

DRAFT INFORMATION MEMORANDUM

Meghna Bank 2nd Non-Convertible, Unsecured, Fully Redeemable, Coupon Bearing, Floating Rate, Subordinated Bond

of

BDT 4,000 Million

for

Meghna Bank PLC.

MEGHNA BANK 

Suvastu Imam Square (3rd, 6th & 7th floor) 65 Gulshan Avenue, Gulshan-01 Dhaka-1212, Bangladesh

Issue Name: Meghna Bank 2nd Subordinated Bond

Type of Security: Non-Convertible, Unsecured, Fully Redeemable, Coupon Bearing, Floating Rate, Subordinated Bond

Total Face Value (Issue Size): Up to BDT 4,000,000,000 (Four Thousand Million)

Face Value of Each Bond: BDT 500,000 (Five Hundred Thousand)

Tenor: 7 Years

Total Bonds: 8,000

Coupon Rate: Average of recent published highest 6-months' FDR of all commercial banks (excluding all the specialized banks, Islamic Banks, and foreign banks) as published by Bangladesh Bank on the quotation day + 3.00% Margin.

Credit Rating Status of the Issue

Long Term: A2(Hyb); **Outlook:** Stable

Validity: 28 November 2026; **Agency:** Credit Rating of Bangladesh Limited (CRAB)

Credit Rating Status of the Issuer

Long Term: AA+ **Short Term:** ST-2 **Outlook:** Stable

Validity: 21 June 2027 **Agency:** Alpha Credit Rating Limited

CREDIT RATING AGENCY



AlphaRating

ISSUE MANAGER



TRUSTEE

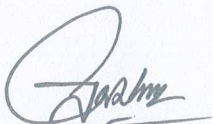




Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

Issue Date of IM: _____ 202__

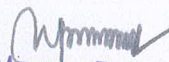
If you have any queries about this document, you may consult the issuer and the trustee



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Syed Mizanur Rahman
Managing Director
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Nasimul Baten
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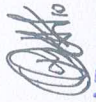
NOTICE & DISCLAIMER

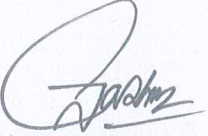
Meghna Bank PLC (hereinafter referred as the "**Bank**" or the "**Issuer**") has prepared this Information Memorandum in connection with the proposed transaction outlined in it (the "**Transaction**") and the bonds proposed to be issued in the Transaction (the "**Bonds**") and the Issuer is solely responsible for its contents. The Issuer will comply with all laws, rules and regulations and will obtain all regulatory, governmental and corporate approvals for the issuance of the Bonds. All the information contained in this Information Memorandum has been provided by the Issuer or is from publicly available information. While all reasonable care has been taken by the Issuer in preparing this Information Memorandum, no representation or warranty, expressed or implied, is or will be made, and no responsibility or liability is or will be accepted, by the Issuer or its affiliates for the accuracy, completeness, reliability, correctness or fairness of this Information Memorandum or any of the information or opinions contained therein, and the Issuer hereby expressly disclaims, to the fullest extent permitted by law, any responsibility for the contents of this Information Memorandum and any liability, whether arising in tort or contract or otherwise, relating to or resulting from this Information Memorandum or any information or errors contained therein or any omissions therefore. By accepting this Information Memorandum, you agree that the Issuer will not have any such liability.

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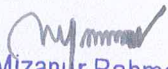
Nothing in this Information Memorandum constitutes an offer of securities for sale in Bangladesh or any other jurisdiction where such offer or placement will be in violation of any law, rule or regulation.

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 Meghna Bank PLC


Syed Mizanur Rahman
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 Meghna Bank PLC


Nasimul Baten
 Managing Director & CEO
 DBH Finance PLC.

ISSUER'S DISCLAIMER

All the Features of Meghna Bank 2nd Subordinated Bond are draft only and finalization of these features are subject to the approvals of concerned regulators. These features may be modified as per the directions of Bangladesh Bank and Bangladesh Securities and Exchange Commission or any other concerned regulators.



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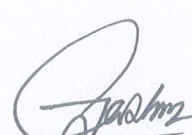


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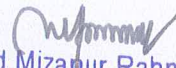
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REPORT TO THE ELIGIBLE INVESTORS

By investing in the Bonds, you are hereby deemed to have acknowledged, represented and warranted to, and agree (as the case may be), as set out below:

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

Consultation with Advisers: You have,

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

No Reliance: You acknowledge and agree that you may not rely on any investigation that the Issuer or any of its affiliates or any person or entity acting on their behalf may have conducted with respect to the Company or any of their affiliates, and none of the Issuer or its affiliates, employees, officers, directors, legal advisers or representatives has made any representation to you, express or implied, with respect to your investment in the Bonds.

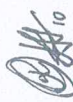
Informed Decision: You are in possession of all the information that you believe is necessary or appropriate in order to make an informed decision regarding your purchase of the Bond, including without limitation adequate information concerning the Issuer's business, financial condition, results of operations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

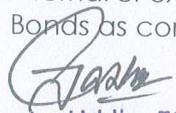
Knowledge and Experience: You have such knowledge and experience in financial, business and international investment matters that you are capable of evaluating the merits and risks of purchasing the Bonds and are aware that you may be required to bear, and are able to bear, all risk including economic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

Information of the Company: You acknowledge that the information provided to you with regard to the Issuer and the Bonds in this Information Memorandum, has been supplied to you by the Issue Manager/Arranger and that none of the Issue Manager/Arranger or any of its affiliates, employees, officers, directors, legal advisers or representatives has verified such information or makes any representation or warranty as to its accuracy or completeness.

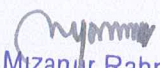
Review of Information Memorandum: You have reviewed this Information Memorandum in its entirety, including the risks specifically outlined in the section titled "Risk Factors", and you understand and acknowledge all the risks described therein. Based on all of the above, you have determined that:

the Bonds are a suitable investment for you and your investment in the Bonds does not and will not, when consummated, violate any investment or other guidelines, policies or restrictions (corporate or otherwise), or any law, rule, regulation or order applicable to you; and you have obtained all approvals and consents (whether internal or external), and have made all notifications necessary for you to invest in the Bonds as contemplated; and you can bear the economic risk of the investment and


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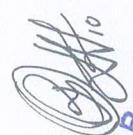

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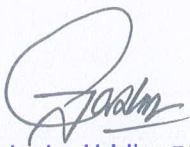
are able to sustain a complete loss in connection with your investment. Additionally, you confirm that you have no need for liquidity in respect of the Bonds.

Own Account: You are purchasing the Bonds for your own account, including fund account and portfolio manager account and not with a view to any distribution thereof.

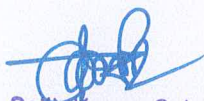
No Representation or Warranty: The Issue Manager/Arranger has not made, and you have not relied upon any representation, warranty or condition (express and/or implied), and the Issue Manager/Arranger shall not owe any duty whatsoever to you in connection with the Bonds.

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

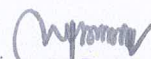

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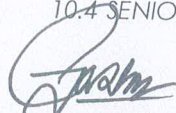


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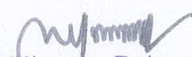

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1 MANAGEMENT'S PERCEPTION & ANALYSIS ON RISK FACTORS

Meghna Bank is part of the banking sector, which goes through ups and downs, so it faces various risks both outside and inside the company. Any time you invest in bonds or other debt, you take on some risk—and because each bond is different, you need to judge each one on its own.

Meghna Bank 2nd Subordinated Bond is no exception. If you're thinking about buying these bonds, you should read this Information Memorandum carefully and think through all the internal and external risks it describes—don't assume they're the same as the risks for any other bonds.

Below, we list the main risks you might face by investing in these bonds, along with how management views each risk. If any of these risks actually happen, they could hurt the company's finances and make it harder for MGBPLC to pay back its bondholders. This list isn't exhaustive, and the order doesn't mean some risks are more or less important than others.

1.1 Interest Rate Risk

Interest rate risk refers to the potential adverse impact on Meghna Bank's profitability and financial position due to unfavorable movements in market interest rates. This risk arises from repricing mismatches between the Bank's interest-earning assets and interest-bearing liabilities. Changes in monetary policy, money market volatility, or shifts in funding costs may increase the Bank's cost of funds or reduce its net interest income. Significant fluctuations in interest rates may have an adverse impact on MGBPLC's earnings and overall financial condition.

Management's Perception

Meghna Bank PLC. manages its Interest Rate Risk through a structured Asset Liability Management (ALM) framework in line with Bangladesh Bank guidelines. The Bank's ALCO regularly reviews market conditions, interest rate movements, and balance sheet positions to formulate appropriate strategies.

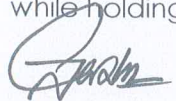
The ALM desk monitors interest rate sensitivity and conducts GAP Analysis to identify re-pricing mismatches between assets and liabilities. Through proactive balance sheet management and product pricing strategies, it also conducts stress testing under multiple rate scenarios to ensure compliance with capital and liquidity requirements. The Bank aims to minimize the potential impact of interest rate volatility on its earnings and financial position.

1.2 Exchange Rate Risk

Exchange Rate Risk refers to the potential impact on Meghna Bank PLC's earnings and financial position due to fluctuations in foreign exchange rates. The Bank is exposed to such risk as it deals with foreign trade transactions, foreign currency holdings, and remittance services. Adverse movements in exchange rates may lead to financial losses if the Bank holds a significant net open position in foreign currencies. If the local currency appreciates while the Bank maintains a long-standing position in foreign currencies, it may incur losses. Conversely, depreciation of the local currency while holding a net short position may also result in losses.



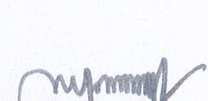
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Management's Perception

MGBPLC's Foreign Exchange risk management policy, fully aligned with Bangladesh Bank guidelines, is underpinned by rigorous internal controls, formal approval workflows and conservative position limits to safeguard the Bank's balance-sheet stability. Every foreign exchange (FX) trade is executed under pre-approved dealer mandates and independently recorded by a dedicated back-office team to ensure accurate booking, while automated systems continuously monitor Net Open Positions against both bank-wide and individual dealer limits. To uphold the integrity of its FX operations, the Bank's Internal Audit function conducts regular reviews of procedures and reports directly to senior management, and all deal tickets and electronic workflows capture complete trade details, counterparty information and approval signoffs. Daily reconciliation of NOSTRO accounts and prompt settlement of outstanding items prevent the build-up of stale exposures, and monthly stress-testing under adverse rate scenarios informs any necessary adjustments to limits or hedging strategies. Supported by a robust accounting and information system and strict compliance mechanisms, these measures enable MGBPLC to minimize potential losses from currency volatility while maintaining optimal liquidity and capital positioning.

1.3 Non-Repayment Risk (Credit Risk)

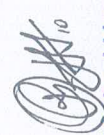
Non-repayment risk arises when a borrower or counterparty fails to honor its contractual obligations, namely, the repayment of principal and/or interest on schedule. While MGBPLC has a proven history of meeting its financial commitments, extraordinary or unforeseen circumstances could impair its ability to service the Bonds, potentially resulting in losses to investors.

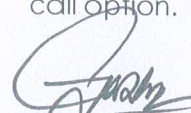
Management's Perception

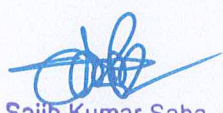
MGBPLC mitigates this risk through a robust Credit Risk Management framework aligned with Bangladesh Bank guidelines. Every facility undergoes a rigorous credit appraisal encompassing financial statement analysis and cash-flow stress testing prior to approval. Exposure limits are set at the borrower, industry and portfolio levels and are monitored daily by a centralized Credit Risk Division. Delegated authorities expedite routine decisions, while larger or higher-risk proposals receive additional scrutiny from the Executive Committee and Board. Continuous portfolio surveillance, regular stress-testing under adverse macroeconomic scenarios and quarterly reviews by Internal Audit ensure that emerging credit weaknesses are identified and addressed promptly. Although the likelihood of default remains low for a well-capitalized, regulated institution such as MGBPLC, the Trust Deed empowers the Trustee to enforce bondholders' rights and pursue recovery actions in the event of non-payment.

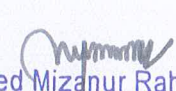
1.4 Prepayment, Call or Refunding Risk

Prepayment, call or refunding risks are the risks associated with the early repayment of the principal amount of a bond. Such risks exist in a bond that has prepayment or call option.

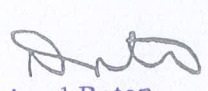

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Management's Perception

As there is no option for early repayment of the Bond's principal amount, bondholders are not exposed to any prepayment or call risk typically associated with such investments.

1.5 Security Risk

Security risk arises because these Subordinated Bonds are unsecured obligations of MGBPLC, meaning bondholders have no direct claim or lien on the Bank's assets or pledged collateral in the event of default. In a liquidation or insolvency scenario, subordinated debt ranks below senior creditors, increasing the potential for recovery shortfalls.

Management's Perception

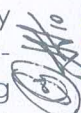
Although unsecured, MGBPLC mitigates security risk through a strong capital and liquidity profile maintained well above regulatory minimum level. The Bank's prudent capital planning ensures multiple layers of loss-absorption before subordinated investors would be impacted. Under the close supervision of Bangladesh Bank and subject to regular offsite and onsite inspections, MGBPLC adheres to stringent risk-based capital and provisioning rules. Moreover, the Trust Deed grants the Trustee clear legal rights to pursue recovery actions on behalf of bondholders, including enforcement of all remedies available under applicable law. Together, these measures provide investors with indirect support from the Bank's ongoing regulatory oversight, sound financial position and legal mechanisms designed to protect their interests.

1.6 Liquidity Risk

Liquidity risk arises from the potential inability of the Bank to meet its financial obligations as they become due without incurring unacceptable losses. The Bank's business largely depends on customer deposits and continued access to funding sources, including money and capital markets. Adverse market conditions, sudden withdrawal of deposits, or market illiquidity could impact on the Bank's ability to meet its obligations.

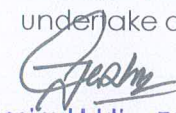
Management's Perception

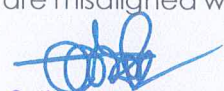
MGBPLC maintains liquid assets well above CRR/SLR requirements, conducts daily liquidity-gap analyses and adheres to a Board-approved contingency plan with pre-arranged funding lines. The Asset-Liability Committee regularly stress-tests funding scenarios to ensure all obligations, including bond redemptions, can be met without material disruption. The ALCO monitors liquidity risk exposure and adopts proactive measures to ensure the Bank's ability to meet its financial obligations. Accordingly, it is highly unlikely that bondholders will face any material loss arising from liquidity risk.


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1.7 Management Risk

Management risk arises from the potential that the Bank's management may undertake decisions that are misaligned with stakeholders' best interests, affecting the


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EVP & Chief Financial Officer
Meghna Bank PLC.


Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

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Nasimul Baten
Managing Director & CEO
DBH Finance PLC.

financial performance or reputation of the Bank. Strategic misjudgments, governance lapses, or management inefficiency could adversely impact the Bank's ability to meet its financial commitments, including those associated with the issued Bonds.

Management's Perception

MGBPLC is governed by a professional management team with extensive banking experience and a proven track record in the financial services industry. The Board of Directors, comprising prominent business professionals and seasoned bankers, ensures strategic oversight and accountability. The Bank's governance framework adheres strictly to Bangladesh Bank's Corporate Governance Guidelines, internal control structures, and regulatory compliance requirements, which collectively reduce management risk. Additionally, the Bank's transparent decision-making process and Board-level oversight minimize the risk of management actions adversely affecting bondholders' interests.

1.8 Operational Risk

Operational risk encompasses the risk of loss resulting from inadequate or failed internal processes, people, systems, or external events. This includes risks arising from fraud, human error, technology failure, cyber threats, regulatory non-compliance, and external disruptions such as political instability or natural disasters. Operational risk may impair the Bank's ability to deliver uninterrupted services or manage its financial obligations effectively.

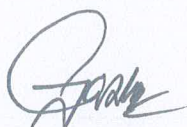
Management's Perception

MGBPLC's Operational Risk Management Framework combines independent oversight by the Internal Control & Compliance Division with rigorous policies, regular audits and real-time risk monitoring tools. The Bank has deployed advanced fraud-detection systems, maintained a tested Business Continuity Plan and robust disaster-recovery infrastructure, and conducts periodic drills to ensure rapid response to disruptions. This integrated approach ensures operational resilience and uninterrupted service delivery for all stakeholders, including bondholders.

1.9 Business Risk

Business risk refers to the uncertainty associated with the Bank's future earnings and profitability due to market volatility, macroeconomic conditions, changes in regulatory policies, interest rate fluctuations, or evolving competitive dynamics. The nature of the banking business exposes MGBPLC to potential variations in revenue streams, operating costs, and market share.


Syed Rashed Hussain
 Chief Executive Officer
 BRAC EPL Investments Limited



Md. Jasim Uddin, FCS
 Company Secretary
 Meghna Bank PLC.



Sajib Kumar Saha, FCA
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 Meghna Bank PLC



Nasimul Baten
 Managing Director &
 DBH Finance PLC

Management's Perception

MGBPLC mitigates business risk through diversification of its asset base, maintaining a balanced portfolio of loans, investments, and fee-based income sources. The Bank performs comprehensive market analysis, strategic planning, and financial forecasting to adapt to evolving business environments. Stress testing and scenario analysis are performed regularly to gauge potential adverse developments. MGBPLC's conservative credit risk appetite, prudent lending practices, and adaptive product development further strengthen its resilience against business risks.

1.10 Industry Risk

Industry risk arises from the competitive and regulatory environment within which the Bank operates. The banking sector in Bangladesh is characterized by intense competition, technological disruption, regulatory changes, and macroeconomic challenges. Intense rivalry among banks, rapid fintech innovation, evolving customer preferences and periodic regulatory tightening can pressure margins, constrain growth and alter market share.

Management's Perception

MGBPLC proactively adapts to industry shifts by continually enhancing its digital platforms, tailoring products to customer needs and applying dynamic pricing models. A dedicated team monitors competitor activity, regulatory proposals and emerging technologies, enabling the Bank to diversify its offerings, strengthen client engagement and invest selectively in strategic initiatives that preserve its market position and profitability.

1.11 Market & Technology Related Risk

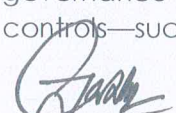
Market risk arises from adverse movements in interest rates, foreign-exchange rates, credit spreads or equity prices that can erode the value of both on- and off-balance-sheet positions. Technology-related risk encompasses losses from system failures, cyber-attacks, unauthorized access, data breaches or other ICT disruptions that may interrupt banking operations or compromise security. As MGBPLC's treasury and lending books are exposed to market fluctuations, and as the Bank becomes increasingly reliant on digital platforms, these combined exposures can materially affect earnings, capital and reputation.

Management's Perception

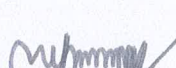
MGBPLC manages market risk through ongoing analysis of prevailing market conditions, the use of Value-at-Risk (VaR) models and periodic stress tests under extreme but plausible scenarios. Results are reported to the Board Risk Management Committee (BRMC), Asset-Liability Committee (ALCO) and Executive Risk Management Committee (ERMC), which together recalibrate risk-tolerance limits, management-action triggers (MAT) and stop-loss thresholds as needed.

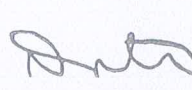
To address technology-related threats, the Bank has instituted a centralized ICT governance framework with dedicated oversight at each branch. Robust internal controls—such as routine software patching, access-management protocols and


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real-time monitoring tools—are complemented by mandatory staff training on cybersecurity best practices. A comprehensive Business Continuity Plan (BCP) and disaster-recovery infrastructure are maintained and tested regularly to ensure rapid restoration of critical services. Collectively, these market and technology risk measures bolster MGBPLC's resilience against financial shocks and operational disruptions, safeguarding bondholders' interests.

1.12 Risk Related to Potential or Existing Government Regulations

The banking industry in Bangladesh operates within a comprehensive regulatory framework governed by Bangladesh Bank, Bangladesh Securities and Exchange Commission (BSEC), and other relevant regulatory authorities. MGBPLC is subject to various laws and regulations, including but not limited to the Bank Companies Act 1991 (as amended), Companies Act 1994, Income Tax Act 2023, VAT & SD Act 2012, and associated regulatory guidelines. Regulatory authorities frequently revise policy rates such as Cash Reserve Requirement (CRR), Statutory Liquidity Ratio (SLR), and introduce new compliance obligations or reporting standards that may directly affect the Bank's capital adequacy, liquidity management, product offerings, and operational flexibility.

Furthermore, recent regulatory developments — including the amendment of the Bank Companies Act 2023, the introduction of Bancassurance guidelines, digital banking framework, off-balance sheet exposure policies, and enhanced governance requirements have increased compliance obligations for banks operating in Bangladesh. Any abrupt or adverse changes in regulatory policies, monetary tightening measures, or restrictions on foreign exchange transactions could potentially have an impact on the Bank's operations, financial performance, and ability to meet its obligations, including servicing its debt instruments.

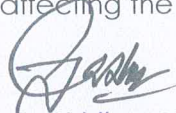
Management's Perception

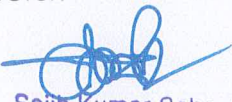
MGBPLC's Regulatory Risk management is embedded within its broader Internal Control & Compliance and Audit frameworks. A dedicated Compliance Division liaises continuously with Bangladesh Bank, BSEC and other authorities to interpret new guidelines and implement requisite policy changes. The Asset-Liability Committee (ALCO) monitors CRR/SLR and liquidity ratios daily, while the Board Risk Management Committee (BRMC) reviews emerging regulatory risks quarterly. The Internal Audit function conducts periodic compliance audits—covering statutory returns, capital and liquidity reporting, and governance practices—and reports findings directly to the Audit Committee. Ongoing regulatory horizon scanning, management-action triggers for key ratio breaches, and staff training on new mandates ensure that MGBPLC adapts swiftly to evolving rules with minimal disruption to its financial performance or bond-servicing capacity.


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1.13 Risk Related to Potential Changes in Global or National Policies

MGBPLC's business performance may be influenced by geopolitical instability, global economic slowdown, exchange rate fluctuations, and domestic policy changes affecting the financial sector.


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Meghna Bank PLC

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Nasimul Baten
Managing Director & CEO
DBH Finance PLC.

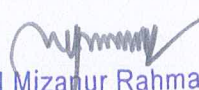
Management's Perception

MGBPLC actively monitors both global and national policy changes through its Board Risk Management Committee and Risk Management Department. While policy changes are an inherent risk, MGBPLC's management is committed to agile and prudent risk management to protect stakeholders and ensure sustainable operations.

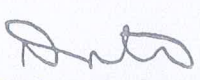

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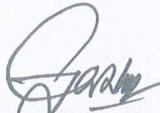
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Nasimul Baten
Managing Director & CEO
DBH Finance PLC.

2 DETAILED DESCRIPTION & INFORMATION

Particulars of Issuer	
Name:	Meghna Bank PLC.
Legal Status:	Meghna Bank PLC (the "Bank" or "Meghna Bank" or "MGBPLC") is a scheduled commercial bank established as a public limited company under the Bank Company Act, 1991, and incorporated as a public company, limited by shares, on 20 March 2013 under the Companies Act, 1994 (Amended up to 2020, in Bangladesh, vide RJSC registration no. C108068/13. The primary objective of the bank is to conduct all kinds of banking businesses. On completion of all legal formalities, the bank commenced its operations on 20th March 2013.
Details of Contact Information:	Address: Head Office, Suvastu Imam Square, 65 Gulshan Avenue (Gulshan-1), Dhaka, Bangladesh Syed Mizanur Rahman Managing Director Mobile: 01777797771 Email: mzn@meghnabank.com.bd Mr. Sajib Kumar Saha, FCA CFO Mobile: 01777797765 Email: sajib.saha@meghnabank.com.bd
Date Of Incorporation:	Incorporated as a Public Limited Company on 20 March 2013, under the Companies Act, 1994 in Bangladesh
Date Of Commencement of Business:	The Bank started its operations on 09 May 2013.
Authorized Capital:	BDT 20,000,000,000
Paid-up Capital:	BDT 5,573,206,290
Total Consolidated Equity:	BDT 7,310,403,171
Total Consolidated Liabilities:	BDT 114,355,951,242
Total Consolidated Financial Obligation:	BDT 114,355,951,242
Total Consolidated Assets:	BDT 121,666,354,517
Total Consolidated Tangible Assets:	BDT 120,671,956,146
Consolidated Net Worth:	BDT 7,310,403,275
Date of Audited Accounts Included in the IM:	For the period ended on December 2025.

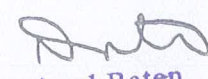

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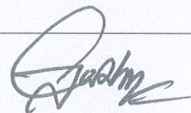
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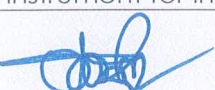

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 DBH Finance PLC

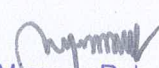
Particulars of Issue Manager/Arranger	
Name of the issue manager/Arranger:	BRAC EPL Investments Limited
Legal status of the issue manager:	Private Limited Company
Details of contact information of the issue manager:	Anup Datta Head of Investment Banking Investment Banking Department Mobile: +880 1755 6317 24 E-mail: anup.datta@bracepl.com
Name of the issue managed by the issue manager:	IPO - Ashuganj Power Station Company Limited - Generations Next Fashions Limited - Unique Hotel & Resorts Limited - RAK Ceramics - MARICO Bangladesh Limited - National Housing Finance and Investments Limited - International Leasing & Financial Services Investments Limited - Premier Bank Limited - Agrani Insurance Company Limited - Lafarge Surma Cement Limited - Daffodil Computers Limited - Agni Systems Limited - Bank Asia Limited - Information Services Network Limited - Modern Cement Limited - Beach Hatchery Limited - Al-Amin Chemical Industries Limited Right Issue - Lafarge Surma Cement Ltd - Mercantile Insurance Company Limited - Agni Systems Limited Quasi Equity & Bond - Summit Gazipur II Limited - Ashuganj Power Station Limited - IFIC Bank Limited - Agni Systems Limited
Others	Not Applicable

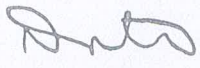

Syed Rashed Hussain
 Chief Executive Officer
 BRAC EPL Investments Limited

Particulars of the Issue	
Name:	Meghna Bank 2 nd Subordinated Bond
Type of Instrument:	Unsecured, Non-Convertible, Floating Rate, fully redeemable BASEL III compliant, Subordinated Debt instrument for inclusion in Tier-2 Capital

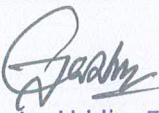

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 Meghna Bank PLC.


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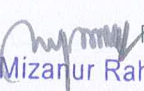

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 Managing Director
 Meghna Bank PLC


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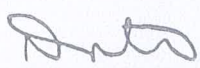
Purpose of Issue:	To raise Tier-2 regulatory Capital through issuance of Meghna Bank 2nd Subordinated Bond in order to strengthen its capital base in accordance with Bangladesh Bank's Guidelines on Risk Based Capital Adequacy (Revised Regulatory Capital Framework in line with Basel III).
Number of Securities & Total Size of the Issue Offered:	8,000 bonds, totaling BDT 4,000,000,000
Face value and issue price of securities mentioning discount or premium thereof:	Face value per bond: BDT 500,000 Issue Size: BDT 4,000,000,000
Coupon Rate or Rate of Profit or Discount Rate and Yield to Maturity (YTM):	Reference Rate + Coupon Margin Reference Rate: Average of recent published highest 6-months' FDR of all commercial banks (excluding all the specialized banks, Islamic Banks, and foreign banks) as published by Bangladesh Bank on the quotation day. (*subject to regulatory approval) Coupon Margin: 3.00% p.a.
Tenor or Maturity:	7 Years from the date of issue
Details of conversion/exchange option features:	Not applicable
Mode of redemption or conversion/exchange:	Not applicable
Mode of option (call or put), if any, in case of redemption or conversion/exchange and discount or premium thereof:	Not applicable
Rate of Return:	Reference Rate + 3.00% Margin
Applicable tax rate:	As per the tax laws of People's Republic of Bangladesh
Default protection mechanism (details of credit enhancement arrangement/agreement, redemption reserve, sinking fund etc.), if any:	Not Applicable
Type of collateral securities being offered, if any:	Unsecured
Status of securities holders in case of priority of payment:	Not Applicable


Md. Jasim Uddin, FCS
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Meghna Bank PLC.


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Syed Mizanur Rahman
Managing Director
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Syed Rashed Hussain
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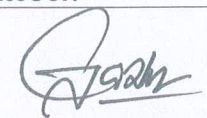

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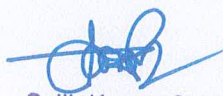
Period within which securities to be issued:	Within 6 (six) months of regulatory approval in Single or multiple tranches as per the guidance of BSEC.
Nature of tradability or listing in the stock exchange(s) (Main Board / ATB /any other platform, mentioning the name of the stock exchange):	In the event that listing of the bond on the Alternative Trading Board (ATB) is required, the issuer may readjust the tenor of the bond; provided, however, that the readjusted tenor shall not exceed seven (7) years from the date of subscription.
Others:	Not Applicable

Particulars of Trustee	
Name:	DBH Finance PLC.
Paid Up Capital:	BDT 2,028,679,740
Net Worth:	BDT 10,051,656,986
Name Of Issue(s) Where Performing as Trustee:	• UCBL 5th Subordinated Bond • 5th PBL Subordinated Bond • IBBL 4th Mudaraba Sub Bond • PBL 3rd Non-Convertible Sub Bond • SJIBL 3rd Mudaraba Sub Bond • Trust Bank Ltd VI Sub Bond • SIBL 4th Mudaraba Sub Bond • Runner Auto Sustainability Bond • Dhaka Bank 4th Sub Bond • Jamuna Bank Subordinated Bond V • Sajida 2nd Zero-Coupon Bond • CDIP 1st Zero-Coupon Bond • Pubali Bank 4th Sub Bond • IBBPLC Fifth Mudaraba Sub Bond • Standard Bank 4th Sub Bond • EXIM 6th Sub Bond • Dutch-Bangla Bank 5th Sub Bond • AIBPLC 5th Sub Bond • UCB 6th Subordinated Bond • Pubali Bank 5th Subordinated Bond • Trust Bank Subordinated Bond VIII • Meghna Bank 2nd Subordinated Bond • Mercantile Bank 3rd Subordinated Bond • Southeast Bank Subordinated Bond (6th Issue) • 4th Subordinated Bond of EBL • Sajida Orange Zero-Coupon Bond • IDLC Venture Capital Fund I • UCB Private Equity Fund I • UCB Venture Capital Fund I
Others:	Not Applicable


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Particulars of Credit Rating Agency	
Credit Rating Status of The Issuer:	Long Term: AA+ Short Term: ST-2


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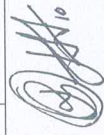

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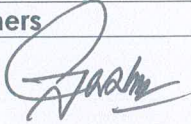

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	Outlook: Stable Agency: Alpha Credit Rating Limited										
Credit Rating Status of The Issue:	Long Term: A ₂ (Hyb) Outlook: Stable Agency: Credit Rating Agency of Bangladesh Limited (CRAB)										
Date And Validity of Rating Along with Surveillance Rating for The Issuer or Originator and For the Issue:	For the Issuer- Date of Rating: 22 June 2026 Valid Till: 21 June 2027 For the Issue- Date of Rating: 21 May 2026 Valid Till: 28 November 2026										
Latest Default Rate of The Credit Rating Company:	Alpha Credit Rating Company: 0.02% Credit Rating Agency of Bangladesh Limited: 0.00%										
Average Time to Default of The Rated Category:	No default in this category										
Rating Trigger, If Any	If the credit rating of the Issue falls below the minimum investment grade i.e., "BBB" in the long term or "ST-3" in the short term, then MGBPLC shall pay an additional fee on top of the stipulated Coupon Rate as a Risk Premium as mentioned in the below table: <table border="1"> <thead> <tr> <th>Issue Rating</th><th>Risk Premium to be Added</th></tr> </thead> <tbody> <tr> <td>BB</td><td>0.25%</td></tr> <tr> <td>B</td><td>0.50%</td></tr> <tr> <td>C</td><td>0.75%</td></tr> <tr> <td>D</td><td>1.00%</td></tr> </tbody> </table>	Issue Rating	Risk Premium to be Added	BB	0.25%	B	0.50%	C	0.75%	D	1.00%
Issue Rating	Risk Premium to be Added										
BB	0.25%										
B	0.50%										
C	0.75%										
D	1.00%										
Others:	Not Applicable										

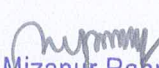
Particulars of Originators
Not Applicable

Particulars of other Contractual Parties	
Name of the Issue Manager	BRAC EPL Investments Limited
Legal status of the Issue Manager	Private Limited Company
Details of Contact Information of the Issue Manager:	Anup Datta Head of Investment Banking Investment Banking Department Mobile: +880 1755 6317 24 E-mail: anup.datta@bracepl.com
Legal Advisor	Md. Mydul Haque Khan Barrister-at-Law & Advocate, Supreme Court of Bangladesh and Partner at Lex Juris , E-mail: mydulkhan@lexjurisbd.com Mobile: +8801768054385, +8801912888553
Depository	Central Depository Bangladesh Limited (CDBL)
Others	Not applicable


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3 DETAILS OF UTILIZATION OF PROCEEDS

3.1 Purpose of Issuance of MGBPLC 2nd Subordinated Bond

Meghna Bank PLC. has decided to enhance its Tier II capital to meet regulatory requirements under Basel III and strengthen its overall capital base. To achieve this objective, the Bank plans to raise BDT 4,000,000,000 through the issuance of subordinated bonds. The proceeds from this issuance will provide the Bank with an additional capital cushion, reinforcing its Risk-Weighted Capital Adequacy Ratio and supporting the expansion of its investment portfolio.

3.2 Plan Regarding Use of Proceeds from the Subordinated Bonds

The funds raised through this issue are not designated for financing any specific project. Instead, they will be utilized for the Bank's regular business operations in alignment with its strategic growth initiatives. The Bank affirms that the proceeds will be used in full compliance with the regulations, guidelines, and norms prescribed by the Bangladesh Bank and the Bangladesh Securities and Exchange Commission.


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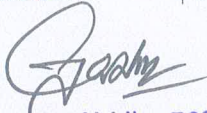

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4 FEATURES OF DEBT SECURITY TO BE ISSUED

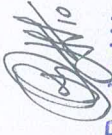
Issuer:	Meghna Bank PLC ("MGBPLC")
The Issue:	Meghna Bank 2 nd Subordinated Bond
Issue Manager/Arranger:	BRAC EPL Investments Limited (BEIL) and also referred to as the Issue Manager/Arranger.
Arrangement Basis:	Best Efforts/Non-Underwritten.
Purpose:	To strengthen MGBPLC's capital base (Tier-II Regulatory Capital Raising) in line with the Basel-III framework.
Investors:	Banks, Non-Bank Financial Institutions (NBFIs), Insurance Companies, Provident & Gratuity Funds, Corporates, High Net-Worth Individuals and any other eligible investors
Currency:	Bangladesh Taka (BDT)
Issue Size:	BDT 4,000,000,000
Trustee:	DBH Finance PLC.
Listing:	As per the conditions of the consent letter from BSEC
Listing Status:	In the event that listing of the bond on the Alternative Trading Board (ATB) is required, the issuer may revise the tenor of the bond; provided, however, that the revised tenor shall not exceed seven (7) years from the date of subscription.
Face Value of Each Bond:	BDT 500,000 (Taka Five Hundred Thousand)
Total Bonds:	8,000
Minimum Application Amount:	BDT 500,000 (Taka Five Hundred Thousand)
Bonds per lot:	1 (one) – no. of Bond in each lot
Subscription Tranches:	Bonds to be subscribed in multiple tranches
Issue Price of Each Bonds:	100% at face value/par.
Tenor:	7 years from the Issue Date under each Subscription Tranche
Cut-off Date:	"Cut-off Date" means the specific date, which is _____, on commencement of which the Issuer shall pay all unpaid coupon that had accrued by the Issuer under each Bond to each of the respective Bondholder(s), irrespective of the relevant Closing Date(s) under the respective Subscription Agreements and the Subsection Tranches applicable to each Bond, for the purpose of ensuring uniformity and aligning of the future Coupon Payment Date(s) and the Redemption Date(s) of the Bonds for the respective Bondholder(s), throughout the remaining tenure of the Bonds <i>provided that</i> , the final Coupon Payment Date and the final Redemption Date of any Bond shall not, in any case, extend beyond the Maturity Date
Issue Date	"Issue Date" means _____, the date on which the 1 st subscription is taken or the 1 st Closing Date under the Bonds, which shall be deemed to be the date of issuance of the Bonds;
Nature of Instrument:	Non-Convertible, Unsecured, Fully Redeemable, Coupon Bearing, Floating Rate, BASEL III compliant, Subordinated Bond


Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.

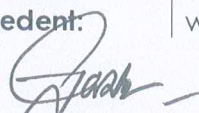

Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.

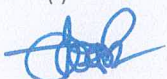

Syed Mizanur Rahman
Managing Director
Meghna Bank PLC


Nasimul Baten
Managing Director & CEO
DBH Finance PLC.


Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

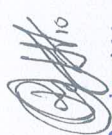
Feature:	Fully Redeemable
Credit Rating:	Issuer: Long Term: AA+ Short Term: St-2 Outlook: Stable Validity: 21 June 2027 Rating agency: Alpha Credit Rating Limited Issue: Long Term: A2 (Hyb) Outlook: Stable Validity: 28 November 2026 Rating agency: Credit Rating Agency of Bangladesh Ltd (CRAB)
Form:	Registered
Payment of Coupon:	Semi-annually, no later than 6 months of each year commencing from the issuance of the Bond, subject to any readjustment of dates for the purpose of ATB listing.
Late Payment:	The Issuer shall pay a late payment penalty of 2% p. a. (two percent) higher than the coupon rate and be payable on the amount not paid on the due date till the date of actual payment.
Over Subscription:	In event of this issue of the bond being oversubscribed, the allotment will be a first come first serve basis.
Under Subscription:	Any under-subscribed portion will be re-offered for fresh subscription depending on prevailing market conditions.
Applicable Bangladesh Bank Guidelines:	The Bonds are being made in pursuance of "Guidelines on Risk Based Capital Adequacy (Revised Regulatory Capital Framework for banks in line with Basel III)" on Basel III capital regulations issued by Bangladesh Bank vide BRPD Circular No-18 dated December 21, 2014 (herein after Basel III Regulations/ Basel III Guidelines/ Bangladesh Bank RBCA Guidelines-2014) covering criteria for inclusion of instruments in Regulatory Capital (Specific Eligibility Criteria for Subordinated Debt to Qualify as Tier 2 Capital stated in ANNEX-4 of Bangladesh Bank RBCA Guidelines-2014). The issue of Bonds and terms and conditions of the Bonds will be subject to the applicable guidelines/orders /rules/circulars issued by Bangladesh Bank and Bangladesh Securities and Exchange Commission from time to time.
Regulatory Approval:	Upon approval from the Bangladesh Securities and Exchange Commission and No-Objection Certificate from Bangladesh Bank, the Issuer will issue the Bonds.
Validity of the Consent (to be issued by BSEC):	The consent for issuance of securities under private offer shall remain valid for 06 (six) months from the date of consent or for such a period as determined by the BSEC in the consent letter.
Compliance:	The bond indenture to be aligned, where applicable, for compliance with Guideline of Risk Based Capital Adequacy" issued by Bangladesh Bank (BB). Rules & Regulations of Bangladesh Securities & Exchange Commission (BSEC) and applicable Laws of the land.
Conditions Precedent:	In form and substance satisfactory to the Arranger including without limitation: (i) due diligence having been conducted


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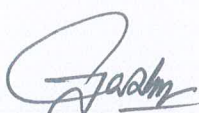

Nasimul Baten
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DBH Finance PLC.


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Chief Executive Officer
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	and completed, (ii) documentation for issuance and appropriate business description disclosure in the offering circular, (iii) receipt by the Issue Manager/Arranger of appropriate legal opinions from legal counsel, (iv) the Issuer having obtained all relevant approvals for issuance.										
Trustee Authority:	At any time after the Bonds have become due and repayable, the Trustee may, and without further notice in writing, take such proceedings against the Issuer as it may think fit to enforce repayment of the Bonds and to enforce the provisions of the Trust Deed, but it will not be bound to take any such proceedings unless (a) it shall have been so requested in writing by the holders of not less than 66 ^{2/3} per cent. in principal amount of the Bonds then outstanding or shall have been so directed by an Extraordinary Resolution of the Bondholders and (b) it shall have been indemnified and/or secured to its satisfaction. No Bondholder will be entitled to proceed directly against the Issuer unless the Trustee, having become bound to do so, fails to do so within a reasonable period and such failure shall be continuing.										
Status of securities holders in case of priority of payment:	The Claims of the Investors/Bondholders shall: (i) be superior to the claims of investors in equity shares; (ii) be subordinated to the claims of depositors and general creditors of the bank; (iii) pari-passu without preference amongst themselves and other unsecured debt instruments classifying as Tier 2 in terms of Basel III guidelines whether currently outstanding or issued at any time in the future.; and (iv) neither be secured nor covered by a guarantee of the Issuer nor related entity or other arrangement that legally or economically enhances the seniority of the claim bank creditors. Tier 1 Capital and Tier 2 Capital shall have the meaning ascribed to such terms in the Basel III Guidelines.										
Mode of Placement:	Private Placement										
Security:	Unsecured										
Rating Trigger:	If the credit rating of the Issue falls below the minimum investment grade i.e., "BBB" in the long term or "ST-3" in the short term, then MGBPLC of Bangladesh Limited shall pay an additional fee on top of the stipulated Coupon Rate as a Risk Premium as mentioned in the below table: <table border="1"> <thead> <tr> <th>Issue Rating</th><th>Risk Premium to be Added</th></tr> </thead> <tbody> <tr> <td>BB</td><td>0.25%</td></tr> <tr> <td>B</td><td>0.50%</td></tr> <tr> <td>C</td><td>0.75%</td></tr> <tr> <td>D</td><td>1.00%</td></tr> </tbody> </table>	Issue Rating	Risk Premium to be Added	BB	0.25%	B	0.50%	C	0.75%	D	1.00%
Issue Rating	Risk Premium to be Added										
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Syed Mizanur Rahman
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Nasimul Baten
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DBH Finance PLC.

Mode of redemption:	20% of the total bond value of each strip and/or Subscription Tranche shall be redeemed at the end of each year commencing from the end of 3rd year from the Issue Date under each Subscription Tranche, subject to any readjustment of dates for the purpose of ATB listing.
Quotation Days	Five (05) business days before the first day of any period for which Coupon is to be paid
Documentation:	Will include but not limited to: • Term Sheet • Trust Deed • Subscription Agreement • Any other documentation related to the transaction Customary Capital Market documentation including force majeure, negative pledge, cross default and indemnity provisions.
Legal Counsel:	Lex Juris
Governing Law:	The Bonds are governed by and shall be construed by the existing laws of Bangladesh, including the Rules and the Regulatory Approvals. Any dispute arising thereof shall be subject to the rules of Arbitration.

Rate of Return, Yield to Maturity, Coupon/Discount Rate**Coupon Rate:**

Reference Rate + Coupon Margin

Reference Rate:

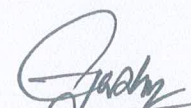
Latest average of the highest rate of the six (6) month's fixed deposit rates of all commercial banks (excluding all the specialized banks, Islamic banks and foreign banks) as published by Bangladesh Bank on the Quotation Day.

Initial Reference Rate:

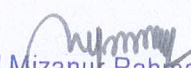
Reference Rate for the initial period under the respective Subscription Tranches, subject to the Regulatory approval and any revision thereof, shall be determined by following method:

Latest average of the highest rate of the six (6) month's fixed deposit rates of all commercial banks (excluding all the specialized banks, Islamic banks and foreign banks) as published by Bangladesh Bank on the Quotation Day. The Reference Rate will be re-fixed semi-annually throughout the tenure of the Bonds. The published deposit rate to be taken from "Announced coupon rate chart of the Scheduled Banks (Deposit Rate)" published by Bangladesh Bank in its website. This shall be subjected to any review by Bangladesh Bank from time to time, which shall be applicable on the Bonds upon confirmation of such review by Bangladesh Bank, and shall be applicable for the tenure unless a further revision is in place.


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 Meghna Bank PLC.

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Syed Mizanur Rahman
 Managing Director
 Meghna Bank PLC


Nasimul Baten
 Managing Director & CEO
 DBH Finance PLC.

The Reference Rate will be fixed by the Trustee semi-annually on the immediate preceding business day of the issuance and afterwards semi-annually throughout the tenure of the bond. For avoidance of doubt, the Reference Rate shall be calculated by the Trustee and notified to the Issuer and the Investor on every Coupon Rate Determination Date.

Initial Coupon Margin: 3.00% p.a. The Coupon Margin shall be subjected to change based on the money market condition and regulatory approvals.

Transferability/Liquidity

Transfer and transmission of the Bonds shall be subject to the Depositories Act, '1999, the rules made there under, the byelaws, rules and regulations of the Depositories as amended from time to time.

Prepayment, Call, Refunding, Conversion or Exchange Option

Not applicable

Late redemption

The Issuer shall pay a late payment penalty of 2% p. a. (two percent) higher than the coupon rate and be payable on the amount not paid on the due date till the date of actual payment.

Early redemption

Not Applicable.

Tax Features

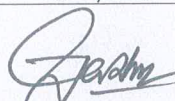
According to the laws of Bangladesh and in accordance with BASEL III guidelines.

All payments made by the Issuer or under or in respect of the Trust Deed or the Bonds will be subject to any present or future taxes, duties, assessments or governmental charges of whatever nature imposed, levied, collected, withheld or assessed by or on behalf of Bangladesh or any political subdivision thereof or any authority thereof or therein having power to tax. The Issuer will not be Obligated pay any additional amounts in respect of such taxes, duties, assessments or governmental charges that may from time to time be deducted or withheld from such payments but will provide or procure the provision of original or authenticated tax receipts relating to any such deductions or withholdings to Bondholders.

Repayment schedule

20% of the total bond value to be redeemed at the end commencing from the end of 3rd year or 36th month from the Issue Date each strip and/or Subscription Tranche, and the repayment schedule is depicted below:

End of Years	Repayment (BDT)	Balance
1 st year	-	4,000,000,000
2 nd year	-	4,000,000,000
3 rd year	800,000,000	3,200,000,000
4 th year	800,000,000	2,400,000,000
5 th year	800,000,000	1,600,000,000


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Managing Director & CEO
ABH Finance PLC


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Chief Executive Officer
BRAC EPL Investments Limited

6 th year	800,000,000	800,000,000
7 th year	800,000,000	-

However, for the purposes of listing of the Bonds, the Redemption Dates shall be subject to redetermination based on the Cut-off Date; provided that, last Redemption Date shall be the Maturity Date under each Subscription Tranche.

Call or put option, and premium or discount thereof, if any

Not applicable

Credit enhancement or guarantee, if any

Not applicable

Enforcement of charges over securities

Legal Proceedings

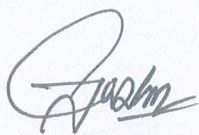
The Trustee may, subject to and in accordance with Condition 11 (Enforcement), at any time, at its discretion and without further notice, institute such proceedings against the Issuer as it may think fit to recover any amounts due in respect of the Bonds which are unpaid or to enforce any of its rights under this Trust Deed or the Conditions but it shall not be bound to take any such proceedings unless (a) it shall have been so directed by an Extraordinary Resolution or a Written Resolution and (b) it shall have been indemnified and/or secured to its satisfaction against all liabilities, proceedings, claims and demands to which it may thereby become liable and all costs, charges and expenses which may be incurred by it in connection therewith and provided that the Trustee shall not be held liable for the consequence of taking any such action and may take such action without having regard to the effect of such action on individual Bondholders. Only the Trustee may enforce the provisions of the Bonds or this Trust Deed and no Bondholder shall be entitled to proceed directly against the Issuer unless the Trustee, having become bound so to proceed, fails to do so within a reasonable time and such failure is continuing.

Notwithstanding whatsoever contained to the contrary herein, in the event of default, the procedure to be undertaken by the Trustee as envisaged shall be initiated only after compliance with all or any prevailing laws, notification, guidelines, directives etc. both statutory and authoritative, as applicable to the Issuer.

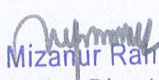
Evidence of Default

If the Trustee (or any Bondholder where entitled under this Trust Deed so to do) makes any claim, institutes any legal proceeding or lodges any proof in a winding up or insolvency of the Issuer under this Trust Deed or under the Bonds, proof therein that: as regards any specified Bond the Issuer has made default in paying any principal due in respect of such Bond shall (unless the contrary be proved) be sufficient evidence that the Issuer has made the like default as regards all other Bonds in respect of which a corresponding payment is then due and for the purposes of the above a payment shall be a "corresponding" payment notwithstanding that it is due in respect of a Bond of a different denomination from that in respect of the above specified Bond.


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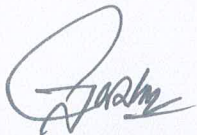

Nasimul Baten
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Collateral Securities, Guarantee or Credit Enhancement to be charged with the Trustee

This is not applicable to this Bonds as this is unsecured in nature, and no collateral securities or guarantees are to be charged with Trustee of this Bonds.

Distribution and Selling Strategy

The bank will raise funds through private placement. To support this, it will run awareness campaigns through social media, digital and print media, telemarketing, etc. Subsequently, the bank will use its corporate and retail channels to reach and onboard eligible investors, ensuring broad participation and an efficient placement process.


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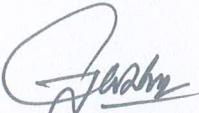


Syed Rashed Hussain
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5 DESCRIPTION OF COLLATERAL SECURITY & TYPE OF CHARGES TO BE CREATED AGAINST ISSUE

The Bonds to be issued are unsecured in nature, and hence no collateral securities or guarantees are to be charged with Trustee of this Bond.


