

Knitting **the Economy**



**BENGAL
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BANK**
inspiring growth

Annual Report 2025



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Letter of Transmittal

All Sponsor Shareholders of Bengal Commercial Bank PLC.
Bangladesh Bank
Bangladesh Securities & Exchange Commission (BSEC)
Registrar of Joint Stock Companies & Firms (RJSC)

Dear Sir(s)
Assalamu Alaikum.

Annual Report of Bengal Commercial Bank PLC. for the year - 2025.

We are pleased to enclose a copy of the Annual Report – 2025, alongwith the Audited Financial Statements for the year ended at 31st December 2025 for your kind information and record.

The Report includes Balance Sheet, Income Statement, Cash Flow Statement, Statement of Changes in Equity, Liquidity Statement, alongwith the Notes thereon and Directors' Report of Bengal Commercial Bank PLC. for the mentioned period.

Best regards
Yours truly,

(Md. Humayun Kabir, FCS)
Company Secretary

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INTRO DUCTION

Board Secretariat

Head Office, Dhaka



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Registered Office: Khandker Tower (Level: 5 & 6), 94, Gulshan Avenue, Dhaka-1212

NOTICE OF THE 6TH ANNUAL GENERAL MEETING

Notice is hereby given that the **6th ANNUAL GENERAL MEETING (AGM)** of the Shareholders of **BENGAL COMMERCIAL BANK PLC.** will be held at '**Sheraton Dhaka**' 44, Kemal Ataturk Avenue, Banani, Dhaka-1213 on **Monday the 21st September, 2026** at **11:30 am** to transact the following business:

1. To receive, consider and adopt the Directors' Report and the Audited Financial Statements of the Company for the year ended on December 31, 2025 together with the reports of the Auditors' thereon;
2. To declare dividend for the year ended on December 31, 2025;
3. To elect/re-elect Directors;
4. To appoint/re-appoint the Auditors of the Company and fix their remuneration for the term until the next Annual General Meeting (AGM).

By order of the Board

(Md. Humayun Kabir, FCS)
Company Secretary

Date: 30th August, 2026

Notes:

- a. Shareholders whose names appeared in the Register of Members of the Company on **27th August, 2026** will be eligible to attend the meeting;
- b. A Member eligible to attend the Annual General Meeting (AGM) is entitled to appoint a Proxy to attend and vote on his/her behalf. Forms of Proxy, duly stamped, must be submitted at the Registered Office of the Company at least 48 hours before the time fixed for the meeting.

Vision

To be a bank of Trust and Reliability for ensuring sustainable economy promoting inspiring growth.



Mission

We would like to be customer centric bank and become the most preferred and trusted financial advisor in the banking sector through our excellence in performance, good governance and professionalism. We will thrive to provide modern financial products and services/solutions to build a lasting value chain and contribute to the socioeconomic growth and development of the country.



Our Core Values



Adding value to the stakeholders through accomplishing brilliance in banking operation.



Our foremost priority is customers' interest and satisfaction.



Observing all the regulatory requirements and laws to be a compliant institution.



We together are strong and a part of BGCB family.



Ensure higher degree of motivation and dignified working environment for our human capital and respect optimal work-life balance.



Enthusiastic human resources with equal opportunity for avoiding gender discrimination.



Introducing new products and services in the Banking with technological advancement.



Committed to lead the Islamic banking operation by introducing innovative Islamic banking products & features.



Devoted to protect the environment and go green.

Strategic Pillars

Bengal Commercial Bank PLC. is committed to achieving sustainable growth and strengthening its position in Bangladesh's banking industry by focusing on the following strategic pillars:

1. Financial Inclusion and Market Expansion

Expanding banking outreach to underserved and unbanked populations, particularly in remote regions, to ensure broader access to formal financial services and support inclusive economic development.

2. Customer-Centric Banking Solutions

Delivering innovative, competitive, and customized financial products and services that address evolving customer needs while enhancing efficiency in trade and transaction services across all banking segments.

3. SME and Cashless Transaction Development

Promoting SME financing alongside the expansion of digital and cashless banking solutions to improve financial accessibility, enhance transaction efficiency, and support the growth of a modern and technology-driven banking ecosystem.

4. Relationship-Based Banking

Strengthening long-term relationships with clients through trust, service excellence, and consistent delivery of value-added banking services.

5. Financial Strength and Prudent Risk Management

Maintaining strong capital adequacy, sound liquidity management, and a disciplined risk management framework to ensure long-term financial stability and resilience.

6. Governance, Compliance, and Sustainability

Upholding the highest standards of regulatory compliance, corporate governance, and ethical banking practices while promoting sustainable business operations, environmental and social responsibility, and continuous development of human capital.



Business Stance of BGCB 2025

Bengal Commercial Bank PLC. was established as a fifth-generation bank in Bangladesh under the slogan “Inspiring Growth.” Since its inception, the Bank has built a strong reputation and established a solid presence in the country’s banking industry. In 2025, the Bank experienced a combination of opportunities and challenges; however, overall performance reflected steady progress and stronger achievements compared to setbacks.

During 2025, Bangladesh continued to face economic pressures influenced by global geopolitical tensions, including the Russia-Ukraine war and the ongoing instability in the Middle East. These events contributed to persistent economic challenges such as high inflation, pressure on foreign currency reserves, slow economic growth, and imbalances in export-import activities, creating a complex environment for financial institutions across the country.

Despite these challenging circumstances and sector-wide disruptions, **Bengal Commercial Bank PLC. (BGCB)** demonstrated resilience and continued to advance toward its strategic growth objectives throughout 2025. Aspiring to become one of the most respected banks in Bangladesh, BGCB achieved several notable milestones during the year:

- I. The Bank recorded an operating profit of Tk. 59.91 crore in 2025, within less than five years of commencing commercial operations. During the same period, the Bank achieved total deposits of Tk. 2,362 crore and Loans & Advances/Investments amounting to Tk. 1,830 crore.
- II. BGCB continued to strengthen its focus on the SME sectors. The Bank maintained a total SME loan portfolio of Tk. 590 crore and Tk. 50 crore in Microcredit, supporting sustainable economic growth and encouraging the development of emerging entrepreneurs across the country.
- III. The Bank maintained an exceptionally low **Non-Performing Loan (NPL) ratio of 0.87%**, which stands out as a remarkable achievement in the banking industry of Bangladesh. In addition, BGCB developed strong banking relationships with leading corporate groups including **Meghna Group, City Group, Abul Khair Group, ACI, APEX, PRAN-RFL, Nitol Motors, Confidence Power, East Coast Group, Samuda Chemical, and AKIJ Resource Group**, among others.
- IV. Among its many achievements, the Bank has also established itself as a **fully compliant financial institution**, guided by a distinguished Board of Directors comprising some of the country’s most respected business leaders.



Bengal Commercial Bank PLC. at a Glance



Total Assets
30,665.79 mn



Total Deposits
23,620.10 mn



Total Loans & Advances/ Investments
18,299.74 mn



Import Business
14,370.08 mn



Export Business
4,562.73 mn



Guarantee Business
1620.38 mn



Operating Profit
599.14 mn



Earnings per Share (EPS)
Tk. 0.74



Percentage of NPL
0.87%



Capital Adequacy Ratio (CRAR)
30.25%



Return on Assets (ROA)
1.28%



Return on Investment (ROI)
6.93%



Return on equity (ROE)
6.82%



Employees
462 nos



Branches
26 nos



Sub-branches
11 nos



ATMs (Shared ATM 26000+ without charges for the customers)
09 nos



Customers (Depositor)
97,496 nos



Borrowers (Loanee)
4,445 nos



Credit Cards
1,074 nos



Debit Cards
27,322 nos



Pre-paid Card
376 nos

Code of Conduct

Anticipated behaviors and conduct among Bengal Commercial Bank employees are preserved in its written code of conduct. Extracts from the code are presented below:

Abidance of Compliance with Laws, Rules and Regulations:

Employees are expected to comply with the laws, rules and regulations governing the Organization's business regulatory bodies. Employees shall be knowledgeable about specific laws, rules and regulations that apply to their areas of duties and responsibility.

Honesty and Integrity

An employee must act honestly and with integrity at all times. An employee must act fairly and equitably when dealing with customers/ stakeholders and other employees of the Bank.

Accuracy of Records and Reporting

Bank's books, records, accounts and reports shall accurately reflect its transactions and must be subject to an adequate system of internal controls and disclosure controls to promote the highest degree of integrity. An employee shall ensure that records, data and information owned, collected, used and managed by him/her for the Bank are accurate and complete.

Property and Information of Bank

- Employee of a Bank shall follow the operational and IT security manual meticulously while using property of the Bank;
- Employees shall take reasonable care to keep secure Bank's information from unauthorized disclosure and exchange. Any confidential information it receives on clients, or any details of the transactions of its clients shall be preserved with utmost security.
- An employee shall not accede to or use customers' information excepting related business purposes. He/she shall protect the confidentiality and security of customer information.
- Any information of govt. agencies like ACC, NBR, BB, BSEC etc shall not be disclosed without prior approval of competent authority.

Conflicts of Interest

The employees must avoid the conflict of interest as long as they hold positions in the Bank. An employee shall have to refrain from doing the following:

- Performing his/her duties with a view to preserve/protect his/her own benefits at the cost of the Bank
- Involving in any kind of financial activities relating to his/her personal gain;
- Giving any advice, consultancy, direction or suggestion to anybody or to any institution that may cause for losses to the Bank;
- Getting any unusual or illegitimate benefits directly, or indirectly for himself/herself and family or family members, and relatives either explicitly, or implicitly by disguising identity;

The above noted issues are least in the list, but not exhausted. Any unusual act made/done by the employee(s) shall be considered within the trap of conflict of interest and be reviewed within the purview of offences

Teaching, Speaking & Writing

No employee shall make any communication regarding the affairs of the bank to the press or any other media, nor publish any article containing data, comments or opinions on banks or other affairs in any newspaper which may involve the bank, without obtaining prior approval of the competent authority.

Fair Treatment of Counter-parties

All relationships with external counter-parties should be conducted in professional and impartial manner. Vendor selection and hiring decisions shall be made objectively and in the best interest of the organization based on evaluation of integrity, suitability, price, delivery of goods/service, quality and other pertinent factors.

Fraud, Theft or Illegal Activities

Employees shall be vigilant about the frauds, theft or illegal activities and shall not engage in such activities at any cost.

Working Environment

- **Health & Safety** - Bank will pay adequate attention of the health and safety of the employees, i.e. deployment of both physical and technical surveillance on premises to minimize possible threats to security.
- **Workplace Environment** - All employees of the Bank are responsible to keep the workplace friendly, congenial, transparent, free from harassment & corruption etc. and ensure the cohesiveness among the colleagues.
- **Team Work** - All employees of Bank shall leverage on the dynamics of collective skills, knowledge and experience to achieve the best for the stakeholders
- **Fair & Equal Employment Opportunity** - Employees will uphold the Bank's commitment to provide equal opportunity in employment on the basis of individual merit and personal qualifications to employees and applicants for employment. Every individual has the right to work in a

professional atmosphere that promotes equal and legal employment opportunities and where discriminatory practices, including harassment are prohibited.

- **Harassment** - The Bank is committed to provide a work environment where all employees can work free from harassment on ground of religion, age, gender, family background, ethnicity, personal appearance etc. All employees shall treat each other with respect and courtesy.

Respect for Others:

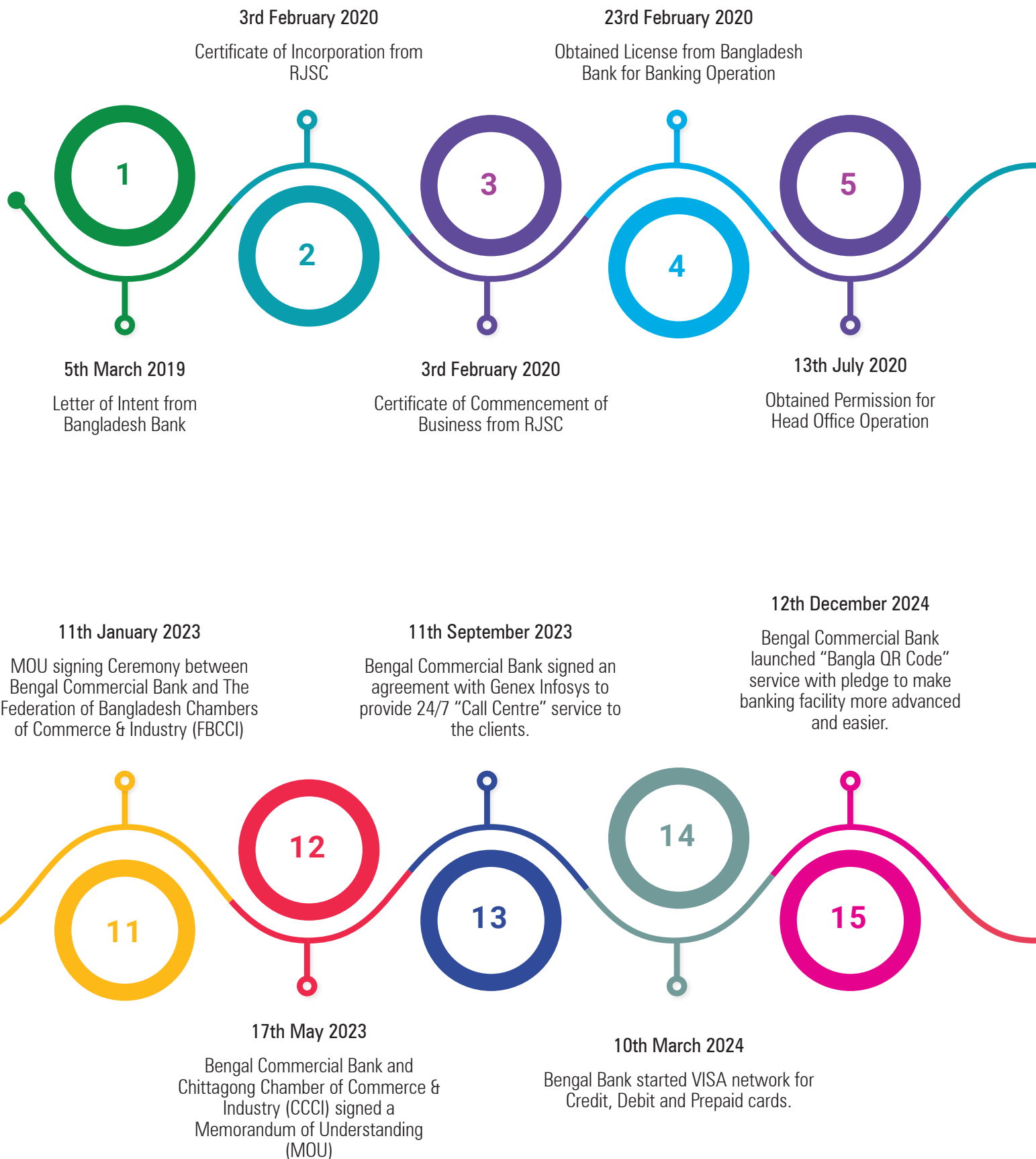
An employee must acknowledge and respect the rights of another employee of the Bank. An employee must treat other employee of the service and other members of the public with courtesy and respect.

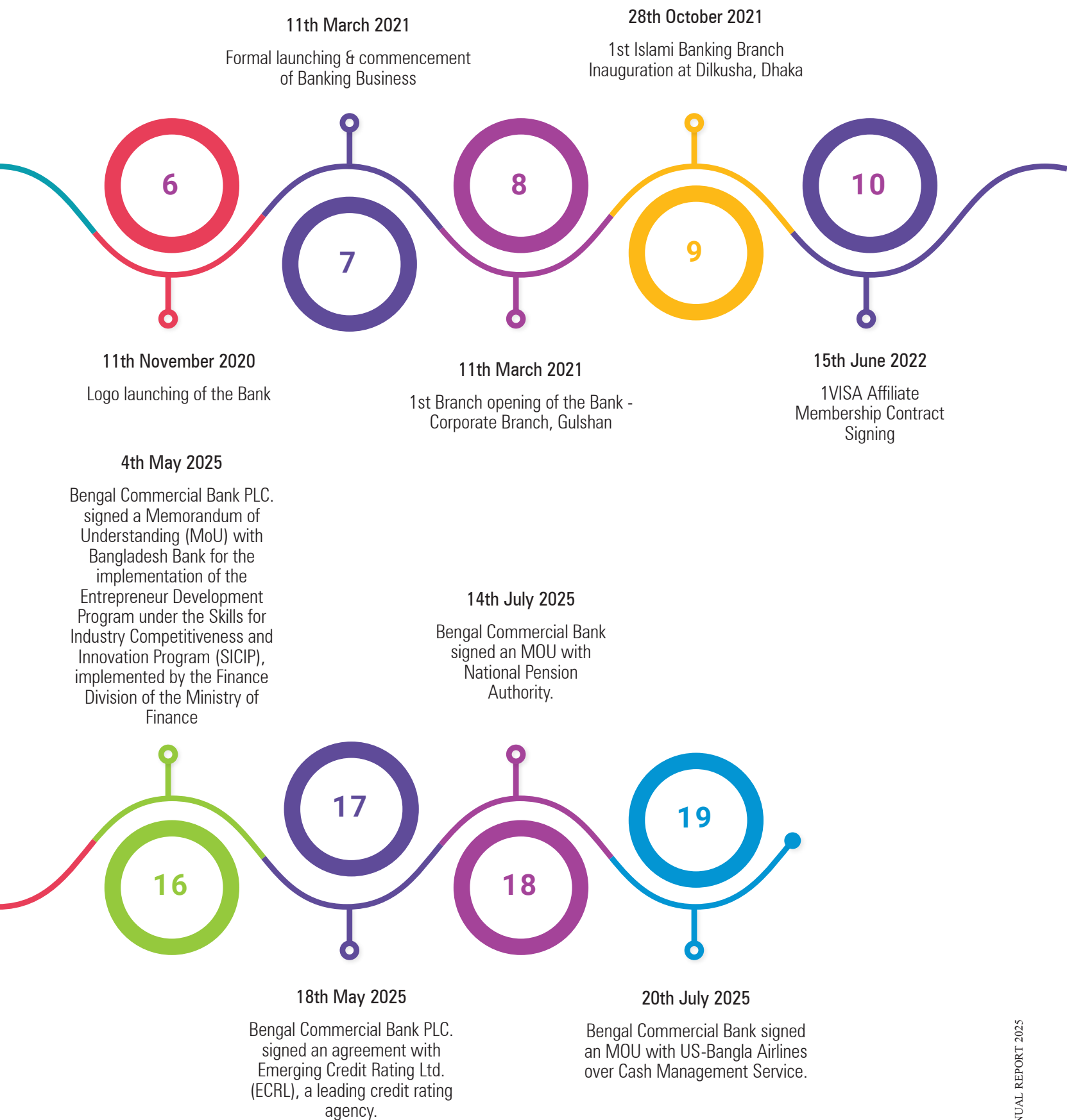


Corporate Profile

Name of the company	Bengal Commercial Bank PLC.
Legal Status	Public Limited Company
Date of Incorporation	3rd February 2020
Date of Commencement of Business	3rd February 2020
Registration No	C-159135/2020
Authorized Capital	BDT 15000 million
Paid up Capital	BDT 5000 million
Chairman	Md. Jashim Uddin
Vice-Chairman	Engr. Ghulam Mohammed Alomgir
Chairman, Executive Committee	Md. Shahabuddin
Chairman, Board Audit Committee	Prof. Md. Iftexharul Amin, Ph.D.
Chairman, Risk Management Committee	Engr. Ghulam Mohammed Alomgir
Managing Director	K.M. Awlad Hossain
Company Secretary	Md. Humayun Kabir, FCS
Chief Financial Officer	Mohammad Anisur Rahaman, FCA
Registered Office	Khandker Tower (Level- 5 & 6), 94, Gulshan Avenue, Gulshan, Dhaka 1212
TIN	447781475528
BIN	003232861-0101
Number of Branches	26 (Twenty-six)
Number of Sub-Branches	11 (Eleven)
Number of Employees	462 (Four hundred sixty-two)
Legal Advisor	Chowdhury Mokimuddin KJ Ali Barrister-at-Law M/s. Chowdhury Mokimuddin & Associates LCP
Auditors	M/s. KAZI ZAHIR KHAN & CO. Chartered Accountants Home Town Apartments (Flat-C, Level-15& Flat-B, Level-13) 87, New Eskaton Road, Dhaka-1000.
Tax Consultant	Snehasish Mahmud & Co. Chartered Accountants Plot No, 10 Road No. 9, Baridhara J Block, Dhaka 1212
Credit Rating Agency	Emerging Credit Rating Limited (ECRL) Tropical Molla Tower, 4 Pragati Sarani, Dhaka-1212.
Website	www.bgcb.com.bd
Hotline (24/7)	16796
Telephone	+ 8802 550688 89-93
E-mail	info@bgcb.com.bd
SWIFT	BCOLBDDH

Corporate Milestones





from the desk of
chairman



The banking industry of Bangladesh experienced a challenging and transformative year in 2025. The sector operated against the backdrop of subdued economic growth, elevated inflation, weak private investment, high borrowing costs and persistent weaknesses in asset quality and capitalization.





Dear Shareholders

Assalamu Alaikum.

I, on behalf of the Board would like to welcome you to the Annual Report of Bengal Commercial Bank PLC. for the year ended 31 December 2025. At the very outset, we acknowledge the hard work, resilience, and dedication of everyone who has contributed making Bengal Commercial Bank what it is today: a trusted financial institution, a driver of innovation, and a pillar of stability & growth in the banking sector.

As Chairman, I am proud to uphold our values: integrity, transparency, innovation, and customer-first thinking. These are not just words on a page—they are the foundation of everything we do. Let us not forget our mission is yet to complete. Bengal Commercial Bank achieved larger part of its milestones in the year 2025 while very few still remains to achieve.

Dear Shareholders, you know Geo-political tensions remained commuting for the World Economy. The tensions of Israil-Palestine conflict, Russian-Ukraine war, Middle-East centric oil crisis and polarization of super powers were the main factors for shaping the world as well as Bangladesh Economy. Moreover, diplomatic tensions with neighboring country yet remains the most challenging issue for the newly formed government which is forcing us interruption of trade and commerce at a broad range.

The year 2025 was a year of transition, resilience and renewed determination for the global economy, the economy of Bangladesh and the banking industry. It was a year in which institutions across the world continued to navigate the consequences of geopolitical tensions, trade fragmentation, persistent inflationary pressures, high public debt, changing monetary-policy and private conditions, technological

disruption and increasing expectations for responsible and sustainable finance. Bangladesh, too, passed through a period of significant economic adjustment, characterized by subdued investment, elevated inflation, pressure on the financial sector and a gradual strengthening of the external sector.

Against the challenges had in 2025, Bengal Commercial Bank continued to move forward with determination and prudence. We remained focused on our fundamental responsibilities as a bank: protecting depositors' interests, maintaining liquidity and capital strength, improving asset quality, supporting productive economic activities, expanding financial inclusion, strengthening corporate governance and delivering better service to the customers.

I am pleased to state that the Annual Business Conference held in January 2026, the Bank's management reviewed the performance of 2025 and highlighted capital adequacy, controlled non-performing loans, corporate governance and the Bank's financial foundation as important strengths. Awards were also presented to high-performing branches and Head Office divisions in recognition of their contribution to the Bank's 2025 business objectives.

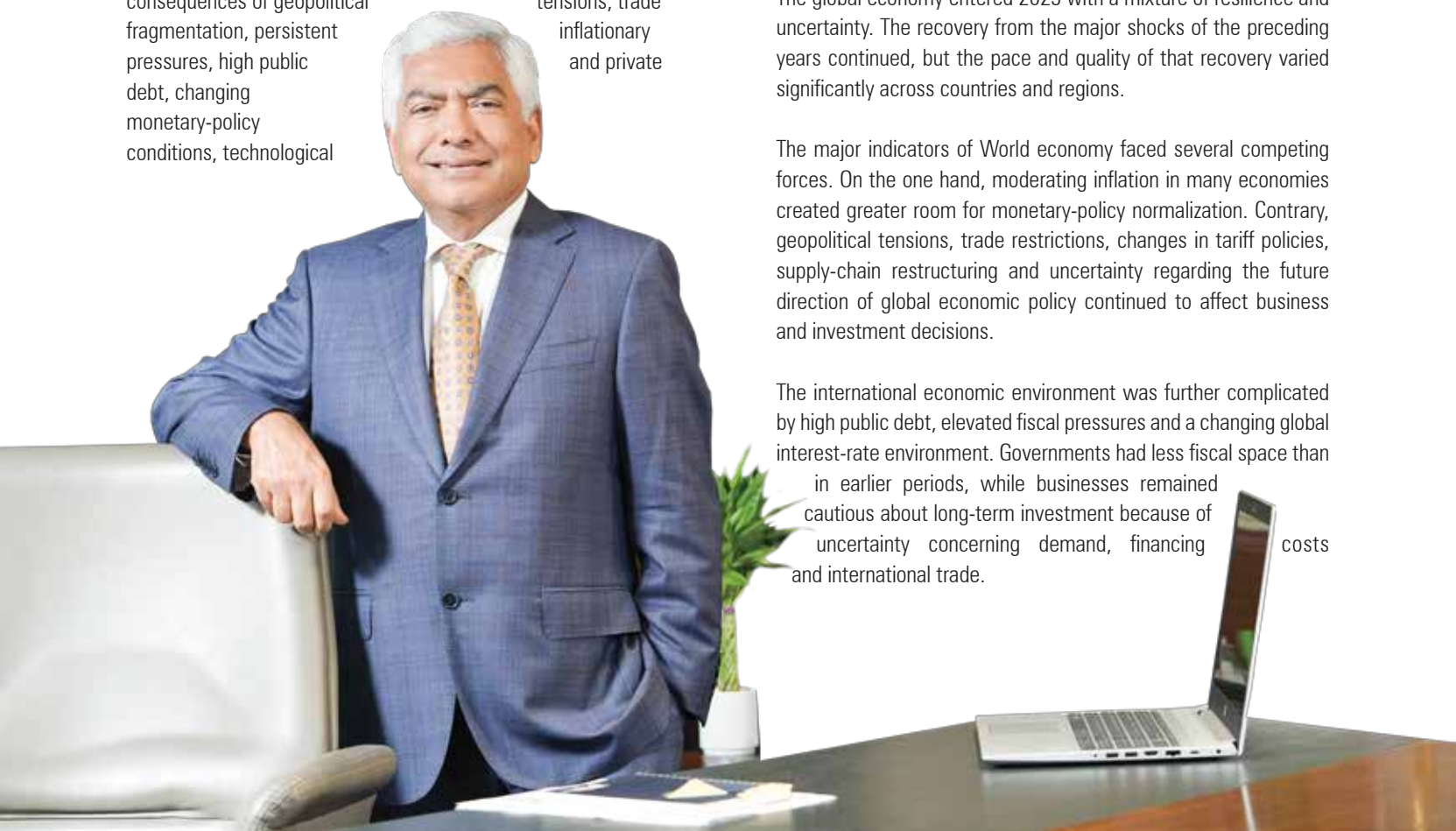
However, Bangladesh with a vigorous promise of economic reform as a whole, the Government and the Central Bank initiated measures to stabilize the situation and regulatory reforms are being considered to improve the business environment. Indeed, it is my privilege to explain what we did achieved in 2025 considering the worlds and Bangladesh economic context.

World Economy in 2025:

The global economy entered 2025 with a mixture of resilience and uncertainty. The recovery from the major shocks of the preceding years continued, but the pace and quality of that recovery varied significantly across countries and regions.

The major indicators of World economy faced several competing forces. On the one hand, moderating inflation in many economies created greater room for monetary-policy normalization. Contrary, geopolitical tensions, trade restrictions, changes in tariff policies, supply-chain restructuring and uncertainty regarding the future direction of global economic policy continued to affect business and investment decisions.

The international economic environment was further complicated by high public debt, elevated fiscal pressures and a changing global interest-rate environment. Governments had less fiscal space than in earlier periods, while businesses remained cautious about long-term investment because of uncertainty concerning demand, financing costs and international trade.



At the same time, technological transformation became one of the most important structural forces shaping the world economy. Artificial intelligence, automation, cloud computing, digital payments and data-driven business models continued to transform productivity and competitiveness. Countries and businesses that could adapt rapidly to these technologies were increasingly able to generate new sources of growth, while institutions that were slower to adapt faced greater competitive pressure.

The Bank for International Settlements (BIS), in its Annual Economic Report 2025, observed that the global economy entered a period of heightened uncertainty as long-established trade and economic relationships came under increasing strain. The outlook for global growth was clouded by intensified trade tensions, rising geopolitical risks, economic fragmentation and persistent structural weaknesses, including subdued productivity growth and high levels of public debt. The BIS also highlighted the growing role of non-bank financial institutions and the associated financial-stability risks. These developments contributed to increased volatility in financial markets and heightened uncertainty for businesses, investors and policymakers worldwide in many ways.

The escalation of tariff measures by major trading economies, particularly by the United States, created considerable uncertainty for exporters, importers, manufacturers and investors around the world. The introduction and subsequent adjustment of reciprocal tariffs, together with retaliatory and countervailing measures, affected the cost structure of international trade and encouraged businesses to reassess their supply chains, sourcing arrangements and investment decisions.

The World Trade Organization (WTO) noted in April 2025 that the volume of world merchandise trade could decline by 0.2 percent in 2025, almost three percentage points below what would have been expected under a low-tariff scenario. The trade disruption in 2025 caused by the war in the trade channels has impacted the flow of goods, commodities, and services amongst the countries who was maintaining strong economic ties with Russia and Ukraine. Moreover, the misbalancing of the Trade status-que due to Israil-Palestine conflict and it's consequence on Middle East geopolitics remains unbalanced.

In 2025, Global Foreign Direct Investment (FDI) and Remittance flows displayed distinct growth drivers and regional divergences throughout the year. According to preliminary estimates by UN Trade and Development (UNCTAD), global FDI grew by 14% to \$1.6 trillion. Over \$140 billion of the headline increase was driven by flows passing through global financial hubs. Excluding these conduit flows, core FDI growth was roughly 5%. Besides, developed economies saw FDI inflows jump by 43% (reaching \$728 billion), boosted by strong cross-border M&A and rebounding investment in Europe. Conversely, FDI to developing economies slipped by 2% to \$877 billion, with low-income nations facing stagnant or declining flows. However, FDI remained heavily

concentrated in capital-intensive, high-tech sectors-most notably AI infrastructure, data centers, semiconductors, and clean energy.

Total remittances to LMICs reached approximately \$690 billion, representing a projected annual growth rate of 2.8%. For Bangladesh's net FDI inflows reached \$1.77 billion in calendar year 2025, rebounding by 39% from the previous year 2024 while remittance inflows reached a historic high of \$35.56 billion for the 2025–26 fiscal year a 17.2% jump compared to the previous period through legal banking.

Bangladesh Economy

Bangladesh's economy experienced a significant slowdown during FY2025. According to the IMF's latest assessment, real GDP growth declined to 3.7 percent in FY2025, compared with 4.2 percent in FY2024 and 5.8 percent in FY2023. The slowdown reflected production disruptions, tighter macroeconomic policies, heightened uncertainty and weak investment.

Bangladesh has laid out its grand vision to develop an 'Upper Middle-Income Country' in the next decade and the country eyed on establishing of several Economic Zones to ventilate all facilities to the developed countries to inspire them to make Foreign Director Investment in near future. The overall economic pictures of Bangladesh remained as follows in 2025:-

Foreign Currency Reserve

Dear Shareholders, as you know Foreign Exchange Reserves are the foreign assets held or controlled by the country's central bank. Foreign Reserves bear the special drawing rights and marketable securities denominated in foreign currencies like treasury bills, government bonds, corporate bonds and equities and foreign currency loans. In the year 2025, Gross Foreign Exchange Reserves past the \$33 billion mark by late December 2025, up from around \$24–\$26 billion in mid-2024. As per IMF BPM6 Net Reserves data under the International Monetary Fund's Balance of Payments Manual (BPM6) accounting standard—which excludes short-term liabilities—usable reserves reached approximately \$28.5 billion by the end of December 2025.

Trade

Bangladesh's international trade for the 2024–25 period was marked by a modest recovery in exports alongside a sharper surge in imports, which ultimately widened the national trade deficit. According to Ministry of Commerce and Bangladesh Bank reports that total exports reached \$55.19 billion (up ~8% from \$51.11 billion in the previous period) against total imports of \$79.36 billion (up ~9.3% from \$72.62 billion) marking a trade deficit upto \$24.17 billion, reversing the narrowing trend seen in 2023–24. However, as always Ready-Made Garments (RMG) continued to dominate the economy, generating over 80%–84% of total export receipts.

Foreign Remittance

Bangladesh recorded unprecedented remittance inflows in 2025, breaching the \$30 billion mark in a single calendar year for the first time. During the year the total inward remittances reached \$32.81 billion, marking a 22% growth over 2024 (\$26.88 billion). It is reported that over 60% of all remittance inflows originated from Saudi Arabia, the UAE, the US, the UK, and Malaysia.

The tensions of receiving a large portion of remittances flowed through informal routes such as "hundi" and "hawala" -- illegal yet widely popular money transfer channels have been sterilized largely.

Banking Industry of Bangladesh

The banking industry of Bangladesh experienced a challenging and transformative year in 2025. The sector operated against the backdrop of subdued economic growth, elevated inflation, weak private investment, high borrowing costs and persistent weaknesses in asset quality and capitalization. At the same time, important regulatory and institutional reforms were initiated to restore confidence, strengthen governance and establish a more resilient banking system.

In 2025, the banking sector experience hike of Asset Quality & Non-Performing Loans (NPLs) following the implementation of international loan classification standards in late 2024 and early 2025 (treating loans overdue past 90 days as non-performing), officially recognized NPLs surged. The sector affirmed overall NPL ratios crossed 30% of total outstanding loans, revealing deep-seated defaults previously masked by lenient deferral policies. Besides, State-Owned Commercial Banks (SoCBs) faced the heaviest strain, holding default loan volumes exceeding Tk.145,000–150,000 crore, heavily concentrated among a few large corporate groups.

In 2025, the Bank Resolution Framework supported by the Bank Resolution Ordinance 2025, the central bank actively moved to resolve severely distressed private banks. Moreover, the Central Bank initiated the merger of 5 struggling private and Shariah-based lenders (including First Security Islami, Social Islami, Global Islami, Union Bank, and EXIM Bank) to create a single consolidated entity. The Government also took initiatives to clean up of assets of Non-performing loans from these institutions transferring to specialized Asset Management Companies (AMCs) to restore balance-sheet health.

During the year 2025, Bangladesh Bank maintained a tight monetary policy, driving up interbank lending rates and borrowing costs across the private sector to combat domestic inflation. The Central bank took restructuring initiatives which includes dissolving non-compliant bank Boards, placing special observers in Banks/NBFIs, and instituting strict single-borrower exposure limits.

In the year 2025, stronger private commercial banks and foreign banks enjoyed robust liquidity, aided by high remittance inflows, while weaker institutions faced liquidity shortfalls. Besides, Mobile Financial Services (MFS) and digital banking transactions expanded rapidly, serving as the dominant avenue for retail micro-transactions and payment processing nationwide.

During the year 2025, the Banking industry of Bangladesh had experienced a mixer of profitability spikes comparing to the previous year 2024 where few banks showed boom in their profitability and some banks are in the verge of extinction due to satisfying the corporate greed of few vicious nexuses.

As of December 31, 2025, total deposits in Bangladesh's banking sector stood at approximately Tk.19.73 lakh crore (approx. \$161 billion USD) which is 11.10% year-on-year growth. On the other hand, at the end of 2025, total outstanding loans in the banking sector of Bangladesh reached Tk.18.21 lakh crore (approx. \$148 billion USD), representing a modest credit growth rate of around 6%–7% compared to 2024.

Bengal Commercial Bank in 2025

Dear Sponsors, Bengal Commercial Bank was established with a clear purpose to provide specialized banking services to micro, small & emerging businesses and entrepreneurs throughout Bangladesh. The Bank's business model encompasses deposit mobilization, lending to private and corporate clients, wholesale and retail banking, trade finance, guarantees, cash management, settlement services, cards and technology-based banking products.

Bengal Commercial Bank PLC. aimed to achieve clear operational progress against the strategic plan established at the start of the year. Throughout this period of dedicated service, we remained committed to supporting our stakeholders, communities, and the economy. Supported by policy guidance from Bangladesh Bank and the diligence of our team at every level, the bank achieved notable performance in maximizing returns for all stakeholders. By the grace of Almighty Allah, we successfully met few milestones beyond our expectation but the thrive for desired profit target was not achieved due to navigation of tough challenges. Moving forward, we remain focused and uncomplacent in our drive to become the nation's best bank.

Dear Colleagues, the year 2025 was a year of consolidation and qualitative growth for Bengal Commercial Bank. At the end of year 2025, the bank succeeded mobilizing a total deposit of Tk.2362.00 crore while the total amount of loans and advances stood at Tk.1829.97 crore. The Bank focused on de-centralization of Loan and Advances and as always emphasized on increasing the ratio of SME & Micro-Finance based Loan and Advances and creation of new entrepreneur throughout the year 2025. The total number of client deposit accounts stands to 97,496 nos. as of 31st December, 2025 while total number of Loan and Advance Accounts stands at 4445 nos. As you know, the banking sector is

surpassing the toughest period in the history of banking in Bangladesh due to diminished credibility on banks by the depositors. As a new comer bank accumulation of deposit remained the greatest challenge throughout the year.

However, Bengal Commercial Bank at the end of the year 2025 secured a net profit (after tax) of Tk.37.23 crore comparison to Tk.63.02 crore in 2024. The NPL ratio of the Bank was 0.87% which is still in minimal level comparing to the industry. We are promised bound to keep NPL at the lowest level in the coming days.

Dear Stakeholders, Bengal Commercial Bank is promise bound to reach the doorsteps of the unbanked people across the country. However, with a focus to strengthen the profitability volume of the existing branches and to pull the reins of new branch establishing cost, the Management as well as the Board of Directors of the Bank remained very selective for increasing the number of new branches throughout the year 2025. The Bank established 02(two) branches in the year 2025 in the business feasible areas but is expecting the number of new branches shall be increased in the year 2026.

Driven by the belief that technology powers modern banking, Bengal Commercial Bank debuted its digital financial services in 2025. Continuing its push for innovation, the bank empowered all customers with an advanced mobile app designed for effortless bill payments and home-based transactions. Complementing this digital shift, a dedicated 24/7 helpline (16796) was launched to provide immediate assistance whenever clients need it.

Dear Shareholders,

The year 2025 marked significant achievements for our Bank, though our journey is ongoing. Through our collective efforts, we have nurtured our institution's growth and remain committed to sustaining this momentum in the years ahead. We continue to drive strategic initiatives designed to secure holistic and long-term development.

In this pursuit, I extend my heartfelt gratitude to the Board of Directors for working hand-in-hand with Management. Their joint efforts have helped expand our reach to valued customers and strengthen relationships across business and regulatory communities to safeguard the Bank's interests.

Reflecting this trust and leadership, several of the country's premier business conglomerates established banking relationships with us in 2025. These include Meghna Group, City Group, Abul Khair Group, ACI, Apex, Pran-RFL, Nitol Motors, Mutual Milk Products Ltd., KPCL, East-Coast Group, T K Group, Arla Foods, DBL Group, Danish Food, Ha-meem Group, Lal Teer, Sparrow Greentech Pvt. Ltd., United Group, Anwar Ispat, Samuda Construction, alongside many other distinguished corporate partners.

The Bank donated a noticeable amount in the Corporate Social Responsibility (CSR) activities social benevolent. During the year the Bank stand besides flood and cold stricken people across the country and will always be a part for creating a caring society.

Dear Stakeholders, Bengal Commercial Bank, has rapidly positioned itself as a forward-thinking financial institution in Bangladesh. Its branding strategy centers on fostering trust, promoting inclusive growth, and embracing technological innovation. The branding team of the Bank was uncompromised on reflecting the thoughts of the Bank's Management and spread the notion of complied banking to the people's doorstep. Moreover, circulation of meritorious contents through Facebook and other social network was the best of decisions for the Management of the Bank in the last year's branding strategy. Besides, relentless efforts of the Management and the personal knowing of the



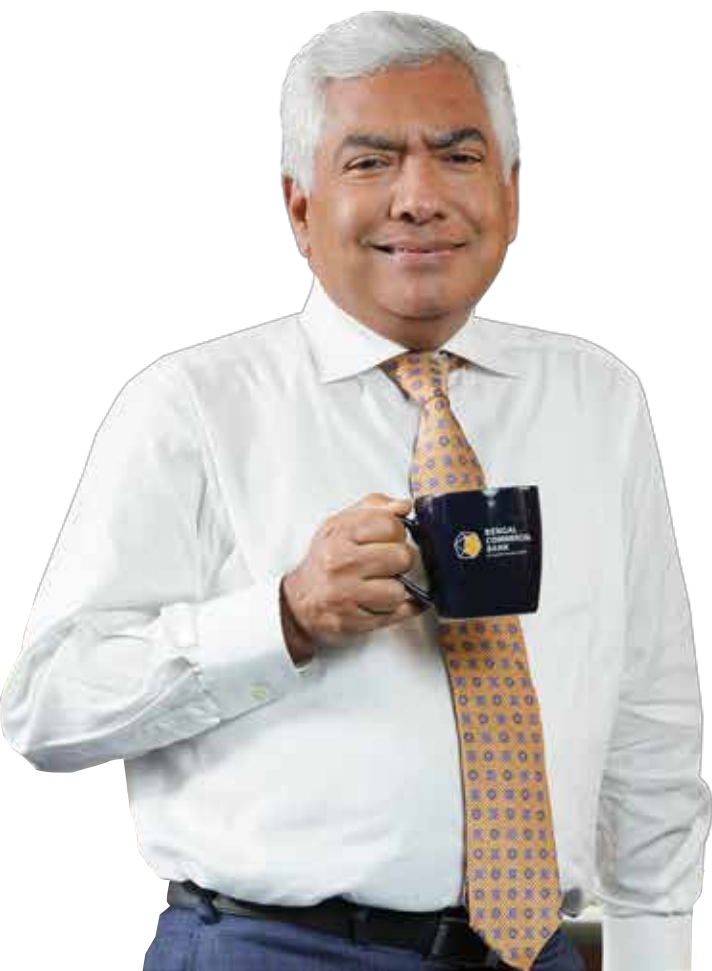
members of the Board of Directors ensures reaching the Bank's name in the elite and distinguish business classes across the country. However, we ensure the day will come when the slogan and logo of Bengal Commercial Bank PLC. will be in everyone's memory in future in every corner stone of the country.

Our mission for 2026

Looking ahead, I believe 2026 can become a year of meaningful opportunity for Bengal Commercial Bank. It is apparent that the banking sector of Bangladesh in the year 2026 is going to be a year of challenges but is magnificent in terms of reforms of the loops and holes. Very big reforms are eminent in banking sector during the year 2026 and related reformed laws will be enacted urgently by the govt. We have to be structural to recover our weaknesses and must adopt different methodology to keep pace with the enforced reforms and challenges to ensure our sustainable growth.

The outlook for Bangladesh's economy also remains conditional on the successful implementation of fiscal, monetary and financial-sector reforms. The IMF has projected a recovery in Bangladesh's economic growth to around 4.7 percent in FY2026 and FY2027, while warning that inflation is likely to remain elevated and that financial-sector vulnerabilities and reform delays represent significant downside risks.

This outlook suggests that 2026 will be neither a year for complacency nor a year for excessive caution. It will be a year for disciplined growth.



Dear Colleagues,

As Chairman, I express my sincere appreciation to every member of the Board of Directors for their steadfast dedication in shaping Bengal Commercial Bank into what it is today. The banking sector faces growing pressures, most notably an industry-wide scarcity of deposits. Like our peers, Bengal Commercial Bank faces challenges in securing new deposits and acquiring top-tier lending clients. Consequently, we have requested our Sponsor Directors to leverage their personal networks to guide Management in attracting new deposits and reputable corporate accounts. Their active involvement will help ensure our continued growth as we navigate the challenges of 2026.

Our financial success hinges on maximizing profitability—a goal we pursued relentlessly throughout the year. Because profitability depends heavily on the quality of our loan portfolio, we have set structured targets for 2026. To drive sustainable growth, leadership is emphasizing retail lending alongside partnerships with leading corporate conglomerates. Having already deployed significant credit to the CMSME sector, we will remain focused on expanding our market share in this segment through 2026.

In 2026, boosting remittance inflows will also be a top strategic priority to meet foreign currency demand and support our trade finance operations. Management has been directed to secure foreign currency flows and execute MOUs or agreements with international exchange houses, agencies, and foreign banks. Because non-funded income and foreign exchange earnings are critical drivers of profitability, Management will prioritize these revenue streams throughout 2026.

Dear shareholders, I believe if we continue our efforts from both the ends i.e. from management and Board of Directors, the bank will be in a position to declare a handsome dividend for the shareholders of the bank in the year 2026 as expected by the Shareholders. But we have to bear in mind, the Non-Performing Loans (NPLs) may ruin all of our achievement predicted in the year 2026 as such the management of the bank should be alert at the time of selecting clients and must engage an effective team for recovery of loans in timely manner.

Dear Sponsors, to continue the faith and belief of the existing clients and to create positive value amongst the new customers, the Bank have already taken initiatives to introduce different time befitting services and products in the year 2026. To navigate the unbanked people, proper instructions have been given to the Branches and Sub-Branchees for increasing the number of new accounts as much as possible in the year 2026.

Implementing robust corporate governance across all banking sectors has been our top priority since our inception and will remain so throughout 2026. We are confident that the Board of Directors and Management will stay steadfast in their

commitment to building a formidable industry competitor—driven by asset quality, innovative banking solutions, profitability, and strict compliance. We remain unyielding in our core motto, “Inspiring Growth,” which we uphold by mitigating risks, cultivating top-tier human talent, and continuously upgrading our corporate governance framework. Insha-Allah, working hand-in-hand, we will reach our goal of achieving top-tier excellence.

In 2026, we aim for even greater accomplishments through our core values of integrity, innovation, and customer-centricity. By leveraging advanced technologies and driving digital transformation, we will enhance operational efficiency and broaden our services to deliver a seamless, personalized banking experience. Looking ahead, we embrace both the opportunities and challenges on the horizon, remaining committed to driving economic growth, empowering local communities, and advancing financial inclusion.

However, we will summarize our aspirations by implementing the following strategies within 2026-

First, we will continue to focus on responsible credit selection, portfolio diversification, early warning systems and recovery. Growth in advances will be pursued only where risk-adjusted returns justify the use of the Bank's capital;

Second, CMSMEs will remain one of our strongest strategic priorities. We intend to deepen relationships with entrepreneurs and develop products that reflect their actual business needs;

Third, the Bank will focus on mobilizing stable and diversified deposits (no cost, low cost) while increasing customer relationships across retail, SME, corporate and institutional segments;

Fourth, the Bank's branch expansion strategy will continue, but new branches will be selected based on economic potential, customer demand and long-term viability. By December 2026, the Bank will reach its tally of opened branch upto 40(forty) or more to bring the business areas under bank's network;

Fifth, we will develop Offshore Banking platform and international trade relationships provide opportunities for the Bank to increase non-funded income and strengthen its participation in Bangladesh's international trade ecosystem;

Sixth, we will continue investing in digital banking, cybersecurity, automation, data analytics and customer-service technology;

Seventh, the growth of the Bank must always be accompanied by an equally strong growth in governance and risk-management capability;

Eighth, Training and development will remain a major priority because the Bank's long-term competitiveness will depend on the quality, integrity and adaptability of its employees;

Ninth, our banking model will continue to focus on bringing underserved individuals and enterprises into the formal financial system;

Finally, Shareholders have placed their capital and confidence in Bengal Commercial Bank. Our responsibility is to generate sustainable returns while protecting the Bank's long-term financial strength.

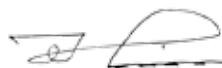
A New Chapter of Growth

Bengal Commercial Bank is still a relatively young institution, but our ambition is not small. We aspire to become one of the most trusted and respected new-generation banks in Bangladesh.

Finally, I, on behalf of the Board of Directors of the Bank, would like to express my sincere gratitude to our valued customers, dedicated employees, and stakeholders for their unwavering support and trust in our bank. We are committed to persevere and deliver the highest comfort for financial services and solutions to meet the evolving needs of our clients.

I wish to thank all our stakeholders and my colleagues of the Board of Directors, Bangladesh Bank, Registrar of Joint Stock Companies and Firms (RJSC), External Auditors, Legal Retainer and other regulatory authorities for their judicious guidance and assistance. Together we look forward to a bright future for this esteemed institution. I am confident that our bank will continue blooming and shall remain strong in the face of the challenges ahead.

May Allah bless our journey towards success.



Md. Jashim Uddin
Chairman
Board of Directors

Message from the desk of
Managing Director



Bengal Commercial Bank PLC. focus on SME/CMSME and Micro Credit Business in-compliance with Bangladesh Bank guidelines all over the country in order to expand our market presence to the unbanked people of Bangladesh and strengthen the Bank's position.





Respected Shareholders and Stakeholders

As-salamu Alaikum Wa Rahmatullah

It is a matter of great honor and privilege for me to present this Annual Report of Bengal Commercial Bank PLC. (BGCB) for the year ended on 31 December 2025. From its very beginning, the Bank has consistently strengthened the trust of its stakeholders by upholding the highest standards of professionalism, integrity, innovation, and sustainable growth. I am proud to be a major part of this dynamic institution as we embrace new opportunities and shape the next phase of our growth.

I extend my sincere gratitude to our Honorable Chairman, the Board of Directors, employees, customers, shareholders, regulators, and all stakeholders for their continued trust, guidance, and support.

This annual report 2025 reflects our commitment to transparency, accountability, responsible banking, and sustainable value creation. The report highlights our financial and non-financial performance, strategic priorities, and initiatives undertaken to strengthen the Bank's long-term resilience.

We are focusing on sustainable growth, digital transformation, sound governance, and delivering lasting value to our stakeholders. With the continued support of all our stakeholders, I am confident that BGCB will continue to strengthen its position as a trusted and forward-looking financial institution, contributing meaningfully to the economic development of Bangladesh.

Economic Environment

The global economy remained resilient in 2025 despite persistent geopolitical and economic uncertainties, supported by steady financial conditions, stable inflation, and continued investment in technology-driven industries. While growth moderated across several major economies, strong demand for technology products sustained global trade and supported export-oriented markets. Against this backdrop, the Asian Development Bank revised Bangladesh's GDP growth forecast for FY2026 downward, citing weaker export performance amid subdued global demand and supply chain disruptions. Domestically, the banking sector continued to undergo significant transformation, with enhanced regulatory oversight and stricter supervisory measures aimed at strengthening transparency, governance, and financial stability. The reassessment of asset quality led to a notable increase in reported non-performing loans, underscoring the sector's ongoing efforts to reinforce resilience and restore stakeholder confidence.

Bangladeshi Banking Environment

Bangladesh's banking sector is undergoing a significant phase of reform and transformation, aimed at enhancing transparency, resilience, and long-term financial stability. The introduction of the Bank Resolution Ordinance 2025 and the Deposit Protection Ordinance has strengthened the regulatory framework by providing effective mechanisms for resolving distressed banks and enhancing depositor protection, thereby reinforcing public confidence in the financial system.

At the same time, the macroeconomic environment has

shown encouraging signs of improvement. Higher remittance inflows, stronger foreign exchange reserves, a more stable exchange rate, and easing inflation have contributed to greater economic stability. These positive developments, together with ongoing policy reforms and prudent financial sector oversight, provide a solid foundation for a more resilient banking industry.

As the sector continues to evolve, sustained reforms, sound governance, and disciplined risk management will remain essential to strengthening financial stability, fostering stakeholder confidence, and supporting Bangladesh's long-term economic growth.

Strategies of BGCB

Throughout 2025, BGCB continued to navigate an evolving and increasingly competitive banking landscape with a clear strategic focus on customer-centric service excellence, prudent risk management, and sustainable growth. Our strategic priorities remained centered on strengthening core banking capabilities, enhancing operational resilience, and creating long-term value for our customers, shareholders, and other stakeholders.

Recognizing the rapid pace of technological advancement and changing customer expectations, digital banking platforms, cybersecurity, and process automation, BGCB has planned to invest heavily on technology. These investments have strengthened our operational efficiency, enhanced customer experience, and positioned the Bank to respond effectively to emerging



market opportunities while maintaining the highest standards of security and service delivery.

Maintain a strong liquidity position remained one of BGCB's key priorities throughout the year. BGCB adopted a disciplined and balanced approach to liquidity management by emphasizing the growth of stable low-cost deposits rather than relying on short-term high-cost funding sources. This strategy contributed to a healthier deposit mix, improved funding stability, and enhanced the Bank's overall financial resilience.

On the asset side, we pursued a prudent and quality-driven lending strategy, prioritizing well-assessed credit opportunities across diversified sectors of the economy. Our selective credit underwriting process, supported by robust risk assessment and portfolio monitoring, enabled us to maintain asset quality while achieving sustainable business growth. At the same time, we remained committed to supporting productive sectors, SMEs, sustainable finance initiatives, and financially viable businesses that contribute to Bangladesh's economic development.

In line with our strategic objective of building a diversified and resilient revenue base, we continued to place significant emphasis on expanding non-funded and fee-based businesses. Strong trade finance, cash management, remittance services, digital payment solutions, and other value-added banking services enabled us to enhance non-interest income while deepening customer relationships and reducing dependence on traditional interest-based earnings.

Looking ahead, BGCB remains committed to executing a forward-looking business strategy founded on innovation, operational excellence, financial discipline, sustainability, and responsible banking practices. By embracing digital innovation, maintaining sound governance, strengthening risk management, and continuously enhancing customer value, we are well-positioned to deliver sustainable growth and create enduring value for all our stakeholders in the years ahead

Performance of BGCB

Despite a dynamic and often challenging macroeconomic environment, BGCB delivered a substantial leap in profitability, with BDT.599.14 million in 2025. After provisioning and Taxes, Profit reached to BDT.372.32 million which is the testament to our strong business model and prudent risk management. Our Total Assets stood at BDT.30,665.79 million in 2025 compared to BDT.27,690.64 million in the previous year, driven by strong growth in deposits and quality loan disbursements. Total Deposits increased to BDT.23,620.10 million, while Loans & Advances rose to BDT.18,299.74 million, reflecting our commitment to supporting the real economy and maintaining a healthy credit portfolio.

Our Shariah based (Islamic) banking branches continued to gain momentum, reflecting the increasing demand for Islamic financial products and services. We are deeply grateful for the guidance of our Shariah Supervisory Council, whose oversight ensures strict adherence to Shariah principles. Bengal Commercial Bank PLC. has been operating with 3 (three) full functioning Islamic Banking Branches and 1 (one) Islamic Banking Sub-Branch throughout the country. At the end of year 2025 total Deposit of Islamic Banking Branches was BDT.6,612.40 million which is 27.99% of Total

Deposit of the Bank, Investments was BDT 4,985.64 million which is 27.24% of Total Loan & Advances/ Investments of the Bank.

Bengal Commercial Bank PLC. focus on SME/CMSME and Micro Credit Business in-compliance with Bangladesh Bank guidelines all over the country in order to expand our market presence to the unbanked people of Bangladesh and strengthen the Bank's position.

The SME/CMSME business portfolio stood at BDT.6,346.30 million in 2025 with a growth of 19.25% in comparison to the year of 2024 BDT 5,322.01million.

The Capital Base of the Bank has been growing enormously throughout the last few years. Total Regulatory Capital was BDT 5,805.50 million at the end of the year 2025 which was BDT 5,411.86 million resulting the growth of 7.27% whereas minimum capital requirement by Bangladesh Bank was BDT 5,000 million. Capital to Risk Weighted Assets Ratio (CRAR) was 30.25% at the end of the year 2025 whereas minimum requirement was 12.50% (Including Capital Conservation Buffer of 2.5%) by Bangladesh Bank which reflecting the Bank's solid capital base over its risk weighted assets.

Additionally, Net Asset Value (NAV) per share increased to BDT.11.28 from BDT.10.76 and Earnings Per Share (EPS) is BDT.0.74 in 2025 and BDT.1.26 in 2024.

The bank extended banking services to unbanked people by establishing new branch and ATM network facilities. In 2025 total branch was 23, number of sub branch is 11 and 08 ATM. It has made arrangement for cash withdraw facilities by using more than 26,000 shared ATM all over the country without any charge exclusively.

Pleased to Acknowledge

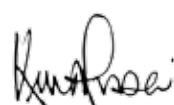
I extend my sincere appreciation to our internal and external stakeholders for their continued support and confidence in our strategic direction, our areas of distinctiveness, and our unwavering commitment to execute excellence.

In conclusion, 2025 was a year of strategic advancement, operational excellence, and financial fortitude. These achievements would not have been possible without the trust and loyalty of our valued customers, the support of our regulators and stakeholders, and the unwavering dedication of our management team. As we move forward, Bengal Commercial Bank PLC. remains committed to sustainable growth, technological innovation, and inclusive banking for all.

Let us move into 2026 with enthusiasm because the future belongs to those who prepare for it today, we live in our vision and clearer in our mission.

Thank you for keeping trust with us.

Sincerely,



K M Awlad Hossain
Managing Director



BOARD OF **DIRECTORS**

Bengal Commercial Bank PLC.
Board Secretariat
Head Office, Dhaka.

Sl.	Name of the Directors	Designation
1.	Mr. Md. Jashim Uddin	Chairman
2.	Engr. Ghulam Mohammed Alomgir [Representative of Max Infrastructure Ltd.]	Vice-Chairman
3.	Mrs. Jesmin Akhter	Director
4.	Mr. Firoz Alam	Director
5.	Mr. Shamsul Alam	Director
6.	Alhaj Mahbubul Alam	Director
7.	Mr. Md. Shahabuddin	Director
8.	Dr. Subrata Ranjan Das [Representative of TECHNOMEDIA Ltd.]	Director
9.	Tasmin Mahmud	Director
10.	Mr. S.M. Faruqi Hasan	Director
11.	Mr. Md. Iqbal Hossain Chowdhury [Representative of B. DASH Japan Company Limited]	Director
12.	Mr. Muhammad Jamaluddin [Representative of KDS Textile Mills Ltd.]	Director
13.	Mrs. Rokeya Khatun, FC A [Representative of Ilmeeyat Apparels Ltd.]	Director
14.	Mr. Khawja Mahtab Uddin [Representative of Starlight Sweaters Ltd.]	Director
15.	Prof. Md. Iftekharul Amin, Ph.D .	Independent Director
16.	Mr. ANM Abul Kashem	Independent Director
17.	Mr. K.M. Awlad Hossain	Managing Director

Mr Md Jashim Uddin

Chairman

Bengal Commercial Bank PLC.

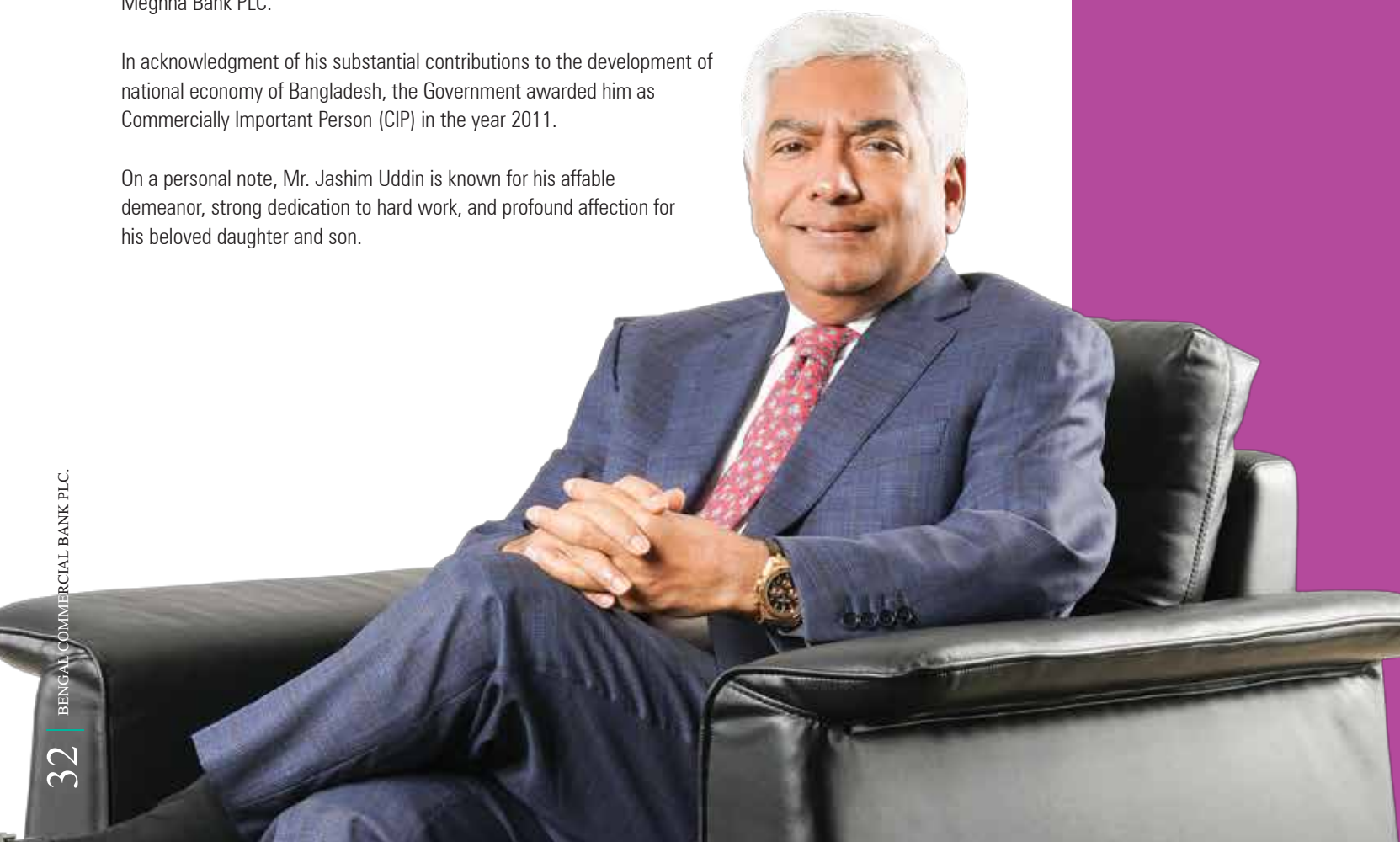
Mr. Jashim Uddin is a Sponsor Director and currently serving as the Chairman of the Board of Directors of Bengal Commercial Bank PLC. He is also the President of the SAARC Chamber of Commerce and Industry (SAARC CCI). As President of the regional organization Mr. Uddin is playing a pivotal role in fostering regional economic integration by promoting trade, services, industry, small and medium enterprises, agriculture, and intra-regional cooperation. Through his visionary leadership, he has been instrumental in establishing robust business linkages among entrepreneurs across South Asia and consistently advocates for safeguarding the economic and commercial interests of SAARC member States. Previously, Mr. Uddin served as the President of the Federation of Bangladesh Chambers of Commerce and Industry (FBCCI), where he played a significant role in policy advocacy and consultation.

Mr. Uddin came from a distinguished business family of Bangladesh. He holds the position of Vice-Chairman of the renowned Bengal Group of Industries. With more than 30 years of extensive experience in the business sector, he possesses in-depth expertise in plastic chemicals and cast polyester technology. He is acclaimed as a pioneer in the advancement of modern technology-based plastic manufacturing in Bangladesh.

In recognition of his exceptional leadership and contribution to the plastic industry, he held the presidency of the Bangladesh Plastic Goods Manufacturers and Exporters Association (BPGMEA). Mr. Uddin also holding position as Director of several prominent entities of Bengal Group which includes Bengal Media Corporation Limited (RTV), Bengal Windsor Thermoplastics Limited, Romania Food and Beverage Ltd., Bengal Cement Limited, Bengal Adhesive and Chemical Products Ltd., Bengal Flexipak Limited and few other concerns. Md. Jashim Uddin also acting as the Managing Director of Bengal Plastics Limited, Bengal Renewable Energy Limited, Bengal Feed & Fisheries Limited, Power Utility Bangladesh Limited, Bengal Plastic Pipes Limited, Bengal Polymer Wares Ltd., and other affiliated concerns of the Bengal Group. He is also a Sponsor Shareholder of Meghna Bank PLC.

In acknowledgment of his substantial contributions to the development of national economy of Bangladesh, the Government awarded him as Commercially Important Person (CIP) in the year 2011.

On a personal note, Mr. Jashim Uddin is known for his affable demeanor, strong dedication to hard work, and profound affection for his beloved daughter and son.



Max Infrastructure Limited

Sponsor Director

(Represented by **Engr. Ghulam Mohammed Alomgir**)

Engr. Ghulam Mohammed Alomgir is representing Max Infrastructure Limited in the Board of Directors of the Bank as Vice-Chairman. Mr. Alomgir founded Max Infrastructure Limited, the largest EPCM (Engineering, Procurement, Construction, and Management) company in Bangladesh. Under his dynamic leadership, the company has contributed to the development of critical national infrastructure including railways, power generation (including nuclear), flyovers, bridges, elevated expressways, roadways, embankments, high-rise buildings, and more. He owns and operates two power plants with a combined generation capacity of supplying of 242 MW electricity.

Widely regarded as one of Bangladesh's most accomplished, respected, and visionary business leaders, Engr. Alomgir has played a transformative role in the country's economic landscape. He is the Founder Chairman of **MAX Group**, one of the largest and most diversified engineering conglomerates of the nation, employing over 15,000 individuals including top-tier engineers and skilled workers. His professional expertise spans project and financial management, contract administration, sustainable innovation, business negotiation, strategic partnerships, and international joint ventures.

Engr. Ghulam Mohammed Alomgir, the Founder Director of Bengal Commercial Bank PLC. was born on January 01, 1955, at Noakhali of Bangladesh. After earning his degree in Mechanical Engineering from the prestigious Bangladesh University of Engineering and Technology (BUET) in 1977, he began his professional journey with a French-based Oil and Gas company in the UAE, where he served with excellence for five years. Driven by an entrepreneurial spirit and a deep commitment to contribute to his homeland, he made the bold decision to return to Bangladesh in 1983, foregoing a lucrative career abroad to pursue his vision of industrial excellence.

Engr. Alomgir has also led creation of multiple industrial manufacturing facilities producing stainless steel crockery, cutlery, and pipes; lubricating oils; automotive leaf springs; railway track fittings; and pre-stressed concrete sleepers. To ensure quality and timely delivery, he has assembled the country's largest fleet of construction equipment, comprising over 1,500 cutting-edge machines and vehicles.

Mr. Alomgir being a prominent figure in the international business community represented Bangladesh in several global forums as a keynote speaker, including the FOBANA Convention (2017, Florida), Bangladesh Rising Conference (2018, Harvard University), and the AABEA Convention (2018, New York).

Beyond his industrial accomplishments, Engr. Alomgir is a passionate advocate for social development and institutional growth. He served as a Director of the Federation of Bangladesh Chambers of Commerce and Industry (FBCCI) and is the Founder President of BUET Graduates Club Limited. He currently presides over the Engineers Recreation Centre (ERC), IEB Dhaka, and is a former Director of the Bangladesh Cricket Board, widely respected for his support of sports and youth engagement initiatives. In recognition of his outstanding contribution to business and society, he was awarded an Honorary Doctorate in Business Administration (DBA) by Commonwealth University in 2019.

Engr. Alomgir is known for his personable, media-friendly nature and leadership values centered on quality, punctuality, and trust—principles he identifies as the cornerstone of his success. On a personal level, he is a devoted family man, an exemplary husband, and a proud father of two accomplished children.

He is currently serving as the Chairman of the Risk Management Committee (RMC) of the Board of Directors of the Bank.



Mrs Jesmin Akhter

Sponsor Director
Bengal Commercial Bank PLC.

Mrs. Jesmin Akhter came from a devoted Muslim family of Noakhali. She is a Sponsor Director in the Board of Directors of Bengal Commercial Bank PLC. Over the past decades, she has been working as a passionate advocate and inspiring force behind for women entrepreneurship in Bangladesh. Her efforts have played a pivotal role in encouraging female participation in the nation's economic landscape. Mrs. Jesmin Akhter is also a Director of Bengal Plastic Pipes Limited and Designer Fashion Limited, and is also the proprietor of Osenic Trading Company, underscoring her dynamic involvement in diverse business sectors.

On a personal level, Jesmin Akhter is widely recognized for her integrity, hardworking, and approachable leadership. She is held in high esteem by her colleagues and subordinates for her sincerity and supportive demeanor. She is also a devoted mother to a daughter and a son, embodying both professional excellence and personal dedication.

Mrs. Jesmin Akhter is discharging her duties as a member of Executive Committee (EC) of the Bank.



Mr Firoz Alam

Sponsor Director
Bengal Commercial Bank PLC.

Mr. Firoz Alam is a Sponsor Director in the Board of Directors of Bengal Commercial Bank PLC. He completed his Bachelor's degree from Dhaka City College and pursued higher education in Los Angeles, California, USA.

Mr. Alam currently serves as the Managing Director of Bengal Cement Ltd., Bengal Poly and Paper Sack Ltd., Bengal Flexipak Ltd., and Bengal Feed & Fisheries Ltd. In addition, he is also acting as Director of Bengal Plastics Ltd., Bengal Media Corporation Ltd. (RTV) and over 30 other allied companies under the umbrella of the Bengal Group of Industries.

Recognized as one of the leading young entrepreneurs in the country, Mr. Alam has twice been honored as a Commercially Important Person (CIP) by the Government of Bangladesh, in the years 2015 and 2017, for his outstanding contributions to the national economy. He is also a recipient of the National Export Trophy for the fiscal years 2012–2013 and 2016–2017, awarded by the head of the Govt. in recognition of his significant achievements in the export sector.

Beyond his business endeavors, Mr. Alam is an active social contributor, having financed and constructed numerous madrasas and schools across the country. His professional ethos defined by integrity, transparency, idealism, and straightforward dealings positions him as a dynamic, principled, and highly resourceful business leader.

As part of his international business engagements, Mr. Alam has traveled to India, Europe, the United States, and many other countries, which has broadened his global business acumen and industry insight.

Mr. Firoz Alam currently serves as a member of the Executive Committee (EC) and Risk Management Committee of the Bank where he contributes his strategic vision and leadership expertise to the bank's continued growth.



Mr Shamsul Alam

Sponsor Director
Bengal Commercial Bank PLC.

Mr. Shamsul Alam is a distinguished young entrepreneur, widely acclaimed for his groundbreaking business initiatives. He currently serves as a Sponsor Director in the Board of Directors of Bengal Commercial Bank PLC. He is a Director of Bengal Group of Industries. Furthermore, Mr. Alam is acting as Director in different business entities within the Bengal Group that includes Bengal Plastics Limited, Bengal Media Corporation Limited (RTV), Bengal Feed & Fisheries Ltd., Bengal Poly and Paper Sack Limited, Bengal Windsor Thermoplastics Limited, Bengal Polymer Wares Ltd., Bengal Plastic Pipes Limited, Romania Food and Beverage Ltd., and few other affiliated companies.

Mr. Alam has exhibited exceptional leadership and strategic insight as the Managing Director of Bengal Adhesive and Chemical Products Limited. His dedication to acquiring in-depth expertise in adhesive materials has established his prominence across the national adhesive industry.

He is well-travelled business endeavor for acquiring of knowledge in diversified business ideas from the countries of Europe, Asia, and America.

Mr. Shamsul Alam diligently fulfills his responsibilities as a member of the Board Audit Committee and the Risk Management Committee of Bengal Commercial Bank PLC.



Alhaj Mahbubul Alam

Sponsor Director
Bengal Commercial Bank PLC.

Alhaj Mahbubul Alam, a Sponsor Director came from a notable muslim family of Chottagram. He is the Chairman of reputed M. Alam Group, Chattogram. Mr. Alam has obtained his Bachelor of Arts (Hons) and Master of Arts (M.A) with from Chittagong University.

Alhaj Mahbubul Alam was the Ex-President of the Federation of Bangladesh Chambers of Commerce and Industry (FBCCI). Prior to this he was elected President of Chittagong Chamber of Commerce and Industries (CCCI) for consecutive five times. Mr. Alam is also the Chairman of Crown Steel Ltd., M. Alam Gas Station Ltd., Anowara Alam Foundation, and Surgescope Hospital Ltd. He is the Managing Director of Alam Trading Corporation, R.M. Enterprise, A.M. Enterprise, Arufa Trading, Munal Trading, Remora Trading and M.M. Trading.

Mr. Alam was awarded as Commercially Important Person (CIP) by the Government of Bangladesh as recognition of his outstanding contribution in the economy of the country. He achieved the prestigious Certificate of Merit awarded by World Customs Organization (WCO) for rendering exceptional service to the international Customs community.

Alhaj Mahbubul Alam acted as the Honorary Consul of Japan in Chattogram and is fostering Japanese investments in Bangladesh for making significant contribution to the country's economic growth. He was also designated Consul General by the Republic of Mali. Mr. Alam is also the Chairman of Business Initiative Leading Development (BUILD) and acted as Chairman of SME Development Working Committee, Ministry of Industry, GOB. He was an Executive Board Member of Bangladesh Foreign Trade Institute, Board Member of Bangladesh Railway Container Service Ltd., Bangladesh Investment Development Authority and Custom Excise and VAT Training Academy, Chittagong. Mr. Alam was also a member of Governing Body of Bangladesh Economic Zones Authority (BEZA).

Mr. Alam to explore the unknown beauty of creation travelled USA, UK, Australia, Germany, Russia, Netherlands, France, Switzerland, Japan, Turkey, Taiwan, Hong Kong, China, UAE, KSA, Myanmar, India, Thailand, Singapore, Malaysia, Philippines, Sri Lanka and many other countries. His ardent desire of innovation in the business sector inspires the new entrepreneurs to dream a developed Bangladesh in near future.



Mr Md Shahabuddin

Sponsor Director
Bengal Commercial Bank PLC.

Mr. Md. Shahabuddin is a Sponsor Director in the Board of Directors of Bengal Commercial Bank PLC and is also the Chairman of the Executive Committee (EC) of the Board.

Mr. Shahabuddin holds a Master of Social Sciences (MSS) degree from University of Dhaka. He is one of the pioneers in indenting business sector of Bangladesh. Mr. Shahabuddin is the Founder and Managing Director of Pacific Associates Limited, a company he established in 1988. Under his dynamic leadership, Pacific Associates Limited has emerged as the largest indenting firm in Bangladesh, representing leading international machinery brands and serving as a key importer of spare parts and provider of technical services within the garments and textile sector.

With over 33 years of comprehensive experience in garments and textile machinery, Mr. Shahabuddin has established authority in the field. His business shrewdness and strategic vision have notched the company's success and expansion across the country.

In addition to Pacific Associates Limited, Mr. Shahabuddin also serves as the Managing Director of Pacific RSF Associates Ltd., Pacific Tex-Tech Ltd. and Pacific Builders Ltd. The outstanding success of these enterprises reflects his relentless commitment to excellence, resilience, and visionary leadership.

Beyond his business ventures, Mr. Shahabuddin is actively involved in humanitarian work aimed at social development. As part of his philanthropic initiatives, he established the Shahabuddin School & College in Chandpur, demonstrating his enduring dedication to community welfare and education.



Technomedia Limited

Sponsor Director

(Represented by **Dr Subrata Ranjan Das**)

Technomedia Limited is a Sponsor Director of Bengal Commercial Bank PLC.

Technomedia Limited is a new generational total banking solutions provider in Bangladesh. In order to serve the indigenous banking industry better. Technomedia Ltd. has a strategic alliance with world renowned companies like NCR Corporation USA, AVANZA Solutions, M2M Group, CASHWAY, CIM, WISECARD, SUNYARD, MAXIMUS etc. Technomedia Limited (TML) is one of the pioneer distributors of NCR Corporation USA with its' Systemdia Division, Financial Service Division, Payment System Solution etc.

Dr. Subrata Ranjan Das represents Technomedia Limited in the Board of Directors of the Bank. Dr. Subrata Ranjan Das had obtained MBBS degree in the year of 1996. Then he had completed PGT on UROLOGY from BANGLADESH MEDICAL UNIVERSITY (PG HOSPITAL) and CCD from BIRDEM respectively. He has obtained a certificate on antidiabetics (awarded by Boston University, USA). He is delivering his responsibilities as Center Director cum Deputy Chief Medical Officer at Diabetic Association of Bangladesh, Bashundhara, Dhaka. He is a potential physician serving from 2005 to Diabetic and non-diabetic people. As a well-known diabetes and medicine practitioner he participated in different national and International seminars and conferences both in home and abroad. He is a certificate holding physician of American Diabetic Association (ADA) and also obtained certificates from International Diabetic Federation (IDF), European Association for Study of Diabetes (EASD) and other reputed organizations of different countries. He is self-committed to serve the mankind throughout his whole life as a physician.

director



Mrs Tasmin Mahmud

Sponsor Director
Bengal Commercial Bank PLC.

Mrs. Tasmin Mahmud, a well-known entrepreneur in the RMG, Apparels, Securities Telecommunications, Business and Financial sector bears a strong honor and dignity in the society. She is a Sponsor Director in the Board of Directors of Bengal Commercial Bank PLC.

Mrs. Mahmud is serving as a director of different renowned conglomerates of Cotton Group, a well-known brand of quality products. As a visionary of positive change Mrs. Mahmud is a focused, client-centric executive with an exceptional record for driving growth. She is widely recognized for her role in shaping the business in multiple sectors which brings her the honor to travel Japan as one of the members of a trade delegation led by the Ministry of Commerce of the People's Republic of Bangladesh. Mrs. Mahmud was an integral member of a business delegation led by the FBCCI upon receiving an invitation from the Ambassador of Peoples' Republic of South Korea in Bangladesh.

Mrs. Tasmin Mahmud, being a successful woman business entrepreneur is holding the position of Director of Cotton Dyeing & Finishing Mills Ltd., Cotton Line (BD) Ltd., Cotton N Cotton Garments Industries Ltd., Pacific Cotton Ltd., BG Tel Limited and Bigstar Solutions Ltd.

Mrs. Mahmud was born in a respected Muslim Zamindar family of Shibchor, Madaripur (Utrail Chowdhury Bari). She obtained her BSS and MSS from the University of Dhaka under the discipline of Public Administration. Mrs. Mahmud is passionate about social responsibility and Philanthropic services. She is currently an active member of Gulshan Ladies Community Club, Army Golf Club, Gulshan Club, Dhaka Club, Zonta Club of Dhaka, and Baridhara Diplomatic Club. By personal level of known, she is an affectionate mother of a daughter and a son.

Mrs. Mahmud is also discharging duties and responsibilities as a member of the Executive Committee (EC) Committee of the Bank.



Mr S M Faruqi Hasan

Sponsor Director
Bengal Commercial Bank PLC.

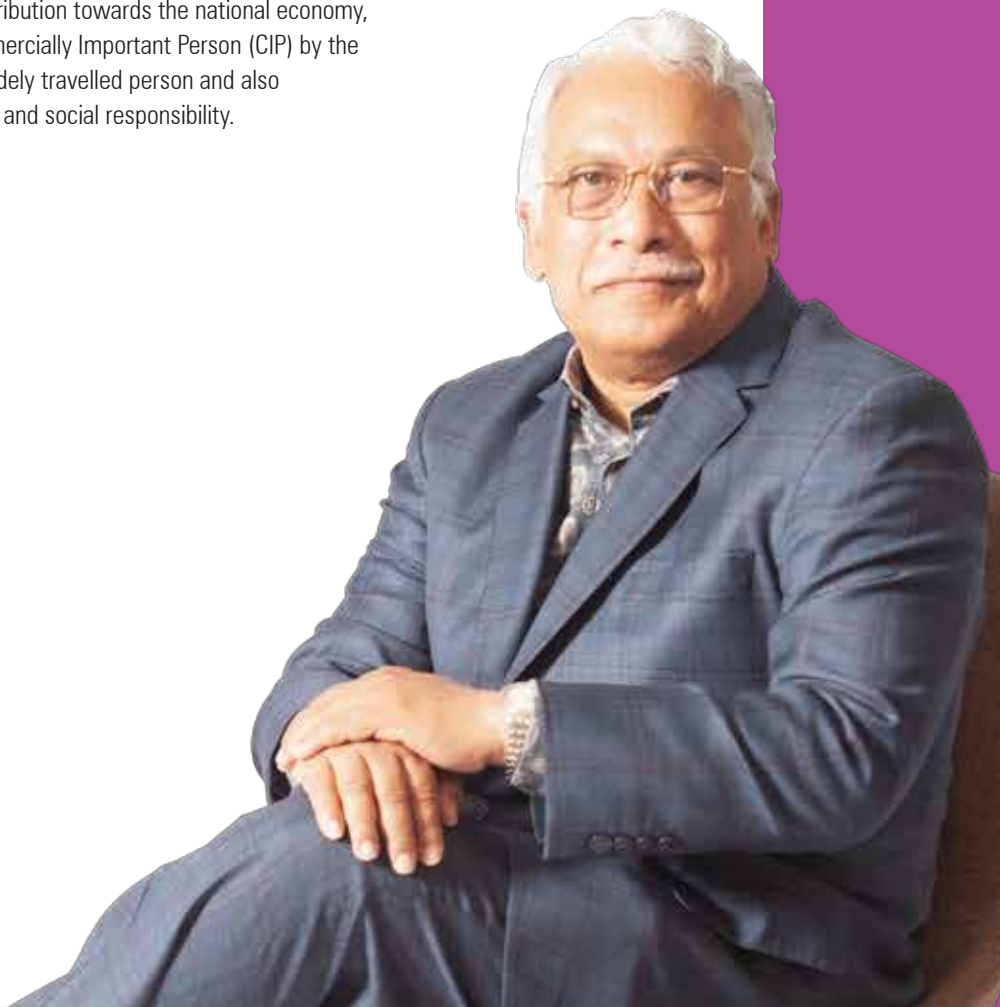
Mr. S. M. Faruqi Hasan, C.I.P, is a sponsor Director of Bengal Commercial Bank PLC. He has completed his Master's Degree from Dhaka University in 1983. During the mid eighties he started his own construction business. Since then, he has de-centralized his business into few other areas and became a renowned business icon within a short span of time in Bangladesh. Currently, he is the Chairman of Protik Group. He also holds ownership in different business enterprises like:

Position		Name of Company
a) Chairman & CEO	01	Protik Developers Ltd.
	02	Protik Bone China Ltd.
	03	Protik Food and Allied Ltd.
	04	Protik Trade International.
	05	Protik Energy & Refinery Ltd.
	06	Protik Logistics Ltd.
	07	Hotel Lake Castle Ltd.
b) Managing Director & CEO	01	Protik Ceramics Ltd.

In addition, Mr. S. M. Faruqi Hasan, C.I.P is an active member of different business reputed organizations such as:

- Dhaka Club Limited.
- Real Estate and Housing Association of Bangladesh (REHAB).
- Dhaka Chamber of Commerce & Industry (DCCI).
- Bangladesh Indenting Agent Association (BIAA).
- Chattagram Boat Club.
- Vice president of Bangladesh Hotel and Guest House Owner's Association (BHGHOA).
- Advisor of Bangladesh Ceramic Manufacturers & Export Association (BCMEA).

As recognition of his outstanding contribution towards the national economy, he was accepted the reward as Commercially Important Person (CIP) by the government of Bangladesh. He is a widely travelled person and also involved with different social activities and social responsibility.



director

Mr Md Iqbal Hossain Chowdhury

Sponsor Director
Bengal Commercial Bank PLC.

Mr. Md. Iqbal Hossain Chowdhury came from a distinguished Muslim family of Lakshmipur. He is currently serving as a Representative Director of Bengal Commercial Bank PLC. on behalf of B. Dash Japan Co. Ltd.

Mr. Iqbal is widely recognized as one of the country's prominent figures in the real estate sector. He is the Managing Director of JCX Development Ltd., JCX Trading Ltd., and JCX Enterprise Ltd., all of which have earned strong reputations in the respective industry. Notably, he played a pioneering role in attracting Foreign Direct Investment (FDI) by initiating a landmark joint venture with CREED Group, Japan's largest real estate development company marking the first collaboration of its kind in Bangladesh.

A seasoned entrepreneur, Mr. Chowdhury leads a dynamic business conglomerate with diverse interests spanning the jewelry, energy, automobile, tourism, and hospitality industries. He also holds directorships in Moonlight Shipping, Napier Homes Ltd., and JAPASTY Co. Ltd. In the lifestyle and dining sector, he is the founder and owner of the Beyond Buffet and Brew Splash-two of Dhaka's most popular restaurant chains. Most recently, he expanded his footprint into the luxury retail sector by launching JCX Gold & Diamond, a premier jewelry brand specializing in high-end gold and diamond collections.

Beyond his business ventures, Mr. Chowdhury is deeply committed to social responsibility and is widely respected for his philanthropic initiatives. He was elected as a Director of the Federation of Bangladesh Chambers of Commerce and Industry (FBCCI) for two terms. Additionally, he is the Vice Chairman of the Bashundhara Kings Football Team, and is active member of several esteemed regional and international business forums, including the SAARC Chamber of Commerce and Industry (SCCI), Japan-Bangladesh Chamber of Commerce and Industry (JBCCI), and the Australian Chamber of Commerce and Industry (ACCI).

Mr. Md. Iqbal Hossain Chowdhury is a Member of the Executive Committee of the Board of Directors of the Bank where his extensive business acumen and global perspective continue to enrich the Bank's strategic vision.



KDS Textile Mills Limited, Sponsor Director a concern of KDS Group (Represented by **Mr. Muhammad Jamaluddin**)

KDS Textile Mills Limited (a concern of KDS Group) is a Sponsor Director of Bengal Commercial Bank PLC.

KDS Group is one of the largest business and industrial conglomerates in Bangladesh. Founded in 1983 by Khalilur Rahman in Chattogram as an apparel manufacturer and now stepped into a diversified multinational enterprise. At present, the Group is generating Annual Revenue over \$500 million USD having a workforce over 25,000 in different facilities and office locations. The group is also strengthening the country's economy by establishing international offices/agencies in Singapore, Hong Kong, the UK, and India. The core entities of the KDS Group are KDS Garments, KDS Hi-Tec Garments, KDS Apparels, KDS Fashion, HN Garments, and KDS Textile Mills (export-oriented knit fabrics), KDS Accessories Ltd. (publicly traded manufacturer of garment accessories and packaging products), KY Steel Mills Ltd. and KYCR Coil Industries Ltd. (manufacturers of cold-rolled coils, corrugated sheets, and steel accessories), KDS Logistics Ltd. (operates a major inland container depot/ICD near Chittagong Port), KDS Properties, investments in Bangabandhu Hi-Tech City, and IT training services and Founding shareholder/investor in National Bank Ltd., Al-Arafah Islami Bank Ltd., Northern Insurance, Pragati Insurance, and Skys Securities. The Group also established one of the largest private Inland Container Depots (ICD) near Chittagong Port to streamline international supply chain logistics and was honored with National Export Trophy and many other recognitions for contributing the national economy.

Mr. Muhammad Jamaluddin represents KDS Textile Mills Limited in the Board of Directors of Bengal Commercial Bank PLC. from the inception of the Bank Mr. Jamaluddin was born in a prominent Muslim family of Chittagong in the year 1950. He earned both his Bachelor of Science (Honours) and Master of Science degrees in Physics from the University of Dhaka.

Mr. Jamaluddin stepped in his professional journey in June 1975, joining Petrobangla as a Geophysicist and embarking on a distinguished career in oil and gas exploration in Bangladesh. He retired in August 2007 as the Managing Director of Bangladesh Petroleum Exploration and Production Company Limited (BAPEX). Throughout his tenure at Petrobangla, he played an instrumental role in key national initiatives. He was a valued member of Bangladesh Gas Act Preparation Committee, the Steering Committee for the Gas Sector Master Plan and Strategy for Bangladesh Project, and the Expert Committee for the Petroleum Potential and Resource Assessment Project 2001.

