ANNUAL REPORT 2024



মিডল্যান্ড ব্যাংক সালাম
ইসলামী ব্যাংকিং

midlandbank
bank for inclusive growth

COVER STORY



EMPOWERING GROWTH, INSPIRING CONFIDENCE

Growth is more than expansion. It is the pulse of progress, the rhythm of resilience, the force that turns ambition into achievement. Confidence is more than belief. It is the quiet strength behind bold decisions, the trust that fuels transformation, the light that leads in indecisive times.

The ideals of Midland Bank are the essence of our journey. In 2024, we didn't just adapt to change; we crafted it. We didn't just uplift businesses; we accelerated their trajectory. We didn't just assure security; we redefined it. Every transaction became a gateway to new possibilities, every initiative a catalyst for transformation.

Every innovation, a bridge to a brighter future. Every challenge, an invitation to rise higher. We stood beside dreamers, risk-takers, and visionaries — turning financial potential into unstoppable momentum. We empowered and inspired. And as we look ahead, we know that growth has no ceiling and confidence has no boundaries.

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আপনার ব্যাংকিং-এর
সহজ সমাধান মিডল্যান্ড অনলাইন



24/7 16596 www.midlandbankbd.net

Letter of **Transmittal**

April 30, 2025

All Shareholders of Midland Bank PLC.
Bangladesh Bank (BB)
Bangladesh Securities and Exchange Commission (BSEC)
Registrar of Joint Stock Companies and Firms (RJSC & F)
Dhaka Stock Exchange PLC. (DSE)
Chittagong Stock Exchange PLC. (CSE)
Financial Reporting Council (FRC)

Dear Sir,

Annual Report of Midland Bank PLC. for the year ended on December 31, 2024

We are pleased to enclose a copy of the Bank's Integrated Annual Report 2024, together with the Audited Financial Statements for the year ended December 31, 2024 for your kind information and record.

Thank you.

Sincerely,



Khalid Mohammad Sharif FCS
Company Secretary

TABLE OF CONTENT

INTRODUCTION 7

Midland Bank Profile: Success and Promises	8
About Our Integrated Report	9
Corporate Profile	10
Performance Dashboard	11
MDB Financial Performance and Ratios: 5 Years Overview	12
Sponsors & Shareholders	14
Memberships, Connections & Recognitions	15

ORGANIZATIONAL OVERVIEW 17

Vision & Mission	18
Corporate Core Values	19
Overall Strategic Goals and Objectives	20
Customer Charter and Ethical Preferences	21
Milestones	22
Value creation for stakeholders during 2024	24

CORPORATE INFORMATION 27

The Board of Directors	29
Committees of the Board of Directors	44
Shariah Supervisory Council	45
The Profiles of Shariah Council Members	46
Management Committees	47
Products & Services	54
Code of Conduct & Ethical Guidelines	56
Strategic Priorities	57
Organizational Structure	58

STEWARDSHIP 59



We ensured quality discussions, information sharing and transparency in the disclosures of the Bank, at the Board level, with a commitment to the highest levels of corporate governance.

Ahsan Khan Chowdhury
Chairman

From the Desk of the Chairman	61



Midland Bank PLC. (MDB) has adopted a forward-thinking and comprehensive business strategy that focuses on innovation, inclusivity, and financial sustainability.

Md. Ahsan-uz Zaman
Managing Director & CEO

Managing Director & CEO's review	65
Directors' Report	68

INFORMATION FOR STAKEHOLDERS 83

General Information for Shareholders	84
Ownership Composition	85
Directors' Shareholding Status	86
Pattern of Shareholding	87
Attendance of The Meetings	88
Meeting of the Directors of Midland Bank PLC.	89
Report on Economic Impact	90
Value Added Statement (VAS)	90
Market Value Added (MVA) Statement	91
Economic Value Added (EVA) Statement	91
Stock Performance	92
DuPont Analysis	93
Review of Capital Market Portfolio	94
Credit Rating of MDB	95
Financial Calendar	95
Queries Relating to Corporate Information-Effective investor communication	96
Accessibility to The Annual Report	96
Grievance Redress of Investors/ Shareholders	96





GOVERNANCE REPORTS 99

Corporate Governance Overview Statement by The Company Secretary	100
Chief Financial Officer's Report	101
Report of Executive Committee	103
Report of Audit Committee	104
Report of Risk Management Committee	106
Corporate Governance Report	107
Disclosure on Governance under Bangladesh Secretarial Standards (BSS)	121
Compliance Status on Corporate Governance Guidelines	123
Bangladesh Bank Corporate Governance Guidelines: Our Compliance Status	134
Status of Compliance with the Companies Act, 1994 (amended up to 2020)	143
Dividend Distribution Policy of MDB	144
Report on Dividend Distribution Compliance	146
Statement on Ethics and Business Code of Conduct	148
Report of the Asset Liability Committee (ALCO)	148
Disclosure On National Integrity Strategy	150

DIVISIONAL PERFORMANCE OVERVIEW 151

Report from Board and Company Secretariat Division	152
Report from Human Resources Management Division	153
Report from Financial and Administration Division	155
Report from Information Technology Division	156
Report from Internal Control and Compliance Division	157
Report from Institutional Banking Division	158
Report from CS & CM DIVISION	159
Report from Treasury and Market Risk Division	160
Report from International Division and NRB	160
Report from General Services Division	161
Report from AML Division	162
Report from Retail Distribution Division	163
Report from MDB Card Division	165
Report from Agent Banking Division	166
Report from Public Relations Division	166
Report from Special Assets Management Department	167
Report from Legal Division	168
Report from ISLAMI BANKING (MDB SAALAM) Department	169
Report from Agri Business	169
Report from CMSME Financing	170
Report from Credit Administration Division	171
Reports from Risk Management Division	172
MDB Subsidiary	174

RISK MANAGEMENT 175

Risk Management Framework	176
Risk Mitigation Methodology	178
Disclosure of Risk Reporting	181
Message from the CRO	182
Capital Planning	185
Market Discipline Disclosures on Risk Based Capital (Basel-III)	185
Managing of Non-Performing Loans (NPL)	202
Recovery of classified and written off loans	203
Report on Going Concern	204





INTEGRATED REPORT 205

Business Model and Value Creation	206
Six Capitals	209
Human Resource Accounting (HRA)	213
SWOT Analysis	214
PESTEL Analysis	215
ENTITY Analysis	216

MANAGEMENT DISCUSSION AND ANALYSIS 219

Redefining Possibilities: Enabling Sustainable Growth through Technological Advancement	220
Operational Excellence	222
Customer Delight: Our Journey towards Excellence	224
Segment Analysis	225

HIGHLIGHTS OF THE YEAR 227

MDB Snapshots of Key Events 2024	228



SUSTAINABILITY REPORT 233

Managing Director's Message on Sustainability	234
Sustainability Report	235
Disclosure On ESG Initiatives	238
Stakeholders Engagement	240
Material Topic Report	241
Commitment to Sustainable Development Goals (SDGs)	243
Green Banking: Towards Sustainable Banking	244
Report on Corporate Social Responsibility	246
Financial Literacy	249

FINANCIAL STATEMENTS 251

Statement of directors on adequacy of the system of internal control	252
Directors Responsibility in Relation to Financial Statements	253
Declaration of Managing Director & CEO and Chief Financial Officer to the Board of Directors	254
Independent Auditor's Report to The Shareholders	255
Consolidated & Separate Financials Statements 2024	260
Notes to the Financial Statements	274
Financial Statements of Subsidiary	336

SUPPLEMENTARY INFORMATION 351

Navigating Our Integrated Report	352
Geographic Map of Branches And Sub-Branches	354
MDB Services Network	355
Agent Banking Centers	361
ATM Networks	365
Global correspondents network	367
Key Financial Indicators Disclosure	371
AGM notice	372
Proxy Form	373



INTRODUCTION



MIDLAND BANK PROFILE: SUCCESS AND PROMISES

Midland Bank PLC. (MDB) came to the financial frontier of Bangladesh in 2013 as a fourth generation Bank to serve people from all walks of life. The Bank was issued certificate of incorporation and certificate of commencement of business on March 20, 2013 under the Companies Act 1994 as a Public Limited Company by shares for conducting all types of banking activities. The Bank is led by a Board of Directors who are experienced and expert in their respective field of business. A highly competent and expert team of bankers steers the Bank's everyday operations to the path of progress as envisioned by its Shareholders.

MDB started commercial operation on June 20, 2013 with a corporate slogan "bank for inclusive growth". Bank's business model has been evolving over time in response to significant changes in the operating environment– notably tightening of regulatory oversight, rapid development of new information and communication technologies and the more worth noticing, constantly changing customer behaviour. We are well aware of our requirement to bring qualitative changes in our operational module as to make our position even more competitive and customer centric and shall remain focused to come up to the maximum possible wavelength of our customer satisfaction. MDB as a matter of policy perception believe on innovation and as part of it exploring of new avenues to ramify our financial services across the different demographic and geographical segments.

MDB is presenting its 2024 financial results as a fast growing fourth generation Bank in Bangladesh with the pride of a solid capital base, quality assets and strong profitability. The year 2024 has seen that deposit accounts increased by 44,350 from 291,316 in 2023 to 335,666 in 2024 and loan accounts increased by 1,508 from 5,397 in 2023 to 6,905 in 2024. Total Loans and Advances increased by 15.34%, or BDT 8,413.89 million from 54,862.66 million in 2023 to 63,276.55 million in 2024. However, overall loans portfolio remained relatively balanced between Institutional Banking, MSME and Retail Segments. Customer deposits grew by 24.71%, or BDT 14,902.34 million from 60,302.72 million in 2023 to 75,205.07 million in 2024. While growing our deposits book, we have focused on low cost and no cost (CASA) deposits acquisition and eventually by the end of 2024 our CASA ratio stood at 27%.

Operating profit before provision on loans and tax increased by 21.31% from BDT 1,743.00 million in 2023 to BDT 2,114.45 million in 2024. But Net profit after tax registered at BDT 817.95 million in 2024 against BDT 1,133.11 million in 2023, i.e., decreased by BDT 315.16 million, or 27.81% over 2023, due to decrease in net interest income and increase in provision for loans and advances.

Return on Equity (ROE) stood at 8.69% in 2024 from 13.49% in 2023, Return on Assets (ROA) stood at 0.88% in 2024 from 1.39% in 2023 and Earnings Per Share (EPS) stood at BDT 1.28 in 2024 against BDT 1.77 in 2023. At the year-end of 2024, shareholders' equity stood at BDT 9,676.78 million against BDT 9,150.66 million in 2023. Bank's Capital to Risk Weighted Asset Ratio (CRAR) stood at 16.78% in 2024 against 17.28% in 2023 which stayed much above the minimum required ceiling of 12.50% as per Basel-III accord. In our strategic action, we are giving priority to developing MSMEs placing special attention to extending finance to manufacturing sector. A total of 1,105 MSME entrepreneurs were stood BDT 5,853.28 million in 2024 against 953 MSME entrepreneurs and loans amount of BDT 5,684.14 million in 2023. We're getting growth rates above the market benchmark which give us confidence for the future.

In the year 2020, MDB launched its Islami Banking Window "MDB Saalam" on 23 April 2020 after getting approval from Bangladesh Bank and within the short time break Deposit stood at BDT 5,060.51 million in Dec'24 compared to BDT 3569.73 million in Dec'23, Investment stood at BDT 3,331.66 million in Dec'24 compared to BDT 2,545.68 million in Dec'23 and aggregated total assets stood at BDT 5,182.41 million in Dec'24 compared to BDT 3,593.51million in Dec'23. Operating profit of Islami Banking Window of the Bank reported at BDT 22.70 million in Dec'24 compared to BDT 18.57 million in Dec'23.

On the other hand, Off-shore Banking Unit (OBU) after getting approval from Bangladesh Bank launched of its operation on 20 June 2020 and as of December 31, 2024 total disbursed amount of loans stood at USD 16.44 million in Dec'24 compared to 30.79 million in Dec'23 out of bill purchase and discounting facilities. During the period, OBU borrowed USD 9.00 million in Dec'24 compared to USD 19.85 million in Dec'23 from Midland on-shore (DBU-Treasury) and other Banks' OBU. It is noteworthy to mention that from the very outset of launching, the OBU gathered business momentum and as on December 31, 2024, its operating profit reported to USD 67,753 in Dec'24 compared to USD 200,465 in Dec'23.

Being committed to the clients, community and economy, the Bank is on the way to binding the nation together by including people from all across the frontiers - Urban and Rural, Local and Global. The Bank is forging ahead with a soaring ambition. We are convinced that Midland Bank will be succeed in realizing its full potential to become the leading client-centric Bank in country.

ABOUT OUR **INTEGRATED REPORT**

The Integrated Report of Midland Bank PLC. (MDB) provides a holistic perspective on both financial and non-financial aspects of our operations. This report is designed to provide stakeholders with concise and comprehensive information, enabling them to make well-informed assessments of our financial performance, including solvency, governance practices, and strategic direction.

Scope and boundary

This report covers the period from January 1 to December 31, 2024, and provides insights into various key areas, including our history, achievements, sustainability initiatives, strategic objectives, stakeholder relationships, risk management framework, corporate governance practices, external environment, financial performance, segmental overview, senior management team, and plans for the 2025 financial year and beyond.

Basis of preparation and presentation

Particulars	Reporting framework
Integrated Report	• International Integrated Reporting Council - IIRC's Integrated Reporting Framework
Consolidated and separate financial statements of the Bank and its subsidiaries	• International Financial Reporting Standards (IFRS) • Bank Company Act 1991 (amended up to date) • Relevant Rules and Regulations issued by Bangladesh Bank • Companies Act 1994 (amended up to date) • Securities and Exchange Rules 2020 • Other applicable laws and regulations
Corporate governance report	Guidelines issued by: • Bangladesh Bank • Bangladesh Securities and Exchange Commission (BSEC)
Sustainability report	Guidelines of Global Reporting Initiative (GRI)

Materiality

In this Integrated Report, we have carefully evaluated the expectations of both external and internal stakeholders, prioritizing material issues based on their impact on the Bank. These critical topics, along with relevant quantitative and qualitative disclosures, are addressed throughout the report. As we manage our banking operations, various factors influence our activities and the different forms of capital we utilize. We have emphasized the issues with the potential to significantly affect our performance. In doing so, all material matters relevant to the Bank have been identified and transparently disclosed in this report.

External Assurance

Midland Bank PLC. (MDB) has obtained external assurance for the following reports:

Particulars	Reporting framework
Financial Statement 2024 and audit report thereon	Hussain Farhad & Co., Chartered Accountants
Corporate governance	Islam Jahid & Co., Chartered Accountants
Credit rating	Emerging Credit Rating Limited (ECRL)
ISO certification	ISO/ IEC 27001:2013, Issued By: BSI Assurance UK Ltd.
PCI DSS compliance certification	PCI DSS version 4.0.1, Issued by: EIC Limited

Responsibility for an Integrated Report

I take the responsibility for ensuring the integrity of the disclosures made in this Integrated Report. However, the information provided should be considered alongside the audited financial statements. The financial and non-financial information disclosed in the report has been thoroughly assessed and reviewed in alignment with its contents. This approach reasonably addresses material issues that could impact the Bank and its subsidiaries, ensuring a fair and transparent presentation of our integrated performance.



Md. Ahsan-uz Zaman
Managing Director & CEO

CORPORATE PROFILE

Name of the company	Midland Bank PLC. (MDB)
Legal form	Public Limited Company
Date of incorporation	March 20, 2013
Formal inauguration	June 20, 2013
Company registration	C-108070/13
Bangladesh Bank permission	BRPD (P-3)745(67)/2013-1665, April 09, 2013

Authorized capital	BDT 10,000 million
Paid up capital	BDT 6,396.70 million
Total Capital (Tier-i & ii)	BDT 9,388.66 million
Accounting Year-end	December 31

Chairman	Mr. Ahsan Khan Chowdhury
Vice Chairman:	Mr. Md. Shamsuzzaman
Managing Director & CEO	Mr. Md. Ahsan-uz Zaman
Deputy Managing Director	Mr. Md. Zahid Hossain
Chief Risk Officer (CRO)	Mr. Md. Zahid Hossain
Chief Financial Officer (CFO)	Mr. Didarul Islam
Company Secretary	Mr. Khalid Mohammad Sharif FCS
Head of Internal Control & Compliance	Mr. Mohammad Syejuddin Ahmmed

Capital to Risk Weighted Asset Ratio (CRAR)	16.78%
Total Assets	BDT 102,773.59 million
Statutory reserves	BDT 2,106.81 million
Earnings per share (EPS)	BDT 1.28

Registered office	N.B. Tower (Level 6 to 9), 40/7 North Avenue, Gulshan-2, Dhaka-1212
Contact Centre	16596 (Short Code), (+88) 09617016596 and (+88) 09611016596
Website	www.midlandbankbd.net

PERFORMANCE **DASHBOARD**

Deposits grew to
BDT 75,205.07 M
from
BDT 60,302.72 M
(up by 24.71%)

Loans & Advances grew to
BDT 63,276.55 M
from
BDT 54,862.66 M
(15.34% ahead)

Assets grew to
BDT 102,773.59 M
from
BDT 83,425.87 M
(23.19% ahead)

Operating profit grew to
BDT 2,114.45 M
from
BDT 1,743.00 M
(up by 21.31%)

Net profit after tax decreased to
BDT 817.95 M
from
BDT 1,133.11 M
(down by 27.81%)

Earnings Per Share (EPS) decreased to
BDT 1.28
from
BDT 1.77
(down by 27.81%)

Shareholders' Equity grew to
BDT 9,676.78 M
from
BDT 9,150.66 M
(up by 5.75%)

Return on Asset (ROA) decreased to
0.88%
from 1.39%
(down by 0.51%)

Return on Equity (ROE) decreased to
8.69%
from 13.49%
(down by 4.80%)

Capital to Risk Weighted Assets Ratio (CRAR) decreased to
16.78%
from 17.28%
(down by 0.50%)

Net Assets Value per share grew to
BDT 15.13
from 14.31
(up by 5.75%)

NPL Ratio decreased to
3.78%
from 3.81%
(down by 0.03%)

MDB FINANCIAL PERFORMANCE AND RATIOS: 5 YEARS OVERVIEW

Financial Highlights	2020	2021	2022	2023	2024	% Changes in 2024 Over 2023
Income Statement:						
Interest income	3,160	3,233	3,657	4,503	6,021	33.69%
Interest expenses	2,748	2,263	3,201	3,740	5,962	59.40%
Net interest income	412	970	456	763	58	-92.35%
Investment income	1,565	1,358	1,455	1,613	2,702	67.59%
Commission, exchange and brokerage	277	224	736	684	786	14.95%
Other operating income	66	84	98	132	149	12.44%
Total Operating income	2,320	2,636	2,746	3,192	3,696	15.79%
Operating expenses	1,102	1,065	1,219	1,449	1,581	9.15%
Profit before provision and tax	1,218	1,571	1,527	1,743	2,114	21.31%
Provision for loans, Advances, Off-balance sheet exposure and Others	258	445	438	466	989	112.37%
Profit after provision before tax	960	1,126	1,089	1,277	1,125	-11.90%
Provision for tax	304	612	527	144	307	113.23%
Profit after tax	656	514	562	1,133	818	-27.81%
Balance Sheet:						
Authorized capital	10,000	10,000	10,000	10,000	10,000	0.00%
Paid-up capital	5,697	5,697	5,697	6,397	6,397	0.00%
Total shareholders' equity	7,614	7,404	7,647	9,151	9,677	5.75%
Deposits	45,068	50,730	57,763	60,303	75,205	24.71%
Loans and advances	39,087	45,867	52,793	54,863	63,277	15.34%
Investments	14,633	14,980	16,906	17,380	24,543	41.21%
Fixed assets	660	634	575	611	871	42.65%
Earning assets	55,919	61,808	70,817	72,680	89,672	23.38%
Total assets	63,146	69,019	79,867	83,426	102,774	23.19%
Total liabilities	55,532	61,615	72,220	74,275	93,097	25.34%
Total Off-balance sheet exposure	9,249	12,300	12,675	13,957	17,939	28.53%
Foreign Exchange Business:						
Import	7,665	11,773	16,616	20,667	27,601	33.55%
Export	7,847	15,322	19,450	18,679	25,947	38.91%
Inward Remittance (wages & others)	3,409	3,835	4,450	6,227	14,327	130.07%
Capital Measure:						
Risk Weighted Assets (RWA)	45,800	51,240	55,257	53,123	55,956	5.33%
Core Capital (Tier-i)	7,313	7,380	7,631	8,579	8,858	3.25%
Supplementary Capital (Tier-ii)	675	753	565	599	531	-11.43%
Total Capital held (T-i + T-ii)	7,988	8,133	8,196	9,178	9,389	2.29%
Required Capital (12.50% of RWA, Or 4,000 million which is higher)	5,725	6,405	6,907	6,640	6,994	5.33%
Capital Surplus/(Deficit), (A-B)	2,263	1,728	1,289	2,538	2,394	-5.66%
Tier I Capital Ratio	15.97%	14.40%	13.81%	16.15%	15.83%	-0.32%
Tier II Capital Ratio	1.47%	1.47%	1.02%	1.13%	0.95%	-0.18%

Financial Highlights	2020	2021	2022	2023	2024	% Changes in 2024 Over 2023
Capital to Risk Weighted Asset Ratio (CRAR)	17.44%	15.87%	14.83%	17.28%	16.78%	-2.89%
Credit Quality:						
Non-performing loans (NPLs)	453	1,455	1,470	2,092	2,391	14.29%
NPL to total loans and advances (%)	1.16%	3.17%	2.78%	3.81%	3.78%	-0.03%
Provision for unclassified loans	590	643	452	495	531	7.33%
Provision for classified loans	784	455	955	1,449	1,978	36.52%
Provision for Off-Balance Sheet exposure	85	110	113	105	125	18.92%
Provision for other assets and diminution in Investments	72	139	280	201	465	131.08%
Share Information:						
No. of Shares outstanding	569.67	569.67	569.67	639.67	639.67	0.00%
Earnings per share (EPS), (BDT)	1.15	0.90	0.88	1.77	1.28	-27.68%
Net Assets Value Per Share (BDT)	13.37	13.00	11.95	14.31	15.13	5.73%
Profitability & Performance Ratio:						
Net Interest Margin (NIM)	2.41%	4.11%	2.78%	3.36%	2.82%	-0.54%
Advance to Deposit Ratio	82.01%	83.62%	81.71%	84.51%	77.29%	-7.22%
Cost to income Ratio	47.51%	40.41%	44.40%	45.39%	42.79%	-2.60%
Cost of fund on average deposits	6.14%	4.17%	5.01%	7.83%	9.51%	1.68%
Return on average assets (ROA)	1.13%	0.78%	0.75%	1.39%	0.88%	-0.51%
Return on shareholders' equity (ROE)	8.96%	6.85%	7.47%	13.49%	8.69%	-4.80%
Liquidity Ratio:						
Cash Reserve Ratio (CRR)	4.42%	4.52%	4.82%	4.50%	4.36%	-0.14%
Statutory Liquidity Ratio (SLR)	37.04%	31.32%	27.92%	26.80%	30.34%	3.54%
Liquidity Coverage Ratio (LCR)	147.51%	156.22%	214.04%	223.03%	311.98%	88.95%
Net Stable Funding Ratio (NSFR)	114.81%	101.00%	109.80%	110.15%	110.47%	0.32%
Leverage Ratio	11.17%	9.89%	9.02%	9.76%	8.23%	-1.53%
Other information:						
No. of Branches	34	35	37	39	39	0.00%
No. of Sub-Branches	7	13	16	19	20	5.26%
No. of Collection Booths	7	10	10	10	10	0.00%
No. of ATM	44	51	51	65	67	3.08%
Agent Banking Centre (ABC)	60	100	100	131	140	6.87%
No. of employees including contractual staff of 292 in 2023 and 317 in 2024)	650	711	727	807	866	7.31%
Number RMA (correspondent banking)	122	101	101	154	160	3.90%
No. of NOSTRO Accounts (Five Major currency)	15	15	15	17	19	11.76%

SPONSORS & **SHAREHOLDERS**

SI	Name	Designation	Percentage of Shareholding
01	Mr. Kazi Zafarullah	Sponsor Shareholder	0.24%
02	Mrs. Nilufer Zafarullah	Sponsor Shareholder	2.00%
03	Mr. Kazi Omar Zafar	Sponsor Shareholder	2.00%
04	Ms. Anushka Mehreen Zafar	Sponsor Shareholder	2.00%
05	Mr. Kazi Raihan Zafar	Sponsor Shareholder	2.00%
06	Dr. Kazi Shahidullah	Sponsor Shareholder	0.22%
07	Mrs. Sabiha Mahboob	Sponsor Shareholder	0.22%
08	Ms. Scherezad Joya Monami Latif	Sponsor Shareholder	8.68%
09	Mr. Abdullah Ahmed Yousuf	Sponsor Shareholder	4.90%
10	Mr. Nazib Ahmed	Sponsor Shareholder	0.22%
11	Mrs. Israt Ahmed	Sponsor Shareholder	0.22%
12	Dr. Fahmida Haque	Sponsor Shareholder	0.22%
13	Mr. Niranjan Chandra Saha (Deceased)	Sponsor Shareholder	0.22%
14	Mrs. Salina Maksuda	Sponsor Shareholder	0.22%
15	Mr. Basudev Saha	Sponsor Shareholder	0.22%
16	Reedisha Knitex Ltd. (Rep. by: Mr. Rezaul Karim)	Sponsor Shareholder	4.45%
17	Mondol Fabrics Ltd. (Rep. by: Mr. Abdul Momin Mondol)	Sponsor Shareholder	4.45%
18	Liberty Knitwear Ltd. (Rep. by: Mr. Md. Samsuzzaman)	Sponsor Shareholder	4.68%
19	Hazrat Amanat Shah Spinning Mills Ltd. (Rep. by: Mrs. Lutfa Begum)	Sponsor Shareholder	2.03%
20	Garment Export Village Ltd. (Rep. by: Mrs. Shahida Alam)	Sponsor Shareholder	0.16%
21	Beq Knit Ltd. (Rep. by: Mr. Hafizur Rahman Sharkar)	Sponsor Shareholder	4.23%
22	Mr. Master Abul Kashem	Sponsor Shareholder	4.12%
23	Mr. Mohammed Jamal Ullah	Sponsor Shareholder	3.58%
24	Al-haj Mohammed Issa Badsha	Sponsor Shareholder	0.19%
25	Mr. Ahsan Khan Chowdhury	Sponsor Shareholder	4.45%
26	Mr. Md. Wahid Miah	Sponsor Shareholder	4.45%
27	Popular Pharmaceuticals Ltd. (Rep. by: Dr. Mostafizur Rahman)	Director Shareholder	4.45%
28	Mr. Khandaker Rashed-S-Zaman	Sponsor Shareholder	1.43%
29	Mr. A K M Badiul Alam	Director Shareholder	3.00%
30	Explore Garments Limited (Rep. by: Mr. Kamal Hossain)	Director Shareholder	4.45%
31	Next Collections Limited (Rep. by: Mrs. Shahnaj Parveen)	Director Shareholder	4.45%
32	Mother Steel Limited (Rep. by: Mrs. Nigar Sultana Daizy)	Shareholder	0.33%
33	Azan Limited (Rep. by: Mrs. Salma Issa)	Shareholder	0.33%
34	Ms. Mutaffin Issa	Shareholder	0.19%
35	Ms. Moomtahina Issa	Shareholder	3.75%
36	Mrs. Shahnaz Jamal	Shareholder	0.28%
37	Mr. Walid Mohammed Shamuel	Shareholder	0.32%
38	Mrs. Fariha Nousheen	Shareholder	0.28%
39	Mrs. Rasheda Zaman	Shareholder	0.31%
40	Ms. Khandaker Sabrina Zaman	Shareholder	0.71%
41	Mr. Mohammed Helal Mia	Shareholder	2.42%
42	Dr. A.F.M Ruhal Haque	Shareholder	0.06%
43	Mr. Ziaul Haque	Shareholder	0.11%
44	Dr. Mehjabin Haque	Shareholder	0.06%
45	Mr. Manshood Alam	Shareholder	1.29%
46	Mr. Kazi Shayan Ekramullah	Shareholder	0.22%
47	Mr. Zobair Mahboob Latif	Shareholder	0.22%
48	General Public and Institution through IPO	Shareholder	10.94%
Total			100%

MEMBERSHIPS, CONNECTIONS & **RECOGNITIONS**

Recognitions

Midland Bank achieved Visa excellence award in Prepaid Card: We're thrilled to share that Midland Bank PLC. has been honored by Visa in the esteemed category of "**Excellence in Consumer Cards – Prepaid.**" This recognition reflects our commitment to excellence in card services and our dedication to the MDB vision: to deliver outstanding banking experiences, customer-focused innovation, and a wide range of solutions tailored to your needs. To our valued cardholders, thank you for your trust and support—it's the driving force behind our success. Together, let's continue to set new standards in banking, bridging Gen Y to Gen Z!



Midland Bank achieved Excellence in Prepaid Cards (Associate Member) in the categories of "**VISA EXCELLENCE AWARD**". Md. Ahsan-uz Zaman, Managing Director & CEO of the Bank received the award from Sandeep Ghosh, Group Country Manager for India and South Asia at VISA. The Bank received this award consecutively for two years.

Memberships & Connections

Bangladesh Bank	Bangladesh Securities and Exchange Commission (BSEC)	Bangladesh Association of Banks (BAB)
Association of Bankers, Bangladesh (ABB)	Dhaka Stock Exchange PLC. (DSE)	Chittagong Stock Exchange PLC. (CSE)
Central Depository Bangladesh Limited (CDBL)	Primary Dealers Bangladesh Limited (PDBL)	Bangladesh Foreign Exchange Dealers Association
Bangladesh Association of Publicly Listed Companies (BAPLC)	The Institute of Bankers, Bangladesh (IBB)	Society for Worldwide Interbank Financial Telecommunication (SWIFT)

মিডল্যান্ড ব্যাংক সালাম
ইসলামী ব্যাংকিং

midlandbank
bank for inclusive growth

মিডল্যান্ড ব্যাংক সালাম

ইসলামী ব্যাংকিং

ব্যাংকিং করুন আস্থার সাথে

নিজের গাড়ির স্বপ্ন পূরণে

এমডিবি সালাম
অটো ফাইন্যান্স



24/7 16596 www.midlandbankbd.net

ORGANIZATIONAL OVERVIEW



VISION

We seek to be the first choice of our customers as a distinct financial service provider, trusted, respected and valued by all stakeholders within the region and beyond pursuing an endless voyage towards excellence in every respect.

MISSION

We, in our everyday journey forward, nurture and practice the following values underpinning supporting our mission:

- To continuously provide quality banking service with enhanced customer focus and innovate a wide variety of need based products with widely popular solutions.
- To achieve supremacy in customer service through state-of-the-art delivery channels and user-friendly tools and technology.
- To sharpen leadership with the standard of a learning organization well supported by the finest team of banking experts and professionals.
- To maintain a healthy and diversified financial profile for inclusive economic growth.
- To be a responsible social enterprise by effectively blending commercial pursuits with social banking.
- To be the benchmark for the regulators in terms of compliance, corporate governance and ethics.
- To build long-term shareholder value with consistent growth momentum.





CORPORATE CORE VALUES

Customer Centricity

- We are a listening and caring partner.
- We continuously improve our efficiency to serve customer better.
- We Focus on solutions and deliver on our promises.

Quality

- We strive to exceed expectations.
- We take delight in delivering high standards in all areas of operations.
- We do not compromise with our service standard.

Togetherness

- We value teamwork and work together for success.
- We support each other in our journey to excellence.
- We draw strength from our diversity and synergy.

Mutual Respect

- We treat our customers and colleagues with respect.
- We inspire each individual so that we can make a difference.
- We recognize achievement and ensure rewards and fair returns for all.

Integrity

- Integrity and ethics is the hallmark of our banking relationship.
- We prefer truth, justice and fair-play above all means.
- We do business on a win-win proposition.

Responsible Citizenship

- We are tax compliant.
- We are committed to corporate governance and internal control and compliance.
- We are respectful to the laws and values of the land.

Building the Future

- We believe in real and sustainable development.
- We are going green to protect our planet and our environment.
- We keep building a family with our employees, shareholders, customers and community.

OVERALL STRATEGIC **GOALS AND OBJECTIVES**

Balance Sheet Focus

Our top priority is a resilient and fortress like Balance Sheet based on solid provisioning and sustainable profitability.

Capital Strength

We ensure that our Bank is adequately capitalized to weather any financial downturn and look forward to meeting new norms as they phase in.

Cost Control

We emphasize efficient and competitive cost management without compromising our quality and maximize profitability through planned reduction in cost of funds, increased yield on advances and investments besides downsizing the cost of operation through technological leverage.

Risk Mitigation

We manage financial as well as non-financial risks to optimize profitability through effective risk management and internal control system.

Innovative Banking

We inspire innovation in product, process and market as the root for growth as much as technology as the prime agent for change.

Business Diversification

We continue to diversify our portfolio into leading corporate, large businesses, MSMEs, agriculture and retail customers to come together in a more sensible way.

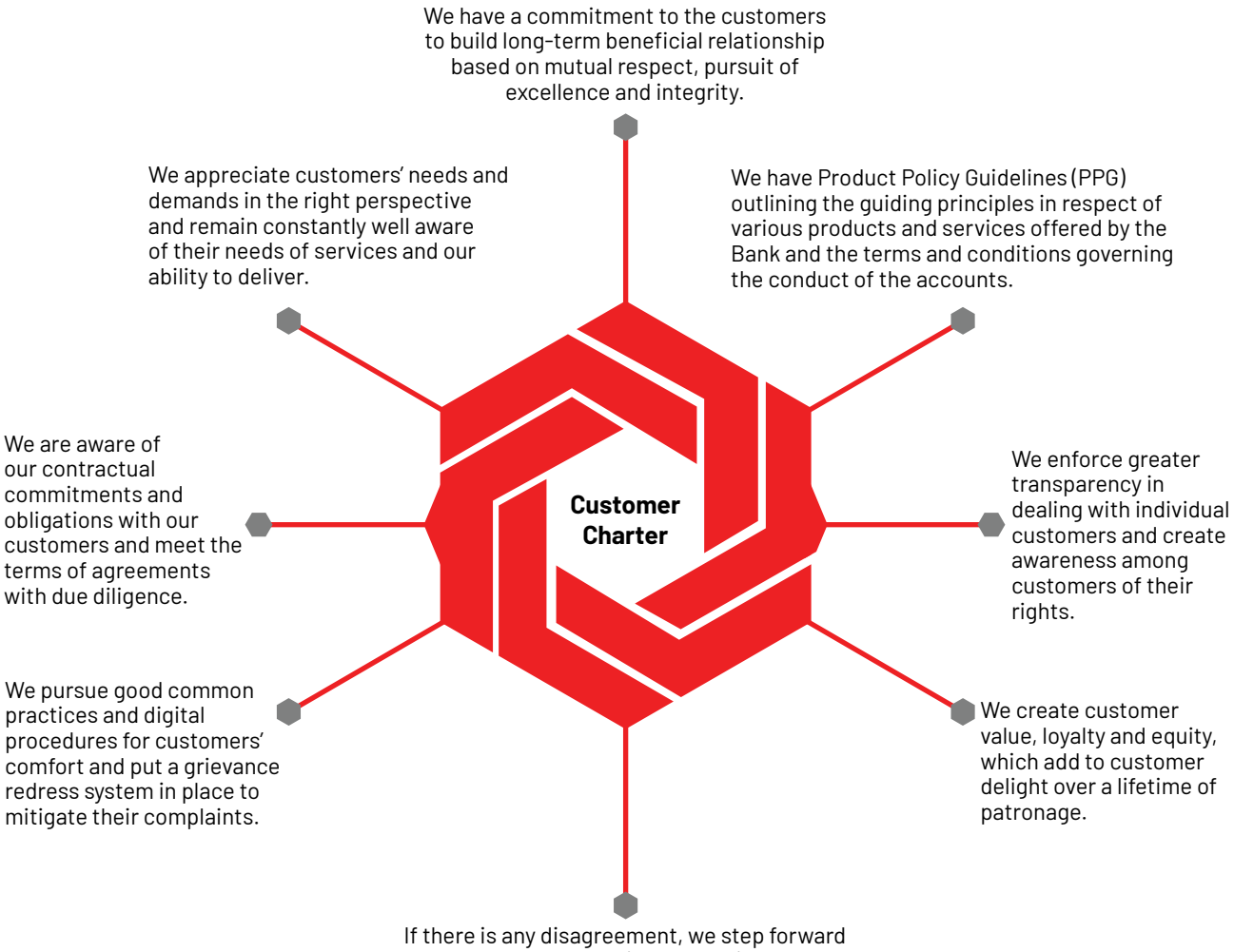
A Better Human Force

We adore our employees and foster their growth as the future force with constant training and development.

For a Green Living Habitat

We are careful about the community and the environment and exert effort to make our homeland a green living habitat for all.

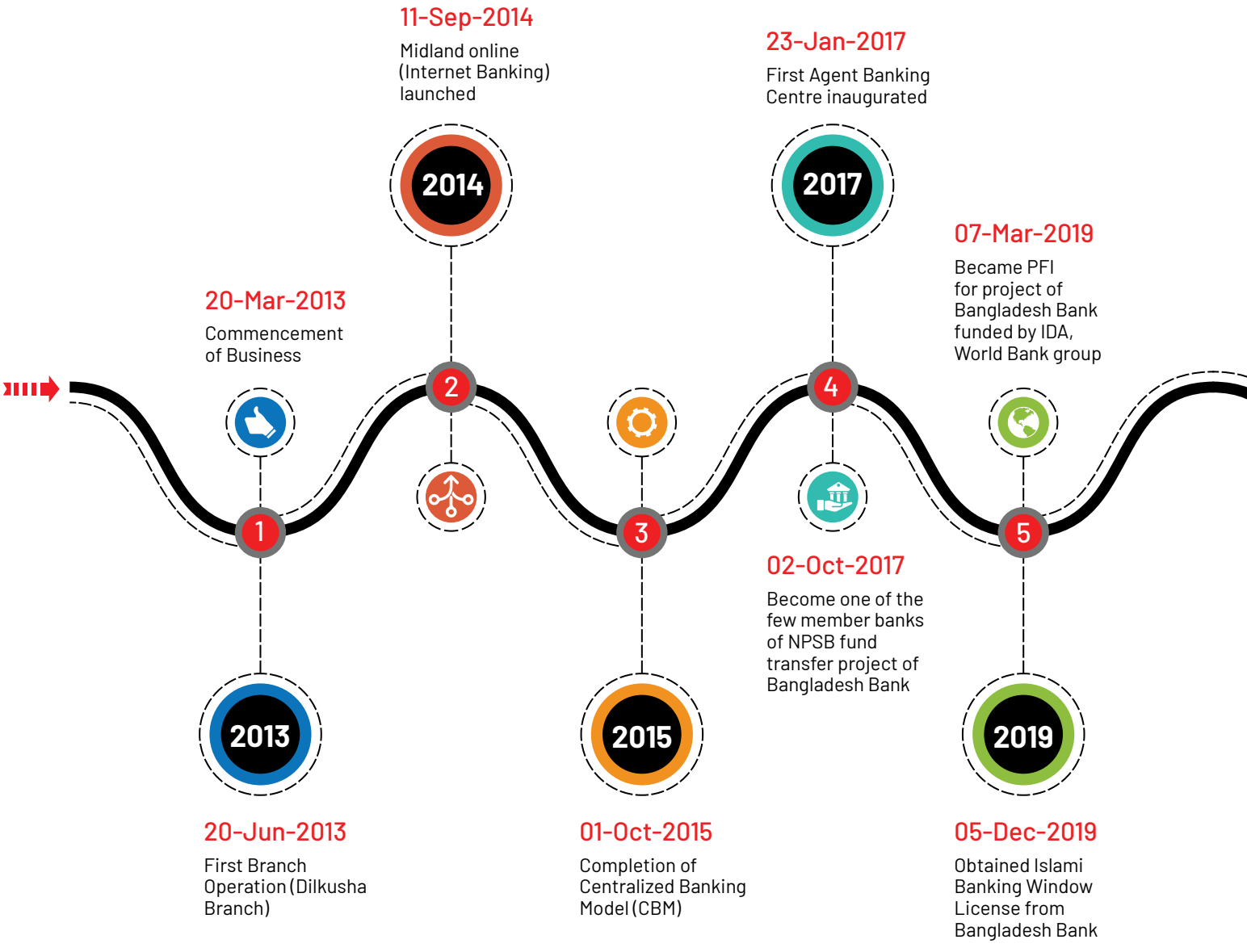
CUSTOMER CHARTER AND **ETHICAL PREFERENCES**

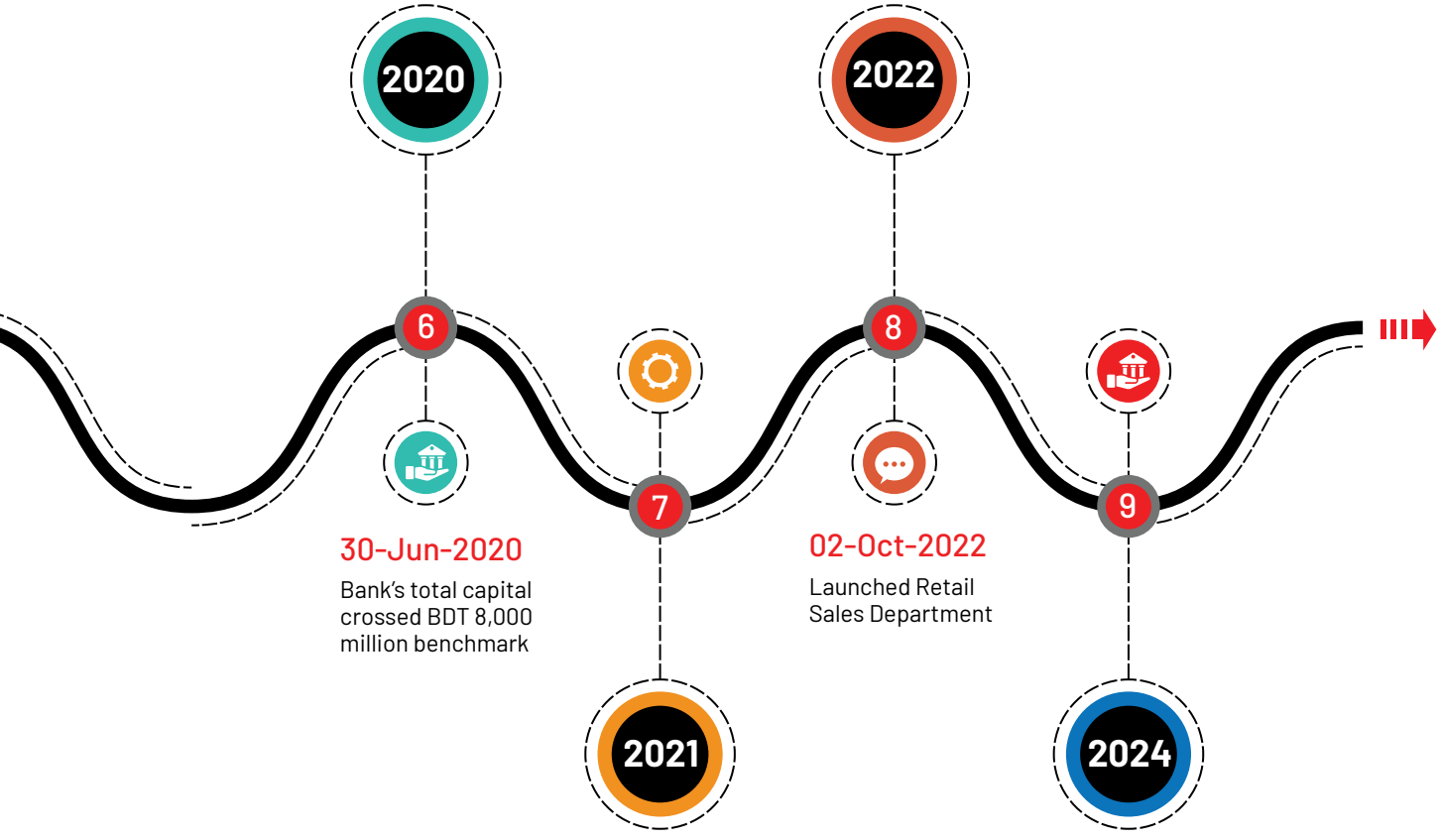


Ethical Preferences

- We ensure full compliance with the laws of the land.
- We exercise zero tolerance to misconduct and corruption.
- We speak up when we sense any breach of rules and regulations.
- We sustain confidentiality of our customers and fidelity to our principles.
- We do not go beyond the bounds of our banking business.
- We always look forward to sustainable means, free of risks and full of returns.
- We stay compliant on Anti Money Laundering and Combating Financing of Terrorism guidelines and other prudential regulations.

MILESTONES


20-Mar-2013
Commencement of Business
11-Sep-2014
Midland online (Internet Banking) launched
23-Jan-2017
First Agent Banking Centre inaugurated
07-Mar-2019
Became PFI for project of Bangladesh Bank funded by IDA, World Bank group
1
2
3
4
5
2013
2014
2015
2017
2019
20-Jun-2013
First Branch Operation (Dilkusha Branch)
01-Oct-2015
Completion of Centralized Banking Model (CBM)
02-Oct-2017
Become one of the few member banks of NPSB fund transfer project of Bangladesh Bank
05-Dec-2019
Obtained Islami Banking Window License from Bangladesh Bank



23-Mar-2020

Obtained Off-shore Banking (OBU) License

30-Jun-2020

Bank's total capital crossed BDT 8,000 million benchmark

05-Jul-2021

Launched Automated Challan (A-Challan) service successfully as one of the pioneer banks

20-Jun-2022

Launched Special Deposit Product 'Double Benefit Plus scheme'

02-Oct-2022

Launched Retail Sales Department

04-Aug- 2024

MDBAMC License from BSEC

21-Aug-2024

Crossing of 250,000 Customers Relationship

VALUE CREATION FOR **STAKEHOLDERS DURING 2024**

Commitment to Society

Total amount of **BDT. 11.3110** Million For annual **CSR activities of Midland Bank for the year 2024**

11% of annual CSR Budget Contributed to Education Sector

BDT 3.00 Million Fund Donated for Humanitarian Ground **"THE WAR TORN PALESTINIAN (GAZA) PEOPLE"**

Sector with Most Projects: **Education** Strong Diversification Across **4 Projects**

44% of annual **CSR Budget** Donation to Chief Advisors Relief and Welfare Fund for Flood

12% of annual **CSR Budget** Distribution of Blankets for the winter affected people

Operational Highlights for Our Customers

Total Branches
2024 **(41 Branches)**
2023 **(39 Branches)**

Total Sub Branches
2024 **(22 Sub-Branches)**
2023 **(19 Sub-Branches)**

Total Collection Booths
2024 **(10 Collection Booths)**
2023 **(11 Collection Booths)**

Total Agent Banking Centers

2024 Agent Banking Centers	2023 Agent Banking Centers
148	131

Total ATM Networks

2024 ATM Networks	2023 ATM Networks
69	65

No. of Urban And Rural Branches

2024 | **20** Urban Branches & **21** Rural Branches

2023 | **19** Urban Branches & **20** Rural Branches

Dhaka Region Dominates with
(**53%** Branches & **40%** Sub-Branches)
(**31.4%** Agent Banking Centers & **56.5%** ATM Networks)

Human Resources Overview

Total no. of employees of Midland Bank PLC.
2024 (**866** Employees)
2023 (**807** Employees)

Total no. of Contractual **Employees**
2024 (**317** Employees)
2023 (**298** Employees)

Total Training Hours for **Employees**
2024 (**6789** hrs)
2023 (**2500** hrs)

% of total Permanent **Employees**
2024 (**63.39%**)
2023 (**63.82%**)

Employees Growth Rate (In Percentages)
2024 (**7.31%**)
2023 (**10.31%**)

Employees Remuneration
(BDT in Milion)
2024 (**787.19** Milion)
2023 (**708.31** Milion)

Total no.of Newly **Onboarded Employees**
2024 (**59** Employees)
2023 (**80** Employees)

Female representation
(In Percentage)
2024 (**13%**)
2023 (**13%**)

Total staff cost
2024 (BDT **787.19** Milion)
2023 (BDT **708.32** Milion)

Per employee Operating profit before tax
2024 (BDT **3.85** Milion)
2023 (BDT **3.38** Milion)

Per employee net profit after tax
2024 (BDT **1.49** Milion)
2023 (BDT **2.20** Milion)

Financial Information for Shareholders

Paid up capital
2024 (BDT **6,396.70** Milion)
2023 (BDT **6,396.70** Milion)

Shareholders' qquity
2024 (BDT **9,676.78** Milion)
2023 (BDT **9,150.66** Milion)

Operating Profit Before provision of Loans & tax
2024 (BDT **2,114.45** Milion)
2023 (BDT **1,743.00** Milion)

Profit after tax
2024 (BDT **817.95** Milion)
2023 (BDT **1,133.11** Milion)

Earnings per Share (EPS)
2024 (BDT **1.28**)
2023 (BDT **1.77**)

Dividend payout
2024 (**3%** cash, **3%** cash)
2023 (**5%** cash)

Information to Government Institutions

Tax paid to Government	Excise Duty collected on behalf of Government	VAT & Withholding Tax collected on behalf of Government
2024 BDT 1,802.71 Million	2024 BDT 132.31 Million	2024 (BDT 1088.28 Million)
2023 BDT 1,331.60 Million	2023 BDT 116.10 Million	2023 BDT 766.39 Million

Information to Business partners

Commission, exchange & fees	Investment in government securities	No. of correspondent banks (RMA)	Income from investments
2024 BDT 786.36 Million	2024 BDT 21,144.71 Million	2024 - 160	2024 BDT 2,702.43 Million
2023 BDT 684.08 Million	2023 BDT 13,889.64 Million	2023 - 154	2023 BDT 1,612.53 Million

Core Financial Highlights for Investors

Total Deposit accounts	Total advances and loans /investment accounts	Total Deposits
2024 No. of accounts 335,666	2024 No. of accounts 6,905	2024 BDT 75,205.07 Million
2023 No. of accounts 291,316	2023 No. of accounts 5,397	2023 BDT 60,302.72 Million

Interest paid to customers	Loans & advances/investments	Interest/profit received from loans/investments
2024 BDT 5,962.41 Million	2024 BDT 63,276.55 Million	2024 BDT 6,020.82 Million
2023 BDT 3,740.46 Million	2023 BDT 54,862.66 Million	2023 BDT 4,503.46 Million

CORPORATE INFORMATION







THE BOARD OF
DIRECTORS



Ahsan Khan Chowdhury
Chairman

Member of Executive Committee
Non-executive Director

Type of Director
Non-executive Director

First Appointment Date
3/20/2013

Last Re-election Date
8/23/2020

Experience
More than 28 years

BRIEF RESUME

Mr. Ahsan Khan Chowdhury is a Sponsor Director of Midland Bank PLC. He serves as the Chairman of the Risk Management Committee and is also an esteemed member of the Executive Committee of the bank, where his expertise plays a vital role in strengthening the bank's governance framework and enhancing its risk management practices. His strategic vision and exemplary leadership empower the bank to navigate challenges with resilience, foresight, and an unwavering commitment to long-term success. In addition to his role at Midland Bank, Mr. Chowdhury is the Chairman and CEO of PRAN-RFL Group, one of Bangladesh's largest and fastest-growing conglomerates. A visionary leader and one of the country's most esteemed businessmen, he has been instrumental in expanding PRAN-RFL's reach across various industries, driving economic growth, innovation, and employment opportunities both locally and globally. Mr. Ahsan Khan Chowdhury embarked on his academic journey in Dhaka before pursuing higher education in the United States. He graduated from Wartburg College, Iowa, in 1992, where he honed his skills and knowledge, laying the strong foundation that would propel him toward becoming one of Bangladesh's most influential and successful business leaders. Under his leadership, PRAN-RFL Group gained significant recognition both in Bangladesh and internationally. The group has diversified interests in agro-processing, food, plastic, light engineering, and banking, with production facilities across 13 locations in Bangladesh and over 95,000 employees. A pioneer in sales, marketing, and business development, Mr. Chowdhury has built a strong sales and distribution network across Bangladesh, ensuring his products are available even in remote areas. His leadership has allowed the group to secure the largest market share in its industries despite fierce competition from multinational companies. Focused on exports, Mr. Chowdhury expanded the group's reach to over 134 countries and established production facilities in India and Nepal. He has received numerous accolades, including the Best Exporter Trophy for 13 consecutive years. He is also an active participant in trade and commerce bodies and engages in various socio-economic initiatives for community welfare.

Directorship and engagement, other than Midland Bank PLC.:

1. Agricultural Marketing Company Limited
2. Rangpur Foundry Limited
3. Advance Personal Care Limited
4. Kaliganj Agro Processing Limited
5. Banga Bakers Limited
6. Banga Millers Limited
7. Chorka Textile Limited
8. Habiganj Agro Limited
9. Mymensingh Agro Limited
10. PRAN Agro Limited
11. PRAN Beverage Limited
12. PRAN Dairy Limited
13. PRAN Exports Limited
14. PRAN Foods Limited
15. Packmat Industries Limited
16. Sylvan Technologies Limited
17. Gonga Foundry Limited
18. Get Well Limited
19. Allplast Bangladesh Limited
20. Banga Building Materials Limited
21. RFL Electronics Limited
22. Rangpur Metal Industries Limited
23. RFL Plastics Limited
24. Durable Plastics Limited
25. AKC (Pvt.) Limited
26. Durable Petro Chemical Limited



Md. Shamsuzzaman
Vice-Chairman

Committee Membership
Member of Risk Management Committee

Type of Director
Non-executive Director
Nominee Director of Liberty Knitwear Ltd.

First Appointment Date
3/20/2013

Last Re-election Date
9/22/2020

Experience
More than 31 years

BRIEF RESUME

Mr. Md. Shamsuzzaman serves as the esteemed Vice Chairman of Midland Bank PLC. and represents Liberty Knitwear as its nominee director. An influential industrialist, Mr. Shamsuzzaman holds directorships in several highly successful companies, including Liberty Knitwear Ltd., Orient Chem-tex Ltd., Micro Fiber Ltd., Midland Knitwear Ltd., A-One Polar Ltd., Tangon Garments Ltd., and Turbingen Chemicals (BD) Ltd. His leadership and strategic vision have been instrumental in driving these ventures to success and expanding their impact in Bangladesh's industrial landscape.

During his prior term with Midland Bank, Mr. Shamsuzzaman made significant contributions as Chairman of the Risk Management Committee, where he reinforced the bank's risk management frameworks and helped establish a resilient operational structure. Additionally, he served as a member of the Audit Committee, advocating for strong governance, transparency, and compliance—key elements that have strengthened Midland Bank's reputation and financial integrity.

A Textile Engineer by profession, Mr. Shamsuzzaman graduated with a Bachelor's degree in Textile Science and Technology from the prestigious Bangladesh University of Textiles (BUTEX). His technical expertise, paired with over 31 years of experience in the textile and manufacturing sectors, has equipped him with in-depth knowledge of market dynamics and industry trends. His tenure with Midland Bank, dating back to his initial appointment as Director on March 20, 2013, has been marked by invaluable guidance, strategic foresight, and a commitment to fostering growth and innovation within the bank.

Mr. Shamsuzzaman is an active member of the Bangladesh Garment Manufacturers and Exporters Association (BGMEA) and has played a key role in industry development as the Ex-President and Founder Member of the Institute of Textile Engineers & Technologists (ITET). Beyond his professional commitments, Mr. Shamsuzzaman is deeply involved in social and philanthropic activities, contributing to education and community development. He serves as the Sponsor Director of the Australian International School, Dhaka, reflecting his dedication to fostering quality education and social progress.

Directorship and engagement, other than Midland Bank PLC.:

1. Micro Fibre Limited
2. Orient Chem-Tex Limited
3. Liberty Knitwear Limited
4. Midland Knitwear Limited
5. A-One Polar Limited
6. Tubingen Chemicals (BD) Limited
7. Sungarh Tex Limited
8. Micro Trims Limited
9. Micro Logistics Limited
10. Shahzi Bazar Power Co. Ltd.
11. Petromax Refinery Ltd.
12. Harmony Chem Limited
13. Harmony Colour Limited
14. Gulshan Spinning Mills Ltd.
15. Mahmuda Hai Chemi Ltd.
16. MICLO Bangladesh Ltd.



Rezaul Karim
Director

Committee Membership
Chairman of Executive Committee

Type of Director
Non-executive Director
Nominee Director of Liberty Knitwear Ltd.

First Appointment Date
3/20/2013

Last Re-election Date
12.05.2022

Experience
More than 45 years

BRIEF RESUME

With over four decades of extensive experience, Mr. Rezaul Karim is widely recognized as a distinguished and influential figure in Bangladesh's business community. His remarkable career is marked by exceptional strategic insight, sound judgment, and visionary leadership. Renowned for his ability to navigate complex business challenges and identify growth opportunities, he has consistently demonstrated a profound understanding of market dynamics and industry trends. Currently, Mr. Karim serves as the Chairman of the Executive Committee of the Bank, where he plays a vital role in shaping the bank's strategic direction and ensuring good governance. His leadership promotes innovation, operational excellence, and sustainable growth, reinforcing the bank's commitment to financial integrity and long-term success. Throughout his career, he has remained committed to fostering innovation, driving operational excellence, and promoting sustainable business practices. His expertise and dedication make him a trusted advisor and an influential voice in Bangladesh's corporate landscape.

Mr. Rezaul Karim holds a Bachelor of Commerce (B. Com) degree from Bangladesh. Additionally, he serves as the Chairman of the Board of Trustees of Southeast University Trust and is the President of the Bangladesh Cosmetics and Toiletries Manufacturers Association. His extensive industry involvement includes memberships in key trade organizations such as the Dhaka Chamber of Commerce and Industry (DCCI), the India-Bangladesh Chamber of Commerce and Industry (IBCCI), the Bangladesh Textile Mills Association (BTMA), the Bangladesh Garments Manufacturers and Exporters Association (BGMEA), and the Bangladesh Knitwear Manufacturers and Exporters Association (BKMEA). Beyond his professional endeavors, Mr. Karim is deeply committed to social and community development. He is an active member of Banani Club Limited and serves as an Adviser to Banani Society and Gulshan Joggers Society, reflecting his dedication to civic engagement and philanthropy. His leadership, vision, and unwavering commitment to business, trade, and social development make him a highly respected figure in Bangladesh's corporate and financial sectors, inspiring the next generation of entrepreneurs and business leaders.

Directorship and engagement, other than Midland Bank PLC.:

1. Bangla Tel Ltd.
2. Jibondhara Solutions Ltd.
3. BD Link Communications Ltd.
4. Kohinoor Chemical Co. (BD) Ltd.
5. Reedisha Knitex Ltd.
6. Reedisha Textile Ltd.
7. Reedisha Spinning Ltd.
8. P.A Knit Composite Ltd.
9. Reedisha Printing and Packaging Ltd.
10. Reedisha Blended Yarn Ltd.



Hafizur Rahman Sarker
Director

Committee Membership
Member of Audit Committee
Member of Risk Management Committee

Type of Director
Non-executive Director
Nominee Directorof Beq Knit Ltd.

First Appointment Date
11/27/2019

Last Re-election Date
N/A

Experience
More than 36 years

BRIEF RESUME

Mr. Hafizur Rahman Sarker serves as a member of the Board of Directors of Midland Bank PLC., representing Beq Knit Limited. He has experience in the Garments, Textiles, and IT sectors, Mr. Sarker is a renowned industrialist in Bangladesh. Mr. Hafizur Rahman Sarker is a seasoned business professional with an MBA from Honolulu University, USA. With a wealth of knowledge and experience, he has demonstrated strong leadership and strategic acumen in the corporate sector. His academic background, combined with his expertise in business management, has enabled him to make significant contributions to various industries. Known for his vision and commitment to excellence, Mr. Sarker has played a pivotal role in fostering growth and innovation in his professional endeavors. His dedication to business development and strategic decision-making has earned him recognition and respect in the corporate community. Beyond his remarkable business achievements, Mr. Hafizur Rahman Sarker is deeply involved in various business and social organizations, reflecting his commitment to industry development and community engagement. He is a distinguished member of the Bangladesh Garment Manufacturers and Exporters Association (BGMEA), Bangladesh Textile Mills Association (BTMA), and Dhaka Chamber of Commerce (DCC). His influence extends to elite social circles, as he holds memberships in several prestigious clubs, including Gulshan Club, Uttara Club, Kurmitola Golf Club, and Savar Golf Club (SGC). His active participation in these organizations highlights his dedication to both professional excellence and social responsibility. Through his business endeavors, Mr. Sarker has played an important role in contributing to the national economy, job creation, and the socio-economic development of the country. His visionary leadership and unwavering commitment to excellence have garnered him widespread respect across diverse sectors, with his continued contributions playing a pivotal role in driving the progress and growth of Bangladesh's industrial landscape.

Directorship and engagement, other than Midland Bank PLC.:

1. Legato Service Ltd.
2. Beq Knit Ltd.
3. Beq Sweaters Ltd.
4. Beq Fabrics (Pvt.) Ltd.
5. C.K Sweaters Ltd.
6. Tammam Design Limited
7. Lusaka Fashions Limited
8. Tista Dredgers & Constructions Ltd



Dr. Mostafizur Rahman
Director

Committee Membership
Chairman of Risk Management Committee
Member of Executive Committee

Type of Director
Non-executive Director
Nominee Director of Popular Pharmaceuticals Ltd.

First Appointment Date
10/7/2020

Last Re-election Date
N/A

Experience
More than 39 years

BRIEF RESUME

Dr. Mostafizur Rahman is a distinguished member of the Board of Directors of Midland Bank PLC., proudly representing Popular Pharmaceuticals Ltd. A revered and highly respected figure in Bangladesh's healthcare sector, Dr. Rahman's influence extends far beyond his entrepreneurial success. He plays a vital role as a key member of both the Executive Committee and the Risk Management Committee at Midland Bank PLC., further showcasing his leadership in diverse fields. As the visionary founder of Popular Group, Dr. Rahman has built a multifaceted enterprise that spans diagnostic services, pharmaceuticals, hospital services, and medical education. In 1983, he founded the Popular Diagnostic Center, which brought revolutionary advancements to medical diagnoses through the use of cutting-edge technology. His contributions to the nation's healthcare system expanded in 2005 with the establishment of Popular Pharmaceuticals Limited, which significantly transformed the country's pharmaceutical sector. Further cementing his commitment to healthcare, Dr. Rahman founded the Popular Specialized Hospital in 2009, offering world-class healthcare, and in 2010, he launched Popular Medical College and Hospital, an institution dedicated to producing skilled and competent physicians. An esteemed MBBS graduate, Dr. Rahman has integrated healthcare with pioneering research, collaborating with globally recognized institutions such as Johns Hopkins University (USA), Nagasaki University (Japan), ICDDRB (Dhaka), and Dhaka Shishu Hospital. His efforts have resulted in numerous advancements in medical knowledge, positioning him as a leader in the healthcare research field. Beyond his business achievements, Dr. Rahman actively contributes to social welfare and professional organizations. He is an esteemed member of the Bangladesh Private Clinic and Diagnostic Owners' Association, the Bangladesh Oushodh Shilpa Shomity, and various other health-related societies. His remarkable contributions earned him the prestigious Commercially Important Person (CIP) title from the Ministry of Industry in 2016. Dr. Rahman's unwavering dedication to healthcare and philanthropy solidifies his reputation as a respected leader in both business and social welfare.

Directorship and engagement, other than Midland Bank PLC.:

1. Popular Pharmaceuticals Ltd.
2. Popular Diagnostic Center Ltd.
3. Popular Specialized Hospital Ltd.
4. Popular Medical College and Hospital Ltd.



Shahnaj Parveen
Director

Committee Membership
Member of Audit Committee

Type of Director
Non-executive Director
Nominee Director of Next Collections Limited

First Appointment Date
7/26/2015

Last Re-election Date
10/31/2022

Experience
More than 21 years

BRIEF RESUME

Mrs. Shahnaj Parveen is a distinguished and highly respected member of the Board of Directors at Midland Bank PLC, where she represents Next Collections Limited with great pride and dedication. Since her appointment as Director on July 26, 2015, Mrs. Parveen has become a key driving force behind the strategic development and growth of the Bank, offering invaluable expertise and guidance in steering the institution towards greater success. Through her leadership, Mrs. Parveen has been instrumental in the formulation and execution of innovative strategies that have not only fueled the Bank's expansion but also significantly strengthened its position in the competitive financial landscape. Her keen ability to navigate through the complexities of a rapidly evolving financial environment has ensured the Bank's resilience and sustainability in the long term. She is particularly known for her foresight and sharp understanding of market trends, which has allowed Midland Bank to remain agile and adaptable to shifting conditions. Her expertise in risk management and market analysis has also played a pivotal role in healthy the Bank's competitive edge. Apart from her strategic contributions, Mrs. Parveen is a highly valued member of the Board Audit Committee at Midland Bank PLC., where her insights and commitment to strong financial governance have been integral to the bank's dedication to transparency, accountability, and operational integrity. Her work in this role has ensured the establishment of solid financial oversight processes that support the Bank's long-term goals. Mrs. Parveen's educational foundation, earned at Govt. Easin College in Faridpur, laid the groundwork for her successful career, empowering her to make meaningful and lasting contributions to the Bank's growth and success. Her unwavering commitment to excellence, along with her proactive approach to addressing challenges and seizing opportunities, continues to play a critical role in shaping Midland Bank's ongoing success. Through her leadership, Mrs. Parveen remains an invaluable asset to the Bank's mission, fostering innovative solutions that prioritize customer needs and enhance the Bank's reputation as a leading financial institution in the region.

Directorship and engagement, other than Midland Bank PLC.:

1. Bango Engineering Co. Ltd.
2. Next Collection Ltd.
3. Next Garments Ltd.
4. Refat Garments Ltd.



Master Abul Kashem
Director

Committee Membership
Member of Executive Committee

Type of Director
Non-executive Director

First Appointment Date
3/20/2013

Last Re-election Date
9/14/2019

Experience
More than 40 years

BRIEF RESUME

Mr. Master Abul Kashem is a sponsor Director of Midland Bank PLC. and an active member of the Bank's Executive Committee. With extensive experience in the iron and steel industry, Mr. Kashem has established himself as a respected leader in his field, contributing both to the growth of his business ventures and the industrial landscape of Bangladesh. His expertise and insights have been invaluable to Midland Bank's development, guiding strategic decisions and fostering the bank's commitment to excellence. A notable figure in his community, Mr. Kashem has earned recognition as one of the highest taxpayers in the Chittagong District, a title he held for four years, including three consecutive years—2009, 2010, and 2011—and again in 2016. His dedication to ethical business practices and contributions to the national economy reflect his commitment to responsible entrepreneurship. In addition to his business accomplishments, Mr. Kashem has been actively involved in various community and social welfare initiatives. He is a former Executive Committee member of the Bangladesh Ship Breakers and Recyclers Association, where he contributed to the advancement of the ship-breaking industry. He is also a valued member of the Chittagong Seniors' Club Limited, a life member of the Sitakunda Samity Chittagong, and the Maa-O-Shishu Hospital, organizations committed to social welfare and community development. As a member of the Sitakunda Community Police Committee, Mr. Kashem has supported local law enforcement and community safety efforts, demonstrating his dedication to community service. Beyond his professional and community roles, Mr. Kashem has shown strong support for education and religious institutions. He served as the President of Shitalpur High School and Shitalpur Gouchia Madrasa in Sitakunda, Chittagong, where he contributed to the educational and spiritual growth of the community. Mr. Kashem's steadfast commitment to integrity, community service, and leadership continues to inspire those around him, making him a pillar of both Midland Bank PLC. and the broader community.

Directorship and engagement, other than Midland Bank PLC.:

1. Mother Steel & Oxygen Limited
2. Sea Force Alliance Ltd.
3. Mother Steel Limited
4. MAK Corporation
5. Master Steel Re-Rolling Mills



Mohammed Jamal Ullah
Director

Committee Membership
Member of Audit Committee

Type of Director
Non-executive Director

First Appointment Date
3/20/2013

Last Re-election Date
4/22/2024

Experience
More than 41 years

BRIEF RESUME

Mr. Mohammed Jamal Ullah is a respected sponsor Director of Midland Bank PLC. as a Member of the Audit Committee, he plays a crucial role in ensuring transparency, accountability, and strong financial governance within the organization. A graduate of Government City College, Chattogram, Mr. Jamal Ullah possesses a solid academic foundation that has contributed to his strategic decision-making and leadership skills. His expertise in financial oversight and corporate governance has been instrumental in maintaining the bank's commitment to regulatory compliance and operational efficiency. Beyond his contributions to the banking sector, Mr. Jamal Ullah is actively engaged in business and community development, demonstrating a strong commitment to ethical leadership and sustainable growth. His dedication to financial excellence and governance continues to strengthen Midland Bank's position as a trusted financial institution. Mr. Mohammed Jamal Ullah is a proud life member of several prestigious organizations, including Chattogram Maa-O-Shishu Hospital, Chittagong Diabetic General Hospital, Bhatiary Golf & Country Club, and Chittagong Boat Club. His longstanding association with these esteemed institutions underscores his deep commitment to social welfare, community development, and the well-being of others. Through his active participation and continued support, Mr. Ullah plays an integral role in driving the missions of these organizations forward, contributing not only to their growth but also to the broader community. His involvement in such reputable institutions reflects his unwavering belief in the importance of giving back to society, particularly in areas related to healthcare, sports, and recreation. By aligning himself with organizations that serve the public good, Mr. Ullah's dedication extends beyond business, as he strives to make a positive, lasting impact on the lives of individuals in his community. His consistent engagement in these philanthropic endeavors highlights his leadership and sets a powerful example of how successful individuals can leverage their resources to create meaningful change and improve the quality of life for others.

Directorship and engagement, other than Midland Bank PLC.:

1. Shehjad Food Products Limited
2. Bismillah Store
3. Asia Insurance Limited



Md. Wahid Miah
Director

Committee Membership
N/A

Type of Director
Non-executive Director

First Appointment Date
3/20/2013

Last Re-election Date
11/16/2021

Experience
More than 32 years

BRIEF RESUME

Mr. Md. Wahid Miah is a Director of Midland Bank PLC., renowned for his accomplished and extensive career spanning the textiles, garments, and jute industries in Bangladesh. His expertise and leadership in these sectors have earned him a reputation as a highly respected figure in the business community. Md. Wahid Miah is an esteemed professional who holds an MBA in Marketing. During his academic journey, he cultivated a profound understanding of marketing strategies and business dynamics, equipping him with the insights and expertise that have been instrumental in driving his exceptional success in the business world. With his strategic leadership and dynamic management, Mr. Miah has played a pivotal role in the success of Karim Jute Spinners Ltd., which earned prestigious accolades such as the 'Agrani Bank Trophy' for Best Export Performer in 2010 and the 'National Export Trophy' in 2011 for being the largest exporter of jute yarn in the country. These achievements reflect his business acumen and dedication to excellence. Beyond his business success, Mr. Wahid Miah is deeply committed to social welfare and humanitarian efforts. He is passionate about promoting social awareness and plays an active role in supporting various educational initiatives. Regularly contributing to educational institutions, he places a strong emphasis on women's education and empowerment. His philanthropic efforts extend to being one of the largest donors to Muslim missions and educational organizations. Mr. Md. Wahid Miah is a dedicated life member of the Faridpur Diabetic Samitee, demonstrating his commitment to public health and community welfare. Additionally, he serves as an Executive Member of the Bangladesh Textile Mills Association (BTMA), where his leadership and influence are vital in shaping the future of the textile industry. His diverse contributions across business and social sectors reflect his unwavering dedication to societal development, blending visionary leadership with a deep compassion for the betterment of his community.

Directorship and engagement, other than Midland Bank PLC.:

1. Al-Haj Karim Textiles Ltd.
2. Karim Tex Limited
3. Abdul Karim Ltd.
4. Jobaida Karim Jute Mills Limited
5. Wahid Construction Ltd
6. Karim Shipping Lines Limited
7. Karim Asphalt & Ready Mix Ltd.
8. Karim Dregers Limited
9. Hypoid Composite Knit Ltd.
10. Karim Jute Spinners Ltd.
11. Karim Logistics Limited
12. M/s Md. Wahid Miah
13. Karim Trading
14. Jobaida Filling Station
15. J.K Filling Station
16. Karim Filling Station



Ajhaj Mohammed Helal Miah
Director

Committee Membership
Member of Executive Committee

Type of Director
Non-executive Director

First Appointment Date
3/20/2013

Last Re-election Date
3/19/2024

Experience
More than 40 years

BRIEF RESUME

Mr. Ajhaj Mohammed Helal Miah is a respected Director at Midland Bank PLC., where he plays a key role in shaping the strategic direction of the bank. As a Member of the Executive Committee, Mr. Miah contributes his expertise and insights to drive the bank's growth and operational efficiency. Mr. Ajhaj Mohammed Helal Miah is a renowned business leader with over 40 years of experience in the textile industry. His vast expertise has allowed him to diversify and expand his business ventures across multiple sectors, making him one of Bangladesh's most successful and influential entrepreneurs. Currently, Mr. Helal Miah serves as the Chairman & Managing Director of Standard Co. Ltd. He is also the Chairman of Amanat Shah Group Ltd., Hazrat Amanat Shah Securities Ltd., Amanat Shah Weaving Processing Ltd., and Hazrat Amanat Shah Spinning Mills Ltd. In his role as a Director at Midland Bank PLC, Mr. Helal Miah brings invaluable industry knowledge and strategic vision, ensuring the bank's continued success and stability. His entrepreneurial acumen and commitment to excellence contribute significantly to the bank's governance and long-term growth. Mr. Ajhaj Mohammed Helal Miah is deeply committed to social causes and philanthropy, consistently contributing to the betterment of society. He serves as a member of the Governors Board at Southeast University, where he actively supports the institution's growth and development. Additionally, Mr. Helal Miah is a proud Member of the Bangladesh Red Crescent Society, the Diabetic Association of Bangladesh, the Narsingdi Club, and the Narsingdi Foundation, all of which focus on enhancing the lives of the underprivileged and promoting health and welfare in the community. Furthermore, Mr. Helal Miah is the President of Bangladesh Lungi Manufacturers, Traders & Exporters, where he plays an instrumental role in supporting the interests of the industry while promoting trade and local economic development. His leadership extends beyond business, emphasizing his active role in creating social value through his philanthropic endeavors.

Directorship and engagement, other than Midland Bank PLC.:

1. M/S Helal & Brothers
2. Hazrat Amanat Shah Spinning Mills Ltd
3. Amanat Shah weaving Processing Ltd
4. Hazrat Amanat Shah Securities Ltd
5. Amanat Shah Fabric Ltd



A.K.M Badiul Alam
Director

Committee Membership
Member of Executive Committee

Type of Director
Non-executive Director

First Appointment Date
3/20/2013

Last Re-election Date
9/14/2019

Experience
More than 41 years

BRIEF RESUME

Mr. A.K.M. Badiul Alam serves as a member of the Board of Directors at Midland Bank PLC., where he represents Garments Export Village Limited as a nominee Director. In addition, he is an active member of the Executive Committee of the Bank's Board of Directors. Upon completing his post-graduation with honors in Management from the prestigious University of Dhaka, Mr. Alam made a decisive choice to pursue a career in business. His academic background in management provided him with a strong foundation of knowledge and skills, which he has leveraged to build a successful professional journey. In 1984, he established a small textile weaving unit, thereafter, he turned his business line to the trend of national demand of the time. He has a successful story in marketing, networking for exporting RMG as well as in Apparel Manufacture. Under the leadership of Mr. Alam, AMTRANET GROUP has become a one of the prominent RMG Exporters of Bangladesh. His initiatives have created employment to many unemployed and made unskilled workers to valuable workforce, who are now rendering their labor and efforts for development of the national economy. Besides RMG Manufacturing and exporting, Mr. Alam has also undertaken initiatives to establish companies relating to Electricity generation and Oil refinery. He has also involved with the Medical service, Technical education, local and international standard basic educational institutions. In recognition of his extraordinary contributions to the RMG export industry, Mr. Alam was honored with the prestigious CIP status by the Ministry of Commerce, Government of the People's Republic of Bangladesh. In addition to his remarkable achievements, Mr. Alam also served with distinction as a Director of the BGMEA during the 2019-2021 session. His tenure at BGMEA reflected his deep involvement in shaping the policies and strategies that support the development of the RMG sector, while also advocating for the welfare and progress of industry stakeholders.

Directorship and engagement, other than Midland Bank PLC.:

1. Garments Export Village Ltd.
2. Amranet Ltd.
3. Bravo Apparel Manufacturer Ltd.
4. Shahjibazar Power Co. Ltd.
5. Eden Multicare Hospital Ltd.
6. Petromax Refinery Ltd.



Khandhaker Tanveer Shamsul Islam
Director (Independent Director)

Committee Membership
N/A

Type of Director
Non-executive Director

First Appointment Date
9/27/2022

Last Re-election Date
N/A

Experience
More than 37 years

BRIEF RESUME

Mr. Khandhaker Tanveer Shamsul Islam, an esteemed Independent Director of Midland Bank PLC., is a highly accomplished professional with a solid academic foundation in finance. He holds a Bachelor of Arts (honors) in Economics from University of Dhaka and MBA in Finance from IBA at the University of Dhaka, one of Bangladesh's premier institutions for business education. Mr. Islam's academic journey at IBA, where he received comprehensive training in management and finance, equipped him with the critical skills and knowledge necessary to navigate complex business landscapes and make strategic decisions in the dynamic world of finance. His educational background has been pivotal in shaping his ability to provide valuable insights, helping Midland Bank reinforce its commitment to sound financial practices, strategic growth, and operational excellence. With an impressive 37 years of professional experience in finance and business management, Mr. Islam brings a wealth of expertise to the Board of Directors at Midland Bank PLC. His extensive career has provided him with a deep understanding of financial strategies, corporate governance, and decision-making processes, making him an invaluable contributor to the bank's leadership team. Since his appointment as Independent Director on September 27, 2022, Mr. Islam has played a crucial role in guiding the bank on various financial matters, strengthening its strategic growth initiatives and ensuring its long-term financial stability. Throughout his illustrious career, Mr. Islam has gained expertise in various key areas of banking, including corporate banking, risk management, and financial strategy. His extensive work across multiple global markets has provided him with a comprehensive understanding of international banking operations and the intricacies of the global financial system. This broad exposure has enriched his perspective on cross-border finance, mergers and acquisitions, and investment management, which are critical aspects of the modern financial world. Mr. Islam's tenure in renowned institutions has not only honed his leadership and management skills but also shaped his strategic insights into financial markets, risk assessment, and market trends. His diverse background has made him an influential figure in both the local and international banking sectors, positioning him as an expert capable of navigating complex financial landscapes.

Directorship and engagement, other than Midland Bank PLC.:

Mr. Khandhaker Tanveer Shamsul Islam works only with Midland Bank PLC. as Non-Executive Independent Director and does not hold any other directorships, board memberships, or professional affiliations in any public and private, or non-governmental organization.



Mohammad Asif-uz-Zaman
Director (Independent Director)

Committee Membership
Chairman of Audit Committee

Type of Director
Non-executive Director

First Appointment Date
11/7/2022

Last Re-election Date
N/A

Experience
More than 37 years

BRIEF RESUME

Mr. Mohammad Asif-uz-Zaman, an esteemed Independent Director of Midland Bank PLC., He holds B.Sc. (Hons) and M.Sc. from University of Dhaka., Post Graduate Diploma in Accounting from University of Ulster, Northern Ireland, UK and Diploma in Audit Learning, IDI Oslo, Norway. His academic background from one of Bangladesh's foremost institutions has equipped him with a solid foundation in critical thinking, research, and analytical skills. This education has played a key role in shaping his comprehensive understanding of strategic management, governance, and financial systems, which he has applied effectively throughout his extensive professional career. With 37 years of professional experience, Mr. Asif-uz-Zaman brings a wealth of knowledge and expertise to Midland Bank's board, making him a highly valued and trusted figure in the organization. Over the course of his career, he has developed deep expertise in various aspects of business management, financial strategy, corporate governance, and risk management. His ability to navigate complex business landscapes and his thorough understanding of strategic decision-making processes has allowed him to contribute significantly to the continued success and growth of Midland Bank PLC. Since his appointment as Independent Director on November 7, 2022, Mr. Mohammad Asif-uz-Zaman has played an instrumental role in providing valuable insights and guidance to the bank. He has contributed to the formulation and execution of policies aimed at enhancing the bank's operational efficiency, stability, and growth. His wealth of experience has allowed him to approach challenges with a strategic and forward-thinking mindset, helping the bank maintain its competitive edge and navigate the ever-evolving financial landscape. In his capacity as an Independent Director, Mr. Mohammad Asif-uz-Zaman is actively involved in strengthening the bank's governance framework, ensuring that Midland Bank operates with the highest standards of transparency, accountability, and ethical conduct. He continues to offer valuable strategic counsel, providing direction on key initiatives that have helped to drive the bank's growth and reputation as a leading financial institution in Bangladesh. Mr. Mohammad Asif-uz-Zaman's commitment to excellence and his vast experience make him an invaluable asset to the board of Midland Bank. His contributions have been crucial to the bank's ongoing success, and his leadership continues to positively influence the strategic direction and corporate governance of the institution.

Directorship and engagement, other than Midland Bank PLC.:

Mr. Mohammad Asif-uz-Zaman works only with Midland Bank PLC. as Non-Executive Independent Director and does not hold any other directorships, board memberships, or professional affiliations in any public and private, or non-governmental organization.



Md. Ahsan-uz Zaman
Managing Director & CEO

Experience
35 Years

BRIEF RESUME

Mr. Md. Ahsan-uz Zaman is the esteemed CEO of Midland Bank PLC, bringing decades of invaluable experience and visionary leadership to the institution. His academic journey began at Dhaka University, where he earned a Master of Business Administration (MBA) in 1982 from the prestigious Institute of Business Administration (IBA), following a Bachelor of Arts with Honors in English Literature in 1980. With over three decades of experience in the financial sector, Mr. Zaman's strategic direction has been pivotal in shaping the bank's growth and success. His deep understanding of financial systems, paired with a forward-thinking vision, continues to drive Midland Bank's expansion and position it as a leader in the competitive banking landscape. His ability to combine analytical rigor with a holistic perspective not only inspires his team but also strengthens the bank's operational efficiency and resilience in the face of evolving market dynamics. Mr. Zaman's leadership continues to pave the way for Midland Bank's sustained success and its future growth.

Over the years, Mr. Zaman has built an extensive career in the financial industry, with a particular focus on corporate governance, risk management, and operational efficiency. His leadership has been instrumental in shaping the vision and success of Midland Bank PLC, driving it toward greater innovation, customer-centric services, and strategic growth. As CEO, he combines his deep understanding of business strategy with a passion for excellence, maintaining a forward-looking approach that balances profitability with social responsibility. Mr. Zaman's expertise and commitment have contributed significantly to Midland Bank's progress in the competitive banking landscape, ensuring its sustainability and long-term success. His profound understanding of the financial sector, coupled with his academic foundation, continues to strengthen Midland Bank's position as a trusted and forward-thinking institution.

Prior to joining MDB, Mr. Ahsan-uz Zaman was working for Mutual Trust Bank (MTB) as Additional Managing Director with responsibility for business catering to companies and individuals, International Trade Services, Information Technology, and Alternative Delivery Channels. He initially joined MTB as Deputy Managing Director in July 2009 and was instrumental in developing existing and new client relationships, new business initiatives, assisting in recruiting key officers, providing strategic direction, and managing risk by chairing various Committees of the Bank. Prior to MTB, Mr. Ahsan-uz Zaman worked for Bank of America in New York, at its Global Wealth and Investment Management Division with responsibility for business across a wide assigned territory.

Mr. Md. Ahsan-uz Zaman possesses a diverse and extensive banking background, with significant experience both domestically and internationally. His career journey includes esteemed roles at global financial institutions such as JP Morgan Chase Bank, Morgan Stanley, BNP Paribas, and ANZ Grindlays Bank, where he began his professional journey as a Management Trainee in Dhaka in 1982. This rich exposure to top-tier global banking has shaped his expertise in financial strategy, risk management, and leadership. He has participated in several prestigious seminars and training programs, including those on Risk Management and Capital Markets organized by BNP Paribas in New York. Additionally, he received specialized credit training through ANZ Grindlays Bank in key global cities such as London, Melbourne, and Mumbai. His comprehensive training also spans essential areas such as deposits, operations management, foreign trade, foreign exchange, and presentation skills, all of which have significantly contributed to his expertise in the banking and financial sectors.

Mr. Ahsan-uz Zaman's leadership at Midland Bank PLC. continues to elevate the institution's growth path, ensuring its success in the evolving global financial landscape. His profound academic foundation, extensive local and international experience, and commitment to excellence position him as a key figure in the continued success and development of Midland Bank PLC.

COMMITTEES OF THE BOARD OF DIRECTORS

EXECUTIVE COMMITTEE:

The Executive Committee performs its responsibilities in accordance with BRPD Circular No. 02, dated 11 February 2024, which outlines its role in overseeing operational matters, credit issues, and other urgent affairs requiring prompt attention between full Board meetings.

Sl	Name	Status	Remarks
01	Mr. Rezaul Karim	Chairman	
02	Mr. Ahsan Khan Chowdhury	Member	
03	Mr. A K M Badiul Alam	Member	
04	Mr. Master Abul Kashem	Member	
05	Dr. Md. Mostafizur Rahman	Member	Joined on 3rd Quarter in 2024
06	Mr. Alhaj Mohammed Helal Miah	Member	Joined on 3rd Quarter in 2024
07	Mr. Mahbubul Hady Fazle Rab	Member	Tenure Expired on 29.01.2025
Secretary: Mr. Khalid Mohammad Sharif FCS			

AUDIT COMMITTEE:

The Audit Committee provides independent oversight of the financial reporting process, internal controls, audit functions, and compliance with applicable laws and regulations. It also ensures the integrity of disclosures in the Annual Report and adherence to the BSEC Corporate Governance Code 2018.

Sl	Name	Status	
01	Mr. Mohammad Asif-uz-zaman	Chairman	
02	Mr. Mohammed Jamal Ullah	Member	
03	Mrs. Shahnaj Parveen	Member	Joined on 2nd Quarter in 2024
04	Mr. Nazim Uddin Chowdhury	Member	Tenure Expired on 27.02.2025
05	Mr. Alhaj Mohammed Helal Miah	Member	Resigned 1st Quarter in 2025
06	Mr. Hafizur Rahman Sarker	Member	Joined on 1st Quarter in 2025
Secretary: Mr. Khalid Mohammad Sharif FCS			

RISK MANAGEMENT COMMITTEE:

The Risk Management Committee performs its responsibilities in accordance with BRPD Circular No. 02, dated February 11, 2024. It is responsible for overseeing the bank's risk exposures across credit, market, liquidity, and operational domains, ensuring the effectiveness of the risk management framework and alignment with regulatory expectations.

Sl	Name	Status
01	Mr. Ahsan Khan Chowdhury	Chairman
02	Mr. Md. Shamsuzzaman	Member
03	Dr. Mostafizur Rahman	Member
04	Mr. Hafizur Rahman Sarker	Member
Secretary: Mr. Khalid Mohammad Sharif FCS		

NOMINATION & REMUNERATION COMMITTEE (NRC):

Bangladesh Bank, through its letter (Reference No. BRPD (R-1-717/2021-5064), dated June 16, 2021), barred the formation of the "Nomination & Remuneration Committee (NRC)." However, in a subsequent directive issued via BRPD Circular Letter No. 21, dated May 12, 2024, Bangladesh Bank instructed banks to delegate NRC-related functions to the Audit Committee of the Board of Directors.

SHARIAH **SUPERVISORY COUNCIL**

The Shariah Supervisory Council plays a crucial role in maintaining trust and ensuring that all activities remain in line with Islamic ethical and legal standards. Our Islamic products and services are carefully designed to follow the principles of Islami Shariah. To ensure compliance in every aspect of our Islamic banking operations, we have formed the MDB Shariah Supervisory Committee. This committee includes experienced Faqihs (Islamic jurisprudence experts), Islamic scholars, and industry professionals who oversee and uphold Shariah guidelines at all levels. The MDB's Shariah Supervisory Committee consists of the following members:



Professor Dr. Muhammad Abul Kalam Azad
Chairman



Dr. Muhammad Nazrul Islam Al-Maruf
Member



N K A Mobin FCA, FCS
Member



Rezaul Karim
Member



Md. Ahsan-uz Zaman
Member

THE PROFILES OF **SHARIAH COUNCIL MEMBERS**

Professor Dr. Muhammad Abul Kalam Azad - Chairman

Professor Dr. Muhammad Abul Kalam Azad is a distinguished member of the Shariah Council at Midland Bank PLC. (MDB), where he contributes his extensive expertise in Islamic law and finance. His involvement in shaping the bank's strategic direction reflects his commitment to upholding the highest standards of ethical and religious compliance in financial practices. He is an eminent Islamic scholar and educationist of the country, is the Chairman of the Shariah Supervisory Council of Midland Bank PLC. He is also the current Chairman of the Shariah Supervisory Board of Islami Bank Foundation since 2018. During his 25-year education career, he was posted in different Government Colleges including Govt. Kobi Nazrul College and Govt. Jagannath College as BCS (Education) cadre, teaching Islamic Studies. He also served as the Chairman of the Department of Islamic Studies of Jagannath University in 2018-2019 term and is currently a Professor of the Department. Mr. Abul Kalam Azad has completed his BA (Honors) and Master's degree in Dawah and Islamic Studies from Islamic University, Kushtia. He also completed post-graduation securing 1st place with distinction in Arabic under Islamic University of Madinah Munawwarah, Saudi Arabia. He earned his PhD from the University of Dhaka in 2011. He has written many Islamic research papers and translated books into Bangla. He has publication in numerous local and international Islamic journals. He has also contributed to different initiatives of Islamic Foundation as Author of Islamic books and trainer of workshops and as a member of different committees like 'Fatwa Committee' and 'Research Committee' on many occasions.

Dr. Muhammad Nazrul Islam Al-Maruf – Member

Dr. Muhammad Nazrul Islam Al-Maruf is a respected member of the Shariah Council at Midland Bank PLC. With his deep knowledge and scholarly background in Shariah law, Dr. Al-Maruf offers invaluable insights and guidance in shaping the bank's Shariah-compliant strategies. His contributions help uphold the integrity of MDB's offerings, ensuring they align with the ethical and moral standards of Islamic finance. He is a renowned Islamic scholar and educationist, serving as a Member of the Shariah Supervisory Council of Midland Bank PLC. He is currently the Principal of Darul Ulum Hossainiah Kamil Madrasa, Mohakhali, Dhaka. Dr. Al-Maruf excelled in his academic journey, after completing his initial education with outstanding result (Board Stand 2nd to 6th place) in all public exams under the Madrasah Education Board. He then pursued higher studies at the Islamic University of Madinah, Saudi Arabia, where he earned a First-Class Licentiate degree (4-year graduation). Upon returning to Bangladesh, he completed an MA in Islamic Studies from the University of Dhaka, securing 1st Class 3rd place, and later obtained his PhD from the University of Dhaka in 2011. With extensive experience in academia, Dr. Al-Maruf has served as a guest professor at Asian University of Bangladesh and as Acting Vice-Chancellor of America Bangladesh University. He is also an active member of the examination committees for the Bangladesh Madrasah Education Board and Islamic University, Kushtia. As a scholar and author, he has contributed significantly to Madrasah Education Board textbooks. His book, 'Fatwa and Masail', published by the Islamic Foundation, Bangladesh, is widely recognized among Muslims in the country.

Mr. N K A Mobin FCA, FCS – Member

Mr. N K A Mobin FCA, FCS, is a respected member of Shariah Council of MDB. He is the Managing Director & CEO and one of the sponsored Directors of Emerging Credit Rating Ltd. (ECRL). His extensive experience includes key positions at renowned companies such as KPMG, Dhaka Match Industries, Karnaphuli Fertilizer Co. Ltd. (KAFCO), Novartis Bangladesh, and Grameenphone Ltd., where he served with distinction as Finance Director and Company Secretary for an impressive 26 years. Mr. N K A Mobin has a strong academic foundation that complements his extensive professional achievements. He holds both an MBA and a BBA in Finance from the University of Dhaka. He completed three executive MBA programmes in different arenas from Stockholm Business School, Sweden, National University of Singapore and INSEAD (France). In addition to his impressive academic credentials, Mr. Mobin is a Fellow Member of two distinguished professional organizations—the Institute of Chartered Accountants of Bangladesh (ICAB) and the Institute of Chartered Secretaries of Bangladesh (ICSB). His membership in the Institute of Financial Consultants (IFC), USA, further enhances his stature as a global finance expert, underscoring his commitment to upholding the highest standards of professionalism and integrity in his work. He serves as an Independent Director on the boards of several companies, including Heidelberg Cement Bangladesh Ltd., Omera Cylinders Ltd., Mobil-Jamuna Lubricants, and Citizens Bank PLC. He is active in professional organizations, having been an elected council member of ICAB and a former Vice President. Additionally, Mr. Mobin is involved in the Dhaka Chamber of Commerce and Industry (DCCI) and the Gulshan Society.

Note: Profiles of Mr. Rezaul Karim and Mr. Md. Ahsan-uz Zaman, the other two members of Shariah Supervisory Council are furnished in the Profile of Directors.

MANAGEMENT **COMMITTEES**

Senior Management Team (SMT)



Md. Ahsan-uz Zaman
Chairman of the SMT
Managing Director & CEO



Md. Zahid Hossain
Member of the SMT
Deputy Managing Director & CRO



Mohd. Javed Tarek Khan
Member of the SMT
Head of Institutional Banking Division



Md. Nazmul Huda Sarkar
Member of the SMT
Head of Information Technology Division & CTO



Khondkar Towfique Hossain
Member of the SMT
Head of International Division & NRB



Md. Rashed Akter
Member of the SMT
Head of Retail Distribution Division



Mohammad Syejuddin Ahmmed
Member of the SMT
Head of Internal Control & Compliance Division



Didarul Islam
Member of the SMT
Head of Financial Administration Division & CFO



Md. Bajlur Rahman Khan
Member of the SMT
Head of Credit Risk Management Division



Khalid Mohammad Sharif FCS
Member of the SMT
Company Secretary



Md. Zubayed Ur Rahman
Member Secretary of the SMT
Head of HR Management Division



Sushanta Sekhar Deb
Member of the SMT
Head of Treasury & Market Risk (Front)

SENIOR MANAGEMENT TEAM (SMT)



SITTING FROM LEFT TO RIGHT

Md. Ahsan-uz Zaman
Managing Director & CEO

Md. Zahid Hossain
Deputy Managing Director & CRO

Mohd. Javed Tarek Khan
Head of Institutional Banking Division

Md. Nazmul Huda Sarkar
Head of Information Technology Division & CTO

Khondkar Towfique Hossain
Head of International Division & NRB

STANDING FROM LEFT TO RIGHT

Md. Rashed Akter
Head of Retail Distribution Division

Mohammad Syejuddin Ahmmed
Head of Internal Control & Compliance Division

Didarul Islam
Head of Financial Administration Division & CFO

Md. Bajlur Rahman Khan
Head of Credit Risk Management Division

Khalid Mohammad Sharif FCS
Company Secretary

Md. Zubayed Ur Rahman
Head of HR Management Division

Sushanta Sekhar Deb
Head of Treasury & Market Risk (Front)

ASSET LIABILITY COMMITTEE (ALCO)



SITTING FROM LEFT TO RIGHT

Md. Ahsan-uz Zaman
Managing Director & CEO

Md. Zahid Hossain
Deputy Managing Director & CRO

Mohd. Javed Tarek Khan
Head of Institutional Banking Division

Khondkar Towfique Hossain
Head of International Division & NRB

Md. Rashed Akter
Head of Retail Distribution Division

STANDING FROM LEFT TO RIGHT

Didarul Islam
Head of Financial Administration Division & CFO

Sushanta Sekhar Deb
Head of Treasury & Market Risk (Front)

Asset Liability Committee (ALCO)



Md. Ahsan-uz Zaman
Chairman of the ALCO
Managing Director & CEO



Md. Zahid Hossain
Member of the ALCO
Deputy Managing Director & CRO



Mohd. Javed Tarek Khan
Member of the ALCO
Head of Institutional Banking Division



Khondkar Towfique Hossain
Member of the ALCO
Head of International Division & NRB



Md. Rashed Akter
Member of the ALCO
Head of Retail Distribution Division



Didarul Islam
Member of the ALCO
Head of Financial Administration Division & CFO



Sushanta Sekhar Deb
Member Secratary of the ALCO
Head of Treasury & Market Risk (Front)

Investment Committee (IC)			
01	Mr. Md. Ahsan-uz Zaman	Managing Director and CEO	Chairman
02	Mr. Md. Zahid Hossain	Deputy Managing Director & CRO	Member
03	Mr. Mohd. Javed Tarek Khan	Head of Institutional Banking Division	Member
04	Mr. Didarul Islam	Head of Financial Administration Division & CFO	Member
05	Mr. Khondkar Towfique Hossain	Head of International Division & NRB	Member
06	Mr. Md. Bajlur Rahman	Head of Credit Risk Management Division	Member
07	Mr. Md. Rashed Akter	Head of Retail Distribution Division	Member
08	Mr. Sushanta Sekhar Deb	Head of Treasury & Market Risk (Front)	Member Secretary

Risk Management Committee (RMC)			
01	Md. Zahid Hossain	DMD & CRO	Chairman
02	Mohd. Javed Tarek Khan	SEVP & HoIBD	Member
03	Khondkar Towfique Hossain	SEVP & HoID	Member
04	Md. Nazmul Huda Sarkar	SEVP & HoITD	Member
05	Md. Rashed Akter	EVP & HoRDD	Member
06	A. K. M. Ashiqur Rahman	SVP & HoCAD	Member
07	Md. Bajlur Rahman Khan	SVP & HoCRM	Member
08	Mohammad Syejuddin Ahmmed	SVP & HoICCD	Member
09	Didarul Islam	SVP & HoFAD	Member
10	Md. Ahsan Jamil Hossain	VP & HoSME	Member
11	Fazal Abdullah	SAVP & HoAMLD	Member
12	Sushanta Sekhar Deb	SAVP & HoTreasury & Market Risk (Front)	Member
13	Mohammad Hedayet Hossain	AVP & HoISS	Member
14	Abdur Rahim	FAVP & HoSAMD (Acting)	Member
15	Md. Abu Sayed	FAVP, Operations	Member
16	Md. Wali-Ul-Islam	SAVP & Deputy HoRMD	Member Secretary

Credit Committee			
01	Mr. Md. Ahsan-uz Zaman	Managing Director and CEO	Chairman
02	Mr. Md. Zahid Hossain	Deputy Managing Director & CRO	Member
03	Mr. Mohd. Javed Tarek Khan	Head of Institutional Banking Division	Member
04	Mr. Khondkar Towfique Hossain	Head of International Division & NRB	Member
05	Mr. Md. Rashed Akter	Head of Retail Distribution Division	Member
06	Mr. Sushanta Sekhar Deb	Head of Treasury & Market Risk (Front)	Member
07	Mr. Md. Bajlur Rahman Khan	Head of Credit Risk Management	Member Secretary

Anti-Money Laundering Compliance Committee (AMLC)			
01	Mr. Md. Zahid Hossain	Deputy Managing Director, CRO & CAMLCO	Chairman
02	Mr. Md. Nazmul Huda Sarkar	Head of Information Technology Division & CTO	Member
03	Mr. Md. Rashed Akter	Head of Retail Distribution Division	Member
04	Mr. Rafikul Hasan	SAVP, Trade & Supply Chain Department	Member
05	Mr. Md. Zubayed Ur Rahman	Head of HR Management Division	Member
06	Mr. Fazal Abdullah	Head of Anti Money Laundering Division	Member
07	Mr. Md. Bajlur Rahman Khan	Head of Credit Risk Management Division	Member
08	Mr. Khondkar Towfique Hossain	Head of International Division & NRB & DCAMLCO	Member Secretary

Social Media and Administration Review Committee (SMAR)			
01	Mr. Md. Ahsan-uz Zaman	Managing Director and CEO	Chairman
02	Mr. Md. Nazmul Huda Sarkar	Head of Information Technology Division & CTO	Member
03	Mr. Md. Rashed Akter	Head of Retail Distribution Division	Member
04	Mr. Mohammed Rashadul Anwar	Head of Public Relations Division	Member Secretary

ICT Steering Committee			
01	Mr. Md. Zahid Hossain	Deputy Managing Director & CRO	Chairman
02	Mr. Mohd. Javed Tarek Khan	Head of Institutional Banking Division	Member
03	Mr. Didarul Islam	Head of Financial Administration Division & CFO	Member
04	Mr. Md. Rashed Akter	Head of Retail Distribution Division	Member
05	Mr. Mohammad Syejuddin Ahmmed	Head of Internal Control & Compliance Division	Member
06	Mr. Md. Zubayed Ur Rahman	Head of Human Resources Management Division	Member
07	Mr. Md. Nazmul Huda Sarkar	Head of Information Technology Division & CTO	Member Secretary

ICT Security Committee			
01	Mr. Md. Zahid Hossain	Deputy Managing Director & CRO	Chairman
02	Mr. Mohd. Javed Tarek Khan	Head of Institutional Banking Division	Member
03	Mr. Md. Rashed Akter	Head of Retail Distribution Division	Member
04	Mr. Mohammad Syejuddin Ahmmed	Head of Internal Control & Compliance Division	Member
05	Mr. Md. Nazmul Huda Sarkar	Head of Information Technology Division & CTO	Member Secretary

Sustainable Finance Committee			
01	Mr. Md. Zahid Hossain	Deputy Managing Director & CRO	Chairman
02	Mr. Mohd. Javed Tarek Khan	Head of Institutional Banking Division	Member
03	Mr. Didarul Islam	Head of Financial Administration Division & CFO	Member
04	Mr. Khondkar Towfique Hossain	Head of International Division & NRB	Member
05	Mr. Md. Nazmul Huda Sarkar	Head of Information Technology Division & CTO	Member
06	Mr. Md. Bajlur Rahman Khan	Head of Credit Risk Management Division	Member
07	Mr. A.K.M. Ashiqur Rahman	Head of Credit Administration Department	Member
08	Mr. Md. Rashed Akter	Head of Retail Distribution Division	Member
09	Mr. Mohammad Syejuddin Ahmmed	Head of Internal Control & Compliance Division	Member
10	Mr. Md. Abed-Ur-Rahman	Head of Cards	Member
11	Mr. Nakul Chandra Debnath	Head of General Services Division	Member
12	Mr. Mohammed Rashadul Anwar	Head of Public Relations Division	Member
13	Mr. Md. Zubayed Ur Rahman	Head of Human Resources Management Division	Member
14	Mr. Md. Wali-Ul-Islam	SAVP, Risk Management Division	Member
15	Mr. Jahangir Alam	FAVP, SME Banking	Member Secretary

ICT Risk Management Committee			
01	Mr. Md. Zahid Hossain	Deputy Managing Director & CRO	Chairman
02	Mr. Didarul Islam	Head of Financial Administration Division & CFO	Member
03	Mr. Mohammad Syejuddin Ahmmed	Head of Internal Control & Compliance Division	Member
04	Mr. Md. Zubayed Ur Rahman	Head of Human Resources Management Division	Member
05	Mr. Md. Wali-Ul-Islam	SAVP, Risk Management Division	Member
06	Mr. Md. Nazmul Huda Sarkar	Head of Information Technology Division & CTO	Member Secretary

Integrity Building Committee (IBC)			
01	Mr. Md. Zahid Hossain	Deputy Managing Director & CRO	Chairman & Focal Point
02	Mr. Md. Rashed Akter	Head of Retail Distribution Division	Member
03	Mr. Md. Bajlur Rahman Khan	Head of Credit Risk Management Division	Member
04	Mr. Mohammad Syejuddin Ahmmed	Head of Internal Control & Compliance Division	Member
05	Mr. Fazal Abdullah	Head of Anti Money Laundering Division	Member
06	Mr. Md. Zubayed Ur Rahman	Head of Human Resources Management Division	Member Secretary

Purchase Committee (PC)			
01	Mr. Md. Zahid Hossain	Deputy Managing Director & CRO	Chairman
02	Mr. Didarul Islam	Head of Financial Administration Division & CFO	Member
03	Mr. Md. Nazmul Huda Sarkar	Head of Information Technology Division & CTO	Member
04	Mr. Md. Bajlur Rahman Khan	Head of Credit Risk Management Division	Member
05	Mr. Nakul Chandra Debnath	Head of General Services Division	Member Secretary

Branch Expansion and Interior Decoration Committee			
01	Mr. Md. Ahsan-uz Zaman	Managing Director & CEO	Chairman
02	Mr. Md. Rashed Akter	Head of Retail Distribution Division	Member
03	Mr. Mohammed Rashadul Anwar	Head of Public Relations Division	Member
04	Mr. Md. Zubayed Ur Rahman	Head of Human Resources Management Division	Member
05	Mr. Nakul Chandra Debnath	Head of General Services Division	Member Secretary

Innovation Committee			
01	Mr. Md. Zahid Hossain	Deputy Managing Director & CRO	Chairman
02	Mr. Mohd. Javed Tarek Khan	Head of Institutional Banking Division	Member
03	Mr. Md. Nazmul Huda Sarkar	Head of Information Technology Division & CTO	Member
04	Mr. Mohammad Syejuddin Ahmmed	Head of Internal Control & Compliance Division	Member
05	Mr. Ahbab Ahmed Jaigirder	Head of Gulshan Branch	Member
06	Mr. Mostofa Maynul Hasan	Head of Banani Branch	Member
07	Mr. Md. Ibrahim Khalil	Head of Uttara Branch	Member
08	Mr. Mohammed Asif Raihan Chowdhury	Head of Agrabad Branch	Member
09	Mr. Md. Ahsan Habib	Head of Rajshahi Branch	Member
10	Mr. Md. Rashed Akter	Head of Retail Distribution Division	Member Secretary

Business Continuity Management Committee			
01	Mr. Md. Ahsan-uz Zaman	Managing Director & CEO	Chairman
02	Mr. Md. Zahid Hossain	Deputy Managing Director	Coordinator
03	Mr. Mohd. Javed Tarek Khan	Head of Institutional Banking Division (IBD)	Member
04	Mr. Khondkar Towfique Hossain	Head of International Division(ID) & NRB	Member
05	Mr. Md. Nazmul Huda Sarkar	Head of Information and Technology Division	Member
06	Mr. Md. Rashed Akter	Head of Retail Distribution Division	Member
07	Mr. Mohammad Syejuddin Ahmmed	Head of Internal Control & Compliance Division	Member
08	Mr. Didarul Islam	Head of Financial Administration Division	Member
09	Mr. Md. Zubayed Ur Rahman	Head of Human Resource Management Division	Member
10	Mrs. Sharif Yasmin Sultana	First Assistant Vice President, Operation Division	Member
11	Mr. Nakul Chandra Debnath	Head of General Services Division	Member Secretary

PRODUCTS & SERVICES

DEPOSIT PRODUCTS

Retail Products		
Savings Account	**Current /SND Account**	**Scheme Deposit**
Savings Account- General	Current Deposit	MDB Super Monthly Savings
MDB Super Saver	MDB High Performance	MDB Special Rural Savings
MDB College Saver	Special Notice Deposit	MDB Shikhsha Sanchay Scheme
MDB School Saver	MDB Personal Retail Account	MDB Kotipoti
MDB Probashi Savings	**Term Deposit**	MDB Millionaire Savings Scheme
MDB Digital Savings Account	Fixed Deposit	MDB Platinum Savings Scheme
MDB Digital Probashi Savings Account	MDB Family Support	MDB Traveller's Saving Scheme
MDB e-Saver Account	MDB FD Plus	MDB Digital Monthly Savings Scheme
MDB Sathi	MDB Interest First	Double Benefit Plus Scheme
MDB CPP Savings	MDB Digital Fixed Deposit	Digital Double Benefit Plus Scheme
MDB Super Saver Plus	MDB Digital Family Support Scheme	

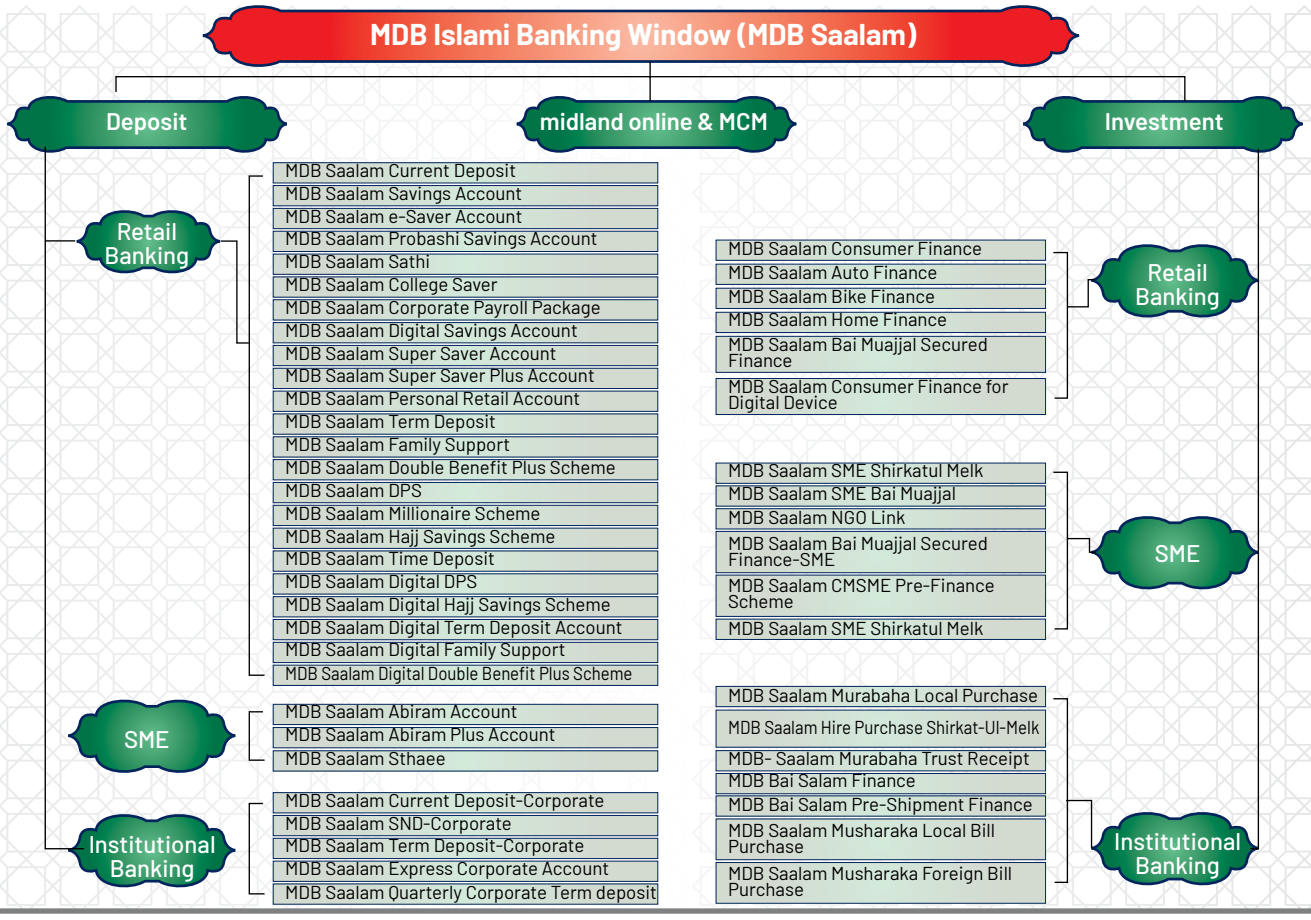
Corporate Products	
Current /SND Accounts	**Term Deposit**
Current Deposit	MDB Time Deposit
Special Notice Deposit	MDB Fixed Deposit-Corporate
POS Merchant Transactional Account	MDB FD Plus-Corporate
MDB Virtual Collection Account	MDB Time Deposit-Corporate

LOAN PRODUCTS

Retail Products		
Personal Loan	**Car Loan**	**Home Loan**
Personal Loan (EMI)	Car Loan (EMI)	Home Loan (EMI)
Overdraft-FO		MDB Amar Bari
MDB Secured Loan (EMI)		
MDB Digital Loan-SOD		
MDB Digital Secured Loan-EMI		

MDB CARD PRODUCTS

MDB VISA Credit Cards
Platinum
Gold
MDB VISA Debit Card
MDB VISA Prepaid Card



Institutional Banking Division	
a. Loan and Advance	• Regular Trade Service Products
• Short-Term Financing	• Letter of Credit (Sight/Deferred/UPAS)
• Working Capital Finance	• Back-to-back Letter of Credit
• Bank Guarantee (Performance Guarantees, Advance Payment Guarantees & Bid bonds)	• Shipping Guarantee
• Letter of Credits - Sight/Usance	• Export LC (Advising & Transfer)
• Demand Loan	• Letter of Guarantee
• Time Loan	• Import Bill Handling
• Post Import Finance	• Export Bill Negotiation/Collection
• Packing Credit	• Local/Foreign Documents Purchase
• Long Term Financing	• Specialized Trade Service Products
• MDB Project Finance	• EDF loan
• MDB Structured Finance/Syndication Loan	• OBU Financing
• Hire Purchase	• Packing Credit
• Work Order Finance	• Counter Guarantee
• Bangladesh Bank's Re-Financing Scheme	b. Savings Products
	• MDB Fixed Deposit Corporate
	• MDB High Performance Corporate Account
	• MDB Express Corporate Account
	c. Digital Product & Cash management solutions
	• MDB Cash Management (MCM)
	• Virtual Account



CODE OF CONDUCT & ETHICAL GUIDELINES

The standards of ethics in banking in Bangladesh are not supposed to be particularly different than those practiced by bankers in other societies. Universally bankers are expected to be good corporate citizens, trying to adhere to certain moral and ethical values and endeavoring to do the right thing for the various stakeholders, customers, employees and investors besides working well for of society as a whole. MDB's unwavering commitment to good governance is exemplified in our comprehensive Code of Conduct, which serves as both an internal guide and a testament to our corporate values and ethical responsibilities toward stakeholders. Thoughtfully shaped, this code defines MDB's mission, vision, and values, while upholding the highest standards of professional integrity and ethical conduct. This guideline intended to comply compulsorily by bank while conducting the businesses. The ultimate and firm objective is to ensure integrity, high ethical standards, due skill, care and diligence in all of the business and allied activities, including the stakeholders. Following are the key highlights of our code of conduct and ethical guidelines:

Serving customers and the stakeholders

Achieving customer satisfaction and loyalty is essential for long-term survival. Clients should feel valued, wanted and loved.

Maintaining confidentiality

The Bank owes a strict suttee of confidentiality to their customers. Employees must always protect the confidentiality of property and confidential information obtained or created in connection with activities for MDB in accordance with the applicable raw.

Personal investments and insider trading

MDB employees and representatives are strictly prohibited from trading publicly traded securities, including those of their employer, for personal or household gain if they possess material non-public information.

Being fair to customers

Employees must treat all customers impartially and apply polices appropriately to all customers regardless of gender, race, religion, sexual orientation and the like.

Going the extra mile for a customer

All employees must actively assist customers in finding what they need and resolving any issues. If the solution is beyond the Bank's scope, staff should guide them to the appropriate person or authority for resolution.

Whistle Blower

MDB strictly prohibits violence or threats of violence by employees. Mutual respect is essential for professionalism, a safe workplace, and a strong corporate culture that serves the community.

Financial accountability and internal controls

MDB has numerous internal control policies and procedures involving all areas of operation. Every employee should be familiar with and operate within those established norms and internal controls requirements.

Things offered by employees

Employees shall not, on behalf of MDB directly or indirectly give, offer or promise anything of value to any individual, business entity, organization, public official, and political party for the purpose of influencing the recipient. Normal business practices of offering meals, entertainment, promotional gifts are exempted.

Fraud, Theft or Illegal Activities

Employees of MDB shall be vigilant about the frauds, theft or illegal activities and shall not engage in such activities at any cost. If any such activity comes into any employee's notice, he/she shall immediately report the same to his/her immediate superior/s or management to protect the interest of the organization.

Fair & Equal Employment Opportunity

MDB is committed to provide equal opportunity in employment on the basis of individual merit and personal qualifications to employees and applicants for employment. Every individual has the right to work in a professional atmosphere that promotes equal and legal employment opportunities and where discriminatory practices, including harassment are prohibited.

STRATEGIC **PRIORITIES**

01 Strengthening Financial Resilience

Focus on maintaining a strong and stable balance sheet with sustainable profitability and solid provisioning.

02 Enhancing Capital Adequacy

Ensure the Bank remains well-capitalized to meet regulatory requirements and withstand financial downturns.

03 Driving Cost Efficiency

Optimize cost management through technological advancements, efficient resource allocation, and competitive pricing strategies.

04 Strengthening Risk Management

Enhance internal controls and risk mitigation strategies to safeguard assets and optimize profitability.

05 Advancing Digital & Innovative Banking

Promote innovation in banking products, processes, and technology-driven solutions to enhance customer experience.

06 Expanding Business Segments

Diversify the Bank's portfolio across corporate, MSME, agriculture, and retail sectors to ensure sustainable growth.

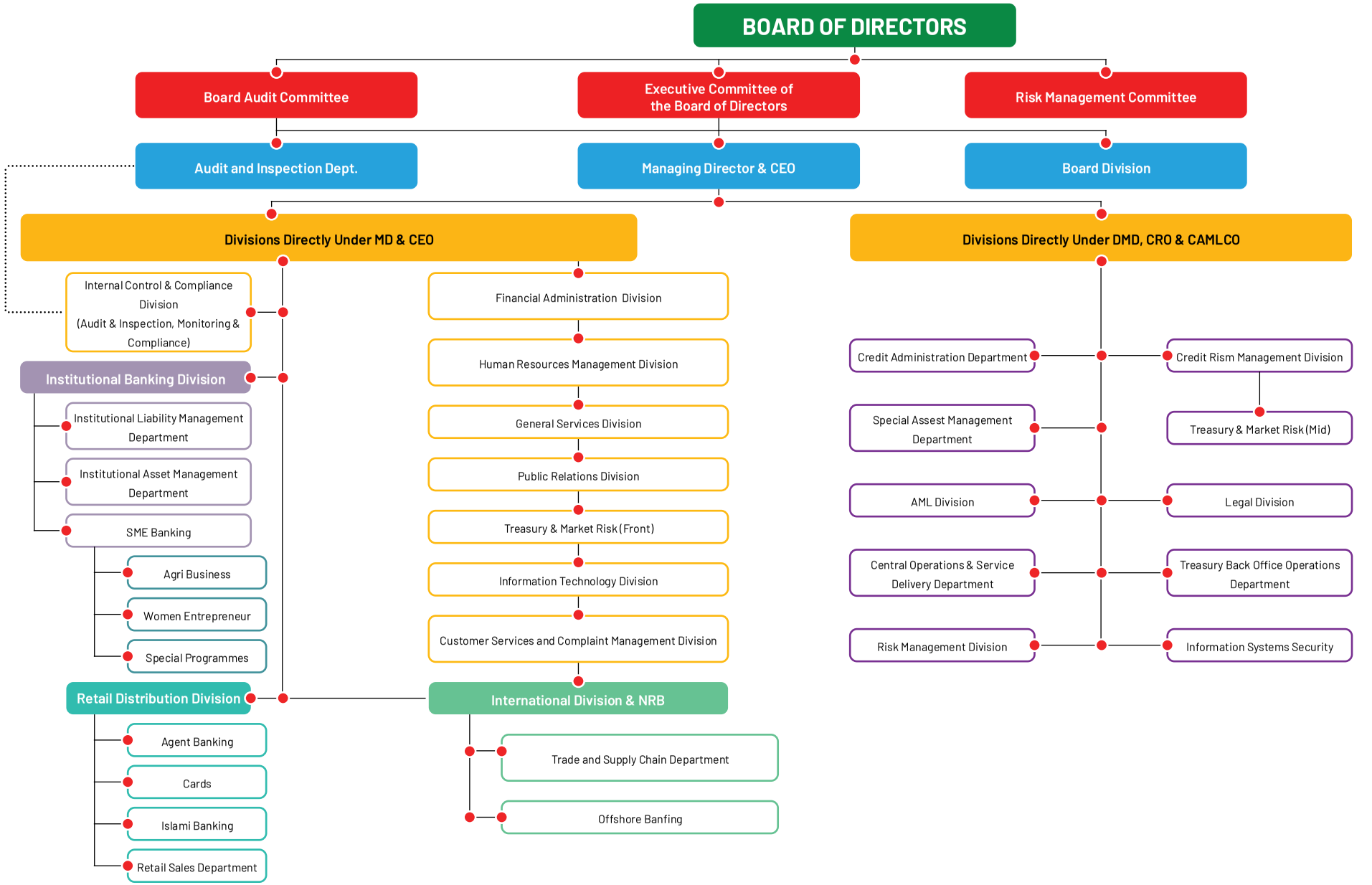
07 Investing in Human Capital

Develop and nurture a skilled and future-ready workforce through continuous training and leadership development.

08 Promoting Sustainability & Social Responsibility

Commit to environmental responsibility, green banking, and community initiatives for a sustainable future.

ORGANIZATIONAL **STRUCTURE**



STEWARDSHIP



MORE THAN
BANKING-WE BUILD
POSSIBILITIES

মিডল্যান্ড ব্যাংক সালাম
ইসলামী ব্যাংকিং

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আপনার কার্ড সংক্রান্ত
সকল সেবা নিন সহজেই
মিডল্যান্ড অনলাইন ব্যবহার করে
যেকোনো জায়গা থেকে



- কার্ড ব্যবহার করে মিডল্যান্ড অনলাইন রেজিস্ট্রেশন
- একাধিক কার্ড অ্যাড করা
- কার্ড ব্লক/আনব্লক
- পূর্ববর্তী মাসের স্টেটমেন্ট (ক্রেডিট কার্ড)
- ডেবিট কার্ডের অনুরোধ করা
- নতুন কার্ড অ্যাক্টিভেশন, নতুন পিন তৈরি বা পরিবর্তন
- কার্ডের শেষ ১০টি লেনদেন



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FROM THE DESK OF THE

CHAIRMAN



Honorable Shareholders, Colleagues and other Stakeholders,

As-salamu Alaikum,

It gives me immense pleasure to present to you the Integrated Annual Report of our Bank for the Financial Year 2024. I would like to congratulate my fellow Board members, the entire team of the Bank and shareholders for having accomplished one of the most complex financial year by completing the process in a very smooth, efficient and effective manner. I am grateful for the support of Government of Bangladesh, Bangladesh Bank, Bangladesh Securities and Exchange Commission (BSEC), Stock Exchanges (DSE, CSE), and other regulatory authorities for providing support and guidance during the year. At the outset, I would convey my thanks and gratitude to all our investors and depositors for putting their trust and confidence on us. Our bank has achieved moderate growth in 2024, despite volatility in money market and challenging environment for banks in many aspects. Our economy is going through a critical stage, facing a multifaceted economic landscape. Although, our beloved bank achieved resilience against the odds over the years, due to conservative business approach, good governance and meticulous compliance, we are impacted by and large for the sectoral issues like contractionary monetary policy, scarcity of foreign exchange and issues relating to some Shariah based banks in the industry.

In 2024, the global economy continues to navigate through geopolitical tensions and instability, as the risks of geo-economics fragmentation rises. The long-term effects of the pandemic, the ongoing war in Ukraine, and more recently, escalating conflicts in the Middle East are continuing to take a toll on global growth. In this context, and with 2024 being a record setting election year, where half of the globe's population will be called upon to vote, geopolitical uncertainty and tension for the second time in a row, is seen as the most important challenge for the global economy in the year ahead. Further risks are seen in supply chain disruptions and the challenges in the supply of raw materials, coming in as the second most important challenge with energy security coming in as the third most important challenge to global growth in 2024.

Bangladesh's economy has demonstrated notable resilience and strong growth in the post-pandemic era, with real GDP expanding by 6.94 percent in FY21 and 7.10 percent in FY22. The recovery was driven by significant progress in the industrial and service sectors, supported by robust domestic and international demand. However, growth moderated to 5.78 percent in FY23, influenced by persistent high inflation, substantial depreciation of the Bangladesh Taka (BDT), and challenges stemming from the Russia-Ukraine conflict, global uncertainty, and adverse conditions such as slower-than-expected growth and rising inflation in key trade partners and remittance sources. Despite these challenges, growth saw a modest rebound to 5.82 percent in FY24, as per provisional estimates from the Bangladesh Bureau of Statistics (BBS). The service and agricultural sectors are expected to maintain steady growth throughout FY25, promising solid economic support. Historically, the industrial sector is one of the key contributors to domestic output and is anticipated to drive growth in the coming fiscal year. Agriculture will also play a significant role, boosted by favorable weather conditions and successful harvests. A more stable and market oriented exchange rate environment could benefit the external sector, highlighted by a recent surge in workers' remittances and

> **"WE ENSURED QUALITY DISCUSSIONS, INFORMATION SHARING AND TRANSPARENCY IN THE DISCLOSURES OF THE BANK, AT THE BOARD LEVEL, WITH A COMMITMENT TO THE HIGHEST LEVELS OF CORPORATE GOVERNANCE."**

expectations of increased exports. Looking ahead to FY25, Bangladesh's economy shows positive signs with strong industrial growth, stable service and agriculture sectors, and rising private demand. Remittance inflows and steady growth in Ready-Made Garments (RMG) exports are expected to contribute positively. The export sector, especially RMG, is set to benefit from higher global demand, while moderating global prices may benefit the import sector. The Government's proactive efforts to promote agricultural and industrial production, along with infrastructure projects, are likely to create further growth opportunities. Combined, these factors bolster the country's growth outlook. Forecasts indicate that the economy aims to regain momentum, targeting a robust growth rate of around 6.75 percent for FY25, as outlined in the national budget and supported by assessments from domestic and international agencies, including the Bangladesh Bank (BB).

Public confidence is very high on our bank. While we are offering moderately lower deposit rates according to market average, our deposit portfolio witnessed 24.71% net growth compared to previous year. I must acknowledge that Midland Bank PLC. is not amongst the best in terms of profitability. However, in terms of governance, compliance, portfolio quality, low NPL ratio and sustainability - it will be placed in the front-line category. The past year has been marked by global economic turbulence, characterized by significant shocks and unprecedented uncertainty. The prolonged Russia-Ukraine conflict and lingering effects of the pandemic have moderated global economic growth. Food and energy price shocks have contributed to elevated inflation levels worldwide, compounded by wage-price spirals.

During 2024, the Bank registered operating profit of BDT 2,114.45 million and posted net profit after tax at BDT 817.95 million. Total deposit rose by 24.71% to BDT 75,205.07 million from BDT 60,302.72 million in 2023. Loans and advances increased by 15.34% to BDT 63,276.55 million from BDT 54,862.66 million in 2023. Amount of fee based income increased from previous year due to reduced forex transaction and it had earned BDT 934.94 million in 2024 compared to BDT 816.21 million in 2023. Shareholders' equity increased to BDT 9,676.78 million from BDT 9,150.66 million, with an increase of 5.75%. Unlike many of our peer competitors, we were well-capitalized, deposit funded and liquid. MDB's capital management framework was intended to ensure best capital composition in relation to business growth. Bank's

Capital to Risk Weighted Assets Ratio (CRAR) stood at 16.78% against minimum requirement of 12.50 percent including 2.50% conservation buffer as per Basel III accord. Return on Assets (ROA) and Return of Equity (ROE) improved from previous year and stood at 0.88% and 8.69%, respectively. In a volatile scenario of Non-Performing Loans (NPLs) in the banking industry of Bangladesh, MDB could able to maintain its Non-Performing Loans (NPLs) in 3.78%, compared to an industry average of above 15.00%.

The investment portfolio of "MDB Salam" reached at BDT 3,331.66 million at the end of 2024 as against BDT 2,545.68 million of the last year. An increase of 30.87% compared to last year. Deposit portfolio also grew by 41.76% reaching at Tk. 5,060.51 million at the end of 2024. Our bank is also contributing FCY funding in the market through Offshore Banking Unit (OBU) and earned an amount of BDT 8.13 million as profit in the year 2024 by providing various FCY funding facilities to the institutional customers.

As of the end of 2024, Midland Bank PLC. operated a total of 41 (Forty-One) branches, comprising 21 (Twenty-One) rural branches and 20 (Twenty) urban branches. In addition, the Bank maintained 22 (Twenty Two) sub-branches and a widespread network of 148 (One Hundred Forty Eight) Agent Banking Centers, strategically located across the country to enhance financial inclusion and customer convenience. To further strengthen its service delivery channels, the Bank expanded its physical infrastructure by establishing 69 (Sixty-Nine) ATM booths and 10 (Ten) Bill Collection Centers. MDB also ensures seamless banking convenience by providing customers access to over 3,200 ATMs nationwide through the Q-Cash network.

In Midland Bank, people are at the heart of everything we do. Whether it's our customers, employees, or the communities we serve, we believe that human connections drive meaningful progress. We prioritize customer-centric service, ensuring personalized banking experiences through innovation, accessibility, and care. Internally, we foster a supportive and inclusive workplace where our employees are empowered, valued, and encouraged to grow. Beyond banking, MDB is committed to uplifting communities through financial inclusion, education, and social impact initiatives.

Our Board of Directors and senior management remain highly watchful and proactive when it comes to combating money laundering and related financial crimes. Recognizing the serious risks associated with such activities, the Bank has consistently taken timely and preventive measures to strengthen its Anti-Money Laundering (AML) and Combating the Financing of Terrorism (CFT) frameworks. We continuously review and upgrade our internal control systems, policies, and procedures in accordance with regulatory requirements and international best practices to ensure early detection and deterrence of any suspicious activities. Strong compliance mechanisms, staff training programs, and system automation further reinforce our capacity to prevent and respond to emerging AML/CFT threats. This includes promoting transparency, accountability, and ethical conduct throughout all levels of the organization. We believe that good governance is the cornerstone of sustainable growth, risk management, and stakeholder trust.

Midland Bank PLC. is dedicated to integrating Environmental, Social, and Governance (ESG) principles into its operations and decision-making processes. We promote environmental sustainability through green banking initiatives, eco-friendly financing, and digital solutions that reduce our carbon footprint. Our focus on social responsibility includes expanding financial inclusion through Agent Banking, supporting underserved communities, and engaging in impactful CSR activities. Strong governance practices underpin everything we do, ensuring transparency, accountability, and ethical conduct across the organization. Through our ESG commitment, MDB aims to create long-term value for stakeholders while contributing to a more sustainable and inclusive future.

The Bank strongly believes in creating a positive impact on society, through its business coupled with through its corporate social responsibility (CSR) activities. Governance and stability are top priorities for the Board, underpinning the articulated objective of growing within the guardrails of risk and compliance. In this regard, the Board has focused on ensuring competency and independence to contribute objectively and responsibly towards the Bank's progress. We ensured quality discussions, information sharing and transparency in the disclosures of the Bank, at the Board level, with a commitment to the highest levels of corporate governance, the Board continuously endeavours to strengthen various policies and frameworks, and maintain oversight over risk management, audit and compliances through various Committees.

Finally, I would like to express my sincere gratitude to each one of you, our valued shareholders, for your dedication, loyalty, and constant support. Your belief in our mission to build a world class bank and your confidence in our abilities have propelled us forward, enabling us to achieve remarkable milestones during the past year. Together, let us build a sustainable future where financial prosperity and social progress go hand in hand. May Allah remain with us and shows the path to more success in the coming days.



Ahsan Khan Chowdhury
Chairman

মিডল্যান্ড ব্যাংক সালাম
ইসলামী ব্যাংকিং

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এমডিবি
ডিজিটাল ডিপিএস

সঞ্চয় করুন সহজেই ঘরে বসে



- ৩/৬/৯ মাস থেকে ১/২/৩/৫/৮/১০/১৫/২০ বছর পর্যন্ত সুবিধাজনক যেকোনো মেয়াদে ২৫০/৫০০/১,০০০/১০,০০০/২৫,০০০/৫০,০০০/ ৭৫,০০০/১,০০,০০০ টাকা থেকে ৫,০০,০০০ টাকা পর্যন্ত আপনার সামর্থ্য অনুযায়ী সঞ্চয় করুন।

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MANAGING DIRECTOR & CEO'S REVIEW



Respected Shareholders and endearing Partners,

As-salamu Alaikum.

It's my distinct honour and immense pleasure to present the Bank's first ever Integrated Annual Report for the financial year 2024. As the Managing Director & CEO, I feel deeply honoured and privileged to share this milestone in a year that marks the Bank's 12th anniversary of unwavering service and commitment to its valued stakeholders. This Integrated Annual Report reflects our dedication to transparency, sustainability, and long term value creation. It features comprehensive disclosures on our ESG initiatives, alignment with the Sustainable Development Goals (SDGs), stakeholder engagement practices, and our business model and value creation approach. In addition, it includes strategic analyses such as SWOT, PESTEL, and Entity analysis enhancing the report's ability to improve meaningful stakeholder communication.

2024 has been a seminal year. While global commodity prices have generally declined since 3rd Quarter of 2022 and recently stabilized, new geopolitical tensions, including protracted conflicts in the Middle East, prolonged Russia-Ukraine hostilities, and recent escalation among South Asian nuclear powers, pose renewed risks to supply chains and price stability. In 2024, Bangladesh economy experienced political changes along with several macroeconomic factors. Our near-term macroeconomic concerns include inflation, exchange rate volatility, fiscal constraints, and vulnerabilities in the financial sector. Persistently high inflation over more than two years eroded purchasing power and real incomes, exacerbating income inequalities. Regional and geopolitical tensions increased since august of last year due to political changes. Cancellation of transshipment arrangement with the neighbouring country, created both challenges and opportunities. To address these challenges, we need to tailor multifaceted strategy involving prudent monetary policy, effective fiscal management, and structural reforms.

Economic Environment: Escalating trade tensions and heightened policy uncertainty are expected to materially weaken global economic activity over the near term. Global GDP growth is projected to decelerate to 2.8 percent in 2025, before ticking up to 3.0 percent in 2026. These projections fall well below the 2000–2019 historical average of 3.7 percent, underscoring the increasingly fragile nature of the global recovery. Advanced economies are forecasted to grow at a subdued pace of 1.4 percent in 2025. Growth in the United States is expected to slow to 1.8 percent, driven by elevated policy uncertainty, trade frictions, and softening domestic demand. In the euro area, growth is projected to ease to 0.8 percent. Emerging market and developing economies (EMDEs) are projected to grow at 3.7 percent in 2025 and 3.9 percent in 2026, with notable downward revisions for countries most affected by recent trade restrictions, including China. After an unexpectedly weak outturn of 6.0 percent in 2024, growth in South Asia is expected to soften further to 5.8 percent in 2025, before ticking up to 6.1 percent in 2026. Bangladesh is forecast to slow further to 3.8 percent in 2025, following 4.2 percent in 2024, primarily due to structural banking challenges and policy headwinds.

Banking Environment: Following the political changeover in August 2024, policymakers in Bangladesh decisively endorsed the principle that financial reporting must reflect a true and fair picture. As a result, Bangladesh Bank (BB) began operating with significantly greater independence as a regulator. However, this newfound regulatory autonomy also exposed deep-seated structural issues within the banking sector.

One of the most striking revelations has been the true financial position of several politically connected banks, which had previously benefited from frequent policy leniency and

> **"MIDLAND BANK PLC. (MDB) HAS ADOPTED A FORWARD-THINKING AND COMPREHENSIVE BUSINESS STRATEGY THAT FOCUSES ON INNOVATION, INCLUSIVITY, AND FINANCIAL SUSTAINABILITY."**

liquidity support. According to the Governor of Bangladesh Bank, the volume of Non-Performing Loans (NPLs) soared to Tk. 3.45 lakh crore by the end of December 2024—up from Tk. 1.45 lakh crore in December 2023—an alarming increase of Tk. 2 lakh crore within just one year. In its Monetary Policy Statement for H2 FY 2025, released in February 2025, Bangladesh Bank projected that NPLs could climb as high as 30 percent of total loans. With stricter loan classification and provisioning regulations coming into effect from April 1, 2025, sectoral NPLs are expected to rise even further.

The implications for the banking sector are grave. Rising defaults are tightening access to credit, impairing productivity, and undermining public trust in the financial system. Yet amid this turmoil, Midland Bank has notably distinguished itself. While many peer banks have struggled with mounting defaults and liquidity crises, Midland Bank has demonstrated resilience through prudent risk management, robust governance practices, and a strong focus on customer service. As a result, the bank has maintained solid asset quality and a healthy liquidity position throughout 2024.

In the wake of the policy shift, weaker banks have been grappling with acute liquidity stress and unprecedented levels of non-performing loans (NPLs). In contrast, well-managed institutions like Midland Bank have witnessed an influx of deposits. As of April 25, 2025, Midland Bank's Advance-Deposit (AD) ratio stands at 73%, down from 77% in September 2024, reflecting its strong liquidity position. This is well below the regulatory limit of 87% set by Bangladesh Bank.

The continued trust and confidence shown by depositors underscore Midland Bank's long-standing legacy of transparency, sound governance, and commitment to financial integrity.

Business Strategy: MDB continued to navigate the evolving banking landscape with a strategic focus on digitalization, customer-centricity, and prudent risk management. Our investments in IT infrastructure and digital platforms enabled us to adapt swiftly to the changing market dynamics, positioning us well to capitalize on emerging opportunities. In terms of liquidity management, MDB maintained a prudent approach, avoiding over-reliance on short-term high-cost deposits. Instead, we focused on consolidating our deposit portfolio, resulting in a favourable deposit mix and improved liquidity position. Our asset portfolio witnessed steady growth, underpinned by selective credit disbursal and a customer-centric business model. Despite the challenges posed in the economy, Midland Bank achieved commendable financial results in 2024. The deposit portfolio of our bank grew by Tk.14,902.34 million. As per our steady growth approach, the asset portfolio of the bank grew by 15.34%, as we made credible and prudent credit judgement since the beginning. As we are very selective in choosing asset customers, our highest effort and focus is continuing to maximize the non-interest and non-funded business. Midland Bank PLC. (MDB) has adopted a

forward-thinking and comprehensive business strategy that focuses on innovation, inclusivity, and financial sustainability.