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6 RIGHTS & OBLIGATIONS OF THE ISSUER

Covenant to Repay

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

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

in any case where payment of the whole or any part of the principal amount due in respect of any Bond is improperly withheld or refused coupon shall accrue at applicable coupon rate for the Bond on the whole or such part of such principal amount from the date of such withholding or refusal until the date either on which such principal amount due is paid to the Bondholders or, if earlier, the seventh day after which notice is given to the Bondholders in accordance with the Conditions that the full amount payable in respect of the said principal amount is available for collection by the Bondholders such payment is in fact made; and

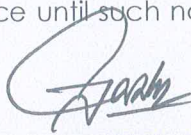
in any case where payment of the whole or any part of the principal amount due in respect of any Bond is improperly withheld or refused coupon shall accrue at Applicable Coupon Rate for the Bond on the whole or such part of such principal amount from the date of such withholding or refusal until the date either on which such principal amount due is paid to the Bondholders or, if earlier, the seventh day after which notice is given to the Bondholders in accordance with the Conditions that the full amount payable in respect of the said principal amount is available for collection by the Bondholders such payment is in fact made.

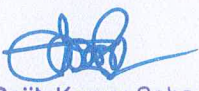
The Trustee will hold the benefit of this covenant and the covenants in Clause 12.3 (Covenant to comply with Trust Deed, Conditions, Schedules and applicable law) and Clause 12.4 (Covenants by the Issuer) on trust for the Bondholders.

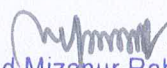
Following an Event of Default

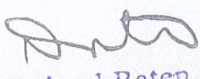
At any time after any Event of Default shall have occurred, the Trustee may:

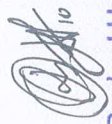
by notice in writing to the Issuer, require it to make all subsequent payments in respect of Bonds to or to the order of the Trustee and with effect from the issue of any such notice until such notice is withdrawn, sub-clause 12.1.1 of Clause 12.1 (Covenant to


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Repay) and (so far as it concerns payments by the Issuer) Clause 21.2 (Payment to Bondholders) shall cease to have effect.

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

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

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

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

Covenants by the Issuer

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

Books of account:

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

Event of Default:

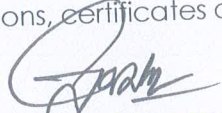
Give notice in writing to the Trustee forthwith upon becoming aware of any Event of Default and without waiting for the Trustee to take any further action;

Corporate Governance:

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

Information:

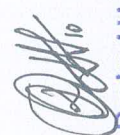
So far as permitted by applicable law, at all times give to the Trustee such information, opinions, certificates and other evidence as it shall require and, in such form, as it shall


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require in relation to Issuer for the performance of its obligations under the Bond Documents.

Execution of further Documents:

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

Notices to Bondholders:

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

Notification of non payment:

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

Notification of late payment:

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

Notification of redemption or repayment:

14 (Fourteen) days prior to the Redemption Dates or purchase in respect of any Bond, give to the Trustee notice in writing of the amount of such redemption or purchase pursuant to the Conditions and duly proceed to redeem or purchase such Bonds accordingly;

Authorized Signatories:

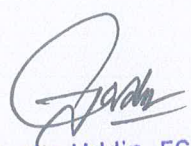
Upon the execution hereof and thereafter forthwith upon any change of the same, deliver to the Trustee a list of the Authorised Signatories of the Issuer, together with certified specimen signatures of the same; and

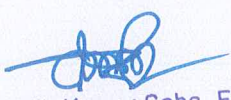
Payments:

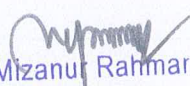
Pay moneys payable by it to the Trustee hereunder without set off, counterclaim, deduction or withholding, unless otherwise compelled by law and in the event of any deduction or withholding compelled by law will pay such additional amount as will result in the payment to the Trustee of the amount which would otherwise have been payable by it to the Trustee hereunder.

Risk Premium

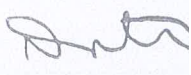
In case where the credit rating of the Issue falls below the minimum investment grade i.e. "BBB" in the long term or "ST-3" in the short term, the Issuer shall pay Risk Premium, for downgrade of each investment grade as mentioned in the below table:


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Nasimul Baten
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Issue Rating	Risk Premium to be added
BB	0.25 %
B	0.50 %
C	0.75 %
D	1.00 %

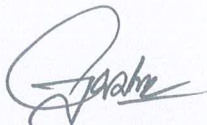
Escrow Account:

So long as any of the Bonds remain outstanding, maintain an Escrow Account for the purpose of receiving the proceeds raised through the issuance of the Bonds and utilization thereof.

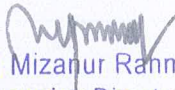
Notification of subscription:

Notify the Trustee within 1 (one) day(s), forthwith in the event that it receives any payment(s) from any investor(s) in relation to its subscription or purchase of Bonds, and shall provide the details as may be required;


Syed Rashed Hussain
 Chief Executive Officer
 BRAC EPL Investments Limited


Md. Jasim Uddin, FCS
 Company Secretary
 Meghna Bank PLC.


Sajib Kumar Saha, FCA
 EVP & Chief Financial Officer
 Meghna Bank PLC


Syed Mizanur Rahman
 Managing Director
 Meghna Bank PLC

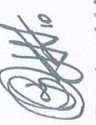
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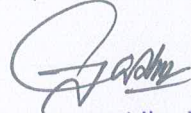

Nasimul Baten
 Managing Director & CEO
 DBH Finance PLC.

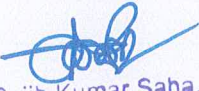
7 RIGHTS & OBLIGATIONS OF THE TRUSTEE

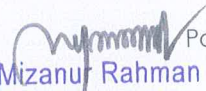
Trustee's Rights

- Applicable Law: Notwithstanding anything contained in this Trust Deed the Trustee shall have all such rights and powers granted to it under the applicable law including but is not limited to the Rules.
- Advice: The Trustee may in relation to this Trust Deed act on the opinion or advice of or a certificate or any information obtained from any lawyer, banker, valuer, surveyor, broker, auctioneer, accountant or other expert (whether obtained by the Trustee, the Issuer, or any Subsidiary) and which advice or opinion may be provided on such terms (including as to limitations on liability) as the Trustee may consider in its sole discretion to be consistent with prevailing market practice with regard to advice or opinions of that nature and shall not be responsible for any Liability occasioned by so acting; any such opinion, advice, certificate or information may be sent or obtained by letter, telegram, telex, cablegram or facsimile transmission;
- Resolution or direction of Bondholders: the Trustee shall not be responsible for acting upon any resolution purporting to be a Written Resolution or to have been passed at any meeting of the Bondholders in respect whereof minutes have been made and signed or a direction of a specified percentage of Bondholders, even though it may subsequently be found that there was some defect in the constitution of the meeting or the passing of the resolution or the making of the directions or that for any reason the resolution purporting to be a Written Resolution or to have been passed at any Meeting or the making of the directions was not valid or binding upon the Bondholders;
- Trustee not responsible for investigations: save as otherwise provided by applicable law, the Trustee shall not be responsible for, or for investigating any matter which is the subject of, any recital, statement, representation, warranty or covenant of any person contained in this Trust Deed, the Bonds, or any other agreement or document relating to the transactions herein or therein contemplated or for the execution, legality, effectiveness, adequacy, genuineness, validity, enforceability or admissibility in evidence thereof;
- Entry on the Register: the Trustee shall not be liable to the Issuer or any Bondholder by reason of having accepted as valid or not having rejected any entry on the Register later found to be forged or not authentic and can assume for all purposes in relation hereto that any entry on the Register is correct;
- Events of Default: save as otherwise provided by applicable law, until it shall have actual knowledge or express notice to the contrary, the Trustee shall be entitled to assume that no such Event of Default has happened and that the Issuer is observing and performing all the obligations on its part contained in the Bonds and under this Trust Deed and no event has happened as a consequence of which any of the Bonds may become repayable; and


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 Chief Executive Officer
 BRAC EPL Investments Limited


Md. Jasim Uddin, FCS
 Company Secretary
 Meghna Bank PLC.

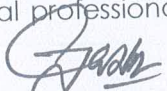

Sajib Kumar Saha, FCA
 EVP & Chief Financial Officer
 Meghna Bank PLC.


Syed Mizanur Rahman
 Managing Director
 Meghna Bank PLC

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Nasimul Baten
 Managing Director &
 DBH Finance PLC

- Right to Deduct or Withhold: notwithstanding anything contained in this Trust Deed, to the extent required by any applicable law, if the Trustee is or will be required to make any deduction or withholding from any distribution or payment made by it hereunder or if the Trustee is or will be otherwise charged to, or is or may become liable to, tax as a consequence of performing its duties hereunder whether as principal, agent or otherwise, and whether by reason of any assessment, prospective assessment or other imposition of liability to taxation of whatsoever nature and whenever made upon the Trustee, and whether in connection with or arising from any sums received or distributed by it or to which it may be entitled under this Trust Deed (other than in connection with its remuneration as provided for herein) or any investments or deposits from time to time representing the same, including any income or gains arising therefrom or any action of the Trustee in connection with the trusts of this Trust Deed (other than the remuneration herein specified) or otherwise, then the Trustee shall be entitled to make such deduction or withholding or, as the case may be, to retain out of sums received by it an amount sufficient to discharge any liability to tax which relates to sums so received or distributed or to discharge any such other liability of the Trustee to tax from the funds held by the Trustee upon the trusts of this Trust Deed.
- Liability: The Trustee shall not be liable to any person for any matter or thing done or omitted in any way in connection with or in relation to this Trust Deed or the Bonds save in relation to its own gross negligence, willful default or fraud. This Clause 7.1.8 shall survive the termination or expiry of this Trust Deed or the removal or termination of the Trustee.
- Force Majeure: The Trustee shall not be liable for any failure or delay in the performance of its obligations under this Trust Deed or any other Bond Document because of circumstances beyond such Trustee's control, including, without limitation, acts of God, flood, war (whether declared or undeclared), terrorism, fire, riot, embargo, labour disputes, any laws, ordinances, regulations or the like which restrict or prohibit the performance of the obligations contemplated by this Trust Deed or any other Bond Document, inability to obtain or the failure of equipment, or interruption of communications or computer facilities, and other causes beyond such Trustee's control whether or not of the same class or kind as specifically named above.
- Immunities: The Trustee's immunities and protections from liability and its right to indemnification in connection with the performance of its duties under this Trust Deed shall extend to the Trustee's officers, directors and employees. Such immunities and protections and right to indemnification, together with the Trustee's right to compensation, shall survive the Trustee's resignation or removal, the defeasance or discharge of this Trust Deed and final payment of the Bonds. The Issuer acknowledges that in any proceedings taken in relation to this Trust Deed, it will not be entitled to claim for itself or any of its assets immunity from suit, execution, attachment or other legal process.
- Professional charges: any trustee being a banker, lawyer, broker or other person engaged in any profession or business shall be entitled to charge and be paid all usual professional and other charges for business transacted and acts done by


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Meghna Bank PLC.


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Meghna Bank PLC.


Syed Mizanur Rahman
Managing Director
Meghna Bank PLC


Nasimul Baten
Managing Director &
DBH Finance PL

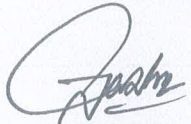

Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

him or his partner or firm on matters arising in connection with the trusts of this Trust Deed and also his properly incurred charges in addition to disbursements for all other work and business done and all time spent by him or his partner or firm on matters arising in connection with this Trust Deed, in each case as agreed pursuant to the Fee Letter (including matters which might or should have been attended to in person by a trustee not being a banker, lawyer, broker or other professional person);

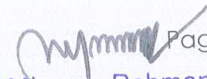
- Expenditure by the Trustee: nothing contained in this Trust Deed shall require the Trustee to expend or risk its own funds or otherwise incur any financial liability in the performance of its duties or the exercise of any right, power, authority or discretion hereunder if it has grounds for believing the repayment of such funds or adequate indemnity against, or security for, such risk or liability is not reasonably assured to it; and
- Trustee may enter into financial transactions with the Issuer: no Trustee and no director or officer of any corporation being a Trustee hereof shall by reason of the fiduciary position of such Trustee be in any way precluded from making any contracts or entering into any transactions in the ordinary course of business with the Issuer or any Subsidiary, or any person or body corporate directly or indirectly associated with the Issuer or any Subsidiary, or from accepting the trusteeship of any other debenture stock, debentures or securities of the Issuer or any Subsidiary or any person or body corporate directly or indirectly associated with the Issuer or any Subsidiary, and neither the Trustee nor any such director or officer shall be accountable to the Bondholders or the Issuer or any Subsidiary, or any person or body corporate directly or indirectly associated with the Issuer or any Subsidiary, for any profit, fees, commissions, coupon, discounts or share of brokerage earned, arising or resulting from any such contracts or transactions and the Trustee and any such director or officer shall also be at liberty to retain the same for its or his own benefit.
- Trustee Liability: The Trustee shall not be liable to any person for any matter or thing done or omitted in any way in connection with or in relation to this Trust Deed or the Bonds save in relation to its own gross negligence, willful default or fraud.
- Right to Sue: The Trustee may sue and may be sued on behalf of the Bondholders.

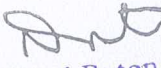
Trustee's powers and duties

- Applicable Law: Notwithstanding anything contained in this Trust Deed the Trustee shall have all such responsibility as set out in the applicable law including but is not limited to Rules.
- Act for Bondholders: Subject to applicable law and terms and conditions of this Trust Deed, the Trustee shall act on behalf and for the exclusive interest of the Bondholders;
- Monitoring: Trustee shall ensure that Issuer is observing the applicable law for the Bonds and the terms and conditions of the Bond Documents. As soon as the Trustee is aware of any breach by the Issuer it shall immediately inform the Bondholders and the Issuer of such breach;


Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.


Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.

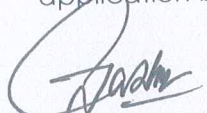

Syed Mizanur Rahman
Managing Director
Meghna Bank PLC


Nasimul Baten
Managing Director &
DBH Finance PI

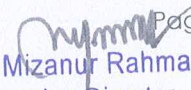

Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

- Report to BSEC: Trustee shall submit an annual compliance report to the BSEC on the activities of the Issuer including repayment of dues to the Bondholders. When Trustee shall submit such report to the BSEC it shall provide copy to the Issuer and the Bondholders;
- Grievances of the Bondholders: Upon receipt of a complaint from the Bondholders Trustee shall take necessary steps for redress of grievances of the Bondholders within one month of the date of receipt of the complaints and he shall keep the BSEC and the Issuer informed about the number, nature and other particulars of the complaints received and the manner in which such complaints have been redressed;
- Trustee's determination: The Trustee may determine whether or not a default in the performance or observance by the Issuer of any obligation under the provisions of this Trust Deed or contained in the Bonds is capable of remedy and if the Trustee shall certify that any such default is, in its opinion, not capable of remedy, such certificate shall be conclusive and binding upon the Issuer and the Bondholders;
- Default Coupon Rate and Delay In Payment: If the Trustee determines a default is capable of remedy or any delay by the Issuer in payment and/or repayment of the Bonds, is approved by the trustee for a certain period upon any reasonable grounds, the Trustee shall ensure payment of such dues within the approved delayed period along with Coupon Rate for the delay period at the Default Coupon Rate above the Coupon Rate under the Bonds;
- Determination of questions: the Trustee as between itself and the Bondholders shall have full power to determine all questions and doubts arising in relation to any of the provisions of this Trust Deed and every such determination, whether made upon a question actually raised or implied in the acts or proceedings of the Trustee, shall be conclusive and shall bind the Trustee and the Bondholders;
- Trustee's discretion: the Trustee shall (save as expressly otherwise provided herein) as regards all the trusts, powers, authorities and discretions vested in it by this Trust Deed or by operation of law, have absolute and uncontrolled discretion as to the exercise or non-exercise thereof and the Trustee shall not be responsible for any Liability that may result from the exercise or non-exercise thereof (save as otherwise provided by applicable law) but whenever the Trustee is under the provisions of this Trust Deed bound to act at the request or direction of the Bondholders, the Trustee shall nevertheless not be so bound unless first indemnified and/or provided with security to its satisfaction against all actions, proceedings, claims and demands to which it may render itself liable and all costs, charges, damages, expenses and liabilities which it may incur by so doing;
- Trustee's consent: any consent given by the Trustee for the purposes of this Trust Deed may be given on such terms and subject to such conditions (if any) as the Trustee may require;
- Application of proceeds: the Trustee shall not be responsible for the receipt or application by the Issuer of the proceeds of the issue of the Bonds;


Syed Rashed Hussain
 Chief Executive Officer
 BRAC EPL Investments Limited


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 Company Secretary
 Meghna Bank PLC.


Sajib Kumar Saha, FCA
 EVP & Chief Financial Officer
 Meghna Bank PLC.

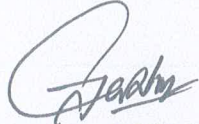

Syed Mizanur Rahman
 Managing Director
 Meghna Bank PLC

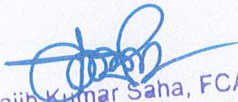

Nasimul Baten
 Managing Director & C
 DBH Finance PLC.

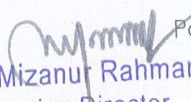
- Error of judgment: the Trustee shall not be liable for any error of judgment made in good faith applying due diligence and without negligence by any officer or employee of the Trustee assigned by the Trustee to administer its corporate trust matters, save in relation to its own gross negligence, willful default or fraud;
- Agents: Subject to the provisions of the Trust Act 1882 and Bangladesh Securities and Exchange Commission (Debt Securities) Rules 2021, the Trustee may, in the conduct of the trusts of this Trust Deed instead of acting personally, employ and pay an agent on any terms, whether or not a lawyer or other professional person, to transact or conduct, or concur in transacting or conducting, any business and to do or concur in doing all acts required to be done by the Trustee (including the receipt and payment of money) with the consent of Issuer and the Trustee shall not be responsible for any loss, liability, expense, demand, cost, claim or proceedings incurred by reason of the misconduct, omission or default on the part of any person appointed by it hereunder or be bound to supervise the proceedings or acts of any such person provided that the Trustee had exercised reasonable care in the appointment of such person;
- Confidential information: the Trustee shall not (unless required by law or ordered so to do by a court of competent jurisdiction) be required to disclose to any Bondholder confidential information or other information made available to the Trustee by the Issuer in connection with this Trust Deed and no Bondholder shall be entitled to take any action to obtain from the Trustee any such information;
- Determination of Coupon Rate: the Trustee shall determine Applicable Coupon Rate in accordance with Condition of the Bond;
- Rating Trigger: in case a downgrade of credit rating (i.e. below the rating trigger) of the Issue under surveillance rating, the Trustee shall ensure the collection of Risk Premium from the Issuer or originator for the Bondholders/beneficiaries as per declaration in this Trust deed or IM, aimed at securing the lender claims from the borrower's higher risk level;

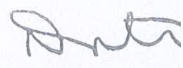
Exercise of Discretion

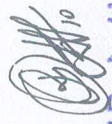
- Notwithstanding anything in this Trust Deed to the contrary, the Trustee shall not be obliged to exercise or consider exercising any discretion or consider making or make any determination (including, without limitation, any determination as to whether any fact or circumstance or activity or thing is material or substantial or complies with some such similar quantitative standard) or to consider taking or take any action whatsoever in connection with or under or pursuant to the Bonds unless directed to do so by the holders of not less than 66²/₃ percent in principal amount of the Bonds then outstanding or if so directed by an Extraordinary Resolution of Bondholders (subject in all cases to the Trustee having been indemnified or provided with security to its satisfaction and otherwise being satisfied that it is lawful for it to so exercise discretion, make a determination or otherwise take any action). Such direction shall specify the way in which the


Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.


Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.

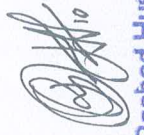

Syed Mizanur Rahman
Managing Director
Meghna Bank PLC


Nasimul Baten
Managing Director & C
DBH Finance PLC.


Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

Trustee shall exercise such discretion or, as the case may be, make the determination or take the action to be taken by the Trustee.

- The Trustee will be responsible for any loss, expense, damage, claim, cost, charge or liability which may be suffered as a result of any exercise or non-exercise of a discretion or the making or failure to make any determination or the taking or failure to take any action by the Trustee, acting on the directions of the Bondholders as aforesaid or pending the provision of such a direction.



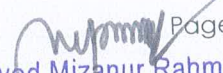
Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited



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Company Secretary
Meghna Bank PLC.



Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.



Syed Mizanur Rahman
Managing Director
Meghna Bank PLC



Nasimul Baten
Managing Director & CEO
DBH Finance PLC.

8 RIGHTS & OBLIGATIONS OF OTHER CONTRACTUAL PARTIES

Issue Manager:

BRAC EPL Investments Limited (BEIL) has been appointed as the issue manager for the issuance of Bonds, setting out the terms and conditions of the appointment as stated therein for the purpose of the private issuance of the Bonds the terms of which is detailed under the Information Memorandum (as defined above) and subjected to the approval of BSEC.

Credit Rating Agency:

For the purpose of conducting the Bond Rating Service for the Bonds (which shall be referred to as "Rated Subject") the Issuer has appointed the ("Credit Rating Agency of Bangladesh" or "CRAB") under the terms and covenants as detailed under Credit Rating Agency of Bangladesh Agreement dated 18 May, 2025, executed by and between the Issuer and the CRAB to be conducted as per the Bangladesh Securities and Exchange Commission (Credit Rating Companies) Rules, 2022 issued by the BSEC and the Standard Methodology and Ethical Code of the CRAB etc.

Moreover, for providing the requested rating services for the Rated Subject, the Issuer agrees to make payment to the CRAB as per the payment schedule mentioned under Credit Rating Agency of Bangladesh Agreement dated 18 May, 2025, up to end of bond maturity for any debt instrument as per requirements of the Bangladesh Securities and Exchange Commission (Credit Rating Companies) Rules, 2022.

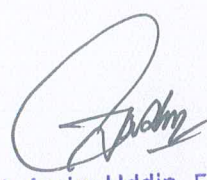
Legal Counsel:

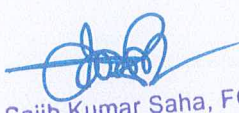
Pursuant to the Letter issued dated 18 May, 2025, the Issuer agrees to appoint Lex Juris as the Legal Counsel of the Bonds in order to provide legal advice and legal assistance or any other legal services deliverables to the Issuer in relation to the issuance as per the following scope:

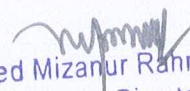
- Draft, negotiate and finalize Trust Deed, Subscription Agreements and other ancillary documents in relation to the issuance of Bonds;
- Review of applications to be made by the Issuer to relevant Regulators;
- Provide necessary legal opinion on various issues as required upon execution of the Bond Documents;
- Assist with registering the required agreements, documents and related forms with the respective authorities and entities and
- Attend meetings, telephone calls, discussions, correspondences, perusals and any other services incidental to the completion of the transaction in various stages for the issuance of Bond.

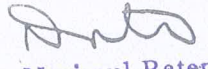
Any Other Contractual Party:

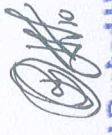
The rights and obligations of any other contractual party should be governed by the respective contract or agreement entered into by the parties therein.


Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.


Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC


Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

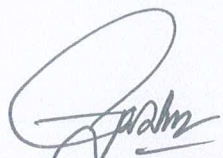

Nasimul Baten
Managing Director & CEO
DBH Finance PLC.


Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

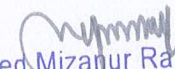
9 RIGHTS OF BONDHOLDERS

- Each Bondholder has the right to demand information from the Issuer as set out in this Trust Deed and the Condition attached in Schedule 1 (Terms and Conditions of the Bonds).
- Each Bondholder has the right to receive payment of principal amount of the Bonds on the Redemption Date as set out in the Condition attached in Schedule 1 (Terms and Conditions of the Bonds).
- Each Bondholder has the right to receive coupon on the Bonds on the Coupon Payment Date as set out in the Condition attached in Schedule 1 (Terms and Conditions of the Bonds).
- Each Bondholder has the right to attend meeting of the Bondholders and vote therein in accordance with Condition 12 (Meetings of Bondholders, Modification, Waiver and Substitution).


Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited


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Company Secretary
Meghna Bank PLC.


Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC


Syed Mizanur Rahman
Managing Director
Meghna Bank PLC


Nasimul Baten
Managing Director & CEO
DBH Finance PLC.

10 DESCRIPTION OF THE ISSUER: Meghna Bank PLC.

Meghna Bank PLC. was incorporated as a Public Limited Company on 20 March 2013 under the Companies Act 1994. At present, the Authorized Share Capital of the company is BDT 20,000,000,000 divided into 2,000,000,000 ordinary shares of BDT 10 each.

The Company was also issued Certificate for Commencement of Business on the same day and was granted license on 28 March 2013 by Bangladesh Bank under the Banking Companies Act 1991. Meghna Bank PLC. was enlisted as a Scheduled Bank on 03 April 2013 and started its banking operation on May 09, 2013.

Registered name of the company	Meghna Bank PLC.
Company Registration No.	C-108068/13 on 20 March, 2013
Bangladesh Bank Permission No.	BRPD(P-3)/745(66)/2013-1459 dated March 28, 2013, on 28 March, 2013
SWIFT Code	MGBL BD DH

Currently, the Bank operates 54 branches across Bangladesh, 20 sub-branches, 10 Islamic banking windows, 40 agent banking outlets, and 02 own ATM booths. The Bank also provides free access to over 20,000 ATM booths nationwide through partnerships. In February 2020, Meghna Bank obtained permission to operate an Islamic Banking Unit, and in October 2020, it established an Offshore Banking Unit (OBU) for foreign currency services.

10.1 BUSINESS DESCRIPTION

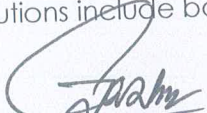
Meghna Bank PLC. ("the Bank") was incorporated in Bangladesh as a Public Limited Company on 20 March 2013 under the Companies Act, 1994 and commenced commercial operations on 09 May 2013. The Bank is headquartered at Suvastu Imam Square, Gulshan-1, Dhaka-1212, Bangladesh. Meghna Bank PLC is recognized as one of the fastest-growing commercial banks in the country, committed to financial inclusion through technology-based products and services.

Meghna Bank PLC has a fully owned subsidiary company, Meghna Bank Securities Limited. This subsidiary has been providing brokerage services since 2015.

The principal activities of Meghna Bank PLC. include offering a wide array of financial products and services, encompassing both conventional and Islamic banking. The Bank provides corporate banking, retail banking, trade services, cash management, treasury, SME banking, custodial, and clearing services to its customers. These activities are conducted through its branches, sub-branches, and Islamic windows. Meghna Bank's innovative banking cards and services, its flagship offerings serve as the cornerstone of its competitive advantage and market prominence. The Bank also offers offshore banking services through its Offshore Banking Units and Islamic banking services through its Islamic Banking Unit.

10.1.1 CORPORATE BANKING PRODUCTS

Meghna Bank PLC offers a comprehensive suite of corporate banking products tailored to meet the diverse financial needs of businesses. Our working capital solutions include both funded and non-funded facilities:


Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.


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Managing Director
Meghna Bank PLC


Nasimul Baten
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DBH Finance PLC.

Funded Facilities:

- Import Loans
- Overdrafts
- Short Term Loan
- Packing Credit
- Local Documentary Bill Purchase (LDBP)
- Foreign Documentary Bill Purchase (FDBP)
- Export Development Fund
- Export Facilitation Fund
- Export Facilitation Pre-Finance Fund
- Pre-Shipment Credit Refinancing Scheme

Non-Funded Facilities:

- **Letter of Credit:**
 - Sight LC
 - Deferred LC
 - Structured LC
- **Guarantee:**
 - Performance Guarantee
 - Bid Bond
 - Advanced Payment Guarantee
 - Retention Bond
 - Security Bond

MGBPLC also provides Bridge Financing facility to address temporary funded requirements for onward long term loan solution. Mid/Long Term Financing through conventional or Islamic modes, and Bangladesh Bank's refinancing scheme. MGBPLC Offshore Financing options include Foreign Currency Financing, Import Loan, Bill Financing, and Term Loan.

Our **Structured Financing Solutions** encompass:

- Local & Foreign Currency Syndicated Term Financing
- Syndicated Working Capital Financing
- Advisory Services
- Trustee & Agency Services
- Arranging Debt (Bonds/Commercial Paper)
- Special Structuring/Export Credit Agency (ECA) Backed Financing

Additionally, our **Digital Products & Cash Management Solutions** offer:

- Nationwide Collection Service (NCS)
- Virtual Account Solutions
- Utility Bills Collection
- Automated Chalan System for Tax Payment
- Bulk Payments through RTGS and BEFTN

These products and services are designed to provide businesses with the financial support they need to thrive in a competitive market, ensuring efficient management of resources and compliance with regulatory requirements.

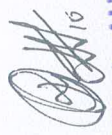

Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.


Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.


Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

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Nasimul Baten
Managing Director & CEO
DBH Finance PLC.


Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

10.1.2 RETAIL BANKING & SME

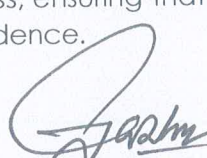
Meghna Bank PLC offers a diverse range of retail banking and SME products designed to cater to the financial needs of individuals and small businesses. Our deposit products provide flexible and secure options for saving and managing funds. These include:

- Meghna Business Plus Account
- Meghna Business Current Account
- Meghna Supreme Account
- Meghna Supreme Plus Account
- Regular Savings Account
- Meghna Salary Account
- Fifty Plus Savings Account
- Youngster Savings Account for Students
- Sreyoshi Savings Accounts
- Platinum Savers
- Youngstar Plus Savings Account for Students
- Fastremit Savings Account for NRB Families
- Special Notice Deposit Plus Account
- Short Notice Deposit Account
- Non-Resident Foreign Currency Deposit (N.F.C.D)
- Meghna Global-FC Current Account
- Meghna FC Current Account
- Resident Foreign Currency Deposit (RFCD)
- Exp. Retention Quota (ERQ) Account
- Freelancer Retention Quota
- Meghna Retail Flexi DPS for Individuals
- Meghna Retail Edu DPS for Individuals
- Meghna Child Eduplan
- Monthly Income Scheme Deposit
- Monthly Income Scheme for Non-Individuals
- Meghna Kotipoti Scheme

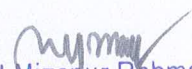
Our loan products are designed to provide financial support for various personal and business needs. These include:

- Meghna Home Loan
- Meghna Apon Aloy
- Meghna Nabarupa-Term
- Meghna Car Loan
- Meghna Bank Executive Loan
- Meghna Unnayan Loan
- Cash Credit-Hypo
- Express Loan OD
- Express Loan EMI
- Overdraft - Workorder
- Overdraft (General)

These products are crafted to offer competitive rates, flexible terms, and convenient access, ensuring that our customers can achieve their financial goals with ease and confidence.

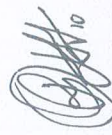

Md. Jasim Uddin, FCS
Company Secretary
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DBH Finance PLC.


Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

10.1.3 AL-MUSTAQUEEM MEGHNA ISLAMIC BANKING

Meghna Bank PLC is committed to providing Shariah-compliant banking solutions through our Al-Mustaqueem Meghna Islamic Banking division. Our Islamic banking products include a range of deposit accounts, such as:

- Mudarabah Savings Accounts
- Term Deposit Accounts
- Specialized Savings Schemes for Hajj, Marriage, and Pension

Our Islamic retail investment products include:

- Home Finance
- Car Finance
- Household Investment

For SMEs and corporate clients, we offer:

- Hire Purchase Under Shirkatul Meelk (HPSM)
- Bai-Murabahah
- Bai-Salam
- Istisna'a Investment
- Islamic Trade Finance Solutions
- Guarantees

These products are tailored to meet the unique needs of our customers while adhering to Islamic banking principles.

10.1.4 CARDS

Meghna Bank PLC offers a variety of card products to meet the diverse needs of our customers. Our debit cards include the VISA Debit International, providing global access to funds. Our prepaid cards include the VISA Prepaid International - Hoichoi and VISA Prepaid International - Ghuri, offering convenient and secure payment options. Our credit cards include the VISA Credit - Platinum, VISA - Platinum RFCD, VISA Credit - Gold, VISA - Gold RFCD, VISA - Gold ERQ, and VISA Credit - Silver, each offering various benefits and rewards to enhance the purchasing power of our customers.

1. Debit

- a. VISA Debit International

2. Prepaid

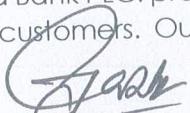
- a. VISA Prepaid International - Hoichoi
- b. VISA Prepaid International - Ghuri

3. Credit

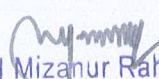
- a. VISA Credit - Green, Women & Platinum
- b. VISA - Platinum RFCD
- c. VISA Credit - Gold
- d. VISA - Gold RFCD
- e. VISA - Gold ERQ
- f. VISA Credit - Silver

10.1.5 SERVICES

Meghna Bank PLC. provides exceptional services to enhance the banking experience for our customers. Our Internet Banking service allows customers to manage their


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Meghna Bank PLC.


Syed Mizanur Rahman
Managing Director
Meghna Bank PLC


Nasimul Baten
Managing Director & CEO
DBH Finance PLC.


Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

accounts, transfer funds, pay bills, and access a wide range of banking services online, ensuring convenience and accessibility from anywhere at any time. We offer 24/7 Customer Service to address any inquiries or issues promptly, providing support around the clock to ensure customer satisfaction. Additionally, our Locker Security service offers secure storage solutions for valuable items, giving customers peace of mind knowing their possessions are protected with the highest level of security. These services are designed to meet the diverse needs of our customers and ensure a seamless banking experience.

- Internet Banking
- 24/7 Customer Service (Toll free)
- Locker Security

10.2 SUBSIDIARIES

Meghna Bank Securities Limited was incorporated in Bangladesh on February 18, 2015 under the Companies Act, 1994 as a Private Limited Company vide registration no. C 121270/15. The registered office of the company is located at Suvastu Imam Square, 65 Gulshan Avenue C/A, Gulshan-1, Dhaka.

The Authorized Capital of the Company is BDT 2,000,000,000 divided into 20,000,000 nos. ordinary shares of Tk. 100 each out of which the Issued, Subscribed & Paid-up capital is BDT 750,000,000, divided into 7,500,000 nos. ordinary shares of Tk. 100 each fully paid up in cash. The Meghna Bank PLC. holds all shares except 1 share.

The Company has obtained permission from Bangladesh Securities and Exchange Commission on September 16, 2015 to operate as a full-fledged Stock-Broker and Stock Dealer bearing registration nos. Reg-3.1/DSE-124/2015/537 and Reg- 3.1/DSE 124/2015/536 respectively; the company has started its commercial operation from November 19, 2015 having 3 outlets across Dhaka city.

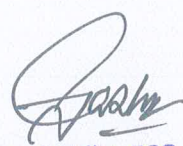
Major products and services for the customers of MGBSL are Brokerage Service, CDBL service, Margin Loan, Low commission for Cash Account with wide Branch Network, Research Service, One-stop service for NRB Investors.

10.3 SHAREHOLDING PATTERN & CAPITAL STRUCTURE

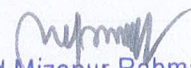
Shareholding Pattern

- Authorized capital – 2,000,000,000 ordinary shares of BDT 10 each; Total amount BDT 20,000,000,000
- Paid-up Capital – 557,320,629 ordinary shares of BDT 10 each; Total amount BDT 5,573,206,290

Particulars	No of Shares	Share Value	% of shareholding in 2025
Sponsors & Directors	557,320,629	5,573,206,290	100.0%
Total	557,320,629	5,573,206,290	100.0%


Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.


Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.


Syed Mizanur Rahman
Managing Director
Meghna Bank PLC


Nasimul Baten
Managing Director & C
DBH Finance PLC.

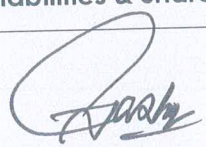
Capital Structure

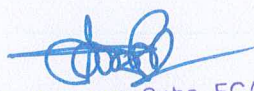
As of 31 December 2025 (in BDT)

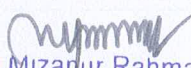
LIABILITIES AND CAPITAL		
Liabilities	Consolidated	Solo
Borrowings from other Banks, Financial Institutions and Agents	8,752,547,938	8,752,547,938
Deposits and Other Accounts	94,516,977,017	95,076,361,564
Current/AI-Wadeeah Current Accounts & Other Accounts	21,410,460,167	21,410,460,167
Bills Payable	553,956,661	553,956,661
Savings/Mudaraba Saving Deposits	4,541,413,811	4,541,413,811
Fixed Deposits/ Mudaraba Term Deposit	68,011,146,378	68,570,530,925
Bearer Certificate of Deposit	-	-
Other Deposits	-	-
Non-Convertible Subordinated Bonds	1,100,000,000	1,100,000,000
Other Liabilities	9,986,426,287	9,903,478,130
Total Liabilities	114,355,951,242	114,832,387,632

Capital/Shareholders' Equity	Consolidated	Solo
Paid-up Capital	5,573,206,290	5,573,206,290
Statutory Reserve	1,386,975,878	1,377,781,347
Revaluation Reserve on Investment in Securities	57,418,436	57,418,436
Retained Earnings	292,802,567	282,666,441
Total Shareholders' Equity	7,310,403,171	7,291,072,514
Non-controlling Interest	104	-
Total Shareholders' Equity with Non-Controlling Interest	7,310,403,275	7,291,072,514

Total Liabilities & Shareholders' Equity	121,666,354,517	122,123,460,146
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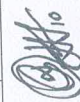

Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.


Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC


Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

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Nasimul Baten
Managing Director & C
DBH Finance PLC.


Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

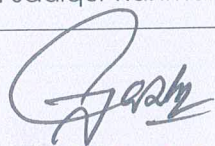
As of 31 December 2025 (In BDT)

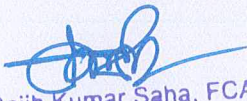
	Consolidated	Solo
The amount of Tier- 1 capital	7,061,526,351	7,061,526,351
Paid up capital	5,573,206,290	5,573,206,290
Statutory reserve	1,386,975,878	1,377,781,347
Retained earnings	292,802,567	282,666,441
Adjustment of Goodwill and all other Intangible Asset	(85,748,488)	(85,583,642)
Deferred Tax Adjustment	(105,710,000)	(105,710,000)
Non-Controlling Interest	104	-
The total amount of Tier 2 capital	1,928,841,679	1,927,883,255
General Provision	1,048,841,679	1,047,883,255
Non-Convertible Subordinated Bonds	880,000,000	880,000,000
Total eligible capital	8,990,368,030	8,970,243,691
Total capital requirement	8,171,378,880	8,143,724,918
Total Risk Weighted Asset	65,371,031,040	65,149,799,341
Capital to Risk Weighted Asset Ratio	13.75%	13.77%

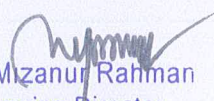
The Issuer maintains appropriate capital adequacy, which enables it to confront various risk factors it may be exposed to. The current CRAR of 13.75% on December 31, 2025, was higher than the minimum requirement in accordance with BASEL III implementation roadmap by Bangladesh Bank. The total eligible capital of the bank, on a consolidated basis, was BDT 8,990 million as on December 31, 2025, against the risk weighted assets of BDT 65,371 million.

10.4 SENIOR MANAGEMENT

Name	Designation
Syed Mizanur Rahman	Managing Director
Md. Sadiqur Rahman	Additional Managing Director

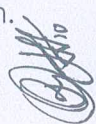

Md. Jasim Uddin, FCS
Company Secretary


Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.


Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

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Nasimul Baten
Managing Director & CEO
DRH Finance PLC.


Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

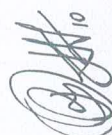
Momtazul Karim N Ahmed	Deputy Managing Director
I.Q.M. Abdul Jalil	SEVP, Chief Risk Officer
Sajib Kumar Saha, FCA	EVP, Chief Financial Officer (CFO)
Tanvir Shams	EVP, Head of Operations
Mujtanibul Ahmed	EVP, Chief Digital Officer
Rashedul Alam	EVP & Head of Human Resources
Md. Jasim Uddin, FCS	SVP, Company Secretary
Samiul Kabir	SVP, Head of Retail banking

10.5 BOARD OF DIRECTORS & COMMITTEES

Board of Directors

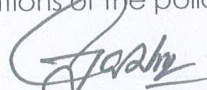
The Bank's Board comprises 8 members including the Managing Director & CEO and 5 Independent Directors. Uzma Chowdhury is the present Chairman of the Bank. The Board is involved in policy formulations, strategic direction setting, business plan approval, approval of financial position and results and review of various activities and also providing necessary directions to the management for conducting businesses in a competitive and profitable manner by managing risks and complying with the regulatory requirements. The Board has three sub committees: Executive Committee, Audit Committee, Risk Management Committee.

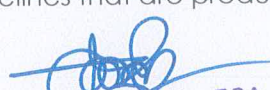
Name of Board Member	Designation
Uzma Chowdhury	Chairperson
Tanveer Ahmed	Vice Chairman
Mohammad Mamunul Hoque	Independent Director
Md. Rajab Ali	Independent Director
M. Nazrul Islam	Independent Director
Habibur Rahman	Independent Director
Md. Ali Akther Rezvi, FCA	Independent Director
Syed Mizanur Rahman	Managing Director

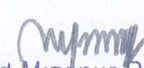

Syed Rashed Hussain
 Chief Executive Officer
 BRAC EPL Investments Limited

Executive Committee

The Executive Committee of the Board is responsible for ensuring that the structure for approving loan proposals and business decisions is efficient, competent, compliant, and secure. The committee consists of 4 members. The committee performs periodic evaluations of the policies and guidelines that are produced by the Bangladesh Bank


Md. Jasim Uddin, FCS
 Company Secretary
 Meghna Bank PLC.


Sajib Kumar Saha, FCA
 EVP & Chief Financial Officer
 Meghna Bank PLC.


Syed Mizanur Rahman
 Managing Director
 Meghna Bank PLC


Nasimul Baten
 Managing Director & CEO
 DBH Finance PLC.

concerning credit and other activities. These policies and guidelines are then adopted by Management and adopted by the organization with the consent of the Board of Directors. Additionally, the committee gives its approval to credit applications in accordance with the policy that the Board has approved..

SL.	Name of Member	Designation
1.	Tanveer Ahmed	Chairman
2.	Uzma Chowdhury	Member
3.	Md. Rajab Ali	Member
4.	Habibur Rahman	Member

Audit Committee

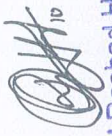
The Audit Committee oversees the bank's internal and external audit processes to ensure they are conducted effectively and efficiently. It consists of 3 members, and it is chaired by an independent director. It is also responsible for overseeing the organization's compliance with laws and regulations, as well as its ethical standards. It plays a crucial role in maintaining the integrity of the organization and safeguarding the interests of stakeholders.

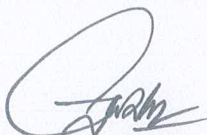
SL.	Name of Member	Designation
1.	Md. Ali Akther Rezvi, FCA	Chairman
2.	M. Nazrul Islam	Member
3.	Mohammad Mamunul Hoque	Member

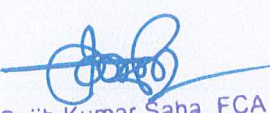
Risk Management Committee

The Risk Management Committee is responsible for ensuring that the bank manages risks effectively, while maintaining the highest standards of governance and accountability. It consists of 4 members. The committee is responsible for overseeing the bank's risk management framework and ensuring that the bank is identifying, assessing, and managing risks effectively. Its key responsibilities include setting risk management policies and procedures, assessing the bank's risk appetite, and ensuring that the bank's risk management practices are aligned with its strategic goals. The committee is also responsible for reviewing and approving risk management strategies, monitoring the bank's risk exposure, and ensuring that appropriate risk mitigation measures are in place. In addition, the committee plays a key role in ensuring that the bank is in compliance with regulatory requirements related to risk management. The committee also reviews the green banking policies, guidelines, and strategic plans from time to time. Additionally, the committee oversees the sustainability aspect of the bank while the Finance & Accounts division manages the sustainability reporting.

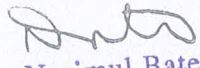
SL.	Name of Member	Designation
1	Mohammad Mamunul Hoque	Chairman
2	Md. Rajab Ali	Member
3	M. Nazrul Islam	Member
4	Habibur Rahman	Member


Syed Rashed Hussain
 Chief Executive Officer
 BRAC EPL Investments Limited


Md. Jasim Uddin, FCS
 Company Secretary
 Meghna Bank PLC.


Sajib Kumar Saha, FCA
 EVP & Chief Financial Officer
 Meghna Bank PLC.


Syed Mizanur Rahman
 Managing Director
 Meghna Bank PLC


Nasimul Baten
 Managing Director & CEO
 DBH Finance PLC.

10.6 DESCRIPTION OF ENCUMBERED & UNENCUMBERED ASSETS

As of 31 December 2025, Meghna Bank PLC has encumbered assets comprising Government Special Purpose Bonds under the Held-for-Trading (HFT) category.

Encumbered & Unencumbered assets position:

Particulars (in BDT)	As of 31 December 2024	As of 31 December 2025
Encumbered Assets	3,122,407,000	3,122,407,000
Unencumbered Assets	106,512,963,388	119,001,053,146
Total Assets (Solo)	109,635,370,388	122,123,460,146

10.7 PROFILE OF BOARD OF DIRECTORS**Uzma Chowdhury, Chairperson**

Uzma Chowdhury is a distinguished figure in the finance and banking sector of Bangladesh, hailing from the aristocratic Chowdhury Bari of Natore. She is a Certified Public Accountant (CPA), registered in the State of Texas, USA. She completed a Bachelor's in Commerce (Hons') in Accounting from the University of Dhaka in 1995. And completed Bachelor of Science in Accounting from the University of Texas at Dallas in 1998.

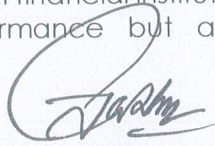
She began her professional journey in the real estate industry and then in the petroleum industry, where she gained over seven years of experience in various accounting roles. During her time in the United States, she was actively involved in professional organizations. She served the American Women's Society of CPAs as Secretary for four years at the Houston Chapter.

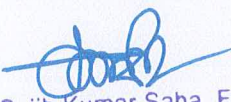
In October 2008, she joined PRAN-RFL Group—Bangladesh's largest and most diversified conglomerate—as Director of Finance. Under her leadership, the Group has continued to strengthen its position across multiple sectors. PRAN is a household name among Bengalis worldwide, recognized for its wide range of food and beverage products. RFL, the Group's other flagship brand, is widely known for household goods, construction materials, and cast-iron products, enjoying strong recognition in both urban and rural markets across Bangladesh.

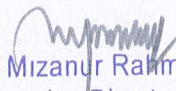
Beyond her corporate responsibilities, Ms. Chowdhury is actively engaged in various social and professional initiatives. She is currently Vice-chairperson of the Underprivileged Children Education Program (UCEP) where skill development is focused through technical education to strengthen the human resource with productivity. She is also a Director of the Metropolitan Chamber of Commerce and Industry (MCCI), contributing to policy advocacy and industry development. She is a proud mother of three children.

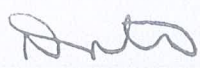
A passionate leader and a firm believer in inclusive growth, Uzma Chowdhury continues to play a vital role in shaping the financial landscape of Bangladesh's corporate sector.

In 2025, she was appointed Chairperson of Meghna Bank PLC, where she brings her decades-long expertise in finance, governance, and institutional leadership. Her strategic vision and deep commitment to ethical and sustainable banking are driving Meghna Bank's transformation into a more resilient, customer-centric, and innovation-driven financial institution. She is actively guiding the Bank to excel not only in financial performance but also in service quality, risk management, and regulatory


Md. Jasim Uddin, FCS
 Company Secretary
 Meghna Bank PLC.


Sajib Kumar Saha, FCA
 EVP & Chief Financial Officer
 Meghna Bank PLC


Syed Mizanur Rahman
 Managing Director
 Meghna Bank PLC


Nasimul Baten
 Managing Director & CEO
 DBH Finance PLC.

compliance. Under her stewardship, the Bank is striving to set new benchmarks in corporate governance, employee development, and customer trust. A strong advocate for technology-led growth, she is also championing the Bank's digital transformation journey—fostering innovation, operational agility, and seamless customer experiences.

Tanveer Ahmed, Vice Chairman

Tanveer Ahmed is a seasoned business leader with over 25 years of experience in strategic growth, cross-border business development, and industrial leadership. He is the Managing Director of Elegant Group, where he has led the company's transformation into a globally recognized player in the RMG and construction sectors since 2007.

Mr. Ahmed's career began with real estate and development projects in Indonesia, Thailand, and Dubai, bringing international perspective and business acumen that have shaped his leadership style. His contributions to Bangladesh's export sector earned him the Commercially Important Person (CIP) status, awarded by the Government of Bangladesh.

As Vice Chairman and Sponsor Director of Meghna Bank PLC, Mr. Ahmed brings strategic vision and governance expertise to the bank's leadership, helping drive innovation and growth.

He also serves as the Consul General of St. Kitts and Nevis, promoting economic cooperation and bilateral relations globally.

Mr. Ahmed spent his early years in Indonesia, where his father, Mr. Monzur Morshed, served as the Ambassador of Bangladesh. He completed his BBA there before relocating to Bangladesh to expand his ventures. Under his guidance, Elegant Group continues to diversify into new apparel and textile verticals while upholding strong ethical and quality standards.

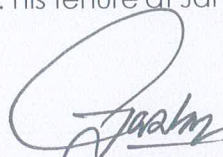
A dynamic entrepreneur with a global outlook, Tanveer Ahmed plays a vital role in shaping Bangladesh's industrial and financial future.