In addition to his executive role at BAPEX, Mr. Jamaluddin served on the Board of Directors of both BAPEX and Pashchimanchal Gas Company Limited (PGCL). He is also currently holding the position of Independent Director on the Board of KDS Accessories Ltd., and served as Director of Grameen Shakti. Furthermore, he is a Board Member of the Centre for Mass Education in Science (CMES), a notable NGO that focuses on delivering non-formal and hands-on technical education to underprivileged children in rural Bangladesh.

In recognition of his extensive expertise in the energy sector, Mr. Jamaluddin has been appointed as a consultant for several high-profile gas-sector projects by different renowned organizations like the Asian Development Bank (ADB), SAARC Energy Centre, Islamabad, Gustavson Associates, USA (for the implementation of an ADB-funded project), Keystone Business Support Company Ltd., and IUCN. He is also widely reputed for his insightful contributions to national discourse through his writings in various national dailies on critical energy sector issues in Bangladesh.

As part of his expertise in diversified fields, Mr. Muhammad Jamaluddin is currently serving as a member of the Risk Management Committee of the Bank.



Ilmeeyat Apparels Limited, Sponsor Director
a concern of Sharmin Group
(Represented by **Rokeya Khatun**, FCA)

Ilmeeyat Apparels Limited (a sister concern of Sharmin Group) is a Sponsor Director of Bengal Commercial Bank PLC.

Sharmin Group started the journey in 1999 with one washing and dyeing unit and today the group is a mammoth conglomerate having the capacity of producing 08 million garments per month in its eight garments units. The Sharmin Group has pledged to take care of over 25000 workforces, developing of their family lifestyle. The Group is contributing to the country's economy upholding the motto of sustainable development through ensuring quality in export product. The Group is consists of the following renowned companies to make the economy of the country: -

- » Sharmin Apparels Ltd.
- » Sharmin Fashions Ltd.
- » Sharaf Apparels Ltd.
- » Ishayat Apparels Ltd.
- » Sharaf Washing & Dyeing Industries Ltd.
- » Sharaf Embroidery & Printing Ltd.
- » A.M.Design Ltd.
- » A.M.Fashions Ltd.
- » Ilmeeyat Apparels
- » Ishayat Fashions Ltd.
- » Ha-Meem Apparels Ltd.

Mr. Mohammad Ismail Hossain, Managing Director founded the group and his wisdom of expertise, hardworking and visionary initiatives made Sharmin Group an establishment of Annual Turnover of USD 250 million.

Mrs. Rokeya Khatun, FCA represents Ilmeeyat Apparels Limited in the Board of Directors of the Bank. Mrs. Rokeya Khatun, FCA was born in 1976 in respected Muslim family in Khulna, the city of Mangrove Forest. Mrs. Khatun holds a Bachelor of Business Studies (Honours) and a Master of Business Studies in Economics from Government Girls' University College, Khulna. She is a qualified Chartered Accountant of the Institute of Chartered Accountants of Bangladesh (ICAB) in 2009 and became a Fellow member of the ICAB in 2015.

Currently, she is serving as the Executive Director (Accounts and Finance) of Sharmin Group, one of the largest export-oriented garment manufacturing conglomerates in Bangladesh. Prior to this, she acted as the Group General Manager (Accounts & Finance) of Anwar Group of Companies.

Mrs. Rokeya Khatun also contributing her expertise as a member of the Board Audit Committee of the Bank.



Starlight Sweaters Limited, Sponsor Director
a concern of LABIB GROUP
(Represented by **Mr. Khawja Mahtab Uddin**)

Starlight Sweaters Limited (a sister concern of LABIB GROUP) is a Sponsor Director of Bengal Commercial Bank PLC.

LABIB GROUP is one of the leading Business Conglomerates in Bangladesh and it has been operating its business since 1999 and providing excellent quality products & services to its national & international Clients. It is a fast-booming Group of Industries in Bangladesh and extending its ventures from one after another. Currently it is involved in the businesses of Yarn Dyeing, Sweater, Telecom, Bank, Lease Finance, IT, Agro, Poultry, Fisheries, Packaging etc. and it has been running all its Business Concerns with good reputation, trust & credibility for last 20 years. It is an Export, Import & General Business Conglomerate and currently it is having a total of 14 Factories & Establishments in Bangladesh. It is playing very vital role for earning foreign exchange and creating employment opportunities in Bangladesh.

The average Annual turnover of Labib Group is 500 Million (approx.) US Dollar and are largely contributed by world class concerns like Matrix Sweaters Ltd., Starlight Sweaters Ltd., Raidha Collections Ltd. & Sultana Sweaters Ltd. Since inception various world's leading Brands and Companies like ZARA, H&M, S. OLIVER, TOM TAILOR, LINDEX, MANGO, GEORGE, CARREFORE, BESTSELLER, PULL & BEAR, WALLMART, PRIMARK have been keeping their faith on the Group.

Labib Group was crowned with Global Certifications from GOTS, BSCI, OEKO-TEX, OCS & RCS for its better and eco-friendly working environment while all its Manufacturing Units were certified by famous & widely accepted Organizations like ACCORD & ALLIANCE.

Mr. Salahuddin Alamgir, CIP & His Spouse Mrs. Sultana Jahan, CIP pioneered the Labib Group and are holding the Position of Chairman & Managing Director and Vice-Chairman & Director with their capacities of wisdom and prudent guidance & dynamic leadership.

Mr. Khawja Mahtab Uddin represents Starlight Sweaters Ltd. in the Board of the Bank from the beginning of the Bank. Mr. Mahtab obtained his B. Com degree from reputed Dhaka City College.

Mr. Mahtab is discharging his responsibilities as the Marketing Director of Starlight Sweaters Ltd. He is vastly experienced in modern marketing-based business policy especially in the Readymade Garments sector. Mr. Mahtab by person is a man of good manner and good leader to motivate the co-workers. He is well travelled in different countries of Europe, Asia and America.

Mr. Khawja Mahtab Uddin is discharging his responsibilities as a member of the Executive Committee (EC) of the Board of Directors of the Bank.



Dr Md Iftekharul Amin, Ph.D.

Independent Director
Bengal Commercial Bank PLC.

Dr. Md. Iftekharul Amin, Professor at the Institute of Business Administration (IBA), University of Dhaka, is a distinguished academician and a recognized expert in quantitative research and analysis. He holds a Bachelor's degree in Computer Science and Engineering from the University of Dhaka and an MBA from IBA, University of Dhaka. He earned his Ph.D. from the Institute of Information Technology (IIT), University of Dhaka, with a specialization in e-commerce adoption within the context of Bangladesh. Throughout his academic journey, Dr. Amin has consistently demonstrated outstanding academic performance.

Currently, he serves as a faculty member at IBA, University of Dhaka, where he also holds the roles of Coordinator of the MBA Program and Warden of the IBA Hostel. Prior to joining IBA, Dr. Amin served as an Assistant Commissioner and Executive Magistrate, contributing to various administrative departments of the Government of Bangladesh in multiple capacities.

As a quantitative researcher, Dr. Amin has actively participated in numerous research initiatives. He has been engaged in projects supported by notable international development organizations such as the World Bank (WB), United Nations Population Fund (UNFPA), CARE, and the World Health Organization (WHO). He was a contributing team member in the development of the Strategic Plan (2011–2013) for the Bangladesh Police. Additionally, as a lead researcher, he has directed multiple marketing research projects for private sector organizations.

Dr. Amin has been extensively involved in recruitment assessments and selection processes, acting as both coordinator and evaluator for numerous private and public sector institutions. As part of IBA's Management Development Program (MDP), he coordinates and facilitates various business courses, and contributes as a trainer. He is also an expert member of several committees across ministries and autonomous bodies of the Government of Bangladesh.

His scholarly contributions include numerous research publications in both national and international journals, and he has presented papers at several international academic conferences. His areas of expertise span Marketing Research, Consumer Behavior, E-Commerce, Women Empowerment, Small and Medium Enterprises (SME), and Marketing Communication. Since April 20, 2016, he has been an Associate Member of the Australian Academy of Business Leadership (AABL), Australia.

Dr. Amin is also actively involved in social development initiatives. He is the Founder and Co-Chairperson of Protissruti Residential School and College, Rangpur, a Member of the Executive Committee and former General Secretary of the Center for Men and Masculinity Studies (CMMS)—a research-based NGO registered with the Ministry of Social Welfare and the NGO Affairs Bureau, Government of Bangladesh. Furthermore, he serves as a Trustee Board Member of the United Nations Youth and Students Association of Bangladesh (UNYSAB).

Currently, Dr. Md. Iftekharul Amin is serving as the Chairman of the Board Audit Committee of the Board of Directors of the Bank, where he continues to contribute with his academic insight and governance expertise.



Mr A N M Abul Kashem

Independent Director
Bengal Commercial Bank PLC.

Mr. A.N.M. Abul Kashem serves as an Independent Director in the Board of Directors of Bengal Commercial Bank PLC. He was Born on 1959 in a respected Muslim family in Noakhali, and obtained both B.Sc. (Hons.) and M.Sc. in Geology from the University of Dhaka.

He stepped in his professional journey in the year 1988 as a Senior Officer in the Loans and Advances Division of Agrani Bank. Subsequently, he joined Bangladesh Bank, and retired as Executive Director of the Central Bank. During his tenure at Bangladesh Bank, Mr. Kashem held significant responsibilities including oversights of Khulna Office, Foreign Exchange Investment Department and Human Resources Department, Head Office, Bangladesh Bank.

Mr. Kashem, during his rendering of services to the Central Bank acquired extensive expertise in banking supervision and inspection, expenditure management & accounting and Central Bank Strengthen Project (CBSP). His multifaceted experience across various departments of the Central Bank has equipped him with a comprehensive understanding of the financial and regulatory landscape-expertise that significantly enriches the governance capacity of the Board of Bengal Commercial Bank PLC. being an Independent Director.

In addition to his domestic experience, Mr. Kashem has participated in numerous international trainings and high-level meetings. His global exposure includes programs on Credit Risk Management, Core Banking Solution Modules, Export Credit Agency (ECA) Modules, Foreign Investment Roadshows in UK and Japan, joint meetings with European Credit Agencies, and strategic discussions on Bangladesh's foreign investment climate.

Mr. Kashem is currently serving as a member of Board Audit Committee and continuing his insights as a member of Risk Management Committee of the Bank as well for ensuring Good Governance and Strategic directions.



Mr KM Awlad Hossain

Managing Director
Bengal Commercial Bank PLC.

K. M. Awlad Hossain is a seasoned and results-driven banking professional with more than 33 years of diversified experience across public and private sector commercial banking. As the Managing Director of Bengal Commercial Bank PLC., he brings extensive expertise in strategic leadership, business growth, corporate and commercial banking, branch banking, operations, risk governance, treasury, trade finance, and banking transformation.

Mr. Hossain joined Bengal Commercial Bank PLC. in 2021, prior to the commencement of its commercial operations, as Deputy Managing Director and Chief Business Officer. As a member of the Bank's founding leadership team, he played a key role in building its business franchise and establishing a strong foundation for sustainable growth. In recognition of his contribution to the Bank's growth and business development, he was subsequently promoted to Additional Managing Director, while continuing to provide strategic leadership across the Bank's key business functions.

He assumed the role of Managing Director on 1 July 2026, providing strategic direction to drive sustainable and profitable growth, strengthen governance and risk management, enhance customer experience, and create long-term value for all stakeholders.

Prior to joining Bengal Commercial Bank PLC., Mr. Hossain served for more than 17 years with Dutch-Bangla Bank PLC., holding several senior leadership positions, including Deputy Managing Director, Chief Business Officer, Chief Operating Officer, Head of Branch Business, and Head of Branch. He began his banking career as Senior Officer at Agrani Bank PLC.

Throughout his career, Mr. Hossain has gained extensive experience in executive decision-making and strategic management through his participation in key management and governance forums, including the Management Committee (MANCOM), Risk Management Committee (RMC), Credit Committee (CC), Recruitment and Promotion Committee, and Asset-Liability Committee (ALCO).

Mr. Hossain holds Bachelor's and Master's degrees in Economics from Jahangirnagar University, an MBA in Finance from North South University, and the Diploma Associate of Institute of Bankers, Bangladesh (AIBB). He remains actively engaged with professional and academic communities as a Life Member of the Bangladesh Economic Association, Bankers Club Bangladesh Ltd., Economics Alumni Association of Jahangirnagar University and Alumni Association of North South University.

Recognised for his leadership approach founded on integrity, professionalism, accountability, and collaboration, Mr. Hossain is committed to building capable teams and fostering a high-performance culture.

His vision is to position Bengal Commercial Bank PLC. as a trusted, financially resilient, customer-centric, and digitally progressive financial institution, driven by sustainable growth, sound governance, prudent risk management, innovation, and service excellence. Under his leadership, the Bank is focused on strengthening its institutional capabilities and creating sustainable long-term value for its customers, shareholders, employees, and the wider community.



Other Sponsors



Mr Dilip Kumar Agarwala
Sponsor Shareholder



Engr. Md Abu Noman Howlader
Sponsor Shareholder



Mr Mohammad Alamgir Parvez
Sponsor Shareholder



Mr Mahmud Habib-E-Akbar
Sponsor Shareholder



Mr Mohammad Akram Hossain
Sponsor Shareholder



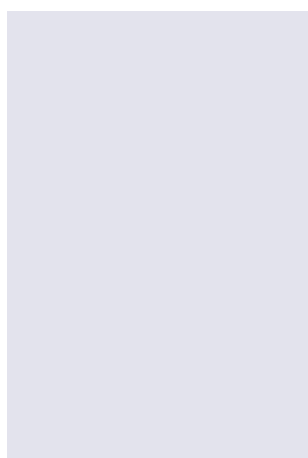
Mr Golam Nasir
Sponsor Shareholder



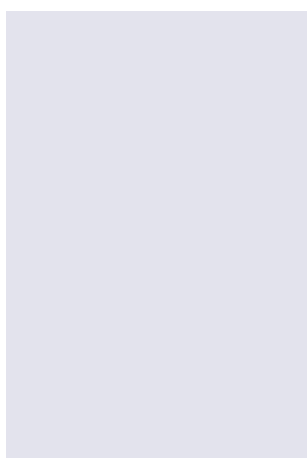
Ms Tasfia Jashim
Sponsor Shareholder



Mr Taseen Jashim
Sponsor Shareholder



Bengal Plastics Limited
Sponsor Shareholder



Ramisha BD Limited
Sponsor Shareholder

Sub-Committees of the Board of Directors of the Bank

Executive Committee



Sitting from Left

Mrs Jesmin Akhter
Member

Mr Md Shahabuddin
Chairman

Ms Tasmin Mahmud
Member

Standing from Left

Mr Khawja Mahtab Uddin
Member

Mr Firoz Alam
Member

Mr Md Iqbal Hossain Chowdhury
Member

Audit Committee



Sitting from Left

Prof. Md Iftekharul Amin, Ph.D
Chairman

Mr Shamsul Alam
Member

Standing from Left

Mr A N M Abul Kashem
Member

Ms Rokeya Khatun, FCA
Member

Risk Management Committee



From Left

Mr Muhammad Jamaluddin
Member

Mr Firoz Alam
Member

Engr. Ghulam Mohammed Alomgir
Chairman

Mr Shamsul Alam
Member

Mr A N M Abul Kashem
Member

Shariah Supervisory Committee



From Left

Janab Sadik Md. Yaqub
Member

Janab Dr. Muhammad Saifullah
Chairman

Janab Hafez Mufti Al-Amin Khan
Member



DIRECTORS' **REPORT**

Report of the Board of Directors

بِسْمِ اللَّهِ الرَّحْمَنِ الرَّحِيمِ
Bismillahir Rahmanir Rahim

I, on behalf of the Board of Directors, with great pleasure welcome you all to the 6th Annual General Meeting (AGM) of Bengal Commercial Bank PLC (BGCB). As we mark the successful completion of **05 years of operations**, I extend my heartfelt gratitude to all of you for unwavering trust and support. Your confidence on us, even during challenging times, has been instrumental in our growth and resilience.

Bengal Commercial Bank PLC. remains committed on delivering excellence, ensuring financial stability, and contributing to the economic development of Bangladesh. I am honored to present you the **Directors’ Report 2025**, along with the **Audited Financial Statements** and Auditors’ Report for the financial year ended on **December 31, 2025**. This report highlights financial performance, recommendation of dividend, overall business changes, key strategic initiatives of the Bank, and an overview of the global and domestic economic landscape.

We are confident that this report will provide valuable insights into the bank’s performance over the year-2025.

Global Economic Outlook-2025

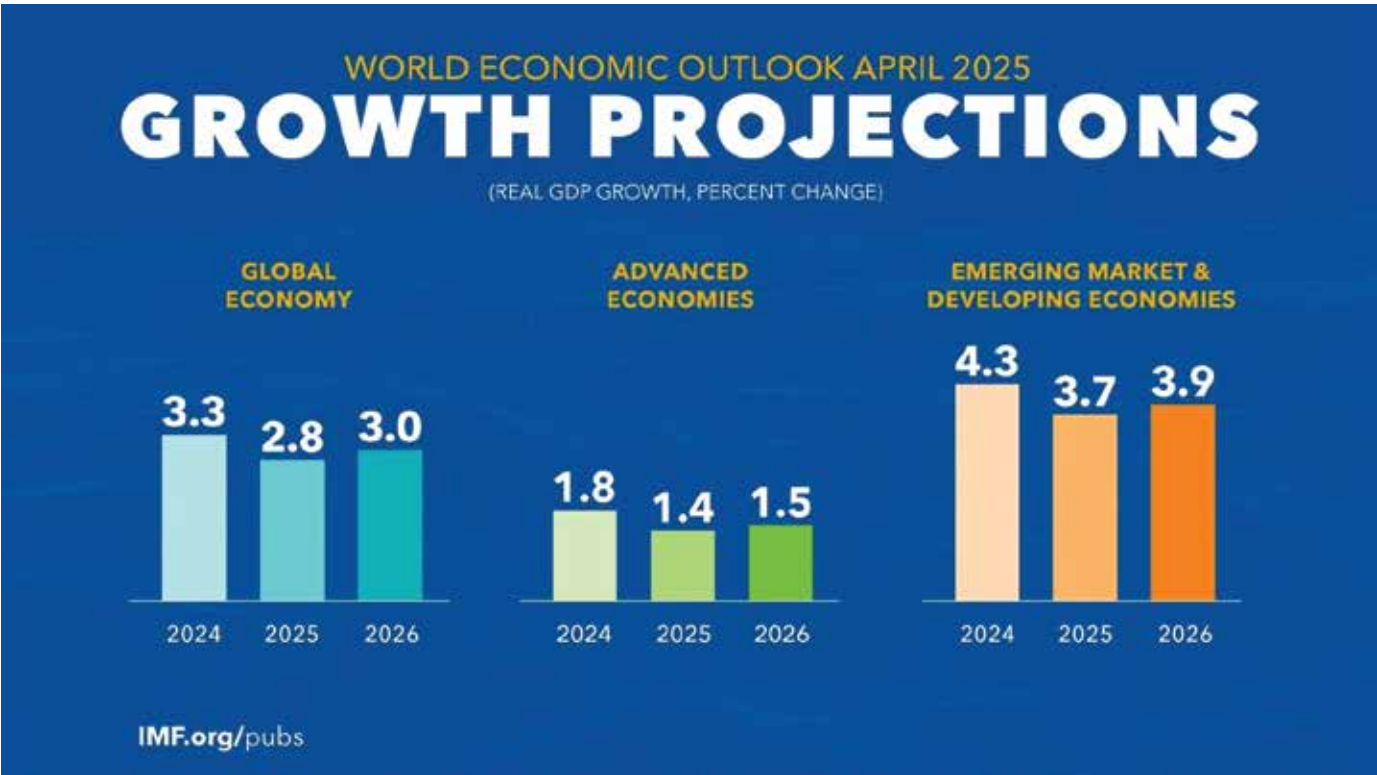


Fig: 1. Growth Projections *Data Source: IMF World Economic Outlook April 2025

Global economic growth in 2025 was characterized by modest growth, declining but uneven inflation, divergent performance among major economies, and unusually high uncertainty surrounding trade and economic policy. At the beginning of 2025, the IMF expected the world economy to grow by 3.3% in 2025. However, escalating trade tensions and policy uncertainty led to significant downward revisions. By July, the IMF projected 3.0% growth for 2025, before subsequently revising it upward to 3.2% in its October 2025 outlook. This remained below the 3.7% average growth recorded during 2000–19, indicating that the world economy continued to face a relatively weak medium-term growth environment.

Growth was uneven across regions: advanced economies like the United States and the euro area remained constrained by tighter monetary policies, elevated inflation in some cases, and policy uncertainties, while several emerging markets, especially in Asia outpaced global averages.

Persistent geopolitical and policy uncertainties, including heightened trade barriers and fiscal strains, posed significant downside risks to global demand and investment, and reduced trade and cross-border capital flows.

On the positive side, disinflation trends and accommodative monetary frameworks in some regions eased financing conditions, and technological investments particularly in digital and AI-related

sectors which were supporting productivity and demand in key markets.

In summary, the global economy in 2025 expanded at a modest pace, with structural fragilities and uncertainty balancing out pockets of resilience and growth, leaving policymakers focused on sustaining economic momentum while mitigating risks from trade disruptions, fiscal pressures, and geopolitical tensions.

Global GDP Growth:

The Global GDP in 2025, despite ongoing geopolitical tensions, trade fragmentation, and tight financial conditions was secured around 3.2%, higher than 2024, reflecting a gradual normalization of the havocs of War in some pivotal areas of the world. Growth remains uneven across regions. Advanced economies were constrained by high interest rates and low productivity, while emerging and developing economies continued to outperform with growth supported by strong domestic demand and structural reforms.

Global Trade:

Global trade in 2025 showed moderate but uneven growth, demonstrating resilience despite geopolitical tensions and policy uncertainties. According to the World Trade Organization, global merchandise trade volume grew by around 2.4%, supported by stronger early-year performance. In value terms, total global trade exceeded USD 34 trillion, driven by both higher volumes and price effects.

Growth was primarily fueled by technology-driven demand, particularly in AI-related products such as semiconductors and telecom equipment, alongside front-loaded imports in advanced economies anticipating tariff increases. Emerging markets, especially in Asia, continued to play a crucial role in sustaining trade momentum.

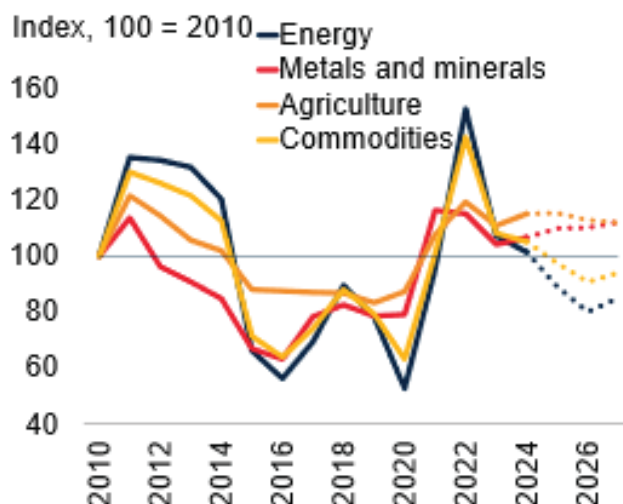
A notable structural shift was observed as services trade outperformed goods, expanding by approximately 4–5%, supported by digital services, travel recovery, and financial services. As a result, the share of services in global trade reached a record 27%.

However, trade performance faced several challenges, including policy uncertainty, rising protectionism, and geopolitical tensions, which disrupted supply chains and increased trade costs. Growth also slowed in the latter half of the year due to weakening global demand.

Sector-wise, technology and digital services recorded strong growth, while manufacturing exports saw moderate expansion. Traditional industrial goods remained under pressure due to tariffs and supply chain adjustments.

Global Commodity Markets 2025:

Global commodity markets in 2025 experienced broader downward price pressures alongside divergence across specific sectors.



Overall commodity indexes fell to multi-year lows, driven primarily by an oversupplied energy market and sluggish industrial activity in major economies. However, structural demand for critical metals, record-breaking precious metals, and supply-driven agricultural spikes created distinct winners and losers.

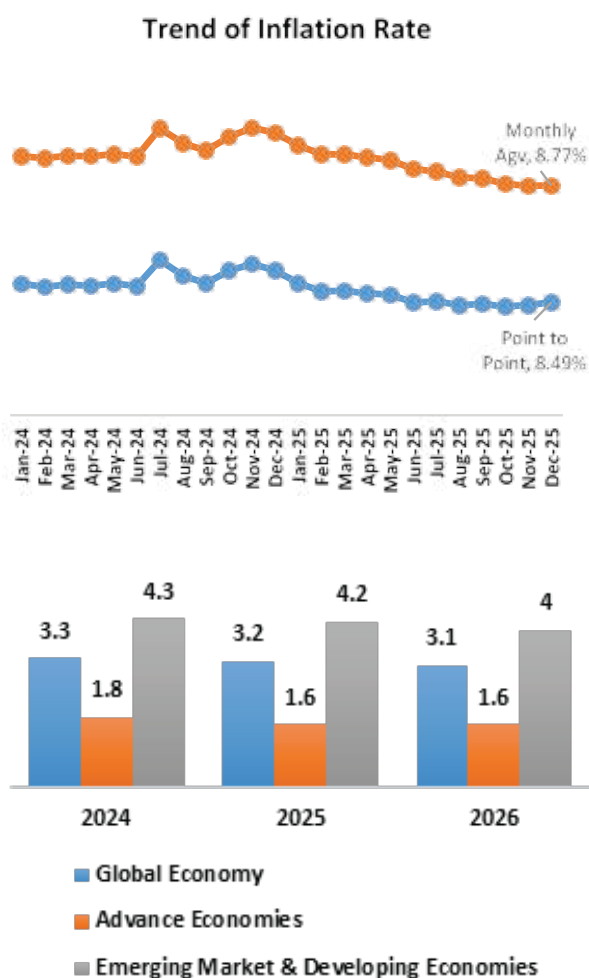
The broadest index of commodity prices is projected to drop by 7% in 2025 in nominal U.S. dollar terms and by a further 7% in 2026, before rebounding by 4% in 2027.¹ Energy prices are expected to decline considerably in 2025 and 2026, although by far less than during the COVID-19 pandemic or the mid-2010s commodity price drop, while projected changes in non-energy prices are comparatively small. For both years, price forecasts have been upgraded since April, owing largely to global activity that has been more resilient than expected. The forecast for 2026 is predicated on the continuation of two major forces subdued global economic growth and an oversupplied global oil market as well as on the assumption of generally ample supplies of agricultural and metal commodities.

Therefore, 2025 was a year of strong global trade growth but increasing fragmentation. Technology and services supported expansion, while tariffs, geopolitical tensions, and changing supply chains created uncertainty.

Bangladesh Economic outlook 2025:

Bangladesh's real sector faced a challenging recovery in this year 2025, with mixed outcomes across different sectors. While the economy showed resilience through gradual improvement in GDP growth with high inflation, weak investment, and financial-sector vulnerabilities. At the same time, exports, remittances, and improving foreign-exchange reserves provided important support. On the other hand, the services sector remained relatively stable.

In recent years, inflation has emerged as a significant economic challenge for Bangladesh with average CPI inflation around 10% in FY2025, driven by both external and domestic factors. The Russia-Ukraine war, combined with a fuel price hike in August 2022 (42.5% increase in diesel and over 50% for octane and petrol), contributed to rising inflation. Food inflation in March 2025 moved to 8.93%, marking a significant decline from the previous highs. The overall headline inflation also saw progress, falling to 8.48% in June 2025, the lowest in two years, bringing the country closer to its target of 7-8% inflation by the end of June 2025, as outlined in the January 2025 Monetary Policy Statement. By December 2025 it reaches to 8.49%, remarkably lower than the beginning of the year.



Real GDP (% Changes)

When the interim government assumed office in August 2024, with inflation above 10%, the prospect of reaching an 8.50% target seemed challenging. Despite macroeconomic difficulties, these issues have been addressed in a balanced manner, leading to improvements in the inflation situation.

Bangladesh entered 2025 under considerable economic pressure, but stronger exports, remittances, and rebuilding reserves offered a foundation for recovery. The biggest challenge is converting stabilization into higher investment, lower inflation, stronger job creation, and sustainable long-term growth.

Global Banking Sector

The global banking sector in 2025 demonstrated strong financial resilience, generating record net income of \$1.3 trillion. While interest rate cuts by major central banks exerted downward pressure on net interest margins (NIM), robust volume growth, non-interest revenue, and operational efficiencies helped sustain historical earnings levels. In 2025, the global banking operation experiences with the challenges through data protection to Artificial Intelligence (AI) to Credit quality to Capital pressure in various regions. Protecting customers data and infrastructure from advanced cyberattacks remains the top risk for banks globally. Global Risk surveys show cybersecurity is the foremost concern for the majority of Chief Risk Officers (CROs), with operational resilience and geopolitical risk also moving into top priorities. Banks are accumulating huge fund to secure digital platform and third-party technology dependencies to remain unaffected to continue the operation.

AI is transforming the banking sector -but managing that change brings challenges like Workforce disruption, ethical concerns, data quality, transparency, and bias, and must be addressed for trust and compliances. Outdated IT infrastructure hinders innovation and agility.

Banks lending portfolios are under stress in various regions due to rising delinquencies mostly in commercial real estate, Higher Interest Rate for longer tenures squeezing borrowers and impacting net interest margins.

Banks operate under strict supervision from central banks and regulators like;

- Federal Reserves
- European Central Bank
- International Trade body
- Multilateral Donor Agencies like International Monetary Fund, Asian Development Bank, world Bank etc.

Compliance costs are increasing significantly as well upgrading systems requires massive investment and time.

Global tensions, trade conflicts, and inflation create Exchange Rate Volatility, Capital flow Instability, Investment uncertainty, Banks must manage risks in a highly unpredictable environment.

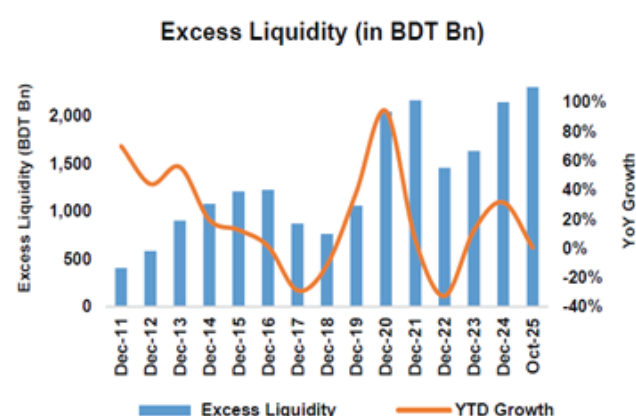
Global banking ended 2025 with resilience and optimism, despite challenges like falling interest rates, geopolitical instability, and macroeconomic uncertainty. The sector is set to deliver strong profitability, with an average return on equity (ROE) of 12.8% in 2025, up 0.7 percentage points from 2024. This is expected to rise to 13.0% in 2026, showing improved earnings power.

Banking Sector in Bangladesh:

The banking sector of any country plays a pivotal role to reach its economic growth through intervention and supportive role of industrial growth, financial inclusion and facilitation of international trade.

In 2025, Bangladesh's banking sector underwent its most comprehensive overhaul in decades. Marked by record default disclosures, legal intervention, and institutional restructurings, the year signaled a deliberate transition toward financial accountability.

The banking sector in 2025 is experienced deep crisis, primarily driven by a sharp rise in non-performing loans (NPLs), which climbed to 30.60% of total outstanding loans by December, 2025. Weak governance, substantial capital deficits, and declining public confidence have further intensified the sector's instability. However, despite these challenges, several banks have managed to register growth in deposits.



NPLs have reached unprecedented levels, several shariah based banks with state-owned banks particularly affected by severe capital shortfalls and deteriorating asset quality. Bangladesh Bank has also undertaken firm corrective measures, including the introduction of the Bank Resolution Ordinance, 2025, and the implementation of Asset Quality Reviews (AQRs) to strengthen transparency and accountability within the sector.

Amid the ongoing crisis, total deposits increased to Tk.19.74 lakh crore by December, 2025. The central bank's contractionary monetary stance, aimed at containing inflationary pressures, has contributed to a slowdown in private sector credit growth, which fell to a four-year low of 6.10% by December 2025.

Overview Bengal Commercial Bank PLC. -2025

Bengal Commercial Bank PLC. has stepped into its sixth year of operations, demonstrating notable progress and steady institutional development. Since its inception, the Bank has been committed to expanding its operational footprint through a strong network and a competent human resource base, ensuring safe deposit services and seamless banking operations for its valued customers.

The Bank commenced its journey with an authorized capital of BDT.15,000.00 million, while its paid-up capital stood at BDT.5,000.00 million as of the end of 2025. This solid capital foundation enabled the Bank to maintain a robust Capital to Risk Weighted Assets Ratio (CRAR) of 30.25% in 2025.

During the year, the Bank's total asset base expanded to BDT.30,665.79 million in 2025, registering a growth of 10.74% from BDT.27,690.63 million recorded in 2024. Deposit mobilization also witnessed encouraging growth, reaching BDT.23,620.10 million in 2025, reflecting a 12.57% increase from BDT.20,983.74 million in the previous year. the Bank's total loans, advances, and investments increased by 12.99%, rising to BDT.18,299.74 million in 2025 from BDT.16,195.32 million in 2024. Similarly, in terms of financial performance, the Bank achieved a turnaround with an operational profit of BDT.599.14 million and Net Profit after Tax is BDT.372.32 million in 2025.

Summary of the Financial Position & Operating Result of the bank as of December 31, 2025 and December 31, 2024 is shown below:

Financial Position	BDT in million	
	2025	2024
Total Assets	30,665.79	27,690.64
Total Deposits	23,620.10	20,983.41
Loans and Advances / Investments	18,299.74	16,195.32
Total Shareholders' Equity	5,638.03	5,280.31

Operating Result	BDT in million	
	2025	2024
Total Income	1,592.25	1,585.51
Less: Total Expenditure	993.12	829.56
Profit before Provision & Taxation	599.14	755.95
Less: Provision for Investment, Off Balance Sheets Items, Shares & others	215.44	65.19
Net profit before Taxation	383.69	690.76
Less: Provision for Taxation	11.37	60.48
Net Profit after Tax	372.32	630.28

Financial Position & Operating Result for last five years

Particulars	BDT in million				
	2025	2024	2023	2022	2021
Total Assets	30,665.79	27,690.64	22,694.53	15,951.93	9,152.69
Total Deposits	23,620.10	20,983.41	16,456.05	11,016.59	4,407.46
Loans and Advances / Investments	18,299.74	16,195.32	14,256.41	7,276.54	2,429.28
Total Shareholders' Equity	5,638.03	5,280.31	4,243.45	4,039.97	4,081.69
Income	1,592.25	1,585.51	959.34	482.14	286.23
Expenditure	993.12	829.56	687.75	605.72	394.09
Operating Profit	599.14	755.95	271.60	(123.58)	(107.86)

Summary of total capital to risk-weighted Asset ratio of BGCB is as follows:

Particulars	2025	2024	Variance (%)
Computation of capital			
A. Tier 1 Capital (A)	5,550,882,994	5,255,750,016	5.62%
B. Tier 2 Capital	254,619,236	156,118,145	63.09%
C. Total capital (Tier 1 & Tier 2)	5,805,502,230	5,411,868,161	7.27%
D. Risk-weighted assets [D]	19,190,293,865	15,337,275,367	25.12%
			Deviation
Tier 1 capital (against minimum requirement of 8.5) [A/D]	28.93%	34.27%	-5.34%
Tier 2 capital (against maximum requirement of 4.0%) [B/D]	1.33%	1.02%	0.31%
Total capital	30.25%	35.29%	-5.03%

- Minimum requirement of capital to risk-weighted Asset ratio was 12.50% at the end of 2025

To strengthen customer service delivery, the Bank continued to expand its service network, operating 22 branches, 11 sub-branches, and 8 ATMs by the end of 2025. Furthermore, BGCB enhanced customer convenience by enabling cash withdrawal facilities through more than 26,000 shared ATMs countrywide.

Overview of Key Business Unit Activities

Corporate Business Division

World economy especially the banking sector has been experiencing a challenging time for the last couple of years and Bangladesh is not an exception. While global economy was recovering strongly from Covid-19 pandemic, the war of Ukraine and Russia posed a setback to the ongoing recovery. Globally,

geographical tensions and trade uncertainties continue to roil commodity markets. The rise of global commodity price and supply chain disruption of major commodities was major shock to the world economy. Besides, this war fueled inflation worldwide and different international organizations revised their growth forecasting and inflation.

Bangladesh, being an import dependent country for oil and commodities has been facing a tough time due to rise of oil and commodities price. Besides, since mid-2022, the Bangladesh Taka

has been depreciating against US dollar, a trend primarily attributed to a balance of payment deficit leading to a significant reduction in foreign exchange reserves over the years. Additionally, reciprocal Tariff imposition by USA in 2025-2026, the single largest RMG importer has negatively impacted the country's export earnings. Initially, Bangladesh faced tariffs as high as 37% though later negotiations reduced it to 20% under a bilateral trade agreement between USA and Bangladesh.

Despite all of these challenges Bangladesh economy is showing its resilient performance. Government has taken several initiatives to ensure export growth and control inflation in domestic market. Bangladesh Bank has increased its policy rate on several occasions to control money supply in the market.

A major political transformation on August 5, 2024, paving the way for significant political conversion and extensive economic and legal reforms in Bangladesh. As the country enters a new era, it presents opportunities for much-needed reforms in the financial sector that can support the revival of the economy. In this context, Bangladesh Bank (BB) has initiated essential reforms to address long-standing structural problems in the banking sector and rebuild trust in the sector. The key focus areas of the reforms include restoring macro-economic stability by addressing the inherited external and

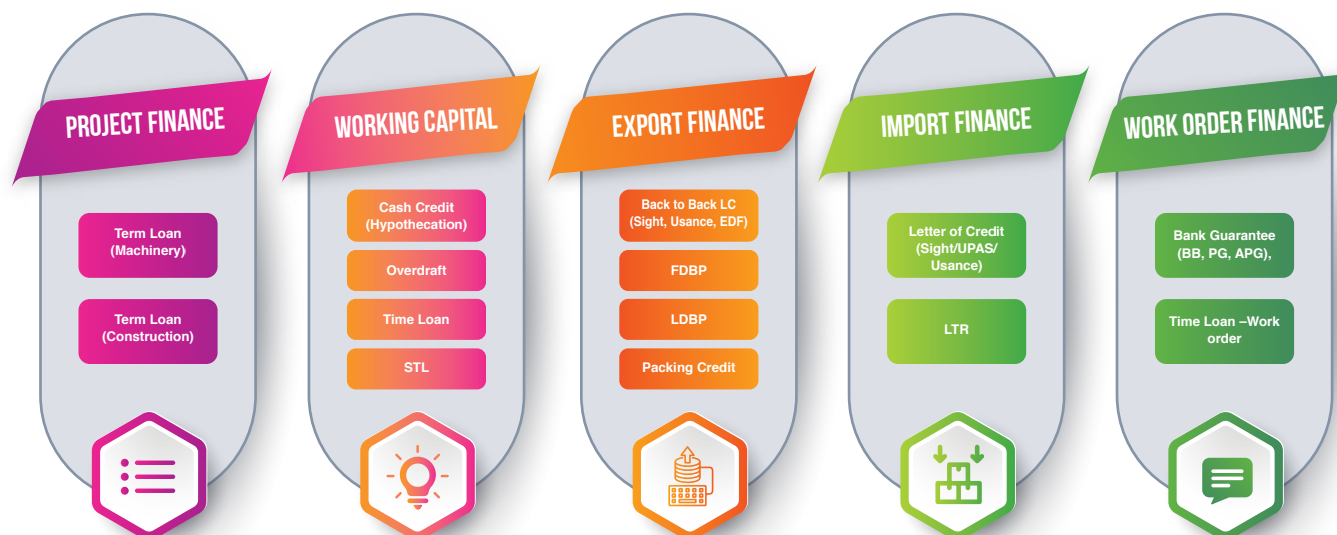
domestic sector imbalances and restoring price stability by lowering inflation

Amid these evolving circumstances, Bank's Corporate Business Division has successfully navigated economic uncertainties and achieved substantial growth in 2025. Towards growth, Corporate Business Division, the major contributor to the Banks's income and portfolio, achieved its objectives through professionalism, hard work and utmost dedication.

Since its inception, Bank's Corporate Business Division has operated as a centralized and dynamic unit, comprising experienced professionals who offer a comprehensive range of corporate banking solutions. The division provides financing options, including:



Major products and services of Corporate Business:



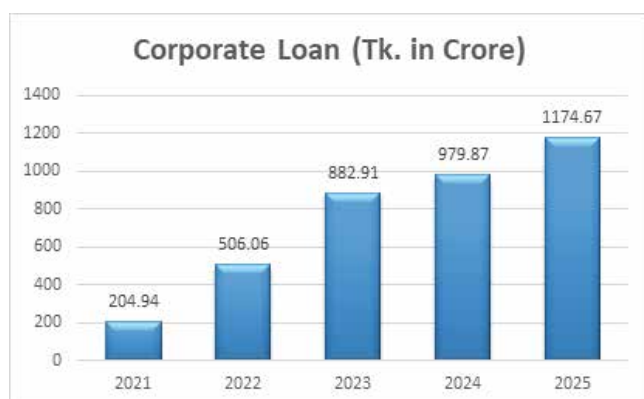
Within these few years of time, Corporate Business Division has successfully established business relationship with a number of large Corporate Groups in Bangladesh in line with risk appetite of BGCB. Despite various challenges in 2025, BGCB managed to make way through the difficulties and achieved significant growth. Our Business Team put all of their effort towards Bank's asset growth cautiously so that Bank can maintain a healthy portfolio. In coming years, we are looking forward to grow in line with the risk appetite of the bank for making a sustainable credit environment and maximize stakeholder's interest. On the other hand, CBD has initiated a new business wing named Buying House operation to boost up forex. inflow into the bank. CBD successfully on-boarded more than 50 buying houses in this year.

Corporate loan portfolio mix



Business at a Glance

Despite having all the national and international instability, corporate business division has maintained a steady growth in 2025. Total loan outstanding in Corporate Banking Division in 2025 was Tk.1174.67 crore compare to previous year's loan outstanding of Tk.979.87 crore with an annual growth rate of around 20.00% when industry average loan growth rate was less than 9.00% marking the lowest growth rate since October 2021.



2026 Outlook and Strategic Priorities:

Considering recent political changes and on-going reforms in the banking sector, Corporate Business Division has an extensive plan for the year 2026 and onward. CBD has set a loan/ investment target of Tk.1412 crore in 2026. But main business focus in 2026 will be in non-funded business i.e. Export, Import and Bank Guarantee business.

Total non-funded business target has been set to Tk.3695 cr. for 2026 which is 350% higher than 2025. In addition to large number of corporate clients, CBD has been booking a number of emerging corporate clients especially export oriented customers with a target to achieve significant portfolio growth compare to the similar rated institution. We have strong corporate set up similar to industry and are in the process of recruiting more experienced and efficient manpower in order to deliver the service as committed.

As Bengal Commercial Bank PLC. enters 2026, completing six years in the banking industry, the Corporate Business Division (CBD) is prepared to navigate a dynamic and evolving financial landscape. With an ambitious business target of Tk.1,412.00 crore for 2026, representing an expected growth of 20.00%, CBD remains committed to achieving sustainable expansion while maintaining a prudent and robust risk management framework.

The broader economic environment, however, continues to pose several challenges for the banking sector and corporate lending operations, including:

- Slower deposit mobilization and subdued private sector credit growth;
- A significant rise in non-performing loans (NPLs) across the banking industry; and

- Increased government borrowing from commercial banks, resulting in constrained liquidity and reduced credit availability for the private sector.

Despite these challenges, CBD remains optimistic and strategically focused on strengthening its market position. Looking ahead, the division aims to diversify its client base, expand its exposure to export-oriented businesses, and enhance its structured finance and syndicated financing capabilities. Simultaneously, CBD is working to further strengthen its corporate banking framework through process enhancement, risk-based portfolio management, and the addition of experienced professionals to support its long-term strategic objectives. With a strong operational foundation, disciplined credit culture, and forward-looking business strategy, CBD is well-positioned to capitalize on emerging opportunities, reinforce its market presence, and contribute meaningfully to the long-term growth and success of Bengal Commercial Bank PLC.

Retail Business Division

The Retail Banking Division of Bengal Commercial Bank PLC. continues to play an effective role in addressing the evolving financial needs of urban consumers. With increasing purchasing power and a growing preference for "consume now, pay later" financial behavior, more individuals are seeking accessible and flexible financing solutions to enhance their quality of life.

To meet this demand, the Bank offers a diverse suite of retail financing products including Personal Loans, Auto Loans, Home Loans, Secured Overdrafts, Bengal Student Loans, and Bengal Prottasha Student Loans. These products are tailored to support clients at various life stages and empower them to achieve their personal and professional goals.

One of the key drivers behind the popularity of retail financing is the relatively low interest rates, coupled with the convenience of quick processing times. In alignment with this, the Bank has established a comprehensive guideline to ensure responsible lending and effective risk management in its consumer financing portfolio. A team of trained and dedicated professionals operates across branches nationwide, delivering efficient and personalized service to valued clients.

In 2025, the Bank's retail financing portfolio experienced significant growth, reaching to Tk. 83.32 Crore, with a customer base of 551 individuals. This represents a strong upward trend, reflecting the trust and confidence clients place in Bengal Commercial Bank's retail offerings.

SME/ CMSME Division

Commercial & Rural Banking – Supporting CMSMEs for Inclusive Growth

Bengal Commercial Bank PLC. commenced its journey with a core mission to support the growth of Cottage, Micro, Small, and Medium Enterprises (CMSMEs), thereby contributing to the country's overall economic development. As of end of 2025, BGCB operates with 33 branches, actively serving over 495 outstanding SME clients. The Bank's trained Relationship Managers and Branch Managers maintain regular engagement with SME customers, addressing their banking needs while also cross-selling various financial products to meet personal banking requirements of the entrepreneurs and their families.

CMSME Lending Growth

BGCB's business banking portfolio predominantly comprises small/medium business clients, with an loan size more than BDT.634.63 crore. The SME portfolio has witnessed remarkable growth by the end of 2025 reflecting a 19.25% increased from BDT.532.20 crore in 2024,

Commitment to Responsible and Inclusive Lending

Bengal Commercial Bank continues to focus on refinance and pre-finance-based lending, emphasizing secured and well-collateralized credit. The Bank employs a blend of qualitative and quantitative tools for robust credit assessment, ensuring sound financial decisions that support sustainable enterprise growth.

In both its Commercial and Rural Banking operations, BGCB remains committed to overcoming key barriers such as limited credit access, high borrowing costs, and collateral challenges empowering CMSMEs across sectors including manufacturing, exports, retail, trade, infrastructure, healthcare, and commercial agriculture.

CMSME Transformation

- As a developing bank, BGCB also goes beyond traditional intermediation by facilitating enterprise growth through targeted non-financial support. The Bank delivers structured capacity-building initiatives, including programmed on financial literacy, marketing and business management, aimed at strengthening enabling Cottage, Micro, Small and Medium (CMSME) entrepreneurs to progress to the next stage of business maturity and long-term resilience.

- Having established a solid foundation for growth, BGCB has concluded 2025 strategically positioned to increase its contribution to national economic recovery. Going forward, the Bank will focus on the specialized areas of CMSME financing, food and Agri-banking, and value chain financing, which will generate sustained value for all stakeholders
- BGCB holds a well-established reputation as a specialist provider of development finance, with deep-rooted engagement in Bangladesh's CMSME sector built through long-standing partnerships. The Bank also brings half-decades of experience in financing CMSME enterprises, giving it a strong grasp of agricultural value chains, CMSME business cycles, and rural economic conditions.

CMSME Desirable

- Reasonable rate of interest with a suitable grace period;
- Loan values to suit business requirements with a flexible repayment schedule aligned with income pattern and payment capacity;
- Business guidance and consultancy services;
- Availability of credit lines;
- Open for CMSME business segments;
- Promoting Environmental, Social diligence (ESDD) in financing;
- Customized leasing packages to suit individual requirements with flexible repayment schemes at competitive rates;
- Attractive discounts on premature settlements;
- Easy accessibility to leasing facilities through the nation-wide branch network;
- Leasing facilities available for private and commercial machine, vehicles etc. and
- Promoting sustainable business practices among MSMEs;

Micro Credit

Micro-credit continues to be a powerful tool for poverty alleviation and job creation through promoting entrepreneurship in Bangladesh. A significant portion of Bangladesh's low-income population, particularly those involved in microenterprise, still rely on informal financial sources such as NGOs for their business financing needs. Many remain unbanked and lack access to formal financial services. Recognizing this gap and immense potential within this underserved segment of people, Bengal Commercial Bank PLC. (BGCB) has strategically positioned itself to bridge between formal and informal

financial ecosystems. Our flagship microcredit product, "Bengal Shonirbhor", is specifically designed to cater fulfillment of needs of marginal and low-income people, with a focus on women entrepreneurs.

Specialized Support for Sustainable Growth

BGCB has established a dedicated and experienced Microcredit Team that works closely with microenterprises. Acting as personalized financial advisors, our team identifies actual business needs, provides tailored financial guidance, and helps entrepreneurs adapt to evolving market dynamics. The goal is not just to provide loans, but to nurture sustainable business growth and develop long-term banking relationships.

Diversified Loan Facilities

Having understood the diverse needs of our microcredit clients, the Bank has introduced several customized loan products:

- Remittance Loan: Targeted at nominees of overseas remittance earners, this facility supports business development, home renovation, or construction activities in Bangladesh. It also encourages remittance inflow through formal banking channels, positively impacting the national GDP.
- Short-Term Loan: Designed to meet urgent working capital needs during peak seasonal or festival-based business cycles, helping entrepreneurs seize timely opportunities.

These tailored products are complemented by a mobile banking platform, which has significantly enhanced transactional ease and accessibility for our microcredit clients.

International Division

Bangladesh's economy in FY 2024–25 demonstrated resilience amid continued global uncertainties. Although the lingering impacts of geopolitical tensions, supply chain realignments, and fluctuations in global commodity and energy prices posed challenges for developing economies, Bangladesh maintained a stable growth trajectory through prudent macroeconomic management and strong remittance inflows. The economy recorded a GDP growth of approximately 6.1 percent in FY 2024–25, supported by steady domestic demand, gradual recovery in exports, and improved foreign exchange management.

According to the Ministry of Finance, export earnings registered a moderate rebound during the fiscal year, while import payments stabilized due to disciplined trade financing and rationalized import demand. Remittance inflow remained one of the strongest pillars of the economy, registering healthy growth over the previous fiscal year, strengthening foreign exchange reserves and supporting overall macroeconomic stability.

However, the banking sector continued to face structural challenges, including elevated non-performing loans (NPLs), liquidity pressures in certain segments, exchange rate volatility, and the need for enhanced governance and regulatory compliance. The emphasis on transparency, accountability, and risk-based supervision remained central to restoring confidence and ensuring sustainable financial sector stability.

Despite these industry-wide challenges, Bengal Commercial Bank PLC sustained its upward growth trajectory in 2025 through prudent risk management, diversified portfolio expansion, and strengthened client relationships. Compared to 2024, the Bank achieved substantial growth across its core international trade and remittance operations. Import payments increased significantly by 169%, reflecting enhanced trade financing capacity and stronger corporate partnerships. Export receipts recorded robust growth of 267%, demonstrating the Bank's active role in supporting the country's export-oriented industries. Remittance inflow expanded remarkably by 186%, driven by an expanded foreign correspondent network, efficient inward remittance processing, and strengthened partnerships with exchange houses abroad.

During the year, the Bank further expanded its global correspondent banking network to facilitate seamless international trade transactions and foreign currency settlements. The Offshore Banking Unit (OBU), launched in early 2025 following the successful acquisition of the Offshore Banking License, has commenced operations and is expected to contribute significantly to foreign currency business, trade finance services, and non-resident client solutions in the coming years.

Through strategic planning, disciplined risk management, and technology-driven service enhancement, Bengal Commercial Bank PLC continues to strengthen its market position and remains committed to sustainable growth, financial inclusion, and long-term value creation for its stakeholders despite the evolving global and domestic economic landscape.

Business achievements of International Division in 2025

- » Offshore Banking Unit (OBU) has commenced full pledged operation in January, 2025 after procurement of own Core Banking Solution. BGCB OBU is now capable to finance against Export bill & Import bill along with other permissible operation. OBU has also opened multiple IB (International Banking) Account, a product newly introduced by Central Bank.
- » Opened Nostro Accounts with Byblos Bank SA, Belgium in Euro & USD.
- » In 2025, Sonali Bank (UK) Ltd. has set up a substantial Credit Limit for financing. BGCB is now opening UPAS LCs through Sonali Bank (UK) Ltd.
- » Byblos Bank SA, Belgium has on principle agreed to set up a credit limit for BGCB, process for which is ongoing. It will contribute significantly to our Foreign Trade once the limit is set.
- » 93 SWIFT RMA by year end to maintain correspondent relationships.

Strategic Plans of International Division for 2026

- » Establish additional correspondent banking relationship with renowned multinational Banks.
- » Open Nostro Accounts in different foreign currencies and regions especially in USA and ACU Countries.
- » Adoption of different compliance solutions to ensure global compliance standard.
- » Arrange Credit Limit with Correspondent Banks for accommodating import transactions
- » Obtain external borrowing for Offshore Banking Unit.
- » Arrange AD license for other branches.

Correspondent Banking

The Bank has been maintaining 12 (Twelve) Nostro accounts in major international currencies - US Dollar (USD), Pound Sterling (GBP), Euro (EUR), ACUD (Asian Clearing Union Dollar), CNY (Chinese Yuan Renminbi) & AED (United Arab Emirates Dirham) with different Correspondent Banks as at the end of December 2025 as below:

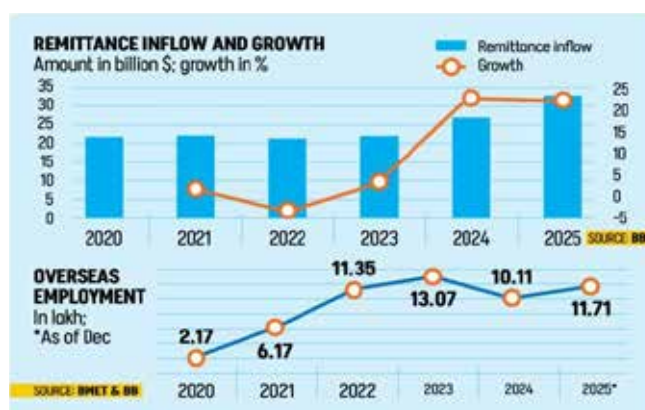
SL No.	Name of Correspondent Banks	City, Country of Correspondent Banks	Currency of Nostro Account
01.	AB Bank Ltd. Mumbai	Mumbai, India	ACU DOLLAR
02.	AXIS Bank Ltd. Mumbai	Mumbai, India	ACU DOLLAR
03.	Mashreq Bank Psc	New York, U.S.A	U.S. Dollar
04.	Sonali Bank Ltd London, UK	London United Kingdom	USD
05.	Sonali Bank Ltd London, UK	London United Kingdom	GBP
06.	Sonali Bank Ltd London, UK	London United Kingdom	EUR
07.	Mashreq Bank Psc	Dubai, UAE	AED
08.	Aktif Bank	Istanbul, Turkey	EUR
09.	Zhejiang Chouzhou Commercial Bank Co. Ltd	China	USD
10.	Zhejiang Chouzhou Commercial Bank Co. Ltd	China	RMB
11.	Byblos Bank SA	Belgium	USD
12.	Byblos Bank SA	Belgium	EUR

SWIFT Operations:

Bengal Commercial Bank PLC has started SWIFT Operation in 05 June 2021 to undertake foreign exchange and trade finance transactions smoothly, reliably and securely. In 2025, Bengal Commercial Bank PLC successfully completed SWIFT ISO 20022 migration process. The Bank has also successfully completed mandatory requirements under Customer Security Program (CSP) 2025, and other projects of SWIFT.

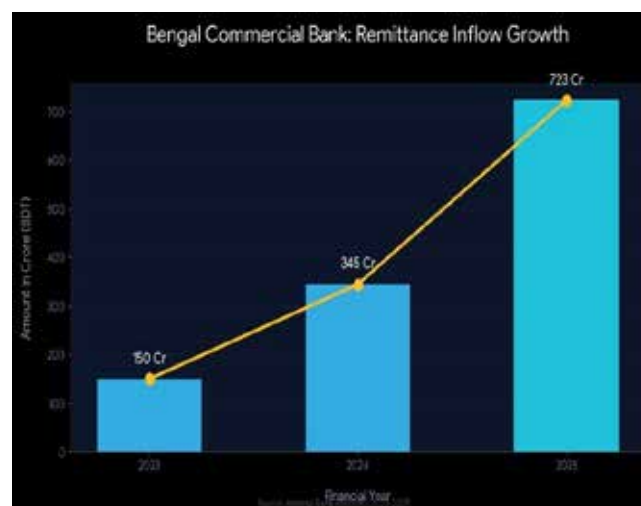
Remittance Business:

Remittance inflows to Bangladesh from 2020 to early 2026 have experienced significant growth, culminating in an all-time high of USD 32.8 billion in 2025. This record represents a 22% increase from the \$26.88 billion recorded in 2024. In a landmark economic achievement, Bangladesh has recorded its highest ever annual remittance inflows in calendar year 2025, with workers abroad sending home a staggering US \$32.82 billion – a level not seen before in the nation’s history. This figure marks a significant rise from the previous year, reinforcing the critical role of expatriate earnings in shoring up the country’s external accounts and stabilizing the wider economy.



According to data released by the Bangladesh Bank, remittance inflows rose more than 8 per cent from the US \$30.32 billion received in 2024, underscoring increasing reliance on overseas workers’ contributions as domestic and global economic pressures persist.

The record inflows provided essential relief to Bangladesh’s external sector, helping bolster the current-account balance, strengthen foreign exchange reserves and bring greater stability to the foreign exchange market, even amid tightening immigration policies and global uncertainty.



Throughout the year 2025, the commitment of the Remittance Department of the Bank remained as before to achieve excellence, bringing innovations, and ensuring customer satisfaction. Despite the challenges of global economic turmoil and fluctuating remittance flows, we continued to uphold our standards of service delivery and operational efficiency. Our strategic focus on digitalization, expanded global partnerships, and inclusive financial services enabled us to enhance the remittance experience for both senders and recipients. By leveraging technology and fostering collaboration, we can now claim ourselves as a trusted partner in facilitating seamless cross-border transaction.

Key Milestones 2025

1. Overall Growth is 111% against the target. Remittance Department exhibited continuous as well as consistent growth compared to the previous year, with remittance disbursements increasing from BDT 345 Crore BDT in 2024 to BDT 723 Crore BDT in 2025.
2. Signed Agreement with 6 renowned Remittance Exchange Houses.
3. Introduced disbursement of remittance through other bank account transfer (BEFTN) from Head office.
4. Remittance Drawing Arrangement with bKash.
5. Successfully arranged remittance expatriate gathering in Malaysia.

Key Drivers of Growth

- » Reduced Hundi Use: Tighter control on informal hundi channels, particularly after the August 2024 political changeover, increased the use of banking channels.
- » Government Incentives: The continued 2.5% incentive offered by the government for sending money through legal channels has been a major factor.
- » Higher Exchange Rates: Banks offered better dollar rates, making formal channels more competitive.
- » Digital Adoption: Enhanced digital and real-time bank transfers (including MFS like bKash) made it easier for beneficiaries to receive money.

Sl. No	Name of Exchange Houses	Country
1	Western Union Money Transfer.	Worldwide
2	Continental Exchange Solution Inc. (RIA)	Worldwide
3	Placid NK Corporation, USA	Worldwide
4	Instant Cash World Wide, UAE	Worldwide
5	National Exchange Company	Italy
6	Merchantrade Asia	Malaysia
7	Prabhu Money Transfer	USA
8	NBL Money Transfer	Malaysia
9	NEC Money Transfer Limited	Worldwide
10	Japan Remit Finance Co. Ltd.	Japan
11	Brac Saajan Exchange Limited	UK
12	Al Mulla Exchange	Kuwait
13	Horizon Remittance Limited	UK
14	MaxMoney Sdn Bhd	Malaysia
15	Akbar Money Changer Sdn Bhd	Malaysia
16	CBL Money Transfer Sdn. Bhd	Malaysia
17	Al Dar Exchange	Qatar
18	bKash	MFS

Plans for 2026

- On boarding other reputed exchange houses & Drawing Arrangement with 1. MoneyGram 2. Al-Zaman Exchange, Qatar 3. Al Mirqab Exchange, Qatar 4. Aman Exchange, Kuwait etc.
- API integration with the onboarded MTO's.
- MFS integration through different MTO's/ Exchange houses.
- Appointing sub-agents (NGOs/Retail Shop) to disburse Remittance payment.
- Drawing Arrangement with FinTech Company.
- Organizing training on Compliance (AML & CFT) Training and foreign remittance operation in BGCB Branch.
- Marketing in different countries for business growth, searching new Hub & NRB deposit Account.

Treasury Division:

The Treasury Division of the bank is entrusted with the responsibility of efficiently managing and optimizing the overall balance sheet by maintaining an appropriate mix of assets and liabilities. Its core functions include investment management, trading operations, liquidity management, and risk mitigation. Through prudent and strategic fund management activities such as trading, asset allocation, and investment-related operations, the Treasury Division contributes significantly to enhancing the bank's profitability while ensuring financial stability. The Treasury Division contributes the Bank through the following wings they deal with:

Foreign Exchange:

Foreign exchange risk refers to the potential impact on earnings and capital arising from unfavorable movements in currency exchange rates. The prudent decisions of Bengal Commercial Bank PLC. regarding foreign currency exposure play a vital role in safeguarding the bank's financial soundness and stability. The Treasury Division actively monitors and manages foreign exchange positions to minimize associated risks. The bank strictly adheres to regulatory requirements, including the Foreign Exchange Risk Management Guidelines issued by Bangladesh Bank. To effectively respond to evolving market dynamics, Bengal Commercial Bank PLC. has established a dedicated dealing room and centralized all foreign exchange and money market operations under the Treasury Division, ensuring better coordination and control.

Furthermore, the bank has adopted comprehensive operational policies, strong internal control mechanisms, and robust foreign currency risk management frameworks to identify, monitor, and mitigate potential losses arising from exchange rate fluctuations. These measures include regular monitoring and evaluation of the following:

- Exchange Position
- Counterparty Limit
- Position Reconciliation
- NOSTRO Account Reconciliation
- Dealing Limit
- Intra Day/trading dealing Limit per day
- Stop loss limit
- Single day limit
- FC spot & Forward buy-sell
- FC SWAP
- Foreign currency lending/borrowing (Overnight/Short Notice)
- Cross Currency Dealings etc.

To effectively manage foreign exchange risk, the Treasury Division has developed a comprehensive Foreign Exchange Dealing Manual that addresses relevant risk areas in line with current international trade and commercial practices.

ALM (Asset-Liability Management):

Asset Liability Management (ALM) refers to a comprehensive and dynamic framework for identifying, measuring, monitoring, and managing financial risks arising from fluctuations in interest rates, foreign exchange rates, and other market variables that may affect a bank's liquidity and profitability. As a fundamental component of sound banking operations, ALM requires a structured and systematic approach to effective balance sheet management.

The Asset Liability Management Committee (ALCO) of Bengal Commercial Bank PLC. holds primary responsibility for overseeing balance sheet risk management. Ensuring structural stability of the balance sheet while achieving optimal profitability is one of ALCO's key mandates in managing the bank's assets and liabilities. In addition, ALCO plays a crucial role in the strategic oversight of interest rate risk and liquidity risk management.

Currently, the Treasury Division of Bengal Commercial Bank PLC. is actively engaged in strengthening Asset Liability Management practices. In line with the guidelines issued by Bangladesh Bank, BGCB has established dedicated Treasury Front Office, Mid Office, and Back Office functions to enhance risk segregation, internal control, and overall risk mitigation.

Asset and Liability Management Committee (ALCO)

Bengal Commercial Bank PLC. has already established an Asset and Liability Management Committee (ALCO) with the following roles to appease Liquidity and Market Risk:

- ALCO closely monitors the liquidity position of the bank
- ALCO facilitate, coordinate, communicate and control balance sheet planning with regards to risks inherent in managing liquidity and convergences in interest rates
- Monitor the structure and composition of bank's asset and liabilities and identify balance sheet management issues that are leading to underperformance.
- Decide on the major aspects of balance sheet structure, such as maturity and currency mix of assets and liabilities, mix of wholesale versus retail funding, deposit mix, etc.
- Decide on how to respond to significant, actual and expected increases and decreases in required funding.
- Review maturity profile and mix of assets and liabilities.
- Articulate interest rate views of the bank and decide on balance sheet strategy.
- Approve and periodically review the transfer pricing policy of the bank.
- Evaluate market risk involved in launching of new products.

- Review deposit-pricing strategy.
- Review contingency funding plan for the bank.

Fixed Security Income & Primary Dealer

As a Primary Dealer (PD) bank, Bengal Commercial Bank PLC. actively participates in both primary auctions and secondary market trading of government-issued fixed income securities. The Treasury Division performed its responsibilities as a PD proactively and generated notable profits, including capital gains, during 2025.

The Bank also maintained the statutory liquidity requirement by holding 13% of its liabilities in approved securities as Statutory Liquidity Ratio (SLR), in compliance with the regulations of Bangladesh Bank. The Fixed Income Desk of BGCB maintained a substantial portfolio of securities within its trading book and effectively capitalized on favorable market movements to realize gains. In addition to government securities, BGCB diversified its investment portfolio by allocating funds to other fixed income instruments such as corporate bonds, subordinated bonds, and perpetual bonds, aiming to achieve higher returns with controlled risk exposure.

Overall, the Bank's investment strategy was carefully structured to ensure adequate liquidity, operational flexibility in treasury management, and sustainable growth in investment income, thereby contributing positively to the Bank's overall profitability.

Treasury Back Office (TBO)

Key Milestones of 2025

- Bangladesh Govt. Treasury Bills & Bonds (BGTB) Management: Provided active support in the procurement of BD Govt. Treasury Bills & Bonds from Bangladesh Bank.
- Sukuk Bond Management: Facilitated the acquisition of Sukuk Bonds through Bangladesh Bank.
- Strategic Partnerships: Successfully established a Mudaraba Short Notice Account (MSND) with Different Islami Bank PLC.
- Auction Management: Successfully executed BD Govt. Treasury Bill & Bond auctions on behalf of Bank & various clients.
- Settlement Excellence: Streamlined the settlement process for BGTB Coupon payments.
- Debt Servicing: Managed the successful redemption and coupon settlement for Subordinated Bonds.

Strategic Objectives for 2026

- Network Expansion with Central Bank: Establish new accounts with Bangladesh Bank's Sylhet and Barisal regional offices.
- Liquidity Management: Open additional Short Notice Accounts (SNA) with partner Commercial Banks to optimize fund management.
- Operational Excellence: Enhance the efficiency of Secondary Market and Over-the-Counter (OTC) trading services.
- Investment Growth: Deepen engagement in Bond and Security investments to drive high-yield profitability.
- Client Service Optimization: Streamline GSEC client services to improve turnaround time and service quality.
- Market Penetration: Scale the individual and corporate client base through proactive BPID creation for secondary market government security trading.

Card Operation Division

Card Division:

Bengal Commercial Bank PLC. continues to advance its commitment to delivering secure, seamless, and customer-centric payment solutions through a comprehensive suite of card and digital banking services. The Bank prioritizes innovation, operational resilience, and service excellence to ensure enhanced customer convenience and satisfaction. BGCB provides 24/7 call center support, EMV-compliant ATM infrastructure, and a diversified portfolio of debit, credit, and prepaid card products designed to meet the evolving needs of its clientele.

Innovative Card Solutions

BGCB has successfully introduced internationally recognized EMV Dual Interface VISA Cards (Debit, Credit, and Prepaid), incorporating advanced security protocols such as EMV chip technology and 3D Secure (Two-Factor Authentication) for e-commerce transactions. These solutions facilitate secure, contactless, and globally accepted transactions while significantly mitigating fraud risks.

Credit Card Portfolio:

- VISA Platinum Credit Card: Unsecured credit limit ranging from BDT 200,000 to BDT 1,000,000.
- VISA Gold Credit Card: Unsecured credit limit ranging from BDT 20,000 to BDT 199,999.
- VISA Prothoma Credit Card: A premium, multi-currency card tailored for women in the upper-income segment.

Debit & Prepaid Solutions:

- VISA Global Debit Card: Enables secure, real-time transactions with direct account debits.
- VISA Prepaid Card: A multi-currency, reloadable, contactless card available to both BGCB and non-BGCB customers.

Security & Technological Advancement

All BGCB cards are enabled with EMV Chip and PIN authentication. The Bank's ATM network has been fully upgraded to support chip-based transactions, substantially reducing risks such as skimming and card duplication. Real-time SMS and email alerts enhance customer control and transparency, while PIN-based POS transactions and robust transaction monitoring systems provide additional layers of fraud detection and prevention.

ATM Network & Accessibility

BGCB operates its own EMV-compliant ATM network and extends nationwide accessibility through more than 26,000 shared ATMs via NPSB, VISA Network, and Q-Cash. Customers benefit from a wide range of services including cash withdrawals, balance inquiries, mini statements, mobile top-ups, and bKash withdrawals, ensuring comprehensive banking convenience.

Digital Integration & Financial Inclusion

To strengthen digital financial services and promote financial inclusion, BGCB has established strategic partnerships with leading mobile financial service providers such as bKash and Nagad. These collaborations enable seamless fund transfers, digital payments, and enhanced accessibility across diverse customer segments.

Customer Engagement & Merchant Partnerships:

BGCB continues to expand its merchant ecosystem by partnering with reputed brands to deliver exclusive privileges to cardholders across lifestyle, healthcare, hospitality, and travel sectors. Notable partners include SaRa Lifestyle, Chuti Resort, and AMZ Hospital. These partnerships reinforce the Bank's value proposition by enhancing customer engagement and satisfaction.

24/7 Customer Support:

BGCB operates a fully functional, dedicated Call Center (16796) providing round-the-clock customer support. The center manages inquiries related to transactions, card services, fraud prevention, technical assistance, and general banking matters, ensuring prompt resolution, confidentiality, and superior customer experience.

Through sustained innovation, strengthened security frameworks, and strategic partnerships, BGCB remains steadfast in its mission to



deliver reliable, technology-driven financial solutions aligned with global standards and customer expectations.

Future Outlook:

Looking ahead, Bengal Commercial Bank PLC's Card Division aims to further enhance digital payment solutions by introducing more advanced security features and process automation. The bank plans to expand its credit card portfolio with new variants catering to diverse customer segments, including young professionals and business owners. Additionally, BGCB will focus on strengthening partnerships with leading merchants and fintech companies to offer exclusive discounts, cashback, and loyalty rewards. To accelerate financial inclusion, the bank will expand its services to support continuous digital transactions in rural and underserved areas. Moreover, continuous improvements to the Bengal Commercial Bank PLC Online App- "Bengal iNSPIRE" will ensure a more intuitive and secure user experience, further positioning Bengal Commercial Bank PLC. as a leader in Bangladesh's evolving digital banking landscape.

Credit Risk Management Division (CRM)

Credit Risk Management (CRM) continues to serve as the foundation of sustainable banking, directly influencing asset quality, regulatory compliance, and long-term profitability. In 2025, Bengal Commercial Bank PLC demonstrated disciplined and forward-looking credit practices despite operating within a complex and evolving macroeconomic landscape marked by persistent inflation, elevated interest rates, foreign exchange volatility, and constrained liquidity.

The global economic environment further intensified these challenges. Geopolitical tensions, supply chain disruptions, volatile energy prices, and looming recessionary risks created uncertainty across markets. Domestically, inflationary pressure, currency depreciation, and regulatory tightening required banks to adopt a more adaptive, data-driven, and forward-looking approach to credit risk management.

Against this backdrop, the Bank's strategic shift toward a structured, risk-sensitive, and analytics-driven credit framework

proved instrumental in maintaining portfolio resilience. This transformation enabled more informed decision-making, proactive risk identification, and improved portfolio monitoring.

Portfolio Overview and Asset Quality

As of year-end 2025, the Bank’s total loan portfolio stood at Tk. 1,819.06 crore, reflecting a measured and balanced growth strategy aligned with its defined risk appetite and capital adequacy considerations. The Classified Loan Ratio remained at a commendable 0.76%, underscoring the effectiveness of the Bank’s credit appraisal, monitoring, and recovery processes.

This relatively low level of non-performing loans is particularly noteworthy given the prevailing stress in key sectors such as CMSME, trade finance, and import-dependent industries. It reflects not only prudent underwriting standards but also strong post-disbursement monitoring and early intervention mechanisms.

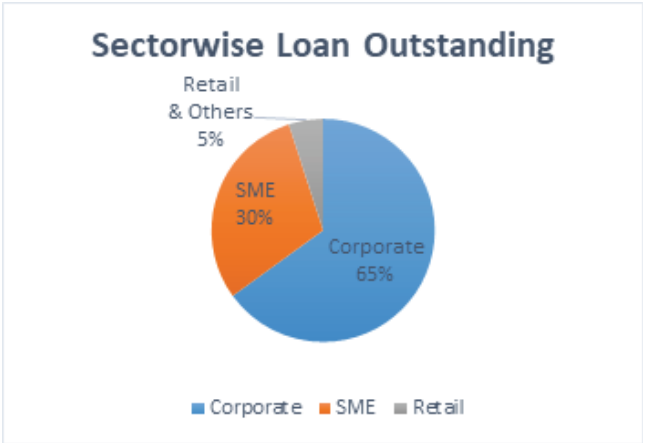
Portfolio Composition and Risk Dynamics

The Bank maintains a diversified loan portfolio to mitigate concentration risk and enhance overall stability.

Corporate lending continues to dominate the portfolio, reflecting a strategic focus on structured financing, including working capital, trade finance, and project financing. While this segment offers scale and profitability, it inherently carries concentration and systemic risks, necessitating enhanced monitoring and sector-specific risk assessment.

SME financing remains a critical growth driver, aligned with national economic priorities. However, this segment presents elevated risk due to informality, limited financial transparency, and vulnerability to economic shocks. In response, the Bank has redesigned its SME model, emphasizing cluster-based financing, cash-flow analysis, and alignment with central bank policies to promote inclusive and sustainable growth.

The retail portfolio, though currently modest, represents a significant opportunity for diversification. Retail lending offers greater granularity and lower default correlation, making it a strategic avenue for future expansion and risk balancing.



Sectoral Diversification Strategy

Sector	Strategy
SME & CMSME	Aggressive expansion
Agriculture	Climate-resilient financing
Green Finance	Solar, eco-industries
Corporate	Selective, low-risk clients
Import-Based Business	Cautious approach

The Bank’s sectoral approach reflects a calibrated balance between growth and risk containment:

- SME & CMSME: Targeted expansion with enhanced risk controls
- Agriculture: Focus on climate-resilient and sustainable financing
- Green Finance: Investment in renewable energy and eco-friendly industries
- Corporate: Selective exposure to low-risk, well-governed clients
- Import-Based Businesses: Cautious stance due to FX and global trade volatility

Key Risk Challenges for CMSME in 2025

The Bank’s credit risk landscape was shaped by several critical factors:

- Global Uncertainty: Geopolitical instability affecting trade flows and commodity pricing
- Rising Cost of Funds: Increased borrowing costs impacting repayment capacity
- Foreign Exchange Volatility: Heightened pressure on import-reliant sectors
- CMSME Vulnerability: Liquidity constraints and structural weaknesses
- Default Culture: Growing dependence on rescheduling and regulatory forbearance

These challenges required not only vigilance but also strategic agility in credit decision-making.

Macroeconomic & Industry Outlook (2026)

Looking ahead, the operating environment is expected to remain challenging.

Globally, continued geopolitical tensions particularly in energy sensitive regions may sustain high oil and freight costs. The risk of recession or stagflation persists, alongside tight liquidity and elevated interest rates.

Domestically, inflation is projected to remain between 7.5% and 9%, while ongoing depreciation pressure on the Bangladeshi Taka will increase import costs. The banking sector is likely to face continued stress due to entrenched default culture and evolving regulatory expectations.

Bangladesh Bank's tightening stance on loan classification, single borrower exposure, and provisioning requirements will further demand stronger compliance and risk discipline.

Strategic Priorities for 2026

To navigate this environment, the Bank is advancing several core strategic pillars:

1. Advanced Credit Assessment

A transition toward cash-flow-based lending will reduce reliance on collateral and enhance the quality of credit decisions. Industry-specific risk templates and mandatory stress testing—including FX shocks, interest rate hikes, and revenue declines—will strengthen resilience.

2. Portfolio Diversification

Gradual expansion in SME and retail segments will reduce concentration risk. Sectoral exposure limits will be enforced to avoid overexposure to high-risk industries.

3. Enhanced Monitoring Framework

Deployment of digital monitoring tools and real-time MIS dashboards will enable continuous tracking of borrower performance, allowing early detection of stress signals.

4. Strengthened Recovery Mechanisms

Greater focus will be placed on pre-NPL management, proactive restructuring, and efficient legal recovery processes to minimize credit losses.

5. Human Capital Development

Continuous training and specialization of CRM personnel will ensure deeper industry insights and more effective risk evaluation.

Vision for 2026

The Bank's vision for Credit Risk Management is anchored in resilience, innovation, and sustainability:

"To build a forward-looking, technology-enabled, and risk-sensitive credit culture that safeguards asset quality, supports sustainable growth, and strengthens stakeholder confidence."

Key targets include:

- Maintaining classified loan ratio below 1%
- Expanding SME and retail portfolios with controlled risk

- Strengthening early warning and predictive risk systems
- Achieving full alignment with evolving regulatory and global best practices

Bengal Commercial Bank has demonstrated commendable resilience and credit discipline in 2025 through prudent risk management and strategic portfolio structuring. As the Bank moves into 2026, it is well-positioned to further strengthen its credit risk framework by embracing analytics-driven decision-making, diversification, and proactive risk mitigation.

Sustaining a careful balance between growth and risk control will remain central to ensuring long-term profitability, institutional stability, and continued stakeholder trust.

Information Technology Division

During 2025, Bengal Commercial Bank PLC. continued to strengthen its technological infrastructure, expand digital banking capabilities, and reinforce information security frameworks in line with its strategic objectives and regulatory requirements. The Bank remained committed to implementing modern, scalable, and secure banking solutions to enhance customer experience, improve operational efficiency, and strengthen enterprise-wide risk management.

As part of its digital transformation initiatives, the Bank introduced Account-to-Account (A2A) and Instant Fund Transfer services in collaboration with bKash, enabling customers to transfer funds seamlessly and in real time. This initiative significantly improved transaction speed, convenience, and accessibility, while supporting the growing demand for digital payment solutions and strengthening the Bank's participation in the national digital payment ecosystem.

Additionally, the Bank completed API integrations with exchange houses to enhance inward remittance operations, enabling automated and real-time processing of remittance transactions while reducing manual intervention and operational risk. The Bank also implemented API integration with Akij iBOS, improving interoperability with the core banking system, enhancing data consistency, and strengthening transaction monitoring, reporting accuracy, and internal control mechanisms.

ISO/IEC 27001:2022 Certification

Recognizing the increasing importance of information security, cyber resilience, and data protection in a rapidly evolving digital environment, Bengal Commercial Bank PLC successfully achieved the ISO/IEC 27001:2022 Information Security Management System (ISMS) Audit Certification. This internationally recognized

certification reflects the Bank's robust commitment to safeguarding customer and institutional information, ensuring the confidentiality, integrity, and availability of data, and adopting a structured, risk-based approach to information security management. The achievement further demonstrates the Bank's adherence to global best practices and regulatory expectations, while enhancing stakeholder confidence in the Bank's information security posture.

Overall, these initiatives underscore Bengal Commercial Bank PLC.'s continued focus on digital transformation, operational resilience, regulatory compliance, and sustainable growth. Through strategic investments in technology, system integration, and information security, the Bank remains committed to leveraging innovation to deliver secure, efficient, and customer-centric banking services. These efforts further strengthen the Bank's position as a progressive, resilient, and forward-looking financial institution, well equipped to meet the evolving needs of customers and the broader financial ecosystem.

Human Resource Division

Human Capital:

At Bengal Commercial Bank PLC. (BGCB), our people are our most valuable asset and fundamental to the Bank's resilience and sustainable performance. BGCB manages human capital through a strategic, data-informed approach, with emphasis on capability building, leadership development, and digital upskilling. We focus on structured talent development, effective workforce deployment, and performance-based growth, ensuring the right skills are available to support business priorities in areas such as digital banking, risk management, compliance, and customer experience. An inclusive, merit-driven culture, supported by employee wellbeing and continuous learning initiatives, strengthens engagement, agility, and ethical conduct, enabling BGCB to create sustainable value over the short, medium, and long term for customers, shareholders, and the economy of Bangladesh.

Our brand promise, "Inspiring Growth," reflects BGCB's commitment to empowering people, businesses, and communities. People, brand, and technology drive our competitiveness, and we foster a safe, inclusive workplace with open communication, including "Voice from the Top" sessions with the Managing Director. Annual reviews support career growth and skill development, while customer training programs help build entrepreneurial skills and financial awareness. Through these efforts, BGCB continues to align employee growth, customer success, and stakeholder value.

Talent Acquisition and Workforce Resourcing:

Throughout 2025, BGCB directed its efforts toward cultivating a future-ready workforce in alignment with the Bank's growth strategy. Key initiatives included engagement through university job fairs, internship programs, and the strategic filling of key positions. Internal mobility, selective outsourcing, and digital recruitment channels reinforced the Bank's ability to attract high-quality talent, sustaining its commitment to meritocracy and long-term workforce development.



The Bank onboarded 98 new employees during the year, with the majority joining at entry level and a notable proportion under 35 years of age. This strategic infusion of young talent enhances workforce dynamism, ensures succession continuity, and strengthens the Bank's long-term institutional resilience.

Particulars	2025	2024
Total Manpower	462	425
Permanent	429	397
Contractual	33	28
Female	59	54
Male	403	371

Advancement in Learning and Development:

In 2025, Bengal Commercial Bank PLC. reinforced its focus on enhancing organizational capability by implementing comprehensive learning and development initiatives in line with business needs and regulatory priorities. The Bank's modern Training Centre served as a key platform for delivering batch-based training, workshops, and role-specific programs covering banking operations, credit and operational risk, compliance, digital banking, cyber security, customer service, and personal effectiveness. Targeted leadership and management development initiatives were undertaken to strengthen people leadership and succession planning. Alongside internal learning, customer training programs and workshops were organized to promote financial literacy, operational understanding, and stronger business relationships.



A blended learning model integrating classroom instruction, technology-enabled learning, on-the-job development, and external professional programs supported continuous skill enhancement, contributing to a capable, risk-conscious, and future-oriented workforce.

Employee Training Statistics:

Particular	No of Employee
Total Number of Training Programs	66
External Training	39
Internal Training	27
On-line Training Programs	20
Total Participants	1,574

Performance Management:

Bengal Commercial Bank PLC. (BGCB) enhances performance through a transparent framework that aligns individual goals with strategic priorities. At the heart of this framework is the newly introduced real-time KPI Dashboard, a key digital transformation initiative that enables employees and managers to track performance, take proactive action, and foster engagement. This approach strengthens accountability, supports merit-based rewards and career progression, and drives both organizational growth and sustainable performance excellence. By fostering a culture of continuous improvement and learning, BGCB empowers employees to reach their full potential. Through structured feedback and development programs, the Bank ensures that talent is nurtured and aligned with long-term strategic objectives.

Diversity, Equality, and Inclusion:

Diversity, Equity, and Inclusion (DEI) remained key pillars of BGCB's organizational culture in 2025. Guided by a merit-based and transparent employment system, the Bank ensures fairness, equal opportunity, and a safe working environment for all.

Inclusion is reflected in hiring practices, career development programs, leadership planning, and performance assessments. Initiatives aimed at promoting gender balance and strengthening inclusive leadership have further enhanced representation across the Bank. The Bank remains committed to creating a culture where employees feel valued, respected, and empowered to contribute for a longer success.



Code of Conduct and Ethical Guidelines for Employees:

At Bengal Commercial Bank PLC., we uphold the highest standards of integrity, professionalism, and ethical conduct across all levels of the organization. In line with our commitment to responsible banking, the Bank has adopted a comprehensive Code of Conduct that applies uniformly to Management, and all employees. This Code serves as a guiding framework for ethical decision-making, compliance, and responsible behavior in all business activities. Regular training programs and annual declarations ensure that every team member fully understands and adheres to these principles. To further reinforce a culture of accountability and transparency, reports on compliance and any breaches are closely monitored and reviewed by Senior Management. Bengal Commercial Bank PLC. remains steadfast in fostering an ethical workplace environment that reflects our core values and commitment to sustainable growth.

Outlook 2026 and Beyond:

As Bengal Commercial Bank PLC. moves beyond 2025, we remain committed to building a future-ready organization anchored in talent, innovation, and resilience. In a rapidly evolving banking landscape marked by digitization, rising competition for skilled professionals, and shifting workplace expectations, BGCB is focusing on strategic investments in digital upskilling, leadership development, and robust performance management. By fostering an inclusive, agile, and employee-centric culture that emphasizes continuous learning, well-being, and long-term career growth, the Bank is well-positioned to adapt to industry changes and lead in delivering sustainable value for employees, customers, shareholders, and the broader economy.

Internal Control & Compliance Division

Activities of Internal Control and Compliance

The Internal Control and Compliance (ICC) function of Bengal Commercial Bank plays a critical role in ensuring sound corporate governance, effective risk management, and compliance with applicable laws, regulations, and regulatory guidelines issued by Bangladesh Bank and other relevant authorities. The function operates independently and reports to senior management and the Board Audit Committee.

Internal Control Activities

The Bank has established a comprehensive internal control framework designed to ensure orderly and efficient operations, safeguarding of assets, reliability of financial and management information, and prevention and detection of fraud and irregularities. Internal controls are embedded across all business and support functions, including branch operations, credit administration, treasury operations, information technology, and centralized back-office functions.



During the year ended 31 December 2025, the Internal Control function conducted on-site and off-site control reviews covering 33 branches and head office divisions, focusing on high-risk and critical operational areas. A total of 31 internal control review reports were issued during the year, highlighting control gaps, procedural deviations, and process improvement opportunities. Management responses and corrective action plans were obtained for all observations, and follow-up reviews were carried out to monitor implementation progress.

Compliance Activities

The Compliance function ensures adherence to the Bank Companies Act, Company Act, Bangladesh Bank circulars and guidelines, AML/CFT regulations, and other applicable laws and regulatory requirements. The function continuously reviews regulatory

instructions and disseminates relevant circulars to concerned stakeholders for timely implementation.

During the year, the Compliance team reviewed and tracked compliance status against 14 Bangladesh Bank reports and regulatory directives and submitted periodic compliance reports to senior management and the Board Audit Committee. Compliance monitoring covered areas such as regulatory reporting, credit operations, foreign exchange transactions, and consumer protection requirements. Identified compliance gaps were promptly reported, and corrective actions were monitored until closure.

AML and CFT Compliance

Bengal Commercial Bank maintains a structured AML and CFT compliance framework in accordance with Bangladesh Bank guidelines. During the year, AML activities included transaction monitoring, suspicious transaction analysis, ITP and periodic AML risk assessments.