Performance: As a bank, our performance has been consistent across business cycles. We have grown our balance sheet and net profit while maintaining our asset quality. I am pleased to state that the bank's performance continued to be robust during FY 2024 with sustained growth across the retail, commercial and rural banking segments. We managed to close the year 2024 with an operating profit of BDT 2,114.45 million, compared BDT 1,743.00 million in 2023 indicating the strength in our business franchise. However, the net profit after tax stood at BDT 817.95 million, compared to BDT 1,133.11 million in 2023, i.e. 27.81% de-growth over 2023 due to smaller deferred tax in 2024 compared to the previous year. Total assets of the Bank stood at BDT 102,773.58 million up by 23.19% year-on-year. The Bank's loan portfolio and deposits maintained a balanced growth of 15.34% and 24.71% respectively, supported by a customer centric business model. At the close of the year, our loans and advances were BDT 63,276.55 million underpinned by our client acquisition strategy. Our credit lines comprise mostly of corporate portfolio, SME lending and retail loans. Despite the alarming increase of NPL rate throughout the banking sector,

we were able to maintain the NPL ratio at 3.78%compared to 3.81% of the previous year, despite 15.34% portfolio expansion. The Advance to Deposit ratio was maintained at 77.29% at the year-end, while CASA contribution to total deposit was 27.05%, enabling the Bank to gain a competitive margin. Continuous focus on streamlining operations resulted in an improved cost to income ratio of 42.79% consolidating our bottom line. The key financial heath indicators reflect a sound position with Capital to Risk Weighted Assets Ratio (CRAR) of 16.78% at the close of 2024, against regulatory requirement of 12.50% percent including 2.50% capital conservation buffer as per Basel III standard. At present, 38.61% of total deposit consists of retail deposits including CASA and aggregate retail, CASA and other small deposits constitute 27.05% of our total deposit base.

Disclosures Relating to Corporate Governance (CG) Code: The Bank fully complies with the CG Code 2018 issued by the BSEC. To meet regulatory requirements, shareholders appointed Islam Jahid & Co., Chartered Accountants, as the compliance auditor, whose findings confirmed MDB's adherence to sound governance practices. External auditors, Hussain Farhad & Co., provided an independent opinion that the Bank's 2024 financial statements were prepared in accordance with applicable laws and IAS, presenting a true and fair view. Any changes in accounting policies or estimates are clearly disclosed with their financial impacts. Comparative financial analysis over the past five years, including inflation effects and peer comparisons, is included in the Annual Report. Economic context, risks and mitigation plans, and forward-looking statements are detailed in relevant sections such as the CRO and Director's Reports.

Strategic Outlook & Forward-Looking Initiatives: MDB continues to position itself for sustainable growth by strategically diversifying its product portfolio, enhancing operational efficiency, and expanding its market footprint in new arenas:

1. **SME and Retail Lending Digitization:** Recognizing the critical role of SMEs in driving economic development, MDB is prioritizing the growth of its SME loan book. To ensure scalability and improve risk management, we are digitizing the entire SME lending value chain - from sourcing and underwriting to disbursement and monitoring. This initiative will significantly reduce turnaround times and operational costs. A similar transformation will follow in our Retail loan segment to achieve consistency, efficiency, and customer-centricity across all lending verticals.
2. **Launch of Digital Nano Loans:** To support financially underserved individuals, MDB will launch fully digital, collateral-free nano loans targeted for disbursement within 2025. This ultra-short-term credit product is designed to address urgent financial needs and promote financial inclusion through seamless, tech-enabled delivery.
3. **Entry into Asset Management:** With regulatory approval obtained, MDB has successfully established Midland Bank Asset Management Company (MDBAMC). MDBAMC is set to launch two open-end mutual funds - an Equity Fund and a Balanced Fund, which will offer diversified investment opportunities across equities and fixed income instruments. This move not only strengthens our wealth management offerings but also creates a long-term, fee-based revenue stream.
4. **Bancassurance Expansion:** To address the growing insurance needs of our customer base, MDB has acquired a Bancassurance license and is forming strategic alliances with three life and three non-life insurance companies. The Bank will soon begin distributing a curated suite of insurance products through its network, enhancing customer lifetime value while adding non-interest income to the bottom line.
5. **Strategic Impact:** MDB is implementing initiatives aimed at expanding its product offerings, generating diversified revenue streams, and increasing customer loyalty through comprehensive financial solutions. These efforts are designed to reinforce its position as a modern, digitally advanced financial institution. Midland Bank aims to solidify its role as a forward-looking, digitally agile financial institution, staying true to its vision of being a trusted, comprehensive financial partner driven by technology and innovation.

Pleased to Acknowledge: I thank our internal and external stakeholders for their continued support and faith in our strategy, the chosen areas of distinctiveness and our relentless approach to execution excellence. Looking ahead, MDB remains focused on enhancing operational efficiency, expanding our service network, and driving digital innovation. Our Shariah-compliant banking window, MDB Saalam, continues to gain traction, reflecting the growing demand for Islamic financial products and services. We are grateful for the guidance and support of our Shariah Supervisory Council in ensuring compliance with Shariah principles. I extend my heartfelt gratitude to our esteemed Board of Directors, dedicated employees, valued customers, regulatory authorities, and external partners for their unwavering support and commitment. Together, we have navigated through challenges and achieved significant milestones, reaffirming MDB's position as a leading player in Bangladesh's banking sector.

In conclusion, I express my gratitude to the Almighty for His blessings and guidance throughout our journey. May He grant us wisdom, strength, and perseverance as we continue to serve our clients, stakeholders, and the nation at large. Thank you.

Sincerely,



Md. Ahsan-uz Zaman
Managing Director & CEO

DIRECTORS' REPORT

Dear Stakeholders,

The Board of Directors welcome you all in the 12th Annual General Meeting (AGM) of the Bank. It is a privileged pleasure for me to present the annual report along with all relevant financial statements for the year ended on December 31, 2024. In this report, we have endeavored to give the highlights of the global economy along with how we experienced the swings on our domestic economic frontier.

Global Economy 2024

The global economy continues to confront the challenges of persistent inflation and subdued growth prospects. GDP growth has been stronger than expected so far in 2024, but is now moderating as the impact of tighter financial conditions, weak trade growth and lower business and consumer confidence is increasingly felt. Financial conditions are restrictive, with forward-looking real interest rates having generally risen further in recent months. Activity has slowed in interest-sensitive sectors, particularly housing markets, and in economies reliant on bank-based finance, especially in Europe. Heightened geopolitical tensions are also again adding to uncertainty about the near-term outlook. Headline inflation has fallen in almost all economies, easing pressures on household incomes, but core inflation remains relatively high.

According to the Asian Development Outlook, April 2025 by ADB, Bangladesh's GDP growth slowed to 4.2% in FY2024, down from 5.8% in the previous fiscal year. On the demand side, consumption and investment made positive contributions to growth. Inflation increased to an average of 9.7% in FY2024, up from 9.0% a year earlier. Despite inflationary pressures, the fiscal deficit improved, narrowing to 4.0% of GDP from 4.6%. Monetary indicators showed a slowdown, with money supply growth falling to 7.7% from 10.5%. At the same time, the current account deficit narrowed significantly to 1.4% of GDP, down from 2.6%. Despite these improvements, foreign exchange reserves continued to decline, adding pressure on the exchange rate.

Risks to the near-term global outlook remain tilted to the downside. Heightened geopolitical tensions due to the conflict of Israel and Hamas are a key near-term concern, particularly if the conflict were to broaden. This could result in significant disruptions to energy markets and major trade routes, and additional risk repricing in financial markets, that would slow growth and add to inflation. Headwinds from rising trade restrictions, inward-looking policies and the restructuring of global value chains are also contributing to the uncertain outlook for global trade, which is a key concern given the importance of trade for productivity and development. Continuing cost pressures, renewed rises in energy and food prices, or signs of an upward drift in inflation expectations could compel central banks to keep policy rates higher for longer than expected, potentially generating additional stress in financial markets. Conversely, the impact of higher interest rates and tighter credit standards could prove stronger than anticipated, leading to a more severe slowdown in spending, rising unemployment and higher bankruptcies. Tighter-than-expected global financial conditions would also intensify financial vulnerabilities, including in emerging-market and developing economies, and add to debt-servicing pressures in lower-income countries. On the upside, the global economy and financial markets have so far proved relatively resilient to the tightening of monetary policy, and inflation could return to target without a marked growth slowdown or a sharp rise in unemployment. A continuation of this pattern would imply better-than-expected growth in 2024 while inflation eases. Growth would also be stronger if households were willing to spend excess savings accumulated during the pandemic, but inflation persistence might also be prolonged.

Macroeconomic Situation: Bangladesh Context

Bangladesh's macroeconomic situation is characterized by rapid economic growth, but also faces challenges like high inflation and BOP imbalances. The economy has shown resilience, maintaining an average real GDP growth of 6.2% over the last decade. Recent growth has moderated, with an estimated 5.2% growth in FY24. Inflation remains high, and the BOP is facing difficulties.

Executive Summary

This report gives a brief look at Bangladesh's economic trends, showing both the chances for growth and the main challenges. As a ***bank for inclusive growth***, Midland Bank PLC. uses these insights to plan and make smart decisions that support fair and sustainable progress for everyone. The macroeconomic fundamentals are as follows:

Real Sector

- Bangladesh's GDP growth has exhibited resilience and steady performance over the past decade. The economy experienced disruptions during the COVID-19 pandemic, it rebounded strongly, achieving an average growth rate of around 6.0% over the last five years. The country's economic potential remains robust, but further acceleration hinges on addressing critical constraints such as governance inefficiencies, corruption, infrastructure deficits, underdeveloped financial markets, and limited FDI inflows.
- The structural transformation of the economy continues, with a shift from agriculture to manufacturing and services. The agriculture sector's share of GDP has slight decreased approximately 11.02% in FY2023-24, while the industrial sector—driven largely by manufacturing, including ready-made garments (RMG)has grown to contribute nearly 7.23% to GDP. The services sector remains the largest, accounting for about 51.04% of GDP, reflecting an increasingly diversified economy.
- The investment-to-GDP ratio stood at 31.0% in FY2022-23. This progress is largely due to policy reforms, greater macroeconomic stability, and government efforts to streamline the business environment. Sustained investment at or above this level is essential to achieving higher, potentially double-digit GDP growth in the future.
- Despite urbanization trends, approximately 61% of the population still resides in rural areas, with rural poverty remaining a key concern. Although poverty levels have declined over time, regional disparities and rural-urban income gaps persist. Thus, targeted investment in rural infrastructure, agriculture modernization, and rural SMEs remains crucial for inclusive development.
- Regional inequality, particularly the persistent disparity between the western and eastern regions of the country, remains a significant development challenge. This imbalance has been rooted in a history of policy neglect, uneven investment in

infrastructure, and disproportionate allocation of public resources, which has led to unequal economic opportunities and varying standards of living across different parts of the country. The western regions, in particular, often lag behind in terms of industrial development, educational attainment, healthcare accessibility, and employment generation, while the eastern regions have typically received greater attention and investment due to historical, political, or strategic priorities. Addressing regional disparity is crucial for both social justice and sustainable, inclusive national development.

Fiscal Sector

- The Revenue-to-GDP ratio in Bangladesh has seen gradual improvement over the decades but remains persistently low compared to other developing economies. As of FY2022-23, the ratio stood at approximately 9.47%, still one of the lowest globally, and lagging behind countries like Nepal and India.
- The structure of revenue sources has undergone substantial transformation. Customs duties were once the dominant source, they have now been largely replaced by VAT and income taxes, which collectively account for the majority of domestic revenue.
- Public expenditure, as a % of GDP, was recorded at 14.15% in FY2023-24, reflecting modest growth relative to previous years.
- Over time, expenditures on subsidies, current transfers, salaries and wages, interest payments, and procurement of goods and services have increased in both nominal and real terms. Notably, subsidies and current transfers, particularly for fuel, electricity, and fertilizers, have remained significant fiscal burdens, especially amid global commodity price volatility in recent years.
- The composition of subsidies has shifted over time. Although fertilizer subsidies still receive substantial allocation, recent years have seen increased focus on energy subsidies due to rising fuel import costs and adjustments in domestic utility pricing.
- The fiscal deficit has remained within the manageable threshold of 5.2% of GDP. In FY2023-24, the overall budget deficit was estimated at around 5.1% of GDP, including subsidies and other contingent liabilities.
- Social safety net programmes (SSNPs) have expanded in scope and allocation. In FY2023-24, allocation for SSNPs stood at approximately 17.5% of the total budget.

Monetary and Financial Sector

- Inflation Target: BB aims to bring inflation down to 7%-8% by June 2025, from 9.94% in January.
- GDP Growth: FY25 growth is projected at 4.0%-5.0%, with recovery to 6.0%+ expected in FY26.
- Exchange Rate Stability: The Taka depreciated 1.7% in H1FY25, with future stability expected due to BoP improvements.
- Forex Reserves: Reserves rebounded to USD 21.4 billion, bolstered by remittances and exports.
- Private Sector Credit Growth: Decelerated to 7.3% in December 2024, the lowest since October 2021.
- Non-Performing Loans (NPLs): Exceeded 30%, prompting aggressive reforms and asset recovery initiatives.
- Interest Rates: Policy rate remains at 10.0%, with lending rates rising after the removal of the cap.
- Global Inflation: Projected to fall to 4.2% in 2025, offering relief for imported inflation pressures.
- RMG Exports: Grew 12.3% year-on-year in H1FY25, and Remittance Growth: Increased 27.6% in H1FY25.
- Capital Market: DSEX declined 2.3% in H1FY25, with initiatives underway to restore stability and investor confidence.

Development of Government Bond Market

Government has initiated reforms in the area of debt management since 2005. It has enacted the Bangladesh Government Treasury Bonds (BGTB) Rules, 2003 under which treasury bonds are being marketed on a regular basis. Development of a primary market for buying and selling of government bonds of varying maturity (5 years, 10-year, 15-year and 20-year) to raise funds from the domestic market is one of the significant achievements of these reform initiatives.

External Sector

- Average export growth increased to around 13.70% in the 2023-2024 period from 9.51% in 2022-2023 period.
- In the total export basket, RMG accounts for 81.29%, Frozen Food 1.80%, Jute and Jute Goods 13.60%, Leather and Leather Goods 2.20% and others 1.11%.
- Capital machinery import drop 24% to 2.6 billion in FY 2024 and goods declined 12% to 4.84 billion in FY 2024.
- In 2024, Bangladeshi expatriates sent a record $26.9 billion in remittances. This represents a 23% increase compared to the previous year.
- In 2024, Foreign Direct Investment (FDI) in Bangladesh as a percentage of GDP was 0.3%. Gross FDI inflows were $3.97 billion in 2023, marking a decrease of 17.8% compared to 2022. The investment-to-GDP ratio in Bangladesh declined to 30.70% in FY2023-24.
- Bangladesh's foreign exchange reserves reached over 21 billion U.S. dollars in December 2024

Recent Global Financial Crisis: Bangladesh Context

The global economic uncertainty triggered in 2024 by geopolitical tensions, supply chain disruptions, and tightening monetary policies has significantly impacted the world economy. For Bangladesh, key areas of vulnerability include exports, remittances, and foreign investment. While the full impact is yet to materialize, early indicators suggest potential strain on these critical economic pillars. The extent and severity of the effect on Bangladesh will largely depend on how deep and prolonged the global downturn becomes.

Challenges and Policy Responses

In order to face the challenges identified, the new government needs to come up with a set of appropriate policy interventions. The challenges identified and the suggested policy responses are categorized in three groups:

1. Immediate challenges and policy responses
2. Short and mid-term challenges and policy responses
3. Long-term challenges and policy responses

Immediate Challenges and Policy Responses

- Ensure effective market monitoring, removal of market barriers for key essential commodities.
- Rationalize and prioritize projects and maximize ADP implementation.
- Operationalise Agricultural Endowment Fund and Climate Change Fund.
- Increase domestic revenue mobilization through the expansion of tax-net.
- Expedite recent initiatives for power generation.
- Boost up energy sector through Public-Private Partnership (PPP).
- Diversify exports in terms of both regions and items.
- Ensure smooth supply of fertilizer at a reasonable price.
- Ensure food security.
- Expedite implementation of the 100 days Employment Generation Scheme.
- Ensure early implementation of ongoing reform programs in Public Financial Management, Insurance Sector, Financial sector and other relevant areas.
- Expand credit support to SME, IT, Agriculture and rural economy.
- Check any sort of manipulation in the capital markets.
- Ensure proper utilization of IT Equity Fund.

Short and Medium-term Challenges and Policy Responses

- Minimise the losses of and subsidies to SOEs.
- Maintain a tolerable limit of budget deficit.
- Maintain stability in the financial markets.
- Ensure proper policy intervention in terms of resource allocation to mitigate regional disparity, especially modernization of Mongla Port to utilize its full potential.
- Improve quality of education both at secondary and tertiary level.
- Establish a Skill Development Foundation to provide training to enhance the skill base of the prospective expatriate workers.
- Strengthen Bangladesh Bureau of Statistics (BBS) to enhance its capacity to provide real sector data.
- Widen the coverage of Medium Term Budget Framework (MTBF) to all ministries/ divisions

Long-term Challenges and Policy Responses

- Ensure good governance to accelerate economic growth.
- Restructure civil service to ensure a well-balanced ratio of officers and staff within the government.
- Restructure government institutions to support ongoing reform agenda.
- Establish venture capital through Public-Private Partnership (PPP) to promote IT sector to realize the vision of Digital Bangladesh.
- Manage the risks of climate change.
- Expand communication network particularly railways and water ways.
- Develop comprehensive land use and land management policy including planned township.
- Explore natural gas and increase its supply.
- Reduce regional disparity

REVIEW OF BUSINESS

Principal activities of the Bank:

The principal activities of the Bank are to provide wide range of financial products (loans and deposits) and services that includes all kinds of Conventional and Islamic banking services to its customers. It offers commercial banking, consumer banking, trade services, cash management, treasury, cottage micro small and medium enterprises (CMSMEs), retail, debit/credit cards services and clearing services to its customers. These activities are conducted through its Branches, Sub- branches, Agent Banking Centers (ABCs), Collection Booths and Alternative Delivery Channels (ATM booths, Internet Banking, Debit/Credit/Prepaid Cards, etc.) across the country. MDB digital banking service is the Bank's flagship product to provide internet based banking solutions. MDB online banking facilities like-fund transfer to utility bills payment, buying air tickets, paying bills of mobile phones, credit cards, and insurance premiums and then tracking of accounts and even shopping from over 200 retailers. MDB digital banking service is integrated with bkash, Rocket, Nagad and Upay payment system as well. The Bank also provides Off-shore banking services through its Off-shore Banking Unit (OBU) and Islami banking services through its Islamic Banking Window (MDB Saalam).

Strategic Plan

The strategic primacies and actions plan of the Bank are summarized below:

- Diversify the credit portfolio into Corporate, SME, Retail Business, Agriculture, Trade Financing, Project Financing and organizing Syndication deals.
- Improve Deposit mix by increasing low cost & no-cost Deposits in total Deposits.
- Increase the Non-Funded Business and Non-Funded income (Commission, Exchanges & Fee based income).
- Maintain adequate level of liquidity by minimizing Asset-Liability mismatch.
- Increase inward remittance through expansion of domestic networks for the beneficiaries through strategic alliances and introducing new products to attract NRB customers.
- Extend banking services to un-banked and under banked people for inclusive growth.
- Improve IT infrastructures for developing new IT based products and services.
- Maintain strong capital base and strengthen Internal Capital Adequacy Assessment Process (ICAAP) by accelerating borrowers' rating and concentrating on lending portfolio having lower capital charge.
- Improve human resources management system to motivate and retain the workforce and transform into human assets through appropriate and extensive training and learning culture.
- Strengthen internal control & compliance and monitoring thereon.

- Introduce in-depth research for developing brand strategy to create an optimum brand value.
- Control of cost at every level of operations by ensuring budgetary goal.
- Improve internal governance through strengthening good corporate cultures, motivation, training and supervision as per KPIs in all level of management.
- Expand CSR related activities and ensure the green banking activities.

The Bank has been working by giving emphasis on the above strategic priorities and lots of developments have also been taken place in this regard.

Branch Network:

Midland Bank PLC. commenced its business on 20 June 2013. The first branch was opened at Dilkusha commercial area in the name and style "Dilkusha Corporate Branch" on the inauguration day of the Bank. At the end of 2024, the number of branches stood at 41 (20 Urban Branches & 21 Rural Branches), 22 Sub Branches, 69 ATMs, 148 Agent Banking Centers (ABCs) and 10 Bill Collection Booths covering commercially important locations across the country. The Management foresees to open another 1 Urban Branches, 1 Rural Branches, 10 Sub-Branches, 50 Agent Banking Centers in the coming year 2025.

Islami Banking Window (MDB Saalam)

The Bank obtained permission for two (2) Islami Banking Windows (IBW) from Bangladesh Bank. Islami banking windows (MDB Saalam) after getting approval from Bangladesh Bank launched on 23 April 2020. The Bank is operating its Islami banking under one window in Gulshan Branch, Dhaka. Through the IBW, the Bank extends all types of Islamic shariah compliant finances like lease, hire purchase shirkatul melk (HPSM), bai muazzal, household scheme, etc. and different types of deposits like mudaraba/ manarah savings deposits, mudaraba/manarah term deposits, al-wadeeah current deposits, monthly/quarterly profit paying scheme, etc. Separate financial statements of Islamic banking windows are shown in Annexures G.

Off-shore Banking Unit (OBU):

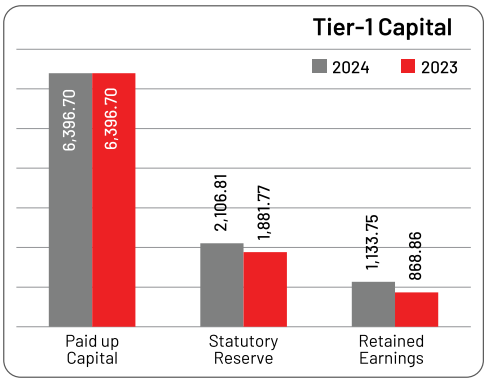
Off-shore Banking Unit (OBU) after getting approval from Bangladesh Bank launched its operation on 20 June 2020. It is a separate business unit of the Bank, operates its business through a separate counter at Head Office, as governed under the rules and guidelines vide Bangladesh Bank's letter reference no. BRPD (P 3) 744 (101)/2010-4129 dated 10 November 2009 and a Policy for Off-shore banking operation issued by Bangladesh Bank through BRPD circular no. 02 dated 25 February 2019 and BRPD circular letter no. 09 dated 27 May 2019. It gives loans (on and off-balance sheet exposures) and takes deposits in freely convertible foreign currencies to and from person/institution not resident in Bangladesh and Type-A (wholly foreign owned) units in EPZs in Bangladesh. It also gives long term loans to industrial units outside EPZs and Type-B and Type-C industrial units within the EPZs subject to compliance by the industrial units with the guidelines of Bangladesh Investment Development Authority (BIDA) and Bangladesh Bank. Besides, this unit provides bill discounting/financing facilities accepted by Authorised Dealer (AD) in Bangladesh against usance LCs in accordance with Bangladesh Bank (BB) guidelines. Separate financial statements of Off-shore banking unit have been disclosed in Annexures H.

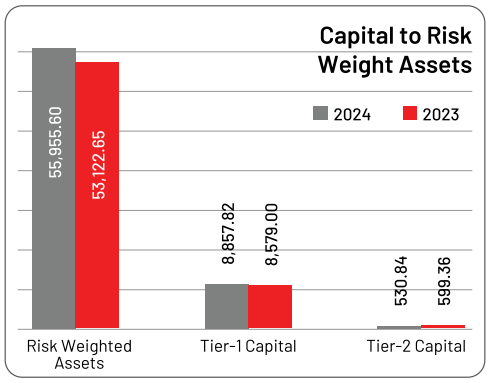
Capital Strength (Capital to Risk Weighted Assets Ratio-CRAR):

We firmly believe that capital base of the Bank is our utmost strength. This is the first time ever in Bangladesh all the 4th Generation Banks commenced its commercial operation with huge initial paid-up capital of BDT 4,000 million. Apart from the paid-up capital, we were able to enlarge the shareholders' equity of the Bank to BDT 9,676.78 Million at the end of 2024 from BDT 9,150.66 Million in 2023. The Capital to Risk Weighted Assets of the Bank reached to BDT 55,955.60 Million in 2024 from BDT 53,122.65 Million in 2023. As a result, Capital to Risk Weighted Assets Ratio (CRAR) reported to 16.78% in 2024, against regulatory requirement of 12.50% under Basel-iii regime including 2.50% capital buffer.

The following table represents the Tier1 capital (core capital) and Tier 2 (supplementary capital) of the Bank as per BASEL III Capital Accord.

Particulars of Capital Fund	2024	2023	% of growth in 2024 over 2023
Paid up capital	6,396.70	6,396.70	0.00%
Statutory reserve	2,106.81	1,881.77	11.96%
Retained earnings	1,133.75	868.86	30.49%
Sub-total	**9,637.26**	**9,147.32**	**5.36%**
Deduction from Tier-I (core capital):			
Intangible assets and Deferred Tax adjustment	(779.44)	(568.33)	37.15%
Total Tier - I (core) capital	**8,857.82**	**8,579.00**	**3.25%**
General provision including off-balance sheet items	530.84	599.36	-11.43%
Revaluation reserve on investment in securities	-	-	
Total Tier - II (supplementary) capital	**530.84**	**599.36**	**-11.43%**
Total capital (Tier I + II)	**9,388.66**	**9,178.36**	**2.29%**
Total risk weighted assets	**55,955.60**	**53,122.65**	**5.33%**
Tier - I (core) capital ratio	15.83%	16.15%	-0.32%
Tier-II (supplementary) capital ratio	0.95%	1.13%	-0.18%
Capital to Risk Weighted Asset Ratio-CRAR (Regulatory requirement is 12.50%)	**16.78%**	**17.28%**	**-0.50%**





FINANCIAL PERFORMANCE OF MDB

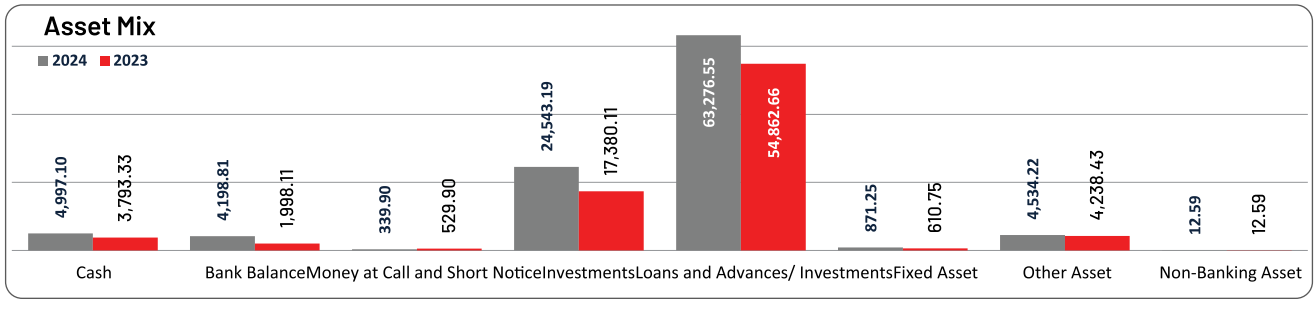
BALANCE SHEET

Particulars	In BDT Million		% of Growth in 2024 over 2023
	December 2024	December 2023	
Cash and Bank Balances	9,535.80	6,321.34	50.85%
Investments	24,543.19	17,380.10	41.21%
Loans & Advances	63,276.55	54,862.66	15.34%
Fixed Assets	871.25	610.75	42.65%
Other Assets	4,534.22	4,238.43	6.98%
Non-banking Assets	12.59	12.59	0.00%
Total Assets	102,773.59	83,425.87	23.19%
Borrowings from other Banks, Financial Institutes and Agents	8,971.08	6,315.70	42.04%
Deposits and Other Accounts	75,205.07	60,302.72	24.71%
Other Liabilities	8,920.66	7,656.78	16.51%
Capital/Shareholders' Equity	9,676.78	9,150.66	5.75%
Total Liabilities & Shareholders' Equity	102,773.59	83,425.87	23.19%

ASSETS:

Total Assets of the Bank stood at BDT 102,773.59 Million in 2024 compared to BDT 83,425.87 Million in 2023, i.e., growth up by 23.19% over 2023. During the year 2024, Loans & Advances growth was 15.34% and Investment in Govt. Treasury bills/bonds and others increased by 41.21% over the previous year 2023. Fixed assets increased by 42.65% over 2023, due to procurement of fixed assets and revaluation of lease rent as per IFRS 16. The flow in assets was evident in the increase of Loans and Advances, fixed assets and liquid assets as maintained by the Bank.

On the other hand, the growth of deposits was at 24.71% and shareholders' equity grew by 5.75% over 2023. The growth of deposits was used for funding credit growth, as well as holding of securities for CRR and SLR purpose with Bangladesh Bank in accordance with Bangladesh Bank guideline. Shareholders' equity increased remarkable because of growth in Retained Earnings, and increase in Statutory Reserve and Revaluation Reserve on Investment during 2024.



Cash and Balance with Bangladesh Bank, Financial Institutions and Its Agents:

Cash in hand

Cash in hand balance stood at BDT 4,997.10 Million in 2024 compared to BDT 3,793.33 Million in 2023, i.e., 31.73% growth over 2023.

Balance with other Banks, Financial Institutions and Its Agents

The aggregate position balance of Banks and NBFIs, was BDT 4,198.81 Million in 2024, compared to BDT 1,998.11 Million in 2023, reflected by 110.14% increase from 2023, which indicating a commendable rise in holding liquid funds and enhanced incoming payments in accounts held with other Banks and NBFIs. Whereas, a decline in BDT 190.00 Million in Money at Call and Short Notice (around 35.86%) indicates a reduction in interbank lending in money market.

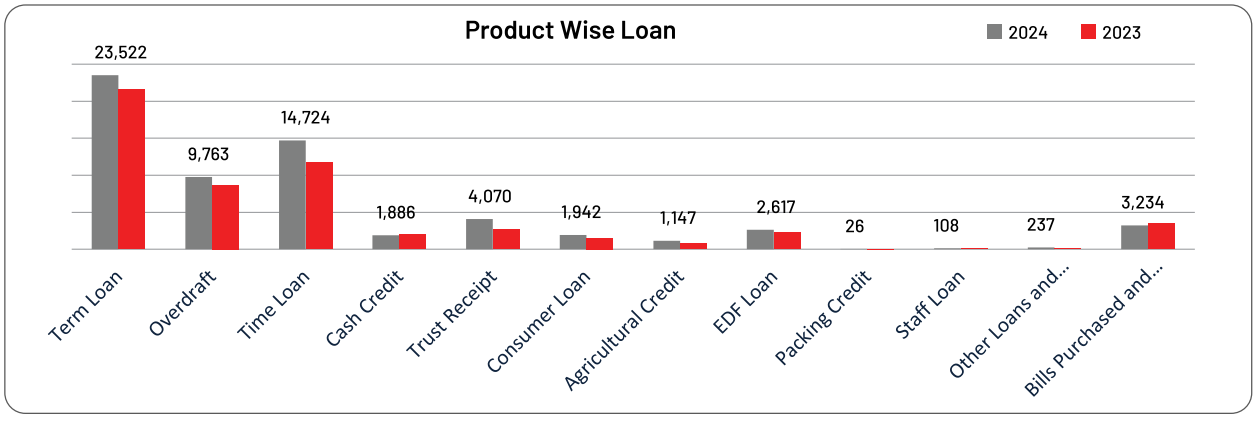
Investments

During the year ended on December 31, 2024, the investment increased by 41.21% to BDT 24,543.19 Million in 2024 from BDT 17,380.10 Million in 2023. Bank's investment comprises of government securities of BDT 21,144.71 Million and others investment of BDT 3,398.48 Million (investment in debenture, corporate bond, etc.). Investment in government securities increased by BDT 7,255.07 Million over 2023 (52.23% increase), due to fresh investment in Treasury bills/bonds during the year.

Loans and Advances

Loans and Advances was stood at BDT 63,276.55 Million in 2024 compared to BDT 54,862.66 million in 2023, i.e. representing a growth up by 15.34% year-on-year basis. Yield on loans and advances increased to 10.33% in 2024 from 8.34% in 2023, due to rise in lending rate during the year. Non-performing Loans (NPLs) increased to BDT 2,390.54 million in 2024 from BDT 2,091.57 million in 2023, but NPL ratio decreased to 3.78% in 2024 from 3.81% in 2023.

Concentration of loans and advances was well diversified details of which are explained in the financial statements (note # 07). Strategic focus on no-compromise with asset quality from the onset of our journey has been pursued in every standard of credit management. Based on contractual maturity terms 63.13% of the current loan portfolio will be matured less than one year, 20.38% will be matured more than one year, but less than 5 years and rest 16.50% will be matured more than 5 years (note # 7.04). Bank's Advance to Deposit Ratio (ADR) at the end of 2024 down to 77.29% from 84.51% in 2023, marking an increased regulatory pressure for slowing mobilization of fund and equity in the most liquid banking industry in Bangladesh during the reporting period within the guideline of Bangladesh Bank.



Fixed Assets and Other Assets

The aggregate amount of written down value of fixed assets of the Bank stood at BDT 871.25 million in 2024, compared to BDT 610.75 million in 2023 (note # 8), demonstrating growth of 42.65%, due to procured/amortization of assets during the reporting year. On the other hand, other assets comprise of advance income tax, advance office rent, accrued interest on investment, etc., amounted to BDT 4,534.22 million in 2024, compared to BDT 4,238.43 million in 2023 (note # 9B), showing grew up by 6.98% over 2023.

Non-Banking Assets

Non-banking assets are acquired on account of failure of a borrower to repay the loan on time after receiving the decree from the honorable court regarding the right and title of the mortgage property. MDB filed an Artha Rin suit bearing # 539/2017, dated 02.03.2017 against one default customer, A/C: Al-Fahad Air Ticketing and Medical Tourism Limited. The Bank has been awarded the ownership of the mortgage properties according to the verdict of the honorable court in accordance with section 33(5) of "Artha Rin Adalat-2003". The honorable court also orders to charge unapplied interest until fully recovery of the loan by selling the mentioned collateral land. The value of the collateral land has been determined at BDT 14.54 million on the basis of valuation report on an independent valuer. Subsequent approval taken from the Board of Directors of MDB, the full amount of loan BDT 12.59 million (market value of the property at BDT 14.54 million) transferred to Non-Banking Assets of the Bank, which will continue to sustain in Bank's Balance Sheet until sale/disposal of the said property acquired by the Bank u/s 33(5) of the Arta Rin Adalat Ain 2003 as mortgagee Bank and 100% provision has been kept against the said non-banking assets as per guidance of central bank.

Borrowings from other Banks, Financial Institutions and Its Agents

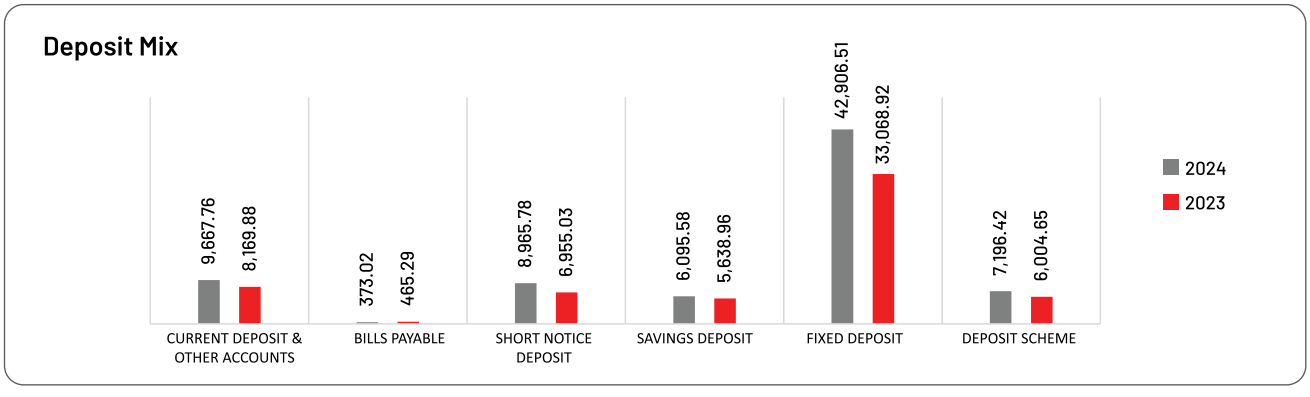
The borrowing represented call borrowing, REPO of Treasury Bills and refinances against SME loans from Bangladesh Bank, etc. The borrowings were mainly used for Bank's liquidity, purchasing Treasury Bills/Bonds as a Primary Dealer (PD) Bank, which were devolved on the Bank in excess of CRR & SLR requirements. During the year 2024, Borrowings of the Bank increased by 42.04% to BDT 8,971.08 million in 2024 from BDT 6,315.70 million in 2023 (note # 11).

Deposits

Customer Deposits are core source of funding for commercial Banks. To scout the new customers, it was really challenging, being a fourth generation Bank in the industry. However, we were able to manage efficient mobilization of deposit mix. The success was well supported by expansion of Branch Network, ATM Booths, Agent Banking Centers (ABCs), Collection Centers, Central Liabilities Team, Islami Banking Services through all of our Branch Networks and introduction of various rewarding deposit products, competitive interest rates and excellent customer services. Business promotion continued through liability campaign carried out by Retail and Institutional liability team for no-cost and low-cost deposits. The Bank also offered a number of attractive deposit schemes to cater to the needs of small and medium savers for improving not only the quantum of deposits, but also focusing on qualitative changes in future to the deposits structure.

Deposit Mix	Outstanding Amount In BDT Million		% of Growth in 2023 over 2022	Deposit Mix (%)	
	2024	2023		2024	2023
Current Deposits	9,667.76	8,169.88	18.33%	12.86%	13.55%
Bills Payables	373.02	465.29	-19.83%	0.50%	0.77%
Short Notice Deposits	8,965.78	6,955.03	28.91%	11.92%	11.53%
Saving Deposits	6,095.58	5,638.96	8.10%	8.11%	9.35%
Fixed Deposits	42,906.51	33,068.91	29.75%	57.05%	54.84%
Scheme Deposits	7,196.42	6,004.65	19.85%	9.57%	9.96%
Total Deposits	75,205.07	60,302.72	24.71%	100.00%	100.00%

The Bank successfully enhanced the deposit portfolio to BDT 75,205.07 Million in 2024 with a growth of 24.71% compared to BDT 60,302.72 million in 2023 (note # 12). Cost of deposit and cost of fund stood at 8.01% and 9.51% in 2024, respectively as against 7.47% and 7.83% in 2023, respectively. The strong customer-based deposits comprise of individual, corporation, small & medium size enterprises, NBFIs, government entities, NGOs, autonomous bodies and others.



During the financial year 2024, MDB's deposit blend was stable with no-cost and low- cost Deposits was at 33.38% of total Deposits, Fixed Deposits to total Deposits was at 57.05% and Scheme Deposits to total Deposits was at 9.57%. A wide range of liability products are now available at MDB to meet variant needs of deposit clients of which are:

Total liabilities other than shareholders' equity

Total liabilities excluding shareholders' equity of the Bank registered growth of 25.34% with a total volume of BDT 93,096.81 million in 2024 against BDT 74,275.21 million in 2023. Deposits of the Bank increased by 24.71% to BDT 75,205.07 million in 2024 from BDT 60,302.27 million in 2023.

Shareholders' Equity

The shareholders' equity stood at BDT 9,676.78 million in 2024 compared to BDT 9,150.66 million in 2024, i.e., up by 5.75% over 2023. Statutory reserve was increased by 11.96% to BDT 2,106.81 million in 2024 against BDT 1,881.77 million in 2023, while retained earnings increased by 30.49% to BDT 1,133.75 million in 2024, as against BDT 868.86 million in 2023.

INCOME STATEMENTS

Operating profit and Net profit after tax

The Bank reported operating profit before tax and provision of loans BDT 2,114.45 million in 2024 against BDT 1,743.00 million in 2023, representing 21.31% growth over 2023. On the other hand, net profit after tax decreased by 27.81% to BDT 817.95 million in 2024 from BDT 1,133.11 million in 2023, due to increase provision for loan advance investment and other assets by BDT.523.44 Million, i.e., 112.37% higher compared to 2023. As a result, EPS slightly decreased by 27.68% to 1.28 in 2024 compared to BDT 1.77 in 2023 and corresponding ROA during the period reduced to 0.88% in 2024 from 1.39% in 2023 and ROI or ROE also decreased to 8.69% in 2024 from 13.49% in 2023. However, NAV per share grew to BDT 15.13 in 2024 against 14.31 in 2023, i.e., grew by 5.75% year on year basis.

Details of net profit after tax given below table:

Particulars	In BDT Million		% of Growth in 2024 over 2023
	December 2024	December 2023	
Interest income	6,020.82	4,503.46	33.69%
Interest paid	(5,962.41)	(3,740.46)	59.40%
Net interest income	58.41	763.00	-92.35%
Investment income from Dividend	2,702.43	1,612.53	67.59%
Commission, fees and brokerage, etc.	786.36	684.07	14.95%
Other operating income	148.58	132.14	12.44%
Total operating income	3,695.78	3,191.74	15.79%
Operating expenses	(1,581.33)	(1,448.74)	9.15%
Net operating profit before provision	2,114.45	1,743.00	21.31%
Total Provision of Loans & Advances, & Off-balance sheet	(989.25)	(465.80)	112.37%
Net Profit before tax	1,125.21	1,277.20	-11.90%
Provision for corporate tax	(307.25)	(144.09)	113.23%
Net Profit after tax	817.95	1,133.11	-27.81%
Earnings per share (EPS)	1.28	1.77	-27.68%

Net Interest Income:

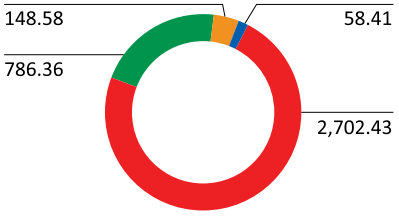
The interest income on loans and advances increased by BDT 1,517.36 million to BDT 6,020.82 million in 2024 against BDT 4,503.46 million in 2023, i.e., 33.69% growth up over 2023, due to increase loan portfolio by BDT 8,413.89 million as well as rise in yield rate by 1.97 basis point over 2023.

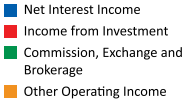
On the other hand, interest paid on deposit & borrowings increased by BDT 2,221.96 million to BDT 5,962.41 million in 2024 from BDT 3,740.46 million in 2023, i.e., up by 59.40% over 2023, due to rise in cost of deposit by 1.72 basis point over 2023, as well as volume of deposit increased by BDT 14,902.34 million over 2023. Rising cost of deposits and funds has resulted in decrease in net interest income by BDT 704.59 million from BDT 763.00 million in 2023 to BDT 58.41 million in 2024, i.e., decline by 92.35% over 2023.

Operating Expenses:

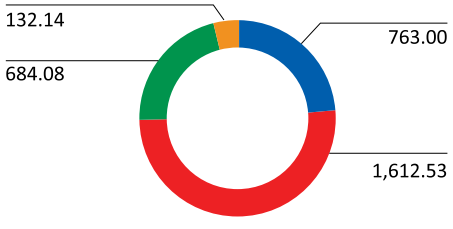
Operating expenses of the Bank increased by BDT 132.59 million to BDT 1,581.33 million in 2024 compared from BDT 1,448.74 million in 2023, i.e., increased by 9.15% over 2023, due to increasing the branch networks and expansion of business activities during the year. By and large, Bank's administrative expenses remained steady during 2024 and other operational cost also kept in control during reporting period. However, a prudent management of expenses and cost-control are our relentless concern and we put in practice of our commitment to fair expenses in all banking operations under a strong accounts and auditing system.

Revenue Mix 2024





Revenue Mix 2023



HR Productivity:

The proficiency of the employees contributed to grow which is evident from the following table:

Particulars	In BDT Million		Growth in 2024 over 2023
	December 2024	December 2023	
Number of regular employee (excluding contractual employees in 2024 and 2023 were 292 and 292, respectively)	549	515	6.60%

Particulars	In BDT Million		Growth in 2024 over 2023
	December 2024	December 2023	
Operating income per employee	6.73	6.20	8.58%
Operating expenses per employee	2.88	2.81	2.50%
Operating profit before provision and tax per employee	3.85	3.38	13.95%
Net profit after tax per employee	1.49	2.20	-32.28%

General provision against Unclassified Loans (UCL)

General provision against UCLs (Standard & SMA) was BDT 530.84 million in 2024 against BDT 494.57 million in 2023 (note # 13.01). General provision increased by 36.78 million over the last same corresponding year, due to increase of loans by BDT 8,413.89 million over 2023. The Bank also maintained general provision against off-balance sheet exposures of BDT 124.62 million in 2024, compared to BDT 104.79 million in 2023 (note # 13.03) in compliance with regulatory guidelines. General provision is considered as Tier- ii capital of the Bank and acts as safeguard against future default and for supporting business growth by strengthening the capital base of the Bank.

Specific provision against Classified Loans (CL)

Specific provision is required to keep against classified loans and advances (Sub-standard-SS, Doubtful Debts-DF & Bad Loss-BL) as per Bangladesh Bank guidelines. During the year 2024, Bank's specific provision increased by BDT 529.14 million to BDT 1,977.93 million in 2024 from BDT 1,448.79 million in 2023, due to classification of some default loan accounts during the year (note # 13.01).

Provision for investment in Shares/Debentures

General provision against investment in Shares/Debentures/Commercial Papers was BDT 418.58 million in 2024 compared to BDT 161.81 million in 2023. The provision increased by BDT 256.77 million over the last same corresponding period, due to unrealized the overdue of treasury investment during the year, in line regulatory guideline (note # 13.00).

Special general provision COVID-19 against Unclassified Loans (UCL)

In order to strengthen the financial base and increasing shock absorbing capacity of Banks, BB instructed to keep 1.00% to 2.00% Special General Provision COVID-19 on all unclassified loans including SMA loans for the period of 2023. As per BB instruction through BRPD Circular Letter No. 48, Dated: 31-12-2024, this provision amount has been transferred to Specific Provision (Note # 13.02 & 13.01).

Net profit after tax

As per Income Tax Act 2023 and Finance Act 2024, the Bank has to made adequate provision of current tax and deferred tax. As such, we have made a provision of BDT 307.25 million in 2024 against BDT 144.09 million in 2023 (note # 36.00). After making appropriate provision of tax, net profit after tax stood at BDT 817.95 million in 2024, compared to BDT 1,133.11 million in 2023, representing 27.81% decline over 2023. The decline in net profit after tax during the period is largely due to higher provisioning amount for tax of BDT 307.25 (increase by 113.23%) and loans, advances & off-balance sheet items of BDT 989.25 (increase by 112.37%) in line with regulatory guideline. However, due to moderate level of growth in operating income and strict control on operating expenses has remarkable impact on the profitability of the Bank.

Statutory Reserve

As per section 24 of the Bank Company Act 1991 (Amendment up to 2018), every Bank has to transfer to the statutory reserve a sum equivalent to not less than 20% of its net profit before tax (net profit as disclosed in the Profit and Loss Account prepared under section 38 and before any money is transferred to the Government or any dividend is declared). The Bank has kept adequate statutory reserve as guided by Bank Company Act and the accumulated amount of statutory reserve at the end of 2024 stood at BDT 2,106.81 million, compared to BDT 1,881.77 million in 2023, i.e., increased by 11.96% over 2023.

Key Financial Ratios of the Bank

Particulars	2024	2023
ROE-Return on average equity	8.69%	13.49%
ROA-Return on average assets	0.88%	1.39%
Cost to income ratio	42.79%	45.39%
Capital to Risk Weighted Assets Ratio (CRAR)	16.78%	17.28%
Advance Deposit Ratio (AD Ratio)	77.29%	84.51%
Non-Performing Loans (NPLs) Ratio	3.78%	3.81%
Earnings per share (EPS) in BDT	1.28	1.77
Net Asset Value per Share (NAV) in BDT	15.13	14.31

Appropriation of Profit

Profit after tax (PAT) stood at BDT 817.95 million at the end of 2024, compared to BDT 1,133.11 million in 2023. Profit available for distribution among the shareholders is BDT 392.03 million after a mandatory transfer to statutory reserve of BDT 225.04 million, i.e., 20% on profit before tax, BDT 8.18 million for Startup Fund, i.e., 1% of net profit after tax and adjustment of deferred tax BDT 212.71 million. The Board of Directors in its 166th board meeting held on April 29, 2025 recommended 3.00% cash dividend and 3.00% stock dividend for the financial year 2024 which will be reviewed and approved by the shareholders in its next 12th Annual General Meeting (AGM).

Summary of appropriation of profit

Particulars	2024	2023
Profit after tax (PAT)	817.95	1,133.11
Retained earnings brought forward from previous year	549.02	2.52
To be appropriated	1,366.97	1,135.63
Transfer to statutory reserve	-225.04	-255.44
Transfer to Startup Fund	-8.18	-11.33
Retained Surplus	1,133.75	868.86
Adjustment of deferred tax	741.72	543.30
Net Distributable Profit for dividend	392.03	325.56
Paid-up Capital	6,396.70	6,396.70
Dividend payout Ratio	6.00%	5.00%

Human Resources

Human Resources Management Division has an aim to contribute for building strong, dedicated, skilled and professional Human Resources base for the Bank in peoples' development who are involved in the profitability curve and sustainable growth of the Bank. We believe that everyone has a latent talent, and for that we thrive to find out the underlying talent of the employees and help them to utilize their talent properly towards achieving individual development and organizational goals. This Bank established performance driven culture to expedite the utmost effort of its employees.

Our HR mission is to be the employer of choice in the financial sector where the employee will work with pride and pleasure. MDB believes that Human Resource Development is a continuing process and the output of the development helps the organization to meet the objective and vision of the organization. The Bank highly emphasizes on attitude driven talent acquisition process as we do not offer merely a job for the employees but we are highly conscious to offer their career and make them confident for the best fit of the next role. The main motto of Human Resources Management Division is to upward the service excellency curve for the internal and external customers of the Bank. The Management team of the Bank with their talent & skill has now been working for business excellence with new pledge based on professionalism, team work and strong bondage of interpersonal relationship with good governance. The financial sector with increased global, regional and local competition coupled with socio-economic sensitivity has created enormous challenges in organization like private commercial Banks. To cope with new challenges, our strategic approach is to make our people techy to cope with technology based environment. Thus, we thrive for caring our people so that they can grow as future leaders of the Bank. Also we created enabling working environment to attract, develop and retain quality manpower to ensure all the development of the Bank. We appreciate the employees' creativity and innovation for improving the work process of the Bank. Employees will be provided the work life balance, respect and caring attitude within the organization that they are expected to share externally with every customer as a Brand Ambassador of the Bank.

Correspondent Relationship

MDB has established correspondent relationship all over the world with a number of foreign Banks. The Bank continues to follow the needs and business opportunities of its clients. The Bank maintains 19 (Nineteen) NOSTRO Accounts in five major international currencies and ACU currency and 160 RMA relationships with reputed international Banks in the major financial centers around the globe, for settlement of trade finance and all other customer driven transactions denominated in foreign currency. We are constantly emphasizing the need for increasing correspondent partners and trying to develop business relationship with our correspondent Banks worldwide.

Risk Management

Management of risk is a dynamic process interrelated with the philosophy, culture and functionalities of the Bank. Risk is evidently defined, mitigated or minimized to shield capital and to maximize value for shareholders. Midland Bank affixed utmost priority to establish, maintain and upgrade risk management infrastructure, systems and procedures. Adequate resources are allocated in this regard to improve skills and expertise of relevant banking professionals to enhance their risk management capacity. The policies and procedures are approved by the Board of Directors and regularly assessed to bring these up to optimum satisfaction level. Recognizing the impacts of internal and potential risk domains, the Bank has laid down different risk management processes consisting of definition, identification, analysis, measurement, acceptance and timely management of risk profile.

It is always better to build a robust risk management culture in the Banks and Financial Institutions as these primarily deal with depositors' money and work as a financial value chain. We, therefore, need highest attention and commitment for the highest authority in this regard. By all means, we should try to avoid surprises in banking transaction through building a strong operational procedure in Banks and Financial Institutions (details are discussed in Risk Management report in this annual report).

Maturity Analysis

Assets	Below 1 Year	1-5 Year	Above 5 Year	Total
Interest earning assets	49,873	23,233	18,956	92,062
Non-interest earning assets	3,303	3,321	4,087	10,711
Total assets	**53,176**	**26,555**	**23,043**	**102,774**
Interest bearing liabilities	46,922	26,459	3,853	77,234
Non-Interest bearing liabilities	5,049	5,452	5,362	15,863
Total liabilities	**51,971**	**31,912**	**9,214**	**93,097**
Maturity Gap	1,205	(5,357)	13,829	9,677

Green Banking

Green Banking refers to the efforts of the banking sector to keep the environment green and to minimize greenhouse effects through reducing the use of non-renewable energy & materials (electricity, gas, fuel, paper, stationery etc.), increasing the use of renewable or recyclable energy & materials (solar power, bio-gas, electronic media of communication etc.), reducing the emission of industrial carbon, scrutiny of negative impacts of the corporations on environment and taking necessary mitigating measures there against during financing and also to finance green projects (i.e. ETP, Bio-Gas Plant, Green Factory & Office Building, Solar Power, Hybrid Hoffman Kiln, energy & water efficient projects, water conservation, rain water harvesting etc.). Products included in green banking are Online Banking, Internet Banking, Mobile Banking, ATM, ADC, Green Credit, Green Marketing, E-Signatures, Solar Use, Bio-Gas, afforestation.

MDB prepares Green banking & sustainability reports to disclose updates on its quarterly activities and engagements to Sustainable Finance Department of Bangladesh Bank as well as to the Board of Directors. Also, Green Report Card on yearly activities is published in the annual report and posted on the website.

Money laundering and Terrorist Financing

Money Laundering (ML) and Terrorist Financing (TF) are global phenomena, apparent in almost every part of the world. ML and TF are components of terrorist activity which threatens a country's financial sector reputation as well as its national security. Emerging sophisticated techniques of moving illicit money have compelled financial intermediaries including MDB to make compliance programs more rigorous. To stave off the risk of financial crime, MDB focused on training of employees, strengthening its screening system and ensuring that policies and procedures were effective and always up-to- date. MDB is firmly determined not to let money launderers and terrorist or perpetrators use it as their tool to launder money or finance terrorist activity in any possible way.

Corporate Social Responsibility (CSR)

Initiated by Bangladesh Bank (BB) in 2008, the Corporate Social Responsibility (CSR) mainstreaming campaign in Bangladesh's financial sector has entrusted all Banks and Financial Institutions into a broad range of direct and indirect CSR engagements including humanitarian relief and disaster response, widening of advancement opportunities for disadvantaged population segments with support in areas of healthcare, education and training, 'greening' initiatives to prevent environmental degradation, and so forth.

With a view to the above, a CSR Policy of Midland Bank PLC. was earlier approved by the Board of Directors of the Bank in February 2015. The Sustainable Finance Department of Bangladesh Bank in January 2023 introduced a new Policy Guidelines on CSR for the Bank. Also, Policy on CSR needs to be reviewed/updated considering recent financial developments and changes in the global economy to generalize, emphasize and organize CSR activities for the environmental, social, equitable and sustainable development of the country.

As per instruction of Bangladesh Bank, MDB formed a dedicated Sustainable Financial Unit, under direct supervision of the Managing Director of the Bank at the Bank's Head Office. As per instruction by the Board of Directors of the Bank, MDB started CSR activities at the time of its inauguration. During the financial year 2024, the Bank spent an amount of BDT 4,763,432 for annual CSR activities (details are discussed in CSR report in this annual report).

Corporate Governance

Corporate governance involves a set of identifiable relationships among the stakeholders of the Bank. MDB strives to practice and follow standard principles in accordance with the rules, regulations and guidelines from regulatory authorities. It is incumbent upon every leader of our Bank to model the right values and to lead by example to ensure the right behavior continues year after year. The Board of Directors remained committed to ensure the highest standards of corporate governance throughout the organization with the objectives of safeguarding the interests of all stakeholders and financial performance of the Bank. They guided the Bank towards the goal set by the stakeholders, ensuring highest standards of integrity, accountability, transparency, ethics and professionalism. With the ultimate objective of taking this financial institution to the next trajectory of inclusive sustainable growth, two supporting committees, i.e. Executive Committee and Audit Committee provided guidance and direction to the Board and Management. Another committee- Risk Management Committee analyzed Bank's core risks. For an effective control system, Internal Control & Compliance

Division (ICCD) and Board Audit Committee functioned in sync within the Bank. External Auditors appointed by the shareholders for auditing the financial statements of the Bank and providing their independent opinion whether the financial statements were prepared in accordance with applicable rules and regulations and international accounting standards that reflecting the truth and fairness of the financials of the Bank.

Corporate Sustainability

In order to uphold corporate sustainability, MDB has concentrated in the key areas i.e. nation building, creation of healthy and congenial works place, enhancing the market place, support to the community and fortification of the environment. As a socially conscious and responsible corporate body, MDB is committed to the improvement of the society as a whole. MDB is continuously trying to put its efforts to help the disadvantaged population of the country in the sector of education, health, disaster management, sports, arts and culture, etc. The Bank is contributing a portion of its net profit every year to the CSR Fund. The Bank conducted various CSR activities during the year 2024 (details are discussed in CSR report in this annual report).

Remuneration of Directors and Managing Director

The Bank did not pay any remuneration to its Directors. As per BRPD circular # 2, dated February 11, 2024, the Chairman may be provided car, telephone, office chamber and private secretary. In addition to the above, Directors are entitled to get fees and other benefits for attending in the meeting of the Board, Executive Committee, Risk Management Committee and Audit Committee as per regulatory guidelines are shown in note # 31. The Managing Director & CEO was paid salaries and allowances as per approval of the Board of Directors as well as Bangladesh Bank are shown in note # 26.01. Independent Directors receiving Tk. 50,000 monthly as per BRPD Circular No. 04 dated 14 February 2024.

Accounting Records

The Directors of the Bank are accountable for maintaining adequate accounting records and effective system of risk management as well as preparation of financial statements including relevant schedules as per regulation. The Directors have made an assessment of the Bank's aptitude to continue as a going concern and also have no reason to believe that the business will not be a going concern in the coming year.

Accounting Policy and Implementation of IFRS/IAS

The Board of Directors are responsible for the preparation and fair presentation of Bank's annual financial statements comprising Balance Sheet, Profit & Loss Accounts, Cash Flow Statement, Statement of Change in Equity and a summary of significant accounting policies and other explanatory notes, and the Director's report, in accordance with Bangladesh Bank guidelines, International Financial Reporting Standards (IFRS)/ International Accounting Standards (IAS) and in the manner as required by the Company Act, 1994. The Directors are also responsible for designing, implementing and maintaining internal control relevant to preparation and fair presentation of these financial statements that are free from material misstatement, whether due to fraud and error, selecting and applying appropriate accounting policies and making accounting estimates that are reasonable in this context.

Internal Control

The Board of Directors is responsible for approving the overall business strategies and significant policies of the Bank, setting acceptable level for these risks and ensuring that senior management takes necessary steps to identify, measure, monitor and control of these risks. The Board of Directors also approve an effective internal control system that also requires to setting an appropriate control structure, with control activities defined at every business level. These include review by top level management, appropriate activity controls for different departments/divisions, physical control, checking for compliance with exposure limits and follow-up on non-compliance, a system of approvals and authorization, and a system of verification and reconciliation, thereon.

Standard Reporting

The financial statements have been prepared in accordance with Bangladesh Bank guidelines, International Financial Reporting Standards (IFRS)/International Accounting Standards (IAS) as adopted by the Institute of Chartered Accountants of Bangladesh (ICAB) and applicable provisions of Bank Companies Act 1991 (Amendment up to 2021) and Company Act, 1994. Midland Bank PLC. endeavors relentlessly to stay compliant in every aspect including corporate and financial reporting as per regulators' requirements. In this respect, the Management accepts the responsibilities for the integrity and objectivity of these financial statements, as well as various estimates and judgments used therein. The estimates and judgments have been made on a prudent and reasonable basis, in order to ensure that the financial statements reflect the financial operations of the Bank in a true and fair manner.

Going Concern

The conceptual framework of International Accounting Standards (IAS-1) is that financial statements are generally prepared assuming that the entity is a going concern and will continue in operation for the foreseeable future. Hence, it is assumed that the entity has neither the intention nor the need to liquidate or curtail materially the scale of its operations. Therefore, it is also assumed that the entity will realize its assets and settle its obligations in the normal course of business. IAS-1 requires Management to make an assessment of an entity's ability to continue as a going concern. If Management has significant concerns about the entity's ability to continue as a going concern, the uncertainties must be disclosed. If Management concludes that the entity is not a going concern, it means that assets will be recognized at amount which is expected to be realized from its sale rather than from its continuing use in the ordinary course of business. Assets are valued for their individual worth rather than their value as a combined unit. Liabilities shall be recognized at amounts that are likely to be settles.

Internal Control Environment

The Board of Directors set the tone for an effective internal control background from end to end regular review of the process identifying, evaluating, and managing the significant operational risks of the Bank. Management is responsible to formulate Standard Operation Procedures (SOP) duly approved by the Board of Directors, are signed off by each Head of Division/Branch to provide assurance that this SOP is communicated, understood and complied with accordingly. Every year top management team conducts a self-assessment of key control that affect the business and develop action plans to make the internal control environment stronger.

Supplier Payment Policy

The Bank has developed and implemented a set of vendor's payment policy in its procurement policy and procedures duly approved by the Board of Directors. Before processing any payment, General Service Division (GSD) and Financial Administration Division (FAD) dedicated team review the bills in compliance with the terms of reference (TOR) of Work Order and necessary VAT, Withholding Tax and other applicable security charges are being deducted from bills and issue Pay Order/Account Transfer in favor of the eligible vendors/beneficiaries. MDB is keen to build strong business relationship with its vendors and service providers. Hence, the Bank does not face any litigation from its any customer or stakeholder since of its inception.

Shareholders' Value

The Board of Directors is fully committed to accretion the high value of its shareholders' investment by earning solid profitability through delivering excellence in services to its valued clients and stakeholders. The Board was able to keep its commitment by settling excellence profitability trends in the year 2024. During the year, earning per share (EPS) stood at BDT 1.28 against BDT 1.77 in 2023, Return on Equity (ROE) at 8.69% in 2024 against 13.49% in 2023, Return on Average Assets (ROA) stood at 0.88% in 2024, against 1.39% in 2023 and Net Assets Value per share (NAV) stood at BDT 15.13 compared to BDT 14.31 in 2023.

Meeting of the Board of Directors

The Board of Directors hold meeting on a regular basis, usually once in a month but emergency meetings are being called when deemed necessary. Management provides information, references and detailed working papers for each of the agenda to all Directors well ahead of the scheduled date for meeting. Each Meeting, the Chairman of the Board of Directors allows sufficient time for the Directors to consider respective agenda item in a prudent way and permits them to freely discuss, inquire, and express independent opinions on the issues of interest so that they can fulfill their duties to the best of their abilities. During the year 2024, a total 14 meetings of the Board of Directors were held.

Appointment of Auditors

The Board of Directors of MDB recommended to appoint Hussain Farhad & Co. at such fees that will be agreed finally by MDB, and Hussain Farhad & Co. as per the fees schedule of ICAB (after revision; if any) and lastly approved by Bangladesh Bank. Accordingly, the shareholders of the Bank in the ensuing 12th AGM will consider re-appointment of Hussain Farhad & Co., Chartered Accountants as the statutory auditors of the Bank for conducting statutory audit for the year ended 2025.

Annual General Meeting (AGM)

The schedule of 12th Annual General Meeting (AGM) of the Bank to be decided later. The Directors' Report along with the financial statements of the Bank was approved at the 166th meeting held on April 29, 2025 to be placed before the shareholders of the Bank in the 12th AGM for review and approval.

Outlook of Financial Year 2025

The Management will operate in a compliant manner as usual taking the prudent guidance of the Honorable Board of Directors to address the situations after December 31, 2024. However, MDB has gained resilience to absorb any sudden shock of deposit outflow by huge improvement in the deposit mix. At present, 38.61% of total deposit consists of individual deposits, retail and small deposits base. Back in 2013, the nine of fourth generation Banks initially offered long term loans and advances from short term deposits that they acquired. This approach however caused stress in one new generation Bank that failed to maintain liquidity when irregularities came to surface and eventually had to be reconstituted through government intervention. It is our immense pleasure that MDB has come through the phases by strengthening and diversifying its deposit mix and enhancing corporate governance and maintaining rigorous compliance.

In pursuit of its business growth, the Bank will invariably adhere to good corporate governance practice, appropriate risk management policies, prudent credit policies and practices in order to upkeep sustainable long-term growth and profitability of the Bank for the benefit of all stakeholders. The Bank confidently looks forward to continue sharing its success in delivering greater shareholders' value in coming year 2025.

Positive Growth: Last 05 Years

MDB has proven consistent financial growth over the past five years, reflecting its commitment to strategic management and operational efficiency. MDB has proven a strong and consistent pattern of financial growth over the past five years, underscoring its steadfast commitment to strategic planning, prudent management, and operational excellence. This steady growth shows that the Bank is strong and able to handle economic challenges well. It also proves that Midland Bank can adjust to changes, bring in new ideas, and manage its finances wisely while staying focused on long-term success.

Financial Performance Summary (in BDT million)

Year	Profit Before Provision and Tax	Profit After Tax
2020	1,218	656
2021	1,571	514
2022	1,527	562
2023	1,743	1,133
2024	2,114	818

Over the past five years, Midland Bank PLC has shown steady financial growth. Profit before provision and tax increased from BDT 1,218 million in 2020 to BDT 2,114 million in 2024. Profit after tax peaked in 2023 at BDT 1,133 million and remained strong at BDT 813 million in 2024, even with higher provisions. This growth reflects the Bank's good management, careful risk handling, and focus on customer needs. Midland Bank is on a strong path to continue growing and adding value for its stakeholders.

Dividend: Last 05 Years

Over the past five years, Midland Bank PLC. has maintained a stable dividend policy, reflecting its commitment to delivering value to shareholders while ensuring sustainable financial management. The Bank's dividend declarations of last 05 years are summarized below:

Year	Dividend
2020	7.50% Cash
2021	5.00% Cash
2022	5.00% Cash
2023	5.00% Cash
2024	Proposed: 6.00% (3.00% Cash, 3.00% Stock)

The 2024 dividend includes both cash and stock components, aiming to reward shareholders while supporting the Bank's capital base. This balanced approach reflects Midland Bank's prudent dividend strategy aligned with its long-term growth objectives.

Acknowledgements

I would like to draw conclusion by expressing my debt of gratitude on behalf of my colleagues of the Board to all our stakeholders, patrons, business partners and our most valued clienteles as without their support and patronization as well inspiration it would not have been possible for us to make progress/headway whatever extent we have attained so forth. In the same breath, I would also express my deep sense of appreciation and gratitude to the Government of Bangladesh, Bangladesh Bank, Ministry of Finance, Bangladesh Securities & Exchange Commission (BSEC), Dhaka Stock Exchange (DSE), Chattogram Stock Exchange (CSE), National Board of Revenue (NBR) and other regulatory bodies for their precious guidelines, advice and relentless support. I also appreciate the contributions made by the management team and the rank and file employees of the bank for their dedicated service and handwork, which made it possible for us to churn out the expected financial result in the face of headwinds and challenges. I am also very much thankful to my colleagues on the Board who have proved themselves as very much supportive in giving strategic policy guidance towards taking this institution to the next growth trajectory. I confidently believe that In-sha-Allah by the grace of the Almighty and by virtue of the dedicated effort of our professional management team will be surely succeed to reach our cherished destination that is to turn Midland Bank into the one of the finest financial institution with resilient financial footing with sound fundamentals.

On behalf of the Board of Directors,



Ahsan Khan Chowdhury
Chairman

মিডল্যান্ড ব্যাংক
সালাম
ইসলামী ব্যাংকিং

midlandbank
bank for inclusive growth

Midland Bank Cash Management (MCM)

Easy solution for your business transactions



Steps:

Step 1: Get registered through Branch Official or Relationship Manager
Step 2: Visit https://mcm.midlandbankbd.net/UI/Login for logging in
Step 3: Initiate single/multiple transaction instruction(s) on MCM Online Banking Corporate Portal for fund transfer, BEFTN, RTGS, import duty bill and payment of VAT
Step 4: The maker/initiator will enter the transaction in the MCM online Banking Corporate portal and the sanctioning authority will approve the transaction
Step 5: Find your order execution status from the MCM online Banking Corporate portal

24/7 16596 www.midlandbankbd.net

INFORMATION FOR STAKEHOLDERS



GENERAL INFORMATION FOR **SHAREHOLDERS**

Midland Bank PLC. continues to maintain a strong and transparent financial structure, providing key information to its shareholders for better understanding and engagement with the Bank's operations. This section provides a comprehensive overview of the Bank's share-related details, offering valuable insights to its shareholders on key financial metrics and governance practices.

Basic Information

Authorized Capital	10,000.00 Million
Issued, Subscribed & Paid-up Capital	6,396.70 Million
Sector/Industry	Bank
Financial Year	January to December
Class of Shares	Ordinary Shares
Voting Rights	One Vote per Ordinary Share

Share-Related Information

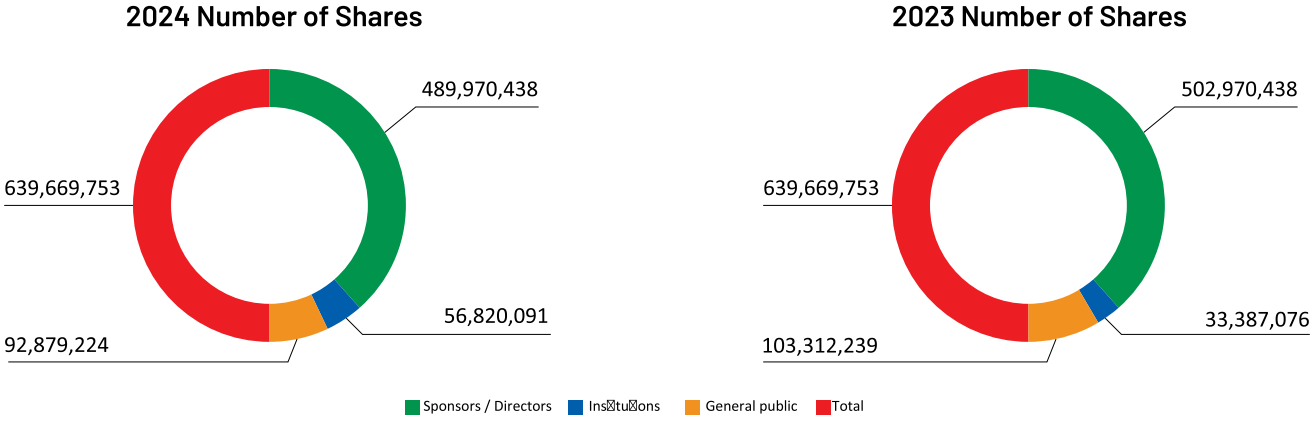
Total number of Outstanding Securities	639,669,753 units of equity shares as on December 31, 2024
Face Value/Par Value	BDT 10.00
Number of Shareholders	2,811 Shareholders

Ownership Structure

As of December 31, 2024, the ownership structure of Midland Bank PLC. reflects a stable and strategically aligned shareholding pattern, ensuring sound governance and long-term vision. The total number of shares stood at 639,669,753, with a face value totaling BDT 6,396,697,530, remaining consistent with the previous year. The Sponsors and Directors retained a dominant shareholding position, collectively holding 489,970,438 shares, which represents 76.60% of the total share capital. This indicates continued commitment and confidence in the Bank's strategic direction. The general public held 14.52% of the shares in 2024. Overall, the Bank maintained a well-balanced ownership structure, underpinned by strong sponsor commitment and increasing institutional engagement, contributing to its operational stability and long-term sustainability.

As on December 31, 2024

Particulars	2024			2023		
	Number of Shares	% of Shareholding	Value of Shares In BDT	Number of Shares	% of Shareholding	Value of Shares In BDT
Sponsors / Directors	489,970,438	76.60%	4,899,704,380	502,970,438	78.63%	5,029,704,380
Institutions	56,820,091	8.88%	568,200,910	33,387,076	5.22%	333,870,760
Government	0	0	0	0	0	0
Foreign investors	0	0	0	0	0	0
General public	92,879,224	14.52%	928,792,240	103,312,239	16.15%	1,033,122,390
Total	639,669,753	100%	6,396,697,530	639,669,753	100%	6,396,697,530

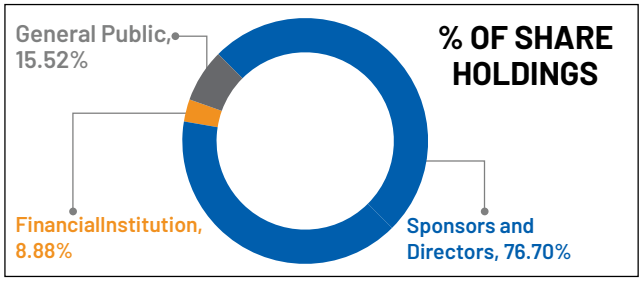


OWNERSHIP **COMPOSITION**

As of December 31, 2024, the ownership structure of Midland Bank PLC. reflects a diversified shareholder base comprising sponsors/directors, financial institutions, and the general public. The following table presents a breakdown of shareholding by category of investors, showcasing the distribution of shares and the percentage of ownership held by each group. The position of shareholders as on December 31, 2024 was as follows:

Particulars	Number of Shareholders	Number of Shares	% of Share Holdings
Sponsors and Directors	32	489,970,438	76.70%
Financial Institution	113	56,820,091	8.88%
General Public	2,666	92,879,224	14.52%
Total	2,811	639,669,753	100%

Sponsors and Directors hold 76.70% of the company's shares, showing strong control. Financial Institutions own 8.88% and the General Public holds 14.52%. This means most shares are closely held, with limited public trading.



This classification reveals the extent of shareholder participation from small-scale to large-scale investors. While a significant portion of shareholders hold relatively smaller quantities of shares, the majority of the Bank's share capital is concentrated among a smaller group of high-volume investors. The table below outlines the detailed distribution of shareholding ranges, number of investors in each category, and their corresponding percentage of total shareholdings. The classification of shareholders by shareholding as on December 31, 2024 was as follows:

Particulars	Number of Shareholders	Number of Shares	% of Share Holdings
1 to 500	630	91,792	0.01%
501 to 5000	1,540	2,106,462	0.33%
5001 to 10000	147	1,226,586	0.19%
10001 to 20000	127	1,897,389	0.30%
20001 to 30000	62	1,563,994	0.24%
30001 to 40000	34	1,197,747	0.19%
40001 to 50000	52	2,476,357	0.39%
50001 to 100000	73	5,558,469	0.87%
100001 to 1000000	92	26,906,125	4.21%
Above 1000000	54	596,644,832	93.27%
Total	2,811	639,669,753	100.00%

As of December 31, 2024, Midland Bank PLC.'s ownership structure remains highly concentrated, with 76.67% of shares held by Sponsors and Directors. The remaining 23.40% is owned by financial institutions and the general public. Furthermore, the shareholding distribution by volume reveals that while a large number of shareholders possess relatively small stakes, over 93.27% of the Bank's total shares are held by a select group of high-volume investors owning over 1,000,000 shares each. This underscores a significant concentration of ownership within a small group, which may influence the strategic direction and Corporate Governance of the Bank.

DIRECTORS' **SHAREHOLDING STATUS**

Name of the Directors and their shareholding as at 31 December 2024

The list includes both sponsor directors and independent directors, highlighting their respective status, number of shares held, and corresponding percentage of total shareholding. This disclosure is made in compliance with relevant regulatory requirements to ensure transparency and accountability in corporate governance. It reflects the level of ownership and commitment of the directors towards the Bank's growth and long-term vision. Independent Directors, as per regulatory norms, do not hold any shares in the Bank.

SI	Directors	Status	No. of Shares	Percentage
01	Mr. Ahsan Khan Chowdhury	Chairman	2,84,83,488	4.45%
02	Mr. Md. Shamsuzzaman	Vice Chairman	2,99,07,662	4.68%
03	Mr. Master Abul Kashem	Director	2,63,73,600	4.12%
04	Mr. Kazi Omar Zafar	Director	1,27,93,396	2.00%
05	Mrs. Nilufer Zafarullah	Director	1,27,93,396	2.00%
06	Mr. Md. Wahid Miah	Director	2,84,83,488	4.45%
07	Mr. Rezaul Karim	Director	2,84,83,488	4.45%
08	Mr. A.K.M. Badiul Alam	Director	1,92,08,277	3.00%
09	Mr. Abdullah Ahmed Yousuf	Director	3,13,31,837	4.90%
10	Mrs. Shahnaj Parveen	Director	2,84,83,488	4.45%
11	Mr. Abdul Momin Mondol	Director	2,84,83,488	4.45%
12	Mr. Hafizur Rahman Sarker	Director	2,70,59,313	4.23%
13	Dr. Mostafizur Rahman	Director	2,84,83,488	4.45%
14	Mr. Kazi Raihan Zafar	Director	1,27,93,396	2.00%
15	Mr. Al-haj Mohammed Helal Miah	Director	1,54,83,488	2.42%
16	Mr. Mohammed Jamal Ullah	Director	2,28,99,888	3.58%
17	Mr. Mahbubul Hady Fazle Rab	Independent Director	NIL	NIL
18	Mr. Nazim Uddin Chowdhury	Independent Director	NIL	NIL
19	Mr. Khandhaker Tanveer Shamsul Islam	Independent Director	NIL	NIL
20	Mr. Mohammad Asif-uz-Zaman	Independent Director	NIL	NIL

As of 31 December 2024, the Directors' shareholding shows that Sponsor Directors hold a large portion of shares, reflecting their strong involvement and commitment to the Bank's growth. Independent Directors do not hold any shares as per Corporate Governance Code 2018, which helps maintain a fair and balanced governance system. This maximum of ownership and independent oversight supports good corporate governance and builds trust among stakeholders.

N.B.: Mr. Ahsan Khan Chowdhury was appointed as the Chairman of the Bank at the 165th Meeting of the Board of Directors, convened on March 20, 2025.

PATTERN OF **SHAREHOLDING**

The pattern of shareholding of Midland Bank PLC. as on 31 December 2024 furnished below:

a) Shareholding by Parent/Subsidiary/Associated Companies and other related parties: Nil

b) Shares held by Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and their Spouses and Minor Children are as follows:

Status as of 31st December, 2024:

(i) Shares held by Directors and their Spouses

Sl	Directors	Status	No. of Shares	Name of Spouse	No. of Shares
01	Mr. Ahsan Khan Chowdhury	Chairman	2,84,83,488	Mrs. Seema Chowdhury	NIL
02	Mr. Md. Shamsuzzaman	Vice Chairman Nominee Director of Liberty Knitwear Ltd.	2,99,07,662	Mrs. Ferdous Ara	NIL
03	Mr. Master Abul Kashem	Director	2,63,73,600	Mrs. Nigar Sultana Daizy	NIL
04	Mr. Kazi Omar Zafar	Director	1,27,93,396	Anastasia Gkouni Kazi Zafar	NIL
05	Mrs. Nilufer Zafarullah	Director	1,27,93,396	Mr. Kazi Zafarullah	15,20,867
06	Mr. Md. Wahid Miah	Director	2,84,83,488	Mrs. Suborna Mostafa	NIL
07	Mr. Rezaul Karim	Nominee Director of Reedisha Knitex Ltd.	2,84,83,488	Mrs. Shirin Akhter	NIL
08	Mr. A.K.M. Badiul Alam	Director	1,92,08,277	Mrs. Shahida Alam Nominee of Garment Export Village Ltd.	10,00,000
09	Mr. Abdullah Ahmed Yousuf	Director	3,13,31,837	Ms. Sabiha Mahboob	14,24,174
10	Mrs. Shahnaj Parveen	Nominee Director of Next Collections Limited	2,84,83,488	Mr. Md. Belal Hossain	NIL
11	Mr. Abdul Momin Mondol	Nominee Director of Mondol Fabrics Ltd.	2,84,83,488	Mrs. Zannatul Ferdos	NIL
12	Mr. Hafizur Rahman Sarker	Nominee Director of Beq Knit Ltd.	2,70,59,313	Mrs. Luna Sarker	NIL
13	Dr. Mostafizur Rahman	Nominee Director of Popular Pharmaceuticals Ltd.	2,84,83,488	Late Mrs. Tohurun Nessa	NIL
14	Mr. Kazi Raihan Zafar	Director	1,27,93,396	Mrs. Tregubenkova	NIL
15	Mr. Al-haj Mohammed Helal Miah	Director	1,54,83,488	Mrs. Lutfa Begum Nominee of Hazrat Amanat Shah Spinning Mills Ltd.	1,30,00,000
16	Mr. Mohammed Jamal Ullah	Director	2,28,99,888	Mrs. Shahnaz Jamal	17,82,000
17	Mr. Mahbubul Hady Fazle Rab	Independent Director	NIL	Mrs. Sabiha Rab	NIL
18	Mr. Nazim Uddin Chowdhury	Independent Director	NIL	Mrs. Amina Khanam	NIL
19	Mr. Khandhaker Tanveer Shamsul Islam	Independent Director	NIL	Mrs. Maliha Islam	NIL
20	Mr. Mohammad Asif-uz-Zaman	Independent Director	NIL	Mrs. Sharmin Rahman	NIL

(ii) Shares held by:

Chief Executive Officer	:	2,50,000 (Mr. Md. Ahsan-uz Zaman)
Company Secretary	:	50,000 (Mr. Khalid Mohammad Sharif)
Chief Financial Officer	:	2,00,000 (Mr. Didarul Islam)
Head of Internal Audit	:	Nil
Spouses of above Executives	:	Nil

c) Shareholding by other Executives and Spouse: Nil

d) Shareholders holding ten percent (10%) or more voting interest in the company: Nil

ATTENDANCE OF THE **MEETINGS**

The following tables provide a comprehensive overview of the attendance of members in various committee meetings held by Midland Bank PLC. (MDB) throughout 2024. This reflects the commitment and active participation of the Bank's leadership in upholding strong corporate governance practices.

a) The attendance records of Executive Committee (EC) Meetings in the year, 2024 are as follows

SI	Names	Status	No. of Meetings Held	Meetings Attended	% of Attendance
01	Mr. Rezaul Karim	Chairman	11	11	100.00%
02	Mr. Ahsan Khan Chowdhury	Member	11	9	81.82%
03	Mr. A K M Badiul Alam	Member	11	9	81.82%
04	Mr. Master Abul Kashem	Member	11	11	100.00%
05	Dr. Md. Mostafizur Rahman	Member	2	2	100.00%
06	Mr. Alhaj Mohammed Helal Miah	Member	2	2	100.00%
07	Mr. Mahbubul Hady Fazle Rab	Member	11	11	100.00%

Note: The Executive Committee (EC) held 11 meetings in 2024. Notably, Mr. Mahbubul Hady Fazle Rab, resigned from EC on 29 January 2025, actively participated in all 11 meetings before his tenure ended on 29 January 2024. Additionally, two members newly appointed on 29 October 2024 also showed full attendance, reflecting a proactive and committed approach from the outset.

b) The attendance records of Board Audit Committee (BAC) Meetings in the year, 2024 are as follows

SI	Names	Status	No. of Meetings Held	Meetings Attended	% of Attendance
01	Mr. Mohammad Asif-uz-Zaman	Chairman	4	3	75%
02	Mr. Mohammed Jamal Ullah	Member	2	1	50%
03	Mrs. Shahnaj Parveen	Member	2	2	100%
04	Mr. Nazim Uddin Chowdhury	Member	4	4	100%
05	Alhaj Mohammed Helal Miah	Member	4	4	100%
06	Mr. Hafizur Rahman Sarker	Member	Joined Board Audit Committee (BAC) in 2025		

Note: The Board Audit Committee (BAC) convened 4 meetings in 2024. Former Chairman Mr. Nazim Uddin Chowdhury and Mr. Alhaj Mohammed Helal Miah both attended all meetings before their tenure ended in Q1 of 2025. Mrs. Shahnaj Parveen, who joined in Q2 of 2024, also maintained full attendance. Mr. Hafizur Rahman Sarker, Joined BAC in Q1 of 2025.

c) The attendance records of Board Risk Management Committee (RMC) Meetings in the year, 2024 are as follows

SI	Names	Status	No. of Meetings Held	Meetings Attended	% of Attendance
01	Mr. Ahsan Khan Chowdhury	Chairman	4	4	100.00%
02	Mr. Md. Shamsuzzaman	Member	4	3	75.00%
03	Dr. Mostafizur Rahman	Member	4	4	100.00%
04	Mr. Hafizur Rahman Sarker	Member	4	3	75.00%

Note: The Board Risk Management Committee (RMC) convened 4 meetings in 2024. The 2024 committee meeting attendance reflects Midland Bank PLC.'s strong commitment to corporate governance, with all meetings conducted in full compliance with BSEC guidelines and Bangladesh Bank's BRPD Circular No. 02, ensuring transparency, accountability, and regulatory adherence.

As on April 29, 2025, Dr. Mostafizur Rahman is serving as the Chairman of the Risk Management Committee (RMC), while Mr. Ahsan Khan Chowdhury was excluded from the Committee effective from the same date.

MEETING OF THE DIRECTORS OF **MIDLAND BANK PLC.**

The following tables provide a record of the attendance of members in the Board Meetings held by Midland Bank PLC. during the year 2024.

The attendance records of Board Meetings in the year, 2024 are as follows

SI	Names	Status	No. of Meetings Held	Meetings Attended	% of Attendance
01	Mr. Ahsan Khan Chowdhury	Chairman	13	9	69.23%
02	Mr. Md. Shamsuzzaman	Vice Chairman Nominee of Liberty Knitwear Limited	13	9	69.23%
03	Mr. Master Abul Kashem	Director	13	12	92.31%
04	Mr. Kazi Omar Zafar	Director	13	6	46.15%
05	Mr. Kazi Raihan Zafar	Director	13	3	23.08%
06	Mr. Abdullah Ahmed Yousuf	Director	13	8	61.54%
07	Mrs. Nilufer Zafarullah	Director	13	7	53.85%
08	Mr. Md. Wahid Miah	Director	13	4	30.77%
09	Mr. A.K.M. Badiul Alam	Director	13	10	76.92%
10	Mr. Rezaul Karim	Nominee Director of Reedisha Knitex Ltd.	13	11	84.62%
11	Mrs. Shahnaj Parveen	Nominee Director of Next Collections Ltd.	13	13	100%
12	Mr. Hafizur Rahman Sarker	Nominee Director of Beq Knit Ltd.	13	6	46.15%
13	Mr. Abdul Momin Mondol	Nominee Director of Mondol Fabrics Ltd.	13	3	23.08%
14	Dr. Mostafizur Rahman	Nominee Director of Popular Pharmaceuticals Ltd.	13	13	100%
15	Mr. Al-haj Mohammed Helal Miah	Director	13	9	90%
16	Mr. Mohammed Jamal Ullah	Director	13	6	66.67%
17	Mr. Mahbubul Hady Fazle Rab	Independent Director	13	6	46.15%
18	Mr. Nazim Uddin Chowdhury	Independent Director	13	13	100%
19	Mr. Khandhaker Tanveer Shamsul Islam	Independent Director	13	8	61.54%
20	Mr. Mohammad Asif-uz-Zaman	Independent Director	13	11	84.62%

REPORT ON **ECONOMIC IMPACT**

MDB's overall mission is to deliver optimum value to its customers, employers, shareholders and the nation as a whole. The business strategy is geared towards achieving these. This section covers the value of the Bank delivers to its shareholders and nation at large. MDB's policy is to deliver optimum value in a manner that is consistent with the highest level of fairness and transparency.

Maintaining Capital to Risk Weighted Assets Ratio (CRAR)

Capital to Risk Weighted Assets Ratio (CRAR) represents the financial strength and stability of a Bank. It limits the extent up to which Banks can expand their business in terms of risk weighted assets. Regulatory capital requirements are, therefore, necessary to prevent Banks from expanding beyond their ability to improve the quality of Bank's assets, to control the ability of the Banks to leverage their growth and to lead to higher earnings on assets, leading to peace of mind of all the stakeholders. Midland Bank keeps a careful check on its Capital to Risk Weighted Assets Ratio. The capital adequacy computation as on December 31, 2024 is given below:

Particulars of Capital Fund	2024	2023	% of growth in 2024 over 2023
Paid up capital	6,396.70	6,396.70	0.00%
Statutory reserve	2,106.81	1,881.77	11.96%
Retained earnings	1,133.75	868.86	30.49%
Sub-total	**9,637.26**	**9,147.32**	**5.36%**
Deduction from Tier-I (core capital):			
Intangible assets and Deferred Tax adjustment	(779.44)	(568.33)	37.15%
Total Tier - I (core) capital	**8,857.82**	**8,579.00**	**3.25%**
General provision including off-balance sheet items	530.84	599.36	-11.43%
Revaluation reserve on investment in securities	-	-	
Total Tier - II (supplementary) capital	**530.84**	**599.36**	**-11.43%**
Total capital (Tier I + II)	**9,388.66**	**9,178.36**	**2.29%**
Total risk weighted assets	**55,955.60**	**53,122.65**	**5.33%**
Tier - I (core) capital ratio	15.83%	16.15%	-0.32%
Tier-II (supplementary) capital ratio	0.95%	1.13%	-0.18%
Capital to Risk Weighted Asset Ratio-CRAR (Regulatory requirement is 12.50%)	**16.78%**	**17.28%**	**-0.50%**

VALUE ADDED **STATEMENT (VAS)**

The Value Added (VAS) illustrates the wealth generated by Midland Bank PLC. (MDB) through its core operations, as well as how that wealth is distributed among key stakeholders. The calculation of value added reflects the Bank's economic contribution to society, shareholders, employees, and the government, serving as a key metric for evaluating financial and operational performance. The following provides a detailed analysis of MDB's value-added performance for the year 2024, compared to 2023:

Particulars	Value added in 2024	Value added in 2023	% of growth in 2024 over 2023
Income from banking services	9,658.20	6,932.20	39.32%
Less: Cost of services & supplies	(6,495.47)	(4,251.88)	52.77%
Value added by banking services	3,162.73	2,680.32	18.00%
Non-banking income	-	-	0.00%
Less: Provision for loans, Off-balance sheet exposure and CSR	(997.43)	(477.13)	109.05%
Grand Total	**2,165.30**	**2,203.19**	**-1.72%**
Distribution of value addition:			
Payment to employees as salaries & allowances	787.19	708.32	11.14%
Transferred to Statutory Reserve	225.04	255.44	-11.90%
Payment to Government as income tax	519.97	690.12	-24.66%
Sub-Total (A)	**1,532.20**	**1,653.88**	**-7.36%**
Expansion and Growth:			
Retained profit	584.73	866.34	-32.51%
Depreciation	261.08	228.99	14.01%
Deferred taxation	(212.71)	(546.02)	-61.04%
Sub-Total (B)	**633.10**	**549.31**	**15.25%**
Grand Total (A+B)	**2,165.30**	**2,203.19**	**-1.72%**

The Statement of Value Added for 2024 highlights Midland Bank's continued success in growing its core business while

responsibly managing costs. The increase in value added, alongside the solid distribution of wealth to employees, government, and reserves, underscores the Bank's commitment to sustainable financial growth. The ability to retain a larger portion of profits for reinvestment further reflects strategic financial discipline and a focus on long-term value creation.

This performance positions Midland Bank as a key player in the financial sector, with a solid foundation for future growth and a strong contribution to the economy.

MARKET VALUE ADDED **(MVA) STATEMENT**

The Market Value Added (MVA) Statement measures the value created for shareholders by comparing the market value of the company's equity with its book value. It indicates investors' confidence in the company's future performance. The following MVA statement presents the value generated by Midland Bank PLC. for the year ended 31 December 2024.

Particulars	Explanation/ Formula	2024	2023
Face Value per Share (BDT)		10.00	10.00
Market Value per Share (BDT)	Closing Price per Share at Dhaka Stock Exchange	31.20	14.40
Number of Shares Outstanding		639,669,753	639,669,753
Total Market Capitalization (BDT Million)	**Market Value per Share (BDT) X No. of Shares Outstanding**	**19,958**	**9,211**
Book Value of Paid-Up Capital (BDT Million)	**Face Value per Share (BDT) X No. of Shares Outstanding**	**6,397**	**6,397**
Market Value Added (BDT Million)	**Total Market Capitalization - Book Value of Paid-Up Capital**	**13,561**	**2,815**

In 2024, Midland Bank PLC. achieved a significant increase in shareholder value, with its Market Value Added rising to BDT 13,561 million from BDT 2,815 million in 2023. This reflects improved market confidence and strong financial performance during the year.

ECONOMIC VALUE ADDED **(EVA) STATEMENT**

Economic Value Added (EVA) measures a company's financial performance by evaluating the true economic profit generated after accounting for the cost of capital employed. It reflects the extent to which a company adds value to its shareholders beyond the minimum return expected by capital providers. Midland Bank PLC. (MDB), we prioritize the creation of sustainable economic value for our Shareholders and Equity Providers. Recognizing that shareholders are increasingly conscious of returns relative to their risk exposure, MDB remains committed to enhancing value generation. In this context, the following analysis highlights the EVA performance for the year 2024 compared to 2023:

Particulars	Value added in 2024	Value added in 2023	% of growth in 2024 over 2023
Shareholders' equity	9,676.78	9,150.66	5.75%
Add: Accumulated provision for Loans & Advances and Off-balance sheet exposure	2,633.39	2,160.47	21.89%
Total shareholders' equity	12,310.17	11,311.13	8.83%
Average shareholders' equity	11,810.65	10,324.30	14.40%
Earnings:			
Profit after tax	817.95	1,133.11	-27.81%
Add: provision for Loans & Advances and Off-balance sheet exposure	989.25	465.80	112.37%
Less: Loans written off during the year	-	-	-
Earning for the year (A)	**1,807.20**	**1,598.91**	**13.03%**
Average cost of equity (based on weighted average rate of Shanchay Patra issued by Government of Bangladesh)	8.53%	8.53%	-
Cost of average equity (Average shareholders' equity X Average cost of equity with 1% risk premium) (11,819.65 X 9.53%)(B)	1,125.55	983.91	14.40%
Economic value added (A-B)	**681.65**	**615.00**	**10.84%**

The strong EVA performance demonstrates that Midland Bank is not only meeting the basic expectations of its shareholders but significantly exceeding them. This performance reinforces MDB's strategic positioning as a value-driven and financially disciplined institution, laying a strong foundation for future sustainable growth.

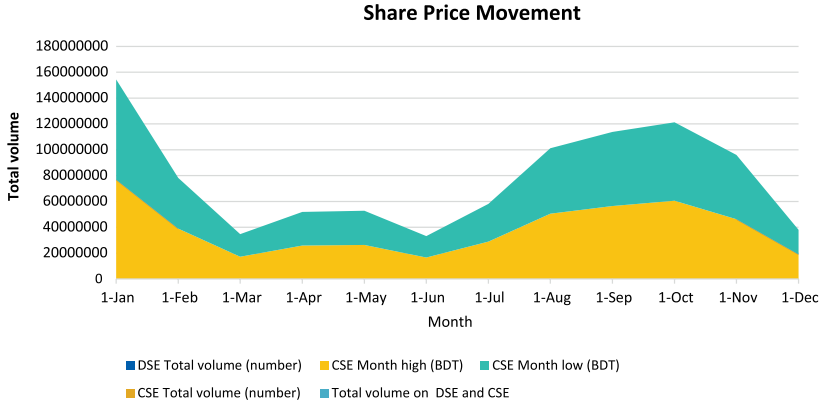
STOCK PERFORMANCE

Share Price Movement: During the year, Midland Bank PLC.'s share price ranged between BDT 36.10 and BDT 12.30, Opening at BDT 13.90 as of January 01, 2024 and closing at BDT 31.20 as of December 31, 2024.

Month	DSE			CSE			Total volume on DSE and CSE
	Month high (BDT)	Month low (BDT)	Total volume (number)	Month high (BDT)	Month low (BDT)	Total volume (number)	
Jan-24	15.90	13.50	76,801,641	16.00	13.10	859,007	77,660,648
Feb-24	15.40	13.40	38,991,981	13.40	15.50	258,667	39,250,648
Mar-24	13.80	12.40	17,279,988	13.80	12.40	163,609	17,443,597
Apr-24	15.20	13.40	25,888,320	15.10	13.20	151,081	26,039,401
May-24	16.80	15.30	26,298,090	16.90	15.10	148,157	26,446,247
Jun-24	17.20	16.10	16,584,603	17.00	16.10	333,32	16,617,935
Jul-24	24.20	16.90	29,008,137	24.30	16.90	128,664	29,136,801
Aug-24	27.50	21.00	50,522,502	27.70	21.10	153,621	50,676,123
Sep-24	28.60	26.50	56,503,223	30.30	26.40	842,836	57,346,059
Oct-24	31.30	27.20	60,572,984	31.50	27.30	156,147	60,729,131
Nov-24	37.70	27.80	46,227,235	36.20	27.00	357,8751	49,805,986
Dec-24	34.80	29.30	18,992,870	37.00	29.30	120,558	19,113,428

Throughout the year of 2024, Midland Bank PLC. experienced notable fluctuations in its share price, reflecting both market dynamics and investor sentiment.

Throughout 2024, Midland Bank PLC. experienced stable trading activity on both the DSE and CSE, with notable growth in share prices and volumes in the second half of the year. Monthly trading volumes and price fluctuations indicate increasing investor interest and market confidence, particularly from July to November. The data reflects a positive momentum in the bank's market performance, supported by consistent liquidity and rising demand for its shares.



Stock Details: The following details offer valuable insights for investors and stakeholders, detailing the stock's position on both the Dhaka Stock Exchange (DSE) and the Chittagong Stock Exchange (CSE), where Midland Bank PLC. is actively traded.

Particulars	DSE	CSE
Trading Code	MIDLANDBNK	MIDLANDBNK
Scrip Code	11154	22038
Listing Year	2023	2023
Market Category	B	B
Electronic Share	Yes	Yes
Market Lot (Nos)	1	1
Face Value (Taka)	10	10
Total Number of Securities	639,669,753	639,669,753

DUPONT **ANALYSIS**

"DuPont Analysis is a financial performance framework that breaks down a company's Return on Equity (RoE) into several key components to help analysts understand the underlying drivers of profitability and operational efficiency."

DuPont Analysis is a powerful diagnostic tool that expresses a company's Return on Equity (RoE) into distinct performance drivers: profitability, asset efficiency, and financial leverage. For Midland Bank PLC., this analytical framework offers a deeper perspective on the underlying financial dynamics affecting shareholder returns, allowing stakeholders to assess the quality of earnings and the effectiveness of resource utilization. By separating RoE into its components Net Profit Margin, Total Asset Turnover, and Financial Leverage the Bank can identify specific operational or structural areas that have contributed to performance variances across years. The DuPont model also captures key intermediate influences relevant to financial institutions, such as the tax effect, non-operating items, and operating margins.

Breakdown of Key Financial Metrics

Particulars	Formula	2024	2023
Tax Effect (in %)	PAT/ PBT	72.69%	88.72%
Effect of Non-Operating Items (in %)	PBT/ Profit Before Provisions	53.22%	73.28%
Operating Profit Margin (in %)	Profit Before Provisions and Tax/ Gross Income*	21.89%	25.14%
Net Profit Marging (in %)	Tax Effect X Effect of Non-Op. Items X Op. Profit Margin	8.47%	16.35%
Total Asset Turnover (in times)	Gross Income*/ Average Total Assets	0.10	0.08
Return on Asset (RoA) (in %)	Net Profit Margin X Total Asset Turnover	0.88%	1.39%
Financial Leverage (in times)	Average Total Assets/ Average Shareholders' Equity	9.89	9.72
Return on Equity (RoE) (in %)	Return on Asset X Financial Leverage	8.69%	13.49%

Performance Interpretation: The DuPont Analysis provides valuable insights into the evolving financial dynamics of MDB. Several contributing factors were identified:

- A change in tax efficiency, presenting an avenue to explore more effective fiscal management strategies.
- A reduced impact of non-operating income, indicating a shift toward a more sustainable earnings base grounded in core operations.

The DuPont Analysis of MDB provides a comprehensive lens through which Midland Bank PLC's Return on Equity (RoE) performance can be assessed, offering clarity on the underlying drivers of shareholder value. Despite of some challenges, the Bank demonstrated improved asset utilization, evidenced by an increase in Total Asset Turnover, while maintaining a stable capital structure through consistent financial leverage. These findings strengthen the importance of operational efficiency, disciplined fiscal management, and strategic focus on core income streams. Looking ahead, the insights gained from this analysis will support informed decision-making aimed at enhancing profitability, optimizing resource utilization, and strengthening long-term shareholder returns.

REVIEW OF CAPITAL **MARKET PORTFOLIO**

Capital market of Bangladesh experienced a turmoil performance in the year of 2024 as benchmark index faced erosion & average daily turnover showcased no significant rise. Condition even worsen due to lacks of listing mentionable companies in the market. The benchmark index of the Dhaka Stock Exchange (DSE) dropped by almost 16% in 2024. On top of that, high return from fixed income securities creates a bottleneck to liquidity inflow to capital market. Although of the turbulence in the market, Midland Bank PLC. managed its portfolio by prudent decision making & with good scripts that generated satisfactory dividend income from the capital market portfolio.

Return on Investment: In the Year of 2024, Midland Bank PLC. generated total income of BDT 3.85 Crore from capital market portfolio. Capital Market Investment portfolio & composition of income for previous two years has illustrated below:

Particulars	2024	2023
Total Investment in quoted share & Mutual Funds	153.87	153.51
Gain from Sale of Shares & MFs (Net of Loss)	(1.71)	0.17
Dividend Income from quoted share & Mutual Funds	5.56	3.49
Total Income	3.85	3.66

Analysis of Investment: In 2024, Midland Bank PLC.'s investment in quoted shares and mutual funds remained steady at BDT 153.87 crore, slightly up from BDT 153.51 crore in 2023. However, the gain from the sale of shares and mutual funds (net of loss) saw a slight decline in performance in 2024, This reflects unfavorable market conditions or strategic disinvestments during the period. On a positive note, Dividend income increase to BDT 5.56 crore from BDT 3.49 crore. As a result, total income increased slightly to BDT 3.85 crore in 2024, up from BDT 3.66 crore the previous year.

Analytical Insights: Despite Capital Market challenges, MDB saws small income growth, showing its strong and smart investment approach.

Stable Investment Base		The total investment in Capital Market in 2024 remained almost unchanged compared to 2023, showing consistent exposure to the equity and mutual fund market.
Dividend Strength		The increase in dividend income reflects MDB's focus on investing in financially strong companies with high dividend yields, providing a stable income.
Slight Income Growth		Despite market headwinds, total capital market income increased to BDT 3.85 crore, up from BDT 3.66 crore in 2023 demonstrating resilient income generation.

Exposure to Capital Market: MDB manages its portfolio in compliance with regulatory limits and internal guidelines to minimize risks. Regular reviews ensure balanced asset allocation and risk diversification, allowing the Bank to maintain financial strength and support sustainable growth. By following this careful approach, MDB works to stay financially strong while helping its business grow in a sustainable way.

Particulars	Consolidated		Bank (BDT in Crore)	
	2024	2023	2024	2023
Total of Capital Components	914.73	764.54	914.73	764.54
Exposure other than Special Fund	168.33	177.46	165.70	177.46
Exposure under Special fund	79.62	78.48	79.62	78.48
Total Exposure	247.95	255.94	245.32	255.94
% in Exposure in Capital Market (excluding Special Fund)	18.40%	23.21%	18.11%	23.21%
Regulatory Limit (Maximum)	50.00%	50.00%	25.00%	25.00%

In 2024, Bangladesh's capital market faced many challenges, such as a big drop in the DSE index, fewer new company listings, and strong competition from fixed income investments. Even in this tough situation, Midland Bank PLC. managed its capital market investments wisely and carefully. The Bank kept its investment size balanced and was able to slightly increase its income, mainly through better dividend earnings, even though it had a small loss from selling shares. By regularly checking its investments in different sectors and keeping a close eye on risks, the Bank has been able to balance making profits with staying financially safe. Overall, Midland Bank's strategy in 2024 shows a smart and careful approach, focused on protecting its investments, earning stable returns, and growing in a sustainable way even when the market is uncertain.

CREDIT RATING **OF MDB**

Rating by Emerging Credit Rating Limited

Long Term	A+	Bank's long term rating is "A+" which indicates strong capacity to meet financial commitments/ obligations of the Bank. It is judged to be of high quality and are subject to low variability in credit risk.
Short Term	ST-2	Bank's short term rating stood at ST-2 (High Grade). It indicates strong capacity for timely repayment of obligations. It is also characterized with commendable position in terms of liquidity, internal fund generation, and access to alternative sources of funds is outstanding.
Outlook Status	Stable	Bank's outlook status is "Stable" which underlines that Bank's overall status is stable. The outlook provides information to investors on the potential evolution of a rating, thereby underpins the precision of the rating status.
Effective Date	Jun 30, 2025	

Rationale:

Emerging Credit Rating Limited (ECRL) has affirmed A+ (Pronounced as Single A Plus) long term credit rating and ST-2 short term credit rating to Midland Bank PLC. (hereinafter referred to as 'MDB' or 'the bank') based on audited financials of FY2020-FY2023 and other available information up to the date of rating declaration. The outlook on the rating is Stable. The rating is consistent with ECRL's methodology for this type of financial institution.

Rating Strength:

- Increase in core capital and overall CRAR
- Good growth in net-interest income & post tax profit
- Surplus SLR & CRR against the requirements
- Reducing risk weighted assets
- A good mix of interest and investment income

FINANCIAL **CALENDAR**

Quarterly results

Below is a summary of the Quarterly results made by Midland Bank PLC.

Particulars	Submission date to BSEC
Un-audited financial statements for the 1st Quarter ended on 31 March 20247	14 May 2024
Un-audited financial statements for the 2nd Quarter ended on 30 June 2024	30 July 2024
Un-audited financial statements for the 3rd Quarter ended on 30 September 2023	29 October 2024

Information sensitive to share price

Below is a summary of the Information sensitive to share price made by Midland Bank PLC.

Particulars	Submission date to BSEC
Annual PSI for the financial year 2023 publication date	28 April 2024
1st Quarter PSI publication date	15 May 2024
2nd Quarter PSI publication date	31 July 2024
3rd Quarter PSI publication date	30 Oct 2024
Corporate disclosure for achieving "A+" Credit Rating of MDB rated by ECRL	27 June 2024

Dividend Information of 2024

The following provides a summary of the dividend distributions of Midland Bank PLC.

Particulars	Submission date to BSEC
Date of Notice of the 11th Annual General Meeting of MDB for the year ended 31 December 2023	21 May 2024
Dividend Rate for the year ended 31 December 2023	5% Cash
Record Date for Shareholders for entitlement of the declared dividends	20 May 2024
AGM Date (Dividend approved by the Shareholders')	13 June 2024
Date of Dividend Disbursement	07 July 2024

Tax on dividend

At the time of paying cash dividend to a shareholder, MDB deducted tax on the dividend amount in the following manner:

Types of shareholders	Applicable tax rate
If the shareholder is a resident or non-resident Bangladeshi person other than a company	10% (where the person receiving such dividend furnishes E-TIN) 15% (where the person receiving such dividend fails to furnish E-TIN)
If the shareholder is a company (resident/non-resident Bangladeshi company)	20%
If the shareholder is a mutual fund	0%

QUERIES RELATING TO CORPORATE INFORMATION- **EFFECTIVE INVESTOR COMMUNICATION**

Shareholders of Midland Bank PLC. may contact the Company Secretary for any matters related to the company, including corporate governance, regulatory compliance, and financial reporting. Additionally, inquiries regarding corporate affairs, financial disclosures, or published reports may be directed to the Company Secretary's office. The Bank remains committed to ensuring transparency, accountability, and effective communication with its shareholders. For any such queries, shareholders are encouraged to reach out to the Company Secretary using the following contact details:

Registered Office & Contact Information

REGISTERED OFFICE	PRIMARY CONTACT	ESCALATION POINT
Midland Bank PLC. N.B. Tower, 40/7 North Avenue, Gulshan-2, Dhaka-1212	Md. Mostafizur Rahman, Share Department Md. Saidul Haque ACS, Board Department	Khalid Mohammad Sharif FCS Company Secretary Company Secretariat Division
Telephone: +(88) 096 66 410 999 Ext. 1368, Fax: +(88) 02 55052214, Email: share.mdb@midlandbankbd.net		

This structured framework ensures that shareholder inquiries and concerns are handled with efficiency, accuracy, and promptness, emphasizing the Bank's commitment to transparency and effective stakeholder communication.

ACCESSIBILITY TO **THE ANNUAL REPORT**

The **Annual Report**, along with other relevant information about the Bank, is readily available to ensure easy access for **shareholders, investors, and stakeholders.** Below is a structured overview for quick reference:

Information	Details
Available Reports	Annual Report and other relevant information
Access Platform	Official Website
Website Link	www.midlandbankbd.net
Intended Audience	Shareholders, Investors, and Stakeholders
Purpose	Easy access to financial and corporate information

Additionally, the Bank ensures compliance with regulatory and statutory requirements by providing copies of its Annual Report to key regulatory bodies and institutions, including Bangladesh Bank (BB), the Bangladesh Securities and Exchange Commission (BSEC), Dhaka Stock Exchange PLC. (DSE), Chittagong Stock Exchange PLC.(CSE), Bangladesh Institute of Bank Management (BIBM), and any other relevant authorities as required.

This initiative underscores the Bank's commitment to transparency, accountability, and corporate governance, ensuring that all stakeholders have access to accurate and up-to-date financial and corporate information.

GRIEVANCE REDRESS OF **INVESTORS/ SHAREHOLDERS**

Midland Bank PLC. (MDB) is committed to upholding the highest standards of corporate governance, transparency, and disclosure at all times. Effective investor and shareholder servicing is a fundamental component of good corporate governance practices. Recognizing its significance, MDB considers investor and shareholder engagement essential to enhance stakeholder's confidence. The Bank regularly receives various communications from investors regarding shares, annual reports, dividends, and other related matters. These communications may include complaints, queries, or requests from shareholders. MDB is dedicated to address all shareholder concerns proactively, ensuring fair and effective resolution of complaints while maintaining equitable treatment for all stakeholders. We prioritize shareholder grievances and are committed to providing a strong mechanism for addressing concerns within the stipulated timeframe set by the Bank.

Shareholder Rights and Equal Treatment

Midland Bank PLC. (MDB) is committed to ensuring equitable treatment for all shareholders by upholding their fundamental rights in accordance with corporate governance principles and regulatory standards. Shareholders are granted voting rights, enabling them to participate in the decision-making process at the Annual General Meeting (AGM). Notices and related documents for the AGM are dispatched to shareholders at least 14 days prior to the AGM. Shareholders unable to attend may appoint a proxy through the Proxy Form to vote on their behalf. MDB ensures that shareholders receive their right to dividends and profits, as declared and approved, in a fair and transparent manner. The Bank also upholds shareholders' right to information and transparency, providing timely disclosures on financial performance, corporate governance, and other material matters. In case of grievances, shareholders have the right to legal remedies, safeguarding them from unfair practices. Furthermore, MDB is dedicated to ensuring shareholders' rights related to the transfer of shares, changes in name or address, and payment of dividends. All related correspondence should be directed to the following address:

Company Secretary/ In-Charge of Share Department

Midland Bank PLC. Zahed Plaza (7th Floor), 30 Gulshan Avenue, Gulshan 2, Dhaka 1212
E-mail: share.mdb@midlandbankbd.net
Telephone: +(88) 096 66 410 999 Ext. 1368, Mobile: 01985-700108

Investor Complaints Redress Mechanism

Bank has established a robust grievance redress mechanism through which investors can lodge their grievances/ complaints:

- **Complaint Lodging:** Investors can submit their complaints through the following channels:

Complaints Channels	Description
E-mail	Investors can lodge grievances or complaints via the designated email ID: share.mdb@midlandbankbd.net
Fax	Complaints can be submitted via fax to the designated fax number: [+(88) 02 55052214]
Online portal	Through Online portal of Dhaka Stock Exchange PLC. (DSE) and Chittagong Stock Exchange PLC. (CSE)
Dedicated helpline	Investors can call the dedicated helpline at Midland Bank (MDB) for assistance.
Mail (Courier, etc.)	Complaints can also be sent through a letter to the designated address.
In-Person	Investors may visit MDB registered office to file a complaint directly with the branch staff.

- **Acknowledgment of Complaint:** The concerned officer acknowledges the receipt of the complaint, and maintains a complaints register to resolve the queries of the shareholders.
- **Investigation:** The Company Secretariat Division investigates the complaint thoroughly, gathering necessary details and analyzing the issue to determine its validity and potential solutions.
- **Resolution Proposal:** Based on the findings, the Bank proposes a resolution to the investor, ensuring fairness and transparency in the process.
- **Communication of Outcome:** The Bank communicate the outcome of the investigation and the proposed resolution to the investor via email or mail, depending on the initial submission method.
- Follow-up and Closure: After providing the resolution, the Bank will follow up with the investor to ensure satisfaction with the outcome. The complaint will be closed once the issue is resolved to the investor's satisfaction.

Communication to Shareholders

MDB makes communication with the Shareholders continuously through the following ways:

Mode of Communication	Description
Annual Reports	Shareholders receive comprehensive annual reports, detailing financial performance, governance and strategic direction.
General Meetings (AGM/EGM)	Shareholders are invited to attend and participate in Annual General Meetings and Extraordinary General Meetings to engage in discussions on important corporate matters.
Notices and Circulars	Official notices and circulars are sent to shareholders regarding meetings, special resolutions, dividends and other material events.
Email Notifications	Shareholders may receive important updates or alerts through emails for timely communication.
Company Website	Shareholders can access the latest announcements, financial statements, and other relevant information via the company's official website.
Press Releases	Major developments and corporate news are communicated to shareholders through press releases to ensure transparency.
Dividend Information	Detailed information regarding dividend declarations, payment dates, and other related matters are shared with shareholders.
Postal Mail	For shareholders who prefer or require physical documentation, important information is sent through traditional mail.
Price Sensitive Information (PSI)	Shareholders are promptly informed about any material changes or developments that may affect the company's share price, ensuring full compliance with regulatory requirements and market transparency.

In conclusion, Midland Bank PLC. (MDB) remains deeply committed to promote a transparent, responsive, and equitable environment for all investors and shareholders. The Bank's strong Grievance Redress Mechanism ensures that any concerns, complaints, or issues raised by shareholders are addressed promptly, fairly, and with the utmost priority. Through clear communication channels, including designated email IDs, postal services, and timely updates, MDB ensures that shareholders have a direct and efficient means to voice their grievances.

মিডল্যান্ড ব্যাংক
সালাম
ইসলামী ব্যাংকিং

midlandbank
bank for inclusive growth

এমডিবি ডিপিএস

ছোট সঞ্চয় থেকেই হোক বড় কিছু



- ৩/৬/৯ মাস থেকে ১/২/৩/৫/৮/১০/১৫/২০ বছর পর্যন্ত সুবিধাজনক যেকোনো মেয়াদে ২৫০/৫০০/১,০০০/১০,০০০/২৫,০০০/৫০,০০০/৭৫,০০০/১,০০,০০০ টাকা থেকে শুরু করে ৫,০০,০০০ টাকা পর্যন্ত আপনার সামর্থ্য অনুযায়ী সঞ্চয় করুন।

24/7 16596 www.midlandbankbd.net

GOVERNANCE REPORTS



CORPORATE GOVERNANCE OVERVIEW
STATEMENT BY THE COMPANY SECRETARY

By the Company Secretary

It is our privilege to present the Annual Corporate Governance Disclosures of Midland Bank PLC. (MDB) for the fiscal year ended December 31, 2024. This report provides key insights into MDB's corporate governance framework, highlighting our commitment to transparency, accountability, and regulatory compliance.

Since its inception, Midland Bank PLC. has established corporate governance as a cornerstone of its banking operations. We firmly believe that strong corporate governance is built upon the adoption of best management practices, strict adherence to regulatory requirements, and an unwavering commitment to ethical business conduct. The Board of Directors remains dedicated to implementing policies and procedures with integrity, ensuring that governance principles align with the Bank's strategic vision and operational priorities.

MDB's corporate governance policies and practices are structured to uphold fairness, transparency, and accountability across the organization. Our systems, structures, and processes are aligned with internationally recognized corporate governance standards, as well as the regulatory guidelines prescribed by Bangladesh Bank and the Bangladesh Securities and Exchange Commission (BSEC). While striving to maximize shareholder value, we place the highest importance on fostering a compliance-driven organizational and business framework.

The Corporate Governance Code (CGC), issued by Bangladesh Bank and BSEC, is deeply integrated into MDB's core corporate governance principles. In addition to regulatory compliance, the Bank incorporates industry best practices recommended by other relevant authorities. At MDB, we remain committed in our mission to deliver strong financial returns for our investors, employees, shareholders, and stakeholders by embracing innovation, adaptability, and integrity in all aspects of our operations.



In today's dynamic regulatory environment, ensuring compliance remains a top priority for MDB. Our Internal Control & Compliance team is proactive in monitoring regulatory developments while continuously strengthening internal controls to uphold the highest ethical standards. Recognizing that regulatory compliance is fundamental to maintaining the trust and confidence of our shareholders, we are committed to upholding these principles across all aspects of our business.

This disclosure shows Midland Bank PLC.'s strong commitment to good corporate governance throughout 2024. We follow all the rules and regulations set by Bangladesh Securities and Exchange Commission (BSEC), Bangladesh bank, other authorities and also apply global best practices to run our operations with honesty and fairness. We aim to build trust, ensure transparency, and create long-term value for our shareholders, employees, and customers. As we move forward, we will continue improving our governance practices and staying true to our integrity, responsibility, and sustainable growth values.

On behalf of Midland Bank PLC., we extend our heartfelt gratitude for your continued trust and unwavering support. Your confidence in us inspires our commitment to excellence and drives us to serve you better every day.

As we look toward the future, we remain fully committed to enhancing our services, embracing innovation, and delivering sustainable value—guided always by your expectations and needs. At Midland Bank, we firmly believe that the foundation of our success lies in the strong relationships we have built with our valued clients, stakeholders, and well-wishers. Customers loyalty motivates us to uphold the highest standards of professionalism, integrity, and customer-centricity in everything we do.

Thank you once again for being an integral part of our journey. We look forward to continuing this partnership with renewed dedication and shared success.

Sincerely,

Khalid Mohammad Sharif FCS
Company Secretary

CHIEF FINANCIAL OFFICER'S **REPORT**

In 2024, under unpleasant challenging environments, MDB has performed well in key areas of its business activities, i, e., compared to last year Loans & Advances growth was 15.34%, Deposit growth was 24.71% and our operating profit growth increased by 21.31% over last year of 2023. We have also achieved our annual target of Loans @ 91.37%, Deposits @ 98.58% and operating profit @ 88.62% as set by the Board of Directors for the FY 2024. As a result, our balanced growth has generated positive returns for the stakeholders. During the year all these hardship of challenges taught us to be resilient, adaptive, innovative and confident in the face of hardship and we are confident to deliver better performance in the coming days.

Stimulating Times, Robust Responses

Midland Bank began the year 2024 with a sense of optimism, inspired by the consistent GDP growth of the country, improvement purchasing power of individuals and huge investment in the infrastructure development in the country, which set forth the template for plans and targets for the year. The outline was, however, completely re-set when COVID-19 spread across the world, capitulating the global economy with drastic impact on the lives and livelihood of peoples and businesses everywhere around the world. The restrictions of movement caused a rapid deceleration of economic activity, policy rates started to fall hitting record lows.

In order to continue supporting our customer and stakeholder ecosystem, we ensured that, we were doing so from a position of strength. Accordingly, we strongly managed our liquidity and capital positions to keep funding accessible to our valued customers, while closely monitoring any potential build-up of asset quality slippages that could place pressure on our capital levels. We also ensured compliance with all regulations, thus meeting the authority's mandate of relief/stimulus transference to intended beneficiaries.

Overview

MDB is one of the compliant fourth generation banks in Bangladesh. As a longstanding bank of repute with deep bonds of customer and depositor trust, we engage in all types of typical banking activities, operations and services. Our scale, business model and diversification accelerate our objective to be the best digital financial services platform, acting responsibly and earning the lasting loyalty of our stakeholders. We also continued to build trust with our investors/shareholders community by keeping them up-to-date with regards to key material developments, as well as our capital, NPL positions, strong liquidity and efficient cost management, etc.

As of December 31, 2024, we had BDT 102,773.59 million of assets, BDT 63,276.55 million of loans & advances and BDT 75,205.07 million of deposits. Management's wide initiatives to rein in operating costs resulted in limiting the Cost-to-Income Ratio at 42.79% and spread stood at 3.15%. In addition, with a strong capital position of the Bank, the Capital to Risk-weighted Asset Ratio (CRAR) stood at 16.78% against regulatory requirement of 12.50% including 2.50% capital buffer. Despite the unprecedented headwinds in 2024, Board of Directors recommended 3.00% cash dividend and 3.00% stock dividend for the FY 2024, thus meeting our shareholders' expectations.

Despite operating in a challenging business environment in 2024, MDB's business and profit performance remained very well, mainly on account of strong asset quality, relaxed provisioning norms and prudent cost management efforts, etc.



Key highlights in 2024

- Interest income increased by BDT 1,517.36 million from BDT 4,503.46 million in 2023 to BDT 6,020.82 million in 2024, i.e., growth up by 33.69% over 2023. On the other hand, interest paid on deposit & borrowings increased by BDT 2,221.96 million from BDT 3,740.46 million in 2023 to BDT 5,962.41 million in 2024, i.e., up by 59.40%, due to rise in deposit rates in overall market during the year. As a result, net interest income decreased by 92.35%, or BDT 704.59 million from BDT 763.00 million in 2023 to BDT 58.41 million in 2024.
- Operating Income increased by BDT 504.04 million from BDT 3,191.74 million in 2023 to BDT 3,695.78 million in 2024, i.e., growth up by 15.79% over 2023.
- Operating expenses increased by BDT 132.59 million from BDT 1,448.74 million in 2023 to BDT 1,581.33 million in 2024, i.e., increased by 9.15% over 2023.
- Operating profit before provision on loans and corporate tax increased by 21.31% from BDT 1,743.00 million in 2023 to BDT 2,114.45 million in 2024.
- Net profit after tax registered at BDT 817.95 million in 2024 against BDT 1,133.11 million in 2023, i.e., down by BDT 315.16 million, or fall by

27.81% over 2023, due increase of provision for loan, investment and other assets by BDT 523.44 Million, i.e., 112.37% higher compared to the last financial year 2023.

- Cost reduction which encompasses deposit cost to all types of OPEX and CAPEX was achieved through our higher brand value and trustworthiness among our depositors and the optimisation of plans implemented in recent years. We remained one of the most efficient banks in the country with a Cost-to-Income Ratio of 42.79% in 2024 and we also able to stable growth of our operating cost at 9.15% over 2023. We expect to further improve our operational capacity with efficient cost management.
- Loan-loss provisions were kept as per regulatory guidelines. During the year our loan-loss provision increased, due to increase of our loan book as well as some clients have turned into classified, but we are trying to recover/regularize it.
- Loans and Advances increased by 15.34%, or BDT 8,413.89 million to BDT 63,276.55 million in 2024 from BDT 54,862.66 million in 2023. However, overall loans portfolio remained relatively balanced between Institutional Banking (Corporate), MSME and Retail Segments.
- Customer deposits grew by 24.71%, or BDT 14,902.34 million to BDT 75,205.07 million in 2024 from BDT 60,302.72 million in 2023. While growing our deposits book, we have focused on low cost and no cost (CASA) deposits acquisition and eventually by the end of 2024 our CASA ratio stood at 27% against 28% in 2023.

Capital Management Strategies

Midland Bank's capital management approach is guided by the key capital management objectives as articulated in its capital management framework. The bank's capital position, capital mix and capital allocation are continuously reviewed, taking into consideration of strategic and organisational requirements, as well as regulatory and business environment in which the bank operates. During the year 2024, we ensured prudential capital management with a prioritised focus on safety. Our key objectives with regards to our capital management focus include the following:

- Compliance with regulatory capital requirements.
- Alignment of capital levels to the bank's risk appetite and strategic business plans.
- Maintaining an appropriate balance between optimising returns to shareholders and prudent capital management.
- 15.83% of Tier- 1 capital ratio held against minimum regulatory requirement of 8.50%.
- 16.78% of Total capital ratio held against minimum regulatory requirement of 12.50%.

Credit Rating:

Emerging Credit Rating Limited (ECRL) was rated the Bank with effective from July 01, 2024 to June 30, 2025 as follows:

- Long Term : A+
- Short Term : ST-2
- Outlook Status : Stable

Outlook for 2025

The Bank has already started reaping benefit of its strategy of diversification in its portfolio, products, services, channels, etc. Bank also invested a substantial amount in its digitilasion platform, which will add more flare in its scale up game changing strategy. Therefore, revenues from on-balance sheet and off-balance sheet position will become stronger and consistent in the coming days. Overall despite persistent uncertainties, in geopolitics, financial regulations and ongoing dry liquidity situation, Midland Bank has begun 2025 with a comfortable liquidity position and a positive funding outlook for the year. We expect a steady increase in lending in all our segments with high growth in new segments, i.e., small and micro finance, women segment, start-up business, supply chain, and retail, as well as a good performance in deposits with low cost and no cost mixed. Going forward, we will focus on optimising liquidity to maintain a solid balance sheet structure across our footprint in compliance with regulatory guideline. We are also focusing with new products and solutions to improve in non-funded income windows from trade business to account services to credit/prepaid cards which will be a core strength of the Bank.

Sincerely,



Didarul Islam
Senior Vice President & CFO

REPORT OF **EXECUTIVE COMMITTEE**

Formulation of the committee: The Executive Committee of the Board of Directors was established in accordance with the Banking Regulation & Policy Department (BRPD) Circular No. 11, issued on October 27, 2013. The roles and responsibilities of the Committee are formulated and assigned as per BRPD Circular No. 02, dated February 11, 2024. The members of the Executive Committee (EC) include the following directors:

Sl	Name	Status with the Board	Status with the Committee
01	Mr. Rezaul Karim	Director	Chairman
02	Mr. Ahsan Khan Chowdhury	Director	Member
03	Mr. A K M Badiul Alam	Director	Member
04	Mr. Master Abul Kashem	Director	Member
05	Dr. Md. Mostafizur Rahman	Director	Member
06	Mr. Mohammed Helal Miah	Director	Member

The Company Secretary acts as the Secretary of EC of the Board of Directors.

The Executive Committee of MDB has been entrusted with the paramount responsibility of accurately scrutinizing key business sectors, encompassing the assessment and approval of specific credit facilities, the careful examination of operational matters, and the proactive resolution of critical issues that demand urgent attention. Acting upon the recommendations put forth by the Management, the Committee ensures a comprehensive, strategic, and well-informed approach to decision-making, thereby fostering efficiency, stability, and sustainable growth within the organization.

This Committee conducts in-depth evaluations of budgets, strategic initiatives, and significant organizational changes before presenting them to the Board for comprehensive review and approval. Additionally, the Executive Committee is responsible for the prompt and accurate implementation of the Board's policies and directives through the Management.

The Executive Committee plays an essential role in the governance framework of MDB by undertaking thorough, in-depth evaluations of the Bank's financial budgets, long-term strategic initiatives, and transformative organizational changes, ensuring that every aspect is carefully analyzed and aligned with the institution's broader vision and objectives. Before any major decision is finalized, the Committee conducts a thorough assessment of these critical matters, considering their potential impact on the Bank's operations, growth route, and regulatory compliance, before presenting them to the Board of Directors for an in-depth review and formal approval. In doing so, the Committee acts as a catalyst for operational excellence, fostering a culture of accountability, efficiency, and continuous progress within the Bank.

On behalf of the Executive Committee,



Rezaul Karim
Chairman
Executive Committee of the Board

REPORT OF **AUDIT COMMITTEE**

Introduction: The Board Audit Committee (BAC) of Midland Bank PLC is one of the prime sub-committees of the Board of Directors and is a vital point for enabling effective corporate governance and establishing effective oversight on the performance, quality, independence and objectivity of the audit activities. The Audit Committee acts as the core administrator of the Bank for protecting and safeguarding stakeholders' interests. The Audit Committee owns the capstone responsibility of engaging in systematic and continuous reviews, monitoring and evaluating organizational performance against evolving regulatory requirements, evaluating comprehensive policies, processes, and procedures, and ensuring non-negotiable compliance with laws and regulations. The purpose of the Committee is to assist the Board in fulfilling its oversight responsibilities relating to

- The integrity of the Bank's financial statements and internal control systems (including the implementation and effectiveness of internal control over financial reporting);
- The performance of the internal audit activities;
- The annual independent audit of the Bank's financial statements, engagement with independent auditors, and evaluation of independent auditors' qualifications, independence and performance;
- The compliance by the Bank concerning legal and regulatory requirements;
- The implementation and effectiveness of the Bank's disclosure controls and procedures;
- The evaluation of enterprise risk issues and
- The fulfillment and discharge of other responsibilities set out herein.
- Responsibility for carrying out the functions of the Nomination and Remuneration Committee (NRC) as outlined in the Corporate Governance Code 2018 issued by BSEC.

The Audit Committee's role is one of oversight and monitoring, and in carrying out this responsibility, the Committee may rely on the management, the independent auditor and any adviser/s the Committee might engage, provided its reliance is reasonable and dependable.

Formation: The Board Audit Committee (BAC) of Midland Bank PLC. was formed by the Board of Directors in its 15th Meeting held on April 26, 2014, in compliance with Bangladesh Bank's BRPD circular No.11, Dated: October 27, 2013, regarding formation and responsibilities of Board of Directors of a Bank Company and in line with Bangladesh Securities and Exchange Commission (BSEC) Notification No. SEC/CMRRCD/2006-158/134/Admin/44, Dated: August 07, 2012, and No. SEC/CMRRCD/2006-158/147/Admin/48, Dated: July 21, 2013, and No. BSEC/CMRRCD/ 2006-158/207/Admin/80, Dated: 3 June 2018 on Corporate Governance.

Organizational Structure of BAC: The Board Audit Committee (BAC) of Midland Bank PLC is currently comprised of four (4) distinguished members, reconstituted as follows:

SI	Name	Status with the Bank	Status	Educational Qualification
01	Mr. Mohammad Asif-uz-Zaman	Independent Director	Member	M. Sc. (Dhaka University), Post Graduate Diploma in Accounting (University of Ulster, UK)
02	Mr. Mohammed Jamal Ullah	Director	Member	Graduate, Govt. City College, Chittagong
03	Mrs. Shahnaj Parveen	Director	Member	HSC (Govt. Easin College, Faridpur)
04	Mr. Hafizur Rahman Sarker	Nominated Director	Member	MBA (University of Honululu, USA)

The Company Secretary acts as the Secretary of the Audit Committee of the Board.

Participation of non-members: The Managing Director and CEO, Deputy Managing Director, Chief Financial Officer, Head of ICCD and Head of Audit and Inspection attended some of the meetings on a need basis.

Access to the Committee: On any matter within the Committee's Charter, the Head of the Internal Control & Compliance Division and the Head of the Audit And Inspection Department has direct access to the Audit Committee.

Roles and Responsibilities of Committee: The roles and responsibilities of BAC of MDB have been framed by considering the provisions of BRPD Circular No 11 dated 27 October 2013, BRPD Circular (R-1-717/2021-5064) dated 16 June 2021, Corporate Governance Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 issued by BSEC on June 03, 2018, and other best practices on corporate governance guidelines and standards. Leading roles and responsibilities of BAC of MDB are highlighted below on a broad scale:

A) Internal Control:

- Evaluate whether management is adhering to the appropriate compliance culture by communicating the importance of internal control and risk management to ensure that all employees have a clear understanding of their respective roles and responsibilities.
- Review the initiatives taken by the management for developing and maintaining a suitable Management Information System (MIS).
- Consider whether internal control strategies recommended by internal and external auditors have been implemented timely by the management.
- Review the management's corrective measures regarding fraud-forgery reports, deficiency in internal control, or other similar issues detected by internal and external auditors and inspectors of the regulators and inform the Board regularly.

B) Financial Reporting

- Oversee the financial reporting process and check whether the Annual Financial Statements reflect concrete and complete information and determine whether they are consistent with applicable accounting and reporting standards set by respective governing bodies and regulatory authorities.
- Meet with Management and External/Statutory Auditors to review annual financial statements before their finalization.
- Monitor the choice of accounting policies and principles.
- Review along with management, the quarterly, half-yearly, and annual financial statements before submission to the Board for approval.
- Review management's discussion and analysis before disclosing it in the annual report.
- Review statement of all related party transactions submitted by the management.

C) Internal Audit

- Monitor/ evaluate whether internal audit functions are conducted independently from the management.
- Review the internal audit activities and organizational structure and ensure that no unjustified restrictions or limitations are made on the internal audit process.
- Review and assess the annual internal audit plan and approve the same.
- Monitor Internal Audit and compliance process to ensure that it is adequately resourced and review the efficiency and effectiveness of internal audit function.
- Review that findings and recommendations made by the Internal Auditors for removing the irregularities, if any, detected are duly acted upon by the management in running the affairs of the Bank.
- Meet the Head of ICC and the head of the internal audit/ monitoring as and when necessary without management being present to discuss any issues arising from the internal audits.

D) External Audit

- Evaluate the performance of the external auditors and their audit reports.

- Consider and make recommendations to the Board in relation to the appointment, re-appointment and removal of the Bank's external auditor. The Committee shall oversee the selection process for new auditors and if an auditor resigns, the Committee shall investigate the issues leading to this and decide whether any action is required.
- Oversee the relationship with the external auditors, including:
- Oversee the determination of audit fees based on scope and magnitude, level of expertise deployed, and time required for effective audit.
- They were assessing their independence and objectivity annually, taking into account relevant professional and regulatory requirements and the relationship with the auditor as a whole, including the provision of any non-audit services.
- Satisfying itself that there are no relationships (such as family, employment, investment, financial or business) between the auditor and the Bank (other than in the ordinary course of business).
- Meet regularly with the external auditor after the audit at the reporting stage.
- Review the management letters or letter of control weakness issued by statutory auditors and recommendations made by them for removing the irregularities, if any, detected are duly acted upon by the management in running the Bank's affairs.

E) Compliance with existing laws and regulations

- Review whether the laws and regulations framed by the regulatory authorities (Central Bank, BSEC, and other bodies) and internal circular/instructions/policy/regulations approved by the Board and Management have been complied with.

F) NRC Activities has been entrusted by BAC

- Audit Committee of the Board has been entrusted with the additional responsibility of performing the functions of the Nomination and Remuneration Committee (NRC). The Audit Committee is performing all functions of the NRC in accordance with the Terms of Reference (ToR), as outlined in the Corporate Governance Code 2018 issued by the Bangladesh Securities and Exchange Commission (BSEC).

G) Miscellaneous

- Submit a compliance report to the Board of Directors every quarter on regularization of the omission, fraud, and forgeries (if any), and other irregularities detected by the internal and external auditors and inspectors of regulatory authorities.
- Submit the evaluation report relating to the Internal and External Auditor of the Bank to the Board on a need basis.
- Supervise other assignments delegated by the Board and evaluates their performance regularly.
- Formulating nomination criteria or policies for determining the qualifications, positive attributes, experience, and independence of directors and top-level executives.
- Developed a structured policy framework to guide the formal process of determining remuneration for its Directors and top-level executives. This framework ensures that all compensation-related decisions are made transparently, fairly, and in alignment with the Bank's Code of Conduct.
- Review of Annual Human Resource and Training Policy.

Meetings of the BAC: Bangladesh Bank suggested banks to hold at least four meetings in a year. In the year 2024, the BAC of MDB managed to hold 04 (Four) meetings and had detailed discussions and review sessions with the Head of Internal Control & Compliance on issues of bank affairs that need improvement. The BAC instructed management to follow those remedial suggestions and monitored them accordingly.

Major areas focused by BAC in 2024 meetings:

- Recommendation regarding appointment of Statutory Auditor(s) of the Bank for financial year 2024, 2025 & 2026.
- Recommendation regarding appointment of Compliance Auditor for Issuning Certificate in relation to compliance with Corporate Governance Code of BSEC.
- Follow up of implementation status of meeting decisions taken by BAC.
- Review the quarterly Compliance status of Audit Reports conducted by Internal, External and regulatory bodies and recommend the management to ensure complince of all instruction/ advices of the Auditors within shortest possible time and take preventive measures to avoid such occurrences in future.
- Review the updated status of observations of External Auditors' report for the year ended 2023.
- Review the Bangladesh Bank Comprehensive Inspection Report based on 31.12.2022 and compliance thereof.
- Review the activity plan of ICCD for 2024.
- Review the summary of audit findings in 2023 by internal auditors and recommend the management for rectification.
- Review the highlight of all Bangladesh Bank Inspection reports and recommend the management for rectification.
- Review all Internal Audit and Inspection reports submitted to the Board Audit Committee.
- Review quarterly financial statements for the period ended on March 31, 2024, June 30, 2024 and September 30, 2024.
- Review of annual financial statements for the year ended 31st December 2023.
- Review and confirm a) Management's Discussion and Analysis, b) statement of all related party transactions and c) Statement/Report issued by the external auditors on internal control weakness.
- Review of Annual Integrated Health Report-2023.
- Review the list of Credit Policy Exception from January to December 2023.

In reviewing the Company's policies and practices with respect to the assessment of the various Internal Audit reports, it is evident that MDB has continued to be efficient in internal control over financial reporting for the year ended December 31, 2024. Since most of the computation is system-based, the possibility of manipulation is almost absent. The Committee has selected International Accounting Standards (IAS), and International Financial Reporting Standards (IFRS) as the accounting standard and accordingly, the financial statement clearly states the compliance with GAAP, SEC, and Bangladesh Bank guidelines.

Priorities for the year ahead: The Committee expects to continue to ensure they reflect the mitigation of evolving risks in 2025 by focusing on the integrity of financial controls, risk governance and controls, cyber security infrastructure, digitalization, automation, customer data security, and a true risk-based audit approach. The Committee expects its internal audit standards to be more effective and efficient for identifying risks in the Bank.

Acknowledgments: The MDB Board Audit Committee accords its sincere thanks and gratitude to the members of the Board, Management streams and Internal & External Auditors for their continuous support to make Midland Bank a compliant Bank in its journey to banking excellence.

