

# Annual Report 2015



**FAS Finance & Investment Ltd.**

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## Letter of Transmittal

All Shareholders,  
Bangladesh Bank  
Bangladesh Securities and Exchange Commission  
Registrar of Joint Stock Companies & Firms  
Dhaka Stock Exchange Ltd.  
Chittagong Stock Exchange Ltd.

### **ANNUAL REPORT FOR THE YEAR ENDED DECEMBER 31, 2015**

**Dear Sir (s):**

We are pleased to enclose a copy of the Annual Report together with the Audited Financial Statements including consolidated and separate balance sheet as at December 31, 2015 and Profit & Loss Accounts, Cash Flow Statements and Statements in changes in equity for the year ended December 31, 2015 along with notes thereon of FAS Finance & Investment Limited and its subsidiary (**FAS Capital Management Limited**) for your kind information and record.

Yours sincerely,

**Md. Manluzzaman Akan**  
Company Secretary (CC)

**Dated: June 09, 2016**



## Notice of 19th Annual General Meeting

Notice is hereby given to all the Members of FAS Finance & Investment Limited (FFIL) that the 19th Annual General Meeting of the Company will be held on Thursday, June 23, 2016 at 09.30 a.m. at Hotel Abakash, 83-88 Mohakhali C/A, Dhaka 1212, for transacting the following business:

- Agenda -1 :** To receive, consider and adopt the Financial Statements of the Company for the year ended 31 December, 2015 and the Report of the Directors and the Auditors thereon.
- Agenda -2 :** To declare Stock Dividend for the year ended 31 December, 2015 as recommended by the Board of Directors.
- Agenda -3 :** Appointment/Re-appointment of the Directors.
- Agenda -4 :** To appoint the Statutory Auditors for the year 2016 and to fix their remuneration

By order of the Boards of Directors

**Md. Maniruzzaman Akan**  
Company Secretary (CC)

Dated: June 09, 2016

### Notes:

- Shareholders whose names appear on the Members/Depository Register on the Record Date i.e. June 06, 2016 shall be eligible to attend the 19th AGM of the Company and to receive the Dividend.
- The Board of Directors recommended Stock Dividend @10.00% for the year 2015;
- Only Shareholders or their validly appointed proxies will be allowed to have access to the registration process to attend the meeting.
- Admission into the auditorium will be allowed strictly on submission of the attendance slip sent with the Notice.
- The Annual Report is available in the Company's website at [www.fasbd.com](http://www.fasbd.com)
- Hon'ble members are requested to update their respective BO Accounts, Bank Accounts Number, Address, Cell Number & E-mail Address through Depository Participant (DP) latest by date.

\* As per directive of Bangladesh Securities and Exchange Commission (BSEC), no gift/gift coupon/Food Box to be arranged at the 19th AGM.





## Our Vision

Become a market leader by providing innovative, integrated financial services and to create best value to our Shareholders.

## Our Mission

Develop the company into an ideal and unique financial institution by providing with excellent financial products and customer services to all our customers- corporate and individual but not excluding the high paced pro-active participant of Corporate Social Responsibility.

## Our Objectives

- ◆ Be one of the market leaders of the Industry.
- ◆ Achieve excellence in customer service next to none and superior to all competitors be a high quality distributor of financial products and services.
- ◆ Provide customized financial services to specific clients in both leasing and merchant banking services to build the company as multi-product non bank financial institution for different segment of the market Maximize profitability and sustain steady growth Maximize benefit and satisfaction of the customer Maximize the welfare of the society through employment, training, grant etc.
- ◆ Reflecting our social responsibility.

## Core Value

### For our Customers

- ◆ To provide the most courteous and efficient service in every aspect of its business.
- ◆ To be Innovative In the development of new products and Services

### For our Employees

- ◆ By promoting their well-being through attractive remuneration and fringe benefits.
- ◆ By promoting good staff morale through proper staff training and development and provision of opportunities for career development

### For our Shareholders

- ◆ By forging ahead and consolidating its position as a stable and progressive financial institution.
- ◆ By generating profits and fair return on their investment.

### For our Community

- ◆ By assuming our role as a socially responsible corporate citizen in a tangible manner.
- ◆ By adhering closely to national policies and objectives thereby contributing towards the progress of the nation.
- ◆ By upholding ethical values and best practices constantly seeking to improve performance by aligning our goals with stakeholders' expectations.



## Code of Conduct & Professional Ethics

Individuals acting in a professional capacity take on an additional burden of ethical responsibility. For example, professional associations have codes of ethics that prescribe required behavior within the context of a professional practice such as medicine, law, accounting or engineering. These written codes provide rules of conduct and standards of behavior based on the principles of Professional Ethics, which include:

### **Objectivity and Independence**

The principle of our objectivity imposes the obligation to be impartial, intellectually honest and free of conflicts of interest. Independence precludes relationships that may appear to impair a member's objectivity in rendering attestation services. Our members often serve multiple interests in many different capacities and must demonstrate their objectivity in varying circumstances. Members in public practice render attest, tax, and management advisory services. Other members prepare financial statements in the employment of others, perform internal auditing services, and serve in financial and management capacities in industry, education and government. They also educate and train those who aspire to admission into the profession. Regardless of service or capacity, our members are protecting the integrity of their work, maintain objectivity and avoid any subordination of their judgment.

### **Due diligence / Duty of care**

Our members also have a continuing responsibility to cooperate with each other to improve the art of accounting, maintain the public's confidence and carry out the profession's special responsibilities for self-governance. The collective efforts of all members are required to maintain and enhance the traditions of the profession.

### **Integrity / Confidentiality**

To maintain and broaden public confidence, members of our Company performs all professional responsibilities with the highest sense of integrity.

### **The Public Interest**

The members of our company have accepted the obligation to act in a way that will serve the public interest, honor the public trust and demonstrate commitment to professionalism.

### **Scope and Nature of Services**

Members of our Company in public practice are observing the Principles of the Code of Professional Conduct in determining the scope and nature of services to be provided.

## OUR EXTENSIVE RANGE OF PRODUCTS & SERVICES

### Corporate Finance

- Lease/Sale & Lease Back
- Term Loan
  - Term Loan
  - Bridge Finance
  - Loan to Procure Commercial Space
  - Loan for Real Estate Developers
- Project Financing
  - Project Financing - Fixed Cost
  - Club Financing for Relatively Larger Projects
  - Preferred Equity Investments
- Short Term Loan (revolving)
- Specialized Products
  - Refinancing of Existing Liabilities
  - Arranging Special Funds

### Structured Finance

- Fund-Raising
  - Syndication
  - Private Placement of Equity
  - Project/Infrastructure Finance
  - Foreign-Currency Loan
- Advisory Services
  - Merger & Acquisition
  - Joint-Venture Matchmaking
  - Feasibility Study
- Securitization of Assets

### SME Finance

- Lease
- Term Loan
- Short Term Loan (revolving)
- Short Term Loan against Work Order
- Factoring
- Women Entrepreneur Loan
- Green Finance

### Retail Finance

#### **Loans**

- Home Loan
  - Apartment Purchase
  - Building Construction
- Auto Loan
- Personal Loan
- Loan against TDR

#### **Deposit Schemes**

- FFIL Term Deposit Scheme (3-12 months)
- FFIL Cumulative Profit Scheme (1 year+)
- FFIL Profit Earner Scheme (Monthly/Quarterly/half Yearly)
- FFIL Earn Ahead Fixed Deposit Scheme
- FFIL Double Money Program
- FFIL Triple Money Program

### Treasury

- Call money Lending & Borrowing
- Short Term Lending & Borrowing
- Term Deposit

### Capital Market Services

#### **Products**

- Portfolio Management
- Margin Loan Facility

#### **Services**

- Issue Management
- Underwriting
- Corporate Advisory



National Credit Ratings Limited

NBFI

Followed Financial Institutions Rating Methodology (Bank & NBFI) of NCR published in our website.

Website: [www.ncrbd.com](http://www.ncrbd.com)

## FAS FINANCE &amp; INVESTMENT LIMITED

ENTITY RATING		
Date of Rating Declaration	Long Term	Short Term
28.07.2015	A-(Single A Minus)	ST-3
Outlook	Stable	

Ratings are valid for one year from the date of declaration

**Note:**

NCR assigned the ratings evaluating the quantitative information based on the audited financial statements for the year ended December 31, 2014 and the qualitative information up to the date of rating declaration as provided by the client.

FINANCIAL DATA  
(TK IN MILLION)

	2014	2013
Total Assets	7,590.05	4,789.41
Total Deposit	2,999.10	1,251.58
Risk weighted Assets (RWA)*	9,034.62	4,447.27
Required Capital (10% of RWA or MCR, whichever is higher)*	903.46	444.73
Tier I Capital*	1,375.35	1,287.82
Tier II Capital*	222.61	159.27
CAR (%)*	17.69	32.54
Gross Finance	6,083.45	3,725.03
Gross Finance*	5,845.52	3,480.61
Growth in Gross Finance (%)*	67.95	59.24
Non Performing Loan (NPL)*	551.99	343.86
Growth in NPL (%)*	60.53	76.54
Provision Required against NPL*	127.47	102.79
Provision Maintained against NPL*	127.47	103.24
Excess Provision Maintained*	-	0.46
NPL/Gross Advances (%)*	9.44	9.88
Total Net Revenue	384.31	225.25
Net Income	136.54	24.71
ROE (%)	8.60	1.95
ROA (%)	2.21	0.63
NIM (%)	5.35	5.45
Asset Yield (%)	14.85	14.26
Cost of Fund (%)	12.04	12.37
Spread (%)	2.81	1.89
Finance / Deposit (%)	202.84	297.63

\* Solo Basis

## RATING RATIONALE

The ratings reflect FFIL's satisfactory track record, experienced and qualified Board and Management team. The ratings favorably consider the enhanced business performance reflected by increase in total gross finance, net revenue and net income. The ratings also draw strength from satisfactory profitability indicators compared to previous year along with improved asset yield, cost of fund and enhanced spread. Maintenance of proper provisioning against non-performing loans was also taken into consideration. The ratings are, however, constrained by decline in NIM and loss of market value against the investment made in securities. Moreover, increase in non-performing loan for the last three years is implying decrease in assets quality which was a major consideration while assigning the ratings. Non-repayment of the loan provided to subsidiary company was another concern. However, NCR will review the performance of the company on the basis of half yearly financial statements for the year 2015 to observe whether the NIM, portfolio of investment, non-performing loan and repayment of the loan to subsidiary have improved or not.

## ASSESSMENT

\* The total capital was recorded TK. 1,597.96 million where Core Capital (Tier-I) is Tk. 1,375.35 million and Supplementary Capital (Tier-II) is Tk. 222.61 million during 2014, representing a capital surplus of Tk. 597.96 million. Finally the CAR was posted 17.69% which is composed of 15.22% Core Capital (Tier-I) and 2.47% Supplementary Capital (Tier-II)

\* The consolidated gross loan, advances and lease of the FAS Finance and Investment Limited and its subsidiary FAS Capital Management Limited, increased to TK 6,083.45 million in 2014 from TK 3,725.03 million in 2013. The NPL of FAS Finance & Investment Limited on solo basis was recorded TK 551.99 million in 2014 from Tk 343.86 million in 2013. The negative equity recorded by FAS Capital Management Limited in the investor's account increased to TK 701.56 million in 2014 against TK 524.07 million in 2013.

\* FAS Finance and Investment Limited maintained provision in accordance with the required amount of TK 127.47 million in 2014. However, the company maintained provision of TK 103.24 million against required provision TK 102.79 million, showing excess provisions of TK 0.46 million in 2013. FAS Capital Management Limited maintained margin loan loss provision of Tk 89.67 million in 2014 against TK 71.64 million in 2013 which was equivalent to 12.78% in 2014 and 13.66% in 2013 of the net unrealized loss of outstanding margin loan.

\* The Net Interest Income increased to TK 294.47 million in 2014 from TK 178.52 million in 2013. FFIL evidenced Net Profit of TK 136.54 million in 2014 against TK 24.71 million in 2013. The intermediation efficiency slightly depreciated during the year 2014, as the net interest margin (NIM) decreased to 5.35% in 2014 from 5.45% in 2013.

\* The company maintained 9.82% of Cash Reserve Requirement (CRR) against the required rate of 2.5% and 67.77% of Statutory Liquidity Reserve (SLR) against required rate of 5% during the period ended December 31, 2014. The main source of FFIL's funding is deposit (39.51%) followed by borrowing (29.05%), total equity attributable to shareholder of the company and non-controlling interest (21.44%) and non interest bearing liabilities (10%).

## PROFILE

\*FAS Finance & Investment Limited (hereinafter called as 'FFIL' or 'The Company') is a Non-Banking Financial Institution (NBFI) formed under the Companies Act, 1994 on March 4, 1997. FFIL was turned into a Public Limited Company on August 18, 2001. The company started lease financing operation by receiving license under the Financial Institutions Act, 1993 from Bangladesh Bank on September 17, 2001. The registered and Corporate Head Office is located at Suvastu Imam Square (4th Floor), 65 Gulshan Avenue, Dhaka-1212. The company operates with 03 (three) Branches located in Chittagong, Narsingdi & Sylhet.

## ANALYSTS:

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lemon@ncrbd.com

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Tel: +88-02-9359878 Fax: +88-02-9332769 website: [www.ncrbd.com](http://www.ncrbd.com)



## Corporate Information

<b>Registered Name of the Company</b>	FAS Finance & Investment Limited
<b>Company Registration Number</b>	C-32457 (1558)
<b>Bangladesh Bank License</b>	FID(L)/27(1)/2007
<b>Legal Form</b>	Public Limited Company, listed with Dhaka Stock Exchange & Chittagong Stock Exchange, incorporated in Bangladesh on 4th March 1997 under Companies Act 1994
<b>Corporate Head Office</b>	Suvastu Imam Square (4th Floor) 65 Gulshan Avenue, Gulshan, Dhaka-1212 Phone: +88 096 0404 6565 Fax : +88 02 9860531
<b>Extended Office</b>	BDDL Aftab Tower DIT Road, East Rampura, Dhaka-1219 Phone: +88 02 9360921
<b>Company Email</b>	info@fasbd.com
<b>Company Website</b>	www.fasbd.com
<b>Chittagong Branch</b>	M.M Tower (Extension building - 6th Floor) 1105 CDA Avenue, East Nasirabad, Chittagong Phone : +88 031 651472 E-mail : chittagong@fasbd.com
<b>Narsingdi Branch</b>	Index Plaza (Mezzanine Floor) Bowakur Station Road, Narsingdi Phone: +88 02 9451657 E-mail: narsingdi@fasbd.com
<b>Sylhet Branch</b>	Firoz Centre (4th Floor) Chouhatta, Sylhet Phone: +88 0821 721689 E-mail: sylhet@fasbd.com
<b>Accounting Year End</b>	31 December
<b>No. of Employees</b>	76
<b>Auditor</b>	MABS & J Partners, Chartered Accountants SMC Tower (7th Floor) 33 Banani C/A, Road # 17 Dhaka-1213

<b>E-TIN No.</b>	1427-26239751
<b>VAT Registration No.</b>	18151032580
<b>Trade License No.</b>	0921401
<b>Company Secretary (CC)</b>	Md. Maniruzzaman Akan
<b>Principal Bankers</b>	<p>Uttara Bank Ltd.  Mutual Trust Bank Ltd.  Bank Asia Ltd.  NCC Bank Ltd.  Dhaka Bank Ltd.  NRB Commercial Bank Ltd.  Social Islami Bank Ltd.  BASIC Bank Ltd.  Mercantile Bank Ltd.  The Premier Bank Ltd.  Midland Bank Ltd.  South Bangla Agriculture &amp; Commerce Bank Ltd.  Prime Bank Ltd.  State Bank of India  Woori Bank Ltd.  Sonali Bank Ltd.  Agrani Bank Ltd.  Rupali Bank Ltd.</p>
<b>Stock Brokers</b>	<p>Khwaja Equity Services Limited  Stock &amp; Bond Limited, Mika Securities Ltd.</p>
<b>Memberships</b>	<ul style="list-style-type: none"> <li>○ Bangladesh Leasing &amp; Finance Companies Association</li> <li>○ Bangladesh Association of Publicly Listed Companies</li> <li>○ The Institute of Bankers, Bangladesh (IBB)</li> <li>○ India-Bangladesh Chamber of Commerce and Industry</li> </ul>

## History - Key Milestones

Incorporation of the Company	04 March 1997
Licensed as Merchant Bank	22 January 1998
Converted into a Public Limited Company	18 August 2001
Licensed as Non-Banking Financial Institution	17 September 2001
Licensed for Principal Branch	27 September 2001
First Lease Agreement Signed	27 December 2001
Commencement of public deposit mobilization	27 December 2001
First Credit Line Agreement Signed	11 September 2002
Commencement of home loan	11 June 2003
Licensed for Chittagong Branch	14 February 2007
First Credit Rating by CRAB	03 May 2007
Licensed for Narsingdi Branch	18 July 2007
Licensed for Sylhet Branch	09 July 2008
<b>Initial Public Offering:</b>	
Prospectus Date	31 July 2007
Subscriptions Open	28 October 2007
Subscriptions Close	01 November 2007
Publication of Prospectus	02 August 2007
Allotment of IPO Share	05 December 2007
Listing with DSE & CSE	09 January 2008
First trading of shares in DSE & CSE	16 January 2008
<b>First Time Issuance of Right Share:</b>	
Subscription opens	18 March 2013
Subscription Closes	04 April 2013
Allotment of Rights Shares	24 April 2013

## The Board & its Committees

As on 31st December 2015

### Board of Directors & its Committees

Chairman (Acting)

Mr. Mohammad A. Hafiz, MBA

Vice Chairman

Mr. Md. Zahangir Alam, FCS

Directors

Mr. Md. Siddiqur Rahman, MBA, FCS

Mr. Md. Mostain Billah, FCA

Ms. Soma Ghosh

Mr. M. A Shahjahan

Mr. Arun Kumer Kundu, FCA

Dr. Uddab Mallick

Ms. Kazi Mahjaben Momtaz

Ms. Mahfuza Rahman Baby

Ms. Anita Kar

Independent Directors

Mr. Anjan Kumer Roy, FCA

Mr. Pradip Kumar Nandi, ITP

Mr. Birendra Kumar Shome

Managing Director &amp; CEO

Mr. Md. Russel Shahrior

Company Secretary (CC)

Md. Maniruzzaman Akan

### Executive Committee

Chairman Mr. Md. Siddiqur Rahman, MBA, FCS

Members Mr. Md. Zahangir Alam, FCS  
Mr. Anjan Kumer Roy, FCA  
Mr. Arun Kumer Kundu, FCA  
Dr. Uddab Mallick

### Audit Committee

Chairman Mr. Anjan Kumer Roy, FCA

Members Mr. Md. Zahangir Alam, FCS  
Mr. Md. Mostain Billah, FCA  
Mr. M.A Shahjahan  
Mr. Pradip Kumar Nandi, ITP



## The Board & its Committees

As on 31st May 2016

### Board of Directors

Chairman (Acting)

Mr. Mohammad A. Hafiz, MBA  
Nominated by Nikita & Company Limited

Vice Chairman

Mr. Md. Zahangir Alam, FCS  
Nominated by Design & Source Limited

Directors

Mr. Md. Siddiqur Rahman, MBA, FCS

Mr. M. A Shahjahan  
Nominated by Simtex Industries Limited

Mr. Md. Mostain Billah, FCA  
Nominated by P & L International Limited

Ms. Soma Ghosh  
Nominated by P & L International Limited

Mr. Arun Kumer Kundu, FCA  
Nominated by Reptiles Farm Limited

Dr. Uddab Mallick  
Nominated by Reptiles Farm Limited

Ms. Kazi Mahjaben Momtaz  
Nominated by P & L Agro Farms Limited

Ms. Mahfuza Rahman Baby  
Nominated by P & L Agro Farms Limited

Mr. Md. Atharul Islam  
Nominated by P & L Agro Farms Limited

Independent Directors

Mr. Anjan Kumer Roy, FCA

Mr. Pradip Kumar Nandi, ITP

Mr. Birendra Kumar Shome

Managing Director & CEO

Mr. Md. Russel Shahrior

Company Secretary (CC)

Md. Maniruzzaman Akan

### Executive Committee

Chairman Mr. Md. Siddiqur Rahman, MBA, FCS

Members Mr. Md. Zahangir Alam, FCS  
Mr. Anjan Kumer Roy, FCA  
Mr. Arun Kumer Kundu, FCA  
Dr. Uddab Mallick

### Audit Committee

Chairman Mr. Anjan Kumer Roy, FCA

Members Mr. Md. Zahangir Alam, FCS  
Mr. Md. Mostain Billah, FCA  
Mr. M.A Shahjahan  
Mr. Pradip Kumar Nandi, ITP

## Brief Profile of the Director



**Mr. Mohammad A Hafiz, MBA**  
Chairman (Acting)

Mr. Hafiz is the member of the Board since December, 2013. He is the Director nominated by Nikita & Company Limited and serving as Chairman (Acting) of the Board since then. Mr. Hafiz is a distinguished business personality of the country; he is the Chairman of AAA Finance & Investment Ltd. He is a 6th batch MBA from IBA, Dhaka University. Mr. Hafiz is the past President of Bangladesh Merchant Bankers' Association (BMBA). He carries vast experience in the field of Merchant banking and widely known in the investment banking circles. He worked in different industrial organizations in top management level since four decades. Mr. Hafiz is involved in the capital market and working actively in organizing portfolio fund, investment counseling and secondary and primary market functions. Mr. Hafiz is experienced in Portfolio fund and Investment management. He is also Director of Stock & Bond Limited a sister concern of AAA and a full fledged member of the Dhaka Stock Exchange Limited. He is a Past President of Rotary Club of Banani Dhaka, Life Member of Banani Society & Banani Club Limited. He is widely travelled person across the globe on business trips.



**Mr. Md. Zahangir Alam, FCS**  
Vice-Chairman

Mr. Md. Zahangir Alam is the member of the Board since December, 2013 of FAS Finance & Investment Limited. He is the Director nominated by Design & Source Limited; he is also the member of the Board of Executive Committee as well as the Audit Committee of the Company. Mr. Alam did his M. Com. In Accounting from the University of Dhaka, he is also a fellow of the Institute of Chartered Secretaries of Bangladesh. He started his career as Chief Accountant and served many reputed companies, he also served as Company Secretary in a Public Limited Company. He started his business career as the Chairman of Simitex Industries Limited and later on entered in the RMG sector as an owner and Managing Director of Design & Source Ltd, Denim Processing Plant Ltd. Z A Apparels Ltd. and Z A Sweaters Ltd.

Mr. Alam is now among the leading garments manufacturer and exporter in Bangladesh. He owns seven garments manufacturing units with a marketing office in Hong Kong. He is in the verge of setting a state of the Art Washing Plant which is environment friendly. As a businessman he is involved with business activities and holds position in good number of business entities in the area of garments and garments accessories and finance. Mr. Alam has traveled various countries including Saudi Arabia, U.A.E, UK, Canada, Germany, Spain, Italy, South Africa, Brazil, Sri Lanka, Malaysia, Hong Kong, Taiwan, Macau, China, Brunei, Myanmar, India, Pakistan, Nepal, Belgium and many others for business purposes. He enthusiastically takes part and contributes to various social activities as well. Mr. Alam gets a pleasant personality. He is married and blessed with one son and one daughter.



**Mr. Md. Siddiqur Rahman, MBA, FCS**  
Director

Mr. Md. Siddiqur Rahman is one of the Directors of the Board as well as the Chairman of the Executive Committee of FAS Finance & Investment Limited. Simultaneously, he is the Managing Director of Simtex Industries Limited, a public limited Company listed with Dhaka Stock Exchange Limited and Chittagong Stock Exchange Limited. Mr. Rahman is also the Director of FAS Capital Management Limited, Clewiston Foods and Accommodation Limited (owner Company of Radisson BLU, Cox's Bazar) and Nitol Insurance Company Limited.

Mr. Rahman has a brilliant academic career and secured many scholarships in public level examinations. Mr. Rahman did his Masters in Business Administration and Advance Certificate in Business Administration (ACBA) from the Institute of Business Administration (IBA) under the University of Dhaka. He is also an FCS (Fellow member of The Institute of Chartered Secretaries of Bangladesh). Besides, Mr. Rahman holds a Postgraduate Diploma in Financial Management from Bangladesh Institute of Management (BIM) and has wide experience in different private and public limited companies before starting his own business career in the year 2001.

Mr. Rahman is a dynamic businessman with more than 15 years of business experience. Mr. Rahman established his first business venture Simtex Bangladesh Limited in a very small scale in the year 2001. Since then by the dint of his dynamic leadership and excellent entrepreneurship, he expanded his business ventures both vertically and horizontally. He is a permanent member of Dhaka Club Limited and Dhanmondi Club Limited. He is also donor member Uttara Club Limited and All Community Club Limited. He visited many countries of the world for study and business purpose including UK, USA, Canada, Germany, Australia, Belgium, France, Italy, China, Malaysia, Thailand, UAE and many more. Mr. Rahman is happily married and is blessed with three sons.



**Mr. M. A Shahjahan**  
Director

Mr. Shahjahan is a member in the Board of directors since May, 2014 of FAS Finance & Investment Limited as nominated by Simtex Industries Limited. He is also a member of the Audit Committee of the Board. Currently Mr. Shahjahan is working with Simtex Industries Ltd as Executive Director. Mr. Shahjahan did his Masters in management from the University of Dhaka and joined United Bank Limited (Now Janata Bank Limited) as a Probationary Officer in the year 1970. Throughout his banking career in addition to Janata Bank Ltd., he worked with Mutual Trust Bank Limited, Mercantile Bank Ltd., Social Islam Bank Ltd. and Jamuna Bank Ltd.

He retired from banking services in the year 2013 as Additional Managing Director from Jamuna Bank Ltd. after completing about 43 years. In his long career he attended a number of seminars, workshops and training courses home & abroad including one with School of Banking Citi Corp. NY USA. Mr. Shahjahan is happily married and is blessed with two sons and a daughter.



**Mr. Md. Mostain Billah, FCA**  
Director

Mr. Billah is a member of the Board since May, 2014. He is the Director nominated by P&L International Limited and member of the Audit Committee of the Board as well.

Mr. Billah is a Fellow member of Institute of Chartered Accountants of Bangladesh (ICAB). He is the Proprietor of Mostain Billah & Co., Chartered Accountants. Mr. Billah obtained his MBA (major in AIS) from Dept. of Accounting & Information Systems (AIS), Faculty of Business Studies, University of Dhaka.

He also completed his BBA (Hons.) from the same university. Early life of his career he started work as Manager Audit & Assurance Service in Hoda Vasi Chowdhury & Co. one of the leading firms of Bangladesh affiliated with Deloitte Touche Tohmatsu. Afterwards he joined as Assistant Controller of Finance in Envoy Textile Limited. He also served at National Bank Limited as Assistant Vice President and lately he was the Senior Assistant Vice President of Shahjalal Islami Bank Limited. In his long career he attended a number of seminars, workshops and trainings, relating to the key areas of banking especially in globalization of BASEL-II, Stress Testing, Asset & Liability Management, Bond Market Operation of Bangladesh and so on.



**Ms. Soma Ghosh**  
B.Sc. (Hons.), M.Sc. (Geography), B.Ed.  
Diploma in Personnel Management  
Director

Ms. Soma Ghosh has been the director of the Board of FAS Finance & Investment Limited since November, 2015. She is representing P&L International Ltd. In her educational background she did B.Ed. in Science from Rajshahi T.T College.

She obtained Honour's as well as Master's degree in Geography from Rajshahi University after that she has successfully completed a Diploma course in "Personnel Management", from Bangladesh Institute of Management, Dhaka.

She also has done a professional course in "Geographical Information System (GIS)" from the University of Dhaka. She began her career as a school teacher in the year 2000 and her first teaching high school was Yale International School, Uttara, Dhaka, then she spent a total of Fourteen years teaching with various school i.e., SAFS London School & College, Uttara Branch, Dhaka, Kids Campus, Uttara, Dhaka, Beautiful mind and Abdul Kadir Molla International School, Narsingdi. Ms. Ghosh has visited many historical, cultural and tourist places of the country and abroad.



**Mr. Arun Kumer Kundu, FCA**  
Director

Mr. Kundu is a member of the Board of FAS Finance & Investment Limited since March, 2014 also a member of the Executive Committee. He is the Director nominated by Reptiles Farm Limited. Mr. Kundu is a Fellow member of Institute of Chartered Accountants of Bangladesh (ICAB) and now he is working as a Managing Partner of "ARUN & ANJAN, Chartered Accountants" of which he is a co-founder. Mr. Kundu obtained his M. Com as well as B.Com (Hon's) in Accounting from Dhaka College. Mr. Kundu worked in various roles and vital positions in Banking sector of Bangladesh. In his service life he joined as an Audit Assistant & Supervisor at KPMG Rahman Rahman Huq, Chartered Accountants a top rated audit and consultancy firm in the world, then he served as Assistant Vice President at The City Bank Limited. He also served at ICB Islamic Bank Limited as Head of Finance and after that he was the Senior Assistant Vice President of The Premier Bank Limited. In his long career he attended a number of seminars, workshops and trainings in home as well as abroad, relating to the key areas of banking, especially in Internal control & audit environment, effective audit committee, entrepreneur risk management framework, assets-liability management etc.





### **Dr. Uddab Mallick**

**Mbbs, Fcps (Eye Associate Professor),  
Kumudini Women's Medical College  
Director**

Dr. Mallick is a member of the Board since November, 2014 also a member of the Executive Committee of the Board. He is the Director nominated by Reptiles Farm Limited. He completed MBBS from Rajshahi Medical College University in 1990 as well as obtained FCPS (Eye) in 2002. He did post graduate from the International Council of Ophthalmology (ICO London) in 2006. Presently he is practicing as Associate Professor (OPHTHALMOLOGY) at Kumudini Women's Medical College & Hospital, Mirzapur, Tangail and also the In- charge of the Department since 2008. Dr. Mallick is the faculty member of BCPS (Bangladesh College of Physician and Surgeons). In the journey of his fifteen years career he attended various training courses and participated in seminars and workshops on different aspect. Dr. Mallick has interest in music and literature and various cultures of different regions and has visited wide cultural and tourist places of national and International regions.



### **Ms.Kazi Mahajaben Montaz Director**

Ms. Montaz has been the director of the Board of FAS Finance & Investment Ltd. since March, 2015. She is representing P&L Agro Farms Ltd. she is a self-motivated and resourceful person with a proven ability to develop and strengthen management teams in order to maximize company profitability and efficiency. She is the chairman of Design & Source Ltd., Z A Apparels Ltd. and Z A Sweaters Ltd. Besides this she is actively involved with fishing and agro based activities as the wife of Mr. Md. Zahangir Alam.

She visited many countries i.e. India, Nepal, UK, Dubai, Saudi Arabia, Hong Kong, China, Thailand and many other countries for personal and professional purpose.



### **Ms. Mahfuza Rahman Baby Director**

Ms. Mahfuza Rahman Baby is one of the directors of FAS Finance & Investment Limited. Simultaneously, she is the Chairman of Simtex Industries Limited, a public limited Company listed with Dhaka Stock Exchange Limited and Chittagong Stock Exchange Limited. She did her graduation from Home Economics College, Dhaka. Ms. Rahman is a dynamic and energetic business woman with more than 15 years of business experience and is contributing significantly in the day to day operation of Simtex Group with her husband.

Ms. Rahman is a life member of Dhanmond Club Limited, Gulshan Health Club and associated with various cultural and humanitarian organizations. She visited many countries of the world for business purpose including UK, USA, Canada, European countries, China, Malaysia, Thailand, UAE and many more.

Ms. Rahman is happily married and is blessed with three sons.



**Mr. Md. Atharul Islam**  
Director

Mr. Md. Atharul Islam has been nominated as Director in the Board of FFIL from P & L Agro Farms Ltd, and he represents the Company. He has completed his MBA from Eastern University and M.Com in Accounting from Rajshahi University. He started his carrier in 1981 as an Assistant Commissioner, Civil Officers Training Academy, Government of Bangladesh. He retired as Secretary from Ministry of Civil Aviation & Tourism, Government of the People's Republic of Bangladesh. In his long career he attended a number of seminars, workshops and training in home as well as abroad.



**Mr. Anjan Kumer Roy, FCA**  
Independent Director

Mr. Roy is a member of the Board since December, 2013. He is the Independent Director of FAS Finance & Investment Limited and also a member of the Executive Committee and Chairman of the Audit Committee of the Board. Mr. Roy is a Fellow member of Institute of Chartered Accountants of Bangladesh (ICAB) from October 2016. Mr. Roy obtained his MBA (major in AIS) from Dept. of Accounting & Information Systems (AIS), Faculty of Business Studies, University of Dhaka. He also completed his BBA (Hons.) with distinction of 'Dean Honors List' from the same university. At present he is working as a Partner of "ARUN & ANJAN, Chartered Accountants" of which he is a co-founder. Previously he served Dhaka Bank Limited as Senior Assistant Vice President & In-charge of Risk Management Division, S.F. Ahmed & Co., Chartered Accountants as Senior Manager (Assurance Services) and The City Bank Ltd. as Associate Branch Operations Manager. He also served as guest and part time faculty on accounting, corporate finance, risk management & capital adequacy for banks in diffident universities & institutes of our country. He attended a number of seminars, workshops and trainings relating to the key areas of banking and risk management in banking sector including risk & capital adequacy for banking sector, Basel-II implementation, Stress Testing for Financial Institution, QIS for Basel-III implementation in Bangladesh, environmental risk management, green banking etc. He is a Life Member of 'Dhaka University Accounting Alumni' from 2006. He enthusiastically takes part and contributes to various social activities as well.



**Mr. Pradip Kumar Nandi, ITP**  
Independent Director

Mr. Nandi is a member of the Board since March, 2015. He is an Independent Director of Board of FAS Finance & Investment Limited and also the member of the Audit Committee of the Board. He obtained Bachelor's and Master's degree from University of Dhaka also three and half years C.A Course from a reputed Chartered Accountants firm throughout the world under ICAB.

He is an Enrolled Agent, enrolled to practice before the Internal Revenue Service. He began his career as Income Tax Practitioner. Mr. Nandi has worked in the tax field for over 30 years including in industry, Companies and private practice. He has been involved with tax practitioners for the past several years also render consultancy on Accounting, Company Law Matter and Taxation Matters. He has wide exposure in the field of Audit, Accounts, Income Tax and Sales Tax.



**Mr. Birendra Kumar Shome**  
Independent Director

Mr. Shome is a member of the Board since April, 2015. He is an Independent Director of the Board of FAS Finance & Investment Limited. He is the most recognized Bengali painter. He retired as Chief Artist from Bangladesh National Herbarium, Ministry of Environment and Forest Government of Bangladesh as well as he is the ex-designer of Directorate of Press, Publicity, Information and Broadcasting Government of Bangladesh (Mujibnagar, 1971). Presently he is a freelance artist and designer also the General Secretary of Dhaka Art Circle (a group of contemporary artists) as well as an Executive Chairman of Potua Kamrul Hasan Art School.

Mr. Shome completed his Bachelor of Fine Arts from the Dhaka University before starting his career. For his achievement in fine arts he was awarded with the Netaj Subhas Chandra Bose award in 2008; the Poet Abu Zafar Obaidullah award in 2007 ; the Nawab Faizunnessa Gold Medal in 2007 ; the Agrani Bank Shishu Shahittay Award in 2006, the Chandraboti Gold Medal in 2004; the Aish Dipakbar Gold Medal in 2004; the palok Shishu Shahittay Award in 2004, the Honourable Award from Muktiujudda Utsab Ayojok Committee in 2002; the Jatiya Grontho Kendra Award in 2002 ; the Shilpacharya Zoinul Abedin Gold Medal in 1999; the Honorable Award from Saju Art Gallery and got the first prize in water color in Inter District Art exhibition in 1962 as well as Bangladesh College of Arts and Crafts, University of Dhaka in 1966.

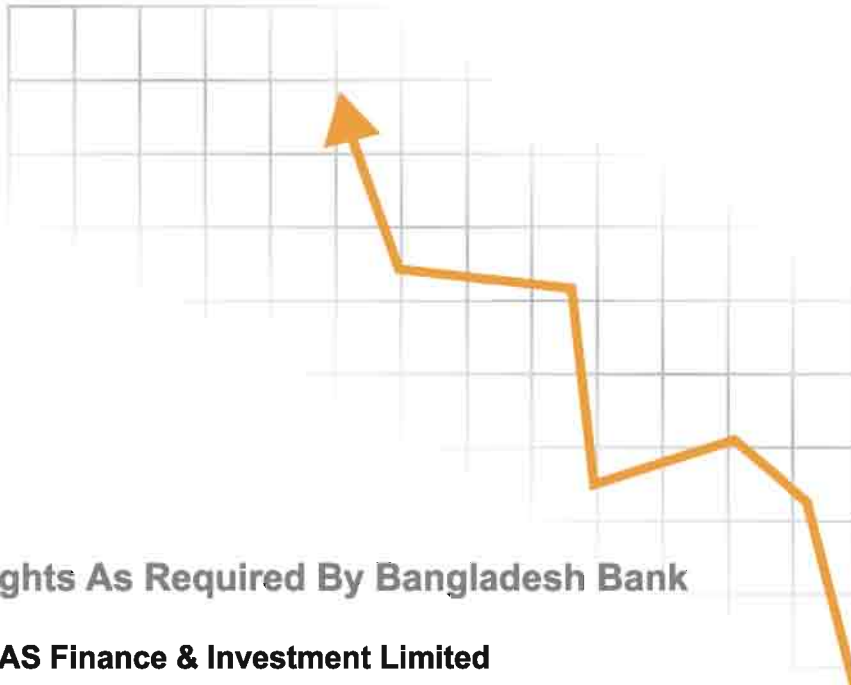
Mr. Shome was honored with numerous solo exhibitions and his first exhibition was a solo one in Dhaka in 1979. The artist has 13 solo exhibitions; he has participated in group exhibitions over 38 in Dhaka and other place of Bangladesh. He has 14 International Exhibition as well in various cities of the world, likewise; Kolkata, Mumbai, Delhi in India, London, Hong Kong, India, De Sao Paulo in Brazil, Berlin in Germany, Kuwait and so on.



**Mr. Md. Russel Shahrior**  
Managing Director & CEO

Mr. Md. Russel Shahrior joined FAS Finance & Investment Limited as Managing Director & CEO on 16th November 2014. Prior to the joining, he was the Deputy Managing Director of MIDAS Financing Limited. Starting his career in BASIC Bank Limited in 1999 as Assistant Manager, he served in various roles holding different managerial positions both with the Banks and Non-Bank Financial Institutions in Bangladesh. He was Executive Vice President at IIDFC and served there as Head of SME Finance, Green Banking & IT Division for more than 8 years. He also served United Leasing Company as Head of Credit and Small Enterprise. Mr. Shahrior did his graduation in Mechanical Engineering and obtained Masters In Advance Engineering Management (AEM) both from Bangladesh University of Engineering and Technology (BUET). In the journey of his sixteen years career, he attended various training courses and participated in seminars and workshops on different aspect of banking, especially in credit appraisal, credit risk management, understanding and financing special needs of SME etc. both in home and abroad.

He is also involved with Rotary International and served as President of the Rotary Club in 2010-11. He is also the member of Bangladesh Society of Mechanical Engineers, Institute of Engineers Bangladesh. Mr. Shahrior has traveled various countries including U.S.A, Nepal, Thailand, Singapore, Canada, India, Malaysia, Hong Kong, Turkey, Saudi Arabia, Jordan and so on.