A total of 33 Independent testing review exercises were conducted across branches were submitted to the Bangladesh Financial Intelligence Unit (BFIU), where applicable. The Bank continued to strengthen its transaction monitoring system and customer risk profiling processes.

Training and Awareness

The Bank places strong emphasis on building a culture of control and compliance through training and awareness initiatives. HR provides regular training and conducts workshops for participants to enhance ICC audit awareness, especially on AML & CFT issues. This training is especially offered to branch employees who, as frontline staff, are key to our operational excellence and risk mitigation initiatives.

Coordination and Reporting

The Internal Control and Compliance function works closely with Internal Audit, business units, and senior management to ensure effective implementation of controls and compliance requirements. Key findings from internal control reviews, compliance monitoring, and regulatory inspections were regularly reported to senior management and the Board Audit Committee. Progress on corrective action plans was monitored and reported on a quarterly basis.

Internal Control Framework

Bengal Commercial Bank maintains a strong and consistent focus on the identification, assessment, and mitigation of risks as an integral part of its business activities. The Bank promotes a risk-aware culture in which all employees share responsibility for managing risks in a manner that supports sound decision-making

and contributes positively to overall performance. A robust risk governance framework is in place, integrating internal risk assessment standards into day-to-day operations and management processes. Through continuous monitoring and control mechanisms, the Bank actively manages its risk exposures to maintain a balanced and healthy risk profile.

The Internal Control and Compliance Division (ICCD) plays the key role in ensuring the effectiveness of the Bank's risk management processes. ICCD supports the Bank's strategic objective of achieving sustainable growth through prudent risk-taking by reviewing and strengthening internal controls and policies in alignment with the Bank's vision and risk appetite. The Division also ensures compliance with applicable laws, regulations, and regulatory guidelines, thereby reinforcing strong governance and operational resilience across the organization.

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

Management is responsible for the preparation and fair presentation of the consolidated financial statements of the Bank, as well as the separate financial statements of the Bank, in accordance with International Financial Reporting Standards (IFRS). Management is also responsible for designing, implementing, and maintaining such internal control as it determines necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether arising from fraud or error.

In accordance with the requirements of the Bank Companies Act, 1991 and regulations and guidelines issued by Bangladesh Bank, Management is responsible for ensuring the effectiveness of the Bank's internal audit, internal control, and risk management functions. Management is further required to conduct self-assessments on the effectiveness of anti-fraud internal controls and to report instances of fraud, forgery, or irregularities to Bangladesh Bank in a timely manner.

Management is responsible for assessing the ability of the Bank in preparing the Financial Statements, to continue as a going concern, disclosing, as applicable, matters related to going concern. The Finance and Accounts Division, IC&CD, RMD and concerned other Division/Department of the Bank hold the responsibility for overseeing the financial reporting process, the effectiveness of internal controls, and the integrity of the Bank's governance and risk management framework.

Going Concern

After reviewing the bank's present and potential business growth, annual budget, performance, liquidity position, and financing arrangements, the directors are satisfied that the bank has adequate resources to continue to operate in the foreseeable future and confirm that there is no material issue threatening the bank's going concern. For this reason, the directors will continue to adopt

the going concern basis in preparing these financial statements. There are no significant doubts about the bank's ability to continue as a going concern.

Financial Inclusion

The policy makers in Bangladesh have been aware of the implications of poverty for financial stability and have continually endeavored to ensure that poverty is tackled in all its manifestations and that the benefits of economic growth reach the poor and excluded sections of the society.

Bangladesh began its financial inclusion journey as early as in 1970 through Micro Finance Institution (MFIs). In the year 2008 the global financial crisis, the government of Bangladesh prioritized inclusive finance to foster sustainable growth, leading to a National Financial Inclusion Strategy (NFIS).

After decades of microfinance, its various achievements and criticisms notwithstanding, we have clear evidence that there is demand for financial services among the underserved. While microfinance institutions constituted the drivers of financial inclusion in the past, it is evident that the ecosystem will be more complex and digitally oriented, in the future. Until now, most bank branches (or ATMs) are concentrated in urban areas, and high costs of setting up bank branches in rural areas have dissuaded banks from reaching the last-mile customer. However, digital financial services (DFS), which are currently almost exclusively, bank-owned and bank run, will allow banks to reach the last-mile customer. The newest entrants in the DFS space, with the widest potential for mass market penetration, are mobile financial services (MFS) and agent banking services.

Preparation of Financial Statements

The financial statements of the Bank have been prepared by the Management under the historical cost convention and present fairly the state of affairs, results of operations, cash flows and changes in equity of the Bank. These statements have been prepared in accordance with the First Schedule (Section 38) of the Bank Companies Act, 1991 (as amended up to 2023), relevant Bangladesh Bank circulars, International Accounting Standards (IASs), International Financial Reporting Standards (IFRSs), the Companies Act, 1994, the Financial Reporting Act, 2015 and other applicable laws and regulations of Bangladesh.

The Financial Statements for the year ended 31st December, 2025 were reviewed by the Audit Committee and subsequently approved by the Board of Directors. The External Auditor, M/s. Kazi Zahir Khan & Co., Chartered Accountants, appointed by the shareholders, has audited and expressed Un Qualified opinion on the financial statements.

Maintaining Proper Books of Account

Bengal Commercial Bank PLC. maintained proper books of account for its financial transactions that executed during 2025. The books

of account have also been audited by the External Auditor, M/S. Kazi Zahir Khan & Co, Chartered Accountants, with the opinion that proper books of account as required by the law have been maintained.

Appropriate Accounting policies

Appropriate accounting policies have been selected and applied consistently in the preparation of financial statements, and the accounting estimates are made based on reasonable and prudent judgment. The bank records the financial transactions on an accrual basis with the required disclosures and also prepares the financial statements accordingly.

Management Responsibility on Financial Statements

The Directors also bear responsibility for preparation and fair presentation of the Financial Statements in accordance with International Financial Reporting Standards (IFRS). Their responsibility includes; designing, implementing and maintaining internal controls relevant to the preparation and fair presentation of these financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Credit Rating

Bengal Commercial Bank PLC. has been rated by Emerging Credit Rating Ltd. (ECRL). ECRL performed the rating as Initial Rating based on Audited Financial Statements up to 31st December 2025 and other relevant information and the report was issued on June 04, 2025. They rated the bank as AA- in the long term is adjudged to be of High-Quality safety & credit quality and rated "ST-2" in the short term indicates high certainty of timely payment, short-term liquidity is sound and safety is almost like very small short-term obligation. Stable outlook indicates the rating is likely to remain unchanged.

Auditor's Report

The Board of Directors reviewed the Auditors' Report issued by the bank's External Auditor, M/S. Kazi Zahir Khan & Co, Chartered Accountants, based on their audit of the Financial Statements for the year ended 31st December, 2025. The Auditor issued an unqualified audit report, which means no material misstatements exist in the financial statements or there is no disagreement with management regarding the selection and application of accounting policies.

Appointments of Auditors

In accordance with the provisions of Section 210 of the Companies Act, 1994, the shareholders are authorized to appoint the auditors and determine their remuneration at the Annual General Meeting (AGM). Accordingly, the Board of Directors of the Bank

recommended the appointment of M/s. Kazi Zahir Khan & Co., Chartered Accountants, as the Auditor of the Bank for the year 2025 which was approved by the Shareholders at the 5th Annual General Meeting (AGM) of the Bank.

Recommendation of Dividend

Bengal Commercial Bank secured a total operating income of Tk.1,592,253,319 and after deduction of operating expenses and provisions the net profit after Tax stood at Tk. 372,320,399 in the year 2025. However, upon settlement of the statutory reserve @ 20% as per Section 24 of Bank Company Act, 1991 (as amended up to 2023), the Board of Directors of the Bank recommended 4.5% dividend (Cash @2.50% and Stock @2.00%) for the year 2025 to be distributed amongst the shareholders subject to approval in the upcoming AGM.

Acknowledgements

On the occasion of the 6th Annual General Meeting (AGM), the Board of Directors expresses sincere gratitude to the valued shareholders, customers, patrons, and well-wishers at home and abroad for their continued trust, confidence, and support. Your encouragement has been instrumental in strengthening the Bank's growth, resilience, and progress in an increasingly competitive banking environment.

The Board also extends its profound appreciation to the Government of the People's Republic of Bangladesh, Bangladesh Bank, Registrar of Joint Stock Companies & Firms (RJSC), and other regulatory authorities for their continued guidance, policy support, and constructive oversight.

We further acknowledge with gratitude the dedication, professionalism, and commitment of our management team and employees, whose collective efforts continue to uphold the Bank's vision and reputation.

The Board of Directors remains committed to strengthening corporate governance, transparency, and sustainable growth while delivering long-term value to all stakeholders.

Ameen.

On behalf of the Board of Directors



Md. Jasim Uddin
Chairman
Board of Directors

BGCB Products and Services

At present BGCB offers almost all the Deposit, Loan & Advances Products from its branches for collecting and utilization of funds or in other words, pooling resources and deployment of the said resources. The following products are available now:

Deposit Products of BGCB

1. Bengal Corp. Current Account
2. Bengal SME Current Account
3. Bengal Universal Account
4. Bengal Universal Account Payroll
5. Bengal Universal Account Staff
6. Bengal General Savings Account
7. Bengal Staff Savings Account
8. Bengal School Savings Account
9. Bengal Supreme Savings Account
10. Bengal Fixed Deposit Account - 3 Months
11. Bengal Fixed Deposit Account - 6 Months
12. Bengal Fixed Deposit Account - 01 Year
13. Bengal Fixed Deposit Account - 02 Years
14. Bengal Fixed Deposit Account - 03 Years
15. Bengal Fixed Deposit Account - 1 Month
16. Bengal Double Benefit Fixed Deposit Account
17. Bengal Evergreen Savings Account
18. Bengal Pay-roll Account
19. Bengal Nabanno Savings Account
20. Bengal Prothoma Savings Account
21. Bengal Wage Earners Savings Account
22. Bengal Probashi Savings Account
23. Bengal Freelancer Account
24. Bengal Prottasha Savings Account
25. Bengal SND Account
26. Bengal Fixed Deposit Account-100 Days
27. Bengal Fixed Deposit Account-200 Days
28. Bengal Fixed Deposit Account-400 Days
29. Bengal Advance Earning Deposit Account-02 Years
30. Bengal Advance Earning Deposit Account - 03 Years
31. Bengal Advance Earning Deposit Account-01 Year
32. Bengal Fixed Deposit Account- 90 Days
33. Bengal Monthly Earning Fixed Deposit Account-01 Year
34. Bengal Monthly Earning Fixed Deposit Account-02 Years
35. Bengal Monthly Earning Fixed Deposit Account-03 Years
36. Bengal Monthly Earning Fixed Deposit Account-04 Years
37. Bengal Monthly Earning Fixed Deposit Account-05 Years

Loan/ advances Products

1. Loans & Advances Product
2. Bengal Corporate Loan
3. Bengal SME/ CMSME /Finance
4. Bengal Micro Credit Facilities
5. Bengal Student Loan
6. Bengal Home Loan
7. Bengal Personal Loan
8. Bengal Auto Loan
9. Bengal Shonirbhor Loan

Other Services of BGCB

Besides these Bengal Commercial Bank PLC. the services including issuance of Payment Order, Certificates, Remittance, Utility Bills Collection, School Banking, Payroll Account, Internet Banking, SMS Banking facility and other necessary Banking Services.



Investor's Relation

The Company Secretary is the Officer of the Board and the Chief Compliance Officer of the Company. He is operationally responsible to the Board of Directors. He bears the responsibility of providing strategic and operational support to the Board of Directors, Management and the Shareholders of the Bank. He is also liable for maintaining effective working relationship with the Board of Directors, the Committee of the Directors and the Management as he acts in the capacity of Secretary to the Board and its Committees.



Md Humayun Kabir, FCS
company secretary

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Mr. Md. Humayun Kabir, FCS, Deputy Managing Director is the Company Secretary of Bengal Commercial Bank PLC. since inception of the Bank. Before joining in the services of Bengal Commercial Bank he was the Company Secretary of Social Islami Bank PLC. He also discharged the duties and responsibilities as Chief Executive Officer (CEO) of SIBL Securities Limited (a subsidiary of SIBL) in addition to his assignment in the Bank as Company Secretary of SIBL. Mr. Humayun bears an immense experience of more than 11 years as the Head of Share Department of Social Islami Bank PLC. before appointed as Company Secretary. He qualified 'Chartered Secretary' from the "Institute of Chartered Secretaries of Bangladesh (ICSB)" and became a Fellow member of the Institute. Mr Kabir has been elected Council Member of the Institute for the term 2025-2028. He is also discharging his responsibilities as the chairman of the Secretarial Practice Development Committee of the said Institute. He is well conversant in Companies Act, 1994 and various Regulatory and Corporate Affairs relating to the Banks and Capital Market as well. Mr. Humayun attended different Seminars, Workshop and Training Programs on Banking, Corporate Governance and on Capital Market issues both at home and abroad. Apart from his diverse role as Company Secretary, he is also the Secretary of the Executive Committee, Board Audit Committee and the Risk Management Committee of the Board of Directors of the Bank. He is also discharging his responsibilities as member of Senior Management Team (SMT), Management Committee (MANCOM), Strategic Vision Committee (SVC), National Integrity Strategy (NIS) Committee of the Bank. He is also acting as the 'Focal Point' of Central Customer Services & Complaint Management Cell (CSS&CMC) of the Bank. Mr. Kabir also discharging his responsibilities as the cluster Head of General Service Division, Liability Department and acting as CAMELCO of the Bank.



CORPORATE **GOVERNANCE**



Corporate Governance

Corporate Governance (CG) refers a set of principles, standards, or best practices by which companies are directed and controlled. It encompasses the mechanisms, processes, and relations by which corporations are regulated and operated. Corporate Governance implements balances of interests amongst the stakeholders of a particular company- including shareholders, senior management executives, customers, suppliers, financiers, the government, and the community.

Principles of Corporate Governance ensures equal treatment of shareholders and stakeholders equitably, transparency in the company's portfolios, accountability in the affairs and responsibilities of the company's leaders/Management.

Practicing strong Corporate Governance leads to improve the capability of making better decision- and operational efficiency within the organization. Good Governance helps identifying, managing, and mitigation of risk issues involved in the business of a company which encourage long-term strategic planning and sustainable business growth.

However, establishing Corporate Governance is important for ensuring that companies are running efficiently, transparently, and are working for the best interests of all of its stakeholders. Strong governance frameworks not only enhance corporate performance and accountability but also contribute to overall economic stability and growth. Bengal Commercial Bank believes in good governance that refers a harmony between agent and principal aiming to achieve a win-win situation from the both ends.

1. Corporate Governance Framework

Fairness, Independence, Accountability, Transparency and Responsibility are the minimum standard of acceptable corporate behavior today. The Board alongwith the Management endeavors to strike and deliver the highest governing standards for the benefit of its stakeholders. In the sphere of Bengal Commercial Bank, due importance is given to all the parameters of corporate governance such as best Board Practice, Controlled Environment, Transparent disclosures, Well-defined Shareholders' Rights etc. All our Banking activities are guided by the key principles of good governance.

2. Vision, Mission, and Values of the Bank

The Vision, Mission, and Value statements are crucial to communicating with the three Ws (who, what and why) for organization to corporate management, employees and to the users of the services. These are developed by leaders with

inspiring words to convey the purpose, direction and driving forces of their organization clearly and concisely. By creating clear, meaningful and reflective statements, organizations powerfully communicate its intentions & motivate and inspire the employees to ensure proper understanding about the objectives of the organization, to the consistent everyday decisions and to step towards the new directions. Bengal Commercial Bank drives for being a bank of trust and reliability for ensuring sustainable economy promoting "Inspiring Growth".

3. Board of Directors

As a Banking Company Bengal Commercial Bank PLC. has been complied all sorts of Orders/ Directives/Circulars/Notifications/ Rules issued by Bangladesh Bank from time to time. The Bank follows the provision of the Companies Act, 1994 (as amended upto 2020) and Bank Companies Act, 1991(as amended up to 2023) in respect of appointment of Directors, vacation of office of Director etc. At the time of appointment of directors, the knowledge, skills and experience in business and other areas are given priority as provided in the said Acts which are necessary to make the affairs functional of the Board.

Total number of Directors of Bengal Commercial Bank PLC. is 16 (sixteen) including 2 (two) Independent Directors which is within the compliance limit of the provision of Bank Companies Act, 1991 (amended upto 2023) and all the Directors are holding sufficient number of shares of the total paid-up capital of the Bank. The Board members of Bengal Commercial Bank are highly competent and professional in the arena of Banking, Business and Industry.

The Board approves and reviews different policies and business plans in line with six core risk management guidelines with an ultimate target to achieve the goals whereas the administrative and execution powers lie with the management team of the bank which is headed by the Managing Director.

4. Director's Appointment, Election and Re-election

Directors including Independent Directors are appointed considering the relevant provision of the Companies Act, 1994, Bank Company Act, 1991 (amended up to 2023), Corporate Governance Code of BSEC, Guidelines/Circulars of Bangladesh Bank and Articles of Association of the Bank. The Managing Director is appointed for a minimum period of 03(three) years subject to approval from Bangladesh Bank.

5. The Chairman of the Board of Directors

The Chairman of the Board of Directors of Bengal Commercial Bank has been elected through direct participation of the members of the Board. The Chairman of the Board does not personally possess the jurisdiction to apply policy making or executive authority, he does not participate in or interfere into the administrative or operational and routine affairs of the Bank. The Chairman conducts on-site inspection of Bank branch(s) and look into different financing activities under the purview of the oversight responsibilities of the Board. He calls for any information relating to Bank's operation and asks for investigation into any such affairs; he submits such information or investigation report to the meeting of the Board or the Executive Committee, if deemed necessary. The Chairman with the approval of the Board, takes necessary actions thereon in accordance with the set rules through the Managing Director. However, any complain against the Managing Director is to be appraised to Bangladesh Bank through the Board along with the statement of the Managing Director. Besides this, the Chairman may assume any other responsibility if the Board assigns within the purview of the Rules, Regulations, Acts and Articles of the Bank. The details responsibility of the Chairman is defined by the Board as directed by BRPD Circular No-02 dated 11th February, 2024. Md. Jashim Uddin, Sponsor Director is holding the position of the Chairman of the Board of Directors of the Bank who had been re-elected in 2026.

6. Non-Executive Director

All the Directors of Bengal Commercial Bank PLC. including the Chairman are Non-Executive Directors except the Managing Director. The Directors attend the Board meetings regularly and participate in the deliberation and discussions effectively. They actively involved in the matter of formulation of general strategies of the Bank.

7. Independent Directors and their independence

In compliance with the Corporate Governance Code issued by BSEC, Bank Company Act, 1991 (amended up to 2023) and BRPD Circular of Bangladesh Bank, the Board of Directors of Bengal Commercial Bank appointed 2 (two) Independent Directors in its Board and one of whom is the Chairman of the Board Audit Committee of the Bank. The Independent Directors are conversant in the field of finance, regulatory and corporate laws; enjoy full freedom to carry out their assigned responsibilities. As per provisions of BRPD Circular No.03 dated 14th February, 2024, the Audit Committee is formed electing the Chair from Independent Directors. As an Independent Director, the Chairman of the Audit Committee enjoys full freedom to carry out the Committees' assigned responsibilities.

8. Role of the Chairman and the Managing Director are separate

In compliance with the Corporate Governance Code- 2018 issued by BSEC, we report that the functional responsibilities of the Chairman of the Board and the Managing Director are kept separated and independent from each other.

9. Induction & Training of the Directors

New Directors and existing Directors are likely to have some key information in case of first and consecutive appointment. They should have updated knowledge about the latest position of the Bank and all related rules and regulations. They also participate in the programs and seminars organized by various professional bodies at home and abroad on business, economic, technical, professional and corporate governance issues.

10. Code of conduct of the Chairman

A Chairperson of the Board of Directors of the Bank holds the most power and authority in the Board of Directors and provides leadership to the Bank. The Chair of the Board ensures that the firm's duties to shareholders are being fulfilled by acting as a link between the Board and Senior management. The Chairman of the Board in compliance with the BRPD Circular No.02 dated 11th February, 2024 conducts the following Roles and Responsibilities of the Bank:

- a) Act as leader of Board and apply governance in the Board to ensure Director's effectiveness, and discussion are made in a timely manner for appropriate decision of any issues;
- b) Establish standard corporate governance practices and procedures and promotes the highest standards of integrity & probity particularly at Board activities.
- c) Ensures that there is effective communication with shareholders, and Director for developments of understanding of the stakeholders' views.
- d) Promotes effective relationships and open communication, and creates an environment that allows constructive debates regarding proposals apprised aiming to betterment of the Bank.
- e) As the Chairman of the Board of Directors does not personally possess the jurisdiction to apply policy making or executive authority, he does not participate in or interfere into the administrative or operational and routine affairs of the Bank.
- f) The Chairman establishes the environment to nourish the sense of Corporate Governance within the organization.
- g) The Chairman guides the Bank to appear as an organization valuing business ethics and social responsibilities.

11. Code of Conduct of Managing Director.

The Managing Director is an ex-officio Board member as provided under the Articles of Association of the Bank and the directives of Bangladesh Bank. In order to strengthen the financial base of the bank and obtain confidence of the depositors, appointment of an honest, efficient, experienced and suitable Chief Executive is one of the prior responsibilities of the Board of Directors. In order to ensure good governance, bank follows the guidelines enumerated below while appointing the MD and in devising the role-responsibilities and authorities of the him.

12. Rules and regulations for appointment of Managing Director

12.1 Qualification

Morality: In case of appointment to the post of Managing Director, satisfaction in respect of the concerned person should be ensured to the effect that -

- a) He has not been convicted by any Criminal Court of Law;
- b) He has not been punished for violating any rules, regulations or procedures/norms set by any Regulatory Authority;
- c) He was not associated with any such company/organization, registration or license of which has been revoked.

12.2 Experience and Suitability

- a) For appointment as Chief Executive, the concerned person must have experience in banking profession for at least 15 (fifteen) years as an active officer and at least 02 (two) years' experience in a post immediate below the Managing Director of a bank;
- b) He must have at least a Master's degree from any recognized university. Higher academic education in the field of Economics, Banking and Finance or Business Administration will be treated as additional qualification for the concerned person.
- c) In respect of service, the concerned person should have excellent record of performance.
- d) It must be ensured that the concerned person was not dismissed from service when he was chairman/director/official of any company;
- e) Any director of any bank or financial institution or any person who has business interest in the bank concerned will not be eligible for appointment to the post of Managing Director.
- f) The concerned person was not involved in any illegal activity while performing duties in his own or banking profession;
- g) He has not suspended payment to creditors or has not

compromised with his creditors to be relieved from debt or he is not a loan defaulter;

- h) He is not a tax defaulter;
- i) He has never been adjudicated as an insolvent.

12.3 Age Limit

No person crossing the age of 65 years shall hold the post of Managing Director of a bank.

12.4 Tenure

The tenure of the Managing Director shall be for at least 03 (three) years, which is renewable. If the candidate has less than 03 years left to attain 65 years, he/she can be appointed for that particular period of time.

12.5 Duties and Responsibilities

The Managing Director of the Bank, whatever name called, shall discharge the responsibilities and affect the Authorities as follows:

- a) In terms of financial, business and administrative authorities vested upon him by the Board, the MD shall discharge his own responsibilities. He shall remain accountable for achievement of financial and other business targets by means of business plan, efficient implementation thereof and prudent administrative and financial management.
- b) The MD shall ensure compliance of the Bank Company Act, 1991 and other relevant laws and regulations in discharging routine functions of the bank.
- c) At the time of presenting any memorandum in the Board Meeting or Board Committee Meeting, the MD must point out if there is any deviation from the Bank Company Act and other relevant laws and regulations.
- d) The MD shall report to Bangladesh Bank any violation of the Bank Company Act, 1991 or of other laws/regulations.
- e) The authority for recruitment and promotion of all staff of the Bank except those in the two tiers below him shall rest on the MD. He shall act in such cases in accordance with the approved service rules on the basis of the human resources policy and sanctioned strength of employees as approved by the Board.
- f) The authority relating to transfer of and disciplinary measures against the staff, except those at two tiers below the MD, shall rest on him, which he shall apply in accordance with the approved service rules.
- g) The Authority relating the preparation of financial statements along with different reports in line with the requirement of primary and related regulatory bodies lies on MD. He has the

authority to ensure publishing Annual Report maintaining true picture of the company's performance.

- h) The Managing Director is an Executive Ex-Officio Director who can play a vital role to establish corporate governance within the organization by complying all respective rules and regulations. Bengal Commercial Bank PLC. has adopted the code of conducts of the Managing Director aiming to guide its Board of Directors in fulfilling their duties and responsibilities to the Bank. BGCB believes that the Board is co-operatively responsible for promoting the success of the Bank by directing and supervising the entire affairs of the Bank effectively.

13. Code of Conduct of the Board of Directors

In Banking affairs where Code of Conduct plays very significant role in broader aspect. This Code of Conduct is prepared in compliance with the guidelines of Bangladesh Bank and it is neither conclusive nor final document; in contradiction with any laws, guideline, notification, there will be scope of changing, altering and addition from time to time when it deems fit.

13.1 Formation of Board of Directors

As per Section 15 of the Bank Company Act, 1991 (Amended up to 2023) includes provisions for prior approval of Bangladesh Bank before appointment of new Directors, as well as dismissal, termination or removal of any director from the post; director's fit & proper criteria; maximum number of directors; appointment of independent directors; appointment of maximum 03(three) members from a family as director; etc.

13.2 Appointment of New Director

The Bank shall appoint new director(s) under section 15(4) of the Bank Company Act, 1991 (amended up to 2023) and prior approval shall be obtained from Bangladesh bank in compliance with BRPD Circular No.02 dated 11th February, 2024.

13.3 Vacation of Office of Director

The office of Director shall be vacated according to the provisions specified in section 108(1) of the Companies Act, 1994 (as amended upto 2020). Besides, when a Director of the Bank becomes defaulter and does not repay the loan within two months after getting a notice under section 17 of the Bank Company Act 1991(as amended upto 2023); provides false statement at the time of appointment; or fails to fulfil the minimum eligibility criteria, the office of the Director will be vacated.

If the office of a Director is vacated by a notice under the section 17 of Banking Companies Act, 1991 the person will not be eligible to become a director of the bank for one year from the date of repayment of the total amount due to the bank.

Bangladesh Bank can remove a Director or Chairman of a Bank, for conducting any kind of activities that is detrimental to the interest of the Bank's depositors or against the public interest under Section 46 and can replace the Board of a Bank Company under Section 47 of Bank Company Act, 1991.

13.4 Removal of Directors from office

As per Section 15 of the Bank Company Act, 1991 (Amended up to 2023) and Bangladesh Bank's Circular include provisions and instructions for prior approval of Bangladesh Bank before appointment of new Directors, as well as dismissal, termination or removal of any Director from his/her office. In this case, the removal will be effective from the date of Bangladesh Bank's approval.

13.5 Retirement of Director

In compliance with Regulation 79 and 81 of Schedule-I of the Companies Act, 1994 (amended upto 2020) one-third of the Directors of the Board (who are longest in office) retired from their office in the 5th Annual General Meeting (AGM) held on 29th June -2025 for retirement and re-election as per aforesaid provisions of law. Moreover, the provisions 119 & 120 of the Articles of Association of the Bank also describe the same in respect of retirement and re-election of the Directors in the AGM of the Bank.

13.6 Information Regarding Directors

In compliance with the BRPD Circular-02 dated 11th February, 2024 the Banks are advised to-

- Communicate an updated list of Bank's Directors to BRPD. The Banks are also advised to send a directors' list to other banks or financial institutions immediately after the appointment or release of Director.
- Banks should display a list of Directors in the website and update it on a regular basis.

14. Responsibilities of the Board of Directors

To ensure good governance in the Bank Management, the Bank Company Act, 1991 (amended up to 2023) under Section 15 (kha) & (ga) and BRPD Circular No.02 dated 11th February, 2024 illustrated responsibility of the Board of Directors for establishing policies for the Bank Company, Risk Management, Internal Controls, Internal Audit and Compliance and for ensuring their implementation.

14.1 Authorities of the Board of Directors

- I. The Board shall determine the Objectives and Goals and to this end shall chalk out strategies and work-plans on annual basis. It shall specially engage itself in the affairs of making strategies consistent with the Determined Objectives and Goals and in the issues relating to structural change and reformation for enhancement of institutional efficiency and other relevant policy matters. It shall analyze/monitor the development of implementation of the Work-Plans on quarterly basis.
- II. The Board shall have its analytical review incorporated in the Annual Report as regards to the success/failure in achieving the business and other targets as set out in its annual workplan and shall apprise the Shareholders for their opinions/recommendations on future plans and strategies. It shall set the Key Performance Indicators (KPIs) for the MD & Officers immediate two tiers below the MD, and have it evaluated from time to time.

14.2 Credit and Risk

- i. The policies, strategies, procedures etc. in respect of appraisal of loan/investment proposal, sanction, disbursement, recovery, reschedule and write-off thereof shall be made with the Board's approval under the purview of the existing laws, rules and regulations. The Board shall specifically distribute the Power of Sanction of loan/investment and such distribution should desirably be made among the MD and his subordinate executives as much as possible. No Director, however, shall interfere, direct or indirect, into the process of loan approval.
- ii. The Board shall frame policies for Risk Management and get them complied and shall monitor the compliance at quarter basis and review the concerned report of the Risk Management team and shall incorporate in the Minutes of the Board meeting. The Board shall monitor the compliance of the guidelines of Bangladesh Bank regarding key risk management.

14.3 Internal Control

The Board shall be vigilant on the internal control system of the bank in order to attain and maintain satisfactory qualitative standard of its loan/investment portfolio.

The Board will establish such an internal control system so that the Internal Audit Process can be conducted independently from the management. It shall review the reports submitted by its audit committee on quarter breaks regarding compliance of recommendations made in internal and external audit reports and the Bangladesh Bank inspection reports. The Board Audit

Committee ensures controlling different internal issues through proper supervision of ICCD of the Bank. Bengal Commercial Bank comprises a fully equipped ICCD for ensuring proper compliances.

14.4 Human Resources Management and Development

- i. Policies relating to recruitment, promotion, transfer, disciplinary and punitive measures, human resources development etc. and service rules are framed and approved by the Board. The Chairman or the Directors are in no way involve themselves or interfere into or influence over any administrative affairs including recruitment, promotion, transfer and disciplinary measures as executed under the set service rules. No member of the Board of Directors is included in the selection committees for recruitment and promotion in different levels. Recruitment, promotion, transfer & punishment of the officers immediate two tiers below the MD however rest upon the Board. Such recruitment and promotion are carried out complying with the service rules i.e., policies for recruitment and promotion.
- ii. The Board focuses its special attention to the development of skills of bank's staff in different fields of its business activities including prudent appraisal of loan/ investment proposals, and to the adoption of modern electronic and information technologies and the Introduction of effective Management Information System (MIS).
- iii. The Board gets these programs incorporated in its annual work plan. The Board composes Code of Ethics for every tier and they follow it properly. The Board introduced healthy code of conducts for developing a compliance culture.

14.5 Financial Management

- i. The Board shall finalize the Annual Budget and statutory financial statements by the approval of the Board members. It shall on quarterly basis review/monitor the positions in respect of bank's income, expenditure, liquidity, nonperforming asset, capital base and adequacy, maintenance of loan loss provision and steps taken for recovery of defaulted loans including legal measures;
- ii. The Board introduces policies and procedures for bank's purchase and procurement activities and accordingly approves the distribution of power for making such expenditures. The Maximum possible delegation of such power of expenditures is rested on the MD and his subordinates. The decision on matters relating to infrastructure development and purchase of land, building, vehicles etc. for the purpose of bank's business shall, however, is adopted with the approval of the Board;

- iii. in Bengal Commercial Bank, the Board reviews whether an Asset-Liability Committee (ALCO) has been formed and is working according to Bangladesh Bank guidelines.

15. Meeting of the Board of Directors

As per requirement and desire of the Hon'ble Chairman of the Board of Directors, required number of Board Meeting were held in the year 2025 where discussion and approval were accorded on business proposals, review business strategy, different policy of the Bank, financial performance, compliance and governance, risk management issues etc. as well as reports on matters deliberated by the respective committees.

Meeting papers on the proposals and reports are delivered to the Directors well ahead of the meetings, giving them sufficient time to evaluate the proposals and if necessary, request additional information. This enables the Board to function and discharge their responsibilities effectively. The minimum information required for the Board to make an informed and effective decision includes background, objective, key issues, rationale, financial and non-financial impact of the proposal. Proceedings and resolutions taken by the Board are recorded as Minutes of the meeting signed by the Chairman of the meeting and is sent to Bangladesh Bank within the stipulated time of 07 (Seven) days of holding the meeting.

The decisions taken or the resolution adopted by the Board are disseminated by the Company Secretary to whom such decision relates, for its onward implementation. As per Companies Act 1994, every company is required to hold minimum 4 (four) Board of Directors meeting in a year wherein they shall meet at least once in every three months. Board of Directors may meet once or more than once in a month if necessary. A total 11 (Eleven) numbers of Board meetings were held during the period under report all such meeting related papers, documents, memo, attendance & honorarium registers, minutes etc. are being maintained in good condition by the Board Secretariat of the Bank.

15.1 Attendance of BOD Meeting

During the year 2025 total 11 (eleven) nos. of Meeting of Board of Directors were held.

15.2 Duality of Chairperson of the Board of Directors and Director

- i. The positions of the Chairperson of the Board and the Managing Director (MD) and/or Chief Executive Officer (MD) of Bengal Commercial Bank are filled by different individuals;
- ii. The Managing Director (MD) and/or Chief Executive Officer (MD) of the Bank does not hold the same position in another Listed Company;
- iii. The Chairperson of the Board is elected from the non-executive directors of the Company;
- iv. The Board has clearly defined respective roles and responsibilities of the Chairperson and the Managing Director and/or Chief Executive Officer;
- v. In the absence of the Chairperson of the Board, the Vice-Chairman presided over the Board Meeting. If both of them remains absent in the meeting the remaining members elect one of themselves from non-executive Directors as Chairperson for that particular Board's Meeting; the reason of absence of the regular Chairperson is duly recorded in the minutes.

15.3 Confidentiality

Each Director, during his or her tenure as a director and after leaving the Board, must maintain the confidentiality of information entrusted to him or her by the Bank and its customers, except when disclosure is required by law or regulation, or is otherwise expressly authorized in advance by the Board or the Bank's Legal Department. Confidential information includes all non-public information that might be used by the Bank's competitors, or that, if disclosed, might be harmful or may affect the interests of the Bank and other parties who have business dealings with the Bank, or its customers. It also includes information that customers and vendors have entrusted to the Bank.

15.4 Independence of the Directors

There is broad consensus regarding the importance of active engagement of the Directors in guidance and formulation of policies for the Bank, independence does not lend itself to precise definition. It is in large part dependent on the particular governance function being performed by the Directors. A Director's role includes two principal functions: decision-making function and an oversight function. The decision-making function involves actions taken at a particular point of time, while the oversight function involves ongoing monitoring over a period of time. In the context of the Board's decision-making function, the question of independence necessarily requires a case-by-case evaluation based on the facts and circumstances surrounding the particular subject before the Board. Generally, the analysis focuses on whether the Director is able to base his or her decision on the corporate merits of the subject rather than extraneous considerations or influences.

15.5 Conflicts of interest

Directors are expected to make business decisions on behalf of the Bank having free from conflicting outside interests. It is a violation of Code and Bank's policies to foster personal or business interests (or those of others with whom such persons have a personal or business relationship) at the expense of the Bank. Although it is impossible to cover every potential conflict of interest situation, a potential conflict exists whenever a Bank's Director has an outside interest, directly or indirectly, which conflicts with their duty to the Bank or adversely affects their judgment in discharging of their responsibilities at the Bank. The appearance of a conflict of interest may be just as damaging to the Bank's reputation as a real conflict of interest and may be difficult to discern. The Bank's Directors are expected to objectively assess their actions periodically to determine whether a reasonable, disinterested observer, a customer, a supplier, a shareholder, an acquaintance, or a government official would have grounds to believe a conflict of interest exists.

15.6 Independence of the Chairman of all Board Committees

All the Sub-Committees are formed consisting the members of the Board of Directors. The Chairman of the Committees are elected by the Board. Each Committee has full freedom to carry out their assigned responsibilities independently. The Chairman of the Committees, with their own jurisdiction with the support of the Committee members, takes the necessary decision regarding different agenda as they deem fit. But they do not participate in or interfere into the administrative or operational or routine affairs of the Bank. They strictly ensure confidentiality of the Bank's agenda papers, discussions at the Board/Committee Meetings, Notes and Minutes.

16. Directors' Remuneration

The Directors do not receive any type of remuneration and incentive from the Bank. They are only paid meeting attendance fees, travelling and living expenses incurred for attending in the Board meeting and other Sub-Committee meetings as per Circular of Bangladesh Bank.

Bengal Commercial Bank pays remuneration to its directors based on the guidelines of Bangladesh Bank and other applicable laws.

17. Board committees

As per instruction of BRPD Circular No.02 date: 11th February 2024 of Bangladesh Bank, the Board constituted 03(three) sub-committees which is enclosed at **Annexure-A** with the Annual Report-2025.

17.1 Executive Committee (EC)

The Board constituted the Executive Committee (EC) which conducts their responsibility as per Terms of Reference (TOR) determined by the Board of Directors of the Bank.

The Executive Committee of the Board approves credit proposals as per approved policy of the Board. The management ensures due diligence of the credit policy and Risk Management guidelines at the time of submitting the credit proposals.

17.2 Audit Committee of the Board

Audit Committee is one of the sub-Committees of the Board which plays a pivotal role in assisting the Board to perform its responsibilities. The Committee is guided by the TOR as set by the Board of Directors of the Bank in line with the BPRD Circular-02 dated 11th February, 2024 of Bangladesh Bank. The Audit committee is chaired by an Independent Director. The Company Secretary acts as the secretary of the Committee. The role of the Audit Committee of the Bank includes the following:

- Oversee the financial reporting process.
- Monitor Internal Control Risk Management process.
- Oversee hiring and performance of external auditors. Meeting with the external auditors to discuss about the audit plan.
- Review the annual financial statements along with the management, before submission to the Board for approval.
- Review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval.
- Review the adequacy of internal audit function.

17.2.1 Report of the Board Audit committee

A report of the Board Audit Committee is attached with the Annual Report separately.

17.3 Risk Management Committee of the Board

Apart from the Executive Committee and Audit Committee of the Board, a Risk Management Committee has constituted which is responsible for planning and guiding on overall Risk Management of the Bank. Key areas of responsibilities of the Committee are as under:

- Risk identification and control policy;
- Designing the organizational structure to manage risk within the Bank;
- Construction of organizational structure;
- Review, analysis and recommendation for approval of Risk Management Policy;
- Monitoring the implementation of overall Risk;
- Enforcing and using adequate record keeping and reporting systems;

18. Proposed Dividends and Appropriation of Profit

Bengal Commercial Bank secured a total net profit after Tax amounting to Tk.37,23,20,390/- The Board of Directors of the Bank recommended 4.50% dividend (Cash 2.50% + Stock 2.00%) for the year 2025 to be distributed amongst the shareholders subject to approval in the upcoming 6th AGM.

19. Delegation of Power

The Board has delegated appropriate finance and business power to the Management. In order to ensure proper functioning and quick disposal of credit proposal, Board has delegated required authority to the Executive Committee of the Board to approve proposal within a certain limit.

20. Director's Shareholding Pattern

In compliance with BSEC Notifications dated 22 November 2011 and 07 December 2011, all the eligible Directors (other than Independent Directors) of BGCB have been holding required percentage of shares individually and jointly. A statement of shareholding of the sponsors is disclosed in the Annual Report at Annexure-B with the report.

20.1 Shareholding of MD, CS, CFO, Head of ICC and top 5 salaried Executives

The MD, CS, CFO and Head of ICCD do not hold any shares of Bengal Commercial Bank PLC. in any form

21. Chief Financial Officer (CFO), Company Secretary (CS) and Head of ICC

Chief Financial Officer (CFO), Head of Internal Control & Compliance Division (ICCD) and Company Secretary (CS) are being appointed under the purview of rules and regulation of the policy of the Bank and other regulatory laws and regulations. They are well conversant in the field of finance, Regulatory and Corporate laws to carry out their assigned responsibilities properly. The Board of Directors of the Bank clearly defined and approved the respective roles, responsibilities and duties of Chief Financial Officer (CFO), Company Secretary (CS) and Head of Internal Control & Compliance Division (ICCD). The CS of the Bank remains present in the meetings of the Board of Directors as Circular of Bangladesh Bank provided that the other concerned officials attend the meeting on particular issue upon requirement of the Board.

22. Management and its Committees

Management Team of the Bank is formed headed by the Managing Director. Several Management Committees have also been formed to handle the Banking operation and identify and manage the risk associated issues with the affairs of the Bank. The following are the Key Management Committees: Senior Management Team (SMT), Asset Liability Committee (ALCO), Credit Committee, Purchase Committee, Anti-Money Laundering Committee, Investment Committee, Basel Implementation Committee etc.

23. Regulatory Compliance/Disclosure

The primary regulator of the Bank is Bangladesh Bank. Besides, Registrar of Joint Stock Companies and Firms (RJSC&F) also act as Regulator for Bengal Commercial Bank PLC. Bengal Commercial Bank ensures guidelines on submission of Financial Statements and other reports ensuring timeliness, completeness, transparency, accountability, accuracy on timely basis. Board of Directors of the Bank ensures disclosures for the shareholders through Annual Report or other special disclosures if required.

24. Report on Business Concern

A Statement of Business concerns wherein the Directors have got interest is attached with this Report at Annexure-C. The related party doesn't enjoy any preferred facility or concession from the viewpoint of approval process, rate or cost charged; action taken for any non-compliance etc. A statement of business concerns of the directors is disclosed in the annual report.

25. External Audits

The External Auditors are appointed by the shareholders with the recommendation of the Board of Directors. External Auditor audited sufficient number of branches and Head Office as part of the annual audit program. Auditors covered 80% of risk weighted assets of the Bank. They have also discussed with the Management and Audit Committee of the Board on various issues including Internal Control and Compliance issues. Suggestions of the auditors are given due consideration and are implemented by the Management. Before presenting to the shareholders, the report is reviewed by the Audit Committee and by the Board. Before recommending to the shareholders for appointment as auditors, the Board considers the level of independence and integrity of the external auditors. Complying with provision of Corporate Governance Code-2018 issued by BSEC, we declare that M/s Kazi Zahir Khan & Co., Chartered Accountants, involved in statutory audit and was not engaged in any of following services during 2025:

Appraisal or valuation services or fairness opinions.

- Financial information system design and implementation.
- Book keeping or other services related to accounting records financial statements.
- Broker-dealer service.
- Actuarial services.
- Internal audit services.
- Audit/certification services on compliance of corporate governance guidelines issued by BSEC.

M/s Kazi Zahir Khan & Co., Chartered Accountants was recommended for appointment as the External Auditor of the Bank by the Board of Directors in its 55th Board of Directors Meeting held on 28th July 2026 till holding the 7th AGM of the Bank. Section 210 of the Companies Act of 1994 empowers shareholders to appoint the auditor and set their remuneration in the AGM.

26. Information Availability website

The full text of the Annual Report 2025 including other financial reports are available in the company's website www.bgcb.com.bd

27. Review of Internal Control & Compliance System

BGCB has a sound system of internal control to safeguard the stakeholders' interest. The Board of Directors retains the ultimate responsibility for its operations. The authority has been delegated to the Audit Committee for the review of the adequacy and effectiveness of the system of internal controls. Bank has a separate Division for Internal Control and Compliance. This division operates independently and has given responsibilities by the Board in line with the Bangladesh Bank guidelines. Under Internal Control & Compliance Division, there are three major units:

- (1) Audit & Inspection Unit
- (2) Compliance Unit and
- (3) Monitoring Unit.

A detail review of internal control system has been presented in "Directors' Report" of the Annual Report.

28. Risk Management

The Risk Management Division (RMD) of Bengal Commercial Bank is responsible for management, integration and monitoring of all risks within the risk appetite set by the Risk Management Committee (RMC). The Risk Management Committee (RMC) of the Board reviews and monitors the overall Risk Management

system of the Bank and updates to the Board from time to time. A complete Division namely Risk Management Division headed by the Chief Risk Officer (CRO) is functioning to response any sorts of risks arises in the Banks' affairs.

29. Decision Making Process for Approving Related-party Transactions

The Bank disclosed the related party transaction in its financial statement. For making decision of related party transaction, the process is same as applicable to the other stakeholders. Same process of selection is applied to related party for Bengal Commercial Bank PLC. by necessary approval from Bangladesh Bank, if required.

30. Rules and Procedures Governing Extraordinary Transactions

For making decision for extraordinary transaction, the Management takes the approval from the Board of Directors, if not covered within the Board approved financial delegation. In such cases, the Bank discloses the impact of extraordinary transaction (if any).

31. Process for Holding Annual General Meetings

Process for holding Annual General Meeting (AGM) is guided by the statute and regulatory guidelines of the country. All applicable guidelines are duly followed for holding Annual General Meeting of the Bank. In an AGM, generally some key decisions are approved by the shareholders i.e., financial statements, dividend, appointment of Directors, appointment of statutory auditors and fixation of their remuneration etc. In compliance with the provisions of Company Act, 1994, the Bank is going to hold its 6th Annual General Meeting (AGM) on 21st September, 2026.

32. A code of Conduct for Company Employees

For eminence corporate culture, all the employees should believe in same Code of Conduct. Bengal Commercial Bank follows a standard Code of Conduct for its employees (guided by Bangladesh Bank) which are also abide by the employees. By any means, no employee will play a role detrimental to the interest of the business, society and the country as a whole as set in the Code of Conduct and Ethics. *For more on Code of Ethics, a separate report has been enclosed with the Annual Report.*

33. Rules and Procedures Governing the Acquisition of Corporate control in Capital Markets

Investment in Capital Market by the Bank is regulated by the Bank Company Act, 1991 (amended up to 2023). For acquisition of corporate control in Capital Market, Bank follows internal investment policy within the regulatory framework. Bank also discloses the details of investment made in the Capital Market in its financial statements every year.

34. Communication to Shareholders and other Stakeholders

- Policy on Communication with Shareholders and Other Stakeholders: The Company Secretary of the Bank plays an instrumental role to make effective communication with its shareholders and other stakeholders. Shareholders and other stakeholders of the Bank may contact with Board Secretariat/Share Department during office hour for any sort of information and queries. Furthermore, BGCB provides updated and required information in its website from time to time for the shareholders and other stakeholders of the Bank;

- Mechanism to Provide Opinion, Recommendation by the Shareholder: The Bank publishes Annual/Half Yearly Reports, in newspapers for its stakeholders in a complete, fair, accurate, timely and understandable manner. Shareholders can also exercise their query rights or can provide any recommendations or direction to the Board of Directors at the Annual General Meeting and the Board remains open to answer all the queries of shareholders.
- Policy on ensuring Participation of Shareholders at AGM: To ensure effective and efficient participation of shareholders in AGM, the Bank circulates notice of AGM with necessary details within allotted timeframe of at least 21(twenty-one) days before of AGM date. Annual Reports are circulated as per provision of Companies Act 1994, so that shareholders would get sufficient time to go through the report and freely provide their valuable comments and suggestions in the AGM.



Sub-Committees of the Board of Directors of the Bank

1. EXECUTIVE COMMITTEE (EC):

Sl.	Name of the Directors	Designation
1.	Mr. Md. Shahabuddin	Chairman
2.	Mrs. Jesmin Akhter	Member
3.	Mr. Firoz Alam	Member
4.	Mr. Md. Iqbal Hossain Chowdhury	Member
5.	Tasmin Mahmud	Member
6.	Mr. Khawja Mahtab Uddin	Member

2. BOARD AUDIT COMMITTEE (BAC):

Sl.	Name of the Directors	Designation
1.	Prof. Md. Iftekharul Amin, Ph.D	Chairman
2.	Mr. A.N.M. Abul Kashem	Member
3.	Mr. Shamsul Alam	Member
4.	Mrs. Rokeya Khatun, FCA	Member

3. RISK MANAGEMENT COMMITTEE (RMC):

Sl.	Name of the Directors	Designation
1.	Engr. Ghulam Mohammed Alomgir	Chairman
2.	Mr. Firoz Alam	Member
3.	Mr. Shamsul Alam	Member
4.	Mr. Muhammad Jamaluddin	Member
5.	Mr. A.N.M. Abul Kashem	Member

SHAREHOLDING POSITION AS ON 31.12.2025						
Sl.	Name of Sponsor	Designation	Total Paid up amount (Tk.)	Total no. of Paid up Shares	Holding of Shares by each Director/Sponsor	Percentage (%)
1	Mr. Md. Jashim Uddin	Chairman	5,000,000,000	500,000,000	25,000,000	5.00
2	Max Infrastructure Ltd. (Representated by Engr. Ghulam Mohammed Alomgir)	Vice-Chairman	5,000,000,000	500,000,000	25,000,000	5.00
3	Mrs. Jesmin Akhter	Director	5,000,000,000	500,000,000	20,000,000	4.00
4	Mr. Firoz Alam	Director	5,000,000,000	500,000,000	22,250,000	4.45
5	Mr. Shamsul Alam	Director	5,000,000,000	500,000,000	22,250,000	4.45
6	Alhaj Mahbubul Alam	Director	5,000,000,000	500,000,000	25,000,000	5.00
7	Mr. Md. Shahabuddin	Director	5,000,000,000	500,000,000	25,000,000	5.00
8	Technomedia Ltd. (Representated by Dr. Subrata Ranjan Das)	Director	5,000,000,000	500,000,000	23,750,000	4.75
9	Mrs. Tasmin Mahmud	Director	5,000,000,000	500,000,000	25,000,000	5.00
10	Mr. S.M Faruqi Hasan	Director	5,000,000,000	500,000,000	24,770,000	4.95
11	B. Dash Japan Co. Ltd. (Representated by Mr. Md. Iqbal Hossain Chowdhury)	Director	5,000,000,000	500,000,000	25,000,000	5.00
12	KDS Textile Mills Ltd. (Representated by Mr. Muhammad Jamaluddin)	Director	5,000,000,000	500,000,000	25,000,000	5.00
13	Ilmeeyat Apparels Ltd. (Representated by Mrs. Rokeya Khatun, FCA)	Director	5,000,000,000	500,000,000	25,000,000	5.00
14	Starlight Sweaters Ltd. (Representated by Mr. Khajwa Mahtab Uddin)	Director	5,000,000,000	500,000,000	25,000,000	5.00
15	Mr. Dilip Kumar Agarwala	Sponsor	5,000,000,000	500,000,000	25,000,000	5.00
16	Mr.Md. Alomgir Parvez	Sponsor	5,000,000,000	500,000,000	25,000,000	5.00
17	Ramisha BD Ltd.	Sponsor	5,000,000,000	500,000,000	25,000,000	5.00
18	Bengal Plastics Ltd.	Sponsor	5,000,000,000	500,000,000	21,250,000	4.25
19	Engr. Md. Abu Noman Howlader	Sponsor	5,000,000,000	500,000,000	22,430,000	4.49
20	Mr. Mahmud Habib-E-Akbar	Sponsor	5,000,000,000	500,000,000	23,600,000	4.72
21	Mr. Mohammad Akram Hossain	Sponsor	5,000,000,000	500,000,000	11,000,000	2.20
22	Mr. Golam Nasir	Sponsor	5,000,000,000	500,000,000	3,700,000	0.74
23	Tasfia Jashim	Sponsor	5,000,000,000	500,000,000	2,500,000	0.50
24	Mr. Taseen Jashim	Sponsor	5,000,000,000	500,000,000	2,500,000	0.50
	Total				500,000,000	100

Business concern of the Directors:

SL	Name of the Subscribers	Position/ Designation	Business Concern
01.	Md. Jashim Uddin	Chairman	1. Vice-Chairman of Bengal Group of Industries; 2. Vice-Chairman – Bengal Media Corporation Limited (RTV) 3. Director- Bengal Windsor Thermoplastics Ltd. 4. Director-Romania Food and Beverage Ltd. 5. Managing Director- Bengal Plastics Limited 6. Managing Director- Power Utility Bangladesh Ltd. 7. Managing Director- Bengal Renewable Energy Ltd.
02.	Engr. Ghulam Mohammed Alomgir [Representative of Max Infrastructure Limited]	Vice Chairman	1. Chairman- MAX GROUP, one of the largest engineering conglomerates of Bangladesh; 2. Chairman- Max Industries Limited; 3. Chairman- Max Building Technologies Limited; 4. Managing Director- Max Power Limited; 5. Managing Director- Kushiara Power Company Ltd. 6. Managing Director-Max Electricity Generation Ltd.;
03.	Alhaj Mahbubul Alam	Director	1. Chairman - M. Alam Gas Station Ltd., 2. Chairman - Anowara Alam Foundation, 3. Chairman - Surgescope Hospital Ltd. 4. Managing Director - Alam Trading Corporation, 5. Managing Director – R.M. Enterprise, 6. Managing Director - M.M. Trading.
04.	Jesmin Akhter	Director	1. Director – Designer Fashion Ltd.; 2. Director - Bengal Melamine Limited; 3. Director- Designer Washing and Dyeing Ltd.
05.	Firoz Alam	Director	1. Director - Bengal Group of Industries; 2. Managing Director - Bengal Flexipak Ltd.; 3. Director - Bengal Plastics Ltd.; 4. Director – Bengal Media Corporation Limited (RTV); 5. Director – Bengal Windsor Thermoplastics Limited; 6. Director- Bengal Concept & Holdings Ltd.;

Business concern of the Directors...

SL	Name of the Subscribers	Position/ Designation	Business Concern
06.	Shamsul Alam	Director	1. Director - Bengal Group of Companies; 2. Director- Bengal Plastics Limited; 3. Director- Bengal Media Corporation Limited (RTV); 4. Director- Romania Food and Beverage Ltd.; 5. Director- Bengal Cement Limited; 6. Managing Director - Bengal Adhesive and Chemicals Products Ltd.
07.	Md. Shahabuddin	Director	1. Founder and Managing Director of Pacific Associates Ltd.; 2. Managing Director- Pacific RSF Associates Ltd. 3. Proprietor- R.S Enterprise; 4. Proprietor - General Business co.
08.	Dr. Subrata Ranjan Das [Representative of Technomedia Limited]	Director	Executive Director - Technomedia Ltd., one of the advanced IT supporting companies of Bangladesh;
09.	Tasmin Mahmud	Director	1. Director - Cotton Dyeing & Finishing Mills Ltd.; 2. Director - Cotton Line (BD) Ltd.; 3. Director - Cotton N Cotton Garments Industries Ltd.; 4. Director - Pacific Cotton Ltd.; 5. Director - BG Tel Limited.
10.	S.M. Faruqi Hasan	Director	1. Chairman & CEO - Protik Developers Ltd.; 2. Chairman & CEO - Protik Bone China Ltd.; 3. Chairman & CEO - Protik Energy & Refinery Ltd.; 4. Chairman & CEO - Protik Logistics Ltd.; 5. Chairman & CEO - Hotel Lake Castle Ltd.; 6. Managing Director & CEO - Protik Ceramics Ltd.
11.	Mr. Md. Iqbal Hossain Chowdhury [Representative of B. Dash Japan Co., Limited.]	Director	1. Chairman- Jams Trading Ltd.; 2. Director- B.Dash Japan Co. Ltd.; 3. Director - JAPASTY Co. Ltd.; 4. Managing Director- Creed Asia BD Co. Ltd.; 5. Managing Director- JCX Gold & Diamond
12.	Mr. Muhammad Jamaluddin [Representative of KDS Textile Mills Limited]	Director	KDS Textile Mills Limited is a sister concern of KDS Group which is a business conglomerates of following other concerns- • KDS Garment Industries Limited • KDS Hi-Tec Garments BD Limited • KDS Apparels Limited • KDS Fashion Limited • HN Garments Limited • KDS Accessories (KDS Accessories Limited)

Business concern of the Directors...

SL	Name of the Subscribers	Position/ Designation	Business Concern
13.	Rokeya Khatun, FCA [Representative of Imeeyat Apparels Limited]	Director	Imeeyat Apparels Ltd. is a concern of Sharmin Group under which the following major companies are operating- 1. Sharmin Apparels Ltd; 2. Sharmin Fashions Ltd.; 3. Sharaf Embroidery & Printing Ltd.; 4. A M Design Ltd.; 5. A.M. Fashions Ltd.; 6. Ishayat Fashions Ltd.; 7. Sharaf Washing & Dyeing Ind. Ltd.;
14.	Khawja Mahtab Uddin [Representative of Starlight Sweaters Limited]	Director	Starlight Sweaters Ltd. is a concern of Labib Group under which the following major companies are operating- 1. Matrix Sweaters Ltd.; 2. Sultana Sweaters Ltd.; 3. Labib Dyeing Mills Ltd.; 4. R & R Agro Complex Ltd.; 5. Nice Cotton Ltd.; 6. Labib Poultry & Fisheries Ltd.
15.	Prof. Dr. Md. Iftekharul Amin	Independent Director	N/A
16.	ANM Abul Kashem	Independent Director	N/A
17.	K.M. Awlad Hossain	Managing Director	N/A

Compliance Status of Bangladesh Bank's Guidelines on Corporate Governance

To ensure good governance i.e. Corporate Governance in bank management, Bangladesh Bank (BB) issued different circulars covering the broad areas as follows:

1. BRPD Circular No.02 dated 11 February 2024: Formation and responsibilities of Board of Directors (BoD).
2. BRPD Circular Letter No. 03 dated 14 February 2024: Appointment and Responsibilities of Independent Directors.
3. BRPD Circular Letter No. 05 dated 27 February 2024: Appointment and Responsibilities of Managing Director.
4. BRPD Circular Letter No. 19 dated 27 October 2013: Contractual appointment of Advisor and consultant. The summary of the BB guidelines and BGCB compliance thereto are presented below:

1. Formation and responsibilities of Board of Directors (BoD)

SN	Particulars	Compliance Status
1.0	Formation of Board of Directors: Prior approval of Bangladesh Bank before the appointment of new bank Directors, as well as dismissal, termination or removal of any director from the post; director's fit & proper criteria; maximum number of directors; appointment of independent directors; appointment of maximum 3(three) members from a family as director.	Complied
1.1	Appointment of New Directors: Every banking company, other than specialized banks, at the time of taking prior approval from Bangladesh Bank for appointing/reappointing directors should furnish the following documents along with the application:	
	a. Personal information of the nominated person	Complied
	b. Nominated person's declaration	Complied
	c. 'Declaration for confidentiality' by the nominated person	Complied
	d. In case of Independent director, a declaration of the director concern	Complied
	e. CIB report of the nominated person	Complied
	f. Updated list of Directors	Complied
1.2	Vacation of office of Director:	
	(a) The office of director shall be vacated according to the instructions specified in section 108(1) of the Companies Act, 1994. Besides, when a bank director becomes defaulter and does not repay the loan within two months after getting a notice under the section 17 of the Bank Company Act, 1991; provides false statement at the time of appointment; or fails to fulfill the minimum eligibility criteria, the office of the director will be vacated.	The Directorship of Mr. Engr. Md. Abu Noman Howlader was vacated under section 108(1) of the Companies Act, 1994
	(b) If the office of a director is vacated by a notice under the section 17 of the Bank Company Act, the person will not be eligible to become a director of the bank or any other bank or any financial institution for one year from the date of repayment of the total amount due to the bank. It is mentionable here that the dues can be adjusted with the shares held by the director in that bank. When a director receives a notice under section 17 of the Bank Company Act, 1991, he/she can't transfer his/her shares of that bank until he/she repays all the liabilities of the noticed bank or financial institution.	No such case
	(c) Bangladesh Bank can remove a director or chairman of a bank, except state owned banks, for conducting any kind of activities that is detrimental to the interest of the banks depositors or against the public interest under Section 46 and can supersede the Board of a banking company under Section 47 of Bank Company Act, 1991	No such case
1.3	Removal of Directors from office: With the prior approval of Bangladesh Bank, a bank director other than specialized banks can be removed from his office for the reason specified in its Articles of Association. For this purpose, the reason and grounds of the dismissal/removal and copy of the decision of the board and list of directors should be submitted to Bangladesh Bank. In this case, the removal will be effective from the date of Bangladesh Bank's approval.	No such case
1.4	Appointment of Alternate Director: An alternate director can be appointed to act for a director during his absence for a continuous period of not less than three months from Bangladesh. In this context, the following instructions should be followed:	Mr. Gazi Humayun Kabir was appointed as Alternate Director of Mr. S.M. Faruqi Hasan
	(a) Bank has to collect and properly maintain the documentary evidences relating to departure and arrival of the original director. If there is any exception, the chief executive officer should immediately inform it to Bangladesh Bank.	Complied

SN	Particulars	Compliance Status
	(b) The copy of the decision of the board regarding appointment of alternate director, with original director's probable returning date from abroad should be sent to Bangladesh Bank within 7 days of taking the decision and the director's arrival date must be intimated to Bangladesh Bank immediately after his return.	Complied
	(c) Any loan defaulter or any person who is not eligible to become a director as per any rules & regulation will not be appointed as an alternate director.	Complied
	(d) As appointment of alternate director is a temporary measure; therefore, he/she will not be included in any kind of committee constituted by the board.	Complied
	(e) While in the office, an alternate director or his/her affiliated organization will not get any kind of loan facilities from his bank. In case of previous loan, enhancement of limit or extension of time period or any kind of exemption or interest waiver will not be allowed. Moreover, all restrictions applicable to directors according to rules & regulations will also be applicable to the alternate director.	Complied
2	Depositor Director: As per appointment of director from depositors is no longer required. But, after complying regulation under sec 15(9) of the Bank Company Act, 1991 (amended up to 2018) bank can consider the tenure of existing depositor director or may appoint them as independent director.	No such case
3	Information regarding Directors: Banks are advised to take the following steps regarding directors information:	
	(a) Every bank should keep an updated list of bank directors.	Complied
	(b) Banks should send a directors' list to other banks or financial institutions immediately after the appointment or release of director.	Complied
	(c) Banks should display a list of directors on the website and update it on a regular basis.	Complied
4	Responsibilities of the Board of Directors (Board)	
4.1	Responsibilities and Authorities of the Board:	
a)	Work planning and strategic management	
	(i) The board shall determine the objectives and goals and to this end shall chalk out strategies and work-plans on annual basis. It shall specially engage itself in the affairs of making strategies consistent with the determined objectives and goals and in the issues relating to structural change and reformation for enhancement of institutional efficiency and other relevant policy matters. It shall analyze/monitor, at quarterly rests, the development of implementation of the work-plans.	Complied
	(ii) The board shall have its analytical review incorporated in the Annual Report as regards to the success/failure in achieving the business and other targets as set out in its annual work-plan and shall apprise the shareholders of its opinions/ recommendations on future plans and strategies. It shall set the Key Performance Indicators (KPIs) for the CEO & officers immediate two tiers below the CEO, and have it evaluated from time to time.	
b)	Credit and risk management	
	(i) The policies, strategies, procedures etc. in respect of appraisal of loan/investment proposal, sanction, disbursement, recovery, reschedule and write-off thereof shall be made with the board's approval under the purview of the existing laws, rules and regulations. The board shall specifically distribute the power of sanction of loan/investment and such distribution should desirably be made among the CEO and his subordinate executives as much as possible. No director, however, shall interfere, direct or indirect, into the process of loan approval.	Complied
	(ii) The board shall frame policies for risk management and get them complied with and shall monitor the compliance at quarterly rests and review the concerned report of the risk management team and shall compile in the minutes of the board meeting. The board shall monitor the compliance of the guidelines of Bangladesh Bank regarding key risk management.	

SN	Particulars	Compliance Status
c)	Internal Control Management	
	The board shall be vigilant on the internal control system of the bank in order to attain and maintain satisfactory qualitative standard of its loan/investment portfolio. The board will establish such an internal control system so that the internal audit process can be conducted independently from the management. It shall review the reports submitted by its audit committee at quarterly rests regarding compliance of recommendations made in internal and external audit reports and the Bangladesh Bank inspection reports.	Complied
d)	Human Resources (HR) Management and Development	
	(i) Policies relating to recruitment, promotion, transfer, disciplinary and punitive measures, human resources development etc. and service rules shall be framed and approved by the Board. The chairman or the directors shall in no way involve themselves or interfere into or influence over any administrative affairs including recruitment, promotion, transfer and disciplinary measures as executed under the set service rules. No member of the board of directors shall be included in the selection committees for recruitment and promotion to different levels. Recruitment, promotion, transfer & punishment of the officers immediate two tiers below the CEO shall, however, rest upon the board. Such recruitment and promotion shall have to be carried out complying with the service rules i.e., policies for recruitment and promotion. (ii) The board shall focus its special attention to the development of skills of bank's staff in different fields of its business activities including prudent appraisal of loan/investment proposals, and to the adoption of modern electronic and information technologies and the introduction of effective Management Information System (MIS). The board shall get these programs incorporated in its annual work plan. (iii) The board will compose Code of Ethics for every tier and they will follow it properly. The board will promote healthy code of conducts for developing a compliance culture.	Complied. The Board does not interfere in the internal issues of Management rather reviews the HR Policy from time to time.
e)	Financial Management	
	(i) The annual budget and the statutory financial statements shall be finalized with the approval of the Board. It shall at quarterly rests review/monitor the positions in respect of bank's income, expenditure, liquidity, non-performing asset, capital base and adequacy, maintenance of loan loss provision and steps taken for recovery of defaulted loans including legal measures. (ii) The Board shall frame the policies and procedures for bank's purchase and procurement activities and shall accordingly approve the distribution of power for making such expenditures. The maximum possible delegation of such power of expenditures shall rest on the CEO and his subordinates. The decision on matters relating to infrastructure development and purchase of land, building, vehicles etc. for the purpose of bank's business shall, however, be adopted with the approval of the board. (iii) The Board will review whether an Asset-Liability Committee (ALCO) has been formed and it is working according to Bangladesh Bank guidelines.	Complied
f)	Appointment of Chief Executive Officer (CEO): In order to strengthen the financial base of the bank and obtain confidence of the depositors, one of the major responsibilities of the Board of directors is to appoint an honest, efficient, experienced and suitable CEO or Managing Director. The Board of directors will appoint a suitable CEO with the approval of Bangladesh Bank.	Complied
g)	Other responsibilities of the Board: The board should follow and comply with the responsibilities assigned by Bangladesh Bank.	Complied. The Board of Directors comply with the required instruction Circulated by Bangladesh Bank from time to time.

SN	Particulars	Compliance Status
4.2	Meetings of the Board of Directors: Board of Directors may meet once or more than once in a month upon necessity and shall meet at least once in every three months. Excessive meetings are discouraged.	Complied
4.3	Responsibilities of the Chairman of the Board:	
	(a) As the Chairman of the Board of Directors or Chairman of any committee formed by the Board or any Director does not personally possess the jurisdiction to apply policy making or executive authority, he/she shall not participate in or interfere into the administrative or operational and routine affairs of the bank.	Complied
	(b) The Chairman may conduct on-site inspection of any bank-branch or financing activities under the purview of the oversight responsibilities of the board. He may call for any information relating to bank's operation or ask for investigation into any such affairs; He may submit such information or investigation report to the meeting of the Board or the executive committee and if deemed necessary, with the approval of the board, he shall effect necessary action thereon in accordance with the set rules through the CEO. However, any complaint against the CEO shall have to be apprised to Bangladesh Bank through the Board along with the statement of the CEO.	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
5	Formation of Supportive Committees of the Board: Each bank company can form 1(one) executive committee, 1(one) audit committee and 1(one) risk management committee with the directors. Board can't form any other permanent, temporary or sub-committee except the above mentioned three committees.	Complied
5.1	Executive Committee (EC): Executive committee should be formed with the members of the Board to continue the urgent and daily or routine works between the intervals of two board meetings. Executive committee will perform according to their terms of reference determined by the Board of Directors.	Complied
a)	Organizational structure:	
	i. Members of the committee will be nominated by the Board of Directors from themselves;	Complied
	ii. The Executive Committee (EC) will comprise of maximum 07 (seven) members;	
	iii. Members may be appointed for a 03 (three)-year term of office;	
	iv. Chairman of the Board of Directors can be the chairman of executive committee;	
	v. Company Secretary of the bank will be the Secretary of the executive committee.	
b)	Qualifications of the Members:	
	i. Integrity, dedication, and opportunity to spare time in the functions of committee will have to be considered while nominating a director to the committee;	Complied
	ii. Each member should be capable of making valuable and effective contributions in the functioning of the committee;	
	iii. To perform his or her role effectively each committee member should have adequate understanding of the detailed responsibilities of the committee membership as well as the bank's business, operations and its risks.	

SN	Particulars	Compliance Status
c)	Roles and Responsibilities of the Executive Committee (EC):	
	i. The executive committee can decide or can act in those cases as instructed by the Board of Directors 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 decision or can approve cases within power delegated by the Board of Directors.	
	iii. All decisions taken in the Executive Committee should be ratified in the next Board meeting.	
d)	Meetings	
	i. The Executive Committee can sit any time as it may deem fit.	Complied.
	ii. The committee may invite Chief Executive Officer, Head of internal audit or any other Officer to its meetings, if it deems necessary;	
	iii. To ensure active participation and contribution by the members, a detailed memorandum should be distributed to committee members well in advance before each meeting;	
	iv. All decisions/observations of the committee should be noted in minutes.	
5.2	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 review the financial reporting process, the system of internal control and management of financial risks, the audit process, and the bank's process for monitoring compliance with laws and regulations and its own code of business conduct.	Complied
a)	Organizational structure:	
	i. Members of the committee will be nominated by the Board of Directors from the directors;	Complied.
	ii. The Audit Committee will comprise of maximum 05 (five) members, with minimum 2(two) Independent Directors;	
	iii. Audit committee will comprise with Directors who are not Executive Committee members;	
	iv. Members may be appointed for a 03 (three) year term of office;	
	v. Company secretary of the bank will be the secretary of the audit committee.	
b)	Qualifications of the Member:	
	i. Integrity, dedication, and opportunity to spare time in the functions of committee will have to be considered while nominating a director to the committee;	Complied.
	ii. Each member should be capable of making valuable and effective contributions in the functioning of the committee;	
	iii. To perform his or her role effectively each committee member should have adequate understanding of the detailed responsibilities of the committee membership as well as the bank's business, operations and its risks.	
	iv. Professionally Experienced persons in banking/financial institutions specially having educational qualification in Finance, Banking, Management, Economics, Accounting will get preference informing the committee.	
c)	Roles and Responsibilities of the Audit Committee	
	i) Internal Control:	
	1. Evaluate whether management is setting the appropriate compliance culture by communicating the importance of internal control and the management of risk and ensuring that all employees have clear understanding of their roles and responsibilities;	Complied.

SN	Particulars	Compliance Status
	2. Review management's actions in building computerization of the bank and its applications and bank's Management Information System (MIS);	
	3. Consider whether internal control strategies recommended by internal and external auditors have been implemented by the management;	
	4. Consider reports relating to fraud, forgery, deficiencies in internal control or other similar issues detected by internal and external auditors and inspectors of the regulatory authority and place it before the Board after reviewing whether necessary corrective measures have been taken by the management.	
	(ii) Financial Reporting:	
	1. Audit Committee will check whether the financial statements reflect the complete and concrete information and determine whether the statements are prepared according to existing rules & regulations and standards enforced in the country and as per relevant prescribed accounting standards set by Bangladesh Bank;	Complied
	2. Discuss with management and the external auditors to review the financial statements before its finalization.	
	(iii) Internal Audit:	
	1. Audit Committee will monitor whether internal audit working independently from the management.	Complied
	2. Review the activities of the internal audit and the organizational structure and ensure that no unjustified restriction or limitation hinders the internal audit process;	
	3. Examine the efficiency and effectiveness of internal audit function;	
	4. Examine whether the findings and recommendations made by the internal auditors are duly considered by the management or not.	
	(iv) External Audit	
	1. Review the performance of the external auditors and their audit reports;	Complied
	2. Examine whether the findings and recommendations made by the External Auditors are duly considered by the management or not.	
	3. Make recommendations to the Board regarding the appointment of the External Auditors.	
	(v) Compliance with existing laws and Regulations:	
	Review whether the laws and regulations framed by the regulatory authorities (central bank and other Bodies) and internal regulations approved by the board are being complied with.	Complied
	(vi) Other Responsibilities:	
	1. Submit compliance report to the Board on 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;	Complied
	2. External and internal auditors will submit their related assessment report, if the committee solicit;	
	3. Perform other oversight functions as desired by the Board of Directors and evaluate the committee's own performance on a regular basis.	
d)	Meetings:	
	1. The Audit Committee should hold at least 4 meetings in a year and it can sit any time as it may deems fit;	Complied
	2. The committee may invite Chief Executive Officer, Head of internal audit or any other Officer to its meetings, if it deems necessary;	

SN	Particulars	Compliance Status
	3. To ensure active participation and contribution by the members, a detailed memorandum should be distributed to committee members well in advance before each meeting;	
	4. All decisions/observations of the committee should be noted in minutes.	
5.3	Risk Management Committee: To play an effective role in mitigating impending risks arising out from strategies and policies formulated by the Board and to carry out the responsibilities efficiently, a risk management committee will be formed. After identifying and assessing several risk factors like credit risks, foreign exchange risks, internal control and compliance risks, money laundering risks, information and communication risks, management risks, interest risks, liquidity risks etc.; the risk management committee will scrutinize whether appropriate risk management measures are being put in place and applied and whether adequate capital and provision is being maintained against the risks identified.	Complied.
a)	Organizational Structure:	
	1. Members of the committee will be nominated by the Board of Directors from themselves;	Complied.
	2. The Risk Management Committee will comprise of maximum 05 (five) members;	
	3. Members may be appointed for a 03 (three) year term of office;	
	4. Company secretary of the bank will be the Secretary of the Risk Management Committee.	
b)	Qualifications of the Member:	
	1. Integrity, dedication, and opportunity to spare time in the functions of committee will have to be considered while nominating a director to the committee;	Complied.
	2. Each member should be capable of making valuable and effective contributions in the functioning of the committee;	
	3. To perform his or her role effectively each committee member should have adequate understanding of the detailed responsibilities of the committee membership as well as the bank's business, operations and its risks.	
c)	Roles and Responsibilities of the Risk Management Committee:	
	i) Risk identification & control policy :	
	Formulation and implementation of appropriate strategies for risk assessment and its control is the responsibility of Risk Management Committee. Risk Management Committee will monitor risk management policies & methods and amend it if necessary. The committee will review the risk management process to ensure effective prevention and control measures.	Complied.
	ii) Construction of organizational structure:	
	The responsibility of Risk Management Committee is to ensure an adequate organizational structure for managing risk within the bank. The Risk Management Committee will supervise formation of separate management level committees and monitor their activities for the compliance of instructions of lending risk, foreign exchange transaction risk, internal control & compliance risk, money laundering risk, information & communication risk including other risk related guidelines.	Complied.
	iii) Analysis and approval of Risk Management policy:	
	Risk management policies & guidelines of the bank should be reviewed annually by the committee. The committee will propose amendments if necessary and send it to the Board of Directors for their approval. Besides, other limits including lending limit should be reviewed at least once annually and should be amended, if necessary.	Complied.
	iv) Storage of data & Reporting system:	
	Adequate record keeping & reporting system developed by the bank management will be approved by the risk management committee. The committee will ensure proper use of the system. The committee will minute its proposal, suggestions & summary in a specific format & inform the Board of Directors.	Complied.
	v) Monitoring the implementation of overall Risk Management Policy:	

SN	Particulars	Compliance Status
	Risk Management Committee will monitor proper implementation of overall risk management policies. They will monitor whether proper steps have been taken to mitigate all risks including lending risk, market risk, and management risk.	Complied
	vi) Other responsibilities:	
	1. Committee's decision and suggestions should be submitted to the Board of Directors quarterly in short form;	Complied
	2. Comply instructions issued time to time by the controlling Body;	
	3. Internal & external auditor will submit respective evaluation report whenever required by the committee.	
	d) Meetings:	
	1. The risk management committee should hold at least 4 meetings in a year and it can sit any time as it may deem fit;	Complied
	2. The committee may invite Chief Executive Officer, Chief Risk Officer and any other Officer to its meetings, if it deems necessary;	
	3. To ensure active participation and contribution by the members, a detailed memorandum should be distributed to committee members well in advance before each meeting;	
	4. All decisions/observations of the committee should be noted in minutes.	
6	Training of the Directors: The Directors of the Board will acquire appropriate knowledge of the Banking laws and other relevant laws, rules and regulations to effectively discharge the responsibilities as a director of the bank.	Complied
7	Intimation of the Circular to the Board and related persons by CEO: The CEO will inform about this Circular to the directors and other related persons.	Complied

2. Appointment and responsibilities of Chief Executive Officer (CEO)

SN	Particulars	Compliance Status
A	Rules and regulations for appointment of the CEO	
1	Moral Integrity: In case of appointment to the post of CEO, satisfaction in respect of the concerned person should be ensured to the effects that:	
	a) He has not been convicted by any Criminal Court of Law.	Complied
	b) He has not been punished for violating any rules, regulations or procedures/ norms set by any regulatory authority.	
	c) He was not associated with any such company/organization; registration or license of which has been cancelled.	
2	Experience and Suitability:	
	a) For appointment as a CEO, the concerned person must have experience in banking profession for at least 15 (fifteen) years as an active officer and at least 02 (two) years' experience in a post immediate below the CEO of a bank.	Complied
	b) He must have a Master's degree at minimum from any recognized university. Higher academic education in the field of Economics, Banking and Finance or Business Administration will be treated as additional qualification for the concerned person.	
	c) In respect of service, the concerned person should have excellent track record of performance.	

SN	Particulars	Compliance Status
	d) Satisfaction should be ensured that the concerned person was not dismissed from service when he was chairman/ director/official of any company.	Complied
	e) Any director of any bank or financial institution or any person who has business interest in the concerned bank will not be eligible for appointment to the post of the CEO.	
3	Transparency and financial integrity: Before making appointment as a CEO, satisfaction should be ensured to the effects that:	
	a. The concerned person was not involved in any illegal activity while performing duties in his own or banking profession.	Complied
	b. He has not deferred payment to creditors or has not compromised with his creditors to be relieved from debts or he is not a loan defaulter.	
	c. He is not a tax defaulter.	
	d. He has never been adjudicated a bankrupt by the Court.	
4	Age Limit: No person crossing the age of 65 years shall hold the post of CEO of a bank.	Complied
5	Tenure: The tenure of the CEO shall not be more than 03 (three) years, which is renewable. If the candidate has less than 3 years left to attain 65 years, he/she can be appointed for that shorter period	Complied
6	Guidelines in fixing the salary and allowances: Banks are required to follow the guidelines stated below while determining the salary and allowances of the CEO and submitting such proposal to Bangladesh Bank:	
	a. In fixing the salary and allowances of the CEO, financial condition, scope of operation, business-volume and earning capacity of the bank; qualifications, achievement of the candidate in the past, age and experience and the remuneration paid to the persons occupying same position in the peer banks shall have to be taken into consideration.	Complied
	b. Total salary shall be comprised of direct salary covering 'Basic Salary' and 'House Rent' and allowances as 'Others'. The allowances (e.g., provident fund, utility bill, leave-fare assistance) in 'Others' head should be specified in amount/ ceiling. Besides, other facilities (e.g., car, fuel, driver etc.), as far as possible, shall have to be converted in the monetary value and thus determining monthly total salary, it shall have to be mentioned in the proposal submitted to Bangladesh Bank. In the proposal, Basic Salary, House Rent, Festival Allowance, other allowances and other facilities shall have to be specified in Taka amount.	
	c. Without improving the bank's major financial indicator like- CAMELS, annual salary increment will not be payable.	
	d. Terms of salary-allowances and other facilities as specified in the terms and conditions of appointment cannot be changed during the tenure. In case of renewal, proposal may be made for re-fixation of the salary considering the work performance of the current CEO.	
	e. The CEO so appointed shall not get any other direct or indirect facilities (e.g., dividend, commission, club expense, etc.) other than the salary-allowances and other facilities as enumerated in clause (b) above.	
	f. The bank shall not pay any income tax for the CEO, i.e., the CEO so appointed shall have to pay it.	
7	Incentive Bonus: The CEO will get incentive bonus subject to paying incentive bonus to all executives/officers/workers of the bank and the said bonus amount will not exceed BDT 15,00,000 in a year.	Complied
8	Honorarium for attending the Board Meeting: Being a salaried executive, CEO will not get any honorarium for attending the Board meeting or Board formed Committee meeting.	Complied
9	Evaluation Report: For reappointment of the CEO, the Chairman of the bank shall have to submit a Board approved evaluation report to Bangladesh Bank.	Complied
10	Prior Approval from Bangladesh Bank: Prior approval from Bangladesh Bank is mandatory before appointing CEO as per section 15(4) & (5) of Bank Company Act 1991 (amended up to 2023). For processing such approval, along with the proposal signed by the Chairman of the Board, the selected person's complete resume, offer letter (mentioning the direct & indirect remuneration and facilities) and copy of Board's approval must be submitted to Bangladesh Bank. The selected person must also submit declarations as per Annexure Ka & Annexure Kha to Bangladesh Bank.	Complied

SN	Particulars	Compliance Status
11	Decision of Bangladesh Bank is final: The decision of Bangladesh Bank regarding appointment of the CEO will be treated as final and such appointed CEO cannot be dismissed, released or removed from his/her office without prior approval from Bangladesh Bank.	Complied
B	Responsibilities and Authorities of the CEO: The CEO of the bank, whatever name called, shall discharge the responsibilities and exercise the authorities as follows:	
	a. In terms of the financial, business and administrative authorities vested upon him by the Board, the CEO shall discharge his own responsibilities. He shall remain accountable for achievement of financial and other business targets by means of business plan, efficient implementation thereof and prudent administrative and financial management.	Complied
	b. The CEO shall ensure compliance of the Bank Company Act 1991 and other relevant laws and regulations in discharging of routine functions of the bank.	Complied
	c. The CEO shall include clearly any violation from Bank Company Act 1991 and/or other relevant laws and regulations in the "Memo" presented to the meeting of the Board or any other Committee (s) engaged by the Board.	Complied
	d. The CEO shall report to Bangladesh Bank of issues in violation of the Bank Company Act 1991 or of other laws/regulations.	Complied
	e. The recruitment and promotion of all staffs of the bank except those in the two tiers below him/her shall rest on the CEO. He/she shall act in such cases in accordance with the approved service rules on the basis of the human resources policy and approved delegation of employees as approved by the Board.	Complied
	f. The authority relating to transfer of and disciplinary measures against the staff, except those at two tiers below the CEO, shall rest on him/her, which he/she shall apply in accordance with the approved service rules. Besides, under the purview of the human resources policy as approved by the Board, he/she shall nominate officers for training etc.	Complied

3. Contractual appointment of Advisor and Consultant

SN	Particulars	Compliance Status
A	Rules and regulations for appointment of an Advisor	
1	Experience and Suitability: For appointment as advisor, the concerned person will have to fulfill the following requirements with regard to experience and qualifications:	No Such Case
	a. Experience in Banking or Administration for at least 15 (fifteen) years or have a long experience in social activities.	
	b. Higher academic education in the field of Economics, Banking and Finance or Business Administration will be treated as additional qualification for the concerned person.	
	c. Satisfaction should be ensured that the concerned person was not dismissed from his service when he was Chairman/ Director/ Executive of any company.	
	d. The person who is working in any bank or financial institution or who has business interest in that bank will not be eligible for appointment to the post of Advisor.	
	e. Satisfaction should be ensured that the concerned person is not a loan defaulter or tax defaulter and has never been adjudicated a bankrupt by the Court.	

3. Contractual appointment of Advisor and Consultant

SN	Particulars	Compliance Status
2	Responsibilities of the Advisor: The roles and responsibilities of the Advisor should be defined specifically. The Advisor can advise the Board of Directors or CEO only on those matters specified in the appointment letter. The routine and general activities of the bank will not be included in his terms of reference. He will not be entitled to exercise any power or involved himself in the decision making process of financial, administrative, operations or other activities of the bank.	N/A
3	Prior approval from Bangladesh Bank: Prior approval from Bangladesh Bank is mandatory before appointing an Advisor. For such appointment, the justifications of the post of advisor, responsibilities or terms of reference, complete resume of the concerned person, terms of appointment (mentioning remuneration and facilities) and copy of Board's approval shall be submitted to Bangladesh Bank. The nominated person has to make a declaration as per Annexure A. This declaration shall also be submitted to Bangladesh Bank.	N/A
4	Remuneration and other facilities of Advisor: The post of Advisor is not a fixed or substantive post in the bank's organization structure. Advisor will not be entitled to salaries and allowances as regular employee except gross amount of remuneration, transport and telephone facilities. Remunerations inconsistent with the terms of reference of the advisor will not be considered as acceptable to Bangladesh Bank.	N/A
5	Tenure of Advisor: The tenure of the Advisor shall be maximum 01(one) year, which is renewable. An evaluation report (by the Chairman that is approved by the Board) of previous tenure should be submitted to Bangladesh Bank along with the re-appointment proposal.	N/A
6	Appointment of Ex-officials: For ensuring good governance, any former Director, CEO or any other Executive of the bank will not be eligible to become an Advisor in the same bank immediately after their retirement or resignation. However, after one year from such retirement or resignation, he/she will be eligible for appointment as Advisor.	N/A
B	Rules and regulations for appointment of a consultant	
1	Terms of reference of Consultant: Consultant can be appointed for specialized tasks like tax, law and legal procedures, engineering and technical works, information technology, etc. Consultants' appointment should be avoided as much as possible for those works that could be done by regular employees of the bank.	No such case
2	Responsibilities of a Consultant: The responsibilities or terms of reference of a Consultant should be specified. He/ she should not be involved in any activities beyond his/her terms of references and he/she cannot exercise any kind of power in bank operation or cannot participate in the decision-making process.	N/A
3	Appointment of a Consultant: A Consultant can be appointed with the approval of the Board. After Such appointment the bank shall send the Consultant's complete resume, terms of reference and details of remuneration to Bangladesh Bank immediately.	N/A
4	Tenure of a Consultant: The tenure of a Consultant should be consistent with the terms of reference, but would not exceed 02 (two) years. Generally the Consultant will not be eligible for re-appointment. But to complete the unfinished tasks, his contract may be extended for maximum period of 01 (one) year with the approval of Bangladesh Bank. The Chairman of the bank upon approval of the Board shall have to submit the extension proposal to Bangladesh Bank with the evaluation report of his previous tenure.	N/A
5	Remuneration/Honorarium of a Consultant: The Consultant's remuneration should be in the form of monthly or single lump-sum payment and he is not entitled to any other facilities.	N/A
6	Appointment of Ex-officials: For ensuring good governance, any former Director, CEO or any other Executive of the bank will not be eligible for appointment as a Consultant in the same bank immediately after their retirement or resignation. However, after one year from such retirement or resignation, he/ she will be eligible for appointment as a Consultant.	N/A

Report on the activities of the Audit Committee

The Board Audit Committee (BAC) of Bengal Commercial Bank PLC. is constituted in compliance with the Corporate Governance Guidelines issued by Bangladesh Bank. The Committee assists the Board of Directors in fulfilling its oversight responsibilities relating to financial reporting, internal control, internal audit, external audit, risk management, and compliance with laws, regulations, and supervisory directives.

Composition and Meetings

The Board Audit Committee comprises members of the Board, including independent directors, who possess the requisite knowledge and experience in banking, finance, accounting, and risk management. During the year ended 31 December 2025, the Committee held regular meetings to discharge its responsibilities, and attendance of members was satisfactory. Senior management, the Head of Internal Audit, and representatives of the External Auditors attended meetings as and when required.

