind of exemption of interest calculation or interest waiver of previous loan from his bank.	Complied (No such case occurred)
12	**Other Matters Related to The Meetings of Board and Sub-Committees:**		
12.1	**Conduct of Meetings of Board and Sub-Committees:**		
	(a)	The Board of Directors of the bank shall convene meeting once in a month or more than once if necessary;	Complied
	(b)	The quorum for the meetings of the bank's Board of Directors shall be determined according to the bank's articles of association or memorandum of association.	Complied
	(c)	For active participation and contribution of members in the Board meeting, delivery of the detailed memorandum (to be presented in the meeting) to each member at least 02 (two) days prior to the meeting must be ensured.	Complied
	(d)	Any issue; not incorporated in the agenda, must not be considered by the board.	Complied
	(e)	Note of dissent on any matter issued in the meeting, must be recorded in the meeting minutes.	Complied
	(f)	Apart from the Board of Directors, managing director and the company secretary of the bank can be present at the board meeting.	Complied
	(g)	In special circumstances, upon invitation from the board or its sub-committees, any bank employee may be present at the meeting only while issues relevant to him/her are being presented (not for the entire duration).	Complied
	(h)	No external person, under any circumstances, can attend meetings of the board or its sub-committees.	Complied
	(i)	Meetings of the Board of Directors, executive committees, audit committees, and risk management committees of the bank have to be held in the head office/ in the city of the headquarter. However, if there is a special need to conduct a meeting outside the head office city/Dhaka, the application must be submitted to the Bangladesh Bank at least seven working days before the meeting for prior approval, mentioning the reasons behind it, the number/list of participants and the estimated expense. Any excessive expense other than the necessary expense for holding meetings outside the head office city/ Dhaka must be avoided.	Complied
12.2	**Directors' Honorarium and Benefits:**		
	(a)	The maximum amount of honorarium for the directors attending the Board meeting/sub-Committee meeting shall be 10,000 (ten thousand) taka.	Complied
	(b)	Independent directors shall receive a fixed honorarium of 50,000 (fifty thousand) taka (subject to applicable tax deductions) per month, in addition to the honorarium described above.	Complied

Reference		Provision	Compliance Status
	(c)	The number of meetings of the board and other committees of the Bank Company shall be kept limited. However, regardless of the number of meetings of the Board and other committees of Bank Company held in any month, directors shall be entitled to such honorarium for attending a maximum of 06 (two) meetings of the Board of Directors and meetings of the Executive Committee, 01 (one) meeting of the Audit Committee, and 01 (one) meeting of the Risk Management Committee.	Complied
	(d)	The related instruction and guidelines of NBR should be followed and complied for tax deduction on the honorarium of directors for attending meeting and other committees' meetings of the bank.	Complied
	(e)	Directors shall be eligible for hotel accommodation expenses for a maximum 02 (two) days and travel expenses while coming to the head office from any other location within the country to attend meetings of the board/sub-Committee.	Complied
	(f)	Where foreign nationals hold directorship positions (other than non-resident Bangladeshis or dual citizens), they shall be eligible for hotel accommodation bills for a maximum 03 (three) days and two way airfare as traveling expense.	Not applicable
	(g)	Non-resident Bangladeshi directors are allowed to attend maximum of 04 (four) meetings of the Board of Directors per year. They will be eligible for hotel accommodation bills for a maximum of 03 (three) days and two way airfare as traveling expenses.	Not applicable

PART-II

Appointment and Responsibilities of Managing Director/Chief Executive Officer of a Bank-Company (BRPD Circular No 05 Dated 27 February 2024)

Reference		Provision	Compliance Status
02	**Eligibility Criteria for Appointment/ Re-appointment of MD/CEO:**		
	(a)	**Characteristics and Moral integrity:**	
		i) The individual is not convicted by any criminal court, neither involved in any fraud, financial crime and other illegal activities at present nor in the past;	Complied
		ii) There are no adverse observations/comments regarding him/her in any of the verdict published by criminal or civil court;	Complied
		iii) He/she has not been convicted for any violation of rules, regulations, or laws of any regulatory authority;	Complied
		iv) He/she was not associated with the ownership of any company or entity whose registration or license has been revoked or the company or entity has been liquidated;	Complied
		v) He/she was not involved in any company or financial institution as an employee whose registration or license has been cancelled or revoked due to his/her direct or indirect criminal offenses	Complied
		vi) He/she has not been removed or dismissed/terminated or downgraded or relieved from his/her own position as chairman/director /employee /staff of any company or institution due to financial embezzlement, corruption, fraud forgeries, or ethical violations.	Complied
		vii) He/she has not been removed or dismissed/terminated/ downgraded /relieved from while serving as a chief executive /chairman/ director/ employee /any other position of any bank company or any other financial institution.	Complied
		viii) There is no adverse observation raised against him/her in any on-site or off-site inspection of the Bangladesh Bank.	Complied
	(b)	**Financial Integrity:**	
		i) He/she is not a defaulter for loans taken from any bank/financial institution.	Complied
		ii) He/she has not ceased payment to any creditor or has not been exempted from payment of dues through compromise with the creditor.	Complied
		iii) He/she is not a tax defaulter.	Complied
		iv) He/she has not been declared bankrupt by a court at any time;	Complied
		v) He/she has not been involved in any illegal activities or during his/her tenure in a bank or financial institution in his/her professional capacity.	Complied

Reference		Provision	Compliance Status
	(c)	**Educational Qualifications, Suitability, and Experience:**	
		i) He/she must at least have a post-graduate degree from any recognized university. Higher academic or professional education in the fields of Economics, Accounting, Finance, Banking, Management or Business Administration will be treated as additional qualifications for the concerned person. Greater importance has to be given to higher education on information technology for the appointment of Chief Executive Officers of digital banks.	Complied
		ii) He/she must not have a third division or class at any stage of his/her academic life. In the case of published results under the grading system, if the GPA is less than 3.00 for SSC or equivalent and HSC or equivalent, and if it is less than 2.50 on a 4.00-point scale or less than 3.00 on a 5.00-point scale as CGPA provided by any recognized university, it will not be acceptable. In the case of degrees obtained from abroad, result (class/division/GPA) must be approved and equivalent by competent authority.	Complied
		iii) He/she cannot serve as a director in any bank company, financial institution established under the Finance Company Act, 2023, insurance company, or any controlled entity of such companies, or be appointed to any profitable position in such entities.	Complied
		iv) He/she cannot be engaged in any other business or profession.	Complied
		v) He/she cannot have any business interests in the relevant bank.	Complied
		vi) He/she cannot have any association with an entity that is owned by or a related party to or a controlled entity of the bank director.	Complied
		vii) No member of his/her family can be included on the bank's board of directors.	Complied
		viii) For the appointment as chief executive officer, the concerned person must have 20 (twenty) years of experience in the banking profession as an active officer, including at least 03 (three) years of experience in a post immediately below that of the chief executive officer of a bank, either singly or in combination, or at least 25 years of experience as an officer of Grade 2 of the National Pay Scale in a first class or equivalent position or above in a regulatory body of the banking or financial sector.	Complied
03	**Age Limit:**		
		The minimum age of the concerned person will be 45 (forty-five) years, and any individual exceeding the age of 65 (sixty-five) years cannot hold the position of Chief Executive Officer of any bank-company	Complied
04	**Designation:**		
		In order to bring parity/conformity to the top executive position in the banking sector of the country, the designation of the top executive officer of bank-companies shall be referred to as "Managing director or Chief Executive Officer". However, the designation of the local top executive officer of foreign bank companies in Bangladesh may be determined in accordance with the directives of the respective bank's head office. In such cases, outmost efforts must be given to maintain consistency with the designation of top executive officers of domestic banks.	Complied
05	**Tenure of Appointment:**		
		The tenure of appointment of the Chief Executive Officer shall generally be 3 (three) years, but he/she shall be eligible for reappointment on condition that he has more than 3 years left for becoming 65 years old. However, the bank will appoint the candidate for the period for which he/she will be recommended based on examination of his/her suitability through the interview conducted by the Bangladesh Bank, regardless of the bank's proposed tenure.	Complied
06	**Performance Indicators for Appointment/Reappointment:**		
		At the time of appointment/reappointment of the MD/CEO, specific targets for reduction of non-performing loans of the bank and recovery of written-off loans must be set, and progress have to be reviewed periodically. Additionally, specific financial and managerial improvement provisions, as well as other performance indicators must be included to evaluate the performance of the appointed individual. Moreover, any special responsibilities or targets determined by Bangladesh Bank from time to time in the interest of depositors, the bank, or the public have to be included as performance indicators in the appointment/ reappointment process.	Complied

Reference		Provision	Compliance Status
07	**Determination of Salary, Allowances and Other Benefits:**		
		i) Financial condition, scope of operation, business-volume and general trend of earning capacity of the bank;	Complied
		ii) Number of branches, sub-branches, agent banking, and regional offices of the bank;	Complied
		iii) Qualifications, age, experience and past achievement of the candidate;	Complied
		iv) Salary and allowances paid to other officers of the bank-company or MD/CEO of other peer bank companies;	Complied
		v) Direct salary and allowances will include "basic salary" and "house rent" and by adding other allowances (if any) with it, total salary and allowances will be determined.	Complied
		vi) Other allowances such as utility bills, medical expenses and insurance premiums must have specific amount/limit. Besides, others provided benefits (e.g., car, fuel, driver, etc.) must be monetized to the utmost and thus will determine the monthly total salary	Complied
		vii) Festival bonus shall be a maximum of two, and each one will not be more than one month's basic salary;	Complied
		viii) Leave-fare assistance shall not exceed one month's basic salary;	Complied
		ix) The term must be imposed so that no condition regarding salary and allowances stated in the appointment letter of the chief executive can be changed during the tenure. In case of renewal, proposal may be made for re-fixation of the salary and allowances considering the job performance of the incumbent chief executive.	Complied
		x) The chief executive officer shall not receive any other indirect benefits such as dividends against the bank's profit, commissions, club fees/expenses, foreign medical expenses or annual medical check-ups expenses, foreign medical expenses for family members, travelling allowances for himself or family members in case of personal purposes. However, in the case of receiving medical treatment abroad for his/her own (in any Asian country), based on the certification of a specialist physician that the treatment in the country's medical facilities is not sufficient, he/she may avail medical treatment abroad;	Complied
		xi) The chief executive officer will not be eligible for annual salary increase or increment, provident fund, gratuity, New Year bonus, leave encashment, superannuation fund, benevolent fund benefit as it's a contractual appointment.	Complied
		xii) The bank shall not pay any income tax against the salary and allowances of the chief executive officer, meaning the appointed individual must have to pay income tax from his/her own source;	Complied
		xiii) In the proposal for appointment, the amount of annual leave (including types of leave) to be availed by the chief executive officer must be clearly mentioned;	Complied
		xiv) In the proposal for appointment, the amount of annual leave (including types of leave) to be availed by the chief executive officer must be clearly mentioned;	Complied
		xv) The chief executive officer shall not be eligible for any other direct or indirect benefits other than the salary and allowances mentioned above.	Complied
08	**Incentive Bonus:**		
		If incentive bonus is provided to the general employees/staffs of the bank, the chief executive officer of the bank will be eligible for incentive bonus. However, the amount of the incentive bonus provided to the chief executive officer shall not be more than 15 (fifteen) lac taka in a year. Furthermore, it is also provided that no other employee of the bank shall receive an incentive bonus exceeding the limit specified for the Managing Director or Chief executive officer.	Complied
09	**Honorarium for Attending Board Meetings:**		
		As the chief executive officer is a salaried employee of the bank, the MD/CEO will not be eligible to receive any honorarium for attending meetings of the board or committees formed by the board.	Complied
10	**Approval of Bangladesh Bank for Appointment of MD/CEO:**		
		In accordance with Sub-sections (4) and (5) of Section 15 of the Bank Company Act, 1991, prior written approval from the Bangladesh Bank must be obtained for the appointment/reappointment of the Managing director or Chief Executive Officer of bank-companies. The prescribed documents and information must be attached along with the proposal for the appointment or reappointment of the managing director.	Complied

Reference		Provision	Compliance Status
11	**Evaluation Report:**		
		In case of reappointment of the Chief Executive Officer, evaluation report must be submitted to Bangladesh Bank by the chairman and approved by the Board of Directors. In this case, the following matters must be considered: i) Achievement of pre-determined targets for recovery of defaulted and written-off loans; ii) Progress report on achieving assigned tasks/targets set by Bangladesh Bank during his/her tenure of appointment; iii) Description of the achievement of specific financial, business, and management growth provisions and the growth in the bank's main financial indicators such as CAMELS.	Complied
12	**Ex-Bangladesh Travel:**		
		In case of essential travel outside Bangladesh by the Managing Director/Chief Executive Officer, he/she may travel outside Bangladesh without prior approval of Bangladesh bank as per the Bank's own travel policy outside Bangladesh with the approval of the Board of Director's/ appropriate authority. In this case, the name, designation, official phone number, cell phone number, and email address of the person who will be on charge in the absence of the Chief Executive Officer must be informed in writing to the Banking Regulation and Policy Department (Division-2) 10 (ten) working days before the departure of the Managing Director/Chief Executive Officer.	Complied
13	**Termination/dismissal/removal of CEO and fulfillment of the vacant post:**		
		i) If a Chief Executive Officer has not performed his duties with gross aberration, he cannot be terminated before the expiry of the contract or the contract cannot be cancelled.	Complied (No such case occurred)
		ii) If the Board of Directors of the bank wishes to cancel the contract of the Chief Executive Officer or terminate him/her before the expiry of the employment contract, a proposal mentioning the specific reasons must be sent to Bangladesh Bank for approval. If Bangladesh Bank approves the proposal, it shall become effective one month after approval. However, if Bangladesh Bank rejects such a proposal, the concerned Managing Director or Chief Executive Officer shall continue in his/her position until the remaining period of his/her contract.	Complied (No such case occurred)
		iii) If the Chief Executive Officer applies for resignation due to personal or any other reason before the expiration of the contract, such an application, along with recommendations from the Board of Directors, must be sent to Bangladesh Bank. The decision given by Bangladesh Bank based on the recommendation provided by the committee of Bangladesh Bank formed for the appointment of Managing Director or Chief Executive Officer after his/her personal hearing will be considered conclusive.	Complied (No such case occurred)
		iv) In accordance with Sections 45 or 46 of the Bank Company Act, 1991, Bangladesh Bank may terminate/ dismiss/remove a Managing Director or Chief Executive Officer of any bank at any time mentioning specific reason.	Complied (No such case occurred)
		v) If the Chief Executive Officer voluntarily resigns, or if the position becomes vacant after expiry of the term or for any other reason, in accordance with Section 15Ka(1) of the Bank Company Act, 1991, the board will appoint a qualified officer (in case of multiple officers, the relative senior officer) from immediately below of the MD/CEO as an acting Chief Executive Officer for a maximum period of 3 (three) months, and he/she will perform the overall responsibilities of the Chief Executive Officer of the bank.	Complied (No such case occurred)
		vi) The position of Chief Executive Officer cannot remain vacant for more than 3 (three) months at a time, and if the Chief Executive Officer position is not filled within the mentioned period, Bangladesh Bank may appoint an administrator to the bank according to Section 15Ka(3) of the Bank Company Act, 1991.	Complied (No such case occurred)

Reference		Provision	Compliance Status
15	**Responsibilities, Duties, and Powers of the MD/CEO:**		
	(a)	**Fiduciary Duty:**	
		i) He/she will adhere to all applicable laws, regulations, and policies, practices related to banking business. Furthermore, he/she will perform his/her duties with prudence and without any kind of negligence or carelessness so that there will be no financial or other losses to the bank company and depositors (duty of care).	Complied
		ii) He/she will conduct his/her duties with good faith, being devoted to the bank company and avoiding conflict of interest so that the interests of the bank company and depositors are protected in place of interest of his/her own or another person or group (duty of loyalty).	Complied
		iii) He/she will exercise the vested power on that task or purpose for which he/she was given power	Complied
	(b)	**Financial, Business, and Administrative Responsibilities, Duties, and Powers:**	
		i) The Chief Executive Officer will perform his/her own responsibilities and duties in accordance with the financial, business, and administrative powers vested by the bank's board of directors.	Complied
		ii) He/she will be responsible for/held accountable for implementing the bank's business plan and achieving business targets through proper administrative and financial management.	Complied
		iii) If any erroneous interpretation of the Bank Company Act, 1991, or any other Acts, laws, regulation, or directives of the Bangladesh Bank is made or an erroneous direction is given by the board members while discussing the memorandum presented by the bank management in the meetings of the board of directors or any it's sub-committees, the Chief Executive Officer shall have to clarify the relevant Acts/ directives to the board of directors in writing.	Complied
		iv) If any violation of the Bank Company Act, 1991, or any other Act, law, directive, custom practice occurs in a meeting of the board of directors or any other sub-committee by its member(s), the Chief Executive Officer shall have to inform Bangladesh Bank in writing, or verbally as the case may be.	Complied (No such case occurred)
		v) The recruitment and promotion of all employees and staff, apart from the two-tier subordinate level below the Chief Executive Officer, shall be vested with the Chief Executive Officer. He/she will perform these duties in accordance with the service rules and human resource policy approved by the board. While performing his duties, he/she cannot be able to perform any task or take a decision under the influence of emotions or through favoritism	Complied
		vi) The recruitment, transfer, promotion/disciplinary actions and punitive measures of all employees and staff apart from the two-tier subordinate level below the Chief Executive Officer shall be vested with the Chief Executive Officer, which he/she will perform in accordance with the service rules approved by the board of directors. Other than this, the Chief Executive Officer may nominate any employee for training, seminars, workshop, etc. under the human resources policy approved by the board. If there are any government restrictions on foreign training or employee nominations for training because of any other reason, the Managing Director or Chief Executive Officer will be obliged to comply with such restrictions.	Complied

PART-III

Appointment of Independent Directors, Their Roles, Responsibilities, and Honorarium (BRPD Circular No. 03 dated 14 February 2024)

Reference	Provision	Compliance Status
03	**Number of Independent Director:**	
	As per Bank Company Act 1991 (amended up to 2023) an independent director will be such a person who is different from the director/ share holder of a bank company having no affiliation/ personal interest with the bank or its related parties in the past/ present or even in the future. A board of directors of maximum twenty (20) members must have minimum three (03) independent directors. On the other hand, the number of independent directors will be minimum two (02) for the board of directors having less than twenty (20) members.	Complied
04	**Experience and Suitability:**	
	(a) To be appointed as an independent director, the relevant individual must have a minimum of 10 (Ten) years' experience in management/business/professional.	Complied
	(b) For carrying out the duties as an independent director, the relevant individual must be at least 45 (forty-five) years old and a maximum of 75 (seventy-five) years of age.	Complied
	(c) He/she must hold a graduate/postgraduate degree in Economics, Banking, Finance, Business Administration, Law or Accounting from any recognized university. However, a former Managing Director/Chief Executive Officer of a bank or company or a Chartered Accounted or Cost and Management Accountant engaged in the accounting profession may be considered for appointment as an Independent Director even if he/she has a Bachelor's/Master's degree in any subject.	Complied
	d) Experienced teachers of the Faculty of Business Studies or Business Administration, Management, Law, and Information Technology of government or private or autonomous universities, individuals engaged in legal professions, individuals with professional degrees in accounting, experienced bankers and officials from the Ministry of Commerce, the Finance Division and Financial Institutions Division of the Ministry of Finance, the Ministry of Industry, and the Law Ministry will be given priority. For the appointment of independent directors in newly established digital banks, higher education on Information Technology shall be considered an additional qualification.	Complied
	(e) No individual who is/was/will be involved in any actual or apparent interest in any bank or bank-related person in the past, present, or future shall be eligible to be an independent director of that bank.	Complied
	(f) No family members of the individual nominated to be appointed as independent director shall hold shares in the respective bank company or be appointed to any profitable position in the said bank company.	Complied
	(g) An individual nominated as an independent director cannot serve as a director on behalf of any other bank company, financial institution established under the Finance Company Act, 2023, insurance company, or any subsidiary company of such companies. Furthermore, nominated independent directors cannot serve as directors on behalf of a company or institution that exercises control, joint control, or significant influence over the bank, financial institution, or insurance company.	Complied
	(h) The nominated independent director has not been involved in any illegal activities in banking or during his/her own profession.	Complied
	(i) The nominated independent director has not ceased payment to any creditor, has not been exempted from collection of dues through a compromise with the creditor, or is not a loan defaulter.	Complied
	(j) A nominated independent director cannot be a tax defaulter	
06	**Roles, Responsibilities and Accountabilities of the Independent Director:**	
	(a) He/she will ensure proper compliance with the Bank Company Act, 1991, and other acts, rules and regulations relevant to the management of the bank	Complied
	(b) He/she will appropriately inform Bangladesh Bank of any information regarding violation of the Bank Company Act, 1991, or any other Act/regulation by the board of directors	Complied

Reference	Provision	Compliance Status
	(c) He/she will participate in board meetings and provide thoughtful opinions on the memorandum presented at board meetings. If any memorandum is presented by the independent director, it must be considered important by the board.	Complied
	(d) If he/she is included in any sub-committees of the board he/she will properly fulfill the roles, responsibilities, and directives of those committees' as member.	Complied
	(e) If the opinion of the independent director is not given appropriate importance by the board or its subcommittees, or if any inappropriate practice is observed in banking operations, he/she will inform the Banking Regulation and Policy Department, including the Supervisory Data Management and Analytics Department of the Bangladesh Bank, in writing.	Complied
	(g) The Chairman/President of the Audit Committee must be elected from the independent directors. The term of the Chairman/President of the Audit Committee shall be three (3) years. An independent director cannot hold the position of Chairman/President of the Audit Committee consecutively for two terms.	Complied
	(h) He/she shall always strive for the protection of the interests of depositors and ordinary shareholders (excluding directors) on the board.	Complied
07	**Term and Removal of Independent Directors:**	
	(a) Independent directors shall generally be appointed for a term of 3 (three) years, and after completion of the term, he/she may be elected to be re-appointed for the next term in accordance with Section 15 of the Bank Company Act, 1991	Complied

INTERNAL CONTROL & COMPLIANCE REPORT

INTERNAL CONTROL & COMPLIANCE (ICC) ECOSYSTEM: BANKING INTEGRITY AND STABILITY

THREE LINES OF DEFENSE MODEL

1st LINE: BUSINESS UNITS

- Front-line staff
- Teller
- Day-to-day Operations & Control Ownership

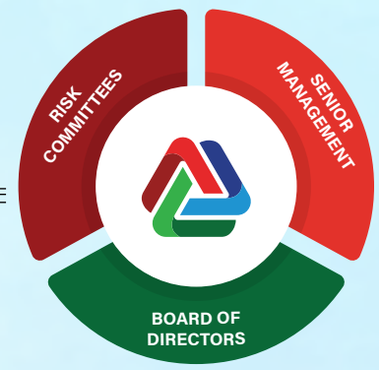
2nd LINE: COMPLIANCE & RISK FUNCTIONS

- Risk Officer
- Policy
- Policy Setting, Monitoring, & Oversight

3rd LINE: INTERNAL AUDIT

- Auditor
- Independent Assurance & Validation

GOVERNANCE & RISK CULTURE (THE SHIELD)



CORE COMPLIANCE DOMAINS & PROCESSES

REGULATORY COMPLIANCE

AML/CFT Laws, Central Bank Guidelines

OPERATIONAL CONTROL

Validating Processes, Systems, & People, Preventing Fraud



FINANCIAL INTEGRITY

Accurate Reporting, Safeguarding

REGULATORY COMPLIANCE

Navigating Forex Pressure, Maintaining High Standards/ Integrity

FOSTERING TRANSPARENCY & ETHICS

SUPPORTING INFRASTRUCTURE FOR ICC

TECHNOLOGY SYSTEMS & AUTOMATION RISK DATA & ANALYTICS

- KYC/Sanctions Screening
- Real-time Detection

INTERNAL AUDIT PROGRAMS

Final Checks & Balances

TRAINING & COMMUNICATION

Building a Compliance-aware Workforce

GOAL OF ICC

VALUE CREATION THROUGH OPERATIONAL INTEGRITY & REGULATORY TRUST. STABILIZES REPUTATION & DRIVES SUSTAINABLE EARNINGS.

An effective internal control and compliance system is the backbone of robust risk management, ensuring a bank's operational stability. By maintaining reliable information systems across all significant activities, the bank can systematically achieve its strategic goals and objectives.

A high-functioning system establishes clear control activities at every organizational level. This includes:

- **Supervisory Oversight:** Top-level reviews and department-specific controls.
- **Operational Checks:** Physical controls, compliance with exposure limits, and rigorous follow-up on non-compliance.
- **Procedural Integrity:** Standardized processes for approvals, authorizations, verifications, and reconciliations.

Prime Bank has developed various policies focused on integrity and ethics over time. These include the Employee Code of Ethics and Business Conduct, Employees' Service Rule, Disciplinary Action Policy, Whistleblower Protection Policy, Sexual Harassment Policy and Procedure, Diversity and Inclusion (D&I) Policy, General Conduct and Discipline Policy, Acceptable Usage Policy, Fraud Detection and Management Process, and Anti-Bribery and Corruption Policy. These policies have been established by the board of directors and senior management to create a framework of integrity and ethical values within the bank.

The Internal Control and Compliance Division (ICCD) serves as the guardian of the bank's procedural standards:

- **Central Repository:** A secure, view-only digital library housing all SOPs and guidelines.
- **Policy Evolution:** ICCD collaborates with policy owners to ensure periodic reviews and provides critical input for new formulations.
- **RQRU:** Regulatory Query and Response Unit (RQRU) monitors and coordinates with relevant stakeholders in accordance with Regulatory Directives.
- **FRMU:** Fraud Risk Management Unit (FRMU) tracks fraud incidents and manages documentation to ensure comprehensive reporting.
- **National Integrity Strategy (NIS):** In alignment with Bangladesh's national standards, the bank has established Integrity Committees across regions and branches, supported by an Innovation Team and an Appellate Authority.

The Bank's risk management policy and process are designed to create a cohesive structure that aligns with all existing policies, processes, and strategies within the institution. This approach ensures there are no conflicts with other risk management frameworks while fostering the development and maintenance of a comprehensive risk management system and culture. The policy takes into account the six core risks outlined by Bangladesh Bank, namely: ICC (Internal Control and Compliance), ALM (Asset Liability Management), AML (Anti-Money Laundering), FEX (Foreign Exchange), CRM (Credit Risk Management), and ICT (Information and Communication Technology).

In accordance with the guidelines on Internal Control and Compliance for Banks, as specified by Bangladesh Bank in BRPD Circular No. 03 dated March 8, 2016, and amended by BRPD Circular No. 06 dated 4 September 2016, the Senior Management Team (SMT) of the Bank reviews the overall effectiveness of the control system. The SMT provides an annual certification to the Board of Directors regarding the effectiveness of the internal control policies, practices, and procedures in place.

In 2025, Prime Bank PLC. continued to prioritize a culture of transparency and rigorous oversight. While the year presented a landscape of evolving regulatory demands, the bank maintained its standing as a leader in compliance, balancing technological innovation with a hands-on approach to risk mitigation. The bank enhanced its internal audit framework by integrating advanced analytics and automation, which enabled real-time monitoring of transactions and early detection of discrepancies. A robust compliance culture was cultivated through regular training programs, keeping staff informed about Bangladesh Bank regulations, anti-money laundering (AML) policies, and international standards such as Basel III.

Compliance & Audit Performance

The Bank remains steadfast in its commitment to upholding the highest internal and external standards. Through a rigorous approach of ICCD to legal and regulatory compliance and the proactive resolution of audit observations, Prime Bank has upheld its reputation as the most compliant bank in the industry. We remain dedicated to sustaining this culture of excellence and performance in the years ahead.

Strategic Initiatives: Capacity Building

Recognizing that a robust compliance system is only as strong as the people who manage it, the Bank launched a nationwide Interactive Training Circuit.

ICCD successfully conducted 05 specialized training sessions across the following key regions:

- Dhaka, Chittagong, Khulna, Rajshahi, and Sylhet.

These sessions provided branch officials with a comprehensive overview of ICCD protocols, real-world risk mitigation strategies, and updated compliance frameworks, ensuring a unified "compliance-first" mindset across the Bank's entire geographical footprint.

Process Improvements & Innovation

Building on the momentum of 2024, the bank further digitized its Central Repository. By integrating more sophisticated tracking for Policy, Procedure, and SOP reviews, the ICCD has streamlined the collaboration between policy owners and reviewers. This digital shift ensures that the bank's operational "playbook" stays current with rapid changes in the financial sector.

Significant Milestones & Recognition

The year 2025 was marked by a prestigious recognition of Prime Bank's integrity. During a high-level Board Meeting involving the Bangladesh Bank, Prime Bank Board, and Management, the central bank formally recognized Prime Bank as the "Best Complied Bank."

Institutional Appreciation: In light of this significant regulatory praise, Prime Bank's Board and Management issued a formal Letter of Appreciation to the ICCD, acknowledging the division's tireless efforts in elevating the bank's compliance standards to a national benchmark.

Moreover, the bank maintained a zero-tolerance approach toward fraud and misconduct, with a dedicated compliance team conducting frequent audits and risk assessments. Additionally, the bank improved its reporting mechanisms to ensure transparency with regulators and stakeholders. By aligning itself with global best practices and local regulatory requirements, Prime Bank PLC. reinforced its reputation as a compliant and trustworthy financial institution in 2025, effectively balancing growth with risk mitigation.

SUMMARIZED INTEGRATED REPORT

Organizational Overview and External Environment

Prime Bank PLC. was established in 1995 has grown to become one of the most reputable private commercial banks in Bangladesh. Corporate, retail, SME, and Islamic banking services are just a few of the many financial solutions the bank provides. Prime Bank, which has its headquarters in Dhaka, runs 147 branches and many ATMs throughout the nation with the help of a devoted staff that is committed to quality and innovation. The bank complies with Bangladesh Bank's regulations and upholds strong corporate governance. Through digital transformation and customized services, it places a high priority on client satisfaction.

Prime Bank operates in a difficult external environment that is marked by fierce industry competition, shifting economic conditions, and swift technological advancements. Despite the opportunities and challenges posed by cybersecurity threats, regulatory compliance, and the shift to cashless banking, Prime Bank has demonstrated resilience through strategic planning, strong risk management, and ongoing Fintech investment. In Bangladesh's changing banking landscape, its dedication to sustainable banking practices and financial inclusion supports the country's economic objectives and strengthens its standing as a reliable financial institution.

The brief overview of the Bank on page no. from 16 to 32 delineates its mission and vision, while the PESTEL and SWOT Analysis on pages no. 93 and 94 show how external factors influence its operations.

Governance

Prime Bank PLC. demonstrates strong corporate governance by adhering to international standards and regulatory requirements established by Bangladesh Bank. The bank operates under a well-organized Board of Directors, composed of experienced professionals who promote transparency, accountability, and ethical practices.

Independent directors, audit committees, and risk management teams are all part of its governance structure and are tasked with guaranteeing operational effectiveness, financial integrity, and compliance. Strict anti-fraud and anti-money laundering (AML) regulations and frequent internal and external audits strengthen the bank's dedication to its stakeholders. Prime Bank PLC. prioritizes shareholder interests, regulatory compliance, and sustainable growth. keeps up its standing as one of Bangladesh's reliable and well-run financial institutions.

The Corporate Governance Report on page no. 104 and the regulatory & voluntary disclosures on page no. from 104 to 169 describes the organization's governance structure.

Business Model

Prime Bank PLC. s a prominent private commercial bank in Bangladesh that pursues sustainable growth while striking a balance between risk and profitability through a diversified, customer-focused business model. The bank's core revenue streams include corporate banking, retail banking, SME financing, Islamic banking, and treasury operations.

To mobilize deposits, Prime Bank offers competitive savings accounts, fixed deposits, and current accounts. These funds are then channeled into loans for businesses, individuals, and SMEs, with a special focus on key sectors such as trade, manufacturing, and agriculture. The bank provides trade finance services, including letters of credit and export-import financing, which cater to the growing demands of Bangladesh's international trade.

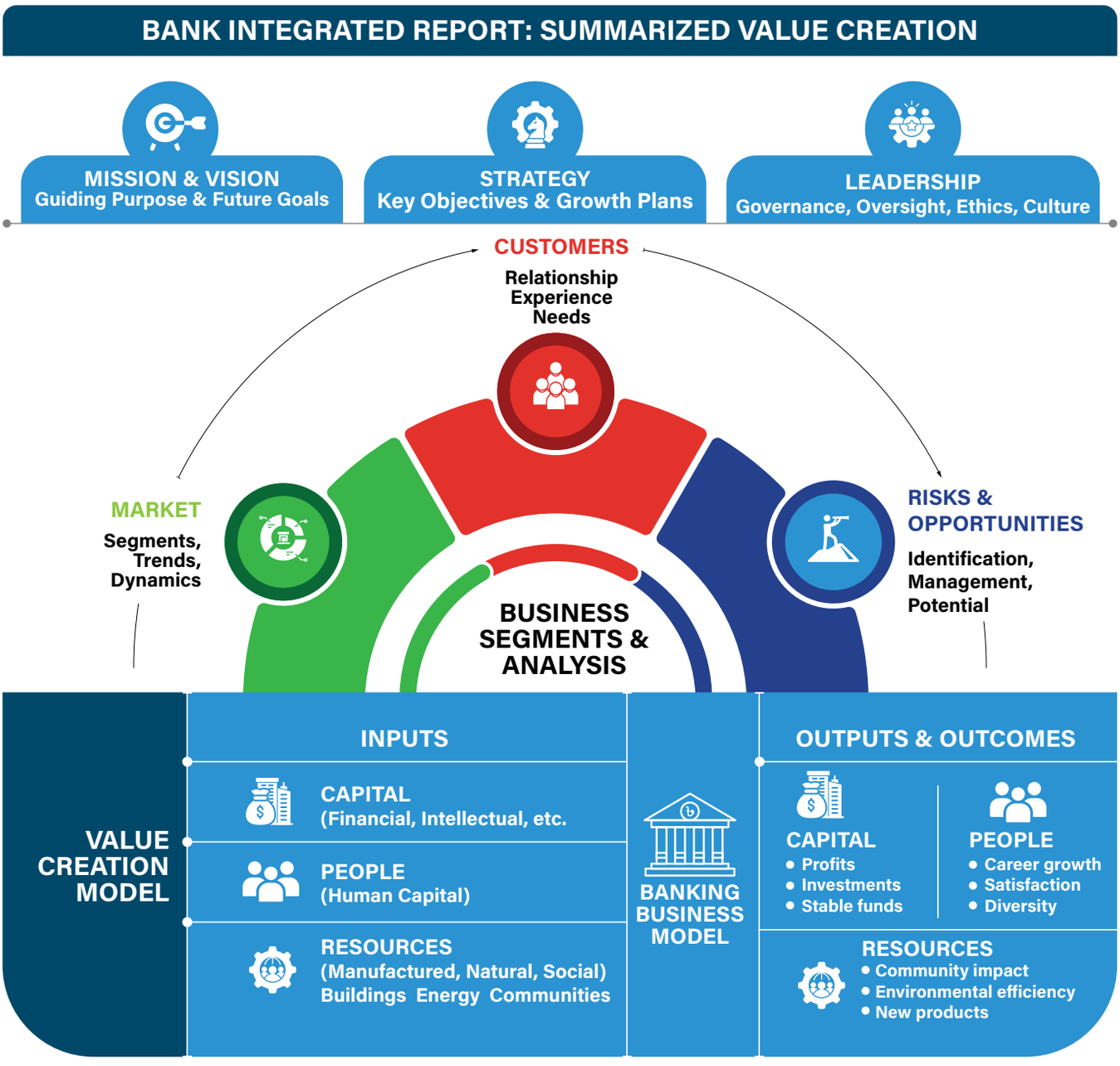
Prime Bank emphasizes digital transformation to enhance accessibility. It offers mobile banking, internet banking, and agent banking services, particularly in underserved rural areas. This technology-driven approach reduces operational costs and helps expand its customer base. Additionally, the bank generates fee-based revenue from services such as remittances, debit and credit cards, bancassurance, and wealth management products.

Risk management is integral to the bank's operations. It employs stringent credit assessments, monitors nonperforming loans (NPLs), and complies with Bangladesh Bank's Basel III guidelines to maintain capital adequacy. By prioritizing financial inclusion, Prime Bank supports SMEs and micro-entrepreneurs through tailored loan products, aligning with national economic goals.

Externally, the bank faces challenges such as economic volatility, regulatory changes, and fintech disruption. To address these, it invests in innovation, strategic partnerships, and staff training. Its sustainable banking practices, which include green financing and corporate social responsibility (CSR) initiatives, enhance its reputation and build stakeholder trust.

Through this adaptable and inclusive business model, Prime Bank PLC. sustains its market leadership, driving both profitability and socio-economic impact in Bangladesh's competitive banking landscape.

The brief overview on the Six Capitals of the Bank in page no. from 96 to 97 outlines how the organization creates, delivers, and captures value, including its key activities and relationships with stakeholders. Also the Value Added Statements on the page no. from 91 to 92 shows the amount of value created in 2025.



Risks and Opportunities

Prime Bank PLC. operates in a dynamic financial environment characterized by both significant risks and promising opportunities. On the risk front, macroeconomic instability including inflation, currency fluctuations, and interest rate volatility could pressure profit margins and lead to higher default rates. The bank faces challenges related to asset quality, particularly with the potential rise in non-performing loans (NPLs) in sectors that are vulnerable to economic downturns. As digital banking continues to expand, cybersecurity threats have become a major concern, necessitating ongoing investments in IT infrastructure. Furthermore, compliance with stringent regulations, especially those evolving from Bangladesh Bank on capital adequacy (Basel III) and antimony laundering (AML) initiatives, adds to operational complexity. Additionally, competition from agile fintech firms and digital-only banks poses challenges to traditional revenue streams.

On the other hand, Prime Bank is well-positioned to take advantage of several opportunities. Bangladesh's robust GDP growth, a rising middle class, and increased financial inclusion offer avenues for expanding retail and SME banking services. The government's focus on digital transformation aligns with the bank's investments in mobile banking, agent banking, and fintech collaborations, which will enable it to penetrate rural markets more deeply. The Islamic banking sector represents a high-growth opportunity, particularly given the country's predominantly Muslim population. Moreover, sustainable finance, including green bonds and ESG-compliant lending, presents new revenue streams while fulfilling regulatory and societal expectations. Strategic partnerships with global financial institutions could enhance trade finance and remittance services. By balancing prudent risk management with innovation, Prime Bank can strengthen its market leadership and drive long-term profitability in Bangladesh's evolving banking sector.

Strategy and Resource Allocation

Prime Bank PLC. employs a forward-looking strategy focused on sustainable growth, digital innovation, and customer-centric services to maintain its competitive advantage in Bangladesh's banking sector. The bank prioritizes diversified revenue streams and aims to strengthen its corporate, retail, SME, and Islamic banking segments while expanding fee-based income through services such as cards, remittances, and bancassurance. A key pillar of its strategy is digital transformation, involving investments in mobile banking, AI-driven customer service, and cybersecurity to enhance accessibility and operational efficiency. The bank also emphasizes financial inclusion by leveraging agent banking and tailored microfinance products to serve unbanked rural populations.

In terms of resource allocation, Prime Bank adopts a disciplined approach, directing capital toward high-growth areas while maintaining robust risk management practices. A significant portion of its resources is allocated to technology upgrades, including the modernization of core banking systems and collaborations with fintech companies. The bank also invests in talent development to ensure a skilled workforce through training programs and leadership initiatives. Geographically, resources are strategically deployed to strengthen urban and semi-urban branch networks while expanding digital touchpoints.

To mitigate risks, Prime Bank emphasizes asset quality monitoring and maintains a balanced loan portfolio with strict controls on non-performing loans (NPLs). Additionally, it allocates funds to green financing and projects that comply with environmental, social, and governance (ESG) standards, aligning with national sustainability goals. By aligning its strategy with prudent resource allocation, Prime Bank aims to drive profitability, resilience, and long-term value for its stakeholders in a rapidly evolving financial landscape.

Performance

Prime Bank PLC. demonstrated strong financial performance, maintaining a sustained growth path despite persistent macroeconomic challenges. The Bank reported strong net profit, driven by strong interest income from its diversified loan portfolio and a steady increase in non-interest income from fees, commissions and trading services. The net interest margin (NIM) remained stable, which demonstrates the efficient management of the assets and liabilities in a volatile interest rate environment. Total assets grew, supported by increased deposits and prudent lending, while the bank maintained a healthy level of capital adequacy above Basel III regulatory requirements.

However, the increasing non-performing loans (NPLs) in the banking sector posed a challenge, driven by sectoral risks and economic pressures. However, Prime Bank's declining NPL, provisioning coverage of Prime Bank remained sufficient and ensured financial stability. The cost-to-income ratio improved as a result of operational efficiency gains due to digital transformation and branch rationalization.

The Bank's investments in government securities and bonds have yielded stable returns and its focus on small and medium-sized enterprises and retail funding should contribute to higher profits in the future. Shareholders benefited from a consistent dividend policy reflecting the profitability of the bank and its commitment to return value to investors.

Looking ahead, Prime Bank aims to sustain its growth by strengthening digital banking, optimizing risk management and expanding sustainable financial initiatives, thus positioning itself to be a long-term stabilizer in a competitive Bangladeshi banking sector. The Performance Scorecard Section on page no. 72 to 82 discloses the Bank's performance against its strategic objectives.

Outlook

Prime Bank PLC. is strategically positioned to navigate Bangladesh's evolving financial landscape, which is characterized by sustained GDP growth of 6-7% per annum, increasing digital penetration and increasing financial inclusion. The Bank is expected to benefit from the growth of the middle class and from a strong SME sector, driving demand for both retail and corporate credit. However, macroeconomic challenges such as inflation, currency depreciation and rising interest rates may put pressure on net interest margins in the short term. The focus of the Bank on diversified income streams - including trade finance, remittances and Islamic banking - will help to mitigate these risks and at the same time benefit from Bangladesh's growing integration into world trade.

Digitization remains a key driver of growth and Prime Bank has invested in artificial intelligence, mobile financial services and cybersecurity to improve operational efficiency and customer communication. Compliance with the regulatory framework, in particular the implementation of the Basel III and Green Financing Guidelines, will shape the risk management strategies of the Bank. In addition, the Bank's focus on sustainable financing through instruments such as green bonds and environmentally friendly loans is in line with national priorities and offers new opportunities for renewable energy and infrastructure projects. With a solid capital base and an adaptive business model, the bank is well-positioned to achieve stable profitability and long-term growth in Bangladesh's dynamic economy.

Basis of Preparation and Presentation

Prime Bank PLC.'s Integrated Report is prepared following the International Integrated Reporting Framework (IIRC), which ensures a comprehensive view of both financial and nonfinancial performance. The report complies with the guidelines set by Bangladesh Bank, International Financial Reporting Standards (IFRS), and local regulatory requirements. It includes important financial, governance, social, and environmental factors to accurately reflect the bank's value-creation strategy. Information is sourced from audited financial statements, internal management reports, and stakeholder engagements to guarantee accuracy and transparency. The report undergoes a thorough internal review and external assurance processes to maintain its credibility, providing stakeholders with a clear, concise, and forward-looking evaluation of the bank's sustainability and growth.

BANGLADESH SECRETARIAL STANDARDS COMPLIANCE SNAPSHOT

To ensure strong corporate governance, Prime Bank strictly follows the Bangladesh Secretarial Standards (BSS) developed by the ICSB. The bank's Company Secretariat Division is responsible for executing all BSS protocols and procedures, with full details on these practices provided in the bank's "Corporate Governance Report."

BSS- 1: Meeting of the Board of Directors

Particulars	Status
Convening of a Meeting	Complied
Frequency of Meetings	Complied
Quorum	Complied
Attendance at Meetings	Complied
Chairman	Complied
Passing of Resolution by Circulation	Not Applicable
Minutes	Complied
Attendance in Meetings and their Recording in the Minutes	Complied
Preservation of Minutes and Supporting Papers	Complied
Disclosure	Complied
Effective Date	-

BSS- 2: General Meeting

Particulars	Status
Convening of a Meeting	Complied
Frequency of Meetings	Complied
Quorum	Complied
Presence of Directors and Auditors	Complied
Chairman	Complied
Voting	Complied
Proxies	Complied
Conduct of Poll	Not Applicable
Withdrawal of Resolutions	Not Applicable
Rescinding of Resolutions	Not Applicable
Modifications to Resolutions	Not Applicable
Reading of Report/Certificate	Complied
Distribution of Gifts	Complied
Adjournment of Meetings	Not Applicable
Minutes	Complied
Recording in the Minutes	Complied
Preservation of Minutes and other Records	Complied
Disclosure	Complied

BSS- 3: Minutes

Particulars	Status
Maintenance	Complied
Contents	Complied
Recording	Complied
Alteration / Modification	Complied
Finalization & Signing	Complied
Inspection	Complied
Preservation	Complied

BSS- 4: Dividend

Particulars	Status
Declaration/Recommendation of Dividend	Complied
Dividend Out of Profits	Complied
Dividend Out of Reserves	Not Applicable
Entitlement to Dividend	Complied
Payment of Dividend	Complied
Unpaid / Unclaimed Dividend	Complied

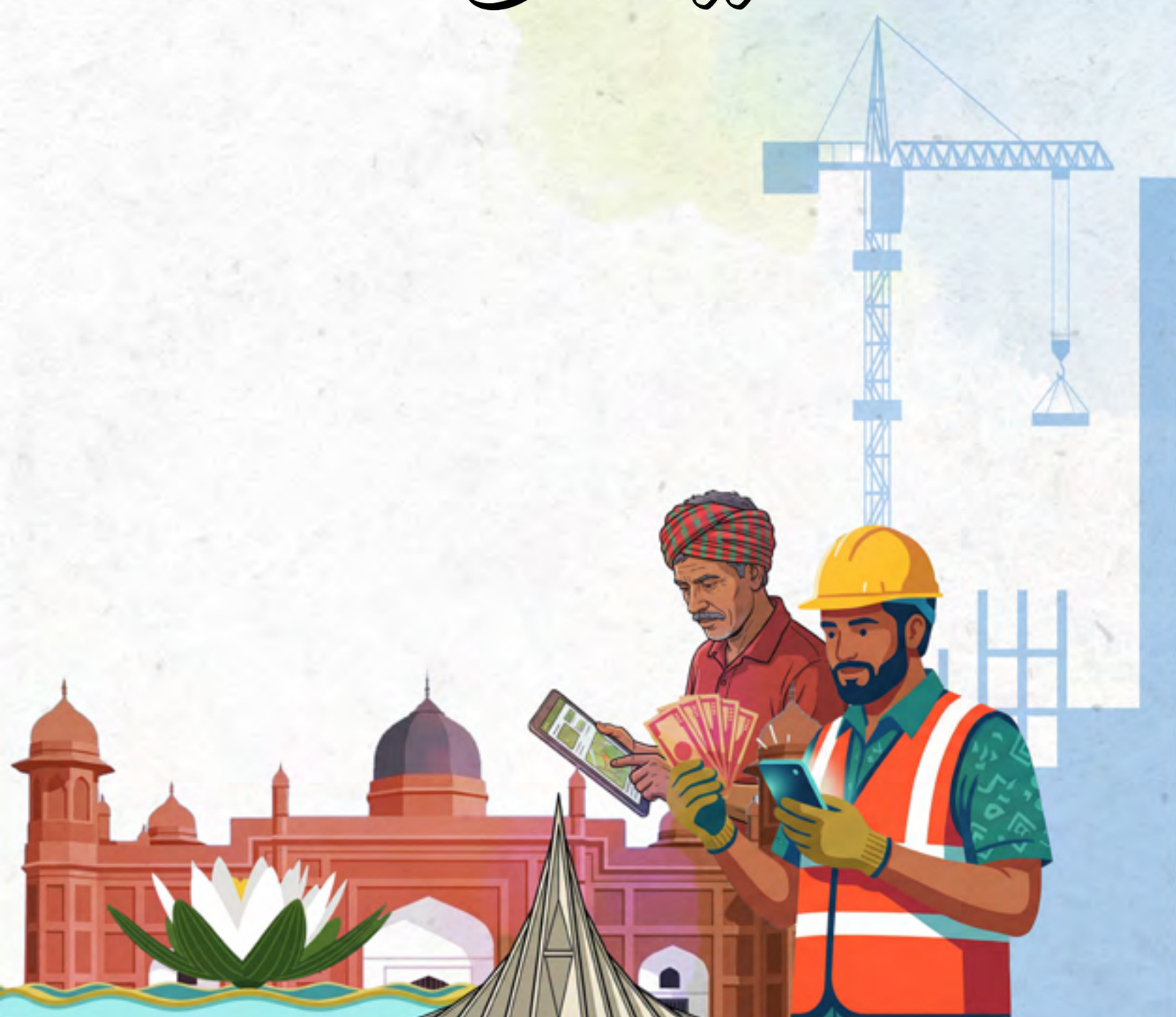
BSS- 5 : Meeting through Electronic Modes

Particulars	Status
Standards for Board and Committee Meetings	
Convening Meeting	Complied
Special Cares To Be Taken For Conducting Meeting	Complied
Conducting Meeting	Complied
Minutes and Proceedings of Meeting	Complied
Guidance for General Meeting	Complied
Standards for Convening and Conducting Meeting	Complied

BSS- 6 : Resolution by Circulation

Particulars	Status
Authority	Not Applicable
Procedure	Not Applicable
Approval	Not Applicable
Recording	Not Applicable
Validity	Not Applicable

Risk Landscape & Strategy



CRO'S REVIEW OF RISK ARCHITECTURE



Dear Shareholders, Stakeholders, and Colleagues,

At Prime Bank PLC., we view risk management not merely as a defensive shield, but as a strategic enabler of sustainable growth. As financial intermediaries, we operate in an era of "multi-dimensional risk," where traditional market fluctuations are now joined by rapid technological shifts, geopolitical uncertainties, and evolving regulatory landscapes.

The year 2025 was a "year of reckoning" for the Bangladeshi banking industry, marked by macroeconomic instability, heightened inflationary pressures, and currency volatility. While the sector faced a surge in non-performing loans (NPLs) and a loss of depositor confidence, Prime Bank maintained a superior risk profile. We successfully navigated emerging threats, including Cyber & Tech risks, Forex pressures, and political instability, by maintaining strict credit discipline and a robust digital infrastructure.

Our robust risk architecture has allowed us to achieve industry-leading performance indicators:

- **Capital Strength:** Our Capital to Risk-Weighted Asset Ratio (CRAR) reached 18.07% in 2025, significantly above regulatory requirements, providing a formidable buffer against shocks.
- **Asset Quality:** While industry headwinds persisted, our NPL ratio stood at just 2.73%, a 149-basis-point improvement from 2024, reflecting our unwavering commitment to credit discipline.
- **Liquidity & Stability:** Our short-term resilience is anchored by a Liquidity Coverage Ratio (LCR) of 329.50%, while a Net Stable Funding Ratio (NSFR) of 124.70% ensures long-term structural stability.

In alignment with Bangladesh Bank directives, we are aggressively integrating new frameworks into our DNA, specifically Risk-Based Supervision (RBS) for proactive identification and Expected Credit Loss (ECL) models to prepare for potential losses before they manifest. Furthermore, we are progressively integrating Environmental, Social, and Governance (ESG) considerations into our strategic planning, having published our first Climate Action Report (IFRS S2 disclosure) in December 2025.

A bank's resilience is only as strong as its risk culture. Our Annual Risk Conference 2025 reaffirmed our commitment to a proactive culture where every employee acts as a risk manager. Through our internal Risk Platform and initiatives like the "Top Risk Raiser" awards, we encourage transparent, timely reporting and collective accountability.

Looking ahead by protecting the interests of our depositors and stakeholders today, we secure the growth of tomorrow. Through stringent stress testing and a disciplined Three Lines of Defense model, Prime Bank remains a pillar of stability in the national economy.

Thanking you,

Md. Ziaur Rahman

Additional Managing Director &
Chief Risk Officer

RISK MANAGEMENT COMMITTEE REPORT

The Risk Management Committee (RMC) has the pleasure of presenting to the members (registered shareholders on the Record Date) the report for the year ended on 31 December 2025, prepared for sharing the activities of the Committee.

Composition of the Risk Management Committee

The Risk Management Committee of Prime Bank PLC. comprises 3 (three) members from the Board of Directors and met 5 (five) times during 2025. Brief details of the members and their attendance are given below:

Name of Director	Status with the Committee	Status in the Board	Meeting Attendance	Remarks
Mafiz Ahmed Bhuiyan	Chairman	Director	4/5	-
C.Q.K Mustaq Ahmed	Member	Independent Director	5/5	-
Dr. Mosttafa Shazzad Hasan FCA, CPA	Do	Do	4/5	-
Imran Khan	Former Chairman	Former Director	2/2	Member up to 30.04.2025
Khan Ahmed Sayeed Murshid, PhD	Former Member	Former Independent Director	1/3	Member up to 11.05.2025

Mr. Nayamul Haque FCS, Company Secretary of the bank is the Secretary of the Risk Management Committee.

Roles and Responsibilities of the Risk Management Committee

The purpose, jurisdiction, and responsibilities of the RMC are carried out in line with the BRPD Circular No. 02 dated 11 February 2024, and other best practices.

The Minutes of the meetings, containing various suggestions and recommendations to the management and the Board, were placed subsequently at the Board Meetings for notification on a regular basis.

Summary of Activities during the Year 2025

Major Issues Reviewed	Risk Management Committee Meeting in 2025				
	12th February	16th April	8th September	13th October	19th November
Reviewed & Recommend to Board					
Risk Management Policies and Effectiveness of Risk Management Functions	√				
Risk Appetite Statement & its revisions	√	√	√		
Recovery Plan			√		
Statements on ICAAP under Supervisory Review Process (SRP)			√		
Counterparty (CP) limit		√			
Revised Risk Management Policy		√			
Review of Trade Based Money Laundering Risk Management & Prevention Guideline		√			
Review of Credit Risk Management Policy		√			
Review of Guidelines on Environmental & Social Risk Management		√			
Review of PPG for Commercial paper		√			
Review of Exit Policy			√		
Review of Information Security Policy			√		
Review of Information Technology Policy			√		
Review of External Communication Mechanism			√		
Investment in Banks, NBFI, Merchant Bank and Stock Brokerage					√
Review of Interest Waiver policy					

Major Issues Reviewed	Risk Management Committee Meeting in 2025				
	12th February	16th April	8th September	13th October	19th November
Reviewed & Noted					
Risk Management Reports (Quarterly/ Comprehensive)	√		√		
Borrower Rating Report	√				
Stress Testing Report	√		√		
AML/CFT activities Report					
Report on internal Policies			√		
Report on Risks Associated with Credit Card				√	
Review of Loss Incurring branches, sub-branches & Agent Banking				√	
Information Memo (Restructured Loans, Customer information with third party, Infosec Compliance, Status of Documentation Deferral, Report on Internal Policies, Aging Analysis for unclaimed ATM Balance)	√		√	√	√
Credit rating status of eligible borrower/ CMSME borrower				√	√
Risk associated with the Procurement activities				√	
Adopting e-Procurement System Status				√	
Self-Assessment Report of Branches		√	√		
External audit observations					√
Fixed Assets Position of the Bank					√
Concerning Portfolio					√
Compliance status of the Management Reports					√

The committee also given recommendations & directives from time to time to the Management & to the Board.

Acknowledgement

The Risk Management Committee expresses its sincere thanks to the members of the Board and the Management for their excellent support extended to the Committee, which facilitated in helping discharge its duties and responsibilities.

On behalf of the Risk Management Committee (RMC),



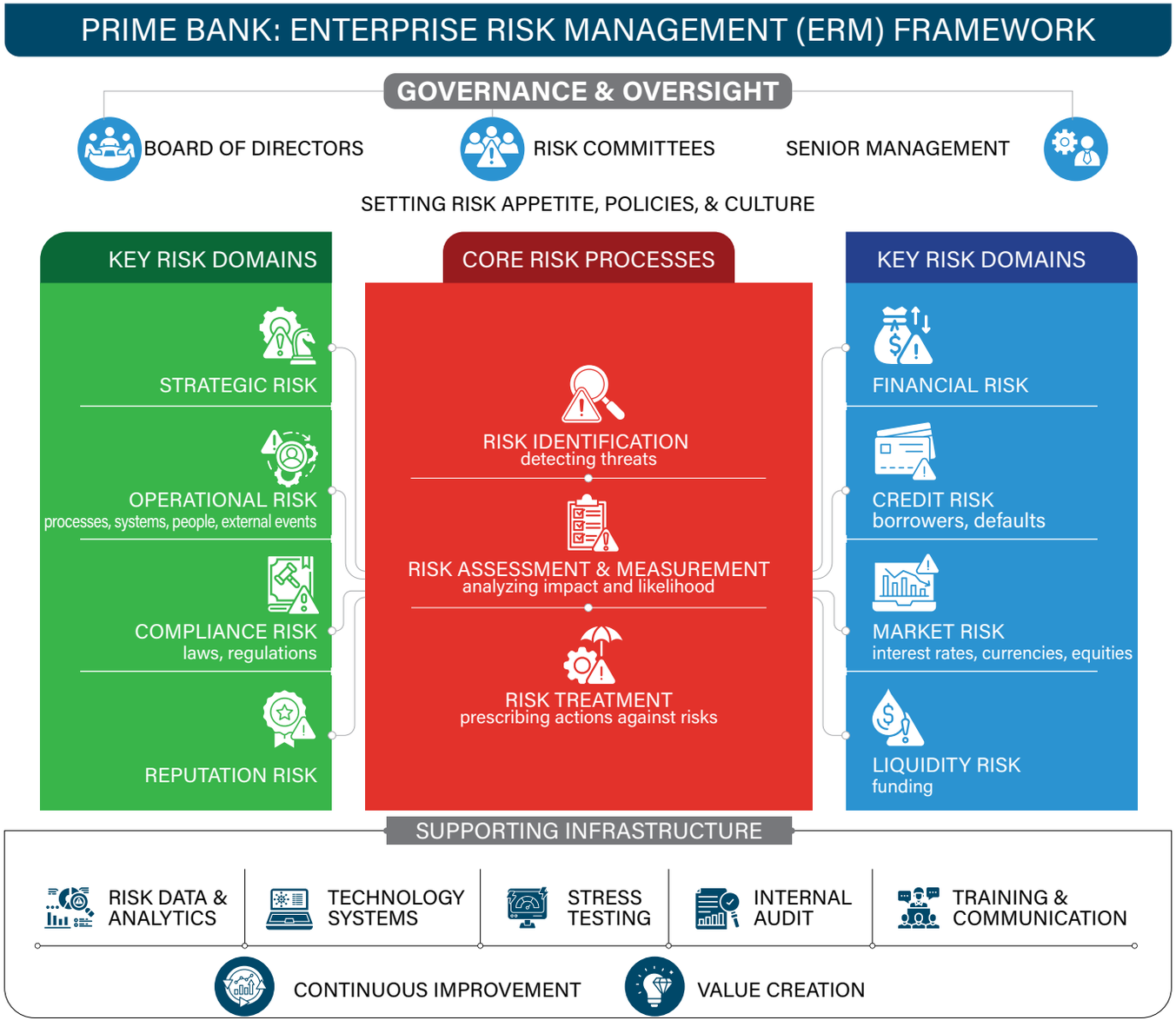
Mafiz Ahmed Bhuiyan

Chairman, Risk Management Committee

RISK MANAGEMENT FRAMEWORK

Risk management at Prime Bank is embedded within our strategic and operational decision-making processes. The Risk Management function at Prime Bank PLC. plays a pivotal role in safeguarding the Bank's financial resilience, protecting stakeholder interests, and enabling sustainable growth. In alignment with regulatory guidelines and international best practices, the Bank ensures a comprehensive, forward-looking, and integrated risk management framework across the Bank. In response to emerging global challenges, including climate change and geopolitical uncertainties, Prime Bank is progressively integrating Environmental, Social, and Governance (ESG) considerations into its risk assessment and strategic planning processes. Advanced analytics, stress testing, and scenario analysis are regularly conducted to evaluate the potential impact of adverse economic or market conditions, enabling timely and informed decision-making.

Risk management at Prime Bank is therefore not viewed as a control function alone, but as a strategic enabler that supports business objectives while safeguarding depositor confidence, shareholder value, and systemic stability. It is a cultural commitment shared across all levels of the organization. By fostering a strong risk-aware culture and continuously refining our frameworks, we enhance operational resilience, strengthen stakeholder confidence, and reinforce our position as a stable, responsible, and forward-thinking financial institution in Bangladesh's competitive banking sector.



Bank's ability to manage risk effectively depends on its intention and capacity to achieve those intentions, these intentions and capacities referred as risk management framework, which is a part of Bank's overall system of governance. Prime Bank maintains a structured and Board-approved Risk Management Framework designed to identify, assess, monitor, and mitigate risks across all business and support functions. The framework is guided by:

- Risk Governance and Organization
- Risk Culture
- Policies, Process and Standard Operating Procedure (SOPs)
- Risk Appetite
- Three Lines of Defense (3LoDs) Model
- Stress testing and Key Risk Indicators (KRIs)
- Bangladesh Bank's Prudential Regulations and Basel Standards

Risk Governance and Organization

At the apex of the governance structure, the Board of Directors retains ultimate oversight of risk. The Bank has a well-established risk governance structure, with an active and engaged Executive Committee (EC), Audit Committee of Board (ACB), Board Risk Management Committee (BRMC) and Board of Directors (BoD) supported by an experienced senior management team. Besides, several management level committees such as Senior Management Team (SMT), Asset Liability Management Committee (ALCO), Executive Risk Management Committee (ERMC), Head Office Credit Review Committee (HoCRC), Central Compliance Committee (CCC),Risk Management Forum (RMF) etc. are also working for effective risk management functions.

RISK RESPONSIBILITIES

	Responsibilities
Board of Directors (BoD)	The Board of Directors (BoD) retains ultimate responsibility for risk oversight
Risk Management Committee (RMC)	Oversees the overall risk management framework, approves risk policies, reviews risk appetite statements, and monitors key risk indicators (KRIs).
Audit Committee (AC)	Ensures the integrity of financial reporting, effectiveness of internal controls, and independence of audit functions.
Executive Committee (EC)	Reviews strategic initiatives and major risk-taking proposals before Board consideration.

Risk Culture

A sound and consistent risk culture throughout a financial institution is a key element of effective risk management. Prime Bank ensures a strong risk culture through well-defined policies, procedures, effective communication, and regular training of staff regarding their risk management responsibilities. The Bank reinforces its risk culture through structured governance mechanisms and transparent communication channels.

Prime Bank has an established operation-level committee, the Risk Management Forum (RMF), which provides a structured platform for various divisions and departments to escalate and deliberate on emerging or excessive risk exposures. In addition, Risk Management Division (RMD) operates an online Risk Reporting Platform that enables employees to report identified risk issues in a timely manner. These initiatives promote proactive risk identification, open dialogue, and collective accountability across the organization.

The Bank aligns its performance evaluation and incentive structures with prudent risk-taking principles to promote a strong and sustainable risk culture. To further reinforce proactive risk identification, the Bank annually recognizes and rewards employees under the "Top Risk Raiser" initiative for raising significant and material risk issues during the year. This practice encourages transparency, accountability, and active participation in risk management across the organization.

Prime Bank believes that weaknesses in risk culture are often the root cause for occurrence of significant risk events, financial institution failures, and financial crisis.

Policies, Process and Standard Operating Procedure (SOPs)

Our policies and SOPs are rigorously aligned with Bangladesh Bank's core risk guidelines and Basel III standards, ensuring that policies governing Credit, Asset Liability, AML, Foreign Exchange, Internal Control, and ICT risks are periodically updated to reflect evolving market dynamics and regulatory expectations.

Risk Appetite

The Bank defines its risk tolerance through a formally approved Risk Appetite Statement, which is embedded within its policies and operational processes. Regular monitoring and communication ensure that employees clearly understand and conduct their risk-taking activities within the boundaries of the approved risk limits.

RMD develops the Risk Appetite Statement through translating Board-approved risk goals into measurable operational limits, ensuring growth remains within our capital and liquidity capacity. The RAS provides a clear framework for monitoring risk via Key Risk Indicators (KRIs). This ensures that any deviations are promptly flagged, maintaining a disciplined risk profile aligned with our long-term strategic objectives.

Three Lines of Defense Model

Prime Bank employs a robust Three Lines of Defense (3LoD) model to ensure clear accountability and independent oversight. The First Line (Business Operations) owns and manages risks at the frontline, the Second Line (Risk Management & Compliance) provides specialized oversight and challenge, and the Third Line (Internal Audit) delivers independent assurance to the Board. This structured segregation enhances the Bank's governance framework and ensures disciplined decision-making across all levels.

Stress Testing and KRIs

Prime Bank utilizes Stress Testing and Scenario Analysis to evaluate capital and liquidity resilience against extreme but plausible adverse conditions, ensuring institutional stability. Complementing this, a robust set of Key Risk Indicators (KRIs), developed by RMD serves as an early-warning system, providing data-driven insights to proactively detect and mitigate emerging threats before they impact the Bank's performance.

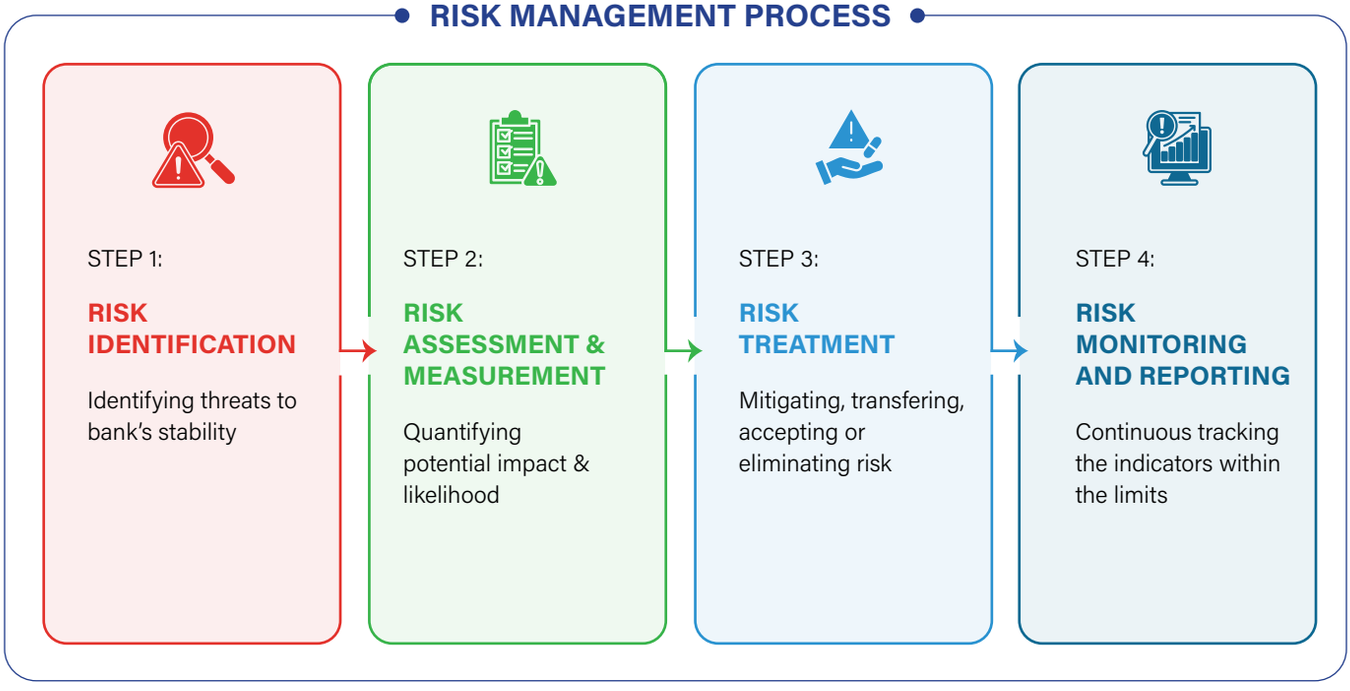
Bangladesh Bank's Prudential Regulations and Basel Standards

Prime Bank maintains strict adherence to Bangladesh Bank's prudential regulations and Basel III capital adequacy standards to ensure systemic stability. Our framework is continuously calibrated to meet evolving regulatory benchmarks, ensuring that capital buffers and liquidity ratios remain well above minimum requirements to safeguard stakeholder interests.

RISK MANAGEMENT PROCESS AND TECHNIQUES

RISK MANAGEMENT PROCESS

Prime Bank adopts a holistic approach to inclusive risk management, which begins with identifying risks and is followed by the steps outlined below:



Prime Bank follows a structured and continuous risk management process to ensure all risks are identified, assessed, controlled, and monitored effectively. The process starts with identifying risks at both operational and strategic levels, followed by assessing their impact using industry-standard models. Mitigation measures are applied to keep risks within the approved risk appetite. Finally, continuous monitoring and reporting provide timely insights to management and the Board, while periodic reviews ensure the framework evolves with emerging risks and regulatory expectations.

RISK MANAGEMENT TOOLS AND TECHNIQUES

Effective risk management requires a structured set of tools and techniques tailored to the nature and complexity of each risk category. The Bank adopts a comprehensive and integrated approach to identify, measure, monitor, and mitigate risks across all business functions. The following table outlines the key risk types and the corresponding methodologies, control mechanisms, and governance practices employed to ensure prudent risk oversight and regulatory compliance.

RISK TYPE	MANAGEMENT TOOLS AND TECHNIQUES
CREDIT RISK	Internal Credit Risk Rating System (ICRRS), Environmental and Social Risk Rating (ESRR), External Credit Rating, Sectoral Exposure Limits, Single Borrower Exposure Limit, Stress Testing, Collateral Valuation, Early Alert Reporting, Delegation of Business Power, De-risking, Credit Monitoring & Recovery policy, etc.
MARKET RISK	Value at Risk (VaR), Gap Analysis, Stress Testing, Duration Gap Analysis, Interest Rate Sensitivity Analysis, Net Open Position Limits, Capital Market Exposure Limit, Stop Loss Limit, Deal Limit & Dealers Limit, Counterparty Limit, Asset-Liability Committee (ALCO) monitoring, etc.
LIQUIDITY RISK	Liquidity Coverage Ratio (LCR), Net Stable Funding Ratio (NSFR), Advance-to-Deposit Ratio (ADR), Structural Liquidity Profile (SLP), Maximum Cumulative Outflow (MCO), Commitment Limit, Wholesale Borrowing Guideline (WBG) Cash Reserve Ratio (CRR), Statutory Liquidity Ratio (SLR), Stress Testing, etc.

RISK TYPE	MANAGEMENT TOOLS AND TECHNIQUES
OPERATIONAL RISK	Self-raising risk issues, Internal Control & Compliance (ICC) Audits, "Three Lines of Defense" Model, Business Continuity Planning (BCP), Disaster Recovery (DR) Sites, Two-Factor Authentication (2FA), Heat Map, Risk Register, Key Risk Indicators, Third Party Risk Asssment, Physical security protocols, etc.
MONEY LAUNDERING RISK	Know Your Customer (KYC), Customer Due Diligence (CDD/EDD), Transaction Profile (TP) Monitoring, goAML Reporting, Sanction Screening, Suspicious Transaction Reporting (STR/SAR), etc.
INFORMATION TECHNOLOGY RISK	Penetration Testing, Vulnerability Assessment, Disaster Recovery (DR) drills, Firewall & Encryption, IS Audit, IT Policy Alignment, endpoint protection platform, web proxy, PAM, email security, DDoS Protection, DNS Security, Cyber Security Operation Center (SOC). etc.
CLIMATE & ENVIRONMENTAL RISK	Environmental Risk Rating (ESRR), Exclusion List Screening, Climate Stress Testing, etc.
STRATEGIC & REPUTATION RISK	Service Quality Monitoring, Recovery Plan and Risk Appetite Statement, External Credit Rating, Corporate Governance Framework, Strategic Meet, Code of Conduct & Ethics Policy, Speak Up and Whistleblowing Policy, Diversity & Inclusion guideline, Customer Compliant Management Policy, Stakeholder Engagement Program, etc.

RISK TREATMENT AND MITIGATION

After the exposed risks are evaluated, Prime Bank choose the best option to eliminate or mitigate unacceptable risks.

Risk treatment options are not necessarily mutually exclusive or appropriate in all circumstances. The options can include the following and can be applied either individually or in combination:

1. RISK AVOIDING

Avoiding the risk by deciding not to start or continue with the activity that gives rise to the risk.

2. RISK ACCEPTING

Accepting and retaining the risk by making informed decision and having plans for managing and funding the consequences of the risk if it occurs.

3. RISK REDUCING

Reducing the likelihood of the risk through staff training, changing procedures, or by reducing the impact through diversifying credit portfolio, setting up off-site data backup etc.

4. RISK SHARING

Sharing the risk with another party or parties through insurance, consortium financing, etc.

RISK MANAGEMENT REPORTING AND PERPORMANCE

Risk management reporting is a fundamental component of an effective risk management framework, enabling informed decision-making at all levels of the organization. Timely, accurate, and comprehensive risk reports provide management and the Board with clear insights into the bank's risk exposures, emerging threats, control effectiveness, and compliance status. Strong risk reporting enhances transparency, supports proactive actions, and ensures that risks remain within the approved risk appetite. In a dynamic banking environment, robust risk management reporting is essential for safeguarding financial stability, strengthening governance, and driving sustainable growth.

Reports from Risk Management Division

To ensure the accurate identification, measurement, and timely mitigation of risks, as well as compliance with Bangladesh Bank regulations, the following risk reporting requirements are implemented:

REPORTS	FREQUENCY
Monthly Risk Management Report (MRMR)	Monthly
ERMC Meeting Minutes	Monthly
Comprehensive Risk Management Reporting (CRMR)	Half Yearly
Stress Test report	Quarterly
Risk Appetite Statement (RAS)	Yearly
Internal capital adequacy assessment process (ICAAP)	Yearly
Recovery Plan of Prime Bank	Yearly
Review Report on Risk Management Policies and Effectiveness of Risk Management Functions	Yearly

Risk Appetite Statement (RAS)

A Board-approved document that defines the bank's capacity, limits, and triggers across various key risk areas (including loan portfolios, sector distribution, growth strategy, etc.). It aligns the bank's strategic objectives with its risk-taking capacity and is submitted to regulators after meticulous internal review.

Comprehensive Risk Management Reporting (CRMR)

A semi-annual report submitted to Bangladesh Bank covering 64 parameters across six key areas. This report is critical as its evaluation significantly influences the Bank's risk status.

Monthly Risk Management Reporting (MRMR)

A monthly framework used to track and report risk indicators. It serves as the primary ongoing monitoring tool, except during the months dedicated to the more extensive CRMR preparation.

Stress Test Report

A simulation method used to evaluate the bank's resilience against extreme but plausible scenarios. It measures impact on the Capital to Risk-Weighted Assets Ratio (CRAR) and encompasses macroeconomic events, operational risk shocks, and balance sheet factors.

Internal Capital Adequacy Assessment Process (ICAAP)

An annual evaluation under Basel III (Pillar II) designed to determine "economic capital." It goes beyond regulatory minimums to ensure the bank has sufficient capital to cover all material risks, including concentration, Liquidity, strategic, reputational and environmental risks.

Recovery Plan of Prime Bank

A strategic roadmap (approved by the Board) that identifies vulnerabilities under specific stress scenarios (e.g., deposit withdrawals, asset quality deterioration.). It establishes early warning indicators and recovery strategies to protect capital, liquidity, and profitability of the bank.

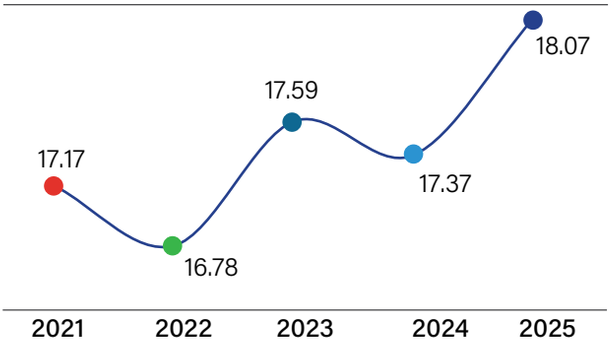
Review Report on Risk Management Policies and Effectiveness of Risk Management Functions

Provides a comprehensive evaluation of the bank's risk management architecture and the functional performance of its risk departments. It serves as a critical governance tool to ensure that risk policies remain aligned with evolving market conditions and regulatory expectations. It ensures that the bank's risk policies remain effective, compliant, and responsive to the evolving financial environment.

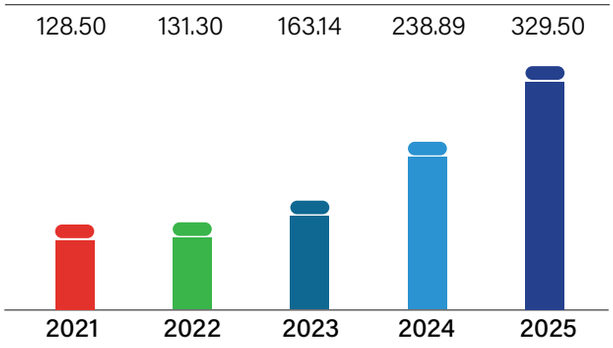
Prime Bank's Performance on Some Key Risk Indicators

Prime Bank PLC. has demonstrated consistent strength across key risk and performance metrics over the last five years, reflecting prudent risk management, strong capital buffers, robust liquidity positions, and sustainable profitability. The Bank's capital adequacy, liquidity ratios, stable funding profile, asset quality, and return measures have remained resilient, aligning with regulatory expectations of Bangladesh Bank and international best practices for commercial banks.

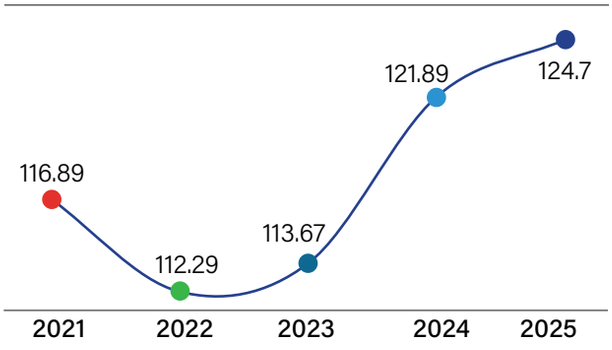
CAPITAL ADEQUACY RATIO (CRAR %)



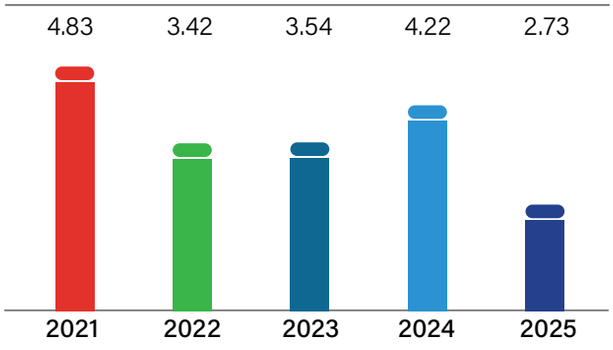
LIQUIDITY COVERAGE RATIO (%)



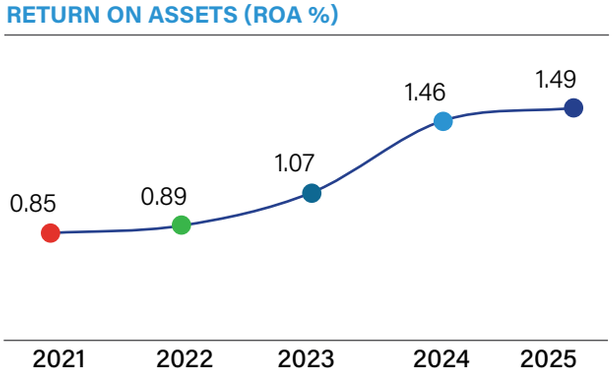
NET STABLE FUNDING RATIO (NSFR %)



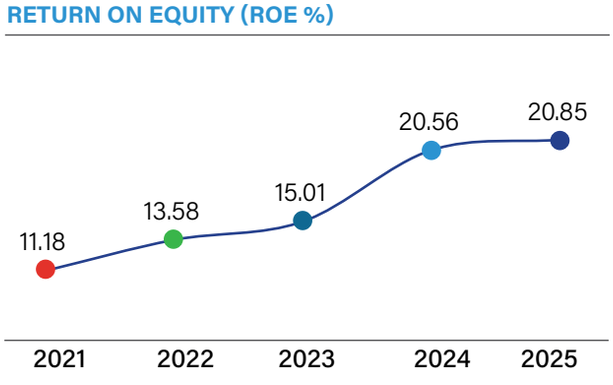
NON-PERFORMING LOAN (NPL) RATIO %



RETURN ON ASSETS (ROA %)



RETURN ON EQUITY (ROE %)



Despite macroeconomic volatility, political uncertainty, and ongoing regulatory and policy reforms, Prime Bank PLC. continues to demonstrate resilience, supported by adequate capital buffers, prudent provisioning coverage, and a robust risk governance framework. The Bank remains focused on strengthening its risk culture, enhancing forward-looking risk analytics, and integrating sustainability considerations into its core risk management processes.

The objective of the Bank's Risk Management function is to foster a proactive and disciplined risk environment that appropriately balances growth objectives with sound risk management practices, thereby ensuring long-term value creation for shareholders and stakeholders alike.