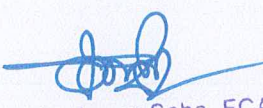
M. Nazrul Islam, Independent Director

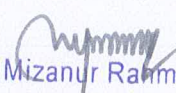
M. Nazrul Islam is a highly accomplished banking professional with over four decades of leadership across domestic and international financial institutions. His career, spanning from 1973, reflects a legacy of strategic vision, operational excellence, and global banking expertise.

Mr. Islam began his banking journey with Grindlays Bank (now Standard Chartered Bank) in 1974. He later joined BCCI (now Eastern Bank Ltd.), where he served from 1976 to 1992 in various key roles, laying the foundation for a dynamic career in banking.

In 1992, he undertook his first international assignment as Deputy General Manager of Union Bank in Zambia, where he led operations for six years. Upon returning to Bangladesh in 1998, he held senior leadership positions in several prominent banks, including Executive Vice President at Dhaka Bank, Deputy Managing Director at Social Islami Bank Ltd. (SIBL), and later, Managing Director & CEO at Jamuna Bank Ltd. His tenure at Jamuna Bank marked a period of strategic restructuring and growth.

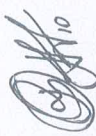

Md. Jasim Uddin, FCS
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Sajib Kumar Saha, FCA
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Nasimul Baten
 Managing Director & CEO
 DBH Finance PLC.


Syed Rashed Hussain
 Chief Executive Officer
 BRAC EPL Investments Limited

Mr. Islam resumed his international career in 2007 as CEO & Managing Director of Placid International in Kuala Lumpur, Malaysia. From 2008 to 2014, he served as CEO & MD of BRAC Bank (Afghanistan) Ltd., which was later transitioned into Afghanistan Commercial Bank under local management. His leadership during this critical phase was instrumental in ensuring operational stability and governance in a challenging environment.

Since 2015, Mr. Islam has been serving as Adviser to IT Consultants Ltd., where he provides strategic insights in areas of financial services, digital banking, and remittance solutions.

Mr. Islam holds a Bachelor of Science and a master's degree in economics from the University of Dhaka, along with an MBA in Finance from Trinity University, Delaware, USA. His strong academic background, combined with his international exposure and leadership across diverse banking platforms, has earned him recognition as a respected figure in financial services and economic development.

Mohammad Mamunul Haque, Independent Director

Mr. Mohammad Mamunul Hoque is a highly experienced financial professional with over 30 years of service at Bangladesh Bank, where he held several senior leadership roles in banking regulation, policy implementation, and institutional development.

He joined the central bank in 1993 as an Assistant Director, steadily advancing through positions of increasing responsibility. His key roles included General Manager of Bank Inspection Division, Executive Director of the Sylhet office, and leadership positions at the Chattogram office, where he contributed to administrative oversight, foreign exchange policy implementation, and regulatory inspections.

At the Head Office, Mr. Hoque led the Human Resources Department (HRD) and the Equity and Entrepreneurship Fund (EEF) Unit, playing a strategic role in capacity building and SME financing. He also oversaw the supervision of foreign banks, Islamic banks, NRB banks, and directly monitored ICB Islamic Bank PLC.

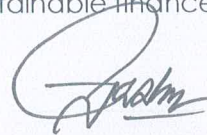
His governance experience includes serving as a Director of Bangladesh Karmasangsthan Bank and as a member of the Sanction Board for the EEF under ICB, influencing key decisions on financial policy and investment support.

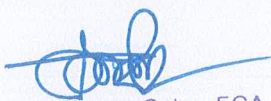
Mr. Hoque holds a Bachelor's degree in Forestry from the University of Chittagong and an MBM from the Bangladesh Institute of Bank Management (BIBM), being part of its first graduating class.

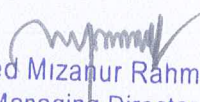
Internationally, he represented Bangladesh Bank in seminars and workshops in China, Thailand, Vietnam, Switzerland, and Canada, gaining valuable global insights into financial regulation and supervision.

Md. Rajab Ali, Independent Director

Mr. Md. Rajab Ali is a seasoned central banking professional with nearly three decades of distinguished service at Bangladesh Bank. Since beginning his career in 1996 as an Assistant Director, he has played an instrumental role across a wide spectrum of departments, contributing to policy formulation, regulatory supervision, sustainable finance, and institutional development.


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Managing Director & CEO
DBH Finance PLC.


Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

His extensive experience includes key roles in the Department of Banking Inspection, Foreign Exchange Policy Department, Department of Financial Institutions and Markets (DFIM), and Human Resource Department (HRD). He also served with distinction at Bangladesh Bank's Mymensingh regional office, gaining vital grassroots administrative and operational experience.

Mr. Ali has served as Director in several critical departments, including Accounts & Budgeting Department, Department of Currency Management, Sustainable Finance Department, and Expenditure Management Department, where he led initiatives related to financial regulation, project execution, and procurement reforms.

While serving as Executive Director, he oversees operations of DBI-2 and DBI-3, ensuring effective banking supervision and regulatory compliance. In December 2024, he played a central role in signing a landmark BDT 5,000 crore refinancing agreement with ONE Bank Limited under Bangladesh Bank's Pre-Shipment Credit Scheme, aimed at supporting export-oriented industries.

Mr. Ali has also made impactful contributions beyond core banking functions. As elected Secretary of the Bangladesh Bank Employees' Cooperative Society for three consecutive terms, he led numerous social initiatives focused on employment generation, poverty alleviation, healthcare, and education. Under his leadership, the organization received two national gold medals for excellence in cooperative services.

In addition, he has served as Observer in the Board of Directors and Audit Committee of ICB Islamic Bank Ltd., reinforcing corporate governance and financial oversight.

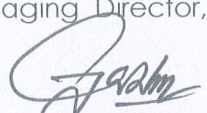
Mr. Ali holds a Bachelor's (Honors) and Master's degree from the Institute of Social Welfare and Research, University of Dhaka. His comprehensive understanding of banking operations, social finance, and economic development continues to guide his leadership and policy contributions within Bangladesh Bank and the broader financial sector.

Habibur Rahman, Independent Director

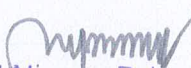
Mr. Habibur Rahman joined the Board of Meghna Bank PLC as an Independent Director on March 16, 2025. With over 35 years of distinguished service in the banking industry—including 20 years at Bangladesh Bank (1986–2006) and 15 years at Prime Bank PLC (2006–2021)—he brings deep expertise in international banking, corporate finance, project management, and regulatory affairs.

At Bangladesh Bank, Mr. Rahman served in several key departments, including Human Resources (HRD), Banking Regulation and Policy (BRPD), Foreign Exchange Policy (FEPD), Foreign Exchange Inspection (FEID), Foreign Exchange Operations (FEOD), and Banking Inspection (DBI). He held the rank of Additional Director, and contributed as a faculty member at the Bangladesh Bank Training Academy (BBTA), where he trained future banking professionals and regulators.

Following his tenure at the central bank, Mr. Rahman joined Prime Bank PLC., where he held a range of leadership roles such as Head of Export, Head of International Division, Head of Internal Control and Compliance (ICC), and Chief Anti-Money Laundering Compliance Officer (CAMLCO). He ultimately served as the Additional Managing Director, where he played a pivotal role in driving growth, ensuring


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Nasimul Baten
Managing Director & CEO
DBH Finance PLC.

regulatory compliance, and fostering innovation within the organization. He officially retired on March 29, 2019, but continued to serve on a contractual basis as Project Coordinator until March 2021, successfully leading and completing several strategic initiatives.

Mr. Rahman holds an MBA from the University of New Orleans, Louisiana, USA, along with a Bachelor's and Master's (Thesis Group) in Science from the University of Dhaka. Known for his academic excellence, he has further enriched his professional credentials through numerous training programs and diploma courses in foreign trade, remittance, project management, and corporate governance, both domestically and internationally.

After retiring from formal banking, Mr. Rahman served as Chief Advisor and core member of Dipon Group, a prominent business conglomerate in Bangladesh. In this role, he provided strategic leadership, particularly in banking and education-related initiatives, contributing valuable insight and direction.

Over the course of his long career, Mr. Rahman has participated in a wide array of seminars, workshops, and executive training programs at home and abroad. His international exposure spans Asia, Europe, North America, and Oceania, further broadening his global perspective on banking, compliance, and institutional governance.

Md. Ali Akther Rezvi, FCA, Independent Director

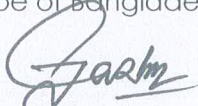
Mr. Md. Ali Akther Rezvi, FCA, is a distinguished finance and accounting professional with a strong track record in audit, assurance, and advisory services. He currently serves as a Director at Howladar Yunus & Co., Chartered Accountants, a member firm of Grant Thornton International and one of Bangladesh's leading professional service organizations.

Before joining Howladar Yunus & Co., Mr. Rezvi built a solid foundation at KPMG Bangladesh, where he served from September 2003 to February 2017. His professional journey spans more than two decades of leadership in financial consulting, regulatory advisory, and assurance engagements across diverse industries.

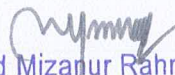
A Fellow Chartered Accountant (FCA) and a member of the Institute of Chartered Accountants of Bangladesh (ICAB) since 2010, Mr. Rezvi has led numerous high-value assignments, including financial and tax due diligence, business valuations, feasibility studies, and strategic planning engagements. His expertise lies in mergers and acquisitions, corporate restructuring, IPO readiness, and capital market advisory.

He holds a Master's in Business Administration from Islamic University, Kushtia, with a focus on Accounting and Information Systems. This academic background has underpinned his methodical and analytical approach to solving complex financial challenges.

Renowned for his deep understanding of regulatory frameworks, financial reporting standards, and corporate governance, Mr. Rezvi continues to advise clients across multiple sectors, offering strategic insight and ensuring compliance with both local and international standards. His commitment to professional excellence and ethical integrity has earned him recognition as a trusted advisor in the financial services landscape of Bangladesh.


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Managing Director & CEO
DBH Finance PLC.

Syed Mizanur Rahman, Managing Director

Mr. Syed Mizanur Rahman, the Managing Director of Meghna Bank PLC, the country's trusted, advanced and influential organization. Mr. Rahman, a veteran banker with almost three decades of experience in the industry, joined Meghna Bank PLC as Managing Director in December 04, 2025. Before joining Meghna Bank, Mr. Rahman served as Managing Director & CEO of AB Bank PLC. He started his career with Novartis in 1993 previously known as Ciba-Geigy (Bangladesh) Limited and subsequently served at Youngone and at Beximco before joining the Banking Industry. Mr. Rahman also worked in different capacities in Dhaka Bank, IPDC, Bank Al Falah and United Commercial Bank. Over the years, Mr. Rahman acquired extensive knowledge in different segments of the banking industry with a distinct focus on Branch Banking, Retail, Process transformation, Business Development and Corporate Communication. He participated in a good number of professional and management development trainings, workshops and seminars both at home and abroad including USA, Malaysia & India. Mr. Rahman completed his MBA from Institute of Business Administration (IBA), University of Dhaka.

Md. Sadiqur Rahman, Additional Managing Director

A seasoned banking professional with proven track record of 26 years of experience having expertise in the field of Branch Banking, Retail & SME Banking, Treasury, Credit, Corporate Banking, Foreign Exchange, Treasury Risk Management, Dealing Room Operations, Assets-Liability Management, Capital Market Operation and Islamic Banking etc. Currently active member of MANCOM, ALCO, SMT, CRMC, RMC & Investment Committee.

With his profound industry insight, people-oriented leadership style, and a strong focus on innovation and growth, Mr. Rahman is poised to lead Meghna Bank PLC into its next chapter of excellence, delivering sustainable value for its customers, employees, and shareholders.

Momtazul Karim N Ahmed, Deputy Managing Director

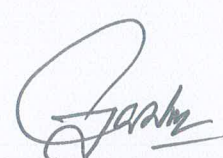
Mr. Ahmed is a seasoned banking professional with over 20 years of diversified experience across Corporate & Investment Banking, Agri & SME Financing, Cash Management, Syndication, and Bridge Financing.

Throughout his career, he has worked with leading financial institutions including HSBC, NRB Bank Limited, and Bank Alfalah, where he successfully managed complex corporate portfolios, built high-value client relationships, and contributed to business growth across key sectors of the economy.

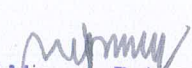
He holds a graduate degree from Johns Hopkins University, USA, and MBA from the University of Dhaka.

As Head of Corporate Banking at Meghna Bank PLC, Mr. Ahmed is well-positioned to lead the Bank's next phase of corporate business growth by strengthening industry partnerships, expanding quality corporate assets, and introducing innovative financing solutions for sustainable long-term value creation for clients, employees, and shareholders.

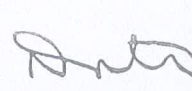

Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited


Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC


Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
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DBH Finance PLC.

DESCRIPTION OF PREVIOUSLY ISSUED DEBT/EQUITY SECURITIES

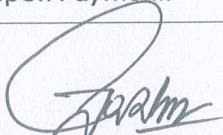
Details of Previously Issued Bonds:

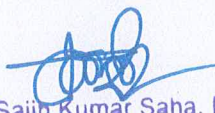
Issue Year	Issue Type	Issue Amount (in BDT Million)	Outstanding as of 31 December 2025 (in BDT Million)
2022	1st MGBPLC Non-Convertible Subordinated Bonds	2,000	1,100

1st MGBPLC Non-Convertible Subordinated Bonds Term Sheet:

Name of the Instrument (1 st Series):	Subordinated Coupon Bearing Bond
Issue Size:	BDT 2,000,000,000
Purpose:	To raise Tier-2 Capital
Arranger	RSA Advisory Limited
Trustee	MTB Capital Limited
Paying Agent, Register, Transfer Agent:	MTB Capital Limited
Legal Counsel:	Farooq and Associates
Credit Rating Agency:	Credit Rating Agency of Bangladesh
Issue Size:	BDT 2,000,000,000 (Two Billion Taka)
Issue Type:	Tier 2 Eligible Subordinated Bond
Tenor:	5 years from the date of issuance
Minimum Subscription:	BDT 10,000,000 (Ten Million)
Face Value:	BDT 10,000,000 (Ten Million Taka)
Totals Bonds to be issued	200 (Two Hundred only)
Investors:	Institutional investors and high net-worth individual investors
Mode of Placement	Private Placement on a best effort basis
Yield to Maturity / Rate of Return	Coupon Rate
Coupon Rate:	Reference Rate + Coupon Margin
Reference Rate:	Latest average 6-month FDR rate of all Pvt. banks excluding Islamic banks & foreign banks as published by Bangladesh Bank on the quotation day.
Quotation Day:	5 Business Days before the first day of any period for which Coupon is to be paid.
Coupon Margin:	2.50%
Range of Coupon Rate:	7.00% to 9.00%, at all times.
Coupon Payment:	Semi-annually starting after 6 months from the drawdown date


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 Meghna Bank PLC.

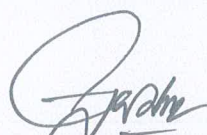

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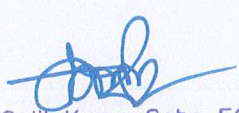

Syed Mizanur Rahman
 Managing Director
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 Managing Director & C
 DBH Finance PLC

Coupon Payment Dates:	The date coupon payable by the Issuer on the Bonds to the Bondholders. First Coupon Payment Date shall commence on the date falling at the end of sixth month from the Issue Date and ending on last Business Day of the sixth month and thereafter shall occur after every six months. If any Coupon Payment Date would otherwise fall on a day which is not a business day, the date on which payment shall be made shall be the next Business Day. However, for the purposes of listing of the Bonds, the Coupon Payment Dates shall be subject to redetermination based on the Cut-off Date last Coupon Payment Date shall be the Maturity Date under each Subscription Tranche. The Trustee shall give 7 days' notice to the Bondholders of the date fixed for any payment.														
Mode of Placement:	Private Placement on a best effort basis														
Repayment Schedule:	Face Value (principal) redemptions will be in 5 (five) equal annual tranches commencing at the end of 1st year from the date of drawdown in the following manner. <table border="1"> <thead> <tr> <th>Year</th><th>Redemption</th></tr> </thead> <tbody> <tr> <td>1</td><td>10%</td></tr> <tr> <td>2</td><td>15%</td></tr> <tr> <td>3</td><td>20%</td></tr> <tr> <td>4</td><td>25%</td></tr> <tr> <td>5</td><td>30%</td></tr> <tr> <td>Total</td><td>100%</td></tr> </tbody> </table>	Year	Redemption	1	10%	2	15%	3	20%	4	25%	5	30%	Total	100%
Year	Redemption														
1	10%														
2	15%														
3	20%														
4	25%														
5	30%														
Total	100%														
Prepayment, Call Refunding, Conversion Features:	The Bond is non-convertible and not-callable in nature and has no prepayment option.														
Tax Feature:	According to the laws of Bangladesh														
Late Redemption:	The Issuer shall pay a late payment penalty of 2% (two per cent) higher than the Discount Rate and be payable on the amount not paid on the due date up till the date of actual payment.														
Credit Rating:	Issuer Rating A+ (Long Term), ST-2 (Short Term), Outlook: Stable Rating Date: 27 June 2021 Issue Rating A2(Hyb), Outlook: Stable Rating Date: 17 June 2021														
Description of Collateral Security and Type of Charges to be Created Against the Issue:	Unsecured														
Listing:	In the event that listing of the bond on the Alternative Trading Board (ATB) is required, the issuer may revise the tenor of the bond; provided, however, that the revised tenor shall not exceed seven (7) years from the date of subscription.														
Transferability/Liquidity:	Transferable in accordance with the provisions of Trust Deed.														
Governing Law:	Laws of Bangladesh.														
Costs Related to the issue:	Total of Arrangement fee, "Trustee, Paying Agent, Registrar, Transfer Agent fee" (for 5 years), Bond Rating fee, & Legal Counsel Fee: BDT 12,105,088 (approx.)														


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Details of Previously Issued Equity Securities:

Meghna Bank PLC did not issue any equity shares through Initial Public Offer (IPO) under Bangladesh Securities and Exchange Commission (Public Issue) Rules, 2015.

10.8 DESCRIPTION OF ASSETS & LIABILITIES**Details of Assets****Cash**

Particulars	Consolidated		Solo	
	Dec-24	Dec-25	Dec-24	Dec-25
Cash	5,942,374,382	6,073,574,222	5,942,374,100	6,073,571,772
Cash in hand (Including Foreign Currencies)	1,361,616,008	1,317,339,359	1,361,615,726	1,317,336,909
Balance with Bangladesh Bank and Its agent Bank (s)	4,580,758,374	4,756,234,863	4,580,758,374	4,756,234,863

The following shows the "Cash" position of Meghna Bank PLC, examining both Consolidated and Solo financial statements for 2024 and 2025. Specifically, Consolidated cash holdings increased, with Solo cash holdings mirroring this growth. A driver of this increase is the growth in "Balance with Bangladesh Bank and Its agent Bank(s)" for both Consolidated and Solo, reflecting stronger placement with the central bank to meet reserve requirements for the increased deposit. Concurrently, the "Cash in Hand (including Foreign Currencies)" shows an increase across both reporting scopes.

Balance with other Banks and Financial Institutions

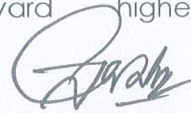
Particulars	Consolidated		Solo	
	Dec-24	Dec-25	Dec-24	Dec-25
Balance with other Banks and Financial Institutions	4,029,505,912	3,418,522,776	3,996,959,322	3,385,569,119
In Bangladesh	3,505,461,315	2,992,651,363	3,472,914,725	2,959,697,706
Outside Bangladesh	524,044,597	425,871,413	524,044,597	425,871,413

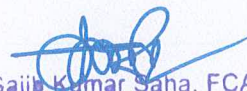
This section of the report provides an overview of the "Balance with other Banks and Financial Institutions" for Meghna Bank PLC, comparing Consolidated and Solo financial data from 2024 to 2025. The analysis reveals a contraction in these balances across both Consolidated and Solo statements during the period under review. Both Consolidated and Solo balances exhibited a decline of around 15.00%(approximately).

Money at Call on Short Notice

Particulars	Consolidated		Solo	
	Dec-24	Dec-25	Dec-24	Dec-25
Money at Call on Short Notice	850,000,000	-	850,000,000	-

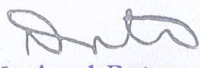
"Money at Call on Short Notice" declined significantly for both Consolidated and Solo entities, suggesting reduced short-term placements, possibly to allocate liquidity toward higher-yielding assets or to support loan growth.


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Chief Executive Officer
BRAC EPL Investments Limited

Investments

Particulars	Consolidated		Solo	
	Dec-24	Dec-25	Dec-24	Dec-25
Investments	29,668,846,795	35,861,429,566	28,204,792,453	35,237,455,750
Government	25,218,053,417	30,893,011,200	24,169,405,817	30,717,089,550
Others	4,450,793,378	4,968,418,366	4,035,386,636	4,520,366,200

An examination of Meghna Bank PLC's Investment portfolio reveals a robust expansion from 2024 to 2025. Consolidated investments grew by 20.87%, while Solo investments recorded a stronger growth of 24.93%, reflecting a deliberate and strategic deployment of funds across asset classes.

The primary growth driver remains Government securities, which continued to dominate the portfolio. Consolidated government holdings rose by 22.50% and Solo holdings increased by 27.09%, underscoring the Bank's preference for sovereign-backed, low-risk instruments consistent with prudent liquidity management and regulatory compliance.

The "Others" category also registered positive momentum. Consolidated "Others" investments grew by 11.63% and Solo by 12.02%, indicating a measured diversification strategy beyond government securities into non-government asset classes.

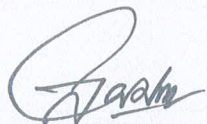
Overall, the investment portfolio expansion reflects a balanced approach anchored in low-risk government securities while selectively broadening exposure to other instruments, positioning the Bank for stable income generation alongside optimized capital deployment.

Loans and Advances/ Investments

Particulars	Consolidated		Solo	
	Dec-24	Dec-25	Dec-24	Dec-25
Loans and Advances/ Investments	66,995,645,493	73,482,742,881	67,724,773,392	73,853,084,328
Loans, Cash credits, Overdrafts, etc./ Investments	65,219,227,982	71,031,299,205	65,948,355,881	71,401,640,652
Bills Purchased and Discounted	1,776,417,511	2,451,443,676	1,776,417,511	2,451,443,676

A significant component of Meghna Bank PLC's assets is represented by "Loans and Advances/Investments." An examination of the data reveals a healthy expansion in this category from 2024 to 2025. Consolidated "Loans and Advances/Investments" increased by 9.68%, while Solo "Loans and Advances/Investments" demonstrated growth of 9.05%, reflecting continued momentum in the Bank's core lending business.

Within this category, "Loans, Cash credits, Overdrafts, etc./Investments" constitute the major portion. Consolidated holdings in this segment increased by 8.91% and Solo by 8.27%, indicating sustained emphasis on traditional lending activities and credit expansion across customer segments.


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Meghna Bank PLC

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Syed Rashed Hussain
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BRAC EPL Investments Limited

Notably, "Bills Purchased and Discounted" registered the strongest growth within the portfolio. Both Consolidated and Solo "Bills Purchased and Discounted" increased by 38.00%, reflecting significantly heightened trade finance activity and a growing appetite for short-term commercial paper instruments during the year.

Overall, the Loans and Advances portfolio reflects a well-paced expansion, driven by both traditional credit growth and a substantial surge in trade finance positioning the Bank for enhanced interest income and deeper market penetration in the coming period.

Fixed Assets, Other Assets, Non-Banking and Total Assets

Particulars	Consolidated		Solo	
	Dec-24	Dec-25	Dec-24	Dec-25
Fixed Assets Including Premises, Furniture and Fixtures	1,278,420,722	1,410,460,296	1,238,682,587	1,399,542,597
Other Assets	942,852,998	1,419,624,776	1,677,788,534	2,174,236,580
Non-Banking Assets	-	-	-	-
Total Assets	109,707,646,302	121,666,354,517	109,635,370,388	122,123,460,146

Fixed Assets: Both Consolidated and Solo entities recorded growth in "Fixed Assets Including Premises, Furniture and Fixtures." Consolidated fixed assets grew by 10.33% and Solo fixed assets increased by 12.99%, suggesting continued investment in the Bank's infrastructure reflecting expansion of branch network, renovation of existing facilities, or acquisition of new equipment to support operational growth.

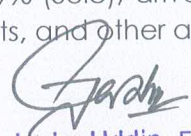
Other Assets: "Other Assets" registered a substantial increase for both entities. Consolidated other assets increased by 50.57% and Solo other assets grew by 29.59%. This notable rise warrants attention and may be attributed to increases in interest receivables, deferred tax assets, advance payments, or other non-standard asset accumulations during the year.

Non-Banking Assets: Notably, "Non-Banking Assets" remained consistently at zero for both Consolidated and Solo across both years, confirming that the Bank does not hold any mortgage or collateral properties—that takes over through legal process after borrower failed to repay the loan.

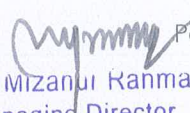
Total Assets: Overall, "Total Assets" demonstrated healthy growth for both entities. Consolidated total assets increased by 10.90% and Solo total assets grew by 11.39%, reflecting the cumulative expansion across all asset categories and signifying the Bank's continued balance sheet strengthening.

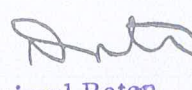
Summary

Meghna Bank PLC's financial position as of December 2025 reflects sustained and broad-based asset growth. Total assets expanded by 10.90% (Consolidated) and 11.39% (Solo), driven by growth in loans and advances, investment securities, fixed assets, and other assets.


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Investments in government securities alongside expanded lending activities indicate a balanced approach between risk-free returns and core credit growth. Liquidity remained stable, with marginal movements in cash holdings and interbank balances suggesting efficient resource allocation.

Overall, Meghna Bank PLC demonstrated prudent balance sheet management in 2025 emphasizing diversified asset expansion, infrastructure investment, and strengthened capital deployment, while maintaining regulatory compliance with CRR and SLR requirements.

Details of LIABILITIES

Borrowings from other Banks, Financial Institutions and Agents

Particulars	Consolidated		Solo	
	Dec-24	Dec-25	Dec-24	Dec-25
Borrowings from other Banks, Financial Institutions and Agents	6,752,898,868	8,752,547,938	6,752,898,868	8,752,547,938

This portion focuses on "Borrowings from other Banks, Financial Institutions and Agents" for Meghna Bank PLC, comparing Consolidated and Solo figures from 2024 to 2025. Both Consolidated and Solo borrowings from other banks, financial institutions, and agents increased significantly from 2024 to 2025. Consolidated borrowings increased by 29.61%, and Solo borrowings increased by 29.61%.

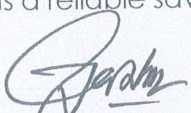
Deposits and Other Accounts

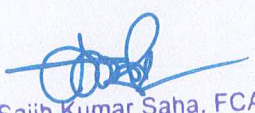
Particulars	Consolidated		Solo	
	Dec-24	Dec-25	Dec-24	Dec-25
Deposits and Other Accounts	86,779,858,073	94,516,977,017	86,838,193,780	95,076,361,564
Current/Al-Wadeeah Current Accounts & Other Accounts	18,441,615,819	21,410,460,167	18,441,615,819	21,410,460,167
Bills Payable	393,500,799	553,956,661	393,500,799	553,956,661
Savings/Mudaraba Saving Deposits	4,194,021,552	4,541,413,811	4,194,021,552	4,541,413,811
Fixed Deposits/ Mudaraba Term Deposit	63,750,719,903	68,011,146,378	63,809,055,610	68,570,530,925
Bearer Certificate of Deposit	-	-	-	-
Other Deposits	-	-	-	-

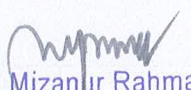
Overall, "Deposits and Other Accounts" show sustained growth. Consolidated deposits increased by 8.92% and Solo deposits increased by 9.49%, indicating a healthy and steady inflow of customer funds the primary source of funding for the Bank's lending and investment activities.

A notable contributor to this growth is "Current/Al-Wadeeah Current Accounts & Other Accounts," which increased by 16.10% for both Consolidated and Solo. This strong growth in current account balances reflects increased transactional activity and growing customer engagement with the Bank's core banking services.

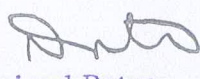
"Fixed Deposits/Mudaraba Term Deposits" also recorded growth, with Consolidated rising by 6.68% and Solo by 7.46%. This suggests continued customer confidence in the Bank as a reliable savings partner, providing a stable and longer-term funding base.

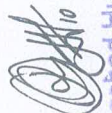

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Meghna Bank PLC

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Managing Director & CEO
DBH Finance PLC.


Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

"Savings/Mudaraba Saving Deposits" demonstrated steady growth of 8.28% for both Consolidated and Solo, reflecting sustained retail deposit mobilization across the Bank's branch network.

"Bills Payable" registered a significant increase of 40.78% for both Consolidated and Solo, which may reflect heightened transactional volume, increased clearing obligations, or short-term payment commitments arising from expanded business activity during the year.

"Bearer Certificate of Deposit" and "Other Deposits" remained consistently at zero across both years and both entities, indicating no exposure to these instrument categories.

Non-Convertible Subordinated Bonds, Other & Total Liabilities

Particulars	Consolidated		Solo	
	Dec-24	Dec-25	Dec-24	Dec-25
Non-Convertible Subordinated Bonds	1,500,000,000	1,100,000,000	1,500,000,000	1,100,000,000
Other Liabilities	7,397,455,330	9,986,426,287	7,318,777,579	9,903,478,130
Total Liabilities	102,430,212,271	114,355,951,242	102,409,870,227	114,832,387,632

"Non-Convertible Subordinated Bonds" declined by 26.67% for both Consolidated and Solo, from BDT 1,500,000,000 to BDT 1,100,000,000, due to scheduled repayments. "Other Liabilities" increased significantly by 35.00% (Consolidated) and 35.32% (Solo), reflecting higher provisions and accruals. Consequently, "Total Liabilities" rose by 11.64% (Consolidated) and 12.13% (Solo), in line with overall asset expansion.

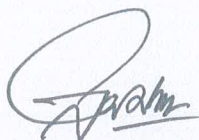
Summary

Between December 2024 and December 2025, Meghna Bank PLC's liabilities structure expanded notably. "Borrowings from Other Banks, Financial Institutions, and Agents" rose sharply by 29.61%, reflecting increased reliance on external funding. "Deposits and Other Accounts" grew by 8.92% (Consolidated) and 9.49% (Solo), indicating a healthy and steady inflow of customer funds the primary source of funding for the Bank's lending and investment activities.

"Non-Convertible Subordinated Bonds" declined by 26.67% due to scheduled repayments, while "Other Liabilities" increased by approximately 33%, reflecting higher accruals and provisions. Overall, "Total Liabilities" grew by 11.64% (Consolidated) and 12.13% (Solo), supported by stronger borrowing and steady deposit inflows.



Syed Rashed Hussain
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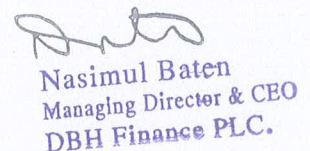
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Meghna Bank PLC.



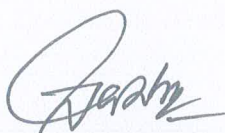
Syed Mizanur Rahman
Managing Director
Meghna Bank PLC



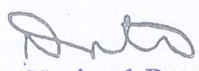
Nasimul Baten
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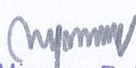
11 AUDITOR'S REPORTS ALONG WITH AUDITED FINANCIAL STATEMENTS OF THE ISSUER


Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

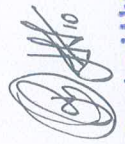

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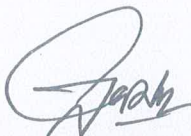

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DBH Finance PLC.


Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

**AUDITOR'S REPORT
and
AUDITED FINANCIAL STATEMENTS
of
MEGHNA BANK PLC
FOR THE YEAR ENDED 31 December 2025**



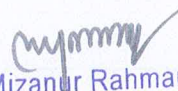
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Meghna Bank PLC

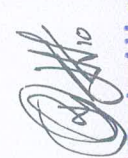


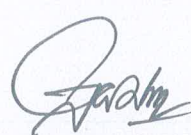
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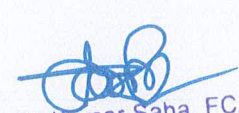
Meghna Bank PLC.
For the year ended 31 December 2025

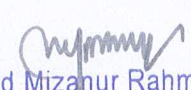
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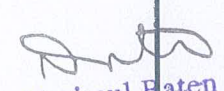
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Managing Director & C
DBH Finance PLC



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Chartered Accountants

Independent Auditors' Report

To the Shareholders of

Meghna Bank PLC

Report on the Audit of the Consolidated and Separate Financial Statements

Opinion

We have audited the consolidated financial statements of Meghna Bank PLC and its subsidiaries (the Group) as well as the separate financial statements of Meghna Bank PLC (the Bank), which comprise the consolidated and separate balance sheets as at 31 December 2025, and consolidated and separate profit and loss accounts, consolidated and separate statements of changes in equity and consolidated and separate cash flows for the year then ended, and notes to the consolidated and separate financial statements, including material accounting policy information.

In our opinion, the accompanying consolidated and separate financial statements give a true and fair view of the consolidated financial position of the Group and the separate financial position of the Bank as at 31 December 2025, and of its consolidated and separate financial performance and its consolidated and separate cash flows for the year then ended in accordance with Rules and Regulation issued by Bangladesh Bank and IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB) as explained in note 2 and other applicable laws and regulations.

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 (for Islami Banks), and required impairment provision. Our opinion is not modified in respect of this matter

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated and separate financial statements of the current period. These matters were addressed in the context of our audit of the consolidated and separate financial statements as a whole, and

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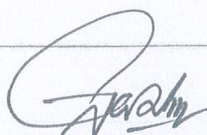


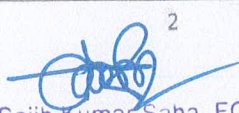
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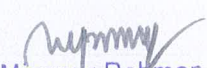
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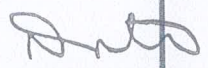
in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below our description of how our audit addressed the matter is provided in that context.

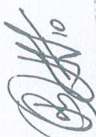
Description of key audit matters	Our response to key audit matters
Measurement of provision for loans and advances	
With reference to the Note 14.a.1, the process for calculating the provision for loan and advances, and investments portfolio associated with credit risk is judgmental and complex. For the individual analysis for large exposure, provisions calculation considers various factors such as rate of provision, loan category, expiry date, outstanding balance, interest suspense amount, the estimates of future business performance and the market value of collateral provided as per BRPD circular No. 14 dated 23 September 2012, BRPD Circular No. 03 Dated 21 April, 2019, BRPD Circular No. 16 dated 21 July, 2020, BRPD Circular No. 01, 20 February, 2018, BRPD Circular 12, 20 August, 2017, BRPD circular Letter No 52, 20 October, 2020 and its subsequent amendments. For the collective analysis of exposure on portfolio basis, provision calculation and reporting are manually processed that deals with voluminous databases, assumptions and estimates of complex design and implementation. At year end the Group reported total gross loans and advances of BDT 73,482.74 million (2024: BDT 66,995.65 million) and provision for loans and advances of BDT 3,056.67 million (2024: BDT 2,384.05 million) the Bank reported total loans and advances of BDT 73,853.08 million (2024: BDT 67,724.77 million) and total provision for loans and advances of BDT 3,055.71 million (2023: BDT 2,383.67 million).	We tested the design and operating effectiveness of key controls focusing on the following: • Credit appraisal, loan disbursement procedures, monitoring and provisioning process; • Completeness of appropriate documentation before disbursement of loans as well as recording of loan balance; • Alternate procedures applied by management to assess new loan/renewal of existing loans where latest audited financial statements of the borrower are not available; • Identification of loss events, including early warning and default warning indicators; and • Review of quarterly Classification of Loans (CL). Our substantive procedures in relation to the provision for loan and advances portfolio comprised the following: • Reviewed the adequacy of the Bank's general and specific provisions in line with related Bangladesh Bank guidelines; • 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, recalculated the provisions and tested the completeness and accuracy of the underlying information


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Description of key audit matters	Our response to key audit matters
	- Evaluated the appropriateness and presentation of disclosures against relevant accounting standards and Bangladesh Bank guidelines. - Finally, compared the amount of provision requirement as determined by Bangladesh Bank inspection team to the actual amount of provision maintained.

See note no 8a, 8a.1, and 14a.1 to the financial statements

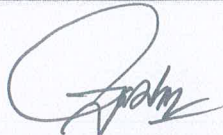
Recognition of Interest income on loans and advances

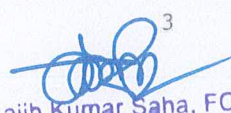
Recognition of interest income has a significant and wide influence on financial statements. Recognition and measurement of interest income has involvement of complex IT environments. Since interest income from loans and advances is one of the key performance indicators of the Bank there is an inherent risk of fraud and error in recognition of interest income. Accordingly, this has been considered as key audit risk.	We tested the design and operating effectiveness of key controls including automated control over recognition and measurement of interest on loans and advances. We performed tests of operating effectiveness on automated control in place to measure and recognize interest income. For selected customers and loan files on a sample basis we have also performed a substantive test of details including recalculation and cut-of testing to check accuracy of interest income. We assessed the appropriateness and presentation of disclosure against relevant accounting standards and Bangladesh Bank guidelines.
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See note no 24.a to the financial statements

Valuation of treasury bill and treasury bond

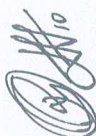
The classification and measurement of T-Bill and T-Bond require judgment and complex estimates. In the absence of a quoted price in an active market, the fair value of T-Bills and T-Bonds is determined using complex valuation techniques which may take into consideration direct or indirect unobservable market data and complex pricing models which require an elevated level of judgment.	We assessed the processes and controls put in place by the Bank to identify and confirm the existence of treasury bills and bonds. We obtained understanding, evaluated the design and tested the operating effectiveness of the key controls over the treasury bills and bonds 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
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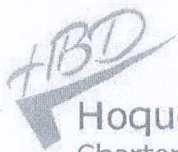

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Chartered Accountants

Description of key audit matters	Our response to key audit matters
	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 2.11.3 and 7a.1(i), 7a.1(ii) and 7a.2 to the financial statements.	

Impairment assessment of unquoted shares	
In the absence of quoted price in an active market, the fair value of unquoted shares and securities, especially any impairment, is calculated using valuation techniques which may take into consideration direct or indirect unobservable market data and hence requires an elevated level of judgement and assumption. Due to the high level of judgment and assumption involved in evaluating the impairment assessment of unquoted shares, we considered this to be a key audit matter.	We assessed the process and controls put in place by the Bank to ensure all major investment decisions are undertaken through a proper due diligence process. We have tested a sample of investment valuation and compared our results to the recorded value. We have assessed the appropriateness and presentation of disclosures against relevant accounting standards and Bangladesh Bank guidelines.
See note no 7a.4 to the financial statements	

IT Systems and controls	
Our audit procedures have a focus on IT systems and controls due to the pervasive nature and complexity of the IT environment, the large volume of transactions processed in numerous locations daily and the reliance on automated and IT dependent manual controls. Our areas of audit focus included user access management, developer access to the production environment and changes to the IT environment. These are key to ensuring IT dependent and application-based controls are operating effectively.	We 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 for changes to systems for appropriate approval and authorization. We considered the control environment relating to various interfaces, configuration and other

Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.

Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.

4

Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

Nasimul Baten
Managing Director & CEO
DBH Finance PLC.

Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited



Hoque Bhattacharjee Das & Co.
Chartered Accountants

Description of key audit matters	Our response to key audit matters
	application layer controls identified as key to our audit.

Other information

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

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

In connection with our audit of the consolidated and separate financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

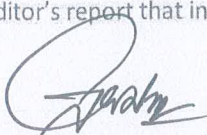
Management is responsible for the preparation of consolidated and separate financial statements that give a true and fair view in accordance with Rules and Regulation issued by Bangladesh Bank and IFRS Accounting Standards as issued by the IASB as explained in note 2 and for such internal control as management determines is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error. The Bank Company Act, 1991 and the Bangladesh Bank Regulations require the Management to ensure effective internal audit, internal control and risk management functions of the Group and the Bank. The Management is also required to make a self-assessment on the effectiveness of anti-fraud internal controls and report to Bangladesh Bank on instances of fraud and forgeries.

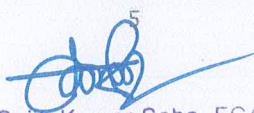
In preparing the consolidated and separate financial statements, management is responsible for assessing the Group's and the Bank's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either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

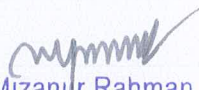
Those charged with governance are responsible for overseeing the Group's and the Bank's financial reporting process.

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

Our objectives are to obtain reasonable assurance about whether the consolidated and separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not


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DBH Finance PLC


Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited



Hoque Bhattacharjee Das & Co. Chartered Accountants

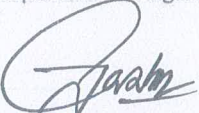
a guarantee that an audit conducted in accordance with ISAs will always detect material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated and separate financial statements.

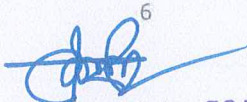
As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

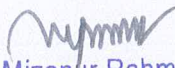
- Identify and assess the risks of material misstatement of the consolidated and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and Bank's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and the Bank to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

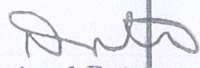
We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

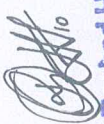
We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other


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Meghna Bank PLC.


Sajib Kumar Saha, FCA
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Managing Director
Meghna Bank PLC


Nasimul Baten
Managing Director & CEO
DBH Finance PLC.


Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited



Hoque Bhattacharjee Das & Co. Chartered Accountants

matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

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

Report on other Legal and Regulatory Requirements

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

- (i) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;
- (ii) in our opinion, proper books of account as required by law have been kept by the Group and the Bank so far as it appeared from our examination of those books;
- (iii) the records and statements submitted by the branches have been properly maintained and consolidated in the financial statements;
- (iv) the balance sheet and profit and loss account of the Bank dealt with by the report are in agreement with the books of account and returns;
- (v) the consolidated financial statements of the Group and the separate financial statements of the Bank have been drawn up in conformity with prevailing rules, regulations and accounting standards as well as related guidance issued by Bangladesh Bank;
- (vi) adequate provisions have been made for advance and other assets which are in our opinion, doubtful of recovery.
- (vii) based on our checking of sample, no advance or loan in excess of the amount determined by Bangladesh Bank from time to time has been sanctioned or allowed.
- (viii) to the extent noted during the course of our audit work performed on the basis stated under the Auditor's Responsibilities for the Audit of the Consolidated and Separate Financial Statements section in forming the above opinion on the consolidated financial statements and considering the reports of the Management to Bangladesh Bank on anti-fraud internal controls and instances of fraud and forgeries as stated under the Responsibilities of Management and Those Charged with Governance for the Consolidated and Separate Financial Statements and Internal Controls:
 - (a) internal audit, internal control and risk management arrangements of the Group as disclosed in the financial statements appeared to be materially adequate;

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Company Secretary
Meghna Bank PLC.

Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.

Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

Nasimul Baten
Managing Director & CEO
DBH Finance PLC.



Hoque Bhattacharjee Das & Co.
Chartered Accountants

- (b) nothing has come to our attention regarding material instances of forgery or irregularity or administrative error and exception or anything detrimental committed by employees of the Group and its related entities (*other than matters disclosed in these financial statements*);
- (ix) financial statements for the year ended 31 December 2025 of subsidiary companies of the Meghna Bank namely Meghna Bank Securities Limited have been audited by Basu Banerjee Nath & Co., Chartered Accountants. These accounts have been properly reflected in the consolidated financial statements;
- (x) the information and explanations required by us have been received and found satisfactory;
- (xi) we have reviewed over 80% of the risk weighted assets of the Bank and spent over 8,000 person hours;
- (xii) 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;
- (xiii) As part of our going concern assessment, we reviewed maturity mismatch between assets and liabilities which may adversely affect the Bank's subsequent liquidity position; and
- (xiv) Non-banking assets have been accounted in conformity with Bangladesh Bank guidelines.

For and on behalf of

Hoque Bhattacharjee Das & Co.
Chartered Accountants
FRC Enlistment No.: CAF-001-297

Avijit Bhattacharjee, FCA
Partner
Enrolment Number: 824

Place: Dhaka, Bangladesh

Date: 30 APR 2026

DVC: 2604300824AS733797

Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

Nasimul Baten
Managing Director & CEO
DBH Finance PLC.

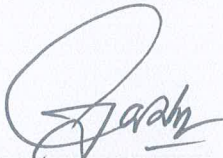
Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.

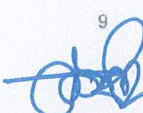
Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.

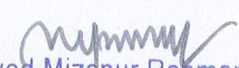
Syed Mizanur Rahmar
Managing Director
Meghna Bank PLC

MEGHNA BANK PLC.
CONSOLIDATED BALANCE SHEET
AS AT DECEMBER 31, 2025

Particulars	Notes	31.12.2025 Taka	31.12.2024 Taka
PROPERTY AND ASSETS			
Cash		6,073,574,222	5,942,374,382
Cash in hand (Including Foreign Currencies)	3	1,317,339,359	1,361,616,008
Balance with Bangladesh Bank and Its agent Bank (s) (Including Foreign Currencies)	4	4,756,234,863	4,580,758,374
Balance with other Banks and Financial Institutions	5	3,418,522,776	4,029,505,912
In Bangladesh		2,992,651,363	3,505,461,315
Outside Bangladesh		425,871,413	524,044,597
Money at Call on Short Notice	6	-	850,000,000
Investments	7	35,861,429,566	29,668,846,795
Government		30,893,011,200	25,218,053,417
Others		4,968,418,366	4,450,793,378
Loans and Advances/ Investments	8	73,482,742,881	66,995,645,493
Loans, Cash credits, Overdrafts, etc./ Investments		71,031,299,205	65,219,227,982
Bills Purchased and Discounted		2,451,443,676	1,776,417,511
Fixed Assets Including Premises, Furniture and Fixtures	9	1,410,460,296	1,278,420,722
Other Assets	10	1,419,624,776	942,852,998
Non Banking Assets		-	-
Total Assets		121,666,354,517	109,707,646,302
LIABILITIES AND CAPITAL			
Liabilities			
Borrowings from other Banks, Financial Institutions and Agents	11	8,752,547,938	6,752,898,868
Deposits and Other Accounts	12	94,516,977,017	86,779,858,073
Current/Al-Wadeeah Current Accounts & Other Accounts		21,410,460,167	18,441,615,819
Bills Payable		553,956,661	393,500,799
Savings/Mudaraba Saving Deposits		4,541,413,811	4,194,021,552
Fixed Deposits/ Mudaraba Term Deposit		68,011,146,378	63,750,719,903
Bearer Certificate of Deposit		-	-
Other Deposits		-	-
Non-Convertible Subordinated Bonds	13	1,100,000,000	1,500,000,000
Other Liabilities	14	9,986,426,287	7,397,455,330
Total Liabilities		114,355,951,242	102,430,212,271
Capital/Shareholders' Equity			
Paid-up Capital	15a.2	5,573,206,290	5,573,206,290
Statutory Reserve	16	1,386,975,878	1,371,671,396
Revaluation Reserve on Investment in Securities	17	57,418,436	3,182,372
Retained Earnings	18	292,802,567	329,373,864
Total Shareholders' Equity		7,310,403,171	7,277,433,922
Non-controlling Interest	19	104	109
Total Shareholders' Equity with Non-Controlling Interest		7,310,403,275	7,277,434,031
Total Liabilities & Shareholders' Equity		121,666,354,517	109,707,646,302


Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.


Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.


Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

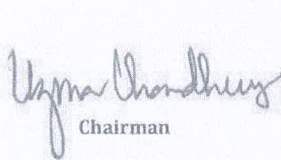

Nasimul Baten
Managing Director & CEO
DBH Finance PLC.

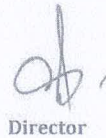
Red Rashed Hussain
Chief Executive Officer
CPL Investments Limited

MEGHNA BANK PLC.
CONSOLIDATED OFF- BALANCE SHEET ITEMS
AS AT DECEMBER 31, 2025

Particulars	Notes	31.12.2025 Taka	31.12.2024 Taka
CONTINGENT LIABILITIES			
Acceptances and Endorsements	20	6,703,140,259	3,335,775,268
Letters of Guarantee	21	10,838,811,832	11,044,549,108
Irrevocable Letters of Credit	22	10,019,222,199	10,600,093,709
Bills for Collection		2,639,572,888	2,343,359,408
Other Contingent Liabilities		-	-
Total		30,200,747,178	27,323,777,493
OTHER COMMITMENTS			
Documentary credits and short term trade related transactions		-	-
Forward assets purchased and forward deposits placed		-	-
Undrawn note issuance and revolving underwriting facilities		-	-
Undrawn formal standby facilities, credit lines and other commitments		-	-
Total		-	-
TOTAL OFF-BALANCE SHEET ITEMS INCLUDING CONTINGENT LIABILITIES		30,200,747,178	27,323,777,493

Accompanying (1 - 48) notes form integral parts of these financial statements


Chairman


Director


Director


Managing Director

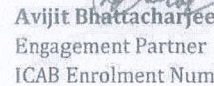
Signed in terms of our report of even date

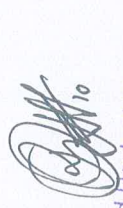
Signed for and on behalf of
Hoque Bhattacharjee Das & Co.
Chartered Accountants

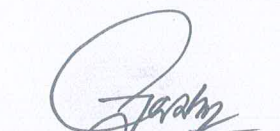
Place: Dhaka, Bangladesh

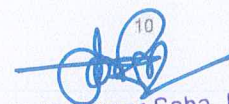
Date: April 29, 2026

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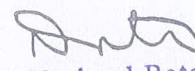

Avijit Bhattacharjee, FCA
Engagement Partner
ICAB Enrolment Number: 824


Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited


Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.


Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.