Board Audit Committee Structure

Names	Status with the Board	Status with the Audit Committee	Educational Qualification
Prof Dr Md Iftekharul Amin	Independent Director	Chairman	MBA, PhD
Mr A.N M Abul Kashem	Independent Director	Member	M.Sc
Mr Shamsul Alam	Director	Member	B.Com
Mrs.Rokeya Khatun, FCA	Director	Member	MSS, FCA

Financial Reporting

The Committee reviewed the quarterly and annual financial statements of the Bank prior to submission to the Board. In this process, the Committee focused on the integrity, accuracy, and completeness of financial reporting, compliance with International Financial Reporting Standards (IFRS), and adherence to Bangladesh Bank regulations. Particular attention was given to significant accounting estimates and judgments, loan classification and provisioning, income recognition, and adequacy of disclosures. The Committee is satisfied that the financial statements present a true and fair view of the Bank's financial position and performance.

Internal Control and Risk Management

The Board Audit Committee reviewed the adequacy and effectiveness of the Bank's system of internal control and risk management framework in line with Bangladesh Bank's Corporate Governance Guidelines and Risk-Based Supervision (RBS) approach. The Committee assessed whether appropriate controls are in place to manage key risks, including credit risk, liquidity risk, operational risk, compliance risk, and information technology risk.

Given the Bank's stage of growth, the Committee placed particular emphasis on credit risk management, including monitoring of non-performing loans, adequacy of provisioning, effectiveness of credit approval processes, and recovery initiatives. The Committee also reviewed liquidity management practices, including funding structure, deposit concentration, compliance with statutory liquidity requirements, and stress testing outcomes. Management actions to strengthen controls and address identified gaps were closely monitored.

Internal Audit

The Committee reviewed the scope, independence, and effectiveness of the Internal Audit function. The annual risk-based internal audit plan was reviewed and approved, with focus on higher-risk areas such as credit operations, branch controls, treasury activities, IT systems, and regulatory compliance. Significant audit findings were discussed, and follow-up on implementation of audit recommendations was monitored.

External Audit

The Board Audit Committee reviewed the appointment, independence, and performance of the External Auditors and assessed the effectiveness of the external audit process. Audit observations and management letters were reviewed, and management's responses and corrective action plans were discussed. The Committee is satisfied that the External Auditors conducted the audit independently and in accordance with applicable professional standards.

Regulatory Compliance

The Committee reviewed reports on compliance with applicable laws, regulations, and circulars issued by Bangladesh Bank and other regulatory authorities. Findings from regulatory inspections were discussed, and progress on corrective action plans was monitored to ensure timely and effective compliance.

Other responsibilities

- To submit a compliance report to the Board on a quarterly basis on corrective action taken on omission, fraud and forgery cases and other irregularities detected by internal and external auditors and inspectors of regulatory authorities.
- To solicit assessment reports from external and internal auditors.
- To perform other oversight functions as desired by the Board and evaluate the committee's own performance on a regular basis.

Communication with the Board

The Audit Committee keeps the Board informed after each meeting and notifies them of any of the following events:

- Disclosure of any conflict of interest.
- Notification of suspected or potential fraud, irregularities, or significant issues with the bank's internal control system.
- Reporting of suspected violations of laws, including securities laws, rules and regulations.
- Communication of any other matters the BAC deems necessary.

Reporting to the Authorities

Report anything which has material impact on the financial position and performance of operation.

Meetings of the Audit Committee

Audit Committee Meetings were held regularly as per regulatory requirement.

Major issues reviewed/approved 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 functions, financial statements, timely submission of returns, findings and recommendations of External Auditors & Bangladesh Bank auditors etc. were given special focus. In the year 2025, the Audit Committee reviewed and discussed the following issues, amongst others:

- Reviewed the ICC Policy of the bank as per guidelines of Bangladesh Bank and recommended the same for approval of the Board of Directors of the Bank.
- The Risk-Based Audit Plan and processes for the year 2026 were duly reviewed and approved.
- BAC reviewed the Reconciliation status of the adjustment accounts on periodical basis and advised the bank management for ensuring timely reconciliation of all adjustment accounts to minimize the risk of wrongdoing.
- Reviewed the findings reported in the internal audit reports, its subsequent compliances and advised to ensure regular audit on the branches, divisions and to ensure timely compliance thereon. The committee also advised to ensure regular audit, monitoring and compliance specially Anti-Money Laundering & Prevention of Terrorist financing issues with utmost care.
- A review of the Annual Financial Statements audited by the External Auditors was conducted and the same has been recommended for presentation to the Board of Directors for their consideration.
- Reviewed the compliance status of the inspection report carried out by the Bangladesh Bank's inspection team on the core risks of the bank and also advised to ensure meticulous compliance and timely reporting to the Bangladesh Bank on all types of inspection carried out by the Bangladesh Bank's inspection team.
- Perused and noted the indicators of the Annual Health Report of Bengal Commercial Bank PLC for the year 2024 and expressed their satisfaction. The Committee also advised the Management to forward the recommendation of the Audit Committee for placement before the meeting of the Board of Directors for approval and onward submission the same to Bangladesh Bank."

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 shall be continued to keep the 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 disclosures.
- The good governance is in place in the Bank to ensure a strong sustainable position in the industry.

Acknowledgement

The Audit Committee expresses its sincere thanks to the members of the Board, Management and Auditors for their outstanding supports extended to the Audit Committee. The Committee is also grateful to Bangladesh Bank and other regulators for the valuable direction and guidance, which facilitated discharging of its duties and responsibilities in an efficient and timely manner.

On behalf of the Board Audit Committee,



(Prof. Md. Iftekharul Amin, Ph.D)
Chairman
Board Audit Committee



Statements of Directors' Responsibility to Establish an Appropriate System of Internal Control

Bengal Commercial Bank's Board of Directors acknowledges its responsibility for establishing, maintaining, and continuously strengthening an effective system of internal control in line with the regulatory expectations of Bangladesh Bank, including its Risk-Based Supervision (RBS) framework. The RBS approach places particular emphasis on the adequacy and effectiveness of governance, risk management, and internal control systems as key determinants of a bank's overall risk profile and supervisory assessment.

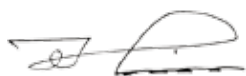
The Board recognizes that an effective internal control system forms the foundation of the Bank's risk management framework and is essential for the proactive identification, assessment, monitoring, and mitigation of risks. In accordance with Bangladesh Bank's RBS guidelines, the internal control framework is designed to be forward-looking and risk-focused, addressing inherent and emerging risks such as credit risk, market risk, liquidity risk, operational risk, compliance risk, information and cyber risk, and reputational risk. The system supports the prevention and detection of fraud, safeguarding of assets, reliability and integrity of financial reporting, and compliance with applicable laws, regulations, and supervisory directives.

The Board exercises oversight of the internal control system through its Audit Committee and other relevant committees. Regular reviews are conducted based on reports from Internal Audit, External Auditors, and Bangladesh Bank inspection findings, with particular attention to areas identified as higher risk under the RBS framework. The Audit Committee monitors the timely implementation of corrective actions and ensures that control weaknesses are addressed in accordance with supervisory expectations.

The Board also ensures that the Internal Audit function remains independent, adequately resourced, and capable of providing risk-based assurance on the effectiveness of internal controls. In addition, the qualifications, independence, and performance of the External Auditors are reviewed annually. Through these measures, the Directors confirm that the Bank's internal control system is appropriately aligned with the size, complexity, and risk profile of its operations and remains consistent with Bangladesh Bank's evolving risk-based supervisory standards.

Ultimately, a strong system of internal control is not merely a regulatory requirement but a strategic enabler of long-term sustainability. The Directors of Bengal Commercial Bank play a pivotal role in promoting a risk-aware culture and ensuring that the Bank is well positioned to respond effectively to both internal and external challenges. Through their active engagement, effective oversight, and commitment to high standards of corporate governance, the Directors contribute significantly to maintaining financial stability, operational resilience, and public confidence across the Bank.

On behalf of the Board of Directors,



Md Jashim Uddin
Chairman
Board of Directors

Directors Statement on Adequacy of Internal Control System

The adequacy of internal controls of Bengal Commercial Bank, one of the fastest growing private commercial banks in Bangladesh, is vital to ensuring operational efficiency, regulatory compliance, effective risk management, and the protection of stakeholders' interests. Considering the size, complexity, and scope of its operations, the Bank requires a robust, well-structured, and dynamic internal control framework capable of responding effectively to both internal and external risks.

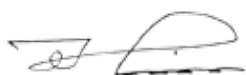
Bank's internal control system is designed to provide reasonable assurance regarding the achievement of objectives related to reliable financial reporting, efficient operations, and compliance with applicable laws and regulations. These controls extend across key functional areas, including credit risk management, treasury operations, information technology systems, customer service activities, and anti-money laundering (AML) compliance. The Bank operates its internal control framework in line with guidelines issued by Bangladesh Bank and aligns it with internationally recognized best practices, including the COSO framework for internal control, enterprise risk management, and fraud prevention.

The Board, through its Audit Committee and other relevant committees, has overseen the implementation and continuous improvement of the internal control framework. Regular reviews of internal control effectiveness are conducted based on reports from Internal Audit, External Auditors, and Bangladesh Bank inspection findings. These reviews include assessment of risk identification and management processes, internal audit independence and competence, segregation of duties, authorization procedures, and information system controls.

During the year, the Bank operated in a challenging economic environment characterized by tighter liquidity conditions and elevated credit risk. In response, the Board placed increased emphasis on strengthening credit controls, monitoring asset quality, and ensuring adherence to approved policies and prudential norms. Identified control weaknesses, if any, were addressed through corrective action plans, and their implementation was closely monitored by the Audit Committee.

Based on the reviews conducted, the Directors confirm that, to the best of their knowledge and belief, the Bank maintained an adequate and effective system of internal control throughout the financial year and up to the date of approval of the financial statements. The system is considered appropriate to the nature, scale, and complexity of the Bank's operations, and the Board remains committed to further strengthening the internal control environment in line with best practices and regulatory expectations.

On behalf of the Board of Directors,



Md Jashim Uddin
Chairman
Board of Directors

Directors Statement on Declaration by Managing Director and CFO

April 30, 2026
The Board of Directors
Bengal Commercial Bank PLC.
Head Office
Khandker Tower
94, Gulshan Avenue, Dhaka -1212.

Subject: Declaration on Financial Statements for the year ended on 31st 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 3 June 2018 under section 2CC of the Securities and Exchange Ordinance, 1969, we do hereby declare that:

- 1) The Financial Statements of Bengal Commercial Bank PLC. for the year ended on 31st 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, in order 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 31st 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 a true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.
- II. There are, to the best of knowledge and belief no transaction entered into by the Company during the year which is fraudulent, illegal or in violation of the code of conduct for the company's Board of Directors or its members.

Sincerely yours,



Tarik Morshed
Managing Director



Mohammad Anisur Rahaman, FCA
Chief Financial Officer

Credit Rating Reporting



AA-

**BENGAL
COMMERCIAL
BANK PLC.
CREDIT RATING
'AA-'**

Bengal Commercial Bank PLC. has been rated as 'AA-' by Emerging Credit Rating Limited (ECRL) based on the audited financials of the Bank as on December 31, 2025 and other relevant quantitative and qualitative information up to the date of declaration. This rating reflects the Bank's overall strengths and capabilities as a sustainable financial institution. Bengal Commercial Bank PLC. is committed to retain the progress for moving forward in the days ahead:

Year - 2025	DEFINATION
Long Term AA-	Bengal Commercial Bank PLC. has been rated as 'AA-' for long term which signifies a very strong capacity to meet financial obligations, indicating a low level of credit risk. It also indicates a high degree of safety and reliability in fulfilling its debt commitments.
Short Term ST-2	The Bank has been rated as ST-2 for short term indicating high certainty of timely payment of financial obligations. The rating as such denotes that Bank's liquidity factors are strong and supported by good fundamental elements. It also signifies a good level of credit worthyness in short term.
Outlook Stable	Stable outlook is a positive signal to investors, customers, and other stakeholders, indicating that the bank is in a strong position, well-equipped to handle potential challenges and is not facing any major threats to its financial stability.
Validity	June 04, 2026 to June 03, 2027



www.bgcb.com.bd

A photograph of several wooden chess pawns on a light-colored surface. The pawns are arranged in a cluster on the left side of the frame. The right side of the image is covered by a solid orange vertical band. The text 'MANAGEMENT COMMITTEE' is overlaid on the orange band in white, with 'COMMITTEE' in a larger, bolder font.

MANAGEMENT **COMMITTEE**

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graph TD
    Board[Borad of Directors] --> Executive[Executive Committee]
    Board --> Risk[Risk Management Committee]
    Board --> Audit[Audit Committee]
    Board --> MD[Managing Director]
    Board --> DMS[DMD & Company Secretary]
    
    Executive -.-> DMS
    Risk -.-> CRO[Chief Risk Officer (CRO)]
    Audit -.-> MD
    
    MD --> AMDO[Additional Managing Director & Chief Business Officer (CBO) & CAMALCO]
    MD --> DMO[Deputy Managing Director & Chief Technology Officer & Chief Operations Officer]
    
    AMDO -- Business --> RB[Retail Banking]
    AMDO -- Business --> DN[Distribution Network]
    AMDO -- Business --> B[Branches]
    AMDO -- Business --> SB[Sub-Banches]
    AMDO -- Business --> NS[National Sales]
    
    DMO -- Operations --> IT[Information Technology]
    DMO -- Operations --> OD[Operations Division]
    DMO -- Operations --> GS[General Services]
    DMO -- Operations --> CO[Card Operations]
    DMO -- Operations --> ADC[ADC & Digital Channels Operations]
    DMO -- Operations --> TS[Trade Services]
    
    RB --> CB[Corporate Banking]
    RB --> CMSME[CMSEME Banking]
    RB --> Cards[Cards]
    RB --> DB[Digital Banking]
    RB --> AMLD[AMLD]
    
    DN --> B1[Branches]
    DN --> SB1[Sub-Banches]
    
    B --> B2[Branches]
    B --> SB2[Sub-Banches]
    
    OD --> IT1[Information Technology]
    OD --> OD1[Operations Division]
    OD --> GS1[General Services]
    OD --> CO1[Card Operations]
    OD --> ADC1[ADC & Digital Channels Operations]
    OD --> TS1[Trade Services]
    
    CRO --> RMD[Risk Mgt. Division]
    CRO --> TMO[Treasury Mid Office]
    CRO --> CRM[Credit Risk Management]
    CRO --> CR[Corporate Risk]
    CRO --> RR[Retail & CMSEME Risk]
    CRO --> CAD[Credit Administration]
    CRO --> CRD[Collection & Recovery Department]
    