ANNUAL RISK CONFERENCE

Prime Bank successfully hosted its Annual Risk Conference 2025, reaffirming its commitment to fostering a proactive risk culture and ensuring sustainable growth in alignment with regulatory standards. The conference was held on November 29, 2025, at the Marina Yasmin Chowdhury Conference Hall at Prime Tower in Nikunja, Dhaka.

A.N.M. Moinul Kabir, Director of the Department of Off-Site Supervision (DOS), Bangladesh Bank, graced the event as the Chief Guest, while Surabhi Ghosh, Additional Director of DOS, attended as the Special Guest. Nazmin Nahar, Joint Director of DOS, served as a resource person and shared valuable insights with participants.



In his welcome address, Hassan O. Rashid, Chief Executive Officer (CEO) of Prime Bank, emphasized the bank's unwavering commitment to developing a proactive risk culture and maintaining sustainable growth in line with regulatory expectations.

The event was attended by branch managers, members of the Executive Risk Management Committee and representatives from the Risk Management Forum of the bank. Senior leadership of Prime Bank, including Faisal Rahman, Additional Managing Director & Chief Business Officer; Md. Ziaur Rahman, Deputy Managing Director & Chief Risk Officer; M. Nazeem A. Choudhury, Deputy Managing Director and Md. Iqbal Hossain, Deputy Managing Director, were also present.

During the sessions, experienced central bankers discussed key issues related to risk management policies, the implementation of Risk-Based Supervision (RBS), Expected Credit Loss (ECL) and the current challenges facing the banking sector. They praised Prime Bank's strong risk management framework and its continued efforts to uphold a robust risk culture.

Kazi Naim Morshed, Head of Risk Management at Prime Bank, presented an overview of the bank's operational risk management practices, highlighting existing challenges, the importance of effective risk identification and ongoing initiatives to strengthen preparedness against emerging risks.

HEIGHLIGHTS OF ANNUAL RISK CONFERENCE-25

Registration and Welcome Spech

Paticipation of Branch Managers and Senior Officails

Souvenir / Crest Giving Ceremony

Three Sessions on Risk Management in Local and Global context

Recognize and honor the Top Proactive Risk Identifiers

Closing Remarks

Prime Bank also took the opportunity to recognize and honor the Top Proactive Risk Identifiers, acknowledging their contributions to enhancing the bank's risk culture.

In closing remarks, Md. Ziaur Rahman, AMD and CRO of Prime Bank, expressed gratitude to the officials of Bangladesh Bank and all Prime Bank participants. He underscored the importance of teamwork and collaboration in proactively managing risks and mitigating potential threats before they arise.

EMERGING RISK ISSUES

In 2025, Prime Bank navigated a complex landscape marked by heightened inflationary pressures, currency volatility, and evolving Bangladesh Bank regulatory frameworks. In 2025, the Bangladeshi banking industry faced a "year of reckoning" as long-buried structural damage and macroeconomic instability surfaced, leading to a surge in non-performing loans (NPLs) and a critical loss of depositor confidence. While Prime Bank maintained a superior risk profile compared to the industry average in 2025, it was not immune to the systemic pressures of the Bangladeshi economy. The following are the risks that prime bank faced or considered as emerging risks in its business.

BANK STRATEGIC RISK MANAGEMENT PLAN: NAVIGATING CHALLENGES



CYBER & TECH RISK EXPANDING

DIGITAL FOOTPRINT LEADS TO VULNERABILITIES & FRAUD

Capital investment in advanced security, AI-driven defense, real-time fraud detection



GEO-POLITICAL RISK

TRADE TENSIONS & SUPPLY CHAIN INSTABILITY CAUSE PRICE VOLATILITY

Diversifying sourcing, hedging commodity prices, monitoring international conflicts.



POLITICAL INSTABILITY

MUTED CREDIT DEMAND & CAUTIOUS LONG-TERM PROJECT FINANCING

Focusing on balanced loans, sector diversification, conservative lending criteria.



FOREX & RESERVE PRESSURE

SCARCITY OF FOREIGN CURRENCY, TAKA DEPRECIATION, HIGH SETTLEMENT COSTS

Actively managing currency risk, securing foreign credit lines, optimizing trade finance liquidity.



STOCK MARKET ROUT

SUSTAINED DECLINES DIRECTLY IMPACT PORTFOLIOS & NONFUNDED INCOME

Hedging strategies, rebalancing investments, reducing exposure to volatile stocks.



REGULATORY REFORMS & FRAMEWORK CHANGES

STRUCTURAL SHIFTS TO RISK BASED SUPERVISION(RBS), EXPECTED CREDIT LOSS

Rapid adaptation, implementing new compliance systems, increasing capital reserves.



INTEREST RATE RISK

VOLATILE MARKET RATES CREATE PRICING MISMATCH, PRESSURING NIM

Managing asset-liability gaps, using interest rate swaps, adjusting deposit/loan pricing



CREDIT RISK

POSSIBILITY OF BORROWER DEFAULT IS A SIGNIFICANT CONCERN, RISING NPLs

Strict credit discipline, robust credit assessment, early warning systems for defaults.

BASEL III PILLAR 3: DISCLOSURES ON RISK BASED CAPITAL

The public disclosure of prudential information is an important component of Basel Committee on Banking Supervision's framework of capital measurement and capital adequacy, known as Basel III. Bangladesh Bank has specified the standard of disclosure through Guidelines on Risk Based Capital Adequacy (December 2010) which revised in Basel III Guideline on December 2014 with effect from January 2015. The standard aims to enhance the transparency in Bangladeshi financial market by setting minimum requirement for the disclosure of information on the risk management practice and capital adequacy. In line with the Bangladesh Bank BRPD Circular no. 35 of December 29, 2010 as to Guidelines on 'Risk Based Capital Adequacy for Banks' and subsequent BRPD Circular 18 dated December 21, 2014 on 'Guideline on Risk Based Capital Adequacy', following detailed qualitative and quantitative disclosures are provided in accordance with the central bank directions covering scope of capital adequacy framework, capital of the bank, risk exposure and assessment methodology, risk mitigation strategies and capital adequacy of the bank. To cope up with the international best practices and to make the bank's risk absorbent capital 'Guidelines on Risk Based Capital Adequacy (RBCA) for banks' (Revised Regulatory Capital Framework in line with Basel II) was introduced from January 01, 2009 as a parallel run with BRPD Circular No. 10, dated November 25, 2002 (Basel I). At the end of parallel run, Basel II regime started from January 01, 2010 and the guidelines on RBCA came fully into force with its subsequent supplements/revisions. After that, Bangladesh Bank issued 'Guidelines on Risk Based Capital Adequacy (RBCA) for banks' (Revised Regulatory Capital Framework in line with Basel III) vide its BRPD Circular 18 dated December 21, 2014 that Basel III reporting start from January 2015 and full implementation also start from January 2020. Instructions regarding Minimum Capital Requirement (MCR), Adequate Capital and Disclosure requirement as stated in the guidelines had to be followed by all scheduled banks for the purpose of statutory compliance.

1. Scope of Application

Qualitative disclosure	**a)**	The name of the top corporate entity in the group to which this guidelines applies.	**Prime Bank PLC.**
	b)	An outline of differences in the basis of consolidation for accounting and regulatory purposes, with a brief description of the entities within the group (a) that are fully consolidated; (b) that are given a deduction treatment; and (c) that are neither consolidated nor deducted (e.g. where the investment is risk-weighted).	Prime Bank PLC. has 5 (Five) subsidiaries viz. (i) Prime Bank Investment PLC., (ii) Prime Bank Securities Limited, (iii)Prime Bank Fintech Limited, (iv) Prime Exchange Co. (Pte.) Limited, Singapore and (v) PBL Finance (Hong Kong) Limited. **A brief description of the Bank and its subsidiaries is given below:** **Prime Bank PLC.:** The Prime Bank PLC. ("the Bank") was incorporated as a public limited company in Bangladesh under Companies Act, 1994 with the registered office of the company at 89 Gulshan Avenue, Gulshan, Dhaka-1212. It commenced its banking business with one branch from April 17, 1995 under the license issued by Bangladesh Bank. At present, the Bank has 149 (One Hundred Forty Nine) branches including 17 (Seventeen) SME Centers/ Branches all over Bangladesh and 1 (One) booths located at Dhaka Club, Dhaka. Out of the above 149 branches, 05 (five) branches are designated as Islamic Banking branch complying with the rules of Islamic Shariah. Also, the Bank has 3 (Three) Offshore Banking Units (OBUs), 10 (Ten) Sub-branches, 5 (Five) subsidiary Companies (2 Foreign subsidiaries & 3 Local subsidiaries). The Bank went for Initial Public Offering (IPO) in 1999 and its shares were listed with Dhaka Stock Exchange Limited and Chittagong Stock Exchange Limited as a publicly-traded company for its general classes of share. The principal activities of the Bank are to provide all kinds of commercial banking services to customers through its branches and SME centers/ branches in Bangladesh. The Bank also provides offshore banking services through its 3 (Three) Offshore Banking Units (OBU). Subsidiaries of PBL: **i) Prime Bank Investment PLC.:** Prime Bank Investment PLC. (PBIL) is a subsidiary

			company of Prime Bank PLC. incorporated as a public limited company on April 28, 2010 with the registrar of Joint Stock Companies, vide certificate of incorporation no.C-84266/2 dated 28 April 2010 which has commenced its business on the same date. The main objectives of the company are to carry out the business of full-fledged merchant banking activities like issue management, portfolio management, underwriting, corporate advisory services etc. **ii) Prime Bank Securities Limited:** Prime Bank Securities Limited was incorporated on April 29, 2010 as a private limited company under the Companies Act 1994 vide certificate of incorporation no.C-84302/10. The main objectives of the company are to carry on business of stock brokers / dealers in relation to shares and securities dealings and other services as mentioned in the Memorandum and Articles of Association of the Company. The company commenced its operation from May 2011. **iii) Prime Bank Fintech Limited** Prime Bank Fintech Limited was incorporated as a private Limited company on 14 January 2025 with the Registrar of Joint Stock Companies and Firms, Dhaka vide certificate of incorporation no. C-199841/2025, dated January 14, 2025. **iv) Prime Exchange Co. (Pte.) Limited, Singapore:** Prime Exchange Co. (Pte.) Ltd., Singapore, a fully owned subsidiary company of Prime Bank PLC, was incorporated in Singapore on January 06, 2006 and commenced its remittance business with a sole Branch located at 2A Desker Road, (2nd floor) Singapore 209549 on July 08, 2006. In 2011, the Company opened another Branch in Singapore now located at Choa Chu Kang, #01-14, Sungei Tengah Lodge, 500 Old Choa Chu Kang Road and in 2016 it opened its 3rd branch located at Joo Koon, 55 Benoi Road , #01-14, Joo Koon Bus Interchange (Opposite to KFC), Singapore-629907. The principal activities of the company are to provide remittance services to Non-resident Bangladeshis (NRBs) working in Singapore and to undertake or participate in transactions activities and operations, commonly undertaken by remittance and exchange houses. It also provides remittance services to non-resident Indian and Pilipino living in Singapore. In future the company intends to provide remittance services to other nationals living and working in Singapore by increasing its corridors and payment networks. **v) PBL Finance (Hong Kong) Limited:** PBL Finance (Hong Kong) Limited, a fully owned subsidiary of Prime Bank PLC., was incorporated on April 7, 2011 with Companies Registries of Hong Kong. It operates under Money Lending License issued by Honorable Court of Hong Kong. It has commenced its operation from September 1, 2011 in Hong Kong and has its registered and principal place of business located at Unit 1201, 12th Floor, Taurus Building, Nos 21A and 21B Granville Road, Tsim Sha Tsui, Kowloon, Hong Kong. The principal activities of the company are money lending in Hong Kong and providing services like advising/confirmation of documentary credits & collection/negotiation/ discounting of documents.
	C)	Any restrictions, or other major impediments, on transfer of funds or regulatory capital within the group.	Not applicable
Quantitative disclosure	**d)**	The aggregate amount of capital deficiencies in all subsidiaries not included in the consolidation that are deducted and the name(s) of such subsidiaries.	Not applicable

2. Capital Structure

Qualitative disclosure	**a)**	Summary information on the terms and conditions of the main features of all capital instruments, especially in the case of capital instruments eligible for inclusion in **CET1, Additional Tier 1** or **Tier 2.**	As per **Guidelines on Risk Based Capital Adequacy (Revised Regulatory Capital Framework for Banks in line with Basel III)** introduced by Bangladesh Bank, 'Common Equity Tier-1 (CET 1)' Capital of PBL consists of (i) Paid-up Capital, (ii) Non-repayable Share Premium Account, (iii) Statutory Reserve, iv) General Reserve, (iv) Retained Earnings and (v) Minority Interest in Subsidiaries. Prime Bank does not have 'Additional Tier 1 (AT 1)' Capital since it did not issue any instrument that meets the qualifying criteria for Additional Tier 1 Capital. Subsidiaries did not issue AT 1 capital to third parties as well. **Tier-2 Capital** consists of (i) General Provision (ii) Subordinated Debt/ Instruments issued by the Banks that meet the qualifying criteria for Tier 2 Capital.		
	b)	**The amount of Tier-1 capital with separate disclosure of:**		**Solo**	**Consolidated**
				Taka in Crore	
		Common Equity Tier 1 (CET 1) Capital:			
		I. Fully Paid up capital		1,160.59	1,160.59
		II. Non repayable share premium account		121.19	121.19
		III. Statutory reserve		1,288.93	1,288.93
		IV. General reserve		-	2.80
		I. Retained earnings		1,963.71	1,954.51
		II. Minority interest in subsidiaries		-	-
		III. Dividend equalization account		-	-
		Sub-Total		**4,534.41**	**4,528.02**
		Additional Tier 1 Capital		**-**	**-**
		Total Tier 1 Capital		**4,534.41**	**4,528.02**
		Tier 2 Capital		**986.89**	**986.89**
		Total amount of Tier 1 and Tier 2 capital		**5,521.30**	**5,514.91**
	C)	Regulatory Adjustments/Deductions from capital		(432.05)	(472.40)
	d)	**Total eligible capital**		**5,089.25**	**5,042.51**

3. Capital Adequacy:

Qualitative disclosure	**a)**	A summary discussion of the bank's approach to assessing the adequacy of its capital to support current and future activities.	The Bank has adopted Standardized Approach (SA) for computation of capital charge for credit risk and market risk, and Basic Indicator Approach (BIA) for operational risk. Assessment of capital adequacy is carried out in conjunction with the capital adequacy reporting to the Bangladesh Bank. The Bank has maintained Capital to Risk Weighted Asset Ratio (CRAR) at 18.07% & 17.81% for stand-alone and for consolidated group respectively. As per guideline, Bank is required to maintain a Capital Conservation Buffer (CCB) of 2.50%, comprised of Common Equity Tier-1 (CET-1) Capital, above the regulatory Minimum Capital Requirement (MCR) of 10%. The following table shows that Bank has adequate Tier-1 & Tier-2 Capital to maintain all the ratios at the required level. It has covered both MCR as well as CCB (required for 2025) with its eligible capital after considering all regulatory adjustments. The Bank's policy is to manage and maintain its capital with the objective of maintaining strong capital ratio and high rating. The Bank maintains capital levels that are sufficient to absorb all material risks. The Bank also ensures that the capital levels comply with regulatory requirements and satisfy the external rating agencies and other stakeholders including depositors. The main objective of the capital management process in the Bank is to ensure that Bank has adequate capital to meet up its all sorts of obligations any time.

Quantitative disclosure			Particulars	Solo	Consolidated
				Taka in Crore	
		b)	Risk Weighted Assets (RWA) for Credit Risk	23,342.14	22,908.29
		c)	Risk Weighted Assets (RWA) for Market Risk	1,444.99	1,938.86
		d)	Risk Weighted Assets (RWA) for Operational Risk	3,372.20	3,466.75
			Total Risk Weighted Assets (RWA)	28,159.32	28,313.90
			Total Regulatory Capital (Tier 1 & Tier 2)	5,089.25	5,042.51
		e)	Capital To Risk Weighted Asset Ratio (CRAR)	18.07%	17.81%
			Common Equity Tier 1 (CET 1) Capital to RWA Ratio	14.57%	14.32%
			Tier 1 Capital to RWA Ratio	14.57%	14.32%
			Tier 2 Capital to RWA Ratio	3.50%	3.49%
			Minimum Capital Requirement (MCR)	2,815.93	2,831.39
		f)	Capital Conservation Buffer (Minimum Requirement)	2.50%	2.50%
		g)	Capital Conservation Buffer Maintained	8.07%	7.81%

- **Minimum Tier 1 Capital Ratio: 6.00%,**
- **Minimum Total Capital Ratio: 10.00%,**
- **Capital Conservation Buffer: 2.50%**
- **Minimum Total Capital plus Capital Conservation Buffer: 12.50%**

4. Credit Risk:

<table>
<tr><td rowspan="8">Quantitative disclosure</td><td>a)</td><td colspan="3">The general qualitative disclosure requirement with respect to credit risk, including:</td></tr>
<tr><td></td><td>i) Definitions of past due and impaired (for accounting purposes);</td><td colspan="2">With a view to strengthening credit discipline and bring classification and provisioning regulation in line with international standard, a phase-wise program for classification and provisioning was undertaken by the Bank as per Bangladesh Bank circulars issued from time to time. In this regard, all the loans and advances/investments are grouped into four categories for the purpose of classification, namely (i) Continuous Loan, (ii) Demand Loan, (iii) Fixed Term Loan and (iv) Short-term Agricultural. They are classified as follows:</td></tr>
<tr><td></td><td></td><td>CL Categories</td><td>Period of arrear</td></tr>
<tr><td></td><td></td><td>STD</td><td>≥ 1 month but < 2 months</td></tr>
<tr><td></td><td></td><td>SMA</td><td>≥ 2 months but < 3 months</td></tr>
<tr><td></td><td></td><td>SS</td><td>≥ 3 months but < 6 months</td></tr>
<tr><td></td><td></td><td>DF</td><td>≥ 6 months but < 12 months</td></tr>
<tr><td></td><td></td><td>BL</td><td>≥ 12 months</td></tr>
<tr><td rowspan="8"></td><td rowspan="8"></td><td rowspan="8">ii) Description of approaches followed for specific and general allowances and statistical methods;</td><td colspan="2">The Bank is required to maintain the following general and specific provision in respect of classified and unclassified loans and advances / investments on the basis of Bangladesh Bank guidelines issued from time to time:</td></tr>
<tr><td>CL Categories</td><td>Rate of Provision</td></tr>
<tr><td>STD</td><td>1%</td></tr>
<tr><td>SMA</td><td>5%</td></tr>
<tr><td>SS</td><td>20%</td></tr>
<tr><td>DF</td><td>50%</td></tr>
<tr><td>BL</td><td>100%</td></tr>
<tr><td colspan="2">In addition to the above, to maintain provision at the rate of 0.50% against all unclassified (Standard and SMA) for Term Agricultural credits as well as Cottage (C), Micro (M) and Small (S) enterprise credits under CMSME sector.</td></tr>
</table>

Qualitative disclosure	**b)**	Total gross credit risk exposures broken down by major types of credit exposure.	Total gross credit risk exposures broken down by major types of credit exposure of the Bank:	
			Particulars	**Taka in Crore**
			Secured Overdraft/Quard Against TDR	6,169.15
			Cash Credit/Mudaraba	2,110.23
			Loan (General)	6,796.80
			House Building Loan	40.01
			Loan Against Trust Receipts (LTR)	912.21
			Payment Against Documents (PAD)	-
			Retail Loan	2,217.34
			Lease Finance/Izara	82.57
			Credit Card	316.99
			Hire Purchase	1,350.47
			Other Loans & Advances	8,431.23
			Bill purchased/discounted-Inland	575.57
			Bill purchased/discounted-Foreign	6,320.87
			Total	**35,325.54**
	C)	Geographical distribution of exposures, broken down in significant areas by major types of credit exposure.	Geographical distribution of exposures, broken down in significant areas by major types of credit exposure of the Bank:	
			Particulars	**Taka in Crore**
			Urban: Dhaka Zone	24,473.76
			Chittagong Zone	3,355.68
			Khulna Zone	351.21
			Mymensingh Zone	108.40
			Rajshahi Zone	459.19
			Barishal Zone	17.62
			Sylhet Zone	220.94
			Rangpur Zone	244.67
			Sub-Total: Urban	**29,231.47**
			Rural: Dhaka Zone	5,801.98
			Chittagong Zone	100.71
			Khulna Zone	24.99
			Rajshahi Zone	101.75
			Rangpur Zone	30.22
			Sylhet Zone	34.42
			Sub-Total: Rural	**6,094.07**
			Grand Total (Urban + Rural)	**35,325.54**
	d)	Industry or counterparty type distribution of exposures, broken down by major types of credit exposure.	Industry or counterparty type distribution of exposures, broken down by major types of credit exposure of the Bank:	
			Particulars	**Taka in Crore**
			Commercial Lending	8,459.26
			Export Financing	3,540.18
			House Building Loan	791.46
			Retail Loan	1,788.42
			Small & Medium Enterprises (SME)	2,591.49
			Loans, Advances & Lease/Investments to Managing Director / CEO and other senior executives	258.93
			Industrial Loans/Investments (Details are given below)	15,470.96
			Other Loans & Advances	2,424.65
			Total	**35,325.54**

Qualitative disclosure

Industrial Loans/Investments

Particulars	Taka in Crore
Agriculture	603.64
Textile Industries	1,390.13
Food and allied industries	748.45
Pharmaceutical Industries	1,536.82
Leather , Chemical, Cosmetics, etc.	286.22
Tobacco Industries	92.59
Cement and Ceramic Industries	761.80
Service Industries	2,631.63
Transport & Communication Industries	422.27
Other Industries including bills purchased and discounted	6,997.39
Total	**15,470.96**

e) Residual contractual maturity breakdown of the whole portfolio, broken down by major types of credit exposure.

Residual contractual maturity break down of the whole portfolios, broken down by major types of credit exposure of the Bank:

Particulars	Taka in Crore
Repayable on Demand	-
Up to 1 month	4,546.10
Over 1 month but not more than 3 months	9,253.19
Over 3 months but not more than 1 year	9,763.01
Over 1 year but not more than 5 years	7,752.51
Over 5 years	4,010.73
Total	**35,325.54**

f) **By major industry or counterparty type:**

i) Amount of impaired loans and if available, past due loans, provided separately;

The amount of classified loans and advances/investments of the Bank are given below as per Bangladesh Bank guidelines.

Particulars	Taka in Crore
Standard	33,559.15
Special Mention Account	803.32
Sub-standard	41.06
Doubtful	74.25
Boss/Loss	847.76
Total	**35,325.54**

ii) Specific and general provisions; and

Specific and general provisions were made on the amount of classified and unclassified loans and advances/investments, off-balance sheet exposures and offshore banking units, interest on receivable, diminution in value of investment and other assets-suspense of the Bank according to the Bangladesh Bank guidelines.

Particulars	Taka in Crore
Provision on classified loans/investments	953.18
Provision on unclassified loans/investments	426.58
Provision on Off-balance sheet exposures	245.61
Provision for Offshore Banking Units	74.70
Special general provision-COVID 19	-
Provision for interest receivable on loans & advances/ investments	9.50
Provision for other assets	16.29
Provision for diminution in value of investments.	75.03
Provision for Non-Banking Assets	16.48
Total	**1,817.37**

iii) Charges for specific allowances and charge-offs during the period.

During the year the specific and general provisions were made on the amount of classified and unclassified loans and advances/investments, off-balance sheet exposure, offshore banking units, interest on receivable, diminution in value of investment and other assets-suspense of the Bank as per Bangladesh Bank guidelines.

Qualitative disclosure				
			Particulars	**Taka in Crore**
			Provision on classified loans/investments	305.48
			Provision on unclassified loans/investments	(187.75)
			Provision on Off-balance sheet exposures	(10.00)
			Provision for Offshore Banking Units	13.50
			Special general provision-COVID 19	(-)
			Provision for interest receivable on loans & advances/ investments	1.50
			Provision for other assets	(3.00)
			Provision for diminution in value of investments	38.50
			Provision for Start-up fund	-
			Provision for impairment loss for investment in subsidiaries	(2.00)
			Provision for Incentive to Good Borrower	(-)
			Total	**156.23**
	g)	**Gross Non Performing Assets (NPAs).**		
		Non Performing Assets (NPAs) to Outstanding loans and advances.		
		Movement of Non-Performing Assets (NPAs).	**Particulars**	**Taka in Crore**
			Opening balance	1,448.86
			Addition/adjustment during the year	(485.79)
			Closing balance	963.07
		Movement of specific provisions for NPAs.	**Particulars**	**Taka in Crore**
			Opening balance	1,051.95
			Provisions made during the period	305.48
			Transferred from unclassified loan & advances including OBU	-
			Write-off	(500.26)
			Recoveries of amounts previously written off	96.02
			Transferred to provision against Non-Banking Assets	-
			Closing Balance	**953.18**

5. Equities: Disclosures for Banking Book Positions

Qualitative disclosure	**a)**	The general qualitative disclosure requirement with respect to equity risk, including:	
		Differentiation between holdings on which capital gains are expected and those taken under other objectives including for relationship and strategic reasons; and	Investment in equity securities are broadly categorized into two parts: i) Quoted Securities (Common or Preference Shares & Mutual Fund) that are traded in the secondary market (Trading Book Assets). ii) Unquoted securities include shares of Central Depository Bangladesh Limited (CDBL), Central Counterparty Bangladesh Limited (CCBL) and investment in SWIFT, Golden Harvest Ice Cream Ltd, Blue-wealth 1st Balanced Fund, United Mymensingh Power Ltd., and Summit.
		Discussion of important policies covering the valuation and accounting of equity holdings in the banking book. This includes the accounting techniques and valuation methodologies used, including key assumptions and practices affecting valuation as well as significant changes in these practices.	The primary aim is to invest in these equity securities for the purpose of capital gain by selling them in future or held for dividend income. Dividends received from these equity securities are accounted for as and when received. Both Quoted and Un-Quoted equity securities are valued at cost and necessary provisions are maintained if the prices fall below the cost price.

			Solo		Consolidated	
			Taka in Crore			
			At cost	At market value	At cost	At market value
Qualitative disclosure	b)	Value disclosed in the balance sheet of investments, as well as the fair value of those investments; for quoted securities, a comparison to publicly quoted share values where the share price is materially different from fair value.	159.42	124.52	452.12	355.77
	c)	The cumulative realized gains (losses) arising from sales and liquidations in the reporting period.	-		-	
	d)	▪ Total unrealized gains (losses)	(34.90)		(96.35)	
		▪ Total latent revaluation gains (losses)	-		-	
		▪ Any amounts of the above included in Tier-2 capital.	-		-	
	e)	Capital requirements broken down by appropriate equity groupings, consistent with the bank's methodology, as well as the aggregate amounts and the type of equity investments subject to any supervisory provisions regarding regulatory capital requirements (10% on market value).				
		▪ Specific Market Risk	12.45		35.58	
		▪ General Market Risk	12.45		35.58	

6. Interest Rate Risk in the Banking Book (IRRBB)

Qualitative disclosure	a)	The general qualitative disclosure requirement including the nature of IRRBB and key assumptions, including assumptions regarding loan prepayments and behavior of non-maturity deposits, and frequency of IRRBB measurement.	Interest rate risk is the risk where changes in market interest rates might adversely affect a bank's financial condition. Changes in interest rates affect both the current earnings (earnings perspective) as well as the net worth of the bank (economic value perspective). To evaluate the impact of interest rate risk on the net interest margin, Prime Bank monitors the size of the gap between rate sensitive assets and rate sensitive liabilities in terms of the remaining period to repricing. Repricing refers to the point in time when adjustments of interest rates on assets and liabilities occur owing to new contracts, renewal of expiring contracts or that a contract specifies a floating rate that adjusts at fixed time intervals. A maturity mismatch approach is used to measure Prime Bank's exposure to interest rate risk. A positive mismatch means that more assets than liabilities are repriced in a given period. With a positive mismatch, a rise in market interest rates will have a positive effect on the bank's earnings. On the other hand, a negative mismatch, where more liabilities are repriced than assets in a given period, means a drop in earnings if interest rates had increased. The table presented below showing the Interest Rate Risk Analysis of Prime Bank PLC. The analysis shows that Bank may have a positive earnings impact of Taka 2.34 crore in the first quarter which has also been positive in the second quarter. In the third quarter, the total year-to-date accumulated earnings impact has also been positive (Taka 9.53 crore). Hence, accumulated earning for the year 2025 owing to a 1% increase in interest rate is a gain of Taka 5.43 crore. The rule of thumb suggests that quarterly gaps, causing an earnings impact of 10% of the Bank's average quarterly net profit for each 1% change in interest rates, should be carefully handled by the Bank's Management. The last row of the following table reveals that earnings impact on Prime Bank's average quarterly net profit is not significant and remains within the acceptable limit as prescribed by Bangladesh Bank.

Interest Rate Risk Analysis (for 1% change in the market rate of interest)

Qualitative disclosure	**b)**	The increase (decline) in earnings or economic value (or relevant measure used by management) for upward and downward rate shocks according to management's method for measuring IRRBB, broken down by currency (as relevant).	**Particulars**	**1 to 90 days**	**Over 3 months to up to 6 months**	**Over 6 months to up to 9 months**	**Over 9 months to up to 1 year**
				Taka in Crore			
			Rate Sensitive Assets	18,443.79	10,172.76	3,702.22	3,611.51
			Rate Sensitive Liabilities	17,494.10	9,841.74	3,350.07	4,151.07
			GAP	949.69	331.02	352.15	(539.55)
			Cumulative GAP	949.69	1,280.72	1,632.86	1,093.31
			Adjusted Interest Rate Changes (IRC)	1.00	1.00	1.00	1.00
			Quarterly earnings impact (Cum. GAP * IRC)	2.34	3.16	4.03	2.70
			Accumulated earning impact to date	2.34	5.50	9.53	12.22
			Earning impact/Avg. quarterly net profit	1.04	2.44	4.23	5.43

7. Market Risk:

Qualitative disclosure	**a)**	i) Views of Board of Directors (BOD) on trading/ investment activities.	Market risk is the possibility of losses of assets in balance sheet and off-balance sheet positions arising out of volatility in market variables i.e., interest rate, exchange rate and price. Allocation of capital is required in respect of the exposure to risks deriving from changes in interest rates and equity prices in the bank's trading book, in respect of exposure to risks deriving from changes in foreign exchange rates and commodity price in the overall banking activity. The total capital requirement for banks against their market risk shall be the sum of capital charges against: • Interest rate risk • Equity position risk • Foreign exchange (including gold) position risk throughout the bank's balance sheet and • Commodity risk.
		ii) Methods used to measure Market risk.	**Measurement Methodology:** As banks in Bangladesh are now in a stage of developing risk management models, Bangladesh Bank has suggested the banks for using Standardized Approach for credit risk capital requirement for banking book and Standardized (rule based) Approach for market risk capital charge in their trading book. Maturity Method has been prescribed by Bangladesh Bank in determining capital against market risk. In the maturity method, long or short positions in debt securities and other sources of interest rate exposures, including derivative instruments, are slotted into a maturity ladder comprising 13 time-bands (or 15 time-bands in case of low coupon instruments). Fixed-rate instruments are allocated according to the residual term to maturity and floating-rate instruments according to the residual term to the next re-pricing date. In Standardized (rule based) Approach the capital requirement for various market risks (interest rate risk, price, and foreign exchange risk) are determined separately. The total capital requirement in respect of market risk is the sum of capital requirement calculated for each of these market risk sub-categories. e.g.:

			a. Capital Charge for Interest Rate Risk = Capital Charge for Specific Risk + Capital Charge for General Market Risk;
			b. Capital Charge for Equity Position Risk = Capital Charge for Specific Risk + Capital Charge for General Market Risk;
			c. Capital Charge for Foreign Exchange Risk = Capital Charge for General Market Risk;
			d. Capital Charge for Commodity Position Risk = Capital charge for general market risk.

		iii) Market Risk Management system.	Treasury Division manages the market risk and ALCO monitors the activities of treasury Division in managing such risk.
		iv) Policies and processes for mitigating market risk.	To mitigate the several market risks the bank formed Asset Liability Management Committee (ALCO) who monitors the Treasury Division's activities to minimize the market risk. ALCO is primarily responsible for establishing the market risk management and asset liability management of the Bank, procedures thereof, implementing core risk management framework issued by the regulator, best risk management practices followed by globally and ensuring that internal parameters, procedures, practices/polices and risk management prudential limits have been set up and followed. The Treasury Division are taking following measures to minimize the several market risks:
			i) Foreign exchange risk management: it is the risk that the bank may suffer losses as a result of adverse exchange rate movement during a period in which it has an open position in an individual foreign currency. This risk is measured and monitored by the Treasury Division. To evaluate the extent of foreign exchange risk, a liquidity Gap report is prepared for each currency. **ii) Equity Risk:** Equity risk is defined as losses due to changes in market price of the equity held. To measure and identify the risk, mark to market valuation of the investment portfolios of share is being done. Mark to market valuation is done against a predetermined limit. At the time of investment, following factors are taken into consideration: a) Security of Investment b) Fundamentals of securities c) Liquidity of securities d) Reliability of securities e) Capital appreciation f) Risk factors and g) Implication of taxes etc.

Qualitative disclosure	**b)**	**The capital requirements for:**	**Solo**	**Consolidated**
			Taka in Crore	
		• Interest rate risk	111.55	114.68
		• Equity position risk	24.90	71.15
		• Foreign exchange risk and	8.05	8.05
		• Commodity risk	-	-
		Total Capital Requirement	**144.50**	**193.89**

8. Operational Risk:

Qualitative disclosure	**a)**	i) Views of BOD on system to reduce Operational Risk	Operational risk is defined as the risk of loss resulting from inadequate or failed internal processes, people and systems or from external events. This definition includes legal risk but excludes strategic and reputation risk. It is inherent in every business organization and covers a wide spectrum of issues. The Board of Directors (BOD) of the Bank and its Management firmly believe that an effective internal control systems has been established within the Bank to ensure adequacy of the risk management framework and compliance with a documented set of internal policies concerning the risk management system which mainly include,

			# Top-level reviews of the Bank's progress towards the stated objectives; # Checking for compliance with management controls; # Policies, processes and procedures concerning the review, treatment and resolution of non-compliance issues; and # A system of documented approvals and authorizations to ensure accountability to the appropriate level of management. Bank has ensured some other internal practices to be in place as appropriate to control operational risk. Examples of these include: # Close monitoring of adherence to assigned risk limits or thresholds; # Maintaining safeguards for access to, and use of, bank's assets and records; # Ensuring that staffs have appropriate expertise and training; # Regular verification and reconciliation of transactions and accounts. The BOD has modified Bank's operational risk management process by issuing a high level standard like SOP, supplemented by more detailed formal guidance. This explains how the bank manages operational risk by identifying, assessing, monitoring, controlling and mitigating the risk, rectifying operational risk events, and implementing any additional procedures required for compliance with local regulatory requirements. The Bank maintains and tests contingency facilities to support operations in the event of disasters. Additional reviews and tests are conducted in the event that any branch of the bank is affected by a business disruption event, to incorporate lessons learned in the operational recovery from those circumstances. Plans have been prepared for the continued operation of the bank's business, with reduced staffing levels.
		ii) Performance gap of executives and staffs.	**Motivated and Engaged Employees** Prime Bank has a diverse group of motivated and engaged employees. From experience it knows that if employees are properly empowered, they become more engaged and go extra miles to fulfill organization's ambition. Engaged employees are likely to take more responsibility and embrace accountability which helps to achieve the sustainability strategies. The Bank has positioned itself with a performance-driven rewarding work culture; where employees are treated with respect and receive plenty of development opportunities. Prime Bank has a special focus on: ▪ Ensuring a balanced diversity ▪ Promoting human capital development ▪ Providing competitive compensation and benefits ▪ Promoting a performance centric culture ▪ Protecting human rights ▪ Ensuring workplace health and safety ▪ Ensuring equal opportunity All the people related issues in Prime Bank are governed by the well-defined policies and procedures which are duly reviewed by the Management time to time. **Compensation & Benefits** To maintain the market competitiveness, the compensation and benefits of Prime Bank are regularly reviewed through market and peer group study. The well-crafted total rewards help the Bank to attract, motivate and retain talent. In PBL, the Board of Directors is not eligible for any compensation. They are paid honorarium for attending meetings only. On the other hand, all employees are paid competitive remuneration package. The remuneration policy of the Bank does not allow any discrimination between male and female employees. In addition, employees are paid bonus based on yearly business performance.

			In addition to monthly competitive base pay and a good number of allowances (e.g., House Rent allowance, Medical allowance, Conveyance allowance etc.), Prime Bank has variety of market-competitive Benefits schemes designed to motivate the employees. The various cash and non-cash benefits include: ▪ Company provided car for top level Executive employees ▪ Car allowance for all Executive level employees ▪ Leave fair assistance allowance ▪ Medical treatment allowance ▪ Maternity benefits ▪ Car loan facility ▪ House loan facility ▪ Staff loan at reduced interest rate ▪ House furnishing allowance ▪ Mobile phone allowance ▪ Travel allowance ▪ Technical allowance ▪ Festival bonus ▪ Allowance for employees' meritorious students ▪ Annual leave ▪ Maternity leave ▪ Study leave etc. The Bank also provides long-term as well as retirement benefits to employees: ▪ Leave encashment ▪ Provident fund ▪ Gratuity benefit ▪ Retirement benefit ▪ Partial and full disability benefit ▪ Death benefit to family members etc. **Broadbanding Pay Structure:** The Management introduced Broadbanding Pay Structure which aims to ensure a performance driven work culture through a strategic compensation plan synced with the performance of individual employee. Since inception, Prime Bank has practiced a scale based pay structure for each grade, so to reward individual performance the new policy offers a flexible pay plan that will compensate the person, not the grade. It places an increased emphasis on encouraging employees to develop new skills and paying for the skills according to their contribution and equity. In a nutshell, broadbanding is a more flexible pay system for both the employees and for the employers where career progression takes a different route. Given that, the specific reasons behind introduction of this new pay structure is: 1. It facilitates/encourages internal/ lateral movement (Through Job Rotation) 2. It rewards performers than the non-performers (Through Pay for Performance) 3. It puts added trust & greater autonomy in line management (Through Teamwork/ Relationship) Moreover, the policy states that when one employee reaches the highest grade within a Band, the employee will grow further when he/she is ready to take or has taken higher responsibilities and match the criteria of the next Band. The total compensation and benefits system of Prime Bank tracks costs and is linked with performance, while maintaining a balance with the business affordability. **Performance Management Program** Prime Bank has a comprehensive performance management program that evaluates employees' yearly performance against business targets at the year-end. In addition, their functional and leadership competencies are also rated by the line management. This appraisal process also identifies the competency gap and training needs of employees. All employees (except employees under probation or training) of the Bank undergo

annual performance appraisal process. The process ensures that clear feedback on improvement points (performance and professional capabilities) is provided to employees by their Managers to promote employees' long-term career development and improved contribution to organizational performance. All regular employees undergo the annual performance and career development review.

Work-life Balance

Prime Bank wants its' employees to balance the work and personal life and has organization-wide practices and policies that actively support employees to achieve success at both work and home. Management is also open and shows flexibility in regard to a balanced work-life.

In Prime Bank, employees are entitled to sufficient annual leave and sick leave with pay. To enjoy vacation with family, Bank provides Leave Fare Assistance Allowance to employees. All female employees are eligible for Maternity Leave (Parental Leave) with pay for a period of six months. In 2025, a total of 35 female employees availed Maternity leave. After completion of the leave, they returned to work and are still continuing with the organization.

Culture

Culture plays a vital role to create a high performance environment that supports sustainability strategy implementation. Prime Bank carefully develop, shape and impact organizational culture by: practicing values appropriate for the bank; defining working relationship and communication pattern between superior and subordinates; governing rules and regulations which control employees' behaviour; promoting a strong employer brand through which employees identify with the organization; maintaining effective reward system that affects employees loyalty and empowering employees to demonstrate their innovativeness not only to be competitive in the market but also to achieve a sustainable growth.

Healthy and Safe Work Environment

In Prime Bank, the physical, mental and social well-being of the employees always gets priority. Healthy, productive and motivated employees are the foundation of a successful organization. Prime Bank helps employees to assume responsibility for their own personal behaviour in health-related matters, and support health-promoting general conditions within the Company. We continuously focus on improving health and safety of employees that includes proper work place design and decoration of head office and branches, maintaining the cleanliness at work space, holding awareness session related to physical and psychosocial well-being, email communication on various health and safety related topics, sending alerts to employees on emergency situations, arranging fire drill sessions, financial support for medical care etc. Because of the nature of operations, Bank employees are not usually exposed to work-related injury, occupational diseases or fatality. Yet, the Bank remains cautious so as not to create any hazardous work condition.

Decent Workplace

Prime Bank has a decent work environment where employees can work with dignity, have the freedom to express opinions, can participate in the decision making process that affect their lives, and receive equal treatment and opportunity. The Bank is committed to ensure the best practices in compliance with the labour code of the country. Bank Management believes that the business can grow favourably if the organization enables employees through creating and maintaining a decent workplace.

In Prime Bank, employees have the right to exercise freedom of association or collective bargaining following the legal procedure of country laws. However, employees have never formed or wanted to form any collective bargaining agency. The Bank follows non-discriminatory approach in all HR policies and practices. The salary of an employee is determined based on his/her competency, experience and performance. The Bank neither employs child labour nor has any provision for forced labour. Employees have the right to resign from their employment serving proper notice period and following the internal procedures.

Ensuring a decent workplace also encompass Bank's investment decisions as well as agreements with the suppliers and contractors. For instance, human right, as appropriate, is covered as an integral part of decision making for major financial investments. Among all the significant investments, garments and manufacturing industry contain major stakes where issues related to human rights are more relevant and critical. Hence, any such investment agreement is subject to screening of human right issues along with other criteria.

On the other hand, all the agreements of Prime Bank with suppliers or contractors undergo due assessment process which requires complying with Labour Code and other applicable laws of the country. Moreover, the procurement decisions are also subject to conformity with International Labour Conventions. The team involved in procurement visits suppliers and contractors' premises on need basis to monitor working conditions and other relevant issues like labour practices, human right etc.

The security personnel employed by the Bank are formally trained and aware of policies and procedures regarding human right issues. The training requirement also applies to third party organizations that provide security personnel to the Bank.

A Day Care Center is established jointly with other 22 Private Commercial Banks to encourage female employees at the workplace. Now they are able to avail child day-care facility in Motijheel area. Female employees having offices in Motijheel and peripheral area now can avail child day-care facility where they can keep their children in a safe and secured environment. This will not only help to retain female employees but will relieve them of the dilemma of leaving their child/children at home.

Diversity in Workplace

Prime Bank believes that diverse, heterogeneous teams generate greater creativity, innovation and business development. An inclusive culture maintains and drives workforce diversity by fostering the exchange of ideas and collaboration among individuals and across groups. To speak simply, our constant success depends in part on maintaining a plurality of perspectives.

Employees by age group and gender:

Age group	No. of Emp.	Percentage
Less than 30 years	119	03.85%
30 to 50 years	2,624	84.83%
Over 50 years	350	11.32%
Grand Total	**3,093**	**100%**

We practice equal employment opportunity for competent candidates regardless of their gender, age, locality or ethnicity. While recruiting fresh graduates, the Bank sources the pool from different recognized public and private universities; with a view to create a diverse work force.

Employees by religion:

Religion	No. of Emp.	Percentage
Islam	2,799	90.49%
Hindu	275	8.89%
Buddhist	15	0.48%
Christian	04	0.13%
Total	**3,093**	**100%**

Besides, total number of female employees has been increasing over the period. Currently, approximately 23.70% of total employees are female. On the other hand, 21.05% of the Board of Directors represents females.

Gender diversity among employees:

Gender	No. of Employees	Percentage
Male	2,360	76.30%
Female	733	23.70%
Total	**3,093**	**100%**

Percentage of female employee over the years:

Year	% of Female Employees
2021	22.39%
2022	23.31%
2023	23.73%
2024	23.95%
2025	23.70%

Gender diversity among Board members:

Gender	No. of Members	Percentage (%)
Male	12	80.00%
Female	03	20.00%
Total	**15**	**100%**

New recruitment by gender and age:

By Gender:

Gender	No. of Emp.	%
Male	206	80.78%
Female	49	19.22%
Total	**255**	**100%**

By Age:

Age group	No. of Emp.	%
Below 30 years	37	14.50%
30 to 50 years	211	82.75%
Over 50 years	07	2.75%
Grand Total	**255**	**100%**

Employee turnover by gender and age:
By Gender:

Gender	No. of Emp.	%
Male	115	74.42%
Female	29	25.58%
Total	**144**	**100%**

By Age:

Age group	No. of Emp.	%
Below 30 years	06	4.67%
30 to 50 years	115	79.86%
Over 50 years	23	15.97%
Grand Total	**144**	**100%**

For the year 2025, the turnover rate is 4.74%.

Learning & Development

In Prime Bank, Human Resources (HR) Division regularly undertakes effectively designed training programs targeting the right group of employees through proper training need assessment. Prime Bank believes that continuous efforts should be given so that employees acquire and develop the right set of skills required to face the challenge of ever changing market.

In Prime Bank, the employee development plan is based on proper training need assessment. In 2025, Bank's internal HR Training and Development Center arranged training on different topics for 13308 enthusiastic participants.

The banking sector is complex and diverse with evolving nature of threats and the risks. So, the training module is updated time to time for employees of the Bank in the changing context of financial market.

Openness in communication for a better employee-management relation

Employee communications and consultation are the lifeblood of any business. Proper exchange of information and instructions help the Bank to function more efficiently and provides the opportunity to build greater trust among employees and management in discussing issues of mutual interest. To ensure effective employee communications, management takes a positive lead.

The Management has introduced a Whistleblower Protection Policy which intendeds to encourage and enable employees and others to raise serious concerns internally so that the Management can address and correct inappropriate conduct and actions. Employees have an avenue to report concerns about violations of code of ethics or suspected violations of law or regulations. The policy covers the protection of a whistleblower in two important areas – confidentiality and against retaliation. An employee who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination of employment.

Additionally, now there is an avenue to report sexual harassment in the workplace. The policy aims to ensure a working environment in line with our values, where all individuals are treated equally, fairly and with dignity and also foster compliance with governing laws pertaining to sexual harassment. Such policy creates awareness about the nature of offences and the consequences of an offender. This not only fosters a neutral environment but gives a feeling of assurance that any wrong doing will be strictly addressed by the Management.

Any operational changes are properly planned and managed. Management follows a participative approach during any major transformation followed by prior communication to the employees. Since there is no trade union or employee association, no notice period regarding operational change is stipulated by any collective agreement.

Ethical and Lawful Behavior in Prime Bank

Prime Bank is always committed to establish the highest level of ethical standard. Employees are properly oriented to comply with Code of Ethics & Business Conduct. All employees duly signed the 'Code of Ethics & Business Conduct' and the copy is preserved in respective Employee Records. During joining, HR Division makes sure that all the new employees read and accept this policy by signing.

Bank also has 'Service Excellence Handbook' & 'General Code & Discipline', which are read by each employee including new employees while joining in the Bank and record of these are preserved in personal file after signing by employees.

"The Prime Bank Employee Code of Ethics and Business Conduct" – is a framework of ethical behavior for all the employees of the organization that embodies all the factors mentioned above. It is a reflection of Prime Bank's role as a socially responsible corporate citizen which believes in providing the most courteous and efficient service through innovative banking services and products. However, Prime Bank's most farsighted objective is to uphold and build upon the honour of Bangladesh as a nation, through exhibiting its own competence as a local organization that can perform at least on par with a multinational one, if not better than one.

The employees of Prime Bank are trained to put their own duties and ethics before everything else. They treat their colleagues with reverence and honour, and their customers as esteemed guests. They also learn to abide by the laws that govern our business, and contribute to the strength and wellbeing of our community and shareholders. In addition to their regular responsibilities employees are also expected to demonstrate the below ethical behavior:

- Protect Privacy of Customers' and Confidential Company Information;
- Prevent Money Laundering and/or Fraud;
- Demonstrate Workplace Respect;
- Avoid Offensive Behavior and Sexual Harassment;
- Avoid Drug/Substance/Alcohol Abuse in the Workplace;
- Protect the Bank's Assets;

It is mandatory for every employee of Prime Bank PLC. to abide by the 'Employee Code of Ethics and Business Conduct' and also comply with any other orders or directions provided by the Management or Board of Directors from time to time.

Human Resources Accounting in Prime Bank

To understand and draw an inference on how well the Human Resources are yielding on the investment made, Prime Bank tracks the profit and related HR costs. In this process, the costs of recruitment, training, compensation, other direct cost related to employees are measured to estimate the overall investment. The costs are then compared with several parameters. This analysis helps the Bank to have an outlook and make prudent decisions on future HR investment. Valuing the human resources and measuring the direct impact of the cost spent for employees is difficult as there is no specific or widely adopted method. Human Resources accounting is the process of valuing human resources as assets. Presently, this is not accounted in the conventional accounting practices. The period of existence of a set of human resources in an organization cannot be predicted; hence treating and valuing them as assets in strict sense is not plausible. However, followings are some of the parameters which are tracked year on year:

Particulars	Amount in BDT Million	
	2025	2024
Salary cost per employee	2.02	1.88
Operating cost per employee	3.65	3.21
Operating income per employee	8.26	7.99
Profit before provision per employee	4.60	4.78
Profit before tax per employee	4.10	4.05
Salary cost as percentage of operating cost	55.40%	58.59%
Salary cost as percentage of operating income	24.50%	23.52%

iii) Potential external events

Risk factors/Potential external events:

There are certain risk factors which are external in nature but can affect the business of the Bank. The factors discussed below can significantly affect the banking business:

▪ General business and political condition

At the time of formation of interim government following the July 2024 uprising, macroeconomic stability was weak, with several major economic indicators performing poorly. The accumulated costs of governance failures, corruption, and prolonged financial mismanagement had undermined the economy's potential. Since then, the free fall of the economy has been halted, and some negative trends have been reversed. However, the economy now experiences slower growth, elevated inflation, weakened investment sentiment, and rising vulnerabilities in the financial sector. The macroeconomic environment in Bangladesh in the fiscal year (FY) 2025 (July 2024 – June 2025) and early FY2026 reflects a fragile and uneven recovery. Real growth of Gross Domestic Product (GDP) moderated sharply, registering only 3.97 percent in FY2025. While this represents a partial rebound from the disruptions caused by political unrest, it remains significantly below the country's historical average and far from the levels required to generate adequate employment for a rapidly growing

			labour force. Industrial production trends suggest that the recovery is underway. However, the pace is slow and insufficient to compensate for earlier losses or to drive a broad-based industrial resurgence. Inflation remains one of the most persistent macroeconomic challenges. However, headline inflation eased to 8.29 percent in November 2025, largely driven by a deceleration in food prices rather than a comprehensive easing of price pressures across the economy. Although food inflation fell to 7.36 percent during this period offering some relief to households, it is still not at comfort levels as wage growth has failed to keep pace with rising living costs. Weak private investment is another defining feature of the current macroeconomic landscape. Private sector credit growth fell to 6.23 percent in October 2025, reflecting subdued credit demand and tighter lending conditions in the banking system. This contraction signals investor uncertainty, driven by political instability, policy unpredictability, and longstanding governance failures in the financial sector. By contrast, public sector credit growth surged to 24.11 percent over the same period, indicating a growing reliance by the government on domestic borrowing to finance its operations. While such borrowing may be necessary in the short term to maintain fiscal stability, it risks crowding out private investment and exacerbating pressures on the banking system if not carefully managed. In the banking sector, several banks have struggled to mobilise deposits amid declining public confidence, while non-performing loans (NPLs) have continued to rise. The NPL was 35.73 percent of total disbursed loans as of September 2025, mostly due to the recent scrutiny of several banks' health by the Bangladesh Bank. Earlier, several non-compliant commercial banks would hide the actual amount of NPLs. This alarming figure is not merely a cyclical phenomenon but the result of years of weak regulation, political interference, and repeated loan rescheduling that masked underlying insolvency. Fiscal performance has also weakened. With a tax-to-GDP ratio of only 6.8 percent in FY2025, Bangladesh continues to lag behind its regional peers, limiting the government's capacity to finance development spending without resorting to borrowing. At the same time, growth in public expenditure, particularly development expenditure, declined sharply throughout FY2025, raising concerns about the sustainability of infrastructure investment, human capital formation, and long-term growth potential. Other structural challenges compound economic pressure. Private investment fell to 22.48 per cent of GDP in FY2025, its lowest level in five years, raising concerns about future growth and job creation. The energy sector continues to impose heavy fiscal burdens due to high generation costs, unplanned capacity expansion, and excessive capacity payments. Looking ahead, the outlook for FY2026 indicates a modest recovery, although some risks remain. The Medium Term Macroeconomic Policy Statement of June 2025 by the Ministry of Finance projectd GDP growth to be 5.5 percent and inflation 6.5 percent in FY2026. On the other hand, the Bangladesh Bank forecasts real GDP growth to be 5.38 percent and average inflation to come down to 7.26 percent in FY2026. In the short term, stabilising the macroeconomic environment must be the top priority. Inflation control will require a careful balance between monetary tightening and supportive fiscal measures to protect vulnerable groups. Addressing NPLs and strengthening bank governance are critical to restoring confidence in the financial system and reviving private investment. Policy consistency, regulatory transparency, and political stability will be essential to improve the investment climate. Over the medium to long term, deeper structural reforms are unavoidable. Strengthening the institutional independence and capacity of the central bank is crucial for effective monetary management. Industrial policy must focus on productivity, skills development, and technological upgrading to diversify exports beyond garments.

Social safety nets need to be expanded and better targeted to protect those left behind by structural change. Skills development programmes must be aligned with market needs, particularly for youth and women. Broadening the tax base and reducing reliance on indirect taxation are essential for fiscal sustainability. Investment in climate resilience and disaster preparedness is increasingly urgent in a climate-vulnerable economy. Above all, transparent and accountable governance must be restored to rebuild trust and unlock long-term growth potential.

▪ Good Governance

Institutional strengthening and reform will lead to good governance. For rebuilding the economy from the fallout of the pandemic, public expenditure is the key. Therefore, more fiscal room is to be created through domestic resource mobilization and its efficient utilization. Fiscal discipline through prudent fiscal management will be critical for economic recovery. In this regard, governance of the financial sector will also have to be ensured.

The embedded weakness of the sector emphasizes the need for reforming the sector and establishing better governance in the system. The lack of good governance is another reason for the deterioration of the banking sector's health. There was a saying that the existing 61 banks cannot cover all the people across the country; the new banks will bring all people under the banking umbrella. Economic experts opined that this is totally wrong because the new banks can never give service in the villages due to high costs, rather the existing banks could have extended their branch network to achieve the same goal.

▪ Foreign remittance

Bangladeshis abroad sent home a record $32.8 billion in 2025 as more expatriates are now using formal banking channels, with informal routes siphoning off less since the August political changeover. The amount is 22 percent higher than the $26.88 billion recorded in the previous year. Foreign currency streaming in helped lift gross reserves to $33.18 billion on December 30, up from $25 billion a year earlier. Government incentives, banks' efforts to attract foreign funds, and the decline of the hundi system an illegal yet popular cross-border transfer mechanism helped push inflows higher after the political changeover in August 2024. Incentives have played a major role in boosting the inflow and people are sending more money through formal channels. Remittance senders currently get a 2.5 percent government incentive. Higher reserves boost confidence in the exchange rate, thereby limiting depreciation. Although investment may rise after the election, the strong reserve position should prevent pressure on the exchange rate.

With rising remittances easing demand for US dollars, the central bank purchased over $3 billion in the current fiscal year, a reflection of ongoing efforts to shore up foreign exchange reserves.

Inflation

Inflation decreased to 8.77 percent in December 2025, from 10.34 percent a year ago and decreased from 8.96 percent a month ago, riding on an decrease in food as well as non-food prices, according to Bangladesh Bureau of Statistics. Inflation is likely to remain high and reach 8.6 percent in the fiscal year 2026-27 (FY27) due to higher energy prices driven by the war in the Middle East. The ADB projects inflation at 8.5 percent in FY27 as external shocks ease and domestic supply conditions improve. Surging inflation in recent years has eroded real wages in Bangladesh, particularly for industry workers, who make up 21 percent of the economy's labour force. An uncontrolled supply-side shock to inflation will worsen this problem. Falling long-term borrowing costs are another reason to keep the policy rate high.

▪ Changes in credit quality of borrowers

Over the past one and a half decades, most of the loans siphoned off from banks through irregularities and corruption have now turned into non-performing loans. A significant portion of these defaulted funds is alleged to have been laundered abroad. Many large defaulters have established permanent residences in Europe, the United States, Malaysia, Dubai, Canada, and Australia using funds allegedly siphoned abroad. According to data from Bangladesh Bank, a total of around BDT 3.04 trillion in default loans is concentrated among just 5,775 borrowers. Among these major defaulters, production-oriented sectors such as readymade garments, textiles, leather, shipbuilding, and shipbreaking are prominent. The volume of defaulted loans in the country's banking sector crossed BDT 6 trillion for the first time in June last year. In the following three months, an additional BDT 320 billion was added. Borrowers with loans between BDT 10 million and BDT 100 million numbered 30,104, with total defaults of around BDT 1.03 trillion. Meanwhile, 6,596 borrowers in the BDT 100–200 million category had defaulted loans amounting to BDT 850.40 billion. Although the average NPL ratio in the banking sector currently stands at 36 percent, there are still banks in the country where the default rate is only 2–3 percent. The distressed banks didn't conduct real banking operations in recent years; rather, they were used as conduits for looters. In this situation, along with comprehensive reform of the banking sector, those responsible must be brought to justice. If defaulters continue to enjoy state patronage as in the past, recovery of defaulted loans won't be possible. Noting that political will is essential to recover the defaulted loans. Because the wealthy are powerful, they also have political connections. Those who have created a culture of default through abuse of power must face strict action. To restore the economy, the current government must take such steps.

Mounting non-performing loans (NPLs) are further straining the sector. By the end of 2025, the NPL ratio climbed to 31.2 percent. Among large loans exceeding BDT 50 crore,

the rate of willful default rose to 41.3 percent, underscoring deep-rooted weaknesses in credit discipline. From December 2025, the banking sector's NPL ratio hit approximately 30.6 percent, among the highest globally. To overcome these deep structural vulnerabilities and supply private sector capital, reforming the underdeveloped corporate bond market is the only viable alternative. The overwhelming majority of this asset class consists of subordinated debt issued by commercial banks strictly to meet regulatory capital requirements.

The defaulted loan volume will increase further with the existing regulatory approach and the tendency of borrowers to avoid repayments. A large amount of defaulted loans has put pressure on banks' liquidity and profitability as most of their income comes from interest on performing loans. Some willful defaulters continue to file writ petitions with the High Court to show their loans as unclassified. The habitual defaulters take fresh loans from banks soon after filing the writs as these give them a clean slate. The Credit Information Bureau reports they present then are flawless. "But they do not pay back the loans". Banks are yet to take the requisite tough administrative and legal actions against those habitual defaulters. Credit flow to the private sector needs to be monitored properly to ensure that disbursed loans are being used properly and there is no fund diversion at the borrowers' end.

In response, Bangladesh Bank introduced a new provisioning system aligned with International Financial Reporting Standard (IFRS) 9, mandating banks to form IFRS 9 Implementation Teams and adopt Expected Credit Loss (ECL)-based loan classification and provisioning. Full implementation of this system, covering 75% of loan portfolios, is expected by June 2027, with complete sector-wide compliance by December 2027.

These economic headwinds, coupled with political and social instability, are expected to further deteriorate asset quality, particularly affecting state-owned banks with already low capital buffers. In response, Bangladesh Bank has introduced stricter loan classification and provisioning guidelines aligned with international standards to mitigate systemic risks. However, their effectiveness will depend on robust implementation and governance reforms to restore confidence in the banking sector.

- **Implementation of Basel-III in Bangladesh**

In 2025, the banking sector exposed further weaknesses through major indicators such as lower capital adequacy and the overall lack of governance in the sector. Though 2019 was the final phase of BASEL III implementation year and full implementation executed from January 2020, most of the Govt. banks are not prepared and complied with the requirement. On the other hand, most of the private commercial banks have their preparation to achieve required CRAR 12.50%. The capital position of banks is also under pressure. A total of 23 banks are facing a combined capital shortfall of nearly BDT 282,000 crore. The sector's overall capital adequacy ratio stands at just 4.47 percent well below the required minimum of 12.5 percent. The government has been recapitalizing the state-owned banks for their loss every year without any fruition. This has been an unfortunate example of using public money towards compensating for the greed of bank defaulters. As per the dividend policy circulated by Bangladesh Bank for the publicly listed bank companies, the capacity of dividend declaration is very much correlated with the maintenance of good CRAR.

- **Volatility in equity market**

The year 2025 is set to be remembered as one of the most difficult periods for Bangladesh's capital market, marked by persistent volatility, weak investor participation and steady erosion of confidence. Despite a series of regulatory initiatives and reform-oriented moves, the market remained under pressure throughout the year, weighed down by political uncertainty, economic challenges and a prolonged absence of fresh listings. The benchmark DSEX index ended the year at 4,865 points, shedding 351 points or 6.73% compared to the previous year. The blue-chip DS30 index also declined sharply, losing 86 points or 4.44% to settle at 1,853. Market activity remained subdued, with average daily turnover falling 18% year-on-year to Tk521 crore, reflecting investors' reluctance to deploy fresh funds in an uncertain environment. Most market intermediaries also became largely inactive due to the absence of initial public offerings, uncertainty surrounding the national election and a challenging economic backdrop. The year was largely dominated by the formation of task forces and focus groups, as well as punitive actions taken by the reconstituted Bangladesh Securities and Exchange Commission (BSEC) under the interim government. While these measures were intended to clean up the market and restore discipline, they failed to generate any immediate positive reflection in prices or trading activity. Uncertainty over the upcoming national election weighed heavily, discouraging both local and foreign investors from taking long-term positions. Broader economic uncertainty, a deterioration in law and order and weak private investment further eroded sentiment. Tighter margin loan rules and bank mergers also made traders more cautious. The absence of any new IPOs throughout the year further narrowed investment options, leaving the market reliant on secondary trading of existing stocks. At the same time, 2025 laid the groundwork for reform. The regulator introduced new margin loan and mutual fund rules, drafted updated IPO regulations and cut the annual BO account maintenance fee to Tk150, a reduction of Tk300. To attract entrepreneurs, the government has to set an example by offloading shares of state-owned companies [to the stock market]. Provided that interest rates remain under control and liquidity conditions improve, the market

is expected to perform better. Stable political environment will attract foreign investment and improvement of exports and remittance can help ease pressure on currency. The regulator is continuing its effort to build a stable and vibrant capital market through listing of large-cap companies having good fundamentals which also tempted the investors to stay afloat. Investors and market observers will need to closely monitor these developments to gauge the potential for recovery or further volatility.

▪ **Liquidity Crisis:**

A paradox has emerged in Bangladesh's banking sector: record-high liquidity is sitting idle in banks, even as private sector credit growth continues to slow, intensifying a financing squeeze for industries and small and medium enterprises. At the end of December 2025, total liquidity in the sector exceeded BDT 626,000 crore, marking a 6.8 percent year-on-year increase. Excess liquidity alone crossed BDT 321,000 crore. Despite this, private sector credit growth fell to 6.03 percent from 7.15 percent earlier, while deposit growth rose to 10.44 percent. Banks are increasingly holding onto funds instead of lending, as they seek to limit exposure to risk. At the same time, government borrowing from banks has surged. Between July and January of the current fiscal year, government borrowing reached BDT 73,035 crore—up sharply from BDT 9,442 crore during the same period a year earlier, an increase of about 673 percent. Banks have tightened lending standards, slowing the pace of loan disbursement. The contraction in credit has hit the industrial and CMSME sectors hardest. Recovery of term loans in the industrial sector has dropped by nearly 50 percent, with outstanding industrial loans exceeding BDT 71,000 crore. High borrowing costs have added to the strain. Although the policy rate stands at 10 percent, effective lending rates have climbed to 14–15 percent. Entrepreneurs say elevated interest rates, strict lending conditions, and collateral requirements are discouraging new investment and limiting access to finance.

To stabilize the system, firm steps need to be taken for reducing NPLs in state-owned banks to below 10 percent and in private banks to below 5 percent, taking firm action against willful defaulters, addressing capital shortfalls, curbing excessive lending, easing borrowing costs for small businesses, expanding digital financial inclusion, and strengthening risk-based supervision.

▪ **Digital security**

Cyber heist in baking sector in different countries in recent time has jolted the board and bank management out of the stupor. SWIFT, the global messaging system used to move trillions of dollars each day, warned banks that the threat of digital heists is on the rise as hackers use increasingly sophisticated tools and techniques to launch new attacks. To prevent cyber heist Banks need to become very much alert and to make investments in strengthening their own IT infrastructure along with security measures.

▪ **The risk of litigation**

In the ordinary course of business, legal actions, claims by and against the bank may arise. The outcome of such litigation may affect the financial performance of the Bank.

▪ **Success of strategies**

PBL is proceeding with its strategic plan and its successful implementation is very important for its financial performance. Major deviation due to external and internal factors will affect the performance of the Bank.

The rapid development of information and communication technologies (ICTs) has effectively facilitated in reorganizing business processes and streamlining the provision of its products and services in today's dynamic business environment. Such adoption helps the Bank to develop and maintain competitive advantage for ensuring Bank's profitability and survivability in the market place. The competitive advantage often brings to the Bank numerous benefits including fast business transactions, increasing automation of business processes, improved customer service, and provision of effective decision support in a timely manner. However, the adoption of ICT applications has also brought organizational risks related to ICT such as strategic risk, financial risk, operational risk and technological risk. Risk management plays a critical role in protecting the Bank's information assets. An effective risk management process is an important component of a successful IT security program. ICT risk management is referred to as the essential process to aid enterprise achieving "the new business changes, future investment in information technology system, an increasing ICT threats and an increasing dependence on delivering information in system".

In order to minimize and control these risks successfully, the Bank has developed and implemented ICT risk management policies and strategies, strengthened ICT security infrastructure, acquired centralized real time security monitoring system, implemented centralized hardware system with high availability facility and implemented Disaster Recover Site (DRS), developed Business Continuity Plan (BCP) and human resource backup plan with segregation of duties for different ICT tasks.

		iv) Policies and processes for mitigating operational risk.	Prime Bank PLC. promotes proactive Operational Risk Management (ORM) culture that starts with identification and escalation of risk from operational level to management and strategic level in applicable case. Operational risk management policy is embedded in the bank's Risk management policy. Major focus of operational risk management in Prime Bank PLC. revolves around identifying and mitigating risks escalated through risk platform (an online inhouse module to escalate risk), Risk Management Forum (RMF), Executive Risk Management Committee (ERMC), Business as Usual (BAU) operations and Audit & Inspection findings. ORM also reviews policies, PPGs, SOP etc. from time to time as and when required. Prime Bank PLC. has implemented an enterprise-wide AML (Anti-Money Laundering) and CFT (Combating the Financing of Terrorism) compliance program, which covers all the activities of the Bank and is reasonably designed to comply with applicable laws and regulations. As a part of managing core risk, Prime Bank PLC. has own "Money Laundering & Terrorist Financing Risk Management Guidelines" approved by the Board of Directors. In addition, Prime Bank PLC. also have a board approved Trade Based Money Laundering (TBML) Guideline. For strengthening the AML/CFT Compliance Program of the Bank, Prime Bank PLC. introduced a SAR/STR reporting system: PrimeDefence; "Fair Price Analysis Tools", E-learning program on AML/CFT, 'AML & CFT Portal', 'Automated Sanction Screening System' etc. Internal Control & Compliance Division (ICCD) of Prime Bank PLC. look after ICC risk of the Bank. Internal Audit, on the other hand, is a part of Internal Control system independent from the management, reinforces the control system through regular review. In 2025, a total of 6,927 non-compliant audit issues were resolved out of 8,761. Prime Bank PLC. always initiates rigorous drives to regularize non- compliance issues with success. Prime Bank PLC. established a separate Service Quality and Complaint Management Cell within Consumer Protection & Service Quality unit and a well-established process for settlement of complaints raised by customers and through Bangladesh Bank. During January to December 2025, 1,983 nos. of customer complaints were settled out of 1,983 cases. It reflects proactive impression of management toward complaint management and customer satisfaction. Prime Bank PLC. introduced the central Business Continuity Plan (BCP) that covers the entire business continuity plan of the bank. A comprehensive DR Drill has been on the fixture annually and was last tested in September 2025 in compliance with the revised DR Document. The bank is continuously trying to improve the Disaster Recovery management and preparedness & compatibility of its Disaster Recovery Site (DRS). Prime Bank PLC. has comprehensive documented policy developed by Information Security Division (ISD) in compliance with the existing regulatory and Bangladesh Bank regulations & guidelines. Prime Bank PLC. obtained ISO 27001:2013 Certificate related to Information Security Management System in and ISO 9001:2015 Certificate related to Quality Management System (QMS) in 2022. In addition, the Bank has completed ISO 27001 recertification Audit successfully with the updated version (ISO 27001:2022) in December 2024 & subsequently successfully completed the 1st Surveillance Audit in December 2025. Prime Bank PLC. has a robust network infrastructure with scalable, secure, redundant and load balanced architecture to support its customers regarding the on-line transactions with highest level of security. Prime Bank PLC. has adopted world class Core Banking Software "TEMENOS T24. Bank maintains a Tier-3 standard Data Center (DC) located at Dhaka and also has Disaster Recovery Site (DRS) located at Jashore. The Bank has been upgrading the DR site resources to be truly compatible with the DC to ensure seamless operation from DR site in case of disaster and this recent shifting to a location at a different Seismic Zone from DC have escalated the redundancy capability & risk mitigation of the Bank by many folds. So far, bank has not incurred any Financial or Reputational losses from Information Technology (IT) or Information Security (IS) lapses due to ensuring efficient management Information, Technology and System risk.

			To monitor operational risks; function specific Key Risk Indicators (KRIs) for Branches, Alternative Delivery Channel, Liability Operations, Trade Services, Credit Administration, Cash Management, Asset Liability Management, Money Laundering, IT, Treasury, Centralized Clearing Cell, Financial Administration, Legal, Sustainable Finance, Financial Institutions etc. have been developed. Risk treatment techniques for Red KRIs are implemented so that their levels can be kept at an acceptable level. Risk Management Division (RMD) is regularly sharing risk report in periodic meeting of Risk Management Forum (RMF), Executive Risk Management Committee (ERMC) and Board Risk Management Committee (BRMC).
		v) Approach for calculating capital charge for operational risk.	The Basel framework provides three approaches for the measurement of the capital charge for operational risk: Basic Indicator Approach, Standardized Approach and Advanced Measurement Approach. Out of three approaches, Bangladesh Bank adopted basic indicator approach for calculating capital charge against Operational Risk. Under that approach, Prime Bank PLC. calculated capital charge based on a fixed percentage (15%) of average positive annual gross income of the bank of last three years.

Qualitative disclosure		**Particulars**	**Solo Basis**	**Consolidated**
			Taka in Crore	
	b)	The capital requirement for operational risk	337.22	346.67

9. Liquidity Ratio:

Qualitative disclosure	**a)**	- Views of BOD on system to reduce Liquidity Risk - Methods used to measure Liquidity Risk - Liquidity risk management system - Policies and processes for mitigating Liquidity Risk. Bank is maintaining the ratios mentioned in the Bangladesh Bank guideline considering all the relevant factors, policies and procedures to mitigate Liquidity Risk. A brief discussion on the emergence of those ratios and their interpretation is stated in the following part: In the aftermath of the financial crisis of 2008-09, the Basel Committee of Banking Supervision (BCBS) emphasized on a program of sustainability revising its existing guidelines with a goal to promote a more resilient banking sector through further restructuring of the existing approach by strengthening global capital and liquidity rules within the global regulatory framework. BCBS proposed two liquidity ratios in December 2009 i.e. 1. Liquidity Coverage Ratio (LCR) and 2. Net Stable Funding Ratio (NSFR). Following that Bangladesh Bank vide its BRPD Circular No-07 dated March 31, 2014, declared the road map for implementing the Revised Regulatory Capital Framework for banks in line with Basel III in Bangladesh starting from the year 2015. According to the revised road map issued vide BRPD Circular No. 18/2014, from January 2015 and onwards Banks have to maintain a standard LCR and NSFR, the minimum standard of which is defined by Bangladesh Bank. =Prior to LCR and NSFR, Cash Reserve Ratio (CRR), Statutory Liquidity Reserve (SLR), and Advance Deposit Ratio (ADR) were grossly used as benchmark parameter of measuring a bank's liquidity in most of the countries. But in the wake of financial crisis due to the limitations, as well as ineffectiveness of those ratios, the BCBS suggested more reforms in the liquidity measures like LCR and NSFR which are more relevant with the structure and mix of Bank's balance sheet as well as funding. For the LCR, the stock of high quality liquid assets is compared with expected cash flows over a 30 day stress scenario. The expected cash outflows are to be covered by sufficient liquid, high quality assets. It aims to ensure that a bank maintains an adequate level of unencumbered, high-quality liquid assets that can be converted into cash to meet its liquidity needs for 30 calendar days. The minimum standard set by BB is that LCR shall be greater than or equal to 100. On the other hand, the NSFR compares available funding sources with funding needs resulting from the assets on the Balance Sheet. Like the LCR, the NSFR calculations assume a stressed environment. It aims to limit over-reliance on short-term wholesale funding (mostly interbank) during times of abundant market liquidity, increase stability of the funding mix, encourage better assessment of liquidity risk across all on- and off-balance sheet items, and promotes funding stability. The minimum standard set by BB is that NSFR shall be greater than 100.

Qualitative disclosure	**b)**	- Liquidity Coverage Ratio : 329.48% - Net Stable Funding Ratio (NSFR): 124.72% - Stock of High quality liquid assets: BDT 22,002.31 Crore - Total net cash outflows over the next 30 calendar days: BDT 6,677.80 Crore - Available amount of stable funding: BDT 47,498.12 Crore - Required amount of stable funding: BDT 38,082.99 Crore (The above ratios and balance are stated as per position of December 31, 2025)

10. Leverage Ratio

Qualitative disclosure

a)

Views of BOD on system to reduce excessive leverage policies and processes for managing excessive on and off-balance sheet leverage:

In order to avoid building-up excessive on- and off-balance sheet leverage in the banking system, a simple, transparent, non-risk based leverage ratio has been introduced. The leverage ratio is calibrated to act as a credible supplementary measure to the risk based capital requirements. The leverage ratio is intended to achieve the following objectives:

a. constrain the build-up of leverage in the banking sector which can damage the broader financial system and the economy

b. reinforce the risk based requirements with an easy to understand and a non-risk based measure

Prime Bank calculates leverage ratio on quarterly basis and submits it to the Supervisory Data Management and Analytics Department (SDMA), Bangladesh Bank along with CRAR report.

Approach for calculating exposure:

A minimum Tier-1 leverage ratio of 3% has been prescribed by Bangladesh Bank to maintain by the Banks both at solo and consolidated level. As per BRPD Circular No-18 dated 18 August 2021, banks need to gradually increase the ratio @ 0.25% per year from 2023 to 2026. Accordingly, Prime Bank maintains leverage ratio on quarterly basis. The formula for calculating leverage ratio is as under:

Leverage Ratio = Tier-1 Capital (after related deductions)/ Total Exposure (after related deductions)

b)

		Solo	Consolidated
Sl.	**Particulars**	**In crore Taka**	
A.	Tier-1 Capital	4,102.36	4,055.62
B.	On balance sheet exposure	63,944.49	64,144.54
C.	Off-balance sheet exposure	6,701.02	6,701.02
D.	Total deduction from on and off-balance sheet exposure	432.05	472.40
E.	Total exposure (B+C-D)	70,213.46	70,373.16
F.	Leverage Ratio (A/E)*100	5.84%	5.76%

11. REMUNERATION:

11.1 Qualitative Disclosure:

Qualitative disclosure	**a)**	Information relating to the bodies that oversee remuneration. Disclosures should include: Name, composition and mandate of the main body overseeing remuneration. External consultants whose advice has been sought, the body by which they were commissioned, and in what areas of the remuneration process. A description of the scope of the bank's remuneration policy (e.g. by regions, business lines), including the extent to which it is applicable to foreign subsidiaries and branches. A description of the types of employees considered as material risk takers and as senior managers, including the number of employees in each group.	Prime Bank has a flexible compensation and benefits system that helps to ensure pay equity, is linked with performance that is understood by employees, and keeps in touch with employee desires and what's coveted in the market, while maintaining a balance with the business affordability. The compensation and benefits are reviewed through market and peer group comparison. The balanced total rewards help the Bank to attract, motivate and retain talent that produces desired business results. Remuneration Committee is generally understood to be derived from among the Board. The Board of Directors of the Bank approves the remuneration policy in accordance with the Remuneration and Increment & Promotion Policy recommended by the Senior Management. The policy approved by the Board of Directors is implemented by the Management with the support and/or under the supervision of Human Resources Division. The officials are evaluated by a Committee which is formed comprising of AMD, all DMDs and Head of HR. The Committee is responsible for Performance Appraisal Rating, Promotion and implementation of the Pay Progression Strategy of the Bank. Though the Bank has no permanent external consultant for managing remuneration, but expert opinion may have been sought by the Management, in case to case basis, regarding taxation issues and settlement of end service benefits of the separated employees.
	b)	Information relating to the design and structure of remuneration processes. Disclosures should include: An overview of the key features and objectives of remuneration policy. Whether the remuneration committee reviewed the firm's remuneration policy during the past year, and if so, an overview of any changes that was made. A discussion of how the bank ensures that risk and compliance employees are remunerated independently of the businesses they oversee.	**Policy Objective:** Prime Bank PLC. aims to create a future-oriented, strategic compensation plan in order to attract and retain its talent through using a modern compensation strategy called "Broadbanding Pay Structure". This policy applies to all the Full Time and Permanent Employees of Prime Bank PLC. The Remuneration Policy is designed to establish broad pay-ranges based on performance, skills or competencies and avoid multiple pay structures. The policy is also empowering managers & encourage the professionals for career development. **Broadbanding Pay Structure:** The Management introduced Broadbanding Pay Structure which aims to ensure a performance driven work culture through a strategic compensation plan synced with the performance of individual employee. It places an increased emphasis on encouraging employees to develop new skills and paying for the skills according to their contribution and equity. In a nutshell, broadbanding is a more flexible pay system for both the employees and for the employers where career progression takes a different route. **Salary Structure:** Salary component is as under: **Part-I:** (i) Basic; (ii) House Rent; (iii) Medical Allowance;

			Part–II: (i) Conveyance; (ii) Leave Fare Assistance **Annual Performance Bonus:** As a part of employee motivation through monetary incentive, a bonus policy formulated. The Bank has been paying the bonus to the employees every year on the basis of their performance. The objective of bonus policy is to promote the performance of individual employee as well as team.
	C)	Description of the ways in which current and future risks are taken into account in the remuneration processes. Disclosures should include: An overview of the key risks that the bank takes into account when implementing remuneration measures. An overview of the nature and type of the key measures used to take account of these risks, including risks difficult to measure (values need not be disclosed). A discussion of the ways in which these measures affect remuneration. A discussion of how the nature and type of these measures has changed over the past year and reasons for the change, as well as the impact of changes on remuneration.	Bank takes into account the following key risks when managing and determining remuneration arrangements: (a) Financial Risks; (b) Operational Risks; and (c) Compliance Risks. While evaluating the performance of each employee annually, all the financial and non-financial indicators as per pre-determined set criteria are considered and accordingly the result of the performance varies from one to another and thus affects the remuneration as well.
	d)	Description of the ways in which the bank seeks to link performance during a performance measurement period with levels of remuneration. Disclosures should include: An overview of main performance metrics for bank, top-level business lines and individuals. A discussion of how amounts of individual remuneration are linked to bank-wide and individual performance. A discussion of the measures the bank will in general implement to adjust remuneration in the event that performance metrics are weak.	Prime Bank PLC. uses modern standardized strategies for determining pay progression within the newly proposed Bands to adjust pay rates of individual employees over time. It will be as followed: **Inflation Support Based:** It includes process for adjusting basic pay increase across the Organization & all employees receive the same amount of percentage increase to maintain & balance lifestyle expenditures; what is commonly referred to as inflation support. **Performance Based:** It includes process for Performance Planning & Management, Performance Assessment, Incentives and Recognition to determine the amount of pay increases. It differentiates performers from non-performers and also creates positive effects on employee motivation.

	e)	Description of the ways in which the bank seek to adjust remuneration to take account of longer-term performance. Disclosures should include: A discussion of the bank's policy on deferral and vesting of variable remuneration and, if the fraction of variable remuneration that is deferred differs across employees or groups of employees, a description of the factors that determine the fraction and their relative importance. A discussion of the bank's policy and criteria for adjusting deferred remuneration before vesting and (if permitted by national law) after vesting through clawback arrangements.	To maintain the market competitiveness, the compensation and benefits of Prime Bank are regularly reviewed through market and peer group study. The well-crafted total rewards help the Bank to attract, motivate and retain talent. All employees are paid competitive remuneration package. The remuneration policy of the Bank does not allow any discrimination between male and female employees. Prime Bank has variety of market-competitive Benefits schemes designed to motivate the employees. The various cash and non-cash benefits include: ▪ Company provided car for top level Executive employees ▪ Car allowance for all Executive level employees ▪ Leave fair assistance allowance ▪ Medical treatment allowance ▪ Maternity benefits ▪ Car loan facility ▪ House loan facility ▪ Staff loan at reduced interest rate ▪ House furnishing allowance ▪ Mobile phone allowance ▪ Travel allowance ▪ Technical allowance ▪ Festival bonus ▪ Allowance for employees' meritorious students ▪ Annual leave ▪ Maternity leave ▪ Study leave etc. The Bank also provides long-term as well as retirement benefits to employees: ▪ Leave encashment ▪ Provident fund ▪ Gratuity benefit ▪ Retirement benefit ▪ Partial and full disability benefit ▪ Death benefit to family members etc.
	f)	Description of the different forms of variable remuneration that the bank utilizes and the rationale for using these different forms. Disclosures should include: An overview of the forms of variable remuneration offered (i.e. cash, shares and share-linked instruments and other forms. A discussion of the use of the different forms of variable remuneration and, if the mix of different forms of variable remuneration differs across employees or groups of employees), a description of the factors that determine the mix and their relative importance.	The Bank pays variable remuneration on cash basis (i.e. direct credit to the employee Bank account and/or through Card), as the case may be, as per Employees' Service Rule/ practice. Bank provides annual increments based on performance to the employees with the view of medium to long term strategy and adherence to Prime Bank's values.