On behalf of the Board Audit Committee,



Mohammad Asif-uz-Zaman
Chairman
Audit Committee of the Board of Directors

REPORT OF **RISK MANAGEMENT COMMITTEE**

Board Risk Management Committee (BRMC) Disclosures

Bangladesh Bank vide their BRPD Circular No. 11 dated October 27, 2013 formed a sub-committee of the Board named "Risk Management Committee" to formulate and review risk management policies and strategies for sound risk management, monitor implementation of risk management policies and processes to ensure effective prevention and control measures and to ensure construction of adequate organizational structure for managing risks within the organization. Subsequently, Bangladesh Bank, vide their DOS Circular No. 04 dated October 08, 2018 renamed that Committee as Board Risk Management Committee (BRMC). This is the third Committee of the Board besides the Executive Committee and the Audit Committee in consistence with the Bank Company Act 1991 (amended up to 2013). At Present, following Directors of the Board are representing the Board Risk Management Committee of Midland Bank:

SI	Name	Status in the Bank	Status in the BRMC
01	Dr. Mostafizur Rahman	Director	Chairman
02	Mr. Md. Shamsuzzaman	Director	Member
03	Mr. Hafizur Rahman Sarker	Director	Member

Roles and Responsibilities of BRMC

The roles and responsibilities of BRMC have been framed in line with the provisions of BRPD Circular No. 11 dated 27 October 2013, and DOS Circular No. 04 dated October 08, 2018 and other best practices. Some important roles and responsibilities are highlighted below:

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

Meetings of the BRMC

Board Risk Management Committee oversees the overall risk management of the bank. The committee also reviews risk management policies, process & guidelines of the bank and submit it to the Board for prior approval or renewal as necessary. Bangladesh Bank advised BRMC to hold at least four (4) meetings in a year. In line with the same, four (04) BRMC meetings were held in Midland Bank during the year 2024. Details of the same is as follows:

SI	Meetings	Date of Meeting
01	41st BRMC Meeting	March 31, 2024
02	42nd BRMC Meeting	July 30, 2024
03	43rd BRMC Meeting	November 28, 2024
04	44th BRMC Meeting	December 29, 2024

Following issues were discussed in BRMC meeting during the year 2024

SI	Subject
01	Borrower Rating
02	Quarterly Risk Management Report of the Bank
03	Stress Testing
04	Recovery Plan of the Bank
05	Risk Appetite for the year 2024
06	Internal Capital Adequacy Assessment Process (ICAAP)
07	Capital to Risk Weighted Asset Ratio (CRAR)
08	Key Risk Indicator
09	Review and Reconstitution of Supervisory Review Process (SRP) Team

The Risk Management Committee extends its sincere gratitude to the Members of the Board of Directors for their support in forming and assigning responsibilities to the RMC.

On behalf of the Risk Management Committee,

Dr. Mostafizur Rahman
Chairman
Risk Management Committee of the Board

CORPORATE **GOVERNANCE REPORT**

Introduction

Corporate Governance (CG) comprises a set of systems and practices to ensure that the Bank's affairs are being managed in a manner which ensures accountability, transparency and fairness in all transactions in the widest sense. The objective is to meet stakeholder's aspirations and societal expectations. Good governance practices stem from the dynamic culture and positive mind-set of the organization. Midland Bank is always committed to the best corporate governance practices, in the sense of responsible and transparent management and control aimed at sustainable value creation. The guiding principles of our governance practice are basically derived from various regulatory requirements of Bangladesh Bank (Central Bank of Bangladesh) and Bangladesh Securities & Exchange Commission (BSEC). MDB, since the very beginning of its operation, has manifested its commitment to adhering to the principles of sound corporate governance.

Framework and regulations applied

MDB has incorporated in its Governance Framework the guidelines prescribed in the Code of Best Practice on Corporate Governance issued by the Bangladesh Securities and Exchange Commission (BSEC), Bangladesh and the Bangladesh Bank on Corporate Governance for Financial Institutions in Bangladesh. The following Acts, Regulations and Circulars have been used:

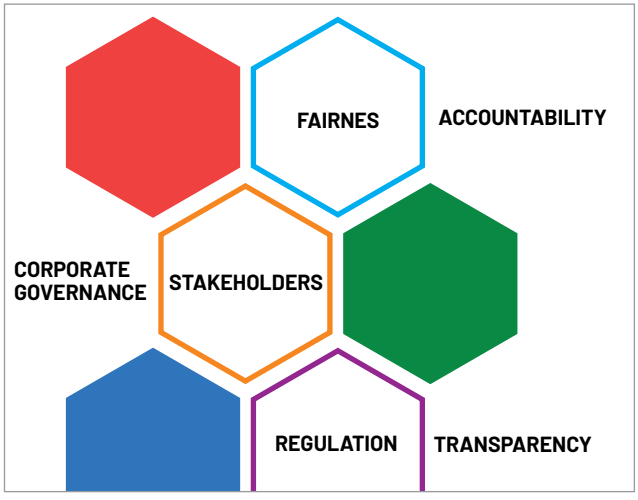
SI	Particulars
01	The Companies Act, 1994
02	The Bank Companies Act, 1991 (Amended upto 2023)
03	The Code of the best Practice on Corporate Governance issued by the Bangladesh Securities and Exchange Commission (SEC) vide Notification No. BSEC/ CMRRCD/2006-158/207/Admin/80 Dated June 3, 2018.
04	Listing Regulations of Dhaka Stock Exchange and Chittagong Stock Exchange
05	Bangladesh Secretarial Standards (BSS) issued by ICSB
06	Other applicable Laws of the country

The following internal principles and guidelines have been followed

SI	Particulars
01	Vision and Values
02	Articles of Association
03	Code of Conduct
04	Board and Board Sub Committee Charters
05	Policies, Procedures, Directives

Corporate governance practices in MDB

Through a good corporate governance structure, MDB seeks to balance the financial success, controls, transparency and accountability. To us, corporate governance means increasing the stakeholders' value by being efficient and professional to the organization, transparent and accountable to the shareholders and responsible to the community and environment. The Board of Directors plays a pivotal role in corporate governance. It is their responsibility to endorse the organization's strategy, devise policy, appoint and supervise senior executives and ensure organizational transparency to its owners and regulatory bodies. MDB's corporate governance structure includes the following constituents:



MDB's governance standard

- Compliance of corporate governance guidelines of the regulators.
- Appointment of Directors in the Board meeting and election of Directors through voting by the shareholders in the Annual General Meeting, subject to approval of Bangladesh Bank.
- Independent guidelines in respect of composition of Board Committees.
- Review of performance of all Committees by the Board.
- Independent discussion in the meetings of Board Committees.
- Systematic learning and development process for all Directors with respect to best CG practices.
- Acknowledgement of adherence to Bank's guidelines to business conduct by all Directors/Executives/Employees.
- Compliance of Central Bank directives in the process of appointing new Directors.

Composition of board of directors

The Board of Directors of Midland Bank PLC. comprises a highly skilled and diverse group of individuals, each bringing unique expertise to the table. With their collective experience, the Board is committed to driving the Bank's vision and ensuring its long-term success in the dynamic financial landscape. Many among them are accomplished businessmen, holding pivotal positions in public life. Almost all of them are successful businessmen in their own right holding responsible positions in public life. The Board meets at least once every Month. As per Bank Company Act, 1991 and BRPD Circular Letter No.02, dated 11 February 2024, the Board of Directors have delegated powers to the Managing Director for smooth and effective operation of the day-to-day affairs of the Bank. Strategic issues and policy-making are thoroughly discussed during Board meetings, with decisions informed by management insights and exchange of viewpoints. This collaborative approach ensures effective governance and fosters the growth and stability of the institution.

MD & CEO	Independent Director	Shareholder Director
		
Oversee day-to-day operations	Provide impartial judgment	Represent shareholder interests

Below is the complete list of the distinguished members of the Board of Directors, who are responsible for overseeing the governance and strategic direction of Midland Bank PLC. Each member brings their unique skills, experience, and expertise to ensure the continued growth and success of the Bank:

SI	BOARD OF DIRECTORS	BOD
01	Mr. Ahsan Khan Chowdhury	Chairman
02	Mr. Md. Shamsuzzaman	Vice-Chairman
03	Mr. Rezaul Karim	Director
04	Mr. Hafizur Rahman Sarker	Director
05	Dr. Mostafizur Rahman	Director
06	Mrs. Shahnaj Parveen	Director
07	Master Abul Kashem	Director
08	Mr. Mohammad Jamal Ullah	Director
09	Al-haj Mohammed Helal Miah	Director
10	Mr. A.K.M. Badiul Alam	Director
11	Mr. Md. Wahid Miah	Director
12	Mr. Mohammad Asif-uz-Zaman	Independent Director
13	Mr. Khandhaker Tanveer Shamsul Islam	Independent Director
14	Mr. Mahbubul Hady Fazle Rab (Tenure Expired on 29.01.2025)	Independent Director
15	Mr. Nazimuddin Chowdhury (Tenure Expired on 27.02.2025)	Independent Director

Transparent board nomination and election process

The Board's Audit Committee has been entrusted with the additional responsibility of fulfilling the functions of the Nomination and Remuneration Committee (NRC). In this capacity, the Audit Committee diligently performs all NRC-related duties in accordance with the Terms of Reference (ToR) outlined in the Corporate Governance Code 2018, issued by the Bangladesh Securities and Exchange Commission (BSEC). As part of its mandate, the committee establishes clear criteria for new appointments, taking into account the Board's existing composition, essential skills, expertise, experience, and the need for diversity. To ensure a comprehensive and objective selection process, the committee may engage independent external search consultants to identify the most suitable candidates. Additionally, the committee conducts regular reviews and enhancements of the nomination and election processes, aligning them with industry best practices and evolving regulatory requirements. This commitment to continuous improvement strengthens the governance framework, ensuring its effectiveness and long-term sustainability.

Directors' shareholding status

In compliance with BSEC Notifications dated: November 22, 2011 and December 07, 2011, all the eligible Directors (other than Independent Directors) of the Bank have been holding required percentage of shares individually. The detail shareholding structure and positions are provided in the "Information for Stakeholders" section of the Annual Report.

Ownership composition

The detail of ownership composition has been included in the "Information for Stakeholders" section of the Annual Report. This section provides valuable insights into the structure of the Bank's ownership, including the distribution of shares among different categories of shareholders. It also highlights key shareholder information, which is essential for understanding the ownership dynamics and the Bank's commitment to maintaining transparency with its stakeholders. The inclusion of this information providing comprehensive, clear, and accessible data for all investors and stakeholders.

Pattern of shareholdings

The detail of Pattern of Shareholdings has been included in the "Information for Stakeholders" section of the Annual Report.

Eligibility & appropriateness for appointment of the directors

Directors including Independent Directors are appointed complying with relevant provision/clause of Companies Act 1994 (amended upto 2020), Bank Company Act 1991 (amended upto 2023), BSEC Corporate Governance Code 2018 (amended upto 2023), BRPD Circular No. 02 & 03 dated February 11, 2024 & February 14, 2024 of Bangladesh Bank regarding composition of Board of Directors and Roles & Responsibilities of the Directors and Articles of Association of the Bank. With regards to nomination, removal and casual vacancy of the Directors, Bank follows all relevant rules and regulations of the respective regulatory bodies. All the Directors will retire in the first AGM and One-third (1/3rd) of the total number of Directors will retire as per seniority in the subsequent Annual General Meeting (AGM) of the Bank.

- One must have minimum 10 (Ten) years of management or business or professional experience to be appointed as Director and the experience will not be considered until he/she attains 18 (Eighteen) years of age.
- Age of the concerned person have to be minimum 30 (Thirty) years.
- The nominated director was not convicted by any court for any criminal offence or he is not or was not involved in any fraud/forgery, financial crime or other illegal activities;
- There are no adverse observations/comments regarding him/her against verdict of the court of any Civil/Criminal case
- He/she has not been convicted in regard to contravention of rules, regulations or discipline of any regulatory authorities of the financial sector
- He/she has not been involved with the ownership of any Company/institution whose registration/license has been cancelled or liquidated
- He/she is not defaulter of loan taken from any bank or financial institution in his own name or institution related to him.
- He/she is not appointed as director or Advisor/ Consultant or office of profit of any other bank company or Finance Company, Insurance Company or any subsidiary company of any of those institution.
- He/she is not appointed as External Auditor, Law Advisor, Advisor, Consultant or office of profit of that Bank.
- He/she is not declared bankrupt by a court.
- He/she is not a tax defaulter for himself or his/her ownership or partnership firm.
- He/she will be eligible to be appointed as Director after 5 (Five) years of his/her retirement from the service of the concerned bank company.
- If the person is inserted in the willful defaulter list of a Financial Institution, he/she will be entitled to be director of a bank after 5 (Five) years of de-listing from the defaulter list.

The tenure for an Independent Director is 03 (Three) years which can be extended for 01 (One) term subject to the

recommendation by the Board of Directors and approval by the Shareholders in the AGM. A former independent director may be considered for re-appointment after a time gap of one term, i.e., 03 (Three) years from his/her completion of consecutive 02 (two) terms i.e. 06 (six) years.

Gender balance

The MDB Board of Directors proudly boasts an admirable gender balance, exemplified by the presence of two esteemed female Directors. Their inclusion represents a significant milestone of the total Directors. This commitment to diversity underscores our dedication to fostering an inclusive and equitable corporate environment.

Prior approval for appointment/ re-appointment of the directors

Approval of Bangladesh Securities and Exchange Commission is required for appointment of Independent Director in compliance with its requirements. All appointments of the Board are subject to approval of Bangladesh Bank. The effective date of the appointment/ re-appointment of a Director will be the approval date of Bangladesh Bank. Application accompanied by supporting documents duly signed by the Managing Director/ Chief Executive Officer for approval of the appointment/re-appointment of a Director must be done within 7 working days of the Board Meeting held.

Roles and responsibilities of the Board of Directors

The Board represents to protect the interests of stockholders, as owners of the bank, in optimizing long-term value by overseeing management performance on the shareholders' behalf. The Board shall comply with the Bank Company Act, 1991 as amended to till date. With regard to formation and responsibilities of Board of Directors of the bank, BRPD Circular No.11 dated 27 October, 2013 shall be followed in applicable circumstances.

The Board's responsibilities in performing this oversight function include a duty of care and a duty of loyalty. A director's duty of care refers to the responsibility to exercise appropriate diligence in overseeing the management of the Bank, making decisions and taking other actions. In meeting the duty of care, directors are expected to:

- Attend and participate in board and committee meetings. Personal participation is essential. Directors may not vote or participate by proxy.
- Remain properly informed about the bank's business and affairs. Directors should review and devote appropriate time to study board materials.
- Rely on others. Absent knowledge that makes reliance unwarranted, directors may rely on board committees, management, employees, and professional advisors.

Make inquiries. Directors should make inquiries about potential problems that come to their attention and follow up until they are reasonably satisfied that management is addressing them appropriately.

Vacancy of the office of Director

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

b) If the office of a director is vacated by a notice under the section 17 of BCA, the person will not be eligible to become a director of the bank or any other bank or any financial institution for one year from the date of repayment of the total amount due to the bank. It is mentionable here that the dues can be adjusted with the shares held by the director in that bank. When a director receives a notice under section 17 of BCA, 1991, he/she can't transfer his/ her shares of that bank until he/she repays all the liabilities of the noticed bank or financial institution.

c) Besides, Bangladesh Bank can vacate the office of a director of a bank according to the section 27B of Bank Company Act 1991, if he/she is enlisted in the willful defaulter list.

Code of conduct of Board of Directors

This Code is intended to focus the Board and each director on areas of ethical risk, provide guidance to directors to help them recognize and deal with ethical issues, provide mechanisms to report unethical conduct, and help foster a culture of honesty and accountability:

- **Relationship of Bank with third-parties:** Directors may not engage in any conduct or activities that are inconsistent with the bank's best interests or that disrupt or impair the bank's relationship with any person or entity with which the bank has or proposes to enter into a business or contractual relationship.
- **Compensation from non-bank sources:** Directors may not accept compensation (in any form) for services performed for the bank from any source other than meeting attendance fees and dividend of shares.
- **Gifts:** Directors and members of their families may not accept gifts from persons or entities who deal with the bank in those cases where any such gift is being made in order to influence the directors' actions as a member of the Board, or where acceptance of the gifts could create the appearance of a conflict of interest. However, branded souvenirs of any company, cakes, gift hampers sent on the eve of any occasion or any social invitation are excluded from the purview of the gifts as mentioned above.
- **Personal use of Bank's assets:** Directors may not use Bank's, vehicle, labor or information for personal use except the services allowed in the Bank Company Act, 1991 and Circulars of Bangladesh Bank.
- **Corporate Opportunities:** Directors are prohibited from: (a) taking for themselves personally opportunities related to the bank's business; (b) using the Bank's property, information, or position for personal gain; or (c) competing with the Bank for business opportunities.
- **Confidentiality:** Directors should maintain the confidentiality of information entrusted to them by the Bank and any other confidential information about the Bank that comes to them, from whatever sources, in their capacity as a director, except when disclosure is authorized or legally mandated. For purposes of this Code, "confidential information" includes all non-public information relating to the Bank/Company.
- **Compliance with laws, rules and regulations; fair dealing:** Directors shall comply, and oversee compliance by employees, officers and other directors, with laws, rules and regulations applicable to the Bank, including insider trading laws. Transactions in Bank's securities are governed by the Bank's Principles on Disclosure of Material Information (MI) and Price Sensitive Information (PSI).
- Directors shall oversee fair dealing by employees and officers with the Bank's customers, suppliers, competitors and employees.
- **Encouraging the reporting of any illegal or unethical behavior:** Directors should promote ethical behavior and take steps to ensure the Bank: (a) encourages employees to talk to

supervisors, managers and other appropriate personnel when in doubt about the best course of action in a particular situation; (b) encourages employees to report violations of laws, rules, regulations or the Bank's Employee Handbook/ Employee Code of Conduct to appropriate personnel; and (c) inform employees that the Bank will not allow retaliation for reports made in good faith.

Removal of Director from office and appointment of Director for special purpose

a) According to section 15(4) of the Bank Company Act, 1991; with the prior approval of Bangladesh Bank, a bank's director can be removed from his office.

b) Bangladesh Bank can remove a director or chairman of a bank, for conducting any kind of activities that is detrimental to the interest of the banks depositors or involved in money laundering or terrorism financing or against the public interest under Section 46 and can supersede the board of a banking company under Section 47 of BCA, 1991.

c) Bangladesh Bank can remove a director, for conducting any kind of activities that is detrimental to the interest of the banks depositors or against the public interest under Section 45 of BCA, 1991.

d) Bangladesh Bank can appoint a person as director or form or reform the board of directors, for safeguarding the interest of the bank's depositors or the public interest under Section 45 of BCA, 1991.

Financial benefits

The financial benefits of the Board of Directors are determined in accordance with BRPD Circular Letter No. 02, dated February 11, 2024, as well as the Articles of Association of the Bank and the guidelines set by Bangladesh Bank. The fees and allowances provided to Directors, including Independent Directors, are transparently disclosed in the financial statement notes. Key provisions regarding financial benefits are as follows:

- The non-executive directors (Directors other than the Managing Director) of the Board representing shareholders do not take any remuneration/ incentive or reimbursement of any expenses for attending Board meeting or for any other purpose.
- Independent Director of a bank company will be entitled for BDT 50,000 (including applicable tax) in each month as fixed honorarium;
- Board of Directors is entitled for BDT 10,000/- for each meeting of maximum 02 (Two) board and 04 (Four) Executive Committee, 01 (One) Audit & Risk Management Committee meeting attended in each month.
- He/She will be eligible to receive the TA & DA for 02 (Two) days for attending the board/ sub-committee meetings held at Head Office or the place of meeting from any division/ district in the country.
- The Chairman of the Board of Directors may be provided car, telephone, office chamber and private secretary.
- Directors are entitled to fees and other benefits for attending the Board/Executive Committee/Audit Committee/Risk Management Committee meetings (Notes to the Financial Statements)
- Managing Director is paid salaries and allowances as per approval of the Board and Bangladesh Bank (Notes to the Financial Statements)

These financial benefits ensure compliance with regulatory guidelines while maintaining transparency and accountability in governance.

Board members: suitably qualified and experienced

The Board of Directors of the Bank is composed of highly qualified professionals with extensive expertise in Finance, Accounting, Economics, Management, Marketing, and Business Administration. Their collective knowledge and experience enable them to provide strategic oversight and make well-informed decisions. With a deep understanding of the banking industry and regulatory landscape, they play a pivotal role in ensuring prudent governance and sustainable growth.

Board member with expert knowledge and responsibility with regulatory affairs

The Board of Midland Bank consists of members with specialized expertise in corporate regulatory rules and governance. These members play a key role in keeping the Board well-informed about relevant regulations, responsibilities, and their implications. By ensuring compliance with evolving regulatory frameworks, the Bank strengthens its commitment to good corporate governance and responsible banking practices.

Rotation and retirement of Directors

Pursuant to Companies Act 1994 under Regulation 79, 80 and 81 of Schedule-I and relevant articles of the Bank's Articles of Association, 1/3rd of the directors need to retire every year and they will be eligible for re-appointment. Under this circumstances, one-third of the Directors will retire in the forthcoming Annual General Meeting of the Bank and they are eligible for re-appointment subject to compliance of relevant laws of the land.

Brief resume of the Directors

The brief resume of the Directors in compliance of Notification No. BSEC/CMRRCD/2006-158/207/ Admin/80 dated: June 03, 2018 of Bangladesh Securities and Exchange Commission (BSEC) is appended in the MDB Board of Directors' Profile under "Stewardship" section of the Annual Report.

Induction of Directors

Newly appointed Directors are provided with comprehensive information to familiarize themselves with the Bank's operations, management, and governance structures. This includes an overview of the Board's functioning, key committees, and their roles. Directors also have access to the Company Secretary, who advises on governance matters and ensures they receive relevant information for decision-making.

Policy on training of Directors as a part of assessing board performance

Midland Bank PLC. follows a structured, written policy for the continuous training and professional development of its Directors. Regular briefings are provided to keep Directors well-informed and aligned with the Bank's evolving business landscape. Additionally, Board committees are equipped with the necessary resources to effectively fulfill their responsibilities. This training framework plays a crucial role in assessing Board performance, enhancing governance standards, and strengthening decision-making capabilities.

Election / re-election of Directors

As per Article-138 and 139 of the Bank, 05 (Five) Honorable Directors retired in the 12th Annual General Meeting (AGM) of the Bank to be held on 13 June 2024 and they were also reelected in the same AGM as per Articale-140 of the Bank and post-facto approval was obtained from Bangladesh Bank on reappointment of the Directors so retired. In the 13th AGM of the Bank, one third

members of the Board of Directors (except Managing Director and Independent Directors) shall retire and election/re-election will take place as per the Companies Act 1994 and relevant provisions of the Articles of Association of the Bank.

Criteria for appointment of independent Director

Criteria for appointment of Independent Directors are in compliance with BRPD Circular No.03 dated February 14, 2024 and Clause 1.4 of BSEC's CG Code dated June 03, 2018, the qualification and detail profile of Independent Directors is discussed in The Board of Directors of "Corporate Information" section of the Annual Report.

Appropriate proportion of Independent Directors to total number of Directors

The Board of Directors of the Bank consists of 20 (Twenty) members including Managing Director and CEO as on December 31, 2024. There are four (04) Independent Directors in the Board of Directors of MDB appointed by the Board of Directors of the Bank with prior approval from Bangladesh Securities and Exchange Commission (BSEC) and Bangladesh Bank.

The Independent Directors appointed by the Board have excellent professional track record in the highest level in their respective fields. Mr. Mahbubul Hady Fazle Rab and Mr. Khandaker Tanveer Shamsul Islam Independent Directors of MDB were career Banker having diversified experiences at home and abroad. The other Independent Directors of MDB, Mr. Nazimuddin Chowdhury and Mr. Md. Asif-uz-zaman were veteran Civil Servants with experience of working at the highest level of the Government as the Secretary and Senior Secretary respectively. The Directors have declared their respective interests and directorships at the time of joining the Board and also their dealings in Bank's securities are on full disclosure.

Criteria for appointment of independent Directors are complied

Midland Bank PLC. has complied with the Code with regard to the composition of the Board. All Independent Directors, are free from any business or other relationships with the Bank that might materially interfere with or affect the exercise of their independent judgment. The qualification requirement under code 1(3) of the Code for the Independent Directors is shown below:

Requirements	Mahbubul Hady Fazle Rab	Khandaker Tanveer Shamsul Islam	Nazimuddin Chowdhury	Md. Asif-uz-Zaman
Business Leader	-	-	-	-
Corporate Leader	√	√	-	-
Former official of government or statutory or autonomous or regulatory body	-	-	√	√
University Teacher	-	-	-	-
Professional	-	-	-	-
At least 10 (ten) years of experiences	√	√	√	√
Special Cases	-	-	-	-

Number of the Independent Director in the Board

According to Section 9 of Clause 15 of Bank Company Act 1991 (Amended up to 2023) and BRPD Circular No.03 dated February 14, 2024; the board size will be maximum 20 (Twenty) including minimum 03 (Three) Independent Directors and if the board members are less than 20 (Twenty) the minimum number of Independent Directors will be 02 (Two). Again, as per BSEC guidelines on Corporate Governance Code at least 1/5th (one fifth) of the total Directors should be independent directors. Therefore, in compliance with BRPD Circular No.03 dated February 14, 2024 of Bangladesh Bank & Corporate Governance Code (amended up to 2023) issued by Bangladesh Securities and Exchange Commission, Board of Directors of the Bank nominated 04 (Four) independent directors, among them, Audit Committee of the Board consists of 02 (two) Independent Directors along with other members, where 01 (One) is the Chairman of the Committee.

Criteria for appointment of Independent Directors (experience & eligibility of the Independent Director)

In compliance with Bangladesh Bank BRPD Circular No. 03 dated February 14, 2024; an Independent Director must have following criteria:

- The person must have 10 (Ten) years of management or business or professional experience;
- Minimum and Maximum age of an Independent Director would be 45 (Forty-Five) and 75 (Seventy- Five) respectively.
- Independent Director must have graduation/ post-graduation in Economics, Banking, Finance, Business Administration, Law, Accounting or Cost Accounting from a recognized university. Higher institutional education in ICT will be considered as additional qualification for digital banks.
- Experienced Teachers of the Faculty of Business or Business Administration, Management, Law & ICT of Govt./ Private/ Autonomous Universities, Law Professionals, Professional Accountants with Professional degree in Accounting, Experienced Banker, Experienced Officers of Commerce Ministry, Financial Institution Department & Finance Department of Finance Ministry, Ministry of Industry and Law Ministry are considered for appointment of Independent director.
- A person related to the bank or any person related to the Bank for past, present & future real or visible interest cannot be independent director of the bank.
- Family member of a person to be appointed as Independent Director cannot hold share or any profitable position of that Bank company.
- A person nominated to be Independent Director of a bank company cannot be appointed as Director of any other bank company or Finance Company, Insurance Company or any subsidiary company established under Finance Company Act, 2023.
- The nominated Independent Director was not convicted by any court for any criminal offence or he is not or was not involved in any fraud/forgery, financial crime or other illegal activities;
- There are no adverse observations/comments regarding me against verdict of the court of any Civil/Criminal case;

- The nominated director was not involved in any illegal activities during exerting his responsibilities.
- The nominated Independent Director cannot be a loan defaulter.
- The nominated Independent Director cannot be a tax defaulter.
- The nominated Independent Director was not declared bankrupt by a court at any time.
- A person cannot be an Independent Director of a bank or financial institution until 5 years of removal from the willful defaulter list of a bank or financial institution established under Finance Company Act, 2023.
- The nominated Independent Director has not been convicted in regard to contravention of rules, regulations or discipline of any regulatory authorities of the financial sector
- The nominated Independent Director has not been involved with the ownership of any Company/ institution whose registration/license has been cancelled or liquidated.

Functions of the Board

The Board of Directors has the responsibility to the shareholders for the overall guidance and control of the Bank. Among its key responsibilities, the Board approves all policies and strategies formulated by the Bank Management as well as ratify all decisions/approvals made by the Executive Committee (EC) of the Board. The Board, while discharging its responsibilities, is committed to high standards of governance designed to protect the interest of shareholders along with all other stakeholders with highest level of integrity, transparency and accountability. The Directors of the Board are confident that they did their best in protecting stakeholders from the impacts of the difficult circumstances confronted during the year, as set out in the Directors' Report. The Board has initiated a fundamental review of risk governance with a view to being better equipped to anticipate financial market and economic discontinuities and trends in the future. This is monitored by a Committee of Directors and supported by independent Risk Management Division (RMD) of the Bank. The Board is committed to implementing the recommendations that arises from the review of the Committees concerned.

Roles & responsibilities of the Chairman of the Board of Directors

The Chairman of the Board of Directors plays a crucial leadership role in ensuring effective governance, strategic oversight, and the overall success of Midland Bank PLC. (MDB). The Chairman is responsible for fostering a culture of transparency, accountability, and sound decision-making, ensuring that the Board functions efficiently and aligns with the Bank's vision, mission, and regulatory requirements. The roles and responsibilities of the chairman of the board of directors as outlined below:

- The Chairman shall perform his role as defined in the Articles of Association of MDB including presiding over all meeting of the Board of Directors.
- The roles and responsibilities of the Chairman of the Board of Directors under broad categories are outlined below (but not limited to) in compliance with BRPD Circular No. 02 dated February 11, 2024 and Corporate Governance Code issued by BSEC on June 03, 2018 and its amendment on November 20, 2023.

Directors' report in compliance with best practices on Corporate Governance

The status of compliance with corporate governance guidelines/codes of Bangladesh Bank and Bangladesh Securities and Exchange Commission (BSEC) has been given hereafter. The compliance auditor duly certified the Bank's Compliance Status which is re-produced in the "Stewardship" section of the Annual Report.

Roles & responsibilities of the Managing Director &CEO

The Managing Director is responsible for overseeing the overall activities of the business, as well as formulating and implementing the Board's strategy and policies. He holds executive control over the Bank's day-to-day operations and is accountable to the Board for its financial and operational performance. In accordance with BRPD Circular No. 05, dated February 27, 2024, issued by Bangladesh Bank, the Managing Director shall perform his roles and responsibilities and exercise his authority as stipulated in the regulatory guidelines.

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

The Managing Director (MD) and Chief Executive Officer (CEO) of an MDB cannot hold the same position in another listed company, as per the Corporate Governance Code 2018 issued by BSEC.

Annual evaluation of CEO carried out by the Board

Annual Evaluation of CEO Carried Out by The Board has been included in the "Stewardship" section of the Annual Report. This comprehensive evaluation reflecting the Bank's commitment to strong governance, accountability, and continuous improvement in executive leadership.

Separation of Chairman and Managing Director roles

In compliance with the guidelines of Bangladesh Bank and BSEC, we report that the Chairman of the Board has been elected from among the non-executive Directors and there are clear and defined roles and responsibilities of the Chairman and the Managing Director. The Chairman of the Board approves the agenda of the Board meetings, assisted by the Managing Director and the Company Secretary. Regular agenda items include approving credits beyond MD's authority and aspects of the Bank's corporate strategy, financial performance, core risks and credit policy, corporate governance, CSR and organizational structure, human resources policy, customer service strategies, procurement policy, etc.

Company Secretary (CS), Chief Financial Officer (CFO), Head of Internal Audit and Compliance (HIAC) and Chief IT Officer (CITO)

Company Secretary (CS), Chief Financial Officer (CFO) and Head of Internal Audit and Compliance (HIAC) are being appointed as per the policy of the Bank, Corporate Governance Code 2018 and other regulatory laws and guidelines. In addition, Chief Financial Officer (CFO) and Chief Information Technology Officer (CITO) are appointed under BRPD circular letter no. 03/2018, dated March 25, 2018. They are well conversant in the field of financial, regulatory and corporate laws to carry out their assigned responsibilities. The Board of Directors clearly defined and approved the respective roles, responsibilities and duties of CS, CFO and HIAC.

Roles and responsibilities of Head of Internal Audit and Compliance (HIAC)

The Head of Internal Audit and Compliance (HIAC) is responsible for Bank's strategic risk-based internal audit

plan and managing the internal audit function in accordance with Bank's internal audit charter. Responsibilities include providing reasonable assurance on the effectiveness of the organization's risk management and the strength of internal controls. The position assesses organization wide compliance with Bank's internal policies and procedures, laws and regulations, contractual terms and conditions. In compliance to the Bangladesh Bank "Guidelines on Internal Control & Compliance in Banks (updated upto September, 2016) "the Head of Internal Audit reports directly to the Audit Committee of the Board of Directors.

Attendance of CEO, CFO, CS & HIAC in Board Meeting

In compliance to the Clause 3.2 of BSEC CGC 2018 the Chief Executive Officer, Company Secretary, Chief Financial Officer and Head of IAC of the Bank attended the meetings of the Board of Directors. They have not attended the meeting involving consideration of an agendum relating to their personal matters. In addition, they are not entitled for any remuneration/ fees for attending such meetings of the Board of Directors.

Shareholding of MD, CFO, CS, HIAC and top five salaried executives

The Bank achieved a significant milestone in 2023 by being officially listed on the stock exchanges, reinforcing its commitment to transparency, corporate governance, and sustainable growth. As part of its dedication to transparency and regulatory compliance, the Bank provides comprehensive disclosures regarding its shareholding structure. Detailed information on the shareholding of key executives, including the Managing Director (MD), Chief Financial Officer (CFO), Company Secretary (CS), Head of Internal Audit & Compliance (HIAC), and the top five highest-paid executives, is included in the "Information for Shareholders" section of the annual report.

Remuneration of senior management and employees

MDB periodically/annually reviews and approves remuneration and compensation policies for employees to ensure fairness, competitiveness, and alignment with organizational goals. Decisions regarding employee benefits are made as needed to support a motivated and high-performing workforce.

Code of conduct for the bank employees

Midland Bank PLC. (MDB) upholds the highest standards of ethics, integrity, and professionalism while ensuring compliance with national laws, international regulations, and internal policies. Employees are expected to maintain ethical conduct, due diligence, and regulatory compliance, as their actions impact the Bank's reputation and financial stability. The Code of Conduct provides a framework for responsible decision-making, aligning employee behavior with best practices in governance, compliance, and corporate responsibility. Through this, MDB fosters a culture of trust, transparency, and accountability.

Duties of MD/ CEO and CFO in relation to financials

The financial statements are prepared in compliance with the International Financial Reporting Standards (IFRS), the Bank Companies Act 1991 (Amendment up to 2023), the rules and regulations issued by the Bangladesh Bank, the Company Act 1994, the rules/ regulations/ guidelines/ code issued by the BSEC and other applicable laws and regulations. However, a Declaration by CEO and CFO has been included in the "Governance Report" section of the Annual Report according to BSEC's Corporate Governance Code 2018.

Company Secretary (CS), Chief Financial Officer (CFO), Head of Internal Audit and Compliance (HIAC) and Chief IT Officer (CITO)

Company Secretary (CS), Chief Financial Officer (CFO) and Head of Internal Audit and Compliance (HIAC) are being appointed as per the policy of the Bank, Corporate Governance Code 2018 and other regulatory laws and guidelines. In addition, Chief Financial Officer (CFO) and Chief Information Technology Officer (CITO) are appointed under BRPD circular letter no. 03/2018, dated March 25, 2018. They are well conversant in the field of financial, regulatory and corporate laws to carry out their assigned responsibilities. The Board of Directors clearly defined and approved the respective roles, responsibilities and duties of CS, CFO and HIAC.

Roles and Responsibilities of Company Secretary (CS)

To ensure effective assimilation and timely flow of information required by the Board of Directors and to maintain necessary liaison with internal organs as well as external agencies, the Board has appointed a Company Secretary. The Corporate Governance Code issued by the Bangladesh Securities and Exchange Commission (BSEC), also require a listed Company to appoint Company Secretary. In pursuance of the same, the Board of Directors has appointed the Company Secretary and defined his roles & responsibilities:

- Ensure compliance with all legal and regulatory requirements, including the Companies Act 1994, Bank Companies Act 1991, and SEC regulations.
- Manage Board affairs, including the appointment, retirement, and rotation of Directors.
- Handle share-related matters, including transfer, issuance, and documentation for Directors/Sponsor Shareholders.
- Assist the Board of Directors in executing its functions smoothly.
- Act as a liaison between Directors, Shareholders, and regulatory bodies.
- Organize and document Board, Executive, Audit, and Risk Management Committee meetings.
- Arrange and oversee AGMs, EGMs, and statutory meetings.
- Prepare reports, memos, and official correspondence as required.
- Submit meeting minutes to Bangladesh Bank within the prescribed timeframe.
- Supervise the preparation and distribution of the Annual Report.
- Ensure timely filing of regulatory returns with RJSC & BSEC.
- Maintain correspondence with Bangladesh Bank, RJSC, and BSEC.
- Execute assignments as directed by the Board, Shareholders, and Management.

Disclosure in accordance with BRPD Circular No. 03, dated March 25, 2018

After resignation of Mr. Md. Zahirul Islam, Chief Financial Officer (CFO) of the Bank, Mr. Didarul Islam was appointed Acting Chief Financial Officer. Prior to this role, Mr. Islam had served as the Deputy Chief Financial Officer and had gained valuable experience in the Bank's financial operations. Subsequently, Mr. Didarul Islam assumed full responsibilities as Chief Financial Officer of Midland Bank PLC., effective from

January 1, 2025. This transition shows the Board's confidence in his leadership and his ability to guide the Bank's financial strategy going forward.

Roles and responsibilities of Chief Financial Officer (CFO)

The Chief Financial Officer (CFO) of Midland Bank PLC. plays a crucial role in ensuring the financial stability, regulatory compliance, and strategic financial management of the Bank. As a senior executive, the CFO is responsible for overseeing all financial operations, maintaining compliance with regulatory bodies, and providing strategic financial guidance to support the Bank's long-term objectives. The key roles and responsibilities of the CFO include:

- Develop and implement financial strategies aligned with the Bank's long-term goals.
- Oversee financial forecasting, budgeting, and capital management.
- Establish and maintain strong internal control mechanisms.
- Ensure compliance with Bangladesh Bank, BSEC, and other regulatory bodies.
- Oversee the preparation and timely submission of financial statements.
- Adhere to IFRS and local accounting regulations.
- Supervise accounting functions, financial audits, and tax compliance.
- Advise the Board of Directors, CEO, and Senior Management on financial matters.
- Engage with investors, auditors, regulators, and other stakeholders.
- Oversee treasury operations, asset-liability management, and investment strategies.
- Provide data-driven insights, trend analysis, and performance reports.
- Uphold the highest standards of corporate governance, transparency, and accountability.
- Maintain ethical business practices and financial integrity.

Through these key roles, the CFO ensures the financial health, stability, and strategic direction of Midland Bank PLC., contributing to its growth, profitability, and compliance with regulatory and corporate governance standards.

Meeting of the Board

The Board of Directors meets on regular basis: usually once in a month but emergency meetings are called when deemed necessary. Management provides information, references and detailed working papers for each agenda to all Directors well ahead of the date scheduled for meeting. Chairman of the Board of Directors allocates sufficient time for the Directors to consider each agenda item in a prudent way and allow them to freely discuss, inquire, and express opinions on the items of interest so that they can fulfill their duties to the best of their abilities. In 2024, total 13 Board Meetings were held.

Compliance with Bangladesh Secretarial Standards (BSS)

Meetings of the Bank are conducted, minutes are recorded, and books and records are maintained in compliance with Bangladesh Secretarial Standards (BSS), as adopted by The Institute of Chartered Secretaries of Bangladesh (ICSB). ICSB has framed and issued these Secretarial Standards to streamline and standardize diverse secretarial practices, ensuring transparency, efficiency, and adherence to best governance principles. ICSB recognizing the need for integration, harmonization and standardization of diverse secretarial practices, has constituted the Secretarial Standard on Board (SSB) for implementation of Secretarial Standards of Board of Directors (BSS-1), Secretarial Standards on General Meeting (BSS-2), Secretarial Standard on Minutes (BSS-3) and Secretarial Standard on Dividend (BSS-4) with the objective of formulating Bangladesh Secretarial Standards.

Appointment of external auditors and the purview of their activities

As per recommendation of the Board of Directors, the shareholders of the Bank in the 11th AGM held on June 4, 2024 approved the appointment of M/s. Hussain Farhad & Co. Chartered Accountants for the first year as the statutory auditors of the Bank for the financial year 2024. In compliance with the provision 4 of BSEC guidelines, the External Auditor was not engaged with MDB in any of the following services during the year 2024:

- Appraisal or valuation services or fairness opinions.
- Financial information system design and implementation.
- Book-keeping or other services related to accounting records or financial statements.
- Broker-dealer services.
- Actuarial services.
- Internal audit services or special audit services.
- Audit/certification services on compliance of corporate governance code issued by BSEC.
- Any service that the Audit Committee determines.
- Any other service that creates conflict of interest.

Appointment of compliance auditor as per Corporate Governance Code of the BSEC

As per recommendation of the Board of Directors, the shareholders of the Bank in the 11th AGM held on 4th June 2024 approved the appointment of M/s. Islam Jahid & Co., Chartered Accountants as Compliance Auditor of the Bank for the financial year 2024. Moreover, as per requirement of the Corporate Governance Code of BSEC, the Board of Directors also recommended M/s. Islam Jahid & Co., Chartered Accountants for appointment by the shareholders in the 11th Annual General Meeting of the Bank. As per clause xxvi of the Corporate Governance Code, the Compliance Auditor will provide a report as well as certificate regarding compliance of conditions as required under condition No. 9 and disclosed as per Annexure-B and Annexure-C of the Corporate Governance Code.

Appointment of independent scrutinizer

Jasmin & Associates, Chartered Secretaries has been appointed as an Independent Scrutinizer in compliance with the directive of BSEC dated March 10, 2021 to scrutinize the e-voting system and to ensure other rights of the shareholders in the ensuing 12th Annual General Meeting (AGM) of MDB. Independent Scrutinizer shall have to submit the authenticated report on process of election & voting results to the Bangladesh Securities & Exchange Commission (BSEC) within 48 (forty-eight) hours from the conclusion of Annual General Meeting (AGM) of the Bank (MDB).

Central bank inspection

The Board of Directors and management of MDB recognize the crucial role of Central Bank inspections. In 2024, Bangladesh Bank conducted a comprehensive inspection covering the Head Office, selected branches, core risks, and key departments, as in previous years. Our compliance status was highly commendable, demonstrating a proactive approach to the inspection findings. Major issues were addressed with timely and precise responses. The Board has instructed the management to strictly follow Bangladesh Bank's recommendations.

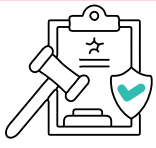
Management committees of the Bank

MDB has various management teams which have been established by the Board and have delegated the authority

to manage the Bank's day-to-day affairs of business. A model Corporate Governance structure endows the Management with a collective mandate under the leadership of Managing Director & CEO to run day-to-day operation in the best interest of the stakeholders. As required by compliance as well as in pursuance of strategic goal, the Bank has constituted designated committees with specific objectives, apart from various functional departments.

Board committees

As per rule set by Bangladesh Bank vide BRPD Circular Letter No.02, dated 11 February 2024, a Bank company can form as many as three committees or sub-committees of the Board. Accordingly, MDB has formed three committees of the Board, namely Executive Committee, Audit Committee and Risk Management Committee with an objective to monitor and manage Bank's operations, performance and strategy.

Executive Committee	Board Audit Committee	Risk Management Committee
		
Operational Decisions	Accuracy And Transparency	Effective Risk Management

Executive Committee (EC): In accordance with Bangladesh Bank instruction, the Board of Directors of Midland Bank PLC. has formed Executive Committee with 7 (Seven) members. The Executive Committee is responsible for the review of the policies and guidelines issued by Bangladesh Bank in terms of credit and other operations of the banking industry. The Committee supervises the degree of execution of the policies and guidelines entrusted with the management. In the normal course of business, the EC of the Board approves the credit proposals in line with approved policy of the Board. Management is advised to exercise due diligence of the credit policy and risk management at the time of assessing credit proposals. The EC in its continuous efforts guides the Management to develop uniform and minimum acceptable credit standards for the Bank. During the year 2024, 11 (eleven) meetings of Board Executive Committee were held. The Roles and Responsibilities of the Executive Committee is outlined below:

- The executive committee can decide or can act in those cases as instructed by the Board of directors that are not specifically assigned on full board through the Bank Company Act, 1991 and other laws and regulations.
- The executive committee can take all necessary decision or can approve cases within power delegated by the board of directors.
- All decisions taken in the executive committee should be ratified in the next board meeting.

Board Audit Committee (BAC): Midland Bank has a highly competent and effective Audit Committee, which plays a key role in ensuring transparency, integrity, and accountability in the Bank's financial reporting and operations. The Committee includes a financial expert who brings valuable insights and expertise in financial matters. The Internal Auditor reports directly to the Board Audit Committee, ensuring an independent and objective evaluation of the Bank's financial processes. The Audit Committee is composed of a sufficient number of Independent Directors, reinforcing its independence and impartiality. The Committee is also responsible for identifying and reporting any conflicts of interest to the Board, further enhancing its oversight function. Additionally, the Chairman of the Audit Committee is present at the Annual General Meeting (AGM), ensuring direct communication with shareholders and reinforcing the Bank's commitment to strong governance practices.

The Board Audit Committee meets the external auditor and provides them the recommendations on the overall audit plan. They also discuss the auditor's interaction with the Management and the Management's response as well as corrective actions taken. They review the quarterly financials and approve Quarterly, Half Yearly and Annual financial reports of the Bank. The Audit Committee also meets the Head of Internal Control & Compliance as well as Head of Internal Auditor of the Bank to review their charter, scopes of work and the organizational structure. The inspection reports from regulators and internal Audit are also presented to the Audit Committee for their review and action. The Board Audit Committee of MDB consists of 5 (five) Directors and is constituted with the members not included in the Executive Committee of the Board. Company Secretary is the member secretary to the committee. The Board Audit Committee assists the Board in carrying out its responsibilities relating to:

- integrity of the financial statements and any related formal announcements;
- overseeing the relationship between the Board and its external auditors;
- review of the Bank's internal controls, including financial controls;
- assessment of the effectiveness of the internal audit, compliance and risk management functions;
- review of the internal and external audit plans and subsequent findings;
- selection of accounting policies namely Bangladesh Accounting Standards (BAS) and International Accounting Standards (IAS);
- review of the auditors' report;
- obligations under applicable laws and regulations including Securities and Exchange Commission Guidelines;
- review of the effectiveness of the services provided by the external auditors and other related matters.
- review along with the management, the quarterly and half yearly financial statements before submission to board approval.
- review the adequacy of internal audit function.
- review the management discussion and analysis before disclosing in the annual report.
- review statement of all related party transactions submitted by the management.
- review management letters or letter of internal control weakness issued by statutory auditors.
- oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors.
- oversee the proceeds raised through Initial Public Offering (IPO) or repeat public offer (RPO) or right share offer have been utilized as per the purposes stated in the relevant offer document or prospectus approved by the commission.

MDB Board Audit Committee held 04 (four) meetings in 2024 and had thorough discussions and review session with the CEO, Head of Internal Control & Compliance, External Auditors etc. Highlights of the Audit Committee activity during the year 2024 are appended in the Report of the Audit Committee.

Risk Management Committee (RMC): According to Bank Company (Amendment upto 2024) and BRPD Circular Letter No.02, dated 11 February 2024, the Bank has constituted Risk Management Committee (RMC). RMC has been formed by the Board essentially to play an effective role in reducing ensued and potential risks in the process of implementation of Bank's strategy and work plan as devised by the Board of Directors. The Committee, in addition, ensures efficient

execution of related responsibilities of the Board. The RMC has the responsibility of oversight as regards, whether proper risk mitigation processes/methods are being applied and required capital and provisions are maintained by management after it has duly identified and measured credit risk, foreign exchange risk, internal control & compliance risk, money laundering risk, ICT risk, operating risk, interest risk, liquidity risk and other risks. Risk Management Committee of Midland Bank consists of 5 (Five) members chosen from the Board. The Company Secretary of the Bank acts as the secretary to the Committee. All the committee members have honesty, integrity and ability to invest adequate time in affairs of the Committee. All of the members of RMC have adequate insight about banking business, Bank's operation, various risks along with knowledge about their own duties and responsibilities. Risk Management Committee has the following responsibilities:

- To design mechanism to determine and control risks
- To prepare organizational structure
- To review and approve risk management policy
- To implement data preservation and reporting system
- To supervise the status of implementation of all risk management principles
- To ensure compliance on directives issued from regulatory bodies from time to time.

MDB Risk Management Committee (RMC) held 04 (Four) meetings in 2024 and had thorough discussions and review session with the CEO and CRO on various risk related issues. Highlights of the Risk Management Committee activity during the year 2024 are appended in the report of the Risk Management Committee.

Nomination & Remuneration Committee (NRC): Bangladesh Bank, through its letter (Reference No. BRPD (R-1-717/2021-5064), dated June 16, 2021), barred the formation of the "Nomination & Remuneration Committee (NRC)." However, in a subsequent directive issued via BRPD Circular Letter No. 21, dated May 12, 2024, Bangladesh Bank instructed banks to delegate NRC-related functions to the Audit Committee of the Board of Directors.

Nomination and Remuneration Committee reports: As per the directives of Bangladesh Bank, banks are required to delegate NRC-related functions to the Audit Committee of the Board of Directors. Consequently, the summary of the Nomination and Remuneration Committee (NRC) reports is incorporated into the "Governance Report" section of the Annual Report.

Attendance of the meetings

The Board of Directors met several times in 2023. The statistics of the meetings are given below:

SI	Type of Meeting	Nos of Meeting
01	Board of Directors Meeting	13
02	Executive Committee Meeting	11
03	Audit Committee Meeting	04
04	Risk Management Committee	04

A separate statement on the attendance in the Meetings of the Board of Directors and its Committees is incorporated into the "Information for Stakeholders" section of the Annual Report.

Internal control & compliance

The Directors acknowledge their responsibility for building the systems of internal control and for reviewing their effectiveness at regular interval. Such systems are designed to control, rather than eliminate the risk of failure to achieve business objectives and can provide reasonable, but not absolute, assurance against material misstatement or loss. The losses could stem from the nature of the Bank's business in undertaking a wide range of financial services that inherently entail varying degrees of risk. The Bank has established a comprehensive framework to document and test its internal control structures and procedures conforming to the requirements of regulatory bodies. The Bank's overall control systems include:

- A clearly defined organization structure with defined authority of limits and reporting mechanisms to senior management and to the Board of Directors;
- Establishment of Committees with duties and responsibilities in core policy areas;
- A complete set of policies and procedures related to financial controls, asset and liability management (including major risks in financial managements);
- Code of Conduct setting out the standards of behavior expected of all levels of directors, officers and employees; and
- Regular reporting by business divisions/units that helps assessing the progress against business objectives to be monitored, trends to be evaluated and variances to be acted upon.

The controls as outlined above are rooted within the operations of the Board and reviewed by Bank's Internal Audit. The review focuses the areas of greater risk as identified by risk analyst. The Directors confirm that the Board, by properly engaging the Committees, has reviewed the effectiveness of internal control for the year ended 31 December 2024. This process ensured an internal control system to the tune of best financial reporting practice throughout the financial year and upto the date of the signing of these financial statements. There was an assessment of the ongoing process for the identification, evaluation and management of individual risks and of the role of the various committees and Bank's risk management actions and the extent to which various significant challenges are understood and addressed.

MDB established internal audit department

The Bank has established an Internal Audit Department to review and assess the effectiveness of its internal control systems. The department is tasked with focusing on high-risk areas identified by risk analysts and ensuring compliance with regulatory requirements. This department plays a critical role in verifying the operational efficiency and effectiveness of the internal control structure.

Role and responsibility of the Head of Internal Audit

The role and responsibility of the Head of Internal Audit are clearly defined in writing. This ensures that the Head has a comprehensive understanding of the expectations and accountability regarding the evaluation and reporting of the Bank's internal control and compliance measures. Role, Responsibility and Duties of the Head of Internal Audit is given below:

(i) Audit Planning/Design

- To develop an annual audit plan using input from the team and stakeholders to identify priorities and resource requirements for the year to cover audit of all the activities of the Company
- To meet with Directors and Managers to discuss needs and propose audits, to build stakeholder requirements into department plans.
- To ensure plan is developed to meet the Board Audit Committee's expectations.
- To schedule and assign audits to team members, ensuring effective and efficient use of resources.

- To ensure quality control of the team's audit plans on an ongoing basis by reviewing and approving plans as they are developed and communicated to clients.
- To ensure annual audit plans have contingency built in, to provide unexpected audits to clients as they may surface.
- To report to the Board Audit Committee at the required intervals on Internal Audit assignments including planned reviews, investigations, risk advisory work and any other ad-hoc activity as required.

(ii) Conducting Audits

- To oversee and provide quality control for the internal audits, to ensure departmental mandate and business goals are met and that professional standards are maintained at all times.
- To ensure completion of audit assignments to provide independent, objective assurance to the Board Audit Committee.
- To develop the team's engagement with and support of major business change programs thus ensuring that appropriate consideration of risk and control is given to all change.

(iii) Reporting

- To ensure final reports are issued with all recommendations agreed and accepted by the audited individual/unit.

(iv) People Management & Development

- To manage and oversee team performance through performance planning, coaching and performance appraisals.
- To hold direct reports accountable for managing and developing their assignments to ensure the department's goals are achieved.
- To provide ongoing feedback to the team to ensure they develop the skills and competencies required for effective planning and individual professional and personal career growth.
- To motivate and inspire the team by providing them with the information and tools they need to do their jobs well and meet customer expectations.
- To deal with performance issues, discipline as necessary and address poor standards, ensuring department targets and customer satisfaction is not compromised.
- To manage the head count, recruiting and deploying resources as required, to ensure the department budget is balanced and the right mix of skills and strengths are being leveraged as effectively as possible.

(v) Improving the Practice of Audits/Championing Risk Management

- To build relationships with leaders across the organization to understand issues and identify areas for improvement for the organization as a whole.
- To support and encourage team members to be proactive in identifying opportunities to share best practice with Directors and Managers to improve the control environment.
- To develop new methodologies to improve the audit process, making it easier for the organization to request audits and implement recommendations.
- To provide assistance to the business in meeting regulatory requirements.
- To keep abreast of developments in Corporate Governance practices and advise the business accordingly.

(vi) General

- To perform any other duties as are within the scope, spirit and purpose of the job, the title of the post and its grading as requested by the line manager or Head of Unit/Section/Department/Division.

Directors' responsibility to establish appropriate system of internal controls

The Directors acknowledge their responsibility for establishing an effective internal control system within the Bank. This system is designed to control, rather than eliminate, the risks associated with business objectives. The Board of Directors ensures that the internal control structure is reviewed regularly to provide reasonable assurance against material misstatement or loss.

Adequacy of internal control system is reviewed

The Board wisely reviews the adequacy of the Bank's internal control system, with active involvement from various Committees. This review process includes assessing risk management strategies, identifying potential risks, and evaluating the Bank's measures to mitigate those risks. By doing so, the Board ensures that the internal control system remains strong, effective, and capable of addressing challenges throughout the financial year and beyond.

Internal audit reports submitted to the audit committee

The Internal Audit Department plays a key role in ensuring the organization's operations are transparent and reliable by submitting regular Internal Audit Reports to the Audit Committee. These reports provide a clear overview of the internal control system, highlighting any major issues, weaknesses, or risks that could affect its effectiveness. By identifying and addressing these concerns quickly, the reports help the organization stay alert and improve its internal processes. The reports are not just a routine task; they are an essential part of the Audit Committee's ongoing review and monitoring efforts. They provide valuable information that helps the Audit Committee assess the internal control system's effectiveness and make necessary improvements, promoting a culture of accountability, compliance, and continuous improvement in the organization.

Communications with the shareholders

MDB makes sincere efforts to disseminate integrated operational and financial output and initiatives to shareholders to enable them to rightly assess future potentials of the Bank. Relations and communication with stockholders are given high priority. The Bank expresses its financial health and achievement through annual report which contains a balanced, clear assessment of its performance and prospects. It also uses its internet website *www.midlandbankbd.net* to provide investors with the full text of the annual report and with copies of presentation to regulatory bodies, analysts and investors as they are made so that information is available to all relevant targets. The annual report containing audited financial statements for the respective year are also dispatched to the shareholders well ahead of Annual General Meeting (AGM) and audited financial statements for any particular year are published in two leading circulated Bangla and English dailies. The Quarterly and half-yearly unaudited financial statements are also submitted to the regulatory bodies in compliance with regulations. Our policy focuses on constructive use of the AGM and all shareholders are encouraged to participate. Shareholders are open to ask questions at the AGM.

Environmental and social obligations

We firmly believe that every small 'GREEN' step taken today plays a significant role in shaping a more sustainable and environmentally conscious future. At Midland Bank, we are committed to integrating sustainable practices into our daily operations, fostering a culture of environmental responsibility. A detailed account of our environmental and social obligations, along with the initiatives we have undertaken, can be found in the "Sustainability Report" section of this Annual Report. This section highlights our efforts to reduce our environmental footprint, contribute

positively to society, and adhere to the highest standards of corporate governance. Through these initiatives, we aim to create a lasting, positive change that benefits both our community and the environment.

Commitment to other stakeholders

We always honor the rights and interests of other groups of stakeholders giving a fair delicacy. In addition to our respected shareholders, we have our valued customers, the core of our banking business. There remain our internal customers, our employees, the craftsmen of our everyday success. Others include suppliers, government, regulatory bodies, society, community, media people and any other group having interest in the Bank.

Commitment to the community

In our sustainability planning, we recognize the importance of contributing to the society and the community as ardently as possible. We are conscious that Bank's financed projects pose no adverse impacts on environment. Clients are also made aware of environmental compliance along with other regulatory compliance, such as, credit rating. allocation is made for CSR initiatives every year to optimize values for the community and the habitat.

Payment of taxes on time

Midland Bank is deeply committed to fulfilling its tax obligations as a responsible corporate entity, ensuring full compliance with all applicable laws and regulations. The Bank consistently meets its tax responsibilities, making timely payments of corporate taxes, excise duties, VAT, and withheld taxes. This commitment to on-time payment reflects Midland Bank's dedication to its role as a responsible corporate citizen, not only upholding its legal and regulatory obligations but also contributing to the broader economic development of the country.

No dispute or default in payment of taxes

Midland Bank PLC. maintains a strong track record of tax compliance, demonstrating its commitment as a responsible corporate entity. The Bank consistently makes timely payments of corporate taxes, excise duty, withheld taxes, and VAT, often ahead of the due dates. Over the past five years, the Bank has maintained a clear record with no disputes or defaults in its tax payments. This consistent and timely payment of taxes give emphasis to the Bank's dedication to complying with all regulatory requirements, ensuring a transparent and responsible approach to its fiscal obligations.

Contribution to the national exchequer & to the economy

MDB is always tax compliant as a responsible corporate business community. The Bank makes payment of corporate tax on time and sometimes even before the time it takes effect. The Bank deducts excise duty, withheld tax and VAT on time from employee's salary, as well as customers and vendors, and deposits to Government Treasury on time. During 2024, MDB paid advance corporate tax of BDT 1,802.71 million while deposited withheld tax & VAT of BDT 1,088.28 million and Excise Duty of BDT 132.31 million. Bank's contribution to government exchequer during the last 5 years are given below:

Particular	2024	2023	2022	2021	2020
Advance Corporate Tax	1,802.71	1,332	1,229	917	451
Withheld VAT, Tax & Excise Duty	1,220.59	882	731	600	554
Total	3,023.30	2214	1960	1517	1005

Human resource capital

MDB always believes any expenditure on training is an investment rather than a mere expense. Being a value driven organization, the Bank considers its employees as the most precious capital that play the vital role in materializing the mission, vision, goals and objectives of the bank. The Executive Committee and the Board of Directors periodically review the Annual Human Resource and Training Policy to ensure the continuous development of Midland Bank PLC (MDB), encouraging a culture of learning, growth, and professional excellence.

Encourage employee participation in management

Midland Bank is dedicated to implementing a culture of collaboration and transparency by actively encouraging employee participation in the management process. The Bank deeply values the insights and contributions of its employees, recognizing that their involvement significantly enhances decision-making, boosts operational efficiency, and cultivates a positive and inclusive work environment. This approach not only strengthens the organization but also empowers employees to contribute to the Bank's growth and success.

Commitment to its responsibilities towards the staff

Midland Bank remains dedicated in fulfilling its responsibilities towards its staff, recognizing that employees are the cornerstone of its success. The Bank is dedicated to providing a supportive and inclusive work environment, offering opportunities for professional growth, skill development, and career advancement. By nurturing a culture of respect, collaboration, and open communication, MDB ensures that its employees are empowered to contribute their best work. In addition to competitive compensation, the Bank offers a comprehensive benefits package, including healthcare, performance-based incentives, and work-life balance initiatives, ensuring the well-being of its staff. MDB's commitment extends beyond just financial support, prioritizing a healthy, safe, and motivating workplace where employees feel valued and respected. Through these efforts, the Bank continues to build strong relationships with its staff, which are crucial for sustained success and growth.

Conflict of interest: Board of Directors

The Board and the Management effectively refrain from pursuing other interest at the cost of the organization. Given the context, MDB remains watchful about the extent of agency cost and moral hazard both with relation to the Board and the Management along with real or potential conflicts of interest. In this process, connected transactions or related party transactions are brought to focus. Regulations require that Directors should report changes in their holdings of Bank's shares through buy or sell to the Bangladesh Securities and Exchange Commission (BSEC) before one month of such transactions. Besides, the Bank watches over insider trading. To guard against any illegal access to inside information and subsequent undue advantage from price sensitive information in advance, the Bank circulates awareness guidelines on the issue to its staff, executives and the Directors for their knowledge and observance. The BSEC guidelines prohibit the directors, employees, auditors and any people engaged in the auditing activities, beneficiary owners from buying or selling, offering to buy/sell, or motivating others to buy/sell the Bank's shares during the period of two months immediately before the closing date of income year till the date of approval of audited financial statements by the

Board. Accordingly, regulatory compliance is made effective in mitigating the conflicts of interest among the shareholders and other stakeholders of the Bank.

Conflict of interest: Employees

The conflict of interest is a very strong hurdle on the way of implementation of National integrity Strategy (NIS). It is a statutory as well as an ethical obligation for an employee to keep himself/herself away the personal interest. All employees of MDB should be scrupulous in avoiding any action or interest that conflicts or gives the appearance of a conflict with the Bank's interests. A conflict of interest exits whenever an individual's private interests interfere or conflict in any way (or even appear to interfere or conflict) with the interests ot the Bank. A conflict situation can arise when an employee takes actions or has interests that may make it difficult to perform his or her work for the bank objectively and effectively. Conflicts of interest may also arise when an employee or member of his or her family receives improper personal benefits as a result of his or her position with the Bank, whether from a third party or from the Bank.

Related party transactions

The Bank in its normal course of business, conducted financial transactions with some entities or persons that fall within the purview of 'Related Party' as contained in BAS 24 (Related Party Disclosures) and as defined in Bangladesh Bank BRPD circular 04, dated 23 February 2014 (Notes to the Financial Statement).

Whistle blower policy

Midland Bank ("MDB") Values & Beliefs and the **Code of Conduct** require all employees to conduct themselves with the highest standards of integrity. Consistent with MDB's Values & Beliefs and the Code, the Whistleblowing Policy is essential to maintaining a positive compliance culture in which employees adhere to all MDB policies and respect all applicable laws and regulations in all jurisdictions. This policy will be an extension of the "**MDB Code of Conduct**". Purpose to provide a guidance for all employees of the Bank to raise genuine concerns about any improper conduct or wrongful act of any entity in the Banking environment impacting or may potentially impact the Bank without any fear of mistreatment and with confidence that their interest is protected by the Bank and confidentiality will be ensured with highest endeavor.

Sexual harassment prevention

Midland Bank PLC. (MDB) has a Zero Tolerance policy towards sexual harassment. MDB is committed to provide a safe environment for all its employees free from discrimination on any ground and from harassment at work including sexual harassment. MDB will follow a steadfast policy to curb any form of sexual harassment in the workplace, treating all incidents with equal importance and ensuring of proper investigation. Any person found to have sexually harassed another will face disciplinary action, up to and including dismissal from employment. MDB is also committed to provide equal opportunity in employment on the basis of individual merit and personal qualifications to employees and applicants for employment. All complaints of sexual harassment will be taken seriously and treated with respect and in confidence. No one will be victimized for making such a complaint.

Women support cell of MDB

Gender equality is of paramount importance and necessary for prosperity and sustainability of an organization and society. MDB as an organization always cares for its employees irrespective of their gender. over the years, it has been observed that; in corporate world, women experience problems which are unique in nature which they cannot share with male colleagues but are likely to be comfortable to share with other female colleagues. In most of the cases, those issues are not surfaced and escalated up to top management level at initial stage until the issue becomes critical. When, at later stage, any unpleasant situation happens, they share those issues, that is also upon inquiry by top management. That time also, it is felt that, they are not very comfortable about sharing those issues with their senior colleagues who are male. Such situation has made Management think about forming a "Women Support Cell (WSC)" within the Bank who will be listening to such issues of female colleagues and support them.

Insider trading

Insider trading occurs when individuals with access to nonpublic information about a public company's shares or other securities—such as bonds or stock options—use that information for personal gain. This practice is illegal because it grants an unfair market advantage, prioritizes the insider's interests over those to whom they owe a fiduciary duty, and enables the artificial manipulation of a company's stock value. Board members are strictly prohibited from sharing such confidential information with anyone who may use it to buy or sell securities. To uphold integrity and ethical governance, the Board has established a Code of Conduct that all members must adhere to, aligning with the principles of the National Integrity Strategy (NIS) of Bangladesh.

Effective Anti-Money Laundering and Antiterrorist Financing program

MDB has established a definitive stance against money laundering and terrorist financing, demonstrating a commitment to a Zero Tolerance approach. The Board and Senior Management have placed utmost priority to the Anti-Money Laundering (AML) and Anti-Terrorism Compliance Program. To build a vigorous anti-mony laundering and anti-terrorism program, MDB has deployed necessary resource and manpower.

IT governance

Information Technology Governance forms an integral part of the Bank's Corporate Governance. It deals primarily with optimizing the linkage between Strategic Direction and Information Systems Management of the Bank. In this regard, implementation of the organizational structure with well-defined roles for the responsibility of information, business processes, applications, infrastructure, etc. generates value for our stakeholders while mitigating the risks associated with incorrect deployment and use of Information Technology.

Payment to vendors on time

The Bank has developed and implemented a set of vendor's payment policy in its procurement policy and procedures dully approved by the Board of Directors. The payment to vendors on time has been included in the "Directors' Report" of the Annual Report.

Assessment of the company's emerging and principal risks.

The Risk Management Committee (RMC), as a subcommittee of the Board, plays a crucial role in the robust assessment of Midland Bank's emerging and principal risks. The RMC actively contributes to minimizing potential and emerging risks by overseeing the effective implementation of policies and strategies developed by the Board. Furthermore, the Committee closely monitors the management's efforts to mitigate identified risks through appropriate actions and measures, ensuring the

Bank's continued resilience and proactive risk management. The detail of risk assessment has been included in the "Risk management" section of the Annual Report.

Midland Bank's current position and principal risks assessment

Considering Midland Bank's current position and principal risks, the Board of MDB explains how it has assessed the company's prospects in the Annual Report. A detailed overview of the risk assessment process is included in the "Risk Management" section of the report, offering insights into the strategies and measures taken to manage and mitigate potential risks while ensuring long-term growth and stability for the Bank.

Investors relation desk/department

The Bank remains committed to ensuring transparency, accountability, and effective communication with its shareholders. The detail of Investors Relation Desk/ Department has been included in the "Information for Stakeholders" section of the Annual Report.

Certificate and compliance checklist

Certificate on compliance of Corporate Governance Certificate from professional accountant/ chartered secretary on compliance of corporate governance is exhibited in the "Governance Report" section of the Annual Report.

Status of compliance in line with BSEC regulation

Status of compliance with the conditions imposed by the Commission's Notification No. BSEC/ CMRRCD/2006-158/207/ Admin/80, dated: June 03, 2018 issued under section 2CC of the Securities and Exchange Ordinance, 1969: (Report under Condition No. 7.00) is exhibited in a separate segment in the "Governance Report" section of the Annual Report.



DISCLOSURE ON GOVERNANCE UNDER **BANGLADESH SECRETARIAL STANDARDS (BSS)**

Disclosure on Governance under Bangladesh Secretarial Standards (BSS)

MDB follows the Bangladesh Secretarial Standard (BSS) set by the Institute of Chartered Secretaries of Bangladesh (ICSB). The Company Secretariat Division thoroughly implements all necessary requirements and procedures, mentioned under BSS for ensuring a good corporate governance. It has been discussed under the section Corporate Governance Report.

BSS- 1: Board of Directors meeting

Clause	Particulars	Compliance Status
01	Convening of a meeting	Complied
02	Frequency of meetings	Complied
03	Quorum	Complied
04	Attendance at meetings	Complied
05	Chairman	Complied
06	Passing of resolution by circulation	Complied
07	Minutes	Complied
08	Attendance in meetings and their recording in the minutes	Complied
09	Preservation of minutes and supporting papers	Complied
10	Disclosure	Complied
11	Effective date	Complied

BSS- 2: General meeting

Clause	Particulars	Compliance Status
01	Convening of a meeting	Complied
02	Frequency of meetings	Complied
03	Quorum	Complied
04	Presence of directors and auditors	Complied
05	Chairman	Complied
06	Voting	Complied
07	Proxies	Complied
08	Conduct of poll	Not required in 2024
09	Withdrawal of resolutions	Not required in 2024
10	Rescinding of resolutions	Not required in 2024
11	Modifications to resolutions	Not required in 2024
12	Reading of report/certificate	Complied
13	Distribution of gifts	Complied
14	Adjournment of meetings	Not required in 2024
15	Minutes	Complied
16	Recording in the minutes	Complied
17	Preservation of minutes and other records	Complied
18	Disclosure	Complied

BSS- 3: Minutes

Clause	Particulars	Compliance Status
01	Maintenance	Complied
02	Contents	Complied
03	Recording	Complied
04	Alteration/ Modification	Complied
05	Finalization & signing	Complied
06	Inspection	Complied
07	Preservation	Complied

BSS- 4: Dividend

Clause	Particulars	Compliance Status
01	Maintenance	Complied
02	Contents	Complied
03	Recording	Not required in 2024
04	Alteration/ Modification	Complied
05	Finalization & signing	Complied
06	Inspection	Complied

BSS- 5: Meeting through electronic modes

Clause	Particulars	Compliance Status
Standards for Board and Committee Meeting		
01	Convening meeting	Complied
02	Special cares to be taken for conducting meeting	Complied
03	Conducting meeting	Complied
04	Minutes and proceedings of meeting	Complied
Standards for Members meetings		
05	Guidance for General Meeting	Complied
06	Standards for convening and conducting meeting	Complied

BSS- 6: Resolution by circulation

Clause	Particulars	Compliance Status
01	Maintenance	Complied
02	Contents	Complied
03	Recording	Complied
04	Alteration/ Modification	Complied
05	Finalization & signing	Complied

COMPLIANCE STATUS ON **CORPORATE GOVERNANCE GUIDELINES**

Bangladesh Securities and Exchange Commission (BSEC) has introduced a checklist for Compliance Status of Corporate Governance Guidelines vide Notification dated June 3, 2018 for the Companies listed with Stock Exchanges. Bank's Status of compliance is appended below.

Status of Compliance with the conditions imposed by the Bangladesh Securities and Exchange Commission's Notification No.SEC/CMRRCD/2006-158/207/Admin/80 dated June 3, 2018 issued under section 2CC of the Securities and Exchange Ordinance, 1969:

(Report under condition no. 9)

(Annexure C)

Condition No.	Title	Compliance Status (has been Put in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1	**Board of Directors:**			
1(1)	Size of the Board of Directors: The total number of members of a company's Board of Directors (hereinafter referred to as "Board") shall not be less than 5 (five) and more than 20 (twenty).	✓		
1(2)	**Independent Directors:**			
1(2)(a)	At least 2(two) directors or one-fifth (1/5) of the total number of directors in the company's Board, whichever is higher, shall be independent directors; any fraction shall be considered to the next integer or whole number for calculating number of independent director(s). Board shall appoint at least 1(one) female independent director in the Board of Directors of the company.	✓		The Board has decided to appoint one qualified female Independent Director subject to approval of BSC and Bangladesh Bank
1(2)(b)	**Without contravention of any provision of any other laws, for the purpose of this clause, an "independent director" means a director**			
1(2)(b)(i)	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;	✓		Does not hold any shares in the Bank (company)
1(2)(b)(ii)	Who is not a sponsor of the company or is not connected with the company's any sponsor or director or nominated director or shareholder of the company or any of its associates, sister concerns, subsidiaries and parents or holding entities who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship and his or her family members also shall not hold above mentioned shares in the company: Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law shall be considered as family members;	✓		
1(2)(b)(iii)	Who has not been an executive of the company in immediately preceding 2 (two) financial years;	✓		
1(2)(b)(iv)	Who does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary or associated companies;	✓		
1(2)(b)(v)	Who is not a member or TREC (Trading Right Entitlement Certificate) holder, director or officer of any stock exchange;	✓		
1(2)(b)(vi)	Who is not a shareholder, director excepting independent director or officer of any member or TREC holder of stock exchange or an intermediary of the capital market;	✓		
1(2)(b)(vii)	Who is not a partner or an executive or was not a partner or an executive during the preceding 3 (three) years of the concerned company's statutory audit firm or audit firm engaged in internal audit services or audit firm conducting special audit or professional certifying compliance of this Code;	✓		
1(2)(b)(viii)	Who is not independent director in more than 5 (five) listed companies;	✓		
1(2)(b)(ix)	who has not been reported as a defaulter in the latest Credit Information Bureau (CIB) report of Bangladesh Bank for non-payment of any loan or advance or obligation to a bank or a financial institution; and	✓		
1(2)(b)(x)	Who has not been convicted for a criminal offence involving moral turpitude;	✓		

(Annexure C)

Condition No.	Title	Compliance Status (has been Put in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1(2)(c)	The independent director(s) shall be appointed by the Board and approved by the shareholders in the Annual General Meeting (AGM): "Provided that the Board shall appoint the independent director, subject to prior consent of the Commission, after due consideration of recommendation of the Nomination and Remuneration Committee (NRC) of the company;"	✓		
1(2)(d)	The post of independent director(s) cannot remain vacant for more than 90 (ninety) days; and			No Vacancy occurred
1(2)(e)	The tenure of office of an independent director shall be for a period of 3 (three) years, which may be extended for 1 (one) tenure only: Provided that a former independent director may be considered for reappointment for another tenure after a time gap of one tenure, i.e., three years from his or her completion of consecutive two tenures [i.e. six years]: Provided further that the independent director shall not be subject to retirement by rotation as per the ‡Kv¤úvbx AvBb, 1994 (1994 m‡bi 18bs AvBb) (Companies Act, 1994). **Explanation:** For the purpose of counting tenure or term of independent director, any partial term of tenure shall be deemed to be a full tenure.	✓		
1(3)	**Qualification of Independent Director:**			
1(3)(a)	Independent director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial laws, regulatory requirements and corporate laws and can make meaningful contribution to the business;	✓		
1(3)(b)(i)	He or she shall be a Business Leader who is or was a promoter or director of an unlisted company having minimum paid-up capital of Tk.100.00 million or any listed company or a member of any national or international chamber of commerce or registered business association; or			Not Applicable
1(3)(b)(ii)	He or she shall be a Corporate Leader who is or was a top level executive not lower than Chief Executive Officer or Managing Director or Deputy Managing Director or Chief Financial Officer or Head of Finance or Accounts or Company Secretary or Head of Internal Audit and Compliance or Head of Legal Service or a candidate with equivalent position of an unlisted company having minimum paid-up capital of Tk. 100.00 million or of a listed company; or Explanation: Top level executive includes Managing Director (MD) or Chief Executive Officer (CEO), Additional or Deputy Managing Director (AMD or DMD), Chief Operating Officer (COO), Chief Financial Officer (CFO), Company Secretary (CS), Head of Internal Audit and Compliance (HIAC), Head of Administration and Human Resources or equivalent positions and same level or ranked or salaried officials of the company.	✓		Detailed biography and their expertize mentioned their profile furnished with the Annual Report
	Amongst the four Independent Directors, Mr. Mahbubul Hady Fazle Rab and Mr. Khandaker Tanveer Shamsul Islam are Corporate Leaders who worked in the equivalent positions as stipulated. Detailed biography and their expertize mentioned in their profile furnished with the annual report.	✓		
1(3)(b)(iii)	He or she shall be a Former or existing official of government or statutory or autonomous or regulatory body in the position not below 5th Grade of the national pay scale, who has at least educational background of bachelor degree in economics or commerce or business or Law: Provided that in case of appointment of existing official as independent director, it requires clearance from the organization where he or she is in service; or Mr. Nazimuddin Chowdhury and Mr. Mohammad Asif-uz-zaman are veteran Civil Servant, worked as Sectretary and Senir Secretary of GoB respectively. Detailed biography and their expertize mentioned in their profile furnished with the annual report.	✓		Detailed biography and their expertize mentioned their profile furnished with the Annual Report
1(3)(b)(iv)	He or she shall be a University Teacher who has educational background in Economics or Commerce or Business Studies or Law; or			Not Applicable
1(3)(b)(v)	He or she shall be a Professional who is or was an advocate practicing at least in the High Court Division of Bangladesh Supreme Court or a Chartered Accountant or Cost and Management Accountant or Chartered Financial Analyst or Chartered Certified Accountant or Certified Public Accountant or Chartered Management Accountant or Chartered Secretary or equivalent qualification;			Not Applicable

(Annexure C)

Condition No.	Title	Compliance Status (has been Put in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1(3)(c)	The independent director shall have at least 10 (ten) years of experiences in any field mentioned in clause (b);	✓		Experiences mentioned their profile furnished with the Annual Report
1(3)(d)	In special cases, the above qualifications or experiences may be relaxed subject to prior approval of the Commission.			Not Applicable
1(4)	**Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer:**			
1(4)(a)	The positions of the Chairperson of the Board and the Managing Director (MD) and/or Chief Executive Officer (CEO) of the company shall be filled by different individuals;	✓		
1(4)(b)	The Managing Director (MD) and/or Chief Executive Officer (CEO) of a listed company shall not hold the same position in another listed company;	✓		
1(4)(c)	The Chairperson of the Board shall be elected from among the non-executive directors of the company;	✓		
1(4)(d)	The Board shall clearly define respective roles and responsibilities of the Chairperson and the Managing Director and/or Chief Executive Officer;	✓		
1(4)(e)	In the absence of the Chairperson of the Board, the remaining members may elect one of themselves from nonexecutive directors as Chairperson for that particular Board's meeting; the reason of absence of the regular Chairperson shall be duly recorded in the minutes.			No such incident
1(5)	**The Directors' Report to Shareholders shall include the following additional statements or disclosures:**			
1(5)(i)	An industry outlook and possible future developments in the industry;	✓		
1(5)(ii)	The segment-wise or product-wise performance;	✓		
1(5)(iii)	Risks and concerns including internal and external risks factors, threat to sustainability and negative impact on environment, if any;	✓		
1(5)(iv)	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin, where applicable;			Not Applicable
1(5)(v)	Discussion on continuity of any extra-ordinary activities and their implications (gain or loss);			Not Applicable
1(5)(vi)	A detailed discussion on related party transactions along with a statement showing amount, nature of related party, nature of transactions and basis of transactions of all related party transactions;	✓		
1(5)(vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or 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 Share Offer, Direct Listing, etc.;			Not Applicable
1(5)(ix)	An explanation on any significant variance that occurs between Quarterly Financial performances and Annual Financial Statements;			Not Applicable
1(5)(x)	A statement of remuneration paid to the Directors including Independent Directors;	✓		
1(5)(xi)	A statement that the financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes in equity;	✓		
1(5)(xii)	A statement that proper books of account of the issuer company have been maintained;	✓		
1(5)(xiii)	A statement that appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment;	✓		
1(5)(xiv)	A statement that International Accounting Standards (IAS)/International Financial Reporting Standards (IFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there from has been adequately disclosed;	✓		
1(5)(xv)	A statement that the system of internal control is sound in design and has been effectively implemented and monitored;	✓		
1(5)(xvi)	A statement that minority shareholders have been protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly and have effective means of redress;			Not Applicable

(Annexure C)

Condition No.	Title	Compliance Status (has been Put in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1(5)(xvii)	A statement that there is no significant doubt upon the issuer company's ability to continue as a going concern, if the issuer company is not considered to be a going concern, the fact along with reasons thereof shall be disclosed;	✓		
1(5)(xviii)	An explanation that significant deviations from the lat year's operating results of the issuer company shall be highlighted and the reasons thereof shall be explained;			Not Applicable
1(5)(xix)	A statement where key operating and financial data of at least preceding 5 (five) years shall be summarized;	✓		
1(5)(xx)	An explanation on the reasons if the issuer company has not declared dividend (cash or stock) for the year;			3% Cash and 3% Stock Declared
1(5)(xxi)	Board's statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend;			Not Applicable
1(5)(xxii)	The total number of Board meetings held during the year and attendance by each Director;	✓		
1(5)(xxiii)	**Pattern of shareholding disclosing the aggregate number of shares (along with name wise details where stated below) held by:-**			
1(5)(xxiii)(a)	Parent or Subsidiary or Associated Companies and other related parties;			Not Applicable
1(5)(xxiii)(b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and Compliance and their spouses and minor children;	✓		
1(5)(xxiii)(c)	Executives (top 5 (five) salaried employees of the company, other than stated in 1(5)(xxiii)(b); and	✓		
1(5)(xxiii)(d)	Shareholders holding ten percent (10%) or more voting interest in the company;			Not Applicable
1(5)(xxiv)	**In case of the appointment or reappointment of a director, a disclosure on the following information to the shareholders:**			
1(5)(xxiv)(a)	A brief resume of the director;	✓		
1(5)(xxiv)(b)	Nature of his or her expertise in specific functional areas; and	✓		
1(5)(xxiv)(c)	Names of companies in which the person also holds the directorship and the membership of committees of the Board;	✓		
1(5)(xxv)	**A Management's Discussion and Analysis signed by CEO or MD presenting detailed analysis of the company's position and operations along with a brief discussion of changes in the financial statements, among others, focusing on:**			
1(5)(xxv)(a)	Accounting policies and estimation for preparation of financial statements;	✓		
1(5)(xxv)(b)	Changes in accounting policies and estimation, if any, clearly describing the effect on financial performance or results and financial position as well as cash flows in absolute figure for such changes;	✓		
1(5)(xxv)(c)	Comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five year's explaining reasons thereof;	✓		
1(5)(xxv)(d)	Compare such financial performance or results and financial position as well as cash flows with the peer industry scenario;	✓		
1(5)(xxv)(e)	Briefly explain the financial and economic scenario of the country and the globe;	✓		
1(5)(xxv)(f)	Risks and concerns issues related to the financial statements explaining such risks and concerns mitigation plan of the company; and	✓		
1(5)(xxv)(g)	Future plan or projection or forecast for company's operation, performance and financial position, with justification thereof i.e., actual position shall be explained to the shareholders in the next AGM;	✓		
1(5)(xxvi)	Declaration or certification by the CEO and the CFO to the Board as required under condition No. 3(3) shall be disclosed as per Annexure-A;	✓		
1(5)(xxvii)	The report as well as certificate regarding compliance of conditions of this Code as required under condition No. 9 shall be disclosed as per Annexure-B and Annexure-C;	✓		
1(5)(xxviii)	The Directors' report to the shareholders does not require to include the business strategy or technical specification related to products or services, which have business confidentiality.	✓		

(Annexure C)

Condition No.	Title	Compliance Status (has been Put in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1(6)	Meetings of the Board of Directors : The company shall conduct its Board meetings and record the minutes of the meetings as well as keep required books and records in line with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of this Code;	✓		
1(7)	**Code of Conduct for the Chairperson, other Board Members and Chief Executive Officer:**			
1(7)(a)	The Board shall lay down a Code of Conduct based on the recommendation of the Nomination and Remuneration Committee (NRC) at condition No.6, for the Chairperson of the Board, other Board members and Chief Executive Officer of the Company;	✓		
1(7)(b)	The Code of Conduct as determined by the NRC shall be posted on the website of the company including, among others, prudent conduct and behavior, confidentiality, conflict of interest, compliance with laws, rules and regulations, prohibition of insider trading, relationship with environment, employees, customers and suppliers and independency.	✓		
2	**Governance of Board of Directors of Subsidiary Company:**			
2(a)	Provisions relating to the composition of the Board of the holding company shall be made applicable to the composition of the Board of the subsidiary company;	✓		
2(b)	At least 1(one) independent director on the Board of the holding company shall be a director on the Board of the subsidiary company;	✓		
2(c)	The minutes of the Board meeting of the subsidiary company shall be placed for review at the following Board meeting of the holding company;	✓		
2(d)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also;	✓		
2(e)	The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company.	✓		
3	**Managing Director (MD) or Chief Executive Officer (CEO), Chief Financial Officer (CFO), Head of Internal Audit and Compliance (HIAC) and Company Secretary (CS):**			
3(1)	Appointment:			
3(1)(a)	The Board shall appoint a Managing Director (MD) or Chief Executive Officer (CEO), a Company Secretary (CS), a Chief Financial Officer (CFO) and a Head of Internal Audit and Compliance (HIAC);	✓		
3(1)(b)	The positions of the Managing Director (MD) or Chief Executive Officer (CEO), Company Secretary (CS), Chief Financial Officer (CFO) and Head of Internal Audit and Compliance (HIAC) shall be filled by different individuals;	✓		
3(1)(c)	The MD or CEO, CS, CFO and HIAC of a listed company shall not hold any executive position in any other company at the same time: Provided that CFO or CS of any listed company may be appointed for the same position in any other listed or non-listed company under the same group for reduction of cost or for technical expertise, with prior approval of the Commission: Provided further that the remuneration and perquisites of the said CFO or CS shall be shared by appointing companies proportionately;	✓		
3(1)(d)	The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS;	✓		
3(1)(e)	The MD or CEO, CS, CFO and HIAC shall not be removed from their position without approval of the Board as well as immediate dissemination to the Commission and stock exchange(s).			No such event occurred
3(2)	Requirement to attend Board of Directors' Meetings: The MD or CEO, CS, CFO and HIAC of the company shall attend the meetings of the Board: Provided that the CS, CFO and/or the HIAC shall not attend such part of a meeting of the Board which involves consideration of an agenda item relating to their personal matters.	✓		
3(3)	**Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO):**			

(Annexure C)

Condition No.	Title	Compliance Status (has been Put in the appropriate column)		Remarks (if any)
		Complied	Not complied	
3(3)(a)	The MD or CEO and CFO shall certify to the Board that they have reviewed financial statements for the year and that to the best of their knowledge and belief:	✓		
3(3)(a)(i)	These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and	✓		
3(3)(a)(ii)	These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws;	✓		
3(3)(b)	The MD or CEO and CFO shall also certify that there are, to the best of knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board or its members;	✓		
3(3)(c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report.	✓		
4	**Board of Directors' Committee: For ensuring good governance in the company, the Board shall have at least following sub-committees:**			
4(i)	Audit Committee; and	✓		
4(ii)	Nomination and Remuneration Committee.	✓		
5	**Audit Committee:**			
5(1)	**Responsibility to the Board of Directors:**			
5(1)(a)	The company shall have an Audit Committee as a subcommittee of the Board;	✓		
5(1)(b)	The Audit Committee shall assist the Board in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business;	✓		
5(1)(c)	The Audit Committee shall be responsible to the Board; the duties of the Audit Committee shall be clearly set forth in writing.	✓		
5(2)	**Constitution of the Audit Committee:**			
5(2)(a)	The Audit Committee shall be composed of at least 3(three) members;	✓		
5(2)(b)	The Board shall appoint members of the Audit Committee who shall be non-executive directors of the company excepting Chairperson of the Board and shall include at least 1(one) independent director;	✓		
5(2)(c)	All members of the audit committee should be "financially literate" and at least 1(one) member shall have accounting or related financial management background and 10(ten) years of such experience; Explanation: The term "financially literate" means the ability to read and understand the financial statements like statement of financial position, statement of comprehensive income, statement of changes in equity and cash flows statement and a person will be considered to have accounting or related financial management expertise if he or she possesses professional qualification or Accounting or Finance graduate with at least 10(ten) years of corporate management or professional experiences.	✓		
5(2)(d)	When the term of service of any Committee member expires or there is any circumstance causing any Committee member to be unable to hold office before expiration of the term of service, thus making the number of the Committee members to be lower than the prescribed number of 3(three) persons, the Board shall appoint the new Committee member to fill up the vacancy immediately or not later than 60(sixty) days from the date of vacancy in the Committee to ensure continuity of the performance of work of the Audit Committee;			No such incident
5(2)(e)	The company secretary shall act as the secretary of the Committee;	✓		
5(2)(f)	The quorum of the Audit Committee meeting shall not constitute without at least 1(one) independent director.	✓		
5(3)	**Chairperson of the Audit Committee:**			
5(3)(a)	The Board shall select 1(one)member of the Audit Committee to be Chairperson of the Audit Committee, who shall be an independent director;	✓		

(Annexure C)

Condition No.	Title	Compliance Status (has been Put in the appropriate column)		Remarks (if any)
		Complied	Not complied	
5(3)(b)	In the absence of the Chairperson of the Audit Committee, the remaining members may elect one of themselves as Chairperson for that particular meeting, in that case there shall be no problem of constituting a quorum as required under condition No. 5(4)(b) and the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	✓		
5(3)(c)	Chairperson of the Audit Committee shall remain present in the Annual General Meeting (AGM): Provided that in absence of Chairperson of the Audit Committee, any other member from the Audit Committee shall be selected to be present in the annual general meeting (AGM) and reason for absence of the Chairperson of the Audit Committee shall be recorded in the minutes of the AGM.	✓		Shall be invited to remain present
5(4)	**Meeting of the Audit Committee:**			
5(4)(a)	The Audit Committee shall conduct at least its four meetings in a financial year: Provided that any emergency meeting in addition to regular meeting may be convened at the request of any one of the members of the Committee;	✓		
5(4)(b)	The quorum of the meeting of the Audit Committee shall be constituted in presence of either two members or two-third of the members of the Audit Committee, whichever is higher, where presence of an independent director is a must.	✓		
5(5)	**Role of Audit Committee (the Audit Committee shall):**			
5(5)(a)	Oversee the financial reporting process;	✓		
5(5)(b)	Monitor choice of accounting policies and principles;	✓		
5(5)(c)	Monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report;	✓		
5(5)(d)	Oversee hiring and performance of external auditors;	✓		
5(5)(e)	Hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption;	✓		
5(5)(f)	Review along with the management, the annual financial statements before submission to the Board for approval;	✓		
5(5)(g)	Review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval;	✓		
5(5)(h)	Review the adequacy of internal audit function;	✓		
5(5)(i)	Review the Management's Discussion and Analysis before disclosing in the Annual Report;	✓		
5(5)(j)	Review statement of all related party transactions submitted by the management;	✓		
5(5)(k)	Review Management Letters or Letter of Internal Control weakness issued by statutory auditors;	✓		
5(5)(l)	Oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors; and	✓		
5(5)(m)	Oversee whether the proceeds raised through Initial Public Offering (IPO) or Repeat Public Offering (RPO) or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission: Provided that the management shall disclose to the Audit Committee about the uses or applications of the proceeds 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: Provided further that on an annual basis, the company shall prepare a statement of the proceeds utilized for the purposes other than those stated in the offer document or prospectus for publication in the Annual Report along with the comments of the Audit Committee.			Not Applicable
5(6)	**Reporting of the Audit Committee:**			
5(6)(a)	**Reporting to the Board of Directors-**			
5(6)(a)(i)	The Audit Committee shall report on its activities to the Board.	✓		

(Annexure C)

Condition No.	Title	Compliance Status (has been Put in the appropriate column)		Remarks (if any)
		Complied	Not complied	
5(6)(a)(ii)	**The Audit Committee shall immediately report to the Board on the following findings, if any:**			
5(6)(a)(ii)(a)	Report on conflicts of interests;			Not Applicable
5(6)(a)(ii)(b)	Suspected or presumed fraud or irregularity or material defect identified in the internal audit and compliance process or in the financial statements;			Not Applicable
5(6)(a)(ii)(c)	Suspected infringement of laws, regulatory compliances including securities related laws, rules and regulations; and			Not Applicable
5(6)(a)(ii)(d)	Any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately;			Not Applicable
5(6)(b)	Reporting to the Authorities: If the Audit Committee has reported to the Board about anything which has material impact on the financial condition and results of operation and has discussed with the Board and the management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall report such finding to the Commission, upon reporting of such matters to the Board for three times or completion of a period of 6 (six) months from the date of first reporting to the Board, whichever is earlier.			Not Applicable
5(7)	Reporting to the Shareholders and General Investors: Report on activities carried out by the Audit Committee, including any report made to the Board under condition No. 5(6)(a)(ii) above during the year, shall be signed by the Chairperson of the Audit Committee and disclosed in the annual report of the issuer company.			Not Applicable
6	**Nomination and Remuneration Committee (NRC).**			
6(1)	**Responsibility to the Board of Directors:**			
6(1)(a)	The company shall have a Nomination and Remuneration Committee (NRC) as a sub-committee of the Board;	✓		
6(1)(b)	The NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top level executive as well as a policy for formal process of considering remuneration of directors, top level executive;	✓		
6(1)(c)	(c) The Terms of Reference (ToR) of the NRC shall be clearly set forth in writing covering the areas stated at the condition No. 6(5)(b).	✓		
6(2)	**Constitution of the NRC:**			
6(2)(a)	The Committee shall comprise of at least three members including an independent director;	✓		
6(2)(b)	At least 02 (two) members of the Committee shall be non-executive directors;	✓		
6(2)(c)	Members of the Committee shall be nominated and appointed by the Board;	✓		
6(2)(d)	The Board shall have authority to remove and appoint any member of the Committee;	✓		
6(2)(e)	In case of death, resignation, disqualification, or removal of any member of the Committee or in any other cases of vacancies, the board shall fill the vacancy within 180 (one hundred eighty) days of occurring such vacancy in the Committee;	✓		
6(2)(f)	The Chairperson of the Committee may appoint or co-opt any external expert and/or member(s) of staff to the Committee as advisor who shall be non-voting member, if the Chairperson feels that advice or suggestion from such external expert and/or member(s) of staff shall be required or valuable for the Committee;	✓		
6(2)(g)	**The company secretary shall act as the secretary of the Committee;**			
6(2)(h)	The quorum of the NRC meeting shall not constitute without attendance of at least an independent director;	✓		
6(2)(i)	No member of the NRC shall receive, either directly or indirectly, any remuneration for any advisory or consultancy role or otherwise, other than Director's fees or honorarium from the company.	✓		
6(3)	**Chairperson of the NRC:**			
6(3)(a)	The Board shall select 1 (one) member of the NRC to be Chairperson of the Committee, who shall be an independent director;	✓		
6(3)(b)	In the absence of the Chairperson of the NRC, the remaining members may elect one of themselves as Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes;	✓		

(Annexure C)

Condition No.	Title	Compliance Status (has been Put in the appropriate column)		Remarks (if any)
		Complied	Not complied	
6(3)(c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders: Provided that in absence of Chairperson of the NRC, any other member from the NRC shall be selected to be present in the annual general meeting (AGM) for answering the shareholder's queries and reason for absence of the Chairperson of the NRC shall be recorded in the minutes of the AGM.	✓		
6(4)	**Meeting of the NRC:**			
6(4)(a)	The NRC shall conduct at least one meeting in a financial year;	✓		
6(4)(b)	The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC;	✓		
6(4)(c)	The quorum of the meeting of the NRC shall be constituted in presence of either two members or two third of the members of the Committee, whichever is higher, where presence of an independent director is must as required under condition No. 6(2)(h);	✓		
6(4)(d)	(d) The proceedings of each meeting of the NRC shall duly be recorded in the minutes and such minutes shall be confirmed in the next meeting of the NRC.	✓		
6(5)	**Role of the NRC:**			
6(5)(a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders;	✓		
6(5)(b)	NRC shall oversee, among others, the following matters and make report with recommendation to the Board:	✓		
6(5)(b)(i)	Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the Board, relating to the remuneration of the directors, top level executive, considering the following:	✓		
6(5)(b)(i)(a)	The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully;	✓		
6(5)(b)(i)(b)	The relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and	✓		
6(5)(b)(i)(c)	Remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;	✓		
6(5)(b)(ii)	Devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;	✓		
6(5)(b)(iii)	Identifying persons who are qualified to become directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the Board;	✓		
6(5)(b)(iv)	Formulating the criteria for evaluation of performance of independent directors and the Board;	✓		
6(5)(b)(v)	Identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria; and	✓		
6(5)(b)(vi)	Developing, recommending and reviewing annually the company's human resources and training policies;	✓		
6(5)(c)	The company shall disclose the nomination and remuneration policy and the evaluation criteria and activities of NRC during the year at a glance in its annual report.	✓		
7	**External or Statutory Auditors:**			
7(1)	**The issuer company shall not engage its external or statutory auditors to perform the following services of the company, namely:-**			
7(1)(i)	Appraisal or valuation services or fairness opinions;	✓		
7(1)(ii)	Financial information systems design and implementation;	✓		
7(1)(iii)	Book-keeping or other services related to the accounting records or financial statements;	✓		
7(1)(iv)	Broker-dealer services;	✓		
7(1)(v)	Actuarial services;	✓		

(Annexure C)

Condition No.	Title	Compliance Status (has been Put in the appropriate column)		Remarks (if any)
		Complied	Not complied	
7(1)(vi)	Internal audit services or special audit services;	✓		
7(1)(vii)	Any service that the Audit Committee determines;	✓		
7(1)(viii)	Audit or certification services on compliance of corporate governance as required under condition No. 9(1); and	✓		
7(1)(ix)	Any other service that creates conflict of interest.	✓		
7(2)	No partner or employees of the external audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of that company; his or her family members also shall not hold any shares in the said company: Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law shall be considered as family members.	✓		
7(3)	Representative of external or statutory auditors shall remain present in the Shareholders' Meeting (Annual General Meeting or Extraordinary General Meeting) to answer the queries of the shareholders.	✓		
8	**Maintaining a website by the Company:**			
8(1)	The company shall have an official website linked with the website of the stock exchange.	✓		
8(2)	The company shall keep the website functional from the date of listing.	✓		Website is functional
8(3)	The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange(s).	✓		
9	**Reporting and Compliance of Corporate Governance:**			
9(1)	The company shall obtain a certificate from a practicing Professional Accountant or Secretary (Chartered Accountant or Cost and Management Accountant or Chartered Secretary) other than its statutory auditors or audit firm on yearly basis regarding compliance of conditions of Corporate Governance Code of the Commission and shall such certificate shall be disclosed in the Annual Report. Explanation: "Chartered Accountant" means Chartered Accountant as defined in the Bangladesh Chartered Accountants Order, 1973 (President's Order No. 2 of 1973); "Cost and Management Accountant" means Cost and Management Accountant as defined in the Cost and Management Accountants Ordinance, 1977 (Ordinance No. LIII of 1977); "Chartered Secretary" means Chartered Secretary as defined in the PvUvW© ‡m‡µUvixR AvBb, 2010 (২০১০ সনের ২৫নং আইন)(Chartered Secretaries Act, 2010).	✓		
9(2)	The professional who will provide the certificate on compliance of this Corporate Governance Code shall be appointed by the shareholders in the annual general meeting.	✓		
9(3)	The directors of the company shall state, in accordance with the Annexure-C attached, in the directors' report whether the company has complied with these conditions or not.	✓		

Islam Jahid & Co.
Chartered Accountants

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Report to the Shareholders of Midland Bank PLC. on compliance on the Corporate Governance Code

We have examined the compliance status to the Corporate Governance Code by Midland Bank PLC. for the year ended on 31st December 2024. This Code relates to the Notification No. BSEC/CMRRCD/2006-158/207/Admin/80, dated 03 June 2018 of the Bangladesh Securities and Exchange Commission and it's subsequent amendment.

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

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

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

a) The Company has complied with the conditions of the Corporate Governance Code as stipulated in the above-mentioned Corporate Governance Code issued by the Commission except those mentioned in the statement of compliance status;

b) The Company has complied with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) as required by this Code;

c) Proper books and records have been kept by the Company as required under the Companies Act, 1994, the Securities Laws and other relevant laws; and

d) The governance of the Company is satisfactory.

Islam Jahid & Co. Dhaka Chartered Accountants

Md. Abdur Rahim Miah FCA
Enrol No.: 0858
Partner
Islam Jahid & Co.
Chartered Accountants

Place: Dhaka
Dated: May 13, 2025

Khulna Office: 1No. Islambag Jame Masjid Road, (Palpara More, Raligate), Daulatpur, Khulna-9202. Tel:+880-(41)-774455

BANGLADESH BANK CORPORATE GOVERNANCE GUIDELINES: **OUR COMPLIANCE STATUS**

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

PART-I

Formation & Responsibilities of Board of Directors of a Bank Company

As of 31 December 2024

Reference		Provision	Compliance Status
01		**Formation of Board of Directors** Section 15 of the Bank Company Act (BCA), 1991 (Amended up to 2024), incorporates provisions requiring prior approval from Bangladesh Bank for the appointment, dismissal, termination, or removal of any bank director. The section also outlines criteria for a director's fit and proper test, establishes a maximum number of directors, mandates the appointment of independent directors, and limits the appointment of a maximum of three members from the same family as directors.	Complied
	1.1	**Appointment of New director** Pursuant to section 15(4) of the BCA 1991 (amended up to 2024), each banking company, excluding specialized banks, is required to submit the following documents along with the application when seeking prior approval from Bangladesh Bank for the appointment or reappointment of directors: a) Personal information of the nominated person (Appendix-ka); b) Nominated person's declaration (Appendix-kha); c) 'Declaration for confidentiality' by the nominated person (Appendix-ga); d) In case of Independent director, the approval letter from Bangladesh Securities and Exchange Commission; e) In case of Independent Director, a declaration of the director concerned as Appendix-gha (he will also f) submit declaration under Appendix-ka, kha & ga); g) CIB report of the nominated person; h) Updated list of the directors.	Complied
	1.2	**Vacation of office of Director** a) The office of director shall be vacated according to the instructions specified in section 108(1) of the Companies Act, 1994. Besides, when a bank director becomes defaulter and does not repay the loan within two months after getting a notice under the section 17 of the BCA 1991; provides false statement at the time of appointment; or fails to fulfil the minimum eligibility criteria, the office of the director will be vacated. b) If the office of a director is vacated by a notice under the section 17 of BCA, 1991, the person will not be eligible to become a director of the bank or any other bank or any financial institution for one year from the date of repayment of the total amount due to the bank. It is mentionable here that the dues can be adjusted with the shares held by the director in that bank. When a director receives a notice under section 17 of BCA, 1991, he/she can't transfer his/her shares of that bank until he/she repays all the liabilities of the noticed bank or financial institution.	Complied
		c) Besides, Bangladesh Bank can remove a director or chairman of a bank, except state owned banks, for conducting any kind of activities that is detrimental to the interest of the banks depositors or against the public interest under Section 46 and can supersede the board of a banking company under Section 47 of BCA, 1991.	Complied
	1.3	**Removal of Directors from office** According to section 108(2) of the Companies Act, 1994, with the prior approval of Bangladesh Bank, a bank director other than specialized banks can be removed from his office for the reason specified in its Articles of Association. For this purpose, the reason and grounds of the dismissal/removal and copy of the decision of the board and list of directors should be submitted to Bangladesh Bank. In this case, the removal will be effective from the date of Bangladesh Bank's approval.	No such instance

Reference		Provision	Compliance Status
	1.4	**Appointment of Alternate Director** Subject to compliance of section 101 of the Companies Act, 1994, an alternate director can be appointed to act for a director during his absence for a continuous period of not less than three months from Bangladesh. In this context, the following instructions should be followed: a) Bank has to collect and properly maintain the documentary evidences relating to departure and arrival of the original director. If there is any exception, the Managing Director (MD)/Chief Executive Officer (CEO) should immediately inform it to Bangladesh Bank. b) The copy of the decision of the board regarding appointment of alternate director, with original director's probable returning date from abroad should be sent to Bangladesh Bank within 7 days of taking the c) decision and the director's arrival date must be intimated to Bangladesh Bank immediately after his return. d) Any loan defaulter or any person who is not eligible to become a director as per any rules & regulation will not be appointed as an alternate director. e) As appointment of alternate director is a temporary measure; therefore, he/she will not be included in any kind of committee constituted by the board. f) While in the office, an alternate director or his/her affiliated organization will not get any kind of loan facilities from his bank. In case of previous loan, enhancement of limit or extension of time period or any kind of exemption or interest waiver will not be allowed. Moreover, all restrictions applicable to directors according to rules & regulations will also be applicable to the alternate director.	Not Applicable
02		**Depositor Director** As the previous provisions regarding appointment of Depositor Directors of the BCA 1991 has been amended; appointment of director from depositors is no longer required. But, after complying regulation under sec 15(9) of the BCA 1991 (amended up to 2013) bank can consider the tenure of existing depositor director or may appoint them as independent director.	Not Applicable
03		**Information regarding directors** Banks are advised to take the following steps regarding director information: a) Every bank should keep an updated list of bank directors, b) Banks should send a directors' list to other banks or financial institutions immediately after the appointment or release of director.	Complied
		c) Banks should display a list of directors in the website and update it on a regular basis.	Complied
04		**Responsibilities of the Board of Directors**	
	4.1	**Responsibilities and authorities of the Board of Directors**	
	(a)	**Work planning and strategic management** i. Shall determine the objectives and goals and to this end shall chalk out strategies and work-plans on annual basis. It shall specially engage itself in the affairs of making strategies consistent with the set objectives and goals and in the issues relating to structural change and reorganization for enhancement of institutional efficiency and other relevant policy matters. It shall analyze/monitor at quarterly rests the development of implementation of the work-plans ii. The board shall have its analytical review incorporated in the Annual Report as regard to the success/ failure in achieving the business and other targets as set out in its annual work-plan and shall apprise the shareholders of its opinions/recommendations on future plans and strategies. It shall set the Key Performance Indicators (KPIs) for the Managing Director and other senior executives and have it evaluated at times.	Complied
	(b)	**Credit and risk management:** i. The policies, strategies, procedures etc. in respect of appraisal of loan/investment proposal, sanction, disbursement, recovery, reschedule and write-off thereof shall be made with the board's approval under the purview of the existing laws, rules and regulations. The board shall specifically distribute the power of sanction of loan/ investment and such distribution should desirably be made among MD and his designated executives as much as possible. No director, however, shall interfere, directly or indirectly, into the process of loan approval. ii. ii. The board shall frame policies for risk management and get them complied with and shall monitor the compliance at quarterly rests and review the concerned report of the risk management team and shall compile in the minutes of the board meeting. The board shall monitor the compliance of the guidelines of Bangladesh Bank regarding key risk management.	Complied
	(c)	**Internal control management:** The board shall be vigilant on the internal control system of the bank in order to attain and maintain satisfactory qualitative standard of its loan/investment portfolio. The board will establish such an internal control system so that the internal audit process can be conducted independently from the management. It shall review the reports submitted by its audit committee at quarterly rests regarding compliance of recommendations made in internal and external audit reports and the Bangladesh Bank inspection reports.	Complied

Reference		Provision	Compliance Status
	(d)	**Human resources management and development:** i. Policies relating to recruitment, promotion, transfer, disciplinary and punitive measures, human resources development etc. and service rules shall be framed and approved by the board. The chairman or the directors shall in no way involve themselves or interfere into or influence over any administrative affairs including recruitment, promotion, transfer and disciplinary measures as executed under the set service rules. No member of the board of directors shall be included in the selection committees for recruitment and promotion to different levels. Recruitment, promotion, transfer & punishment of the officers immediate two tiers below Managing Director shall, however, rest upon the board. Such recruitment and promotion shall have to be carried out complying with the service rules i.e., policies for recruitment and promotion.	Complied
		ii. The board shall focus its special attention to the development of skills of bank's staff in different fields of its business activities including prudent appraisal of loan/investment proposals, and to the adoption of modern electronic and information technologies and the introduction of effective Management Information System (MIS). The board shall get these programs incorporated in its annual work plan. iii. The board will compose Code of Ethics for every tier and they will follow it properly. The board will promote healthy code of conducts for developing a compliance culture.	Complied
	(e)	**Financial management** i. The annual budget and the statutory financial statements shall be finalized with the approval of the board. It shall at quarterly rests review/monitor the positions in respect of bank's income, expenditure, liquidity, non-performing asset, capital base and adequacy, maintenance of loan loss provision and steps taken for recovery of defaulted loans including legal measures. ii. The board shall frame the policies and procedures for bank's purchase and procurement activities and shall accordingly approve the distribution of power for making such expenditures. The maximum possible delegation of such power of expenditures shall rest on the Managing Director and his subordinates. The decision on matters relating to infrastructure development and purchase of land, building, vehicles etc. for the purpose of hank's business shall, however, be taken with the approval of the board. iii. The board will review whether an Asset-Liability Committee (ALCO) has been formed and it is working according to Bangladesh Bank guidelines.	Complied
	(f)	**Appointment of Managing Director (MD)/Chief Executive Officer (CEO):** In order to strengthen the financial base of the bank and obtain confidence of the depositors, one of the major responsibilities of the board of directors is to appoint an honest, efficient, experienced and suitable Managing Director (MD)/Chief Executive Officer (CEO). The Board of Directors will appoint a suitable MD/CEO with the approval of Bangladesh Bank.	Complied
	(g)	**Other responsibilities of the Board** The Board should follow and comply with the responsibilities assigned by Bangladesh Bank.	Complied
	4.2	**Meeting of Board** Board of Directors may meet once or more than once in a month if necessary. But Board of directors shall meet at least once in every three months. Excessive meetings are discouraged.	Complied
	4.3	**Responsibilities of the Chairman of the Board of Directors** a) Since the Chairman of the Board of Directors, or Chairman of any committee formed by the Board, or any Director, does not personally possess the authority to apply policy or executive-decisions, they shall refrain from participating in or interfering with the administrative, operational, and routine affairs of the bank. b) The chairman may conduct on-site inspection of any bank-branch or financing activities under the purview of the oversight responsibilities of the board. He may call for any information relating to bank's operation or ask for investigation into any such affairs; he may submit such information or investigation report to the meeting of the board or the executive committee and if deemed necessary, with the approval of the board, he shall effect necessary action thereon in accordance with the set rules through MD. However, any complaint against MD shall have to be apprised to Bangladesh Bank through the board along with the statement of MD.	Complied
		c) The chairman may be offered an office-room, a personal secretary/assistant, one peon/ MLSS, one telephone at the office, one mobile phone to use inside the country and a vehicle in the business interest of the bank subject to the approval of the Board.	Complied
05		**Formation of committees from the Board of Directors** Each bank company can form one Executive Committee, one Audit Committee, and one Risk Management Committee with the directors. The Board cannot form any other permanent, temporary, or sub-committee except the three committees mentioned above.	Complied
	5.1	**Executive committee** Executive committee should be formed with the members of the board to continue the urgent and daily or routine works between the intervals of two board meetings. Executive committee will perform according to their terms of reference determined by the board of directors	Complied

Reference		Provision	Compliance Status
	(a)	**Organizational structure** i. Members of the committee will be nominated by the board of directors from themselves; ii. The executive committee will comprise of maximum 07 (seven) members; iii. Members may be appointed for a 03-year term at office; iv. Chairman of the Board of Directors can be the chairman of executive committee; v. Company secretary of the bank will be the secretary of the executive committee.	Complied
	(b)	**Qualifications of the Members** i. Integrity, dedication, and opportunity to spare time in the functions of committee will have to be considered while nominating a director to the committee; ii. Each member should be capable of making valuable and effective contributions in the functioning of the committee; iii. To perform his or her role effectively each committee member should have adequate understanding of the detailed responsibilities of the committee membership as well as the bank's business, operations and its risks.	Complied
	(c)	**Roles and Responsibilities of the Executive Committee** i. The executive committee can decide or can act in those cases as instructed by the Board of directors that are not specifically assigned on full board through the Bank Company Act, 1991 and other laws and regulations. ii. The executive committee can take all necessary decisions or can approve cases within power delegated by the board of directors. iii. All decisions taken in the executive committee should be ratified in the next board meeting	Complied
	(d)	**Meetings** i. The executive committee can sit any time as it may deem fit. ii. The committee may invite MD, Head of internal audit or any other Officer to its meetings, if it deems necessary; iii. To ensure active participation and contribution by the members, a detailed memorandum should be distributed to committee members well in advance before each meeting; iv. All decisions/observations of the committee should be noted in minutes.	Complied
	5.2	**Audit Committee** The board will approve the objectives, strategies and overall business plans of the bank and the audit committee will assist the board in fulfilling its oversight responsibilities. The committee will review the financial reporting process, the system of internal control and management of financial risks, the audit process, and the bank's process for monitoring compliance with laws and regulations and its own code of business conduct.	Complied
	(a)	**Organizational structure** i. Members of the committee will be nominated by the board of directors from the directors; ii. The audit committee will comprise of maximum 05 (five) members, with minimum 2 (two) independent directors; iii. Audit committee will comprise with directors who are not executive committee members; iv. Members may be appointed for a 03-year term at office; v. Company secretary of the bank will be the secretary of the audit committee.	Complied
	(b)	**Qualifications of the Member** i. Integrity, dedication, and opportunity to spare time in the functions of committee will have to be considered while nominating a director to the committee; ii. Each member should be capable of making valuable and effective contributions in the functioning of the committee; iii. To perform his or her role effectively each committee member should have adequate understanding of the detailed responsibilities of the committee membership as well as the bank's business, operations and its risks. iv. Professionally Experienced persons in banking/financial institutions specially having educational qualification in Finance, Banking, Management, Economics, Accounting will get preference in forming the committee.	Complied
	(c)	**Roles and Responsibilities of the Audit Committee** **(i) Internal Control** 1. Evaluate whether management is setting the appropriate compliance culture by communicating the importance of internal control and the management of risk and ensuring that all employees have clear understanding of their roles and responsibilities; 2. Review management's actions in building computerization of the bank and its applications and bank's Management Information System (MIS); 3. Consider whether internal control strategies recommended by internal and external auditors have been implemented by the management; 4. Consider reports relating to fraud, forgery, deficiencies in internal control or other similar issues detected by internal and external auditors and inspectors of the regulatory authority and place it before the board after reviewing whether necessary corrective measures have been taken by the management.	Complied

Reference		Provision	Compliance Status
		(ii) Financial Reporting 1. Audit committee will check whether the financial statements reflect the complete and concrete information and determine whether the statements are prepared according to existing rules & regulations and standards enforced in the country and as per relevant prescribed accounting standards set by Bangladesh Bank; 2. Discuss with management and the external auditors to review the financial statements before its finalization.	Complied
		(iii) Internal Audit 1. Audit committee will monitor whether internal audit is working independently from/the management. 2. Review the activities of the internal audit and the organizational structure and ensure that no unjustified restriction or limitation hinders the internal audit process; 3. Examine the efficiency and effectiveness of internal audit function; 4. Examine whether the findings and recommendations made by the internal auditors are duly considered by the management or not.	Complied
		(iv) External Audit 1. Review the performance of the external auditors and their audit reports; 2. Examine whether the findings and recommendations made by the external auditors are duly considered by the management or not. 3. Make recommendations to the board regarding the appointment of the external auditors.	Complied
		(v) Compliance with existing laws and Regulations Review whether the laws and regulations framed by the regulatory authorities (central bank and other bodies) and internal rules and policies approved by the board are being complied with.	Complied
		(vi) Other Responsibilities 1. Submit compliance report to the board on quarterly basis on regularization of the omission, fraud and forgeries and other irregularities detected by the internal and external auditors and inspectors of regulatory authorities; 2. External and internal auditors will submit their related assessment report, if the committee solicits; 3. Perform other oversight functions as desired by the Board of Directors and evaluate the committee's own performance on a regular basis.	Complied
	(d)	**Meetings** 1. The audit committee should hold at least 4 meetings in a year and it can sit any time as it may deem fit; 2. The committee may invite MD, Head of internal audit or any other Officer to its meetings, if it deems necessary; 3. To ensure active participation and contribution by the members, a detailed memorandum should be distributed to committee members well in advance before each meeting; 4. All decisions/observations of the committee should be noted in minutes.	Complied
	5.3	**Risk Management Committee (RMC)** To play an effective role in mitigating impending risks arising out of strategies and policies formulated by the Board and to carry out the responsibilities efficiently, a risk management committee will be formed. After identifying and assessing several risk factors like credit risks, foreign exchange risks, internal control and compliance risks, money laundering risks, information and communication Technology risks, operational risks, interest risks, liquidity risks etc.; the risk management committee will scrutinize whether appropriate risk management measures are being put in place and applied and whether adequate capital and provision is being maintained against the risks identified.	Complied
	(a)	**Organizational Structure** 1. Members of the committee will be nominated by the board of directors from themselves; 2. The Risk Management Committee will comprise of maximum 05 (five) members; 3. Members may be appointed for a 03-year term at office;	Complied
		4. Company secretary of the bank will be the secretary of the Risk Management Committee.	Complied
	(b)	**Qualifications of the Members** 1. Integrity, dedication, and opportunity to spare time in the functions of committee will have to be considered while nominating a director to the committee; 2. Each member should be capable of making valuable and effective contributions in the functioning of the committee; 3. To perform his or her role effectively each committee member should have adequate understanding of the detailed responsibilities of the committee membership as well as the bank's business, operations and its risks.	Complied
	(c)	**Roles and Responsibilities of the RMC of the Board**	
		i) Risk identification & control policy Formulation and implementation of appropriate strategies for risk assessment and its control is the responsibility of Risk Management Committee. RMC will monitor risk management policies & methods and amend it if necessary. The committee will review the risk management process to ensure effective prevention and control measures.	Complied

Reference		Provision	Compliance Status
		ii) Construction of organizational structure The responsibility of RMC is to ensure an adequate organizational structure for managing risk within the bank. The Risk Management Committee will supervise formation of separate management level committees and monitor their activities for the compliance of instructions of lending risk, foreign exchange transaction risk, internal control & compliance risk, money laundering risk, information & communication technology risk including other risk related guidelines.	Complied
		iii) Analysis and approval of Risk Management policy Risk management policies & guidelines of the bank should be reviewed annually by the committee. The committee will propose amendments if necessary and send it to the Board of Directors for their approval. Besides, other limits including lending limit should be reviewed at least once annually and should be amended, if necessary	Complied
		iv) Storage of data & Reporting system Adequate record keeping & reporting system developed by the bank management will be approved by the RMC. The committee will ensure proper use of the system. The committee will minute its proposal, suggestions & summary in a specific format & inform the Board of Directors.	Complied
		v) Monitoring the implementation of overall Risk Management Policy RMC will monitor proper implementation of overall risk management policies. They will monitor whether proper steps have been taken to mitigate all risks including lending risk, market risk, and management risk.	Complied
		vi) Other responsibilities 1. Committee's decision and suggestions should be submitted to the Board of Directors quarterly in short form; 2. Comply instructions issued time to time by the controlling body; 3. Internal & external auditor will submit respective evaluation report whenever required by the committee.	Complied
		d) Meetings 1. The risk management committee should hold at least 4 meetings in a year and it can sit any time as it deems fit; 2. The committee may invite MD, Chief Risk Officer and any other Officers to its meetings, if it deems necessary;	Complied
		3. To ensure active participation and contribution by the members, a detailed memorandum should be distributed to committee members well in advance before each meeting; 4. All decisions/observations of the committee should be noted in minutes.	Complied
06		**Training for the Directors** The directors shall make themselves fully aware of the banking laws and other related rules and regulations for performing his duties properly.	Complied

PART-II

Appointment and Responsibilities of Managing Director/Chief Executive Officer of a Bank Company

As of 31 December 2024

Reference	Provision	Compliance Status
A.	**Rules and regulations for appointing Managing Director/CEO**	
	1. Moral Integrity In case of appointment to the post of MD/CEO, satisfaction in respect of the concerned person should be ensured to the effects that: a. He has not been convicted by any Criminal Court of Law; b. He has not been punished for violating any rules, regulations or procedures/norms set by any Controlling Authority; c. He was not associated with any such company/organization, registration or license of which has been cancelled.	Complied
	2. Experience and Suitability a. For appointment as MD/CEO, the concerned person must have experience in banking profession for at least 15 (fifteen) years as an active officer and at least 02 (two) years' experience in a post immediate below the MD/CEO of a bank. b. He must at least have a Master's degree from any recognized university. Higher academic education in the field of Economics, Banking and Finance or Business Administration will be treated as additional qualification for the concerned person. c. In respect of service, the concerned person should have excellent record of performance. d. Satisfaction should be ensured that the concerned person was not dismissed from service when he was chairman/director/official of any company; e. Any director of any bank or financial institution or any person who has business interest in the bank concerned will not be eligible for appointment to the post of MD/CEO.	Complied
	3. Transparency and Financial Integrity Before appointment as MD/CEO, satisfaction should be ensured to the effects that: a. The concerned person was not involved in any illegal activity while performing duties in his own or banking profession; b. He has not suspended payment to creditors or has not compromised with his creditors to be relieved from debt or he is not a loan defaulter; c. He is not a tax defaulter; d. He has never been adjudicated an insolvent.	Complied
	4. Age limit No person crossing the age of 65 years shall hold the post of MD/CEO of a bank.	Complied
	5. Tenure The tenure of MD/CEO shall be for at least 03 (three) years, which is renewable. If the candidate has less than 3 years left to attain 65 years, he/she can be appointed for that period.	Complied
	6. Guidelines in fixing the salary and allowances Banks are required to follow the guidelines stated below while determining the salary and allowances of MD/ CEO and submitting such proposal to Bangladesh Bank: - a. In fixing the salary and allowances of MD/CEO, financial condition, scope of operation, business volume and earning capacity of the bank; qualifications, achievement of the candidate in the past, age and experience and the remuneration paid to the persons occupying same position in the peer banks shall have to be taken into consideration. b. Total salary shall be comprised of direct salary covering 'Basic Pay' and 'House Rent' and allowances as 'Others'. The allowances (e.g., provident fund, utility bill, leave-fare assistance) in 'Others' head should be specified in amount/ceiling. Besides, other facilities (e.g., car, fuel, driver etc.), as far as possible, shall have to be monetized and thus determining monthly total salary, it shall have to be mentioned in the proposal to be submitted to Bangladesh Bank. In the proposal, Basic Pay, House Rent, Festival Allowance, other allowances and other facilities shall have to be specified in Taka amount. c. Without improving the bank's major economic indicators like CAMELS annual salary increment will not be payable. d. Terms of salary-allowances and other facilities as specified in the terms and conditions of appointment cannot be changed during the tenure. In case of renewal, proposal may be made for re-fixation of the salary considering the job performance of the incumbent MD/CEO. e. The MD/CEO so appointed shall not get any other direct or indirect facilities (e.g., dividend, commission, club expense, etc.) other than the salary-allowances and other facilities as enumerated in clause (b) above. f. The bank shall not pay any income tax for the MD/CEO.	Complied

Reference	Provision	Compliance Status
	7. Incentive Bonus Subject to the payment of incentive bonuses to all staffs/employees, the MD/CEO will be eligible to get such bonus. However, the amount of MD/CEO's incentive bonus will not cross Taka 10.00 (ten) lac per year.	Complied
	8. Honorarium for Board Meeting As MD/CEO is a salaried official of the bank, he will not get any honorarium for attending the Board meeting or the meeting of any Committee formed by the Board.	Complied
	9. Evaluation Report While reappointing MD/CEO, an evaluation report approved by the board of directors should be submitted to Bangladesh Bank by the chairman of the Board.	Complied
	10. Prior approval from Bangladesh Bank Prior approval from Bangladesh Bank is mandatory before appointing MD/CEO as per section 15(4) & (5) of the Bank Company Act 1991 (Amended up to 2023). For processing such approval, along with the proposal signed by the chairman of the board, the selected person's complete resume, offer letter (mentioning the direct & indirect remuneration and facilities) and copy of board's approval must be submitted to Bangladesh Bank. The selected person must also submit declarations as per Annexure-ka & Annexure-kha to Bangladesh Bank	Complied
	11. Decision of Bangladesh Bank regarding appointment of MD/CEO will be treated as final and such appointed MD/CEO cannot be dismissed, released and removed from his office without prior approval from Bangladesh Bank.	Complied
B.	**Duties and Responsibilities of MD/CEO**	
	The MD/CEO of the bank, whatever name called, shall discharge the responsibilities and exercise the authorities as follows: a. In terms of the financial, business and administrative authorities vested upon him by the board, the MD/ CEO shall discharge his own responsibilities. He shall remain accountable for achievement of financial and other business targets by means of business plan, efficient implementation thereof and prudent administrative and financial management. b. The MD/CEO shall ensure compliance of the BCA 1991 and other relevant laws and regulations in discharging routine functions of the bank. c. At the time of presenting any memo to the Board Meeting or Board Committee Meeting, the MD/CEO must point out if there is any deviation from the BCA 1991 and other relevant laws and regulations. d. The MD/CEO shall report to Bangladesh Bank any violation of the BCA 1991 or other laws/ regulations. e. The recruitment and promotion of all staffs of the bank except those in the two tiers below him shall rest on the MD/CEO. He shall act in such cases in accordance with the approved service rules on the basis of the human resources policy and strength of employees as approved by the board. f. The authority relating to transfer of and disciplinary measures against the staff, except those at two tiers below the MD/CEO, shall rest on him, which he shall apply in accordance with the approved service rules. Besides, under the purview of the human resources policy as approved by the board, he shall nominate officers for training etc.	Complied

PART-III

Contractual appointment of Advisor and Consultant in a Bank Company

As of 31 December 2024

Reference	Provision	Compliance Status
A.	**Appointment of Advisor**	
	1. Experience and Suitability: For appointment as advisor, the concerned person will have to fulfil the following requirements with regard to experience and qualifications: a. Experience in Banking or Administration for at least 15 (fifteen) years or have a long experience in social activities; b. Higher academic qualification in the field of Economics, Banking and Finance or Business Administration will be treated as additional qualification for the concerned person;	Not Applicable

Reference	Provision	Compliance Status
	c. Satisfaction should be ensured that the concerned person was not dismissed from his service when he was Chairman/Director/Official of any company; d. A person who is working in any bank or financial institution or who has business interest in that bank will not be considered eligible for appointment to the post of advisor; e. Satisfaction should be ensured that the concerned person is not a loan defaulter or tax defaulter and has never been adjudicated an insolvent by the court.	Not Applicable
	2. Responsibilities The responsibilities or terms of reference of advisor should be specified. The Advisor can advise the Board of Directors or the Managing Director/Chief Executive Officer only on those matters that are specified in the appointment letter. Routine works or general works will not be included in his term of reference. He can't exercise any kind of power or can't participate in the decision making process of financial, administrative, operational or any other activities of the bank.	Not Applicable
	3. Prior approval from Bangladesh Bank Prior approval from Bangladesh Bank is mandatory before appointing advisor. For such appointment, the justifications of the post of advisor, responsibilities or terms of reference, complete resume of the concerned person, terms of appointment (mentioning remuneration and facilities) and copy of board's approval must be submitted to Bangladesh Bank. The nominated person has to make a declaration as per Annexure-ka. This declaration must also be submitted to Bangladesh Bank.	Not Applicable
	4. Remuneration and other facilities The post of advisor is not a fixed or substantive post in the bank's organization structure. Advisor will not be entitled to salaries and allowances as regular employee except gross amount of remuneration, transport and telephone facilities. Remunerations inconsistent with terms of reference of the advisor will not be considered as acceptable by Bangladesh Bank.	Not Applicable
	5. Tenure The tenure of the advisor shall be maximum 1(one) year, which is renewable. An evaluation report (Signed by the chairman and is approved by the board of directors) of previous tenure should be submitted to Bangladesh Bank along with the re-appointment proposal.	Not Applicable
	6. Appointment of Ex-officials For good governance any former director, MD/CEO or any official will not be eligible to become an advisor in the same bank immediately after his/her retirement or resignation. But, after 1 year from such retirement or resignation he/she will be eligible for appointment as advisor.	Not Applicable
B.	**Appointment of Consultant**	
	1. Terms of Reference Consultant can be appointed for specialized tasks like tax, law & legal procedures, engineering & technical works, information technology, etc. Consultants' appointment should be avoided as much as possible for those works that could be done by regular employees of the bank.	Not Applicable
	2. Responsibilities The responsibilities or term of reference of consultant should be specified. He/she shouldn't be involved beyond his/her terms of references and he/she cannot exercise any kind of power in bank operation or cannot participate in the decision making process.	Not Applicable
	3. Appointment Consultant can be appointed with the approval of Board of Directors. After such appointment the bank shall send the consultant's complete resume, terms of reference and details of remuneration to Bangladesh Bank immediately.	Not Applicable
	4. Tenure The tenure of consultant should be consistent with the terms of reference, but would not exceed 2 (two) years. Generally, consultant's appointment will not be renewable, but to complete unfinished tasks, the contract can be extended up to maximum 1 year with the approval of Bangladesh Bank. An evaluation report (Signed by the chairman and is approved by the board of directors) of previous period should be submitted to Bangladesh Bank.	Not Applicable
	5. Remuneration/honorarium The consultant's remuneration should be in the form of monthly or single lump-sum payment, he is not entitled to any other facilities.	Not Applicable
	6. Appointment of Ex-officials For ensuring good governance any former director, MD/CEO or any official will not be eligible to become a consultant in the same bank immediately after his/her retirement or resignation. But, after 1 year from such retirement or resignation he/she will be eligible for appointment as consultant.	Not Applicable

STATUS OF COMPLIANCE WITH THE COMPANIES ACT, 1994 (AMENDED UP TO 2020)

This status report is prepared in compliance with Section 184 of the Companies Act, 1994 (Act No. XVIII of 1994), which mandates the inclusion of the following additional statements in the Directors Report.

Sl.	Particulars	Status
a	Industry outlook and possible future developments in the industry	Complied
b	Segment-wise or product-wise performance	Please refer to Management Discussion & Analysis section
c	Risks and concerns	
d	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin	Discussion on interest income, expense, operating and net profit provided.
e	Discussion on continuity of any Extra-Ordinary Gain or loss	The Bank did not make any extra-ordinary Gain or loss in 2024
f	Basis for related party transactions- a statement of all related party transactions should be disclosed in the annual report	Please refer to Annexure D
g	Utilization of proceeds from public issues, rights issues and/or through any others instruments	The bank did not go for any public issues and right issues in 2024
h	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.	No such instance
i	If significant variance occurs between Quarterly Financial performance and Annual Financial Statements the management shall explain about the variance on their Annual Report	Quarterly financial performance remained consistent with the figures presented in the annual financial statements, showing no notable variance.
j	Remuneration to directors including independent directors	Please refer to Note 31 of Financial Statements
k	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
l	Proper books of account of the issuer company have been maintained	Complied
m	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	Complied
n	International Accounting Standards (IAS)/International Financial Reporting Standards (IFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there-from has been adequately disclosed	Departure has been adequately explained in Note 2 to the Financial Statements.
o	The system of internal control is sound in design and has been effectively implemented and monitored	Complied
p	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	No doubts upon MDB's ability to continue as a Going Concern.
q	Significant deviations from the last year's operating results of the issuer company shall be highlighted and the reasons thereof should be explained	Complied
r	Key operating and financial data of at least preceding 5 (five) years shall be summarized	Complied
s	If the issuer company has not declared dividend (cash or stock) for the year, the reasons thereof shall be given	The Bank has consistently declared dividends every year.
t	The number of Board meetings held during the year and attendance by each director shall be disclosed	Complied
u	The pattern of shareholding shall be reported to disclose the aggregate number of shares (along with name wise details where stated below) held by: - a) Parent/ Subsidiary/ Associated Companies and other related parties (name wise details); b) Directors, Managing Director/Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and their spouses and minor children (name wise details); c) Executives; d) Shareholders holding ten percent (10%) or more voting interest in the company (name wise details)	Please refer to Pattern of Shareholding Content of the Financial Statements.
v	In case of the appointment/re-appointment of a director the company shall disclose the following information to the shareholders: - a) a brief resume of the director; b) nature of his/her expertise in specific functional areas; c) names of companies in which the person also holds the directorship and the membership of committees of the board.	Please refer to Board of Director Chapter.

DIVIDEND DISTRIBUTION **POLICY OF MDB**

Introduction: **The Dividend Distribution Policy of Midland Bank PLC.** prescribes a set of principles/guidelines in relation to declaration and payment of dividend and matters incidental thereto or connected therewith. Midland Bank PLC. always believes in optimizing shareholders' wealth while considering the regulatory directives, Requirement of Capital to Risk-weighted Asset Ratio (CRAR) and other subsequent effects. This policy is designed to lay down the guidelines on dividend distribution that serves multiple objectives of appropriately rewarding shareholders through dividend, minimizing tax burden effects and retaining strong CRAR to support future growth within regulatory framework. The said policy is formulated for ensuring proper distribution of declared dividend to the shareholders of the Bank. The Senior Management Team (SMT) is responsible to review the policy, which would finally be approved by the Board of Directors. Major highlights of the Dividend Distribution Policy of MDB are as follows:

MDB Dividend Distribution Policy will provide guidelines in the matter while the Board of Directors may consider the following internal and external factors while recommending dividend:

i) Current and prospective financial performances.
ii) Past dividend payout.
iii) Growth and investment opportunities.
iv) Asset quality considering Bank's non-performing loans (NPLs) ratio.
v) Current and prospective CRAR, including future growth requirements.
vi) Other Macro and Micro economic factors.
vii) Regulatory requirements.
viii) Cost of raising capital.
ix) Tax implications, including dividend distribution tax.
x) Such other factors/events that the Board of Directors may consider.

Regulatory Framework: Though the dividend decision would be guided by current and prospective financial performance, it needs to be within the regulatory framework defined by underlying regulators and also ensure compliance with the following laws and regulations:

i) Bank Company Act, 1991 and amended thereon.
ii) Companies Act, 1994.
iii) The Income Tax Ordinance, 1984 and amendment thereon.
iv) Bangladesh Bank circulars/guidance.
v) Bangladesh Securities and Exchange Ordinance 1969, Bangladesh Securities and Exchange Rules 1987, Bangladesh Securities and Exchange Act 1993, Bangladesh Securities and Exchange Commission (Public Issue) Rules 2015 and relevant Circular, Guideline, Notification and Directives issued by BSEC from time to time regarding declaration and distribution of dividend.

Shareholders' approval to be sought on dividend proposal at the Annual General Meeting (AGM). The dividend payout ratio to be computed without considering tax payable on dividend payouts. Few guidance of financial parameters in dividend recommendation will be as follows:

i) Cash dividend is preferred at least once in consecutive 2 years to avoid the Bank shifting to "Z Category" as per BSEC Order (vide letter no SEC/CMRRCD/ 2009-193/08, dated September 1, 2020).

ii) Cash dividend ratio will be higher or equal to the stock dividend ratio to avoid excess tax expenditure as per section 16(F) of ITO 1984.

iii) Maximum dividend payout ratio will be 70% on net profit after tax to avoid excess tax expenditure as per section 16(G) of ITO 1984.

iv) The dividend payout ratio and process will follow the guidelines given by Bangladesh Bank from time to time.

In the event of a conflict between the policy and the regulatory guidelines, the guidelines of the primary regulator i.e. Bangladesh Bank will prevail. However, the Board of Directors of the Bank will have the discretion to declare dividend considering the bank's need of capital, future growth plan and sustainability.

Internal Policy of MDB: Dividend Distribution Policy of Midland Bank PLC. is developed considering the long, medium and short term impacts on shareholders' value, stock price and local legislation and so on. The primary focus areas are as follows:

i) Capital Adequacy: Stock dividend enhances the Capital Base and strengthens bank's capacity. MDB pursues a policy of continued enhancements of its Capital Base.

ii) Retained Earnings: The reserve will help to increase the Capital to Risk-weighted Asset Ratio (CRAR) and ensure Bank's balance sheet growth, or such other purposes, the Board of Directors may deem fit in the interest of the Bank and its stakeholders.

iii) Liquidity: Stock dividend is a good source of fund and as such one of the most potential sources of liquidity.

iv) Dilution of Earnings per share (EPS): The bank will priorities the balance between issuance of stock and cash dividends to maintain a steady growth of EPS. Stock dividend enhances number of shares which results in dilution of EPS, thus barring the growth of EPS. Such factors will be considered while determining dividend declaration.

v) Shareholder Expectations: Shareholders often prefer cash payout than stock dividend. Cash dividend generate higher return on investment than stock dividend, if the market value and face value of the shares are similar or closer. Although, dividend will be declared considering other factors, like bank's capital need and regulatory requirements, etc.

Procedure for payment of dividend: Decision regarding dividend distribution of the bank will be guided by regulatory rules and directives. Dividend would be recommended by the Board of Directors based on the audited financial statements of the Bank. The following guidelines shall be followed:

i) Dividend shall be approved by the Shareholders at the Annual General Meeting (AGM) on the basis of recommendation of the Board of Directors, but no dividend shall exceed the amount recommended by the Board of Directors.

ii) All requisite approvals and clearances, where necessary shall be obtained before declaration of dividend.

iii) No dividend shall be paid other than out of profits of the Bank. No dividend shall be declared out of the capital reserve account, or the revaluation reserve account, or any unrealized gain, or out of profit earned prior to the incorporation of the company (if any), or through reducing paid-up capital or through doing anything so that the post-dividend retained earnings become negative or a debit balance.

Final dividend: The Board of Directors of the Bank shall recommend final dividend for the shareholders on the basis

of annual audited financial statements and declare the shareholders who shall be entitled to such dividend. The decision about recommending, or not recommending final dividend and entitlement for such dividend, if recommended, cannot be changed prior to holding the AGM. In case of declaration of stock dividend for the year, the Bank shall explain the reason for declaring stock dividend and utilization of such retained amount as capital (stock dividend) shall be disclosed in the annual report.

Entitlement to dividend: The Shareholders whose names would appear in the Register of Members of the Bank and/or in the Depository on the 'Record Date' would be entitled to receive the dividend of the Bank. The Shareholders whose names would appear in the Register of Members of the Bank and/or in the Depository on the 'Record Date' would be eligible to join in the AGM and entitled to receive the dividend of the Bank.

Payment of dividend: MDB shall pay off the dividend to the entitled shareholders, within 30 (thirty) days from the date of approval by shareholders in the AGM, complying the guidelines of Bangladesh Bank and Bangladesh Securities and Exchange Commission (BSEC) as the case may be.