    RMD --> MD_S[MD's Secretariat]
    RMD --> IC[Internal Control & Compliance]
    RMD --> AI[Audit & Inspection]
    RMD --> HRD[Human Resources Division]
    RMD --> TFO[Treasury Front Office]
    RMD --> FAD[Finance & Accounts Division]
    RMD --> BC[Brand & Communications]
    RMD --> ID[International Division]
    RMD --> TBO[Treasury Back Office]
    RMD --> OBU[Offshore Banking (OBU)]
  
```

Senior Management Team



Sitting from Left

Mr Md Humayun Kabir, FCS
DMD & Company Secretary
Member

Mr Nasim Sekander
Additional Managing Director & CBO
Member

Mr KM Awlad Hossain
Managing Director
Chairman

Engr. Md Rafiqul Islam, Ph.D
Deputy Managing Director
(CTO & CLDO)
Member

Standing from Left

Mr Md Saiful Islam
EVP & Head of ID & Ops
Member

Mr Md Rafiquzzaman
SVP & Head of Treasury
Member

Mr Rafiq Ahmad
VP & Head of HRD
Member Secretary

Mr Pronab Kumar Roy
Chief Risk Officer (CRO)
Member

Mr Md Anisur Rahaman, FCA
SVP & Chief Financial Officer
Member

Management Committee



Sitting from Left

Mr Md Habibullah Sharifi
SVP & Head of CAD
Member

Mr Pronab Kumar Roy
SVP & Chief Risk Officer
Member

Ms Navera Alam
SVP & Head of Retail
Member

Engr Md Rafiqul Islam, Ph.D
DMD, COO & CTO
Member

Mr KM Awlad Hossain
Managing Director
Member

Mr Nasim Sekander
Additional Managing Director & CBO
Member

Mr Md Humayun Kabir, FCS
DMD & Company Secretary
Member

Mr Md Saiful Islam
EVP & Head of ID & Ops
Member

Mr Md Anisur Rahman, FCA
SVP & CFO
Member

Mr Md Rafiquzzaman
SVP & Head of Treasury
Member

Standing from Left

Mr Mesbahuddin Ahmed
In-Charge, IT Division
Member

Mr Mohammad Kamrul Huda Chowdhury
Head of Card Business Division
Member

Mr Mohammad Zakir Hossain
SVP & Head of CRM
Member

Mr Rafiq Ahmad
VP & Head of HRD
Member Secretary

Ms Nazia Khanom
SEO & In-Charge, Brand & Com.
Member

Mr Mohammad Tofazzal Hossain
Cluster Head-2, CB Division
Member

Mr Jyotirmoy Chakraborty
SAVP & Head of SME Business
Member

Mr Khan Mohd. Rabbi Hasan
Head of Retail National Sales
Member

Mr Md Majbah Uddin
VP & Head of Corp. Business Unit
Member

Mr Md Shofiqul Islam
Head, General Services Division
Member

Mr Mridul Deb Nath
AVP Operations Division
Member

Mr Mohammad Tanvir Sarwar
Chief Legal Officer
Member

Mr Khan Md Faisal
Head of ICCD
Member

Credit/Investment Committee



Sitting from Left

Mr Jyotirmoy Chakraborty
SAVP & Head of SME Business
Member

Mr KM Awlad Hossain
Managing Director
Chairman

Mr Md Majbah Uddin
VP & Head of Corp. Business Unit
Member

Mr Nasim Sekander
Additional Managing Director & CBO
Member

Mr Mohammad Zakir Hossain
SVP & Head of CRM
Member Secretary

Mr Pronab Kumar Roy
SVP & Chief Risk Officer
Member

Mr Md Rafiquzzaman
SVP & Head of Treasury
Member

Mr Md Habibullah Sharifi
SVP & Head of CAD
Member

Mr Md Saiful Islam
EVP & Head of ID & Ops
Member

Ms Navera Alam
SVP & Head of Retail
Member

Central Complaint Committee



Sitting from Left

Mr Md Humayun Kabir, FCS
DMD & Company Secretary
Member

Engr Md Rafiqul Islam, Ph.D
DMD, COO & CTO
Chairman

Standing from Left

Mr Mridul Deb Nath
In-Charge, Operations Division
Member

Mr Md Saiful Islam
EVP & Head of ID & Ops
Member

Mr Rafiq Ahmad
VP & Head of HRD
Member

Mr Pronab Kumar Roy
SVP & Chief Risk Officer
Member

Asset Liability Committee



From Left

Mr Md Rafiquzzaman
SVP & Head of Treasury
Member Secretary

Mr Mohammad Zakir Hossain
SVP & Head of CRM
Member

Mr Md Anisur Rahaman, FCA
SVP & Chief Financial Officer
Member

Mr Pronab Kumar Roy
SVP & Chief Risk Officer
Member

Mr Md Humayun Kabir, FCS
DMD & Company Secretary
Member

Mr KM Awlad Hossain
Managing Director
Chairman

Engr Md Rafiqul Islam, Ph.D
DMD, COO & CTO

Ms Navera Alam
SVP & Head of Retail
Member

Mr Nasim Sekander
Additional Managing Director & CBO
Member

Mr Md Saiful Islam
EVP & Head of ID & Ops
Member



SUSTAINABILITY **REPORTING**

Sustainability Report 2025

of Bengal Commercial Bank PLC.

Globally, 2025 was widely characterized as a year of recalibration and pragmatism rather than unchecked idealism. Amid intense macroeconomic pressures, evolving regulatory requirements, and geopolitical shifts, the global ESG market underwent its first true "stress test" but proved remarkably durable.

- **Market Resilience:** Total global sustainable finance supply reached \$1.6 trillion in 2025, down only slightly (7%) from \$1.7 trillion in 2024, proving strong market durability despite high interest rates.
- **Product Preferences:** Institutional investors heavily favored use-of-proceeds products (like green and social bonds) over sustainability-linked structures, due to tightening global regulatory scrutinizes on greenwashing.
- **Strategic Drivers:** The overarching themes moving into 2026 are energy security, infrastructure resilience, and resource efficiency. Climate adaptation and physical risk mitigation have risen to equal prominence alongside traditional carbon transition (mitigation) efforts.

Bangladesh's Regulatory Framework and Performance

Nationally, Bangladesh Bank maintained strict structural mandates, accelerating the shift of the banking sector towards green and inclusive portfolios despite systemic banking liquidity issues and high inflation.

Mandatory Regulatory Targets

Under the updated Sustainable Finance Policy for Banks and Financial Institutions, Bangladesh Bank has legally enforced specific disbursement thresholds mapped against banks' net loans and outstanding advances:

- **Sustainable Finance Target:** Banks were required to allocate at least 40% of their total loans and advances to sustainable finance categories by the end of 2025.
- **Green Finance Target:** Within that portfolio, a strict 5% minimum mandate was set specifically for green finance.

Portfolio Breakdown of Sustainable Finance of BGCB

Sustainable Finance Sector	Amount in Million
Sustainable CSME Financing	1,028.36
Sustainable Agriculture	212.00
Green Financing	355.72

Key Takeaway for Report Strategy: While broader sustainability-linked and MSME financing are heavily gaining traction due to Bangladesh's economic structure, core green finance (8%) continues to lag behind its potential. Independent financial analysts have highlighted a massive opportunity for commercial banks to step up in structuring robust pipelines for renewable energy, energy efficiency, and climate-resilient infrastructure.

Report Parameter

Sustainability has continued to gain momentum as a central consideration in the global financial landscape, and 2025 was no exception. In this evolving context, Bengal Commercial Bank PLC. (BGCB) has reaffirmed its commitment to sustainable banking by integrating environmental, social, and governance (ESG) values across its operations. Sustainable banking at BGCB means delivering products and services that foster long-term positive impact for the institution, its customers, and society at large.

This Sustainability Report 2025 demonstrates BGCB's dedication to responsible banking practices, inclusive growth, and climate-resilient development. It captures the Bank's efforts throughout the year in aligning with both domestic policy frameworks and international goals such as the UN Sustainable Development Goals (SDGs). This report is built upon comprehensive research and assessment of BGCB's sustainability initiatives, using verified data and metrics from across the organization.

Scope of the Report

This report outlines all significant environmental, economic, and social impacts arising from BGCB's operations for the financial year ending December 31, 2025.

Boundary of the Report

The coverage of this report is limited to activities undertaken by BGCB's Head Office, Branches, Sub-Branches, and other direct banking outlets and networks operating within the geographical boundary of Bangladesh.

Key Highlights 2025

- Significant growth in green financing disbursed 1,028.36 million
- Expansion of BGCB i-Banking with over 12,864 active users
- Over Tk. 5.64 million invested in CSR and community initiatives

Strategic Plan For Sustainability

Green Banking Strategies

BGCB advanced its green banking goals by focusing on five key areas:

- Expanding Green Finance portfolios (renewables, eco-innovation)
- Promoting In-house sustainability such as paperless operations and branch-level carbon audits
- Strengthening ESG Integration into risk management
- Launching awareness campaigns through digital media
- Enhancing green reporting and disclosure standards

Customer Satisfaction

In 2025, BGCB further elevated its customer service by implementing IT based support systems and real-time feedback mechanisms. Man, forces actively promoted financial literacy and BGCB's innovative offerings via online platforms.

Digital Banking Strategies

The Bank continued to drive forward its digital transformation with:

- Enhanced features in the Bengal i-Banking App
- Launch of Smart Branches well equipped with service kiosks
- Introduction of online loan applications and real time KYC

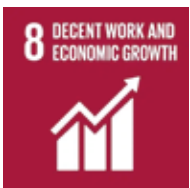
Offering of Sustainable Products

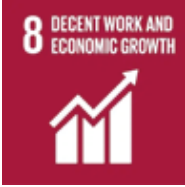
BGCB expanded its line of green and socially responsible products in alignment with the UN SDGs. Financing was extended to solar power projects, clean water startups, and women-led green businesses. The Bank remained dedicated to realizing the vision of "Go Green Financing" by aligning its portfolio with Bangladesh Bank's Sustainable Finance Taxonomy.

Stakeholders Of Bengal Commercial Bank PLC.

Internal Stakeholders	External Stakeholders
1. Employees 2. Board & Management	1. Customers 2. Local Communities 3. Government & Regulatory Authorities

BGCB's Responses to Key Stakeholder Groups and SDG Indicators

	SDG Indicators	BGCB's Responses
Customers	 	• Customer-Centric Approach: Frontline officers ensure high-quality service, with management actively addressing customer feedback, while ALCO maintains competitive deposit rates to enhance customer satisfaction and trust.
Employees	   	• Employee Capacity Development: Conducted in-house training programs. • Competitive Compensation: Introduced attractive salary packages aligned with market trends and inflation. • Employee Welfare: Provided medical and life insurance coverage for employees and their families. • Workplace Safety: Implemented fire safety systems to ensure employee protection. • Leave Policy: Offered sick and mandatory leave as per regulatory guidelines. • HR Digitalization: Launched the "Bengal HRM" portal for streamlined HR and payroll management.

	SDG Indicators	BGCB's Responses
Board & Management		• Board, Executive, and Audit Committee Meetings: Held regularly to ensure sound decision-making. • Management Committee Meetings: Convened as necessary to address operational issues. • Business Review Meetings: Conducted to assess performance and set strategic goals. • Policy Formulation: Management develops policies, which are approved by the Board for effective operations.
Local Communities	         	• Active Community Engagement: BGCB took part in various initiatives to support community welfare. • Donations: The bank provided financial assistance to support social causes. • CSR Participation: BGCB was involved in multiple Corporate Social Responsibility (CSR) activities to promote social and environmental well-being.
Government & Regulatory Authorities	 	• BGCB upholds the highest standards of regulatory compliance and national responsibility, demonstrating unwavering commitment through timely reporting and consistent contributions to the national exchequer.

Sustainable Finance Unit

In pursuit of transforming Bengal Commercial Bank PLC. into a greener and more sustainable financial institution, the Bank has established a Sustainable Finance Unit (SFU) comprising dedicated members responsible for championing environmentally and socially responsible initiatives across the organization.

Screening Process for Sustainable Finance

To ensure that financing activities do not cause undue harm to the environment or society, the Sustainable Finance Unit has developed a robust screening framework. This framework is guided by clearly defined technical screening criteria aimed at assessing whether a financial activity contributes meaningfully to one or more of the following six environmental objectives while ensuring it does not significantly harm the others:

1. Climate Change Mitigation
2. Climate Change Adaptation
3. Sustainable Use and Protection of Water and Marine Resources
4. Transition to a Circular Economy, Waste Prevention, and Recycling
5. Pollution Prevention and Control
6. Protection and Restoration of Biodiversity and Healthy Ecosystems

Performance Thresholds

To qualify as sustainable, an activity must meet the following performance thresholds:

1. Substantive Contribution – Make a meaningful contribution to at least one of the six environmental objectives.
2. Do No Significant Harm (DNSH) – Avoid significant negative impact on the remaining five environmental objectives, where relevant.
3. Social and Governance Safeguards – Comply with minimum standards related to human rights, labor practices, and sound corporate governance.

This structured approach enables Bengal Commercial Bank PLC. to align its financing practices with national and global sustainability goals, promoting green growth and responsible banking.

Steps of Screening

As part of the sustainable finance framework, all loan proposals must undergo an initial screening against a predefined Exclusion List.

This step ensures that the Bank does not finance activities that are inherently harmful to the environment, society, or that conflict with BGCB's sustainability commitments. Only those proposals that pass this initial filter proceed to further evaluation against the Bank's technical screening criteria and ESG performance thresholds.



Monitoring and Carbon Footprint Minimization

Bengal Commercial Bank emphasizes structured monitoring following asset creation to maintain asset quality and ensure long-term sustainability. While Environmental, Social, and Governance (ESG) screening is critical during the project evaluation phase, consistent offsite and onsite monitoring is essential to uphold sustainability standards. Monitoring includes evaluating client compliance with ESG commitments, reviewing performance reports, conducting site visits, verifying permits, and tracking incidents, media coverage, and stakeholder complaints.

In line with SFD Circular no. 05 dated 30th December 2020, the Bank is also committed to minimizing its carbon footprint by supporting sustainable financing initiatives and activities that reduce greenhouse gas emissions. These efforts not only help mitigate environmental impact but also turn carbon reduction into a valuable economic asset through the creation of tradable financial instruments.

Key Sources of Carbon Emission (for a bank):

- A. Scope 1 (Direct Emissions):
Fuel combustion (generators, vehicles) Refrigerants leakage
- B. Scope 2 (Indirect Emissions from energy use):
Purchased electricity for branches and offices
- C. Scope 3 (Other Indirect Emissions):
Business travel
Employee commuting

Paper usage
Waste generation
Outsourced services
Financed emissions (if applicable)

BGCB Responses to Minimize Carbon Footprint

Bengal Commercial Bank PLC (BGCB) is committed to reducing its carbon foot print and supporting the transition to a low carbon economy. As part of our sustainability strategy, we are actively participating in carbon markets and promoting climate-resilient practices through the following key initiatives:

- **Advisory Services:** BGCB provides expert advisory services to clients engaged in or entering carbon markets. This includes assistance with the marketing, structuring, transaction, and sales of carbon credits.
- **Targeted Green Financing:** We offer dedicated financing solutions for companies implementing greenhouse gas (GHG) emission reduction projects and programs that are eligible to generate carbon finance revenues.
- **Aggregation and Sales of Emission Reductions:** BGCB facilitates the sale of emission reductions by aggregating and purchasing credits from portfolios of smaller-scale GHG emission reduction projects implemented by our clients.
- **Strategic Equity Investments:** We invest in companies that originate and manage GHG emission reduction projects and programs, contributing to the generation of carbon finance and supporting climate innovation.
- **Innovative Financing Models:** BGCB engages in performance-based financing models, receiving emission reductions in addition to interest payments as part of upside-sharing arrangements with clients producing verified carbon credits.

Through these multifaceted approaches, BGCB is not only minimizing its own environmental impact but also empowering businesses across sectors to participate in climate-positive activities and scale their decarbonization efforts.

Sustainable Finance Taxonomy

At BGCB, we align with the Sustainable Finance Policy of Bangladesh Bank by adopting a comprehensive Sustainable Finance Taxonomy a structured classification system that guides the identification, assessment, and promotion of finance aligned with environmental and social sustainability.

This taxonomy encompasses not only Green Taxonomy, but also includes aspects of Corporate Social Responsibility (CSR), Economic and Social Inclusion, and both Good Governance and Green Governance practices. It applies across sectors such as Agriculture, CMSME, and other socially responsible financing initiatives.

Key Features (as per Bangladesh Bank's Sustainable Finance Policy):

- Clear classification of sustainable finance activities and eligible sectors.
- Alignment with national sustainability goals and international environmental commitments.
- Support for inclusive and responsible economic growth.

Green Taxonomy

The Green Taxonomy is a core component, identifying environmentally sustainable investments and activities that contribute meaningfully to climate action and ecological resilience. It enables targeted climate finance and ensures capital is directed efficiently toward green transformation.

Purpose of Green Taxonomy:

- Support climate finance aimed at reducing GHG emissions and enhancing carbon sinks.
- Promote resilience of human and ecological systems against climate change impacts.
- Encourage the greening of polluting sectors through measurable environmental improvement.
- Recognize and support economic activities that have significantly reduced their negative environmental impacts.

BGCB is committed to integrating this taxonomy in all relevant financing decisions to promote long-term environmental sustainability and inclusive development.

Green Taxonomy is a classification system designed to provide clear criteria for identifying sustainable economic activities. It aims to direct investment toward projects that contribute to environmental sustainability and the transition to a green economy. Here's a summary of its key features:

1. **Environmental Objectives:** The Green Taxonomy outlines specific environmental objectives, such as climate change mitigation, climate change adaptation, sustainable use of water, protection of biodiversity, and pollution prevention.
2. **Eligibility Criteria:** It sets clear criteria for determining whether an activity is environmentally sustainable. Activities are assessed based on their environmental impact, whether they contribute to sustainability goals, and if they comply with minimum safeguards.
3. **Clear Definitions:** It provides standardized definitions and categories for what qualifies as "green," making it easier for investors, policymakers, and businesses to understand and follow sustainability guidelines.

4. **Transparent Reporting:** Entities using the Green Taxonomy are required to disclose their activities' alignment with sustainability criteria, ensuring transparency and accountability.
5. **Investment Guidance:** It serves as a guide for financial institutions and investors to make informed decisions, encouraging investments in environmentally sustainable projects.
6. **Adaptable to Regional Contexts:** Although it provides a global framework, the taxonomy can be adapted to local contexts, ensuring it is relevant to different countries' sustainability goals.

7. **Scientific Basis:** The criteria are often rooted in scientific research and evidence, ensuring that the activities identified as green have a genuine positive environmental impact.

In essence, Green Taxonomy is a tool for streamlining green investments, ensuring they genuinely contribute to the planet's environmental and sustainability objectives.

Mapping the Activities of BGCBL with UN SDGs

Segment	Amount Disbursed	Client Segment	SDGs Mapping
Sustainable Agriculture	212	✓ Fishery ✓ Poverty Alleviation	   
Sustainable CSME	1028.36	✓ Agro Equipment Manufacturing ✓ Production of Bio - pesticide, organic fertilizer	    

Executive Summary

In 2025, Bengal Commercial Bank PLC. (BGCB) solidified its position as a frontrunner in sustainable banking in Bangladesh. Through expanded green financing, innovative digital banking solutions, and strengthened environmental and social governance practices, BGCB made measurable progress toward both national development objectives and the UN Sustainable Development Goals (SDGs).

Key highlights of the year include disbursement of Tk 355.72 million in green financing, the launch of eco-conscious financial products, and widespread digital transformation with the Bengal i-banking app experiencing a 128.33% user increase. BGCB also took bold steps to minimize its carbon footprint and implemented a rigorous ESG screening process for all new financial proposals.

The Bank's comprehensive approach to sustainability is driven by strategic alignment with Bangladesh Bank

guidelines and the Paris Climate Agreement, ensuring a resilient, inclusive, and environmentally responsible financial ecosystem for the future.



Corporate Social Responsibility

Corporate Social Responsibility (CSR) is a self-regulating framework that enables organizations to remain accountable to themselves, their stakeholders, and the broader society. Since the commencement of its commercial operations, Bengal Commercial Bank PLC (BGCB) has actively engaged in CSR initiatives in compliance with regulatory guidelines.

BGCB recognizes the importance of understanding and addressing the social, economic, and environmental impacts of its operations. The Bank is committed to embedding CSR principles across all areas of its business, ensuring a responsible and sustainable approach to banking. At BGCB, CSR is not just a legal or ethical obligation it is a strategic imperative aligned with the Bank's mission to support the nation's development goals and maintain its social license to operate.

Our CSR strategy reflects a strong commitment to long-term, high-impact community engagement. Rather than focusing on isolated acts of charity, BGCB invests in initiatives that generate lasting social value. The Bank integrates CSR into its organizational culture, aligning business activities with community development efforts to create meaningful change.

BGCB's CSR programs are anchored in core areas such as education, environmental sustainability, and economic empowerment. These initiatives aim not only to provide immediate support but also to build the capacity of individuals and communities for a more inclusive and sustainable future.

As per the guidance of Bangladesh Bank, BGCB allocates its annual CSR expenditure based on the net profit after tax of the preceding year. The Bank's CSR policy has been formulated in accordance with various directives issued by the Department of Off-Site Supervision, Green Banking & CSR Department, and Sustainable Finance Department of Bangladesh Bank.

Through its proactive and structured approach to CSR, Bengal Commercial Bank PLC continues to strengthen its role as a responsible corporate citizen committed to the long-term welfare of society.

Purpose of Corporate Social Responsibility

For the welfare of the country Bengal Commercial Bank PLC. furnished its CSR activities by complying the instructions of Bangladesh Bank. To contribute in the socio-economic development of the country is the main goal of the Bank's CSR Unit. CSR requires engagement with internal and external stakeholders, it enables enterprises to better anticipate and take advantage of fast changing societal expectations and operating conditions. It can therefore drive the development of new markets and create opportunities for growth.

Responsibility for Corporate Social Responsibility

The concept of Corporate Social Responsibility (CSR) is so wide, it includes Human rights, good governance, health, education, security, balance in the environment etc. CSR activities is a social movement and it will help in the development of the backwards people of the country. The responsibilities of CSR are stated below:

- i. Ethical Responsibility;
- ii. Economical Responsibility;
- iii. Social Responsibility;
- iv. Humanitarian Responsibility;
- v. Environmental Responsibility.

Plan of Action for Corporate Social Responsibility

Bengal Commercial Bank PLC. may take the following actions for the CSR activities:

- i. Take action in the ground of Humanity;
- ii. Take action for the healthcare ground;
- iii. Development in the Sports sector,
- iv. Development in the Agricultural sector;
- v. Save the environment from different disaster by Tree Plantation program;
- vi. By constructing dam in the flood affected area,
- vii. Helping the poor people for accelerate their earning;
- vii. Development in the Human Resource Management.

Administrative infrastructure and Budget Process

The Board approved annual CSR activities of the Bank will be functioned by the CSR unit of Bengal Commercial Bank PLC. Internal audit division will follow-up the activities of the CSR Unit. Moreover, the Green Banking & CSR Department and Offsite Supervision Department of Bangladesh Bank will also oversight the overall activities of the CSR Unit.

The CSR unit of the Bank will present an Annual CSR Budget to its Board of Directors for approval and the Board will approve the same from the Banks after tax net profit. The proposals for board approval must scrupulously avoid any allocation in favor of any entity directly or indirectly connected with directors, senior management members of the bank or with the members of its CSR unit.

The Bank with no after tax net profit surplus may postpone making fresh CSR program expenditure commitments but should continue honoring previous commitments (like educational scholarship for a student's educational course period etc.). CSR engagements in priority sector lending (like agricultural, SME and green financing) should also remain undiminished scale.

The Bank shall exercise utmost care in ensuring that the CSR support allocations do not end up siding of abetting financing of militancy and terrorism. Any suspected event of such abuse of CSR assistance must be reported to law enforcement authorities, stopping the CSR assistance forthwith; failure to do so will attract penal proceedings under AMI CFT laws and regulations.

Source of Fund for CSR Activities

The main source of Fund for CSR unit of Bengal Commercial Bank PLC. will be maximum of 10% of the after tax net profit approved by the Board of Directors of the Bank and as prescribed by the Bangladesh Bank.

Sectors for CSR Expenditure

Education and job focused vocational training being crucial in widening advancement opportunities for the underprivileged population segments, around 30% (Thirty percent) of total CSR expenditure may be used in the following fields:

1. Education Sector:

Education and job focused vocational training being crucial in widening advancement opportunities for the underprivileged population segments, around 30% (Thirty percent) of total CSR expenditure may be used in the following fields:

- For scholarships/stipends for students from low income family in reputed academic and vocational training institutions, and
- For support towards upgrading of facilities in academic and vocational training institutions substantially engaged with students and trainees from the underprivileged rural and urban population segments Selection processes for scholarships and stipends should elicit enough information to preclude applicants from drawing benefits from multiple banks sources.

2. Healthcare Sector:

Preventive and curative healthcare support assistance for underprivileged population segments comes next in priority, around 30% (Thirty percent) of total CSR expenditure allocation in this area may be appropriate. Support assistances in this area would include direct grants towards costs of curative treatment of poor vulnerable individual patients for expensive treatments, costs of running hospitals and diagnostic centers engaged substantially in treatment of patients from underprivileged population segments, and towards costs of preventive public health and hygiene initiatives like provision of safe drinking water, hygienic toilet facilities for poor households and for floating population in urban areas, and so on.

3. Environment & Climate Change Mitigation & Adoption Sector:

As per circular of Bangladesh Bank at least 20% (Twenty percent) of budgeted CSR fund have to send in the sector of environmental and climate change mitigation & adoption sector, details are stated below:

- Tree plantation;
- Cyclone center for coastal areas and rehabilitation of the people of the affected area;
- Housing program for the affected people in coastal area;
- Placement of Solar panel / solar irrigation pump.

4. Other Sector:

The remainder of direct budgetary CSR expenditure allocations 20% (Twenty percent) may be used in such other areas as:

- Emergency disaster relief;
- Promoting adoption of environmentally sustainable output practices and lifestyles; Promoting artistic, cultural, literary;
- Upgrading facilities and lifesavings equipment's in emergency rescue services like the fire brigades etc.;
- Infrastructure improvement for disadvantaged communities in remote far-flung areas and so forth;
- Others: The CSR unit must have to ensure that the Bank did not approve any CSR amount in the following area:
 - Terrorist Financing;
 - Money laundering;
 - Fund diversion;
 - Controversial organizations;
 - Illegal or Political purpose Fund use;
 - Use of the Fund for Bank or Any employee of the Bank.

BGCB CSR Philosophy

Corporate Social Responsibility at Bengal Commercial Bank PLC. (BGCB) is not a mere regulatory obligation it is a core element of our business ethos. Since inception, we have aligned our CSR strategies with national development priorities and Bangladesh Bank's regulatory framework, aspiring to make a meaningful impact on society

Strategic Approach

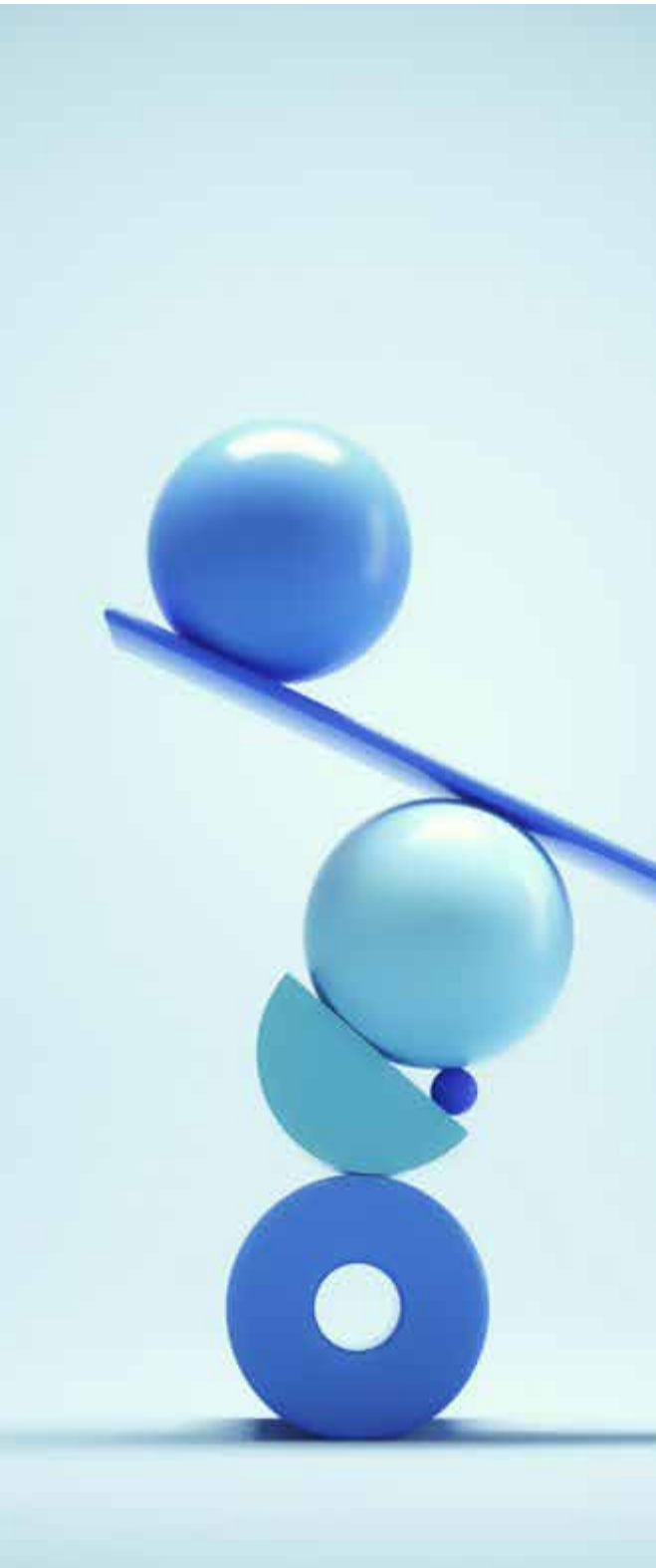
Our CSR model goes beyond traditional charitable acts. It is anchored in:

- Sustainable Impact:** Prioritizing long-term societal transformation over short-term aid.
- Strategic Focus Areas:** Education, healthcare, environment, and economic empowerment.
- Embedded Responsibility:** Integrating CSR into our organizational culture and day to day operations.

Key CSR Highlights – 2025

Winter Relief: Donated 15000 units of blankets amounting to 0.56 crore, to underprivileged communities in cold-affected regions.

These initiatives reflect BGCB's unwavering commitment to social welfare and national development. The Bank remains dedicated to integrating social responsibility into its core business practices, striving to build a more resilient and inclusive society.



RISK **MANAGEMENT**

www.pearsoned.com.au

1. Risk Management Overview

Bengal Commercial Bank (BGCB) considers risk management as an integral part of its business, operations, and decision-making processes. BGCB has a comprehensive risk management process (including effective Board and senior management oversight) to identify, measure, evaluate, monitor, report and control or mitigate all material risks on a timely basis and to assess the adequacy of capital and liquidity in relation to risk profile, market and macroeconomic conditions. Objectives of risk management in Bengal Commercial Bank are:

- i. To Promote better risk culture.
- ii. To improve financial soundness and stability.
- iii. To adopt and implement a sound risk management framework.
- iv. To introduce important risk management tools and techniques.

2. Risk Management Framework

Bengal Commercial Bank has developed a Risk Management Framework as a standardized approach to manage its risks effectively. The Bank's Risk Management Framework provides its Board and Senior Management with tools to anticipate and manage both the existing and potential risks, taking into consideration changing risk profiles as dictated by changes in business strategies, the external environment and/or the regulatory environment.

The key dimensions of the Bank's Risk Management Framework are:

i. Risk Culture

A sound and consistent risk culture throughout the bank is a key element of effective risk management. BGCB has established an integrated and institution-wide risk culture, based on a full understanding of the risks it faces and how they are managed, considering risk tolerance and appetite. The bank has developed its risk culture through policies, examples, communication, and training of staff regarding their responsibilities for risk. Every member of the bank is fully aware of his or her responsibility regarding risk management.

ii. Risk Strategy and Risk Appetite

Risk appetite plays an important role in cascading the risk strategy down through the bank. It is defined as the amount and type of risk that the bank is able and willing to accept in pursuit of its strategic and business objectives. Bengal Commercial Bank sets risk appetite, including tolerance and limit, every year to ensure appropriate alignment between strategy, growth aspirations, operating plans, capital and risk. The board of directors sets the strategies and the senior management takes responsibility for implementing those strategies and communicating them throughout the bank. It

includes metrics and indicators in relation to specific risk types. The risk appetite is well-embedded and consistent with the bank's capacity to take risk, taking into consideration the capital constraints, and potential profit and loss consequences.

iii. Risk Governance and Organization

Risk governance refers to the structure, rules, processes, and mechanisms by which decisions about risks are taken and implemented. It ensures what risk management responsibilities lie at what levels and the ways the board influences risk-related decisions; and the role, structure, and staffing of risk organization. A good practice in this dimension is where the board has regular involvement in managing key risk issues, and risk management responsibilities are proportionate to the risks assumed at a particular level or unit.

BGCB's Risk governance follows a three-lines-of-defense-model.

First line of defense: The business and operation units of the bank have in place effective processes to identify, assess, measure, monitor, mitigate, and report on their risks. Each unit operates in accordance with the risk policies and delegated mandates. The units are responsible for having skills, operating procedures, systems, and controls in place to ensure their compliance with risk policies and mandates.

Second line of defense: The Internal Control framework encompasses risk control function and compliance function, and cover the whole organization, including the activities of all business, support, and control units. The risk management division under the supervision of Chief Risk Officer (CRO) has the responsibility for recommending and monitoring the bank's risk appetite and policies, and for following up and reporting on risk related issues across all risk types. The second line of defense relates to the appropriate Internal Control framework put in place to ensure effective and efficient operations, including the following:

- a) adequate control of risks;
- b) prudent conduct of business;
- c) reliability of financial and non-financial information reported or disclosed (both internally and externally); and,
- d) compliance with laws, regulations, supervisory requirements, and the bank's internal policies and procedures.

Third line of defense: Bank's internal audit performs independent periodic reviews of the first two lines of defense, provides assurance and informs strengths and potential weaknesses of the two first lines.

iv. Risk Assessment and Treatment

Risk assessment is the process of risk identification, analysis, and evaluation. Risk identification is the starting point for understanding and managing risks and/or crucial activities. Bank

identifies the nature of risk, sources of risk, cost of risk, areas of impacts, events, their causes, and their potential consequences. Risk analysis involves developing an understanding of the risk. It provides an input to risk evaluation and to decisions on the most appropriate strategies and techniques for risk treatment. The bank's risk analysis involves measuring risk by considering consequences of an unfavorable event and likelihood of such event occurring. Risk evaluation is undertaken to assist in making decisions, based upon the outcomes of risk analysis, about which risks need treatment and the priority for treatment implementation. Some risks need to be immediately addressed and brought to the attention of the competent authority promptly. Risk evaluation mainly involves comparing the level of risk found during the analysis process with the bank's risk appetite, risk tolerance level and regulatory limits. Based on this comparison, the need for appropriate treatment should be considered.

After the exposed risks are assessed, bank chooses the best option to eliminate or mitigate unacceptable risks. Risk treatment options are not necessarily mutually exclusive or appropriate in all circumstances. The options include the following and applied either individually or in combination:

- a) Avoiding the risk by deciding not to start or continue with the activity that gives rise to the risk.
- b) Accepting and retaining the risk by making informed decision and having plans for managing and funding the consequences of the risk if it occurs.
- c) 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.
- d) Sharing the risk with another party or parties through insurance, consortium financing, etc.

Selecting the most appropriate risk treatment option involves balancing the costs and efforts of implementation against the benefits derived, regarding legal, regulatory, and other requirements.

3. Risk Management Process

Risk Management is an iterative process that, with each cycle, contributes progressively to organizational improvement by providing management with a greater insight into risks and their impact. It is a series of multi-steps that, when undertaken in sequence, enables continual improvement in decision-making.

Bengal Commercial Bank adopts the following steps of the Risk Management Process:

- i. **Communication and consult:** This is the preparatory step that aims to identify the responsible persons involved in risk

assessment (including identification, analysis and evaluation) and also the persons engaged in the treatment, monitoring and review of risk.

- ii. **Establishment of the Context:** This is another preparatory stage that closes to starting the formal risk management process. Before risk is clearly understood and dealt with, it is important to understand the context in which it exists.
- iii. **Risk Identification:** The next step is to identify possible risks that may affect, either negatively or positively, the objectives of the business and the activity under analysis. The purpose of this step is to identify what could go wrong (likelihood) and what is the consequence (loss or damage) of it occurring.
- iv. **Analysis of the risks:** The risk analysis step assists in determining which risks have a greater consequence or impact than others. Thus, analyzing the likelihood and consequences of each identified risk and deciding which risk factors will potentially have the greatest effect and therefore, receive priority with regard to how they will be managed. The level of risk is analyzed by combining estimates of likelihood and consequences.
- v. **Evaluation of the risks:** Risk evaluation involves comparing the level of risk found during the analysis process with previously established risk criteria and deciding whether these risks require treatment. The result of a risk evaluation is a prioritized list of risks that require further action. This step is about deciding whether risks are acceptable or need treatment.
- vi. **Treatment of risks:** Risk treatment is about considering options for treating risks, evaluating those options, preparing the risk treatment plans and implementing those plans to achieve the desired outcome.
- vii. **Monitoring and review of risks:** Risks are monitored periodically to ensure that the changing circumstances do not alter the risk priorities. Very few risks remain static, therefore the risk management process needs to be regularly repeated, so that new risks are captured in the process and effectively managed.

Risk management plan at every business level are reviewed at least on annual basis. An effective way to ensure that is to combine risk planning or risk review with annual business planning.

Risk management is incorporated into the operational and management processes at every level of the bank and driven from the top down.

4. Risk Management System

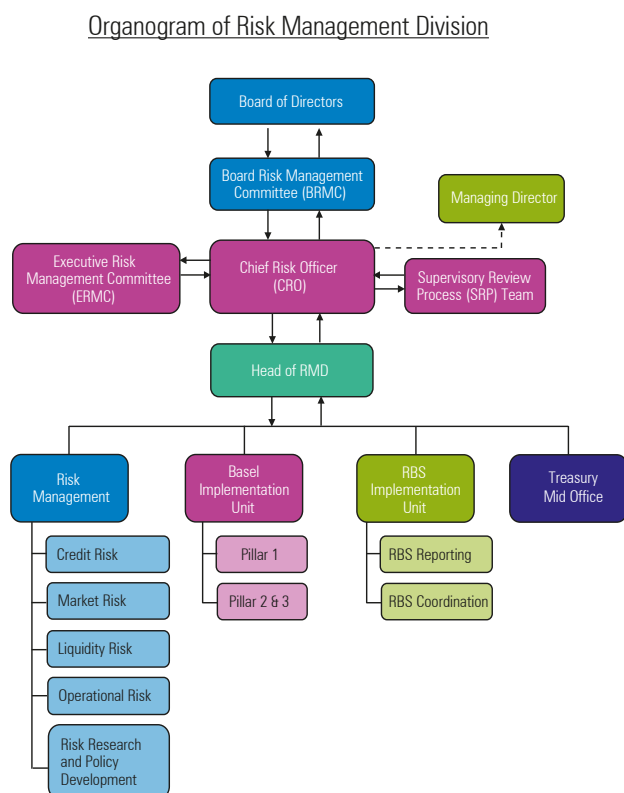
The success of risk management in bank depends on the effectiveness of the risk management system providing the foundation and arrangements that are put in place throughout the organization at all levels. Bengal Commercial Bank's risk management system includes policies, procedures, limits, and controls in its foundation. This foundation provides adequate, timely, and continuous identification, assessment, measurement, monitoring, mitigation, and reporting of risks posed by its activities at the business line and enterprise levels.

Bengal Commercial Bank's risk management system for effective business operations encompasses the following:

- Active involvement of board and senior management.
- Adequate organization, policies and procedures.
- Appropriate management information systems.
- Comprehensive internal controls and limits.

5. Risk Management Organogram

Bengal Commercial Bank PLC has formulated its organogram according to bank's capacity to absorb the risk management norms, scope of works, human resources and logistic support, size and age of business, philosophy of the board, board risk management committee and overall bank's management vision in line with the Risk Management Guideline of Bangladesh Bank. The risk management organogram of BGCB is as follows:



6. Risk Management Authorities of the Bank

6.1 Board of Directors

The key risk management reports/issues are placed before the board of directors on quarterly basis for review and perusal. Board provides guidance against the identified/ mentionable risks and the same are communicated to responsible organs for taking corrective actions. Board of Directors will take every possible initiative to keep various risks (credit, market, liquidity, operational risks etc.) within tolerable level. For this purpose, the board plays the following role:

- Establishing organizational structure for enterprise risk management within the bank and ensuring that top management as well as staffs responsible for risk management possess sound expertise and knowledge to accomplish the risk management function properly;
- Assigning sufficient authority and responsibility to risk management related officials;
- Ensuring uninterrupted information flow to RMD for sound risk management;
- Continuously monitoring the bank's performance and overall risk profile through reviewing various reports;
- Ensuring the formulation, review (at least annually) and implementation of appropriate policies, plans and procedures for risk management;
- Defining and reviewing the risk appetite, risk tolerance, limit etc. in line with strategic planning;
- Ensuring maintenance of adequate capital and provision to absorb losses resulting from risk;
- Ensuring that internal audit reviews the credit operations, foreign exchange operations and securities portfolio management functions etc. to assess the effectiveness of internal control system;
- Monitoring the function of Board Risk Management Committee; etc.

6.2 Board Risk Management Committee (BRMC)

Board Risk Management Committee (BRMC) reviews the material risks related to credit, foreign exchange, internal control & compliance, money laundering & terrorist financing, information & communication technology, operation, profit rate, liquidity, capital management functions and provisioning (required & maintained); etc. on quarterly basis. The BRMC provides guidance against the identified risks for taking corrective actions by the management. 4 (four) meetings of the BRMC were held during the year 2025. Board Risk Management Committee (BRMC) of the bank provide utmost importance on sound risk management practices. For this purpose, the BRMC plays the following role:

- Formulating and reviewing (at least annually) risk management policies and strategies for sound risk management;

- b) Monitoring implementation of risk management policies & process to ensure effective prevention and control measures;
- c) Ensuring construction of adequate organizational structure for managing risks within the bank;
- d) Supervising the activities of Executive Risk Management Committee (ERMC);
- e) Ensuring compliance of BB instructions regarding implementation of core risk management;
- f) Ensuring formulation and review of risk appetite, limits and recommending these to Board of Directors for their review and approval;
- g) Approving adequate record keeping & reporting system and ensuring its proper use;
- h) Holding at least 4 meetings in a year (preferably one meeting in every quarter) and more if deemed necessary;
- i) Analyzing all existing and probable risk issues in the meeting, taking appropriate decisions for risk mitigation, incorporating the same in the meeting minutes and ensuring follow up of the decisions for proper implementation;
- j) Submitting proposal, suggestions & summary of BRMC meetings to board of directors at least on quarterly basis;
- k) Complying with instructions issued from time to time by the regulatory body;
- l) Ensuring appropriate knowledge, experience, and expertise of lower-level managers and staff involved in risk management;
- m) Ensuring sufficient & efficient staff resources for RMD;
- n) Establishing standards of ethics and integrity for staff and enforcing these standards;
- o) Assessing overall effectiveness of risk management functions on yearly basis.

6.3 Executive Risk Management Committee (ERMC)

Bank has formed ERMC comprising of divisional Heads of all concerned divisions and Executives from other divisions related to risk as deemed necessary. RMD act as secretariat of the committee. The ERMC, from time to time, invite top management (CEO, AMD, DMD or senior most executives) to attend the meetings so that they are well aware of risk management process.

The responsibilities/Terms of Reference of ERMC are as follows:

- a) Identifying, measuring and managing bank's existing and potential risks through detailed risk analysis;
- b) Holding meeting at least once in a month based on the findings of risk reports and taking appropriate decisions to minimize/control risks;
- c) Ensuring incorporation of all the decisions in the meeting minutes with proper dissemination of responsibilities to concerned divisions/departments;

- d) Minimizing/controlling risks through ensuring proper implementation of the decisions;
- e) Reviewing risks involved in new products and activities and ensuring that the risks can be measured, monitored, and controlled adequately;
- f) Submitting proposals, suggestions & summary of ERMC meetings to CEO, BRMC on regular basis;
- g) Implementing the decisions of BRMC and board meetings regarding risk issues;
- h) Assessing requirement of adequate capital in line with the risk exposures and ensuring maintenance of the same through persuading senior management and board;
- i) Determining risk appetite, limits in line with strategic planning through threadbare discussions among the members;
- j) Contributing to formulation of risk policies for business units;
- k) Handling "critical risks" (risks that require follow-up and further reporting);
- l) Following up reviews and reports from BB and informing BRMC the issues affecting the bank's operation.
- m) Ensuring arrangement of Annual Risk Conference in the bank.

6.4 Risk Management Division (RMD)

Bengal Commercial Bank has an independent full-fledged Risk Management Division (RMD) supervised by Chief Risk Officer. The main functions of the division include, but not limited to, the following:

- a. Collecting and analyzing data/information for identifying risks and making appropriate recommendations for risk mitigation;
- b. Preparing risk management reports, arranging monthly meeting of ERMC and preparing meeting minutes, disseminating the decisions to the concerned departments/divisions, monitoring and follow up of implementation status;
- c. Ensuring timely submission of risk management reports, meeting minutes, compliance report and other documents to BB;
- d. Assisting BRMC/ERMC by providing risk issues that are needed to be addressed;
- e. Designing bank's overall risk management strategy;
- f. Ensuring significant contribution in establishing sophisticated risk management infrastructure with a sufficiently robust data-base, data architecture and information technology;
- g. Conducting, developing and overseeing Stress Testing activity;
- h. Utilizing the Stress Test result and scenario analysis to better understand potential risk exposures under a variety of adverse circumstances;

- i. Developing and testing different models and observe their use for measuring and monitoring risks;
- j. Assisting senior management in formulating strategic planning considering bank's risk exposures and industry as a whole;
- k. Supporting the Board, BRMC and ERM in formulation, review and approval of the enterprise-wide risk governance framework which includes the bank's risk culture, risk appetite, risk limits, and MAT;
- l. Monitoring on ongoing basis the risk-taking activities and risk exposures in line with the board approved risk appetite, risk limit and corresponding capital or liquidity needs;
- m. Taking initiatives for interim review of risk appetites on request of other related divisions and informing the Board of Directors and BRMC time to time about the status of risk exposures as compared to appetite;
- n. Establishing an early warning or trigger system for breaches of the bank's risk appetite or limits;
- o. Communicating views of the board and senior management throughout the bank;
- p. Taking initiatives for establishing enterprise/comprehensive risk management policies and procedures with the approval of the board;
- q. Monitoring concerned divisions in formulating and reviewing related risk management policies and procedures;
- r. Monitoring compliance of irregularities found in core risk inspection reports of BB;
- s. Adopting proper financial protection measures through risk transfer, risk avoidance, and risk retention programs;
- t. Taking appropriate steps to control or mitigate risk exposures and ensure reporting the same to senior

management and BRMC.

- u. Preparing and maintaining RBS related reports, documents, and supervisory information as required by Bangladesh Bank.
- v. Supporting senior management in addressing supervisory observations, recommendations, and action plans under RBS.
- w. Facilitating communication and coordination between Bangladesh Bank supervisors and the bank's management during RBS inspections and reviews.
- x. Monitoring progress of corrective actions taken against supervisory findings and reporting the status to senior management.

7. Conclusion

Bank aims to achieve an appropriate trade-off between risk and return to maximize shareholder value. Now-a-days, Banking business are struggling to recover with reducing scope of earnings and maintain regulatory requirements due to business rationalization, dollar crunch, liquidity crisis, high inflation and price hikes. However, Bengal Commercial Bank PLC. managed the risk by taking proactive measures and good governance in its operational arena. Apart, the bank's risk management organs are working together for minimizing the identified and future potential risks with a view to sustainable growth of the bank in the long run and constantly taking forward looking initiatives by the all-responsible authorities of the bank considering the changing circumstances from time to time.



Disclosures on Risk Based Capital (Basel III)

For the Year Ended on 31 December 2025

1.00 Scope of Application:

Qualitative Disclosures		
a)	The name of the top corporate entity in the group to which this guideline applies.	Bengal Commercial Bank PLC.
b)	An outline of differences in the basis of consolidation for accounting & regulatory purposes, with a brief description of the entities within the group i) that are fully consolidated, ii) that are given a deduction treatment and iii) that are neither consolidated nor deducted (e.g. where the investment is risk-weighted).	Bengal Commercial Bank PLC. was incorporated on 3 February 2020 as a Public Limited Company under the Companies Act, 1994. The Bank obtained license from Bangladesh Bank on 23 February 2020 as a scheduled commercial bank and started its commercial operation on 11 March 2021. The principal activities of the bank are to provide all types of commercial banking service to customers through branches, sub-branches, ATMs, corporate, retail and SME units in Bangladesh. As on 31 December 2025 bank had 22 branches (including 3 full fledge Islamic banking branches), 11 subbranches (including 1 Islamic banking sub-branch) and 8 ATM booths. The disclosure made in the following sections has addressed Bengal Commercial Bank PLC. as a single entity (Solo Basis) as there was no subsidiary as on the reporting date (31 December 2025).
c)	Any restrictions, or other major impediments, on transfer of funds or regulatory capital within the group.	Not applicable.

Quantitative Disclosures		
d)	The aggregate amount of surplus capital of insurance subsidiaries (whether deducted or subjected to an alternative method) included in the capital of the consolidated group.	Not applicable.

2.00 Capital Structure

Qualitative Disclosures		
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 CET 1, Additional Tier 1 or in Tier 2 Capital.	In terms of Section 13 of the Bank Company Act, 1991 (Amended up to date), the terms and conditions of the main features of all capital instruments have been segregated in line with the eligibility criteria set forth vide BRPD Circular No. 18 dated 21 December 2014 [Guidelines on Risk Based Capital Adequacy (Revised Regulatory Capital Framework for Banks in line with Basel III)] and other relevant instructions given by Bangladesh Bank from time to time. The main features of the capital instruments are as follows: 1) Tier 1 Capital (going-concern capital) a) Common Equity Tier 1 (CET 1) b) Additional Tier 1 (AT 1) 2) Tier 2 Capital (gone-concern capital) Common Equity Tier 1 Capital Instruments of Bengal Commercial Bank consists of i) Paid-up Capital ii) Statutory Reserve iii) Retained Earnings Currently, bank has no Additional Tier 1 Capital instrument. Tier 2 Capital consists of general provision against unclassified loans and off-balance sheet exposures.

Quantitative Disclosures		
b) c) & d)	The amount of Regulatory Capital as per audited financial statements as of 31 December 2025 are as follows:	
	(BDT in crore)	
	Particulars	Amount
	Tier 1 Capital	
	Common Equity Tier 1 (CET 1) Capital	
	Paid-up Capital	500.00
	Statutory Reserve	24.50
	Retained Earnings	34.21
	Less: Goodwill and all other Intangible Assets	0.46
	Less: Differed Tax Assets (DTAs)	3.16
	Total Common Equity Tier 1 (CET 1) Capital	555.09
	Additional Tier 1 (AT 1) Capital	0.00
	Total Tier 1 Capital	555.09
	Tier 2 Capital	
	General Provision against unclassified loans	20.62
	General Provision against off-balance sheet exposures	4.84
	Total Tier 2 Capital	25.46
	Total Eligible Capital	580.55

3.00 Capital Adequacy

Qualitative Disclosures		
a)	A summary discussion of the Bank's approach to assessing the adequacy of its capital to support current and future activities.	Bengal Commercial Bank assesses the adequacy of its capital in terms of Section 13 (1) of the Bank Company Act, 1991 (Amended up to date) and instruction contained in BRPD Circular No. 18 dated 21 December 2014 [Guidelines on 'Risk Based Capital Adequacy for Banks' (Revised regulatory capital framework in line with Basel III)] and other relevant rules & regulations issued by Bangladesh Bank from time to time. The Bank computes the capital requirement on the basis of following approaches: i) Credit risk: Standardized Approach; ii) Market risk: Standardized Approach; iii) Operational risk: Basic Indicator Approach. The Bank assesses the capital requirement considering the existing size of portfolio, concentration of portfolio to different risk weight groups, asset quality, profit trend etc. The Bank also forecasts the adequacy of capital in terms of its capacity of internal capital generation, maintaining the size of the portfolio, asset quality, conducting credit rating of the borrowers, segregation of portfolio to different risk weight groups etc. Bangladesh Bank vide DOS Circular Letter No. 20 dated 24 July 2023 instructed to maintain 10% of Risk Weighted Assets (RWA) or Taka 500 crore whichever is higher as Minimum Capital Requirement (MCR) of the bank. As per audited financial statements as on 31 December 2025, 10% of Bank's RWA came to Taka 191.90 crore. Hence, as per rule, Bank's MCR came to Taka 500 crore. Against that, as of 31 December 2025, Bank maintained total capital (CET 1/Tier 1 and Tier 2) of Taka 580.55 crore. As a result, as of the said date, there was a surplus of Taka 80.55 crore (i.e. Taka 580.55 crore minus Taka 500 crore). However, Bank's capital to risk-weighted asset ratio (CRAR) as of 31 December 2025 stood at 30.25% (consisting of 28.93% in CET 1 capital and 1.33% in Tier 2 capital) against the regulatory requirement of minimum 12.50% (including 2.5% of Capital Conservation Buffer-CCB).

Quantitative Disclosures

b)	Capital requirement for Credit Risk	(BDT in crore) <table> <tr> <th>Particulars</th><th>Risk Weighted Assets (RWA)</th><th>Minimum Capital Requirement (MCR)</th></tr> <tr> <td colspan="3">Credit Risk</td></tr> <tr> <td>On-balance sheet</td><td>1,429.29</td><td>142.93</td></tr> <tr> <td>Off-balance sheet</td><td>227.66</td><td>22.77</td></tr> <tr> <td>Total</td><td>1,656.96</td><td>165.70</td></tr> </table>	Particulars	Risk Weighted Assets (RWA)	Minimum Capital Requirement (MCR)	Credit Risk			On-balance sheet	1,429.29	142.93	Off-balance sheet	227.66	22.77	Total	1,656.96	165.70						
Particulars	Risk Weighted Assets (RWA)	Minimum Capital Requirement (MCR)																					
Credit Risk																							
On-balance sheet	1,429.29	142.93																					
Off-balance sheet	227.66	22.77																					
Total	1,656.96	165.70																					
c)	Capital requirement for Market Risk	(BDT in crore) <table> <tr> <th>Particulars</th><th>Risk Weighted Assets (RWA)</th><th>Minimum Capital Requirement (MCR)</th></tr> <tr> <td colspan="3">Market Risk</td></tr> <tr> <td>Interest Rate related instrument</td><td>17.05</td><td>1.71</td></tr> <tr> <td>Equities</td><td>53.89</td><td>5.39</td></tr> <tr> <td>Foreign exchange position</td><td>39.77</td><td>3.98</td></tr> <tr> <td>Commodities</td><td>0.00</td><td>0.00</td></tr> <tr> <td>Total</td><td>110.71</td><td>11.07</td></tr> </table>	Particulars	Risk Weighted Assets (RWA)	Minimum Capital Requirement (MCR)	Market Risk			Interest Rate related instrument	17.05	1.71	Equities	53.89	5.39	Foreign exchange position	39.77	3.98	Commodities	0.00	0.00	Total	110.71	11.07
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d)	Capital requirement for Operational Risk	(BDT in crore) <table> <tr> <th>Particulars</th><th>Risk Weighted Assets (RWA)</th><th>Minimum Capital Requirement (MCR)</th></tr> <tr> <td>Operational Risk</td><td>151.36</td><td>15.14</td></tr> <tr> <td>Total</td><td>151.36</td><td>15.14</td></tr> </table>	Particulars	Risk Weighted Assets (RWA)	Minimum Capital Requirement (MCR)	Operational Risk	151.36	15.14	Total	151.36	15.14												
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Quantitative Disclosures												
f)	Total capital, CET1 capital, Total Tier 1 capital and Tier 2 capital ratio for both solo and consolidated basis.	<table><tr><th>Particulars</th><th>Ratio (%)</th></tr><tr><td>Capital to Risk-weighted Asset Ratio (CRAR)</td><td>30.25%</td></tr><tr><td>Common Equity Tier 1 Capital Ratio</td><td>28.93%</td></tr><tr><td>Tier 1 Capital Ratio</td><td>28.93%</td></tr><tr><td>Tier 2 Capital Ratio</td><td>1.33%</td></tr></table>	Particulars	Ratio (%)	Capital to Risk-weighted Asset Ratio (CRAR)	30.25%	Common Equity Tier 1 Capital Ratio	28.93%	Tier 1 Capital Ratio	28.93%	Tier 2 Capital Ratio	1.33%
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Tier 1 Capital Ratio	28.93%											
Tier 2 Capital Ratio	1.33%											
g)	Capital Conservation Buffer (CCB)	<table><tr><th>Particulars</th><th>Ratio (%)</th></tr><tr><td>Required ratio of CCB</td><td>12.50%</td></tr><tr><td>CCB Maintained</td><td>20.25%</td></tr></table>	Particulars	Ratio (%)	Required ratio of CCB	12.50%	CCB Maintained	20.25%				
Particulars	Ratio (%)											
Required ratio of CCB	12.50%											
CCB Maintained	20.25%											
h)	Available Capital under Pillar 2 Requirement	(BDT in crore) <table><tr><th>Particulars</th><th>Amount</th></tr><tr><td>Total Eligible Capital [A]</td><td>580.55</td></tr><tr><td>Minimum Capital Requirement under Pillar 1 [B]</td><td>500.00</td></tr><tr><td>Available Capital for Pillar 2 requirement [C=A-B]</td><td>80.55</td></tr></table>	Particulars	Amount	Total Eligible Capital [A]	580.55	Minimum Capital Requirement under Pillar 1 [B]	500.00	Available Capital for Pillar 2 requirement [C=A-B]	80.55		
Particulars	Amount											
Total Eligible Capital [A]	580.55											
Minimum Capital Requirement under Pillar 1 [B]	500.00											
Available Capital for Pillar 2 requirement [C=A-B]	80.55											

4.00 Credit Risk:

Qualitative Disclosures		
a) The general qualitative Disclosures requirement with respect to credit risk, including:		
i)	Definitions of past due and impaired (for accounting purposes)	As per relevant guidelines of Bangladesh Bank, the impaired loans and advances are defined on the basis of (i) Objective/Quantitative criteria and (ii) Qualitative judgment. For these purposes, all loans and advances are grouped into four (4) categories namely- (a) Continuous Loan (b) Demand Loan (c) Fixed Term Loan and (d) Short-term Agricultural Credit. Objective Criteria: Definition of past due/overdue: All the loans will be treated as past due/ overdue from the following day of the expiry date or from the creation of the forced loan or from the due

Qualitative Disclosures

date if not repaid/ renewed depending on different categories of loans and advances. However, in case of any installment(s) or part of installment(s) of a Fixed Term Loan is not repaid within the fixed expiry/ due date, the amount of unpaid installment(s) will be treated as past due/ overdue from the following day of the expiry/due date.

Objective Criteria for CL:

For all categories of loans, the entire loan will be classified depending on the period of past due or overdue as stipulated below:

CL Categories		Period of past due or overdue
Unclassified	STD-0	No past due or overdue
	STD-1	≥ 1 day but <1 month
	STD-2	≥1 month but <2 months
	SMA	≥ 2 months but <3 months
Classified	SS	≥ 3 months but < 6 months
	DF	≥ 6 months but < 12 months
	B/L	≥ 12 months

Defaulted Loan: Loan shall be treated as defaulted loan for the purpose of section 27KaKa(3) as per section 5(GaGa) of the Bank Company Act, 1991 and to be reported accordingly.

Qualitative Judgment:

Under qualitative judgment, any loan can be classified based on the perceived risk and/or if full repayment is unlikely even if it has no past due or overdue on the basis of objective criteria. Such classification should reflect the degree of deterioration in the borrower's creditworthiness and the anticipated impact on repayment. For incorporating qualitative judgment, banks must use their own judgment based on the following indicative assessment factors:

Special Mention Account (SMA)

- (i) Loans must be classified no higher than SMA if any of the following deficiencies of the obligor is present: occasional overdrawn within the past year, below-average or declining profitability; barely acceptable liquidity; or problems in strategic planning.
- (ii) Loans must be classified no higher than SMA if any of the following deficiencies of the bank management is present: the loan was not made in compliance with the bank's internal policies; failure to maintain adequate and enforceable documentation; minor operational or governance weaknesses; or poor control over collateral.

Qualitative Disclosures

Sub-Standard (SS)

- (i) Loans must be classified no higher than SS if any of the following deficiencies of the obligor is present: recurrent overdrawn, low account turnover, competitive difficulties, location in a volatile industry with an acute drop in demand; very low profitability that is also declining; inadequate liquidity; cash flow less than repayment of principal and interest; weak management; doubts about integrity of management; conflict in corporate governance; unjustifiable lack of external audit; or pending litigation of a significant nature.
- (ii) Loans must be classified no higher than SS if any of the following deficiencies of the bank management is present: the banking organization has acquired the asset without the types of adequate documentation of the obligor's net worth, profitability, liquidity, and cash flow that are required in the banking organization's lending policy, or there are doubts about the validity of that documentation.

(3) Doubtful (DF)

Loans must be classified no higher than DF if any of the following deficiencies of the obligor is present: permanent overdrawn; location in an industry with poor aggregate earnings or loss of markets; serious competitive problems; failure of key products; operational losses; illiquidity, including the necessity to sell assets to meet operating expenses; cash flow less than required interest payments; very poor management; noncooperative or hostile management; serious doubts of the integrity of management; doubts about true ownership; or complete absence of faith in financial statements.

(4) Bad/Loss (B/L)

Loans must be classified no higher than B/L if any of the following deficiencies of the obligor are present: the obligor seeks new loans to finance operational losses; location in an industry that is disappearing; location in the bottom quartile of its industry in terms of profitability; technological obsolescence; very high losses; asset sales at a loss to meet operational expenses; cash flow less than production costs; no repayment source except liquidation; presence of money laundering, fraud, embezzlement, or other criminal activity; or no further support by owners.

Finalization of CL:

- (i) Preliminarily banks are required to assess and classify loans on the basis of both objective criteria and qualitative judgment. Final classification will be the worse one.
- (ii) Classified Loans and Advances i.e. SS, DF and B/L (on the basis of both objective criteria and qualitative judgment) will be treated as Non-Performing Loans (NPL).

Qualitative Disclosures

ii)	Description of approaches followed for specific and general allowances and statistical methods	The Bank follows the relevant Bangladesh Bank guideline for determination of general and specific allowances for loans and advances. Firstly, the base for provision for the unclassified and classified loans are calculated as under: a) Calculation of base for provision for unclassified loans: For STD Loans > > only Outstanding amount and for SMA Loans > > Outstanding amount less suspended interest, if any; b) Calculation of base for provision for the classified loans, higher of the following two amounts: i. Outstanding amount less suspended interest less value of eligible securities; or ii. 15% of outstanding amount. Secondly, the following rates are applied on base for provision for determination of general and specific allowances for loans:																																																																																																		
	<table><tr><th rowspan="2">Types of Loans and Advances</th><th colspan="5">Rates of Provision</th></tr><tr><th>STD</th><th>SMA</th><th>SS</th><th>DF</th><th>BL</th></tr><tr><td>Agricultural Credit (Other than Short Term)</td><td>1%</td><td>5%</td><td>20%</td><td>50%</td><td>100%</td></tr><tr><td>House Finance</td><td>1%</td><td>5%</td><td>20%</td><td>50%</td><td>100%</td></tr><tr><td>Consumer Financing (Other than Credit Card)</td><td>1%</td><td>5%</td><td>20%</td><td>50%</td><td>100%</td></tr><tr><td>Credit Card</td><td>1%</td><td>5%</td><td>20%</td><td>50%</td><td>100%</td></tr><tr><td>Consumer Financing (Other than Housing Finance)</td><td>1%</td><td>5%</td><td>20%</td><td>50%</td><td>100%</td></tr><tr><td>CMSME Financing (Medium)</td><td>1%</td><td>5%</td><td>20%</td><td>50%</td><td>100%</td></tr><tr><td>CMSME Financing (Cottage, Micro, Small)</td><td>0.5%</td><td>0.5%</td><td>20%</td><td>50%</td><td>100%</td></tr><tr><td>Industrial Credit</td><td>1%</td><td>5%</td><td>20%</td><td>50%</td><td>100%</td></tr><tr><td>Service Sector Credit</td><td>1%</td><td>5%</td><td>20%</td><td>50%</td><td>100%</td></tr><tr><td>Trade & Commerce Sector Credit</td><td>1%</td><td>5%</td><td>20%</td><td>50%</td><td>100%</td></tr><tr><td>Short Term Agriculture/Micro Credit</td><td>0.5%</td><td>0.5%</td><td>20%</td><td>50%</td><td>100%</td></tr><tr><td>Other Credit</td><td>1%</td><td>5%</td><td>20%</td><td>50%</td><td>100%</td></tr><tr><td>Off Balance Sheet Exposure (Other than bills for collection)</td><td>1%</td><td colspan="4">N/A</td></tr><tr><td>Off Balance Sheet Exposure (Bills for collection)</td><td>0%</td><td colspan="4">N/A</td></tr></table>					Types of Loans and Advances	Rates of Provision					STD	SMA	SS	DF	BL	Agricultural Credit (Other than Short Term)	1%	5%	20%	50%	100%	House Finance	1%	5%	20%	50%	100%	Consumer Financing (Other than Credit Card)	1%	5%	20%	50%	100%	Credit Card	1%	5%	20%	50%	100%	Consumer Financing (Other than Housing Finance)	1%	5%	20%	50%	100%	CMSME Financing (Medium)	1%	5%	20%	50%	100%	CMSME Financing (Cottage, Micro, Small)	0.5%	0.5%	20%	50%	100%	Industrial Credit	1%	5%	20%	50%	100%	Service Sector Credit	1%	5%	20%	50%	100%	Trade & Commerce Sector Credit	1%	5%	20%	50%	100%	Short Term Agriculture/Micro Credit	0.5%	0.5%	20%	50%	100%	Other Credit	1%	5%	20%	50%	100%	Off Balance Sheet Exposure (Other than bills for collection)	1%	N/A				Off Balance Sheet Exposure (Bills for collection)	0%	N/A			
Types of Loans and Advances	Rates of Provision																																																																																																			
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iii)	Discussion of the bank’s credit risk management policy	The salient features of the Bank credit risk management policy and procedures are as under: i) Credit policy approved by the Board; ii) Credit approval delegated properly; iii) Independent Credit Risk Management Division for Corporate, Retail and CMSME portfolio; iv) Separate Credit Administration Division; v) Credit operations subject to independent Internal Audit; vi) Reporting to Board/ Executive Committee/ Risk Management Committee.																																																																																																		

Quantitative Disclosures

		Above all, the Risk Management Division is regularly coordinating with the Credit Risk Management Divisions and other Business Units/ Divisions on increasing the collateral coverage, product/ sector specific diversification of credit exposures, single borrower exposures limit, large loan portfolio ceiling as stipulated by Bangladesh Bank, improving the asset quality, conducting credit rating of the borrowers to minimize the capital charge against credit risk of the Bank. Adequate provision is being maintained as per the status of the loan. Status of loans is regularly reported to the Board of Directors/ Risk Management Committee of the Board.																																																																		
b)	Total gross credit risk exposures broken down by major types of credit exposures	Major types of credit exposure as per disclosures in the audited financial statements as of 31 December 2025: (BDT in crore) <table> <tr> <th>Particulars</th><th>Outstanding</th><th>Mix (%)</th></tr> <tr> <td>Continuous Loan</td><td>749.56</td><td>40.96%</td></tr> <tr> <td>Term Loan</td><td>504.32</td><td>27.56%</td></tr> <tr> <td>Demand Loan</td><td>541.67</td><td>29.60%</td></tr> <tr> <td>Staff Loan</td><td>6.44</td><td>0.35%</td></tr> <tr> <td>Bill purchased and discounted</td><td>27.99</td><td>1.53%</td></tr> <tr> <td>Total Loans and Advances</td><td>1,829.97</td><td>100.00%</td></tr> </table>	Particulars	Outstanding	Mix (%)	Continuous Loan	749.56	40.96%	Term Loan	504.32	27.56%	Demand Loan	541.67	29.60%	Staff Loan	6.44	0.35%	Bill purchased and discounted	27.99	1.53%	Total Loans and Advances	1,829.97	100.00%																																													
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c)	Geographical distribution of exposures, broken down in significant areas by major types of credit exposure.	Geographical distribution of credit exposures as per the disclosures in the audited financial statements as of 31 December 2025 are as follows: (BDT in crore) <table> <tr> <th>Particulars</th><th>Outstanding</th><th>Mix (%)</th></tr> <tr> <td>Urban</td><td></td><td></td></tr> <tr> <td>Dhaka</td><td>1,428.80</td><td>78.08%</td></tr> <tr> <td>Chattogram</td><td>169.61</td><td>9.27%</td></tr> <tr> <td>Khulna</td><td>-</td><td>0.00%</td></tr> <tr> <td>Sylhet</td><td>-</td><td>0.00%</td></tr> <tr> <td>Barishal</td><td>0.49</td><td>0.03%</td></tr> <tr> <td>Rajshahi</td><td>41.78</td><td>2.28%</td></tr> <tr> <td>Rangpur</td><td>54.06</td><td>2.95%</td></tr> <tr> <td>Mymensingh</td><td>-</td><td>0.00%</td></tr> <tr> <td>Sub-total</td><td>1,694.75</td><td>92.61%</td></tr> <tr> <td>Rural</td><td></td><td></td></tr> <tr> <td>Dhaka</td><td>106.07</td><td>5.80%</td></tr> <tr> <td>Chattogram</td><td>20.95</td><td>1.14%</td></tr> <tr> <td>Khulna</td><td>-</td><td>0.00%</td></tr> <tr> <td>Sylhet</td><td>-</td><td>0.00%</td></tr> <tr> <td>Barishal</td><td>-</td><td>0.00%</td></tr> <tr> <td>Rajshahi</td><td>4.65</td><td>0.25%</td></tr> <tr> <td>Rangpur</td><td>3.56</td><td>0.19%</td></tr> <tr> <td>Mymensingh</td><td>-</td><td>0.00%</td></tr> <tr> <td>Sub-total</td><td>135.23</td><td>7.39%</td></tr> <tr> <td>Total Loans and Advances</td><td>1,829.97</td><td>100.00%</td></tr> </table>	Particulars	Outstanding	Mix (%)	Urban			Dhaka	1,428.80	78.08%	Chattogram	169.61	9.27%	Khulna	-	0.00%	Sylhet	-	0.00%	Barishal	0.49	0.03%	Rajshahi	41.78	2.28%	Rangpur	54.06	2.95%	Mymensingh	-	0.00%	Sub-total	1,694.75	92.61%	Rural			Dhaka	106.07	5.80%	Chattogram	20.95	1.14%	Khulna	-	0.00%	Sylhet	-	0.00%	Barishal	-	0.00%	Rajshahi	4.65	0.25%	Rangpur	3.56	0.19%	Mymensingh	-	0.00%	Sub-total	135.23	7.39%	Total Loans and Advances	1,829.97	100.00%
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Quantitative Disclosures

d) Industry or counterparty type distribution of exposures, broken down by major types of credit exposures.

Industry or counterparty type distribution of exposures, broken down by major types of credit exposures as per the disclosures in the audited financial statements as of 31 December 2025 are as follows:

(BDT in crore)

Particulars	Outstanding	Mix (%)
i) Agriculture	59.04	3.23%
ii) Industry		
Food Manufacturing	156.37	8.55%
RMG Industry	108.41	5.92%
Textile Industry	89.42	4.89%
Furniture and Fixtures	36.48	1.99%
Paper and Paper Products	83.16	4.54%
Leather and Leather Products	60.15	3.29%
Rubber And Plastic Industries	40.64	2.22%
Chemical and Chemical Products	67.99	3.72%
Basic Metal Products	52.59	2.87%
Electrical Machinery and Apparatus	9.63	0.53%
Pharmaceutical	13.93	0.76%
Other Manufacturing Industries	391.10	21.37%
Others	208.61	11.40%
iii) Constructions	27.85	1.52%
iii) Power, Gas, Water and Sanitary Services	0.81	0.04%
iv) Trade Services	252.07	13.77%
vi) Housing Services	24.06	1.31%
vii) Transport, Storage and Communication	2.21	0.12%
viii) Professional and Misc. Services	-	0.00%
ix) Staff Loan	139.02	7.60%
Total Loans and Advances	1,829.97	100.00%

e) Residual contractual maturity breakdown of the whole portfolio, broken down by major types of credit exposure.

Residual contractual maturity of exposures as per the disclosures furnished in the audited financial statements as of 31 December 2025 are as follows:

(BDT in crore)

Particulars	Outstanding	Mix (%)
On demand	168.96	9.23%
Not more than three months	289.32	15.81%
Over three months but not more than one year	862.62	47.14%
Over one year but not more than five years	312.69	17.09%
Above five years	196.38	10.73%
Total Loans and Advances	1,829.97	100.00%

Quantitative Disclosures

f)	By major industry or counterparty type	i) Amount of impaired loans and past due loans, provided separately as of 31 December 2025 (BDT in crore) <table><tr><th rowspan="2">Particulars</th><th colspan="2">Outstanding</th></tr><tr><th>NPL</th><th>SMA</th></tr><tr><td>Continuous Loan</td><td>4.39</td><td>0.51</td></tr><tr><td>Demand Loan</td><td>1.70</td><td>3.34</td></tr><tr><td>Term Loan</td><td>9.89</td><td>126.86</td></tr><tr><td>Short Term Agri and Micro Credit</td><td>0.00</td><td>0.00</td></tr><tr><td>Total</td><td>15.97</td><td>130.70</td></tr></table> ii) Specific and General Provision as of 31 December 2025 (BDT in crore) <table><tr><th>Particulars</th><th>Amount</th></tr><tr><td>Specific provision for loans and advances</td><td>4.23</td></tr><tr><td>General provision for loans and advances</td><td>20.62</td></tr><tr><td>General provision for off-balance sheet exposures</td><td>4.84</td></tr><tr><td>Total</td><td>29.69</td></tr></table> iii) Charges for specific allowances and charges-off during the year 2025 (BDT in crore) <table><tr><th>Particulars</th><th>Amount</th></tr><tr><td>Specific provision for loans and advances</td><td>3.46</td></tr><tr><td>General provision for loans and advances</td><td>7.95</td></tr><tr><td>General provision for off-balance sheet exposures</td><td>1.90</td></tr><tr><td>Total</td><td>13.31</td></tr></table>	Particulars	Outstanding		NPL	SMA	Continuous Loan	4.39	0.51	Demand Loan	1.70	3.34	Term Loan	9.89	126.86	Short Term Agri and Micro Credit	0.00	0.00	Total	15.97	130.70	Particulars	Amount	Specific provision for loans and advances	4.23	General provision for loans and advances	20.62	General provision for off-balance sheet exposures	4.84	Total	29.69	Particulars	Amount	Specific provision for loans and advances	3.46	General provision for loans and advances	7.95	General provision for off-balance sheet exposures	1.90	Total	13.31
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g)	Gross Non-Performing Assets (NPAs)	Position of Non-Performing Loans and Advances including bills purchased and discounted of the Bank as per audited financial statements as of 31 December 2025 was as under: (BDT in crore) <table><tr><th>Particulars</th><th>Amount</th></tr><tr><td>Gross Non-Performing Assets (NPAs)</td><td>15.97</td></tr><tr><td>Non-Performing Assets (NPAs) to Outstanding Loans & advances</td><td>0.87%</td></tr><tr><td>Movement of Non-Performing Assets (NPAs)</td><td></td></tr><tr><td>Opening balance</td><td>12.95</td></tr><tr><td>Additions/ adjustment during the year (net)</td><td>3.02</td></tr><tr><td>Closing balance</td><td>15.97</td></tr><tr><td>Movement of specific provisions for NPAs</td><td></td></tr><tr><td>Opening balance</td><td>0.77</td></tr><tr><td>Add: Provision made during the year</td><td>3.46</td></tr><tr><td>Less: Write - off</td><td>0.00</td></tr><tr><td>Add: Recoveries of amounts previously written-off</td><td>0.00</td></tr><tr><td>Closing balance</td><td>4.23</td></tr></table>	Particulars	Amount	Gross Non-Performing Assets (NPAs)	15.97	Non-Performing Assets (NPAs) to Outstanding Loans & advances	0.87%	Movement of Non-Performing Assets (NPAs)		Opening balance	12.95	Additions/ adjustment during the year (net)	3.02	Closing balance	15.97	Movement of specific provisions for NPAs		Opening balance	0.77	Add: Provision made during the year	3.46	Less: Write - off	0.00	Add: Recoveries of amounts previously written-off	0.00	Closing balance	4.23														
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5.00 Equities: Disclosures for Banking Book Positions:

Qualitative Disclosures																															
The general qualitative disclosure requirement with respect to equity risk, including:																															
a)	i) Differentiation between holdings on which capital gains are expected and those taken under other objectives including for relationship and strategic reasons	Investment in equity securities is broadly categorized into two parts: Quoted Securities: These securities are bought and held primarily for the purpose of selling in the future or holding for dividend income, which is reported at cost. Unrealized gains are not recognized in the profit and loss statement. But required provisions are kept for diminution in value of the investment. Unquoted Securities: Investment in non-listed securities is reported at a cost under the cost method. Adjustment is given for any shortage of book value over cost for determining the carrying amount of investment in non-listed securities.																													
	ii) 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.	As per Bangladesh Bank DOS Circular no. 5 dated 28 January 2009, HFT securities are revalued each week using the marked to market concept and the HTM securities are amortized once in a year according to Bangladesh Bank guidelines. HTM securities are also revaluated if they are reclassified to the HFT category with the Board approval.																													
	<table><tr><th colspan="4">VALUATION & ACCOUNTING OF INVESTMENT</th></tr><tr><th>Investment Class</th><th>Initial Recognition</th><th>Measurement after Recognition</th><th>Recording of changes</th></tr><tr><td>Treasury Bill/Bond (HFT)</td><td>Cost</td><td>Fair Value</td><td>Loss to profit and loss account, gain to revaluation reserve</td></tr><tr><td>Treasury Bill/Bond (HTM)</td><td>Cost</td><td>Amortized Value</td><td>Increase or decrease in value of equity</td></tr><tr><td>Debenture/Bond</td><td>Face Value</td><td>None</td><td>None</td></tr><tr><td>Shares (Quoted)</td><td>Cost</td><td>Lower of cost or market value</td><td>Loss (net) to profit and loss account but no unrealized gain booking</td></tr><tr><td>Prize Bond</td><td>Cost</td><td>None</td><td>None</td></tr></table>			VALUATION & ACCOUNTING OF INVESTMENT				Investment Class	Initial Recognition	Measurement after Recognition	Recording of changes	Treasury Bill/Bond (HFT)	Cost	Fair Value	Loss to profit and loss account, gain to revaluation reserve	Treasury Bill/Bond (HTM)	Cost	Amortized Value	Increase or decrease in value of equity	Debenture/Bond	Face Value	None	None	Shares (Quoted)	Cost	Lower of cost or market value	Loss (net) to profit and loss account but no unrealized gain booking	Prize Bond	Cost	None	None
VALUATION & ACCOUNTING OF INVESTMENT																															
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Shares (Quoted)	Cost	Lower of cost or market value	Loss (net) to profit and loss account but no unrealized gain booking																												
Prize Bond	Cost	None	None																												

Quantitative Disclosures											
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.	Investment in share as of 31 December 2025 was as under: (BDT in crore) <table border="1"> <thead> <tr> <th>Particulars</th><th>Cost Price</th><th>Market Price</th></tr> </thead> <tbody> <tr> <td>Investment in quoted shares</td><td>45.10</td><td>25.79</td></tr> <tr> <td>Investment in unquoted shares</td><td>1.00</td><td>1.16</td></tr> </tbody> </table>	Particulars	Cost Price	Market Price	Investment in quoted shares	45.10	25.79	Investment in unquoted shares	1.00	1.16
Particulars	Cost Price	Market Price									
Investment in quoted shares	45.10	25.79									
Investment in unquoted shares	1.00	1.16									

Quantitative Disclosures										
c)	The cumulative realized gains (losses) arising from sales and liquidations in the reporting period	Cumulative realized gains (Loss) as of 31 December 2025 was as under: (BDT in crore) <table><tr><th>Particulars</th><th>Amount</th></tr><tr><td>Cumulative realized gains (Loss)</td><td>0.02</td></tr></table>	Particulars	Amount	Cumulative realized gains (Loss)	0.02				
Particulars	Amount									
Cumulative realized gains (Loss)	0.02									
d)	• Total unrealized gains (losses) • Total latent revaluation gains(losses) • Any amounts of the above included in Tier 2 capital.	Unrealized gain (loss) and latent revaluation gain (loss) as of 31 December 2025 was as under: (BDT in crore) <table><tr><th>Particulars</th><th>Amount</th></tr><tr><td>Total unrealized gain (loss)</td><td>(19.15)</td></tr><tr><td>Total latent revaluation gain (loss)</td><td>-</td></tr><tr><td>Any amounts of the above included in Tier 2 capital</td><td>-</td></tr></table>	Particulars	Amount	Total unrealized gain (loss)	(19.15)	Total latent revaluation gain (loss)	-	Any amounts of the above included in Tier 2 capital	-
Particulars	Amount									
Total unrealized gain (loss)	(19.15)									
Total latent revaluation gain (loss)	-									
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.	Capital Charge for equities as of 31 December 2025 was as under: (BDT in crore) <table><tr><th>Capital Charge for equities</th><th>Amount</th></tr><tr><td>For Specific Risk</td><td>2.69</td></tr><tr><td>For General Market Risk</td><td>2.69</td></tr><tr><td>Total capital charge</td><td>5.39</td></tr></table>	Capital Charge for equities	Amount	For Specific Risk	2.69	For General Market Risk	2.69	Total capital charge	5.39
Capital Charge for equities	Amount									
For Specific Risk	2.69									
For General Market Risk	2.69									
Total capital charge	5.39									

6.00 Interest Rate Risk in the Banking Book (IRRBB):

Qualitative Disclosures		
a)	The general qualitative disclosure requirement including the nature of IRRBB and key assumptions, including assumptions regarding loan repayments and behavior of non-maturity deposits, and frequency of IRRBB measurement.	Interest rate risk has potential impact on the Bank's earnings (Net Interest Income- NII) and net asset values due to changes in market interest rates. Interest rate risk arises when the Bank's principal and interest cash flows (including final maturities), for both On and Off-balance sheet exposures, have mismatched re-pricing dates. The amount at risk is a function of the magnitude and direction of interest rate changes and the size and maturity structure of the mismatch position. The portfolio of assets and liabilities in the banking book sensitive to interest rate changes is the element of interest rate risk. The immediate impact of changes in interest rates is on the Bank's net interest income (difference between interest income accrued on rate sensitive asset portfolio and interest expenses accrued on rate sensitive liability portfolio) for a particular period of time, while the long-term impact is on the Bank's net worth since the economic value of the Bank's assets, liabilities and off-balance sheet exposures are affected. Key assumptions on loan prepayments and behavior of nonmaturity deposits: a) Loans with defined contractual maturity are re-priced in the respective time buckets in which it falls as per the loan repayment schedule;

Qualitative Disclosures

		b) Loans without defined contractual maturity are segregated into different time buckets based on the past trend, seasonality, geographical perspective and re-priced accordingly; and c) Non-maturity deposits namely current, saving deposits are segregated into different time buckets on the basis of past trend of withdrawal, seasonality, religious festivals, geographical perspective and re-priced accordingly.
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Quantitative Disclosures

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).	The impact of changes in interest rate for On-balance sheet rate sensitive assets and liabilities as per the audited financial statements as of 31 December 2025 is furnished below: (BDT in crore) <table><tr><th>Capital Charge for equities</th><th>3 Months</th><th>6 Months</th><th>1 Year</th></tr><tr><td>Rate sensitive assets [A]</td><td>863.25</td><td>563.35</td><td>408.86</td></tr><tr><td>Rate sensitive liabilities [B]</td><td>1,216.40</td><td>273.43</td><td>276.97</td></tr><tr><td>GAP [A-B]</td><td>(353.15)</td><td>289.92</td><td>131.89</td></tr><tr><td>Cumulative GAP</td><td>(353.15)</td><td>(63.23)</td><td>68.66</td></tr><tr><td>Interest rate change (IRC) [Note 1]</td><td>1%</td><td>1%</td><td>1%</td></tr><tr><td>Quarterly earnings impact [GAP x IRC]</td><td>(3.53)</td><td>(0.63)</td><td>0.69</td></tr><tr><td>Cumulative earnings impact</td><td>(3.53)</td><td>(4.16)</td><td>(3.48)</td></tr></table> Note 1: Assuming 1% rise in interest rates for both asset and liability portfolio of the Bank and vice-versa.	Capital Charge for equities	3 Months	6 Months	1 Year	Rate sensitive assets [A]	863.25	563.35	408.86	Rate sensitive liabilities [B]	1,216.40	273.43	276.97	GAP [A-B]	(353.15)	289.92	131.89	Cumulative GAP	(353.15)	(63.23)	68.66	Interest rate change (IRC) [Note 1]	1%	1%	1%	Quarterly earnings impact [GAP x IRC]	(3.53)	(0.63)	0.69	Cumulative earnings impact	(3.53)	(4.16)	(3.48)
Capital Charge for equities	3 Months	6 Months	1 Year																															
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Cumulative earnings impact	(3.53)	(4.16)	(3.48)																															

7.00 Market Risk:

Qualitative Disclosures

a)	i. Views of Board of Directors on trading/ investment activities	The Board approves all policies related to market risk, set limits and reviews compliance on a regular basis. The objective is to provide cost effective funding to finance assets growth and trade related transactions. The market risk covers the followings risks of the Bank's balance sheet: i) Interest rate risk; ii) Equity price risk; iii) Foreign exchange risk; iv) Commodity price risk.
	ii. Methods used to measure Market Risk	Standardized Approach has been followed to measure the Market Risk for capital requirement for trading book of the Bank. The total capital requirement in respect of market risk is the aggregate capital requirement calculated for each of the risk sub-categories. For each risk category minimum capital requirement is measured in terms of two separately calculated capital charges for "specific risk" and "general market risk".

Qualitative Disclosures		
	iii. Market Risk Management system	The Treasury Division of the Bank manages market risk covering liquidity, interest rate and foreign exchange risks with oversight from Assets-Liability Management Committee (ALCO) comprising senior executives of the Bank. ALCO is chaired by the Managing Director. ALCO meets at least once in a month. The Risk Management Division also reviews the market risk parameters on monthly basis and recommends on portfolio concentration for containing the RWA.
	iv. Policies and processes for mitigating market risk	There are approved limits for Market risk related instruments both on balance sheet and off-balance sheet items. The limits are monitored and enforced on a regular basis to protect against market risks. The ALCO of the Bank meets on regular basis to review the prevailing market condition, exchange rate, foreign exchange position and transactions to mitigate foreign exchange risks.

Quantitative Disclosures														
b)	The capital requirements for market risk	Capital requirement for market risk as of 31 December 2025 (BDT in crore) <table><tr><th>The capital requirements for:</th><th>Amount</th></tr><tr><td>i) Interest rate risk</td><td>1.71</td></tr><tr><td>ii) Equity position risk</td><td>5.39</td></tr><tr><td>iii) Foreign exchange risk</td><td>3.98</td></tr><tr><td>iv) Commodity risk</td><td>0.00</td></tr><tr><td>Total capital requirement for Market risk</td><td>11.07</td></tr></table>	The capital requirements for:	Amount	i) Interest rate risk	1.71	ii) Equity position risk	5.39	iii) Foreign exchange risk	3.98	iv) Commodity risk	0.00	Total capital requirement for Market risk	11.07
The capital requirements for:	Amount													
i) Interest rate risk	1.71													
ii) Equity position risk	5.39													
iii) Foreign exchange risk	3.98													
iv) Commodity risk	0.00													
Total capital requirement for Market risk	11.07													

8.00 Operational Risk:

Qualitative Disclosures		
a)	i. Views of Board of Directors on system to reduce Operational Risk	The policy for operational risks including internal control and compliance risk is approved by the Board in line with the relevant guidelines of Bangladesh Bank. Audit Committee of the Board directly oversees the activities of Internal Control and Compliance Division (IC&CD) to protect against all operational risks. As a part of continued surveillance, the Senior Management Team (SMT), Executive Risk Management Committee (ERMC) and Risk Management Division regularly review different aspects of operational risk. The analytical assessment is reported to the Board/ Risk Management Committee/ Audit Committee of the Bank for review and formulating appropriate policies, tool & techniques for mitigation of operational risk.
	ii. Performance gap of executives and staffs	Bengal Commercial Bank has a policy to provide competitive package and best working environment to attract and retain the most talented people available in the industry. BGCB recognizes the importance of having the right people at right positions to achieve organizational goals.

Qualitative Disclosures

iii. Potential external events	There are non-diversifiable external factors that can affect the operations of the business directly or indirectly. BGCB operates its banking business under an umbrella of interconnected socioeconomic and political environment where macro-economic conditions, regulatory changes, change in demand, and the status of infrastructure significantly influence the Bank's performance. The Bank has a separate mechanism to address such kinds of events.
iv. Policies and processes for mitigating operational risk	Internal Control and Compliance Division have a key role in identifying and mitigating operational risk. This division works relentlessly under the guidance of the Board Audit committee to manage operational risk issues of the Bank. The audit committee delivers policies and directions from time to time to keep the operational efficiency of the Bank up to the mark. In addition, Bank's Anti- Money laundering activities are headed by CAMLCO and their activities are devoted to protect against all money laundering and terrorist finance related activities. The Central Customer Service & Complaint Management Cell was also engaged in mitigating the operational risks of the Bank. Apart from that, there is adequate check and balance at every stage of operation, authorities are properly segregated and there is at least dual control on every transaction to protect against operational risk.
v. Approach for calculating capital charge for operational risk	The Bank follows the Basic Indicator Approach (BIA) in terms of BRPD Circular No. 18 dated 21 December 2014 [Guidelines on 'Risk Based Capital Adequacy for Banks' (revised regulatory capital framework in line with Basel III)]. The BIA stipulates the capital charge for operational risk as a fixed percentage, denoted by α (alpha) of average positive annual gross income of the Bank over the past three years. It also states that if the annual gross income for any year is negative or zero, that should be excluded from both the numerator and denominator when calculating the average gross income. The capital charge for operational risk is enumerated by applying the following formula: $K = [(GI1 + GI2 + GI3) \alpha] / n$ Where: K = the capital charge under the Basic Indicator Approach GI = only positive annual gross income over the previous three years (i.e. negative or zero gross income if any shall be excluded) α = 15 percent n = number of the previous three years for which gross income is positive.

Quantitative Disclosures

b)	The capital requirements for operational risk	Capital requirement for operational risk as of 31 December 2025 (BDT in crore) <table><tr><th>Particulars</th><th>Amount</th></tr><tr><td>Gross Income of last 3 years:</td><td></td></tr><tr><td>Year-1 [2022]</td><td>48.21</td></tr><tr><td>Year-2 [2023]</td><td>95.93</td></tr><tr><td>Year-3 [2024]</td><td>158.58</td></tr><tr><td>Average gross Income</td><td>100.91</td></tr><tr><td>Capital Requirement for Operational Risk (15% of average gross income)</td><td>15.14</td></tr></table>	Particulars	Amount	Gross Income of last 3 years:		Year-1 [2022]	48.21	Year-2 [2023]	95.93	Year-3 [2024]	158.58	Average gross Income	100.91	Capital Requirement for Operational Risk (15% of average gross income)	15.14
Particulars	Amount															
Gross Income of last 3 years:																
Year-1 [2022]	48.21															
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Year-3 [2024]	158.58															
Average gross Income	100.91															
Capital Requirement for Operational Risk (15% of average gross income)	15.14															

9.00 Liquidity Ratio:

Qualitative Disclosures		
a)	Views of BOD on system to reduce liquidity Risk	The Board of Directors reviews the liquidity risk of the Bank on quarterly basis while reviewing the Quarterly Financial Statements, Stress Testing Report etc. Besides, the Board also reviews the liquidity position while reviewing the management information system reports on monthly basis. Upon reviewing the overall liquidity position along with the outlook of the Bank funding need, investment opportunity, market/ industry trend, the Board takes its strategic decision regarding deposits, funding, investments, loans as well as interest rates policies etc. The Board of the Bank always strives to maintain adequate liquidity to meet up Bank's overall funding need for the retail depositors, borrowers' requirements as well as maintain regulatory requirements.
b)	Methods used to measure Liquidity Risk	The maintenance of Cash Reserve Requirement (CRR) and Statutory Liquidity Ratio (SLR) is considered as the fundamental methods/ tools to measure the liquidity position/ risk of the bank. However, under Basel III, the following methods and tools are mandated for measuring the liquidity risk. a) Liquidity Coverage Ratio (LCR): Liquidity Coverage Ratio ensures to maintain an adequate level of stock of high-quality liquid assets that can be converted into cash to meet its liquidity needs (i.e. total net cash outflows) over the next 30 calendar days. b) Net Stable Funding Ratio (NSFR): Net Stable Funding Ratio aims to limit over-reliance on short-term wholesale funding during times of abundant market liquidity and encourage better assessment of liquidity risk across all on- and off-balance sheet items. The minimum acceptable value of this ratio is 100 percent, indicating that, available stable funding (ASF) should be at least equal to required stable funding (RSF). ASF consists of various kinds of liabilities and capital with percentage weights attached given their perceived stability. RSF consists of assets and off-balance sheet items also with percentage weights attached given the degree to which they are illiquid or "long-term" and therefore requires stable funding. In addition to the above, the following measures have been put in place to monitor the liquidity risk management position of the Bank on a continued manner: - Statutory Liquidity Profile (SLP); - Advance Deposit Ratio (ADR); - Whole sale borrowing capacity; and - Maximum Cumulative Outflow (MCO). Besides the above, the following tools are also used for measuring liquidity risk: - Stress Testing (Liquidity Stress); and - Net open position limit

Qualitative Disclosures

c)	Liquidity Risk management system	The liquidity risk is primarily managed by the Treasury Division under oversight of ALCO which is headed by the Managing Director along with other members of the senior management team. Treasury Division upon reviewing the overall funding requirements on daily basis sets their strategy to maintain a comfortable/ adequate liquidity position taking into consideration of Bank's approved credit deposit ratio, liquid assets to total assets ratio, asset-liability maturity profile, Bank's earning/ profitability as well as overall market behavior and sentiment etc. Apart from the above, Risk Management Division (RMD) also monitors & measures the liquidity risk in line with the Basel III liquidity measurement tools, namely, LCR, NSFR, Leverage Ratio. RMD addresses the key issues and strategies to maintain the Basel III liquidity ratios to the respective division(s) on regular interval.
d)	Policies and processes for mitigating liquidity risk	The Asset-Liability (ALCO) policy leads the process & procedures for mitigation of liquidity risk of the Bank. ALCO works under specific Terms of References (functions) approved by the Board. Treasury Division and ALM desk under regular supervision of Top Management reviews the overall liquidity position of the Bank and takes appropriate strategy, process in line with the industry position for managing liquidity risk of the Bank.

Quantitative Disclosures

e)	Liquidity ratios as of 31 December 2025	(BDT in crore)																					
	<table> <tr> <th>Sl. No.</th><th>Particulars</th><th>Outstanding</th></tr> <tr> <td>i)</td><td>Liquidity Coverage Ratio (LCR) [%]</td><td>141.53%</td></tr> <tr> <td>ii)</td><td>Net Stable Funding Ratio (NSFR) [%]</td><td>115.96%</td></tr> <tr> <td>iii)</td><td>Stock of High-quality liquid assets (HQLA)</td><td>698.24</td></tr> <tr> <td>iv)</td><td>Total net cash outflows over the next 30 calendar days</td><td>493.34</td></tr> <tr> <td>v)</td><td>Available Stable Funding (ASF)</td><td>2,489.54</td></tr> <tr> <td>vi)</td><td>Required Stable Funding (RSF)</td><td>2,146.92</td></tr> </table>	Sl. No.	Particulars	Outstanding	i)	Liquidity Coverage Ratio (LCR) [%]	141.53%	ii)	Net Stable Funding Ratio (NSFR) [%]	115.96%	iii)	Stock of High-quality liquid assets (HQLA)	698.24	iv)	Total net cash outflows over the next 30 calendar days	493.34	v)	Available Stable Funding (ASF)	2,489.54	vi)	Required Stable Funding (RSF)	2,146.92	
Sl. No.	Particulars	Outstanding																					
i)	Liquidity Coverage Ratio (LCR) [%]	141.53%																					
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v)	Available Stable Funding (ASF)	2,489.54																					
vi)	Required Stable Funding (RSF)	2,146.92																					

10.00 Leverage Ratio

Qualitative Disclosures

a)	i) Views of Board of Directors on system to reduce excessive leverage	In order to avoid building-up of an excessive on and off-balance sheet leverage in the banking system, a simple, transparent and nonrisk-based leverage ratio has been introduced under the Base III framework. Board of Directors of our Bank continuously monitoring the exposure limit of lending, capital strength of our Bank in order to avoid building-up excessive on- and off-balance sheet leverage. Besides, Board Risk Management Committee (BRMC) also reviews the leverage ratio and other liquidity position/ratios while reviewing the comprehensive risk management report on time-to-time.
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Qualitative Disclosures

ii) Policies and processes for managing excessive on and off-balance sheet leverage	To manage excessive leverage, the Bank follows all regulatory requirements for capital, liquidity, commitment, Advance Deposit Ratio (ADR), Maximum Cumulative Outflow (MCO), and other standards set by Bangladesh Bank. The aim is to ensure that the high leverage inherent in banking business models is carefully and prudently managed.