11.2 Quantitative Disclosure:

Quantitative Disclosure	**g)**	Number of meetings held by the main body overseeing remuneration during the financial year and remuneration paid to its member.	There were 04 (four) meetings of the Committee, which is responsible for Performance Appraisal Rating, Promotion and implementation of the Pay Progression Strategy of the Bank, held during the year 2025. All the members of the Committee are from the core banking area/operation of the Bank. No additional remuneration was paid to the members of the Committee for attending the meeting except their regular remuneration.

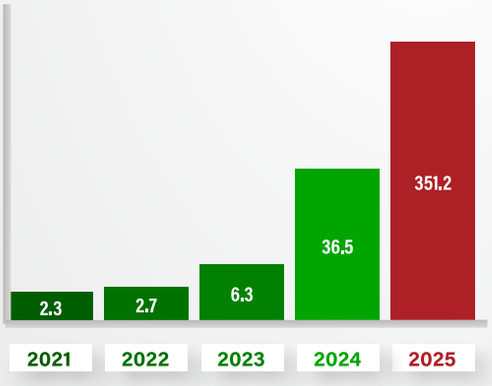
	h)	Number of employees having received a variable remuneration award during the financial year. Number and total amount of guaranteed bonuses awarded during the financial year. Number and total amount of sign-on awards made during the financial year. Number and total amount of severance payments made during the financial year.	▪ Performance Bonus/incentives: BDT 750.00 Million ▪ Number of total festival bonus: 03 ▪ Total amount of festival bonus: BDT 420.87 Million ▪ Number of severance payments: 135 ▪ Total amount of severance payments: BDT 553.05 Million ▪ (including provident fund, gratuity fund, retirement benefit and leave encashment)
	i)	Total amount of outstanding deferred remuneration, split into cash, shares and share-linked instruments and other forms. Total amount of deferred remuneration paid out in the financial year.	No deferred remuneration was paid out in the financial year 2025.
	j)	Breakdown of amount of remuneration awards for the financial year to show: - fixed and variable. - deferred and non-deferred. - different forms used (cash, shares and share linked instruments, other forms).	Part–I: BDT 3,552.13 Million & Part–II: BDT 647.31 Million
	K)	Quantitative information about employees' exposure to implicit (e.g. fluctuations in the value of shares or performance units) and explicit adjustments (e.g. claw backs or similar reversals or downward revaluations of awards) of deferred remuneration and retained remuneration: Total amount of outstanding deferred remuneration and retained remuneration exposed to ex post explicit and/or implicit adjustments. Total amount of reductions during the financial year due to ex post explicit adjustments. Total amount of reductions during the financial year due to ex post implicit adjustments.	No amount is outstanding of deferred remuneration and retained remuneration exposed to ex post explicit and/or implicit adjustments. There were no reductions during the financial year 2025 due to ex post explicit adjustments. There were no reductions during the financial year 2025 due to ex post implicit adjustments.

PRIMEAGRIM 2025 HIGHLIGHTS

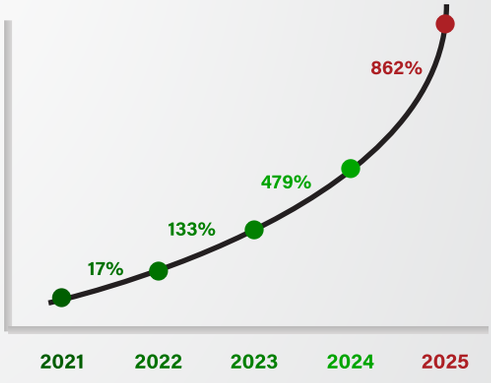


14 New Partners Onboarded

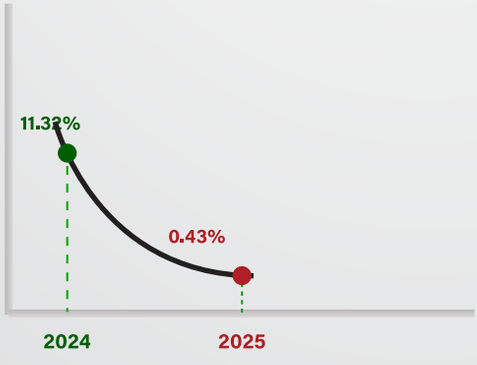
BDT **351.2** million Business Volume



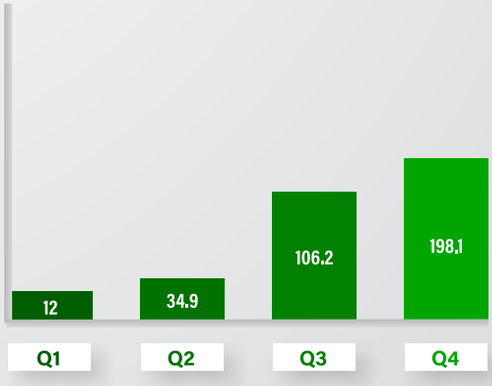
YEAR ON YEAR
Business Volume (BDT million)



YEAR ON YEAR
Business Volume Growth (%)



YEAR ON YEAR
NPL (%)



QUARTER WISE
Disbursement (BDT million)

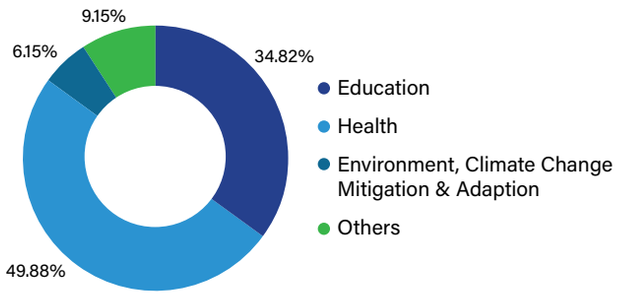
Environmental & Social Initiatives



CORPORATE SOCIAL RESPONSIBILITY

At Prime Bank PLC., Corporate Social Responsibility is viewed as a core commitment rather than a mere financial contribution. It reflects our dedication to standing beside communities where support is most needed. In 2025, the Bank continued to advance its CSR agenda, focusing on initiatives that deliver sustainable and meaningful impact. Key areas of engagement included education, healthcare, environmental stewardship, climate change mitigation and adaptation, along with other critical social sectors. Through these efforts, Prime Bank PLC. reaffirmed its role as a responsible corporate citizen, striving to foster long-term value for society and the nation.

CSR CONTRIBUTION 2025



BDT in Crore

CSR Expense	2025	2024
Education	4.53	6.28
Health	6.49	4.69
Environment, Climate Change Mitigation & Adaption	0.80	0.52
Others	1.19	2.17
Total	13.01	13.66

CSR By Prime Bank PLC.
BDT 130.10
million

CSR By Prime Bank Foundation
BDT 87.10
million

In compliance with Bangladesh Bank guidelines and the Bank's internal policies, Prime Bank PLC. disbursed a total of BDT 13.01 crore under CSR initiatives during 2025. Of this amount, BDT 8.71 crore was allocated through Prime Bank Foundation, while the remaining portion was disbursed directly through the Bank's own network or in collaboration with NGOs and government agencies. Of this amount, BDT 4.53 crore was allocated to education, BDT 6.49 crore to the health sector, BDT 0.80 crore to environment and climate change mitigation and adaptation, and BDT 1.19 crore to other social initiatives, including disaster management.

Healthcare received increased attention during the year, with disbursements rising to BDT 6.49 crore in 2025 compared to BDT 4.69 crore in 2024. Similarly, allocations for environment and climate change mitigation and adaptation increased to BDT 0.80 crore from BDT 0.52 crore in the previous year, reflecting the Bank's growing emphasis on sustainability and climate resilience.

As part of its commitment to responsible and sustainable banking, Prime Bank PLC. continued to implement initiatives designed to generate positive and measurable impact on both society and the environment. CSR interventions during the year focused on renewable energy access, public health support, education, and environmental sustainability, while also strengthening long-term community resilience.

Under its climate and environmental initiatives, the Bank approved engagement with Footsteps Bangladesh to install solar systems in 211 underprivileged households in Sonadia Island, Cox's Bazar. The initiative is expected to provide clean and reliable electricity to approximately 1,078 individuals in a climate vulnerable coastal area. The project builds on a previously implemented solar intervention in the locality, which was independently evaluated and found to be highly effective and well received by beneficiaries.

In the healthcare sector, the Bank extended support to icddr,b to sustain operations at the Sylhet TB Screening and Testing Center. Since its establishment in 2018, the center has screened 53,296 TB presumptive cases and diagnosed more than 6,367 patients, playing a critical role in TB control in a high burden region.

In the education sector, Prime Bank approved the donation of 100 used desktop computers to the University of Chittagong (Faculty of Engineering) as well as to ensure functionality. This initiative supports technical education while promoting responsible reuse of electronic equipment and reduction of e- waste.

During 2025, Prime Bank PLC. extended CSR assistance to 31 individuals, providing financial support for medical treatment either for themselves or their dependent family members. This initiative reflects the Bank's commitment to safeguarding the health and well-being of individuals from underprivileged community, ensuring timely support during critical health situations.

In addition to community-focused initiatives, Prime Bank PLC. extended CSR support to its employees and their families during 2025. A total of 11 employees received financial assistance to address diverse medical needs, covering treatment for employees themselves as well as their parents, spouses, and children. This support ensured timely intervention during critical health situations and underscored the Bank's commitment to employee welfare as an integral part of its broader CSR agenda. In addition to broader CSR initiatives, Prime Bank PLC. provided financial assistance to three employees who were directly impacted by fire incidents in 2025. This support was extended to help them and their families recover from unforeseen hardships, reflecting the Bank's commitment to employee welfare and resilience.

Through these initiatives, Prime Bank PLC. continued to integrate environmental stewardship, social responsibility and sustainability into its CSR approach, reinforcing its commitment to inclusive and climate resilient development.

Statement of compliance with IFRS

Prime Bank PLC. remains committed to transparent and continuous improvement aligned with disclosure standards based on International Financial Reporting Standards (IFRS) S1 and S2, starting from 2024 and in compliance with all relevant regulatory requirements of Bangladesh Bank. The Bank published its Climate Action Report in November 2025, which outlines its' approach to manage physical and transition risks, financing the transition to a low carbon economy, and promoting green and sustainable finance.

In line with IFRS S1 and S2 on climate related financial disclosure, Prime Bank has embedded climate considerations into its operations. Key highlights include:

Governance: Climate oversight is embedded at all levels, from the Board of Directors to operational teams to monitor climate related risks and opportunities through a dedicated committee structure (Board Risk Management Committee/ Board of Directors/Executive Committee /Sustainable Finance Committee/Sustainable Finance Unit) linking performance metrics to accountability framework.

Strategy: The Bank aligns its financing with a low carbon, climate resilient economy, using scenario analysis to guide strategic and financial planning addressing climate-related risks and opportunities over the short, medium and long term.

Risk Management: Climate related risks are integrated into Enterprise risk management framework through the Guidelines on Environmental & Social Risk Management (ESRM), with high-risk exposures subject to corrective action plans and Board level review.

Metrics and Targets: The Bank monitors GHG emissions, financed emissions, green finance volumes and emissions intensity, with interim 2030 sector specific decarbonization targets and a net zero pathway for 2050, aligned with IEA NZE and SBTi standards.

Organization is rolling out initiatives for positive impact towards Environment and Society

Environment Related Initiatives

In 2025, Prime Bank PLC. advanced its commitment to renewable energy and climate resilience through a partnership with Footsteps Bangladesh. The Bank installed solar systems in 211 underprivileged households on Sonadia Island, Cox's Bazar, benefiting approximately 1,078 individuals in a climate-vulnerable coastal area. This initiative provided clean, reliable electricity, reduced dependence on non-renewable sources, and reinforced the Bank's dedication to environmental stewardship, sustainability, and climate change adaptation.

Social Initiatives

Prime Bank PLC.'s social initiatives in 2025 focused on supporting vulnerable communities and employees during critical times:

Medical Assistance to Individuals

- Financial support was provided to 31 underprivileged individuals (or their dependent family members) for medical treatment.
- This ensured timely intervention during serious health challenges, reflecting the Bank's commitment to community welfare.

Employee Welfare Programs

- 11 employees received financial assistance for diverse medical needs, covering treatment for themselves, parents, spouses, and children.
- Additional support was extended to 3 employees affected by fire incidents, helping them and their families recover from unforeseen hardships.

These initiatives highlight Prime Bank PLC.'s emphasis on community resilience, individual welfare, and employee support, reinforcing its role as a responsible corporate citizen.

Particulars of tree plantation and forestation

Prime Bank PLC. integrates tree plantation and afforestation into its broader Green Banking and Corporate Social Responsibility (CSR) frameworks, aiming to promote environmental awareness and mitigate climate change impacts. These initiatives are often tied to significant environmental observances, such as Earth Day, where the bank organizes tree plantation programs across various bank premises to encourage a "green world" concept. The bank promotes agro-forestry and conservation agriculture by providing specialized financing to the agricultural and horticulture sectors. This approach aligns with the bank's goal of fostering a "Greener" future by funding projects that contribute to a sustainable, low-carbon economy.

Consumption of materials, energy, water, emission and waste

Prime Bank PLC. discloses its environmental footprint through reports aligned with GRI standards and the TCFD framework, emphasizing a transition toward a low-carbon economy. The bank has committed to achieving net-zero emissions by 2050, using 2023 as a baseline year to track and disclose its Scope 1 and Scope 2 carbon inventory. Operational strategies focus on energy efficiency via a "Green Office Guide," which mandates the use of energy-saving lighting, maximized natural daylight, and the financing of renewable energy projects to reduce the bank's direct energy consumption.

To manage resources and waste, the bank adopts the 3R principle (Reduce, Reuse, Recycle) across its physical and digital infrastructure. Significant disclosures highlight the reduction of paper and material consumption through the expansion of digital banking platforms like "Prime Digi," which minimizes the need for physical documentation. Additionally, the bank monitors water usage as part of its cost-optimization and "Green Banking" policies, while encouraging the proper management of solid and liquid waste by financing external recycling and sustainable manufacturing projects.

Beyond internal operations, Prime Bank provides detailed disclosures on its financed emissions, assessing the environmental risks associated with its lending and investment portfolios. This transparency extends to its "Green Finance" initiatives, where the bank tracks its support for eco-friendly industries and climate-resilient projects. These comprehensive reporting practices have led to the bank being recognized in the Bangladesh Bank Sustainability Rating for several consecutive years, reflecting its commitment to transparently managing its ecological impact.





SUSTAINABILITY REPORT

Green and Sustainable Finance

BDT 23,405.59
MILLION (Total Green Portfolio)

7.08%
of Total Financing

GREEN FINANCE DISBURSEMENTS (2025)

74.60%
ENERGY-EFFICIENT MACHINERY
BDT 6,046.16 million (approx.)

19.31%
GREEN ESTABLISHMENTS
BDT 154.95 million (approx.)

6.09%
OTHER GREEN PROJECTS
BDT 493.51 million (approx.)

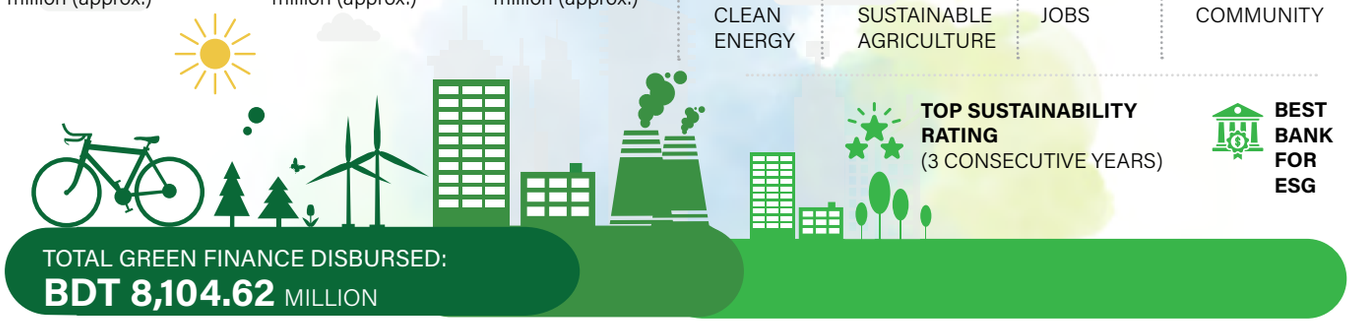
SUSTAINABLE FINANCE IMPACT (2025)

TOTAL SUSTAINABLE FINANCE DISBURSED:
BDT 311,319.17
MILLION

CLEAN ENERGY | SUSTAINABLE AGRICULTURE | JOBS | COMMUNITY

TOP SUSTAINABILITY RATING
(3 CONSECUTIVE YEARS)

BEST BANK FOR ESG



TOTAL GREEN FINANCE DISBURSED:
BDT 8,104.62 MILLION

As part of its commitment to environmental sustainability, Prime Bank PLC. maintained a green finance portfolio of BDT 23,405.59 million in 2025, representing 7.08 % of its total financing. During the year, the Bank disbursed BDT 8,104.62 million in green finance, with 74.60% allocated to energy-efficient machinery and 19.31% to green and environmentally friendly establishments.

In alignment with national and global sustainability goals, the Bank also disbursed BDT 311,319.17 million in sustainable finance, reinforcing its dedication to responsible banking practices and fostering a greener economy.

(in million BDT)

Particulars	2025	2024	2023
Sustainable Finance Disbursement	311,319.17	280,416.38	107,136.72
Sustainable Finance as % of Total Loan Disbursement	71.49%	80.48%	37.64%
Green Finance Disbursement	8,104.62	12,267.94	7,848.20
Green Finance as % of Total Term Loan Disbursement	27.00%	34.11%	19.95%

Training & Capacity Building

In 2025, Prime Bank conducted 5 (Five) training programs, equipping 889 (Eight Hundred Eighty-nine) employees, these training sessions were facilitated by the Bank's internal resources, and an external consulting firms, Deloitte & EQMS Consulting Limited.

Additionally, 3 (three) employees participated in two specialized workshops organized by the Economic Relation Division (ERD), International Finance Corporation (IFC) and Frankfruit Business School, further strengthening the Bank's commitment to continuous learning and capacity building.

Particulars		2025	2024	2023
Internal Training	No of Training	5	5	7
	No of Participants	889	401	344
External Training	No of Training	3	2	6
	No of Participants	3	12	15

Awards and Recognitions

Prime Bank's commitment to sustainability, environmental responsibility, and excellence in banking has been recognized through multiple prestigious accolades at both national and international levels. These awards reflect the Bank's unwavering dedication to sustainable finance, corporate social responsibility (CSR), and environmental, social, and governance (ESG) best practices.

- Global Business and Finance Magazine Awards 2025 – Best Bank For ESG Bangladesh 2025
- Brands Review Magazine Award 2025 - Most Sustainable Bank Bangladesh 2025
- Gazet International Awards - Best Bank for ESG Excellence – Bangladesh 2025
- World Economic Magazine's 7th Annual Awards 2025 - Best Bank for ESG Bangladesh 2025
- Euromoney Awards for Excellence 2025 - Bangladesh's Best Bank for ESG
- Bangladesh Brand Forum - SDG Brand Champions - Honorable Mention as The Most Sustainable Financial Institution

These accolades reinforce Prime Bank's position as a leader in sustainable and responsible banking, reflecting its ongoing commitment to driving positive environmental and social impact.

NET ZERO BANKING ALLIANCE

Prime Bank PLC. had joined Net-Zero Banking Alliance (NZBA), a UN-convened Bank-led initiatives in 2023 to undertake climate actions for net-zero greenhouse gas emissions by 2050. This reflects Bank's dedication to environmental stewardship and its commitment backed by concrete actions, measurable results, and a forward-looking vision for climate resilience.

The Bank has already published its net zero goal with a clear implementation timeline & milestones, which is delineated below:

SUSTAINABILITY COMMITMENT ROADMAP



2024-2026

Establish baselines for emissions; initiate pilot programs for sustainable financing; enhance data collection methods.

2027-2030

Roll out comprehensive sustainability initiatives; refine target setting based on learnings; increase stakeholder engagement.

2031-2040

1 Ramp up investments in green technologies; achieve significant reductions in emissions; regularly report progress.

2041-2050

1 Ramp up investments in green technologies; achieve significant reductions in emissions; regularly report progress.



The current progress to achieve the goal, the Bank has already initiated the following activities:

Measurement and Reporting

The Bank has initiated assessment of its baseline emissions and establishing robust processes to measure direct & indirect emissions across all operations, including financed emissions from lending & investment activities.

Target Setting

Based on scientific frameworks, such as the Science Based Targets initiative (SBTi), the Bank is setting near-term & long-term targets for emissions reductions across some portion of our portfolio, which will guide future actions and investments of the Bank.

Sustainable Financing

The Bank has increased its investments in renewable energy, energy efficiency, and other low carbon technologies while actively reducing exposure to high-emission sectors.

Engagement and Advocacy

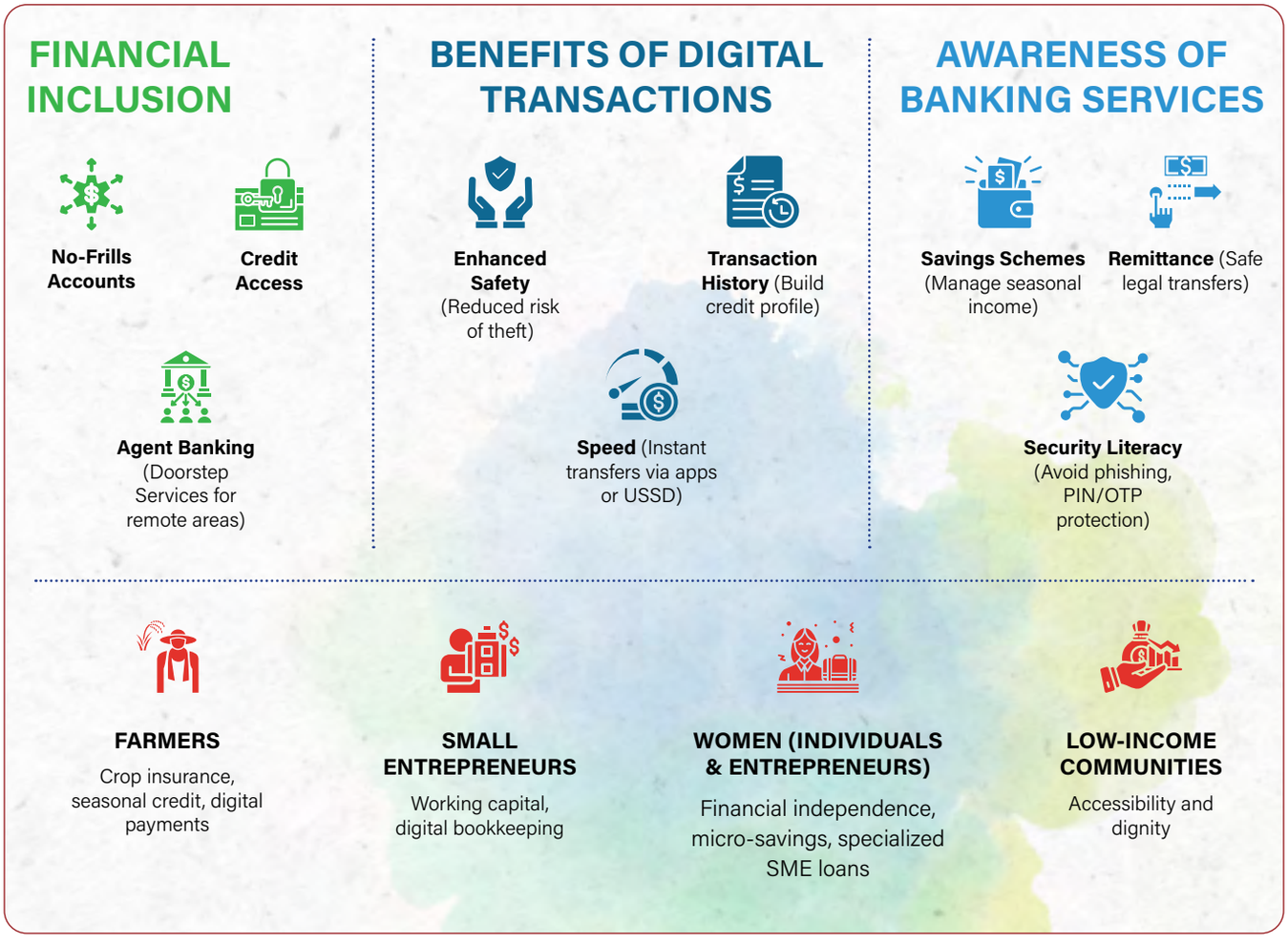
To amplify the impact, the Bank will engage with its clients & industry peers to promote sustainable practices and support their net-zero commitments. This involves offering advisory services, financial products, and educational resources that facilitate the transition to a sustainable economy.

Risk Management

The Bank will integrate climate risk assessments into our decision-making processes, ensuring identification & mitigations of potential impacts on its portfolio.

FINANCIAL LITERACY

FINANCIAL LITERACY PROGRAM



The 'Financial Inclusion & School Banking Department' of Prime Bank PLC. remains steadfast in its commitment to fostering inclusive and sustainable economic growth by integrating marginalized and underserved communities into the formal financial ecosystem. Anchored in the belief that equitable access to financial services, knowledge and opportunities is fundamental to national progress, the Bank continues to implement targeted initiatives that address systemic barriers and empower individuals across diverse segments of society.

Throughout 2025, Prime Bank undertook a series of impactful initiatives designed to enhance financial accessibility, promote financial literacy and strengthen economic progress. Demonstrating its commitment to financial inclusivity, Prime Bank PLC. introduced a pioneering initiative by publishing Braille Books based on Consumer and SME Banking fundamentals—marking the first initiative of its kind by any bank in Bangladesh. These specially designed books aimed to enhance financial awareness and accessibility for visually impaired individuals and were distributed free of cost across public libraries and specialized institutions nationwide in a phased manner. Complementing this effort, the Bank has also made the content available in audio format with sign language interpretation through its official digital platforms, ensuring a multi-channel approach to accessibility. Simultaneously, continued disbursement of refinance loans supported farmers with essential financing, reinforcing livelihood sustainability and strengthening grassroots economic resilience.

Youth empowerment and early financial education remained central to the Bank's strategic priorities. During the year, Prime Bank successfully organized 30 "Empowering Youth" engagements across leading universities, delivering financial literacy awareness programs, career guidance and awareness on responsible banking practices. These initiatives were designed to equip young individuals with the knowledge and confidence required for informed financial decision-making.

At the foundational level, the Bank conducted 229 school banking campaigns nationwide, instilling financial discipline and awareness among students from an early age. Additional initiatives such as Financial Literacy Day, Financial Literacy Week, International Youth Day and Tarunner Uthsob further amplified outreach and engagement. Additionally, the "Breaking Barriers" initiative focused on people with disabilities, promoting financial awareness, independence and inclusion within the banking framework.

Prime Bank's outreach during the year was extensive, spanning over 450 schools, 35 colleges and 60 universities, directly engaging more than 350,000 students and 10,000 teachers. These efforts translated into meaningful financial inclusion outcomes and further expanded the bank's footprint in the academia industry.

A notable milestone during the year was the successful organization of the School Banking Conference–2025 in Rajshahi, where Prime Bank served as the Lead Bank in collaboration with 46 other banks. This large-scale conference marked a significant achievement in advancing the school banking agenda nationwide bringing together key stakeholders to strengthen collaboration, share best financial literacy practices and reinforce the importance of early financial inclusion. The event stands as a remarkable testament to Prime Bank's leadership and commitment in driving sector-wide impact.

Beyond the education ecosystem, the Bank expanded its focus to unbanked and No-Frill occupational groups including farmers, cobblers, day-laborers, street vendors and small-scale service providers through targeted initiatives, facilitating access to basic banking services for these previously excluded populations.

Prime Bank continues to bridge financial gaps, empower underserved communities and contribute to building a more inclusive and equitable financial landscape through these comprehensive initiatives in Bangladesh. The Bank remains committed to embedding financial literacy and accessibility at every level of society, reinforcing its role as a catalyst for sustainable economic progress.



School Banking Conference



Braille Book Launch on Financial



School Banking Campaign



Empowering Youth at BUP

DIVERSITY & INCLUSION

The Diversity & Inclusion initiative of Prime Bank PLC. focuses on recognizing the value of diversity among its employees where they feel included and valued irrespective of their differences.

The following pillars acts as a guiding principle to instill a culture of belongingness and openness that will enhance behavioral competencies and promotes equality at all levels.



As part of its D&I initiative, Prime Bank is committed to ensure a fair & progressive workplace for all employees based on the following principles:

- Reject and discourage any form of discrimination and constantly strive to prevent any possible discriminatory behaviors, bullying, harassment, etc.
- Acknowledge and honor differences in gender, culture and religious beliefs, age, nationality, ethnicity, educational background, sexual orientation, physical and mental abilities, marital and parental status, or political affiliation and committed to create a work environment that respects these differences.
- Be a gateway of escalation for any grievance related complaints within organization.
- Promote and create equal opportunity.
- Promote a culture of sharing knowledge, ideas and career advice among fellow colleagues
- Promote a culture based on mutual respect and appreciation, where the value and contribution of each individual is welcomed and recognized.
- Create a safer workplace for employees of all gender and background where bias related conflicts are managed and resolved in a fair manner.
- 5 (five) member D&I Team supports the initiative and undertakes the following roles:
- Treat employees with dignity and respect in accordance with Prime Banks' Code of Conduct.
- Keep all stakeholders of the Bank, internal and external (if required), informed of the incidents, discuss efforts, progress and report resolution of grievances etc.
- Operate as the representative or voice of the Management in favor of employees regarding the bias issues / any harassment/misconduct discussed within the forum to reach favorable resolution.

Prime Bank PLC. takes allegations of discrimination, harassment and bullying etc. seriously and ensures reported incidents are appropriately investigated with confidentiality. The Bank encourages employees to report in good faith as Management will take necessary action as deemed fit within the policy.

PRIME BANK FOUNDATION

PRIME BANK FOUNDATION

Prime Bank Foundation, a dedicated CSR Wing of the Bank, started its journey in 2002, aims to offer support in the education & health sector of the society by investing in brighter future to ensure meaningful and lasting progress.

Type of Business

CSR Activities

Incorporation

12 March 2002

Type of Company

Company Limited by Guarantee

Contact Details

Prime Tower, Plot-8 & 35 (9th Floor)
Airport Road, Nikunja-2, Dhaka-1229

Telephone: +8809610932393

Email: info@primebankfoundation.org

Website: primebankfoundation.org

Employees

15

Chairman of the Foundation Management Committee

Azam J Chowdhury

Chief Executive Officer

Major General Md Nayeem Ashfaque Chowdhury (Retired) SBP, OSP, SUP, psc, PhD

Key Programs

- Education Support Programme (ESP) provides nationwide scholarship to the extremely poverty stricken but meritorious undergraduate students. Till date total 4476 students were awarded scholarship under this program. As per the decision of the competitive authority, the ESP will now focus on extending its scope to include postgraduate students engaged in research-based academic pursuits.
- Prime Bank Grammar School (PBGS) provides education facilities covering both Cambridge Curriculum and National Curriculum (English Version). Its aim is to deliver affordable quality education. Currently, a total of 225 students are enrolled in this school.
- Prime Bank Eye Hospital (PBEH) offers eye care support to eliminate reversible blindness. It also arranges free eye camps in rural areas of Bangladesh and conducted eye surgery later on identifying the cataracts patients amongst the patients received eye care services. In 2025, PBEH attended 33,259 patients, 92 camps, and 1464 surgeries.
- Prime College of Nursing, Dhaka (PCND) offers three outstanding nursing courses - B.Sc. in Nursing, Post Basic in Nursing, and Diploma in Nursing Science & Midwifery to produce skilled healthcare professionals. In 2025, 106 students graduated from this institution.

Prime Bank Foundation (PBF) was established in 2002 by Prime Bank PLC. as a testament to its enduring commitment to corporate social responsibility and sustainable community development. Its aim is to drive positive transformation in the lives of underserved and marginalized community in Bangladesh by uplifting the education and healthcare sector.

International School at Purbachal

On 10th May 2025, the Prime Bank Foundation entered a strategic collaboration with renowned architectural firm Volumezero Ltd to design an international school campus in Purbachal, Sector 2. The official event marking the partnership took place at the Marina Yasmin Chowdhury Hall, Level 2, Prime Tower, Nikunja 2, Dhaka.

Under this partnership, Volumezero Ltd. is responsible for providing architectural design and supervision services for the development of a state-of-the-art educational institution.

The school is envisioned to offer a balanced academic environment where excellence in education is enriched with moral development, religious guidance, and cultural values — all made accessible at an affordable cost.



Agreement Signing Ceremony for Design & Consulting Services of Prime Bank Foundation with VolumeZero Ltd. for International School at Purbachal

PRIME BANK GRAMMAR SCHOOL

Prime Bank Grammar School
(an initiative of Prime Bank Foundation)

The school started its journey in 2008 with the aim to make values-oriented education more accessible for all. It caters to both Cambridge Curriculum and National Curriculum (English Version).

Students Enrolled for the year 2025

Cambridge Curriculum	National Curriculum (English Version)
165	90

Total
225

O Level (Session 2024-2025)

Appeared	Passed
6	6

A Level (Session 2023- 2024)

Appeared	Passed
0	0

Statistics of O Level & A Level Students who appeared and passed from 2020 to 2025

Year	O Level	A Level
2020-2021	19	0
2021-2022	12	0
2022-2023	07	3
2023-2024	08	3
2024-2025	06	0

Case Study

Qnita Rahman Rida, a student of Class Six at Prime Bank Grammar School, has proven herself to be an outstanding learner through her remarkable academic achievements. She has been promoted from Class Five to Six, securing the First Position, which clearly reflects her dedication, perseverance, and excellence in studies. Her consistent hard work and strong sense of responsibility towards her education set her apart as a role model for her peers.

Rida is a physically challenged student; however, her determination and resilience are truly inspiring. She never allows challenges to limit her aspirations. Instead, she approaches every task with sincerity, focus, and confidence. Her impressive academic performance across all subjects demonstrates her commitment to continuous improvement and success.

Beyond her academic accomplishments, Rida is actively involved in various cultural programs at school. She is particularly talented in poetry recitation, where her expressive delivery and confidence captivate the audience. Additionally, she has displayed notable creativity and skill in art and craft activities, showcasing her imaginative mind and artistic ability.

Rida is dearly loved by her teachers and classmates for her positive attitude, gentle nature, and cooperative spirit. The school authority and teachers remain committed to supporting her holistic development, ensuring she continues to flourish academically, socially, and creatively.

Through her achievements and inspiring determination, Qnita Rahman Rida continues to make Prime Bank Grammar School proud.







Some of the Highlights of Prime Bank Grammar School

The KPR Art Competition and Exhibition is a privately organized art event that involves the participation of various schools. Prime Bank Grammar School proudly takes part in this prestigious event every year, with enthusiastic participation from students of both the BC and NC sections.

The organizers provide the necessary art materials to participating students, ensuring an equal opportunity and encouragement for all. In the recent competition, a total of 265 students from our school participated with great creativity and dedication. Among them, 35 students were selected and awarded Achievement Crests in recognition of their outstanding artistic performances.

The prize-giving ceremony was held at the Bangladesh National Museum, where our students were honored for their achievements. On this occasion, Prime Bank Grammar School also received a Recognition Award for its active participation and continued commitment to nurturing young talents.

The event was a proud and memorable achievement for the school community.



Banglar Math Excellency Championship 2025

Md. Zayan Zabir, a proud student of Prime Bank Grammar School, participated in the Banglar Math Excellency Championship 2025, a prestigious competition that celebrates mathematical talent and analytical excellence among young learners across the country. The championship provided a challenging platform where students demonstrated their problem-solving skills, logical reasoning, and numerical aptitude.

Through dedication, practice, and a strong passion for mathematics, Zayan showcased commendable performance in this highly competitive event. His participation reflects not only his personal commitment to academic excellence but also the quality of guidance and encouragement provided by Prime Bank Grammar School. The achievement stands as a source of pride for the school and an inspiration for fellow students to pursue excellence in mathematics.





Md Zayan Zabir receiving gift and certificate from the teachers of PBGS

Student Counselling for Mental Well-being

In 2025, student counselling for the emotional and mental well-being of the students were introduced in Prime Bank Grammar School. The core objective of this move was to address students' emotional, behavioural, and psychosocial needs, aiming to promote a supportive and inclusive learning environment.

Objectives	Key Services Provided	Observed Outcomes	Institutional Impact
Support emotional and behavioural challenges	Individual and follow-up counselling sessions	Improved emotional control and reduced impulsivity	Strengthened preventive behaviour management system
Reduce classroom disruptions	Behavior intervention planning and monitoring	Decrease in disruptive behaviours	Improved classroom climate
Enhance coping skills and emotional regulation	Parent counselling and guidance	Improved student participation and focus	Counselling established as a core student support service
Assist teachers with behaviour strategies	Teacher training on anger, stress, and time management	Better teacher confidence in classroom management	
Strengthen parent–school collaboration		Improved parent cooperation	





Counselling Session

CODE CLUB BANGLADESH

Prime Bank Grammar School had the opportunity to join hands with CODE Club Bangladesh – a Uk-based coding club that is affiliated with Raspberry-Pi Foundation and teaches coding to students and people in the community free of cost. The club is active in over 160 countries in the world, and has had a great start with Prime Bank Grammar School.

The coding lessons are modules based and the first in the list is the Scratch Module.

Code Club PBGS has successfully completed the first half of its academic cycle with a strong focus on the Scratch programming module. This foundational module is designed to introduce students to the world of coding through hands-on learning, creative game design, and interactive storytelling. The students demonstrated enthusiasm, creativity, and steady progress in developing their computational thinking skills.

Throughout the module, students completed several structured projects that strengthened their understanding of key programming concepts:

1. **Rock Band** – Students were introduced to event-driven programming, learning how actions can be triggered by specific inputs such as key presses and clicks.
2. **Lost in Space** – This project enabled students to master loops and coordinate-based movement, helping them understand repetition and motion logic in programming.
3. **Ghostbusters** – Students explored the use of variables and scorekeeping systems, gaining insight into data storage and real-time updates within games.
4. **Chatbot** - An introduction to artificial intelligence, logic and basic string manipulation, where students designed interactive dialogue systems.
5. **Paint Box** – Students experimented with advanced pen tools and simple user interface design, enhancing their creativity and technical precision.

The Scratch module has significantly improved students' logical reasoning, problem-solving abilities, and digital literacy skills. Their completed projects reflect both technical competence and creative expression.



Various events at PBGS

PRIME COLLEGE OF NURSING, DHAKA

Prime College of Nursing, Dhaka
(an initiative of Prime Bank Foundation)

Prime College of Nursing, Dhaka embarked on its noble journey to create skilled nurses for the world. The aim is to provide quality nursing education to students and make nurses that will contribute to the development of the nation and worldwide.

Total Number of Students:

Year	Diploma in Nursing Science & Midwifery		B.Sc in Nursing		B.Sc in Post Basic Nursing	
	Existing	Passed and RN Certified	Existing	Graduate	Existing	Graduate
2025	225	60	108	30	86	16

A proud moment for Prime College of Nursing Dhaka is that it has 100% pass rate.



B.Sc in Nursing 3rd Batch



B.Sc in Nursing 4th Batch



B.Sc in Nursing 5th Batch

Most of our graduates are securing top positions in national hospitals, clinics as well as abroad immediately upon certification. Among them some are as follows:



Oishe Banna Sarkar
United Hospital



Zakeya Sultana
OGSB Institute of Nursing Science



Mst Kulsuma Akter
Asgar Ali Hospital



Tahrim Ahmed Shanto
Z H Sikder medical College and Hospital



Piash Rahman
PCND student now studying with full scholarship in Russia















Class presentation by PCND Students
Freshers' Reception & Farewell Program

EDUCATION SUPPORT PROGRAMME

Education Support Programme
(an initiative of Prime Bank Foundation)

The Education Support Programme is a long-term renewable scholarship program dedicated to changing the lives of deserving and meritorious students with 170 awardees, the Education Support Program (ESP) began this journey in 2007, today it has extended its support to over 4000 awardees across 64 districts; thus, positively impacting their families and society.

Some highlights of 2025

Current Awardees (Jan – Dec 2025)	Total Awardees	Completed Graduation	Total Awardees in Job	Total amount of stipend given since 2007
655	**4476**	**3727**	**Over 1900**	**Over 44 Crore**

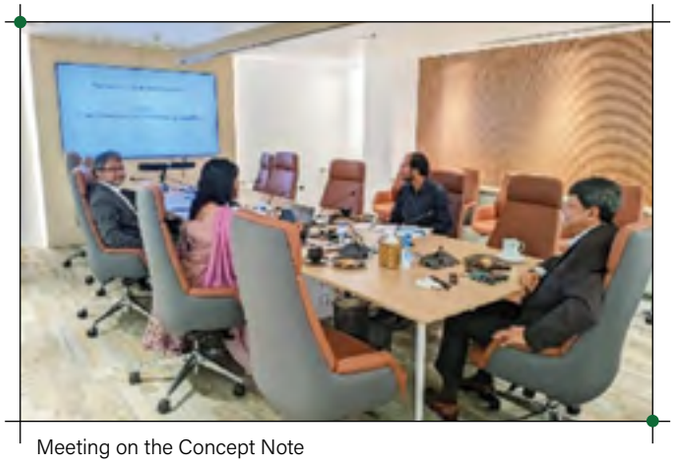
Research Grant Programme

As per the decision of the competitive authority, the ESP is undergoing a strategic reformation. The programme will now provide grants to students engaged in research-based pursuits. Following this decision, a good amount of ground-work for the programme has been completed, which are mentioned below:

- Collected various government policies on stipends to PhD students
- Discussed with various SMEs
- Worked on developing two concepts note on ESP for Research Programme, financial involvement, SOP, & policy formulation etc.
- The CEO, PBF visited ICDDR, B to identify the scope of stipend for clinical research
- Engaged agency for Concept Note
- Received proposal for making Concept Note
- The Concept Note is almost ready



Visit to ICDDR, B



Meeting on the Concept Note

PRIME BANK CRICKET CLUB

Prime Bank Cricket Club (PBCC) is one of the leading professional cricket clubs in Bangladesh started its journey in 2012. The club usually participate in the Dhaka Premier Division Cricket League with List "A" status.

Type of Business

Cricket Club

Incorporation

1 October 2012

Contact Details

Prime View, Plot- SE (F)7, Bir Uttam Mir Shawkat Sharak, Gulshan Avenue, Gulshan-1 Dhaka-1212

Telephone: +880 1788722337

Email: info@primebank.com.bd

Executive Committee

- Tanjil Chowdhury
- Tanveer A Chowdhury
- Nazma Haque
- Nafis Sikder
- Mohammad Mushtaque Ahmed Tanvir
- S.M Tamjid
- Chief Executive Officer, Prime Bank PLC.
- Chief Financial Officer, Prime Bank PLC.
- Company Secretary, Prime Bank PLC.
- Head of Islamic Banking
- Head of Brand & Communications
- Coach, PBCC
- Manager, PBCC

President	General Secretary	Team Captain	Team Coach	Team Manager
Tanjil Chowdhury	**Tanveer A. Chowdhury**	**Akbar Ali**	**Talha Jubaer**	**Debdulal Chowdhury**

Players for 2025-2026 Session

- Tanzid Hasan Tamim
- Azizul Hakim Tamim
- Shahadat Hossain
- Akbar Ali (Captain)
- Mahmudullah Riyad
- Shamim Patwary
- Abu Haider Rony
- Tanzim Hasan Sakib
- Ariful Islam
- Rayan Rafsan Rahman
- Khalid Hasan
- Shamim Miah
- Abu Hasim
- Anamul Haque
- Mehedi Hasan
- Aliss Al Islam
- Rizan Hossain
- Iqbal Hossain
- Tipu Sultan
- Md. Habibur sheikh munna

EVENT GALLERY



Redefining Trade Event (PBL Finance Hong Kong Ltd.)



4th Prime Bank New Year Golf Cup at Army Golf Club



Prime Banijjo Launching and Experience Session



Mezbaan with corporate customers



Iftar Mahfil



Agriculture Open Credit Program at Madhukhali

Auditors' Report & Audited Financial Statements



Hoda Vasi Chowdhury & Co
Chartered Accountants
National Office
BTMC Bhaban (6th & 7th Floor)
7-9 Kawran Bazar Commercial Area
Dhaka-1215, Bangladesh

MABS & J Partners
Chartered Accountants
Corporate Office
SMC Tower (Level 5 & 7)
33 Banani Commercial Area, Road 17
Dhaka-1213, Bangladesh

Independent Auditors' Report
TO THE SHAREHOLDERS OF PRIME BANK PLC.

Report on the Audit of the Consolidated and Separate Financial Statements

Opinion

We have audited the consolidated financial statements of Prime Bank PLC. and its subsidiaries (the "Group") as well as the separate financial statements of Prime Bank PLC. (the "Bank"), which comprise the consolidated and separate balance sheets as at 31 December 2025, and consolidated and separate profit and loss accounts, consolidated and separate statements of changes in equity and consolidated and separate cash flows for the year then ended, and notes to the consolidated and separate financial statements, including material accounting policy information.

In our opinion, the accompanying consolidated and separate financial statements give a true and fair view of the consolidated financial position of the Group and the separate financial position of the Bank as at 31 December 2025, and of its consolidated and separate financial performance and its consolidated and separate cash flows for the year then ended in accordance with Rules and Regulation issued by Bangladesh Bank and IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB) as explained in note 2.

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' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), as applicable to audits of the financial statements of public interest entities, together with the ethical requirements that are relevant to audits of the financial statements of public interested entities in Bangladesh. We have also fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to note 2.1 to the financial statements where management has explained the basis of preparation of financial statements including compliance with Rules and Regulations issued by Bangladesh Bank on classification of loans and advances/ investments, and required impairment provision. Our opinion is not modified in respect of this matter.

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. For each matter below our description of how our audit addressed the matter is provided in that context.

Description of key audit matters	Our response to key audit matters
Measurement of provision for loans and advances/investments	
All scheduled banks in Bangladesh shall follow Bangladesh bank regulation on loan approval and disbursement, loan classification and maintenance of required provision, interest waiver and transfer to interest in suspense. The Bank calculates provision for loans and advances/investments by considering various factors such as rate of provision, loan category, expiry date, outstanding balance, interest suspense amount, value of eligible collateral as per BRPD circular no. 15 dated 27 November 2024 and its subsequent amendments.	We evaluated the design and implementation of relevant controls, checked operating effectiveness of selected key controls, and on sample basis conducted substantive testing of the following: • Credit appraisal, loan sanction and disbursement procedures, monitoring and provisioning process; • Identification of loss events, including early warning and default warning indicators; • Reviewed the quarterly Classification of Loans(CL); • Processes for loan classification, determination of required provisions on loans, advances in accordance with applicable Bangladesh Bank regulations;

Description of key audit matters	Our response to key audit matters
Due to the current macro-economic situation of the Country and global geo-political events, non-performing loans across banking industry significantly increased during last couple of years. In order to support businesses in overcoming economic challenges and continue with operation, Bangladesh Bank provided policy support to borrowers who become classified/ non-performing through BRPD Circular No. 07 dated 16 September 2025, including additional relief measures approved by the relevant BRPD committee on a case-by-case basis. Significant proportion of the Bank's classified borrowers availed these special rescheduling and policy support facilities and were consequently reported as unclassified as at the reporting date. However, despite being unclassified these borrowers reflect high risk of default and hence may require additional provision. Loan write-off involves significant judgment in determining eligibility, adequacy of provisioning and compliance with regulatory requirements. The Bank executed write-offs in accordance with Bangladesh Bank BRPD Circular No. 04 dated 18 February 2024, as subsequently updated by BRPD Circular No. 08 dated 19 October 2025. To maintain provisions for non-performing loans in line with the central bank's guidelines, the Bank identifies impaired loan accounts and calculates required provisions manually. Furthermore, the process for calculating the provision for loans and advances/ investments portfolio associated with credit risk is significant and complex. Management has incentive to maintain lower provisions for loans and advances to overstate profit. At year end, the Group reported total gross loans and advances of BDT 353,849.92 million (2024: BDT 344,109.78 million) and provision for loans and advances of BDT 14,639.65 million (2024: BDT 17,354.78 million). On the other hand, the Bank reported loans and advances of BDT 353,255.42 million (2024: 343,457.58 million). Due to these factors, we have considered measurement of provision for loans, advances and leases as significant risk as well as a key audit matter.	• Compliance with applicable laws and regulations of Bangladesh Bank relating to loan sanctioning and disbursement during the year; • Adequacy of the general and specific provisions in line with related Bangladesh Bank guidelines; • Assessment of methodologies on which the provision amounts are based, recalculated the provisions and tested the completeness and accuracy of the underlying information; • Process of loans and advances/investments write off, recoveries from written off loans and advances/ investments, loans and advances/investments re-schedule and re-structure, calculation of interest /profit waiver and suspense as per directions provided by Bangladesh Bank; • Compliance with Bangladesh Bank BRPD Circular No. 04 dated 18 February 2024, as amended by BRPD Circular No. 08 dated 19 October 2025, with particular focus on eligibility criteria, approval hierarchy and procedural requirements for loan write-off; • Appropriateness and presentation of disclosures against relevant accounting standards and Bangladesh Bank guidelines; • Finally, compared the amount of loan classification and provision requirement as determined by the Bangladesh Bank inspection team via letter no BSD-7/52/2026-237 dated 02 April 2026 to the actual amount disclosed in the financial statements.
See notes no. 7, 8 and 14 to the financial statements	
Recognition of interest income on loans, advances and leases	
Recognition of interest income has significant impact on financial statements. Measurement of interest income involve complex IT environments and also require judgment in case of overdue and/ or distressed borrower. We identify recognition of interest income from loans, advances and leases as a key audit matter because this is one of the key performance indicators of the Bank and therefore there is an inherent risk of fraud and error in recognition of interest by management to inflate profit/ meet specific targets or expectations.	We tested the design and implementation of key controls over recognition and measurement of interest on loans, advances and leases. We performed test of operating effectiveness on automated control in place to measure and recognize interest income. We also performed substantive procedures on test basis to check whether interest from selected borrower accounts are properly measured and recognized in income. We also checked a sample of interest waiver given during the period to assess whether proper approval is obtained. We reviewed on test basis whether transfer to/from interest in suspense account are made in accordance with the Bangladesh Bank's guidelines. We assessed the appropriateness and presentation of disclosure against relevant accounting standards and Bangladesh Bank guidelines.
See note no. 23 to the financial statements	

Description of key audit matters	Our response to key audit matters
Valuation of investments in government and other securities	
Investments in government and other securities constitute significant portion of the Group and Bank's asset portfolio. The classification and measurement of government securities, especially T-Bill and T-Bond require judgment and complex estimates. Also based on classification of government securities into HTM and HFT category, different accounting should be followed. 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. Similarly, due to the absence of quoted price/ active market, valuation/ impairment assessment of investments in other unquoted securities also require significant judgment	We assessed the processes and controls put in place by the Bank to identify and confirm the existence of treasury bills and bonds. We obtained an understanding, evaluated the design and tested the operating effectiveness of the key controls over the valuation process of unquoted investments, including controls over market data inputs into valuation models, model governance and valuation adjustments. 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. In applicable cases, to determine fair value/ assess impairment of investments in unquoted securities, we considered latest audited financial statements, repayment history and information of the issuer available in public domain. Finally assessed the appropriateness and presentation of disclosures against relevant accounting standards and Bangladesh Bank guidelines.
See note no. 6 to the financial statements.	
IT systems and controls	
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. 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.	We conducted testing to assess the design and operating effectiveness of the Bank's IT access controls over critical financial reporting systems. Our audit procedures included evaluating IT general controls, particularly focusing on logical access, change management and IT operational controls. We tested whether requests for access to systems were appropriately reviewed and authorized, ensuring that only authorized personnel had access to sensitive financial data. Additionally, we examined the Bank's periodic review process for access rights, revocation and assessed whether changes to systems were properly approved and authorized to prevent unauthorized modifications. As part of our audit, we also evaluated the Bank's control environment concerning system interfaces, configurations, and application-layer controls that were identified as critical to financial reporting accuracy. Given the significance of IT application controls in ensuring the integrity of automated financial processes, we tested key application-based controls, including system-generated reports, automated journal entries, and validation mechanisms that support transaction processing. This involved assessing whether these automated controls were functioning as intended and whether their outputs were reliable for financial reporting purposes. Furthermore, we performed detailed tests on IT general controls to assess the effectiveness of application development processes, database security, and hosting platform management. We also evaluated the segregation of incompatible duties relevant to application and database change management to determine whether adequate controls were in place to prevent unauthorized access or modifications.

Other information

Management is responsible for the other information. The other information comprises all of the information in the Annual Report other than the consolidated and separate financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's 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 consolidated and separate 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. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

Management is responsible for the preparation of consolidated and separate financial statements that give a true and fair view in accordance with Rules and Regulation issued by Bangladesh Bank and IFRS Accounting Standards as issued by the IASB as explained in note 2 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 and the Bangladesh Bank Regulations require the Management to ensure effective internal audit, internal control and risk management functions of the Group and 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 auditor's 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 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 judgment 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, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- 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 conditions that may cast significant doubt on the Group's and 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 auditor's report to the related disclosures in the consolidated 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 auditor's 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.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes 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, actions taken to eliminate threats or safeguards applied.

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 auditor's 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.

Report on other Legal and Regulatory Requirements

In accordance with the Companies Act 1994, 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) in our opinion, proper books of account as required by law have been kept by the Group and the Bank so far as it appeared from our examination of those books;

(iii) the records and statements submitted by the branches have been properly maintained and consolidated in the financial statements;

(iv) the balance sheet and profit and loss account of the Bank dealt with by the report are in agreement with the books of account and returns;

(v) 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;

(vi) adequate provisions have been made for advance and other assets which are in our opinion, doubtful of recovery;

(vii) Based on our checking of sample, no advance or loan in excess of the amount determined by Bangladesh Bank from time to time has been sanctioned or allowed;

(viii) to the extent noted during the course of our audit work performed on the basis stated under the Auditor's Responsibilities for the Audit of the Consolidated and Separate Financial Statements section in forming the above opinion on the consolidated financial statements 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 Responsibilities of Management and Those Charged with Governance for the Consolidated and Separate Financial Statements and Internal Controls:

(ix) internal audit, internal control and risk management arrangements of the Group as disclosed in the financial statements appeared to be materially adequate;

(x) 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;

(xi) financial statements for the year ended 31 December 2025 of subsidiary companies of the Bank namely Prime Bank Investment PLC and Prime Bank Securities Limited have been audited by ACNABIN Chartered Accountants and Prime Bank Fintech Limited, Prime Exchange Co. (Pte) Limited and PBL Finance (Hong Kong) Limited have been audited by Howlader Yunus & Co., Chartered Accountants, C.C. Yang & Co. Chartered Accountants of Singapore and T.O. YIP & CO. LTD., Certified Public Accountants respectively. These accounts have been properly reflected in the consolidated financial statements;

(xii) the information and explanations required by us have been received and found satisfactory;

(xiii) we have reviewed over 80% of the risk weighted assets of the Bank and spent over 13,000 person hours.

(xiv) Capital to Risk-weighted Asset Ratio (CRAR), Cash Reserve Ratio (CRR) and Statutory Liquidity Ratio (SLR) as required by Bangladesh Bank has been maintained adequately as at 31 December 2025;

(xv) As part of our going concern assessment, we reviewed maturity mismatch between assets and liabilities which may adversely affect the Bank's subsequent liquidity position; and

(xvi) Non-banking assets have been accounted in conformity with Bangladesh Bank guidelines.

For and on behalf of
Hoda Vasi Chowdhury & Co.
Chartered Accountants
FRC Enlistment No.: CAF-001-057



Sabbir Ahmed FCA
Partner
ICAB Enrolment Number: 0770
DVC: 2604070770AS545839
Place: Dhaka, Bangladesh
Date: 05 April 2026

MABS & J Partners
Chartered Accountants
FRC Enlistment No.: CA-001-152



Nasir U Ahmed FCA, FCS, CGMA (AICPA), ACMA (UK), FCA (England & Wales)
Additional Managing Partner
ICAB Enrolment Number: 535
DVC: 2604060535AS537796

Prime Bank PLC.

CONSOLIDATED BALANCE SHEET

As at 31 December 2025

Particulars	Notes	Amount in Taka	
		31 Dec 2025	31 Dec 2024
PROPERTY AND ASSETS			
Cash	3		
Cash in hand (including foreign currencies)		8,083,883,330	7,266,619,166
Balance with Bangladesh Bank and its agent bank (s) (including foreign currencies)		37,617,590,045	21,931,474,479
		45,701,473,375	**29,198,093,645**
Balance with other banks and financial institutions	4		
In Bangladesh		4,501,370,728	1,254,715,478
Outside Bangladesh		3,205,884,413	3,192,238,640
		7,707,255,141	**4,446,954,119**
Money at call on short notice	5	-	-
Investments	6		
Government		192,066,923,885	125,017,853,880
Others		7,706,157,638	8,444,712,002
		199,773,081,523	**133,462,565,882**
Loans, advances and lease /investments			
Loans, cash credits, overdrafts etc./ investments	7	281,734,275,383	285,949,347,139
Bills purchased and discounted	8	72,115,644,111	58,160,432,103
		353,849,919,494	**344,109,779,242**
Fixed assets including premises, furniture and fixtures	9	7,740,656,957	7,152,438,441
Other assets	10	36,039,975,084	31,604,257,006
Non - banking assets	11	164,845,600	220,500,640
Total assets		**650,977,207,174**	**550,194,588,974**
LIABILITIES AND CAPITAL			
Liabilities			
Borrowings from other banks, financial institutions and agents	12	102,689,968,155	92,086,639,640
Deposits and other accounts	13		
Current / Al-wadeeah current deposits		75,822,304,691	75,618,712,220
Bills payable		8,934,724,510	2,955,152,335
Savings bank / Mudaraba savings deposits		86,266,108,316	76,921,221,332
Term deposits / Mudaraba term deposits		272,411,995,968	203,156,738,238
Bearer certificate of deposit		-	-
Other deposits		-	-
		443,435,133,485	**358,651,824,125**
Other liabilities	14	**58,434,173,034**	**60,671,426,274**
Total liabilities		**604,559,274,674**	**511,409,890,039**
Capital / Shareholders' equity			
Paid -up capital	15.2	11,605,905,630	11,322,834,770
Share premium	15.8	1,211,881,786	1,211,881,786
Non-controlling Interest	15.9	64	63
Statutory reserve	16	12,889,264,879	10,353,413,584
Revaluation gain / loss on investments	17	671,096,712	179,163,243
Start-up equity investment fund	18	301,016,560	211,971,618
Foreign currency translation gain	19	165,651,810	163,808,183
General reserve		28,002,888	28,002,888
Surplus in profit and loss account / Retained earnings	20	19,545,112,171	15,313,622,801
Total Shareholders' equity		**46,417,932,500**	**38,784,698,936**
Total liabilities and Shareholders' equity		**650,977,207,174**	**550,194,588,974**

Particulars	Notes	Amount in Taka	
		31 Dec 2025	31 Dec 2024
OFF - BALANCE SHEET ITEMS			
Contingent liabilities	21		
Acceptances and endorsements	21.1	85,909,353,366	70,769,969,596
Letters of guarantee	21.2	48,778,789,157	46,201,751,040
Irrevocable letters of credit	21.3	48,661,708,182	49,842,056,273
Bills for collection	21.4	19,071,727,495	17,709,759,383
Other contingent liabilities		-	-
		202,421,578,200	**184,523,536,293**
Other commitments			
Documentary credits and short term trade -related transactions		-	-
Forward assets purchased and forward deposits placed		6,960,379,006	17,593,842,261
Undrawn note issuance and revolving underwriting facilities		-	-
Undrawn formal standby facilities , credit lines and other commitments		-	-
Liabilities against forward purchase and sale		-	-
		-	-
		6,960,379,006	**17,593,842,261**
Total Off-Balance Sheet items including contingent liabilities		**209,381,957,206**	**202,117,378,554**

These financial statements should be read in conjunction with the annexed notes 1 to 56.

Chairman | **Director** | **Director** | **Chief Executive Officer**

See annexed auditors' report to the Shareholders of the date.

Hoda Vasi Chowdhury & Co.
Chartered Accountants

Sabbir Ahmed FCA
Partner
ICAB Enrollment No # 770
DVC: 2604070770AS545839

Dated, 05 April 2026

MABS & J Partners
Chartered Accountants

Nasir U Ahmed
FCA, FCS, CGMA (AICPA), ACMA (UK), FCA (England & Wales)
Additional Managing Partner
ICAB Enrollment No # 535
DVC: 2604060535AS537796

Prime Bank PLC.

CONSOLIDATED PROFIT AND LOSS ACCOUNT

For the year ended 31 December 2025

Particulars	Notes	Amount in Taka	
		2025	2024
Interest income / profit on investments	23	33,509,617,882	31,499,813,294
Interest / profit paid on deposits, borrowings, etc.	24	(29,348,430,396)	(22,015,845,035)
Net interest / net profit on investments		**4,161,187,485**	**9,483,968,259**
Investment income	25	17,488,430,342	10,314,225,300
Commission, exchange and brokerage	26	3,287,374,814	3,198,897,940
Other operating income	27	1,587,198,446	1,428,556,944
Total operating income (A)		**26,524,191,087**	**24,425,648,442**
Salaries and allowances	28	6,513,831,151	5,809,630,342
Rent, taxes, insurance, electricity, etc.	29	642,019,038	567,373,742
Legal expenses	30	174,186,824	119,660,598
Postage, stamp, telecommunication, etc.	31	285,329,223	109,965,224
Stationery, printing, advertisements, etc.	32	439,271,238	395,747,601
Managing Director's salary and fees	33	20,579,996	20,080,197
Directors' fees	34	6,107,060	6,277,259
Auditors' fees	35	7,517,487	3,932,851
Charges on loan losses	36	-	-
Depreciation and repair of Bank's assets	37	1,167,065,014	1,129,887,666
Other expenses	38	2,558,007,212	2,198,272,440
Total operating expenses (B)		**11,813,914,243**	**10,360,827,921**
Profit / (loss) before provision (C=A-B)		**14,710,276,844**	**14,064,820,522**
Provision for loans & advances	39	1,312,301,553	1,215,765,219
Provision for diminution in value of investments	39	420,390,736	68,772,717
Provision for impairment of client margin loan	39	55,999,532	33,555,608
Other provisions	39	(136,106,699)	756,897,248
Total provision (D)		**1,652,585,123**	**2,074,990,791**
Total profit / (loss) before taxes (C-D)		**13,057,691,721**	**11,989,829,731**
Provision for taxation:			
Current tax	40	3,786,925,763	5,461,907,053
Deferred tax		171,974,821	(794,557,604)
		3,958,900,584	**4,667,349,449**
Net profit after taxation		**9,098,791,137**	**7,322,480,282**
Retained earnings brought forward from previous year	20.1	13,113,386,814	7,991,142,522
		22,212,177,951	**15,313,622,804**

Particulars	Notes	Amount in Taka	
		2025	2024
Appropriations			
Statutory reserve		2,535,851,295	-
Non controlling interest		4	3
Start-up equity investment fund		89,044,942	
Other comprehensive income		42,169,539	-
		2,667,065,780	**3**
Retained surplus	20	**19,545,112,171**	**15,313,622,801**
Earnings per share (EPS)	45	**7.84**	**6.31**

These financial statements should be read in conjunction with the annexed notes 1 to 56.

Chairman | **Director** | **Director** | **Chief Executive Officer**

See annexed auditors' report to the Shareholders of the date.

Hoda Vasi Chowdhury & Co.
Chartered Accountants

Sabbir Ahmed FCA
Partner
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Dated, 05 April 2026

MABS & J Partners
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Additional Managing Partner
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DVC: 2604060535AS537796

Prime Bank PLC.

CONSOLIDATED CASH FLOW STATEMENT

For the year ended 31 December 2025

	Particulars	Notes	Amount in Taka	
			2025	2024
A)	**Cash flows from operating activities**			
	Interest receipts in cash		48,478,285,734	40,086,448,347
	Interest payments		(28,250,494,353)	(19,794,344,204)
	Dividend receipt		136,068,475	206,801,702
	Fees and commission receipts in cash		3,287,374,814	3,198,897,940
	Recoveries of loans previously written off		960,222,969	775,853,587
	Cash payments to employees		(6,309,057,675)	(5,610,780,539)
	Cash payments to suppliers		(1,299,322,191)	(1,121,145,485)
	Income taxes paid		(5,030,738,358)	(4,033,562,462)
	Receipts from other operating activities	41	2,668,629,286	1,784,266,721
	Payments for other operating activities	42	(3,135,656,100)	(2,866,553,127)
	Cash generated from operating activities before Changes in operating assets and liabilities		**11,505,312,602**	**12,625,882,480**
	Increase / (decrease) in operating assets and liabilities			
	Purchase/sale of trading securities (Bills/Bonds)		(23,708,539,964)	(43,528,678,585)
	Loans and advances to customers		(16,542,014,339)	(31,177,503,593)
	Other assets	43	(1,104,339,581)	(631,397,677)
	Deposits from other banks / borrowings		14,218,522,199	11,883,424,225
	Deposits from customers		77,423,188,524	64,256,788,803
	Other liabilities account of customers		5,979,572,174	(11,259,747,168)
	Other liabilities	44	(374,880,067)	1,113,603,767
			55,891,508,946	**(9,343,510,230)**
	Net cash from operating activities		**67,396,821,548**	**3,282,372,250**
B)	**Cash flows from investing activities**			
	Proceeds from sale of securities (shares)		(42,598,879,777)	(90,332,162)
	Purchase of property, plant and equipment		(1,625,934,756)	(566,278,254)
	Proceeds from sale of property, plant and equipment		4,134,891	23,112,777
	Net cash used in investing activities		**(44,220,679,643)**	**(633,497,639)**
C)	**Cash flows from financing activities**			
	Redemption of Prime Bank sub-ordinated bond		(1,400,000,000)	(1,400,000,000)
	Dividend paid		(1,981,496,085)	(1,981,496,085)
	Net cash used in financing activities		**(3,381,496,085)**	**(3,381,496,085)**
D)	Net increase / (decrease) in cash and cash equivalents (A+ B + C)		19,794,645,821	(732,621,474)
E)	Effects of exchange rate changes on cash and cash equivalents		(27,869,166)	12,020,199
F)	Cash and cash equivalents at beginning of the year		33,648,408,763	34,369,010,039
G)	**Cash and cash equivalents at end of the year (D+E+F)**		**53,415,185,416**	**33,648,408,763**
	Cash and cash equivalents at end of the year			
	Cash in hand (including foreign currencies) (note-3)		8,083,883,330	7,266,619,166
	Balance with Bangladesh Bank and its agent bank (s) (including foreign currencies) (note-3)		37,617,590,045	21,931,474,479
	Balance with other banks and financial institutions (note-4)		7,707,255,141	4,446,954,119
	Prize bonds (note-6a)		6,456,900	3,361,000
			53,415,185,416	**33,648,408,763**

These financial statements should be read in conjunction with the annexed notes 1 to 56.

Chairman | **Director** | **Director** | **Chief Executive Officer**

Dated, 05 April 2026

Prime Bank PLC.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2025

Amount in Taka

Particulars	Paid up capital	Statutory reserve	General reserve	Share premium	Non controlling interest	Startup equity investment fund	Revaluation gain / loss on investments	F.C. translation gain	Retained earnings	Total
Balance as at 1 January 2025	11,322,834,770	10,353,413,584	28,002,888	1,211,881,786	63	211,971,618	179,163,243	163,808,183	15,313,622,801	38,784,698,936
Surplus / (deficit) on account of revaluation of properties	-	-	-	-	-	-	-	-	-	-
Adjustment of last year revaluation gain on investments	-	-	-	-	-	-	(3,465,744,411)	-	-	(3,465,744,411)
Adjustment of offshore banking units							(13,930)	-	-	(13,930)
Surplus / (deficit) on account of revaluation of investments	-	-	-	-	-	-	3,957,691,810	-	-	3,957,691,810
Currency translation differences	-	-	-	-	-	-	-	1,843,627	(162,974,991)	(161,131,363)
Net gains and losses not recognized in the income statement	-	-	-	-	-	-	671,096,712	165,651,810	15,150,647,810	39,115,501,041
Net profit for the year	-	-	-	-	-	-	-	-	9,098,791,137	9,098,791,137
Dividend (Bonus shares)	283,070,860	-	-	-	-	-	-	-	-	283,070,860
Dividend (Cash)	-	-	-	-	-	-	-	-	(1,981,496,085)	(1,981,496,085)
Premeasurement gain/(loss) of defined benefits liability/assets	-	-	-	-	-	-	-	-	(55,764,916)	(55,764,916)
Minority interest	-	-	-	-	1	-	-	-	-	1
Other comprehensive income	-	-	-	-	-	-	-	-	(42,169,539)	(42,169,539)
Appropriation made during the year	-	2,535,851,295	-	-	-	89,044,942	-	-	(2,624,896,237)	-
Balance as at 31 December 2025	**11,605,905,630**	**12,889,264,879**	**28,002,888**	**1,211,881,786**	**64**	**301,016,560**	**671,096,712**	**165,651,810**	**19,545,112,171**	**46,417,932,500**
Balance as at 31 December 2024	**11,322,834,770**	**10,353,413,584**	**28,002,888**	**1,211,881,786**	**63**	**211,971,618**	**179,163,243**	**163,808,183**	**15,313,622,801**	**38,784,698,936**

As per SMESPD circular no. 02 dated 09 July 2025, the amount related to start-up equity investment fund has been transferred from other liability to shareholders equity.

These financial statements should be read in conjunction with the annexed notes 1 to 56.

Chairman | **Director** | **Director** | **Chief Executive Officer**

Dated, 05 April 2026

Prime Bank PLC.

BALANCE SHEET

As at 31 December 2025

Particulars	Notes	Amount in Taka	
		31 Dec 2025	31 Dec 2024
PROPERTY AND ASSETS			
Cash	3a		
Cash in hand (including foreign currencies)		8,053,676,171	7,238,222,800
Balance with Bangladesh Bank and its agent bank (s) (including foreign currencies)		37,617,590,045	21,931,474,479
		45,671,266,216	**29,169,697,279**
Balance with other banks and financial institutions	4a		
In Bangladesh		4,226,768,299	770,435,916
Outside Bangladesh		2,920,850,102	2,896,602,385
		7,147,618,401	**3,667,038,301**
Money at call on short notice		-	-
Investments	6a		
Government		190,286,929,915	123,897,698,793
Others		5,097,396,074	5,712,813,953
		195,384,325,989	**129,610,512,746**
Loans, advances and lease / investments			
Loans, cash credits, overdrafts, etc./ investments	7a	284,291,065,117	288,393,987,951
Bills purchased and discounted	8a	68,964,351,975	55,063,589,572
		353,255,417,092	**343,457,577,523**
Fixed assets including premises, furniture and fixtures	9a	7,606,574,734	6,976,553,047
Other assets	10a	39,746,709,770	35,016,572,684
Non - banking assets	11	164,845,600	220,500,640
Total assets		**648,976,757,802**	**548,118,452,220**
LIABILITIES AND CAPITAL			
Liabilities			
Borrowings from other banks, financial institutions and agents	12a	100,998,469,102	90,893,119,786
Deposits and other accounts	13a.1.c		
Current / Al-wadeeah current deposits		76,843,873,442	75,828,699,185
Bills payable		8,934,724,510	2,955,152,335
Savings bank / Mudaraba savings deposits		86,266,108,316	76,921,221,332
Term deposits / Mudaraba term deposits		272,898,530,675	203,163,234,249
Bearer certificate of deposit		-	-
Other deposits		-	-
		444,943,236,943	**358,868,307,100**
Other liabilities	14a	**56,641,253,401**	**59,337,521,792**
Total liabilities		**602,582,959,446**	**509,098,948,678**
Capital / Shareholders' equity			
Paid up capital	15 .2	11,605,905,630	11,322,834,770
Share premium	15.8	1,211,881,786	1,211,881,786
Statutory reserve	16	12,889,264,879	10,353,413,584
Revaluation gain / (loss) on investments	17	584,844,193	80,256,510
Start-up equity investment fund	18	301,016,560	211,971,618
Foreign currency translation gain	19a	163,817,602	161,343,671
Other reserve		-	-
Surplus in profit and loss account / Retained earnings	20a	19,637,067,706	15,677,801,601
Total Shareholders' equity		**46,393,798,356**	**39,019,503,540**
Total liabilities and Shareholders' equity		**648,976,757,802**	**548,118,452,220**

Particulars	Notes	Amount in Taka	
		31 Dec 2025	31 Dec 2024
OFF - BALANCE SHEET ITEMS			
Contingent liabilities	21a		
Acceptances and endorsements	21a.1	85,909,353,366	70,769,969,596
Letters of guarantee	21a.2	48,778,789,157	46,201,751,040
Irrevocable letters of credit	21a.3	48,661,708,182	49,842,056,273
Bills for collection	21a.4	19,071,727,495	17,709,759,383
Other contingent liabilities		-	-
		202,421,578,200	**184,523,536,293**
Other commitments			
Documentary credits and short term trade -related transactions		-	-
Forward assets purchased and forward deposits placed		6,960,379,006	17,593,842,261
Undrawn note issuance and revolving underwriting facilities		-	-
Undrawn formal standby facilities , credit lines and other commitments		-	-
Liabilities against forward purchase and sale		-	-
		6,960,379,006	**17,593,842,261**
Total Off-Balance Sheet items including contingent liabilities		**209,381,957,206**	**202,117,378,554**

These financial statements should be read in conjunction with the annexed notes 1 to 56.

Chairman | **Director** | **Director** | **Chief Executive Officer**

See annexed auditors' report to the Shareholders of the date.

Hoda Vasi Chowdhury & Co.
Chartered Accountants

Sabbir Ahmed FCA
Partner
ICAB Enrollment No # 770
DVC: 2604070770AS545839

Dated, 05 April 2026

MABS & J Partners
Chartered Accountants

Nasir U Ahmed
FCA, FCS, CGMA (AICPA), ACMA (UK), FCA (England & Wales)
Additional Managing Partner
ICAB Enrollment No # 535
DVC: 2604060535AS537796

Prime Bank PLC.

PROFIT AND LOSS ACCOUNT

For the year ended 31 December 2025

Particulars	Notes	Amount in Taka	
		2025	2024
Interest income / profit on investments	23a	32,987,151,761	31,117,616,605
Interest / profit paid on deposits, borrowings, etc.	24a	(29,221,607,887)	(21,896,076,669)
Net interest / net profit on investments		**3,765,543,874**	**9,221,539,935**
Investment income	25a	17,294,877,498	10,275,666,377
Commission, exchange and brokerage	26a	2,918,705,928	2,933,728,749
Other operating income	27a	1,555,603,856	1,406,427,398
Total operating income (A)		**25,534,731,156**	**23,837,362,459**
Salaries and allowances	28a	6,236,389,468	5,587,000,870
Rent, taxes, insurance, electricity, etc.	29a	616,939,579	541,654,223
Legal expenses	30a	167,550,929	113,349,424
Postage, stamp, telecommunication, etc.	31a	272,520,668	100,520,069
Stationery, printing, advertisements, etc.	32a	432,111,343	389,482,249
Managing Director's salary and fees	33	20,579,996	20,080,197
Directors' fees	34a	5,604,060	5,724,612
Auditors' fees	35a	5,750,000	2,300,000
Charges on loan losses	36	-	-
Depreciation and repair of Bank's assets	37a	1,108,270,675	1,079,510,909
Other expenses	38a	2,427,456,413	1,730,899,363
Total operating expenses (B)		**11,293,173,130**	**9,570,521,916**
Profit / (loss) before provision (C=A-B)		**14,241,558,026**	**14,266,840,543**
Provision for loans & advances	39a	1,312,301,553	1,215,765,219
Provision for diminution in value of investments	39a	385,000,000	223,207,111
Other provisions	39a	(135,000,000)	746,897,248
Total provision (D)		**1,562,301,553**	**2,185,869,577**
Total profit / (loss) before taxes (C-D)		**12,679,256,473**	**12,080,970,966**
Provision for taxation			
Current tax	40a	3,740,239,687	5,399,144,766
Deferred tax		34,522,584	(763,937,513)
		3,774,762,271	**4,635,207,253**
Net profit after taxation		**8,904,494,202**	**7,445,763,713**
Retained earnings brought forward from previous years	20.1a	13,357,469,741	8,232,037,888
		22,261,963,943	**15,677,801,601**

Particulars	Notes	Amount in Taka	
		2025	2024
Appropriations			
Statutory reserve		2,535,851,295	-
Start-up equity investment fund		89,044,942	-
		2,624,896,237	**-**
Retained surplus	20a	**19,637,067,706**	**15,677,801,601**
Earnings per share (EPS)	45a	**7.67**	**6.42**

These financial statements should be read in conjunction with the annexed notes 1 to 56.

Chairman | **Director** | **Director** | **Chief Executive Officer**

See annexed auditors' report to the Shareholders of date

Hoda Vasi Chowdhury & Co.
Chartered Accountants

Sabbir Ahmed FCA
Partner
ICAB Enrollment No # 770
DVC: 2604070770AS545839

Dated, 05 April 2026

MABS & J Partners
Chartered Accountants

Nasir U Ahmed
FCA, FCS, CGMA (AICPA), ACMA (UK), FCA (England & Wales)
Additional Managing Partner
ICAB Enrollment No # 535
DVC: 2604060535AS537796

Prime Bank PLC.

CASH FLOW STATEMENT

For the year ended 31 December 2025

	Particulars	Notes	Amount in Taka	
			2025	2024
A)	**Cash flows from operating activities**			
	Interest receipts in cash		47,582,520,358	39,380,602,476
	Interest payments		(27,730,115,285)	(19,348,024,076)
	Dividend receipt		136,068,475	206,801,702
	Fees and commission receipts in cash		2,918,705,928	2,933,728,749
	Recoveries of loans previously written off		960,222,969	775,853,587
	Cash payments to employees		(6,031,615,992)	(5,388,151,067)
	Cash payments to suppliers		(1,292,162,295)	(1,114,880,133)
	Income taxes paid		(5,030,738,358)	(4,033,562,462)
	Receipts from other operating activities	41a	2,386,873,231	1,681,282,887
	Payments for other operating activities	42a	(2,958,310,904)	(2,355,518,703)
	Cash generated from operating activities before changes in operating assets and liabilities		**10,941,448,127**	**12,738,132,959**
	Increase / (decrease) in operating assets and liabilities			
	Purchase/sale of trading securities (Bills/Bonds)		(23,048,701,081)	(42,556,427,602)
	Loans and advances to customers		(16,555,545,730)	(29,678,690,808)
	Other assets	43a	(1,495,378,407)	(495,418,753)
	Deposits from other banks / borrowings		13,677,094,471	9,891,119,766
	Deposits from customers		78,714,809,008	64,256,788,803
	Other liabilities account of customers		5,979,572,174	(11,259,747,168)
	Other liabilities	44a	(552,497,636)	566,451,565
			56,719,352,799	**(9,275,924,198)**
	Net cash from operating activities		**67,660,800,925**	**3,462,208,761**
B)	**Cash flows from investing activities**			
	Payments for purchases of securities		(42,722,016,261)	(664,040,475)
	Purchase of property, plant and equipment		(1,578,652,464)	(542,493,408)
	Proceeds from sale of property, plant and equipment		4,134,891	23,112,777
	Net cash used in investing activities		**(44,296,533,835)**	**(1,183,421,106)**
C)	**Cash flows from financing activities**			
	Redemption of Prime Bank sub-ordinated bond		(1,400,000,000)	(1,400,000,000)
	Dividend paid		(1,981,496,085)	(1,981,496,085)
	Net cash used in financing activities		**(3,381,496,085)**	**(3,381,496,085)**
D)	Net increase / (decrease) in cash and cash equivalents (A+B+C)		19,982,771,006	(1,102,708,430)
E)	Effects of exchange rate changes on cash and cash equivalents		2,473,931	39,667,560
F)	Cash and cash equivalents at beginning of the year		32,840,096,580	33,903,137,450
G)	**Cash and cash equivalents at end of the year (D+E+F)**		**52,825,341,517**	**32,840,096,580**
	Cash and cash equivalents at end of the year			
	Cash in hand (including foreign currencies) (note-3a)		8,053,676,171	7,238,222,800
	Balance with Bangladesh Bank and its agent bank(s) (including foreign currencies) (note-3a)		37,617,590,045	21,931,474,479
	Balance with other banks and financial institutions (note-4a)		7,147,618,401	3,667,038,301
	Prize bonds (note-6a)		6,456,900	3,361,000
			52,825,341,517	**32,840,096,580**

These financial statements should be read in conjunction with the annexed notes 1 to 56.