Cash dividend: Cash dividend shall be distributed in the following manner and procedures:

i) MDB shall pay off cash dividend within stipulated time to the entitled shareholders and an amount equivalent to the declared cash dividend payable for the concerned year shall be kept in a separate bank account with MDB.

ii) MDB shall pay off cash dividend directly to the bank account of the entitled shareholders as available in the BO account maintained with the depository participant (DP), or the bank account as provided by the shareholders in paper form, through Bangladesh Electronic Funds Transfer Network (BEFTN).

iii) MDB may pay off such cash dividend through bank transfer, or any electronic payment system as recognised by Bangladesh Bank, where not possible to pay off through BEFTN.

iv) Upon receiving the claim on cash dividend from a stock broker or a merchant banker or a portfolio manager for margin client or customer who has debit balance or margin loan, or as per intention of the client of stock broker or merchant banker or portfolio manager, MDB shall pay off such cash dividend to the Consolidated Customers' Bank Account (CCBA) of the stock broker, or to the separate bank account of the merchant banker or portfolio manager through BEFTN.

v) In case of non-availability of bank account information, or if not possible to distribute cash dividend through BEFTN, or electronic payment system, MDB shall issue cash dividend warrant and shall send it by post to the shareholders designated address.

MDB shall pay off cash dividend after deducting applicable tax (AIT).

Stock dividend: MDB shall credit stock dividend directly to the BO account or issue the bonus share certificate of the entitled shareholders, as applicable, within stipulated time of declaration, or approval, or record date, as the case may be, subject to clearance of the exchange(s) and the Central Depository Bangladesh Limited (CDBL). MDB shall follow the provisions of BSEC and/or guidelines of Bangladesh Bank for issuance of bonus shares (if any).

MDB shall maintain a Suspense BO Account for undistributed, or unclaimed stock dividend, or bonus shares and shall also follow under mentioned procedures for ensuring the rightful ownership:

i) MDB shall send at least 1 (one) reminder to the entitled shareholders.

ii) The Suspense BO Account shall be held under the Block Module and such undistributed/unclaimed stock dividend/bonus shares shall not be transferred in any manner except for the purpose of allotting the bonus shares as and when the allottee approaches to the issuer.

iii) Any corporate benefit in terms of shares accrued on such undistributed/unclaimed stock dividend/bonus shares shall be credited to the Suspense BO Account.

iv) MDB shall, upon receiving application from the allottee and after proper verification of identity and his entitlement, credit the bonus shares lying with the Suspense BO Account to the BO account of the allottee, or issue bonus shares to the allottee, as applicable, within 15 (fifteen) days of receiving application with an intimation to the Bangladesh Securities and Exchange Commission (BSEC) and Dhaka Stock Exchange PLC. (DSE) and Chittagong Stock Exchange PLC. (CSE).

v) Any voting rights on such undistributed/unclaimed stock dividend/bonus shares shall remain suspended till the rightful ownership claim of the shareholders is established.

Unpaid/Unclaimed dividend

MDB shall not forfeit any unclaimed cash dividend/stock dividend/bonus shares till the claim becomes barred by the law of land in force or imposition of any injunction by the court on the entitlements of dividends. MDB shall follow the rules and regulations of the regulators issued from time to time regarding payment of unclaimed/unpaid cash dividend and stock dividend to the entitled shareholders.

MDB shall maintain detailed information of unpaid/unclaimed cash dividend and rationale thereof, as per BO account (number-wise or name-wise or folio number-wise) of the shareholders, and shall also disclose the summary of aforesaid information in the annual report and shall also report in the statements of financial position (Quarterly/annually) as a separate line item 'Unclaimed Dividend Account'. MDB shall publish the year-wise summary of its unpaid/unclaimed cash/stock dividend in its website.

Submission of dividend distribution compliance report

MDB shall submit a dividend distribution compliance report to the BSEC, DSE & CSE in a specified format issued by the regulator (s) within stipulated time of completion of dividend distribution to the entitled shareholders.

Conclusion: MDB will revise and adopt appropriate dividend policy as and when required to revise due to change of laws and in compliance with the circulars/notifications/directives as per industry best practices under the regulatory framework.

REPORT ON DIVIDEND
DISTRIBUTION COMPLIANCE

Report on Dividend Distribution Compliance Under Clause (6) of the Directive No.BSEC/CMRRCD/2021-386/03, dated: 14/01/2021				
01	Name of the Issuer/Securities/Mutual Fund	MIDLAND BANK PLC.		
02	Particulars of Issuer DP	Not Applicable, as only Cash Dividend disbursed		
03	Type of Dividend (Annual/Interim) (*Put tick mark (a) on the recommended option*)	a) Annual ☑ b) Interim ☐		
04	Whether audited or not for Interim Dividend (Put tick mark (a) on the recommended option)	a) Audited ☐ b) Unaudited ☐		
05	Date of recommendation of Dividend by the Board of Directors/Trustee:(Enclose copy of PSI)	April 28, 2024		
06	Whether Dividend recommended other than directors or sponsors or any other classes (Put tick mark (a) on the recommended option)	a) Yes ☐ b) No ☑		
07	Record date for entitlement	May 20, 2024		
08	Rate of Dividend recommended by the Board of Directors/ Trustee	5% Cash		
09	Dividend recommended-Type (Put tick mark (a) on the recommended option)	a) Cash ☑ b) Stock ☐		
10	Securities/mutual fund traded under which categories (Put tick mark (a) on the recommended option)	a) A ☐ b) B ☑ c) G ☐ d) N ☐ e) Z ☐		
11	Date of transfer to a separate bank account (Pls. mention bank details) or provisional credit of shares/units by CDBL	Jun 20, 2024		
12	Date of approval of Dividend at AGM	13.06.2024		
13	Rate of Dividend approval at AGM-details at Annexure, (if any change)	5% Cash		
14	Date of commencement of disbursement of Cash and Stock Dividend	July 07, 2024		
15	Mode of disbursement of Cash Dividend (Put tick mark (a) on the recommended option)	a) BEFTN ☑ b) Bank Transfer ☑ c) MFS ☐ d) Dividend Warrant ☐ e) Any other mode ☑		
16	Date of completion of disbursement of Cash and Stock Dividend [Enclose Bank statements and Corporate Action Processing Report (DP 70)]	09.07.2024		
17	Paid-up-capital of the issuer- before corporate action/ entitlement	TK. 639,66,97,530/-		
18	Numbers of securities/shares outstanding-before corporate action/entitlement: 639,669,753			
19	Total cash in taka or stock (nos. shares) dividend as per corporate declaration	319834876.50	Gr. Div. Tk.31,98,34,876.50 Tax Tk.4,45,27,773.44 Net Div. Tk.27,53,07,103.06	
20	Distribution/Disbursement details of Cash & Stock Dividend;	Cash (Tk.)	Stock (nos)	Annexures
	A. Mode of Dividend payment/credit for the concerned year:			
	a) through BEFTN or directly credited to respective BO	28,108,745.44		
	b) through Bank Transfer other than entitled BO-Margin loan			
	c) through Bank Transfer	1,519,469.70		
	d) through Mobile Financial Service (MFS)			
	e) through any other mode as approved by Bangladesh Bank (pay-order)	232,118,225.80		
	f) through transfer to Suspense Account for dematerialized Shares (BO wise detailed with reason should be maintained and submitted)			

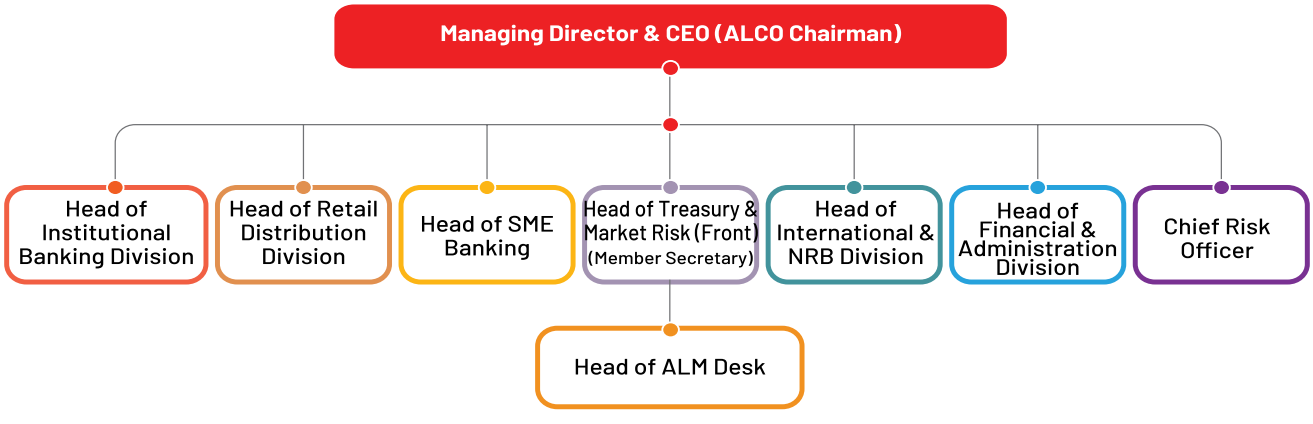
Report on Dividend Distribution Compliance Under Clause (6) of the Directive No.BSEC/CMRRCD/2021-386/03, dated: 14/01/2021				
	g) through issuance of Dividend Warrant or issue of shares to Suspense Account for non-dematerialized securities			
21	Total Dividend paid/credited for the concerned year *	261,746,440.94		
22	Total unpaid/undistributed Dividend/accrued during the period (20-21)**	13,560,662.12		
23	Total unpaid/undistributed Dividend/accrued as on 1st day of Accounting year (as per Audited Accounts)	48,636,873.99		
24	Transfer to Suspense Account for Demate Shares or any other reasons during the concerned year			
	A. Mode of Dividend Receipts/payment/credit for the previous years:			
	a) through BEFTN or directly credited to respective BO			
	b) through Bank Transfer			
	c) through Mobile Financial Service (MFS)			
	d) through any other mode as approved by Bangladesh Bank			
	e) through transfer to/from Suspense Account for Demate Shares or any reasons			
	f) through issuance of Dividend Warrant or issue of shares to Suspense Account for non-dematerialized securities/shares/ units			
	g) transfer of cash or stocks to the Fund as prescribed or directed by Commission after 3 years or forfeit of share to Suspense Account for non-dematerialized securities			
25	Total Dividend paid/credited for previous years:			
26	Total unpaid/undistributed Dividend for previous years (23+24-25) Taka/Nos***	62,336,415.79		
27	Grand Total of unpaid/undistributed Dividend (22+26)***	75,897,077.91		
28	Aging of grand Total of unpaid/undistributed Dividend for previous years:			
	More than 3 years; balance	35,283,920.49		
	More than 4 years; balance	15,254,490.24		
	More than 5 years & above; balance	0		
	Total of unpaid/undistributed Dividend for previous years***	62,336,415.79		
	(Supporting bank statements and balances of securities with the Depository)			
Note: Issuer shall maintain BO wise detailed information for all transfers/credit to suspended Accounts with reasons and submit along with bank statements and other supporting documents. The issuer shall fill up all the applicable fields.				
	* Dividend amount has been shown net of tax.			
	** Unpaid amount includes cash dividend that was kept in the Dividend Payment Account for Court Injunction and pending receipt of Succession Certificate for deceased shareholder along with returned dividend due to unsuccessfull EFT/Online Transfer.			
	*** Unpaid amount consists Pre-IPO cash dividend entitlements to Pre-IPO shareholders due to Court Injunction and pending Succession Certificate for deceased shareholder. UNCLAIMED DIVIDEND AMOUNT IS AS ON REPORTING DATE.			

STATEMENT ON ETHICS AND **BUSINESS CODE OF CONDUCT**

MDB is committed to conducting all business activities with the highest ethical standards, upholding principles of honesty, integrity, fairness, and transparency in all interactions with customers, employees, partners, and the community. The principle objective of this set of code of conduct is to protect the interests of customers, owners and employees, stakeholders as well as the counterparties, in addition to the wider interests of the society as a whole. This Code of Conduct is also vesting the responsibility of compliance of the codes set herein along with abidance of legislation, regulation and industry/employer codes and standards on all concerned in the bank in all day to day activity. This Code of Conduct intended to comply compulsorily by bank while conducting the businesses. The ultimate and firm objective is to ensure integrity, high ethical standards, due skill, care and diligence in all of the business and allied activities, including the stakeholders. MDB will take reasonable care and measures to organize, manage and control its dealings and affairs responsibly and effectively, with adequate risk management systems and financial resources. Details have been discussed in "**Guiding Philosophy of Governance Practices**" under Corporate Governance Report. MDB upholds a strong compliance culture through its Code of Conduct and Ethical Guidelines, applicable to employees. Key highlights of MDB's Code of Conduct and Ethical Guidelines include adherence to anti-money laundering laws, promoting honesty and integrity, avoiding conflicts of interest, and prohibiting bribery. These code and guidelines emphasize responsible business and financial practices, discourage speculation in stocks, prohibit participation in political activities, and outline ethical principles for handling customer complaints. MDB is committed to maintain the highest standards of conduct and integrity across all levels of the Bank. Activities of MDB are guided by laws of the country, international rules and internal policies, as well as its responsibilities toward regulators, shareholders, customers, employees and the community in which it serves. MDB's reputation, integrity, risk management ability and accounting integrity are directly affected by the conduct of its employees. It is policy of MDB to conduct the business of the Bank being compliant with the laws, rules and regulations of the community in which it operates and to adhere to the highest ethical standards. Details have been discussed in "Code of Conduct and Ethical Guidelines" under Corporate Governance Report. The Managing Director and CEO, as the head of the management team, is accountable to the Board for running the Bank in line with established policies and regulatory guidelines. Management's key duties include safeguarding stakeholder interests, implementing Board approved policies and strategic direction, and maintaining a strong internal control system to ensure legal and regulatory compliance. Details have been discussed in "Separation of Chairman and Chief Executive Officer Roles" under Corporate Governance Report. MDB's Code of Conduct serves as both an internal guide and external commitment of corporate values to its stakeholders. It conveys the mission, vision, and values while setting clear expectations for employees' conduct in their interactions with both internal and external stakeholders. It stands as a valuable resource, aiding employees in accessing relevant documents, services, and resources maintain ethical code of business and operation across MDB. Details have been discussed under "Code of Conduct" under Organizational Overview.

REPORT OF THE **ASSET LIABILITY COMMITTEE (ALCO)**

ALM is a key Financial and Risk Management discipline that concerns the management of the bank's On-and Off-Balance Sheet positions in such a way that the bank is able to offer competitively priced products and services to customers whilst maintaining an appropriate risk/reward profile that creates shareholder value.



Asset Liability Management (ALM) Desk

The ALM desk is responsible for day-to-day management of the, market risk and liquidity risk of the bank and involves oversee the growth and sustainability of assets and the liabilities, managing and oversee the overall activities of Money Market, managing liquidity and market risk of the bank, understanding the market dynamics i.e., competition, potential target markets etc. for expansion of the business, Providing inputs regarding market views and to suggest proper balance sheet movement (expand or shrink) to cope with the changing situation in the market or in the economy, keeping records of ALCO meetings, to monitor the implementation status of the action taken in ALCO meetings etc.

Key Roles and Responsibilities of ALCO

Major Areas of Responsibility	Key Roles and Responsibilities of ALCO
Core Asset-Liability Management Process	Hold a formal meeting (usually once a month). Informal meetings will be held on as needed basis. Monitor and discuss the status and results of implemented asset/liability management strategies and tactics. To keep records of ALCO meetings, to monitor the implementation status of the action taken in ALCO meetings.
Ensuring Healthy Balance Sheet Growth	Developing Asset/Liability driven balance sheet strategies for balance sheet growth based on macro indicators and management target. Developing parameters for the pricing and maturity distributions of deposits, loans and investments. Ensuring healthy asset portfolio growth and optimizing liability maturity structure and cost.
Interest Rate Risk, Maturity Gap and Liquidity risk management	Presenting interest rate forecasts and developing strategies for balance sheet maturity and Gap management for minimizing Impact on NII and EVE risk limits. Regular review of Interest rate risk and liquidity risk limits. Review the current and prospective liquidity positions and monitor alternative funding sources. Review maturity/re-pricing schedules with particular attention to the maturity distribution of large amounts of assets and liabilities maturing. Review the liquidity and contingency funding conditions of the Bank in stressed liquidity conditions.
Fund Transfer Pricing Policy	Formulating appropriate Fund Transfer Pricing Policy and system. Monitoring and optimizing rates to enhance branch and business segment-wise performance. Development of Transfer Pricing Curve reflecting risk premium attribution for different risk segments.
Balance Sheet Optimization and NII enhancement	Overseeing and devising alternate strategies to improve portfolio return and risk. Review actual net interest income and asset/liability distribution versus budget. Review the level and makeup of non-earning assets.

Key Achievements of ALCO in 2024

Superior Asset Quality & Enhanced Liquidity

Achieved stable balance sheet growth while ensuring superior liquidity

Risk Managment and Optimization

Minimized and managed maturity mismatch and term structure of balance sheet

Fund Transfer Pricing

Introduction of robust multiple-rate based Fund Transfer Pricing Policy

Indicator Name	Current Value	Regulatory Limit
AD Ratio	77.29%	Max 87.00%
Maximum Cumulative Outflow	16.46%	Max 16.50%
Liquidity Leverage Ratio (LCR)	311.98%	>=100%
Net Stable Funding Ratio (NSFR)	109.72%	>100%
Leverage Ratio	8.57%	Min 3.50%

DISCLOSURE ON
NATIONAL INTEGRITY STRATEGY

As part of its unwavering commitment to ethical governance, transparency, and responsible banking, **Midland Bank PLC.** has embraced the principles of the **National Integrity Strategy (NIS)**, a policy framework. The NIS aims to promote integrity, prevent corruption, and establish a culture of accountability across all sectors of the nation, including the financial industry. In alignment with this national agenda, Midland Bank integrates NIS principles into its internal governance structure, employee conduct, compliance mechanisms, and service delivery processes. This disclosure highlights the bank's ongoing initiatives under the NIS framework, reflecting our dedication to adopting an ethical workplace, safeguarding stakeholder interests, and contributing to the broader national goal of sustainable and transparent institutional growth.

Prevent Corruption	*Promote Good Governance*	*Enhance Institutional Capacity*	*Ensure Citizen Engagement*
			
Uphold Transparency And Ethics	Confirm Fairness & Accountability	Strengthen Ethical Performance	Encouraging Integrity

Alignment of NIS with MDB's vision and mission

Midland Bank PLC.'s vision and mission align with the core principles of the National Integrity Strategy (NIS) to promote ethical governance, transparency, and accountability. Our vision is to be the preferred financial service provider, trusted, respected, and valued by all stakeholders, striving for excellence in every aspect, while our mission focuses on delivering quality banking services, promotion customer-centric solutions, and supporting inclusive economic growth. Through these guiding principles, we aim to contribute to a corruption-free, sustainable, and transparent financial ecosystem that benefits all stakeholders and upholds national integrity.

National Integrity Strategy (NIS) and MDB

At Midland Bank PLC, we understand the critical role of maintaining integrity and transparency in fostering trust with our stakeholders and contributing to a sustainable financial ecosystem. In alignment with the principles of the National Integrity Strategy (NIS), the bank has adopted a comprehensive set of initiatives designed to integrate ethical practices into every aspect of its operations. These initiatives reflect our commitment to ensuring not only regulatory compliance but also the promotion of a culture of accountability, transparency, and good governance. The following key actions outline the steps we have taken to uphold the values of the NIS and maintain our status as a responsible corporate entity within the banking industry. The steps we have taken to uphold the values of the NIS include:

INITIATIVE	DETAILS
Compliance Reports	Timely submission of quarterly compliance reports to Bangladesh Bank.
Integrity Meetings	Regular Quarterly meetings with documented minutes and follow-ups.
Integrity Awareness	Publishing integrity slogans and rhymes on the MDB's website & social Media.
Employee Training	Integration of ethics and integrity modules in employee training programs.
Code of Conduct	Comprehensive Code of Conduct for all employees.
AML Measures	Strong anti-money laundering and counter-terrorist financing measures.
Transparency	Ensuring transparency across all operational and governance activities.
Whistleblower Protection	Establishment of a confidential whistleblower protection mechanism.
Customer Awareness	Awareness campaigns on ethical banking practices and customer rights.
Performance Evaluation	Inclusion of ethical behavior criteria in employee performance evaluations.
Digital Tools	Use of digital tools to improve transparency and handle complaints.

By aligning our operations with the National Integrity Strategy (NIS), Midland Bank PLC. proudly continues its commitment to honesty, good governance, and sustainable business practices. Inspired by our slogan ***"bank for inclusive growth"*** we believe that true success means not only achieving financial goals but also supporting fair development and building a culture of integrity. To us, integrity builds trust, drives better performance, and protects against risks. Looking ahead, Midland Bank will continue to strengthen transparency, promote ethical leadership, and play an active role in creating a brighter, more accountable, and corruption-free Bangladesh.

DIVISIONAL PERFORMANCE OVERVIEW



REPORT FROM BOARD AND **COMPANY SECRETARIAT DIVISION**

Company Secretariat Division of Midland Bank PLC. (MDB) plays a fundamental role in ensuring the bank's adherence to all regulatory, governance, and compliance requirements. As the custodian of corporate governance, this division is instrumental in upholding the integrity and transparency of the bank's governance framework by overseeing compliance with laws, regulations, and internal policies. Its key responsibilities include the efficient preparation and organization of Board meetings, maintaining accurate and secure records, and facilitating smooth communication between the Board of Directors and Management of MDB. The division is also entrusted with ensuring that Midland Bank PLC. (MDB) and its Board comply with all applicable laws, rules, regulations, directives, and corporate governance best practices.

Additionally, the Company Secretariat Division is responsible for the preparation, maintenance, and safekeeping of essential corporate records and documents related to the division. It also serves as the primary liaison between MDB and regulatory bodies, government authorities, and other stakeholders, ensuring that the bank remains in full compliance with all applicable legal and regulatory frameworks. Furthermore, this division is committed to ensure effective compliance with Bangladesh Secretarial Standards (BSS), as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB), thereby reinforcing MDB's dedication to sound corporate governance and best practices.

Key Duties of Company Secretariat Division

Key Duties	Description
Regulatory Compliance	Ensuring compliance with all relevant laws, regulations, and directives issued by regulatory authorities.
Corporate Governance	Upholding integrity and transparency by managing compliance with governance codes and best practices.
Board & Committee Meetings Management	Organizing Board and Committee meetings, setting agendas, preparing documentation, and disseminating materials.
Record-Keeping & Documentation	Maintaining accurate and secure records, including meeting minutes, resolutions, and essential documents.
Communication Between Board & Management	Facilitating effective coordination and communication between the Board and Management.
Liaison with Regulatory Authorities	Acting as the primary link between the bank and regulatory bodies, government authorities, and stakeholders.
Compliance with Bangladesh Secretarial Standards (BSS)	Ensuring adherence to BSS as prescribed by the Institute of Chartered Secretaries of Bangladesh (ICSB).
Internal Policy Compliance	Overseeing compliance with the bank's internal policies and aligning them with regulatory frameworks.
Legal & Compliance Advisory	Providing guidance on corporate governance, compliance matters, and regulatory changes to mitigate legal risks.
Safekeeping of Corporate Documents	Overseeing the preparation, maintenance, and safekeeping of essential corporate documents.
Ensuring Regulatory Compliance of Subsidiaries	Supervising and ensuring full regulatory compliance of **Midland Bank Asset Management Company Limited (MDBAMC)** with applicable laws and governance Code.

Compliance & Governance Achievements

We achieved several milestones in 2024, strengthening MDB's commitment to corporate governance and compliance



- Full Compliance with Bangladesh Bank and BSEC directives.
- Implementation of Bangladesh Secretarial Standards (BSS).
- Successful Conduct of 34 Board & Committee Meetings.
- Strengthened Compliance Framework through strong oversight.
- Enhanced Liaison with regulatory bodies to ensure compliance.

Board & Committee Meetings in 2024

The Company Secretariat Division successfully conducted Board and Committee meetings in 2024, ensuring efficient governance and regulatory compliance. The following table represents the total number of meetings held throughout the year:

Board & Committee Meetings in 2024

Meeting Type	Q1	Q2	Q3	Q4	Total Meetings
Board Meetings	4	3	3	3	13
Executive Committee Meetings	3	3	2	3	11
Risk Management Committee Meetings	1	1	0	2	04
Audit Committee Meetings	1	1	1	1	04
Shariah Supervisory Meetings	1	0	1	0	02
Total Meetings Held	10	08	07	09	34

The division ensured that all meetings were conducted efficiently and in strict compliance with regulatory and governance requirements. The Company Secretariat Division remains dedicated to ensuring transparency, regulatory compliance, and corporate governance excellence at MDB. By fulfilling its key responsibilities and liaising effectively with regulatory bodies, the division continues to strengthen MDB's position as a leading, compliant, and well-governed financial institution. The division extends its sincere gratitude to the Board of Directors, Management, and all stakeholders for their unwavering support and collaboration in achieving these objectives.

REPORT FROM **HUMAN RESOURCES MANAGEMENT DIVISION**

In 2024, the Human Resources Management Division (HRMD) was essential to the expansion of the company and the development of an excellence-oriented culture. With HR methods that closely matched MDB's vision and goals, HRMD concentrated on luring, nurturing, and keeping outstanding people. The division is involved in a wide range of functions which includes the following:



Recruitment & Orientation

An important role in MDB is recruitment and orientation. The process of finding, luring, vetting, and choosing the best applicants for available positions inside a company is known as recruitment. It's an essential role for any firm since it has a direct impact on the caliber of its employees and overall performance. It typically involves the following stages:

1. Job Analysis and Planning: Job analysis and planning are fundamental processes in human resource management. They offer the crucial data required to make well-informed choices on a range of HR-related tasks, including as hiring, screening, training, pay, and performance evaluation. The methodical process of obtaining and analyzing data regarding a job in MDB is known as job analysis. It entails dissecting a work into its component elements in order to comprehend the particular tasks, obligations, and specifications.
2. Resume Sourcing: The active process of finding and luring possible applicants for available positions is known as resume sourcing. It involves more than just publishing a job opening and watching for applications. Rather, it entails actively looking for eligible people across several channels and contacting them directly. In order to attract potential candidates, the HRMD sources resumes from a variety of sources, including job fairs, internal employee references, and internet job portals.
3. Screening and Shortlisting: To find applicants who fit the employment requirements, HRMD reviews the resumes and applications it receives. To further reduce the number of applications, we administer preliminary tests. Written tests are given to recent graduates prior to their initial or final interview in order to assess their qualifications.
4. Interviews and Selection: Selection and interviews are regarded as the core of the employment process. The most important stage after finding a pool of competent applicants is conducting interviews and making a selection. Here, we examine their credentials in further detail, determine whether they mesh well with the position and corporate culture, and make our hiring decision. To evaluate the shortlisted candidates' qualifications, abilities, and fit for the role, the HRMD sets up interviews. To choose the best applicant, we also run several rounds of interviews, such as preliminary and panel interviews.

The first time a new hire is introduced to their position and the business is known as employee orientation. It is the initial phase of a longer onboarding process that may take weeks or even months to complete. The key aspects of orientation process of MDB are as follows:

1. Pre-Boarding: HRMD begins the onboarding process by giving new hires essential paperwork, including the employee information booklet, pre-employment medical check-up forwarding, and the Bank's joining checklist, prior to their arrival. This makes the worker feel ready and accepted right away.
2. Orientation: Employees receive a posting letter and job rotation on their first day of work. The job rotation is a program that some employees go through for a set amount of time, and the posting letter details the employee's location of posting.

Talent Development

Talent development is crucial for MDB employees because it helps them achieve current and future organizational objectives by leveraging their special talents, knowledge, and skills. To fully realize our employees' potential and advance our business, we must invest in them. Training and skill development programs that are effective are designed and tailored to the specific needs of the Bank and its staff. In addition to the individual's developmental aims and career aspirations, the programs are made to be in line with MDB's strategic objectives and goals.

1. On-The-Job Training: During this kind of training, learning is facilitated by coaching, observation, and practical experience.
2. Classroom Training: This covers seminars and official classroom/virtual training sessions.
3. Mentoring and Coaching: Mentors and coaches provide direction, encouragement, and feedback to people who want to improve their abilities and expertise.

By taking part in successful training and skill development programs, employees may acquire the knowledge and abilities necessary to perform their job responsibilities, contribute to MDB's success, and advance their careers.

Performance Management

Performance management is the ongoing process of establishing clear expectations, giving frequent feedback, and evaluating worker performance in order to promote development and accomplish company objectives. Annual evaluations are only one aspect of it; managers and staff engage in a continuous conversation that promotes development, progress, and alignment with corporate goals.

Key Components of Effective Performance Management:

1. Goal Setting: Setting specific, measurable, achievable, relevant, and time-bound (SMART) goals that align with organizational objectives.
2. Ongoing Feedback: Providing frequent and constructive feedback throughout the year, both positive and negative.
3. Performance Reviews: Conducting regular performance reviews to assess progress towards goals, provide feedback, and discuss development plans.
4. Performance Appraisals: Evaluating employee performance against established criteria and providing feedback on strengths and areas for improvement.
5. Development Planning: Identifying Development Needs: Identifying skills gaps and areas for growth based on performance reviews and employee feedback.

6. Creating Development Plans: Developing individual development plans to address identified needs through training, mentoring, coaching, or other development opportunities.
7. Recognition and Rewards: Recognizing and rewarding employees for their accomplishments and contributions.

Payroll & Reward Management

In MDB, managing rewards and payroll are essential tasks. While reward management concentrates on luring, inspiring, and keeping top talent through an extensive system of rewards and recognition, payroll guarantees the precise and prompt payment of employee salaries and wages. The key components of payroll and reward management of MDB are as follows:

1. Payroll Administration: This entails precisely computing and handling the salaries, bonuses, arrears, and deductions of employees.
2. Benefits Administration: This involves overseeing programs for employee benefits, including retirement plans, health insurance, and other incentives.
3. Compensation Management: This entails choosing and arranging basic pay, incentives, and performance-based awards as part of employee compensation packages. To guarantee competitive remuneration methods, it could entail performing market research and analysis.
4. Reward and Recognition Programs: This is the process of creating and overseeing initiatives to honor and reward the contributions, performance, and accomplishments of employees.

Organizations can encourage staff, draw in and keep top talent, and guarantee equitable and competitive pay by implementing effective payroll and incentive management. Additionally, it is essential for preserving employee engagement and happiness, which eventually helps the firm succeed. Across the whole employee lifecycle, MDB ensures a consistent and competitive payroll and reward management procedure. At MDB, we provide a competitive benefits package, annual incentives, and performance-based raises. In addition to this, MDB offers its workers various incentive programs, such the Best Performance Award, Integrity Award, and Banking Diploma Completion.

Organizations may maintain a happy and productive work environment, ensure correct and timely employee salary payments, and comply with all applicable rules and regulations by handling payroll administration properly.

HRM Operations

HRM Operations are the daily tasks associated with managing staff members at MDB. Employee engagement, motivation, and satisfaction are all greatly impacted by these activities, and these factors eventually have an effect on organizational performance. Some of the common HRM operations include:

	***Employee Relations***	This include managing employee complaints, disputes, and grievances in addition to cultivating a favorable workplace culture and employment relations.
	***Legal Compliance***	Laws and rules pertaining to employment, such as labor laws, anti-discrimination legislation, and health and safety requirements, must be followed by HRM operations.
	***Humen Resurce Information System***	This include keeping databases up to date, managing employee data, and guaranteeing the privacy and security of employee information.

A healthy work environment, employee alignment with the organization's aims and objectives, and the attraction, retention, and development of top talent are all made possible by effective HRM operations. In the end, it contributes to corporate performance by maintaining employee engagement and satisfaction and ensuring legal compliance. In keeping with our objectives and promoting our long-term performance, the Bank's service rules and regulations are made to attract the best candidates, offer equitable chances, and foster a comprehensive culture. In accordance with our government's and central bank's instructions, they also represent pertinent employment law. We want our employees to treat their coworkers with respect and decency and to have zero tolerance for bullying, harassment, discrimination, or persecution on any basis. Other HRM operational tasks include employee separation, transfers, and leave.

We value the ingenuity and inventiveness of our staff in enhancing the Bank's operational procedures. As Bank Brand Ambassadors, employees will be treated with the same respect, work-life balance, and caring attitude that they are expected to exhibit with each and every client.

REPORT FROM **FINANCIAL AND ADMINISTRATION DIVISION**

The Financial and Administration Division (FAD) of Midland Bank PLC. played a dynamic role throughout 2024 in maintaining strong financial discipline. It ensured full regulatory compliance while aligning financial practices with the Bank's strategic direction. FAD's contributions were crucial in driving the Bank's operational efficiency and sustainable growth.

Financial Discipline	Regulatory Compliance	Strategic Support	Sustainable Reporting
			
Strong Internal Financial Controls	All Local And International Standards	Risk Management	Continuous Improvement

Through sustainable financial planning, timely reporting, prudent tax management, and proactive capital monitoring, FAD has significantly contributed to the Bank's financial sustainability and governance. The following outlines the key functions and achievements of FAD during the year:

Financial Disclosure & Budget Formulation	FAD successfully prepared the Consolidated and Separate Financial Statements for the year 2024 in accordance with the International Financial Reporting Standards (IFRS), Bangladesh Bank circulars, and other relevant regulations. The division ensured transparency, accuracy, and timeliness in financial disclosures, facilitating an unqualified external audit outcome.
Regulatory Reporting & Financial Closure	The Financial Administration Division (FAD) maintained strict adherence to monthly, quarterly, and annual financial closing cycles, ensuring the timely preparation of management reports and external financial disclosures. Throughout the year, the division efficiently coordinated all internal and external reporting obligations, including the accurate and timely submission of financial statements and regulatory reports to key stakeholders such as Bangladesh Bank, the National Board of Revenue (NBR), the Bangladesh Securities and Exchange Commission (BSEC), the Dhaka and Chittagong Stock Exchanges, as well as Midland Bank's Board of Directors and Audit Committee.
Expenditure Control and Tax Compliance	The Financial Administration Division (FAD) ensured prudent cost control by closely monitoring operating and capital expenditures, supported by regular expense tracking and analysis. The division also upheld strict tax compliance through accurate tax filings, timely deposit of AIT, VAT, and duties, and proactive handling of NBR audits. Efficient tax planning helped minimize risks and safeguard the Bank's financial integrity.
Regulatory Capital Monitoring	FAD ensured that the Bank maintained a Capital Adequacy Ratio (CAR) well above the regulatory minimum as per Basel III requirements. Regular monitoring and projections helped in maintaining a healthy capital buffer, ensuring MDB's capacity to absorb financial shocks and support sustainable growth. These activities enhanced the Bank's financial stability and ensured ongoing compliance with regulatory standards.
Financial Information Provider	The Financial Administration Division (FAD) continued to serve as a key provider of financial insights and performance data to both internal and external stakeholders. It supported management with timely dashboards and forecasts, assisted business units through budget utilization reports and performance analytics, and supplied the Risk and Compliance departments with essential financial metrics. Additionally, FAD provided comprehensive data packages to external auditors, regulators, and rating agencies. Its commitment to data accuracy and timely reporting strengthened trust, accountability, and transparency across the Bank's operations.
MDB's Policy Development and Auditor Engagement	During the year, the Financial Administration Division (FAD) actively contributed to the development, revision, and implementation of key finance-related policies, including the Financial Reporting and Disclosure Policy, Tax Management Policy, Budget and Expense Control Guidelines, and Capital Planning Policy. In addition, FAD played a vital role in the appointment and reappointment processes of external auditors. All engagements were conducted with due diligence, emphasizing professional competence, regulatory compliance, and the creation of long-term value for the Bank.

Looking Ahead: Financial Administration Division of MDB confirmed its role as the financial backbone of Midland Bank PLC. Through strategic planning, financial stewardship, and a commitment to excellence, FAD ensured the Bank's financial soundness, regulatory compliance, and operational integrity. Looking forward, the division is poised to embrace digital innovation, process automation, and advanced analytics to further elevate the quality and impact of its contributions in the evolving financial landscape.

REPORT FROM **INFORMATION TECHNOLOGY DIVISION**

Information Technology has significantly enhanced operational efficiency, transparency, speed, and accuracy in banking transactions. Customers now enjoy greater convenience through multiple digital delivery channels. With the evolution from traditional banking to digital platforms, Midland Bank PLC. (MDB) has embraced digital transformation to deliver seamless, contactless banking services for both individual and corporate customers.

MDB has connected with modern payment systems and introduced tech-enabled solutions, enriching the digital experience of our clients. We introduced Digital Loan services via midland online, enabling customers to meet urgent financial needs from home. We have also launched Digital Credit Cards, allowing customers to apply, receive, and manage their cards digitally without visiting a branch.

Customers are regularly managing their transactions, transferring funds (both own and other bank), transferring funds to MFS (bkash, Nagad, Rocket, Upay etc.) viewing account statements, and paying utility or credit card bills through midland online. To further enhance the customer experience, we have introduced an Online Customer Feedback system covering our branch services, midland online, and the Contact Centre.

For our corporate clients, we have launched Midland Cash Management (MCM) mobile app, offering tailored digital services to support efficient business operations.

In terms of security and compliance, MDB has achieved ISO 27001:2013 certification, PCI-DSS certification, and complied with the SWIFT CSP framework, aligning with global standards to ensure data and transaction security.

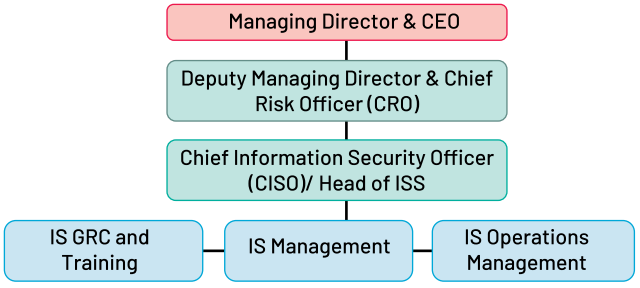
These initiatives reflect our ongoing commitment to digital innovation and customer-centric banking.

Information Security: Safeguarding Our Trust in Banking and Digital Future

In the digital age, information security has become the cornerstone of trust and reliability in the banking sector. As a custodian of sensitive financial data, banks face an ever-evolving landscape of cyber threats and challenges. To maintain the confidence of our customers and stakeholders, we have prioritized robust security measures, continuous vigilance, and strategic investments in cutting-edge technology.

Information Systems Security Department (ISSD) plays a crucial role in the information security process by evaluating security issues and making recommendations to the MDB ICT Security Committee (ICTSC). It ensures the protection of the Bank's data, technological infrastructure, and computer systems through policy development, awareness initiatives, incident response, and resource planning.

The following structure has been developed to ensure that the organization's information assets are effectively protected against cyber threats and that the risk management framework aligns with the Bank's objectives.



Our Commitment to Security

- **Data Protection Framework:** We adhere to globally recognized security standards and comply with regulatory requirements to protect customer data. Our framework encompasses encryption, access controls, and regular audits to ensure confidentiality, integrity, and availability.
- **Advanced Threat Detection and Prevention:** Leveraging Artificial Intelligence (AI) and Machine Learning (ML), our systems proactively identify and neutralize potential threats. Real-time monitoring and anomaly detection enable us to address risks before they materialize into incidents.
- **Regulatory Compliance:** Strict adherence to regulations of The Central Bank of Bangladesh, including ISO 27001, PCI-DSS, and data localization laws. Regular audits and assessments conducted by both internal teams and external cybersecurity experts.
- **Employee Awareness and Training:** Recognizing that human error can be a significant vulnerability, we conduct regular training sessions to equip our employees with the knowledge to recognize and mitigate cyber risks. Simulated phishing exercises and cybersecurity awareness programs are integral to our strategy.
- **Incident Response Preparedness:** We have established a comprehensive incident response plan to swiftly and effectively address any security breaches. Regular drills and collaboration with cybersecurity experts ensure our readiness to minimize potential impacts.
- **Customer Protection Initiatives:** Secure online and mobile banking platforms designed with robust encryption and authentication protocols. Awareness campaigns to educate customers on best practices for digital safety, such as recognizing phishing attempts and using strong passwords.
- **Continuous Improvement:** Recognizing that the threat landscape is ever-changing, we are committed to continuous investment in our information security capabilities. Regularly updating our systems, enhancing our threat intelligence capabilities, and fostering partnerships with leading cybersecurity firms ensure that we remain ahead of potential threats.

A Message to Our Stakeholders

Your trust is our greatest asset. Information security is not just a technological challenge but a responsibility to uphold the trust placed in us by our customers and partners. Fostering a culture of security, innovation, and vigilance, we are committed to ensuring that our bank remains a safe and reliable partner in an interconnected world.

REPORT FROM **INTERNAL CONTROL AND COMPLIANCE DIVISION**

Internal Control and Compliance

An effective internal control and compliance system have become essential to underpin effective risk management practices and to ensure the smooth performance of the Bank. The Internal Control and Compliance Division of any Bank acts as the watchdog of the Bank's established internal controls and compliances. ICCD of MDB is continuously working independently to provide reasonable assurance regarding the achievement of various internal controls' objectives. The core focus of MDB other than the financial goal is to establish a vibrant compliance culture in the Bank, ensuring the engagement of all officials of the corporate hierarchy and ICCD has been entrusted with maximum independence by both Board of Directors and Management to recognize and assess all of the material risks that could adversely affect the achievement of the Bank's goals. ICCD ensures compliance with laws and regulations, policies, and procedures issued by both the bank Board/Management and the regulators.

The principal objectives of internal control include the following:

- Operations objectives: Attainment of the Bank's mission and vision.
- Reporting objectives: Timely, accurate, and comprehensive reporting – both financial and non-financial and internal and external.
- Compliance objectives: Conducting activities and taking specific actions as per applicable laws and regulations.

Formation

In 2024, ICCD in MDB had three-fold of functions consisting of two separate departments viz. a. Audit and Inspection Department, b. Monitoring and Compliance Department. As per Bangladesh Bank's revised guideline on Internal Control & Compliance (BRPD Circular No. 03 dated 08.03.2016 and amendment through BRPD Circular No. 06 dated 04.09.2016), the Head of ICCD of MDB reports his activities and findings to the senior management and Head of Audit and Inspection although being part of ICCD administratively reports directly to the Board Audit Committee and is responsible to the Board Audit Committee. Internal Control & Compliance Functions of above two departments in 2024 are enumerated below:

a. **Audit and Inspection Department:** To reduce the operational risk of the bank, Midland Bank PLC conducts regular Audits/Inspections on the basis of affairs of the bank based on different manuals, instructions, rules and regulations and procedures laid down by the Bank and Bangladesh Bank and other regulatory authorities from time to time. Special Audit is also undertaken whenever special instructions are given by the Board of Directors, Executive Committee, Audit Committee, Risk Management Committee, Managing Director and Deputy Managing Director of the Bank.

b. **Monitoring and Compliance Department:** Monitoring Department is responsible to monitor the operational performance of various Branches/Divisions/Departments. The Department collects relevant data and analyzes those to assess the risk of individual units. In case, any major deviation is found they recommend to the Head of Internal Control and Compliance/Head of Audit and Inspection for sending an audit & inspection team for a thorough review.

The Compliance Department is responsible to ensure that Bank complies with all regulatory requirements while conducting its business. The Department maintains liaison with the regulators at all levels and notifies the other Departments regarding regulatory changes. The Department followed up with the Branches/Divisions/Departments for implementation/rectification of the findings/irregularities brought out in the Internal Audit Report/s. This Department is also responsible to arrange the timely submission of the compliance reports of the Bangladesh Bank Inspection Report.

Activity status of ICCD of MDB in 2024:

- ICCD revised the Risk-Based Audit checklist for Branches, Sub-branches and Head Office Divisions in 2024. The checklists were prepared to align with existing and updated manuals, policies, circulars of Bank, and related Bangladesh Bank and other regulatory bodies' instructions. Based on these checklists, a risk-based Audit was performed on Branches and Divisions/Departments throughout the year.
- Surprise Visit at 5 (five) Branches and 1 (one) Sub-Branches was conducted in 2024.
- Special audit on 1 newly opened Sub-Branch during 2024.
- Special inspections on Anti Money Laundering activities of Branches were conducted at 5 (Five) Branches and 1 (One) Sub-Branch.
- Special visit to check the maintenance of Departmental Control Function Check List (DCFCL) and Quarterly Operations Report (QOR) at 1 (one) Branch.
- Review of Quarterly Operations Report (QOR) and Loan Documentation Check List (LDCL).
- According to comply with the provision of Bangladesh Bank's "Guideline on ICT Security for Banks and Non-Bank Financial Institutions, May 2015" ICCD conducted Information System (IS) Audits on all Branches.
- As per the instruction of Bangladesh Bank, ICCD conducted an Audit daily reporting of Foreign Exchange Transactions of 2023 in the Online Foreign Exchange Transaction Monitoring System of Bangladesh Bank.
- After commencing of Agent Banking business, the Bank has opened 148 Agent Banking Centres so far. While auditing the Agent Banking division, ICCD also visited 7 Agent Banking Centres in 2024.
- As per the instruction of Bangladesh Bank, ICCD prepared a Health Report of the Bank based on the financial position of December 31, 2023, and the report was approved by the Board of Directors afterward.
- ICCD coordinated Bangladesh Bank's inspection team/s whenever various units/branches were audited by the regulatory authority and ensured timely submission of the compliance report of BB Inspection in different areas, e.g., comprehensive Inspection at Divisions and Branches, etc.

Significant works in 2024

Annual Audit and Inspection	39 Branches and 19 Sub-Branches
Branch AML Audit	39 Branches and 19 Sub-Branches
Branch IS/ICT Audit	39 Branches and 19 Sub-Branches
Surprise Visit	5 Branches and 1 Sub-Branch
Special visit to check maintenance of DCFCL & QOR	1 Branch
Special inspections on Anti Money Laundering activities of Branches	5 Branches and 1 Sub-Branch
Head office Annual Audit and Inspection	28 nos. of audit and inspections in 25 Divisions /Departments /Units.
Special Inspection of new branche(s)	1 Sub-branche(s)

Internal Audit and Inspection report review and compliance monitoring	196 times
Bangladesh Bank and other regulator's inspection report and compliance	48 times
Compliance of regulatory changes summarized report placement	4 quarters
Regular Review tasks	Review of QOR, LDCL, Self-assessment report, various statements like loans and advances, Online GL transactions etc.

Bangladesh Bank Inspection Statistics

We have received Bangladesh Bank inspection report total number of 10 including 4 Divisions/ Departments/ Units of the Head Office and 06 Branches during the Year 2024 which includes 1 Comprehensive Inspections, 1 SME Inspection, 4 Surprise Cash Verification, and 4 Core Risk Inspections.

Plan for 2025

Like every year, ICCD plans to perform its yearly activity in light of Bangladesh Bank guidelines, circulars issued from time to time, industry best practices, etc. Significant activities that ICCD will cover are enumerated below:

- Perform Audit and Inspection on 39 Branches and 20 Sub-Branches.
- Perform AML, ICT/IS Audit on all 39 Branches and 20 Sub-Branches, including an extra 10% AML audit per BIFU Circular – 19 dated September 17, 2017 & BIFU Circular – 26 dated June 16, 2020.
- Perform 29 nos. of audit and inspections in all head office Divisions/ Departments.
- Perform Audit on 7 Agent Banking Centres as 5% of Agent Centres as per BIFU Circular – 26 dated June 16, 2020.
- Pay Surprise Visit to at least 6 Branches/ Divisions as the monitoring department instructs the audit and inspection team, as per ICC guidelines, to inspect the specific deviation pointed out by reviewing the Quarterly Operations Report (QOR).
- Perform special Audit on newly opened Branch Sub-Branches after formal opening.
- Monitor and review the QOR, LDCL, and Self-Assessment Report on AML and send the report accordingly.
- Perform monitoring activities.
- Ensure compliance with Bangladesh Bank Inspection Reports, External and Internal Audit and Inspection reports, etc.
- Ensure compliance with Regulatory Changes.
- To automate a significant portion of ICCD activities in view of reducing time and cost as well as establishing stronger, more effective, and more efficient internal control.

Internal Control and Compliance Risk Management

As per the core risk guideline of Bangladesh Bank, ICCD is acknowledged as one of the critical Risk Management organs of the Bank. To mitigate its operational risks and identify various malpractices prevailing in operational activities, the division has formulated a robust and resourceful policy guideline that ensures that the Bank demonstrates compliance and conformity with the Central Bank and other regulatory bodies' relevant regulations. Besides, they ensure that corrective action plans are implemented within the set deadlines, and they also ensure proper corporate discipline and awareness. During the year 2024, ICCD successfully conducted a comprehensive Inspection of all divisions and Branches according to its approved activity plan and submitted findings to the competent authority for discussion, review, suggestion, and proper evaluation. Apart from the continuous auditing, ICCD is also conducting off-site supervision through monitoring day-to-day transactions and reporting any exceptions thereon. Thus the ICCD virtually acts as a whistleblower and plays an active role in taking precautionary measures for risk mitigation and making the institution even more compliant on prudential and regulatory issues.

REPORT FROM **INSTITUTIONAL BANKING DIVISION**

Banking industry experienced a challenging year in terms of liquidity, governance, foreign exchange volatility in 2024. Moreover, tensions on global political arena, particularly war & resultant anxiety in Europe, the largest destination of export from Bangladesh, has affected primarily RMG & Textile sector and in-turn overall economic growth of Bangladesh. The war in Middle East has also further burdened the struggle in terms of increase freight & longer marine transit.

Political unrest in mid-2024 briefly hit business, but improved governance is now boosting reserves, exports, and remittances.

Despite the challenges in 2024, MDB was able to steer through the difficulties and secure significant growth while being cautious. Towards growth, Institutional Banking Division (IBD), the major contributor to the Bank's income and portfolio, achieved its objective through professionalism, dedication, hard work and service orientation.

From MDB a positive impression in the market and continuous creativity has enabled to deliver financing solutions for corporate clients to their satisfaction.

IBD's assets reached BDT 5,558 crore with a relatively low 3.54% NPL. Trade topped USD 482M, driven by USD 275M in exports and remittances. Strong inflows supported USD 210M in imports and helped onboard major corporates despite LC challenges.

Product basket: IBD's offers a diverse product range, from tailored loan and deposit solutions to advanced services like FX derivatives, project financing, and other facilitation services.

Regular institutional products	
Term loan	*Working capital financing*
Working capital financing	*Trade financing (export/import)*
Islamic financing	*OBU financing*
Letter of credit	*Guarantee*
Bills discounting	*Remittance*
SME loans	*Green financing*
Institutional deposit products	

Structured finance unit products/services	
Fund raising for project finance	*Fund raising through alternative financing like- Bonds, preference share, SUKUK*
Agency & Advisory function	*Low cost financing /soft loan from BB/DFIs*

Financial performance: Despite the difficult market condition and myriads of challenges, IBD continued portfolio growth. Total IBD loan and advances in 2024 stood at BDT 5,558 crore which was 88% of total loan & advances worth BDT 6,328 crore of the Bank. IBD deposit balance remained at BDT 1,538 crore which is 20% of total deposit of BDT 7,521 crore of the Bank.

Major Deals and Achievements/Special mentions: In addition to the above accomplishment in terms of earning and portfolio base, IBD bagged some of the remarkable achievements in 2024 as presented below:

- Midland Bank PLC. have already signed following pre-financing / refinancing scheme with Bangladesh Bank:
- Green Transformation Fund (GTF)
- Export Facilitation Pre-Finance Fund (EFPF)
- Refinancing Scheme for Ship Building Industry
- Bangladesh Bank Long-Term Financing Facility (BB-LTFF)

And under the above schemes have financed different projects bi-laterally as well as lead arranger & participating bank.

- MDB has financed renewable energy project, specifically rooftop solar power system for different industrial units under 'Environment Friendly Products/Projects/initiatives', as part of the bank's commitment to patronize sustainable & green energy solutions.
- MDB has received fund in its OBU from Global Supply Chain Support Fund, a joint initiative of Aavishkaar Capital & KfW Development Bank which has been on lent to different exporter clients.

Challenges: In 2024, the banking sector faced significant macroeconomic challenges stemming from post-COVID impacts and global political and economic instability. IBD encountered several key issues requiring strategic response:

- Conflict in global theater that followed the negative impact of Covid-19 has substantially lowered the consumer demand in Europe primarily and also in America. This significantly affected 'Fast Fashion' clothing shipment to the largest export destinations of Bangladesh. This jeopardized the inflow of foreign currency from RMG sector that the country is so heavily reliant on.
- Due to stagflation, recovery of outstanding loans and interest accrued thereon became difficult. This posed a threat in terms of rising loan classification which significantly shrinks bottom line distributable profit.

Outlook and Strategies: In the year 2024, our major focus revolved around the following strategic moves:

- Develop a balanced asset-liability portfolio to ensure sustainable balance sheet growth.
- Strengthen due diligence in client onboarding, aligning with credit policy and compliance.
- Diversify exposure across industries to reduce sector-specific risks.
- Maximize NPL recovery to minimize provisioning and interest suspense.
- Explore alternative investments and non-funded income sources.
- Secure low-cost financing from multilateral and bilateral lenders.
- Hedge importer risks with derivatives and promote BDT financing to manage exchange rate volatility.
- Drive continuous innovation in product design.
- Enhance customer-centric IT platform to streamline transactions and support regulatory monetary flow.

Concluding remarks

IBD thanks its clients, stakeholders, shareholders, and regulators for their continued support. Our commitment to excellence drives us to adopt best practices, build a sustainable, compliant portfolio, and foster a culture of innovation, resilience, and customer focus.

REPORT FROM **CS & CM DIVISION**

Introduction

In a competitive market, Midland Bank PLC ensures customer satisfaction through its CS&CM Division, dedicated to resolving complaints with integrity and efficiency.

Core Functions of CS&CM Division

To exclusively and professionally address customer complaints, MDB developed the Customer Services & Complaint Management (CS&CM) Division, which takes a relentless effort in establishing a customer-friendly environment by resolving any complaint from the customer through prompt analysis, investigation, and initiating remedial measures. Besides, various preemptive measures have been initiated, e.g., training sessions for the officials of the Bank, Information Technology-enabled services facilities, customer awareness program for continuously improving our service, and also our customers are gaining more confidence in us, which positions MDB as a Bank of their first choice.

Customer Complaint Channels and Key Service Delivery Functions

There is also an email address like customer.complain@midlandbankbd.net through which customers can send their complaints on our services instantly. CS&CM functions mainly include ethical principles of customer service development, code of conduct formulation, service standard enactment, customer charter development, customer awareness building, root cause analysis of any complaint, reporting to the concerned authority, and taking corrective measures against complaints. We received only a handful of complaints in different categories/segments, all of which are addressed properly, which depicts our satisfactory service quality and level of customer satisfaction.

Customer Service Standards	*Code Of Conduct Formulation*	*Service Standard Enactment*	*Customer Charter Development*	*Customer Awareness Building*
				
Fair & Transparent	*Behavior Guidelines*	*Defined Standards*	*Rights & Commitments*	*Educate Customers*

REPORT FROM **TREASURY AND MARKET RISK DIVISION**

Market Outlook 2025: The Year 2024 was the year for celebrating the youth uprising and movement towards equality which led to a major turning point for the political and economic landscape of the country presenting unprecedented challenges for the overall economy of the country. Bangladesh's incredible pace in economic growth had finally taken a toll on its national accounts due to its capital-intensive nature and lower importance of labor force development and technological advancement. Majority of the growth was reinforced through unsustainably optimistic expenditure budgets with heavy dependence on local and foreign leverage which exerted pressure on both local and foreign currency liquidity. Central bank being left with no other option supported the market with liquidity which led to soaring inflations. Foreign debt obligations and consistent current account deficit led to rapid depletion in foreign currency reserves further devaluation of local currency, making imports costlier and fueling inflation. The July uprising and displacement of the then government introduced further political instability which made the economic environment volatile. Interim government and newly revamped central bank since have taken several initiatives to revive the economy and had been effective in the later of half of the year. Macroeconomic indicators have seen signs of improvement since then and the economy is expected to head towards a recovery phase throughout the upcoming 2025.

The economy is expected to slow down after a long period of sustained growth as GDP projections lie around 4.50%. Lower growth projections and renewed trust in the banking sector from major reforms have led deposits to flow into the banking system and further expectations of budgets cuts are expected to improve money market liquidity situation and leading to decrease in treasury rates. However, uncertainty regarding foreign inflows and low export growth foreign currency liquidity has expected to remain volatile.

Midland Bank Treasury

Midland Bank has a committed and well-trained treasury team capable of providing all kind of treasury solutions within its capacity. Currently, Midland Bank Treasury Division consists of five separate desks:

Money Market Desk: Midland Bank money market desk is one of the most active and efficient desks in the inter-bank market. Dealers exercise all kinds of money market products available in market, including- Call Money, Term Money, Swap, ALS, Repo and Reverse Repo etc.

Fixed Income & Investment Desk: Midland Bank Fixed Income & Investment Desk is responsible for bank's investment in various Government securities like- Treasury Bills and Bonds, and other financial product available in market like- Commercial paper, Subordinated debt, Preference Share etc. This desk is an active participant in secondary market trading of Government securities. Being a Primary Dealer (PD), this desk also performs all the responsibilities of primary dealer.

Foreign Exchange Desk: Midland Bank Treasury is capable of vanilla and derivatives products in FX market. Midland bank is very active in foreign exchange market, both- in inter-bank and with corporate customers.

Asset Liability Management Desk: Midland Bank has a highly efficient ALM desk capable of providing robust and on-time report as well as market intelligence. This desk provides analysis, instruction and guidance in the area of asset liability management to promote proper balance sheet management as well as financial strength and wellbeing of the bank.

Equity Investment Desk: Midland Bank started taking exposure in Secondary Equity Market from 2017. The desk, with in-depth market knowledge and long-term investment orientation, was able to generate handsome return from secondary equity market.

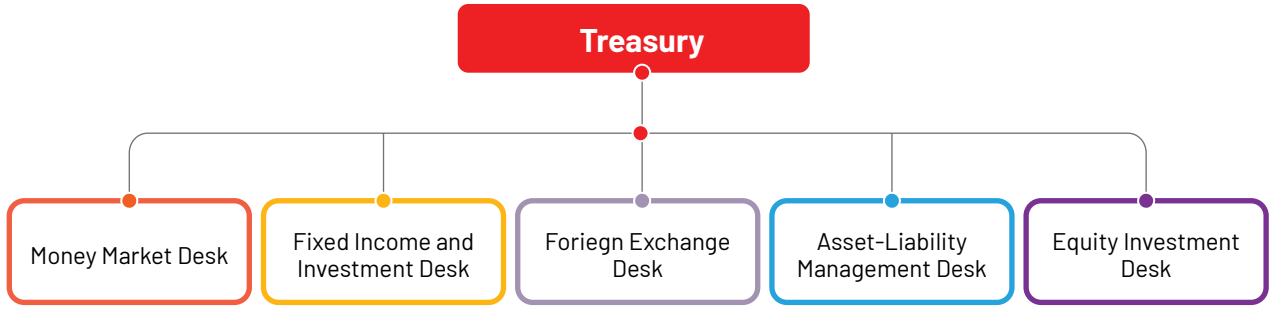
Midland Bank Treasury Performance in 2024: Midland Bank Treasury deliberately runs trading book with a view to earn profit by investing different asset classes of longer term and funding this trading book by borrowing on shorter term. In 2024, Midland Bank Treasury was very active in secondary bond trading. Midland Bank became best PD based on secondary trading volume.

Treasury Priorities in 2025

- Enhancing the capabilities of corporate sales desk to tap foreign exchange business and enhance cross currency selling capabilities.
- Exploring new opportunities and provide tailored solution to customer by offering new derivative products.
- Managing balance sheet with specific focus, considering upward interest rate movement and business requirements.
- Automating Treasury activities by introducing Treasury Module in the bank.
- Providing more focus in secondary Fixed income and Equity market.

REPORT FROM **INTERNATIONAL DIVISION AND NRB**

Midland Bank PLC.'s International Business Division demonstrated strategic adaptability and resilience among a complex global and domestic economic environment. With persistent geopolitical stresses, global inflationary pressures, and foreign currency volatility, MDB remained steadfast in upholding international banking standards, expanding trade services, and deepening its correspondent banking network. Despite significant challenges in the global and local financial ecosystems, the Division made commendable progress across key areas including correspondent banking, offshore banking, NRB and remittance services.



MDB focused on sustainable growth, operational compliance, and technological integration to serve its international trade while strengthening its commitment to excellence in cross-border banking. This section highlights the Division's performance, key initiatives, and achievements in 2024, reflecting MDB's continuous drive to position itself as a trusted partner in international trade and financial services.

Correspondent Banking Relationship

In 2024, correspondent banking faced challenges due to political and economic turbulence domestically and internationally. The volatile domestic forex market led to limited correspondent banking facilities, requiring a focus on maintaining resilience and adhering to international banking standards. MDB, demonstrating a commitment to timely payments. The International Division capitalized on opportunities, strengthening existing relationships and expanding coverage. Our long-term strategy involves delivering import documentary credits directly to beneficiaries and establishing relationships with all issuing and remitting banks for exports. Currently maintaining 160 Relationship Management Applications (RMAs), including 104 with foreign banks and 56 with local banks, we route cross-border payments through 19 Standard Settlement Instructions (SSIs) with different foreign banks in various currencies, such as US Dollar, British Pound, Euro, Japanese Yen, United Arab Emirates Dirham, Chinese Yuan/ Renminbi, and Asian Clearing Union in Dollar.

MDB Trade Performance in 2024: A Year of Resilience and Compliance Growth

MDB prioritized the resilience and robust growth of its Trade Business in alignment with the momentum initiated in 2023. Despite challenges such as the Russia Ukraine War, global supply chain disruptions, commodity price hikes, and forex reserve constraints, MDB's Trade Volume (Export & Import) surpassed the US$450 Million landmarks in 2024. Despite the adverse global conditions and stringent policies from Bangladesh Bank, MDB's Trade Performance in 2024 demonstrated resilience and growth with strict compliance.

 Offshore Banking	In 2024, Bangladesh faced Foreign Currency (FX) volatility domestically and internationally. MDB strategically reduced its offshore banking portfolio while maintaining trade operations. To lessen reliance on the local market, OBU of the Bank curtailed its balance sheet, emphasizing Mid and Long term foreign borrowings for liquidity, aiming to reduce dependence on the local market and enhance Asset and Liability Management (ALM) efficiency. Aligned with these initiatives, OBU successfully reduced assets from US$ 29 million to US$ 16 million in 2024, improving its ALM position in overall portfolio management. While the liquidity challenge is expected to persist in 2025, OBU remains committed to enhancing support for trade finance businesses, subject to any changes in the bank's strategies.
 NRB & Remittance Service	Over the years, wage earner's remittances have been emerged as the key towards economic growth and poverty reduction in Bangladesh. Midland Bank's NRB Wage Earners Service has been focused to cater a comprehensive banking solutions to NRB diaspora all over the world and to make the remittance service more accessible to the doorsteps of the beneficiaries living in the remotest parts of the country. Total amount of wage remittance receipt during 2024 stood at USD13.41 million. MDB NRB Division is committed to embracing technology and being customer centric.

In the face of dynamic global and domestic challenges, Midland Bank PLC.'s International Business Division upheld its commitment to excellence, resilience, and compliance in 2024. By underlining its correspondent banking relationships, optimizing offshore banking operations, and enhancing remittance services for NRBs, the Bank demonstrated strategic agility and operational strength. These initiatives not only contributed to strengthening MDB's global footprint but also aligned with its long-term vision of being a trusted partner in international trade and cross-border financial services. Looking ahead, the Division remains focused on innovation, strategic expansion, and regulatory alignment to sustain growth and deliver greater value to stakeholders in the ever-evolving global banking landscape.

REPORT FROM **GENERAL SERVICES DIVISION**

General Services Division (GSD) plays a crucial role in supporting the Bank's operations by ensuring seamless logistical assistance, infrastructure development, all sorts of procurement, security, surveillance systems, support staff functions, fixed asset management, fleet coordination, and branch network expansion. In line with cost-effectiveness and regulatory compliance, rules, procedures, and policies, GSD drives operational excellence while maximizing resource utilization across the Bank's network.

Key Responsibilities

Throughout the year, GSD remained focused on its core functions, which include:

- Conducting feasibility studies along with assisting the committee to facilitate the network expansion of the bank.
- Management of approval process of both internal, external parties and regulatory bodies related to the network expansion
- Monitoring and overseeing the renovation, construction, and interior design works of new and existing Branches/ Offices to enhance operational efficiency.
- Providing logistical support to the Bank's Head Office, Branches, Sub-Branches, ATM/CRM booths, and other facilities.
- Ensuring cost-efficient procurement of goods and services while adhering to the Bank's Purchase and Disposal Policy and regulatory directives.
- Managing the maintenance and quality assurance of services and assets at each level of the Bank.
- Supervising rent payments, service charges, and utility bills to ensure prompt financial obligations.
- Procuring and distributing stationery items, including security and printed stationery, while maintaining meticulous records of consumption and reconciliation.
- Managing security infrastructure, encompassing

CCTV, vault alarm systems, fire safety measures, and access control systems, in compliance with regulatory standards.
- Supervising janitorial services, ensuring proper deployment, management, and timely processing of payment obligations.
- Handling the disposal of obsolete assets in alignment with principles of sustainability and financial prudence.
- Preparing and submitting comprehensive reports for internal audits, regulatory compliance, and financial oversight.
- Procuring required goods and services for CARD Division, Public Relations Division, and IT Division to support their operational prerequisites.

Key Activities in 2024

GSD successfully executed several strategic initiatives throughout the year, including:
- Expansion of the Bank's footprint through the establishment of new Branches and Sub-Branches.
- Workplace augmentation through improved cleanliness, maintenance, and disposal of nonoperational assets.
- Provision of prompt and seamless logistical support to Branches, ensuring the continuous and uninterrupted execution of banking maneuvers.

Strategic Goals for 2025

Looking ahead, GSD aims to further strengthen its role in driving operational efficiency and cost optimization. The division has set forth the following key strategic objectives:
- **Expansion & Growth:** Facilitate the establishment of new Branches and Sub-Branches, thereby fortifying the Bank's strategic market position and expanding its geographic footprint.
- **Infrastructure & Maintenance:** Execute comprehensive renovations across existing Branches with a heightened emphasis on elevating standards of cleanliness, housekeeping, and facility upkeep.
- **Cost Optimization:** Continue implementing austerity measures to manage and reduce operational expenses effectively.
- **Process Enhancement:** Institutionalize structured operational processes to enhance service quality, streamline workflows, and strengthen support systems.

With a steadfast commitment to efficiency, compliance, and service excellence, the General Services Division remains dedicated to supporting the Bank's growth and operational resilience.

REPORT FROM **AML DIVISION**

Midland Bank through its Central Compliance Committee (CCC) which is a combination of 9 (Nine) vital Divisional Heads actively oversee AML & CFT compliance programs. Triple C is chaired by CAMLCO who is responsible for overall AML & CFT Compliance of the Bank. A dedicated Division "Anti Money Laundering Division (AMLD)", headed by Deputy CAMLCO, acts as an executive arm of Triple C. AMLD which operates independently as a Division consisting of Four Units (Inspection, Monitoring, Compliance & Account Enquiries) under the guidance of Deputy Managing Director & Chief Anti-Money Laundering Compliance Officer (CAMLCO). The prime responsibility of AMLD is to identify and mitigate the risk in respect of Money Laundering and Terrorist Financing. The key objective of AMLD is to assist and guide to all employees of the Bank using adequate resources for identification of weakness and taking appropriate measures to overcome the risks associated with Money Laundering (ML) & Terrorist Financing (TF) to be a fully compliant with ML and TF Legislations, Guidelines and Circulars of the country.

To implement Bangladesh Financial Intelligence Unit's (BFIU) ML & TF Risk Management Guidelines for managing core risks in Banks, the Managing Director & CEO, on behalf of the Senior Management, sends a statement to all employees on an annual basis that clearly sets forth the Bank's Policy against Money Laundering and any activity which facilitates Money Laundering or the funding of Terrorist or Criminal Activities. This statement indicates the strong commitment of the Bank and its Senior Management to comply with all Laws and Regulations designed to Combat Money Laundering and Financing of Terrorism.

Midland Bank has performed the following AML & CFT functions in 2024

- The Bank's Board and Management Committee were highly committed to the sustainable improvement of its AML and CFT compliance.
- Top Management of the Bank has committed strong and uncompromised stance in prevention of Money Laundering and Combating Terrorist Financing. In its continuation, Managing Director & CEO had declared a Message that was circulated at beginning of the year and evidenced the same tone of Senior Management accordingly.
- AML Division arranged four (04) Meetings of Central Compliance Committee (CCC) regarding AML&CFT issues and all the decisions of CCC were duly addressed and communicated to respective stake holders.
- AML Division on regular basis conducted Transaction Monitoring to detect Suspicious Transaction and activities focusing on the High Risk Customers, PEPs/IPs and underlining High Value Transactions etc., using the Structuring Transaction Report, High Value Transaction Monitoring Reports and Cash Transaction Report (CTR) etc. from our CBS system.
- In 2024, about 1000 (One Thousand) Regulatory Enquiries/Freeze instructions have been complied by AML Division successfully.
- AML Division has revised its Money Laundering & Terrorist Financing Risk Management Policy Guideline in the year 2024 and got approved by the Board of Directors in its 155th Meeting of the Board of Directors. All latest and international standards practices to prevent ML & TF have been incorporated in the Policy.
- AML Division arranged 07 (Seven) Training Programs and Special Workshop Session where total 467 participants have received Training on Prevention of Money Laundering and Terrorist Financing, Self-Assessment Report and Trade Transaction Profile (TTP).
- AMLD Inspected 05 (Five) Branches to detect and rectify the weakness in AML and CFT issues and guide the Branch Officials regarding the same.
- Bank has procured an AML Solution Software namely "Project2Morrow" which will enable Bank to raise Alerts Based Transaction Monitoring for protecting ML & TF Risks of the Bank.
- Thirty-Six (36) numbers of STRs/SARs were forwarded to BFIU, Bangladesh Bank in 2024 after meticulous scrutiny of the customers' transactions and activities.

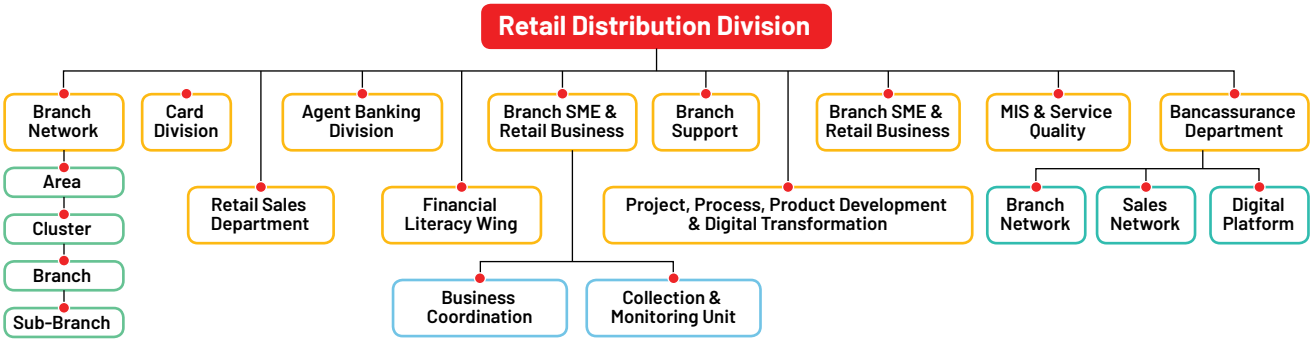
Our Goals for 2025:

Our main goals are to improve our compliance culture in all units of MDB. Specific goals are as follows:

- Top Management of the Bank is committed to provide all sort of efforts for the prevention of Money Laundering and Combating Terrorist Financing to safeguard our compliant Bank. In this regard, Managing Director & CEO declares a Message that will be circulated in the year 2025 with instructions and guidance for all officials to prevent Money laundering and Terrorist Financing.
- The Bank will enhance its monitoring capacity through Project2Morrow, AML Solution Software, which will help identify and submit relevant Suspicious Transaction Report (STR)/ Suspicious Activity Report (SAR) and increase the review capacity to detect any control weakness.
- To reinforce AML/CFT Training and to increase Staff Awareness of AML, appropriate contents and hours of training on AML/CFT are arranged periodically by categories based on the roles of employees, which include new Employees, Branch Anti Money Laundering Compliance Officers, Senior Management, Internal Auditors and the Front-Line staffs.
- To Continue communication with Branches to improve their AML & CFT compliance culture, identifying needs and directing Branches as and when needed and responding to queries of Branches.
- Monitoring of Branches shall be robust in 2025 which shall include conducting inspections on Branches as a part of its own Monitoring program of Branches' AML & CFT Compliance, apart from ICCD.
- Braches will be made aware of reporting Suspicious Transaction Report/Activity (STR/SAR). Reporting of STRs will safeguard the Bank from ML & TF Risks. Special Training on STRs will be conducted.
- AML Team will exchange Bank related AML Compliance status, Activities and Prevention measures with Foreign Banks to establish RMA that facilities Trade Business of the Bank.
- All Regulatory Reporting to Bangladesh Financial Intelligence Unit (BFIU) will be duly done giving top priority.
- As part of the effort to fight against ML/TF and to implement better practices, our bank is fully committed to remain at the forefront of national efforts.

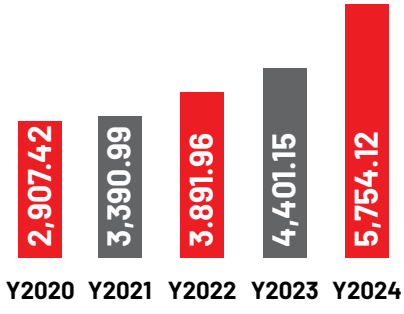
REPORT FROM **RETAIL DISTRIBUTION DIVISION**

Throughout the year 2024, Retail Distribution Division (RDD) has achieved outstanding growth through conducting impactful campaigns, introducing new products and hosting a few value additional wings in the Division which are Bancassurance Department, Financial Literacy Wing, RDD Collection and Monitoring Unit. The Retail Distribution Division aspires to be a customer-centric service provider/ front-runner in the banking industry, driving financial inclusion and empowering individuals across Bangladesh. At RDD, we aim to deliver seamless, efficient, and technologically advanced banking services through a widespread distribution network, ensuring convenience, accessibility, and trust for our customers. Remaining dedicated to expand our footprints, we have a total of 19 Urban Branches, 20 Rural Branches and 20 Sub-Branches, 140 Agent Banking Centres (ABCs) and 10 Collection Booths at present to reach out new geographical locations across the country. Other than providing business support to business units, Retail Distribution Division manages the operation related issues. Besides these, RDD is comprised of several inward wings including Cards; Agent Banking; Branch SME; Retail Sales Department; Islamic Banking Department; Branch Support; MIS & Service Quality; Project, Process, Product Development & Digital Transformation; RDD Collection and Monitoring Unit; Bancassurance Department and Financial Literacy Wing.

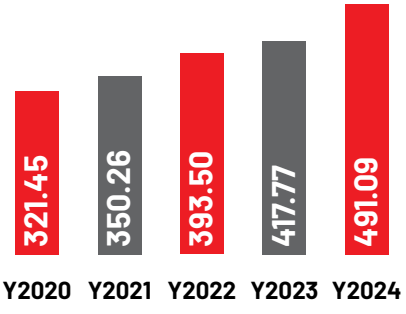


By leveraging digital innovation, enhancing service quality and building enduring relationships, the division seeks to contribute significantly to Midland Bank's vision of becoming a "Bank of Choice" for customers and colleagues.

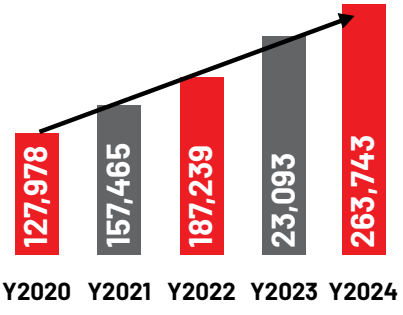
Year wise Deposit Porolio of Retail Distribuon Division



Year wise Loan Porolio of Retail Distribuon Division



Year wise Customer Porolio



Management Information System (MIS) & Service Quality

Data regarding Deposit, Loan, Account, Customer, Branch, Sub-Branch, Divisions are accumulated regularly in Daily MIS Dashboard. MIS of other products like midland online, e-mail availability, new or attrition of fund, scorecard, NPL, campaign updates are accumulated as on regular basis.

Branch & Individual Scorecard

Branch and Sub-Branch Performances are evaluated through Branch Scorecard on quarterly basis aligned with the campaigns both in urban and rural categories. Moreover, Branch employees' performance are measured through Individual Scorecard. Performance of both business and service team is assessed through mark based system. The scoring system and marks are updated and redesigned as on time. As Branch score depends on branch employees' performance, so, branch scorecard carries marks for the individual scorecard in the same way.

Value Added Services

In MDB, we prioritize customers' needs ahead of all. Every products and services have been designed to serve the purpose of the customers. In 2024, we took the initiative of conducting training sessions, meetings for our front-end employees so that they could deal with customers more efficiently. Moreover, weeklong foundation trainings from every department were conducted for enhancing customer service related concerns.

Project, Process, Product Development & Digital Transformation

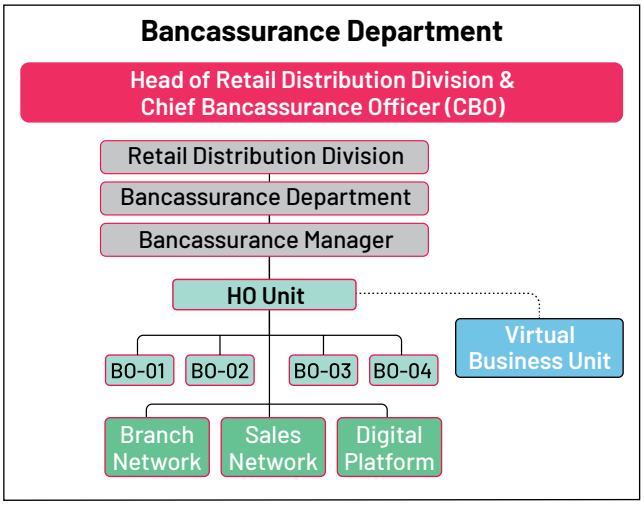
While the Banking sector is becoming more strategically focused and technologically advanced, we, have always tried to hook up to our customer's expectations. In retail banking, one of the most crucial role is played by the Project, Process, Product Development & Digital Transformation Team. From amending the existing products to introducing new customer-centric products, we focus on the industry practice after a thorough research of various websites. We initiated the amendments of our existing products in accordance to the industry trend and customer needs.

Retail Sales Department

Retail banking is fully consumer-based business where individual banking needs are being addressed. This can be a complete banking package including deposit, loan, cards & others personalized services. '**Midland bank**' always focuses to acquire quality customers, maintaining a good quality retail product to serve various needs of the customers. MDB Retail Sales Department has been established on 1st October, 2022 with the following business Unit.

MDB Bancassurance

In a third world country like Bangladesh, where the insurance penetration is very low and claim repayment culture is significantly poor except for few multinational and reputed insurance companies, bancassurance, as a means of expanding social security and protection poses some risks in promoting social security and sustainability. The bancassurance guideline of Bangladesh Bank imposed eligibility criteria for banks to act as agent of insurance companies. On the other hand, Insurance Development and Regulatory Authority (IDRA) has set the eligibility criteria for the insurance companies for engaging in bancassurance. We assume that customers of banks will make informed decisions while taking insurance coverage and bankers selling insurance certainly mention that claim settlement responsibility solely lays on the shoulders of the insurance companies. In 2023, the retail banking sector witnessed a groundbreaking advancement with the introduction of Bancassurance. This model is transformative for the country's financial industry, ushering in a new era by diversifying financial services and providing an additional revenue stream for banks. Midland Bank PLC. took a pioneering step in this domain by signing its first Bancassurance agreement with a prominent insurance company in Bangladesh. Additionally, we have received five approvals from Bangladesh Bank across both life and non-life insurance categories. Outstandingly, Midland Bank PLC. is the first bank in Bangladesh to obtain Bancatakaful approval, a milestone in Islamic insurance services. A dedicated Bancassurance wing of the Bank, Bancassurance Department, has been established with the aims to provide one-stop service for our customer base.



- Head Office Sales Centre
- Kawran Bazar Sales Centre
- Uttara Sales Centre
- Chattogram Sales Centre

Gradually the Sales Centres will be extended to all over the country

The key roles of the Department

- Generating new business
- Achieving Monthly, quarterly & Yearly Business target
- MIS & Reporting
- People management & market research work with policy Development
- Outpacing the competition

The Future of Retail Distribution Division

Retail Distribution Division (RDD) will strive to achieve sustainable growth with a vision to become market leader at near future by establishing a compliance and performance based culture, satisfying the client requirement with excellence. RDD plans to expand the Bank's business and service network under the latest technological advancements to serve its customers with satisfaction and simultaneously, provide a secured banking platform that will make Midland Bank as their preferred banking partner.

REPORT FROM **MDB CARD DIVISION**

The **Cards Division** of Midland Bank PLC (MDB) has made significant progress in 2024, reflecting our unwavering commitment to delivering innovative, secure, and customer-friendly payment solutions. Our card services have expanded in both volume and value, supporting the bank's strategic goal of enhancing digital transactions and financial inclusion. Throughout the year, we have significantly expanded our card services in both volume and value, reinforcing the bank's strategic vision of fostering financial inclusion and promoting smooth digital transactions. By continuously enhancing our offerings, we aim to bridge the gap between traditional banking and modern digital payment solutions, making financial services more efficient, secure, and widely accessible to individuals and businesses alike.

Secure	Efficient	Customer-Friendly
		

Performance Highlights: Midland Bank PLC. witnessed a significant increase in demand for its credit cards as digital payment adoption continued to grow. To enhance customer convenience, the MDB Credit Card introduced a Free Add Money feature, allowing users to transfer funds to Mobile Financial Services (MFS) without any additional charges. This feature is particularly beneficial for users in areas with limited POS availability, ensuring seamless financial transactions. To cater to diverse financial needs, the bank offered Gold and Platinum credit card variants, packed with benefits such as easy EMI conversions, instant cash withdrawals, flexible installment payments, reward points, and exclusive merchant discounts. Additionally, Midland Bank streamlined the digital onboarding process, enabling customers to apply for credit cards effortlessly from the comfort of their homes, making digital banking more accessible and efficient.

Key Developments in 2024: Midland Bank PLC. achieved a significant milestone by being honored at the Visa Leadership Conclave Bangladesh 2024 with the Excellence in Consumer Cards – Prepaid award, recognizing its innovation in prepaid card services. In its ongoing commitment to enhance customer experience and streamline banking operations, MDB (Midlands Bank PLC.) has implemented several innovative initiatives throughout the year.

Digital Secured Credit Card

For the first time, MDB has launched a digital secured credit card, allowing customers to apply for a secured credit line through Midland Online from anywhere, using their DPS, FDR, or other eligible assets as collateral. This innovative digital product is designed to enhance customer needs and provide greater financial flexibility.

Cash Recycling Machines (CRMs)

To facilitate seamless banking transactions, MDB has deployed Cash Recycling Machines (CRMs) at various locations. These machines allow clients to deposit, withdraw cash, and make credit card payments instantly. As of December 31st, MDB has successfully installed 24 CRMs, significantly improving accessibility for its customers.

POS Acquiring Business

In response to increasing merchant demand, MDB has launched a low-scale POS Acquiring business with a long-term vision. This initiative aims to empower local merchants and enhance their payment processing capabilities, ultimately contributing to the growth of digital transactions in the region.

ATM Low Balance Notification

To ensure uninterrupted cash withdrawal services from its CRM and ATM booths, MDB has introduced an ATM Low Balance Notification system. This feature provides ATMs custodian with timely alerts, ensuring they are always informed about the CRM/ATM cash balance.

ATM Reconciliation Software

To strengthen its reconciliation processes and ensure accurate accounting, MDB has launched an CRM/ATM Reconciliation Software. This tool facilitates quick dispute resolutions, making it easier for MDB's team to address any discrepancies efficiently.

Rewards Point Notification

To keep its customers informed about their benefits, MDB has introduced a notification system that allows them to track their available rewards points through their account statements. This feature enhances customer engagement and encourages the use of MDB's card services.

To further digitize its services and improve customer convenience, MDB has focused on enhancing its Midland Online platform. Customers can now easily manage their card-related activities, including blocking/unblocking cards, adding multiple cards, requesting debit cards, activating cards, and creating or changing PINs—all from the comfort of their homes. Additionally, The Midland Online App was enhanced to integrate all major MFS providers, setting it apart as a secure, user-friendly, and comprehensive digital banking platform for customers.

Prestigious Recognition	Enhanced Security Features	Dual-Currency Prepaid Card	Advanced Digital Banking
			
Consumer Cards – Prepaid award	Protection for safer transactions.	BDT and USD	midland online

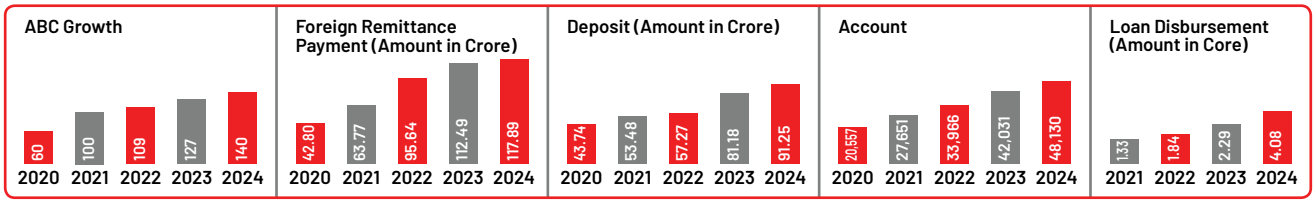
Future Outlook: Looking ahead, Midland Bank PLC.'s Cards Division aims to further enhance digital payment solutions by introducing more advanced security features and process automation. . The bank plans to expand its credit card portfolio with new variants catering to diverse customer segments, including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

The MDB Cards Division remains committed to providing seamless, secure, and rewarding payment solutions, reinforcing Midland Bank's position as a leader in the evolving financial landscape. Through continuous innovation and customer-centric strategies, we aim to further expand our market presence and contribute to the bank's overall growth in the coming years.

REPORT FROM **AGENT BANKING DIVISION**

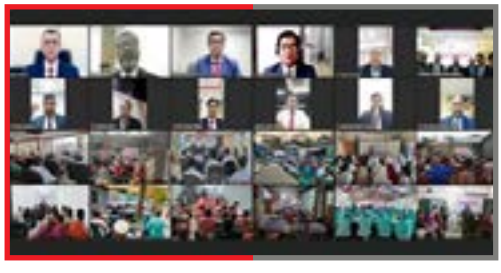
Midland Bank PLC. obtained agent banking license from Bangladesh Bank on July 10, 2016 and started its operation on January 23, 2017 with launching its first Banking Agent Centre. Midland Bank PLC. started the year 2024 with 127 (One Hundred Twenty-Seven) Agent Banking Centres across the country. By December 2024, 13 (Thirteen) new agent banking centres have been established in different parts of the country taking the total number of agent banking centres to 140 (One Hundred Forty). During establishment of new agent banking centres, the Bank focused on areas with unavailability of modern banking facilities. Currently Midland Bank provides a wide range of banking services through agent banking centres in 29 Districts and 71 Upazilas across the country to ensure the safety of customer deposits and provide modern banking services. Through Midland Bank agent banking centres, we are providing 24/7 banking services including account opening, fund transfer, deposit and withdrawal, loan disbursement and loan installment collection, utility bill service, foreign remittance disbursement, prepaid card, debit and credit card services. Besides, we are able to transfer money from Midland Bank to Mobile Financial Services (bKash, Rocket, Nagad, Upay) and also able to transfer money from bKash and Rocket to Midland Bank Account. Customers can avail Islamic banking services alongside conventional banking services from any agent banking centre.

Since inception, the growth of MDB Agent Banking is highlighted in below graphs:



For financial inclusion, MDB Agent Banking devised different types of products & services targeting various categories of valued customers, such as Farmer, Foreign remittance beneficiary, Student, Garments Workers & Small Shop owner. Specially Agent Banking organized an open agriculture loan distribution through Agent Banking Centre.





Nationwide Financial Literacy Day & Week were conducted by MDB Agent Banking Centres at their premises on Monday 04th March-2024 & 18-24 March, 2024 respectively. Customer awareness on the use of digital banking transaction and its benefits (ডিজিটাল লেনদেনের ব্যবহার ও উপকারিতা) as well as banking operations related issues were discussed in the program.

REPORT FROM **PUBLIC RELATIONS DIVISION**

The Public Relations Division (PRD) plays a pivotal role in enhancing the bank's reputation, strengthening stakeholder relationships, and ensuring transparent communication with customers, investors, and the general public. Throughout the year, our PRD team has actively engaged in various initiatives to uphold the bank's image and credibility.

Key activities of the PR Division include: By managing strategic communications, engaging media, coordinating events, and maintaining strong internal and external relations, PRD ensures the Bank is consistently represented with integrity, transparency, and professionalism. Key activities of the PR Division include:

Focus Area	Initiatives & Impact
Media Engagement	Media Engagement: Proactively managing media relations through press releases, interviews, and public statements to ensure accurate representation of the bank in the public domain.
Crisis Communication	Crisis Communication: Implementing strategic communication plans to mitigate risks and safeguard the bank's reputation in times of crisis.
Internal Communication	Internal Communication: Strengthening employee engagement through newsletters, town hall meetings, and interactive sessions, fostering a cohesive corporate culture.

Focus Area	Initiatives & Impact
Event Management	Event Management: Organizing corporate events, financial literacy programs, and industry summits to enhance the bank's visibility and outreach.
Stakeholder Relations	Stakeholder Relations: Engaging with regulatory authorities, investors, and the community to ensure alignment with financial and social goals.

Branding Initiatives: Branding remains a cornerstone of the bank's growth strategy, ensuring consistency in our messaging, identity, and customer perception. The bank has made significant strides in reinforcing its brand presence through various initiatives, including:

Focus Area	Initiatives & Impact
Marketing Campaigns	Launching digital and traditional marketing campaigns to promote our products and services, reaching a wider audience.
Digital Presence	Enhancing our online footprint through social media engagement, and targeted advertising.
Rebranding Efforts	Introducing new branding elements, such as updated logos and corporate colors, to reflect our modern and customer-centric approach.
Sponsorships & Partnerships	Collaborating with industry leaders, educational institutions, and social organizations to strengthen brand equity and social impact.
Customer Experience Enhancement	Investing in user-friendly digital banking interfaces, personalized services, and customer support to reinforce our commitment to excellence.

Corporate Social Responsibility (CSR) Activities: As a responsible corporate entity, the bank remains committed to making a meaningful difference in society. Our CSR initiatives focus on financial inclusion, education, environmental sustainability, and community development.

Key CSR initiatives undertaken in the past year include

Focus Area	Initiatives & Impact
Financial Literacy Programs	Conducting workshops and awareness campaigns to educate underprivileged communities on financial management, savings, and banking services.
Education & Skill Development	Supporting scholarships, vocational training, and infrastructure development for schools to empower the next generation.
Environmental Sustainability	Launching green banking initiatives, paperless banking solutions, and tree-planting drives to reduce our environmental footprint.
Community Support	Providing relief efforts, healthcare assistance, and employment opportunities to marginalized groups to foster an inclusive society.
Employee Volunteering Programs	Encouraging staff participation in community welfare projects, reinforcing a culture of social responsibility.

Through these strategic efforts, MDB continues to build trust, enhance brand loyalty, and contribute positively to the communities we serve. Looking ahead, we remain committed to strengthening our PR, branding, and CSR endeavors to drive sustainable growth and societal impact.

MDB never sleeps: We have established a 24/7 Contact Centre to provide the best customer service and track any complaint or opinion of the customers. We are one call away to solve any queries any time on 16596.

Key Priority in 2024: While ensuring customer service at MDB, we believe, customer delight depends on the efficient delivery of products and services within expected timelines. Organizations effectiveness, efficiency and productivity depend on how & when we are delivering to our valued customers. With a vision of becoming the fastest bank in terms of delivering service in the financial industry of Bangladesh, MDB will implement its robust customer service standard and customer awareness strategy effectively.

REPORT FROM **SPECIAL ASSETS MANAGEMENT DEPARTMENT**

The Special Assets Management Department (SAMD) of a bank is responsible for managing and recovering overdue loans, non-performing assets (NPAs), and other defaulted credit facilities. This department plays a crucial role in maintaining the bank's financial health by ensuring that delinquent borrowers repay their dues.

Key Functions of the Department:

1. **Monitoring Loan Accounts:** Tracks overdue loans and takes proactive measures to prevent defaults.
2. **Negotiation & Settlement:** Works with borrowers to restructure loans, offer settlements, or adjust repayment schedules.
3. **Legal Action:** Involve Legal Department to initiate legal actions to recover defaulted loans.
4. **Asset Liquidation:** Seizes and auctions collateral (like property, vehicles, or machinery) to recover dues.
5. **Engagement with Recovery Agents:** Sometimes hires third-party agencies for loan recovery, following ethical guidelines.
6. **Debt Write-Offs:** In extreme cases, recommends writing off bad debts if recovery is impossible.
7. **Customer Assistance:** Helps distressed borrowers by suggesting repayment plans or restructuring options.

It is known to all that non-performing loans shrink the

profitability of Banks. Banks do not earn interest income from the classified loans. Non-performing loans decrease the loanable fund of the Banks and it stops the recycling of lending business.

The work plan of Special Assets Management Department (SAMD) is prepared based on the discussions that take place in monthly recovery meetings and the action plans that are decided against each and every defaulter customer. Special Assets Management department work alone on the accounts assigned to them and also as a team with other Business Units and Legal department. This strategy has so far brought good recovery results for the Bank. In 2024, total amount recovered and regularized from NPL and Written Off loans for BDT **219.64 crore**, by cash recovery and also through rescheduling with the assistance of business units. Year wise NPL Status are as follows:

NPL Trend

Figure in crore

Year	NPL	Total Portfolio (Figure in Crore)	NPL %
2022	146.97	5,279.28	2.78%
2023	209.16	5,486.27	3.81%
2024	239.05	6,327.65	3.78%

There are several recovery tools used by Special Assets Management department to collect overdue amount of loans. The tools vary, depending on the level of delinquency or the behavior of the customers. In general, tools are used quantitatively on routine basis but may be used on qualitative judgment as well.

Strategies for NPL Management & Recovery Process:

- To determine and implement account wise Action Plan/ Collection/Recovery Strategy.
- Rigorously follow-up, visits and all-out engagement to customer's and guarantor's residence, business and collaterals addresses to maintain strong relationships.
- Ensuring documented communication including reminder letter, call-up letter, reply letter, Possession handover letter etc. according to portfolio demand.
- Engage in strong negotiations with customer's and guarantor's, exploring alternative solutions to reach mutually beneficial agreements.
- Robust litigation support to get prioritized & expedient litigation outcome.
- SAMD & Legal team align with the same focus & objective/ target for litigated & NPL A/C settlement.
- Conduct robust negotiation with customer's & prospective buyer to settle the loan by selling out scheduled mortgage property.
- Expedite legal measures against defaulted customer to recover the bank dues.
- Resolve incomplete security documentations or security disputes at the quickest.
- Prepare and submit rescheduling/restructuring, waiver proposals and information memo on time and as per requirement of management.
- Maintain liaison with related Department like; Institutional Banking department, Credit Administration Department, Credit Risk Management Department, Legal Department, Financial & Administration Department, and Branches for smooth functioning of Recovery activities.
- Regularly monitoring the case and Warrant Execution along with Legal Team.
- Adopting Alternate Dispute Resolution (ADR) measures concurrently with legal processes to make the loan recovery drive time and cost effective.

Conclusion:

The "Special Assets Management department (SAMD)" is vital to the success and stability of a bank. By managing and resolving distressed loans, SAMD minimizes risks, ensures regulatory compliance, and helps optimize the bank's financial health. With effective management of non-performing assets, SAMD helps banks maintain a strong balance sheet, recover financial losses, and contribute to the bank's long-term growth and sustainability.

REPORT FROM **LEGAL DIVISION**

The **Legal Division** of a Bank plays a critical role in ensuring smooth operation of the Bank within legal and regulatory framework. As business and law are closely interconnected, financial institutions need to align their operations with legal requirements to mitigate risks and enhance efficiency. Midland Bank PLC. supervises and guides all legal services to support business functions in a faster, smoother and cost-effective manner.

The Legal Division ensures that banking operations comply with local and international laws. It advises on regulatory changes and assists in policy implementation while working closely with the Compliance Department to prevent money laundering and fraud. By reviewing and drafting loan agreements, credit facility documents and guarantees, the division supports corporate and commercial banking. Additionally, it plays a key role in structuring complex financing deals while ensuring their legal soundness and provides guidance on default cases and fixing up debt recovery strategies.

The division also plays a crucial role in treasury and investments by ensuring compliance with financial regulations in investments. It reviews structured finance and securities transactions while advising on mergers, acquisitions, and capital market activities. As digital banking and fintech innovations grow, the Legal Division ensures compliance with data protection and cybersecurity laws. It reviews terms for digital banking platforms and payment systems while managing intellectual property rights and licensing agreements. The Legal division also ensures business continuity, regulatory adherence and long-term sustainability.

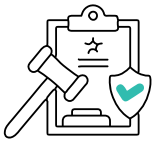
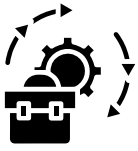
The primary vision of the Legal Division is to mitigate legal risks without hampering business goals and help to achieve business target within a legal framework, ultimately contributing to the bank's profitability. The division ensures a balance between legal compliance and business objectives to achieve the bank's ultimate goals.

Midland Bank's Legal Division is dedicated to provide legal opinion/advice on both internal and external issues ensuring that all contracts and agreements across different divisions are properly vetted, reviewed and scrutinized. It also initiates legal proceedings against defaulting customers and also file Artha Rin Suit/Case against defaulted customers and contest Suit/Case, Writ, Appeal, Review, Revision, Arbitration and others cases against bank. The Division also prepare and submit necessary reports to BB, FM, ICC & Internal Divisions.

MDB's legal team is committed to the highest level of service and professionalism assisting the bank in vital aspect of business. As a result, it contributes to potential recovery high value loans through successfully completion of legal process.

The Legal Division also maintains liaison with the Attorney General's Office, External Lawyers, Bangladesh Bank, the Land Record & Survey Department, the Ministry of Finance, the official of Judiciary, the Anti-Corruption Commission, CID, the Central Intelligence Cell, other relevant authorities to expedite cases, resolve legal issues & mitigate legal risks. Furthermore, it provides various legal services with the objective of delivering prompt and high-quality support to all stakeholders.

Like other years, in 2024 also, there has been quite a significant development in the legal area of Midland Bank PLC. By end of 2024, total number of pending suits/cases stood at 101 with a suit value of BDT 204.11 crore. A total of 41 suits/cases has been disposed of, resulting in a recovery of BDT16.1 million under suit accounts. Additionally, the bank has obtained 03 (three) ownership/possession certificates under Sections 33(5) and 33(7) of the Artha Rin Adalat Ain, 2003. The Legal Division contribute to the bottom line profitably of MDB by acting as one stop service provider to all stakeholder.

Legal Compliance	Debt Recovery	Financial Regulations	Risk Mitigation	Business Continuity	Legal Proceedings
					

The Legal Division took various effective initiatives for materializing debt recovery strategies:

- Initiated early legal notices to the delinquent borrower showing reluctant to repay outstanding dues.
- At the beginning of every year, we set a goal to prioritize early disposal of all pending suit.
- We are trying to sell out mortgaged properties through auction as per the provision of Artha Rin Adalat Ain-2003 to expedite recovery position.

Legal Division of Midland Bank PLC. is always committed to ensure legal compliance, minimize risks and support business objectives and tries to be an integral part of bank's growth journey.

REPORT FROM **ISLAMI BANKING (MDB SAALAM) DEPARTMENT**

A specialized Islami Banking Division, MDB Saalam, was established by the Bank to address the distinct requirements of its clientele and to contribute to the economic development of the nation. The official launch of this platform took place on April 23, 2020, via video conference, led by the Chairperson of the Bank.

At Midland Bank PLC, we acknowledge that a significant portion of our customers seeks Shariah-compliant products. The introduction of 'MDB Saalam' reflects our commitment to being attuned to the needs of our customers. This initiative allows clients to access a full range of Shariah banking products through the Islamic Banking Gulshan Window, as well as from any of our branches and digital platforms. Islami Banking is pivotal to the economy, and the Bank has launched Shariah Banking services to meet the demands of the increasingly Shariah-conscious population in the country. In light of current economic challenges, we have prioritized making 'MDB Saalam' a technology-driven service, enabling customers to utilize Shariah-compliant services through a customized, complimentary internet banking facility and mobile applications. Our clients can conveniently open Shariah-compliant Savings Accounts, Monthly Deposit Schemes, Hajj Deposit Schemes, Double Benefit Plus Schemes, and Term Deposits via our digital platform at any time and from any location.

MDB Saalam has gained significant popularity among customers. New customers are enrolling to our Islami Banking services on regular basis while many of our existing customers are enjoying Islami Banking services along with conventional banking services. As of December 31, 2024, MDB Saalam has shown consistent growth across all segments. The total number of accounts under Islamic Banking rose to 8,498 in 2024 from 5,615 in 2023. On December 31, 2024, the deposit portfolio of 'MDB Saalam' reached BDT 506.05 crore, while the investment portfolio amounted to BDT 330.26 crore, resulting in an operating profit of BDT 2.27 crore.

MDB Saalam offers a diverse array of deposit and investment products, meticulously designed to meet customer demands while adhering to Shariah principles.

REPORT FROM **AGRI BUSINESS**

Agriculture continues to be the cornerstone of Bangladesh's economy, contributing a substantial share to the country's Gross Domestic Product (GDP) and providing livelihoods for a significant portion of the population. This sector not only ensures national food security but also serves as a foundation for rural development, employment generation, and socio-economic stability. Given its far-reaching impact, the importance of agriculture in the broader economic landscape of Bangladesh cannot be overstated.

Over the years, the agriculture sector has undergone considerable transformation. Traditional farming practices are gradually being complemented by modern agribusiness ventures, supported by technological advancements and favorable policy frameworks. Today, a wide range of agribusinesses have emerged, spanning different sub-sectors such as crop production, horticulture, livestock, poultry, fisheries, and forestry. These sub-sectors are not only contributing to domestic consumption but are also increasingly making their mark in international markets, thereby playing a growing role in enhancing the country's export earnings. Among the various sub-sectors, crop production remains the most dominant, given its extensive reach and critical role in feeding the nation. However, the

horticulture, livestock, and forestry segments are gaining momentum, offering new opportunities for diversification, innovation, and value addition. With the government and financial institutions, including banks, placing greater emphasis on agricultural development, there is a growing focus on supporting priority areas such as climate-resilient farming, sustainable practices, and market linkage enhancements.

In view of the imminence importance of agriculture sector, Midland Bank allowed more than 2.5% of its portfolio to crop sector at convenient rate through Non-government organization as per BB set target. Besides, substantial credit facilities have also been allowed to non-crop sectors like pisciculture, livestock etc. MDB also plans to deliver Agri credit facility through their own distribution channel. For the fiscal Year 2023-2024 (based on July to June), MDB's disbursement target in agri lending was Tk. 112.00 crore. MDB achieved its target for the financial year 2023-2024 by 101.31% & Special Agriculture Credit at 4% concessional Interest Rate by 87.68%.

Portfolio Allocation to Crop Sector		***Over 2.5% of Total Portfolio Allocated To Crop Sector.***
Disbursement Target (FY 2023-2024)		***Tk. 112.00 Crore***
Target Achievement in Agri Lending		***101.31% of The Annual Target Achieved.***
Special Agriculture Credit (4% Interest Rate)		***87.68% of The Target Achieved.***

Midland Bank's focused approach to agriculture financing highlights its commitment to rural development. By exceeding its agri-lending target and supporting both crop and non-crop sectors, MDB has made notable progress in promoting inclusive growth. With plans to deliver agri credit through its own channels, the Bank aims to further strengthen its impact on the agricultural sector.

Achievement of Agri Loan Target under Refinance Scheme of Tk.5000 Crore: During the reporting period, we successfully achieved the targeted disbursement of agricultural loans under the refinance scheme of Bangladesh Bank. This accomplishment reflects our commitment to supporting the agricultural sector by providing timely financial assistance to farmers and agri businesses. The attainment of this target underscores our dedication to enhancing rural livelihoods, promoting food security, and contributing to the overall growth of the agricultural economy. Our strategic approach, coupled with streamlined processes and partnerships, enabled us to achieve this milestone efficiently and effectively. Looking ahead, we remain committed to expanding our support for the agricultural community through innovative financial products and services.

REPORT FROM **CMSME FINANCING**

Cottage, Micro, Small and Medium sized enterprise, apart from agricultural sector one of the biggest employers of Bangladesh economy and its combined contribution to GDP is higher than large enterprises. As such, this segment is considered as the growth engine of the country's economy.

In view of the immense importance and business potential of this sector, MDB bestows top priority to develop SME sector through extending short term financing to wide range of manufacturing and service based enterprise. To support and harness of the best out of this sector, MDB launched ECSP & SME Division on September 2013 to deal with business of this segment. The Division developed/structured a range of loan products to cater requirement of different business sub-segments.

Bangladesh Bank envisaged priority in segments like women entrepreneurship, micro enterprise, cottage industries, under privileged groups, 3rd gender, ethnic groups etc. with refinancing opportunity at lower rate of interest. MDB disbursed loan of **Tk. 87.29 crore** to the women entrepreneur during the year 2024 which is an outstanding achievement for the Bank.

To facilitate CMSME entrepreneurs in a broader way, MDB has signed several agreements with Bangladesh Bank for refinancing under Women Entrepreneurs / New Entrepreneurs / Agro-based Industry / Green Finance and Start-up Financing. We also signed Pre-Finance Scheme of Bangladesh Bank to facilitate CMSME entrepreneurs. Besides, we signed agreement with Bangladesh Bank on "Second Small & Medium Sized Enterprise Development Project (SMESPD-2)" scheme. Under this refinancing project we will be able to finance the micro/small scale enterprises outside Dhaka & Chittagong City Corporation area with comparative lower rate. This financing scheme aligns with MDB's strategy to operate in diverse geographical locations as majority of the branches are set in rural areas where Agent Banking Centres have also been established to serve potential clients in the remote areas. SME Division envisages to enhance its portfolio mainly in the Bangladesh Bank designated priority sectors keeping in mind the geographical and business segment diversification.

MDB SME Service Centres

In our continued commitment to support and expand our business operations, we are proud to announce the opening of two new SME Service Centres during this financial year. These Centres are strategically located to cater to the growing needs of small and medium enterprises, ensuring closer proximity and accessibility for our valued clients.

Expansion of SME Services	Strategic Locations	Enhanced Client Support	Strengthening Market Presence	Focused Portfolio Growth
				

The new Centres aim to provide comprehensive support, enabling SMEs to leverage our expertise and solutions to drive their growth and operational efficiency. This expansion not only underscores our dedication to empowering businesses but also reinforces our presence in key markets, paving the way for sustained growth and innovation. By bringing our services closer to our clients, we are confident in fostering stronger relationships and contributing significantly to their success. These new additions mark a vital milestone in our journey to becoming a trusted partner for SMEs, enhancing our impact in the industry while achieving our business objectives.

SME Division envisages to enhance its portfolio mainly in the Bangladesh Bank designated priority sectors keeping in mind the geographical and business segment diversification.

REPORT FROM **CREDIT ADMINISTRATION DIVISION**

The Credit Administration Division (CAD) was established in 2014 aiming to uphold the values of credit discipline within MDB, ensuring adherence to risk management requirements, accountability, and compliance with regulatory guidelines set by Bangladesh Bank and MDB. The division operates through a centralized framework with offices in Dhaka and Chattogram.

Role & Responsibilities: The Credit Administration Division (CAD) plays a pivotal role in ensuring seamless credit operations across Corporate, SME, and Retail portfolios. It serves as the backbone of credit execution, overseeing a wide range of critical functions that ensure compliance, efficiency, and risk control. A snapshot of CAD's core responsibilities is illustrated below:

Loan Documentation & Security Management	Limit Activation & Disbursement	Settlement & Liability Calculation	Regulatory & Internal Reporting (MIS Generation)	Valuation & mortgage property authentication
				

These key responsibilities reflect CAD's commitment to maintaining strong control over the credit process ensuring that every step, from documentation to disbursement, is executed with precision and regulatory alignment.

Key Functions of CAD: The Credit Administration Division (CAD) of MDB ensures efficient execution and regulatory compliance across the entire credit lifecycle. From pre-sanction due diligence to post-sanction documentation, loan maintenance, reporting, and audits CAD plays a vital role in supporting Corporate, SME, and Retail lending operations. Its core functions are outlined below:

 Pre-Approval Functions	Coordinating property valuations through enlisted surveyors. Obtaining legal opinions on proposed collaterals from enlisted lawyers. Collecting Credit Information Bureau (CIB) reports. Conducting property document searches via enlisted lawyers. Cross-checking third-party legal opinions & valuations and resolving discrepancies.
 Post-Approval Functions	Preparing sanction letters and facility documents. Executing security documentation (Mortgage, RJSC filing, registration, share lien, etc.). Setting up limits, executing disbursements, and maintaining loan data. Managing loan documentation checklists and tracking deferrals, insurance, land tax, etc. Custodian of loan files and vault management.
 Loan Maintenance	Ensuring accurate charging of interest, penal fees, and other charges. Managing interest suspense and executing provisions. Maintaining loan classification in the CBS. Inputting mortgage data into the "Land Mortgage Database Automation" system.
 Reporting	Preparing Credit Limit (CL) reports for submission to Bangladesh Bank. Generating and submitting CIB MIS reports to Bangladesh Bank. Handling regulatory reporting and compliance tracking. Maintaining covenants MIS and ensuring adherence to compliance standards. Monitoring of document deferral and Insurance.

Audit & Compliance	• Coordinating with Regulatory, External, and Internal audit teams. • Ensuring compliance with audit requirements and resolving operational lapses. • By maintaining comprehensive MIS & reports, CAD facilitates informed decision-making and strategy formulation for MDB's management and regulators.

Digital Transformation & Automation Initiatives

CAD has contributed significantly to the digitization of loan documentation, Core Banking System (CBS) enhancements, and digital archiving. Additionally, the division plays an integral role in the "Land Mortgage Database Automation" project, launched by the Ministry of Land in 2022 under the "e-Mutation" system. This initiative automates land mortgage data by ensuring timely entry and removal of mortgage records in the system. Through rigorous governance, automation, and compliance, CAD remains a key enabler in MDB's credit risk management framework, ensuring efficiency and regulatory alignment across all loan portfolios. As a key part of Midland Bank's credit operations, the Credit Administration Division (CAD) continues to perform strongly by ensuring smooth processes, following regulations, and using automation. Its efforts in digitizing documents and automating mortgage data show the Bank's modern and smart approach to managing credit risk. CAD plays an important role in making MDB's credit operations more efficient, transparent, and reliable helping the Bank grow in a responsible and sustainable way.

REPORTS FROM **RISK MANAGEMENT DIVISION**

The primary objective of risk management is to identify, assess, and minimize potential risks that could negatively impact an organization's operations or goals, while also maximizing opportunities that may arise from those risks, by developing and implementing appropriate mitigation strategies; essentially aiming to achieve sustained benefits by proactively addressing potential threats. Risk Management Division at Midland Bank also performed these tasks which include the followings:

- Identifying and assessing various types of risks, such as credit risk, market risk, operational risk, and liquidity risk.
- Developing and implementing risk management strategies to protect the bank from potential financial losses.
- Ensuring compliance with regulatory requirements and industry best practices related to risk management.
- Developing stress testing and scenario analysis to understand the potential impact of adverse events on the bank's financial position.
- Providing regular risk reports to senior management and the Board of Directors to facilitate informed decision-making.
- Continuously monitoring and adapting risk management strategies in response to changes in the economic or regulatory environment.

Synopsis of performance overview of RMD is as follows:

Board Risk Management Committee (BRMC)	As per regulatory compliance, MDB arranged 04 (four) BRMC meetings and following issues were presented in the BRMC meeting by RMD: • Status of Capital to Risk Weighted Asset Ratio (CRAR) • Borrower Rating Performance • Key Risk Indicator (KRI) • Stress Testing Report • Monthly Risk Management Report • Risk Appetite • Internal Capital Adequacy Assessment Process (ICAAP) • Recovery Plan of the Bank
Executive Risk Management Committee (ERMC)	As per regulatory compliance, MDB arranged 12 (twelve) ERMC meetings and following issues were presented in the ERMC meeting by RMD: • Follow up of PCA Parameters • Follow up of Recovery Plan Parameters • Risk Appetite Follow up • Peer Bank Analysis on Capital, NPL and Profitability • High Cost Deposit • Liquidity Ratios like MCO, LCR • Segment wise Borrower Rating Status • Compliance Status of BB Inspection on IT • Impact of SME Rating in Capital • Risk Based Pricing • Status of Forced Loan • Overdue Discounted Bills • Asset Quality

Executive Risk Management Committee (ERMC)	• Expired Bank Guarantee • Impact of SMA in Capital Charge • Compliance Status of BB Inspection on CRM • Status of Deferral • New Stress Testing Guideline
Capital Management through ECAI Rating	RMD has given extensive effort to monitor segment wise borrower rating performance and always put pressure on RMs to ensure timely surveillance rating. As a result, 92.35% of eligible customers of MDB had valid rating as of December, 2024 and CRAR also improved.
Stress Test Result Analysis	RMD suggested to reduce exposure in top 3 customers in BRMC and ERMC meeting. Board and Top Management also instructed to gradually reduce exposure in top 3 customers. As a result, exposure in top 3 customers decreased in December 2024 and our CRAR remains above 10% even if top 3 customers default.
Deferral Management	RMD put strong effort on deferral management of material documents like Pari-Passu, IGPA and Registered Mortgage to reduce capital charge against residual risk. This issue was discussed in several ERMC and SRP meeting and as a result, Relationship Managers put strong emphasis on execution of Pari-Passu, IGPA and Registered Mortgage.
KRI Development and Reporting	RMD developed KRI reporting format and also submitted the same to BRMC meeting.
Revised Recovery Plan	RMD revised its recovery plan for the year 2024 as per guidance of BB and also monitored the bank's performance against the recovery plan triggers.
PCA Parameter Monitoring	RMD monitored PCA parameters suggested by BB and also presented the same in ERMC meeting.
Risk Appetite Monitoring	RMD monitored the Risk Appetite parameters and also presented the same in ERMC meeting.
Strengthening Risk Culture	Risk Culture of the Bank is strengthened under direct supervision of Chief Risk Officer (CRO) in the following manner: • Additional manpower is recruited for RMD • Additional risk reporting made to BRMC
Basel III Implementation	RMD ensured implementation of 3 pillars of Basel III during the year 2024.
Automation	RMD has partially automated risk related reports to ensure efficiency.

By effectively managing risks, RMD helped safeguard the bank's financial health and maintain trust among stakeholders, including customers, investors, and regulators.



MDB **SUBSIDIARY**

Midland Bank Asset Management Company Limited

Midland Bank Asset Management Company Limited (MDBAMC) is a fully owned subsidiary company of Midland Bank PLC. (MDB), a company listed with both Dhaka and Chittagong Stock Exchanges.

midlandbank ASSET MANAGEMENT

"Building Future with disciplined Investment"

As part of its commitment towards the development of capital market, MDB has taken the initiative to expand its operation in the segment of mutual fund management through its subsidiary, Midland Bank Asset Management Company Limited. The company is duly registered with Registrar of Joint Stock Companies and Firms, and obtained necessary approval from Bangladesh Bank and Bangladesh Securities and Exchange Commission (BSEC).

Here's a summary table of the key information:

Key Information	Details
Authorized Capital	Tk. 250,000,000 (25,000,000 ordinary shares of Tk. 10 each)
Initial Paid-up Capital	Tk. 50,000,000
Current Paid-up Capital	Tk. 120,000,000 (after increase with regulatory permission)
Ownership	Wholly owned subsidiary of Midland Bank PLC.
Registration Certificate	Asset Management Company (BSEC Registration Code: BSEC/Asset Manager/2024/70)
Date of Registration	August 04, 2024
Registered Address	N.B. Tower (Level 14), 40/7, Gulshan North Avenue, Gulshan-2, Dhaka 1212

Services rendered:

The objective of MDBAMC is to carry out the following:

Mutual fund Management	Institutional Portfolio management	Advisory
		

Mission: MDBAMC's mission is to empower investors by providing them with innovative and tailored investment solutions to achieve their long-term financial goals. We are committed to deliver our fiduciary duty through optimal asset allocation, disciplined portfolio management, and transparency.

Vision: MDBAMC's vision is to be recognized for its commitment to investment discipline, long-term orientation and transparency as a top-tier asset management firm in Bangladesh.

Board of Directors: The Board of Directors of MDB Asset Management Company Limited (MDBAMC) is made up of experienced and respected professionals who lead and guide the company.

SI	Name	Status in the Board
01	Mr. Md. Ahsan-uz Zaman (Representing From MDB)	Chairman
02	Mr. Sushanta Sekhar Deb (Representing From MDB)	Director
03	Mr. Khondkar Towfique Hossain	Director
04	Mr. Didarul Islam	Director
05	Mr. Khandhaker Tanveer Shamsul Islam	Independent Director

What motivates MDBAMC?

We aspire to set the standard in the industry and enhance market efficiency. The industry is failing to play its due role as capital allocation is mostly being done based on mere speculation, not economic rationale. Efficient capital allocation is critical for sensible investment management, economic growth and social wellbeing.

Performance review in 2024: By the end of 2024, MDBAMC applied for registration of 2 open-ended mutual funds, i.e., Midland Bank Balanced Fund and Midland Bank Growth Fund, with a fund size of Tk. 250,000,000 each; where Midland Bank PLC. plans to sponsor to the tune of Tk. 25,000,000 in each fund.

RISK MANAGEMENT



RISK MANAGEMENT **FRAMEWORK**

Banks handle both deposits and capital, which are forms of public funds. Therefore, the activities that banks engage in must be carried out in a highly analytical manner. For the risk-return trade-off to be balanced, it is absolutely necessary. This needs to be cautiously investigated from a variety of angles, such as the kind and level of uncertainty, the nature of the impact, the degree of severity, etc. Risk in the financial industry can be thought of as financial risk, which is determined by the total amount of money involved. Since the financial industry handles public funds and is crucial to the growth of the economy, it must adhere to strict laws. As a result, banks must steer clear of high risks.

For an organization, risk management is a "coordinated set of activities and methods that are used to direct an organization and to control many risks that can affect its ability to achieve the objectives." It is the framework, the process, and the concepts of risk management that are part of the architecture. The main components of risk management include identifying material hazards and managing them in a way that best serves the goals of the organization. Safe and sound banking procedures, a decrease in the frequency and severity of losses, and improved returns for stakeholders as a result of fewer losses are just a few advantages that come with effective risk management.

Senior management and our esteemed Board members regularly emphasize the value of a robust risk culture in order to maintain a unified tone at the top. MDB promotes a strong risk culture where workers at all levels are accountable for the management and escalation of risks because our employees behave in ways that support a strong risk culture in accordance with our Code of Business Conduct and Ethics. Our policies further emphasize that risk-related behavior is considered when determining remuneration and performance reviews.

Risk Governance

Board Level:

Midland Bank possesses a strong risk governance framework steered by the Board of Directors. Board is responsible for approving Risk Management Policies, Practices and Risk Appetite. Board is promptly supported by Executive Committee of the Board, Board Audit Committee and Board Risk Management Committee (BRMC). Board Audit Committee monitored internal control and compliance as well as reviewed business risks to make recommendations to Board of Directors. In 2024, BRMC played a vital role in supporting Board by setting Risk Appetite and Recovery Plan of the Bank.

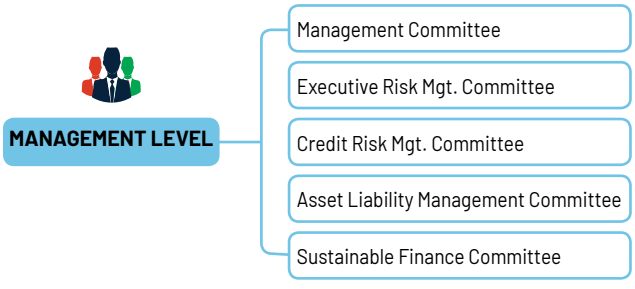


Management Level:

At management level, Executive Risk Management Committee (ERMC) hosts the converging platform for enterprise-wide risk functions and guides and monitors risk management activities at a granular level and with higher frequency. The Risk Management team, under the Risk Management Division, diligently supports the risk governance and management platforms through collaboration with all stakeholders in implementing the risk agendas. Internal Control and Compliance (ICC) is an essential partner in our risk infrastructure. The ICC team actively monitors compliance across key risk areas, such as credit, asset-liability, foreign exchange, money laundering, IT, environment and social risks.

We rigorously monitored our actual risk exposures against set appetite. We are constantly reviewing and updating our risk policies and frameworks to address new developments in the risk environment. We set our policies with stricter risk criteria than suggested by regulatory guidelines to ensure stringent regulatory compliance.

In 2024, we developed Bank's Recovery Plan through a risk-based assessment of the organization's ability to recover from a stressed situation. The objective was to ensure the Bank's viability even in severe stress events, without any supervisory or government support. It includes methodology of identifying risks and action plans to bring back the Bank's financial and operational strength amid risk events.



Operational Level:

The "Three Lines of Defense" is adopted by the Bank in order to manage risk at operational level. The first line directly manages risks, the second line oversees and supports risk management process and third line ensures independent oversight and assurance. This framework enables us to address risks effectively, ensuring regulatory compliance and safeguarding financial stability.



Risk Management Process:

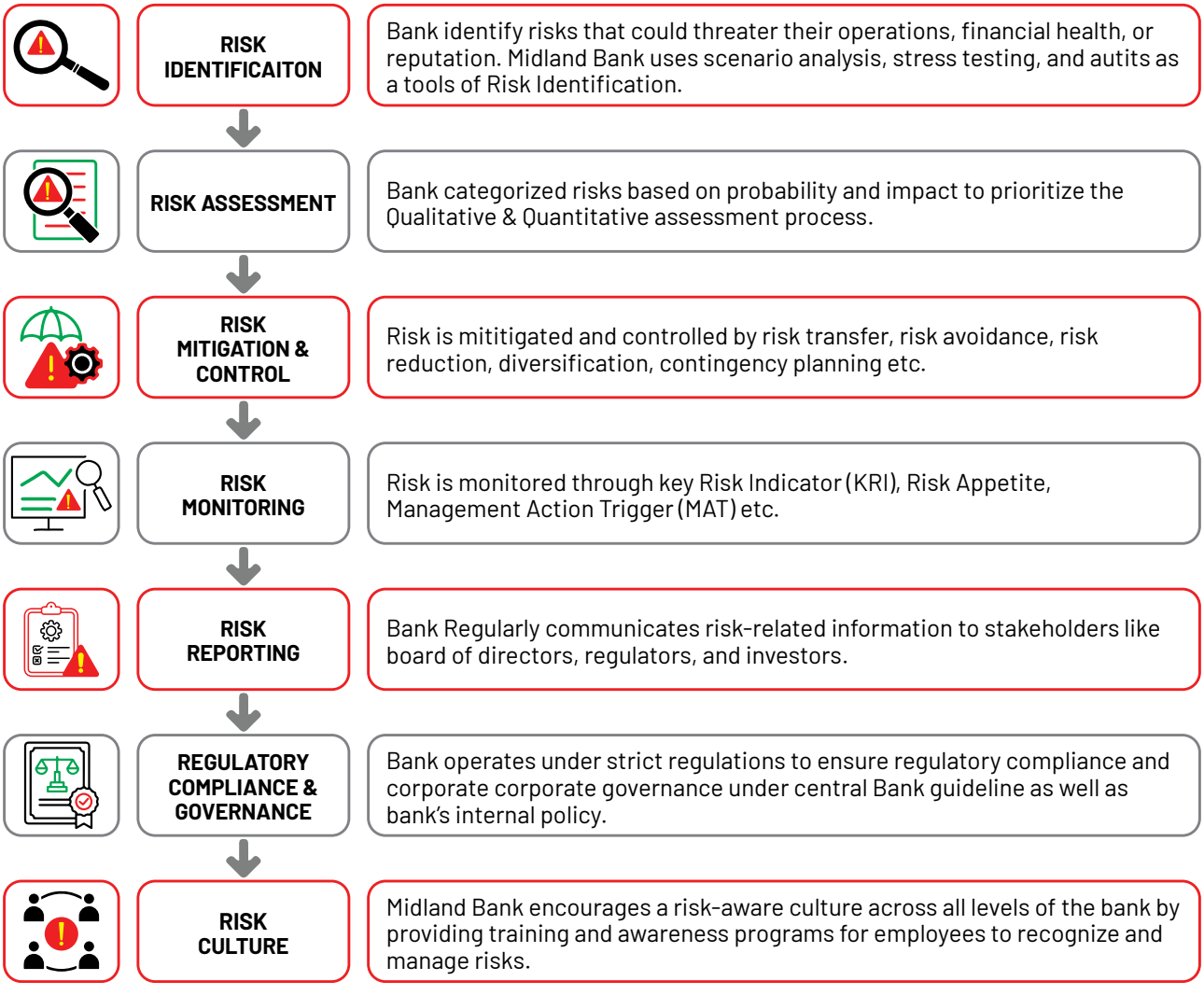
Risk Management Process is critical to ensuring the stability, profitability, and compliance of a bank. Managing risk is a structured and highly regulated process. Midland Bank follows the below steps to manage the risk raises in the Bank.

Effectiveness of Risk Management Framework

There was a time when bank's risk management functions were considered to be mere typical means of compliance with national and global standards. However, the dimension of risk management has evolved as an integral part of the organizational structure. Indeed, it is now pivotal for the stability of organizations, especially for financial institutions in the long run. One cannot deny the role risk management has played in the broader strategies of institutions. Bank prioritized effectiveness of risk management above all else, all the stakeholders in the three different layer of the framework are equally contributing in following manner to make it more and more effective according to the directives of Board of Directors (BoD):

- Board of Directors (BoD) provides strategic direction and approve the overall business strategies and significant policies of the Bank, including those related to managing and taking risks.
- The Board of Directors (BoD) approves overall Risk Management policies of the Bank in line with the regulatory guidelines; The Board also sets the Risk Appetite of the Bank at the beginning of the year.
- MDB has well defined Policies, Procedures and Limits approved by the Board of Directors and senior management to tailor the risk management policies and procedures to the types of risks that arise from the activities of the Bank.
- The Board Risk Management Committee (BRMC) oversees the overall Risk Management of the Bank. The committee also reviews risk management policies & guidelines, and submits to the Board for necessary revision each year.
- The Executive Risk Management Committee (ERMC), an apex body in management level to identify, measure and manage bank's existing and potential risks through detailed risk analysis, formulate risk policies for business units and implement the decisions of BRMC and Board meetings regarding risk issues.
- Chief Risk Officer (CRO) is supervising the Bank's overall risk management function and the institution's comprehensive risk management framework across the entire organization.
- For managing risk of specific functions, MDB established Credit Risk Management Division (CRM), Credit Administration Division (CAD), Internal Control and Compliance Division (ICCD), Information Security Department (ISD), Risk Management Division (RMD) and AML & CFT Division.

Risk Appetite and Capacity



Risk Appetite, as defined by a set of minimum quantitative metrics and qualitative statements; refers to the broad types and amounts of risks that a bank is willing to undertake in implementing its business strategy and to achieve objectives. Setting the risk appetite is an exercise where Bank's risk capital is allocated effectively and risk limits are set within the risk strategy of the Bank. Risk capacity is defined as the maximum level of risk we can assume given our capital and liquidity base, risk management and control capabilities, and regulatory purview.

Thus, the risk appetite is set, covering overall position of a bank ensuring main business units are in line with the business objectives set by Board of Directors. The Board Risk Management Committee (BRMC) recommends and Board of Directors reviews and approves our risk appetite and capacity on an annual basis, with the aim of ensuring that they are consistent with the Bank's strategy, business and regulatory.

RISK MITIGATION **METHODOLOGY**

Principal risk types at a glance:

Risk Types	Governing Documentation	Assessment Tools and Mitigation
Credit Risk	Credit Policy Manual, Credit Instruction Manual, Risk Appetite	Setting limit against sector, geographic location Following BB guideline regarding large loan and single party exposure Diversification of portfolio Security Coverage ICRRS Stress Testing Capital Allocation Escalation to Senior Management & Board
Liquidity and Funding Risk	Asset Liability Management Policy, Fund Transfer Pricing Policy	Setting limit Management Action Trigger Stress Testing Holding High Quality Liquid Asset Escalation to Senior Management & Board
Market Risk	Asset Liability Management Policy, Foreign Exchange Risk Management Policy	Stress Testing Duration Analysis Setting Counterparty Limit Key Risk Indicator Management Action Trigger Capital Allocation Escalation to Senior Management & Board
Operational Risk	Internal Control & Compliance Policy, Operations Manual	DCFCL Setting Limit Internal Audit and Compliance Management Action Trigger Capital Allocation Escalation to Senior Management & Board
Reputational Risk	Customer Service & Compliant Management Process	Ensuring prompt response to customer complains Evaluating customer service quality Addressing reputational issues promptly by Senior Management
Strategic risk	Risk Appetite, Annual Budget, Strategic Planning	Performance review through BRC meeting Monthly review of sector wise loan portfolio
Environmental and Climate Change risk	Credit Policy Manual, Credit Instruction Manual	Ensuring Environmental Risk Rating (EnvRR) Escalation to Senior Management & Board Capital Allocation

Credit Risk Management

Credit risk arises from the Bank's direct lending operations, and in its funding, investment and trading activities where counterparties have repayment or other obligations to the Bank. Effective management of credit risk requires the establishment of an appropriate credit risk culture. Board of Directors, either directly or through the Risk Committee (the Board), reviews and approves the Bank's credit risk appetite annually and credit policy manual. Credit Risk Policy articulates the credit risk management framework. As like most other banking institutes, loans are the largest and most obvious sources of credit risk for Midland Bank. Bank's Credit Risk Management (CRM) specifically addresses the following areas:

- Implementation of the credit risk policy/ strategy approved by the board.
- Ensure compliance with limits approved by the board.
- Makings recommendations to the board, for its approval, clear policies on standards for presentation of credit proposals, financial covenants, rating standards and benchmarks.

Objective of credit risk management is to maximize a Bank's Risk Adjusted Rate of Return by maintaining credit risk exposure within acceptable parameters. The effective management of credit risk is a critical component of a comprehensive approach to risk management and essential to the long-term success of any banking organization. The credit risk management policy of MDB operates under the following five (05) broad principles:

- Forming applicable credit risk strategy
- Operating under a sound credit granting process
- Borrower evaluation
- Maintaining an appropriate credit administration, measurement and monitoring process
- Ensuring adequate control over credit risk

Effectiveness of credit risk management is summarized below:

Policy Support:

MDB developed comprehensive Credit Risk Management policy and ensured timely revision of the same. The last revision of the Credit Policy was approved by the Board of Directors of the Bank in its 155th meeting held on 30.06.2024.

Appropriate Credit Culture:

MDB ensured applicable and appropriate credit culture where duties and responsibilities related to credit marketing, approval, disbursement and monitoring process are clearly segregated. Relationship Managers (RMs) of Business units are responsible for booking new business and servicing existing customers. CRM independently proceed appraisal of business proposals based on ICRRS, financial strength, creditworthiness, capital, group strength and ability to repay loan within schedule and confirms approval of the same based on delegation. The centralized Credit Administration Division (CAD) process covenant and disbursement following the Sanction Advice. Classified accounts and recovery of special cases are handled by both respective business units and Special Asset Management Division (SAMD).

Delegation of Business power (DBP):

MDB articulated board approved Delegation of Business Power for faster credit decision making. It clearly delegated business power to managing Director and different tiers of management. MDB also recruited credit risk officials who have adequate and

proper experience, knowledge and background to exercise prudent judgement in assessing, approving and managing credit risk.

Internal Credit Risk Rating System (ICRRS):

MDB implemented Internal Credit Risk Rating System (ICRRS) as advised by Bangladesh Bank (BB). ICRRS provided a better tool for credit risk management by assessing credit risk more transparently.

Early Alert Reporting:

CRM prepares Early Alert Report on quarterly basis and shares the same with Senior Management and business units.

Stress Testing of Credit Portfolio:

Stress testing of credit portfolio is conducted by RMD on quarterly basis to check the shock absorbing capacity of the Bank. The report is submitted to Bangladesh Bank and memo on the same issue is placed in quarterly BRMC meeting.

Liquidity Risk Management

Liquidity Risk Management is utmost important to MDB. Liquidity Risk Management in MDB has always been supported by policy, contingency funding plan, maintenance of regulatory liquidity ratios and liquidity stress testing. MDB never compromised with higher liquidity at the cost of profitability.

Policy Support:

MDB developed Asset Liability Management Policy which was last revised and approved by the Board of Directors in its 157th meeting held on 13th August, 2024. This policy created an appropriate liquidity risk management culture across the bank.

Contingency Funding Plan:

MDB developed a comprehensive contingency funding plan which is a cash flow projection forecasting funding needs and funding sources under market scenarios including aggressive asset growth and rapid liability erosion. Contingency Funding Plan was prepared as a part of Asset Liability Management Policy. This plan was mirror image of ongoing liquidity risk management in MDB and formalized the objective of liquidity risk management through maintenance of appropriate amount of liquid assets, measurement and projection of funding requirements during various scenarios and management of access to funding sources.

Maintenance of Regulatory Liquidity Ratios:

MDB always focused on maintaining regulatory liquidity ratios like Commitment Limit, Wholesale Borrowing Limit, SLR, CRR, LCR, NSFR, ADR. Likewise, all these indicators were within the regulatory limits set by Bangladesh Bank.

Liquidity Stress Testing:

As a part of liquidity risk management, liquidity stress testing is conducted on quarterly basis and the same is submitted to Bangladesh Bank. Likewise, MDB prepared liquidity stress testing report in 04 quarters of 2024 and MDB was in liquid position in all those reports.

Market Risk Management

Market Risk refers to the loss that may arise due to change in market price of investment due to movement in interest rate, exchange rate and share price. The purpose of market risk management framework is to minimize the risk of loss and maximize profit in trading portfolio. The risk may pertain to interest rate related instruments (interest rate risk), equities (equity price risk) and foreign exchange rate risk (currency risk). Market Risk is managed in MDB through proper policy support, segregation of Treasury Front Office, Back Office and Mid Office, improved decision making by Asset Liability Management Committee (ALCO) and Investment Committee, counterparty limit monitoring, use of different market risk monitoring tools and setting different market risk limit.

Policy Support:

Bank has a comprehensive Asset-Liability Management Policy, Treasury Manual approved by the BoD to assess, monitor and manage all the market risks. Last revision of Asset Liability Management Policy was approved by the Board of Directors in its 157th meeting held on 13th August, 2024 and Treasury Manual was approved by the Board of directors in its 155th meeting held on 30th June, 2024. These policies created an appropriate market risk management culture across the bank.

Segregation of Treasury Front, Back and Mid Office:

Treasury function of MDB is effectively segregated into Front, Back and Mid-Office with separate reporting line. Treasury front office is primarily responsible to manage balance sheet risk, oversee the growth and sustainability of assets and liabilities, manage overall activities of money market, manage liquidity, understand market dynamics, provide input regarding market views, suggest proper balance sheet movement, arrange ALCO meeting and monitor implementation status of the decisions taken in ALCO meeting. Treasury Back Office and Mid Office is responsible for monitoring, measuring and mitigating the risks inherent in the treasury function of the bank.

Treasury Mid Office (TMO):

Treasury Mid Office (TMO) independently monitor all activities done by treasury front office. For sharp monitoring of money market activities, BB has started a common platform named EDS money for all scheduled banks and NBFIs where TMO plays a significant role. TMO regularly monitors the counterparty limit, dealers' limit, calculates FX VaR etc. TMO calculates every-day gain/loss from speculative deals and monitor the loss trigger.

Asset Liability Management Committee:

MDB formed ALCO with key personnel of the management chaired by the Managing Director which is predominantly responsible for balance sheet risk management. ALCO is responsible for setting overall balance sheet strategy, monitoring the composition of assets and liabilities, reviewing pricing strategy of deposits and loans and advances, deciding on the maturity and currency mix of assets and liabilities, deciding on the transfer pricing policy of the bank, reviewing funding plan etc.

Investment Committee:

Investment Committee(IC)of MDB chaired by the Managing Director is formed to address the existing challenges faced in the market and to take investment decision prudently and promptly as well as to review the effectiveness of the decisions taken. This committee looks after investment decision regarding subordinated bond, corporate bond, commercial paper, preference share, common stock, debenture, mutual fund and asset backed securities.

Counterparty Limit Monitoring:

Counterparty limit is proposed by Treasury Front Office and vetted by CRM to monitor Money Market operation and FX deals. The limit is approved by the Board of Directors based on financial strength of different banks and NBFIs and historical use of limits.

Market Risk Monitoring Tools:

Managing market risk requires clear understanding of the amount at risk and the impact of changes in Interest Rate, Exchange rate and Equity Price. To make these determinations, sufficient information must be readily available to permit appropriate action to be taken within acceptable, often very short, time periods. MDB focused on following tools for effective market risk management:

- Repricing Gap Analysis
- Duration Gap Analysis
- Interest Rate Stress Testing
- FX VaR
- FX Stress Testing
- Capital Market Exposure Reporting
- Equity Stress Testing

Operational Risk Management

Operational risk is the risk of loss resulting from inadequate or failed internal process, people and system or from external events; including legal risk but excluding strategic and reputational risk. Unlike other risk as faced by the bank, the operational risk is inherent in most of the process and operations of the bank and

cannot be separated from other risks. Operational risks vary in their components. Some are very high occurrence with low impact and some are low occurrence with high impact risks. Third consultative paper of Basel-II recommended following event based classification of operational risks:

- Internal fraud;
- External fraud;
- Employment practices and workplace safety;
- Client, products and business practices;
- Damage to physical assets;
- Business disruption and system failure;
- Execution, delivery and process management.