## Financial Highlights As Required By Bangladesh Bank

### FAS Finance & Investment Limited Financial Highlights As on 31 December 2015

Sl. No.	Particulars	Amount in Taka		
		31-Dec-2015	31-Dec-2014	Change in %
1	Paid up capital	1,117,500,530	1,117,500,530	-
2	Total capital	1,626,604,728	1,562,534,614	4.10
3	Capital surplus/deficit	626,604,728	562,534,614	11.39
4	Total assets	13,278,219,570	7,449,897,919	78.23
5	Total deposits	7,049,849,244	2,999,100,342	135.07
6	Total loans, advances and leases	11,286,132,874	5,845,515,864	93.07
7	Total contingent liabilities and commitments	806,888,740	670,268,243	20.38
8	Credit deposit ratio	160.09%	194.91%	(17.86)
9	Percentage of classified loans, advances and leases	7.30%	9.44%	(22.73)
10	Profit after tax and provision	126,674,422	108,187,642	17.09
11	Classified loans, advances and leases during the year	823,493,852	551,991,677	49.19
12	Provisions kept against classified loans	82,412,472	66,035,322	24.80
13	Provision surplus/deficit	-	-	-
14	Cost of fund	12.03%	13.57%	(11.35)
15	Interest earning assets	12,558,200,011	6,782,291,576	85.16
16	Non-interest earning assets	720,019,559	667,606,343	7.85
17	Return on investment (ROI)	2.42%	2.85%	(14.86)
18	Return on asset (ROA)	1.22%	1.78%	(31.33)
19	Incomes from investment	26,712,912	34,146,411	(21.77)
20	Earning per share	1.13	0.97	16.86
21	Net income per share	1.13	0.97	16.86
22	Price earning ration (Times)	10.06	19.59	(48.66)





## Management Committee

### Management Committee: (MANCOM)

Sl.No.	Name	Designation	Position
01.	Mr. Md. Russel Shahrior	Managing Director & CEO	Chairman
02.	Mr. Pran Gouranga Dey	Senior Executive Vice President	Member
03.	Mr. Md. Zahangir Alam Bhuiyan	Senior Vice President	Member
04.	Mr. Md. Azimul Haque	Senior Vice President	Member
05.	Mr. Md. Maniruzzaman Akan	Chief Financial Officer	Member
06.	Mr. Md. Munir Hossain	Senior Assistant Vice President	Member
07.	Mr. Abu Mirja Md. Sayem	Manager	Member
08.	Mr. S. M. Nure Alam	Deputy Manager	Member

### National Integrity Strategy Committee:

Sl.No.	Name	Designation	Position
01.	Mr. Md. Maniruzzaman Akan	Chief Financial Officer	Chairman
02.	Mr. Md. Munir Hossain	Senior Assistant Vice President	Focal Point
03.	Mr. A.K.M Shamsher Ali	Manager	Member
04.	Mr. Md. Junaeid Aziz	Deputy Manager	Member
05.	Mr. Abdulla Al Kafi	Assistant Manager	Member

### Assets Liability Management Committee (ALM):

Sl.No.	Name	Designation	Position
01.	Mr. Md. Russel Shahrior	Managing Director & CEO	Chairman
02.	Mr. Md. Zahangir Alam Bhuiyan	Senior Vice President	Member
03.	Mr. Md. Azimul Haque	Senior Vice President	Member
04.	Mr. Md. Maniruzzaman Akan	Chief Financial Officer	Member
05.	Mr. A.K.M Shamsher Ali	Manager	Member
06.	Mr. Muhammad Motur Rahman	Deputy Manager	Member

**Anti Money Laundering Committee:**

Sl.No.	Name	Designation	Position
01.	Mr. Pran Gouranga Dey	Senior Executive Vice President	CAMELCO
02.	Mr. Md. Maniruzzaman Akan	Chief Financial Officer	Deputy CAMELCO
03.	Mr. Md. Munir Hossain	Senior Assistant Vice President	Deputy CAMELCO
04.	Mr. Muhammad Motiur Rahman	Deputy Manager	Deputy CAMELCO & Member Secretary
05.	Mr. Abdulla Al Kafi	Assistant Manager	Member

**Credit Risk Management Committee (CRM)**

Sl.No.	Name	Designation	Position
01.	Mr. Pran Gouranga Dey	Senior Executive Vice President	Chairman
02.	Mr. Md. Zahangir Alam Bhuiyan	Senior Vice President	Member
03.	Mr. Md. Azimul Haque	Senior Vice President	Member
04.	Mr. Md. Maniruzzaman Akan	Chief Financial Officer	Member
05.	Mr. Md. Munir Hossain	Senior Assistant Vice President	Member

**Internal Control & Compliance Committee (ICC)**

Sl.No.	Name	Designation	Position
01.	Mr. Md. Munir Hossain	Senior Assistant Vice President	Chairman
02.	Mr. A. K. M Shamsheer Ali	Manager	Member
03.	Mr. S. M. Nure Alam	Deputy Manager	Member

**Information Technology Development Committee (IT):**

Sl.No.	Name	Designation	Position
01.	Mr. Md. Russel Shahrir	Managing Director & CEO	Chairman
02.	Mr. Md. Azimul Haque	Senior Vice President	Member
03.	Mr. Md. Maniruzzaman Akan	Chief Financial Officer	Member
04.	Mr. Abu Mirja Md. Sayem	Manager	Member
05.	Mr. Abdulla Al Kafi	Assistant Manager	Member

**Management Information Committee (MIS):**

Sl.No.	Name	Designation	Position
01.	Mr. Md. Azimul Haque	Senior Vice President	Chairman
02.	Mr. Md. Maniruzzaman Akan	Chief Financial Officer	Member
03.	Mr. Md. Munir Hossain	Senior Assistant Vice President	Member
04.	Mr. S. M. Nure Alam	Deputy Manager	Member
05.	Mr. Abdulla Al Kafi	Assistant Manager	Member

**Basel-II Committee:**

Sl.No.	Name	Designation	Position
01.	Mr. Md. Russel Shahrir	Managing Director & CEO	Chairman
02.	Mr. Md. Maniruzzaman Akan	Chief Financial Officer	Member
03.	Mr. A.K.M Shamsheer Ali	Manager	Member
04.	Mr. Muhammad Motiur Rahman	Deputy Manager	Member
05.	Mr. Dipak Saha	Deputy Manager	Member

**Human Resources Committee (HR)**

Sl.No.	Name	Designation	Position
01.	Mr. Md. Russel Shahrir	Managing Director & CEO	Chairman
02.	Mr. Md. Azimul Haque	Senior Vice President	Member
03.	Mr. Md. Maniruzzaman Akan	Chief Financial Officer	Member
04.	Mr. S. M. Nure Alam	Deputy Manager	Member

## FFIL Staff Members



**Credit Risk Management & Credit Admin Department**



**SME Financing Department**



**Finance & Accounts Department**



**Monitoring & Recovery Department**



**Human Resources & Admin Department**



**Liability & Deposit Mobilization Department**



## FFIL Staff Members



**Company Secretariate & Share Department**



**Internal Control & Compliance Department**



**Treasury Department**



**IT Department**



**Corporate Department**



**Chittagong Branch**



**Sylhet Branch**



**Narshingdi Branch**





## Message of the Chairman

Dear Stakeholders,

Assalamu Allakum

It is indeed a great pleasure for me to be here with you in the 19th Annual General Meeting of FAS Finance and Investment Limited. On behalf of the Board of Directors and myself, I would like to express my heartfelt thanks and profound gratitude to all of you for continuous support and guidance in achieving excellence in the performance of the company and to brief you on the events and developments following the close of the financial year in December 2015.

Years back, we had a bold dream, to become a leading Financial Institution of reference for the corporate segments of Bangladesh. We became a unique entity that blended entrepreneurial verve, tactical thinking, and operational excellence, with everything united by a passionate commitment to success. After the financial crisis of last few years, it feels like the global economy has finally begun to turn a corner. The economies continued to improve throughout the year. While the central bank maintained the historical stable exchange rates, there was high liquidity during the year which ultimately reduced the cost of fund for the FIs. There was also the manageable inflation rate, high foreign exchange reserve, good inward remittance flow etc. All this, for next years, eases up the realization of the growth projections.

I am pleased to announce that FFIL has continued its success this year also. We have achieved healthy growth in all the areas of our operation. The asset size of the company at the end of the year has been BDT 13,908.47 million which is 83.25% higher than that of the last year. FFIL could increase the loan portfolio to BDT 11,286.13 million at the end of 2015 which was BDT 5,845.52 million in 2014. The deposits of the company have increased to BDT 7,049.85 million indicating 235.06 % growth over that of last year's level of BDT 2,999.10 million. Furthermore, the retail deposits has been increased significantly - shows a significant move away from high cost bulk deposits. Our company's strength lies in its wide reach covering all levels of society and the trust of the people. Due to this, the customer acquisition growth is also encouraging. The credit rating of the company in 2015 was "A-" which was 'BBB2' in 2014. Operating revenue of the company in 2015 stood at BDT 510.95 million which was BDT 384.31 million in 2014. Our earnings per share of the company in 2015 is 1.16. The quality of our assets continues to be strong with non-performing loans being decreased gradually.

As we continue in our mission of growing for the benefit of all stakeholders, we are conscious of the necessity of keeping a strong corporate governance framework and managing risks. The compliance framework of FFIL also needs to evolve in line with regulatory requirements that become more complex and stringent. Accordingly, we are committed to uphold the highest levels of corporate governance and have implemented a comprehensive governance framework.

Our company's foundation is built on our values. We conduct our business socially in a responsible and ethical manner. The high ethical standards, professionalism, commitment and excellent teamwork demonstrated by every member of FFIL family over the years have been remarkable. I believe that the achievements are the result of the efficiency, competence and diligence of employees and business partners.

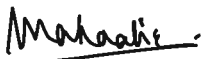
I strongly believe 2016 will be an even better year for FFIL. We will not only achieve sustainable growth but also complete some major technological initiatives for institution. In 2016, I trust, you will see the FFIL reaching a truly new height in achieving both in short term and long term goals i.e profitability and institution building.

I thank all my colleagues on the esteemed Board of Directors for their continued faith on my leadership and support and guidance over the years. I also thank the senior management of the FFIL who created excellent culture of care and teamwork. My heartfelt thanks to Bangladesh Bank, Bangladesh Securities and Exchange Commission, Dhaka Stock Exchange Ltd, Chittagong Stock Exchange Ltd, and Central Depository Bangladesh Ltd, for their faith, trust and support to do better.

Finally I thank the shareholders of the FFIL for their continued support throughout the difficult periods. Your loyalty to FFIL and your guidance and feedback have always powered me with greater zeal in my endeavour to help creating a better institution with a more respectable brand.

With warm regards,

Sincerely yours,



Mohammad A. Hafiz  
Chairman (Acting)



## Message of the Managing Director

Dear Stakeholders,  
Assalamu Aliakum

I am very happy to express my sincere thanks to all of our shareholders for their understanding and support. It was a huge honour for me to have the privilege to lead FFIL. I always had enormous admiration for FFIL – its people, passion, and expertise. So when I was invited to come in and lead this great organization, it was an opportunity not to be missed. I arrived at a time of significant challenge.

Clearly, for a number of years, the global market has been highly competitive and had significant internal challenges. In spite, the fiscal year 2015 FFIL has continued to deliver strong performance and further strengthened its position.

The Company has been trying to reduce reliance on conventional borrowing and deposit from the commercial banks. Major source of fund are hunting by way of implementing Deposit Mobilization Unit and intensive fund Management in money market.

The FFIL's performance is reflected in all the key parameters such as:

- FFIL has increased its portfolio to BDT 1,128.54 Crore, and Deposit mobilization growth of 135.07%,
- Operating income BDT. 43.37 Crore, up by 0.59 percent, Total asset size increased to BDT 1327.82 Crore which is 78.24% higher over the year 2014.
- Our Net Interest Income of the FFIL was BDT 40.24 Crore having a growth of 78.73%, Return on Assets (RoA) stood at 1.23%.
- We could minimize the NPL at 7.30% to comply guidelines/instruction(s) of Bangladesh Bank.
- With added focus on deposit mix, FFIL improves to reduce the cost of fund to the tune at 12.03% (as per base rate) as on December 31, 2015.
- FFIL maintained a capital adequacy ratio of 11.05% i.e. above the regulatory requirement.
- EPS stood at BDT 1.13, PBT and provision stood at BDT 15.23 Crore which is 78.81% higher over last year.
- FFIL are committed to perform CSR activities and aspire to achieve even better results.

Our only subsidiary – FAS Capital Management Ltd. (merchant bank) affected badly by the stock market crash in 2011 are now trying hard to come out of the setbacks and showed signs of upward growth in 2015.

Management of FFIL with kind support of the Board of Directors had been able to contain the projected business; disbursement and profit growth. In the year 2016, major task of FFIL would be to intensify:

- diversification and strengthen the SME business;
- Enhance the retail portfolio through extending the market share acquiring new customers both in terms of number and amount.
- Enlarge Deposit Mobilization Unit towards a commitment of better services and ensure deposit mix;
- Intensify involvement in Merchant Banking business etc.

I believe the biggest asset of an institution is its human resources. The quality of their output forms the basis for the institution's overall performance and the resulting goodwill. This year, we have invested substantially towards the professional development of our employees through training, seminars and FFIL is focused on creating value for our customers, adhering to the concept of sustainable development. The training focus of FFIL in 2015 was not only to develop its experienced officers but also the new Management Trainees. FFIL believes in diversity and therefore, we consciously employ deserving candidates from diverse backgrounds. We believe diversity is an important source of creativity and innovation.

We welcome you to be a part of FFIL and join us on our journey. Thank you for your confidence and future support. As we reached our 19-year anniversary, we strongly believe that we will drive our societies to a future of renewed growth and prosperity. We aim to be a part of it and contribute our valuable share.

My sincere thanks and gratitude to our valuable lenders, depositors, regulators and other stakeholders for their continuous support and co-operation.

Sincerely,

Md. Russel Shahrul  
Managing Director & CEO

# Directors' Report

Bismillahir Rahmanir Rahim

Dear Shareholders,

Assalamu Alaikum Wa Rahmatullah

On behalf of the Board of Directors, I am happy to present the 19th Report of the Board of Directors of your Company along with the financial statements (which includes Balance Sheet, Profit and Loss Account, Statement of Changes in Equity and Cash Flow Statement) for the year ended December 31, 2015. We have the pleasure to place herewith the Directors' Report and the Auditors' Report together with the Audited Financial Statements of the Company for the year ended December 31, 2015 for your valued consideration, approval and adoption in compliance with the provisions of Section 184 of the Companies Act 1994, Rule 12 (and the schedule there under) of the Securities and Exchange Commission Rules 1987, BSEC Notification on Corporate Governance dated 7th August, 2012 and IAS-1: Presentation of Financial Statements as adopted by The Institute of Chartered Accountants of Bangladesh (ICAB).

## Global Economy

2015 will probably count as another disappointing year for global growth. The muted performance came even as central banks continued to pump in liquidity, oil prices plunged again and inflation was moderate. It was also a year of divergent performers. While tumbling commodity prices took the shine off big emerging markets like Russia and Brazil, other emerging economies like India and Vietnam surprised on the upside. In the developed world, robust U.S. jobs growth prompted the Federal Reserve to tighten monetary policy for the first time since 2006, while the gloom around neighboring Canada deepened. In advanced economies, smaller European nations were among the best performers. Ireland's economy grew by 7% in the third quarter -faster than China and well ahead 1.6% growth of the EU in the same period. By contrast, the picture was more subdued in Finland. The northernmost euro member, which was among the most vocal critics of Greece during its crisis bailout negotiations, is suffering as key industries like paper making and consumer electronics struggle. Weak export demand from Russia is also hurting.

In the emerging market world, clear standouts included Vietnam, Tanzania and, wait for it, China. Even after a \$5 trillion stock market rout and what's tipped to be the slowest growth in 25 years, China's overall gross domestic product growth remains relatively robust compared to its peers. India's economy also expanded faster than expected in the third quarter when GDP rose 7.4% from a year earlier, after a 7% expansion in the previous quarter. The weakest performers included the usual suspects. Russia is on track for its longest slump in two decades mostly because of lower oil prices. Brazil has been dogged by the commodities slump, political turmoil, a corruption scandal and a widening budget gap. Goldman Sachs Group Inc. warned that the nation is sinking into "an outright depression."

Japan gets a special mention for the recession that never was. A data revision meant that GDP expanded in the third quarter rather than contracting as previously thought, meaning the world's third largest economy avoided a second recession in three years. Some economists say the performance shows Japan's economy is on an overall improving track, even if significant challenges remain. A notable absentee from the list is Venezuela: that's because the central bank hasn't published GDP data for the year.

## Economic performance of Bangladesh

Despite political agitation during 1st quarter of 2015 that adversely affected transport services, exports and private investment growth in Bangladesh held up well because of brisk domestic demand, boosted by higher worker remittances, private sector wages, and public investment.

Inflation moderated in FY2015 much as forecast in ADO 2015 from 7.4% a year earlier, reflecting large public stocks of food grains, normal weather, a supportive monetary policy, and lower global food and commodity prices that a steady exchange rate allowed to pass through.

Export growth was 3.3% in FY2015, down significantly from 12.1% in FY2014. Garments accounting for about 80% of total export grew slowly by 4.1%, reflecting supply chains disrupted by political demonstrations in early 2015, soft demand from the European Union and the US, and a marked decline in prices for cotton, a major input cost that can affect pricing. Imports rose by 11.2%, accelerating from 8.9% growth in FY2014. Larger imports of food grains, machinery, fertilizer, and industrial raw materials helped to propel the expansion. As country's exports grew significantly slower than imports, the trade deficit widened markedly. Despite a strong recovery in remittances, the current account recorded a small deficit slightly higher than the ADO 2015 forecast.



### Economic prospects

The GDP growth forecast for FY2016 is revised somewhat higher still with the expectation that exports will grow with continued economic recovery in the US and the euro area, strong expansion in remittances will boost consumption demand, private and public investment will pick up as the business climate improves under a stabilizing political situation, and spending will increase under the annual development program.

The ADO 2015 Update retains the ADO 2015 projection for average inflation in FY2016, which matches the central bank's monetary policy statement. Although higher public sector wages and upward adjustments to administered prices for natural gas and electricity from 1 September 2015 will exert inflationary pressure, the easing of supply constraints, a cautious monetary policy, and a better crop outlook should keep inflation in check.

Export growth in FY2016 is projected to improve to 6.0% as economic growth in the euro area and the US strengthens. Imports are projected to increase by 13.0%, mainly for capital goods, industrial raw materials, and food grains. Despite the expansion in remittances, the larger trade deficit will likely mean a current account deficit narrower than in FY2015 but failing to achieve the small surplus projected in ADO 2015.

### Financial Performance of FFIL

Key highlights of consolidated financial performance for FFIL and its subsidiary for the financial year 2015 and 2014 are tabulated below:

Particulars	2015	2014
Operating income (in million Tk.)	510.95	384.31
Operating expenses (in million Tk.)	104.53	92.46
Profit before tax (in million Tk.)	215.07	215.36
Provision for taxation (in million Tk.)	85.39	78.82
Profit after tax (in million Tk.)	129.68	136.54
Retain Earning Balance (in million Tk.)	151.43	150.36
Earnings Per Share (in Tk.)	1.16	1.22

### Risk & it's Mitigation:

Risk mitigation planning is the process of developing options and actions to enhance opportunities and reduce threats to project objectives. Risk mitigation implementation is the process of executing risk mitigation actions. Risk mitigation progress monitoring includes tracking identified risks, identifying new risks, and evaluating risk process effectiveness throughout the project. Our financial and operational performance is closely associated with a number of risks, e. g, Credit risk, Liquidity risk, Market risk, Interest rate risk, Portfolio risk & Operational risk as well. The Board is always aware about those risks and proactive in formulating strategies for mitigation of those risks. The management works with a comprehensive plan to manage, monitor and mitigate the risks. Effective mitigation of risks is fundamental to the achievement of our goals. The details of risks & related action of the Company are discussed on page no 72 in this report.

### Product wise Performance :

The principal activities of the Company are:

- Mid to long term financing in the form of lease, term loan and home loan.
- Working capital finance in the form of credit sale financing against accounts receivable, short term revolving loan and work order financing.
- Investment products in the form of deposits.

There was no significant change in the nature of these activities during the year 2015.

### Transfer to Statutory Reserves :

The appropriations to Statutory Reserve for the Financial Year ended December 31, 2014-15 as per financial statements are:

Particular	2015 (In million Tk.)	2014 (In million Tk.)
Net profit for the year	129.68	136.54
Balance of Reserve at the beginning of the year	104.64	83.00
Transfer to Statutory Reserve	25.33	21.64
Balance of Reserve at the end of the year	129.98	104.64



### Lease Finance:

The main financial activity of FFIL is lease finance. The company offers full payout financial lease of financing machinery, equipment and vehicles. FFIL provide services to customers of different segments include growing companies, blue-chip companies and SMEs. Though as prudent business model the company has diversified. The investment under lease finance of the company stands at TK. 535.32 million at the end of 2015.

### House Finance & Term Finance :

The core product of FFIL in house finance. House finance is available for commercial, industrial, SME sectors, period ranging from 12 to 60 months depending on the business nature and need. The company's investment under house finance & term finance stands at Tk. 1514.77 million & 7864.62 million respectively at the end of 2015.

### Portfolio Management:

FCML, a subsidiary of FFIL, is providing portfolio Management services to a wide range of customer of the country keeping in mind the responsibilities to the society in which it works. FCML is providing management services under both discretionary and non-discretionary account categories.

### Margin Loan Facility :

FCML provides margin loan facilities to its portfolio customers for purchase of shares and securities. The amount of portfolio loan outstanding as on December 2015 was TK. 1,861.83 million as against Tk. 1,497.38 million in 2014, which recorded a growth of Percent. The above amount represents the aggregate margin loan facility extended to different portfolio customers for purchasing shares listed in the stock exchanges against their deposit. Loans are fully secured by way of lien on shares purchased under margin loan account.

### Investment in share and Securities:

Our Company has managed its investment in shares and securities very efficiently and skillfully over the preceding years and this year was no exception. FFIL maintains its own portfolio for investment in shares and securities of listed companies. These are fully diversified with securities of different industries/sectors. The risk of investment being minimized through diversification and investing mostly in fundamentally strong securities.

### Contribution to National Economy :

As a financial institute, FFIL contributes to the economic prosperity by providing financial products and services. FFIL contribute to the national exchequer in the form of Income Tax & VAT. During the year the company has deposited an amount of Tk. 37.21 million to the Govt exchequer as corporate tax of the company. Moreover, the company also collected and deposited to the Govt exchequer as withholding tax and vat is given below.

Particulars		2015	2014
Income Tax paid on company's income	(in million Tk.)	19.37	37.21
Tax collected at source on behalf of Government	(in million Tk.)	57.08	29.66
Value Added Tax (VAT)	(in million Tk.)	2.45	3.48
Excise Duty	(in million Tk.)	0.86	-
Total	(in Tk.)	79.77	70.36

### Implementation of BASEL-II:

Pillar -I (Minimum Capital Requirement) involves the calculation of minimum capital requirements to cover credit risk, market risk and operational risk. According to Bangladesh Bank's instruction, all FI's have to maintain regulatory Capital Adequacy Ratio (CAR) at minimum 10% where we are maintaining 10.75%. In this aspect the capital categorized in two tires:

- **Tire-I Capital:** Tier 1 capital is core capital, this includes equity capital and disclosed reserves (Statutory reserve, general reserve, retained earnings) also include non-redeemable non-cumulative preferred stock, Minority interest in subsidiaries, non.
- **Tire-II Capital:** Tier 2 capital is supplementary Capital that includes items such as revaluation reserves, undisclosed reserves, hybrid instruments and subordinated term debt, such as :- Revaluation Reserve of Fixed Assets, Revaluation Reserve for securities, all other preference shares and General Provision up to a limit of 1.25% of Risk Weighted Assets (RWA) for Credit Risk.

The Pillar II (Supervisory Review Process) capital framework is intended to ensure that Companies have adequate capital to support the relevant risks in their business, and that they have appropriate processes to ensure compliance with regulatory authorities. It is also intended to encourage Company to develop and use better risk management techniques in monitoring and managing their risks. Pillar 2 therefore acts to further the safety and soundness of business. The Basel Implementation Unit (BIU) of FAS Finance & Investment Limited has been formed as per Basel-II Guideline of Bangladesh Bank and headed by the Managing Director and comprising of 4 members.

#### Anti-Money Laundering:

Anti-money laundering laws reflect an effort made the government to stop money laundering methods that involve financial institutions. Under the guidelines set forth by anti-money laundering, or "AML" financial institutions are required to verify large sums of money passing through the institution, and they are required to report suspicious transactions. To prevention of money laundering, the management of FFIL has been formed Anti-money laundering committee as follows:

SL.	Name	Designation	Position
01.	Mr. Pran Gouranga Dey	Senior Executive Vice President	CAMELCO
02.	Mr. Md. Azimul Haque	Senior Vice President	Deputy CAMELCO
03.	Mr. Md. Maniruzzaman Akan	Chief Financial Officer	Deputy CAMELCO
04.	Mr. Md. Munir Hossain	Senior Assistant Vice President	Deputy CAMELCO
05.	Mr. Muhammad Motiur Rahman	Deputy Manager	Member
06.	Mr. Abu Mirza Md. Sayem	Manager	Member

#### Corporate and Financial Reporting Framework:

The Members of the Board, in accordance with the Bangladesh Securities & Exchange Commission's Notification no. SEC/CMRRCD/2006-158/Admin/44 dated August 7, 2012; confirm compliance with the financial reporting framework for the following:

- The Financial Statements prepared by the Management of FFIL, present fairly its state of affairs, the result of its operations, cash flows and changes in equity.
- Proper books of account of the issuer company have been maintained.
- Appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment.
- International Accounting Standards (IASs)/ Bangladesh Accounting Standards (BASs)/ International Financial Reporting Standards (IFRSs)/ Bangladesh Financial Reporting Standards (BFRSs), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there from has been adequately disclosed.
- The system of internal control is sound in design and has been effectively implemented and monitored.
- There are no significant doubts upon the issuer company's ability to continue as a going concern.

#### Key operating and financial data of at least last preceding 5 (five) years:

Key operating and financial data of FFIL for last five years as per Notification No. BSEC /CMRRCD /2006 158/129/Admin/44 dated 07 August 2013 is shown in Annexure-III at page no. 36 Financial Highlights as required by Bangladesh Bank is also given in page no. 26

#### Shareholding Pattern :

Shareholding patterns of the Company as at the end of the year 2015 is shown in Annexure-II of this report.

#### Board Meetings And Attendance of The Directors :

During the year ended on December 31, 2015 at total of Eleven (11) Board Meetings were held and attendance by the Directors are summarized in Annexure-I of this report.

#### Directors' Appointment & Re-appointment:

As per Article 104 & 105 of the Article of Association of the Company, the following Directors will retire in the 19th Annual General Meeting and being eligible offered themselves for re-appointment :

1. Mr. Mohammad A Hafiz
2. Mr. Md. Siddiquir Rahman
3. Mr. Dr. Uddab Mallick
4. Ms. Kazi Mahajaben Momtaz

### Board Independence:

Definition of Independence of Directors is derived as per Notification no. SEC/CMRRCD/2006-158/134/Admin/44 dated 07 August 2012 of Bangladesh Securities and Exchange Commission, the appointment of Independent Director should be approved by the Shareholders in the Annual General Meeting. In compliance with the section 1.2(i) of the above said notification 3 (Three) Independent Directors have been appointed by the Board of Directors for a period of 3 (three) years and as per section 1.2(iii) of the same notification the Shareholders in the 18th Annual General Meeting held on Saturday, May 30, 2015 approved the appointment of the Independent Directors based on the confirmation / disclosures received from the Directors as per same notification and on evaluation of the relationships disclosed, the following Non-Executive-Directors-are-considered-as-Independent-Directors:

1. Mr. Anjan Kumer Roy, FCA
2. Mr. Pradip Kumar Nandi
3. Mr. Birendra Kumer Shome

### Deposit Mobilization :

FFIL mobilizes term deposits from corporate and individuals through its wide range of deposit schemes with different maturity options, monthly/quarterly/ half-yearly/yearly income options, double/triple money options, monthly saving options etc. The deposits base of the Company continued to register a steady growth and stood at Tk. 7,049.85 million as on 31 December 2015 compared to Tk. 2,999.10 million of the previous year, registering growth of percent is 135.07%. The growth was made due to high standard products and services along with competitive interest rate offered to customers.

### Going Concern:

The financial statements of the Company have been prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. The Board of Directors of FFIL has made annual assessment about whether there exists any material uncertainty which may cast significant doubt upon the Company's ability to continue as a going concern, including review of budget and future outcome of inherent uncertainties in existence. Based on the different indications, Directors feel it is appropriate to adopt going concern assumptions and no material uncertainty exists in preparing the financial statements.

### Recovery:

According to Bangladesh Bank criteria for classification of nonperforming loan for NBFIs, NPL in the same period stood at Tk. 823.49 million which is merely 7.30% of the total outstanding loans and advances FFIL maintain required provision against loans and advances any other accounts that are considered by Management as doubtful of recovery.

### Proposed Dividend:

The Board has proposed Stock Dividend @ 10.00% for the year ended on 31st December 2015.

### Appointment of External Auditor:

The Financial Institutions Act, 1993 stipulated that an auditor of a Financial Institution cannot be appointed for more than three consecutive years. Mabs & J Partners., Chartered Accountants has carried out the audit of the Company for consecutive three years including the year 2015. The Board of Directors considering the willingness and proposal of Board Audit Committee recommended for appointment of M/s Pinaki & Co., Chartered Accountants and an audit firm, registered office at Ahsandell, 2/A Mymensingh Road (2nd Floor), Shahbag, Dhaka- 1000 of repute to be the Auditor for the year 2016 to hold office from the conclusion of the 19th Annual General Meeting until the conclusion of the next 20th Annual General Meeting of FAS Finance & Investment Limited. As per Section 210(10) of the Companies Act, 1994, remuneration of the Auditors' required to be approved by the Shareholders in the Annual General Meeting of the Company. As approved by the Shareholders in 18th Annual General Meeting held in 2015 the auditors' remuneration for audit services paid to the auditors for the financial year ended 31 December 2014 amounting to Tk. 125,000/- plus VAT. As proposed by the Audit Committee, the Board in its 177th meeting held on 14 day, May 2016 recommended for appointment of M/s Pinaki & Co., Chartered Accountants at a remuneration of Tk. 1,25,000/- plus VAT.

### Status of Compliance :

In accordance with the Bangladesh Securities & Exchange Commission's Notification no. BSEC/CMRRCD/2006-1581 Admin/134/44 dated August 7, 2012, the Directors are required to confirm compliance of certain conditions. The notification was issued for ensuring good governance practices in the listed companies. A statement on the compliance of the BSEC's conditions is given in this report in Annexure -5.

### Human Resources :

An organization's human resource management strategies maximize return on investment in the organization's human capital and minimize financial risk. Human Resources seek to achieve this by aligning the supply of skilled and qualified individuals and the capabilities of the current workforce, with the organizations ongoing and future business plans and requirements to maximize return on investment and secure future survival and success. To ensure such objectives FFIL, human resource drives to implement the organization's human resource requirements not only effectively but also pragmatically, ethically and practical manner to maintain low employee turnover rate by providing proper counseling, training, long term career growth and friendly working environment. Besides, this FFIL keep continuous effort for searching new talents those who can contribute by adding some values with some new ideas to reach our company at desired level in this competitive market. It's a demand of evolving business environment that the human resources of the company requires training for every changing process, customer preferences, numerous new technology applications, compliance and regulatory requirements. FFIL conducted several training programs in various functional areas as per individual employee's requirement during the year. FFIL upholds its values in its actions. It ensures honesty and sincerity in all interactions, respect all with whom we work and interact with dignity and consideration, keep promises, rely on each other, pursuit and maintain indiscrimination in respect to religion, class, cast, and gender to treat people as individual.

### Information Technology :

In the world of globalization, Information system is such where data are collected, classified and put into process interpreting the result thereon in order to provide an integrated series of information for further communicating and analyzing. In a progressively more spirited worldwide atmosphere, Information System plays the role as 'enabler and facilitator', which endows with tactical values and step up to the excellence of administration. 'An Information System is a particular type of work system that uses information technology to detain, store, retrieve, analyze or display information, thereby partisan one or more other work structure. Information systems may also help managers and workers investigate problems, envisage complex subjects and generate new merchandise or services. FFIL is driving to upgrade its IT platform regularly and making required investment to bring about changes in technological infrastructures to bring efficiency to its operation and have more satisfied customers. As you may be aware the Company is procuring state-of-the-art & robust core operating systems to combine and integrate all the operations of the Company and to have efficient use of the information.

### Significant improvement from the last year's operating result :

Total assets for the year 2015 has been increased i.e. 78.23%. Total deposit has been improved remarkably i.e. 135.07%. The loans, advances and lease also increased 93.07%.

### The System Of Internal Control :

The Board of Directors assures the Shareholders that the Company has a forceful risk management process to ensure that the system of internal control is sound in design and has been effectively implemented and monitored. The Company takes reasonable steps to identify material risks that may hamper business results and systematically reviews these risks in light of the changing internal and external environment in order to assess that the controls in place are adequate to address these risks.

### Plan For Utilization Of Undistributed Profit:

The undistributed profit will be utilized to invest in financing assets and meet contingencies under section 100 of the Schedule I of the Companies Act 1994.

### Corporate Governance Compliance Report :

Pursuant to the clause 7 (ii) of the SEC Notification No. SEC/CMRRCD/2006-1581134/admin 144 dated August 7, 2012 we attach the Company's compliance status as Annexure -5

### Certification on compliance of Corporate Governance :

Certificate from professional accountant on compliance with the conditions as per clause 7(i) of Corporate Governance guidelines is shown in Annexure -6.

#### Other Regulatory Disclosures :

- The Company is aware of its various risks and concerns, mainly from the policy and regulatory parts, and is prepared to meet those by systematic control. Financial risk management has been disclosed under note of the Financial Statements as per BFRS.
- All transactions with related parties have been made on a commercial basis and the basis was the principle of "Arm's Length Trans-action". Details of related party and transactions have been disclosed under note of the financial statements as per BFRS. During the year, the Company has paid a total amount of Tk. 8.45 million as Board meeting attendance fees.
- All significant deviations from the previous year in operating results of the Company have been highlighted and reasons thereof have been explained.
- The key operating and financial data for the last five years have been disclosed in the Directors' Report. The Company has declared final dividend for the year 2015.
- During 2015, a total of 22 (Twenty Two) meeting of Board of Directors were held, which met the regulatory requirements in this respect.
- The attendance records of the Directors are shown in this report.
- Shareholding patterns of the Company as on 31 December 2015 are shown in this report in Annexure -II

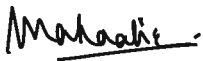
#### Acknowledgement

Directors of FFIL take this opportunity to thank the valued clients, shareholders, bankers, business associates, financial institutions and Governments for their consistent support and encouragement to the Company. I am sure you will join our Directors in conveying our sincere appreciation to all employees of the Company and its subsidiaries for their hard work and commitment. Their dedication and competence have ensured that the Company continues to be a significant and leading player in the Financial-Services-industry.

Board also expresses its gratitude to Bangladesh Bank, Bangladesh Securities & Exchange Commission, Dhaka Stock Exchange Ltd., Chittagong Stock Exchange Ltd., National Board of Revenue, Registrar of Joint Stock Companies & Firms and other regulatory bodies for their assistance and guidance. Our sincere appreciation goes to the employees of the Company for their loyalty, efforts and dedication.

Finally, the Board of Directors like to thanks the respected shareholders for their confidence on the Board & Management and assures them that the process of strengthening and development of the Company will continue in coming days to optimize the wealth of the stakeholders.

On behalf of the Board of Directors,



Mohammad A. Hafiz  
Chairman (Acting)



## FAS Finance & Investment Limited

### MEETING OF THE BOARD OF DIRECTORS OF FAS FINANCE & INVESTMENT LIMITED

### Annexure -I

Total Meeting held in 2015 : 11 (Eleven)

Name of Directors	Status	No. of Meeting Attended	% of Attendance	Remarks / Granted of Leave of Absence
Mr. Mohammad A. Hafiz	Chairman (Acting)	10 (Ten)	91%	1 (One)
Mr. Md. Zahangir Alam	Vice-Chairman	10 (Ten)	91%	1 (One)
Mr. Md. Siddiqur Rahman	Director	10 (Ten)	91%	1 (One)
Mr. M.A Shahjahan	Director	11 (Eleven)	100%	Nil
Mr. Md. Mostain Billah	Director	11 (Eleven)	100%	Nil
Ms. Kazi Mahjaben Momtaz	Director	4 (Four)	36%	7 (Seven)
Ms. Mahfuza Rahman Baby	Director	2 (Two)	18%	9 (Nine)
Ms. Anita Kar	Director	3 (Three)	27%	8 (Eight)
Dr. Uddab Mallick	Director	10 (Ten)	91%	1 (One)
Ms. Soma Ghosh	Director	3 (Three)	27%	8 (Eight)
Mr. Arun Kumer Kundu	Director	10 (Ten)	91%	1 (One)
Mr. Anjan Kumer Roy	Independent Director	11 (Eleven)	100%	Nil
Mr. Pradip Kumar Nandi	Independent Director	9 (Nine)	82%	2 (Two)
Mr. Birendra kumar Shome	Independent Director	4 (Four)	36%	7 (Seven)

#### Executive Committee Meeting

Total Meeting held in 2015 : 5 (Five)

Name of Directors	Status	No. of Meeting Attended	% of Attendance	Remarks / Granted of Leave of Absence
Mr. Uzzal Kumar Nandi (Retired on October 11, 2015)	Chairman	5 (Five)	100%	-
Mr. Md. Siddiqur Rahman (w.e.f. October 12, 2015)	Chairman	3 (Three)	60%	2 (Two)
Mr. Md. Zahangir Alam	Member	5 (Five)	100%	-
Mr. Arun Kumer Kundu	Member	3 (Three)	60%	2 (Two)
Mr. Anjan Kumer Roy	Member	3 (Three)	60%	2 (Two)
Dr. Uddab Mallick Roy (w.e.f. November 26, 2015)	Member	-	-	-

#### Audit Committee Meeting

Total Meeting held in 2015 : 6 (Six)

Name of Directors	Status	No. of Meeting Attended	% of Attendance	Remarks / Granted of Leave of Absence
Mr. Anjan Kumer Roy	Chairman	6 (Six)	100%	-
Mr. Md. Zahangir Alam	Member	5 (Five)	83%	1 (One)
Mr. M. A Shahjahan	Member	5 (Five)	83%	1 (One)
Mr. Pradip Kumar Nandi	Member	6 (Six)	100%	-
Mr. Md. Mostain Billah (w.e.f. November 26, 2015)	Member	-	-	-

Shareholding pattern of the Bank is disclosed as below following the requirements of Section 1.5 (xxi) of SEC Notification No.-SEC/CMRRCD/2006-158/134/Admin/44, dated 07 August 2012.

- a) Parent/ Subsidiary / Associated Companies and other related parties: N/A  
 b) Shares held by Directors, Chief Executive Officer, Company Secretary, Head of Co & CD their Spouses and Minor Children are as follows: status as of 31st December, 2015

i) Shares held by Directors and their Spouses

Name of Directors	Status	No. of Shares	% of Shares	Name of the Spouses	No. of Shares	% of Shares
Mr. Mohammad A. Hafiz	Chairman (Acting)	6,943,125		Ms. Fatima Hafiz	Nil	Nil
Mr. Md. Zahangir Alam	Vice-Chairman	2,375,595	2.13	Ms. Kazi Mahjabeen Momtaz	Nil	Nil
Mr. Md. Siddiqur Rahman	Director	5,245,500	4.69	Ms. Mahfuza Rahman Baby	Nil	Nil
Mr. M.A Shahjahan	Director	3,602,018	3.22	Ms. Delwara Begum	Nil	Nil
Mr. Md. Mostain Billah	Director	6,000,000	5.37	Ms. Tamanna Haque	Nil	Nil
Ms. Soma Ghosh	Director			Dr. Uddab Mallick	Nil	Nil
Ms. Kazi Mahjabeen Momtaz	Director			Mr. Md. Zahangir Alam	Nil	Nil
Ms. Mahfuza Rahman Baby	Director	7,359,712	6.59	Mr. Md. Siddiqur Rahman	5,245,500	4.69
Ms. Anita Kar	Director			Mr. Uzzal Kumar Nandi	Nil	Nil
Dr. Uddab Mallick	Director			Ms. Soma Ghosh	Nil	Nil
Mr. Arun Kumer Kundu	Director	8,754,500	7.83	Ms. Apoma Rani Dey Sarker	Nil	Nil
Mr. Anjan Kumer Roy	Independent Director			Ms. Shipa Das	Nil	Nil
Mr. Pradip Kumar Nandi	Independent Director			Ms. Arati Nandi	Nil	Nil
Mr. Birendra kumar Shome	Independent Director			Ms. Rekha Rani Guha	Nil	Nil
Mr. Md. Russel Shahrior	Managing Director			Ms. Farhana Afroz	Nil	Nil

ii) Shares held by Chief Executive Officer, Chief Financial Officer, Company Secretary and Head of Internal Audit.

Name	Status	No. of Shares
Mr. Md. Russel Shahrior	Chief Executive Officer	Nil
Mr. Md. Maniruzzaman Akan	Chief Financial Officer	Nil
Ms. Fardose Jahan ACS	Company Secretary	Nil
Mr. Md. Munir Hossain	Head of Internal Control & Compliance Division	Nil

c) Shares held by top salaried employees other than the Directors, Chief Executive Officer, Chief Financial Officer, Company Secretary and Head of Internal A

Name	Status	No. of Shares
Mr. Pran Gouranga Dey	Senior Executive Vice President	Nil
Mr. Md. Zahangir Alam Bhuiyan	Senior Vice President	Nil
Mr. Md. Azimul Haque	Senior Vice President	Nil
Mr. Abu Mirja Md. Sayem	Manager	Nil
Mr. A.K.M Shamsher Ali	Deputy Manager	Nil

d) Shareholders holding 10 % (Ten percent) or more voting interest in the Company: N/A

**Key Operating and Financial Data**

BDT in Million

Operating Result	2015	2014	2013	2012	2011	
Operational income	433.75	271.50	196.35	81.44	212.48	
Operational expenses	88.29	78.29	78.84	64.61	66.16	
Financial expenses	948.78	473.35	266.13	206.62	199.25	
Profit before tax	195.58	177.88	45.99	9.71	110.33	
Provision for tax	68.91	69.69	27.09	7.90	48.76	
Profit after tax	126.67	108.19	18.90	1.81	61.57	
<b>Balance Sheet</b>						
Total investment portfolio	11,989.42	6,434.23	3,822.89	2,342.93	2,009.94	
Total assets	13,278.22	7,449.90	4,712.32	2,975.74	2,621.18	
Financial liabilities	10,637.03	5,174.25	2,691.01	1,612.46	1,248.68	
Term Deposit	7,049.85	2,999.10	1,251.58	382.61	312.89	
Total liabilities	11,636.12	5,822.72	3,135.22	1,960.02	1,607.27	
Shareholder's equity	1,642.10	1,627.18	1,577.10	1,015.72	1,013.91	
Share outstanding	111.75	111.75	111.75	54.25	51.66	
<b>Financial Ratio</b>						
Debt equity ratio	In Times	7.09	3.58	1.99	1.93	1.59
Return of equity	%	6.65%	6.751%	1.46%	0.18%	6.07%
Financial expense coverage	In Times	1.21	1.38	1.17	1.05	1.55
Provision for doubtful asset and investment	BDT in Million	288.46	138.57	123.25	85.94	115.71
Net assets value per share (NAV)	Per Share	14.69	14.56	14.11	18.72	19.62
Earning per share (Adjusted)	Per Share	1.13	0.97	0.18	0.02	1.14
Cash dividend (Per Share)	%	-	10%	5.20%	-	-
Stock dividend (Bonus Share)	%	10%	-	-	6%	5%

\*10% Stock Dividend proposed by the Board of Directors.