Chairman | **Director** | **Director** | **Chief Executive Officer**

Dated, 05 April 2026

Prime Bank PLC.

STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2025

Amount in Taka

Particulars	Paid-up Capital	Share premium	Statutory reserve	Startup Fund	Revaluation gain / loss on investments	F.C. Translation gain	Retained earnings	Total
Balance as at 1 January 2025	11,322,834,770	1,211,881,786	10,353,413,584	211,971,618	80,256,510	161,343,671	15,677,801,601	39,019,503,540
Changes in accounting policy / Last year's profit	-	-	-		-		-	-
Balance as at 1 January 2025	11,322,834,770	1,211,881,786	10,353,413,584	211,971,618	80,256,510	161,343,671	15,677,801,601	39,019,503,540
Adjustment of last year revaluation gain on investments	-	-	-		(3,465,744,411)	-	-	(3,465,744,411)
Adjustment of offshore banking units	-	-	-		(13,930)	-	-	(13,930)
Surplus / deficit on account of revaluation of investments	-	-	-		3,970,346,023	-	-	3,970,346,023
Currency translation differences	-	-	-		-	2,473,931	-	2,473,931
Net gains and losses not recognized in the income statement	-	-	-		584,844,193	163,817,602	15,677,801,601	39,526,565,154
Net profit for the year	-	-	-		-	-	8,904,494,202	8,904,494,202
Dividend (Bonus shares)	283,070,860	-	-		-	-	(283,070,860)	-
Dividend (Cash)	-	-	-		-	-	(1,981,496,085)	(1,981,496,085)
Premeasurement gain/(loss) of defined benefits liability/assets	-	-	-		-	-	(55,764,916)	(55,764,916)
Appropriation made during the year	-	-	2,535,851,295	89,044,942	-	-	(2,624,896,237)	-
Balance as at 31 December 2025	**11,605,905,630**	**1,211,881,786**	**12,889,264,879**	**301,016,560**	**584,844,193**	**163,817,602**	**19,637,067,706**	**46,393,798,356**
Balance as at 31 December 2024	**11,322,834,770**	**1,211,881,786**	**10,353,413,584**	**211,971,618**	**80,256,510**	**161,343,671**	**15,677,801,601**	**39,019,503,540**

As per SMESPD circular no. 02 dated 09 July 2025, the amount related to start-up equity investment fund has been transferred from other liability to shareholders equity.

These financial statements should be read in conjunction with the annexed notes 1 to 56

Chairman | **Director** | **Director** | **Chief Executive Officer**

Dated, 05 April 2026

NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended 31 December 2025

1 The Bank and its activities

1.1 Prime Bank PLC.

Prime Bank PLC. ("the Bank") was incorporated as a public limited company in Bangladesh under Companies Act, 1994 with the registered office of the Company at 89 Gulshan Avenue, Gulshan, Dhaka-1212. It commenced its banking business with one branch on April 17, 1995 under the license issued by Bangladesh Bank. At present, the Bank has 149 (One Hundred Forty Nine) branches including 18 (Eighteen) SME Centers/ Branches all over Bangladesh and 2 (Two) booths located at Dhaka Club, Dhaka and at Chittagong Port, Chittagong. Out of the above 149 branches, 05 (five) branches are designated as Islamic Banking branch complying with the rules of Islamic Shariah. Also, the Bank has 3 (Three) Offshore Banking Units (OBUs), 10 (Ten) Sub-branches, 5 (Five) subsidiary Companies (2 Foreign subsidiaries & 3 Local subsidiaries). The Bank went for Initial Public Offering (IPO) in 1999 and its shares were listed with Dhaka Stock Exchange Limited and Chittagong Stock Exchange Limited as a publicly-traded company for its general classes of share.

1.2 Principal activities

The principal activities of the Bank are to provide all kinds of commercial banking services to customers through its branches and SME centers/ branches in Bangladesh. The Bank also provides offshore banking services through its 3 (Three) Offshore Banking Units (OBU).

1.3 Offshore Banking Unit (OBU)

The Bank commenced its offshore banking operation after obtaining permission from Bangladesh Bank vide letter no. BRPD(P)744(84)/2001-868 dated March 19, 2001. The Bank commenced operation of its one unit from March 15, 2007. Presently, the Bank has 3 (Three) Offshore Banking Units (OBU) located at Dhaka EPZ, Chittagong EPZ and Adamjee EPZ. The Offshore Banking Units are governed under the rules and guidelines of Bangladesh Bank. Apart from the reporting of OBU with solo financial statements, separate financial statements of Offshore Banking Units are shown in Annexure-K.

1.4 Detail of the Subsidiaries of Prime Bank PLC. are presented in note no. 1.4.1 to 1.4.5:

1.4.1 Prime Bank Investment PLC.

Prime Bank Investment PLC. was incorporated as a public limited company on April 28, 2010 with the Registrar of Joint Stock Companies and Firms, Dhaka vide certificate of incorporation no. C-84266/10, dated April 28, 2010 which has commenced its business on the same date. Total 299,999,994 shares (out of 300,000,000 shares) of Prime Bank Investment PLC. are held by Prime Bank PLC. and only 6 shares are held by other persons. The main objectives of the company are to carry out the business of full-fledged merchant banking activities like issue management, portfolio management, underwriting, corporate advisory services etc. Securities and Exchange Commission (SEC) thereafter issued a full-fledged merchant banking license in favor of Prime Bank Investment PLC., vide letter no. SEC/Reg/MB/SUB/2010/03/208, dated June 02, 2010 with effect from June 01, 2010.

1.4.2 Prime Bank Securities Limited

Prime Bank Securities Limited was incorporated on April 29, 2010 as a private limited company under the Companies Act 1994 vide certificate of incorporation no.C-84302/10. Prime Bank Securities Limited became member of Dhaka Stock Exchange Limited and Chittagong Stock Exchange Limited for brokerage transaction vide Bangladesh Securities & Exchange Commission certificate no. 3.1/DSE-219/2010/429, dated September 16, 2010 and 3.2/CSE-141/2010/239, dated August 31, 2010 respectively. Prime Bank Securities Limited commenced its operation from May 2011. The main objectives of the company are to carry on business of stock brokers / dealers in relation to shares and securities dealings and other services as mentioned in the Memorandum and Articles of Association of the Company. Prime Bank PLC. and Prime Bank Investment PLC. hold 95% and 5% share of Prime Bank Securities Limited, respectively.

1.4.3 Prime Bank Fintech Limited

Prime Bank Fintech Limited was incorporated as a private Limited company on 14 January 2025 with the Registrar of Joint Stock Companies and Firms, Dhaka vide certificate of incorporation no. C-199841/2025, dated January 14, 2025. Total 49,995,000 shares (out of 50,000,000 shares) of Prime Bank Fintech Limited are held by Prime Bank PLC. and 5,000 shares are held by Prime Bank Investment PLC..

1.4.4 Prime Exchange Co. (Pte) Limited, Singapore

Prime Exchange Co. (Pte) Ltd., a fully owned subsidiary company of Prime Bank PLC. was incorporated in Singapore on January 06, 2006 and commenced its remittance business from July 08, 2006 under the remittance license issued by the Monetary Authority of Singapore (MAS) under section 7A(3) of the Money Changing and Remittance Business Act (Chapter 187). The Company's registered office and principal place of business is located at 2A Desker Road, (2nd floor), Singapore 209549. The Company has another two branches at Block 134 #01-305 Jurong Gateway Road Singapore 600134 and 55 Benoi Road #01-14 Joo Koon Bus Interchange Singapore 629907. The principal activities of the company are to carry on the remittance business and to undertake and participate in transactions, activities and operations commonly carried on or undertaken by remittance and exchange house.

1.4.5 PBL Finance (Hong Kong) Limited

PBL Finance (Hong Kong) Limited, a fully owned subsidiary of Prime Bank PLC. PBL Finance (Hong Kong) Limited was incorporated with Companies Registry of Hong Kong (Certificate of incorporation no. 1584971 and Business Registration no. 58197431 both dated April 7, 2011). PBL Finance (Hong Kong) Limited obtained Money Lending Licenses # 307/2011 issued by Honorable Court of Hong Kong on 28th July 2011. It has commenced its operation from August 2011. The Company's registered office and principal place of business is located at Unit 1201, 12/F, Taurus Building, No 21A and 21B Granville Road, Tsim Sha Tsui, Kowloon, Hong Kong.

2.00 Significant accounting policies and basis of preparation of financial statements

2.1 Basis of accounting

2.1.1 Statement of compliance

The financial statements of the Bank and its subsidiaries (the "Group") have been made for the year ended on 31 December 2025 and are prepared under the historical cost basis, except for certain investments which are stated at fair/market value and freehold land which are measured at a revalued amount, in accordance with the First Schedule (Sec-38) of the Bank Company Act 1991 (as Amended up to 2023), BRPD Circular # 14 dated June 25, 2003 and DFIM Circular # 11, dated December 23, 2009, other Bangladesh Bank Circulars, International Financial Reporting Standards ("IFRS"), the Companies Act 1994, the Securities and Exchange Rules 2020, Dhaka and Chittagong Stock Exchanges' listing regulations and other laws and rules applicable in Bangladesh.

In addition to foregoing directives and standards, the operation of Islamic Banking Branches accounted for according to the guidelines of Bangladesh Bank (BRPD circular no-15, dated November 09, 2009). A separate balance sheet and profit and loss account are shown in Annexure-G and G(1) and the figures appearing in the annexure have been incorporated in the related heads of these financial statements as recommended by the Central Shariah Board for Islamic Banks in Bangladesh.

The Financial Reporting Act 2015 (FRA) was enacted in 2015. Under the FRA, the Financial Reporting Council (FRC) has been formed and FRC has adopted International Accounting Standards and International Financial Reporting Standards for public interest entities such as banks. The Bank Company Act 1991 has been amended to require banks to prepare their financial statements under such financial reporting standards.

Accordingly, the financial statements of the Bank continue to be prepared in accordance with International Financial Reporting Standards (IFRS) and the requirements of the Bank Company Act 1991, the rules and regulations issued by Bangladesh Bank (BB), the Companies Act 1994, etc. In case any requirement of the Bank Company Act 1991, and provisions and circulars issued by Bangladesh Bank differ with those of IFRS, the requirements of the Bank Company Act 1991, and provisions and circulars issued by Bangladesh Bank shall prevail.

2.1.2 Consolidated and separate financial statements

The consolidated financial statements include the financial statements of Prime Bank PLC. and its subsidiaries, i.e. Prime Bank Investment PLC., Prime Bank Securities Limited, Prime Bank Fintech Limited, Prime Exchange Co. (Pte) Limited, Singapore and PBL Finance (Hong Kong) Limited.

The separate and consolidated financial statements have been prepared in accordance with International Accounting Standard (IAS)-27: "Separate Financial Statements" and International Financial Reporting Standard (IFRS)- 10: "Consolidated Financial Statements". The consolidated financial statements are prepared to a common financial year ended on 31 December 2025.

Subsidiary

Subsidiary is that enterprise which is controlled by the Bank. Control exists when the Bank has the power, directly or indirectly, to govern the financial and operating policies of an enterprise from the date that control commences until the date that control ceases. The financial statements of subsidiary are included in the consolidated financial statements from the date that control effectively commences until the date that the control effectively ceases. The overseas subsidiary companies i.e. Prime Exchange Co. (Pte) Limited, Singapore and PBL Finance (Hong Kong) Limited has a common financial year ending 31 December 2025. The conversion policy of subsidiary companies is given below:

Particulars	Price	Prime Exchange Co. (Pte) Ltd., Singapore	PBL Finance (Hong Kong) Ltd.
For assets & liabilities	Closing price	SGD1 = BDT 95.1567	HKD1=BDT 15.7247
For income & expenses	Average price	SGD1 = BDT 91.7220	HKD1=BDT 15.5905

All intra-group transactions, balances, income and expenses are eliminated on consolidation. Profit and loss resulting from intra-group transactions are also eliminated on consolidation.

2.1.3 Use of estimates and judgments

In preparation of the financial statements, management is required to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amount of assets, liabilities, income and expenses. Actual results may differ from these estimates.
Estimates and underlying assumptions are reviewed on a going concern basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised and in any future periods affected.

The most significant areas where estimates and judgments have been applied are to calculate provision for loans, advances and investments as per Bangladesh Bank guidelines.

2.1.4 Foreign currency transaction

a) Foreign currency

Items included in the financial statements of each entity in the group are measured using the currency of the primary economic environment in which the entity operates, i e. the functional currency. The financial statements of the group and the Bank are presented in BDT which is the Bank's functional and presentation currency.

b) Foreign currencies translation

Foreign currency transactions are converted into equivalent BDT using the prevailing 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 BDT at weighted average rate of inter-bank market as determined by Bangladesh Bank on the closing date of every day. 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 equivalent BDT.

Assets and liabilities & income and expenses of Offshore Banking Units have been converted into BDT currency @ US$1 = BDT 122.2954 (closing rate as at 31st December 2025) and BDT 122.0881 (average rate at year-end).

c) Commitments

Commitments for outstanding forward foreign exchange contracts disclosed in these financial statements are translated at rates mentioned in contracts. Contingent liabilities / commitments for letters of credit and letters of guarantee denominated in foreign currencies are expressed in BDT terms at the rates of exchange prevailing on the balance sheet date.

d) Transaction gains and losses

The resulting exchange transaction gains and losses are included in the profit and loss account.

e) Foreign operations

The results and financial position of the Group's operations whose functional currency is not Bangladeshi Taka are translated into Bangladeshi Taka as follows:

i) Assets and liabilities are translated at the exchange rate prevailing at the balance sheet date.

ii) Income and expenses in the profit and loss account are translated at an average rate approximating the exchange rates at the year end;

iii) Resulting exchange differences are recognized as a separate component of equity.

iv) As per IAS 21, Foreign Currency Transactions i.e. both the foreign currency denominated monetary and non-monetary items of the OBUs are translated at historical rate because the OBUs are considered as an integral part of the Bank's operation not a foreign operation due to specific regulations governing the OBU and its unique nature.

f) Consolidation of Financial Statements of foreign operations

In Consolidation, foreign exchange differences arising from the translation of net investments in foreign entities, as well as any borrowings are taken into equity. When a foreign operation is disposed of, such currency translation differences are recognized in the profit and loss account as part of the gain or loss on disposal.

2.1.5 Statement of cash flows

Statement of cash flows have been prepared in accordance with the BRPD Circular No. 14, dated June 25, 2003 issued by the Banking Regulation & Policy Department of Bangladesh Bank.

2.1.6 Liquidity statement

The liquidity statement of assets and liabilities as on the reporting date has been prepared on residual maturity term as per the following basis, details are shown in [Annexure-I & I (1)]:

i) Balance with other Banks and financial institutions, money at call and short notice, etc. are on the basis of their maturity terms;

ii) Investments are on the basis of their residual terms;

iii) Loans and advances / investments are on the basis of their repayment/maturity schedules;

iv) Fixed assets are on the basis of their useful lives;

v) Other assets are on the basis of their realization / amortization;

vi) Borrowing from other Banks, financial institutions and agents, etc. are as per their maturity / repayment terms;

vii) Deposits and other accounts are on the basis of their maturity terms and past trend of withdrawals by the depositors;

viii) Provisions and other liabilities are on the basis of their payment / adjustment schedules.

2.1.7 Reporting period

These financial statements cover one calendar year from 1st January to 31st December 2025.

2.1.8 Offsetting

Financial assets and financial liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis, or realize the asset and settle the liability simultaneously.

2.2 Assets and basis of their valuation

2.2.1 Cash and cash equivalents

Cash and cash equivalents include notes and coins on hand, unrestricted balances held with Bangladesh Bank and highly liquid financial assets which are subject to insignificant risk of changes in their fair value, and are used by the Bank management for its short-term commitments.

2.2.2 Loans, advances and lease / investments

a) Loans and advances are stated in the balance sheet on gross basis.

b) Interest / profit is calculated on a daily product basis but charged and accounted for on accrual basis. Interest / profit on classified loans and advances / investments is kept in suspense account as per Bangladesh Bank instructions and such interest / profit is not accounted for as income until realized from borrowers [note - 7a.10 (x)]. Interest / profit is not charged on bad and loss loans / investments as per guidelines of Bangladesh Bank. Records of such interest amounts are kept in separate memorandum accounts.

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

d) Classification and provisioning for loans and advances is made on the basis of the following instruction contained in Bangladesh Bank BRPD circular no. 14, dated 23 September 2012, BRPD circular no. 15, dated 23 September 2012, BRPD circular no. 19, dated 27 December 2012, BRPD circular no. 05, dated 29 May 2013, BRPD circular no. 16, dated 18 November 2014, BRPD circular no. 08, dated 02 August 2015, BRPD circular no. 12, dated 20 August 2017, BRPD circular no. 15, dated 27 September 2017, BRPD circular no. 01, dated 20 February 2018, BRPD circular no. 07, dated 21 June 2018, BRPD circular no. 13, dated 18 October 2018, BRPD circular no. 03, dated 21 April 2019, BRPD circular no. 52, dated 20 October 2020, BRPD circular no. 16, dated 21 July 2020, BRPD circular no. 56, dated 10 December 2020, BRPD circular no. 03, dated 31 January 2021, BRPD circular no. 05, dated 24 March 2021, BRPD circular letter no. 50, dated 14 December 2021, BRPD circular letter no. 52, dated 29 December 2021, BRPD circular letter no. 53, dated 30 December 2021, BRPD circular letter no. 51, dated 18 December 2022, BRPD circular letter no. 53, dated 22 December 2022, BRPD Circular no. 11, dated 20 June 2023 ,BRPD Circular Letter no. 20, dated 21 June 2023 and BRPD Circular no.58, dated 31 December 2024. The rates of provision for loans and advances / investments are given below:

Particulars	Rate
General provision on unclassified general loans and advances / investments	1%
General provision on unclassified small and medium enterprise financing	0.25%
General provision on interest receivable on loans / investments	1%
General provision on unclassified loans / investments for housing finance and loans to BHs/MBs against share etc.	1%
General provision on loans for professionals	2%
General provision on unclassified consumer financing other than housing finance and professionals	2%
General provision on short term Agriculture/Micro Credit	1%
General provision on credit card	2%
General provision on Special Mention Account (SMA) except Short Term Agriculture Loans	0.25%-2%
Specific provision on substandard loans and advances / investments	5%-20%
Specific provision on doubtful loans and advances / investments	5%-50%
Specific provision on bad / loss loans and advances / investments	100%

e) Loans and advances/investments are written-off when there is no realistic prospect of recovery of these amounts and in accordance with BRPD circular No. 11 (03 December 2025), BRPD circular No.01 (06 February 2019), BRPD circular No.13 (07 November 2013) and BRPD circular No.2 (13 January 2003). These write-offs however will not undermine/ affect the claim amount against the borrowers. Detailed memorandum records for all such write off accounts are meticulously maintained and followed up.

f) Amounts receivable on credit cards are included in loans and advances to customers at the amounts expected to be recovered.

2.2.3 Investments

All investment securities are initially recognized at cost, being fair value of the consideration given, including acquisition charges associated with the investment. Premiums are amortized and discounts accredited, using the effective yield method are taken to discount income. The valuation method of investments used are:

Held to maturity (HTM)

Investments which have 'fixed or determinable payments', and are intended to be 'held to maturity', other than those that meet the definition of 'held at amortized cost-others' are classified as held to maturity. Investment (HTM) is shown in the financial statements at cost price.

Held for trading (HFT)

Investments classified in this category are acquired principally for the purpose of selling or repurchasing -in short-trading or if designated as such by the management. After initial recognition, investments are measured at market value and any change in the market value is recognized in the profit and loss account for the period in which it arises. These investments are subsequently revalued at current market value on a weekly basis as per Bangladesh Bank Guideline. Revaluation gain has been shown in the revaluation reserve account & revaluation loss has been shown in Profit & Loss account.

Value of investments has been enumerated as follows :

Items	Applicable accounting value
Government treasury bills-HTM	Amortized value
Government treasury bills-HFT	Market value
Government treasury bonds-HTM	Amortized value
Government treasury bonds-HFT	Market value
Prize bond	At cost

Investment in listed securities

These securities are bought and held primarily for the purpose of selling them in future, or held for dividend income. These are reported at cost. Unrealized gains are not recognized in the profit and loss account. But provision for diminution in value of the investment is provided in the financial statements where market price is below the cost price of investments as per Bangladesh Bank guideline (note-14a).

Investment in unquoted securities

Investment in unlisted securities is reported at cost under cost method. Adjustment is given for any shortage of book value over cost for determining the carrying amount of investment in unlisted securities.

Investments in subsidiary

Investment in subsidiaries is accounted for under the cost method of accounting in the Bank's financial statements in accordance with the IAS-27. Accordingly, investments in subsidiaries are stated in the Bank's balance sheet at cost.

2.2.4 Property, plant and equipment

Property, plant & equipment are recognized if it is probable that future economic benefits associated with the assets will flow to the Bank and the cost of the assets can be reliably measured.

a) All fixed assets are stated at cost amount less accumulated depreciation as per IAS-16 " Property, Plant and Equipment". The cost of acquisition of an asset comprises its purchase price and any directly attributable cost of bringing the asset to its working condition for its intended use inclusive of inward freight, duties and non-refundable taxes.

b) The Bank recognizes, in the carrying amount of an item of property, plant and equipment, the cost of replacing part of such an item when that cost is incurred if it is probable that the future economic benefits embodied with the item will flow to the Company and the cost of the item can be measured reliably. Expenditure incurred after the assets have been put into operation, such as repairs and maintenance, is normally charged off as revenue expenditure in the period in which it is incurred.

c) Depreciation is charged against the fixed asset, except land, over the expected useful life of the asset to reflect the usage of the asset over time. Items of fixed assets are depreciated on straight line method in profit and loss account over the estimated useful lives of each component.

Category of fixed assets	Rate
Land	Nil
Buildings	2.50%
Furniture and fixtures	10%
Office equipment & IT assets	20%
Vehicles	20%
Software	20%

d) In case of fixed asset addition, depreciation is charged from the month of recognition and no depreciation is charged in the month of disposal/write-off.

e) 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 profit and loss account, which is determined with reference to the net book value of the assets and net sale proceeds.

f) Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of the cost of the asset as per IAS-23.

2.2.5 Intangible assets

a) An intangible asset is recognized if it is probable that the future economic benefits that are attributable to the asset will flow to the entity and the cost of the assets can be measured reliably.

b) Software represents the value of computer application software licensed for use of the Bank, other than software applied to the operation software system of computers. Intangible assets are carried at its cost, less accumulated amortization and any impairment losses.
Initial cost comprises license fees paid at the time of purchase and other directly attributable expenditure that are incurred in customizing the software for its intended use.

c) Expenditure incurred on software is capitalized only when it enhances and extends the economic benefits of computer software beyond their original specifications and lives and such cost is recognized as capital improvement and added to the original cost of software.

d) Software is amortized using the straight line method over the estimated useful life of 05 (five) years commencing from the date of the application. Software is available for use over its useful economic life.

2.2.6 Impairment of Assets

The Bank assesses at the end of each reporting period or more frequently if events or changes in circumstances indicate that the carrying value of an asset may be impaired, whether there is any indication that an asset may be impaired. If any such indication exits, or when an annual impairment testing for an asset is required, the bank makes an estimate of the asset's recoverable amount. When the carrying amount of an asset or cash-generating unit exceeds its recoverable amount, the asset or cash-generating unit is considered as impaired and is written down to its recoverable amount by debiting to the profit & loss account.

Fixed assets are reviewed for impairment whenever events or charges in the circumstances indicate that the carrying amount of an asset may be impaired.

2.2.7 Other assets

Other assets include all balance sheet accounts not covered specifically in other areas of the supervisory activity and such accounts may be quite insignificant in the overall financial condition of the Bank.

2.2.8 Securities purchased under re-sale agreement

Securities purchased under re-sale agreements are treated as collateralized lending and recorded at the consideration paid and interest accrued thereon. The amount lent is shown as an asset either as loans and advances to customers or loans to other banks.

The difference between purchase price and re-sale price is treated as interest received and accrued evenly over the life of Repo agreement.

2.2.9 Receivables

Receivables are recognized when there is a contractual right to receive cash or another financial asset from another entity.

2.2.10 IFRS 16 "Leases" and its relevant assumptions and disclosures

IFRS 16 Leases, defines a lease as "A contract, or part of a contract, that conveys the right to use an asset for a period of time in exchange for consideration". In order for such a contract to exist the user of the asset needs to have the right to:

- obtain substantially all the economic benefits from the use of asset (identifiable asset)
- direct the use of asset

Measurement and recognition of leases as a lessee

Right-of-use assets

The Bank recognises right-of-use assets at the date of initial application of IFRS 16. Right-of-use assets are measured at cost, less any accumulated depreciation, and adjusted for any re-measurement of lease liabilities. Right-of-use assets are depreciated on a straight-line basis over the lease term. The right-of-use assets are presented under property, plant and equipment.

Lease Liabilities

At the commencement date of the lease, the bank recognizes lease liabilities measured at the present value of lease payments to be made over the lease term using incremental borrowing rate at the date of initial application. Lease liability is measured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments, and re-measuring the carrying amount to reflect any reassessment or lease modifications. Interest on the lease liability in each period during the lease term shall be the amount that produces a constant periodic rate of interest on the remaining balance of the lease liability.

2.2.11 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 has been awarded ownership of the mortgage properties according to the verdict of the Honorable Court in accordance with the section 33 (7) of "Artharin Adalat-2003". The value of Non-banking Assets has been determined and reported in the financial statements on the basis of the valuation report of an independent valuer, details of which is presented in note-11.

2.2.12 Reconciliation of inter-bank and inter-branch account

Accounts with regard to inter-bank (in Bangladesh and outside Bangladesh) are reconciled regularly and there are no material differences which may affect the financial statements significantly. Un-reconciled entries / balances in the case of inter-branch transactions as on the reporting date are not material.

2.3 Share Capital

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

2.3.1 Authorized Capital

Authorized capital is the maximum amount of share capital that the Bank is authorized by its Memorandum and Articles of Association. Details are shown in note 15.1.

2.3.2 Paid up Capital

Paid up capital represents total amount of shareholders' 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 a winding-up of the Bank, ordinary shareholders are ranked after all other shareholders and creditors and are fully entitled to any residual proceeds of liquidation. Details are shown in note 15.2.

2.4 Statutory reserve

The Bank is required to transfer at least 20% of its profit before tax to the Statutory Reserve in accordance with provisions of section 24 of the Banking Companies Act, 1991. This is mandatory until such reserve is equal to the paid-up capital together with amount in the share premium account.

2.5 Non controlling interest in subsidiaries

Non-controlling interest in business is an accounting concept that refers to the portion of a subsidiary corporation's stock that is not owned by the parent corporation. The magnitude of the non-controlling interest in the subsidiary company is always less than 50% of outstanding shares, else the corporation would cease to be a subsidiary of the parent. Non-controlling interest belongs to other investors and is reported on the consolidated balance sheet of the owning company to reflect the claim on assets belonging to other, non-controlling shareholders.

Also, non-controlling interest is reported on the consolidated profit and loss account as a share of profit belonging to non-controlling shareholders.

2.5.1 a) Prime Bank Sub-ordinated Bond-3

Prime Bank subordinated bond-3 was issued on August 12, 2018 after obtaining approval from Bangladesh Securities & Exchange Commission and Bangladesh Bank vide their letter BSEC/CI/DS-16/2014/230 dated April 03, 2018 and BRPD (BFIS) 661/14B (P)/2018-3296 dated May 22, 2018 respectively. The bond bears interest with floating rate payable semi-annually on 12 August and 12 February each year. Floating rate is determined by calculating a benchmark rate i.e. peer banks' most recent average FDR rate and 2.00% margin with a floor at 7.00% and capped at 10.50% p.a. The bond amount has been fully redeemed during the year.

b) Prime Bank Sub-ordinated Bond-4

Prime Bank Subordinated Bond-IV was issued on 21 December 2023 after obtaining approval from Bangladesh Securities & Exchange Commission and Bangladesh Bank vide their letter BSEC/CI/DS-217/2023/1322 dated June 26, 2023 and BRPD (BS) 661/14B(P)/2023/4236 dated June 04, 2023 respectively. The bond bears interest with floating rate payable semi-annually on 01 January and 01 July each year. Floating rate is determined by calculating a benchmark rate i.e. all private commercial schedule banks (excluding the banks incorporated after the year 2012) most recent average FDR rate and 2.00% margin with a floor at 6.00% and capped at 10.00% p.a.

2.5.2 Share premium

Share premium is the capital that the Bank raises upon issuing shares that is in excess of the nominal value of the shares. The share premium may be applied by the Bank in paying up unissued shares to be allotted to members as fully paid bonus shares or writing-off the preliminary expenses of the Bank or the expenses of or the commission paid or discount allowed on, any issue of shares or debentures of the Bank or in providing for the premium payable on the redemption of any redeemable preference shares or of any debentures of the Bank as per the provision of section 57 of the Companies Act 1994. Share premium was shown in accounts after deduction of income tax @ 3% on share premium as per finance Act-2010.

2.6 Contingent liabilities

A contingent liability is -

A 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

A present obligation that arises from past events but is not recognized because:

a) it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or

b) 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 recognition of income which may never be realized.

2.7 Deposits and other accounts

Deposits by customers and banks are recognized when the Bank enters into contractual provisions of the arrangements with the counterparties, which is generally on trade date, and initially measured at the consideration received.

2.8 Borrowings from other banks, financial institutions and agents

Borrowed funds include call money deposits, borrowings, re-finance borrowings and other term borrowings from banks, financial institutions and agents. These are stated in the balance sheet at amounts payable. Interest paid / payable on these borrowings is charged to the profit & loss account.

Disclosures of borrowings against Repo are shown in notes- 6a.7 to 6a.8 and 47

2.9 Basis for valuation of liabilities and provisions

2.9.1 Provision for current taxation

Provision for current tax for the year has been made based on tax rates and tax laws which are enacted at the reporting date, including any adjustment for tax payable in previous periods. Provision for current income tax has been made @ 37.5% on the taxable business income and @ 20% on taxable dividend income and @ 15% on realized gain on trading of shares as prescribed in the Income Tax Act 2023.

2.9.2 Deferred taxation

Deferred tax is accounted for in accordance with IAS 12: "Income Taxes". Deferred tax assets and liability being recognized within the Statement of Financial Position. IAS 12 defines a deferred tax liability as being the amount of income tax payable in future periods. Deferred tax is recognized on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and are accounted for using the balance sheet liability method. 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. 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.

2.9.3 Benefits to the employees

The benefits accrued for the employees of the Bank as on reporting date have been accounted for in accordance with the provisions of International Accounting Standard-19, "Employee Benefit". Basis of enumerating the benefit schemes operated by the Bank are outlined below:

a) Provident fund

Provident fund benefits are given to the permanent employees of the Bank in accordance with Bank's service rules. Accordingly, a trust deed and provident fund rules were prepared. The Commissioner of Income Tax, Taxes Zone-5, Dhaka has approved the Provident Fund as a recognized provident fund within the meaning of section 2(52), read with the provisions of part - B of the First Schedule of Income Tax Ordinance 1984. The recognition took effect from July 07, 1997.The Fund is operated by a Board of Trustees consisting seven members (03 members from management and other 04 members nominated by the Board of Directors) of the Bank. All confirmed employees of the Bank are contributing 10% of their basic salary as subscription to the Fund. The Bank also contributes equal amount of the employees' contribution. Interest earned from the investments is credited to the members' account on yearly basis.

b) Gratuity fund

The Bank operates a funded gratuity scheme on "Continuing Fund Basis", in respect of which provision is made regularly according to the recommendation of Actuarial which is covering all its permanent eligible employees in accordance with Bank Service Rules. The Second Secretary (Tax Exemption), National Board of Revenue, Segun Bacha, Dhaka has approved the Prime Bank PLC. Employees' Gratuity Fund as a recognized Gratuity Fund (Letter Ref no. 08.01.0000.035.02.0016.2013/2 17, dated 22/07/2013) within the meaning of Para 2,3 & 4, read with the provisions of Part - C of the First Schedule of Income Tax Ordinance 1984. The recognition took effect from July 22, 2013. The Fund is operated by a Board of Trustees consisting seven members (02 members from the Board of Directors and other 05 members from management) of the Bank. Actuary valuation of gratuity scheme has been made based on the data of 31 December 2024 and which is effected from 01 January 2024 to assess the adequacy of the liabilities provided for the scheme as per IAS-19 "Employees Benefit".

c) Incentive bonus

10% of Net Profit after Tax (NPAT) is given to the employees as incentive bonus. This bonus amount is distributed among the employees based on their performance. The bonus amount is paid annually, and the costs are accounted for in the period to which it relates.

2.9.4 Other liabilities

Other liabilities comprise items such as provision for loans and advances/investments, provision for taxation, interest payable, interest suspense, accrued expenses, obligation under finance lease etc. Other liabilities are recognized in the balance sheet according to the guidelines of Bangladesh Bank, Income Tax Act 2023, International Accounting Standards and internal policy of the Bank.

2.9.5 Provision for liabilities

A provision is recognized in the balance sheet when the Bank has legal or constructive obligation as a result of a past event and it is probable that an outflow of economic benefit will be required to settle the obligations, in accordance with the IAS 37 "Provisions, Contingent Liabilities and Contingent Assets".

2.9.6 Provision for Off-balance sheet exposures

Off-balance sheet items have been disclosed under contingent liabilities and other commitments as per Bangladesh Bank guidelines. Banks are required to maintain provision against Off-balance sheet items as per BRPD Circular # 14, dated September 23, 2012 and BRPD Circular # 07 dated June 21, 2018.

2.9.7 Provision for nostro accounts

As per instructions contained in the circular letter no. FEPD (FEMO) / 01 / 2005-677 dated 13 September 2005 issued by Foreign Exchange Policy Department of Bangladesh Bank, provision is to be maintained for the un-reconciled debit balance of nostro account more than 3 months as on the reporting date of these financials. Since there are no unreconciled entries which are outstanding more than 3 months, no provision is required to be maintained.

2.9.8 Disclosure Statement: Compliance with Bangladesh Bank Start-up Fund Directives

This statement outlines the Bank's adherence to and ongoing engagement with directives from Bangladesh Bank concerning funding for start-up entrepreneurs.

As per SMESPD Circular No. 4 (dated 29 March 2021) and Circular No. 5 (dated 26 April 2021), Bangladesh Bank required all scheduled banks to establish a "start-up fund" through an annual transfer of 1% of net profit, as per audited financial statements. This mandate applied for five years, commencing with the financial year ended 31 December 2020, and continuing until 31 December 2024. Funds were designated for loan/investment disbursements to start-up entrepreneurs. A dedicated account heading, 'Start-up fund", was to be created and disclosed under "other liabilities" in the balance sheet. The Bank fully complied with this directive, transferring 1% of its net profit to the 'Start-up fund' annually during the specified period.

On 09 July 2025, through SMESPD Circular No. 02 (Master Circular on Financing Start-ups), Bangladesh Bank now instructs all banks and financial institutions to transfer 1 % of their annual net profit to a dedicated 'Start-up Equity Investment Fund'. Bangladesh Bank is planning to form a Venture Capital Company and utilize these cumulative funds for equity investment in such Venture Capital Company as stated in the circular.

The Bank was engaged in discussions with Bangladesh Bank to establish a clear roadmap for compliance with the directives. Pending resolution of these discussions, the Bank will continue to transfer 1% of its annual net profit to the 'Start-up Equity investment Fund', which is disclosed as a separate line item under "Other liabilities' in these financial statements.

2.10 Revenue recognition

2.10.1 Interest income (Conventional Banking)

Interest income is recognized on accrual basis. Interest on unclassified loans and advances are calculated at the prescribed rates to be taken into income. Interest is ceased to be taken into income when such loans and advances are marked as classified as per criteria prescribed by the Bangladesh Bank. It is then kept in interest suspense account. Interest/Profit on classified advances/investment is recognized income upon realization.

2.10.2 Profit on investment (Islamic Banking Branches)

Mark-up on investment is taken into income account proportionately from profit receivable account. Overdue charge / compensation on classified investments is transferred to compensation suspense account instead of income account.

2.10.3 Investment income (Conventional Banking Branches)

Interest income on investments is recognized on accrual basis. Capital gain on investments in shares is also included in investment income. Capital gain is recognized when it is realized.

2.10.4 Fees and commission income

Fees and commission income arising on services provided by the Bank are recognized when those are realized. Commission charged to customers on letters of credit and letters of guarantee is credited to income at the time of transactions being recorded in the books of accounts.

2.10.5 Dividend income on shares

Dividend income on shares is recognized during the period when right to receive the dividend is established.

2.10.6 Interest paid and other expenses (Conventional Banking Branches)

In terms of the provisions of IAS-1 "Presentation of Financial Statements" interest and other expenses are recognized on accrual basis.

2.10.7 Profit paid on deposits (Islamic Banking Branches)

Profit paid to mudaraba depositors is recognized on accrual basis as per provisional rate.

2.10.8 Dividend payments

Interim dividend is recognized when recommended by the Board of Directors. Final dividend is recognized when it is approved by the shareholders.

The proposed dividend for the year 2025 has not been recognized as a liability in the balance sheet in accordance with the IAS-10 : Events After the Reporting Period.

Dividend payable to the Bank's shareholders is recognized as a liability and deducted from the shareholders' equity in the period in which the shareholders' right to receive payment is established.

2.11 Risk management

Risk is inherent to the banking business. In Prime Bank, risk is managed through a clear organizational structure, risk management and monitoring process that are closely aligned with the activities of the Bank's risk management policy and process as well as in line with the guidelines provided by the Bangladesh Bank. The Bank's risk management policy and process are composed with all the structure, policies, process and strategies within the Bank so that it does not conflict with other risk management policies.

The essential elements of an effective risk management framework are:

1. Clearly defined roles and responsibilities to avoid conflict of interest between business lines.
2. Developing a risk culture where everyone will understand the impact of risk before taking any business decision.
3. Robust risk management and governance by the board for understanding the risks taken by the Bank for safety and protection of the assets.

2.12 Core risk management

BRPD circular no. 17 dated 07 October 2003 and BRPD circular no. 04 dated 05 March 2007 require banks to put in place an effective risk management system. The risk management system of the Bank covers the following risk areas.

2.12.1 Credit risk

It arises mainly from lending, trade finance, leasing and treasury businesses. This can be described as potential loss arising from the failure of a counter party to perform as per contractual agreement with the Bank. The failure may result from the unwillingness of the counter party or decline in his / her financial condition. Therefore, the Bank's credit risk management activities have been designed to address all these issues.

The Bank has segregated duties of the officers / executives involved in credit related activities. A separate Corporate Division has been formed at Head Office which is entrusted with the duties of maintaining effective relationship with the customers, marketing of credit products, exploring new business opportunities, etc. Moreover, credit approval, administration, monitoring and recovery functions have been segregated. For this purpose, three separate units have been formed within the credit division. These are (a) Credit Risk Management Unit (b) Credit Administration Unit and (c) Credit Monitoring and Recovery Unit. Credit Risk Management Unit is entrusted with the duties of maintaining asset quality, assessing risk in lending to a particular customer, sanctioning credit, formulating policy / strategy for lending operation, etc. Adequate provision has been made on classified loans / investments which is shown in note-14a.3.

A thorough assessment is done before sanction of any credit facility at Credit Risk Management Unit. The risk assessment includes borrower risk analysis, financial analysis, industry analysis, historical performance of the customer, security of the proposed credit facility, etc. Concentration of credit risk is shown in note -7a. 4.

In determining Single borrower / Large loan limit, the instructions of Bangladesh Bank are strictly followed. Internal audit is conducted at periodical intervals to ensure compliance of Bank's and Regulatory policies. Loans are classified as per Bangladesh Bank's guidelines. Concentration of single borrower / large loan limit is shown in note-7a.8.

2.12.2 Foreign exchange risk

Foreign exchange risk is the exposure of an institution to the potential impact of movements in foreign exchange rates. As per the guidelines of Bangladesh Bank, Prime Bank PLC. has developed a detailed Foreign Exchange Risk Management policy to minimize different types of risks associated with foreign exchange transactions. The Bank has also developed different strategies to handle foreign exchange risk by setting different types of limits and risk parameters to measure and monitor foreign exchange risk exposure of the Bank.

The foreign exchange desk of treasury division is involved in foreign exchange dealing activities with different counterparts; the treasury back office is engaged in transfer of funds and passing of the transaction entries in the books of accounts, and the mid office is responsible for verification of the deals. All foreign exchange transactions are revalued at market rate as per the directive of Bangladesh Bank.

2.12.3 Asset liability management

Banks are exposed to the several risks such as Liquidity Risk, Interest Rate Risk, Foreign Exchange Risk, Credit Risk and Operational Risk etc. Monitoring and controlling of these risks is vital to the survival of a financial institution. Asset-Liability Management is a tool to oversee whether different balance sheet risks are properly identified, appropriate policies and procedures are well established to control and limit these risks.

Asset-Liability Committee (ALCO) reviews country's overall economic position, the Bank's liquidity position, key performance ratios, interest rate risk, deposit and advance growth, cost of deposit & yield on advances, deposit & lending pricing strategy and different forecasted balance sheet risks of the Bank.

2.12.4 Money laundering risk

Money laundering is the generic term used to describe the process by which criminals disguise the original ownership and control of the proceeds of criminal conduct by making such proceeds appear to have derived from a legitimate source. Money laundering plays a fundamental role in facilitating the ambitions of the drug trafficker, the terrorist, the organized criminal, the insider dealer, the tax evader as well as the many others who need to avoid the attention of the authorities from the sudden wealth accumulated by them from illegal activities. By engaging in this type of activity it is hoped to place the proceeds beyond the reach of any asset forfeiture laws.

Prime Bank PLC. has implemented an enterprise-wide AML (Anti-Money Laundering) and CFT (Combating the Financing of Terrorism) compliance program, which covers all the activities of the Bank and is reasonably designed to comply with applicable laws and regulations. It is the policy of PBL to take all reasonable and appropriate steps to prevent persons engaged in money laundering, fraud, or other financial crime, including the financing of terrorists or terrorist operations, from utilizing the bank products and services. Prime Bank makes every effort to remain in full compliance with all applicable AML and CFT laws, rules and standards in the jurisdictions in which it does business.

In order to facilitate compliance with AML and CFT requirements, Prime Bank has appointed one of its Senior Executives as the CAMLCO (Chief Anti-Money Laundering Compliance Officer) and a team of employees with experience on AML and CFT requirements under law, as well as money laundering detection and prevention, to oversee banks AML and CFT program. Prime Bank has developed and implemented written AML and CFT policies, procedures, internal controls and systems, which include (but are not limited to) a customer identification program and procedures; procedures to collect and refresh, as appropriate, customer due diligence information; processes to assess risk; processes and systems to monitor customer transactions and activities; processes and systems to identify and report suspicious activities; and, processes to keep required records. Prime Bank educates its all employees on AML and CFT requirements and activities and also subjects its AML and CFT program to regular independent testing. Prime Bank cooperates fully with law enforcement and regulatory investigations and inquiries in identifying the criminals involved in Money Laundering and Terrorist Activities/ Financing.

2.12.5 Internal control & compliance risk

Internal control is fundamental to the successful operation and day-to-day running of a business and it assists the Bank in achieving its business objectives. It encompasses all controls incorporated into the strategic, governance and management processes, covering the Bank's entire range of activities and operations, and not just those directly related to financial operations and reporting. Its scope is not confined to those aspects of a business that could broadly be defined as compliance matters, but extends also to the performance aspects of a business.

Prime Bank PLC. has established a System of Internal Control, which is designed to manage all the risks of failure to a reasonable level, achieve aims and objectives/goals of the Bank and this System provides reasonable assurance of effective & efficient operations covering all controls including financial & operational controls, reliability of the financial information, compliance with applicable laws & regulations, adherence to management policies, safeguarding of Bank's Assets, prevention & detection of fraud & errors, and accuracy & completeness of the accounting records.

The Board of Directors of Prime Bank PLC. regularly reviews the effectiveness of internal control process through its Audit Committee and Executive Committee and the Audit Committee plays an effective role amongst the Board of Directors, Management, Shareholders, Depositors and develops an efficient, powerful and a safe Banking System. The committee also performs a very important role for publishing Bank's financial statements, developing an appropriate internal control system and maintains an effective communication with internal and external Auditors. It significantly contributes in controlling and monitoring various risks factors that arise from the business activities of the Bank. Board Audit Committee reviews the actions taken on internal control issues identified in the reports prepared by the Internal & External Auditors and Regulatory Authorities. It has active oversight on the internal audit's independence, scope of work and resources and it also reviews the functions of Internal Control & Compliance Division of Head Office, particularly the scope of the annual audit plan and frequency of the internal audit activities.

2.12.6 Information and communication technology

The rapid development of information and communication technologies (ICTs) has effectively facilitated in reorganizing business processes and streamlining the provision of its products and services in today's dynamic business environment. Such adoption helps the Bank to develop and maintain competitive advantage for ensuring Bank's profitability and survivability in the market place. The competitive advantage often brings to the Bank numerous benefits including fast business transactions, increasing automation of business processes, improved customer service, and provision of effective decision support in a timely manner. However, the adoption of ICT applications has also brought organizational risks related to ICT such as strategic risk, financial risk, operational risk and technological risk. Risk management plays a critical role in protecting the Bank's information assets. An effective risk management process is an important component of a successful IT security program. ICT risk management is referred to as the essential process to aid enterprise achieving "the new business changes, future investment in information technology system, an increasing ICT threats and an increasing dependence on delivering information in system".

In order to minimize and control these risks successfully, the Bank has developed and implemented ICT risk management policies and strategies, strengthened ICT security infrastructure, acquired centralized real time security monitoring system, implemented centralized hardware system with high availability facility and implemented Disaster Recover Site (DRS), developed Business Continuity Plan (BCP) and human resource backup plan with segregation of duties for different ICT tasks.

2.12.7 Liquidity risk

The object of liquidity risk management is to ensure that all foreseeable funding commitments and deposit withdrawals can be met when due. To this end, the Bank is maintaining a diversified and stable funding base comprising of core retail and corporate deposits and institutional balance (note - 13a). Management of liquidity and funding is carried out by Treasury Department under approved policy guidelines. Treasury front office is supported by a very structured Mid office and Back office. The Liquidity management is monitored by Asset Liability Committee (ALCO) on a regular basis. A written contingency plan is in place to manage extreme situation.

2.12.8 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

Foreign exchange risk is defined as the potential change in earnings due to change in market prices. The foreign exchange risk of the Bank is minimal as most of the transactions are carried out on behalf of the customers against underlying L/C commitments and other remittance requirements.

Treasury Department independently conducts the transactions and the back office of treasury is responsible for verification of the deals and passing of their entries in the books of account. All foreign exchange transactions are revalued at Mark-to-Market rate as determined by Bangladesh Bank at the month-end. All Nostro accounts are reconciled on a monthly basis. The position maintained by the Bank at the end of day was within the stipulated limit prescribed by the Bangladesh Bank.

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 28 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. The market value of equities held was, however, lower than the cost price at the balance sheet date (Annexure-B).

2.12.9 Reputation risk arising from money laundering incidents

For mitigating the Money laundering risks, the Bank has a 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 is continuously given to all category of Officers and Executives for developing awareness and skill for identifying suspicious activities / transactions.

2.12.10 Operational risk

Operational risk may arise from error and fraud due to lack of internal control and compliance. Management through Internal Control and Compliance Division controls operational procedure of the Bank. Internal Control and Compliance Division undertakes periodical and special audit of the branches and divisions at the Head Office for review of the operation and compliance of statutory requirements. The Audit Committee of the Board subsequently reviews the reports of the Internal Control and Compliance Division.

2.12.11 Audit committee disclosures

Audit Committee (AC) of the Board was formed and its roles and responsibilities were defined in line with Corporate Governance Code issued by Bangladesh Securities and Exchange Commission (BSEC) vide BSEC notification BSEC/CMRRCD/2006-158/Admin/80 dated June 03, 2018 and BRPD Circular no. 2 dated February 11, 2024 issued by Bangladesh Bank. The Composition and Qualification of the Audit Committee Members at the year-end are stated below:

Sl No.	Name	Status with Bank	Status with Committee
i)	Dr. Mosttafa Shazzad Hasan FCA, CPA	Independent Director	Chairman
ii)	Nazma Haque	Director	Member
iii)	Nasim Anwar Hossain	Director	Member
iv)	Barrister Nazia Kabir	Independent Director	Member

During the year 2025, the Audit Committee of the Board conducted 7 (Seven) meetings in which the important issues were discussed / reviewed are presented in note no. 48.

2.12.12 Disclosures on Risk management committee

The Risk Management Committee is comprised of 3 (three) members from the Board of Directors in accordance with Bank Company (Amendment) Act 2023 and it does comply with BRPD Circular no. 2, dated February 11, 2024 and Risk Management Guidelines for Banks 2018. The composition of the Risk Management Committee at the year-end are stated below:

Sl No.	Name	Status with Bank	Status with Committee
i)	Mafiz Ahmed Bhuiyan	Director	Chairman
ii)	C. Q. K Mustaq Ahmed	Independent Director	Member
iii)	Dr. Mosttafa Shazzad Hasan FCA, CPA	Independent Director	Member

Board Risk Management Committee conducted 5 (Five) meetings during the year where the following important issues were discussed / reviewed:

1 Reviewed Risk Management Policies and Effectiveness of Risk Management Functions- 2024
2 Reviewed the decisions of Executive Risk Management Committee (ERMC) Meetings
3 Reviewed Risk Appetite Statement & its Revision
4 Credit rating status of eligible borrowers
5 Reviewed Stress Testing reports
7 Reviewed Quarterly Report on the restructured large loans
8 Reviewed Revised Risk Management Policy, 2025
9 Reviewed the sharing customers' information with third parties
10 Reviewed and approval of counterparty (CP) limit of Prime Bank and PBL Finance (HK) for Banks
11 Self Assessment Report of Branches and Independent Testing Procedure
12 Reviewed "PBL Trade Based Money Laundering Risk Management & Prevention Guidelines
13 Reviewed Credit Risk Management (CRM) Policy of the Bank
14 Reviewed Guidelines on Environmental & Social Risk Management (ESRM) of Prime Bank
15 Reviewed Product Program Guideline (PPG) for Commercial paper (CP).
17 Reviewed Statement of ICAAP under Supervisory Review Process (SRP)
18 Reviewed report on internal Policies of Prime Bank PLC.
19 Reviewed different policies (Interest Waiver Policy, Exit Policy, Information Security Policy (V.4.0) and other policies, Asset Liability Management (ALM) Policy
22 Reviewed Bank's Infosec Compliance status in reference of Bangladesh Bank Directives.
23 Reviewed Information Technology Policy (Version 3.0) along with supporting procedures, Charter, Templates & Forms
24 Reviewed External Communication Mechanism of Bank
25 Reviewed report on Risks Associated with Credit Card
26 Reviewed Comprehensive Review of Loss Incurring branches, sub-branches & Agent Banking and Mitigation Plan
28 Reviewed Go-Live Dependencies and Associated Risks for Prime NOW
29 Reviewed Expired Bank Guarantees
30 Reviewed the Forced Loan created by debiting Bank account against Import LCs, pending Export receipts and associated risks to the Bank
31 Reviewed the risk associated with the Procurement activities
32 Reviewed Groups with Significant Exposures by the Bank & Associated Risks

33 Reviewed Wholesale Customers having exposure of BDT 100 Crore to below BDT 500 Crore
34 Reviewed Top RMG & & Textile Clients of the Bank & Associated Risks
35 Reviewed Customer's Portfolio with Exit/Gradual Exit and Reduction Strategy & Associated Risks
36 Reviewed the status of Documentation Deferral
37 Reviewed the Investment in Banks, NBFI, Merchant Bank and Stock Brokerage
38 Reviewed External audit observations during last five years
39 Reviewed Fixed Assets Position of the Bank
40 Reviewed the Annual Review of of Prime Bank PLC.
41 Reviewed Treasury Manual of Prime Bank PLC.
43 Review the report on the disbursed loans with audit observations & incomplete documentation revealed in RBIA- 2025 against the Branches
44 Review the report on High & Medium category recurring & pending/unsolved audit compliances for the Branches & Head Office Divisions

2.13 Earnings per share

Basic earnings per share

Basic earnings per share has been calculated in accordance with IAS 33 "Earnings per Share" which has been shown on the face of the profit and loss account. This has been calculated by dividing the basic earnings by the weighted average number of ordinary shares outstanding at the end of the year.

Diluted earnings per share

Diluted earnings per share is not required to be calculated for the year as there was no element for dilution during the year under review.

2.14 Events after the reporting period

Where necessary, all the material events after the reporting period have been considered and appropriate adjustment / disclosures have been made in the financial statements.

2.15 Memorandum items

Memorandum items are maintained to have control over all items of importance and for such transactions where the Bank has only a business responsibility and no legal commitment. Bills for collection, savings certificates, wage earners bonds etc. fall under the memorandum items. However, Bills for Collection are shown under contingent liabilities as per Bangladesh Bank's guidelines.

2.16 Related party transaction

Related party transaction is a transfer of resources, services or obligations between related parties, regardless of whether a price is charged. Information on related party transactions are given in note-49.

2.17 Information about business and geographical segments

Segmental information is presented in respect of the Group's business and of Prime Bank PLC.

Geographical segments

Geographical segments report consists of products and services within a particular economic environment where risks and returns are different from those of other economic environments. These segments comprise of Prime Bank PLC., Offshore Banking Units, Prime Bank Investment PLC., Prime Bank Securities Limited, Prime Bank Fintech Limited, Prime Exchange Co. (Pte.) Ltd. Singapore and PBL Finance (Hong Kong) Limited. Geographical segments report are shown in Annexure-H.

Business segments

Business segments report consists of products and services whose risks and returns are different from those of other business segments. These segments comprise Conventional Banking including Offshore Banking Units, Islamic Banking, Prime Bank Investment PLC., Prime Bank Securities Limited and Prime Bank Fintech Limited. Business segments report are shown in Annexure-H.

Inter-segment transactions are generally based on inter-branch fund transfer measures as determined by the management. Income, expenses, assets and liabilities are specifically identified with individual segments. Based on such allocation, segmental balance sheet as on 31 December 2025 and segmental profit and loss account for the year ended 31 December 2025 have been prepared.

2.18 Compliance with International Financial Reporting Standards (IFRS)

Name of the Standards	Ref	Status
Presentation of Financial Statements	IAS 1	Applied *
Inventories	IAS 2	N/A
Statement of Cash Flows	IAS 7	Applied*
Accounting Policies, Changes in Accounting Estimates and Errors	IAS 8	Applied
Events after the reporting period	IAS 10	Applied
Income Taxes	IAS 12	Applied
Property, Plant and Equipment	IAS 16	Applied
Employee Benefits	IAS 19	Applied
Accounting for Government Grants and Disclosure of Government Assistance	IAS 20	N/A
The Effects of Changes in Foreign Exchange Rates	IAS 21	Applied
Borrowing Costs	IAS 23	Not Applied****
Related Party Disclosures	IAS 24	Applied
Accounting and Reporting by Retirement Benefit Plans	IAS 26	N/A **
Separate Financial Statements	IAS 27	Applied
Investments in Associates and Joint Ventures	IAS 28	N/A
Financial Instruments: Presentation	IAS 32	Applied *
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*
Intangible Assets	IAS 38	Applied
Financial Instruments: Recognition and Measurement	IAS 39	Applied (with some departure)
Investment Property	IAS 40	N/A
Agriculture	IAS 41	N/A
First time adoption of International Financial Reporting Standards	IFRS 1	N/A
Share Based Payment	IFRS 2	N/A
Business Combinations	IFRS 3	N/A
Insurance Contracts	IFRS 4	N/A
Non-current Assets Held for Sale and Discontinued Operations	IFRS 5	N/A
Exploration for and Evaluation of Mineral Resources	IFRS 6	N/A
Financial Instruments: Disclosures	IFRS 7	Applied *
Operating Segments	IFRS 8	Applied
Financial Instruments	IFRS 9	Applied *
Consolidated Financial Statements	IFRS 10	Applied
Joint Arrangements	IFRS 11	N/A
Disclosure of Interests in other entities	IFRS 12	N/A
Fair Value Measurement	IFRS 13	Applied
Regulatory Deferral Accounts	IFRS 14	N/A
Revenue from Contractors with Customers	IFRS 15	Applied
Leases	IFRS 16	Applied
Insurance Contracts	IFRS 17	N/A

N/A= Not Applicable

* In order to comply with certain specific rules and regulations of the local Central Bank (Bangladesh Bank) which are different Fto IAS/IFRS, some of the requirements specified in these IAS/IFRSs are not applied. Refer below (note-2.19) for such recognition and measurement differences that are most relevant and material to the Bank and the Group.

** This Standard regards a retirement benefit plan as a reporting entity separate from the employers of the participants in the plan. Therefore, it is not applicable for the Bank's annual report as it is the employer and not the retirement benefit plan itself.

*** The objective of IAS 34 is to prescribe the minimum content of an interim financial report and to prescribe the principles for recognition and measurement in complete or condensed financial statements for an interim period and hence it is not applicable for annual financial statements. However, the Bank being a listed entity in Dhaka and Chittagong Stock Exchanges regularly publishes Interim Financial Reports complying with IAS 34.

**** Not Applied due to not having transaction during the year.

2.19 A number of new standards and amendments to standards are effective for annual periods beginning on 1 January 2025. However, none of these new and amended standards are expected to have a significant impact on the Bank's financial statements.

The following new standards and amendments to standards are effective for annual periods beginning after 1 January 2026 and earlier application is permitted, but the Bank has not early adopted. However, none of these new and amended standards are expected to have a significant impact on the Bank's financial statements.

Classification and measurement of financial instruments-Amendments to IFRS 9 and IFRS 7

- Annual improvements to IFRS accounting standards - Volume 11

- IFRS 18 Presentation and Disclosure in Financial Statements

- IFRS 19 Subsidiaries without Public Accountability: Disclosures

2.20 Departures from IAS/IFRS

The consolidated financial statements of the Group and the financial statements of the Bank as at and for the year ended 31 December 2025 have been prepared under the historical cost convention except investments and in accordance with the "First Schedule" (section 38) of the Bank Company 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 2020, 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. Material departures from the requirements of IFRS are as follows:

i) Investment in shares and Securities

IFRS: As per requirements of IFRS 9, classification and measurement of investment in shares and securities will depend on how these are managed (the entity's business model) and their contractual cash flow characteristics. Based on these factors it would generally fall either under "at fair value through profit or loss account" or under "at fair value through other comprehensive income" 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 other comprehensive income respectively.

Bangladesh Bank: As per Banking Regulation and Policy Department (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 of the companies concerned respectively. Provision should be made for any loss arising from diminution in value of investment; otherwise investments are recognized at cost.

ii) Revaluation gain/loss on Government securities

IFRS: As per requirement of IFRS 9 where securities will fall under the category of fair value through profit or loss account, any change in the fair value of assets is recognized through the profit and loss account. Securities designated as amortized cost are measured at effective interest rate method and interest income is recognized through the profit and loss account.

T-bills and T-Bonds designated as "held to maturity" are measured at amortized cost method and interest income is recognized through the profit and 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.

iii) Provision on loans and advances

IFRS: As per IFRS 9 an entity shall recognize an impairment allowance on loans and advances based on expected credit losses. At each reporting date, an entity shall measure the impairment allowance for loans and advances at an amount equal to the lifetime expected credit losses on an individual or collective basis considering all reasonable and relevant available information. For those loans and advances for which the credit risk has not increased significantly since initial recognition, at each reporting date, an entity shall measure the impairment allowance at an amount equal to 12 month expected credit losses.

Bangladesh Bank: As per BRPD circular no. 14, dated 23 September 2012, BRPD circular no. 15, dated 23 September 2012, BRPD circular no. 19, dated 27 December 2012, BRPD circular no. 05, dated 29 May 2013, BRPD circular no. 16, dated 18 November 2014, BRPD circular no. 08, dated 02 August 2015, BRPD circular no. 12, dated 20 August 2017, BRPD circular no. 15, dated 27 September 2017, BRPD circular no. 01, dated 20 February 2018, BRPD circular no. 07, dated 21 June 2018, BRPD circular no. 13, dated 18 October 2018, BRPD circular no. 03, dated 21 April 2019, BRPD circular no. 52, dated 20 October 2020, BRPD circular no. 16, dated 21 July 2020, BRPD circular no. 56, dated 10 December 2020, BRPD circular no. 03, dated 31 January 2021, BRPD circular no. 05, dated 24 March 2021, BRPD circular letter no. 50, dated 14 December 2021, BRPD circular letter no. 52, dated 29 December 2021, BRPD circular letter no. 53, dated 30 December 2021, BRPD circular letter no. 51, dated 18 December 2022 and BRPD circular letter no. 53, dated 22 December 2022 a general provision at 0.25% to 2% under different categories of unclassified loans (good/ standard loans) has to be maintained regardless of objective evidence of impairment. Also, specific provision for sub-standard loans, doubtful loans and bad losses has to be provided at 5%-20%, 5%-50% and 100% respectively for loans and advances depending on time past due. Again, as per BRPD circular no. 10 dated 18 September 2007 and BRPD circular no. 14 dated 23 September 2012, 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 9.

iv) Recognition of interest in suspense

IFRS: Loans and advances to customers are generally classified at amortized cost as per IFRS 9 and interest income is recognized by using the effective interest rate method to the gross carrying amount over the term of the loan. Once a loan subsequently become credit-impaired, the entity shall apply the effective interest rate to the amortized cost of these loans and advances.

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 (OCI) is a component of financial statements or the elements of OCI are to be included in a single other comprehensive income statement.

Bangladesh Bank: Bangladesh Bank has issued templates for financial statements which to be followed by all banks. The templates of financial statements issued by Bangladesh Bank do not include Other Comprehensive Income nor are the elements of Other Comprehensive Income allowed to include in a Single Comprehensive Income (OCI) 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 categories, recognize, measure and present financial instruments differently from those prescribed in IFRS 9. As such full disclosure and presentation requirements of IFRS 7 and IAS 32 cannot be made in the financial statements.

vii) Repo and Reverse Repo transactions

IFRS: As per IFRS 9 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), the arrangement is treated as a loan and the underlying asset continues to be recognized at amortized cost in the entity's financial statements. The difference between selling price and repurchase price will be treated as interest expense. The same rule applies to the opposite side of the transaction (reverse repo).

Bangladesh Bank: As per DOS Circular letter no. 6 dated 15 July 2010 and subsequent clarification in DOS circular no.2 dated 23 January 2013, 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.

However, as per DMD circular letter no.7 dated 29 July 2012, non primary dealer banks are eligible to participate in the Assured Liquidity Support (ALS) programmed, whereby such banks may enter collateralized repo arrangements with Bangladesh Bank. Here the selling bank accounts for the arrangement as a loan, thereby continuing to recognize the asset.

viii) Financial guarantees

IFRS: As per IFRS 9, financial guarantees are contracts that require the issuer 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 original or modified terms of a debt instrument. Financial guarantee liabilities are recognized initially at their fair value plus transaction costs that are directly attributable to the issue of the financial liabilities. The financial guarantee liability is subsequently measured at the higher of the amount of loss allowance for expected credit losses as per impairment requirement and the amount initially recognized less, income recognized in accordance with the principles of IFRS 15. Financial guarantees are included within other liabilities.

Bangladesh Bank: As per BRPD circular no. 14 dated 25 June 2003, financial guarantees such as letter of credit, letter of guarantee 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 highly liquid assets such as money at call and short notice, T-bills, prize bonds are not prescribed to be shown as cash and cash equivalents rather shown as a separate item in the balance sheet. However, in the cash flow statement, money at call and short notice and prize bonds are shown as cash and cash equivalents.

x) Non-banking asset

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

Bangladesh Bank: As per BRPD circular no. 14 dated 25 June 2003, there is a separate item named Non-banking asset.

xi) Cash flow statement

IFRS: Cash flow statement can be prepared 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 circular no. 14 dated 25 June 2003, cash flows is the mixture of the 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: An 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 circular no. 14 dated 25 June 2003.

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.

Bangladesh Bank: As per BRPD circular no. 14 dated 25 June 2003, off balance sheet items (e.g. Letter of credit, Letter of guarantee etc.) must be disclosed separately on the 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 circular no. 14 dated 25 June 2003, 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 circular no. 14 dated 25 June 2003, provision on loans and advances are presented separately as liability and cannot be net off against loans and advances.

2.21 The Bank's compliance with related pronouncements by Bangladesh Bank:

i) Internal Control

The objective of internal control is to ensure that management has reasonable assurance that (i) operations are effective, efficient and aligned with strategy, (ii) financial reporting and management information is reliable, complete and timely accessible, (iii) the entity is in compliance with applicable laws and regulations as well as its internal policies and ethical values including sustainability, and (iv) assets of the Company are safeguarded and frauds & errors are prevented or detected.

Prime Bank PLC. has established an effective internal control system whose primary aim is to ensure the overall control of risks and provide reasonable assurance that the objectives set by the Bank will be met. It has designed to develop a high level risk culture among the personnel of the Bank, establish efficient and qualified operating model of the Bank, ensure reliability of internal and external information including accounting and financial information, secure the Bank's operations and assets, and comply with laws, regulatory requirements and internal policies.

The Board of Directors of Prime Bank, through its Audit Committee, periodically reviews the effectiveness of Bank's internal control system covering all the material controls, including financial, operational and compliance controls, risk management systems, the adequacy of resources, qualifications and experience of staff of the accounting and financial reporting function, training programs, budget, etc. Audit Committee of the Board reviews the actions taken on internal control issues identified by the Internal & External Auditors and Regulatory Authorities. It has active oversight on the internal audit's independence, scope of work and resources and it also reviews the functions of Internal Control & Compliance Division of Head Office, particularly the scope of the annual audit plan and frequency of the internal audit activities.

ii) Internal Audit

Internal Audit is the continuous and systematic process of examining and reporting on the activities of an organization undertaken by the specially assigned staff(s). It can assure the management that the Internal Controls are adequate and in operations, the policies and systems laid down are being adhered to and accounting records provided by the lower level are correct.

Internal Audit Mechanism is used as an important element to ensure good governance of Prime Bank. Internal Audit Activity of the bank is effective and it provides senior management with a number of important services. These include detecting and preventing fraud, testing internal control, and monitoring compliance with own policies & procedures, applicable rules & regulations, instructions/ guidelines of regulatory authority etc.

During the year 2025, ICCD conducted inspection on many of the Branches/ Divisions of Head Office of the Bank and submitted reports presenting the findings of the audits/ inspections. Necessary control measures and corrective actions have been taken on the suggestions or observations made in these reports. The reports or key points of the reports have also been discussed in the meetings of the Audit Committee of the Board and necessary steps have been taken according to the decision of the said Committee for correct functioning of Internal Controls & Compliance.

iii) Fraud and Forgeries

To mitigate fraud and forgeries Prime Bank does always pay due attention on anti-fraud internal controls for prevention of fraud and forgery. The Bank has already implemented various strategies like Financial Control Strategy, Personnel Control Strategy, Accounting Control Strategy, Credit Control Strategy, Cost Control Strategy, Administrative Control strategy, Process Control Strategy etc. in order to strengthening the control system further. Although it is not possible to eliminate all frauds because of the inherent limitations of Internal Control System, the Board of Directors and Management have taken all the measures to keep the operational risk in a very minimum level. Internal Control and Compliance Division (ICCD) assesses and evaluates the effectiveness of Bank's anti-fraud internal control measures, recommends for further improvement in implementation of aforesaid strategies and reports to the Bangladesh Bank on effectiveness of controls at the end of each quarter following their prescribed format.

2.22 Audited Financial Statements of the loanee

Bank collects latest audited Financial Statements for credit approval/renewal of the loanee as available and preserve in the loan file of the particular loan account in line with the instruction of BRPD circular letter no. 04 (dated 04 January 2021). In order to comply with the requirement of BRPD circular letter no. 35 (dated 06 July 2021) Bank has verified DVC mentioned in audited financials with Document Verification System (DVS) developed by Institutions of Chartered Accountants of Bangladesh (ICAB) for all cases from the date of having access in the DVS system.

2.23 Accounting for changes in policy, accounting estimates and errors

IAS - 8 Accounting Policies, Changes in Accounting Estimates and Errors, states that the effect of a change in accounting policy and correction of errors, if material, is to be applied retrospectively, and change in an accounting estimate is to be applied prospectively. The carrying amount of assets, liabilities, or equity may be changed following a change in accounting estimates in the period of the change. The Bank followed the same accordingly and the Bank did not change the accounting policies and accounting estimates during the 31 December 2025. A number of new standards and amendments to standards were effective for annual periods beginning on 1 January 2025. However, none of these new and amended standards are expected to have a significant impact on the these financial statements.

2.24 Sustainability and Climate-related financial disclosure

Bank has prepared a separate report/disclosure in accordance with the Bangladesh Bank Guideline on Sustainability and Climate-related financial disclosure which was issued on 26 December 2023, in accordance with IFRS S1- General Requirements for Disclosure of Sustainability-related Financial Information and IFRS S2- Climate-related Disclosure. Bank is committed to continuously improving its disclosure in order to comply with the changing global standards and implementation pathway provided by Bangladesh Bank.

2.25 Approval of Financial Statements

The financial statements were reviewed by the Audit Committee of the Board in its 202nd meeting held on 05 April 2026 and was approved by the Board of Directors in its 592nd meeting held on 05 April 2026.

2.26 General

a) 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.

b) Figures of previous year have been rearranged and/or restated whenever necessary to conform to current year's presentation.

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
3	**Consolidated cash**		
	i Cash in hand		
	Prime Bank PLC. (note-3a.1)	8,053,676,171	7,238,222,800
	Prime Bank Investment PLC.	25,689	41,848
	Prime Bank Securities Limited	100,000	35,692
	Prime Exchange Co. Pte. Ltd., Singapore	30,081,470	28,318,826
	PBL Exchange (UK) Ltd.	-	-
	PBL Finance (Hong Kong) Limited	-	-
	Prime Bank Fintech Limited	-	-
		8,083,883,330	**7,266,619,166**
	ii Balance with Bangladesh Bank and its agent bank(s)		
	Prime Bank PLC. (note-3a.2)	37,617,590,045	21,931,474,479
	Prime Bank Investment PLC.	-	-
	Prime Bank Securities Limited	-	-
	Prime Exchange Co. Pte. Ltd., Singapore	-	-
	PBL Exchange (UK) Ltd.	-	-
	PBL Finance (Hong Kong) Limited	-	-
	Prime Bank Fintech Limited	-	-
		37,617,590,045	**21,931,474,479**
		45,701,473,375	**29,198,093,645**
3a	**Cash of the Bank**		
3a.1	**Cash in hand**		
	In local currency	7,790,865,199	7,006,500,775
	In foreign currency	262,810,972	231,722,025
		8,053,676,171	**7,238,222,800**
3a.2	**Balance with Bangladesh Bank and its agent bank(s)**		
	In local currency	33,881,065,874	19,466,625,393
	In foreign currency	2,756,139,707	1,208,438,608
		36,637,205,581	20,675,064,000
	Sonali Bank as agent of Bangladesh Bank (Local currency)	980,384,464	1,256,410,479
		37,617,590,045	**21,931,474,479**
		45,671,266,216	**29,169,697,279**

Reconciliation statements regarding Bangladesh Bank balance are given **Annexure-A-1**

3a.3 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 and MPD circular nos.01 & 02, dated June 23, 2014 and December 10, 2013 & DOS circular no.1 dated 19 January 2014 & MPD Circular no.01 dated April 03, 2018 & DOS circular letter no. 26 dated 19 August 2019 and MPD Circular no. 03 dated April 09, 2020.