iii) Approach for calculating exposure	For calculating "leverage", the Bank follows the 'Leverage Ratio' approach/ method as suggested by Bangladesh Bank as under $\text{Leverage Ratio} = \frac{\text{Tier-1 Capital (after related deductions)}}{\text{Total Exposure (after related deductions)}}$

Quantitative Disclosures

b)	Leverage ratio as per audited financial statements as of 31 December 2025 (BDT in crore)																			
	<table> <tr> <th>Sl. No.</th><th>Particulars</th><th>Outstanding</th></tr> <tr> <td>i)</td><td>Tier-1 Capital (considering all regulatory adjustments)</td><td>555.09</td></tr> <tr> <td>ii)</td><td>On -balance sheet exposure</td><td>3,063.56</td></tr> <tr> <td>iii)</td><td>Off-balance sheet exposure</td><td>207.65</td></tr> <tr> <td>iv)</td><td>Total exposure after regulatory adjustments</td><td>3,267.59</td></tr> <tr> <td>v)</td><td>Leverage ratio (%)</td><td>16.99%</td></tr> </table>	Sl. No.	Particulars	Outstanding	i)	Tier-1 Capital (considering all regulatory adjustments)	555.09	ii)	On -balance sheet exposure	3,063.56	iii)	Off-balance sheet exposure	207.65	iv)	Total exposure after regulatory adjustments	3,267.59	v)	Leverage ratio (%)	16.99%	
Sl. No.	Particulars	Outstanding																		
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iii)	Off-balance sheet exposure	207.65																		
iv)	Total exposure after regulatory adjustments	3,267.59																		
v)	Leverage ratio (%)	16.99%																		

11.00 Remuneration:

Qualitative Disclosures

a)	Information relating to the bodies that oversee remuneration	Managing Director, Senior Management Team (SMT) & Head of Human Resources Division govern the remuneration related policies and practices in alignment of the Bank's short- & long-term objectives. They play an independent role, operating as an overseer; and if required, makes recommendation to the Board of Directors of the Bank for its consideration and final approval for any remuneration related policy. The main work includes presenting recommendations to the Board regarding remuneration, compensation packages of senior management, incentive schemes and retirement benefits. They also assist the Board of Directors to ensure that all employees are remunerated fairly and get performance-based compensation by ensuring effective remuneration policy, procedures and practices aligned with the Banks' strategy and applied consistency for all employee levels.
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Qualitative Disclosures

b)	Information relating to the design and structure of remuneration processes	BGCB 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 converted in the market, while maintaining a balance with the business affordability. The compensation and benefits are regularly reviewed through market and peer group study. The well-crafted total rewards help the Bank to attract, motivate and retain talent that produces desired business results. The structure and level of remuneration are reviewed time to time based on Bank's business performance and affordability. Other than the regular monthly payments and a good number of allowances, BGCB has variety of market-competitive benefits schemes. The various cash and noncash benefits include; Bank provided chauffeured car facility for top level executives, car maintenance allowance, leave fare assistance, employee car loan facility, festival bonus, noboborsho bonus etc. BGCB also provides long term as well as retirement benefits to employees, like leave encashment, provident fund, benefit under gratuity & superannuation fund etc. The overall objective of the Bank's remuneration policy is to establish a framework for attracting, retaining and motivating employees, and creating incentives for delivering long-term performance within established risk limits.
c)	Description of the ways in which current and future risks are taken into account in the remuneration processes;	The business risk including credit/default risk, compliance & reputational risk are mostly considered when implementing the remuneration measures for each employee/group of employees. Financial and liquidity risk are also considered. Different set of measures are in practice based on the nature & type of business lines/segments etc. These measures are primarily focused on the business target/goals set for each area of operation, branch vis-à-vis the actual results achieved as of the reporting date. The most vital tools & indicators used for measuring the risks are the asset quality (NPL ratio), Net Interest Margin (NIM), provision coverage ratio, credit deposit ratio, cost-income ratio, growth of net profit, as well the non-financial indicators, namely, the compliance status with the regulatory norms, instructions have been brought to all concerned of the Bank from time to time. 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 affect the remuneration as well. No material change has been made during the year 2025 that could the affect the remuneration.

Qualitative Disclosures

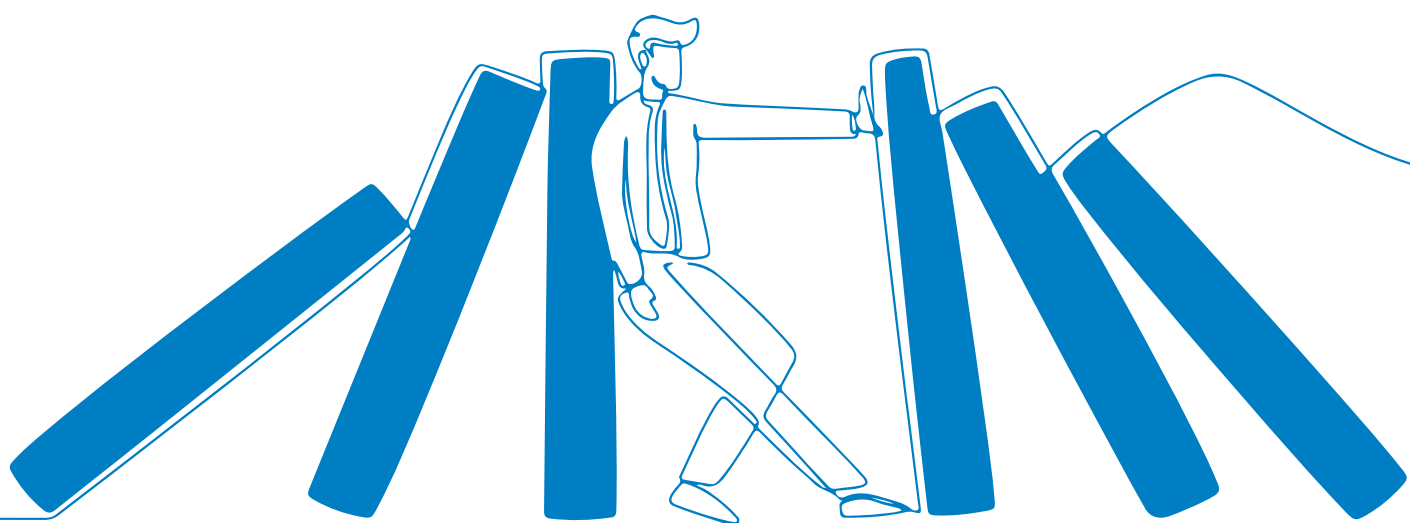
d)	Description of the ways in which the bank seeks to link performance during a performance measurement period with levels of remuneration;	The Board sets the Key Performance Indicators (KPIs) for the senior management while approving the business target/budget for each year for the Bank and business lines/segments. The management sets the appropriate tools, techniques and strategic planning (with due concurrence/approval of the Board) towards achieving those targets. The most common KPIs are the achievement of loan, deposit and profit target with the threshold of NPL ratio, cost-income ratio, cost of fund, yield on loans, provision coverage ratio, capital to risk weighted asset ratio (CRAR), ROE, ROA, liquidity position (maintenance of CRR and SLR) etc.
e)	Description of the ways in which the bank seek to adjust remuneration to take account of longer-term performance;	The Bank pays variable remuneration i.e. annual increment on cash basis with the monthly pay. While the value of longer-term variable part of remuneration i.e. the amount of Provident Fund & Gratuity Fund is made provision on aggregate /individual employee basis; actual payment is made upon retirement, resignation etc. as the case may be, as per rule.
f)	Description of the different forms of variable remuneration that the bank utilizes and the rationale for using these different forms;	A summary of Short-term and Long-term compensation plan are as follows: Total Compensation = Fixed Pay (Salary) + Variable Pay (Bonus) + Variable Pay (Long term incentive). Form of variable remuneration offered by Bengal Commercial Bank: Cash Form: Short-Term Incentive/Rewards 1. Yearly fixed and incentive bonus; 2. Yearly increment; 3. Business accomplishment financial award; 4. Car fuel and car maintenance allowance for executives; 5. Cash risk allowance for cashier; 6. Charge allowance for branch manager. Long-Term Incentive/Rewards 1. Provident fund; 2. Gratuity; 3. Employee house building loan with minimum interest rate; 4. Provident fund loan with minimum interest rate; 5. Periodically salary review (enhancement) 6. Furniture allowance for executives; Non-Cash Form: 1) Short-Term Incentives/Rewards: Accelerate promotion for top talents; 2) Long-Term Incentives/Rewards: Foreign training award;

Quantitative Disclosures

g)	Number of meetings held by the main body overseeing remuneration during the financial year and remuneration paid to its member	5 meetings												
h)	i) Number of employees having received a variable remuneration award during the financial year	Nil												
	ii) Number and total amount of guaranteed bonuses awarded during the financial year	As of 31 December 2025, total amount and number of guaranteed bonuses are as follows: (BDT in Crore) <table><tr><th>Particulars</th><th>Nos. of employee</th><th>Amount</th></tr><tr><td>Eid -UI-Fitr Bonus</td><td>452</td><td>1.60</td></tr><tr><td>Eid-UI-Azha Bonus</td><td>461</td><td>1.70</td></tr></table>	Particulars	Nos. of employee	Amount	Eid -UI-Fitr Bonus	452	1.60	Eid-UI-Azha Bonus	461	1.70			
	Particulars	Nos. of employee	Amount											
	Eid -UI-Fitr Bonus	452	1.60											
Eid-UI-Azha Bonus	461	1.70												
iii) Number and total amount of sign-on awards made during the financial year	Nil													
iv) Number and total amount of severance payments made during the financial year	Details of severance payments during the year 2025 are appended below: <table><tr><th>Type of Severance Payment</th><th>Nos. of employee</th><th>BDT in crore</th></tr><tr><td>Leave encashment</td><td>27</td><td>0.30</td></tr></table>	Type of Severance Payment	Nos. of employee	BDT in crore	Leave encashment	27	0.30							
Type of Severance Payment	Nos. of employee	BDT in crore												
Leave encashment	27	0.30												
i)	i) Total amount of outstanding deferred remuneration, split into cash, shares and share- linked instruments and other forms	Nil												
	ii)Total amount of deferred remuneration paid out in the financial year	Nil												
j)	Breakdown of amount of remuneration awards for the financial year to show:	i) Fixed and variable remuneration paid in 2025 are as follows: (BDT in crore) <table><tr><th>Particulars</th><th>Amount</th></tr><tr><td>Basic salary</td><td>19.69</td></tr><tr><td>Allowances</td><td>22.51</td></tr><tr><td>Bonus/Incentive</td><td>4.07</td></tr><tr><td>Provident fund contribution</td><td>1.80</td></tr><tr><td>Total</td><td>48.07</td></tr></table> ii) Deferred and non-deferred: Nil iii) Different forms used (cash, shares and share linked instruments, other forms): All the remunerations have provided in the form of cash.	Particulars	Amount	Basic salary	19.69	Allowances	22.51	Bonus/Incentive	4.07	Provident fund contribution	1.80	Total	48.07
Particulars	Amount													
Basic salary	19.69													
Allowances	22.51													
Bonus/Incentive	4.07													
Provident fund contribution	1.80													
Total	48.07													

Quantitative Disclosures

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	
	i) Total amount of outstanding deferred remuneration and retained remuneration exposed to ex post explicit and/or implicit adjustments	Nil
	ii) Total amount of reductions during the financial year due to ex-post explicit adjustments	Nil
	iii) Total amount of reductions during the financial year due to ex post implicit adjustments	Nil





ISLAMIC **BANKING**

Report On the Shariah Supervisory Committee For The Year Ended On 31st December, 2025:

In the Name of Allah, the Beneficent, the Merciful.

All praise is due to Almighty Allah, the Lord of the Universes and peace and blessing of Allah be upon the Prophet Muhammad (May Allah bless him and grant him peace) and upon his all-other descendants and companions

To the Shareholders of the Bengal Commercial Bank PLC.

لَسْلَامٌ عَلَيْكُمْ وَرَحْمَةُ اللَّهِ وَبَرَكَاتُهُ

(Assalamu alaikum wa rahmatullahi wa barakatuh).

We are pleased to express our appreciation to the Board of Directors, the Managing Director and all the members of the Management Team of Bengal Commercial Bank PLC. for their continuous support. We are grateful to our honorable shareholders and clients for their confidence reposed on us. Without their confidence and support, we would not be able to perform our duties properly. The Shari'ah Supervisory Committee has participated in different meetings and discussed various issues on Islami Banking activities of the Bank in respect of the Islami Shari'ah Principles & Regulations and provided opinion and necessary directives during the year 2025. Islami Banking Division of the Bank inspected three (3) Islami Banking Branches and one (1) Sub-Branch of the Bank during the year and submitted their reports to the Shari'ah Supervisory Committee. Irregularities/lapses as detected were reported directly to the Shari'ah Supervisory Committee for information and necessary guidance on remedial measures. Decision of the Committee was propagated accordingly to the respective branches for compliance / non-recurrence of the irregularities/ lapses.

Mentionable here, duty of the Shari'ah Supervisory Committee is to provide independent opinion & necessary guidelines upon observing and reviewing the activities of the Bank and to conduct Shari'ah related training for the human resources of the Bank and also to make the clients aware of the issues related to Shari'ah compliance.

On the other hand, the responsibility of the Islami Banking Branches is to ensure that the businesses are carried out in accordance with the rules and principles of Islami Shari'ah. As per recommendation of Shari'ah Supervisory Committee, Officials performing in Islamic Shari'ah based branches are also evaluated periodically based on their knowledge on basics and updates on Islami Banking. The Shari'ah Supervisory Committee had also discussed/ reviewed and opined on the following issues in their meetings at Bengal Commercial Bank PLC. during 2025:

In compliance with the terms of reference of the By Laws of the Bengal Commercial Bank Shari'ah Supervisory Committee (BGCB-SSC), BGCB's has taken various performance analysis of Islami Banking Branches & Sub-branches which is very sustainable for Bank's growth and developments. For the performance evaluation of the Islamic banking in BGCB, the "Banking Efficiency Model" has taken into consideration. Banking Efficiency Model criteria have been developed to measure the efficiency of the Islamic banking system. These five criteria are measured and expressed in terms of ratios for BGCB'S Islami Banking Branches/Sub-branches.

- A. Productive Efficiency.
- B. Operational Efficiency.
- C. Allocative Efficiency.
- D. Distributive Efficiency.
- E. Stabilization Efficiency.

On the Basis of above efficiency model, we are reviewing the principles and the contracts relating to the transactions and applications introduced by BGCB Islamic Banking during the period from 1st January, 2025 to 31st December, 2025. We have conducted our review on the basis of Shari'ah audit and inspection reports of the Shari'ah Audit team to form our opinion as to whether the BGCB, in its Islamic Banking operations, has complied with Shari'ah rules and principles and also with the specific fatwas, rulings and guidelines issued by us.

In addition to our fatwas, the Muraquibs also followed the Internal Control & Compliance guidelines on Islamic Banking issued by the Bangladesh Bank. Shari'ah non-compliance risk rating of concerned Branches and Sub-Branch were 'Low Risk' during the year under report. The Shari'ah Supervisory Committee reviewed the Shari'ah Audit Reports and provided guidelines it deemed necessary for proper Shari'ah compliance.

We also conducted our review which included, on a test basis of each type of transaction, the relevant documentation and procedures adopted by the Bank BGCB Islamic Banking. We planned and performed the review so as to obtain the information and explanation which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that BGCB Islamic Banking has not violated Shari'ah rules and principles.

We are very happy to know that the board and management of the bank already showed their interest in converting the bank into a full-fledged Islami bank, the hon'ble Board of Directors in its 36th board meeting unanimously approved to Convert Conventional Operational mode of banking to full-fledged Shariah based Islamic banking. We forward our interest to the IBRPD of Bangladesh bank. They gave feedback by asking some queries.

In our opinion:

- a) The contracts, transactions and dealings entered into by the BGCB Islamic Banking during the year ended on 31st December, 2025 that we have reviewed are in compliance with the Shari'ah rules and principles.
- b) Distribution of profit to the Mudaraba Depositors conforms to the basis in agreed in this ratio the Mudarib (BGCB) & Sahib Al Mall (Amount Holds/ Depositors).
- c) All earnings that have been realized from sources or by means prohibited by Shari'ah rules and principles have not been included in Bank's income;
- d) Transactions with the conventional part of the Bank have been made complying Shari'ah principles.
- e) Bank don't pay Zakat on behalf of Depositors and Shareholders. But they pay it by themselves.

During the year under report, the BGCB-SSC has advised the Bank on the following Issues:

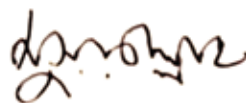
- a) To take effective steps aiming at creating awareness among the employees and the customers about Shari'ah compliance;
- b) To continue to arrange regular training & workshop on Is Banking for the officials of the Bank, for the owners of the Agents Banking and for their Customer Service Officers to increase professional skills for better Shari'ah compliance; And

- c) To continue the practice of obtaining 'Shari'ah clearance' from the Shari'ah division of the Corporate Office before disbursement of Investment Deals in order to maintain highest level of Shari'ah compliance.

The Shari'ah Supervisory Committee appreciated the following steps and initiatives of the Bank during the year for furtherance of Islamic Banking services for:

- a) Conducting sufficient numbers of Shari'ah audit programs as per guideline of Bangladesh Bank; And
- b) Fixing Islamic Banking logo in order to make the Islamic banking branding of BGCB attractive and customer friendly.

May Allah subahanahu wata'la give us strength to achieve His satisfaction through implementation of Shari'ah Principles in every sphere of our life.



Dr. Muhammad Saifullah Madani

Chairman

Shari'ah Supervisory Committee

Islamic Banking Maneuvers of Bengal Commercial Bank PLC. (BGCB)

The journey of Bengal Islamic Banking started with the aim of conducting banking business in accordance with Islamic Shariah. Over the years, Islamic Banking has experienced a phenomenal growth and expansion in Bangladesh due to strong public demand and support for the system along with its increasing popularity across the world. Islamic Banking is defined as banking system which is in consonance with the spirit, ethos and value system of Islam and governed by the principles laid down by Islamic Shariah and will refrain from accepting or paying any interest on any transaction. On the other hand, Conventional banks are in the business of lending & borrowing money based on interest.

Islamic financial sector is now considered as a global financial industry in terms of its assets like Islamic banks, Islamic bonds, Islamic mutual fund and Islamic insurance etc. The sector is growing globally based on its risk sharing optimism, inclusiveness and real asset backed transaction features. In line with global trends, Islamic banking in Bangladesh has also been witnessing a robust growth due to strong public demand and policy supports from the Bangladesh Bank.

Bengal Commercial Bank PLC. (BGCB) has set the objectives of the Islami Banking system for not only to provide religiously acceptable financial products and services as alternatives to conventional financial structures but it also aims to contribute to the economic development, facilitate the allocation of resources efficiently and ultimately attaining social welfare. To achieve these objectives, BGCB has started its Islami Banking Operations by opening three (03) full-fledged Islami Banking Branches & one (1) Sub-Branch i.e., Dilkusha Islami Banking Branch, Dhaka, Agrabad Islami Banking Branch, Chattogram. Kashinathpur Islami Banking Branch, Pabna. & Khatunganj sub branch, Chattogram.

Islami Banking Operations is totally different & separate from BGCB Conventional Banking Operations as they conduct their operation on the basis of Islami Shariah Principles. Since inception, the Bank has been maintaining separate system for Islami Banking Operations which is completely separate from Conventional Banking following the standards adopted by "Accounting and Auditing Organization for Islamic Financial Institutions-AAOIFI".

Activities of Islamic Banking Division (IBD):

Islamic Banking has significant contributions towards the growth and economic development of Bangladesh. The system seems progressively attractive and profitable to conventional banks for

BGCB's lower Statutory Liquidity Ratio (SLR) and higher Investment-Deposit Ratio (IDR). It is evident that, the system has experienced phenomenal growth and expansion in the country as the deposits and investments have increased significantly over the time. As per Instruction mentioned in the Guidelines for Islami Banking issued by Bangladesh Bank vide BRPD Circular No.15 dated 09.11.2009, a separate "Islami Banking Division" in Corporate Head Office has been taking up the duties & responsibilities of all works & day to day activities, formulation of required various Standard Operation Procedures - SOPs & Guidelines related to the Islami Banking Business, Marketing, Product Development, Training of Islami Banking & Finance, Islami Treasury, Regulatory issues, Functioning of Shari'ah Supervisory Committee, Inter Divisional activities, communications & liaison with various apex bodies of regulatory bodies and Islami Banking and any other Internal & External activities.

Key Features of BENGAL Islamic Banking

- A strong Shariah Supervisory Committee.
- Separate accounting and fund management system.
- A wide range of Shariah compliant products and services for assets and liabilities.
- Dedicated and professional Islamic Banking team.
- Shariah compliant profit distribution system for the depositors.
- Shariah compliant profit distribution system for the depositors.
- Ensuring proper Shariah compliance.
- Establishing public trust that was damaged due to mismanagement of some Islamic Banks.
- Developing mechanism to manage short-term liquidity challenges.
- Establishing uniform accounting practices among all Islamic Banks.
- Ensuring Maqasid-e-Shariah for sustainable development.
- Improving financial awareness regarding shariah and Islamic Banking.
- Increasing popularity of Shariah-based transactions due to its inherent strength of mechanism and beauty of Maqasid.
- Various Islamic monetary policy tools implemented by government and regulatory authorities to effectively manage liquidity within the Islamic Banking System.

- Maximizing overall welfare through encouraging stakeholders to contribute towards the well-being of both themselves and society.

Shariah Supervisory Committee (SSC):

Islamic Banking Operations of BGCB is conducted under keen supervision of Shariah Supervisory Committee. Shariah Supervisory Committee of BGCB consists of a team of Shariah scholars & experts along with personalities having outstanding strength in Qur'an, Hadith & Fiqh. The Shariah Supervisory Committee meeting held from time to time to review the Islamic Banking activities and provides their expert opinion on various Shariah related issues of Islamic Banking Operations. The Muraqib acts in the Shariah Supervisory Committee Secretariat (SSCS) and helps the Shariah Supervisory Committee for its regular activities. BGCB Shariah Supervisory Committee (SSC) consists of the following members:

SL	Name	Position In SSC
01	Dr. Muhammad Saifullah Madani Professor, Department of Islamic Studies, Hamdard University Bangladesh. Famous media personalities.	Chairman
02	Janab Hafez Mawlana Mufti Al-Amin Khan Principal & Director, Madrasatul Amin Al Arabia, Dhaka. Lecturer, Hazrat Fatema (R.) Alim Madrasah, Gendaria, Dhaka. Khatib, Baitul Mamur Lalkuthi Boro Masjid, Majar Road, Dhaka & Famous media personalities.	Member
03	Janab Mawlana Sadik Md. Yaqub Al-Azhari Assistant Professor, Department of Islamic Studies Bangladesh Islami University, Manda, Dhaka.	Member

During the year 2025, (02) Two meetings of the Shariah Supervisory Committee were held. The Members of Shariah Supervisory Committee delivered valuable speech and important suggestions to the bank management as following

- To take effective steps aiming at gradual development of the employees and customer's awareness about concept and operational methodology of Islamic banking & Shari'ah compliance in Islamic Banking;
- To organize in-depth training courses & workshop on Islami Banking for employees to increase their professional skills;
- To take effective steps aiming at gradual development of Islami Banking awareness among the customers about Shari'ah compliance;
- To continue close monitoring of all investment clients;

To keep the spirit of Shari'ah high in the days to come;

- To take effective steps for implementation of the recommendations given by the Shari'ah Supervisory Committee.
- In case of allowing investing in Bai-Sell mode (i.e., Bai-Muajjal & Bai-Salam) bank should ensure proper buying and selling. In case of appointing buying agent importance should be given in the Shariah principles;
- To face the current situation and to establish a partnership business model, Mudaraba and Musharaka investment should be introduced in the small scale.
- Investment focus should be given for the socio- economic development of the poor people of the rural area of the country in accordance with corporate, SME & retail clients.
- Conducting sufficient numbers of Shari'ah audit programs;
- Fixing Islamic Banking logo in order to make the Islamic banking branding of BGCB attractive and customer friendly;
- To take necessary steps to implement the 'Maqasid-e-Shari'ah' (i.e., goal and purpose of Islami Shari'ah) in over all activities of the Islami Banking to ensure common welfare of humanity.
- The distribution of profits among Mudarabah depositors must be strictly in accordance with the principles of Islamic Shari'ah.
- The Management and Shari'ah Supervisory Committee should improve their coordination to ensure effective implementation of Shari'ah principles.
- Finally, to take effective initiative for converting existing Bank's conventional activities into the full-fledged Islami Banking.

Activities of Year 2025

During the year 2025 various policy Guideline regarding Islami Banking have been formulated & updated in line with Bangladesh Bank's guidelines for Islami Banking with necessary approval of Management & Board of Directors. The Bank operates Islami Banking through three full functioning branches exclusively designated for this purpose, in compliance with the rules of Islami Shari'ah. Separate Financials have been prepared by following instruction of "Guidelines for Islamic Banking" issued by Bangladesh Bank, vide BRPD Circular No: 15 dated: 09 November, 2009. Islami Banking Division supervises, monitors and looks after all the activities of Islami Banking and comply with the Rules & Principles of Islami Shari'ah as well as those of Regulatory Authorities. Basic information on Islamic banking has briefly discussed below:

Total deposits in Islamic banking branches stood at BDT 661.39 crore at the end of December 2025 with a decrease of BDT 10.39 Crore as compared to the end of December 2024.

Total investment of Islamic banking branches stood at BDT 498.56 Crore at the end of December 2025 which increased by BDT 3.48 Crore in comparison with December 31, 2024.

Total exports receipts by the Islamic banking branches stood at BDT 89.69 Crore at the end of December 2025, which was higher by BDT 43.61 Crore in comparison with December 31, 2024.

Total imports by the Islamic banking branches stood at BDT 115.68 Crore at the end of December 2025 which was increased by BDT 43.62 crore as comparison with December 31, 2024.

Strategic Plan for 2026

- Converting Conventional Operational mode of banking of Bengal Commercial Bank to full-fledged Shariah based Islamic banking.
- Bank will be conducted by the Bank Authority and Shariah compliance.
- To strengthen the Digital Financial Services and ensure diversification of products and services by introducing IT based innovative products and engaging alternate delivery channels.
- To emphasize on enhancement of Islamic Banking services through initiating Islamic Banking Branches and building trust on our Shariah practice within the Bank, so that we can fruitfully harvest the benefit of phenomenal growth and expansion of shariah Based banking in Bangladesh.

We believe in compliance culture. Our philosophy is 'compliance first; profit is it's logical consequence'. So, we are reaffirming our commitment towards doing business in compliance with all laws, rules, regulations related to banking as well as the laws of the Country and Shariah.

- To maintain highest quality of customer services by offering best products compatible with customers' need.
- To emphasize on continuation of diversification of credit portfolio in corporate exposure focusing on retail, SME, direct green finance and agriculture loans, SME segment and prioritizing on geographic dispersion.
- To formulate strategies and programs to develop our human resources more Professionally and skillfully to meet the challenges of ever-changing customer demands and attitudes in the service sector.

- To keep up our Continuous effort for improving internal Shariah governance through strengthening good corporate cultures, motivation, training and supervision at all levels of organization.
- To confirm efficient and effective Shariah risk management for sustainable business growth.
- Increasing Shariah brand visibility and creating favorable brand image of the bank through distinctive brand positioning in the minds of our prospects and customers is one of our significant priorities for the coming year.

Training & developments

Our goal is to facilitate knowledge-sharing sessions through training, seminars, and workshops, both in-person and online, to educate our employees about Islamic banking products and services.

Simplifying operational process

We will regularly update processes by adopting digital solutions to reduce manual interventions and will invest in Shariah-compliant FinTech to simplify product structuring and documentation. We aim to build a digital financing approval and disbursement system with minimal documentation to reduce both cost and time. Furthermore, we will conduct a comprehensive review of all operational processes to identify inefficiencies and manual tasks, with a focus on automating repetitive and resource-intensive activities across all Islamic Banking functions.

Enhancing customer experience, we will persistently invest in customer experience by offering personalized services and digital solutions for convenience and speed in account opening, reducing turnaround time, operational costs, and errors associated with manual processing. Through regular market research, we strive to identify changing customer needs, enabling us to provide competitive pricing and innovative solutions while staying true to Shariah principles. By offering a value-driven, personalized experience, we aim to foster stronger customer loyalty.

Shariah Non-compliance Risk Management (SNCR)

To mitigate Shariah non-compliance risk, we aim to enhance our risk management framework. Our primary focus will be on diversifying investments to minimize exposure to volatile sectors and regions.

Additionally, we will develop a robust financing structure, validated by Shariah, to improve risk management by identifying potential threats and opportunities for Islamic banking.

Maintaining Shariah compliance

By collaborating with Shariah scholars and taking feedbacks from global Islamic finance organizations, we will standardize our Islamic banking practices. We will also proactively work with regulators to address any potential changes or inconsistencies in Shariah compliance. Additionally, we will conduct regular Shariah compliance audits and ensure that our Shariah Supervisory Committee consistently reviews products and practices to maintain the highest level of Shariah compliance.

Financial inclusion

We will increase financial inclusion by providing access to Islamic banking to the unbanked people, while expanding BENGAL's reach and improving customer acquisition.

- Increasing Islamic Banking branches & sub-branches across the country for achieving greater reach to customers.
- Introducing offshore-banking financing to collect deposits and finance in foreign currency complying Bangladesh Bank Guidelines.
- Enhancing digital transformation in line with Bank's strategies.
- Increasing focus on micro or nano financing of Islamic Banking through digital platforms.

BGCB Islami Banking Products and Services

At present BGCB Islami Banking offers almost all the Deposit & Investment Products from its Islami Banking Branches for collecting and utilization of funds or in other words, pooling resources and deployment of the said resources. The following products are available now:

Bengal Islami Deposit Product

1. Bengal Al-Wadiah Current Account
2. Bengal Mudaraba Short Notice Deposit Account
3. Bengal Mudaraba Savings Account
 - a. General Savings Account

- b. School Savings Account
- c. Supreme Savings Account
- d. Evergreen Savings Account
- e. Pay-roll Savings Account
- f. Nabanno Savings Account
- g. Prothoma Savings Account
- h. Wage Earners Savings Account
- i. Probashi Savings Account
- j. Mudaraba Universal Account
- k. Mudaraba Universal Account Payroll

4. Bengal Mudaraba Cash Waqf Account

- a. Cash Waqf Account (General)
- b. Al-Wasiyyah Bil Cash Waqf

5. Bengal Mudaraba Term Deposit Account-

- a. Term Deposit Account 100 Days
- b. Term Deposit Account 200 Days
- c. Term Deposit Account-400 Days
- d. Term Deposit Account - 1 Month
- e. Term Deposit Account - 3 Months
- f. Term Deposit Account - 6 Months
- g. Term Deposit Account - 01 Year
- h. Term Deposit Account - 02 Years
- i. Term Deposit Account - 03 Years

6. Bengal Mudaraba Advance Earning Deposit Term Account

- a. Advance Earning Deposit Term Account 01 Year
- b. Advance Earning Deposit Term Account-02 Years
- c. Advance Earning Deposit Term Account-03 Years

7. Bengal Mudaraba Monthly Earning Term Deposit

- a. Monthly Earning Term Deposit Ac-01 Year
- b. Monthly Earning Term Deposit Ac-02 Years
- c. Monthly Earning Term Deposit Ac-03 Years
- d. Monthly Earning Term Deposit Ac-04 Years
- e. Monthly Earning Term Deposit Ac-05 Years

8. Bengal Mudaraba Deposit Pension Scheme

- a. Mudaraba Prothoma DPS

Bengal Islami Investment Product

1. Project Finance

- a. HPSM (Project) RE
- b. HPSM Project (M & E)
- c. Bai Muajjal Working capital

2. Real-Estate Finance

- a. Bengal Home Finance
- b. Bengal Commercial Housing Investment
- c. HPSM (Real Estate) Commercial

3. Trading Finance

- a. Bai-Muazzal (Commercial) Rev.

4. Work order finance

- a. Bai-Muazzal (Work Order)

5. Retail Finance

- a. Bengal Personal Finance
- b. Bengal Auto finance

6. Agri Finance

- a. Term Investment Agri
- b. Time Investment Agri

7. Import Finance

- a. Murabaha Bill Exchange (MBE)
- b. Bai- Muazzal- Trust Receipt (PIF)

8. Export Finance

- a. Bai Salam
- b. Foreign Documentary Bill Purchase (FDBP)
- c. Inland Documentary Bill Purchase (IDBP)

9. Refinance: BB, SMEF

- a. Bai-Muajjal Instal. under Refinance Scheme for Green Projects
- b. Bengal Shonirbhor Bai-Muajjal Instal. Under Rev. Refin. Sch. BB
- c. CMSME Bai-Muazzal Installment (CWP) Rev. Fund of SMEF

10. CMSME

- a. CMSME Refinance Scheme Against Bai-Muajjal (Installment) Inv.
- b. CMSME Refinance Scheme against Bai-Muazzal (Working Capital) Inv.

11. Micro Credit

- a. Bengal Shonirbhor
- b. Short-Term Investment (Micro Credit)
- c. Bengal Remittance Investment-MC

12. Quard against MTDR/MDPS

13. Bai Muajjal Installment

Other Products and Services of BGCB

Besides these Bengal Commercial Bank Islami Banking Operations also providing the services including issuance of Payment Order, Certificates, Remittance, Utility Bills Collection, School Banking, Payroll Account, Internet Banking, SMS Banking facility and other necessary Banking Services.



A background image showing several hands of different skin tones assembling puzzle pieces. The puzzle pieces are white, orange, and dark blue. The scene is brightly lit, suggesting a window in the background. A dark blue semi-transparent overlay covers the right half of the image, containing the title text.

INTEGRATED **REPORTING**

Integrated Business Model



INPUTS

- Financial Capital
- Manufactured Capital
- Human Capital
- Intellectual Capital
- Social & Relationship
- Natural Capital



Key Resources

- Deposits, Borrowings, Equity
- Branches, ATMs, IT Infrastructure
- Skilled Workforce & Leadership
- Technology, Systems, Innovation
- Customers, Regulators, Partners
- Commitment to Sustainable Banking



Business Activities

- Investment & Financing Operations
- Digital Banking & Technology Services
- Treasury & Offshore Banking Operations
- Trade Finance (Import–Export)
- Network Expansion (Branches)
- Risk Management & Regulatory Compliance



Outputs

- Growth in Deposits and Investments
- Expanded Digital Banking Services
- Enhanced Trade Finance Operations
- Stronger SME and Retail Banking Presence
- Expanded Banking Network & Channels
- Improved Operational Efficiency



Value Creation (Outcomes)

- Customers : Accessible and innovative banking services
- Shareholders : Sustainable profitability and value creation
- Employees : Professional growth and inclusive workplace
- Regulators : Strong compliance and financial stability
- Society : Financial inclusion and economic development
- Environment : Responsible and sustainable banking practices

Strategic Business Approaches

I. Deposit Strategy

BGCB aims to strengthen its deposit base through diversified products, customer-focused services, and cost-efficient funding strategies.

Product Innovation and Customer Solutions

- Develop and update deposit products to meet evolving customer needs.
- Cross-sell retail banking products and services to corporate clients to deepen relationships.
- Provide priority banking services tailored to premium customers.

CASA and Low-Cost Deposit Growth

- Implement targeted CASA campaigns to increase low-cost and no-cost deposits.
- Identify potential CASA segments through market surveys to reduce the overall cost of funds.
- Maintain a balanced deposit mix to ensure sustainable growth.

Financial Inclusion and Rural Outreach

- Promote micro-savings through zero-fee accounts such as school banking, farmer accounts, and RMG worker accounts.
- Expand rural deposit mobilization through cost-effective rural branches, sub-branches, and agent banking outlets.

Market Intelligence and Funding Management

- Monitor competitors' deposit products, interest rates, and market communication.
- Use liability-related MIS tools for accurate deposit forecasting and planning.
- Encourage employee motivation through recognition and rewards for achieving deposit targets.
- Mobilize short-term deposits for liquidity needs and long-term deposits for investment and lending.

II. Investment Strategy

BGCB focuses on building a diversified and high-quality investment portfolio while maintaining prudent risk management.

Product Development and Diversification

- Develop loan and investment products aligned with market demand and business objectives.
- Diversify the portfolio across sectors and customer segments to minimize concentration risk.

Credit Quality and Risk Management

- Prioritize clients with strong credit histories and ratings.

- Use Early Alert Systems to identify problematic investments and initiate recovery actions.
- Regularly review and update investment policies based on economic and market conditions.

SME and Retail Banking Focus

- Strengthen investment in retail and SME sectors to reduce risks from large corporate exposures.
- Support SME businesses through investments in backward linkage industries and supply chains.

Sector-Focused Growth and Profitability

- Prioritize investments in key sectors including SMEs, agro-based industries, leather, frozen foods, RMG, pharmaceuticals, ICT, energy, healthcare, light engineering, and ceramics.
- Maintain a healthy interest spread and expand client facilities.
- Increase non-funded income through trade finance services such as LCs and Bank Guarantees.

III. Import -Export Strategy

BGCB aims to strengthen its trade finance operations while ensuring full regulatory compliance.

Trade Finance Support

- Offer competitive LC margins to clients with strong track records.
- Provide collateral-free export-import facilities to reliable and long-standing clients.

Client and Sector Development

- Engage reputable business houses and promising entrepreneurs with growth potential.
- Diversify the trade finance portfolio across established and emerging apparel sector clients.
- Expand support for service exports such as IT, education, and healthcare.

Green Trade and Industrial Support

- Promote environmentally friendly imports such as solar panels and ETP equipment.
- Provide export-import services to A-category industrial clients in EPZs and Economic Zones through Offshore Banking Units.

Compliance

- Maintain strict compliance with domestic and international trade regulations including UCPDC, URC, and URR.

SWOT Analysis of BGCB – 2025



Strength

- Strong business growth with increases in assets, deposits, and loans & advances.
- Excellent asset quality with a low NPL ratio of 0.87%.
- Strong capital base supported by 45% growth in statutory reserves.
- Continuous investment in digital banking and innovative products.
- We have Strong corporate culture with a well-defined governance structure, ensuring effective oversight by the Board and Management
- We provide a full spectrum of banking products and services encompassing Corporate, SME, and Retail Banking, along with Cash Management solutions, through both Conventional and Shariah-based banking operations.

We supported by a dedicated and proficient workforce committed to providing exceptional service and ensuring customer satisfaction at all times.

Opportunities

- Aligned with its slogan, 'Inspiring Growth,' the Bank has strategically established a significant number of branches in unbanked areas to promote financial inclusion and support sustainable economic development.
- Growing demand for Islamic banking products offers diversification opportunities.
- Expansion of retail and CMSME financing can reduce dependence on corporate banking.
- Technology-driven financial inclusion through mobile apps, QR payments, and e-KYC.

Weaknesses

- Limited branch network compared to established banks, restricting outreach in rural and semi-urban markets.
- Dependence on corporate lending increases concentration risk.
- Limited diversification of income sources and alternative banking services.
- Relatively high operating expenses affecting profitability.
- Absence of Agent Banking and Mobile Financial Services (MFS) limits market penetration.
- Higher tax burden due to non-listing in the capital market.

Threats

- The banking industry in Bangladesh is highly competitive, with intense market rivalry that may put pressure on interest spreads and profitability
- The rapid growth of fintech companies may erode BGCB's market share through innovative, customer-centric digital financial services.
- Slow customer adoption and limited trust in digital banking services among certain customer segments, which may hinder business growth and the expansion of digital banking initiatives.
- Evolving regulatory requirements and compliance obligations may pose operational and administrative challenges for the Bank

PESTEL Analysis

A PESTEL analysis for Bengal Commercial Bank PLC. (BGCB) evaluates the key external factors Political, Economic, Social, Technological, Environmental, and Legal that influence the bank’s operations and strategic decisions. It helps BGCB identify opportunities and challenges, adapt to changing market conditions, ensure regulatory compliance, and support sustainable growth in a dynamic banking environment



POLITICAL	ECONOMIC	SOCIAL
Key Factors Political stability, legislative reforms, corruption issues, political influences, fiscal measures, bank recapitalization, geopolitical tensions, changes in political leadership BGCB’s Approaches BGCB operates in a highly regulated environment where government policies and regulatory changes significantly influence its operations and strategic decisions. Political stability and government initiatives on financial inclusion and digital banking support the bank’s growth objectives.	Key Factors Interest rate fluctuations, GDP growth, employment levels, inflation trends, currency exchange variations, consumer trust, real estate dynamics, energy costs, wage trends, commodity price shifts, national debt burden BGCB’s Approaches Economic conditions such as inflation, interest rates, and exchange rate fluctuations impact BGCB’s lending and recovery activities. Growing CMSME and retail banking demand offers expansion opportunities, while economic downturns may affect profitability and loan recovery.	Key Factors Shifting demographics, educational advancement, workforce trends, rising environmental consciousness, evolving family units, modern lifestyle patterns, influence of social media BGCB’s Approaches He increasing demand for banking services among unbanked and under-banked populations, along with growing digital adoption and financial literacy, creates opportunities for BGCB to expand its customer base through inclusive and personalized banking solutions.

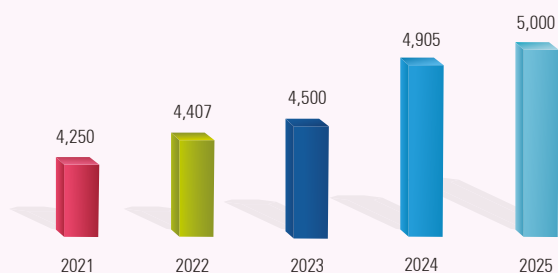


TECHNOLOGICAL	ENVIRONMENTAL	LEGAL
Key Factors Advancements in AI, blockchain, IoT, 5G networks, cloud systems, big data analytics, enhanced cybersecurity, smart wearable devices, biometric technologies, robotics. BGCB's Approaches Technological advancements in digital banking and fintech are reshaping financial services. BGCB's investment in digital infrastructure, internet banking, and mobile services enables it to meet evolving customer needs and improve operational efficiency.	Key Factors Climate resilience, renewable energy projects, carbon footprint reduction plans, sustainable building practices, eco-conscious farming, energy conservation measures, eco-friendly consumer choices, corporate sustainability efforts, environmental advocacy, and innovations in green technology. BGCB's Approaches BGCB is committed to promoting environmental sustainability through green banking initiatives, energy efficient technologies, and sustainable financing, aligning with global environmental goals and customer expectations.	Key Factors Regulatory compliance, labor rights, consumer safeguards, environmental standards, data security laws, contractual obligations, competition law, securities regulation, insolvency law, financial governance, insurance regulations, cyber legislation BGCB's Approaches BGCB upholds strict adherence to central banking and regulatory norms, consistently adopting proactive compliance strategies.

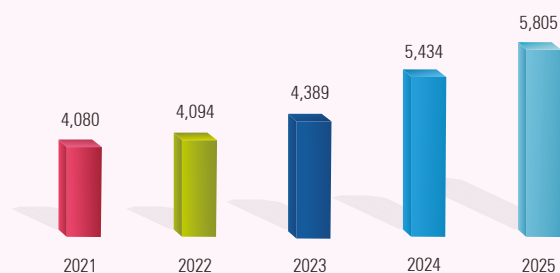
Five Years' Financial Summary

Graphical Presentation

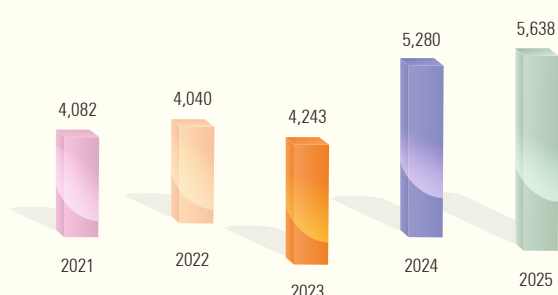
Total Paid-up Capital (Figure in Million)



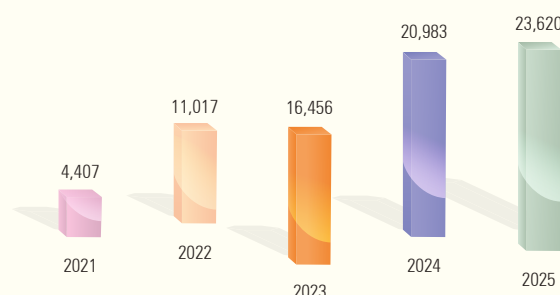
Total Eligible Capital (Figure in Million)



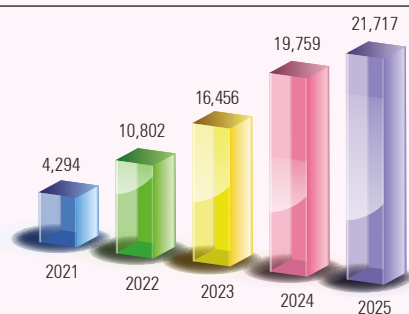
Total Share Holders' Equity (Figure in Million)



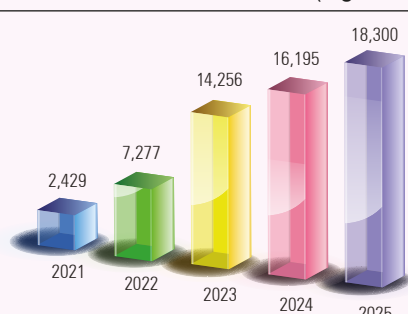
Total Deposits (Figure in Million)



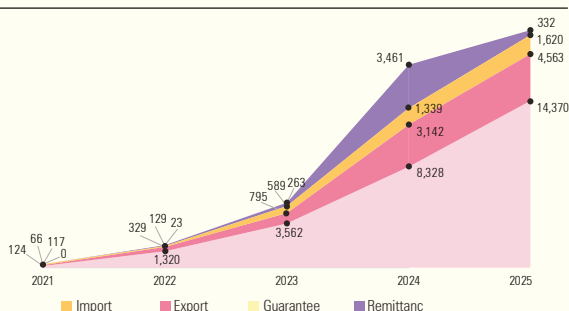
Total Clients Deposit (Figure in Million)



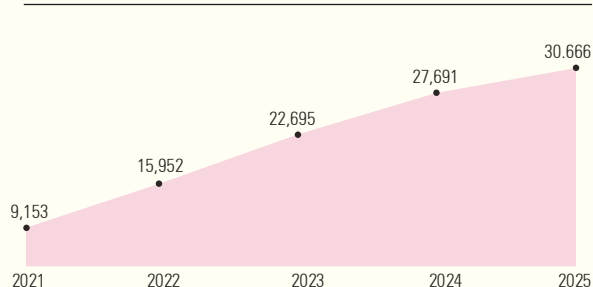
Loans & Advances (Figure in Million)



Foreign Exchange Business (Figure in Million)

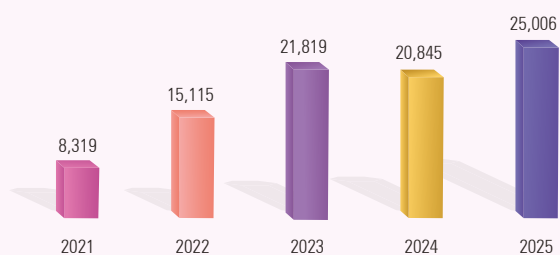


Total Assets (Figure in Million)



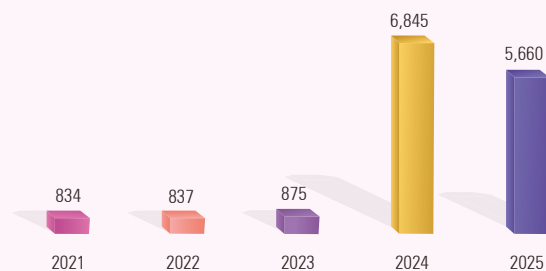
Interest Earning Assets

(Figure in Million)



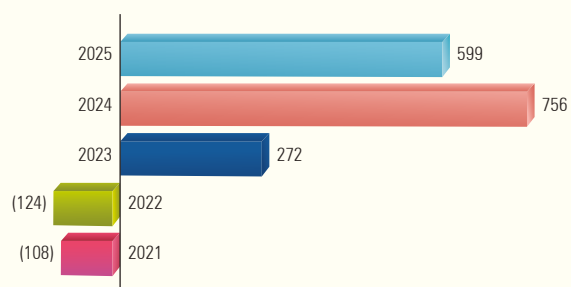
Non-Interest Earning Assets

(Figure in Million)



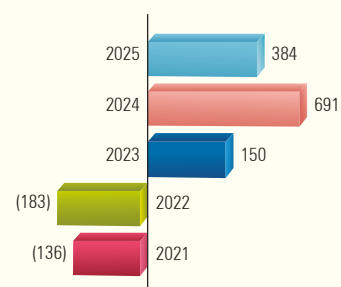
Operating Profit

(Figure in Million)



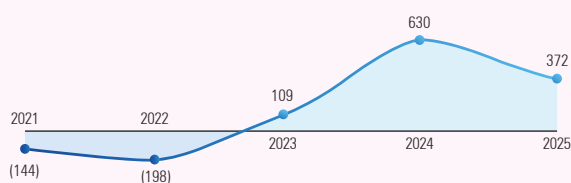
Profit Before Tax

(Figure in Million)



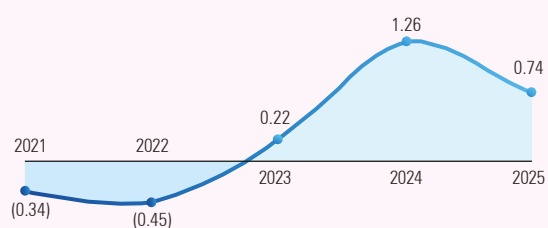
Profit after Tax

(Figure in Million)



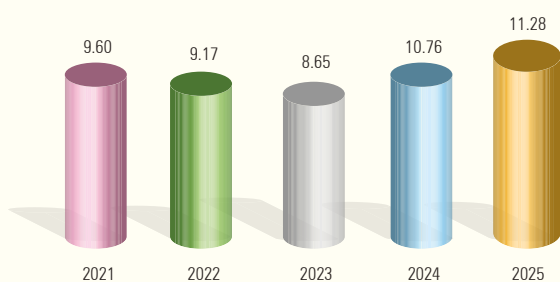
Earning per Share

(Figure in Taka)



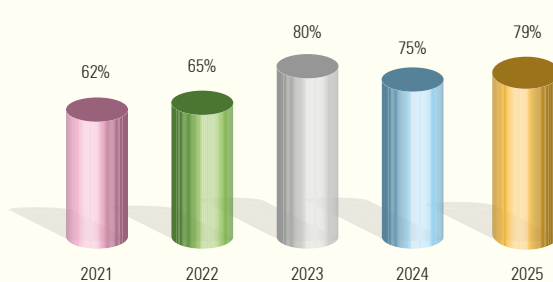
Net Asset Value per Share

(Figure in Taka)



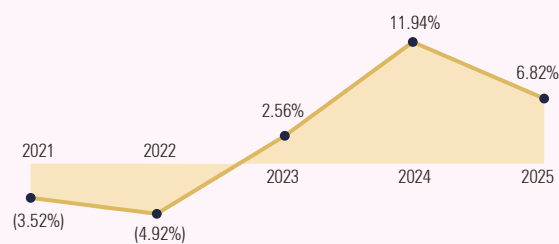
Advance Deposit Ratio (ADR)

(Figure in %)



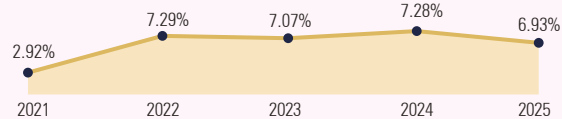
Return on Equity (ROE)

(Figure in %)



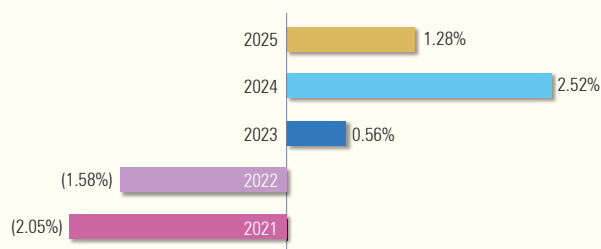
Return on Investment (ROI)

(Figure in %)



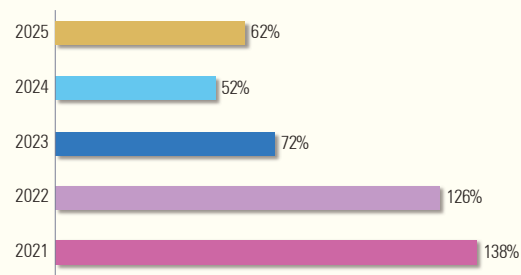
Return on Assets (ROA)

(Figure in %)



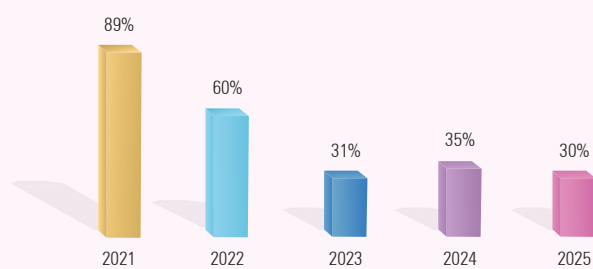
Cost-Income Ratio

(Figure in %)



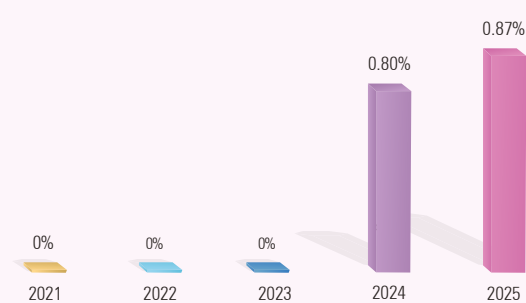
Capital to Risk Weighted Assets (CRAR)

(Figure in %)



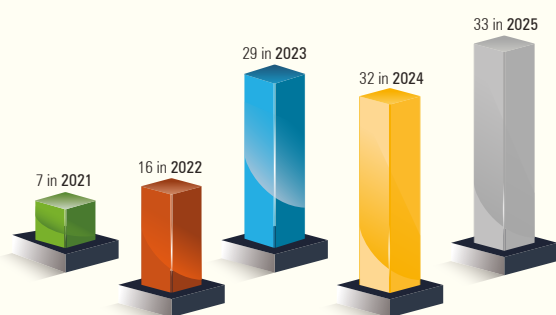
Non performing loans as % of Total Loans

(Figure in %)



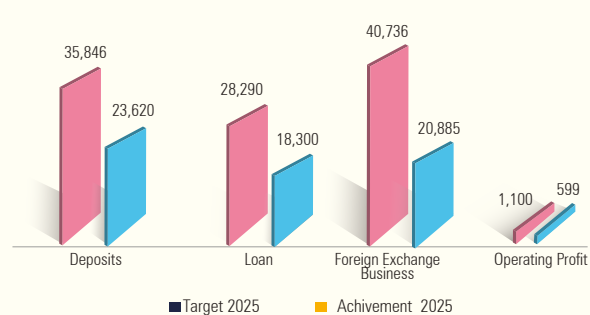
Branch Network

(Figure in Number)



Target-Achivement-2025

(Figure in Million)



BENGAL COMMERCIAL BANK PLC.

Five Years Performance at a Glance

Amount in Million

Particulars	2021	2022	2023	2024	2025
Balance Sheet Metrics					
Authorised Capital	15,000.00	15,000.00	15,000.00	15,000.00	15,000.00
Paid-up Capital	4,250.00	4,406.68	4,500.00	4,905.30	5,000.00
Statutory reserve	-	-	30.09	168.24	244.98
Other reserve	0.03	0.30	1.77	9.35	50.93
Retained earnings	(168.35)	(367.00)	(288.41)	197.42	342.12
Shareholders' equity	4,081.69	4,039.97	4,243.45	5,280.31	5,638.03
Total Assets	9,152.69	15,951.93	22,694.53	27,690.64	30,665.79
Total Deposits	4,407.46	11,016.59	16,456.05	20,983.41	23,620.10
Total Loans & Advances	2,429.28	7,276.54	14,256.41	16,195.32	18,299.74
Total Contingent Liabilities & Commitments	261.40	931.77	4,157.44	3,685.21	5,731.36
Interest Earning Assets	7,979.31	14,312.24	20,604.72	25,256.84	27,284.91
Non-interest earning Assets	1,173.39	1,639.69	2,089.81	2,433.80	3,380.88
Fixed assets	709.24	713.87	612.21	509.60	353.69
Investments	1,034.04	2,151.37	2,832.16	4,146.72	6,403.91

Capital Metrics					
Total risk weighted assets (RWA)	4,595.87	6,871.24	14,167.23	15,337.28	19,190.29
Tier-I capital	4,055.31	4,023.93	4,231.21	5,278.36	5,550.88
Tier-II capital	24.57	69.96	157.47	156.12	254.62
Total capital	4,079.88	4,093.88	4,388.68	5,434.48	5,805.50
Tier-I capital adequacy ratio	88.24%	58.56%	29.87%	34.42%	28.93%
Tier-II capital adequacy ratio	0.53%	1.02%	1.11%	1.03%	1.33%
Capital to Risk Weighted Assets (CRAR)	88.77%	59.58%	30.98%	35.35%	30.25%

Asset Quality					
Amount of non-performing loans (NPLs)	-	-	-	129.53	159.74
Non performing loans as % of total loans	0%	0%	0%	0.80%	0.87%
Specific provision against classified loans	-	-	-	7.68	42.25
General provision against un-classified loans	21.92	62.31	117.09	126.70	206.22
General provision against off-balance sheet items	2.61	7.65	40.38	29.42	48.40

Trade/Foreign Exchange Business Metrics					
Import	123.98	1,319.72	3,562.11	8,328.01	14,370.08
Export	65.90	329.45	794.65	3,141.73	4,562.73
Gurantee	117.04	128.95	588.75	1,338.97	1,620.38
Remittance	0.06	22.96	263.00	3,461.24	7,231.86

Particulars	2021	2022	2023	2024	2025
Income Statement Metrics					
Interest Income on Loans & Advances/ Investments	50.06	405.14	974.03	1,814.33	2,245.57
Interest paid on deposits & borrowings	106.85	391.38	850.39	2,117.51	2,667.32
Non-interest income	35.51	194.39	348.89	136.29	183.34
Income from Investments	30.20	156.84	200.37	1,197.17	1,198.30
Total operating income	286.23	482.14	959.34	1,585.51	1,592.25
Non-interest/operating expenses	394.09	605.72	687.75	829.56	993.12
Total income	393.08	873.52	1,809.73	3,730.84	4,259.57
Total expenses	500.94	997.10	1,538.13	2,974.89	3,660.43
Operating profit	(107.86)	(123.58)	271.60	755.95	599.14
Specific provision against classified loans	-	-	-	7.68	34.58
General provision against UC Loans	21.92	40.38	54.78	9.61	79.52
General provision against Off- Balance Sheet	2.61	5.04	32.73	(10.97)	18.99
Provision for others	0.50	0.20	0.07	0.02	0.21
Provision for diminution in value of investments	3.58	13.39	33.57	58.85	82.15
Total Provision	28.62	59.01	121.16	65.19	215.44
Profit before tax	(136.48)	(182.59)	150.44	690.76	383.69
Provision for tax	7.08	16.06	41.75	60.48	11.37
Profit after tax	(143.56)	(198.66)	108.68	630.28	372.32
Profit available for distribution	-	-	-	197.42	342.12

Share Based Metrics					
Earnings per share (EPS)	(0.34)	(0.45)	0.22	1.26	0.74
Net asset value (NAV) per share	9.60	9.17	8.65	10.76	11.28
Number of shares (Nos.)	425,000,000	440,667,500	450,000,000	490,530,000	500,000,000
Number of shareholders (Nos.)	24	24	24	24	24

Financial Ratios					
Credit Deposit Ratio (CDR) (%)	62.29%	65.10%	80.15%	75.01%	79.07%
Return on equity (ROE) (%)	-3.52%	-4.92%	2.56%	11.94%	6.82%
Cost of fund (COF) (%)	6.29%	7.67%	7.83%	9.90%	9.37%
Return on Investment (ROI) (%)	2.92%	7.29%	7.07%	7.28%	6.93%
Return on assets (ROA) (%)	-2.05%	-1.58%	0.56%	2.52%	1.28%
Net interest margin (%)	4.09%	3.84%	4.96%	6.29%	5.46%
Cost income ratio (%)	137.68%	125.63%	71.69%	52.32%	62.37%
CASA deposits as % of total deposits	18.47%	20.59%	27.83%	25.57%	29.06%

Other Information					
Number of branches	6	13	19	21	26
Number of sub-branches	1	3	10	11	11
Number of ATM	3	5	7	7	8
Number of employees	185	278	321	425	462
Number of foreign correspondents	5	6	6	7	9

Credit Ratings					
Long term	BBB+	BBB+	A+	AA-	AA-
Short term	ST-3	ST-3	ST-3	ST-2	ST-2

Dupont Framework

DUPont analysis is a financial performance framework used to evaluate return on equity (ROE) by breaking it down into its key underlying components. By examining elements such as tax burden, asset turnover, and financial leverage, the analysis reveals how effectively a company uses its resources and capital to generate shareholder returns. This approach also supports management in making informed decisions, particularly regarding capital structure, by highlighting the main drivers of ROE.

At BGCB, our DuPont framework provides an analysis of the key metrics affecting our ROE, thus uncovering a clearer picture of the Bank's performance. Through our DuPont equation, we are able to improve our identification of the institution's strengths and areas of opportunity

Metric	Formula	2025	2024
Return on Equity (ROE)	Return on Asset x Financial leverage	6.82%	13.24%
Return on Asset (ROA)	Net profit margin x Total asset turnover	1.28%	2.50%
Net Profit Margin	PAT/Revenue	8.74%	16.89%
Operating Profit Margin	Profit before provisions/Revenue	14.07%	20.26%
Tax Effect	PAT/PBT	97.04%	91.24%
Effect of Non-operating item	PBT / profit before provisions	64.04%	91.38%
Total Asset Turnover (Times)	Revenue/Total Average Assets	0.15	0.15
Financial Leverage (Times)	Total Average Asset/Average Shareholders' Equity	5.34	5.29

National Exchequer Contribution

BGCB made significant contribution to the government in boosting its revenue collection. As per the prevailing law of the country, the Bank being a corporate citizen pays tax & VAT on its own income. Besides, the Bank deducts income tax, VAT, and excise duty at source from clients, depositors and suppliers, and deposits the same to the national exchequer. During the year 2025, the Bank contributed Taka 180.49 Million to national exchequer as compared to Taka. 21.35 Million. in the previous year.

Particular(s)	2025	2024
Income Tax		
Corporate Income Tax	34,081,750	70,097,308
Tax Deducted at Sources from Suppliers	3,882,765	4,181,265
Tax Deducted at Sources from Employees	15,154,776	13,904,756
Tax Deducted at Sources from dividend	20,565,900	-
Sub Total=	73,685,191.75	88,183,329

Value Added Tax (VAT)		
VAT on Banking Services	42186868.04	14,635,811
VAT Deducted at Sources from suppliers	12492855.29	13,124,729
Excise Duty	53121250	44,188,609
Sub Total=	107,800,973.33	71,949,149
Total=	181,486,165.08	160,132,478

Value Added Statement

For the year ended 31 December, 2025

Value added is the wealth accretion made by Bengal Commercial Bank PLC. through providing banking and other financial services in 2025 for its employees, directors, government and shareholders in the form of salaries & allowances, remuneration, duties & taxes, net profit after tax respectively and also indicates value of use of fixed assets through depreciation.

Amount in BDT

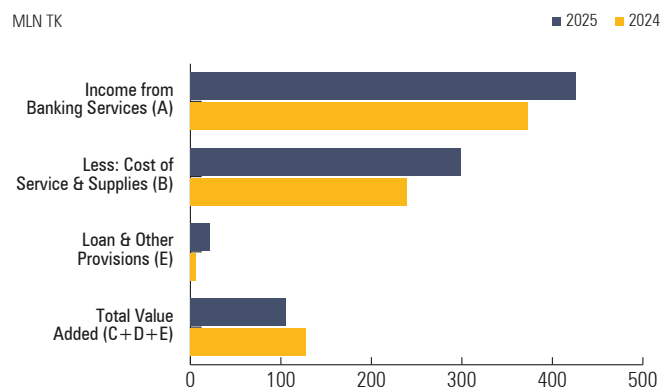
Particulars	2025	2024
Income from Banking Services (A)	4,259,569,268	3,730,844,639
Commission Exchange & Brokerage	141,696,459	208,893,201
Other operating Income	68,910,262	43,152,726
Interest Income	2,850,660,160	2,281,627,847
Investment Income	1,198,302,386	1,197,170,864
Less: Cost of Service & Supplies (B)	2,987,255,495	2,393,314,982
Interest Expenses	2,667,315,949	2,145,335,725
Rent, Taxes, Insurance	80,790,990	53,915,313
Legal Expenses	2,664,991	2,661,671
Postage, Stamp & Telecommunication	8,497,539	6,847,012
Stationery, Printing & Advertisement	19,458,962	13,853,053
Director's Fees	4,322,768	4,037,987
Auditors Fees	977,500	575,000
Repair & Maintenance	16,148,626	13,064,982
Other Expenses	187,078,170	153,024,238
Value added by the Banking Services (C = A-B)	1,272,313,773	1,337,529,658
Non- Banking Income (D)	-	-
Loan & Other Provisions (E)	215,442,707	65,189,187
Total Value Added (C + D + E)	1,056,871,066	1,272,340,470

Distribution of Added Value

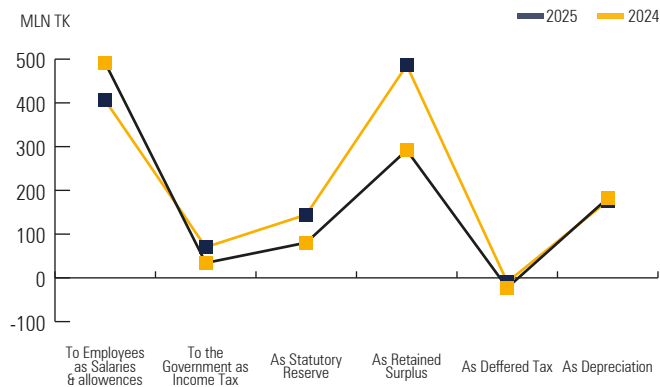
Amount in BDT

Particulars	2025	%	2024	%
To Employees as Salaries & allowances	491,105,098	46%	405,506,956	32%
To the Government as Income Tax	34,081,750	3%	70,097,308	6%
To the growth of the entity	531,684,218	50%	796,736,205	63%
As Statutory Reserve	80,461,719	8%	144,455,416	11%
As Retained Earnings	291,858,680	28%	485,827,375	38%
As Deffered Tax	(22,709,577)	-2%	(9,617,159)	-1%
As Depreciation	182,073,395	17%	176,070,575	14%
	1,056,871,066	100%	1,272,340,471	100%

Value Added Statement



Distribution of added Value



Economic Value Added Statement

For the ended 31 December 2025

Economic Value Added (EVA) is the measure of financial performance of an organization. It is based on the principle that since a company's management employs equity capital to earn a profit; it must pay for the use of this equity capital. This management tool is useful to shareholders in particular and other stakeholders in general to take decision for increasing wealth.

EVA is equal to Profit after Tax (PAT) plus the provision for loans & other assets less written off (if any) during the year minus cost of equity where cost of equity is the opportunity cost that the shareholders forego. This cost of equity is calculated considering the risk free rate based on weighted average rate of 03 years Treasury bond issued by Bangladesh Government plus 2% risk premium. BGCB management is committed to maximize wealth of its shareholders and other equity providers.

Amount in BDT

Particulars	2025	2024
Total Revenue from Banking Services	4,259,569,268	3,730,844,639
(Less) Total expenses related to revenue	3,660,433,988	2,974,892,513
Operating profit	599,135,280	755,952,126
Less Provision for Loans/Investments or Investment	114,092,835	17,288,866
Less Corporate Tax	34,081,750	70,097,308
Net operating profit after tax	450,960,694	668,565,952
Shareholders' Equity	5,638,031,904	5,280,310,766
Average Shareholders' Equity	5,459,171,335	4,761,878,107
Capital Charges	215,256,442	283,910,508
Economic Value Added	235,704,252	384,655,444

Economic Value Added Statement (EVA)





FINANCIAL **STATEMENTS**



Independent Auditor's Report

To the Shareholders of Bengal Commercial Bank PLC.

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Bengal Commercial Bank PLC. (the Bank), which comprise the balance sheet as at 31 December 2025, profit and loss account, statement of changes in equity and cash flow statement 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 Bank as at 31 December 2025, and of its financial performance and its cash flow statement for the year then ended in accordance with Rules and Regulation issued by Bangladesh Bank, International Financial Reporting Standards (IFRS's) and 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 Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of 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 interest 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 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.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the 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	
The process for estimating the provision for loans & advances/investments portfolio associated with credit risk is significant, judgmental and complex. While estimating such provision certain judgmental factors need to be considered including: • Future business performance of the borrower; • Key assumptions relating to further business performance of the borrower; • Market value of the collateral; • Ability to repossess collateral; and • Recovery rates etc. 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. 14 dated 23 September 2012 and its subsequent amendments. To minimize COVID-19 impact, Bangladesh Bank issued BRPD Circular Letter No. 56, dated-10 December 2020, related to BRPD Circular No. 17, dated-28 September 2020; BRPD circular No. 52, dated-29 December 2021, related to BRPD Circular No. 19, dated-26 August 2021, and BRPD Circular No. 51, dated-22 December 2022, related to BRPD Circular No. 14, dated-22 June 2022, BRPD Circular No. 16 date- August 03, 2022, BRPD Circular No. 16 date- July 18, 2022, BRPD Circular No. 03 date-February 02, 2023, BRPD Circular No. 06 (April 25, 2023, BRPD Circular No. 11 (June 20, 2023, BRPD Circular No. 15 (July 20, 2023, BRPD Circular No. 04 (February 08, 2024, BRPD Circular No. 08 (May 08, 2024, BRPD Circular No. 16 (May 2024), BRPD Circular No. 13 date- July 08, 2024, BRPD Circular No. 43 (December 2024, BRPD Circular No. 05 date- June 25, 2025, BRPD Circular No. 07 date- September 16, 2025, BRPD Circular No. 26 date- November 24, 2025, Circular No. 29 date- December 21, 2025, for providing deferral facility to aggrieved customers.	We tested the design and operating effectiveness of key controls focusing on the following: • Credit monitoring and provisioning process; • Identification of loss events, including early warning and default warning indicators; and • Review of quarterly Classification of loans and advances/investments; • Follow Bangladesh Bank's circular and guidelines. Our substantive procedures in relation to the provision for loans and advances/investments portfolio comprised the following: • Reviewed general and specific provisions kept by the bank; • Assessed the methodologies on which the provision amounts based, checked the calculations of the provisions and tested the completeness and accuracy of the underlying information. • Assessed the appropriateness and presentation of disclosures against relevant accounting standards and Bangladesh Bank guidelines. • We checked the no. of instalments outstanding and in compliance with the various circular & guidelines of Bangladesh Bank. • Tested the inputs in computation of provision in terms of testing the accuracy of underlying information; • Assessed the methodologies on which the provision amounts based (value of eligible securities, interest suspense), recalculated the provisions for loans and advances/ investments; and • Finally, compared the amount of provision requirement as determined by Bangladesh Bank to the actual amount of provision maintained.





Description of key audit matters	Our response to key audit matters
In Bangladesh, non-performing loans and advances/ investments have been increasing day by day. Banks need to maintain provisions for additional non-performing loans and advances/ investments in line with the central bank's guidelines. The Bank identifies impaired loans and advances/investment accounts and calculates required provisions manually. Furthermore, management has incentive to maintain lower provisions for loans and advances/ investments to misstate profit. Considering these factors, we have considered measurement of provision for loans and advances/investments and leases as significant risk as well as a key audit matter. Furthermore, these provisions are processed manually using the voluminous data extracted from the IT system of the Bank and following the instructions of Bangladesh Bank (the central bank of Bangladesh) issued from time to time. For individually assessed provisions, the measurement of the provision may be dependent on the valuation of collateral, estimates of exit values and the timing of cash flows and management intend to shows their loans and advances/investments regular including staff loans and advances/investments. Provision measurement is primarily dependent upon key assumptions relating to probability of default, ability to repossess collateral and recovery rates. At the year end the Bank reported total gross loans and advances/investments of Taka 1,829.97 Crore (2024: Taka 1,619.53 crore) and total provision for loans and advances/investments excluding off balance sheet item Taka 24.85 crore (2024: Taka 13.44 crore). We have focused on the following significant judgments and estimates which could give rise to material misstatement or management bias:	We assessed the appropriateness and presentation of disclosure against relevant accounting standards and Bangladesh Bank guidelines.





Description of key audit matters	Our response to key audit matters
Completeness and timing of recognition of loss events in accordance with criteria set out in BRPD circular no 14, dated 23 September 2012, BRPD circular no. 03 dated 21 April 2019, BRPD circular no. 17 dated 28 September 2020, BRPD circular no. 56 dated 10 December 2020 and BRPD Circular no. 51 dated 18 December 2022, BRPD Circulars no. 3 dated 31 January, 2021, BRPD Circulars no. 5 dated 24 March, 2021 and no. 51 dated 29 December 2021 and BRPD Circular letter No. 53 dated 30 December 2021 and BRPD Circular No. 14 dated 22 June 2022.	

See note no 7 and 13.1.1 to the financial statements	
Recognition of interest/profit income on loans and advances/investments	
Recognition of interest/profit income from loans and advances/investments has significant and wide influence on financial statements. Recognition and measurement of loans and advances/ investments income have involvement of complex IT environment. We identify recognition of loans and advances/ investment income from loans & advances/ Investments 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 loans and advances/ investment income/profit by management to meet specific targets or expectations. The bank has reported interest/profit income of Taka 285.07 which is 24.94% higher than the previous year (2024: Taka 228.16). EPS represent Taka 0.74 which has decreased 41.27% as compared to last year (EPS 2024: Taka 1.26). Accordingly, this has been considered as key audit matter.	We tested the design and operating effectiveness of key controls over recognition and measurement of loans & advances/investment income on loans and advances/investments focusing on the following: - We performed test of operating effectiveness on automated control in place to measure and recognise interest/profit income from loans and advances/investments. - We have also performed substantive procedure to check whether loans & advances/investment income is recognised completely and accurately. - Reviewing transfer of interest/profit to the income account in line with the Bangladesh Bank's guidelines. - We assessed the appropriateness and presentation of disclosure against relevant accounting standards and Bangladesh Bank guidelines. - Finally, we also conducted substantive analytical procedures to assess reasonableness of loans & advances/investment income recognized during the year with reference to the product wise outstanding loans & advances/investment balances.





Description of key audit matters	Our response to key audit matters
	We performed several analytical and substantive procedures to check whether the calculations relating to the loans & advances/investment income/ profit paid on deposits and borrowings etc. and the EPS are accurate or not.
See note no 19 to the financial statements	
Valuation of Treasury Bill and Treasury Bond	
The classification and measurement of T-Bill and T-Bond require judgment and complex estimates. 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. Impairment assessment of financial instruments measured at amortized cost also required mainly unobservable market data and assumptions.	We assessed the processes and controls put in place by the Bank to identify and confirm the existence of financial instruments. We obtained an understanding, evaluated the design and tested the operating effectiveness of the key controls over the financial instrument's valuation processes, 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. Finally, assessed the appropriateness and presentation of disclosures against relevant accounting standards and Bangladesh Bank guidelines.
See note no 6.1.1 to the financial statements	
Adequacy of income tax provision and measurement of deferred tax	
The adequacy of the income tax provision and the measurement of deferred tax assets is considered a key audit matter due to the significant judgment involved in determining both the current and deferred tax, as well as the potential impact on the financial position and performance of the company. These areas involve complex estimates, the application of tax laws, and the assessment of future taxable income, which require careful consideration and professional judgment.	We obtained an understanding, evaluated the design and tested the operational effectiveness of the Bank's key controls over the recognition and measurement of both current tax and deferred tax, including the assumptions used in estimating the Bank's taxable income. We carefully reviewed any ongoing tax litigation between the Bank and the income tax authority, as well as the tax positions for the years where income tax assessments are still pending. We also assessed the adequacy of the tax provision recorded by the Bank. Special attention was given to any reversals or adjustments made to the income tax provision from prior years.





Description of key audit matters	Our response to key audit matters
Both income tax provisions and deferred tax assets rely on significant estimates. There is a risk that these estimates may be incorrect or overly optimistic, particularly in the case of deferred tax assets, which can be recognized only if it is probable that the Bank will have future taxable profits against which the deferred tax assets can be utilized. The Management of the Bank tries to recognize minimum tax considering applicable rules and guidelines. Due to the inherent complexity and estimation uncertainty in both areas, and the materiality of the amounts involved, we have determined them as a key audit matter.	We also assessed the completeness and accuracy of the data used for the estimations of future taxable income to ensure that The Bank has sufficient taxable profit to recover the deferred tax assets in foreseeable future. We recalculated the current tax provision and deferred tax assets to ensure that the Bank has determined them in accordance with the applicable laws and regulations. We engaged our tax specialist team to assess the key assumptions, controls, and the recognition and measurement of both current and deferred tax. Finally, we assessed the appropriateness and presentation of the disclosures in accordance with IAS 12, Income Taxes, including the deduction of deferred tax assets from regulatory capital.
See note no 13.6, 13.7, 37, 38 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. Usually, Bank IT System and Control in Bangladesh has become increasingly complex due to heavy reliance on core banking platforms. In the context of Bangladesh, particularly under the regulatory oversight of Bangladesh Bank, several key challenges arise: • Difficulty in understanding system architecture and data flow. • Heavy reliance on automated processing reduces visible audit trail. • Risk of improper system configuration affecting financial reporting. • Increasing cyber threats, phishing, and hacking attempts. • Manual intervention in automated system.	We tested the design and operating effectiveness of the Bank's IT access controls over the information systems that are critical to financial reporting. We tested IT general controls (logical access, changes management and aspects of IT operational controls). This included testing that requests for access to systems were appropriately reviewed and authorized. We tested the Bank's periodic review of access rights and reviewed requests of changes to systems for appropriate approval and authorization. We considered the control environment relating to various interfaces, configuration and other application layer controls identified as key to our audit. We performed the tests of IT general controls to evaluate the application development and database, hosting platforms and segregation of incompatible duties relevant to application and database change management.





Significant Foreign Exchange Income	Our response to key audit matters
During the year under audit, the bank has recorded a significant net foreign exchange Income i.e., (note 22.01) Taka 7.74 crore, (2024: Taka 16.78 crore). In the case of the bank, this is largely due to external market forces, mostly the rise in the exchange rate of the USD has resulted in such exchange gains. Since, this exchange gains is a significant financial matter that has an impact on the bank's profitability and earnings per share (EPS), we considered the matter as key audit matter.	Our audit procedures in connection of this are as follows: - Assessed the adequacy of the bank's accounting policies and procedures for recognizing and measuring exchange gains and losses, to evaluate whether the bank's accounting policies and procedures comply with applicable accounting standards and industry best practices. - Conducted substantive procedure to assess whether the exchange gains are properly disclosed and explained. - Evaluated the materiality and sustainability of the exchange gain, particularly in relation to the bank's overall financial performance and earnings per share (EPS).
See note no 22.1 to the financial statements	
Impairment assessment of unquoted investment	
In the absence of a quoted price in an active market, the fair value of unquoted shares and bonds, especially any impairment, is calculated using valuation techniques which may take into consideration direct or indirect unobservable market data and hence require an elevated level of judgment.	We have assessed the process and controls put in place by the company to ensure all major investment decisions are undertaken through a proper due diligence process. We tested a sample of investment valuation as at 31 December 2025 and compared our results to the recorded value. Finally, we assessed the appropriateness and presentation of disclosures against relevant accounting standards and Bangladesh Bank guidelines.
See note no 6.2 to the financial statements	
Legal and regulatory matters	
We focused on legal and regulatory matters because the Bank operate in a legal and regulatory environment that is exposed to significant litigation and similar risks arising from disputes and regulatory proceedings. Such matters are subject to many uncertainties and the outcome may be difficult to predict. These uncertainties inherently affect the amount and timing of potential outflows with respect to the provisions and other contingent liabilities.	The Bank's key controls over the legal provision and contingencies process. We enquired to those charged with governance to obtain their view on the status of all significant litigation and regulatory matters. We enquired of the Bank's internal legal counsel for all significant litigation and regulatory matters and inspected internal notes and reports. We also received formal confirmations from external counsel. We assessed the methodologies on which the provision amounts are based, recalculated the provision, and tested the completeness and accuracy of the underlying information.





Description of key audit matters	Our response to key audit matters
	We also assessed the Bank's provisions and contingent liabilities disclosure. Our results, based on the procedure performed, we have considered the bank's legal affairs and communicated with the legal advisors and panel lawyers to assess the bank's legal & regulatory positions.
Fixed assets including premisses, furniture and fixtures	
The carrying value of the fixed assets including premises, furniture and fixtures amounted to Taka 21.02 crore as at 31 December 2025. The valuation of fixed assets including premises, furniture and fixtures was identified as a key audit matter due to the significance of this balance to the financial statements. Expenditures are capitalized if they create new or enhance the existing assets, and expensed if they relate to repair or maintenance of the assets. Classification of the expenditures involves judgment. The useful lives of fixed assets including premises, furniture and fixtures items are based on management's estimates regarding the period during which the asset or its significant components will be used. The estimates are based on historical experience and market practice and take into consideration the physical condition of the assets. In Bangladesh often encounter persistent and technically significant challenges when reviewing the Fixed Assets Register (FAR) regarding missing asset descriptions, identification numbers, or locations.	Our audit included the following procedures: - We assessed whether the accounting policies in relation to the capitalization of expenditures are in compliance with IFRS and found them to be consistent. - We obtained a listing of capital expenditures incurred during the year and, on a sample basis, checked whether the items were procured based on internal purchase order that had been properly approved by the responsible individuals. - We inspected a sample of invoices and documents to determine whether the classification between capital and operating expenditure was appropriate. - We evaluated whether the useful lives determined and applied by the management were in line with historical experience and the market practice.
See Annexure –C to the financial statements.	

Other information

Management is responsible for the other information. The other information comprises all of the information in the Annual Report other than the 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 financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

Management is responsible for the preparation of 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 financial statements that are free from material misstatement, whether due to fraud or error. The Banking Company Act, 1991 and the Bangladesh Bank Regulations require the Management to ensure effective internal audit, internal control and risk management functions of the Bank. The Management is also required to make a self-assessment on the effectiveness of anti-fraud internal controls and report to Bangladesh Bank on instances of fraud and forgeries.

In preparing the financial statements, management is responsible for assessing 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 Bank or to cease operations, or has no realistic alternative but to do so.

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

Auditors' 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 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 Bank'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 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 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 Bank 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.
- Plan and perform the Bank audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Bank as a basis for forming an opinion on the Bank financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the Bank 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 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 Banking Company Act 1991, and the rules and regulations issued by Bangladesh Bank, we also report that, except for the matters described in the Emphasis of Matter paragraphs;

- 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 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 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 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 and considering Bangladesh Bank vide letter no. BSD-7/49/2/1/2026-331, date-29 April 2026;
- 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 Financial Statements section in forming the above opinion on the 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 Financial Statements and Internal Controls:

- a) internal audit, internal control and risk management arrangements of the Bank as disclosed in the financial statements appeared to be materially adequate;
- b) nothing has come to our attention regarding material instances of forgery or irregularity or administrative error and exception or anything detrimental committed by employees of the Bank;
- ix. the information and explanations required by us have been received and found satisfactory;
- x. we have reviewed over 80% of the risk weighted assets of the Bank and spent over 5,000 person hours;
- xi. 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;
- xii. 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;

For and on behalf of

Kazi Zahir Khan & Co.
Chartered Accountants
FRC Registration # CAF-001-116

Md. Eshaque Ali Khondakar FCA
Partner
Enrolment No.1639

Place of Issue: Dhaka
Date of Issue: April 30, 2026



Bengal Commercial Bank PLC.
Balance Sheet
As at 31 December 2025

Particulars	Notes	31.12.2025 TAKA	31.12.2024 TAKA
Properties & Assets			
Cash	3		
Cash in hand (Including foreign currencies)		541,097,124	494,609,006
Balance with Bangladesh Bank and it's agent Bank(s) (including foreign Currency)		1,268,775,427	825,964,111
		1,809,872,551	1,320,573,117
Balance with other banks & financial institutions	4		
In Bangladesh		2,444,510,744	4,546,014,906
Outside Bangladesh		208,596,443	65,345,533
		2,653,107,188	4,611,360,439
Money at Call on Short Notice	5	-	300,000,000
Investments	6		
Government		5,182,786,921	3,308,027,389
Others		1,221,120,728	838,697,272
		6,403,907,649	4,146,724,661
Loans and Advances / Investments	7		
Loans, Cash Credits, Overdrafts etc/ Investments		18,019,871,249	15,935,488,300
Bills purchased and discounted		279,872,488	259,830,182
		18,299,743,737	16,195,318,482
Fixed Assets Including Premises, Furniture & Fixture	8	353,691,076	509,596,790
Other Assets	9	1,145,467,773	607,067,908
Non-Banking Assets	10	-	-
Total Assets		30,665,789,974	27,690,641,396
Liabilities & Capital			
Liabilities:			
Borrowings from Other Banks, Financial Institutions and Agents	11	438,540,216	673,581,076
Deposits and Other Accounts	12		
Current / Al-Wadiah current accounts & other accounts		3,772,328,401	3,200,512,463
Bills Payable		207,759,232	57,711,213
Savings Bank / Mudaraba Savings Deposits		2,006,941,166	2,654,081,767
Fixed Deposits / Mudaraba Term Deposits		17,249,969,728	14,673,430,229
Bearer Certificates of Deposits		-	-
Other Deposits	12.1.4	383,102,920	397,676,106
		23,620,101,446	20,983,411,778
Other Liabilities	13	969,116,407	753,337,776
Total Liabilities		25,027,758,069	22,410,330,630
Capital / Shareholders' Equity			
Paid up Capital	14	5,000,000,000	4,905,300,000
Share Premium		-	-
Statutory Reserve	15	244,978,359	168,239,844
General Reserve		-	-
Other Reserve	16	50,934,828	9,351,885
Retained Earnings	17	342,118,717	197,419,037
Total Shareholders' Equity		5,638,031,904	5,280,310,766
Non-Controlling Interest		-	-
Total Liabilities and Shareholder's Equity		30,665,789,974	27,690,641,396

Bengal Commercial Bank PLC. Balance Sheet

As at 31 December 2025

Particulars	Notes	31.12.2025 TAKA	31.12.2024 TAKA
Off Balance Sheet Items			
Contingent Liabilities :	18		
Acceptances & Endorsements		736,886,431	650,642,900
Letters of Guarantee		1,658,681,119	695,583,962
Irrevocable Letters of Credit		2,436,313,715	1,595,002,468
Bills for Collection		899,482,204	743,977,342
Other Contingent Liabilities		-	-
Total Contingent Liabilities		5,731,363,467	3,685,206,672
Other Commitments:			
Documentary credit 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		-	-
Total Off-Balance sheet Items Including Contingent Liabilities		5,731,363,467	3,685,206,672

The annexed notes 01 to 49 form an integral part of these financial statements.



Managing Director



Director



Director



Chairman

Place: Dhaka
Dated: 30 April 2026
DVC: 2604301639AS313422

Kazi Zahir Khan & Co.
Chartered Accountants
FRC Registration #CAF-001-116



Md. Eshaque Ali Khondaker FCA
Partner
Enrolment No : 1639

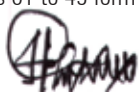
Bengal Commercial Bank PLC.
Profit and Loss Account
For the Period ended 31 December 2025

Particulars	Notes	2025 TAKA	2024 TAKA
Operating Income			
Interest Income / Profit on Investments	19.0	2,850,660,160	2,281,627,847
Interest / Profit paid on deposits and borrowings etc	20.0	(2,667,315,949)	(2,145,335,725)
Net Interest /Profit Income		183,344,211	136,292,122
Investment income	21.0	1,198,302,386	1,197,170,864
Commission, exchange and brokerage	22.0	141,696,459	208,893,201
Other Operating Income	23.0	68,910,262	43,152,726
		1,408,909,108	1,449,216,793
Total Operating Income (A)		1,592,253,319	1,585,508,915
Operating Expenses			
Salary and allowances	25.0	480,705,098	395,606,956
Rent, taxes, insurance, electricity etc.	26.0	80,790,990	53,915,313
Legal expenses	27.0	2,664,991	2,661,671
Postage, stamps, telecommunications etc.	28.0	8,497,539	6,847,012
Stationery, printing, advertisements etc.	29.0	19,458,962	13,853,053
MD's salary and allowances	30.0	10,400,000	9,900,000
Directors fees	31.0	4,322,768	4,037,987
Auditors' fees	32.0	977,500	575,000
Depreciation and repair of banks assets	33.0	198,222,022	189,135,557
Other expenses	34.0	187,078,170	153,024,238
Total Operating Expenses (B)		993,118,039	829,556,788
Profit/(Loss) before provision (C) = (A-B)		599,135,280	755,952,127
Provision for Loans & Advances / Investments	35.1	114,092,835	17,288,866
Provision on Off-Balance Sheet Exposures	35.2	18,985,000	(10,968,000)
Provision for diminution in value of investments	35.3	82,153,835	58,847,759
Other provisions	36.0	211,036	20,563
Total Provisions (D)		215,442,707	65,189,187
Total Profit/(Loss) before Taxes (C-D)		383,692,573	690,762,940
Provision for Taxation			
Current Tax	37.0	34,081,750	70,097,308
Deferred Tax	38.0	(22,709,577)	(9,617,159)
		11,372,174	60,480,149
Net Profit/(Loss) after Taxation		372,320,399	630,282,790
Appropriations			
Statutory Reserve	15.0	76,738,515	138,152,588
Start Up Fund	13.3	3,723,204	6,302,828
Retained Surplus	17.0	291,858,680	485,827,375
		372,320,399	630,282,790
Earning Per Share (EPS) (Restated)	39.0	0.74	1.26

The annexed notes 01 to 49 form an integral part of these financial statements.



Managing Director



Director



Director

Signed as per our report of same date



Chairman

Kazi Zahir Khan & Co.
Chartered Accountants
FRC Registration #CAF-001-116


Md. Eshaque Ali Khondaker FCA
Partner
Enrolment No : 1639

Place: Dhaka
Dated: 30 April 2026
DVC: 2604301639AS313422

Bengal Commercial Bank PLC.

Cash Flow Statement

For the Period ended 31 December 2025

Particulars	Notes	2025 TAKA	2024 TAKA
A. Cash flows from Operating Activities			
Interest / Profit Receipts in cash		4,019,338,139	3,402,184,404
Interest / Profit Payments		(2,720,299,610)	(1,948,751,031)
Dividend Receipts		12,947,474	9,793,429
Fees & Commission Receipts in cash		64,335,373	41,091,124
Recoveries of loans Previously written off		-	-
Cash Payments to employees		(491,105,098)	(405,506,956)
Cash Payments to suppliers		(27,956,501)	(20,700,065)
Income taxes paid		(417,203,627)	(97,485,259)
Receipt from other operating activities	42	68,910,262	43,152,726
Payment for other operating activities	43	(291,983,045)	(227,279,192)
i. Operating profit before changes in operating assets and liabilities.		216,983,368	796,499,181
Increase/Decrease in operating assets and liabilities:			
(Purchase)/Sale of government securities		(1,874,666,932)	(1,281,306,196)
(Purchase)/Sales of trading Securities		(382,423,456)	(33,235,963)
Loans and advances / Investments to Customers		(2,104,425,254)	(1,938,909,390)
Other assets	44	(14,334,049)	(43,347,665)
Deposit from banks		1,704,000,397	200,000,000
Deposit from customers/Others		994,188,681	4,142,907,651
Other Liabilities	45	(98,257,588)	(78,260,042)
Cash flows from operating Assets and Liabilities		(1,775,918,201)	967,848,395
Net Cash from operating activities (A) = (i+ii)		(1,558,934,833)	1,764,347,576
B. Cash Flows from Investing Activities			
Proceeds from Sale of Securities		222,910	5,973,797
Purchase/Sale of property, plant & equipment		(26,167,681)	(73,454,785)
Net Cash from investing activities (B)		(25,944,771)	(67,480,987)
C. Cash Flows from Financing Activities			
Borrowing from Other Banks & Financial Institutions		(250,466,641)	(633,957,357)
Surplus/deficit on account of revaluation of investments		41,582,943	7,585,355
Sub-Ordinated Bond		-	-
Dividends Paid		(147,159,000)	-
Cash received from Issuance of ordinary shares		94,700,000	405,300,000
Net cash from financing activities (C)		(261,342,698)	(221,072,002)
D. Net Increase/(Decrease) in cash (A+B+C)		(1,846,222,302)	1,475,794,587
E. Effect of Exchange Rate Changes on Cash		77,361,086	167,802,077
F Cash and Cash equivalents at beginning of the year		6,232,040,455	4,588,443,791
G Cash and cash equivalents at the end of the year		4,463,179,238	6,232,040,455
Cash in hand (including foreign currencies)	3	541,097,124	494,609,006
Prize Bonds		199,500	106,900
Balance with Bangladesh bank and its agent bank		1,268,775,427	825,964,111
Balance with other banks & financial institution	4	2,653,107,188	4,611,360,439
Money at call on short notice		-	300,000,000
		4,463,179,238	6,232,040,455

The annexed notes 01 to 49 form an integral part of these financial statements.

Managing Director

Director

Director

Chairman

Dated: 30 April 2026

Bengal Commercial Bank PLC.

Statement of Changes in Equity

As at 31 December 2025

Amount in BDT

Particulars	Paid-up capital	Statutory reserve	Dividend equalisation reserve	Revaluation reserve	General reserve	Foreign currency translation difference	Retained earnings	Total
Balance as at 31 December 2025	4,905,300,000	168,239,844	-	9,351,885	-	-	197,419,037	5,280,310,766
Changes in Accounting Policy	-	-	-	-	-	-	-	-
Statutory Reserve	-	76,738,515	-	-	-	-	-	76,738,515
Surplus/Deficit on account of revaluation	-	-	-	-	-	-	-	-
Surplus/deficit on account of revaluation of investments	-	-	-	41,582,943	-	-	-	41,582,943
Issuance of shares capital	94,700,000	-	-	-	-	-	-	94,700,000
Dividend Paid in Cash	-	-	-	-	-	-	(147,159,000)	(147,159,000)
Net Profit Transferred to Retained Earnings	-	-	-	-	-	-	291,858,680	291,858,680
Balance as at 31 December 2025	5,000,000,000	244,978,359	-	50,934,828	-	-	342,118,717	5,638,031,904
Balance as at 31 December 2024	4,905,300,000	168,239,844	-	9,351,885	-	-	197,419,037	5,280,310,766



Managing Director



Director



Director



Chairman

Dated: 30 April 2026

Bengal Commercial Bank PLC.
Liquidity Statement
(Asset and Liability Maturity Analysis)

As at 31 December 2025

Amount in BDT

Particulars		Not more than 1 month term	1-3 months term	3-12 months term	1-5 years term	Above 5-years term	Total
Assets							
Cash in hand (including balance with Bangladesh Bank and its agent Bank)		1,809,872,550	-	-	-	-	1,809,872,550
Balances with other banks and financial institutions		2,453,107,187	200,000,000	-	-	-	2,653,107,187
Money at call and short notice		-	-	-	-	-	-
Investment		461,320,228	-	150,000,000	3,251,839,544	2,540,747,877	6,403,907,649
Loans and Advances/ Investments		1,689,588,748	2,893,211,103	8,626,234,100	3,126,933,048	1,963,776,737	18,299,743,737
Fixed assets including land, building, furniture and fixtures		5,059,525	10,119,050	45,535,727	245,996,863	46,979,910	353,691,076
Other assets		130,437,244	64,360,338	231,819,009	718,851,184	-	1,145,467,774
Non-banking assets		-	-	-	-	-	-
Total Assets		6,549,385,483	3,167,690,491	9,053,588,836	7,343,620,639	4,551,504,524	30,665,789,973
Liabilities							
Borrowing from other banks, financial institutions and agents		-	-	438,540,216	-	-	438,540,216
Deposits and other accounts		5,408,162,885	399,789,498	10,130,148,551	6,734,382,565	947,617,947	23,620,101,446
Provisions & other liabilities		3,591,219	8,890,486	3,591,219	360,072,943	592,970,540	969,116,407
Deferred Tax Liability		-	-	-	-	-	-
Total Liabilities		5,411,754,103	408,679,983	10,572,279,986	7,094,455,508	1,540,588,488	25,027,758,068
Net Liquidity Gap		1,137,631,379	2,759,010,508	(1,518,691,150)	249,165,131	3,010,916,037	5,638,031,905
Cumulative Net Liquidity Gap		1,137,631,379	3,896,641,887	2,377,950,737	2,627,115,868	5,638,031,905	-

Net result of the liquidity statement represents the 'shareholders' equity' of the bank.


 Managing Director


 Director


 Director


 Chairman

Dated: 30 April 2026

Bengal Commercial Bank PLC.

Notes to the Financial Statements

As at and for the year Ended 31 December 2025

1. Legal Status of the Bank and its Principal Activities

1.1 Legal form of the Bank

Bengal Commercial Bank PLC. ("the Bank" or "BGCB") was incorporated in Bangladesh as a Public Limited Company on 03 February 2020 under the Companies Act, 1994 (As amended up to date) with Authorized Capital of Tk.15,000 million and paid up capital of Tk. 4,250 million which is increased to Tk. 5,000 million as on 31st December 2025. The Bank got Bangladesh Bank License vide Bangladesh Bank Letter ref no: BRPD (P-3)/745(60)/2013-1189 dated 23 February 2020 as per the Banking Companies Act, 1991 Section 31 and obtained licenced for establishing Head Office on 13 July 2020, also got licence for Commercial Operation on 18 February 2021. Eventually, the Bank started its commercial operation from 11 March 2021.

The Bank got its PLC registration from the office of the Registrar of Joint Stock Companies & Firms (RJSC) vide RJSC registration no. C-159135 on 10 October 2023. The registered address of the bank is at 94 Gulshan Avenue, Dhaka-1212, Bangladesh.

As on 31st December 2025, the bank has 22-(twenty two) branches (2024: 20 branches) and 11-(eleven) Sub-branches (2024: 10 sub-branches), 8 ATMs (2024: 7 ATMs). Out of the above, 3 branches and 1 sub branch of the Bank are run under Islamic Shariah, with a working method substantially different from conventional branches.

1.2 Nature of Business

The principle activities of the Bengal Commercial Bank PLC. (BGCB) are to provide all types of commercial banking services to customers through branches, ATMs, Sub branches, islami banking services through its Islamic Banking branches and Corporate, Retail and SME units in Bangladesh. The Bank is also entitled to provide money market operations, financial intermediary services and any related financial services. Provisions of the Bank Companies Act 1991 (as amended up to date), Bangladesh Bank Directives and directives of other regulatory authorities are followed for carrying out all types of activities.

1.3 Islamic Banking Unit

The bank obtained permission from Bangladesh Bank (The Central Bank of Bangladesh) to commence the operation of Dilkusha Branch as a Islamic Banking Branch vide Bangladesh Bank letter ref no: BRPD(LS-2)/745(73)/2021-994, dated: 28 October 2021, and subsequently the implemented Islamic banking operation from 01 January 2022. As on reporting date, 31 December 2025, the Bank is operating with 3 full-fledged islamic banking branches & 1 islami banking sub branch. (1 Branch in Dilkusha C/A (Dhaka), (1 Branch in Agrabad, Chottogram) and another in (Kashinathpur, Pabna). The sub-branch is located in Khatunganj, Chottogram. The Islamic Banking Operation is governed under the rules and regulations of Bangladesh Bank.

1.4 Sub-branches

As per BRPD Circular No. 28, dated 27 December 2018, the Central Bank allowed all schedule banks for expanding its banking business in Bangladesh and providing banking services to the disadvantaged/rural people by providing extended financial services through opening of sub-branches. The sub-branches are meant to operate within the limited expenditure under the supervision of a nearby full-fledged branch of the bank. Sub-branches are functioning as a new dimension to the banking sector of Bangladesh at minimum cost with the same services/transactions just like any operational branch except foreign exchange transactions. In addition, transactions of the sub-branches are reflected on the balance sheet of the attached/mother branches. A Bank has to take permission from Bangladesh Bank for opening each sub-branch. Bengal Commercial Bank PLC. has already opened 11 sub-branches as on 31 December 2025 and will expand its network in days to come.

2. Basis of Preparation and Significant Accounting Policies

2.1 Statement of Compliance

The Financial Reporting Act 2015 (FRA) was enacted in 2015. Under the FRA, the Financial Reporting Council (FRC) was formed in 2017 and has adopted International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs) as the applicable Financial Reporting Standards for public interest entities such as banks with effect from 2 November 2020. The financial statements of the bank have been prepared in accordance with the IFRS adopted by FRC and in addition to this, the bank also complied with the requirements of the following laws and regulations from various government bodies:

- i) The Bank Company Act, 1991, and amendment thereon;
- ii) The Companies Act, 1994;
- iii) Circulars, Rules and Regulations issued by Bangladesh Bank (BB) time to time;
- iv) The Income Tax Act 2023, and amendments thereon;
- v) The Value Added Tax and Supplementary Duty Act, 2012, The Value Added Tax Rules, 2016 and amendments thereon;
- vi) Financial Reporting Act, 2015.

The Central Bank of Bangladesh ('Bangladesh Bank'), as primary regulator of the banking industry, has issued a number of circulars/directives which are not consistent with the requirements specified in IASs/IFRSs. In case any requirement of the Bank Company Act, 1991, and provisions and circulars issued by Bangladesh Bank (BB) differ with those of IFRSs, the requirements of the Bank Company Act, 1991, and provisions and circulars issued by BB shall prevail. Bank has departed from certain contradictory requirements of IFRSs in order to comply with the rules and regulations of Bangladesh Bank which are disclosed below:

i) Presentation of Financial Statements

IFRSs: As per IAS-1 "Presentation of Financial Statements", financial statements shall comprise balance sheet, profit or loss statement, statement of changes in equity, cash flow statement, adequate notes comprising summary of accounting policies and other explanatory information. As per IAS-1, the entity shall also present current and non-current assets and liabilities as separate classifications in its statement of financial position.

Bangladesh Bank: The presentation of the financial statements in prescribed format (i.e. balance sheet, profit or loss statement, statement of changes in equity, cash flow statement, liquidity statement) and certain disclosures therein are guided by the 'First Schedule' (section 38) of The Banking Companies Act 1991 (amendment up to date) and BRPD circular no. 14 dated 25 June 2003 and subsequent guidelines of BB. In the prescribed format of Bangladesh Bank there is no option of other comprehensive income and accordingly the elements of other comprehensive income and the tax thereon (if any) is recognised directly in the statement of changes in equity. The assets and liabilities are presented in accordance with the prescribed format of Bangladesh Bank and accordingly not classified as current and non-current classifications.

ii) Investment in Shares and Securities

IFRSs: As per requirements of IFRS 9 "Financial Instruments", investment in shares and securities are classified measured of investment in shares and securities will depend on how these are managed (the entity's business model) and their contractual cash flow characteristics. It will be either at fair value through profit or loss or at fair value through other comprehensive income and measured initially at its fair value plus transaction costs that are directly attributable to the acquisition of the financial assets.

Bangladesh Bank: As per BRPD circular no. 14 dated 25 June 2003 investments in quoted shares and unquoted shares are revalued at the year end at market price and as per book value of last audited balance sheet respectively. Provision should be made for any loss arising from diminution in value of investment considering netting of gain/loss; otherwise investments are recognised at cost.

iii) Revaluation gains/losses on Government securities

IFRSs: As per requirement of IFRS 9 "Financial Instruments: where securities will fall under the category of fair value through profit or loss account and any change in fair value of the asset is recognised through profit or loss account. Held for Trading (HFT), any change in the fair value of held for trading assets is recognised through 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. At the same time, changes in the fair value of shares and securities measured at fair value through other comprehensive income is recognised in the other comprehensive income and are never reclassified to profit or loss.

Bangladesh Bank: According to DOS circular no. 5 dated 26 May 2008 and subsequent clarification in DOS circular no. 5 dated 28 January 2009, amortisation gain/loss is charged to profit and loss account, market-to-market loss on revaluation of government securities (T-bills/T-bonds) categorised as Held for Trading (HFT) is charged to profit and loss account, but any gain on revaluation of securities which have not matured as at the balance sheet date or unrealised trading gain on such revaluation is recognised to revaluation reserve account. Securities designated as Held to Maturity (HTM) are measured at amortised cost method but income/gain is recognised through equity.

iv) Provisions on Loans and Advances/Investments:

IFRSs: As per IFRS 9 an entity shall recognise an impairment allowance on investments (loan) based on expected credit losses. At each reporting date, an entity shall measure the impairment allowance for investment (loan) at an amount equal to the lifetime expected credit losses if the credit risk on these investments has increased significantly since initial recognition whether assessed on an individual or collective basis considering all reasonable information, including that which is forward-looking. For those investments (loans) 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 that may result from default events on investments that are possible within 12 months after reporting date.

Bangladesh Bank: As per BRPD circular No.14 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. 15 dated 27 September 2017, BRPD Circular No. 01 dated 20 February 2018, BRPD Circular No. 03 dated 21 April 2019 a general provision at 0.25% to 2% under different categories of unclassified loans (Standard/ SMA loans) has to be maintained regardless of objective evidence of impairment. Also provision for sub-standard loans, doubtful loans and bad losses has to be provided at 20%, 50% and 100% respectively (except CMSME's Cottage, Micro & Small loans where 5% for sub-standard, 20% for doubtful investments and 100% for bad & loss investments. Also short-term agricultural and micro-credits where 5% for sub-standard and doubtful investments and 100% for bad & loss investments) for loans and advances depending on the duration of overdue. Again as per BRPD circular no. 14 dated 23 September 2012, a general provision at 1% is required to be provided for all off-balance sheet exposures (except LC issued against Fast Track Electricity Project & Bills for Collection according to BRPD circular letter no. 01 dated 03 January 2018. BRPD circular no. 07 dated 21 June 2018 respectively). Such provision policies are not specifically in line with those prescribed by IFRS 9 "Financial Instruments".

As per the Bangladesh Bank's BRPD Circular No. 15 dated 27 November 2024 and BRPD Circular No. 03 dated 23 January 2025—banks are set to transition from the traditional rule-based loan classification and provisioning system to an Expected Credit Loss (ECL) methodology compliant with International Financial Reporting Standard (IFRS) 9 by 2027. The ECL model enhances credit risk management by incorporating historical data, current conditions, and forward-looking information to estimate potential credit losses. This shift aims to bolster the banking sector's risk management capabilities and improve the transparency of financial reporting. The implementation process commences on 1 April 2025, following a structured roadmap outlined by Bangladesh Bank.

v) Other comprehensive income

IFRSs: 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 are strictly 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 be included in a single Other Comprehensive Income (OCI) Statement. As such the Bank 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