## FAS FINANCE & INVESTMENT LIMITED

### STATEMENT OF COMPLIANCE OF CORPORATE GOVERNANCE GUIDELINES

Status of compliance with the conditions of Corporate Governance Guidelines as set by Bangladesh Securities & Exchange Commission (BSEC) by the notification # SEC/CMRRCD/2006-158/134/Admin/44 dated 07 August 2012 and subsequently amended through their notification # SEC/CMRRCD/2006 158/147/Admin/48 dated 21 July 2013 issued under section 2CC of the Securities and Exchange Ordinance, 1969:

(Report under Condition # 7)

Condition No	Title	Compliance Status (Put(√) in the appropriate column)		Remarks (If any)
		Complied	Not Complied	
1	Board of Directors:			
1.1	Board Size: Board members shall not be less than 5 (Five) and more than 20 (Twenty)	√		The Board of Directors of FAS Finance & Investment Limited (FFIL) consists of 14 Directors.
1.2	Independent Directors :			
1.2 (i)	At least one fifth(1/5) of the total number of Director in the Company's Board shall be Independent Director	√		There are three Independent Directors in the FFILs Board, namely: Mr. Anjan Kumer Roy, Mr. Pradip Kumar Nandi & Mr. Birendra Kumar Shome.
1.2 (ii)	For the purpose of this clause "Independent Director" means	√		The Independent Directors have declared their compliances.
1.2 (ii) (a)	"Independent Director" means a director –who either does not hold any share in the Company or holds less than one percent (1%) shares of the total paid-up shares of the Company	√		-Do-
1.2 (ii) (b)	Who is not a sponsor of the Company and is not connected with the Company's any sponsor or Director or shareholder who holds one percent (1%) or more shares of the total paid-up shares of the Company on the basis of family relationship. His/her family members also should not hold above mentioned shares in the company.	√		-Do-
1.2 (ii) (c)	Who does not have any other relationship, whether pecuniary or otherwise, with the Company or its subsidiary/associated Companies.	√		-Do-
1.2 (ii) (d)	Who is not a member, Director, or officer of any stock exchange.	√		-Do-

1.2 (ii) (e)	Who is not a shareholders, Director or officer of any member of stock exchange or any intermediary of the capital market.	√		-Do-
1.2 (ii) (f)	Who is not a partner or an executive or was not a partner or an executive during the preceding 3(three) years of the concerned Company's statutory audit firm.	√		-Do-
1.2 (ii) (g)	Who shall not be an Independent Director in more than 3(three) listed Companies.	√		-Do-
1.2 (ii) (h)	Who has not been convicted by a court of competent jurisdiction as a defaulter in payment of any loan to a bank or a Non-Bank Financial institution (NBFI).	√		-Do-
1.2 (ii) (i)	Who has not been convicted for a Criminal Offence involving moral turpitude.	√		-Do-
1.2 (iii)	The Independent Director(s) shall be appointed by the Board of Directors and approved by the shareholders in the Annual General Meeting (AGM)	√		Three Independent Directors Mr. Anjan Kumer Roy, Mr. Pradip Kumar Nandi & Mr. Birendra Kumar Shome have been appointed in Board meeting as on 04/03/2015, 04/03/2015 & 27/04/2015 respectively and has been approved in the 18th AGM, held on 30/05/2015
1.2 (iv)	The post of independent director(s) cannot remain vacant for more than 90 (ninety) days	√		There was no vacancy in the position of Independent Directors
1.2 (v)	The Board shall lay down a Code of Conduct of all Board Members and Annual compliance of the code to be recorded	√		The company has laid down a detailed code of conduct and every Director has signed a confirmation as to its compliance.
1.2 (vi)	The tenure of office of an independent director shall be for a period of 3(three) years, which may be extended for 1(one) term only.	√		The Independent Directors (IDs) are in their first term of office in FFIL.
1.3	Qualification of Independent Director :			
1.3 (i)	Independent Director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial, regulatory and corporate laws and can make meaningful contribution to business.	√		The qualification and background of IDs justify their abilities as such.



1.3 (ii)	The person should be a Business leader /corporate leader /Bureaucrat/university teacher with economics or Business studies or law background /professional like Chartered Accountants , Cost & management Accounts ,Chartered Secretaries. The independent Director must have at least 12(twelve) years of corporate management/professional experiences	√		All the Independent Directors are business studies background with more than 12 years of corporate as well as professional experience.
1.3 (iii)	In special cases the above qualifications may be relaxed subject to prior approval of the Commission	-		Not Applicable
1.4	The positions of the Chairman of the Board and Chief Executive Officer of the Company shall be filled by different individuals. The Chairman of the Company shall be elected from among the directors of the Company. The Board of Directors shall clearly define respective roles and responsibilities of the Chairman and the Chief Executive officer	√		Chairman of the Board and CEO are different individuals. The roles and responsibilities of the Chairman of the Board and CEO are approved in meeting
1.5	The Directors' Report to Shareholders :			
1.5 (i)	Industry outlook and possible future developments in the industry	√		The Directors' report complies with the guideline.
1.5 (ii)	Segment-wise or product-wise performance	√		The Directors' report complies with the guideline.
1.5 (iii)	Risks and concerns	√		Discussed at Directors report
1.5 (iv)	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin	-	-	Not applicable.
1.5 (v)	Discussion on continuity of any Extra-Ordinary gain or loss	√		Discussed in the relevant note to the Audited Financial Statements for the year under review.
1.5 (vi)	Basis for related party transactions- a statement of all related party transactions should be disclosed in the annual report	√		Discussed in Directors' report.
1.5 (vii)	Utilization of proceeds from public issues, rights issues and/or through any others instruments	-	-	Not Applicable
1.5 (viii)	An explanation if the financial results deteriorate after the company goes for initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Offer, Direct Listing, etc	√		-
1.5 (ix)	If significant variance occurs between Quarterly Financial performance and Annual Financial Statements, the management shall explain about the variance on their Annual Report.	√		Discussed at Directors report.
1.5 (x)	Remuneration to directors including independent directors.	√		Stated in Annexure -2 of Director report

1.5 (xi)	The financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes in equity	√		Complied
1.5 (xii)	Proper books of account of the issuer company have been maintained	√		-Do-
1.5 (xiii)	Appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment.	√		-Do-
1.5 (xiv)	International Accounting Standards (IAS)/ Bangladesh Accounting Standards (BAS)/ International Financial Reporting Standards (IFRS)/ Bangladesh Financial Reporting Standards (BFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there-from has been adequately disclosed.	√		-Do-
1.5 (xv)	The system of internal control is sound in design and has been effectively implemented and monitored.	√		-Do-
1.5(xvi)	There are no significant doubts upon the issuer company's ability to continue as a going concern. If the issuer company is not considered to be a going concern, the fact along with reasons thereof should be disclosed.	√		Stated under "Going Concern" in the Directors Report.
1.5(xvii)	Significant deviations from the last year's operating results of the issuer company shall be highlighted and the reasons thereof should be explained.	√		Stated in the Directors Report.
1.5(xviii)	Key operating and financial data of at least preceding 5 (five) years shall be summarized.	√		Stated in Annexure -3 at Directors report
1.5 (xix)	If the issuer company has not declared dividend (cash or stock) for the year, the reasons thereof shall be given.	√		Dividend declared
1.5 (xx)	The number of Board meetings held during the year and attendance by each director shall be disclosed.	√		Stated in Annexure -1 at Directors' report.
1.5 (xxi)	The pattern of Shareholding shall be reported to disclose the aggregate number of Shares (along with name wise details where stated below) held by:			
1.5 (xxi) (a)	Share held by Parent/Subsidiary/Associated Companies and other related parties (name wise details);	√		Stated in Annexure -2 at Directors' report.
1.5 (xxi) (b)	Share held by Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and their spouses and minor children (name wise details);	√		-Do-

1.5 (xxi) ( c )	Share held by executives; (Top 5 salaried)	√		-Do-
1.5 (xxii) (d)	Share held by shareholders holding ten percent (10%) or more voting interest in the company (name wise details)	√		-Do-
1.5 (xxii)	In Case of Appointment/Re -appointment of a Director the company shall disclose the following information to the Shareholders:			
1.5 (xxii) (a)	A brief resume of the director;	√		Stated in Annexure -4 at Directors' report.
1.5 (xxii) (b)	Nature of his/her expertise in specific functional areas	√		-Do-
1.5 (xxii) ( c )	Names of companies in which the person also holds the directorship and the Membership of committees of the board.	√		-Do-
2.	Chief Financial Officer (CFO), Head of Internal Audit and Company Secretary (CS):			
2.1	The company shall appoint a Chief Financial Officer (CFO), a Head of Internal Audit (Internal Control and Compliance) and a Company Secretary (CS). The Board of Directors should clearly define respective roles, responsibilities and duties of the CFO, the Head of Internal Audit and the CS.	√		The Company has appointed CFO, CS and Head of Internal Audit. There are clearly defined roles, responsibilities and duties, which have been approved by Board.
2.2	The CFO and the Company Secretary of the companies shall attend the meetings of the Board of Directors, provided that the CFO and/or the Company Secretary shall not attend such part of a meeting of the Board of Directors which involves consideration of an agenda item relating to their personal matters.	√		In practice
3.	AUDIT COMMITTEE:			
3 (i)	The company shall have an Audit Committee as a sub-committee of the Board of Directors	√		There are clearly defined an Audit Committee as a subcommittee of the Board which have been approved by Board.
3 (ii)	The Audit Committee shall assist the Board of Directors in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business	√		In practice

3 (iii)	The Audit Committee shall be responsible to the Board of Directors. The duties of the Audit Committee shall be clearly set forth in writing.	√		The TOR is available.
<b>3.1</b>	<b>Constitution of the Audit Committee:</b>			
3.1 (i)	The Audit Committee shall be composed of at least 3 (three) members.	√		The Audit Committee is composed of 5 (Five) members
3.1 (ii)	The Board of Directors shall appoint members of the Audit Committee who shall be directors of the company and shall include at least 1 (one) independent director.	√		The Independent Directors- Mr. Anjan Kumer Roy & Mr. Pradip Kumar Nandi are the members of the Audit Committee.
3.1 (iii)	All members of the audit committee should be "financially literate" and at least 1 (one) member shall have accounting or related financial management experience.	√		The Board reviewed and considered that all the existing members of the Audit Committee are "financially literate" and they have "related financial management experience" as per BSEC notification.
3.1 (iv)	Filling of Casual Vacancy in Committee			The Board appointed AC member in due time and they work as per the TOR
3.1 (v)	The company secretary shall act as the secretary of the Committee.	√		In Practice
3.1 (vi)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director.	√		In Practice
<b>3.2</b>	<b>Chairman of the Audit Committee:</b>			
3.2 (i)	The Board of Directors shall select 1 (one) member of the Audit Committee (AC) to be Chairman of the Audit Committee, who shall be an independent director	√		Mr. Anjan Kumer Roy has been appointed as Independent Director, who is also Chairman of AC.
3.2 (ii)	Chairman of the audit committee shall remain present in the Annual General Meeting (AGM)	√		In Practice
<b>3.3</b>	<b>Role of Audit Committee:</b>			
3.3 (i)	Oversee the financial reporting process.	√		-Do-
3.3 (ii)	Monitor choice of accounting policies and principles.	√		-Do-
3.3 (iii)	Monitor Internal Control Risk management process	√		-Do-
3.3 (iv)	Oversee hiring and performance of external auditors	√		-Do-



3.3 (v)	Review along with the management, the annual financial statements before submission to the board for approval.	√		-Do-
3.3 (vi)	Review along with the management, the quarterly and half-yearly financial statements before submission to the board for approval.	√		-Do-
3.3 (vii)	Review the adequacy of internal audit function.	√		-Do-
3.3 (viii)	Review statement of significant related party transactions submitted by the management	√		-Do-
3.3 (ix)	Review Management Letters/ Letter of Internal Control weakness issued by statutory auditors.	√		-Do-
3.3 (x)	When money is raised through Initial Public Offering (IPO)/Repeat Public Offering (RPO)/ Rights Issue the company shall disclose to the Audit Committee about the uses/applications of funds by major category (capital expenditure, sales and marketing expenses, working capital, etc), on a quarterly basis, as a part of their quarterly declaration of financial results. Further, on an annual basis, the company shall prepare a statement of funds utilized for the purposes other than those stated in the offer document/prospectus	√		-Do-
<b>3.4</b>	<b>Reporting of the Audit Committee:</b>			
<b>3.4.1</b>	<b>Reporting to the Board of Director:</b>			
3.4.1 (i)	The Audit Committee shall report on its activities to the Board of Directors.	√		Audit Committee informs Board Periodically through its minutes.
3.4.1 (ii)	<b>Immediate reporting of the Audit Committee to the Board on the following issues (if any):</b>			
3.4.1 (ii) (a)	Report on conflicts of interests			There was no such instance in the year.
3.4.1 (ii) (b)	Suspected or presumed fraud or irregularity or material defect in the internal control system;			-Do-
3.4.1 (ii) (c)	Suspected infringement of laws, including securities related laws, rules and regulations;			-Do-
3.4.1 (ii) (d)	Any other matter which shall be disclosed to the Board of Directors immediately			-Do-
3.4.2	Reporting to the Authorities	√		The Audit Committee report is disclosed in the Annual Report and signed by the Chairman of the Audit Committee

3.5	Reporting to the Shareholders and General Investors	√		
<b>4.</b>	<b>External /Statutory Auditors:</b>			
4 (i)	Appraisal or valuation services or fairness opinions.	√		In Practice
4 (ii)	Financial information systems design and implementation	√		-Do-
4 (iii)	Book-keeping or other services related to the accounting records or financial statements	√		-Do-
4 (iv)	Broker-dealer services	√		-Do-
4 (v)	Actuarial services	√		-Do-
4 (vi)	Internal audit services	√		-Do-
4 (vii)	Any other service that the Audit Committee determines	√		-Do-
4 (viii)	No partner or employees of the external audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of that company.	√		The Audit firm does not hold any shares in the Company.
4 (ix)	Audit/certification service on compliance of Corporate Governance	√		-
<b>5.</b>	<b>Subsidiary Company:</b>			
5 (i)	Provisions relating to the composition of the Board of Directors of the holding company shall be made applicable to the composition of the Board of Directors of the subsidiary company.	√		FFIL have a subsidiary Company Named- FAS Capital Management Limited.
5 (ii)	At least 1 (one) independent director on the Board of Directors of the holding company shall be a director on the Board of Directors of the subsidiary company.	√		The Independent director of FFIL Mr. Anjan Kumer Roy is nominated the Board of the subsidiary company.
5 (iii)	The minutes of the Board meeting of the subsidiary company shall be placed for review at the following Board meeting of the holding company.	√		In Practice
5 (iv)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also.	√		-Do-
5 (v)	The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company.	√		-Do-
<b>6.</b>	<b>Duties of Chief Executive Officer (CEO) and Chief Financial Officer (CFO):</b>			

6 (i)	(The CEO and CFO shall certify to the Board that they have reviewed financial statements for the year and that to the best of their knowledge and belief	√		In Practice
6 (i) ( a)	These statement do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;	√		-Do-
6 (i) (b)	These statement together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws	√		-Do-
6 (ii)	There are, to the best of knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violation of the company's code of conduct.	√		-Do-
<b>7.</b>	<b>Reporting and Compliance of Corporate Governance:</b>			
7 (i)	The company shall obtain a certificate from a Professional Accountant/Secretary (Chartered Accountant/Cost & Management Accountant/Chartered Secretary) regarding compliance of conditions of Corporate Governance Guidelines of the Commission and shall send the same to the shareholders along with the Annual Report on a yearly basis	√		Required certification has been obtained from M/S MRH Dey & Co. Chartered Accountant for the year 2015 which is published as <b>Annexure-6</b> of Directors' Report
7 (ii)	The directors of the company shall state, in accordance with the Annexure attached, in the directors' report whether the company has complied with these conditions.	√		Status of Compliance is published with the Directors' Report as required.



**CERTIFICATE ON COMPLIANCE OF CONDITIONS  
OF CORPORATE GOVERNANCE GUIDELINES  
TO THE SHAREHOLDERS OF FAS FINANCE AND INVESTMENT LIMITED**

We have examined the compliances of Corporate Governance requirements by FAS Finance and Investment Limited (FFIL) for the year ended December 31, 2015 as stipulated under clause 7(i) of the Bangladesh Securities & Exchange Commission (BSEC) notification SEC/CMRRCD/2006-158/134/ADMIN/44 dated on 7 August 2012 and SEC/CMRRCD/2006-158/147/Admin/48 dated 21 July 2013.

**Scope:**

The compliance with the conditions and reporting the status thereof is the responsibility of the management of the Company. Our responsibility is to certify whether the company is in compliance with the said conditions of corporate governance based on our examination which for the purpose of issuing this certificate was limited to the verification of the procedures as adopted by the Management of the Company for ensuring compliance of the conditions of Corporate Governance Guidelines and reporting the implementations status thereof.

**Conclusion:**

We certify that, to the best of our information and according to the explanations given to us, the company's status on compliance with corporate governance requirements (See Annexure-A) appears to be satisfactory and its report under condition 7(ii) of said notification appropriately reflects the company's compliance with the conditions of Corporate Governance Guidelines of BSEC applicable for listed companies

Our review for this certification is confined to the aspect for the year ended December 31, 2015; we also state that such compliance is neither an assurance as to the future viability of the company nor a certification on the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Dated, Dhaka;  
May 14, 2016



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## AUDIT COMMITTEE REPORT

For the Year 2015

The Audit Committee of the Board of Directors of the Company Formed in accordance with Bangladesh Bank's DFIM Circular No-13, dated October 26, 2011 & Corporate Governance Guidelines issued by Bangladesh Securities and Exchange Commission (BSEC), dated August 07, 2012.

All the members of the Audit Committee are Non-executive Directors. During the year the Audit Committee comprised of the following Directors of the Board:

SL No	Name of the Members	Position of the Committee	Position of the Board
1	Mr. Anjan Kumer Roy, FCA	Chairman	Independent Director
2	Mr. Pradip Kumar Nandi, ITP	Member	Independent Director
3	Mr. Md. Zahangir Alam, FCS	Member	Director
4	Mr. M. A Shahjahan	Member	Director
5	Mr Mostain Billah, FCA	Member	Director
6	Ms. Fardose Jahan, ACS	Member Secretary	Company Secretary

### Audit Committee meetings held during the year:

A total of 6 (Six) Audit committee Meeting were held during the year 2015 , the details of attendance of the members of Audit Committee are given below:

Name of the Director	Position of the Committee	Total No. of meeting held in 2015	Meeting No.	Meeting Date	Attendance	Remarks
Mr. Anjan Kumer Roy, FCA	Chairman	06	22	24-03-2015	06	-
Mr. Pradip Kumar Nandi, ITP	Member	06	23	23-04-2015	06	-
Mr. Md. Zahangir Alam, FCS	Member	06	24	11-05-2015	05	-
Mr. M.A Shahjahan	Member	06	25	28-07-2015	05	-
Mr. Md. Mostain Billah, FCA	Member	06	26	28-10-2015	Nil	Since November 26, 2015
Mr. Uzzal Kumar Nandi, FCA	Member	06	27	26-11-2015	04	up to October 11, 2015

\* Directors who could not attend any meeting were granted leave of absence.

### The scope of work of Audit Committee :

The role and responsibilities of Audit Committee of FAS Finance & Investment limited evidently define by its Terms of Reference (TOR), the Committee has full authority to investigate all matters that fall within these Terms of Reference. The Committee is accountable to the Board and shall not be entitled to sub-delegate all or any of the powers and authority delegated to it. In discharging its responsibilities, the Committee shall have unrestricted access to the management, books and records and shall be entitled to receive such information as it requires from any employee. All employees shall be directed to co-operate with any request made by the Committee. The Committee, as a committee of the Board, is responsible for selecting the external auditors for recommendation to the Board and appointment by the shareholders.

### Role & Responsibilities of the Audit Committee:

- Review and recommend to the Board to approve the quarterly, half-yearly and annual financial statements prepared for statutory purpose;
- Meet management and external auditors to review the financial statements before their finalization.
- Monitor and oversee choice of accounting policies and principles, internal control risk Management process, auditing matter, hiring and performance of external auditors;
- Review statement of significant related party transactions submitted by the management.
- Carry on a supervision role to safeguard the systems of governance and independence of statutory auditors;
- Review and consider the report of internal auditors and statutory auditors' observations on Internal Control.
- Review the efficiency and effectiveness of internal audit function.

**Activities carried out during the year:**

- The Committee had overseen, reviewed and approved the procedure and task of the internal audit, financial report preparation and the external audit reports.
- Reviewed and discussed on the Bangladesh Bank Inspection Report by Bangladesh Bank on Classification of loans & advances of FAS Finance & Investment Ltd as of 31.12.2015 and management's reply thereon.
- Reviewed and discuss on quarterly and latest Internal Audit Report of Internal Control & Compliance.
- Reviewed and discussed on the compliance follow up report by Internal Control & Compliance.
- The Committee reviewed the integrity of the quarterly and annual financial statement and recommended to the Board for consideration.
- Reviewed the Management effort to recover the Classified Investment and Overdue Investment from defaulting borrowers within the shortest possible time.
- Reviewed the Management pragmatic steps to arrest further Classification of Investment to keep the percentage of non-per forming Investments at the lowest level.
- Reviewed the loan cases against which legal action have been taken.
- Reviewed various reports of Internal Control & Compliance Department on operation, financial Procedures and branch activities;
- Reviewed annual written statements from the external auditors that:
  - » Disclose all relationships between the auditors and the Company, as set out in the Policy, and report on the performance of non-audit activities, rotation of audit partners and staff, auditor relationships, employment of former auditors, including the confirmation of auditor independence; and
  - » Reviewed with the external auditors any relationships or services that may impact on the independence and objectivity of the external auditors and taking, or recommend that the Board takes, appropriate action to ensure the independence of the external auditors.

**External audit:**

MABS & J Partners, Chartered Accountants, a renowned audit firm in Bangladesh and independent member of NEXIA International Limited, acted as the external auditors to the company throughout the year. The external auditors are not engaged by the company on any material non-audit work such as:

- Appraisal or valuation services or fairness opinions;
- Financial information systems design and implementation;
- Book-keeping or other services related to the accounting records or financial statement;
- Broker-dealer services
- Actuarial services
- Internal audit services
- Internal audit certification

**Acknowledgement**

The Audit Committee would like to express their thanks to the Members of the Board of Audit Committee, Management, Auditors and all employees for their dedication and efforts during the year 2015.

On behalf of the Audit Committee



Anjan Kumer Roy, FCA

Chairman of the Audit Committee

## COMPLIANCE REPORT ON BANGLADESH BANK'S GUIDELINES ON CORPORATE GOVERNANCE

Bangladesh Bank requires the Financial Institutions to comply with the guidelines on Corporate Governance as per the **DFIM circular no.7 dated 25 September** taken appropriate steps to comply with the guidelines and implemented the same. Status report on compliance with those guidelines is given below:

Condition No.	Title	Compliance Status
01.	Responsibilities and Authorities of Board of Directors The responsibilities of the Board of Directors are mainly related to evaluation and developing strategy. Those are as-	Complied
<b>A. Work-planning and Strategic Management:</b>		
i	The Board shall determine the vision/mission of the Company. Board shall also determine the strategy and work planning for enhancement of institutional efficiency and other policy matters on annual basis. The Board shall make necessary amendments on the strategy on quarterly basis.	Complied Refer to the Directors Report on page 28 of this Annual Report.
ii	The Board shall have its analytical review to be incorporated in the Annual Report as regard to the success or failure in achieving the target as set out in the annual work plan and inform the same to the shareholders in the Annual General Meeting (AGM).	Complied
iii	The Board shall determine Key Performance Indicators for chief executive along with other top level executives and re-assess on half yearly basis.	Complied
<b>B. Formation of Sub-committee:</b>		
	For making timely decision, executive committee can be formed. No alternative director shall be included in this committee.	Complied Refer to 'Board and its committee' on page 09 of this Annual Report
<b>C. Financial Management:</b>		
i	Annual budget and statutory financial reports shall be authorized by the Board of Directors	Complied
ii	The Board shall review company's statement of income and expenses, statement of loan/lease, liquidity requirement, capital adequacy, adequacy of provision, action taken for legal cases and recovery of default loan.	Complied Refer to Director's Report of this Annual Report.
iii	The Board shall approve the procurement policy and shall accordingly approve the delegation of power for making such expenditure. The maximum delegation of power shall rest on the CEO and top management. However, decision relating to purchase of land, building, and vehicle shall remain with the Board.	Complied
iv	Bank account of the Company shall be operated by a group constituted from amongst the Management which must be approved by the Board and having dual signatures (As amended through circular number 09, dated October 08, 2007).	Complied
<b>D. Loan/Lease/Investment Management:</b>		
i	The policies, strategies, procedures etc. in respect of appraisal of loan/lease/investment proposal, sanction, disbursement, recovery, rescheduling, and write off shall be made with the Board's approval under the purview of the existing laws, rules and regulations. The Board shall specifically delegate the power of sanction of loan/ lease/ investment and such delegate should desirably be made among the CEO and other top management of the company.	Complied

ii	No Director shall interfere directly or indirectly in the process of loan approval.	Complied
iii	Core Risk Management Guidelines shall be approved by the Board of Directors of the Company.	Complied

**E. Risk Management:**

Approval shall be taken from Board of Directors for syndicate loan/lease/ investment Complied and large loan, lease or investment.	Complied
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**F. Internal Control & Compliance:**

Audit Committee shall be formed for effective implementation of an integrated internal control system of the Company and for keeping loan/lease/investment quality at a desired level. Board Audit Committee shall review the report provided by the Internal Control & Compliance Department, the external auditor and the Bangladesh Bank shall make comments thereon.	Refer to Report on the Audit Committee on page 35 of this Annual Report.
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**G. Human Resources Management (HRM):**

Policies relating to recruitment, promotion, transfer, disciplinary and punitive measures, HR development etc. and service rule shall be framed and approved by the Board. The Chairman or the Board shall no way involve themselves or influence over any administrative affairs including recruitment, promotion, transfer and disciplinary measures as executed under the service rules. No member of the Board shall be included in the selection committees for recruitment and promotion of different levels except the positions MD, DMD and GM or equivalent.	Refer to the Directors' Report of this Annual Report.
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**H. Appointment of Managing Director and Increase of Salaries & Allowances:**

Board of Directors shall appoint a competent Managing Director with approval of the Bangladesh Bank. Board shall approve any increment of salaries and allowance of the Managing Director	Complied
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**I. Benefit to Chairman:**

Chairman may be offered an office room, a personal secretary, a telephone at the office, a vehicle in the business-interest of the company subject to the approval of the Board.	Complied
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**02. Responsibilities and Duties of Chairman:**

i	Chairman shall not personally possess the jurisdiction to apply policy making or executive or authority. He shall not participate in or interfere into the administrative or operational and routine affairs of the Company.	Complied
ii	The minutes of the Board meetings shall be signed by the Chairman	Complied

**03. Responsibilities of Managing Director or Chief Executive:**

Officer of the company or what's ever be called, shall work under the following area		
i	Managing Director shall discharge his responsibilities on matters relating to financial, business and administration vested by the Board upon him. He is also accountable for achievement of financial and other business targets by means of business plan, efficient implementation of a dministration and financial management.	Complied
ii	Managing Director shall ensure compliance of Financial Institutions Act 1993 and other relevant circulars of Bangladesh Bank and other regulatory authorities.	Complied
iii	All recruitment/promotion/training/promotion/ training of AMD & EVP shall be vested upon the Managing Director. He shall act such in accordance with the approved HR Policy of the Company.	Complied
iv	Managing Director may re-schedule job responsibilities of employees.	Complied
v	Managing Director may take disciplinary actions against the employees.	Complied
vi	Managing Director shall sign all the letters/statements relating to compliance of policies and guidelines. However, Departmental/Unit heads may sign daily letters/ statements as set out in DFIM circular no.2 dated 06 January 2009 if so authorized	Complied



## AUDITORS' REPORT TO THE SHAREHOLDERS OF FAS FINANCE & INVESTMENT LIMITED

We have audited the accompanying financial statements of FAS FINANCE & INVESTMENT LIMITED and its Subsidiary as well as the separate Financial Statements of FAS Finance & Investment Limited which comprise the Consolidated and the separate Balance Sheet as at 31 December 2015, Profit and Loss Account, Cash Flow Statement, Statement of Changes in Shareholders' Equity and Liquidity Statement for the year ended 31 December 2015 and a summary of significant accounting policies and other explanatory information.

### Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Bangladesh Accounting Standards (BASs) Bangladesh Financial Reporting Standards (BFRSs), the Financial Institutions Act 1993, the Rules and Regulations Issued by Bangladesh Bank, the Securities and Exchange Rules 1987, the Companies Act 1994 and other Applicable Laws and regulations and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

### Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements of the company based on our audit. We conducted our audit in accordance with Bangladesh Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### Opinion:

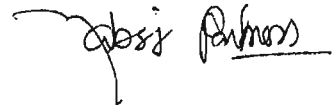
In our opinion, except for the effect on the Financial Statements of the matter disclosed on note 6.a.i. In our opinion, the financial statements along with notes thereon of the company prepared in accordance with Bangladesh Financial Reporting Standards (BFRSs), give a true and fair view of state of the company's affairs as at 31 December 2015, and of the results of its operations and Cash Flows for the year then ended and comply with the Financial Institutions Act 1993, the Rules and Regulations Issued by Bangladesh Bank, the Companies Act 1994, the Securities and Exchange Rules 1987, and other Applicable Laws and regulations.

### We also report that:

- a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appeared from our examination of those books;
- c) The Company's statement of Balance Sheet and Profit and Loss Account dealt with by the report are in agreement with the books of account;

- d) The Financial Statements have been drawn up in conformity with the Financial Institutions Act 1993 and in accordance with the Accounting Rules and Regulations issued by the Bangladesh Bank to the extent applicable to the company;
- e) The Financial Position of the company as at 31 December 2015 and the profit for the year then ended have been properly reflected in the Financial Statements of the company, and these Financial Statements have been prepared in accordance with the Generally Accepted Accounting Principles;
- f) The expenditure incurred and payments made were for the purposes of the company's business;
- g) Except for matter disclosed in note 6.a.i adequate provisions have been made for loans and advances, investments and other assets which are, in our opinion, doubtful of recovery;
- h) The company has complied with the relevant laws pertaining to reserves and maintenance of liquid assets;
- i) The information and explanations required by us has been received and found satisfactory;
- j) As far as it was revealed from our test checks, the existing rules and regulations for loan/advance and lease sanctioning and disbursements as well as classification, provisioning and suspension of interest have been followed properly;
- k) Adequate capital of the company, as required by law, has been maintained during the year under audit;
- l) It appeared from our test checks that the internal control system was satisfactory and adequate to prevent probable fraud and forgeries;
- m) 80 percent of the risk weighted assets have been reviewed spending over 1,450 person hours.

Dated: Dhaka, 14 May, 2016



**MABS & J Partners**  
Chartered Accountants  
(Formerly Saha Mazumder & Co.)

## FAS Finance &amp; Investment Limited

## Consolidated Balance Sheet

As at 31 December 2015

Particulars	Notes	Amount in Taka	
		31-Dec-2015	31-Dec-2014
<b>PROPERTY AND ASSETS</b>			
<b>Cash</b>	2 (a)	<b>46,143,116</b>	<b>30,386,931</b>
In hand (including foreign currencies)		37,853	16,088
Balance with Bangladesh Bank and its agent bank(s) (including foreign currencies)		46,105,263	30,370,843
<b>Balance with other banks and financial institutions</b>	3 (a)	<b>558,414,460</b>	<b>318,416,689</b>
In Bangladesh		558,414,460	318,416,689
Outside Bangladesh		-	-
<b>Money at call and on short notice</b>	4 (a)	<b>-</b>	<b>-</b>
<b>Investments</b>	5 (a)	<b>772,932,127</b>	<b>477,727,786</b>
Government		-	-
Others		772,932,127	477,727,786
<b>Loans, advances and leases</b>		<b>11,776,541,106</b>	<b>6,083,446,696</b>
Loans, cash credits, overdrafts, and leases etc.	6 (a)	11,776,541,106	6,083,446,696
Bills purchased and discounted	7 (a)	-	-
<b>Fixed assets including premises, furniture and fixtures</b>	8 (a)	<b>344,804,386</b>	<b>323,146,756</b>
<b>Other assets</b>	9 (a)	<b>364,972,727</b>	<b>312,257,123</b>
<b>Non-Financial assets-held for sale</b>	10 (a)	<b>44,665,893</b>	<b>44,665,893</b>
<b>Total Assets</b>		<b>13,908,473,815</b>	<b>7,590,047,874</b>
<b>LIABILITIES AND CAPITAL</b>			
<b>Liabilities</b>			
<b>Borrowings from other banks, financial institutions, and agents</b>	11 (a)	<b>4,036,971,473</b>	<b>2,204,666,695</b>
<b>Deposits and other accounts</b>	12 (a)	<b>7,049,849,244</b>	<b>2,999,100,342</b>
Current deposits and other accounts		-	-
Bills payable		-	-
Savings bank deposits		-	-
Fixed deposits	12.1	7,049,849,244	2,999,100,342
Bearer certificates of deposit		-	-
Other deposits		-	-
<b>Others liabilities</b>	13 (a)	<b>1,173,069,963</b>	<b>758,781,959</b>
<b>Total Liabilities</b>		<b>12,259,890,680</b>	<b>5,962,548,996</b>
<b>Capital/Shareholders' Equity</b>		<b>1,642,982,637</b>	<b>1,624,970,480</b>
Paid-up capital	14	1,117,500,530	1,117,500,530
Statutory reserve	15	129,976,825	104,641,941
Other reserve	16	315,000	315,000
Revaluation reserve	17	243,762,764	252,152,138
Retained earnings	18 (a)	151,427,518	150,360,871
Minority interest		5,600,498	2,528,398
<b>Total Liabilities and Shareholders' Equity</b>		<b>13,908,473,815</b>	<b>7,590,047,874</b>
<b>Net asset value per share</b>		<b>14.70</b>	<b>14.54</b>

Particulars	Notes	Amount In Taka	
		31-Dec-2015	31-Dec-2014
<b>OFF-BALANCE SHEET ITEMS</b>			
<b>Contingent Liabilities</b>		-	-
Acceptances and endorsements		-	-
Letters of guarantee		-	-
Irrevocable letters of credit		-	-
Bills for collection		-	-
Other contingent liabilities		-	-
<b>Other commitments</b>		<b>806,888,740</b>	<b>670,268,243</b>
Documentary credits and short term trade-related transactions		-	-
Forward assets purchased and forward deposits placed		-	-
Undrawn note issuance and revolving underwriting facilities		-	-
Undrawn formal standby facilities, credit lines and other commitments	19 (a)	806,888,740	670,268,243
<b>Total</b>		<b>806,888,740</b>	<b>670,268,243</b>
<b>Other memorandum items</b>	20 (a)	<b>1,344,789,363</b>	<b>1,248,716,482</b>

The Accounting policies and other notes from 01 to 43 form an integral part of the financial statements. The Financial Statements were authorized for issue by the board of directors on 14.05.2016 and signed on its behalf by:



Mohammad A Hafiz  
Chairman (Acting)



Anjan Kumer Roy, FCA  
Director



Md. Russel Shahrior  
Managing Director & CEO



Fardose Jahan, ACS  
Company Secretary

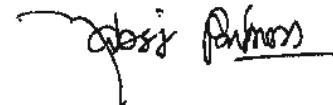


Md. Maniruzzaman Akan  
Chief Financial Officer

#### AUDITORS' REPORT TO THE SHAREHOLDERS

This is the Consolidated Balance Sheet referred to in our report of even date.

Date: Dhaka, 14 May 2016



MABS & J Partners  
Chartered Accountants



## FAS Finance & Investment Limited

### Consolidated Profit and Loss Account For the Year ended 31 December 2015

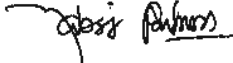
Particulars	Notes	Amount in Taka	
		31-Dec-2015	31-Dec-2014
<b>OPERATING INCOME</b>			
Interest Income	22 (a)	1,410,095,277	770,347,990
Less: Interest paid on deposits and borrowings, etc.	23 (a)	966,078,852	475,874,957
<b>Net Interest Income</b>		<b>444,016,425</b>	<b>294,473,033</b>
Investment income	24 (a)	52,110,164	65,526,317
Commission, exchange and brokerage	25 (a)	-	526,058
Other operating income	26 (a)	14,824,359	23,784,427
		<b>66,934,523</b>	<b>89,836,802</b>
<b>Total operating income (a)</b>		<b>510,950,948</b>	<b>384,309,835</b>
<b>OPERATING EXPENSES</b>			
Salary and allowances	27 (a)	53,282,380	46,639,188
Rent, taxes, insurance, electricity, etc.	28 (a)	6,847,786	4,751,903
Legal expenses	29 (a)	3,506,275	2,540,343
Postage, stamps, telecommunication, etc.	30 (a)	2,424,566	2,334,088
Stationery, printings, advertisements, etc.	31 (a)	2,062,381	6,226,583
Chief executive's salary & fees		3,900,000	3,620,887
Directors' fees	32 (a)	1,148,150	1,111,500
Auditors' fees	33 (a)	207,975	170,400
Charge on loan losses		-	-
Depreciation and repairs of FI's assets	34 (a)	17,115,074	15,623,379
Other expenses	35 (a)	14,030,415	9,444,340
<b>Total operating expenses (b)</b>		<b>104,525,002</b>	<b>92,462,611</b>
<b>Profit before provision (c=a-b)</b>		<b>406,425,946</b>	<b>291,847,224</b>
Provision against loans, advances and leases	36 (a)	63,367,319	94,223,532
Provision for diminution in value of investments	37 (a)	126,976,695	(19,139,227)
Other provisions		1,014,876	1,406,250
<b>Total provision (d)</b>		<b>191,358,890</b>	<b>76,490,555</b>
<b>Profit before taxation (c-d)</b>		<b>215,067,056</b>	<b>215,356,669</b>
<b>Provision for taxation</b>	38 (a)	<b>85,388,473</b>	<b>78,817,017</b>
Current tax		85,639,716	74,482,612
Deferred tax		(251,243)	4,334,405
<b>Net profit after taxation</b>		<b>129,678,583</b>	<b>136,539,652</b>
<b>Attributable:</b>		<b>129,678,583</b>	<b>136,539,652</b>
Shareholders of the company		129,606,483	136,199,428
Minority interest		72,100	340,224
<b>Appropriations</b>		<b>25,334,884</b>	<b>21,637,528</b>
Statutory reserve	15	25,334,884	21,637,528
General reserve		-	-
Dividend, etc.		-	-
<b>Retained surplus</b>		<b>104,271,599</b>	<b>114,561,900</b>
<b>Earnings per share-EPS (Adjusted)</b>	40 (a)	<b>1.16</b>	<b>1.22</b>

The Accounting policies and other notes from 01 to 43 form an integral part of the financial statements. The Financial Statements were authorized for issue by the board of directors on 14.05.2016 and signed on its behalf by:

				
Mohammad A Hafiz Chairman (Acting)	Anjan Kumar Roy, FCA Director	Md. Russel Shahrior Managing Director & CEO	Fardose Jahan, ACS Company Secretary	Md. Maniruzzaman Akan Chief Financial Officer

#### AUDITORS' REPORT TO THE SHAREHOLDERS

This is the Consolidated Profit and Loss Account referred to in our report of even date.