The Cash Reserve Requirement on the Bank's time and demand liabilities at the rate of 4% has been calculated and maintained with Bangladesh Bank and 13% Statutory Liquidity Ratio for conventional banking and 5.50% Statutory Liquidity Ratio for Islamic banking , excluding CRR, on the same liabilities has also been maintained in the form of treasury bills, bonds and debentures including FC balance with Bangladesh Bank. Both the reserves maintained by the Bank are in excess of the statutory requirements, as shown below:

a)	**Cash Reserve Requirement**		
	Required reserve	16,505,571,680	14,042,738,680
	Actual reserve maintained	33,614,726,801	19,066,840,712
	Surplus / (deficit)	**17,109,155,121**	**5,024,102,032**

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
	b) Statutory Liquidity Ratio		
	Required reserve	56,581,166,545	48,260,757,940
	Actual reserve maintained- **(note-3a.5)**	201,600,266,790	122,655,732,480
	Surplus / (deficit)	**145,019,100,245**	**74,394,974,540**
	Total required reserve	73,086,738,225	62,303,496,620
	Actual reserve held	235,214,993,592	141,722,573,192
	Total surplus	**162,128,255,367**	**79,419,076,572**
3a.4	**Maturity grouping of cash**		
	Payable on demand	29,165,694,535	15,126,958,599
	Up to 1 month	-	-
	Over 1 month but not more than 3 months	-	-
	Over 3 months but not more than 6 months	-	-
	Over 6 months but not more than 1 year	-	-
	Over 1 year but not more than 5 years	-	-
	Over 5 years	16,505,571,681	14,042,738,680
		45,671,266,216	**29,169,697,279**
3a.5	**Held for Statutory Liquidity Ratio**		
	Cash in hand **(note -3a.1)**	8,053,676,171	7,238,222,800
	Balance with Sonali Bank	980,384,460	1,256,410,480
	HTM Securities	104,230,375,408	61,167,003,144
	HFT Securities	70,858,170,731	47,604,585,024
	Un-encumbered approved securities (other eligible)	17,477,660,021	5,389,511,032
		201,600,266,790	**122,655,732,480**
4	**Consolidated balance with other banks and financial institutions**		
	In Bangladesh		
	Prime Bank PLC. (note-4a)	4,226,768,299	770,435,916
	Prime Bank Investment PLC.	949,292,709	156,295,562
	Prime Bank Securities Limited	342,462,985	544,466,976
	Prime Exchange Co. Pte. Ltd., Singapore	-	-
	PBL Exchange (UK) Ltd.	-	-
	PBL Finance (Hong Kong) Limited	-	-
	Prime Bank Fintech Limited	490,950,194	-
		6,009,474,187	1,471,198,454
	Less: Inter-company transaction	1,508,103,459	216,482,976
		4,501,370,728	**1,254,715,478**
	Outside Bangladesh		
	Prime Bank PLC. (note-4a)	2,920,850,102	2,896,602,385
	Prime Bank Investment PLC.	-	-
	Prime Bank Securities Limited	-	-
	Prime Exchange Co. Pte. Ltd., Singapore	230,304,616	191,194,611
	PBL Exchange (UK) Ltd.	-	12,589,818
	PBL Finance (Hong Kong) Limited	54,729,696	91,851,826
	Prime Bank Fintech Limited	-	-
		3,205,884,413	**3,192,238,640**
		7,707,255,141	**4,446,954,119**

NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended 31 December 2025

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
4a	**Balance with other banks and financial institutions of the Bank**		
	In Bangladesh **(note-4a.1)**	4,226,768,299	770,435,916
	Outside Bangladesh **(note-4a.2)**	2,920,850,102	2,896,602,385
		7,147,618,401	**3,667,038,301**
4a.1	**In Bangladesh**		
	Current account		
	Agrani Bank PLC., Principal Branch, Dhaka	30,842	3,252,567
	Agrani Bank PLC., Mirzapur Branch, Mirzapur	27,048	30,058
	The City Bank PLC., Dhaka	209,283	264,144
	Islami Bank BD PLC., Local Office, Dhaka	1,032,115	2,056,515
	Eastern Bank PLC.	15,502,760	-
	Janata BankPLC., Local Office, Dhaka	44,770	7,380,714
	Janata Bank PLC., Ishwardi Branch	3,022	3,942
	National Bank PLC., Rangpur Branch	37,580	38,270
	Sonali Bank PLC., Rangpur Branch	10,339,704	42,361,119
	Sonali Bank PLC., Local Office, Dhaka	2,311,384	1,056,873
	Sonali Bank PLC., Narayanganj	50,755	50,755
	Sonali Bank PLC., Faridpur Branch, Faridpur	69,261,690	26,622,898
	Sonali Bank PLC., Narsingdi Branch	13,002,000	30,002,000
	Standard Chartered Bank, Bangladesh	-	521,475,278
	Offshore Banking Units	2,747,436,711	535,055,448
		2,859,289,663	**1,169,650,580**
	Less: Offshore Banking Units	2,747,436,711	535,055,448
		111,852,953	**634,595,132**
	Special notice deposit accounts		
	Agrani Bank PLC., Principal Branch, Dhaka	191,182	540,012
	Agrani Bank PLC., Takerhat Branch	38,061	37,984
	ICB Islamic Bank PLC., Principal Office, Motijheel, Dhaka	11,574	11,574
	ICB Islamic Bank PLC., Sylhet	15,636	15,866
	Dutch-Bangla Bank PLC., Local Office	85	990,799
	Janata Bank PLC., Local Office, Dhaka	7,306,312	3,296,305
	Bank Al-Falah, Motijheel Branch	14,670,494	14,702,219
		22,233,344	**19,594,759**
	Savings accounts		
	Al Arafah Islami Bank PLC., Dhaka	89,497	89,497
	Bank Al Falah PLC., Dhaka	41,676	41,676
	Social Islami Bank PLC., Principal Branch, Dhaka	79,385	79,385
		210,559	**210,559**
	Fixed/Placement deposits		
	United Commercial Bank PLC.	366,886,200	-
	HSBC Bank	2,500,000,000	-
	Eastern Bank PLC.	366,886,200	-
	The City Bank PLC.	733,772,400	-
	Union Capital PLC.	124,926,644	116,035,466
		4,092,471,444	**116,035,466**
		4,226,768,299	**770,435,916**

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
4a.2	**Outside Bangladesh (NOSTRO Accounts)**		
	Current account		
	AB Bank Ltd., Mumbai, India	(11,200,131)	(6,416,911)
	Axis Bank Ltd., India	26,921,093	23,856,096
	Bank of Bhutan Phuentsholing, Bhutan	1,569,549	1,309,678
	SMBC, Tokyo, Japan	37,432,803	(19,037,010)
	Citibank N.A., Mumbai, India	-	-
	Citibank N.A., London , UK	10,375,492	8,339,682
	Citibank N.A., New York, USA	1,104,193,429	877,945,789
	Commerz Bank AG, Frankfurt , Germany (EURO)	106,061,527	39,777,291
	Commerz Bank AG, Frankfurt , Germany (US$)	45,454,312	19,521,138
	Emirates NBD Bank PJSC, Dubai	42,934,618	15,601,147
	Habib American Bank, New York, USA	189,712,587	299,658,266
	Habib Metropolitan Bank Ltd, Karachi	13,039,172	48,017,246
	HDFC Bank Limited, Kolkata, India	33,482,466	4,595,914
	ICICI Bank Ltd, Mumbai, India	20,350,526	7,833,644
	ICICI Bank Ltd, Hong Kong	60,867,593	35,513,419
	Intesa Sanpaolo SPA, Milano, Italy	(6,860,020)	4,764,616
	J. P. Morgan Chase Bank, New York	84,452,056	(159,360,276)
	Korea Exchange Bank Seoul	34,624,083	45,521,071
	Kookmin Bank, Seoul, South Korea	22,034,798	15,324,647
	Mashreq Bank PSC, New York, USA	583,140,152	1,739,265,211
	Mashreq Bank PSC, Mumbai, India	9,780,584	12,318,527
	Meezan Bank Limited, Pakistan	22,509,828	45,313,484
	MUFG Bank Ltd., TOKYO	23,738,134	4,767,338
	The National Commercial Bank, Jeddah	16,981,054	43,859,834
	Nabil Bank Ltd., Kathmandu	4,470,788	13,052,255
	People's Bank, Colombo, Sri Lanka	18,123,025	17,782,868
	Sonali Bank, Kolkata, India	861,759	9,435,605
	Shanghai Pudong Development Bank	30,765,114	31,832,221
	Standard Chartered Bank, India	191,907,643	(120,799,680)
	Standard Chartered Bank, New York, USA	120,908,253	(199,995,589)
	Standard Chartered Bank, Singapore	3,851,545	29,340,577
	Standard Chartered Bank, London	29,271,205	21,818,877
	Standard Chartered Bank, Frankfurt, Germany	17,546,911	4,128,733
	Unicredito Italiano SPA, Milano, Italy	-	16,300,832
	Wells Fargo Bank N. A. Newyork	-	(41,430,895)
	Zuercher Kantonal Bank, Zurich	31,548,152	6,846,740
	(Annexure-A)	**2,920,850,102**	**2,896,602,385**
4a.3	**Maturity grouping of balance with other banks and financial institutions**		
	Payable on demand	3,422,033,357	3,551,002,835
	Up to 1 month	1,100,658,600	-
	Over 1 month but not more than 3 months	2,500,000,000	-
	Over 3 months but not more than 6 months	124,926,444	116,035,466
	Over 6 months but not more than 1 year	-	-
	Over 1 year but not more than 5 years	-	-
	Over 5 years	-	-
		7,147,618,401	**3,667,038,301**

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
5	**Money at call on short notice**	-	-
6	**Consolidated investments**		
	Government		
	Prime Bank PLC. (note-6a)	190,286,929,915	123,897,698,793
	Prime Bank Investment PLC.	963,776,910	767,506,887
	Prime Bank Securities Limited	816,217,060	352,648,200
	Prime Exchange Co. Pte. Ltd., Singapore	-	-
	PBL Exchange (UK) Ltd.	-	-
	PBL Finance (Hong Kong) Limited	-	-
	Prime Bank Fintech Limited	-	-
		192,066,923,885	**125,017,853,880**
	Others		
	Prime Bank PLC. (note-6a)	5,097,396,074	5,712,813,953
	Prime Bank Investment PLC.	1,471,271,905	1,503,893,578
	Prime Bank Securities Limited	1,137,489,659	1,228,004,471
	Prime Exchange Co. Pte. Ltd., Singapore	-	-
	PBL Exchange (UK) Ltd.	-	-
	PBL Finance (Hong Kong) Limited	-	-
	Prime Bank Fintech Limited	-	-
		7,706,157,638	**8,444,712,002**
		199,773,081,523	**133,462,565,882**
6a	**Investments of the Bank**		
	Investment classified as per Bangladesh Bank Circular:		
	Held for trading (HFT)	85,724,399,569	62,416,013,204
	Held to maturity (HTM)	104,556,073,446	61,478,324,590
	Other securities	5,103,852,974	5,716,174,953
		195,384,325,989	**129,610,512,746**
	a) Government securities:		
	Government bills:		
	91 days treasury bills	-	5,888,267,644
	182 days treasury bills	20,063,702,931	7,274,811,317
	364 days treasury bills	10,043,293,299	3,664,070,451
		30,106,996,230	**16,827,149,412**
	30 days Bangladesh Bank bills	-	-
	Government bonds:		
	Prize bonds	6,456,900	3,361,000
	Government bonds - (note-6a.2)	160,173,476,785	107,067,188,381
		160,179,933,685	**107,070,549,381**
		190,286,929,915	**123,897,698,793**
	b) Other investments:		
	Al-Arafah Islami Bank PLC. (Mudaraba Subordinated Bond) (note-6a.3)	-	205,250,000
	Eastern Bank PLC. (3rd Subordinated Bond) (note-6a.4)	501,250,000	501,250,000
	Dutch Bangla Bank PLC. (4th Subordinated Bond) (note-6a.5)	1,001,054,167	1,001,050,833
	Mutual Trust Bank PLC. (Perpetual Bond) (note-6a.6)	855,902,778	855,902,778
	Beximco Green Sukuk al Istisna'a (note-6a.7)	400,800,000	400,800,000
	Bongo Building Materials Limited (1st Sukuk Trust) (note-6a.8)	172,600,742	227,039,360
	Shares (note-6a.9)	2,165,788,387	2,521,520,982
		5,097,396,074	**5,712,813,953**
		195,384,325,989	**129,610,512,746**

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
6a.1	**Maturity grouping of investments**		
	On demand	-	-
	Up to 1 month	2,009,476,836	718,702,637
	Over 1 month but not more than 3 months	19,723,721,409	7,369,056,618
	Over 3 months but not more than 6 months	20,196,679,477	11,870,151,657
	Over 6 months but not more than 1 year	43,125,913,230	14,808,487,732
	Over 1 year but not more than 5 years	56,060,033,456	40,082,734,315
	Over 5 years	54,268,501,580	54,761,379,787
		195,384,325,989	**129,610,512,746**
6a.2	**Government bonds**		
	Name of the bonds		
	HTM		
	Bangladesh Government Islamic Investment Bond/SUKUK	16,856,288,038	2,718,351,446
	2 years Bangladesh Government treasury bonds	16,167,755,531	4,002,329,940
	3 years Bangladesh Government treasury bonds	2,027,691,212	
	5 years Bangladesh Government treasury bonds	25,886,989,762	15,937,899,606
	10 years Bangladesh Government treasury bonds	23,897,955,801	19,428,631,756
	15 years Bangladesh Government treasury bonds	7,118,234,946	7,190,489,368
	20 years Bangladesh Government treasury bonds	12,601,158,155	12,200,622,475
		104,556,073,446	**61,478,324,590**
	HFT		
	2 years Bangladesh Government treasury bonds	33,148,321,363	28,224,807,990
	3 years Bangladesh Government treasury bonds	3,409,363,022	149,822,850
	5 years Bangladesh Government treasury bonds	3,866,316,623	1,011,624,653
	10 years Bangladesh Government treasury bonds	166,832,472	207,132,090
	15 years Bangladesh Government treasury bonds	-	1,050,688,990
	20 years Bangladesh Government treasury bonds	160,341,020	133,359,040
	9 years Bangladesh Government special purpose bond	8,601,674,054	8,552,680,234
	10 years Bangladesh Government special purpose bond	6,264,554,784	6,258,747,945
		55,617,403,339	**45,588,863,792**
		160,173,476,785	**107,067,188,381**
6a.3	**Al-Arafah Islami Bank PLC (Mudaraba Subordinated Bond)**		
	Opening balance	205,250,000	407,289,333
	Add: Interest accrued during the year	18,192,575	34,941,709
	Less: Principal redemption during the year	(200,000,000)	(200,000,000)
	Less: Interest received during the year	(23,442,575)	(36,981,042)
	Closing balance	**-**	**205,250,000**
6a.4	**Eastern Bank PLC (3rd Subordinated Bond)**		
	Opening balance	501,250,000	501,226,389
	Add: Investment during the year	-	-
	Add: Interest accrued during the year	45,000,000	44,720,734
	Less: Principal redemption during the year	-	-
	Less: Interest received during the year	(45,000,000)	(44,697,123)
	Closing balance	**501,250,000**	**501,250,000**
6a.5	**Dutch Bangla Bank PLC (4th Subordinated Bond)**		
	Opening balance	1,001,050,833	1,003,526,667
	Add: Investment during the year	-	-
	Add: Interest accrued during the year	127,507,169	114,244,715
	Less: Principal redemption during the year	-	-
	Less: Interest received during the year	(127,503,836)	(116,720,548)
	Closing balance	**1,001,054,167**	**1,001,050,833**

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
6a.6	**Mutual Trust Bank PLC (Perpetual Bond)**		
	Opening balance	855,902,778	855,902,778
	Add: Investment during the year	-	-
	Add: Interest accrued during the year	85,000,000	85,232,876
	Less: Principal redemption during the year	-	-
	Less: Interest received during the year	(85,000,000)	(85,232,876)
	Closing balance	**855,902,778**	**855,902,778**
6a.7	**Beximco Green Sukuk al Istisna'a (Special Fund)**		
	Opening balance	400,800,000	400,800,000
	Add: Investment during the year	-	-
	Add: Interest accrued during the year	36,000,000	40,600,000
	Less: Principal redemption during the year	-	-
	Less: Interest received during the year	(36,000,000)	(40,600,000)
	Closing balance	**400,800,000**	**400,800,000**
6a.8	**Bongo Building Materials Limited (1st Sukuk Trust)**		
	Opening balance	227,039,360	206,337,222
	Add: Investment during the year	-	-
	Add: Interest accrued	20,724,774	39,582,138
	Less: Principal redemption during the year	(52,531,200)	-
	Less: Interest received during the year	(22,632,192)	(18,880,000)
	Closing balance	**172,600,742**	**227,039,360**
6a.9	**Investment in shares**		
	Quoted		
	BARAKA POWER	-	46,126,653
	BATBC	1,048,475,935	1,149,159,601
	BSCCL	57,451,813	57,451,813
	BERGERPBL	56,609,713	34,368,643
	DESCO	19,262,511	19,262,511
	LAFARGE HOLCIM BANGLADESH	5,613,320	-
	UNILEVERCL	7,093,115	7,093,115
	UNION CAPITAL	-	8,229,938
	IDLC	12,170,331	8,256,150
	NATIONAL BANK PLC.	27,970,098	27,970,098
	SINGER BD	103,836,021	103,836,021
	SQURPHARMA	22,609,474	-
	UPGDCL	96,111,263	96,111,263
	UTTARA BANK PLC.	37,009,980	37,009,980
		1,494,213,574	**1,594,875,786**
	From Special Fund		
	BEXIMCO	99,999,953	99,999,953
	Total	**1,594,213,527**	**1,694,875,739**
	Unquoted		
	Central Depository Bangladesh Limited (CDBL)	15,694,430	15,694,430
	Central Counterparty Bangladesh Limited (CCBL)	37,500,000	37,500,000
	Investment in SWIFT	4,184,430	4,184,430
	Blue-wealth 1st Balanced Fund	20,000,000	20,000,000
	Preference Share (Summit)	254,436,000	509,506,383
	Golden Harvest Ice Cream Ltd	239,760,000	239,760,000
		571,574,860	**826,645,243**
	(Annexure -B)	**2,165,788,387**	**2,521,520,982**

6a.10 (i) Disclosure regarding outstanding Repo

Counterparty name	Agreement date	Reversal date	Amount
Bangladesh Bank	28-Dec-25	25-Jan-26	8,222,739,000
Bangladesh Bank	22-Dec-25	5-Jan-26	6,148,418,000
Bangladesh Bank	17-Dec-25	1-Jan-26	6,577,963,000
Bangladesh Bank	23-Dec-25	6-Jan-26	2,938,471,000
Bangladesh Bank	30-Dec-25	6-Jan-26	5,399,252,125
Bangladesh Bank	30-Dec-25	13-Jan-26	8,658,068,000
Total			**37,944,911,125**

6a.10 (ii) Disclosure regarding outstanding Reverse Repo

Counterparty name	Agreement date	Reversal date	Amount
			-
			-
Total			**-**

6a.11 Disclosure regarding Overall transaction of Repo and Reverse Repo

Counterparty name	Minimum Outstanding during the year	Maximum outstanding during the year	Daily average outstanding during the year
Securities sold under Repo			
With Bangladesh Bank	6,148,418,000	37,944,911,125	20,838,479,965
With other Banks & FIS	-	4,089,980,720	11,205,427
Securities purchased under Reverse Repo			
From Bangladesh Bank	2,000,000,000	6,000,000,000	60,273,973
From other Banks & FIS	1,008,282,400	3,081,316,115	130,130,587

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
7	**Consolidated loans, advances and lease / investments**		
	Prime Bank PLC. (note-7a)	284,291,065,117	288,393,987,951
	Prime Bank Investment PLC.	2,778,768,515	3,025,272,852
	Prime Bank Securities Limited	708,239,686	529,716,344
	Prime Exchange Co. Pte. Ltd., Singapore	-	-
	PBL Exchange (UK) Ltd.	-	-
	PBL Finance (Hong Kong) Limited	-	-
	Prime Bank Fintech Limited	-	-
		287,778,073,318	291,948,977,148
	Less: Inter-company transactions	6,043,797,935	5,999,630,009
		281,734,275,383	**285,949,347,139**
	Consolidated bills purchased and discounted (note-8)	**72,115,644,111**	**58,160,432,103**
		353,849,919,494	**344,109,779,242**
7a	**Loans, advances and lease / investments of the Bank**		
	i) Loans, cash credits, overdrafts, etc.		
	Inside Bangladesh		
	Secured overdraft / Quard against TDR	61,691,557,152	61,657,565,982
	Cash credit / Murabaha	21,102,288,893	22,455,350,181
	Loans (General)	67,968,046,368	68,895,642,061
	House building loan	400,108,256	678,668,682
	Loan against trust receipt	9,122,126,103	7,600,112,460
	Retail loan	22,173,405,906	20,073,091,901
	Lease finance / Izara (note - 7a.2)	825,670,743	947,765,532
	Credit card	3,169,861,613	2,508,590,501
	Hire purchases	13,504,720,099	14,358,691,027
	Other loans and advances	84,312,258,257	89,218,509,624
		284,291,065,117	**288,393,987,951**
	Outside Bangladesh	-	-
		284,291,065,117	**288,393,987,951**

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
	ii) Bills purchased and discounted (note-8a)		
	Payable Inside Bangladesh		
	Inland bills purchased	5,755,699,465	4,252,162,796
	Payable Outside Bangladesh		
	Foreign bills purchased and discounted	63,208,652,510	50,811,426,775
		68,964,351,975	**55,063,589,572**
		353,255,417,092	**343,457,577,523**
7a.1	**Residual maturity grouping of loans, advances and lease / investments including bills purchased and discounted**		
	Repayable on demand	-	4,928,467,383
	Up to 1 month	45,461,031,143	43,406,217,618
	Over 1 month but not more than 3 months	92,531,876,456	97,083,150,999
	Over 3 months but not more than 1 year	97,630,133,854	93,929,330,344
	Over 1 year but not more than 5 years	77,525,108,479	71,357,510,958
	Over 5 years	40,107,267,160	32,752,900,221
		353,255,417,092	**343,457,577,523**
7a.2	**Lease finance / Izara**		
	Lease rental receivable within 1 year	47,475,563	65,515,100
	Lease rental receivable within 5 years	779,647,369	882,647,029
	Lease rental receivable after 5 years	-	-
	Total lease / Izara rental receivable	**827,122,932**	**948,162,129**
	Less: Unearned interest receivable	1,452,190	396,598
	Net lease / Izara finance	**825,670,743**	**947,765,532**
7a.3	**Loans, advances and lease / investments under the following broad categories**		
	Loans	201,497,219,073	204,281,071,788
	Cash credits	21,102,288,893	22,455,350,181
	Overdrafts	61,691,557,152	61,657,565,982
		284,291,065,117	288,393,987,951
	Bills purchased and discounted (note-8)	68,964,351,975	55,063,589,572
		353,255,417,092	**343,457,577,523**
7a.4	**Loans, advances and lease / investments on the basis of significant concentration including bills purchased and discounted.**		
	a) Loans, advances and lease / investments to Directors of the Bank	1,916,942	6,083,057
	b) Loans, advances and lease / investments to Chief Executive and other senior executives	2,589,261,048	2,542,337,343
	c) Loans, advances and lease / investments to customer groups:		
	i. Commercial lending	84,592,570,896	68,810,913,538
	ii. Export financing	35,401,769,664	37,833,471,426
	iii. House building loan	7,914,629,867	9,492,383,591
	iv. Consumer credit scheme	17,884,169,335	16,587,340,517
	v. *Small and medium enterprises	25,914,937,290	31,024,427,120
	vi. Special program loan	-	-
	vii. Industrial loans / investments (note-7a.4 d)	154,709,629,256	163,769,342,351
	viii. Other loans and advances	24,246,532,794	13,391,278,579
		350,664,239,102	340,909,157,123
		353,255,417,092	**343,457,577,523**

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
	d) Details of Industrial loans / investments		
	i. Agricultural industries	6,036,432,350	2,770,423,099
	ii. Textile industries	13,901,318,531	14,600,840,213
	iii. Food and allied industries	7,484,534,475	9,450,861,585
	vi. Pharmaceutical industries	15,368,228,730	15,446,276,838
	v. Leather, chemical, cosmetics, etc.	2,862,231,664	4,765,598,859
	vi. Tobacco industries	925,903,140	1,225,983,483
	vii. Cement and ceramic industries	7,617,990,696	8,671,287,577
	viii. Service Industries	26,316,347,342	27,142,644,074
	ix. Transport and communication industries	4,222,743,281	3,555,875,034
	x. Other industries including bills purchase and discounted	69,973,899,047	76,139,551,589
		154,709,629,256	**163,769,342,351**

* An amount of Taka 1,285,498,301 included against the loan facility of Cluster Finance of the Bank as on 31 December 2025.

7a.5	**Loans, advances and leases / investments -geographical location-wise**		
	Inside Bangladesh		
	Urban		
	Dhaka Division	244,737,552,073	244,364,444,605
	Chittagong Division	33,556,810,324	33,333,735,470
	Khulna Division	3,512,047,013	3,238,807,603
	Mymensingh	1,084,024,734	1,064,848,714
	Sylhet Division	2,209,430,740	1,841,915,130
	Barisal Division	176,190,002	163,383,507
	Rajshahi Division	4,591,890,115	4,723,878,221
	Rangpur Division	2,446,740,138	2,061,713,562
		292,314,685,139	**290,792,726,813**
	Rural		
	Dhaka Division	58,019,827,498	50,056,657,702
	Chittagong Division	1,007,058,681	787,024,257
	Khulna Division	249,895,827	236,306,535
	Rajshahi Division	1,017,510,701	931,361,284
	Rangpur Division	302,235,422	269,425,305
	Sylhet Division	344,203,824	384,075,626
		60,940,731,953	**52,664,850,710**
	Outside Bangladesh	-	-
		353,255,417,092	**343,457,577,523**
7a.6	**Sector-wise loans, advances and lease / investments including bills purchased and discounted**		
	Public sector	-	-
	Co-operative sector	-	-
	Private sector	353,255,417,092	343,457,577,523
		353,255,417,092	**343,457,577,523**
7a.7	**Details of pledged collaterals with the Bank**		
	Collateral of movable / immovable assets	151,033,743,720	162,219,576,902
	Local banks and financial institutions guarantee	8,584,843,196	8,108,462,187
	Government guarantee	-	-
	Foreign banks guarantee	-	-
	Export documents	17,957,697,169	19,242,813,269
	Fixed deposit receipts	17,443,074,673	5,601,116,491
	FDR of other banks	19,685,299	667,751,107
	Government bonds	3,699,585,286	-
	Personal guarantee	15,161,479,579	12,567,649,304
	Other securities	139,355,308,170	135,050,208,262
		353,255,417,092	**343,457,577,523**

7a.8 Details of large loans, advances and lease / investments

Number of clients with outstanding amount and classified loans / investments exceeding 10% of total capital of the Bank. Total capital of the Bank was Taka 50,892.49 million as at 31 December 2025 (Taka 46,234.39 million in 2024).

Number of clients	36	40
Amount of outstanding advances / investments	182,810,291,845	193,308,800,000
Amount of classified advances / investments	-	-
Measures taken for recovery	N/A	N/A

Name of clients	Outstanding (BDT in million)		Amount in million Taka	
	Funded	Non-funded	31 Dec 2025	31 Dec 2024
ACI Group	3,755.34	717.94	4,473.28	4,959.20
Ananta Apparel Group	4,541.72	1,554.42	6,096.14	7,107.50
Ananta Companies	2,651.29	2,083.18	4,734.47	4,701.00
Abul Khair Group	4,932.12	2,212.64	7,144.76	6,007.10
Akij Group	3,229.45	1,594.22	4,823.67	2,924.50
Alliance Group			-	-
Badsha Group	6,006.03	688.44	6,694.47	8,024.80
Bangladesh Agriculture Development Company	3,699.59	4,080.51	7,780.10	
Bangladesh Oil, Gas and Mineral Corporation (Petrobangla)			-	5,210.90
BPC Group	-	42.57	42.57	-
BSRM Group			-	3,405.60
Bitopi Group	980.21	1,224.63	2,204.84	1,393.70
BRAC & Axiata			-	1,032.40
City Group (City Sugar & Seed Group)	6,124.27	4,757.47	10,881.74	10,415.50
Confidence Group	4,625.46	605.37	5,230.83	5,047.70
CPCL Group	-	4,544.16	4,544.16	4,105.10
Crown Cement Group			-	3,051.00
DBL Group	3,032.02	634.61	3,666.63	3,780.70
FGS Group			-	-
Fashion Globe Group	4,490.99	1,591.51	6,082.50	6,147.90
GMS Group	2,197.53	2,157.32	4,354.85	6,040.30
Healthcare Group			-	4,465.60
Ha-meem Group	1,266.54	1,971.25	3,237.79	-
KDS Group	2,728.42	2,936.01	5,664.43	6,392.20
Kabir Group	6,769.67	3,159.71	9,929.38	6,769.80
Meghna Group	6,737.97	3,763.38	10,501.35	8,670.70
Mir Group	4,534.47	2,665.29	7,199.76	7,022.80
New Asia	3,283.63	1,390.05	4,673.68	4,025.20
Newage Group			-	3,615.10
NZ Group	3,199.92	1,119.91	4,319.83	4,193.40
Prime Bank Investment Ltd, Prime Bank Securities Ltd & Others	6,034.55	419.03	6,453.58	6,399.10
Popular Group	3,567.84	524.19	4,092.03	-
Pran-RFL Group	4,733.22	1,855.46	6,588.68	7,165.30
Paragon Group	2,628.88	1,030.32	3,659.20	3,452.80
JV of Samuda & Seacom Group			-	4,079.00
JK Group	1,846.60	1,010.38	2,856.98	4,288.30
Square Group	2,695.06	2,435.51	5,130.57	3,743.20

Name of clients	Outstanding (BDT in million)		Amount in million Taka	
	Funded	Non-funded	31 Dec 2025	31 Dec 2024
Shanta Group	3,941.01	41.55	3,982.56	4,900.90
Standard Group	3,982.76	976.53	4,959.29	6,372.40
Summit Group	785.38	-	785.38	1,372.10
Transcom Group	4,823.43	727.76	5,551.19	5,453.80
United Group	4,571.33	370.08	4,941.41	3,532.40
Youth Group	2,996.32	58.66	3,054.98	4,081.90
Walton (R.B. Group)	3,804.59	1,069.86	4,874.45	4,787.80
X Index Companies			-	3,483.10
Viyellatex Group	1,231.38	367.37	1,598.75	1,687.00
	126,428.98	**56,381.31**	**182,810.28**	**193,308.80**

7a.9 Large loan restructuring

i) The outstanding liability against the restructured Loan (General) of Jamuna Denims Limited stands at BDT 163,47,37,130.96 as on 31.12.2025. Earlier, the said liability was restructured on 19.11.2015 with the approval of Bangladesh Bank vide their letter dated 02.09.2015 for a period of 12 years (including 12 months' moratorium period) under the purview of BRPD Circular No. 04 dated 29.01.2015 on "Large Loan Restructuring".

ii) The outstanding liabilities against the restructured Loan (General) of S. A. Oil Refinery Limited and Samannaz Super Oil Limited amounting to BDT 75,92,08,244.16 have been written-off on 30.11.2018. Earlier, the said liabilities were restructured on 15.02.2016 with the approval of Bangladesh Bank vide their letter dated 27.09.2015 for a period of 06 years (including 12 months' moratorium period) under the purview of BRPD Circular No. 04 dated 29.01.2015 on "Large Loan Restructuring". Present written-off outstanding stands at BDT 63,78,13,022.16 as on 31.12.2025.

7a.10 Willful defaulters

Bangladesh Bank vide BRPD Circular No. 06 dated March 12, 2024 issued guidelines on "Identification & Finalization of Willful Defaulters of the Bank". According to the instruction of Bangladesh Bank, an unit was formed namely "Willful Defaulters Identification Unit" on April 08, 2024, under the Chairmanship of the DMD & Chief Risk Officer (CRO) of the Bank. The Unit is responsible for identifying, finalizing and reporting of Willful Defaulters, strictly adhering to the process and timeline outlined in the said Circular. As of December 31, 2025, the Unit identified and reported total 75 borrowers from various business segments. Out of 75, 03 have come forward to settle their liabilities and after necessary approval from both the Bank and Bangladesh Bank, 01 customer has already been excluded from the list of Willful Defaulters of the Bank. Regarding the rest 02, Bank will take necessary action upon receipt of Bangladesh Bank's decision. Besides, some customers have meanwhile appealed to Bangladesh Bank for exclusion of their names from the list. Bank will take necessary actions as per Bangladesh Bank directions in this regard.

	Amount in Taka	
	31 Dec 2025	31 Dec 2024
7a.11 Particulars of loans, advances and lease / investments		
i) Loans / investments considered good in respect of which the Bank is fully secured	191,854,327,833	252,532,545,835
ii) Loans / investments considered good against which the Bank holds no security other than the debtors' personal guarantee	9,599,402,860	7,736,157,165
iii) Loans / investments considered good secured by the personal undertaking of one or more parties in addition to the personal guarantee of the debtors	151,801,686,399	83,188,874,523
iv) Loans / investments adversely classified; provision not maintained there against	-	-
	353,255,417,092	343,457,577,523
v) Loans / investments due by directors or officers of the banking company or any of them either separately or jointly with any other persons	2,591,177,990	2,548,420,400
vi) Loans / investments due from companies or firms in which the directors of the Bank have interest as directors, partners or managing agents or in case of private companies, as members	-	-

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
vii)	Maximum total amount of advances / investments, including temporary advances made at any time during the year to directors or managers or officers of the banking company or any of them either separately or jointly with any other person.	2,591,177,990	2,548,420,400
viii)	Maximum total amount of advances / investments, including temporary advances / investments granted during the year to the companies or firms in which the directors of the banking company have interest as directors, partners or managing agents or in the case of private companies, as members.	-	-
ix)	Due from banking companies	-	-
x)	Classified loans and advances / investments		
a)	Classified loans and advances / investments on which interest has not been charged (note-7a.11)	9,630,682,067	14,488,583,989
b)	Provision on classified loans and advances / investments (for details see note-14a.3 & 14a.5)	9,531,832,271	10,519,455,222
c)	Provision kept against loans / investments classified as bad debts	9,181,457,571	9,965,414,447
d)	Interest credited to Interest Suspense Account (note-14a.6)	6,224,465,019	6,491,717,646
xi)	Cumulative amount of written off loans / investments		
	Opening Balance	25,970,122,151	24,631,117,346
	Amount written off during the year	6,757,706,161	2,623,207,753
		32,727,828,311	27,254,325,099
	Amount realized against loans/investments previously written off	1,313,177,169	1,284,202,948
		31,414,651,143	25,970,122,151
	The amount of written off / classified loans / investments for which law suits have been filed (note-7a.15)	49,813,634,129	46,756,878,117

7a.12 Classification of loans, advances and lease / investments

Unclassified		
Standard including staff loan	335,591,495,196	323,792,995,163
Special mention account (SMA)	8,033,239,830	5,175,998,371
	343,624,735,025	**328,968,993,534**
Classified		
Sub-standard	410,630,367	3,516,817,486
Doubtful	742,479,300	1,176,397,134
Bad /Loss	8,477,572,400	9,795,369,369
	9,630,682,067	**14,488,583,989**
	353,255,417,092	**343,457,577,523**

7a.13 Particulars of required provision for loans, advances and lease / investments

Status	Base for provision	Rate (%)		
General Provision				
Loans/investments (Including SMA)	341,035,473,977	*Various	4,186,846,910	3,811,469,028
Interest receivable on loans/ investments	3,090,860,503	*Various	88,658,469	73,469,437
			4,275,505,379	**3,884,938,465**

*General provision is kept @ 1% on general loans and advances / investments and 0.25% on small enterprise financing, 2% on certain other types of lending and 5% on consumer financing.

				Amount in Taka	
				31 Dec 2025	31 Dec 2024
	Status	**Base for provision**	**Rate (%)**		
	Specific provision				
	Sub-standard	253,157,902	5 to 20	50,631,580	340,252,863
	Doubtful	379,069,523	20 to 50	189,534,761	190,128,320
	Bad/Loss & Others	9,181,457,571	100	9,181,457,571	9,965,414,447
				9,421,623,913	10,495,795,630
	Required provision for loans, advances and lease / investments			13,697,129,293	14,380,734,095
	Total provision maintained (note - 14, 14a.3 & 14a.5)			14,639,650,961	17,354,776,079
	Excess / (short) provision			**942,521,669**	**2,974,041,983**
7a.14	**Particulars of required provision on Off-balance Sheet Exposures**				
			Base for provision	**Provision required**	**Provision required**
	Acceptances and endorsements		85,909,353,366	500,385,045	707,699,696
	Letter of guarantee		48,778,789,157	1,166,524,671	1,167,489,709
	Letter of credit		48,661,708,182	493,391,812	503,021,581
	Forward assets purchased and forward deposits placed		6,960,379,006	69,603,790	175,938,423
	Required provision on Off-balance Sheet Exposures			2,229,905,318	2,554,149,408
	Total provision maintained (note - 14a.4)			2,456,065,645	2,556,065,645
	Excess / (short) provision			**226,160,327**	**1,916,237**
7a.15	**Suits filed by the Bank**				
	Opening balance			46,756,878,117	43,093,837,969
	Add: Net addition during the year			3,056,756,012	3,663,040,148
				49,813,634,129	**46,756,878,117**
8	**Consolidated bills purchased and discounted**				
	Prime Bank PLC. (note-8a)			68,964,351,975	55,063,589,572
	Prime Bank Investment PLC.			-	-
	Prime Bank Securities Limited			-	-
	Prime Exchange Co. Pte. Ltd., Singapore			-	-
	PBL Exchange (UK) Ltd.			-	-
	PBL Finance (Hong Kong) Limited			3,151,292,136	3,096,842,532
	Prime Bank Fintech Limited			-	-
				72,115,644,111	**58,160,432,103**
8a	**Bills purchased and discounted**				
	Payable in Bangladesh			5,755,699,465	4,252,162,796
	Payable outside Bangladesh			63,208,652,510	50,811,426,775
				68,964,351,975	**55,063,589,572**
8a.1	**Maturity grouping of bills purchased and discounted**				
	Payable within one month			12,038,195,866	9,479,667,119
	Over one month but less than three months			29,693,548,086	23,930,277,229
	Over three months but less than six months			25,050,912,586	19,978,895,408
	Six months or more			2,181,695,437	1,674,749,815
				68,964,351,975	**55,063,589,572**
9	**Consolidated fixed assets including premises, furniture and fixtures**				
	Prime Bank PLC. (note-9a)			7,606,574,734	6,976,553,047
	Prime Bank Investment PLC.			50,635,112	64,405,713
	Prime Bank Securities Limited			54,589,756	73,186,293
	Prime Exchange Co. Pte. Ltd., Singapore			24,705,058	38,293,387
	PBL Exchange (UK) Ltd.			-	-
	PBL Finance (Hong Kong) Limited			-	-
	Prime Bank Fintech Limited			4,152,298	-
				7,740,656,957	**7,152,438,441**

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
9a	**Fixed assets including premises, furniture and fixtures of the Bank**		
	Property, Plant & Equipment		
	Land	2,256,940,593	2,256,940,593
	Building	1,754,922,648	1,724,817,577
	Capital work in progress (Building)	1,394,950,102	498,435,437
	Furniture and fixtures	1,303,668,210	1,187,503,635
	Capital work in progress (Furniture & Fixtures)	21,812,430	33,153,347
	Office equipment and machinery	2,693,541,693	2,418,399,435
	Capital work in progress (Equipment)	93,140,131	78,805,046
	Vehicles	315,265,340	276,116,283
		9,834,241,148	**8,474,171,352**
	Less: Accumulated depreciation	3,277,051,677	2,904,450,828
		6,557,189,471	**5,569,720,524**
	Lease assets-Premises		
	Right-of-use assets	3,541,729,013	3,541,729,013
	Less: Accumulated amortization	2,672,892,238	2,264,445,655
		868,836,775	**1,277,283,359**
	Intangible assets		
	Software	882,664,161	806,344,922
	Capital work in progress (Software)	79,865,168	52,091,253
	Total Cost of intangibles assets	**962,529,328**	**858,436,174**
	Less: Accumulated amortization	781,980,841	728,887,010
		180,548,488	**129,549,164**
	Net book value at the end of the year (See annexure-C for detail)	**7,606,574,734**	**6,976,553,047**
10	**Consolidated other assets**		
	Prime Bank PLC. (note-10a)	39,746,709,770	35,016,572,684
	Less: Investment in Prime Bank Investment PLC. (note-10a.5)	(2,999,999,940)	(2,999,999,940)
	Less: Investment in Prime Bank Securities Limited (note-10a.5)	(950,000,000)	(950,000,000)
	Less: PBIL investment in Prime Bank Fintech Limited (below)	(50,000)	-
	Less: PBIL investment in Prime Bank Securities Ltd.(below)	(50,000,000)	(50,000,000)
	Less: Investment in PBL Exchange (UK) Ltd. (note-10a.5)	-	(56,352,624)
	Less: Investment in Prime Exchange Co. Pte. Ltd., Singapore (note-10a.5)	(10,993,235)	(10,993,235)
	Less: Investment in PBL Finance (Hong Kong) Limited (note-10a.5)	(34,365,722)	(34,365,722)
	Less: Investment in Prime Bank Fintech Limited (note-10a.5)	(499,950,000)	-
		35,201,350,873	**30,914,861,163**
	Prime Bank Investment PLC. (investment in PBSL)	50,000,000	50,000,000
	Prime Bank Investment PLC. (investment in Fintech)	50,000	-
	Prime Bank Investment PLC.	384,440,234	516,268,737
	Prime Bank Securities Limited	344,111,173	447,771,146
	Prime Exchange Co. Pte. Ltd., Singapore	7,639,006	10,764,222
	PBL Exchange (UK) Ltd.	-	712,475
	PBL Finance (Hong Kong) Limited	55,845,675	51,547,783
	Prime Bank Fintech Limited	8,889,599	-
		850,975,687	**1,077,064,363**
	Less: Inter-company transactions	12,351,476	387,668,519
		36,039,975,084	**31,604,257,006**

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
10a	**Other assets of the Bank**		
	Stationery and stamps	46,865,176	48,702,392
	Exchange adjustment account	759,038	28,226,249
	Investment in subsidiary (note-10a.5)	4,495,308,897	4,051,711,521
	Prepaid expenses	366,637,988	164,754,701
	Interest / profit receivable on loan (note-10a.1)	3,090,860,503	2,845,077,023
	Interest receivable on Govt. securities (note-10a.1)	3,175,037,284	1,787,396,455
	Dividend receivable	7,146,074	5,908,188
	Other interest receivable	103,691,960	140,122,288
	Advance deposits and advance rent	144,016,429	86,236,788
	Prepaid expenses against house furnishing	19,341,150	19,125,848
	Balance with PBSL	38,120	328,071,206
	Branch adjustments account	23,060	24,753
	Suspense account (note -10a.2)	1,332,955,729	445,976,815
	Encashment of PSP / BSP	8,030,905	12,016,851
	Advance income tax paid (note-10a.6)	21,752,765,055	20,023,174,668
	Deferred Tax assets (note -10a.7)	4,011,125,514	4,012,189,148
	Credit card & ATM Card	5,634,430	399,600,373
	Sundry assets (note -10a.3)	1,186,472,457	618,257,419
		39,746,709,770	**35,016,572,684**

10a.1 Interest / profit receivable: Amount represents interest / profit receivable on loans, advances and lease / investments, interest on term placement, Government securities & foreign currency balance, etc.

10a.2 Suspense account includes TT / DD in transit, advance against Land/ Building, advance against new branch, advance against TA/ DA, printing and stationery, postage, suspense- others, clearing adjustment account etc.

10a.3 Sundry assets

Protested Bills	14,902,240	14,971,240
Others	**1,171,570,217**	**603,286,178**
	1,186,472,457	**618,257,419**

10a.4 Particulars of required provision for other assets

		Rate		
Protested bills	14,902,240	100%	14,902,240	14,971,240
Others	155,943,435	50%-100%	131,632,697	175,393,716
Required provision for other assets			146,534,938	190,364,956
Total provision maintained (note - 14a.7)			162,945,410	193,014,410
Excess / (short) provision			**16,410,472**	**2,649,454**

10a.5 Investment in subsidiaries

Prime Bank Investment PLC.	2,999,999,940	2,999,999,940
Prime Bank Securities Limited	950,000,000	950,000,000
Prime Exchange Co. Pte. Ltd., Singapore	10,993,235	10,993,235
PBL Exchange (UK) Ltd.	-	56,352,624
PBL Finance (Hong Kong) Limited	34,365,722	34,365,722
Prime Bank Fintech Limited	499,950,000	-
	4,495,308,897	**4,051,711,521**

10a.6 Advance income tax paid

Opening Balance	20,023,174,668	15,989,612,206
Add: Paid during the year	5,030,738,358	4,033,562,462
Less: Advance tax adjustment with tax provisions	(3,301,147,971)	-
	21,752,765,055	**20,023,174,668**

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
10a.7	**Deferred tax assets**		
	Opening balance	4,012,189,148	3,476,163,980
	Add/(Less): Net addition/(adjustment) during the year	(1,063,634)	536,025,168
	Less: Adjustment during the year	-	-
		4,011,125,514	**4,012,189,148**
10a.7.1	**Deferred tax assets on specific provision**		
	Specific Provision for Loans and Advances	9,531,832,271	10,519,455,222
	Tax rate	37.50%	37.50%
	Deferred tax assets	**3,574,437,102**	**3,944,795,708**
10a.7.2	**Deferred tax on fixed assets including RoU assets**		
	Carrying amount	2,832,404,828	3,445,216,887
	Tax base	3,800,256,756	3,517,506,088
	Taxable temporary difference	(967,851,928)	(72,289,201)
	Tax Rate	37.50%	37.50%
	Deferred tax (assets)/liability	**362,944,473**	**27,108,450**
10a.7.3	**Deferred tax on employee benefits**		
	Opening balance	40,284,990	-
	Addition during the year	33,458,949	40,284,990
		73,743,939	**40,284,990**
11	**Non-Banking Assets**		
	Name of Parties		
	M/s Rima Flour Mills	124,438,400	124,438,400
	M/s Ripon Motors	40,407,200	51,902,240
	M/s Megna Bangla Trade	-	18,399,360
	M/s Ampang Food Industries	-	25,760,640
		164,845,600	**220,500,640**

The Bank has been awarded ownership of the mortgaged properties of the above mentioned parties as per verdicts of the respective Artha Rin Courts under section 33(7) of "Artha Rin Adalat Ain-2003". In addition, following the Bangladesh Bank circular no. 22 dated 20 September 2021, bank has reported a total amount of BDT 164,845,600/- in the financial statements as Non-Banking assets. The value of Non-Banking Assets has been determined on the basis of valuation reports of independent valuers.

12	**Consolidated borrowings from other banks, financial institutions and agents**		
	Prime Bank PLC. (note-12a)	100,998,469,102	90,893,119,786
	Prime Bank Investment PLC.	2,297,520,002	2,316,550,155
	Prime Bank Securities Limited	2,501,211,244	1,937,063,145
	Prime Exchange Co. Pte. Ltd., Singapore	1,617,664	898,268
	PBL Exchange (UK) Ltd.	-	-
	PBL Finance (Hong Kong) Limited	2,934,948,078	2,938,638,296
	Prime Bank Fintech Limited	-	-
		108,733,766,090	98,086,269,649
	Less: Inter-company transactions	6,043,797,935	5,999,630,009
		102,689,968,155	**92,086,639,640**
12a	**Borrowings from other banks, financial institutions and agents of the Bank**		
	In Bangladesh (note-12a.1)	39,362,662,150	46,297,473,227
	Outside Bangladesh (note-12a.2)	61,635,806,952	44,595,646,559
		100,998,469,102	**90,893,119,786**

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
12a.1	**In Bangladesh**		
	Borrowings from other Banks and FIS	733,772,400	360,000,000
	Prime Bank Subordinated Bond	3,000,000,000	4,400,000,000
	Financial Sector Support Project (FSSP)	767,695,324	1,099,389,006
	Export Development Fund (EDF)	13,061,915,845	14,588,158,547
	Green Transformation Fund (GTF)	583,958,523	1,039,971,322
	Investment Promotion & Financing Facility (IPFF)	338,540,385	389,541,362
	Technology Development Fund (TDF)	3,534,941,435	3,839,820,920
	Urban Building Safety Project (UBSP)	276,958,333	210,000,000
	Bangladesh Bank PC (packing credit) Refinance Scheme (RFS)	-	1,494,845,001
	Safety Retrofits and Environmental Upgrades Program (SREUP)	109,539,474	138,750,000
	Refinance Scheme against Digital Loan	-	817,668
	Refinance Scheme against Green Product	160,000,012	266,666,676
	Refinance scheme against Agriculture loan	30,810,000	128,965,000
	Refinance scheme against SME loan	2,393,373,419	1,929,390,727
	Repo of Treasury Bills	14,371,157,000	14,371,157,000
	Southeast Bank PLC.	-	600,000,000
	Eastern Bank PLC.	-	600,000,000
	Commercial Bank of Ceylon PLC	-	840,000,000
		39,362,662,150	**46,297,473,227**
12a.2	**Outside Bangladesh**		
	Bank Al Falah, Abu Dhabi	611,477,000	-
	Asian Development Bank Manila	1,834,431,000	840,000,000
	Abu Dhabi Commecial Bank	1,222,954,000	
	Caixa D'Estalvis I Pensions De Berc	3,166,227,906	3,240,000,000
	Commerzbank Ag Hamburg	-	3,600,000,000
	Credit Europe Bank N.V.,Amsterdam	-	1,440,000,000
	Commercial Bank of Ceylon PLC.	2,445,908,000	-
	City Bank NA, Singapore	3,668,862,000	840,000,000
	CDC Group, PLC	3,668,862,000	3,600,000,000
	Commercial Bank of Dubai, UAE	3,301,975,800	-
	Deutsche Bank Singapore	2,179,693,132	1,800,000,000
	Dubai Islamic Bank	3,668,862,000	-
	Emirates Islamic Bank Dubai	2,445,908,000	
	Emirates NBD Bank, PJSC	4,035,748,200	-
	Emirates NBD Bank, Singapore	1,317,121,458	-
	FMO N.V.	4,076,513,332	6,000,000,000
	International Finance Corporation, USA	4,891,816,000	10,800,000,000
	International Islamic Trade Finance	1,925,012,641	3,264,000,000
	JP Morgan Chase Bank, Singapore	3,913,452,800	6,180,000,000
	Landesbank Baden-Wurttemberg (LBBW), Germany	1,642,918,684	471,646,559
	Mashreq Bank, Dubai	2,445,908,000	-
	National Bank of Ras- Al-Khaimah	1,834,431,000	-
	SCB (Mauritius)	-	2,520,000,000
	Standard Chartered Bank HK	1,222,954,000	-
	The Opec Fund for International Dev	3,668,862,000	-
	Iiv-Mikrofinanzfonds	2,445,908,000	-
		61,635,806,952	**44,595,646,559**
12a.3	**Security against borrowings from other banks, financial institutions and agents**		
	Secured (Treasury bills)	-	-
	Unsecured	100,998,469,102	90,893,119,786
		100,998,469,102	**90,893,119,786**

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
12a.4	**Maturity grouping of borrowings from other banks, financial institutions and agents**		
	Payable on demand	-	256,334,092
	Up to 1 month	24,886,812,551	20,258,810,695
	Over 1 month but within 3 months	30,449,264,961	23,015,251,844
	Over 3 months but within 1 year	36,429,441,036	38,527,172,948
	Over 1 year but within 5 years	8,298,873,574	5,821,377,970
	Over 5 years	934,076,980	3,014,172,238
		100,998,469,102	**90,893,119,786**
13	**Consolidated deposits and other accounts**		
	Current deposits and other accounts		
	Prime Bank PLC. (note-13a.1.c)	76,843,873,442	75,828,699,185
	Prime Bank Investment PLC.	-	-
	Prime Bank Securities Limited	-	-
	Prime Exchange Co. Pte. Ltd., Singapore	-	-
	PBL Exchange (UK) Ltd.	-	-
	PBL Finance (Hong Kong) Limited	-	-
	Prime Bank Fintech Limited	-	-
		76,843,873,442	**75,828,699,185**
	Less: Inter-company transactions	1,021,568,751	209,986,965
		75,822,304,691	**75,618,712,220**
	Bills payable		
	Prime Bank PLC. (note-13a.1.c)	8,934,724,510	2,955,152,335
	Prime Bank Investment PLC.	-	-
	Prime Bank Securities Limited	-	-
	Prime Exchange Co. Pte. Ltd., Singapore	-	-
	PBL Exchange (UK) Ltd.	-	-
	PBL Finance (Hong Kong) Limited	-	-
	Prime Bank Fintech Limited	-	-
		8,934,724,510	**2,955,152,335**
	Savings bank / Mudaraba savings deposits		
	Prime Bank PLC. (note-13a.1.c)	86,266,108,316	76,921,221,332
	Prime Bank Investment PLC.	-	-
	Prime Bank Securities Limited	-	-
	Prime Exchange Co. Pte. Ltd., Singapore	-	-
	PBL Exchange (UK) Ltd.	-	-
	PBL Finance (Hong Kong) Limited	-	-
	Prime Bank Fintech Limited	-	-
		86,266,108,316	**76,921,221,332**
	Term / Fixed deposits		
	Prime Bank PLC. (note-13a.1.c)	272,898,530,675	203,163,234,249
	Prime Bank Investment PLC.	-	-
	Prime Bank Securities Limited	-	-
	Prime Exchange Co. Pte. Ltd., Singapore	-	-
	PBL Exchange (UK) Ltd.	-	-
	PBL Finance (Hong Kong) Limited	-	-
	Prime Bank Fintech Limited		
		272,898,530,675	**203,163,234,249**
	Less: Inter-company transactions	486,534,708	6,496,011
		272,411,995,968	**203,156,738,238**
		443,435,133,485	**358,651,824,125**

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
13a	**Deposits and other accounts of the Bank**		
	Deposits from banks (note -13a.1.a)	80,846,822	121,482,930
	Deposits from customers (note-13a.1.b)	444,862,390,121	358,746,824,170
		444,943,236,943	**358,868,307,100**
13a.1	**a) Deposits from Banks**		
	Current deposits and other accounts	21,959,760	31,588,215
	Savings bank / Mudaraba savings deposits	22,522,297	22,074,454
	Special notice deposits	36,364,765	67,820,262
		80,846,822	**121,482,930**
	b) Customer Deposits		
	i) Current deposits and other accounts		
	Current / Al-wadeeah current deposits	34,592,319,455	32,538,997,044
	Foreign currency deposits	13,681,129,200	12,898,655,836
	Security deposits	4,976,868	6,384,709
	Sundry deposits (note - 13a.2)	31,290,924,869	30,888,128,829
		79,569,350,392	**76,332,166,418**
	Less: Offshore Banking Units	2,747,436,711	535,055,448
		76,821,913,681	**75,797,110,970**
	ii) Bills payable		
	Pay orders issued	8,930,138,892	2,950,191,945
	Pay slips issued	46,513	59,407
	Demand draft payable	4,539,105	4,900,983
		8,934,724,510	**2,955,152,335**
	iii) Savings bank / Mudaraba savings deposits	**86,243,586,018**	**76,899,146,878**
	iv) Term / Fixed deposits		
	Fixed deposits / Mudaraba fixed deposits	214,916,575,054	158,468,830,493
	Special notice deposits	19,778,459,506	12,368,167,969
	Scheme deposits	38,167,131,350	32,258,415,525
		272,862,165,910	**203,095,413,987**
		444,862,390,121	**358,746,824,170**
		444,943,236,941	**358,868,307,100**
	c) Deposits and other accounts		
	Current deposits and other accounts		
	Deposits from banks (note -13a.1.a)	21,959,760	31,588,215
	Deposits from customers (note-13a.1.b.i)	76,821,913,681	75,797,110,970
		76,843,873,442	**75,828,699,185**
	Bills payable		
	Deposits from banks (note -13a.1.a)	-	-
	Deposits from customers (note-13a.1.b.ii)	8,934,724,510	2,955,152,335
		8,934,724,510	**2,955,152,335**
	Savings bank / mudaraba savings deposits		
	Deposits from banks (note -13a.1.a)	22,522,297	22,074,454
	Deposits from customers (note-13a.1.b.iii)	86,243,586,018	76,899,146,878
		86,266,108,316	**76,921,221,332**
	Term / Fixed deposits		
	Deposits from banks (note -13a.1.a)	36,364,765	67,820,262
	Deposits from customers (note-13a.1.b.iv)	272,862,165,910	203,095,413,987
		272,898,530,675	**203,163,234,249**
		444,943,236,943	**358,868,307,100**

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
13a.2	**Sundry deposits**		
	F.C. held against back to back L/C	15,875,040,781	14,780,347,968
	Sundry creditors	128,189,327	184,447,527
	Risk fund and service charges (CCS and lease finance)	56,356,428	56,356,428
	Sale proceeds of PSP / BSP	18,960,000	11,560,000
	Margin on letters of guarantee	994,591,756	940,974,519
	Margin on letters of credit	2,730,814,785	5,280,936,359
	Margin on FDBP / IDBP, export bills, etc.	132,038,387	214,088,812
	Unclaimed dividend	40,509,222	35,240,855
	Interest / profit payable on deposits	6,935,059,348	5,513,874,579
	Withholding VAT/Tax /Excise duty payable to Government Authority	882,538,563	724,057,278
	Others	3,496,826,272	3,146,244,503
		31,290,924,869	**30,888,128,829**
13a.3	**Payable on demand and time deposits**		
	a) Demand deposits		
	Current deposits	34,614,279,216	32,570,585,259
	Savings deposits (9%)	7,763,949,748	6,922,909,920
	Foreign currency deposits (Non interest bearing)	10,933,692,489	12,363,600,388
	Security deposits	4,976,868	6,384,709
	Sundry deposits	31,290,924,869	30,888,128,829
	Bills payable	8,934,724,510	2,955,152,335
		93,542,547,700	**85,706,761,440**
	b) Time deposits		
	Savings deposits (91%)	78,502,158,567	69,998,311,412
	Fixed deposits	214,916,575,054	158,468,830,493
	Special notice deposits	19,814,824,271	12,435,988,231
	Deposits under schemes	38,167,131,350	32,258,415,525
		351,400,689,243	**273,161,545,661**
		444,943,236,943	**358,868,307,100**
13a.4	**Sector-wise break-up of deposits and other accounts**		
	Government	4,256,431,546	4,043,753,315
	Deposit money banks	80,846,822	121,482,930
	Foreign currency	10,933,692,489	12,363,600,388
	Private	429,672,266,086	342,339,470,466
		444,943,236,943	**358,868,307,099**
13a.5	**Unclaimed deposits and valuables**		
	Current deposits	112,675	1,099
	Savings deposits	1,291,389	176,013
	Foreign Currency deposits	11,487	162,898
	SND	104	-
	Sheme deposits	59,863	-
	Demand Draft	183,662	70,314
	SDR	4,680	38,048
	Pay order	8,202,528	7,761,275
	Sundry Deposit	7,590,283	6,514,872
		17,456,670	**14,724,519**

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
13a.6	**Maturity analysis of deposits**		
	a) Maturity analysis of deposits from Banks		
	Payable on demand	-	-
	Up to 1 month	21,959,760	31,588,215
	Over 1 month but within 3 months	25,795,126	28,178,277
	Over 3 months but within 1 year	-	-
	Over 1 year but within 5 years	33,091,936	61,716,438
	Over 5 years but within 10 years	-	-
	Over 10 years	-	-
		80,846,823	**121,482,930**
	b) Maturity analysis of customer deposits excluding bills payable		
	Payable on demand	7,606,942,438	6,103,494,049
	Up to 1 month	44,714,637,407	23,510,103,105
	Over 1 month but within 3 months	68,662,144,786	72,953,926,813
	Over 3 months but within 1 year	105,952,844,511	77,206,423,950
	Over 1 year but within 5 years	195,232,841,790	162,179,299,191
	Over 5 years but within 10 years	13,740,798,007	13,823,700,206
	Over 10 years	17,456,670	14,724,519
		435,927,665,610	**355,791,671,835**
	c) Maturity analysis of bills payable		
	Payable on demand	-	-
	Up to 1 month	1,496,566,270	1,298,493,789
	Over 1 month but within 3 months	7,438,158,240	1,656,658,547
	Over 3 months but within 1 year	-	-
	Over 1 year but within 5 years	-	-
	Over 5 years but within 10 years	-	-
	Over 10 years	-	-
		8,934,724,510	**2,955,152,335**
		444,943,236,943	**358,868,307,100**
14	**Consolidated other liabilities**		
	Prime Bank PLC. (note-14a)	56,641,253,401	59,337,521,792
	Prime Bank Investment PLC.	1,102,341,893	569,995,790
	Prime Bank Securities Limited	485,403,554	880,502,340
	Prime Exchange Co. Pte. Ltd., Singapore	162,851,231	174,206,885
	PBL Exchange (UK) Ltd.	-	51,285,640
	PBL Finance (Hong Kong) Limited	35,539,525	45,582,347
	Prime Bank Fintech Limited	19,134,906	-
		58,446,524,510	**61,059,094,793**
	Less: Inter-company transactions	12,351,476	387,668,519
		58,434,173,034	**60,671,426,274**
14a	**Other liabilities of the Bank**		
	Expenditure and other payables	487,355,487	489,478,321
	Provision for bonus	941,089,193	715,735,721
	Lease liabilities	927,461,483	1,274,395,568
	Provision for income tax (note - 14a.1)	27,903,991,954	27,464,900,238
	Deferred tax liability (note-14a.2)	-	-
	Unearned commission on bank guarantee	6,544,964	3,636,201
	Unearned income	10,816,624	9,154,243
	Unearned profit (Markup)	430,400,212	566,785,822
	Provision for off-balance sheet exposures (note-14a.4)	2,456,065,645	2,556,065,645
	Provision for Offshore Banking Units (note-14a.5)	747,019,370	612,019,370
	Prime Bank Foundation (PBF)	475,920,433	192,858,021

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
	Provision for loans and advances / investments (note - 14a.3)	13,797,631,591	16,662,756,709
	Provision for Non-Banking Assets	164,845,600	220,500,640
	Provision for Interest receivable on loans and advances / investments	95,000,000	80,000,000
	Provision for diminution in value of investments	750,335,360	365,335,360
	Interest suspense account (note - 14a.6)	6,224,465,019	6,491,717,646
	Interest suspense on other income	7,021,918	-
	CSR Fund	198,641,662	198,641,662
	Provision for CSR activities	55,555,151	-
	Net plan assets (note-14a.8)	130,226,477	165,815,884
	Provision for Impairment loss for investment in subsidiaries	623,234,950	744,200,813
	Climate risk fund	31,513,505	32,085,741
	Other liabilities	13,171,392	298,423,776
	Other provision (note - 14a.7)	162,945,410	193,014,410
		56,641,253,401	**59,337,521,792**
14a.1	**Provision for income tax**		
	Opening Balance	27,464,900,238	22,077,775,035
	Add: Addition during the year	3,740,239,687	5,399,144,766
	Less: Adjustment with advance tax	(3,301,147,971)	(12,019,563)
		27,903,991,954	**27,464,900,238**

* Corporate tax position of the bank is shown in **annexure-D**

14a.1.1 Reconciliation of effective tax rate of the bank

(i) A numerical reconciliation between tax expenses (income) and the product of accounting profit multiplied by the applicable tax rate(s), disclosing also the basis on which the applicable tax rate(s) is (are) computed.

Profit before provision and income tax as per profit and loss account	14,241,558,026	14,266,840,543
Income tax as per applicable tax rate (37.5%)	5,340,584,260	5,350,065,204
Factors affecting the tax charged		
Tax on non deductible expenses (netting of deductible income)	(1,042,261,088)	156,509,004
Tax savings from exempted income (on govt. treasury securities)	(187,487,512)	(50,218,007)
Tax savings from reduced tax rates (on dividend income)	(25,062,546)	(37,224,231)
Tax savings from reduced tax rates (on gain on sale of quoted securities)	(332,548)	(19,987,204)
Tax adjustment for earlier years	(345,200,879)	-
Total income tax expenses	**3,740,239,687**	**5,399,144,765**

(ii) A numerical reconciliation between the average effective tax rate and the applicable tax rate , disclosing also the basis on which the applicable tax rate is computed.

Applicable tax rate		
Tax effect of expenses that are not deductible for tax purposes	37.50%	37.50%
Tax on non deductible expenses (netting of deductible income)	-7.32%	1.10%
Tax savings from exempted income (on govt. treasury securities)	-1.32%	-0.35%
Tax savings from reduced tax rates (on dividend income)	-0.18%	-0.26%
Tax savings from reduced tax rates (on gain on sale of quoted securities)	0.00%	-0.14%
Tax adjustment for earlier years	-2.42%	0.00%
Average effective tax rate (tax expense divided by profit before provision and tax)	**26.26%**	**37.84%**

14a.2	**Deferred tax liability**		
	Opening balance	-	390,721,019
	Add: Addition during the year	-	(268,197,335)
	Deferred tax on actuarial valuation	-	(122,523,684)
		-	**-**

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
14a.3	**Provision for loans, advances and lease / investments**		
	Movement in specific provision on classified loans / investments:		
	Provision held as on 1 January	10,519,455,222	9,269,770,615
	Less: Fully provided debts written off during the year	(5,002,649,639)	(1,514,003,162)
	Add: Recoveries of amounts previously written off	960,222,969	775,853,587
	Add: Net charge to profit and loss account (note-39a)	3,054,803,720	1,987,834,183
	Provision held at the end of the year	**9,531,832,271**	**10,519,455,222**
	Movement in general provision on unclassified loans / investments		
	Provision held as on 1 January	6,143,301,487	6,328,370,451
	Add: General provision made during the year (note-39a)	(1,877,502,167)	(185,068,964)
	Provision held at the end of the year	**4,265,799,320**	**6,143,301,487**
		13,797,631,591	**16,662,756,709**
14a.4	**Provision for off-balance sheet exposures**		
	Provision held as on 1 January	2,556,065,645	2,286,065,645
	Add: Provision made during the year (note-39a)	(100,000,000)	270,000,000
	Provision held at the end of the year	**2,456,065,645**	**2,556,065,645**
14a.5	**Provision for Offshore Banking Units**		
	Movement in specific provision on classified loans / investments:		
	Provision held as on 1 January	-	-
	Less: Fully provided debts written off/settlement during the year	-	-
	Add: Net charge to profit and loss account (note-39a)	-	-
	Provision held at the end of the year	**-**	**-**
	Movement in general provision on unclassified loans / investments		
	Provision held as on 1 January	612,019,370	547,019,370
	Add: General provision made during the year (note-39a)	135,000,000	65,000,000
	Provision held at the end of the year	**747,019,370**	**612,019,370**
		747,019,370	**612,019,370**
14a.6	**Interest suspense account**		
	Balance as on 1 January	6,491,717,646	6,444,498,282
	Add: Amount transferred to "interest suspense" account during the year	2,947,300,147	1,170,558,214
	Less: Amount recovered from "interest suspense" account during the year	(1,566,223,991)	(302,087,170)
	Less: Adjustment for written-off during the year	(1,648,328,784)	(821,251,680)
	Provision held at the end of the year	**6,224,465,019**	**6,491,717,646**
14a.7	**Other provision for classified assets**		
	Balance as on 1 January	193,014,410	31,189,410
	Add: Addition during the year (note-39a)	(30,000,000)	161,890,000
	Less: Adjustment during the year	(69,000)	(65,000)
	Provision held at the end of the year	**162,945,410**	**193,014,410**
14a.8	**Net plan assets- Employees Gratuity Fund**		
	Defined benefit obligation (note-14a.8.1)	4,211,207,275	3,791,447,580
	Less: Fair value plan assets (note-14a.8.2)	4,080,980,797	3,625,631,695
		130,226,477	**165,815,884**
14a.8.1	**Defined benefit obligation - gratuity fund**		
	Opening balance (as per actuarial report)	3,791,447,580	3,462,769,914
	Current service cost	419,759,695	328,677,666
	Interest cost	360,187,520	328,963,142
	Actual net benefits payments	(269,234,039)	(236,515,883)
	Remeasurement (gain)/loss	(90,953,481)	(92,447,259)
		4,211,207,275	**3,791,447,580**

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
14a.8.2	**Fair value of plan assets-gratuity fund**		
	Opening balance (as per actuarial report)	3,625,631,695	3,158,362,394
	Interest income on plan assets	344,435,011	300,044,427
	Actual employer contributions	381,877,746	388,761,376
	Actual net benefits payments	(269,234,039)	(236,515,883)
	Remeasurement gain/(losses) on plan assets	(1,729,616)	14,979,381
		4,080,980,797	**3,625,631,695**
14a.8.3	**Actuarial remeasurement gain/(loss) of defined benefits liability/assets**		
	Opening balance	107,426,640	-
	Remeasurement gain/(losses) on plan assets	(1,729,616)	14,979,381
	Remeasurement gain/(losses) on defined benefit obligation	90,953,481	92,447,259
		196,650,505	**107,426,640**
	Less: Deferred tax assets	73,743,939	40,284,990
		122,906,566	**67,141,650**
15	**Share capital**		
15.1	**Authorized capital**		
	2,500,000,000 ordinary shares of Taka 10 each	**25,000,000,000**	**25,000,000,000**
15.2	**Issued, subscribed and fully paid up capital**		
	30,000,000 ordinary shares of Taka 10 each issued for cash	300,000,000	300,000,000
	986,756,137 ordinary shares of Taka 10 each issued as bonus shares	9,867,561,370	9,867,561,370
	115,527,340 ordinary shares of Taka 10 each issued as right shares	1,155,273,400	1,155,273,400
	28,307,086 ordinary shares of Taka 10 each issued as bonus shares	283,070,860	-
		11,605,905,630	**11,322,834,770**

15.3 History of paid-up capital

Given below the history of raising of share capital of Prime Bank PLC.:

Accounting year	Declaration	No of share	Value in capital	Cumulative
1995	Opening capital	10,000,000	100,000,000	100,000,000
1996	60% Bonus share	6,000,000	60,000,000	160,000,000
1997	25% Bonus share	4,000,000	40,000,000	200,000,000
1999	Initial Public Offer (IPO)	20,000,000	200,000,000	400,000,000
2000	25% Bonus share	10,000,000	100,000,000	500,000,000
2001	20% Bonus share	10,000,000	100,000,000	600,000,000
2002	16.67% Bonus share	10,000,000	100,000,000	700,000,000
2003	42.86% Bonus share	30,000,000	300,000,000	1,000,000,000
2004	40% Bonus share	40,000,000	400,000,000	1,400,000,000
2005	25% Bonus share	35,000,000	350,000,000	1,750,000,000
2006	30% Bonus share	52,500,000	525,000,000	2,275,000,000
2007	25% Bonus share	56,875,000	568,750,000	2,843,750,000
2008	25% Bonus share	71,093,750	710,937,500	3,554,687,500
2009	30% Bonus share	106,640,620	1,066,406,200	4,621,093,700
2009	25% right share	115,527,340	1,155,273,400	5,776,367,100
2010	35% Bonus share	202,172,848	2,021,728,480	7,798,095,580
2011	20% Bonus share	155,961,911	1,559,619,110	9,357,714,690
2012	10% Bonus share	93,577,147	935,771,470	10,293,486,160
2017	10% Bonus share	102,934,861	1,029,348,610	11,322,834,770
2024	2.5% Bonus share	28,307,086	283,070,860	11,605,905,630
		1,160,590,563	**11,605,905,630**	

15.4 Percentage of shareholdings at the closing date

Particulars	2025 Taka	2024 Taka	2025 %	2024 %
Sponsors & Directors	4,451,519,420	4,567,228,610	38.36%	40.34%
Institutions	3,956,002,420	4,047,274,560	34.09%	35.74%
Foreign Investors	755,723,650	465,616,130	6.51%	4.11%
Non- resident Bangladeshi	24,754,510	43,547,430	0.21%	0.38%
General Public	2,417,905,630	2,199,168,040	20.83%	19.42%
	11,605,905,630	**11,322,834,770**	**100.00%**	**100.00%**

15.5 Shareholding range on the basis of shareholdings as at 31 December 2025

Shareholding range	Number of share holders	Taka	
		Shares	Percentage
Less than 500	3,549	522,987	0.05%
500- 5,000	3,828	6,604,807	0.57%
5,001 - 10,000	599	4,233,663	0.36%
10,001 - 20,000	411	5,642,482	0.49%
20,001 - 30,000	166	4,005,339	0.35%
30,001 - 40,000	64	2,217,848	0.19%
40,001 - 50,000	58	2,653,990	0.23%
50,001 - 100,000	124	8,899,706	0.77%
100,001 - 1,000,000	238	80,037,667	6.90%
Over 1,000,000	132	1,045,772,074	90.11%
	9,169	**1,160,590,563**	**100.00%**

15.6 Name of the Directors and their shareholdings as at 31 December 2025

Sl	Name of the directors	Status	Opening position	Closing position	% of shares as at 31.12.2025
1	Mr. Tanjil Chowdhury (Representative of EC Holdings Limited)	Chairman	27,192,570	27,872,384	2.40
2	Mr. Md. Shahadat Hossain	Vice Chairman	22,672,741	23,334,885	2.01
3	Mr. Quazi Sirazul Islam	Vice Chairman	22,677,773	23,340,061	2.01
4	Mr. Azam J Chowdhury	Director	31,610,000	23,784,911	2.05
5	Mr. Mafiz Ahmed Bhuiyan	Director	22,950,208	23,523,962	2.03
6	Mrs. Nasim Anwar Hossain	Director	25,702,323	26,344,880	2.27
7	Mrs. Nazma Haque	Director	22,745,857	23,410,133	2.02
8	Mr. Nafis Sikder	Director	28,408,795	29,238,454	2.52
9	Mr. S M Tamjid	Director	22,662,344	23,324,181	2.01
10	Mr. Mohammad Mushtaque Ahmed Tanvir (Representative of Uniglory Cycle Industries Ltd.)"	Director	22,836,275	23,503,193	2.03
11	Mr. Tanveer A Chowdhury	Director	23,186,273	32,798,068	2.83
12	Mr. Md. Mukul Hossain (Representative of MJL Bangladesh PLC.)	Director	45,425,000	46,751,607	4.03
13	Mr. C. Q. K Mustaq Ahmed	Independent Director	-	-	-
14	Mrs. Nazia Kabir	Independent Director	-	-	-
15	Dr. Mohammad Mosttafa Shazzad Hasan	Independent Director	-	-	-
			318,070,159	**327,226,719**	

	Amount in Taka	
	31 Dec 2025	31 Dec 2024

15.7 Capital to risk weighted assets ratio (Consolidated)

In terms of section 13 (2) of the Bank Companies Act, 1991 and Bangladesh Bank BRPD circulars no. 35 dated December 29, 2010, BRPD Circular no. 07 dated March 31, 2014, BRPD Circular no.18 dated 21 December 2014 and BRPD Circular Letter no. 05 dated May 31, 2016, required capital of the Bank (Consolidated) at the close of business on 31 December 2025 was Taka 35,392,380,854 as against available Tier-I capital of Taka 40,556,199,917 and Tier-II capital of Taka 9,868,884,335 making a total capital of Taka 50,425,084,252 thereby showing a surplus capital / equity of Taka 15,032,703,398 at that date. Details are shown below:

Tier-1 Capital		
Common Equity Tier-1 (CET-1) Capital		
Paid-up capital (note-15.2)	11,605,905,630	11,322,834,770
Share premium (note-15.8)	1,211,881,786	1,211,881,786
Non-controlling interest(note-15.9)	64	63
Statutory reserve (note-16)	12,889,264,879	10,353,413,584
General reserve	28,002,888	28,002,888
Surplus in consolidated profit and loss account / Retained earnings (note-20)	19,545,112,171	15,313,622,801
	45,280,167,418	**38,229,755,892**
Additional Tier-1 (AT-1) Capital		
Non-cumulative irredeemable preference shares	-	-
	-	-
Less: Regulatory Adjustments for CET-1 Capital		
Goodwill and all other intangible assets	184,668,363	133,207,609
Deferred Tax Assets (DTA)	4,357,856,575	4,488,930,763
Defined benefit pension fund assets	-	-
Reciprocal Crossholdings	181,442,564	620,214,686
	4,723,967,502	**5,242,353,057**
Total Tier-1 Capital	**40,556,199,917**	**32,987,402,834**
Tier-2 Capital		
General provision on unclassified loans and advances (note-14a.3)	4,265,799,320	6,143,301,487
General provision on off-balance sheet exposures (note-14a.4)	2,456,065,645	2,556,065,645
General provision on Offshore Banking Units (note-14a.5)	747,019,370	612,019,370
Prime Bank Sub-ordinated Bond	2,400,000,000	3,000,000,000
Total Tier-2 Capital	**9,868,884,335**	**12,311,386,502**
A) Total Regulatory capital	**50,425,084,252**	**45,298,789,336**
Total assets including off-balance sheet exposures	860,359,164,381	752,311,967,528
B) Total risk weighted assets	283,139,046,831	266,465,960,251
C) Required capital based on risk weighted assets (12.50% on B)	35,392,380,854	33,308,245,031
D) Surplus (A-C)	**15,032,703,398**	**11,990,544,305**
Capital to risk weighted assets ratio	**17.81%**	**17.00%**
Common Equity Tier-I (Against Standard of minimum 6.00%)	**14.32%**	**12.38%**
Total Capital to Risk Weighted Asset Ratio (Against Standard of minimum 10% with Capital conservation buffer of 2.50%)	**17.81%**	**17.00%**

Leverage Ratio

Particulars	Required	Held	Required	Held
Leverage ratio	3.75%	5.76%	3.50%	5.76%

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
	Capital to risk weighted assets ratio (Solo)		
	Tier-1 Capital		
	Common Equity Tier-1 (CET-1) Capital		
	Paid-up capital (note-15.2)	11,605,905,630	11,322,834,770
	Share premium (note-15.8)	1,211,881,786	1,211,881,786
	Statutory reserve (note-16)	12,889,264,879	10,353,413,584
	Surplus in consolidated profit and loss account / Retained earnings (note-20a)	19,637,067,706	15,677,801,601
		45,344,120,001	**38,565,931,741**
	Additional Tier-1 (AT-1) Capital	-	-
	Non-cumulative irredeemable preference shares	-	-
	Less: Regulatory Adjustments for CET-1 Capital		
	Deferred tax assets	4,011,125,514	4,012,189,148
	Goodwill and all other intangible assets	180,548,488	129,549,164
	Defined benefit pension fund assets	-	-
	Reciprocal Crossholdings	128,831,570	501,184,386
		4,320,505,572	**4,642,922,699**
	Total Tier-1 Capital	**41,023,614,429**	**33,923,009,043**
	Tier-2 Capital		
	General provision on loans and advances (note-14a.3)	4,265,799,320	6,143,301,487
	General provision on off-balance sheet exposures (note-14a.4)	2,456,065,645	2,556,065,645
	General provision on Offshore Banking Units (note-14a.5)	747,019,370	612,019,370
	Prime Bank Sub-ordinated Bond	2,400,000,000	3,000,000,000
	Total Tier-2 Capital	**9,868,884,335**	**12,311,386,502**
	A) Total Regulatory capital	**50,892,498,765**	**46,234,395,545**
	Total assets including off-balance sheet exposures	858,358,715,009	750,235,830,774
	B) Total risk weighted assets	281,593,209,167	266,198,081,569
	C) Required capital based on risk weighted assets (12.50% on B)	35,199,151,146	33,274,760,196
	D) Surplus (A-C)	**15,693,347,619**	**12,959,635,349**
	Capital to risk weighted assets ratio	**18.07%**	**17.37%**
	Common Equity Tier-I (Against Standard of minimum 6.00%)	**14.57%**	**12.74%**
	Total Capital to Risk Weighted Asset Ratio (Against Standard of minimum 10% with Capital conservation buffer of 2.50%)	**18.07%**	**17.37%**

Leverage Ratio

Particulars	Required	Held	Required	Held
Leverage ratio	3.75%	5.84%	3.50%	5.59%

15.8	**Share premium**		
	11,552,734 ordinary shares of Taka 200 each per share	2,310,546,800	2,310,546,800
	Less: Income tax deduction at source @ 3% on total premium	69,316,404	69,316,404
		2,241,230,396	2,241,230,396
	Less: Transferred to Paid-up Capital (through stock dividend)	1,029,348,610	1,029,348,610
		1,211,881,786	**1,211,881,786**
15.9	**Non controlling interest**		
	Share capital	60	60
	Retained earnings	4	3
		64	**63**

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
16	**Statutory reserve**		
	Balance on 1 January	10,353,413,584	10,353,413,584
	Addition (20% of pre-tax profit)	2,535,851,295	-
		12,889,264,879	**10,353,413,584**
17	**Consolidated revaluation gain / loss on investments**		
	Prime Bank PLC. (note-17a)	584,844,193	80,256,510
	Gain on revaluation of Investment at Prime Exchange Co. Pte. Ltd., Singapore	65,581,931	60,053,858
	Gain on revaluation of Investment at Prime Exchange (UK) Ltd.	-	19,121,376
	Gain on revaluation of Investment at PBL Finance (Hong Kong) Limited	20,670,589	19,731,498
		671,096,712	**179,163,243**
17a	**Revaluation gain / loss on investments of the Bank**		
	Opening balance on 1 January	80,256,510	35,219,905
	Add: Amortized/Revaluation Gain	3,970,346,023	361,060,685
	Less: Adjustment of amortization/revaluation gain against sale/maturity	(3,465,744,411)	(316,876,985)
	Add: Adjustment of revaluation gain/(loss) of OBU	(13,930)	852,905
		584,844,193	**80,256,510**
18	**Start-up equity investment fund**		
	Opening balance on 1 January	211,971,618	137,513,981
	Add: Addition (1% of post-tax profit)	89,044,942	74,457,637
		301,016,560	**211,971,618**
19	**Consolidated foreign currency translation gain/ (loss)**		
	Prime Bank PLC. (note-19 a)	163,817,602	161,343,671
	Prime Bank Investment PLC.	-	-
	Prime Bank Securities Limited	-	-
	Prime Exchange Co. Pte. Ltd., Singapore	1,330,914	243,972
	PBL Exchange (UK) Ltd.	-	(240,295)
	PBL Finance (Hong Kong) Limited	503,294	2,460,835
	Prime Bank Fintech Limited	-	-
		165,651,810	**163,808,183**
19a	**Foreign currency translation gain/ (loss)**		
	Balance on 1 January	161,343,671	121,676,110
	Addition during the year	2,473,931	39,667,560
		163,817,602	**161,343,671**
20	**Consolidated retained earnings / movement of profit and loss account**		
	Prime Bank PLC. (note-20 a)	19,639,541,637	15,717,469,161
	Prime Bank Investment PLC.	220,396,289	169,136,347
	Prime Bank Securities Limited	(541,234,941)	(641,736,363)
	Prime Exchange Co. Pte. Ltd., Singapore	60,108,690	23,664,578
	PBL Exchange (UK) Ltd.	-	(113,457,347)
	PBL Finance (Hong Kong) Limited	264,272,310	240,071,286
	Prime Bank Fintech Limited	(15,142,814)	-
		19,627,941,171	**15,395,147,662**
	Less: Minority Interest	(4)	(3)
	Less: Inter company transaction	-	-
	Less: Other comprehensive income	(42,169,539)	
	Less: Profit Remitted by Prime Exchange Co. Pte. Ltd., Singapore	(8,422,600)	(1,245,778)
	Less: Profit Remitted by PBL Finance (Hong Kong) Limited	(27,928,717)	(38,147,007)
	Less: Foreign currency translation gains	(4,308,139)	(42,132,072)
		19,545,112,171	**15,313,622,801**

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
20a	**Retained earnings / movement of profit and loss account of the Bank**		
	Balance on 1 January	15,677,801,601	10,568,528,029
	Addition during the year	8,904,494,202	7,445,763,713
	Transfer to statutory reserve	(2,535,851,295)	-
	Cash dividend	(1,981,496,085)	(1,981,496,085)
	Issue of bonus shares	(283,070,860)	-
	Start-up equity investment fund	(89,044,942)	-
	Remeasurement gain/(loss) of defined benefits liability/assets	(55,764,916)	(354,994,056)
	Balance held at the end of the year	**19,637,067,706**	**15,677,801,601**
	Add: Foreign currency translation gain/ (loss) (note-19a)	2,473,931	39,667,560
		19,639,541,637	**15,717,469,161**
20.1	**Consolidated retained earnings brought forward from previous year**		
	Prime Bank PLC. (note-20.1 a)	13,357,469,741	8,232,037,888
	Prime Bank Investment Ltd.	169,136,347	53,461,729
	Prime Bank Securities Ltd.	(641,736,363)	(387,866,158)
	Prime Exchange Co. Pte. Ltd., Singapore	22,418,800	14,092,197
	PBL Exchange (UK) Ltd.	-	(99,158,080)
	PBL Finance (Hong Kong) Limited	201,924,278	169,294,034
	Prime Bank Fintech Limited	-	-
		13,109,212,803	7,981,861,610
	Foreign currency translation gain on 1 January	(32,177,306)	(30,111,873)
	Add: Inter-company transactions	36,351,317	39,392,785
		13,113,386,814	**7,991,142,522**
20.1.a	**Retained earnings brought forward from previous year of the Bank**		
	Balance on 1 January	15,677,801,601	10,568,528,029
	Remeasurement gain/(loss) of defined benefits liability/assets	(55,764,916)	(354,994,056)
	Cash dividend	(1,981,496,085)	(1,981,496,085)
	Stock dividend	(283,070,860)	
	Balance held at the end of the year	**13,357,469,741**	**8,232,037,888**
	Foreign currency translation gain on 1 January	-	-
		13,357,469,741	**8,232,037,888**
21	**Consolidated contingent liabilities**		
21.1	**Acceptances and endorsements**		
	Prime Bank PLC. (note-21a.1)	85,909,353,366	70,769,969,596
	Prime Bank Investment PLC.	-	-
	Prime Bank Securities Limited	-	-
	Prime Exchange Co. Pte. Ltd., Singapore	-	-
	PBL Exchange (UK) Ltd.	-	-
	PBL Finance (Hong Kong) Limited	-	-
		85,909,353,366	**70,769,969,596**
21.2	**Letters of guarantee**		
	Prime Bank PLC. (note-21a.2)	48,778,789,157	46,201,751,040
	Prime Bank Investment PLC.	-	-
	Prime Bank Securities Limited	-	-
	Prime Exchange Co. Pte. Ltd., Singapore	-	-
	PBL Exchange (UK) Ltd.	-	-
	PBL Finance (Hong Kong) Limited	-	-
		48,778,789,157	**46,201,751,040**

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
21.3	**Irrevocable Letters of Credit**		
	Prime Bank PLC. (note-21a.3)	48,661,708,182	49,842,056,273
	Prime Bank Investment PLC.	-	-
	Prime Bank Securities Limited	-	-
	Prime Exchange Co. Pte. Ltd., Singapore	-	-
	PBL Exchange (UK) Ltd.	-	-
	PBL Finance (Hong Kong) Limited	-	-
		48,661,708,182	**49,842,056,273**
21.4	**Bills for collection**		
	Prime Bank PLC. (note-21a.4)	19,071,727,495	17,709,759,383
	Prime Bank Investment PLC.	-	-
	Prime Bank Securities Limited	-	-
	Prime Exchange Co. Pte. Ltd., Singapore	-	-
	PBL Exchange (UK) Ltd.	-	-
	PBL Finance (Hong Kong) Limited	-	-
		19,071,727,495	**17,709,759,383**
		202,421,578,200	**184,523,536,293**
21a	**Contingent liabilities of the Bank**		
21a.1	**Acceptances and endorsements**		
	Back to back bills (Foreign)	75,144,665,596	58,990,222,692
	Back to back bills (Local)	8,918,418,482	10,327,475,196
	Back to back bills (EPZ)	1,846,269,288	1,452,271,708
		85,909,353,366	70,769,969,596
	Less: Margin	(15,875,040,781)	(14,780,347,968)
		70,034,312,585	**55,989,621,629**
21a.2	**Letters of guarantee**		
	Letters of guarantee (Local)	19,100,269,696	19,617,964,206
	Letters of guarantee (Foreign)	29,678,519,461	26,583,786,834
	Foreign counter guarantees	-	-
		48,778,789,157	46,201,751,040
	Less: Margin	(994,591,756)	(940,974,519)
		47,784,197,402	**45,260,776,521**
	Money for which the Bank is contingently liable in respect of guarantees given favoring:		
	Directors or officers	-	-
	Government	-	-
	Banks and other financial institutions	590,986,803	559,857,440
	Others	48,187,802,354	45,641,893,600
		48,778,789,157	46,201,751,040
	Less: Margin	(994,591,756)	(940,974,519)
		47,784,197,402	**45,260,776,521**
21a.3	**Irrevocable Letters of Credit**		
	Letters of credit (Sight)	14,415,272,928	12,537,461,126
	Letters of credit (Deferred)	19,451,552,618	19,334,467,865
	Back to back L/C	14,794,882,637	17,970,127,282
		48,661,708,182	49,842,056,273
	Less: Margin	(2,730,814,785)	(5,280,936,359)
		45,930,893,397	**44,561,119,914**
21a.4	**Bills for collection**		
	Outward bills for collection	19,071,727,495	17,709,759,383
		19,071,727,495	17,709,759,383
	Less: Margin	(132,038,387)	(214,088,812)
		18,939,689,108	**17,495,670,571**
		202,421,578,200	**184,523,536,293**

		Amount in Taka	
		2025	2024
22	**Income statement**		
	Income:		
	Interest, discount and similar income (note-22.1)	50,138,814,710	41,180,573,092
	Dividend income (note-25a)	143,214,549	212,709,890
	Fees, commission and brokerage (note-22.2)	1,661,149,311	1,488,095,630
	Gains less losses arising from dealing in securities	-	-
	Gains less losses arising from investment securities	-	-
	Gains less losses arising from dealing in foreign currencies (note-26a.1)	1,257,556,617	1,445,633,118
	Income from non-banking assets	-	-
	Other operating income (note-27a)	1,555,603,856	1,406,427,398
	Profit less losses on interest rate changes	-	-
		54,756,339,042	**45,733,439,129**
	Expenses:		
	Interest / profit paid on deposits, borrowings, etc. (note-24a)	29,221,607,887	21,896,076,669
	Losses on loans, advances and lease/ investments	-	-
	Administrative expenses (note-22.3)	7,924,259,974	6,917,997,409
	Other operating expenses (note-38a)	2,427,456,413	1,730,899,363
	Depreciation on banking assets (note-37a)	941,456,744	921,625,143
		40,514,781,016	**31,466,598,585**
		14,241,558,026	**14,266,840,543**
22.1	**Interest, discount and similar income**		
	Interest income / Profit on investments (note-23a)	32,987,151,761	31,117,616,605
	Interest income on treasury bills / reverse repo / bonds (note-25a)	16,317,175,852	9,767,084,601
	Gain on Discounted bond / bills (note-25a)	-	-
	Gain on sale of shares (note-25a)	1,209,265	72,680,742
	Gain on Govt. security trading (note-25a)	1,208,372,592	693,665,122
	Interest on debentures (note-25a)	-	-
		50,513,909,469	**41,651,047,070**
	Less: Loss on revaluation of security trading (note-25a)	375,094,759	470,473,978
		50,138,814,710	**41,180,573,092**
22.2	**Fees, commission and brokerage**		
	Commission (note-26a)	1,661,149,311	1,488,095,630
	Settlement fee-PBIL (note-26a)	-	-
		1,661,149,311	**1,488,095,630**
22.3	**Administrative expenses**		
	Salary and allowances (note-28a)	6,236,389,468	5,587,000,870
	Rent, taxes, insurance, electricity, etc. (note-29a)	616,939,579	541,654,223
	Legal expenses (note-30a)	167,550,929	113,349,424
	Postage, stamp, telecommunication, etc. (note-31a)	272,520,668	100,520,069
	Stationery, printing, advertisement, etc. (note-32a)	432,111,343	389,482,249
	Managing Director's salary and fees (note-33)	20,579,996	20,080,197
	Directors' fees (note-34a)	5,604,060	5,724,612
	Auditors' fees (note-35a)	5,750,000	2,300,000
	Repair of Bank's assets (note-37a)	166,813,931	157,885,765
		7,924,259,974	**6,917,997,409**
23	**Consolidated interest income / profit on investments**		
	Prime Bank PLC. (note-23a)	32,987,151,761	31,117,616,605
	Prime Bank Investment PLC.	408,753,596	363,692,506
	Prime Bank Securities Limited	199,516,509	91,740,038
	Prime Exchange Co. Pte. Ltd., Singapore	-	-
	PBL Exchange (UK) Ltd.	-	-
	PBL Finance (Hong Kong) Limited	253,655,053	250,413,327
	Prime Bank Fintech Limited	33,840,218	-
		33,882,917,137	**31,823,462,476**
	Less: Inter-company transactions	373,299,255	323,649,181
		33,509,617,882	**31,499,813,294**

		Amount in Taka	
		2025	2024
23a	**Interest income / profit on investments of the Bank**		
	Loans (General) / Musharaka	5,863,178,042	5,904,969,742
	Loans against trust receipts	901,098,845	525,756,014
	Packing credit	282,343,987	167,655,305
	House building loan	45,715,534	81,307,548
	Lease finance / Izara	129,905,920	100,849,423
	Hire purchase	1,092,834,266	1,084,049,679
	Payment against documents	855,710	547,723
	Cash credit / Bai-Muajjal	1,783,752,274	2,189,814,085
	Secured overdraft	5,359,023,399	4,807,270,495
	Consumer credit scheme	2,131,709,361	1,822,364,309
	Staff loan	118,853,510	108,962,983
	Agricultural Loan	21,020,449	16,741,710
	Forced loan	2,890,886	35,847,034
	Documentary bills purchased	4,859,439,856	4,333,363,736
	Interest income from credit card	303,972,799	227,306,681
	Other loans and advances / Investments	9,250,587,993	9,274,852,690
	Total interest / profit on loans and advances / investments	32,147,182,830	30,681,659,157
	Interest / profit on balance with other banks and financial institutions	422,375,349	81,542,912
	Interest on call loans	8,482,861	11,393,611
	Interest / profit received from foreign banks (note-23a.1)	284,297,450	343,020,924
	Net Interest income on plan assets (Gratuity fund)	124,813,272	-
		32,987,151,761	**31,117,616,605**
23a.1	Interest received from foreign banks	475,183,488	488,167,831
	Less: Inter-company transactions	190,886,038	145,146,907
		284,297,450	**343,020,924**
24	**Consolidated interest / profit paid on deposits, borrowings, etc.**		
	Prime Bank PLC. (note-24a)	29,221,607,887	21,896,076,669
	Prime Bank Investment PLC.	107,560,924	98,102,777
	Prime Bank Securities Limited	228,870,347	166,317,956
	Prime Exchange Co. Pte. Ltd., Singapore	5,907,260	2,560,949
	PBL Exchange (UK) Ltd.	-	-
	PBL Finance (Hong Kong) Limited	178,040,536	179,338,446
	Prime Bank Fintech Limited	-	-
		29,741,986,955	**22,342,396,797**
	Less: Inter-company transactions	393,556,559	326,551,762
		29,348,430,396	**22,015,845,035**
24a	**Interest / profit paid on deposits, borrowings, etc. of the Bank**		
	i) Interest / profit paid on deposits:		
	Savings bank / Mudaraba savings deposits	1,637,807,228	1,443,983,148
	Special notice deposits	541,936,730	187,694,121
	Term deposits / Mudaraba term deposits	16,079,615,403	11,179,629,419
	Deposits under scheme	2,659,758,252	1,967,741,601
	Foreign currency deposits (note-24a.1)	434,647,691	257,252,907
	Others	334,940,560	153,386,231
		21,688,705,863	**15,189,687,428**

		Amount in Taka	
		2025	2024
	ii) Interest / Profit paid for borrowings:		
	Call deposits	228,426,014	104,610,195
	Repurchase agreement (repo)	2,069,099,286	1,882,507,503
	Interest expenses of lease liabilities	70,307,833	63,897,433
	Net Interest cost on plan assets	-	58,389,245
	Bangladesh Bank-refinance	885,195,839	718,745,175
	Local bank accounts	190,886,038	145,146,907
	Foreign bank accounts	3,890,062,093	3,376,720,061
	PBL bond	389,810,959	501,519,630
		7,723,788,062	**6,851,536,148**
	Less: Inter-company transactions	190,886,038	145,146,907
		7,532,902,024	**6,706,389,241**
		29,221,607,887	**21,896,076,669**
24a.1	**Foreign currency deposits**		
	Interest / profit paid on F.C	250,387,480	234,910,585
	Interest / profit paid on R. F.C.D	184,260,211	22,342,322
		434,647,691	**257,252,907**
25	**Consolidated investment income**		
	Prime Bank PLC. (note-25a)	17,294,877,498	10,275,666,377
	Prime Bank Investment PLC.	50,893,259	61,107,587
	Prime Bank Securities Limited	179,010,902	16,844,121
	Prime Exchange Co. Pte. Ltd., Singapore	-	-
	PBL Exchange (UK) Ltd.	-	-
	PBL Finance (Hong Kong) Limited	-	-
	Prime Bank Fintech Limited		
		17,524,781,659	**10,353,618,085**
	Less: Inter-company transactions	36,351,317	39,392,785
		17,488,430,342	**10,314,225,300**
25a	**Investment income of the bank**		
	Interest on treasury bills /bonds/ Reverse repo	16,317,175,852	9,767,084,601
	Gain on sale of shares	1,209,265	72,680,742
	Gain on Govt. security trading	1,208,372,592	693,665,122
	Dividend on shares	143,214,549	212,709,890
		17,669,972,257	**10,746,140,355**
	Less: Loss on sale/revaluation of security trading	375,094,759	470,473,978
		17,294,877,498	**10,275,666,377**
26	**Consolidated commission, exchange and brokerage**		
	Prime Bank PLC. (note-26a)	2,918,705,928	2,933,728,749
	Prime Bank Investment PLC.	23,799,650	37,341,977
	Prime Bank Securities Limited	169,977,144	109,067,233
	Prime Exchange Co. Pte. Ltd., Singapore	152,812,529	99,014,446
	PBL Exchange (UK) Ltd.	-	-
	PBL Finance (Hong Kong) Limited	22,079,467	19,745,535
	Prime Bank Fintech Limited	95	-
		3,287,374,814	**3,198,897,940**
	Less: Inter-company transactions	-	-
		3,287,374,814	**3,198,897,940**

		Amount in Taka	
		2025	2024
26a	**Commission, exchange and brokerage of the Bank**		
	Commission on L/Cs	431,746,935	389,763,927
	Commission on L/Cs-back to back	762,374,805	728,245,874
	Commission on L/Gs	281,628,931	250,288,307
	Commission on remittance	17,334,475	14,854,109
	Merchant Commission	637,686	3,187,235
	Underwriting Commission regarding Treasury bill/ Bond	74,603,374	32,383,591
	Commission from sale of BSP /PSP/Others	92,823,105	69,372,588
		1,661,149,311	1,488,095,630
	Exchange gain (note - 26a.1) - including gain from FC dealings	1,257,556,617	1,445,633,118
	Settlement fees / Brokerage	-	-
		2,918,705,928	**2,933,728,749**
26a.1	**Exchange gain**		
	Exchange gain	1,285,328,623	1,502,201,600
	Less:	(27,772,006)	(56,568,482)
		1,257,556,617	**1,445,633,118**

In 2025, 14,612 no. of Bancassurance policies were issued, and the commission earned Taka 1,913,423 (net-off tax). According to the BRPD circular no. 18, dated December 20, 2023, the aforementioned information is disclosed.