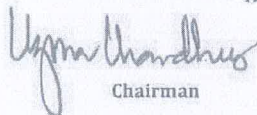

Nasimul Baten
Managing Director & CEO
DBH Finance PLC.

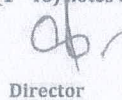

Syed Mizanur Rahmar
Managing Director
Meghna Bank PLC

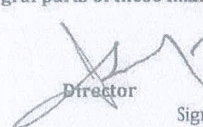
MEGHNA BANK PLC.
CONSOLIDATED PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED DECEMBER 31, 2025

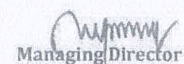
Particulars	Notes	2025 Taka	2024 Taka
Interest Income/ Profit on Investment	24	8,303,859,895	6,855,561,759
Interest/ Profit paid on Deposits and borrowings etc	25	9,553,243,599	7,167,737,784
Net Interest/ Investment Income		(1,249,383,704)	(312,176,025)
Investment Income	26	3,591,090,718	3,114,990,029
Commission, Exchange and Brokerage	27	604,538,818	974,702,072
Other Operating Income	28	384,354,206	334,250,722
		4,579,983,742	4,423,942,823
Total Operating Income		3,330,600,038	4,111,766,798
Salaries and Allowances	29	1,182,374,735	1,089,365,667
Rent, Taxes, Insurances, Electricity etc.	30	142,222,749	136,160,112
Legal Expenses	31	85,554	178,088
Postage, Stamps, Telecommunication etc.	32	40,016,196	39,921,159
Stationery, Printings, Advertisements etc.	33	32,601,091	26,832,572
Chief Executive's Salary & Fees	34	11,508,471	13,269,806
Directors' Fees	35	2,872,095	4,703,496
Auditors' Fees	36	2,048,150	569,000
Charges on Loan Losses		-	-
Depreciation & Repairs of Bank's Assets	37	369,031,644	352,809,293
Other Expenses	38	474,879,612	494,595,684
Total Operating Expenses		2,257,640,297	2,158,404,877
Profit/(Loss) Before Provision	23	1,072,959,741	1,953,361,921
Specific Provision for Classified Loans and Advances		511,581,576	788,139,716
General Provision for Unclassified Loans and Advances		160,482,259	134,428,013
General Provision for Off-Balance Sheet Exposures		25,956,930	109,216,756
Special General Provision - Covid-19		-	(65,702,005)
Provision for Diminution in Value of Investments		223,696,677	26,489,950
Provision for Other Asset		5,000,000	5,000,000
Total Provision	39	926,717,442	997,572,430
Total Profit/(Loss) Before Taxes		146,242,299	955,789,491
Provision for Taxation			
Current Tax	14.2	217,410,037	464,548,928
Deferred Tax Expense/ (Income)		(125,015,426)	(13,264,135)
		92,394,611	451,284,793
Net Profit After Taxation		53,847,688	504,504,698
Retained Earnings Brought Forward From Previous Years		291,873,864	7,898,630
		345,721,552	512,403,328
Appropriations			
Statutory Reserve	16.1	15,304,482	178,381,230
Non-controlling Interest	18.1	6	5
Start-Up Fund	14a.3	114,508	4,648,228
		15,418,996	183,029,463
Retained Surplus		330,302,556	329,373,865
Earnings Per Share (EPS) (Restated if Required)	40	0.10	0.91

Accompanying (1 - 48) notes form integral parts of these financial statements


Chairman


Director


Director


Managing Director

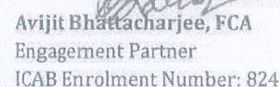
Signed in terms of our report of even date

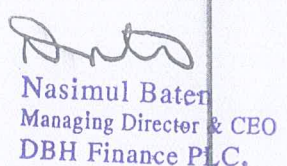
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Hoque Bhattacharjee Das & Co.
Chartered Accountants

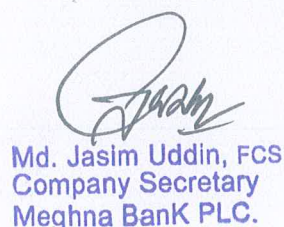
Place: Dhaka, Bangladesh

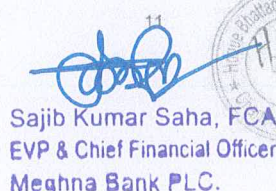
Date: April 29, 2026

DVC: 26 0 4 3 00824AS733 7 97

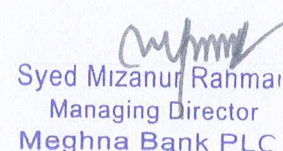

Avijit Bhattacharjee, FCA
Engagement Partner
ICAB Enrolment Number: 824


Nasimul Baten
Managing Director & CEO
DBH Finance PLC.


Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.


Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.



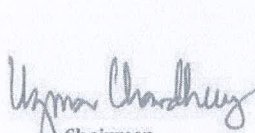

Syed Mizanur Rahma
Managing Director
Meghna Bank PLC

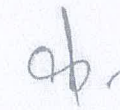
Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

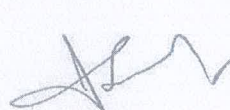
MEGHNA BANK PLC.
CONSOLIDATED CASH FLOW STATEMENT
FOR THE YEAR ENDED DECEMBER 31, 2025

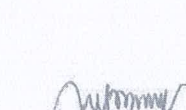
Particulars	Notes	2025 Taka	2024 Taka
Cash Flows from Operating Activities			
Interest/ Profit receipts in cash	41	10,598,318,522	8,676,102,449
Interest/ Profit Payments	42	(9,219,349,016)	(6,717,962,386)
Dividends Receipts		242,099,832	241,667,908
Fee & Commission receipts in cash		604,538,818	974,702,072
Recoveries on loans previously written off		62,000	62,000
Cash Payments to Employees		(1,149,416,412)	(1,058,168,679)
Cash Payments to Suppliers		(32,601,091)	(26,832,572)
Income Taxes Paid		(506,956,527)	(257,979,526)
Receipts from other Operating activities	43	1,116,708,141	1,258,246,110
Payments for other Operating activities	44	(886,095,668)	(902,080,064)
Operating Profit before changes in Operating Assets and Liabilities		767,308,595	2,187,757,309
Increase/Decrease in Operating Assets and Liabilities			
Statutory Deposits		-	-
Purchase/Sale of Trading Securities (Treasury bills)		(3,704,065,055)	196,756,855
Loans and Advances/ Investments to Other Banks		-	-
Loans and Advances/ Investments to Customers		(6,506,096,769)	(15,085,212,237)
Other Assets	45	(128,004,819)	255,110,784
Deposits from other Banks		1,449,649,584	1,348,798,483
Deposits from Customers		6,287,469,359	20,418,373,854
Other liabilities on account of customers		-	-
Trading Liabilities		-	-
Other Liabilities	46	1,424,780,964	620,902,326
Sub Total		(1,176,266,735)	7,754,730,065
A) Net Cash from Operating Activities		(408,958,139)	9,942,487,375
Cash flows from Investing Activities			
Proceeds from sale of Securities		-	-
Payment for purchases of securities		(2,459,838,999)	(10,315,049,984)
Purchase/Sale of Property, Plant & Equipment		(85,059,429)	(377,696,961)
Purchase/Sale of Subsidiary		-	-
B) Net Cash Used in Investing Activities		(2,544,898,428)	(10,692,746,945)
Cash flows from Financing Activities			
Borrowing from other banks		1,999,649,070	2,533,018,232
Receipts from issue of Ordinary Share		-	-
Receipts from issue of Subordinated Coupon Bearing Bonds		(300,000,000)	(300,000,000)
Dividends Paid		(75,000,000)	(543,727,450)
C) Net Cash from Financing Activities		1,624,649,070	1,689,290,782
D) Net Increase/(Decrease) in Cash & Cash Equivalents (A+B+C)		(1,329,207,497)	939,031,212
E) Effect of Exchange rate changes on cash & cash equivalents		-	-
F) Cash and cash equivalents at the beginning of the year		10,822,564,294	9,883,533,082
G) Cash and cash equivalents at the end of the year (D+E+F)	47	9,493,356,798	10,822,564,294

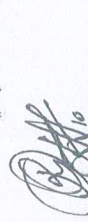
Accompanying (1 - 48) notes form integral parts of these financial statements


Chairman

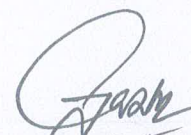

Director

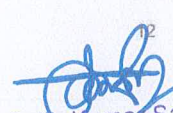

Director


Managing Director


Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited


Nasimul Baten
Managing Director & CEO
DBH Finance PLC.


Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.


Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.


Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.

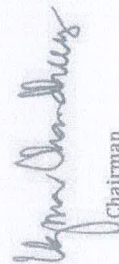
Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.

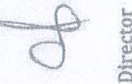
Syed Mizanur Rahma
Managing Director
Meghna Bank PLC

MEGHNA BANK PLC.
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED DECEMBER 31, 2025

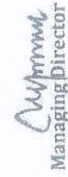
Particulars	Paid-up Capital (Taka)	Statutory Reserve (Taka)	Other Reserve (Taka)	Retained Earnings (Taka)	Total (Taka)	Non- controlling Interest (Taka)	Total Equity (Taka)
Balance as at 01 January, 2025	5,573,206,290	1,371,671,396	3,182,372	329,373,864	7,277,433,922	109	7,277,434,031
Changes in accounting policy	-	-	-	-	-	-	-
Restated Balance	5,573,206,290	1,371,671,396	3,182,372	329,373,864	7,277,433,922	109	7,277,434,031
Net profit for the year	-	-	-	53,847,688	53,847,688	-	53,847,688
Transfer to statutory reserve	-	15,304,482	-	(15,304,482)	-	-	-
Net Surplus/deficit on account of revaluation of Investments	-	-	54,236,064	-	54,236,064	-	54,236,064
Transfer to Start-Up-Fund	-	-	-	(114,508)	(114,508)	-	(114,508)
Non-controlling Interest	-	-	-	(6)	(6)	6	-
Dividend paid for the year 2024	-	-	-	(74,999,990)	(74,999,990)	(10)	(75,000,000)
Balance as at 31 December, 2025	5,573,206,290	1,386,975,878	57,418,436	292,802,567	7,310,403,171	104	7,310,403,275
Balance as at 31 December, 2024	5,573,206,290	1,371,671,396	3,182,372	329,373,864	7,277,433,922	109	7,277,434,031

Accompanying (1 - 48) notes form integral parts of these financial statements


Chairman


Director


Director


Managing Director


Nasimul Baten
Managing Director & CEO
DBH Finance PLC.


Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited



MEGHNA BANK PLC.
BALANCE SHEET
AS AT DECEMBER 31, 2025

Particulars	Notes	31.12.2025 Taka	31.12.2024 Taka
PROPERTY AND ASSETS			
Cash		6,073,571,772	5,942,374,100
Cash in hand (Including Foreign Currencies)	3a	1,317,336,909	1,361,615,726
Balance with Bangladesh Bank and its agent Bank (s) (Including Foreign Currencies)	4a	4,756,234,863	4,580,758,374
Balance with other Banks and Financial Institutions	5a	3,385,569,119	3,996,959,322
In Bangladesh		2,959,697,706	3,472,914,725
Outside Bangladesh		425,871,413	524,044,597
Money at Call on Short Notice	6a	-	850,000,000
Investments	7a	35,237,455,750	28,204,792,453
Government		30,717,089,550	24,169,405,817
Others		4,520,366,200	4,035,386,636
Loans and Advances/ Investments	8a	73,853,084,328	67,724,773,392
Loans, Cash credits, Overdrafts, etc./ Investments		71,401,640,652	65,948,355,881
Bills Purchased and Discounted		2,451,443,676	1,776,417,511
Fixed Assets Including Premises, Furniture and Fixtures	9a	1,399,542,597	1,238,682,587
Other Assets	10a	2,174,236,580	1,677,788,534
Non Banking Assets		-	-
Total Assets		122,123,460,146	109,635,370,388
LIABILITIES AND CAPITAL			
Liabilities			
Borrowings from other Banks, Financial Institutions and Agents	11a	8,752,547,938	6,752,898,868
Deposits and Other Accounts	12a	95,076,361,564	86,838,193,780
Current/Al-Wadeeah Current Accounts & Other Accounts		21,410,460,167	18,441,615,819
Bills Payable		553,956,661	393,500,799
Savings/Mudaraba Saving Deposits		4,541,413,811	4,194,021,552
Fixed Deposits/ Mudaraba Term Deposit		68,570,530,925	63,809,055,610
Bearer Certificate of Deposit		-	-
Other Deposits		-	-
Non-Convertible Subordinated Bonds	13	1,100,000,000	1,500,000,000
Other Liabilities	14a	9,903,478,130	7,318,777,579
Total Liabilities		114,832,387,632	102,409,870,227
Capital/Shareholders' Equity			
Paid-up Capital	15a.2	5,573,206,290	5,573,206,290
Statutory Reserve	16a	1,377,781,347	1,366,445,058
Revaluation Reserve on Investment in Securities	17	57,418,436	3,182,372
Retained Earnings	18a	282,666,441	282,666,441
Total Shareholders' Equity		7,291,072,514	7,225,500,161
Total Liabilities & Shareholders' Equity		122,123,460,146	109,635,370,388

Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

Nasimul Baten

Nasimul Baten
Managing Director & CEO
DBH Finance PLC.



Md. Jasim Uddin
Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.

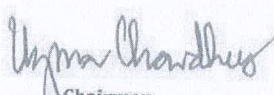
Sajib Kumar Saha
Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.

Syed Mizanur Rahma
Syed Mizanur Rahma
Managing Director
Meghna Bank PLC

MEGHNA BANK PLC.
OFF- BALANCE SHEET ITEMS
AS AT DECEMBER 31, 2025

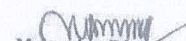
Particulars	Notes	31.12.2025 Taka	31.12.2024 Taka
CONTINGENT LIABILITIES			
Acceptances and Endorsements	20	6,703,140,259	3,335,775,268
Letters of Guarantee	21	10,838,811,832	11,044,549,108
Irrevocable Letters of Credit	22	10,019,222,199	10,600,093,709
Bills for Collection		2,639,572,888	2,343,359,408
Other Contingent Liabilities		-	-
Total		30,200,747,178	27,323,777,493
OTHER COMMITMENTS			
Documentary credits and short term trade related transactions		-	-
Forward assets purchased and forward deposits placed		-	-
Undrawn note issuance and revolving underwriting facilities		-	-
Undrawn formal standby facilities, credit lines and other commitments		-	-
Total		-	-
TOTAL OFF-BALANCE SHEET ITEMS INCLUDING CONTINGENT LIABILITIES		30,200,747,178	27,323,777,493

Accompanying (1 - 48) notes form integral parts of these financial statements


Chairman


Director


Director


Managing Director

Signed in terms of our report of even date

Signed for and on behalf of
Hoque Bhattacharjee Das & Co.
Chartered Accountants


Avijit Bhattacharjee, FCA
Engagement Partner
ICAB Enrolment Number: 824

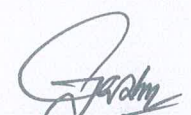
Place: Dhaka, Bangladesh

Date: April 29, 2026

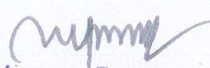
DVC: **26 0 4 3 00824AS733 7 97**

Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited


Nasimul Baten
Managing Director & CEO
DBH Finance PLC.


Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.


Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.

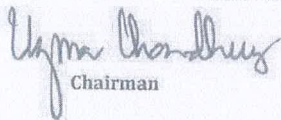

Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

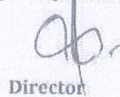


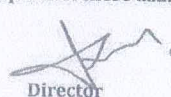
MEGHNA BANK PLC.
PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED DECEMBER 31, 2025

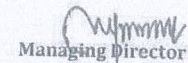
Particulars	Notes	2025 Taka	2024 Taka
Interest Income/ Profit on Investment	24a	8,308,092,233	6,878,086,774
Interest/ Profit paid on Deposits and borrowings etc	25a	9,556,048,639	7,174,053,502
Net Interest/ Investment Income		(1,247,956,406)	(295,966,728)
Investment Income	26a	3,490,392,749	3,004,696,786
Commission, Exchange and Brokerage	27a	597,169,527	964,388,975
Other Operating Income	28a	385,004,070	334,316,677
		4,472,566,346	4,303,402,438
Total Operating Income		3,224,609,940	4,007,435,710
Salaries and Allowances	29a	1,168,634,332	1,075,362,065
Rent, Taxes, Insurances, Electricity etc.	30a	141,685,529	134,885,384
Legal Expenses	31a	85,554	178,088
Postage, Stamps, Telecommunication etc.	32a	39,926,426	39,825,135
Stationery, Printings, Advertisements etc.	33a	32,472,346	26,694,473
Chief Executive's Salary & Fees	34	11,508,471	13,269,806
Directors' Fees	35a	2,872,095	4,663,496
Auditors' Fees	36a	1,932,000	500,000
Charges on Loan Losses		-	-
Depreciation & Repairs of Bank's Assets	37a	364,214,116	346,038,489
Other Expenses	38a	464,286,259	489,871,168
Total Operating Expenses		2,227,617,128	2,131,288,104
Profit/(Loss) Before Provision	23a	996,992,812	1,876,147,606
Specific Provision for Classified Loans and Advances		511,581,576	788,139,716
General Provision for Unclassified Loans and Advances		159,903,054	134,428,013
General Provision for Off-Balance Sheet Exposures		25,956,930	109,216,756
Special General Provision - Covid-19		-	(65,702,005)
Provision for Diminution in Value of Investments		212,875,000	13,400,000
Provision for Other Asset		5,000,000	5,000,000
Total Provision	39a	915,316,560	984,482,480
Total Profit/(Loss) Before Taxes		81,676,252	891,665,126
Provision for Taxation			
Current Tax	14a.2	195,000,000	440,000,000
Deferred Tax Expense/ (Income)	10a.4	(124,774,545)	(13,157,646)
		70,225,455	426,842,354
Net Profit After Taxation		11,450,797	464,822,772
Retained Earnings Brought Forward From Previous Years		282,666,441	824,923
		294,117,238	465,647,695
Appropriations			
Statutory Reserve	16a	11,336,289	178,333,025
Start-Up Fund	14a.3	114,508	4,648,228
		11,450,797	182,981,253
Retained Surplus	18a	282,666,441	282,666,441
Earnings Per Share (EPS) (Restated if Required)	40a	0.02	0.83

Accompanying (1 - 48) notes form integral parts of these financial statements


Chairman

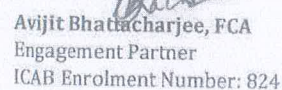

Director

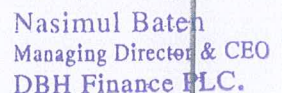

Director


Managing Director

Signed in terms of our report of even date

Signed for and on behalf of
Hoque Bhattacharjee Das & Co.
Chartered Accountants

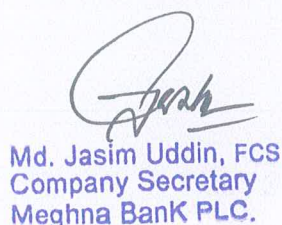

Avijit Bhattacharjee, FCA
Engagement Partner
ICAB Enrolment Number: 824

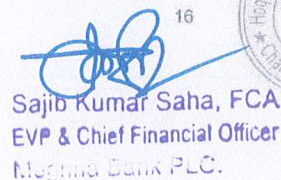

Nasimul Baten
Managing Director & CEO
DBH Finance PLC.

Place: Dhaka, Bangladesh

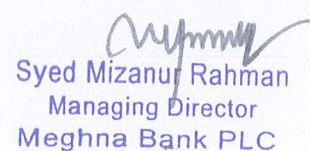
Date: April 29, 2026

DVC: 26 0 4 3 00824AS733 7 97


Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.


Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.



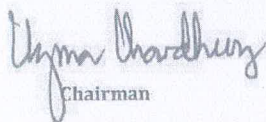

Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

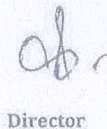
Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

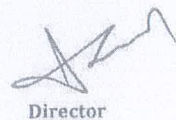
MEGHNA BANK PLC.
CASH FLOW STATEMENT
FOR THE YEAR ENDED DECEMBER 31, 2025

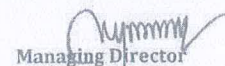
Particulars	Notes	2025 Taka	2024 Taka
Cash Flows from Operating Activities			
Interest/ Profit receipts in cash	41a	10,557,657,127	8,639,294,341
Interest/ Profit Payments	42a	(9,222,154,056)	(6,724,278,104)
Dividends Receipts		347,481,343	233,997,051
Fee & Commission receipts in cash		597,169,527	964,388,975
Recoveries on loans previously written off		549,300	62,000
Cash Payments to Employees		(1,180,142,803)	(1,044,165,077)
Cash Payments to Suppliers		(32,472,346)	(26,694,473)
Income Taxes Paid		(432,326,219)	(249,195,651)
Receipts from other Operating activities	43a	1,064,468,853	1,213,453,508
Payments for other Operating activities	44a	(836,359,164)	(855,820,692)
Operating Profit before changes in Operating Assets and Liabilities		863,871,562	2,151,041,878
Increase/Decrease in Operating Assets and Liabilities			
Statutory Deposits		-	-
Purchase/Sale of Trading Securities (Treasury bills)		(3,706,988,712)	196,756,855
Loans and Advances/ Investments to Other Banks		-	-
Loans and Advances/ Investments to Customers		(6,128,310,937)	(15,701,566,080)
Other Assets	45a	(146,136,229)	266,971,156
Deposits from other Banks		1,449,649,584	1,348,798,483
Deposits from Customers		6,788,518,200	20,460,214,592
Other liabilities on account of customers		-	-
Trading Liabilities		-	-
Other Liabilities	46a	1,427,329,543	629,494,927
Sub Total		(315,938,551)	7,200,669,933
A) Net Cash from Operating Activities		547,933,012	9,351,711,811
Cash flows from Investing Activities			
Proceeds from sale of Securities		-	-
Payment for purchases of securities		(3,369,761,833)	(9,694,809,117)
Purchase/Sale of Property, Plant & Equipment		(107,436,980)	(376,446,575)
B) Net Cash Used in Investing Activities		(3,477,198,813)	(10,071,255,692)
Cash flows from Financing Activities			
Borrowing from other banks		1,999,649,070	2,533,018,232
Receipts from Issue of Ordinary Share		-	-
Receipts from Issue of Subordinated Coupon Bearing Bonds		(400,000,000)	(300,000,000)
Dividends Paid		-	(543,727,450)
C) Net Cash from Financing Activities		1,599,649,070	1,689,290,782
D) Net Increase/(Decrease) in Cash & Cash Equivalents (A+B+C)		(1,329,616,731)	969,746,901
E) Effect of Exchange rate changes on cash & cash equivalents		-	-
F) Cash and cash equivalents at the beginning of the year		10,790,017,422	9,820,270,521
G) Cash and cash equivalents at the end of the period (D+E+F)	47a	9,460,400,691	10,790,017,422

Accompanying (1 - 48) notes form integral parts of these financial statements

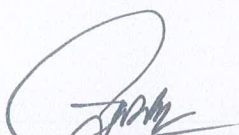

Chairman

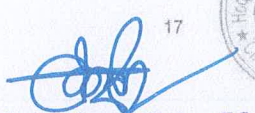

Director


Director


Managing Director


Nasimul Baten
Managing Director & CEO
DBH Finance PLC.


Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.


Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.




Syed Mizanur Rahmar
Managing Director
Meghna Bank PLC

Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

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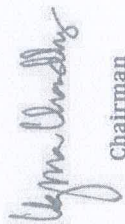
Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
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Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

MEGHNA BANK PLC.
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED DECEMBER 31, 2025

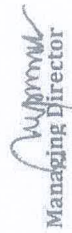
Particulars	Paid-up Capital (Taka)	Statutory Reserve (Taka)	Other Reserve (Taka)	Retained Earnings (Taka)	Total (Taka)
Balance as at 01 January, 2025	5,573,206,290	1,366,445,058	3,182,372	282,666,441	7,225,500,161
Changes in accounting policy	-	-	-	-	-
Restated Balance	5,573,206,290	1,366,445,058	3,182,372	282,666,441	7,225,500,162
Net profit for the year				11,450,797	11,450,797
Transfer to statutory reserve		11,336,289		(11,336,289)	-
Transfer to Start-Up-Fund				(114,508)	(114,508)
Net Surplus/deficit on account of revaluation of Investments			54,236,064		54,236,064
Balance as at 31 December, 2025	5,573,206,290	1,377,781,347	57,418,436	282,666,441	7,291,072,514
Balance as at 31 December, 2024	5,573,206,290	1,366,445,058	3,182,372	282,666,441	7,225,500,161

Accompanying (1 - 48) notes form integral parts of these financial statements

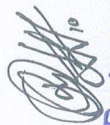

Chairman


Director


Director


Managing Director


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DBH Finance PLC.



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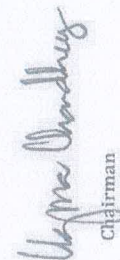
Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

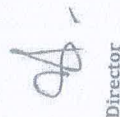
Nasimul Baten
Managing Director & CEO
DBH Finance PLC.

Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

MEGHNA BANK PLC.
LIQUIDITY STATEMENT
ASSETS AND LIABILITIES MATURITY ANALYSIS
AS AT DECEMBER 31, 2025

Particulars	Up to 01 Month (Taka)	01-03 Months (Taka)	03-12 Months (Taka)	01-05 Years (Taka)	More than 05 years (Taka)	Total (Taka)
Assets						
Cash in hand	1,317,336,909	-	-	-	-	1,317,336,909
Balance with other Banks and Financial Institutions	3,812,618,982	750,000,000	-	-	3,579,185,000	8,141,803,982
Money at Call on Short Notice	-	-	-	-	-	-
Investment	1,090,079,004	3,942,079,825	3,830,671,129	2,442,779,205	23,931,846,586	35,237,455,750
Loans and Advances/ Investments	15,127,750,337	14,739,953,988	15,538,032,317	20,634,007,361	7,813,340,326	73,853,084,328
Fixed Assets including Premises, Furniture & Fixtures	36,828,075	71,951,010	110,484,225	877,053,238	303,226,049	1,399,542,597
Other Assets	213,916,536	241,237,821	587,118,896	381,737,472	750,225,855	2,174,236,580
Non-banking Assets	-	-	-	-	-	-
Total Assets (i)	21,598,529,843	19,745,222,644	20,066,306,567	24,335,577,276	36,377,823,815	122,123,460,146
Liabilities						
Borrowing from Other Banks, Financial Institutions & Agents	2,904,821,453	408,255,178	302,234,206	2,740,716,520	2,396,520,581	8,752,547,938
Deposits and Other Accounts	1,878,810,399	19,036,043,475	34,163,664,112	15,068,239,462	24,929,604,116	95,076,361,564
Provision and Other Liabilities	643,158,433	313,470,431	753,181,670	1,796,243,525	7,497,424,071	11,003,478,130
Total Liabilities (ii)	5,426,790,284	19,757,769,083	35,219,079,989	19,605,199,508	34,823,548,767	114,832,387,632
Net Liquidity Gap (i-ii)	16,171,739,558	(12,546,439)	(15,152,773,422)	4,730,377,769	1,554,275,048	7,291,072,514


Chairman


Director


Director


Managing Director



**MEGHNA BANK PLC. & ITS SUBSIDIARY
NOTES TO THE FINANCIAL STATEMENTS
AS AT & FOR THE YEAR ENDED DECEMBER 31, 2025**

1.0 Background of the Bank

1.1 Legal Status of the Bank

Meghna Bank PLC (MGBPLC) is a scheduled commercial bank incorporated as a public limited company and registered with the Registrar of Joint Stock Companies and Firms under the Companies Act 1994 (as amended up to date) vide Registration No. C-108068/13 dated March 20, 2013 in Bangladesh. The Bank commenced its banking operations on May 09, 2013 after obtaining the license from Bangladesh Bank under Section 32(1) of the Bank Companies Act 1991 (as amended up to date). At present, the Bank operates fifty-four (54) branches, ten (10) Islamic banking windows, twenty (20) sub-branches, and forty (40) agent banking outlets covering commercially important locations across the country. Meghna Bank PLC also operates a small network of ATMs strategically positioned across Bangladesh. To further facilitate customer convenience, Meghna Bank PLC allows its valued customers to use ATMs and CRMs of all banks across Bangladesh without any charge.

The principal place of business and registered office of the bank is located at Suvastu Imam Square, 65 Gulshan Avenue, Gulshan 01, Dhaka 1212.

1.2 Principal Activities and Nature of Operations of the Bank

Meghna Bank PLC offers a full range of conventional and Islamic commercial banking activities encompassing a wide variety of services, including accepting deposits; providing loans and advances; card business; treasury management; internet banking; mobile financial services; discounting bills; inland and international remittance services; foreign exchange transactions; and other related services such as collections, issuing guarantees, acceptances and letters of credit, as well as securities and custodial services. These activities are conducted in accordance with the provisions of the Bank Companies Act 1991 (as amended), directives of Bangladesh Bank, and other relevant regulatory authorities.

1.3 Islamic Banking Unit

The Bank obtained permission from Bangladesh Bank to operate Islamic Banking Unit as a separate business unit vide Bangladesh Bank's letter no. BRPD(P-3)745(66)/2020-2359 dated February 26, 2020. The Islamic Banking Unit is governed by following the principles of Islamic Shari'ah, the provisions of the Banking Companies Act, 1991 as amended, Bangladesh bank's directives and directives of other regulatory authorities.

1.4 Off-shore Banking Unit (OBU)

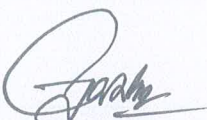
The Off-shore Banking Unit (OBU) is a separate business unit of Meghna Bank PLC, operating under the rules and guidelines of Bangladesh Bank. The unit commenced operations after obtaining permission from Bangladesh Bank vide letter no. BRPD(OB)744(129)/2020-8501 dated October 11, 2020. The principal activities of the OBU are to provide various commercial banking services to its customers in Bangladesh in foreign currency, primarily in United States Dollar (USD). For the purpose of preparing the Financial Statements, foreign currency transactions have been translated into the presentation currency, i.e., Bangladeshi Taka (BDT), in accordance with the requirements of IAS 21 – The Effects of Changes in Foreign Exchange Rates.

1.5 Subsidiary Company

A subsidiary is an entity in which the bank has control as per shareholding and voting rights are concerned. Control exists when the bank has substantial shareholding (more than 50 percent) in the company or the power, directly or indirectly, to govern the financial and operating policies of an enterprise as on the date of the reporting. Separate financial statements and consolidated financial statements are being prepared for subsidiary investment as per International Accounting Standard IAS-27, "separate financial statements" and IFRS-10, "Consolidated Financial Statements". Interest of the non-controlling is shown as the non-controlling interest which includes share capital of the non-controlling portion as well as profit earned that goes to the non-controlling interest. However, inter group transactions, balances and the resulting unrealized profit/loss are eliminated on the consolidation.



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Managing Director & CEO
DBH Finance PLC.



Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.



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Meghna Bank PLC.



Syed Mizanur Rahmar
Managing Director
Meghna Bank PLC

Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

1.5.1 Meghna Bank Securities Limited

Meghna Bank Securities Limited was incorporated in Bangladesh on February 18, 2015 under the Companies Act, 1994 as a private company vide registration no. C-121270/15. The registered office of the company is located at Suvastu Imam Square, 65 Gulshan Avenue C/A, Gulshan-1, Dhaka. The main objective of the company is to act as a full-fledged stock broker and stock dealer to execute buy and sell order and to maintain own portfolio as well as customer portfolio under the discretion of customers.

Meghna Bank PLC holds 7,499,999 ordinary shares of Meghna Bank Securities Limited with a face value of Tk. 100 each, which represents 99.99% of the total issued and paid-up share capital of the company.

2.0 Significant Accounting Policies and Basis of Preparation of Financial Statements

2.1 Basis of Preparation of Financial Statements

The separate financial statements of the Bank as on and for the period ended December 31, 2025 comprise those of Domestic Banking Unit (main operations), Islamic Banking Unit and Offshore Banking Unit (OBU) together referred to as 'the Bank'. Consolidated financial statements comprise those of the bank (parent) and its subsidiaries together referred to as 'the Group'. The Financial Statements have been prepared on a going concern basis under the historical cost convention and in accordance with "First Schedule" (Sec.38) of the Bank Companies Act 1991 (Amended up to date), in compliance with the provisions of Bangladesh Bank Circulars, International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS) adopted by the Institute of Chartered Accountants of Bangladesh (ICAB), the Companies Act 1994 (Amended up to date), the Bangladesh Securities and Exchange Rules 1987, guideline of Financial Reporting Council (FRC) under Financial Reporting Act 2015 and other rules and regulations applicable in Bangladesh.

2.2 Statement of Compliance

In preparing the financial statements for the period from January 01 to December 31, 2025, the Bank has also complied with the relevant requirements of the following laws, rules and regulations issued by various regulatory authorities:

- i) The Bank Companies Act, 1991 (Amended up to date)
- ii) The Companies Act, 1994 (Amended up to date)
- iii) Rules & Regulations, Circulars issued by Bangladesh Bank from time to time.
- iv) The Securities and Exchange Commission Act 1993.
- v) The Income Tax Act 2023 and the relevant amendments introduced through subsequent Finance Acts.
- vi) The Value Added Tax and Supplementary Duty Act 2012 and subsequent amendment thereon,
- vii) Statutory Regulatory Orders (SROs), General orders and notifications issued by NRB time to time,
- viii) The Financial Reporting Act, 2015.

In cases where the requirements of the Bank Companies Act, 1991 (Bangladesh) (as amended from time to time) and the provisions and circulars issued by Bangladesh Bank differ from those of the International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS), the requirements of the Bank Companies Act, 1991 and the provisions and circulars issued by Bangladesh Bank shall prevail.

The material departures from the requirements of IASs and IFRSs are as follows:

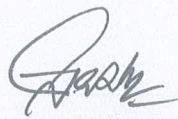
a) Presentation of Financial Statements

IFRS: As per requirements of IAS 1 financial statements shall comprise statement of financial position, statement of profit or loss and other comprehensive income, statement of changes in equity, statement of cash flows, notes, comprising significant accounting policies and other explanatory information. As per para 60 of 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 and loss account, cash flow statement, statement of changes in equity, liquidity statement) and certain disclosures therein are guided by the "First Schedule" (section 38) of the Bank Company Act 1991 (amended up to date) and BRPD circular no. 14 dated 25 June 2003 and subsequent guidelines from Bangladesh Bank. In the prescribed format there is no option to present assets and liabilities under current and non-current classifications.



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DBH Finance PLC.



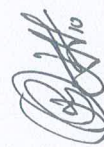
Md. Jasim Uddin, FCS
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b) Investments in Shares, Mutual Fund and other Securities except Investment in Subsidiaries

IFRS: As per requirements of IFRS 9 Financial Instruments, classification and measurement of investment in shares, mutual fund and other securities will depend on how these are managed (the entity's business model) and their contractual cash flow characteristics. Based on these factors it would generally fall either under "at fair value through profit or loss account" or under "at fair value through other comprehensive income" where any change in the fair value (as measured in accordance with IFRS 13) at the year-end is taken to profit and loss account or other comprehensive income respectively.

Bangladesh Bank: As per 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 Net Assets Value (NAV) of last audited Balance sheet respectively. Provision should be made for any loss arising from diminution in value of investment; otherwise investments are recognized at cost.

The bank reviews its investment in shares and securities at each quarter end and take adequate provision has been made as per Bangladesh Bank guidelines (Note-13a.1 (e) and Annexure-A).

c) Revaluation Gains/Losses on Government Securities

IFRS: As per requirement of IFRS 9 Financial Instruments, where securities will fall under the category of fair value through profit or loss account, any change in the fair value of assets is recognized through the profit and loss account. Where securities are measured 'at fair value through other comprehensive income' then gains or losses shall be recognized in other comprehensive income (OCI), except for impairment gains or losses and foreign exchange gains and losses. The loss allowance arise from impairment shall be recognized in (OCI) and shall not reduce the carrying amount of financial assets in the statement of financial position. Securities designated as amortized cost are measured at effective interest rate method and interest income is recognized through the profit and loss account.

Bangladesh Bank: According to DOS circular no. 5 dated 26 May 2008 and subsequent clarification issue through DOS circular no. 5 dated 28 January 2009, amortization loss is charged to profit and loss account mark-to-market loss on revaluation of government securities (T-bills/T-bonds) categorized as held for trading (HFT) is charged to profit and loss account but any unrealized gain on such revaluation is recognized to revaluation reserve account. T-bills/T-bonds designated as held to maturity (HTM) are measured at amortized cost but interest income/gain is recognized through equity.

d) Provisions on Loans and Advances and Off-balance Sheet Items

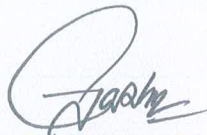
IFRS: As per IFRS 9 Financial Instruments, an entity shall recognize an impairment allowance on loans and advances based on expected credit losses. At each reporting date, an entity shall measure the impairment allowance for loans and advances at an amount equal to the lifetime expected credit losses if the credit risk on these loans and advances 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 loans and advances for which the credit risk has not increased significantly since initial recognition, at each reporting date, an entity shall measure the impairment allowance at an amount equal to 12 month expected credit losses that may result from default events on such loans and advances that are possible within 12 months after reporting date.

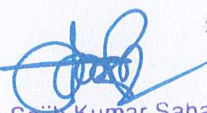
Bangladesh Bank: As per BRPD Circular No. 15, dated 27 November 2024 and BRPD Circular Letter No. 29, dated 21 December 2025, a general provision at 0.50% - 1% is required to be maintained for unclassified loans & advances (STD-0, STD-1, and STD-2), and a 0.50% - 5% general provision is required for Special Mention Accounts (SMA), regardless of the existence of any objective evidence of impairment. In addition, provisions for classified loans are to be maintained at the following rates depending on the duration of overdue:

Sub-standard loans: 20%
Doubtful loans: 50%
Bad/Loss loans: 100%

Furthermore, as per BRPD Circular No. 10, dated 18 September 2007, and BRPD Circular No. 14, dated 23 September 2012, a general provision at 1% is required to be maintained for certain off-balance sheet exposures.

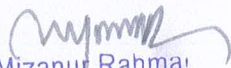

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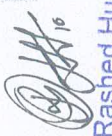

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e) Recognition of Interest/ Profit in Suspense

IFRS: Loans and advances/ Investments to customers are generally classified at amortized cost as per IFRS 9: Financial Instruments and interest/ profit is recognized by using the effective interest/ profit rate method to the gross carrying amount over the term of the loan/ investments. Once a loan/ profit subsequently become credit-impaired, the entity shall apply the effective interest/ profit rate to the amortized cost of these loans and advances/ investments.

Bangladesh Bank: As per BRPD circular no. 14 dated 23 September 2012, once a loan/ investments is classified, interest/ profit on such loans/ investments are not allowed to be recognized as income, rather the corresponding amount needs to be credited to an interest/ profit in suspense account, which is presented as liability in the balance sheet.

f) Other Comprehensive Income

IFRS: As per IAS 1 Other Comprehensive Income (OCI) is a component of financial statements or the elements of OCI are to be included in a single other comprehensive income statement.

Bangladesh Bank: Bangladesh Bank has issued templates for financial statements which are strictly to be followed by all banks in Bangladesh. The templates of financial statements issued by Bangladesh Bank do not include other comprehensive income or are the elements of other comprehensive income allowed to be included in a single other comprehensive income 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.

g) Financial Guarantees

IFRS: As per IFRS 9: Financial Instruments, financial guarantees are contracts that require the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due in accordance with the original or modified terms of a debt instrument. Financial guarantee liabilities are recognized initially at their fair value plus transaction cost that are directly attributable to the issue of the financial liabilities. The financial guarantee liability is subsequently measured at the higher of the amount of loss allowance for expected credit losses as per impairment requirement and the amount initially recognized less, income recognized in accordance with the principles of IFRS 15. Financial guarantees are included within other liabilities.

Bangladesh Bank: As per BRPD circular no. 14 dated 25 June 2003, financial guarantees such as letter of credit, letter of guarantee are to be treated as off-balance sheet items. No liability is recognized for the guarantee except the cash margin and 1% general provision for certain contingent liabilities.

h) Repo and Reverse Repo Transactions

IFRS: As per IFRS 9: Financial Instruments, when an entity sells a financial asset and simultaneously enters into an agreement to repurchase the same or a substantially similar asset at a fixed price on a specified future date, the transaction is accounted for as a collateralized borrowing rather than a sale. Accordingly, the underlying financial asset continues to be recognized in the entity's financial statements. The proceeds received from the transaction are recognized as a financial liability, and the difference between the selling price and the repurchase price is recognized as interest expense over the period of the agreement.

The same principle applies to the counterparty in a reverse repurchase agreement (reverse repo). In this case, the transaction is treated as a loan or receivable, and the difference between the purchase price and the resale price is recognized as interest income over the term of the agreement.

Bangladesh Bank: As per the relevant guidelines/circulars of Bangladesh Bank, when a bank 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, the transaction is treated as a normal sale transaction. Accordingly, the financial asset is derecognized from the books of the seller and recognized in the books of the buyer.

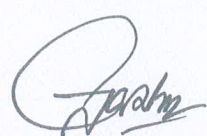
i) Cash and Cash Equivalents

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

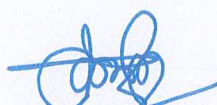
Bangladesh Bank: Some cash and cash equivalent items such as 'Money at call and on short notice', Treasury bills, Bangladesh Bank bills and Prize bonds are not prescribed to be shown as cash and cash equivalents. Money at call and on short notice presented on the face of the balance sheet, and treasury bills, prize bonds are shown in investments. However, in the cash flow statement, money at call and on short notice and prize bonds are shown as cash and cash equivalents beside cash in hand, balance with Bangladesh Bank and other banks.



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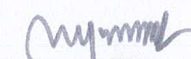


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j) Non-Banking Assets

IFRS: No indication of non-banking assets is found in any IAS/ IFRS.

Bangladesh Bank: As per BRPD circular no. 14 dated 25 June 2003, there must exist a face item named non-banking assets.

k) Cash Flow Statement

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

Bangladesh Bank: As per BRPD circular no. 14 dated 25 June, 2003, cash flow statement is to be prepared following a mixture of Direct and Indirect method.

l) Balance with Bangladesh Bank as Cash Reserve Requirement

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

Bangladesh Bank: As per BRPD circular no. 14 dated 25 June, 2003, Balance with Bangladesh Bank is treated as cash and cash equivalents.

m) Presentation of Intangible Assets

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

Bangladesh Bank: There is no regulation for intangible assets as per BRPD circular no. 14 dated 25 June, 2003. However, Intangible assets of the bank are shown in Fixed Assets.

n) Off-Balance Sheet Items

IFRS: There is no concept of off balance sheet items in any IAS/ IFRS; hence 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 must be disclosed separately on the face of the balance sheet.

o) Disclosure of Appropriation of Profit

IFRS: There is no requirement to show appropriation of profit on the face of statement of profit or loss and other 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.

p) Loans and Advances/ Investments Net of Provision

IFRS: Loans and Advances/ Investments should be presented net of provision.

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/ investments.

Also refer to the Note 2.32 Compliance of International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs).

q) Recovery of Written Off Loans and Advances/ Investments:

IFRS: As per IAS 1, an entity shall not offset assets and liabilities or income or expenses, unless required or permitted by an IAS/ IFRS. Again recovery of written off loans should be charged to statement of profit or loss and other comprehensive income.

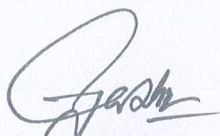
Bangladesh Bank: As per BRPD circular no. 14 dated 25 June 2003, recoveries of amount previously written off should be adjusted with the specific provision for loans and advances/ investments.

r) General requirements for disclosure of sustainability-related financial information and climate-related disclosure.

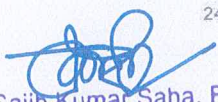
IFRS: Under the sustainability disclosure standards issued by the International Sustainability Standards Board (ISSB), IFRS S1 – General Requirements for Disclosure of Sustainability-related Financial Information requires entities to disclose information about sustainability-related risks and opportunities that could reasonably be expected to affect the entity's financial position, financial performance, or cash flows.



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In addition, IFRS S2 – Climate-related Disclosures specifically focuses on the disclosure of climate-related risks and opportunities. The objective of these standards is to ensure that entities provide decision-useful information to the primary users of general-purpose financial reports, enabling them to make informed decisions regarding the allocation of resources to the entity.

These standards are effective for annual reporting periods beginning on or after 1 January 2024.

Bangladesh Bank: As per SFD Circular No. 06 dated 26 December 2023 titled "Guideline on Sustainability and Climate-related Financial Disclosure" issued by Bangladesh Bank, banks are required to consider sustainability-related financial risks and opportunities, including the disclosure of climate-related financial risks and opportunities, in line with the requirements of IFRS S1 General Requirements for Disclosure of Sustainability-related Financial Information and IFRS S2 Climate-related Disclosures.

According to the guideline, the implementation pathway will be phased in gradually over a period of three years. In the first phase (2024), banks are required to provide limited disclosures in their annual reports in accordance with the prescribed framework.

2.3 Use of Estimates and Judgments

The preparation of financial statements in conformity with IAS/IFRS and Bangladesh Bank circulars requires management's judgments, estimates and assumptions for which the application of accounting policies and the reported amounts of assets, liabilities, income and expenses may vary and actual results may differ from those estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised and in any future periods affected.

Key Estimates Include the Following:

- i) Provision on Loans & Advances/ Investments and Off Balance Sheet Items.
- ii) Fair Value Determination of unquoted Investments/ Shares.
- iii) Right of use of Assets (RoU) as per IFRS 16 and Lease Obligation.
- iv) Liquidity Statement.
- v) Provision for Current Taxation.
- vi) Revaluation of Assets.
- vii) Deferred Tax Assets/ Liabilities.
- viii) Provision for Gratuity Fund.
- ix) Useful Life of Depreciable Assets.

2.4 Consolidation of Financial Statements

The consolidated financial statements includes the financial statements of Meghna Bank PLC. and its subsidiary Meghna Bank Securities Limited. The consolidated financial statements have been prepared in accordance with International Accounting Standard 27 – "Separate Financial Statements" and IFRS 10: Consolidated Financial Statements. The consolidation of the financial statements have been made after eliminating all material inter company balance, income and expenses arising from intercompany transactions.

2.5 Consistency

In accordance with IFRS framework for the preparation of financial statements together IAS – 1 and IAS – 8, Meghna Bank PLC. discloses its information consistently from one period to the next. Where selecting and applying a new accounting policies, changes in accounting policies, correction of errors, and the amount involved are accounted for and disclosed transparently in accordance with the requirements of IAS – 8. However, for changes in accounting estimate the related amount is recognized prospectively in the current period and in the next period or periods.

2.6 Going Concern

The financial statements have been prepared on the assessment of the bank's ability to continue as going concern basis. Meghna Bank PLC has neither any intention nor any legal or regulatory compulsion to liquidate or curtail materially the scale of any of its operations. The key financial parameters such as liquidity, profitability, asset quality, provision sufficiency and capital adequacy of the bank continued to exhibit a healthy trend for 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 going concern.

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2.7 Foreign Currency Transactions

2.7.1 Foreign Currencies Translation

Foreign currency transactions are converted into equivalent taka using the ruling exchange rates on the dates of respective transactions as per IAS – 21 "the effects of changes in foreign exchange rates". Foreign currencies balances as at September 30, 2025 have been converted into taka currency at the revaluation rate determined by Bangladesh bank.

2.7.2 Commitments

Commitments for outstanding forward foreign exchange contractors disclosed in these financial statements are translated at contracted rates. Contingent liabilities/ commitments for letter of credit and letters of guarantee denominated in foreign currencies are expressed in taka terms at the rates of exchanges ruling on the balance sheet dates.

2.7.3 Translation Gains and Losses:

The resulting exchange transactions gain and losses are included in the profit and loss account.

2.8 Offsetting

Financial assets and financial liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously.

2.9 Revenue Recognition

a) Interest Income/ Profit on Investments

Interest/ profit on unclassified loans and advances/ investments is accounted for as income on accrual basis, interest/ profit on classified loans and advances/ investments is credited to interest/ profit suspense account with actual receipt of interest/ profit 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. 56 dated 10 December 2020 of Bangladesh Bank.

b) Interest/ Profit Income from Investment

Interest/ profit income on investment in government and other securities, debentures and bonds is accounted for on accrual basis.

c) Dividend Income

Dividend income on investments is recognized during the period in which it is declared and ascertained and right to receive the payment is established.

d) Fees and Commission

Fees and commission income arises from services provided by the bank and recognized on receipt basis. Commission charged on Letters of Credit (LC) and Letters of Guarantee (LG) are credited to income at the time of effecting the transactions. The advance payment of tax on LC commission is duly deposited to the Tax Authority. Similarly, Income Tax and VAT are deducted at source and deposited to the Govt. Exchequer within the time stipulated as per their circulars.

e) Interest/ Profit and Other Expenses

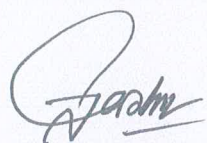
In terms of the provision of the International Accounting Standard (IAS) –1 "Presentation of Financial Statements", accrual basis is followed for interest/ profit payment and other expenses. The necessary disclosures are given in the notes in compliance with the provisions of BRPD Circular No. 14 dated 25 June 2003.

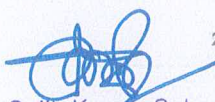
2.10 Dividend Paid

Interim dividend is recognized when they are paid to shareholders. Final dividend is recognized when it is approved by Shareholders.

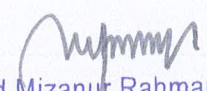
If an entity declares dividends to holders of equity instruments (as defined in IAS 32 Financial Instruments: Presentation) after the reporting period, the entity shall not recognize those dividends as a liability at the end of the reporting period as per IAS 10. Para 12.


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2.11 Assets and the Basis of Their Valuation

2.11.1 Cash and Cash Equivalents

Cash and cash equivalents include notes and coins on hand, unrestricted balances held with Bangladesh Bank, and highly liquid financial assets which are subject to insignificant risk of changes in their fair value, and are used by the Bank Management for its short-term commitments.