IFRSs: Some disclosure and presentation requirements of IFRS 7 Financial Instruments: Disclosures and IAS 32 Financial Instruments: Presentation cannot be made in the financial statements.

Bangladesh Bank: In several cases Bangladesh Bank guidelines categorise, recognise, measure and present financial instruments differently from those prescribed in IFRS 9.

vii) Non Banking Assets

IFRSs: There is no particular/specific guideline about non-banking assets in IFRS.

Bangladesh Bank: As per BRPD 14 dated 25 June 2003, BRPD 15 dated 09 November 2009, BRPD circular no. 22, dated 20 September 2021, there is a separate balance sheet item titled as nonbanking asset that exists in the standard format.

viii) Repo and reverse repo transactions

IFRSs: When an entity sells a financial asset and simultaneously enters into an agreement to repurchase the same (or a similar asset) at a fixed price on a future date (REPO or stock lending), the arrangement is accounted for as a collateralised borrowing and the underlying asset continues to be recognised in the entity's financial statements. This transaction will be treated as borrowing and 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. 03, dated 30 January 2012 and 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 transaction, and the financial assets are de-recognised in the seller's book and recognised 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) programme, whereby such banks may enter collateralised repo arrangements with Bangladesh Bank. Here, the selling bank accounts for the arrangement as a loan, thereby continuing to recognise the asset.

ix) Financial Guarantees

IFRSs: As per IFRS 9, financial guarantees are contracts that require an entity to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due in accordance with the terms of the instrument. Financial guarantee liabilities are recognised initially at their fair value and is amortised over the life of the instrument. Any such liability is subsequently carried at the higher of this amortised amount and the present value of any expected payment when a payment under the guarantee has become probable. As per the principles of IFRS 15 the financial guarantees are prescribed to be included within other liabilities.

Bangladesh Bank: As per BRPD circular no. 14 dated 25 June 2003, financial guarantees such as Letter of Credit and Letter of Guarantee should be treated as off-balance sheet items. No liability is recognized for the guarantee except the cash margin and 1% general provision for all contingent liabilities.

x) Cash and Cash Equivalents:

IFRSs: Cash and cash equivalent items should be reported as cash item as per IAS 7: Statement of Cash Flows.

Bangladesh Bank: Some cash and cash equivalent items, such as money at call and on short notice, treasury bills, Bangladesh Bank bills and prize bonds are not shown as cash and cash equivalents. Money at call and on short notice is shown separately in the balance sheet. Treasury bills, Bangladesh Bank bills and prize bonds are shown under investment 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 beside cash-in-hand, balance with Bangladesh Bank and other banks.

xi) Cash flow statement

IFRSs: Cash flow statement can be prepared either in direct method or indirect method. The presentation method is selected to present cash flow information in a manner that is most suitable for the business or industry. Whichever method selected should be applied consistently.

Bangladesh Bank: As per BRPD circular no. 14 dated 25 June 2003, the cash flow statement is a mix of both the direct and indirect methods.

xii) Balance with Bangladesh Bank (cash reserve requirement)

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

Bangladesh Bank: Balance with Bangladesh Bank should be treated as cash and cash equivalents.

xiii) Off-Balance Sheet Items

IFRSs: As per IFRS, there is no requirement for disclosure of off balance sheet items on the face of the balance sheet.

Bangladesh Bank: As per BRPD circular no.14 dated 25 June 2003, off-balance sheet items e.g. Letter of Credit, Letter of Guarantee, acceptance should be disclosed separately on the face of the balance sheet.

xiv) Presentation of loans and advances/ investments net of provision

IFRSs: Loans and advances shall be presented at amortised cost net of any write down for impairment (expected credit losses that result from all possible default events over the life of the financial instrument).

Bangladesh Bank: As per BRPD circular no. 14, dated 25 June 2003, provision on loans and advances/investments are presented separately as liability and cannot be netted-off against loans and advances.

xv) Recognition of interest in suspense

IFRSs: Loans and advances to customers are generally classified as “loans and receivables” as per IFRS 9 and interest income is recognised through effective interest rate method over the term of the loan. Once a loan is impaired, interest income is recognised in profit and loss account on the same basis based on revised carrying amount.

Bangladesh Bank: As per BRPD Circular No. 14 dated 23 September 2012, once a loan is classified, interest on such loans are not allowed to be recognised as income, rather the corresponding amount needs to be credited to an interest in suspense account, which is presented as liability in balance sheet.

xvi) Disclosure of appropriation of Profit

IFRSs: 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 on the face of Profit and Loss Account.

xvii) Presentation of Intangible Asset

IFRSs: An intangible asset shall only be recognized if it is probable that future economic benefits that are attributable to the asset will flow to the Company and the cost of the asset can be measured reliably in accordance with IAS 38: Intangible Assets. Accordingly, these assets are stated in the Balance Sheet at cost less accumulated amortization.

Subsequent expenditure on intangible asset is capitalized only when it increases the future economic benefits embodied in the specific assets to which it relates. All other expenditure is expensed as incurred.

Bangladesh Bank: Intangible assets are shown in fixed assets, including premises and furniture and fixtures, as there is no specific regulation for intangible assets in BRPD circular no. 14, dated 25 June 2003.

xviii) Uniform Accounting Policy

In several cases Bangladesh Bank and Bangladesh Securities and Exchange Commission guidelines categorize, recognize, measure and present financial instruments differently from those prescribed in IFRS 10. As such some disclosure, presentation Notes to the financial statements and measurement requirements of IFRS 10 cannot be made in financial statements.

2.2 Basis of Measurement

This financial statements have been prepared based on International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs). The accounting policies, unless otherwise stated, have been consistently applied by the Company and are consistent with those of the previous year.

Financial Statements have been prepared on the historical cost basis except for the following:

- Government Treasury Bills and Bonds designated as 'Held for Trading' at present value using market to market with gains, if any credited to revaluation reserve.
- Government Treasury Bills and Bonds designated as 'Held for Maturity (HTM)' at present value using amortisation concept.'

2.3 Going concern basis of accounting

These financial statements have been prepared on the basis of assessment of the Bank's ability to continue as a going concern. The Bank has neither any intention nor any legal or regulatory compulsion to liquidate or curtail materially the scale of any of its operations. Key financial parameters (including liquidity, profitability, asset quality, provision sufficiency and capital adequacy) of the bank continued to demonstrate a healthy trend for a couple of years. Besides, the management is not aware of any material uncertainties that may cast significant doubt upon the Bank's ability to continue as a going concern.

2.4 Use of Estimates and Judgements

The preparation of the financial statements of the Bank in conformity with IFRSs requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amount of assets, liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the result of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. It also requires disclosures of contingent assets and liabilities at the date of the financial statements. Provisions and accrued expenses are recognized in the financial statement in line with the IAS 37 "Provisions, Contingent Liabilities and Contingent Assets".

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future period affected. Significant areas where management requiring the use of estimate and judgment:

Key estimates include the following:

- Deferred tax assets/liabilities
- Useful lives of depreciable assets
- Provision on loans and Advances
- Gratuity Fund
- Right of use of assets (RoU) as per IFRS 16
- Lease liabilities
- Provision for taxation
- Fair value determination of unquoted investments/shares

2.5 Foreign Currency Transaction

The financial statements of the Bank are presented in Bangladesh Taka (BDT) which is the functional currency of the Bank. All financial information presented in BDT has been rounded off to the nearest integer except when otherwise indicated.

Foreign Currency Translation

According to IAS 21 "The Effects of Changes in Foreign Exchange Rates", transactions in foreign currencies are recorded in the functional currency at the rate of exchange prevailing on the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated into the functional currency at the spot exchange rate at that date. Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are retranslated into the functional currency at the spot exchange rate at the date that the fair value was determined. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

Foreign currency differences arising on translation are recognised in the profit & loss statement. Foreign Currency Translation have been converted into equivalent Taka at the ruling exchange rates on the respective date of each transactions as per IAS 21 "The Effects of Changes in Foreign Exchange Rates".

In preparing solo financial statements, assets and liabilities in foreign currencies as at December 31, 2025 have been converted into Taka currency at the revaluation rate determined by the Bank and profit and loss accounts have been converted into monthly average rate.

Differences arising through buying and selling transactions of foreign currencies on different dates of the year have been adjusted by debiting /crediting exchange gain or loss account.

2.6 Cash Flow Statement

IFRS: Cash flow statement has been prepared in accordance with IAS 7 'Statement of Cash Flow' using either the direct method or the indirect method. The presentation is selected to present these cash flows in a manner that is most appropriate for the business or industry. The method selected is applied consistently.

Bangladesh Bank: As per Bangladesh Bank's BRPD circular no. 14 dated 25 June 2003. The cash flow statement is to be prepared following a mixture of direct and indirect methods. The statement shows the structure of changes in cash and cash equivalents during the financial year. Cash flow during the period have been classified as operating activities, investing activities and financing activities.

2.7 Reporting Period

These financial statements of the Bank cover one calendar year from 1 January 2025 to 31 December 2025.

2.8 Statement of Changes in Equity

Statement of Changes in Equity has been prepared in accordance with IAS 1 "Presentation of Financial Statements" and following the guidelines of Bangladesh Bank BRPD circular no.14 dated 25 June 2003.

2.9 Liquidity Statement

The liquidity statement has been prepared mainly on the basis of remaining maturity grouping of assets and liabilities as at the close of the year as per following bases:

Particulars	Basis of use
Cash, balance with other banks and financial institutions, money at call and short notice, etc.	Maturity term.
Investments	Respective maturity terms
Loan and advances	Repayment/ maturity schedule
Fixed assets	Useful life.
Other assets	Realisation/amortisation
Deposits and other accounts	Maturity and behavioral trend (non-maturity products).
Other long term liability	Maturity term.
Provision and other liability	Payment/adjustment schedule basis.

2.10 Significant Accounting Policies

The accounting policies set out below have been applied in these financial statements, except otherwise instructed by Bangladesh Bank as the prime regulator.

A. Assets and Basis of their Valuation

i) Cash and Cash Equivalents

Cash and cash equivalents include cash in hand, balances with Bangladesh Bank and its agent banks, balance with other banks and financial institutions, money at call on short notice and prize bonds.

ii) Investments:

All investments (other than government treasury securities) are initially recognised at cost including acquisition charges associated with the investment. Premiums are amortised and discount accredited using the effective or historical yield method. Accounting treatment of government treasury bills and bonds (categorised as HFT and HTM) are made in accordance with Bangladesh Bank DOS Circular letter no. 05 dated 26 May 2008 and subsequent clarifications DOS Circular letter no. 05 dated 28 January 2009. Investments include investment in securities, Repo and reverse Repo, and investment in subsidiaries.

a) Investment in Securities

All investments in securities (bills and bonds) are initially recognized at purchase price excluding commission and accrued coupon interest. Investments are segregated in two broad categories. These are held to maturity (HTM) and held for trading (HFT).

a.i) Held to Maturity

Debt securities that a firm has intention to hold until maturity. These are reported at amortized cost and amortized cost is calculated by taking into account any discount or premium in acquisition. Premiums are amortized and discounts are accredited, using the effective or historical yield. Therefore, they are not affected by swings in the financial markets.

a.ii) Held for Trading

Held for trading securities are those which are held with intention of selling in order to generate profits. After initial recognition held for trading securities are revalued at market price.

b) REPO and Reverse REPO

REPO and Reverse REPO are recorded based on DOS Circular no. 06, dated 15 July 2010 of Bangladesh Bank and subsequent clarification in DOS Circular no 03 dated 30 January 2012 and DOS circular no. 2 dated 23 January 2013. In the case of REPO of both coupon and non-coupon bearing (Treasury bill) securities, the Bank adjusts the Revaluation Reserve Account for HFT securities and stops the weekly revaluation (if the revaluation date falls within the REPO period) of the same security. For interest bearing security, the Bank fully accrues interest during REPO period.

c) Revaluation

As per Bangladesh Bank DOS circular letter no. 5 dated 28 January 2009, HFT securities are revalued each week using Marked to Market concept and HTM securities are amortized once a year according to Bangladesh Bank guidelines. The HTM securities are also revalued if these are reclassified to HFT category with the Board approval. Value of investment has been shown as under:

Investment Class	Initial Recognition	Measurement after initial Recognition	Recording of Changes
Treasury Bill/Bond (HFT)	Cost	Market to market/ fair	Loss to Profit & Loss Account, Gain to Revaluation Reserve through Profit and Loss Account
Treasury Bill/Bond (HTM)	Cost	Amortised Cost	Increase or decrease in value of securities is booked to equity but decreases to the profit or loss account
Debenture/Bond	Face Value	None	Profit or loss account
Shares (Quoted)*	Cost	Lower of cost or market value	Loss (net) to profit and Loss Account but no unrealised gain booking
Prize Bond	Cost	None	None

* Provision for shares against unrealised loss (net off gain) has been taken into account according to DOS circular no. 4 dated 24 May 2023 of Bangladesh Bank.

d) Investment in Quoted Securities

Quoted shares are bought and held primarily for the purpose of selling then in future or held for dividend income which are reported at cost and subsequently measured lower of cost or market price at balance sheet date. Unrealised gains are not recognized in the profit and loss statement. But provision was made for diminution in value of investment is charged to the profit or loss account.

e) 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.

As per Bangladesh Bank DOS Circular 04 dated 24 November 2011, provision for diminution in value of investment was made by netting off unrealised gain/ loss of shares from market price/ book value less cost price.

Besides, bank complied with Bangladesh Bank BRPD Circular 14 dated June 25, 2003 as follows, "All investments in shares and securities (both dealing and investment) should be revalued at the year- end. The quoted shares should be valued as per market price in the stock exchange(s) and unquoted shares as per book value of last audited balance sheet. Provision should be made for any loss arising from diminution in value of investments."

iii) Loans, Advances/Investments and Provisions

- A loan and advance is a financial facility provided by the banks and financial institutions to help their customers in financial need. Loans and advances comprise of non-derivative financial assets with fixed or determinable payments and are not quoted in an active market. These are recognised at gross amount on the date on which they are originated.
- Interest/profit is calculated on daily product basis, but charged and accounted for quarterly on accrual basis. Interest/profit on classified loans and advances/investments is kept in interest suspense account as per BRPD circulars no. 15 dated Nov 27, 2024 on Master Circular: Loan Classification and Provisioning. Interest/ profit is not charged on bad and loss loans and advances/ investments as per guidelines of Bangladesh Bank. Records of such interest amounts are kept in separate memorandum accounts.
- Commission and discounts on bill purchased and discounted are recognised at the time of realisation.
- Provision for loans and advances/investments is made based on the arrear in equivalent month and reviewed by the management following instructions contained in Bangladesh Bank BRPD circular no. BRPD Circular No. 15 Nov 27, 2024, BRPD Circular No. 5 Jun 25, 2025, BRPD Circular No. 22 Oct 13, 2025 and BRPD Circular No. 29 Dec 21, 2025.

Provisions for Loans and Advances/Investments

Rates of Provision on Loans and Advances/Investments are given below:

Types of Loans and Advances	Provision				
	STD	SMA	SS	DF	BL
Agricultural Credit (Other than Short Term)	1%	5%	20%	50%	100%
House Finance	1%	5%	20%	50%	100%
Consumer Financing (Other than Credit Card)	1%	5%	20%	50%	100%
Credit Card	1%	5%	20%	50%	100%
Consumer Financing (Other than Housing Finance)	1%	5%	20%	50%	100%
CMSME Financing (Medium)	0.50%	0.50%	20%	50%	100%
CMSME Financing (Cottage, Micro, Small)	1%	5%	20%	50%	100%
Industrial Credit	1%	5%	20%	50%	100%
Service Sector Credit	1%	5%	20%	50%	100%
Trade & Commerce Sector Credit	0.50%	0.50%	20%	50%	100%
Short Term Agriculture/Micro Credit	1%	5%	20%	50%	100%
Other Credit	1%	N/A	N/A	N/A	N/A

iv) Impairment of Financial Assets:

An asset is impaired when its carrying value exceeds its recoverable amount as per IAS 36 "Impairment of Assets". At each balance sheet date, Bengal Commercial Bank PLC assesses whether there is objective evidence that a financial asset or a group of financial assets i.e, loans and advances, of balance sheet items and investments is impaired. A financial asset or group of financial assets is impaired and impairment losses are incurred if -

In the event of impairment loss, the Bank reviews whether a further allowance for impairment should be provided in the profit and loss statement in addition to the provision made based on Bangladesh Bank guidelines or other regulatory requirements.

there is objective evidence of impairment as a result of a loss event that occurred after the initial recognition of the asset up to the balance sheet date; the loss event had an impact on the estimated future cash flows of the financial asset or the group of financial assets; and a reliable estimate of the loss amount can be made.

The Bank reviews whether a further allowance for impairment should be provided in the profit and loss statement in addition to the provision made based on Bangladesh Bank guidelines or other regulatory requirements.

v) Fixed Assets (other than lease Items)

The Bank applies the accounting requirements of IAS 16 'Property, Plant and Equipment' for its own assets which are held for current and future use in the business and are expected to be used for more than one year.

Recognition and Measurement

Fixed assets that qualify for recognition as an asset is measured at cost as per IAS 16. The cost of an item of fixed assets is the cash price equivalent at the recognition date. The cost of a self-constructed asset is determined using the same principles as for an acquired asset. An asset is recognized if it is probable that future economic benefits associated with the item will flow to the entity, and the cost of the item can be measured reliably.

The cost of an item of fixed assets comprises:

- its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates.
- any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.
- The initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, the obligation for which an entity incurs either when the item is acquired or as a consequence of having used the item during a particular period for purposes other than to produce inventories during that period.

Subsequent Cost

Subsequent costs are capitalised only when it is probable that the future economic benefits associated with the costs will flow to the entity and cost can be measured reliably. The carrying amount of the replaced portion is derecognised. The costs of day to day servicing of fixed assets, i.e. repairs and maintenance is charged to profit and loss account as expense when incurred.

vi) Depreciation

Depreciation is charged on all fixed assets using the straight-line method over their estimated useful lives as determined by the Bank's fixed asset policy. Depreciation commences when an asset is available for use and continues until the asset is derecognised or disposed of. Depreciation is provided for the period the asset is in use, with charges beginning from the date the asset is available for use and ceasing on the date of its disposal.

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying assets have been capitalized as part of the cost of the assets and net sale proceeds (IAS 16).

Category	Rate of depreciation/ amortisation p.a.
Furnitures & Fixtures	10%
Machineries and equipment	15%
Digital Banking Equipment	10%
Computer and network equipment	15%
Vehicles	15%
Right of Use Asset*	Over the Lease Term
Intangible Assets: Software	20%

Repairs and maintenance are charged to profit and loss account as expense when incurred.

*Right of Use Asset is Depreciated over the lease term as per IFRS 16: Lease. (Note vii)

Cost model

After recognition as an asset, an item of property, plant and equipment shall be carried at its cost less any accumulated depreciation and any accumulated impairment losses.

Revaluation model

The revaluation model requires an asset, after initial recognition, to be measured at a revalued amount, which is its fair value less subsequent accumulated depreciation and impairment accumulated losses.

Where an asset's carrying amount is increased as a result of a revaluation, the increase is recognized in equity under the heading of revaluation surplus. However, the increase is recognized in profit or loss to the extent that it reverses a revaluation decrease of the same asset previously recognized in profit or loss.

Where an asset's carrying amount is decreased as a result of a revaluation, the decrease is recognized in profit or loss. However, the decrease is recognized in equity to the extent of any credit balance existing in the revaluation surplus in respect of that asset. The decrease recognized in equity reduces the amount accumulated under the heading of revaluation surplus.

The revaluation surplus included in equity in respect of an item of property, plant and equipment is transferred directly to retained earnings when the asset is derecognized. However, some of the surplus may transfer as the asset is used by the Bank. In such a case, the amount of the surplus transferred would be the difference between depreciation based on the revalued carrying amount of the asset and depreciation based on the asset's original cost.

Impairment of Fixed Assets

An asset is impaired when its carrying value exceeds its recoverable amount as per IAS 36 'Impairment of Assets'. The bank has a policy to review the carrying value of financial and non-financial assets and assess whether there is any indication that an asset may be impaired and/or whenever events or changes in circumstances indicate that the carrying value of the asset may not be recovered. If any such indication exists, the bank will make an estimate of the recoverable amount of the asset. The carrying value of the asset will be reduced to its recoverable amount if the recoverable amount is less than its carrying amount with associated impairment losses recognised in the profit and loss account. However, impairment of any financial assets is guided by relevant BB circulars/instructions and IFRS 9. During the year there was no indication of impairment of fixed assets.

Derecognition of fixed assets

The carrying amount of an item of fixed assets is derecognised on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from derecognition of an item of fixed assets is to be recorded in profit or loss when the item is derecognised.

No fixed asset was derecognized during the year. Details of fixed assets are presented in note 8 and 'Annexure - A' of these financial statements.

vii) Intangible assets

Intangible asset is an identifiable non-monetary asset without physical substance. Intangible assets are to be classified as per IAS 38 'Intangible Assets' which comprises the value of all licensed computer software including core banking software of the Bank, cards management software, cheque processing software (i.e. BEFTN), software of subsidiaries and other integrated customised software for call center, ATM service, Finance and HR operations i.e. PMS, FAR, HRMS, Payroll Management System etc.

Software: As per the approval of the Board, the Bank decided to purchase software from Flora Systems Limited and subsequently a work order has been issued. On 30th December 2020 software has become functional and recognized in the financial statements at cost less accumulated amortisation. Initial cost will be comprised of license fees paid at the time of purchase and other directly attributable costs incurred for customising the software for its intended use. The value of the software is amortised using the straight line method over the estimated useful life of 5 (five) years commencing from the date at which the application of the software is made available for use.

viii) Leases

IFRS 16: "Leases" is effective from 1 January 2019, as adopted by the Institute of Chartered Accountants of Bangladesh (ICAB). Bengal Commercial Bank PLC. has applied IFRS 16 Leases through recognition, measurement and disclosure in the Financial Statements - 2025.

At inception of a contract, the Bank assesses whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The bank applies a single recognition and measurement approach for all leases, except for short-term leases, or, and lease of low value of assets. The bank recognises lease liabilities to make lease payment and right-of-use assets representing the right to use the underlying assets.

Right-of-Use Assets (ROU)

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

Lease Liabilities

The lease liability is initially measured at present value of the lease payments to be made over the lease term from the date of contract with the lessor, discounted using the interest rate implicit in the lease or if that rate cannot be readily determine, Bengal Commercial Bank Plc's incremental borrowing rate. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in bank's estimate of the amount expected to be payable under a residual value guarantee, or if bank changes its assessment of whether it will exercise purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right to use asset, or is recorded in profit or loss if the carrying amount of the right to use asset has been reduced to zero.

ix) Other Assets

Other assets include mainly advance office rent, payment of advance income tax for which assessment of tax has not been completed yet and all other financial assets, fees and other unrealized income receivable, advance for operating and capital expenditures and stocks of stationery and stamps, etc.

x) Receivables

Receivables are recognized when there is a contractual right to receive cash or another financial asset from another entity or person.

xi) Non-Banking Assets

Non-banking assets are usually acquired due to failure of borrowers to repay the loan in time taken against mortgaged properties. There was no assets acquired in exchange for loan during the period of financial statements.

B. Capital, Reserve, Liabilities and Provisions and Basis of their Valuation

i) Borrowing from other Banks, Financial Institutions and Agents

Borrowed funds include call money deposits, re-finance borrowings and other term borrowings from Banks, Financial Institutions and its Agents. These are stated in the balance sheet at the gross value of the outstanding balance which includes accrued interest. In line with International Accounting Standard (IAS) 23: Borrowing Cost, all borrowing cost are recognised in the profit and loss account in the period in which they are incurred.

ii) Deposits and other Accounts

Deposits and other accounts include non-interest bearing current deposits redeemable at call, interest bearing short-term deposits, savings deposits and fixed deposits which are initially measured at the consideration received. These items are subsequently measured and accounted for at the gross value of the outstanding balance in accordance with the contractual agreements with the counterparties.

iii) Other Liabilities

Other liabilities comprise items such as provision for accrued expenses. Individual item-wise liabilities are recognised as per the guidelines of Bangladesh Bank (BB) and International Financial Reporting Standards (IFRSs).

iv) Dividend Payments

Interim dividend is recognised only when the shareholders' right to receive payment is established. Final dividend is recognised when it is approved by the shareholders in AGM. Dividend payable to the Bank's shareholders is recognised as a liability and deducted from the shareholders' equity in the period in which the shareholders' right to receive payment is established.

International Accounting Standard (IAS) 1: 'Presentation of Financial Statements', also requires the dividend proposed after the balance sheet date but before the financial statements are authorized for issue, be disclosed in the notes to the financial statements. Accordingly, the Company has disclosed the same in the notes to the financial statements.

v) Provision for Loans and Advances/Investments

As per BRPD circular No. 15 Nov 27, 2024, BRPD Circular No. 5 Jun 25, 2025, BRPD Circular No. 22 Oct 13, 2025 and BRPD Circular No. 29 Dec 21, 2025, provisions for loans and advances is to be kept after each quarter end.

vi) Provision Against Investment in Capital Market:

For recognition of loss suffered from investment in capital market, provision is to be provided on unrealized loss (gain net off) according to DOS Circular No. 01 dated 24 May 2023 on portfolio. Provision for diminution of value of shares and mutual funds, placed under other liabilities.

vii) Provision for off-Balance Sheet Exposures

Off Balance Sheet Items include letter of credit (L/C), letter of guarantee (L/G), acceptance and endorsements, bills for collection etc. As per BRPD circular no. 07 dated 21 June 2018, BRPD circular no. 13 dated 18 October 2018 and BRPD circular no. 06 dated 25 April 2023, Banks need to maintain provision of 0% for Bills for Collection, 1% for Acceptances and Endorsements, Letters of Guarantee, Irrevocable Letters of Credit, Other Contingent Liabilities and Additional provisioning 1% (overdue 3 months to less than 12 months), 2% (overdue 12 months to less than 24 months), 5% (overdue 24 months and beyond) against off-balance sheet exposures.

viii) Provision for Nostro Accounts

According to guidelines of Foreign Exchange Policy Department of Bangladesh Bank, circular no. FEOD (FEMO)/01/2005-677 dated 13 September 2005, Bank is required to make provision regarding the un-reconciled debit balance of Nostro Account for more than three months as at balance sheet date.

Since there was no unreconciled entries which are outstanding for more than three months, thereafter no provision has been made.

ix) Provision for other Assets:

As per BRPD Circular No. 4 dated 12 April 2022 i.e. 100% provision is required on other assets which are outstanding for one year or more.

x) Provision for Liabilities and Accrued Expenses

In compliance with IAS 37, provisions for other liabilities and accrued expenses are recognised in the financial statements when the Bank has a legal or constructive obligation as a result of past event, it is probable that an outflow of economic benefit will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

xi) Retirement/post-employment Benefits

The retirement benefits accrued for the employees of the Bank as on reporting date has been accounted for in accordance with the provision of International Accounting Standard-19, "Employees Benefits". Various types retirement benefit schemes of the bank are as follows:

a) Provident Fund

A "Defined Contribution Plan" is a post employment benefit plan under which an entity pays fixed contribution into a separate entity and will have no legal constructive obligation to pay further amounts. Provident Fund benefits are given to the staff of the Bank in accordance with the Provident Fund Rules. The Commissioner of Income Tax, Taxes Zone-5, Dhaka, has approved the Provident Fund as a recognised fund within the meaning of section 2(90) read with the provisions of part-3 of the 2nd Schedule of Income Tax Act 2023 effect on 01 July 2023. The Provident Fund is operated by a Board of Trustees consisting of 07 members of the Bank. Permanent employees of the bank are contributing 10% of their basic salary as provident fund. The bank also contributes equal amount of the employees contribution to the fund.

b) Gratuity

Gratuity is a form of monetary benefit paid to a worker upon being terminated or retired from employment. Gratuity is voluntarily given by way of favour and is an act of grace. Gratuity is not founded on any legal liability but a mere bounty stemming from appreciation and graciousness and therefore, it is capable of being given or withheld at the discretion of the giver. National Board of Revenue has approved the Gratuity Fund as a recognised gratuity fund with effect from 16 March 2023. The Gratuity Fund is operated by a Board of Trustee consists of 5 members of the Bank. Gratuity Fund benefits will be given to the staff of the Bank in accordance with the NBR approved Gratuity Fund Rules.

c) Life and Medical Insurance

The purpose of Social Insurance is to provide benefit to employees in several ways which includes death benefit, physical disability, etc. The Social Insurance Policy of the Bank has yet not been finalized by Board, hence, no provision for social insurance fund has been maintained.

C. Share Capital and Reserves

i) Authorized and Issued Capital

The authorized capital of the Bank is the maximum amount of share capital that the Bank is authorised by its Memorandum and Articles of Association to issue (allocate) among shareholders. This amount can be changed by shareholders' approval upon fulfilment of relevant provisions of the Companies Act 1994. Part of the authorised capital usually remains unissued. The part of the authorised capital already issued to shareholders is referred to as the issued share capital of the Bank. Authorized Capital of the Bank as on 31 December 2025 was at BDT 15,000 million.

ii) Paid-up Capital

Paid-up Capital represents total amount of shareholder 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 company, ordinary shareholders rank after all other shareholders and creditors and are fully entitled to any residual proceeds of liquidation.

iii) Share Premium

The Share premium represents the excess amount received by the Bank from its shareholders over the nominal/par value of its share. The amount of share premium can be utilised as per the provision of section 57 of the Companies Act 1994. Currently, the Bank does not have any share premium.

iv) Statutory Reserve

As per section 24(1) of the Bank company Act, 1991 (amendment upto date), an amount equivalent to 20% of the profit before taxes for the year has to be transferred to the statutory reserve fund.

v) Asset Revaluation Reserve

When an asset's carrying amount is increased as a result of revaluation, the increased amount (netting off deferred tax liability) which may arise against such revaluation gain as per IAS 12 'Income Tax', is credited directly to equity under the heading of assets revaluation reserve as per IAS 16 'Property, Plant and Equipment'. During the financial year, the bank did not revalue of its any fixed asset.

Implementation of BASEL- III

To align with international best practices and enhance the bank's capacity to absorb financial shocks, Bangladesh Bank introduced the Guidelines on Risk-Based Capital Adequacy (RBCA) for banks under the BASEL III framework.

- i. Pillar I addresses minimum capital requirement;
- ii. Pillar II elaborates the process for assessing the overall capital adequacy aligned with risk profile of a bank as well as capital growth plan; and
- iii. Finally, Pillar III gives a framework of public disclosure on the position of a bank's risk profiles, capital adequacy, and risk management system.

According to the RBCA Guidelines, all scheduled banks must compute the Capital to Risk Weighted Asset Ratio (CRAR) on solo basis. The CRAR calculation under the Basel III framework follows the Guidelines on Risk-Based Capital Adequacy issued by Bangladesh Bank through BRPD Circular No. 18 dated December 21, 2014, along with other relevant circulars issued thereafter.

vi) Non-Controlling (Minority) Interest

Non-controlling (minority) interest in business is an accounting concept that refers to the portion of a subsidiary company's stock that is not owned by the parent company.

vii) Contingent Liabilities

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

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

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

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

D. Revenue Recognition

Revenue is recognized as per IFRS 15. IFRS 15 deals with revenue recognition and establishes principles for reporting useful information to users of financial statements about the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity's contracts with customers. Revenue is recognised when a entity fulfills the performance obligations regarding the contract of supplying the goods or rendering of service. The standard replaces all existing requirements of IAS 18: Revenue and IAS 11: Construction contracts and related interpretations. The standard is effective for annual periods beginning on or after 1 January 2019 thus the company adopted IFRS 15 with a date of the said initial application.

i) Interest / Profit income

Interest on unclassified loans and advances (except those of rescheduled and stay order accounts) is recognised as income on accrual basis, interest on classified loans and advances (including rescheduled and stay order accounts) is credited to interest suspense account with actual receipt of interest there from credited to income as and when received as per instruction contained in BRPD circular no. 14 dated 23 September 2012, BRPD circular no. 19 dated 27 December 2012, BRPD circular no. 16 dated 18 November 2014 and BRPD circular no. 03 dated 21 April 2019.

ii) Income from Investments (Interest/Profit and Others)

Income on investments in Government and other securities, debentures and bonds is required to account for on accrual basis as per the provisions of IFRS 15 'Revenue from Contracts with Customers' and relevant BB guidelines. Capital gain on investments in shares and dividends on investment in shares are included in investment income.

iii) Fees and Commission Income

The Bank earns fees and commissions from diverse range of services provided to its customers. This includes fees and commission income arising on financial and other services provided by the Bank including trade finance, debit cards, passport endorsement, loan processing, loan syndication and locker facilities, etc. Fees and commission income is recognised on the basis of realisation.

iv) Dividend Income

Dividend income from investments is recognized at the time when it is declared, ascertained and right to receive the payment is established. It is recognized when

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

v) Interest/Profit Paid on Borrowing and Deposits

Interest expenses are recognized on accrual basis taking into account of daily balance outstanding at the rate applicable for respective deposits and interest on savings and SND accounts is credited to depositors account on half yearly basis. No interest is applicable on the balance lying in current deposit account. Interest on FDR accrued but not due to clients A/c was credited to 'Other Liability A/c - Interest Payable'.

vi) Other Operating Expense

Expenses incurred by the Bank are recognised on accrual basis when a performance obligation is satisfied by receiving a promised service by the bank as per IFRS 15 'Revenue from Contracts with Customers'.

viii) Taxation

The expense comprises current and deferred tax. Current tax and deferred tax is recognised in profit or loss except to the extent that it relates to a business combination or items recognised directly in equity.

a. Current Tax

Current tax is the amount of income taxes payable (recoverable) in respect of the taxable profit (tax loss) for a period. Provision for current income tax has been made as per prescribed rate in the Income Tax Ordinance 1984 on the accounting profit made by the Bank after considering some of the add-backs to income and disallowances of expenditure as per income tax laws with IAS 12 "Income Taxes". Tax Assets under the group head of other assets are recognized for payment of advance income tax, tax deducted at source and tax paid at the time of IT Return for the year/years for which assessment has not been yet finalized. On the other hand, the tax provision (estimated as per IAS 12, provision of latest Finance Act, related SROs/ Guidelines, etc., issued by National Board of Revenue-NBR) are recognized as tax liability under the head of other liability (note: 13.5) for the year/years for which assessment has not been yet finalized.

b. Deferred Tax

Deferred tax assets or liabilities are recognised by the Bank on deductible or taxable temporary differences between the carrying amount of assets and liabilities used for financial reporting and the amount used for taxation purpose as required by IAS 12 'Income Taxes' and BRPD circular no.11 dated 12 December 2011. Deferred tax assets is recognised for the carry forward of unused tax losses and unused tax credits to the extent that it is probable that future taxable profit will be available against which they can be used. Deferred tax assets and liabilities are reviewed at each reporting period and are measured at the applicable tax rate as per tax laws that are expected to be applied when the assets is realised and liability is settled. Any unrecognised deferred tax assets or liabilities are reassessed at each reporting period and recognised only if that has become probable that future taxable profit or loss will be available against which they can be used or settled.

Details of deferred tax assets or liabilities and amount recognised in profit and loss account for deferred tax income or expense are given in note 13.6 in the financial statements.

E. Others

i) Materiality and Aggregation

Each material class of similar items has been presented separately in the financial statements. Items of dissimilar nature also have been presented separately unless they are immaterial in accordance with IAS 1 'Presentation of Financial Statements'.

ii) Earnings Per Share (EPS)

As per IAS 33 'Earnings per Share' the Bank has been reporting 'Basic EPS' as there has been no dilution possibilities during the year. Basic EPS is computed by dividing the profit or loss attributable to ordinary shareholders of the Bank by the number of ordinary shares outstanding during the period. This represents earnings for the year attributable to ordinary shareholders. Net profit after tax less preference dividend has been considered as fully attributable to the ordinary shareholders.

iii) Reconciliation of Books of Account

Books of accounts with regard to interbank (in Bangladesh and outside Bangladesh) are reconciled on a monthly basis, and there are no material differences which may affect the financial statements significantly.

iv) Related Party Transactions

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control or common significant influence.

Related party transaction is a transfer of resources, services, or obligations between related parties, regardless of whether a price is charged as per IAS 24 'Related Party Disclosures', Bangladesh Bank & BSEC guidelines. Details of the related party transactions have been disclosed in Note 49.0.

Related parties are identified and disclosed as per International Accounting Standard (IAS) 24: 'Related Party Disclosure'. Related party disclosures have been given in note- 49.5.

Related Party is a party related to an entity if:

- i. Directly or indirectly through one or more intermediaries, the party controls, is controlled by, or is under control with, the company; has an interest in the company, that gives it significant influence over the company; or has joint control over the company;
- ii. The party is an associate (as defined in IAS 28 Investment in Associates and Joint ventures);
- iii. The party is a joint venture in which the entity is a venture (as per IAS 31 Interests in Joint Ventures);
- iv. The party is member of the key management of personal of the entity or its parent;
- v. The party is a close member of the family of any individual referred to in (i) or (iv);
- vi. The party is an entity that is controlled, jointly controlled or significantly influenced by or for which significant voting power in such entity resides with, directly or indirectly, any individual referred to in (iv) or (v); or
- vii. The party is post-employment benefit plan for the benefit of employees of the entity. or of any entity that is related party of the entity. entity that is related party of the entity.

v) Events After the Reporting Period

As per IAS - 10 "Events after the Reporting Period" events after the reporting period are those events, favourable and unfavourable, that occur between the end of the reporting period and the date when the financial statements are authorized for issue. Two types of event can be identified:

- a. Adjusting events after the reporting period which provide evidence of conditions which existed at the end of the reporting period; and
- b. Non adjusting events after the reporting period, are those that are indicative of conditions that arose after the reporting period.

The details about the events after reporting period can be found at note- 49.6.

All the material events after the reporting period have been considered and appropriate adjustments/disclosures have been made in the financial statements as per IAS 10 'Events after the Reporting Period'.

Litigation

There is no litigation against the bank as on 31 December 2025.

vi) Operating Segments

Business segments report consists of products and services whose risks and returns are different from those of other business segments. The Bank has a policy to establish reportable segments, as described below, which are the Bank's strategic business units. The strategic business units offers different products and services, and will be managed separately based on the Bank's management and internal reporting structure. Each of the strategic business units of the Bank will be periodically reviewed by the Management Committee. The following summary describes the operations in each of the Bank's reportable segments:

Segment Name	Description	Status
Corporate Banking	This unit focuses on large corporate groups including structured/syndicated finance with a variety of advances & deposit products and other transactions.	Operational
SME Banking	Includes loans, deposits and other transactions and balances with SME customers.	Operational
Consumer Banking	Includes loans, deposits and other transactions and balances with retail customers.	Operational
Treasury	Treasury unit undertakes the Bank's funding and maintenance of SLR, Asset-liability management through money market operation, Fx. Market dealings, investing in derivatives including forwards, futures and swaps.	Operational
Investment Banking	Includes the Bank's trading, investment in equities and other capital market activities.	Operational
Card and Alternate Delivery Channel	This includes offering a variety of debit card and credit card to the customers according to their needs.	Operational
Mobile Financial Services	Mobile Financial Services came up with the aim to cover a large number of people under banking channel through mobile network facilitating convenient cash in/out, bill payment, POS purchase etc.	Not Operational

vii) Risk Management and other Related Matters

Today's most risky nature of Banking business has caused the Central Banks of every country much concerned about the risk factors affecting the financial position of the banks. In this connection every Central Banks have come forwarded to establish a general framework to defeat the risk factors considering the laws of the land. Bangladesh Bank has also undertaken an overall core-risk management project under which every bank shall be bounded to the authoritative covenants to install risk management system. Bengal Commercial Bank PLC. has established approved policies covering major areas such as (a) Credit Risk Management, (b) Foreign Exchange Risk Management, (c) Asset Liability Management Risk (d) Money Laundering Risk (e) Internal Control & Compliance Risk and (f) Information & Communication Technology Security Risk (g) Internal Audit (h) Fraud and Forgeries to the DOS circular no: 02 (15 February 2012) regarding 'Risk Management Guidelines' for Banks, Bank Companies Act 1991 (as amended upto 2013) and other guidelines. of Bangladesh Bank.

In addition, the bank is also following relevant Bangladesh Bank guidelines on risk based capital adequacy, stress testing and managing the banking risks in other core risk areas.

The bank has established an independent Risk Management Division (RMD) as per DOS circular no:02 (15 February 2012). The RMD conducts stress testing as per DOS circular no: 01 (23 February 2011), for examining the Bank's capacity of handling future shocks, as well as deals with all potential risks that might occur in future.

The prime objective of the risk management is that the bank takes well calculative business risks while safeguarding the bank's capital, its financial resources and profitability from various risks. In this context, the bank took steps to implement the guidelines of Bangladesh Bank as under:

a. Credit Risk

Credit risk can be defined as the risk of a potential loss to the Bank when a borrower or counterparty is either unable or unwilling to meet its financial obligations. Granting loans and advances is the core business of BGCB and as such credit risk is its most material risk. The credit risk arises primarily from Corporate Banking, SMEs and Retail loans and advances. Given the scale and materiality of Bank's loan book, managing the credit quality of the lending portfolio is a key focus area with the objective of minimizing probable losses and maintaining credit risk exposure within acceptable parameters.

BGCB's Credit Policy, which is approved by the Board of Directors, plays a central and strategic role in managing daily business activities. The policy defines the principles encompassing client selection, due diligence, early alert reporting, tolerable levels of concentration risk and portfolio monitoring, in line with the Bank's risk appetite. The approach is to avoid excessive credit risk on a counterparty or portfolio level by applying stringent underwriting standards combined with sound collateralization where feasible. The policy is reviewed regularly by the Board of Directors to ensure consistency with the Bank's business strategy.

b. Liquidity Risk

Liquidity risk arises when the Bank cannot maintain or generate sufficient funds to meet its payment obligations as they fall due or can only do so at a material loss. This can arise when counterparties who provide funding to the Bank withdraw or do not roll over a line of funding or as a result of a general disruption in financial markets which lead to normal liquid assets becoming illiquid. The main sources of the Bank's funding are capital, core deposits from retail and commercial clients, wholesale deposits and access to borrowed funds from the interbank money market. The Bank also maintains a portfolio of readily marketable securities to further strengthen its liquidity position. BGCB manages liquidity risk in accordance with regulatory guidelines internal benchmarks. Also, the Contractual maturity of assets and liabilities and liquidity ratios to include adherence to regulatory requirements and monthly liquidity forecasts are reviewed at ALCO meetings. Furthermore, liquidity stress tests is carried out quarterly to assess the impact of extreme events.

c. Asset Liability Management Risk

Asset Liability Management (ALM) has been defined as a planned, structured and systematic process of managing the asset and liability with a view to lead the Bank to a balanced and sustainable growth through minimizing various business risk factors - market risk and liquidity risk. According to the Bangladesh Bank guidelines and considering the most practical aspects of the Bank, an approved policy manual on ALM has been prepared so that it could be followed consistently every sphere of the management. To support the ALM process, the Bank has established a committee called "Asset Liability Committee (ALCO)" headed by the Managing Director and holds meeting at least one in every month. ALM Desk, an exclusive functional and operational desk for the asset liability management, is embodied herewith the ALCO to function under the direct control of Treasury Division.

d. Market Risk

Market Risk is the risk that changes in equity, bond and commodity prices, as well as movements in foreign exchange rates and interest rates that may adversely affect the Bank's trading and banking books. Market risk can be subdivided into three categories depending on risk factors: interest rate risk, foreign exchange risk, and equity price risk.

e. Interest/Profit Rate Risk

Interest rate risk is the risk to earnings or capital of the bank arising from movement of interest rates. The movement of interest rates affects bank's reported earnings and capital by changing:

- Net interest income
- The market value of trading accounts (and other instruments accounted for by market value), and
- Other interest sensitive income and expenses.

To manage interest rate risk, ALCO regularly monitors various ratios and parameters. The Bank has deployed several analysis techniques (e.g. rate sensitive gap analysis, duration gap analysis) to measure interest rate risk, its impact on net interest income and takes insight about course of actions.

f. Foreign Exchange Risk

Foreign exchange risk is defined as the potential change in earnings due to change in market price of foreign exchange. The foreign exchange risk of the bank is minimal as all the transactions are carried out on behalf of the customers against underlying L/C commitments and other remittance requirements. To Control risk, bank always keep its unhedged net open position within stipulated limit set by central bank.

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 and outstanding entry beyond 30 days will be reviewed by the management for its settlement.

g. Equity Price Risk

Equity price risk is the risk of losses caused by changes in equity prices. These losses could arise because of changes in the value of listed shares held directly by the bank; changes in the value of listed shares held by a bank subsidiary; changes in the value of listed shares used as collateral for loans whether the loan was made for the purpose of buying the shares; and changes in the value of unlisted shares.

The risks will be monitored by Credit Committee under a well-designed policy framework.

h. Operational Risk

Operational Risk is the risk of losses incurring due to human errors, inadequate or failed internal processes or systems or external events including legal risk. Legal risk arises when the Bank's business is not conducted in accordance with applicable laws, when the Bank may be liable for damages to third parties or when contractual obligations may be enforced against the Bank resulting from legal proceedings. The objective of the Operational Risk Management (ORM) is to establish sound control practices to increase the effectiveness of the Bank's resources and minimize financial losses. BGCB is in process to establish operational risk management unit for management of and reporting of operational risk. Currently, Bank uses the Basel III defined event types for loss classification but a comprehensive loss reporting, recording and tracking database yet to establish.

The Operational Risk may arise from error and fraud due to lack of or failure of internal control and compliance. Management controls the operational procedure through various policy and operational guidelines in conformity with best practices and complying with regulators' instructions. Internal Control and Compliance Division (ICCD) of the Bank evaluates effectiveness of the Internal Control System of the Bank. The Audit Committee of the Board subsequently reviews the reports of ICCD and given their suggestions and guidelines time to time for strengthening the operational procedure of the Bank.

i. Prevention of Money Laundering and Terrorist Financing

Bengal Commercial Bank PLC (BGCB) has framed an approved Money Laundering Prevention Policy Guideline so that it could be sufficient enough to protect the bank from tribulations of money laundering.

As per Money Laundering Prevention Act, 2002 and Money Laundering Prevention circular, a Central Compliance Unit (CCU) has been formed at Head Office in BGCB and a designated person has been nominated to supply any information if required and report any abnormal and suspicious transactions to Bangladesh Bank through CCU. Chief Anti Money Laundering Compliance Officer (CAMALCO) has been designated at head office and Branch Anti Money Laundering Compliance Officers (BAMALCO) will be assigned at branches.

Know Your Customer (KYC) profile, Risk Rating and Assessment (RRA) profile and Transaction Profile (TP) have been introduced as per the direction of Bangladesh Bank. These profiles facilitate and ease the KYC procedures, risk categorization, transaction monitoring process, suspicious activity reporting process, self-assessment process, independent procedures testing system etc. Proper record keeping procedure has been established also.

Various types of statements such as Quarterly STR, Quarterly KYC statement for legacy accounts, Bi-monthly statements etc will be sent to the Bangladesh Bank properly as per the requirements.

The training procedure has been conforming as per the action plan, which was given to Bangladesh Bank. It provides significant role to develop and to aware the staffs of BGCB about Anti Money Laundering. The management of the Bank is committed to train all of its workforces regarding anti money laundering.

j. Information and Communication Technology Risk

BGCB adheres to the IT Security policies and procedures in line with ICT Security guideline of Bangladesh Bank. To prevent attack from Cyber criminals/fraudsters, BGCB IT has established standard physical and logical security measures for all sensitive IT infrastructures (e.g., Data Centre, Disaster Recovery Site, Power Rooms, Server Rooms, etc.). Besides, BGCB has standard logical IT security measures like access control system, intrusion detection, access log and periodic security assessment for all systems. Vulnerability assessment exercises, both internally and externally, are conducted regularly to identify security weakness and establish control for mitigation.

IT Security team has also taken initiatives to create awareness about cybersecurity among all BGCB employees and customers through retail and corporate channels. We have separate information system audit to identify control gaps and improve continually.

k. Internal Audit

The Bank has a plan to established an independent internal audit function with the head of Internal Control & Compliance (ICC). The internal audit team will performs risk based audit on various business and operational areas of the Bank on continuous basis. The audit committee and the Board will regularly reviews the internal audit reports as well as monitor progress of previous findings. However, the Head of Audit being part of internal control & compliance, will report to audit committee of the Board and is responsible to audit committee of the Board.

l. Prevention of Fraud

Fraud and Forgeries are a critical dimension, the banking industry is facing now a days. In order to safeguard the bank from all probable fraud and forgeries that may occur in any respect, the bank will take all possible safety security measures under direct supervision of ICCD. Concurrent audit, internal audit, Board audit etc. will be done periodically along with surprise audit from time to time. Moreover, there are a lot of safety measures initiated at the branch level also. The core banking solution Flora is designed to prevent IT related fraud and forgeries.

2B Compliance with International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs)

The Bank has complied with following IASs & IFRSs as adopted by ICAB during the preparation of financial statements as at and for the year ended 31 December 2025.

Name of IAS/IFRSs	IAS/IFRSs	NO	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	N/A
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	IAS	28	N/A
Interests in Joint Ventures	IAS	31	N/A
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

* Subject to departure described in note 2.1

N/A = Not Applicable

Name of IAS/IFRSs	IAS/IFRSs	NO	Status
Intangible Assets	IAS	38	Applied
Financial Instruments: Recognition and Measurement	IAS	39	*Applied
Investment Property	IAS	40	N/A
Agriculture	IAS	41	N/A
First-time Adoption of International Financial Reporting Standards	IFRS	1	Applied
Share-based Payment	IFRS	2	N/A
Business Combinations	IFRS	3	Applied
Insurance Contracts	IFRS	4	N/A
Non-current Assets Held for Sale and Discontinued Operations	IFRS	5	*Applied
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	Applied
Fair Value Measurement	IFRS	13	*Applied
Regulatory Deferral Accounts	IFRS	14	N/A
Revenue from Contracts with Customers	IFRS	15	Applied
Leases	IFRS	16	*Applied

* Subject to departure described in note 2.1

N/A = Not Applicable

Reporting Period

These financial statements cover the period from 1 January 2025 to 31 December 2025.

Approval of financial statements

The financial statements have been approved by the Board of Directors of the bank in its 52th meeting held on 30 April 2026.

Changes in Accounting Policies

As per IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors" Accounting Policies are applied consistently for comparability between financial statements of different accounting periods. Changes in Accounting Policies are applied retrospectively in the financial statements. Comparative amounts presented in the financial statements affected by the change in accounting policy for each prior period presented.

Disclosure on Credit Rating Information

In accordance with Bangladesh Bank's BRPD Circular No. 06, dated July 5, 2006, and to ensure confidence among investors and other stakeholders regarding the bank's stable operational standing, as well as to protect their interests, Bengal Commercial Bank Plc. undergoes credit assessments by well-recognized credit rating agencies.

A summary of the bank's credit rating as of December 31, 2025, is provided below:

Rating Agency	Long-term Rating	Short-term Rating	Outlook	Valid up to
Credit Rating Information and Services Limited	AA-	ST-2	Stable	June 3, 2027

IFRS 15 - Revenue from Contract with Customers

IFRS 15 “Revenue from Contracts with Customers” replaces IAS 18 Revenue and IAS 11 Construction Contracts. IFRS 15 establishes a more systematic approach for revenue measurement and recognition by introducing a five-step model governing revenue recognition. The five-step model includes: 1) identifying the contract with the customer, 2) identifying each of the performance obligations included in the contract, 3) determining the amount of consideration in the contract, 4) allocating the consideration to each of the identified performance obligations and 5) recognising revenue as each performance obligation is satisfied. The Bank has consistently applied the accounting policies as set out in Note 3 to all periods presented in these financial statements.

General

- (i) Figures relating to the previous year included in this report have been rearranged, wherever considered necessary, to make them comparable with those of the current year without, however, creating any impact on the operating result and value of assets and liabilities as reported in the financial statements for the current year.
- (ii) Figures in these notes and in the annexed financial statements have been rounded off to the nearest Taka.
- (iii) These notes form an integral part of the annexed financial statements and accordingly are to be read in conjunction therewith.
- (iv) These financial statements cover one calendar year from 01 January 2025 to 31 December 2025.

Bengal Commercial Bank PLC.

Notes to the Financial Statements

As at and for the Period ended 31 December 2025

	Notes	31.12.2025 TAKA	31.12.2024 TAKA
3.0 Cash in hand			
Conventional and Islamic Banking			
Cash in hand	3.1	541,097,124	494,609,006
Balance With Bangladesh Bank and its agent Banks	3.2	1,268,775,427	825,964,111
		1,809,872,550	1,320,573,117
3.1 Cash in hand			
Local Currency		536,146,629	486,954,075
Foreign Currency		4,950,495	7,654,931
		541,097,124	494,609,006
3.2 Balance with Bangladesh Bank and its agent Banks			
Conventional and Islamic Banking			
Bangladesh Bank			
Local currency		1,187,853,243	804,953,874
Foreign currencies		72,914,203	15,993,218
		1,260,767,447	820,947,093
Balance with agent banks		8,007,980	5,017,018
		1,268,775,427	825,964,111

3.3 Cash Reserve Requirement (CRR) and Statutory Liquidity Ratio (SLR)

The Cash Reserve Requirement (CRR) and the Statutory Liquidity Requirement (SLR) are maintained in accordance with the section 25 and 33 of the Bank Companies Act 1991 (Amended 2013) and subsequent BRPD Circular No. 11 & 12 dated 25 August 2005, MPD circular no. 02 dated 10 December 2013, MPD circular No. 01 dated 23 June 2014 & DOS Circular Letter No. 23 dated. 07.10.2018, MPD circular No. 03 dated 9 April 2020. Cash Reserve Requirement (CRR) and the Statutory Liquidity Requirement (SLR) and deposits there against with Bangladesh Bank at 31 December 2025 are as follows:

Conventional:

A. Cash Reserve Requirement (CRR)

As per Bangladesh Bank MPD circular no. 03 dated 09 April, 2020 and BRPD(P-3)/744(27)/2020-4086 dated 18 June, 2020, Bank has to maintain 3.50% CRR on daily basis for Domestic Banking Operation (DBO) and 4.00% on bi-weekly basis for Domestic Banking Operation (DBO). CRR requirement is calculated on the basis of weekly Average of Total Demand and Time Liabilities (ATDTL) of the base month which is two months prior to reporting month. The reserve maintained by the Bank as at 31 December 2025 are as follows:

Daily Basis

Average Total Demand and Time Liabilities

17,111,472,806	13,520,773,031
17,111,472,806	13,520,773,031

Required Reserve

DBO (3.5% of of ATDTL) (A)

466,667,000	447,117,000
466,667,000	447,117,000

Actual Reserved Maintained as Per Bangladesh Bank Statement (B)

919,656,370	559,343,310
919,656,370	559,343,310
452,989,370	112,226,310

Surplus (B-A)

Bi-Weekly Bank's CRR Maintenance

Required Reserve

DBO (4% of of ATDTL) (A)

622,222,000	510,990,000
622,222,000	510,990,000

Actual Reserved Maintained as Per Bangladesh Bank Statement (B)

919,656,370	559,343,310
919,656,370	559,343,310
297,434,370	48,353,310

Surplus (B-A)

B. Statutory Liquidity Ratio (SLR)

As per Section 33 of the Bank Company Act, 1991 & MPD circular no. 02 dated December 10, 2013 issued by Bangladesh Bank with effect from February 1, 2014, Bank has to maintain SLR of minimum 13.00% based on weekly Average Total Demand and Time Liabilities (ATDTL) of the base month which is two months prior to reporting month. (i.e. SLR of December 2023 is based on weekly ATDTL of October 2023), according to DOS Circular No. 1 & 26 and BRPD circular No. 31 issued on 19 January 2014, 19 August 2019 and 18 June 2020 respectively for DBO. SLR maintained by the Bank as at 31 December 2025 are as follows:

Required Reserve (13% of ATDTL) for DBO (A)

Actual Reserve Maintained (B)

Surplus(B-A)

C. Components of Statutory Liquidity Ratio (SLR)

Cash in hand

Balance with Agent Bank

Held to Maturity (HTM) Securities

Held for Trading (HFT) Securities

Excess From CRR (4%)

Other Eligible Securities

2,022,223,000	1,660,719,000
2,022,223,000	1,660,719,000
5,287,765,260	3,449,818,500
5,287,765,260	3,449,818,500
3,265,542,260	1,789,099,500
468,759,500	443,611,690
8,007,980	5,017,020
2,306,409,840	1,956,141,299
2,207,153,580	996,695,190
297,434,366	48,353,308
-	-
5,287,765,267	3,449,818,507

As per Bangladesh Bank DOS Circular no. 26 dated 19 August, 2019, cash reserve (if any) in excess of required CRR calculated on bi-weekly basis is considered as an eligible component of Statutory Liquidity Reserve for that particular day.

Islamic:

A. Cash Reserve Requirement (CRR)

As per Bangladesh Bank MPD circular no. 03 dated 09 April, 2020 and BRPD(P-3)/744(27)/2020-4086 dated 18 June, 2020, Bank has to maintain 3.50% CRR on daily basis for Domestic Banking Operation (DBO) and 4.00% on bi-weekly basis for Domestic Banking Operation (DBO). CRR requirement is calculated on the basis of weekly Average of Total Demand and Time Liabilities (ATDTL) of the base month which is two months prior to reporting month. The reserve maintained by the Bank as at 31 December 2025 are as follows:

Daily Basis

Average Total Demand and Time Liabilities

Required Reserve

DBO (3.5% of of ATDTL) (A)

Actual Reserved Maintained as Per Bangladesh Bank Statement (B)

Surplus (B-A)

Bi-Weekly Bank's CRR Maintenance Required Reserve

DBO (4% of of ATDTL) (A)

Actual Reserved Maintained as Per Bangladesh Bank Statement (B)

Surplus (B-A)

6,626,077,366	5,755,727,653
6,626,077,366	5,755,727,653
187,139,000	197,835,000
187,139,000	197,835,000
260,189,751	232,750,350
260,189,751	232,750,350
73,050,751	34,915,350
249,518,000	226,097,000
249,518,000	226,097,000
260,189,751	232,750,350
260,189,751	232,750,350
10,671,751	6,653,350

Notes	31.12.2025 TAKA	31.12.2024 TAKA
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B. Statutory Liquidity Ratio (SLR)

As per Section 33 of the Bank Company Act, 1991 & MPD circular no. 02 dated December 10, 2013 issued by Bangladesh Bank with effect from February 1, 2014, Bank has to maintain SLR of minimum 5.50% based on weekly Average Total Demand and Time Liabilities (ATDTL) of the base month which is two months prior to reporting month. SLR maintained by the Bank as at 31 December 2025 are as follows:

Required Reserve (5.5% of ATDTL) for DBO (A)	343,087,000	310,883,000
	343,087,000	310,883,000
Actual Reserve Maintained (B)	752,033,380	412,734,670
	752,033,380	412,734,670
Surplus (B-A)	408,946,380	101,851,670
C. Components of Statutory Liquidity Ratio (SLR)		
Cash in hand	72,337,630	50,997,320
Balance with Agent Bank		-
Held to Maturity (HTM) Securities		-
Held for Trading (HFT) Securities		-
Excess From CRR (4%)	10,671,750	6,653,353
Other Eligible Securities	669,024,000	355,084,000
	752,033,380	412,734,673

As per Bangladesh Bank DOS Circular no. 26 dated 19 August, 2019, cash reserve (if nay) in excess of required CRR calculated on bi-weekly basis is considered as an eligible component of Statutory Liquidity Reserve for that particular day.

4.0 Balance with other banks and financial institutions Conventional and Islamic Banking

Balance In Bangladesh	4.1	2,444,510,744	4,546,014,906
Balance outside Bangladesh	4.2	208,596,443	65,345,533
		2,653,107,187	4,611,360,439

4.1 In Bangladesh

A. SND/STD Account

Mercantile Bank PLC., Gulshan Branch	1,069,159,334	1,854,903,434
Mercantile Bank PLC., Agrabad Branch	4,907	-
Agrani Bank PLC.	3,020,757	3,024,268
EXIM Bank PLC.	295,847,099	257,266,227
Standard Bank PLC.	870,650,673	1,775,677,056
Shahjalal Islami Bank	5,000	-
NCC Bank PLC.	102,868	200,000
	2,238,790,638	3,891,070,984

B. CD Account

Trust Bank PLC.	3,447,007	4,492,226
Jamuna Bank PLC.	2,273,099	451,695
	5,720,106	4,943,921

C. Term Deposit

National Bank Ltd.	-	200,000,000
Citizen Bank PLC.	200,000,000	100,000,000
Meghna Bank PLC.	-	250,000,000
SBAC Bank PLC.	-	100,000,000
	200,000,000	650,000,000
	2,444,510,744	4,546,014,905

4.2 Outside Bangladesh (NOSTRO Accounts)

AB Bank Limited, Mumbai, India	13,879,763	4,386,273
Axis Bank Limited, Mumbai, India	52,011,452	10,234,019
Mashreq Bank PSC, New York, USA	115,391,532	47,888,156
Mashreq Bank PSC, AED	(2,494,410)	-
Sonali Bank (GBP)	546,880	770,434
Sonali Bank (EURO)	50,930	653,864
AKTIF YATIRIM BANKASI A.S TURKEY (EURO)	323,083	418,283
ZHEJIANG CHOUZHOU COMMERCIAL BANK (USD)	2,939,513	-
Sonali Bank (USD)	25,947,700	994,503
	208,596,443	65,345,533

	Notes	31.12.2025 TAKA	31.12.2024 TAKA
4.3 Maturity grouping of balance with other banks & financial institutions			
On demand		2,453,107,187	3,961,360,438
Not more than three months		200,000,000	650,000,000
More than three months but less than one year		-	-
More than one year but less than five years		-	-
More than five years		-	-
		2,653,107,187	4,611,360,438
5.0 Money at Call and Short Notice			
Call money Lending		-	300,000,000
Short Notice Lending		-	-
		-	300,000,000
5.1 Call Money Lending-To Bank			
Call Money Lending To Bank		-	300,000,000
		-	300,000,000
5.2 Short Notice Lending			
Short Notice Lending to Bank		-	-
Short Notice Lending to NBFIs		-	-
		-	-
6.0 Investment Conventional and Islamic Banking			
(a) Nature Wise			
Held for Trading		2,207,153,580	996,695,191
Held for Maturity		2,306,409,841	1,956,141,298
Others		1,890,344,228	1,193,888,172
		6,403,907,649	4,146,724,661
(b) Claim Wise			
Government Securities	6.1	5,182,786,921	3,308,027,389
Others	6.2	1,221,120,728	838,697,272
		6,403,907,649	4,146,724,661
6.1 Government Securities			
Treasury Bond	6.1.1	4,513,563,421	2,952,836,489
Sukuk Islami Bond		669,024,000	355,084,000
Prize Bond		199,500	106,900
		5,182,786,921	3,308,027,389
6.1.1 Treasury Bond			
Held for Maturity			
Treasury Bond (1 year to 5 years)		410,760,764	410,156,446
Treasury Bond (10 years)		215,300,277	215,410,144
Treasury Bond (15 years)		932,721,347	828,367,977
Treasury Bond (20 years)		747,627,454	502,206,731
		2,306,409,841	1,956,141,298
Held for Trading			
Treasury Bill (90 Days)		(0.00)	944,165,000
Treasury Bill (2 Years)		2,146,775,850	-
Treasury Bond (10 years)		9,232,440	29,882,340
Treasury Bond (15 years)		25,278,930	-
Treasury Bond (20 years)		25,866,360	22,647,851
		2,207,153,580	996,695,191
		4,513,563,421	2,952,836,489

	Notes	31.12.2025 TAKA	31.12.2024 TAKA
6.2 Others (Investment in Other than Govt. Securities)			
Conventional and Islamic Banking			
Corporate Bond	6.2 (a)	120,000,000	160,000,000
Subordinate Bond	6.2 (b)	390,000,000	120,000,000
Perpetual Bond	6.2 (c)	100,000,000	100,000,000
Preference Share	6.2 (d)	150,000,000	-
Ordinary Shares & Mutual Funds		461,120,728	458,697,272
		1,221,120,728	838,697,272
Investment in ordinary shares, mutual funds and preference shares are detailed in Annexure-B			
6.2 (a) Corporate Bond			
Unquoted			
North West Power Generation Company		120,000,000	160,000,000
Jamuna Bank Limited Subordinated Bond-IV		-	-
		120,000,000	160,000,000
6.2 (b) Subordinate Bond			
Unquoted			
Jamuna Bank Limited Sub Bond		90,000,000	120,000,000
NCC Bank Subordinate Bond-2		300,000,000	-
		390,000,000	120,000,000
6.2 (c) Perpetual Bond			
Unquoted			
Mercantile bank		100,000,000	100,000,000
		-	-
		100,000,000	100,000,000
6.2 (d) Preference Share			
Unquoted			
Nitol- Motors Preference Share		150,000,000	-
		-	-
		150,000,000	-
6.3 Maturity-Wise Grouping			
On Demad		461,320,228	458,804,172
Up to 3 months		(0.00)	944,165,000.00
More than 3 months but not more than 1 year		-	-
More than 1 year but not more than 5 year		3,376,560,614	765,240,446
More than 5 years		2,566,026,807	1,978,515,044
		6,403,907,649	4,146,724,661
7.0 Loans & Advances / Investment			
Conventional and Islamic Banking			
Loans, Cash credit & overdraft etc / Investments	7.1	18,019,871,249	15,935,488,300
Bills purchased and discounted		279,872,488	259,830,182
		18,299,743,737	16,195,318,483
7.1 Product Wise Loans and Advances / Investments			
Continuous Loan / Investment		7,495,588,272	7,812,439,423
Term Loan / Investments		5,043,171,937	4,274,340,631
Demand Loan / Investments		5,416,706,888	3,798,631,085
Auto Loan / Investments Staff		64,404,152	50,077,161
		18,019,871,249	15,935,488,300
7.2 Loans, Cash Credits, Overdraft etc.			
Overdrafts		5,212,288,198	5,512,861,957
Demand Loans		4,815,539,613	3,194,686,042
Term Loans		1,710,216,652	1,834,382,721
Staff Loans		64,404,152	50,077,161
Hire Purchase		206,578,283	100,426,329
Cash Credit		199,431,681	180,871,635
Loan Under COVID-19 stimulus Package		-	-
		12,208,458,579	10,873,305,847

	Notes	31.12.2025 TAKA	31.12.2024 TAKA
7.3 Small and Medium Enterprise			
Overdrafts		2,154,911,110	2,150,315,054
Demand Loans		809,997,046	832,166,002
Term Loans		3,122,495,785	2,326,993,275
Loan Under COVID-19		3,881,217	12,538,306
		6,091,285,158	5,322,012,636
7.4 Net Loans and Advances/Investments			
Gross Loans and Advances/Investments		18,299,743,737	16,195,318,483
Less: Interest Suspense		45,559,568	259,217
Less: Provision for Loans and Advances/Investments		227,010,000	134,378,866
		18,027,174,169	16,060,680,400

Classified loans and advances of the banks are categorized as sub-standard, doubtful and bad/loss as per guidelines of the Bangladesh Bank. Interest accrued on Sub-Standard (SS), doubtful and bad/loss loans is recorded as 'interest suspense' and not taken to income. This interest is recognized as income as and when it is realized by the bank.

7.5 Loans and Advances/Investments under the following Broad Categories

Inside Bangladesh

Cash Credits		742,176,933	689,175,671
Overdrafts		6,824,454,056	7,154,872,976
Term Loan		4,859,130,617	4,183,248,130
Hire Purchase		248,445,472	141,169,663
Demand Loans		5,625,536,659	4,026,852,044
		18,299,743,737	16,195,318,483

Outside Bangladesh

Cash Credits		-	-
Overdrafts		-	-
Hire Purchase		-	-
Term Loan		-	-
Time Loan		-	-
		-	-

7.6 Geographic Location wise Portfolio grouping

Urban

Dhaka Division		14,288,010,565	13,210,855,249
Chattogram Division		1,696,136,560	1,333,514,818
Khulna Division		-	-
Sylhet Division		-	-
Barisal Division		4,897,685	-
Rajshahi Division		417,775,640	221,634,540
Rangpur Division		540,642,243	138,658,732
Mymensingh Division		-	-
		16,947,462,693	14,904,663,339

Rural

Dhaka Division		1,060,679,676	1,047,291,100
Chattogram Division		209,482,985	195,568,069
Khulna Division		-	-
Sylhet Division		-	-
Barisal Division		-	-
Rajshahi Division		46,500,160	20,270,402
Rangpur Division		35,618,223	27,525,573
Mymensingh Division		-	-
		1,352,281,044	1,290,655,144

7.7 Loans and Advances/Investments on the basis of significant concentration

7.7.1 Loans and Advances/Investments to Directors, Executives and Others

a) Directors			
Credit Cards		-	-
Others		-	-
		-	-
b) Staff			
Managing Director and CEO		-	-
Executives and Staffs		64,404,152	50,077,161
		64,404,152	50,077,161

	Notes	31.12.2025 TAKA	31.12.2024 TAKA
c) Agriculture		590,414,331	475,046,559
d) Industry			
Food Manufacturing		1,563,725,948	1,990,786,005
Bevarage and Industry		-	-
RMG Industry		1,084,123,534	1,017,388,210
Textile Industry		894,177,909	913,798,113
Wood Cork and Allied Products		-	-
Furniture and Fixtures		364,760,712	3,840,089
Paper and Paper Products		831,618,086	789,484,104
Leather and Leather Products		601,535,128	320,238,476
Rubber And Plastic Industries		406,381,707	346,338,613
Chemical and Chemical Products		679,872,713	569,192,161
Basic Metal Products		525,923,057	570,545,345
Electrical Machinery and Apparatus		96,259,350	113,169,259
Pharmaceutical		139,280,403	199,165,000
Ship Building		-	-
Ship Breaking		-	-
Other Manufacturing Industries		3,911,032,680	2,871,303,344
Others		2,086,119,500	1,665,621,356
		13,184,810,729	11,370,870,075
e) Constructions		278,451,657	922,624,933
f) Power, Gas, Water and Sanitary Services		8,084,601	9,971,012
g) Trade Services		2,520,691,270	1,660,538,810
h) Housing Services		240,596,447	252,412,149
i) Transport, Storage and Communication		22,103,430	18,206,820
j) Banking and Insurance		-	-
k) Professional and Misc. Services		1,390,187,120	1,435,570,964
		18,299,743,737	16,195,318,483

7.8 Detail of Large Loan/Investments

Number of clients with amount outstanding (Funded and Non Funded) and classification status to whom loans and advances sanctioned are 10% or more of the total regulatory capital of the Bank. Total capital of the bank was Taka 5,805,502,230

Number of Clients	39	33
Amount of Outstanding loans and Advances	6,742,446,717	5,490,220,644

Client Wise Details are Given Below:

Amount in Million

Name of the Client	Sanction Limit	Outstanding		Total	Classification Status
		Funded	Non-Funded		
MUTUAL FOOD PRODUCTS LTD.	5.75	5.04	-	5.04	STD
MUTUAL MILK PRODUCTS LIMITED	10.00	2.11	-	2.11	STD
MUTUAL TRADING COMPANY LTD	5.00	4.98	-	4.98	STD
AZIM UDDIN AHMED	27.00	20.35	-	20.35	STD
ARLA FOODS BANGLADESH LIMITED	98.00	3.46	1.90	5.36	STD
ALPHA CARBON TECHNOLOGY LTD.	39.91	13.71	10.07	23.78	STD
ALCA INDUSTRIES LTD.	15.50	-	-	-	STD
MEGHNA AUTOMOBILES LIMITED	28.00	-	2.46	2.46	STD
MEGHNA CAR MANUFACTURING LIMITED	32.00	17.94	1.02	18.96	STD
M & U CYCLES LIMITED	10.50	-	-	-	STD
DBL CERAMICS LIMITED	77.00	79.79	-	79.79	STD
DBL DREDGING LIMITED.	23.00	-	22.36	22.36	STD
HABIGANJ AGRO LIMITED	40.00	20.21	-	20.21	STD
PRAN DAIRY LIMITED	20.00	-	-	-	STD

Name of the Client	Sanction Limit	Outstanding		Total	Classification Status
		Funded	Non-Funded		
ACI FORMULATIONS LIMITED	85.00	67.99	5.55	73.54	STD
GOLAM RABBANI CONSTRUCTION LTD.	85.05	-	22.03	22.03	STD
SHAH CEMENT INDUSTRIES LTD.	77.29	62.79	-	62.79	STD
DHAKA CONCRETE	60.00	11.70	-	11.70	STD
AKIJ POLY FIBRE INDUSTRIES LIMITED	93.17	61.96	-	61.96	STD
AKIJ SHIPPING LINE LIMITED	2.20	-	2.20	2.20	STD
BONGO TRADERS LTD	44.00	-	-	-	STD
M/S THE SUCCESSORS	-	-	-	-	STD
AKIJ CEMENT COMPANY LIMITED	8.63	4.45	-	4.45	STD
AKIJ ISPAT LIMITED	-	-	-	-	STD
DAILY TRADING COMPANY LTD.	-	-	-	-	STD
AKIJ ESSENTIALS LIMITED	-	-	-	-	STD
SOUTH ASIA TRAVEL AND HAJJ SERVICE	45.00	-	25.00	25.00	STD
ATASHI TRADING COMPANY	6.72	-	6.72	6.72	STD
NITOL MOTORS LTD.	40.00	23.90	-	23.90	STD
NITA COMPANY LIMITED	40.00	19.91	4.80	24.71	STD
URMEE KNITWEAR LIMITED	70.00	8.13	-	8.13	STD
SPARROW GREENTECH PVT LTD	102.00	11.34	-	11.34	STD
APEX FOOTWEAR LIMITED (UNIT-2)	85.00	59.95	-	59.95	STD
SMILE FOOD PRODUCTS LIMITED	70.00	51.64	-	51.64	STD
SM ACCESSORIES LIMITED	78.20	50.89	14.62	65.52	SMA
CITY SUGAR INDUSTRIES LIMITED.	105.00	26.85	-	26.85	STD
HOSHENDI ECONOMIC ZONE LIMITED		28.08	-	28.08	SMA
CITY POLYMERS LIMITED		6.29	-	6.29	STD
RUPSHI FOODS LIMITED		10.79	7.48	18.27	STD

Note: Large exposures has been calculated on the basis of BRPD Circular No 01, dated 16 January 2022.

Notes	31.12.2025 TAKA	31.12.2024 TAKA
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7.9 Classified and Unclassified Loans and Advances

Unclassified

Standard

Special Mentioned Accounts (SMA)

Classified

Sub-Standard

Doubtful

Bad/Loss

	18,140,001,414	16,065,793,318
	16,832,971,561	15,801,753,017
	1,307,029,853	264,040,301
	159,742,323	129,525,165
	36,819,202	85,658,377
	83,345,607	38,703,059
	39,577,514	5,163,730
	18,299,743,737	16,195,318,483

7.10 Sector-Wise Allocation of Loans and Advances/Investments

Government

Private

Agriculture

Industry

Service Industry

Agro-Based Industry

Commerce and Trade

Consumer Credit

Others

Total

	590,414,331	176,445,479
	9,337,831,955	7,749,557,496
	2,386,674,587	2,606,453,108
	1,715,942,209	1,907,036,361
	2,520,691,270	1,660,538,810
	838,296,460	861,560,896
	909,892,926	1,233,726,334
	18,299,743,737	16,195,318,483

Notes	31.12.2025 TAKA	31.12.2024 TAKA
7.11 Securities Wise Loans and Advances/Investments Including Bills Purchased and Discounted		
Collateral of Moveable/Immoveable Assets	6,652,176,489	5,311,536,801
Local Banks and Financial Institutions Guarantee	-	-
Fixed Deposit Receipts (FDR)	3,132,933,688	2,587,282,730
FDR of Other Banks	-	-
Personal Guarantee and Other Securities	4,794,115,141	4,396,706,952
Other Securities	3,649,069,435	3,851,687,492
Without Securities	71,448,984	48,104,508
	18,299,743,737	16,195,318,483
7.12 Particulars of Loans and Advances/Investments		
Loans considered good in respect of which the banking company is fully & partly secured.	9,785,110,177	7,898,819,531
Loans considered good against which the banking company holds no security than the debtors personal guarantee.	71,448,984	48,104,508
Loans considered good secured by the personal undertakings of one or more parties in addition to the personal guarantee of the debtor.	8,443,184,576	8,248,394,444
Loans adversely classified, provision not maintained there against.	-	-
	18,299,743,737	16,195,318,483
Loans due by directors or officers of the banking company or any of them either separately or jointly with any other person	-	-
Loans due by companies or firms in which the directors of the banking company have interests as directors, partners, or managing agents or in case of private companies, as members	-	-
Maximum total amount of advances 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 severally or jointly with any other person	-	-
Maximum total amount of Investments including temporary Investment granted during the period to the companies or firms in which the directors of the banking company are interested as directors, partners or managing agents or in the case of private companies as members	-	-
Due from banking companies	-	-
Amount of Classified Loan on which interest has not been	-	-
a) (Decrease)/ Increase in provision	-	-
Amount of Debts written off	-	-
Amount realised against loan previously written off	-	-
c) Interest creditable to the interest suspense account.	-	-
Cumulative amount of the written off loan	-	-
Opening Balance	-	-
Amount Written off during the year	-	-
The amount of written off loans for which law suits have been filed	-	-
	18,299,743,737	16,195,318,483

7.13 Particulars of Required Provisions for Loans and Advances/Investments

Status	Base for Provision	Required Provision (%)	Required Provision 2025 (Amount)	Required Provision 2024 (Amount)
Unclassified				
Agricultural Credit	589,301,587	1.00%	5,893,016	-
All Unclassified Loans (Other than Cottage, Micro and Small Financing, Consumer Financing, Housing and Loans for Professionals)	-	1.00%	-	104,868,170
CMSME Financing (Cottage, Micro and Small)	3,198,479,031	0.50%	15,992,395	11,510,238
CMSME Financing (Medium)	1,861,571,700	1.00%	18,615,717	-
Housing Finance	199,538,937	1.00%	1,995,389	2,309,283
Loans to Professionals	-	1.00%	-	-
Loans to BHs/MBs/SDs against Shares	-	1.00%	-	3,122,431
Industrial Credit	7,376,630,464	1.00%	73,766,305	-
Service Sector Credit	686,953,219	1.00%	6,869,532	-
Trade & Commerce Sector Credit	2,338,111,026	1.00%	23,381,110	-
Consumer Finance	448,565,674	1.00%	4,485,657	3,174,738
Credit Card	68,303,026	1.00%	683,030	-
Staff Loan	64,404,152	0.00%	-	-
SMA (Same as UC i.e. 0.5%, 5%)	1,307,029,853	0.5% and 5.00%	53,565,141	1,586,784
Sub Total	18,138,888,670		205,247,292	126,571,645

As the bank was incorporated after the COVID-19, special general provision COVID-19 is not maintained in this regard.

			Notes	31.12.2025 TAKA	31.12.2024 TAKA
Classified					
Substandard	7,997,924	20%		1,599,585	2,282,843
Doubtful	32,613,409	50%		16,306,704	4,618,320
Bad Loan	23,908,585	100%		23,908,585	774,559
Sub Total				41,814,874	7,675,722
Provision Required (Short Term Agricultural & Micro Credit)					
Unclassified				-	-
Standard (Short Term Agri/ Micro Credit)	1,112,744	0.50%		5,564	128,346
Classified					
SubStandard (Short Term				-	-
Doubtful (Short Term Agri/Micro Credit)				-	-
Bad Loan (Short Term Agri/Micro Credit)				-	-
Sub Total					
Total Required Provision for				247,067,730	134,378,866
Total Provision maintained (Note: 13.1.1)				248,471,701	134,378,866
Excess Provision over minimum required provision prescribed by Bangladesh Bank					
				1,403,972	-

Provision for loans and advances is created for covering the bank for possible loan losses in the future. General provision is made on outstanding loans and advances without considering the quality of loans and advances according to the prescribed rate of Bangladesh Bank. Classified loans and advances of the banks are categorized as sub-standard, doubtful and bad/loss as per guidelines of the Bangladesh Bank.

Provision for off-balance sheet items is made as per BRPD circular No. 8 of 7 August 2007 and 18 September 2007 for covering the bank for possible losses on off-balance sheet items in the future.

7.14 Provision made for funded exposures only (Other than short term Agriculture & Micro Credit)

Unclassified				
Standard			151,682,151	125,176,878
SMA			54,531,521	1,397,919
Classified				
Substandard			1,599,585	2,282,843
Doubtful			16,306,704	4,618,320
Bad or Loss			24,346,176	774,559
Provision made for funded exposures only (Other than short term Agriculture & Micro Credit (Note # 13.1.1))			248,466,138	134,250,519
Provision Made : (Short Term Agriculture & Micro Credit)				
SubStandard (Short Term Agri/Micro Credit)			5,564	128,347
Doubtful (Short Term Agri/Micro Credit)				-
Bad or Loss (Short Term Agri/Micro Credit)				-
Grand Total			248,471,701	134,378,866

7.15 Particulars of provision for Off-Balance Sheet items

Particulars	Base for Provision	Required Provision (%)	Required Provision 2025 (Amount)	Required Provision 2024 (Amount)
Acceptance & Endorsement	736,886,431	1%	7,368,864	6,506,429
Letter of Guarantee	1,658,681,119	1%	16,586,811	6,955,840
Irrevocable Letters of Credit	2,436,313,715	1%	24,363,137	15,950,025
Bill for Collection	899,481,974	0%	-	-
Other Commitment		1%	-	-
Required Provision for Off-Balance Sheet Items		-	48,318,813	29,412,293
Provision Maintained (Note: 13.1.3)		-	48,400,000	29,415,000
Excess Provision over minimum required provision prescribed by Bangladesh Bank			81,187	2,707

Notes	31.12.2025 TAKA	31.12.2024 TAKA
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7.16 Disclosure of Document Verification System:

As per Bangladesh Bank BRPD circular No: 04 and 35, dated January 04, 2021 and July 06, 2021 respectively instructions have been given to verify the audited financial statements of loan applicants through Document Verification System (DVS), a system developed by Institute of Chartered Accounts of Bangladesh (ICAB). Financial Reporting Council (FRC) also vide letter No: 178/FRC/APR/2021/27(10) dated 5th December given the same instruction. Bengal Commercial Bank PLC. has taken necessary initiatives to comply with the instruction of Bangladesh Bank and FRC and the implementation of the system is in progress.

7.17 Bill Purchased and Discounted under the following board categories

Inside Bangladesh	279,872,488	259,830,182
Outside Bangladesh	-	-
	279,872,488	259,830,182

7.18 Maturity wise grouping of loans and Advances

Payable on Demand	1,689,588,748	1,824,246,516
Not More than 3 Months	2,893,211,103	3,759,941,860
More than 3 month but not more than 1 year	8,626,234,100	5,424,268,482
More than 1 year but not more than 5 year	3,126,933,048	3,745,965,545
More than 5 Years	1,963,776,737	1,440,896,079
	18,299,743,737	16,195,318,483

8.0 Fixed assets including premises, furniture & fixture.

Conventional and Islamic Banking

A Cost

Furniture and fixtures	184,248,521	181,116,344
Office Equipment	98,764,123	90,195,052
Computer & equipments	131,326,455	129,876,727
Vehicles	43,956,406	39,193,086
	458,295,505	440,381,208

B Intangible Assets

Software	32,600,289	27,584,500
Total Cost of Tangible and Intangible Assets	490,895,794	467,965,708
Less: Accumulated depreciation & amortization	277,840,266	214,216,071
Written down value at the end of the year	213,055,528	253,749,638

Lease Assets-Premises

Right of use Assets	770,262,311	770,262,311
Less: Accumulated Depreciation	629,626,763	514,415,159
	140,635,548	255,847,152
Net Book Value at the end of the year	353,691,076	509,596,790

Fixed assets schedules on standalone basis are shown in Annexure-C.

The bank's management has chosen to adopt a straight-line depreciation approach for its fixed assets, utilizing specific fixed rates. In response to the current condition of the bank's fixed assets, management has opted to amend the depreciation rate within the financial year, adhering to the straight-line method for fixed assets. Comprehensive details regarding this revision are outlined in the policy note- 2.10.

8.1 Right of use of assets (Lease assets)

Present value of Lease liabilities (obligation)	158,380,596	336,353,016
Initial payment (advance rent)	611,881,715	433,909,295
	770,262,311	770,262,311

The Cost of the Right of Use Assets includes the Lease Liability which is the present value of Lease Payments less incentive, plus initial direct payments and dismantling cost etc. The Right of Use Assets measured at Cost less Accumulated Depreciation. IFRS 16 Leases is complied at the time of calculation of Right of Use of Assets.

9.0 Other assets

Conventional and Islamic Banking

Income Generating

Interest/Profit Receivable	299,592,825	202,014,677
Profit Receivable from Govt. Securities	2,621,704	1,240,829
	302,214,529	203,255,505

	Notes	31.12.2025 TAKA	31.12.2024 TAKA
Non-Income Generating			
Stock of Stationery & Stamps		2,054,398	1,474,947
Account with Stock Broker		3,608,571	5,809,117
Furniture and Fixtures - Residence		7,903,166	-
Advance Rent		30,352,656	23,166,746
Security Deposit		50,125	50,125
Suspense Account	9.1	91,671,065	67,510,404
Advance to Vendors		7,166,266	5,306,380
Advance Insurance		2,609,690	6,223,215
Adjusting A/C Debit Balance		1,944,241	15,411,197
EFTN Inward Receivable		17,608	188,439
Advance Tax	9.2	695,875,459	278,671,832
		843,253,244	403,812,402
		1,145,467,773	607,067,908
9.1 Suspense accounts			
Advance against expenses		91,671,065	67,510,404
		91,671,065	67,510,404
9.1.1 The Detail Breakup of unadjusted suspense accounts are given below:			
Less than 03 Months		90,632,565	66,398,862
03 Months to Less than 06 Months		963,500	799,055
06 Months to Less than 09 Months		-	116,247
12 Months and above		75,000	196,240
		91,671,065	67,510,404
9.2 Advance tax paid			
Conventional and Islamic Banking			
Balance at the beginning of the year		278,671,832	181,186,573
Paid during the year		417,203,627	97,485,259
		695,875,459	278,671,832
9.3 Interest/Profit Receivable			
Interest Receivable on Subsidiary Receivable Account	9.3 (a)	8,818,405	8,794,944
Interest Receivable on Balance with Other Banks	9.3 (b)	144,723,040	115,611,282
Interest Receivable on Other than Government Securities	9.3 (c)	6,797,767	2,618,542
Interest Receivable on Treasury Bond		139,253,613	74,989,909
		299,592,825	202,014,677
9.3 (a) Interest Receivable on Subsidiary Receivable Account			
Interest Recv. Under SME Stimulus Finance		1,646,970	1,646,970
Interest Receivable under Working Capital Stimulus Package		2,463	2,463
Subsidiary Recv. on Agri Short-Term Loan Import Substitute Crop		21,771	15,717
Int. Rec. on CMSME		17,407	-
Interest Recv. on COVID19 Special loan package		7,129,795	7,129,795
		8,818,405	8,794,944
9.3 (b) Interest Receivable on Balance with Other Banks			
SND Account		142,111,111	107,058,720
FDR Account		2,569,444	8,509,722
FCY		42,484	42,840
Int. Receivable on Short Notice Lending to Banks		-	-
		144,723,040	115,611,282
9.3 (c) Interest Receivable on Other than Government Securities			
Int. Receivable on Subordinate Bond		3,116,712	-
Int. Receivable on Corporate Bond		2,088,587	2,328,262
Interest Receivable on Call Lending		-	290,278
Interest Receivable on Preference Shares		1,592,466	-
Int Receivable from Perpetual Bond		2	2
		6,797,767	2,618,542
9.4 Maturity Wise Grouping of Other Assets			
Up to 6 Months		400,662,782	283,116,677
Over 6 Months to 1 Year		10,548,586	21,866,288
Over 1 Year to 4 Years		734,206,281	302,034,818
Above 4 Years		50,125	50,125
		1,145,467,773	607,067,908
9.5 Classification Status of Other Assets			
Unclassified		1,145,392,773	606,755,421
Doubtful		-	116,247
Bad/Loss		75,000	196,240
		1,145,467,773	607,067,908

10.0 Non-Banking Assets

Non-banking assets are those acquired by the banks in settlement of their debts. When a borrower express his inability to repay the loan in cash, and instead offers to the bank an asset including an asset given as collateral security like property to the bank to purchase in settlement of their dues, such assets when purchased by the banks are called as non banking assets. As on 31.12.2025 there was no Non-Banking assets.

11.0 Borrowings from other banks, financial institutions & agent.

Conventional and Islamic Banking

In Bangladesh

Out Side Bangladesh

11.1 Borrowings from other banks, financial institutions & agent.

Conventional and Islamic banking

Off-shore banking unit

11.2.1 In Bangladesh

Borrowing from Bangladesh Bank

BB Refinance agst. Stimulus - Corporate

BB Refinance agst. Stimulus - SME

Bangladesh Bank EDF Deposit-USD

Int. payable on Borrowing from BB & Others

Borrowing from Other Banks

Term Borrowings from Banks

CITIZENS BANK PLC.

Shimanto Bank PLC.

Int. payable on Short Notice Borrowings from Banks

11.2.1.1 Int. payable on BB Refinance agst. Stimulus

Borrowing from Bangladesh Bank

Int. payable on BB Refinance agst. Stimulus - Corporate

Int. payable on BB Refinance agst. Stimulus - SME

11.1.2 Off-shore banking unit

Bengal Commercial Bank PLC.

11.2 Security Against Borrowing from Other Banks and Financial Institutions and Agents

Secured (Treasury Bill)

Unsecured

11.3 Maturity Grouping of Borrowings from other banks, financial institutions & agent.

Payable on demand

Payable within one month

Over one month but within six months

Over six month but within one year

Over one year but within five years

Over five years but within ten years

11.4 Disclosure Regarding REPO Transaction of the bank are given as per Bangladesh Bank DOS Circular No. 6, dated July 15, 2010

a. (i) Disclosure Regarding REPO Outstanding REPO as on 31 December

SL #	Counter Party Name	Agreement Date	Reversal Date	Amount (Taka)
1	Bangladesh Bank	30.12.2025	13.01.2026	516,361,786

(ii) Disclosure Regarding Outstanding Reverse REPO as on 31 December

SL #	Counter Party Name	Agreement Date	Reversal Date	Amount (Taka)
-	-	-	-	-

b. Disclosure Regarding Overall Transaction of REPO & Reverse REPO

Particulars	Minimum Outstanding During the Year	Maximum Outstanding During the Year	Daily Average Outstanding During the Year
Securities Sold Under Repo			
i. With Bangladesh Bank			
ii. With Other Bank & FIS			
Securities Purchased under Reverse Repo			
i. With Bangladesh Bank			
ii. With Other Bank & FIS			

Notes	31.12.2025 TAKA	31.12.2024 TAKA
11.1	438,540,216	673,581,076
	-	-
	438,540,216	673,581,076
11.2.1	438,442,356	673,581,076
11.1.2	97,859	-
	438,540,216	673,581,076
11.2.1.1	-	-
	423,491,571	561,935,103
	11,348	-
	15,014,299	10,000,000
	438,517,218	571,935,103
	-	100,000,000
	-	100,000,000
	-	-
	(74,861)	1,645,972
	-	-
	(74,861)	101,645,972
	438,442,356	673,581,076
11.2.1.1.1	-	-
	15,014,299	10,000,000
	15,014,299	10,000,000
11.1.2	97,859	-
	-	-
	97,859	-
	-	-
	438,517,218	571,935,103
	438,517,218	571,935,103
11.3	-	-
	-	-
	438,517,218	571,935,103
	-	-
	-	-
	-	-
	438,517,218	571,935,103

	Notes	31.12.2025 TAKA	31.12.2024 TAKA
12.0 Deposits and other accounts			
Conventional and Islamic Banking			
Deposit from Customers	12.1	21,716,101,049	20,783,411,778
Deposit from Banks & NBFIs	12.2	1,904,000,397	200,000,000
		23,620,101,446	20,983,411,778
12.1 Deposit from Customers			
Current / Al-Wadiah current Deposit and other accounts	12.1.1	3,772,328,401	3,200,512,463
Bills Payable		207,759,232	57,711,213
Savings / Mudaraba Savings Bank Deposit	12.1.2	2,006,941,166	2,654,081,767
Fixed / Mudaraba Term Deposits	12.1.3	15,345,969,331	14,473,430,229
Other Deposit	12.1.4	383,102,920	397,676,106
		21,716,101,049	20,783,411,778
12.1.1 Current / Al-Wadiah current Deposit and other accounts			
Current / Al-Wadiah current Deposit		2,665,195,487	2,147,280,774
Exporters' Retention Quota(ERQ) Account		13,740,100	8,293,068
Positive Balance On OD		25,431,593	96,599
Accrued Interest/Profit		371,106,682	439,516,124
Margin on Facilities		667,606,927	537,369,041
FC Held		29,247,612	67,956,857
		3,772,328,401	3,200,512,463
12.1.1 (a) Accrued Interest			
Int.Payable on Bengal Fixed Deposit-100 Days		392,771	405,669
Int.Payable on Bengal Fixed Deposit Account-200 Days		706,500	-
Int.Payable on Bengal Fixed Deposit Account - 3 Months		92,142,192	90,935,273
Int.Payable on Bengal Fixed Deposit Account - 6 Months		48,033,675	39,456,797
Int.Payable on Bengal Fixed Deposit Account - 01 Year		134,704,846	237,723,782
Int.Payable on Bengal Fixed Deposit Account - 02 Years		88,708	76,482
Int.Payable on Bengal Fixed Deposit Account - 03 Years		46,402	78,160
Int. Payable on Bengal Monthly Earning Fixed Deposit Ac-01 Year		7,644,279	3,473,212
Int. Payable on Bengal Monthly Earning Fixed Deposit Ac-02 Year		24,225	5,200
Int.Payable on Bengal Double Benefit Fixed Deposit Account		59,875,479	54,695,802
Int. Payable on Bengal Advance Earning Deposit Ac-01 Years		1,050	1,050
Interest/Profit Payable on SND/MSND		27,270	-
Interest/Profit Payable on Savings Deposit		1,209	8,883
Interest Payable on FCY Deposit		-	-
Int. Payable on Bengal Monthly Earning Fixed Deposit Ac-02 Years		146,616	70,572
Int. Payable on Bengal Monthly Earning Fixed Deposit Ac-03 Years		1,512,241	617,967
Int. Payable on Bengal Monthly Earning Fixed Deposit Ac-05 Years		3,360,875	712,881
Profit Payable on Mudaraba Waqf Deposit		32,261	20,005
Profit on Cash Waqf		627,697	531,808
Interest Payable on FCY		486,344	486,723
Int. Payable on Bengal Fixed Deposit- 90 Days		183,333	-
Int. Payable on Bengal Fixed Deposit- 31 Days		666,667	-
Interest Payable On Repo		20,213,762	9,941,195
Int. Payable on Bengal Fixed Deposit- 1 Month		188,281	274,666
		371,106,682	439,516,124
12.1.2 Saving Bank Deposit			
Saving Bank Deposit		865,525,355	772,533,274
Special Notice Deposit		1,133,613,205	1,873,930,075
Mudaraba Waqf Deposit		7,802,605	7,618,418
		2,006,941,166	2,654,081,767
12.1.3 Fixed Deposit			
Fixed Deposit		14,844,795,792	14,145,971,290
Deposit Under Scheme		501,173,539	327,458,939
		15,345,969,331	14,473,430,229
12.1.4 Other Deposit			
Sundry Deposit	12.1.4 (a)	218,680,219	193,599,325
Settlement Account		20,675,714	10,303,093
Others		143,746,987	193,773,688
		383,102,920	397,676,106
12.1.4 (a) Sundry deposits			
SME Foundation Pre-finance Scheme		57,700,545	81,537,155
Security Deposit		8,241,402	9,903,908
Withholding Tax Payable		55,438,800	31,282,446
Withholding VAT Payable		8,528,029	7,402,065
Excise Duty		27,557,050	23,067,150
Others		61,214,393	40,406,600
		218,680,219	193,599,325

12.2 Deposit from Inter Bank**Fixed Deposit**

Rajshahi Krishi Unnayan Bank

Jamuna Bank PLC.

United Commercial Bank PLC