**MABS & J Partners**  
Chartered Accountants

Date: Dhaka, 14 May 2016

## FAS Finance & Investment Limited

### Consolidated Cash Flow Statement For the Year ended 31 December 2015

Particulars	Amount In Taka	
	31-Dec-2015	31-Dec-2014
<b>Cash flows from operating activities</b>		
Interest receipts	1,231,576,986	480,264,098
Interest payments	(776,087,810)	(397,075,457)
Dividend receipts	10,697,468	3,413,027
Fee and commission receipts	720,000	495,000
Recoveries on loans previously written off	50,000	200,000
Payments to employees	(56,550,391)	(50,027,220)
Payments to suppliers	-	-
Income taxes paid	(30,182,530)	(37,728,784)
Receipts from other operating activities	52,346,003	71,212,008
payment for other operating activities	(35,557,560)	(24,216,881)
<b>Operating profit before changes in operating assets &amp; liabilities</b>	<b>397,012,366</b>	<b>46,535,791</b>
<b>Increase/decrease in operating assets and liabilities</b>		
Statutory deposit	-	-
Purchase/sale of trading securities	-	-
Loans, advances and leases to FI's	-	-
Loans, advances and leases to customers	(5,538,129,636)	(2,065,083,330)
Other assets	10,190,436	(155,623)
Deposit from other FI's	2,650,000,000	1,750,000,000
Deposit from customers	1,386,051,737	(4,304,521)
Other liabilities to customer	17,321,028	11,549,726
Trading liabilities (short-term borrowing)	144,333,214	512,229,598
Other liabilities	2,170,417	-
	<b>(1,328,062,804)</b>	<b>204,235,850</b>
<b>Net cash from/(used in) operating activities (a)</b>	<b>(931,050,438)</b>	<b>250,771,641</b>
<b>Cash flows from investing activities</b>		
Purchase/sale of government securities	-	-
Purchase/sale of trading securities, shares, bonds, etc.	(302,445,912)	(321,077,366)
Purchase/sale of property, plant and equipment	(37,025,958)	(5,667,248)
Purchase/sale of Subsidiaries	3,000,000	-
<b>Net cash used in investing activities (b)</b>	<b>(336,471,870)</b>	<b>(326,744,612)</b>
<b>Cash flows from financing activities</b>		
Increase/(decrease) of long-term borrowings	1,634,632,100	221,874,551
Dividend paid	(111,355,836)	(57,471,574)
<b>Net cash flow from financing activities (c)</b>	<b>1,523,276,264</b>	<b>164,402,977</b>
<b>Net increase/(decrease) in cash (a+b+c)</b>	<b>255,753,956</b>	<b>88,430,006</b>
<b>Effects of exchange rate changes on cash and cash equivalents</b>		
Cash and cash equivalents at beginning of the year	348,803,620	260,373,614
<b>Cash and cash equivalents at end of the year*</b>	<b>604,557,576</b>	<b>348,803,620</b>
<b>*Cash and cash equivalents at end of the year</b>		
Cash in hand and balance with Bangladesh Bank	461,431,116	30,386,931
Balance with other banks	558,414,460	318,416,689
Money at call and short notice	-	-
Treasury bills	-	-
Prize bond	-	-
	<b>604,557,576</b>	<b>348,803,620</b>

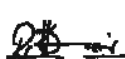
The Accounting policies and other notes from 01 to 43 form an integral part of the financial statements. The Financial Statements were authorized for issue by the board of directors on 14.05.2016 and signed on its behalf by:



Mohammad A Hafiz  
Chairman (Acting)



Anjan Kumer Roy, FCA  
Director



Md. Russel Shahrir  
Managing Director & CEO



Fardose Jahan, ACS  
Company Secretary

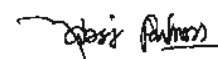


Md. Manluzzaman Akan  
Chief Financial Officer

#### AUDITORS' REPORT TO THE SHAREHOLDERS

This is the Consolidated Cash Flow Statement referred to in our report of even date.

Date: Dhaka, 14 May 2016




MABS & J Partners  
Chartered Accountants


**FAS Finance & Investment Limited**  
**Consolidated Statement of Changes in Shareholders' Equity**  
**For the Year ended 31 December 2015**


Particulars	Amount in Taka					
	Paid-up capital	Statutory reserve	Revaluation reserve	Other reserve	Retained earnings	Total
Balance as at 01 January 2015	1,117,500,530	104,641,941	252,152,138	315,000	150,360,871	1,624,970,480
Prior year adjustment for differed tax (2013 & 2014)	-	-	-	-	155,727	155,727
<b>Restated Balance</b>	<b>1,117,500,530</b>	<b>104,641,941</b>	<b>252,152,138</b>	<b>315,000</b>	<b>150,516,598</b>	<b>1,625,126,207</b>
Surplus/deficit on account of revaluation of properties	-	-	-	-	-	-
Surplus/deficit on account of revaluation of investments	-	-	-	-	-	-
Currency translation differences	-	-	-	-	-	-
Net gains and losses not recognized in the Profit and Loss Account	-	-	-	-	-	-
Net profit after taxation for the year	-	-	-	-	129,606,483	129,606,483
Transfer to statutory reserve	-	25,334,884	-	-	(25,334,884)	-
Cash dividend-2014	-	-	-	-	(111,750,053)	(111,750,053)
Transfer of depreciation charged to Profit and Loss account	-	-	(8,389,374)	-	8,389,374	-
Issue of share capital	-	-	-	-	-	-
<b>Balance as at 31 December 2015</b>	<b>1,117,500,530</b>	<b>129,976,825</b>	<b>243,762,764</b>	<b>315,000</b>	<b>151,427,518</b>	<b>1,642,982,637</b>
<b>Balance as at 31 December 2014</b>	<b>1,117,500,530</b>	<b>104,641,941</b>	<b>252,152,138</b>	<b>315,000</b>	<b>150,360,871</b>	<b>1,624,970,480</b>

The Accounting policies and other notes from 01 to 43 form an integral part of the financial statements. The Financial Statements were authorized for issue by the board of directors on 14.05.2016 and signed on its behalf by:

  
 Mohammad A Hafiz  
 Chairman (Acting)

  
 Anjan Kumer Roy, FCA  
 Director

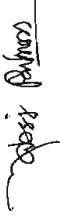
  
 Md. Russel Shahriar  
 Managing Director & CEO

  
 Fardose Jahan, ACS  
 Company Secretary

  
 Md. Maniruzzaman Akan  
 Chief Financial Officer

**AUDITORS' REPORT TO THE SHAREHOLDERS**

This is the Consolidated Statement of Changes in Shareholders' Equity referred to in our report of even date.



**MABS & J Partners**  
 Chartered Accountants

**Date: Dhaka, 14 May 2016**

## FAS Finance & Investment Limited

### Balance Sheet As at 31 December 2015

Particulars	Notes	Amount in Taka	
		31-Dec-2015	31-Dec-2014
<b>PROPERTY AND ASSETS</b>			
<b>Cash</b>	2	<b>46,135,386</b>	<b>30,376,644</b>
In hand (including foreign currencies)	2.1	30,123	5,801
Balance with Bangladesh Bank and its agent bank(s) (including foreign currencies)	2.2	46,105,263	30,370,843
<b>Balance with other banks and financial institutions</b>	3	<b>522,643,870</b>	<b>317,684,131</b>
In Bangladesh	3.1	522,643,870	317,684,131
Outside Bangladesh		-	-
<b>Money at call and on short notice</b>	4	<b>-</b>	<b>-</b>
<b>Investments</b>	5	<b>459,287,881</b>	<b>341,714,937</b>
Government	5.1	-	-
Others	5.2	459,287,881	341,714,937
<b>Loans, advances and leases</b>		<b>11,286,132,874</b>	<b>5,845,515,864</b>
Loans, cash credits, overdrafts, and leases etc.	6	11,286,132,874	5,845,515,864
Bills purchased and discounted	7	-	-
<b>Fixed assets including premises, furniture and fixtures (Annexure-1)</b>	8	<b>340,128,652</b>	<b>318,279,594</b>
<b>Other assets</b>	9	<b>579,225,014</b>	<b>551,660,856</b>
<b>Non-Financial assets-held for sale</b>	10	<b>44,665,893</b>	<b>44,665,893</b>
<b>Total Assets</b>		<b>13,278,219,570</b>	<b>7,449,897,919</b>
<b>LIABILITIES AND CAPITAL</b>			
<b>Liabilities</b>			
<b>Borrowings from other banks, financial institutions, and agents</b>	11	<b>3,587,209,509</b>	<b>2,175,152,421</b>
<b>Deposits and other accounts</b>	12	<b>7,049,849,244</b>	<b>2,999,100,342</b>
<b>Current deposits and other accounts</b>		<b>-</b>	<b>-</b>
Bills payable		-	-
Savings bank deposits		-	-
Fixed deposits	12.1	7,049,849,244	2,999,100,342
Bearer certificates of deposit		-	-
Other deposits		-	-
<b>Others liabilities</b>	13	<b>999,058,784</b>	<b>648,467,492</b>
<b>Total Liabilities</b>		<b>11,636,117,537</b>	<b>5,822,720,255</b>
<b>Capital/Shareholders' Equity</b>		<b>1,642,102,033</b>	<b>1,627,177,664</b>
Paid-up capital	14	1,117,500,530	1,117,500,530
Statutory reserve	15	129,976,825	104,641,941
Other reserve	16	315,000	315,000
Revaluation reserve	17	243,762,764	252,152,138
Retained earnings	18	150,546,914	152,568,055
<b>Total Liabilities and Shareholders' Equity</b>		<b>13,278,219,570</b>	<b>7,449,897,919</b>
<b>Net asset value per share</b>		<b>14.69</b>	<b>14.56</b>



Particulars	Notes	Amount in Taka	
		31-Dec-2015	31-Dec-2014
<b>OFF-BALANCE SHEET ITEMS</b>			
<b>Contingent Liabilities</b>		-	-
Acceptances and endorsements		-	-
Letters of guarantee		-	-
Irrevocable letters of credit		-	-
Bills for collection		-	-
Other contingent liabilities		-	-
<b>Other commitments</b>		<b>806,888,740</b>	<b>670,268,243</b>
Documentary credits and short term trade-related transactions		-	-
Forward assets purchased and forward deposits placed		-	-
Undrawn note issuance and revolving underwriting facilities		-	-
Undrawn formal standby facilities, credit lines and other commitments	19	806,888,740	670,268,243
		-	-
<b>Total</b>		<b>806,888,740</b>	<b>670,268,243</b>
<b>Other memorandum items</b>	20	-	-

The Accounting policies and other notes from 01 to 43 form an integral part of the financial statements. The Financial Statements were authorized for issue by the board of directors on 14.05.2016 and signed on its behalf by:



Mohammad A Hafiz  
Chairman (Acting)



Anjan Kumer Roy, FCA  
Director



Md. Russel Shahrir  
Managing Director & CEO



Fardose Jahan, ACS  
Company Secretary

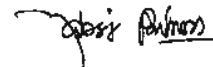


Md. Maniruzzaman Akan  
Chief Financial Officer

#### AUDITORS' REPORT TO THE SHAREHOLDERS

This is the Balance Sheet referred to in our report of even date.

Date: Dhaka, 14 May 2016



MABS & J Partners  
Chartered Accountants

## FAS Finance & Investment Limited

**Profit and Loss Account**  
For the Year ended 31 December 2015

Particulars	Notes	Amount in Taka	
		31-Dec-2015	31-Dec-2014
<b>OPERATING INCOME</b>			
Interest income	22	1,351,173,181	698,485,512
Less: Interest paid on deposits and borrowings, etc.	23	948,780,808	473,348,789
<b>Net Interest Income</b>		<b>402,392,373</b>	<b>225,136,723</b>
Investment income	24	26,712,912	34,146,411
Commission, exchange and brokerage	25	-	-
Other operating income	26	4,646,306	12,212,221
		<b>31,359,218</b>	<b>46,358,632</b>
<b>Total operating income (a)</b>		<b>433,751,591</b>	<b>271,495,355</b>
<b>OPERATING EXPENSES</b>			
Salary and allowances	27	41,603,270	36,461,619
Rent, taxes, insurance, electricity, etc.	28	5,657,024	4,440,193
Legal expenses	29	3,393,257	2,540,343
Postage, stamps, telecommunication, etc.	30	2,042,098	1,976,955
Stationery, printings, advertisements, etc.	31	1,797,978	6,041,081
Chief executive's salary & fees		3,900,000	3,620,887
Directors' fees	32	974,500	1,111,500
Auditors' fees	33	160,250	135,900
Charge on loan losses		-	-
Depreciation and repairs of FI's assets	34	16,091,525	14,116,718
Other expenses	35	12,667,324	7,846,168
<b>Total operating expenses (b)</b>		<b>88,287,226</b>	<b>78,291,364</b>
<b>Profit before provision (c=a-b)</b>		<b>345,464,365</b>	<b>193,203,991</b>
Provision against loans, advances and leases	36	63,367,319	24,223,532
Provision for diminution in value of Investments	37	85,499,860	(10,305,910)
Other provisions		1,014,876	1,406,250
<b>Total provision (d)</b>		<b>149,882,055</b>	<b>15,323,872</b>
<b>Profit before taxation (c-d)</b>		<b>195,582,310</b>	<b>177,880,119</b>
<b>Provision for taxation</b>	38	<b>68,907,888</b>	<b>69,692,477</b>
Current tax	13.2	69,134,717	65,358,072
Deferred tax	13.3	(226,829)	4,334,405
<b>Net profit after taxation</b>		<b>126,674,422</b>	<b>108,187,642</b>
<b>Appropriations</b>		<b>25,334,884</b>	<b>21,637,528</b>
Statutory reserve	15	25,334,884	21,637,528
General reserve		-	-
Dividend, etc.		-	-
<b>Retained surplus</b>		<b>101,339,538</b>	<b>86,550,114</b>
<b>Earnings per share-EPS (Adjusted)</b>	40	<b>1.13</b>	<b>0.97</b>

The Accounting policies and other notes from 01 to 43 form an integral part of the financial statements. The Financial Statements were authorized for issue by the board of directors on 14.05.2016 and signed on its behalf by:

 Mohammad A Hafiz Chairman (Acting)	 Anjan Kumer Roy, FCA Director	 Md. Russel Shahrior Managing Director & CEO	 Fardose Jahan, ACS Company Secretary	 Md. Maniruzzaman Akan Chief Financial Officer
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#### AUDITORS' REPORT TO THE SHAREHOLDERS

This is the Profit and Loss Account referred to in our report of even date.

  
**MABS & J Partners**  
Chartered Accountants

Date: Dhaka, 14 May 2016

## FAS Finance & Investment Limited

**Cash Flow Statement**  
For the Year ended 31 December 2015

Particulars	Amount In Taka	
	31-Dec-2015	31-Dec-2014
<b>Cash flows from operating activities</b>		
Interest receipts	1,061,407,780	478,999,792
Interest payments	(759,430,213)	(394,753,947)
Dividend receipts	6,607,283	2,132,026
Fee and commission receipts	-	-
Recoveries on loans previously written off	50,000	200,000
Payments to employees	(44,871,281)	(39,721,539)
Payments to suppliers	-	-
Income taxes paid	(19,410,097)	(37,211,453)
Receipts from other operating activities	22,075,129	41,186,771
payment for other operating activities	(31,577,090)	(21,153,725)
<b>Operating profit before changes in operating assets &amp; liabilities</b>	<b>234,851,511</b>	<b>29,677,925</b>
<b>Increase/decrease in operating assets and liabilities</b>		
Statutory deposit	-	-
Purchase/sale of trading securities	-	-
Loans, advances and leases to FI's	-	-
Loans, advances and leases to customers	(5,182,558,755)	(2,087,110,068)
Other assets	15,270,336	89,377
Deposit from other FI's	2,850,000,000	1,750,000,000
Deposit from customers	1,386,051,737	(4,304,521)
Other liabilities to customer	17,321,028	11,549,726
Trading liabilities (short-term borrowing)	127,666,111	495,375,629
Other liabilities	1,038	(180,365)
	<b>(986,248,505)</b>	<b>155,419,778</b>
<b>Net cash from/(used in) operating activities (a)</b>	<b>(751,396,994)</b>	<b>185,097,703</b>
<b>Cash flows from investing activities</b>		
Purchase/Sale of government securities	-	-
Purchase/Sale of trading securities, shares, bonds, etc.	(114,722,690)	(256,084,683)
Purchase/Sale of property, plant and equipment	(36,498,159)	(5,464,672)
Purchase/Sale of Subsidiaries	3,000,000	-
<b>Net cash used in investing activities (b)</b>	<b>(148,220,849)</b>	<b>(261,549,355)</b>
<b>Cash flows from financing activities</b>		
Increase/(decrease) of long-term borrowings	1,231,892,160	221,874,551
Dividend paid	(111,355,836)	(57,471,574)
<b>Net cash flow from financing activities (c)</b>	<b>1,120,336,324</b>	<b>164,402,977</b>
<b>Net increase/(decrease) in cash (a+b+c)</b>	<b>220,718,481</b>	<b>87,951,325</b>
<b>Effects of exchange rate changes on cash and cash equivalents</b>		
<b>Cash and cash equivalents at beginning of the year</b>	<b>348,060,775</b>	<b>260,109,450</b>
<b>Cash and cash equivalents at end of the year*</b>	<b>568,779,256</b>	<b>348,060,775</b>
<b>*Cash and cash equivalents at end of the year</b>		
Cash in hand and balance with Bangladesh Bank	46,135,386	30,376,644
Balance with other banks	522,643,870	317,684,131
Money at call and short notice	-	-
Treasury bills	-	-
Prize bond	-	-
	<b>568,779,256</b>	<b>348,060,775</b>

The Accounting policies and other notes from 01 to 43 form an integral part of the financial statements. The Financial Statements were authorized for issue by the board of directors on 14.05.2016 and signed on its behalf by:

 Mohammad A Hafiz Chairman (Acting)	 Anjan Kumer Roy, FCA Director	 Md. Russel Shahrior Managing Director & CEO	 Fardose Jahan, ACS Company Secretary	 Md. Maniruzzaman Akan Chief Financial Officer
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### AUDITORS' REPORT TO THE SHAREHOLDERS

This is the Cash Flow Statement referred to in our report of even date.

Date: Dhaka, 14 May 2016


  
**MABS & J Partners**  
Chartered Accountants

## FAS Finance & Investment Limited


Statement of Changes in Shareholders' Equity  
For the Year ended 31 December 2015


Particulars	Amount in Taka					
	Paid-up capital	Statutory reserve	Revaluation reserve	Other reserve	Retained earnings	Total
Balance as at 01 January 2015	1,117,500,530	104,641,941	252,152,138	315,000	152,568,055	1,627,177,664
Effects of changes in accounting policy	-	-	-	-	-	-
<b>Restated Balance</b>	<b>1,117,500,530</b>	<b>104,641,941</b>	<b>252,152,138</b>	<b>315,000</b>	<b>152,568,055</b>	<b>1,627,177,664</b>
Surplus/deficit on account of revaluation of properties	-	-	-	-	-	-
Surplus/deficit on account of revaluation of investments	-	-	-	-	-	-
Currency translation differences	-	-	-	-	-	-
Net gains and losses not recognized in the Profit and Loss Account	-	-	-	-	-	-
Net profit after taxation for the year	-	-	-	-	-	-
Transfer to statutory reserve	-	25,334,884	-	-	126,674,422	126,674,422
Cash dividend-2014	-	-	-	-	(25,334,884)	-
Transfer of depreciation charged to Profit and Loss Account	-	-	(8,389,374)	-	(111,750,053)	(111,750,053)
Issue of share capital	-	-	-	-	8,389,374	-
<b>Balance as at 31 December 2015</b>	<b>1,117,500,530</b>	<b>129,976,825</b>	<b>243,762,764</b>	<b>315,000</b>	<b>150,546,914</b>	<b>1,642,102,033</b>
<b>Balance as at 31 December 2014</b>	<b>1,117,500,530</b>	<b>104,641,941</b>	<b>252,152,138</b>	<b>315,000</b>	<b>152,568,055</b>	<b>1,627,177,664</b>

The Accounting policies and other notes from 01 to 43 form an integral part of the financial statements. The Financial Statements were authorized for issue by the board of directors on 14.05.2016 and signed on its behalf by:

  
Mohammad A Hafiz  
Chairman (Acting)

  
Anjan Kumer Roy, FCA  
Director

  
Md. Russel Shahrir  
Managing Director & CEO

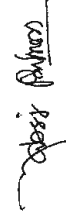
  
Fardose Jahan, ACS  
Company Secretary

  
Md. Maniruzzaman Akan  
Chief Financial Officer

### AUDITORS' REPORT TO THE SHAREHOLDERS

This is the Statement of Changes in Shareholders' Equity referred to in our report of even date.

**Date: Dhaka, 14 May 2016**

  
**MABS & J Partners**  
Chartered Accountants

## FAS Finance & Investment Limited

### Liquidity Statement

#### (Asset and Liability Maturity Analysis)

As at 31 December 2015

Particulars	Amount in Taka						Total
	Up to 1 month	1-3 months	3-12 months	1-5 years	More than 5 years		
<b>Assets</b>							
Cash in hand (including balance with Bangladesh Bank)	46,135,386	-	-	-	-	-	46,135,386
Balance with other banks and financial institution	913,177	521,730,693	-	-	-	-	522,643,870
Money at call and on short notice	-	-	-	-	-	-	-
Investments	-	-	52,050,000	355,949,585	51,288,296	-	459,287,881
Loan, advances and leases	1,217,101,024	1,451,435,731	4,946,697,614	2,939,099,762	731,798,743	11,286,132,874	11,286,132,874
Fixed assets including premises, furniture and fixture	-	-	-	-	340,128,652	-	340,128,652
Other assets	30,417	9,305,735	176,687,204	149,201,658	244,000,000	-	579,225,014
Non-Financial assets-held for sale	-	-	44,665,893	-	-	-	44,665,893
<b>Total assets</b>	<b>1,264,180,004</b>	<b>1,982,472,159</b>	<b>5,220,100,711</b>	<b>3,444,251,005</b>	<b>1,367,215,691</b>	<b>13,278,219,570</b>	
<b>Liabilities</b>							
Borrowings from Bangladesh Bank, other banks, financial institutions and agents	257,948,679	149,125,993	827,560,046	2,328,914,923	23,659,868	-	3,587,209,509
Deposits and other accounts	948,386,954	1,771,139,210	4,091,245,799	220,246,857	18,830,424	-	7,049,849,244
Provision and other liabilities	30,326,138	28,295,837	207,996,265	732,440,544	-	-	999,058,784
<b>Total liabilities</b>	<b>1,236,661,771</b>	<b>1,948,561,040</b>	<b>5,126,802,110</b>	<b>3,281,602,324</b>	<b>42,490,292</b>	<b>42,490,292</b>	<b>11,636,117,537</b>
<b>Net liquidity excess/(shortage)</b>	<b>27,518,233</b>	<b>33,911,119</b>	<b>93,298,601</b>	<b>162,648,681</b>	<b>1,324,725,399</b>	<b>1,324,725,399</b>	<b>1,642,102,033</b>



# FAS Finance & Investment Limited

## Notes to the financial statements

### As at and for the year ended 31 December 2015

#### 1.00 Legal status and Nature of the Company

FAS Finance & Investment Limited (formerly named as Fidelity Assets & Securities Company Limited) is a Non-Banking Financial Institution (NBFI) formed under the Financial Institutions Act, 1993. The Company was also registered as a Merchant Bank with the Bangladesh Securities and Exchange Commission on 22 January 1998. FAS Finance & Investment Limited (FFIL) was incorporated as a Private Limited Company on 04 March 1997 under the Companies Act, 1994 and was converted into Public Limited Company on 18 August 2001. It started lease financing operation after obtaining license from Bangladesh Bank on 17 September 2001. FFIL obtained license for principal branch vide Bangladesh Bank letter dated September 26, 2001 and 1st lease agreement & commencement of public deposit mobilization commenced on December 27, 2001. FFIL obtained license for Chittagong, Narsingdi and Sylhet branches under section 4(1) of the Financial Institution Act, 1993 on 14 February 2007, 18 July 2007 and 09 July 2008 respectively. The Company is listed with both Dhaka and Chittagong Stock Exchanges (09 January 2008). It launched its first trading of shares in Dhaka and Chittagong Stock Exchange on 16 January 2008.

The Head Office of FAS Finance & Investment Limited (FFIL) is situated at Suvastu Imam Square (4th floor), 65 Gulshan Avenue, Gulshan, Dhaka-1212.

#### Subsidiary Company

FAS Finance & Investment Ltd. (Former Fidelity Assets & Securities Co. Ltd.) started its activity as a Merchant Bank in 1997. In the year 2010 BSEC (letter no. SEC/Reg/MD- Policy/Part-VI/2008/286 Dated 26 July 2010) instructed to form a separate subsidiary company for Merchant Banking alone with in 30th September, 2010. Accordingly the management formed a separate subsidiary Merchant Banking Company named as FAS Capital Management Ltd (FCML). Due to formulation of a new Merchant Banking Company FAS Finance and Investment Ltd. transferred the entire investment portfolio amounting Tk.97.20 crore to FAS Capital Management Ltd. The FAS Capital Management Ltd. applied on 26.09.10 to BSEC in order to transfer the Merchant Banking license in favor of the newly formed subsidiary company and got the license from BSEC on 16 May 2012.

The company acquired 98.80% shares of "FAS Capital Management Limited" (formerly Fidelity Assets & Securities Company Limited) (24,700,000 shares of Tk.10 each). The subsidiary is a private limited company, incorporated with the Registrar of Joint Stock Companies vide registration no. C-87541/10 dated 13th October 2010 under the companies Act, 1994.

#### 1.01 Financial Activities

##### (a) Lease financing

FFIL provide lease finance under simple terms and conditions for acquisition of capital machineries for industrial undertakings, industrial equipment, office equipment, medical equipment and construction equipment etc.

**(b) Transport financing**

FFIL have a significant presence in Commercial Transport Sector. We provide various trade & commercial entities to procure vehicles to operate commercially. Also we provide corporate financing to the reputed Dealer or Distributor of the commercial vehicle to their operators. Besides this corporate clients may also apply to acquire vehicles for official purpose under the scheme.

**(c) Term financing**

FFIL provides loan to the customers within the period of series from one year to five years in the manufacturing industries. The Company also extends financing in the processing industries of the agricultural products depending on the nature of a product, profitability of the project and socioeconomic factors. The range of finance can be between one year to five years or more (negotiable).

**(d) Project financing**

FFIL offers financing of long term infrastructure and industrial projects based upon a complex financial structure under its project financing scheme where the projects seem to be financially sound. FFIL contributes as sponsor or syndicate member of the projects.

**(e) House financing (Real Estate Finance)**

The clients are indulged in FFIL regardless of their professions and occupations. FFIL provide competitive interest rate in construction of house both land owner & developer, purchase of flat& renovation of existing house/flat. At present, the Company is providing loan facility to the client for a maximum period of fifteen years as decided by management. FFIL also provide financing for the construction of a project.

**(f) Small and Medium Enterprise (SME) refinancing**

FFIL provide refinance in the SME sectors after compliance with the terms and conditions of the Company. It also encourages women entrepreneurs by providing loan facilities under this scheme as per the rules and regulations given by Bangladesh Bank as per ACSPD circular no. 08, dated 26 May 2008.

**(i) Small enterprise**

Small enterprise does not include ideally any Public Limited Company and which do not fulfill the following criteria such as;

For service and business concerns

Total fixed assets excluding land and building is within Tk. 50,000 to 5,000,000 and employed personnel are not more than 25.

For manufacturing concern

Total fixed assets excluding land and building is within Tk. 50,000 to 15,000,000 and employed personnel are not more than 50.

**(ii) Medium enterprise**

Medium enterprise does not include ideally any Public Limited Company and which do not fulfill the following criteria such as;

For service and business concerns

Total fixed assets excluding land and building is within Tk. 5,000,000 to 100,000,000 and Employed personnel are not more than 50.

For manufacturing concerns

Total fixed assets excluding land and building is within Tk. 15,000,000 to 200,000,000 and employed personnel are not more than 150.

**(g) Working capital financing**

Working capital gives investors an idea of the companies underlying operational efficiency. Upon measuring the company's efficiency & its short-term financial needs FFIL provides working capital to some selective business enterprise to meet-up their both short & long term liabilities. By availing this finance from FFIL the borrower company is able to pay off their short & long term liability which keeps the business running smoothly.

**(h) Factoring**

FFIL is offering to purchase accounts receivable (i.e. invoice) at discount under its purchasing option of financial assets.

**(i) Deposit mobilization**

FFIL provide attractive interest rate among firms, companies, financial institutions and individual clients.

**1.02 Significant accountings policies and basis of preparation of financial statements****1.02.1 Statement of compliance**

The financial statements have been prepared on the basis of going concern concept under historical cost convention in accordance with Generally Accepted Accounting Principles (GAAP) and after due compliance with Bangladesh Financial Reporting Standards (BFRSs).

**1.02.2 Basis of consolidation**

The Consolidated Financial Statements include the Financial Statements of FAS Finance and Investment Ltd and its Subsidiary, FAS Capital Management Ltd. made up to end of the reporting year. The consolidated Financial Statements have been prepared in accordance with Bangladesh Accounting Standard 27: Consolidated Financial Statements and Accounting for Investment in Subsidiaries. The Consolidated Financial Statements are prepared to a common reporting year ended 31 December 2015.

**1.02.3 Compliance with local laws**

The financial statements have been prepared in compliance with the requirements of the Companies Act 1994, the Financial Institution Act 1993, Guidelines from Bangladesh Bank, the Bangladesh Securities and Exchange Ordinance 1969, the Bangladesh Securities and Exchange Rules 1987, the Listing Regulations of Dhaka and Chittagong Stock Exchange and other relevant local laws and regulations as applicable for its operation.

**1.02.4 Materiality of financial statements**

Each material item as considered by management significant has been presented separately in the financial statements wherever applicable.

**1.02.5 Statement of Cash Flows**

Statement of Cash Flows is prepared principally in accordance with BAS-7 "Statement of Cash Flows" and the cash flow from the operating activities have been presented under direct method as prescribed by the Bangladesh Securities and Exchange Rules, 1987 and the considering the provisions of Paragraph 18(b) of BAS which prescribed that Enterprise of changes encourage to report Statement of Cash Flows from operating activities using the direct method.

**1.02.6 Statement of Changes in Equity**

Statement of Changes in Equity is prepared principally in accordance with BAS-1 "Presentation of Financial Statements" and under the guidelines of Bangladesh Bank's DFIM Circular No.11 dated December 23, 2009.

### 1.02.7 Liquidity statements

The liquidity statement of assets and liabilities as on the reporting date has been prepared on the following basis:

- a) Cash in hand (including balance with Bangladesh Bank)
- b) Balance with other banks and financial institution
- c) Money at call and on short notice
- d) Investments
- e) Loan, advances and leases
- f) Fixed assets including premises, furniture and fixture
- g) Other assets
- h) Non-banking assets
- i) Borrowings from Bangladesh Bank, other banks, financial institutions and agents
- j) Deposits and other accounts
- k) Provision and other liabilities

### 1.02.8 Basis of measurement

The financial statements have been prepared on the historical cost basis.

### 1.02.9 Use of estimates

The preparation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP) requires management to make estimate and assumption that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

### 1.02.10 Current maturity

Current maturity of long term debts, lease receivables, term financing and house financing has been shown in the financial statements.

### 1.02.11 Reporting period

These financial statements cover for the period year from 01 January 2014 to 31 December 2015.

### 1.02.12 Director of the Company

At the end of the year under audit, there were thirteen Directors in the Board of Directors of the Company excluding the Managing Director. The Managing Director is the Chief Executive and Ex-officio Director of the Company.

### 1.02.13 Comparative information

Comparative information has been disclosed in respect of the year 2015 for all numerical information in the financial statements for understanding of current year financial statements.

### 1.02.14 Presentational and reporting currency

The presentation of financial statements has been made in accordance with the DFIM No. 11 dated 23 December 2009 of Bangladesh Bank. These financial statements have been prepared in Bangladesh Taka (BDT) which is the Company's functional currency. All financial information presented in Taka has been rounded off to the nearest Taka. The financial statements are stated in Taka unless or otherwise signified.

## 1.03 Assets and basis of their valuations:

### 1.03.1 Fixed assets

Fixed assets are capitalized at cost of acquisition and subsequently stated at cost/ valuation less accumulated depreciation in compliance with the Benchmark treatment of BAS-16 "Property, Plant and Equipment". The cost of acquisition of assets comprises purchase price and any direct attributable cost of bringing the assets within the operating condition for its intended use inclusive of inward freight, duties and non-refundable taxes; if any.

### 1.03.2 Subsequent cost of fixed assets

The cost of replacing a part of an item of fixed assets is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the company and its cost can be measured reliably. Maintenance expenses of the fixed assets are recognized in the profit and loss account as incurred.

An item of fixed asset is derecognized on its disposal. The gain/loss arising from de-recognition of an asset is determined as the difference between the net disposal proceeds, if any the carrying amount of the item.

### 1.03.3 Depreciation on fixed assets

Fixed assets are depreciated based on diminishing balance method at different rates varying from 5% to 20% per annum.

Additions of fixed assets are depreciated when it is available for use at the applicable rates and depreciation is charged up to the date of disposal.

Rates of depreciation applied are shown below:

Sl. No.	Category of assets	Rate of depreciation
1	Office buildings	5%
2	Furniture and fixtures	10%
3	Office decoration	10%
4	Office equipment	15%
5	Motor vehicles	20%
6	Electrical installation	15%
7	Computer	15%
8	Telephone line & PABX system	15%
9	Software	15%

### 1.03.4 Investment

Investment is carried in Financial Statement at cost. Provision is made for diminishing in value of investment.

### 1.03.5 Cash and cash equivalents

Cash and cash equivalents consist of cash in hand and cash at bank, that are readily convertible to known amount of cash and that are subject to an insignificant risk of change in value.

### 1.03.6 Off-balance sheet exposures

Under general operating transactions, liabilities against acceptance and endorsements, Letters of guarantee, irrevocable letters of credit, Bills for collection-other contingent liabilities & Commitments have been given and claims exist there against, have been shown as off balance sheet items.

## 1.04 Share capital

### 1.04.1 Authorized Share capital

Authorized Capital is the maximum amount of Share Capital that the Company is authorized by its Memorandum and Article of Association to issue to shareholders.

### 1.04.2 Paid up Capital

Paid up capital represents total amount of shareholders' capital that has been paid in fully by the ordinary shareholders. Holders of Ordinary shares are entitled to receive dividends as declared from time to time and are entitled to vote at shareholders meeting.



## 1.05 Revenue recognition

The revenue during the year is recognized as follows complying with all the conditions of revenue recognition as provided in BAS-18.

### (a) Accounting for lease financing

Leased equipment under the possession of lessee are accounted for as receivable of the Company. The interest portion accrued is recognized as revenue as per BAS-17.

### (b) Accounting for term financing

Term finance operation consists of long term, short term and working capital financing, for which books of account are maintained based on accrual method of accounting. Interest earnings from term financing are recognized as operational revenue periodically.

### (c) Accounting for house financing

The interest income from house finance is recognized when interest accrued.

### (d) Accounting for overdue interest

The overdue interest on lease, term & house finance is recognized when interest is received.

### (e) Other operational income

Other operational income is recognized whenever these are received. Such income comprises of the following components of the FFIL;

- i) Appraisal and documentation fees;
- ii) Service charges;
- iii) Processing fees;
- iv) Miscellaneous.

### (f) Dividend income from shares

Dividend income from shares is recognized during the year in which they are declared and ascertained.

## 1.06 Revaluation reserve

Revaluation reserve arises from the revaluation of property, plant and equipment, when the market price of property, plant and equipment increased significantly from the carrying value. When an asset's carrying amount is increased as a result of revaluation, the increase amount should be credited directly to equity under the heading of revaluation surplus/reserve as per BAS-16 "Property, Plant and Equipment". The Company revalued its land and building during the year 2010 and there arises revaluation surplus of Tk. 313,888,244. The revaluation was done by G.K.Adjusters Ltd.

## 1.07 Liabilities and Provisions and basis of their valuation

### 1.07.1 Borrowings from other banks, financial institutions and agents

Bank and financial institution borrowings include interest bearing borrowings, which are brought to account at gross value of the outstanding as on 31 December 2015.

### 1.07.2 Provision for taxation

Provision for current year income tax has been made @ 40% as prescribed in the Finance Act, 2015. The accounting profit has made by the company after considering some of the add backs to income and disallowances of expenditure as per income tax laws in compliance with BAS-12. Income Taxes assessments completed up to 2014-2015 but some years are in different stages for some legal issues. In assessment year: 1998-1999 to 2003-2004 tax clearance certificates have been issued in favor of us. Assessment year: 2004-2005, 2005-2006 & 2008-2009 are pending at appeal stage. High Court Order

already received for the assessment year: 2006-2007, 2007-2008, 2009-2010, 2010-2011, and 2011-2012. Assessment year: 2012-2013, 2013-2014 are pending at High Court stage. Assessment year 2014-2015 & 2015-2016 are under Tribunal stage and DCT stage respectively.

### 1.07.3 Deferred taxation

Deferred tax is recognized on temporary (taxable and deductible) differences between the carrying amount of assets and liabilities in the balance sheet and the amount attributed to such assets and liabilities for tax purposes. Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantially enacted at the balance sheet date. The impact on the account of changes in the deferred tax assets and liabilities is recognized in the profit and loss account as per BAS-12 "Income Taxes" at the year end. Deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the assets can be utilized.

### 1.07.4 Minority Interest:

Minority interest is the equity in a subsidiary not attributable, directly or indirectly, to parent.

As per BAS-27 'Consolidated and Separate Financial Statements' Company presents Minority Interest separately in Financial Statements.

### 1.07.5 Provision on lease, house loan and term finance

Provision has been made at an estimated rate on outstanding exposures based on lease receivables and other financing(s) against aging of receivables as per FID circular no. 08, dated 03 August 2002 and subsequent to the time it is revised in FID circular no. 03, dated 03 May 2006 and in FID circular no. 06, dated 20 August 2006 and DFIM circular no. 03, dated 29 April 2013 of Bangladesh Bank. The provision is considered adequate to meet probable losses. These have been shown under other liabilities in the balance sheet with corresponding effect given in the revenue account over the years. The FID circular's terms and conditions are stated as under;

- (i) Leases and term financing running overdue for 6 months and above have been treated as substandard, doubtful and bad & loss depending on non-payment status of rentals or installments;
- (ii) Investments and interests which include overdue rentals and installments have not been taken into income and shall remain suspended till recovery; and
- (ii) Basis of classification and rate of percentages for provision thereon.

Lease or Loan up to 5 years

Limit of overdue rentals & installments	Classification	Provision of percentage
1-2 rentals/installments (up to 2 months) for SME	Standard	0.25 %
1-2 rentals/installments (up to 2 months) other than SME	Standard	1%
3-5 rentals/installments (up to 5 months)	SMA	5%
6-11 rentals/installments (6 to 11 months)	Substandard	20%
12-17 rentals/installments (12 to 17 months)	Doubtful	50%
18 and above rentals/installments (18 months and above)	Bad and loss	100%

Lease or Loan above 5 years

Limit of overdue rentals & installments	Classification	Provision of percentage
1-5 rentals/installments (up to 5 months) for SME	Standards	0.25 %
1-5 rentals/installments (up to 5 months) other than SME	Standards	1%
6-11 rentals/installments (up to 11 months)	SMA	5%
12-17 rentals/installments (12 to 17 months)	Substandard	20%
18-23 rentals/installments (18 to 23 months)	Doubtful	50%
24 and above rentals/installments (24 months and above)	Bad and loss	100%

**House Loan up to 5 years**

Limit of overdue rentals & installments	Classification	Provision of percentage
1-8 rentals/installments (up to 8 months) for SME	Standards	0.25%
1-8 rentals/installments (up to 8 months) other than SME	Standards	1%
9-11 rentals/installments (up to 11 months)	SMA	5%
12-17 rentals/installments (12 to 17 months)	Substandard	20%
18-23 rentals/installments (18 to 23 months)	Doubtful	50%
24 and above rentals/installments (24 months and above)	Bad and loss	100%

**House Loan above 5 years**

Limit of overdue rentals & installments	Classification	Provision of percentage
1-8 rentals/installments (up to 8 months) for SME	Standards	0.25%
1-8 rentals/installments (up to 8 months) other than SME	Standards	1%
9-17 rentals/installments (up to 17 months)	SMA	5%
18-23 rentals/installments (18 to 23 months)	Substandard	20%
24-35 rentals/installments (24 to 35 months)	Doubtful	50%
36 and above rentals/installments (36 months and above)	Bad and loss	100%

**1.07.6 Provision for diminution in value of investment in shares and bonds**

Provision has been made for diminution in value of investment in shares and bonds.

**1.07.7 Interest suspense account**

Income outstanding over ninety days is not recognized as revenue rather it is recognized as interest suspense account as per FID circular no. 08, dated 03, August 2002 and FID circular no. 03, dated 03 May 2006 of Bangladesh Bank. Suspended interest is recognized as revenue when it is received.

**1.07.8 Liabilities and provisions**

All material liabilities and provisions have been included in the financial statements

- (i) When the company has a present obligation, legal or constructive result of a past event;
- (ii) When it is probable that an outflow of resources embodying economic benefits will be required to settle that obligation; and
- (iii) When a reliable estimate can be made of the amount of the obligation.

**1.08 Risk management**

Risk is defined as the possibility of losses, financial or otherwise. Risk management of the Company covers core risk areas of Companies credit risk, liquidity risk, market risk that includes foreign exchange risk, interest rate risk and equity risk, operational risk and reputation risk arising from operational inefficiencies. The prime objective of the risk management is that the Company evaluates and takes well calculative business risks and thereby safeguarding the Company's capital, its financial resources and profitability from various business risks through its own measures and through implementing Bangladesh Bank's guidelines and following some of the best practices as under:

### Credit risk

It arises mainly from lending, trade finance, leasing and treasury businesses. This can be described as potential loss arising from the failure of a counter party to perform as per contractual agreement with the Company. The failure may result from unwillingness of the counter party or decline in his / her financial condition. Therefore, the Company's credit risk management activities have been designed to address all these issues.