MDB practices following process and procedures to identify and measure Operational Risk:

- Periodic review of relevant policy, manuals, processes, procedures and practices for Risk identification;
- Departmental Control Function Check List (DCFCL) are evaluated for risk controls;
- Incident reporting and analysis of causes and actions taken on losses from both internal & external fraud and control lapses;

MDB follows following control and measurement process for Operational Risk Management:

- Regular monitoring of Manuals and Standard Operating Procedures;
- Review of system and network by concerned divisions and related committees on regular interval.
- Self-Assessment of Anti-Fraud Internal Control are being carried out with due diligence under the purview of best practices in the banking industry.
- Risk Based Internal Audit (RBIA), Comprehensive Audit & Inspection, Special Audit are being carried out by Internal Audit & Inspection Division.
- IT Audit is being carried out on regular basis by separate IT Audit department.
- Segregation of duties and multi-tier approval procedure are in place.
- Data Center established for backup of data and information and Business Continuity Plan (BCP) & Disaster Recovery Plan (DRP) has been developed.

Anti-Money Laundering Risk:

MDB has implemented an enterprise-wide AML (Anti-Money Laundering) and CFT (Combating the Financing of Terrorism) compliance program, which covers all the activities of the Bank and is reasonably designed to comply with applicable laws and regulations. For strengthening the AML/CFT Compliance Program of the Bank, MDB had performed the following tasks:

- As part of our AML Compliance Program, we regularly review and update our Policies, Procedures and Controls to ensure they remain effective and aligned with the evolving Regulatory requirements. We have updated our AML Policy Guidelines in the year 2024 as part of our AML Program which was approved by our Board of Directors.
- AML Division guides Branches and Sub-Branches regularly to conduct proper Customer Due Diligence (CDD) and Enhanced Due Diligence (EDD) for High Risk Accounts and PEP/IPs Accounts while onboarding for new customers as well as existing customers.
- Bank has appointed Three (03) additional manpower in the year 2024 for the Division where there is a combinations of CAMS and experienced skilled manpower for strengthening AML activities of the Bank.
- Ongoing Training Programs including Fresher and Refresher Training have been regularly arranged on AML & CFT issues. Total 411 (Four Hundred Eleven) Officials got AML& CFT Training during the year 2024.
- AML Division has organized Special Workshop Session on Self-Assessment Reporting with BAMLCOs of the Bank and Trade Transaction Profile related Session for Relationship Managers of the Bank.
- AML Division has submitted 36 (Thirty-Six) Suspicious Transaction/Activities Report to BFIU based on Predicates Offense those detected by Branches as well as AML Division.
- Bank has purchased AML Solution software named "Project2Morrow" for conducting alerts based Transaction Monitoring which will be integrated with our CBS. As an Individual Solution, it will play a vital role to address Money Laundering issues.
- Bank has addressed all the Recommendations of CAMLCO Conference-2024, and update status was informed to BFIU.
- The Independent Testing Procedure (ITP) on AML conducted by our Internal Control and Compliance Division is regularly reviewed by AML Division and we guide our Branches and take Actions Plans from Branches for improvement of the Ratings of the Branches.
- Besides ICCD's regular ITP Inspection, AML Division also conducts ITP and the Division has conducted 05 (Five) ITPs on different Branches during the year 2024 additionally.

Internal Control and Compliance:

Internal Control & Compliance Division (ICCD) of MDB look after ICC risk of the Bank. Internal Audit, on the other hand, is a part of Internal Control system independent from the management, reinforces the control system through regular review.

To identify control lapses across the bank, MDB practices Risk Based Internal Audit (RBIA) and Internal IT Audit. Subsequent follow up with the relevant units is conducted by Compliance Unit of ICCD that is responsible to ensure the compliance against the identified lapses.

ICT Risk Management:

ICT Risk Management is at the forefront of risk management practice in MDB. To manifest its urge toward ICT Risk Management, MDB has formed Information System Security team. Besides, bank has an IT audit team, which has been formed as per the Central Bank's guideline. To comply with the recommendations and guidelines of the Bangladesh Bank, the following measures have been undertaken during the year 2024 for betterment of ICT Risk Management:

- ICT Security Policy Update: The Bank's ICT security policy (version 6.0.1) has been updated, aligning with the updated Bangladesh Bank ICT security guidelines (version 4.0).
- ICT Procedures Enhancement: Required ICT procedures have been developed and updated to conform with industry standards and regulatory requirements.
- Business Continuity and Recovery Plans: The Bank has initiated updates and implementation of the ICT Business Continuity Plan (BCP), Disaster Recovery Plan (DRP), and Backup & Restore Plan (BRP). During the year 2024, ICT BCP and DRP drills have been conducted as scheduled.
- Data Center Relocation: Based on recommendations regarding the current Data Center (DC) location, Management has decided to relocate the DC to a safer and more compliant site. The General Services Division (GSD) is identifying potential locations that meet industry and regulatory standards. Once the relocation is complete, a Disaster Recovery Site (DRS) will be established in compliance with Bangladesh Bank guidelines. For the interim period, the Bank has submitted a formal request to Bangladesh Bank ICT Department for permission to continue operating MDB DC-DR operations at the current location for an additional year. Bangladesh Bank's Banking Regulation and Policy Department (BRPD) has also been updated regarding this matter.
- Establishment of Information Systems Security Department: In 2024, the Bank established a dedicated Information Systems Security Department to strengthen information security, ensure regulatory compliance, and adhere to industry-standard best practices. The establishment of a Security Operations Center (SOC) is currently in progress.
- Industry Standard Certification: Over the past few years, the Bank has consistently conducted international standard Information Security (IS) audits and compliance assessments, successfully achieving certifications for ISO 27001:2013 and PCI DSS.
- Implementation of Security Solutions: To address abnormal system activities, transmission errors, and unusual transactions, the Bank has procured advanced security solutions, including SIEM, SOAR, FIM, PAM, EDR, XDR, and a Patch Management tool. Additionally, the Bank has upgraded its infrastructure, including networks and systems, to enhance overall security and efficiency.

DISCLOSURE OF **RISK REPORTING**

Risk disclosure is important because it provides transparency to stakeholders by informing them about potential risks and uncertainties that could impact an organization's performance, allowing them to make informed decisions while also holding companies accountable for managing those risks effectively; essentially promoting a better understanding of a company's financial health and risk management practices, leading to a more stable market environment for investors.

At MDB, we focus on accurate and timely risk reporting to make informed decision. Summary of key risk parameters of MDB at the end of December 2024 is as follows:

Capital Management			
Ratios	**BB/Internal limit**	**MDB Position**	**Status**
CET-1 Capital Ratio	Minimum 4.5%	15.82%	Within limit
Capital Conservation Buffer (CCB)	Minimum 2.5%	6.78%	Within limit
Tier-1 Capital Ratio	Minimum 6.0%	15.82%	Within limit
CRAR	Minimum 10.00%	16.78%	Within limit
MCR+CCB	Minimum 12.50%	16.78%	Within limit

Credit Risk			
Ratios	**BB/Internal limit**	**MDB Position**	**Status**
Non-Performing Loan Ratio	Below 5%	3.78%	Within limit
Top 20 borrower's Credit Concentration	Maximum 30%	28.58%	Within limit
Recovery against Classified Loan	Minimum 10%	2.38%	Development required
OBS as a % of Total Asset	Maximum 19%	17.46%	Within limit
Rescheduled Loan to Total Loan	Maximum 8%	3.14%	Within limit
Written Off Loan to Last Year's Classified Loan	Maximum 12%	22.49%	Limit exceeded
Large Loan Concentration	Maximum 46%	38.63%	Within limit

Market Risk			
Ratios	**BB/Internal limit**	**MDB Position**	**Status**
Net Open Position	Maximum USD 9.65 million	USD 3.07 Million	Within limit
Capital Market Exposure (Solo Basis)	Maximum 25% of Capital	18.11%	Within limit
Capital Market Exposure (Consolidated Basis)	Maximum 50% of Capital	18.40%	Within limit
Interest Rate Stress Testing	Minimum CRAR 10%	16.53%	Within limit
FX Stress Testing	Minimum CRAR 10%	17.24%	Within limit

Liquidity Risk			
Ratios	**BB/Internal limit**	**MDB Position**	**Status**
SLR	Minimum 13%	30.31%	Within Limit
CRR (bi-weekly basis)	Minimum 4%	4.36%	Within Limit
ADR	Maximum 87.00%	78.4%	Within Limit
LCR	Minimum 100%	311.98%	Within Limit
NSFR	Minimum 100%	110.47%	Within Limit
MCO (up to one-month bucket)	Maximum 16.50%	16.46%	Within Limit
Commitment Limit	Maximum BDT 4,565.92 CR	BDT 1,746.46 CR	Within Limit
Wholesale Borrowing Limit			
(Max 100% of Reg. Capital)	Maximum BDT 938.87 CR	BDT 731.36 CR	Within Limit



MESSAGE FROM **THE CRO**

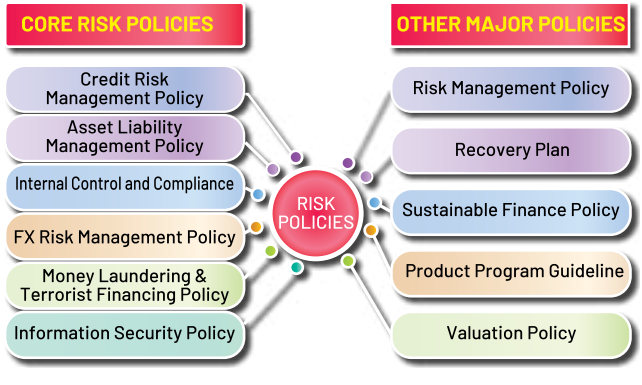
2024 presented challenges across the globe, with sustained high inflation levels from 2023 continuing to put pressure on the central bank to dampen rising prices through increase of interest rates. The global economy has been adversely affected by the Russian-Ukraine war and unrest political situation of the country causing a major supply chain disruption in business and economic activities. Banking sector is not an isolated landscape and got affected both locally and globally. High energy prices, rising interest rates, continuous inflation, disruption in food production, etc. are some common features that impacted economies as well as risk management of the banking sector.

The financial services industry's risk environment is still changing drastically and quickly. On the other hand, risk management is still at the core of banking, and this is the one constant. Notwithstanding the difficult risk environment, Midland Bank's risk management strategy exhibited a great deal of adaptability. There is a need for more integration of risks and risk management because risks are becoming more interrelated and because emerging risks are affecting and cutting across many risk categories, including classic banking risks like capital, credit, and liquidity concerns. We are dedicated to generating long-term value by controlling the material risks to which the bank is exposed and optimizing possibilities for value addition that can be taken with caution regarding potential negative consequences.

Banking sector is going to face several major challenges in upcoming year 2025 including digital transformation, implementation of regulatory changes in the form of New Loan Classification and Prompt Corrective Action (PCA), cybersecurity threat, economic volatility, customer expectation etc. However, MDB is ready to combat these challenges through continuous commitment to prudent risk management practices.

RISK POLICIES

Midland Bank demonstrates a proactive and adaptive attitude in crafting its risk management policy, aligning with key principles that go beyond regulatory minimums. The bank emphasizes a forward-looking approach to identify and assess risks within its portfolio, employing comprehensive risk assessments, stress testing, and scenario analysis. Recognizing the dynamic nature of the risk environment, Midland Bank ensures that its risk management policy remains flexible to respond effectively to emerging market conditions, economic trends, and regulatory changes. Midland Bank distinguishes itself by implementing stringent risk mitigation measures that surpass regulatory requirements. These measures include setting internal risk limits, utilizing risk assessment techniques, and enforcing robust controls to minimize exposure across various risk categories. The bank aims to adopt an integrated risk management framework, considering the interconnectedness of credit, market, operational, and liquidity risks, to implement comprehensive risk management strategies. Continuous monitoring and reporting form a cornerstone of Midland Bank's risk management approach, with regular reviews of risk metrics,



performance indicators, and key risk indicators. This ongoing evaluation allows the bank to stay informed about the effectiveness of its risk management policies and make timely adjustments as needed.

CREDIT RISK

The high level of non-performing loans (NPLs) in the Bangladesh banking sector reflects weak credit risk management practices, including inadequate credit assessment and monitoring processes. Banks often face challenges in accurately assessing the creditworthiness of borrowers and monitoring the performance of their loan portfolios, leading to higher credit losses and increased risk exposure. At MDB, we enhance our credit assessment processes by leveraging advanced credit scoring models and predictive analytics to better evaluate the creditworthiness of borrowers to address credit risk. This includes using a combination of financial indicators, qualitative factors, and industry-specific information to make informed lending decisions. Additionally, robust collateral management systems and regular credit reviews are cornerstone to mitigate credit risk at MDB.

MARKET & LIQUIDITY RISK

Market and liquidity risk management are critical components of a bank's risk management framework. Present market scenario i.e. upward trend in interest rate, tight liquidity situation, volatility in exchange rate makes it even more important to focus on market and liquidity risk management. At MDB, market and liquidity risk is governed by Board approved policy and risk appetite statement. To effectively manage market risk at MDB, we employ a variety of tools and techniques. These may include the use of derivatives to hedge against adverse market movements, stress testing to assess the impact of severe market conditions, and the establishment of market risk limits to control exposures. Additionally, banks may engage in diversification strategies to spread risks across different asset classes and markets. In the realm of liquidity risk management, we focus on maintaining sufficient levels of high-quality liquid assets to meet short-term funding needs, as well as developing contingency funding plans to address potential liquidity shortfalls. Stress testing and scenario analysis are also used to evaluate the bank's ability to withstand liquidity shocks. All key liquidity ratios i.e. LCR 311.98%, NSFR 110.47%, Leverage 8.23% are well above the regulatory threshold which indicates strong liquidity position of the Bank.

FIRST LINE OF DEFENSE

All Business Lines



- Consists of bank's frontline staff.
- Responsible for identifying, assessing, and managing risks in daily operations.
- Manage risks within risk appetite

SECOND LINE OF DEFENSE

Risk Management & Compliance



- Includes risk management and compliance teams.
- Provides oversight, develops risk frameworks, and monitors the effectiveness of the first line.
- Advises and supports in managing specific risks like credit, market, operational, and regulatory

THIRD LINE OF DEFENSE

Internal Audit



- Conducts independent reviews and audits of the first and second lines.
- Provides assurance to senior management and the board on the effectiveness of risk management, governance, and internal controls.

OPERATIONAL RISK

Operational risk is inherent in every business organization which covers a wide spectrum of issues. It encompasses a broad range of potential threats to business operations, including human mistake to negligence, system glitches, lack of automation, outdated processes or lapse, and external factors like regulatory changes or natural disasters. It's crucial for businesses to identify and mitigate material risks in order to ensure smooth operations and long term sustainability, particularly in today's rapid evolving landscape of technology, regulation, and global issues.

As part of the normal course of business, MDB is exposed to operational risks in its business activities and external environment. Our comprehensive Operational Risk Management Framework, supported by policies, tools, systems and governance structure, is used to mitigate operational risks. We continuously manage our operational risk profile through 3LD framework.

CAPITAL MANAGEMENT

At Midland Bank, capital planning is not just a regulatory requirement but a strategic imperative as it enables robust navigation through the uncertainties, supporting growth initiatives and maintaining financial stability, especially in a dynamic, challenging and risk prone environment. Midland Bank has a comprehensive capital management framework that ensures the bank maintains sufficient capital to support its lending operations and risk profile, meet regulatory thresholds, and generate sustainable returns for shareholders. We always focus on borrower rating by ECAI to improve our CRAR. As of December 2024, 92.35% of our eligible borrowers were rated by ECAIs.

Midland Bank understands the critical role that capital plays as a shock absorption cushion for rainy days and in supporting growth and we will continue to build capital strength through profit retention, stock dividend and additional provisioning. We rigorously conduct stress tests on our capital resilience under different scenarios, including severe economic downturns. The Bank has consistently maintained Basel requirement for capital adequacy, with CRAR growing to 16.78% in 2024 (solo-basis) against the regulatory requirement of 12.5%.

ENVIRONMENTAL RISK

Environmental risk is the risk of financial loss or damage to reputation associated with environmental issues, whether arising from our credit and investment activities or related to our own operations. Our Sustainable Finance Policy commits

MDB to responsible conduct in all activities to protect and conserve the environment; safeguard the interests of all stakeholders from unacceptable levels of environmental risk; and support the principles of sustainable development.

CYBER SECURITY RISK

Financial institutions like MDB are evolving their business processes to leverage innovative technologies and the internet to enhance client experiences and streamline operations. However, this evolution has also led to an increase in cyber threats, along with the associated financial, reputational, and operational risks.

With the significant expansion of MDB's technological infrastructure, cybersecurity has become a critical consideration within the Bank's Enterprise Risk Management Framework. To address these challenges, the Bank operates a comprehensive information system security and cyber protection program designed to safeguard its operations, assets, and sensitive information. The ICT Division plays a pivotal role in managing sensitive information and implementing control mechanisms through:

- **Policy Implementation:** Enforcing policies, standards, and controls that meet or exceed the requirements established by BB ICT Security Guidelines, BB Cloud Guidelines, ISO 27001 Standards, PCI-DSS, and SWIFT Security.
- **Advanced Technology Adaptation:** Used next generation security solutions for initiatives cyber defense activity, including a Security Operations Center (SOC), incident response measures, and cutting-edge security technologies.
- **Testing Activities:** Conducting robust and comprehensive vulnerability assessments and penetration testing.
- **Awareness Training:** Regularly providing information security and privacy training to enhance customer and staff awareness.
- **Strong Password Policies:** Enforcing unique, complex password usage and enabling multi-factor authentication (MFA).
- **Regular Software Updates:** Ensuring systems and software are patched to mitigate vulnerabilities.
- **Backup of Critical Data:** Regularly backing up critical data to reduce the impact of ransomware attacks.
- **Firewall and Antivirus Protection:** Maintaining industry leading robust security solutions to protect systems.
- **Network Monitoring:** Detecting and responding to suspicious activities in real time.
- **Access Control:** Limiting user access to sensitive data based on roles and responsibilities.
- **Incident Response Plan:** Establishing a clear and actionable plan for responding to cybersecurity incidents.

By adopting these measures, MDB is committed to securing its technological infrastructure and safeguarding its clients, assets, and operations against evolving cyber threats.

MACRO ECONOMIC RISK

Bangladesh faces several macroeconomic challenges including rising inflation, low Foreign Direct Investment (FDI), liquidity pressure, foreign exchange crisis, trade deficit etc. To combat these risks, Government can take several initiatives like adjusting interest rate, improve supply chain management and agricultural productivity, improve infrastructure to attract FDI, offer incentive to foreign investors, diversify export base, reduce import dependency etc. Existing customers of MDB are also affected by these macroeconomic risk factors. At MDB, we separate those customers who are suffering due to these risk factors and provide financial support so that they can overcome these obstacles. Regarding potential customers, we appraise repayment capacity of the customers considering their business nature and how much they are affected by these risk factors.

REGULATORY & COMPLIANCE RISK

Regulatory and compliance risks in banking refer to the potential for legal, financial, or reputational consequences that arise when a bank fails to comply with applicable laws, regulations, or internal policies. Midland Bank strictly follow up to comply the regulatory requirements & reports.

CONCLUSION

Risk Management function of a bank plays a pivotal role in identifying, evaluating, and managing the diverse array of risks present in the country's banking sector. By adopting proactive risk management strategies, leveraging advanced technology, and fostering a risk-aware culture within the organization, banks can enhance their resilience and sustainability in the dynamic economic landscape of Bangladesh. Mitigating these risks will not only safeguard the financial health of the banks but also contribute to the overall stability and growth of the economy. The continuous monitoring and adaptation of risk management strategies in response to evolving economic conditions and regulatory requirements are essential for ensuring the long-term viability of banks in Bangladesh.



Md. Zahid Hossain
Deputy Managing Director & CRO

CAPITAL **PLANNING**

Bank's capital planning is a dynamic, ongoing and forward-looking mechanism to incorporate changes in a banks strategic focus, risk tolerance levels, business plans, operating environment, or other factors that materially affect capital adequacy.

Capital planning assists the banks Board of Directors and senior management to:

1. Identify risks, improve banks understanding of overall risks, set risk tolerance levels, and assess strategic choices in longer term planning,
2. Identify vulnerabilities i.e. concentrations and assess their impact on capital,
3. Integrate business strategy, risk management, capital and liquidity planning decisions, have a forward looking assessment of the bank's capital needs, including capital needs that may arise from rapid changes in the economic and financial environment.

Capital planning considers both short- term and long-term capital needs and is coordinated with a bank's overall strategy and business growth, usually with a forecast horizon of five years. Bank's capital planning includes following components:

- Identifying and evaluating risks
- Setting and assessing capital adequacy goals that relate to risk
- Maintaining a strategy to ensure capital adequacy and contingency planning
- Ensuring integrity in the internal capital planning process and capital adequacy assessments.

MARKET DISCIPLINE DISCLOSURES ON **RISK BASED CAPITAL (BASEL-III)**

1. Introduction:

The Basel Committee on Banking Supervision (BCBS) has long believed that it is important to encourage market discipline by way of meaningful disclosure of the key risks borne by internationally active banks. To that end, Pillar 3 of the Basel Framework lays out a comprehensive set of public disclosure requirements that seek to provide market participants with sufficient information to assess an internationally active bank's material risks and capital adequacy. The Pillar 3 standard is now part of the Basel Consolidated Framework that brings together all of the BCBS's requirements in a single document.

Midland Bank PLC. (MDB) has also adopted Basel III framework as part of its capital management strategy in line with the revised Risk Based Capital Adequacy Guideline of Bangladesh Bank. These Market discipline disclosures under Basel III are made following 'Guidelines on Risk Based Capital Adequacy (Revised Regulatory Capital Framework for banks in line with Basel III)' for banks issued by Bangladesh Bank in December 2014.The purpose of Market discipline is to complement the minimum capital requirements and the supervisory review process. Establishing a transparent and disciplined financial market through providing accurate and timely information related to liquidity, solvency, performance and risk profile of a bank is another important objective of this disclosure.

2. Disclosure Policy

Bank calculates Risk Weighted Assets (RWA) under the following approaches as per Basel III guidelines (BRPD circular no. 18, dated December 21, 2014):

- Standardized approach for credit risk,
- Standardized approach for market risk and,
- Basic Indicator approach for operational risk.

3. Scope of Application

Qualitative disclosure	a)	The name of the top corporate entity in the group to which this guidelines applies.	**Midland Bank PLC.**
	b)	An outline of differences in the basis of consolidation for accounting and regulatory purposes, with a brief description of the entities within the group (a) that are fully consolidated; (b) that are given a deduction treatment; and (c) that are neither consolidated nor deducted (e.g. where the investment is risk-weighted).	**A brief description of the Bank and its subsidiaries are given below:** **Midland Bank PLC. (MDB):** Midland Bank PLC. ("the Bank") was incorporated on March 20, 2013 as a Public Limited Company in Bangladesh under Companies Act, 1994 with the registered office at N.B. Tower (Level 6 to 9), 40/7 North Avenue, Gulshan 2, Dhaka-1212. The Company was also issued Certificate of Commencement of Business on the same day. It started commercial banking operation on June 20, 2013 through opening first branch at Dilkusha Commercial Area in the name 'Dilkusha Corporate Branch.' Presently, the number of branches stood at 61(Sixty-One) including 21 rural branches, 20 Sub branches along with 148 Agent Banking Center covering commercially important locations of the country. The principal activities of MDB are to provide all types of commercial banking services to customers through its branches, Corporate units and SME Center in Bangladesh. The Bank also entitled to provides money market operations, investment in merchant banking activities, financial intermediary services and any related financial services.

			MDB Asset Management Company Midland Bank Asset Management Company Ltd. was registered on May 29, 2019 as a private company limited by shares with the Registrar of Joint Stock Companies & Firms as per Companies Act, 1994 vide registration no. C-152343/2019. The company received license from Bangladesh Securities and Exchange Commission (BSEC) as Asset Management Company Limited on 4th August 2024. BDT 12.00 crore invested by parent company as paid up capital in 2024.
	c)	Any restrictions, or other major impediments, on transfer of funds or regulatory capital within the group.	Not Applicable
Quantitative disclosure	d)	The aggregate amount of capital deficiencies in all subsidiaries not included in the consolidation that are deducted and the name(s) of such subsidiaries.	Not Applicable

4. Capital Structure

Qualitative disclosure	a)	Summary information on the terms and conditions of the main features of all capital instruments, especially in the case of capital instruments eligible for inclusion in CET-1, Additional Tier -1 or Tier -2.	As per Basel III guidelines, regulatory capital consists of Tier-1 (Common Equity Tier 1 and Additional Tier 1) and Tier 2 capital. Tier 1 Capital is known as going concern capital and Tier 2 Capital also known as gone concern capital. **Common Equity Tier-1 (CET 1) capital of MDB** consists of (i) Fully Paid-up Capital, (ii) Statutory Reserve and (iii) Retained Earnings. **Tier-2 Capital** of MDB consists of (i) General Provision against unclassified Loans and Off-balance sheet exposures.

In BDT Milion

Quantitative disclosure	b)	**The amount of Tier-1 capital with separate disclosure of:**	**Solo**	**Consolidated**
		Common Equity Tier-1 (CET-1) Capital:		
		I.Fully Paid up capital	6,396.70	6,396.70
		II.Non-repayable share premium account	-	-
		III.Statutory reserve	2,105.76	2,105.76
		IV.General reserve	-	-
		V.Retained earnings	1,129.60	1,125.60
		VI.Minority interest in subsidiaries	-	0.00002
		VII.Dividend equalization account	-	-
		Common Equity Tier-1 (CET-1) Capital before deduction (A)	9,632.06	9,628.06
		Regulatory adjustments/Deduction from capital (B)	779.44	779.44
		Common Equity Tier-1 (CET-1) Capital before deduction (C=A-B)	8,852.62	8,848.61
		Additional Tier 1 Capital (D)	-	-
		Tier 1 Capital (E=C+D)	8,852.62	8,848.61
		Tier 2 capital (F)	536.10	536.10
	c)	**Total eligible capital (G=E+F)**	9,388.72	9,384.71

5. Capital Adequacy:

Qualitative disclosure	a)	A summary discussion of the Bank's approach to assessing the adequacy of its capital to support current and future activities.	The Bank has adopted Standardized Approach (SA) for computation of capital charge for credit risk and market risk, and Basic Indicator Approach (BIA) for operational risk. Assessment of capital adequacy is carried out in conjunction with the capital adequacy reporting to the Bangladesh Bank. CRAR ratio of the bank was 16.78% on Solo basis and 16.79% on Consolidated basis as on December, 2024 against the minimum regulatory requirement of **12.50% including capital conservation buffer of 2.50%. Tier-I CRAR ratio was 15.82%** on Solo basis and 15.83% on Consolidated basis as against the minimum regulatory requirement of **8.50% including conservation buffer of 2.50%**.

			MDB has been generating most of its incremental capital from retained earnings. Besides meeting regulatory capital requirement, the Bank maintains adequate capital to absorb material risks foreseen. The surplus capital maintained by MDB will act as buffer to absorb all material risks and to support the future activities. To ensure the adequacy of capital to support the future activities, the bank assesses capital requirements periodically considering future business growth. The Bank's policy is to manage and maintain its capital with the objective of maintaining strong capital ratio and high rating. The Bank maintains capital levels that are sufficient to absorb all material risks. The Bank also ensures that the capital levels comply with regulatory requirements and satisfy the external rating agencies and other stakeholders including depositors. The whole objectives of the capital management process in the Bank are to ensure that the Bank remains adequately capitalized at all times.

				In BDT Milion
Quantitative disclosure	Particulars		Solo	Consolidated
	b)	Risk Weighted Assets (RWA) for Credit Risk	46,178.16	46,041.30
	c)	Risk Weighted Assets (RWA) for Market Risk Risk	3,811.50	3,881.46
	d)	Risk Weighted Assets (RWA) for Operational Risk	5,965.94	5,967.78
		Total Risk Weighted Asset	55,955.60	55,890.55
		Total Regulatory Capital (Tier 1 & Tier 2)	9,388.72	9,384.71
	e)	Capital to Risk Weighted Asset Ratio (CRAR)	16.78%	16.79%
		Common Equity Tier 1 (CET 1) Capital to RWA Ratio	15.82%	15.83%
		Tier 1 Capital to RWA Ratio	15.82%	15.83%
		Tier 2 Capital to RWA Ratio	0.96%	0.96%
		Minimum Capital Requirement (MCR)	10.00%	10.00%
	f)	Capital Conservation Buffer (Minimum Requirement)	2.50%	2.50%
	g)	Capital Conservation Buffer Maintained	6.78%	6.79%

6. Credit Risk:

Qualitative disclosure	a)	**The general qualitative disclosure requirement with respect to credit risk, including:**	
		i) Definitions of past due and impaired (for accounting purposes);	With a view to strengthening credit discipline and bring classification and provisioning regulation in line with international standard, a phase wise program for classification and provisioning was undertaken by the Bank as per Bangladesh Bank circulars issued from time to time. In this regard, all the loans and advances are grouped into four categories for the purpose of classification, namely (i) Continuous Loan, (ii) Demand Loan, (iii) Fixed Term Loan and (iv) Short-term Agricultural and Micro Credit. They are classified as follow: A Continuous Loan and Demand Loan which will remain past due/overdue for a period of 03 (three) months or beyond but less than 09 (nine) months, the entire loan will be put into the "Sub-standard (SS)". A Continuous Loan and Demand Loan which will remain past due/overdue for a period of 09 (nine) months or beyond but less than 12 (twelve) months, the entire loan will be put into the "Doubtful (DF)". A Continuous loan and Demand loan which will remain past due/overdue for a period of 12 (twelve) months or beyond, the entire loan will be put into the "Bad/Loss (B/L)" In case of any installment(s) or part of installment(s) of a Fixed Term Loan is not repaid within the fixed expiry/due date, the amount of unpaid installment(s) will be treated as past due/overdue after 03(three) months of the due date. In case of Fixed Term Loan, if the loan remains unpaid for more than 6 months but less than 12 months, it will be categorized as "Sub-standard (SS)". In case of Fixed Term Loan, if the loan remains unpaid for more than 12 months but less than 15 months, it will be categorized as "Doubtful (DF)". In case of Fixed Term Loan, if the loan remains unpaid for more than 15 months, it will be categorized as "Bad & Loss (BL)". **Short-term Agricultural and Micro Credit will be considered irregular if it is not repaid within the due date as stipulated in the loans agreement are classified as under:**

			◉ **Sub-standard**- if the irregular status continues after a period of 12 (twelve) months, the credits are classified as "Sub-standard". ◉ **Doubtful**- if the irregular status continues after a period of 36 (thirty-six) months, the credits are classified as "Doubtful". ◉ **Bad/Loss**- if the irregular status continues after a period of 60 (sixty) months, the credits are classified as "Bad/Loss". A Continuous loan, Demand loan or a Term Loan which remained overdue for a period of 02 (two) months or more, are treated as "Special Mention Account (SMA)".
		ii) Description of approaches followed for specific and general allowances and statistical methods.	The Bank is required to maintain the following general and specific provision in respect of classified and unclassified loans and advances on the basis of Bangladesh Bank guidelines issued from time to time:

Particulars	Rate
On unclassified small enterprise financing (SME)	0.25%
On unclassified general loans and advances including housing finance	1%
On interest receivable on loans	1%
On off-balance sheet exposures	0.50% to 1%
On unclassified loans for professionals to set-up business and loans to share business	2%
On unclassified consumer financing other than housing finance, loan for professionals and loans for BGs/MBs/SDs	2%
On unclassified Short Term Agricultural and Micro Credits	1%
On Special Mention Account (SMA) except Short Term Agricultural and Micro Credits	0.25% to 2%
Specific Provision	**Rate**
On substandard loans and advances (SS) other than Short Term Agricultural and Micro Credits	20%
On doubtful loans and advances (DF) other than Short Term Agricultural and Micro Credits	50%
On bad / loss loans and advances (BL)	100%
On substandard loans and advances (SS) for Cottage, Micro and Small Credits under CMSME	5%
On doubtful loans and advances (DF) for Cottage, Micro and Small Credits under CMSME	20%
On Sub-Standard and doubtful loans and advances for short term Agricultural and Micro Credits	5%

Quantitative disclosure	b)	Total gross credit risk exposures broken down by major types of credit exposure.	Total gross credit risk exposures broken down by major types of credit exposure of the Bank:

Particulars	In BDT Milion
Term Loan	23,522.22
Overdraft	9,763.15
Time Loan	14,723.98
Cash Credit	1,886.12
Loan Against Trust Receipts (LTR)	4,070.02
Consumer Loan	1,942.05
Payment Against Documents (PAD)	-
Agricultural Credit	1,147.12
EDF Loan	2,617.29
Packing Credit	25.92
Staff Loan	107.75
Other Loans & Advances	236.60
Bill purchased (Payable in Bangladesh)	1,261.69
Bill purchased (Payable outside Bangladesh)	1,972.63
Total	**63,276.54**

	c)	Geographical distribution of exposures, broken down in significant areas by major types of credit exposure.	Geographical distribution of exposures, broken down in significant areas by major types of credit exposure of the Bank:	
			Particulars	**In BDT Milion**
			Urban:	
			Dhaka Zone	53,571.99
			Chittagong Zone	7,921.93
			Rajshahi Zone	208.22
			Khulna Zone	107.49
			Mymensingh	-
			Barisal Division	10.23
			Rangpur Division	66.50
			Sylhet Division	20.73
			Sub-Total	**61,907.10**
			Rural:	
			Dhaka Zone	894.88
			Chittagong Zone	161.09
			Rajshahi Zone	122.84
			Khulna Zone	25.01
			Mymensingh	144.35
			Barisal Division	-
			Rangpur Division	21.28
			Sylhet Division	-
			Sub-Total	**1,369.45**
			Grand Total (Urban + Rural)	**63,276.54**
	d)	Industry or counterparty type distribution of exposures, broken down by major types of credit exposure.	Industry or counterparty type distribution of exposures, broken down by major types of credit exposure of the Bank:	
			Particulars	**In BDT Milion**
			A. Agriculture, Fishing and Forestry	**1,127.29**
			B. Trade & Commerce	**7,542.89**
			C. Construction (Commercial Real Estate, Construction and Land Development Loans)	**3,127.60**
			D. Transport	**62.82**
			E. Consumer Financing	**2,384.11**
			F. Loans to Financial Institutions	**6,166.74**
			G. Industry	**39,764.49**
			RMG	3,675.96
			Textile	7,027.05
			Food and Allied Industries	2,416.46
			Pharmaceutical Industries	3,429.74
			Chemical, Fertilizer, etc.	189.60
			Cement and Ceramic Industries	1,837.40
			Power & Gas	500.60
			Other Manufacturing or Extractive Industries	13,028.84
			Service Industries	4,962.05
			Others	2,696.79
			H. Miscellaneous	**2,997.31**
			Grand Total (excluding staff loan)	**63,173.24**

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

Residual contractual maturity break down of the whole portfolios, broken down by major types of credit exposure of the Bank:

Particulars	In BDT Milion
Repayable on Demand	7,322.97
Up to 1 month	2,454.13
Not more than 3 months	8,271.40
More than 3 months but less than 1 year	21,896.70
More than 1 year but less than 5 years	12,893.40
More than 5 years	10,437.95
Total	**63,276.54**

f) By major industry or counterparty type:

i) Amount of impaired loans and if available, past due loans, provided separately;

The amount of classified loans and advances/investments of the Bank are given below as per Bangladesh Bank guidelines.

Particulars	In BDT Milion
Standard	59,810.08
Special Mention Account	1,075.93
Sub-standard	400.53
Doubtful	59.13
Bad & Loss	1,930.88
Total	**63,276.54**

ii) Specific and general provisions; and

Specific and general provisions were made on the amount of classified and unclassified loans and advances, off-balance sheet exposures, interest on receivable, diminution in value of investment and other assets-suspense of the Bank according to the Bangladesh Bank guidelines.

Particulars	In BDT Milion
Provision on classified loans and advances	1,977.93
Provision on unclassified loans and advances	536.10
Provision on Off-balance sheet exposures	124.62
Provision for diminution in Investments	418.58
Provision against Other Asset	46.88
Total	**3,104.11**

iii) Charges for specific allowances and charge-offs during the period.

During the year the specific and general provisions were made on the amount of classified and unclassified loans and advances, off-balance sheet exposure, interest on receivable, diminution in value of investment and other assets (suspense) of the Bank as per Bangladesh Bank guidelines.

Particulars	In BDT Milion
Provision on classified loans and advances	770.40
Provision on unclassified loans and advances	41.53
Provision on Off-balance sheet exposures	19.82
Provision for diminution in Investments	256.77
Provision against Other Asset	8.08
Total	**1,096.60**

g) **Gross Non Performing Assets (NPAs).**

Non-Performing Assets (NPAs) to Outstanding loans and advances.

Movement of Non-Performing Assets (NPAs).

Movement of Non-Performing Assets (NPAs).

Particulars	In BDT Milion
Opening balance	2,091.60
Addition/adjustment during the year	298.94
Closing balance	**2,390.54**

Movement of Specific Provision for NPAS

Particulars	In BDT Milion
Opening balance	1,448.79

			Recovery from earlier write off loan	2.57
			Transfer from Special General Provision -COVID 19	112.32
			Provisions made during the period	770.40
			Provision transfer from Provision for Share, Commercial Paper & Bond	-
			Provision Transferred to provision for Share, Commercial Paper, Bond	102.10
			Loan Written-off during the year	254.04
			Closing Balance	**1,977.93**

7. Equities: Disclosures for Banking Book Positions

Qualitative Disclosure	a)	**The general qualitative disclosure requirement with respect to equity risk, including:**	
		• Differentiation between holdings on which capital gains are expected and those taken under other objectives including for relationship and strategic reasons; and	Investment in equity securities are broadly categorized into two parts: i) Quoted Securities (Common or Preference Shares & Mutual Fund) that are traded in the secondary market (Trading Book Assets). ii) Unquoted securities are categorized as banking book equity exposures which are further sub-divided into two groups: unquoted securities which are invested without any expectation that these will be quoted in near future i.e. held to maturity (HTM), and securities those are acquired under private placement or IPO and are going to be traded in the secondary market after completing required formalities. Unquoted securities are valued at cost.
		• Discussion of important policies covering the valuation and accounting of equity holdings in the Banking book. This includes the accounting techniques and valuation methodologies used, including key assumptions and practices affecting valuation as well as significant changes in these practices.	The primary aim is to investment in these equity securities for the purpose of capital gain by selling them in future or for dividend income. Dividends received from these equity securities are accounted for as and when received. Both Quoted and Un-Quoted equity securities are valued at cost and necessary provisions are maintained, if the prices fall below the cost price. As per Bangladesh Bank guidelines, the HFT equity securities are revalued once in each week using marked to market concept and HTM equity securities are amortized once a year according to Bangladesh Bank Guideline. The HTM equity securities are also revalued if those are reclassified to HFT category with the approval of Board of Directors.

In BD Million

		Particulars	Solo		Consolidated	
			At cost	At Market value	At cost	At Market value
Quantative Disclosure	b)	Value disclosed in the balance sheet of investments, as well as the fair value of those investments; for quoted securities, a comparison to publicly quoted share values where the share price is materially different from fair value.	803.52	538.17	829.73	562.72
	c)	The cumulative realized gains (losses) arising from sales and liquidations in the reporting period.	(17.15)		(17.15)	
	d)	• Total unrealized gains (losses)	(267.22)		(268.88)	
		• Total latent revaluation gains (losses)	-		-	
		• Any amounts of the above included in Tier-2 capital.	-		-	
	e)	Capital requirements broken down by appropriate equity groupings, consistent with the Bank's methodology, as well as the aggregate amounts and the type of equity investments subject to any supervisory provisions regarding regulatory capital requirements (10% on market value).				
		• Specific Market Risk	1,193.06		1,217.61	
		• General Market Risk	1,193.06		1,217.61	

8. Interest Rate Risk in the Banking Book (IRRBB)

Qualitative disclosure	a)	The general qualitative disclosure requirement including the nature of IRRBB and key assumptions, including assumptions regarding loan prepayments and behavior of non-maturity deposits, and frequency of IRRBB measurement.	Interest rate risk is the risk where changes in market interest rates might adversely affect a bank's financial condition. Changes in interest rates affect both the current earnings (earnings perspective) as well as the net worth of the bank (economic value perspective). To evaluate the impact of interest rate risk on the net interest margin, Midland Bank monitors the size of the gap between rate sensitive assets and rate sensitive liabilities in terms of the remaining period to re pricing. Repricing refers to the point in time when adjustments of interest rates on assets and liabilities occur owing to new contracts, renewal of expiring contracts or that a contract specifies a floating rate that adjusts at fixed time intervals. A maturity mismatch approach is used to measure Midland Bank's exposure to interest rate risk. A positive mismatch means that more assets than liabilities are repriced in a given period. With a positive mismatch, a rise in market interest rates will have a positive effect on the bank's earnings. On the other hand, a negative mismatch, where more liabilities are re-priced than assets in a given period, means a drop in earnings if interest rates had increased. The table presented below showing the Interest Rate Risk Analysis of Midland Bank PLC. The analysis shows that Bank had a negative gap between Rate Sensitive Assets and Rate Sensitive Liabilities meaning that bank's interest income will fall if interest rate increases and vice versa. The rule of thumb suggests that quarterly gaps, causing an earnings impact of 10% of the Bank's average quarterly operating profit for each 1% change in interest rates, should be carefully handled by the Bank's Management.

Interest Rate Risk Analysis (for 1% change in the market rate of interest)

			Particulars	1-90 days	Over 3 months to up to 6 months	Over 6 months to up to 9 months	Over 9 months to up to 1 year
Quantitative disclosure	b)	The increase (decline) in earnings or economic value (or relevant measure used by management) for upward and downward rate shocks according to management's method for measuring IRRBB, broken down by currency (as relevant).					
			A. A. Rate Sensitive Assets	36,977.80	16,812.20	4,418.90	1,186.10
			B. B. Rate Sensitive Liabilities	42,905.30	14,363.10	4,869.30	4,802.80
			GAP (A-B)	(5,927.50)	2,449.10	(450.40)	(3,616.70)
			Cumulative GAP	(5,927.50)	(3,478.40)	(3,928.80)	(7,545.50)
			Adjusted Interest Rate Changes (IRC)	0.25%	0.25%	0.25%	0.25%
			Quarterly earnings impact (Cum. GAP*IRC)	(14.82)	(8.69)	(9.82)	(18.86)
			Cumulative earnings impact to date	(14.82)	(23.51)	(33.34)	(52.20)
			Earning impact / Average quarterly Operating profit	(1.60%)	(2.55%)	(3.61%)	(5.65%)

9. Market Risk:

Qualitative disclosure	a)	i) Views of Board of Directors (BOD) on trading or investment activities.	Market risk is the possibility of losses of assets in balance sheet and off-balance sheet positions arising out of volatility in market variables i.e., interest rate, exchange rate and price. Allocation of capital is required in respect of the exposure to risks deriving from changes in interest rates and equity prices in the Bank's trading book, in respect of exposure to risks deriving from changes in foreign exchange rates and commodity price in the overall Banking activities. The total capital requirement for Bank against its market risk shall be the sum of capital charges against: • Interest rate risk • Equity price risk • Foreign exchange risk • Commodity risk.
		ii) Methods used to measure Market risk.	**Measurement Methodology:** As Banks in Bangladesh are now in a stage of developing risk management models, Bangladesh Bank suggested the Banks for using Standardized Approach for credit risk capital requirement for Banking book and Standardized (rule based) Approach for market risk capital charge in their trading book. Maturity Method has been prescribed by Bangladesh Bank in determining capital against market risk. In the maturity method, long or short positions in debt securities and other sources of interest rate exposures, including derivative instruments, are slotted into a maturity ladder comprising 13 time-bands (or 15 time-bands in case of low coupon instruments). Fixed-rate instruments are allocated according to the residual term to maturity and floating-rate instruments according to the residual term to the next repricing date. In Standardized (rule based) Approach the capital requirement for various market risks (interest rate risk, price, and foreign exchange risk) are determined separately. The total capital requirement in respect of market risk is the sum of capital requirement calculated for each of these market risk sub-categories. e.g.: a. Capital Charge for Interest Rate Risk = Capital Charge for Specific Risk + Capital Charge for General Market Risk. b. Capital Charge for Equity Position Risk = Capital Charge for Specific Risk + Capital Charge for General Market Risk. c. Capital Charge for Foreign Exchange Risk = Capital Charge for General Market Risk. d. Capital Charge for Commodity Position Risk = Capital charge for general market risk.
		iii) Market Risk Management system.	Treasury Division manages the market risk and ALCO monitors the activities of Treasury Division in managing such risk.
		iv) Policies and processes for mitigating market risk.	To mitigate several market risks, Bank Formed Asset Liability Management Committee (ALCO) who monitors the Treasury Division's activities to minimize the market risk. ALCO is primarily responsible for establishing the market risk management and asset liability management of the Bank, procedures thereof, implementing core risk management framework issued by the regulator and ensuring that internal parameters, procedures, practices / polices and risk management prudential limits are adhered to. Treasury Division takes following measures to minimize several market risks: i. **Foreign exchange risk management:** it is the risk that the Bank may suffer losses as a result of adverse exchange rate movement during a period in which it has an open position in an individual foreign currency. This risk measured and monitored by the Treasury Division. To evaluate the extent of foreign exchange risk, a liquidity Gap report is prepared for each currency. ii. **Equity Price Risk:** Equity risk is defined as losses due to changes in market price of the equity held. To measure and identify the risk, mark to market valuation to the share investment portfolios are done. Mark to market valuation is done against a predetermined limit. At the time of investment, following factors are taken into consideration:

			a. Security of Investment b. Fundamentals of securities c. Liquidity of securities d. Reliability of securities e. Capital appreciation f. Risk factors and g. Implication of taxes etc.

Quantitative disclosure	Particulars		In BDT Million	
	b)	**The capital requirements for:**	**Solo**	**Consolidated**
		Interest rate risk	105.70	107.79
		Equity position risk	238.61	243.52
		Foreign exchange risk and	36.83	36.83
		Commodity risk	-	-
		Total Capital Requirement	**381.15**	**388.15**

10. Operational Risk:

Qualitative disclosure	a)	i) Views of BOD on system to reduce Operational Risk	Operational risk is defined as the risk of loss resulting from inadequate or failed internal processes, people and systems or from external events. This definition includes legal risk but excludes strategic and reputation risk. It is inherent in every business organization and covers a wide spectrum of issues. The Board of Director (BOD) of the Bank and its Management firmly believe that this risk through a control based environment in which processes see documented, authorization as independent and transactions are reconciled and monitored. This is supported by an independent program of periodic reviews undertaken by internal audit, and by monitoring external operational risk events, which ensure that the group stays in line with industry best practice and takes account or lessons learned from publicized operational failures within the financial services industry. The BOD has also modified its operational risk management process by issuing a high level standard like SOP, supplemented by more detailed formal guidance. This explains how the Bank manages operational risk by identifying, assessing, monitoring, controlling and mitigating the risk, rectifying operational risk events, and implementing any additional procedures required for compliance with local regulatory requirements. The Bank maintains and tests contingency facilities to support operations in the event of disasters. Additional reviews and tests are conducted in the event that any branch of the Bank is affected by a business disruption event, to incorporate lessons learned in the operational recovery from those circumstances. Plans have been prepared for the continued operation of the Bank's business, with reduced staffing levels.
		ii) Performance gap of executives and staffs	**Human Resources** Human Resources Management is one of the key factors for enhancing the Bank's overall performance. The main functions of HR is to find out the latent talent of the employees and utilize them properly towards achieving organizational goal. The Bank has already established a performance driven working culture to expedite the utmost effort of its employees. Our HR mission is to be the employer of choice in the financial sector where the employee will work with pride and pleasure. MDB believes that Human Resource Development is a continual process and the output of the development helps the organization to meet the objective and long term vision of the organization. The Bank recruits people from all sections of the society based on their competencies. We highly emphasize on attitude driven talent acquisition process because we don't offer merely a job for the employees but we are highly conscious to shape their career and make them confident for the best fit of the next role. The main motto of Human Resources Management Division is to hike the service excellency curve for the internal and external customers of the Bank. The Management team of the Bank with their talent & skill has now been working for business excellence of the Bank with new pledge based on professionalism, team work, and strong bondage of interpersonal relationship with good governance. The new economies with increased global, regional and local competition coupled with socio-economic sensitivity have created enormous challenges in organization like private commercial Banks. To cope with new challenges, our strategic approach is aimed at adapting with technology based environment. Thus we thrive for caring our people so that they can positively contribute in the profitability curve of the organization.

Workforce Diversity:

MDB believes that organization's success and competitiveness depends upon its ability to embrace workforce diversity and realize the benefits. With that believe, MDB tries to handle workforce diversity in an efficient way so that MDB can increase adaptability, broader service range, recognize variety of viewpoints, manage more effective execution. As on 31st December 2024, workforce diversity is furnished below:

Age Group	Male	Female	Total
Above 50 years	9	0	9
30-50 years	607	69	676
Below 30 years	139	42	181
Total	755	111	866

iii) Potential external events

Risk factors/Potential external events:

It is needless to say that there are certain risk factors which are external in nature and can affect the business of the Bank. The factors discussed below can significantly affect the business:

- **General business and political condition**
  MDB's performance greatly depends on the general economic and political conditions of the country. The year 2024 was an extremely challenging year for banking industry marked with high inflation, fuel shortage, import restriction, financial sector vulnerabilities, political turmoil, high NPL etc.
- Changes in credit quality of borrowers
  Risk of deterioration of credit quality of borrowers is inherent in Banking business. This could result due to several reasons like economic crisis, inflationary pressure, foreign exchange crisis, supply chain disruption, changes in national and geopolitical environment. Deterioration in credit quality requires provisioning which ultimately hurts profitability.
- Changes in policies and practices of regulatory bodies to revise practices, pricing and responsibilities of the financial institutions
  MDB is subject to regulations and compliance of regulation is must. Changes in policies with regard to interest rates, pricing have significant effect on the performance of the Bank. Changes in provisioning requirement will affect the performance of the Bank.
- Implementation of Basel-III
  Basel-III is fully effective from 2015 and MDB needs to be complied with respect to credit risk management, its supervision and establishment of effective internal control. The grading of the borrowers and its link with capital requirement may slow down the credit expansion. The establishment of effective control requires more investment in technology and operating expenses are likely to increase.
- Changes in market conditions
  Changes in market conditions particularly interest rates on deposits and volatility in Foreign Exchange market is likely to affect the performance of the Bank. Depositors are becoming increasingly price sensitive and any unilateral upward change by a Bank will exert pressure on interest rate structure of the Banking sector.
- The risk of litigation
  In the ordinary course of business, legal actions, claims by and against the Bank may arise. The outcome of such litigation may affect the financial performance of the Bank.
- Success of strategies
  MDB is proceeding with its strategic plan and its successful implementation is very important for its financial performance. Major deviation due to external and internal factors will affect the performance of the Bank.

iv) Policies and processes for mitigating operational risk.

Midland Bank PLC. (MDB) has formed a separate 'Risk Management Division' under Chief Risk Officer to ensure following things:

- Designing of organizational structure by clearly defining roles and responsibilities of individuals involved in risk taking as well as managing it;
- Formulation of overall risk assessment and management policies, methodologies, guidelines and procedures for risk identification, risk measurement, risk monitoring, defining an acceptable level of risk, mitigation of all the core risks in line with their respective guidelines provided by Bangladesh Bank;
- Reviewing and updating all risks on systematic basis as necessary at least annually, preferably twice a year, ensuring that adequate controls exist and that the related returns reflect these risks and the capital allocated to support them. The main risk areas will be (i) Balance sheet Risk Management, (ii) Credit Risk, (iii) Foreign Exchange Risk, (iv)Internal Control and Compliance Risk, (v) Money Laundering Risk and (vi) IT Risk.
- Setting the portfolio objectives and tolerance limits/parameters for each of the risks;

			◉ Formulation of strategies and different models in consistency with risk management policy based on IT Policy and in house IT support which can measure, monitor and maintain acceptable risk levels of the Bank; ◉ Development of information systems/MIS inflow and data management capabilities to support the risk management functions of the Bank. ◉ Ensure compliance with the core risks management guidelines at the department level, and at the desk level; ◉ The unit will work under Bank's organizational structure and suggest to the CEO to take appropriate measures to overcome any existing and potential financial crisis; ◉ Analysis of self-resilience capability of the Bank; ◉ Initiation to measure different market conditions, vulnerability in investing in different sectors; ◉ The unit will also work for substantiality of capital to absorb the associated risk in banking operation. **Activities undertaken by "Risk Management Division" since inception and recent approaches** ◉ Risk Management Division of MDB is currently arranging monthly meeting on various issues to determine strategies in consistency with risk management policy, which can measure, monitor, and maintain acceptable risk level of the Bank. Minutes of each meeting is submitted to Bangladesh Bank on monthly basis; ◉ Besides, Risk Management Report and Comprehensive Risk Management Report (CRMR) have also been prepared on monthly and semi-annually basis respectively which address different areas of risk and their mitigating tools & techniques guided by the members of Risk Management Division; ◉ In order to perform the risk management function smoothly, RMD had invited all the Operational Divisions vide letter to the Head of respective Divisions to form an internal committee along with defined duties of concerned officials. It is to be noted that Executive Risk Management Committee (ERMC) has been established where all the operational and relevant business heads are member. **Stress Testing in MDB:** Risk Management Division (RMD) of MDB has prepared stress testing report in line with the revised stress testing guideline of Bangladesh Bank. In most cases, shock scenarios were changed and new risk area was introduced in the revised stress testing guideline. The stress testing based on the financial performance of the Bank as on December 31, 2024 showed that MDB fails to maintain 10% CRAR when top 5 customers default but in all other cases, CRAR remain more than 10%. In case of combined shock, CRAR remain above 10% in minor shock level. It depicts the strength of MDB's capital base and shock resilience capacity.
		v) Approach for calculating capital charge for operational risk.	The Banks operating in Bangladesh shall compute the capital requirements for operational risk under Basic Indicator Approach (BIA). Under BIA, the capital charge for operational risk is a fixed percentage, denoted by · (alpha) of average positive annual gross income of the Bank over the past three years. Figures for any year in which annual gross income is negative or zero, should be excluded from both the numerator and denominator when calculating the average. The capital charge may be expressed as follows: $K = [(GI\,1 + GI2 + GI3)\,\alpha]/n$ Where- K = the capital charge under the Basic Indicator Approach GI = only positive annual gross income over the previous three years (i.e., negative or zero gross income if any shall be excluded) α = 15 percent n = number of the previous three years for which gross income is positive. **Gross income:** Gross Income (GI) is the sum of Net Interest Income, Net non-Interest Income and Interest Suspense.

Quantitative disclosure			In BDT Million	
		Particulars	Solo Basis	Consolidated
	b)	The capital requirement for operational risk	596.59	596.78

11. Leverage Ratio

Qualitative disclosure	a)	i) Views of BOD on system to reduce excessive leverage	In order to avoid building-up excessive on- and off-balance sheet leverage in the banking system, a simple, transparent, non-risk based leverage ratio has been introduced. The leverage ratio is calibrated to act as a credible supplementary measure to the risk based capital requirements. The leverage ratio is intended to achieve the following objectives: a) constrain build-up of leverage in the banking sector which can damage the broader financial system and the economy; and

			b) Reinforce the risk based requirements with an easy to understand and a non-risk based measure. The Board of Directors of MDB primarily views on the growth of On-balance and Off-balance sheet exposures commensurate with its expected growth so that the excessive leverage is reduced. Within the On-balance components, again, the Board emphasizes on the growth of the prime component i.e. the loans and advances and maintaining good asset quality so as to maximize the revenue as well as the capacity to generate capital internally (in the form of retained earnings) to trade-off the excessive leverage supposed to be caused by asset growth. At the outset of asset growth, the Board also views the growth of its sources of fund i.e. deposit growth taking into consideration of projected business growth so that the credit-deposit ratio is maintained at a sustainable basis as well as to reduce the mismatches of asset-liability gap within the tolerable limit to manage the liquidity risk.
		ii) Policies and processes for mitigating market risk.	To mitigate excessive on and off-balance sheet leverage, the Bank formed Basel Unit who monitors implementation status of Basel -III within the Bank as per the guidelines on risk based capital adequacy issued by Bangladesh Bank.
		iii) Approach for calculating leverage ratio	A minimum Tier 1 leverage ratio of 3.50% is being prescribed on both solo and consolidated level. The banks will maintain leverage ratio on quarterly basis. The calculation at the end of each calendar quarter will be submitted to BB showing the average of the month end leverage ratios based on the following definition of capital and total exposure. Tier 1 Capital (after related deductions) Leverage Ratio = ———————————————————— Total Exposure (after related deductions)

					In BDT Million
Quantitative disclosure		**Sl.**	**Particulars**	**Solo Basis**	**Consolidated**
	b)	A.	Tier-1 Capital	8,852.62	8,848.61
		B.	On Balance Sheet Exposure	1,00,795.65	1,00,779.41
		C.	Off-Balance Sheet Exposure	7491.63	7491.63
		D.	Total Deduction from On and Off-Balance Sheet Exposure	779.44	779.44
		E.	Total Exposure (B+C-D)	1,07,507.85	1,07,491.60
		F.	Leverage Ratio (A/E)*100	8.23%	8.23%

12. Liquidity Risk

In line with the provisions of liquidity risk management under Basel III, Bangladesh Bank on the basis of the relevant guideline of Bank for International Settlements (BIS) has identified the (i) Liquidity Coverage Ratio (LCR); (ii) Net Stable Funding Ratio (NSFR); and (iii) Leverage under the purview of 'Liquidity' ratio vide BRPD Circular No. 18 dated 21st December 2014 and DOS Circular No. 1 dated 1st January 2015.

Qualitative disclosure	a)	i) Views of BOD on system to reduce Liquidity Risk	Liquidity risk arises when the Bank cannot maintain or generate sufficient funds to meet its payment obligations as they fall due or can only do so at a material loss. This can arise when counterparties who provide funding to the Bank withdraw or do not roll over a line of funding or as a result of a general disruption in financial markets which lead to normal liquid assets becoming illiquid. The Board of Directors reviews the liquidity risk of the Bank on quarterly basis while reviewing the Quarterly Financial Statements, Stress Testing Report etc. Besides, Board Risk Management Committee also reviews the liquidity position while reviewing the risk status report on quarterly basis. Upon reviewing the overall liquidity position along with the outlook of MDB funding need, investment opportunity, market/industry trend, the Board takes its strategic decision regarding deposits, funding, investments, loans as well as interest rates polices etc. The Board of MDB always strives to maintain adequate liquidity to meet up Bank's overall funding need for the huge retail depositors, borrowers' requirements as well as maintain regulatory requirements comfortably.
		ii) Methods used to measure Liquidity risk.	**Measurement Methodology:** The maintenance of Cash Reserve Requirement (CRR) and Statutory Liquidity Ratio (SLR) are considered as the fundamental methods/tools to measure the liquidity position/risk of MDB. Liquidity Coverage Ratio (LCR) and Net Stable Funding Ratio (NSFR) are new liquidity standard introduced by the Basel Committee.

			This standard is built on the methodologies of traditional liquidity coverage ratio used by banks to assess exposure to contingent liquidity events. LCR aims to ensure that a bank maintains an adequate level of unencumbered, high-quality liquid assets that can be converted into cash to meet its liquidity needs for 30 calendar days. LCR goes beyond measuring the need for liquid assets over the next 30 days in a normal environment. It measures the need for liquid assets in a stressed environment, in which deposits and other sources of funds (both unsecured and secured) run off, to various extents, and unused credit facilities are also drawn down in various magnitudes. These runoffs are in addition to contractual outflows. Equation used to calculate LCR is as follows: Stock of high quality liquid assets LCR = ————————————————————≥ 100% Total net cash outflows over the next 30 calendar days The calculation of the LCR requires three important quantities to be defined: a. Total value of stock of high quality liquid assets b. Total cash outflows, next 30 days (stressed scenario) c. Total cash inflows, next 30 days (stressed scenario) **Net Stable Funding Ratio:** NSFR or Net Stable Funding Ratio is another new standard introduced by the Basel Committee. The NSFR aims to limit over-reliance on short-term wholesale funding during times of abundant market liquidity and encourage better assessment of liquidity risk across all on-balance and off-balance sheet items. The minimum acceptable value of this ratio is 100 percent, indicating that available stable funding (ASF) should be at least equal to required stable funding (RSF). ASF consists of various kinds of liabilities and capital with percentage weights attached given their perceived stability. RSF consists of assets and off-balance sheet items, also with percentage weights attached given the degree to which they are illiquid or "long-term" and therefore requires stable funding. The time horizon of the NSFR is one year. Like the LCR, the NSFR calculations assume a stressed environment. Available amount of stable funding NSFR = ————————————————————≥ 100% Required amount of stable funding The calculation of the NSFR requires two quantities to be defined: a. available stable funding (ASF) and b. required stable funding (RSF). **NSFR is met if ASF exceeds RSF, that is if ASF/RSF ≥ 1 or 100%.** In addition to the above, the following measures have been put in place to monitor the liquidity risk management position of the Bank on a continued manner: a. Asset-Liability Maturity Analysis (Liquidity profile); b. Wholesale borrowing capacity; c. Maximum Cumulative Outflow (MCO); d. Besides the above, the following tools are also used for measuring liquidity risk: e. Stress Testing (Liquidity Stress); f. Net open position limit - to monitor the FX funding liquidity risk;
		iii) Liquidity Risk Management system.	In MDB, at the management level, the liquidity risk is primarily managed by the Treasury Division (Front Office) under oversight of ALCO which is headed by the Managing Director along with other senior management. Treasury Division (Front Office) upon reviewing the overall funding requirements on daily basis sets their strategy to maintain a comfortable/ adequate liquidity position taking into consideration of Bank's approved credit deposit ratio, liquid assets to total assets ratio, asset-liability maturity profile, Bank's earning/ profitability as well as overall market behavior and sentiment etc. Apart from the above, Financial Administration Division also monitors & measures the liquidity risk in line with the Basel III liquidity measurement tools, namely, LCR, NSFR, Leverage Ratio. RMD addresses the key issues and strategies to maintain the Basel III liquidity ratios to the respective division (s) on regular interval.
		iv) Policies and processes for mitigating liquidity risk.	The Treasury Division are taking following measures to minimize the several market risks: A Board approved Asset Liability Management Policy to manage liquidity on a day-to-day basis and a Contingency Funding Plan to deal with crisis situations are in place. Contractual maturity of assets and liabilities, liquidity ratios to include adherence to regulatory requirements and monthly liquidity forecasts are reviewed at ALCO meetings. Furthermore, liquidity stress tests are carried out quarterly to assess the impact of extreme events.

			In BDT Million
Quantitative disclosure	b)	Particulars	Solo
		• Liquidity Coverage Ratio	311.98%
		• Net Stable Funding Ratio (NSFR)	110.47%
		• Stock of High quality liquid assets	23,884.59
		• Total net cash outflows over the next 30 calendar days	7,655.81
		• Available amount of stable funding (ASF)	77,500.94
		• Required amount of stable funding (RSF)	70,156.33

13. Remuneration

Qualitative disclosure	a)	a. Information relating to the bodies that oversee remuneration.	i) Name of the bodies that oversee remuneration	At the management level, primarily the Human Resources Division oversees the 'Remuneration' in line with its HR Management Strategy/Policy under direct supervision and guidance of Senior Management Team (SMT) of the Bank. The Bank has Board approved pay scale for its employees.
			ii) Composition of the main body overseeing remuneration	SMT is headed and chaired by the Managing Director & CEO of the Bank along with other members of top management. Head of Human Resources Division acts as the Member Secretary of SMT. There is a pay scale approved by the competent authority where the salaries and increments are fixed designation wise and the same is followed accordingly.
			iii) Mandate of the main body overseeing remuneration	The mandate of SMT as the main body for overseeing the Bank's remuneration is to review the position of remuneration and associated matters and recommend to the Board of Directors for approval of its restructuring, rearrangement and modification commensurate with the industry best practices as per requirement.
			iv) External consultants whose advice has been sought, the body by which they were commissioned, and in what areas of the remuneration process.	The Bank has no External Consultant permanently regarding 'remuneration' and its process. However, experts' opinion may have been sought in case to case basis regarding income tax matter, lawyers' opinion for settlement of employees' dues in case of death, penalty etc. if required, by the management.
			v) A description of the scope of the bank's remuneration policy (e.g. by regions, business lines), including the extent to which it is applicable to foreign subsidiaries and branches.	The Bank does not differentiate the 'Pay Structure' and 'Employee benefits' by regions. However, variation in remuneration is in practice based on nature of Job/business line/activity primarily separated for the employees who are directly recruited by the Bank and the headcounts/ employees explored through outsourcing service providers as per rule.
			vi) A description of the types of employees considered as material risk takers and as senior managers, including the number of employees in each group.	We consider the members of the senior management, branch managers and the employees engaged in different functional divisions at Head Office (except the employees involved in internal control, risk management and compliance) as the material risk takers of MDB.
		b) Information relating to the design and structure of remuneration processes.	i) An overview of the key features and objectives of remuneration policy.	Remuneration and other associated matters are guided by the Bank's Service Rule as well as instruction, guidance from the Board from time to time in line with the industry practice with the objectives of retention/hiring of experienced, talented workforce focusing on sustainable growth of the Bank.
			ii) Whether the remuneration committee reviewed the bank's remuneration policy during the past year, and if so, an overview of any changes that was made.	Human Resources Division under guidance of SMT, the Board and senior management reviews the issues of remuneration and its associated matters from time to time.

			iii) A discussion of how the bank ensures that risk and compliance employees are remunerated independently of the businesses they oversee	The risk and compliance employees are carrying out the activities independently as per specific terms of references, job allocated to them. Regarding remuneration of the risk and compliance employees, Human Resources Division does not make any difference with other mainstream/ regular employees and sets the remuneration as per the prevailing rule of the Bank primarily governed by the employees' service rule of the Bank.
		c) Description of the ways in which current and future risks are taken into account in the remuneration processes.	i) An overview of the key risks that the bank takes into account when implementing remuneration measures.	The business risk including credit/default risk, compliance & reputational risk are mostly considered when implementing the remuneration measures for each employee/group of employee. Financial and liquidity risk are also considered.
			ii) An overview of the nature and type of the key measures used to take account of these risks, including risks difficult to measure.	Different set of measures are in practice based on the nature & type of business lines/segments etc. These measures are primarily focused on the business target/goals set for each area of operation, branch vis-à-vis the actual results achieved as of the reporting date. The most vital tools & indicators used for measuring the risks are the asset quality (NPL ratio), Net Interest Margin (NIM), provision coverage ratio, credit-deposit ratio, cost-income ratio, growth of net profit, as well the non-financial indicators, namely, the compliance status with the regulatory norms, instructions has been brought to all concerned of the Bank from time to time.
			iii) A discussion of the ways in which these measures affect remuneration.	While evaluating the performance of each employee annually, all the financial and non-financial indicators as per pre-determined set criteria are considered; and accordingly the result of the performance varies from one to another and thus affect the remuneration as well.
			iv) A discussion of how the nature and type of these measures has changed over the past year and reasons for the change, as well as the impact of changes on remuneration.	No material change has been made during the year 2024 that could affect remuneration.
		d) Description of the ways in which the bank seeks to link performance during a performance measurement period with levels of remuneration.	i) An overview of main performance metrics for bank, top-level business lines and individuals.	The Board sets the Key Performance Indicators (KPIs) while approving the business target/ budget for each year. The management sets the appropriate tools, techniques and strategic planning (with due concurrence/approval of the Board) towards achieving those targets. The most common KPIs are the achievement of loan, deposit and profit target with the threshold of NPL ratio, cost-income ratio, cost of fund, yield on advance, provision coverage ratio, capital to risk weighted asset ratio (CRAR), ROE, ROA, liquidity position (maintenance of CRR and SLR) etc.
			ii) A discussion of how amounts of individual remuneration are linked to bank-wide and individual performance.	The remuneration of each employee is paid based on her/his individual performance evaluated as per set criteria. And, accordingly, the aggregate amount of remuneration of the Bank as a whole is impacted to the same extent.
			iii) A discussion of the measures the bank will in general implement to adjust remuneration in the event that performance metrics are weak. This should include the bank's criteria for determining "weak" performance metrics.	The Bank follows remuneration process as per set criteria with no in general adjustment in the event of weak performance metrics/scorecard.

		e) Description of the ways in which the bank seek to adjust remuneration to take account of longer-term performance.	I) A discussion of the bank's policy on deferral and vesting of variable remuneration and, if the fraction of variable remuneration that is deferred differs across employees or groups of employees, a description of the factors that determine the fraction and their relative importance.	The Bank pays variable remuneration i.e. Annual Increment based on the yearly performance rating on cash basis with the monthly pay. While the value of longer term variable part of remuneration i.e. the amount of provident fund, gratuity funds are made provision on aggregate/individual employee basis; actual payment is made upon retirement, resignation etc. as the case may be, as per rule.
			ii) A discussion of the bank's policy and criteria for adjusting deferred remuneration before vesting and (if permitted by national law) after vesting through claw back arrangements.	Not Applicable
		f) Description of the different forms of variable remuneration that the bank utilizes and the rationale for using these different forms.	I) An overview of the forms of variable remuneration offered (i.e. Cash, shares and share-linked instruments and other forms. A description of the elements corresponding to other forms of variable remuneration (if any) should be provided.	The Bank pays variable remuneration on cash basis (i.e. Direct credit to the employee Bank account and/or Payment Order/Cheque), as the case may be, as per rule/practice.
			ii) A discussion of the use of the different forms of variable remuneration and, if the mix of different forms of variable remuneration differs across employees or groups of employees), a description the factors that determine the mix and their relative importance.	The following variable remuneration has been offered by MDB to its employees: Annual Increment and Incentive Bonus Bank provides annual increments and incentive bonus based on performance of the employees with the view of medium to long term strategy and adherence to Midland Bank values.

(In BDT Million)

Quantitative disclosure	b)		**Solo**	
		Number of meetings held by the main body overseeing remuneration and remuneration paid to its member.	No such meeting as there is no designated remuneration committee. HR Division is assigned to initiate any change proposal on remuneration as per the Human Resource Management Policy of the bank and get necessary approval from Board.	
		Number of employees having received a variable remuneration award.		622
		Number of guaranteed bonuses awarded.		2 festival bonuses
		Total amount of guaranteed bonuses awarded.		42.60
		Number of sign-on awards made.		Nil
		Total amount of sign-on awards made.		Nil
		Number of severance payments made.		Nil
		Total amount of severance payments made.		Nil
		Total amount of outstanding deferred remuneration, split into cash, shares and share-linked instruments and other forms.		Nil
		Total amount of deferred remuneration paid out.		
		Breakdown of amount of remuneration awards for the financial year to show:	**BDT in Million**	
			Fixed	670.61
			Variable	116.58
			Deferred	Nil
			Non-deferred	Nil
			Different forms used (cash, shares and share linked instruments, other forms).	Cash
		Total amount of outstanding deferred remuneration		Nil
		Total amount of retained remuneration exposed to ex post explicit and/or implicit adjustments.		Nil
		Total amount of reductions during the financial year due to ex post explicit adjustments.		Nil
		Total amount of reductions during the financial year due to ex post implicit adjustments		Nil

MANAGING OF **NON-PERFORMING LOANS (NPL)**

Industry Overview:

Non-performing loans (NPLs) in Bangladesh at the end of December'2024 surged to Tk.3.45 trillion, representing 20.20% of the total outstanding loans in the banking sector. This manifested a substantial increase from Tk.1.34 trillion (9.00%) in December'2023. The rise in NPLs has been attributed to various factors, including increased defaults which was aggravated by the central bank's recent revision of overdue definition - reducing the threshold for fixed term loans form 6 months to 3 months, political influence in lending, economic disruptions and exploitative practices such as money laundering and illicit capital flight.

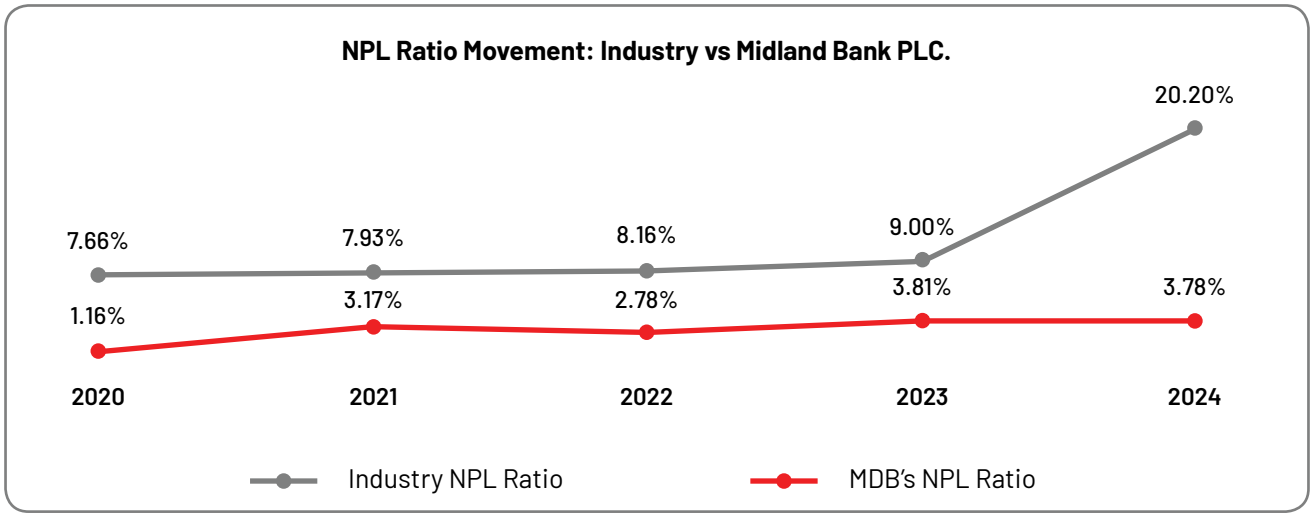
Central Bank has stressed the necessity for solid credit risk management policies and tools that comply with Basel III requirements, an international accord aimed at strengthening the supervision, risk management, and regulation of banks. Accordingly, an "Expected Credit Loss" methodology-based provisioning system is scheduled for implementation in 2027, in alignment with International Financial Reporting Standards.

Key steps taken in 2024:

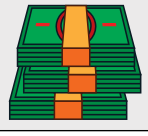
- Prioritizing onboarding customers keeping in view bank's risk appetite.
- Meticulous credit assessment while adhering to regulatory guidelines.
- Increased green and sustainable finance following the BB's directives.
- Strict monitoring and rigorous follow-up to prevent loan default.
- Prioritizing alternate dispute resolution measures concurrently with legal resources to make the loan recovery drive time and cost effective.

NPL position of MDB:

For banking industry, 2024 had been a year of immense challenges, such as rising of interest rate, exchange rate fluctuations and client's apathy for investment and banks Inability to mobilize required fund for investment, rising of NPLs. In spite of the challenges, MDB's relentless effort and dedication to maintain superior asset quality has resulted in maintaining low NPL ratio compared to industry average. Ending 2024 with Gross NPL ratio of 3.78% decreasing from 3.81% in 2023 and well below industry average of 20.20% at the end of December'2024. This achievement is a joint effort of its business unit, credit risk management, special asset management, senior management and continuous guidance and oversight of its esteemed Board of Directors.



Way forward:

	*In order to keep NPL position low, Midland Bank will continue its recovery drive to reduce its existing NPL and also shall remain vigilant and beef up its monitoring measures to further arrest new NPL.*
	*Keeping in mind current economic and industry situations bank will reinforce its credit principles and take conservative approach for new borrower onboarding.*

Midland Bank has established resilience by maintaining a Gross NPL ratio of 3.78%, well below the industry average of 20.20%. This achievement reflects the Bank's prudent lending practices, effective monitoring, and commitment to asset quality. Moving forward, Midland Bank PLC. will continue its focused recovery efforts, strengthen credit oversight, and adopt a cautious approach in new lending ensuring sustainable growth in a challenging economic environment.

RECOVERY OF CLASSIFIED AND **WRITTEN OFF LOANS**

Industry overview and status of MDB

The Special Asset Management Department of a bank is responsible for managing and recovering overdue loans, non-performing Loans (NPL), Write-off and other defaulted credit facilities. This Department plays a crucial role in maintaining the bank's financial health by ensuring that delinquent borrowers repay their dues. It is known to all that non-performing loans shrink the profitability of Banks. Banks do not earn interest income from the classified loans. In this regard, the MDB bank's management has formed a specialized department called the "Special Assets Management Department (SAMD)". SAMD plays a pivotal role to manage and overlook the bank's Non-Performing Loan (NPL) or distressed loans.

In 2024 Bangladesh Bank has published a circular for establishing specialized write-off recovery unit within bank. In the guideline, Midland Bank has already formed a write-off recovery unit with experienced professionals under direct supervision of Managing Director & CEO and headed by Deputy Managing Director & CRO. By working on these loans, SAMD helps to improve the overall quality of the bank's assets & ensure financial stability.

Special Assets Management Department work alone on the accounts assigned to them and also as a team with other Business Units and Legal Division. This strategy has so far brought good recovery results for the Bank. In 2024, total amount recovered and regularized from existing NPL and Written Off loans for BDT 5.15 crore & BDT 214.49 crore from new NPL & Written Off accounts respectively by cash recovery and also through rescheduling with the assistance of business units. Year wise NPL Status of MDB as stated below:

NPL Status of MDB

Year	Total Portfolio	NPL Portfolio	NPL %
2022	5,279.28	146.97	2.78 %
2023	5,486.2	209.16	3.81 %
2024	6,327.64	Pending	Pending

Litigation Status at a Glance

Total no of legal notice issued	Case filed against defaulted client	Payment order realization from court	Cases disposed of in favor of bank	No of warrant issue
30	31	938,850	09	23

Recovery Process of SAMD

Like other banks, Midland Bank PLC also facing challenges related to NPL. However, Midland Bank implemented proactive strategies to mitigate these challenges and improve asset quality.

- To determine and implement account wise Action Plan/ Collection/Recovery Strategy.
- Rigorously follow-up, visits and all-out engagement to customers and guarantor's residence, business and collaterals addresses to maintain strong relationships.
- Ensuring documented communication including reminder letter, call-up letter, reply letter, Possession handover letter etc. according to portfolio demand.
- Engage in strong negotiations with customers and guarantor's, exploring alternative solutions to reach mutually beneficial agreements.
- Robust litigation support to get prioritized & expedient litigation outcome.
- SAMD & Legal team align with the same focus & objective/ target for litigated & NPL A/C settlement.
- Conduct robust negotiation with customer's & prospective buyer to settle the loan by selling out scheduled mortgage property.
- Expedite legal measures against defaulted customer to recover the bank dues.
- Resolve incomplete security documentations or security disputes at the quickest.
- Prepare and submit rescheduling/restructuring, waiver proposals and information memo on time and as per requirement of management.
- Maintain liaison with related Division like; Institutional Banking Division, Credit Administration Division, Credit Risk Management Division, Legal Division, Financial & Administration Division, and Branches for smooth functioning of Recovery activities.
- Regularly monitoring the case and Warrant Execution along with Legal Team.
- Adopting Alternate Dispute Resolution (ADR) measures concurrently with legal processes to make the loan recovery drive time and cost effective.

Way Forward

- Ensuring rigorous monitoring of loan approvals and recoveries.
- Enhance our communication to comprehend the financial circumstances of troubled borrowers and create win-win solutions.
- Limit travel and assign rent, if necessary, to put pressure

on debtors who have fallen behind.
- Identify and report willful defaulters.
- Assess distressed assets and choose the most effective way to get rid of them.
- Repossess collateral or start foreclosure procedures on assets, while stepping up efforts to seize unencumbered assets in order to collect as much of the remaining debt as you can.
- To recover unpaid bad debt, sell properties acquired through legal actions.
- Handle complicated legal and regulatory obligations pertaining to distressed assets, such as adhering to fair lending policies and bankruptcy proceedings.
- Evaluate the bank's distressed asset portfolio and create frequent reports for top management that include information on asset performance, recovery rates, and possible loss exposure.
- Evaluate and control the credit, market, and operational risks connected to distressed assets.
- In order to ensure successful recovery efforts, expedite attempts to revoke stay orders for big accounts in higher courts.
- Maintain strong relationships with court and police station officials to take effective steps for the speedy disposal of cases.
- Develop and implement early warning systems to identify potential defaulters in advance and take preventive actions.

The rising NPL rate is not only a challenge for the banking sector but also a significant obstacle to the overall economic system. Addressing this issue requires integrated efforts. Effective government policies, strict oversight by the central bank, and transparent management within banks are essential to improving the NPL situation. Failure to control NPLs could jeopardize the country's financial stability and investment climate, ultimately leading to long-term adverse effects on the economy.

REPORT ON **GOING CONCERN**

The going concern concept is a fundamental principle in financial reporting that assumes an entity will continue its operations for the foreseeable future. Midland Bank will continue operations for at least 12 months from the financial statement approval date. Accounting standards and regulatory requirements mandate that management evaluates the bank's ability to continue operating over this period. The management has undertaken a comprehensive assessment, taking into account the bank's financial position, business prospects, and potential risks that may affect its sustainability.

Key factors considered in considering the going concern of MDB:

1. Long-Term Business and Strategic Plans
2. Future Projections of Profitability
3. Risk Profile and Risk Management Practices
4. Results of Internal and Regulatory Stress Tests
5. Analysis of Macroeconomic, and Regulatory Environment
6. Capital Adequacy and Financial Stability
7. Customer and Market Confidence
8. Regulatory Compliance and Governance Framework
9. Human Capital and Leadership Strength
10. Market Competition and Industry Positioning

After a thorough evaluation, the Board is confident that Midland Bank PLC. has the financial strength and operational resilience to continue its activities. The bank is well-positioned to achieve its strategic growth objectives while ensuring compliance with all regulatory requirements set by the Prudential Regulation Authority.

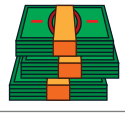
Midland Bank's Going Concern Assessment

Midland Bank's management has reached the conclusion that the financial statements for the year ended 2024 have been prepared on a going concern basis. The assessment considered various financial, operational, and external indicators to determine the bank's ability to sustain its operations and growth. The key indicators reviewed include:

A. **Financial Indicators:** Midland Bank ensures financial stability by meeting obligations promptly, maintaining capital adequacy, and managing risk effectively. Consistent dividend payouts reflect profitability and reinforce shareholder confidence.

B. **Operational Indicators:** A diversified business portfolio mitigates risk, while a strong workforce fosters adaptability. The bank's culture of innovation, integrity, and excellence drives continuous growth and success.

C. **Other Indicators:** Commitment to high governance standards, ethical conduct, and robust risk management enhances stakeholder trust. With strategic expansion and economic growth prospects, the bank is well-positioned for long-term success.

	*Financial Obligations*		*Consistent Profitability*		*Capital Adequacy*
	*Diversified Portfolio*		*Human Capital Strength*		*Corporate Culture*
	*Risk Management*		*Governance & Ethics*		*Strategic Goals & Objectives*

Midland Bank's strong financial, operational, and governance indicators collectively reflect its commitment to sustainable growth, stability, and long-term success. The bank's ability to meet financial obligations, maintain profitability, and adhere to regulatory requirements ensures resilience in a dynamic market. With a positive outlook driven by strategic investments and expansion initiatives, Midland Bank is well-positioned for continued growth and success in a changing financial landscape.

INTEGRATED REPORT



BUSINESS MODEL AND **VALUE CREATION**

Midland Bank PLC (MDB), established in 2013, aims for inclusive growth with a client-centric approach. The bank focuses on innovation, financial inclusion, sustainability, and digital transformation, while ensuring capital strength and operational efficiency. MDB is committed to human capital development, ethical practices, and green initiatives, striving to be a trusted financial provider and drive inclusive growth for long-term value and social responsibility. Midland Bank PLC's corporate strategy focuses on innovation, customer service, and digital transformation, aligning with its mission to be the preferred financial provider. Its commitment to financial inclusion, sustainability, and human capital development supports inclusive growth and long-term value, balancing commercial success with social responsibility.

Vision		*Mission*		*Strategic Goals & Objectives*	
Alignment					

Business Model:

Core Activities: Midland Bank PLC. (MDB) operates as a full-service commercial bank in Bangladesh, offering a comprehensive range of financial products and services to individual, corporate, and institutional clients. Its core activities include Retail Banking, where it provides personal banking services such as savings and current accounts, loans, credit cards, mortgages, and investment products. Through Corporate Banking, MDB offers tailored financial solutions to businesses, including working capital financing, trade finance, cash management, and business loans. The bank also supports SME Banking by offering financing options and services to help small and medium-sized enterprises grow. Additionally, MDB manages its Treasury and Offshore Banking operations to ensure liquidity, profitability, and effective risk management through foreign exchange operations and investments.

Retail Banking	*Corporate & SME Banking*	*Treasury and Offshore Banking*

Revenue Streams:

Midland Bank PLC. (MDB) generates revenue through multiple streams that ensure financial stability and growth. A significant portion of its income comes from Interest Income, which is earned from loans, advances, and credit facilities provided to customers. Additionally, the bank benefits from Fees and Commissions, collected through services such as account maintenance, remittances, and advisory offerings. Another key source is Investment Income, derived from investments in government securities, bonds, and other financial instruments. Furthermore, MDB generates revenue from Foreign Exchange, including currency trading, remittance services, and cross-border transactions. These diverse revenue streams collectively strengthen MDB's financial performance and support its long-term sustainability.

Interest Income	*Fees and Commissions*	*Investment Income*	*Foreign Exchange*

Competitive Positioning:

MDB's strong governance, rooted in transparency, ethics, and compliance, enhances its reputation and stakeholder trust. Together with innovation and diverse services, it positions MDB as a trusted, forward-thinking bank in Bangladesh.

Value Drivers:

These elements collectively support MDB's growth and value creation.

Financial Capital	• Total shareholders' equity BDT 9,676.78 million. • Total deposit BDT 75,205.07 million where a 33% stable funding source consists of priority banking segment. • Total borrowing BDT 8,971.08 million among which 12.03% credit line/limit from foreign financial institution such as responsAbility etc. • Profit after tax BDT 817.95 million with a 27.81% decline from previous year. • Cost to income ratio 42.79% Return on average assets (ROA) 0.88% • Return on average equity (ROE) 8.69%. • Dividend amount proposed in 2024 BDT 386.30 million. • NPL 2024: 3.78% with NPL coverage ratio of 104.95%
Manufactured Capital	• Corporate Head Office located at Head Office N.B. Tower (Level 6 to 9 & 14), 40/7, Gulshan North Avenue, Gulshan-2, Dhaka – 1212, Bangladesh. • 41 Branches, 22 Sub-Branches & 148 Agent Banking Centres where all of the channels are online. • Physical banking services that include 69 ATMs & CRMs, 10 Collection Booth. 59 Drop Box & 20 no. of POS across the country. • Upgraded Core Banking System and Digital Banking Network.

 Manufactured Capital	**Enhance existing digital services:** Digital Onboarding solutions for our customers. MDB Jhotpot Account and MDB Digital Accounts. Continuous investment in technology infrastructure ensures the bank remains at the forefront of digital banking innovation, providing customers with reliable and cutting-edge banking solutions. The bank is also expanding its network of self-service kiosks and contactless payment systems to improve service delivery and facilitate a faster, more secure banking experience for customers.
 Intellectual Capital	**ISO Certification:** ICT Division. Midland Bank Achieves VISA 3DS 2.2.0 Version Certification Midland Bank proudly announces its certification with VISA 3DS 2.2.0 Version, ensuring enhanced security measures for online transactions. This certification underscores the bank's commitment to providing customers with a safe and secure. Good corporate governance framework embedded in all aspect of banking operations. Effective ICT security management that follows international standards meticulously. Product innovation to ensure customer needs.
 Human Capital	Salary & Allowances of BDT 787.19 million paid. In total 6789 hours training for employees of MDB Yearly Average Person- 8 hours training. Employees growth rate is 7.31% in 2024. High vigilance to maintain a healthy work-life balance.
 Social And Relationship Capital	Increased financial awareness regarding security among customers through multiple digital campaigns. Regular and timely contributions to the national exchequer. Ensuring customer delight by providing high-quality service. Continuous communication and engagement through digital platforms. Strengthened relationships with regulators, policymakers, and industry stakeholders. Active participation in Corporate Social Responsibility (CSR) initiatives, including education, healthcare, and environmental programs. Expansion of Financial Literacy Programs (FLP) to educate underserved communities. Organized community engagement events to foster stronger relationships with local businesses and customers. Supported SMEs and entrepreneurs through tailored financial products and advisory services. Promoted ethical banking practices to build trust and long-term customer relationships.
 Natural Capital	Aware Green Banking training program for all new employees. Adoption of eco-friendly technologies to reduce the bank's carbon footprint. Implementation of paperless banking initiatives to minimize resource consumption. Promotion of energy-efficient office practices and infrastructure. Supporting sustainable business practices through eco-friendly financial products. Participation in national and global environmental sustainability programs. Commitment to reducing greenhouse gas emissions through operational efficiency. Supporting projects that enhance environmental conservation and biodiversity. Partnering with organizations to promote environmental awareness within the community.

Performance and Impact Measurement

MDB demonstrates strong financial stability with key metrics like ROA, ROE, and NPL ratio, alongside a high Customer Satisfaction Index reflecting its commitment to service excellence. The bank's adherence to ESG principles further ensures sustainable and compliant banking practices.

ROA	0.88%
ROE	8.69%
NPL ratio	3.78 %
Customer Satisfaction Index	Reflects MDB's commitment to service excellence and client satisfaction.
ESG compliance	MDB follows ESG principles, ensuring sustainable banking and regulatory compliance.

Risks and Challenges

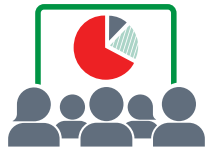
Banks operate in a complex financial environment, facing various risks that impact stability, performance, and regulatory compliance. These include credit risk, market and liquidity risk, operational risk, capital management challenges, cybersecurity threats, environmental factors, economic fluctuations, and regulatory complexities. Effective risk management is essential to ensure resilience, sustain growth, and maintain stakeholder confidence in an evolving financial landscape.



Future Outlook and Strategic Initiatives: Midland Bank PLC. (MDB) is dedicated to long-term sustainability, financial stability, and stakeholder trust. The bank aligns with Sustainable Development Goals (SDGs) and national strategies like the Bangladesh Delta Plan 2100 to address poverty, clean energy, and climate resilience. Its sustainability framework is built on three pillars: **Entrepreneurship** (supporting responsible business opportunities), **Stewardship** (reducing environmental impact and ensuring ethical practices), and Inclusion (engaging communities for financial and social well-being). Looking ahead, MDB is committed to digital transformation, fintech collaborations, and technology-driven services to enhance customer experience and operational efficiency while upholding its core values of trust, responsibility, and sustainable growth.

Impact on stakeholders

By focusing on sustainable practices and innovation, MDB aims to strengthen relationships with all stakeholders while contributing positively to economic and social development.

Investor	*Employee*	*Supplier/ partner*	*Customer*	*Society*	*Regulator*
Financial Capital	*Manufactured Capital*	*Intellectual Capital*	*Human Capital*	*Social And Relationship Capital*	*Natural Capital*
					

"Midland Bank PLC. (MDB) is committed to long-term value creation through sustainable growth, financial stability, and responsible banking. By integrating sustainability, innovation, and stakeholder engagement, MDB aligns its strategy with global and national priorities, ensuring meaningful contributions to economic and social development."

With a vision of building long-term shareholder value with consistent growth momentum, MDB remains dedicated to fostering resilience, inclusivity, and financial prosperity for future generations.

SIX **CAPITALS**

At Midland Bank PLC., we recognize that sustainable value is created not only through financial performance but also through the effective use and management of a broader set of resources. The Six Capitals framework provides a comprehensive perspective on how we create, preserve, and transform value over time. Unlike traditional financial reporting, which focuses solely on financial outcomes, this approach integrates both financial and non-financial elements including human talent, intellectual assets, stakeholder relationships, environmental impact, and physical infrastructure. As outlined by the International Integrated Reporting Council (IIRC), the six categories of capital are: Financial, Manufactured, Intellectual, Human, Social and Relationship, and Natural.

Holistic Value Creation	Integration with IIRC Guidelines	Six Capitals Framework	Comprehensive Approach	Commitment to Sustainability
				
Managing & Leveraging Broader Resources	*Global Standards*	*Financial & Non-Financial Elements*	*Value Creation*	*Deeper Insights For Stakeholders*

By evaluating and reporting on each of these capitals, Midland Bank aims to demonstrate how our strategy, operations, and sustainability initiatives contribute to long-term value creation. This framework also provides our stakeholders with deeper insights into how the Bank's strategy, governance, performance, and outlook within the context of its operating environment drive value across the short, medium, and long term.

1. Financial Capital:

Financial capital refers to the pool of funds available to Midland Bank PLC. (MDB), which is generated through customer deposits, shareholders' equity, borrowings, and income from operational activities. This capital forms the foundation of the Bank's ability to finance its core activities including credit expansion, investment in innovation, infrastructure development, and growth strategies. By efficiently managing financial capital, MDB ensures sustained profitability, maintains adequate liquidity, and complies with regulatory capital requirements, ultimately contributing to long-term value creation for all stakeholders.

Performance highlights 2024

Operating income: BDT 3695.78 million			Material topics
NPL	ROA	ROE	• Sound financial performance
3.78%	0.88%	8.69%	• Quality asset portfolio • Low cost fund • Sustainable financing
"A+" Rating by ECRL			

- Managing Financial Capital: At Midland Bank PLC., prudent management of financial capital is central to ensuring long-term resilience, supporting business growth, and maintaining stakeholder confidence. MDB optimizes its capital structure by balancing equity, deposits, and borrowings in alignment with regulatory requirements and strategic priorities. The composition of MDB's financial capital for the reporting period is outlined below:

Particulars	BDT in million	Mix (%)
Shareholder's equity	9,676.78	10.31%
Borrowing	8,971.08	9.56%
Deposit	75,205.07	80.13%
Total financial capital	93,852.93	100%

MDB regularly assesses its capital adequacy and funding mix to ensure sustainability, liquidity, and compliance with Basel III requirements. The Bank also reinvests retained earnings to enhance financial strength and support future growth initiatives.

- Impact on Other Capitals: Financial capital at Midland Bank PLC. (MDB) is both influenced by and contributes to the effective use of the other five capitals. In the short term, increased investment in manufactured, human, and intellectual capital may result in an outflow of financial resources. However, these strategic investments are essential for building long-term capacity and resilience. Over time, such investments enhance operational efficiency, service innovation, employee capability, and customer satisfaction — all of which contribute positively to financial capital growth. MDB has consistently deployed its financial resources with a long-term perspective, prioritizing sustainable value creation. This approach is reflected in the Bank's stable and resilient financial performance indicators, which demonstrate prudent capital management and a forward-looking investment strategy.
- Associated Risks & Risk Management Practices: Midland Bank PLC. (MDB), managing financial capital involves addressing key risks such as credit, market, and liquidity risks. Credit risk arises from the potential default of borrowers, while market risk is linked to fluctuations in interest rates, foreign exchange rates, and other market variables. Liquidity risk refers to the inability to meet short-term financial obligations due to funding mismatches. To mitigate these risks, MDB employs a strong risk management framework, including internal controls, regulatory compliance with Bangladesh Bank and Basel III, regular stress testing, and portfolio diversification. This approach ensures financial stability and supports long-term growth.

2. Manufactured Capital

Manufactured capital at Midland Bank PLC. (MDB) includes the physical and technological infrastructure essential for delivering banking services efficiently. This encompasses a network of branches and ATMs strategically located to serve customers, state-of-the-art data centers ensuring secure transactions, and advanced digital platforms that provide seamless online and mobile banking experiences. MDB continually invests in these assets to enhance operational efficiency, customer satisfaction, and accessibility across both physical and digital touchpoints.

Performance highlights 2024

New ATMs: 04			Material topics
New Agent Centres	New Branches	New Sub-Branches	• Business channel expansion
09	02	01	• Financial inclusion
Physical + Digital			• Green building
Collection Booths: 10			

- **Physical Network:** MDB's physical network includes its network of branches, ATMs, agent outlets, and collection booths, strategically placed across key locations. These infrastructure elements ensure customers have convenient access to banking services and enhance the Bank's reach in both urban and rural areas.
- **Digital Network:** MDB's digital network consists of its online and mobile banking platforms, providing customers with convenient, secure, and efficient ways to perform banking transactions. The Bank continually upgrades its digital infrastructure to deliver cutting-edge technology solutions and improve the customer.
- **Phygital Network (Physical + Digital):** The physical network is a combination of MDB's physical infrastructure (branches, ATMs) and its digital offerings (online and mobile platforms). This integrated approach provide customers with a seamless banking experience, combining the convenience of digital services with personal touch of physical branches and outlets.
- **Impact on Other Capitals:** Investments in manufactured capital positively impact other capitals. For instance, expanding the physical network through new branches and ATMs enhances social and relationship capital by improving accessibility and convenience for customers. The development of a robust digital network supports intellectual capital through improved service delivery and innovation. Moreover, investments in green buildings contribute to natural capital by reducing environmental impact.
- **Associated Risks & Risk Management Practices:** Risks related to manufactured capital are managed through regular maintenance, continuous IT upgrades, and stringent cybersecurity measures. The Bank ensures compliance with regulations and minimizes environmental risks through energy-efficient technologies and sustainable building practices. These proactive measures safeguard the stability and security of MDB's infrastructure, supporting its resilience and growth.

3. Intellectual Capital:

Intellectual capital of Midland Bank PLC. (MDB) encompasses the intangible assets that are key to our innovation, strategic growth, and strong organizational reputation. These assets include our valued brand, proprietary systems, deep organizational knowledge, and robust corporate governance practices. Our brand stands as a symbol of trust and excellence, while our proprietary systems and innovative capacity empower us to deliver cutting-edge banking solutions that cater to the evolving needs of our customers. MDB's commitment to strong governance is reflected in our adherence to the BSEC Corporate Governance Code 2018, the Bangladesh Secretarial Standard issued by ICSB, as well as compliance with Bangladesh Bank regulations, the Anti-Money Laundering Act, and the Basel III capital adequacy requirements. These regulatory frameworks ensure that we operate with transparency, accountability, and ethical business practices, providing a solid foundation for long-term sustainable growth.

Performance highlights 2024

Brand Value	Proprietary Systems	Organizational Knowledge	Material topics
			• Product & service innovation • Brand value • Good governance • Customer delight
Innovation Capacity	**Corporate Governance**	**Bangladesh Secretarial Standards**	
			

- **Product & Service Innovation:** MDB continuously invests in product and service innovation to meet the ever-evolving needs of its customers. By leveraging cutting-edge technology, MDB has introduced innovative banking solutions such as mobile and online banking, ensuring customers have continuous access to services. Innovation drives growth, enhances customer satisfaction, and differentiates the Bank in a competitive market.
- **Strong Corporate Governance:** MDB places great emphasis on strong corporate governance, which is essential to maintaining stakeholder trust and ensuring ethical decision-making. Our adherence to the BSEC Corporate Governance Code 2018 and the Bangladesh Secretarial Standards issued by ICSB underscores our commitment to transparency, accountability, and high standards of governance. This governance framework ensures that we align our operations with regulatory requirements and global best practices.
- **Impact on Other Capitals:** Intellectual capital significantly impacts other forms of capital within MDB. For example, innovation in products and services strengthens

manufactured capital by improving digital platforms and human capital by enhancing employee skills and knowledge. Strong corporate governance and adherence to regulatory standards bolster social and relationship capital by adopting trust with customers, regulators, and investors. Additionally, the Bank's ethical practices support its financial capital, ensuring sustainable profitability and growth.

- **Associated Risks & Risk Management Practices:** MDB maintains strong compliance with local regulations, including Bangladesh Bank regulations, the Anti-Money Laundering Act, and Basel III requirements, ensuring the integrity of our operations. Regular training and awareness programs for employees also ensure that MDB adheres to the highest standards of governance, safeguarding its reputation and intellectual assets.

4. Human Capital

Human capital of Midland Bank PLC. (MDB) refers to the skills, capabilities, knowledge, experience, and overall well-being of the employees, along with their commitment to the Bank's values, mission, and strategy. Our employees are the backbone of our operations, driving innovation, customer satisfaction, and service excellence across all facets of the business.

Performance highlights 2024

Salary & Allowances	Training investment	Recruited in 2024	Material topics
BDT 787.19 million	7.31%	59 Employees	• Employee morale
Female employees	Average training	No. of Training Hours	• Health & safety
13%	8 Hours	6,789	• Diversity & equal opportunity
			• Competitive benefit package

- **Nurturing Human Capital:** MDB recognizes the importance of investing in our employees to drive long-term success. We make continuous investments in training and development programs that enhance the skills and capabilities of our workforce. Leadership development initiatives, diversity programs, and employee welfare initiatives ensure that our employees are well-equipped, motivated, and engaged in their work. By fostering a culture of learning and development, we `empower our people to take on new challenges and contribute meaningfully to the Bank's objectives.
- **Impact on Other Capitals:** Human capital has a significant impact on various other forms of capital within the Bank. Skilled and motivated employees drive innovation (intellectual capital) by contributing to the development of new products and services. Their ability to maintain positive customer relationships enhances social and relationship capital, fostering trust and loyalty among our clients. Furthermore, the expertise and dedication of our employees ensure the efficient delivery of services, thus supporting manufactured capital and the overall operational performance of the Bank.
- **Associated Risks & Risk Management Practices:** At MDB, we are dedicated to continuously strengthening our human capital. We proactively ensure a steady pipeline of skilled talent for future leadership roles through robust succession planning. Our effective performance management system aligns individual goals with organizational objectives, fostering a high-performance culture that drives growth and success.

5. Social & Relationship Capital

Social and Relationship Capital of Midland Bank PLC. (MDB) reflects the strong relationships and trust we have cultivated with our customers, regulators, partners, and communities. It encompasses our commitment to social responsibility, active stakeholder engagement, and adherence to ethical business practices. By nurturing meaningful connections with all stakeholders, MDB ensures that we operate in a transparent and responsible manner, enhancing our reputation and supporting the Bank's long-term sustainability.

Performance highlights 2024

Contribution to National Exchequer	CSR Expenditure	Tax Payment	Material topics
BDT 3023.30 million	BDT 11.311 million	BDT 1,802.71 million	• Regulatory compliance
Financial Literacy	Giving Back to Society	Customer Delight	• Responsibility towards society
			• Customer delight

- **Ensuring Customer Delight:** At MDB, Customer satisfaction is a core priority. We continually do our best to enhance the customer experience by offering personalized services, innovative products, and continuous banking solutions across both physical and digital channels. Our commitment to customer delight is reflected in our customer-centric approach, which aims to exceed expectations and build long-lasting relationships with our clients.
- **Giving Back to Society:** As part of our social responsibility, MDB actively engages in Corporate Social Responsibility (CSR) initiatives that focus on environmental sustainability, financial literacy, and community welfare. In 2024, we increased our investment in CSR activities, which contributed to national well-being and societal development. Our efforts in financial literacy programs and green initiatives aim to positively impact communities and promote sustainable practices.
- **Impact on Other Capitals:** Social & Relationship Capital has

a far-reaching impact on other forms of capital within MDB. By prioritizing customer delight, we enhance our intellectual capital through innovation and customer feedback, which informs the development of new products and services. Our commitment to regulatory compliance strengthens financial capital, ensuring the Bank operates within legal frameworks and avoids penalties. Additionally, our giving back to society initiatives contribute to human capital by empowering communities and enhancing social welfare.

- **Associated Risks & Risk Management Practices:** MDB actively monitors customer feedback to address any concerns promptly and maintain strong relationships. Our proactive approach to CSR initiatives and regulatory compliance reduces risks and strengthens our relationships with key stakeholders, ensuring long-term sustainability and growth.



6. Natural Capital

Natural Capital at Midland Bank PLC. (MDB) includes the environmental resources we use directly or indirectly, as well as those impacted by our lending and investment activities. These resources such as energy, water, and land are essential to both our operations and the wider economy. MDB is committed to sustainable practices, minimizing our environmental footprint, and supporting projects that promote environmental conservation through responsible lending and investment strategies.

Performance highlights 2024

Green Finance & Sustainable Investment	Resource Optimization	Environmental Awareness	Material topics
Electricity Consumption	**Fuel** Consumption	**Paper** Consumption	• Energy emission • Resource optimization • Green finance & sustainable investment • Environmental awareness

- **In-House Green Initiatives:** MDB adopts eco-friendly practices such as digital documentation, energy-efficient operations, and waste reduction. We strive to reduce our environmental impact by embracing sustainable methods in our day-to-day operations.
- **Sustainable Financing:** MDB supports green businesses, renewable energy projects, and climate-smart initiatives through sustainable financing. This includes providing funding for initiatives that contribute to environmental conservation and promote sustainability.
- **Impact on Other Capitals:** Our focus on natural capital enhances our brand value (intellectual capital), attracts ESG-conscious investors (financial capital), and contributes to societal well-being (social capital). By integrating sustainability into our core operations, MDB creates long-term value across all capitals.
- **Associated Risks & Risk Management Practices:** MDB manages climate-related financial risks by integrating environmental criteria into our lending policies and promoting green financing practices. This ensures that we proactively address potential environmental risks and continue to support sustainable projects and businesses.

Midland Bank PLC. (MDB), we understand that the true measure of success lies in the ability to create value across a broad spectrum of resources, not just financial capital.

"By adopting the Six Capitals framework, we provide a comprehensive view of how we generate and sustain value over the short, medium, and long term."

Each of the six categories Financial, Manufactured, Intellectual, Human, Social and Relationship, and Natural Capital plays a crucial role in driving our strategy and operations, ensuring that we not only achieve financial success but also contribute positively to society, the environment, and the well-being of our stakeholders.

HUMAN RESOURCE **ACCOUNTING (HRA)**

Human Resource Accounting (HRA) is a concept that involves tracking and measuring the value of human resources within an organization. It views employees as valuable assets, similar to physical assets like machinery or property, and seeks to assess their economic value and impact on the organization's performance. The idea is to recognize the contributions of employees as a critical factor in achieving organizational success.

MDB follows the same basic principles as in other industries but has some unique considerations due to the nature of banking sector, where human capital plays a critical role in driving customer relationships, managing financial assets, and maintaining compliance with regulatory frameworks.

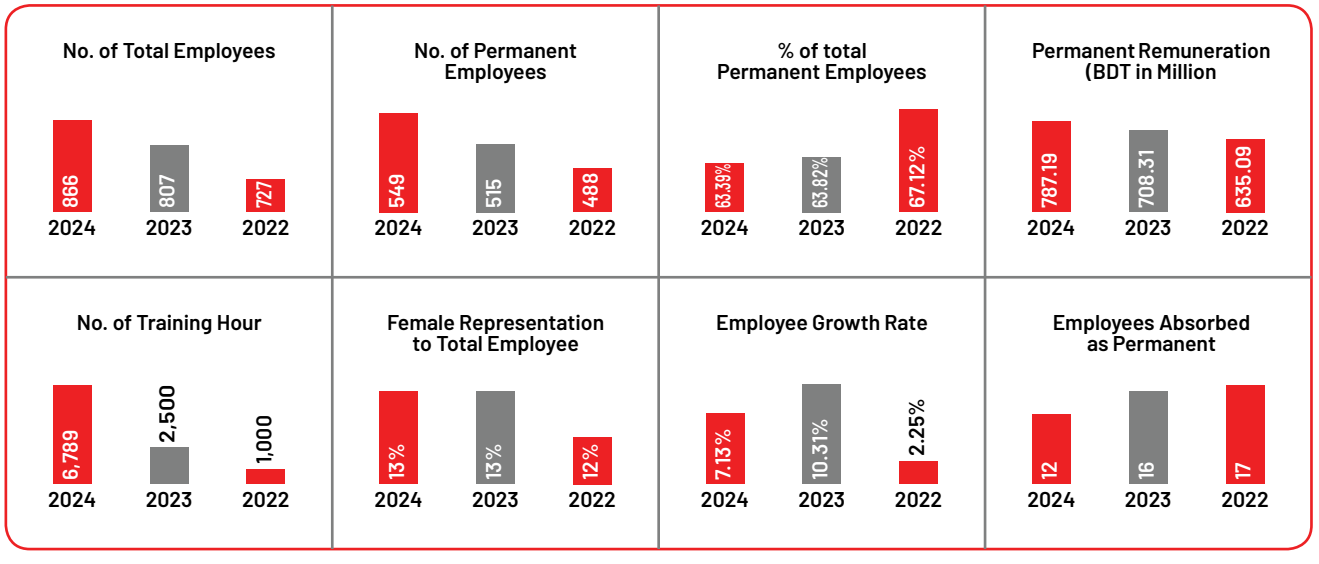
Key Aspects of HRA at MDB

1. **Valuation of Employees:** HRA attempts to quantify the financial value of MDB's human resources. This can include the cost of hiring, training, and retaining employees as well as the value they bring through their skills, experience, and knowledge.
2. **Cost Approach:** One method of HRA is to calculate the cost associated with acquiring, developing, and maintaining human resources at MDB. This includes compensations, training costs, benefits, and other associated costs.
3. **Economic Value Approach:** Another method assesses the future benefits or economic returns that human resources are expected to bring in MDB. This could be in terms of productivity, innovation, or the ability to create competitive advantage.
4. **Employee Lifetime Value (ELTV):** This is a calculation that attempts to forecast the future value an employee will bring over the course of their career within MDB.
5. **Human Capital Reporting:** HRA includes the reporting of human capital (the knowledge, skills, and experience possessed by employees) in financial terms, typically through annual reports or other financial statements.
6. **Intangible Asset:** Human resources are often considered intangible assets, as their value is difficult to measure in precise financial terms. However, HRA aims to find a way to quantify this intangible value to reflect it on the balance sheet.

Benefits of HRA

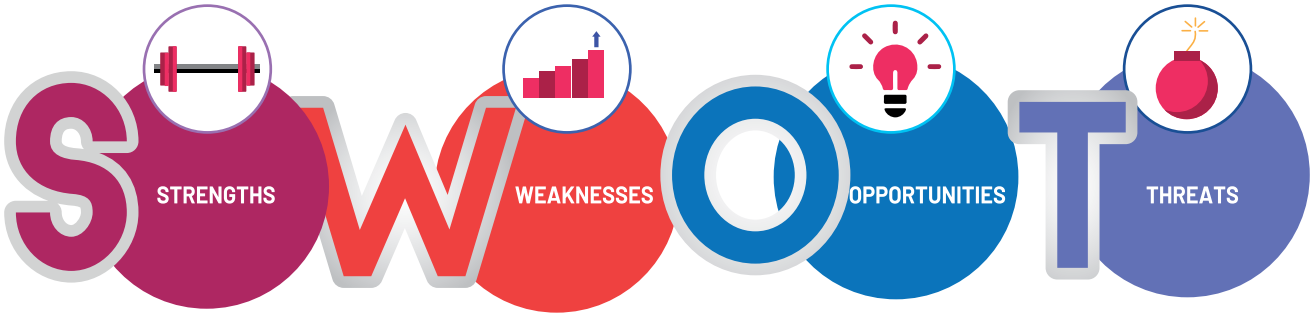
1. **Better Decision-Making:** By understanding the economic value of human capital, management can make more informed decisions regarding investments in people, such as training programs, hiring practices, or compensation strategies.
2. **Performance Measurement:** It provides a way to measure and track the contribution of human resources to the overall performance and profitability of the organization.
3. **Resource Allocation:** Helps organizations allocate resources more efficiently, ensuring that investments in human resources align with strategic goals.
4. **Employee Recognition:** Acknowledging the value of employees as assets may lead to increased job satisfaction, loyalty, and motivation.

Particulars	2024	2023	2022
No. of Total Employees	866	807	727
No. of Permanent Employees	549	515	488
% of Permanent Employees to total Employees	63.39%	63.82%	67.12%
Employee Remuneration (BDT in Million)	787.19	708.31	635.09
No. of Training Hour	6789 hrs	2500 hrs	1,000 hrs
Female Representation to Total Employee	13%	13%	12%
Employee Growth Rate	7.31%	10.31%	2.25%
Employees Absorbed as Permanent	12	16	17



SWOT **ANALYSIS**

As part of Midland Bank PLC.'s strategic planning and performance evaluation framework, a comprehensive SWOT analysis has been undertaken to evaluate the Bank's internal strengths and weaknesses, alongside the external opportunities and threats present in today's dynamic financial landscape. This assessment offers critical insights into the Bank's current positioning and serves as a strategic tool to identify avenues for sustainable growth, innovation, and proactive risk management.



STRENGTHS

- **Strong management:** MDB possesses strong and capable management with in-depth business and process knowledge and expertise and has been running the Bank efficiently since inception.
- **Sound corporate culture:** Sound and clean corporate culture, with proper governance structure of Board and Management.
- **Modern banking products:** MDB is equipped with full-array of banking products. The products are technologically savvy for customers. The Bank is offering full-fledged internet banking, digital account opening and modern cash management services to its customers by way of utilizing technology.
- **Strong image in the market:** Through proper corporate governance and strong corporate culture, MDB has been able to build a strong and clean image in the market, which the customers value while banking with us.
- **Full length of banking products:** MDB offers full array of banking Products-Corporate, SME, Retail Banking and Cash Management services in the field of both conventional and Shariah Banking. The Bank also offers Off-shore Banking service and full-length treasury products.
- **Customer centric work force:** MDB has a dedicated and proficient workforce who always place service to customers to be of utmost importance.

WEAKNESSES

- **Limited branch network:** MDB is providing Banking service from 41 Branches, 22 Sub-branches and 148 Agent Banking Centers. There are areas where the Bank has not yet established its footprint.
- **Relatively small balance sheet size:** MDB has a relatively smaller balance sheet size compared to its competitors.
- **Not so robust correspondent banking network:** As the Bank is at growing stage, MDB has not yet able to establish correspondent Banking relationships with big international banks.
- **Lower Brand Recognition Compared to Larger Banks:** As a relatively young bank, MDB still has room to enhance its brand awareness.
- **Limited Foreign Exchange Business:** Due to a less established international network, MDB's forex operations are relatively smaller.
- **Resource Constraints in Marketing & Business Expansion:** Compared to larger banks, the budget for marketing and promotional activities is limited.

OPPORTUNITIES

- **Strong presence in un-banked areas:** The moto of the Bank is bank for inclusive growth, thus the bank strategically positioned a good number of its branches in un-banked areas.
- **Fully capable digital banking infrastructure:** MDB is offering digital banking solution, from account opening, payment solutions to fund transfer over its digitally advanced banking infrastructure. As the customers are increasingly relying on digital platform, MDB can get benefit from its existing digital infrastructure.
- **Clean balance sheet enabling pricing power:** The NPL of the Bank is at very manageable level, as the bank is not burdened with NPL, the Bank has superior pricing power to cater to the need of prime segment of customers.
- **Growing SME & Retail Banking Sector:** Increasing demand for SME and retail loans create opportunities for growth.
- **Potential for Strategic Partnerships:** Collaborations with fintech companies, mobile financial services, and insurance providers can enhance service offerings.
- **Expansion in Islamic Banking:** Rising demand for Shariah-compliant financial products offers room for growth in Islamic banking services.

THREATS

- **Intense competition:** The Banking industry in Bangladesh is heavily competitive with intense competition which may poses threat on spread.
- **Regulatory Challenges:** Increasing compliance requirements and changing banking regulations may pose operational challenges.
- **Economic Uncertainty:** Inflation, exchange rate fluctuations, and economic downturns could impact credit quality and loan recovery.
- **Cybersecurity Risks:** Growing reliance on digital banking increases exposure to cyber threats, requiring significant investments in security.
- **Disruptive Fintech Growth:** The rise of fintech companies offering alternative financial services could erode Midland Bank's market share.
- **Liquidity & Funding Risks:** Market liquidity fluctuations and higher borrowing costs may affect capital adequacy and loan disbursement capacity.

Midland Bank PLC. stands on a strong foundation with a forward-looking approach, leveraging its digital capabilities, clean balance sheet, and customer-focused strategies. While certain internal limitations and external threats require proactive management, the Bank is well-equipped to capitalize on growth opportunities—particularly in digital banking, Islamic finance, and unbanked markets. This SWOT analysis will inform strategic initiatives to strengthen the Bank's competitive position and ensure sustainable value creation for all stakeholders.

PESTEL **ANALYSIS**

PESTEL analysis for MDB provides a comprehensive evaluation of the macro-environmental factors that significantly influence the bank's operations, strategic decision-making, and long-term planning. The analysis examines Political, Economic, Social, Technological, Environmental, and Legal factors that shape the external landscape in which MDB operates. This analysis is particularly important for several key reasons.

Strategic Planning	Risk Management	Regulatory Compliance	Market Responsiveness	Sustainable Growth	Competitive Advantage
Future Initiatives	*Operational Resilience*	*Regulatory Landscape*	*Embrace Innovation*	*ESG Goals*	*Ahead of Industry*

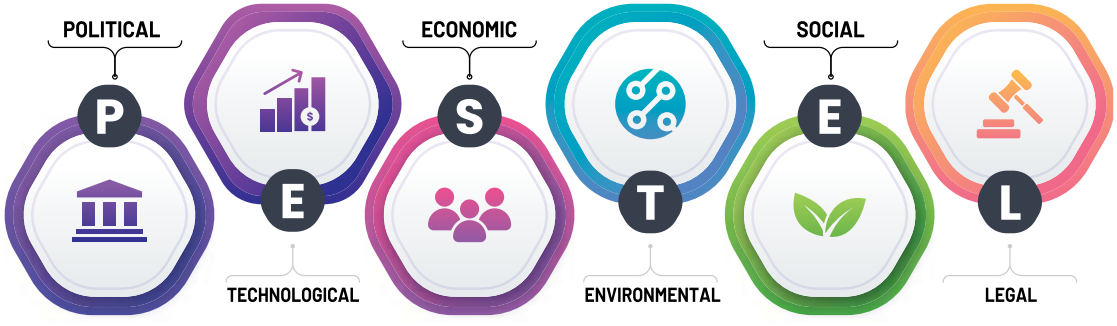
1. **POLITICAL:** Political factors encompass the influence of government actions, policies, and regulations on an organization or industry. These factors include the stability of the political environment, changes in government, tax policies, trade tariffs, and government interventions, all of which can significantly affect business operations.

   OUR PERSPECTIVE: MDB operates in a highly regulated environment, where government policies and regulations are critical. Changes in regulations, banking licenses, and compliance norms influence the bank's strategic decisions. Government priorities, such as financial inclusion and digital banking, align with the bank's objectives, while political stability is essential for smooth operations.

2. **ECONOMIC:** Economic factors, including inflation rates, interest rates, economic growth, and unemployment, directly affect an organization's performance and profitability. Economic growth boosts consumer spending, loan demand, and profitability, while downturns may reduce demand for financial products, impacting the bank's overall financial stability and growth.

   OUR PERSPECTIVE: Economic factors like inflation, interest rates, and currency fluctuations influence MDB's operations, especially in loan pricing and recovery. The rise of SMEs, retail banking demand, and macroeconomic stability present opportunities for growth, while economic downturns could challenge profitability and asset recovery.

3. **SOCIAL:** Social factors focus on the social environment and emerging trends, helping organizations understand customer behavior, preferences, and needs. By analyzing these factors, businesses can tailor their products, services, and marketing strategies to better align with the evolving demands and expectations of their target audience.



   OUR PERSPECTIVE: The growing demand for banking services among the unbanked and underbanked populations presents an opportunity for MDB to expand its customer base. Social trends toward digital adoption and financial literacy further support the bank's focus on providing inclusive banking services and personalized solutions.

4. **TECHNOLOGICAL:** Technological factors assess the pace of innovation and advancements that influence industries. These developments can reshape market dynamics, offering new opportunities or posing challenges. Businesses must adapt to technological changes, leveraging them to enhance efficiency, improve products, and stay competitive in a rapidly evolving landscape.

   OUR PERSPECTIVE: Technological advancements in digital banking and fintech have transformed the financial services landscape. MDB's focus on building a strong digital infrastructure, offering internet banking and mobile services, positions it well to cater to the evolving needs of tech-savvy customers and enhance operational efficiency.

5. **ENVIRONMENTAL:** Environmental factors refer to the influence of ecological and environmental aspects on business operations. These include climate change, sustainability practices, and resource availability. Organizations must consider these factors to comply with regulations, mitigate environmental risks, and align with growing sustainability expectations from consumers and stakeholders.

   OUR PERSPECTIVE: Environmental sustainability is becoming a key consideration in the banking sector. MDB is exploring ways to integrate green banking initiatives, such as promoting eco-friendly projects, adopting energy-efficient technologies, and supporting sustainable financing to align with global environmental concerns and customer preferences.

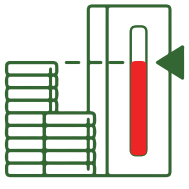
6. **LEGAL:** Legal factors involve current and future laws and regulations that affect a business's operations. This includes compliance with labor laws, environmental regulations, industry-specific standards, and intellectual property rights. Adhering to these legal requirements is crucial for minimizing risks and ensuring long-term sustainability.

   OUR PERSPECTIVE: MDB must navigate a complex legal landscape, ensuring compliance with regulations in corporate governance, anti-money laundering (AML), and data protection. As the legal landscape evolves, particularly with regard to cybersecurity and digital banking, the bank must continuously adapt to ensure compliance and avoid legal risks.

This PESTEL analysis provides a comprehensive overview of the key macro-environmental factors that have the potential to influence the operations, strategy, and overall performance of the Bank. In an increasingly complex and dynamic business environment, it is essential for the Bank to remain vigilant and responsive to these external forces.

ENTITY **ANALYSIS**

Entity analysis is a strategic assessment framework used to evaluate an organization's internal structure, Outside Challenges, Financial Standing, Competitive Landscape, and Regulatory Compliance. It helps in understanding how different components of an entity such as governance, financial performance, product offerings, market dynamics, and regulatory influences interact to shape its overall business strategy. This analysis examines key factors such as management efficiency, corporate governance, digital banking capabilities, financial standing, competitive landscape, and regulatory compliance. By conducting an entity analysis, Midland Bank can make informed strategic decisions, enhance operational resilience, and effectively position itself in an evolving banking sector.

Understanding Strengths & Weaknesses	Strategic Decision-Making	Performance Monitoring	Aligning with Strategic Vision	Regulatory and Compliance Needs
				
Improved Efficiency & Growth	*Evaluating Internal Capabilities*	*Assess Progress*	*Aligned With Mission, Vision, & Long-Term Goals*	*Ensuring Compliance*

1. **MDB's Structure:** Midland Bank's internal structure is shaped by its leadership, comprehensive product offerings, strategic market positioning, and a commitment to operational efficiency. Additionally, Midland Bank's market positioning is reinforced by its emphasis on service quality and governance practices, while its operational efficiency is enhanced by cutting-edge digital banking infrastructure and effective asset-liability management strategies. Together, these factors create a healthy internal structure that drives the bank's growth and operational success.
    a. **Organizational Structure & Leadership:** Midland Bank PLC. (MDB) is guided a highly skilled and experienced leadership team committed to driving operational excellence and steering the bank with a clear and strategic vision. The bank adheres to a strong corporate governance framework, emphasizing ethical banking practices, transparency, and unwavering commitment to regulatory compliance.
    b. **Product & Service Portfolio:** MDB provides a comprehensive range of financial solutions, including corporate, SME, retail banking, cash management, and offshore banking, with both conventional and Shariah-compliant options. The bank has also developed a strong digital infrastructure, offering services such as internet banking, digital account opening, and modern cash management to enhance the customer experience.
    c. **Market Positioning:** MDB has established a strong market image through its commitment to corporate governance

and service quality, although its brand awareness is still lower compared to larger competitors. The bank's dedicated and skilled workforce plays a key role in delivering exceptional customer service and ensuring high levels of customer satisfaction.

d. **Financial & Operational Metrics:** MDB maintains a strong capital base, maximizing shareholder value through optimal capital allocation. The bank has established solid relationships with major international banks, boosting its foreign exchange operations and global transaction capabilities. With effective asset-liability management practices, MDB ensures financial stability by optimizing the asset-liability gap. Additionally, the bank consistently delivers strong financial performance with competitive returns on assets (ROA) and equity (ROE), ensuring sustainable value for shareholders.

2. **Outside Challenges:** Midland Bank PLC. operates in a highly competitive and dynamic environment shaped by market conditions, economic factors, and technological advancements. The growing demand for SME and retail loans provides a promising opportunity for the bank to further penetrate these high-growth sectors. However, economic factors such as inflation, currency fluctuations, and macroeconomic downturns present potential risks to loan recovery, profitability, and overall financial stability, requiring careful management and strategic planning.

3. **Financial Standing:** Midland Bank's financial position is influenced by its balance sheet size, loan portfolio, and revenue streams. Midland Bank maintains a clean balance sheet with a manageable level of non-performing loans (NPLs), allowing for better credit pricing and lending opportunities. With strong pricing power and a focus on high-value customers, the bank is well-positioned to optimize interest margins and enhance profitability.



4. **Competitive Landscape:** Midland Bank faces strong competition from established financial institutions and emerging fintech companies.

   a. **Industry Competition:** The Bangladeshi banking sector is highly competitive, presenting challenges for Midland Bank as it seeks to expand its market share. Additionally, the rapid growth of fintech companies and digital financial services is reshaping customer preferences and transaction behaviors, creating new dynamics that require the bank to innovate and adapt its offerings to stay competitive in this evolving landscape.

   b. **Growth Opportunities:** Strategic partnerships with fintech companies, mobile financial services (MFS), and insurance providers offer Midland Bank valuable opportunities to enhance its service offerings and expand its reach. Additionally, the growing demand for Shariah-compliant financial products presents a significant opportunity for the bank to strengthen its position in the Islamic banking sector, catering to an increasingly diverse customer base seeking ethical financial solutions.

5. **Regulatory Compliance:** Regulatory requirements are a cornerstone of MDB's operations, influencing its risk management strategies, compliance frameworks, and governance standards. As regulatory oversight intensifies, the bank faces an expanding compliance burden, requiring continuous adaptation to dynamic banking regulations. With the rise of digital banking, safeguarding against cybersecurity threats and adhering to data protection laws have become paramount. Additionally, MDB remains committed to complying regulatory standards on capital adequacy and liquidity risk management, ensuring its financial planning and lending capacity are both strong and aligned with industry guidelines.

Midland Bank PLC. has built a strong foundation with experienced leadership, robust digital banking capabilities, and a clean balance sheet. However, it faces challenges in brand recognition, branch network expansion, and international banking relationships.

"External factors such as economic uncertainties, regulatory pressures, and fintech disruption further shape its operating environment."

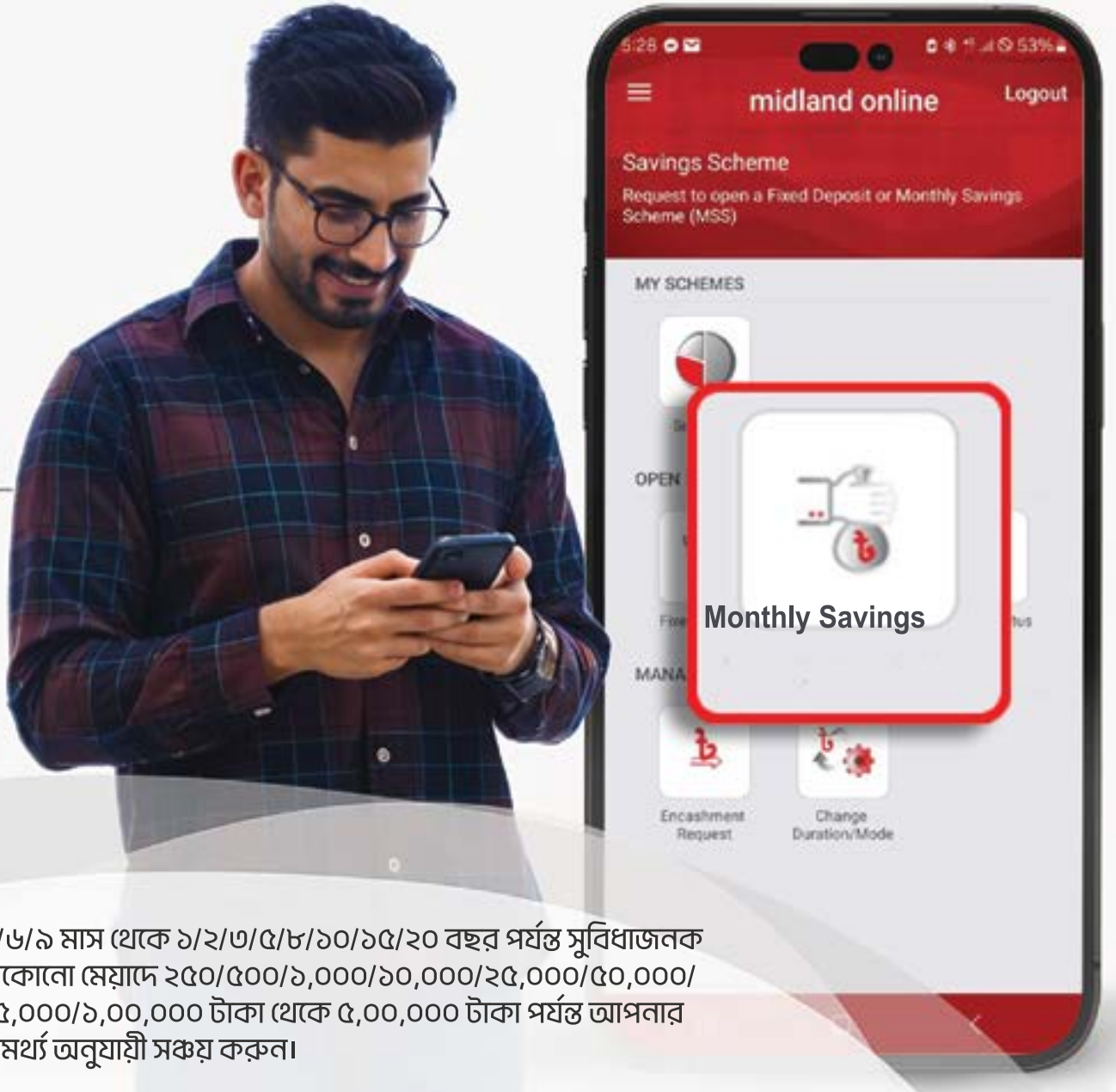
By leveraging digital banking, strategic partnerships, and growth in SME and Islamic banking, MDB can enhance its competitive edge and sustain long-term growth.

মিডল্যান্ড ব্যাংক সালাম
ইসলামী ব্যাংকিং

midland online

midlandbank
bank for inclusive growth

এমডিবি সালাম
ডিজিটাল ডিপিএস
(ইসলামী ব্যাংকিং পণ্য)
ব্যাংকিং করুন আস্থার সাথে



- ৩/৬/৯ মাস থেকে ১/২/৩/৫/৮/১০/১৫/২০ বছর পর্যন্ত সুবিধাজনক যেকোনো মেয়াদে ২৫০/৫০০/১,০০০/১০,০০০/২৫,০০০/৫০,০০০/ ৭৫,০০০/১,০০,০০০ টাকা থেকে ৫,০০,০০০ টাকা পর্যন্ত আপনার সামর্থ্য অনুযায়ী সঞ্চয় করুন।

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MANAGEMENT DISCUSSION AND ANALYSIS



REDEFINING POSSIBILITIES:
ENABLING SUSTAINABLE GROWTH THROUGH TECHNOLOGICAL ADVANCEMENT

Midland Bank PLC (MDB) is strategically leveraging digital innovation to extend its reach and ensure inclusive banking services, even in areas without physical branch presence. This approach not only enhances customer convenience but also supports environmentally friendly, cost-effective growth.

By enabling customers to conduct banking digitally, MDB is significantly reducing the dependency on paper-based processes and in-person interactions lowering operational costs and carbon footprint. The growing adoption of e-KYC onboarding, with 10.25% of new customers currently onborded digitally, reflects a shift toward a streamlined and scalable model. With a goal to reach 90% digital onboarding by next year, MDB is preparing for a future where customer acquisition is more efficient, compliant, and accessible to all, regardless of geographic location.

Furthermore, the widespread availability and increasing usage of midland online, our free and secure internet banking platform, is a clear enabler of sustainable financial inclusion. By offering digital services such as fund transfers, bill payments, and mobile recharges, MDB empowers customers to manage their finances independently, fostering long-term engagement and satisfaction. This digital-first approach not only ensures operational efficiency and customer convenience but also contributes to MDB's vision of resilient, inclusive, and sustainable growth in the modern banking era.



Strategic focus in 2024

To further accelerate its commitment to inclusive and sustainable banking, Midland Bank PLC. (MDB) has outlined a strategic roadmap in 2024 by enhancing:

- **Account-to-Account (A2A) Transfers:** Push & Pull (Bank to wallet. Wallet to Bank)
- Network Connectivity (FT, BEFTN, RTGS, NPSB) for payment processing.
- EMI Partnership proposal
- **Agent Banking Service:** Introduce agent banking services to address cash handling challenges faced by Sheba merchants and distributors in certain regions. The service will simplify cash collection processes.
- Nano Loan & and Digital Nano savings solutions.



Customer Service Excellence 2024 Priority

MDB aims to become the fastest bank in delivering services in Bangladesh's financial industry by enhancing:

- Customer service standards
- Awareness strategies
- Organizational efficiency and productivity

In an increasingly digital banking landscape, safeguarding sensitive data and ensuring secure transactions are not just technical imperatives they are vital to sustaining customer trust and long-term institutional growth. At Midland Bank PLC. (MDB), we recognize that strong information security is central to our mission of delivering safe, reliable, and future-ready financial services. By surrounding a proactive, intelligence-driven cybersecurity framework across our operations, we are strengthening our resilience, protecting stakeholder interests, and enabling sustainable growth in a rapidly changing digital ecosystem.

Midland Bank PLC. (MDB) is enabling sustainable growth through a comprehensive digital transformation strategy that enhances operational efficiency, transparency, speed, and accuracy in banking transactions. By shifting from traditional methods to a robust suite of digital delivery channels including Midland Online and mobile applications, MDB ensures greater customer convenience and contactless access to banking services. Innovative, tech-enabled solutions such as digital loan services and digital credit cards allow customers to manage their financial needs fully online, while comprehensive functionalities like fund transfers, mobile financial service transactions, bill payments, and account monitoring further empower users. MDB's commitment to continuous customer engagement is evident through the Online Customer Feedback System, ensuring real-time responsiveness and service improvement.

For corporate clients, the Midland Cash Management (MCM) app provides tailored digital services to streamline business operations. Ensuring global compliance and data protection, MDB has achieved certifications such as ISO 27001:2013, PCI-DSS, and alignment with the SWIFT CSP framework, reinforcing its cybersecurity posture.

Additionally, a 24/7 Contact Centre and a dedicated focus on customer service excellence including improved standards, awareness strategies, and productivity underscore MDB's vision of becoming the fastest service provider in Bangladesh's financial sector. These initiatives collectively drive long-term resilience, inclusivity, and responsible growth.

Information Security of MDB: Safeguarding Our Trust in Banking and the Digital Future: Our strategy encompasses multiple focus areas designed to protect data, support operational continuity, and uphold customer confidence. From strategic investments in advanced technologies to adopting a culture of cybersecurity awareness, MDB's initiatives are aligned with international standards and regulatory expectations.

The table in the next page outlines the key focus areas and their corresponding impacts, reflecting our commitment to secure, innovative, and sustainable banking.

Focus Area	Key Initiatives & Impact
Building Trust in a Digital Future Animated Icon	Information security is recognized as the foundation of customer trust and confidence critical for sustaining long-term growth in the digital banking ecosystem.
Robust Data Protection Framework Animated Icon	MDB adheres to ISO 27001, PCI-DSS, and regulatory compliance to safeguard sensitive data, reinforcing stakeholder confidence and data integrity.
Comprehensive Risk Management Animated Icon	A dedicated Information Systems Security Department (ISSD) aligns risk governance with MDB's strategic goals, ensuring resilience and secure service delivery.
Incident Preparedness for Continuity Animated Icon	A robust incident response plan ensures swift action during security breaches, minimizing disruptions and preserving service stability.
Customer Protection & Awareness Animated Icon	Secure platforms with encryption and authentication are complemented by awareness programs that educate customers on safe digital banking practices.
Employee Training & Security Culture Animated Icon	Ongoing training and simulated exercises foster a strong internal security culture, reducing human error and enhancing vigilance across the organization.
Continuous Improvement & Innovation Animated Icon	MDB regularly upgrades its cybersecurity infrastructure, threat intelligence, and external partnerships to stay adaptive and future-ready.
Alignment with Standards & Regulations Animated Icon	Full compliance with national and international regulations strengthens MDB's operational framework and supports sustainable institutional growth.

"Midland Bank PLC. (MDB) is driving sustainable growth by embracing digital innovation that reduces environmental impact, increases economic accessibility, and enhances operational efficiency."

The bank's digital transformation minimizes paper-based processes, lowering its carbon footprint, while offering tech-enabled services like digital loans and e-KYC to ensure inclusive banking for all. By maintaining strong cybersecurity and adhering to international standards, MDB ensures operational stability and compliance, promoting long-term trust and resilience. These initiatives collectively contribute to MDB's sustainable development by balancing innovation, security, and social responsibility in its banking operations.

OPERATIONAL **EXCELLENCE**

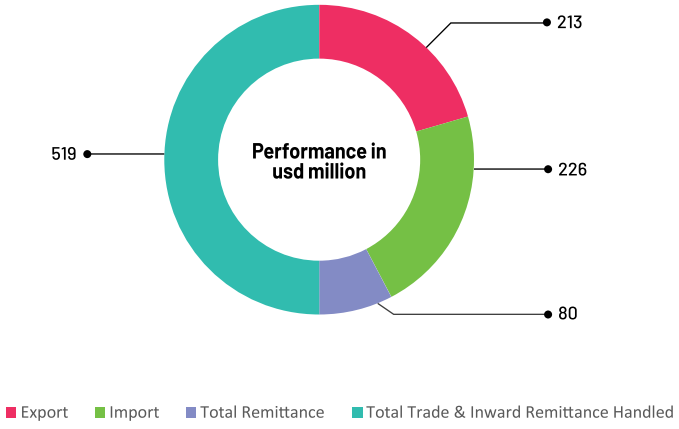
Operational excellence is at the heart of our strategy to deliver superior value to clients, strengthen financial performance, and uphold our reputation for reliability and trustworthiness in the financial sector. In 2024, through focused initiatives, process optimization, and commitment to customer centric innovation, MDB achieved significant milestones across key business areas, including International Division (ID), Non-Resident Banking (NRB), and Trade and Supply Chain Finance (TSCF).