Short Notice Deposit

First Security Islami Bank PLC

Standard Bank PLC

Current Deposit

Bangladesh Development Bank PLC.

12.3 Demand and Time Deposits**A. Demand Deposits**

Current / Al-Wadiah current Deposits

Saving / Mudaraba Savings Deposits (10% of Total Saving Deposit)

Sundry Deposit

Bills Payable

Other Demand Deposit

B. Time Deposits

Saving / Mudaraba Savings Deposits (90% of Total Saving Deposit)

Fixed / Mudaraba Term Deposit

Deposit Pension Scheme

Speical Notice Deposit

Security Deposit

Others Time Deposit

Total Demand and Time Deposit**12.4 Maturity wise Grouping of Deposits and Other Accounts****Inter- Bank Deposits**

Payable on demand

Payable within one month

Over one month but within six months

Over six month but within one year

Over one year but within five years

Over five years but within ten years

Other Deposits

Payable on demand

Payable within one month

Over one month but within six months

Over six month but within one year

Over one year but within five years

Over five years but within ten years

12.5 Sector-wise deposits

Government

Semi-Government

Deposit from Banks

Other Public

Foreign Currency Deposits

Private

Notes	31.12.2025 TAKA	31.12.2024 TAKA
	-	200,000,000
	600,000,000	-
	200,000,000	-
	800,000,000	200,000,000
	89,243	-
	1,103,900,819	-
	1,103,990,062	-
	10,335	-
	10,335	-
	1,904,000,397	200,000,000
	3,772,328,401	3,200,512,463
	87,332,796	78,015,169
	152,738,271	102,158,262
	207,759,232	57,711,213
	164,422,701	204,076,781
	4,384,581,401	3,642,473,888
	785,995,164	702,136,523
	16,748,796,189	14,345,971,290
	501,173,539	327,458,939
	1,133,613,205	1,873,930,075
	8,241,402	9,903,908
	57,700,545	81,537,155
	19,235,520,045	17,340,937,890
	23,620,101,446	20,983,411,778
	1,104,000,397	200,000,000
	-	-
	800,000,000	-
	-	-
	-	-
	-	-
	1,904,000,397	200,000,000
	5,408,162,885	4,890,465,393
	399,789,498	411,775,887
	10,130,148,551	9,341,667,917
	3,954,480,726	4,758,981,051
	875,901,442	498,577,541
	947,617,947	881,943,989
	21,716,101,049	20,783,411,778
	23,620,101,446	20,983,411,778
	284,310,503	479,289,513
	-	-
	1,904,000,397	200,000,000
	1,603,478,526	1,290,875,367
	15,472,843	10,359,283
	19,812,839,176	19,002,887,616
	23,620,101,446	20,983,411,778

13.0 Other Liabilities

Conventional and Islamic Banking

Provision for Loans and Advances / Investments (General)	13.1.1	206,219,236	126,703,145
Provision for Loans and Advances / Investments (Specific)	13.1.2	42,252,465	7,675,722
Provision for Off Balance Sheet Items	13.1.3	48,400,000	76,75,000
Provision for diminution in value of Investment	13.1.4	191,546,120	109,392,285
Payable to Vendors		7,158,019	7,158,019
Acc. Amortization on Furniture & Fixtures- Residence		3,139,652	-
Adjusting Account Credit Balance		21,596,150	73,853,564
Provision for Climate Risk Fund	13.2	738,966	500,000
Provision for Other Assets	36.1	504,400	293,364
Provision for Start-up Fund	13.3	10,026,032	6,302,828
Compensation Receivable		1,018,175	-
Compensation Realized		82,505,000	-
Lease Liabilities (IFRS 16)	13.4	158,380,596	253,578,172
Interest suspense account	13.5	45,818,784	259,217
Provision for Tax	13.6	181,410,934	147,329,183
Deferred Tax Liability/(Assets)	13.7	(31,598,122)	(9,122,722)

Notes	31.12.2025 TAKA	31.12.2024 TAKA
	969,116,407	753,337,776

13.1 Provisions for Loans and Advances / Investments

Conventional and Islamic Banking

Provisions for loans and advances in based on instructions contained in Bangladesh Bank BRPD circulars/letters no. 16 dated 06 December 1998, 9 dated 14 May 2001, 9 and 10 dated 20 August 2005, 8 dated 07 August 2007, 10 dated 18 September 2007, 14 dated 23 September 2012, 19 dated 27 December 2012, 5 dated 29 May 2013, 16 dated 18 November 2014, 8 dated 02 August 2015, 12 dated 20 August 2017, 15 dated 27 September 2017, 01 dated 03 January 2018, 01 dated 20 February 2018, 01 dated 06 February 2019, 03 dated 21 April 2019 and 05 dated 16 May 2019.

13.1.1 General Provision

Balance as at 1st January

Add: Provision made during the year

126,703,145	117,090,000
79,516,091	9,613,145
206,219,236	126,703,145

13.1.2 Specific Provision

Balance as at 1st January

Add: Provision made during the year

7,675,722	-
34,576,744	7,675,722
42,252,465	7,675,722

13.1.3 Provision on Off-Balance Sheet Exposures

Balance as at 1st January

Add: Provision made during the year

29,415,000	40,383,000
18,985,000	(10,968,000)
48,400,000	29,415,000

Total Provision for loans and Advance/Investments and Off-Balance Sheet Exposures

296,871,701	156,118,145
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13.1.4 Provision for Diminution of value of Shares and Securities

Balance as at 1st January

Add: Provision made during the year

109,392,285	50,544,527
82,153,835	58,847,759
191,546,120	109,392,285

Provision for diminution (gain net off) of value of quoted Shares has been made as per DOS Circular No: 04, Dated November 2011 and provision for mutual fund (close-end) has been calculated as per DOS circular no. 03, dated 12 March 2015 of Bangladesh Bank.

13.2 Provision for Climate Risk Fund

Climate Risk Fund was maintained in compliance with the Bangladesh Bank GBSRD Circular NO: 04 dated 09.07.2015. Additional provision for Climate Risk Fund in the year 2025 is Tk.

Opening Balance

Add: Provision made during the year

Closing Balance

500,000	500,000
238,966	-
738,966	500,000

13.3 Provision for Start-Up Fund

According to SMESPD Circular no. 04 dated March 29, 2021 and SMESPD Circular letter no. 05, Dated April 26, 2021, Schedule Bank will form start Up fund for extending Loan/Refinance facilities view to creation of New Entrepreneur and self-employment in the country. The basis of Start Up is the 1% of net profit of that concern year and Bank will extend credit to that amount for prospective client as mentioned in the circular.

	Notes	31.12.2025 TAKA	31.12.2024 TAKA
Opening Balance		6,302,828	-
Add: Provision made during the year		3,723,204	6,302,828
Closing Balance		10,026,032	6,302,828

13.4 Lease Liabilities (Present value of lease payments)

The bank recognised lease liabilities which is present value of lease payments to be made over the lease term from the date of Contract with the Lessor. The lease payments include fixed and variable lease payment (less any adjustment for initial payment), and amount is expected to be paid under residual value of guarantees. The lease payments also include the exercise price of purchase option reasonably certain to be exercised by the bank and payment of penalties for terminating the lease. The lease payment has been discounted using maximum deposit rate fixed by the Government of Bangladesh which is 6% per annum. The amount of VAT and TAX due is included in Withholding VAT Payable and Withholding TAX Payable and deducted from Lease Liability.

Opening Balance		254,073,061	336,353,016
Add: Addition During the Year		-	-
Add: Interest Charge during the year		12,163,822	17,530,414
Less: Payment made during the year		99,810,369	99,810,369
Balance as at 31 December		166,426,514	254,073,061
Lease Liabilities - Non Current Portion		166,426,514	254,073,061
Lease Liabilities - Current Portion		-	-
		166,426,514	254,073,061

The Lease Liabilities - Current Portion comprises Lease Liability payable in the next Twelve (12) months, plus any interest accrued, plus any unpaid rent and unpaid advance rent to lessor.

13.5 Interest suspense account

Opening Balance		259,217	-
Add: Provision made during the year		45,559,568	259,217
Less: Adjustment made during the year		-	-
Balance as at 31 December		45,818,784	259,217

13.6 Provision for Current Tax

Opening Balance		147,329,183	77,231,875
Add: Provision made during the year		34,081,750	70,097,308
		181,410,934	147,329,183
Less: Adjustment made during the year		-	-
Balance as at 31 December		181,410,934	147,329,183

Corporate tax position of the Bank has been presented in Annexure D.

13.6.1 Provision for Current Tax Made during the year

Estimated total provision required during the year		34,081,750	70,097,308
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13.7 Deferred Tax Liability (Net of Asset)

Balance at the beginning of the year		(9,122,722)	494,437
Add: Provision made during the year	13.7.1	(22,709,577)	(9,617,159)
		(31,832,299)	(9,122,722)

13.7.1 Deferred Tax Liability

Deferred Tax Liability	13.7.1.1	5,001,468	11,053,780
Deferred Tax Asset	13.7.1.2	27,711,045	20,670,939
		(22,709,577)	(9,617,159)

13.7.1.1 Deferred Tax Liability

Opening Balance		40,741,755	29,687,975
Addition During the Year		5,001,468	11,053,780
Closing Balance		45,743,223	40,741,755

13.7.1.2 Deferred Tax Asset

Opening Balance
Addition During the Year
Closing Balance

Notes	31.12.2025 TAKA	31.12.2024 TAKA
	49,864,476	29,193,537
	27,711,045	20,670,939
	<u>77,575,521</u>	<u>49,864,476</u>

Deferred tax assets/(liabilities) have been recognised and measured as per IAS-12: Income Taxes.

As per Bangladesh Bank, BRPD circular no. 11 dated December 12, 2011 deferred tax assets may be recognized but restrictions are to be followed if deferred tax assets is calculated and recognized based on the provisions against classified loan, advances. A description should be provided regarding deferred tax assets recognized on loan loss provision in the notes to the financial statements. On the other hand, deferred tax liabilities must be recognized for those items which are mentioned to recognize in IAS-12.

Deferred tax on Specific provision on loans and advances

Specific provisions for loans are not tax allowable under local tax regulations. So, when calculating taxable income, the loan loss provision charged to the profit and loss account is added back to income. The loan recovery or write-off, however, will be accepted by the tax office as a legitimate tax expense. The Bank will either make a recovery or write off the loans at some point in the future; thus, this item only makes a transitory effect. According to IAS 12, the Bank recognizes the deferred tax on this particular provision, creating a deductible temporary difference to the degree that it can be applied as a credit. Once the underlying bad debt is either repaid or cancelled, the deferred tax will be reversed.

Deferred tax on Fixed assets including intangible assets

Accounting depreciation is not taken into consideration when determining the tax obligation according to local tax regulations. The tax authorities permit tax depreciation at various rates as per third schedule of ITA 2023 & Finance Act 2025 which is different from accounting depreciation rate in many cases. Hence transitory differences are created due to the varying depreciation rates and methodology against which the Bank recognises deferred tax. This is a common occurrence since the accounting depreciation rate and the tax depreciation rate differ from one another. The remaining amount of deferred tax will be released when the assets' useful economic life has passed, though.

14.0 Share Capital

Opening balance
Add: Issuance of 9,470,000 nos of ordinary shares @ Tk. 10 each

	4,905,300,000	4,500,000,000
	94,700,000	405,300,000
	<u>5,000,000,000</u>	<u>4,905,300,000</u>
	<u>15,000,000,000</u>	<u>15,000,000,000</u>

14.1 Authorized Capital

15,000,000 ordinary shares of Tk. 10.00 each

14.2 History of Paid Up Capital

Year	Number of Shares Issued	Cumulative Number of Shares	Cumulative Paid Up-Capital
2025	9,470,000	500,000,000	5,000,000,000
2024	40,530,000	490,530,000	4,905,300,000
2023	9,332,500	450,000,000	4,500,000,000
2022	15,667,500	440,667,500	4,406,675,000
2021	0	425,000,000	4,250,000,000
2020	425,000,000	425,000,000	4,250,000,000

14.3 Percentage of Shareholdings at the closing date

As per clause (VI) of the Memorandum of Association and Article of Association the authorized capital of the Bank is BDT 15,000,000,000 and issued fully paid up capital is BDT 5,000,000,000 denominated by BDT 10 per share. Detail break-up capital as on 31st December 2025 is as follows:

Shareholders group	No. of Shares	% of Share Holdings	BDT
Directors & Sponsors	500,000,000	100%	5,000,000,000
Genera Public	-	-	
Financial Institutions	-	-	

Sl	Name of the Directors	Status	No. of Shares at 31st December 2025
1	Mr. Md. Jashim Uddin	Chairman	25,000,000
2	Engr. Ghulam Mohammed Alomgir (Representative of Max Infrastructure Limited)	Vice Chairman	25,000,000
3	Alhaj Mahbulul Alam	Director	25,000,000
4	Mrs. Jesmin Akhter	Director	20,000,000
5	Mr. Firoz Alam	Director	22,250,000

Sl	Name of the Directors	Status	No. of Shares at
6	Mr. Shamsul Alam	Director	22,250,000
7	Mr. Md. Shahabuddin	Director	25,000,000
8	Mr. Joshoda Jibon Debnath (Representative of Technomedia Limited)	Director	23,750,000
9	Mrs. Tasmin Mahmud	Director	25,000,000
10	Mr. S.M. Faruqi Hasan	Director	24,770,000
11	Mr. Md. Iqbal Hossain Chowdhury (Representative of B. Dash Japan Co. Limited)	Director	25,000,000
12	Mr. Muhammad Jamaluddin (Representative of KDS Textile Mills Limited)	Director	25,000,000
13	Mrs. Rokeya Khatun. FCA (Representative of limeeyat Apparels Limited)	Director	25,000,000
14	Mr. Khawja Mahtab Uddin (Representative of Starlight Sweaters Limited)	Director	25,000,000
15	Mr. Dilip Kumar Agarwala	Sponsor	25,000,000
16	Mr. Md. Alomgir Parvez	Sponsor	25,000,000
17	Engr. Md. Abu Noman Howlader	Sponsor	22,430,000
18	Mr. Mahmud Habib-E-Akbar	Sponsor	23,600,000
19	Ramisha BD Ltd.	Sponsor	25,000,000
20	Bengal Plastics Limited	Sponsor	21,250,000
21	Mr. Mohammad Akram Hossain	Sponsor	11,000,000
22	Mr. Golam Nasir	Sponsor	3,700,000
23	Mrs. Tasfia Jashim	Sponsor	2,500,000
24	Mr. Taseen Jashim	Sponsor	2,500,000
Total			500,000,000

Notes	31.12.2025 TAKA	31.12.2024 TAKA
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14.4 Capital to Risk-Weighted Asset Ratio (CRAR)

As per Section 13 of the Bank Company Act 1991 (Amended 2023), instructions contained in BRPD Circular No. 18 dated 21 December 2014 [Guidelines on Risk Based Capital Adequacy (Revised Regulatory Capital Framework for banks in line with Basel III)], BRPD Circular Letter No. 18 dated 15 June 2023 and DOS Circular Letter No. 20 dated 24 July 2023, the eligible regulatory capital of the Bank as of 31 December 2025 stood at Taka 5,805,502,230 against Minimum Capital Requirement (MCR) of Taka 5,000,000,000 [10% of Risk Weighted Assets (RWA) i.e. Taka 1,919,029,386 (RWA, Taka 19,190,293,865 x 10%) or Taka 5,000,000,000, whichever is higher]. As a result, there was a capital surplus of Taka 805,502,230 in risk based capital adequacy ratio as of 31 December 2025.

The details of capital to risk-weighted asset ratio (CRAR) are furnished below:

A) Common Equity Tier 1 (CET 1) Capital

Paid-up Capital	5,000,000,000	4,905,300,000
Statutory Reserve	244,978,359	168,239,844
General Reserve	-	-
Retained Earnings	342,118,717	197,419,037
Subtotal	5,587,097,076	5,270,958,881

Less: Regulatory Adjustments

Goodwill and all other intangible assets	4,615,960	6,086,143
Deferred Tax Assets (DTAs)	31,598,122	9,122,722
Total Common Equity Tier 1 (CET 1) Capital	5,550,882,994	5,255,750,016

B) Additional Tier I Capital

-	-
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C) Tier 1 Capital [A+B]

5,550,882,994	5,255,750,016
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D) Tier 2 Capital

General Provision against unclassified loans	206,219,236	126,703,145
General Provision against off-balance sheet exposures	48,400,000	29,415,000
Total Tier 2 Capital	254,619,236	156,118,145

E) Total Eligible Capital/Regulatory Capital [C+D]

5,805,502,230	5,411,868,161
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F) Risk Weighted Assets (RWA)

i) Credit Risk

On-balance Sheet	14,292,927,048	11,792,518,698
Off-balance Sheet	2,276,626,615	1,259,637,581
Subtotal	16,569,553,663	13,052,156,279

ii) Market Risk

iii) Operational Risk

1,107,113,240	771,492,126
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1,513,626,962	1,513,626,962
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19,190,293,865	15,337,275,367
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Total Risk Weighted Assets (RWA) [i+ii+iii]

	Notes	31.12.2025 TAKA	31.12.2024 TAKA
G) Minimum Capital Requirement (MCR)		5,000,000,000	5,000,000,000
Capital Surplus/(Deficit) [E-G]		805,502,230	411,868,161
H) Capital to Risk Weighted Assets Ratio (CRAR)			
i) Common Equity Tier 1 (CET 1) Capital to RWA [A/F] (Regulatory minimum requirement: 4.50%)		28.93%	34.27%
ii) Additional Tier 1 (AT 1) Capital to RWA [B/F] (Regulatory maximum requirement: 1.50%)		0.00%	0.00%
iii) Tier 1 Capital to RWA [C/F] (Regulatory minimum requirement: 6.0%)		28.93%	34.27%
iv) Tier 2 Capital to RWA [D/F] (Regulatory maximum requirement: 4.0%)		1.33%	1.02%
v) Capital to Risk Weighted Assets Ratio (CRAR) [E/F] (Regulatory minimum requirement 12.50% (including 2.50% of CCB)		30.25%	35.29%
vi) Capital Conservation Buffer (CCB) (Regulatory minimum requirement: 2.50%)		20.25%	25.29%
14.6 Composition of Shareholder's Equity			
Paid up Capital		5,000,000,000	4,905,300,000
Statutory Reserve		244,978,359	30,087,256
General Reserve		-	-
Other Reserve Including Assets Revaluation Reserve		50,934,828	1,766,530
Retained Earnings		342,118,717	(288,408,338)
		5,638,031,904	4,648,745,448
15.0 Statutory and Other Reserve			
As per section 24(1) of the Bank company Act, 1991 (amendment upto date), an amount equivalent to 20% of the profit before taxes for the year has to be transferred to the statutory reserve fund. As on 31.12.2025 the bank incurred Pre-tax profit of Tk 383,692,573 and hence 20% Statutory reserve has been maintained in following manner;			
Opening Balance		168,239,844	30,087,256
Add : Transferred during the year (20% pre-tax profit)		76,738,515	138,152,588
		244,978,359	168,239,844
16.0 Other Reserve			
General Reserve		-	-
Asset Revaluation Reserve		-	-
Investment Revaluation Reserve		50,934,828	9,351,885
		50,934,828	9,351,885
17.0 Retained Earnings			
Opening Balance		197,419,037	(288,408,338)
Add: Post Tax Profit during the period		372,320,399	630,282,790
Less: Cash Dividend Paid		147,159,000	-
Less: Transfer to Statutory Reserve		76,738,515	138,152,588
Less: Transfer to Start up Fund		3,723,204	6,302,828
		342,118,717	197,419,037
18.0 Contingent Liabilities			
Conventional and Islamic Banking			
Acceptances and endorsements		736,886,431	650,642,900
Letters of guarantees	18.1	1,658,681,119	695,583,962
Irrevocable letters of credit	18.2	2,436,313,715	1,595,002,468
Bills for collection		899,482,204	743,977,342
Others		-	-
		5,731,363,467	3,685,206,672

18.1 Letters of Guarantees

Bid Bond
Performance Guarantee
Advance Payment Guarantee
Payment Guarantee
Retention Money Guarantee
Custom Guarantee
Other Bank Guarantee
Bank Guarantee BGCB

Balance for Which The Bank is Contingently Liable in respect of Gurantee Issued Favouing:

Directors or Officers
Government
Bank and Other Financial Institution
Others

18.2 Letter of Credit

Letter of Credit (General)
Letter of Credit Back to Bank (Inland)

Notes	31.12.2025 TAKA	31.12.2024 TAKA
	206,150,500	105,732,500
	745,263,251	293,020,036
	103,345,290	16,472,026
	542,068,800	244,687,100
	29,000,000	-
	12,895,777	14,314,800
	5,700,000	7,100,000
	14,257,500	14,257,500
	1,658,681,119	695,583,962
	-	-
	-	-
	-	-
	1,658,681,119	695,583,962
	1,658,681,119	695,583,962
	1,938,926,729	1,448,083,544
	497,386,986	146,918,924
	2,436,313,715	1,595,002,468

**Conventional and Islamic Banking
Income**

Interest / Profit, discount and Similar Income
Investment Income
Fees, Commission and brokerage
Other Operating Income

Expenses

Interest / Profit Paid on Deposits, Borrowings, etc
Administrative expenses
Other operating expenses
Depreciation on banks assets

19.0 Interest / Profit, discount and similar income

Interest / Profit on loans and advances / Investments
Interest / Profit on money at call and short notice
Interest / Profit on placement with banks and Financial Institutions
Interest / Profit on foreign currency balances

19.1 Product Wise Interest:

Continuous Loan / Investmnet
Term Loan / Investmnet
Demand Loan / Investmnet

20.0 Interest / Profit Paid on Deposits, Borrowing and Others

Interest / Profit on deposits
Interest / Profit on borrowings from Banks & Fls
Interest / Profit on borrowings from BB & others
Interest / Profit on Treasury Bond

Notes	2025 TAKA	2024 TAKA
	2,850,660,160	2,281,627,847
	1,198,302,386	1,197,170,864
	141,696,459	208,893,201
	68,910,262	43,152,726
	4,259,569,268	3,730,844,639
	2,667,315,949	2,145,335,725
	607,817,848	487,396,992
	187,078,170	153,024,238
	198,222,022	189,135,557
	3,660,433,988	2,974,892,513
	599,135,280	755,952,126
	2,245,565,604	1,814,328,996
	36,852,003	204,159,535
	568,242,552	260,797,916
	-	2,341,400
	2,850,660,160	2,281,627,847
	943,505,804	812,355,170
	597,310,574	474,906,311
	704,749,227	527,067,515
	2,245,565,604	1,814,328,996
	1,872,965,196	1,407,360,054
	55,356,246	53,399,303
	608,259,917	656,746,636
	130,734,589	27,829,732
	2,667,315,949	2,145,335,725

	Notes	2025 TAKA	2024 TAKA
20.1 Interest/Profit on deposits			
Fixed / Mudaraba Term Deposit		1,620,138,756	1,292,237,245
Scheme / Mudaraba Deposit		27,583,304	14,592,964
Short Notice Deposit / Mudaraba Short Notice Deposit		145,391,732	47,790,033
Savings / Mudaraba Savings Deposit		79,851,403	52,739,812
		1,872,965,196	1,407,360,054
20.2 Interest on Treasury Bond (Net)			
Coupon Interest Expense		1,059,470,094	182,238,854
Less : Coupon Interest Income		(928,735,504)	(154,409,122)
		130,734,589	27,829,732
21.0 Investment Income			
Capital Gain on sale of shares (Net)		222,910	5,973,797
Dividend Income		12,947,474	9,793,429
Income from Subordinate Bond		13,916,712	13,387,159
Income from Corporate Bond		15,510,325	18,168,479
Income from Govt Sukuk Bond	21.1	24,508,475	24,297,363
Income from Perpetual Bond		10,000,000	10,000,001
Income from Preference Shares		1,592,466	-
Income from Treasury Bills / Bond	21.2	766,175,255	383,011,976
Gain / (Loss) on Sale of Govt Securities		445,123,571	747,538,005
Gain / (Loss) On Revaluation of HFT-T Bond		(91,727,726)	(15,758,917)
Interest on Reverse Repo		32,924	759,572
		1,198,302,386	1,197,170,864
21.1 Interest on Govt. Sukuk Bond (Net)			
Income from Govt Sukuk Bond		24,508,475	24,297,363
Less: Coupon expenses for Govt Sukuk Bond		-	-
		24,508,475	24,297,363
21.2 Interest on Treasury Bills / Bond (Net)			
Interest Income on Treasury Bills		15,555,228	34,154,077
Interest Income on Treasury Bond		760,102,353	366,346,425
Less: Interest Paid on Secondary Secuirty Purchase (T-Bond)		(9,482,326)	(17,488,527)
		766,175,255	383,011,976
22.0 Commission Exchange & Brokerage			
Exchange Gain (Net) on Foreign Exchange	22.1	77,361,086	167,802,077
Commission of DD, TT, PO		321,534	205,145
Other Commission Income	22.2	64,013,840	40,885,979
		141,696,459	208,893,201
22.1 Exchange Gain/(Loss)			
Exchange Gain		222,275,089	407,770,562
Less: Exchange Loss		(144,914,004)	(239,968,485)
		77,361,086	167,802,077
22.2 Fees, Commission and Brokerage			
Commission on L/C		39,304,675	27,154,360
Commission on L/G		22,041,284	12,581,151
Other Commission		2,667,880	1,150,468
		64,013,840	40,885,979

23.0 Other Operating Income

	Notes	2025 TAKA	2024 TAKA
Loan Processing Fees		5,960,025	5,631,154
Trade Finance (LC Advising/Discrepancy/ Amendment, Swift & Others)		19,435,714	9,754,971
E-Gp Income		87,430	21,900
Card Fees and Charges		16,677,698	8,529,872
SMS Charge		9,306,104	4,557,120
Batch & RTGS settlement Charge		2,010,571	1,342,307
Account Service Charge		7,497,941	5,897,993
Locker Charge		242,000	202,000
Income From Forfeiture of PF		2,547,378	-
Other Service Charge		5,145,401	7,215,409
		68,910,262	43,152,726

24.0 Administrative expenses

Conventional and Islamic Banking

Salary and allowances	25.0	480,705,098	395,606,956
Rent, taxes, insurance, electricity etc.	26.0	80,790,990	53,915,313
Legal expenses	27.0	2,664,991	2,661,671
Postage, stamps, telecommunications etc.	28.0	8,497,539	6,847,012
Stationery, printing, advertisements etc.	29.0	19,458,962	13,853,053
MD & CEO's salary and allowances	30.0	10,400,000	9,900,000
Directors' fees	31.0	4,322,768	4,037,987
Auditors' fees	32.0	977,500	575,000
		607,817,848	487,396,992

25.0 Salary and allowances

Basic Salary		196,894,834	165,659,606
Allowances		225,100,779	186,888,592
Bonus		40,714,761	28,148,276
Bank's Contribution to Provident fund		17,994,724	14,910,482
		480,705,098	395,606,956

26.0 Rent, taxes, insurance, electricity etc.

Rent (Garage)		38,417	49,026
Other rental charges		41,212,266	32,016,980
Rates & Taxes		622,508	527,704
Insurance charge	26.1	23,963,377	7,638,845
Electricity, Water & Gas		14,954,422	13,682,758
		80,790,990	53,915,313

While Implementing IFRS 16 leases, the Bank recognized Interest Expense on Lease Liabilities and depreciation on Right of Use Assets instead of Rental expenses of BDT 177,897,588.43 (Including VAT) incurred as on 31 December 2025.

26.1 Insurance charge

Central Insurance Policy (Cash in Safe, Counter and Transit)		2,241,624	1,790,550
Insurance of Fixed Asset		146,137	129,578
Desposit Money Insurance to Bangladesh Bank		15,942,538	4,848,819
Insurance Premium – Life & Medical		5,633,078	869,899
		23,963,377	7,638,845

27.0 Legal & Professional Expenses

Professional fees		2,099,058	563,500
Other legal charges		-	-
Stamp, power of attorney & notary public		-	6,950
Credit Rating Agency Fees		-	-
Other Professional fees		565,933	2,091,221
		2,664,991	2,661,671

	Notes	2025 TAKA	2024 TAKA
28.0 Postage, stamps, telecommunications etc.			
Postage		457,435	361,879
Telecommunication charges		212,577	236,963
Mobile Bills		1,751,361	1,625,813
Swift Charge		-	-
SMS Service Charges		1,027,295	870,849
Internet Banking Transaction Fees		-	5,583
Network Connectivity Charge		5,007,361	3,716,905
Stamps		41,510	29,020
		8,497,539	6,847,012
29.0 Stationery, printing & advertisements etc.			
Computer Stationery		1,722,105	1,410,785
Printing Stationery		10,574,139	5,448,574
Security Stationery		60,000	60,000
Office Stationery		2,823,814	3,029,576
		15,180,058	9,948,934
Advertisement			
News paper		2,309,497	1,009,138
Electronic and Social Media		1,499,512	342,125
Other Advertisement		469,896	2,552,855
		4,278,905	3,904,118
Total Stationery, Printing & Advertisement		19,458,962	13,853,053
30.0 MD's salary and allowances			
Basic salary		6,000,000	6,000,000
Allowances		3,400,000	2,900,000
Festival Bonus		1,000,000	1,000,000
Leave Fair Assistance		-	-
		10,400,000	9,900,000
31.0 Directors Fees & Meeting Expenses			
Directors Fees		4,322,768	4,037,987
		4,322,768	4,037,987
Each director of the Bank is paid for Tk. 10,000 as per BRPD circular letter no.02 dated 11 February 2024 Clause 12.2 (Ka) per Board or Board Committee Meeting attended in 2025.			
32.0 Auditors fees			
Statutory		977,500	575,000
Others		-	-
		977,500	575,000
33.0 Depreciation and repair of bank's assets			
Conventional and Islamic Banking			
Depreciation			
Furniture/fixtures		19,897,142	18,598,366
Vehicles		6,403,581	5,224,467
Office equipments		14,387,071	13,478,076
Computer equipments		19,688,024	17,965,510
Computer software		6,485,973	5,592,552
Total Depreciation on Fixed Assets		66,861,791	60,858,971
Repair of bank's assets		16,148,626	13,064,982
Right-of-Use assets		115,211,604	115,211,604
Total Depreciation and repair of bank's assets		198,222,022	189,135,557

34.0 Other expenses

Conventional and Islamic Banking

Entertainment
Business Development Expenses
Fuel & Other Expenses for Car and Generator
Cleaning & Sanitizing Expenses
Crockeries & Cutleries
Business Traveling
Cleaning & Security Services
Books, Newspaper & Periodicals
Bank Charges
Excise Duty
Finance Cost - Lease Liability
Commission & Discount
Recruitment & Training Expense
Subscription
CSR (Donation To Govt & Others)
Other expenses

Notes	2025 TAKA	2024 TAKA
	8,410,656	6,626,742
	4,401,182	1,180,682
	21,090,362	19,169,122
	1,018,014	722,056
	314,572	211,101
	5,192,790	5,085,030
	36,233,581	32,892,852
	147,405	111,890
	17,717,672	15,265,887
	600,000	200,000
	12,163,822	17,530,414
	-	294,316
	1,084,009	677,109
	9,945,313	4,254,256
	6,139,842	5,625,000
	62,618,950	43,177,783
	187,078,170	153,024,238

35.0 Provisions Against Loans & Advances / Invesments, Off-balance Sheet Items & Others of the Bank

35.1 Provisions for Loans and Advances / Invesments
General Provision
Specific Provision
35.2 Provisions on Off-Balance Sheet Items
35.3 Provisions for Investment on Shares and Securities
35.4 Others

	79,516,091	9,613,145
	34,576,744	7,675,722
	18,985,000	(10,968,000)
	82,153,835	58,847,759
	-	-
	215,231,670	65,168,625

36.0 Other Provisions

36.1 Provisions for Other Assets

Balance As at 1 January
Add: Provision Made during the year
Balance As at 31 December

36.1	504,400	293,364
	293,364	272,801
	211,036	20,563
	504,400	293,364
	504,400	293,364
	504,400	293,364
	-	-

Provision Required
Provision Maintained
Surplus

Provision for others made for expenditure related unreconciled entries and other assets that classified as Doubtful and bad and loss as per Bangladesh Bank BRPD Circular 4 dated April 12, 2022

37.0 Tax Expense of the Bank

Current Tax
Deferred Tax

15.2	34,081,750	70,097,308
38.0	(22,709,577)	(9,617,159)
	11,372,174	60,480,149

38.0 Deferred Tax Expenses/(Income) of the Bank

Closing Deferred Tax Liability
Less: Opening Deferred Tax Liability

	(31,832,299)	9,122,722
	(9,122,722)	494,437
	(22,709,577)	(9,617,159)

39.0 Earning Per Share

Earnings per share (EPS) has been computed by dividing the profit after tax (PAT) by the weighted average number of ordinary shares outstanding as per IAS- 33 "Earnings Per Share". Diluted EPS was not required to calculate as there was no dilution possibilities during the year. Total number of shares were 490,530,000 in the year 2024. In the year 2025 new 9,470,000 number of shares issued. Thus total number of shares at the end of December 2025 was 500,000,000.

Net profit attributable to the shareholders of BGCB
Number of ordinary shares outstanding :
Earnings per share (EPS) (Restated)

	372,320,399	630,282,790
	500,000,000	500,000,000
	0.74	1.26

40.0 Net Asset Value (NAV) Per Share

Net Asset Value of the Bank
Number of Ordinary Shares
Net Asset Value Per Share (Restated)

	5,638,031,904	5,280,310,766
	500,000,000	500,000,000
	11.28	10.56

41.0 Net Operating Cash Flows Per Share

Net Cash Flows from Operating Activities
No. of Outstanding Shares

	(1,558,934,833)	1,764,347,576
	500,000,000	500,000,000
	(3.12)	3.53

	Notes	2025 TAKA	2024 TAKA
42.0 Receipt from Other Operating Activities			
Capital Gain on sale of shares		222,910	5,973,797
Service Charge		5,145,401	7,215,409
Others		63,764,861	35,937,317
		69,133,172	49,126,523
43.0 Payment for Other Operating Activities			
Rent, insurance, electricity etc.		80,790,990	53,915,313
Legal expenses		2,664,991	2,661,671
Directors' fees		4,322,768	4,037,987
Auditors' fees		977,500	575,000
Repair of Fixed Assets		16,148,626	13,064,982
Other expenses		187,078,170	153,024,238
		291,983,045	227,279,192
44.0 Cash Increase/Decrease in Other assets			
Stock of Stationery & Stamps		2,054,398	1,474,947
Account with Stock Broker		3,608,571	5,809,117
Advance Rent		30,352,656	23,166,746
Security Deposit		50,125	50,125
Suspense Account		91,671,065	67,510,404
EFTN Inward Adjustment		17,608	188,439
Adjusting A/C Debit Balance		1,944,241	15,411,197
Advance to Vendors		7,166,266	5,306,380
Advance Tax		695,875,459	278,671,832
Others		-	-
Advance Insurance		2,609,690	6,223,215
		835,350,078	403,812,402
Less: Advance Tax Paid		(417,203,627)	(97,485,259)
Less: Interest Receivable on Balance with Other Bank		-	-
Less: Interest Receivable on Treasury Bond		-	-
Less: Openign Balance of Other Assets		(403,812,402)	(262,979,478)
		14,334,049	43,347,665
45.0 Cash Increase/Decrease in Other Liabilities			
Payable to Vendors		7,158,019	7,158,019
Adjusting Account Credit Balance		21,596,150	73,853,564
Provision for Climate Risk Fund		738,966	500,000
Interest suspense account		45,818,784	259,217
Provisions - Others		3,139,652	-
Lease Liabilities (IFRS 16)		158,380,596	253,578,172
		236,832,168	335,348,972
Less Opening Balance of Other Liabilities		(335,089,756)	(413,609,015)
		(98,257,588)	(78,260,042)
46.0 Reconciliation of Net Profit after Taxation & Operating Profit before changes in operating assets & liabilities			
Net Profit After Tax		372,320,399	630,282,790
Provision for Tax		11,372,174	60,480,149
Provision for Loans & Advances & Contingent Liabilities		133,077,835	6,320,866
Provision for diminution in value of investments		82,153,835	58,847,759
Other Provision		211,036	20,563
(Increase)/ Decrease of Interest Receivable		(98,959,023)	(60,847,081)
Increase/(Decrease) of Interest Payable		(63,395,144)	194,012,905
Depreciation & Amortization of Fixed Assets		182,073,395	176,070,575
Income Tax Paid		(417,203,627)	(97,485,259)
(Capital gain)/ Loss on shares & mutual funds		(222,910)	(5,973,797)
Exchange Gain		(77,361,086)	(167,802,077)
Operating Profit before changes in operating assets & liabilities		124,066,885	793,927,392
47.0 Number of Employees			
Number of employees at 31 December 2025 was 482 (Four hundred and eighty two) who were in receipt of remuneration for that year which in the aggregate was not less than Tk. 36,000 per annum.			

48.0 Audit Committee

The Audit Committee of the Bank was constituted in the 1st meeting of the Board of Directors held on in compliance with the BRPD Circular No. 11, Dated 27 October, 2013. The Audit Committee was formed to assist the Board in Fulfilling its oversight responsibilities. The present Audit Committee consists of following members:

SL	Name of Directors	Status with the Committee	Status with the Bank	Educational
1	Mr. Md. Iftekharul Amin	Chairman	Independent Director	MBA, Ph.D.
2	Mr. A.N.M. Abul Kashem	Member	Independent Director	MSc
3	Mr. Shamsul Alam	Member	Director	B.Com
4	Mrs. Rokeya Khatun, FCA	Member	Director	MSS

Details of Audit Committee Meeting held in 2025

Particulars of the Meeting	No. of Meeting	Date of Meeting
Board Audit Committee Meeting	6	20.03.2025 29.04.2025 29.05.2025 30.07.2025 16.10.2025 24.12.2025

Directors Fee: Each director of the Bank was paid Tk. 10,000 as per BRPD circular letter no. 02 dated 11 February 2024 clause 12.2 (Ka) per Board or Audit committee meeting attended in 2025. Other Benefits: N/A

Disclosure by Audit Committee

- 1) The Committee reviewed the integrity of the Financial Statement of the Bank to ensure that these reflect a true and fair view of the Bank's state of affairs.
- 2) The committee while reviewing the financial statements ensured that the proper disclosure required International Accounting Standards as adopted in Bangladesh have been made and also complied with the Companies Act and various other rules and regulations applicable for banking business.
- 3) The Committee recommended The External Auditor to the Board for presenting the proposal before the shareholder in the upcoming AGM for approval.

49.0 Related Party Disclosure of the Bank

The key management personnel of the Bank for the purposes of IAS 24 are defined as those persons having authority and responsibility for planning, directing and controlling the Bank, being members of the Board of Directors of the Group, Group Managing Directors, and close members of their families and companies they control, or significantly influence, or for which significant voting power is held.

49.1 Name of the Directors and their interest in different entities:

SL	Name of Directors	Status with	Name of the Firms/Companies in Which they have interest
1	Md. Jashim Uddin	Chairman	1. Vice-Chairman of Bengal Group of Industries. 2. Vice-Chairman- Bengal Media Corporation Limited (RTV). 3. Director- Bengal Windsor Thermoplastics Limited. 4. Director- Romania Food and Beverage Ltd. 5. Director- Bengal Cement Limited. 6. Managing Director- Bengal Plastics Limited. 7. Managing Director- Power Utility Bangladesh Limited. 8. Managing Director- Bengal Renewable Energy Limited. 9. Managing Director- Bengal Agro Industries Limited.
2	Engr. Ghulam Mohammed Alomgir [Representative of Max Infrastructure Limited]	Vice-Chairman	1. Chairman- MAX GROUP, one of the largest engineering conglomerates of Bangladesh. 2. Chairman- Max Industries Limited. 3. Chairman- Max Building Technologies Limited. 4. Managing Director- Max Power Limited. 5. Managing Director- Kushiara Power Company Ltd. 6. Managing Director- Max Electricity Generation Ltd.
3	Alhaj Mahbubul Alam	Director	1. Chairman- M. Alam Gas Station Ltd. 2. Chairman- Anowara Alam Foundation. 3. Chairman- Surgescop Hospital Ltd. 4. Managing Director- Alam Trading Corporation. 5. Managing Director- R.M. Enterprise. 6. Managing Director- M.M. Trading.
4	Jesmin Akhter	Director	1. Director- Designer Fashion Ltd. 2. Director- Bengal Agro Industries Limited. 3. Director- Bengal Melamine Limited. 4. Director- Designer Washing and Dyeing Ltd.

SL	Name of Directors	Status with	Name of the Firms/Companies in Which they have interest
5	Firoz Alam	Director	1. Director- Bengal Group of Industries.
			2. Managing Director- Bengal Cement Ltd.
			3. Managing Director- Bengal LPG Ltd.
			3. Managing Director- Bengal Flexipak Ltd.
			4. Director- Bengal Plastics Ltd.
			5. Director- Bengal Media Corporation Ltd. (RTV).
			6. Director- Bengal Windsor Thermoplastics Limited.
			7. Director- Bengal Concept & Holdings Ltd.
6	Shamsul Alam	Director	8. Director- Bengal Agro Industries Limited.
			1. Director- Bengal Group of Companies.
			2. Director- Bengal Plastics Limited.
			3. Director- Bengal Media Corporation Limited (RTV).
			4. Director- Romania Food and Beverage Ltd..
			5. Director- Bengal Agro Industries Limited.
			6. Director- Bengal Cement Limited.
7	Md. Shahabuddin	Director	7. Managing Director- Bengal Adhesive and Chemicals Products Ltd.
			1. Founder and Managing Director of Pacific Associates Ltd.
			2. Managing Director- Shahabuddin Textile Ltd.
8	Dr. Subrata Ranjan Das (Representative of Technomedia Limited)	Director	3. Managing Director- Asiatic Spinning Ltd.
			1. Executive Director- Technomedia Ltd., one of the advanced IT supporting companies of Bangladesh.
9	Tasmin Mahmud	Director	1. Director- Cotton Dyeing & Finishing Mills Ltd.
			2. Director- Cotton Line (BD) Ltd.
			3. Director- Cotton N Cotton Garments Industries Ltd.
			4. Director- Pacific Cotton Ltd.
			5. Director- BG Tel Limited.
10	S.M. Faruqi Hasan	Director	1. Chairman & CEO- Protik Developers Ltd.
			2. Chairman & CEO- Protik Bone China Ltd.
			3. Chairman & CEO- Protik Energy & Refinery Ltd.
			4. Chairman & CEO- Protik Logistics Ltd.
			5. Chairman & CEO- Hotel Lake Castle Ltd.
			6. Managing Director & CEO- Protik Ceramics Ltd.
11	Md. Iqbal Hossain Chowdhury (Representative of B. Dash Japan Co., Limited)	Director	1. Chairman- Jams Trading Ltd.
			2. Director- B.Dash Japan Co. Ltd.
			3. Director - JAPASTY Co. Ltd.
			4. Managing Director- Creed Asia BD Co. Ltd.
			5. Managing Director- JCX Gold & Diamond
12	Mr. Muhammad Jamaluddin (Representative of KDS Textile Mills Limited)	Director	1. Ex- Managing Director- BAPEX;
			2. Ex-Member of Board of Directors- Bangladesh Petroleum Exploration & Production Company Ltd. (BAPEX)
			3. Director- Grameen Shakti.
13	Mrs. Rokeya Khatun, FCA (Representative of Ilmeeyat Apparels Limited)	Sponsor Shareholder	Ilmeeyat Apparels Ltd. is a concern of Sharmin Group under which the following major companies are operating-
			1. Sharmin Apparels Ltd.
			2. Sharmin Fashions Ltd.
			3. Sharaf Embroidery & Printing Ltd.
			4. A M Design Ltd.
			5. A.M. Fashions Ltd.
			6. Ishayat Fashions Ltd.
			7. Sharaf Washing & Dyeing Ind. Ltd.

SL	Name of Directors	Status with	Name of the Firms/Companies in Which they have interest
14	Khawja Mahatab Uddin (Representative Of Starlight Sweaters Limited)	Director	Starlight Sweaters Ltd. is a concern of Labib Group under which the following major companies are operating-
			1. Matrix Sweaters Ltd.
			2. Sultana Sweaters Ltd.
			3. Labib Dyeing Mills Ltd.
			4. R & R Agro Complex Ltd.
			5. Nice Cotton Ltd.
			6. Labib Poultry & Fisheries Ltd.
15	Prof. Dr. Md. Iftekharul Amin	Independent	N/A
16	Mr ANM Abul Kashem	Independent	N/A
17	Mr. Tarik Morshed	Managing Director	N/A

49.2 Significant Contracts where Bank is a party and wherein Directors have interest: Nil NIL

49.3 Shares issued to Directors & Executives without consideration or exercise at discount: Nil NIL

49.4 Lending Policies to related parties:

Lending to related parties are effected as per requirement of section 27(1) of the Banking Companies Act, 1991 (as amended up to date)

49.5 Related Party Transaction

The transactions between the Bank and the key management personnel of the Bank in 2025 are as under:

SL NO.	Name of the related parties	Relationship with BGCB PLC.	Balance Type	Closing balance on 31 December 2025
1	Md. Jashim Uddin	Director	Deposit	106,460,005
2	Engr. Ghulam Mohammed Alomgir	Director	Deposit	978,443
3	Alhaj Mahbubul Alam	Director	Deposit	8,944,070
4	Jesmin Akhter	Director	Deposit	141,040,437
5	Firoz Alam	Director	Deposit	156,489
6	Shamsul Alam	Director	Deposit	20,023,427
7	Md. Shahabuddin	Director	Deposit	364,597,344
8	Dr. Subrata Ranjan Das	Director	Deposit	3,592,700
9	Tasmin Mahmud	Director	Deposit	80
10	S.M. Faruqi Hasan	Director	Deposit	979,311
11	Md. Iqbal Hossain Chowdhury	Director	Deposit	142,615
12	Muhammad Jamaluddin	Director	Deposit	51,125
13	Mrs. Rokeya Khatun, FCA	Director	Deposit	-
14	Khawja Mahtab Uddin	Director	Deposit	6,445
15	Prof. Dr. Md. Iftekharul Amin	Director	Deposit	997,818
16	ANM Abul Kashem	Director	Deposit	-
17	Tarik Morshed	Managing Director	Deposit	14,948,218
18	Alam Trading Corporation	Director	Deposit	885,731
19	Bengal Adhesive and Chemicals Products Ltd	Director	Deposit	1,348,688
20	Bengal Cement Limited	Director	Deposit	70,359
21	Bengal Flexipak Ltd	Director	Deposit	55,308
22	Bengal Media Corporation Limited (RTV)		Deposit	374,394

SL NO.	Name of the related parties	Relationship with BGCB PLC.	Balance Type	Closing balance on 31 December 2025
23	Bengal Melamine Limited	Director	Deposit	675,801
24	Bengal Plastics Limited	Director	Deposit	191,404
25	Bengal Renewable Energy Limited	Director	Deposit	28,043
26	Bengal Windsor Thermoplastics Limited	Director	Deposit	-
27	Creed Asia BD Co Ltd	Director	Deposit	4,570,465
28	Designer Fashion Ltd	Director	Deposit	222,624
29	Designer Washing and Dyeing Ltd	Director	Deposit	3,459
30	Hotel Lake Castle Ltd	Director	Deposit	90,569
31	Max Building Technologies Limited	Director	Deposit	30,157
32	Pacific Associates Ltd	Director	Deposit	44,285
33	Power Utility Bangladesh Limited	Director	Deposit	1,345,555
34	Protik Ceramics Ltd	Director	Deposit	2,339,780
35	Protik Developers Ltd	Director	Deposit	2,112,192
36	Romania Food and Beverage Ltd	Director	Deposit	807,401
37	Sharmin Apparels Ltd	Director	Deposit	92,630
38	Technomedia Ltd	Director	Deposit	9,900
Total Amount				678,217,271

49.6 Post Balance Sheet events (IAS-10)

The Board of Directors in its 52nd Board Meeting held on 30 April 2026 has proposed total 4.50% Dividend for the year 2025 (2.00% Stock Dividend & 2.50% Cash Dividend) subject to the approval of the shareholders at the next Annual General Meeting.

49.7 Business other than Banking business with any related concern of the Directors as per Section 18 (2) of the Bank Companies Act 1991 (as amended up to 2018) NIL

49.8 Investments in Securities of Directors and their related concern: NIL



Managing Director



Director



Director



Chairman

Dated: 30 April 2026

Bengal Commercial Bank PLC. Balance With Other Banks-Outside Bangladesh (Nostro Account)

As at 31 December 2025

Annexure- A

Name of the Bank	Account Type	Currency Type	2025			2024		
			FC Amount	Exchange Rate	Eqvnt. Taka	FC Amount	Exchange Rate	Eqvnt. Taka
AB Bank Limited, Mumbai, India	CD	USD	113,628.84	122.15	13,879,762.81	36,705.21	119.50	4,386,272.60
Axis Bank Limited, Mumbai, India	CD	USD	425,799.85	122.15	52,011,451.68	85,640.33	119.50	10,234,019.44
Mashreq Bank PSC , New York, USA	CD	USD	944,670.75	122.15	115,391,532.11	400,737.71	119.50	47,888,156.35
Mashreq Bank PSC	CD	AED	(75,000.00)	33.26	(2,494,410.00)	-	-	-
Sonali Bank	CD	USD	212,424.89	122.15	25,947,700.31	8,322.20	119.50	994,502.90
Sonali Bank	CD	GBP	3,284.79	166.49	546,880.43	5,075.00	151.81	770,433.72
AKTIF YATIRIM BANKASI A.S TURKEY	CD	EURO	2,227.81	145.02	323,082.58	3,263.89	128.15	418,283.50
ZHEJIANG CHOUZHOU COMMERCIAL BANK	CD	USD	24,064.78	122.15	2,939,512.88	-	-	-
Sonali Bank	CD	EURO	351.19	145.02	50,930.45	5,102.14	128.15	653,864.24
					208,596,443			
					65,345,533			

Bengal Commercial Bank PLC.
Statement of Unreconciled Entries (Nostro Accounts)

As at 31 December 2025

Figur in USD

SL No.	Period of un-reconciliation	As per Local Book				As per Correspondents' Book			
		Debit Entries		Credit Entries		Debit Entries		Credit Entries	
		No	Amount	No	Amount	No	Amount	No	Amount
01	Less than 1 month	0	-	7.00	46,171.38	50.00	23,044.23	31.00	1,150,332.53
02	1 month or more but less than 3 month	0	-	3.00	22,139.72	7.00	185.00	9.00	43,721.73
03	3 months or more but less than 6 months	0	-	1.00	140.00	2.00	10.46	6.00	29,597.00
04	6 months or more but less than 9 months	0	-					1.00	688.40
05	9 months or more but less than 12 months	0	-						
06	12 months or more	0	-						
	Total	-	-	11	68,451	59	23,240	47	1,224,340

Date upto which reconciliation (wash out) is completed - all entries: 31st December, 2025

Date upto which reconciliation (wash out) is completed - other than cr. entries of local book and entries against which 100% provision have been made: 31st December, 2025

Bengal Commercial Bank PLC.
Investment in Shares
 As at 31 December 2025

Annexure-B

SL No.	Name of the Company	Face Value	No. of Shares Including Bonus Shares	Cost of Holding	Cost of Per Share (Average)	Quoted rate per Share as at 31 Dec 2025	Total Market Value as at 31 Dec 2025
Quoted Shares							
1	BATBC	10	123,558	62,317,738	504.36	248.60	30,716,519
2	DUTCHBANGL	10	145,547	6,235,273	42.84	38.50	5,603,560
3	ONEBANKPLC	10	100,000	906,810	9.07	7.00	700,000
4	MPETROLEUM	10	58,025	12,725,182	219.31	192.40	11,164,010
	Sub-Total			82,185,003			48,184,088
Mutual Fund (Quoted)							
1	FBFIF	10	17,716,527	112,685,670	6.36	2.60	46,062,970
2	Grameen S2	10	12,991,813	201,560,527	15.51	10.80	140,311,580
3	Popular1MF	10	6,141,373	33,785,566	5.50	2.40	14,739,295
4	TrustB1MF	10	3,573,402	20,786,635	5.82	2.40	8,576,165
	Sub-Total			368,818,399			209,690,011
Mutual Fund (Un-Quoted)							
1	SAMLSLICFI	10	894,454	9,999,996	11.18	12.95	11,583,179
	Grand Total			461,003,398			269,457,278

Calculation of Required Provision against Investment in Shares

SL No	Particulars	Cost Value	Value Considered for maintaining Provision	Required Provision	Remarks
1	Quoted	82,185,003	48,184,088	34,000,915	Provision was made as per Bangladesh Bank, DOS Circular No. 1, dated: 25 May 2023
2	Quoted (Mutual Fund)	368,818,399	209,690,011	159,128,389	
3	Un-Quoted (Mutual Fund)	9,999,996	11,583,179	(1,583,183)	
		461,003,398	269,457,278	191,546,120	

Bengal Commercial Bank PLC.
Schedule of Fixed Assets

As at 31 December 2025

Annexure-C

Particulars	COST			Rate	DEPRECIATION				Written down value as on 31 Dec 2025
	Opening Balance at Cost as on 01 Jan 2025	Addition during the year	Adjustment during the year		Total Cost as on 31 Dec 2025	Charged up to 31 Dec 2024	Adjustment during the year	Charged during the year	Total Depreciation as on 31 Dec 2025
Land	-	-	-	-	-	-	-	-	-
Building	-	-	-	-	-	-	-	-	-
Furniture & Fixtures	173,863,179	10,385,343	-	10%	184,248,522	69,168,206	-	18,440,282	87,608,487
Office Equipment	90,195,052	8,569,071	-	15%	98,764,123	40,147,563	-	14,387,071	54,534,635
Computer Equipment	129,876,727	1,449,728	-	15%	131,326,455	60,594,425	-	19,688,024	80,282,449
Motor Vehicles	39,193,086	4,763,321	-	15%	43,956,406	22,421,590	-	6,403,581	28,825,171
Computer Software	27,584,500	5,015,789	-	20%	32,600,289	21,431,161	-	6,485,973	27,917,134
Right of use Assets (Lease assets)	770,262,311	-	-	-	770,262,311	513,087,550	-	115,211,604	628,299,154
Total as on	1,230,974,854	30,183,252			1,261,158,106	726,850,495		180,616,535	907,467,030
									353,691,076

Bengal Commercial Bank PLC. Statement of Tax Position of the Bank

As at 31 December 2025

Annexure-D
(Amt in Taka)

Accounting Year	Assessment Year	Tax Provision as per Financial Statements	Tax as per Assessment Order / Income Tax Return	Excess / (Shortage) provision as per latest assessment order / Income Tax Return	Advance Income Tax Paid	Refund / (Due)	Present Status
1	2	3	4	5 = (3 - 4)	6	7 = (6-4)	8
2020	2021-2022	10,035,711	25,496,723	(15,461,012)	21,972,506	(3,524,217)	Appeal filed before the appellate tribunal
2021	2022-2023	4,707,546	33,550,898	28,843,352	27,103,219	1,740,133	Return filed u/s 82-BB and assessment order received
2022	2023-2024	18,831,074	-	18,831,074	41,955,867	-	Return filed u/s 82-BB but assessment order yet to receive
2023	2024-2025	43,657,544	-	43,657,544	88,136,264	-	Return filed u/s 180 of Income Tax Act 2023 but assessment order yet to receive
2024	2025-2026	70,097,308	-	70,097,308	301,516,659	-	Return filed u/s 180 of Income Tax Act 2023 but assessment order yet to receive
2025	2026-2027	34,081,750	-	34,081,750	213,172,227	-	Deadline for submission of Tax Return is 15 September 2026
Total		181,410,934	25,496,723	155,914,211	695,875,459	(3,524,217)	

Bengal Commercial Bank PLC.
Islamic Banking Branch
Balance Sheet
As at 31 December 2025

Annexure-E

	Notes	31.12.2025 TAKA	31.12.2024 TAKA
Properties & Assets			
Cash	3		
Cash in hand (Including foreign currencies)		72,337,627	50,997,319
Balance with Bangladesh Bank and Its agent Bank(s) (including foreign Currency)		260,932,623	233,580,622
		333,270,250	284,577,941
Balance with other banks & financial institutions	4		
In Bangladesh		869,727,063	26,542,512
Outside Bangladesh		869,727,063	-
		869,727,063	26,542,512
Placement with banks & other financial institutions	5	-	-
Investments in share & securities	6		
Government		669,024,000	355,084,000
Others		-	-
		669,024,000	355,084,000
Investments	7		
General investments etc		4,950,079,717	4,896,257,984
Bills purchased and discounted		35,562,908	54,510,157
		4,985,642,626	4,950,768,141
Fixed assets including premises, furniture & fixture	8	36,935,284	36,123,614
Other assets	9	455,177,355	1,473,557,978
Non-banking assets		-	-
Total Assets		7,349,776,578	7,126,654,186
Liabilities and Capital			
Liabilities:			
Placements from other banks, financial institutions and and agents	10		-
Deposits and other accounts	11		
Al-Wadiah current deposits & other deposit accounts		387,183,065	418,136,673
Bills Payable		12,872,641	8,528,482
Mudaraba Savings Deposits		1,489,701,091	1,401,642,494
Mudaraba Term Deposits		4,583,590,806	4,690,797,137
Other Deposits	12.2	139,049,540	194,886,992
		6,612,397,142	6,713,991,776
Other Liabilities	14	850,635,367	418,857,975
Total Liabilities		7,463,032,509	7,132,849,751
Capital / Shareholders' Equity			
Paid up Capital		-	-
Share Premium		-	-
Statutory Reserve		-	-
General Reserve		-	-
Other Reserve		-	-
Retained Earnings	15	(113,255,931)	(6,195,565)
Total Shareholders' Equity		(113,255,931)	(6,195,565)
Non-Controlling Interest		-	-
Total Liabilities and Shareholders Equity		7,349,776,578	7,126,654,186

Off Balance Sheet Items**Contingent Liabilities :**

Acceptances & Endorsements

Letters of Guarantee

Irrevocable Letters of Credit

Bills for Collection

Other Contingent Liabilities

Total Contingent Liabilities**Other Commitments:**

Documentary credit 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 Items Including Contingent Liabilities

Notes	31.12.2025 TAKA	31.12.2024 TAKA
16		
	-	21,591,105
	303,133,040	24,220,000
	233,790,405	285,927,019
	119,443,279	210,438,273
	-	-
	656,366,724	542,176,397
	-	-
	-	-
	-	-
	-	-
	-	-
	656,366,724	542,176,397

The annexed notes 01 to 39 form an integral part of these financial statements.

Bengal Commercial Bank PLC.
Islamic Banking Branch
Profit and Loss Account
For the Period ended 31 December 2025

	Notes	2025 TAKA	2024 TAKA
Operating Income			
Profit on Investments	21.1	625,718,290	533,200,382
Profit paid on deposits	22.0	(631,652,818)	(482,647,410)
Net Investments Income		(5,934,528)	50,552,972
Income from Investments in share & securities	21.2	24,508,475	24,297,363
Commission, exchange and brokerage	21.3	11,333,363	10,982,880
Other Operating Income	21.4	3,719,123	3,999,991
Total Operating Income (A)		33,626,432	89,833,206
OPERATING EXPENSES			
Salary and allowances	24.0	53,165,857	45,070,727
Rent, taxes, insurance, electricity etc.	25.0	3,452,408	2,069,697
Legal expenses	26.0	63,558	-
Postage, stamps, telecommunications etc.	27.0	315,636	298,761
Stationery, printing, advertisements etc.	28.0	426,778	453,392
Chief Executive's salary and fees		-	-
Directors fees	29.0	45,011	-
Auditors' fees		-	-
Depreciation and repair of banks assets	30.0	14,973,442	4,590,092
Other expenses	31.0	1,513,963	20,536,072
Total Operating Expenses (B)		73,956,652	73,018,740
Profit/(Loss) before provision (C) = (A-B)		(40,330,220)	16,814,466
Provision for Investments	32.1	61,360,912	41,239,523
Provision on Off-Balance Sheet Exposures	32.2	5,369,234	5,114,104
Provision for diminution in value of investments	32.3	-	-
Other provisions	35.0	-	-
Total Provisions (D)		66,730,146	46,353,628
Total Profit/(Loss) before Taxes (C-D)		(107,060,366)	(29,539,162)

The annexed notes 01 to 39 form an integral part of these financial statements.

Bengal Commercial Bank PLC.
Islamic Banking Branch
Cash Flow Statement
For the Period ended 31 December 2025

	Notes	2025 TAKA	2024 TAKA
A. Cash flows from operating activities			
Profit Receipts in cash		649,876,438	561,753,635
Profit Payments		(729,815,468)	(426,744,711)
Dividend Receipts		-	-
Fees & Commission Receipts in cash		7,542,558	5,644,070
Recoveries of loans Previously written off		-	-
Cash Payments to employees		(53,165,857)	((45,070,727)
Cash Payments to suppliers		(742,414)	(752,153)
Income taxes paid		(2,548,030)	(4,348,469)
Receipt from other operating activities	35	3,719,123	3,999,991
Payment for other operating activities	36	(5,587,246)	(23,082,957)
Operating profit before changes in operating assets and liabilities.		(130,720,897)	71,398,679
Increase/Decrease in operating assets and liabilities:			
(Purchase)/Sale of government securities		(313,940,000)	(87,493,000)
(Purchase)/Sales of trading Securities		-	50,000,000
Investments to Customers		(34,874,484)	(346,378,746)
Other assets	37	974,925,352	(1,395,531,403)
Deposit from banks		-	-
Deposit from customers/Others		(10,553,670)	1,471,201,446
Other Liabilities	38	418,477,548	284,345,624
Net Cash from operating activities (A)		1,034,034,746	(23,856,080)
B. Cash flows from investing activities			
Proceeds from Sale of Securities		-	-
Purchase/Sale of property, plant & equipment		(15,227,794)	(7,212,716)
Net Cash from investing activities (B)		(15,227,794)	(7,212,716)
C. Cash flows from financing activities			
Borrowing from Other Banks & Financial Institutions		-	-
Surplus/deficit on account of revaluation of investments		-	-
Sub-Ordinated Bond		-	-
Dividends Paid		-	-
Cash received from Issuance of ordinary shares		-	-
Net cash from financing activities (C)		-	-
D. Net Increase/(Decrease) in cash (A+B+C)		888,086,055	40,329,883
E. Effect of Exchange Rate Changes on Cash		3,790,806	5,338,810
F. Cash and Cash equivalents at beginning of the year		311,120,453	265,451,760
G. Cash and cash equivalents at the end of the year		1,202,997,313	311,120,453
Cash in hand (including foreign currencies)	3	72,337,627	50,997,319
Prize Bonds		-	-
Balance with Bangladesh bank and its agent bank		260,932,623	233,580,622
Balance with other banks & financial institution	4	869,727,063	26,542,512
Money at call on short notice		-	-
		1,202,997,313	311,120,453

The annexed notes 01 to 39 form an integral part of these financial statements.

Bengal Commercial Bank PLC.
Islamic Banking Branch
Notes to the Financial Statements
as at and for the Period ended 31 December 2025

	Notes	31.12.2025 TAKA	31.12.2024 TAKA
3.0 Cash in hand			
Cash in hand	3.1	72,337,627	50,997,319
Balance With Bangladesh Bank and its agent Banks	3.2	260,932,623	233,580,622
		333,270,250	284,577,941
3.1 Cash in hand			
Local Currency		71,739,092	50,172,769
Foreign Currency		598,535	824,550
		72,337,627	50,997,319
3.2 Balance with Bangladesh Bank and its agent Banks			
Bangladesh Bank		260,932,623	233,580,622
Local currency		-	-
Foreign currencies		260,932,623	233,580,622
		-	-
Balance with agent banks		260,932,623	233,580,622
4.0 Balance with other banks and financial institutions			
Balance In Bangladesh	4.1	869,727,063	26,542,512
Balance outside Bangladesh	4.2	-	-
		869,727,063	26,542,512
4.1 In Bangladesh			
A. SND account			
Mercantile Bank Limited.		101,384	26,542,512
NCC Bank		102,149	-
Shahjalal Bank		5,000	-
Exim Bank		295,847,099	-
Standard Bank		570,650,673	-
Agrani Bank		3,020,757	-
		-	-
		869,727,063	26,542,512
5.0 Placement with banks & other financial institutions			
Call money Lending		-	-
Short Notice Lending		-	-
6.0 Investments in share & securities			
(a) Nature Wise			
Held for Trading		-	-
Held for Maturity		-	-
Others		-	-
		-	-
(b) Claim Wise			
Government Securities	6.1	669,024,000	355,084,000
Others	6.2	-	-
		669,024,000	355,084,000
6.1 Government Securities			
Treasury Bond		-	-
Sukuk Islami Bond		669,024,000	355,084,000
Prize Bond		-	-
		669,024,000	355,084,000
6.2 Government Securities			
Bangladesh Government Islami Investment Bond (BGIIIB)		-	-
		-	-

7.0 Investment

General investments etc
Bills purchased and discounted

7.1 Product Wise Investments

Continuous Investment
Term Investments
Demand Investments

8.0 Fixed assets including premises, furniture & fixture.

A Cost

Furniture and fixtures
Office Equipment
Computer & equipments

B Intangible Assets

Software
Total Cost of Tangible and Intangible Assets
Less: Accumulated depreciation & amortization
Written down value at the end of the year

Lease Assets-Premises

Right of use Assets
Less: Accumulated Depreciation

Net Book Value at the end of the year

9.0 Other assets

Income Generating

Profit Receivable
Profit Receivable from Govt. Securities

Non-Income Generating

Stock of Stationery & Stamps
Advance Rent
Security Deposit
Suspense Account
Advance to Vendors
Inter Transaction Between Conventional Banking
Advance Insurance
Advance Tax

9.1 Suspense accounts

Advance against expenses

9.2 Advance tax paid

Balance at the beginning of the year
Paid during the year

Notes	31.12.2025 TAKA	31.12.2024 TAKA
7.1	4,950,079,717	4,896,257,984
	35,562,908	54,510,157
	4,985,642,626	4,950,768,141
	3,552,509,087	4,181,311,459
	789,930,692	496,610,583
	607,639,938	218,335,943
	4,950,079,717	4,896,257,984
	25,671,796	25,558,167
	9,369,586	9,369,586
	1,218,902	1,195,86
	36,260,284	36,123,614
	675,000	-
	36,935,284	36,123,614
	-	-
	36,935,284	36,123,614
	-	-
	-	-
	-	-
	36,935,284	36,123,614
	1,340,856	2,371,404
	2,612,100	1,231,225
	3,952,955	3,602,629
	171,525	193,995
9.1	132,333	137,955
	690,000	690,000
	412,198,118	1,433,224,006
	(225,000)	-
9.2	38,257,423	35,709,393
	451,224,399	1,469,955,349
	455,177,355	1,473,557,978
	132,333	137,955
	132,333	137,955
	35,709,393	31,360,924
	2,548,030	4,348,469
	38,257,423	35,709,393

	Notes	31.12.2025 TAKA	31.12.2024 TAKA
10.0 Placements from other banks, financial institutions & agent.			
In Bangladesh		-	-
Out Side Bangladesh		-	-
		-	-
11.0 Deposits and other accounts			
Deposit from Customers	12.0	6,612,397,142	6,713,991,776
Deposit from Banks	13.0	-	-
		6,612,397,142	6,713,991,776
12.0 Deposit from Customers			
Al-Wadiah current Deposit and other accounts	12.1	387,183,065	418,136,673
Bills Payable		12,872,641	8,528,482
Mudaraba Savings Bank Deposit		1,489,701,091	1,401,642,494
Mudaraba Term Deposits		4,583,590,806	4,690,797,137
Other Deposit	12.2	139,049,540	194,886,992
		6,612,397,142	6,713,991,776
12.1 Al-Wadiah current Deposit and other accounts			
Al-Wadiah current Deposit		240,517,025	166,789,764
Positive Balance On OD		-	-
Accrued Profit		85,601,669	176,642,633
Margin on Facilities		61,064,371	74,704,276
FC Held		-	-
		387,183,065	418,136,673
12.2 Other Deposit			
Sundry Deposit	12.2.1	5,176,162	3,412,104
Settlement Account		8,708	-
Others		133,864,670	191,474,888
		139,049,540	194,886,992
12.2.1 Sundry deposits			
Security Deposit		-	-
Withholding Tax Payable		-	45,797
Withholding VAT Payable		-	-
Excise Duty		-	-
Others		5,176,162	3,366,307
		5,176,162	3,412,104
13.0 Demand and Time Deposits			
A. Demand Deposits			
Al-Wadiah current Deposits		387,183,065	418,136,673
Mudaraba Savings Deposits (10% of Total Saving Deposit)		23,662,311	19,426,698
Sundry Deposit		5,176,162	3,412,104
Bills Payable		12,872,641	8,528,482
Other Demand Deposit		133,873,378	191,474,888
		562,767,557	640,978,844
B. Time Deposits			
Mudaraba Savings Deposits (90% of Total Saving Deposit)		212,960,801	174,840,281
Mudaraba Term Deposit		4,506,463,554	4,627,573,889
Deposit Pension Scheme		69,324,647	55,604,830
Speical Notice Deposit		1,253,077,979	1,207,375,515
Security Deposit		-	-
Others Time Deposit		7,802,605	7,618,418
		6,049,629,586	6,073,012,932
Total Demand and Time Deposit		6,612,397,142	6,713,991,776

	Notes	31.12.2025 TAKA	31.12.2024 TAKA
14.0 Other Liabilities			
Provision for Investments		-	-
Provision for Off Balance Sheet Items		-	-
Provision for diminution in value of Investment		-	-
Compensation Receivable		83,523,175	-
Inter Transaction Between Conventional Banking		753,452,219	419,068,315
Adjusting Account Credit Balance		360,128	(210,340)
Lease Liabilities (IFRS 16)		-	-
Provision for Tax		13,299,844	-
Deferred Tax Liability		-	-
		850,635,367	418,857,975
15.1 Provisions for Investments			
Provisions for investments will be based on instructions contained in Bangladesh Bank BRPD circulars/letters no. 16 dated 06 December 1998, 9 dated 14 May 2001, 9 and 10 dated 20 August 2005, 8 dated 07 August 2007, 10 dated 18 September 2007, 14 dated 23 September 2012, 19 dated 27 December 2012, 5 dated 29 May 2013, 16 dated 18 November 2014, 8 dated 02 August 2015, 12 dated 20 August 2017, 15 dated 27 September 2017, 01 dated 03 January 2018, 01 dated 20 February 2018, 01 dated 06 February 2019, 03 dated 21 April 2019 and 05 dated 16 May 2019.			
15.1.1 General Provision			
Balance as at 1st January 2024		-	-
Add: Provision made during the year		-	-
		-	-
15.1.2 Specific Provision			
Balance as at 1st January 2024		-	-
Add: Provision made during the year		-	-
		-	-
15.1.3 Provision on Off-Balance Sheet Exposures			
Balance as at 1st January 2024		-	-
Add: Provision made during the year		-	-
		-	-
Total Provision for investments and Off-Balance Sheet Exposures		-	-
15.0 Retained Earnings			
Opening Balance		(6,195,565)	23,343,597
Add: Post Tax Profit during the period		(107,060,366)	(29,539,162)
Less: Transfer to Statutory Reserve		-	-
		(113,255,931)	(6,195,565)
16.0 Contingent Liabilities			
Acceptances and endorsements		-	21,591,105
Letters of guarantees		303,133,040	24,220,000
Irrevocable letters of credit		233,790,405	285,927,019
Bills for collection		119,443,279	210,438,273
Others		-	-
		656,366,724	542,176,397
21.0 Income Statement		2025 TAKA	2024 TAKA
Income			
Profit, discount and Similar Income	21.1	625,718,290	533,200,382
Fees, Commission and brokerage	21.3	11,333,363	10,982,880
Gains/(Loss) arising from investment	21.2	24,508,475	24,297,363
Other Operating Income	21.4	3,719,123	3,999,991
		665,279,251	572,480,616
Expenses			
Profit Paid on Deposits, placement, etc	22.0	631,652,818	482,647,410
Administrative expenses	23.0	57,424,236	47,892,577
Other operating expenses	31.0	1,513,963	20,536,072
Depreciation on banks assets	30.0	14,973,442	4,590,092
		705,564,460	555,666,150
21.1 Profit, discount and similar income			
Profit on Investments	21.1(a)	624,694,928	511,491,542
Profit on placement with banks and Financial Institutions		1,023,362	21,708,840
Profit on foreign currency balances		-	-
		625,718,290	533,200,382

	Notes	2025 TAKA	2024 TAKA
21.1(a) Product Wise Profit:			
Overdraft		477,062,619	457,056,401
Term Investment		76,265,668	39,440,003
Demand Investment		71,366,642	14,995,138
		624,694,928	511,491,542
21.2 Investment Income			
Capital Gain on sale of shares (Net)		-	-
Dividend Income		-	-
Income from Subordinate Bond		-	-
Income from Corporate Bond		-	-
Income from Govt Sukuk Bond (Net)		24,508,475	24,297,363
Income from Perpetual Bond		-	-
Income from Treasury Bond		-	-
Gain on Sale of Govt Securities		-	-
Loss On Revaluation of HFT-T Bond		-	-
Profit on Reverse Repo		-	-
		24,508,475	24,297,363
21.3 Commission Exchange & Brokerage			
Exchange Gain (Net)		3,790,806	5,338,810
Commission of DD, TT, PO		81,330	53,620
Other Commission Income		7,461,228	5,590,450
		11,333,363	10,982,880
21.4 Other Operating Income			
Service Charge		3,233,674	3,669,577
Others		485,449	330,414
		3,719,123	3,999,991
22.0 Profit Paid on Deposits, Borrowing and Others			
Profit on deposits	22.1	631,652,818	482,647,410
Profit on Placement from Banks & Fls		-	-
Profit on borrowings from BB & others		-	-
Profit on Treasury Bond		-	-
		631,652,818	482,647,410
22.1 Profit on deposits			
Mudaraba Term Deposit		487,933,150	451,022,075
Mudaraba Deposit		3,708,723	2,696,141
Mudaraba Short Notice Deposit		130,635,354	21,885,029
Mudaraba Savings Deposit		9,375,591	7,044,165
		631,652,818	482,647,410
23.0 Administrative expenses			
Salary and allowances	24.0	53,165,857	45,070,727
Rent, taxes, insurance, electricity etc.	25.0	3,452,408	2,069,697
Legal expenses	26.0	63,558	-
Postage, stamps, telecommunications etc.	27.0	315,636	298,761
Stationery, printing, advertisements etc.	28.0	426,778	453,392
Chief Executive's salary and fees		-	-
Directors' fees	29.0	-	-
Auditors' fees		-	-
		57,424,236	47,892,577
24.0 Salary and allowances			
Basic Salary		21,896,305	18,926,824
Allowances		22,323,445	19,145,160
Bonus		4,657,746	3,336,058
L/E Salary & Allowances		2,189,631	1,892,682
Bank's Contribution to Provident fund		2,098,730	1,770,003
		53,165,857	45,070,727

25.0 Rent, taxes, insurance, electricity etc.

Rent (Garage)
Other rental charges
Rates & Taxes
Insurance charge
Electricity, Water & Gas

26.0 Legal & Professional Expenses

Professional fees
Other legal charges
Stamp, power of attorney & notary public
Other Professional fees

27.0 Postage, stamps, telecommunications etc.

Postage
Telecommunication charges
Mobile Bills
Swift Charge
Internet
Network Connectivity Charge
Stamps

28.0 Stationery, printing & advertisements etc.

Computer Stationery
Printing Stationery
Office Stationery

Advertisement
News paper
Other Advertisement

Total Stationery, Printing & Advertisement

29.0 Directors Fees & Meeting Expenses

Directors Fees

30.0 Depreciation and repair of bank's assets**30.1 Depreciation**

Furniture/fixtures
Vehicles
Office equipments
Computer equipments
Computer software

Total Depreciation

Repair of bank's assets
Right-of-Use asset

Total Depreciation and repair of bank's assets

Notes	2024 TAKA	2023 TAKA
	-	-
	1,337,496	-
	76,168	127,275
	276,421	298,968
	1,762,323	1,643,454
	3,452,408	2,069,697
	63,558	-
	-	-
	-	-
	-	-
	63,558	-
	53,653	52,654
	14,723	11,837
	60	70
	-	-
	-	-
	247,200	234,200
	315,636	298,761
	158,856	173,820
	-	11,317
	237,102	203,428
	395,958	388,565
	30,820	64,827
	-	-
	30,820	64,827
	426,778	453,392
	-	-
	2,558,406	2,538,206
	-	-
	1,412,765	1,412,254
	180,449	162,443
	-	-
	4,151,620	4,112,904
	557,318	477,188
	10,264,504	-
	14,973,442	4,590,092

	Notes	2025 TAKA	2024 TAKA
31.0 Other expenses			
Entertainment		658,625	620,546
Business Development Expenses		193,736	124,671
Car and Generator Expenses		98,354	153,722
Other Car Expenses		1,954,500	1,546,412
Cleaning & Sanitizing Expenses		130,146	131,971
Crockeries & Cutleries		25,897	60,779
Business Traveling		429,506	382,788
Misc expenditure		5,385	16,002
Cleaning & Security Services		4,051,673	4,171,186
Books, Newspaper & Periodicals		22,246	17,729
Inter Transaction Between Conventional Banking		(9,705,235)	12,811,915
Excise Duty		50,000	291,677
Finance Cost - Lease Liability		3,136,578	-
Donation/Subscription & Others		-	-
Gift Items		39,562	14,603
Leave Encashment Expense		-	-
Other expenses		422,990	192,071
		1,513,963	20,536,072
32.0 Provisions Against Invesments, Off-balance Sheet Items & Others of the Bank			
32.1 Provisions on General Invesments		61,360,912	41,239,523
32.2 Provisions on Off-Balance Sheet Items		5,369,234	5,114,104
32.3 Provisions on Investment on Shares and Securities		-	-
Others		-	-
		66,730,146	46,353,628
33.0 Net Asset Value (NAV) Per Share			
Net Asset Value of the Bank		(113,255,931)	(35,734,727)
Number of Ordinary Shares		-	-
Net Asset Value Per Share			
34.0 Net Operating Cash Flows Per Share			
Net Cash Flows from Operating Activities		903,313,849	(30,765,068)
No. of Outstanding Shares		-	-
35.0 Receipt for Other Operating Activities			
Capital Gain on sale of shares		-	-
Service Charge		3,233,674	3,669,577
Others		485,449	330,414
		3,719,123	3,999,991
36.0 Payment for Other Operating Activities			
Rent, insurance, electricity etc.		3,452,408	2,069,697
Legal expenses		63,558	-
Directors' fees		-	-
Auditors' fees		-	-
Repair of Fixed Assets		557,318	477,188
Other expenses		1,513,963	20,536,072
		5,587,246	23,082,957
37.0 Cash Increase/Decrease in Other assets			
Stock of Stationery & Stamps		171,525	193,995
Advance Rent		-	-
Security Deposit		-	-
Suspense Account		132,333	137,955
Advance to Vendors		690,000	690,000
Advance Tax		38,257,423	35,709,393
Others		458,551,746	1,479,577,634
Advance Insurance		(225,000)	-
		497,578,027	1,516,308,977
Less: Advance Tax Paid		(2,548,030)	-
Less: Profit Receivable on Balance with Other Bank		-	-
Less: Profit Receivable on Treasury Bond		-	-
Less: Opening Balance of Other Assets		(1,469,955,349)	(1,469,955,349)
		(974,925,352)	46,353,628

38.0 Cash Increase/Decrease in Other Liabilities

Payable to Vendors
Payable Others
Adjusting Account Credit Balance
Provisions
Lease Liabilities (IFRS 16)
Less Opening Balance of Other Liabilities

Notes	2024 TAKA	2023 TAKA
	83,523,175	-
	753,452,219	419,068,315
	360,128	(210,340)
	-	-
	-	-
	837,335,522	418,857,975
	(418,857,975)	(418,857,975)
	418,477,548	-

39.0 Reconciliation of Net Profit after Taxation & Operating Profit before changes in operating assets & liabilities

Net Profit After Tax
Provision for Tax
Provision for Investment & Contingent Liabilities
Provision for diminution in value of investments
(Increase)/ Decrease of Profit Receivable
Increase/(Decrease) of Profit Payable
Depreciation & Amortization of Fixed Assets
Income Tax Paid
(Capital gain)/ Loss on shares & mutual funds
Exchange Gain
Operating Profit before changes in operating assets & liabilities

	(107,060,366)	(29,539,162)
	-	-
	66,730,146	46,353,628
	-	-
	(350,327)	-
	(91,040,964)	-
	14,416,124	4,112,904
	(2,548,030)	-
	-	-
	(3,790,806)	(5,338,810)
	(123,644,223)	15,588,560

Bengal Commercial Bank PLC.

Highlights on Overall Activities

Annexure-F

Particulars	Amount in BDT	
	31 Dec 2025	31 Dec 2024
Paid-up Capital	5,000,000,000	4,905,300,000
Total Assets	30,665,789,974	27,690,641,397
Total Deposits	23,620,101,446	20,983,411,778
Total Loans & Advances	18,299,743,737	16,195,318,483
Total Contingent Liabilities & Commitments	5,731,363,467	3,685,206,672
Credit Deposit Ratio (%)	79.07%	75.01%
Percentage of Classified Loans against Total Loans and Advances (NPL)	0.87%	0.80%
Operating Profit	599,135,280	755,952,127
Profit after Tax & Provision	372,320,399	630,282,790
Amount of Classified Loans during the year	159,742,323	129,525,165
Provision kept against Classified Loans	34,576,744	7,675,722
Provision Surplus/(Deficit)	1,403,972	-
Cost of Deposit (%)	9.40%	8.43%
Cost of Fund (%)	9.37%	9.90%
Interest Earning Assets	27,284,914,230	25,256,844,468
Non-interest earning Assets	3,380,875,744	2,433,796,929
Return on Investment (ROI) (%)	6.93%	7.28%
Return on Assets (ROA) (%)	1.28%	2.52%
Net Asset value per share	11.28	10.56
Income from Investments	1,198,302,386	1,197,170,864
Earning per share (Taka)	0.74	1.26
Net Interest Margin (NIM)	0.70%	0.59%

Bengal Commercial Bank PLC.
OFF-SHORE BANKING UNIT
Balance Sheet
As at 31 December 2025

Annexure-G

	Notes	2025		2024	
		USD	BDT	USD	BDT
Properties & Assets					
Cash		167.66	20,479.67		
In Hand (Including Foreign Currency)		167.66	20,479.67	-	-
"With Bangladesh Bank and its agent Bank (including Foreign Currency)"		-	-	-	-
Balance with other banks & financial institutions	1.00	-	-	-	-
In Bangladesh		-	-	-	-
Outside Bangladesh		-	-	-	-
Money at Call and Short Notice		-	-	-	-
Investments		-	-	-	-
Government		-	-	-	-
Others		-	-	-	-
Loans and Advances	2.00	-	-	-	-
Loans, Cash Credit, Overdrafts, etc.		-	-	-	-
Bills Purchased and Discounted		-	-	-	-
"Fixed Asset including Premises, Furniture & Fixtures"		-	-	-	-
Other Asset		-	-	-	-
Non-Banking Asset		-	-	-	-
Total Property and Asset		167.66	20,479.67	-	-
Liabilities and Capital					
"Borrowing from other Banks, Financial Institutions & Agent"	3.00	-	-	-	-
Deposit and Other Accounts	4.00	-	-	-	-
Other Liabilities	5.00	-	-	-	-
Total Liabilities		-	-	-	-
Capital/Shareholders' Equity					
Paid up Capital		-	-	-	-
Statutory Reserve		-	-	-	-
"Revaluation Reserve on Investment in Securities"		-	-	-	-
Retained Earnings		167.66	20,479.67	-	-
Total Shareholders' Equity		167.66	20,479.67	-	-
Total Liabilities and Shareholders' Equity		167.66	20,479.67	-	-
Off-Balance Sheet Items					
Contingent Liabilities					
"Acceptance and endorsements Letter of Guarantee"		-	-	-	-
Irrevocable Letter of Credit		-	-	-	-
Bills for Collection		-	-	-	-
Other Contingent Liabilities		-	-	-	-
Other Commitments		-	-	-	-
"Total Off Balance Sheet Items including Contingent Liabilities"		-	-	-	-

Bengal Commercial Bank PLC.
OFF-SHORE BANKING UNIT
Profit and Loss Account

For the Period ended 31 December 2025

Annexure-G

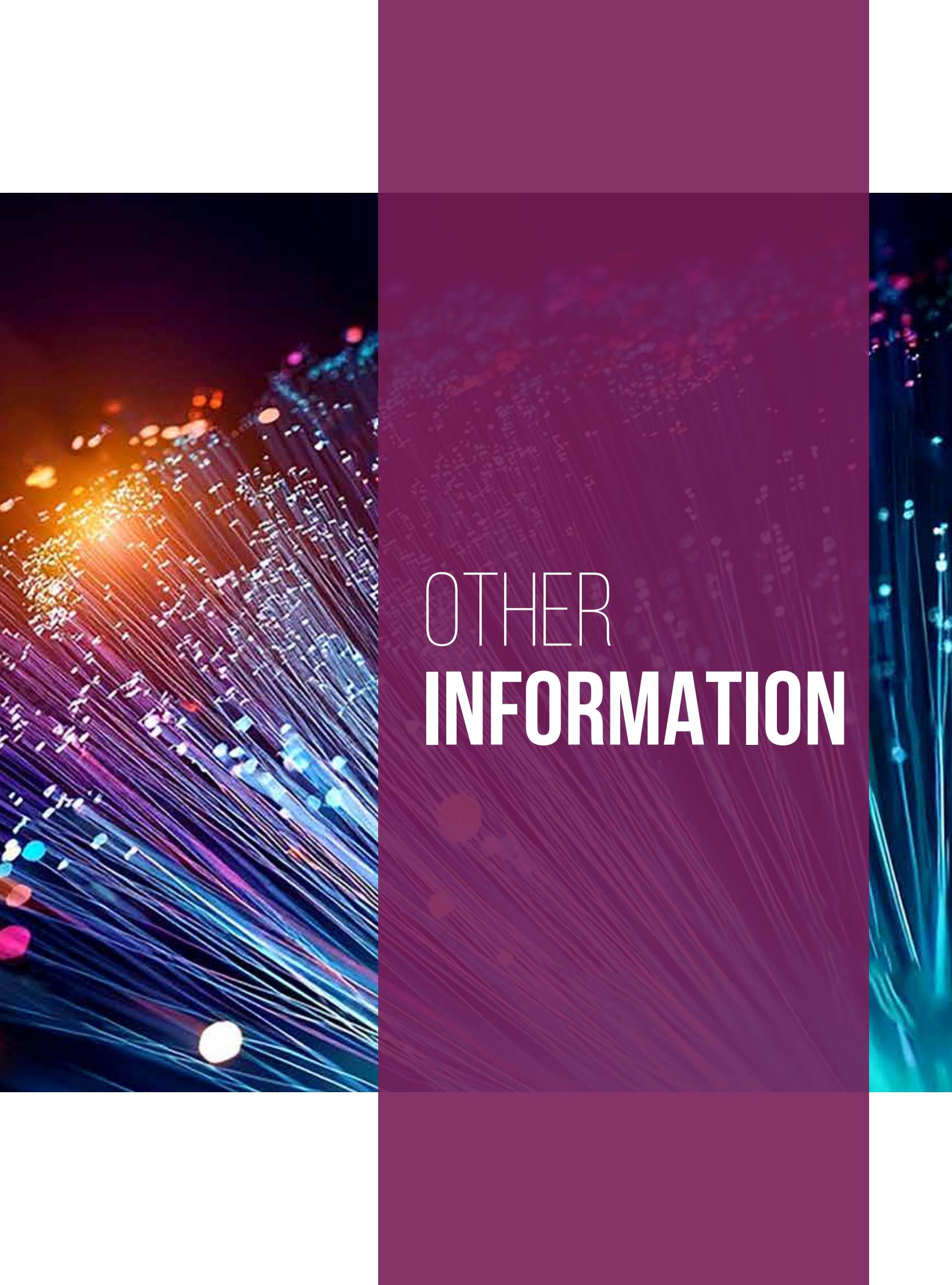
	Notes	2025		2024	
		USD	BDT	USD	BDT
Interest Income	6.00	1,430.18	174,696.49	-	-
"Less: Interest Paid on Deposit and Borrowing, etc."	7.00	1,262.52	154,216.82	-	-
Net Interest Income		167.66	20,479.67	-	-
Income from Investment		-	-	-	-
Commission, Exchange and Brokerage		-	-	-	-
Other Operating Income		-	-	-	-
Total Operating Income		167.66	20,479.67	-	-
Less: Operating Expenditure		-	-	-	-
Salary and Allowances		-	-	-	-
Rent, Tax, Insurance, Electricity		-	-	-	-
Other Expenditure		-	-	-	-
Total Operating Expenses		167.66	20,479.67	-	-
Profit Before Provision & Tax					

Bengal Commercial Bank PLC.
OFF-SHORE BANKING UNIT
Notes to the Financial Statements

As at and for the Period ended 31 December 2025

Annexure-G

		2025		2024	
		USD	BDT	USD	BDT
1.0 Balance with other Banks and Financial					
In Bangladesh		-	-	-	-
Outside Bangladesh		-	-	-	-
		-	-	-	-
2.0 Loans & Advances					
Export Bill Discounting		-	-	-	-
Import Bill Discounting		-	-	-	-
		-	-	-	-
3.0 Borrowing from other Banks, Financial Institutions & Agents					
In Bangladesh		-	-	-	-
Outside Bangladesh		-	-	-	-
		-	-	-	-
4.0 Deposit and Other Accounts					
Fixed Deposit		-	-	-	-
Sundry Deposit		-	-	-	-
		-	-	-	-
5.0 Other Liabilities					
Interest Payable		-	-	-	-
Profit Payable		-	-	-	-
		-	-	-	-
6.0 Interest Income					
Loans and Advances		1,430.18	174,696.49	-	-
"Balance with Other Banks and Financial Institutions"		-	-	-	-
		1,430.18	174,696.49	-	-
7.0 Interest Paid on Deposit and Borrowing, etc.					
"Interest Paid on Deposit & Borrowing from Foreign Bank"		1,262.52	154,216.82	-	-
"Interest Paid on Deposit & Borrowing from Local Bank"		-	-	-	-
		1,262.52	154,216.82	-	-

The background of the slide is a composite of several elements. On the left, there is a vertical strip showing a dense bundle of fiber optic cables. These cables are illuminated from within, creating a spectrum of colors including bright orange, yellow, and white at the top, transitioning through blue and purple towards the bottom. The right side of the slide is dominated by a large, solid purple rectangular area. Overlaid on this purple area is a faint, repeating pattern of binary code (0s and 1s) in a lighter shade of purple. The text 'OTHER INFORMATION' is centered within this purple area.

OTHER **INFORMATION**

Branch Location

1. Corporate Branch

Manager Name : Mr Toufiq E Elahi Choudhury
Branch Location : Khandker Tower (Ground Floor), 94
Gulshan Avenue, Gulshan, Dhaka-1212
Email : corporate.branch@bgcb.com.bd
Routing Number : 315260856
Mobile : +88 01755558445

6. Agrabad Islami Banking Branch

Manager Name : Mr Mohammed Ayub Ali
Branch Location : Chamber House 38, Agrabad C/A,
Chattogram.
Email : agrabad.branch@bgcb.com.bd
Routing Number : 315150137
Mobile : +8801817702446

2. Dilkusha Islami Banking Branch

Manager Name : Mr Md. Abdus Salam
Branch Location : Rahmat Tower (1st & 2nd Floor), Holding
No-19, Dilkusha C/A, Motijheel,
Dhaka-1000
Email : dilkusha.branch@bgcb.com.bd
Routing Number : 315271908
Mobile : +88 01755590617

7. Zirabo Branch

Manager Name : Mr Mahmud-UI-Hasan Khan (Acting Manager)
Branch Location : Hazi Chan Miah Tower, Village: Zirabo,
Ashulia, Dhaka.
Email : zirabo.branch@bgcb.com.bd
Routing Number : 315264810
Mobile : +8801727226872

3. Imamgonj Branch

Manager Name : Mr Khandker Moniruzzaman
Branch Location : Mashallah Complex, 10 No, Biren Bosh
Street (Old), Mitford Road (New),
Imamgonj, Chawk Bazar, Dhaka
Email : imamgonj.branch@bgcb.com.bd
Routing Number : 315272802
Mobile : +88 01786563608

8. Gorai Branch

Manager Name : Mr Md. Noor Hossain
Branch Location : Shikdar Plaza, Village: Gorai, Mouza:
Mamin Nagar, Mirzapur, Tangail.
Email : gorai.branch@bgcb.com.bd
Routing Number : 315931035
Mobile : +8801912857441

4. Chowmuhan Branch

Manager Name : Mr Rahul Chowdhury (Acting Manager)
Branch Location : Morshed Alam Complex, Holding
Number:0001-01, Rail Gate,
Chowmuhan, Begumganj, Noakhali.
Email : chowmuhan.branch@bgcb.com.bd
Routing Number : 315750340
Mobile : +8801401155705

9. Eliotganj Branch

Manager Name : Mr Md. Sakhawat Hossain
Branch Location : Village: Eliotganj, Mouza: Mobarakpur,
Daudkandi, Cumilla.
Email : eliotganj.branch@bgcb.com.bd
Routing Number : 315191909
Mobile : +8801718906545

5. Sonargaon Janapath Branch

Manager Name : Mr Md Zamal Hossain
Branch Location : Plot # 32, Sector 11 Sonargaon
Janapath Road, Uttara Model Town,
Uttara (West), Dhaka.
Email : sonargaon.branch@bgcb.com.bd
Routing Number : 315260243
Mobile : +8801712752405

10. Hemayetpur Branch

Manager Name : Mr Md Delwar Hasan Joy
Branch Location : Horindhara, Padmar More Hemayetpur,
Savar, Dhaka
Email : hemayetpur.branch@bgcb.com.bd
Routing Number : 315260135
Mobile : +8801711116028

Branch Location...

11. Anowara Branch

Manager Name : Mr S M Obidul Kader
 Branch Location : J S Plaza, Kalabibir Digi, Balcura,
 Anowara, Chattogram
 Email : anowara.branch@bgcb.com.bd
 Routing Number : 315150524
 Mobile : +8801817713223

16. Kashinathpur Islami Banking Branch

Manager Name : Mr Md Tariqul Islam
 Branch Location : London Tower, Kashinathpur, Santhia,
 Pabna 6670.
 Email : kashinathpur.branch@bgcb.com.bd
 Routing Number : 315760172
 Mobile : +8801711060028

12. Hasnabad Branch

Manager Name : Mr Anisur Rahman
 Branch Location : Nazim Uddin Complex, Hasnabad Ekuria,
 South Keraniganj, Keraniganj, Dhaka.
 Email : hasnabad.branch@bgcb.com.bd
 Routing Number : 315272565
 Mobile : +8801795204347

17. Bogura Branch

Manager Name : Mr Md Abu Toyub
 Branch Location : Bhandari Monzil, Holding: 0775, Rangpur
 Road, Borogola, Bogura 5800.
 Email : bogura.branch@bgcb.com.bd
 Routing Number : 315100374
 Mobile : +8801747906923

13. Rangpur Branch

Manager Name : Mr Md Ahasan Ul Firoz
 Branch Location : Holding: 001-00, Suruj Tower (1st & 2nd),
 Suruj Tower, G.L. Roy Road (Jahaj
 Company Moor), Rangpur.
 Email : rangpur.branch@bgcb.com.bd
 Routing Number : 315851452
 Mobile : +8801717424975

18. Banani Branch

Manager Name : Ms Rownaq Jahan
 Branch Location : South Brezee Center, Holding No: 05,
 Section: G, Road: 11, Banani, Dhaka
 1213
 Email : banani.branch@bgcb.com.bd
 Routing Number : 315260430
 Mobile : +8801840666915

14. Satmasjid Road Branch

Manager Name : Mr Mohammed Jahir Uddin
 Branch Location : Rangs Eminance, Holding No: 779 (Old),
 79 (New), Satmasjid Road, Dhanmondi,
 Dhaka 1209
 Email : satmasjid.branch@bgcb.com.bd
 Routing Number : 315276079
 Mobile : +8801678166669

19. Ati Bazar Branch

Manager Name : Md Khyrul Bashar
 Branch Location : Islam Plaza, 459/1, Ati Bazar Main Road,
 Ati Bazar, Keraniganj, Dhaka 1312.
 Email : atibazar.branch@bgcb.com.bd
 Routing Number : 315270341
 Mobile : +8801719988424

15. Velanagar Branch

Manager Name : Mr Muhammad Al Amin
 Branch Location : Madina Tower, Holding No: 1005/1,
 Velanagar Bus Stand, Chinishpur,
 Narsigndi Sadar, Narsigndi.
 Email : velanagar.branch@bgcb.com.bd
 Routing Number : 315681398
 Mobile : +8801818350818

20. Mirpur Branch

Manager Name : Mr Md Nasir Uddin Ahmed
 Branch Location : 8, Darus Salam Road, Mirpur 1, Dhaka
 1216
 Email : mirpur.branch@bgcb.com.bd
 Routing Number : 315262988
 Mobile : +8801712180722

Branch Location...

21. Narayanganj Branch

Manager Name : Mr S M Syed-Al-Islam
Branch Location : Aman Bhaban, Holding No 119(Old),
155 (New) Bangabandhu Road,
Narayanganj Sadar, Narayanganj
Email : narayanganj.branch@bgcb.com.bd
Routing Number : 315671182
Mobile : +8801985700290

22. Barishal Branch

Manager Name : Mr Md Reaz Uddin
Branch Location : Fatema Centre, Holding No. 523, Sadar
Road, Barishal
Email : barishal.branch@bgcb.com.bd
Routing Number : 315060285
Mobile : +8801716007451

23. Sylhet Branch

Manager Name : Mr Md Wahidur Rahman
Branch Location : Manru Shopping City, Holding
No:1212/1125 (Old: 4953/4943),
Mirboxtola Road, Chowhatta,
Sylhet-3100
Email : sylhet.branch@bgcb.com.bd
Routing Number : 315913558
Mobile : +8801711385361

24. Fatikchari Branch

Manager Name : Mr AHM Salauddin
Branch Location : Salam Markter (1st Floor), Holding: 74,
College Road, Ward: 8, Fatikchri,
Chattagram
Email : fatikchari.branch@bgcb.com.bd
Routing Number : 315152748
Mobile : +8801818000177

25. Baligaon Branch

Manager Name : Mr Md Nazmul Huda
Branch Location : Azizul Haque Bepary Super Market (1st
Floor), Hat Baligaon, Tongibari,
Munshgonj
Email : baligaon.branch@bgcb.com.bd
Routing Number : 315590100
Mobile : +8801716282829

Branch Location...

26. Mohakhali Branch

Manager Name : Mr Mohammad Moshir Rahman
Branch Location : Civil Engineer's Building, 69 Bir Uttam A
K Khandakar Road, Dhaka-1212
Email : mohakhali.branch@bgcb.com.bd
Routing Number : 315263190
Mobile : +8801819869267

Sub Branch Location

1. Karwan Bazar Sub-Branch

In-charge Name : Mr Md Mubarak Hossain
Location : NLI Tower(1st floor), 54-55, Kazi Nazrul
Islam Avenue, Karwan Bazar, Tejgaon,
Dhaka 1215
Email : karwan.branch@bgcb.com.bd
Routing Number : 315260856
Mobile : +8801798831991

2. Savar Nama Bazar Sub-Branch

In-charge Name : Mr Abul Kalam Azad
Location : Bandhan Mansion, Holding No: D-191,
D-191/1, D-191/2, Nama Bazar, Savar,
Dhaka.
Email : namabazar.branch@bgcb.com.bd
Routing Number : 315260135
Mobile : +8801813181537

3. Ashkona Sub-Branch

In-charge Name : Mr Md Asif Mahmud
Location : MG Abed Tower, Holding No: 373, Ward
No: 49, Ashkona, Dakshinkhan, Dhaka
Email : ashkona.branch@bgcb.com.bd
Routing Number : 315260243
Mobile : +8801764380721

4. Rampura Sub-Branch

In-charge Name : Mr Md Junaeed Hossain
Location : Mia Bhaban, 64, DIT Road, East
Hazipara, Khilgaon, Rampura, Dhaka.
Email : rampura.branch@bgcb.com
Routing Number : 315260856
Mobile : +8801711392488

Sub Branch Location...

5. Tongi Sub-Branch

In-charge Name : Mr Abu Jahed Chowdhury
Location : Mahadi Tarif Complex, Holding No: 75,
 Anarkoli Road, Tongi Bazar, Tongi,
 Gazipur
Email : tongi.branch@bgcb.com.bd
Routing Number : 315260243
Mobile : +8801828728272

6. Kamrangirchar Sub-Branch

In-charge Name : Mr Muhammad Mahmudur Rahaman Faisal
Location : Shajahan Super Market, Holding No:
 49, Ashrafabad Main Road,
 Kamrangirchar, Dhaka,
Email : kamrangirchar.branch@bgcb.com.bd
Routing Number : 315272802
Mobile : +8801836199480

7. Haragach Sub-Branch

In-charge Name : Mr Md Jamal Hossain
Location : Malia Market, Holding No: 392,
 Haragach Road, Haragach Pourashava,
 Haragach, Rangpur
Email : haragach.branch@bgcb.com.bd
Routing Number : 315851452
Mobile : +8801717465262

8. Ashulia Sub-Branch

In-charge Name : Mr Md Ashaduzzaman
Location : AR Ahsan Tower, Holding No: 121/42,
 Bogabari Bazar Bus Stand, Baipail,
 Ashulia, Savar, Dhaka
Email : ashulia.branch@bgcb.com.bd
Routing Number : 315264810
Mobile : +8801717411173

9. Poddar Bazar Sub-Branch

In-charge Name : Mr Abul Khair
Location : Barek Ali Super Market, Poddar Bazar,
 Shibrapur, Nandigram, Lakshmipur
 Sadar, Lakshmipur
Email : poddarbazar.branch@bgcb.com.bd
Routing Number : 315750340
Mobile : +8801720980532

10. Khatunganj Sub-Branch

In-charge Name : Mr Mohammed Abul Hashem
Location : BSP Bhaban, 260 Khatunganj,
 Chattogram
Email : khatunganj.branch@bgcb.com.bd
Routing Number : 315150137
Mobile : +8801730597269

11. Dupchanchia Sub-Branch

In-charge Name : Mr Md Iqbal Hossain
Location : Mou Plaza, Holding No: 010700, CO
 Office Bus Stand, Bogura-Naogaon Main
 Road, Dupchanchia, Bogura.
Email : dupchanchia.branch@bgcb.com
Routing Number : 315100374
Mobile : +8801759411516

ATM Booth Location

1. Corporate Branch ATM

Location : Khandker Tower (Ground Floor) , 94, Gulshan Avenue,
 Gulshan, Dhaka 1212

2. Zirabo Branch ATM

Location : Hazi Chan Mia Tower, Vill: Zirabo, Ashulia, Dhaka

3. Eliotganj Branch ATM

Location : Vill: Eliotganj, Mouza: Mobarakpur, Daudkandi, Cumilla

4. Sonargaon Janapath Branch ATM

Location : Plot # 32, Sector 11 Sonargaon Janapath Road,
 Uttara Model Town, Uttara (West), Dhaka.

5. Agrabad Islami Banking Branch ATM

Location : Chamber House 38, Agrabad C/A, Chattogram.

6. Karwan Bazar Sub-Branch ATM

Location : National Life Insurance Tower, 54-55, Kazi Nazrul
 Islam Avenue, Karwan Bazar, Tejgaon, Dhaka

7. BGCB Bashundhara R/A ATM

Location : JCX Business Tower, Plot: 1136/A, Japan Street,
 Block: I, Bashundhara R/A, Dhaka-1229

8. BGCB DFL Shimulia GRG ATM

Location : Design Fashion Limited
 (DFL), Gohailbari, Shimulia, Savar, Dhaka.

9. BGCB Barishal Branch ATM

Location : Fatema Centre, Holding No. 523, Sadar Road, Barishal



MOMENTS
MATTER

Branch Inauguration

Bengal Commercial Bank opened its Dupchanchia Sub-branch in Bogura on 6 March 2025. Mr. Md. Shahabuddin, Chairman of the Executive Committee & Director of the Bank inaugurated the Sub-branch. Tarik Morshed, Managing Director & CEO of the Bank, presided over the inaugural ceremony while Mr. Md. Humayun Kabir, FCS, Deputy Managing Director & Company Secretary; clients, businessmen and local elites were also present.



Bengal Commercial Bank opened its 32th Branch at Mirpur in Dhaka on 13 March 2025. Mr. Md. Jashim Uddin, Chairman of the Bank inaugurated the Branch as Chief Guest. Mr. Md. Iqbal Hossain Chowdhury, Director of the Bank and Dr. Hosne-Ara Begum, Founder Executive Director of Thengamara Mohila Sabuj Sangha (TMSS) attended the program. Mr. Tarik Morshed, Managing Director of the Bank presided over the inaugural ceremony while Mr. K. M. Awlad Hossain, Additional Managing Director & CBO; Mr. Md. Humayun Kabir, FCS, Deputy Managing Director & Company Secretary; other High Officials, clients, businessmen and local elites were also present in the ceremony.



Bengal Commercial Bank started banking operations in Barisal with reliable and modern banking services. The bank's 33rd Branch was inaugurated at Fatima Center in the Bibi Pukur Par area of the city. Mr. Md. Jashim Uddin, Chairman of the Bank and president of SAARC Chamber of Commerce & Industry (SCCI), inaugurated the Branch on 30 October 2025, Thursday. Mr. Tarik Morshed, Managing Director presided over the inaugural ceremony while Mr. Ebaydul Haque Chand, President of Barishal Chamber of Commerce and Industry; Mr. Mohammad Nizam Uddin, President of Barishal Metropolitan Chamber of Commerce and Industry; Local Prominent Businessmen; Mr. Md. Humayun Kabir, FCS, Deputy Managing Director & Company Secretary of the Bank; other High Officials, clients and local elites were also present.



Conference & Business Review Meeting

Bengal Commercial Bank held its 5th Annual General Meeting (AGM) on 29 June 2025 at Sheraton Dhaka. Mr. Md. Jashim Uddin, Chairman of the Board presided over the meeting. Engr. Ghulam Mohammed Alomgir, Vice Chairman of the Bank along with other Directors and Sponsor Shareholders of the Bank attended the AGM. Mr. Tarik Morshed, Managing Director, Mr. K. M. Awlad Hossain, Additional Managing Director & CBO; Deputy Managing Directors of the Bank also present in the AGM. The Shareholders present in the AGM approved the Financial Statements, audited balance sheet, profit & loss accounts and Dividend for the year ended on December 31, 2024.



Bengal Commercial Bank PLC. successfully arranged “Annual Business Conference-2025” at Fortis Downtown Resort, Dhaka on 16 January 2025. Mr. Md. Jashim Uddin, Chairman of the Board and President, SAARC Chamber of Commerce & Industry (SCCI) graced the occasion and shared his valuable guidance for achieving Bank’s ultimate objectives. Mr. Tarik Morshed, Managing Director of the Bank, presided over the conference and shared his strategies and instructions to reach the goal as set out for 2025. Amongst others, Mr. Md. Shahabuddin, Chairman of the Executive Committee and Mrs. Tasmin Mahmud, Director of the Bank were also present in the conference. Mr. K.M. Awlad, Additional Managing Director, Deputy Managing Directors, Divisional Heads and all Branch Managers of the Bank attended in the day long business conference.



Bengal Commercial Bank organized its Half Yearly Business Review Meeting successfully as of 30 June 2025 on 17 July 2025 at the Bank’s Head Office in Gulshan, Dhaka. Mr. Tarik Morshed, Managing Director of the Bank presided over the meeting. He shared his views on the half yearly business performance, necessary guidelines to achieve the target of the Bank and future action plan as per the mission & vision of the Bank. Mr. K. M. Awlad Hossain, Additional Managing Director & CBO; Dr. Md. Rafiqul Islam, DMD & CTO; Mr. Md. Humayun Kabir, FCS, DMD & Company Secretary; Divisional Heads and all Branch Managers of the Bank participated in the Business Review Meeting.



Bengal Commercial Bank arranged its Quarterly Business Review Meeting successfully as of 30 September 2025 on 09 October 2025, at the Bank's Head Office in Gulshan, Dhaka. Mr. Tarik Morshed, Managing Director of the Bank presided over the meeting. He shared his views over the quarterly business performance, provided necessary guidelines to achieve the target of the Bank in accordance with the mission & vision of the Bank. Mr. K. M. Awlad Hossain, AMD & CBO; Dr. Md. Rafiqul Islam, DMD & CTO; Mr. Md. Humayun Kabir, FCS, DMD & Company Secretary; Divisional Heads and all Branch Managers of the Bank participated in the Business Review Meeting.



Bengal Commercial Bank held "National Sales Convention 2025" at it's Training Centre at Dilkusha upholding the slogan "Leading Business, Inspiring Growth". In presence of Mr. Tarik Morshed, Managing Director of the Bank, Mr. K. M. Awlad Hossain, Additional Managing Director & CBO presided over the convention. Mr. Md. Humayun Kabir, FCS, DMD & Company Secretary were also present in the program along with the Heads of SME Business and Retail Business. A detailed discussion and guideline was outlined for overall development of the Bank's SME & Retail Business.



Bengal Commercial Bank organized “Micro Credit Conclave 2025” with the Bank’s strong commitment to empowering marginal people of the country. The conclave was held on 25 June 2025 in presence of Micro Credit team of the Bank at the Training Centre of the Bank at Dilkusha, Dhaka. Mr. Tarik Morshed, Managing Director of the Bank attended the program. He emphasized the importance of Micro Credit finance in creating entrepreneurs as well as commitment over the responsibility for sustainable economic development at all levels of society. Mr. K. M. Awlad Hossain, Additional Managing Director & CBO presided over the conclave. He suggested increasing communications and engagement with the field-level clients for the sustainable development of this sector.



Training & Development

Bengal Commercial Bank successfully arranged Foundation Training Program in January 2025 for its newly recruited Trainee Assistant Officers. Both internal and external experts conducted different segmented sessions related with basic banking knowledge amongst 31 participants. Mr. K. M. Awlad Hossain, Additional Managing Director & CBO wrapped up the 7 days long training program by distribution of Certificates to the officers who successfully completed the training program.



Bengal Commercial Bank hosted a day-long training session for the Bank's employees at its Training Centre in Dilkusha, Dhaka focused on the "Prevention of Financial Crime-related Activities," covering topics such as illegal hundi, online gaming and betting, crypto-currency, cybercrime and other emerging threats. The program was inaugurated by Mr. Tarik Morshed, Managing Director of Bengal Commercial Bank. In his opening remarks, he emphasized the importance of proactive risk management and regulatory compliance in present dynamic financial landscape. The training was led by Mr. Sajjad Hossain and Mr. Ruman Ahamed, Additional Directors of Bangladesh Financial Intelligence Unit (BFIU), who shared expert insights on detecting and mitigating financial crime.



Bengal Commercial Bank arranged a month-long training program to enhance the skills and business strength of the entrepreneurs in the Micro, Cottage, Small and Medium Enterprises (CMSME). The Bank conducted the training program as part of the "Skills for Industry Competitiveness and Innovation Program (SICIP)", project of the Ministry of Finance, supervised by Bangladesh Bank and financed by Asian Development Bank (ADB). Mr. Md. Nazrul Islam, Director (CC) of Bangladesh Bank's SME and Special Program Department (SMESPD), inaugurated the training session at the Bengal Commercial Bank Training Center in Dilkusha, Dhaka on September 22, 2025. Dr. Md. Rafiqul Islam, DMD & CTO of Bengal Commercial Bank, presided over the ceremony.



Bengal Commercial Bank organized the Certificate Awarding Ceremony on the Closing of the month-long "Entrepreneurship Development Program" successfully for development of the small and medium industries. The Bank conducted this training program as part of the "Skills for Industry Competitiveness and Innovation Program (SICIP)" project of the Ministry of Finance, supervised by Bangladesh Bank and financed by Asian Development Bank (ADB). Mr. K. M. Awlad Hossain, Additional Managing Director & CBO of Bengal Commercial Bank, presided over the ceremony at the Bengal Commercial Bank Training Center in Dilkusha, Dhaka on 21 October 2025. Mr. Nawshad Mustafa, Director of SMESPD of Bangladesh Bank, was present as the chief guest. Certificates and gifts were presented to the 25 trained entrepreneurs at the event on behalf of the Bank. Crests were also handed over to the best three entrepreneurs amongst the trainees.



Campaigns

Bengal Commercial Bank launched Deposit Campaign titled “Somriddhir Golpo” (সমৃদ্ধির গল্প) on 15 June 2025 to strengthen it’s business health.



Bengal Commercial Bank organized a campaign program titled “Campus to Career” in September 2025 at Daffodil International University! The event was graced by Mr. K. M. Awlad Hossain, Additional Managing Director & CBO of the Bank and Dr. Hamidul Haque Khan, Treasurer of DIU.



Bengal Commercial Bank arranged School Banking Campaign at
Uttara High School & College, Dhaka



Agreements & Memorandum of Understanding (MoU)

Bengal Commercial Bank PLC. signed a Memorandum of Understanding (MoU) with Bangladesh Bank for implementation of the Entrepreneur Development Program for the period 2025–2027 Under the Skills for Industry Competitiveness and Innovation Program (SICIP), implemented by the Finance Division of the Ministry of Finance. Mr. Md. Nazrul Islam, Additional Director and Project Director of SICIP of Bangladesh Bank and Mr. Tarik Morshed, Managing Director & CEO of Bengal Commercial Bank signed the MoU on behalf of their respective organizations On Sunday, 4 May 2025, at the head office of Bangladesh Bank. The ceremony was chaired by Ms. Nurun Nahar, Deputy Governor of Bangladesh Bank.



Bengal Commercial Bank signed a Memorandum of Understanding (MOU) with Premium Tours and Consultant to assist all travel needs like Visa Processing & Application, Tour Packages, Air Tickets (Domestic & International). Mr. Tarik Morshed, Managing Director of the Bank and Mr. Arunodoy Ghose Angshu, Managing Director & CEO of Premium Tours and Consultant, signed the MoU on behalf of their respective organizations at the Head Office of the Bank on 18 May 2025. Mr. K. M. Awlad Hossain, AMD & CBO; Dr. Md. Rafiqul Islam, DMD & CTO; Mr. Md. Humayun Kabir, FCS, DMD & Company Secretary of the Bank were also present along with other high officials of both organizations.



Bengal Commercial Bank PLC. signed an agreement with Emerging Credit Rating Ltd. (ECRL), a leading credit rating agency, on 18 May 2025 at the Bank's Head Office in Gulshan, Dhaka. Mr. Tarik Morshed, Managing Director of the Bank and Arifur Rahman, FCA, CEO of ECRL signed the agreement on behalf of their respective organizations. Alongwith others Mr. K. M. Awlad Hossain, Additional Managing Director; Dr. Md Rafiqul Islam, Deputy Managing Director and Md. Anisur Rahaman, FCA, Chief Financial Officer of the Bank and Mr. N K A Mobin, FCA, Executive President and Md. Mamun-Ul-Haque Mullick, Assistant General Manager - Business Development attended the Program on behalf of ECRL.



Bengal Commercial Bank signed an MOU with National Pension Authority on 14 July 2025 at the conference room of the Finance Division, Ministry of Finance. The MOU was signed aiming to facilitate smooth registration, contribution collection and API operations under the Universal Pension Scheme. Dr. Md. Khairuzzaman Mozumder, Finance Secretary, was present at the event as the Chief Guest. Mr. Tarik Morshed, Managing Director of Bengal Commercial Bank and Mr. Md. Mahiuddin Khan, Executive Chairman of National Pension Authority, signed the MOU on behalf of their respective organization.



Bengal Commercial Bank signed an MOU with US-Bangla Airlines over Cash Management Service on Sunday, 20 July 2025, at the Bank's Head Office in Gulshan, Dhaka. Mr. Tarik Morshed, Managing Director of Bengal Commercial Bank and Ms. Sharmin Akter, Management Monitor (A&F) of US-Bangla Airlines signed the MOU on behalf of their respective organizations. Mr. K. M. Awlad Hossain, Additional Managing Director & CBO; Dr. Md Rafiqul Islam, DMD & CTO; Mr. Md. Humayun Kabir, FCS, DMD & Company Secretary were also present in the signing ceremony on behalf of Bengal Commercial Bank. Meanwhile, Mr. Md. Azharul Islam, General Manager (A&F) and Mr. Md. Masud Rana, Senior Manager (A&F) attended the program as well on behalf of US-Bangla Airlines.



Bengal Commercial Bank PLC. and ULKASEMI Pvt. Ltd., Country's leading Semiconductor design service company, join hands to foster mutual growth. This strategic partnership will unlock tailored banking solutions for the High-Tech Industry like Semiconductor. The partnership also strengthens the growth of the sectors, enhances corporate portfolio and paves the way for future-ready banking. Mr. Tarik Morshed, Managing Director of Bengal Commercial Bank and Mr. Mohammed Enayetur Rahman, CEO & President of ULKASEMI signed the MOU on behalf of their respective organizations on 04 August 2025, at ULKASEMI's office in Dhaka. Mr. K. M. Awlad Hossain, Additional Managing Director & CBO; Mr. Md. Humayun Kabir, FCS, DMD & Company Secretary; Mr. Istiak Uddin Ahmad, Corporate Branch Manager, were present in the signing ceremony on behalf of the Bank. Meanwhile, Prokash Shill, Manager of Finance & Accounts, attended the program on behalf of ULKASEMI.



Bengal Commercial Bank signed “Employee Banking Agreement with Bell Bottom on 22 August.2025



Bengal Commercial Bank organized a “Gathering for Expats” in Malaysia to encourage expatriates to send remittances through legal channels. The event was organized at a renowned hotel in the capital Kuala Lumpur. Mr. Tarik Morshed, Managing Director of the Bank presided over the ceremony. He praised for contribution of Bangladeshi expatriates living in Malaysia. During this visit, Bengal Commercial Bank signed agreements with several Malaysian money transfer companies and exchange houses.



Bengal Commercial Bank signed an agreement with MaxMoney Sdn. Bhd in Malaysia to facilitate remittance services for Bangladeshi expatriates Mr. Tarik Morshed, Managing Director and CEO of the Bank and Mr. Abd Hamid Bin Abdullah, Director & CEO of MaxMoney, signed the agreement on behalf of their respective organizations.



Bengal Commercial Bank signed an agreement with Akbar Money Changer Sdn Bhd in Malaysia to facilitate remittance services for Bangladeshi expatriates Mr. Tarik Morshed, Managing Director and CEO of the Bank and Mr. Akbar Batcha Bin Mohamed Shamsuddin, CEO of Akbar Money Changer, signed the agreement on behalf of their respective organizations



A MoU was signed between Bengal Commercial Bank and Air Astra on 10 December 2025 at the head office of the Bank in Gulshan, Dhaka over paying VAT, Tax, and other government revenues using the Bank’s Automated Challan System. Mr. Tarik Morshed, Managing Director of Bengal Commercial Bank and Mr. Imran Asif, Chief Executive Officer of Air Astra signed the MOU on behalf of their respective organizations. Mr. K. M. Awlad Hossain, Additional Managing Director & CBO; Dr. Md Rafiquil Islam, DMD & CTO; Mr. Md. Humayun Kabir, FCS, DMD & Company Secretary; Mr. Istiak Uddin Ahmad, Manager of Corporate Branch and Mr. Md. Shafiul Asgar, Chief Financial Officer of Air Astra were also present along with High Officials from both organizations. Bengal Commercial Bank will deliver timely and contemporary banking services through this strategic partnership.



Events Celebration

Bengal Commercial Bank PLC. stepped into 5th year of its journey with zero NPL (Non-Performing Loan). A celebration ceremony was organized marking the occasion on 11 March 2025, at the head office of the Bank in Gulshan, Dhaka. Mr. Md. Jashim Uddin, Chairman of the Board & President of SAARC Chamber of Commerce & Industry (SCCI), extended his sincere greetings and gratitude to all the clients and well-wishers for supporting the Bank on this path of prosperity. Mr. Tarik Morshed, Managing Director of the Bank expressed his commitment to maintaining the trust, confidence & reliance to the clients in the future as well. Mr. K. M. Awlad Hossain, Additional Managing Director, Deputy Managing Directors along with other High Officials of the Bank attended the program. Besides, the Bank organized Iftar Mahfil for the clients, patrons and well-wishers at the branches with festive mode on the occasion.



Mr. Tarik Morshed, Managing Director of Bengal Commercial Bank PLC. exchanged greetings with the officials on the occasion of New Year 2025 at the Bank's Head Office. Mr. K. M. Awlad Hossain, Additional Managing Director & CBO, Dr. Rafiqul Islam, Deputy Managing Director & CTO; Mr. Humayun Kabir, FCS, Deputy Managing Director & Company Secretary alongwith Divisional Heads of the Bank were present. Mr. Tarik Morshed in his short speech highlighted the business achievements of the Bank for the year 2024 and outlined strategic directives to achieve the upcoming year's targets. The event concluded with a cake-cutting ceremony to welcome the New Year alongside all attendees.



Bengal Commercial Bank PLC. welcomed Spring 1431 at the Head Office premises and celebrated Pitha Utshob (বসন্ত বরণ এবং পিঠা উৎসব ১৪৩১) on the same day.



On February 28, 2025, Bengal Commercial Bank convened its "Annual Retreat 2025" for staff at Heritage Resort, Narsingdi, aimed at fostering employee mental health and well-being.



Miscellaneous

In an event titled "Inspiring Tomorrow's Leaders," Mr. Tarik Morshed, Managing Director of Bengal Commercial Bank, delivered an inspiring keynote speech to attending students. The session was further enriched by the presence of Mr. K. M. Awlad Hossain, Additional Managing Director & Chief Business Officer of the Bank. Bringing together talented university students from across the country, the program provided a dynamic platform for learning, networking, and envisioning future leadership.



Bengal Commercial Bank organized Financial Literacy Awareness Program for youths across its Branches and Sub-branches marking the "Customer Service Week" and "Youth Festival 2025"



Bengal Commercial Bank participated in the “12th National SME Product Fair 2025” from 7 to 14 December 2025, demonstrating its strong commitment to supporting small and medium enterprises, promoting entrepreneurship and inspiring innovation across the country. The Bank engaged with emerging entrepreneurs, showcased its financial solutions and contributed to the growth and development of the SME sector.



Bengal Commercial Bank marked a significant milestone by surpassing 200,000 followers on its official Facebook page reflecting its inspiring journey of growth and engagement!





**BENGAL
COMMERCIAL
BANK**
inspiring growth



Write
your life



[illegible]



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