The Company has segregated duties of the officers / executives involved in credit related activities. Separate Corporate / SME / Retail divisions have been formed at Head Office which is entrusted with the duties of maintaining effective relationship with customers, marketing of credit products, exploring new business opportunities etc. Moreover, credit approval, administration, monitoring and recovery functions have been segregated. For this purpose, three separate units have been formed within the Credit Risk Management (CRM) Division. These are (a) Credit Risk Management Unit (b) Credit Administration Unit and (c) Credit Monitoring and Recovery Unit. Credit Risk Management Unit is entrusted with the duties of maintaining asset quality, assessing risk in lending, sanctioning credit, formulating policy / strategy for lending operation, etc.

A thorough risk assessment is done before sanction of any credit facility at risk management units. The risk assessment includes borrower risk analysis, financial analysis, industry analysis, historical performance of the customer, security of the credit facility etc. The assessment process starts at the relationship level and ends at Credit Risk Management Unit when it is approved / declined by the competent authority.

### Liquidity risk

The object of liquidity risk management is to ensure that all foreseeable funding commitments and deposit withdrawals can be met when due. To this end, the Company is maintaining a diversified and stable funding base comprising of core retail and corporate deposits and institutional balance. Management of liquidity and funding is carried out by Accounts Department under the leadership of the Chief Financial Officer (CFO) as per approved policy guidelines.

### Market risk

The exposure of market risk of the Company is restricted to interest rate risk and equity risk.

### Interest rate risk

Interest rate risk may arise either from trading portfolio and non-trading portfolio. The trading portfolio of the Company consists of Government treasury bills and bonds of different maturities. Interest rate risk arises from mismatches between the future yield of an asset and their funding cost.

### Portfolio risk

Portfolio risk arises from movement in market value of equities held.

### Operational risk

Operational risk may arise from error and fraud due to lack of internal control and compliance. Management through Internal Control and Compliance Division controls operational procedure of the Company. Internal Control and Compliance Division undertakes year call and special audit of the Company for review of the operation and compliance of statutory requirements. The Audit Committee of the Board subsequently reviews the reports of the Internal Control and Compliance Division.

### Implementation of BASEL -II

To comply with International Best Practice and to make the Company's Capital more risk-sensitive as well as to build the Financial Industry more shock absorbent and stable , Bangladesh Bank provide revised regulatory capital framework "Risk Based Capital Adequacy" for Company's which is effected from January 2012.

- a. Standardized Approach for calculating Risk weighted Assets (RWA) against Credit Risk;
- b. Standardized (Rule Based) Approach for calculating Risk weighted Assets (RWA) against Market Risk;
- c. Basic Indicator Approach for calculating Risk weighted Assets (RWA) against Operational Risk;

Under the Standard Approach of the Risk Based Capital Adequacy Framework (BASEL-II) credit rating is to be determined on the basis of risk profile assessed by the External Credit Assessment Institutions (ECAIs).

As per CDMD guideline, Financial Institutions should maintain a Capital Adequacy Ratio (CAR) of minimum 10% of Risk Weighted Assets (RWA).

### Internal Capital Adequacy Assessment Process (ICAAP)

Internal Capital Adequacy Assessment Process (ICAAP) represents the Company's own assessment of its internal capital requirements. The Company's approach to calculating its own internal capital requirement has been to take the minimum capital required for credit risk, market risk and operational risk under Pillar-I as the starting point, assess whether this is sufficient to cover those risks and then identify other risks (Pillar-II) and assess prudent level of capital to meet them.

The assessment is undertaken using time series of data and Bangladesh Bank's guidelines on Risk Based Capital Adequacy for Company to assess the likelihood of occurrence and potential impact. Purposes of Internal Capital Adequacy Assessment Process are to:

- i) inform the Board of Directors about:
  - assessing risks
  - initiatives to mitigate identified risks
  - capital requirement to support the operations in light of identified risks.
- ii) Comply with Bangladesh Bank's requirement.

### 1.09 Statutory reserve

This represents 20% of net profit after tax which is set aside in compliance with clause 6 of the Financial Institution Regulations, 1994.

### 1.10. Employees benefits

There were two benefit schemes for FFIL employees, provident fund and gratuity fund. Both of these benefit plans are operated in compliance with BAS-19 "Employees Benefits" and stated as under;

#### 1.10.01 Provident fund

The Company operates a contributory provident fund scheme for its employees, which is recognized by the National Board of Revenue under Clause 2(1) of the First Schedule Part B of the Income tax Ordinance, 1984 of (XXXVI) effective from 31 August 2008. Both the company and employees are contributing to the fund.

#### 1.10.02 Gratuity fund

The Company extends gratuity benefits to its employees, which is recognized by the National Board of Revenue (NBR) under clause 2(1) of the First Schedule Part-B of the Income tax Ordinance, 1984 of (XXXVI) effective from 25 November 2008. The gratuity is paid on the basis of the last two basic pay and is payable at the rate of two month's basic pay for every completed year of service.



### 1.11 Earnings per share (BAS -33)

#### Basic earnings per share

Basic earnings per share have been calculated in accordance with BAS 33 "Earnings per Share" which has been shown on the face of the profit and loss account. This has been calculated by dividing the basic earnings by the weighted average number of ordinary shares outstanding during the year.

In computing the basic earnings per share during the year January 1, 2015 to December 31, 2015, the total number of shares including the said bonus shares has been considered as the weighted average no. of shares outstanding during the year January 1, 2015 to December 31, 2015 as per BAS 33 "Earnings per Share".

### 1.12 Related party disclosure (BAS -24)

The Company transacts with related parties. Parties are considered to be related if one party has the ability to control the other or exercise significant influence in making the financial and operating decisions.

### 1.13 Impairment of assets

The carrying amount of non-financial assets is reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated and impairment losses are recognized in profit or loss.

### 1.14 Cash Reserve Requirements and Statutory Liquidity Requirements

The Company maintains cash reserve requirements and statutory liquidity reserve with the Bangladesh Bank current account as per FID circular no. 06, dated 06 November 2003 and subsequent in FID circular no. 02, dated 10 November 2004 for statutory cash reserve requirements. The Company meets the terms of CRR and SLR in a satisfactory way in accordance with Section-19 of the Financial Institutions Act 1993 and Clause-05 of the Financial Institution Regulations 1994.

### 1.15 Foreign currency transaction (BAS-21)

Translation in foreign currencies are translated in Bangladesh Taka and recorded at the ruling exchange rates applicable on the date of transaction and in accordance with BAS-21 "The Effects of Changes in Foreign Exchange Rates"

### 1.16 Events after the reporting period (BAS -10)

As per BAS -10 "Events after the reporting period" Events after the reporting period are those events, favorable and unfavorable, that occur between the end of the reporting period and the date when the financial statements are authorized for issue. Two types of events can be identified:

- (a) those that provide evidence of conditions that existed at the end of the reporting period (adjusting events after the reporting period); and
- (b) those that is indicative of conditions that arose after the reporting period (no adjusting events after the reporting period).

There were no materials events have occurred after the reporting period which could affect the values stated in the financial statements.

### 1.17 General

- a. These financial statements are presented in Taka, which is the Company's functional currency. Figures appearing in these financial statements have been rounded off to the nearest Taka.
- b. Figures of previous year have been rearranged whenever necessary to conform to current year presentation.

		Amount in Taka	
		As at	
		31-Dec-2015	31-Dec-2014
<b>2</b>	<b>Cash: Tk. 46,135,386</b>		
	The break up of the above amount is as under:		
	Cash in hand (including foreign currency)	2.1 30,123	5,801
	Balance with Bangladesh Bank and its agent bank(s) (including foreign currency)	2.2 46,105,263	30,370,843
		<b>46,135,386</b>	<b>30,376,644</b>
<b>2.1</b>	<b>Cash in hand (including foreign currency): Tk. 30,123</b>		
	The break up of the above amount is as under:		
	Local currency	30,123	5,801
	Foreign currency	-	-
		<b>30,123</b>	<b>5,801</b>
<b>2.2</b>	<b>Balance with Bangladesh Bank and its agent bank(s) (including foreign currency): Tk. 46,105,263</b>		
	The break up of the above amount is as under:		
	Balance with Bangladesh Bank		
	Local currency	46,105,263	30,370,843
	Foreign currency	-	-
		46,105,263	30,370,843
	Agent Bank of Bangladesh Bank	-	-
		<b>46,105,263</b>	<b>30,370,843</b>

### 2.3 Statutory deposits

#### 2.3.1 Cash reserve requirement (CRR) and statutory liquidity reserve (SLR)

Cash reserve requirement and statutory liquidity reserve have been calculated and maintained in accordance with Financial Institution Act, 1993 & Financial Institution Regulations 1994 and FID circular number 06 dated November 06, 2003 and FID circular number 02 dated November 10, 2004.

Cash reserve requirement (CRR) has been calculated at the rate of 2.5% on total term deposits which is preserved in current account maintained with Bangladesh Bank. 'Total term deposit' means term or fixed deposit, security deposit against lease/loan and other term deposits, received from individuals and institutions (except banks & financial institutions).

Statutory liquidity reserve (SLR) has been calculated at the rate of 5.0% on total liabilities (except banks & financial institutions), including CRR of 2.5% on total term deposit. SLRs maintained in liquid assets in the form of cash in hand (notes & coin in BDT), balance with Bangladesh Bank and other banks and financial institutions, investment at call, unencumbered treasury bill, prize bond, savings certificate & any other assets approved by Bangladesh Bank.

#### (a) Cash reserve requirement (CRR): Tk. 52,705,681

The break up of the above amount is as under:

The Company requires to maintain cash with Bangladesh Bank current account equivalent to 2.50% of Term Deposits other than deposit taken from banks and financial institutions.

Required reserve	42,183,035	6,699,482
Actual reserve maintained	52,705,681	26,304,509
<b>Surplus</b>	<b>10,522,646</b>	<b>19,605,027</b>

		Amount in Taka	
		31-Dec-2015	31-Dec-2014
<b>(b) Statutory liquidity reserve (SLR): Tk. 257,042,886</b>			
The break up of the above amount is as under:			
The Company requires to maintain SLRequivalent to 5% of total liability including 2.50% of CRRand excluding loans and deposits taken from banks and financial institutions.			
Required reserve (Including CRR)		112,104,567	23,809,460
Actual reserve maintained (Including CRR)		257,042,886	322,703,050
<b>Surplus</b>		<b>144,938,319</b>	<b>298,893,590</b>
Total required reserve		112,104,567	23,809,460
Total actual reserve maintained		257,042,886	322,703,050
<b>Surplus</b>		<b>144,938,319</b>	<b>298,893,590</b>
<b>2 (a) Consolidated Cash: Tk. 46,143,116</b>			
The break up of the above amount is as under:			
i. Cash in hand (including foreign currency)			
FAS Finance & Investment Limited	2.1	30,123	5,801
FAS Capital Management Limited		7,730	10,287
		<b>37,853</b>	<b>16,088</b>
ii. Balance with Bangladesh Bank and its agent bank(s) (including foreign currency)			
FAS Finance & Investment Limited	2.2	46,105,263	30,370,843
FAS Capital Management Limited		-	-
		<b>46,105,263</b>	<b>30,370,843</b>
		<b>46,143,116</b>	<b>30,386,931</b>

**3 Balance with other banks and financial institutions: Tk. 522,643,870**

The break up of the above amount is as under:

		Amount in Taka	
		As at	
		31-Dec-2015	31-Dec-2014
In Bangladesh	3.1	522,643,870	317,684,131
Outside Bangladesh		-	-
		<b>522,643,870</b>	<b>317,684,131</b>

**3.1 In Bangladesh**

## Current deposits

First Security Islami Bank Ltd., Dilkusha Branch, Dhaka	CD-010111100028541	608,309	649,911
Islami Bank Bangladesh Ltd., Foreign Ex. Cor. Br., Dhaka	AWCA-1090100819116	95,647	95,647
Islami Bank Bangladesh Ltd., Foreign Ex. Cor.Br., Dhaka	AWCA-1090100870618	2,490	2,490
Mercantile Bank Ltd., Main Branch, Dhaka	CD-010111100086641	2,878	10,358
Pubali Bank Ltd., Mohakhali Branch, Dhaka	CD-3677901015917	3,271	493,882
Southeast Bank Ltd., Gulshan Branch, Dhaka	CD-001011100017141	3,839	5,681
Standard Bank Ltd., Gulshan Branch, Dhaka	CD-00933010415	4,825	5,975
State Bank of India, Gulshan Branch, Dhaka	CD-05420232420001	-	67
The premier Bank Ltd., Gulshan Branch, Dhaka	CD-014911100000194	-	48,096
Uttara Bank Ltd., Corporate Branch, Dhaka	CD-154512200212029	181,561	42,038
Woori Bank Ltd., Dhaka Branch, Dhaka	CDA-923915855	10,357	72,218
<b>A. Total Current deposits</b>		<b>913,177</b>	<b>1,426,363</b>

## Special notice deposit accounts

Bank Asia Ltd., Paltan Branch, Dhaka	SND-04936000058	216,809	88,989
Bangladesh Commerce Bank Ltd., Principal Branch, Dhaka	SND-00232000082	99,740	-
BASIC Bank Limited, Bangshal Branch, Dhaka	SND-0616-01-0000635	46,641	-
Dutch Bangla Bank Ltd., Gulshan Branch, Dhaka	SND-1161200000974	23,230,143	16,781,988
Dutch Bangla Bank Ltd., Gulshan Branch, Dhaka	SND-1161200003865	282,339	-
Dutch Bangla Bank Ltd., CDA Avenue Branch, Chittagong	SND-1291200000707	3,968	4,961
EXIM Bank Ltd., Gulshan Branch, Dhaka	SND-00713100065009	459	329
First Security Islami Bank Ltd., Dilkusha Branch, Dhaka	SND-010113100001512	345,526	340,679
First Security Islami Bank Ltd., Ring Road Branch, Dhaka	SND-013313100000056	162,059	132,801
First Security Islami Bank Ltd., Dilkusha Branch, Dhaka	SND-010113100002301	8,457	9,276
First Security Islami Bank Ltd., Dilkusha Branch, Dhaka	SND-13100009342	462,981	-
Mercantile Bank Ltd., Main Branch, Dhaka	SND-110113110196932	9,283,192	-
Midland Bank Ltd., Dilkusha Corporate Branch, Dhaka	SND-0001-1090000296	14,285	1,517,278
Mutual Trust Bank Ltd., Gulshan Branch, Dhaka	SND-0022-0320001041	30,595	30,719
Mutual Trust Bank Ltd., Gulshan Branch, Dhaka	SND-0022-0320000131	624,695	940,488
Mutual Trust Bank Ltd., CDA Avenue Branch, CTG	SND-0009-0320000889	33,087,349	2,217,755
Mutual Trust Bank Ltd., Sylhet Branch, Sylhet	SND-0023-0320000578	572,417	2,348,182
NCC Bank Ltd., Bashundhara Branch, Dhaka	SND-0096-0325000017	36,101	39,403
NCC Bank Ltd., Gulshan Branch, Dhaka	SND-0012-0325000802	58,978	58,595
NRB Commercial Bank Ltd., Principal Branch, Dhaka	SND-010136000000012	39,765	461,259
One Bank Limited, Ganakbari Branch, Savar	SND-0053000000323	100,033	-
Prime Bank Limited, Dhanmondi Branch, Dhaka	SND-14631090025594	65,373	-
Pubali Bank Ltd., Narsingdi Branch, Narsingdi	SND-0722102000518	185,429	411,776
Shahjalal Islami Bank Ltd., Mohakhali Branch, Dhaka	SND-403813100000009	572,580	21,948
Social Islami Bank Ltd., Begum Rokeya Sarani Br., Dhaka	SND-0131360001027	73,700	1,379
South Bangla Agriculture & Commerce Bank Ltd.,	SND-01130000097627	36,300	-
The Farmers Bank, Motijheel Branch, Dhaka	SND-0113000007464	160,563	155,165
The Premier Bank Limited, Gulshan Circle-2 Branch, Dhaka	SND-13100000070	46,376	-
The Premier Bank Limited, Tejgaon Link Road Br., Dhaka	SND-13100000020	44,493,074	-
Uttara Bank Ltd., Corporate Branch, Dhaka	SND-154514100041132	16,755	17,291
Woori Bank Ltd., Dhaka Branch, Dhaka	NDA-923000195	81,572,709	40,677,507
<b>B. Total Special notice deposit accounts</b>		<b>195,929,391</b>	<b>66,257,768</b>

## C. Total Savings deposits

	-	-
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		Amount in Taka	
		As at	
		31-Dec-2015	31-Dec-2014
Fixed deposits			
International Leasing and Financial Services Limited		100,000,000	-
National Bank of Pakistan		100,000,000	250,000,000
Reliance Finance Limited		100,000,000	-
State Bank of India		25,801,302	-
<b>D. Total Fixed deposits</b>		<b>325,801,302</b>	<b>250,000,000</b>
<b>Total (A+B+C+D)</b>		<b>522,643,870</b>	<b>317,684,131</b>
<b>3.1.a Account-wise/grouping of balance with other banks and financial institutions: Tk.522,643,870</b>			
The break up of the above amount is as under:			
Current deposits		913,177	1,426,363
Special notice deposit accounts		195,929,391	66,257,768
Savings deposits		-	-
Fixed deposits		325,801,302	250,000,000
		<b>522,643,870</b>	<b>317,684,131</b>
<b>3.1.b Maturity grouping of balance with other banks: Tk.522,643,870</b>			
The break up of the above amount is as under:			
Repayable-on demand		913,177	1,426,363
-up to 3 months		521,730,693	216,257,768
-over 3 months but within 1 year		-	100,000,000
-over 1 year but within 5 years		-	-
-over 5 years		-	-
		<b>522,643,870</b>	<b>317,684,131</b>
<b>3 (a) Consolidated balance with other banks and financial institutions: Tk. 558,414,460</b>			
The break up of the above amount is as under:			
i. In Bangladesh:			
FAS Finance & Investment Limited	3.1	522,643,870	317,684,131
FAS Capital Management Limited	3 (a)i	35,770,590	732,558
		<b>558,414,460</b>	<b>318,416,689</b>
ii. Outside Bangladesh:			
FAS Finance & Investment Limited		-	-
FAS Capital Management Limited		-	-
		<b>558,414,460</b>	<b>318,416,689</b>
<b>3 (a)i Bank balance of FAS Capital Management Limited: Tk. 35,770,590</b>			
The break up of the above amount is as under:			
Current deposits			
State Bank India	CD-05420271520201	18,885	-
		18,885	-
Special notice deposit accounts			
Dutch Bangla Bank Ltd., Gulshan Branch, Dhaka	SND-116.120.1505	301,725	335,659
Mutual Trust Bank Ltd., Gulshan Branch, Dhaka	SND-0022-0320000793	10,542	52,021
Prime Bank Ltd., Mohakhali Branch, Dhaka	SND-11031050015284	1	358
Prime Bank Ltd., Gulshan Branch, Dhaka	SND-11831060023968	-	77
The City Bank Ltd., Gulshan Branch, Dhaka	6002-PIAA	1,200,721	4,698
The City Bank Ltd., Gulshan Branch, Dhaka	SND-3101221156001	4,199,005	334,171
Woori Bank Ltd., Dhaka Branch, Dhaka	NDA-923000208	39,711	5,574
		<b>5,751,705</b>	<b>732,558</b>
Fixed deposits			
The City Bank Limited		30,000,000	-
		30,000,000	-
<b>Total</b>		<b>35,770,590</b>	<b>732,558</b>



		Amount in Taka	
		As at	
		31-Dec-2015	31-Dec-2014
<b>4</b>	<b>Money at call and on short notice : Tk. Nil</b>		
	The break up of the above amount is as under:		
	With banks	-	-
	With financial institutions	-	-
		-	-
<b>4 (a)</b>	<b>Consolidated money at call and on short notice : Tk. Nil</b>		
	The break up of the above amount is as under:		
	FAS Finance & Investment Limited	4	-
	FAS Capital Management Limited	-	-
		-	-
<b>5</b>	<b>Investments : Tk. 459,287,881</b>		
<b>5.1</b>	<b>In Government securities: Tk. Nil</b>		
	The break up of the above amount is as under:		
	Treasury bills	-	-
	National investment bonds	-	-
	Bangladesh bank bills	-	-
	Government notes/bonds	-	-
	Prize bonds	-	-
	Others	-	-
		-	-
<b>5.2</b>	<b>Other investments: Tk. 459,287,881</b>		
	The break up of the above amount is as under:		
	Preference shares	-	-
	Ordinary shares (Quoted and Unquoted)	5.2.a	459,287,881
	Debtentures	-	-
	Bonds	-	-
	Zero Coupon Bond	-	-
	Other investments	-	-
	Gold, etc.	-	-
		<b>459,287,881</b>	<b>341,714,937</b>
		<b>459,287,881</b>	<b>341,714,937</b>
<b>5.2.a</b>	<b>Ordinary shares (Quoted and Unquoted): Tk. 449,287,881</b>		
	The break up of the above amount is as under:		
	Quoted		
	ACI Formulations Ltd.	-	3,279,496
	ACI Limited	36,749,834	-
	Aftab Automobiles Ltd.	-	1,083,124
	Aamra Technologies Ltd.	2,724,716	-
	Appollo Ispat Complex Ltd.	7,122,092	1,169,090
	Agni Systems Ltd.	45,749	-
	Alltex Industries Ltd.	902,739	-
	Aramit Cement Ltd.	-	5,411,249
	Aramit Ltd.	-	1,622,433
	Argon Denims Ltd.	3,400,722	447,225
	Bangladesh Building System Ltd.	-	6,731,193
	Bangladesh Shipping Corporation	8,394,015	8,201,738
	Bank Asia Ltd.	-	1,441,170
	BEXIMCO Ltd.	-	371,348
	Beximco Pharmaceuticals Ltd.	-	3,160,089
	BSRM Steel Mills Ltd.	-	8,712,496
	Central Pharmaceuticals Ltd.	-	601,526

	Amount in Taka	
	As at	
	31-Dec-2015	31-Dec-2014
Delta Life Insurance Company Ltd.	8,989,203	6,987,190
Delta Spinning Ltd.	-	2,534,474
Dhaka Bank Ltd.	-	1,695,726
Dhaka Electric Supply Company Ltd.	-	2,975,389
Eastern Housing Ltd.	375,666	-
Fareast Islami Life Insurance Company Ltd.	-	1,828,492
Generation Next Fashions Ltd.	13,092,423	12,360,106
Golden Harvest Agro Industries Ltd.	-	1,615,347
Golden Sun Ltd.	24,104,150	5,794,471
Grameen Phone Ltd.	30,723,456	-
IBNESINA (The Ibn Sina Pharmaceutical Ltd.)	-	321,515
ICB Islamic Bank Ltd.	283,128	-
IFIC Bank Ltd.	-	1,962,225
Investment Corporation of Bangladesh	-	3,457,720
International Leasing and Financial Services Ltd.	374,492	-
Islami Bank Bangladesh Ltd.	-	2,247,281
Jamuna Bank Ltd.	-	643,443
Jamuna Oil Company Ltd.	11,158,617	3,999,116
Khan Brothers PP Woven Bag	664,648	2,852,315
Khulna Power Company Ltd.	-	2,057,719
Khulna Printing & Packaging Ltd.	2,380,589	-
Lanka Bangla Finance Ltd.	22,205,655	8,965,555
Maksons Spinning Mills Ltd.	-	2,403,108
Malek Spinning Mills Ltd.	4,609,452	2,521,558
Matin Spinning Mills Ltd.	-	8,725,915
Meghna Life Insurance Company Ltd.	13,360,655	21,131,626
Meghna Petroleum Ltd.	21,190,735	11,975,593
Mercantile Bank Ltd.	-	817,696
Midas Finance Ltd.	-	821,367
MJL Bangladesh Ltd.	2,539,125	-
Mozaffar Hossain Spinning Mills Ltd.	14,101,338	-
National Bank Ltd.	-	13,837,670
National Tubes Ltd.	-	6,815,016
Niloy Cement Industries Ltd.	67,845	67,845
Nitol Insurance Company Ltd.	51,288,296	46,372,268
Olympic Accessories Ltd.	3,067,155	-
Padma Oil Company Ltd.	27,710,843	14,703,799
Paramount Textiles Ltd.	17,489,592	12,004,212
Peoples Leasing & Financial Services Ltd.	-	1,380,523
Pragati Life Insurance Ltd.	-	1,094,732
Prime Bank Ltd.	-	1,871,812
Prime Finance & Investment Ltd.	-	1,892,185
Pubali Bank Ltd.	-	6,788,952
Ratanpur Steel Re-R Mills Ltd.	24,970,346	-
Reckitt Benckiser (BD) Ltd.	13,411,610	-
Rupali Life Insurance Company Ltd.	1,996,871	8,583,803
Saif Powertec Ltd.	-	136,488
Saiham Cotton Mills Ltd.	-	991,908
Sandhaani Life Insurance Company Ltd.	9,546,296	13,659,772
Shajibazar Power Company Ltd.	50,198,009	35,789,216
Singer Bangladesh Ltd.	-	9,327,696
Southeast Bank Ltd.	-	979,205
Square Pharmaceuticals Ltd.	-	2,618,489
Summit Alliance Port Ltd.	-	3,783,975
The Peninsula Chittagong Ltd.	447,366	-
United Airways (Bangladesh) Ltd.	-	59,928
United Commercial Bank Ltd.	-	289,440
United Power Generation & Distribution Company Ltd.	16,605,521	-
Uttara Finance & Investment Company Ltd.	-	3,197,626
Western Marine Shipyard Ltd.	2,994,932	2,541,253
	<b>449,287,881</b>	<b>341,714,937</b>
(A schedule of investments in share is given in annexure-2)		
Unquoted		
<b>Achia Sea Food Limited</b>	<b>10,000,000</b>	<b>-</b>
	<b>459,287,881</b>	<b>341,714,937</b>

**5.3 Maturity grouping: Tk. 459,287,881**

The break up of the above amount is as under:

	Amount in Taka	
	As at	
	31-Dec-2015	31-Dec-2014
Repayable-on demand	-	-
-up to 3 months	-	96,313,951
-over 3 months but within 1 year	52,050,000	131,657,081
-over 1 year but within 5 years	355,949,585	67,303,793
-over 5 years	51,288,296	46,440,112
	<u>459,287,881</u>	<u>341,714,937</u>

**5 (a) Consolidated Investments: Tk. 772,932,127**

The break up of the above amount is as under:

i. In Government securities			
FAS Finance & Investment Limited		-	-
FAS Capital Management Limited		-	-
		<u>-</u>	<u>-</u>
ii. Other Investments			
FAS Finance & Investment Limited	5.2	459,287,881	341,714,937
FAS Capital Management Limited	5 (a)	313,644,246	136,012,849
		<u>772,932,127</u>	<u>477,727,786</u>
		<u>772,932,127</u>	<u>477,727,786</u>

**5 (a) Ordinary shares (Quoted and Unquoted) of FAS Capital Management Limited: Tk. 313,644,246**

The break up of the above amount is as under:

Quoted			
ACI Ltd.		29,533,662	3,550,494
ACI Formulation Ltd.		12,338,778	-
Agni Systems Ltd.		227,204	-
Appollo Ispat Complex Ltd.		10,934,464	-
Bangladesh Building System Ltd.		-	1,201,980
Bangladesh Shipping Corporation		4,903,083	4,326,369
Berger Paints Bangladesh Ltd.		280,623	-
Delta Life Insurance Company Ltd.		631,359	-
Eastern Housing Ltd.		110,117	-
Eastern Lubricant Ltd.		16,159	-
Far Chemical Industries Ltd.		7,550,747	-
Generation Next Fashions Ltd.		-	2,255,591
Glaxo Smithkline Bangladesh		5,509,992	-
Golden Sun Ltd.		-	2,339,419
GPH Ispat Ltd.		879,504	-
Grameen One: Scheme Two		-	9,640,474
Grameen Phone Ltd.		11,132,293	-
IDLC Finance Ltd.		311,274	-
Investment Corporation of Bangladesh		81,079,069	9,416,437
Jamuna Oil Ltd.		8,074,859	2,417,588
Keya Cosmetics Ltd.		-	1,809,411
Khulna Power Company Ltd.		378,542	-
Khulna Printing & Packaging Ltd.		314,655	-
Meghna Life Insurance Company Ltd.		907,616	-
Meghna Petroleum Ltd.		21,577,848	18,189,032
Midas Finance Ltd.		-	584,360
MJL Bangladesh Ltd.		3,586,188	-
Mozaffar Hossain Spinning Mills Ltd.		13,386,375	-
National Tubes Ltd.		232,552	-
Nitol Insurance Company Ltd.		-	3,680,319
Olympic Industries Ltd.		383,331	-
Padma Oil Company Ltd.		15,947,091	8,314,561
Paramount Insurance Company Ltd.		-	1,691,539

Amount in Taka	
As at	
31-Dec-2015	31-Dec-2014
Paramount Textiles Ltd.	5,239,693
Peoples Leasing and Financial Services Ltd.	-
Quasem Drycells Ltd.	-
Rangpur Dairy Food Ltd.	-
R.N. Spinning Mills Ltd.	-
Rupali Life Insurance Company Ltd.	-
Ratanpur Steel Re-Rolling Mills Ltd.	-
Shahjibazar Power Company Ltd.	41,157,489
Simtex Industries Ltd.	-
Singer Bangladesh Ltd.	3,114,049
Sonali Aansh Industries Ltd.	-
Standard Bank Limited	-
Summit Alliance Port Ltd.	17,084,044
Summit Purbachal Power Company Ltd.	-
Sunlife Insurance Company Ltd.	-
United Airways (BD) Ltd.	-
United Power Generation & Distribution Company Ltd.	-
Western Marine Shipyard Ltd.	-
	<b>309,144,246</b>
	<b>136,012,849</b>
Unquoted	
Indo-Bangla Pharmaceuticals Ltd.	4,500,000
<b>Total</b>	<b>313,644,246</b>
	<b>136,012,849</b>
	<b>11,286,132,874</b>
	<b>5,845,515,864</b>
<b>6 Loans, advances and leases: Tk. 11,286,132,874</b>	
	<b>11,286,132,874</b>
	<b>5,845,515,864</b>
<b>6.1 Maturity wise grouping's: Tk. 11,286,132,874</b>	
The break up of the above amount is as under:	
Repayable-on demand:	
-not more than 3 months	2,668,536,755
-more than 3 months but not more than 1 year	4,946,697,614
-more than 1 year but not more than 5 years	2,939,099,762
-more than 5 years	731,798,743
	<b>11,286,132,874</b>
	<b>5,845,515,864</b>
<b>6.2 Loans, cash credits, overdrafts, and leases etc.: Tk. 11,286,132,874</b>	
The break up of the above amount is as under:	
In Bangladesh	
Loans-General	10,750,811,982
Cash credits	-
Overdrafts	-
Leases	535,320,892
	<b>11,286,132,874</b>
	<b>5,845,515,864</b>
Outside Bangladesh	-
	<b>11,286,132,874</b>
	<b>5,845,515,864</b>

**6.3 Loans, advances & leases on the Basis of Significant: Tk. 11,286,132,874**

The break up of the above amount is as under:

Advance to allied concerns of Directors  
 Advance to chief executive officer, other executives and staffs  
 Advances to industries  
 Advance to customer groups

Amount in Taka	
As at	
31-Dec-2015	31-Dec-2014
-	13,343,384
200,868	1,222,623
10,086,815,067	4,728,812,745
1,199,116,939	1,102,137,112
<b>11,286,132,874</b>	<b>5,845,515,864</b>

**6.4 Industry-wise loans, advances and leases: Tk. 11,286,132,874**

The break up of the above amount is as under:

Agriculture  
 Chemicals & pharmaceuticals  
 Electronics & electrical  
 Food & beverage  
 Garments & accessories  
 Glass & ceramics  
 Home loan  
 Housing companies  
 Information technology  
 Iron, steel & engineering  
 Paper, printing & packaging  
 Plastics industries  
 Power, gas, water and sanitary service  
 Transport financing  
 Others

19,657,162	9,827,980
837,794,371	638,509,557
103,621,205	72,444,071
61,268,142	78,004,101
127,750,350	71,386,142
-	-
802,045,322	706,827,022
1,205,316,588	1,122,508,542
7,476,052	1,493,651
54,373,243	378,645
114,642,451	102,496,667
25,310,749	48,185,546
191,089,723	6,405,963
1,550,343,253	844,525,094
6,185,444,263	2,142,522,883
<b>11,286,132,874</b>	<b>5,845,515,864</b>

**6.5 Geographical Location-wise (Division): Tk.11,286,132,874**

The break up of the above amount is as under:

In Bangladesh  
 Dhaka  
 Chittagong  
 Sylhet

11,108,871,503	5,687,333,757
167,180,894	148,074,565
10,080,477	10,107,542
<b>11,286,132,874</b>	<b>5,845,515,864</b>

**6.6 Classification of loans, advances and leases: Tk. 10,462,639,022**

The break up of the above amount is as under:

Unclassified  
 Standard  
 Special mention account  
**Total unclassified loans, advances and leases**

9,644,642,030	4,951,421,078
817,996,992	342,103,109
<b>10,462,639,022</b>	<b>5,293,524,187</b>

Classified  
 Sub-standard  
 Doubtful  
 Bad/Losses  
**Total classified loans, advances and leases**

262,328,273	92,665,057
86,834,706	25,548,019
474,330,873	433,778,601
<b>823,493,852</b>	<b>551,991,677</b>
<b>11,286,132,874</b>	<b>5,845,515,864</b>



**6.7 Particulars of loans, advances and leases: Tk. 11,286,132,874**

The break up of the above amount is as under:

		Amount in Taka	
		As at	
		31-Dec-2015	31-Dec-2014
i)	Loans considered good in respect of which the FI's is fully secured	6,698,619,583	3,657,105,089
ii)	Loans considered good against which the FI's holds no security other than the debtors' personal guarantee	3,691,495,066	1,964,365,591
iii)	Loans considered good and secured by the personal under taking of one or more parties in addition to the personal guarantee of the debtors	896,018,225	224,045,184
iv)	Loans adversely classified but provision not maintained there against	-	-
		<b>11,286,132,874</b>	<b>5,845,515,864</b>
v)	Loans due by directors or officers of the FI's or any of them either separately or jointly with any other persons		1,222,623
vi)	Loans due from companies or firms in which the directors of the FI's are interested as Directors, partners or Managing agents or, in case of private companies, as members	-	13,343,384
vii)	Maximum total amount of advances, including temporary advances made at any time during the year to directors or managers or officers of the FI's or any of them either separately or jointly with any other persons	1,222,623	1,869,096
viii)	Maximum total amount of advances including temporary advances granted during the year to the companies or firms in which the Directors of the FI's are interested as Directors, partners or managing agents or, in the case of private companies, as members	-	19,263,911
ix)	Due from other FI's	-	-
x)	Amount of classified loans on which interest has not been charged:		
a)	Increase/decrease of provision (specific)	1,575,721	21,434,576
b)	Amount of loan written off	-	-
c)	Amount realized against loan previously written off	50,000	200,000
d)	Provision kept against loans classified as bad/loss on the date preparing the balance sheet	62,984,320	61,408,599
e)	Interest creditable to interest suspense account	31,723,630	18,611,342
xi)	Written off loan		
	Opening Balance	137,801,378	138,001,378
	During the year	-	-
	Cumulative to date (as per Bangladesh Bank guidelines)	<b>137,751,378</b>	<b>137,801,378</b>
The amount of written off loans for which lawsuits have been filed for its recovery		<b>137,751,378</b>	<b>137,801,378</b>

**6 (a) Consolidated loans, cash credits, overdrafts, and leases etc.**

i. In Bangladesh			
FAS Finance & Investment Limited	6.2	11,286,132,874	5,845,515,864
FAS Capital Management Limited		1,861,827,457	1,497,376,576
		13,147,960,331	7,342,892,440
Less: Loan to FAS Capital Management Limited		(1,371,419,225)	(1,259,445,744)
		<b>11,776,541,106</b>	<b>6,083,446,696</b>
ii. Outside Bangladesh			
FAS Finance & Investment Limited		-	-
FAS Capital Management Limited		-	-
		-	-
		<b>11,776,541,106</b>	<b>6,083,446,696</b>

Amount in Taka	
As at	
31-Dec-2015	31-Dec-2014

6(a).i negative equity balance for each five quarter from 31 December 2015 to 31 December 2016. its of 20% provision keep may Company the (BSEC) Commission Exchange and Securities Bangladesh of 2015 December 8 dated SEC/CMRRCD/2009-193/181no. circular recent per As client. to loan margin out standing of loss unrealized net the of 12.15% to equiv alentis which 89,668,773Tk. for provision made company the which against 737,891,320Tk. by amount receivable the below fell 2015 December 31on as securities collateral of value market the market, share the in fallunexpectedunusual /to Due

**7 Bills purchased and discounted: Tk. Nil**

The break up of the above amount is as under:

In Bangladesh  
Outside Bangladesh

-	-
-	-
-	-

**7.1 Maturity grouping: Tk. Nil**

The break up of the above amount is as under:

-payable within 1 month  
-over 1 month but less than 3 months  
-over 3 months but less than 6 months  
-6 months or more

-	-
-	-
-	-
-	-
-	-

**7 (a) Consolidated bills purchased and discounted: Tk. Nil**

The break up of the above amount is as under:

FAS Finance & Investment Limited  
FAS Capital Management Limited

7

-	-
-	-
-	-

**8 Fixed assets including premises, furniture and fixtures: Tk. 340,128,652**

Annexure-1

The break up of the above amount is as under:

Cost

Land  
Office building  
Furniture & fixture  
Office decoration  
Office equipment  
Motor vehicles  
Electrical installation  
Computer  
Telephone line & PABX system  
Software

86,527,860	86,527,860
309,082,807	288,681,678
6,130,110	5,433,774
6,647,205	5,515,619
6,070,037	5,410,999
26,006,275	15,757,821
1,942,299	1,727,942
4,531,176	3,672,428
727,713	427,623
638,421	50,000
<b>448,303,903</b>	<b>413,205,744</b>

Less: Accumulated depreciation

Office building  
Furniture & fixture  
Office decoration  
Office equipment  
Motor vehicles  
Electrical installation  
Computer  
Telephone line & PABX system  
Software

88,709,859	77,648,155
2,562,322	2,231,285
2,392,687	2,035,217
3,425,912	3,046,052
7,280,356	6,660,207
1,119,360	1,008,811
2,301,865	2,011,555
297,128	260,968
85,762	23,900
<b>108,175,251</b>	<b>94,926,150</b>

**Written down value at the end of the year**

<b>340,128,652</b>	<b>318,279,594</b>
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		Amount in Taka	
		As at	
		31-Dec-2015	31-Dec-2014
<b>8 (a)</b>	<b>Consolidated fixed assets including premises, furniture and fixtures: Tk. 344,804,386</b>	Annexure-1 (a)	
	The break up of the above amount is as under:		
	FAS Finance & Investment Limited	340,128,652	318,279,594
	FAS Capital Management Limited	4,675,734	4,867,162
		<b>344,804,386</b>	<b>323,146,756</b>
<b>9</b>	<b>Others assets: Tk. 579,225,014</b>		
	The break up of the above amount is as under:		
	Income generating		
	i) Investment in Shares of subsidiary companies		
	-In Bangladesh	244,000,000	247,000,000
	-Outside Bangladesh	-	-
		<b>244,000,000</b>	<b>247,000,000</b>
	Non-income generating		
	ii) Stationery, stamps, printing, materials, etc.	280,349	459,897
	iii) Advance rent and advertisement	1,453,162	953,499
	iv) Interest accrued on investment but not collected, commission & brokerage receivable on shares and debenture and income receivable	163,508,714	18,452,382
	v) Security deposit	503,300	503,300
	vi) Preliminary, formation and organization expenses, renovation/development and prepaid expenses	12,898,141	29,373,543
	vii) Branch adjustment (net reconciled)	-	-
	viii) Suspense account	-	-
	ix) Silver	-	-
	x) Advance corporate income tax	147,336,447	242,097,047
	xi) Accounts receivable	9,244,901	12,105,491
	xii) Deferred tax asset	-	715,697
	xiii) others	-	-
		<b>335,225,014</b>	<b>304,660,856</b>
		<b>579,225,014</b>	<b>551,660,856</b>
<b>9.1</b>	<b>Investment in Shares of subsidiary companies: Tk. 244,000,000</b>		
	The break up of the above amount is as under:		
	In Bangladesh	244,000,000	247,000,000
	Outside Bangladesh	-	-
		<b>244,000,000</b>	<b>247,000,000</b>
<b>9.1.a</b>	<b>Investment in Shares of subsidiary companies-In Bangladesh: Tk. 244,000,000</b>		
	The break up of the above amount is as under:		
	<b>FAS Capital Management Limited</b>	<b>244,000,000</b>	<b>247,000,000</b>
		<b>244,000,000</b>	<b>247,000,000</b>
	Out of the total of 25,000,000 ordinary shares issued and paid up, FAS Finance & Investment Limited holds 24,400,000 ordinary shares of Tk. 10 each.		
<b>9.2</b>	<b>Advance corporate income tax: Tk. 147,336,447</b>		
	The break up of the above amount is as under:		
	Advance income tax on bank interest	7,854,758	11,663,826
	Advance income tax on dividend	1,775,676	1,505,515
	Advance income tax (LTU)	131,638,776	222,910,742
	Advance income tax on motor vehicle	169,906	160,104
	Advance income tax on share placement	5,620,000	5,620,000
	Advance income tax (source Tax)	277,331	199,809
	Advance income tax on underwriting commission	-	37,051
		<b>147,336,447</b>	<b>242,097,047</b>