2.11.2 Loans and Advances/ Investments

- (a) Loans and Advances/ Investments are stated at gross amount and before offsetting general provisions against them.
- (b) Interest/ profit on loans and advances/ investments is charged and accounted for quarterly on an accrual basis.
- (c) Provision for Loans and Advances/ Investments is made on the basis of year-end review by the management and of instructions contained in Bangladesh Bank circular as amended time to time. The classification rates are given below:

Category/Status of loans and advances/ Investments	Rates	
	Bangladesh Bank's Requirement	Maintained by the Bank
Provisions for unclassified loans and advances/ Investments:		
All unclassified loans/ investments other than CMSME Financing, Short term agri. Credit and Special Mention Account.	1%	1%
CMSME Financing and Short term agri. Credit.	0.50%	0.50%
Special Mention Account other than CMSME Financing, Short term agri. Credit and Special Mention Account.	5%	5%
Special Mention Account for CMSME Financing, Short term agri. Credit and Special Mention Account.	0.50%	0.50%
Provisions for classified loans and advances/ Investments:		
Substandard	20%	20%
Doubtful	50%	50%
Bad or Loss	100%	100%

d) Commission and discount on bill purchased and discounted are recognized at the time of realization.

2.11.3 Investments

Investments have been initially recognized at cost, including acquisition charges associated with the investment. Government treasury bills and bonds (categorized as HFT or/and HTM) are accounted for as per Bangladesh Bank DOS circular letter no. 05 dated 26 May 2008 and DOS circular no. 05 dated 28 January, 2009.

The Valuation Methods of Investment Used are:

a) Held to Maturity (HTM)

Investments which are intended to be held to maturity are classified as "Held to Maturity". These are measured at amortized cost at each year end by taking into account any discount or premium in acquisition. Amortized amount of such premium are booked into profit and loss account or discount is booked to reserve until maturity or disposal.

b) Held for Trading (HFT)

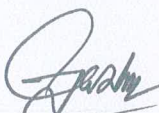
Investments primarily held for selling or trading is classified in this category. After initial recognition, investments are mark to market by weekly. Decrease in the book value is recognized in the profit and loss account and any increase is transferred to revaluation reserve account.

Value of investments has been enumerated as follows:

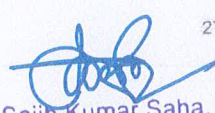
Investment Class	Initial Recognition	Measurement After Initial Recognition	Recording of Changes
Treasury Bill/Bond (HFT)	Cost	Market value	Loss to Profit and Loss Account, gain to revaluation reserve.
Treasury Bill/Bond (HTM)	Cost	Amortized value	Increase in value to equity and decrease in value to Profit and Loss Account.
Prize Bond	Cost	None	None



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c) Investment in Listed Securities

These securities are bought and held primarily for the purpose of selling them in future or held for dividend income. These are reported at cost. Unrealized gains are not recognized in the profit/ loss account. But provision for diminution in value of investment is provided in the financial statements of which market price is below the cost price of investment as per Bangladesh Bank guidelines.

d) 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.

e) Investment in Subsidiary

Investment in subsidiary is accounted for under the cost method of accounting in bank's financial statements in accordance with the International Accounting Standard (IAS) - 27. Accordingly investment in subsidiary is stated in the bank's balance sheet at cost, less impairment losses if any.

2.11.4 Property, Plant and Equipment

Recognition and Measurement

All fixed assets are stated at historical cost as per IAS-16 "Property, Plant and Equipment". The cost of acquisition of asset comprises its purchase price and any directly attributable cost of bringing the assets, to its working contribution for its intended use inclusive of inward freight, duties and non-refundable taxes.

Subsequent Cost

The cost of replacing part of such an item of fixed assets is recognized in the carrying amount of an item of property, plant and equipment if it is probable that the future economic benefits embodied with the part will flow to the company and the cost of the item can be measured reliably. The cost of day to day servicing of fixed asset is recognized in profit and loss as incurred.

Depreciation

Depreciation is charged for the year at the following rates on straight line method on all fixed assets:

Category of Fixed Assets	Rate of Depreciation
Furniture and Fixtures	10%
Machinery and Office Equipment	20%
Motor Vehicles	20%
Computer and Computer Peripherals	33%
Office Tools and Accessories	20%

a) For additions during the year, depreciation is charged for the remaining days of the period and for disposal, depreciation is charged up to the date of disposal.

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

2.11.5 Intangible Assets

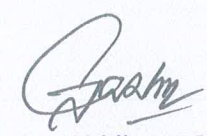
i. An Intangible asset is recognized if it is probable that future economic benefits associated with the assets will flow to the bank and the cost of the assets can be reliably measured.

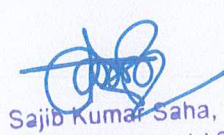
ii. Software (especially Core Banking Software) is amortized using the straight line method over the estimated useful life of 05 (Five) years commencing from the date of the application software is available for use over the best estimate of its useful economic life.

2.11.6 Other Assets

Other asset include mainly advance office rent, investment in subsidiary, unrealized income receivable, advance for operating and capital expenditure and stocks of stationery and stamps etc.

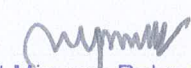

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2.11.7 Receivables

Receivables are recognized when there is a contractual right to receive cash or another financial asset from other entity or person.

2.11.8 Non-banking Assets

There are no assets acquired in exchange for loan during the period of financial statements.

2.12 Capital / Shareholders' Equity

A) Authorized Capital

Authorized capital is the maximum amount of share capital that the bank is authorized by its memorandum and article of associations to issue to shareholders.

B) Paid Up Capital:

Paid up capital represent total amount of shareholder's capital that has been paid in full by the ordinary shareholders. Holders of ordinary share are entitle 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.

2.13 Statutory Reserve

As per Section 24 of Banking Companies Act, 1991, 20% of profit before tax (PBT) of the current year of the bank is required to be transferred to statutory reserve until such reserve together with share premium account equal to its paid up capital.

2.14 Non-Controlling Interest in Subsidiary

Non-controlling interest in business is an accounting concept that refers to the portion of a subsidiary, corporation, stock that is not owned by the parent corporation. The magnitude of the non-controlling interest in the subsidiary company is allows less than 50% of outstanding shares, else the corporation would cease to be a subsidiary of the parent. Non-controlling interest belongs to the other investors and is reported on the consolidated balance sheet of the owning company to reflect the claim on assets belonging to other, non-controlling shareholders also non-controlling interest is reported on the consolidated profit and loss account as a share of profit belonging to non-controlling shareholders.

2.15 Deposits and Other Accounts

Deposits are recognized when the bank enters into contractual arrangements with the counterparties, which are generally on trade date and initially measured at the amount of consideration received.

2.16 Borrowings from Other Banks, Financial Institutions and Agents

Borrowed funds include call money deposits, borrowings, refinance borrowing and other term borrowing from banks. These are stated in the balance sheet at amounts payable. Interest/ profit paid/ payable on these borrowings is charged to the profit and loss account.

2.17 Provision for Liabilities

Provision in respect of liability is recognized in the financial statements when the bank has a legal or constructive obligation as a result of a past event and it is probable that an outflow of economic benefit will be required to settle the obligation, in accordance with the IAS 37 "Provision, Contingent Liabilities and Contingent Assets".

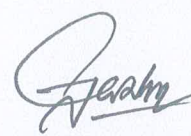
2.18 Retirement Benefits to the Employees

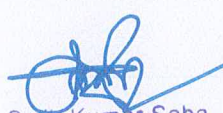
The bank provide following post employment benefits to the every permanent employee as per covenants mentioned in the relevant deed and rules.

a) Provident Fund

Provident fund benefits are given to the permanent employees of the bank in accordance with the bank's service rules, and accordingly a trust deed and provident fund rules were prepared. The Commissioner of Taxes, LTU, dhaka has approved the provident fund as a recognized provident fund within the meaning of section 2 (52), read with the provisions of part - B of the first schedule of Income Tax Ordinance, 1984. The recognition took effect from 31 May, 2014. The fund is operated by a board of trustees consisting five members (all members from management) of the bank. All confirmed employees of the bank are contributing 10% of their basic salary as subscription to the fund. The bank also contributes equal amount of the employees' contribution. Interest/ profit earned from the investments is credited to the members' account on yearly basis.


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b) Gratuity Fund

Gratuity benefits are given to the employees of the bank in accordance with the approved gratuity fund rules. National Board of Revenue has approved gratuity fund as a recognized gratuity fund on 29th June, 2014. The fund is managed by a Board of Trustees are consisting five members of the bank. Adequate contributions have been made as per provision of gratuity fund deed and rules.

2.19 Taxation

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognized in profit or loss except to the extent that it relates to items recognized directly in equity.

Current tax is the expected tax payable or receivable on the taxable income or loss for the period, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognized for the temporary differences relating to the initial recognition of goodwill, the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss, and differences relating to investments in subsidiaries to the extent that it is probable that they will not reverse in the foreseeable future. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities against current tax assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

2.20 Contingent Asset & Contingent Liability

A contingent asset is possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events and on the other hand a contingent liability is a possible obligation that arises from past events and whose existence will also be confirmed only by the occurrence or non-occurrence of one or more uncertain future events. Contingent asset and liability is not recognized rather disclosed in the financial statements.

2.21 Statement of Cash Flows

The statement of cash flows is presented in compliance with the provisions of the International Accounting Standard (IAS) - 7 and format provided by the Bangladesh Bank vide BRPD Circular No. 14 dated 25 June 2003. To make the cash flow statement more understandable and user friendly about the constitution of figures inserted into the Cash Flow Statement, a number of notes have been given in the notes to the financial statements.

2.22 Statement of Changes in Equity

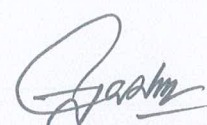
The statement of changes in equity reflects information about the increase or decrease in net assets or wealth. The statement also shows item-wise movement along with the description of charges from the end of last year to the end of current year.

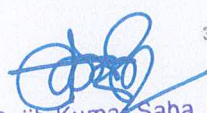
2.23 Liquidity Statement

The liquidity statement of assets and liabilities as on the reporting date has been prepared on residual maturity term as per the following bases:

- a) Balance with other Banks and financial institutions, money at call and short notice etc. are on the basis of their maturity term.
- b) Investments are on the basis of their maturity.
- c) Loans and advances are on the basis of their repayment/maturity schedule.
- d) Fixed assets are on the basis of their useful life.
- e) Other assets are on the basis of their realization/adjustment.
- f) Borrowing from other banks, financial institutions and agents as per their maturity/repayment term.
- g) Deposits and other accounts are on the basis of their maturity term and past trend of withdrawal by the depositors.
- h) Provisions and other liabilities are on the basis of their payment/adjustment schedule.

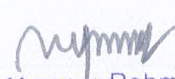

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2.24 Earnings Per Share

The company calculates earnings per share (EPS) in accordance with IAS 33 "Earnings Per Share (EPS)" 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 after tax by the total number of ordinary shares outstanding at the end of the year. Bonus shares issued in current period are considered for number of ordinary shares outstanding for preceding period to present comparative EPS with retrospective adjustment (restated).

2.25 Reconciliation of Books of Account

Books of account with regard to inter-bank (in Bangladesh and outside Bangladesh) are reconciled and found no material differences, which may affect the financial statements significantly.

2.26 Materiality and Aggregation

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

2.27 Memorandum Items

Memorandum items are maintained to have control over all items of importance and for such transactions where the bank has only a business responsibility and no legal commitment. Bills for collection, stock of savings certificates and all other fall under the memorandum items. However, bills for collection is shown under contingent liabilities as per Bangladesh Bank's format.

2.28 Credit Rating

In compliance with Bangladesh Bank's BRPD circular No. 06, dated July 05, 2006, Alpha Credit Rating Limited (Alpha Rating) has conducted a comprehensive assessment of the bank's operational and financial performance, considering all relevant qualitative and quantitative factors. Based on this in-depth analysis of financial data of the bank up to December 31, 2024, and considered other prevailing factors up to the date of the rating decision, Alpha Credit Rating Limited (Alpha Rating) awarded the following ratings:

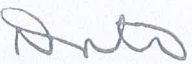
Particulars	Periods	Date of Rating	Long Term	Short Term
Entity Rating	January to December 2024	23 rd June 2025	AA+	ST - 2
Entity Rating	January to December 2023	25 th June 2024	AA	ST - 2
Entity Rating	January to December 2022	25 th June 2023	AA	ST - 2

2.29 Risk Management

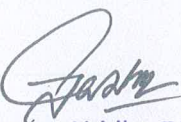
Risk is an inherent part of the business activities and risk management is pivotal for the sustainability of business. This era of globalization enables hefty expansion of business activities that ultimately increases competition level for organizations drastically. Financial crisis and volatility in economic growth in some developed countries set the example of imperativeness towards comprehensive risk management. Types of risk, however, vary from business to business, but preparing a risk management plan involves a conjoint process. A comprehensive risk management plan must enumerate strategies for dealing with risks specific to any business but should not be limited to those.

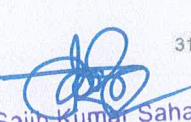
When it comes to banking business, risk management is in the heart of this business. Banks are to strive for a prudent risk management discipline to combat unpredictable situation. These days, it is transparent that banking organizations are in need of setting up systematic and vigilant way to monitor the activities that are major influencers of this particular business.

Bangladesh Bank issued guidelines which forms the basis of risk management of all scheduled banks in Bangladesh. The guidelines require that the banks adopt enhanced policies and procedures of risk management. The risk management of banks broadly cover 6 (six) core risk areas of banking i.e. a. Credit Risk Management, b. Foreign Exchange Risk Management, c. Asset liability Risk Management, d. Money Laundering & Terrorist Financing Risk Management, e. Internal Control and Compliance, and f. Information & Communication Technology Risk as specified by Bangladesh Bank.

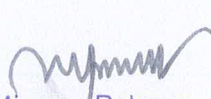


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MGBPLC's risk management strategy is based on a clear understanding of various risks, disciplined risk assessment, measurement procedures and continuous monitoring. MGBPLC. continues to focus on improving its risk management systems not only to ensure compliance with regulatory requirements but also to ensure better risk-adjusted return and optimal capital utilization keeping in mind of the business objectives. For sound risk management, MGBPLC. manages risk in strategic layer, managerial layer, and operational layer. The assets and liabilities of Meghna Bank PLC. is managed so as to minimize, to the degree prudently possible, the bank's exposure to risk, while at the same time attempting to provide a stable and steadily increasing flow of net interest income, an attractive rate of return on an appropriate level of capital and a level of liquidity adequate to respond to the needs of depositors and borrowers and earnings enhancement opportunities. These objectives are accomplished by setting in place a planning, control and reporting process, the key objective of which is the coordinated management of the Bank's assets and liabilities, current banking laws and regulations, as well as prudent and generally acceptable banking practices.

The risks are defined as the possibility of losses, financial or otherwise. The risk management of the bank covers 6 (six) core risk areas of banking as defined by the Bangladesh Bank. The areas are as follows:

- 1) Credit Risk Management.
- 2) Foreign Exchange Risk Management.
- 3) Asset Liability Risk Management.
- 4) Money Laundering & Terrorist Financing Risk Management.
- 5) Internal Control & Compliance.
- 6) Information & Communication Technology Risk.

In light of the risk management, bank takes well calculative business risks for safeguarding its capital, financial resources and profitability. In this context, the bank took steps to implement the guidelines of Bangladesh Bank as under:

2.29.1 Credit Risk Management

Credit risk is most simply defined as the potential that a bank's borrower or counter party will fail to meet its obligations in accordance with agreed terms. This includes non-repayment of capital and/or interest within the agreed time frame, at the agreed rate of interest and in the agreed currency. The goal of credit risk management at the Meghna Bank PLC. is to maximize the bank's risk-adjusted rate of return by maintaining credit risk exposure within acceptable parameters.

The bank has designed credit risk management activities by addressing major risks. Credit risk is of the major risks, which can be assumed as potential loss arising from the failure of a counter party to perform contractual responsibility. This may happen due to unwillingness of the counter party or declining his / her financial abilities for adverse environment.

The officers/ executives involved in credit related activities have been segregated. A separate CRM division has been established at head office, which is entrusted with the responsibilities of maintaining effective relationship with customers, making of credit products, exploring new business opportunities.

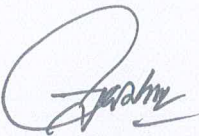
An effective assessment is made before sanction of any credit facility at credit risk management division, which includes borrower risk analysis, historical performance of the customer, security of the proposed credit facility etc. The process starts by a relationship manager and approved/discharged by the competent authority. Credit approval authority has been delegated to the individual executives. Proposal beyond their delegation are approved /declined by the Executive Committee and the Board of Directors.

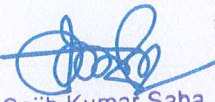
In determining single borrower/large loan limit, the instructions of Bangladesh Bank are strictly followed.

2.29.2 Foreign Exchange Risk Management

Foreign exchange risk is defined as the potential change in earnings arising due to change in market prices. The front office of the treasury department of the bank independently conducts the transactions and the back office is responsible for recording of the transactions and passing of their entries in books of accounts. All foreign exchange transactions are revalued periodically at market rate as determined by Bangladesh Bank. The reconciliation of NOSTRO accounts are done regularly and outstanding entries reviewed by the management for its settlement.

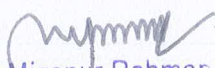

Nasimul Baten
Managing Director & CEO
DBH Finance PLC.


Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.


Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.

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Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

2.29.3 Asset Liability Risk Management

The bank formed an Asset Liability Committee (ALCO) for monitoring balance sheet risk and liquidity risk of the bank. The balance sheet risk is defined as potential change in earnings due to change in rate of interest, foreign exchange rates which are not in trading nature. ALCO reviews liquidity requirement of the bank, the maturity of assets and liabilities, deposit and lending pricing strategy and the liquidity contingency plan.

2.29.4 Money Laundering & Terrorist Financing Risk Management

Money laundering risk is defined as the loss of reputation and expenses incurred as penalty for being negligent in prevention of money laundering. In line with the international standards and initiatives, Bangladesh has passed Money Laundering Prevention Act (MLPA), 2002. Afterwards several amendments were made and a new Money Laundering Prevention Act, 2012 has been passed and this act was also amended in 2015. The Government has also enacted Anti-Terrorism Act (ATA) in 2009 aiming to combat terrorism and terrorism financing and this act was also amended in 2012 and in 2013. Both the acts have empowered Bangladesh Financial Intelligence Unit (BFIU), Bangladesh Bank to perform the anchor role in combating ML/TF through issuing instructions and directives for reporting agencies and building awareness in the financial sectors.

For prevention of Money Laundering and Terrorist Financing, the bank has a comprehensive policy which is approved by the Board. The Bank has an organizational set up in place to implement and monitor its AML & CFT Program. The Bank has a Central Compliance Committee (CCC) headed by the Chief Anti Money Laundering Compliance Officer at Head Office and BAMLCOs at the branches. The CCC is supported by AML Division headed by Deputy CAMLCO for discharging day to day activities while the branches have Branch Compliance Unit (BCU) to support BAMLCOs. The regulatory requirements are being complied with and the guidelines are being followed by the bank properly. Branch Anti Money Laundering Compliance officer (BAMLCO) at branches reviews and verifies the transactions of accounts to make Suspicious Transactions Reports (STR), and ensure AML & CFT compliance culture throughout the bank. Training is being conducted continuously for all the officers of the bank to create awareness and develop the skill for ensuring KYC (Know Your Clients) compliance and identifying suspicious activities/transactions.

2.29.5 Internal Control and Compliance

Internal control is fundamental to the successful operation and day-to-day running of a business and it assists the bank in achieving its business objectives. It encompasses all controls incorporated into the strategic, governance and management processes, covering the bank's entire range of activities and operations, and not just those directly related to financial operations and reporting. Its scope is not confined to those aspects of a business that could broadly be defined as compliance matters, but extends also to the performance aspects of a business.

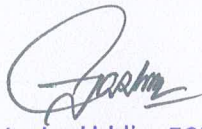
Meghna Bank PLC. has established a system of internal control, which is designed to manage all the risks of failure to a reasonable level, achieve aims and objectives/goals of the bank and this system provides reasonable assurance of effective & efficient operations covering all controls including financial & operational controls, reliability of the financial information, compliance with applicable laws & regulations, adherence to management policies, safeguarding of bank's assets, prevention & detection of fraud & errors, and accuracy & completeness of the accounting records.

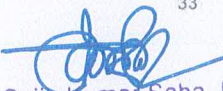
The Board of Directors of Meghna Bank PLC. regularly reviews the effectiveness of internal control process through its Audit Committee and the Audit Committee plays an effective role amongst the Board of Directors, Management, Shareholders, Depositors and develops an efficient, powerful and a safe banking system. The committee also performs a very important role for publishing bank's financial statements, developing an appropriate internal control system and maintains an effective communication with internal and external auditors. It significantly contributes in controlling and monitoring various risks factors that arise from the business activities of the bank. Board Audit Committee reviews the actions taken on internal control issues identified in the reports prepared by the internal & external auditors and regulatory authorities. It has active oversight on the internal audit's independence, scope of work and resources and it also reviews the functions of internal control & compliance division of head office, particularly the scope of the annual audit plan and frequency of the internal audit activities.

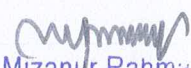
2.29.6 Information & Communication Technology Risk

The bank has established an appropriate Information Technology Department (ITD) by placing officials with adequate knowledge and skills to play a major role in the bank for smooth running of online banking system and delivery of its service to all the units of the bank for operations of necessary hardware and software. The branch network is upgraded to high speed, which provides better information sharing management at the branch as well as at the head office.


Wasimul Baten
Managing Director & CEO
DBH Finance PLC.


Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.


Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.


Syed Mizanur Rahma
Managing Director
Meghna Bank PLC



2.29.7 Market Risk

Market risk is the risk of loss resulting from changes in interest rates, foreign currency exchange rates, equity prices and commodity prices. Meghna bank's exposure to market risk is a function of its trading and asset and liability management activities and its role as a financial intermediary in customer related transactions. The objective of market risk management is to minimize the impact of losses due to market risks on earnings and equity.

2.29.8 Operation Risk

Business volume risk is defined as the volatility in revenue and profitability arising from adverse fluctuations from business volume. Business volumes may adversely fluctuate due to competitor activities, new entrants, competition from substitute financial products and services, changes in banking preferences of the customers resulting in the importance of the process of financial intermediation being reduced, natural disasters, etc.

2.29.9 Reputation Risk

This is the potential damage to the reputation and image of the Bank, emanating from events such as drop in performance levels or service quality, compliance, corporate governance and management failures and deviations from business ethics, etc.

2.30 Fraud and Forgeries

Adequate control system is in place to detect and prevent fraud and forgeries in the operations. IT has been gradually emphasizing in the modernization of operating system and making auto preventive in the detection of fraud and forgeries. However, management is proactive in establishing sound operating system and its preventive measure.

2.31 Compliance with Financial Reporting Standards as applicable in Bangladesh

The Financial Statements of the Bank have been prepared in compliance with the International Financial Reporting Standards (IFRSs) and International Accounting Standards (IASs), as adopted by the Financial Reporting Council (FRC) of Bangladesh, and in accordance with the provisions of the Banking Companies Act, 1991 (as amended up to date), the rules, regulations, and guidelines issued by Bangladesh Bank, and the Companies Act, 1994.

In the event of any inconsistency between the requirements of the Banking Companies Act, 1991 (as amended up to date), and the rules, regulations, and circulars issued by Bangladesh Bank, and those of the International Financial Reporting Standards (IFRSs) and International Accounting Standards (IASs), the provisions of the Banking Companies Act, 1991 and the relevant rules, regulations, and circulars issued by Bangladesh Bank shall prevail. Material departures from the requirements of IFRSs and IASs have been disclosed in Note 2.1.

Name of IFRS	IFRS No.	Status
First-time Adoption of Bangladesh Financial Reporting Standards	IFRS 1	Applied
Share Based Payment	IFRS 2	Not Applicable
Business Combinations	IFRS 3	Applied
Non-current Assets Held for Sale and Discontinued Operations	IFRS 5	Applied
Exploration for and Evaluation of Mineral Resources	IFRS 6	Not Applicable
Financial Instruments: Disclosures	IFRS 7	Applied
Operating Segments	IFRS 8	Applied
Financial Instruments	IFRS 9	Applied
Consolidated Financial Statements	IFRS 10	Applied
Joint Agreements	IFRS 11	Not Applicable
Disclosure of Interest in other Entities	IFRS 12	Applied
Fair Value Measurement	IFRS 13	Applied
Regulatory Deferral Accounts	IFRS 14	Not Applicable
Revenue from Contracts with Customers	IFRS 15	Applied
Leases	IFRS 16	Applied
Insurance Contracts	IFRS 17	Not Applicable
Presentation and Disclosures in Financial Statements	IFRS 18	Not Applicable
Subsidiaries without Public Accountability: Disclosures	IFRS 19	Not Applicable
General Requirements for Disclosure of Sustainability-related Financial Information	IFRS S1	Applied
Climate-related Disclosures	IFRS S2	Applied

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Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.

Syed Mizanur Rahmar
Managing Director
Meghna Bank PLC



Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

Name of IAS	IAS No.	Status
Presentation of Financial Statements	IAS 1	Applied
Inventories	IAS 2	Applied
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	Not Applicable
The Effects of Changes in Foreign Exchange Rates	IAS 21	Applied
Borrowing Costs	IAS 23	Applied
Related Party Disclosures	IAS 24	Applied
Accounting and Reporting by Retirement Benefit Plans	IAS 26	Applied
Separate Financial Statements	IAS 27	Applied
Investment in Associates & Joint Ventures	IAS 28	Not Applicable
Financial Reporting in Hyperinflationary Economies	IAS 29	Not Applicable
Financial Instruments: Presentation	IAS 32	Applied
Earnings per share	IAS 33	Applied
Interim Financial Reporting	IAS 34	Applied
Impairment of Assets	IAS 36	Applied
Provisions, Contingent Liabilities and Contingent Assets	IAS 37	Applied
Intangible Assets	IAS 38	Applied
Investment Property	IAS 40	Applied
Agriculture	IAS 41	Not Applicable

2.32 Audit Committee of the Board

An Audit Committee of the Board (ACB) was formed and its roles and responsibilities were defined in line BRPD Circular No.02 issued by Bangladesh Bank (BB) on 11 February 2024. Main objectives of Audit Committee of the Board (ACB) are:

- To assist the Board in fulfilling its oversight responsibilities including implementation of the objectives, strategies and overall business plans set by the Board for effective functioning of the bank.
- To review the financial reporting process, the system and effectiveness of internal control process, compliance status of inspection report from Bangladesh Bank and assessment of the overall processes and procedures for monitoring compliance with laws and regulations and its own code of business conduct.

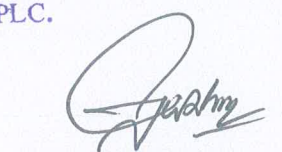
2.32.1 Composition and Qualifications

The Board of Directors, in its 185th Board Meeting held on March 17, 2025, constituted the Audit Committee of the Board with the following members:

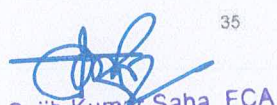
Sl No.	Name of Committee Members	Status with the Bank	Position in the Committee	Educational Qualification	Meeting Attendance
1	Mr. Md. Ali Akther Rezvi, FCA	Independent Director	Chairman	MBA, FCA	7 out of 7
2	Mr. Mohammad Mamunul Hoque	Independent Director	Member	MBM	7 out of 7
3	Mr. M. Nazrul Islam	Independent Director	Member	MBA	7 out of 7



Nasimul Baten
Managing Director & CEO
DBH Finance PLC.

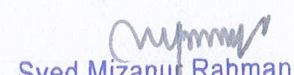


Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.



Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.

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Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

2.32.2 Meetings of the Audit Committee

Bangladesh Bank has suggested that banks hold at least four meetings annually. The Audit Committee of MGBPLC held 07 (seven) meetings during the period from January 01 to December 31, 2025. During these meetings, the Committee conducted detailed discussions and review sessions with the Head of Internal Control & Compliance, the Head of Audit, and the External Auditors regarding their findings and remedial recommendations on various issues requiring improvement.

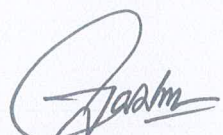
The Audit Committee of the Board (ACB) instructed management to implement these recommendations and monitored the progress accordingly. The meeting dates are as follows:

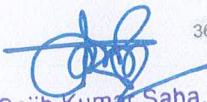
SI No.	Name of Meeting	Date of Meeting
1	47 th Audit Committee Meeting	April 28, 2025
2	48 th Audit Committee Meeting	June 28, 2025
3	49 th Audit Committee Meeting	July 27, 2025
4	50 th Audit Committee Meeting	August 28, 2025
5	51 st Audit Committee Meeting	September 28, 2025
6	52 nd Audit Committee Meeting	November 30, 2025
7	53 rd Audit Committee Meeting	December 21, 2025

2.32.3 Major areas focused by Audit Committee in 2025

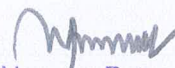
- Reviewed and approved the "Risk-Based Annual Audit Plan for 2025,
- Reviewed the Annual Financial Statements of the Bank for the year ended December 31, 2024, as certified by the External Auditors, M/s Hoque Bhattacharjee Das & Co., prior to submission to the Board of Directors for approval,
- Reviewed Management Report on the Bank for the year ended 31 December 2024 submitted by the External Auditors, M/S Hoque Bhattacharjee Das & Co. Chartered Accountants and subsequent compliance thereof.
- Reviewed the update of "Risk Based Audit (RBA) Framework" outlined in Volume-II of "Internal Control & Compliance Manual" of Meghna Bank PLC.
- Reviewed the Bangladesh Bank inspection reports and compliance thereof.
- Reviewed Internal Audit Reports of both Branch and Head Office Divisions of the Bank and compliance thereof.
- Reviewed the Special Audit Reports and Investigation of the Bank.
- Reviewed the half yearly Self-Assessment of Anti-Fraud Internal Control of the Bank for the half year ended 30 June 2025.
- Reviewed Annual Health Report of the Bank for the year 2024 (Internal Control and Compliance Part).
- Reviewed the Report on Loan Documentation Checklist (LDCL).
- Reviewed the Report on Quarterly Operation Report (QOR).
- Re-appointment of External Auditor for the year 2025, M/s Hoque Bhattacharjee Das & Co.
- Reviewed the Staff accounts monitoring reports for the period from January to September 2025.


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 Md. Jasim Uddin, FCS
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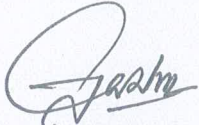

 Syed Mizanur Rahman
 Managing Director
 Meghna Bank PLC

2.33 Related Party Disclosures

Parties are considered to be related if one party has the ability to control the other party or to exercise significant influence over the other party in making financial and operating decisions. Related party information is given below:

SL No.	Name of the Director	Status with the Bank	Name of the Firms /Companies in which they are interested as proprietor, partner, Director, Managing Agent, Guarantor, Employee etc.	Percentage (%) holding in the company	Remarks
1	Ms. Uzma Chowdhury	Director	1 Meghna Bank PLC.	4.17%	Director
			2 Agricultural Marketing Co Ltd (AMCL)	0.41%	Executive Director
			3 Property Development Ltd.	0.03%	
			4 PRAN Foods Ltd.	1.99%	Director
			5 PRAN Agro Ltd.	0.005%	Director
			6 PRAN Exports Ltd.	0.003%	Director
			7 PRAN Beverage Limited	0.002%	Director
			8 Rangpur Foundry Ltd	0.40%	Executive Director
			9 Kaliganj Agro Processing Ltd.	0.005%	Director
			10 RFL Plastics Ltd.	0.02%	Director
			11 Banga Building Material	0.126%	Director
			12 Chorka Textile Ltd.	0.013%	Director
			13 Packmat Industries Ltd.	2.16%	Director
			14 Rangpur Metal industries Ltd.	0.001%	Director
			15 Durable Plastic Ltd.	0.03%	Director
			16 Allplast Bangladesh Ltd.	0.04%	Director
			17 Banga Millers Ltd.	0.0008%	Director
			18 Banga Bakers Ltd.	0.0001%	Director
			19 Habiganj Agro Ltd.	0.0001%	Director
			20 Get Well Ltd.	0.001%	Director
			21 Sylvan Agriculture Ltd.	0.199%	Director
			22 Sylvan Technologies Ltd.	0.0002%	Director
			23 Gongga Foundry I.td.	0.0001%	Director
			24 Advance Personal Care Ltd.	0.14%	Director
			25 RFL Electronic Ltd.	0.001%	Director
2	Cassiopea Fashion Ltd. Represented Mr. Tanveer Ahmed	Director	1 Cassiopea Appearles Ltd.	52.63%	Managing Director
			2 Cassiopea Fashion Ltd.	3.83%	Managing Director
			3 Elegent Spinning & Textiles Ltd.	99.09%	Managing Director
			4 Lavender Convenience Store Ltd.	20.00%	Director
3	Mr. Md. Mamunul Hoque	Independent Director	N/A	N/A	N/A
4	Md. Rajab Ali	Independent Director	N/A	N/A	N/A
5	Mr. Md. Nazrul Islam	Independent Director	N/A	N/A	N/A
6	Mr. Md. Habibur Rahman	Independent Director	N/A	N/A	N/A
7	Mr. Ali Akther Rezvi	Independent Director	N/A	N/A	N/A


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Syed Mizahur Rahman
 Managing Director
 Meghna Bank PLC

2.34 The Significant Related Party Transactions During the Year Were as Follows

Credit Card Facilities

Name of Director of MGBL	Approved Limit	Type of Securities	Value of Eligible Securities	Outstanding as on December 31, 2025
Ms. Uzma Chowdhury	720,000	FDR	800,000	22,333.00 (Debit)

2.35 Approval of Financial Statements

These financial statements were reviewed by the audit committee of the Board of the bank in its 55th meeting held on April 27, 2026 and was subsequently approved by the Board of Directors in its 215th meeting held on April 29, 2026.

2.36 Reporting Period

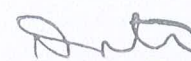
These financial statements cover the period from 1 January 2025 to 31 December 2025.

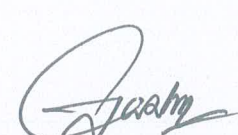
2.37 Events after the Reporting Period

All known material events after the balance sheet date have been considered and appropriate adjustments/disclosures have been made in the financial statements, wherever necessary up to the date of preparation of financial statements as per IAS-10.

2.38 General

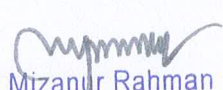
- These financial statements are presented in Taka, which is the bank's functional currency. Figures appearing in these financial statements have been rounded off to the nearest Taka.
- The expenses, irrespective of capital or revenue nature, accrued/due not paid have been provided for in the books of the Bank.
- Figures of previous year have been re-arranged whenever necessary to conform to the current year's presentation.


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 Managing Director
 Meghna Bank PLC

		Amount in Taka	
		2025	2024
3	Consolidated Cash in hand (Including foreign currencies)		
	Meghna Bank PLC. (Note-3a)	1,317,336,909	1,361,615,726
	Meghna Bank Securities Ltd	2,450	282
		<u>1,317,339,359</u>	<u>1,361,616,008</u>
3a	Cash in hand (Including foreign currencies)		
	In local currency	1,156,002,047	1,209,920,186
	In foreign currencies	161,334,862	151,695,540
		<u>1,317,336,909</u>	<u>1,361,615,726</u>
4	Consolidated Balance with Bangladesh Bank and its agent bank(s) (Including foreign currencies)		
	Meghna Bank PLC. (Note-4a)	4,756,234,863	4,580,758,374
	Meghna Bank Securities Ltd	-	-
		<u>4,756,234,863</u>	<u>4,580,758,374</u>
4a	Balance with Bangladesh Bank and its agent bank(s) (Including foreign currencies)		
	In local currency	4,493,842,859	4,346,644,400
	In foreign currencies	262,392,004	234,113,974
		<u>4,756,234,863</u>	<u>4,580,758,374</u>
	Balance with Sonali Bank Ltd as agent of Bangladesh Bank		
	In local currency	-	-
	In foreign currencies	-	-
		<u>4,756,234,863</u>	<u>4,580,758,374</u>

4a.1 Cash Reserve Requirement (CRR) and Statutory Liquidity Ratio (SLR)

Cash Reserve Requirement (CRR) and Statutory Liquidity Ratio (SLR) have been calculated and maintained in accordance with the Section 25 & 33 of the Bank Company Act, 1991 (as amended up to date) and DOS Circular No.01 dated January 19, 2014 & MPD circular no. 01, dated March 04, 2025 for Domestic Banking Operation (DBU) and FE circular no. 07, date February 29, 2024 for Offshore Banking Unit (OBU) issued by Bangladesh Bank.

The bank has been maintaining 3.00% as CRR on daily basis and 4.00% as CRR on bi-weekly basis for Domestic Banking Operation (DBU) & Islamic Banking Unit and no CRR has been maintaining on for Offshore Banking Unit (OBU) as per FE circular no. 07, date February 29, 2024. CRR requirement is calculated on the basis of weekly average total demand and time liabilities (ATDTL) of a base month which is two months back of the reporting month (i.e. CRR of December 2025 is maintained on the basis of weekly ATDTL of October 2025) and maintained with Bangladesh Bank. The bank also maintaining 13% as SLR on weekly average total demand and time liabilities (ATDTL) of a base month which is two months back of the reporting month (i.e. SLR of December 2025 is maintained on the basis of weekly ATDTL of October 2025) for conventional banking & Offshore banking unit and 5.50% as SLR on weekly average total demand and time liabilities (ATDTL) of a base month which is two months back of the reporting month (i.e. SLR of December 2025 is maintained on the basis of weekly ATDTL of October 2025) for Islamic Banking Unit. Both the reserves maintained by the bank are in excess of the statutory requirements, as shown below:

4a.2 Cash Reserve Requirement (CRR): Base on Average Total Demand and Time Liabilities on bi-weekly basis.

For Domestic Banking Unit (DBU)

Required Reserve	3,368,990,000	3,031,994,000
Actual Reserve held with Bangladesh Bank (In local currency)	4,054,905,570	4,063,251,242
CRR Surplus	<u>685,915,570</u>	<u>1,031,257,242</u>

For Offshore Banking Unit (OBU)

Required Reserve	-	-
Actual Reserve held with Bangladesh Bank (In local currency)	-	-
CRR Surplus	-	-

For Islamic Banking Unit (IBU)

Required Reserve	210,195,000	127,125,000
Actual Reserve held with Bangladesh Bank (In local currency)	429,947,720	306,210,748
CRR Surplus	<u>219,752,720</u>	<u>179,085,748</u>

4a.3 Statutory Liquidity Ratio (SLR): Base on Average Total Demand and Time Liabilities on daily basis.

For Domestic Banking Unit (DBU)

Required Reserve	10,949,217,000	9,853,980,000
Actual Reserve held	29,271,479,604	23,265,225,668
SLR Surplus	<u>18,322,262,604</u>	<u>13,411,245,668</u>

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Meghna Bank PLC



Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

Held for Statutory Liquidity Ratio

Cash in hand (Note-3a)
Government Securities - Treasury Bills (Note-7a)
Government Treasury Bond (HTM & HFT) (Note-7a)
Excess Reserve of CRR (Note-4a.2)

Amount in Taka	
2025	2024
1,311,853,284	1,356,056,609
4,440,374,820	735,237,750
22,833,335,930	20,142,674,067
685,915,570	1,031,257,242
29,271,479,604	23,265,225,668

For Offshore Banking Unit (OBU)

Required Reserve
Actual Reserve held
SLR Surplus

6,632,000	67,113,000
6,632,000	67,113,000
-	-

Held for Statutory Liquidity Ratio

Cash in hand (Note-3a)
Government Securities - Treasury Bills (Note-7a)
Government Treasury Bond (HTM & HFT) (Note-7a)
Excess Reserve of CRR (Note-4a.2)

-	-
-	-
6,632,000	67,113,000
6,632,000	67,113,000

For Islamic Banking Unit (IBU)

Required Reserve
Actual Reserve held
SLR Surplus

289,018,000	174,797,000
538,316,345	285,934,865
249,298,345	111,137,865

Held for Statutory Liquidity Ratio

Cash in hand (Note-3a)
Government Securities - Treasury Bills (Note-7a)
Government Treasury Bond (HTM & HFT) (Note-7a)
Excess Reserve of CRR (Note-4a.2)

5,483,625	5,559,117
-	-
313,080,000	101,290,000
219,752,720	179,085,748
538,316,345	285,934,865

5 Consolidated Balance with Other Banks and Financial Institutions In Bangladesh

Meghna Bank PLC. (Note-5a)
Meghna Bank Securities Ltd

2,959,697,706	3,472,914,725
592,338,204	90,882,296
3,552,035,910	3,563,797,021
559,384,547	58,335,706
2,992,651,363	3,505,461,315

Less: Inter Company Transaction

Outside Bangladesh

Meghna Bank PLC. (Note-5a)
Meghna Bank Securities Ltd

425,871,413	524,044,597
-	-
425,871,413	524,044,597
3,418,522,776	4,029,505,912

5a Balance with Other Banks and Financial Institutions

In Bangladesh (Note-5a.1)
Outside Bangladesh (Note-5a.2)

2,959,697,706	3,472,914,725
425,871,413	524,044,597
3,385,569,119	3,996,959,322

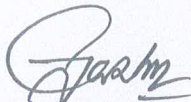
5a.1 In Bangladesh

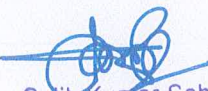
5a.1a Current Account

Trust Bank Limited, Gulshan Branch
Trust Bank Limited, Shatibari Branch
AL-Arafah Islami Bank PLC., Bormi Bazar Branch
Southeast Bank PLC., Bandura Branch
Eastern Bank PLC., Gulshan Branch
Social Islami Bank PLC., Sirajgonj Branch
Meghna Bank PLC., Principal Branch TCSA
City Bank PLC., Gulshan Branch TCSA
Mutual Trust Bank PLC., Tajgaon Branch TCSA
Jamuna Bank PLC., Kalampur Branch

31,632,436	2,153,983
97,954	98,644
2,001,435	1,970
5,617	5,617
-	3,890
19,110	19,110
14,268,831	17,875
398,138	1,144,005
40,726	-
14	14


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Syed Mizanur Rahma
Managing Director
Meghna Bank PLC

Agrani Bank PLC., Munshirhat Branch
 BRAC Bank PLC., Gulshan Branch
 Sonali Bank PLC., Local Office
 Sonali Bank PLC., Feni Branch
 Sonali Bank PLC., Sirajganj Branch
 Sonali Bank PLC., Kishoreganj Branch
 Sonali Bank PLC., Munshiganj Corporate Branch 2
 Sonali Bank PLC., Kushtia Corporate Branch
 Sonali Bank PLC., Rangpur Corporate Branch
 Sonali Bank PLC., Jashore Corporate Branch
 Sonali Bank PLC., Comilla Branch
 Sonali Bank PLC., Chehelgazi Branch

Amount in Taka	
2025	2024
18,027,904	9,508,840
402,428	402,428
8,653,303	5,657,343
15,013,799	13,982
6,625	1,970
7,017,392	19,008,543
5,840	5,062
16,002,053	15,111,089
8,081,074	12,368,971
5,671,821	11,053,149
99,019	99,975
69,700	69,700
127,515,219	76,746,160

5a.1b Special Notice Deposits

Mercantile Bank PLC., Agrabad Branch
 Meghna Bank PLC., Special Fund
 NCC Bank PLC., Laldighirpar Branch
 Trust Bank Limited, Gulshan Corporate Branch
 Sonali Bank PLC., Nalchity Branch
 Sonali Bank PLC., Mithapukur Branch

93,014,261	35,377,844
57,700,654	42,931,267
354,504	6,323,163
287,413,243	63,590,224
7,794	7,794
449,251	15,344,132
438,939,707	163,574,424

5a.1c FDR with Other Banks & Financial Institutions

FDR with Other Banks (Note-5a.1c.i)
 FDR with Financial Institutions (Note-5a.1c.ii)

571,427,678	495,000,000
1,821,815,102	2,737,594,141
2,393,242,780	3,232,594,141

5a.1c.i FDR with Other Banks

Padma Bank PLC.
 Modhumoti Bank PLC.
 Citizens Bank PLC.

371,427,678	295,000,000
100,000,000	-
100,000,000	200,000,000
571,427,678	495,000,000

5a.1c.ii FDR with Financial Institutions

IDLC Finance PLC.
 FAS Finance & Investment Ltd
 International Leasing Financial Service Limited
 GSP Finance Company (Bangladesh) Limited
 IPDC Finance Limited
 Lanka Bangla Finance PLC.

-	750,000,000
59,793,179	53,776,250
85,697,846	85,697,846
426,324,077	348,120,045
750,000,000	1,000,000,000
500,000,000	500,000,000
1,821,815,102	2,737,594,141
2,959,697,706	3,472,914,725

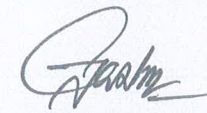
5a.2 Outside Bangladesh (NOSTRO Account)

Current Account

AB Bank Ltd, Mumbai, ACU
 Mashreq Bank p.s.c. New York, USD
 Mashreq Bank p.s.c. Dubai, AED
 Habib American Bank, New York, USD
 MCB Bank Limited, Karachi, Pakistan, ACU
 BANCA Popolare Di Sondrio, Sondrio, Italy, EURO
 Kookmin Bank, Seoul Korea, USD
 Kookmin Bank, Seoul Korea, GBP
 Kookmin Bank, Seoul Korea, CAD
 National Bank of Pakistan, Tokyo, Japan, JPY
 Kookmin Bank, Seoul Korea, AUD
 HDFC Bank Limited, Mumbai, India, ACU

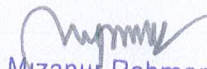
80,182,440	52,139,250
84,773,579	300,741,373
1,903,198	-
37,881,381	67,351,249
1,412,679	2,241,673
5,981,461	22,210,982
6,448,576	9,468,578
3,016,760	912,605
2,988,848	699,621
1,791,407	1,229,368
902,525	844,486
59,196,652	12,925,435


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 Managing Director
 Meghna Bank PLC

Bank Al Jazira, KSA, SAR
AXIS Bank Ltd. Kolkata, India, ACU
Bank of Huzhou Co. Ltd., CNY
Bhutan National Bank, ACU
Sonali Bank UK, ACU
Sonali Bank UK, USD
Sonali Bank UK, EUR
Sonali Bank UK, GBP
Agricultural Bank of China, CYN
Punjab National Bank, Kolkata, ACU

Amount in Taka	
2025	2024
951,887	4,473,351
32,005,389	19,804,013
539,369	504,626
262,076	3,456,078
33,626,076	
33,308,221	14,884,661
8,450,006	2,380,080
56,272	51,548
1,209,455	2,672,960
28,983,156	5,052,660
425,871,413	524,044,597

Currency wise Distribution:

Foreign Currency

USD/ACU
GBP
EUR
JYP
SAR
CYN
AED
CAD

BDT	Composition
398,982,749	93.69%
3,073,032	0.72%
14,431,468	3.39%
1,791,407	0.42%
951,887	0.22%
1,748,824	0.41%
1,903,198	0.45%
2,988,848	0.70%
425,871,413	100%

- 5a.3 In accordance with Bangladesh Bank Foreign Exchange Policy Department, Circular FEPD (DEMO/01/2005-677) dated 13 September 2005, the quarterly review of NOSTRO Accounts for the quarter ended 31 December 2025 reflect the true state of the NOSTRO Account entries which are correctly recorded. A separate audit certificate after review have also been given by the External auditor. Details of foreign currency amounts with exchange rates are presented in Annexure - C.

		As per Bank's Book		As per Correspondents' Book	
		Debit entries	Credit entries	Debit entries	Credit entries
No.	Amount	No.	Amount	No.	Amount
1	0.0003	29	3,689,001.60	12	46,733.52
Up to 3 months				74	2,338,646.64
From 03 months to 06 months	-	1	42,814.00		-
From 06 months to 09 months	-		-		-
From 09 months to 12 months	-		-		-
More than 12 months	-		-		-
1	0.0003	30	3,731,815.60	12	46,733.52
				74	2,338,646.64

5a.4 Maturity-wise Groupings of Balance with Other Banks and Financial Institutions

On Demand	553,386,631	564,340,301
Not more than 3 months	2,732,182,487	3,432,619,021
More than 3 months but less than 1 year	100,000,000	-
More than 1 year but less than 5 years	-	-
More than 5 years	-	-
	3,385,569,118	3,996,959,322

6 Consolidated Money at Call and Short Notice
Meghna Bank PLC. (Note-6a)
Meghna Bank Securities Ltd

-	850,000,000
-	-
-	850,000,000

6a Money at Call and Short Notice

With Bank

Janata Bank PLC.