Detailed Overview of MDB's Operational Performance in 2024

Midland Bank PLC.'s (MDB) operational performance in 2024, with a specific focus on the International Division (ID), Non-Resident Banking (NRB), and the Trade and Supply Chain Department.

Business Area	Performance in USD Million		Growth %
	2024	2023	
Export	213.00	170.00	25%
Import	226.00	188.00	20%
Total Remittance	80.00	60.00	33.33%
Total Trade & Inward Remittance Handled	519.00	418.00	78.33%

During the period, MDB achieved notable progress across all major business areas, driven by steady growth in export, import, and remittance services. All major business areas grew compared to 2023. Export reached USD 213 million from USD 170 million, showing a 25% increase. Import reached USD 226 million, up 20% from USD 188 million. Remittance saw the highest growth, rising by 33.33% from USD 60 million to USD 80 million. As a result, the total trade and inward remittance handled grew to USD 519 million from USD 418 million, showing a strong overall growth of 78.33%. This reflects better performance and a stronger role of the institution in handling trade and remittance. Overall, the institution showed strong and steady growth in all key areas, highlighting better performance and a bigger role in trade and remittance services.



Trade and Supply Chain Performance

The Trade and Supply Chain segment, one of the strategic pillars of MDB's international operations, delivered robust results in 2024. Despite facing global supply chain disruptions and fluctuating commodity prices, MDB maintained a proactive and adaptive approach to supporting its corporate and SME clients.

Business Area	Performance (USD Million) 2024	Performance (USD Million) 2023	Growth %
Export	213.00	170.00	25%
Import	226.00	188.00	20%

Export Trade Finance: Export financing operations at MDB witnessed a significant expansion of 25% year-on-year, reaching USD 213 million in 2024 compared to USD 170 million in 2023. Through strategic alliances with global banks and improved risk mitigation frameworks, MDB provided clients with enhanced access to international markets. Focused client engagement and tailor-made solutions like pre-shipment and post-shipment financing contributed to stronger export volume and increased customer satisfaction.

Import Trade Finance: Import financing activities grew by 20% in 2024, totaling USD 226 million, up from USD 188 million in the previous year. The Bank's ability to offer smooth digital solutions for trade finance, such as automated LC processing and block chain-based trade platforms, significantly improved operational efficiency and reduced turnaround times for import clients.

Remittance and Non-Resident Banking (NRB) Operations

Remittance services and NRB operations remain a cornerstone of MDB's contribution to the national economy, facilitating the smooth inflow of foreign currency and promoting financial inclusion among the diaspora community.

Business Area	Performance (USD Million) 2024	Performance (USD Million) 2023	Growth %
Total Remittance	80.00	60.00	33.33%

Total Remittance: The table presents the performance of the Total Remittance business area over two consecutive years, 2023 and 2024, measured in USD million. In 2023, the remittance inflow stood at USD 60 million, which increased to USD 80 million in 2024. This marks a significant growth of 33.33% year-over-year. The percentage growth is calculated based on the increase of USD 20 million from the previous year, highlighting a strong upward trend in remittance performance. This growth may indicate improved remittance services, increased customer outreach, or favorable economic and labor conditions for expatriate workers sending money back home.

Aggregate Trade and Remittance Performance

MDB's total volume of trade and inward remittance handled in 2024 amounted to USD 519 million, a notable 24% growth compared to USD 418 million in 2023. This consolidated growth reflects MDB's robust operational strategies, strengthened market positioning, and its commitment to facilitating international trade and supporting the national economy.

Category	Total Handled (USD Million) 2024	Total Handled (USD Million) 2023	Growth (%)
Total Trade & Inward Remittance Handled	519.00	418.00	24%

Key Drivers of Operational Excellence:

MDB is committed to being a Bank for Inclusive Growth by ensuring excellence in operations and supporting fair economic progress for all.

Digital Transformation: The Bank's 'midland online' app enables secure transactions like fund transfers, bill payments, and mobile top-ups. To overcome digital literacy and infrastructure challenges, MDB runs awareness programs and invests in connectivity. Strong cybersecurity measures, including encryption, firewalls, and fraud detection systems, ensure customer data safety. Digital banking also supports sustainability by reducing paper use and emissions, while expanding financial inclusion. Strong cybersecurity measures, including encryption and fraud detection, safeguard user data. Moreover, digital banking advances MDB's sustainability goals by reducing paper use and emissions while also broadening financial inclusion.

Risk Management and Compliance: The Bank fortified its compliance frameworks to meet evolving global trade standards and Anti-Money Laundering (AML) regulations. Continuous staff training, automated compliance monitoring, and enhanced due diligence ensured secure and compliant operations. MDB follows a strong system to manage risks and stay in line with rules and regulations. The Bank uses clear policies, operation manuals, and regular internal checks to keep everything running smoothly. It sets limits to control risks, plans how to use capital wisely, and takes quick action when needed. Any serious issues are reported to senior management and the Board for proper handling. This careful approach helps keep the Bank safe, stable, and trustworthy.

Good Governance at the Core: Practicing good governance forms the foundation of our operational excellence and long-term sustainability. The Bank maintains a strong culture of accountability, transparency, and ethical conduct across all levels. Through continuous staff training, proactive compliance, and structured decision-making processes, MDB upholds the highest standards of corporate governance ensuring customer trust, regulatory compliance, and sustained stakeholder confidence.

Outlook for 2025: Looking ahead, Midland Bank PLC. is focused on building on the success of 2024 to continue growing and improving. We aim to drive progress through innovation, enhanced customer services, and operational efficiency. Our goal is to expand our digital services, strengthen our market presence, and ensure long-term growth and stability.

Aims to build on the momentum of 2024



- Further digitalization of trade and remittance services;
- Expanding the global correspondent banking network;
- Enhancing value propositions for NRB clients through wealth management and investment advisory;
- Deepening support to SME exporters and importers;
- Strengthening risk resilience through proactive compliance and operational audits.

"By prioritizing operational excellence, MDB underlines its role as a bank for inclusive growth delivering sustainable value to stakeholders while promoting equitable economic development across Bangladesh."

CUSTOMER DELIGHT:
OUR JOURNEY TOWARDS EXCELLENCE

Our customers are at the heart of everything we do. We are committed to delivering exceptional banking experiences by blending innovation, personalized services, and a deep understanding of customer needs. In 2024, we took significant strides in enhancing customer satisfaction through seamless digital banking solutions, tailored financial products, and superior service quality. Our customer first approach ensures that every interaction adds value, fosters trust, and strengthens long-term relationships.



"Customers share their valuable feedback regarding their experiences with Midland Bank PLC. (MDB), helping us continuously improve our services and better meet their needs."

Customer-First Approach	Personalized Services	Digital Solutions
		
Strengthened Trust & Loyalty	*Greater Engagement & Satisfaction*	*Smooth, Secure & Convenient Banking*

Ensuring Customer Delight: A Commitment to Excellence

"Midland Bank PLC., customer delight is more than just a goal it is our promise. We believe that exceptional service, innovative solutions, and a customer-centric approach are the key drivers of lasting relationships and trust."

Our Approach to Customer Delight: Midland Bank PLC., delivering exceptional customer experiences is central to our mission. We are dedicated to creating lasting value for our customers by continuously improving every aspect of their banking journey. From continuous digital interactions to personalized financial solutions, our customer-centric approach is built on innovation, excellence, and responsiveness.

Focus Area		What We Did
Continuous Digital Experience		We continuously enhance our digital banking platforms, ensuring secure, fast, and user-friendly transactions for our customers anytime, anywhere.
Personalized Financial Solutions		Understanding diverse customer needs, we offer tailored products and services that align with their financial goals.
Service Excellence		With a strong focus on efficiency, responsiveness, and proactive support, we empower customers with a superior banking experience.
Customer Engagement & Feedback		We value our customers' voices and actively incorporate their feedback to refine and improve our services.
Loyalty & Rewards		Exclusive benefits, personalized offers, and rewards programs designed to appreciate and recognize our customers' trust in us.
Customer Engagement		Customers share their valuable feedback about our service through the Feedback and Win Survey and have the chance to win attractive gifts quarterly each year. The Feedback and Win Survey is a signature initiative of the Bank designed to assess our service delivery points and staff performance.

Midland Bank PLC., "***bank for inclusive growth***" is more than a slogan it's our guiding principle. In 2024, our customer experience strategy was not only about delighting individual customers but also about broadening access, bridging gaps, and enriching communities. Through a combination of technology, tailored services, and active listening, we are building a future where banking is a trusted partner in everyone's growth journey urban or rural, young or old, digital savvy or new to finance.

SEGMENT **ANALYSIS**

Midland Bank PLC. (MDB) operates under a centralized business model, ensuring operational efficiency, enhanced control, and superior asset quality—a strategic shift from the traditional branch-based models used by most local banks. This approach enables MDB to optimize resource allocation, strengthen risk management, and drive sustainable growth.

Review of key activities of the business units

 Retail Distribution Division including Retail Sales primarily focus on lending and mobilizing deposits. Meanwhile, the Treasury Division acts as the fund manager, ensuring compliance with CRR/SLR regulations, optimizing liquidity, sourcing funds from money and capital markets, and managing foreign exchange operations.	**Retail Distribution Division** The Retail Distribution Division plays a crucial role in expanding MDB's retail banking footprint by offering a comprehensive suite of products and services tailored to meet the diverse financial needs of individuals and businesses. Key offerings include: • Diverse deposit, loan and card products for customers. • Corporate Payroll Package for smooth salary disbursement. • Student banking products to promote financial inclusion. • Advanced digital banking services for convenient banking. • Agent banking to extend financial services to underserved areas. • Retail sales management for personalized customer engagement. • Islamic Banking solutions in compliance with Shariah principles. By leveraging digital innovations, customer-centric solutions, and a robust operational framework, MDB continues to strengthen its market position and enhance customer experience across all segments.
 MDB's Institutional Banking Division is committed to delivering comprehensive financial solutions to businesses, supporting their growth and operational efficiency. Key services include:	**Institutional Banking Division** Institutional Banking Division is committed to delivering comprehensive financial solutions to businesses, supporting their growth and operational efficiency. Key services include: • Loan & Advances: Short-term (Working Capital, Overdraft, Bank Guarantees, LC, Demand & Time Loans) and long-term financing (Project Finance, Syndication, Hire Purchase, Work Order Finance). • Trade Services: Regular (LC, Export & Import Finance, Shipping Guarantees) and specialized solutions (EDF Loan, OBU Financing, Packing Credit). • Savings & Deposits: Fixed Deposit, High-Performance & Express Corporate Accounts. • Digital & Cash Management: MDB Cash Management (MCM), Virtual Accounts, and cash flow optimization solutions. MDB ensures tailored corporate banking solutions, leveraging digital innovation and financial expertise for sustainable growth.
 Treasury & Offshore Banking Division plays a crucial role in managing the bank's financial stability and liquidity. Its core responsibilities include:	**Treasury & Offshore Banking Division** The Treasury Division of Midland Bank PLC. plays a crucial role in managing liquidity, foreign exchange operations, fixed-income securities investment, and asset-liability management. It ensures financial stability, risk optimization, and regulatory compliance while supporting corporate and institutional clients. • Money Market: Local & foreign currency lending/borrowing, repo & reverse repo transactions. • Foreign Exchange: Spot, forward transactions, swaps, and two-way pricing for inter-bank clients. • Fixed Income securities Investment: Treasury bills, bonds, and securities trading for corporate and retail clients. • ALM: Optimizing liquidity risk and providing competitive deposit rates. • Government Securities: Facilitating investments in government and perform Primary Dealers Activities Securities. MDB's Treasury Division ensures financial efficiency and market competitiveness by leveraging strategic investment, liquidity management, and foreign exchange expertise.

By implementing strategic fund management, investment strategies, and risk mitigation, MDB ensures long-term financial stability and growth. With its structured approach, cutting-edge technology, and commitment to excellence, Midland Bank PLC. continues to drive innovation, strengthen financial inclusion, and deliver superior banking experiences for its customers.

Business segment wise Loans & Advances

Segments	31/12/2024	31/12/2023	31/12/2022
Corporate Banking	62,774.17	54,434.66	52,389.46
Retail and SME Banking	491.60	417.20	393.14
Staff loans	10.78	10.79	10.21
Total	**63,276.55**	**54,862.65**	**52,792.80**

Business segment wise Deposits

Segments	31/12/2024	31/12/2023	31/12/2022
Corporate Banking	17,663.89	16,291.24	18,843.37
Retail and SME Banking	57,541.18	44,011.48	38,919.64
Staff loans	-	-	-
Total	**75,205.07**	**60,302.72**	**57,763.01**

মিডল্যান্ড ব্যাংক সালাম
ইসলামী ব্যাংকিং

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bank for inclusive growth

এমডিবি ডিজিটাল সিকিউরড লোনের পরিমাণ এখন পাঁচ কোটি টাকা পর্যন্ত

মিডল্যান্ড অনলাইন ব্যবহার করে যেকোনো জায়গা থেকে আপনার ফিক্সড ডিপোজিট/ডিপিএস এর উপর সর্বোচ্চ ৯০% পর্যন্ত ওভারড্রাফট অথবা ইএমআই লোন নিন



- দ্রুত ও কাগজবিহীন ঋণ প্রসেসিং
- ব্যাংকে আসার প্রয়োজন নাই
- ৩ -৬০ মাসের ইএমআই সুবিধা
- কোনো প্রসেসিং ফি নাই
- ঋণের পরিমাণ দশ হাজার থেকে পাঁচ কোটি টাকা

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HIGHLIGHTS OF THE YEAR



MDB SNAPSHOTS OF **KEY EVENTS 2024**



Honorable Chairperson presided over Midland Bank's 11th AGM at Kurmitola Golf Club.



MDB celebrated its 11th anniversary with a Dua Session attended by top executives



Md. Ahsan-uz Zaman, Managing Director & CEO attended MDB's Annual Business Conference on January 24, 2025.



Md. Ahsan-uz Zaman, Managing Director & CEO attended MDB's Agent Banking Conference on January 18, 2025.



Md. Ahsan-uz Zaman, Managing Director & CEO inaugurated MDB's Gazipur Branch



Md. Ahsan-uz Zaman, Managing Director & CEO inaugurated relocated Madhabdi Sub-Branch in Narsingdi



Md. Ahsan-uz Zaman, Managing Director & CEO inaugurated Midland Bank's Katiadi Branch in Kishoreganj



Md. Ahsan-uz Zaman, Managing Director & CEO inaugurated Nawabpur Sub-Branch and SME Centre

MDB Snapshots of **Key Events 2024**



Md. Ahsan-uz Zaman, Managing Director & CEO inaugurated relocated Noapara Sub-Branch in Jashore



CEO Md. Ahsan-uz Zaman inaugurated relocated Bogura Branch and Gazipur SME Centre



MDB organized Fire Drill at Head Office, NB Tower, Gulshan



MDB launched Customer Services & Complaint Management software for improved customer service



MDB launched Automated ATM & POS Reconciliation System with Flora Systems and Thinkprise Solutions



MDB launched MDB Digital Secured Credit Card for customers



CEO awarded winners at the 'Feedback & Win' Customer Service Survey Programme



MDB signed Bancassurance Agreement with Pragati Insurance Limited

MDB Snapshots of **Key Events 2024**



MDB signed Bancassurance Agreement with Pragati Insurance Limited



MDB signed MoU with K-ONE Limited to support export-oriented businesses



MDB signed MoU with Win Champion (BD) Ltd., a Sonic Group concern



MDB and Aavishkaar Capital's ESG First Fund collaborated to support ESG-compliant businesses



MDB and Grameen Digital Healthcare Solutions signed MoU to improve healthcare access



MDB signed MoU with Easy to Europe and Tripzik Limited for cash management solutions



Signed MoU with The State IT for MDB Cash Management solution



MDB signed MoU with Space Tech Holdings Ltd. and XSpeed Autos Limited for cash management



MDB signed MoU with A. P. Feed Limited for cash management solutions



MDB signed MoU with A. P. Feed Limited for cash management solutions



MDB signed MoU with ACE Autos and ACE Workshop for cardholder benefits



MDB signed MoU with Chaldal.com to offer special discounts to cardholders



MDB signed MoU with Expose Furniture for cardholder discounts and EMI facilities



MDB signed MoU with Kokomo Sunset Resort for cardholder discounts on services



MDB signed MoU with Mana Bay Water Park for cardholder ticket offers



MDB signed MoU with Sea Pearl Beach Resort & Spa for cardholder discounts



MDB signed MoU with Ship International Hospital Ltd. for Cardholder Healthcare Benefits



MDB received Bancassurance business commencement approval from Bangladesh Bank

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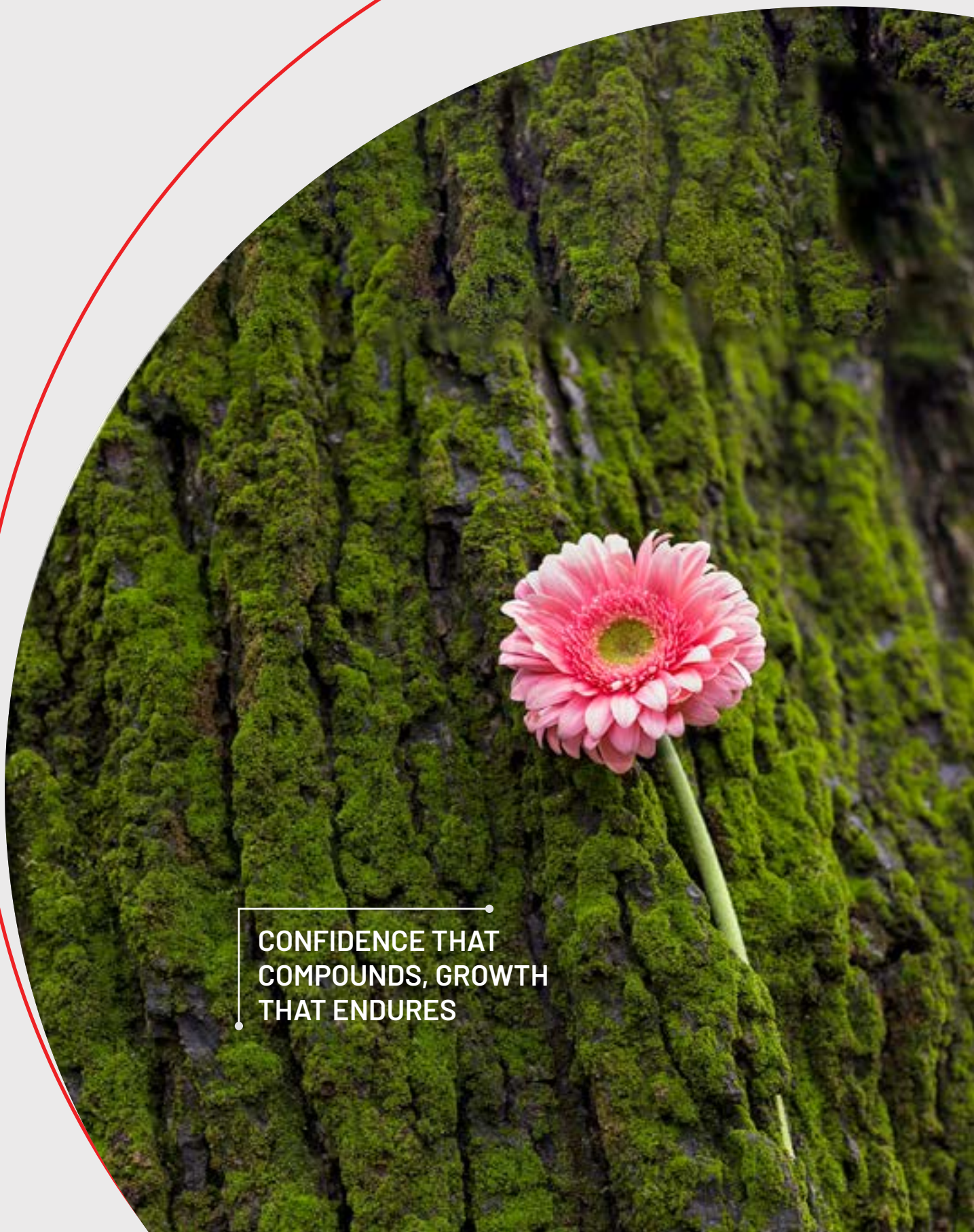
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Personal Loan
for your financial needs



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SUSTAINABILITY REPORT



MANAGING DIRECTOR'S MESSAGE ON SUSTAINABILITY

Dear Stakeholders,

In an era where environmental, social, and governance (ESG) priorities are increasingly shaping the global financial landscape, sustainability is no longer a choice it is an imperative. At Midland Bank PLC., we recognize our critical role as a financial institution in driving positive change and contributing meaningfully to a more resilient, inclusive, and sustainable future.

We are committed to aligning our operations with the Sustainable Development Goals (SDGs) and Bangladesh's national development priorities, including the Bangladesh Delta Plan 2100 and the country's Intended Nationally Determined Contributions (INDCs) to reduce greenhouse gas emissions. From supporting initiatives to end poverty and hunger to promoting sustainable economic growth and enhancing climate resilience, our approach is anchored in responsible banking and good corporate citizenship.

Transparency and accountability remain central to our sustainability journey. In 2024, we made significant progress in integrating ESG considerations into our day-to-day decision-making. We strengthened our frameworks to combat financial crime and money laundering, reinforced our compliance culture, and further embedded ESG risk assessments across our credit and investment portfolios. We also continued our support for recycling initiatives and green operations within the Bank.

MDB takes pride in promoting Sustainable Finance and directing capital toward projects that deliver environmental and social value. We are actively financing renewable energy, SME development, inclusive housing, and climate-resilient infrastructure. These investments are not only aligned with our ethical values but also enhance the long-term performance and stability of our business.

We understand that sustainability cannot be achieved in isolation. Our engagement with stakeholders, employees, customers, shareholders, regulators, and communities has been instrumental in shaping our sustainability strategy. Their insights, expectations, and aspirations continue to inspire our efforts and guide us toward impactful and inclusive solutions.

As the Managing Director of Midland Bank PLC., I believe that by nurturing the environment, empowering communities, and upholding good governance, we are building the foundation for enduring value creation for our Bank, our stakeholders, and future generations.

Guided by our slogan "***bank for inclusive growth***" we remain committed to sustainable, shared progress. We will continue expanding green finance, strengthening transparency, and contributing to national and global sustainability goals.

Together, we can turn today's challenges into tomorrow's opportunities, building a resilient and trusted Midland Bank for the future. Thank you.

Sincerely,



Md. Ahsan-uz Zaman
Managing Director & CEO

SUSTAINABILITY **REPORT**

Sustainability: MDB's sustainability dream reflects the essence of its ambition 'here for a long term bond & benefit' and takes into account the legitimate interest of its stakeholders not only for today's world, but for future generations too. With more responsibility for the stakeholders, society and the future, a financial institution can be rooted deep into the ground of people's trust, which is key to making the journey of a going concern safe and sound. Sustainability is becoming an integral part of corporate philosophy, contributing to the long-term performance of a Bank and its return to consistent profitability. This new vision is steering the Bank towards its goal with a direction of growth that meets expectations of shareholders, customers, employees, investors, international partners, regulators, business partners, above all the community we operate in. Our stakeholder engagement approach allows us to understand the issues that matter most to those who have an interest in our business.

MDB's Approach to Sustainability: Being a responsible partner of the society and economy MDB thrives to contribute towards attaining sustainable development goals (SDGs) e.g. end poverty and hunger, ensure access to safe water, affordable/reliable energy for all, promote sustainable and inclusive economic and industrial growth, recycling program, Bangladesh Delta Plan 2100, Intended Nationally Determined Contributions (INDCs) to reduce Green House Gas (GHG) emission & strengthening climate resilience, etc. Midland Bank firmly believes in good corporate citizenship and helping clients and other key stakeholders to achieve sustainable growth. Three key elements mold the central theme of sustainability:

Entrepreneurship		A sustainable business model is based on the pursuit of a socially responsible and environment friendly market opportunities and supporting clients in becoming more sustainable themselves.
Stewardship		We uphold our responsibility by supporting clients, engaging ethically with suppliers, valuing employees' well-being, and adopting sustainable practices to minimize environmental impact and promote long-term sustainability.
Inclusion		Responsible banking includes people by addressing social, environmental and financial conditions bonding with the immediate community that includes our clients, employees and place where we operate.

MDB Sustainability Model: Midland Bank PLC. (MDB) is committed to integrating environmental, social and governance issues into their day-to-day operations. The banking industry is also becoming more competitive, with many new entrants using innovative and inclusive business models to offer differentiated products and services such as social banking and social finance, which focus in particular on investing based on social responsibility. MDB is moving on with a long term customer relationship with customer led models, products and services.

The bank is emerging with a new set of banking capabilities, including better insights into customer behaviors and needs, and new approaches to reach and engage them. The bank is more transparent and risk-aware, tries to improve its trust and relationships with clients, stakeholders, governments and regulators, which in turn will make the bank capable to respond more efficiently to future regulatory requirements, improve the bank's ability to manage risks and avoid costs and penalties of non-compliance. MDB prioritizes on educating customers about services and products in a more transparent way. We are inclined to responsible financing considering social and environmental impacts that result from bank's financing and operational activities. view to creating sound, efficient and responsive financial institution, where the management has focus and priority.

Fairness in Banking: MDB is bent on providing simple, accessible and innovative solutions to our customers in response to their requirements. Banking is central to the daily lives of almost everyone, and it's important that we understand their needs. Bank has taken various initiatives to proactively identify people who may get into financial difficulty so we can work with customers to improve their situation. We have reviewed our rates structure (Institution Banking, SME and Retail) as we aim to place customers at the heart of our business decision.

Supportive Engagement: Our Bank's health is directly influenced by the health and success of the business it supports. We provide advice and guidance to businesses through our Branch Managers and online communication. We know it is a difficult time for some of our partners and that's why we created specialist team under 'Mentorship Programme' to provide that support.

An Admired Employer: Being good employer is fundamental to our success as a business. MDB employees are a diverse and talented group which we support and encourage through internal networks and training. We highly value our employees and seek to support them through this process with a range of tools and services to help them find other roles, either inside or outside the Bank.

Safe Banking Approach: Managing safety and security of our employees and customers is one of our fundamental responsibilities. We have adopted continued vigilance to keep up with challenging and changeable environment and constantly review and innovate the way we face new challenges.

Citizenship and Environmental Concern: As a growing organization we have a responsibility to manage our internal and external impacts. A core part of this is the way we govern our environmental, social and ethical risks, not only within our own operations, but also in relation to companies we lend to. In 2024, the bank will strengthen its environmental and social risk management system in line with regulatory guidelines. Mentionable, in the year 2020 MDB partnering with both local and foreign consultants took initiative to develop ESRM Policy and ESRM System of the bank in line with IFC Performance Standard and with the norms of other multilateral/international lenders.

Energy and Emission: MDB promotes environmentally responsible banking by adopting green practices such as digital banking to reduce paper usage, financing eco-friendly projects aimed at reducing carbon emissions, and implementing energy-efficient technologies in its branches and head office. The Bank also encourages customers to shift to e-statements and online services, minimizing the environmental impact of traditional banking operations. By supporting environmental sustainability and urban greening.

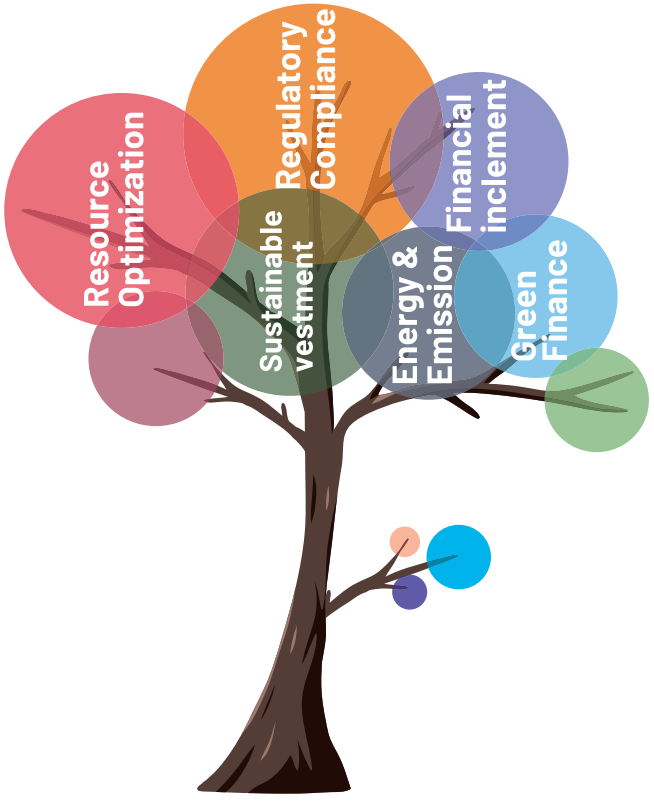
Resource Optimization: MDB supports sustainable consumption by providing innovative financial solutions that empower responsible purchasing. The Bank offers convenient EMI services to ease financial planning, promotes digital

commerce to enhance efficiency and reduce environmental impact, and encourages the acquisition of eco-friendly furniture through customized financial tools—aligning consumer behavior with sustainable living principles.

Sustainable Investment: MDB promotes innovation and digital transformation by enhancing banking infrastructure, expanding rural outreach, and ensuring access to secure financial services. Leveraging automation and digital tools, the Bank improves efficiency, supports agribusiness, and boosts customer satisfaction. In alignment with climate goals, the Bank also launched a Tree Plantation Program in Khulna City Corporation, allocating BDT 500,000 for environmental sustainability.

Financial inclement: Midland Bank PLC. promotes financial inclusion by offering affordable banking through agent banking, mobile services, and rural branches, supporting poverty reduction with employment opportunities and enhancing financial literacy. During 2024, MDB arranged Financial Literacy Training to 3,868 customers. Financial Literacy Day 2024 prepares youth for employment through career guidance and workshops at Presidency University, promoting academic-industry cooperation. It encourages sustainable growth, strategic business planning, SME support, regional economic expansion, and tourism, boosting the hospitality sector and local engagement.

Regulatory Compliance: Midland Bank PLC. upholds transparency, accountability, and strong corporate governance, driven by ethical leadership. The bank promotes trust by empowering customers through transparent services and instilling a culture of integrity. Committed to ethical business practices, Midland Bank prioritizes accountability in all operations, ensuring a strong foundation of trust and professionalism in every customer interaction.



Financial Inclusion: Multitudes of people across the country still remain unbanked or have limited access to banking services. MDB remains committed to agricultural and rural credit (micro finance) as a means of increasing financial inclusion in the country. We intend to support this sector by providing a range of financial services to microfinance institutions (MFIs) as well as through our own branch network. Small and Medium Enterprises plays crucial role in generating jobs and economic growth in Bangladesh. During 2024, a good total of 220 CMSME entrepreneurs were added to SME client base bringing the total to 553 numbers and disbursed a sum of BDT 4,380.29 million which consolidated our SME portfolio with BDT 5,739.90 million outstanding at the year-end. To improve the gender balance in SME finance, we closed the year with BDT 909.30 million loan disbursement on account of total 7,077 women entrepreneurs (directly through Bank to 40 number of women entrepreneurs and indirectly through MFIs to 7,037 number of women entrepreneurs). Within the CMSME portfolio an amount of BDT 230.91 million has been disbursed in the year 2024 as Term Loan financing under pre-finance scheme (25,000 Crore fund) of Bangladesh Bank. We continued to explore new ways of increasing financial outreach.

Due to countrywide lock down imposed by Government to halt the wide spreading of COVID-19 virus during the year 2020 and 2021, economy of the country was disrupted and business was adversely impacted amid the COVID-19 fallout. In an effort to revitalize the economy, GoB continued the declared financial stimulus packages to the pandemic affected entities. MDB also was quick to respond to the request of its CMSME customers whose business were adversely impacted due to outbreak of COVID-19, by allowing working capital facility under stimulus package. In the year 2024, MDB disbursed total BDT 115.55 million (for working capital facility BDT 40.10 million and for fixed asset financing BDT 75.45 million) to 24 number of CMSME customers under BB refinance for "Term Loan financing under pre-finance scheme" (25,000 Crore fund).

Combating Financial Crime and Money Laundering Risk: To stave off the risk of financial crime within our business, we focus in training our employees, strengthening our screening system and ensuring that our policies and procedures are effective and up to date. We devote our efforts to minimize the damaging effects of financial crimes. The following are key areas; we concentrate to tackle financial crime:

- Adherence to all applicable laws, regulations and sanctions,
- Initiatives to prevent Money Laundering and Terrorism Financing,
- Strengthening system for prevention of fraud.

Employee awareness about fraud trends and combating technique is the key to successful financial crime prevention. We have prioritized fraud prevention in coming years; hence planned to launch comprehensive fraud prevention strategy and training for our employees.

Suspicious Transaction Reporting (STR) and KYC procedure are tools; Bank is presently executing to prevent financial crimes and money laundering. Our core fraud combating units are security, compliance and internal audit, IT security, human resource, and risk management unit. These units are working together to strengthen fraud prevention management system in the bank.

Promoting Sustainable Finance: Steps are taken to introduce green banking products which can in some way or other contribute to the reduction of carbon emissions. Our green finance priorities include ETP, modernization of brick kiln by advanced technology, Bio-gas Plant, Solar Power System and other renewable energy sectors. In our attempt for green finance in 2024, we have disbursed a sum of BDT 1,094.22 million for financing on Cutting Edge Industries Ltd, MBM Garments Ltd. and Health Pharmaceuticals Limited. Besides,

specific environment and social risk management plan and guidelines are in place with the Bank. Furthermore, in order to promote green financing MDB has also signed agreement with Bangladesh Bank to become eligible PIF under various refinancing scheme like, Green Transformation Fund (GTF), Technology Development Fund (TDF) etc.

We spent an amount of BDT 11.31 million in various CSR activities in Bangladesh in 2024. To keep our commitment afloat for SME business, woman entrepreneur finance, agri farms, we have made necessary restructuring in our operations, launched campaign for SME promotion, participated in SME fairs, added and upgraded delivery channels and built alliance with various banks and micro finance organizations for a nationwide banking outreach. We have designed new products for various segments in the community for wider financial inclusion and took up promotional initiatives in the market. Our costs in sustainability build-up are taking an upturn every year and we are expecting their positive reflection in our present and future well-being. Furthermore, the Bank made considerable investment to strengthen capacity and preparedness to combat money laundering and terrorist financing in the field of manning & training, software development, building liaison & awareness, etc. to ensure regulatory compliance. Around the year 2024, we actively pursued the expansion of our business with particular focus on greater welfare of the economy.

Contribution to Government Exchequer: MDB's contribution to government exchequer is adding incentive to government effort to mobilize revenues. The strength of our socio economic development generates mainly from government revenues. Revenues are widely spent to comfort the lives of common people, carry out development plans, subsidize real economies to spur growth and provide salary and benefits to millions of government employees and their families. As per tax law, the Bank deducts at source income tax, VAT and excise duty from various payments and services for ultimate credit to government exchequer.

MDB for Inclusive Growth: In line with Bangladesh Bank guidelines and recommendation, the banks have committed to the introduction of a number of market place initiatives to stimulate growth in the economy. MDB has committed to these initiatives already launched or planned. MDB has decided to increase lending target to small and medium enterprises. The Bank is targeting SME finance to the undeniable but underserved segment of the economy. To this effect, the Bank's finance to micro and small enterprises, manufacturing sector and women entrepreneurs is getting momentum. New strategy has been set out to expand cluster base financing program. MDB disbursed BDT 909.30 million loans to Women Entrepreneurs in the calendar year 2024. Bangladesh Bank refinance for Small Enterprise and Women Entrepreneurs has enabled the Bank to open up a soft loan window for small sized business and women owned projects. The Bank is committed to the implementation of statutory codes of practice on business lending within agreed time frames.

Fairness in Banking	*Safe Banking Approach*	*Environmental Concern*	*Combating Financial Crime*	*Sustainable Finance*
				
Reduced Inequalities	*Decent Work and Economic Growth*	*Climate Action*	*Peace, Justice and Strong Institutions*	*Industry, Innovation and Infrastructure*

"The Bank has taken up paperless banking initiatives through using modern computer software, effective email service for official correspondence."

We have already been using robust banking software and email connectivity for intra bank official correspondence and with the other organizations on similar platform. MDB also has taken the policy to use energy savings light and rational use of air conditioner in its all offices for reducing electricity consumption. The bank has also policy support to install solar panel in its rural branches as their source of power. Policy also exists to take coverage of Green Travel Insurance for the carbon resulting from the banking activities of MDB.



DISCLOSURE ON **ESG INITIATIVES**

Our commitment to **Environmental, Social, and Governance (ESG)** is rooted in our responsibility to our stakeholders and our vision for a sustainable future. We view ESG not just as a compliance requirement, but as a strategic framework that guides our long-term value creation. Our goals across the three ESG pillars good governance, positive social impact, and environmental care are closely aligned with our vision, mission, and strategic priorities. In a fast-changing world, we actively seek out new opportunities within the challenges we face. This forward-thinking approach helps us build responsible business practices into everything we do, making MDB stronger, more resilient, and purpose-driven. Through this journey, MDB aims to promote sustainable finance, inclusive development, and ethical leadership, supporting both national priorities and the United Nations Sustainable Development Goals (SDGs).

ESG		
Environmental	*Social*	*Governance*
		

Environmental Alignment: Environmental sustainability is a vital part of responsible banking. As the world faces increasing climate and ecological challenges, MDB is committed to reducing its environmental footprint and supporting green growth. Our initiatives are aligned with our broader ESG strategy and reflect a conscious effort to promote **eco-friendly operations, sustainable resource use, and green financing solutions**.

MDB's Promise		Alignment to ESG
	Cost Control: Efficient cost management and profitability optimization	Promotes sustainable resource use, efficiency, and responsible financial management.
	For a Green Living Habitat: Environmental consciousness and community support	Reflects the bank's commitment to environmental sustainability and ecological responsibility through green finance and eco-friendly operations.

Social Alignment: MDB is deeply committed to creating positive social impact through our financial services, community engagement, and inclusive business practices. We believe that a strong, sustainable society is built on principles of equity, opportunity, and responsibility. Our social initiatives focus on enhancing access to financial services, empowering employees, and supporting underserved communities. By innovating banking solutions, promoting inclusive growth, and prioritizing employee development, we are working towards a more just and equitable future for all.

MDB's Promise		Alignment to ESG
	Provide quality banking services with enhanced customer focus and innovate need-based products	Promotes inclusive access to financial services and addresses customer needs across diverse socioeconomic backgrounds.

MDB's Promise		Alignment to ESG
	Sharpen leadership as a learning organization with the finest professionals	Encourages continuous learning, skill development, and professional excellence within the workforce.
	Maintain a healthy and diversified financial profile for inclusive growth	Advocates inclusive financing that enables participation of underserved segments in the economy.
	Be a responsible social enterprise by blending commercial pursuits with social banking	Balances profit and purpose by addressing community needs, promoting equality, and contributing to social development.
	Business Diversification: Serving corporate, MSMEs, agriculture, and retail	Enables inclusive growth by financing various economic segments, especially MSMEs and agriculture.
	A Better Human Force: Employee training and development	Builds a skilled, diverse, and empowered workforce, supporting inclusive and sustainable employment.
	Innovative Banking: Innovation in products, processes, and delivery	Enhances financial accessibility, fosters digital innovation, and bridges service gaps for underserved groups.

Governance Alignment: MDB is committed to upholding the highest standards of governance, ensuring transparency, accountability, and ethical practices in everything we do. Through responsible risk management, capital strength, and a focus on regulatory compliance, we aim to lead by example in driving financial stability and sustainable growth. Our commitment to integrity, transparency, and ethical business conduct is at the heart of our operations, ensuring that we build a trustworthy institution that continues to flourish and positively contribute to both the economy and society.

MDB's Promise		Alignment to ESG
	Trusted, respected, and valued financial service provider	Envisions leadership in financial services through trust, innovation, and stakeholder value—fostering responsible business practices, economic growth, and strong institutions.
	Resilient Balance Sheet: Solid provisioning and sustainable profitability	A strong, risk-resilient balance sheet underpins financial stability, supporting long-term economic growth and infrastructure investment.
	Capital Strength: Adequate capitalization to withstand downturns	Ensuring capital adequacy aligns with prudent governance, financial transparency, and institutional trust.
	Risk Mitigation: Managing financial and non-financial risks	Supports long-term resilience and responsible business practices through robust risk controls and compliance.
	Be a benchmark in compliance, governance, and ethics	Reflects commitment to strong institutional governance, regulatory compliance, and ethical business conduct.
	Build long-term shareholder value with consistent growth momentum	Ensures sustained financial health and collaborative growth that supports long-term impact and SDG alignment.

"We are steadfast in our commitment to Environmental, Social, and Governance (ESG) principles, which are integral to our operations, strategy, and long-term vision. By embedding responsible practices across governance, social impact, and environmental stewardship, we ensure that every aspect of our business contributes to a sustainable and equitable future."

Through a balanced approach to green finance, inclusive social development, and ethical governance, we actively address the evolving challenges facing our world. Together with our stakeholders, we will build a resilient, purpose-driven organization that thrives on positive impact, ensuring we contribute to a prosperous and sustainable future for all.

STAKEHOLDERS **ENGAGEMENT**

Midland Bank PLC. is committed to understanding the impact of its operations at every stage, maintaining open communication with its stakeholders to ensure their needs and expectations are met.

"By engaging with customers, investors, regulators, employees, and communities, we aim to understand their priorities and address the issues that matter most."

Building Trust	*Aligning Stakeholder Expectations*	*Sustainable Practices*
Long-Term Loyalty	*Stay Ahead*	*Value Creation*

In line with our dedication to transparency, MDB has expanded its non-financial reporting to include detailed sustainability disclosures. We continuously strengthen our efforts to provide stakeholders with valuable insights into our sustainable practices and strategies, ensuring we effectively meet their evolving needs and expectations.

Stakeholder Engagement & Long-Term Value Creation:

STAKEHOLDER	HOW WE ENGAGE	HOW MDB CREATES VALUE IN THE LONG TERM
Customers	Regular surveys, feedback channels, digital platforms, customer service teams.	Enhancing customer experience through innovative products and services, ensuring long-term trust and loyalty.
Employees	Employee engagement surveys, training programs, performance reviews.	Developing a skilled and motivated workforce, fostering long-term employee satisfaction and growth.
Investors	Quarterly financial reports, annual general meetings (AGM), transparency in ESG performance.	Delivering consistent financial performance, long-term growth, and aligning with sustainable investment priorities.
Suppliers	Supplier engagement meetings, audits, Formal communication, and feedback channels.	Building long-term, sustainable supplier relationships that promote operational efficiency and ethical sourcing.
Communities and Society	Community outreach programs, corporate social responsibility (CSR) initiatives, volunteering, local partnerships, social media engagement.	Contributing to societal well-being and sustainable local development, driving inclusive economic growth.
Regulators and Policy Makers	Regular consultations, compliance reporting, meetings with regulatory bodies.	Ensuring legal compliance, promoting ethical business practices, and fostering long-term industry stability and growth.

This comprehensive approach to stakeholder engagement ensures that MDB remains a responsible, transparent, and sustainable institution. By continuously aligning our strategies with stakeholder interests and expectations, we create lasting value not only for our stakeholders but also for the communities and economies we serve. Our dedication to long-term value creation reinforces our commitment to ethical business practices, social responsibility, and environmental stewardship.

MATERIAL TOPIC **REPORT**

Material Topics Report outlines the key issues that are considered material to our operations and stakeholders. These topics have been determined through a structured materiality assessment process that reflects the expectations of our stakeholders including customers, employees, regulators, shareholders, and the communities. At Midland Bank PLC. (MDB), we recognize that long-term value creation depends on our ability to understand, prioritize, and address the issues that matter most to our stakeholders and the broader operating environment. We used the Global Reporting Initiative (GRI) guidance to develop the material topic determination process. As a responsible financial institution, we are committed to identifying and managing the environmental, social, and governance (ESG) topics that have the greatest impact on our business performance, stakeholder relationships, and sustainable development objectives. By focusing on these material topics, Midland Bank PLC. aims to strengthen its governance practices, enhance stakeholder trust, and contribute meaningfully to national (such as Bangladesh Bank or BSEC sustainability guidelines) and global sustainability goals, including the United Nations Sustainable Development Goals (SDGs). This report forms an integral part of our commitment to transparency, accountability, and sustainable value creation for all stakeholders.

Materiality plays a crucial role in shaping our strategy, risk management, and reporting processes. By identifying and prioritizing the key environmental, social, and governance (ESG) issues most relevant to our stakeholders and operations, materiality helps us to focus on areas that drive long-term value and resilience.

Strategy	Risk Management
Material topics inform the bank's strategic direction by ensuring that we allocate resources and efforts towards areas that align with stakeholder expectations and industry trends. This focus strengthens our ability to remain competitive, innovate, and grow sustainably.	*Understanding material topics help us identify potential risks both financial and non-financial, that could affect our operations. We proactively manage these risks, including regulatory compliance, and reputational concerns to protect the bank and its stakeholders.*

Through these processes, materiality helps us integrate ESG factors into our decision-making, fostering a culture of accountability and ensuring that we continue to deliver value in line with our broader sustainability goals.

Materiality Assessment Process of MDB

Midland Bank PLC. follows a comprehensive and structured approach to identify material topics that matter most to our stakeholders and business operations. This ensures our strategic focus remains aligned with the expectations of those we serve. The following outlines the key steps in our materiality assessment process:



Stakeholder Engagement	Internal Discussions with Management and Board	Industry Trends, Peer Insights & Regulatory Focus	Risk and Opportunity Analysis
Engaging with customers, employees, investors, suppliers, communities, society, and regulators to understand their expectations and identify the issues that matter most.	Discussions with senior management and the Board help align material topics with strategic priorities and long-term goals.	Analyzing industry trends, benchmark peers, and monitor regulatory developments (e.g., Bangladesh Bank, BSEC, global ESG standards) to stay aligned with market expectations.	Assessing risks and opportunities of each material topic to enable proactive management, value creation and drive sustainable growth.
Identification of Material Topics			

"This structured approach allows MDB to identify the most relevant ESG issues, ensuring alignment with our strategic goals, regulatory requirements, and stakeholder expectations. The process also ensures that we are well-positioned to manage risks and seize opportunities that enhance long-term value creation."

Material topics	Impact on stakeholders	Relevant SDGs	Impact on capital type	Topic details
Sound Financial performance	Investors, depositors, lenders	08, 09, 11, 12	Financial	Information for Stakeholders, Financial Statements
Good Corporate Governance	All the kay stakeholders	16, 17	Intellectual, Financial	Corporate Governance Report
Financial inclement	Customers (mainly the unbanked ones)	10	Social & Relationship	Retail and SME Banking, Sustainability Report
Anti-money laundering & terrorist financing	Employees Customers	16	Intellectual	Corporate Governance Report
Risk management	Investors Customers & Employees	16	All	Risk Management Report
Information & data security	Customers	11, 17	Intellectual	Redefining Possibilities: Enabling Sustainable Growth through Technological Advancement
Health & safety	Employees	03	Human	The Trendsetter in Caring HR Practices
Human resource development	Employees	05, 08, 10	Human	The Trendsetter in Caring HR Prances
Service quality	Customers	09, 10, 16	Social relationships	Customer Delight. Our Journey towards Excellence
Innovation in products and services	Customers	09, 17	Intellectual	Managing Director's Review
Energy and emission	Society	07, 12	Natural	Sustainability Report
Resource optimization	Society	06, 07, 12	Natural	Sustainability Report
Green finance Sustainable investment	Society	11, 12, 17	Natural	Sustainability Report
Regulatory Compliance	Regulator	16, 17	Social and Relationship	Corporate Governance Sustainability Report

COMMITMENT TO SUSTAINABLE DEVELOPMENT GOALS (SDGs)

Our commitment to the **Sustainable Development Goals (SDGs)** is firmly embedded in our all-inclusive strategic objectives, strong risk management approach, and governance framework centered on stakeholder value. As a responsible financial institution, we recognize that meaningful progress toward sustainable development can only be achieved through a deliberate alignment of our business activities with the global, national, and local development priorities. This alignment ensures that we not only contribute to positive change but also pave the way for a more sustainable and inclusive future.

Aligning with the SDGs

Our materiality assessment, conducted using the Global Reporting Initiative (GRI) framework, has enabled us to identify and prioritize Environmental, Social, and Governance (ESG) issues that are most relevant to our stakeholders and the broader operating environment. These material topics form the foundation of our contribution to the SDGs, ensuring our strategic actions create long-term value while supporting national and global sustainability agendas. We are particularly focused on the SDGs that closely align with our business model, regulatory obligations, and stakeholder expectations, including:

MDBs Focus	MDB's Contribution
No Poverty	Expanding financial inclusion through SME, microfinance, and rural banking solutions.
Climate Action	Implementing green banking initiatives, paperless banking, and financing eco-friendly projects.
Gender Equality	Promoting women entrepreneurship through tailored loan products and inclusive workplace policies.
Industry, Innovation and Infrastructure	Investing in digital transformation, fintech partnerships, and sustainable infrastructure financing.
Peace, Justice and Strong Institutions	Strengthening governance, anti-corruption measures, and transparent reporting.
Decent Work and Economic Growth	Supporting job creation via SME financing, employee development, and ethical employment practices.

Key Initiatives Supporting the SDGs: We are deeply committed to driving positive change through initiatives that align with the SDGs. These initiatives are not just part of our business strategy, but reflect our dedication to contributing meaningfully to both national and global sustainability efforts.

- **Financial Inclusion & SME Development:** Disbursed a significant volume of SME loans in 2024, including customized credit facilities designed to support women-led enterprises and underserved communities.
- **Green Banking:** Adopted Bangladesh Bank's Sustainable Finance Policy; introduced paperless branch operations and energy-efficient practices across the network.
- **Digital Innovation:** Launched new mobile and internet banking platforms to promote access to banking services for underserved customers.
- **Diversity & Inclusion:** Maintained a gender-balanced recruitment strategy and strengthened anti-discrimination policies to support workplace equity.
- **Governance & Ethics:** Enhanced board oversight on ESG risks, and continued commitment to AML, KYC, and corporate integrity standards.

Future Outlook of MDB: We are committed to working collaboratively with partners, regulators, and communities to amplify our efforts, ensuring that we continue to drive progress toward a more sustainable, inclusive, and equitable future for all. Midland Bank PLC. aims to deepen its impact on the SDGs through:

- Scaling up sustainable and green finance portfolios.
- Expanding financial literacy and inclusion programs.
- Enhancing ESG disclosures and stakeholder engagement.
- Collaborating with partners and regulators to drive collective impact.
- Introducing innovative, inclusive banking products tailored to the needs of underserved groups.
- Accelerating digital transformation and sustainable fintech adoption to improve access, efficiency, and environmental sustainability.
- Adopting a culture of sustainability within the organization through training, awareness, and employee engagement initiatives.
- Supporting local initiatives, sustainable projects, and social entrepreneurship aligned with SDG targets.

Green Finance	Financial Literacy	Inclusive Banking
		
Eco-Friendly Initiatives	*Financial Education*	*Needs of Underserved Groups*

By aiming on key ESG issues, we ensure that our efforts align with SDG priorities such as financial inclusion, gender equality, and climate action. As we move forward, we are committed to scaling green finance, expanding financial literacy programs, enhancing ESG disclosures, and fostering collaborations to create lasting positive change. By embracing sustainability, we attempt to lead in building a more equitable and prosperous world for everyone.

GREEN BANKING: **TOWARDS SUSTAINABLE BANKING**

Green Vision: Even though banking operations directly do not contribute to the cause of pollution to environment but it has got the huge opportunity to contribute, to promote and activate the green concept i.e. making the environment greener in its own way. Bank takes counter party risks in extending the finances to different trading and industrial concerns. It is conceivable that bank as financial intermediaries have the capacity and ability to impress upon the owners of the business to adopt green practice in their operation to avoid the situation wherein their financed projects create cause of concern for environmental pollution or contamination.

Affordable and Clean Energy	*Climate Action*	*Partnerships for the Goals*
		
Promote Investment	*Reduce Carbon Emissions*	*Advance Sustainable Development*

A green Bank takes into consideration all sorts of social and environmental factors to merge into a long run sustainable financial gain shared by all of the earth inhabitants. Green Banking initiatives have been undertaken by global communities to reduce environmental degradation, lessening carbon emission and reduce utilization of non-renewable resources for the protection of future generations from its impact. Green finance as a branch of green banking makes significant contribution towards transition to resource efficient and low carbon regime i.e. green industry and green economy in general. Investment in greener and sustainable projects offer continuing multiple economic, social and environmental benefits.

Concepts of Green Banking: Green Banking refers to the efforts of the banking sector to keep the environment green and to minimize greenhouse effects through reducing the use of non-renewable energy & materials (electricity, gas, fuel, paper, stationery etc.), increasing the use of renewable or recyclable energy & materials (solar power, bio-gas, electronic media of communication etc.), reducing the emission of industrial carbon, scrutiny of negative impacts of the corporations on environment and taking necessary mitigating measures there against during financing and also to finance green projects (i.e. ETP, Bio-Gas Plant, Green Factory & Office Building, Solar Power, Hybrid Hoffman Kiln, energy & water efficient projects, water conservation, rain water harvesting etc.). Products included in green banking are Online Banking, Internet Banking, Mobile Banking, ATM, ADC, Green Credit, Green Marketing, E-Signatures, Solar Use, Bio-Gas, Afforestation etc.

MDB Green Banking Policy: As part of fulfillment of its obligation to the society Midland Bank PLC. in its incipient period had taken measures to formulate policy guidelines for green banking in accordance with the instruction and relevant guidance given by Bangladesh Bank. Since, we are well aware of our responsibilities towards the society to encourage adaption of green banking practices across the broad segments of the clientele. In our appraisal process of any project finance as part of due diligence, we intend to ensure that red category manufacturing concern become greener one by its operation, by adopting appropriate technology and factoring them into the estimated project cost of the promoters.

Green Activities of MDB: Midland Bank PLC. (MDB) is much more aware to implement and promote green banking initiatives in line with Bangladesh Bank's policy guidelines. Bank's Board of Directors and Management have committed every support, resources and required strategies to the growth of green business and practices.

Towards the goal, the Bank has taken a number of initiatives to enrich the green banking practices, which are as follows:	❁ Formulated Green Banking Policy approved by the Board of the Bank. ❁ Introduced Green Banking Unit. ❁ Allocated annual budget for green banking. ❁ Incorporated environmental risk in CRM. ❁ Introduced online or paper less banking that eliminate paper waste, saving gas, carbon emission, reducing printing cost and postage expenses. ❁ Signed agreement with BB for re-finance in projects. ❁ Developed green financing product encouraging finance to eco-friendly and energy efficient projects. ❁ Introduced e-recruitment system. ❁ Facilitated employee training and customer's awareness. ❁ Discharged CSR activities. ❁ Disclosure of green banking report.

Environmental Risk Management: MDB conducts Environmental & Social Risk Rating (ESRR) for the projects as well as the credit facilities (both new and existing). ESRM policy as per BB guidelines is implemented.

In-House Green Banking Development: In view of Green Banking Policy, the Bank has taken measures or started building awareness to promote Green Banking within the bank. Details as follows:

Electricity Consumption	Ensuring economic use of electricity by using energy saving lights in bank premises, shutting down the computer properly and switching off the computer monitor before leaving office every day, ensuring that light, fans, air conditioners have been switched off before leaving office every day and using energy efficient electronic equipment.
Paper Consumption	Where possible using online communication (e-mail, IP message etc.) instead of printed communication, always thinking twice before taking a print, taking print on the both side of paper to save paper consumption, using scrap paper for taking draft print and as note pads.
Fuel Consumption	Ensuring economic use of fuel by buying energy efficient vehicles to reduce gas and petroleum consumption.
Water Consumption	Ensuring economic use of water in all other cases and not misusing drinking water.
Others	❁ Avoiding use of disposable cups/glasses to become eco-friendlier. ❁ Bank's way forward to a safer, greener & cleaner habitat.

Green Reporting and Disclosure: MDB prepares Green Banking & Sustainability Reports to disclose updates on its quarterly activities and engagements to Sustainable Finance Department of Bangladesh Bank as well as to the Board of Directors. Also, Green Report Card on yearly activities is published in the annual report and posted on the website.

MDB Green Report Card 2024: Midland Bank PLC. (MDB) remains committed to sustainable development through proactive green finance and responsible banking practices. The MDB Green Report Card 2024 highlights the Bank's efforts in eco-friendly financing, digital banking, awareness building, and strategic planning demonstrating its dedication to reducing environmental impact and supporting a greener future.

Sl	Particulars	Total [Fig. In BDT Million]	
		No. of Projects	Amount
A	**Introducing Green Finance**		
	01 Effluent Treatment Plant (ETP)/Environment Friendly Financing	09	2,505.80
	02 Bio-gas Plant		
	03 Solar Panel system/Renewable Energy Plant	02	136.75
	04 Hybrid Hoffman Kiln (HHK)	01	432.05
	05 Auto Tunnel Kiln		
	06 Green Finance at reduced rate of interest		
	07 Others (if any) Zig Zig Brick Project	03	28.68
	Total	**15**	**3,103.28**
B	**Online Banking**		
	01 No. of ADCs (own ATM & ADM)	66	
	02 Shared ADCs (Approx.)	-	
	03 No. of Branches with online coverage	63	
	04 No. of total accounts	271,253	
	05 No. of accounts facilitated with internet banking	73,849	
	06 No. of accounts facilitated with Mobile/SMS Banking	49,147	
C	**Awareness Building**		
	01 Training Programs on Green Banking (In-house)	02	
	02 Participants in the Training	180	
	03 Number of participants in Financial Literacy Training	3,868	
D	**Disclosure**		
	01 Website	Yes	
	02 Annual Report	Yes	
	03 Preparation of Green Banking & Sustainability Report Others (if any)	Yes	
E	**Sector Specific Environment Policy**		
	01 Formulation of Sector Specific Environment Policy		
	(Under phase)		
	Others (if any)		
F	**Green Strategic Planning**		
	01 Formulation of Green Strategic Planning		
	02 Formulation of Bank's Specific Environment Risk		
	03 Management Plan & Guideline Others (if any)	Yes	
G	**Health and Safety**		
	01 Number of Fire Drills conducted across the company	96	
H	**Grievance/ complaints handling Mechanism**		
	01 Grievance/ complaints Mechanism for employees	Yes	
	02 Grievance/ complaints Mechanism for external stakeholders	Yes	

"The MDB Green Report 2024 reflects the Bank's ongoing journey toward environmental sustainability through impactful green finance, technology-driven services, and capacity building. With BDT 3,103.28 million exposures to green projects and significant strides in digital banking adoption and awareness-building activities, MDB has reinforced its role as a responsible financial institution."

The initiatives highlighted in this report not only align with national priorities and regulatory expectations but also contribute meaningfully to several Sustainable Development Goals (SDGs). As MDB looks ahead, it remains committed to expanding its green portfolio, enhancing stakeholder engagement, and fostering a culture of environmental responsibility across the banking sector.

REPORT ON CORPORATE SOCIAL RESPONSIBILITY

Midland Bank PLC. (CSR Desk, Head Office, Dhaka)

MDB CSR Activity in 2024

Initiated by Bangladesh Bank (BB) in 2008, the Corporate Social Responsibility (CSR) mainstreaming campaign in Bangladesh's financial sector has entrusted all Banks and Financial Institutions into a broad range of direct and indirect CSR engagements including humanitarian relief and disaster response, widening of advancement opportunities for disadvantaged population segments with support in areas of healthcare, education and training, 'greening' initiatives to prevent environmental degradation, and so forth.

With a view to the above, a CSR Policy of Midland Bank PLC. was earlier approved by the Board of Directors of the Bank in February 2015. The Sustainable Finance Department of Bangladesh Bank in January 2022 introduced a new Policy Guidelines on CSR for the Bank. Also, Policy on CSR needs to be reviewed / updated considering recent financial developments and changes in the global economy to generalize, emphasize and organize CSR activities for the environmental, social, equitable and sustainable development of the country.

As per instruction of Bangladesh Bank, MDB formed a dedicated Sustainable Financial Unit, under direct supervision of the Managing Director of the Bank at the Bank's Head Office. As per instruction given by the Board of Directors of the Bank, MDB started CSR activities at the time of its inauguration.

The Board of Directors of the Bank approved total amount of Tk. 1,13,11,000.00 for annual CSR activities of Midland Bank for the year 2024. Distribution status of the CSR activities of the Bank as on 31st December 2024 are as furnished below:

SI	Particulars	Amount in BDT	Area of Allocation	Status of Fund
01	Donated fund [financial assistance] to "THE WAR TORN PALESTINIAN (GAZA) PEOPLE" for humanitarian ground under BAB initiative	30,00,000.00	Others	Disbursed
02	Financial assistance to the Prime Minister's Education Assistance Trust as per Bangladesh Bank instruction	2,50,000.00	Education	Disbursed
03	Financial assistance to Mr. Taufiqul Hasan, aged 64, resides in South Paikpara, Mirpur, Dhaka for treatment purpose as per Bangladesh Bank instruction	1,00,000.00	Health Care	Disbursed
04	Tree Plantation in the Khulna City Corporation area for environment and climate Change mitigation & adaptation	5,00,000.00	Environment and Climate Change mitigation & adaptation	Disbursed
05	Silver Sponsor of Team Bangladesh in FIRST Global Challenge 2024 to participate in the largest Robotics Competition	5,00,000.00	Education	Disbursed
06	Distribution of Bicycles among the school going meritorious but financially challenged female students as per Bangladesh Bank instruction	3,50,000.00	Education	Disbursed
07	Allocation of fund to bear the expenses of promotional activities of financial literacy as per Bangladesh Bank instruction	2,00,000.00	Education	Disbursed
08	Donation to Chief Advisors Relief and Welfare Fund for Flood as per Bangladesh Bank instruction	50,00,000.00	Disaster management	Disbursed
09	Distribution of Blankets for the winter affected people as per Bangladesh Bank instruction	14,11,000.00	Others	Disbursed
	Total	**1,13,11,000.00**		

Based on the above, percentage wise disbursements of CSR fund of the Bank up to 31.12.2024 is given as under:

[Amount in BDT]

Particulars	Allocation for Education	Allocation for Healthcare	Environment and Climate Change mitigation & adaptation	Disaster management, Infrastructure Development, Sports & Culture, Income –generating Activities and Other Sector	Remarks
Fixed by BB CSR Policy (%)	30%	30%	20%	20%	100%
MDB CSR fund already disbursed (%)	11.50%	0.88%	4.42%	83.20%	100%
Amount of CSR fund distribution	13,00,000	1,00,000	5,00,000	94,11,000	1,13,11,000

Midland Bank PLC. remains committed to being a socially responsible and ethically driven institution, placing great importance on contributing to the well-being of society beyond its core banking operations. In 2024, the Bank continued to align its CSR activities with national priorities and Bangladesh Bank directives to create meaningful and sustainable impact. The Board of Directors approved a total of **BDT 1,13,11,000** for CSR initiatives during the year, with 100% of the allocated funds successfully disbursed by 31st December 2024. The Bank's CSR contributions spanned a diverse range of areas, including healthcare, education, disaster relief, environmental sustainability, and humanitarian assistance. The following sections highlight the specific areas of CSR allocation and the respective activities undertaken throughout the year.

 *Health Care*	• Midland Bank PLC. provided BDT 1,00,000 as financial assistance to Mr. Taufiqul Hasan, aged 64, residing in South Paikpara, Mirpur, Dhaka. • The support was aimed at covering medical treatment expenses, under the directive of Bangladesh Bank. • This initiative reflects the Bank's commitment to public health and individual well-being. • The case was considered based on humanitarian grounds and social responsibility values upheld by the Bank. • The allocated fund was fully disbursed, highlighting Midland Bank's efficient CSR fund execution and timely support
 *Education*	• Midland Bank disbursed BDT 5,00,000 as a Silver Sponsor for Team Bangladesh to participate in the FIRST Global Challenge 2024, a global robotics competition. • Provided BDT 3,50,000 for bicycles to meritorious but financially disadvantaged female students, promoting education for girls. • Allocated BDT 2,00,000 for promoting financial literacy to raise awareness and knowledge in financial decision-making. • Disbursed BDT 2,50,000 to the Prime Minister's Education Assistance Trust to support underprivileged students. • These efforts collectively contribute to improving educational access, youth empowerment, and inclusive learning opportunities.
 *Disaster Management*	• Donated a significant amount of BDT 50,00,000 to the Chief Advisor's Relief and Welfare Fund to aid flood victims in Bangladesh. • The fund aimed to support emergency relief, rehabilitation, and recovery for flood-affected communities. • The initiative was implemented in accordance with Bangladesh Bank's CSR directive on disaster response. • It reflects Midland Bank's swift response and commitment to national disaster management efforts. • Demonstrated the Bank's role as a responsible corporate entity in addressing urgent humanitarian crises during natural disasters.
 *Environment and Climate Change Mitigation & Adaptation*	• Allocated BDT 5,00,000 for a tree plantation project in Khulna City Corporation, focusing on enhancing urban greenery. • The initiative contributes to climate change mitigation, carbon footprint reduction, and ecological restoration. • Aims to support long-term environmental balance and combat the adverse impacts of climate change. • Emphasizes Midland Bank's green banking philosophy and alignment with sustainable development practices. • The fund was fully disbursed, reflecting successful implementation of environmental CSR initiatives.
 *Blanket distribution and aid to Gaza*	• Disbursed BDT 14,11,000 for the distribution of blankets among winter-affected, low-income populations in various regions of Bangladesh. • Donated BDT 30,00,000 to support the war-torn Palestinian (Gaza) people as part of a Bangladesh Association of Banks (BAB) humanitarian initiative. • Showcased Midland Bank's compassionate outreach beyond national boundaries in support of global humanitarian crises. • These initiatives serve vulnerable communities by providing basic necessities and emergency aid during times of crisis. • Reflect the Bank's broader vision of social responsibility, addressing both local welfare and global humanitarian solidarity.

In 2024, Midland Bank PLC. reaffirmed its strong commitment to Corporate Social Responsibility by effectively allocating and disbursing the entire approved CSR budget of **BDT 1,13,11,000** across diverse and impactful areas. From supporting critical healthcare needs and promoting educational opportunities, to providing humanitarian aid and advancing environmental sustainability, each initiative was thoughtfully designed to address real societal challenges in alignment with **Bangladesh Bank guidelines and national development priorities**. Looking ahead, Midland Bank PLC. remains committed to expanding its social footprint, strengthening its partnerships, and continuously evolving its CSR strategy to maximize positive impact and support the long-term well-being of the communities it serves.

Key Impacts of MDB's CSR Initiatives

Promotes Sustainable Development	*Strengthens Stakeholder Trust*	*Long-term Business Value*	*Regulatory and Ethical Obligations*	*Supports MDB's Vision and Mission*
Ensuring Inclusive Growth	*Responsible And Ethical Institution*	*Business Sustainability*	*Good Governance practices*	*Integrity, Responsibility, & Customer-Centricity*

Midland Bank PLC.'s CSR initiatives go beyond philanthropy; they are strategic investments in sustainable development, stakeholder engagement, and long-term value creation. By promoting inclusive growth, upholding ethical standards, and aligning with regulatory guidelines, the Bank reinforces its position as a responsible corporate citizen.



As part of its CSR, MDB donated BDT 5.00 lac as financial assistance for Sponsoring Team Bangladesh to participate in the largest Robotics Competition in FIRST Global Challenge (FGC) 2024.



MDB donated BDT 2.50 lakh to the Prime Minister's Education Assistance Trust to support human resource development. Md. Rashadul Anwar handed over the cheque to Mrs. Smrity Karmaker on behalf of the Bank.



MDB Khulna Branch donated 50,000 tree plants to Khulna City Corporation (KCC) under its climate change programme. CEO of KCC Mr. Lasker Tazul Islam received and planted trees.



MDB distributed blankets across its Branches and Sub-Branches to support cold-stricken marginal people. At Sreenagar Sub-Branch, Mohammad Quaid-E-Azem distributed blankets with local elites to the poor affected by severe winter in the area.



Under "SHAPNO JATRA" programme, MDB distributed bicycles to meritorious, financially challenged female students in North Bengal. Honourable Bogura DC Hosna Afroza handed over bicycles to students who walk miles to attend school.

"We are careful about the community and the environment and exert effort to make our homeland a green living habitat for all."

FINANCIAL **LITERACY**

We remain dedicated to equipping individuals of all ages with the knowledge and tools to make informed financial decisions, manage personal finances effectively, and navigate the financial behavior.

"Throughout the year, MDB hosted over 160 workshops, seminars, information sessions and campaigns that reached over 4,000 participants, providing essential skills in budgeting, saving, investing, debt management and financial products."

Midland Bank PLC. continued its commitment to fostering financial empowerment within our communities through our Financial Literacy Wing. By collaborating with schools, universities, and other organizations, the Financial Literacy Wing played a pivotal role in promoting financial inclusion and economic well-being. Our initiatives helped individuals build confidence in managing their financial behavior, contributing to a stronger, more financially educated society. As we look ahead, Midland Bank is committed to expanding these efforts, ensuring financial literacy remains at the core of our mission to drive sustainable growth and support the financial success of our customers and communities.

Midland Bank Celebration of Financial Literacy Day:

Financial Literacy Day-2024 has been celebrated by Midland Bank PLC. Md. Ahsan-uz Zaman, Managing Director & CEO of the Bank, inaugurated the Financial Literacy Day programme at the bank's head office on Monday, 4th March 2024.

In the discussion meeting organized on this occasion, various issues including increasing awareness of banking products and services, protecting customer deposits, providing loans and settling customer complaints were discussed including sending expatriate remittance through legal channels. Following three important issues also discussed in the meeting:

- Cash withdrawal and transfer through thumb print in the Agent Banking Centers.
- Need for transaction to be done inside the MDB Agent Banking Centre and with the specific Agent Official.
- After completion of transaction, machine printed original receipt must be collected and ensure receipt of SMS alert in the registered mobile phone.

Inauguration of Financial Literacy Day	Focus on Banking Awareness	Agent Banking Centre Innovations	Transaction Protocol	Receipt Collection and SMS Alerts
				
March 4th 2024	*Protecting Customer Deposits*	*Biometric Integration*	*Ensure Security & Accuracy*	*Transactions Confirmation*

Members of the Financial Literacy wing Mohd. Javed Tarek Khan, Head of Institutional Banking, Md. Nazmul Huda Sarkar, CTO, Ashraful Alam, Acting Head of Operation Division, Md. Rashed Akter, Head of Retail Distribution & Head of Financial Literacy wing, Imran Al Habib, Head of Agent Banking & member Secretary of Financial Literacy wing of Midland Bank were also present in the programme along with other officials.

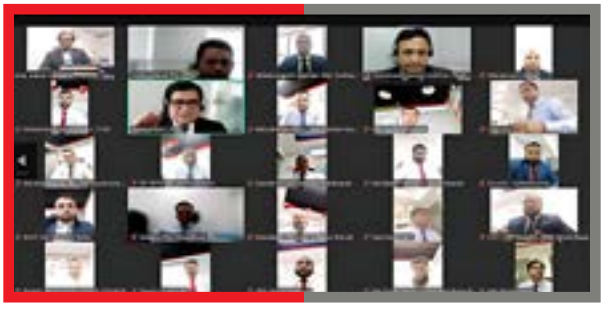
As part of the celebration of Financial Literacy Day 2024, Branches, Sub-branches and Agent Banking Centres organized discussion meetings at schools, colleges, madrasas, universities and marginal communities regarding financial awareness and bringing foreign remittance through banking channel.

Financial Literacy Week:

Nationwide Financial Literacy Week conducted by MDB Branches, Sub- Branches & Agent Banking Centres at their premises from 18-24 March, 2024. Customer awareness on the use of digital banking transaction and its benefits (ডিজিটাললেনদেণের ব্যবহার ও উপকারিতা) as well as banking operations related issues were discussed in the programme.

Financial Literacy Sessions:

In 2024, a series of comprehensive financial literacy programs were organized and conducted by various divisions, branches, sub-branches, and agent banking centers across the country. These initiatives aimed to enhance financial awareness and empower individuals with the knowledge needed to make informed financial decisions. The sessions covered a wide range of topics, including savings, investments, budgeting, and the importance of financial planning, tailored to meet the needs of diverse communities. Through these efforts, we strive to promote financial inclusion and improve the overall financial well-being of the population.



Financial Literacy Day-2025 has been celebrated by Midland Bank. Md. Zahid Hossain, Deputy Managing Director of the Bank, inaugurated the Financial Literacy Day programme at the bank's head office through digital platform.



MDB in collaboration with American International University-Bangladesh (AIUB) jointly organized a seminar captioned "Financial Literacy and Career Workshop" at International University-Bangladesh (AIUB) Campus.



Midland Bank in collaboration with Presidency University (PU) jointly organized a seminar captioned "Financial Literacy and Career Workshop" at PU Campus.



Midland Bank in collaboration with Shahjalal University of Science and Technology (SUST) jointly organized a seminar captioned "Financial Literacy" at SUST Campus.



Midland Bank signed the Financial Literacy partnership with Presidency University. Md. Rashed Akter, Head of Retail Distribution Division & Chief Bancassurance Officer from Midland Bank and Professor Abul Kalam, Dean, School of Business from Presidency University signed the MoU on behalf of their respective organizations.



MDB signed the Financial Literacy partnership with American International University-Bangladesh (AIUB). Md. Rashed Akter, Head of Retail Distribution Division & Chief Bancassurance Officer from MDB and Roomee Tareque Moudud, FCMA, Director, Office of Placement & Alumni, from AIUB, signed the MoU on behalf of their respective organizations.

"We keep building a family with our employees, shareholders, customers and community"

FINANCIAL STATEMENTS



STATEMENT OF DIRECTORS ON ADEQUACY OF THE SYSTEM OF INTERNAL CONTROL

Internal Control is the process designed and enhanced by a company's Board of Directors, management and other personnel to provide reasonable assurance regarding the achievement of organizational objectives in terms of the reliability of financial reporting, effectiveness and efficiency of operations and compliance with applicable laws, regulations and internal policies. It plays a crucial role in protecting the organization's resources, preventing and detecting frauds, forgeries, and bringing operational efficiency.

The Board of Directors of MDB has defined roles as stipulated in the 'Bank Company Act 1991 (amended up to 2023)'. Therefore, the Directors have worked for maintaining good corporate governance and persistently discharged their responsibilities. The Directors have also established extensive business strategies, adopted significant policies for internal control and risk management and implemented risk-based internal audits as per 'sections 15 Kha & 15 Ga of the Bank Company Act 1991 (amended up to 2023)' for ensuring that the Bank is suitably and efficiently managed and controlled.

As Midland Bank PLC. runs on Centralized Banking Model, the Bank has produced timely and effective policies, circulars and manuals in such a way that adequate control in all its operational and business functions are established and risk tolerance levels can be maintained at an acceptable level. The policies and manuals are all approved by the Board after being reviewed in lien with relevant practice and regulatory requirements of various segments of businesses and operations. The Directors have also checked and reviewed the control procedures for ensuring the upkeep of the Bank's assets, the prevention and detection of fraud and error, the adequacy and completeness of accounting records, the timely preparation of financial statements and the efficient management of risks.

The Board of Directors monitored the adequacy and usefulness of internal control systems through the formation of an audit committee. While preparing the audit committee, all the conditions mentioned in "sections 15 Kha & 15 Ga of the 'Bank Company Act 1991 (amended up to 2023)', Bangladesh Bank guidelines and Corporate Governance Guidelines by Bangladesh Securities and Exchange Commission (BSEC) have been appropriately addressed. As per Bangladesh Bank BRPD Circular No.11, dated 27 October 2023, a 4 (Four) member Board Audit Committee (BAC) was last reconstituted in the 159th Meeting of the Board of Directors held on 29th October 2024. The committee has reviewed the system of internal control and management of core risks faced by the Bank. They have also reviewed the audit process, the Bank's process for monitoring the compliance with laws and regulations and codes of conduct of business.

The audit committee has reviewed the arrangements made by management for adding the control features to the existing Management Information System (MIS). The committee has also reviewed the corrective actions taken by management relating to fraud-forgery and deficiencies in internal control revealed in previous years. The committee has placed all the compliance reports before the Board of Directors and regulators in time and has performed all other oversight functions relating to the internal control systems of the Bank.

On behalf of the Board of Directors,

Ahsan Khan Chowdhury
Chairman
Date: 29 April 2025

DIRECTORS RESPONSIBILITY IN RELATION TO **FINANCIAL STATEMENTS**

The Board of Directors has developed the internal financial control system and also continuously monitoring its effectiveness. The Directors are assured that relevant accounting records have been maintained and reasonable steps as far as practicable have been taken to ensure the accuracy and reliability of accounting records for preparation of financial statements. These provide reasonable assurance for protection of Bank's assets, maintenance of proper accounting records and reliability of financial information.

The Directors are satisfied that the Bank has adequate resources to continue business for the foreseeable future and therefore, these financial statements have been prepared on a going concern basis.

The Board has reviewed the external auditors' report and taken into consideration those aspects in preparation of financial statements for the year 2024. The financial statements have been prepared using appropriate accounting policies, consistently applied and supported by reasonable prudent judgment & estimates, and in compliance with International Accounting Standards (IAS), International Financial Reporting Standards (IFRS), the Bank Company Act 1991 (amended up to 2023), as per guidelines of the Bangladesh Bank, the Companies Act 1994, the Securities and Exchange Rules 1987 and other applicable laws and regulations issued by the regulatory bodies time to time. Any change to accounting policies and reasons for such change is disclosed in the "Notes to the Financial Statements" of this annual report.

The Board of Audit committee comprised of 4 (Four) Directors who has required qualifications and experience. The Committee has made an independent assessment of the financial reporting system of the Bank and confirmed that the financial statements for the year ended on 31 December 2024 have been prepared in compliance with relevant accounting principles and regulatory requirements. The Committee also discussed and exchanged views with the representatives of external auditors and reviewed the financial statements and recommended to the Board of Directors for consideration and approval of these financial statements for year ended on 31 December 2024.

The Directors are in agreement with assessment of the audit committee on reliability of financial reporting system of the Bank and confirm that these financial statements have been prepared for internal and external use which are in accordance with relevant accounting principles and regulatory requirements.

On behalf of the Board of Directors,



Ahsan Khan Chowdhury
Chairman
Date: 29 April 2025

DECLARATION OF MANAGING DIRECTOR & CEO AND CHIEF FINANCIAL OFFICER TO THE BOARD OF DIRECTORS

Annexure-A

[As per condition No. 1(5)(xxvi) of the Corporate Governance Code]

Date: 29 April 2025

The Board of Directors
Midland Bank PLC.
N.B. Tower
40/7 North Avenue
Gulshan-2, Dhaka-1212

Subject: Declaration on Financial Statements for the year ended on 31 December 2024.

Dear Sirs,

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

1. The Financial Statements of Midland Bank PLC. for the year ended on 31 December 2024 have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in the Bangladesh and any departure there from has been adequately disclosed;
2. The estimates and judgments related to the financial statements were made on a prudent and reasonable basis, in order for the financial statements to reveal a true and fair view;
3. The form and substance of transactions and the company's state of affairs have been reasonably and fairly presented in its financial statements;
4. To ensure above, the company has taken proper and adequate care in installing a system of internal control and maintenance of accounting records;
5. Our internal auditors have conducted periodic audits to provide reasonable assurance that the established policies and procedures of the company were consistently followed; and
6. The management's use of the going concerns basis of accounting in preparing the financial statements is appropriate and there exists no material uncertainty related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern.

In this regard, we also certify that:

i. We have reviewed the financial statements for the year ended on 31 December 2024 and that to the best of our knowledge and belief:
   a. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
   b. these statements collectively present true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws.

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

Sincerely yours,

Didarul Islam
Chief Financial Officer (CFO)

Md. Ahsan-uz Zaman
Managing Director & CEO

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS

Report on the Audit of the Consolidated and Separate Financial Statements

Opinion

We have audited the consolidated financial statements of Midland Bank PLC. and its subsidiaries (the "Group") as well as the separate financial statements of Midland Bank PLC. (the "Bank"), which comprise the consolidated and separate Balance Sheets as at 31 December 2024. and consolidated and separate Profit and Loss Accounts, consolidated and separate statement of Changes in Equity, and consolidated and separate Cash Flow Statements for the year then ended, and notes to the consolidated and separate financial statements, including material accounting policy information.

In our opinion, the accompanying consolidated financial statements of the Group and separate financial statements of the Bank give a true and fair view of the consolidated financial position of the Group and the separate financial position of the Bank as at 31 December 2024, and of its consolidated and separate financial performance and its consolidated and separate cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs) as explained in note # 2 and comply with the Bank-Company (Amendment) Act, 2023, the Companies Act, 1994, the rules and regulations issued by the Bangladesh Bank, the rules and regulations issued by the Bangladesh Securities & Exchange Commission (BSEC) and other applicable laws and regulations.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated and separate financial statements of the current period. These matters were addressed in the context of our audit of the consolidated and separate financial statements as a whole, and informing our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below our description of how our audit addressed the matter is provided in that context.

Description of key audit matters	Our response to key audit matters
Measurement of provision for loans and advances	
The process for estimating provision for the loans and advances portfolio associated with credit risk is significant and complex, involving considerable management judgment. For individually assessed large exposures, the provision calculation considers estimates of future business performance and the current market value of collateral provided against credit transactions. With reference to Note # 13.01 and 13.02 of the financial statements, the Bank calculates provision for loans and advances/investments by considering various factors, including the applicable provisioning rate, loan classification, expiry date, outstanding balance, interest suspense amount, and the value of eligible collateral. These are determined in accordance with regulatory guidance outlined as per BRPD circular no 14, dated 23 September 2012; BRPD circular no 03, dated 21 April 2019; BRPD Circular No. 16, dated 21 July 2020; BRPD circular no 16, 18 July, 2022 and BRPD circular no 09, dated 08 April 2024. Additionally, to mitigate the impact of COVID-19, Bangladesh Bank issued BRPD Circular Letter No. 56 dated 10 December 2020, related to BRPD Circular No. 17 dated 28 September 2020; BRPD Circular No. 52 dated 29 December 2021, related to BRPD Circular No. 19 dated 26 August 2021; and BRPD Circular No. 53 dated 22 December 2022, related to BRPD Circular No. 14 dated 22 June 2022, regarding the "Special General Provision – COVID-19.	We tested the design and operating effectiveness of key controls focusing on the following: • Credit appraisal, loan disbursement procedures, monitoring and provisioning process; • Completeness of appropriate documentation before disbursement of loans as well as recording of loan balance; • Alternate procedures applied by management to assess new loan/renewal of existing loans where latest audited financial statements of the borrower are not available; • Identification of loss events, including early warning and default warning indicators; • Review of quarterly Classification of Loans (CL); Our substantive procedures in relation to the provision for loans and advances portfolio comprised the following: • Reviewed the classification of loans as per BRPD circular no 14, dated 23 September 2012 and its amendments; • Reviewed the adequacy of the general and specific provisions in line with related Bangladesh Bank guidelines;

Description of key audit matters	Our response to key audit matters
Measurement of provision for loans and advances	
Under these directives, commercial banks are required to maintain additional provisions for borrowers who availed of Payment by Deferral (PBD) facilities. The calculation of such provisions must be based on the outstanding balances as of 31 December 2020, 31 December 2021, and 31 December 2022. Furthermore, as per BRPD Circular No. 53 dated 22 December 2022, a bank may transfer the special general provision to income for fully recovered loans and specific provisions for non-performing loans. In accordance with this circular, the Bank has maintained the "Special General Provision-COVID-19" at BDT Nil as of 31 December 2024. At the year-end of 2024, the Group reported total gross loans and advances of BDT 63,277 million (2023: BDT 54,863 million), while the Bank reported BDT 63,277 million (2023: BDT 54,863 million). As of the same date, total provisions for loans and advances amounted to BDT 2,509 million for the Group (2023: BDT 2,056 million) and BDT 2,509 million for the Bank (2023: BDT 2,056 million).	• Assessed the methodologies on which the provision amounts are based, recalculated the provisions and tested the completeness and accuracy of the underlying information; • Reviewed rescheduled and restructured loans in accordance with BRPD Circular No. 16, dated 18 July 2022 and BRPD Circular No. 33, dated 03 August, 2022; • Reviewed the appropriateness of interest recognition in the Interest Income and Interest Suspense accounts in accordance with BRPD Circular No. 14, dated 23 September 2012, and its subsequent amendments; • Evaluated the appropriateness and presentation of disclosures against relevant accounting standards and Bangladesh Bank guidelines. Finally, compared the provision requirement amount as fixed in the Tri-Party meeting. The Bank has calculated required provision as per Bangladesh Bank letter DBI-5 (IS)/158/2025-596 dated 24 April 2025 considering total classified loans and advances of Tk 239.05 crore (3.78%).
See note # 7.a, 13.01 and 13.02 to the financial statements	

Risk	Our response to the risk
Interest income recognition	
Recognition and measurement of interest income involve complex IT environment as well as require critical estimates and judgment. Since interest income from loans and advances is one of the key performance indicators of the Bank there is an inherent risk of fraud and error in recognition of interest income. Accordingly, this has been considered as key audit matter.	We tested the design and operating effectiveness of key controls including automated control over recognition and measurement of interest on loans and advances. For selected customers and loan files on sample basis we have also performed substantive test of details including recalculation and cut-off testing to check accuracy of interest income. Finally, we also conducted substantive analytical procedures to assess reasonableness of interest recognized during the year with reference to the product wise outstanding loan balances.
See note # 21.a to the financial statements	

Risk	Our response to the risk
Valuation of treasury bills and treasury bonds	
The classification and measurement of T-Bill and T-Bond require judgments and complex estimates. In the absence of a quoted price in an active market, the fair value of T-Bills and T-Bonds is determined using complex valuation techniques which may take into consideration direct or indirect unobservable market data and complex pricing models which require an elevated level of judgment. HTM securities which have not matured as at the balance sheet date are amortized at the year end and changes in amortization are recognized in other reserves as a part of equity. However, new circular has been issued DOS circular letter no. 27 dated 04 December 2023, where amortization on HTM securities can be taken into profit and loss account before maturity. Similarly, impairment assessment of financial instruments measured at amortized cost also required mainly unobservable market data and assumptions. Accordingly, this is considered as a key audit matter.	We assessed the processes and controls put in place by the Bank to identify and confirm the existence of treasury bills and bonds. We obtained an understanding, evaluated the design, and tested the operating effectiveness of the key controls over the treasury bills and bonds valuation processes, including controls over market data inputs into valuation models, model governance, and valuation adjustments. Furthermore, we have checked Bank's treatment of new circular related to MTM of HTM as per DOS Circular Letter No. 27 dated 4 December 2023. We tested a sample of the valuation models and the inputs used in those models, using a variety of techniques, including comparing inputs to available market data. Finally assessed the appropriateness and presentation of disclosures against relevant accounting standards and Bangladesh Bank guidelines.
See note # 6.a to the financial statements	

Risk	Our response to the risk
Impairment assessment of unquoted investments	
In the absence of a quoted price in an active market, the fair value of unquoted shares and bonds, especially any impairment, is calculated using valuation techniques which may take into consideration direct or indirect unobservable market data and hence require an elevated level of judgment.	We have assessed the processes and controls put in place by the Bank to ensure all major investment decisions are undertaken through a proper due diligence process. We tested a sample of investment valuations as at 31 December 2024 and compared our results to the recorded value. Finally, we assessed the appropriateness and presentation of disclosures against relevant accounting standards and Bangladesh Bank guidelines. As per the business model, management has considered quoted and unquoted shares together as part of its investment portfolio for calculation of required provision.
See note # 6.02 and Annex B to the financial statements	

Risk	Our response to the risk
Measurement of Deferred Tax	
As at 31 December 2024 the Group and the Bank reported net deferred tax assets of BDT 759 million (December 2023: BDT 546 million) and BDT 759 million (December 2023: BDT 546 million) respectively. Significant judgment is required in relation to measurement of deferred tax assets as their recoverability is dependent on forecasts of future profitability over a number of years.	We obtained an understanding, evaluated the design and tested the operational effectiveness of the Bank's key controls over the recognition and measurement of deferred tax assets and the assumptions used in estimating the Group and the Bank's future taxable income. We have assessed the completeness and accuracy of the data used for the estimations of future taxable income. We have involved tax specialist to assess key assumptions, controls, recognition and measurement of deferred tax assets. Finally, we have assessed the appropriateness and presentation of disclosures against IAS 12: Income Tax.
See note # 9.06 to the financial statements	

Risk	Our response to the risk
IT systems and controls	
Our audit procedures have a focus on IT systems and controls due to the pervasive nature and complexity of the IT environment, the large volume of transactions processed in numerous locations daily and the reliance on automated and IT dependent manual controls. Our areas of audit focus included user access management, developer access to the production environment and changes to the IT environment. These are key to ensuring IT-dependent and application-based controls are operating effectively.	We tested the design and operating effectiveness of the Group and the Bank's IT access controls over the information systems that are critical to financial reporting. We tested IT general controls (logical access, change management, and aspects of IT operational controls). This included testing that requests for access to systems were appropriately reviewed and authorized. We tested the Group and the Bank's periodic review of access rights and reviewed requests of changes to systems for appropriate approval and authorization. We considered the control environment relating to various interfaces, configuration and other application layer controls identified as key to our audit. We performed the Tests of IT General Controls to evaluate the Application Development and Database, Hosting Platforms and segregation of incompatible duties relevant to application and database change management.

Risk	Our response to the risk
Legal and regulatory matters	
We focused on this area because the Bank operates in a legal and regulatory environment that is exposed to significant litigation and similar risks arising from disputes and regulatory proceedings. Such matters are subject to many uncertainties and the outcome may be difficult to predict.	We obtained an understanding, evaluated the design and tested the operational effectiveness of the Bank's key controls over the legal provision and contingencies process. We enquired to those charged with governance to obtain their view on the status of all significant litigation and regulatory matters.

Risk	Our response to the risk
Legal and regulatory matters	
These uncertainties inherently affect the amount and timing of potential outflows with respect to the provisions which have been established and other contingent liabilities. The Bank has taken initiative to save cost from the budgeted cost as per BRPD circular no 28, dated 26 July 2022 and BRPD circular no 30, dated 27 July 2022. Overall, the legal provision represents the Bank's best estimate for existing legal matters that have a probable and estimable impact on the Bank's financial position.	We enquired of the Bank's internal legal counsel for all significant litigation and regulatory matters and inspected internal notes and reports. We assessed the methodologies on which the provision amounts are based, recalculated the provisions, and tested the completeness and accuracy of the underlying information. We also assessed the Group and the Bank's provisions and contingent liabilities disclosure. We have obtained all the relevant documents and verified as per audit procedure.

Other Matter

The financial statements of the Bank for the year ended December 31, 2023, were audited by Hoda Vasi Chowdhury & Co., Chartered Accountants who expressed unmodified opinion on those statements on April 28, 2024.

Reporting on other information

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

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

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

If, based on the work we have performed, on the other information that we obtained prior to the date of this audit report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

Management is responsible for the preparation and fair presentation of the consolidated financial statements of the Group and also separate financial statements of the Bank in accordance with IFRSs as explained in note # 2, and for such internal control as management determines is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error. The Bank-Company (Amendment) Act, 2023 and the Bangladesh Bank Regulations require the Management to ensure effective internal audit, internal control and risk management functions of the Bank. The Management is also required to make a self-assessment on the effectiveness of anti-fraud internal controls and report to Bangladesh Bank on instances of fraud and forgeries.

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

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

Auditor's Responsibilities for the Audit of the Consolidated and Separate Financial Statements

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

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

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

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

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

Report on other Legal and Regulatory Requirements

In accordance with the Companies Act, 1994, the Securities and Exchange Rules 2020, the Bank-Company (Amendment) Act, 2023 and the rules and regulations issued by Bangladesh Bank, we also report that:

i. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;

ii. to the extent noted during the course of our audit work performed on the basis stated under the Auditor's Responsibility section in forming the above opinion on the consolidated financial statements and considering the reports of the Management to Bangladesh Bank on anti- fraud internal controls and instances of fraud and forgeries as stated under the Management's Responsibility for the financial statements and internal control:

   a) internal audit, internal control and risk management arrangements of the Group as disclosed in the financial statements appeared to be materially adequate;

   b) nothing has come to our attention regarding material instances of forgery or irregularity or administrative error and exception or anything detrimental committed by employees of the Group and its related entities (other than matters disclosed in these financial statements);

iii. in our opinion, proper books of account as required by law have been kept by the Group and the Bank so far as it appeared from our examination of those books;

iv. the financial statements for the year ended 31 December 2024 of one subsidiary, namely Midland Asset Management Company Ltd., were audited by Islam Jahid & Co., Chartered Accountants, and have been properly reflected in the consolidated financial statements;

v. the records and statements submitted by the branches have been properly maintained and consolidated in the financial statements;

vi. the consolidated balance sheet and consolidated profit and loss account together with the annexed notes dealt with by the report agree with the books of account and returns;

vii. the expenditures incurred were for the purpose of the Bank's business for the year;

viii. the consolidated financial statements of the Group and the separate financial statements of the Bank have been drawn up in conformity with prevailing rules, regulations and accounting standards as well as related guidance issued by Bangladesh Bank;

ix. adequate provisions have been made for advance and other assets (by also considering note # 4.01) which are, in our opinion, doubtful of recovery;

x. the information and explanations required by us have been received and found satisfactory;

xi. we have reviewed over 80% of the risk-weighted assets of the Bank and spent over 3,000 person-hours; and

xii. Capital to Risk-weighted Asset Ratio (CRAR) as required by Bangladesh Bank has been maintained adequately during the year.

Firm Name	:	Hussain Farhad & Co., Chartered Accountants
FRC Enlistment Registration Number	:	CAF-001-125
Signature of the auditor	:	
Name of the auditor	:	Asifur Rahman FCA
	:	Partner, Enrollment Number: 904
DVC No	:	2504290904AS238750
Place	:	Dhaka
Date	:	29 April 2025

Midland Bank PLC.

CONSOLIDATED BALANCE SHEET

As at 31 December 2024

Particulars	Notes	2024 BDT
PROPERTY AND ASSET		
Cash	**3. a**	**4,997,098,718**
In Hand (Including Foreign Currency)		1,069,303,107
With Bangladesh Bank and its agent Bank (including Foreign Currency)		3,927,795,611
Balance with other Banks & Financial Institutions	**4. a**	**4,198,805,045**
In Bangladesh		3,902,502,853
Outside Bangladesh		296,302,192
Money at Call and Short Notice	**5.a**	**339,900,000**
Investments	**6.a**	**24,513,803,349**
Government		21,210,778,106
Others		3,303,025,243
Loans and Advances/ Investments	**7. a**	**63,276,548,910**
Loans, Cash Credit, Overdrafts etc./ Investment		60,042,233,246
Bills Purchased and Discounted		3,234,315,664
Fixed Assets including Premises Furniture & Fixtures	**8. a**	**878,848,938**
Other Assets	**9. a**	**4,539,755,788**
Non-Banking Assets	**10.00**	**12,585,359**
Total Property and Assets		**102,757,346,107**
LIABILITIES AND CAPITAL		
Borrowings from other Banks Financial Institutions & Agents	**11. a**	**8,971,081,435**
Deposit and Other Accounts	**12. a**	**75,186,590,417**
Current Deposits & Other Accounts		9,667,759,057
Bills Payable		373,020,816
Short Notice Deposits		8,947,302,313
Savings Deposits		6,095,579,408
Fixed Deposits		42,906,513,683
Deposit Schemes		7,196,415,140
Other Liabilities	**13. a**	**8,926,901,226**
Total Liabilities		**93,084,573,078**
Capital/Shareholders' Equity		**9,672,773,009**
Paid up Capital	15	6,396,697,530
Statutory Reserve	16	2,106,810,799
Revaluation Reserve on Investment in Securities	17	39,519,156
Retained Earnings	18. a	1,129,745,524
Minority Interest	20	20
Total Liabilities and Shareholders' Equity		**102,757,346,107**
Net Asset Value (NAV) per share		**15.12**

Particulars	Notes	2024
		BDT
Off-Balance Sheet Items		
Contingent Liabilities	19. a	17,939,141,406
Acceptance and endorsements		2,314,168,781
Letter of Guarantee		9,573,237,000
Irrevocable Letter of Credit		2,915,755,712
Bills for Collection		3,135,979,914
Other Contingent Liabilities		-
Other Commitments		
Documentary credits and short term trade related transactions		-
Forward asset purchased and forward deposit placed		-
Undrawn note issuance and revolving underwriting facilities		-
Undrawn formal standby facilities credit lines and other commitments		-
Liabilities against forward purchase and sale		-
Total Off Balance Sheet Items including Contingent Liabilities		**17,939,141,406**

The annexed notes form an integral part of these accounts

Md. Ahsan-uz Zaman	Rezaul Karim	Mohammad Asif-uz-Zaman	Ahsan Khan Chowdhury
Managing Director & CEO	Director	Director	Chairman

Signed as per annexed report on even date

Place: Dhaka

Date: 29 April 2025

DVC: 2504290904AS238750

Asifur Rahman FCA

Partner, Enrollment Number: 904

Hussain Farhad & Co. Chartered Accountants

FRC Enlistment Number: CAF-001-125

Midland Bank PLC.

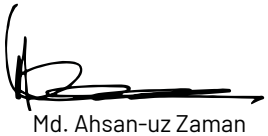
CONSOLIDATED PROFIT AND LOSS ACCOUNT

For the year ended 31 December 2024

Particulars	Notes	2024 BDT
Interest Income/Profit on Investment	21. a	6,020,822,065
Less: Interest/Profit Paid on Deposits and Borrowings etc.	22. a	5,961,497,884
Net Interest Income		**59,324,182**
Income from Investment	23. a	2,705,198,674
Commission, Exchange and Brokerage	24	786,361,486
Other Operating Income	25	148,582,205
		3,640,142,365
Total Operating Income		**3,699,466,546**
Less: Operating Expenditure		
Salary and Allowances	26. a	769,711,948
Rent, Taxes, Insurance, Electricity	27. a	112,023,759
Legal Expense	28. a	2,485,609
Postage, Stamps and Telephone	29. a	27,280,068
Printings, Stationery, Advertisements	30. a	60,557,934
Managing Director's Remuneration	26.01	20,025,000
Directors' Fees	31	5,005,379
Auditors' Fees	32. a	494,500
Depreciation on and Repair to Bank's Property	33. a	312,180,704
Other Expenditure	34. a	276,116,632
Total Operating Expenses		**1,585,881,533**
Profit before provision		**2,113,585,013**
Provision for Loans, Advances & Off Balance Sheet	35. a	
General Provision		36,277,039
Special General Provision -COVID 19		-
Specific Provision		770,395,262
Provision for Off Balance Sheet Exposures		19,823,192
Provision for Investments & Placement		156,656,954
Provision for Non-Banking Asset		-
Provision against Other Asset		8,081,865
Total Provision		**991,234,312**
Profit Before Tax		**1,122,350,702**
Less: Provision for Tax	36. a	**308,234,587**
Current Tax		520,845,422
Deferred Tax		(212,610,835)
Net Profit After Tax		**814,116,114**
Retained Surplus Brought Forward	18.01a	**548,850,165**
		1,362,966,279

Particulars	Notes	2024 BDT
Appropriation:		
Transferred to Statutory Reserve	37	225,041,241
Transferred to Start Up Fund		8,179,513
		233,220,754
Retained Surplus, Carried Forward		1,129,745,524
Earnings Per Share	40	1.27

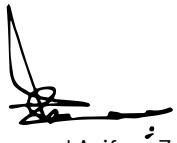
The annexed notes form an integral part of these accounts



Md. Ahsan-uz Zaman
Managing Director & CEO



Rezaul Karim
Director



Mohammad Asif-uz-Zaman
Director



Ahsan Khan Chowdhury
Chairman

Signed as per annexed report on even date



Asifur Rahman FCA
Partner Enrollment Number: 904
Hussain Farhad & Co. Chartered Accountants
FRC Enlistment Number: CAF-001-125

Place: Dhaka
Date: 29 April 2025

DVC: 2504290904AS238750

Midland Bank PLC.

CONSOLIDATED CASH FLOW STATEMENT

For the year ended 31 December 2024

Particulars	Notes	2024 BDT
A) Cash Flow From Operating Activities:		
Interest Received		8,350,756,620
Interest Paid on Deposits, Borrowings, etc.		(4,918,357,419)
Dividend Income		114,034,607
Fees & Commission Income		757,630,649
Recoveries of Loans previously written off		2,569,641
Cash Paid to Employees as Salaries and Allowances		(787,191,980)
Income Tax Paid		(714,645,979)
Cash Received From Other Operational Income	42. a	148,582,205
Cash Paid for Other Operational Expenses	43. a	(537,725,045)
Cash Flow From Operating Activities Before Changes in Net Current Asset		**2,415,653,300**
Changes in Net Current Asset :		
Investment in Treasury Bond		(4,286,862,483)
Loans & Advances		(8,667,935,806)
Other Asset		(100,898,033)
Non-Banking Assets		-
Bank Deposits		(2,280,920,934)
Customers' Deposits		16,278,437,751
Borrowing from Other Banks, Financial Institutions & Agents		2,655,377,299
Other Liabilities		828,768,024
		4,425,965,818
Net Cash Flow From Operating Activities		6,841,619,118
B) Cash Flow From Investing Activities:		
Investments in Shares & Bonds		119,381,979
Proceeds from Sale of Fixed Assets		1,081,299
Purchase of Fixed Asset		(524,490,477)
Net Cash Flow From Investing Activities		**(404,027,198)**
C) Cash Flow From Financing Activities:		
Receipts from Issue of Capital		-
Dividend Paid		(319,834,877)
Net Cash Flow From Financing Activities		**(319,834,877)**
D) Net Increase in Cash and Cash Equivalents		**6,117,757,044**
E) Effect of Changes of Exchange Rates on Cash and Cash Equivalents		28,730,837
F) Opening Cash and Cash Equivalents		6,885,746,363
Closing Cash and Cash Equivalents (D+E+F)		13,032,234,243
The above closing Cash and Cash Equivalents include:		
Cash in Hand		1,069,303,370
Balance with Bangladesh Bank and its Agent Bank		3,927,795,611
Balance with Other Banks & Financial Institutions		4,198,805,045
Money at Call and Short Notice		339,900,000
Treasury Bill		3,495,855,348
Prize Bond		574,870
		13,032,234,243
Net Operating Cash Flow Per Share	41	**10.70**

The annexed notes form an integral part of these accounts

Md. Ahsan-uz Zaman Managing Director & CEO	Rezaul Karim Director	Mohammad Asif-uz-Zaman Director	Ahsan Khan Chowdhury Chairman

Place: Dhaka
Date: 29 April 2025

Midland Bank PLC.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2024

Particulars	Paid-up Capital	Statutory Reserve	Revaluation Surplus on Investments	Retained Earnings	Minority Interest	Total
	BDT	BDT	BDT	BDT	BDT	BDT
Balance as at 01 January 2024	**6,396,697,530**	**1,881,769,558**	**3,337,887**	**868,685,042**	**-**	**9,150,490,016**
Dividend paid	-	-	-	(319,834,877)		(319,834,877)
Revaluation Reserve transferred during the period	-	-	36,181,268			36,181,268
Net Profit for the year after tax	-	-	-	814,116,113		814,116,113
Appropriation made during the period	-	225,041,241	-	(225,041,241)	-	-
Transferred to Start Up Fund	-	-	-	(8,179,513)	-	(8,179,513)
Minority Interest	-	-	-	-	20	20
Balance as at 31 December 2024	**6,396,697,530**	**2,106,810,800**	**39,519,155**	**1,129,745,524**	**20**	**9,672,773,029**
Balance as at 31 December 2023	**6,396,697,530**	**1,881,769,558**	**3,337,887**	**868,685,042**	**-**	**9,150,490,016**

The annexed notes form an integral part of these accounts

Md. Ahsan-uz Zaman
Managing Director & CEO

Rezaul Karim
Director

Mohammad Asif-uz-Zaman
Director

Ahsan Khan Chowdhury
Chairman

Signed as per annexed report on even date.

Place: Dhaka

Date: 29 April 2025

Midland Bank PLC.

CONSOLIDATED LIQUIDITY STATEMENT

For the year ended 31 December 2024

Particulars	Less than 1 month	1 to 3 months	3 to 12 months	1 to 5 years	Above 5 years	Total
	BDT	BDT	BDT	BDT	BDT	BDT
ASSETS :						
Cash in hand & Balance with Bangladesh Bank	2,204,048,533	-	-	-	2,793,050,185	4,997,098,718
Balance with other Banks and Financial Institutions	1,221,600,000	859,500,000	-	-	2,117,705,045	4,198,805,045
Money at Call & Short notice	339,900,000	-	-	-	-	339,900,000
Investments	2,838,320	2,555,500,000	5,095,000,000	10,340,000,000	6,520,465,029	24,513,803,349
Loans and Advances/Investments	9,777,100,000	8,271,400,000	21,896,700,000	12,893,401,636	10,437,947,274	63,276,548,910
Fixed Assets	-	-	-	305,982,505	572,866,434	878,848,939
Other Assets	-	92,360,000	859,676,500	3,015,490,000	572,229,288	4,539,755,788
Non-Banking Assets	-	-	-	-	12,585,359	12,585,359
Total Assets	**13,545,486,853**	**11,778,760,000**	**27,851,376,500**	**26,554,874,141**	**23,026,848,614**	**102,757,346,108**
LIABILITIES :						
Borrowings From Other Banks, Financial Institutions & Agents	1,830,000,000	302,960,000	405,012,360	3,075,037,775	3,358,071,300	8,971,081,435
Deposits and Other Accounts	4,070,200,000	18,504,800,000	26,322,910,000	25,743,884,935	544,795,481	75,186,590,417
Provision & Other Liabilities	333,416,379	201,479,944	-	3,080,609,417	5,311,395,486	8,926,901,226
Total Liabilities	**6,233,616,379**	**19,009,239,944**	**26,727,922,360**	**31,899,532,128**	**9,214,262,267**	**93,084,573,078**
Net Liquidity	**7,311,870,473**	**(7,230,479,944)**	**1,123,454,140**	**(5,344,657,987)**	**13,812,586,347**	**9,672,773,029**

The annexed notes form an integral part of these accounts

Md. Ahsan-uz Zaman Managing Director & CEO	Rezaul Karim Director	Mohammad Asif-uz-Zaman Director	Ahsan Khan Chowdhury Chairman

Signed as per annexed report on even date.

Place: Dhaka

Date: 29 April 2025

Midland Bank PLC.

BALANCE SHEET

As at 31 December 2024

Particulars	Notes	2024 BDT	2023 BDT
PROPERTY AND ASSETS			
Cash	3	4,997,098,718	3,793,328,925
In Hand (Including Foreign Currency)		1,069,303,107	891,750,221
With Bangladesh Bank and its agent Bank (including Foreign Currency)		3,927,795,611	2,901,578,704
Balance with other Banks & Financial Institutions	4	**4,198,805,045**	**1,998,110,179**
In Bangladesh		3,902,502,853	1,986,136,023
Outside Bangladesh		296,302,192	11,974,157
Money at Call and Short Notice	5	**339,900,000**	**529,900,000**
Investments	6	**24,543,185,043**	**17,380,106,715**
Government		21,144,708,119	13,889,641,408
Others		3,398,476,924	3,490,465,307
Loans and Advances/ Investments	7	**63,276,548,910**	**54,862,657,994**
Loans, Cash Credit, Overdrafts etc./ Investment		60,042,233,246	51,379,100,087
Bills Purchased and discounted		3,234,315,664	3,483,557,906
Fixed Assets including Premises Furniture & Fixtures	8	**871,245,407**	**610,749,511**
Other Assets	9	**4,534,217,504**	**4,238,430,461**
Non-Banking Assets	10	**12,585,359**	**12,585,359**
Total Property and Assets		**102,773,585,985**	**83,425,869,144**
LIABILITIES AND CAPITAL			
Borrowings from other Banks Financial Institutions & Agents	11	**8,971,081,435**	**6,315,704,136**
Deposits and other Accounts	12	**75,205,065,593**	**60,302,724,245**
Current Deposit & Other Accounts		9,667,759,057	8,169,877,872
Bills Payable		373,020,816	465,290,468
Short Notice Deposits		8,965,777,489	6,955,027,629
Savings Deposits		6,095,579,408	5,638,958,266
Fixed Deposits		42,906,513,683	33,068,915,121
Deposit Schemes		7,196,415,140	6,004,654,888
Other Liabilities	13	**8,920,658,309**	**7,656,778,247**
Total Liabilities		**93,096,805,337**	**74,275,206,628**
Capital/Shareholders' Equity		**9,676,780,648**	**9,150,662,516**
Paid up Capital	15	6,396,697,530	6,396,697,530
Statutory Reserve	16	2,106,810,799	1,881,769,558
Revaluation Reserve on Investment in Securities	17	39,519,156	3,337,887
Retained Earnings	18	1,133,753,163	868,857,541
Total Liabilities and Shareholders' Equity		**102,773,585,985**	**83,425,869,144**
Net Asset Value (NAV) per share		**15.13**	**14.31**

Particulars	Notes	2024	2023
		BDT	BDT
Off-Balance Sheet Items			
Contingent Liabilities	19	**17,939,141,406**	**13,956,919,981**
Acceptance and endorsements		2,314,168,781	2,730,710,963
Letter of Guarantee		9,573,237,000	5,920,478,530
Irrevocable Letter of Credit		2,915,755,712	3,910,719,905
Bills for Collection		3,135,979,914	1,395,010,583
Other Contingent Liabilities		-	-
Other Commitments			
Documentary credits and short term trade related transactions		-	-
Forward asset purchased and forward deposit placed		-	-
Undrawn note issuance and revolving underwriting facilities		-	-
Undrawn formal standby facilities credit lines and other commitments		-	-
Liabilities against forward purchase and sale		-	-
Total Off Balance Sheet Items including Contingent Liabilities		**17,939,141,406**	**13,956,919,981**

The annexed notes form an integral part of these accounts

Md. Ahsan-uz Zaman Managing Director & CEO	Rezaul Karim Director	Mohammad Asif-uz-Zaman Director	Ahsan Khan Chowdhury Chairman

Signed as per annexed report on even date.

Place: Dhaka

Date: 29 April 2025

DVC: 2504290904AS238750

Asifur Rahman FCA

Partner Enrollment Number: 904

Hussain Farhad & Co. Chartered Accountants

FRC Enlistment Number: CAF-001-125

Midland Bank PLC.

PROFIT AND LOSS ACCOUNT

For the year ended 31 December 2024

Particulars	Notes	2024 BDT	2023 BDT
Interest Income/Profit on Investment	21	6,020,822,065	4,503,457,426
Less: Interest/Profit Paid on Deposits and Borrowings etc.	22	5,962,414,697	3,740,456,753
Net Interest Income		**58,407,369**	**763,000,674**
Income from Investment	23	2,702,432,792	1,612,525,212
Commission, Exchange and Brokerage	24	786,361,486	684,076,384
Other Operating Income	25	148,582,205	132,141,671
		3,637,376,483	**2,428,743,266**
Total Operating Income		**3,695,783,851**	**3,191,743,940**
Less: Operating Expenditure			
Salary and Allowances	26	767,166,980	689,099,442
Rent, Taxes, Insurance, Electricity	27	111,851,813	106,191,329
Legal Expense	28	1,662,999	2,330,726
Postage, Stamps and Telephone	29	27,243,829	22,434,428
Printings, Stationery, Advertisements	30	60,478,082	52,902,540
Managing Director's Remuneration	26.01	20,025,000	19,218,548
Directors' Fees	31	5,005,379	3,036,000
Auditors' Fees	32	460,000	460,000
Depreciation on and Repair to Bank's Property	33	311,411,946	290,611,869
Other Expenditure	34	276,025,402	262,454,792
Total Operating Expenses		**1,581,331,430**	**1,448,739,675**
Profit before provision		**2,114,452,421**	**1,743,004,265**
Provision for Loans, Advances & Off Balance Sheet			
General Provision	35	36,277,039	42,169,773
Special General Provision -COVID 19		-	(58,541,581)
Specific Provision		770,395,262	465,692,649
Provision for Off Balance Sheet Exposures		19,823,192	(8,201,414)
Provision for Investments & Placement		154,668,857	20,970,939
Provision for Non-Banking Asset		-	-
Provision against Other Asset		8,081,865	3,712,324
Total Provision		**989,246,215**	**465,802,690**
Profit Before Tax		**1,125,206,207**	**1,277,201,575**
Less: Provision for Tax	36	**307,254,954**	**144,094,932**
Current Tax		519,966,642	690,119,544
Deferred Tax		(212,711,688)	(546,024,612)
Net Profit After Tax		**817,951,252**	**1,133,106,643**
Retained Surplus Brought Forward	18.01	549,022,665	2,522,280
		1,366,973,917	**1,135,628,922**

Particulars	Notes	2024 BDT	2023 BDT
Appropriation:			
Transferred to Statutory Reserve	37	225,041,241	255,440,315
Transferred to Start Up Fund		8,179,513	11,331,066
		233,220,754	**266,771,381**
Retained Surplus, Carried Forward		**1,133,753,163**	**868,857,541**
Earnings Per Share	40	**1.28**	**1.77**

The annexed notes form an integral part of these accounts

Md. Ahsan-uz Zaman Managing Director & CEO	Rezaul Karim Director	Mohammad Asif-uz-Zaman Director	Ahsan Khan Chowdhury Chairman

Signed as per annexed report on even date.

Place: Dhaka

Date: 29 April 2025

DVC: 2504290904AS238750

Asifur Rahman FCA

Partner, Enrollment Number: 904

Hussain Farhad & Co. Chartered Accountants

FRC Enlistment Number: CAF-001-125

Midland Bank PLC.

CASH FLOW STATEMENT

For the year ended 31 December 2024

Particulars	Notes	2024 BDT	2023 BDT
A) Cash Flow From Operating Activities:			
Interest Received		8,350,317,663	6,036,815,276
Interest Paid on Deposits, Borrowings, etc.		(6,510,815,291)	(3,505,383,708)
Dividend Income		113,357,607	89,384,604
Fees & Commission Income		757,630,649	678,460,905
Recoveries of Loans previously written off		2,569,641	-
Cash Paid to Employees as Salaries and Allowances		(787,191,980)	(708,317,991)
Income Tax Paid		(714,434,596)	(565,209,672)
Cash Received From Other Operational Income	42.00	148,582,205	132,141,671
Cash Paid for Other Operational Expenses	43.00	(533,063,495)	(511,428,176)
Cash Flow From Operating Activities Before Changes in Net Current Asset		**826,952,404**	**1,646,462,910**
Changes in Net Current Asset :			
Investment in Treasury Bond		(4,286,862,483)	(137,934,124)
Loans & Advances		(8,667,935,806)	(2,145,746,795)
Other Asset		(79,594,983)	260,205,910
Non-Banking Assets		-	-
Bank Deposits		(2,280,920,934)	(2,622,668,529)
Customers' Deposits		17,870,895,623	5,019,046,587
Borrowing from Other Banks, Financial Institutions & Agents		2,655,377,299	(1,926,064,584)
Other Liabilities		828,768,024	258,406,734
		6,039,726,740	(1,294,754,802)
Net Cash Flow From Operating Activities		**6,866,679,144**	**351,708,108**
B) Cash Flow From Investing Activities:			
Investments in Shares & Bonds		91,988,382	229,312,340
Proceeds from Sale of Fixed Assets		1,081,299	-
Purchase of Fixed Asset		(522,157,169)	(265,343,311)
Net Cash Flow From Investing Activities		**(429,087,487)**	**(36,030,971)**
C) Cash Flow From Financing Activities:			
Receipts from Issue of Capital		-	700,000,000
Dividend Paid		(319,834,877)	(319,834,877)
Net Cash Flow From Financing Activities		**(319,834,877)**	**380,165,124**
D) Net Increase in Cash and Cash Equivalents		**6,117,756,781**	**695,842,261**
E) Effect of Changes of Exchange Rates on Cash and Cash Equivalents		**28,730,837**	**5,615,479**
F) Opening Cash and Cash Equivalents		**6,885,746,363**	**6,184,288,623**
Closing Cash and Cash Equivalents (D+E+F)		13,032,233,980	6,885,746,363
The above closing Cash and Cash Equivalents include:			
Cash in Hand		1,069,303,107	891,750,221
Balance with Bangladesh Bank and its Agent Bank		3,927,795,611	2,901,578,704
Balance with Other Banks & Financial Institutions		4,198,805,045	1,998,110,179
Money at Call and Short Notice		339,900,000	529,900,000
Treasury Bill		3,495,855,348	563,725,058
Prize Bond		574,870	682,200
		13,032,233,980	**6,885,746,363**
Net Operating Cash Flow Per Share	41.00	**10.73**	**0.55**

The annexed notes form an integral part of these accounts

Md. Ahsan-uz Zaman Managing Director & CEO	Rezaul Karim Director	Mohammad Asif-uz-Zaman Director	Ahsan Khan Chowdhury Chairman

Place: Dhaka
Date: 29 April 2025

Midland Bank PLC.

STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2024

Particulars	Paid-up Capital	Statutory Reserve	Revaluation Surplus on Investments	Retained Earnings	Total
	BDT	BDT	BDT	BDT	BDT
Balance as at 01 January 2024	**6,396,697,530**	**1,881,769,558**	**3,337,887**	**868,857,542**	**9,150,662,516**
Dividend paid	-	-	-	(319,834,877)	(319,834,877)
Revaluation Reserve transferred during the period	-	-	36,181,268	-	36,181,268
Net Profit for the year after tax	-	-	-	817,951,252	817,951,252
Appropriation made during the period	-	225,041,241	-	(225,041,241)	-
Transferred to Start Up Fund	-	-	-	(8,179,513)	(8,179,513)
Balance as at 31 December 2024	**6,396,697,530**	**2,106,810,800**	**39,519,155**	**1,133,753,163**	**9,676,780,648**
Balance as at 31 December 2023	**6,396,697,530**	**1,881,769,558**	**3,337,887**	**868,857,542**	**9,150,662,516**

The annexed notes form an integral part of these accounts

Md. Ahsan-uz Zaman
Managing Director & CEO

Rezaul Karim
Director

Mohammad Asif-uz-Zaman
Director

Ahsan Khan Chowdhury
Chairman

Signed as per annexed report on even date.

Place: Dhaka

Date: 29 April 2025

Midland Bank PLC.

LIQUIDITY STATEMENT

For the year ended 31 December 2024

Particulars	Less than 1 month	1 to 3 months	3 to 12 months	1 to 5 years	Above 5 years	Total
	BDT	BDT	BDT	BDT	BDT	BDT
ASSETS :						
Cash in hand & Balance with Bangladesh Bank	2,204,048,533	-	-	-	2,793,050,185	4,997,098,718
Balance with other Banks and Financial Institutions	1,221,600,000	859,500,000	-	-	2,117,705,045	4,198,805,045
Money at Call & Short notice	339,900,000	-	-	-	-	339,900,000
Investments	2,838,320	2,555,500,000	5,095,000,000	10,340,000,000	6,549,846,723	24,543,185,043
Loans and Advances/Investments	9,777,100,000	8,271,400,000	21,896,700,000	12,893,401,636	10,437,947,274	63,276,548,910
Fixed Asset	-	-	-	305,982,505	565,262,902	871,245,407
Other Asset	-	92,360,000	859,676,500	3,015,490,000	566,691,004	4,534,217,504
Non-Banking Asset	-	-	-	-	12,585,359	12,585,359
Total Assets	**13,545,486,853**	**11,778,760,000**	**27,851,376,500**	**26,554,874,141**	**23,043,088,492**	**102,773,585,985**
LIABILITIES :						
Borrowing From Other Banks, Financial Institutions & Agents	1,830,000,000	302,960,000	405,012,360	3,075,037,775	3,358,071,300	8,971,081,435
Deposit and Other Account	4,070,200,000	18,504,800,000	26,322,910,000	25,762,360,111	544,795,481	75,205,065,593
Provision & Other Liabilities	333,416,379	201,479,944	-	3,074,366,500	5,311,395,486	8,920,658,309
Total Liabilities	**6,233,616,379**	**19,009,239,944**	**26,727,922,360**	**31,911,764,387**	**9,214,262,267**	**93,096,805,337**
Net Liquidity	**7,311,870,473**	**(7,230,479,944)**	**1,123,454,140**	**(5,356,890,246)**	**13,828,826,225**	**9,676,780,648**

The annexed notes form an integral part of these accounts

Md. Ahsan-uz Zaman Managing Director & CEO	Rezaul Karim Director	Mohammad Asif-uz-Zaman Director	Ahsan Khan Chowdhury Chairman

Signed as per annexed report on even date.

Place: Dhaka
Date: 29 April 2025

Midland Bank PLC.

NOTES TO THE FINANCIAL STATEMENTS

As at and for the year ended 31 December 2024

Corporate Profile and Significant Accounting Policies

1.00 Midland Bank PLC.

1.01 Legal status and nature of the entity

Midland Bank PLC. (the "Bank") was incorporated on 20 March 2013 as a Public Limited Company in Bangladesh under Companies Act, 1994 with the registered office at N.B. Tower (Level 6 to 9), 40/7 North Avenue, Gulshan-2, Dhaka-1212. The Company was also issued Certificate of Commencement of Business on the same day. It started commercial banking operation on 20 June 2013 through opening first branch at Dilkusha Commercial Area in the name 'Dilkusha Corporate Branch. Presently, the number of branches stood at 39 (19 Urban Branches and 20 Rural Branches), 20 Sub Branches, 67 ATMs, 140 Agent Banking Centers (ABCs) and 10 Collection Booths covering commercially important locations across the country.

1.02 Principal activities of the Bank

The principal activities of the Bank are to provide wide range of financial products (loans and deposits) and services that includes all kinds of Conventional and Islamic banking services to its customers. It offers commercial banking, consumer banking, trade services, cash management, treasury, cottage micro small and medium enterprises (CMSMEs), retail, debit/credit cards services and clearing services to its customers. These activities are conducted through its Branches, Sub- branches, Agent Banking Centers (ABCs), Collection Booths and Alternative Delivery Channels (ATM booths, Internet Banking, Debit/Credit/Prepaid Cards, etc.) across the country. MDB digital banking service is the Bank's flagship product to provide internet based banking solutions. MDB online banking facilities like-fund transfer to utility bills payment, buying air tickets, paying bills of mobile phones, credit cards, and insurance premiums and then tracking of accounts and even shopping from over 200 retailers. MDB digital banking service is integrated with bkash, Rocket, Nagad and Upay payment system as well. The Bank also provides Off-shore banking services through its Off-shore Banking Unit (OBU) and Islami banking services through its Islamic Banking Window (MDB Saalam).

1.03 Off-shore banking

Off-shore banking unit (OBU) after getting approval from Bangladesh Bank launched its operation on 20 June 2020. It is a separate business unit of the Bank, operates its business through a separate counter at Head Office, as governed under the rules and guidelines vide Bangladesh Bank's letter reference no. BRPD (P 3) 744 (101)/2010-4129 dated 10 November 2009 and a Policy for Off-shore banking operation issued by Bangladesh Bank through BRPD circular no. 02 dated 25 February 2019 and BRPD circular letter no. 09 dated 27 May 2019. It gives loans (on and off-balance sheet exposures) and takes deposits in freely convertible foreign currencies to and from person/institution not resident in Bangladesh and Type-A (wholly foreign owned) units in EPZs in Bangladesh. It also gives long term loans to industrial units outside EPZs and Type-B and Type-C industrial units within the EPZs subject to compliance by the industrial units with the guidelines of Bangladesh Investment Development Authority (BIDA) and Bangladesh Bank. Besides, this unit provides bill discounting/financing facilities accepted by Authorised Dealer (AD) in Bangladesh against usance LCs in accordance with Bangladesh Bank (BB) guidelines. Separate financial statements of Off-shore banking unit have been disclosed in the annual report 2024.

1.04 Islamic banking window (MDB Saalam)

The Bank obtained permission for Islami banking window from Bangladesh Bank. Islami banking window (MDB Saalam) after getting approval from Bangladesh Bank launched on 23 April 2020. The Bank is operating its Islami banking under one window in Gulshan Branch, Dhaka. Through the Islamic banking window, the Bank extends all types of Islami shariah-compliant finances like lease, hire purchase shirkatul melk (HPSM), bai muazzal, household scheme, etc., and different types of deposits like mudaraba/manarah savings deposits, mudaraba/manarah term deposits, al-wadeeah current deposits, monthly/quarterly profit paying scheme, etc. Separate financial statements of Islamic banking windows have been disclosed in the annual report 2024.

1.05 Agent banking

Midland Bank got agent banking license from Bangladesh Bank on July 10, 2016 and started its agent banking operation from January 23, 2017 with a view to reach unbanked population particularly in the geographically dispersed area and offer banking services to potential customers who are currently out of traditional banking periphery. The Bank provides a wide range of banking services through agent banking centers in 29 Districts and 65 Upazilas/Thana across the country to ensure the safety of customer deposits and provide modern banking services. Through Midland agent banking center, we are providing services like account opening, fund transfer, deposit and withdrawal, loan disbursement and realization of loan installments, utility bill collection, foreign remittance disbursement, debit and credit card issuance, etc. Besides this, we are able to transfer money from Midland Bank to Mobile Financial Services, i.e., bKash, Rocket, Nagad, Upay and also able to transfer money from bKash and Rocket to Midland Bank's Accounts. Customers can avail both Islamic banking services and Conventional banking services from any agent banking center.

1.06 Subsidiary Company

Midland Bank Asset Management Company Ltd. was registered on May 29, 2019 as a private company limited by shares with the Registrar of Joint Stock Companies & Firms as per Companies Act, 1994 vide registration no. C-152343/2019. The company received license from Bangladesh Securities and Exchange Commission (BSEC) as Asset Management Company Limited on 4th August 2024. BDT 12.00 crore invested by parent company as paid up capital in 2024.

2.00 Basis of preparation of financial statements and significant accounting policies

2.1.1 Basis of preparation of financial statements

Preparation of separate financial statements of the bank for the period ended 31 December 2024 comprise the operation of the Domestic Banking Unit (DBU) (main operations), as well as operations of the Off-shore Banking Unit (OBU), together referred to as 'the Bank'. Consolidated financial statements include separate financial statements of the Midland Bank PLC. and financial statements of subsidiary i.e Midland Bank Asset Management Company Limited, as a single economic entity and together referred to as 'the Group'. There were no significant changes in the operations of the bank/group entities.

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standard (IFRS)10: Consolidated Financial Statements. The consolidated financial statements are prepared for a common reporting period for the period ended 31 December 2024. As subsidiary company operated in 2024, comparative consolidated financials are not presented. Intra-company transactions, balances and intra-group gains on transactions between group companies are eliminated on consolidation.

2.1.2 Statement of Compliance

The Financial Reporting Act 2015 (The Financial Reporting Act 2015 (FRA) was enacted in 2015. Under the FRA, the Financial Reporting Council (FRC) was formed in 2017 and has since then adopted International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs) as the applicable Financial Reporting Standards for public interest entities such as banks with effect from 2nd November 2020. The Bank complied with the requirement of the following regulatory and legal authorities:

i. The Bank Company Act 1991 (amended up to 2023);
ii. The Companies Act 1994 (amended up to 2020);
iii. Rules, regulations and circulars issued by the Bangladesh Bank from time to time;
iv. The Securities and Exchange Ordinance 1969;
v. The Securities and Exchange Rules 1987;
vi. Bangladesh Securities and Exchange Commission Act 1993;
vii. Bangladesh Securities and Exchange Commission (Public Issues) Rules 2015
viii. The Income Tax Act 2023;
ix. Value Added Tax Act 2012;
x. Dhaka Stock Exchange (DSE), Chittagong Stock Exchange (CSE) and Central Depository Bangladesh (CDBL) rules and regulations;

In case any requirement of the Bank Company Act, 1991 (amendment up to 2023), provisions, circulars and guidelines issued by Bangladesh Bank differ with those of IFRSs (including IASs), the requirements of the Bank Company Act, 1991 (amendment up to 2023), provisions, circulars and guideline issued by Bangladesh Bank shall prevail and material departures from the requirements of IFRS.

In addition to foregoing directives and standards, the operation of Islamic banking windows, are accounted for in accordance with Financial Accounting Standards issued by the Accounting and Auditing Organization for Islamic Financial Institutions, Bahrain, and BRPD circular no. 15, dated November 09, 2009. The operation of Off-shore banking unit is also accounted for in accordance with Financial Reporting Standards issued by ICAB. A separate balance sheet and profit & loss account are shown in Annexure - G & G-1 and H & H-1, respectively, and the figures appearing in the annexure have been incorporated in the related heads of these financial statements as recommended by the central shariah board of the Bank.

It is noteworthy to mention that IFRS-16 "Leases" had been applied effective from 1 January 2020. The related changes to significant accounting policies and its affect are described in note 2.2.1.

Difference between IAS/IFRS and Bangladesh Bank regulations

The financial statements of the Bank have been prepared as on 31 December 2024 under the historical cost basis, except for certain investments which are stated at fair/market value, in accordance with the First Schedule (Section 38) of the Bank Company Act, 1991(Amended upto 2023), BRPD Circular # 14, dated 25 June 2003 and DFIM Circular # 11, dated 23 December 2009, other Bangladesh Bank circulars, IAS and IFRS as adopted by ICAB, the Companies Act, 1994, and other laws and rules applicable in Bangladesh. In case, any requirement of provisions and circulars issued by Bangladesh Bank differs with those of other regulatory bodies, the provisions and circulars issued by Bangladesh Bank shall prevail. In order to comply with the rules and regulations of Bangladesh Bank, MDB departed from those contradictory requirements of IFRS/IAS, which are disclosed below.

i. Presentation of financial statements

IFRS: As per IAS-1, a complete set of financial statements comprises statement of financial position (balance sheet), statement of profit and loss, statement of changes in equity, statement of cash flows, notes comprising a summary of significant accounting policies and other explanatory information and comparative information. IAS-1 has also stated the entity to disclose assets and liabilities under current and non-current classification separately in its statement of financial position.

Bangladesh Bank: The presentation of these financial statements in prescribed format (i.e. balance sheet, profit and loss account, cash flow statement, statement of changes in equity, liquidity statement) and certain disclosures therein are guided by the First Schedule (section-38) of the Bank Company Act, 1991 (Amended upto 2018) and BRPD circular no. 14 dated 25 June 2003 and subsequent guidelines of Bangladesh Bank. In the prescribed format there is no option to present assets and liabilities under current and non-current classification.

ii. Investment in shares, mutual fund and other securities

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

Bangladesh Bank: As per BRPD circular no. 14 dated 25 June 2003 investments in quoted and unquoted shares are revalued on the basis of year-end market price and Net Assets Value (NAV) of last audited balance sheet, respectively. As per instruction of DOS circular letter no. 3 dated 12 March 2015, investment in mutual fund (close-end) is revalued at lower of cost and higher of market value and 85% of NAV and another DOS circular letter no. 10 dated 28 June 2015, investment in mutual fund (open-end) is revalued at lower of cost and higher of market value and 95% of NAV. As such, provision is made for any loss arising from diminution in value of investments (portfolio basis); otherwise investments are recognised at costs.

iii. Revaluation gain/loss on government securities

IFRS: Government securities refer primarily various debt instruments which include both bonds and bills. As per requirements of IFRS-9 Financial Instruments, bonds can be categorised as "Amortised Cost (AC)" or "Fair Value through profit and loss account (FVTPL)" or "Fair Value through other comprehensive income (FVOCI)". Bonds designated as amortised cost are measured at amortised cost method and interest income is recognised through profit and loss account. Any changes in fair value of bonds designated as FVTPL is recognised in profit and loss account. Any changes in fair value of bonds designated as FVOCI is recognised in other reserve as a part of equity.

As per requirements of IFRS 9, bills can be categorised either as "Fair Value Through Profit or Loss (FVTPL)" or "Fair Value through Other Comprehensive Income (FVOCI)". Any change in fair value of bills is recognised in profit and loss or other reserve as a part of equity respectively.

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

iv. **Repo and reverse repo transactions**

IFRS: As per IFRS-9 when an entity sells a financial asset and simultaneously enters into an agreement to repurchase the asset (or a similar asset) at a fixed price on a future date (repo), the arrangement is treated as a loan and the underlying asset continues to be recognised at amortised cost in the entity's financial statements. The difference between selling price and repurchase price will be treated as interest expense. The same rule applies to the opposite side of the transaction (reverse repo).

Bangladesh Bank: As per Department of off-site supervision (DOS) circular letter no. 06 dated 15 July 2010 and subsequent clarification in DOS circular no. 02 dated 23 January 2013, when a bank sells a financial asset and simultaneously enters into an agreement to repurchase the asset (or a similar asset) at a fixed price on a future date (repo or stock lending), the arrangement is accounted for as a normal sales transaction and the financial asset is derecognised in the seller's book and recognised in the buyer's book.

v. **Provision on Loans and Advances/Investments**

IFRS/IAS: As per IFRS-9 an entity shall recognize an impairment allowance on loans and advance/investments based on expected credit losses. At each reporting date, an entity shall measure the impairment allowance for loans and advances/investments at an amount equal to the lifetime expected credit losses, if the credit risk on these loans and advances/investments has increased significantly since initial recognition whether assessed on an individual or collective basis considering all reasonable information, including that which is forward looking. For those loans and advances/investments for which the credit risk has not increased significantly since initial recognition, at each reporting date, an entity shall measure the impairment allowance at an amount equal to 12 month expected credit losses that may result from default events on such loans and advances/investments that are possible within 12 months after reporting date.

Bangladesh Bank: As per BRPD circular No.14, 23 September 2012, BRPD circular No. 19, 27 December 2012, BRPD circular No. 05, 29 May 2013, BRPD circular No. 16,18 November 2014, BRPD circular no (P-1)/661/13/2021-12262, 27 December 2021, BRPD circular 50, 14 December 2021 and BRPD circular 52, 29 December 2021, a general provision at 0.25% to 5% under different categories of unclassified loans/investments (good/standard/SMA loans) has to be maintained regardless of objective evidence of impairment. Also provision for sub-standard, doubtful and bad losses has to be provided at 20%, 50% and 100%, respectively for loans and advances/investments depending on the duration of overdue. Again, as per BRPD circular no. 10, dated 18 September 2007 and BRPD circular no. 14, dated 23 September 2012, a general provision at 1% is required to be provided for all off-balance sheet exposures excluding bills for collection. Such provision policies are not specifically in line with those prescribed by IAS-39.

vi. **Recognition of interest in suspense**

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

vii. **Other comprehensive income**

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

Bangladesh Bank: The templates of financial statements issued by Bangladesh Bank do not include the Other Comprehensive Income (OCI), nor are the elements of other comprehensive income allowed to be included in a Single Comprehensive Income (SCI) statement. As such, the Bank does not prepare other comprehensive income statement. However, elements of OCI, if any, are shown in the statements of changes in equity.

viii. **Financial instruments – presentation and disclosure**

In several cases Bangladesh Bank guidelines categories, recognize, measure and present financial instruments differently from those prescribed in IFRS-9. As such, full disclosure and presentation requirements of IFRS-7 and IAS-32 cannot be made in the financial statements.

ix. **Financial guarantees**

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

Bangladesh Bank: As per BRPD circular no.14, financial guarantees such as letter of credit, letter of guarantee will be treated as off-balance sheet items. No liability is recognized for the guarantee except the cash margin. As per BRPD Circular no. 06, Dated 25 April 2023 and Bangladesh Bank guidelines, the bank is required to maintain provision at 0% to 1% on such off-balance sheet items, excluding bills for collection.

x. **Cash and cash equivalents**

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

"Bangladesh Bank: As per BRPD Circular 14 dated 25 June 2003, Cash and cash-equivalents consist of cash with Bangladesh Bank, with its agent bank(s), government securities (prize bond) and deposits with other banks.

xi. **Non-banking assets**

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

Bangladesh Bank: Non-banking assets were acquired by the entity due to failure of borrowers to repay the loan in time taken against mortgaged property. The Bank was awarded absolute ownership one (1) mortgaged properties (land) through the verdict of honorable court. The value of the properties has been recognised in the financial statements as non-earning assets on the basis of third party valuation report. As per BRPD circular no. 22, dated 20 September 2021 and BRPD circular no. 14, dated 25 June 2003, there is a separate balance sheet item named non-banking assets existed in the standard format.

xii. **Cash flow statement**

IFRS/IAS: Cash flow statement can be prepared either direct method or indirect method as per IAS 7. The presentation is selected to present these cash flows in a manner that is most appropriate for the business or industry. The method selected is applied consistently.
Bangladesh Bank: As per BRPD circular no 14, dated 25 June 2003, cash flows statement has been prepared following a mixture of direct and indirect methods.

xiii. **Balance with Bangladesh Bank: (Cash Reserve Ratio-CRR)**

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

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

xiv. **Presentation of intangible assets**

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

Bangladesh Bank: As per BRPD circular no. 22, dated 20 September 2021 and BRPD circular no. 14, dated 25 June 2003, there is a separate balance sheet item named non-banking assets existed in the standard format.

xv. **Off-balance sheet exposers**

IFRS/IAS: There is no concept of off-balance sheet items in any IFRS/IAS. Hence, there is no requirement for disclosure of off-balance sheet items on the face of the balance sheet.

Bangladesh Bank: As per BRPD circular no. 14 dated 25 June 2003, Off-balance sheet items must be disclosed separately in the face of balance Sheet and 1% provision have to be maintained on it as guided by the regulator.

Accordingly, the Bank has recognized the following off-balance sheet items:

- Acceptances and endorsements
- Letters of guarantee
- Irrevocable letters of credit
- Bills for collection
- Other Contingent Liabilities

xvi. **Disclosure of appropriation of profit**

IFRS/IAS: There is no requirement to show appropriation of profit on the face of income statement.
Bangladesh Bank: As per BRPD circular no. 14, dated 25 June 2003, an appropriation of profit should be disclosed in the face of profit and loss account.

xvii. **Loans and advances/investments net of provision**

IFRS/IAS: Loans and advances/investments should be presented net of provision.

Bangladesh Bank: As per BRPD 14, dated 25 June 2003, provision on loans and advances/investments are presented separately as liability and cannot be netted off against loans and advances/investments.

xviii. **Recovery of written off loans and advances/investments**

IFRS/IAS: As per IAS-1 an entity shall not offset assets and liabilities, or income and expenses, unless required or permitted by IFRS/IAS. The recovery of written off loans/investments should be charged to the profit and loss account as per IFRS-15.