		Amount in Taka	
		As at	
		31-Dec-2015	31-Dec-2014
<b>9.2 (a)</b>	<b>Consolidated advance corporate income tax: Tk.160,329,813</b>		
	The break up of the above amount is as under:		
	FAS Finance & Investment Limited	9.2	147,336,447
	FAS Capital Management Limited		242,097,047
			12,993,366
			2,220,933
			<b>160,329,813</b>
			<b>244,317,980</b>
<b>9 (a)</b>	<b>Consolidated others assets: Tk. 364,972,727</b>		
	The break up of the above amount is as under:		
	i. Income generating		
	FAS Finance & Investment Limited	9	244,000,000
	FAS Capital Management Limited		247,000,000
			-
			-
			244,000,000
			247,000,000
	Less: Investment in subsidiary companies (FAS Capital Management Limited)		(244,000,000)
			(247,000,000)
			-
			-
	ii. Non-income generating		
	FAS Finance & Investment Limited	9	335,225,014
	FAS Capital Management Limited		304,660,856
			36,571,488
			17,270,296
			371,796,502
			321,931,152
	Less: Inter company transaction		(6,823,775)
			(9,674,029)
			364,972,727
			312,257,123
			364,972,727
			312,257,123
<b>10</b>	<b>Non-Financial assets-held for sale: Tk. 44,665,893</b>		
	The break up of the above amount is as under:		
	Land & Building		44,665,893
			44,665,893
			44,665,893
			44,665,893
<b>10 (a)</b>	<b>Consolidated Non-Financial assets-held for sale: Tk. 44,665,893</b>		
	The break up of the above amount is as under:		
	FAS Finance & Investment Limited	10	44,665,893
	FAS Capital Management Limited		-
			-
			44,665,893
			44,665,893
<b>11</b>	<b>Borrowings from other banks, financial institutions and agents: Tk. 3,587,209,509</b>		
	The break up of the above amount is as under:		
	In Bangladesh	11.1	3,587,209,509
	Outside Bangladesh		2,175,152,421
			-
			-
			3,587,209,509
			2,175,152,421
<b>11.1</b>	<b>In Bangladesh: Tk. 3,587,209,509</b>		
	The break up of the above amount is as under:		
	SME Refinancing Loan		30,527,500
	Bank Asia Limited		68,103,478
	BASIC Bank Limited		267,936,058
	Dhaka Bank Limited		150,437,276
	IIDFC		135,781,146
	Mercantile Bank Limited		-
	Midland Bank Limited		37,985
	Mutual Trust Bank Limited		99,695,667
	NCC Bank Limited		-
	NRB Commercial Bank Limited		100,266,667
	The Premier Bank Limited		312,705,588
	Prime Bank Limited		239,210,687
	Social Islami Bank Limited		-
	South Bangla Agriculture & Commerce Bank Limited		304,996,132
	State Bank of India		495,981,051
	Uttara Bank Limited		19,500,928
	Woori Bank Limited		56,364,786
			298,924,225
			155,806,124
			233,136,070
			-
			98,437,656
			-
			334,169,207
			191,179,075
			347,822,324
			-
			334,916
			76,197,911
			903,689,087
			421,165,302
			60,000,000
			90,000,000
			3,587,209,509
			2,175,152,421

		Amount in Taka	
		As at	
		31-Dec-2015	31-Dec-2014
<b>11.2</b>	<b>Security against Borrowings from other banks, financial institutions and agents: Tk. 3,587,209,509</b>		
	The break up of the above amount is as under:		
	Secured	3,556,682,009	2,107,048,943
	Unsecured	30,527,500	68,103,478
		<b>3,587,209,509</b>	<b>2,175,152,421</b>
<b>11.3</b>	<b>Maturity grouping's: Tk. 3,587,209,509</b>		
	The break up of the above amount is as under:		
	Repayable-on demand:		
	-up to 3 months	407,074,672	246,208,025
	-over 3 months but within 1 year	827,560,046	795,538,282
	-over 1 year but within 5 years	2,328,914,923	1,133,406,114
	-over 5 years	23,659,868	-
		<b>3,587,209,509</b>	<b>2,175,152,421</b>
<b>11 (a)</b>	<b>Consolidated borrowings from other banks, financial institutions and agents: Tk. 4,036,971,473</b>		
	The break up of the above amount is as under:		
	FAS Finance & Investment Limited	3,587,209,509	2,175,152,421
	FAS Capital Management Limited	1,821,181,189	1,288,960,018
		5,408,390,698	3,464,112,439
	Less: Loan from FAS Finance & Investment Limited	(1,371,419,225)	(1,259,445,744)
		<b>4,036,971,473</b>	<b>2,204,666,695</b>
<b>12</b>	<b>Deposits and other accounts: Tk. 7,049,849,244</b>		
	The break up of the above amount is as under:		
	Current deposits and other accounts	-	-
	Bills payable	-	-
	Savings bank deposits	-	-
	Fixed deposits	7,049,849,244	2,999,100,342
	Bearer certificates of deposit	-	-
	Others deposits	-	-
		<b>7,049,849,244</b>	<b>2,999,100,342</b>
<b>12.1</b>	<b>Fixed deposits: Tk. 7,049,849,244</b>		
	The break up of the above amount is as under:		
	Deposit from FI's-inside Bangladesh	5,250,000,000	2,600,000,000
	Other than FI's-inside Bangladesh	1,799,849,244	399,100,342
		<b>7,049,849,244</b>	<b>2,999,100,342</b>
<b>12.1.a</b>	<b>Maturity analysis of Fixed Deposits: Tk. 5,250,000,000</b>		
	The break up of the above amount is as under:		
	Deposit from FI's-inside Bangladesh		
	Repayable-on demand		
	-within 1 month	850,000,000	250,000,000
	-over 1 month but within 6 months	2,880,000,000	1,550,000,000
	-over 6 months but within 1 year	1,520,000,000	800,000,000
	-over 1 year but within 5 years	-	-
	-over 5 years but within 10 years	-	-
		<b>5,250,000,000</b>	<b>2,600,000,000</b>



		Amount in Taka	
		As at	
		31-Dec-2015	31-Dec-2014
Other than FI's-inside Bangladesh			
Repayable-on demand:			
	-within 1 month	98,386,954	2,173,029
	-over 1 month but within 6 months	593,877,319	86,630,637
	-over 6 months but within 1 year	868,507,690	240,664,407
	-over 1 year but within 5 years	220,246,857	33,715,487
	-over 5 years but within 10 years	18,830,424	35,916,782
		<b>1,799,849,244</b>	<b>399,100,342</b>
		<b>7,049,849,244</b>	<b>2,999,100,342</b>
<b>12 (a) Consolidated deposits and other accounts: Tk. 7,049,849,244</b>			
The break up of the above amount is as under:			
FAS Finance & Investment Limited			
	Current deposits and other accounts	-	-
	Bills payable	-	-
	Savings bank deposits	-	-
	Fixed deposits	7,049,849,244	2,999,100,342
12.1	Bearer certificates of deposit	-	-
	Others deposits	-	-
		<b>7,049,849,244</b>	<b>2,999,100,342</b>
FAS Capital Management Limited			
	Current deposits and other accounts	-	-
	Bills payable	-	-
	Savings bank deposits	-	-
	Fixed deposits	-	-
	Bearer certificates of deposit	-	-
	Others deposits	-	-
		<b>7,049,849,244</b>	<b>2,999,100,342</b>
<b>13 Others liabilities: Tk. 999,058,784</b>			
The break up of the above amount is as under:			
	Accumulated provision against loans, advances and leases	190,835,660	127,468,341
	Provision for current tax	217,155,398	262,191,378
	Deferred tax liabilities	5,187,815	6,130,341
	Interest suspense account	210,054,602	98,754,756
	Accounts payable	16,806	15,768
	Accrued expenses	931,137	365,061
	Provision for gratuity	-	395,719
13.5	Provision against investments	95,200,167	9,700,307
13.6	Provision for other assets	2,421,126	1,406,250
	Provident fund	-	-
13.7	Leases advance	11,585,776	15,025,666
	Advance installment	34,969,675	14,555,922
	Unclaimed dividend	1,283,459	889,242
	Salary tax	73,450	47,500
	Interest payable	207,982,568	96,590,492
	Tax deduction at source	10,952,947	4,895,712
	Vat payable	239,237	213,241
	Sundry deposit	10,168,961	9,821,796
		<b>999,058,784</b>	<b>648,467,492</b>

Amount in Taka	
As at	
31-Dec-2015	31-Dec-2014

**13.1 Accumulated provision for loans, advances and leases: Tk. 190,835,660**

The break up of the above amount is as under:

Provision for classified loans, advances and leases			
Opening balance		66,035,322	74,470,987
Fully provided debts written off during the year	(-)	-	-
Recovery of amounts previously written off	(+)	-	-
Specific provision made for the year	(+)	16,377,150	(8,435,665)
Recoveries and provision no longer required	(-)	-	-
Net charge to profit and loss statement	(+)	-	-
<b>Total Provision for classified loans, advances and leases</b>		<b>82,412,472</b>	<b>66,035,322</b>
Provision for unclassified loans, advances and leases			
Opening balance		61,433,019	28,773,822
Provision for the year		46,990,169	32,659,197
Adjustment during the year		-	-
<b>Total provision for unclassified loans, advances and leases</b>		<b>108,423,188</b>	<b>61,433,019</b>
<b>Total provision against loans, advances and leases</b>		<b>190,835,660</b>	<b>127,468,341</b>

Provision for	Required	Maintained	Excess/ (Shortage)
Classified loans, advances & leases		82,412,472	82,412,472
Un-classified loans, advances & leases		108,423,188	108,423,188
		<b>190,835,660</b>	<b>190,835,660</b>

**13.1 (a) Consolidated provision against loans, advances and leases: Tk. 280,504,433**

The break up of the above amount is as under:

FAS Finance & Investment Limited	13.1	190,835,660	127,468,341
FAS Capital Management Limited		89,668,773	89,668,773
		<b>280,504,433</b>	<b>217,137,114</b>

**13.2 Provision for current tax: Tk. 217,155,398**

The break up of the above amount is as under:

Opening balance		262,191,378	196,833,306
Add: Provision made during the year		69,134,717	65,358,072
Less: Adjustment during the year		(114,170,697)	-
		<b>217,155,398</b>	<b>262,191,378</b>

Income tax provision has been made as per Income Tax Ordinance 1984 and as amended for the time being.

**13.2 (a) Consolidated provision for current tax: Tk. 251,853,807**

The break up of the above amount is as under:

FAS Finance & Investment Limited	13.2	217,155,398	262,191,378
FAS Capital Management Limited		34,698,409	18,193,410
		<b>251,853,807</b>	<b>280,384,788</b>

Amount in Taka	
As at	
31-Dec-2015	31-Dec-2014

**13.3 Deferred tax**

Deferred tax has been calculated based on deductible/taxable temporary difference arising due to difference in the carrying amount of the assets and its tax base in accordance with the provision of Bangladesh Accounting Standard (BAS) 12 "Income Taxes".

Deferred tax liability is arrived at as follows:

Particulars	Carrying amount at balance sheet	Tax base	(Taxable)/ deductible temporary difference
	Taka	Taka	Taka
<b>Assets:</b>			
Fixed assets net off depreciation as on December 31, 2015 (Excluding revaluation reserve)	88,754,234	75,784,696	(12,969,538)
Total:	88,754,234	75,784,696	(12,969,538)
Applicable tax rate			40.00%
Deferred tax liability as on December 31, 2015			(5,187,815)
Deferred tax liability as on December 31, 2014			(6,130,341)
Deferred tax expenses accounted for during the year			942,526

Deferred tax asset is arrived at as follows:

Particulars	Carrying amount at balance sheet	Tax base	(Taxable)/ deductible temporary difference
	Taka	Taka	Taka
<b>Liabilities:</b>			
Employee gratuity as on December 31, 2015	-	-	-
Total:	-	-	-
Applicable tax rate for employees' gratuity			40.00%
Deferred tax asset as on December 31, 2015			-
Deferred tax asset as on December 31, 2014			715,697
Deferred tax income accounted for during the year			(715,697)
Net deferred tax expense			226,829

**13.3 (a) Consolidated deferred tax liabilities: Tk. 5,187,815**

The break up of the above amount is as under:

FAS Finance & Investment Limited	13.3	5,187,815	6,130,341
FAS Capital Management Limited		-	-
		<b>5,187,815</b>	<b>6,130,341</b>

**13.4 Interest suspense account: Tk. 210,054,602**

The break up of the above amount is as under:

Opening balance		98,754,756	53,435,863
Transfer during the year	(+)	258,797,537	83,162,198
Recovery during the year	(-)	(147,497,691)	(37,843,305)
Written off during the year	(-)	-	-
		<b>210,054,602</b>	<b>98,754,756</b>

**13.5 Provision for gratuity: Tk. Nil**

The break up of the above amount is as under:

Opening balance		395,719	-
Add: Provision made during year		2,194,471	3,433,836
Less: Adjustment during the year		(2,590,190)	(3,038,117)
		<b>-</b>	<b>395,719</b>

**13.6 Provision against investments: Tk. 95,200,167**

The break up of the above amount is as under:

Opening balance

Add: Provision made during the year

Less: Adjustment during the year

Amount in Taka	
As at	
31-Dec-2015	31-Dec-2014
9,700,307	20,006,217
85,499,860	-
-	(10,305,910)
<b>95,200,167</b>	<b>9,700,307</b>

**13.6 (a) Consolidated provision against investments: Tk. 136,677,002**

The break up of the above amount is as under:

FAS Finance &amp; Investment Limited

FAS Capital Management Limited

13.6

95,200,167	9,700,307
41,476,835	-
<b>136,677,002</b>	<b>9,700,307</b>

**13.7 Provident fund: Tk. Nil**

The break up of the above amount is as under:

Opening balance

Add: Provision made during the year

Less: Adjustment during the year

-	-
2,386,592	2,509,086
(2,386,592)	(2,509,086)
-	-

**13. (a) Consolidated other liabilities: Tk. 1,173,069,963**

The break up of the above amount is as under:

FAS Finance &amp; Investment Limited

FAS Capital Management Limited

13

Less: Inter company transaction

999,058,784	648,467,492
180,834,954	119,988,496
1,179,893,738	768,455,988
(6,823,775)	(9,674,029)
<b>1,173,069,963</b>	<b>758,781,959</b>

**14 Share Capital**

<b>1,117,500,530</b>	<b>1,117,500,530</b>
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**14.1 Authorized Capital: Tk. 2,100,000,000**

The break up of the above amount is as under:

**210,000,000 ordinary shares of Taka 10 each**

<b>2,100,000,000</b>	<b>2,100,000,000</b>
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**14.2 Issued, subscribed and paid-up Capital: Tk. 1,117,500,530**

The break up of the above amount is as under:

39,065,700 ordinary shares of Taka 10 each issued for cash

5,859,850 bonus shares of Taka 10 each issued for dividend for 2009

6,738,830 bonus shares of Taka 10 each issued for dividend for 2010

2,583,219 bonus shares of Taka 10 each issued for dividend for 2011

3,254,855 bonus shares of Taka 10 each issued for dividend for 2012

54,247,599 right shares of Taka 10 each issued

390,657,000	390,657,000
58,598,500	58,598,500
67,388,300	67,388,300
25,832,190	25,832,190
32,548,550	32,548,550
542,475,990	542,475,990
<b>1,117,500,530</b>	<b>1,117,500,530</b>

Amount in Taka	
As at	
31-Dec-2015	31-Dec-2014

#### 14.3 Percentage of shareholding

Particulars	%		Amount in Taka	
	31-Dec-2015	31-Dec-2014	31-Dec-2015	31-Dec-2014
Bangladeshi sponsors	59.73	47.79	667,480,480	534,107,230
Foreign sponsors	-	-	-	-
Financial institutions/Others	1.23	1.21	13,746,700	13,551,310
Employees	-	-	-	-
General public	39.04	50.99	436,273,350	569,841,990
	100	100	1,117,500,530	1,117,500,530

#### 14.4 Classification of Shareholders by holding

Holding	Number of holders		% of total holding	
	31-Dec-2015	31-Dec-2014	31-Dec-2015	31-Dec-2014
up to 500 Shares	2,816	3,804	0.33%	0.40%
501 to 5,000 Shares	2,220	2,217	3.21%	3.01%
5,001 to 10,000 Shares	274	183	1.80%	1.17%
10,001 to 20,000 Shares	133	108	1.68%	1.32%
20,001 to 30,000 Shares	62	53	1.36%	1.16%
30,001 to 40,000 Shares	22	15	0.69%	0.49%
40,001 to 50,000 Shares	20	16	0.83%	0.67%
50,001 to 100,000 Shares	43	35	2.76%	2.27%
100,001 to 1000,000 Shares	45	41	9.83%	10.04%
Over 1,000,000 Shares	22	22	77.52%	79.48%
	5,657	6,494	100.00%	100.00%

No. of Shares		Value of Shares	
31-Dec-2015	31-Dec-2014	31-Dec-2015	31-Dec-2014
365,638	445,410	3,656,380	4,454,100
3,584,670	3,360,658	35,846,700	33,606,580
2,012,958	1,302,200	20,129,580	13,022,000
1,871,962	1,474,491	18,719,620	14,744,910
1,516,798	1,294,720	15,167,980	12,947,200
774,173	550,375	7,741,730	5,503,750
928,040	749,740	9,280,400	7,497,400
3,081,386	2,538,023	30,813,860	25,380,230
10,987,660	11,215,087	109,876,600	112,150,870
86,626,768	88,819,349	866,267,680	888,193,490
111,750,053	111,750,053	1,117,500,530	1,117,500,530



**14.5 Name of the Directors, sponsors shareholders and their shareholding (including holdings of general public) as on 31 December 2015**

Sl. No.	Name	Position	Total Nos. of Share	Value of Shares	% of Shareholding
1	Mr. Mohammad A Hafiz (Acting) (Nominated by Nikita & Company Limited)	Chairman	6,943,125	69,431,250	6.21%
2	Mr. Md. Zahangir Alam (Nominated by Design & Source Limited)	Vice Chairman	2,375,595	23,755,950	2.13%
3	Ms. Soma Ghosh (Nominated by P & L International Limited)	Director	6,000,000	60,000,000	5.37%
4	Mr. Mostain Billah (Nominated by P & L International Limited)	Director			
5	Ms. Kazi Mahjaben Momtaz (Nominated by P & L Agro Farms Limited)	Director	7,359,712	73,597,120	6.59%
6	Ms. Mahfuza Rahman Baby (Nominated by P & L Agro Farms Limited)	Director			
7	Ms. Anita Kar (Nominated by P & L Agro Farms Limited)	Director			
8	Mr. Arun Kumer Kundu (Nominated by Reptiles Farm Limited)	Director	8,754,500	87,545,000	7.83%
9	Mr. Dr. Uddab Mallick (Nominated by Reptiles Farm Limited)	Director			
10	Mr. M. A. Shahjahan (Nominated by Simtex Industries Limited)	Director	3,602,018	36,020,180	3.22%
11	Mr. Md. Siddiqur Rahman	Director	5,245,500	52,455,000	4.69%
12	Mr. Anjan Kumer Roy	Independent Director	-	-	-
13	Mr. Pradip Kumer Nandi	Independent Director	-	-	-
14	Mr. Birendra Kumar Shome	Independent Director	-	-	-
15	Nitol Motors Limited	Sponsor	13,886,250	138,862,500	12.43%
16	Mr. Abdul Matlub Ahmad	Sponsor	2,666,160	26,661,600	2.39%
17	Mr. Abdul Marib Ahmad	Sponsor	2,796,260	27,962,600	2.50%
18	Mrs. Syeda Shahnaz Ahmad	Sponsor	1,527,487	15,274,870	1.37%
19	Mr. Syed Monoar Ali	Sponsor	1,527,487	15,274,870	1.37%
20	Mrs. Selima Ahmad	Sponsor	2,282,899	22,828,990	2.04%
21	Mr. Nasim Ali Khan	Sponsor	1,619,136	16,191,360	1.45%
22	Mr. Asaduzzaman Chaudhury	Sponsor	161,919	1,619,190	0.14%
23	General public	Shareholder	45,002,005	450,020,050	40.27%
Total			111,750,053	1,117,500,530	100.00%

**14.06 Capital Adequacy Ratio (CAR) As per BASEL-II**

- a. In terms of Bangladesh Bank DFIM circular no. 05 dated 24 July 2011, required paid up capital of the Company at 31 December 2012 should be of Taka 1,000,000,000 against which the paid up capital of the company as at 31.12.15 was Tk. 1,117,500,530.

Consolidated-Capital Adequacy Ratio:

- b. In terms of Bangladesh Bank DFIM circular no. 14 dated 28 December 2011, required capital of the Company on consolidated basis at the close of business on 31 December 2015 is TK. 1,000,000,000 as against available core capital of Tk. 1,402,781,260 and supplementary capital of Tk. 230,304,570 making a total of Tk. 1,633,085,830 thereby showing surplus capital/equity of Tk. 633,085,830 at that date. Details are shown below:

	Amount in Taka
	As at
	31-Dec-2015
<b>14.06.01 Core capital (Tier-I): Tk. 1,402,781,260</b>	
The break up of the above amount is as under :	
Paid-up capital	1,117,500,530
Statutory reserve	129,569,004
Non-repayable Share premium account	-
General reserve	315,000
Retained earnings	149,796,228
Minority Interest in Subsidiaries	5,600,498
Non-Cumulative irredeemable Preferences shares	-
Dividend Equalization account	-
Other (if any item approved by BB)	-
<b>Total</b>	<b>1,402,781,260</b>
Deductions from Tier-I (Core Capital)	
Book value of Goodwill and Value of any contingent assets which are shown as assets	-
Shortfall in provisions required against classified assets irrespective of any relaxation allowed	-
Shortfall in provision required against investment in shares	-
Remaining deficit on account of revaluation of investment in securities after netting off from any other surplus on the securities	-
Any investment exceeding the approved limited	-
Investment in subsidiaries which are not consolidated	-
Increase in equity capital resulting from a securitization exposure	-
Others if any	-
<b>Total</b>	<b>-</b>
<b>Total Eligible Tier-1 Capital</b>	<b>1,402,781,260</b>
<b>14.06.02 Supplementary capital (Tier II)</b>	
The break up of the above amount is as under :	
General provision on unclassified loans and advances	108,423,188
Provision for off-balance sheet exposure	-
Exchange equalization account	-
Asset revaluation reserves (Up to 50%)	121,881,382
Revaluation loss on investment - held to maturity (HTM)	-
<b>Sub total</b>	<b>230,304,570</b>
Applicable Deductions if any	-
<b>Total Eligible Tier-2 Capital</b>	<b>230,304,570</b>
<b>(A) Total Eligible Capital ( Tier-1 + Tier-2)</b>	<b>1,633,085,830</b>
Total assets including off- balance Sheet items	14,592,183,145
Total risk -weighted assets (RWA)	16,012,896,667
(B) Total Required Capital (10% of Total RWA or MCR, whichever is higher)	1,000,000,000
<b>(C) Surplus / (Shortfall) (A-B)</b>	<b>633,085,830</b>
<b>Capital adequacy ratio</b>	<b>10.20%</b>

**Risk weighted assets (RWA): Tk. 16,012,896,667****A. Credit Risk**

On-Balance sheet  
Off-Balance sheet

**B. Market Risk****C. Operational Risk****Total RWA (A+B+C)****A. Credit Risk**

On-Balance sheet  
Exposure type

		Amount in Taka
		As at
		31-Dec-2015
	On-Balance sheet	14,279,989,347
	Off-Balance sheet	-
		14,279,989,347
	B. Market Risk	1,243,510,240
	C. Operational Risk	489,397,080
	<b>Total RWA (A+B+C)</b>	<b>16,012,896,667</b>
	<b>A. Credit Risk</b>	
	On-Balance sheet	
	Exposure type	Risk weighted assets
a)	Cash and Cash Equivalents	-
b)	Claims on Bangladesh Government and Bangladesh Bank	-
c)	Claims on other Sovereigns & Central bank's	-
d)	Claims on banks for International Settlements, International Monetary Fund and European Central Bank	-
e)	Claims on Multilateral Development Banks (MDBs):	-
	i) IBRD, IFC, ADB, AFDB, EBRD, IADB, EIB, EIF, NIB, CDB, IDB, CEDB	-
	ii) Other MDBs	-
f)	Claims on Public Sector Entities (other than Government) in Bangladesh (Membership in Stock Exchange)	-
g)	Claims on Banks/NBFI	-
	i) Maturity over 3 months	162,900,651
	ii) Maturity less than 3 months	46,522,632
h)	Claims on Corporate (excluding equity exposure)	5,044,014,398
i)	Claims under Credit Risk Mitigation	-
j)	Claims categorized as retail portfolio & small enterprise (excluding consumer investment)*	2,434,232,464
k)	Consumer investment (Loan)	-
l)	Claims fully secured by residential property	116,181,160
m)	Claims fully secured by commercial real estate	241,944,261
n)	Past Due Claims (Risk weights are to be assigned net of specific provision):	6,241,366
	The claim (other than claims secured by eligible residential property) that is past due for more than 90 days and/or impaired will attract risk weight as follows:	-
	Where specific provisions are less than 20 percent of the outstanding amount of the past due claim.	1,369,911,428
	Where specific provisions are no less than 20 percent of the outstanding amount of the past due claim.	15,071,813
	Where specific provisions are more than 50 percent of the outstanding amount of the past due claim.	16,477,318
	Claims fully secured against residential property that are past due for more than 90 days and/or impaired specific provision held there-against is less than 20% of outstanding amount	919,645,829
	Investments and claims fully secured against residential property that are past due by 90 days and/or impaired and specific provision held there-against is not less than 20% of outstanding amount	6,249,794
o)	Investments in Capital Market Exposures	3,293,449,500
p)	Investments in venture capital	-
q)	Unlisted equity investments and regulatory capital instruments issued by other FIS (other those deducted from capital ) held in the banking book	-
r)	Investments in premises, plant and equipment and all other fixed assets	344,804,386
s)	Claims on all fixed assets under operating lease	-
t)	All other assets	-
	i) Claims on Gov & BB ( advance income tax , reimbursement of pratirakha/shanchy patra	-
	ii) Staff Loan / Investment	40,174
	iii) Cash items in process of collection	-
	iv) other assets	262,302,173
	<b>Risk weighted assets (RWA)</b>	<b>14,279,989,347</b>

**Off-Balance Sheet**

		<b>Risk Weighted Assets</b>
		<b>31-Dec-2015</b>
<b>Exposures types</b>		
a)	Claims on Bangladesh Government and Bangladesh Bank (Outward/Inward Bill Lodged)	-
b)	Claims on other Sovereigns & Central bank's	-
c)	Claims on banks for International Settlements, International Monetary Fund and European Central Bank	-
d)	Claims on Multilateral Development Banks (MDBs):	-
	i) IBRD, IFC, ADB, AFDB, EBRD, IADB, EIB, EIF, NIB, CDB, IDB, CEDB	-
	ii) Other MDBs	-
e)	Claims on Public Sector Entities (other than Government) in Bangladesh	-
f)	Claims on NBF	-
	i) Maturity over 3 months	-
	ii) Maturity less than 3 months	-
g)	Claims on Corporate (excluding equity exposure)	-
h)	Against retail portfolio & Small Enterprise (excluding consumer investment)	-
i)	Consumer Investment	-
j)	All other assets	-
	<b>Risk weighted assets (RWA)</b>	<b>-</b>
<b>Total Risk weighted assets (RWA)</b>		<b>14,279,989,347</b>

**B. Market Risk**

	<b>Capital Charges for Specific Risk</b>	<b>Capital Charge for General Market Risk</b>	<b>Total Capital Charge for Market Risk</b>
a	-	-	-
b	62,175,512	62,175,512	124,351,024
c	-	-	-
	<b>62,175,512</b>	<b>62,175,512</b>	<b>124,351,024</b>
	<b>621,755,120</b>	<b>621,755,120</b>	<b>1,243,510,240</b>

**C. Operational Risk**

Gross income	978,794,154
Average gross income	326,264,718
Capital charge for operational risk (15% of Average gross income)	48,939,708
<b>Risk Weighted Assets</b>	<b>489,397,080</b>

**Solo- Capital adequacy ratio:**

In terms of Bangladesh Bank DFIM circular no. 14 dated 28 December 2011, required capital of the Company on solo basis at the close of business on 31 December 2015 is Tk. 1,000,000,000 as against available core capital of Tk. 1,396,300,158 and supplementary capital of Tk. 230,304,570 making a total of Tk. 1,626,604,728 thereby showing surplus capital/equity of Tk. 626,604,728 at that date. Details are shown below:

<b>Amount in Taka</b>	
<b>As at</b>	
<b>31-Dec-2015</b>	
<b>Core capital (Tier I)</b>	
Paid-up capital	1,117,500,530
Statutory reserve	129,569,004
Non-repayable Share premium account	-
General reserve	315,000
Retained earnings	148,915,624
Minority Interest in Subsidiaries	-
Non-Cumulative irredeemable Preferences shares	-
Dividend Equalization account	-
Other (if any item approved by BB)	-
<b>Total</b>	<b>1,396,300,158</b>

	<b>Amount in Taka</b>
	<b>As at</b>
	<b>31-Dec-2015</b>
<b>Deductions from Tier-1 (Core Capital)</b>	
Book value of Goodwill and Value of any contingent assets which are shown as assets	-
Shortfall in provisions required against classified assets irrespective of any relaxation allowed	-
Shortfall in provision required against investment in shares	-
Remaining deficit on account of revaluation of investment in securities after netting off from any other surplus on the securities	-
Any investment exceeding the approved limited	-
Investment in subsidiaries which are not consolidated	-
Increase in equity capital resulting from a securitization exposure	-
Others if any	-
Total	-
<b>Total Eligible Tier-1 Capital</b>	<b>1,396,300,158</b>
<b>Supplementary capital (Tier II)</b>	
General provision on unclassified loans and advances	108,423,188
Provision for off-balance sheet exposure	-
Exchange equalization account	-
Asset revaluation reserves (Up to 50%)	121,881,382
Revaluation loss on investment - held to maturity (HTM) (Up to 50% of the revaluation loss)	-
Sub total	230,304,570
Applicable Deductions if any	-
<b>Total Eligible Tier-2 Capital</b>	<b>230,304,570</b>
<b>(A) Total Eligible Capital (Tier-1 + Tier-2)</b>	<b>1,626,604,728</b>
Total assets including off- balance Sheet items	13,961,928,883
Total risk -weighted assets (RWA)	14,717,318,984
<b>(B) Total Required Capital (10% of Total RWA or MCR, whichever is higher)</b>	<b>1,000,000,000</b>
<b>(C) Surplus /(Shortfall) (A-B)</b>	<b>626,604,728</b>
Capital adequacy ratio	11.05%
<b>Risk weighted assets (RWA)</b>	
<b>A. Credit Risk</b>	
On-Balance sheet	13,538,346,164
Off-Balance sheet	-
	13,538,346,164
<b>B. Market Risk</b>	728,175,420
<b>C. Operational Risk</b>	450,797,400
<b>Total RWA (A+B+C)</b>	<b>14,717,318,984</b>



		<b>Amount in Taka</b>
		<b>As at</b>
		<b>31-Dec-2015</b>
<b>A. Credit Risk</b>		
On-Balance sheet		
Exposure type:		
		<b>Risk weighted assets</b>
a)	Cash and Cash Equivalents	-
b)	Claims on Bangladesh Government and Bangladesh Bank	-
c)	Claims on other Sovereigns & Central bank's	-
d)	Claims on banks for International Settlements, International Monetary Fund and European Central Bank	-
e)	Claims on Multilateral Development Banks (MDBs):	-
	i) IBRD, IFC, ADB, AFDB, EBRD, IADB, EIB, EIF, NIB, CDB, IDB, CEDB	-
	ii) Other MDBs	-
f)	Claims on Public Sector Entities (other than Government) in Bangladesh (Membership in Stock Exchange)	-
g)	Claims on Banks/NBFI	-
	i) Maturity over 3 months	162,900,651
	ii) Maturity less than 3 months	39,368,514
h)	Claims on Corporate (excluding equity exposure)	5,044,014,398
i)	Claims under Credit Risk Mitigation	-
j)	Claims categorized as retail portfolio & small enterprise (excluding consumer investment)*	2,434,232,464
k)	Consumer investment (Loan)	116,181,160
l)	Claims fully secured by residential property	241,944,261
m)	Claims fully secured by commercial real estate	6,241,366
n)	Past Due Claims (Risk weights are to be assigned net of specific provision):	-
	The claim (other than claims secured by eligible residential property) that is past due for more than 90 days and/or impaired will attract risk weight as follows:	
	Where specific provisions are less than 20 percent of the outstanding amount of the past due claim.	1,369,911,428
	Where specific provisions are no less than 20 percent of the outstanding amount of the past due claim.	15,071,813
	Where specific provisions are more than 50 percent of the outstanding amount of the past due claim.	16,477,318
	Claims fully secured against residential property that are past due for more than 90 days and/or impaired specific provision held there-against is less than 20% of outstanding amount	919,645,829
	Investments and claims fully secured against residential property that are past due by 90 days and/or impaired and specific provision held there-against is not less than 20% of outstanding amount	6,249,794
o)	Investments in Capital Market Exposures	2,593,383,881
p)	Investments in venture capital	-
q)	Unlisted equity investments and regulatory capital instruments issued by other FIS (other those deducted from capital) held in the banking book	-
r)	Investments in premises, plant and equipment and all other fixed assets	340,128,652
s)	Claims on all fixed assets under operating lease	-
t)	All other assets	-
	i) Claim on Gob & BB (advance in cometax, reimbursement of patirakha/shanchy patra)	-
	ii) Staff Loan / Investment	40,174
	iii) Cash items in process of collection	-
	iv) other assets	232,554,460
<b>Risk weighted assets (RWA)</b>		<b>13,538,346,164</b>

		<b>Amount in Taka</b>
		<b>As at</b>
		<b>31-Dec-2015</b>
Off-Balance Sheet		
Exposures types		
a)	Claims on Bangladesh Government and Bangladesh Bank (Outward/Inward Bill Lodged)	-
b)	Claims on other Sovereigns & Central bank's	-
c)	Claims on banks for International Settlements, International Monetary Fund and European Central Bank	-
d)	Claims on Multilateral Development Banks (MDBs):	-
	i) IBRD, IFC, ADB, AFDB, EBRD, IADB, EIB, EIF, NIB, CDB, IDB, CEDB	-
	ii) Other MDBs	-
e)	Claims on Public Sector Entities (other than Government) in Bangladesh	-
f)	Claims on NBFi	-
	i) Maturity over 3 months	-
	ii) Maturity less than 3 months	-
g)	Claims on Corporate (excluding equity exposure)	-
h)	Against retail portfolio & Small Enterprise (excluding consumer investment)	-
i)	Consumer Investment	-
j)	All other assets	-
	Risk weighted assets (RWA)	-
<b>Total Risk weighted assets (RWA)</b>		<b>13,538,346,164</b>

**B. Market Risk**

	Capital Charges for Specific Risk	Capital Charge for General Market Risk	Total Capital Charge for Market Risk
a	-	-	-
b	36,408,771	36,408,771	72,817,542
c	-	-	-
	36,408,771	36,408,771	72,817,542
	364,087,710	364,087,710	728,175,420

**C. Operational Risk**

Gross income	901,594,797
Average gross income	300,531,599
Capital charge for operational risk (15% of Average gross income)	45,079,740
<b>Risk Weighted Assets</b>	<b>450,797,400</b>

		<b>Amount in Taka</b>	
		<b>As at</b>	
		<b>31-Dec-2015</b>	<b>31-Dec-2014</b>
<b>15</b>	<b>Statutory reserve: Tk. 129,976,825</b>		
	The break up of the above amount is as under:		
	Opening balance	104,641,941	83,004,413
	Add: Addition during the year	25,334,884	21,637,528
		<b>129,976,825</b>	<b>104,641,941</b>
<b>16</b>	<b>Other reserve: Tk. 315,000</b>		
	The break up of the above amount is as under:		
	Capital reserve	315,000	315,000
		<b>315,000</b>	<b>315,000</b>
<b>16.1</b>	<b>Capital reserve: Tk. 315,000</b>		
	The break up of the above amount is as under:		
	Opening balance	315,000	315,000
	Add: Addition during the year	-	-
		<b>315,000</b>	<b>315,000</b>
<b>17</b>	<b>Revaluation Reserve: Tk. 243,762,764</b>		
	The break up of the above amount is as under:		
	Land	84,364,660	84,364,660
	Office building	159,398,104	167,787,478
		<b>243,762,764</b>	<b>252,152,138</b>
<b>17.1</b>	<b>Revaluation reserve-Land: Tk. 84,364,660</b>		
	The break up of the above amount is as under:		
	Opening balance	84,364,660	84,364,660
	Add: Addition during the year	-	-
		<b>84,364,660</b>	<b>84,364,660</b>
<b>17.2</b>	<b>Revaluation reserve-Office building: Tk. 159,398,104</b>		
	The break up of the above amount is as under:		
	Opening balance	167,787,478	176,618,398
	Add: Addition during the year	-	-
		167,787,478	176,618,398
	Less: Depreciation on increased value due to revaluation	(8,389,374)	(8,830,920)
		<b>159,398,104</b>	<b>167,787,478</b>
<b>18</b>	<b>Retained earnings: Tk. 150,546,914</b>		
	The break up of the above amount is as under:		
	Opening balance	152,568,055	115,297,049
	Net profit after taxation	126,674,422	108,187,642
	Transfer to statutory reserve	(25,334,884)	(21,637,528)
	Cash dividend paid-2013	-	(58,110,028)
	Cash dividend paid-2014	(111,750,053)	-
	Add: Depreciation on increased value due to revaluation	8,389,374	8,830,920
		<b>150,546,914</b>	<b>152,568,055</b>

		Amount in Taka	
		As at	
		31-Dec-2015	31-Dec-2014
18 (a)	Consolidated retained earnings: Tk. 151,427,518		
	The break up of the above amount is as under:		
	Opening balance	150,360,871	84,811,990
	Tax paid for Assessment Year: 2011-2012	-	-
	Excess provision of tax for the Assessment Year: 2012-2013	-	266,089
	Prior year adjustment for differed tax (2013 & 2014)	155,727	-
	Consolidated net profit after taxation	129,606,483	136,199,428
	Transfer to statutory reserve	(25,334,884)	(21,637,528)
	Cash dividend paid-2013	-	(58,110,028)
	Cash dividend paid-2014	(111,750,053)	-
	Add: Depreciation on increased value due to revaluation	8,389,374	8,830,920
		<b>151,427,518</b>	<b>150,360,871</b>
19	Undrawn formal standby facilities, credit lines and other commitments: Tk. 806,888,740		
	The break up of the above amount is as under:		
	House & term finance commitments outstanding	806,888,740	670,268,243
		<b>806,888,740</b>	<b>670,268,243</b>
19 (a)	Consolidated undrawn formal standby facilities, credit lines and other commitments		
	The break up of the above amount is as under:		
	FAS Finance & Investment Limited	806,888,740	670,268,243
	FAS Capital Management Limited	-	-
		<b>806,888,740</b>	<b>670,268,243</b>
20	Other memorandum items: Tk. Nil		
	The break up of the above amount is as under:		
	Customers' stocks of securities-Merchant Banking Wing	-	-
		-	-
20 (a)	Consolidated other memorandum items: Tk. 1,344,789,363		
	The break up of the above amount is as under:		
	FAS Finance & Investment Limited	-	-
	FAS Capital Management Limited	1,344,789,363	1,248,716,482
		<b>1,344,789,363</b>	<b>1,248,716,482</b>
20 (a)i	Other memorandum items of FAS Capital Management Limited: Tk. 1,344,789,363		
	The break up of the above amount is as under:		
	Customers' stocks of securities-Merchant Banking Wing	1,344,789,363	1,248,716,482
		<b>1,344,789,363</b>	<b>1,248,716,482</b>
	This amount consists of portfolio investors' investment at cost price.		