-	650,000,000
-	650,000,000

With NBF

IPDC Finance Limited

-	200,000,000
-	200,000,000
-	850,000,000

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Meghna Bank PLC



7 Consolidated Investment:

Government Securities

Meghna Bank PLC. (Note-7a,ii,a)

Meghna Bank Securities Ltd

Other Investments

Meghna Bank PLC. (Note-7a,ii,b)

Meghna Bank Securities Ltd

Amount in Taka	
2025	2024

30,717,089,550	24,169,405,817
175,921,650	1,048,647,600
30,893,011,200	25,218,053,417

4,520,366,200	4,035,386,636
448,052,166	415,406,742
4,968,418,366	4,450,793,378
35,861,429,566	29,668,846,795

7a Investment:

i) Investment Classified as per Bangladesh Bank Circular:

Held for Trading (HFT)

Held to Maturity (HTM)

Other Investment

9,366,814,624	4,140,438,707
21,247,725,126	20,028,283,109
4,521,626,000	4,036,070,636
35,136,165,750	28,204,792,453

ii) Investment Classified as per Nature:

a) Government Securities:

1) Treasury Bills (HFT)

14 Days Treasury Bills

91 Days Treasury Bills

182 Days Treasury Bills

364 Days Treasury Bills

-	-
4,440,374,820	244,721,250
-	490,516,500
4,440,374,820	735,237,750

2) Government Bond (HTM & HFT)

2,5,10,15 & 20 Years Bonds (Note-7a.2)

Prize Bond In Hand

26,275,454,930	23,433,484,067
1,259,800	684,000
26,276,714,730	23,434,168,067
30,717,089,550	24,169,405,817

Total (1+2)

b) Other Investment

1) Investment in MAXCAP DPA-IDLC (Note - 7a.3)

2) Investment in Shares at cost (Note - 7a.4)

3) Investment in Shares at cost under Special Fund (Note - 7a.5)

4) Investment in Bond (Note - 7a.6)

496,309	477,745
3,114,279,103	3,589,396,004
465,851,507	445,512,887
939,739,281	-
4,520,366,200	4,035,386,636
35,237,455,750	28,204,792,453

7a.1 Maturity-wise Grouping of Investment:

On demand

Not more than 3 months

More than 3 months but less than 1 year

More than 1 year but less than 5 years

More than 5 years

-	-
5,672,988,474	1,031,755,083
1,809,191,031	2,088,450,806
3,664,719,660	2,521,587,878
24,090,556,586	22,562,998,686
35,237,455,750	28,204,792,453

7a.2 Government Bond

HTM

2 Years Bangladesh Government Treasury Bonds

5 Years Bangladesh Government Treasury Bonds

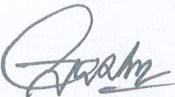
10 Years Bangladesh Government Treasury Bonds

15 Years Bangladesh Government Treasury Bonds

20 Years Bangladesh Government Treasury Bonds

-	-
-	-
1,390,287,011	1,247,467,935
6,491,679,377	6,808,837,235
13,153,968,738	11,870,687,940


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HFT

2 Years Bangladesh Government Treasury Bonds
5 Years Bangladesh Government Treasury Bonds
10 Years Bangladesh Government Treasury Bonds
15 Years Bangladesh Government Treasury Bonds
20 Years Bangladesh Government Treasury Bonds
Govt. Special Purpose Bonds - Encumbered

SUKUK BOND

5 Years Sukuk Bonds
7 Years Sukuk Bonds
Total

Amount in Taka	
2025	2024
590,524,211	276,986,360
134,320,964	-
745,484,376	-
209,216,452	2,412,325
124,486,801	3,395,272
3,122,407,000	3,122,407,000
26,275,454,930	23,433,484,067

7a.3 Investment in MAXCAP DPA-IDLC

Ordinary Share

Cash Balance

496,309	477,745
496,309	477,745

7a.4 Investment in Shares at cost

Quoted

British American Tobacco Company PLC.
BSRM Steels Limited
Eastern Bank PLC.
Global Islami Bank PLC.
Heidelberg Cement Bangladesh Limited
IDLC Finance PLC.
IFAD Autos Limited
Jamuna Oil Company Limited
Jamuna Bank PLC.
MJL Bangladesh PLC.
Robi Asiat Limited
Square Pharmaceuticals PLC.
Summit Power Limited
Titas Gas Transmission & Dist. Co. Limited
United Commercial Bank PLC.

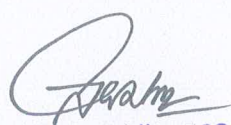
23,090,260	23,090,260
8,676,634	8,676,634
5,623,711	5,623,711
13,173,680	13,173,680
9,291,098	9,291,098
7,087,500	7,087,500
1,927,117	1,927,117
18,634,253	15,219,278
-	3,090,920
11,537,652	11,537,652
1,500,000	1,500,000
11,784,594	11,784,594
18,130,495	18,130,495
5,702,317	5,702,317
16,060,748	16,060,748
240,000,000	240,000,000
515,000,000	525,000,000
266,447,933	336,000,000
92,000,000	184,000,000
90,000,000	180,000,000
200,000,000	300,000,000
747,500,000	747,500,000
311,111,111	400,000,000
500,000,000	500,000,000
-	25,000,000
3,114,279,103	3,589,396,004

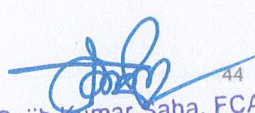
Unquoted - Preference Share

Karnaphuli Power Limited
Shah Cement Industries Limited
Baraka Shikalbaha Power Limited
Flamingo Fashions Limited
Jinnat Knitwears Limited
City Seed Crushing Industries Limited
Independent Export (BD) Limited
Dekko Accessories Limited
Star Ceramics Limited
Confidence Power Bogra Limited

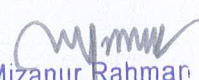


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7a.5 Investment in Shares at cost under Special Fund

Quoted

British American Tobacco Company PLC.
City Bank PLC.
Grameen Phone Limited
IDLC Finance PLC.
Jamuna Bank PLC.
Prime Bank PLC.
Eastern Bank PLC.
Jamuna Oil Company Bangladesh Limited
Bangladesh Shipping Corporation
Lafarge Holcim Bangladesh Limited
Renata Limited
Square Pharmaceuticals PLC.
Summit Power Limited

Amount in Taka	
2025	2024
128,910,464	128,910,464
3,568,762	1,121,074
74,304,959	74,304,959
60,707,730	60,707,730
1,962,174	12,300,298
-	5,860,615
16,750,836	-
11,476,179	-
1,161,628	-
9,450,451	4,749,422
40,739,613	40,739,613
48,227,860	48,227,861
68,590,851	68,590,851
465,851,507	445,512,887

Details of investment in share with market value are presented in Annexure - A.

7a.6 Investment in Bond

Rupali Bank Subordinated Bond 2
Lanka Bangla Finance 4th Zero Coupon Bond

900,000,000	-
39,739,281	-
939,739,281	-

B Consolidated Loans and Advances/ Investments

Meghna Bank PLC. (Note-8a)
Meghna Bank Securities Ltd

71,401,640,652	65,948,355,881
11,829,326	30,568,010
71,413,469,978	65,978,923,891
382,170,773	759,695,909
71,031,299,205	65,219,227,982

Less: Inter Company Transaction

Bills purchased and discounted

Meghna Bank PLC. (Note-8a)
Meghna Bank Securities Ltd

2,451,443,676	1,776,417,511
-	-
2,451,443,676	1,776,417,511
73,482,742,881	66,995,645,493

8a Loans and Advances/ Investments

i) Loans, Cash Credits, Overdraft, etc.

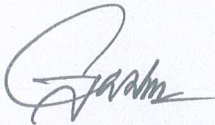
Inside Bangladesh

Cash Credit
Secured overdraft
General overdraft
Import finance
Export finance
Other Demand Loans
Hire Purchase Finance
Consortium/Syndicate Finance
House Building Loan
Credit Card A/C
General Term Loans
Agricultural and Rural Credit Scheme
SME Loans and Advances
Personal/Professionals Loan Scheme

4,005,489,237	4,270,649,842
2,579,093,089	1,805,802,294
5,783,518,938	7,199,879,855
6,401,033,069	7,244,274,692
101,342,960	37,740,925
19,774,285,472	21,283,131,174
247,154,628	686,911,497
1,427,338,998	1,008,858,977
1,920,590,983	2,279,438,992
2,846,201,176	1,985,503,265
23,104,353,447	15,808,976,175
1,081,639,497	680,934,867
1,689,787,263	1,213,713,799
439,811,895	442,539,527
71,401,640,652	65,948,355,881
71,401,640,652	65,948,355,881

Outside Bangladesh


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ii) Bills purchased and discounted

Payable Inside Bangladesh

Inland bills purchased and discounted

Payable outside Bangladesh

Foreign bills purchased and discounted

Amount in Taka	
2025	2024
2,450,366,283	1,771,162,597
1,077,393	5,254,914
2,451,443,676	1,776,417,511
73,853,084,328	67,724,773,392

8a.1 Net Loans and Advances/ Investments

Gross performing loans and advances/ Investments

Less:

Interest Suspense (Note-14a)

Provision for loans and advances/ Investments (Note-14a)

73,853,084,328	67,724,773,392
3,028,480,205	1,770,899,042
3,055,710,131	2,383,670,201
6,084,190,337	4,154,569,243
67,768,893,992	63,570,204,149

8a.2 Residual Maturity Grouping of Loans and Advances/ Investments Including Bills Purchased and Discounted

Re-payable on Demand

Not more than 3 months

Over 3 months but not more than 1 year

Over 1 year but not more than 5 years

Over 5 years

29,867,704,324	24,503,360,324
15,538,032,317	24,042,451,719
20,634,007,361	14,428,691,810
7,813,340,326	4,750,269,539
73,853,084,328	67,724,773,392

8a.3 Residual Maturity Grouping of Bills Purchased and Discounted

Re-payable:-

Within 1 month

Over 1 month but less than 3 months

Over 3 months but less than 6 months

6 months or more

187,472,824	135,850,564
1,068,642,663	774,382,687
1,073,857,097	778,161,281
121,471,092	88,022,979
2,451,443,676	1,776,417,511

8a.4 Loans and Advances/ Investments on the Basis of Significant Concentration:

(a) Advances to allied concern of Directors

(b) Advances to Chief Executives and Other Senior Officers

(c) Advances to Customer Groups:

i) Commercial Lending

ii) Export Financing

iii) House Building Loan

iv) Retail Loan

v) Small and Medium Enterprises

vi) Special Program Loan

v) Industrial Loans Details (Note-8a.4a)

vi) Others Loan

vii) Other Loans and Advances/ Investments (SOD)

299,297,670	278,785,600
4,005,489,237	2,432,953,480
101,342,960	789,359,058
1,807,308,221	1,750,476,601
3,420,620,021	3,214,243,689
12,730,360,688	1,349,241,853
-	-
33,822,969,983	43,717,524,826
15,085,684,909	13,323,106,159
2,580,010,639	869,082,126
73,553,786,658	67,445,987,792
73,853,084,328	67,724,773,392

8a.4a Details of Industrial Loans and Advances/ Investments

i) Agricultural industries

ii) Textile industries

iii) Food and allied industries

iv) Pharmaceutical industries

v) Leather, Chemical, Cosmetics etc

iv) Tobacco industries

v) Cement and Ceramic industries

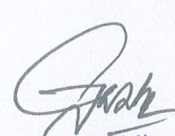
vi) Service industries

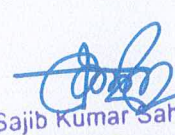
vii) Transport and Communication Industries

viii) Other industries including bills purchased and discounted

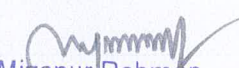
1,081,639,497	-
787,001,939	1,661,722,111
6,470,304,222	7,885,268,824
2,432,863,660	3,537,728,098
931,715,556	451,510,577
320,463,806	237,906,772
1,009,461,952	2,369,857,497
7,153,229,561	5,597,992,237
-	1,325,843,470
13,636,289,790	20,649,695,240
33,822,969,983	43,717,524,826


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Meghna Bank PLC.


Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.




Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

Amount in Taka	
2025	2024

8a.5 Details of Large Loans and Advances/ Investments

Advances allowed to individual customer exceeding 10% of Bank's total capital:

Total outstanding amount to customers at end of the year	2,811.66 Crore	2,490.95 Crore
Number of such types of customers	44	52
Amount of Classified Advances thereon	6.62 Crore	-
Measures taken for recovery	-	-

Each of the forty three customers exceeds the limit of 10% of Bank's total capital in the year 2025. 10% of Bank's total capital stood as on December 31, 2025 Tk. 89.70 crore.

A schedule of details large loans and advances is given in Annexure-D

8a.6 Sector-wise Classification of Loans and Advances/ Investments Including Bills Purchased and Discounted:

Public Sector	-	-
Co-Operative Sector	73,853,084,328	67,724,773,392
Private Sector	73,853,084,328	67,724,773,392

8a.7 Geographical Location-wise Loans and Advances/ Investments:

Area	As at 31 December 2025		As at 31 December 2024	
	Amount	Composition	Amount	Composition
i) Inside Bangladesh (Note-8a.8)				
a) In Rural Areas	2,893,877,100	3.92%	2,885,160,963	4.26%
b) In Urban Areas	70,959,207,228	96.08%	64,839,612,429	95.74%
Sub-total	73,853,084,328	100.00%	67,724,773,392	100.00%
ii) Outside Bangladesh	-	-	-	-
Total	73,853,084,328	100.00%	67,724,773,392	100.00%

8a.8 Inside Bangladesh

Division	As at 31 December 2025		As at 31 December 2024	
	Amount	Composition	Amount	Composition
Dhaka	60,234,098,180	81.56%	54,114,290,843	79.90%
Chittagong	9,984,487,716	13.52%	10,050,439,557	14.84%
Sylhet	292,089,975	0.40%	243,002,552	0.36%
Rajshahi	1,411,223,396	1.91%	1,430,717,004	2.11%
Rangpur	808,845,803	1.10%	782,302,043	1.16%
Khulna	988,006,290	1.34%	956,135,461	1.41%
Barisal	134,332,968	0.18%	147,885,932	0.22%
Total	73,853,084,328	100.00%	67,724,773,392	100.00%

8a.9 Grouping of Loans and Advances/ Investments as per Classification Rules of Bangladesh Bank:

Status	As at 31 December 2025		As at 31 December 2024	
	Amount	Composition	Amount	Composition
a) Unclassified				
Unclassified (including staff Loans)	66,617,920,305	90.20%	63,490,732,051	93.75%
Special Mention Account (SMA)	3,018,084,665	4.09%	997,654,017	1.47%
	69,636,004,970		64,488,386,068	
a) Classified				
Substandard	167,598,579	0.23%	249,114,734	0.37%
Doubtful	531,632,695	0.72%	142,676,370	0.21%
Bad or loss	3,517,848,084	4.76%	2,844,596,219	4.20%
	4,217,079,358		3,236,387,323	
Total	73,853,084,328	100.00%	67,724,773,392	100.00%

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Managing Director & CEO
DBH Finance PLC.

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Company Secretary
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EVP & Chief Financial Officer
Meghna Bank PLC.

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Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

Amount in Taka	
2025	2024

8a.10 Particulars of provision for Loans and Advances/ Investments:

Status	Rate	Basis for Provision		
Unclassified (Excluding staff Loans)	1%	50,085,484,837	504,784,604	484,539,822
Staff Loans	0%	-	-	-
Consumer Financing (Credit Card)	1%	2,748,154,071	27,481,570	38,351,528
Consumer Financing (Other than Credit Card)	1%	925,507,092	9,255,064	26,140,773
CMSME Finance	0.5% & 1%	9,708,919,974	66,635,923	23,005,120
Housing Finance	1%	1,152,249,857	11,522,492	13,805,262
Consumer Financing (Other than Housing Finance)	1%	380,114,490	3,801,139	550,461
Agricultural Credit (Other Than Short Term Agri)	1%	60,249,665	602,497	5,078,889
Short Term Agri. Credit	0.5% & 1%	1,068,108,340	5,340,542	6,701,930
Special Mention Account	0.5% & 5%	3,014,824,122	142,648,909	10,022,029
			772,072,740	608,195,814
Substandard	20%	57,042,583	17,851,398	20,548,518
Doubtful	50%	273,408,099	137,808,960	36,761,082
Bad or loss	100%	1,546,862,415	2,127,976,518	1,713,977,841
			2,283,636,877	1,771,287,441
Required provision for Loans and Advances/ Investments			3,055,709,617	2,379,483,254
Total provision maintained (Note-14a.1 (a) & (b))			3,055,710,131	2,383,670,201
Surplus Provision			515	4,186,947

The Bank has maintained both general provision and specific provision against Loans and Advances/Investments amounting to Tk. 3,055,710,132 (Note 14a.1(a) & (b)) as per approval of Bangladesh Bank vide letter no. BSD-8/(Wing-5)/54/2026-323 dated April 26, 2026.

8a.11 Particulars of provision for Off-Balance Sheet

Status	Basis for Provision	Rate	Rate
		1%	1%
Acceptances and Endorsements	6,703,140,259	67,031,403	33,357,753
Bills	2,639,572,888	-	-
Letters of Guarantee	10,838,811,832	108,388,118	110,445,491
Irrevocable Letters of Credit	10,019,222,199	100,192,222	106,000,937
Required provision for Off Balance Sheet Items	30,200,747,178	275,611,743	249,804,181
Provision maintained (Note-14a.1(c))		275,810,000	249,853,070
Surplus Provision		198,257	48,889

8a.12 Particulars of Loans and Advances/ Investments:

(i) Loans and Advances/ Investments considered good in respect of which the banking company is fully secured.	2,496,106,888	1,793,465,707
(ii) Loans and Advances/ Investments considered good for which the banking company holds no other security than the debtor's personal guarantee.	211,185,606	12,963,087,301
(iii) Loans and Advances/ Investments considered good and secured by personal undertaking of one or more parties in addition to the personal guarantee of the debtors.	3,093,051,172	52,968,220,384
(iv) Loans and Advances/ Investments adversely classified; provision not maintained there against.	5,800,343,666	67,724,773,392
(v) Loans and Advances/ Investments due by directors or officers of the banking company or any of them either separately or jointly with any other persons.	-	278,785,600
(vi) Loans and Advances/ Investments due from companies or firms in which the directors of the banking company have interest as directors, partners or managing agents or in the case of private companies as members.	-	-

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Meghna Bank PLC.



Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

	Amount in Taka	
	2025	2024
(vii) Maximum total amount of advances, including temporary advance made at any time during the year to directors or managers or officers of the banking company or any of them either separately or jointly with any other person.	10,147,775	-
(viii) Maximum total amount of advances including temporary advances granted during the period to the companies or firms in which the directors of the banking company have interest as directors, partners or managing agents or in the case of private companies as members.	-	-
(ix) Due from Banking Companies	-	-
(x) Classified Loans and Advances/ Investments	4,217,079,358	3,236,387,323
a) Amount of classified loans and advances/ investments on which interest/ profit has not been charged	3,281,386,673	2,143,335,359
b) Provision on classified loans and advances/ investments	2,283,636,876	1,771,500,000
c) Provision kept against loans and advances/ investments classified as bad loss	2,127,976,518	1,713,977,841
d) Interest credited to Interest suspense Account	3,028,480,205	1,770,899,042
(xi) Cumulative amount of written off Loans and Advances/ Investments	821,393,975	821,393,975

Ba.13 Preservation of Audited Financial Statements in Loan/Investments' File:

In compliance with BRPD circular no. 04 dated January 04, 2021, BRPD circular no. 35 dated July 06, 2021 and FRC letter no. 178/FRC/APR/2021/27(27), the bank are needed to preserve audited financial statements in respective loans & advance/ investments file. A summary of scenario has been given below:

Particulars	No. of File Approved During January to December, 2025	Preserved Audited FS	Rate of Compliance
New Loans & Advances/ Investments	27	25	93%
Loans & Advances/ Investments Renewal	166	157	95%

9 Consolidated Fixed Assets including Premises, Furniture & Fixtures

Cost:

Meghna Bank PLC. (Note-9a)	2,739,087,251	2,547,820,186
Meghna Bank Securities Ltd	29,275,563	58,109,275
	2,768,362,814	2,605,929,461

Accumulated Depreciation:

Meghna Bank PLC. (Note-9a)	1,339,544,654	1,309,137,599
Meghna Bank Securities Ltd	18,357,863	18,371,140
	1,357,902,517	1,327,508,739

Carrying value

	1,410,460,296	1,278,420,722
--	---------------	---------------

9a Fixed Assets Including Premises, Furniture & Fixtures

A. Cost:

Opening balance	2,547,820,186	2,146,079,573
Add: Addition during the year	513,196,277	541,622,262
Less: Disposal during the year	321,929,212	139,881,649
Closing balance at cost	2,739,087,251	2,547,820,186

B. Depreciation:

Opening balance	1,309,137,599	1,061,138,814
Add: Addition during the year	351,472,552	328,936,640
Less: Adjustment / disposal during the year	321,065,497	80,937,855
Accumulated Depreciation	1,339,544,654	1,309,137,599
Carrying value	1,399,542,597	1,238,682,587

A schedule of fixed assets is given in Annexure-B

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DBH Finance PLC.

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Company Secretary
Meghna Bank PLC.

Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.



Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

10 Consolidated Other Assets

Meghna Bank PLC. (Note-10a)
Meghna Bank Securities Ltd

Less: Inter Company Transaction

Amount in Taka	
2025	2024
2,174,236,580	1,677,788,534
1,228,648	39,147,000
2,175,465,228	1,716,935,534
755,840,452	774,082,536
1,419,624,776	942,852,998

10a Other Assets

Stock of Stationery, Stamps and Printing Materials etc. (valued at cost)
Advance Rent
Suspense Account (Note-10a.1)
Interest receivable (Note-10a.2)
Security Deposit
Advance against proposed Branch
Cash Remittance
Interest on Sanchaypatra
Receivable from MGBL Islamic Banking Project
Meghna Bank Securities Ltd - Share Investment
Meghna Bank Securities Ltd - Share Investment under Special Fund
Prepaid Expenses
Investment in Subsidiary (Note-10a.3)
Deferred Tax Assets (Note-10a.4)
BEFTN Adjustment Account
S/D RFA SEBL - Western Union
VMT to MGBL Settlement A/C
Balance with VISA Direct Account -USD
Receivable from Meghna Pay for transfer from Wallet
Receivable from Meghna Pay for cash withdrawal
Cash paid from Meghna Pay Wallet
Meghnaypay Receivable from BFI
Chargeback Account for VISA Cards
MGBL MFS Funding Account
Receivable from MiTP
Trans-Fast-Remittance Payment Account
Advance against Assets
Protested Bills
Accrued Income on Sale of Sanchayapatra
Accrued Income on OBU
Accrued Income on Accepted Bill
Accrued Income on Shares and ACS

33,414,625	21,151,952
195,192,790	137,095,062
197,033,742	130,111,234
444,859,117	265,994,633
225,955	225,955
-	6,415,243
7,000,000	5,000,000
1,969	43,057
-	39,000
278,876	289,026
5,561,676	23,793,609
7,623,280	7,724,597
749,999,900	749,999,900
196,947,516	72,172,971
479,130	622,839
669,132	550,562
1,865,540	3,295,325
7,033,055	-
134,943	216,405
2,300	100
10,000	10,000
-	113,920
9,747,222	15,706,950
24,950	13,800
123,387,999	123,387,999
-	120,604
1,620,000	9,670,000
9,460,188	-
593,974	496,615
(2,510,543)	-
8,659,169	4,912,790
174,920,075	98,614,386
2,174,236,580	1,677,788,534

10a.1 Suspense Account:

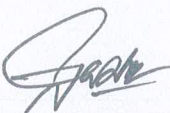
Sundry Debtors
Advance against TA/DA
Advance against Petty Cash
Advance Against Suits/ Cases for NPL A/C
Encashment of Sanchayapatra
Settlement A/C for Credit Card Fund Transfer Through I-Banking
IBFT Other Bank Account to MGBL Account NPSB
IBFT Other Bank Account to MGBL Account QCASH
IBFT Other Bank Account/Card to MGBL Card NPSB

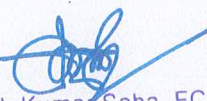
26,736,188	32,356,881
103,160	-
60,000	35,000
25,122,080	18,954,374
-	50,000
386,202	739,225
125,023,348	66,271,577
5,143,506	2,235,953
14,459,258	9,468,224
197,033,742	130,111,234

The detail breakup of unadjusted suspense accounts are given below:



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Meghna Bank PLC.

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Syed Mizanur Rahma
Managing Director
Meghna Bank PLC

		Amount in Taka				
		2025	2024			
Amount in Taka						
Sl	Breakup	Less than 03 months	03 months to less than 06 months	06 months to less than 09 months	09 months to less than 12 months	12 months and more
1	Sundry Debtors	9,847,750	530,000	-	-	16,358,438
2	Advance against TA/DA	82,560	20,600	-	-	-
3	Advance against Petty Cash	60,000	-	-	-	-
4	Advance Against Suits/ Cases for NPL A/C	1,247,679	369,895	3,075,943	2,163,861	18,264,703
5	Encashment of PSP/BSP/BG	-	-	-	-	-
6	Others	145,012,314	-	-	-	-
	Grand Total	156,250,303	920,495	3,075,943	2,163,861	34,623,141

10a.2 Interest Receivable:

Interest Receivable from Other Banks and NBFIs
Interest Receivable on SND Account
Interest Receivable on Call Loan
Interest Receivable from Bangladesh Bank
Interest Receivable on Treasury Bills, Bonds & Others

22,713,598	26,527,532
-	57,500
-	499,444
8,224,829	10,947,276
413,920,690	227,962,881
444,859,117	265,994,633

10a.3 Investment in Subsidiary:

Meghna Bank PLC. holds 74,99,999 number of ordinary shares of Meghna Bank Securities Limited with a face value of Tk. 100 each which is equivalent to 99.99% of total shares of the company.

10a.4 Deferred Tax Assets:

Balance at the beginning of the year
Add: Addition during the year (Note-10a.4.i)
Balance at the end of the year

72,172,971	59,015,325
124,774,545	13,157,646
196,947,516	72,172,971

10a.4.i Deferred Tax on Fixed Assets

Carrying Amount
Tax Base
Deductible Temporary Difference
Effective Tax Rate
Deferred Tax Assets

456,152,440	522,520,577
684,246,229	702,953,004
228,093,789	180,432,427
40%	40%
91,237,516	72,172,971

10a.4.ii Deferred Tax on Provision for Investment in Securities

Carrying Amount
Tax Base
Deductible Temporary Difference
Effective Tax Rate
Deferred Tax Assets

264,275,000	-
-	-
264,275,000	-
40%	-
105,710,000	-

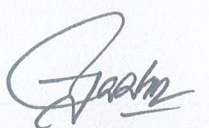
10a.4.i Deferred Tax Income

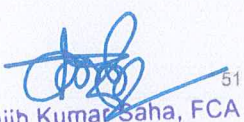
Closing Balance of Deferred Tax Assets
Opening Balance of Deferred Tax Assets
Deferred Tax Income

196,947,516	72,172,971
72,172,971	59,015,325
124,774,545	13,157,646



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Meghna Bank PLC

10a.5 Non-Income Generating Other Assets:

Stock of Stationery, Stamps and Printing Materials etc. (valued at cost)
Advance Rent
Suspense Account (Note-10a.1)
Interest receivable (Note-10a.2)
Security Deposit
Advance against proposed Branch
Cash Remittance
Interest on Sanchaypatra
Receivable from MGBL Islamic Banking Project
Meghna Bank Securities Ltd - Share Investment
Meghna Bank Securities Ltd - Share Investment under Special Fund
Prepaid Expenses
Deferred Tax Assets (Note-10a.4)
BEFTN Adjustment Account
S/D RFA SEBL - Western Union
VMT to MGBL Settlement A/C
Balance with VISA Direct Account -USD
Receivable from Meghna Pay for transfer from Wallet
Receivable from Meghna Pay for cash withdrawal
Cash paid from Meghna Pay Wallet
Meghnabay Receivable from BFI
Chargeback Account for VISA Cards
Receivable from MITP
MGBL MFS Funding Account
Trans-Fast-Remittance Payment Account
Advance against Assets
Protested Bills
Accrued Income

Amount in Taka	
2025	2024
33,414,625	21,151,952
195,192,790	137,095,062
197,033,742	130,111,234
444,859,117	265,994,633
225,955	225,955
-	6,415,243
7,000,000	5,000,000
1,969	43,057
-	39,000
278,876	289,026
5,561,676	23,793,609
7,623,280	7,724,597
196,947,516	72,172,971
479,130	622,839
669,132	550,562
1,865,540	3,295,325
7,033,055	-
134,943	216,405
2,300	100
10,000	10,000
-	113,920
9,747,222	15,706,950
123,387,999	123,387,999
24,950	13,800
-	120,604
1,620,000	9,670,000
9,460,188	-
181,662,675	104,023,791
1,424,236,680	927,788,634

11 Consolidated Borrowings from other Banks & Financial Institutions and Agents

Meghna Bank PLC. (Note-11a)
Meghna Bank Securities Ltd

8,752,547,938	6,752,898,868
382,170,773	759,695,909
9,134,718,711	7,512,594,777
382,170,773	759,695,909
8,752,547,938	6,752,898,868

Less: Inter Company Transaction

11a Borrowings from other Banks & Financial Institutions and Agents

In Bangladesh (Note-11a.1)
Outside Bangladesh

8,752,547,938	6,752,898,868
-	-
8,752,547,938	6,752,898,868

11a.1 In Bangladesh

Borrowing from Bangladesh Bank
NRB Bank Limited
Jamuna Bank PLC.
One Bank PLC.
Shimanto Bank PLC.
Modhumoti Bank PLC.
Trust Bank PLC.
Bangladesh Development Bank PLC
Mercantile Bank PLC
Citizens Bank PLC

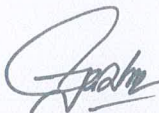
6,202,796,338	4,972,898,868
171,239,600	-
489,256,000	120,000,000
122,314,000	240,000,000
300,000,000	100,000,000
744,628,000	300,000,000
-	360,000,000
200,000,000	300,000,000
-	360,000,000
522,314,000	-
8,752,547,938	6,752,898,868

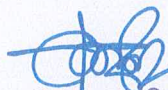
11a.2 Security against Borrowings from other Banks & Financial Institutions and Agents

Secured
Unsecured

-	-
8,752,547,938	6,752,898,868
8,752,547,938	6,752,898,868


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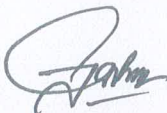
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Syed Mizanur Rahman
 Managing Director
 Meghna Bank PLC

		Amount in Taka	
		2025	2024
11a.3 Maturity grouping of Borrowings from other Banks & Financial Institutions and Agents			
Payable on demand	-	-	-
Up to 1 Month	2,904,821,453	1,780,000,000	
Over 1 Month but within 3 Months	408,255,178	497,289,886	
Over 3 Months but within 1 Year	302,234,206	994,579,774	
Over 1 Year but within 5 Years	2,740,716,520	3,481,029,208	
Over 5 Years	2,396,520,581	-	
	8,752,547,938	6,752,898,868	
12 Consolidated Deposits and Other Accounts			
Current/Al-Wadeeah Current Accounts & Other Accounts:			
Meghna Bank PLC. (Note-12a)	21,410,460,167	18,441,615,819	
Meghna Bank Securities Ltd	-	-	
	21,410,460,167	18,441,615,819	
Less: Inter Company Transaction	-	-	
	21,410,460,167	18,441,615,819	
Bills Payable:			
Meghna Bank PLC. (Note-12a)	553,956,661	393,500,799	
Meghna Bank Securities Ltd	-	-	
	553,956,661	393,500,799	
Savings/Mudaraba Saving Deposits:			
Meghna Bank PLC. (Note-12a)	4,541,413,811	4,194,021,552	
Meghna Bank Securities Ltd	-	-	
	4,541,413,811	4,194,021,552	
Fixed Deposits/ Mudaraba Term Deposit:			
Meghna Bank PLC. (Note-12a)	68,570,530,925	63,809,055,610	
Meghna Bank Securities Ltd	-	-	
	68,570,530,925	63,809,055,610	
	559,384,547	58,335,706	
	68,011,146,378	63,750,719,903	
Less: Inter Company Transaction	94,516,977,017	86,779,858,073	
12a Deposits and Other Accounts			
1) Deposits from banks	2,801,262,987	1,351,613,403	
2) Deposits from customers	92,275,098,577	85,486,580,377	
	95,076,361,564	86,838,193,780	
1) Deposits from banks			
i) Current/Al-Wadeeah Current Accounts & Other Accounts			
Current/Al-Wadeeah Current Accounts	-	-	
Foreign Currency Deposits	-	-	
Sundry Deposits [Note Y]	1,262,987	1,613,403	
	1,262,987	1,613,403	
ii) Bills Payable:			
Payable inside Bangladesh	-	-	
Payable outside Bangladesh	-	-	
	-	-	
iii) Savings/Mudaraba Saving Deposits:			
Savings/Mudaraba Saving Deposits	-	-	
	-	-	
iv) Fixed Deposits/ Mudaraba Term Deposit:			
Fixed Deposits/ Mudaraba Term Deposit	2,800,000,000	1,350,000,000	
Short Notice Deposits	-	-	
Scheme Deposit [Note-X]	-	-	
	2,800,000,000	1,350,000,000	
	2,801,262,987	1,351,613,403	
2) Deposits from customer			
i) Current/Al-Wadeeah Current Accounts & Other Accounts:			
Current/Al-Wadeeah Current Accounts	17,315,314,570	13,191,881,018	
Foreign Currency Deposits	564,575,167	268,586,071	
Sundry Deposits [Note Y]	3,529,307,443	4,979,535,327	
	21,409,197,180	18,440,002,416	


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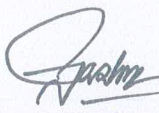
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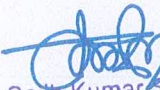



Syed Mizanur Rahman
 Managing Director
 Meghna Bank PLC

		Amount in Taka	
		2025	2024
ii) Bills Payable:			
Payable inside Bangladesh		553,511,440	393,063,999
Payment Order Issued		553,511,440	393,063,999
Payable outside Bangladesh		445,221	436,800
		445,221	436,800
		553,956,661	393,500,799
iii) Savings/Mudaraba Saving Deposits:			
Savings/Mudaraba Saving Deposits		4,541,413,811	4,194,021,552
		4,541,413,811	4,194,021,552
iv) Fixed Deposits/ Mudaraba Term Deposit:			
Fixed Deposits/ Mudaraba Term Deposit		45,246,558,294	44,684,207,689
Short Notice Deposits		6,080,742,902	8,466,811,167
Scheme Deposit [Note-X]		14,443,229,729	9,308,036,754
		65,770,530,925	62,459,055,610
		92,275,098,577	85,486,580,377
X Scheme Deposits:			
Deposit Pension Scheme/ Mudaraba Deposit Pension Scheme		3,576,388,269	3,481,086,552
Meghna Millionaire Scheme		63,635,191	61,070,295
Meghna Kotipoti Scheme		12,679,702	10,330,748
Meghna Child Education Plan		35,968,895	41,944,748
Monthly Income Scheme Deposit/ Mudarabah Monthly Income Scheme		6,124,413,333	3,153,839,500
Mudaraba Super Saving Scheme		8,450,689	6,228,410
Mudaraba Bibaho Scheme		179,944	132,946
Mudaraba Hajj Scheme		679,210	388,820
Mudaraba Mohor Scheme		29,000	17,000
Meghna Money Builder Scheme		2,513,678	2,354,800
Meghna Multiplier Scheme		4,618,291,818	2,550,642,935
		14,443,229,729	9,308,036,754
12a.1 Deposits and Other Accounts:			
Current/Al-Wadeeah Current Accounts & Other Accounts:			
a) Deposits from banks		1,262,987	1,613,403
b) Deposits from customers		21,409,197,180	18,440,002,416
		21,410,460,167	18,441,615,819
Bills Payable			
a) Deposits from banks		-	-
b) Deposits from customers		553,956,661	393,500,799
		553,956,661	393,500,799
Savings/Mudaraba Saving Deposits:			
a) Deposits from banks		-	-
b) Deposits from customers		4,541,413,811	4,194,021,552
		4,541,413,811	4,194,021,552
Fixed Deposits/ Mudaraba Term Deposit:			
a) Deposits from banks		2,800,000,000	1,350,000,000
b) Deposits from customers		65,770,530,925	62,459,055,610
		68,570,530,925	63,809,055,610
Y. Sundry Deposits			
Margin on letter of guarantee		384,858,668	280,548,231
Margin on letter of credit		1,128,655,007	1,512,303,719
VAT/Tax/Excise duty payable to Government Authority		429,825,941	433,583,210
Others		1,587,230,814	2,754,713,570
		3,530,570,430	4,981,148,730

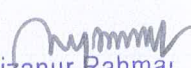

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 Meghna Bank PLC

12a.2 Maturity wise classification of Deposits are as under with a residual maturity of:

Repayable on demand
Within 1 month
Over 1 month but not more than 6 months
Over 6 months but not more than 1 year
Over 1 year but not more than 5 years
Over 5 years

Amount in Taka	
2025	2024
672,338,396	611,216,724
1,206,472,003	7,595,964,256
22,475,853,010	20,810,975,010
30,723,854,577	26,176,794,089
15,068,239,462	5,510,692,399
24,929,604,116	26,132,551,302
95,076,361,564	86,838,193,780

13 Non-Convertible Subordinated Bonds

Balance at the beginning of the year
Add: Issue during the year
Less : Redemption during the year

1,500,000,000	1,800,000,000
400,000,000	300,000,000
1,100,000,000	1,500,000,000

The Bank issued Non-Convertible Fully Redeemable Unsecured Subordinated Coupon Bearing Bonds of Tk. 200 crore after obtaining approval from Bangladesh Securities and Exchange Commission and Bangladesh Bank which is strengthen the capital base of the bank and inclusion of Tier-II capital under BASEL-III.

Features of 1st MGBL Non-Convertible Subordinated Bonds

Particulars	Features of 1st MGBL Non-Convertible Subordinated Bonds														
Issuer	Meghna Bank PLC.														
Lead Arranger	RSA Advisory Limited														
Trustee	MTB Capital Limited														
Tenure of Bond	5 years from the date of issuance														
Issue Size	BDT 200 Crore (Two Hundred Crore)														
Totals Bonds to be issued	200 (Two Hundred only)														
Coupon Rate	Reference Rate + Coupon Margin														
Reference Rate	Latest average 6-month FDR rate of all private commercial banks excluding Islamic banks & foreign banks as published by Bangladesh Bank on the quotation day.														
Coupon Margin	2.50%														
Range of Coupon Rate	7.00% to 9.00%, at all times														
Coupon Payment	Semi-annually starting after 6 months from the drawdown date														
Repayment Schedule	Face Value (principal) redemptions will be in 5 (five) equal annual tranches commencing at the end of 1 st year from the date of drawdown in the following manner. <table> <tr> <th>Year</th><th>Redemption</th></tr> <tr> <td>1</td><td>10%</td></tr> <tr> <td>2</td><td>15%</td></tr> <tr> <td>3</td><td>20%</td></tr> <tr> <td>4</td><td>25%</td></tr> <tr> <td>5</td><td>30%</td></tr> <tr> <td>Total</td><td>100%</td></tr> </table>	Year	Redemption	1	10%	2	15%	3	20%	4	25%	5	30%	Total	100%
Year	Redemption														
1	10%														
2	15%														
3	20%														
4	25%														
5	30%														
Total	100%														
Prepayment, Call Refunding, Conversion Features	The Bond is non-convertible and not-callable in nature and has no prepayment option.														

List of Investors

Name of the Investor	Issued Date	Issued Amount	Outstanding	
			December 31, 2025	December 31, 2024
Janata Bank PLC.	6-Jan-22	1,000,000,000	550,000,000	750,000,000
Sonali Bank PLC.	6-Jan-22	500,000,000	275,000,000	375,000,000
Brac Bank PLC.	17-Jan-22	200,000,000	110,000,000	150,000,000
Agrani Bank PLC.	3-Mar-22	300,000,000	165,000,000	225,000,000
Total		2,000,000,000	1,100,000,000	1,500,000,000

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14 Consolidated Other Liabilities

Meghna Bank PLC. (Note-14a)
Meghna Bank Securities Ltd

Less: Inter Company Transaction

Amount in Taka	
2025	2024
9,903,478,130	7,318,777,579
470,959,483	862,456,295
10,374,437,613	8,181,233,874
388,011,325	783,778,544
9,986,426,287	7,397,455,330

14a Other Liabilities

Interest Payable on Deposits & Borrowings
Provision for Loans and Advances/ Investments (Note-14a.1 (a) & (b))
Provision for Off-Balance Sheet items (Note-14a.1 (c))
Provision for other Assets (Note-14a.1 (d))
Provision for Investment in Securities (Note-14a.1 (e))
Interest Suspense A/C (Note-14a.1 (f))
Provision for Taxation (Note-14a.2)
Lease Obligation on ROU Assets
Start-Up Fund (Note-14a.3)
Non-Resident Accounts
Settlement with NPSB
BEFT Settlement Account
Agent Monitoring & Collection Account
Provision for Gratuity
Payable against CPV
MGBL General Account
Payable to B-KASH
Payable against Gift Solution
Digital Channels-Transaction Settlement
MGBL MFS Payable Accounts
Compensation Realisable Account of IBW
Compensation and Penalty Realised Account of IBW
Adjusting Account Credit

1,661,014,228	1,327,119,645
3,055,710,131	2,383,670,201
275,810,000	249,853,070
172,894,438	167,894,438
264,275,000	51,400,000
3,028,480,205	1,770,899,042
172,976,658	448,247,954
900,226,715	672,998,569
22,493,149	22,378,641
22,030	-
50,445	50,445
5,547,402	1,622,501
100,500	100,500
75,500,000	-
71,000	40,600
89,283	1,670,008
3,960,453	2,658,005
20,159	20,159
580	-
1,623,755	1,623,755
89,610,416	25,432,425
28,204,147	1,876,514
144,797,436	189,221,107
9,903,478,130	7,318,777,579

14a.1 Provision for Loans and Advances/ Investments:

(a) Provision on Classified Loans and Advances/ Investments:

Provision held at the beginning of the year
Less: Adjustment due to written off
Add: Recovery from Loans and Advances written off earlier
Add: Specific Provision made/(released) during the year
Provision held at the end of the year

1,771,500,000	1,002,297,664
-	(18,999,380)
555,300	62,000
511,581,576	788,139,716
2,283,636,876	1,771,500,000

(b) General Provision on Unclassified Loans and Advances/ Investments

Provision held at the beginning of the year
Provision transferred to provision on Classified Loans and Advances/ Investments
Provision made/ (released) during the year
Balance at the end of the year

612,170,201	477,742,188
-	-
159,903,054	134,428,013
772,073,255	612,170,201

Total Provision for Loans and Advances/ Investments (a+b)

3,055,710,131	2,383,670,201
----------------------	----------------------

(c) General Provision on Off-Balance Sheet items:

Provision held at the beginning of the year
Provision made/ (released) during the year
Balance at the end of the year

249,853,070	140,636,314
25,956,930	109,216,756
275,810,000	249,853,070

(d) Provision for other Assets:

Provision held at the beginning of the year
Provision made/ (released) during the year
Balance at the end of the year

167,894,438	162,894,438
5,000,000	5,000,000
172,894,438	167,894,438

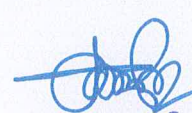
(e) Provision for Investment in Securities:

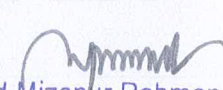
Provision held at the beginning of the year
Provision made/ (released) during the year
Balance at the end of the year

51,400,000	38,000,000
212,875,000	13,400,000
264,275,000	51,400,000


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Amount in Taka	
2025	2024

(f) Interest Suspense Account:
Balance at the beginning of the year
Amount transferred to interest suspense account during the year
Amount written off/ waived during the year
Balance at the end of the year

1,770,899,042	1,149,057,338
1,257,581,163	621,841,704
-	-
3,028,480,205	1,770,899,042

14.2 Consolidated Provision for Taxation

Provision for Current tax

Meghna Bank PLC. (Note-43a.2)
Meghna Bank Securities Ltd

446,344,774	727,346,854
61,509,611	46,420,653
507,854,385	773,767,507

Advance tax

Meghna Bank PLC. (Note-14a.2)
Meghna Bank Securities Ltd

273,368,116	279,098,900
45,668,303	34,747,516
319,036,419	313,846,416
188,817,966	459,921,091

Balance at the end of the year

Consolidated Provision for Taxation Addition

Meghna Bank PLC. (Note-14a.2)
Meghna Bank Securities Ltd

195,000,000	440,000,000
22,410,037	24,548,928
217,410,037	464,548,928

14a.2 Provision for Taxation

Provision for Current tax

Balance at the beginning of the year
Less: Settlement of Income tax for the Income year 2021
Less: Settlement of Income tax for the Income year 2023
Less: Settlement of Income tax for the Income year 2024
Add: Provision made during the year

727,346,854	480,779,657
-	17,458,312
48,010,800	175,974,491
427,991,280	-
195,000,000	440,000,000
446,344,774	727,346,854

Advance tax

Balance at the beginning of the year
Add: Paid during the year
Less: Settlement of Income tax for the Income year 2024
Less: Settlement of Income tax for the Income year 2023

279,098,900	223,336,052
387,295,054	231,737,339
382,314,338	-
10,711,500	175,974,491
273,368,116	279,098,900
172,976,658	448,247,954

Balance at the end of the year

14a.3 Start-Up Fund

Opening balance
Add: Addition for the year

22,378,641	17,730,413
114,508	4,648,228
22,493,149	22,378,641

15a Capital

15a.1 Authorized Capital:

200,00,00,000 ordinary shares of Tk. 10 each

20,000,000,000	20,000,000,000
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15a.2 Issued, Subscribed and Paid up Capital:

The Paid-up Capital of the Bank is Tk. 5,573,206,290 divided into 557,320,629 Ordinary Shares of Tk. 10 each

5,573,206,290	5,573,206,290
---------------	---------------

Issued for cash: shares of Tk. 10 each in the year 2013
Issued other than cash: bonus shares of Tk. 10. each for the year 2017
Issued other than cash: bonus shares of Tk. 10. each for the year 2020
Issued for cash: shares of Tk. 10 each in the year 2022
Issued other than cash: bonus shares of Tk. 10. each for the year 2023

4,433,000,000	4,433,000,000
265,980,000	265,980,000
328,928,600	328,928,600
409,365,900	409,365,900
135,931,790	135,931,790
5,573,206,290	5,573,206,290

Holding

Sponsor Shareholders Group-A

100%

5,573,206,290	5,573,206,290
5,573,206,290	5,573,206,290

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15.3 Consolidated Capital Adequacy:

Position of capital adequacy are given below:-

a) Core Capital (Tier-I):

- i) Paid-up Capital (Note-15a.2)
- ii) Statutory Reserve (Note-16)
- iii) Retained Earnings (Note-18)
- iv) Non-Controlling Interest (Note-19)

Amount in Taka	
2025	2024
5,573,206,290	5,573,206,290
1,386,975,878	1,371,671,396
292,802,567	329,373,864
104	109
7,252,984,839	7,274,251,660

Regulatory Adjustment

- i) Adjustment of Goodwill and all other Intangible Assets
- i) Deferred Tax adjustment

(85,748,488)	(97,598,369)
(105,710,000)	-
(191,458,488)	(97,598,369)
7,061,526,351	7,176,653,291

b) Supplementary Capital (Tier-II):

- i) General Provision (Note 14a)
- ii) Non-Convertible Subordinated Bonds

1,048,841,679	862,402,491
880,000,000	1,200,000,000
1,928,841,679	2,062,402,491
8,990,368,030	9,239,055,782

c) Total Capital (a + b)

- d) Total Risk Weighted Assets (Note-15.4)
- e) Required Capital
- f) Total Capital Surplus (c-e)

65,371,031,040	61,513,670,523
8,171,378,880	7,689,208,815
818,989,150	1,549,846,966

Capital Adequacy Ratio:

Particulars	2025 (Under Basel III)		2024 (Under Basel III)	
	Requirement	Maintained	Requirement	Maintained
Core Capital	6.00%	10.80%	6.00%	11.67%
Supplementary Capital		2.95%		3.35%
Total	12.50%	13.75%	12.50%	15.02%

15.4 Consolidated Risk Weighted Assets (RWA) for

1. Credit Risk

- On-Balance Sheet
- Off-Balance Sheet

52,695,529,281	48,490,388,680
6,588,168,952	7,474,644,392
755,430,710	593,452,979

2. Market Risk

3. Operational Risk

5,331,902,097	4,955,184,473
---------------	---------------

Total Consolidated Risk Weighted Assets (1+2+3)

65,371,031,040	61,513,670,523
-----------------------	-----------------------

15a.5 Capital Adequacy:

Position of capital adequacy are given below:-

a) Core Capital (Tier-I):

- i) Paid-up Capital (Note-15a.2)
- ii) Statutory Reserve (Note-16)
- iii) Retained Earnings (Note-18a)

5,573,206,290	5,573,206,290
1,377,781,347	1,366,445,058
282,666,441	282,666,441
7,233,654,078	7,222,317,789

Regulatory Adjustment

- i) Adjustment of Goodwill and all other Intangible Assets
- i) Deferred Tax adjustment

(85,583,642)	(97,295,403)
(105,710,000)	-
(191,293,642)	(97,295,403)
7,042,360,436	7,125,022,386

b) Supplementary Capital (Tier-II):

- i) General Provision (Note 14a)
- ii) Non-Convertible Subordinated Bonds

1,047,883,255	862,023,271
880,000,000	1,200,000,000
1,927,883,255	2,062,023,271
8,970,243,691	9,187,045,658

c) Total Capital (a + b)

- d) Total Risk Weighted Assets (Note-15a.6)
- e) Required Capital
- f) Total Capital Surplus (c-e)

65,149,799,341	61,009,463,116
8,143,724,918	7,626,182,889
826,518,774	1,560,862,769

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Meghna Bank PLC.

Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

Amount in Taka	
2025	2024

Capital Adequacy Ratio:

Particulars	2025 (Under Basel III)		2024 (Under Basel III)	
	Requirement	Capital Maintained	Requirement	Capital Maintained
Core Capital	6.00%	10.81%	6.00%	11.68%
Supplementary Capital		2.96%		3.38%
Total	12.50%	13.77%	12.50%	15.06%

15a.6 Risk Weighted Assets (RWA) for

1. Credit Risk

On-Balance Sheet
Off-Balance Sheet

2. Market Risk

3. Operational Risk

Total Risk Weighted Assets (1+2+3)

52,695,529,281	48,490,388,680
6,588,168,952	7,474,644,392
649,915,705	514,228,821
5,216,185,403	4,530,201,224
65,149,799,341	61,009,463,116

16 Consolidated Statutory Reserve

Meghna Bank PLC. (Note-16a)
Meghna Bank Securities Ltd

1,377,781,347	1,366,445,058
9,194,531	5,226,338
1,386,975,878	1,371,671,396

16.1 Consolidated Statutory Reserve Addition During the Year

Meghna Bank PLC. (Note-16a)
Meghna Bank Securities Ltd

11,336,289	178,333,025
3,968,193	48,205
15,304,482	178,381,230

16a Statutory Reserve

Opening balance

Add: Addition during the year (20% of Pre-tax profit)

1,366,445,058	1,188,112,033
11,336,289	178,333,025
1,377,781,347	1,366,445,058

17 Other Reserve (Revaluation of HFT & HTM Securities)

HTM Securities (Note 17.1)
HFT Securities (Note 17.2)

-	-
57,418,436	3,182,372
57,418,436	3,182,372

17.1 HTM Securities

Opening balance

Add: Gain from revaluation on investment

Less: Adjustment for sale/maturity of securities

-	-
-	-
-	-
-	-

17.2 HFT Securities

Opening balance

Add: Gain from revaluation on investment

Less: Adjustment for sale/maturity of securities

3,182,372	154,930
54,236,064	3,027,442
-	-
57,418,436	3,182,372

18 Consolidated Retained Earnings

Meghna Bank PLC. (Note-18a)
Meghna Bank Securities Ltd

Less: Non-controlling Interest

282,666,441	282,666,441
10,136,130	46,707,432
292,802,571	329,373,873
4	9
292,802,567	329,373,864

18.1 Consolidated Current year retained Earnings

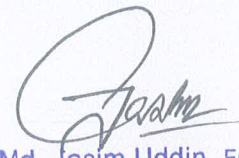
Current Year

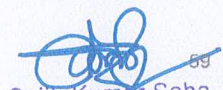
Meghna Bank PLC. (Note-18a)
Meghna Bank Securities Ltd

Less: Non-Controlling Interest

-	281,841,518
38,428,698	39,633,721
38,428,698	321,475,239
6	5
38,428,692	321,475,234


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Meghna Bank PLC.




Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

18a Retained Earnings of the Bank

Opening balance
Less: Dividend Paid
Add: Transfer from Profit & Loss Account

Amount in Taka	
2025	2024
282,666,441	680,484,163
-	679,659,240
-	281,841,518
<u>282,666,441</u>	<u>282,666,441</u>

Consolidated Retained Earnings Brought Forward from Previous Year

Balance of 01 January
Less: Transfer to Start-Up Fund
Less: Dividend paid

329,373,864	687,557,870
-	-
37,500,000	679,659,240
<u>291,873,864</u>	<u>7,898,630</u>

Retained Earnings Brought Forward from Previous Year

Balance of 01 January
Less: Dividend paid
Balance at 31 December

282,666,441	680,484,163
-	679,659,240
<u>282,666,441</u>	<u>824,923</u>

19 Non-Controlling Interest

Share Capital
Retained Earnings

100	100
4	9
<u>104</u>	<u>109</u>

20 Acceptance and Endorsements

Accepted Bills (Foreign)
Accepted Bills (Inland)
Endorsements (Shipping Guarantee)

4,937,057,451	2,873,606,549
74,052,478	125,797,486
1,692,030,330	336,371,233
6,703,140,259	3,335,775,268
-	-
<u>6,703,140,259</u>	<u>3,335,775,268</u>

Less: Margin

21 Letters of Guarantees

Letters of Guarantee
Less: Margin (Note-12.a(i) Y)

10,838,811,832	11,044,549,108
384,858,668	280,548,231
<u>10,453,953,164</u>	<u>10,764,000,877</u>

a) Claims against the Bank not acknowledged as debts

b) Money for which the Bank is contingently liable in respect of guarantees given favoring:

Directors or Officers
Government
Banks and other financial institutions
Others

-	-
3,754,178,093	3,825,438,152
2,815,210,301	2,868,647,312
4,269,423,438	4,350,463,644
10,838,811,832	11,044,549,108
384,858,668	280,548,231
<u>10,453,953,164</u>	<u>10,764,000,877</u>

Less: Margin (Note-12.a(i) Y)

22 Irrevocable Letters of Credit

Letters of credit
Less: Margin (Note-12.a(i) Y)

10,019,222,199	10,600,093,709
1,128,655,007	1,512,303,719
<u>8,890,567,192</u>	<u>9,087,789,990</u>

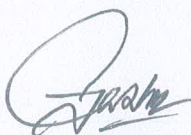
23 Consolidated Profit & Loss Account

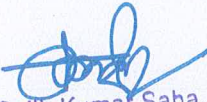
Income:

Interest/ Profit, discount and similar income (Note-24 & 26)
Dividend income (Note-26)
Fees, Commission and Brokerage (Note-27)
Gains less losses arising from dealing securities
Gains less losses arising from investment securities
Gains less losses arising from dealing in foreign currencies (Note-27)
Income from non-banking assets
Other operating income (Note-28)
Profit less losses on interest rate changes
Nominal value of bonus share received

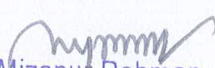
10,777,183,006	8,666,078,726
381,433,974	381,746,495
314,856,409	243,960,301
54,470,787	49,072,467
681,862,846	873,654,099
289,682,409	730,741,771
-	-
384,354,206	334,250,722
-	-
-	-
<u>12,883,843,637</u>	<u>11,279,504,581</u>


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Meghna Bank PLC.




Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

	Amount in Taka	
	2025	2024
Expenses:		
Interest/ Profit paid on Deposits, borrowings etc. (Note-25)	9,553,243,599	7,167,737,784
Losses on Loans and Advances/ Investments	-	-
Administrative expenses	1,426,507,405	1,328,246,522
Other operating expenses	474,879,612	494,595,684
Depreciation on banking assets	356,253,280	335,562,670
	11,810,883,897	9,326,142,660
Income over expenditure	1,072,959,741	1,953,361,921

23a Profit & Loss Account of the Bank

Income:		
Interest/ Profit, discount and similar income (Note-24a & 26a)	10,736,521,611	8,629,270,618
Dividend income (Note-26a)	377,660,890	375,116,931
Fees, Commission and Brokerage (Note-27a)	307,487,118	233,647,204
Gains less losses arising from dealing securities	2,439,635	4,741,911
Gains less losses arising from investment securities	681,862,846	873,654,099
Gains less losses arising from dealing in foreign currencies (Note-27a)	289,682,409	730,741,771
Income from non-banking assets	-	-
Other operating income (Note-28a)	385,004,070	334,316,677
Profit less losses on interest rate changes	-	-
Nominal value of bonus share received	-	-
	12,780,658,579	11,181,489,211
Expenses:		
Interest/ Profit paid on Deposits, borrowings etc. (Note-25a)	9,556,048,639	7,174,053,502
Losses on Loans and Advances	-	-
Administrative expenses	1,411,858,316	1,312,480,295
Other operating expenses	464,286,259	489,871,168
Depreciation on banking assets (Annexure-B)	351,472,552	328,936,640
	11,783,665,767	9,305,341,605
Income over expenditure	996,992,812	1,876,147,606

24 Consolidated Interest Income:

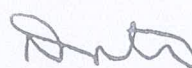
Meghna Bank PLC. (Note-24a)	8,308,092,233	6,878,086,774
Meghna Bank Securities Ltd.	27,324,009	9,031,332
	8,335,416,242	6,887,118,106
Less: Inter Company Transaction	31,556,347	31,556,347
	8,303,859,895	6,855,561,759

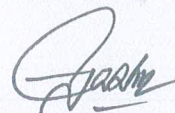
24a Interest Income/ Profit on Investments:

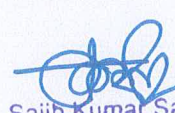
Interest/ Profit on Loans and Advances/ Investments: (Note-24a.1)	7,878,363,283	6,544,170,390
Interest/ Profit on balance with other Banks & Financial Institutions	429,728,950	333,916,384
	8,308,092,233	6,878,086,774

24a.1 Interest/ Profit on Loans and Advances/ Investments:

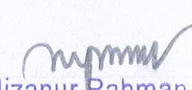
Interest Income/ Profit on Cash Credit	369,791,794	387,434,108
Interest Income/ Profit on Secured Over Draft	270,978,861	177,501,278
Interest Income/ Profit on General Over Draft	909,077,704	780,867,292
Interest Income/ Profit on Inland Bill Purchased/Discount	65,554,809	92,843,342
Interest Income/ Profit on Foreign Bill Purchased/Discount	128,028,859	137,033,059
Interest Income/ Profit on Import Finance	878,434,643	314,239,090
Interest Income/ Profit on Export Finance	20,188,875	14,833,226
Interest Income/ Profit on Demand Loan (General)	3,108,896,310	2,767,117,372
Interest Income/ Profit on Demand Loan (Forced)	53,111	326,060
Interest Income/ Profit on Consortium/Syndicate Finance	155,859,378	131,505,369


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Interest Income/ Profit on Hire Purchase Finance
Interest Income/ Profit on House Building Loan/ Investments
Interest Income/ Profit on General Term Loan/ Investments
Interest Income/ Profit on SME Loan & Advance/ Investments
Interest Income/ Profit on Personal Loan/ Investments
Interest Income/ Profit on Credit Card
Interest Income/ Profit on Agricultural and Rural Loan/ Investments

Amount in Taka	
2025	2024
14,267,861	55,737,381
256,357,501	287,575,090
1,092,187,368	1,025,529,613
175,253,592	99,778,008
39,231,823	44,314,717
299,739,850	174,274,426
94,460,944	53,260,959
7,878,363,283	6,544,170,390

25 Consolidated Interest/ Profit Paid on Deposits, Borrowing, etc:

Meghna Bank PLC. (Note-25a)
Meghna Bank Securities Ltd

9,556,048,639	7,174,053,502
28,751,307	25,240,629
9,584,799,946	7,199,294,131
31,556,347	31,556,347
9,553,243,599	7,167,737,784

Less: Inter Company Transaction

25a Interest/ Profit Paid on Deposits, Borrowing, etc:

a) Interest/ Profit on Deposits

Interest/ Profit Paid on Meghna Supreme Account
Interest/ Profit Paid on Savings Deposit
Interest/ Profit Paid on Short Notice Deposit
Interest/ Profit Paid on Fixed Deposit Receipt
Interest/ Profit Paid on Foreign Currency Deposit
Interest/ Profit Paid on Deposit Pension Scheme
Interest/ Profit Paid on Deposit Millionaire Scheme
Interest/ Profit Paid on Mudaraba Bibaho Scheme
Interest/ Profit Paid on Mudaraba Hajj Scheme
Interest/ Profit Paid on Mudaraba Mohor Scheme
Interest/ Profit Paid on Deposit Kotipoti Scheme
Interest/ Profit Paid on Meghna Child Education Plan
Interest/ Profit Paid on Monthly Income Scheme
Interest/ Profit Paid on Meghna Multiplier Scheme
Interest/ Profit Paid on Mudaraba Super Savings Scheme
Interest/ Profit Paid on Money Builder Scheme

873,763,864	310,885,976
217,557,662	240,107,020
385,605,206	524,118,963
5,417,579,990	4,490,752,172
8,861,205	24,949,477
280,498,740	234,818,923
3,014,861	2,619,093
9,914	6,767
32,669	18,524
1,882	780
585,529	349,413
3,399,821	5,210,043
559,794,853	224,881,372
485,774,956	130,189,481
429,544	332,476
131,713	94,226
8,237,042,409	6,189,334,706
1,319,006,230	984,718,796
9,556,048,639	7,174,053,502

b) Interest/ Profit Paid on Borrowings

26 Consolidated Investment Income:

Meghna Bank PLC. (Note-26a)
Meghna Bank Securities Ltd

3,490,392,749	3,004,696,786
100,697,969	110,293,243
3,591,090,718	3,114,990,029

26a Investment Income:

Interest Income/ Profit from Treasury Bills
Interest Income/ Profit from Treasury Bonds
Gain/ (Loss) on Revaluation against Govt. Bills/ Bonds
Income from Investment in Bond & Others
Dividend Income from Investment in Preference Share
Dividend Income
Gain/ (Loss) on Sale of Shares

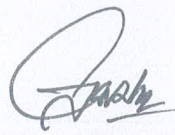
163,471,206	195,605,613
2,188,957,222	1,555,578,231
681,862,846	873,654,099
76,000,950	-
276,935,697	348,173,461
100,725,193	26,943,471
2,439,635	4,741,911
3,490,392,749	3,004,696,786

27 Consolidated Commission, Exchange & Brokerage:

Meghna Bank PLC. (Note-27a)
Meghna Bank Securities Ltd

597,169,527	964,388,975
7,369,291	10,313,097
604,538,818	974,702,072


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Managing Director
Meghna Bank PLC



27a Commission, Exchange & Brokerage:

Income from Commission
Exchange Earnings

Amount in Taka	
2025	2024
307,487,118	233,647,204
289,682,409	730,741,771
597,169,527	964,388,975

28 Consolidated Other Operating Income:

Meghna Bank PLC. (Note-28a)
Meghna Bank Securities Ltd

Less: Inter Company Transaction

385,004,070	334,316,677
208,136	462,045
385,212,206	334,778,722
858,000	528,000
384,354,206	334,250,722

28a Other Operating Income:

Income From Fees & Charges
Income From Services
Postage, Telex, Swift etc.
Gain/(Loss) on Sale of Bank's Property
Other charges (Note-28a.1)

251,757,075	237,856,812
101,552,219	72,993,475
12,935,865	11,634,902
4,837,698	(740,822)
13,921,213	12,572,310
385,004,070	334,316,677

28a.1 Other Charges

Rent of Lockers
Rent on Property/ Rental Income
Notice Pay Earnings
Rebate Received
Miscellaneous Income

539,250	417,375
858,000	528,000
6,564,891	6,708,586
5,066,422	3,788,731
892,650	1,129,618
13,921,213	12,572,310

29 Consolidated Salary & Allowances:

Meghna Bank PLC. (Note-29a)
Meghna Bank Securities Ltd

1,168,634,332	1,075,362,065
13,740,403	14,003,602
1,182,374,735	1,089,365,667

29a Salary & Allowances:

Basic Salary
Allowances & Honorarium
Consolidated Pay
Leave Salary Encashment
Bonus
Gratuity
Bank's Contribution to Provident Fund

512,506,399	465,810,797
284,388,389	253,189,731
126,738,498	98,200,996
13,824,901	9,008,115
104,445,658	131,024,836
75,500,000	71,749,345
51,230,487	46,378,245
1,168,634,332	1,075,362,065

30 Consolidated Rent, Taxes, Insurance, Electricity etc.:

Meghna Bank PLC. (Note-30a)
Meghna Bank Securities Ltd

Less: Inter Company Transaction

141,685,529	134,885,384
1,395,220	1,802,728
143,080,749	136,688,112
858,000	528,000
142,222,749	136,160,112

30a Rent, Taxes, Insurance, Electricity etc.:

Rent, Rates & Taxes (Note-30a.1)
Service Charge
Insurance, Electricity & Lighting

37,329,127	35,682,372
13,332,775	12,473,620
91,023,627	86,729,392
141,685,529	134,885,384

30a.1 Rent, Rates & Taxes

Actual Payment for Rent, Rates & Taxes
Less: Separate Presentation for Implementation of IFRS 16 "Leases"
Depreciation for ROU of Lease Assets
Interest Charge for ROU of Lease Assets

253,560,787	239,787,752
172,829,737	168,795,572
43,401,923	35,309,808
216,231,660	204,105,380
37,329,127	35,682,372

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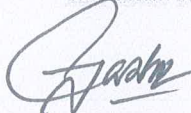
Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

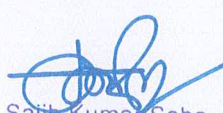


		Amount in Taka	
		2023	2024
31	Consolidated Legal Expenses:		
	Meghna Bank PLC. (Note-31a)	85,554	178,088
	Meghna Bank Securities Ltd	-	-
		<u>85,554</u>	<u>178,088</u>
31a	Legal Expenses:		
	Legal Fees	-	34,500
	Legal Charges	85,554	143,588
		<u>85,554</u>	<u>178,088</u>
32	Consolidated Postage, Stamps, Telecommunication etc:		
	Meghna Bank PLC. (Note-32a)	39,926,426	39,825,135
	Meghna Bank Securities Ltd	89,770	96,024
		<u>40,016,196</u>	<u>39,921,159</u>
32a	Postage, Stamps, Telecommunication etc:		
	Postage	6,010,121	3,894,943
	Internet charge	504,079	26,619
	SWIFT Charges	2,063,421	1,371,889
	Telephone charges	778,483	2,223,062
	Mobile phone Bill, SMS, OTP & E-Alert charges	11,856,785	10,889,994
	Network Connection Expense	11,443,405	12,238,574
	Online Communication Expense	3,304,049	3,349,734
	Bloomberg Charges	3,966,083	5,830,320
		<u>39,926,426</u>	<u>39,825,135</u>
33	Consolidated Stationery, Printing & Advertisements etc:		
	Meghna Bank PLC. (Note-33a)	32,472,346	26,694,473
	Meghna Bank Securities Ltd	128,745	138,099
		<u>32,601,091</u>	<u>26,832,572</u>
33a	Stationery, Printing & Advertisements etc:		
	Petty Stationery	4,579,479	4,529,015
	Printing Stationery	5,758,581	6,143,540
	Security Stationery	10,296,960	7,210,721
	Computer Stationery	9,125,759	6,884,958
	Publicity and Advertisement	2,711,567	1,926,239
		<u>32,472,346</u>	<u>26,694,473</u>
34	Chief Executive's Salary & Fees:		
	Basic Salary	7,048,387	6,403,621
	Allowances	3,160,084	3,690,319
	Bonus	1,300,000	1,650,004
	Leave Salary Encashment	-	1,425,000
	Bank's Contribution to Provident Fund	-	100,862
		<u>11,508,471</u>	<u>13,269,806</u>
35	Consolidated Directors' Fees:		
	Meghna Bank PLC. (Note-35a)	2,872,095	4,663,496
	Meghna Bank Securities Ltd	-	40,000
		<u>2,872,095</u>	<u>4,703,496</u>
35a	Directors' Fees:		
	Directors Fees	2,748,500	2,411,200
	Other Benefits	123,595	2,252,296
		<u>2,872,095</u>	<u>4,663,496</u>

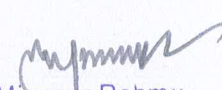
Each director of the bank is provided for Tk. 10,000.00 (excluding VAT) per board or board committee meeting attended as per BRPD circular no. 02 dated February 11, 2024.


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 Meghna Bank PLC.




Syed Mizanur Rahman
 Managing Director
 Meghna Bank PLC.

		Amount in Taka	
		2025	2024
36	Consolidated Auditors' Fees:		
	Meghna Bank PLC. (Note-36a)	1,932,000	500,000
	Meghna Bank Securities Ltd	116,150	69,000
		<u>2,048,150</u>	<u>569,000</u>
36a	Auditors' Fees:		
	Auditors Fees	1,932,000	500,000
		<u>1,932,000</u>	<u>500,000</u>
37	Consolidated Depreciation, Amortization and Repair on Bank's Assets:		
	Meghna Bank PLC. (Note-37a)	364,214,116	346,038,489
	Meghna Bank Securities Ltd	4,817,528	6,770,804
		<u>369,031,644</u>	<u>352,809,293</u>
37a	Depreciation, Amortization and Repair on Bank's Assets:		
	a) Depreciation on Bank's Assets (Annexure-B):		
	Land & Building	-	-
	Vehicles	7,288,945	6,945,721
	Machinery & Equipment	38,375,738	31,761,387
	Furniture & Fixtures	33,603,802	33,118,704
	Computer and Peripherals	67,661,255	63,847,547
	Office Tools & Accessories	3,033,564	2,012,952
	Right of Use - Lease Assets under IFRS 16	172,829,737	168,795,572
		<u>322,793,041</u>	<u>306,481,883</u>
	b) Amortization (Annexure-B):		
	Software	28,679,511	22,454,757
	c) Repair on Bank's Assets:		
	Fitting and Replacement	1,451,551	1,007,566
	Vehicles	104,095	29,370
	Machinery & Equipment	5,458,013	7,259,267
	Furniture & Fixtures	1,868,869	268,669
	Computer and Peripherals	2,571,092	3,074,858
	Maintenance Expense	1,287,944	5,462,119
		<u>12,741,564</u>	<u>17,101,849</u>
		<u>364,214,116</u>	<u>346,038,489</u>
38	Consolidated Other Expenses:		
	Meghna Bank PLC. (Note-38a)	464,286,259	489,871,168
	Meghna Bank Securities Ltd	10,593,353	4,724,516
		<u>474,879,612</u>	<u>494,595,684</u>
38a	Other Expenses:		
	Wasa Bill	1,405,226	3,727,390
	Drinking water Expenses	922,351	1,071,777
	Car Maintenance Expenses	108,727,310	87,172,543
	Software Maintenance Expenses	38,228,233	39,018,859
	Entertainment	12,496,155	11,684,179
	Training, Seminar, Workshop Expenses	4,213,842	3,058,194
	Travelling and Conveyance	15,083,136	15,063,275
	Subscription	5,124,963	8,163,944
	Corporate Social Responsibility	2,961,350	35,501,148
	Office Maintenance	10,614,256	7,435,989
	Bank Charges	4,233,546	3,614,299
	Complain Box	-	80,750
	NPSB Charges	179,637	868,660


Nasimul Baten
 Managing Director & CEO
 DBH Finance PLC.


Md. Jasim Uddin, FCS
 Company Secretary
 Meghna Bank PLC.

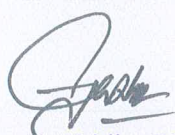

Sajib Kumar Saha, FCA
 EVP & Chief Financial Officer
 Meghna Bank PLC.

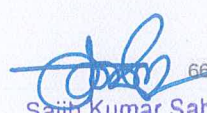



Syed Mizanur Rahman
 Managing Director
 Meghna Bank PLC

	Amount in Taka	
	2025	2024
Charges From VISA	-	36,525,535
Expenses for CIB Charge	1,520,850	1,158,440
NID Verification Charges	1,018,969	1,007,981
Card Maintenance Expenses, ETC	14,457,000	12,377,945
Debit Card ATM Transaction Fee	11,331,038	5,999,636
IBFT Transaction Fee	1,582,790	298,350
Commission Expenses for Agent & MFS	12,698,137	4,901,880
OTP & E-Alert Charges	3,131,500	-
VMT and CARD Cheque	7,240	-
ATM & POS Transaction Fees	980,915	-
Donation & Contribution	-	4,011,000
DR Center Collocation Service	8,951,854	-
Board, EC and Other Meeting Expenses	1,094,163	1,223,563
Professional & Consultancy Fees	7,971,107	9,054,897
Business development & Promotion	33,975,839	51,120,396
Cash Carrying Charges	4,433,202	1,894,840
Leverage and Uniform	3,759	100,660
Washing & Cleaning	6,139,700	2,378,082
Leave Fare Assistance	67,832,373	63,231,324
Security Service-Outsourcing	35,651,197	32,353,505
Crockeries Expenses	455,085	492,480
Newspaper & Magazine Expenses (Office)	262,394	213,253
Priority Banking Expenses	204,883	3,440,572
Expenses for Bond	2,954,876	2,827,876
Branch Inauguration Expenses	35,460	688,138
AGM Expenses	-	2,800,000
Interest Charge for ROU Lease Assets under IFRS 16	43,401,923	35,309,808
	464,286,259	489,871,168
39 Consolidated Provision for Loans, Investments, Off-Balance Sheet & Others Assets		
Meghna Bank PLC. (Note-39a)	915,316,560	984,482,480
Meghna Bank Securities Ltd	11,400,882	13,089,950
	926,717,442	997,572,430
39a Provision for Loans, Investments, Off-Balance Sheet & Others Assets		
Provision for Unclassified Loans and Advances/ Investments	159,903,054	134,428,013
Provision for Classified Loans and Advances/ Investments	511,581,576	788,139,716
Provision for Off-Balance Sheet Exposure	25,956,930	109,216,756
Special General Provision - Covid-19	-	(65,702,005)
Provisions for Diminution in Value of Investments	212,875,000	13,400,000
Provision for Other Assets	5,000,000	5,000,000
	915,316,560	984,482,480
40 Consolidated Earning Per Share (EPS)		
Net Profit after Tax	53,847,682	504,504,693
Number of Ordinary Shares outstanding (Denominator)	557,320,629	557,320,629
Consolidated Earning Per Share (EPS) (Restated if Required)	0.10	0.91
40a Earning Per Share (EPS)		
Net Profit after Tax	11,450,797	464,822,772
Number of Ordinary Shares outstanding (Denominator)	557,320,629	557,320,629
Earning Per Share (EPS) (Restated if Required)	0.02	0.83
Earning per share has been calculated in accordance with IAS - 33: "Earnings Per Share (EPS)".		
41 Consolidated Interest/ Profit Receipts in Cash		
Meghna Bank PLC. (Note-41a)	10,557,657,127	8,639,294,341
Meghna Bank Securities Ltd	72,217,742	68,364,455
	10,629,874,869	8,707,658,796
Less: Inter Company Transaction	31,556,347	31,556,347
	10,598,318,522	8,676,102,449


Nasimul Baten
 Managing Director & CEO
 DBH Finance PLC.

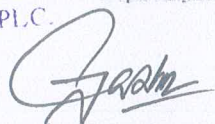

Md. Jasim Uddin, FCS
 Company Secretary
 Meghna Bank PLC.

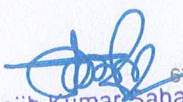

Sajib Kumar Saha, FCA
 EVP & Chief Financial Officer
 Meghna Bank PLC

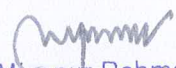

Syed Mizanur Rahmar
 Managing Director
 Meghna Bank PLC

Amount in Taka		
	2025	2024
41a Interest/ Profit Receipts in Cash		
Interest income/ Profit receipt (Note-24a & 26a)	10,736,521,611	8,629,270,618
Add: Opening Interest/ Profit Receivable (Note-10a.2)	265,994,633	276,018,356
Less: Closing Interest/ Profit Receivable (Note-10a.2)	444,859,117	265,994,633
	<u>10,557,657,127</u>	<u>8,639,294,341</u>
42 Consolidated Interest/ Profit Payments		
Meghna Bank PLC. (Note-42a)	9,222,154,056	6,724,278,104
Meghna Bank Securities Ltd	28,751,307	25,240,629
	<u>9,250,905,363</u>	<u>6,749,518,733</u>
Less: Inter Company Transaction	31,556,347	31,556,347
	<u>9,219,349,016</u>	<u>6,717,962,386</u>
42a Interest/ Profit Payments		
Interest/ Profit Paid on Deposits & Borrowings (Note-25a)	9,556,048,639	7,174,053,502
Add: Opening Interest/ Profit Payable on Deposit (Note-14a)	1,327,119,645	877,344,247
Less: Closing Interest/ Profit Payable on Deposit (Note-14a)	1,661,014,228	1,327,119,645
	<u>9,222,154,056</u>	<u>6,724,278,104</u>
43 Consolidated Cash Receipts from Other Operating Activities		
Meghna Bank PLC. (Note-43a)	1,064,468,853	1,213,453,508
Meghna Bank Securities Ltd	52,239,288	44,792,602
	<u>1,116,708,141</u>	<u>1,258,246,110</u>
43a Cash Receipts from Other Operating Activities		
Income From Fees & Charges	251,757,075	237,856,812
Income From Services	101,552,219	72,993,475
Postage, Telex, Swift etc.	12,935,865	11,634,902
Gain on Sale of Treasury Bonds and Shares	684,302,481	878,396,009
Other charges (Except Income from Sale of Fixed Assets)	13,921,213	12,572,310
	<u>1,064,468,853</u>	<u>1,213,453,508</u>
44 Consolidated Cash Payments for other Operating activities		
Meghna Bank PLC. (Note-44a)	836,359,164	855,820,692
Meghna Bank Securities Ltd	49,736,504	46,259,372
	<u>886,095,668</u>	<u>902,080,064</u>
44a Cash Payments for other Operating activities		
Rent, Taxes, Insurance, Lighting etc. (Note-30a)	314,515,266	303,680,956
Legal Expenses (Note-31a)	85,554	178,088
Postage, Stamp, Telegram & Telephone (Note-32a)	39,926,426	39,825,135
Directors' Fees (Note-35a)	2,872,095	4,663,496
Auditors' Fees (Note-36a)	1,932,000	500,000
Repair & Maintenance of Bank's Assets (Note-37a.c)	12,741,564	17,101,849
Other Expenses	464,286,259	489,871,168
	<u>836,359,164</u>	<u>855,820,692</u>
45 Consolidated Cash Increase/ Decrease in Other Assets		
Meghna Bank PLC. (Note-45a)	1,344,637,278	1,198,501,049
Meghna Bank Securities Ltd	424,504	36,797,998
	<u>1,345,061,782</u>	<u>1,235,299,047</u>
Less: Inter Company Transaction	755,840,452	774,082,536
	<u>589,221,330</u>	<u>461,216,511</u>
Consolidated Cash (Increase)/ Decrease in Other Assets	<u>(128,004,819)</u>	<u>255,110,784</u>
45a Cash Increase/ Decrease in Other Assets		
Stock of Stationery and Stamps	33,414,625	21,151,952
Advance Rent	195,192,790	137,095,062
Suspense Account	197,033,742	130,111,234
Security Deposits	225,955	225,955
Advance Against Proposed Branch	-	6,415,243
Cash Remittance	7,000,000	5,000,000
Interest on Sanchaypatra	1,969	43,057
Receivable from MGBL Islamic Banking Project	-	39,000
Meghna Bank Securities Ltd	278,876	289,026
Meghna Bank Securities Ltd - Special Fund	5,561,676	23,793,609
Prepaid Expenses	7,623,280	7,724,597


Nasimul Baten
 Managing Director & CEO
 DBH Finance PLC.

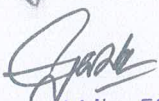

Md. Jasim Uddin, FCS
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 Meghna Bank PLC.

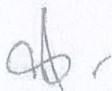

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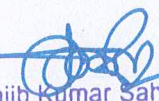

Syed Mizanur Rahman
 Managing Director
 Meghna Bank PLC

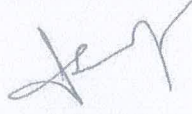
Amount in Taka		2025	2024
Investment in Subsidiary		749,999,900	749,999,900
BEFTN Adjustment Account		479,130	622,839
S/D RFA SEBL - Western Union		669,132	550,562
VMT to MGBL Settlement A/C		1,865,540	3,295,325
Receivable from Meghna Pay		147,243	340,425
Trans-Fast-Remittance Payment Account		-	120,604
Receivable from MITP		123,387,999	123,387,999
Advance Against Assets		1,620,000	9,670,000
Accrued Income		10,363,249	(37,096,090)
MGBL MFS Funding Account		24,950	13,800
Chargeback Account for VISA Cards		9,747,222	15,706,950
		<u>1,344,637,278</u>	<u>1,198,501,049</u>
		<u>(146,136,229)</u>	<u>266,971,156</u>
Cash (Increase)/ Decrease in Other Assets			
46 Consolidated Cash Increase/ Decrease in Other Liabilities			
Meghna Bank PLC. (Note- 46a)		3,378,077,810	1,950,748,267
Meghna Bank Securities Ltd		444,634,900	842,950,697
		3,822,712,710	2,793,698,964
Less: Inter Company Transaction		388,011,326	783,778,544
		<u>3,434,701,384</u>	<u>2,009,920,420</u>
		<u>1,424,780,964</u>	<u>620,902,326</u>
Consolidated Cash Increase/ (Decrease) in Other Liabilities			
46a Cash Increase/ Decrease in Other Liabilities			
Interest Suspense A/C		3,028,480,205	1,770,899,042
Settlement with NPSB		50,445	50,445
BEFT Settlement Account		5,547,402	1,622,501
Agent Monitoring & Collection Account		100,500	100,500
MGBL MFS Payable Accounts		1,623,755	1,623,755
MGBL General Account		89,283	1,670,008
Payable to B-Kash		3,960,453	2,658,005
Payable against Gift Solution		20,159	20,159
Compensation Realisable Account of IBW		89,610,416	25,432,425
Compensation and Penalty Realised Account of IBW		28,204,147	1,876,514
Payable against CPV		71,000	40,600
Adjusting account credit		144,797,436	144,754,313
		<u>3,378,077,810</u>	<u>1,950,748,267</u>
		<u>1,427,329,543</u>	<u>629,494,927</u>
Cash Increase/ (Decrease) in Other Liabilities			
47 Consolidated Cash and Cash Equivalent			
Meghna Bank PLC. (Note-47a)		9,460,400,691	10,790,017,422
Meghna Bank Securities Ltd		592,340,654	90,882,578
		10,052,741,345	10,880,900,000
Less: Inter Company Transaction		559,384,547	58,335,706
		<u>9,493,356,798</u>	<u>10,822,564,294</u>
47a Cash and Cash Equivalent			
Cash in Hand		1,317,336,909	1,361,615,726
Balance with Bangladesh Bank & Sonali Bank Ltd (as agent of Bangladesh Bank)		4,756,234,863	4,580,758,374
Balance with Other Banks & Financial Institutions		3,385,569,119	3,996,959,322
Money at Call on Short Notice		-	850,000,000
Prize Bond in Hand		1,259,800	684,000
		<u>9,460,400,691</u>	<u>10,790,017,422</u>
48 Number of Employees			
The number of employees engaged for the whole period or part thereof who received a total remuneration of Tk36,000 p. a. or above were 1281.			

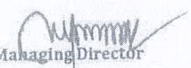

Nasimul Baten
 Managing Director & CEO
 DBH Finance PLC.


Md. Jasim Uddin, FCS
 Company Secretary
 Meghna Bank PLC.


 Director


Sajib Kumar Saha, FCA
 EVP & Chief Financial Officer
 Meghna Bank PLC.


 Director


 Managing Director


Syed Mizanur Rahman
 Managing Director
 Meghna Bank PLC

MEGHNA BANK PLC.
INVESTMENT IN SHARES - QUOTED & UNQUOTED
AS AT DECEMBER 31, 2025

Annexure-A

Sl No	Name of the Company	No. of Shares/ Securities	Market Price per Share	Market Value December 31, 2025	Cost Price December 31, 2025	Unrealized Gain/(Loss)
Quoted: Regular Investment						
1	British American Tobacco Company Limited	54,000	248.60	13,424,400	23,090,260	(9,665,860)
2	BSRM Steels Limited	100,000	63.10	6,310,000	8,676,634	(2,366,634)
3	Eastern Bank PLC.	235,000	24.30	5,710,500	5,623,711	86,789
4	Global Islami Bank Limited	1,383,236	1.70	2,351,501	13,173,680	(10,822,179)
5	Heidelberg Cement Bangladesh Limited	16,805	216.10	3,631,561	9,291,098	(5,659,537)
6	IDLC Finance Limited	110,250	35.70	3,935,925	7,087,500	(3,151,575)
8	Jamuna Oil Company Limited	90,000	167.90	15,111,000	18,634,253	(3,523,253)
9	MJL Bangladesh Limited	100,000	90.50	9,050,000	11,537,652	(2,487,652)
10	Robi Axiata Limited	150,000	28.20	4,230,000	1,500,000	2,730,000
11	Square Pharmaceuticals Limited	50,000	198.60	9,930,000	11,784,594	(1,854,594)
12	Summit Power Limited	400,000	12.30	4,920,000	18,130,495	(13,210,495)
13	United Commercial Bank Limited	955,993	10.40	9,942,327	16,060,748	(6,118,421)
14	IFAD Autos Limited	17,847	21.60	385,495	1,927,117	(1,541,621)
15	Titas Gas Transmission & Dist. Co. Limited	100,000	15.50	1,550,000	5,702,317	(4,152,317)
Sub Total				90,482,709	152,220,059	(61,737,350)
Unquoted: Preference Share						
16	Karnaphuli Power Limited	24,000,000	10.00	240,000,000	240,000,000	-
17	Shah Cement Industries Limited	51,500,000	10.00	515,000,000	515,000,000	-
18	Baraka Shikalbaha Power Limited	26,644,793	10.00	266,447,933	266,447,933	-
19	Flamingo Fashions Limited	9,200,000	10.00	92,000,000	92,000,000	-
20	Jinnat Knitwears Limited	9,000,000	10.00	90,000,000	90,000,000	-
21	City Seed Crushing Industries Limited	20,000,000	10.00	200,000,000	200,000,000	-
22	Star Ceramics Limited	50,000,000	10.00	500,000,000	500,000,000	-
23	Dekko Accessories Limited	31,111,111	10.00	311,111,111	311,111,111	-
24	Independent Export (BD) Limited	74,750,000	10.00	747,500,000	747,500,000	(201,875,000)
Sub Total				2,962,059,044	2,962,059,044	(201,875,000)
Quoted: Special Fund						
26	British American Tobacco Bangladesh	225,000	248.60	55,935,000	128,910,464	-
27	Bangladesh Shipping Corporation	10,000	111.10	1,111,000	1,161,628	-
28	City Bank PLC.	150,000	24.40	3,660,000	3,568,762	-
29	Eastern Bank PLC.	650,000	24.30	15,795,000	16,750,836	-
30	Grameenphone Limited	222,500	257.90	57,382,750	74,304,959	-
31	IDLC Finance Limited	1,050,000	35.70	37,485,000	60,707,730	-
32	Renata Limited	32,100	391.80	12,576,780	40,739,613	-
33	Jamuna Bank Limited	100,000	21.10	2,110,000	1,962,174	-
34	Jamuna Oil Company Limited	60,000	167.90	10,074,000	11,476,179	-
35	Square Pharmaceuticals Limited	200,000	198.60	39,720,000	48,227,860	-
36	LHBL	150,000	46.70	7,005,000	9,450,451	-
37	Summit Power Limited	1,500,000	12.30	18,450,000	68,590,851	-
Sub Total				261,304,530	465,851,507	-
Grand Total				3,313,846,284	3,580,130,610	(266,284,326)

Provision Requirement as on December 31, 2025.

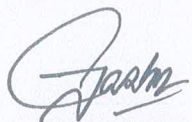
Provision Maintained as on December 31, 2025.

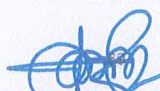
Provision Surplus/Shortage at the end of December 31, 2025.

Taka
263,612,350
264,275,000
662,650

Note: As per DOS circular no. 01 dated February 10, 2020, no provision is required to maintained for investment in shares under special fund.


 Nasimul Baten
 Managing Director & CEO
 DBH Finance PLC.

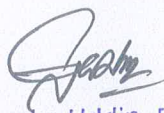

 Md. Jasim Uddin, FCS
 Company Secretary
 Meghna Bank PLC.

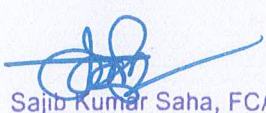

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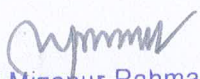

 Syed Mizanur Rahman
 Managing Director
 Meghna Bank PLC




Nasimul Baten
Managing Director & CEO
DBH Finance PLC.


Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.


Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.


Syed Mizanur Rahman
Managing Director
Meghna Bank PLC




Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

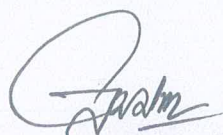
MEGHNA BANK PLC
SCHEDULE OF FIXED ASSETS
AS AT DECEMBER 31, 2025

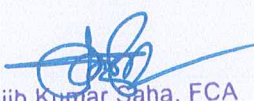
Annexure-B

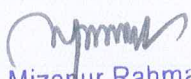
Particulars	COST			Rate of Dep./ Amort.	DEPRECIATION/ AMORTIZATION				WDV as on December 31, 2025	WDV as on December 31, 2024
	Balance as on January 1, 2025	Additions during the year	Disposal/ Transfer during the year		Balance as on December 31, 2025	Transfer/ Adjustment during the year	Charge for the year	Balance as on December 31, 2025		
A) Tangible Assets:										
Vehicles	63,293,395	-	20,000	20%	63,273,395	19,999	7,288,945	48,675,782	14,597,613	21,886,559
Machinery and Equipment	333,019,461	8,652,312	20,094,651	20%	321,577,122	20,094,606	38,375,738	210,523,136	111,053,986	140,777,457
Furniture & Fixtures	377,990,714	27,428,762	2,212,193	10%	403,207,284	2,208,006	33,603,802	241,645,004	161,562,280	167,741,506
Computer & Computer Peripherals	393,808,727	57,527,558	-	33%	451,336,285	-	67,661,255	334,281,613	117,054,672	127,188,369
Office Tools & Accessories	35,849,579	1,702,534	1,183,000	20%	36,369,113	1,182,995	3,033,564	26,905,424	9,463,689	10,794,724
Sub Total (A)	1,203,961,876	95,311,166	23,509,844		1,275,763,199	23,505,606	149,963,304	862,030,959	413,732,240	468,388,615
B) Intangible Assets:										
Software	204,149,373	16,967,750	-	20%	221,117,123	-	28,679,511	135,533,481	85,583,642	97,295,403
Sub Total (B)	204,149,373	16,967,750	-		221,117,123	-	28,679,511	135,533,481	85,583,642	97,295,403
C) ROU - Assets for Lease Rent:										
ROU - Assets for Lease Rent	1,139,708,937	400,917,361	298,419,368	-	1,242,206,929	297,559,891	172,829,737	341,980,214	900,226,715	672,998,569
Sub Total (C)	1,139,708,937	400,917,361	298,419,368		1,242,206,929	297,559,891	172,829,737	341,980,214	900,226,715	672,998,569
Total (A+B+C)	2,547,820,186	513,196,277	321,929,212		2,739,087,251	321,065,497	351,472,552	1,339,544,654	1,399,542,597	1,238,682,587


Nasimul Baten

Managing Director & CEO
DBH Finance PLC.


Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.


Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.


Syed Mizanur Rahma
Managing Director
Meghna Bank PLC

MEGHNA BANK PLC.
BALANCE WITH OTHER BANKS-OUTSIDE BANGLADESH (NOSTRO ACCOUNT)
AS AT DECEMBER 31, 2025

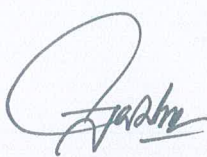
Annexure-C

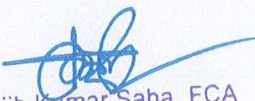
SL No.	Name of the Banks	Currency Name	2025			2024		
			Amount in Foreign Currency	Conversion rate per unit F.C.	Amount in BDT	Amount in Foreign Currency	Conversion rate per unit F.C.	Amount in BDT
1	AB Bank Ltd, Mumbai, ACU	ACUD	655,546	122.31	80,182,440	434,494	120.00	52,139,250
2	Mashreq Bank p.s.c. New York, USD	USD	693,082	122.31	84,773,579	2,506,178	120.00	300,741,373
	Mashreq Bank p.s.c. Dubai, AED	AED	57,150	33.30	1,903,198	-	-	-
3	Habib American Bank, New York, USD	USD	309,706	122.31	37,881,381	561,260	120.00	67,351,249
4	MCB Bank Limited, Karachi, Pakistan, ACU	ACUD	11,550	122.31	1,412,679	18,681	120.00	2,241,673
5	BANCA Popolare Di Sondrio, Sondrio, Italy, EURO	EURO	41,637	143.66	5,981,461	177,546	125.10	22,210,982
6	Kookmin Bank, Seoul Korea, USD	USD	52,721	122.31	6,448,576	78,905	120.00	9,468,578
7	Kookmin Bank, Seoul Korea, GBP	GBP	18,306	164.79	3,016,760	6,045	150.96	912,605
8	Kookmin Bank, Seoul Korea, CAD	CAD	33,524	89.16	2,988,848	8,394	83.34	699,621
9	Kookmin Bank, Seoul Korea, AUD	AUD	11,054	81.64	902,525	11,274	74.90	844,486
10	National Bank of Pakistan, Tokyo, Japan., JPY	JPY	2,291,388	0.78	1,791,407	1,616,313	0.76	1,229,368
11	Bank Al Jazira, KSA, SAR	SAR	29,186	32.61	951,887	139,986	31.96	4,473,351
12	AXIS Bank Ltd. Kolkata, India, ACU USD	ACUD	261,666	122.31	32,005,389	165,033	120.00	19,804,013
13	Bank of Huzhou Co. Ltd., CNY	CNY	30,760	17.53	539,369	30,728	16.42	504,626
14	Sonali Bank UK, EUR	EURO	58,820	143.66	8,450,006	19,025	125.10	2,380,080
15	Sonali Bank UK, GBP	GBP	341	164.79	56,272	341	150.96	51,548
16	Agricultural Bank of China, CYN	CNY	68,976	17.53	1,209,455	162,765	16.42	2,672,960
17	Bhutan National Bank, ACU	ACUD	2,143	122.31	262,076	28,801	120.00	3,456,078
18	HDFC Bank Ltd., Mumbai, India, ACU	ACUD	483,973	122.31	59,196,652	107,712	120.00	12,925,435
19	Sonali Bank UK, USD	USD	272,317	122.31	33,308,221	124,039	120.00	14,884,661
	Sonali Bank India, ACU	ACUD	274,916	122.31	33,626,076	-	-	-
20	Punjab National Bank, Kolkata, ACU	ACUD	236,957	122.31	28,983,156	42,106	120.00	5,052,660
	Total				425,871,413			524,044,597





Nasimul Baten
Managing Director & CEO
DBH Finance PLC.


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Company Secretary
Meghna Bank PLC.


Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.


Syed Mizanur Rahmar
Managing Director
Meghna Bank PLC

Annexure - D

MEGHNA BANK PLC.

DETAILS INFORMATION OF LOANS AND ADVANCES MORE THAN 10% OF BANK'S TOTAL CAPITAL (FUNDED & NON-FUNDED)

AS AT DECEMBER 31, 2025

(Tk. In Crore)

SL. No.	Name of Customers	Outstanding		% of Loans to Total Capital		
		Funded	Non-funded	Total	Funded	Non-funded
1	ABA GROUP	0.32	-	0.32	0.04%	0.00%
2	ABUL KHAIR GROUP	32.05	7.56	39.61	3.57%	0.84%
3	ACI GROUP	128.32	-	128.32	14.30%	0.00%
4	AKIJ RESOURCE GROUP	-	33.73	33.73	0.00%	3.76%
5	AKIJ VENTURE GROUP	115.06	27.16	142.23	12.82%	3.03%
6	ANWAR GROUP	17.07	2.64	19.71	1.90%	0.29%
7	BAIZID GROUP	132.08	-	132.08	14.72%	0.00%
8	BANGLADESH PETROLEUM CORPORATION	-	-	-	0.00%	0.00%
9	BANGLADESH-INDIA FRIENDSHIP POWER COMPANY	484.51	81.10	565.61	53.99%	9.04%
10	BANGLALINK	58.38	0.04	58.42	6.51%	0.01%
11	BARAKA GROUP	-	6.36	6.36	0.00%	0.71%
12	BSRM GROUP	0.10	66.95	67.04	0.01%	7.46%
13	BURO BANGLADESH	-	-	-	0.00%	0.00%
14	CITY GROUP	96.36	59.76	156.11	10.74%	6.66%
15	CONFIDENCE GROUP	117.43	19.91	137.34	13.09%	2.22%
16	CROWN GROUP	7.05	-	7.05	0.79%	0.00%

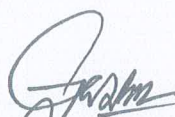



Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

Syed Mizanur Rahman
Managing Director
Meghna Bank PLC



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Meghna Bank PLC

Annexure - D

MEGHNA BANK PLC.

DETAILS INFORMATION OF LOANS AND ADVANCES MORE THAN 10% OF BANK'S TOTAL CAPITAL (FUNDED & NON-FUNDED)

AS AT DECEMBER 31, 2025

(Tk. In Crore)

SL. No.	Name of Customers	Outstanding			% of Loans to Total Capital		
		Funded	Non-funded	Total	Funded	Non-funded	Total
33	RANGS GROUP	101.91	0.36	102.28	11.36%	0.04%	11.40%
34	REVERIE POWER AND AUTOMATION ENGINEERING	37.581	41.70	79.282	4.19%	4.65%	8.83%
35	RSRM GROUP	138.23	-	138.23	15.40%	0.00%	15.40%
36	SAAD GROUP	97.33	6.21	103.54	10.85%	0.69%	11.54%
37	SAMUDA GROUP	48.84	57.74	106.58	5.44%	6.43%	11.88%
38	SB GROUP	-	-	-	0.00%	0.00%	0.00%
39	SEACOM GROUP	100.95	16.88	117.83	11.25%	1.88%	13.13%
40	SHUN SHING GROUP	-	-	-	0.00%	0.00%	0.00%
41	SSR Group	-	-	-	0.00%	0.00%	0.00%
42	SM GROUP	47.76	-	47.76	5.32%	0.00%	5.32%
43	UNITED GROUP	4.36	45.33	49.69	0.49%	5.05%	5.54%
44	WESTERN GROUP	111.69	23.32	135.01	12.45%	2.60%	15.04%
	Total	2,811.66	773.17	3,584.83			

Bank's total Capital as on 31 December 2025 is Tk. 897.02 Crore



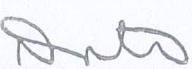

Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

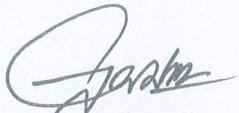
MEGHNA BANK PLC.
FINANCIAL HIGHLIGHTS

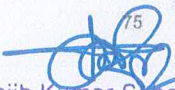
(Amount in Taka)

SL	PARTICULARS	2025	2024
1	Paid up Capital	5,573,206,290	5,573,206,290
2	Total Capital (Core + Supplementary)	8,970,243,691	9,187,045,658
3	Capital Surplus	826,518,774	1,560,862,769
4	Total Assets	122,123,460,146	109,635,370,388
5	Total Deposit	95,076,361,564	86,838,193,780
6	Total Loans & Advances/ Investments	73,853,084,328	67,724,773,392
7	Total Contingent Liabilities and Commitments	30,200,747,178	27,323,777,493
8	Credit Deposit Ratio (%) *	72.99%	73.26%
9	Percentage of Classified Loans against total Loans and Advances/ Investments	5.71%	4.78%
10	Profit after Tax and Provision	11,450,797	464,822,772
11	Amount of Classified Loans & Advances/ Investments	4,217,079,358	3,236,387,323
12	Provisions kept against Classified Loans & Advances/ Investments	2,283,636,876	1,771,500,000
13	Provisions Surplus	515	4,186,947
14	Cost of Fund	11.82%	11.37%
15	Interest Earning Assets	113,086,107,668	101,565,254,765
16	Non-Interest Earning Assets	9,037,352,478	8,070,115,623
17	Return on Investment (ROI)	11.00%	12.86%
18	Return on Assets (ROA)	0.01%	0.48%
19	Income from Investment	3,490,392,749	3,004,696,786
20	Earning Per Share	0.02	0.83
21	Net Income Per Share	0.02	0.83
22	Price Earning Ratio	N/A	N/A

* Credit Deposit Ratio (%) calculation is made as per Bangladesh Bank guidelines.