27	**Consolidated other operating income**		
	Prime Bank PLC. (note-27a)	1,555,603,856	1,406,427,398
	Prime Bank Investment PLC.	29,341,718	5,876,912
	Prime Bank Securities Limited	5,021,214	1,704,600
	Prime Exchange Co. Pte. Ltd., Singapore	682,870	820,722
	PBL Exchange (UK) Ltd.	-	-
	PBL Finance (Hong Kong) Limited	16,806,092	16,629,893
	Prime Bank Fintech Limited		
		1,607,455,749	**1,431,459,524**
	Less: Inter-company transactions	20,257,304	2,902,581
		1,587,198,446	**1,428,556,944**
27a	**Other operating income of the Bank**		
	Locker rent	18,726,950	16,595,003
	Service and other charges	336,642,993	371,930,962
	Retail Income	299,351,658	252,654,553
	Income from ATM service	292,293,569	246,990,449
	Credit card income (note-27a.2)	233,441,967	196,183,728
	Postage / telex / SWIFT/ fax	43,917,095	42,619,428
	Incidental charges	-	-
	Rebate from foreign Bank outside Bangladesh	148,175,891	103,123,428
	Profit on sale of fixed assets	3,217,722	21,016,398
	Miscellaneous earnings (note-27a.1)	179,836,011	155,313,447
		1,555,603,856	**1,406,427,398**

27a.1 Miscellaneous earnings include syndication fee, students education abroad fees, discrepency fees, notice fee and sale proceeds of various items, etc.

27a.2	**Credit card income**		
	Annual fees	64,537,016	39,996,390
	Inter-change fees	102,254,138	60,883,091
	Others	66,650,813	95,304,247
		233,441,967	**196,183,728**

		Amount in Taka	
		2025	2024
28	**Consolidated salaries and allowances**		
	Prime Bank PLC. (note-28a)	6,236,389,468	5,587,000,870
	Prime Bank Investment PLC.	84,522,702	88,791,955
	Prime Bank Securities Limited	87,838,328	65,707,783
	Prime Exchange Co. Pte. Ltd., Singapore	49,798,965	41,986,661
	PBL Exchange (UK) Ltd.	-	-
	PBL Finance (Hong Kong) Limited	27,272,251	26,143,073
	Prime Bank Fintech Limited	28,009,436	-
		6,513,831,151	**5,809,630,342**
28a	**Salaries and allowances of the Bank**		
	Basic pay	2,305,223,657	2,174,911,119
	Allowances	1,944,164,431	1,638,754,943
	Bonus	1,374,530,648	1,144,658,163
	Bank's contribution to provident fund	210,693,891	219,654,702
	Retirement benefits/ Leave encashment	19,899,095	20,260,568
	Gratuity	381,877,746	388,761,376
		6,236,389,468	**5,587,000,870**
29	**Consolidated rent, taxes, insurance, electricity, etc.**		
	Prime Bank PLC. (note-29a)	616,939,579	541,654,223
	Prime Bank Investment PLC.	2,667,911	2,661,509
	Prime Bank Securities Limited	9,955,589	11,508,658
	Prime Exchange Co. Pte. Ltd., Singapore	4,281,810	4,235,674
	PBL Exchange (UK) Ltd.	-	-
	PBL Finance (Hong Kong) Limited	8,169,549	7,313,677
	Prime Bank Fintech Limited	4,600	-
		642,019,038	**567,373,742**
29a	**Rent, taxes, insurance, electricity, etc. of the Bank**		
	Rent, rates and taxes	168,186,357	145,481,944
	Insurance	290,904,014	242,055,798
	Power and electricity	157,849,208	154,116,481
		616,939,579	**541,654,223**
30	**Consolidated legal expenses**		
	Prime Bank PLC. (note-30a)	167,550,929	113,349,424
	Prime Bank Investment PLC.	562,000	452,461
	Prime Bank Securities Limited	581,902	663,375
	Prime Exchange Co. Pte. Ltd., Singapore	5,080,754	3,602,754
	PBL Exchange (UK) Ltd.	-	1,592,584
	PBL Finance (Hong Kong) Limited	-	-
	Prime Bank Fintech Limited	411,240	-
		174,186,824	**119,660,598**
30a	**Legal expenses of the Bank**		
	Legal expenses	33,205,030	41,194,920
	Other professional charges	134,345,899	72,154,505
		167,550,929	**113,349,424**
31	**Consolidated postage, stamp, telecommunication, etc.**		
	Prime Bank PLC. (note-31a)	272,520,668	100,520,069
	Prime Bank Investment PLC.	960,666	1,127,683
	Prime Bank Securities Limited	41,737	15,773
	Prime Exchange Co. Pte. Ltd., Singapore	3,928,208	898,534
	PBL Exchange (UK) Ltd.	-	-
	PBL Finance (Hong Kong) Limited	7,877,944	7,403,166
	Prime Bank Fintech Limited	-	-
		285,329,223	**109,965,224**

		Amount in Taka	
		2025	2024
31a	**Postage, stamp, telecommunication, etc. of the Bank**		
	Postage & Courier	15,827,452	9,780,905
	Telegram, telex, fax and internet	2,433,687	2,701,745
	Data communication	205,613,658	48,634,801
	Telephone - office	48,624,171	39,370,017
	Telephone - residence	21,700	32,600
		272,520,668	**100,520,069**
32	**Consolidated stationery, printing and advertisements, etc.**		
	Prime Bank PLC. (note-32a)	432,111,343	389,482,249
	Prime Bank Investment PLC.	1,568,106	900,605
	Prime Bank Securities Limited	1,017,122	815,678
	Prime Exchange Co. Pte. Ltd., Singapore	3,903,870	3,241,260
	PBL Exchange (UK) Ltd.	-	81,963
	PBL Finance (Hong Kong) Limited	230,769	1,225,847
	Prime Bank Fintech Limited	440,029	-
		439,271,238	**395,747,601**
32a	**Stationery, printing and advertisements, etc. of the Bank**		
	Office and security stationery	76,409,198	69,393,138
	Computer consumable stationery	178,095,373	200,477,784
	Publicity and advertisement	177,606,771	119,611,326
		432,111,343	**389,482,249**
33	**Managing Director's salary and fees**		
	Basic salary	12,000,000	11,556,653
	Bonus	2,000,000	2,000,000
	House rent allowance	2,400,000	2,339,516
	Other allowances	4,179,996	4,184,028
		20,579,996	**20,080,197**
34	**Consolidated Directors' fees**		
	Prime Bank PLC. (note-34a)	5,604,060	5,724,612
	Prime Bank Investment PLC.	239,000	209,000
	Prime Bank Securities Limited	264,000	319,000
	Prime Exchange Co. Pte. Ltd., Singapore	-	-
	PBL Exchange (UK) Ltd.	-	24,647
	PBL Finance (Hong Kong) Limited	-	-
	Prime Bank Fintech Limited	-	-
		6,107,060	**6,277,259**
34a	**Directors' fees of the Bank**		
	Meeting fees	5,405,000	4,648,600
	Other benefits	199,060	1,076,012
		5,604,060	**5,724,612**

As per BRPD circular no. 02 dated 11 February 2024, Taka 10,000/- has been paid as Honoraium to the Directors, for attending per Board Meeting, Board Audit Committee Meeting and Risk Management Committee Meeting held during the year 2025. In addition, Taka 50,000/- has been paid as Honoraium to the Independent Directors in every month.

35	**Consolidated Auditors' fees**		
	Prime Bank PLC. (note-35a)	5,750,000	2,300,000
	Prime Bank Investment PLC.	356,464	402,500
	Prime Bank Securities Limited	276,000	274,000
	Prime Exchange Co. Pte. Ltd., Singapore	458,765	424,730
	PBL Exchange (UK) Ltd. (note-1.4.4)	-	-
	PBL Finance (Hong Kong) Limited	561,258	531,622
	Prime Bank Fintech Limited	115,000	-
		7,517,487	**3,932,851**

		Amount in Taka	
		2025	2024
35a	**Auditors' fees of the Bank**		
	External Audit fee	5,750,000	2,300,000
		5,750,000	**2,300,000**
36	**Charges on loan losses**		
	Loan -written off	-	-
	Interest waived	-	-
		-	**-**
37	**Consolidated depreciation and repair of Bank's assets**		
	Prime Bank PLC. (note-37a)	1,108,270,675	1,079,510,909
	Prime Bank Investment PLC.	16,039,742	17,263,355
	Prime Bank Securities Limited	23,241,683	16,018,699
	Prime Exchange Co. Pte. Ltd., Singapore	19,278,688	16,945,501
	PBL Exchange (UK) Ltd.	-	-
	PBL Finance (Hong Kong) Limited	-	149,202
	Prime Bank Fintech Limited	234,226	-
		1,167,065,014	**1,129,887,666**
37a	**Depreciation and repair of Bank's assets**		
	Depreciation - (see annexure-C for detail)		
	Fixed assets	475,826,330	485,258,456
	Leased assets	408,446,583	377,841,409
		884,272,914	**863,099,865**
	Amortization -(see annexure-C for detail)		
	Software	57,183,830	58,525,279
		57,183,830	**58,525,279**
	Repairs		
	Building	92,258,135	64,847,919
	Furniture and fixtures	2,684,282	13,034,903
	Office equipment	57,839,197	69,280,050
	Bank's vehicles	11,811,225	9,126,611
	Maintenance	2,221,093	1,596,283
		166,813,931	**157,885,765**
		1,108,270,675	**1,079,510,909**
38	**Consolidated other expenses**		
	Prime Bank PLC. (note-38a)	2,427,456,413	1,730,899,363
	Prime Bank Investment PLC.	17,672,469	19,902,642
	Prime Bank Securities Limited	75,602,629	420,294,685
	Prime Exchange Co. Pte. Ltd., Singapore	23,346,837	17,509,127
	PBL Exchange (UK) Ltd.	-	5,162,917
	PBL Finance (Hong Kong) Limited	3,466,328	4,503,706
	Prime Bank Fintech Limited	10,462,536	-
		2,558,007,212	**2,198,272,440**

		Amount in Taka	
		2025	2024
38a	**Other expenses of the Bank**		
	Security and cleaning	309,163,260	191,419,016
	Car expenses	304,276,289	304,148,341
	ATM expenses (note-38a.1)	309,778,632	216,288,657
	Retail/Consumer expenses (Service Charge & Others)	1,926,709	1,657,257
	Books, magazines and newspapers, etc.	496,365	918,747
	Liveries and uniforms	642,655	2,239,981
	Bank charges and commission	33,668,623	22,874,990
	Loss on sale of fixed assets	5,741,853	9,630,210
	Impairment/written-off of fixed assets	553,809	7
	Loss on sale of share	32,745,482	-
	House furnishing expenses	7,708,493	6,554,288
	Subscription to institutions	29,281,795	28,640,378
	Donations/CSR Expenses	101,751,657	86,661,942
	Sponsorship	35,739,564	57,153,951
	Prime Bank Cricket Club	41,681,235	74,531,497
	Traveling expenses	55,476,906	32,033,658
	Local conveyance, labor, etc.	22,677,158	20,141,275
	Business development	313,523,076	169,558,915
	Training and internship	37,748,646	38,876,880
	Remittance charges	22,939,844	17,869,213
	Cash reward to branches	4,644,600	742,715
	Laundry, cleaning and photographs, etc.	11,581,215	8,918,205
	Credit card expenses	134,637,609	93,245,979
	Consolidated salary (staff)	32,425,495	31,384,376
	Exgratia	3,731,625	4,098,875
	Welfare	-	36,609,097
	Entertainment	78,658,453	68,786,034
	Prime Bank Foundation	475,920,433	192,858,021
	Miscellaneous expenses	18,334,932	13,056,861
		2,427,456,413	**1,730,899,363**
38a.1	**ATM expenses**		
	Repair & Maintenance-Supply	27,583,961	13,043,425
	NPSB-Issuing Commission	20,711,445	3,628,445
	ATM Cash Management Service	12,234,313	9,472,936
	VISA/Master Card Service	73,805,876	54,278,787
	Security guard salary	80,215,287	59,635,829
	Rent Rates & Taxes	21,683,642	21,386,975
	Insurance & Utility Expenses	7,979,086	8,046,433
	Internet/Link Charge	2,254,420	2,342,326
	Repair Renovation & Maintenance	2,469,956	6,603,093
	Computer/Printing Expense	6,221,620	9,050,353
	Office Stationary and others	54,619,027	28,800,055
		309,778,632	**216,288,657**
39	**Consolidated provision**		
	Provision for loans & advances (note-39a)	1,312,301,553	1,215,765,219
	Provision for diminution in value of investments (note-39.1)	420,390,736	68,772,717
	Provision for impairment of client margin loan (note-39.2)	55,999,532	33,555,608
	Provision for impairment of investment (PBIL)	(1,106,699)	10,000,000
	Other provisions (note-39a2)	(135,000,000)	746,897,248
		1,652,585,123	**2,074,990,791**

		Amount in Taka	
		2025	2024
39.1	**Provision for diminution in value of investments**		
	Prime Bank PLC. (note-39a)	385,000,000	223,207,111
	Prime Bank Investment PLC.	10,400,096	30,026,802
	Prime Bank Securities Limited	24,990,641	(184,461,196)
		420,390,736	**68,772,717**
39.2	**Provision for impairment of client margin loan**		
	Prime Bank Investment PLC.	47,663,992	30,000,000
	Prime Bank Securities Limited	8,335,540	3,555,608
		55,999,532	**33,555,608**
39a	**Provision of the Bank**		
	Provision for loans & advances (note-39a1)	1,312,301,553	1,215,765,219
	Provision for diminution in value of investments	385,000,000	223,207,111
	Other provisions (note-39a2)	(135,000,000)	746,897,248
		1,562,301,553	**2,185,869,577**
39a1	**Provision for loans & advances**		
	Bad and doubtful loans and advances / investments	3,054,803,720	1,987,834,183
	Unclassified loans and advances / investments	(1,877,502,167)	(185,068,964)
	Unclassified loans and advances / investments (OBU)	135,000,000	65,000,000
	Special general provision-COVID 19	-	(652,000,000)
		1,312,301,553	**1,215,765,219**
39a2	**Other provisions**		
	Off-balance sheet exposure	(100,000,000)	270,000,000
	Interest receivable on loans and advances	15,000,000	28,500,000
	Impairment loss for investment in subsidiaries	(20,000,000)	227,256,721
	Start-up fund	-	74,457,637
	Incentive to Good Borrower	-	(15,207,111)
	Other assets	(30,000,000)	161,890,000
		(135,000,000)	**746,897,248**
40	**Consolidated tax expenses**		
	Current tax		
	Prime Bank PLC. (note-40a)	3,740,239,687	5,399,144,766
	Prime Bank Investment PLC.	20,724,855	25,274,111
	Prime Bank Securities Limited	6,252,646	30,045,235
	Prime Exchange Co. Pte. Ltd., Singapore	1,969,362	-
	PBL Exchange (UK) Ltd.	-	-
	PBL Finance (Hong Kong) Limited	8,433,153	7,442,942
	Prime Bank Fintech Limited	9,306,060	-
		3,786,925,763	**5,461,907,053**
	Deferred tax		
	Prime Bank PLC. (note-40a)	34,522,584	(763,937,513)
	Prime Bank Investment PLC.	151,696,055	27,228,963
	Prime Bank Securities Limited	(14,243,818)	(57,849,055)
	Prime Exchange Co. Pte. Ltd., Singapore	-	-
	PBL Exchange (UK) Ltd.	-	-
	PBL Finance (Hong Kong) Limited	-	-
	Prime Bank Fintech Limited	-	-
		171,974,821	**(794,557,604)**
		3,958,900,584	**4,667,349,449**

		Amount in Taka	
		2025	2024
40a	**Tax expenses of the Bank**		
	Current tax (note-40a.1)	3,740,239,687	5,399,144,766
	Deferred tax (note-40a.2)	34,522,584	(763,937,513)
		3,774,762,271	**4,635,207,253**
40a.1	**Current Tax**		
	Current tax expenses for the year	4,085,440,566	5,399,144,766
	Tax adjustment for the earlier years	(345,200,879)	-
		3,740,239,687	**5,399,144,766**
40a.2	**Deferred tax**		
	Decrease/(Increase) in Deferred Tax Asset	34,522,584	(495,740,178)
	Increase/(Decrease) in Deferred Tax Liability	-	(268,197,335)
	Deferred tax Expense/(Income)	**34,522,584**	**(763,937,513)**
41	**Consolidated receipts from other operating activities**		
	Prime Bank PLC. (note-41a)	2,386,873,231	1,681,282,887
	Prime Bank Investment PLC.	80,234,977	66,984,498
	Prime Bank Securities Limited	184,032,116	18,548,721
	Prime Exchange Co. Pte. Ltd., Singapore	682,870	820,722
	PBL Exchange (UK) Ltd.	-	-
	PBL Finance (Hong Kong) Limited	16,806,092	16,629,893
	Prime Bank Fintech Limited	-	-
		2,668,629,286	**1,784,266,721**
41a	**Receipts from other operating activities of the Bank**		
	Locker rent	18,726,950	16,595,003
	Service and other charges	336,642,993	371,930,962
	Retail Income	299,351,658	252,654,553
	Income from ATM services	292,293,569	246,990,449
	Credit card income	233,441,967	196,183,728
	Postage / Telex / Fax / SWIFT charge recoveries	43,917,095	42,619,428
	Rebate from foreign Bank outside Bangladesh	148,175,891	103,123,428
	Gain from sale of treasury bond / shares	834,487,098	295,871,887
	Miscellaneous earnings	179,836,011	155,313,447
		2,386,873,231	**1,681,282,887**
42	**Consolidated payments for other operating activities**		
	Prime Bank PLC. (note-42a)	2,958,310,904	2,355,518,703
	Prime Bank Investment PLC.	22,458,510	24,755,795
	Prime Bank Securities Limited	86,721,857	433,075,491
	Prime Exchange Co. Pte. Ltd., Singapore	37,096,374	26,670,819
	PBL Exchange (UK) Ltd.	-	6,780,148
	PBL Finance (Hong Kong) Limited	20,075,079	19,752,171
	Prime Bank Fintech Limited	10,993,376	-
		3,135,656,100	**2,866,553,127**
42a	**Payments for other operating activities of the Bank**		
	Rent, rates and taxes	1,108,227,905	977,104,329
	Legal expenses	167,550,929	113,349,424
	Postage and communication charges, etc.	272,520,668	100,520,069
	Directors' fees	5,604,060	5,724,612
	Other expenses	1,404,407,343	1,158,820,268
		2,958,310,904	**2,355,518,703**

		Amount in Taka	
		2025	2024
43	**(Increase) / decrease of consolidated other assets**		
	Prime Bank PLC. (note-43a)	(1,495,378,407)	(495,418,753)
	Prime Bank Investment PLC.	296,728,654	(10,118,420)
	Prime Bank Securities Limited	103,659,973	(141,134,336)
	Prime Exchange Co. Pte. Ltd., Singapore	3,125,216	(5,272,471)
	PBL Exchange (UK) Ltd.	712,475	4,930,255
	PBL Finance (Hong Kong) Limited	(4,297,892)	15,616,048
	Prime Bank Fintech Limited	(8,889,599)	-
		(1,104,339,581)	**(631,397,677)**
43a	**(Increase)/ decrease of other assets of the Bank**		
	Stationery and stamps	46,865,176	48,702,392
	Advance deposits and advance rent	144,016,429	86,236,788
	Suspense account	1,332,955,729	445,976,815
	Encashment of PSP / BSP	8,030,905	12,016,851
	Credit card	5,634,430	399,600,373
	Sundry assets	6,123,977,771	5,173,567,121
		7,661,503,500	**6,166,125,093**
		(1,495,378,407)	**(495,418,753)**
44	**Increase / (decrease) of consolidated other liabilities**		
	Prime Bank PLC. (note-44a)	(552,497,636)	566,451,565
	Prime Bank Investment PLC.	532,346,103	209,902,108
	Prime Bank Securities Limited	(395,098,786)	248,548,408
	Prime Exchange Co. Pte. Ltd., Singapore	(11,355,655)	85,113,144
	PBL Exchange (UK) Ltd.	42,633,822	4,729,847
	PBL Finance (Hong Kong) Limited	(10,042,822)	(1,141,305)
	Prime Bank Fintech Limited	19,134,906	-
		(374,880,067)	**1,113,603,767**
44a	**Increase / (decrease) of other liabilities of the Bank**		
	Expenditure and other payables	487,355,487	489,478,321
	Unearned income	17,361,588	12,790,444
	Other liabilities	10,730,457	298,423,776
	Interest suspense account	6,224,465,019	6,491,717,646
		6,739,912,552	**7,292,410,187**
		(552,497,636)	**566,451,565**
45	**Consolidated earnings per share (CEPS)**		
	Net profit after tax (Numerator)	9,098,791,137	7,322,480,282
	Number of Ordinary shares outstanding (Denominator)	1,160,590,563	1,160,590,563
	Consolidated earnings per share (CEPS)	**7.84**	**6.31**
45a	**Earnings per share (EPS) of the Bank**		
	Net profit after tax (Numerator)	8,904,494,202	7,445,763,713
	Number of Ordinary shares outstanding (Denominator)	1,160,590,563	1,160,590,563
	Earnings per share (EPS)	**7.67**	**6.42**

Earnings per share has been calculated in accordance with IAS - 33: "Earnings Per Share (EPS)". Previous years figure have been adjsuted for the issue of bonus share during the year.

46 Number of employees of the Bank

The number of employees engaged for the whole year or part thereof who received a total remuneration of BDT 36,000 p.a. or above were 3,093.

		Amount in Taka	
		2025	2024
47	**Assets pledged as security for liabilities of the Bank**		
	Treasury bills & bonds to Bangladesh Bank for Repo	**37,944,911,125**	**32,101,042,103**

48 Disclosure on Audit Committee of the Bank

a) Particulars of Audit Committee

Audit Committee (AC) of the Board was formed and its roles and responsibilities were defined in line with Corporate Governance Code issued by Bangladesh Securities and Exchange Commission (BSEC) vide BSEC notification BSEC/CMRRCD/2006-158/Admin/80 dated June 03, 2018 and BRPD Circular no. 2 dated February 11, 2024 issued by Bangladesh Bank. The Composition and Qualification of the Audit Committee Members at the year-end are stated below:

Name	Status with bank	Status with committee	Educational Qualification
Dr. Mosttafa Shazzad Hasan FCA, CPA	Independent Director	Chairman	PhD (Forensic Accounting and Financial Fraud Prevention), CPA, CA ICAB
Nazma Haque	Director	Member	Bachelor of Economics
Nasim Anwar Hossain	Director	Member	Masters in Polotical Science
Barrister Nazia Kabir	Independent Director	Member	Masters in International Law, BA (Honours) in Law

b) Meetings held by the Audit Committee during the year by date:

Sl No	Meeting No	Held on
1	194	February 25, 2025
2	195	March 12, 2025
3	196	April 24, 2025
4	197	July 24, 2025
5	198	August 10, 2025
6	199	September 22, 2025
7	200	October 27, 2025

c) Activities of the Committee during the year 2025:

- Reviewed Risk Based Internal Audit (RBIA) Plan
- Reviewed Audited/Unaudited Financial Statements of the Bank and its Subsidiaries
- Reviewed the risk based audit report of the branches, different department and divisions of Head Office.
- Reviewed Bangladesh Bank Comprehensive Inspection Reports
- Reviewed Investigation Reports
- Audit Reports (Special, Branch, IT, Shari'ah, Post Import Financing)
- Status Report - Complaints Received & Resolved, Deferrals, Exceptions, Documentation, Compliance
- Engagement of Auditors (Statutory/Compliance/Cash Incentive)
- Appointment of Independent Scrutinizer, Independent Digiital Platform Service Provider for Online/ E Voting System Service Provider
- Reappointment of as Statutory Auditors for the year 2025
- Annual Integrated Reort on Health of Bank
- Reviwed Internal Control System of the Bank
- Approved appointment of internal resource as Chief Auditor
- Reviwed Thematic Audit Framework
- Appointment of Corporate Governance Compliance Auditor for the year 2025
- Reviewed report on the status of Loan Documentation Checklist (LDCL) against Credit facilities
- Reviewed amendment Whistleblower Protection Policy
- Reviewed and Approval of Internal Audit Policy
- Reviwed comprehensive process on Bank's HR Division
- Reviewed compliance status against the Observations in the Internal and External Audit Reports
- Reviwerd Compliance status against observations (RBIA, Special, Branch, IT, Shari'ah)
- Important Observations depicted from Forty-Eight (48) Branches RBIA Reports
- Reviewed Thematic Audit on In-house Developed Software Used by the Branches
- Reviewed cost verification of Prime Tower conducted by external auditor as required by Bangladesh Bank
- Compliance status of the Management Reports- 2024

49 Related Party Disclosures of the Bank

i) Names of the Directors together with a list of entities in which they have Interest — Annexure-E

ii) Significant contracts where Bank is a party and wherein Directors have interest during the year 2025

(Figure in Taka)

Name of Directors	Relationship with the Bank	Nature of transaction	Approved limit	Outstanding amount
Mr. Tanjil Chowdhury	Chairman	Credit Card	931,857	350,315
Mrs. Nazma Haque	Director	Credit Card	1,390,000	177,545
Mr. Tanveer A Chowdhury	Director	Credit Card	1,000,000	998,555
Mrs. Nasim Anwar Hossain	Director	Credit Card	900,000	106,028
Mr. Hassan O. Rashid	Chief Executive Officer	Credit Card	1,000,000	284,501

iii) Shares issued to Directors and Executives without consideration or exercisable at a discount — Nil

iv) Related party transactions

Nature of party/ contract	Relationship	Amount
Lease agreement	Common Director	7,282,416
Lease agreement	Common Director	4,673,712
Lease agreement	Common Director	1,256,152
Lease agreement	Common Director	22,861,080
Lease agreement	Common Director	173,650

v) Lending policies in respect of related party

a) Amount of transaction regarding loans and advances, deposits, guarantees and commitment as on 31.12.2025	Nil
b) Amount of transactions regarding principal items of deposits, expenses and commission	Nil
c) Amount of provision against loans and advances given to related party	Nil
d) Amount of guarantees and commitments arising from other off-balance sheet exposures	Nil

vi) Disclosure of transaction regarding Directors and their related concerns	Nil

vi) Business other than banking business with any relation concern to the Directors as per Section 18(2) of the Bank Companies Act, 1991.

a) Lease agreement made with the Sponsor Director & Independent Director

Nature of contract	Branch Name	Name of Director and related by	Remarks
Lease agreement	Head Office	Quazi Sirajul Islam Director & owner of the premises	Lease period: 10.07.2024 to 09.07.2027
Lease agreement	Halishahar Branch	Mr. Azam J Chowdhury Director & owner of the premises	Lease period: 01.01.2017 to 31.12.2025
Lease agreement	Kulaura Branch	Mr. Azam J Chowdhury Director & owner of the premises	Lease period: 01.09.2022 to 31.08.2027
Lease agreement	Head Office	Mr. Tanjil Chowdhury, Chairman and Mr. Azam J Chowdhury, Director (owner of the premises)	Lease period: 01.10.2024 to 30.09.2027

b) Service receiving companies where the Directors interest subsisted during the year

Name of party	Relationship	Nature of transaction	Amount
Azneo Limited	Common Director	Generator Service	173,650

viii) Investment in the Securities of Directors and their related concern	Nil

ix) Business with subsidiary

Name of party	Relationship	Nature of transaction	Outstanding Amount
Prime Bank Investment PLC.	Subsidiary Company	OD Facilities	2,245,259,410
Prime Bank Securities Limited	Subsidiary Company	OD Facilities	861,972,784
Prime Bank Securities Limited	Subsidiary Company	Guarantee	400,000,000
Prime Bank Securities Limited	Subsidiary Company	Share/Securities Trading	3,553,713,527
Prime Bank Securities Limited	Subsidiary Company	Advance for trading	38,120
Prime Exchange Co. PTE Ltd., Singapore	Subsidiary Company	Guarantee	19,031,340
Prime Exchange Co. PTE Ltd., Singapore	Subsidiary Company	OD facilities	914,126
PBL Finance (Hong Kong) Ltd	Subsidiary Company	Demand Loan	2,926,406,627

50 Workers Participation Fund and Welfare Fund

SRO-336-AIN/2010 dated 5-10-2010 issued by the 'Ministry of Labour and Employment' declares the status of business of certain institutions and companies along with Bank & insurance companies as "Industrial Undertakings" for the purposes of Chapter-XV of the Bangladesh Labour Act, 2006 (as amended up to 2013) which deals with the workers' participation in company's profit by way of 'Workers Participation Fund' and 'Welfare Fund'. This Act requires the "Industrial Undertakings" to maintain provision for workers' profit participation fund @ 5% on net profit. Since this requirement contradicts with the 'Section 11' of the 'Bank Companies Act 1991 (as amended up to 2013)', Banks in Bangladesh took up the issue collectively and sought opinion from 'Association of Bankers Bangladesh Limited (ABB)' on the same. ABB wrote a letter to the 'Ministry of Finance' of Government of People's Republic of Bangladesh on 09.03.2016 to draw attention of the honorable Finance Minister regarding relevance and applicability of Chapter XV of the Bangladesh Labour Act, 2006 (as amended up to 2013) for Bank Companies and to obtain a direction on the issue. The 'Ministry of Finance' revealed their opinion that WPPF should not be relevant for Bank Companies and therefore, it should not be applied there. They also sought for an opinion on this issue from Bangladesh Bank. Subsequently, Bangladesh Bank agreed on all the logics and legal opinion collected by the ABB and expressed their consensus with them on 29.11.2016. In this backdrop, the 'Ministry of Finance' has given their instruction, vide letter no. 53.00.0000.311.22.002.17.130 dated 14.02.2017, for not applying Chapter XV of the Bangladesh Labour Act, 2006 (as amended up to 2013) in Bank Companies. Therefore, no provision in this regard has been made in the financial statements for the year ended on December 31, 2025.

51 Shareholders' Equity

	Amount in Taka	
	2025	2024
Paid up capital	11,605,905,630	11,322,834,770
Share premium	1,211,881,786	1,211,881,786
Statutory reserve	12,889,264,879	10,353,413,584
Revaluation gain / (loss) on investments	584,844,193	80,256,510
Start-up equity investment fund	301,016,560	211,971,618
Foreign currency translation gain	163,817,602	161,343,671
Surplus in profit and loss account / Retained earnings	19,637,067,706	15,677,801,601
	46,393,798,356	**39,019,503,540**

52

Earnings per share has been calculated in accordance with IAS - 33: "Earnings Per Share (EPS)". Previous years figure have been adjsuted for the issue of bonus share during the year.

Calculation of EPS (Basic)

Profit after tax for the year (Solo)	8,904,494,202	7,445,763,713
Profit after tax for the year (Consolidated)	9,098,791,137	7,322,480,282
Weighted average number of share	1,160,590,563	1,160,590,563
Earnings per share (Solo)	**7.67**	**6.42**
Earnings per share (Consolidated)	**7.84**	**6.31**

The bank has no dilutive instruments that is why we are not considering the diluted earnings per share.

NOTES TO THE FINANCIAL STATEMENTS

as at and for the year ended 31 December 2025

		Amount in Taka	
		2025	2024
53	**Calculation of Net Asset value per Share (NAVPS)**		
	Shareholders' Equity (Solo)	46,393,798,356	39,019,503,540
	Shareholders' Equity (Consolidated)	46,417,932,500	38,784,698,936
	Weighted average number of share	1,160,590,563	1,160,590,563
	Net Asset value per Share (NAVPS) (Solo)	**39.97**	**33.62**
	Net Asset value per Share (NAVPS) (Consolidated)	**40.00**	**33.42**
54	**Calculation of Net Cash Flow Per Share (NOCFPS)**		
	Net Cash from Operating Activities (Solo)	67,660,800,925	3,462,208,761
	Net Cash from Operating Activities (Consolidated)	67,396,821,548	3,282,372,250
	Weighted average number of share	1,160,590,563	1,160,590,563
	Net operating cash flow per share (Solo)	**58.30**	**2.98**
	Net operating cash flow per share (Consolidated)	**58.07**	**2.83**
55	**Reconciliation of statement of cash flows from operating activities**		
	Profit before provision	14,241,558,026	14,266,840,543
	Adjustment for non cash items:		
	Depreciation on fixed asset	884,272,914	863,099,865
	Impairment of fixed assets	553,809	7
	Amortization on software	57,183,830	58,525,279
	Amortization on House Furnishing	7,708,493	6,554,288
	Adjustment with non-operating activities	**949,719,045**	**928,179,438**
	Recovery of write-off loan	960,222,969	775,853,587
	Accounts Receivable	(1,596,993,982)	(1,504,098,729)
	Accounts payable on deposits	1,421,184,769	2,425,765,916
	Accounts Receivable from PF	-	(10,775,550)
	Gain on sale of asset	(3,217,722)	(21,016,398)
	Loss on sale of asset	5,741,853	9,630,210
	Loss on sale of share	32,745,482	-
	Net Interest (income)/expenses on plan assets	(124,813,272)	58,389,245
	Finance cost of lease liabilities	70,307,833	63,897,433
	Prime Bank Foundation	283,062,412	32,058,021
	Lease rent expenses	(491,288,326)	(435,450,106)
	Dividend receivable	(7,146,074)	(5,908,188)
	Provision for Audit Fee	5,750,000	2,300,000
	CSR activaties	-	(32,900,000)
	Employees Welfare fund	-	-
	Incentive Bonus	225,353,472	218,930,000
		780,909,413	1,576,675,439
	Changes in operating assets and liabilities		
	Changes in loans & advances	(16,555,545,730)	(29,678,690,808)
	Changes in deposit and other accounts	84,694,381,182	52,997,041,634
	Changes in investment	(23,048,701,081)	(42,556,427,602)
	Changes in borrowings	13,677,094,471	9,891,119,766
	Changes in other assets	(1,495,378,407)	(495,418,753)
	Changes in other liabilities	(552,497,636)	566,451,565
		56,719,352,799	(9,275,924,198)
	Income Tax Paid	(5,030,738,358)	(4,033,562,462)
	Net cash flows from operating activities	**67,660,800,925**	**3,462,208,761**

56 Events after the Reporting Period

The Board of Directors in its 592nd meeting held on dated 05 April 2026 has recommended to payment of 30% (Thirty percent) (25% cash and 5% stock) dividend for the year 2025. The total amount of dividend is Taka 3,481,771,689 (Three hundred forty eight crore seventeen lac seventy one thousand six hundred eighty nine) only.

Chairman | **Director** | **Director** | **Chief Executive Officer**

Dated, 05 April 2026

BALANCE WITH OTHER BANKS-OUTSIDE BANGLADESH (NOSTRO ACCOUNT)

Of Prime Bank PLC.
As at 31 December 2025

Annexure-A

Name of the Bank	Account type	31 Dec 2025				31 Dec 2024		
		Currency type	FC amount	Exchange rate	Equivalent Taka	FC amount	Exchange rate	Equivalent Taka
AB Bank Ltd., Mumbai, India	CD	US$	(91,583)	122.30	(11,200,131)	(53,474)	120.00	(6,416,911)
Axis Bank, India	CD	US$	220,132	122.30	26,921,093	198,801	120.00	23,856,096
Bank of Bhutan, Bhutan	CD	US$	12,834	122.30	1,569,549	10,914	120.00	1,309,678
SMBC, Tokyo, Japan	CD	JP¥	47,813,007	0.78	37,432,803	(25,042,107)	0.76	(19,037,010)
Citibank N.A., London , UK	CD	EURO	72,051	144.00	10,375,492	66,651	125.12	8,339,682
Citibank N.A., New York, USA	CD	US$	9,028,904	122.30	1,104,193,429	7,316,215	120.00	877,945,789
Commerz Bank AG, Frankfurt , Germany	CD	EURO	736,524	144.00	106,061,527	317,903	125.12	39,777,291
Commerz Bank AG, Frankfurt , Germany	CD	US$	371,676	122.30	45,454,312	162,676	120.00	19,521,138
Emirates NBD Bank PJSC, Dubai	CD	AED	1,289,177	33.30	42,934,618	477,577	32.67	15,601,147
Habib American Bank, New York, USA	CD	US$	1,551,265	122.30	189,712,587	2,497,152	120.00	299,658,266
Habib Metropolitan Bank, Karachi	CD	US$	106,620	122.30	13,039,172	400,144	120.00	48,017,246
HDFC Bank Limited, Kolkata, India	CD	US$	273,784	122.30	33,482,466	38,299	120.00	4,595,914
ICICI Bank Ltd, Mumbai, India	CD	US$	166,405	122.30	20,350,526	65,280	120.00	7,833,644
ICICI Bank Ltd, Hong kong	CD	US$	497,710	122.30	60,867,593	295,945	120.00	35,513,419
Intesa Sanpaolo SPA, Milano, Italy	CD	EURO	(47,638)	144.00	(6,860,020)	38,079	125.12	4,764,616
J. P. Morgan Chase Bank, New York	CD	US$	690,558	122.30	84,452,056	(1,328,002)	120.00	(159,360,276)
Korea Exchange Bank Seoul	CD	US$	283,118	122.30	34,624,083	379,342	120.00	45,521,071
Kookmin Bank, Seoul, Southkorea	CD	US$	180,177	122.30	22,034,797	127,705	120.00	15,324,647
Mashreq Bank PSC, New York, USA	CD	US$	4,768,292	122.30	583,140,152	14,493,877	120.00	1,739,265,211
Mashreq Bank PSC, Mumbai, India	CD	US$	79,975	122.30	9,780,584	102,654	120.00	12,318,527
Meezan Bank Limited, Pakistan	CD	US$	184,061	122.30	22,509,828	377,612	120.00	45,313,484

Name of the Bank	Account type	31 Dec 2025				31 Dec 2024		
		Currency type	FC amount	Exchange rate	Equivalent Taka	FC amount	Exchange rate	Equivalent Taka
MUFG Bank Limited, TOKYO	CD	JP¥	30,320,774	0.78	23,738,134	6,271,163	0.76	4,767,338
Nabil Bank Limited. Kathmandu	CD	US$	36,557	122.30	4,470,788	108,769	120.00	13,052,255
The National Commercial Bank, Jeddah	CD	SAR	520,781	32.61	16,981,054	1,372,812	31.95	43,859,834
Nepal Bangladesh Bank Ltd., Kathmandu, Nepal	CD	US$			-			-
People's Bank, Colombo, Sri Lanka	CD	US$	148,191	122.30	18,123,025	148,191	120.00	17,782,868
Sonali Bank, Kolkata, India	CD	US$	7,047	122.30	861,759	78,630	120.00	9,435,605
Standard Chartered Bank, India	CD	US$	1,569,214	122.30	191,907,643	(1,006,664)	120.00	(120,799,680)
Standard Chartered Bank, New York, USA	CD	US$	988,657	122.30	120,908,253	(1,666,630)	120.00	(199,995,589)
Standard Chartered Bank, London	CD	GBP	177,138	165.25	29,271,205	144,546	150.95	21,818,877
Standard Chartered Bank, Singapore	CD	SG$	40,476	95.16	3,851,545	332,331	88.29	29,340,577
Standard Chartered Bank, Frankfurt, Germany	CD	EURO	121,851	144.00	17,546,911	32,997	125.12	4,128,733
Shanghai Pudong Development Bank	CD	CNY	1,761,550	17.46	30,765,114	1,936,172	16.44	31,832,221
Unicredito Italiano SPA, Milano, Italy	CD	EURO	-	-	-	130,277	125.12	16,300,832
Wells Fargo Bank N. A., New York	CD	US$	-	-	-	(345,257)	120.00	(41,430,895)
Zuercher Kantonal Bank, Zurich	CD	CHF	203,355	155.14	31,548,152	51,465	133.04	6,846,740
Total					**2,920,850,102**			**2,896,602,385**

RECONCILIATION STATEMENT OF BALANCE WITH BANGLADESH BANK

As at 31st December 2025

Annexure-A-1

1) Balance with Bangladesh Bank-Taka account of the Bank

	Detail	Total
Balance as per Bank ledger		**33,881,065,874**
Less: Un-responded debit entries in		
Bangladesh Bank statement	3,584,951,259	
Prime Bank's ledger	352,994,427	3,937,945,685
		29,943,120,188
Add: Un-responded credit entries in		
Bangladesh Bank statement	3,642,170,046	
Prime Bank's ledger	35,436,567	3,677,606,613
Balance as per Bangladesh Bank statement		**33,620,726,801**

2) Balance with Bangladesh Bank-Foreign currency of the Bank

Balance as per Bank ledger		**2,756,139,707**
Less: Un-responded debit entries in		
Bangladesh Bank statement	5,900,422	
Prime Bank's ledger	-	5,900,422
		2,750,239,285
Add: Un-responded credit entries in		
Bangladesh Bank statement	12,887,922	
Prime Bank's ledger	11,793,690	24,681,612
Balance as per Bangladesh Bank statement		**2,774,920,898**

INVESTMENT IN SHARES

As at 31 December 2025

Annexure-B

SL. No.	Name of the Company	Face Value	No of shares	Cost / present value of holdings	Average cost Price per share	Market price per share (31.12.2025)	Market value (31.12.2025)
Quoted:							
1	BATBC	10	3,199,922	1,048,475,935	327.66	248.60	795,500,609
2	BERGERPBL	10	40,074	56,609,713	1,412.63	1,384.60	55,486,460
3	BEXIMCO	10	1,211,072	99,999,953	82.57	110.10	133,339,027
4	BSCPLC	10	387,291	57,451,813	148.34	126.60	49,031,041
5	DESCO	10	329,700	19,262,511	58.42	20.50	6,758,850
6	IDLC	10	231,999	12,170,331	52.46	35.70	8,282,364
7	LAFARGE HOLCIM BANGLADESH	10	100,000	5,613,320	56.13	46.70	4,670,000
8	SINGER BD	10	598,865	103,836,021	173.39	84.50	50,604,093
9	SQURPHARMA	10	100,000	22,609,474	226.09	198.60	19,860,000
10	UNILEVERCL	10	8,171	7,093,115	868.08	2,150.90	17,575,004
11	NATIONAL BANK PLC.	10	2,268,054	27,970,098	12.33	3.20	7,257,773
12	UPGDCL	10	373,563	96,111,263	257.28	116.10	43,370,664
13	UTTARA BANK LTD.	10	2,347,104	37,009,980	15.77	22.80	53,513,971
	Sub Total			**1,594,213,527**			**1,245,249,856**
Unquoted:							
1	CENTRAL DEPOSITORY BANGLADESH LIMITED	10	5,711,804	15,694,430			
2	CENTRAL COUNTERPARTY BANGLADESH LIMITED	10	3,750,000	37,500,000			
3	BLUE WEALTH 1ST BALANCED FUND	10	2,000,000	20,000,000			
4	INVESTMENT IN SWIFT			4,184,430			
5	PREFERENCE SHARE			254,436,000			
6	GOLDEN HARVEST ICE CREAM LTD.	10	9,990,000	239,760,000			
	Sub Total			**571,574,860**			
	Total			**2,165,788,387**			

SCHEDULE OF FIXED ASSETS OF THE BANK

AS AT 31 DECEMBER 2025

Annexure-C

Particulars	COST				DEPRECIATION				Net book value as at 31.12.2025
	Opening balance as on 01.01.2025	Additions during the year	Disposals/ adjustments during the year	Total balance as at 31.12.2025	Opening balance as on 01.01.2025	Charge for the year	Disposals/ adjustments during the year	Total balance as at 31.12.2025	
Land	2,256,940,593	-	-	2,256,940,593	-	-	-	-	2,256,940,593
Building	1,724,817,577	30,105,071	-	1,754,922,648	329,530,607	43,747,628	-	373,278,235	1,381,644,413
Capital work in progress (Building)	498,435,437	896,514,665	-	1,394,950,102	-	-	-	-	1,394,950,102
Furniture and fixtures	1,187,503,635	167,170,154	51,005,579	1,303,668,210	701,319,534	106,391,148	45,655,879	762,054,804	541,613,407
Capital work in progress (Furnitures)	33,153,347	-	11,340,917	21,812,430	-	-	-	-	21,812,430
Office equipment and machinery	2,418,399,435	334,536,194	59,393,936	2,693,541,693	1,663,273,660	303,227,745	57,569,603	1,908,931,802	784,609,891
Capital work in progress (Equipment)	78,805,046	14,335,085	-	93,140,131	-	-	-	-	93,140,131
Vehicles	276,116,283	39,149,057	-	315,265,340	210,327,028	22,459,808	-	232,786,836	82,478,504
Sub-total	**8,474,171,352**	**1,481,810,227**	**121,740,432**	**9,834,241,148**	**2,904,450,828**	**475,826,330**	**103,225,482**	**3,277,051,677**	**6,557,189,471**
Lease assets-Premises									
Right-of-use assets	3,541,729,013	-	-	3,541,729,013	2,264,445,655	408,446,583	-	2,672,892,238	868,836,775
Sub-total	**3,541,729,013**	**460,220,525**	**460,220,525**	**3,541,729,013**	**2,264,445,655**	**408,446,583**	**-**	**2,672,892,238**	**868,836,775**
Software-Amortization									
Software	806,344,922	80,409,239	4,090,000	882,664,161	728,887,010	57,183,830	4,089,999	781,980,841	100,683,320
Capital work in progress (Software)	52,091,253	27,773,915	-	79,865,168	-	-	-	-	79,865,168
Sub-total	**858,436,174**	**108,183,154**	**4,090,000**	**962,529,328**	**728,887,010**	**57,183,830**	**4,089,999**	**781,980,841**	**180,548,488**
As at 31 December 2025	**12,874,336,540**	**2,050,213,906**	**586,050,956**	**14,338,499,490**	**5,897,783,493**	**941,456,744**	**107,315,481**	**6,731,924,756**	**7,606,574,734**
As at 31 December 2024	**11,962,201,427**	**1,153,085,100**	**240,949,987**	**12,874,336,540**	**5,202,707,007**	**921,625,143**	**226,548,658**	**5,897,783,493**	**6,976,553,047**

STATEMENT OF TAX POSITION OF THE BANK

AS AT 31 DECEMBER 2025

Annexure-D

Accounting year	Assessment year	Tax provision as per Financial Statements (amount in Taka)	Present status
1995 to 2008			Assessment Completed
2009	2010-2011	1,735,000,000	Case file to High Court
2010	2011-2012	2,285,000,000	Case file to High Court
2011	2012-2013	2,866,502,255	Assessment Completed
2012	2013-2014	2,449,800,000	Assessment completed. Applied U/s 330 for correction of error.
2013	2014-2015	1,616,000,000	Assessment completed. Applied U/s 330 for correction of error.
2014	2015-2016	1,180,000,000	Assessment Completed
2015	2016-2017	713,000,000	Assessment Completed
2016	2017-2018	150,000,000	Assessment Completed
2017	2018-2019	750,000,000	Assessment Completed
2018	2019-2020	1,750,000,000	Assessment Completed
2019	2020-2021	2,645,755,415	Assessment Completed
2020	2021-2022	2,469,190,684	Assessment Completed
2021	2022-2023	3,024,268,492	Assessment Completed
2022	2023-2024	2,844,606,850	Return Submitted U/S 180 Universal Self Assessment.
2023	2024-2025	3,041,135,789	Return Submitted U/S 180 Universal Self Assessment.
2024	2025-2026	5,399,144,766	Return Submitted U/S 180 Universal Self Assessment.
2025	2026-2027	4,085,440,566	Deadline for submission of tax return is 15 September 2026.

NAME OF DIRECTORS AND THEIR INTEREST IN DIFFERENT ENTITIES

Annexure-E

Sl.	Name of the Directors	Designation	Name of Firms/Companies in which they have interest
1	Mr. Tanjil Chowdhury	Chairman	EC Holdings Limited
			EC Bulk Carriers Limited
			EC Distribution Limited
			EC Securities Limited
			East Coast Shipping Lines Limited
			Parkesine Products Limited
			East Coast Trading (Pvt.) Limited
			EC Aviation Limited
			Bangladesh Trade Syndicate Limited
			Radiant Alliance Limited
			Unicom Clean Energy Limited
			Nordic Woods Limited
			Elysium Engineering Limited
			EC Agro Limited
			Omera Renewable Energy Limited
			Omera Chemicals Limited
			Clean Fuel Filling Station Limited
			MJL Bangladesh PLC
			Omera Fuels Limited
			Green Delta Insurance Limited
2	Mr. Md. Shahadat Hossain	Vice Chairman	VIP Shahadat Poultry and Hatchery
			VIP Shahadat Cold Storage
			VIP Shahadat Feed Mill
			VIP Shahadat Hossain Government Primary School
			VIP Shahadat High School
			VIP Shahadat Agriculture Institute
			VIP Shahadat Hossain Nurani Hafizia Madrasa
3	Mr. Quazi Sirazul Islam	Vice Chairman	Amin Jewelers Limited
			City Hospital Limited
4	Mr. Azam J Chowdhury	Director	EC Holdings Limited
			EC Bulk Carriers Limited
			EC Distribution Limited
			EC Securities Limited
			East Coast Shipping Lines Limited
			East Coast Trading (Pvt.) Limited
			Clean Fuel Filling Station Limited
			Unicom Clean Energy Limited
			Bangladesh Trade Syndicate Limited
			Green Ways Industries (Bangladesh) Limited
			Parkesine Products Limited
			EC Aviation Limited
			EC Organic Products Limited
			Omera Renewable Energy Limited
			EC Agro Limited
			Radiant Alliance Limited
			Elysium Engineering Limited
			Omera Cylinders Limited
			GEP Holdings Limited
			MJL Bangladesh PLC
			Omera Tank Terminal Limited
			The Consolidated Tea and Lands (Bangladesh) Limited

NAME OF DIRECTORS AND THEIR INTEREST IN DIFFERENT ENTITIES

Sl.	Name of the Directors	Designation	Name of Firms/Companies in which they have interest
			Baraoora (Sylhet) Tea Company Limited
			Consolidated Tea and Plantation Limited
			Nordic Woods Limited
			Omera Fuels Limited
			Central Depository Bangladesh Limited
5	Mr. Mafiz Ahmed Bhuiyan	Director	Shepherd World Trade Limited
			Shepherd Consultant & Management Limited
			Native Holdings Limited
			IPE Technologies Limited
			Citizen Securities & Investment Limited
			International Holdings Limited
			Southeast Foundation
			Eastern University Foundation
6	Mrs. Nazma Haque	Director	Prime Finance Asset Management Limited (PFAML)
			Prime Insurance Company Limited
			ACORN Limited
			Asian Gate Limited
			Bangla Trac Limited
			B-Trac Technologies Limited
			Bangla Trac Holdings Limited
			Bangla Trac Rental Services Limited (BTRSL)
			B-Trac Engineering Limited
7	Mrs. Nasim Anwar Hossain	Director	Prime Cement Limited
			Imam Trading Enterprise
			Lubricants Asia Limited
8	Mr. Mohammad Mushtaque Ahmed Tanvir	Director	Antics Graphics Limited
			Uniglory Paper & Packaging Limited
			Uniglory Cycle Components Limited
			Uniglory Packaging Industries Limited
			Satori Limited
			Transworld Packaging (BD) Limited
9	Mr. Tanveer A Chowdhury	Director	EC Organic Products Limited
			Parkesine Products Limited
			EC Aviation Limited
			Clean Fuel Filling Station Limited
			Unicom Clean Energy Limited
			Omera Renewable Energy Limited
			EC Holdings Limited
			EC Distribution Limited
			East Coast Shipping Lines Limited
			East Coast Trading (Pvt.) Limited
			EC Securities Limited
			EC Bulk Carriers Limited
10	Mr. Nafis Sikder	Director	Marina Apparels Limited
			Nafa Apparels Limited
			Ayesha Clothing Co. Limited
			Ayesha Washing Limited
			Ayesha Fashion Limited
			Aswad Composite Mills Limited
			Safaa Sweaters Limited

NAME OF DIRECTORS AND THEIR INTEREST IN DIFFERENT ENTITIES

Sl.	Name of the Directors	Designation	Name of Firms/Companies in which they have interest
			Cortz Apparels Limited
			K.M. Apparel (Pvt.) Limited
			Hamza Clothing Limited
			Hamza Trims Limited
			Modern Needlecraft Limited
			Hamza Fashion Limited
			Hamza Logistics Limited
			Hamza Knit Dyeing Mills Limited
			Dy-Chroma (BD) Limited
			Palmal Garments Limited
11	Mr. S M Tamjid	Director	Priyo Food
			VIP Shahadat Poultry & Agri Concern
			VIP Shahadat Contract Broiler Farming
12	Mr. Md. Mukul Hossain	Director	Nil
13	Mr. C. Q. K Mustaq Ahmed	Independent Director	Nil
14	Barrister Nazia Kabir	Independent Director	Syed Ishtiaq Ahmed and Associates
			Managewell Holdings
			Resource Holding Limited
			EFL Global Limited
			AVS Airline Services Bangladesh Limited
			SSB Consulting Limited
15	Dr. Mohammad Mosttafa Shazzad Hasan, FCA	Independent Director	CHOWDHURY SHAZZAD MONOWAR Chartered Accountants (Partnership CA Firm)
			TechFina BPO and Corporate Advisory Limited
			QOCEPT Asset Management Company Limited

DISTRIBUTION OF PROFIT UNDER ISLAMIC BANKING OPERATION

Annexure-F

Prime Bank PLC. has 05 (five) Islamic Banking branches based on Islamic Shariah, which absolutely prohibits receipts and payments of interest in any form. The operation of these 05 (five) branches are totally different from other conventional banking branches as they operate on the basis of profit sharing arrangement.

Fixation of final profit rate for the year 2025

Provisional profit are applied to the different types of deposit accounts at the rates decided by the Bank from time to time taking into consideration of the industry trend and that of the rates of other Islamic Banks in Bangladesh. Final rates of profit are declared annually as at 31 December in every year on the basis of income earned from different investments and other business by individual branches and distributed as per weightage of the different deposit products. Product wise weightage are properly disclosed and make available in all of our islamic banking branches.

For the year ended 31 December 2025, 70% of total investment income has been allocated to the different types of Mudaraba depositors (except no-cost fund) according to the weightage. The remaining 30% of the investment income is retained by the Bank as Management fee (25%) and Investment loss Off-setting Reserve (5%).

Prime Bank PLC. Islamic Banking Branches

BALANCE SHEET

As at 31 December 2025

Annexure-G

Particulars	Notes	Amount in Taka	
		31 Dec 2025	31 Dec 2024
PROPERTY AND ASSETS			
Cash in hand			
Cash in hand (including foreign currencies)		186,616,021	189,634,602
Balance with Bangladesh Bank and its agent bank (s)			
(including foreign currencies)		13,035,303,334	-
		13,221,919,355	**189,634,602**
Balance with other banks and financial institutions	2		
In Bangladesh		237,769	237,999
Outside Bangladesh		-	-
		237,769	**237,999**
Placement with banks & other financial institutions	3	-	-
Investments in share & securities	4		
Government		17,118,997,849	-
Others		-	-
		17,118,997,849	**-**
Investments			
General investments etc	5	32,297,007,910	33,643,635,961
Bills purchased and discounted	6	-	79,620,229
		32,297,007,910	**33,723,256,191**
Fixed assets including premises, furniture and fixtures	7	9,706,841	11,683,587
Other assets	8	17,922,851,163	19,770,489,279
Non - banking assets		-	-
Total assets		**80,570,720,887**	**53,695,301,656**
LIABILITIES AND CAPITAL			
Liabilities			
Placements from other banks, financial institutions and agents	9	4,284,432,712	5,335,541,155
Deposits and other accounts	10		
Mudaraba savings deposits		8,753,682,898	5,490,325,204
Mudaraba term deposits		51,633,260,741	35,183,859,279
Other mudaraba deposits		-	-
Al-wadeeah current deposits and other deposits accounts		7,916,045,767	5,032,219,712
Bills payable		4,170,557,904	87,761,506
		72,473,547,311	**45,794,165,701**
Other liabilities	11	3,812,740,864	2,565,594,800
Total liabilities		**80,570,720,888**	**53,695,301,656**
Capital / Shareholders' equity			
Paid up capital		-	-
Statutory reserve		-	-
Revaluation gain / (loss) on investments		-	-
Revaluation reserve		-	-
Other reserve		-	-
Surplus in profit and loss account / Retained earnings		-	-
Total Shareholders' equity		**-**	**-**
Total liabilities and Shareholders' equity		**80,570,720,887**	**53,695,301,656**

Particulars	Notes	Amount in Taka	
		31 Dec 2025	31 Dec 2024
OFF- BALANCE SHEET EXPOSURE			
Contingent liabilities	12		
Acceptances and endorsements	12.1	12,881,474,118	8,663,229,800
Letters of guarantee	12.2	1,051,950,996	1,201,793,303
Irrevocable letters of credit	12.3	8,573,057,351	8,951,093,847
Bills for collection	12.4	1,110,704,805	861,385,390
Other contingent liabilities		-	-
		23,617,187,270	**19,677,502,339**
Other commitments			
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		-	-
Other commitments		-	-
		-	**-**
Total Off-Balance Sheet exposure including contingent liabilities		**23,617,187,270**	**19,677,502,339**

Prime Bank PLC. Islamic Banking Branches

PROFIT AND LOSS ACCOUNT

For the year ended 31 December 2025

Annexure-G (1)

Particulars	Notes	Amount in Taka	
		2025	2024
Investment income	13	2,684,319,674	3,376,568,663
Profit paid on deposits	14	(3,894,803,425)	(2,426,685,254)
Net investment income		**(1,210,483,750)**	**949,883,409**
Income from investment in shares / securities		80,196,187	-
Commission, exchange and brokerage	15	218,462,685	171,219,530
Other operating income	16	72,247,432	58,616,843
Total operating income (A)		(839,577,446)	1,179,719,782
Salaries and allowances	17	82,941,824	74,830,355
Rent, taxes, insurance, electricity, etc.	18	25,415,348	25,058,324
Legal expenses	19	1,401,570	421,774
Postage, stamp, telecommunication, etc.	20	921,780	1,002,970
Stationery, printing, advertisements, etc.	21	4,263,047	5,778,703
Chief Executive's salary and fees		-	-
Directors' fees & expenses		-	-
Shariah supervisory committee's fees and expenses		-	-
Auditors' fees		-	-
Charges on investment losses	22	-	-
Depreciation and repair of Bank's assets	23	8,674,407	7,695,662
Zakat expenses		-	-
Other expenses	24	14,634,477	11,790,076
Total operating expenses (B)		**138,252,453**	**126,577,865**
Profit / (loss) before provision (C=A-B)		**(977,829,899)**	**1,053,141,916**
Provision for investments	25	1,361,258,829	449,952,404
Provision for diminution in value of investments		-	-
Other provisions		(42,570,459)	35,997,177
Total provision (D)		1,318,688,370	485,949,581
Total profit / (loss) before taxes (C-D)		**(2,296,518,268)**	**567,192,335**

Prime Bank PLC. Islamic Banking Branches

CASH FLOW STATEMENT

For the year ended 31 December 2025

Annexure-G (1)

Particulars		Amount in Taka	
		2025	2024
A)	**Cash flows from operating activities**		
	Investment income	2,618,469,294	2,677,636,314
	Profit paid on deposits	(3,848,676,897)	(2,389,835,339)
	Fees and commission receipts	218,462,685	171,219,530
	Cash payments to employees	(82,941,824)	(74,830,355)
	Cash payments to suppliers	(4,263,047)	(5,778,703)
	Receipts from other operating activities	72,247,432	58,616,843
	Payments for other operating activities	(47,433,310)	(40,843,151)
	Cash generated from operating activities before changes in operating assets and liabilities	**(1,074,135,666)**	**396,185,138**
	Increase / (decrease) in operating assets and liabilities		
	Purchase of trading securities	(17,118,997,849)	-
	Investment to customers	1,426,248,281	(4,603,072,646)
	Other assets	4,243,975,502	(14,168,370,347)
	Deposits from other banks/borrowings	(1,053,102,810)	688,779,254
	Deposits from customers	26,681,375,977	17,431,167,180
	Other liabilities	(71,542,306)	308,688,043
		14,107,956,795	(342,808,516)
	Net cash from operating activities	**13,033,821,129**	**53,376,622**
B)	**Cash flows from investing activities**		
	Purchase of property, plant and equipment	(1,637,527)	(1,791,219)
	Proceeds from sale of property, plant and equipment	100,921	-
	Net cash used in investing activities	**(1,536,606)**	**(1,791,219)**
C)	**Cash flows from financing activities**		
	Dividend paid	-	-
	Net Cash from financing activities	-	-
D)	Net increase / (decrease) in cash and cash equivalents (A+ B + C)	13,032,284,523	51,585,403
E)	Effects of exchange rate changes on cash and cash equivalents	-	-
F)	Cash and cash equivalents at beginning of the year	189,872,600	138,287,197
G)	**Cash and cash equivalents at end of the year (D+E+F)**	**13,222,157,124**	**189,872,600**
	Cash and cash equivalents at end of the year		
	Cash in hand (including foreign currencies)	186,616,021	189,634,602
	Balance with Bangladesh Bank and its agent bank (s) (including foreign currencies)	13,035,303,334	-
	Balance with other banks and financial institutions	237,769	237,999
		13,222,157,124	**189,872,600**

Prime Bank PLC. Islamic Banking Branches

STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2025

Amount in Taka

Particulars	Paid-up Capital	Statutory reserve	Revaluation reserve	Revaluation gain / loss on investments	Retained earnings	Total
Balance as at 1 January 2025	-	-	-	-	-	-
Changes in accounting policy	-	-	-	-	-	-
Restated balance	-	-	-	-	-	-
Surplus / deficit on account of revaluation of properties	-	-	-	-	-	-
Adjustment of last year revaluation gain on investments	-	-	-	-	-	-
Surplus / deficit on account of revaluation of investments	-	-	-	-	-	-
Currency translation differences	-	-	-	-	-	-
Net gains and losses not recognized in the income statement	-	-	-	-	-	-
Net profit for the year	-	-	-	-	-	-
Dividends (Bonus shares)	-	-	-	-	-	-
Cash dividend	-	-	-	-	-	-
Issue of share capital	-	-	-	-	-	-
Appropriation made during the year	-	-	-	-	-	-
Balance as at 31 December 2025	**-**	**-**	**-**	**-**	**-**	**-**
Balance as at 31 December 2024	**-**	**-**	**-**	**-**	**-**	**-**

Prime Bank PLC. Islamic Banking Branches

NOTES TO THE FINANCIAL STATEMENTS

As at and for the year ended 31 December 2025

Please see PBP notes 1-2

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
1	**Cash in hand**		
	i) In local currency	184,280,179	189,070,602
	ii) In foreign currency	2,335,842	564,000
	Sub-total (a)	186,616,021	189,634,602
	Cash with Bangladesh Bank and its agents		
	Balance with Bangladesh Bank	13,035,303,334	-
	Balance with Sonali Bank (as agent of Bangladesh Bank)	-	-
	Sub-total (b)	13,035,303,334	-
	Grand total (a+b)	**13,221,919,355**	**189,634,602**
	Required CRR and SLR of Islamic Branches are maintained at Head Office		
2	**Balance with other banks and financial institutions**		
	In Bangladesh (note-2.1)	237,769	237,999
	Outside Bangladesh (note-2.2)	-	-
		237,769	**237,999**
2.1	**In Bangladesh**		
	Short-term deposit accounts		
	ICB Islamic Bank PLC., Motijheel, Dhaka	11,574	11,574
	ICB Islamic Bank PLC., Sylhet	15,636	15,866
	Social Islami Bank PLC., Dhaka	-	-
		27,210	**27,440**
	Savings accounts		
	Al Arafah Islami Bank PLC.. Dhaka	89,497	89,497
	Bank Al Falah PLC.. Dhaka	41,676	41,676
	Social Islami Bank PLC,. Dhaka	79,385	79,385
		210,559	**210,559**
2.2	**Outside Bangladesh (NOSTRO Accounts)**	-	-
		237,769	**237,999**
3	**Placement with banks & other financial institutions**	-	-
4	**Investment in share & securities**	**17,118,997,849**	**-**
5	**Investments**		
	a) In Bangladesh		
	Quard against TD	3,523,922,726	4,476,460,728
	Bai-Murabaha	8,520,727,322	12,880,334,657
	Bai-Muajjal	2,314,318,725	944,066,479
	Retail investment	2,029,490,618	822,628,187
	Ijarah (note-5.2)		-
	Bai-Salam (packing credit)	1,509,101,812	1,367,462,793
	Staff investment	347,659,101	138,482,886
	Hire purchase under Shirkatul Melk (HPSM)	13,132,024,408	11,833,320,732
	Others	919,763,197	1,180,879,499
		32,297,007,910	**33,643,635,961**
	b) Outside Bangladesh	-	-
		32,297,007,910	**33,643,635,961**

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
	Payable Inside Bangladesh		
	Inland bills purchased	-	59,814,692
	Payable Outside Bangladesh		
	Foreign bills purchased and discounted	-	19,805,538
		-	**79,620,229**
		32,297,007,910	**33,723,256,191**
5.1	**Investments under the following broad categories**		
	Investments	17,938,039,136	15,342,774,097
	Bai-Murabaha / Bai-Muajjal	10,835,046,047	13,824,401,136
	Quard against TDR	3,523,922,726	4,476,460,728
		32,297,007,910	33,643,635,961
	Bills purchased and discounted (note-6)	-	79,620,229
		32,297,007,910	**33,723,256,191**
5.2	**Ijarah**		
	Ijarah rental receivable within 1 year	-	
	Ijarah rental receivable within 5 years	-	-
	Ijarah rental receivable after 5 years	-	-
	Total Ijarah rental receivable	-	-
	Less: Unearned income receivable	-	
	Net Ijarah finance	-	-
5.3	**Investments on the basis of significant** concentration including bills purchased and discounted.		
a)	Investments to Directors of the Bank	-	-
b)	Investments to Chief Executive and other executives & officers	341,418,611	132,492,487
c)	Investments to customer groups:		
i)	Commercial investment	1,492,857,608	1,000,157,535
ii)	Export financing	3,054,422,667	4,347,225,497
iii)	House building investment	479,927,913	51,582,716
iv)	Retail investment	1,763,875,803	439,717,300
v)	Small and medium enterprises	1,039,565,338	1,004,175,897
vi)	Special program investment	-	-
vii)	Staff investment	-	-
viii)	Industrial investments	24,098,946,667	26,377,493,915
ix)	Other investment	25,993,303	370,410,844
		31,955,589,299	**33,590,763,704**
		32,297,007,910	**33,723,256,191**
d)	Details of Industrial investments		
i)	Agricultural industries	614,204	-
ii)	Textile industries	3,465,039,138	4,074,899,298
iii)	Food and allied industries	540,474,403	640,582,878
iv)	Pharmaceutical industries	3,197,964,932	2,111,465,421
v)	Leather, chemical, cosmetics, etc.	12,553,489	17,686,928
vi)	Tobacco industries	-	-
vii)	Cement and ceramic industries	518,052,277	625,634,165
viii)	Service Industries	1,907,072	-
ix)	Transport and communication industries	-	-
x)	Other industries including bills purchase and discounted	16,362,341,153	18,907,225,225
		24,098,946,667	**26,377,493,915**

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
5.4	**Investments -geographical location-wise**		
	Inside Bangladesh		
	Urban		
	Dhaka Division	29,052,959,474	27,629,061,998
	Chittagong Division	2,571,641,094	5,853,549,049
	Sylhet Division	672,407,342	240,645,144
		32,297,007,910	**33,723,256,191**
	Rural		
	Dhaka Division	-	-
	Chittagong Division	-	-
	Sylhet Division	-	-
		-	-
	Outside Bangladesh	-	-
		32,297,007,910	**33,723,256,191**
5.5	**Details of pledged collaterals**		
	Collateral of movable / immovable assets	23,097,558,664	26,468,864,427
	Local banks and financial institutions guarantee	-	-
	Export documents	1,424,279,181	2,524,862,516
	Mudaraba Term Deposit receipts	2,123,405,611	513,625,821
	MTDR of other banks	-	-
	Personal guarantee	454,420,751	340,985,723
	Other securities	5,197,343,703	3,874,917,703
		32,297,007,910	**33,723,256,191**
5.6	**Particulars of investments**		
	i) Investments considered good in respect of which the Bank is fully secured	27,996,314,584	27,915,133,836
	ii) Investments considered good against which the Bank holds no security other than the debtors' personal guarantee	454,420,751	295,730,790
	iii) Investments considered good secured by the personal undertaking of one or more parties in addition to the personal guarantee of the debtors	3,846,272,575	5,512,391,565
	iv) Investments adversely classified; provision not maintained there against	-	-
		32,297,007,910	33,723,256,191
	v) Investments due by directors or officers of the banking company or any of them either separately or jointly with any other persons	341,418,611	132,492,487
	vi) Investments due from companies or firms in which the directors of the Bank have interest as directors, partners or managing agents or in case of private companies, as members	-	-
	vii) Maximum total amount of investments, including temporary investment made at any time during the year to directors or managers or officers of the banking company or any of them either separately or jointly with any other person.	341,418,611	132,492,487
	viii) Maximum total amount of investments, including temporary investments granted during the year to the companies or firms in which the directors of the banking company have interest as directors, partners or managing agents or in the case of private companies, as members	-	-
	ix) Due from banking companies	-	-

			Amount in Taka	
			31 Dec 2025	31 Dec 2024
x)	Classified investments			
	a)	Classified investments on which profit has not been charged (note-5.7)	2,769,191,820	1,537,866,463
	b)	Provision on classified investments (note-5.8)	2,333,514,356	934,004,361
	c)	Provision kept against investments classified as bad debts	2,300,561,347	818,286,252
	d)	Profit Suspense Account (note-11)	288,990,261	224,244,359
xi)	Cumulative amount of written off investments			
	Opening Balance		-	-
	Amount written off during the year		-	-
			-	-
	Amount realised against investments previously written off		-	-
	The amount of written off investments for which law suits have been filed		-	-

5.7 Classification of investments

Unclassified		
Standard including staff investment	29,487,171,614	32,162,090,549
Special mention account (SMA)	40,644,475	23,299,178
	29,527,816,089	**32,185,389,728**
Classified		
Sub-standard	42,862,078	909,824,537
Doubtful	75,980,672	21,711,067
Bad / Loss	2,650,349,071	606,330,859
	2,769,191,820	**1,537,866,463**
	32,297,007,910	**33,723,256,191**

5.8 Particulars of required provision for investments

Status	Base for provision	Rate (%)		
General Provision				
Investments (Including SMA)	29,186,397,479	*Various	613,529,087	651,780,253
			613,529,087	**651,780,253**
*General provision is kept @ 1% on general investments and 2% on small enterprise financing and 5% on consumer financing.				
Specific provision				
Sub-standard	36,795,430	20	7,359,086	114,099,566
Doubtful	51,187,846	50	25,593,923	1,618,542
Bad / Loss	2,300,561,347	100	2,300,561,347	818,286,252
			2,333,514,356	**934,004,361**
Required provision for investments			2,947,043,443	1,585,784,614
Provision maintained by Head Office			2,947,043,443	1,585,784,614
Excess / (short) provision			-	-

5.9 Particulars of required provision for Off-balance Sheet Exposures

	Base for provision	Rate %		
Acceptances and endorsements	12,881,474,118	43,187,613	86,632,298	
Letter of guarantee	1,051,950,996	10,603,423	12,078,283	
Letter of credit	8,573,057,351	92,418,510	90,069,423	
Required provision on Off-balance Sheet Exposures		146,209,546	188,780,005	
Provision maintained by Head Office		146,209,546	188,780,005	
Excess / (short) provision		-	-	

6 Bills purchased and discounted

Payable in Bangladesh	-	59,814,692
Payable outside Bangladesh	-	19,805,538
	-	**79,620,229**

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
7	**Fixed assets including premises, furniture and fixtures**		
	Property, Plant & Equipment		
	Furniture and fixtures	4,727,475	6,010,598
	Office equipment and machinery	4,979,366	5,672,988
	Vehicles	-	1
	Net book value at the end of the year	**9,706,841**	**11,683,587**
8	**Other assets**		
	Stationery and stamps	313,949	262,723
	Profit receivable	764,782,729	698,932,349
	Advance income tax	-	-
	Advance deposits and advance rent	1,088,967	1,260,635
	Branch adjustments account	17,156,655,519	19,070,023,572
	Suspense account	10,000	10,000
	Islamic transit account	-	-
	Sundry assets	-	-
		17,922,851,163	**19,770,489,279**
9	**Placement/Borrowings from other banks, financial institutions and agents**		
	In Bangladesh	4,284,432,712	5,335,541,155
	Outside Bangladesh	-	-
		4,284,432,712	**5,335,541,155**
10	**Deposits and other accounts**		
	Deposits from banks (note -10.1.a)	43,744,488	45,738,855
	Deposits from customers (note-10.1.b)	72,429,802,823	45,748,426,847
		72,473,547,311	**45,794,165,701**
10.1	**a) Deposits from Banks**		
	Al-wadeeah current deposits	-	-
	Mudaraba savings deposits	22,522,297	22,074,237
	Mudaraba special notice deposits	21,222,190	23,664,617
	Mudaraba term deposits	-	-
		43,744,488	**45,738,855**

Sl No	Name of Bank	Type of Account		
1	Bank Al-Falah	MSB	14,087,593	13,796,348
2	Islami Bank Bangladesh PLC.	MSB	8,434,705	8,277,889
	Sub Total		**22,522,297**	**22,074,237**
3	Exim Bank PLC.	MSND	295,885	3,658,015
4	ICB Islamic Bank PLC.	MSND	117,222	115,198
5	Social Islami Bank PLC.	MSND	1,338,559	1,315,438
6	Shahjalal Islami Bank PLC.	MSND	11,191,768	10,477,466
7	Islami Bank Bangladesh PLC.	MSND	7,672,419	7,530,562
8	The City Bank PLC.	MSND	48,089	45,197
9	Modhumati Bank PLC.	MSND	43,725	44,719
10	Trust Bank PLC.	MSND	45,324	44,595
11	Standard Bank PLC.	MSND	55,530	54,758
12	Al-Arafah Islami Bank PLC.	MSND	413,669	378,669
Sub Total			**21,222,190**	**23,664,617**
Grand Total			**43,744,488**	**45,738,855**

b) Customer Deposits			
i) Al wadeeah current deposits and other accounts			
Al-wadeeah current deposits	3,687,259,015	1,690,635,657	
Foreign currency deposits	229,145,854	155,757,229	
Security deposits	10,000	10,000	
Sundry deposits	3,999,630,899	3,185,816,827	
	7,916,045,767	**5,032,219,712**	

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
	ii) Bills payable		
	Pay orders issued	4,170,557,904	87,753,286
	Demand draft payable	-	8,220
		4,170,557,904	**87,761,506**
	iii) Mudaraba savings deposits	**8,731,160,601**	**5,468,250,966**
	iv) Mudaraba term deposits		
	Mudaraba term deposits	44,934,832,199	31,715,294,100
	Mudaraba special notice deposits	1,574,381,119	696,331,149
	Non resident Taka deposits	8,467	1,074,042
	Mudaraba special scheme deposits	5,102,816,766	2,747,495,372
		51,612,038,551	**35,160,194,662**
		72,429,802,823	**45,748,426,847**
		72,473,547,311	**45,794,165,701**
	c) Deposits and other accounts		
	Current deposits and other accounts		
	Deposits from banks (note -10.1.a)	-	-
	Deposits from customers (note-10.1.b.i)	7,916,045,767	5,032,219,712
		7,916,045,767	**5,032,219,712**
	Bills payable		
	Deposits from banks (note -10.1.a)	-	-
	Deposits from customers (note-10.1.b.ii)	4,170,557,904	87,761,506
		4,170,557,904	**87,761,506**
	Mudaraba savings deposits		
	Deposits from banks (note -10.1.a)	22,522,297	22,074,237
	Deposits from customers (note-10.1.b.iii)	8,731,160,601	5,468,250,966
		8,753,682,898	**5,490,325,204**
	Mudaraba term deposits		
	Deposits from banks (note -10.1.a)	21,222,190	23,664,617
	Deposits from customers (note-10.1.b.iv)	51,612,038,551	35,160,194,662
		51,633,260,741	**35,183,859,279**
		72,473,547,311	**45,794,165,701**

As on 31 Decedmber 2025, balance of Compensation Realised account was BDT 376,265,881 (as on 31 December 2024 was BDT 285,851,222).