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

xix. **Uniform accounting policy**

IFRS/IAS: As per Para 19 of IFRS-10, a company shall prepare financial statements using uniform accounting policies for like transactions and other events in similar circumstances.

BSEC: As per guideline of Bangladesh Securities and Exchange Commission (BSEC), Bank has to keep adequate provision on diminution value of investments and certain provision has to be made on impairment of clients' margin loans/investments.

2.1.3 Basis of Measurement

The financial statements of the Bank has been prepared on historical cost basis except of the following:

i) Government Treasury bills/bonds designated as 'Held for Trading (HFT)' are present at value using marking to market concept with gain crediting to revaluation reserve;
ii) Government Treasury bills/bonds designated as 'Held to Maturity (HTM)' are carried at amortised cost;
iii) Investment in shares of listed companies are prepared at market value.

2.1.4 Going concern

The accompanying financial statements have been prepared on a going concern assumption that the Bank will continue in its operation over the foreseeable future. The Bank has neither any intention nor any legal or regulatory compulsion to liquidate or curtail materially the scale of any of its operations. Key financial parameters (including liquidity, profitability, asset quality, provision sufficiency and capital adequacy) of the Bank continued to demonstrate a healthy trend for a couple of years. The Bank has been awarded A+ in long term, ST-2 in short term and Stable in Outlook Status by Emerging Credit Rating Limited (ECRL). The management does not see any issue with respect to going concern due to recent pandemic COVID-19. Besides, the management is not aware of any other material uncertainties that may cast significant doubt upon the Bank's ability to continue as a going concern.

2.1.5 Functional and presentation currency

These financial statements are presented in Bangladesh Currency (BDT), which is the Bank's both functional and presentation currency. Figures appear in these financial statements have been rounded off to the nearest BDT.

2.1.6 Use of estimates and judgments

In preparation of the financial statements, management required to make judgments, estimates and assumptions that affect the application of accounting policies and reported amount of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed considering business realities on a going concern basis. Revision to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. The most significant areas where estimates and judgments have been applied to the following:

- Provision for loan and advances/investments- as explained in note # 2.2.5.(d)
- Income tax - as explained in note # 2.4.8
- Deferred tax assets/liabilities - as explained in note # 2.4.9
- Employee benefit -as explained in note # 2.5

Useful lives of depreciable assets regard to non-current assets - as stated below:

Asset Category	Depreciation Rate	Useful Life
Computer & Peripherals	20%	5 Year
Furniture & Fixture	10%	10 Year
Office Equipment	20%	5 Year
Motor Vehicles	20%	5 Year
Books	20%	5 Year
Intangible Assets	20%	5 Year

However, underlying assumptions on estimates are reviewed on a going concern basis and revisions thereon are recognised in the period in which the estimates are revised. It is also required to disclose the contingent assets and liabilities at the date of the financial statements in accordance with the guidelines as prescribed by IAS-37 "Provisions, Contingent Liabilities and Contingent Assets".

Provisions

Provisions are liabilities that are uncertain in timing or amount. Provisions are recognised in the following situations:

- The entity has a present (legal or constructive) obligation as a result of past events;
- Probable out flow of resources to settle the obligation and the obligation can be measured reliably;
- It is more likely than not that outflow of resources will be required to settle the present obligation exists at the end of the reporting period.

Contingent liabilities

A contingent liability is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events. A contingent liability arises when some, but not all, of the criteria for recognizing a provision are met. IAS-37 applies prudence by deeming a past event to give rise to a present obligation and an entity shall not recognize a contingent liability. However, if it is possible rather than probable that an obligation exists, a contingent liability will exist, not a provision in the financial statements. An entity shall disclose for each class of transaction of contingent liability at the end of the reporting period if the contingent liability is not remote.

Contingent Assets

A contingent asset is possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. Contingent assets are never recognised; rather they are disclosed in the financial statements when they arise.

2.1.7 Consistency

In accordance with IFRS framework for the presentation of financial statements together with IAS-1 "Presentation of Financial Statements" and IAS-8 "Accounting Policies, Changes in Accounting Estimates and Errors". MDB discloses its information consistently from one period to the next, where selecting and applying a new accounting policies, changes in accounting policies, correction of errors, the amount involved are accounted for and disclosed retrospectively in accordance with the requirement of IAS-8. However, for changes in the accounting estimates, the related amount is recognized prospectively in the current period and in the next period or periods.

2.1.8 Reporting period

These financial statements cover one calendar year from 01 January 2024 to 31 December 2024.

2.1.9 Dividend

Dividend on ordinary shares is recognised as a liability and deducted from retained earnings when they are approved by shareholders at the Annual General Meeting (AGM) of the Bank.

Dividend on ordinary shares for the year that is recommended by the Directors after the balance sheet date for approval of shareholders at the Annual General Meeting are disclosed in note # 2.21 to the financial statements.

2.1.10 Date of authorization

The Board of Directors has authorised these financial statements for public issue on 29th April 2025.

2.1.11 Cash flows Statement

Statement of cash flows have been prepared in accordance with the International Accounting Standard IAS 7 "Statement of Cash Flows" and under the guideline of Bangladesh Bank BRPD Circular No. 14, dated 25 June 2003. The Cash Flow statement shows the structure of and changes in cash and cash equivalents during the year. It cash flows during the period have been classified as operating activities, investing activities and financing activities.

2.1.12 Statement of changes in equity

Statement of changes in equity has been prepared in accordance with IAS 1 "Presentation of financial statements" and following the guidelines of Bangladesh Bank BRPD circular no.14, dated 25 June 2003.

2.1.13 Liquidity statement

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

SL	Particulars	Basis
1	Cash, balance with other banks and financial institutions money at call and short notice, etc.	Stated maturity/Observed behavioral trend.
2	Investments	Residual maturity term
3	Loan and advance / investment	Repayment/Maturity schedule and behavioral trend (non-maturity products)
4	Fixed assets	Useful life

SL	Particulars	Basis
5	Other assets	Realisation/Amortisation basis
6	Borrowing from other banks and financial institutions	Maturity/Repayment term
7	Deposits and other accounts	Maturity/behavioral trend (non-maturity products)
8	Other long term liabilities	Maturity term
9	Provisions and other liabilities	Settlement/adjustment schedule basis

2.1.14 Financial statements for off-shore banking unit (OBU)

Foreign currency transactions are converted into equivalent BDT using the prevailing exchange rates on the dates of respective transactions as per IAS-21 "The Effects of Changes in Foreign Exchange Rates". Foreign currency balances held in US Dollar are converted into BDT at weighted average rate of inter-bank market as published by Bangladesh Bank on the closing date of every month. Balances held in foreign currencies other than US Dollar are converted into equivalent US Dollar at buying rates of New York closing of the previous day and converted into BDT. Differences arising through buying and selling transactions of foreign currencies on different dates of the year have been adjusted by debiting/crediting exchange gain or loss account.

2.1.15 Offsetting

Financial assets and liabilities are offset and the net amount is presented in the balance sheet when, and only when, the Bank has a legal right to set off the recognised amounts and it intends either to settle on a net basis or to realise the asset and settle the liability simultaneously. Income and expenses are presented on a net basis only when permitted under IFRSs, or for gains and losses arising from a Bank of similar transactions such as in the Bank's trading activity.

2.2 Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements of the Bank and those of the Bank have been applied consistently except otherwise instructed by Bangladesh Bank as the prime regulator. Certain comparative amounts in the financial statements have been reclassified and rearranged to conform to the current year's presentation (if any).

2.2.1 Accounting policy for IFRS 16: Leases

At the inception of a contract, the bank assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. At the commencement or on modification of a contract that contains a lease component, the bank allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices.

The bank recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the bank by the end of the lease term or the cost of the right-of use asset reflects that the bank will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.
The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the bank's incremental borrowing rate. Generally, the bank uses its incremental borrowing rate as the discount rate. The ban determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee; and
- the exercise price under a purchase option that the bank is reasonably certain to exercise, lease payments in an optional renewal period if the bank is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the bank is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, if the bank changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in-substance fixed lease payment.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The bank has elected not to recognise right-of-use assets and lease liabilities for leases of short-term.

2.2.2 Basis of consolidation

The consolidated financial statements include the financial statements of Midland Bank PLC. Islami Banking Windows (IBW), Off-shore Banking Unit (OBU) and Midland Bank Asset Management Company Limited have been prepared as at and for the year ended on 31 December 2024. The consolidated financial statements have been prepared in accordance with IFRS 10 Consolidated Financial Statements.

2.2.3 a) Foreign currencies translation

Foreign currency transactions are converted into equivalent BDT using the prevailing exchange rates on the dates of respective transactions as per IAS 21 "The Effects of Changes in Foreign Exchange Rates". Foreign currency balances held in US Dollar are converted into BDT at weighted average rate of inter-bank market as published by Bangladesh Bank on the closing date of every month. Balances held in foreign currencies other than US Dollar are converted into equivalent US Dollar at buying rates of New York closing of the previous day and converted into BDT equivalent.

Differences arising through buying and selling transactions of foreign currencies on different dates of the year have been adjusted by debiting / crediting exchange gain or loss account.

b) Commitments

Commitments for outstanding forward foreign exchange contracts disclosed in these financial statements are translated at contracted rates. Contingent liabilities/commitments for letters of credit and letters of guarantee denominated in foreign currencies are expressed in BDT terms at the rates of exchange prevailing on the balance sheet date.

c) Translation gain and loss

The resulting exchange transaction gains and losses are included in the profit and loss account.

2.2.4 Cash and cash equivalents

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

2.2.5 Loans and advances

a) Loans and advances/investments of conventional banking/islamic banking branches are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and that the Bank does not sell in the normal course of business. Loans and advances/investment are stated in the balance sheet on gross basis.

b) Loans and advances/investments are broadly catagorized under the heads of continuous, demand, term and short term agriculture and micro credit. Continuous and demand loans/investments are accounted under capitalized method, where interest/profit accrues on daily basis and applied to loan account quarterly, except equal monthly installment (EMI) loan/investment of which interest/profit are being charged on due date and interest/profit of staff loan/investment are being charged to staff loan/investment account yearly. Interest/profit on classified loans and advances/investments is kept in suspense account as per guideline of Bangladesh Bank and such interest/profit is not accounted for as income until realized from borrowers (note #13.07). Interest/profit is not charged on bad and loss loans/investments as per guidelines of Bangladesh Bank. On the basis of recovery, the unapplied interest/profit on such bad & loss loans/investments are being charged to the respective loans/investments account and credited to the income account.

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

d) At each balance sheet date and periodically throughout the year, the Bank reviews loans and advances to assess whether objective evidence that impairment of a loan or portfolio of loans has arisen supporting a change in the classification of loans and advances, which may result in a change in the provision required in accordance with BRPD circular no. 53 (30 December 2021), BRPD circular no. 52 (29 December 2021), BRPD circular no. 51 (29 December 2021),BRPD Letter # BRPD (CRS-2)/901/(2)/2022-271, Dated 27 January 2021), BRPD circular no. 50 (14 December 2021), BRPD circular no. 45 (04 October 2021), BRPD circular no. 19 (26 August 2021), BRPD circular no. 13 (27 June 2021), BRPD circular no. 05 (24 March 2021), BRPD circular no. 03 (31 January 2021), BRPD circular no. 56 (10 December 2020), BRPD circular no. 52 (20 October 2020), BRPD circular no. 16 (21 July 2020), BRPD circular no. 03 (21 April 2019), BRPD circular no.1 (20 February 2018), BRPD circular no.15 (27 September 2017), BRPD circular no.16 (18 November 2014), BRPD circular no. 05 (29 May 2013), BRPD circular no. 19 (27 December 2012) and BRPD circular no.14 (23 September 2012). The guidance in the circular follows a formulaic approach whereby specified rates are applied to the various categories of loans as defined in the circular. The provisioning rates are as follows:

Types of loans and advances	Provision				
	STD	SMA	SS	DF	BL
Consumer:	1%-2%	1%-2%	20%	50%	100%
House building and professional	2%	2%	20%	50%	100%
Other than housing finance & professionals to setup business	1%	1%	20%	50%	100%
Provision for loan to broker house, merchant banks, stock dealers, etc.	1%	1%	5%	5%	100%
Short-term Agri-credit and micro credit	0.25%	0.25%	5%-20%	20%-50%	100%
Small and medium enterprise finance	1%	1%	20%	50%	100%
Others					

e) BRPD Circular no.14 dated 23 September 2012 as amended by BRPD Circular no.19 dated 27 December 2012 also provides scope for further provisioning based on qualitative judgments. In these circumstances, impairment losses are calculated on individual loans/investments considered individually significant based on which specific provisions are raised. If the specific provisions assessed under the qualitative methodology are higher than the specific provisions assessed under the prescribed approach above, the higher of the two is recognised in liabilities under "Provision for loans and advances/investments" with any movement in the provision charged/released in the profit and loss account. Classified loans/investments are categorized into sub-standard, doubtful and bad/loss based on the criteria stipulated by Bangladesh Bank guideline.

f) Loans and advances/investments are written off to the extent that- (i) there is no realistic prospect of recovery, and (ii) against which legal cases are filed, where required and classified as Bad/Loss as per as per BRPD circular no.02 dated 13 January 2003, BRPD circular no.13 dated 07 November 2013 and BRPD circular no.01 dated 06 February 2019 of Bangladesh Bank.

g) "These written off loans/investments however will not undermine/affect the claim amount against the borrower. Detailed memorandum records for all such written off accounts are maintained and followed up. In 2024, BDT 470.41 million was written off .

h) Special general provision COVID-19

Considering the impact of COVID 19 pandemic in the overall economy of Bangladesh, the central bank has given deferral benefits for classification of loans and advances/investments irrespective of their repayment performance until end of December 2020 and December 2021 by issuing BRPD circular no.4, dated 19.03.2020, BRPD circular no.15, dated 15.06.2020, BRPD circular no.17, dated 28.09.2020 and BRPD circular no.19, dated 26.08.2021, BRPD circular no.51, dated 29.12.2021 and BRPD circular no.53, dated 30.12.2021.

To strengthen the financial based and shock absorbing capacity of Banks, the Bangladesh Bank issued BRPD circular # 56, dated 10.12.2020 and BRPD circular # 52, dated 29.12.2021 instructing all Banks to keep 1.00%, 1.50% and 2.00% special general provision on unclassified general loans and advances/investments, including SMA of which are enjoying deferring classification benefits irrespective of their repayment performance until 31 December 2020 and 2021. As per BRPD circular 58, dated 31.12.2024 special general provision for COVID 19 aggregate amount of BDT 112.32 million transferred to specific provision. (note # 13.02).

i) Required provision for Loans and Advances/Investments

As per Bangladesh Bank circular issued time to time, a general provision at 0.25% to 5% has to maintain under different categories of unclassified loan and advances/investments (Standard/SMA/off-balance sheet exposures, etc.) as stated above. However, such general provision cannot satisfy the conditions imposed by IAS 37 "Provisions, Contingent Liabilities and Contingent Assets" and IFRS-9 "Financial Instruments". At the year end on 31 December 2024, the Bank has maintained an amount of BDT 2,508.78 million and has shown in the face of balance sheet under the head "Other Liabilities" as against BDT 2,508.78 million of regulatory requirements (note # 7.09).

2.2.6 Staff loan

House building and car loan are provided to the permanent staff at a subsidised rate. Criteria and detail of type wise staff loan are given below:

i) House building loan

A permanent staff completing 5 years of service can avail house building loan subject to getting approval from Managing Director & CEO and recommended by the concerned divisional head.

ii) Car loan

All permanent staff from AVP can avail car loan subject to getting approval from Managing Director & CEO and recommended by the concerned divisional head.

2.2.7 Investment

All investments (other than government treasury securities) are initially recognised at cost including acquisition charges associated with the investment. Premiums are amortised and discount accredited using the effective or historical yield method. Accounting treatment of government treasury bills and bonds (categorised as HFT and HTM) are made in accordance with Bangladesh Bank DOS Circular letter no. 05, dated 26 May 2008 and subsequent clarifications DOS Circular letter no. 05 dated 28 January 2009.

Valuation methods of investment used are:

a) Held To Maturity (HTM)

Investments which have 'fixed or determinable payments', and are intended to be 'held to maturity', other than those that meet the definition of 'held at amortized cost-others' are classified as held to maturity. Initially these investments are recorded at cost. Subsequently, at each year end, these investments are measured at amortized cost. Any increase or decrease in the value of such investment is recognized in shareholders' equity and profit and loss account respectively. Investment (HTM) is shown in the financial statements (note # 6.00).

b) Held For Trading (HFT)

Investments classified in this category are acquired principally for the purpose of selling or repurchasing in short trading, or if designated as such by the management. After initial recognition at cost, investments are revalued at Mark to Market (MTM) on weekly basis and any increase on such valuation is recognized as valuation gain under the shareholders' equity and any loss is recognized in the profit and loss account.

c) REPO and Reverse REPO

Securities purchased under re-sale agreements are treated as collateralized lending and recorded at the consideration paid and interest accrued thereon. The difference between purchase price and re-sale price is treated as interest received and accrued evenly over the life of REPO agreement.

Since 1 September 2010 transaction of REPO and Reverse REPO are recorded based on DOS circular # 06, dated July 15, 2010 of Bangladesh Bank. Securities under REPO will be excluded from the investment portfolio and hence will not be eligible for SLR purpose. Securities acquired under reverse REPO will be eligible for SLR purpose, initially at its clean price (in case of coupon bearing security) or at market value (in case of non-coupon bearing security).

Value of investments has been calculated as follows:

Items	Applicable accounting value
Government treasury bills-HTM	Amortized value
Government treasury bills-HFT	Market value
Government treasury bonds-HTM	Amortized value
Government treasury bonds-HFT	Market value
Prize Bond	At cost
Debenture	At cost

d) Investment in Listed / Quoted Securities

These securities are bought and held primarily for the purpose of selling them in future or hold for dividend income. These are reported at cost. Unrealized gains are not recognized in the profit and loss account. But provision for diminution in value of investment is provided in the financial statements where market price is below the cost price of investment as per Bangladesh Bank guidelines (note # 6.02 & Annexure B).

e) Investment in Unquoted Securities

Investment in unlisted securities is reported at cost under cost method. Adjustment is given for any shortage of net assets value (NAV) over cost in the profit and loss account, but no unrealized gain booking in the income account (note # 6.02).

Value of investments has been calculated as follows:

Investment class	Initial recognition	Measurement after initial recognition	Recording of changes
Government treasury securities - Held to Maturity (HTM)	Cost	Amortised cost	Increase in value of such investments is booked to equity, decrease to profit and loss account.
Government treasury securities - Held for Trading (HFT)	Cost	Fair value	Loss to Profit and Loss account, gain to Revaluation Reserve through Profit and Loss account.
Debenture/Bond	Face value	Face value	None
Shares (Quoted)*	Cost	Lower of cost or market value (overall portfolio)	Loss (net off gain) to profit and loss account but no unrealised gain booking in profit & loss a/c.
Shares (Unquoted)*	Cost	Lower of cost or Net Asset Value (NAV)	Loss to profit and loss account but no unrealised gain booking.
Prize bond	Cost	Cost	None

* Provision for shares against unrealised loss (gain net off) has been taken into account according to DOS circular no.4, dated 24 November 2011 and for mutual funds (closed-end) as per DOS circular letter no.3, dated 12 March 2015 and for mutual funds (open-end) as per DOS circular letter no.10, dated 28 June 2015 of Bangladesh Bank.

f) Investment in Subsidiary

Investment in subsidiary is accounted for under cost method of accounting in the Bank's financial statements in accordance with IFRS 10 (Consolidated Financial Statements). Accordingly, investments in subsidiaries are stated in the Bank's balance sheet at cost, less impairment loss, if any. MDB has a subsidiary company as of December 31, 2024.

2.2.8 Property, plant and equipment

As per IAS-16 "Property and Equipment"" items of fixed assets excluding land are measured at cost less accumulated depreciation and accumulated impairment losses, if any. Land and building are carried at cost. Purchase of software that is integral to the related equipment is capitalised as part of that equipment. Cost includes expenditure that are directly attributable to the acquisition of asset and bringing to the location and condition necessary for it to be capable of operating in the intended manner. When significant parts of an item of fixed asset have different useful lives, they are accounted for as separate items (major components) of fixed assets. The Bank has no land and building during the reporting period.

The gain or loss on disposal of an item of fixed asset is determined by comparing the proceeds from disposal with the carrying amount of the item of fixed asset, and is recognised in other income/ expenses in profit and loss account.

i) Subsequent costs

The cost of replacing a component of an item of fixed asset is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the group and its cost can be measured reliably. The carrying amount of the replaced parts is derecognised. The costs of the day to day servicing of fixed assets are recognised in the profit and loss statement as incurred.

ii) Depreciation

Depreciation on fixed assets is recognised in the profit and loss statement on straight line method over its estimated useful lives. In case of acquisition of fixed assets, depreciation is charged from the month of acquisition, whereas depreciation on disposed off fixed assets are charged up to the month prior to the disposal. Asset category wise depreciation rates for the current and comparative periods are as follows:

Category of fixed assets	Method	Rate (%)
Land	N/A	-
Building	N/A	-
Furniture and fixtures	Straight Line	10%
Office equipments	Straight Line	20%
Library books	Straight Line	20%
Vehicles	Straight Line	20%
Intangible assets (Software)	Straight Line	20%
Computer and peripherals	Straight Line	20%
Interior decoration	Straight Line	10%
Category of fixed assets (ATM Assets):		
Furniture and fixtures	Straight Line	10%
Office equipment	Straight Line	20%

2.2.9 Non- banking assets

Non-banking assets were acquired by the entity due to failure of borrowers to repay the loan in time taken against mortgaged property. The Bank was awarded absolute ownership on few mortgaged properties (mostly land) through the verdict of honourable court under the Artharin Adalat Act 2003. The value of the properties has been recognised in the financial statements as non-earning assets on the basis of third party valuation report and presented in the financial statements of the bank as per BRPD Circular # 22, dated 20 September 2021. Details are shown in note # 10.

2.2.10 Intangible assets

a) An intangible asset is recognized if it is probable that the future economic benefits that are attributable to the asset will flow to the entity and the cost of the assets can be measured reliably (IAS 38).

b) Software represents the value of computer application software licensed for use of the Bank, other than software applied to the operation software system of computers. Intangible assets are carried at its cost, less accumulated amortization/depreciation and any impairment losses. Initial cost comprises license fees paid at the time of purchase and other directly attributable expenditures that are incurred in customizing the software for its intended use.

c) Expenditure incurred on software is capitalized only when it enhances and extends the economic benefits of computer software beyond their original specifications and lives and such cost is recognized as capital improvement and added to the original cost of software.

d) Software is amortized using the straight line method over the estimated useful life of 5 (five) years commencing from the date of the application software is available for use over the best estimate of its useful economic life.

2.2.11 Impairment of assets

The carrying amounts of Bank's assets are reviewed at each balance sheet date to determine whether there is any indication of impairment. Any impairment loss is recognized in the profit and loss account, if the carrying amount of an asset exceeds its recoverable amount (IAS-36). An amount of BDT 276,555 has been impaired and charged to profit and loss account during the financial year 2024 as per para 60 of IAS-36 "Impairment of assets".

2.2.12 Investment properties

a) Investment property is held to earn rentals or for capital appreciation or both and the future economic benefits that is associated with the investment property, but not sale in the ordinary course of business.

b) Investment property is accounted for under cost model in the financial statements. Accordingly, after recognition as an asset, the property is carried at its cost, less accumulated depreciation and impairment loss.

c) Depreciation is provided on a reducing basis over the estimated life of the class of asset from the date of purchase up to the date of disposal (IAS 16).

2.2.13 Other assets

Other assets include mainly advance office rent, payment of advance income tax for which assessment of tax has not been finalizes yet and all other financial assets, fees and other unrealized income receivable advance for operating and capital expenditures and stocks of stationery and stamps, etc.

Provision on other assets

As per BRPD circular no.04 dated 12 April 2022, a provision of 100% on other assets which are outstanding for one year and above. The Bank maintains provisions in line with this circular unless it assesses there is no doubt of recovery on items of other assets in which case no provision is kept (note # 13.04).

2.2.14 Receivables

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

2.2.15 Inventories

Inventories measured at the lower of cost and net realizable value as per IAS 2 "Inventories".

2.2.16 Leases

IFRS 16 Leases is effective for the annual reporting periods beginning on or after 1 January 2019. IFRS 16 defines that a contract is (or contains) a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. IFRS 16 significantly changes how a lessee accounts for operating leases. Under previous IAS 17, an entity would rent an office building or a branch premises for several years with such a rental agreement being classified as operating lease would have been considered as an off balance sheet item. However, IFRS 16 does not require a lease classification test and hence all leases shall be accounted for as on balance sheet item (except for some limited exception i.e. short-term lease, leases for low value items).

Under IFRS 16, an entity shall be recognizing a right-of-use (ROU) asset (i.e. the right to use the office building, branches, service center, call center, warehouse, etc.) and a corresponding lease liability. The asset and the liability are initially measured at the present value of unavoidable lease payments. The depreciation of the lease asset (ROU) and the interest on the lease liability is recognized in the profit or loss account over the lease term replacing the previous heading 'lease rent expenses'.

While implementing IFRS 16, the Bank observed that IFRS 16 is expected to have impact on various regulatory capital and liquidity ratios as well as other statutory requirements issued by various regulators. In addition, there are no direction from National Board of Revenue (NBR) regarding treatment of lease rent, depreciation on ROU assets and interest on lease liability for income tax purposes and applicability of VAT on such items. Finally, paragraph 5 of IFRS 16 provide the recognition exemptions to short-term leases and leases for which the underlying asset is of low value. Although, paragraphs B3 to B8 of the Application Guidance (Appendix B) of IFRS 16 provide some qualitative guidance on low value asset, but these guidance is focused towards moveable asset and immovable asset like rental of premises (i.e. real estate) is not covered on those guidance, nor any benchmark on quantification guidance on low value items have been agreed locally in Bangladesh.

Nevertheless, as first step the Bank has defined 'low value asset' which are to be excluded from IFRS 16 requirement and considered lease of 'ATM Booths and other installations' as low value asset. Thereafter, the Bank has reviewed lease arrangements for 'office premises' for consideration under IFRS 16.

As per the preliminary assessment of leases for 'office premises', the Bank has concluded that the potential impact of these lease items in the Balance Sheet and Profit and Loss Account of the Bank is not considered to be material. Therefore, considering the above implementation issues the Bank has not taken IFRS 16 adjustments on the basis of overall materiality as specified in the materiality guidance in the 'Conceptual Framework for Financial Reporting' and in 'International Accounting Standard 1 Presentation of Financial Statements'. However, the Bank would continue to liaison with regulators and related stakeholders as well as observe the market practice for uniformity and comparability, and take necessary action in line with any guideline and market practice.

2.2.17 Reconciliation of inter-bank and inter-branch accounts

Accounts with regard to inter-bank (in Bangladesh and outside Bangladesh) are reconciled regularly and there is no differences which may affect the financial statements significantly. Un-reconciled entries/balances in the case of inter-branch transactions as on the reporting date are not material.

2.2.18 Non-controlling (Minority) Interest in Subsidiary

Non-controlling (Minority) Interest in a business is an accounting concept that refers to the portion of a subsidiary company's stock that is not owned by the parent company. Midland Bank PLC., in its Consolidated Financial Statements have made disclosure related to the Non-controlling (Minority) Interests in accordance with 'IFRS-10: Consolidated Financial Statements.' The magnitude of the minority interest in Midland Bank Asset Management Ltd. compared to a majority owned subsidiary (99.99%) of Midland Bank PLC. is very insignificant.

2.3 Capital/Shareholder's equity

2.3.1 Share capital

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

a) Authorised capital

Authorized capital is the maximum amount of share capital that the Bank is authorized by its Memorandum and Article of Association to issue to the shareholders. Authorized capital of the Bank as on 31 December 2024 was at BDT 10,000 million (Note # 15.01)

b) Paid up capital

Paid-up capital represents total amount of shareholders' capital that has been paid in full by the ordinary shareholders. Ordinary shareholders are entitled to receive dividends as declared time to time and are entitled to vote at shareholders' meetings. In the event of a winding-up of the Bank, ordinary shareholders rank after all other shareholders and creditors and are fully entitled to any residual proceeds of liquidation. (Note # 15.02)

2.3.2 Statutory reserve

Statutory reserve has been maintained @ 20% of profit before tax in accordance with the provision of section 24 of the Bank Company Act 1991 (Amendment upto 2023) until such reserve along with share premium equal to its paid up capital. Statutory reserve of the Bank as on 31 December 2024 was at BDT 2,106.81 million, against BDT 1,881.77 million on 31 December 2023 (Note # 16.00).

2.3.3 Revaluation reserve

When an asset's carrying amount is increased as a result of revaluation, the increase amount should be credited directly to equity under the head of revaluation surplus / reserve as per IAS 16: "Property, Plant and Equipment". The tax effects on revaluation gain are measured and recognized in the financial statements as per IAS 12: "Income Taxes". During the financial year 2024, the Bank did not revalue of its any fixed asset.

2.3.4 Revaluation reserve on investment in securities

Revaluation reserve for government securities arises from the revaluation of treasury bills/bonds, Bangladesh Bank bills and treasury bonds (HFT and HTM) in accordance with the DOS circular no. 5 dated 26 May 2008 and DOS (SR) 1153/120/2010 dated 8 December 2010 (Note # 17.00)

2.3.5 General reserve

The surplus amount after appropriation of yearly profit, surplus of tax and bonus provision of different years are being kept in general reserved fund. There is no such reserve as on 31 December 2024.

2.3.6 Share premium

Share premium is the capital that the Bank raises upon issuing shares that is in excess of the nominal value of the shares. The share premium may be applied by the Bank in paying up unissued shares to be allotted to members as fully paid bonus shares or writing-off the preliminary expenses of the Bank or the expenses of or the commission paid or discount allowed on, any issue of shares or debentures of the Bank or in providing for the premium payable on the redemption of any redeemable preference shares or of any debentures of the Bank. Share premium is showing in accounts after deduction of income tax on share premium as per finance Act. During the year 2023, the Bank issued 70 million of ordinary shares at the face value of BDT 10 each to general public through IPO in compliance with regulation.

2.3.7 Capital management

The Bank has a capital management process in place to measure, deploy and monitor its available capital and assess its adequacy. This capital management process aims to achieve the following objectives:

i) To comply with the capital requirements set by the regulators;
ii) To safeguard the Bank's ability to continue as a going concern so that it can continue to provide returns for shareholders and benefits for other stakeholders; and
iii) To maintain a strong capital base to support the development of its business.

Capital is managed in accordance with the Board approved Capital Management Planning. Senior management develops the capital strategy and oversee the capital management planning of the Bank. The Bank's finance, treasury and risk management divisions are key participators in implementing the Bank's capital strategy and managing capital. Capital is managed using both regulatory capital measures and internal matrix.

2.4 Liabilities and basis of their valuation

2.4.1 Borrowings from other banks, financial institutions and agents

Borrowed funds include call money deposits, borrowings, re-finance borrowings and other term borrowings from banks, financial institutions and agents. Interest paid/payable on these borrowings is charged to the profit & loss account. Disclosures of borrowings are shown in (Note # 11.00, 13.00 and 22.02).

2.4.2 Deposits and other accounts

Deposits and other accounts include non-interest bearing current deposit payable at call, interest bearing demand and short term deposits, savings deposit, fixed deposit and scheme deposit. These items are brought to financial statements at the gross value of outstanding balance.

2.4.3 Other liabilities

Other liabilities comprise items such as provision for loans and advances/investments, provision for taxation, interest payable, interest suspense, accrued expenses, lease obligation, etc. Other liabilities are recognised in the balance sheet according to the guidelines of Bangladesh Bank, Income Tax Act, 2023 and internal policy of the Bank.

2.4.4 Provision for liabilities

As per IAS-37 Provisions, Contingent Liabilities and Contingent Assets are recognised when it is probable that an outflow of economic benefits will be required to settle a current legal or constructive obligation as a result of past events, and a reliable estimate can be made of the amount of the obligation.

2.4.5 Provision for Off-balance sheet exposure

As per BRPD circular no.14 (23 September 2012) the Bank has recognised 1% General Provision on the following off balance sheet exposures as defined in BRPD circular no.10 (24 November 2002) considering the exemption as provided through BRPD circular no.01 (03 January 2018), BRPD circular no.7 (21 June 2018), BRPD circular no.13 (18 October 2018), BRPD circular no.02 (25 February 2019), BRPD circular no.09 (27 May 2019) and BRPD circular letter no. BPRD(P-1)/661/13/2019-354 (13 January 2020).

i) Acceptance and endorsements;
ii) Letters of guarantee;
iii) Irrevocable letters of credit; and
iv) Foreign exchange contracts

2.4.6 Provisions on balances with other banks and financial institutions (Nostro accounts)

Provision for unsettled transactions on nostro accounts is made as per Foreign Exchange Policy Department (FEPD) circular no. FEPD (FEMO) / 01/2005-677 dated 13 September 2005 of Foreign Exchange Policy Department (FEPD) of Bangladesh Bank and reviewed semi-annually by our management along with duly certified by the external auditor. On the reporting date, the Bank has no unsettled transactions outstanding for more than 3 months and no provision has been made in this regard.

2.4.7 Provision for rebate to good borrower

Previously commercial banks were required to maintain provision @10.0% of interest charged against loans to good borrowers, identified on the basis of prescribed guidelines stated in BRPD Circular no. 06 (19 March 2015) and BRPD Circular Letter no 03 (16 February 2016) for onward rebate to the recognized good borrowers. However, Bangladesh Bank during 2020 issued another circular (BRPD Circular No. 14 dated 18 June 2020), wherein it is mentioned that from 2020 banks need not to provide any rebate to good borrowers. Hence, no further good borrowers' provision was accounted for in the financials.

2.4.8 Provision for current tax

Current tax is the amount of income tax payable (recoverable) in respect of the taxable profit (tax loss) for a period. Provision for current income tax has been made as per prescribed rate in the Income Tax Act 2023 and latest Finance Act and related SROs on the accounting profit made by the Bank after considering some of the add-backs to income and disallowances of expenditure as per income tax laws with IAS-12 "Income Taxes". Tax Assets under the head of Other Assets are recognized for payment of advance income tax, tax deducted at source and tax paid at the time of IT Return for the year (s) for which assessment has not been yet finalized. On the other hand, the tax provision (estimated as per IAS-12, provision of latest Finance Act, related SROs/ Guidelines, etc., issued by National Board of Revenue-NBR) are recognized as tax liability under the head of other liability for the year (s) for which assessment has not been yet finalized.(Note # 13.05).

2.4.9 Deferred tax

Deferred tax liabilities are the amount of income taxes payable in future periods in respect of taxable temporary differences. Deferred tax assets are the amount of income tax recoverable in future periods in respect of deductible temporary differences. Deferred tax assets and liabilities are recognized for the future tax consequences of timing differences arising between the carrying values of assets, liabilities, income and expenditure and their respective tax bases. Deferred tax assets & liabilities are measured using tax rate & tax laws enacted or substantially enacted at the balance sheet date. Tax impact on the account of changes in deferred tax assets and liabilities has also been recognized in the profit and loss account as per IAS 12 "Income Taxes" and in line with BRPD circular no.11 dated December 12, 2011. During the year, an amount of deferred tax income stood at BDT 212.71 million against BDT 546.02 million in 2023 (Note # 9.06).

2.4.10 Contingent asset and contingent liability

A contingent asset is possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events and on the other hand a contingent liability is a possible obligation that arises from past events and whose existence will also be confirmed only the occurrence or non-occurrence of one or more uncertain future events. Contingent asset and liability are not recognized rather disclosed in the financial statements as per IAS 37.

2.5 Benefits to the employees

The retirement benefits accrued for the employees of the Bank as on reporting date have been accounted for in accordance with the provisions of IAS 19, "Employee Benefit". Bases of computing the retirement benefit schemes operated by the Bank are outlined below:

2.5.1 Provident fund

Provident Fund (PF) benefits are given to the permanent members of PF of the Bank in accordance with Bank's Service Rules. Accordingly, a Trust Deed and Provident Fund Rules were prepared and obtained approval from the Commissioner of Income Tax as a recognized provident fund within the meaning of section 2(52), read with the provisions of Part 3, Second Schedule of Income Tax Act 2023. The Fund is operated by a Board of Trustees consisting six members of the Bank (03 members from the Board of Directors and 03 members from Management). All confirmed employees of the Bank are contributing 10% of their basic salary as subscription to the Fund. The Bank also contributes equal amount of the employees' contribution. Interest earned from the investments is credited to the members' individual account on yearly basis as per audited financial statements of the Fund. The Fund has been maintaining in a separate account which is operating by the Trustee and is being audited by Arun & Co. Chartered Accountants and submit to the NBR to comply with regulation.

2.5.2 Gratuity fund

The Bank operates a Gratuity Fund Scheme on "Continuing Fund Basis", in respect of which provision is made annually which is covering all its eligible employees in accordance with Bank's Service Rules. The Bank prepared the Trust Deed and Gratuity Fund Rules and get approval from the Commissioner of Income Tax as a recognized Gratuity Fund under the provision of Part 2 of second schedule of Income Tax Act 2023. The Fund is operated by a Board of Trustees consisting six members of the Bank (03 members from the Board of Directors and 03 members from management). Valuation of Gratuity Fund Scheme has been made to assess the adequacy of the liabilities provided for the scheme as per IAS 19 "Employees Benefit". The Fund has been maintaining in a separate account which is operating by the Trustee and is being audited by Arun & Co. Chartered Accountants and submit to the NBR to comply with regulation.

2.5.3 Employees' Social Security Superannuation Fund (ESSSF)

Midland Bank Employees' Social Security Superannuation Fund is subscribed by monthly contribution of the employees. The Bank also contributes to the fund in accordance with Bank Service Rules. The fund has been established to provide medical support and coverage in the event of accidental death or permanent disabilities of the employees. Retirement benefits are also provided from this fund. The Fund has been maintaining in a separate account which is operating by the Trustee and is being audited by Arun & Co. Chartered Accountants.

2.5.4 Performance bonus

The Bank is giving performance/incentive bonus to the employees in every year. This bonus is not mandatory, but is being paid based on the performance of the bank in respective year. This bonus amount is being distributed among the employees based on their performance after approval of audited financials of the Bank.

2.5.5 Worker's Profit Participation Fund

Provision of Workers' Profit Participation Fund and Welfare Fund mentioned in Bangladesh Labour (Amendments) Act, 2013 contradicts Bank Company Act, 1991 through which Bank Companies are regulated. Section-11 of Bank Company Act, 1991 restricts to employ anyone who receives remuneration or part of remuneration as share of profit of the company and remuneration includes salary and other benefit. As per legal expert's opinion, wherein it is opined that Worker's Profit Participation and Welfare Fund shall not be applicable for Bank Companies, as there is no non-obstante clause. Unless Government of Peoples Republic of Bangladesh amends section 11 of Bank Company Act or frames rules, giving overriding effect to Bank Company Act, 1991, section 232 of Bangladesh Labour (Amendments) Act, 2013 will not be applicable for banks. Moreover, in the Bank, performance bonus provision is there, which is distributed among the employees on the basis of individual employee's yearly performance with a view to recognize welfare of the employees and reward their participation and contribution to the company.

2.6 Revenue recognition

In terms of provisions of IFRS 15 "Revenue from Contracts with Customers", the revenues during the year are recognized as following:

2.6.1 Interest Income

Interest income on unclassified loan and advances (Standard & SMA) is recognised on an accrual basis and charged to respective loan account on quarterly. Interest income on classified loan and advances (SS & DF only) is credited to interest suspense account with actual receipt of interest therefrom credited to income as and when received as per instruction contained in BRPD circular no.14 dated 23 September 2012, BRPD circular no.19 dated 27 December 2012 and BRPD circular no.16, dated 18 November 2014. If the Loans and advances classified as Bad/Loss (BL) interest ceases to apply and recorded in a memorandum a/c. When any Bad loan turns into unclassified a/c, then unapplied interest charged to respective loan a/c and credited to profit & loss a/c in compliance with regulatory guideline.

2.6.2 Profit on investment (Islamic Banking Window)

Mark-up on investment is taken into income account proportionately from profit receivable account. Overdue charge/compensation on classified investments are transferred to profit suspense account instead of income account.

2.6.3 Investment Income

Income on investments are recognised on accrual basis. Investment income includes discount on treasury bills and Bangladesh Bank bills, interest on treasury bonds and fixed deposit with other banks. Capital gain on investments in shares are also included in investment income. Capital gain is recognised when it is realised.

2.6.4 Fees and commission income

The Bank earns commission and fee income from a diverse range of service provided to its customers. Commission and fee income is accounted for as follows:

i) Income earned on the execution of a significant act is recognised as revenue when the act is completed.
ii) Income earned from services provided is recognised as revenue when the services are provided.
iii) Commission charged to customers on letters of credit and letters of guarantee are credited to income at the time of effecting the transactions.
iv) Commission and discount on bills purchased and discounted are recognized at the time of realization.

2.6.5 Dividend income

Dividend income is recognised when the right to receive the income is established. Dividend income is recognized at the time when it is realized. Dividend income on preference shares is recognized on accrual basis. Dividend incomes are presented under investment income (note # 23.00).

2.7 Interest paid and other expenses

In terms of the provisions of IAS 1 "Presentation of Financial Statements" interest and other expenses are recognized on accrual basis.

2.7.1 Interest paid on borrowing and other deposits (Conventional banking)

Interest paid and other expenses are recognised on accrual basis

2.7.2 Profit shared on deposits (Islamic banking)

Profit paid to mudaraba deposits is recognised on accrual basis according to Income Sharing Ratio (ISR).

2.7.3 Other operating expenses

All other operating expenses are provided for in the books of the account on accrual basis according to the IAS 1 "Presentation of Financial Statements".

2.7.4 Dividend payments

Interim dividend is recognized when they are paid to shareholders. Final dividend is recognized when it is approved by the shareholders in the Annual General Meeting (AGM). The proposed dividend has not been recognized as a liability in the balance sheet in accordance with the IAS 10 "Events after the Reporting Period".

Dividend payable to the shareholders is recognized as a liability and deducted from the shareholders' equity in the period in which the shareholders' right to receive the payment is established.

2.7.5 Foreign exchange gain/loss

Exchange income includes all gain and losses from foreign currency day to day transactions, conversions and revaluation of non-monetary items.

2.8 Earnings per share (EPS)

The company calculates earnings per share (EPS) in accordance with IAS 33 "Earnings per Share (EPS)" which has been shown on the face of Profit and Loss Account. The EPS has been calculated by dividing the net profit after tax by the total number of ordinary shares outstanding at the end of the reporting year. Details are shown in note # 40.00 to the financial statements.

2.8.1 Basic earnings per share

This represents earnings for the year attributable to ordinary shareholders. Net profit after tax has been considered as fully attributable to the ordinary shareholders. Basic earnings per share is calculated by dividing net profit after tax by the total weighted average number of ordinary shares outstanding at end of the reporting year.

2.8.2 Weighted average number of ordinary shares

This represents the number of ordinary shares outstanding at the beginning of the year plus the number of ordinary shares issued during the year. The basis of computation of number of shares is in line with the provisions of IAS 33 "Earnings per share". The logic behind this basis is, that the bonus shares are issued to the existing shareholders without any consideration, and therefore, the number of shares outstanding is increased without an increase in resources generating new earnings.

2.8.3 Diluted earnings per share

No diluted earnings per share are required to be calculated for the period 2024, as there was no element or scope for dilution during the period under review. However, EPS is restated for the comparative years, if it requires as per IAS 33 "Earnings per share (EPS)".

2.9 Related party transactions

Parties are considered to be related, if one party has the ability directly or indirectly to control the other party or exercise significant influence over the other party in making financial and operational decisions. Parties are also considered to be related, if they are subject to common control or common significant influence. Related party transaction is a transfer of resources, services or obligations between related parties, regardless of whether a price is charged as per IAS 24 "Related Party Disclosures", Bangladesh Bank and Bangladesh Securities & Exchange Commission (BSEC) guidelines. Details of Related party transactions have been disclosed in (note # 44.00).

2.10 Credit rating

Credit Rating: Emerging Credit Rating Limited (ECRL) has been rated the Bank based on the audited financial statements as of December 31, 2021 and other relevant quantitative as well as qualitative information up to the-date-of rating declaration. They have been rated the Bank as A+ in the long term and ST-2 for the short term and outlook is stable. The effective date of rating is till June 30, 2025.

Year	Long term rating	Short term rating	Outlook
2023 (valid upto 30 June 2025)	A+	ST 2	Stable

The rating reflects the strengths of the Bank which is backed by a strong team of management, growth in the non-interest income, deposits and investments, adequate capital coverage with high Tier 1 capital, improved asset quality and well controlled of liquidity position.

2.11 Directors' Responsibility on Financial Statements

The Board of Directors take the responsibility for preparation and presentation of these financial statements. Details of Directors' report are given in annual report.

2.12 Memorandum items

Memorandum items are maintained to have control over all items of importance and for such transactions where the Bank has only a business responsibility and no legal commitment. Bills for collection, savings certificates, wage earners bonds and others fall under the memorandum items. However, Bills for Collection is shown under contingent liabilities under the head of Off-balance Sheet Exposures as per Bangladesh Bank's reporting format.

2.13 Information about business and geographical segments

Segmental information is presented in respect of Midland Bank PLC.

a) **Business segments**
Business segments report consists of products and services whose risks and returns are different from those of other business segments.

b) **Geographical Segments**
Geographical segments report consists of products and services within a particular economic environment, where risks and returns are different from those of other economic environments. Inter-segment transactions are generally based on inter-branch fund transfer measures as determined by the management. Income, expenses, assets and liabilities are specifically identified with individual segments.

2.14 Risk management

Interest Rate Risk :Interest rate risk may arise either from trading portfolio or from non-trading portfolio. The trading portfolio of the Bank consists of Government treasury bills and bonds of different maturities as far as Interest rate risk is concern. Interest rate risk arises from mismatches between the future yield of an asset and their funding cost. Asset Liability Committee (ALCO) monitors the interest rate movement on a regular basis and the Bank's Markets Treasury team actively manages the Balance Sheet gap to reduce the risk.

Equity Risk: Equity risk arises from movement in market value of equities held. The risks are monitored by Bank's Treasury and FIs Division under a well designed policy framework.

Operational Risk : Operational risk is the risk of direct or indirect loss resulting a wide variety of causes associated with the Bank's processes, people, technology or infrastructure, or from external factors. Operational risk is inherent in the Bank's activities and as with other risk types is managed through an overall framework with checks and balances that include implementation of three line of defence, recognised ownership of the risk by the businesses and independent risk management oversight.

The operational risk policy codifies the core governing principles for operational risk management and provides a framework for operational risk. In accordance with the policy, each business area is responsible to identify its key operational risks as well as the controls established to mitigate those risks and to ensure compliance with laws, regulations, regulatory administrative actions and the Bank's policies. The Bank's objective is to manage operational risk so as to balance the avoidance of financial losses and damage to the reputation of the Bank's reputation with overall cost effectiveness and innovation. In all cases, the Bank's policy requires compliance with all applicable legal and regulatory requirements.

Operating Environment : The Bank's operating environment during the year ended 2022 were impacted by a number of major global events such as continuation of COVID 19 related disruptions, start of Russia-Ukraine conflict, increase in fuel and commodity price, strengthening of USD, etc.. Most of these events also had significant impact in the local economic environment affecting the Bank's operation. From time to time, the Government of Bangladesh and the local Central Bank (Bangladesh Bank) has issued various directives to manage impacts from these events which the Bank has followed. Management on regular basis review and monitor the global and country specific macro-economic situation and factor these issues into the decision making process. However, the long-term effects of the current economic situation are difficult to predict and management's current expectations and estimates could differ from the actual results.

2.15 Creation of 'own Stat-up Fund' by Scheduled Banks through transferring 1% of the annual net profit

Pursuant to the SMESPD Circular no 4 dated 29 March 2021, Section 'Kha', all scheduled banks in Bangladesh are instructed to create own 'start-up fund' for disbursement of loan/Investment (for Islamic banks) to 'start-up entrepreneurs'. As per the subsequent amendment through SMESPD Circular no 5 dated 26 April 2021, for five years from 2020 banks shall maintain start-up fund to disburse in favour of 'Start-up entrepreneurs' through mandatory transfer of 1% net profit as per the audited financial statements. A new account heading named 'start-up fund' shall be created and disclosed in balance sheet under 'other liabilities'.

No further instruction has been issued in relation to the accounting of transactions (i.e. disbursement from the start-up fund and redemption of other liability). Until further instruction is received about the accounting of start-up fund, the Bank has assigned the required amount (1% of net profit) for the use as 'start-up fund' and subsequent disbursement to start-up entrepreneurs. This amount has been considered as appropriation through transfer from profit and loss account and disclosed under other liability.

2.16 Compliance report of International Accounting Standards/ International Financial Reporting Standards (IFRSs)

The Financial Reporting Act 2015 (FRA) was enacted in 2015. Under the FRA, the Financial Reporting Council (FRC) was formed in 2017 and has since then adopted International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs) as the applicable Financial Reporting Standards for public interest entities such as banks with effect from 2 November 2020. Accordingly, the financial statements of the Bank continue to be prepared in accordance with International Financial Reporting Standards (IFRSs) and the requirements of the Banking Companies Act, 1991 (amendment up to 2018), the rules and regulations issued by Bangladesh Bank, the Companies Act, 1994. In case any requirement of the Banking Companies Act, 1991 (amendment up to 2018), and provisions and circulars issued by Bangladesh Bank differ with those of IFRSs, the requirements of the Banking Companies Act, 1991 (amendment up to 2018), and provisions and circulars issued by Bangladesh Bank shall prevail.

Name of the IAS / IFRS	IAS	Status of compliance
Presentation of Financial Statements	IAS-1	Applied with some departure (note 2)
Inventories	IAS-2	Not Applicable
Statement of Cash Flows	IAS-7	Applied with some departure (note 2)
Accounting Policies, Changes in Accounting Estimates and Errors	IAS-8	Applied
Events after the Reporting Period	IAS-10	Applied
Construction Contracts	IAS-11	Not Applicable
Income Taxes	IAS-12	Applied
Property, Plant and Equipment	IAS-16	Applied
Lease	IAS-17	Not Applicable
Revenue	IAS-18	Not Applicable
Employee Benefits	IAS-19	Not Applicable
Accounting for Government Grants and Disclosure of Govt Assistance	IAS-20	Not Applicable
The Effects of Changes in Foreign Exchange Rates	IAS-21	Applied
Borrowing Costs	IAS-23	Applied
Related Party Disclosures	IAS-24	Applied
Accounting and Reporting by Retirement Benefit Plans	IAS-26	Not Applicable
Separate Financial Statements	IAS-27	Applied
Investments in Associates and Joint Venture	IAS-28	Not Applicable
Financial Reporting for hyperinflationary economics	IAS-29	Not Applicable
Interests in Joint Ventures	IAS-31	Not Applicable
Financial Instruments: Presentation	IAS-32	Applied with some departure (note 2)
Earnings per Share	IAS-33	Applied
Interim Financial Reporting	IAS-34	Applied
Impairment of Assets	IAS-36	Applied
Provisions, Contingent Liabilities and Contingent Assets	IAS-37	Applied with some departure (note 2)
Intangible Assets	IAS-38	Applied
Financial Reporting: Recognition and measurement	IAS-39	Applied with some departure (note 2)
Investment property	IAS-40	Not Applicable
Agriculture	IAS-41	Not Applicable
Name of the IAS / IFRS	IAS	Status of compliance
International Financial Reporting Standards (IFRS):		
First-time Adoption of Bangladesh Financial Reporting Standards	IFRS 1	N/A
Share-based Payment	IFRS 2	N/A
Business Combinations	IFRS 3	N/A
Insurance Contracts	IFRS 4	N/A
Non-current Assets Held for Sale and Discontinued Operations	IFRS 5	N/A
Exploration for and Evaluation of Mineral Resources	IFRS 6	N/A
Financial Instruments: Disclosures	IFRS 7	Applied with some departure (note 2)
Operating Segments	IFRS 8	Applied with some departure (note 2)
Financial Instruments	IFRS 9	Applied with some departure (note 2)
Consolidated Financial Statements	IFRS 10	Applied
Joint Arrangements	IFRS 11	N/A
Disclosure of Interest in Other Entities	IFRS 12	N/A
Fair Value Measurement	IFRS 13	Applied with some departure (note 2)
Regulatory Deferral Accounts	IFRS 14	N/A
Revenue from contractors with customers	IFRS 15	Applied
Leases	IFRS 16	Applied

In order to comply with certain specific rules and regulations of Bangladesh Bank which are different to IAS/IFRS, some of the requirements specified in these IAS/IFRSs are not applied. Refer to note-2.1.2 for such recognition and measurement differences that are most relevant and material to the Bank and the Group.

The Standard regards a retirement benefit plan as a reporting entity separate from the employers of the participants in the plan. Therefore, it is not applicable for the Bank's annual report as it is the employer and not the retirement benefit plan itself.

The objective of IAS 34 is to prescribe the minimum content of an interim financial report and to prescribe the principles for recognition and measurement in complete or condensed financial statements for an interim period and hence it is not applicable for annual financial statements. However, the Bank being a listed entity in Dhaka and Chittagong Stock Exchanges regularly publishes Interim Financial Report complying with IAS 34.

2.17 Standards issued but not yet effective

A number of new standards are effective for annual periods beginning after 1 January 2021 and earlier application is permitted; however, the Bank has not early adopted the new or amended standards in preparing these financial statements.

Effective date	New standards or amendments
January 01, 2021	Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16 (Interest Rate Benchmark Reform-2)
January 01, 2021	i) Amendments to IAS 37 (Onerous Contracts-Cost of Fulfilling a Contract) ii) Amendments to IAS 16 (Property, Plant and Equipment: Proceeds before Intended Use) iii) Amendments to IFRS 1, IFRS 9, illustrative examples accompanying IFRS 16 and IAS 41 (Annual improvements to IFRS Standards 2018-2020) iv) Amendments to IFRS 3 (Reference to Conceptual Framework)
January 01, 2021	i) Amendments to IAS 1 (Classification of Liabilities as Current or Non Current) ii) IFRS 17 "Insurance Contracts iii) Amendments to IAS 8 (Definition of Accounting Estimate) iv) Amendments to IAS 1 and IFRS Practice Statement 2 (Disclosure of Accounting Policies)
January 01, 2022	i) IFRS 17 Insurance Contracts and amendments to IFRS 17 Insurance Contracts. ii) Disclosure of Accounting Policies (Amendments to IAS 1 and IFRS Practice Statement 2). iii) Definition of Accounting Estimates (Amendments to IAS 8). iv) Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to IAS 12) v) Lease liability in a Sale and Leaseback (Amendments to IFRS 16). vi) Classification of Liabilities as Current or Non-current (Amendments to IAS 1).
Effective date deferred indefinitely/available for optional adoption	Amendments to IFRS 10 "Consolidated Financial Statements" and IAS 28 "Investments in Associates and Joint Ventures" on sale or contribution of assets between an investor and its associate or joint venture

IFRS 17 - Insurance Contracts

IFRS 17 was issued in May 2017 and applies to annual reporting periods beginning on or after 1 January 2021. IFRS 17 establishes the principles for the recognition, measurement, presentation and disclosure of insurance contracts within the scope of the standard. The objective of IFRS 17 is to ensure that an entity provides relevant information that faithfully represents those contracts. The Bank has not yet assessed in potential impact of IFRS 17 on its financial statements.

2.18 Materiality and aggregation

Each material class of similar items has been presented separately in the financial statements. Items of dissimilar nature also have been presented separately unless they are immaterial in accordance with IAS-1 "Presentation of Financial Statements".

2.19 Accounting for changes in policy, accounting estimates and errors

IAS - 8 Accounting Policies, Changes in Accounting Estimates and Errors, states that the effect of a change in accounting policy and correction of errors, if material, is to be applied retrospectively, and change in an accounting estimate is to be applied prospectively. The carrying amount of assets, liabilities, or equity may be changed following a change in accounting estimates in the period of the change. The bank followed the same accordingly and the Bank did not change the accounting policies and accounting estimates during the year 2024.

2.20 Related party disclosures

A party is related to the company if:

(i) directly or indirectly through one or more intermediaries, the party controls, is controlled by, or is under common control with, the company; has an interest in the company that gives it significant influence over the company; or has joint control over the company;
(ii) the party is an associate;
(iii) the party is a joint venture;
(iv) the party is a member of the key management personnel of the Company or its parent;
(v) the party is a close member of the family of any individual referred to in (i) or (iv);
(vi) the party is an entity that is controlled, jointly controlled or significantly influenced by or for which significant voting power in such entity resides with, directly or indirectly, any individual referred to in (iv) or (v); or
(vii) the party is a post-employment benefit plan for the benefit of employees of the company, or of any entity that is a related party of the company. Details of the related party disclosures presented in note no. 44 and Annexure- D and E.

2.21 Event after the reporting period

As per IAS -10 "Events after 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 authorised 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 are indicative of conditions that arose after the reporting period (no adjusting events after the reporting period).

The only material event after the balance sheet date is: The Board of Directors recommended dividend @ 6% for the financial year 2024, in its 166th Board Meeting held on April 29, 2025.

2.22 General

a) Comparative information

Comparative information in respect of the previous year has been presented from the financial statements audited by current year auditors for the period ended on December 31, 2024. Figures of previous year have been rearranged whenever necessary to confirm the current year/period presentation. The consolidated financial statements are prepared for a common reporting period for the period ended 31 December 2024. As subsidiary company operated in 2024, comparative consolidated financials are not presented.

b) Disclosures of expenditures

Expenses, irrespective of capital or revenue nature, accrued/due, but not paid have been provided for in the books of the Bank.

c) Approval of Financial Statements

These financial statements have been prepared by the management, audited by the external and regulatory auditors and thereafter approved by the board of directors of the Bank in its 166th Board meeting held on April 29, 2025.

	Particulars	2024	2023
		BDT	BDT
3. a	Consolidated Cash		
	i) Cash in Hand (Including foreign currency)		
	Midland Bank PLC.	1,069,303,107	-
	Midland Bank Asset Management Company Ltd.	-	-
		1,069,303,107	-
	ii) Balance with Bangladesh Bank and its Agent Bank (note 3.02)		
	Midland Bank PLC.	3,927,795,611	-
	Midland Bank Asset Management Company Ltd.	-	-
		3,927,795,611	-
3.00	Cash		
	In Hand (Including foreign currency) (note 3.01)	1,069,303,107	891,750,221
	Balance with Bangladesh Bank and its Agent Bank (note 3.02)	3,927,795,611	2,901,578,704
		4,997,098,718	3,793,328,925
3.01	In Hand (Including foreign currency)		
	Local Currency	1,044,098,679	888,016,033
	Foreign Currency	25,204,428	3,734,187
		1,069,303,107	891,750,221
3.02	Balance with Bangladesh Bank and its Agent Bank		
	With Bangladesh Bank		
	Local Currency	3,437,175,905	2,585,269,408
	Foreign Currency	490,350,185	316,039,206
	With Sonali Bank (as agent of Bangladesh Bank-Local Currency)	269,520	270,091
		3,927,795,611	2,901,578,704
3.03	Cash Reserve Requirement (CRR) and Statutory Liquidity Ratio (SLR)		
	Cash Reserve Requirement and Statutory Liquidity Ratio have been calculated and maintained in accordance with section 25 & 33 of The Bank Companies Act, 1991 and Circular No.# 01 , 02 & 01 dated December 10, 2013 , June 23, 2014 & April 03,2018 respectively of Monetary Policy Department (MPD) of Bangladesh Bank. The Cash Reserve Requirement on the Bank's Time and Demand Liabilities at the rate of 4% has been calculated and maintained with the Bangladesh Bank in Current Account and 13% Statutory Liquidity Ratio for conventional banking, 5.50% for Islami Banking Wing, excluding CRR, on the same liabilities has also been maintained in the form of Treasury Bills, Bonds, Foreign Currency with Bangladesh Bank. Both the reserves maintained by the Bank are in excess of the Statutory requirement. As per Bangladesh Bank MPD Circular No. 03, dated 09 April 2020, Bank has to maintain CRR @ 4 % on forthnightly cumulative average basis and minimum CRR @3.5% on daily basis.		
	Conventional Banking:		
	a) Cash Reserve Requirement (CRR)		
	Required Reserve	2,590,843,117	2,012,566,885
	Maintained Reserve	2,822,037,453	2,265,573,752
	Surplus/(Deficit)	231,194,336	253,006,867
	b) Statutory Liquidity Ratio (SLR)		
	Required Reserve	8,580,238,540	6,612,668,450
	Maintained Reserve	20,026,368,033	13,632,390,477
	Surplus/(Deficit)	11,446,129,493	7,019,722,027
	Total Required Reserve	11,171,081,657	8,625,235,335
	Actual Reserve held	22,848,405,486	15,897,964,229
	Surplus/(Deficit)	11,677,323,829	7,272,728,894
	c) Components of Statutory Liquidity Ratio (SLR)		
	Cash in Hand	1,069,303,107	890,140,400
	Balance with Bangladesh Bank	-	-
	Balance with Sonali Bank	34,757,320	7,286,580
	Excess Reserve of CRR	231,194,336	253,006,867
	Government Securities	18,691,113,270	12,481,956,630
		20,026,368,033	13,632,390,477
	Islami Banking Wing		
	a) Cash Reserve Requirement (CRR)		
	Required Reserve	177,477,884	133,359,250
	Maintained Reserve	600,000,844	319,951,976
	Surplus/(Deficit)	422,522,959	186,592,726

	Particulars		2024	2023
			BDT	BDT
	b) Statutory Liquidity Ratio (SLR)			
	Required Reserve		244,032,090	183,368,970
	Maintained Reserve		640,562,949	384,852,546
	Surplus/(Deficit)		396,530,859	201,483,576
	c) Components of Statutory Liquidity Ratio (SLR)			
	Cash in Hand		21,389,990	1,609,820
	Balance with Bangladesh Bank		-	-
	Balance with Sonali Bank		-	-
	Excess Reserve of CRR		422,522,959	186,592,726
	Government Securities		-	-
	Other Eligible Securities		196,650,000	196,650,000
			640,562,949	384,852,546
4. a	Consolidated Balance with other Banks and Financial Institutions			
	In Bangladesh			
	Midland Bank PLC.		3,902,502,853	-
	Midland Bank Asset Management Company Ltd.		18,475,176	-
	Less: Intra Group Transaction		(18,475,176)	-
			3,902,502,853	-
	Outside Bangladesh			
	Midland Bank PLC.		296,302,192	-
	Midland Bank Asset Management Company Ltd.		-	-
			296,302,192	-
			4,198,805,045	-
4.00	Balance with other Banks and Financial Institutions			
	In Bangladesh		3,902,502,853	1,986,136,023
	Outside Bangladesh		296,302,192	11,974,157
			4,198,805,045	1,998,110,179
4.01	In Bangladesh	Transaction Currency		
	Current Accounts			
	Standard Bank Ltd.	BDT	8,075	8,995
	Sonali Bank Ltd.	BDT	99,192,821	21,243,916
	Janata Bank Ltd.	BDT	8,183,299	367,694
	Agrani Bank Ltd.	BDT	21,967,616	28,718,766
	Rupali Bank Ltd.	BDT	19,826,268	7,918,571
	Trust Bank Ltd.	BDT	3,620,967	6,826,332
	Dutch Bangla Bank Ltd	BDT	403,238	221,890
	The Premier Bank Ltd.	BDT	39,507,952	3,060,192
			192,710,235	68,366,355
	Special Notice Deposits			
	Mercantile Bank Ltd.	BDT	9,280,828	5,686,575
	South Bangla Agriculture & Commerce Bank Ltd.	BDT	360,000,000	100,000,000
	Janata Bank Ltd.	BDT	850,000,000	-
	Prime Bank Ltd.	BDT	642,280	641,524
	AB Bank Ltd.	BDT	267,301	239,369
	Eastern Bank Ltd.	BDT	2,209	2,198
			1,220,192,618	106,569,667
	Fixed Deposits Receipt (FDR)			
	FAS Finance & Investment Ltd.	BDT	175,000,000	175,000,000
	First Finance Ltd.	BDT	130,000,000	131,000,000
	Meghna Bank PLC.	BDT	300,000,000	-
	Bangladesh Finance Ltd.	BDT	59,500,000	80,100,000
	Standard Bank PLC.	BDT	400,000,000	-
	Premier Leasing & Finance Ltd.	BDT	544,300,000	544,300,000

	Particulars		2024	2023
			BDT	BDT
	Phoenix Finance & Investments Ltd.	BDT	170,500,000	170,500,000
	International Leasing & Financial Services Ltd.	BDT	331,500,000	331,500,000
	Fareast Finance & Investment Limited	BDT	288,500,000	288,500,000
	Prime Finance & Investment Ltd.	BDT	3,800,000	3,800,000
	CVC Finance Ltd	BDT	86,500,000	86,500,000
	Sub total		2,489,600,000	1,811,200,000
			3,902,502,853	1,986,136,023

Some exposures within non-bank financial institutions are currently under stress. Following recommendations from the Bangladesh Bank inspection team, a provision of BDT 101.03 million is suggested to be recognized against these exposures, with a view to addressing the issue by June 2025.

4.02	Outside Bangladesh (NOSTRO Accounts)	Transaction Currency		
	in current account			
	AB Bank, Mumbai Branch	US$	22,732,270	69,951,868
	United Bank of India	US$	36,170,870	14,058,461
	Axix Bank Limited	US$	10,945,241	16,851,729
	National Bank of Pakistan, Tokyo Japan	JPY	397,743	1,773,160
	Mashreq Bank Psc, NY	US$	72,947,719	(133,130,971)
	Mashreq Bank Psc, NY OBU	US$	33,895,325	21,067,802
	Kookmin Bank, South Korea	GBP	8,809,579	13,410,405
	Habib American Bank, NY	US$	41,806,314	(2,020,966)
	NIB Bank, Pakistan	US$	782,598	1,731,142
	Aktif Yatirim Bank	US$	294	8,934
	Aktif Yatirim Bank	EURO	16,039,674	3,487,464
	Aktif Yatirim Bank	GBP	25,946,412	321,549
	Banca UBAE Italy	EURO	991,810	1,829,628
	Banca UBAE Italy	GBP	-	-
	Kookmin Bank, South Korea	US$	20,085,778	2,499,186
	Sonali Bank	US$	3,215,284	2,863
	Sonali Bank	EURO	505,501	131,904
	Zhejiang Chouzhou	US$	1,023,837	-
	Zhejiang Chouzhou	CNY	5,943	-
			296,302,192	11,974,157

In accordance with Bangladesh Bank Foreign Exchange Policy Department, Circular Letter No. FEPD (FEMO)/01/2005-677 dated 13 September 2005, the quarterly review of Nostro Accounts for the quarter ended 31 December 2024 reflect the true state of the Nostro Account entries recorded correctly and after review a separate audit certificate has also been given by the Auditor.

Details of NOSTRO accounts are shown in Annexure-A

4.03	Maturity grouping of Balance with other Banks and Financial Institutions		
	On Demand	1,221,600,000	1,446,900,000
	Less than three months	859,500,000	247,600,000
	More than three months	2,117,705,045	303,610,179
		4,198,805,045	1,998,110,179
5.a	Consolidated Money at Call and Short Notice		
	Midland Bank PLC.	339,900,000	-
	Midland Bank Asset Management Company Ltd.	-	-
		339,900,000	-
5.00	Money at Call and Short Notice:		
		339,900,000	529,900,000
		339,900,000	529,900,000
6.a	Consolidated Investments		
	Government Investment		
	Midland Bank PLC.	21,144,708,119	-
	Midland Bank Asset Management Company Ltd.	66,069,987	-
		21,210,778,106	-
	Other Investment		

	Particulars		2024	2023
			BDT	BDT
	Midland Bank PLC.		3,398,476,924	-
	Midland Bank Asset Management Company Ltd.		24,548,319	-
	Less: Intra Group Transaction		(120,000,000)	-
			3,303,025,243	-
			24,513,803,349	-
6.00	Investments			
	Government(note 6.01)		21,144,708,119	13,889,641,408
	Others(note 6.02)		3,398,476,924	3,490,465,307
			24,543,185,043	17,380,106,715
	i) Investment Classified as per Bangladesh Bank Circular			
	Held to Maturity (HTM)		11,171,610,313	11,801,619,088
	Held for Trading (HFT)		7,518,928,093	679,655,337
	Reverse Repo		-	-
	Prize Bond		574,870	682,200
	Government Securites Encumbered		2,256,944,843	1,211,034,783
	Government Securites -SUKUK Bond		196,650,000	196,650,000
	Other Investments		3,398,476,924	3,490,465,307
			24,543,185,043	17,380,106,715
	ii) Investment Classified as per Nature			
6.01	Government Securities			
	Treasury Bills (at present value)			
	Un-encumbered			
	28 days		-	-
	91 days		196,283,558	390,550,152
	182 days		-	-
	364 days		3,299,571,790	173,174,906
	5 Years		-	-
	Sub-total		3,495,855,348	563,725,058
	Encumbered			
	91 days		-	-
	182 days		-	-
	364 days		-	-
	Sub-total		-	-
	Total Treasury Bill		3,495,855,348	563,725,058
	Treasury Bonds			
	Un-encumbered			
	2 Years		1,009,294,315	981,541
	3 Years (Floating Rate Treasury Bond)		59,931,040	
	5 Years		134,059,259	135,711,005
	5 Years (Bangladesh Government Investment Sukuk)		196,650,000	196,650,000
	10 Years		7,661,487,784	6,423,681,869
	15 Years		3,913,196,942	3,732,279,312
	20 Years		2,416,713,718	1,624,895,639
	Sub-total		15,391,333,059	12,114,199,367
	Encumbered			
	2 Years		-	-
	5 Years		-	-
	9 Years (Special Bond)		514,654,000	
	10 Years (Special Bond)		410,053,000	-
	15 Years		-	252,137,975
	20 Years		1,332,237,843	958,896,808
	Sub-total		2,256,944,843	1,211,034,783
	Total Treasury Bond		17,648,277,901	13,325,234,150
	Reverse Repo		-	-

	Particulars		2024	2023
			BDT	BDT
	Prize Bonds (at face value)		574,870	682,200
	Sub Total		21,144,708,119	13,889,641,408
6.02	Other Investments			
	Shares in quoted companies(Regular portfolio)		803,518,339	814,313,250
	Shares in quoted companies(Special portfolio)		735,188,882	720,771,285
	Details shown in Annex B			
	Shares in unquoted companies (at face value) :			
	Regent Energy & Power Ltd.(Preference Share)		44,613,788	44,613,788
	Union Capital Ltd. (Preference Share)		1,300,000	1,300,000
	Envoy Textiles Ltd. (Preference Share)		40,000,000	80,000,000
	Confidence Power Bogra Ltd. (Preference Share)		12,500,000	25,000,000
	Premier Cement Mills Limited (PCML)(Preference Share)		312,500,000	437,500,000
	Fair Electronics Ltd (FEL)(Preference Share)		212,826,353	240,000,000
	CWT Sadharan Bima Growth Fund (Open End Mutual Fund)		-	-
	Ekush First Unit Fund (Open End Mutual Fund)		20,051,477	23,088,898
	VIPB Accelerated Income Unit Fund (Open End Mutual Fund)		27,500,000	27,500,000
	VIPB NLI 1st Unit Fund (Open End Mutual Fund)		11,812,606	11,812,606
	Midland Bank Asset Management Company Limited		120,000,000	-
	Ekush Growth Fund (Open End Mutual Fund)		20,000,000	20,000,000
	EDGE High Quality Income Fund (Open End Mutual Fund)		20,000,000	20,000,000
	UCB Taqwa Growth Fund (Open End Mutual Fund)		20,000,000	20,000,000
	UCB Income Plus Fund (Open End Mutual Fund)		50,000,000	50,000,000
	Ekush Stable Return Fund (Open End Mutual Fund)		4,565,480	4,565,480
			917,669,704	1,005,380,772
	Bond, Debenture & Commercial Papers:			
	SIBL- Subordinated Bond		-	-
	Standard Bank -Subordinated Bond		-	40,000,000
	Hashem Foods Ltd-Commercial Paper		102,100,000	-
	North-West Power Generation Company Ltd-Non-Convertible Coupon Bond		280,000,000	350,000,000
	Trust Bank - Perpetual Bond		60,000,000	60,000,000
	Jamuna Bank - Perpetual Bond		250,000,000	250,000,000
	NCC Bank - Perpetual Bond		250,000,000	250,000,000
			942,100,000	950,000,000
	Sub Total		3,398,476,924	3,490,465,307
	Total		24,543,185,043	17,380,106,715

6.03 Assets pledged as security for liabilities as at December 31, 2024 is BDT-13,681,640,131 of Treasury Bill and Bond against Re-Purchase Agreement. Details are as under:

(a) i. Disclosure regarding outstanding Repo as at 31 December 2024

Sl	Counter Party Name	Agreement Date	Reversal Date	Amount
01	Bangladesh Bank	3-Dec-2024	1-Jan-2025	2,039,239,330
02	Bangladesh Bank	10-Dec-2024	7-Jan-2025	1,997,176,951
03	Bangladesh Bank	17-Dec-2024	14-Jan-2025	2,131,390,607
04	Bangladesh Bank	24-Dec-2024	21-Jan-2025	2,974,832,430
05	City Bank PLC.	29-Dec-2024	2-Jan-2025	1,518,799,179
06	City Bank PLC.	30-Dec-2024	6-Jan-2025	1,032,565,935
07	Eastern Bank PLC.	30-Dec-2024	5-Jan-2025	292,928,700
08	Bangladesh Bank (Liquidity Support for Capital Market Investment Under Special Fund)	22-Dec-2024	23-Mar-2025	770,000,000
09	Bangladesh Bank (180 Days Special Repo)	12-Aug-2024	9-Feb-2025	514,654,000.00
10	Bangladesh Bank (180 Days Special Repo)	24-Nov-2024	25-May-2025	410,053,000.00
	Total			**13,681,640,131**

ii. There is no outstanding Reverse Repo as at 31 December 2024 with the Bank.

(b) Disclosure regarding overall transaction of Repo for the year 2024

	Particulars		2024	2023
			BDT	BDT
	Particulars	Minimum outstanding during the year	Maximum outstanding during the year	Daily average outstanding during the year
	Securities sold under Repo:			
	i) with Bangladesh Bank	1,274,654,000	16,036,553,527	9,084,549,699
	ii) with Other Banks & Financial Institutions	147,753,300	3,792,235,210	443,269,328
	Securities purchased under reverse Repo:			
	i) with Bangladesh Bank	-	-	-
	ii) with Other Banks & Financial Institutions	-	-	-
6.04	Maturity grouping of Investment as follows:			
	On Demand		574,870	682,200
	Up to one month		2,263,450	1,879,800
	Less than three months		2,555,500,000	601,900,000
	More than three months but less than one year		5,095,000,000	2,362,100,000
	More than one year but less than five years		10,340,000,000	6,152,580,000
	More than five years		6,549,846,723	8,260,964,715
			24,543,185,043	17,380,106,715
7. a	Consolidated Loans and Advances / Investments			
	Loans, Cash Credits, Overdrafts, etc			
	Midland Bank PLC.		60,042,233,246	-
	Midland Bank Asset Management Company Ltd.		-	-
			60,042,233,246	-
	Bills Purchased and Discounted			
	Midland Bank PLC.		3,234,315,664	-
	Midland Bank Asset Management Company Ltd.		-	-
			3,234,315,664	-
			63,276,548,910	-
7.00	Loans and Advances / Investments			
	Loans, Cash Credits, Overdrafts, etc. (note-7.01)		60,042,233,246	51,379,100,087
	Bills Purchased and Discounted (note-7.02)		3,234,315,664	3,483,557,906
	Total Loans and Advances		63,276,548,910	54,862,657,994
7.01	Loans, Cash Credits, Overdrafts, etc. / Investments			
	In Bangladesh:			
	Term Loan		23,522,221,975	21,544,987,931
	Overdraft		9,763,154,631	8,678,632,084
	Time Loan		14,723,975,594	11,742,359,775
	Cash Credit		1,886,123,577	1,992,948,926
	Trust Receipt		4,070,021,141	2,630,150,569
	Consumer Loan		1,942,054,171	1,478,098,901
	Payment Against Documents(PAD)		-	45,948
	Agricultural Credit		1,147,116,339	802,471,774
	Bridge Finance		-	-
	EDF Loan		2,617,290,721	2,266,631,602
	Lease Finance		-	-
	Loan General		-	-
	Loan Against Capital Market		-	-
	Packing Credit		25,918,051	44,984,683
	Staff Loan		107,752,279	107,946,144
	Other Loans and Advances		236,604,767	89,841,751
			60,042,233,246	51,379,100,087
	Outside Bangladesh		-	-
			60,042,233,246	51,379,100,087

	Particulars		2024	2023
			BDT	BDT
7.02	Bill Purchased and Discounted			
	Payable in Bangladesh		1,261,685,246	96,325,084
	Payable outside Bangladesh		1,972,630,418	3,387,232,822
			3,234,315,664	3,483,557,906
7.03	Net Loans & Advances /Investments			
	Gross Loans & Advances/ Investments (note- 7)		63,276,548,910	54,862,657,994
	Less:			
	Classified Loans & Advances/ Investments (note-7.08)		2,390,538,772	2,091,566,508
	Interest/ Profit Suspense (Note- 13.07)		1,500,249,328	1,076,755,986
	Provision for Loans & Advances/ Investments-General Provision (Note -13.01)		530,843,854	494,566,815
	Net Loans & Advances /Investments		58,854,916,957	51,199,768,685
7.04	Maturity grouping of Loans and Advances /Investments			
	On Demand		7,322,967,731	4,759,254,000
	Up to one month		2,454,132,269	2,741,846,000
	Not more than three months		8,271,400,000	5,813,100,000
	More than three months but less than one year		21,896,700,000	16,058,800,000
	More than one year but less than five years		12,893,401,636	14,945,185,257
	More than five years		10,437,947,274	10,544,472,737
			63,276,548,910	54,862,657,994
7.05	Maturity grouping of Bills Purchased and Discounted			
	Within one month		500,000	16,800,000
	More than one but not more than three months		800,000	7,400,000
	More than three months but less than six months		3,233,015,664	3,459,357,906
	More than six months		-	-
			3,234,315,664	3,483,557,906
7.06	Concentration of Loans and Advances/ Investments:			
a)	Loans and Advances/Investments to Institutions in which the Directors of the Bank have interest		1,376,823	2,333,811
b)	Advances to Managing Director & other Senior Executives		107,752,279	107,946,144
c)	Advances to Industries			
	Agriculture		1,127,291,761	782,469,194
	RMG		3,403,844,690	3,303,858,514
	Textile		6,566,665,624	4,586,874,837
	Ship Building		-	-
	Ship Breaking		-	-
	Other Manufacturing industry		24,834,939,161	16,602,651,755
	SME loans		3,600,284,754	3,715,094,699
	Construction		3,927,092,020	3,917,126,488
	Power, Gas		503,111,856	1,195,278,034
	Transport, Storage and Communication		1,366,966,122	1,447,008,382
	Trade Service		5,115,168,459	6,743,833,241
	Commercial real estate financing		16,195,473	24,330,045
	Residential real estate financing		869,923,118	148,934,726
	Consumer credit		1,860,057,076	2,071,749,457
	Capital Market		645,453,490	528,933,090
	NBFIs		2,885,488,176	2,490,918,044
	Others		6,444,938,028	7,193,317,531
			63,167,419,809	54,752,378,038
			63,276,548,910	54,862,657,994
7.07	Details of Large Loan/Investments			
	Number of borrowers with outstanding amount of loans exceeding 10% of total capital of the Bank and classification status thereof. Total capital of the Bank is BDT 938.87 crore as at December 31, 2024 (BDT 917.84 crore in 2023).			
	Number of Clients		36	32
	Outstanding Advances (BDT)		31,067,108,814	27,005,766,166
	Client wise details are given below:			

Sl	Name of the clients	Status	Outstanding (BDT)		Total 2024	Total 2023
			Funded	Non - Funded	(BDT)	(BDT)
1	Adex Group	UC	452,784,832	66,020,474	518,805,307	546,820,206
2	Nitol-Niloy Group	UC	135,819,839	-	135,819,839	293,854,143
3	Zon Ron Group	UC	986,798,975	126,322,453	1,113,121,428	948,327,457
4	Rangs Group	UC	511,928,857	873,677,897	1,385,606,755	949,464,482
5	Abul Khair Group	UC	1,350,527,254	327,792,906	1,678,320,159	975,873,761
6	GPH Group	UC	682,348,905	6,528,580	688,877,485	902,398,192
7	Summit Group	UC	1,085,851,497	-	1,085,851,497	1,180,721,054
8	Energypac Group	UC	-	-	-	827,479,384
9	Alliance Group	UC	-	-	-	731,195,785
10	BD Group	UC,SMA,SS	976,904,158	-	976,904,158	939,813,310
11	Confidence Group	UC	857,884,919	713,766,881	1,571,651,800	1,662,257,347
12	ACI Group	UC	776,635,080	2,915,868	779,550,948	953,295,776
13	Unimed Group	UC	564,198,233	531,042	564,729,274	773,139,450
14	MSA Group	UC	884,897,750	259,559,339	1,144,457,089	1,047,429,597
15	EXPO Group	UC	408,250,729	1,572,934,845	1,981,185,574	1,403,916,277
16	Saiham Group	UC	-	-	-	1,142,455,122
17	Spectra Engineers Ltd.	UC	184,930,750	751,416,273	936,347,023	960,457,951
18	Akij-Bashir Group	UC	1,035,890,995	496,215,586	1,532,106,581	-
19	Max Group	UC	622,587,107	153,617,345	776,204,452	616,178,007
20	Anwar Group	UC	214,381,513	-	214,381,513	-
21	BSRM	UC	1,335,860,247	16,272,431	1,352,132,678	-
22	Khaled Group	UC	437,930,000	-	437,930,000	-
23	OMERA Group	UC	115,701,647	-	115,701,647	-
24	Saiham Knit Composite Ltd.	UC	728,355,177	617,704,030	1,346,059,207	-
25	Saiham Textile Mills Ltd.	UC	413,276,051	32,814,695	446,090,746	-
26	S.B Group	UC	818,098,651	-	818,098,651	-
27	Salma Group	UC	761,186,760	-	761,186,760	40,619,432
28	Seacom Group	UC	-	-	-	706,554,075
29	T. K. Group	UC	456,022,255	50,488,252	506,510,507	531,581,322
30	Youth Group	UC	-	743,085,032	743,085,032	731,491,267
31	City Group	UC	1,745,205,716	-	1,745,205,716	2,046,696,154
32	Meghna Group	UC	825,466,558	121,860,705	947,327,262	1,107,096,874
33	Fair Group	UC	202,864,611	38,050,536	240,915,147	610,062,771
34	Advanced Chemical Industries Limited	UC	1,107,426,667	-	1,107,426,667	1,032,778,667
35	EPV Thakurgaon Ltd.	UC	19,967,295	852,171,715	872,139,010	1,660,711,097
36	Healthcare	UC	1,366,451,925	205,006,439	1,571,458,364	671,695,134
37	Rak Group	UC, SS	832,202,655	125,717,886	957,920,541	619,807,714
38	Renaissance Group	UC	-	14,000,000	14,000,000	391,594,359
Total			**22,898,637,606**	**8,168,471,208**	**31,067,108,814**	**27,005,766,166**

	Particulars		2024	2023
			BDT	BDT
7.08	Classification of Loans and Advances/Investments:			
	Unclassified (UC):			
	Standard		59,810,075,491	51,880,200,931
	Special Mention Account (SMA)		1,075,934,648	890,890,555
	Sub total		60,886,010,138	52,771,091,486
	Classified:			
	Substandard		400,530,530	200,451,979
	Doubtful		59,127,167	70,288,388
	Bad & Loss		1,930,881,075	1,820,826,141
	Sub total		2,390,538,772	2,091,566,508
	Total		63,276,548,910	54,862,657,994

7.09 Details of Required Provision for Loans and Advances/ Investments

Particulars	Provision Rate	Provision	
		Required	Maintained
Unclassifed (UC):			
Standard	0.25%,1%, 2% & 5%	521,378,834	521,378,834
Special Mention Account (SMA)	0.25%,1%, 2% & 5%	9,465,020	9,465,020
Sub total		530,843,854	530,843,854
Classifled:			
Substandard	5% & 20%	243,621,855	243,621,855
Doubtful	5% & 50%	23,750,906	23,750,906
Bad loan	100%	1,710,559,724	1,710,559,724
Sub total		1,977,932,485	1,977,932,485
Total		2,508,776,339	2,508,776,339

7.10	Details of Required Provision for Off Balance Sheet Items		
	Required Provision for Off- Balance Sheet Exposures	124,616,475	104,793,283
	Total Provision maintained	124,616,475	104,793,283
	Excess/(Short) Provision	-	-
7.11	Suit filed by the Bank		
	No of Suits file		
	Artha Rin Adalat	66	49
	N. I Act	35	33
	Suit Amount		
	Artha Rin Adalat	2,007,461,198	1,282,113,454
	N. I Act	33,777,112	133,141,047
7.12	Geographical location wise loans and advances/ Investments		
	Inside Bangladesh		
	Urban		
	Dhaka Division	53,571,993,705	46,475,521,800
	Chittagong Division	7,921,926,963	6,828,786,197
	Khulna Division	107,494,579	78,927,033
	Rajshahi Division	208,223,975	222,471,695
	Mymensingh	-	-
	Barisal Division	10,227,075	2,631,668
	Rangpur Division	66,499,585	33,604,978
	Sylhet Division	20,729,364	16,247,617
		61,907,095,246	53,658,190,990

	Particulars		2024	2023
			BDT	BDT
	Rural			
	Dhaka Division		894,881,236	815,457,882
	Chittagong Division		161,088,424	116,992,501
	Khulna Division		25,011,350	19,416,620
	Rajshahi Division		122,837,565	132,031,527
	Mymensingh Division		144,352,398	109,776,958
	Rangpur Division		21,282,692	10,791,517
	Barisal Division		-	-
	Sylhet Division		-	-
			1,369,453,664	1,204,467,004
	Outside Bangladesh		-	-
			63,276,548,910	54,862,657,994

	Entries	No. of Entries Outstanding as on 31-12-2024	BDT	BDT
	Debit entries	-	-	-
	Credit entries	-	-	-
7.13	Particulars of loans and advances/Investments			
	(i) Loans & Advances considered good in respect of which the bank is fully secured		10,860,019,743	23,066,597,594
	(ii) Loans & Advances considered good against which the bank holds no security other than the debtors' personal guarantee		35,367,834,984	31,796,060,400
	(iii) Loans & Advances considered good and secured by the personal undertaking of one or more parties in addition to the personal guarantee of the debtors		17,048,694,183	-
	(iv) Loans adversly classified, provission not maintained thereagainst		63,276,548,910	54,862,657,994
	(v) Loans & Advances due by directors or officers of the bank or any of them either separately or jointly with any other persons			
	(vi) Loans & Advances due from companies or firms in which the directors of the bank are interested as directors, partners or managing agents or, in case of private companies, as members		109,129,102	110,279,955
	(vii) Maximum total amount of advances, including temporary advances made at any time during the year to directors or managers or officers of the bank or any of them either separately or jointly with any other persons			
	(viii) Maximum total amount of advances, including temporary advances granted during the year to the companies or firms in which the directors of the Bank are interested as directors, partners or managing agents or, in the case of private companies, as members		-	-
	(ix) Due from other banking companies		-	-
	(x) Amount of classified loans on which interest has not been charged:			
	a. i)(Decrease)/Increase in provision,		770,395,262	465,692,649
	ii) amount of loan written off		-	-
	iii) amount realised against loan previously written off;		-	-
	b. Amount of provision kept against loan classified as ' bad/ loss'		1,710,559,724	933,225,033
	c. Interest creditable to the interest suspense A/c;		1,500,249,328	1,076,755,986
	(xi) Cumulative amount of loans written-off		546,305,469	75,896,067
	(xii) Amount of loans written-off during the year		470,409,402	75,896,067
	(xiii) The amount of written off loan for which law suit has been filed		470,409,402	75,896,067

	Particulars		2024 BDT	2023 BDT
7.14	Audited Financial Statements are mandatory documents for any company applying for new loan facility from bank. The bank reviews the Audited Financial Statements while assessing any new credit / Loan facilities to any new customers. In compliance with BRPD Circular Letter No. 04, dated January 04, 2021, the bank obtained audited financial statements while approving any new loan facility and wherever required under Financial Reporting Act'2015. Audited Financial Statements are preserved in the loan files by the bank and during each review latest audited financials are also obtained. However, in some special circumstances where latest Audited Financial Statements is not available and where there is valid reason for delay in submission of latest audited financial, the bank uses interim Management Accounts for conducting the Internal Credit Risk Rating (ICRR) for the purpose of renewal of any loan facilities as per guidelines of ICRR of Bangladesh Bank. However, from September' 2021 the Bank is verifying the Financial Statements using the Document Verification System (DVS) as per BRPD Circular Letter 35 dated July 06, 2021 and FRC Letter No. 178/FRC/APR/2021/27(28) dated December 08, 2021.			
8. a	Consolidated Fixed Assets including Premises, Furniture & Fixture			
	Midland Bank PLC.		871,245,407	-
	Midland Bank Asset Management Company Ltd.		7,603,532	-
			878,848,938	-
8.00	Fixed Assets including Premises, Furniture & Fixture			
	Property, Plant & equipment			
	Computer and Peripherals		430,704,184	295,849,031
	Furniture & Fixture		250,190,936	239,670,360
	Office Equipment		207,129,407	212,721,271
	Motor Vehicles		36,348,949	31,125,193
	Books		20,260	20,260
	Intangible Assets		155,277,537	108,900,598
	Right of Use Assets		914,648,538	833,365,395
	Land, Building & Construction		-	-
	Total Cost		1,994,319,812	1,721,652,109
	Less: Accumulated Depreciation		1,123,074,405	1,110,902,598
	Book value at the end of the year		871,245,407	610,749,511
	Details are shown in Annex-C			
9. a	Consolidated Other Assets			
	Midland Bank PLC.		4,534,217,504	-
	Midland Bank Asset Management Company Ltd.		5,538,285	-
			4,539,755,788	-
9.00	Other Asset			
	Classification of Other Assets			
	A) Income generating Other Asset		-	-
	B) Non-Income generating Other Asset :			
	Advance Rent (note-9.01)		-	-
	Interest Accrued on Investment but not collected & other income receivable		1,058,514,379	791,570,009
	Dividend Receivable		37,908,531	45,273,314
	Preliminary Expenditure		-	-
	Advance Income Tax (note-9.02)		2,360,141,202	2,615,351,806
	Suspense Account (note-9.03)		172,453,184	53,168,334
	Advance Subscription		1,783,788	490,384
	Advance to Subsidiary Company		3,207,171	6,735,276
	Prepaid Insurance		3,343,902	2,737,989
	Stationery, Stamps, Printing materials in stock etc.		8,006,996	11,232,433
	Sundry Assets (note-9.04)		89,465,436	165,815,032
	Stamp in Hand		1,749,696	1,399,106
	Branch Adjustment (note-9.05)		-	-
	Deferred Tax Assets (note-9.06)		759,325,550	546,613,862
	Exchange House		1,203,974	286,814
	Clearing House and BFTN Adjustment		37,113,696	(2,243,897)
			4,534,217,504	4,238,430,461
	Total Other Asset (A+B)		4,534,217,504	4,238,430,461

	Particulars	2024	2023
		BDT	BDT
9.01	Advance Rent adjusted due to IFRS 16.		
9.02	Advance Income Tax		
	Opening Balance	2,615,351,806	2,050,142,134
	Less: Adjustment made during the year	969,645,200	-
	Add: Payment during the year	714,434,596	565,209,672
	Closing Balance	2,360,141,202	2,615,351,806
9.03	Suspense account represents advance paid for encashment of PSP,BSP & WEDB, advances for opening of new branches, procurement of equipments, etc, awating for adjustment.		
9.04	Sundry Assets		
	Security Deposit	364,678	1,044,678
	Stock of Assets	-	-
	Receivable from Bangladesh Bank- Time Loan-WC under stimulus packag	13,086,345	13,086,345
	Receivable from Brokerage House	20,361,163	115,271,918
	Sundry Debtors	18,127,671	4,440,149
	MFS Settlement Account	25,752,883	22,825,839
	OBU Adjustment Account	-	-
	Prepaid Interest	7,168,393	4,984,022
	Prepaid Furniture Allowance	4,604,304	4,162,082
		89,465,436	165,815,032
9.05	Branch Adjustment (net)		
9.06	Deferred tax asset/ (Liability)		
	Opening Balance	546,613,862	589,250
	Deferred tax Expenses/ (Income)	(212,711,688)	(546,024,612)
	Closing Balance Deferred Tax asset/ (liability)	759,325,550	546,613,862
9.06.01	Computation of deferred tax		
	Specific Provision for Loans & Advances	1,977,932,485	1,448,788,189
	Less: Tax Base	-	-
	Deductable temporary difference	1,977,932,485	1,448,788,189
	Accounting written down value- Fixed Assets	418,539,260	300,590,227
	Less: Tax base written down value- Fixed Assets	459,859,413	352,928,575
	Taxable temporary difference	(41,320,153)	(52,338,348)
	Right of Use of Assets	452,706,147	310,159,284
	Lease Obligation	401,699,130	265,236,388
	Taxable temporary difference	(51,007,017)	(44,922,896)
	Book value - Gratuity provision	194,490,000	148,320,300
	Less: Tax base - Gratuity provision	55,227,182	42,210,280
	Deductable temporary difference	139,262,818	106,110,020
	Net deductable temporary difference	2,024,868,133	1,457,636,965
	Effective tax rate	37.50%	37.50%
	Deferred Tax Assets/(Liability)	759,325,550	546,613,862
	Deferred Tax (Expenses)/Income		
	Closing Deferred Tax Assets	759,325,550	546,613,862
	Opening Deferred Tax Assets/(Liability)	546,613,862	589,250
	Deferred Tax (Expenses)/Income	212,711,688	546,024,612
9.07	Classification of Other Asset		
	Unclassified	4,486,658,109	4,201,814,546
	Substanderd	-	-
	Doubtful	3,728,660	-
	Bad/Loss	43,830,735	36,615,916
		4,534,217,504	4,238,430,461

	Particulars	2024	2023
		BDT	BDT
10.00	Non-Banking Assets		
	Land at cost (market value of the land at BDT 14.54 million)	12,585,359	12,585,359
		12,585,359	12,585,359
	The Bank filed on Artha Rin suit bearing # 539/2017, dated 02.03.2017 against one default customer, A/C : Al-Fahad Air Ticketing & Medical Tourism Limited. The Bank has been awarded the ownership of the mortgage properties according to the verdict of the honorable court in accordance with section 33(5) of "Artharin Adalat 2003". Subsequent approval taken from the Board of Directors of the Bank, the full amount of loan of BDT 12.59 million (market value of the property at BDT 14.54 million) transferred to Non-Banking Assets of the Bank, which will continue to sustain in Bank's Balance Sheet until sale / disposal of the said property acquired by the Bank u/s 33(5) of the Artha Rin Adalat Ain 2003 as mortgagee Bank. As per Bangladesh Bank Guideline, 100% provision has been maintained against this asset during the year.		
11. a	Consolidated Borrowing From Other Banks, Financial Institutions & Agents		
	Midland Bank PLC.	8,971,081,435	-
	Midland Bank Asset Management Company Ltd.	-	-
		8,971,081,435	-
11.00	Borrowings From Other Banks, Financial Institutions & Agents		
	In Bangladesh	8,971,081,435	6,315,704,136
	Outside Bangladesh	-	-
		8,971,081,435	6,315,704,136
11.01	In Bangladesh:		
	Borrowings from Bank/Other Institutions:	1,820,000,000	550,000,000
	Bank Alfalah Ltd	-	450,000,000
	Uttara Bank PLC.	-	100,000,000
	Jamuna Bank PLC.	1,240,000,000	-
	Mercantile Bank PLC.	480,000,000	-
	City Bank PLC.	100,000,000	-
	Repo of Treasury Bill/Bond		
	Bangldesh Bank (LS)	1,694,707,000	760,000,000
	Refinance from Bangladesh Bank	1,350,373,135	452,904,475
	Investment Promotion and Financing Facility (IPFF)	2,896,611,577	3,175,898,318
	Borrowings From Bangladesh Bank (EDF)	1,209,389,723	1,376,901,343
		5,456,374,435	5,005,704,136
	Total	8,971,081,435	6,315,704,136
11.02	Security against Borrowing From Other Banks, Financial Institutions and Agents		
	Secured	-	-
	Unsecured	8,971,081,435	6,315,704,136
		8,971,081,435	6,315,704,136
11.03	Maturity Grouping of Borrowing From other Banks, Financial Institutions & Agents		
	On Demand	212,540,000	555,600,000
	Up to one month	1,617,460,000	122,000,000
	Not more than three months	302,960,000	145,000,000
	More than three months but less than one year	405,012,360	1,292,000,000
	More than one year but less than five years	3,075,037,775	1,013,865,470
	More than five years	3,358,071,300	3,188,700,000
		8,971,081,435	6,317,165,470
12. a	**Consolidated Deposit**		
	Midland Bank PLC.	75,205,065,593	-
	Midland Bank Asset Management Company Ltd.	-	-
	Less: Intra Group Transaction	(18,475,176)	-
		75,186,590,417	-

	Particulars	2024 BDT	2023 BDT
12.00	**Deposit and Other Accounts**		
	From Banks	309,693,854	2,590,614,788
	From Customers	74,895,371,738	57,712,109,457
		75,205,065,593	**60,302,724,245**
12.01	**Customer Deposits and Other Accounts:**		
	Current Deposits & Other Accounts :		
	Current Deposits & Other Accounts :	4,398,710,393	3,051,608,329
	Foreign Currency Deposits	2,712,667,701	2,842,509,416
	Sundry Deposits	2,556,380,963	2,275,760,127
		9,667,759,057	**8,169,877,872**
	Bills Payable :		
	Payment Order Issued	373,020,816	465,290,468
	Pay Slip Issued	-	-
	Demand Draft Payable	-	-
		373,020,816	**465,290,468**
	Short Notice Deposits	**8,965,777,489**	**6,955,027,629**
	Savings Deposits	**6,095,579,408**	**5,638,958,266**
	Fixed Deposits	**42,906,513,683**	**33,068,915,121**
	Deposit Schemes:		
	MDB Super Monthly Savings	2,857,616,731	2,913,460,576
	MDB Double Benefit	613,235,321	603,500,100
	MDB Family Support	2,820,111,773	1,649,640,870
	MDB Corporate Support	142,795,553	165,327,685
	MDB Shikhsha Sanchay Scheme	19,443,182	21,760,737
	MDB Special Rural Savings	-	-
	Midland-Nirbhorotha	-	-
	MDB Millionaire Savings Scheme	264,698,781	263,764,563
	MDB Kotipoti	223,963,409	193,162,220
	MDB Platinum Savings Scheme	152,275,516	117,716,079
	MDB Traveller's Savings Scheme	12,794,430	15,473,507
	MDB Saalam Monthly Scheme	56,030,986	43,362,652
	MDB Saalam Hajj Savings Scheme	2,068,197	2,214,501
	Saalam Digital Monthly Savings Scheme	29,493,847	13,813,219
	Saalam Digital Hajj Savings Scheme	1,887,415	1,458,179
		7,196,415,140	**6,004,654,888**
	Total	**75,205,065,593**	**60,302,724,245**
12.02	**Maturity grouping of Deposit and Other Accounts:**		
	On Demand	1,061,100,000	972,380,706
	Repayable within one month	3,009,100,000	14,743,819,294
	More than one month but within three months	18,504,800,000	13,876,500,000
	More than three months but within one year	26,322,910,000	15,088,100,000
	More than one year but within five years	25,762,360,111	14,951,928,764
	More than five year but within ten years	544,795,481	669,995,481
		75,205,065,593	**60,302,724,245**
12.03	**Demand & Time Deposits**		
	a) Demand Deposits	**10,589,382,020**	**9,142,674,584**
	Current Deposit	4,398,710,393	3,051,608,329
	Savings Deposit	548,602,147	507,506,244
	Foreign Currency Deposit (non interest bearing)	2,712,667,701	2,842,509,416
	Sundry Deposit	2,556,380,963	2,275,760,127
	Bills Payable	373,020,816	465,290,468

	Particulars	2024	2023
		BDT	BDT
	b) Time Deposits	**64,615,683,573**	**51,160,049,661**
	Saving Deposits	5,546,977,261	5,131,452,022
	Fixed Deposits	42,906,513,683	33,068,915,121
	Short Notice Deposits	8,965,777,489	6,955,027,629
	Deposit Under Schemes	7,196,415,140	6,004,654,888
	Total Demand & Time Deposits	**75,205,065,593**	**60,302,724,245**
12.04	**Sectorwise Deposits**		
	Government	2,087,632,629	1,783,568,698
	Deposit Money Banks	309,693,854	2,590,614,788
	Other Public	6,559,924,620	4,079,761,667
	Foreign Currency	3,624,215,944	4,009,901,859
	Private	62,623,598,545	47,838,877,233
		75,205,065,593	**60,302,724,245**
13. a	**Consolidated Other Liabilities**		
	Midland Bank PLC.	8,920,658,309	-
	Midland Bank Asset Management Company Ltd.	6,242,917	-
		8,926,901,226	**-**
13.00	**Other Liabilities**		
	Provision for Loans and Advances (Note 13.01)	2,508,776,339	1,943,355,004
	Special General Provision -COVID 19 (Note 13.02)	-	112,324,283
	Provision for Off Balance Sheet Items (Note 13.03)	124,616,475	104,793,283
	Provision for Other Assets(Note 13.04)	46,882,555	39,623,679
	Provision for Income Tax (Note 13.05)	2,631,120,116	3,077,798,674
	Interest Payable on Borrowing	333,416,379	194,183,632
	Audit fee Payable	345,000	345,000
	Accrued Expenses	201,134,944	127,719,727
	Unearned Income (for investment & placement)	570,950,978	465,663,470
	Startup Fund	36,834,098	28,654,585
	Lease Liability (note-13.06)	401,699,130	265,236,388
	Interest Suspense (Note 13.07)	1,500,249,328	1,076,755,986
	Provision for Share, Commercial Paper & Bond (Note 13.08)	418,581,792	161,812,935
	Provision for Non-Banking Asset	12,585,359	12,585,359
	Other Liabilities	133,465,816	45,926,242
		8,920,658,309	7,656,778,247

As per Bangladesh Bank SMESPD Circular Letter no. 05 dated April 26, 2001 Provision for Startup Fund has been maintained against 1% net profit after tax starting from the year 2020.

13.01	**Provision for Loans and Advances**		
	For Unclassified		
	Opening Balance	494,566,815	452,397,042
	Add: Provision made during the year	36,277,039	42,169,773
	Closing Balance	**530,843,854**	**494,566,815**
	For Classified		
	Opening Balance	1,448,788,189	954,672,048
	Add: Recovery from earlier write off loan	2,569,641	-
	Add: Transfer from Special General Provision -COVID 19	112,324,283	-
	Add: Provision made during the year	770,395,262	465,692,649
	Add: Provision transfer from Provision for Share, Commercial Paper & Bond	-	102,100,000
	Less: Provision transfer to Provision for Share, Commercial Paper & Bond	102,100,000	-
	Less: Loan written off during the year	254,044,890	73,676,508
	Closing Balance	**1,977,932,485**	**1,448,788,189**
		2,508,776,339	**1,943,355,004**

	Particulars	2024 BDT	2023 BDT
13.02	**Special General Provision -COVID 19**		
	A. Opening Balance	**112,324,283**	**170,865,864**
	B. Less: Transferred to specific provision	(112,324,283)	-
	C. Less: Provision release due to recovery	-	58,541,581
	D. Net Provision Charged in Profit & Loss Account [B-C]	**(112,324,283)**	**(58,541,581)**
	E. Closing Balance [A+D]	**-**	**112,324,283**
13.03	**Provision for Off Balance Sheet Items**		
	Opening Balance	104,793,283	112,994,697
	Add: Provision made during the year	19,823,192	(8,201,414)
	Less: Provision transferred to Loans and Advances	-	-
	Closing Balance	**124,616,475**	**104,793,283**
	In accordance with Bangladesh Bank Foreign Exchange Policy Department, Circular Letter No. FEPD(FEMO)/01/2005-677 dated 13 September 2005, the quarterly review of Nostro Accounts for the quarter ended 31 December 2024 reflect the true state of the Nostro Account entries recorded correctly and after review a separate audit certificate has also been given by the Auditor.		
13.04	**Provision for Other Assets**		
	Opening Balance	39,623,679	37,364,962
	Add: Provision made during the year	8,081,865	3,712,324
	Less: written off during the year	822,989	1,453,607
	Closing Balance	**46,882,555**	**39,623,679**
	Provision for other assets made for legal expenses, protested bills, expenditure related to unreconciled entries and other assets that are classified as bad and loss as per Bangladesh Bank BRPD Circular 4 dated April 12, 2022.		
13.05	**Provision for Income Tax***		
	Opening Balance	3,077,798,674	2,387,679,130
	Less: Adjustment made with advance tax during the year	969,645,200	-
	Less: Adjustment of surplus provision	-	-
	Add: Provision for compensation in Islami Banking Wing(IBW)	3,000,000	-
	Add: Provision made during the year	519,966,642	690,119,544
		2,631,120,116	**3,077,798,674**
	*Income tax provision has been made as per Income Tax Act 2023 and as amended for the time being .		
13.06	**Lease liability created due to IFRS 16.**		
13.07	**Interest Suspense Account**		
	Opening Balance	1,076,755,986	868,462,210
	Add: Addition during the year	928,125,937	629,584,773
	Less: Written off during the year	216,364,512	2,219,559
	Less: Recovery during the year	288,268,084	419,071,438
	Closing Balance	**1,500,249,328**	**1,076,755,986**
13.08	**Provision for Share, Commercial Paper & Bond**		
	Opening Balance	161,812,935	242,941,996
	Add: Provision made during the year	154,668,857	20,970,939
	Add: Provision transferred from Loans and Advances	102,100,000	-
	Less: Provision transferred to Loans and Advances	-	102,100,000
	Closing Balance	**418,581,792**	**161,812,935**
14.00	**Shareholders' Equity**		
	Paid up Capital (note 15.02)	6,396,697,530	6,396,697,530
	Statutory Reserve (note 16.00)	2,106,810,799	1,881,769,558
	Revaluation Reserve on Investment in Securities (note 17.00)	39,519,156	3,337,887
	Retained Earnings (note 18.00)	1,133,753,163	868,857,541
		9,676,780,648	**9,150,662,516**

	Particulars		2024	2023
			BDT	BDT
15.00	**Capital**			
15.01	**Authorized Capital:**			
	1,000,000,000 ordinary shares of Tk. 10 each		10,000,000,000	10,000,000,000
15.02	**Issued, subscribed and Paid-up Capital:**			
	639,669,753 Ordinary shares of Taka 10 each issued for cash.		6,396,697,530	6,396,697,530
			6,396,697,530	**6,396,697,530**
15.03	**The break up of Issued, Subscribed and Paid-up Capital is as follows:**			
				December 31, 2024
		No. of shares	Value of shares BDT	% of holding
	Sponsors/Directors	489,970,438	4,899,704,380	76.60%
	Institutions	56,820,091	568,200,910	8.88%
	Individuals	92,879,224	928,792,240	14.52%
		639,669,753	**6,396,697,530**	**100%**
15.04	Capital Adequacy Ratio			
	In terms of section 13 (2) of the Bank Company Act 1991 and Bangladesh Bank BRPD circular no. 35 dated December 29, 2010, required capital of the Bank at the close of business on December 31, 2024 was 12.50% of Risk-Weighted Assets of BDT 55,955,602,535 i.e. BDT 6,994,450,317 or BDT 5,000,000,000, whichever is higher as against available core capital of BDT 8,857,819,986 and supplementary capital of BDT 530,843,854 making a total capital of BDT 9,388,663,840 thereby showing a surplus capital of BDT 2,394,213,523. Details are given below:			
	Total risk weighted assets		55,955,602,535	53,122,650,192
	Required Capital : 12.50% of total risk weighted asset or BDT 500 cr, whichever is higher		6,994,450,317	6,640,331,274
	Actual capital maintained			
	Core Capital (Tier-I) :			
	Paid up Capital		6,396,697,530	6,396,697,530
	Statutory Reserve		2,106,810,799	1,881,769,558
	Retained Earnings		1,133,753,163	868,857,541
			9,637,261,492	**9,147,324,629**
	Deduction from Tier - I (Core Capital)			
	Intangible Assets		74,803,059	52,197,508
	Deferred Tax adjustment		704,638,448	516,130,792
			8,857,819,986	**8,578,996,329**
	Supplementary Capital (Tier-II) :			
	General Provision		530,843,854	599,360,098
	Revaluation Reserve on Investment in Securities		-	-
			530,843,854	**599,360,098**
	Total Capital (Tier-I+Tier-II)		**9,388,663,840**	**9,178,356,427**
	Surplus		**2,394,213,523**	**2,538,025,153**
	Capital to Risk Weighted Asset Ratio (CRAR)		**16.78%**	**17.28%**
15.4.1	**Capital Requirement**	**Required**	**Held**	**Held**
	Tier-I	8.50%	15.83%	16.15%
	Tier-II	4.00%	0.95%	1.13%
	Total	**12.50%**	**16.78%**	**17.28%**
16.00	**Statutory Reserve**			
	Opening Balance		1,881,769,558	1,626,329,243
	Add: Transferred during the year (20% of pre-tax profit)		225,041,241	255,440,315
	Closing Balance		**2,106,810,799**	**1,881,769,558**

	Particulars	2024	2023
		BDT	BDT
17.00	**Revaluation Reserve on Investment in Securities**		
	Opening Balance	3,337,887	1,155,553
	Add: Addition during the year	679,388,165	40,269,913
	Less: Adjustment of Revaluation Reserve	643,206,896	(38,087,579)
	Closing Balance	**39,519,156**	**3,337,887**
18. a	**Consolidated Retained Earnings**		
	Midland Bank PLC.	1,133,753,163	-
	Midland Bank Asset Management Company Ltd.	(4,007,639)	-
		1,129,745,524	**-**
18.00	**Retained Earnings**		
	Opening Balance	868,857,541	322,357,156
	Add: Profit made during the year	817,951,252	1,133,106,643
	Less: Transferred to Statutory Reserve	(225,041,241)	(255,440,315)
	Less: Transferred to CSR	-	-
	Less: Transferred to Start Up Fund	(8,179,513)	(11,331,066)
	Less: Dividend paid	(319,834,877)	(319,834,877)
	Closing Balance	**1,133,753,163**	**868,857,541**
18.01a	**Consolidated Retained Surplus Brought Forwarded**		
	Midland Bank PLC.	549,022,665	-
	Midland Bank Asset Management Company Ltd.	(172,500)	-
		548,850,165	**-**
18.01	**Retained Surplus Brought Forwarded**		
	Opening Balance	868,857,541	322,357,156
	Less: Dividend paid	(319,834,877)	(319,834,877)
		549,022,665	**2,522,280**
19. a	**Consolidated Contingent Liabilities**		
	Midland Bank PLC.	17,939,141,406	-
	Midland Bank Asset Management Company Ltd.	-	-
		17,939,141,406	**-**
19.00	**Contingent Liabilities**		
19.01	**Acceptance and endorsements**		
	Foreign	155,849,174	136,768,809
	Local	2,149,640,643	2,576,637,135
	EPZ	8,678,963	17,305,019
		2,314,168,781	**2,730,710,963**
19.02	**Letter of Guarantee**		
	Foreign	1,139,993,085	228,773,831
	Local	8,433,243,915	5,691,704,699
		9,573,237,000	**5,920,478,530**
19.02.01	**Letter of Guarantee**		
	Money for which the bank is contingently liable in respect of guarantees given favoring :		
	Directors	-	-
	Government	-	-
	Bank and other Financial Institutions	-	-
	Others	9,573,237,000	5,920,478,530
		9,573,237,000	**5,920,478,530**

	Particulars	2024	2023
		BDT	BDT
19.03	**Irrevocable Letter of Credit**		
	Letter of Credit (Sight)	39,966,653	87,866,865
	Letter of Credit (Back to Back/Deferred)	1,052,259,549	1,454,855,425
	Letter of Credit (Cash & Others)	1,823,529,509	2,367,997,614
		2,915,755,712	**3,910,719,905**
19.04	**Bills for Collection**		
	Foreign Bill Collection	972,324,554	494,862,666
	Local/Inland Bill Collection	2,163,655,360	900,147,917
		3,135,979,914	**1,395,010,583**
		17,939,141,406	**13,956,919,981**
20.00	**Income Statement**		
	Income:		
	Interest, Discount and Similar Income	8,617,262,033	6,014,541,463
	Dividend income	105,992,824	101,441,175
	Fee, Commission and Brokerage	154,119,405	134,827,519
	Gain less losses arising from dealing securities	-	-
	Gain less losses arising from investment securities	-	-
	Gain less losses arising from dealing in Foreign Currencies	632,242,080	549,248,865
	Income from non Banking Asset	-	-
	Other Operating Income	148,582,205	132,141,671
	Profit less losses on Interest Rate Changes	-	-
		9,658,198,548	**6,932,200,693**
	Expenses		
	Interest, Fee and Commission	5,962,414,697	3,740,456,753
	Losses on Loans and advances	-	-
	Administrative expenses	787,191,980	708,317,991
	Other operating expenses	533,063,495	511,428,176
	Depreciation on Banking Assets	261,075,956	228,993,508
		7,543,746,127	**5,189,196,428**
	Operating profit	**2,114,452,421**	**1,743,004,265**
21. a	**Consolidated Interest Income / Profit on Investment**		
	Midland Bank PLC.	6,020,822,065	-
	Midland Bank Asset Management Company Ltd.	1,060,222	-
	Less: Intra Group Transaction	(1,060,222)	-
		6,020,822,065	**-**
21.00	**Interest Income / Profit on Investment**		
	Loans and Advances (note-21.01)	5,857,612,641	4,361,792,672
	Money at Call and Short Notice	22,611,647	9,775,989
	Balance with Other Banks and Financial Institutions (note-21.02)	131,672,995	128,481,137
	Bangladesh Bank Foreign Currency Clearing Account	8,924,783	3,407,628
		6,020,822,065	**4,503,457,426**

	Particulars	2024 BDT	2023 BDT
21.01	**Interest on Loans and Advances / Profit on Investment**		
	Term Loan	1,995,748,705	1,478,335,746
	Overdraft	1,100,143,037	735,706,186
	Time Loan	1,607,927,261	1,184,340,019
	Cash Credit	167,276,247	185,915,799
	Trust Receipt	388,232,956	248,768,215
	Consumer Loan	178,318,455	112,220,667
	Payment Against Documents(PAD)	955,422	381,040
	Agricultural Credit	11,863,257	3,571,053
	EDF Loan	-	72,129,144
	Packing Credit	2,601,018	4,587,011
	Staff Loan	5,304,294	5,130,775
	Other Loans and Advances	30,142,322	58,768,645
	Bill Purchased and Discounted	369,099,666	271,938,373
		5,857,612,641	4,361,792,672
		5,857,612,641	**4,361,792,672**
21.02	**Interest on Balance with other Bank and Financial Institution**		
	Interest on Balance with other Bank in Bangladesh	131,672,995	128,481,137
	Interest on Balance held with outside Bangladesh	-	-
		131,672,995	**128,481,137**
22. a	**Consolidated Interest/Profit Paid on Deposit & Borrowing, etc.**		
	Midland Bank PLC.	5,962,414,697	-
	Midland Bank Asset Management Company Ltd.	143,409	-
	Less: Intra Group Transaction	(1,060,222)	-
		5,961,497,884	**-**
22.00	**Interest/Profit Paid on Deposit & Borrowing, etc.**		
	Interest/Profit on Deposit and Other Accounts (note-22.01)	4,591,940,330	2,715,973,205
	Interest on Borrowing from other Banks and Financial Institutions (note-22.02)	1,348,832,205	1,008,875,269
	Interest Paid for Lease Obligation	21,642,162	15,608,279
		5,962,414,697	**3,740,456,753**
22.01	**Interest/ Profit on Deposits and Other Accounts**		
	Current Deposit	202,278,549	139,805,844
	Special Notice Deposit	223,828,712	217,246,133
	Savings Deposits	117,737,628	114,034,910
	Fixed Deposits	3,099,962,809	1,804,950,751
	Deposit Scheme	948,132,633	439,935,567
		4,591,940,330	**2,715,973,205**
22.02	**Interest on Borrowing from other Banks and Financial Institutions**		
	Call Deposits	113,419,901	149,253,112
	Local Bank Account	192,264,163	347,342,067
	Repurchase agreement (REPO)	774,768,814	322,397,008
	Refinance	157,152,287	151,137,958
	Foreign Bank Account	32,159,348	-
	Bangladesh Bank	79,067,691	38,745,124
		1,348,832,205	**1,008,875,269**

	Particulars	2024	2023
		BDT	BDT
23. a	**Consolidated Income From Investments**		
	Midland Bank PLC.	2,702,432,792	-
	Midland Bank Asset Management Company Ltd.	2,765,882	-
		2,705,198,674	-
23.00	**Income From Investments**		
	Interest on Treasury Bill, Bond, Reverse Repo	2,195,410,391	1,606,454,900
	Interest on Commercial Paper/Bond	34,444,448	37,352,685
	Gain/(Loss) on Investment in shares of quoted companies	(17,147,472)	1,653,506
	Gain on Govt. Security Trading	383,732,600	(134,377,055)
	Dividend on Investment in Shares	105,992,824	101,441,175
		2,702,432,792	**1,612,525,212**
23.01	**Gain on Govt. Security Trading**		
	Gain on Govt. Security Trading	1,404,317,010	1,896,265,906
	Loss on Govt. Security Trading	(1,020,584,410)	(2,030,642,962)
		383,732,600	**(134,377,055)**
24.00	**Commission, Exchange and Brokerage**		
	Commission (note-24.01)	154,119,405	134,827,519
	Exchange	632,242,080	549,248,865
	Brokerage	-	-
		786,361,486	**684,076,384**
24.01	**Commission**		
	Letter of Guarantee	55,821,057	50,020,514
	Letter of Credit	49,758,413	41,839,701
	Acceptance of Bills	18,433,718	22,078,817
	Export Bills	13,031,179	9,676,862
	PO, DD & TT	1,003,456	916,614
	OBC/IBC	54,943	62,231
	Underwriting Comm. on Treasury Bill/Bond	14,602,015	6,015,790
	POS/Easy Pay Commission	1,414,623	4,216,992
		154,119,405	**134,827,519**
25.00	**Other Operating Income**		
	VISA Charge	40,553,563	34,367,787
	Service and other Charges	60,890,659	55,917,090
	SWIFT Charge Recoveries	(2,099,752)	(151,837)
	Charges against cards	7,053,294	6,612,670
	Locker Rent	587,000	495,050
	Miscellaneous Earnings	34,996,089	27,577,812
	LC Charges	6,601,351	7,323,099
		148,582,205	**132,141,671**
26. a	**Consolidated Salary & Allowances**		
	Midland Bank PLC.	767,166,980	-
	Midland Bank Asset Management Company Ltd.	2,544,968	-
		769,711,948	-
26.00	**Salary & Allowances**		
	Basic Salary	287,754,972	253,391,431
	Allowances	342,901,991	325,706,706
	Bonus	76,242,158	65,907,141
	Gratuity	36,690,000	25,600,000
	Provident Fund	23,577,859	18,494,165
		767,166,980	**689,099,442**

	Particulars	2024	2023
		BDT	BDT
26.01	**Managing Director's Remuneration**		
	Basic	12,900,000	12,200,000
	Allowances	3,475,000	3,475,000
	Festival Bonus	2,150,000	1,850,000
	Incentive Bonus	1,500,000	1,000,000
	Providend Fund	-	693,548
		20,025,000	**19,218,548**
27. a	**Consolidated Rent, Tax, Insurance, Electricity, etc.**		
	Midland Bank PLC.	111,851,813	-
	Midland Bank Asset Management Company Ltd.	171,946	-
		112,023,759	**-**
27.00	**Rent, Tax, Insurance, Electricity, etc.**		
	Rent	-	-
	Rates & taxes	31,768,845	30,477,420
	Insurance	39,174,587	37,293,050
	Power, electricity etc	40,908,381	38,420,860
		111,851,813	**106,191,329**
28. a	**Consolidated Legal Expense**		
	Midland Bank PLC.	1,662,999	-
	Midland Bank Asset Management Company Ltd.	822,610	-
		2,485,609	**-**
28.00	**Legal Expense**		
	Legal Expense	1,662,999	2,330,726
		1,662,999	**2,330,726**
29. a	**Consolidated Postage, Stamps & Telephone, etc**		
	Midland Bank PLC.	27,243,829	-
	Midland Bank Asset Management Company Ltd.	36,239	-
		27,280,068	**-**
29.00	**Postage, Stamps & Telephone, etc**		
	Postage,Stamp & Courier Service	2,747,795	3,145,328
	Fax & internet	-	-
	On-line and connectivity charges	21,276,441	16,383,853
	Telephone	3,219,593	2,905,247
		27,243,829	**22,434,428**
30. a	**Consolidated Printing, Stationery, Advertisement etc.**		
	Midland Bank PLC.	60,478,082	-
	Midland Bank Asset Management Company Ltd.	79,852	-
		60,557,934	**-**
30.00	**Printing, Stationery, Advertisement etc.**		
	Printing & Stationery	49,927,892	42,570,183
	Computer Stationery	3,581,350	5,926,900
	Publicity & Advertisement	6,968,841	4,405,457
		60,478,082	**52,902,540**
31.00	**Directors' Fees**		
	Meeting fee	5,005,379	3,036,000
		5,005,379	**3,036,000**

The member of the Board of Directors are by entitled to BDT. 8000 (excluding VAT and Tax) as board meeting fees for attending each meeting as per BRPD Circular from Bangladesh Bank, Moreover Independent Directors receiving Tk. 50,000 monthly as per BRPD Circular No. 04 dated 14 February 2024.

	Particulars	2024	2023
		BDT	BDT
32. a	**Consolidated Audit Fee**		
	Midland Bank PLC.	460,000	-
	Midland Bank Asset Management Company Ltd.	34,500	-
		494,500	**-**
32.00	**Audit Fee**		
	Audit Fee	460,000	460,000
		460,000	**460,000**
33. a	**Consolidated Depreciation & Repairs**		
	Midland Bank PLC.	311,411,946	-
	Midland Bank Asset Management Company Ltd.	768,758	-
		312,180,704	**-**
33.00	**Depreciation on & Repairs to Bank's property**		
	Depreciation:		
	a) Tangible Assets	**84,596,144**	**64,879,534**
	Computer and Peripherals	44,193,492	22,929,323
	Furniture & Fixture	21,631,149	22,433,480
	Office Equipment	15,398,215	17,849,167
	Motor Vehicles	3,373,288	1,666,779
	Books	-	785
	b) Intangible Assets	**23,771,388**	**6,768,826**
	c) Leased Assets	**152,708,423**	**157,345,149**
	Total Depreciation (a+b)	**261,075,956**	**228,993,508**
	Repairs on Bank's property	50,335,990	61,618,361
		311,411,946	**290,611,869**
34. a	**Consolidated Other Expenditure**		
	Midland Bank PLC.	276,025,402	-
	Midland Bank Asset Management Company Ltd.	91,230	-
		276,116,632	**-**
34.00	**Other Expenditure**		
	Security & Auxiliary Service	93,079,610	82,996,819
	Office Cleaning & Maintenance	55,321	59,102
	Car Expense	6,076,358	5,393,010
	Preliminary Expenditure	-	-
	Entertainment	23,475,510	14,190,245
	Travelling	3,849,690	2,093,920
	Conveyance	6,909,973	5,849,760
	Newspaper & Magazines	2,845,100	1,263,810
	Q-Cash, ATM Cards, VISA Cards	59,634,333	61,387,856
	Medical Expenses	143,939	142,452
	Training Expenses	850,540	364,252
	Bank Charges	11,224,712	9,013,035
	AGM Expenses	1,022,805	257,304.00
	Corporate Social Responsibility (CSR) activities	4,763,432	17,879,055
	IPO Issue Expenses	-	27,298,936
	Business Development Expense	7,124,744	6,727,904
	Subscription & Donation	1,952,634	1,915,146
	Miscellaneous Expense	53,016,703	25,622,187
		276,025,402	**262,454,792**

	Particulars		2024	2023
			BDT	BDT
35. a	**Consolidated Provision Against Loans -Advances, Investment and others**			
	Midland Bank PLC.		989,246,215	-
	Midland Bank Asset Management Company Ltd.		1,988,097	-
			991,234,312	-
35.00	**Provision Against Loans -Advances, Investment and others**			
	Provision for Unclassified Loans and Advances		36,277,039	42,169,773
	Special General Provision -COVID 19		-	(58,541,581)
	Provision for Classified Loans & Advances		770,395,262	465,692,649
	Provision for Off Balance Sheet Items		19,823,192	(8,201,414)
	Provision for diminution in Investments		154,668,857	20,970,939
	Provision for Non-Banking Asset		-	-
	Provision for Other Assets		8,081,865	3,712,324
	Total amount of provision made during the year		**989,246,215**	**465,802,690**
36. a	**Consolidated Provision for Tax**			
	Midland Bank PLC.		307,254,955	-
	Midland Bank Asset Management Company Ltd.		979,633	-
			308,234,588	-
36.00	**Provision for Tax**			
	Current tax		519,966,642	690,119,544
	Deferred tax* (note 9.06)		(212,711,688)	(546,024,612)
	Total		**307,254,954**	**144,094,932**
	* Deferred tax has been calculated as per "IAS:12 Income Taxes" and it is the timing differences arising between the carrying value of specific provission for classified loan, lease asset-liability ,gratuity liability & fixed assets.			
37.00	**Statutory Reserve**			
	Transferred during the year		225,041,241	255,440,315
	Add: Adjustment of previous year		-	-
			225,041,241	**255,440,315**
38.00	**Provision for CSR**			
	Corporate Social Responsibility (CSR) activities		-	-
			-	-

39.00	**Net Asset Value Per Share (NAV)**			
		Consolidated 2024	Solo 2024	Solo 2023
	Net Asset Value	9,672,773,009	9,676,780,648	9,150,662,516
	Number of ordinary shares outstanding	639,669,753	639,669,753	639,669,753
	Net Asset Value Per Share (NAV)	**15.12**	**15.13**	**14.31**
40.00	**Earning Per Share (EPS):***	Consolidated 2024	Solo 2024	Solo 2023
	Net Profit After Tax	814,116,114	817,951,252	1,133,106,643
	Number of Ordinary Shares outstanding	639,669,753	639,669,753	639,669,753
	Earning Per Share (EPS)	**1.27**	**1.28**	**1.77**
	*Earnings per share has been calculated in accordance with IAS-33: Earnings Per Share (EPS).			
41.00	**Net Operating Cash Flow Per Share**			
		Consolidated 2024	Solo 2024	Solo 2023
	Net Operating Cash Flow	6,841,619,118	6,866,679,144	351,708,108
	Number of ordinary shares outstanding	639,669,753	639,669,753	639,669,753
	Net Operating Cash Flow Per Share	**10.70**	**10.73**	**0.55**

	Particulars		2024	2023
			BDT	BDT
42. a	**Consolidated Received from Other Operational Income**			
	Midland Bank PLC.		148,582,205	-
	Midland Bank Asset Management Company Ltd.		-	-
			148,582,205	**-**
42.00	**Received from Other Operational Income**			
	Postage Charge Recoveries		-	-
	Telephone & Telegram Charge Recoveries		-	-
	VISA Charge		40,553,563	34,367,787
	Service and other Charges		60,890,659	55,917,090
	SWIFT Charge Recoveries		(2,099,752)	(151,837)
	Charges against cards		7,053,294	6,612,670
	Locker Rent		587,000	495,050
	Miscellaneous Earnings		34,996,089	27,577,812
	LC Charges		6,601,351	7,323,099
			148,582,205	**132,141,671**
43. a	**Consolidated Payment for Other Operational Expenses**			
	Midland Bank PLC.		533,063,495	-
	Midland Bank Asset Management Company Ltd.		4,661,550	-
			537,725,045	**-**
43.00	**Payment for Other Operational Expenses**			
	Rent, Tax, Insurance, Electricity		111,851,813	106,191,329
	Legal Expense		1,662,999	2,330,726
	Postage, Stamps, Telegram & Telephone		27,243,829	22,434,428
	Audit fee		460,000	460,000
	Printing, Stationery, Advertisement		60,478,082	52,902,540
	Directors' Fee		5,005,379	3,036,000
	Repair & Maintenance		50,335,990	61,618,361
	Other Expenditure		276,025,402	262,454,792
			533,063,495	**511,428,176**

44.00 Related Party transaction Disclosures of the Bank

i)	Name of the Directors together with a list of entities in which they have interest	Annexure- D

ii) Significant contracts where Bank is a party and wherein Directors have interest during the year 2024:

Name of the party	Relationship	Nature of transaction	Amount
			Nil

iii)	Share issued to Directors and Executives without consideration or exercisable at a discount	Nil

iv) Related Party Transaction:

Name	Relationship	Nature of Transaction	Limit	Amount Outstanding Loan
Kazi Shayan Ekramullah	Shareholder	Credit Card	500,000	373,832
A.K.M Badiul Alam	Director	Credit Card	500,000	160,648
Md Jahangir Miah	Family member of Director	Credit Card	500,000	262,483
Md. Zahid Miah	Family member of Director	Credit Card	500,000	400

Particulars			2024	2023
			BDT	BDT

Name	Relationship	Nature of Transaction	Limit	Amount Outstanding Loan
Fouzia Ekramullah	Sponsor Shareholder	Credit Card	500,000	24,807
Nilufer Zafarullah	Director	Credit Card	500,000	7,252
Anushka Mehreen Zafar	Sponsor Shareholder	Credit Card	500,000	19,723
Zobaida Mahaboob Latif	Family member of Sponsor Shareholder	Credit Card	500,000	19,696
Master Abul Kashem	Director	Credit Card	500,000	325
Mohammed Jamal Ullah	Director	Credit Card	500,000	81,303
Susmita Sompa	Family member of Director	Credit Card	500,000	721
Sabiha Mahboob	Family member of Director	Credit Card	500,000	121
Kazi Raihan Zafar	Director	Credit Card	500,000	409,769
Manshood Alam	Family member of Director	Credit Card	500,000	15,742
				1,376,823

v) Lending policies to related parties: Lending to related parties is affected as per requirement of section 27 (1) of the Bank company Act 1991.

Name	Relationship	Nature of Transaction	Limit	Outstanding Loan Amount
			Sub-Total (B)	-
			Total (C=A+B)	**1,376,823**

vi) Business other than banking business with any related concern of the Directors as per section 18(2) of the Bank Company Act 1991:

Lease agreement made with the Director

Name	Nature of Transaction	Name of Party	Amount
Mrs. Nilufer Zafarullah, Director	Office Rent	Hong Kong Shanghi Tower	27,945,041
Mrs. Lutfa Begum, Family Member of Director	Office Rent	Helal Tower	1,498,128
Mrs. Lutfa Begum, Family Member of Director	ATM Booth Rent	Hazrat Amanat Shah Spinning Mills Ltd.	Free of Cost
Mr. A. K.M Badiul Alam, Director	ATM Booth Rent	KASBA Tower	Free of Cost
Mr. A. K.M Badiul Alam, Director	ATM Booth Rent	MAA Tower	Free of Cost
Mr. Rezaul Karim, Director	Collection Booth	Southeast University	Free of Cost

Goods procured from the concern related with the Director

Name	Procurement Type	Company Name	Amount
			Nil

vii)

Investment in securities of Directors and their related concern	Nil

	Particulars		2024 BDT	2023 BDT
45.00	**Number of employees and support staffs**			
	Employee			
	Regular employee		549	515
	Contractual employee		317	292
			866	**807**
	Support staff			
	Security		390	373
	Messenger and cleaning staff		163	156
			553	**529**
			1419	**1336**

46.00 Others

46.01 The expenses, irrespective of capital or revenue nature, accrued or due but not paid have been provided for in the books of the Bank.

46.02 Figures relating to the previous year included in this report have been rearranged, wherever considered necessary, to make them comparable with those of the current year without, however, creating any impact on the operating result and value of assets and liabilities as reported in the financial statements for the current year.

46.03 These notes form an integral part of the annexed financial statements and accordingly are to be read in conjunction therewith.

The annexed notes form an integral part of these accounts

Md. Ahsan-uz Zaman Managing Director & CEO	Rezaul Karim Director	Mohammad Asif-uz-Zaman Director	Ahsan Khan Chowdhury Chairman

Place: Dhaka

Date: 29 April 2025

BALANCE WITH OTHER BANKS- OUT SIDE BANGLADESH (NOSTRO ACCOUNT)

Currency wise position and Exchange rate applied for conversion of Balance with other Banks in Foreign Currency into Local currency
As at 31 December 2024

Annexure- A

SL	Name of the Bank	Account Type	Currency	2024			2023		
				Foreign Currency Amount	Exchange Rate	BDT	Foreign Currency Amount	Exchange Rate	BDT
1	AB Bank, Mumbai Branch	CD	US$	189,435.58	120.00	22,732,270	635,926.07	110.00	69,951,868
2	Punjab National Bank	CD	US$	301,423.92	120.00	36,170,870	127,804.19	110.00	14,058,461
3	Axix Bank Limited	CD	US$	91,210.34	120.00	10,945,241	153,197.54	110.00	16,851,729
4	National Bank of Pakistan, Tokyo Japan	CD	JPY	523,098.00	0.76	397,743	2,286,178.00	0.78	1,773,160
5	Mashreq Bank Psc, NY	CD	US$	607,897.66	120.00	72,947,719	(1,210,281.55)	110.00	(133,130,971)
6	Mashreq Bank Psc, NY OBU	CD	US$	282,461.04	120.00	33,895,325	191,525.47	110.00	21,067,802
7	Kookmin Bank, South Korea	CD	GBP	73,413.16	120.00	8,809,579	95,289.02	140.73	13,410,405
8	Habib American Bank, NY	CD	US$	348,385.95	120.00	41,806,314	(18,372.42)	110.00	(2,020,966)
9	NIB Bank, Pakistan	CD	US$	6,521.65	120.00	782,598	15,738	110.00	1,731,142
10	Aktif Yatirim Bank	CD	US$	2.45	120.00	294	81	110.00	8,934
11	Aktif Yatirim Bank	CD	EURO	128,190.23	125.12	16,039,674	28,555	122.13	3,487,464
12	Aktif Yatirim Bank	CD	GBP	171,889.74	150.95	25,946,412	2,285	140.73	321,549
13	Banca UBAE Italy	CD	EURO	7,926.62	125.12	991,810	14,981	122.13	1,829,628
14	Banca UBAE Italy	CD	GBP	-		-	-	140.73	-
15	Kookmin Bank, South Korea	CD	US$	133,064.22	150.95	20,085,778	22,720	110.00	2,499,186
16	Sonali Bank	CD	US$	26,794.03	120.00	3,215,284	26	110.00	2,863
17	Sonali Bank	CD	EURO	4,040.00	125.12	505,501	1,080	122.13	131,904
18	Zhejiang Chouzhou	CD	US$	8,531.97	120.00	1,023,837	-		-
19	Zhejiang Chouzhou	CD	CNY	361.41	16.44	5,943	-		-
		Total				**296,302,192**			**11,974,157**

Midland Bank PLC.

INVESTMENT IN QUOTED SHARE OF THE BANK

As at 31 December 2024

Annexure- B (Regular)

SL	Name of the Company	"Face Value Per Share"	No. of Shares	"Cost Holding (Without Commission)"	"Average Cost (Without Commission)"	"Cost Holding (With Commission)"	Quoted rate per Share as on December 31, 2024	Total Market Value of Share as at December 31, 2024
1	ADNTEL	10	18,000	2,416,111	134.23	2,423,174	85.20	1,533,600
2	AAMRANET	10	825,000	50,645,677	61.39	50,734,530	26.80	22,110,000
3	AAMRATECH	10	831,721	41,640,648	50.07	41,744,262	17.20	14,305,601
4	BATBC	10	79,600	43,367,153	544.81	43,473,785	367.60	29,260,960
5	BBSCABLES	10	46,690	3,699,704	79.24	3,712,653	17.50	817,075
6	BRACBANK	10	2,004,877	79,729,424	39.77	79,913,535	49.00	98,238,973
7	BSCPLC	10	372,615	73,045,603	196.04	73,211,405	126.10	46,986,752
8	BXPHARMA	10	60,000	4,531,155	75.52	4,541,346	81.60	4,896,000
9	CONFIDCEM	10	97,515	13,210,367	135.47	13,240,090	56.70	5,529,101
10	DOREENPWR	10	1,831,600	123,256,137	67.29	123,545,193	23.90	43,775,240
11	EBL	10	90,000	2,363,651	26.26	2,368,971	24.70	2,223,000
12	GP	10	89,197	36,032,279	403.96	36,125,941	323.10	28,819,551
13	GPHISPAT	10	344,024	16,428,608	47.75	16,469,656	22.10	7,602,930
14	IFADAUTOS	10	250,247	13,594,182	54.32	13,624,769	20.60	5,155,088
15	INTRACO	10	188,225	7,283,342	38.69	7,298,637	20.20	3,802,145
16	LHB	10	1,450,000	111,683,855	77.02	111,948,407	53.90	78,155,000
17	MARICO	10	11,263	25,824,860	2292.89	25,887,709	2282.80	25,711,176
18	POWERGRID	10	1,109,000	75,877,202	68.42	76,052,457	41.80	46,356,200
19	PREMIERCEM	10	24,306	1,605,708	66.06	1,609,080	47.90	1,164,257
20	RENATA	10	6,003	6,488,573	1080.89	6,504,680	635.10	3,812,505
21	SQURPHARMA	10	311,980	70,794,099	226.92	70,964,209	217.70	67,918,046
	Total			803,518,339		805,394,488		538,173,201

Cost Holding of Quoted Share (Without Commission)	803,518,339
Market Value of Quoted Share	538,173,201
Diminution Value in Investment	265,345,139

Midland Bank PLC.