		<b>Amount in Taka</b>	
		<b>for the year ended</b>	
		<b>31-Dec-2015</b>	<b>31-Dec-2014</b>
<b>21</b>	<b>Profit and loss account: Tk.345,464,365</b>		
	The break up of the above amount is as under:		
	Income		
	Interest, discount and similar income	1,351,173,181	698,485,512
	Dividend income	8,656,623	4,507,586
	Fee, commission and brokerage	-	-
	Gains less losses arising from investment securities	18,056,289	29,638,825
	Gains less losses arising from dealing in foreign currencies	-	-
	Other operating income	4,646,306	12,212,221
	Gains less losses arising from dealing securities	-	-
	Income from Non-FI's assets	-	-
	Profit less losses on interest rate changes	-	-
		<b>1,382,532,399</b>	<b>744,844,144</b>
	Expenses		
	Interest, fee and commission	948,780,808	473,348,789
	Losses on loans, leases and advances	-	-
	Administrative expenses	60,393,335	56,793,328
	Other operating expenses	12,667,324	7,846,168
	Depreciation on FI's assets	15,226,567	13,651,868
		<b>1,037,068,034</b>	<b>551,640,153</b>
		<b>345,464,365</b>	<b>193,203,991</b>
<b>22</b>	<b>Interest income: Tk. 1,351,173,181</b>		
	The break up of the above amount is as under:		
	Interest on loans, advances and leases	1,308,339,045	661,759,675
	Interest on placement with other banks and financial institutions	42,834,136	36,725,837
	Interest on foreign currency balance	-	-
		<b>1,351,173,181</b>	<b>698,485,512</b>
<b>22 (a)</b>	<b>Consolidated interest income: Tk. 1,410,095,277</b>		
	The break up of the above amount is as under:		
	FAS Finance & Investment Limited	1,351,173,181	698,485,512
	FAS Capital Management Limited	230,895,576	246,356,975
		<b>1,582,068,757</b>	<b>944,842,487</b>
	Less: Inter company transaction	(171,973,480)	(174,494,497)
		<b>1,410,095,277</b>	<b>770,347,990</b>
<b>23</b>	<b>Interest paid on deposits, borrowings, etc. : Tk. 948,780,808</b>		
	The break up of the above amount is as under:		
	Interest on deposits	527,971,989	274,370,373
	Interest on borrowings	420,808,819	198,978,416
	Interest on foreign bank accounts	-	-
		<b>948,780,808</b>	<b>473,348,789</b>
<b>23 (a)</b>	<b>Consolidated interest paid on deposits, borrowings, etc.: Tk. 966,078,852</b>		
	The break up of the above amount is as under:		
	FAS Finance & Investment Limited	948,780,808	473,348,789
	FAS Capital Management Limited	189,271,524	177,020,665
		<b>1,138,052,332</b>	<b>650,369,454</b>
	Less: Inter company transaction	(171,973,480)	(174,494,497)
		<b>966,078,852</b>	<b>475,874,957</b>



**24 Investment income: Tk. 26,712,912**

The break up of the above amount is as under:

	Amount in Taka	
	As at	
	31-Dec-2015	31-Dec-2014
Interest on treasury bills	-	-
Gain/(loss) on sale of shares	18,056,289	29,638,825
Dividend on shares	8,656,623	4,507,586
Interest on debenture	-	-
Interest on treasury bonds	-	-
Gain on treasury bills and treasury bonds	-	-
Interest on other bonds	-	-
	<b>26,712,912</b>	<b>34,146,411</b>

**24 (a) Consolidated investment income: Tk. 52,110,164**

The break up of the above amount is as under:

FAS Finance & Investment Limited	24	26,712,912	34,146,411
FAS Capital Management Limited		25,397,252	31,379,906
		<b>52,110,164</b>	<b>65,526,317</b>

**25 Commission, exchange and brokerage: Tk. Nil**

The break up of the above amount is as under:

Commission	-	-
Exchange gain/(loss)	-	-
Brokerage	-	-
	<b>-</b>	<b>-</b>

**25 (a) Consolidated Commission, exchange and brokerage: Tk. Nil**

The break up of the above amount is as under:

FAS Finance & Investment Limited	25	-	-
FAS Capital Management Limited		-	526,058
		<b>-</b>	<b>526,058</b>

**26 Other operating income: Tk. 4,646,306**

The break up of the above amount is as under:

Application fees	-	-
Appraisal fees	-	-
Documentation charge	18,000	12,682
Gain on sale of fixed assets	577,466	464,275
Gain on sale of Non-Financial Institution's assets	-	-
Legal fees	-	-
Misc. Income	40,000	-
Mortgage inspection fee	-	-
Office rent	800,000	960,000
Processing fees	2,790,764	10,387,649
Recovery against written off	50,000	200,000
Residual value	313,716	16,946
Sale of application form	-	3,000
Service charge	56,360	167,669
	<b>4,646,306</b>	<b>12,212,221</b>

		Amount in Taka	
		As at	
		31-Dec-2015	31-Dec-2014
<b>26 (a) Consolidated Other operating income : Tk. 14,824,359</b>			
The break up of the above amount is as under:			
FAS Finance & Investment Limited	26	4,646,306	12,212,221
FAS Capital Management Limited		12,711,769	13,497,066
		<u>17,358,075</u>	<u>25,709,287</u>
Less: Inter company transactions		(2,533,716)	(1,924,860)
		<u><b>14,824,359</b></u>	<u><b>23,784,427</b></u>
<b>27 Salary and allowances Tk. 41,603,270</b>			
The break up of the above amount is as under:			
Basic salary, provident fund contribution and all other allowances		36,654,077	33,975,777
Festival and incentive bonus		4,949,193	2,485,842
		<u><b>41,603,270</b></u>	<u><b>36,461,619</b></u>
<b>27 (a) Consolidated salary and allowances: Tk. 53,282,380</b>			
The break up of the above amount is as under:			
FAS Finance & Investment Limited	27	41,603,270	36,461,619
FAS Capital Management Limited		11,679,110	10,177,569
		<u><b>53,282,380</b></u>	<u><b>46,639,188</b></u>
<b>28 Rent, taxes, insurance, electricity, etc.: Tk. 5,657,024</b>			
The break up of the above amount is as under:			
Rent, rates and taxes		1,984,314	886,988
Insurance premium		1,376,288	1,068,226
Electricity, gas and water, etc.		2,296,422	2,484,979
		<u><b>5,657,024</b></u>	<u><b>4,440,193</b></u>
<b>28 (a) Consolidated rent, taxes, insurance, electricity, etc.: Tk. 6,847,786</b>			
The break up of the above amount is as under:			
FAS Finance & Investment Limited	28	5,657,024	4,440,193
FAS Capital Management Limited		1,990,762	1,271,710
		<u>7,647,786</u>	<u>5,711,903</u>
Less: Inter company transaction		(800,000)	(960,000)
		<u><b>6,847,786</b></u>	<u><b>4,751,903</b></u>
<b>29 Legal expenses: Tk. 3,393,257</b>			
The break up of the above amount is as under:			
Professional & legal fees		3,393,257	1,819,493
Appraisal fees		-	720,850
		<u><b>3,393,257</b></u>	<u><b>2,540,343</b></u>
<b>29 (a) Consolidated legal expenses Tk. 3,506,275</b>			
The break up of the above amount is as under:			
FAS Finance & Investment Limited	29	3,393,257	2,540,343
FAS Capital Management Limited		113,018	-
		<u><b>3,506,275</b></u>	<u><b>2,540,343</b></u>

		Amount in Taka	
		As at	
		31-Dec-2015	31-Dec-2014
<b>30</b>	<b>Postage, stamps, telecommunication, etc.: Tk. 2,042,098</b>		
	The break up of the above amount is as under:		
	Telephone & fax	739,479	625,006
	Internet	639,264	404,300
	Postage and stamp	663,355	947,649
		<b>2,042,098</b>	<b>1,976,955</b>
<b>30 (a)</b>	<b>Consolidated postage, stamps, telecommunication, etc.: Tk. 2,424,566</b>		
	The break up of the above amount is as under:		
	FAS Finance & Investment Limited	2,042,098	1,976,955
	FAS Capital Management Limited	382,468	357,133
		<b>2,424,566</b>	<b>2,334,088</b>
<b>31</b>	<b>Stationery, printings, advertisements, etc.: Tk. 1,797,978</b>		
	The break up of the above amount is as under:		
	Printing	616,953	2,223,586
	Stationery & Photocopy	263,518	420,997
	Publicity and advertisement	917,507	3,396,498
		<b>1,797,978</b>	<b>6,041,081</b>
<b>31 (a)</b>	<b>Consolidated stationery, printings, advertisements, etc.: Tk.2,062,381</b>		
	The break up of the above amount is as under:		
	FAS Finance & Investment Limited	1,797,978	6,041,081
	FAS Capital Management Limited	264,403	185,502
		<b>2,062,381</b>	<b>6,226,583</b>
<b>32</b>	<b>Directors' fees: Tk. 974,500</b>		
	The break up of the above amount is as under:		
	Directors' fees	974,500	1,111,500
		<b>974,500</b>	<b>1,111,500</b>
<b>32 (a)</b>	<b>Consolidated Directors' fees: Tk. 1,148,150</b>		
	The break up of the above amount is as under:		
	FAS Finance & Investment Limited	974,500	1,111,500
	FAS Capital Management Limited	173,650	-
		<b>1,148,150</b>	<b>1,111,500</b>
<b>33</b>	<b>Auditors' fees: Tk. 160,250</b>		
	The break up of the above amount is as under:		
	Audit fees	160,250	135,900
		<b>160,250</b>	<b>135,900</b>
<b>33 (a)</b>	<b>Consolidated Auditors' fees: Tk. 207,975</b>		
	The break up of the above amount is as under:		
	FAS Finance & Investment Limited	160,250	135,900
	FAS Capital Management Limited	47,725	34,500
		<b>207,975</b>	<b>170,400</b>

**34 Depreciation and repairs of FI's assets: Tk. 16,091,525**

The break up of the above amount is as under:

	Amount in Taka	
	As at	
	31-Dec-2015	31-Dec-2014
Depreciation		
Office building	11,061,704	11,107,028
Furniture & fixture	331,037	355,161
Office decoration	357,470	373,777
Office equipment	379,860	401,072
Motor vehicles	2,597,615	978,280
Electrical installation	110,549	126,905
Computer	290,310	275,629
Telephone line & PABX system	36,160	29,410
Software	61,862	4,606
	<b>15,226,567</b>	<b>13,651,868</b>
Repairs		
Motor vehicle repair and maintenance	864,958	464,850
	<b>864,958</b>	<b>464,850</b>
	<b>16,091,525</b>	<b>14,116,718</b>

**34 (a) Consolidated Depreciation and repairs of assets: Tk. 17,115,074**

The break up of the above amount is as under:

FAS Finance & Investment Limited	34	16,091,525	14,116,718
FAS Capital Management Limited		1,023,549	1,506,661
		<b>17,115,074</b>	<b>15,623,379</b>

**35 Other expenses: Tk. 12,667,324**

The break up of the above amount is as under:

AGM expenses	1,315,092	77,975
Bank charge and excise duty	1,650,723	561,232
Books, newspaper and periodicals	27,810	31,165
Business promotion	376,470	323,650
CDBL charge	1,600	-
Corporate social responsibility	233,720	290,240
Documentation charge	-	-
Entertainment	1,020,978	807,052
Fees, subscription and donation	817,770	728,900
Fine	1,069,097	248,220
Fuel, oil and lubricants	869,284	678,926
Misc. expenses	-	-
Office maintenance	1,495,529	1,313,397
Portfolio management fees	1,733,716	964,860
Registration and renewal	337,907	212,579
Security service	834,400	747,450
Share transfer price	91,043	-
Staff welfare, training and education	278,084	244,840
TA & DA	452,780	609,482
Underwriting commission	-	-
Uniform & Liveries	61,321	-
Utensil & cookeries	-	6,200
	<b>12,667,324</b>	<b>7,846,168</b>

		Amount in Taka	
		As at	
		31-Dec-2015	31-Dec-2014
<b>35 (a) Consolidated Other expenses: Tk. 14,030,415</b>			
The break up of the above amount is as under:			
FAS Finance & Investment Limited	35	12,667,324	7,846,168
FAS Capital Management Limited		3,096,807	2,563,032
		<u>15,764,131</u>	<u>10,409,200</u>
Less: Inter company transaction		(1,733,716)	(964,860)
		<u><b>14,030,415</b></u>	<u><b>9,444,340</b></u>
<b>36 Provision against loans, advances and leases: Tk. 63,367,319</b>	13.1		
The break up of the above amount is as under:			
On un-classified loans		46,990,169	32,659,197
On classified loans		16,377,150	(8,435,665)
		<u><b>63,367,319</b></u>	<u><b>24,223,532</b></u>
<b>36 (a) Consolidated provision against loans, advances and leases: Tk. 63,367,319</b>			
The break up of the above amount is as under:			
FAS Finance & Investment Limited	36	63,367,319	24,223,532
FAS Capital Management Limited		-	70,000,000
		<u><b>63,367,319</b></u>	<u><b>94,223,532</b></u>
<b>37 Provision for diminution in value of investments: Tk. 85,499,860</b>	13.6		
The break up of the above amount is as under:			
In quoted shares		85,499,860	(10,305,910)
		<u><b>85,499,860</b></u>	<u><b>(10,305,910)</b></u>
<b>37 (a) Consolidated provision for diminution in value of investments: Tk. 126,976,695</b>			
The break up of the above amount is as under:			
FAS Finance & Investment Limited	37	85,499,860	(10,305,910)
FAS Capital Management Limited		41,476,835	(8,833,317)
		<u><b>126,976,695</b></u>	<u><b>(19,139,227)</b></u>
<b>38 Provision for taxation: Tk. 68,907,888</b>			
The break up of the above amount is as under:			
Current tax		69,134,717	65,358,072
Deferred tax		(226,829)	4,334,405
		<u><b>68,907,888</b></u>	<u><b>69,692,477</b></u>
<b>38 (a) Consolidated provision for taxation: Tk. 85,388,473</b>			
The break up of the above amount is as under:			
Current tax			
FAS Finance & Investment Limited	38	69,134,717	65,358,072
FAS Capital Management Limited		16,504,999	9,124,540
		<u><b>85,639,716</b></u>	<u><b>74,482,612</b></u>
Deferred tax			
FAS Finance & Investment Limited		(226,829)	4,334,405
FAS Capital Management Limited		(24,414)	-
		<u>(251,243)</u>	<u>4,334,405</u>
		<u><b>85,388,473</b></u>	<u><b>78,817,017</b></u>



	Amount in Taka	
	As at	
	31-Dec-2015	31-Dec-2014
<b>39 Appropriations</b>		
Retained earnings-brought forward	152,568,055	115,297,049
Less: Adjustment for prior year	-	-
Add: Post-tax profit for the year	126,674,422	108,187,642
	279,242,477	223,484,691
Add: Depreciation on increased value due to revaluation	8,389,374	8,830,920
Less: Cash dividend-2013	-	(58,110,028)
Less: Cash dividend-2014	(111,750,053)	-
Transferred to:	(25,334,884)	(21,637,528)
Statutory reserve	(25,334,884)	(21,637,528)
General reserve	-	-
Proposed dividend	-	-
	<b>150,546,914</b>	<b>152,568,055</b>
<b>40 Earnings per share</b>		
Earning attributable to ordinary shareholders (Net profit after tax)	126,674,422	108,187,642
Weighted average number of ordinary shares outstanding	111,750,053	111,750,053
Earnings per share-EPS (Adjusted)	1.13	0.97
Earning per share as shown in the face of the profit and loss account is calculated in accordance with BAS-33: Earning per share (EPS).		
<b>40 (a) Consolidated earnings per share</b>		
Earning attributable to ordinary shareholders (Net profit after tax & minority interest)	129,606,483	136,199,428
Weighted average number of ordinary shares outstanding	111,750,053	111,750,053
Earnings per share-EPS (Adjusted)	1.16	1.22
Earning per share as shown in the face of the consolidated profit and loss account is calculated in accordance with BAS-33: Earning per share (EPS).		
<b>41 Net asset value per share</b>		
Total assets	13,278,219,570	7,449,897,919
Total liabilities	11,636,117,537	(5,822,720,255)
	1,642,102,033	1,627,177,664
Number of share outstanding	111,750,053	111,750,053
Net asset value per share	14.69	14.56
<b>41 (a) Consolidated net asset value per share</b>		
Total assets	13,908,473,815	7,590,047,874
Total liabilities	(12,265,491,178)	(5,965,077,394)
Borrowings from other banks, financial institutions, and agents	(4,036,971,473)	(2,204,666,695)
Deposits and other accounts	(7,049,849,244)	(2,999,100,342)
Others liabilities	(1,173,069,963)	(758,781,959)
Minority interest	(5,600,498)	(2,528,398)
	1,642,982,637	1,624,970,480
Number of share outstanding	111,750,053	111,750,053
Net asset value per share	14.70	14.54

## 42 Related Party Disclosure

## a. Particulars of Directors and their interest in different entities:

Sl. No.	Name of Director	Status in FAS Finance & Investment Limited	Name of the firms/Companies in which interested as proprietor, partner, director, managing agent, guarantor, employee etc.
1	Mr. Mohammad A Hafiz	Chairman (Nominated by Nikita & Company Limited)	Stock & Bond Limited AAA Finance & Investment Limited.
2	Mr. Md. Zahangir Alam	Vice -Chairman (Nominated by Design & Source Limited)	Design & Source Limited ZA Apparels Limited ZA Sweaters Limited DSL Hong Kong Limited ZA Sourcing Waymart Apparels Limited Denim Processing Plant Limited Forest Hill Resort Limited FAS Capital Management Limited
3	Mr. Md. Siddiqur Rahman	Director	Simtex Industries Limited Simtex Textile Limited Orix Assets Limited Shaqib & Company Limited Clewiston Foods & Accommodation Limited FAS Capital Management Limited Nitol Insurance Company Limited
4	Ms. Kazi Mahjaben Momtaz	Director (Nominated by P & L Agro Farms Limited)	Design & Source Limited ZA Apparels Limited ZA Sweaters Limited Waymart Apparels Limited
5	Ms. Mahfuza Rahman Baby	Director (Nominated by P & L Agro Farms Limited)	Simtex Bangladesh Limited Simtex Industries Limited Simtex Logistics Limited
6	Ms. Anita Kar	Director (Nominated by P & L Agro Farms Limited)	N/A
7	Dr. Uddab Mallick	Director (Nominated by Reptiles Farm Limited)	N/A
8	Mr. Arun Kumer Kundu	Director (Nominated by Reptiles Farm Limited)	ARUN & ANJAN, Chartered Accountants.
9	Mr. M. A. Shahjahan	Director (Nominated by Simtex Industries Limited)	N/A
10	Mr. Md. Mostain Billah	Director (Nominated by P & L International Limited)	Mostain Billah & Co., Chartered Accountants
11	Ms. Soma Ghosh	Director (Nominated by P & L International Limited)	N/A
12	Mr. Anjan Kumer Roy	Independent Director	Finance Accounting Management Experts Ltd.(FAME) ARUN & ANJAN, Chartered Accountants.
13	Mr. Pradip Kumar Nandi	Independent Director	N/A
14	Mr. Birendra Kumer Shome	Independent Director	N/A
15	Mr. Md. Russel Shahrion	Managing Director & CEO	N/A

b. Related Party Transaction:

The company carried out a number of transactions with related parties in the normal course of business. The nature of transactions and their values are shown below:

Name of the Related Party	Transaction Nature	Relationship	Balance as at 01-Jan-2015		Addition		Adjustment		Balance as at 31-Dec-2015	
			Taka		Taka		Taka		Taka	
FAS Capital Management Limited	Loan	Subsidiary Company	1,259,445,744		172,017,886		60,044,405		1,371,419,225	
FAS Capital Management Limited	Equity Investment	Subsidiary Company	247,000,000				3,000,000		244,000,000	

c. Share issued to Directors and Executives without consideration or exercisable at a discount - Nil

d. Lending policy to related parties:

Related parties are allowed loans and advances as per General loan policy of the Company.

e. Loans, advances & leases to Directors & their related concern:

Name of the Related Party	Transaction Nature	Classification Status	Outstanding Balance	Provision Kept	Security Amount
Nil	Nil	Nil	Nil	Nil	Nil

31-Dec-2015	
Number of Employees	
Permanent Basis	Contractual Basis

#### 43 General

##### 43.01 Expenditure incurred on employees

###### Salary Range

Below Tk. 3,000  
Above Tk. 3,000

Nil	Nil
60	40

Includes all types of benefits paid and provided both in cash and kind other than the re-imbursement of expenses incurred

##### 43.02 Claims

(a) Claim against the company acknowledge as debts.

106,367,476      90,391,098

(b) Claim by the company not acknowledge as receivable.

73,375,115      102,333,805

##### 43.03 Proposal of dividend

The Board of Directors 177th Board meeting, agenda no.06 held on 14th day of May 2016 recommended for the shareholders stock dividend @ 10% on 111,750,053 shares. This will be considered for approval of the shareholders at the 19th Annual General Meeting to be held on 23rd June 2016.

43.04 Figures of the previous year have been rearranged, where necessary, to conform to current year presentation.

##### 43.05 Approval of the Financial Statements:

These financial statements were authorized for issue in accordance with a resolution of the company's board of directors on 14th day of May 2016 on its 177th Board Meeting.



Mohammad A Hafiz  
Chairman (Acting)



Anjan Kumer Roy, FCA  
Director



Md. Russel Shahrul  
Managing Director & CEO



Fardose Jahan, ACS  
Company Secretary



Md. Maniruzzaman Akan  
Chief Financial Officer

## FAS Finance & Investment Limited

### Consolidated Fixed Assets Schedule

As on December 31, 2015

a. Cost

Annexure-1 (a)  
Amount in Taka

Particulars	Cost			Rate of Dep.	Depreciation			Written Down Value as on 31.12.2015	
	Balance as on 01.01.2015	Addition during the year	Adj./disposal during the year		Balance as on 01.01.2015	Addition during the year	Adj./disposal during the year		Balance as on 31.12.2015
Land	2,163,200							2,163,200	
Office building	59,158,094	20,401,129		5%	15,912,049	2,672,330		60,974,844	
Furniture & fixture	7,126,003	696,336		10%	2,799,940	443,394		4,579,005	
Office decoration	6,332,085	1,131,586		10%	2,326,456	409,993		4,727,222	
Office equipment	6,857,839	659,038		15%	3,735,681	493,442		3,287,754	
Motor vehicles	17,186,821	12,948,454	2,700,000	20%	7,533,154	2,708,826	1,977,466	19,170,761	
Electrical installation	1,727,942	214,357		15%	1,008,811	110,549		822,939	
Computer	4,810,409	1,033,302		15%	2,507,901	406,289		2,929,521	
Telephone line & PABX system	601,548	303,335		15%	344,419	50,162		510,302	
Software	1,958,750	938,421		15%	759,662	261,435		1,876,074	
<b>Total</b>	<b>107,922,691</b>	<b>38,325,958</b>	<b>2,700,000</b>		<b>36,928,073</b>	<b>7,556,420</b>	<b>1,977,466</b>	<b>101,041,622</b>	

b. Revaluation

Particulars	Cost			Rate of Dep.	Depreciation			Written Down Value as on 31.12.2015	
	Balance as on 01.01.2015	Addition during the year	Adj./disposal during the year		Balance as on 01.01.2015	Addition during the year	Adj./disposal during the year		Balance as on 31.12.2015
Land	84,364,660							84,364,660	
Office building	229,523,584			5%	61,736,106	8,389,374		159,398,104	
<b>Total</b>	<b>313,888,244</b>				<b>61,736,106</b>	<b>8,389,374</b>		<b>243,762,764</b>	
<b>Total (a+b) at 31 December 2015</b>	<b>421,810,935</b>	<b>38,325,958</b>	<b>2,700,000</b>		<b>98,664,179</b>	<b>15,945,794</b>	<b>1,977,466</b>	<b>344,804,386</b>	
<b>Balance at 31 December 2014</b>	<b>417,445,649</b>	<b>6,717,246</b>	<b>2,351,960</b>		<b>85,986,512</b>	<b>14,443,902</b>	<b>1,766,235</b>	<b>323,146,756</b>	

Note: Depreciation on fixed assets has been charged at rates varying from 5% to 20% on diminishing balance method.



## FAS Finance & Investment Limited

Fixed Assets Schedule  
As on December 31, 2015

a. Cost

Annexure-1  
Amount in Taka

Particulars	Cost			Rate of Dep.	Depreciation			Written Down Value as on 31.12.2015
	Balance as on 01.01.2015	Addition during the year	Adj./disposal during the year		Balance as on 01.01.2015	Addition during the year	Adj./disposal during the year	
	Balance as on 31.12.2015				Balance as on 31.12.2015			
Land	2,163,200							2,163,200
Office building	59,158,094	20,401,129		5%	15,912,049	2,672,330		18,584,379
Furniture & fixture	5,433,774	696,336		10%	2,231,285	331,037		2,562,322
Office decoration	5,515,619	1,131,586		10%	2,035,217	357,470		2,392,687
Office equipment	5,410,999	659,038		15%	3,046,052	379,860		3,425,912
Motor vehicles	15,757,821	12,948,454	2,700,000	20%	6,660,207	2,597,615	1,977,466	7,280,356
Electrical installation	1,727,942	214,357		15%	1,008,811	110,549		1,119,360
Computer	3,672,428	858,748		15%	2,011,555	290,310		2,301,865
Telephone line & PABX system	427,623	300,090		15%	260,968	36,160		297,128
Software	50,000	588,421		15%	23,900	61,862		85,762
<b>Total</b>	<b>99,317,500</b>	<b>37,798,159</b>	<b>2,700,000</b>		<b>33,190,044</b>	<b>6,837,193</b>	<b>1,977,466</b>	<b>96,365,888</b>

b. Revaluation

Particulars	Cost			Rate of Dep.	Depreciation			Written Down Value as on 31.12.2015
	Balance as on 01.01.2015	Addition during the year	Adj./disposal during the year		Balance as on 01.01.2015	Addition during the year	Adj./disposal during the year	
	Balance as on 31.12.2015				Balance as on 31.12.2015			
Land	84,364,660							84,364,660
Office building	229,523,584			5%	61,736,106	8,389,374		70,125,480
<b>Total</b>	<b>313,888,244</b>				<b>61,736,106</b>	<b>8,389,374</b>		<b>70,125,480</b>
<b>Total (a+b) at 31 December 2015</b>	<b>413,205,744</b>	<b>37,798,159</b>	<b>2,700,000</b>		<b>94,926,150</b>	<b>15,226,567</b>	<b>1,977,466</b>	<b>340,128,652</b>
<b>Balance at 31 December 2014</b>	<b>409,043,032</b>	<b>6,514,672</b>	<b>2,351,960</b>		<b>83,040,517</b>	<b>13,651,868</b>	<b>1,766,235</b>	<b>318,279,594</b>

Note: Depreciation on fixed assets has been charged at rates varying from 5% to 20% on diminishing balance method.

**FAS Finance & Investment Limited**  
**Investments in Shares and Bonds**  
**As on 31 December 2015**

Annexure-2

Amount in Taka

Shares (quoted)

Name of Share	Number of Share	Market Value Per Share	Market Value	Cost of Share	Provision
Aamra Technologies Limited	90,000	25.30	2,277,000	2,724,716	447,716
Appollo Ispat Complex Limited	370,000	17.40	6,438,000	7,122,092	684,092
ACI Limited	63,000	561.60	35,380,800	36,749,834	1,369,034
Agni Systems Limited	2,000	21.40	42,800	45,749	2,949
Alltex Industries Limited	42,400	17.30	733,520	902,739	169,219
Argon Denims Limited	120,000	22.30	2,676,000	3,400,722	724,722
Bangladesh Shipping Corporation	21,381	332.40	7,107,045	8,394,015	1,286,970
Delta Life Insurance Company Limited	61,000	122.20	7,454,200	8,989,203	1,535,003
Eastern Housing Limited	10,000	34.90	349,000	375,666	26,666
Generation Next Fashions Limited	880,000	8.80	7,744,000	13,092,423	5,348,423
Golden Son Limited	725,000	26.00	18,850,000	24,104,150	5,254,150
Grameen Phone Limited	103,000	253.00	26,059,000	30,723,456	4,664,456
ICB Islamic Bank Limited	60,000	4.50	270,000	283,128	13,128
International Leasing and Financial Services Ltd.	40,000	9.10	364,000	374,492	10,492
Jamuna Oil Company Limited	55,000	157.10	8,640,500	11,158,617	2,518,117
Khan Brothers PP Woven Bag	28,750	19.10	549,125	664,648	115,523
Khulna Printing & Packaging Limited	150,000	12.20	1,830,000	2,380,589	550,589
Lanka Bangla Finance Limited	650,000	29.00	18,850,000	22,205,655	3,355,655
Malek Spinning Mills Limited	225,000	15.70	3,532,500	4,609,452	1,076,952
Mozaffar Hossain Spinning Mills Ltd	421,550	23.00	9,695,650	14,101,338	4,405,688
Meghna Life Insurance Company Limited	150,000	57.00	8,550,000	13,360,655	4,810,655
Meghna Petroleum Limited	97,000	152.60	14,802,200	21,190,735	6,388,535
MJL Bangladesh Limited	24,200	94.30	2,282,060	2,539,125	257,065
Niloy Cement Industries Limited	500	-	-	67,845	67,845
Nitol Insurance Company Limited	1,581,835	24.20	38,280,395	51,288,296	13,007,901
Olympic Accessories Limited	80,000	33.10	2,648,000	3,067,155	419,155
Padma Oil Company Limited	101,500	184.20	18,696,300	27,710,843	9,014,543
Paramount Textiles Limited	706,000	14.80	10,448,800	17,489,592	7,040,792
The Peninsula Chittagong Limited	25,000	15.90	397,500	447,366	49,866
Ratanpur Steel Re-R Mills Limited	472,000	48.00	22,656,000	24,970,346	2,314,346
Reckitt Benckiser (BD) Ltd.	7,691	1,609.20	12,376,357	13,411,610	1,035,253
Rupaili Life Insurance Company Limited	40,000	32.40	1,296,000	1,996,871	700,871
Sandhaani Life Insurance Company Limited	150,000	38.40	5,760,000	9,546,296	3,786,296
Shajibazar Power Company Limited	329,500	122.60	40,396,700	50,198,009	9,801,309
United Power Generation & Distribution Company Ltd.	105,009	140.20	14,722,262	16,605,521	1,883,259
Western Marine Shipyard Limited	70,000	27.60	1,932,000	2,994,932	1,062,932
			<b>354,087,714</b>	<b>449,287,881</b>	<b>95,200,167</b>

Shares (unquoted)

Particulars	Number of shares	Unit price per share in Taka	Total price in Taka	Book value	Provisions
Achia Sea Food Limited	1,000,000	10	10,000,000	10,000,000	-
				10,000,000	-
<b>Grand Total:</b>				<b>459,287,881</b>	<b>95,200,167</b>

## FAS Finance & Investment Limited

Financial Highlights  
As on 31 December 2015

Annexure-3

Sl. No.	Particulars	Amount in Taka		
		31-Dec-2015	31-Dec-2014	Change in %
1	Paid up capital	1,117,500,530	1,117,500,530	-
2	Total capital	1,626,604,728	1,562,534,614	4.10
3	Capital surplus/deficit	626,604,728	562,534,614	11.39
4	Total assets	13,278,219,570	7,449,897,919	78.23
5	Total deposits	7,049,849,244	2,999,100,342	135.07
6	Total loans, advances and leases	11,286,132,874	5,845,515,864	93.07
7	Total contingent liabilities and commitments	806,888,740	670,268,243	20.38
8	Credit deposit ratio	160.09%	194.91%	(17.86)
9	Percentage of classified loans, advances and leases	7.30%	9.44%	(22.73)
10	Profit after tax and provision	126,674,422	108,187,642	17.09
11	Classified loans, advances and leases during the year	823,493,852	551,991,677	49.19
12	Provisions kept against classified loans	82,412,472	66,035,322	24.80
13	Provision surplus/deficit	-	-	-
14	Cost of fund	12.03%	13.57%	(11.35)
15	Interest earning assets	12,558,200,011	6,782,291,576	85.16
16	Non-interest earning assets	720,019,559	667,606,343	7.85
17	Return on investment (ROI)	2.42%	2.85%	(14.86)
18	Return on asset (ROA)	1.22%	1.78%	(31.33)
19	Incomes from investment	26,712,912	34,146,411	(21.77)
20	Earning per share	1.13	0.97	16.86
21	Net income per share	1.13	0.97	16.86
22	Price earning ration (Times)	10.06	19.59	(48.66)

# FAS CAPITAL MANAGEMENT LTD.



**Md. Shahidul Alam**  
Chief Executive Officer

## AUDITORS' REPORT TO THE SHAREHOLDERS of FAS Capital Management Limited

We have audited the accompanying financial statements of FAS Capital Management Limited, which comprise the Statement of Financial Position as at 31 December 2015, and the Statement of Profit or Loss and other comprehensive income, Statement of Cash Flows and Statement of Changes in Equity for the year ended 31 December 2015 and a summary of significant accounting policies and other explanatory information.

### Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Bangladesh Accounting Standards (BASs), Bangladesh Financial Reporting Standards (BFRSs), the Rules and Regulations Issued by the Bangladesh Securities and Exchange Commission, Securities and Exchange Rules 1987, the Companies Act 1994 and other Applicable Laws and regulations and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

### Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements of the company based on our audit. We conducted our audit in accordance with Bangladesh Standards on Auditing. Those standards required that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### Opinion

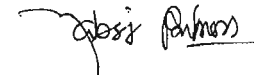
Except for the effect on Financial Statements of the matters discussed in note 5.01. In our opinion, the financial statements along with notes thereon of the company prepared in accordance with Bangladesh Financial Reporting Standards (BFRSs), give a true and fair view of state of the company's affairs as at 31 December 2015, and of the results of its operations and Cash Flows for the year then ended and comply with the Rules and Regulations Issued by the Bangladesh Securities and Exchange Commission, the Companies Act 1994, the Securities and Exchange Rules 1987 and other Applicable Laws and regulations.



We also report that:

- a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appeared from our examination of those books;
- c) The Company's financial position and comprehensive income statement dealt with by the report are in agreement with the books of account;
- d) The expenditure incurred and payments made were for the purposes of the company's business;
- e) The information and explanations required by us has been received and found satisfactory;
- f) Except for matter disclosed in note 5.01, adequate provision has been made on outstanding margin loan; and
- g) The records and statements submitted by the branches have been properly maintained and consolidated in the financial statements.

Dated: Dhaka, 14 May 2016



MABS & J Partners  
Chartered Accountants


## FAS Capital Management Limited


### Statement of Financial Position


As at 31 December 2015

Particulars	Notes	31.12.2015	31.12.2014
		Taka	Taka
<b>PROPERTY AND ASSETS:</b>			
<b>Current Assets :</b>			
<b>Cash:</b>			
		7,730	10,287
In hand	2	7,730	10,287
Balance with bank(s)		-	-
<b>Cash at Bank</b>		5,770,590	732,558
In Bangladesh	3	5,770,590	732,558
Outside Bangladesh		-	-
<b>Investment</b>		343,644,246	136,012,849
Share Investment	4	313,644,246	136,012,849
Other (FDR)		30,000,000	-
<b>Loans and advances</b>		1,861,827,457	1,497,376,576
Margin Loan to Client	5	1,861,827,457	1,497,376,576
Others assets	6	36,571,488	17,270,296
<b>Total Current Assets :</b>		<b>2,247,821,511</b>	<b>1,651,402,566</b>
<b>Fixed Assets</b>	7	<b>4,675,734</b>	<b>4,867,162</b>
<b>TOTAL ASSETS</b>		<b>2,252,497,245</b>	<b>1,656,269,728</b>
<b>LIABILITIES AND CAPITAL:</b>			
<b>LIABILITIES:</b>			
Borrowings from other banks, financial institutions and agents	8	1,821,181,189	1,288,960,018
<b>Current Liabilities</b>		<b>180,834,954</b>	<b>119,988,496</b>
Provision for Expenses	9	258,554	399,588
Provision for Income Tax	10	34,698,409	18,193,410
Sundry Creditors	11	14,732,383	11,726,725
Others liabilities	12	131,145,608	89,668,773
<b>TOTAL LIABILITIES</b>		<b>2,002,016,143</b>	<b>1,408,948,514</b>
<b>CAPITAL/SHAREHOLDERS' EQUITY</b>		<b>250,481,102</b>	<b>247,321,214</b>
Paid-up Capital	13	250,000,000	250,000,000
Retained earnings	14	481,102	(2,678,786)
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>		<b>2,252,497,245</b>	<b>1,656,269,728</b>

The Accounting policies and other notes from 01 to 27 form an integral part of the Financial Statements. The Draft financial statement were authorized for issue by the board of Directors on 14.05.2016 and signed on its behalf by:

  
 Md. Shahidul Alam  
 Chief Executive Officer (CC)

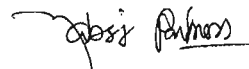
  
 Anjan Kumer Roy, FCA  
 Director

  
 Mohammad A Hafiz  
 Chairman

#### AUDITORS' REPORT TO THE SHAREHOLDERS:

This is the Statement of Financial Position referred to in our report of even date.

Date: Dhaka, 14 May 2016

  
 MABS & J Partners  
 Chartered Accountants

## FAS Capital Management Limited

### Statement of Profit or Loss and other Comprehensive Income

For the year ended 31 December 2015

Particulars	Notes	2015	2014
		Taka	Taka
<b>OPERATING INCOME:</b>			
Interest Income	15	230,895,576	246,356,975
Less: Interest paid on deposit and borrowings, etc.	16	189,271,524	177,020,665
		<b>41,624,052</b>	<b>69,336,310</b>
Investment income	17	25,397,252	31,379,906
Commission, exchange and brokerage	18	-	526,058
Other operating income	19	12,711,769	13,497,066
		<b>38,109,021</b>	<b>45,403,030</b>
<b>Total operating income (a)</b>		<b>79,733,073</b>	<b>114,739,340</b>
<b>OPERATING EXPENSES</b>			
Salary and allowances	20	11,679,110	10,177,569
Rent, taxes, insurance, electricity, etc.	21	1,990,762	1,271,710
Postage, stamps, telecommunication, etc.	22	382,468	357,133
Printing & Stationery	23	264,403	185,502
Audit Fees		47,725	34,500
Directors Fees		173,650	-
Legal Expenses		113,018	-
Depreciation on Fixed Assets	07	719,227	792,034
Repair of Fixed Assets	24	304,322	714,627
Other expenses	25	3,096,807	2,563,032
<b>Total operating expenses (b)</b>		<b>18,771,492</b>	<b>16,096,107</b>
<b>Profit before provision (c=a-b)</b>		<b>60,961,581</b>	<b>98,643,233</b>
Provision for diminution in value of investments		41,476,835	(8,833,317)
Provisions on Margin Loan		-	70,000,000
Other Provision		-	-
<b>Total provision (d)</b>		<b>41,476,835</b>	<b>61,166,683</b>
<b>Profit before taxation(c-d)</b>		<b>19,484,746</b>	<b>37,476,550</b>
<b>Provision for taxation</b>		<b>16,480,585</b>	<b>9,124,540</b>
Current Tax	10	16,504,999	9,124,540
Deferred Tax		(24,414)	-
<b>Net profit after taxation</b>		<b>3,004,161</b>	<b>28,352,010</b>
<b>Earning Per Share</b>	27	<b>0.12</b>	<b>1.13</b>

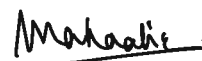
The Accounting policies and other notes from 01 to 27 form an integral part of the Financial Statements. The Draft financial statement were authorized for issue by the board of Directors on 14.05.2016 and signed on its behalf by:



Md. Shahidul Alam  
Chief Executive Officer (CC)



Anjan Kumer Roy, FCA  
Director



Mohammad A Hafiz  
Chairman

#### AUDITORS' REPORT TO THE SHAREHOLDERS:

This is the Statement of Profit or loss & other Comprehensive income referred to in our report of even date.

Date: Dhaka, 14 May 2016




MABS & J Partners  
Chartered Accountants


## FAS Capital Management Limited

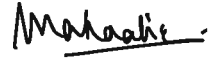
### Statement of Cash Flows For The Year Ended 31 December 2015

Particulars	31.12.15 Taka	31.12.14 Taka
<b>Cash Flows From Operating Activities</b>		
Interest receipts	230,895,576	246,356,975
Interest payments	(189,271,524)	(177,020,665)
Investment Income	25,397,252	31,379,906
Commission, exchange and brokerage	-	526,058
Payments to employees	(11,679,110)	(10,177,569)
Other operating income	12,711,769	13,497,066
Payment for other operating activities	(6,373,155)	(57,811,328)
<b>Operating profit before changes in operating assets &amp; liabilities</b>	<b>61,680,808</b>	<b>46,750,443</b>
<b>Increase/Decrease in operating assets and liabilities</b>		
Margin loan to client	(364,450,881)	(157,138,676)
Other Assets (Receivable)	(19,330,411)	(8,827,694)
Others Assets (Staff loan)	209,360	(209,360)
Deposit from customers	3,005,658	9,526,075
Borrowing from other Bank & Financial Institute	532,221,171	180,683,561
Liabilities for Expenses	(141,034)	8,076
	<b>151,513,863</b>	<b>24,041,982</b>
<b>Net cash from/ (used in) operating activities (a)</b>	<b>213,194,671</b>	<b>70,792,425</b>
<b>Cash Flows From Investing Activities</b>		
Purchase/Sale of trading securities, shares, bonds, etc.	(177,631,397)	(70,111,169)
Others Investment (FDR)	(30,000,000)	-
Purchase/Sale of property, plant and equipment	(527,799)	(202,574)
<b>Net cash used in investing activities (b)</b>	<b>(208,159,196)</b>	<b>(70,313,743)</b>
<b>Cash Flows from Financing Activities</b>		
Proceeds from issue of ordinary share	-	-
<b>Net cash flow from financing activities (c)</b>	<b>-</b>	<b>-</b>
<b>Net increase/(decrease) in cash (a+b+c)</b>	<b>5,035,475</b>	<b>478,682</b>
<b>Effects of exchange rate changes on cash and cash equivalents</b>		
<b>Cash and cash equivalents at beginning of the Year</b>	<b>742,845</b>	<b>264,164</b>
<b>Cash and cash equivalents at end of the year</b>	<b>5,778,320</b>	<b>742,845</b>

The Accounting policies and other notes from 01 to 27 form an integral part of the Financial Statements. The Draft financial statement were authorized for issue by the board of Directors on 14.05.2016 and signed on its behalf by:

  
\_\_\_\_\_  
Md. Shahidul Alam  
Chief Executive Officer (CC)

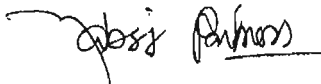
  
\_\_\_\_\_  
Anjan Kumer Roy, FCA  
Director

  
\_\_\_\_\_  
Mohammad A Hafiz  
Chairman

#### AUDITORS' REPORT TO THE SHAREHOLDERS:

This is the Statement of Cash Flows referred to in our report of even date.