11	**Other liabilities**		
	Provision for investments	2,947,043,443	1,585,784,614
	Provision for off-balance sheet exposures	146,209,546	188,780,005
	Unearned Profit	430,400,212	566,785,822
	Other liability	97,401	-
	Profit suspense account	288,990,261	224,244,359
		3,812,740,864	**2,565,594,800**
12	**Contingent liabilities**		
12.1	**Acceptances and endorsements**		
	Back to back bills (Foreign)	11,971,004,304	7,518,656,275
	Back to back bills (Local)	885,429,857	1,127,506,149
	Back to back bills (EPZ)	25,039,956	17,067,376
		12,881,474,118	**8,663,229,800**
	Less: Margin	(1,123,883,074)	(788,926,895)
		11,757,591,044	**7,874,302,906**
12.2	**Letters of guarantee**		
	Letters of guarantee (Local)	1,051,950,996	1,201,793,303
	Letters of guarantee (Foreign)	-	-
	Foreign counter guarantees	-	-
		1,051,950,996	**1,201,793,303**
	Less: Margin	(243,638,039)	(113,960,991)

		Amount in Taka	
		31 Dec 2025	31 Dec 2024
		808,312,957	**1,087,832,312**
	Money for which the Bank is contingently liable in respect of guarantees given favoring:		
	Directors or officers	-	-
	Government	-	-
	Banks and other financial institutions		
	Others	1,051,950,996	1,201,793,303
		1,051,950,996	**1,201,793,303**
	Less: Margin	(243,638,039)	(113,960,991)
		808,312,957	**1,087,832,312**
12.3	**Irrevocable Letters of Credit**		
	Letters of credit (Sight)	1,407,402,535	1,834,244,726
	Letters of credit (Deferred)	5,560,710,076	5,615,933,019
	Back to back L/C	1,604,944,741	1,500,916,102
	Bank's liabilities PAD	-	-
		8,573,057,351	**8,951,093,847**
	Less:	(247,677,824)	(539,933,329)
		8,325,379,527	**8,411,160,517**
12.4	**Bills for collection**		
	Outward bills for collection	1,110,704,805	861,385,390
	Inward local bills for collection	-	-
	Inward foreign bills for collection	-	-
		1,110,704,805	**861,385,390**
	Less: Margin	-	-
		1,110,704,805	**861,385,390**

		Amount in Taka	
		2025	2024
13	**Investment income**		
	i) Income from general investment		
	Quard against TD	282,327,772	346,154,181
	Bai-Murabaha	452,877,052	409,323,770
	Bai-Muajjal	758,400,819	905,552,420
	Retail investment	112,951,225	50,859,350
	Staff investment	8,597,147	5,756,231
	Hire purchase	852,838,217	744,426,112
	Other investments	208,245,798	893,623,347
	Bills purchased	8,081,644	20,873,252
	Sub-total (i)	**2,684,319,674**	**3,376,568,663**
	ii) Profit on deposits with other Islamic banks		
	In Bangladesh	-	-
	Out side Bangladesh	-	-
	Sub-total (ii)	-	-
	Grand total (i+ii)	**2,684,319,674**	**3,376,568,663**
14	**Profit paid on deposits**		
a)	Profit paid on deposits:		
	Mudaraba savings deposits	138,383,786	66,670,922
	Mudaraba special notice deposits	19,049,282	22,183,747
	Mudaraba term deposits	3,273,687,447	2,047,205,998
	Mudaraba special scheme deposits	340,320,190	142,715,928
	Foreign currency deposits	178,409	669,171
	Others	51,693,943	86,827,173
		3,823,313,058	**2,366,272,939**
b)	Profit paid for other sources:		
	Bangladesh Bank/ Other Bank/ FI/Agents bank	71,490,367	60,412,316
		71,490,367	**60,412,316**

		Amount in Taka	
		2025	2024
		3,894,803,425	**2,426,685,254**
15	**Commission, exchange and brokerage**		
	Commission on L/Cs-sight	21,581,523	57,030,213
	Commission on acceptance	123,222,075	59,736,363
	Commission on L/Cs-back to back	34,402,414	32,602,915
	Commission on L/Gs	8,093,089	14,175,008
	Commission on remittance	383,140	801,847
	Other commission/fees	368	228,956
		187,682,609	**164,575,304**
	Exchange gain (note - 15.1) - including gain from FC dealings	30,780,076	6,644,226
	Settlement fees / Brokerage	-	-
		218,462,685	**171,219,530**
15.1	**Exchange gain**		
	Exchange gain	30,970,480	9,475,482
	Less:	(190,404)	(2,831,256)
		30,780,076	**6,644,226**
16	**Other operating income**		
	Rent recovered	863,250	901,500
	Service and other charges	23,599,625	22,172,086
	Retail Income	13,222,246	9,170,604
	Income from ATM Service	17,095,459	9,792,999
	Postage / telex / SWIFT/ fax recoveries	8,224,594	7,601,282
	Gain on sale of assets	100,911	81,780
	Miscellaneous earnings (note-16.1)	9,141,347	8,896,592
		72,247,432	**58,616,843**
17	**Salaries and allowances**		
	Basic pay	38,332,351	36,493,828
	Allowances	33,915,962	28,137,965
	Bonus	6,860,219	6,620,663
	Bank's contribution to provident fund	3,833,292	3,577,899
		82,941,824	**74,830,355**
18	**Rent, taxes, insurance, electricity, etc.**		
	Rent, rate and taxes	20,643,457	20,337,181
	Insurance	396,807	286,807
	Power and electricity	4,375,084	4,434,336
		25,415,348	**25,058,324**
19	**Legal expenses**		
	Legal expenses	493,866	(1,383,500)
	Other professional charges	907,704	1,805,274
		1,401,570	**421,774**
20	**Postage, stamp, telecommunication, etc.**		
	Postage	175,166	156,858
	Telegram, telex, fax and e-mail	-	400
	Data communication	627,451	740,511
	Telephone - office	119,164	105,201
		921,780	**1,002,970**
21	**Stationery, printing and advertisements, etc.**		
	Office and security stationery	1,775,556	1,463,829
	Computer consumable stationery	1,613,318	2,491,382

		Amount in Taka	
		2025	2024
	Publicity and advertisement	874,173	1,823,492
		4,263,047	**5,778,703**
22	**Charges on investment losses**		
	Investment -written off	-	-
	Profit waived	-	-
		-	-
23	**Depreciation and repair of Bank's assets**		
	Depreciation		
	Fixed assets	3,614,272	5,125,656
		3,614,272	**5,125,656**
	Repairs		
	Building	3,109,625	819,783
	Furniture and fixtures	67,430	150,086
	Office equipment	1,765,352	1,591,628
	Bank's vehicles	22,700	4,510
	Maintenance	95,028	4,000
		5,060,135	**2,570,007**
		8,674,407	**7,695,662**
24	**Other expenses**		
	Security and cleaning	7,413,539	5,642,378
	Entertainment	828,316	687,531
	Car expenses	2,860,794	3,099,338
	Bank charges and commission paid	230	460
	Loss on sale of assets	4	128,202
	Traveling expenses	632,265	365,786
	Local conveyance, labor, etc.	413,600	304,710
	Sponsoring	447,222	-
	Subscription	150,000	-
	Business development	617,880	104,490
	Training and internship	30,333	162,083
	Remittance charges	581,488	539,401
	Consolidated Salary (Other staff)	162,000	326,000
	Laundry, cleaning and photographs, etc.	319,265	269,762
	Exgratia	41,500	40,750
	Miscellaneous expenses	136,041	119,186
		14,634,477	**11,790,076**
25	**Provision for investments & off -balance sheet exposure**		
	Provision for bad and doubtful investments	1,399,509,995	770,074,302
	Provision for unclassified investments	(38,251,166)	(320,121,898)
	Provision for off-balance sheet exposure	(42,570,459)	35,997,177
		1,318,688,370	**485,949,581**

FINANCIAL REPORTING BY SEGMENT OF THE GROUP

I) Geographical Segment

Annexure-H

Particulars	Inside Bangladesh					Outside Bangladesh		Total
	Prime Bank (Conventional & Islamic Banking)	Off Shore Banking Units	PBIL	PBSL	Prime Bank Fintech Limited	Prime Exchange Pte. Ltd. (Singapore)	PBL Finance (Hong Kong) Ltd.	
Income	24,021,680,081	1,476,699,758	405,227,299	324,655,422	33,840,313	147,588,139	114,500,075	26,524,191,087
Less: Inter-segmental income	-				-	-	-	-
Total income	24,021,680,081	1,476,699,758	405,227,299	324,655,422	33,840,313	147,588,139	114,500,075	26,524,191,087
Operating profit (Profit before unallocated expenses and tax)	24,021,680,081	1,476,699,758	405,227,299	324,655,422	33,840,313	147,588,139	114,500,075	26,524,191,087
Allocated expenses	(11,273,480,153)	(19,692,977)	(124,589,059)	(198,818,990)	(39,677,067)	(110,077,897)	(47,578,100)	(11,813,914,243)
Provision against loans and advances, others	(1,439,025,000)	(123,276,553)	(56,957,389)	(33,326,181)	-	-	-	(1,652,585,123)
Profit / (loss) before tax	11,309,174,927	1,333,730,229	223,680,851	92,510,251	(5,836,754)	37,510,242	66,921,975	13,057,691,721
Income tax including deferred tax	(3,774,762,271)	-	(172,420,910)	7,991,172	(9,306,060)	(1,969,362)	(8,433,153)	(3,958,900,584)
Net profit	7,534,412,656	1,333,730,229	51,259,942	100,501,423	(15,142,814)	35,540,880	58,488,822	9,098,791,137
Segment assets	**556,576,345,850**	**80,290,800,183**	**6,648,261,073**	**3,403,210,320**	**503,992,092**	**292,730,150**	**3,261,867,507**	**650,977,207,174**
Segment liabilities	**556,576,345,850**	**80,290,800,183**	**6,648,261,073**	**3,403,210,320**	**503,992,092**	**292,730,150**	**3,261,867,507**	**650,977,207,174**

II) Business Segment

Particulars	Conventional Banking including OBU	Islamic Banking	* Remittance (Outside BD)	** Investment (PBIL+ PBSL+ PBFTL)	Total
Income	27,414,615,063	(839,577,446)	262,088,214	763,723,034	27,600,848,866
Less: Inter segmental income	(1,076,657,779)	-	-	-	(1,076,657,779)
Total income	26,337,957,284	(839,577,446)	262,088,214	763,723,034	26,524,191,087
Operating profit (Profit before unallocated expenses and tax)	26,337,957,284	(839,577,446)	262,088,214	763,723,034	26,524,191,087
Allocated expenses	(11,154,920,677)	(138,252,453)	(157,655,996)	(363,085,117)	(11,813,914,243)
Provision against loans and advances, Others	(1,439,025,000)	(1,318,688,370)	-	(90,283,570)	(2,847,996,940)
Profit / (loss) before tax	13,744,011,608	(2,296,518,268)	104,432,217	310,354,348	11,862,279,904
Income tax including deferred tax	(3,774,762,271)	-	(10,402,515)	(173,735,798)	(3,958,900,584)
Net profit	9,969,249,336	(2,296,518,268)	94,029,702	136,618,550	7,903,379,319
Segment assets	**556,296,425,146**	**80,570,720,887**	**3,554,597,657**	**10,555,463,484**	**650,977,207,174**
Segment liabilities	**556,296,425,146**	**80,570,720,887**	**3,554,597,657**	**10,555,463,484**	**650,977,207,174**

* Prime Exchange Company Pte. Ltd Singapore and PBL Finance (Hong Kong) Ltd

** PBIL- Prime Bank Investment PLC.

** PBSL-Prime Bank Securities Limited

** PBFTL-Prime Bank Fintech Limited

LIQUIDITY STATEMENT OF THE BANK

(Analysis of maturity of assets and liabilities)

As at 31 December 2025

Annexure-I

Particulars	Up to 1 month	1-3 months	3-12 months	1-5 years	Above 5 years	Total
Assets:						
Cash in hand (note-3a.4)	29,165,694,535	-	-	-	16,505,571,681	45,671,266,216
Balance with other banks and financial institutions (note-4a.3)	4,522,691,957	2,500,000,000	124,926,444	-	-	7,147,618,401
Money at call and short notice	-	-	-	-	-	-
Investments (note-6a.1)	2,009,476,836	19,723,721,409	63,322,592,707	56,060,033,456	54,268,501,580	195,384,325,989
Loans and advances / investments (note-7a.1)	45,461,031,143	92,531,876,456	97,630,133,854	77,525,108,479	40,107,267,160	353,255,417,092
Fixed assets including premises, furniture and fixtures	-	-	-	-	7,606,574,734	7,606,574,734
Other assets	10,439,660,833	1,359,641,341	622,065,120	-	27,325,342,476	39,746,709,770
Non banking assets	-	-	-	-	164,845,600	164,845,600
Total assets (A):	**91,598,555,305**	**116,115,239,206**	**161,699,718,125**	**133,585,141,935**	**145,978,103,232**	**648,976,757,802**
Liabilities:						
Borrowings from Bangladesh Bank, other banks, financial institutions and agents (note-12a.4)	24,886,812,551	30,449,264,961	36,429,441,036	8,298,873,574	934,076,980	100,998,469,102
Deposits (note-13a.6)	52,343,539,606	68,687,939,912	105,952,844,511	195,265,933,727	13,758,254,677	436,008,512,433
Other accounts (note-13a.6)	1,496,566,270	7,438,158,240	-	-	-	8,934,724,510
Provision and other liabilities	144,448,730	1,227,189,770	1,254,077,608	25,808,404,214	28,207,133,080	56,641,253,401
Total liabilities (B):	**78,871,367,156**	**107,802,552,882**	**143,636,363,156**	**229,373,211,515**	**42,899,464,737**	**602,582,959,446**
Net liquidity gap (A-B):	**12,727,188,148**	**8,312,686,324**	**18,063,354,970**	**(95,788,069,580)**	**103,078,638,495**	**46,393,798,356**

Chairman | **Director** | **Director** | **Chief Executive Officer**

CONSOLIDATED LIQUIDITY STATEMENT

(Analysis of maturity of assets and liabilities)
As at 31 December 2025

Annexure-I

Particulars	Up to 1 month	1-3 months	3-12 months	1-5 years	Above 5 years	Total
Assets:						
Cash in hand	29,195,901,695	-	-	-	16,505,571,680	45,701,473,375
Balance with other banks and financial institutions	5,082,882,628	2,500,000,000	124,372,512	-	-	7,707,255,141
Money at call and short notice	-	-	-	-	-	-
Investments	2,009,476,836	19,723,721,409	63,322,592,707	56,060,033,456	58,657,257,115	199,773,081,523
Loans and advances / investments	45,461,031,143	92,531,876,456	98,206,846,400	77,525,108,479	40,125,057,016	353,849,919,494
Fixed assets including premises, furniture and fixtures	-	-	-	-	7,740,656,957	7,740,656,957
Other assets	10,439,660,833	1,359,641,341	622,065,120	-	23,618,607,790	36,039,975,084
Non banking assets	-	-	-	-	164,845,600	164,845,600
Total assets (A):	**92,188,953,135**	**116,115,239,206**	**162,275,876,740**	**133,585,141,935**	**146,811,996,158**	**650,977,207,174**
Liabilities:						
Borrowings from Bangladesh Bank, other banks, financial institutions and agents	24,886,812,551	30,449,264,961	36,429,441,036	8,298,873,574	2,625,576,032	102,689,968,155
Deposits	52,343,539,606	68,687,939,912	104,445,481,863	195,265,933,727	13,757,513,868	434,500,408,975
Other accounts	1,496,566,270	7,438,158,240	-	-	-	8,934,724,510
Provision and other liabilities	144,448,730	1,227,189,770	1,254,077,608	25,808,404,214	30,000,052,713	58,434,173,034
Total liabilities (B):	**78,871,367,156**	**107,802,552,882**	**142,129,000,507**	**229,373,211,515**	**46,383,142,613**	**604,559,274,674**
Net liquidity gap (A-B):	**13,317,585,979**	**8,312,686,324**	**20,146,876,233**	**(95,788,069,580)**	**100,428,853,545**	**46,417,932,500**

HIGHLIGHTS OF THE BANK

Annexure-J

BDT (in Million)

Sl. #	Particulars	2025	2024
1	Paid-up capital	11,606	11,323
2	Total capital (Consolidated)	50,425	45,299
3	Total capital (Solo Basis)	50,892	46,234
4	Capital surplus / (deficit) [Consolidated]	15,033	11,991
5	Capital surplus / (deficit) [Solo Basis]	15,693	12,960
6	Total assets	648,977	548,118
7	Total deposits	444,943	358,868
8	Total loans and advances / investments	353,255	343,458
9	Total contingent liabilities and commitments	209,382	202,117
10	Credit deposit ratio (Conventional)*	68.28%	78.10%
11	Credit deposit ratio (Islamic)*	38.99%	62.15%
12	Percentage of classified loans / investments against total loans and advances / investments	2.73%	4.22%
13	Profit after tax and provision	8,904	7,446
14	Amount of classified loans / investments during the year	9,631	14,489
15	Provisions kept against classified loans / investments	9,532	10,519
16	Provision surplus / (deficit) against classified loans / investments	943	2,974
17	Cost of Deposit	5.40%	4.57%
18	Interest earning assets	550,582	470,679
19	Non-interest earning assets	98,394	77,439
20	Return on investment (ROI)	10.64%	9.52%
21	Return on assets (ROA) [PAT/Average Assets]	1.49%	1.46%
22	Income from investment	17,295	10,276
23	Earnings per share (Taka)	7.67	6.42
24	Net income per share (Taka)	7.67	6.42
25	Price earning ratio (times) [Market price per share/EPS]	3.74	3.65

* Credit deposit ratio has been computed as per Bangladesh Bank guideline.

Offshore Banking Units

BALANCE SHEET

as at 31 December 2025

Annexure-K

Particulars	Notes	31 Dec 2025		31 Dec 2024
		USD	Taka	Taka
PROPERTY AND ASSETS				
Cash				
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	25,465,577	3,114,322,911	535,055,448
Outside Bangladesh		1,717,644	210,060,014	122,457,709
		27,183,221	**3,324,382,925**	**657,513,157**
Loans and advances				
Loans, cash credits, overdrafts, etc.	4	51,027,886	6,240,475,738	58,272,050,536
Bills purchased and discounted	5	557,582,734	68,189,803,482	1,712,744,838
		608,610,620	**74,430,279,220**	**59,984,795,374**
Fixed assets including premises, furniture and fixtures	6	56,023	6,851,311	8,966,790
Other assets	7	20,681,781	2,529,286,728	2,056,551,436
Non - banking assets		-	-	-
Total assets		**656,531,645**	**80,290,800,183**	**62,707,826,756**
LIABILITIES AND CAPITAL				
Liabilities				
Borrowings from other banks, financial institutions and agents	8	610,923,823	74,713,173,265	59,503,559,759
Deposits and other accounts				
Current deposits	9	27,519,340	3,365,488,687	2,463,797,426
Bills payable		-	-	-
Savings bank deposits		-	-	-
Term deposits		-	-	-
Bearer certificate of deposit		-	-	-
		27,519,340	**3,365,488,687**	**2,463,797,426**
Other liabilities	10	18,088,483	2,212,138,231	740,469,571
Total liabilities		**656,531,645**	**80,290,800,183**	**62,707,826,756**
Capital / Shareholders' equity				
Paid up capital		-	-	-
Statutory reserve		-	-	-
Foreign currency gain		-	-	-
Other reserve		-	-	-
Deficit in profit and loss account / Retained earnings		-	-	-
Total Shareholders' equity		-	-	-
Total liabilities and Shareholders' equity		**656,531,645**	**80,290,800,183**	**62,707,826,756**

Particulars	Notes	31 Dec 2025		31 Dec 2024
		USD	Taka	Taka
OFF- BALANCE SHEET EXPOSURES				
Contingent liabilities	11			
Acceptances and endorsements		1,353,287	165,500,797	180,752,119
Letters of guarantee		-	-	-
Irrevocable letters of credits		1,083,773	132,540,453	92,778,816
Bills for collection		12,291,165	1,503,152,929	1,545,444,647
Other contingent liabilities		-	-	-
		14,728,225	**1,801,194,179**	**1,818,975,582**
Other commitments				
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		-	-	-
			-	-
Total Off-Balance Sheet exposures including contingent liabilities		**14,728,225**	**1,801,194,179**	**1,818,975,582**

Offshore Banking Units

PROFIT AND LOSS ACCOUNT

For the year ended 31 December 2025

Particulars	Notes	2025		2024
		USD	Taka	Taka
Interest income	12	45,546,820	5,560,724,705	4,682,343,558
Interest paid on deposits, borrowings, etc.	13	(33,820,410)	(4,129,069,637)	(3,551,596,558)
Net interest income		**11,726,410**	**1,431,655,068**	**1,130,747,000**
Commission, exchange, brokerage, etc.	14	349,291	42,644,322	592,602
Other operating income	15	19,661	2,400,368	2,978,414
Total operating income (A)		**12,095,362**	**1,476,699,758**	**1,134,318,016**
Salaries and allowances	16	66,171	8,078,688	7,046,411
Rent, taxes, insurance, electricity, etc.	17	42,922	5,240,206	5,663,061
Legal expenses		430	52,467	175,291
Postage, stamp, telecommunication, etc.	18	3,133	382,459	276,709
Stationery, printing, advertisements, etc.	19	3,682	449,470	612,835
Auditors' fees		-	-	-
Depreciation and repair of Bank's assets	20	4,706	574,547	1,013,093
Other expenses	21	40,259	4,915,140	3,439,604
Total operating expenses (B)		**161,301**	**19,692,977**	**18,227,005**
Profit / (loss) before provision (C=A-B)		**11,934,061**	**1,457,006,781**	**1,116,091,011**
Provision for loans & advances		1,008,158	123,084,098	14,746,841
Provision for diminution in value of investments		-	-	-
Other provision		1,576	192,454	2,278,099
Total provision (D)		1,009,734	123,276,553	17,024,940
Total profit / (loss) before taxes (C-D)		**10,924,326**	**1,333,730,229**	**1,099,066,071**
Provision for taxation				
Current tax		-	-	-
Deferred tax		-	-	-
		-	-	-
Net profit / (loss) after taxation		**10,924,326**	**1,333,730,229**	**1,099,066,071**

Offshore Banking Units

CASH FLOW STATEMENT

For the year ended 31 December 2025

Particulars		2025		2024
		USD	Taka	Taka
A)	**Cash flows from operating activities**			
	Interest receipts in cash	43,670,594	5,331,659,844	4,682,343,558
	Interest payments	(34,865,981)	(4,256,721,348)	(3,551,596,558)
	Fees and commission receipts in cash	349,291	42,644,322	592,602
	Cash payments to employees	(66,171)	(8,078,688)	(7,046,411)
	Cash payments to suppliers	(34,667)	(4,232,472)	(3,490,853)
	Receipts from other operating activities	19,520	2,383,187	2,978,414
	Payments for other operating activities	(53,917)	(6,582,622)	(6,749,528)
	Cash generated from operating activities before changes in operating assets and liabilities	**9,018,670**	**1,101,072,224**	**1,117,031,224**
	Increase / (decrease) in operating assets and liabilities			
	Loans and advances to other banks	-	-	-
	Loans and advances to customers	(108,737,325)	(13,298,074,685)	(5,432,671,679)
	Other assets	(657,892)	(80,457,214)	50,367,227
	Deposits from other banks / borrowings	-	-	-
	Deposits from customers	8,033,265	982,431,380	281,147,039
	Other liabilities	(979,809)	(119,826,174)	(2,258,746,040)
		(102,341,762)	**(12,515,926,694)**	**(7,359,903,454)**
	Net cash from operating activities	**(93,323,092)**	**(11,414,854,470)**	**(6,242,872,229)**
B)	**Cash flows from investing activities**			
	Purchase / sale of property, plant and equipment	(34,144)	(4,175,597)	(8,617,151)
	Proceeds from sale of property, plant and equipment	356	43,552	-
	Net cash used in investing activities	**(33,787)**	**(4,132,045)**	**(8,617,151)**
C)	**Cash flows from financing activities**			
	Borrowing from Prime Bank PLC. and Other Banks & Fis	115,060,825	14,071,409,581	5,025,351,869
	Net cash use in financing activities	**115,060,825**	**14,071,409,581**	**5,025,351,869**
D)	Net increase / (decrease) in cash and cash equivalents (A+ B + C)	21,703,945	2,652,423,066	(1,226,137,511)
E)	Effects of exchange rate changes on cash and cash equivalents	-	1,869,570	39,700,977
F)	Cash and cash equivalents at beginning of the year	5,479,276	670,090,288	1,843,949,692
G)	Cash and cash equivalents at end of the year (D+E+F)	**27,183,221**	**3,324,382,925**	**657,513,157**
	Cash and cash equivalents at end of the year			
	Cash in hand (including foreign currencies)	-	-	-
	Balance with Bangladesh Bank and its agent bank (s) (including foreign currencies)	-	-	-
	Balance with other banks and financial institutions	27,183,221	3,324,382,925	657,513,157
		27,183,221	**3,324,382,925**	**657,513,157**

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2025

1.1 Status of the units

Offshore Banking Units of Prime Bank, governed under the rules and guidelines of Bangladesh Bank. The Bank obtained the Offshore Banking Unit permission vide letter no. BRPD (P) 744 (84)/2001-868 dated 19 March 2001. The Bank commenced the operation of its Offshore Banking Unit from March 15, 2007. Presently the Bank has 3 (Three) units in Dhaka, Adamjee EPZ and Chittagong.

1.1.1 Principal activities

The principal activities of the units are to provide all kinds of commercial banking services to its customers through its Offshore Banking Units in Bangladesh.

1.2 Significant accounting policies and basis of preparation of financial statements

1.2.1 Basis of accounting

The Offshore Banking Units maintain its accounting records in USD from which accounts are prepared according to the Bank Companies Act 1991 (Amendment 2023), International Accounting Standards and other applicable directives issued by Bangladesh Bank.

1.2.2 Use of estimates and judgments

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. 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

a) Foreign currencies translation

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 every day. Balances held in foreign currencies other than US Dollar are converted into equivalent US Dollar and converted into Taka equivalent.

b) Commitments

Commitments for outstanding forward foreign exchange contracts disclosed in these financial statements are translated at contracted rates. Contingent liabilities / commitments for letter of credit and letter of guarantee denominated in foreign currencies are expressed in Taka terms at the rates of exchange ruling on the balance date.

c) Translation gains and losses

The resulting exchange transaction gains and losses are included in the profit and loss account, except those arising on the translation of net investment in foreign subsidiary.

1.2.4 Cash flow statement

Cash flow statement has been prepared in accordance with the International Accounting Standard-7 " Cash Flow Statement" under direct method as recommended in the BRPD Circular No. 14, dated June 25, 2003 issued by the Banking Regulation & Policy Department of Bangladesh Bank.

1.2.5 Reporting period

These financial statements cover from 01 January to 31 December 2025.

1.3 Assets and basis of their valuation

1.3.1 Cash and cash equivalents

Cash and cash equivalents include notes and coins on hand, unrestricted balances held with Bangladesh Bank and highly liquid financial assets which are subject to insignificant risk of changes in their fair value, and are used by the unit management for its short-term commitments.

1.3.2 Loans and advances / investments

a) Loans and advances of Offshore Banking Units are stated in the balance sheet on gross basis.

b) Interest is calculated on a daily product basis but charged and accounted for on accrual basis. Interest is not charged on bad and loss loans as per guidelines of Bangladesh Bank. Records of such interest amounts are kept in separate memorandum accounts.

1.3.3 Fixed assets and depreciation

a) All fixed assets are stated at cost less accumulated depreciation as per IAS-16 " Property, Plant and Equipment". The cost of acquisition of an asset comprises its purchase price and any directly attributable cost of bringing the assets to its working condition for its intended use inclusive of inward freight, duties and non-refundable taxes.

b) Depreciation is charged for the year at the following rates on straight line method on all fixed assets.

Category of fixed assets	Rate
Furniture and fixtures	10%
Office equipment	20%

c) For additions during the year, depreciation is charged for the remaining days of the year and for disposal depreciation is charged up to the date of disposal.

1.4 Basis for valuation of liabilities and provisions

1.4.1 Benefits to the employees

The retirement benefits accrued for the employees of the units as on reporting date have been accounted for in accordance with the provisions of International Accounting Standard-19, "Employee Benefit". Bases of enumerating the retirement benefit schemes operated by the Bank are outlined below:

a) Provident fund

Provident fund benefits are given to the permanent staffs of the OBU under the Provident Fund Rules of the Bank. The Commissioner of Income Tax, Taxes Zone - 5, Dhaka has approved the Provident Fund as a recognized provident fund within the meaning of section 2(52) read with the provisions of part - B of the First Schedule of Income Tax Ordinance 1984. The recognition took effect from 07 July 1997. The Fund is operated by a Board of Trustees consisting seven members (03 members from management and other 04 members nominated by the Board of Directors) of the Bank. All confirmed employees of the Units are contributing 10% of their basic salary as subscription to the Fund. The units also contribute equal amount of the employees' contribution. Interest earned from the investments is credited to the members' account on yearly basis.

b) Gratuity fund

The Bank operates a funded gratuity scheme on "Continuing Fund Basis", in respect of which provision is made annually according to the recommendation of Actuarial which is covering all its permanent eligible employees in accordance with Bank Service Rules. The Second Secretary (Tax Exemption), National Board of Revenue, Segun Bagicha, Dhaka has approved the Prime Bank PLC. Employees' Gratuity Fund as a recognized Gratuity Fund (Letter Ref no. 08.01.0000.035.02.0016.2013/21 7, dated 22/07/2013) within the meaning of Para 2,3 & 4, read with the provisions of Part - C of the First Schedule of Income Tax Ordinance 1984. The recognition took effect from July 22, 2013. The Fund is operated by a Board of Trustees consisting seven members (02 members from the Board of Directors and other 05 members from management) of the Bank. Actuarial valuation of gratuity scheme has been made to assess the adequacy of the liabilities provided for the scheme as per IAS-19 "Employees Benefit".

1.4.2 Provision for liabilities

A provision is recognized in the balance sheet when the unit has a legal or constructive obligation as a result of a past event and it is probable that an outflow of economic benefit will be required to settle the obligations, in accordance with the IAS 37 "Provisions, Contingent Liabilities and Contingent Assets".

1.5 Revenue recognition

1.5.1 Interest income

In terms of the provisions of the IAS-18 "Revenue", the interest income is recognized on accrual basis.

1.5.2 Fees and commission income

Fees and commission income arises on services provided by the units are recognized on a cash receipt basis. Commission charged to customers on letters of credit and letters of guarantee are credited to income at the time of effecting the transactions.

1.5.3 Interest paid and other expenses

In terms of the provisions of the IAS - 1 "Presentation of Financial Statements" interest and other expenses are recognized on accrual basis.

2 General

a) 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.

b) Assets and liabilities & income and expenses have been converted into Taka currency @ US$1 = Taka 122.2954 (closing rate as at 31st December 2025) and Taka 122.0881 (average rate which represents the year end).

		2025		2024
		USD	Taka	Taka
3	**Balance with other banks and financial institutions**			
	In Bangladesh (note-3.1)	25,465,577	3,114,322,911	535,055,448
	Outside Bangladesh (note-3.2)	1,717,644	210,060,014	122,457,709
		27,183,221	**3,324,382,925**	**657,513,157**
3.1	**In Bangladesh**			
	Prime Bank PLC.	138,865,577	16,982,621,271	8,443,055,448
	Other Banks and Financial Institutions	3,000,000	366,886,200	-
		141,865,577	**17,349,507,471**	**8,443,055,448**
	Less: Inter company transaction	116,400,000	14,235,184,560	7,908,000,000
		25,465,577	**3,114,322,911**	**535,055,448**
3.2	**Outside Bangladesh (Nostro accounts)**			
	Current account			
	J. P. Morgan Chase Bank, New York	1,717,644	210,060,014	122,457,709
		1,717,644	**210,060,014**	**122,457,709**
4	**Loans and advances**			
	i) Loans, cash credits, overdrafts, etc.			
	Loan (General)	26,676,746	3,262,443,322	1,722,198,352
	Hire purchase	422,140	51,625,790	93,878,291
	Over Draft	-	-	180,129,160
	T.R Loan	-	-	-
	Others	23,929,000	2,926,406,627	56,275,844,734
		51,027,886	**6,240,475,738**	**58,272,050,536**
	ii) Bills purchased and discounted (note-5)			
	Payable Inside Bangladesh			
	Inland bills purchased	41,414,912	5,064,853,288	1,326,519,494
	Payable Outside Bangladesh			
	Foreign bills purchased and discounted	516,167,821	63,124,950,194	386,225,344
		557,582,734	**68,189,803,482**	**1,712,744,838**
		608,610,620	**74,430,279,220**	**59,984,795,374**
5	**Bills purchased and discounted**			
	Payable in Bangladesh	41,414,912	5,064,853,288	1,326,519,494
	Payable outside Bangladesh	516,167,821	63,124,950,194	386,225,344
		557,582,734	**68,189,803,482**	**1,712,744,838**
6	**Fixed assets including premises, furniture and fixtures**			
	Cost			
	Furniture and fixtures	33,427	4,087,989	5,551,585
	Office equipment and machinery	22,595	2,763,322	3,415,205
		56,023	**6,851,311**	**8,966,790**
7	**Other assets**			
	Advance deposits and advance rent	14,549	1,779,235	1,856,419
	Stationery A/c & Stamp in hand	86	10,555	22,332
	Prepaid expenses	1,349,937	165,091,114	121,113,362
	Interest Receivable on Deposit & other Securities	1,019,131	124,635,057	84,105,162
	Due from Head office	6,132,690	749,999,782	614,754,679
	Interest receivable on loans and advances	12,165,388	1,487,770,984	1,234,699,481
		20,681,781	**2,529,286,728**	**2,056,551,436**
8	**Borrowings from other banks, financial institutions and agents**			
	Prime Bank PLC.	223,332,610	27,312,550,873	20,775,913,200
	Other Bank & Financial Institutes	503,991,213	61,635,806,952	46,635,646,559
		727,323,823	**88,948,357,825**	**67,411,559,759**
	Less: Inter company transaction	116,400,000	14,235,184,560	7,908,000,000
		610,923,823	**74,713,173,265**	**59,503,559,759**

		2025		2024
		USD	Taka	Taka
9	**Deposits and other accounts**			
	Bank deposits	-	-	-
	Customer deposits and other accounts (note-9.1)	27,519,340	3,365,488,687	2,463,797,426
		27,519,340	**3,365,488,687**	**2,463,797,426**
9.1	**Customer deposits and other accounts**			
	Current deposits	8,828,873	1,079,730,578	805,174,406
	Foreign currency deposits	2,652,480	324,386,090	-
	Fixed Deposit	9,603,869	1,174,509,001	796,207,009
	Sundry deposits (note-9.1.1)	6,434,118	786,863,017	862,416,011
		27,519,340	**3,365,488,687**	**2,463,797,426**
9.1.1	**Sundry deposits**			
	Sundry Creditors	134,047	16,393,284	26,883,068
	Margin on L/C	450,090	55,043,901	7,710,312
	Margin on Export Bill	-	-	356,372
	Interest/Profit Payable on Deposit and Borrowing	5,849,982	715,425,832	827,466,258
	Withholding VAT/TAX Payable to Govt. Authority	-	-	-
		6,434,118	**786,863,017**	**862,416,011**
10	**Other liabilities**			
	Accumulated depreciation	21,732	2,657,736	8,202,038
	Provision for loans and advances	6,108,319	747,019,370	612,019,370
	Provision for off-balance sheet exposures	24,371	2,980,412	2,735,309
	Interest Suspense A/c	-	-	1,599,366
	Due to Head Office	11,934,061	1,459,480,712	115,913,488
		18,088,483	**2,212,138,231**	**740,469,571**
11	**Contingent liabilities**			
11.1	**Acceptances & endorsements**			
	Back to Back bills	1,353,287	165,500,797	180,752,119
		1,353,287	165,500,797	180,752,119
	Less: Margin	-	-	-
		1,353,287	**165,500,797**	**180,752,119**
11.2	**Letters of guarantee**			
	Letters of guarantee (Local)	-	-	-
	Letters of guarantee (Foreign)	-	-	-
	Foreign counter guarantees	-	-	-
		-	-	-
	Less: Margin	-	-	-
		-	**-**	**-**
11.3	**Irrevocable Letters of credits**			
	Letters of credits	1,083,773	132,540,453	92,778,816
	Back to Back letter of credit	-	-	-
		1,083,773	132,540,453	92,778,816
	Less: Margin	-	-	-
		1,083,773	**132,540,453**	**92,778,816**
11.4	**Bills for collection**			
	Outward foreign bills for collection	12,291,165	1,503,152,929	1,545,444,647
	Inward foreign bills for collection	-	-	-
		12,291,165	1,503,152,929	1,545,444,647
	Less: Margin	-	-	-
		12,291,165	**1,503,152,929**	**1,545,444,647**

		2025		2024
		USD	Taka	Taka
12	**Interest income**			
	Loan (general)	2,119,286	258,739,623	137,436,134
	SOD	18,385	2,244,595	8,815,832
	Hire purchase	51,631	6,303,487	10,420,859
	Documentary bills purchased	39,530,131	4,826,158,639	4,290,217,852
	Others	1,462,609	178,567,171	179,994,889
	Interest on loans and advances	**43,182,042**	**5,272,013,514**	**4,626,885,565**
	Interest on balance with other banks and Fis	5,617,306	685,806,162	630,555,010
	Interest received from FC account	-	-	-
		5,617,306	685,806,162	630,555,010
		48,799,348	**5,957,819,676**	**5,257,440,576**
	Less: Inter Bank transaction	**3,252,528**	**397,094,972**	**575,097,018**
	Total Interest income	**45,546,820**	**5,560,724,705**	**4,682,343,558**
13	**Interest paid on deposits, borrowings, etc.**			
	a) Interest paid on deposits	394,154	48,121,506	29,729,590
	b) Interest paid on local bank accounts	1,563,511	190,886,038	145,146,907
	c) Interest paid on foreign bank accounts	35,115,274	4,287,157,064	3,951,817,079
	d) Interest paid on Bangladesh Bank	-	-	-
		37,072,938	**4,526,164,608**	**4,126,693,576**
	Less: Inter Bank transaction	3,252,528	397,094,972	575,097,018
		33,820,410	**4,129,069,637**	**3,551,596,558**
14	**Commission, exchange and brokerage etc.**			
	Commission on L/Cs	121,614	14,847,643	13,428,645
	Commission on accepted bills	15,930	1,944,912	1,506,892
	Commission on PO, DD, TT, TC, etc.	17,531	2,140,326	2,149,963
	Other commission	-	-	-
		155,076	**18,932,882**	**17,085,499**
	Exchange gain including gain from FC dealings	194,216	23,711,440	(16,492,897)
	Brokerage	-	-	-
		349,291	**42,644,322**	**592,602**
15	**Other operating income**			
	Service & other charge	2,845	347,289	564,581
	SWIFT charge recovery	4,095	499,896	507,644
	Profit on sale of assets	141	17,181	-
	Foreign Correspondent Charge	101	12,331	27,648
	Miscellaneous earnings	12,480	1,523,670	1,878,541
		19,661	**2,400,368**	**2,978,414**
16	**Salaries and allowances**			
	Basic pay	29,843	3,643,419	3,343,436
	Allowances	27,286	3,331,253	2,742,307
	Bonus	6,058	739,652	626,317
	Unit's contribution to provident fund	2,984	364,363	334,351
		66,171	**8,078,688**	**7,046,411**
17	**Rent, taxes, insurance, electricity, etc.**			
	Rent, rate and taxes	27,572	3,366,173	3,904,591
	Insurance	6,111	746,066	847,394
	Power and electricity	9,239	1,127,967	911,076
		42,922	**5,240,206**	**5,663,061**
18	**Postage, stamp, telecommunication, etc.**			
	Postage	2,890	352,787	259,586
	Telephone - office	243	29,672	17,123
	Telephone - residence	-	-	-
		3,133	**382,459**	**276,709**

		2025		2024
		USD	Taka	Taka
19	**Stationery, printing and advertisements, etc.**			
	Office and security stationery	3,244	395,998	374,305
	Computer consumable stationery	438	53,472	80,402
	Publicity and advertisement	-	-	158,128
		3,682	**449,470**	**612,835**
20	**Depreciation and repair of Bank's assets**			
	Depreciation			
	Fixed assets	3,390	413,829	940,213
	Leased assets	-	-	-
		3,390	**413,829**	**940,213**
	Repairs			
	Furniture and fixtures	699	85,316	-
	Office equipment	618	75,402	72,880
		1,316	**160,718**	**72,880**
		4,706	**574,547**	**1,013,093**
21	**Other expenses**			
	Security and cleaning	29,408	3,590,385	2,867,698
	Entertainment	168	20,464	10,319
	Bank charge & Commission	5,258	641,878	452,781
	Local conveyance, labor, etc.	344	42,024	26,546
	Loss on sale of assets	3,156	385,366	-
	Business development	1,410	172,153	-
	Laundry and Cleaning	129	15,754	38,754
	Miscellaneous expenses	386	47,115	43,505
		40,259	**4,915,140**	**3,439,604**

Prime Bank

A comprehensive banking solution for all educational institutions including schools, colleges and universities in both Conventional and Islami banking systems

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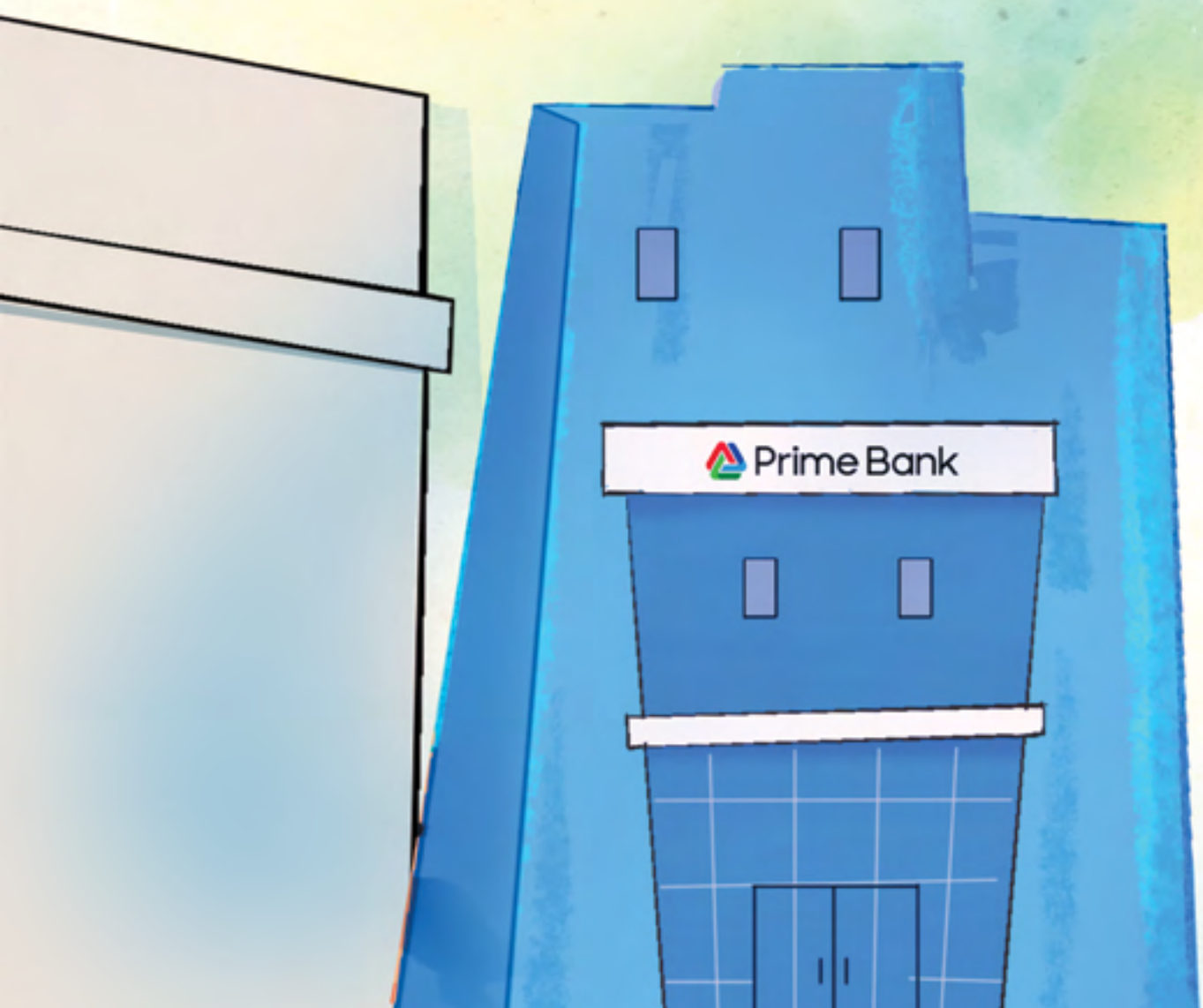
Important Highlights 2025

BDT 300 Cr.
Portfolio Size

60,705
No. of Accounts

BDT 160 Cr.
Deposit Growth

Subsidiary Companies



PRIME BANK INVESTMENT PLC.

Prime Bank Investment PLC., a wholly owned subsidiary of Prime Bank PLC., stands at the forefront of the financial landscape, offering a diverse range of services tailored to meet the dynamic needs of our clients. Established on the foundations of trust, innovation, and excellence, we are committed to delivering unparalleled financial solutions.

Type of Business
Full-fledged Merchant Banking

Incorporation
28 April 2010

Type of Company
Public Limited Company

Contact Details

Mailing Address: Tajwar Center (5th Floor), House: 34, Road No: 19/A, Banani, Dhaka-1213

Telephone: +880 (2) 48810315; +880 (2) 48810316, +880 (2) 48810317

Fax: +880 (2) 48810314

Email: info@pbil.com.bd

Website: www.pbil.com.bd

No. of Branches
2

Employees No.
30

Managing Director & CEO
Mr. Syed Mohammed Omar Tayub

Key Financials

(BDT in Million except ratio)

Year	2025	2024	2023	2022	2021
Asset Size	6,648.26	6,083.69	5,992.76	5,678.61	6,680.71
Operating Profit	280.64	238.2	-0.14	122.35	76.93
Profit before Tax	223.68	168.18	23.249	69.88	26.93
Tax Expenses	172.42	52.50	-111.22	-4.28	-33.26
Profit after Tax	51.26	115.67	134.47	74.17	60.19
Return on Asset (%)	0.81%	1.92%	2.30%	1.20%	0.89%
Return on Equity (%)	1.59%	3.68%	4.46%	2.55%	2.12%

Products & Services

- Portfolio Management Service (Discretionary & Non-Discretionary)
- Issue Management Service
- Corporate Advisory Service
- Investment Banking Service
- IPO/RPO Service
- Right Issue service
- Registrar to the Issues
- Underwriting Service

Independent Auditor's Report

TO THE SHAREHOLDERS OF PRIME BANK INVESTMENT PLC

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Prime Bank Investment PLC, which comprise the Statement of Financial Position as at 31 December 2025 and Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity, and Statement of Cash Flows for the year then ended and a summary of significant accounting policies and other explanatory information disclosed in Note 1 to 48 to the financial statements.

In our opinion, except for the effects of the matter described in the Basis for Qualified Opinion section of our report, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as of 31 December 2025 and its financial performance and cash flows for the year that ended in accordance with International Financial Reporting Standards (IFRSs), as explained in note # 03 and 04 to the financial statements.

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 Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and Bangladesh Securities and Exchange Commission (BSEC), 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.

Emphasis of Matters

01. In note # 3.12(b) to the financial statements, the Company disclosed its current accounting policy regarding the Employees' Gratuity Fund. However, the Company did not consider the actuarial assumption in calculating the gratuity liabilities. Instead, the provision was determined based on employees' tenure of service completed with the Company as of the reporting date. However, in the case of employees who had not yet completed the minimum qualifying period of five years (minimum eligibilty period in the case of the Company) at the reporting date, the provision was calculated proportionately on the assumption that their service would continue for at least five years.

02. In note # 11.1 to the financial statements, the Company disclosed its compliance status with the provisions of the newly enacted Bangladesh Securities and Exchange Commission (Margin) Rules, 2025.

03. In note # 28.01 to the financial statements, the Company disclosed the status of recognition of Interest on margin loan in the case of 1 negative equity holder.

04. In note # 20 to the financial statements, the Company disclosed the process of deduction of tax from salary and depositing the same.

Our opinion is not modified in respect of these matters.

Other Matter

The Company is using a new ERP system 'XM Bank.' As we understand, based on the discussion with management, the system has been in the stabilisation phase. Hence, substantive analytical procedures have been carried out in reaching conclusions in areas where we found relevant. We noted some areas that could benefit from improvement in the accounting and information system, particularly regarding access management, change management, incident Management, IT general controls, and IT Governance, which will be covered in detail in our letter to the management.

Other Information

Management is responsible for the other information. The other information comprises the information included in the Board of Directors Report but does not include the financial statements and our auditor's report thereon.

Our opinion on the 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 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.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard, since we have not yet been provided with such other information. However, when we read the Directors Report (if made available to us), 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 Financial Statements

The Company is responsible for the preparation and fair presentation of these financial statements in accordance with the International Financial Reporting Standards (IFRSs), as explained in note # 03 and 04 to the financial statements, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company'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 Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's 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 financial statements.

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

- Identify and assess the risks of material misstatement of the 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 conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure, and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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.

Report on other Legal and Regulatory Requirements

In accordance with the Companies Act 1994, the Securities and Exchange Rules 2020, and the Risk Based Capital Adequacy Rules 2019, we also report the following:

a. We have obtained all the material information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof;

b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appeared from our examination of those books; and

c. The Company's statement of financial position and statement of profit or loss and other comprehensive income together with notes 1 to 48 and Annexure A to B dealt with by the report are in agreement with the books of account.

ACNABIN, Chartered Accountants
FRC Registration # CAF-001-012



Abu Sayed Mohammed Nayeem FCA
Partner
ICAB Enrolment Number: 0353
DVC: 2603110353AS685996

Dated, Dhaka
11 MAR 2026

Prime Bank Investment PLC.

STATEMENT OF FINANCIAL POSITION

As at 31 December,2025

Particulars	Amount in Taka	
	31.12.2025	31.12.2024
ASSETS		
Non-Current Assets		
Property, Plant and Equipment	10,701,152	13,448,566
Intangible Assets	1,854,725	2,103,282
Equity Investment in Sister Concerns	50,050,000	50,050,000
Deferred tax asset	216,295,237	367,991,293
Right-of-use Leased Assets	38,079,234	48,853,865
Investment in Lease	1,324,854	2,601,756
Total non-current assets	**318,305,203**	**485,048,761**
Current Assets		
Advances, deposits and prepayments	2,870,728,731	3,117,370,981
Investment in Shares	1,471,271,905	1,503,893,544
Investment in Bill & Bond	963,776,910	767,506,887
Advance corporate income tax	74,859,926	53,527,596
Cash and bank balances	949,318,398	156,337,410
Total current assets	**6,329,955,869**	**5,598,636,419**
Total Assets	**6,648,261,073**	**6,083,685,180**
EQUITY AND LIABILITIES		
Capital and Reserve		
Share capital	3,000,000,000	3,000,000,000
General reserve	28,002,888	28,002,888
Retained earnings	220,396,289	169,136,347
Total equity	**3,248,399,177**	**3,197,139,235**
Non Current Liabilities		
Lease Liability- Non-current portion	33,386,369	44,429,282
Total non-current Liabilities	**33,386,369**	**44,429,282**
Current Liabilities		
Loan facilities	2,297,520,002	2,316,550,155
Payable to Clients	657,233,604	185,285,322
Liability for withholding taxes	844,091	984,601
Client's dividend suspense A/C	1,287,305	1,277,871
Security deposit receipt	125,761	125,761
Provision for expenses	28,410,225	24,732,141
Provision for Investment and Others	275,611,751	233,514,088
Corporate income tax payable	87,649,892	66,925,037
Accounts payable	412,500	488,057
Lease Liability- Current portion	10,922,996	9,542,966
Discretionary Portfolio A/C	3,085,046	329,699
Others Payable	3,372,353	2,360,964
Total current liabilities	**3,366,475,526**	**2,842,116,663**
Total Equity and Liabilities	**6,648,261,073**	**6,083,685,180**

COO | **MD & CEO** | **Director** | **Chairman**

ACNABIN, Chartered Accountants
FRC Registration # CAF-001-012

Abu Sayed Mohammed Nayeem FCA
Partner
ICAB Enrolment Number: 0353
DVC: 2603110353AS685996

Dated, Dhaka
11 MAR 2026

Prime Bank Investment PLC.

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the Period from 01 January to 31 December 2025

Particulars	Amount in Taka	
	Jan-Dec'25	Jan-Dec'24
INCOME		
Interest Income	408,753,596	363,692,506
Settlement fee	9,805,988	16,333,637
Management fee	5,132,323	5,221,485
BO A/C Maintenance fee	334,090	960,750
Gain/(Loss) on sale of shares	12,042,722	18,048,379
Dividend on shares	38,850,537	43,059,208
Issue management fee & Corporate Advisory Fee	8,133,750	14,499,604
Documentation fees	393,500	326,500
Other Income	29,341,718	5,876,912
	512,788,223	**468,018,981**
EXPENDITURE		
Interest expenses	105,337,995	95,318,152
Interest expense on Lease	2,222,929	2,784,626
Settlement and other fees	1,890,003	4,172,702
Salary and allowances	84,522,702	88,791,955
Rent, Taxes, Insurance and Electricity	2,667,911	2,661,509
Legal & Professional expenses	562,000	452,461
Postage, Stamp and Telecommunication	960,666	1,127,683
Stationery & Printing	1,568,106	900,605
Directors Fee	239,000	209,000
Auditor's fee	356,464	402,500
Depreciation and Repair & Maintenance of assets	16,039,742	17,263,355
Entertainment, Travelling & Conveyance	3,420,546	3,149,640
Security Service	2,468,821	1,924,387
Development and Marketing Expenses	4,219,518	4,557,347
Other expenses	5,673,581	6,098,565
	232,149,983	**229,814,487**
Profit before provision and tax	**280,638,240**	**238,204,494**
Less: Provision for Dimunition value of Own Investment at shares	10,000,000	30,026,802
Less : Provision for Impairment of Clients margin Loan	14,859,725	30,000,000
Less: Provision for Investment in Sister Concern	(1,106,699)	10,000,000
Less: Provision for BDA Portfolio	400,096	-
Less: 1% General Provision for Outstanding Margin Loan	32,804,267	-
Profit before tax	**223,680,851**	**168,177,692**
Tax Expense	**172,420,910**	**52,503,074**
Less: Current Tax expense	20,724,855	25,274,111
Deferred Tax expense/(income)	151,696,055	27,228,963
Profit after tax	**51,259,942**	**115,674,618**
Earnings per share	0.17	0.39

COO | **MD & CEO** | **Director** | **Chairman**

ACNABIN, Chartered Accountants
FRC Registration # CAF-001-012

Abu Sayed Mohammed Nayeem FCA
Partner
ICAB Enrolment Number: 0353
DVC: 2603110353AS685996

Dated, Dhaka
11 MAR 2026

Prime Bank Investment PLC.

STATEMENT OF CASH FLOWS

For the period from 01 January to 31 December 2025

Particulars	Amount in Taka	
	31.12.2025	31.12.2024
Cash Flows from Operating Activities:		
Cash generated from operations	282,061,429	222,348,696
Advance Income Tax	(217,500)	(112,500)
Advance to branches	(68,187)	25,980
Payment for withholding taxes	(10,212,063)	(11,725,311)
Advance deposit	268,355	521,565
Net cash used operating activities	**271,832,034**	**211,058,430**
Cash Flows from Investing Activities:		
Purchase of property, plant and equipment	(1,339,918)	(2,323,690)
Sale of fixed assets	0	80,150
Dividend received	31,751,695	38,125,249
Equity Investment in Sister Concern	0	(50,000)
Investment in Bond	(543,744,226)	(279,296,467)
Sale of shares during the period	469,104,985	189,729,512
Purchase of shares during the period	(455,958,072)	(208,113,822)
Investment at T-Bill	347,474,204	(328,306,316)
Investment in lease	1,249,684	4,153,304
Margin Loan recovered/(provided)	701,149,364	141,870,643
Net cash from investing activities	**549,687,714**	**(444,131,437)**
Cash Flows from Financing Activities:		
Lease Liability	(9,508,608)	(12,965,214)
Proceeds/(Repayments) of loan facilities	(19,030,153)	50,398,980
Net cash generated in financing activities	**(28,538,761)**	**37,433,766**
Net Cash Inflow/(Outflow) for the Period	792,980,987	(195,639,241)
Opening cash and bank balances	156,337,410	351,976,652
Closing cash and bank balances	**949,318,397**	**156,337,410**

COO | **MD & CEO** | **Director** | **Chairman**

Prime Bank Investment PLC.

STATEMENT OF CHANGES IN EQUITY

For the period from 01 January 2025 to 31 December 2025

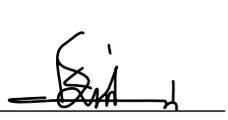
Amount in Taka

Particulars	Paid up capital	General Reserve	Retained earnings	Total
Balance as at 01 January 2025	3,000,000,000	28,002,888	169,136,347	3,197,139,235
Retained Profit for the period	-	-	51,259,942	51,259,942
Balance as at 31 December 2025	**3,000,000,000**	**28,002,888**	**220,396,289**	**3,248,399,177**
Balance as at 31 December 2024	3,000,000,000	28,002,888	169,136,347	3,197,139,235

For the year ended 31 December 2024

Amount in Taka

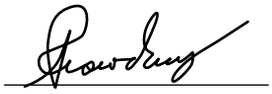
Particulars	Paid up capital	General Reserve	Retained earnings	Total
Balance as at 01 January 2024	3,000,000,000	28,002,888	53,461,729	3,081,464,617
Retained Profit for the period	-	-	115,674,618	115,674,618
Balance as at December 31, 2024	**3,000,000,000**	**28,002,888**	**169,136,347**	**3,197,139,235**
Balance as at 31 December 2023	3,000,000,000	28,002,888	53,461,729	3,081,464,617



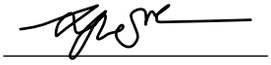
COO



MD & CEO



Director



Chairman

PRIME BANK SECURITIES LIMITED

PRIME BANK SECURITIES LIMITED

Prime Bank Securities Limited (PBSL), a subsidiary of Prime Bank PLC., started its journey in 2010 with a paid-up capital of BDT 1000.00 million. It is registered as a TREC holder with both bourses - Dhaka Stock Exchange PLC. (DSE) & Chittagong Stock Exchange PLC. (CSE) and fully licensed to work as a stock broker, stock dealer, and full service depository participant.

Type of Business
Stock Dealing & Brokerage

Incorporation
29 April 2010

Type of Company
Private Limited Company

Contact Details

Mailing Address: Suvastu Muskan Tower, Level 9, 56 Gulshan Avenue, Road-132, Gulshan-1, Dhaka-1212

Telephone: +8809644112233

Email: csu.pbsl@pbsl.com.bd

Website: www.pbsl.com.bd

Exchange Membership	Ownership	No. of Branches	No. of Employees	Managing Director & CEO
DSE and CSE	Wholly owned subsidiary of Prime Bank PLC.	3	68	Md. Moniruzzaman, CFA

Key Financial Indicators (BDT in million except percentage)

Years	2025	2024	2023	2022	2021
Asset Size	3,403.21	3,175.83	2,601.60	2,837.35	2,901.15
Operating Profit	125.84	(462.58)	(144.20)	32.53	240.55
Profit after Tax	100.50	(253.87)	(188.80)	(119.89)	112.18
Return on Assets (%)	3.06	(8.79)	(6.94)	(4.18)	4.93
Return on Equity (%)	25.94	(52.32)	(26.74)	(13.92)	13.07

Products & Services

- Cash Trading Account
- Margin Account
- Foreign Trading Account
- Non-Resident Investors Taka Account

Independent Auditor's Report

TO THE SHAREHOLDERS OF PRIME BANK SECURITIES LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Prime Bank Securities Limited ('the Company') which comprise the Statement of Financial Position as at 31 December 2025 and Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity, and Statement of Cash Flows for the year then ended and notes to the financial statements, including material accounting policy information disclosed in Note # 1 to Note # 34 and Annexure A to C to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at 31 December 2025, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs) as explained in note # 1.3 to the financial statements.

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 Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and Bangladesh Securities and Exchange Commission (BSEC), 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.

Emphasis of Matters

1. In note # 6 to the financial statements, the Company explains the valuation procedure of Long Proprietary Securities Position (Investment in Shares of DSE and CSE).

2. In note #13 to the financial statements, the Company explains the current status of compliance with the Depository (User) Regulations, 2003 (updated upto 06 November 2022).

3. In note # 20.02 to the financial statements, the company disclosed Deferred Tax Asset amounting to BDT 130,435,823. In determining this amount, Deferred Tax Asset of BDT 73,214,733 has been recognised from the accumulated business losses of BDT 266,235,394 since 2021. The company has incurred business losses since 2021, except in 2022. Given the Company's profitability, the deferred tax assets appear to be on the high side.

Our opinion is not modified in respect of the above matters.

Other Information

Management is responsible for the other information. The other information comprises the information included in the Board of Directors Report but does not include the financial statements and our auditor's report thereon.

Our opinion on the 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 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.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard, since we have not yet been provided with such other information. However, when we read the Directors Report (if made available to us), 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 Financial Statements

The Company is responsible for the preparation and fair presentation of these financial statements in accordance with the International Financial Reporting Standards (IFRSs), as explained in note # 1.3 to the financial statements, and for such internal control as management determines it is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company'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 Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's 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 financial statements.

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

- Identify and assess the risks of material misstatement of the 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 conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Report On Other Legal and Regulatory Requirements

In accordance with the Companies Act 1994, the Securities and Exchange Rules 2020, and the Risk Based Capital Adequacy Rules 2019, we also report the following:

a. We have obtained all the material information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof;

b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appeared from our examination of those books;

c. The Company's statement of financial position and statement of profit or loss and other comprehensive income together with notes 1 to 34 and Annexure A to C dealt with by the report are in agreement with the books of account; and

d. The computation of the capital adequacy reserve (as in Annexure C) is in line with the Risk Based Capital Adequacy Rules 2019 Part B rule (1)(b); rule 5(2).

ACNABIN, Chartered Accountants
FRC Registration # CAF-001-012



Abu Sayed Mohammed Nayeem FCA
Partner
ICAB Enrolment Number: 0353
DVC: 2602180353AS569153

Dated, Dhaka
18 FEB 2026

Prime Bank Securities Limited

STATEMENT OF FINANCIAL POSITION

As at 31 December,2025

Particulars	Amount in Taka	
	31.12.2025	31.12.2024
ASSETS		
Non-current Assets		
Property, Plant & Equipment	22,665,401	29,247,550
Intangible Asset	2,265,150	1,555,162
Right of Use Asset	29,659,205	42,383,581
Deferred Tax Asset	130,435,823	108,750,322
Long Proprietary Securities Position	497,999,947	497,999,947
Total Non-current Assets (A)	**683,025,526**	**679,936,561**
Current Assets		
Advances, Deposits and Prepayments	7,689,759	10,668,088
Advance Income Tax	135,684,658	236,371,404
Investment in Securities	1,455,706,773	1,082,652,724
Accounts Receivable	70,300,933	91,981,332
Loan to Customers	708,239,686	529,716,344
Cash and Cash Equivalents	342,562,985	544,502,668
Total Current Assets (B)	**2,720,184,793**	**2,495,892,561**
Total Assets (A+B)	**3,403,210,319**	**3,175,829,122**
EQUITY & LIABILITIES		
Capital & Reserves		
Share Capital	1,000,000,000	1,000,000,000
Retained Earnings	(541,234,940)	(641,736,363)
FVOCI Reserve	(42,169,540)	-
Shareholders Equity (C)	**416,595,520**	**358,263,637**
Non-current Liabilities		
Loan from Bank	2,501,211,244	1,937,063,145
Lease Liability	21,636,934	33,103,055
Total Non-current Liabilities (D)	**2,522,848,178**	**1,970,166,200**
Current Liabilities		
Lease Liability (Short Term)	11,671,107	11,524,668
Accounts Payable	52,594,933	53,872,578
Investors Fund Payable	272,130,205	553,142,272
Provision for Taxation	65,492,892	204,642,625
Provision for Diminution in Value of Investment	38,850,842	13,860,202
Provision for Impairment of Margin Loan	-	67,779
General Provision of Margin Loan	13,632,704	5,297,163
Laibilities for Expenses	9,393,938	4,991,998
Total Current Liabilities (E)	**463,766,621**	**847,399,285**
Total Equity & Liabilities (C+D+E)	**3,403,210,319**	**3,175,829,122**

Head of Accounts & Finance | **Managing Director & CEO** | **Director** | **Chairman**

ACNABIN, Chartered Accountants
FRC Registration # CAF-001-012

Abu Sayed Mohammed Nayeem FCA
Partner
ICAB Enrolment Number: 0353
DVC: 2602180353AS569153

Dated, Dhaka
16 FEB 2026

Prime Bank Securities Limited

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 December 2025

Particulars	Amount in Taka	
	2025	2024
Operating Income		
Revenue from Brokerage Commission	169,977,144	109,067,233
Interest Income	199,516,509	91,740,038
Other Income	5,021,213	1,704,600
Capital Gain	154,651,840	(385,291,844)
Dividend Income	24,359,063	16,844,121
Total Operating Income (A)	**553,525,769**	**(165,935,852)**
Operating Expenses	138,255,238	103,341,410
Financial Expenses	235,205,662	168,560,709
Direct Expenses	54,228,437	24,741,643
Total Operating Expenses (B)	**427,689,337**	**296,643,763**
Operating Profit / (Loss) before Provision C=(A-B)	**125,836,432**	**(462,579,614)**
Less: Provision for Diminution in Value of Investment in Shares	24,990,641	(184,461,196)
General Provision Against Margin Loan	8,335,540	3,555,608
Total Provision (D)	**33,326,181**	**(180,905,589)**
Profit / (Loss) before Taxation E=(C-D)	**92,510,251**	**(281,674,026)**
Income Tax Expense	**(7,991,172)**	**(27,803,820)**
Current Tax	6,252,646	30,045,235
Deferred Tax	(14,243,818)	(57,849,055)
Net profit / (loss) after tax	**100,501,423**	**(253,870,206)**
Other Comprehensive Income		
Loss on Treasury Bonds (Unrealized)	49,611,223	-
Deferred tax on FVOCI	(7,441,683)	-
	42,169,540	**-**
Total Comprehensive Income for the year	**58,331,883**	**(253,870,206)**
Earnings per share	**1.01**	**(2.54)**

Head of Accounts & Finance | **Managing Director & CEO** | **Director** | **Chairman**

ACNABIN, Chartered Accountants
FRC Registration # CAF-001-012

Abu Sayed Mohammed Nayeem FCA
Partner
ICAB Enrolment Number: 0353
DVC: 2602180353AS569153

Dated, Dhaka
16 FEB 2026

Prime Bank Securities Limited

STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2025

Amount in Taka

Particulars	Share capital	Retained earnings	FVOCI Reserve	Total
Balance as at January 01, 2025	1,000,000,000	(641,736,363)		358,263,637
Issue of share capital	-			-
Adjustment due to prior year correction		-		-
Profit for the year 2025	-	100,501,423		100,501,423
Gain/(Loss) on Treasury Bonds (Unrealized)			(49,611,223)	(49,611,223)
Deferred Tax on Gain/(Loss) on Treasury Bonds (Unrealized)			7,441,683	7,441,683
Balance as at December 31, 2025	**1,000,000,000**	**(541,234,941)**	**(42,169,539)**	**416,595,520**
Balance as at December 31, 2024	1,000,000,000	(641,736,363)	-	358,263,637

For the year ended 31 December 2024

Amount in Taka

Particulars	Share capital	Retained earnings	FVOCI Reserve	Total
Balance as at January 01, 2024	1,000,000,000	(387,866,158)	-	612,133,842
Issue of share capital	-		-	-
Adjustment due to prior year correction		-	-	-
Profit for the year 2024	-	(253,870,206)	-	(253,870,206)
Balance as at December 31, 2024	**1,000,000,000**	**(641,736,363)**	**-**	**358,263,637**
Balance as at December 31, 2023	1,000,000,000	(387,866,158)	-	612,133,842

Head of Accounts & Finance | **Managing Director & CEO** | **Director** | **Chairman**

Dated, Dhaka
16 FEB 2026

Prime Bank Securities Limited

STATEMENT OF CASH FLOWS

For the year ended 31 December 2025

	Particulars	Amount in Taka	
		2025	2024
A	**Cash flow from operating activities**		
	Cash inflows from Brokerage Commission & charges	174,998,357	110,771,833
	Cash inflows from Interest, Dividend & Capital Gain	400,207,811	(328,937,786)
	Cash payment to employees	(87,838,328)	(65,707,783)
	Cash payment to suppliers	(2,819,518)	(1,668,988)
	Payments for other operating activities	(36,759,501)	(30,151,655)
	Other Assets	2,978,330	(2,396,088)
	Other Liabilities	(327,566,775)	366,689,733
	Financial expenses	(235,205,662)	(168,560,709)
	Commission & charges paid	(54,228,437)	(24,741,643)
	Income taxes paid	(44,715,633)	(30,055,235)
	Net cash flows from operating activities	**(210,949,356)**	**(174,758,321)**
B	**Cash flow from investing activities**		
	Acquisition of Property plant and equipment	(2,279,786)	(19,886,156)
	Acquisition of Intangible assets	(1,281,250)	(1,575,000)
	Disposal of Property plant and equipment	-	3,549,143
	Investments in securities	(373,054,049)	248,475,514
	Long Proprietary Securities Positions	-	-
	Net cash used from investing activities	**(376,615,085)**	**230,563,501**
C	**Cash flows from financing activities**		
	Issue of share capital	-	-
	Loans to customers	(178,523,342)	(355,560,776)
	Borrowing/ (Paid) Loan from Banks and Financial Institution	564,148,099	579,510,785
	Net cash flows from financing activities	**385,624,757**	**223,950,009**
D	**Net cash increase / (decrease) (A+B+C)**	**(201,939,684)**	**279,755,190**
E	**Cash and cash equivalents at the beginning of the year**	**544,502,668**	**264,747,479**
F	**Cash and cash equivalents at the end of the year (D+E)**	**342,562,985**	**544,502,668**

Head of Accounts & Finance | **Managing Director & CEO** | **Director** | **Chairman**

Dated, Dhaka
16 FEB 2026

PRIME EXCHANGE CO. PTE LIMITED

PRIME EXCHANGE CO. PTE LIMITED

Prime Exchange Co. PTE Limited, the first overseas wholly owned subsidiary of Prime Bank PLC., started its journey in 2006 with a paid-up capital of SGD 0.80 million. It was also the first ever fully-owned exchange house in Singapore by any private commercial bank from Bangladesh.

Type of Business
Remittance Collection & Transfer

Incorporation
6 January 2006

Type of Company
Private Limited Company

Contact Details

Mailing Address: 2A Desker Road, (2nd floor), Singapore 209549

Telephone: +65 6392 4996, +65 6392 4829

Fax: +65 6392 4838

Email: ceo@primexchange.com.sg

Website: www.primexchange.com.sg

No. of Branches	Employees No.	Managing Director & CEO
3	15	Mohammed Samiullah

Key Financial Indicators

(SGD in million except ratio)

Year	2025	2024	2023	2022	2021
Asset Size	3.08	3.04	2.07	2.79	1.98
Operating Profit	0.41	0.10	0.02	0.07	0.20
Profit after Tax	0.39	0.09	0.01	0.06	0.18
Return of Assets (%)	12.67	3.50	0.55	2.71	8.86
Return of Equity (%)	32.20	8.83	1.39	6.63	17.80

Products & Services

- Remittance collection services in Singapore and subsequent transfers to Bangladesh, India & Philippines.

Independent Auditor's Report

TO THE MEMBER OF PRIME EXCHANGE CO. PTE. LTD.

(Incorporated in the Republic of Singapore)
Co. Reg. No. 200600315K

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Prime Exchange Co. Pte. Ltd. (the "Company"), which comprise the statement of financial position as at 31 December 2025, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows of the Company for the financial year then ended, and notes to the financial statements, including material accounting policy information.

In our opinion, the accompanying financial statements are properly drawn up in accordance with the provisions of the Companies Act 1967 (the "Act") and Financial Reporting Standards in Singapore (FRSs) so as to give a true and fair view of the financial position of the Company as at 31 December 2025 and of the financial performance, changes in equity and cash flows of the Company for the financial year ended on that date.

Basis for Opinion

We conducted our audit in accordance with Singapore Standards on Auditing (SSAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Accounting and Corporate Regulatory Authority (ACRA) Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities (ACRA Code) together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

Management is responsible for the other information. The other information comprises the Directors' Statement set out on pages 1 and 2.

Our opinion on the 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 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. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Directors for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and FRSs, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

In preparing the financial statements, management is responsible for assessing the Company'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 Company or to cease operations, or has no realistic alternative but to do so.

The directors' responsibilities include overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level assurance, but is not a guarantee that an audit conducted in accordance with SSAs 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 financial statements.

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

- Identify and assess the risks of material misstatement of the 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, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- 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 conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Auditor's Responsibilities for the Audit of the Financial Statements (Cont'd)

We communicate with the directors 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.

Report on Other Legal and Regulatory Requirements

In our opinion, the accounting and other records required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

C. C. YANG & CO.
PUBLIC ACCOUNTANTS AND
CHARTERED ACCOUNTANTS

SINGAPORE
31 MAR 2026

Prime Exchange Co. Pte. Ltd.
(Incorporated in the Republic of Singapore)
Co. Reg. No. 200600315k

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 December 2025
(Expressed in Singapore Dollars)

	Amount in $	
	2025	2024
Revenue	729,832	424,338
Other Items of Income		
Government Grants	7,445	11,565
Foreign Currency Gains	936,209	734,132
Other Items of Expense		
Employee Benefits Expense	(535,834)	(481,533)
Depreciation of Property, Plant and Equipment	(9,611)	(14,488)
Depreciation of Right-of-Use Assets	(175,607)	(169,651)
Finance Costs	(64,604)	(44,488)
Other Expenses	(478,874)	(359,870)
Profit Before Tax from Continuing Operations	408,956	100,005
Income Tax Expense	(21,471)	(10,623)
Profit from Continuing Operations, Net of Tax	387,485	89,382
Other Comprehensive Income		
Other Comprehensive Income, Net of Tax	-	-
Total Comprehensive Income	**$ 387,485**	**$ 89,382**

Prime Exchange Co. Pte. Ltd.
(Incorporated in the Republic of Singapore)
Co. Reg. No. 200600315k

STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2025

(Expressed in Singapore Dollars)

	Amount in $	
	2025	2024
ASSETS		
Non-Current Assets		
Property, Plant and Equipment	13,192	11,697
Right-of-Use Assets	246,433	422,040
Deferred Tax Assets	13,635	2,485
Total Non-Current Assets	**273,260**	**436,222**
Current Assets		
Other Receivables	59,129	92,779
Prepayments	7,514	24,173
Cash and Bank Balances	2,736,393	2,486,356
Total Current Assets	**2,803,036**	**2,603,308**
Total Assets	**$ 3,076,296**	**$ 3,039,530**
EQUITY AND LIABILITIES		
Equity		
Share Capital	804,727	804,727
Retained Earnings	543,169	245,066
Total Equity	**1,347,896**	**1,049,793**
Non-Current Liabilities		
Lease Liabilities	94,335	270,815
Total Non-Current Liabilities	**94,335**	**270,815**
Current Liabilities		
Income Tax Payable	36,403	11,563
Trade and Other Payables	1,404,282	1,519,647
Lease Liabilities	176,380	177,538
Bank Overdraft (Unsecured)	17,000	10,174
Total Current Liabilities	**1,634,065**	**1,718,922**
Total Liabilities	**1,728,400**	**1,989,737**
Total Equity and Liabilities	**$ 3,076,296**	**$ 3,039,530**

PRIME EXCHANGE CO. PTE. LTD.
(Incorporated in the Republic of Singapore)
Co. Reg. No. 200600315K

STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2025
(Expressed in Singapore Dollars)

	Amount in $		
	Total Equity	**Share Capital**	**Retained Earnings**
Balance at 1/1/2025	1,049,793	804,727	245,066
Distributions to Owner			
Dividends	(89,382)	-	(89,382)
Total Distributions to Owner	(89,382)	-	(89,382)
Total Comprehensive Income for the Year	387,485	-	387,485
Balance at 31/12/2025	**$ 1,347,896**	**$ 804,727**	**$ 543,169**
Balance at 1/1/2024	973,859	804,727	169,132
Distributions to Owner			
Dividends	(13,448)	-	(13,448)
Total Distributions to Owner	(13,448)	-	(13,448)
Total Comprehensive Income for the Year	89,382	-	89,382
Balance at 31/12/2024	**$ 1,049,793**	**$ 804,727**	**$ 245,066**

PRIME EXCHANGE CO. PTE. LTD.
(Incorporated in the Republic of Singapore)
Co. Reg. No. 200600315K

STATEMENT OF CASH FLOWS

For the year ended 31 December 2025
(Expressed in Singapore Dollars)

	Amount in $	
	2025	2024
Operating Activities		
Profit Before Tax from Continuing Operations	408,956	100,005
Total Adjustments	249,822	228,627
Depreciation of Property, Plant and Equipment	9,611	14,488
Depreciation of Right-of-Use Assets	175,607	169,651
Interest Expense	64,604	44,488
Operating Cash Flows Before Changes In Working Capital	**658,778**	**328,632**
Decrease in Other Receivables	-	3,260
Decrease (Increase) in Prepayments	16,659	(20,651)
Increase (Decrease) in Trade and Other Payables	(115,365)	912,073
Cash Flows From Operations	560,072	1,223,314
Income Tax Paid	(7,781)	(6,199)
Interest Paid	(40,471)	(14,642)
Net Cash Flows From Operating Activities	511,820	1,202,473
Investing Activities		
Purchase of Property, Plant and Equipment	(11,106)	(7,356)
Decrease (Increase) in Amount Due from Holding Company	33,650	(33,650)
Net Cash Flows From (Used In) Investing Activities	22,544	(41,006)
Financing Activities		
Dividends Paid on Ordinary Shares	(89,382)	(13,448)
Payment of Lease Liabilities	(201,771)	(186,650)
Net Cash Flows Used In Financing Activities	(291,153)	(200,098)
Net Increase in Cash and Cash Equivalents	243,211	961,369
Cash and Cash Equivalents, Statement of Cash Flows, Beginning Balance	2,476,182	1,514,813
Cash and Cash Equivalents, Statement of Cash Flows, Ending Balance	**$ 2,719,393**	**$ 2,476,182**

PBL FINANCE (HONG KONG) LIMITED

PBL FINANCE (HONG KONG) LIMITED

PBL FINANCE (HONG KONG) Limited, a wholly owned overseas subsidiary of Prime Bank PLC., started its journey in 2011 with a paid-up capital of HKD 3.50 million. It is a Hong Kong Registered company and engaged in Trade Finance Business.