 Nasimul Baten
 Managing Director & CEO
 DBH Finance PLC.


 Md. Jasim Uddin, FCS
 Company Secretary
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 Sajib Kumar Saha, FCA
 EVP & Chief Financial Officer
 Meghna Bank PLC.


 Syed Mizanur Rahman
 Managing Director
 Meghna Bank PLC

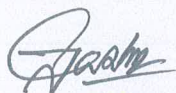


12 BRIEF OVERVIEW AND COMPARATIVE FINANCIAL STATEMENTS

Meghna Bank PLC Consolidated Income Statement				
Particulars	2022	2023	2024	2025
Interest Income/ Profit on Investment	3,387,294,043	4,395,354,319	6,855,561,759	8,303,859,895
Interest/ Profit Paid on Deposits and borrowings etc	3,026,484,658	3,912,301,844	7,167,737,784	9,553,243,599
Net Interest/ Investment Income	360,809,385	483,052,475	(312,176,025)	(1,249,383,704)
Investment Income	1,243,541,857	2,005,419,979	3,114,990,029	3,591,090,718
Commission, Exchange and Brokerage	453,080,530	683,576,606	974,702,072	604,538,818
Other Operating Income	193,091,805	266,849,510	334,250,722	384,354,206
	1,889,714,192	2,955,846,095	4,423,942,823	4,579,983,742
Total Operating Income	2,250,523,577	3,438,898,570	4,111,766,798	3,330,600,038
Salaries and Allowances	778,600,389	973,725,697	1,089,365,667	1,182,374,735
Rent, Taxes, Insurances, Electricity etc.	91,917,964	115,668,188	136,160,112	142,222,749
Legal Expenses	356,422	5,266,543	178,088	85,554
Postage, Stamps, Telecommunication etc.	22,149,893	27,033,641	39,921,159	40,016,196
Stationery, Printings, Advertisements etc.	17,302,471	23,420,158	26,832,573	32,601,091
Chief Executive's Salary & Fees	17,893,487	18,595,595	13,269,806	11,508,471
Directors' Fees	1,999,200	2,162,400	4,703,496	2,872,095
Auditors' Fees	458,475	489,000	569,000	2,048,150
Charges on Loan Losses	-	-	-	-
Depreciation & Repairs of Bank's Assets	214,908,569	247,246,547	352,809,293	369,031,644
Other Expenses	342,105,487	423,439,859	494,595,684	474,879,612
Total Operating Expenses	1,487,692,357	1,837,047,628	2,158,404,877	2,257,640,297
Profit/(Loss) Before Provision	762,831,220	1,601,850,942	1,953,361,921	1,072,959,741
Specific Provision for Classified Loans and Advances	190,332,906	386,860,095	788,139,716	511,581,576
General Provision for Unclassified Loans and Advances	(16,188,799)	142,530,987	134,428,013	160,482,259
General Provision for Off-Balance Sheet Exposures	(15,870,636)	60,907,516	109,216,756	25,956,930
Special General Provision - Covid-19	(3,664,323)	(34,690,004)	(65,702,005)	-
Provision for Diminution in Value of Investments	18,481,062	(1,996,516)	26,489,950	223,696,677
Provision for Other Asset	69,500,000	-	5,000,000	5,000,000

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Total Provision	242,590,210	553,612,078	997,572,430	926,717,442
Profit/(Loss) Before Taxes	520,241,010	1,048,238,864	955,789,491	146,242,299
Current Tax	332,213,733	270,272,913	464,548,928	217,410,037
Deferred Tax Expense/ (Income)	(2,895,236)	(620,622)	(13,264,135)	(125,015,426)
Net Profit after Taxation	329,318,497	269,652,291	451,284,793	92,394,611
Retained Earnings Brought Forward From Previous Years	190,922,513	778,586,574	504,504,698	53,847,688
	39,491,860	125,840,992	7,898,630	291,873,864
	230,414,374	904,427,565	512,403,328	345,721,552
Appropriations				
Statutory Reserve	106,316,533	209,593,320	178,381,230	15,304,482
Non-controlling Interest	1.00	0.14	5	6
Start-Up Fund	1,858,707	7,781,045	4,648,228	114,508
	108,175,241	217,374,365	183,029,463	15,418,996
	122,239,133	687,053,200	329,373,865	330,302,556
Retained Surplus				
Earnings Per Share (EPS) (Restated if Required)	0.35	1.40	0.91	0.10



Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.



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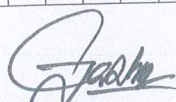


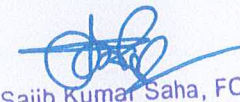
Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited


Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

Draft Information Memorandum

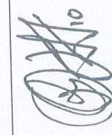
Meghna Bank PLC Consolidated Balance Sheet				
Particulars	2022	2023	2024	2025
Property and Assets				
Cash	3,920,090,518	4,912,238,982	5,942,374,382	6,073,574,222
Cash in hand (Including Foreign Currencies)	899,992,595	817,534,856	1,361,616,008	1,317,339,359
Balance with Bangladesh Bank and its agent Bank (s)	3,020,097,923	4,094,704,126	4,580,758,374	4,756,234,863
Balance with other Banks and Financial Institutions	4,378,700,469	4,970,719,800	4,029,505,912	3,418,522,776
In Bangladesh	4,034,091,872	4,371,769,082	3,505,461,315	2,992,651,363
Outside Bangladesh	344,608,597	598,950,718	524,044,597	425,871,413
Money at Call on Short Notice	1,010,000,000	-	850,000,000	-
Investments	13,796,159,435	19,522,534,523	29,668,846,795	35,861,429,566
Government	10,617,914,619	14,915,748,950	25,218,053,417	30,893,011,200
Others	3,178,244,816	4,606,785,573	4,450,793,378	4,968,418,366
Loans and Advances/ Investments	39,908,623,991	51,929,432,636	66,995,645,493	73,482,742,881
Loans, Cash credits, Overdrafts, etc./ Investments	39,632,796,738	49,955,030,569	65,219,227,982	71,031,299,205
Bills Purchased and Discounted	275,827,253	1,974,402,067	1,776,417,511	2,451,443,676
Fixed Assets Including Premises, Furniture and Fixtures	697,769,825	1,125,705,441	1,278,420,722	1,410,460,296
Other Assets	849,137,563	1,054,644,782	942,852,998	1,419,624,776
Non Banking Assets	-	-	-	-
Total Assets	64,560,481,801	83,515,276,164	109,707,646,302	121,666,354,517
LIABILITIES AND CAPITAL				
Liabilities				
Borrowings from other Banks, Financial Institutions and Agents	1,620,218,321	4,219,880,636	6,752,898,868	8,752,547,938
Deposits and Other Accounts	49,490,174,007	65,012,685,737	86,779,858,073	94,516,977,017
Current/Al-Wadeeah Current Accounts & Other Accounts	6,136,680,593	11,202,942,793	18,441,615,819	21,410,460,167
Bills Payable	239,912,885	439,201,865	393,500,799	553,956,661
Savings/Mudaraba Saving Deposits	3,581,095,585	4,224,561,932	4,194,021,552	4,541,413,811
Fixed Deposits/ Mudaraba Term Deposit	39,532,484,944	49,145,979,147	63,750,719,903	68,011,146,378


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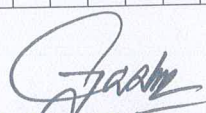

Syed Mizanur Rahman
Managing Director
Meghna Bank PLC


Nasimul Baten
Managing Director & CEO
DBH Finance PLC.


Syed Rashed Hussain
Chief Executive Officer
PRAC EPL Investments Limited

Draft Information Memorandum

Bearer Certificate of Deposit	-	-	-	-
Other Deposits	-	-	-	-
Non-Convertible Subordinated Bonds	2,000,000,000	1,800,000,000	1,500,000,000	1,100,000,000
Other Liabilities	4,900,377,921	5,164,432,222	7,397,455,330	9,986,426,287
Total Liabilities	58,010,770,249	76,196,998,595	102,430,212,271	114,355,951,242
Capital/Shareholders' Equity				
Paid-up Capital	5,437,274,500	5,437,274,500	5,573,206,290	5,573,206,290
Statutory Reserve	983,696,846	1,193,290,166	1,371,671,396	1,386,975,878
Revaluation Reserve on Investment in Securities	2,899,111	154,930	3,182,372	57,418,436
Retained Earnings	125,840,992	687,557,870	329,373,864	292,802,567
Total Shareholders' Equity	6,549,711,449	7,318,277,466	7,277,433,922	7,310,403,171
Non-controlling Interest	103	103	109	104
Total Shareholders' Equity with Non-Controlling Interest	6,549,711,552	7,318,277,569	7,277,434,031	7,310,403,275
Total Liabilities & Shareholders' Equity	64,560,481,801	83,515,276,164	109,707,646,302	121,666,354,517


Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.


Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.


Syed Mizanur Rahmat
Managing Director
Meghna Bank PLC

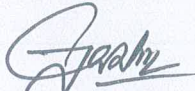

Nasimul Baten
Managing Director & CEO
DBH Finance PLC.

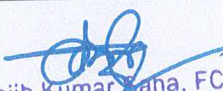

Syed Rashed Hussain
Chief Executive Officer
FPL Investments Limited

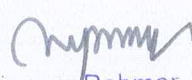
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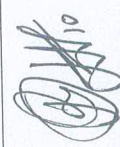
Meghna Bank PLC Consolidate Cash Flow Statement				
Particulars	2022	2023	2024	2025
Cash Flow from Operating Activities				
Interest/ Profit receipts in cash	4,407,438,146	5,358,706,660	8,676,102,449	10,598,318,522
Interest/ Profit Payments	(2,834,922,273)	(3,719,400,121)	(6,717,962,386)	(9,219,349,016)
Dividends Receipts	253,239,292	238,368,842	241,667,908	242,099,832
Fee & Commission receipts in cash	453,080,530	683,576,606	974,702,072	604,538,818
Recoveries on loans previously written off	-	-	62,000	62,000
Cash Payments to Employees	(796,493,876)	(992,321,292)	(1,058,168,679)	(1,149,416,412)
Cash Payments to Suppliers	(17,302,471)	(23,420,158)	(26,832,572)	(32,601,091)
Income Taxes Paid	(389,474,717)	(277,089,336)	(257,979,526)	(506,956,527)
Receipts from other Operating activities	198,438,877	975,620,780	1,258,246,110	1,116,708,141
Payments for other Operating activities	(605,760,303)	(745,913,452)	(902,080,064)	(886,095,668)
Operating Profit before changes in Operating Assets and Liabilities	668,243,205	1,498,128,529	2,187,757,309	767,308,595
Increase/Decrease in Operating Assets and Liabilities				
Statutory Deposits	-	-	-	-
Purchase/Sale of Trading Securities (Treasury bills)	(382,475,376)	(440,342,306)	196,756,855	(3,704,065,055)
Loans and Advances/ Investments to Other Banks	-	-	-	-
Loans and Advances/ Investments to Customers	1,908,540,372	(12,813,961,82)	(15,085,212,237)	(6,506,096,769)
Other Assets	(75,307,944)	(193,232,476)	255,110,784	(128,004,819)
Deposits from other Banks	(5,102,751,532)	(579,145)	1,348,798,483	1,449,649,584
Deposits from Customers	1,927,588,448	15,523,090,874	20,418,373,854	6,287,469,359
Other liabilities on account of customers	-	-	-	-
Trading Liabilities	-	-	-	-
Other Liabilities	224,795,663	132,900,485	620,902,326	1,424,780,964
Sub Total	(1,499,610,369)	2,207,875,611	7,754,730,065	(1,176,266,735)
Net Cash from Operating Activities	(831,367,164)	3,706,004,140	9,942,487,375	(408,958,139)
Cash flows from Investing Activities				
Proceeds from sale of Securities	-	-	-	-

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Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.


Sajib Kumar Datta, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.


Syed Mizanur Rahmar
Managing Director
Meghna Bank PLC


Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited


Nasimul Baten
Managing Director & CEO
DBH Finance PLC.

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Payment for purchases of securities	2,583,472,835	(5,288,619,822)	(10,315,049,984)	(2,459,838,999)
Purchase/Sale of Property, Plant & Equipment	(71,662,231)	(243,248,808)	(377,696,961)	(85,059,429)
Purchase/Sale of Subsidiary	-	-	-	-
Net Cash Used in Investing Activities	2,511,810,604	(5,531,868,630)	(10,692,746,945)	(2,544,898,428)
Cash flow from Financing Activities				
Borrowing from other banks	(484,946,372)	2,599,662,315	2,533,018,232	1,999,649,070
Receipts from issue of Ordinary Share	409,365,900	-	-	-
Receipts from issue of Subordinated Coupon Bearing	2,000,000,000	(200,000,000)	(300,000,000)	(300,000,000)
Dividends Paid	(282,895,430)	-	(543,727,450)	(75,000,000)
Net Cash from Financing Activities	1,641,524,098	2,399,662,315	1,689,290,782	1,624,649,070
Net Increase/(Decrease) in Cash & Cash Equivalents	3,321,967,538	573,797,825	939,031,214	(1,329,207,497)
Effect of Exchange rate changes on cash & cash	522,710	504,670	-	-
Cash and cash equivalents at the beginning of the year	5,986,740,338	9,309,230,587	9,883,533,082	10,822,564,294
Cash and cash equivalents at the end of the year	9,309,230,587	9,883,533,082	10,822,564,294	9,493,356,798

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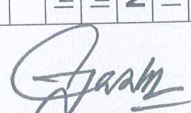
Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

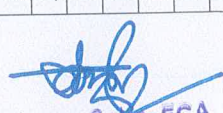
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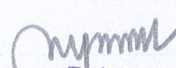
Meghna Bank PLC
Solo Income Statement

Particulars	2022	2023	2024	2025
Interest Income/ Profit on Investment	3,390,262,755	4,399,446,780	6,878,086,774	8,308,092,233
Interest/ Profit Paid on Deposits and borrowings etc.	3,029,082,180	3,913,399,675	7,174,053,502	9,556,048,639
Net Interest/ Investment Income	361,180,575	486,047,105	(295,966,728)	(1,247,956,406)
Investment Income	1,231,912,978	1,989,288,640	3,004,696,786	3,490,392,749
Commission, Exchange and Brokerage	436,806,157	675,558,935	964,388,975	597,169,527
Other Operating Income	192,548,153	266,891,690	334,316,677	385,004,070
	1,861,267,288	2,931,739,265	4,303,402,438	4,472,566,346
Total Operating Income	2,222,447,863	3,417,786,370	4,007,435,710	3,224,609,940
Salaries and Allowances	770,413,269	964,523,068	1,075,362,065	1,168,634,332
Rent, Taxes, Insurances, Electricity etc.	91,612,013	114,945,011	134,885,384	141,685,529
Legal Expenses	356,422	5,266,543	178,088	85,554
Postage, Stamps, Telecommunication etc.	22,054,452	26,937,195	39,825,135	39,926,426
Stationery, Printings, Advertisements etc.	17,120,757	23,292,169	26,694,473	32,472,346
Chief Executive's Salary & Fees	17,893,487	18,595,595	13,269,806	11,508,471
Directors' Fees	1,927,200	2,138,400	4,663,496	2,872,095
Auditors' Fees	398,475	420,000	500,000	1,932,000
Charges on Loan Losses	-	-	-	-
Depreciation & Repairs of Bank's Assets	212,586,939	244,015,445	346,038,489	364,214,116
Other Expenses	337,150,263	420,203,668	489,871,168	464,286,259
Total Operating Expenses	1,471,513,277	1,820,337,094	2,131,288,104	2,227,617,128
Profit/(Loss) Before Provision	750,934,586	1,597,449,276	1,876,147,606	996,992,812
Specific Provision for Classified Loans and Advances	190,332,906	386,860,095	788,139,716	511,581,576
General Provision for Unclassified Loans and Advances	(16,188,799)	142,530,987	134,428,013	159,903,054
General Provision for Off-Balance Sheet Exposures	(15,870,636)	60,907,516	109,216,756	25,956,930
Special General Provision - Covid-19	(3,664,323)	(34,690,004)	(65,702,005)	-
Provision for Diminution in Value of Investments	13,850,000	(3,600,000)	13,400,000	212,875,000
Provision for Other Asset	69,500,000	-	5,000,000	5,000,000

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Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.


Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.


Syed Mizanur Rahmar
Managing Director
Meghna Bank PLC

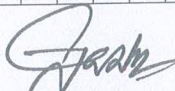

Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited


Nasimul Baten
Managing Director & CEO
DBH Finance PLC.

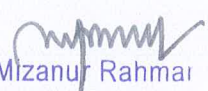
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Total Provision	237,959,148	552,008,594	984,482,480	915,316,560
Profit/(Loss) Before Taxes	512,975,438	1,045,440,682	891,665,126	81,676,252
Current Tax	330,000,000	267,500,000	440,000,000	195,000,000
Deferred Tax Expense/ (Income)	(2,895,236)	(163,848)	(13,157,646)	(124,774,545)
Net Profit after Taxation	327,104,764	267,336,152	426,842,354	70,225,455
Retained Earnings Brought Forward from Previous Years	185,870,674	778,104,530	464,822,772	11,450,797
	36,804,553	118,744,143	824,923	282,666,441
	222,675,227	896,848,673	465,647,695	294,117,238
Appropriations				
Statutory Reserve	102,595,088	209,088,136	178,333,025	11,336,289
Non-controlling Interest	-	-	-	-
Start-Up Fund	1,858,707	7,781,045	4,648,228	114,508
	104,453,795	216,869,181	182,981,253	11,450,797
Retained Surplus	118,221,433	679,979,493	282,666,441	282,666,441
Earnings Per Share (EPS) (Restated if Required)	0.34	1.40	0.83	0.02


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Meghna Bank PLC


Nasimul Baten
Managing Director & CEO
DBH Finance PLC.


Syed Rashed Hussain
Chief Executive Officer
RAC EPL Investments Limited

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Meghna Bank PLC Solo Balance Sheet				
Particulars	2022	2023	2024	2025
Property and Assets				
Cash	3,920,090,518	4,912,237,200	5,942,374,100	6,073,571,772
Cash in hand (Including Foreign Currencies)	899,992,595	817,533,074	1,361,615,726	1,317,336,909
Balance with Bangladesh Bank and Its agent Bank (s) [(Including Foreign Currencies)]	3,020,097,923	4,094,704,126	4,580,758,374	4,756,234,863
Balance with other Banks and Financial Institutions	4,360,021,451	4,907,459,021	3,996,959,322	3,385,569,119
In Bangladesh	4,015,412,854	4,308,508,303	3,472,914,725	2,959,697,706
Outside Bangladesh	344,608,597	598,950,718	524,044,597	425,871,413
Money at Call on Short Notice	1,010,000,000	-	850,000,000	-
Investments	13,384,147,934	18,703,603,049	28,204,792,453	35,237,455,750
Government	10,617,914,619	14,521,710,500	24,169,405,817	30,717,089,550
Others	2,766,233,315	4,181,892,549	4,035,386,636	4,520,366,200
Loans and Advances/ Investments	39,973,582,659	52,042,206,692	67,724,773,392	73,853,084,328
Loans, Cash credits, Overdrafts, etc./ Investments	39,697,755,406	50,067,804,625	65,948,355,881	71,401,640,652
Bills Purchased and Discounted	275,827,253	1,974,402,067	1,776,417,511	2,451,443,676
Fixed Assets Including Premises, Furniture and Fixtures	689,205,816	1,084,940,759	1,238,682,587	1,399,542,597
Other Assets	1,199,949,048	1,800,505,886	1,677,788,534	2,174,236,580
Non-Banking Assets	-	-	-	-
Total Assets	64,536,997,426	83,450,952,607	109,635,370,388	122,123,460,146
LIABILITIES AND CAPITAL				
Liabilities				
Borrowings from other Banks, Financial Institutions and Agents	1,620,218,321	4,219,880,636	6,752,898,868	8,752,547,938
Deposits and Other Accounts	49,535,924,245	65,029,180,705	86,838,193,780	95,076,361,564
Current/AI-Wadeeah Current Accounts & Other Accounts	6,136,680,593	11,202,942,793	18,441,615,819	21,410,460,167
Bills Payable	239,912,885	439,201,865	393,500,799	553,956,661

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Company Secretary
Meghna Bank PLC.

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Meghna Bank PLC.

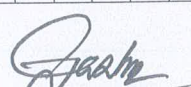
Syed Mizanur Rahmar
Managing Director
Meghna Bank PLC

Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

Nasimul Baten
Managing Director & CEO
DBH Finance PLC.

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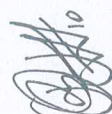
Savings/Mudaraba Saving Deposits	3,581,095,585	4,224,561,932	4,194,021,552	4,541,413,811
Fixed Deposits/ Mudaraba Term Deposit	39,578,235,182	49,162,474,115	63,809,055,610	68,570,530,925
Bearer Certificate of Deposit	-	-	-	-
Other Deposits	-	-	-	-
Non-Convertible Subordinated Bonds	2,000,000,000	1,800,000,000	1,500,000,000	1,100,000,000
Other Liabilities	4,842,913,209	5,095,865,640	7,318,777,579	9,903,478,130
Total Liabilities	57,999,055,775	76,144,926,981	102,409,870,227	114,832,387,632
Capital/Shareholders' Equity				
Paid-up Capital	5,437,274,500	5,437,274,500	5,573,206,290	5,573,206,290
Statutory Reserve	979,023,897	1,188,112,033	1,366,445,058	1,377,781,347
Revaluation Reserve on Investment in Securities	2,899,111	154,930	3,182,372	57,418,436
Retained Earnings	118,744,143	680,484,163	282,666,441	282,666,441
Total Shareholders' Equity	6,537,941,651	7,306,025,626	7,225,500,161	7,291,072,514
Non-controlling Interest	-	-	-	-
Total Shareholders' Equity with Non-Controlling Interest	6,537,941,651	7,306,025,626	7,225,500,161	7,291,072,514
Total Liabilities & Shareholders' Equity	64,536,997,426	83,450,952,607	109,635,370,388	122,123,460,146


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BRAC EPL Investments Limited

Meghna Bank PLC Solo Cash Flow Statement				
Particulars	2022	2023	2024	2025
Cash Flow from Operating Activities				
Interest/ Profit receipts in cash	4,410,406,858	5,362,799,121	8,639,294,341	10,557,657,127
Interest/ Profit Payments	(2,837,519,796)	(3,720,497,952)	(6,724,278,104)	(9,222,154,056)
Dividends Receipts	247,231,968	234,224,393	233,997,051	347,481,343
Fee & Commission receipts in cash	436,806,157	675,558,935	964,388,975	597,169,527
Recoveries on loans previously written off	-	-	62,000	549,300
Cash Payments to Employees	(788,306,756)	(983,118,663)	(1,044,165,077)	(1,180,142,803)
Cash Payments to Suppliers	(17,120,757)	(23,292,169)	(26,694,473)	(32,472,346)
Income Taxes Paid	(385,491,583)	(273,881,344)	(249,195,651)	(432,326,219)
Receipts from other Operating activities	195,558,468	965,085,336	1,213,453,508	1,064,468,853
Payments for other Operating activities	(598,786,393)	(741,260,586)	(855,820,692)	(836,359,164)
Operating Profit before changes in Operating Assets and Liabilities	662,778,166	1,495,617,071	2,151,041,878	863,871,562
Increase/Decrease in Operating Assets and Liabilities				
Statutory Deposits	-	-	-	-
Purchase/Sale of Trading Securities (Treasury bills)	(382,475,376)	(440,342,306)	196,756,855	(3,706,988,712)
Loans and Advances/ Investments to Other Banks	-	-	-	-
Loans and Advances/ Investments to Customers	1,902,527,672	(12,861,777,208)	(15,701,566,080)	(6,128,310,937)
Other Assets	(64,023,035)	(587,801,103)	266,971,156	(146,136,229)
Deposits from other Banks	(5,102,751,532)	(579,145)	1,348,798,483	1,449,649,584
Deposits from Customers	1,900,805,492	15,493,835,604	20,460,214,592	6,788,518,200
Other liabilities on account of customers	-	-	-	-
Trading Liabilities	-	-	-	-
Other Liabilities	224,359,075	120,123,863	629,494,927	1,427,329,543
Sub Total	(1,521,557,704)	1,723,459,705	7,200,669,933	(315,938,551)
Net Cash from Operating Activities	(858,779,539)	3,219,076,776	9,351,711,811	547,933,012
Cash flows from Investing Activities				

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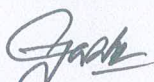
Syed Mizanur Rahman
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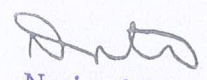
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Proceeds from sale of Securities	-	-	-	-
Payment for purchases of securities	2,591,760,368	(4,881,683,723)	(9,694,809,117)	(3,369,761,833)
Purchase/Sale of Property, Plant & Equipment	(70,995,231)	(207,841,086)	(376,446,575)	(107,436,980)
Purchase/Sale of Subsidiary	-	-	-	-
Net Cash Used in Investing Activities	2,520,765,137	(5,089,524,809)	(10,071,255,692)	(3,477,198,813)
Cash flow from Financing Activities				
Borrowing from other banks	(484,946,372)	2,599,662,315	2,533,018,232	1,999,649,070
Receipts from issue of Ordinary Share	409,365,900	-	-	-
Receipts from issue of Subordinated Coupon Bearing Bonds	2,000,000,000	(200,000,000)	(300,000,000)	(400,000,000)
Dividends Paid	(251,395,430)	-	(543,727,450)	-
Net Cash from Financing Activities	1,673,024,098	2,399,662,315	1,689,290,782	1,599,649,070
Net Increase/(Decrease) in Cash & Cash Equivalents (A+B+C)	3,335,009,697	529,214,282	969,746,901	(1,329,616,731)
Effect of Exchange rate changes on cash & cash equivalents	522,710	504,670	-	-
Cash and cash equivalents at the beginning of the year	5,955,019,162	9,290,551,569	9,820,270,521	10,790,017,422
Cash and cash equivalents at the end of the year (D+E+F)	9,290,551,569	9,820,270,521	10,790,017,422	9,460,400,691


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Managing Director & CEO
DBH Finance PLC.


Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited

13 KEY FINANCIAL RATIOS FOR THE LAST 4 YEARS

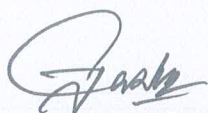
Key Ratios	Dec-22	Dec-23	Dec-24	Dec-25
Current Ratio	N/A	N/A	N/A	N/A
Quick Ratio	N/A	N/A	N/A	N/A
Breakeven Point	N/A	N/A	N/A	N/A
Debt to Equity Ratio (Before Bond Issue)	N/A	N/A	N/A	N/A
Debt to Equity Ratio (After Bond Issue)	N/A	N/A	N/A	N/A
Debt to Total Assets	N/A	N/A	N/A	N/A
Accounts Receivable Turnover	N/A	N/A	N/A	N/A
Gross Profit Margin	N/A	N/A	N/A	N/A
Operating Income Margin	N/A	N/A	N/A	N/A
Net Profit Margin	N/A	N/A	N/A	N/A
Return On Assets	0.29%	1.05%	0.48%	0.01%
Return On Equity	2.92%	11.24%	6.40%	0.16%
Earnings Per Share (BDT)	0.34	1.43	0.83	0.02
Net Asset Value (NAV) Per Share (BDT)	12.02	13.11	12.96	13.08
Net Operating Cash Flow to Net Income	N/A	N/A	N/A	N/A
Capital Adequacy Ratio	21.30%	18.41%	15.06%	13.77%
Percentage of Classified Loans against total Loans and Advances/ Investments	6.73%	4.53%	4.78%	5.71%
Return on Investment (ROI)	7.66%	11.55%	12.86%	11.00%
Cost of Fund	8.63%	9.18%	11.37%	11.82%
Credit Deposit Ratio	75.62%	75.94%	73.26%	72.99%



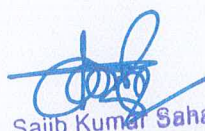
Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited



Nasimul Baten
Managing Director & CEO
DBH Finance PLC.



Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.



Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.



Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

14 CREDIT RATING SUMMARY**Credit Rating of the Issuer:** Meghna Bank PLC.

Date of Declaration	Valid Till	Long term	Short term	Outlook
22 June 2026	21 June 2027	AA+	ST-2	Stable
Agency: Alpha Credit Rating Limited				

Alpha Credit Rating Limited has affirmed "AA+" (Pronounced as double AA Plus) rating in the Long Term and "ST-2" rating in the Short Term with "Stable" Outlook to Meghna Bank PLC. through an in -depth analysis of the operational and financial performance of the bank along with all its relevant qualitative and quantitative factors. The basis of its evaluation was the financial of the bank up to December 31, 2025 and other prevailing factors up to date of rating.

Credit Rating of the Issue: Meghna Bank 2nd Subordinate Bond

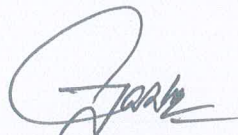
Date of declaration	Valid Till	Long term	Outlook
21 May 2026	28 November 2026	A ₂ (Hyb)	Stable
Agency: Credit Rating Agency of Bangladesh Limited (CRAB)			

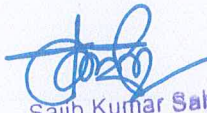
Credit Rating Agency of Bangladesh Limited (CRAB) assigned 'A₂(Hyb)' (pronounced A two hybrid) rating in the long term to Meghna Bank PLC. subordinated coupon bearing bond II (up to BDT 4,000.0 million), in line with CRAB's standard notching practices. According to the Term Sheet provided to CRAB, the bond is unsecured, non-convertible & non-callable, floating rate, fully redeemable coupon bearing bond in nature and has no prepayment option. The subordinated bond is unsecured and ranked below deposits, borrowings and secured bonds with regard to claims on assets or earnings. The rating outlook is "Stable", reflecting the outlook on the issuer's credit rating. CRAB performed the rating based on audited FS of 31 December 2025 and other relevant information up to the date of rating declaration. MGBPLC. has planned to raise tier II capital through issuance of subordinated bond II in order to strengthen its capital base in accordance with Basel III guidelines of Bangladesh Bank.

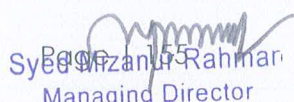

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 Md. Jasim Uddin, FCS
 Company Secretary
 Meghna Bank PLC.


 Sajib Kumar Saha, FCA
 EVP & Chief Financial Officer
 Meghna Bank PLC.


 Syed Farzanul Rahmar
 Managing Director
 Meghna Bank PLC

15 LATEST DEFAULT & TRANSITION MATRIX**CRAB Default Studies & Transition Matrix****CRAB RATINGS' DEFAULT STUDY 2024**

Rating Category	1-Year Default Rate	3-Year Cumulative Default Rate (CDR)
AAA	0.00%	0.00%
AA	0.00%	0.00%
A	0.00%	0.00%
BBB	0.00%	0.00%
BB	0.00%	0.00%
B	0.00%	0.00%
CCC	0.00%	0.00%

Note: Default study considers the Bond ratings only.

CRAB Ratings' Transition Matrix – 2024

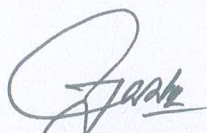
Previous Rating	AAA	AA	A	BBB	BB	B	CCC
AAA	100.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
AA	0.00%	99.99%	0.01%	0.00%	0.00%	0.00%	0.00%
A	0.00%	0.01%	99.82%	0.17%	0.00%	0.00%	0.00%
BBB	0.00%	0.00%	0.31%	99.68%	0.01%	0.00%	0.00%
BB	0.00%	0.00%	0.00%	0.05%	99.95%	0.00%	0.00%
B	0.00%	0.00%	0.00%	0.00%	0.00%	100.00%	0.00%
CCC	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%



Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited



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Managing Director & CEO
DBH Finance PLC.



Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.



Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.



Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

16 DESCRIPTIONS OF TRUSTEE

DBH Finance PLC. is the pioneer, largest and specialist in Housing Finance Institution in the private sector of the country. After commencing operation in 1996 the company has registered commendable growth in creating home ownership in Dhaka and other major cities of the country. At the same time. The company has been playing an active role in promoting the real estate sector to the large cross sections of prospective clients who had but yet unfulfilled dream of owning a home.

Among all Banks and Financial Institutions of Bangladesh only DBH has been rated the highest 'AAA' credit rating for the 19th consecutive year. The level of credit rating provides a very important indication of the financial safety, security and strength of the concerned Bank or Financial Institution and is particularly relevant to its depositors and other investors such as shareholders and lenders.

1. Incorporated as public Ltd. Company: May 11, 1996
2. Date of certificate of commencement of business: May 11, 1996
3. License from Bangladesh Bank: July 15, 1996
4. Initial Public Offering (IPO): March, 2008
5. Stock Exchange listings: 24th April, 2008
6. Business lines:
 - i. The principal activities of the Company during the year were providing loans for construction of houses, purchases of flats or houses, extension and improvement of existing houses or flats and purchase of housing plots.
 - ii. The Company has also various investment and financing products like term deposit scheme, cumulative deposit, triple money deposit, double money deposit, annual income deposit, quarterly income deposit, monthly income deposit, easy way deposit, profit first deposit etc. for its individual and corporate clients.
7. Authorized Capital: BDT. 4,000,000,000/- (as of 13 May 2026)
8. Paid up Capital: BDT 2,028,679,740/- (as of 13 May 2026)
9. Institutional Sponsor of: DBH 1st Mutual Fund (inception date 4th February 2010)
10. Net Worth: BDT 10,051,656,986/- (as of 13 May 2026)

Vision:

To be the leading financial institution in the country with satisfied customers and employees and to generate value for our shareholders while contributing to the wellbeing of society.

Mission:

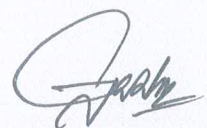
To strengthen the society of the country by continually expanding home ownership

Core Values:

1. Honesty, integrity and ethics in all aspects of business
2. Outstanding service to the customer, above all else
3. Individual opportunity, responsibility and reward based on merit
4. Hard work and continuous self-improvement, never being satisfied
5. Respect and concern for the individual employee

Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited


Nasimul Baten
Managing Director & CEO
DBH Finance PLC.


Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.


Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.


Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

Strategic Objective:

- Focus on building deep and long-standing relationships with our clients, customers as real-estate developers, and constantly look to improve the quality of our products services.
- Focus on developing our human resource talents.
- Ensure balanced growth with a disciplined approach to the management of risks and costs.
- Ensure adequate capital and liquidity to sustain our business over the long term.

Shareholding Position (as of 30th April 2026):

Group Name	No of Shareholders	No of Shares	Percent (%)
Sponsors/Directors	5	104,114,210	51.32
General Public	7,405	32,304,659	15.92
FIs/Other Companies	225	65,546,706	32.31
Foreign Investors	4	902,399	0.45
Total	7639	202,867,974	100.00

Business Activities:

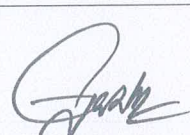
DBH Finance PLC offers both conventional and Islamic (Shariah-compliant) financial solutions to meet diverse customer needs. Its core business includes a comprehensive range of home financing products such as Apartment Purchase Loans, Own Construction Loans, Extension/Renovation Loans, Plot Purchase Loans, Group Construction Loans, Home Equity Loans, Semi-Pucca Construction Loans, Affordable Home Loans, Balance Transfer Loans, as well as Personal and Car Loans. On the deposit side, DBH offers various options including Annual Income, Day-Wise, and Cumulative Deposits, along with specialized products like Platinum Deposit, Double Money Deposit, Easy Deposit, and Flexible Fixed Deposit schemes.

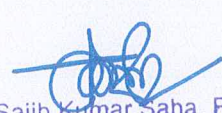
In 2023, DBH launched its dedicated Islamic window, DBH Islamic, offering Shariah-compliant financing under the HPSM (Hire Purchase under Shirkatul Meelk) structure. These include HPSM Apartment Purchase, Self/Group Construction, Commercial Space, Extension/Renovation, Semi-Pucca, Affordable Home Finance (Amar Ghor & Amar Bari), Plot Purchase, and Balance Transfer Financing, in addition to Islamic Car Financing.

DBH's Islamic deposit products include Mudaraba Term Deposit (MTDR), Monthly Income Deposit (MMID), Quarterly Income Deposit (MQID), Day-Wise Deposit (MDWD), Easy Deposit (MED), Monthly DPS (MMDPS), and Hajj Deposit (MHD). Beyond financial services, DBH actively supports strategic initiatives such as green housing in collaboration with IFC, as well as financial literacy and community development programs.

Board of Directors:

Sl.	Name	Designation
1	Syed Moinuddin Ahmed	Chairman


Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.


Sajib Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.


Syed Mizanur Rahman
Managing Director
Meghna Bank PLC


Nasimul Baten
Managing Director &
DBH Finance PLC

Draft Information Memorandum



2	Imran Rahman	Vice Chairman & Independent Director
3	Nazir Rahim Chowdhury	Director
4	Khandkar Manwarul Islam	Director
5	Mohammad Anisur Rahman	Director
6	Nausheen Rahman	Independent Director
7	Nasimul Baten	Managing Director & CEO

Currently Acting as A Trustee of Debt Securities

Sl.	Bond Name	Issuer	Size (Cr)	Tenure (Years)	Principal Redemption/Repayment Amount (Cr)	Outstanding Principal Amount (Cr) (as of 13th May 2026)	Remarks
1	UCBL 5th Subordinated Bond	United Commercial Bank PLC	1,000	7	30.00	844.45	Trustee Certificate Issue on July 26, 2022
2	5th PBL Subordinated Bond	The Premier Bank PLC	600	7	80.16	410.52	Trustee Certificate Issue on Sep 22, 2022
3	IBBL 4th Mudaraba Sub Bond	Islami Bank Bangladesh PLC	800	7	60.00	740.00	Trustee Certificate Issue on Dec 28, 2022
4	PBL 3rd Non-Convertible Sub Bond	Pubali Bank PLC	700	7	72.00	628.00	Trustee Certificate Issue on Dec 28, 2022
5	SJIBL 3rd Mudaraba Sub Bond	Shahjalal Islami Bank PLC	500	7	-	500.00	Trustee Certificate Issue on Jan 18, 2023
6	Trust Bank Ltd VI Sub Bond	Trust Bank PLC	400	7	40.00	350.00	Trustee Certificate Issue on Dec 28, 2022

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Chief Executive Officer
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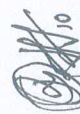
Sajit Kumar Saha, FCA
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Meghna Bank PLC.

Syed Mizanur Rahman
Managing Director
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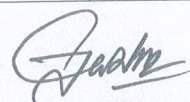
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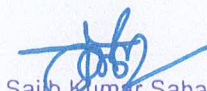
Draft Information Memorandum

7	SIBL 4th Mudaraba Sub Bond	Social Islami Bank PLC	600	7	-	600	Trustee Certificate Issue on Dec 29, 2022
8	Runner Auto Sustainability Bond	Runner Automobiles PLC	267.5	7	26.75	240.75	Trustee Certificate Issue on Jul 16, 2023
9	Dhaka Bank 4th Sub Bond	Dhaka Bank PLC	400	7	-	400.00	Trustee Certificate Issue on Nov 14, 2023
10	Jamuna Bank Subordinated Bond V	Jamuna Bank PLC	800	7	-	500.00	Trustee Certificate Issue on Nov 7, 2023
11	Sajida 2nd Zero Coupon Bond	Sajida Foundation	198	3	64.88	133.12	Trustee Certificate Issue on Dec 26, 2023
12	CDIP 1st Zero Coupon Bond	Centre for Development Innovations & Practice	171	3	50.99	120.01	Trustee Certificate Issue on Mar 10, 2024
13	Pubali Bank 4th Sub Bond	Pubali Bank PLC	400	7	-	400.00	Trustee Certificate Issue on Apr 04, 2024
14	IBBPLC Fifth Mudaraba Sub Bond	Islami Bank Bangladesh PLC	500	7	-	440.00	Trustee Certificate Issue on Nov 28, 2024
15	Standard Bank 4th Sub Bond	Standard Bank PLC	350	7	-	350.00	Trustee Certificate Issue on Nov 28, 2024
16	EXIM 6th Sub Bond	EXIM Bank PLC	250	7	-	250.00	Trustee Certificate Issue on Nov 28, 2024


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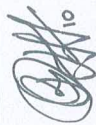

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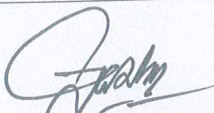

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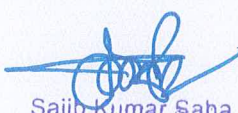
Draft Information Memorandum

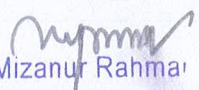
17	Dutch-Bangla Bank 5th Sub Bond	Dutch-Bangla Bank PLC	1,200	7	-	1,200.00	Trustee Certificate Issue on Dec 2, 2024
18	AIBPLC 5th Sub Bond	Al-Arafah Islami Bank PLC	500	7	N/A	N/A	Trustee Certificate Issue on Mar 25, 2025
19	UCB 6th Subordinated Bond	United Commercial Bank PLC	800	7	-	100.00	Trustee Certificate Issue on Sep 22, 2025
20	Pubali Bank 5th Subordinated Bond	Pubali Bank PLC	500	7	-	500.00	Trustee Certificate Issue on Sep 22, 2025
21	Trust Bank Subordinated Bond VIII	Trust Bank PLC	500	7	-	415.60	Trustee Certificate Issue on Sep 22, 2025
22	Meghna Bank 2nd Subordinated Bond	Meghna Bank PLC	400	7	N/A	N/A	Trustee Certificate Issue on Sep 28, 2025
23	Mercantile Bank 3rd Subordinated Bond	Mercantile Bank PLC	500	7	N/A	N/A	Trustee Certificate Issue on Sep 28, 2025
24	Southeast Bank Subordinated Bond (6th Issue)	Southeast Bank PLC	800	7	N/A	N/A	Trustee Certificate Issue on Sep 29, 2025
25	4th Subordinated Bond of EBL	Eastern Bank PLC	800	7	-	800.00	Trustee Certificate Issue on December 22, 2025
26	Sajida Orange Zero-Coupon bond	Sajida Foundation	158.5	3	-	-	Trustee Certificate Issue on March 31, 2026


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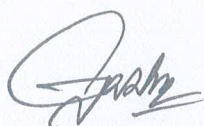
Total	14,095				
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Currently Acting as A Trustee of Alternative Investments Fund

Sl.	Fund Name	Issuer	Size (Crore)	Tenure (Years)	Capital Fund (Crore)	Remarks
1	IDLC Venture Capital Fund I	IDLC Finance PLC	45	7	29.16	Trustee Certificate Issue on Aug 1, 2022
2	UCB Private Equity Fund I	United Commercial Bank PLC	150	7	6	Trustee Certificate Issue on Jan 16, 2023
3	UCB Venture Capital Fund I	United Commercial Bank PLC	150	7	13.5	Trustee Certificate Issue on Jan 16, 2023



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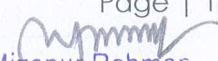
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Managing Director & CEO
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Syed Mizanur Rahman
Managing Director
Meghna Bank PLC

Due Diligence of the Trustee

DBH Finance PLC.



Due Diligence Certificate of the Trustee
DBH Finance PLC.

To

The Bangladesh Securities and Exchange Commission

SUB: NON-CONVERTIBLE, UNSECURED, FULLY REDEEMABLE, COUPON BEARING, FLOATING RATE, MEGHNA BANK 2ND SUBORDINATED BOND OF BDT 4,000 MILLION TO BE ISSUED BY MEGHNA BANK PLC.

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

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

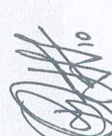
WE CONFIRM THAT:

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

For Trustee



Managing Director & CEO
DBH Finance PLC.
Date: May 14, 2026


Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited



Nasimul Baten
Managing Director & CEO
DBH Finance PLC.

17 MODUS OPERANDI OF THE ISSUE

Application Procedure

The Bonds shall be distributed 100% through private placement. Each Investor (Bondholder) shall enter into a separate Subscription Agreement with respect to their investment with the Issuer and shall be bound by the terms and conditions contained in the Subscription Agreement and the Trust Deed containing in details the rights and obligations of the Investor(s).

The Issuance of Bond

Notwithstanding anything contained anywhere in this Trust Deed, the Bonds shall be issued in dematerialised form as per the Rules, CDBL Bye Laws and the Regulatory Approvals.

Allotment

On the Closing Date, to be determined, the Issuer shall allot and issue the Bonds to the Investor(s) under each Subscription Tranches. The Bonds will be allotted according to the Rules.

Term of the Bonds

Subject to the terms of this Trust Deed, the Bonds shall be issued for a maximum tenure of 07 (seven) years or 84 (eighty-four) months calculated from the Issue Date of the Bonds for the respective Bondholder(s) under each Subscription Tranche. However, the tenure thereof may, subject to the approval of the Trustee and upon notification to the Bondholders, be readjusted.

Rating of the Bonds

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

Refund

Not applicable at the time of Issuance. However, subject to receiving proper consent from the regulatory authorities Refund in relation to the subscription may be possible upon mutual agreement between the Issuer and each Bondholder.

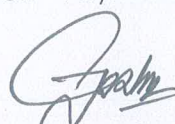
Transfer

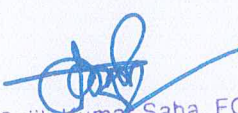
Bonds are transferable subject to the Terms and Conditions set out in the Trust Deed.

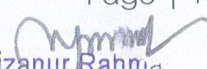
Repayment and Redemption features of the Bond

Coupon on the Bonds shall be paid on semi-annual basis on the Coupon Payment Dates. The Coupon Payment Dates shall be determined depending upon the Issue Date under each Subscription Tranche. Unless previously redeemed or purchased or cancelled, the principal of the Bonds will amortize, and paid annually on a pro rata basis to the Bondholders in instalments of 20% per year commencing at the third anniversary of the Bonds from the Issue Date. The final maturity of the Bonds will at the end of seventh year from the Issue Date of the Bonds under each Subscription Tranche. Notwithstanding the foregoing, for the purposes of listing of the Bonds, the Coupon Payment Dates and the Redemption Dates shall be subject to


 Syed Rashed Hussain
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 Company Secretary
 Meghna Bank PLC.


 Sajib Kumar Saha, FCA
 EVP & Chief Financial Officer
 Meghna Bank PLC.


 Syed Mizanur Rahman
 Managing Director
 Meghna Bank PLC

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 Nasimul Baten
 Managing Director & CEO
 DBH Finance PLC.

redetermination based on the Cut-off Date; provided that, the final Coupon Payment Date and the final Redemption Date of any Bond shall not, in any case, extend beyond the Maturity Date.

Trading or listing with the stock exchange

The Issuer shall apply, against each Subscription Tranche, to the respective stock exchange(s) for listing in the Alternative Trading Board (ATB) immediately from the date of availing ATB facilities under the Bangladesh Securities and Exchange Commission (Alternative Trading System) Rules, 2019 and respective regulations of the stock exchange(s) in this regard.

Details of conversion or exchange option

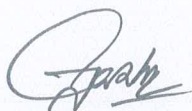
Not Applicable



Syed Rashed Hussain
Chief Executive Officer
BRAC EPL Investments Limited



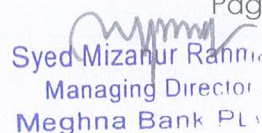
Nasimul Baten
Managing Director & CEO
DBH Finance PLC.



Md. Jasim Uddin, FCS
Company Secretary
Meghna Bank PLC.



Sajio Kumar Saha, FCA
EVP & Chief Financial Officer
Meghna Bank PLC.



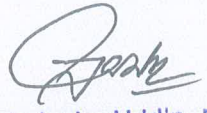
Syed Mizanur Rahman
Managing Director
Meghna Bank PLC.

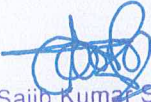
18 EXPECTED FEES & EXPENSES

Particulars	Costs
<u>Non-Regulatory Fees</u>	<u>3,651,250</u>
Legal Fee (Total)	200,000
Credit Rating Fee (Total)	350,000
Annual Trustee Fee (Total)	2,625,000
Non-Regulatory Fee	3,175,000
VAT on Non-Regulatory Fee	476,250
<u>Regulatory Fees & Others</u>	<u>7,466,000</u>
BSEC Application Fee	10,000
BSEC Consent Fee	4,000,000
BSEC Trustee Application Fee	50,000
BSEC Trustee Registration Fee	100,000
BSEC Annual Trustee Fee (Total)	350,000
Trust Deed Stamp Duty	1,300,000
CDBL Connection Fee	6,000
CDBL General Fee	600,000
CDBL Annual Fee (Total)	140,000
ATB Application Fee	10,000
ATB Listing Fee	200,000
ATB Annual Listing Fee (Total)	700,000
Printing & Publication Advertising Fee	500,000
<u>Total*</u>	<u>11,617,250</u>

*Apart from the above cost the issuer will born arrangement fee as per the agreement signed between issuer and Issue Manger/Arranger.


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