Date: Dhaka, 14 May 2016

  
\_\_\_\_\_  
MABS & J Partners  
Chartered Accountants

## FAS Capital Management Limited

### Statement of Changes in Equity For the year ended 31 December 2015

Amount in Taka

Particulars	Share Capital	Retained Earnings	Total
<b>Opening Balance as on 01.01.2015</b>	250,000,000	(2,678,786)	247,321,214
Net Profit after Taxation for the year		3,004,161	3,004,161
Deferred Tax(prior year adjustment 2013 & 2014)		155,727	155,727
<b>Balance as on 31 December 2015</b>	<b>250,000,000</b>	<b>481,102</b>	<b>250,481,102</b>
<b>Balance as on 31 December 2014</b>	<b>250,000,000</b>	<b>(2,678,786)</b>	<b>247,321,214</b>

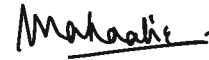
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Md. Shahidul Alam  
Chief Executive Officer (CC)



Anjan Kumer Roy, FCA  
Director

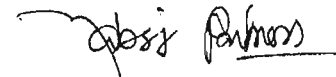


Mohammad A Hafiz  
Chairman

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#### AUDITORS' REPORT TO THE SHAREHOLDERS:

This is the Statement of Changes in Equity referred to in our report of even date.



MABS & J Partners  
Chartered Accountants

Date: Dhaka, 14 May 2016



## FAS Capital Management Limited

Notes to the Financial Statements  
For the Year ended 31 December 2015

### 01 Significant Accounting Policies and Other Material Information :

#### a. Legal Form of the Enterprise :

FAS Capital Management Limited is a subsidiary of FAS Finance & Investment Limited, Incorporated in Bangladesh on 13th October 2010 as a Private Limited company under the Companies Act, 1994. FAS Finance & Investment Limited started its activity as a Merchant Bank in 1997. The Company (Subsidiary) was incorporated as per instruction of BSEQ Letter No. BSEC/Reg./MD-Policy/Part-VI/2008/286 Dated 26 July 2010) to FAS Capital Management Ltd. to form a separate subsidiary company for Merchant Banking alone within 30th September, 2010. Accordingly the then management formed a separate subsidiary-Merchant Banking named as FAS Capital Management Ltd. and applied on 26.09.2010 to SEC in order to transfer the Merchant Banking License in favor of the newly formed subsidiary company. Simultaneously the management of the FAS Finance & Investment Ltd. transferred the entire investor's portfolio amounting Tk.97.20 crore to FAS Capital Management Ltd. Since then the FAS Capital Management Ltd. has been working as a full pledged subsidiary company with capital of Tk. 25.00 crore.

It may be mentioned here that FCML has received the merchant Banking license from BSEC in its own name on 16.05.2012

#### b. Nature of Business Activities :

The Main Objectives of the company for which it was established are to carry out the business of full-pledged merchant banking activities like issue management, portfolio management, Underwriting, corporate advisory services, etc.

#### c. Basis of Presentation Financial statements :

The following underlying assumptions, measurement base, laws, rules, regulations and Accounting pronouncements have been considered in preparing and presenting the financial statements:

Going Concern;

Accrual; except statement of cash flow

Historical Cost Convention;

Bangladesh Accounting Standards (BAS's);

SEC (Merchant Bankers & Portfolio Manager) Ordinance 1996

SEC Rules 1987

#### d. Depreciation Policy :

Depreciation is charged on fixed assets from the date of acquisition following reducing balance method for full year at the rate varying from 10% to 20% depending on the nature of assets.

#### e. Statement of Cash Flows :

Statement of Cash Flows (Direct Method) has been prepared as per requirement of BAS-07.

#### f. Investment :

Investment is carried in Financial Statement at cost. Provision is made for diminishing in value of investment.

#### g. Taxation:

The Applicable tax rate for Merchant Bank is 37.50 %. The assessment for the assessment year 2013-2014 and 2014-15 are under Process and the return for the assessment year 2015-2016 has been submitted.

**h Reporting Period:**

These financial statement cover for the year from 01 January 2015 to 31 December 2015.

**i Gratuity Fund:**

Gratuity fund provision has been made as per organization's policy and maintained with "FAS Finance & Investment Limited".

**j Provident Fund:**

Provident fund provision has been made as per organization's policy and maintained with "FAS Finance & Investment Limited".

**k General:**

All financial information is presented in taka has been rounded off to the nearest taka.  
Comparative figures for balance have been given.

**02 Cash in hand: Tk. 7,730**

The break up of the above amount is as under:

Cash in Hand

Total

Amount in Taka	
as at	
31.12.2015	31.12.2014
7,730	10,287
<b>7,730</b>	<b>10,287</b>

**03 Cash at Bank: Tk. 5,770,590**

The break up of the above amount is as under:

	Account No.		
Dutch Bangla Bank Ltd. Gulshan Branch	SND-116.120.1505	301,725	335,659
The City Bank Ltd. Gulshan Branch	SND-3101221156001	4,199,005	334,171
Mutual Trust Bank Ltd. Gulshan Branch	SND-0022-0320000793	10,542	52,021
Woori Bank Ltd.-Gulshan Br.	NDA-923000208	39,711	5,574
The City Bank Ltd. Gulshan Branch	6002-PIAA	1,200,721	4,698
Prime Bank Ltd. Mohakhali Branch	SND-11031050015284	1	358
Prime Bank Ltd. Gulshan Branch	SND-11831060023968	-	77
State Bank of India.	CD-05420271520201	18,885	-
<b>Total</b>		<b>5,770,590</b>	<b>732,558</b>

**04 Share Investment : Tk. 313,644,246**

The break up of the above amount is as under:

Bank:

Standard Bank Ltd.

**A. Total Share Investment: Bank**

1,022,355	-
<b>1,022,355</b>	<b>-</b>

Insurance:

Delta Life Insurance Company Ltd.

Meghna Life Insurance Co.Ltd.

Rupali Life Insurance Co.Ltd.

Sunlife Insurance Co.Ltd.

Paramount Insurance Co.Ltd.

Nitol Insurance Co.Ltd.

**B. Total Share Investment: Insurance**

631,359	-
907,616	-
344,680	-
144,074	-
-	1,691,539
-	3,680,319
<b>2,027,729</b>	<b>5,371,858</b>

	Amount in Taka	
	as at	
	31.12.2015	31.12.2014
<b>Finance:</b>		
IDLC	311,274	-
LankaBangla Finance Ltd.	1,564,152	-
PLFS Limited	81,079,069	-
Investment Corporation of Bangladesh (ICB)	-	9,416,437
MIDAS Financing Ltd.	-	584,360
<b>C. Total Share Investment: Finance</b>	<b>82,954,495</b>	<b>10,000,797</b>
<b>Textile:</b>		
Mozaffar Hossain Spinning Mills Ltd.	13,386,375	-
R.N. Spinning Mills Ltd.	1,494,168	-
Simtex Industries Ltd.	9,016,087	-
Sonali Aansh Industries Ltd.	248,992	-
Paramount Textile Ltd.	-	5,239,693
Generation Next Fashions Ltd.	-	2,255,591
<b>D. Total Share Investment: Textile</b>	<b>24,145,622</b>	<b>7,495,284</b>
<b>Fuel &amp; Power:</b>		
Eastern Lubricant Ltd.	16,159	-
Jamuna Oil Ltd.	8,074,859	2,417,588
Khulna Power Company Ltd.	378,542	-
Meghna Petroleum Ltd.	21,577,848	18,189,032
MJL Bangladesh Ltd	3,586,188	-
Padma Oil Company Ltd.	15,947,091	8,314,561
Quasem Drycells Ltd.	607,922	-
Shahjibazar Bazaar Power Co. Ltd.	50,402,246	41,157,489
Summit Purbachal Power Co.Ltd.	3,688,559	-
United Power GD Co.Ltd.	3,367,122	-
<b>E. Total Share Investment: Fuel &amp; Power</b>	<b>107,646,536</b>	<b>70,078,670</b>
<b>Mutual Fund:</b>		
Grameen one: Scheme Two	-	9,640,474
<b>F. Total Share Investment: Mutual Fund</b>	<b>-</b>	<b>9,640,474</b>
<b>Engineering:</b>		
Appollo Ispat Complex Ltd.	10,934,464	-
Bangladesh Building System	-	1,201,980
Golden Son Ltd.	-	2,339,419
GPH Ispat Ltd.	879,504	-
RSRM Steel Limited	1,697,273	-
Singer BD Ltd.	-	3,114,049
Western Marine Shipyard Ltd.	2,590,213	-
<b>G. Total Share Investment: Engineering</b>	<b>16,101,454</b>	<b>6,655,448</b>
<b>Pharmaceutical:</b>		
ACI Formulation Limited	12,338,778	-
ACI Limited	29,533,662	3,550,494
Far Chemical Industries Ltd.	7,550,747	-
Keya Cosmetics Ltd.	-	1,809,411
<b>H. Total Share Investment: Pharmaceuticals</b>	<b>49,423,187</b>	<b>5,359,905</b>

	Amount in Taka	
	as at	
	31.12.2015	31.12.2014
<b>Others:</b>		
Agni Systems Ltd.	227,204	-
Bangladesh Shipping Corporation	4,903,083	4,326,369
Berger Paints Bangladesh Ltd.	280,623	-
Eastern Housing Ltd.	110,117	-
Glaxo Smithkline Bangladesh	5,509,992	-
Grameenphone Ltd.	11,132,293	-
Khulna Printing & Pac.Ltd.	314,655	-
National Tubes Ltd.	232,552	-
Olympic Industries Ltd.	383,331	-
Rangpur Dairy Food Ltd.	1,017,654	-
Summit Alliance Port Ltd.	-	17,084,044
United Airways (BD) Ltd.	1,711,364	-
<b>I. Total Share Investment: Others</b>	<b>25,822,868</b>	<b>21,410,413</b>
Share Application:		
Pharmaceutical:		
Indo-Bangla Pharmaceuticals Ltd.	4,500,000	-
<b>J. Total Share Application: Pharmaceuticals</b>	<b>4,500,000</b>	<b>-</b>
<b>Total (A+B+C+D+E+F+G+H+I+J)</b>	<b>313,644,246</b>	<b>136,012,849</b>

#### 05 Margin Loan to Client : Tk. 1,861,827,457

The break up of the above amount is as under:

Be Rich Ltd.	175,840,633	179,537,688
Eminent Securities Ltd.	18,397,343	18,197,802
Far East Shares & Securities Ltd.	-	87,738,294
International Leasing Security Ltd.	29,013,523	-
International Security Co. Ltd.	12,590,572	13,601,667
Khwaja Equity Services Ltd.	323,507,010	243,008,560
Mika Securities Ltd.	136,139,846	-
Royal Capital Ltd.	450,884,210	418,249,810
Shah Mohammad Sagir & Co. Ltd.	146,095,224	155,478,572
S.R. Capital Ltd.	62,528,123	62,371,079
Stock And Security Link way Ltd.	-	4,831,585
Stock & Bond Ltd.	417,629,459	275,001,476
Synet Securities Ltd.	-	39,360,043
Western Securities Inv.Mag.Ltd.	1,669,440	-
Block Account	12,646,138	-
Segregate Account	74,885,936	-
<b>Total</b>	<b>1,861,827,457</b>	<b>1,497,376,576</b>

**5.01** Due to unusual/ unexpected fall in the share market, the market value of collateral securities as on 31 December 2015 fell below the receivable amount by Tk. 737,891,320 against which the company made provision for Tk. 89,668,773 which is equivalent to 12.15% of the net unrealized loss of outstanding margin loan to client. As per recent circular no. SEC/CMRRCD/2009-193/181 dated 8 December 2015 of Bangladesh Securities and Exchange Commission (BSEC) the Company may keep provision 20% of its negative equity balance for each five quarter from 31 December 2015 to 31 December 2016.

		Amount in Taka	
		as at	
		31.12.2015	31.12.2014
<b>06</b>	<b>Others Assets : Tk. 36,571,488</b>		
	The break up of the above amount is as under:		
	Accounts Receivable	06.01	12,939,298
	Advances, Deposits and Prepayments		10,694,336
	Receivable Underwriting Commission		949,500
	Deferred Tax Asset		720,000
	Advance Income Tax (AIT)	06.02	575,808
	Loan to Staff		395,667
	Receivable Interest on FDR		12,993,366
	Receivable Dividend Income		2,220,933
			309,360
			726,370
			-
			3,207,246
			1,980,500
			<b>36,571,488</b>
			<b>17,270,296</b>
<b>06.01</b>	<b>Accounts Receivable : Tk.12,939,298</b>		
	The break up of the above amount is as under:		
	Brokerage House	06.01.01	12,939,298
	Receivable-FAS Finance & Investment Ltd.		10,681,836
	Receivable-Work Station		-
	<b>Total</b>		12,500
			<b>12,939,298</b>
			<b>10,694,336</b>
<b>06.01.01</b>	<b>Brokerage House : Tk.12,939,298</b>		
	The break up of the above amount is as under:		
	Khwaja Equity Ltd.		-
	Stock & Bond Ltd.-Own		5,376,914
	Discretionary A/C-BD-0002		3,280,622
	Discretionary A/C-BD-0004		1,934,252
	Royal Capital Ltd.		1,196,641
	Be Rich Ltd.		156,801
	Synet Securities Ltd.		-
	Far East Shares & Securities Ltd.		633,660
	International Securities Co. Ltd.		576,304
	Khwaja Equity Ltd.-Own		248,368
	Mika Securities Ltd.-Own		513,085
	Mika Securities Ltd.		-
	Stock & Bond Ltd.		1,338
	Shah Mohammad Sagir & Co. Ltd.		1,100
	<b>Total</b>		549
			2,456,089
			-
			4,089,436
			-
			2,073,866
			-
			328,918
			-
			753,191
			-
			<b>12,939,298</b>
			<b>10,681,836</b>
<b>06.02</b>	<b>Advance Income Tax (AIT): Tk.12,993,366</b>		
	The break up of the above amount is as under:		
	Opening Balance		2,220,933
	Add: Addition during the year		2,416,134
			10,772,645
			331,754
			12,993,578
			2,747,888
	Less: Adjustment during the year		212
	<b>Total</b>		526,955
			<b>12,993,366</b>
			<b>2,220,933</b>



		Amount in Taka	
		as at	
		31.12.2015	31.12.2014
<b>07</b>	<b>Fixed Assets : Tk. 4,675,734</b>		
	The break up of the above amount is as under:		
	<b>Cost:</b>		
	Opening Balance	8,605,191	8,402,617
	Add: Addition during the year	527,799	202,574
		<b>9,132,990</b>	<b>8,605,191</b>
	<b>Accumulated Depreciation</b>		
	Opening Balance	3,738,029	2,945,995
	Add: Charged during the year	719,227	792,034
		<b>4,457,256</b>	<b>3,738,029</b>
		<b>4,675,734</b>	<b>4,867,162</b>
	<b>(Details of the Fixed Assets are shown in Annexure-1)</b>		
<b>08</b>	<b>Borrowings from other banks, financial institutions and agents : Tk. 1,821,181,189</b>		
	The break up of the above amount is as under:		
	Financial institution- Long term Portion	8.01 1,621,419,225	1,259,445,744
	Financial institution and Bank- Short term portion	8.02 199,761,964	29,514,274
	<b>Total</b>	<b>1,821,181,189</b>	<b>1,288,960,018</b>
<b>8.01</b>	<b>Borrowings from other financial institutions :Tk. 1,621,419,225</b>		
	The break up of the above amount is as under:		
	FAS Finance & Investment Ltd.	1,371,419,225	1,259,445,744
	International Leasing & Fin.Services Ltd.	250,000,000	-
		<b>1,621,419,225</b>	<b>1,259,445,744</b>
<b>8.02</b>	<b>Short Term Portion of Long Term Loan :Tk.199,761,964</b>		
	The break up of the above amount is as under:		
	Reliance Finance Limited	90,000,000	-
	Investment Corporation of Bangladesh	62,939,940	-
	Woori Bank (Overdraft)	24,470,104	10,503,064
	State Bank of India (Overdraft)	22,351,920	19,011,210
		<b>199,761,964</b>	<b>29,514,274</b>
<b>09</b>	<b>Provision for Expenses : Tk. 258,554</b>		
	The break up of the above amount is as under:		
	Audit Fees	34,500	34,500
	CDBL Charges	224,054	365,088
	<b>Total</b>	<b>258,554</b>	<b>399,588</b>
<b>10</b>	<b>Provision for Income Tax : Tk. 34,698,409</b>		
	The break up of the above amount is as under:		
	Opening Balance	18,193,410	10,050,723
	Add: Provision during the year	16,504,999	9,124,540
		<b>34,698,409</b>	<b>19,175,263</b>
	Less: Adjustment during the year	-	981,853
	<b>Total</b>	<b>34,698,409</b>	<b>18,193,410</b>

		Amount in Taka	
		as at	
		31.12.2015	31.12.2014
<b>11</b>	<b>Sundry Creditors : Tk. 14,732,383</b>		
	The break up of the above amount is as under:		
	Discretionary A/C-BD-0004	-	5,115,942
	Discretionary A/C-BD-0002	-	3,395,718
	Discretionary A/C-BD-0001	7,833,150	2,359,010
	Stock & Bond Ltd.	-	492,110
	Khwaja Equity services Ltd.-Own	-	203,936
	Shah Mohammad Sagir & Co.Ltd	-	160,009
	Khwaja Equity services Ltd.	380,896	-
	Discretionary A/C-BD-0003	1,081,680	-
	Discretionary A/C-General	3,267,278	-
	All Broker-Cash Account	2,169,379	-
	<b>Total</b>	<b>14,732,383</b>	<b>11,726,725</b>
<b>12</b>	<b>Others Liabilities : Tk. 131,145,608</b>		
	The break up of the above amount is as under:		
	Provision against Share Investment	12.01	41,476,835
	Provision against Margin loan	12.02	89,668,773
	<b>Total</b>		<b>131,145,608</b>
<b>12.01</b>	<b>Provision for Share Investment: Tk. 41,476,835</b>		
	The break up of the above amount is as under:		
	Opening Balance	-	8,833,317
	Add: Provision during the year	41,476,835	-
		41,476,835	8,833,317
	Less: Adjustment during the year	-	8,833,317
	<b>Total</b>	<b>41,476,835</b>	<b>-</b>
<b>12.02</b>	<b>Provision against Margin loan: Tk. 89,668,773</b>		
	The break up of the above amount is as under:		
	Opening Balance	89,668,773	71,641,066
	Add: Provision during the year	-	70,000,000
		89,668,773	141,641,066
	Less: Adjustment during the year (Write Off)	-	51,972,293
	<b>Total</b>	<b>89,668,773</b>	<b>89,668,773</b>
<b>13</b>	<b>Share Capital :</b>		
<b>13.01</b>	<b>Authorized Capital : Tk. 1,000,000,000</b>		
	The break up of the above amount is as under:		
	100,000,000 Ordinary Shares of Tk. 10.00 each	<b>1,000,000,000</b>	<b>1,000,000,000</b>
<b>13.02</b>	<b>Paid Up Capital : Tk. 250,000,000</b>		
	The break up of the above amount is as under:		
	Paid Up Capital	250,000,000	250,000,000
	25,000,000 Ordinary Shares of Tk. 10.00 each	<b>250,000,000</b>	<b>250,000,000</b>

**13.03 Percentage of Shareholding**

	2015(%)	Taka	2014(%)	Taka
Sponsors	2.4	6,000,000	1.2	3,000,000
Financial Institutions	97.6	244,000,000	98.8	247,000,000
	100	250,000,000	100	250,000,000

**13.04 Name of directors, Sponsors Shareholders & their shareholding**

	Number of Share	Total Value	%
Mr. Abdul Matlub Ahmad	100,000	1,000,000	0.4
Mr. Abdul Halim	100,000	1,000,000	0.4
Mr.Sudir Chandra Sarker	100,000	1,000,000	0.4
Mr.Uzzal Kumer Nandi	100,000	1,000,000	0.4
Mr.Siddiqur Rahman	100,000	1,000,000	0.4
Mr.Zahangir Alam	100,000	1,000,000	0.4
FAS Finance & Investment Ltd.	24,400,000	244,000,000	97.6
	25,000,000	250,000,000	100

**14 Retained earnings : Tk. 481,102**

The break up of the above amount is as under:

Opening balance	(2,678,786)	(31,300,117)
Adjustment for the assessment Year-2012-2013	-	269,321
Deferred Tax(prior year adjustment)	155,727	-
Net Profit after Tax	3,004,161	28,352,010
<b>Total</b>	<b>481,102</b>	<b>(2,678,786)</b>

Amount in Taka	
as at	
31.12.2015	31.12.2014
(2,678,786)	(31,300,117)
-	269,321
155,727	-
3,004,161	28,352,010
<b>481,102</b>	<b>(2,678,786)</b>

**15 Interest Income : Tk. 230,895,576**

The break up of the above amount is as under:

Interest on Margin Loan	15.01	230,422,350	246,285,294
Bank Interest-SND A/c		460,836	55,365
Interest on Staff Loan		12,390	16,316
<b>Total</b>		<b>230,895,576</b>	<b>246,356,975</b>

Amount in Taka	
for the year ended	
31-Dec-2015	31-Dec-2014
230,422,350	246,285,294
460,836	55,365
12,390	16,316
<b>230,895,576</b>	<b>246,356,975</b>

**15.01 Interest on Margin Loan : Tk. 230,422,350**

The break up of the above amount is as under:

Be Rich Ltd.	21,747,821	28,529,523
Eminent Securities Ltd.	1,695,643	3,340,254
Far East Shares & Securities Ltd.	2,831,841	17,298,239
International Leasing Securities Ltd.	2,248,150	-
International Security Co. Ltd.	1,246,420	1,774,909
Khwaja Equity Services Ltd.	39,428,110	42,767,586
Royal Capital Ltd.	68,484,125	68,064,646
Stock & Bond Ltd.	66,664,594	47,119,583
Shah Mohammad Sagir & Co. Ltd.	20,540,715	25,013,630
S.R. Capital Ltd.	4,032,647	5,802,762
Synet Securities Ltd.	1,502,284	6,295,579
Stock And Security Linkway Ltd.	-	278,583
<b>Total</b>	<b>230,422,350</b>	<b>246,285,294</b>

		Amount in Taka	
		for the year ended	
		31-Dec-2015	31-Dec-2014
<b>16</b>	<b>Interest paid on deposit and borrowings, etc. : Tk. 189,271,524</b>		
	The break up of the above amount is as under:		
	Bank	2,482,352	2,526,168
	Financial Institute	186,789,172	174,494,497
	<b>Total</b>	<b>189,271,524</b>	<b>177,020,665</b>
<b>17</b>	<b>Investment Income : Tk. 25,397,252</b>		
	The break up of the above amount is as under:		
	Profit on Share Investment	20,080,321	28,118,405
	Dividend on Shares	5,316,931	3,261,501
	<b>Total</b>	<b>25,397,252</b>	<b>31,379,906</b>
<b>18</b>	<b>Commission, Exchange and Brokerage :</b>		
	The break up of the above amount is as under:		
	Underwriting Commission	-	526,058
	<b>Total</b>	<b>-</b>	<b>526,058</b>
<b>19</b>	<b>Other Operating Income : Tk. 12,711,769</b>		
	The break up of the above amount is as under:		
	Portfolio Management Fees	11,574,999	13,207,866
	Documentation Fee	92,400	19,200
	Interest on FDR	726,370	-
	Work Station Rent	318,000	270,000
	<b>Total</b>	<b>12,711,769</b>	<b>13,497,066</b>
<b>19.01</b>	<b>Portfolio Management Fees : Tk. 11,574,999</b>		
	The break up of the above amount is as under:		
	Be Rich Ltd.	888,778	1,463,666
	Eminent Securities Ltd.	138,104	100,205
	Far East Shares & Securities Ltd.	69,396	453,445
	International Leasing Securities Ltd.	137,765	
	International Security Co. Ltd.	36,579	66,909
	Khwaja Equity Services Ltd.	2,050,134	2,223,785
	Royal Capital Ltd.	2,548,010	3,435,685
	Stock & Bond Ltd.	2,430,501	2,519,799
	Shah Mohammad. Sagir & Co. Ltd.	921,414	1,311,003
	S.R. Capital Ltd.	556,685	324,283
	Synet Securities Ltd.	63,917	312,532
	Stock And Security Linkway Ltd.	-	31,694
	FAS Finance & Investment Ltd.	1,733,716	964,860
	<b>Total</b>	<b>11,574,999</b>	<b>13,207,866</b>

		Amount in Taka	
		for the year ended	
		31-Dec-2015	31-Dec-2014
<b>20</b>	<b>Salary and Allowances : Tk. 11,679,110</b>		
	The break up of the above amount is as under:		
	Basic Salary and all other allowances	8,834,381	8,046,935
	Provident Fund	463,258	329,116
	Festival Bonus	912,632	757,024
	Incentive Bonus	323,212	-
	Gratuity Fund	1,145,627	1,044,494
	<b>Total</b>	<b>11,679,110</b>	<b>10,177,569</b>
<b>21</b>	<b>Rent, Taxes, Insurance, Electricity, etc : Tk. 1,990,762</b>		
	The break up of the above amount is as under:		
	Office Rent	1,850,384	1,046,400
	Electric Bill	118,319	117,178
	Generator Bill	20,332	43,550
	Insurance Premium	1,727	64,582
	<b>Total</b>	<b>1,990,762</b>	<b>1,271,710</b>
<b>22</b>	<b>Postage, Stamps, Telecommunication : Tk. 382,468</b>		
	The break up of the above amount is as under:		
	Internet Bill	181,524	201,365
	Telephone & Mobile Bill	190,504	154,636
	Postage & Courier	10,440	1,132
	<b>Total</b>	<b>382,468</b>	<b>357,133</b>
<b>23</b>	<b>Printing, Stationery &amp; Advertisement: Tk. 264,403</b>		
	The break up of the above amount is as under:		
	Dhaka (Head Office)	264,403	181,477
	Narsingdi (Branch Office)	-	1,010
	Chittagong (Branch Office)	-	2,720
	Sylhet (Branch Office)	-	295
	<b>Total</b>	<b>264,403</b>	<b>185,502</b>
<b>24</b>	<b>Repairs: Tk. 304,322</b>		
	The break up of the above amount is as under:		
	Software Maintenance	148,771	132,454
	Vehicle Maintenance	124,646	528,096
	Repair & Maintenance	30,905	54,077
	<b>Total</b>	<b>304,322</b>	<b>714,627</b>



**25 Other Expenses : Tk. 3,096,807**

The break up of the above amount is as under:

Bank Charge & Commission
Business Promotion
CDBL Charge
Conveyance allowance
Cookeries
Documentation Charge
Earn Leave Expense
Entertainment
Fees & Subscription
Fuel & Lubricants
Garage Rent
Medical Allowance
Miscellaneous Expenses
Newspaper & Periodicals
Office Maintenance
Registration Fees
Renewal Fees
Security Deposit Write off
Security Service Bill
Service Charge
Share Transfer Expense
Spare & Accessories
Staff Fooding
Stamp & Notary
Training & Development Expense
VAT Expense
Wasa Bill

Amount in Taka	
for the year ended	
31-Dec-2015	31-Dec-2014
84,482	48,892
-	300,650
1,832,351	1,438,680
92,465	135,485
-	751
25,000	-
67,269	-
146,057	65,632
11,500	-
238,853	98,759
14,500	30,000
7,694	-
200	-
11,590	7,315
28,845	27,290
56,898	-
190,057	176,394
4,500	-
27,600	-
124,824	81,944
91,042	-
9,730	7,680
-	84,850
6,690	-
13,000	-
3,750	51,457
7,910	7,252
<b>3,096,807</b>	<b>2,563,032</b>

## 26 Related Party Discloser

## a. Particulars of Directors and their interest in different entities:

Sl.No.	Name of Director	Status in FAS Capital Management Ltd.	Name of the firms/Companies in which interested as proprietor, Partner, director, managing agent, guarantor, employee etc.
1	Mr. Mohammad A Hafiz	Chairman (Nominated by FAS Finance & Investment Ltd.)	Stock & Bond Limited, AAA Finance & Investment Ltd.
2	Mr. Md. Zahangir Alam	Director	Design & Source Ltd. ZA Apparels Ltd. ZA Sweaters Ltd. DSL Hong Kong Ltd. ZA Sourcing Waymart Apparels Ltd. Denim Processing Plant Ltd. Forest Hill Resort Ltd. FAS Finance & Investment Ltd.
3	Mr. Md. Siddiqur Rahman	Director	Simtex Industries Ltd. Simtex Textiles Ltd. Orix Assets Ltd. Shaqib & Company Ltd. Clewiston Foods & Accommodation Ltd. FAS Finance & Investment Ltd. Nitol Insurance Company Ltd.
4	Mr. Md. Mostain Billah	Director (Nominated by FAS Finance & Investment Ltd.)	Mostain Billah & Co., Chartered Accountants
5	Mr. Anjan Kumer Roy	Director (Nominated by FAS Finance & Investment Ltd.)	ARUN & ANJAN, Chartered Accountants Finance Accounting Management Experts Ltd. (FAME)
6	Md. Russel Shahrior	Director (Nominated by FAS Finance & Investment Ltd.)	Managing Director FAS Finance & Investment Ltd.
7	Md. Shahidul Alam	Chief Executive Officer-C.C.	N/A

## b. Related Party Transaction


The company carried out a number of transactions with related parties in the normal course of business. The nature of transactions and their values are shown below:

Sl.No.	Name of the Related Party	transaction Nature	Balance as at	Addition	Adjustment	Balance as at
			01-Jan-2015	Taka	Taka	Taka
1	FAS Finance & Investment Limited	Loan	1,259,445,744	171,988,167	60,014,687	1,371,419,225
2	FAS Finance & Investment Limited	Paid up capital	247,000,000	-	3,000,000	244,000,000

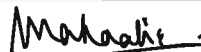
## 27 Basic earning per share (EPS) discloser under BAS-33

Net Profit for the year  
Weighted average number of ordinary shares  
Basic earning per share (EPS)

Amount in Taka for the year ended	
31-Dec-2015	31-Dec-2014
3,004,161	28,352,010
25,000,000	25,000,000
0.12	1.13

  
**Md. Shahidul Alam**  
Chief Executive Officer (CC)

  
**Anjan Kumer Roy, FCA**  
Director

  
**Mohammad A Hafiz**  
Chairman

## FAS Capital Management Limited

### Fixed Assets Schedule

As on 31 December 2015

Annexure-1  
Amount in Tk.

Particulars	Cost			Rate (%)	Depreciation			Written Down Value as on 31.12.2015
	Balance as on 01.01.2015	Addition during the year	Adjustment/disposal during the year		Balance as on 31.12.2015	Addition during the year	Adjustment / disposal during the year	
Computer & Accessories	1,137,981	174,554	-	15	496,346	115,979	-	612,325
Furniture & Fixture	1,692,229	-	-	10	568,655	112,357	-	681,012
Motor Vehicle	1,429,000	-	-	20	872,947	111,211	-	984,158
Office Decoration	816,466	-	-	10	291,239	52,523	-	343,762
Office Equipment	1,446,840	-	-	15	689,629	113,582	-	803,211
Software	1,908,750	350,000	-	15	735,762	199,573	-	935,335
Telephone & PABX	173,925	3,245	-	15	83,451	14,002	-	97,453
<b>Balance as on 31 Dec 2015</b>	<b>8,605,191</b>	<b>527,799</b>	<b>-</b>		<b>3,738,029</b>	<b>719,227</b>	<b>-</b>	<b>4,457,256</b>
<b>Balance as on 31 Dec 2014</b>	<b>8,402,617</b>	<b>202,574</b>			<b>2,945,995</b>	<b>792,034</b>		<b>3,738,029</b>
								<b>4,867,162</b>

## FAS Capital Management Limited

### Investment In Shares and Bonds

As at 31 December 2015

Annexure-2  
Amount in Tk.

SL. No	Particulars	Number of Shares	Cost Price	Total Cost	Market Price Per Share	Market Value	Provision
1	ACI Formulations Ltd.	60,000	204.95	12,338,778	189.70	11,382,000	(956,778)
2	ACI Limited	51,000	582.93	29,533,662	561.60	28,641,600	(892,062)
3	Agni Systems Limited	10,000	22.72	227,204	21.40	214,000	(13,204)
4	Appollo Ispat Co.Ltd	550,000	19.78	10,934,464	17.40	9,570,000	(1,364,464)
5	Bangladesh Shipping Cor.	10,232	479.19	4,903,083	332.40	3,401,117	(1,501,966)
6	Berger Paints (BD) Ltd.	140	2,004.45	280,623	1,903.60	266,504	(14,119)
7	Delta Life Insurance Co.Ltd.	5,000	126.27	631,359	122.20	611,000	(20,359)
8	Eastern Housing Limited	3,000	36.71	110,117	34.90	104,700	(5,417)
9	Eastern Lubricants Ble.Ltd.	50	323.19	16,159	305.60	15,280	(879)
10	Far Chemical Ind. Ltd.	200,000	37.75	7,550,747	28.70	5,740,000	(1,810,747)
11	GlaxoSmithKline (BD) Ltd.	2,800	1,967.85	5,509,992	1,799.80	5,039,440	(470,552)
12	GPH Ispat Ltd.	20,000	43.98	879,504	41.10	822,000	(57,504)
13	Grameenphone Ltd.	35,000	318.07	11,132,293	253.00	8,855,000	(2,277,293)
14	IDLC Finance Ltd.	5,000	62.25	311,274	63.60	318,000	6,726
15	Indo-Bangla pha.Ltd.(Place)	450,000	10.00	4,500,000	10.00	4,500,000	-
16	Jamuna Oil	39,500	204.43	8,074,859	157.10	6,205,450	(1,869,409)
17	Khulna Power Co.Ltd.	5,000	75.71	378,542	74.90	374,500	(4,042)
18	Khulna Printing & Pac.Ltd	20,000	15.73	314,655	12.20	244,000	(70,655)
19	Lankabangla Finance Ltd.	50,000	31.25	1,564,152	29.00	1,450,000	(114,152)
20	Meghna Life Insurance Co. Ltd	15,000	60.51	907,616	57.00	855,000	(52,616)
21	Meghna Petroleum Ltd	92,000	234.54	21,577,848	152.60	14,039,200	(7,538,648)
22	MJL Bangladesh Ltd.	35,000	102.46	3,586,188	94.60	3,300,500	(285,688)
23	Mozaffar H.S.Mills Ltd	400,000	33.47	13,386,375	23.00	9,200,000	(4,186,375)
24	National Tubes Ltd.	2,400	96.90	232,552	99.70	239,280	6,728
25	Olympic Industries Ltd.	1,500	255.55	383,331	259.20	388,800	5,469
26	Padma Oil Company Ltd.	60,000	265.78	15,947,091	184.20	11,052,000	(4,895,091)
27	Peoples leasing & Fin.	5,703,443	14.22	81,079,069	14.30	81,559,235	480,166
28	Quasem Drycell Ltd.	5,000	121.58	607,922	124.90	624,500	16,578
29	R.N.Spining Mills Ltd.	65,000	22.99	1,494,168	22.10	1,436,500	(57,668)
30	Ratanpur St.Re-Rol.M.Ltd	33,000	51.43	1,697,273	48.00	1,584,000	(113,273)
31	RD Food Product Ltd.	67,000	15.19	1,017,654	14.30	958,100	(59,554)
32	Rupali Life Insurance Co.Ltd.	10,000	34.47	344,680	32.40	324,000	(20,680)
33	Shahjibazar Power Co.Ltd	327,300	161.96	50,402,246	122.60	40,126,980	(10,275,266)
34	Simtex Industries Limited	375,000	24.28	9,016,087	22.00	8,250,000	(766,087)
35	Sonali Aansh Ind.Ltd.	2,000	124.50	248,992	121.10	242,200	(6,792)
36	Standard Bank Ltd.	100,000	10.22	1,022,355	9.20	920,000	(102,355)
37	Summit Purbachal Power Co.Ltd.	61,649	59.83	3,688,559	55.20	3,403,025	(285,534)
38	Sunlife Insurance Co.Ltd.	5,000	28.81	144,074	27.10	135,500	(8,574)
39	United Airways (BD) Ltd.	180,000	9.51	1,711,364	7.30	1,314,000	(397,364)
40	United Power GDC Ltd.	20,000	168.36	3,367,122	140.20	2,804,000	(563,122)
41	Western Marine Shipyard Ltd.	60,000	43.17	2,590,213	27.60	1,656,000	(934,213)
<b>Total</b>				<b>313,644,246</b>		<b>272,167,411</b>	<b>(41,476,835)</b>



## HIGHLIGHTS OF THE YEAR 2015



**18th Annual General Meeting**



**Opening Ceremony of re-located Sylhet Br.**



**Participated in Banking Fair-2015**



**Participated at Rehab Fair Chittagong**



**Corporate Day Out Program at Grand Sultan**



**Blankets distribution to cold affected people in Rangpur**



## SOME PROJECTS FINANCED BY FFIL



**Power Projects**



**Pharmaceutical Industries**



**Residential Hotel**



**Home Loan**



**Textile Industries**



**Plastic Industries**





**FAS Finance & Investment Limited**

Suvastu Imam Square (4th floor)  
65, Gulshan Avenue, Gulshan-1, Dhaka-1212

**PROXY FORM**

I / We .....  
of ..... being a member  
of FAS FINANCE & INVESTMENT LIMITED do hereby appoint Mr./Mrs./Mis.....  
.....or (failing him/ her) of .....  
.....as my/our proxy to attend and vote for me/as and on  
my/our behalf at the 19th Annual General Meeting of the company to be held on Thursday, June 23, 2016 at 9.30 am at  
hotel Abakash Bangladesh Parjatan Corporation, 83-88 Mohakhali, Dhaka-1212.

Revenue  
Stamp of  
Tk 20/

Signature of Member .....

BO/ ID No. ....

No. of Shares .....

Signature of proxy .....

Note: A member entitled to attend and vote at the General Meeting may appoint a Proxy to attend and vote in his/her  
stead. The Proxy Form, duly stamped, must be deposited at the Registered Office (Suvastu Imam Square, 4th floor, 65,  
Gulshan Avenue, Gulshan, Dhaka-1212) of the Company not later than 48 hours before the time fixed for the meeting.



**FAS Finance & Investment Limited**

Suvastu Imam Square (4th floor)  
65, Gulshan Avenue, Gulshan-1, Dhaka-1212

**ATTENDANCE SLIP**

I hereby record my attendance at the 19th ANNUAL GENERAL MEETING of the company being held on Thursday, June 23,  
2016 at 9.30 am at hotel Abakash Bangladesh Parjatan Corporation, 83-88 Mohakhali, Dhaka-1212.

Name of Member / Proxy.....

Folio / BO ID No. ....

Signature..... Date .....

N. B. Shareholders attending the meeting in perse or Proxy are requested to complete the attendance slip and deposit the  
same at the entrance of the meeting hall.



## **FAS Finance & Investment Ltd.**

### **Head Office**

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65 Gulshan Avenue, Gulshan  
Dhaka-1212, Bangladesh.  
Phone : +88-09604-04 65 65  
Fax : +88-02-9860531  
Email : [info@fasbd.com](mailto:info@fasbd.com)  
Web : [www.fasbd.com](http://www.fasbd.com)

### **Chittagong Office**

Ayub Trade Center (4th Floor)  
1269/B S.K. Mujib Road  
Agrabad Commercial Road  
Chittagong  
E-mail : [chittagong@fasbd.com](mailto:chittagong@fasbd.com)

### **Sylhet Office**

Feroz Centre (4th Floor)  
Chouhatta, Sylhet Sadar  
Sylhet-3100  
Phone : +880-821-721689  
Email : [sylhet@fasbd.com](mailto:sylhet@fasbd.com)

### **Extended Office**

[Recovery & Liability Operation Unit]  
BDDL Aftab Tower, DIT Road  
East Rampura, Dhaka  
Phone : +88-02-9360921

### **Narsingdi Office**

Index Plaza (Mezzanine Floor),  
Station Road Bowakur, Narsingdi.  
Phone : +88-02-9451657  
Email : [narsingdi@fasbd.com](mailto:narsingdi@fasbd.com)

### **Subsidiary**

FAS Capital Management Ltd.  
Zahed Plaza (5th Floor)  
30 Gulshan Avenue North C/A  
Dhaka-1212  
Phone : +88-02-8834253-4