Type of Business
Trade Finance

Incorporation
7 April 2011

Type of Company
Private Limited Company

Contact Details

Mailing Address: Unit 1201, 12/F, Taurus Building, 21A and 21B, Granville Road, Tsim Sha Tsui, Kowloon, Hong Kong

Telephone: +852 25292710, +852 25292719

Fax: +852 25296009

Email: tnfo@pblfinancehk.com

SWIFT: PRBLHKHH

Website: N/A

No. of Branches	Employees No.	Chief Executive Officer
1	5	Md Shahnewaz

Key Financial Indicators (HKD in million except percentage)

Years	2025	2024	2023	2022	2021
Asset Size	207.44	209.64	130.15	233.74	279.60
Operating Profit	4.29	4.08	5.87	7.45	4.32
Profit after Tax	3.75	3.57	5.06	6.43	3.77
Return on Assets (%)	1.80	2.10	2.78	2.50	1.50
Return on Equity (%)	21.37	22.26	34.69	56.36	46.14

Products & Services

- International Trade Business
- Bill Colelction, Bill Negotiation
- Bill Discount & Bill Finance
- Advising of documentary Credit and Confirmation of Credits

Independent Auditor's Report

TO THE MEMBERS OF PBL FINANCE (HONG KONG) LIMITED

(incorporated in Hong Kong with limited liability)

Opinion

We have audited the financial statements of PBL Finance (Hong Kong) Limited ("the Company") set out on pages 6 to 18, which comprise the statement of financial position as at 31st December, 2025, and the statement of income and retained earnings and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements give a true and fair view of the financial position of the Company as at 31st December, 2025, and of its financial performance and its cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standard for Private Entities ("HKFRS for Private Entities") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and have been properly prepared in compliance with the Hong Kong Companies Ordinance.

Basis for Opinion

We conducted our audit in accordance with Hong Kong Standards on Auditing ("HKSAs") issued by the HKICPA. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the HKICPA's Code of Ethics for Professional Accountants ("the Code"), and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information Other than the Financial Statements and Auditor's Report Thereon

The directors are responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the 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 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. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Directors and Those Charged with Governance for the Financial Statements

The directors are responsible for the preparation of the financial statements that give a true and fair view in accordance with HKFRS for Private Entities issued by the HKICPA and the Hong Kong Companies Ordinance, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company'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 the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Our report is made solely to you, as a body, in accordance with Section 405 of the Hong Kong Companies Ordinance, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSAs 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 financial statements.

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

- Identify and assess the risks of material misstatement of the 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.

Auditor's Responsibilities for the Audit of the Financial Statements (Cont'd)

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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.

T.O. Yip & Co. Limited
Certified Public Accountants (Practising)
Hong Kong

Cheung, Ho Cheong
Practising Certificate Number : P07869
10 FEB 2026

PBL FINANCE (HONG KONG) LIMITED

STATEMENT OF INCOME AND RETAINED EARNINGS

For the year ended 31 December 2025

	HK$	
	2025	2024
INTEREST INCOME	16,269,842	16,957,317
INTEREST EXPENSES	(11,419,806)	(12,187,656)
NET INTEREST INCOME	4,850,036	4,769,661
OTHER OPERATING INCOME	2,494,182	2,388,821
TOTAL OPERATIING INCOME	7,344,218	7,158,482
ADMINISTRATIVE EXPENSES		
Staff costs	(1,749,286)	(1,770,339)
Depreciation	-	(3,282)
Other operating expenses	(1,302,449)	(1,309,632)
TOTAL OPERATING EXPENSES	(3,051,735)	(3,083,253)
PROFIT BEFORE TAX	4,292,483	4,075,229
INCOME TAX EXPENSE	(540,916)	(504,016)
PROFIT FOR THE YEAR	3,751,567	3,571,213
RETAINED EARNINGS AT THE BEGINNING OF THE YEAR	13,064,164	12,025,263
DIVIDEND	(1,785,607)	(2,532,312)
RETAINED EARNINGS AT THE END OF THE YEAR	15,030,124	13,064,164

PBL FINANCE (HONG KONG) LIMITED

STATEMENT OF FINANCIAL POSITION

As at 31st December, 2025

	HK$	
	2025	2024
NON-CURRENT ASSETS		
Property, plant and equipment	-	-
CURRENT ASSETS		
Discounted bills receivable	200,404,466	200,360,550
Deposits, prepayments and other receivables	3,551,471	3,038,871
Cash and cash equivalents	3,480,501	5,942,660
Income tax recoverable	-	296,185
CURRENT LIABILITIES	207,436,438	209,638,266
Accrued liabilities and other payables	2,224,714	2,949,102
Amount due to ultimate holding company	186,646,200	190,125,000
Income tax payable	35,400	-
	188,906,314	193,074,102
NET CURRENT ASSETS	18,530,124	16,564,164
NET ASSETS	18,530,124	16,564,164
EQUITY		
Share capital	3,500,000	3,500,000
Retained earnings	15,030,124	13,064,164
TOTAL EQUITY	18,530,124	16,564,164

C. Q. K Mustaq Ahmed
Director

Hassan O. Rashid
Director

PBL FINANCE (HONG KONG) LIMITED

STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2025

	HK$		
	Share capital	**Retained earnings**	**Total**
Balance at 31st December, 2023	3,500,000	12,025,263	15,525,263
Profit for the year	-	3,571,213	3,571,213
Dividend paid of HK$0.72352 per share	-	(2,532,312)	(2,532,312)
Balance at 31st December, 2024	3,500,000	13,064,164	16,564,164
Profit for the year	-	3,751,567	3,751,567
Dividend paid of HK$0.51017 per share	-	(1,785,607)	(1,785,607)
Balance at 31st December, 2025	3,500,000	15,030,124	18,530,124

PBL FINANCE (HONG KONG) LIMITED

STATEMENT OF CASH FLOWS

For the year ended 31 December 2025

	HK$	
OPERATING ACTIVITES	**2025**	**2024**
Cash generated from/(used in) operations	14,431,385	(69,592,326)
Tax paid	(209,331)	(555,887)
NET CASH GENERATED FROM/(USED IN) OPERATING ACTIVITIES	14,222,054	(70,148,213)
INVESTING ACTIVITIES		
Net cash generated from investing activities	-	-
FINANCING ACTIVITIES		
(Repayment to)/advance from ultimate holding company	(3,478,800)	78,819,000
Interest expenses	(11,419,806)	(12,187,656)
Dividend paid	(1,785,607)	(2,532,312)
Net cash (used in)/generated from financing activities	(16,684,213)	64,099,032
NET DECREASE IN CASH AND AND CASH EQUIVALENTS	(2,462,159)	(6,049,181)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	5,942,660	11,991,841
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	3,480,501	5,942,660

PRIME BANK FINTECH LIMITED

Prime Bank FinTech Limited (PBFTL), a subsidiary of Prime Bank PLC., incorporated in January 2025, with a paid-up capital of BDT 500 million. It offers Mobile Financial Services (MFS) to the Customers all over Bangladesh.

Type of Business
Full-fledged MFS

Incorporation
14 January 2025

Type of Company
Private Limited Company

Contact Details

Mailing Address: Prime Aspire (Level 3), CES(A) 48 (Old 98/A), Gulshan Avenue, Gulshan, Dhaka-1212

Mobile: (+880) 1713 554455

Email: info@pbftl.com

Website: www.pbftl.com

No. of Branches	Employees No.	Chief Executive Officer (CEO)
1	25	Sheikh Aminur Rahman

Key Financial Indicators

(BDT in million except ratio)

Year	2025
Asset Size	503.99
Operating Profit	(39.68)
Profit after Tax	(15.14)
Return on Asset (%)	(3.00%)
Return on Equity (%)	(3.03%)

Products & Services

- Cash In
- Cash Out
- Mobile Recharge
- Merchant Payment
- Send Mony
- Add Money from Bank/Card
- Money Transfer to Bank/Card
- Bill Payment
- Disbursement
- Inward Remittance

Independent Auditor's Report

TO THE SHAREHOLDERS OF PRIME BANK FINTECH LIMITED

Report on the Audit of Financial Statements

Opinion

We have audited the Financial Statements of Prime Bank Fintech Limited (the company), which comprise the statement of financial position as at December 31, 2025, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the company as at December 31, 2025, and its financial performance and its cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB).

Basis for Opinion

We conducted our audit in accordance with the International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code and 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.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB), Companies Act 1994 and other applicable laws and regulations for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company'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 Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's 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 financial statements.

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

- Identify and assess the risks of material misstatement of the 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, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- 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 conditions that may cast significant doubt on the Company's ability to continue as a going concern.
- If we conclude that a material uncertainty exists, we are required to draw attention to our auditor's report to the

related disclosures in the 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 auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure, and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with Those Charged with Governance, 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.

Report on other Legal and Regulatory Requirements

In accordance with the Companies Act, 1994, we also report the following:

a) We have obtained all the information and explanation which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appeared from our examination of those books; and

c) The Statement of Financial Position and Statement of Profit or Loss and Other Comprehensive Income dealt with by the report are in agreement with the books of accounts and returns.

Howladar Yunus & Co.
Chartered Accountants
FRC Registration No: CAF-001-105



Farhana Sultana FCA
Partner
Enrolment No: 1619

DVC: 2603121619AS572317
Date: 10 MAR 2026

Prime Bank Fintech Limited

STATEMENT OF FINANCIAL POSITION

As at 31 December 2025

Particulars	Amount in BDT 31 December 2025
ASSETS	
Non-Current Assets	
Property, Plant & Equipment	4,152,298
Total Non-Current Assets	**4,152,298**
Current Assets	
Investment in FDR	480,000,000
Cash and Cash Equivalents	10,950,194
Trade and Other Receivable	8,482,192
Advance, Deposit and Prepayments	407,408
Total Current Assets	**499,839,794**
Total Assets	**503,992,092**
EQUITY AND LIABILITIES	
Shareholder's Equity	
Share Capital	500,000,000
Retained Earnings	(15,142,814)
Total Shareholder's Equity	**484,857,186**
Current Liabilities	
Provision for Income Tax	9,306,060
Inter company Payable	7,548,939
Trade and Other Payable	2,187,300
E-Money in Circulation	92,607
	19,134,906
Total Equity and Liabilities	**503,992,092**

Managing Director | **Director** | **Chief Executive Officer**

Farhana Sultana FCA
Partner
Howladar Yunus & Co.
Chartered Accountants

DVC: 2603121619AS572317
Date: 10 MAR 2026

Prime Bank Fintech Limited

STATEMENT OF PROFIT AND LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 December 2025

Particulars	Amount in BDT
	31 December 2025
Revenue	95
Cost of Service	-
Gross Profit/(Loss)	95
Operating Expenses	(39,677,067)
General & Administrative Expenses	(39,677,067)
Operating profit/(Loss)	(39,676,972)
Other Income	33,840,218
Profit/(Loss) before Tax	(5,836,754)
Income Tax Expenses	(9,306,060)
Profit/(Loss) after Tax	(15,142,814)
Total Comprehensive Income/(Loss)	**(15,142,814)**

Managing Director

Director

Chief Executive Officer

Farhana Sultana FCA
Partner
Howladar Yunus & Co.
Chartered Accountants

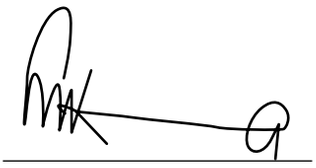
DVC: 2603121619AS572317
Date: 10 MAR 2026

Prime Bank Fintech Limited

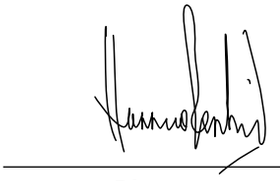
STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2025

Particulars	Share Capital	Retained Earnings	Total Equity
Opening Balance	-	-	-
Addition during the year	500,000,000	(15,142,814)	484,857,186
Adjustments during the year	-	-	-
Balance as at 31 Dec 2025	**500,000,000**	**(15,142,814)**	**484,857,186**



Managing Director



Director



Chief Executive Officer

Prime Bank Fintech Limited

STATEMENT OF CASH FLOWS

For the year ended 31 December 2025

Particulars		Amount in BDT 31 December 2025
A.	**Cash flows from Operating Activities**	
	Profit/(Loss) before Tax	(5,836,754)
	Adjustment:	
	Depreciation Expense	234,226
	Interest Income	(33,840,218)
		(33,605,992)
	Increase/(decrease) in Operating Assets and Liabilities	
	(Increase)/Decrease in Advance, Deposit and Prepayments	-
	(Increase)/Decrease in Trade and Other Receivable	-
	Increase/(Decrease) in Trade and Other Payable	9,736,239
	Increase/(Decrease) in Liability for issuance of E-money	92,607
	Cash generated from Operations	**9,828,846**
	Tax paid during the year	(407,408)
	Net cash generated from/(used in) Operating Activities	**(30,021,308)**
B.	**Cash flow from Investing Activities**	
	Interest Received	25,358,026
	Paid for Property, Plant and Equipment	(4,386,524)
	Investment in FDR	(480,000,000)
	Net cash generated from/(used in) Investing Activities	**(459,028,498)**
C.	**Cash flows from Financing Activities**	
	Share Capital	500,000,000
	Net cash generated from/(used in) financing activities	500,000,000
D.	**Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)**	**10,950,194**
E.	**Opening Cash and Cash Equivalents**	-
F.	**Closing Cash and Cash Equivalents (D+E)**	**10,950,194**

Managing Director | **Director** | **Chief Executive Officer**

Supplementary Information



LIST OF BRANCHES

Abu Torab Bazar Branch
Address: Al Madina Market, Mirsharai, Chattogram
Mobile: 01728831366

Cumilla Branch
Address: Holding No-10/8, Ward#12, Chatpatty (Gangagonj), Kotowali, Cumilla
Mobile: 01713082803

Adamjee EPZ Branch
Address: Adamjee EPZ, Holding#4, Siddirganj, Narayanganj
Mobile: 01730076155

Beani Bazar Branch
Address: Zaman Plaza (1st floor), Beanibazar, Sylhet
Mobile: 01714100497

Aganagar SME Branch
Address: Haji Mohammad Mozibur Market (2nd floor), Kaligonj Bazar, Suvaddya, South Keranigonj, Dhaka
Mobile: 01730096612

Bhairab Bazar Branch
Address: 181, Tin Potty Road, Bhairab Pawrashava, Bhairab, Kishorgonj
Mobile: 01709648747

Agrabad Branch
Address: B.M. Heights (1st floor), 318 Sheikh Mujib Road, Badamtoli, Agrabad, Chattogram
Mobile: 01709658464

Bhujpur SME Branch
Address: Mokka Shoping Center (1st floor), Kazirhat, East Bhujpur, Fatickchari, Chattogram
Mobile: 01713255771

Asad Gate Branch
Address: Family World Tower, 2/6, Sir Sayed Road, Ward#42, Mohammadpur (Mirpur Road), Dhaka
Mobile: 01730031819

Bijoy Nagar Branch
Address: Tapa Complex, 169/KA, Shahid Syed Nazrul Islam Sarani, Purana Paltan, Dhaka
Mobile: 01709658447

Ashuganj Branch
Address: Seriya Sayed Tower, Post Office Road, Ashugonj Bazar, Ashugonj, Brahamanbaria
Mobile: 01755534933

Bishwanath Branch
Address: Al-Burak Shopping Center (1st floor), Biswanath Bazar, Biswanath Sylhet
Mobile: 01714073330

Ashulia Branch
Address: Sharif Mansion (1st floor), Diakhali, Jamgora Bazar, Ashulia, Dhaka
Mobile: 01713409183

Boalmari Branch
Address: Azhar Tower, Holding No-503, Station Road, Ward-3, Boalmari Bazar, Faridpur
Mobile: 01755607991

Banani Branch
Address: House#62, Block-E, Kemal Ataturk, Banani Avenue, Dhaka
Mobile: 01819263627

Bogra Branch
Address: 331/364, Rangpur Road, Borogola, Bogra
Mobile: 01730034948.

Banasree Branch
Address: Arcadia (1st floor), Plot#14, Block-C, Banasree Main Road, Rampura, Dhaka
Mobile: 01708466534

Brahmanbaria Branch
Address: K Das Bhaban, K Das Square, Brahmanbaria
Mobile: 01755645488

Baneswar Branch
Address: Baneswar, Puthia, Rajshahi
Mobile: 01755534922

Chandina Branch
Address: 'R.D.B. Plaza', Station Road, Chandina, Cumilla Mobile: 01730706703

Bangshal Branch
Address: 23, Nazira Bazar, Majed Sarder Lane, Bangshal, Dhaka
Mobile: 01701204194

Chandpur Branch
Address: 'Premier Tower', Holding No-326, Hazi Mohsin Road, Alimpara, Ward-10, Sadar, Chandpur
Mobile: 01727728282

Banshkhali Branch
Address: G.S. Plaza (1st floor), Chattogram-Banshkhali Highway, Banshkhali Pawrashava, Chattogram
Mobile: 01730338465

Chapai-Nawabgonj Branch
Address: Holding-29 (1st floor) Islampur, Daudpur Road, Bara Indira Moor, Chapai Nawabgonj
Mobile: 01730061491

Baridhara Branch
Address: Concord IK Tower (1st floor), Plot # 02, Block#CEN(A) North Avenue, Gulshan-2, Dhaka
Mobile: 01730781181

Chatkhil SME Branch
Address: Momota Shopping Center, C&B Road, Chatkhil, Noakhali
Mobile: 01730373921

Barisal Branch
Address: 37, Hemayet Uddin Road, Barisal
Mobile: 01787670950

Chauddagram Branch
Address: Abdul Gani Shopping Complex (1st floor), Chauddagram Bazar, Cumilla
Mobile: 01730318791

Barolekha Branch
Address: Hazi Abdul Ali Trade Center, 842, Barelekha Pawrashava, Barelekha, Moulvibazar
Mobile: 01730311433

Chowmuhoni Branch
Address: Holding#180-182 (1st floor), Feni Road, Chaumuhani, Begumganj, Noakhali
Mobile: 01730338459

Bashabo Branch
Address: Hossain Tower (1st & 2nd floor), 60-61 South Bashabo, Dhaka
Mobile: 01709655689

Companygonj SME Branch
Address: Mother Shoping Complex, 5 West Nabipur Nabinagar Road, Muradnagar, Companygonj, Cumilla
Mobile: 01730096614

Bashundhara Branch
Address: Farhana Prime (1st floor), Plot#236, Road#2, Block-B, Bashundhara R/A, Dhaka
Mobile: 01730373920

Court Road Branch
Address: Court Road, Moulvi Bazar-3200
Mobile: 01711824364

Cox's Bazar Branch
Address: Shafique Center (1st & 2nd floor), 464 Main Road, Cox's Bazar
Mobile: 01713129263

Hathazari Branch
Address: N. Zahur Shopping Center (1st floor) Kachari Road, Hathazari, Chattogram
Mobile: 01711809292

Dagonbhuiyan Branch
Address: R.B Plaza, 391 Falizer Ghat, Dagonbhuiyan, Feni Mobile: 01766664574

Hatibandha Branch
Address: Arif Plaza, Medical More, Hatibandha, Lalmonirhat
Mobile: 01709658465

Damodya Branch
Address: Holding#264 (1st & 2nd floor), Ward#8, Sonali Bank Road, Damudya, Shariatpur
Mobile: 01730096615

Hemayetpur Branch
Address: Madhu Bhaban, Singair Road, Hemayetpur, Savar, Dhaka
Mobile: 01730781154

Daulatpur Branch
Address: Akankha Tower, 454, Khan-A-Sabur Road, Daulatpur, Khulna
Mobile: 01755545812

Heyako SME Branch
Address: Chowdhury Market, Heakobazar, Bhujpur, Fatickchari, Chattogram
Mobile: 01730794626

Dhaka Dakshin Branch
Address: Bakul Mansion (1st floor), College Road, Golapganj, Sylhet
Mobile: 01755545817

Hobigonj Branch
Address: Kohinoor Complex (Ground Floor & 1st floor) C/A, Habiganj
Mobile: 01730351427

Dhanmondi Branch
Address: Mamtaz Plaza (1st floor), House # 7, Road # 4, Dhanmondi R/A, Dhaka
Mobile: 01713043434

IBB Sylhet Branch
Address: Kasablanca Tower (1st floor), 982, Dargah Gate, Sylhet-3100
Mobile: 01711824365

Dinajpur Branch
Address: Mazeda Plaza (1st floor), Holding#1131/1091, Ganashtala (near Fire Bridge), Jail Road, Dinajpur
Mobile: 01730061493

IBB Dilkusha Branch
Address: 19, Dilkusha C/A, Dhaka
Mobile: 01711612438

Elephant Road Branch
Address: Bashaoti Pentium Point (2nd floor), 160 Elephant Road, Dhaka
Mobile: 01730016896

IBB Mirpur Branch
Address: Genusys Heights, 623-624, Kazi Para, Begum Rokeya Sharani, Mirpur, Dhaka
Mobile: 01713019530

Faridpur Branch
Address: KMA Arcadia (1st floor), Holding # 63/116/A, Moirapotty, Faridpur
Mobile: 01730327673

IBB OR Nizam Road Branch
Address: O. R. Nizam Road, Hazrat Garibullah City Corporation Bhaban, 739/804 CDA Avenue, Bagmoniram, Chattogram
Mobile: 01714020266

Fatikchari Branch
Address: Haji Hossain Plaza, College Road, Bibirhat, Dhurang Union, Fatickchari, Chattogram
Mobile: 01713103661

IBB Pahartali Branch
Address: B.S. Plaza, Plot#305/1390 Abdul Ali Hat, Sorai Para Alanker Morr, P. S.: Pahartali, Chattogram
Mobile: 01714025275

Fenchuganj Branch
Address: Akul Shah Shopping City (1st floor), Thana Road Point, Fenchugonj Bazar Fenchugonj, Sylhet
Mobile: 01755630318

Ibrahimpur Branch
Address: Sumona Sahadat Center, 80, Ibrahimpur, Kafrul, Dhaka
Mobile: 01755582852

Feni Branch
Address: Kazi Center, Holding#106, S. S. K. Road, Feni
Mobile: 01713069623

Ishwardi Branch
Address: Holding#1335/982, (1st floor) Station Road, Ishwardi Pawrashava, Word#7, Ishwardi, Pabna
Mobile: 01730338461

Foreign Exchange Branch
Address: Al-Haj Mansion, 82, Motijheel C/A, Dhaka
Mobile: 01701204140

Islampur Branch
Address: Century Park. Plot#1052, Islampur, Sylhet
Mobile: 01755645464

Ganakbari Branch
Address: Somsher Plaza, (Opposite Dhaka EPZ), Balibhadra Bazar Bas Stand, Ganakbari, Savar, Dhaka
Mobile: 01709655683

Jamalpur Branch
Address: Alam Tower, Holding#610, Station Road, Jamalpur
Mobile: 01755524165

Gareb-E-Newaz Branch
Address: RS Kunja', Plot No-20, Gareb-E-Newaz Avenue, Sector-13, Uttara, Dhaka
Mobile: 01730312515

Jatrabari Branch
Address: Nur Tower, 76/Ga, Bibir Bagicha, North Jatrabari, Dhaka
Mobile: 01730317440

Gulshan Branch
Address: Holding#6A, Block-CES(F), 72 Gulshan Avenue, Gulshan
Mobile: 01700711458

Jessore Branch
Address: Orchid Center, 44 M.K Road, Jashore
Mobile: 01714074014

Hajigonj Branch
Address: Ananda Complex, Holding#191, Hajiganj Bazar, Hajiganj, Chandpur
Mobile: 01730338463

Jhikorgacha SME Branch
Address: Zaman Market (1st floor), Holding No. 522, Jhikorgacha, Jessore
Mobile: 01755582854

Halishahor Branch
Address: Mobil House, Plot-2, Road-3, Block-K, Halishahar Housing Estate, Chattogram
Mobile: 01713255773

Joydevpur Chowrasta Branch
Address: Shapla Masnion (1st floor), Joydevpur Chowrasta, Chandana, Dhaka-Tangail Road Gazipur
Mobile: 01713068094

Joypara Branch
Address: Azahar Ali Mozahar Ali Shopping Complex, Latakhola, Joypara, Dohar, Dhaka
Mobile: 01730034861

Magura Branch
Address: Monowara Complex (1st floor), 219 Syed Ator Ali Road, Magura Sadar, Magura
Mobile: 01730791545

Joypurhat Branch
Address: Tahera Complex, 306 Main Road, Joypurhat
Mobile: 01730704142

Mahadebpur Branch
Address: Charmatha Boker More, Bridge Road, Mohadebpur, Naogaon
Mobile: 01755545814

Jubilee Road Branch
Address: Pedrollo Plaza, 5, Jubilee Road, Chattogram-4000
Mobile: 01714080989

Mirpur-1 Branch
Address: Rabiul Plaza (1st floor), Plot#Shee-1/Kha, Section#1, Mirpur, Dhaka
Mobile: 01730086827

Kadamtoli Branch
Address: Motin Complex, Fenchugonj Road, Kadamtali
Mobile: 01755534926

Mirzapur Branch
Address: Rashid Biponi Bhaban, 706, College Road, Mirzapur, Tangail
Mobile: 01730727297

Kakrail Branch
Address: Green City Edge, 89 Kakrail, Dhaka
Mobile: 01714014890

Modhukhali Branch
Address: Modhuban Shopping Mall (1st floor), Modhukhali, Faridpur
Mobile: 01730791547

Kaliakoir Branch
Address: Ahamed Ali Plaza (1st floor), College Road, Kaliakoir, Gazipur
Mobile: 01709655673

Mohakhali Branch
Address: MG SAM Center (1st floor), Ward-19, Dhaka North City Corporation, Bir Uttam A. K. Khondoker Sarak, 12 Mohakhali, Dhaka
Mobile: 01730320022

Karnafuli EPZ Branch
Address: Karnaphuli EPZ, North Patenga, Chattogram
Mobile: 01755607994

Motijheel Branch
Address: Adamjee Court Annexe Building-2, 119-120, Motijheel C/A, Dhaka
Mobile: 01730794632

Kawran Bazar Branch
Address: CA Bhaban, 100 Kazi Nazrul Islam Avenue, Dhaka
Mobile: 01787688695

Mouchak Branch
Address: Manhattan Tower (1st floor), 83, Siddaswari Circular Road, Malibagh, Dhaka
Mobile: 01709658422

Keranihat Branch
Address: Hazi Ulamia Market (1st floor), Keranihat, Satkania, Chattogram
Mobile: 01755551601

Moulvi Bazar Branch
Address: 77/4, Moulvi Bazar, Dhaka
Mobile: 01701204151

Khatungonj Branch
Address: 142, Chand Mia Lane, Khatunganj, Chiattogram
Mobile: 01711430916

Mymensingh Branch
Address: 10, Swadeshi Bazar, Mymensingh
Mobile: 01713069631

Khulna Branch
Address: South Point, 69 Cemetery Road Khulna
Mobile: 01730320020

Nabigonj Branch
Address: Anwara Bipani (1st floor), Holding#322, Osmani Road, Nabigonj, Habigonj
Mobile: 01713255774

Khulshi Branch
Address: Arcadia Shopping Complex, Holding No- 77/78, 4, Zakir Hossain Road, Ward-13, Chattogram City Corporation, Khulshi, Chattogram
Mobile: 01755594840

Naogaon Branch
Address: Jagannath Bhaban (1st & 2nd floor), Holding#320, Main Road, Bridge-er-More
Mobile: 01713068095

Kishorgonj Branch
Address: Shamsuddin Bhuiyan Plaza, Teripotty, Kishorgonj
Mobile: 01730727296

Narayangonj Branch
Address: Haji Plaza, 56 S.M.Maleh Road, Narayanganj
Mobile: 01709658421

Kulaura Branch
Address: Marina Square, 232, Dakkhin Bazar, Kulaura, Moulvibazar
Mobile: 01730794631

Narsingdi SME Branch
Address: Mollah Tower Holding#08, Sadar Road, Ward#06, Narsingdhi Sadar Pouroshova, Narsingdhi
Mobile: 01730096613

Kushtia Branch
Address: Bangabandhu Super Market, 2 N S Road, Kushtia
Mobile: 01730727290

Natore Branch
Address: Holding#1052 (1st floor), Dhaka-Rajshahi Highway, Natore
Mobile: 01730338466

Laldighi East Branch
Address: Zila Parishad Tower, Court Road, Kotwali, Chattogram
Mobile: 01711400380

Nawabgonj Branch
Address: BKM Point, Kashimpur, Nawabgonj, Dhaka
Mobile: 01709658436

Madhabdi Branch
Address: Plot#17, Madhabdi Bazar, Narsingdi
Mobile: 01713082807

New Eskaton Branch
Address: SEL Rose N Dale, 116 Kazi Nazrul Islam Avenue, Banglamotor, Dhaka
Mobile: 01708149555

Madhabpur SME Branch
Address: Saiham Future Complex (1st floor), Plot#733, Ward#7, Madhabpur, Hobiganj
Mobile: 01713187920

Oxygen More Branch
Address: 405 Sekander Center, Chattogram Cantonment, Oxygen More, Chattogram
Mobile: 01730317446

Madunaghat SME Branch
Address: Mabia Emporium, Madunaghat Bazar, Hathazari, Chattogram
Mobile: 01755534932

Pabna Branch
Address: 423/1 Sonapatty Road, Pabna
Mobile: 01730359665

Pallabi Branch
Address: Setara's Dream, 1/11 & 1/12 Pallabi, Mirpur, Dhaka
Mobile: 01755534924

Sherpure Branch
Address: Merina Complex, Holding#1773, Ward-5, Sherpur, Bogura
Mobile: 01730791549

Panthapath Branch
Address: Firoz Tower, 152/3-B, Green Road, Panthapath, Dhaka
Mobile: 01708130725

Shimrail Branch
Address: Haji A. Rahman Super Market and Shopping Tower, Holding#96, Shimrail Mor, Chattogram Road Chowrastha, Siddirganj, Narayanganj
Mobile: 01714039543

Patuatuli Branch
Address: Bishal Hafiz Market, Holding#10 (1st & 2nd floor), Wise Ghat Road, Patuatuly, Dhaka
Mobile: 01708130755

Shirajdikhan Branch
Address: Hazi Mustafa Plaza, (1st floor), Dag#284, Bazar Road, Sirajdikhan, Munshiganj
Mobile: 01730317443

Poradaha SME Branch
Address: Sikder Super Market (1st floor), Poradaha Puraton Bazar, Mirpur, Kushtia
Mobile: 01730373919

Sonargoan SME Branch
Address: Rojjab Ali Mansion, Mograpara Chowrasta, Habibpur, Sonargaon, Narayangonj
Mobile: 01713255770

Prabartak More Branch
Address: 12/12 O. R. Nizam Road, Prabartak More, Panchlish, Chattogram
Mobile: 01730303555

Sreemangal Branch Address:
Saptadinga Complex (1st floor), 145, Moulvibazar Road, Sreemangal Moulvibazar

Mobile: 01714011578

Pragati Sarani Branch

Address: Facilities Tower, Kha-199/2, Maddhya Badda, Dhaka
Mobile: 01711439003

Sreenagar Branch

Address: Rahman Complex, Sreenagar Bazar, Munshigonj
Mobile: 01730781191

Race Course Branch

Address: Anandodhara Hamidum Majid Plaza Holding-1369/1, Ward-3, Race Course, Adarsha Shohor Cumilla
Mobile: 01755645483

Subid Bazar Branch

Address: Corner View (1st floor, West side), 980, Subidbazar, Sylhet
Mobile: 01714069967

Raipur SME Branch

Address: Queen Complex, Holding # 514 & 515 Main Road, Raipur, Laximpur
Mobile: 01766664565

Sunamgonj Branch

Address: Subakth Raja Complex, 414 Old Station Road, Sunamganj
Mobile: 01730373945

Rajshahi Branch

Address: 138/144, Shaheb Bazar, Rajshahi
Mobile: 01713082804

Syedpur SME Branch

Address: Radhis Shopping Complex, Syedpur, Jagannathpur, Sunamgonj
Mobile: 01713255776

Ramgarh Branch

Address: Holding#847, Munshi Market (1st floor), Word No#09, Ramgarh, Khagrachari
Mobile: 01730086828

Sylhet Branch

Address: Laldighirpar, Sylhet
Mobile: 01708466505

Rangpur Branch

Address: Shah-Amanat Super Market (1st floor), 268 Station Road, Jahaj Companier More, Rangpur
Mobile: 01714069972

Tajpur Branch

Address: Latif Plaza, Kadamtala, Tajpur (1st floor), Osmani Nagar, Sylhet
Mobile: 01714100498

Raojan Branch

Address: Fazal Tower (1st floor), Raojan Bus Stand, Mader Mohal, Chattogram
Mobile: 01730031850

Takerhat SME Branch

Address: Haji Lalchand Bepari Super Market, Tekerhat, Madaripur, Rajoir, Madaripur
Mobile: 01713255772

Ring Road Branch

Address: Baitul Aman Tower (1st floor), Holding#840/841, Ring Road, Adabor, Dhaka
Mobile: 01711824628

Tangail Branch

Address: Main Building, Ward#6, Holding#414-417, Main Road, Tangail
Mobile: 01713082745

Saidpur Branch

Address: Ali Plaza, Shahid Dr. Zikrul Haque Road, Saidpur, Nilphamari
Mobile: 01709658453

Tejgaon Branch

Address: Shanta Western Tower (Level-2), 186, Bir Uttam Mir Shawkat Sarak, Tejgaon, Dhaka
Mobile: 01709658414

Sat Masjid Road Branch

Address: House#82, Road-8A(New), Satmasjid Road, Dhanmondi, West Road-8/A, Dhaka
Mobile: 01709655672

Thakurgaon SME Branch

Address: Dr. Aziz Complex (1st floor), 727/01, Bangabandhu Road, Sadar, Thakurgaon
Mobile: 01730373940

Satkhira Branch

Address: Islam Plaza, Holding-1658, Abul Kashem Road, Ward-8, Satkhira
Mobile: 01755582853

Tongi Branch

Address: Sena Kalyan Commercial Complex (1st floor), Plot#09, Block#F, Tongi, Gazipur
Mobile: 01701204081

Savar Branch

Address: K.K. Plaza (1st floor), A-91, Savar Bazar Road, Savar, Dhaka
Mobile: 01709658411

Uposhahar Branch

Address: Alif Center (1st floor), Subhanighat, Upashahar, Sylhet
Mobile: 01714100499

Sherpur SME Branch

Address: Habib Mansion, Holding-143, Chakbazar Road, Ward-2, Sherpur Pourashava, Sherpur
Mobile: 01730373938

Uttara Branch

Address: KM Square, Plot-53, Road-15, Sector-3, Uttara R/A, Uttara, Dhaka
Mobile: 01709658441

Shibpur Branch

Address: Khan Tower, Shibpur Bazar, Narsingdi
Mobile: 01755645474

Vatiary Branch

Address: Khaleque Tower, Bhatiary, Sitakunda, Chattogram
Mobile: 01755545810

Wari Branch

Address: Tanin Roseate, 43 Rankin Street, Wari, Dhaka
Mobile: 01709658412

LIST OF AGENT OUTLETS

Al Jahara Trade Associates
157/1 Laheniya, Baruya, Khilkhet, Dhaka.
01711733759

Azim Sarker Enterprise
Durgapur, Zirabo, Ashulia, Dhaka
01787335666

Friends Talicom
15 Japani Bazar, Zia Soroni, Kadamtoli, Dhaka
01670670303

M H Enterprise
Mayendiya Bazar, Surjadiya, Boalmari, Faridpur
01718286709

Talukder Pharmacy
Sadardi Bazar, Anandanagar , Faridpur Sadar, Faridpur
01731180011

M S Riaz Enterprise
Shirgram Bazar, Shirgram, Alfadanga, Faridpur
01745478060

King Digital Recharge Point
Moyna Bazar, Boalmari, Faridpur
01849682369

M S Ucb Motors
Mahmudpur Bazar, Melandhah, Jamalpur
01924192852

Ms M S Enterprise
PTI Supermarket, Nasirnagar, Brahamanbaria
01714411924

Dewan Enterprise
Kabirpur Bus stand, Ashulia, Savar, Dhaka
01725357149

Kamrun Enterprise
15/1 Razia Sultana Road, Mohammadpur, Dhaka
01711364726

M S Mobin Furniture
Rani Bhavan, Nayabari, Chunkutiya, Suvaddya, Keraniganj, Dhaka
01911241864

Sayem Matso Khamar
Vill: Nabipur, Post: Nazarpur, Upazila: Narsingdi Sadar, Narsingdi
01789387893

Diba Enterprise
Kamarkhali Bazar, Kamarkhali Sadar, Faridpur
01911939011

M S Wasi Enterprise
Daberkul Bazar, Uzirpur, Barisal
01762509653

Deep Electronics
Holding 578, Sadar Road, Torki Bandar, Gournadi, Barisal.
01772771012

M/S Humaiya Traders & Dairy Farm
Korpati Bazar, Chauddagram, Cumilla
01916771066

M/S J M Enterprise
Holding # 0220-00, Bismillah Tower,Dhorkara Bazar, Chauddagram, Cumilla
01615457878

M/S Fahad Enterprise
Shohaghpur Bazar, Gorai, Mirzapur, Tangail
01940700026

Saharia Enterprise
Gopaldi Bazar, Modhukhali, Faridpur
01689101290

Eyan Efty Auto House
Gazi Khali, Nawabgonj, Dhaka
01813812254

M/S Fahad Enterprise
Shohaghpur Bazar, Gorai, Mirzapur, Tangail
01940700026

Saharia Enterprise
Gopaldi Bazar, Modhukhali, Faridpur
01689101290

Eyan Efty Auto House
Gazi Khali, Nawabgonj, Dhaka
01813812254

M/S Fahad Enterprise
Shohaghpur Bazar, Gorai, Mirzapur, Tangail
01940700026

Saharia Enterprise
Gopaldi Bazar, Modhukhali, Faridpur
01689101290

Eyan Efty Auto House
Gazi Khali, Nawabgonj, Dhaka
01813812254

D-Service
Purrbo, Rasunia, Sirajdikhan, Mushigonj,
01721989928

M/S Saleha Traders
Dhopa Para, Puthia, Rajshahi
01717905289

M/S Habitat Handicrafts
Kapuria Patti, Pirojpur Sadar, Pirojpur
01753605531

Mabia Enterprise
Dewair Bazar, Kaliakoir, Gazipur
01814909070

Shohoz Bazar
Beleshor Bazar, Sreepur, Modhukhali, Faridpur
01763753547

Rajib Store
Vangavita, Kailail, Nawabganj
01876053800

Baghat Cable Network
Baghat Ghosh Para, Modhukhali, Faridpur
01712562389

M/S AYAN ENTERPRISE
Charavata Bazar, Darajhat, Bagherpara, Jashore
01795194835

Farhana Associate
Benapole Bazar, (In front of IBBL), Benapole, Sharsa, Jashore
01815418089

Four Brothers
Arpara Bazar, Salikha, Magura
01716037874

M/S Raihan Kabir
Paharpur Road, Jamalganj, Akkelpur, Joypurhat
01712594499

Shadhin Computer Training Center
Jankhali Bazar, Mothbaria, Pirozpur.
01763900499

GK Traders
Noapora Bazar, Noapara, Modhukhali, Faridpur.
01741062659

M/s Hawlader Traders
Holding 356, Shop: 356, Sardar Complex, Kritipara, West Jhalokathi, Jhalokathi.
01712400026

Sayem Enterprise
Haspatal Road, Baufal, Patuakhali.
01710022266

Maherun Enterprise
Gohalia, Kalihati, Tangail.
01714838902

R.N.C Pharmacy
Pran Haridas Road, South Kattroli, Chottogram.
01872109828

The Bokshi Jewelers
Mothurapur Bazar, Mothurapur, Modhukhali, Faridpur.
01714201494

M/S MMARS Traders
S.O Road, Godnail, Adamji Nagar, Siddhirganj, Narayanganj
01715297997

M/S. Sarker Traders
Chandrakhola Bazar, Patiljhap,Jontrail, Nawabganj, Dhaka
01874891444

Star Telecom
Kharia Bazar, Madhabdi, Narshindhi.
01778782020

Net Scope
69, East Velanagar, Gofur Haji Market, Narshindhi Sadar, Narshindhi.
01922289222

Badar Shah Traders
Pir Kashimpur Bazar, Akabpur, Muradnagar, Cumilla.
01792278451

M/S. Rahaman Traders
Podakdia Bazar, Nagarkanda, Faridpur.
01718159781

MALLIK MEDICAL
Bakra Bazar, Bankra, Jhikorgacha, Jashore
01867469656

Shekh Enterprise
Mohammadpur Bazar, Mohammadpur, Mohammadpur, Magura.
01980601019

Purnima Talukder Telecom
Vill: Ratnaboti, Post: Shimpur, Upazila: Adorsho Sadar, Cumilla
01818344805

Monir Hardware
Masterbari, Abdullapur, Chouddogram, Comilla.
01869882473

Moms Touch Enterprise
Khamarbari, Dhonushara, Gholpasha, Chouddogram, Comilla.
01831806012

M/S Paikari Market Bd Dot Com
Shan Villa, C-286, Khilgaon, Dhaka 1219.
01714934093

M/S Monir Hossain
Choitonna, Shibpur, Narsingdi.
01712042518

Lalpur Digital Sign
Debor Chor Para, Lalpur, Natore.
01717969851

AR Building Design & Construction
Baigartek, Haji Market (Dhali Market), Dhaka Cantonment, Dhaka.
01913280974

Alvia Enterprise
Gobindaganj Bazar, Melandoh, Jamalpur.
01795381190

M/S. Alfaz Enterprise
Megha Chor Para, Jamalpur Sadar, Jamalpur.
01713544233

Salman Fashin Gallery
Adompur Bazar, Uttor Chowmohuni, Komolganj Road, Moulvibazar.
01720113299

Tabassum Bastra Bitan
Volakot Bazar, Nasirnagar, Brahmanbaria
01776698524

Hazi Veterinari House
Dhoppole, Hathazari, Chittagong.
01815458980

Nagar Electronics
Bismillah Complex, Arakan Road, Chandgaon, Chottogram
01829925270

M S Fatema Traders
Sutkigacha Bazar, Atrai, Naogaon
01733757211

Shapla Associates
South Vadail, Dhamsona-1349, Ashulia.
01716851767 01716851767

M/S Khorsheda Enterprise
B-32, Islampur, Bodda Bazar, Ward-14, Gazipur. 01711935116 01711935116

M/S Miaze Telecom
East Farider Para, PO: Chandgaon, Chittagong
01817745691 01817745691

M**/S Harun Ur Rashid Enterprise 73**
No, Moulvibazar, Chakbazar, Dhaka.
Contact: 01711114675 01711114675

Mohammad Telecom International
City Center, Fatehabad, Hathazari Road, Chattogram
01855535362

Prime Traders
Manik Kona Paschim, Manik kona, Fenchuganj, Fenchuganj, Sylhet
01712719271

Jamuna Super Feed
Jalilpur Bazar, Union: Maheshpur pouroshova, Upazilla: Maheshpur, Dist.: Jhenaidah
01997671306

M/S Nahin Enterprise
Ganingganj Bazaar, Union: Baniachong, Upazilla: Baniachong, Dist.: Hobiganj
01712876867

Sabbir Enterprise
College Road Bazar, Union: Juri, Upazilla: Juri, Dist.: Moulvibazaar
01717721982

Lamia Enterprise
Aulia Bazaar, P/O: Mukundopur, Union: 10 no. Paharpur, Upazilla: Bijoynagar, Dist.: Brahmanbaria
01977858514

M/S Muna Shop
Sorkar Bazaar, Union: Mirzapur, PS: Hathazari, Dist: Chittagong
01719851666

Saiful Enterprise
Chandgram Bazaar, Union: 2 no. nijbahadurpur, Upazilla: borolekha, zilla: Moulvibazar
01799525208

M/S Naim Traders
Idrakpur Bazar, Union: Bonogram, Upazilla: Sadullapur, Dist.: Gaibandha
01737628103

M/S Rabby Traders
Padma Steel Market, Kadamtoli, Keraniganj, Dhaka.
01913099264

M/S Kashfi Traders
Byasdi, P/O: Byasdi, Union: Gajna, Upazilla: Madhukhali, Dist.: Faridpur
01913099264

Kashpia Traders
Narayonpur Bazar, Union: Narayonpur , Upazila: Belabo, Dist: Narsinghdi
01710738010

Salma Telecom
Gabtola Bazar, Char Bisnopur, Sadarpur, Faridpur.
01714887858

Sneha Enterprise
Rampur, Nauhata, Hajiganj, Chandpur
01715080288

M/s Patowary Traders
Shahpur Bazar, Chatkhil, Noakhali
01842211998

M/s Zahid Traders
Sonapur Bazar, Ramganj, Lakshmipur
01711441216

Chaca Vatija Enterprise
375/1, Domrakandi, Kobi Jasimuddin Matri Sarak, Sadar-7800, Faridpur
01721554013

Mridha Fashion Gallery
Teljuri Bazar, Boalmari, Faridpur
01740805473

FBX Corporation
Nobodoy Housing, Mohammadpur, Dhaka 01731316050

Ashraful Digital Studio
Richi Moddhogram, Richi, Hobiganj Sadar, Hobiganj
01315569950

Trade And Finance
Nodi Bangla Complex, Lakshimpur Pourashava, Lakshimpur
01787109117

Kazi Telecom Center
Khan Market, Debidwar, Cumilla
01673475082

Takiya Enterprise
Suagazi, Sadar Dakshin, Cumilla
01869376073

Tanvir Electric
Rupganj Bazar, Narail Sadar, Narail
01798745494

Shaik Enterprise - 2
Rajapur Bazar, Mohammadpur, Magura
01939203944

M/S. Akon Enterprise
Chandramohan Bazar, Barishal Sadar, Barishal
01713963622

Arafat Enterprise
Hazipur Union Parishad, Begumganj, Noakhali
01819624087

Arisha Telecom
Dighirpaar, Bangra, Muradnagar, Cumilla
01648000903

M/S Anaya Enterprise
Sreenagar Bazar, Bhairab, Kishoreganj
01977915722

M/S Grameen Poultry Feed
Birajnagar, Shibpur, Narsingdi
01643836701

J K Media Bitan
Puronbibi Bazar, Begumganj, Noakhali
01713611610

M/S. Nath Pharmacy
Paniswor, Shakhsity, Sarail, Brahmanbaria
01717218558

HR Telecom
Chanmari Road, Lalkhan Bazar, Chattogram
01816279298

City Library
Halishahar, Ananda Bazar, Bandar, Chattogram
01719198078

Haque Enterprise
Gabtola Bazar, Sadarpur, Faridpur
01830908165

Araf Ahan Enterprise
Chunkutia, Chowdhuripara, Keraniganj, Dhaka
01951118999

Modern Building Architect
Engineering and Consultant
Bardhonpara, Nawabganj, Dhaka
01956303968

Sayed Telephone Center
Taltola Bazar, Sirajdikhan, Munsiganj
01711511840

Zahin Enterprise
Abdullahpur, Uttara, Dhaka
01911474723

Abid Enterprise
Shatpakia Bazar, Nalchity, Jhalakathi
01748934801

Nagar Digital Center
Madbor Bazar, Kamrangirchar, Dhaka 01912797362

M S Asad Enterprise
Malonchey Bazar, Sadar, Jashore
01742455691

A B C Agro Industries
Mohammadi Market, Naogaon Sadar, Naogaon
01741110679

M S. Masud Electric & Electronics
Ranirbondar, Chirirbandor, Dinajpur
01787903939

New Nayan Telecom
Ruptoli Housing, Ruptoli, Sadar, Barishal
01710238505

M/S. Shuvessa Traders
Boro Khata, Hatibandha, Lalmonirhat
01733076350

M/S. RAJU ENTERPRISE
Shekhhati Bazar, Jashore Sadar, Jashore
01713914349

M P Mobile Center
Hingula Bazar, Kankapoit, Chouddagram, Comilla
01619692270

Payel Medical Hall
Chowara Bazar, Sadar Dokhin, Cumilla
01817595127

Amjad Agro Eastern Housing
Mirpur, Dhaka 01712296539

Munni Electric House Bhuighor
Fatulla, Narayanganj Sadar, Narayanganj 01716402853

M S Salam Traders Kochuya Bazar,
Ramganj, Lakshmipur 01866499999

N R Fashion Brokhil Market
Jamgora, Ashulia, Dhaka 01711247777

S R Computer Joynagar Bazar
Dhobaghata, Boalmari, Faridpur 01738089573

Mahi Telecash Point
Sultanpur Bazar, Bramanbaria Sadar, Bramanbaria
01734221498

M S Maa Traders
Boiragi Bazar, Char Kasimpur, KH Madrasha, Rajoir, Madaripur
01743925392

M M Enterprise
Bagha Bazar, Bagha, Rajshahi
01716660736

M M G Fisheries
Joylaskar,
Dagonbhuiyan, Feni
01827604410

New Dhaka Metal Works
Word: 07, Manik Nagar, Sabujbug, Dhaka
01712008898

Ayan Enterprise
South Banasree, Word: 02, Khilgaon, Dhaka
01765591245

Naksha Bari
Mirpur DOHS, Pallabi, Dhaka
01977439545

Ababil Poultry Feed And Medicine
Sristigor Bazar, Shibpur, Narsingdi
01717218558

M S Akota Enterprise
Dapunia Bazar, Dapunia, Mymensingh Sadar, Mymensingh
01719737430

M S Jahan Pharma
Notun Rasta, Khalishpur , Khulna
01615287473

Micro IT Solution
World Bank, Residential Area, Akborshah, Chittagonj
01875837697

M/S Crown Poultry & Fisharies
Sarker Medical Hall, Chandina, Cumilla
01711985022

Noor Travels and Tours
Budhal Bazar, Bramanbaria Sadar, Brahmanbaria
01711336196

Bismillah Traders
Sonadhanga Bus Stand Bazar, Sadar, Khulna
01911935373

Brothers Enterprise
Shadhu Market, Vadail, Ashulia, Dhaka
01630692672

Raysan Home Alliance
Narikelbaria, Bagherpara, Jashore
01717009657

Eco Green Enterprise
Mothermolla Bazar, Sadar, Naogaon
01744914212

M S S N International
Sattar Market, Shantirhat, Fatickchari, Chattogram
01733141113

M S Islam Construction
Mohipal, Chowdhury Bari Road, Feni Sadar, Feni
01783315230

M S Khan and Sons
Islambad, Shibganj, Chapai Nawabgonj
01722834311

Pet Service BD Ltd.
Nababganj Bazar, Lalbagh, Dhaka
01729179805

Perfect Multipurpose
Kanaksher Bazar, Lohugonj, Mushigonj
01715425010

Laskar Traders
South Baghbari, Sadar, Sylhet
01675762526

Mayer Doya Trading
Meratoli, Kuliarchar, Kishoreganj
01911759005

Icon Trade International
Singa Bazar, Durgapur, Rajshahi
01791697082

Rahman Travels
Robir Bazar, Kulaura, Moulavibazar
01711389177

Joyonto Poultry & Telecom
Taragonj, Taragonj, Rangpur
01724949899

M/S Safa Pharmacy
Klay Road, Heraj Market, Khulna Sadar, Khulna
01775333777

M/S Ripon Brother
Old Bus Stand, Tkakurgaon Sadar, Thakurgaon
01755388272

Hazi Electronics
Gobindganj, Chatak, Sunamganj
01726411084

M/S Bhai Bhai Traders
Meghna Ferry Ghat, Bhairob Bazar, Kishoregonj
01717193691

M/S. Mayer Doa Banijjaloy
Nimshar Bazar, Burichong, Cumilla
01726001573

Imam Muazzin Trading Company Limited
Kena, Chandura, Bijoynagar, Brahmanbaria
01737505673

Mahmudul Enterprise
Ward No: 08, Krishnopur Bazar, Dhamghar, Muradnagar, Cumilla
01829909564

Liana's Crockeries
Shekh Farid Market, 2 No Gate, Post: Panchlaish, Chattogram
01833727643

Ma Enterprise
Boteshwar Bazar, Jalalabadh cantonment area, Sylhet sadar, Sylhet
01712886773

M S Sufian Medical Center
Uttar Baluchar Bazar, Ward no 36, Sylhet City Corporation, Sylhet
01724554426

M S. Ruhea Motors
Kornofuli Bazar, Ruhea, Autoary Road, Thaurgaon
01747283002

M/S. Almas Enterprise
Radhaganj Bazar, Post: Radhaganj Bazar, Raipura, Narsingdi
01711266848

M/S. Fattah Traders
Kamal Market, Thakurgaon Road, Thakurgaon Sadar, Thakurgaon
01722415555

M S S S Traders
Sarojgonj Bazar, Shangkor Chandro, Chuadanga Sadar, Chuadanga
01970595770

M/S. Hazi Traders
Algi Bazar, Moseshpur, Raipura, Narsingdi
01811984879

Bonomala Electronics
Bonomala Primary School Road, Dattapara, P.O: Islampur-1772, Gazipur Sadar, Gazipur.
01751141852

Afeef Enterprise
Mistripara Bazar, Prof. Rokon Uddin Sarak, Khulna City Corporation, Khulna Sadar, Khulna
01711100404

Jaynal Enterprise
Anayetpur Bazar, Post: Anayetpur, Hathazari, Chattogram
01814729991

CNS AGRO
Rajiber Para Bazar, Vaban Hati, Mogee, Magura Sadar, Magura
01711734450

Hamim Traders
Dalal Bazar, Dalalbazar, Lakshmipur Sadar, Lakshmipur
01915432055

Saralipi Computer Service
Ward No:04, Padmacoat Bazar, Ballavpur, Debidwar, Comilla
01735288389

Ms Risat Telecom
Haidrabad College Market, Ward No: 06, Muradnagar, Comilla
01861422346

Yeash Enterprise
Bosila, Mohammadpur, Dhaka
01777842044

M M ENTERPRISE
Morjal Samota Bazar, Post: Morjal Bazar , Post Code: 1630, Thana: Raipura, District: Narsingdi 01817540748

Business Solution
Agoiljhara Bazar, Agoiljhara, Barishal
01670021129

Ms Haque Enterprise
Jatrapur Bazar, Word No: 02, Jatrapur, Muradnagar, Cumilla
01979482877

Motherland Corporation
Digolkandi Bazar, Jhawdiea, Refayetpur, Dawlatpur, Kushtia
01326631218

Plus Point
Beali Bazar, Maijgaon, Fenchuganj, Sylhet
01729808013

LIST OF ATMS/CRMS

Adamjee EPZ Branch-1 ATM
Holding-04, Adamjee EPZ, Adamjee Nagar, Siddirganj, Narayanganj

Bijoy Nagar CRM
Tapa Complex, House # 169/KA, Shahid Syed Nazrul Islam Sarani, Bijoynagar, Dhaka

Adamjee EPZ Branch-2 CRM
Holding-04, Adamjee EPZ, Adamjee Nagar, Siddirganj, Narayanganj

Biswanath Branch CRM
Al-Borak Shopping center, Biswanath, Sylhet

Agrabad CRM
B.M Heights,318 Sk.Mujib Road,Badamtali,Agrabad C/A,Chattogram

Boalmari Branch CRM
Azhar Tower(Ground Floor), 503 , Station Road, Boalmari, Faridpur

Amberkhana CRM
982, Casablanca Tower, Darga Gate, Sylhet-3100

Bogra CRM
331/364, Rangpur Road, Borogola, Sadar, Bogura

Ananta GM, Ashulia-1 ATM
Nischintapur, Ashulia, DEPZ Road, Ashulia, Dhaka-1341

Brahmanbaria Branch CRM
K Das Bhaban, K Das Square, Brahmanbaria

Ananta GM, Ashulia-2 ATM
Nischintapur, Ashulia, DEPZ Road, Ashulia, Dhaka-1341

Chapai Nawabganj CRM
29, Islampur, Daudpur Road, Boro Indara Mor, Chapai Nawabganj

Ashugonj CRM
S S Tower, Post Office Road, Ashuganj, Brahmanbaria

Chatkhil CRM
Momta Shopping Center (Ground floor), C & B Road, Sudarpur, Chatkhil, Noakhali

Ashulia CRM
Ashulia Branch, Sharif Mansion, Jamgora, Ashulia, Savar,Dhaka

Chauddagram CRM
Abdul Goni Shopping Complex (Ground Floor),Munshi Bari Road, Chauddagram Bazar, Chauddagram, Cumilla

Banani CRM
House # 62, Block # E, Kemal Ataturk Avenue, Banani, Dhaka-1213

Chowmuhani CRM
180-182, Feny Road, Begumgonj, Chowmuhoni, Noakhali.

Banani -2 CRM
House # 62, Block # E, Kemal Ataturk Avenue, Banani, Dhaka-1213

Cider Inter School ATM
53 A, Nasirabad Industrial Area, Near, Technical Moor, Chittagong,

Banasree CRM
Arcadia, 1st Floor, H-14, BL-C, Main Road, Bansree, Dhaka-1219

Companygonj ATM
Mother Shopping Complex, Nabinagar Road, Companygonj, Muradnagar,Cumilla

Banasree- 2 ATM
Plot No.08, Main Road,Block F, Banasree, P.S,-Khilgaon, Dhaka-1209.

Court Road ATM
95, Court Road, Moulvibazar

Baneswar CRM
Baneswar Bazar, Puthia, Rajshahi

Cox's Bazar Branch CRM
464, Shafique Center (GROUND FLOOR), Main Road, Cox's Bazar

Banshkhali Branch CRM
G.S. Plaza (Ground floor), Jaldee, Banshkhali, Chattogram

Dagonbhuiyan ATM
R. B. Plaza, 391, Fazilerghat Road, Dagonbhuiyan, Feni

Baralekha ATM
Haji Abdul Ali Trade Center 842, Boralekha , Moulvibazar

Damudya CRM
Holding No-264, Ward No-8, Damudya Bazar, Shariatpur.

Baridhara Branch CRM
Concord I-K Tower,1st Floor,Plot-2,Block-CEN(A),North Avenue,Gulshan-2,Dhaka

Daulatpur Branch CRM
Daulatpur Branch, 454,Akankha Tower,Daulatpur,Khulna

Barisal CRM
Sadar Road, Kakolir More, Barishal

Dhaka Club ATM
Dhaka Club Limited, Shahbagh

Bashabo ATM
81, Central Bashabo, Sabujbagh, Dhaka-1214

Dhaka Dakshin CRM
Bokul Mansion (1st Floor), Dhaka Dakshin, Golapgonj, Sylhet.

Bashabo Branch CRM
60-61, Shapnil Hossain Tower, South Bashabo, Dhaka-1214

Dhanmondi 27 ATM
Renima Garden, House 275/K (old), 32 (new), Road 27 (old), 16 (new), Dhanmondi R/A, Dhaka

Bashundhara CRM
1, Bashundhara Road, Dhaka

Dhanmondi Branch CRM
Momtaz Plaza,Ground floor ,House-7,Road-4,Dhanmondi Dhaka

Bashurhat Sub-Branch ATM
AG Tower, Kabirhat Road, Ward No:3, Basurhat, Companygonj, Noakhali.

Dinajpur CRM
Jail Road,Goneshtola,Sadar,Dinajpur

Beanibazar CRM
Jaman Plaza, Beanibazar, Sylhet

Dutch Bangla Pack ATM
Dutch Bangla Pack Limited Factory: Boro Baluakandi, Gazaria, Munshiganj

Bhairab Bazar CRM
181, Tin Potty, Bhairab Bazar, Bhairab 2350, Kishoreganj

East Rampura ATM
356, DIT Road, East Rampura, Dhaka.

Bhujpur ATM
Makka Shopping Center , Kazirhat Bazar, PO & PS- Bhujpur, Fatickchari , Chattogram.

Eskaton CRM
116, Kazi Nazrul Islam Avenue, Dhaka-1205.

Falcon Mart CRM
BAF Base Bashar, Dhaka Cantonment.

Ishwardi Bazar CRM
Sumar tower,Arzu Market,Station Road,Ishwardi,Pabna

Faridpur CRM
KMA Arcadia (1st floor), 63/116/A & 63/116/3, Mujib Sarak, Moirapatty, Faridpur

Ishwardi EPZ ATM

Zone Service Complex(Ground Floor), Ishwardi EPZ,Ishwardi,Pabna

Fatickchari CRM

Hazi Hossain Plaza(Ground Floor), College Road, Bibirhat, Fatickchari, Chattogram

Ishwardi EPZ-2 ATM

Zone Service Complex, Ishwardi EPZ,Ishwardi,Pabna

Fenchuganj Branch CRM

Akul Shah Shopping City, Thana Road Point, Fenchugonj Bazar, Fenchugonj, Sylhet

Islampur CRM

Century Park (G.F), Islampur , Sylhet-3100

Feni CRM

Kazi Center, Ground Floor, 106 S S K Road, Feni Sadar, Feni

Jamalpur CRM

696 Station Road, Jamalpur Paurashava, Jamalpur.

FIN Bangla ATM

Pinaki Group (Fin Bangla Limited), 72, Degerchala Road, Chaydana, National University,

Jatrabari CRM

Nur Tower (1st Floor), 76/GA, Bibir Bagicha, North Jatrabari, Dhaka

Foreign Ex Branch CRM

Alhaj Tower, 82, Motijheel C/A, Dhaka-1000.

Jessore Daratana More ATM

Daratana More, Kotwali, Jashore

Ganakbari CRM

Shomser Plaza, Bolivodro Bazar, Near Depz, Ashulia, Savar, Dhaka

Jhalokhati Sub-Branch ATM

House No. 5 ,Sattanando Road (Station Road), Word No. 5, PO & PS – Jhalakathi

Garib-E-Newaz CRM

RS Kunja, Plot No-20, Gareb-E-Newaz Avenue, Sector-13, Uttara, Dhaka-1230

Jhikorgacha Branch CRM

Zaman Market, Jhikorgacha Bazar,Jashore

Gulshan CRM

Plot-6A, Block-CES(F), 72 Gulshan Avenue, Gulshan-01, Dhaka

Joydevpur CRM

Rahmat Tower, Joydevpur Chowrasta, Gazipur Sadar, Gazipur

Gulshan-2 CRM

Plot-6A, Block-CES(F), 72 Gulshan Avenue, Gulshan-01, Dhaka

Joypara CRM

Azahar Ali Mozahar Ali Shopping Complex (Ground Floor), Lotakhola, Joypara, Dohar, Dhaka

Habigonj CRM

Kohinoor Complex (1st floor), Commercial Area, Habiganj-3300

Joypurhat CRM

Tahera Complex, 306 Main Road, Sadar, Joypurhat

Halishahor CRM

Mobil House, Plot-3, Block-K, Halishahar H\E, CTG

Jubilee Road CRM

Pedrollo Plaza ,5, Jubilee Road ,Chattogram.

Heyako Bazar SME CRM

Chowdhury Market, Heyako Bazar, Bhujpur, Fatickchari, Chattagram

Kakrail CRM

Green City Edge (1st Fl) 89 Kakrail, Dhaka

IBB Mirpur-10 CRM

230, Senpara, Porbota, Mirpur, Dhaka-1216

Kaliakoir Branch CRM

Ahmed Ali Plaza(1st floor), College Road, Kaliakoir Bazar, Gazipur

IBB OR Nizam Road CRM

O.R. Nizam Road, Hazrat Garibullah City Corporation Bhaban (Ist Floor), 739/804 CDA Avenue, Bagmoniram, Chittagong

Kandirpar, Comilla ATM

Besides New Market, Kandirpar, Kotwali, Cumilla

Ibrahimpur CRM

80, Sumona Shahadat Center, Ibrahimpur, Kafrul, Dhaka Cantt, Dhaka-1206

Karnafuli EPZ Branch CRM

KEPZ Branch Premises, North Patenga, Chittagong

Inani Beach ATM

Sea Pearl Beach Resort & Spa

Kawran Bazar ATM

100 Kazi Nazrul Islam Avenue, CA Bhaban, Kawran Bazar, Dhaka-1215

Inter Medical College (IMC) ATM

27 Ghusulia, Gazipura, Gazipur.

Khilgaon ATM

370/B, Mirza House, Khilgaon, Dhaka

Khulna Royal More ATM

31-A, K.D.A. Avenue, Khulna 9100

Narsingdi Branch CRM

Mollah Tower, 8 West Kandapara, Bazirmore, Narsingdi Sadar, Narsingdi

Khulna-New Market ATM

K.D.A Avenue, Khulna New Market, Khulna

Natore CRM

Holding No. 1052, Kanaikhali, Natore

Khulshi CRM

Arcadia Shopping Complex(1st Floor) Holding# 77/78, Road # 4 Zakir Hossain Road Khulshi, Chattogram

Nawabpur SME CRM

243-244,Nawabpur Road,Mollick Market(2nd Floor),Dhaka-1100

Kishoregonj CRM

Shamsuddin Bhuyan Plaza ,Terri Potti, Boro Bazar, Kishoregonj Sadar, Kishoregonj

North Gulshan ATM

Green Meher Tower,Ground Floor,12/A North Gulshan Avenue

Knit Asia ATM

Fabric Processing Unit, Knit Asia Limited, Knit Asia Factory Premise, Shafipur, Kaliakoir, Gazipur.

Oxygen More CRM

405 Sekander Center, Chattogram Cantonment, Oxygen More , Chattogram.

Kulaura CRM

Marina Squire(1st Floor),232, Dakshin Bazar, Kulaura, Moulvibazar.

Pabna CRM

Holding: 41/0,Bangladesh Cabinet Building (Ground Floor), Traffic More, Pabna Sadar, Pabna

Kushtia ATM

128, N.S. Road Kushtia Pourasava, Kushtia Sadar, Kushtia.

Pahartali CRM

B S Plaza, Alonker More, Pahartali, Chattogram.

Laldighi CRM

Zilla Parishad Tower, Zilla Parishad Bhavan,Kotwali, Chattagram.

Pallabi CRM

Setara's Dream, 1/11 Pallabi, Dhaka-1216

Madhabdi CRM

Plot# 17, Kashipur, Madhabdi Bazar, Madhabdi.

Panthapath CRM

Prime Bank PLC., Panthapath Branch, Feroz Tower, 152/3-B, Green Road, Panthapath, Dhaka-1205

Madhabpur CRM

Saiham Future Complex(Ground Floor), Madhabpur , Habiganj -3330

Patuatuly CRM

Bishal Hafiz Market, Holding # 10 (1st & 2nd Floor) Wise Ghat Road, Patuatuly, Dhaka-1100

Magura CRM

Prime Bank PLC., Magura Branch, Magura

Posta CRM

90, Water Works Road, Posta, Lalbag, Dhaka

Mahadebpur CRM

Charmatha Boker Moor, Bridge Raod, Mohadevpur, Naogaon,

Pragati CRM

Facilities Tower, Kha-199/2, Middle Badda, Dhaka

Mirpur-1 CRM

Rabiul Plaza (1st floor),Mirpur Housing Estate, plot-Shee-1/kha, section-1,Mirpur,Dhaka-1216

Prime Aspire 2 ATM

PRIME ASPIRE, CES(A) 48(OLD-98/A) GULSHAN AVENUE, GULSHAN-01, DHAKA

Mirzapur CRM

Rashid Biponi Bhaban 106, College Road, Mirzapur, Tangail.

Prime Tower 1 ATM

Prime Tower, Nikunja 2, Dhaka

Modhukhali Branch CRM

Modhuban Shopping Complex (1st Floor), Modhukhali, Faridpur

Prime Tower 2 ATM

Prime Tower, Nikunja 2, Dhaka

Mohakhali ATM

Civil Engineer's Bhaban, 69 Mohakhali C/A, Dhaka

Probortak CRM

12/12, O .R.Nizam Road, Probartak More Circle, Phanchlish, Chttagram.

Mohakhali-2 CRM

Civil Engineer's Bhaban, 69 Mohakhali C/A, Dhaka

Raipur Branch CRM

Queen Complex, Main Road ,Raipur Bazar, Raipur ,Laxmipur.

Motijheel CRM

Adamjee Court Annex-02, 119-120 Motijheel C/A, Dhaka-1000.,Bangladesh

Rajshahi CRM

Alokar More, Ghoramara, Boalia, Rajshahi

Mymensingh CRM

10, Swadeshi Bazar, Sadar, Mymensingh. 2200

Rangpur Bhaban-2 CRM

Rangpur Bhaban, Station Road, opposite Press Club Market, Rangpur Sadar, Rangpur

Naogaon CRM

320,Jagannath Bhaban, Main Road, Naogaon Sadar, Naogaon

Raojan CRM

Fazal Tower,Jalil Nagar,Raozan,Chattogram

Riaznagar ATM

Riaznagar,Madhabpur, Habiganj

Sreemangal CRM

Sreemangal Chowmuhuna, Sreemangal

Ring Road CRM

Prime Bank PLC., Ring Road Branch, Baitul Aman Tower, 840-841 Ring Road, Adabor, Dhaka

Sreenagar CRM

M. Rahman Complex(Vaggokul Road), Sreenagar, Munshigoj.

Rupnagar ATM

Plot No: 61, Road: 21, Rupnagar Residential Area, Mirpur, Dhaka.

Subid Bazar CRM

Tasmiya Complex, 26/A- Subid Bazar Sylhet.

Samuda Chemical Gazaria ATM

Samuda Chemical Complex, Jamaldi Bazar, Munshiganj

Sunamganj CRM

Subakth Razja Complex,Old bus Station road,Sunamganj

Sat Masjid CRM

House # 82, Road No. 8A(New), Satmasjid Road, Dhanmondi, West Rd 8/A, Dhaka 1209

Tajmahal ATM

31/12 Tajmahal Road,Block-D, Mohammadpur, Dhaka-1207

Satkhira ATM

Islam Plaza, Abul Kashem Sarak, Satkhira

Tajpur ATM

Latif Plaza, Kodomtola, Balagonj Road,Tajpur, Osmaninagar, Sylhet.

Savar CRM

S.K. Purnia View, A-87, Bazar Road, Savar, Dhaka.

Takerhat CRM

Hazi Lalchand Super Market (Ground Floor), Kacha Bazar Road, Takerhat, Rajoir, Madaripur.

Serajdikhan CRM

Haji Mostafa Plaza, Sirajdikhan Bazar, Sirajdikhan, Munshigonj

Tangail CRM
414-417, Main Road, Tangail Sadar, Tangail

Shamoli ATM
Laila Plaza,27/1/A. ward No.41, Mirpur Road

Thakurgaon CRM

Dr. Aziz Complex, Holding-0727/1, Ward-06, Thakurgaon Pouroshova, Bangabandhu Road, Sadar, Thakurgaon

Shantinagar ATM

400/41, Kushum Bhaban, Shantinagar, Dhaka

Tongi-Branch-1 ATM

Sena Kallayan Commercial Complex (1st Floor), Plot-9, Block-F, Tongi, Gazipur

Sherpur SME ATM

Habib Mansion, Chalk Bazar,Sherpur Town-2100,Sherpur Sadar, Sherpur.

Tongi-Branch-2 ATM

Sena Kallayan Commercial Complex (1st Floor), Plot-9, Block-F, Tongi, Gazipur

Shibpur Branch CRM

Khan Tower (1st Floor), Shibpur Bazar, Shibpur, Narsingdi

Upashahar CRM

Alif Center (1st Floor), Subhanighat, Sylhet

Shimrail CRM

Hazi A. Rahman Supermarket, 1st Floor, Chittagong Road Chowrasta, Siddirganj, Narayanganj.

Uttara Vivek Heights CRM

Vivek Heights, House-01, Road-18, Sector-07, Uttara, Dhaka

Shipaichi ATM

Japan East West Medical College Hospital, Aichi Nagar, JBCS Sarani, Horirampur, Turag, Dhaka

Vatiary CRM

Khalek Tower (Ist & 2nd Floor), North Vatiary Bazar, Vatiary , Sitakunda, Chattogram.

Simple Tree ATM

Simple Tree Anarkali, 7th Floor,89, Gulshan Avenue, Dhaka- 1212

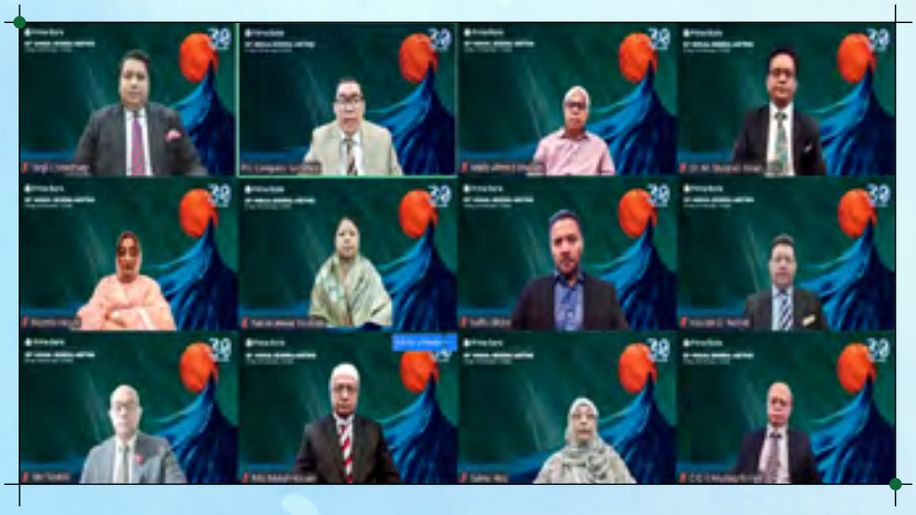
Wari ATM

Holding# 1/1;Ground Floor, Chadni Charan Bose Street, Wari, Dhaka-1203

Sino Bangla Industries ATM

Sino Bangla Industries Limited Factory: Boro Baluakandi, Gazaria, Munshiganj

AGM RETROSPECTIVE



30th Annual General Meeting

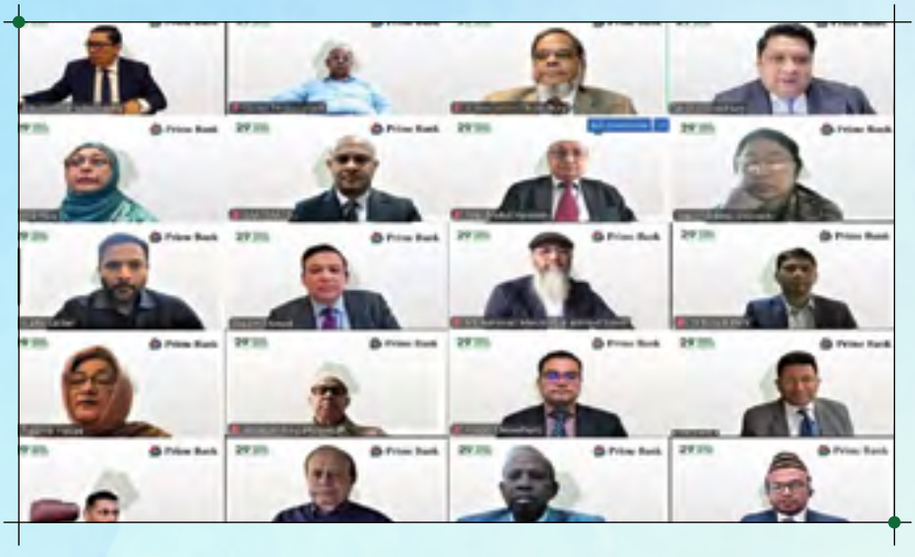
Date
5 May 2025

Time
11.00 am

Venue
Digital Platform

No. of Participants
258

Agenda Placed
Ordinary



29th Annual General Meeting

Date
30 May 2024

Time
11.00 am

Venue
Digital Platform

No. of Participants
312

Agenda Placed
Ordinary



28th Annual General Meeting

Date
28 May 2023

Time
05.00 p.m.

Venue
Digital Platform

No. of Participants
235

Agenda Placed
Ordinary & Special

ATTENDANCE PROTOCOL

- Please check whether you are a Member of Prime Bank PLC. as on the Record Date/Book Closure Date i.e. 28 April 2026.
- Please visit the AGM link from your laptop, desktop, tablet, or smartphone.
- Please put your credentials to login to Digital Platform.
- Please share your questions and/or comments on the Directors' Report & Audited Financial Statements for the year 2025
- Please vote in 'FAVOUR' or 'AGAINST' on each agenda
- Please enjoy the live broadcast of the 31st AGM on 21 May 2026

The digital platform of Prime Bank PLC. is a facility for holding annual general meetings through virtual mode enabling live broadcasting, both-way communication, and secured electronic voting from an independent service provider appointed by the Bank as per BSEC Directives.

The platform can be accessed from any place around the world by the Members (individual/company/proxy), Director(s), Auditor(s), Scrutinizer, Regulator(s), Employees, and Observer(s), who plan to attend the 31st Annual General Meeting of Prime Bank PLC. from their respective devices (i.e., laptop, desktop, tablet, & smartphone).

A Member or its proxy holder needs to insert BO/Folio ID, name & share held on the Record Date, and other credentials to log in to the digital platform. However, the Director(s), Auditor(s), Scrutinizer, Regulator(s), and Observer(s) need to use their respective Login ID shared by the Bank in advance.

A Member is entitled to cast one vote per share in "FAVOUR" or "AGAINST" on each agenda and the resolutions against respective agendas will be passed by majority votes casted. Notably, voting by means of the poll will be used for the e-voting system at the digital platform as per BSEC Directives.

Voting results (i.e., number & percentage of votes casted in favor & against a resolution) will be published in real-time at the time of approval on the specific agenda item. Notably, the independent scrutinizer shall authenticate the election process & voting results, and submit a report afterwards to the Bangladesh Securities and Exchange Commission (BSEC).

A member can raise questions and/or send comments before and/or during the 31st AGM through the digital platform, in writing, or email to investors.relation@primebank.com.bd. The Bank will try to answer all relevant questions during & after the AGM, but also reserves the right to edit and/or reject any questions if it deems to be profane, irrelevant, or otherwise inappropriate for publication.

The digital platform of Prime Bank PLC. ensures upholding of Members' interests & rights with enhanced participation, effective communication, and transparent disclosure of information on a real-time basis.

For any difficulties in accessing the digital platform prior to or during the AGM, an attendee may call **+880 1713554440.**

Prime Bank

PROXY FORM

I/We .....of (address..... being member of Prime Bank PLC. ("PRIMEBANK")

do hereby appointing Mr./Ms..... of ..... or

(failing him/her) Mr./Ms. .....of .....

as my/our proxy to attend and vote through the digital platform on my/our behalf at the 31st Annual General Meeting of the Bank to be held on 21 May 2026 and at any adjournment thereof.

As witness my/our hand this ..... day of ..... 2026.

Signature of Proxy	Place a Revenue Stamp of BDT 100.00 here	**Signature of Member(s)**

Signature verified on behalf of PRIMEBANK

Folio / BO ID _____

No. of Shares on Record Date _____

Contact _____

Note:

- AGM of the Bank can only be attended by the Member(s) or properly constituted Proxy/Attorney. Therefore, any person accompanying the member(s) or proxy shall not be allowed to attend the AGM.
- The Proxy Form, duly signed, stamped, witnessed, and completed in all respects, must be submitted not later than **17 May 2026** at the Investors Relations Office of the Prime Bank PLC. located at Prime Tower, Plot-8 & 35 (Ground Floor) Airport Road, Nikunja-2, Dhaka-1229.
- Signature of member(s) shall agree with specimen signature recorded with Central Depository System/Register of Members.
- For any queries, please communicate at our mobile: +8801713554440 and/or e-mail: investors.relation@primebank.com.bd.

Prime Bank

ATTENDANCE SLIP

I/We do hereby record my/our attendance at the 31st Annual General Meeting (AGM) of the Bank being held on Thursday, 21 May 2026 at 11.00 a.m. at digital platform.

Name of the Member(s)/Proxy .....

Folio / BO ID .....

No. of Shares held on Record Date .....

Signature .....

Information checked & signature verified on behalf of PRIMEBANK

Note:

- Attendance Slip must be submitted to the Investors Relations Office of the Prime Bank PLC. located at Prime Tower, Plot-8 & 35 (Ground Floor) Airport Road, Nikunja-2, Dhaka-1229.
- Signature of member(s) shall agree with specimen signature recorded with Bank/Central Depository System/Register of Members.
- For any queries, please communicate at our mobile: +8801713554440 and/or e-mail: investors.relation@primebank.com.bd.

Prime Bank

PRIME VIEW, PLOT NO. SE(F)7, BIR UTTAM MIR SHAWKAT SHARAK,
GULSHAN AVENUE, GULSHAN, DHAKA 1212

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