INVESTMENT IN OPEN END MUTUAL FUND OF THE BANK

As at 31 December 2024

Annexure- B (Regular)

SL	Name of Mutual Fund	Face Value	No. of units	"Cost Holding (Without Commission)"	"Average Cost (Without Commission)"	"Cost Holding (With Commission)"	Surrender Price	Invested Amount as per surrender price
1	Ekush Growth Fund	10	2,000,000	20,000,000	10.00	20,000,000	10.70	21,404,000
2	EDGE High Quality Income Fund	10	2,000,000	20,000,000	10.00	20,000,000	11.42	22,840,000
3	UCB Taqwa Growth Fund	10	2,000,000	20,000,000	10.00	20,000,000	10.49	20,980,000
4	UCB Income plus Fund	10	5,000,000	50,000,000	10.00	50,000,000	11.43	57,150,000
5	Ekush Stable Return Fund	10	429,611	4,565,480	10.63	4,565,480	11.80	5,071,128
	Total			**114,565,480**		**114,565,480**		**127,445,128**

Midland Bank PLC.

INVESTMENT IN QUOTED SHARE OF THE BANK (UNDER SPECIAL FUND)

As at 31 December 2024

Annexure- B (Special Fund)

SL	Name of the Company	"Face Value Per Share"	No. of Shares	"Cost Holding (Without Commission)"	"Average Cost (Without Commission)"	"Cost Holding (With Commission)"	Quoted rate per Share as on December 31, 2024	Total Market Value of Share as at December 31, 2024
1	BATBC	10	94,000	31,672,219	336.94	31,744,096	367.60	34,554,400
2	BERGERPBL	10	9,140	16,121,875	1763.88	16,158,149	1822.90	16,661,306
3	BRACBANK	10	3,945,346	147,896,095	37.49	148,143,004	49.00	193,321,954
4	BSCPLC	10	599,240	130,645,123	218.02	130,930,984	126.10	75,564,164
5	BXPHARMA	10	456,000	89,697,146	196.70	89,876,541	81.60	37,209,600
6	GP	10	275,980	76,868,152	278.53	77,072,968	323.10	89,169,138
7	IFADAUTOS	10	279,972	17,586,574	62.82	17,626,143	20.60	5,767,423
8	INTRACO	10	241,000	9,980,300	41.41	10,002,756	20.20	4,868,200
9	ITC	10	250,997	10,910,008	43.47	10,935,122	35.70	8,960,593
10	LHB	10	89,000	6,815,010	76.57	6,830,344	53.90	4,797,100
11	MARICO	10	19,941	44,936,668	2253.48	45,038,095	2282.80	45,521,315
12	POWERGRID	10	200,000	14,329,871	71.65	14,362,113	41.80	8,360,000
13	SINGERBD	10	79,224	13,424,667	169.45	13,460,173	113.20	8,968,157
14	SPCL	10	80,000	7,558,475	94.48	7,573,592	33.10	2,648,000
15	SQURPHARMA	10	544,393	116,746,698	214.45	117,036,121	217.70	118,514,356
	Total			**735,188,882**		**736,790,200**		**654,885,706**

Cost Holding of Quoted Share under special fund (Without Commission)	735,188,882
Market Value of Quoted Share under special fund	654,885,706
Diminution Value in Investment in Quoted Share under special fund	80,303,176

Midland Bank PLC.

INVESTMENT IN OPEN END MUTUAL FUND OF THE BANK(UNDER SPECIAL FUND)

As at 31 December 2024

Annexure- B (Special Fund)

SL	Name of Mutual Fund	Face Value	No. of units	"Cost Holding (Without Commission)"	"Average Cost (Without Commission)"	"Cost Holding (With Commission)"	Surrender Price	Invested Amount as per surrender price
1	Ekush First Unit Fund	10	1,551,348	20,051,477	12.93	20,051,477	12.72	19,737,801
2	VIPB NLI 1st Unit Fund	10	1,301,985	11,812,606	9.07	11,835,044	9.86	12,837,572
3	VIPB Accelerated Income Unit Fund	10	2,275,224	27,500,000	12.09	27,500,000	11.13	25,323,243
	Total			**59,364,082.94**		**59,386,521**		**57,898,616**

Midland Bank PLC.

FIXED ASSET SCHEDULE

As at 31 December 2024

Annexure-C

Asset Category	Cost				Depreciation					Written down
	Balance as at 01.01.2024	Addition during the year	Adjustment/ Disposal	Balance as at 31.12.2024	Rate	Balance as at 01.01.2024	Charged for the year	Adjustment / Disposal	Balance as at 31.12.2024	value as at 314.12.2024
	BDT	BDT	BDT	BDT		BDT	BDT	BDT	BDT	BDT
Own Assets										
Computer & Peripherals	295,849,031	137,137,427	2,282,275	430,704,184	20%	215,307,661	44,193,492	2,274,778	257,226,375	173,477,809
Furniture & Fixture	239,670,360	18,125,952	7,605,375	250,190,936	10%	123,142,245	21,631,149	7,139,213	137,634,181	112,556,755
Office Equipment	212,721,271	12,538,027	18,129,891	207,129,407	20%	173,821,857	15,398,215	18,018,235	171,201,837	35,927,570
Motor Vehicles	31,125,193	12,723,538	7,499,782	36,348,949	20%	18,701,373	3,373,288	7,499,780	14,574,881	21,774,068
Books	20,260	-	-	20,260	20%	20,260	-	-	20,260	-
Intangible Assets	108,900,598	46,376,939	-	155,277,537	20%	56,703,090	23,771,388	-	80,474,479	74,803,059
Sub-Total	**888,286,714**	**226,901,884**	**35,517,323**	**1,079,671,274**		**587,696,487**	**108,367,533**	**34,932,006**	**661,132,014**	**418,539,260**
Leased Assets										
Right of Use Assets	833,365,395	295,255,285	213,972,142	914,648,538		523,206,111	152,708,423	213,972,142	461,942,392	452,706,147
Sub-Total	**833,365,395**	**295,255,285**	**213,972,142**	**914,648,538**		**523,206,111**	**152,708,423**	**213,972,142**	**461,942,392**	**452,706,147**
Grand Total	**1,721,652,109**	**522,157,169**	**249,489,466**	**1,994,319,812**		**1,110,902,598**	**261,075,956**	**248,904,148**	**1,123,074,406**	**871,245,407**
Total 2023	**1,467,442,993**	**265,343,311**	**11,134,195**	**1,721,652,109**		**892,773,090**	**228,993,508**	**10,864,000**	**1,110,902,598**	**610,749,511**

Midland Bank PLC.

NAME OF THE DIRECTORS AND THEIR INTEREST IN DIFFERENT ENTITIES

As at 31 December 2024

Annexure D

Sl	Name of the Directors	Status with MDB	Entities where they have interest	Designation
1	Mrs. Nilufer Zafarullah	Chairman	Hong Kong Shanghai Manjala Textiles Ltd.	Director
2	Md. Shamsuzzaman	Vice Chairman	1. Micro Fibre Limited 2. Orient Chem-Tex Limited 3. Liberty Knitwear Limited 4. Midland Knitwear Limited 5. A-One Polar Limited 6. Tubingen Chemicals (BD) Limited 7. Sungarh Tex Limited 8. Micro Trims Limited 9. Micro Logistics Limited 10. Shahzi Bazar Power Co. Ltd. 11. Petromax Refinery Ltd. 12. Harmony Chem Limited 13. Harmony Colour Limited 14. Gulshan Spinning Mills Ltd. 15. Mahmuda Hai Chemi Ltd. 16. MICLO Bangladesh Ltd.	1. Managing Director 2. Managing Director 3. Managing Director 4. Managing Director 5. Managing Director 6. Managing Director 7. Managing Director 8. Managing Director 9. Managing Director 10. Managing Director 11. Sponsor Director 12. Managing Director 13. Managing Director 14. Managing Director 15. Managing Director 16. Managing Director
3	Master Abul Kashem	Director	1. Mother Steel & Oxygen Limited 2. Sea Force Alliance Ltd. 3. Mother Steel Limited 4. MAK Corporation 5. Master Steel Re-Rolling Mills	1. Chairman 2. Chairman 3. Managing Director 4. Managing Partner 5. Proprietor
4	Mr. Kazi Omar Zafar	Director	1. Kalypso Ltd. 2. Hong Kong Shanghai Manjala Power Ltd. 3. Hong Kong Shanghai Manjala Textiles Ltd.	1. Chairman 2. Managing Director 3. Director
5	Mr. Ahsan Khan Chowdhury	Director	1. Agricultural Marketing Company Limited 2. Rangpur Foundry Limited 3. AKC (Pvt.) Limited 4. Advance Personal Care Limited 5. Kaliganj Agro Processing Limited 6. Banga Bakers Limited 7. Banga Millers Limited 8. Chorka Textile Limited 9. Habiganj Agro Limited 10. Mymensingh Agro Limited 11. PRAN Agro Limited 12. PRAN Beverage Limited 13. PRAN Dairy Limited 14. PRAN Exports Limited 15. PRAN Foods Limited 16. Packmat Industries Limited 17. Sylvan Technologies Limited 18. Gonga Foundry Limited 19. Get Well Limited 20. Allplast Bangladesh Limited 21. Banga Building Materials Limited 22. RFL Electronics Limited 23. Rangpur Metal Industries Limited 24. RFL Plastics Limited 25. Durable Plastics Limited 26. Durable Petro Chemical Limited	1. Chairman 2. Chairman 3. Chairman 4. Director 5. Director 6. Director 7. Director 8. Director 9. Director 10. Director 11. Director 12. Director 13. Director 14. Director 15. Director 16. Director 17. Director 18. Director 19. Director 20. Director 21. Director 22. Director 23. Director 24. Director 25. Director 26. Director
6	Mr. A.K.M. Badiul Alam	Director	1. Garments Export Village Ltd. 2. Amranet Ltd. 3. Bravo Apparel Manufacturer Ltd. 4. Shahjibazar Power Co. Ltd. 5. Eden Multicare Hospital Ltd. 6. Petromax Refinery Ltd.	1. Chairman 2. Chairman 3. Director 4. Director 5. Director 6. Director

Annexure D

SI	Name of the Directors	Status with MDB	Entities where they have interest	Designation
7	Mr. Abdul Momin Mondol	Director	1. Eco Intimates Ltd. 2. Montex Fabrics Ltd. 3. Mark Sweater Ltd. 4. Montrims Ltd. 5. Mondol Yearn Dyeing Ltd. 6. Mondol Fabrics Ltd. 7. Cotton Field (BD) Ltd. 8. Mondol Securities Ltd. 9. Mondol Knitwears Ltd. 10. Alim Knit (BD) Ltd. 11. Cotton Club (BD) Ltd. 12. Cotton Clout (BD) Ltd. 13. Trims International (BD) Ltd. 14. Appollo Fashions Ltd. 15. Appollo Packaging (BD) Ltd. 16. Appollo Knitwear (BD) Ltd. 17. Mondol & Co. Ltd. 18. Cotton Clothing (BD) Ltd 19. Mondol Intimates Ltd. 20. Mondol Fashions Ltd. 21. Tropical Knittex Ltd. 22. Knitex Dresses Ltd. 23. Mondol Spinning Mills Ltd. 24. Mondol Knit Composite Ltd. 25. Mondol Auto Bricks Limited 26. Uttara Poultry Complex Ltd. 27. Mbrella Ltd. 28. Panama Agro Complex Ltd. 29. Haji-Abdul Majid Mondol Foundation	1. Chairman 2. Managing Director 3. Managing Director 4. Managing Director 5. Managing Director 6. Managing Director 7. Managing Director 8. Managing Director 9. Managing Director 10. Managing Director 11. Managing Director 12. Managing Director 13. Managing Director 14. Managing Director 15. Managing Director 16. Managing Director 17. Managing Director 18. Managing Director 19. Managing Director 20. Managing Director 21. Managing Director 22. Managing Director 23. Managing Director 24. Managing Director 25. Managing Director 26. Managing Director 27. Managing Director 28. Managing Director 29. Executive Director
8	Mr. Md. Wahid Miah	Director	1. Al-Haj Karim Textiles Ltd. 2. Karim Tex Limited 3. Abdul Karim Ltd. 4. Jobaida Karim Jute Mills Limited 5. Wahid Construction Ltd 6. Karim Shipping Lines Limited 7. Karim Asphalt & Ready Mix Ltd. 8. Karim Dregers Limited 9. Hypoid Composite Knit Ltd. 10. Karim Jute Spinners Ltd. 11. Karim Logistics Limited 12. M/s Md. Wahid Miah 13. Karim Trading 14. Jobaida Filling Station 15. J.K Filling Station 16. Karim Filling Station	1. Managing Director 2. Managing Director 3. Managing Director 4. Managing Director 5. Managing Director 6. Managing Director 7. Managing Director 8. Managing Director 9. Director 10. Director 11. Proprietor 12. Proprietor 13. Proprietor 14. Proprietor 15. Proprietor 16. Proprietor
9	Mr. Rezaul Karim	Director	1. Bangla Tel Ltd. 2. Jibondhara Solutions Ltd. 3. BD Link Communications Ltd. 4. Kohinoor Chemical Co. (BD) Ltd. 5. Reedisha Knitex Ltd. 6. Reedisha Textile Ltd. 7. Reedisha Spinning Ltd. 8. P.A Knit Composite Ltd. 9. Reedisha Printing and Packaging Ltd. 10. Reedisha Blended Yarn Ltd.	1. Chairman 2. Chairman 3. Chairman 4. Managing Director 5. Managing Director 6. Managing Director 7. Managing Director 8. Managing Director 9. Managing Director 10. Managing Director
10	Mr. Hafizur Rahman Sarker	Director	1. Legato Service Ltd. 2. Beq Knit Ltd. 3. Beq Sweaters Ltd. 4. Beq Fabrics (Pvt.) Ltd. 5. C.K Sweaters Ltd. 6. Tammam Design Limited 7. Lusaka Fashions Limited 8. Tista Dredgers & Constructions Ltd 9. Hafizur Rahman Sarker	1. Managing Director 2. Managing Director 3. Managing Director 4. Managing Director 5. Managing Director 6. Managing Director 7. Managing Director 8. Managing Director 9. Proprietor

Annexure D

SI	Name of the Directors	Status with MDB	Entities where they have interest	Designation
11	Mrs. Shahnaj Parveen	Director	1. Refat Garments Limited 2. Bango Engineering Co. Ltd. 3. Next Collection Ltd. 4. Next Garments Ltd.	1. Executive Director 2. Executive Director 3. Shareholder 4. Shareholder
12	Dr. Mostafizur Rahman	Director	1. Popular Pharmaceuticals Ltd. 2. Popular Diagnostic Center Ltd. 3. Popular Specialized Hospital Ltd. 4. Popular Medical College and Hospital Ltd.	1. Managing Director 2. Managing Director 3. Managing Director 4. Managing Director
13	Mr. Kazi Raihan Zafar	Director	Hong Kong Shanghai Manjala Textiles Ltd.	Director
14	Mr. Abdul Momin Mondol, M.P.	Director		12. Managing Director 13. Managing Director 14. Managing Director 15. Managing Director 16. Managing Director 17. Managing Director 18. Managing Director 19. Managing Director 20. Managing Director 21. Managing Director 22. Managing Director 23. Managing Director 24. Managing Director 25. Managing Director 26. Managing Director 27. Managing Director 28. Managing Director 29. Managing Director 30. Executive Director
15	Alhaj Mohammed Helal Miah	Director	1. M/S Helal & Brothers 2. Hazrat Amanat Shah Spinning Mills Ltd 3. Amanat Shah weaving Processing Ltd 4. Hazrat Amanat Shah Securities Ltd 5. Standard Company Ltd.	1. Chairman 2. Chairman 3. Chairman 4. Chairman 5. Chairman
16	Mohammed Jamal Ullah	Director	1. Shehjad Food Products Limited 2. Bismillah Store 3. Asia Insurance Limited	1. Managing Director 2. Proprietor 3. Shareholder
17	Mr. Mahbubul Hady Fazle Rab	Independent Director		
18	Mr. Nazim Uddin Chowdhury	Independent Director		
19	Mr. Khandhaker Tanveer Shamsul Islam	Independent Director		
20	Mr. Mohammad Asif-uz-Zaman	Independent Director		

Midland Bank PLC.

NAME OF THE DIRECTORS AND THEIR SHAREHOLDING

For the year ended 31 December 2024

Annexure - E

SL	Name	Status	No. of Shares	Percentage
1	Mrs. Nilufer Zafarullah	Chairman	12,793,396	2.00%
2	Mr. Md. Shamsuzzaman	Vice Chairman	29,907,662	4.68%
3	Mr. Master Abul Kashem	Director	26,373,600	4.12%
4	Mr. Kazi Omar Zafar	Director	12,793,396	2.00%
5	Mr. Ahsan Khan Chowdhury	Director	28,483,488	4.45%
6	Mr. Md. Wahid Miah	Director	28,483,488	4.45%
7	Mr. Rezaul Karim	Director	28,483,488	4.45%
8	Mr. A.K.M. Badiul Alam	Director	19,208,277	3.00%
9	Mr. Abdullah Ahmed Yousuf	Director	31,331,837	4.90%
10	Mrs. Shahnaj Parveen	Director	28,483,488	4.45%
11	Mr. Abdul Momin Mondol	Director	28,483,488	4.45%
12	Mr. Hafizur Rahman Sarker	Director	27,059,313	4.23%
13	Dr. Mostafizur Rahman	Director	28,483,488	4.45%
14	Mr. Kazi Raihan Zafar	Director	12,793,396	2.00%
15	Mr. Al-haj Mohammed Helal Miah	Director	15,483,488	2.42%
16	Mr. Mohammed Jamal Ullah	Director	22,899,888	3.58%
17	Mr. Mahbubul Hady Fazle Rab	Independent Director	-	-
18	Mr. Nazim Uddin Chowdhury	Independent Director	-	-
19	Mr. Khandhaker Tanveer Shamsul Islam	Independent Director	-	-
20	Mr. Mohammad Asif-uz-Zaman	Independent Director	-	-

Midland Bank PLC.

FINANCIAL HIGHLIGHTS

For the year ended 31 December 2024

Annexure - F

SI	Items	2024	2023
		BDT	BDT
1	Paid up Capital	6,396,697,530	6,396,697,530
2	Total Capital	9,388,663,840	9,178,356,427
3	Surplus in Capital Fund	2,394,213,523	2,538,025,153
4	Total Asset	102,773,585,985	83,425,869,144
5	Total Deposit	75,205,065,593	60,302,724,245
6	Total Loans and Advances	63,276,548,910	54,862,657,994
7	Total Contingent Liabilities	17,939,141,406	13,956,919,981
8	Lending-Deposit Ratio	77.29%	84.51%
9	Classified Loans as % of Total Loans and Advances	3.78%	3.81%
10	Profit After Provision and Tax	817,951,252	1,133,106,643
11	Total Classified loans and advances	2,390,538,772	2,091,566,508
12	Total Provision Maintained against Classified Loans	1,977,932,485	1,448,788,189
13	Surplus/(deficit) in Provision against Classified Loans	-	-
14	Cost of Fund	9.51%	7.83%
15	Earning Asset	89,671,598,034	72,679,819,582
16	Non-Interest Earning Asset	13,101,987,951	10,746,049,562
17	Return on Investments (ROI)	8.69%	13.49%
18	Return on Asset (ROA)	0.88%	1.39%
19	Income from Investment	2,702,432,792	1,612,525,212
20	Earnings per Share (BDT)	1.28	1.77
21	Net Income per Share (BDT)	1.28	1.77
22	Price-Earning Ratio (Times)	24.40	8.13

Midland Bank PLC.

BALANCE SHEET OF ISLAMI BANKING WING

As at 31 December 2024

Annexure - G

Particulars	Notes	2024 BDT	2023 BDT
Property and Asset			
Cash	1.00	**621,390,832**	**321,529,134**
In Hand (Including Foreign Currency)		21,389,988	1,609,823
With Bangladesh Bank and its agent Bank (including Foreign Currency)		600,000,844	319,919,311
Balance with other Banks & Financial Institutions	2.00	**400,267,301**	**239,369**
In Bangladesh		400,267,301	239,369
Outside Bangladesh		-	-
Money at Call and Short Notice		-	-
Investments in Shares & Securities	3.00	**646,204,754**	**620,202,616**
Government		646,204,754	620,202,616
Others		-	-
Investments	4.00	**3,331,659,483**	**2,545,677,840**
General Investment		3,331,659,483	2,545,677,840
Bills Purchased and Discounted		-	-
Fixed Asset including Premises, Furniture & Fixtures		**238,228**	**296,863**
Other Asset	5.00	**182,647,025**	**105,565,701**
Non-Banking Asset		-	-
Total Property and Asset		**5,182,407,623**	**3,593,511,524**
Liabilities and Capital			
Borrowing from other Banks, Financial Institutions & Agents		-	-
Deposit and Other Accounts	6.00	**5,060,510,688**	**3,569,728,330**
Current Deposit & Other Accounts		419,569,304	20,616,610
Bills Payable		5,104	1,790,875
Short Notice Deposit		610,571,881	298,965,604
Savings Deposit		292,593,631	243,862,543
Fixed Deposit		3,647,607,256	2,942,944,423
Deposit Scheme		90,163,512	61,548,275
Other Liabilities	7.00	**121,896,935**	**23,783,194**
Total Liabilities		**5,182,407,623**	**3,593,511,524**
Capital/Shareholders' Equity			
Paid up Capital		-	-
Statutory Reserve		-	-
Revaluation Reserve on Investment in Securities		-	-
Retained Earnings		-	-
Total Shareholders' Equity		-	-
Total Liabilities and Shareholders' Equity		**5,182,407,623**	**3,593,511,524**
Off-Balance Sheet Items			
Contingent Liabilities	8.00		
Acceptance and endorsements		-	-
Letter of Guarantee		1,335,669,934	552,500,000
Irrevocable Letter of Credit		-	-
Bills for Collection		-	-
Other Contingent Liabilities		-	-
Total Off Balance Sheet Items including Contingent Liabilities		**1,335,669,934**	**552,500,000**

Midland Bank PLC.

PROFIT AND LOSS ACCOUNT OF ISLAMI BANKING WING

For the year ended 31 December 2024

Annexure - G-1

Particulars	Notes	2024 BDT	2023 BDT
Profit on Investment	9.00	340,289,798	207,189,622
Less: Profit Paid on Deposit and Borrowing, etc.	10.00	351,187,347	197,223,550
Net Investment Income		**(10,897,548)**	**9,966,072**
Income from Investment	11.00	29,791,122	9,159,973
Commission, Exchange and Brokerage	12.00	7,435,832	2,220,135
Other Operating Income		723,981	622,905
		37,950,935	12,003,013
Total Operating Income		**27,053,386**	**21,969,085**
Less: Operating Expenditure			
Salary and Allowances	13.00	3,733,880	2,705,807
Rent, Tax, Insurance, Electricity		57,526	38,495
Legal Expense		-	-
Postage, Stamps and Telephone		14,045	16,955
Printing, Stationery, Advertisement	14.00	142,674	143,854
Managing Director's Remuneration		-	-
Directors' Fee		-	-
Audit Fee		-	-
Depreciation on and Repair to Bank's Property		100,835	111,365
Other Expenditure		307,316	379,745
Total Operating Expenses		**4,356,276**	**3,396,220**
Profit Before Provision & Tax		**22,697,110**	**18,572,866**

Midland Bank PLC.

NOTES TO THE FINANCIAL STATEMENTS OF ISLAMI BANKING WING

As at and for the year ended 31 December 2024

Annexure - G-2

SL	Items	2024 BDT	2023 BDT
1.00	**Cash**		
	In Hand (Including foreign currency)	21,389,988	1,609,823
	Balance with Bangladesh Bank and its Agent Bank	600,000,844	319,919,311
		621,390,832	**321,529,134**
1.01	**In Hand (Including foreign currency)**		
	Local Currency	21,389,988	1,609,823
	Foreign Currency	-	-
		21,389,988	**1,609,823**
1.02	**Balance with Bangladesh Bank and its Agent Bank**		
	With Bangladesh Bank		
	Local Currency	600,000,844	319,919,311
	Foreign Currency	-	-
	With Sonali Bank (as agent of Bangladesh Bank-Local Currency)	-	-
		600,000,844	**319,919,311**
2.00	**Balance with other Banks and Financial Institutions**		
	In Bangladesh	400,267,301	239,369
	Outside Bangladesh	-	-
		400,267,301	**239,369**
3.00	**Investments**		
	Government (note 3.01)	646,204,754	620,202,616
	Others	-	-
		646,204,754	**620,202,616**
3.01	**Investment Classified as per Bangladesh Bank Circular**		
	Held to Maturity (HTM)	-	-
	Held for Trading (HFT)	-	-
	Reverse Repo	-	-
	Prize Bond	-	-
	Government Securites Encumbered	-	-
	Government Securites -SUKUK Bond	196,650,000	196,650,000
	Other Investments	449,554,754	423,552,616
		646,204,754	**620,202,616**
4.00	**Investments**		
	Bai-Murabaha	2,059,928,005	787,290,004
	Bai-Muajjal	12,949,616	2,330,516
	Hire Purchase Shirkatul Melk	1,258,781,862	1,756,057,319
	Qardh Against Local Bill	-	-
	Bills Purchased and Discounted	-	-
		3,331,659,483	**2,545,677,840**

Annexure - G-2

SL	Items	2024 BDT	2023 BDT
5.00	**Other Asset**		
	Classification of Other Asset		
	Profit receivable on Investment	17,716,000	4,577,869
	Advance Tax	10,555,250	4,931,883
	Inter Bank General Account Balance (note 7.01)	154,375,775	96,055,949
	Profit receivable on Deposit with Other Bank	-	-
	Total Other Asset	**182,647,025**	**105,565,701**
6.00	**Deposit and Other Accounts**		
	From Banks	-	1,647,695
	From Customers (note 6.01)	5,060,505,584	3,566,289,760
		5,060,505,584	**3,567,937,455**
6.01	**Customer Deposit and Other Accounts:**		
	Current Deposit & Other Accounts :		
	Current Deposit	409,407,490	14,541,122
	Sundry Deposit	10,161,813	6,075,488
		419,569,304	**20,616,610**
	Bills Payable	**5,104**	**1,790,875**
	Short Notice Deposit	**610,571,881**	**298,965,604**
	Savings Deposit	**292,593,631**	**243,862,543**
	Fixed Deposit	**3,647,607,256**	**2,942,944,423**
	Deposit Schemes:		
	MDB Saalam Monthly Scheme	56,030,986	43,362,652
	MDB Saalam Hajj Savings Scheme	2,068,197	2,214,501
	MDB Digital Monthly Savings Scheme	29,493,846	13,813,219
	MDB Digital Hajj Savings Scheme	1,887,415	1,458,179
	MDB Double Benefit Plus Scheme	683,068	699,725
		90,163,512	**61,548,275**
	Total	**5,060,505,584**	**3,567,937,455**
7.00	**Other Liabilities**		
	Unearned Income	106,687,907	14,989,583
	Compensation & Others	15,209,027	8,793,611
	Inter Bank General Account Balance (note 7.01)	-	-
		121,896,935	**23,783,194**
7.01	**Inter Bank General Account Balance (net)**		
	Credit entries	1,774,425,697	949,704,203
	Debit entries	1,928,801,472	1,045,760,153
		(154,375,775)	**(96,055,949)**
8.00	**Contingent Liabilities**		
	Acceptance and endorsements	-	-
	Letter of Guarantee	1,335,669,934	552,500,000
	Irrevocable Letter of Credit	-	-
	Bills for Collection	-	-
	Other Contingent Liabilities	-	-
		1,335,669,934	**552,500,000**

Annexure - G-2

SL	Items	2024 BDT	2023 BDT
8.01	**Letter of Guarantee**		
	Foreign	-	-
	Local	1,335,669,934	552,500,000
		1,335,669,934	**552,500,000**
9.00	**Profit on Investment**		
	General Investment (note 9.01)	320,857,741	188,218,502
	Balance with Other Banks and Financial Institutions	19,432,058	18,971,120
		340,289,798	**207,189,622**
9.01	**Profit on Investment**		
	Income on Saalam Murabaha Local Purchase	131,777,093	58,383,523
	Income on Saalam Hire Purchase Shirkat-Ul-Melk	179,878,793	124,705,301
	Income on Saalam Consumer Finance	928,994	1,369,290
	Income on Saalam Home Finance	6,772,500	3,697,115
	Income on Saalam SME Bai Muajjal	1,500,361	63,274
		320,857,741	**188,218,502**
10.00	**Profit paid on Deposits and Other Accounts**		
	Current Deposit	1,133	32,139
	Special Notice Deposit	25,520,712	7,431,234
	Savings Deposits	39,042,698	5,072,181
	Fixed Deposits	282,299,970	182,470,412
	Deposit Scheme	4,322,833	2,217,584
		351,187,347	**197,223,550**
11.00	**Income From Investments**		
	Profit on Investment in T.Bond, SUKUK Bond	29,791,122	9,159,973
		29,791,122	**9,159,973**
12.00	**Commission, Exchange and Brokerage**		
	Commission	7,430,947	2,218,590
	Exchange	4,885	1,545
	Brokerage	-	-
		7,435,832	**2,220,135**
13.00	**Salary & Allowances**		
	Basic Salary	1,349,332	1,035,437
	Allowances	2,019,581	1,396,009
	Bonus	364,967	274,361
		3,733,880	**2,705,807**
14.00	**Printing, Stationery, Advertisement etc.**		
	Printing & Stationery	138,274	127,604
	Computer Stationery	4,400	16,250
	Publicity & Advertisement	-	-
		142,674	**143,854**

Midland Bank PLC.

BALANCE SHEET OF OFF-SHORE BANKING UNIT

As at 31 December 2024

Annexure - H

Particulars	Notes	2024		2023	
		USD	BDT	USD	BDT
Property and Asset					
Cash		-	-	-	-
In Hand (Including Foreign Currency)		-	-	-	-
With Bangladesh Bank and its agent Bank (including Foreign Currency)		-	-	-	-
Balance with other Banks & Financial Institutions	1.00	282,461	33,895,325	191,525	21,067,802
In Bangladesh		-	-	-	-
Outside Bangladesh		282,461	33,895,325	191,525	21,067,802
Money at Call and Short Notice		-	-	-	-
Investments		-	-	-	-
Government		-	-	-	-
Others		-	-	-	-
Loans and Advances	2.00	16,438,138	1,972,576,530	30,792,536	3,387,178,927
Loans, Cash Credit, Overdrafts, etc.		-	-	-	-
Bills Purchased and Discounted		16,438,138	1,972,576,530	30,792,536	3,387,178,927
Fixed Asset including Premises, Furniture & Fixtures		-	-	-	-
Other Asset		113,681	13,641,668	3,889	427,777.90
Non-Banking Asset		-	-	-	-
Total Property and Asset		16,834,279	2,020,113,523	30,987,950	3,408,674,507
Liabilities and Capital					
Borrowing from other Banks, Financial Institutions & Agents	3.00	9,000,000	1,080,000,000	19,850,000	2,183,500,000
Deposit and Other Accounts	4.00	7,609,582	913,149,896	10,500,149	1,155,016,443
Other Liabilities	5.00	224,697	26,963,627	637,801	70,158,064
Total Liabilities		16,834,279	2,020,113,523	30,987,950	3,408,674,507
Capital/Shareholders' Equity					
Paid up Capital		-	-	-	-
Statutory Reserve		-	-	-	-
Revaluation Reserve on Investment in Securities		-	-	-	-
Retained Earnings		-	-	-	-
Total Shareholders' Equity		-	-	-	-
Total Liabilities and Shareholders' Equity		16,834,279	2,020,113,523	30,987,950	3,408,674,507
		-	-	-	-
Off-Balance Sheet Items					
Contingent Liabilities					
Acceptance and endorsements		-	-	-	-
Letter of Guarantee					
Irrevocable Letter of Credit		-	-	-	-
Bills for Collection		-	-	-	-
Other Contingent Liabilities		-	-	-	-
Other Commitments		-	-	-	-
Total Off Balance Sheet Items including Contingent Liabilities		-	-	-	-

Midland Bank PLC.

PROFIT AND LOSS ACCOUNT OF OFF-SHORE BANKING UNIT

For the year ended 31 December 2024

Annexure - H-1

Particulars	Notes	2024		2023	
		USD	BDT	USD	BDT
Interest Income	6.00	1,511,255	181,350,592	2,010,998	221,209,828
Less: Interest Paid on Deposit and Borrowing, etc.	7.00	1,443,502	173,220,210	1,816,976	199,867,344
Net Interest Income		67,753	8,130,382	194,023	21,342,485
Income from Investment		-	-	-	-
Commission, Exchange and Brokerage		-	-	-	-
Other Operating Income			-	6,552	720,723
		-	-	6,552	720,723
Total Operating Income		67,753	8,130,382	200,575	22,063,208
Less: Operating Expenditure					
Salary and Allowances		-	-	-	-
Rent, Tax, Insurance, Electricity		-	-	-	-
Other Expenditure		-	-	110	12,100
Total Operating Expenses		-	-	110	12,100
Profit Before Provision & Tax		67,753	8,130,382	200,465	22,051,108

Midland Bank PLC.

NOTES TO THE FINANCIAL STATEMENTS OF OFF-SHORE BANKING UNIT

As at and for the year ended 31 December 2024

Annexure - H-2

	Particulars	2024		2023	
		USD	BDT	USD	BDT
1.00	**Balance with other Banks and Financial Institutions**				
	In Bangladesh	-	-	-	-
	Outside Bangladesh	282,461	33,895,325	191,525	21,067,802
		282,461	**33,895,325**	**191,525**	**21,067,802**
2.00	**Loans & Advances**				
	Export Bill Discounting	6,740,307	808,836,840	8,887,877	977,666,470
	Import Bill Discounting	9,697,831	1,163,739,690	21,904,659	2,409,512,457
		16,438,138	**1,972,576,530**	**30,792,536**	**3,387,178,927**
3.00	**Borrowing from other Banks, Financial Institutions & Agents**				
	In Bangladesh	9,000,000	1,080,000,000	19,850,000	2,183,500,000
	Outside Bangladesh	-	-	-	-
		9,000,000	**1,080,000,000**	**19,850,000**	**2,183,500,000**
4.00	**Deposit and Other Accounts**				
	Fixed Deposit	7,506,066	900,727,919	10,500,000	1,155,000,000
	Sundry Deposit	103,516	12,421,978	149	16,443
		7,609,582	**913,149,896**	**10,500,149**	**1,155,016,443**
5.00	**Other Liabilities**				
	Interest Payable	156,944	18,833,245	437,336	48,106,956
	Profit Payable	67,753	8,130,382	200,465	22,051,108
		224,697	**26,963,627**	**637,801**	**70,158,064**
6.00	**Interest Income**				
	Loans and Advances	1,355,755	162,690,590	2,006,554	220,720,940
	Balance with Other Banks and Financial Institutions	155,500	18,660,001	4,444	488,888
		1,511,255	**181,350,592**	**2,010,998**	**221,209,828**
7.00	**Interest Paid on Deposit and Borrowing, etc.**				
	Interest Paid on Deposit & Borrowing from Foreign Bank	781,422	93,770,590	1,086,469	119,511,545
	Interest Paid on Deposit & Borrowing from Local Bank	662,080	79,449,620	730,507	80,355,799
		1,443,502	**173,220,210**	**1,816,976**	**199,867,344**

MIDLAND BANK ASSET MANAGEMENT COMPANY LIMITED

Director's Report

Dear Valued Partners,

I am pleased to present the Director's Report on behalf of the Board of Directors of Midland Bank Asset Management Company Limited (MDBAMC) for the fiscal year ended on December 31, 2024. This report provides an overview of our company's strategic initiatives during 2024, and outlook for the future.

Highlights of 2024: MDBAMC achieved a significant milestone on August 04, 2024, by obtaining asset management certificate from Bangladesh Securities and Exchange Commission (BSEC), cementing its founding stone in Bangladesh Asset Management industry for its next journey. Upon receiving the BSEC certificate, the paid-up capital of MDBAMC was increased from Tk. 50,000,000 to Tk. 120,000,000 with due regulatory permission. The initiative was taken to meet the conditions of Risk Based Capital Adequacy (RBCA) Rules and also strengthening the capital base of the company. By the end of 2024, MDBAMC applied for registration of 2 open-ended mutual funds, i.e., Midland Bank Fixed Income Fund and Midland Bank Growth Fund, with a fund size of Tk. 250,000,000 each; where Midland Bank PLC. plans to sponsor to the tune of Tk. 25,000,000 in each fund.

An overview of Bangladesh Capital Market: The capital market in Bangladesh remains in its formative stages, significantly lagging behind its regional counterparts. With a market capitalization to GDP ratio of a mere 6.5%, Bangladesh falls considerably short when compared to India (107.9%), Malaysia (93.1%), and Singapore (112.5%). Notably, this ratio has seen a decline from 18% in 2015 to its current level of 6.5% by the close of 2024.

A fundamental contributing factor to this stagnation is the dearth of high-quality companies pursuing initial public offerings (IPOs). The volume of capital raised from the stock market has been minimal in comparison to the scale of bank loan disbursements. Over the past nine years, funding sourced from the stock market constituted less than 1% of the total capital mobilized within the economy, with a staggering 99% being sourced from the banking sector.

The bearish market trend continued throughout 2024. DSEX, the prime bourse, shed 16.5% in 2024, the biggest annual fall in four years. DS30, the blue-chip index dropped 7.4% during the same. At the end of 2024, the market PE stood at 10.9x, significantly undervalued than the last 8-year median PE of 14.5x. From a long-term perspective, equity valuations offer attractive opportunities, while short-term market movements are likely to be influenced by cyclical factors. Theoretically, equity valuations are supposed to be cheap, when interest rates are high.

Principal activities: The objective of MDBAMC is to deliver a comprehensive range of financial services, including mutual fund management, institutional portfolio management, and advisory services. Through these offerings, MDBAMC aims to cater to the diverse investment needs of individual and institutional clients, ensuring professional management and strategic financial guidance.

Capital: MDBAMC was incorporated in Bangladesh as a private limited company with limited liability on May 29, 2019 under Companies Act 1994 and registered with RJSC. The authorized capital of the company is Tk. 250,000,000 divided into 25,000,000 ordinary shares of Tk. 10 each. The initial paid-up capital of the company was Tk. 50,000,000 which was later increased to Tk. 120,000,000 with due regulatory permission. The company is a wholly owned subsidiary of Midland Bank PLC. and obtained its registration certificate as an asset management company (registration code no. BSEC/Asset Manager/2024/70) from Bangladesh Securities and Exchange Company (BSEC) on August 04, 2024.

Summary of shareholding in subsidiaries: Midland Bank PLC. holds significant ownership in its subsidiary to strengthen its strategic operations and expand service offerings. The following table presents a summary of shareholding in Midland Bank Asset Management Company Limited (MDBAMC):

Subsidiary	Share (Tk.)	Total Shares	MDB Holding	Holding %
MDBAMC	10 (FV)	12,000,000	11,999,998	99.99%

The Role and Responsibility of the Board: The Board is devoted to the Company and enthusiastic about achieving sustainable long-term prosperity by meeting stakeholders' expectations. The Board is determined to ensure the best practices in accordance with statutory requirements.

Board of Directors: The Board of Directors of MDBAMC is composed of experienced and distinguished professionals who provide strategic leadership and governance to the company.

Roles and Responsibilities of the Board of Directors: The Board of Directors comprises highly qualified professionals with expertise in finance, economics, management, and business administration. Their collective experience ensures strategic oversight, prudent governance, and supports the sustainable growth. The Board represents to protect the interests of shareholders, in optimizing long-term value. The Board shall comply with the Companies Act, 1994 as amended to till date. A director's duty of care refers to the responsibility to exercise appropriate diligence in overseeing the management of the AMC, making decisions and taking other actions.

Meeting of The Board: The Board of Directors convenes regularly to ensure effective governance and oversight of the company's strategic direction and operational performance. Meetings are held in compliance with the Companies Act of 1994 and the Articles of Association of the company.

Appointment of Auditors: Pursuant to Section 210 of the Companies Act, 1994, Islam Jahid & Co., Chartered Accountants was re-appointed as the Independent Auditor of the company for the year 2025 in its Annual General Meeting (AGM) until holding its next AGM.

Going Concern: The conceptual framework of International Accounting Standards (IAS-1) is that financial statements are generally prepared assuming that the entity is a going concern and will continue in operation for the foreseeable future. Hence, it is assumed that the entity has neither the intention nor the need to liquidate or curtail materially the scale of its operations.

Appreciation: On behalf of the Board of Directors, I would like to take the opportunity to express our heart-felt appreciation and gratitude to our business partners, shareholders, management team, employees, Bangladesh Securities and Exchange Commission (BSEC), Bangladesh Bank, Dhaka Stock Exchange PLC. (DSE), Chittagong Stock Exchange PLC. (CSE) and all other regulatory bodies. I would like to take this opportunity to express my gratitude to our shareholders for their continued trust and support. I also extend my appreciation to our empowered team whose dedication and professionalism have been instrumental during 2024 and will remain pivotal for achieving our goals in 2025.

In conclusion, we are confident that MDBAMC will be well-positioned with the two open-ended mutual funds targeting two distinct categories of investors, which are expected to be successfully launched during 2025 to meet the challenges and opportunities that lie ahead. Together, we will strive to create long-term value for our stakeholders.

Thank you.

On behalf of the Board of Directors,



Md. Ahsan-uz Zaman
Chairman

INDEPENDENT **AUDITOR'S REPORT**

To the Shareholders of Midland Bank Asset Management Company Ltd.

Opinion

We have audited the accompanying financial statements of the Midland Bank Asset Management Company Ltd. which comprise the statement of financial position as at 31 December 2024 and the Statement of Profit & Loss and Other Comprehensive Income and Statement of Changes in Equity and Statement of Cash Flows for the year then ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the company as at 31 December 2024 and the results of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs) and other applicable laws and regulations.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Bangladesh, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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

Management is responsible for the preparation of this financial statement that true and fair view in accordance with the IFRSs and for such internal control as management determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance are responsible for overseeing the entity's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

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

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

- identify and assess the risk of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control
- obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion the effectiveness of the entity's internal control;
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
- evaluate the overall presentation, structure and content of the financial statement, including the disclosures, and whether the financial statement represents the underlying transactions and events in a manner that achieves fair presentation.

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

Report on other Legal and Regulatory Requirements:

a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof;
b) in our opinion, proper books of account as required by law have been kept by the entity so far as it appeared from our examination of those books; and
c) the statement of financial position and statement of profit or loss and other comprehensive income dealt with by the report are in agreement with the books of account.



Signed as per our separate report on same date

Md. Abdur Rahim Miah FCA
Enroll No : 0858
Partner
Islam Jahid & Co.
Chartered Accountants
FRC Enlistment Number: CAF-001-131
DVC : 2504170858AS122449

Place: Dhaka
Date: 17 April 2025

Midland Bank Asset Management Company Ltd.

STATEMENT OF FINANCIAL POSITION

As at 31 December 2024

Particulars	Notes	2024 BDT	2023 BDT
ASSETS			
Non-Current Assets			
Property, plant and equipment	4.00	2,163,346	-
Right of use assets	5.00	5,440,187	-
Investments (long term)	6.00	60,723,695	-
Deferred tax asset	7.00	-	-
Pre-operational expenses	8.00	3,473,110	-
		71,800,337	-
Current Assets			
Advances, deposits and prepayments	9.00	-	-
Investments (current term)	10.00	29,894,611	-
Cash and cash equivalents	11.00	18,475,176	-
Receivable from shareholders		-	50,000,000
Dividend receivable		415,250	-
Interest receivable		1,649,925	-
		50,434,961	50,000,000
TOTAL ASSETS		122,235,298	50,000,000
EQUITY AND LIABILITIES			
Equity			
Share capital	12.00	120,000,000	50,000,000
Retained earnings	13.00	(4,007,638)	(172,500)
		115,992,362	49,827,500
Non-Current Liabilities			
Lease liability (Non-current portion)	14.00	5,071,587	-
		5,071,587	-
Current Liabilities			
Accounts payable	15.00	403,100	172,500
Provision for current tax	16.00	667,397	-
Deferred tax liability	7.00	100,853	-
Total Current Liabilities		1,171,350	172,500
Total Liabilities		6,242,937	172,500
TOTAL EQUITY AND LIABILITIES		122,235,298	50,000,000
Net Asset Value (NAV)		115,992,362	49,827,500

These financial statements should be read in conjunction with annexed notes.

Chief Executive Officer | Director | Chairman

Signed as per our separate report on same date

Md. Abdur Rahim Miah FCA
Enroll No : 0858
Partner
Islam Jahid & Co.
Chartered Accountants
FRC Enlistment Number: CAF-001-131
DVC : 2504170858AS122449

Place: Dhaka
Date: 17 April 2025

Midland Bank Asset Management Company Ltd.

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 December 2024

Particulars	Notes	2024	2023
		BDT	BDT
Operating Income (a)			
Interest income	18.00	2,710,147	-
Income from investments	19.00	1,115,957	-
Total Operating Income		3,826,104	-
Operating Expenses (b)			
Interest expenses	21.00	143,409	-
Salary and allowances	22.00	2,544,968	-
Rent, taxes, insurance, electricity etc.	23.00	171,946	-
Legal and professional fees	24.00	822,610	-
Postage, stamp, telecommunication etc.	25.00	36,239	-
Stationery, printing, advertisement	26.00	79,852	-
Audit fees	27.00	34,500	34,500
Repairs, maintenance and depreciation	28.00	768,758	-
Other expenses	29.00	91,230	-
		4,693,512	34,500
Operating profit/(Loss) for the year (a-b)		(867,408)	(34,500)
Other non-operating income	20.00	-	
Profit/(loss) before provision for diminution in investment		(867,408)	(34,500)
Provision for diminution in value of investments	17.00	(1,988,097)	
Profit/(Loss) before provision for income tax		(2,855,505)	(34,500)
Provision for income tax			
Current tax expense/(income)	16.00	878,780	-
Deferred tax expense/(income)	7.00	100,853	-
		979,633	-
Profit/(Loss) after tax		(3,835,138)	(34,500)
Other comprehensive income, net of tax		-	-
Total comprehensive income/(Loss) for the year		(3,835,138)	(34,500)

These financial statements should be read in conjunction with annexed notes.

Chief Executive Officer | Director | Chairman

Signed as per our separate report on same date

Md. Abdur Rahim Miah FCA
Enroll No : 0858
Partner
Islam Jahid & Co.
Chartered Accountants
FRC Enlistment Number: CAF-001-131
DVC : 2504170858AS122449

Place: Dhaka
Date: 17 April 2025

Midland Bank Asset Management Company Ltd.

STATEMENT OF CASH FLOWS

For the year ended 31 December 2024

Particulars	Notes	2024 BDT	2023 BDT
Cash Flows from Operating Activities			
Interest received		1,060,222	-
Interest received from investments		1,115,957	-
Income taxes paid		(211,383)	-
Paid for other operating expenses		(4,661,550)	-
Cash Generated from Operating Activities before changes in Operating Assets and Liabilities		(2,696,754)	-
Increase/(decrease) in Operating Assets & Liabilities			
Client deposits		-	-
Increase in other receivables		(415,250)	-
Advance & prepayment		(3,473,110)	-
Total Increase/(Decrease) in Operating Assets & Liabilities		(3,888,360)	-
Net Cash used in Operating Activities		(6,585,114)	-
Cash Flows from Investing Activities			
Investments in shares		(26,242,710)	-
Investments in T-Bill		(5,346,292)	-
Investments in T-Bond		(61,017,401)	-
Acquisition of fixed assets		(2,333,308)	-
Net Cash from Investing Activities		(94,939,710)	-
Cash Flows from Financing Activities			
Issuance of share capital		120,000,000	-
Repayment of lease finance		-	-
Net Cash from Financing Activities		120,000,000	-
Net increase in Cash and Cash Equivalents		18,475,176	-
Opening Cash & Cash Equivalents		-	-
Closing Cash & Cash Equivalents		18,475,176	-
Closing Cash & Cash Equivalents include:			
Cash in hand		263	-
Cash at bank		18,474,912	-
		18,475,176	-

These financial statements should be read in conjunction with annexed notes.

Chief Executive Officer | Director | Chairman

Signed as per our separate report on same date

Md. Abdur Rahim Miah FCA
Enroll No : 0858
Partner
Islam Jahid & Co.
Chartered Accountants
FRC Enlistment Number: CAF-001-131
DVC : 2504170858AS122449

Place: Dhaka
Date: 17 April 2025

Midland Bank Asset Management Company Ltd.

STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2024

Particular	Share Capital	Retained Earnings	Total Equity
Balance as at 01 January 2024	50,000,000	(172,500)	49,827,500
Issued share capital	70,000,000	-	70,000,000
Total comprehensive income/(loss)	-	(3,835,138)	(3,835,138)
Balance as at 31 December 2024	120,000,000	(4,007,638)	115,992,362

For the year ended December 31, 2023

Particular	Share Capital	Retained Earnings	Total Equity
Opening balance as at 01 January 2023	50,000,000	(138,000)	49,862,000
Total comprehensive income/(loss)	-	(34,500)	(34,500)
Balance as at 31 December 2023	50,000,000	(172,500)	49,827,500

These financial statements should be read in conjunction with annexed notes.

Chief Executive Officer | Director | Chairman

Signed as per our separate report on same date

Md. Abdur Rahim Miah FCA
Enroll No : 0858
Partner
Islam Jahid & Co.
Chartered Accountants
FRC Enlistment Number: CAF-001-131
DVC : 2504170858AS122449

Place: Dhaka
Date: 17 April 2025

Midland Bank Asset Management Company Ltd.

NOTES TO THE FINANCIAL STATEMENTS

As at and for the year ended 31 December 2024

1. Legal status and nature of the Company

1.1 Domicile, Legal Form and Country of Incorporation

Midland Bank Asset Management Company Ltd. (MDBAMC) was registered on May 29, 2019 as a private company limited by shares with the Registrar of Joint Stock Companies & Firms as per Companies Act, 1994 vide registration no. C-152343/2019.

1.2 Address of Registered Office and Principal Place of Business

The registered office of the company is situated in Bangladesh at N. B. Tower (Level 14) 40/7, Gulshan North Avenue Gulshan-2, Dhaka-1212.

1.3 Principal Activities and Nature of Operations

The company is established to carry on business of issuing and managing mutual funds, undertaking capital market related operations, providing investment management services and other research, advisory and consultancy services.

1.4 Licensing Status

a) In order to operate as an Asset Management Company, the company requires an initial NOC from Bangladesh Bank, as it is a fully owned subsidiary company of Midland Bank PLC., a scheduled Bank licensed and regulated by the Central Bank of Bangladesh (Bangladesh Bank). NOC from Bangladesh Bank was issued in favor of Midland Bank PLC. Ref. No.: BRPD (R-1)717/2021-12449 Dated 30 December 2021, which accorded permission to Midland Bank PLC. to form a fully owned subsidiary company under the name and style of "Midland Bank Asset Management Company Limited".

b) However, the company received license from Bangladesh Securities and Exchange Commission (BSEC) as an Asset Management Company dated 04 August 2024, which is the formal regulatory approval for MDBAMC from its primary regulator to commence its functional business activities as an asset management company.

2. Basis of Preparation of Financial Statements

2.1 Accounting Convention (Measurement Basis)

The financial statements of the company are prepared under "Historical Cost Convention" following accrual basis of accounting.

2.2 Basis of preparation of the financial statements

The financial statements of the Company are prepared in accordance with International Financial Reporting Standards (IFRSs).

2.3 Use of Estimates and Judgments

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenue and expenses. It also requires disclosures of contingent assets and liabilities at the date of the financial statements. Provisions and accrued expenses are recognized in the financial statements in line with the International Accounting Standard (IAS) 37 "Provisions, Contingent Liabilities and Contingent Assets" when - the Company has a legal or constructive obligation as a result of past event.

i) it is probable that an outflow of economic benefit will be required to settle the obligation.

ii) a reliable estimate can be made for the amount of the obligation.

The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the result of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

However, the estimates and underlying assumptions are reviewed on an ongoing basis and the revision is recognized in the period in which the estimates are revised.

2.4 Going Concern

The Company is a fully owned subsidiary of Midland Bank PLC. Strong commitment has been shown by the bank management for obtaining necessary approval from Bangladesh Bank and BSEC. As such, the Company possesses adequate resources to continue its operation for a foreseeable future. For these reasons, the directors continue to adopt going concern basis in preparing the financial statements. The current credit facilities and adequate resources of the Company provide sufficient funds to meet the present requirements of its existing businesses and operations.

2.5 Recognition of Property, Plant & Equipment and Depreciation

Property Plant & Equipment are stated at cost less accumulated depreciation in accordance with IAS-16 "Property, Plant and Equipment".

2.6 Pre-operational expenses:

Pre-operational expenses represent expenditure incurred prior to the formal regulatory approval for MDBAMC from its primary regulator, i.e., BSEC, to commence its functional business activities as an asset management company [as stated above in 1.4 (b)]. These costs will be amortized over a period of two years commencing from the accounting year 2025, i.e., from 01 January 2025 to 31 December 2026.

2.7 Investments in Securities

a) Investments in Marketable Securities

The listed securities are valued at the closing quoted market price on the Dhaka Stock Exchange on the date of valuation. Investments in treasury bonds, i.e., fixed income securities, are marked to market based on the market price available from Government Securities Order Matching (GSOM) Trading Platform.

b) Investment in IPO

Investment in IPO are stated at cost in the statement of financial position and for those IPO shares, the trading of which not yet started are shown at cost price.

c) Investment in Non-Listed Securities

Investment in Non-Listed Securities are stated at cost in the statement of financial position.

2.8 Cash and Cash Equivalents

For the purpose of the Statement of Financial Position and the Statement of Cash Flow, cash in hand and bank balances represent cash and cash equivalents considering the IAS-1 "Presentation of Financial Statements" and IAS-7 "Cash Flow Statement", which provide, that cash and cash equivalents are readily convertible to known amounts of cash and are subject to insignificant risk of changes in value and are not restricted as to use.

2.9 Statement of Cash Flows

Statement of Cash Flows is prepared under direct method in accordance with International Accounting Standard (IAS) 7: "Statement of Cash Flows".

2.10 Taxation

The company is established to carry on business of issuing and managing mutual funds, undertaking capital market related operations, providing investment management services and other research, advisory and consultancy services. As per NBR Gazette notification S.R.O. no. 362/2013 dated 27 November 2013, S.R.O. no. 329/2018 dated 13 November 2018 & S.R.O. no. 49/2024 dated 14 March 2024 the mutual fund issuer have to pay 15% Income Tax on the income from Mutual Fund Management. In all other categories of income, provision for taxation has been made on as per the respective relevant rules.

2.11 Revenue Recognition

Revenue is recognized only when it is probable that the economic benefits associated with the transaction will flow to the enterprise.

2.12 Additional Information of Financial Statements

a) Responsibility for preparation and presentation of Financial Statements

The Board of Directors of the company is responsible for the preparation and presentation of the Financial Statements under section 183 of the Companies Act, 1994.

b) Components of the Financial Statements

According to the IAS-1 "Presentation of Financial Statements", the complete set of Financial Statements includes the following components:

i) Statement of Financial Position.
ii) Statement of Profit or Loss and Other Comprehensive Income.
iii) Statement of Changes in Equity.
iv) Statement of Cash Flows.
v) Notes comprising a summary of significant accounting policies and other explanatory information.

c) Compliance with local laws

These financial statements have been prepared in compliance with requirements of the Companies Act, 1994 and other applicable local laws and regulations.

2.13 Earnings Per Share (EPS)

The Company calculates earning per share in accordance with International Accounting Standard (IAS) 33 "Earning per Share" which has been shown in the face of Statement of Profit or Loss and Other Comprehensive Income.

2.14 Net Asset Value (NAV) Per Share

NAV per share of the company is calculated on the basis of Net Asset Value divided by number of ordinary shares outstanding during the year.

2.15 Reporting Period

These financial statements cover the year from 01 January 2024 to 31 December 2024

2.16 Comparative Information

Comparative Information has been disclosed in respect of the previous period for all amounts reported in the Financial Statements, both in the face of Financial Statements and Notes to the Financial Statements.

2.17 Events after the Reporting Period

Events after the reporting period that provide additional information about the company's position at the balance sheet date are reflected in the financial statements. Events after the reporting period that are not adjusting event are disclosed in the notes as and when material.

3. General

i) To facilitate comparison, certain relevant balances pertaining to the previous year may have been rearranged/ reclassified whenever considered necessary to conform to current year's presentation.

ii) The financial statements have been presented in Bangladesh Taka (BDT) currency, which is the Company's functional currency. All financial information are presented in BDT, which has been rounded off to the nearest integer.

	Particulars	2024 BDT	2023 BDT
4.00	**Property, plant and equipment**		
	Cost		
	Opening balance	-	-
	Addition during the year	2,333,308	-
		2,333,308	-
	Adjustment / (disposal) during the year	-	-
	Closing balance	**2,333,308**	**-**
	Less: Accumulated depreciation		
	Opening balance	-	-
	Charged during the year	169,962	-
		169,962	-
	Adjustment / (disposal) during the year	-	-
	Closing balance	**169,962**	**-**
	Carrying amount	**2,163,346**	**-**
	A schedule of property, plant and equipment is given in Annexure-A		
5.00	**Right-of-Use Assets**		
	Cost		
	Opening balance		
	Addition during the year	6,021,553	-
		6,021,553	-
	Adjustment / (disposal) during the year	-	-
	Closing balance	**6,021,553**	**-**
	Less: Accumulated depreciation		
	Opening balance	-	-
	Charged during the year	581,367	-
		581,367	-
	Adjustment / (disposal) during the year	-	-
	Closing balance	**581,367**	**-**
	Carrying amount	**5,440,187**	**-**
6.00	**Investments (long term)**		
	Investment in Government Treasury Bond (Annexure-C)	60,723,695	-
		60,723,695	-
7.00	**Computation of deferred tax**		
	Deferred tax has been calculated based on deductible/taxable temporary difference arising due to difference in the carrying amount of the assets/liabilities and its tax base in accordance with the provision of International Accounting Standards (IAS)-12 : Income Taxes.		
	Specific Provision for loans & advances	-	-
	Less: Tax Base	-	-
	Deductible temporary difference	-	-
	Accounting written down value- Fixed Assets	2,163,346	-
	Less: Tax base written down value- Fixed Assets	2,198,158	-
	Taxable temporary difference	(34,812)	-
	Right of use of assets	5,440,187	-
	Lease obligation	5,071,587	-
	Taxable temporary difference	(368,600)	-
	Book value - Gratuity provision	-	-

	Particulars		2024	2023
			BDT	BDT
	Less: Tax base - Gratuity provision		-	-
	Deductible temporary difference		-	-
	Net deductible temporary difference		(403,412)	-
	Effective tax rate		25.00%	-
	Deferred tax assets/(liability)		(100,853)	-
	Deferred Tax (expenses)/income			
	Closing deferred tax assets		(100,853)	-
	Opening deferred tax assets/(liability)		-	-
	Deferred tax (expenses)/income		(100,853)	-
8.00	**Pre-operational expenses**			
	Advertisement		6,195	-
	Bonus		153,000	-
	Conveyance		3,000	-
	Domain registration fee		4,428	-
	Installation & maintenance expenses		37,139	-
	Judicial stamp		2,000	-
	Mobile bill		6,183	-
	Office rent		1,932,736	-
	Office stationery		18,649	-
	Printing stationery		28,000	-
	Registration fees to BSEC		100,000	-
	Salary		1,143,700	-
	Seal & pad		1,000	-
	Trade license		37,080	-
	Total		**3,473,110**	-
9.00	**Advances, Deposits and Prepayments**			
	Advances	9.01	-	-
	Total		-	-
9.01	**Advances**			
	Advance income tax		-	-
	Total		-	-
10.00	**Investments (Current Term)**			
	Investment in listed shares (Annexure-B)		24,548,319	-
	Investment in Govt. Securities -Treasury Bill (Annexure-C)		5,346,292	-
	Total		**29,894,611**	-
11.00	**Cash and cash equivalent**			
	Cash in hand at CAL Securities Ltd.		263	-
	Cash at Bank	11.01	18,474,912	-
	Total		**18,475,176**	-
11.01	**Cash at bank**			
	Midland Bank PLC. A/C : 0011-1090002925		18,474,912	-
	Total		**18,474,912**	-
12.00	**Share Capital**			
	Authorized Capital			
	25,000,000 ordinary shares of Tk. 10 each		250,000,000	250,000,000
	Issued, subscribed and paid up capital			
	12,000,000 ordinary shares of Tk. 10 each		120,000,000	50,000,000
	Detail of Shareholding Position of the Company			

	Particulars			2024	2023
				BDT	BDT
	Name of the Sponsor & Directors Shareholders	No. of Shares	% of share holding	31-Dec-2024	31-Dec-2023
	Midland Bank PLC.	11,999,998	99.9999833	119,999,980	49,999,980
	(Mr. Md. Ahsan-uz Zaman)				
	Mr. Khandkar Towfique Hossain	1	0.0000083	10	10
	Mr. Didarul Islam	1	0.0000083	10	10
		12,000,000	100	120,000,000	50,000,000
13.00	**Retained earnings**				
	Opening balance			(172,500)	-
	Add: Profit during the year			(3,835,138)	-
				(4,007,638)	-
	Less: Adjustment during the year			-	-
	Closing balance			**(4,007,638)**	**(172,500)**
14.00	**Lease liability (Non- current portion)**				
	Lease liability- Office premises (Note: 14.01)			5,071,587	-
	Total			**5,071,587**	**-**
14.01	**Lease liability- Office premises**				
	Opening balance			-	-
	Add: Addition during the year			5,071,587	-
				5,071,587	-
	Less: Paid during the year			-	-
				5,071,587	-
	Less: Transfer to current portion			-	-
	Closing balance			**5,071,587**	**-**
15.00	**Accounts payable**				
	Provision for audit fees			34,500	-
	Payable to Midland Bank PLC.			368,600	-
	Accrued expenses			-	172,500
	Total			**403,100**	**172,500**
16.00	**Provision for current tax**				
	Opening balance			-	
	Add: Provision made during the year:				
	On Interest income			677,537	
	On Dividend income			135,400	
	On Capital gain			**65,844**	
				878,780	-
	Less: Adjustment during the year			(211,383)	-
	Closing balance			**667,397**	**-**
17.00	**Provision for diminution in value of investments**				
	Opening balance			-	-
	Add: Provision made during the year			1,988,097	-
				1,988,097	-
	Less: Adjustment during the year			-	-
	Closing balance			**1,988,097**	**-**
18.00	**Interest income**				
	Interest on Special Notice Deposit (SND) account			1,060,222	-
	Interest income from Govt. Treasuries			1,649,925	-
	Total			**2,710,147**	**-**
19.00	**Income from investment**				
	Capital gain on sale of Treasury Bill			438,957	-
	Dividend income			677,000	-
	Total			**1,115,957**	**-**

	Particulars	2024	2023
		BDT	BDT
20.00	**Other non-operating income**		
	Gain on disposal of fixed asset	-	-
	Miscellaneous earnings	-	-
	Total	-	-
21.00	**Interest expenses**		
	Interest on lease	143,409	-
	Total	**143,409**	-
21.01	**Interest on lease**		
	Lease liability- Office premises	143,409	
	Total	**143,409**	-
22.00	**Salary and allowances**		
	Salary and allowances	2,544,968	-
	Total	**2,544,968**	-
23.00	**Rent, taxes, insurance, electricity etc.**		
	Electricity expenses	171,946	-
	Total	**171,946**	-
24.00	**Legal and professional fees**		
	Legal and professional fees	2,070	-
	Annual subscription fees	100,000	-
	Registration fee to BSEC	500,000	-
	Trade license renewal fees	20,540	-
	Mutual fund application fees-BSEC	200,000	-
	Total	**822,610**	-
25.00	**Postage, stamp, telecommunication etc.**		
	Postage and courier	-	-
	Stamp charges	-	-
	Telephone and mobile bill	36,239	-
	Total	**36,239**	-
26.00	**Stationery, printing & advertisement**		
	Printing and stationery	36,152	-
	Advertisement	43,700	-
	Total	**79,852**	-
27.00	**Audit fees**		
	Audit fees	34,500	34,500
	Total	**34,500**	**34,500**
28.00	**Repairs, maintenance and depreciation**		
	Software maintenance	17,430	-
	Depreciation	751,328	-
	Total	**768,758**	-
29.00	**Other expenses**		
	Conveyance	3,180	-
	Computer accessories	4,294	-
	Transportation expenses	5,000	-
	Entertainment expense	26,646	-
	Bank charges and others	1,610	-
	BO opening charge in CAL Securities Ltd.	500	-
	Excise duty	50,000	-
	Total	**91,230**	-
30.00	**Related party disclousure**		
	Name of the company: Midland Bank PLC.		
	Relationship: Parent		
	Nature of transaction: Deposit	18,474,912	-
	Total	**18,474,912**	

Midland Bank Asset Management Company Ltd.

SCHEDULE OF PROPERTY, PLANT AND EQUIPMENT

As at 31 December 2024

Annexure-A

Particulars	COST				DEPRECIATION					Written down value as at 31.12.2024
	Balance as at 01.01.2024	Addition during the year	Adjustment / (Disposal) during the year	Balance as at 31.12.2024	Rate (%)	Balance as at 01.01.2024	Charged during the year	Adjustment / (Disposal) during the year	Balance as at 31.12.2024	
Freehold Assets:										
Furniture & fittings	-	1,267,378	-	1,267,378	10	-	63,369	-	63,369	1,204,009
Office equipment	-	819,482	-	819,482	20	-	81,948	-	81,948	737,534
Computer equipment	-	246,447	-	246,447	20	-	24,645	-	24,645	221,802
Sub-Total	-	2,333,308	-	2,333,308	-	-	169,962	-	169,962	2,163,346
Leasehold Assets:										
Right of use asset- office premises	-	6,021,553	-	6,021,553	-	-	581,367	-	581,367	5,440,187
Sub-Total	-	6,021,553	-	6,021,553	-	-	581,367	-	581,367	5,440,187
Total	-	8,354,861	-	8,354,861	-	-	751,328	-	751,328	7,603,532

Midland Bank Asset Management Company Ltd.

INVESTMENT IN QUOTED SHARES

As at 31 December 2024

Annexure- B

SL	Name of the Company	Face Value Per Share	No. of Shares	Cost Holding (Without Commission)	Average Cost (Without Commission)	Cost Holding (With Commission)	Quoted rate per Share as on 31 December 2024	Total Market Value of Share as at 31 December 2024
1	British American Tobacco Bangladesh Company Limited	10	15,550	6,347,125	408.18	6,355,976	367.60	5,716,180
2	BRAC Bank PLC.	10	30,500	1,697,850	55.67	1,700,227	49.00	1,494,500
3	Grameenphone Ltd.	10	19,040	6,430,485	337.74	6,439,448	323.10	6,151,824
4	Marico Bangladesh Limited	10	1,300	2,981,000	2293.08	2,985,173	2282.80	2,967,640
5	Square Pharmaceuticals PLC.	10	37,750	8,749,635	231.78	8,761,885	217.70	8,218,175
Total				26,206,095		26,242,710		24,548,319

Cost Holding of Quoted Shares (With Commission)	26,242,710
Market Value of Quoted Shares	24,548,319
Diminution Value in Investment	(1,694,391)

Midland Bank Asset Management Company Ltd.

INVESTMENT IN FIXED INCOME SECURITIES

As at 31 December 2024

Annexure-C

Sl	Purchase Date	Category	Face value	Cost		Market		Unrealized Gain / Loss (in Value)
				Cost per unit	Total Cost	Market price per Unit	Total market value	
1	15-Oct-24	10 Year Bond (BD0934311103)	26,000,000	99.86	25,964,757	99.35	25,829,726	(135,031)
2	10-Dec-24	05 Year Bond (BD0929241059)	20,000,000	100.07	20,014,600	100.55	20,109,808	95,208
3	17-Dec-24	10 Year Bond (BD0934401102)	15,000,000	100.25	15,038,044	98.56	14,784,161	(253,882)
4	15-Dec-24	91 Day Bill (BD0909126254)	5,500,000	97.21	5,346,292	97.21	5,346,292	-
Total			66,500,000		66,363,693		66,069,987	(293,706)

SUPPLEMENTARY INFORMATION



NAVIGATING OUR **INTEGRATED REPORT**

Elements	Particulars	Referred to	Page
Organizational overview and external environment	Organization's ethics, culture and values	Vision and Mission, Core values	18,19
	1. Ownership and operating structure, 2. Principal activities and markets	Corporate Profile	10
	Key quantitative information	Information for Stakeholders	12, 13, 84-93
	Significant factors affecting the external environment and the organization's response	PESTEL Analysis	215
Governance	Organization's leadership structure, including the skills and diversity	◉ Profile of Directors of the Board ◉ Management Committee ◉ Report of the Audit Committee of the Board ◉ Report of the Risk Management Committee of the Board ◉ Report of the Asset Liability Committee (ALCO) ◉ Report of the Executive Committee ◉ Governance structure	30-43, 47-53, 104, 105, 106, 148, 103, 107-120
	Mandatory and voluntary code of corporate governance adopted by the Company.	◉ Roles & responsibilities as per regulatory requirement ◉ BSEC Code of Corporate Governance: Our Compliance Status ◉ Bangladesh Bank Corporate Governance Guidelines: Our Compliance Status ◉ Status of Compliance with the Companies Act, 1994 (Amended up to 2020) ◉ Disclosure on Governance under BSS	112-114, 124-133, 134-142, 143, 121-122
	Code of ethical conduct adopted by the Company in relation to ethical business.	Code of Conduct and Ethical Guidelines	56
	Specific processes used to make strategic decisions and to establish and monitor the culture of the organization, including its attitude to risk and mechanisms for addressing integrity and ethical issues	Internal control system	79, 116, 117
	Particular actions those charged with governance have taken to influence and monitor the strategic direction of the organization and its approach to risk management	◉ Executive Committee report ◉ Report of the Audit Committee of the Board ◉ Report of the Risk Management Committee (RMC) of the Board	103, 104, 105, 106
	Key Policies	Information on Important policies and practices	
Stakeholder Relationships	Stakeholder identification. Relationship, engagement and organization's approach	Stakeholders Engagement	240
Capitals	Description of six capitals	Six capitals	209-212
Business Model	Description of organization's business model	Business Model and Value Creation	206-208
Performance	1. Quantitative indicators with respect to targets and risks and opportunities, 2. Organization's response to key stakeholders' legitimate needs and interests 3. Organization's effect on six capital 4. Linkage between current and past performance and organization's outlook	◉ Financial statements ◉ Information for Stakeholders ◉ Six capital ◉ Stakeholders Engagement ◉ Directors Report 2024	260-334, 84-97, 206-208, 240, 68-81

Elements	Particulars	Referred to	Page
Risks, opportunities and internal controls	Specific source of risks and opportunities	Risk Management	176-204
	Organization's assessment of the likelihood that the risk or opportunity		
	Key risk mitigation or management		
	Risk Management Report which includes details about risk, root course, potential impact, response to risk, risk rating		
Strategy and resource allocation	Organization's short, medium and long term strategic objectives	Strategy and resource allocation plan	206-212
	Strategies it has in place, or intends to implement, to achieve those strategic objectives		
	Resource allocation plans it has to implement its strategy		
Outlook	The organization's expectations about the external environment the organization is likely to face in the short, medium and long term	Stewardship	59-81
	How the organization is currently equipped to respond to the critical challenges and uncertainties that are likely to arise.		
	The availability, quality and affordability of capitals the organization uses or affects, including how key relationships are managed and why they are important to the organization's ability to create value over time.	Six capitals	209-212
	The external environment, and risks and opportunities, with an analysis of how these could affect the achievement of strategic objectives	PESTEL Analysis	215
Basis of preparation and presentation	A summary of the organization's materiality determination process	Material topics	241-243
	A description of the reporting boundary and how it has been determined	About Our Integrated Report	9
	A summary of the significant frameworks and methods used to quantify or evaluate material matters		
Responsibility for an integrated report	An acknowledgement of their responsibility to ensure the integrity of the integrated report	About Our Integrated Report	9
Conciseness	An integrated report should be concise	Complied	N/A
Reliability and completeness	Include all material matters, both positive and negative	Material Topics	241-242
Consistency and comparability	The information in an integrated report should be presented maintaining consistency over time and comparability	Complied	N/A
Connectivity of information	Connectivity between – Capitals, content elements, past present and future, Financial and other information	Six capitals	209-212
Materiality	Disclose information about matters that substantively affect the organization's ability to create value over the short, medium and long term	Material Topics	241-242
Assurance on the Report	The policy and practice relating to seeking assurance on the report	About Our Integrated Report	9

GEOGRAPHIC MAP OF BRANCHES AND SUB-BRANCHES

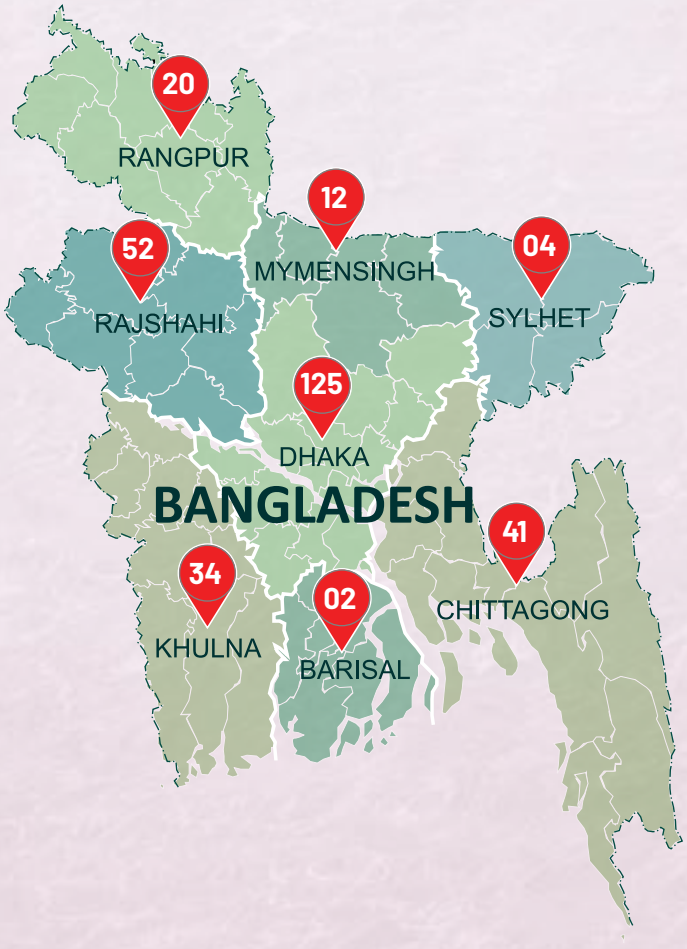
As of December 31, 2024, Midland Bank PLC. (MDB) has made significant strides in expanding its footprint across the nation. With a total of 41 Branches, 22 Sub-Branches, 10 Collection Booths, 148 Agent Banking Centers and 69 ATM Networks strategically located throughout the country, MDB continues to enhance accessibility and banking services for its customers in both urban and rural areas. The following table highlights the division-wise distribution of these Branches, Sub-Branches, Agent Banking Centers and ATM Networks, showcasing the Bank's extensive presence:

MDB Service Network

Geographic Location	Branches	Sub-Branches	Collection Booths	Agent Banking Centers	ATM/ CRM Networks
RANGPUR	02	-	01	15	02
RAJSHAHI	03	03	02	38	06
MYMENSINGH	01	01	-	7	03
SYLHET	01	01	-	-	02
DHAKA	22	13	03	47	40
KHULNA	03	01	04	22	04
BARISHAL	01	-	-	-	01
CHATTOGRAM	08	03	-	19	11
Total	**41**	**22**	**10**	**148**	**69**

Windows of MDB – Expanding Access & Reach

MDB's expansion strategy goes beyond traditional branches. In addition to its core Branches and Sub-Branches, the Bank has increased its accessibility by deploying Agent Banking Centers, expanding its ATM Networks, and opening new branches across various regions. This network extension enhances financial inclusion, providing greater access to banking services for customers in both remote and urban locations.



MDB SERVICES **NETWORK**

MDB Service Network (Branches)

SI	Branch Name	Address	Branch Manager
01	Dilkusha Corporate Branch	Chini Shilpa Bhaban (1st floor), 3, Dilkusha C/A, Dhaka 1000 Email: hob.dilkusha@midlandbankbd.net PABX: 09666-410901/ +(88) 096 11 410 901	Mr. Ha-Mim Muhammad Molla, SAVP Phone: 01985700527, 01712611775 Email: muhammad.molla@midlandbankbd.net PABX: 09666-410901 Ext. 901-527
02	Banani Branch	Hong Kong Shanghai Tower (Ground & 1st floor), Plot 106, Road 11, Block C, Banani, Dhaka 1213 Email: hob.banani@midlandbankbd.net PABX: +(88) 096 66 410 902 / +(88) 096 11 410 902	Mr. Mostofa Maynul Hasan, VP Phone: +8801985700057, 01914064738 Email: mostofa.maynul@midlandbankbd.net PABX: 09666-410902 Ext. 902-057
03	Agrabad Branch	As- Salam Tower (1st floor), 57, Agrabad C/A, Chittagong Email: hob.agrabad@midlandbankbd.net PABX: +(88) 096 66 410 903 / +(88) 096 11 410 903	Mr. Mohammed Asif Raihan Chowdhury, VP Phone: 01985700531, 01716338123 Email: asif.raihan@midlandbankbd.net PABX: 09666-410903 Ext.903-531 Direct No: 09666-410127
04	Mirzapur Bazar Branch	Mannan Plaza (1st floor), Mirzapur Bazar, Bhawal, Mirzapur Sadar, Gazipur Email: hob.mirzapur@midlandbankbd.net PABX: +(88) 096 66 410 904 / +(88) 096 11 410 904	Mr. Md. A.S.M. Ataul Gani, JAVP Phone: 01717112181, Email: asm.ataul@midlandbankbd.net PABX: 09666-410904 Ext. 1639
05	Panchar Branch	Dia-Moni Plaza (1st floor), Panchar, Shibchar, Madaripur Email: hob.panchar@midlandbankbd.net PABX: +(88) 096 66 410 905 / +(88) 096 11 410 905	Mr. Al Mamun, JAVP Phone: 01911112490,01743320273 Email: a.mamun@midlandbankbd.net PABX: 09666-410905 Ext.905-1449
06	Uttara Branch	ABC Heritage (Ground floor), Plot 2 & 4, Jashim Uddin Avenue, Sector 3, Uttara, Dhaka 1230 Email: hob.uttara@midlandbankbd.net PABX: +(88) 096 66 410 906 / +(88) 096 11 410 906	Mr. Md. Ibrahim Khalil, SAVP Phone: +8801985700045,01711106643 Email: ibrahim.khalil@midlandbankbd.net PABX: 09666-410906 Ext.906-045
07	Aganagar Branch	Maksuda Garden City (2nd floor), Aganagar, South Keranigonj, Dhaka Email: hob.aganagar@midlandbankbd.net PABX: +(88) 096 66 410 907 / +(88) 096 11 410 907	Mr. Mohammad Quaid - E – Azam, FAVP Phone: +8801985700143,+8801716539413 Email: quaide.azam@midlandbankbd.net PABX: 09666-410907 Ext. 907-143
08	Dhanmondi Branch	Green Rowshanara Tower (2nd Floor), House# 755(Old), 55(New),Satmasjid Road, Dhanmondi, Dhaka 1205 Email: hob.dhanmondi@midlandbankbd.net PABX: +(88) 096 66 410 908 / +(88) 096 11 410 908	Mr. Md. Hasanuzzaman, SAVP Phone: 01712635557 Email: hasanuz.zaman@midlandbankbd.net PABX: 09666-410908 Ext.1486
09	Hemayetpur Branch	Ayesha Tower (1st Floor), 522 Singair Road, Hemayetpur, Savar, Dhaka Email: hob.hemayetpur@midlandbankbd.net PABX: +(88) 096 66 410 909 / +(88) 096 11 410 909	Mr. Mohammad Nuruzzaman, AVP Phone: 01985700544,01716182750 Email: mohammad.nuruzzaman@midlandbankbd.net PABX: 09666-410909 Ext. 909-544
10	Zirabo Branch	Razzak Commercial Complex, Zirabo, Ashulia, Savar, Dhaka Email: hob.zirabo@midlandbankbd.net PABX: +(88) 096 66 410 910 / +(88) 096 11 410 910	Mr. Mohammad Tariqul Hasan, AVP Phone: 01975997799, Email: tariqul.hasan@midlandbankbd.net PABX: 09666-410910 Ext.1185
11	Gulshan Branch	NB Tower, Level 5, 40/7 North Avenue, Gulshan 2, Dhaka 1212 Email: hob.gulshan@midlandbankbd.net PABX: +(88) 096 66 410 911 / +(88) 096 11 410 911	Mr. Md. Ahbab Ahmed Jaigirder SAVP Phone: 01985700647,01717130877 Email: ahbab.jaigirder@midlandbankbd.net PABX: 09666-410911 Ext.911-647
12	Panchrukhi Branch	Shopon Tower, Panchrukhi Bazar, Araihajar, Narayanganj Email: hob.panchrukhi@midlandbankbd.net PABX: +(88) 096 66 410 912 / +(88) 096 11 410 912	Mr. Md. Abdul Barik, FAVP Phone: 01985700236,01712724567 Email: abdul.barik@midlandbankbd.net PABX: 09666-410912 Ext.912-236
13	Kamarpara Branch	Ramjan Tower, Natun Bazar Mor, Kamarpara, Turga, Dhaka. Email: hob.kamarpara@midlandbankbd.net PABX: +(88) 096 66 410 913 / +(88) 096 11 410 913	Mr. Shafiqul Islam Faquir Pintu, FAVP Phone: 01819261261 Email: shafiqul.pintu@midlandbankbd.net PABX: 09666-410913 Ext.1072

SI	Branch Name	Address	Branch Manager
14	Narsingdi Branch	Helal Tower, First & second floor, 211 ShahidShorwadi Park Road, Narshingdi Email: hob.narsingdi@midlandbankbd.net PABX: +(88) 096 66 410 914 / +(88) 096 11 410 914	Mr. Md. Mahmudul Hasan, AVP Phone: 01985700974,01717910524 Email: mahamudul.h@midlandbankbd.net PABX: 09666-410914 Ext.914-974
15	Narayanganj Branch	55/A, Ground Floor, Tanbazar, Narayanganj Email: hob.narayanganj@midlandbankbd.net PABX: +(88) 096 66 410 915 / +(88) 096 11 410 915	Mr. Md. Lokman Hossain, AVP Phone: 01922438062,01534314722 Email: lokman.hossain@midlandbankbd.net PABX: 09666-410915 Ext.915-1499
16	Valuka Branch	Jamirdia, Masterbari, Valuka, Mymensingh Email: hob.valuka@midlandbankbd.net PABX: +(88) 096 66 410 916 / +(88) 096 11 410 916	Mr. Abu Sayed Mohammad Zakaria Khan, FAVP Phone: 01985700687,01715281296 Email: zakaria.khan@midlandbankbd.net PABX: 09666-410916 Ext. 916-687
17	CDA Avenue Branch	EVE's Centre (1st floor) A 1/47 P, East Nasirabad, Panchlaish, Chittagong Email: hob.cda@midlandbankbd.net PABX: +(88) 096 66 410 917 / +(88) 096 11 410 917	Mr. Md. Syed Mohammed Omar, SAVP Phone: 01985700355, 01819863857 Email: syedmohammed.omar@midlandbankbd.net PABX: 09666-410917 Ext. 917-355
18	Mokamtola Branch	Majeda Plaza (1st floor), Talukdar Market, Mokamtola, Shibganj, Bogra Email: hob.mokamtola@midlandbankbd.net PABX: +(88) 096 66 410 918 / +(88) 096 11 410 918	Mr. Md. Nur Newaz, FAVP Phone: 01985700459,01712697868 Email: nur.newaz@midlandbankbd.net PABX: 09666-410918 Ext. 918-459
19	Chowdhuryhat Branch	Abdul Rashid Market (1st & 2nd floor) Chowdhuryhat , Hat Hajari, Chattogram Email: hob.chowdhuryhat@midlandbankbd.net PABX: +(88) 096 66 410 919 / +(88) 096 11 410 919	Mr. Md. Sajjad Chowdhury, FAVP Phone: 01985700358,01676020909 Email: sajjad.chowdhury@midlandbankbd.net PABX: 09666-410903 Ext.919-358
20	Bogura Branch	Zamzam Tower, Holding No: 334-01, Shahid Abdul Jabbar Road, Ward: 07, Bogura Sadar, Bogura. Email: hob.bogra@midlandbankbd.net PABX: +88) 096 66 410 920/ +(88) 096 11 410 920	Mr. Md. Mejbahur Rahman, FAVP Phone: 01718881471 Email: mejbahur.rahman@midlandbankbd.net PABX: 09666-410920 Ext.1085
21	Dalal Bazar Branch	Montaz patwary Mansion (1st floor), Lakshmipur Sadar, Lakshmipur Email: hob.dalalbazar@midlandbankbd.net PABX: +(88) 096 66 410 921 / +(88) 096 11 410 921	Mr. Asaduzzaman Khan, AVP Phone: 01985700461,01708737900 Email: asaduzzaman.khan@midlandbankbd.net PABX: 09666-410921 Ext.921-461
22	Sylhet Branch	M.S Tower (1st Floor), Mirboxtola, Chowhatta, Sylhet Mail: hob.sylhet@midlandbankbd.net PABX: +(88) 096 66 410 922 / +(88) 096 11 410 922	Mr. Shah Md. Ali Kawsar Sourov, AVP Phone: 01985700620,01819591999 Email: kawsar.sourov@midlandbankbd.net PABX: 09666-410922 Ext.922-620
23	Khulna Branch	Tayamun Centre (1st Floor), 181/1 Jessore Road, Khulna Mail: hob.khulna@midlandbankbd.net PABX:+(88) 096 66 410 923 / +(88) 096 11 410 923	Mr. Prosenjit Sen, FAVP Phone: 01985700633,01723443636 Email: prosenjit.sen@midlandbankbd.net PABX: 09666-410923 Ext.923-633
24	Sompara Bazar Branch	Hai Mansion (1st Floor), Holding No. 365, Dag no. 842/1345, Katian no. 624,Muza - Prasadpur. Union - 1 no. Sahapur,Kochua Bottoli Road, Thana - Chatkhil, Noakhali. Email: hob.sompara@midlandbankbd.net PABX: +(88) 096 66 410 924 / +(88) 096 11 410 924	Mr. Md. Arifur Rahman, JAVP Phone: 01985700796,01921456661 Email: md.arifurrahman@midlandbankbd.net PABX: 09666-410924 Ext.924-796
25	Paragram Branch	West Paragram Bazar, Nawabganj, Dhaka (Right side of Singair Road) Email: hob.paragram@midlandbankbd.net PABX: +(88) 096 66 410 925 / +(88) 096 11 410 925	Mr. Md. Rahat, JAVP Phone: 01985700713,01971181939 Email: md.rahat@midlandbankbd.net PABX: 09666-410925 Ext. 925-713
26	Mirpur Branch	Hyperion Rose, Holding No-61/1-2, Block-B, Road No-4, Ward No-2,Section-12, Pallabi, Dhaka Email: hob.mirpur@midlandbankbd.net PABX: +(88) 096 66 410 926 / +(88) 096 11 410 926	Mr. A.H.M. Gazzali, SAVP Phone: 01985700483,01711058469 Email: ahm.gazzali@midlandbankbd.net PABX: 09666-410926 Ext.926-483
27	Foyla Bazar Branch	98/1 Haji Market, Bara Nawabpur, Faylabazar, Ujalkur, Rampal, Bagerhat Email: hob.foylabazar@midlandbankbd.net PABX: : +(88) 096 66 410 927 / +(88) 096 11 410 927	Mr. Md. Kazi Mokarram Hossain, JAVP Phone: 01985700893,01711380388 Email: mokarram.hossain@midlandbankbd.net PABX: 09666-410927 Ext. 927-893

SI	Branch Name	Address	Branch Manager
28	Maligram Branch	Vashra, Maligram, Deora, Bhanga, Faridpur Email: hob.maligram@midlandbankbd.net PABX: +(88) 096 66 410 928 / +(88) 096 11 410 928	Mr. Md. Belaet Ullah, PO Phone: 01985700249,01712523524 Email: belaet.ullah@midlandbankbd.net PABX: 09666-410928 Ext. 928-249
29	Rajshahi Branch	Rahamania Tower, Holding-57,58 & 60, Ganok Para, Station Road, Ward-12, P.S.-Boalia, Dist- Rajshahi Email: hob.rajshahi@midlandbankbd.net PABX: +(88) 096 66 410 929 / +(88) 096 11 410 929	Mr. Md. Ahsan Habib, SAVP Phone: 01985700302,01711107239 Email: ahsan.habib@midlandbankbd.net PABX: 09617-410929 Ext.929-302
30	Islampur Branch	Emon Tower, Holding-61, Islampur Road, Ward-36, P.S.-Kotowali, Dist- Dhaka Mail: hob.islampur@midlandbankbd.net PABX: +(88) 096 66 410 930 / +(88) 096 11 410 930	Mr.Md. Khandakar Bazlur Rahman AVP Phone: +8801985700101,01712145524 Email: bazlur.rahman@midlandbankbd.net PABX: 09666-410907 Ext.930-101
31	Shashongacha Branch	Meem Tower, Shashongacha, Adarsha Sadar, Cumilla Mail: hob.shashongacha@midlandbankbd.net, PABX: +(88) 096 66 410 931 / +(88) 096 11 410 931	Mr. Md. Tahidul Amin Mojumder, AVP Phone: 01985700697,01828058652 Email: tahidul.amin@midlandbankbd.net PABX: 09666-410931 Ext.931-697
32	Bheramara Branch	Godown Moor, Bheramara Highway, Kushtia Mail: hob.bheramara@midlandbankbd.net PABX : +(88) 096 66 410 932 / +(88) 096 11 410 932	Mr. Md. Syfur Rahman, FAVP Phone: 01985700254,01920854982 Email: syfur.rahman@midlandbankbd.net PABX: 09666-410932 Ext. 932-254
33	Doshmile Branch	Hossain Monzil, East Sadipur, Doshmile, Dinajpur Mail: hob.doshmile@midlandbankbd.net PABX: +(88) 096 66 410 933 / +(88) 096 11 410 933	Mr. Md. Ahsanul Alam, JAVP Phone: 01712068328 Email: ahsanul.alam@midlandbankbd.net PABX: 09666-410933 Ext.1063
34	Fatullah Branch	Islam Super Market, Fatullah Bazar, Narayanganj Mail: hob.fatullah@midlandbankbd.net PABX No : +(88) 096 66 410 934 / +(88) 096 11 410 934	Mr. Md. Anwar Hossain, EO Phone: + 01710315034 Email: hossain.anwar@midlandbankbd.net PABX: 09666-410934 Ext. 1634
35	Kawran Bazar Branch	Jahangir Tower, 10, Kazi Nazrul Islam Avenue, Ward No-26, Tejgaon, Dhaka Mail: hob.kawran@midlandbankbd.net PABX: +(88) 096 66 410 935 / +(88) 096 11 410 935	Mr. Md. Abdullah Al Mamun, SAVP Phone: +8801985700090,01711359239 Email: abdullah.mamun@midlandbankbd.net PABX: 09666-410935 Ext. 935-090
36	Barishal Branch	A.K. School Building (1st Floor), Holding # 388, K.B. Hemayet Uddin Road, Girza Moholla, Barishal Mail: hob.barishal@midlandbankbd.net PABX No: +(88) 096 66 410 937/ +(88) 096 66 410 937	Mr. Md. Azmal Hossain, FAVP Phone: 01985700532, 01712334120 Email: azmal.hossain@midlandbankbd.net PABX: 09666-410937 Ext. 937-532
37	Rangpur Branch	Sunshine Tower, Holding-3434, Ward-16, P.S.: Kotoali, Dist.: Rangpur Mail: hob.rangpur@midlandbankbd.net PABX No: +(88) 096 66 410 936/ +(88) 096 66 410 936	Mr. Md. Rezaul Huq, SAVP Phone: 01711428099, Email: rezaul.huq@midlandbankbd.net PABX: 09666-410936 Ext.936-269
38	Bokhter Munshi Bazar Branch	Soudagar Market, Holding No. 227, Ward No. 06, Mongolkandi, Sonagazi, Feni Mail: hob.bokhter@midlandbankbd.net PABX No: +(88) 096 66 410 938/ +(88) 096 66 410 938	Mr. Md. Jahangir Alam, JAVP Phone: 01739498449,01819463830 Email: m.jahangir@midlandbankbd.net PABX: 09666-410938 Ext.1555
39	Chandraganj Branch	Emirates Tower, Afjal Road, Chandraganj, Lakshmipur Sadar, Lakshmipur Mail: hob.chandraganj@midlandbankbd.net PABX No.: +(88) 096 66 410 939/ +(88) 096 66 410 939	Mr. Mohammad Mohshin Khan, JAVP Phone: 01715174817,01815174817 Email: mohshin.khan@midlandbankbd.net PABX: 09666-410939 Ext.1497
40	Gazipur Branch	Smart Plaza, Holding No: 154/1, Joydebpur Bazar Road, Ward No: 26, Gazipur City Corporation, P/S: Gazipur Sadar, Dist: Gazipur Mail: hob.gazipur@midlandbankbd.net PABX: 09666-410941	Mr. Md. Abdullah, FAVP Phone: 01985700541,01956685532 Email: md.abdullah@midlandbankbd.net PABX: 09666-410941 Ext.941-541
41	Katiadi Branch	Shahidullah Bhaban, Holding: 1255 Road name: C&B Road, Ward no: 03, Kishoreganj Mail: hob.katiadi@midlandbankbd.net PABX No: +(88) 096 66 410 940/ +(88) 096 66 410 940	Mr. Mohammad Abdul Malak, FAVP Phone: 01985700246,01941403740 Email: abdul.malak@midlandbankbd.net PABX: 09666-410940 Ext.940-246

MDB Service Network (Sub-Branches)

SI	Sub-Branch Name	Address	Manager, Sub-Branch
01	Madhabdi Sub-Branch	AGC Tower, 1st Floor, H 14, Parkashipur, Bank Patti Road, Madhabdi, Narsingdi Email: madhabdi.sub@midlandbankbd.net PABX: +(88) 096 66 410 914 / +(88) 096 11 410 914	Mr. Md. Monir Hossain FAVP Phone: 01985700251,01611099977 Email: monir.hossain@midlandbankbd.net PABX: 09666-410914 Ext.914-251
02	Lakshmipur Sub-Branch	R. S. Tower (1st Floor), Hospital Road, Sador, Lakshmipur Email:lakshmipur.sub@midlandbankbd.net PABX: +(88) 096 66 410 921 / +(88) 096 11 410 921	Mr. A.K.M. Mushfiqur Rahman Patwary, Officer Phone: 01719331290,01712148477 Email: mushfiqur.patwary@midlandbankbd.net PABX: 09666-410921 Ext. 1464
03	Rupnagar Sub-Branch	House #56, Road#19, Rupnagar R/A Rupnagar, Mirpur Dhaka Email: rupnagar.sub@midlandbankbd.net PABX: +(88) 096 66 410 926 / +(88) 096 11 410 926	Mr. Md. Shofiqul Islam, EO Phone: 01923288297, 01610-173536 Email: mdshofiqul.islam@midlandbankbd.net PABX: 09666-410926, Ext. 1067
04	Motijheel Sub-Branch	Showantex Tower (ground floor), House no. 9/I, Motijheel C/A, Dhaka Email: motijheel.sub@midlandbankbd.net PABX: +(88) 096 66 410 901 / +(88) 096 11 410 901	Mr. Md. Al Arafat , EO Phone: 01713677098, Email: al.arafat@midlandbankbd.net PABX: 09666-410901 Ext. 1584
05	Shahjadpur Sub-Branch	CCMPSL Tower, Holding No. 412, Ward No. 06, Shahjadpur, Shirajgonj Email: shahjadpur.sub@midlandbankbd.net PABX: +(88) 096 66 410 920 / +(88) 096 11 410 920	Mr. Md. Moklasur Rhaman, JAVP Phone: 01711117500 Email: moklasur.rahman@midlandbankbd.net PABX: 09617-410920 Ext.1200
06	Chatkhil Sub-Branch	Aziz Super Market, Holding No-629, C&B Road, Ward No-3, Chatkhil, Noakhali Email:chatkhil.sub@midlandbankbd.net PABX No: +(88) 096 66 410 924 / +(88) 096 11 410 924	Mr. G. M. Bakibillah, JAVP Phone: 01985700979,01724896617 Email: m.bakibillah@midlandbankbd.net PABX: 09666-410924 Ext. 924-979
07	Rajshahi Sub-Branch	Nagar Bhaban, Holding No-142, Greater Road, Ward No-13, Rajshahi City Corporation, P.S-Boalia, Dist.-Rajshahi Email: rajshahi.sub@midlandbankbd.net PABX: +(88) 096 66 410 929 / +(88) 096 11 410 929	Mr.Md. Abdullah Hel Kafy, FAVP Phone: 01713644433,01717402141 Email: abdullah.kafy@midlandbankbd.net PABX: 09666-410929 Ext 1064
08	Jubilee Road Sub-Branch	B&B Tower, 129 Jubilee Road, Enayet Bazar, Chattagram Email: jubilee.sub@midlandbankbd.net PABX: +(88) 096 66 410 903 / +(88) 096 11 410 903	Mr. Ripon Talapatra, FAVP Phone: 01919886870,01985700933 Email: ripon.talapatra@midlandbankbd.net PABX: 09666-410903 Ext. 903-933
09	MIEZ Sub Branch	Meghna Industrial Economic Zone, Tipordi, Daag No- RS-31, Mouza-Choto Shilmondi, Union-Mograpara, P.S: Sonargaon, Dist: Narayanganj Email: miez.sub@midlandbankbd.net PABX: +(88) 096 66 410 901 / +(88) 096 11 410 901	Mr. Md. Sukumar Biswas, JAVP Phone: 01985700313,01725060030 Email: sukumar.biswas@midlandbankbd.net PABX: 09666-410930 Ext.901-313
10	Mymensingh Sub-Branch	Hira Square, Holding-20, Jadhav Lahiri Lane, Mymensingh Email: mymensingh.sub@midlandbankbd.net PABX: +(88) 096 66 410 916 / +(88) 096 11 410 916	Mr. Md. Asif Iqbal, EO Phone: 01985700305,01868618989 Email: asif.iqbal@midlandbankbd.net PABX: 09666-410916 Ext916-305
11	Noapara Sub-Branch	Holding No:26, Buikana, Kolahata, Word No: 05, Noapara Pourashova, Jashore Khulna Highway, PS: Abhaynagar, Jashore Email:noapara.sub@midlandbankbd.net PABX: 09666-410923	Mr. Shirdharta Ghose, JAVP Phone: 01985700642,01716716048 Email: shirdharta.ghose@midlandbankbd.net PABX: 09666-410923 Ext.923-642

Sl	Sub-Branch Name	Address	Manager, Sub-Branch
12	Sreenagar Sub-Branch	Sreenagar Plaza, Kancha Bazar Road, Sreenagar Bazar, Sreenagar, Munshiganj Email: sreenagar.sub@midlandbankbd.net PABX: 09666-410907	Mr. Anik Saha, JAVP Phone: 01334660047, 1673021515 Email: anik.saha@midlandbankbd.net PABX: 09666-410926 Ext. 907-643
13	Shibgonj Sub-Branch	Holding Number: 683, 1st Floor, Tamabil Road, Shibgonj, Sylhet Email: shibgonj.sub@midlandbankbd.net PABX: +(88) 096 66 410 922 / +(88) 096 11 410 922	Mr. Md.Delwar Hossain, Officer Phone01715096045,01717543529, Email: delwar.hossain@midlandbankbd.net PABX: 09617-410922 Ext. 1747
14	Noser Market Sub-Branch	Shajib Shabbir Villa, Gazipur City Corporation, Konabari(Metro), Gazipur Email: nosermarket.sub@midlandbankbd.net PABX: 09666-410904	Mr. Md. Norozzaman, JAVP Phone: 01985700276, 01915826583 Email: noroz.zaman@midlandbankbd.net PABX: 09666-410904 Ext.904-276
15	Nurjahan Road Sub-Branch	House: 1/9 Road: NoorJahan Road, Block: D, Police Station: Mohammadpur, Post office: Mohammadpur-1207, Dhaka Email: nurjahanroad.sub@midlandbankbd.net PABX: 09666-410908	Mr. Mahfuzur Rahman, FAVP Phone: 01985700843,01713571370 Email: mahfuz.rahman@midlandbankbd.net PABX: 09666-410908 Ext.908-843
16	Dendabor Sub-Branch	Ekota Bhaban (1st Floor), Dendabor (Palli Biddut Bus Stand), Ashulia, Savar, Dhaka Email: dendabor.sub@midlandbankbd.net PABX: +(88) 096 66 410 910 / +(88) 096 11 410 910	Mr. Muhammad Mamun Chowdhury, FAVP Phone: 01985700230,01722596653 Email: mamun.chowdhury@midlandbankbd.net PABX: 09666-410910 Ext.910-230
17	Uttara Shahjalal Avenue Sub-Branch	Holding No-02, Road No-13/C, Sector-6, Shahjalal Avenue, Ward-01. Dhaka North City Corporation, Uttara-West, Dhaka Email: uttarashahjalal.sub@midlandbankbd.net PABX: +(88) 096 66 410 906 / +(88) 096 11 410 906	Mr. Md. Tawhidur Rahaman, FAVP Phone: 01985700804,01817085456 Email: tawhidur.rahaman@midlandbankbd.net PABX: 09666-410906 Ext. 906-804
18	Bogura Pourashava Sub-Branch	Poura Bhaban, Bogura Pourashava, Bogura Email: bogurapourashava.sub@midlandbankbd.net PABX No :+88) 096 66 410 920/ +(88) 096 11 410 920	Mr. Md. Hazrat Belal, FAVP Phone: 01985700816,01790884630 Email: hazrat.belal@midlandbankbd.net PABX: 09617-410920 Ext.920-816
19	Madani Avenue Sub-Branch	Sajid Plaza, Holding No - 46 Madani Avenue, Ward No -40, Dhaka North City Corporation, Police Station – Vatara, District - Dhaka Email: madani.sub@midlandbankbd.net PABX No: +(88) 096 66 410 911 / +(88) 096 11 410 911	Mr. Mizbaul Islam Khan, JAVP Phone: 01911041818 Email: mizbaul.islam@midlandbankbd.net PABX: 09666-410911 Ext.1508
20	Nawabpur Sub-Branch	Majed Sardar Tower-01, Haji Osman Goni Road, Holding-153, Ward-34, Dhaka South City Corporation, Dhaka Email: nawabpur.sub@midlandbankbd.net PABX No: +(88) 096 66 410 930 / +(88) 096 11 410 930	Mr. Md. Zahidul Bari, JAVP Phone: 01763695202 Email: zahidul.bari@midlandbankbd.net PABX: 09666-410301 Ext.1693
21	Ashulia Sub-Branch	Ashraf Plaza, (1st Floor), Village: East Jamgora, Union: Yearpur, ward no: 01, Mouza: Diakhali, Upazila: Savar, Dist: Dhaka PABX No: +(88) 09666-410910 Ext.1881	Mr. Ashim Kumar Das Phone: 01715619220 asim.das@midlandbankbd.net PABX No: +(88) 09666-410910 Ext.1881
22	Karatia Sub-Branch	Eshaque Tower, (1st Floor), Village: Karatia, Union: Karatia, ward no: 04, Mouza: Karatia, Upazila: Tangail Sadar, Dist: Tangail PABX No: +(88) 09617-410910 Ext.1727	Mr. Md. Musfikur Rahman Phone: 01734809763 musfikur.rahman@midlandbankbd.net PABX No: +(88) 09617-410910 Ext.1727

MDB Service Network (Collection Booths)

SI	Name of Collection Booth	Address	Assigned Officer
01	Southeast University Fees Collection Booth	House # 251/A & 252, Tejgaon I/A, Dhaka	Mr. Mostofa Maynul Hasan, VP Phone: +8801985700057, 01914064738 Email: mostofa.maynul@midlandbankbd.net PABX: 09666-410902 Ext. 902-057
02	Narsigndi Bill Collection Booth	Narsigndi Pourashava Bhaban, Narsigndi	Mr. Md. Mahmudul Hasan, AVP Phone: 01985700974,01717910524 Email: mahamudul.h@midlandbankbd.net PABX: 09666-410914 Ext.914-974
03	Mokamtola REB Collection Booth	Mokamtola Polli Budyut Zonal Office, Mokamtola, Bogura	Mr. Md. Nur Newaz, FAVP Phone: 01985700459,01712697868 Email: nur.newaz@midlandbankbd.net PABX: 09666-410918 Ext. 918-459
04	REB Collection Booth, Bogura	REB Head Office, Bogura	Mr. Md. Mejbahur Rahman, FAVP Phone: 01718881471 Email: mejbahur.rahman@midlandbankbd.net PABX: 09666-410920 Ext.1085
05	Bagerhat REB Collection Booth	Bagerhat Polli Budyut Zonal Office, Bagerhat	Mr. Md. Kazi Mokarram Hossain, JAVP Phone: 01985700893,01711380388 Email: mokarram.hossain@midlandbankbd.net PABX: 09666-410927 Ext. 927-893
06	Bheramara REB Collection Booth	Bheramara Polli Budyut Zonal office, Bheramara, Kustia	Mr. Md. Syfur Rahman, FAVP Phone: 01985700254,01920854982 Email: syfur.rahman@midlandbankbd.net PABX: 09666-410932 Ext. 932-254
07	Daulatpur REB Collection Booth	Daulatpur Polli Budyut Zonal office, Kushtia	Mr. Md. Syfur Rahman, FAVP Phone: 01985700254,01920854982 Email: syfur.rahman@midlandbankbd.net PABX: 09666-410932 Ext. 932-254
08	Birgonj REB Collection Booth	Birgonj Polli Budyut Zonal office, Dinajpur	Mr. Md. Ahsanul Alam, JAVP Phone: 01712068328 Email: ahsanul.alam@midlandbankbd.net PABX: 09666-410933 Ext.1063
09	Bheramara Pourashava Collection Booth	Pourashava Bhaban, Bheramara	Mr. Md. Syfur Rahman, FAVP Phone: 01985700254,01920854982 Email: syfur.rahman@midlandbankbd.net PABX: 09666-410932 Ext. 932-254
10	Madhabdi Pourashava Collection Booth	Madhabdi Pourashava Office Bhaban, Madhabdi, Narsigndi	Mr. Md. Mahmudul Hasan, AVP Phone: 01985700974,01717910524 Email: mahamudul.h@midlandbankbd.net PABX: 09666-410914 Ext.914-974

AGENT **BANKING CENTERS**

SI	Agent Name	Agent Centre Address
01	United Social Human Advancement (Usha) Foundation	Dighi Borabo, Jatramura, Rupganj, Narayanganj,Dhaka
02	United Social Human Advancement (Usha) Foundation	Kalibari Bazar, Araihazar, Narayanganj
03	United Social Human Advancement (Usha) Foundation	Alinogor, Bondor, Narayanganj
04	United Social Human Advancement (Usha) Foundation	Norshinghapur, Zirabo, Savar, Dhaka
05	United Social Human Advancement (Usha) Foundation	Bhuigor, Fatullah, Narayanganj
06	United Social Human Advancement (Usha) Foundation	Baimail(East), Konabari, Kashem Kotton Mill, Gazipur Sadar, Gazipur
07	United Social Human Advancement (Usha) Foundation	Chinispur, Narshingdi Sadar, Narshingdi
08	United Social Human Advancement (Usha) Foundation	Katatara, Bawbazar, Madhobdi, Narshingdi
09	United Social Human Advancement (Usha) Foundation	Mograpara, Sonargaon, Narayanganj
10	United Social Human Advancement (Usha) Foundation	Brahmanpara, Narshingdi Sadar, Narshingdi
11	United Social Human Advancement (Usha) Foundation	Uddobgonj, Sonargaon, Narayanganj
12	Society For Family Happiness And Prosperity (Fhp)	Dari Kandi, Bajitpur, Kishoregonj, Dhaka
13	M/S. Mozaddediya Enterprise	Moshipur, Shahjadpur, Sirajganj
14	M/S. Prapti Dairy Farm	Dhunot Officer Para, Dhunot ,Bogura
15	Coast Foundation	Torabganj Bazar, Torabgonj, Kamalnagar, Lakshmipur
16	Deshbondhu Solar And Electronics	Gujia Bazar, Shibganj, Bogura
17	Deshbondhu Solar And Electronics	Amtoli Bazar, Shibganj, Bogura
18	Village Association For Social Development (Vasd)	Dholla Bazar, Dholla, Shingair, Manikgonj
19	Sarker Apparels Food & Trading Limited	Mezbah Uddin Plaza (2Nd Floor), 91, Siddeswari, New Circular Road, Dhaka-1217
20	Master & Sons	Oddirgola Bazar, Shabgram, Bogura Sadar, Bogura
21	Forid Traders	Zinai, Sonahata Bazar, Dhunot, Bogura
22	M/S K. H. Enterprise	Narayanpur Bazar, Belabo,Narsingdi
23	M/S K. H. Enterprise	Sorrabad, Narayanpur, Norshingdi
24	M/S K. H. Enterprise	Ibrahimpur Bazar, Narayanpur-1360, Belabo,Narsingdi
25	Mehjabin Traders	Lemubari Notunhat, Balirtek Road, Manikgonj Sadar, Manikgonj
26	Mehjabin Traders	Palora Bazar, Betila, Manikgonj Sadar, Manikgonj
27	Raju Poultry Firm	Shingher Char, Natun Bazar, Rupsha
28	Raju Poultry Firm	Rahimnagar, Rupsha,Khulna
29	Raju Poultry Firm	Lobonchara Nodir Teer, Shipyard, Lobanchara, Khulna
30	M/S Shikder Fisheries	Shomvuganj Bazar, Mymensingh Sadar
31	M/S Shikder Fisheries	Churkhai Bazar, Churkhai, Kotwali, Mymensingh Sadar
32	Bastob-Initiative For Peoples Self-Development	Malumghat Bazar, Dulhazara, Chakaria, Cox'sbazar
33	Janani Traders	Fatepur Bazar, Chandahar, Singair, Manikgonj
34	Wali Enterprise	Shibchar Bazar, Shibchar, Madaripur
35	Ma Enterprise	Chanderchar Bazar, Umedpur, Shibchar, Madaripur

SI	Agent Name	Agent Centre Address
36	Z.r. Corporation	1 No Kalma Bazar, Savar, Dhaka
37	Shiza Enterprize	Hossen Market, Dattapar, Tongi, Gazipur
38	Tonoya Traders	Kundugram, Adomdighi, Bogura
39	Gazi Agro Farm	Kashore Bazar, Habirbari, Valuka
40	Maysha Enterprise	Dhakkin Khanpur, Khanpur, Bagherhat Sadar, Bagherhat
41	Mandol Hardware	Jhaturdia Bazar, Nagarkanda, Faridpur
42	Durjoy Medical Store	Kagoil Bazar, Kagoil, Gabtoli, Bogura
43	Durjoy Medical Store	Uzgram Bazar, Gabtoli, Bogura
44	R N Enterprise	Atapara Bazar, Sonarai, Gabtoli, Bogura
45	Mahi Enterprise	Baliyahati Bazar, Baliyahati, Bhanga,Faridpur
46	M/S Bornomala	Mohimaganj Bazar, Mohimaganj, Gobindaganj, Gaibandha
47	Roni Enterprise	Paril Bazar, Paril Nowadha, Singair,Manikgonj
48	Roni Enterprise	Kaliakoir Bazar, Shingair, Manikgonj,Dhaka
49	Population Crisis Control & Mass Education Committee	H# 180, R# 12, Sonadanga, Khulna
50	Population Crisis Control & Mass Education Committee	Koyra, Koyra, Khulna-9290
51	Population Crisis Control & Mass Education Committee	Dakop, Dakop, Khulna-9272
52	Population Crisis Control & Mass Education Committee	Paikgacha Bazar, Paikgacha, Khulna-9280
53	Population Crisis Control & Mass Education Committee	Ashasuni, Ashasuni, Satkhira-9460
54	Population Crisis Control & Mass Education Committee	Shyamnagar, Shyamnagar, Shyamnagar-9450
55	Zahanara Agro International	Altafnagar Bazar, Gobindapur, Dupchachia, Bogura
56	Zahanara Agro International	Khanpukur Bazar, Khanpukur, Rani Nagar, Naogaon, Rajshahi
57	Zahanara Agro International	Nowduli Bazar, Palsha, Muniari Union Parishad, Atrai, Naogaon
58	Protik Electronics	Tuital Bazar, Tashulla Banglabazar, Nawabganj, Dhaka.
59	Protik Electronics	Horishkul Bazar, Jantrail, Nawabganj, Dhaka
60	Protik Electronics	Tashulla Banglabazar, Tashulla Banglabazar-1322, Nayansree Union Parishad, Nawabganj, Dhaka
61	Shahin Enterprise	Salna Bazar, Gazipur Sadar, Gazipur.
62	Sm Link	Siruail Bazar, Hat Siruail, Shibchar, Madaripur.
63	Ababil Telecom	Puranakoil Bazar, Puranakoil, Sadar, Jaypurhat
64	Mehedi Traders	Pakerhat, Khanshama, Dinajpur
65	Ha-Mim Enterprise	Monjhar Bazar, Khetlal, Jaypurhat
66	Maf Electric	Thanar More, Anwara, Chattogram
67	Provati Seba Sales Enterprise	Gosaibari Bazar, Gosaibari, Dhunat
68	Firoja Gift Corner	Bhabaniganj Bazar, Lakshmipur Sadar, Lakshmipur, Chittagong
69	M/S Kaium Electric	Sonarpara Bazar, Kichok-5810, Shibganj, Bogura
70	M/S Labib Electronics	Boiragy Bazar, Paikpara Union Porishod, K H Madrasha-7931, Rajoir, Madaripur
71	M/S Amin Brothers	Katakhali Bazar,Town Nowapara-9370,Piljong Union Parishad,Fokirhat,Bagerhat
72	Green Seo Tools	Rail Gate Bazar,1No. Rail Gate Bazar, Modonhat-4330, Fatepur Union Parishad, Hathazari, Chattogram.
73	M/S S B Tiles	Nazrul Avenue, Kandirpar, Sadar, Cumilla
74	Fiha Trading Corporation	Jurain Bazar Road, Jurain Rail Gate, Jurain, Dhaka-1204

Sl	Agent Name	Agent Centre Address
75	Edgex Limited	House-02, Road-07, Dhanmondi, Dhaka-1205
76	M/S Tanjim Traders	Dohargaon, Baliyapara-1460, Rupganj, Narayanganj
77	M/S Rasel Bricks	Dhamti Bazar, Debidwar, Cumilla
78	Sk Computer Graphics And Training Center	South Dattapara, Lakshmipur Sadar, Lakshmipur
79	Fatema Mobile Servising Center	Somitir Hat, Hathajari, Chattogram
80	Online Bangla Shop	Chawbazar, Chawbazar-4000, Chawbazar, Chattogram
81	M/S Shahida Traders	Dewli Union Parishad, PS: Shibganj, Dist: Bogura
82	Brothers Enterprise	Nur Tower, Hashem Bazar, Aturar Depo, Panchlaish, Chattogram
83	M/S Roy Traders	Nurullabad Union Parishad, Manda, Naogaon, Rajshahi
84	M/S Munni Enterprise	Shahorail Bazar, Shahorail, Singair, Manikgonj
85	Sk Traders	Baishteki, Mirpur-13, Kafrul, Dhaka
86	Adil And Nishat Computer's And Telecom Center	Gangnagar Bazar, 9 No. Dauli Union Parishad, Shibganj, Bogura
87	Sadiq Sell Center	Koya Bazar, Jalma Union Parishad, PO: Koya Bazar, PS: Batiaghata,
88	M/S Rijvi And Roktim Traders	Jamurhat Bazar, 6 No Buriganj Union Parishad, Buriganj-5810, Shibganj, Bogura
89	Jui Enterprise	Bolidara Bazar, 8 No Nanduar Union Parishad, Bolidara-5120, Ranisankail, Thakurgaon
90	Mizan Brothers	Polerhat Bazar, 8 No. Khanpur Union Parishad, Khanpur, Bagerhat Sadar, Bagerhat
91	Care And Cure Engineering Consultancy Firm	Sharakghat Bazar, Piruj Ali Union Parishad, Piruj Ali-1703, Gazipur Sadar, Gazipur
92	M/S Maymuna Traders	Atmul Bazar, Atmul-5810, Atmul Union Parishad, Shibganj, Bogura
93	Bbr Enterprise	Kalir Bazar, Fulchari, Gaibandha
94	Jamuna Traders	Taltola Bazar, Taltola Bazar-3870, Chatkhil, Noakhali
95	Mohona Shopping Zone	Daridaha Bazar, Daridaha Bazar-5810, Shibganj, Bogura
96	G M Agro Farm	Rajai Bazar, 11 No Rajai Union Parishad, Rajai-2240, Bhaluka, Mymensingh
97	M/S Noha Enterprise	Bhawanigonj Bazar, Bhawanigonj, Bagmara, Rajshahi
98	M/S Abdul Motalib Traders	Burburia Bazar, Burburia-3420, Bancharampur, Brahmanbaria
99	M/S Anup Traders	Dholarhat Bazar, Ruhia, Thakurgaon Sadar, Thakurgaon
100	Sarker Enterprise	Poddarganj Bazar, Saheber Abad, Dacope, Khulna
101	Action For Human Development Organization (Ahdo)	Jhaudia Bazar, Kushtia Sadar, Kushtia
102	Action For Human Development Organization (Ahdo)	Mothurapur, Daulatpur, Kushtia
103	Action For Human Development Organization (Ahdo)	Kuchiamora Bazar, Bheramara, Kushtia
104	Action For Human Development Organization (Ahdo)	Sona Potti, Bheramara, Kushtia
105	M/S Amar Desh Traders	Ratankandi Bazar, Shahjadpur-6770, Shahjadpur, Sirajganj
106	Juma Enterprise	Paikgacha Bazar, Paikgacha, Khulna
107	U.s.telecom	Rupsha Bazar, Rahimnagar-1260, Rupsha,Khulna
108	M/S Sotota Traders	Mahasthan Bazar, Mahasthan, Shibganj, Bogura
109	Moti Medical Store	Jumarbari Bazar, Saghata, Gaibandha
110	Techosonic It & Technologies	Kalabagan, Post: New Market -1205, PS: Kalabagan, Dist: Dhaka
111	M & M Traders	Deuty Bazar, Post: Deuty-5450, PS: Pirgachha, Dist: Rangpur
112	A.r Telecom	Khanpukur Bazar, Post: Khanpukur-6590, PS: Raninagar, Dist: Naogaon
113	Vai Bon Library And B-Kash Point	Modhupur Bazar, Shalikha-5826, Sonatola, Bogura

SI	Agent Name	Agent Centre Address
114	Fashol Dotcom Limited	130 Kabbokash, Unit 3/4, Kawran Bazar, Dhaka-1215
115	Rana Telecom	Kawlibera Bazar, Post: Kawlibera-7830, PS: Bhanga, Dist: Faridpur
116	Simul Traders	Noorullah Godown ,Tewariganj Road,Bhabaniganj-3702, PS: Lakshmipur Sadar, Dist: Lakshmipur
117	Mahisha Telecom	Katakhali Baluahat, Post: Bishubari-5740, PS: Gobindaganj, Dist: Gaibandha
118	M/S Nirob Enterprise	Kutubpur Bazar, Post: Jorgacha-5831, PS: Sariakandi, Dist: Bogura
119	Alif Telecom	Vill: Baluahat Bazar, Post: Baluahat-5826, PS: Sonatola, District: Bogura
120	Dreamworld Trading	Khalishpur (Polytechnic College More), Post: Khulna Gpo-9000, PS: Khalishpur, Dist: Khulna
121	Apon Telecom	Fakir Bazar, Post: Fakir Bazar-3500, PS: Burichong , Dist: Cumilla
122	M/S Delowar Traders	Dakumara Bazar, Syedpur Union, Post: Jogonnathpur-5810, PS: Shibganj, Dist: Bogura
123	M/S Jomela Enterprise	Balshabari Bazar , Post: Balshabari -6760, PS: Ullapara, Dist: Sirajganj
124	M/S Rhidoy Traders	Mallikbari Bazar, Post: Mallikbari -2240, PS: Valuka, Dist: Mymensingh
125	Happy Travel And Tours	Fakirganj Bazar, Post: Atwari -5040, PS: Atwari, Dist: Panchagarh
126	M/S Ruhi Enterprise	Botrish, Post: Kishoreganj -2300, PS: Kishoreganj Sadar, Dist: Kishorganj
127	Rowson Ali Enterprise	Jamirta Bazar, Post: Porjana-6761, PS: Shahjadpur, Dist: Sirajganj
128	M/S Nobab Nurjahan Traders	Panitola Bazar, Post: Daridaha-5810, PS: Shibganj, Dist: Bogura
129	Master Computers	Joina Bazar, Post: Telehati-1740, PS: Sreepur, Dist: Gazipur
130	Sofiqul Telecom	Dholbhanga Bazar, Post: Dholbhanga -5730, PS: Palashbari, Dist: Gaibandha
131	Rakib Medicine And Mobile Banking Zone	Valuka Sadar, Post: Valuka-2240, PS: Valuka, Dist: Mymensingh
132	Muheb Computer Center	Pirgacha Bazar, PO: Pirgacha-5450, PS: Pirgacha, Dist: Rangpur
133	Abdullah Medicine Corner	Nobdiganj Bazar, PO: Mahiganj-5450, PS: Pirgacha, Dist: Rangpur
134	M/S Mehenaz Traders	Pawtana Bazar, PO: Pawtanahat-5450, PS: Pirgacha, Dist: Rangpur
135	A. R Enterprise	Choto Boyra, PO: Khulna-9100, PS: Khulna Sadar, Dist: Khulna
136	M/S Arham Electronics	Mostail Bazar, Bohail, Shahjahanpur, Bogura
137	Karrani Foods	Chashir Hat Bazar, PO: Sonaimuri-3827,PS: Sonaimuri, Dist: Noakhali
138	Sk Kollani Dokkhota Unnayan Proshikkhon Kendro	Pirganj Bazar, PO: Pirganj Sadar-5470, PS: Pirganj, Dist: Rangpur
139	Ruponti Parlour, Jewellery, Cosmetics And Boutique House	Baushia More Bazar, PO: Panchoboti-1600, PS: Narsingdi Sadar, Dist: Narsingdi
140	Palli Bidyut Online	Nawabganj Bazar, PO: Nawabganj-1320, PS: Nawabganj, Dist: Dhaka
141	Taiyeba Traders	Chhagaldhara Bazar, PO: Ramchandrapur-5830, PS: Sariakandi, Dist: Bogura
142	Sikdar Enterprise	Bibirhat Bazar, PO: Fatikchari-4353, PS: Fatikchari, Dist: Chattogram
143	M/S Suma Enterprise	Umar Dighi Bazar, PO: Bonvety-5800, PS: Shajahanpur, Dist: Bogura
144	M/S Annesha Plus Enterprise	Signboard, Siddirganj, Siddirganj,Narayanganj
145	M/S Vai Vai Traders	Ovirampur, Komorpur-5740, Gobindaganj, Gaibandha
146	Adnan Enterprise	Hotkatoli Bazar, Kongai-3510, Chandina, Cumilla
147	Faiza Enterprise	Mohichail Bazar, Mohichail-, Chandina, Cumilla
148	M/S Rabeya Rashid Enterprise	Rameshwarpur Bazar, Rameshwarpur-5800, Gabtoli, Bogura

ATM **NETWORKS**

SI	DIVISION	ATM NAME	ADDRESS
01	Dhaka	Amtranet, Tongi NCR-1(Off-Site ATM)	Tongi Industrial Area
02	Dhaka	Zirabo Branch Hitachi CRM	Ashulia
03	Chattogram	Shashongacha Branch NCR ATM	Kotowali
04	Dhaka	Amtranet Savar NCR-3(Off Site ATM)	Savar
05	Dhaka	Kamarpara Branch CRM Hitachi	Kamarpara
06	Dhaka	Amanat Shah GRG ATM-2(Off-site)	Panchdona
07	Dhaka	Madhabdi Sub Branch NCR ATM	Narsingdi
08	Dhaka	Noser Market Sub-Branch NCR ATM	Gazipur
09	Rangpur	Rangpur Branch GRG ATM	Rangpur
10	Dhaka	Mirpur Branch Hitachi CRM	Pallabi
11	Chattogram	Agrabad Branch GRG ATM	Agrabad
12	Chattogram	Baktar Munshi Feni NCR ATM	Sonagazi
13	Dhaka	Aganagar Branch Hitachi CRM-01	Aganagar
14	Chattogram	Lakshmipur Sub Branch NCR ATM	Laksmipur Sadar
15	Rajshahi	Rajshahi Sub Branch NCR ATM	Rajshahi City Corporation
16	Chattogram	CDA Avenue Branch Hitachi CRM-01	Nasirabad
17	Mymensingh	Katiadi Branch Hitachi CRM	Katiadi
18	Rangpur	Dosh Mile Branch NCR ATM	Kaharol
19	Dhaka	Sreenagar Sub-Branch NCR ATM	Sreenagar
20	Dhaka	Fatullah Branch NCR ATM	Fatullah
21	Khulna	Foyla Bazar Branch NCR ATM	Mongla
22	Dhaka	Gulshan Branch GRG ATM	Gulshan-2
23	Chattogram	Jubilee Road Sub-Branch GRG ATM(TTW)	Enayetbazar
24	Dhaka	Amtranet, Tongi 2 NCR(Off-Site ATM)	Tongi
25	Dhaka	MIEZ Sub Branch GRG ATM(TTW)	Sonagaon
26	Mymensingh	Valuka Branch Hitachi CRM	Bhaluka
27	Chattogram	Chatkhil Sub Branch GRG ATM(TTW)	Cnb Road
28	Dhaka	Kawran Bazar Branch GRG ATM(TTW)	Kawran Bazar
29	Rajshahi	Bogura Branch NCR ATM	Joleshwari Tola
30	Chattogram	Chandragonj Branch GRG ATM	Chandragonj
31	Dhaka	PANCHRUKHI BRANCH NCR ATM-1	Panchrukhi
32	Mymensingh	Valuka EsliteGMS GRG offsite ATM	Bhaluka
33	Dhaka	Dendabor Sub-Branch GRG ATM	Ashulia
34	Sylhet	Shibgonj Sub Branch NCR ATM	Shibgonj
35	Dhaka	Rupnagar Sub-Branch Hitachi CRM	Mirpur
36	Dhaka	Motijheel Sub-Branch Hitachi CRM	Motijheel
37	Dhaka	Southeast University Tejgaon Campus	Tejgaon
38	Rajshahi	Sahajadpur Sub Branch NCR ATM	Sahajadpur
39	Dhaka	Narsingdi Branch Hitachi CRM	Park Road
40	Dhaka	Narayanganj Branch Hitachi CRM	Tanbazar
41	Dhaka	Nurjahan Road Sub Branch ATM	Mohammadpur
42	Mymensingh	Mymensingh Sub Branch NCR ATM	Mymensingh Sadar
43	Chattogram	Chowdhury Hat Branch Hitachi CRM-01	Hat Hazari

SI	DIVISION	ATM NAME	ADDRESS
44	Barishal	Barishal Branch GRG ATM	Girga Moholla
45	Sylhet	Sylhet Branch Hitachi CRM-01	Sylhet Sadar
46	Khulna	Noapara Sub-Branch NCR ATM	Abhaynagar
47	Dhaka	Dhanmondi Branch Hitachi CRM	Dhanmondhi
48	Dhaka	Madhabdi Sub Branch 2 Hitachi CRM	Madhabdi
49	Dhaka	Dilkusha Corporate Branch Hitachi CRM	Motijheel
50	Dhaka	Uttara Shahjalal Ave. Sub Branch GRG ATM	Uttara
51	Dhaka	Mirzapur Branch Hitachi CRM	Mirzapur Bazar Sadar
52	Dhaka	Nowabpur Sub-Branch Hitachi CRM	Nawabpur
53	Rajshahi	Bogura Sub Branch GRG ATM	Bogura Sadar
54	Dhaka	Maligram Branch NCR ATM	Bhanga
55	Dhaka	Paragram Branch NCR ATM	Nawabganj
56	Chattogram	Sompara Branch NCR ATM-1	Chatkhil
57	Chattogram	Dalal Bazar Branch Hitachi CRM-01	Laksmipur Sadar
58	Khulna	Bheramara Branch NCR ATM	Bheramara
59	Dhaka	MADANI AVE. SUB.BR. GRG ATM VATARA	Vatara
60	Khulna	Khulna Branch Hitachi CRM-01	Jessore Road
61	Dhaka	Islampur Branch NCR ATM	Islampur
62	Dhaka	Gazipur Branch Hitachi CRM	Gazipur
63	Rajshahi	Rajshahi Branch NCR ATM	Boalia
64	Dhaka	Uttara Branch CRM Hitachi	Uttara
65	Rajshahi	Mokamtola Branch Hitachi CRM-01	Shibganj
66	Dhaka	Banani Branch Hitachi CRM	Banani
67	Dhaka	Panchar Branch Hitachi CRM-01	Panchar
68	Dhaka	Hemayetpur Branch Hitachi CRM-01	Savar
69	Dhaka	Amtranet Savar NCR-2 (Off Site ATM)	Savar

GLOBAL **CORRESPONDENTS NETWORK**

Midland Bank PLC.

SWIFT RMA (Relationship Management Application) LIST

Correspondent Name	SWIFT Code	Correspondent Country Name	City
AB BANK PLC	ABBLBDDH	BANGLADESH	DHAKA
AB INTERNATIONAL FINANCE LTD	ABFLHKHHXXX	HONG KONG	HONG KONG
ABU DHABI COMMERCIAL BANK P.J.S.C.	ADCBAEAA	UAE	ABU DHABI
ACLEDA BANK PLC.	ACLBKHPP	CAMBODIA	PHNOM PENH
AFFIN BANK BERHAD	PHBMMYKL	MALAYSIA	KUALA LUMPUR
AGRANI BANK PLC	AGBKBDDH	BANGLADESH	DHAKA
AKTIF YATIRIM BANKASI A.S.	CAYTTRIS	TURKEY	ISTANBUL
AL-ARAFAH ISLAMI BANK PLC	ALARBDDH	BANGLADESH	DHAKA
ALBARAKA TURK PARTICIPATION BANK	BTFHTRIS	TURKEY	ISTANBUL
ALUBAF ARAB INTERNATIONAL BANK B.S.C.	ALUBBHBM	BAHRAIN	MANAMA
ARAB BANGLADESH BANK LIMITED	ABBLINBB	INDIA	MUMBAI
ASIA COMMERCIAL BANK	ASCBVNVX	VIETNAM	HO CHI MINH CITY
AXIS BANK LIMITED	AXISINAA	INDIA	GANDHINAGAR
AXIS BANK LIMITED (L/C ADVISING)	AXISINBBTFC	INDIA	MUMBAI
AXIS BANK LIMITED (PAYMENT)	AXISINBBFIC	INDIA	MUMBAI
AXIS BANK LIMITED, DIFC BRANCH (REGULATED BY DFSA)	AXISAEAD	UAE	DUBAI
AXIS BANK LTD.	AXISSGSG	SINGAPORE	SINGAPORE
BANCA MONTE DEI PASCHI DI SIENA S.P.A.	PASCITMM	ITALY	SIENA
BANCA POPOLARE DI SONDRIO	POSOIT22	ITALY	SONDRIO
BANCA UBAE SPA	UBAIITRR	ITALY	ROMA
BANCO BPM S.P.A.	BPMIITMM	ITALY	MILANO
BANGLADESH COMMERCE BANK LTD.	BCBLBDDH	BANGLADESH	DHAKA
BANGLADESH DEVELOPMENT BANK LIMITED (BDBL)	BDDBBDDH	BANGLADESH	DHAKA
BANGLADESH KRISHI BANK	BKBABDDH	BANGLADESH	DHAKA
BANK AL HABIB LIMITED	BAHLBHBM	BAHRAIN	MANAMA
BANK AL HABIB LIMITED	BAHLPKKA	PAKISTAN	KARACHI
BANK ALFALAH LIMITED (BANGLADESH - DHAKA BRANCH)	ALFHBDDH	BANGLADESH	DHAKA
BANK ARTHA GRAHA INTERNASIONAL TBK, PT	ARTGIDJA	INDONESIA	JAKARTA
BANK ASIA LIMITED	BALBBDDH	BANGLADESH	DHAKA
BANK OF AYUDHYA PUBLIC COMPANY LIMITED	AYUDTHBK	THAILAND	BANGKOK
BANK OF COMMUNICATIONS	COMMCNSH	CHINA	SHANGHAI
BANK OF DALIAN	DLCBCNBD	CHINA	DALIAN
BANK OF GUIYANG (FORMALLY:GUIYANG COMMERCIAL BANK)	GYCBCNSI	CHINA	GUIYANG
BANK OF HUZHOU CO.,LTD	BKHZCNBH	CHINA	HUZHOU
BANK OF JINING CO. LTD.	BKJNCNBJ	CHINA	JINING
BANK OF RUIFENG(FORMERLY ZHEJIANG SHAOXING COUNTY RURAL COOPERATIVE BANK)	ZSRBCN2S	CHINA	SHAOXING

Correspondent Name	SWIFT Code	Correspondent Country Name	City
BANQUE DE COMMERCE ET DE PLACEMENTS S.A.	BPCPCHGG	SWITZERLAND	GENEVA
BASIC BANK LIMITED	BKSIBDDH	BANGLADESH	DHAKA
BENGAL COMMERCIAL BANK PLC	BCOLBDDH	BANGLADESH	DHAKA
BRAC BANK PLC	BRAKBDDH	BANGLADESH	DHAKA
BYBLOS BANK EUROPE S.A	BYBBBEBB	BELGIUM	BRUSSELS
BYBLOS BANK EUROPE S.A.	BYBBFRPP	FRANCE	PARIS
BYBLOS BANK EUROPE S.A.	BYBBGB2L	UK	LONDON
CASSA DI RISPARMIO DI BOLZANO S.P.A.	CRBZIT2B	ITALY	BOLZANO
CHINA EVERBRIGHT BANK	EVERCNBJ	CHINA	BEIJING
CITIZENS BANK PLC	CIZSBDDH	BANGLADESH	DHAKA
CITY BANK LIMITED THE	CIBLBDDH	BANGLADESH	DHAKA
CITY HONG KONG LIMITED	CIHKHKHH	HONG KONG	HONG KONG
COMMERCIAL BANK OF CEYLON LTD.	CCEYBDDH	BANGLADESH	DHAKA
COMMERCIAL BANK OF CEYLON PLC	CCEYLKLXXXX	SRI LANKA	COLOMBO
COMMUNITY BANK BANGLADESH PLC	COYMBDDD	BANGLADESH	DHAKA
CREDIT AGRICOLE ITALIA S.P.A.	CRPPIT2P	ITALY	PARMA
CREDIT EUROPE BANK N.V.	FBHLNL2A	NETHERLAND	AMSTERDAM
DHAKA BANK PLC	DHBLBDDH	BANGLADESH	DHAKA
DNB BANK ASA	DNBANOKK	NORWAY	OSLO
DOHA BANK	DOHBQAQA	QATAR	DOHA
DOHA BANK	DOHBINBB	INDIA	MUMBAI
DOHA BANK	DOHBAEAD	UAE	DUBAI
DUTCH-BANGLA BANK PLC	DBBLBDDH	BANGLADESH	DHAKA
E. SUN COMMERCIAL BANK LTD.	ESUNTWTP	TAIWAN	TAIPEI
EASTERN BANK PLC	EBLDBDDH	BANGLADESH	DHAKA
EBL FINANCE (HK) LIMITED	EBLDHKHH	HONG KONG	HONG KONG
EMIRATES ISLAMIC BANK P.J.S.C.	MEBLAEAD	UAE	DUBAI
EXPORT IMPORT BANK OF BANGLADESH PLC.	EXBKBDDH	BANGLADESH	DHAKA
EXPORT-IMPORT BANK OF INDIA	EIBIINBB	INDIA	MUMBAI
FIRST SECURITY ISLAMI BANK PLC	FSEBBDDH	BANGLADESH	DHAKA
GLOBAL ISLAMI BANK PLC.	NGBLBDDH	BANGLADESH	DHAKA
HABIB AMERICAN BANK	HANYUS33	USA	NEW YORK
HABIB AMERICAN BANK	HANYUS33	USA	NEW YORK
HABIB BANK AG ZURICH	HBZUAEAD	UAE	DUBAI
HABIB BANK AG ZURICH	HBZUKENA	KENYA	NAIROBI
HABIB BANK AG ZURICH	HBZUCHZZ	SWITZERLAND	ZURICH
HABIB BANK LIMITED	HABBSGSG	SINGAPORE	SINGAPORE
HABIB BANK LIMITED	HABBPKKA	PAKISTAN	KARACHI
HABIB BANK LIMITED BEIJING BRANCH	HABBCNBJ	CHINA	BEIJING
HABIB BANK LIMITED URUMQI BRANCH	HABBCNBU	CHINA	URUMQI
HABIB BANK LTD.	HABBBDDH	BANGLADESH	DHAKA
HABIB BANK ZURICH (HONG KONG) LIMITED	HFLIHKHH	HONG KONG	HONG KONG

Correspondent Name	SWIFT Code	Correspondent Country Name	City
HAINING RURAL CREDIT COOPERATIVIES UNION	HNBCCNBJ	CHINA	HAINING
HATTON NATIONAL BANK PLC	HBLILKLX	SRI LANKA	COLOMBO
HDFC BANK LIMITED	HDFCINBB	INDIA	MUMBAI
ICB ISLAMIC BANK LTD.	BBSHBDDH	BANGLADESH	DHAKA
ICICI BANK LIMITED	ICICINBBCTS	INDIA	MUMBAI
ICICI BANK LIMITED	ICICCNSH	CHINA	SHANGHAI
ICICI BANK LTD	ICICHKHH	HONG KONG	HONG KONG
IFIC BANK PLC	IFICBDDH	BANGLADESH	DHAKA
INDUSIND BANK LIMITED	INDBINBB	INDIA	MUMBAI
INTERNATIONAL INVESTMENT BANK S.A,	ICDJDJJD	DJIBOUTI	DJIBOUTI
ISLAMI BANK BANGLADESH PLC	IBBLBDDH	BANGLADESH	DHAKA
JAMUNA BANK PLC	JAMUBDDH	BANGLADESH	DHAKA
JANATA BANK PLC	JANBBDDH	BANGLADESH	DHAKA
JIANGSU HAIAN RURAL COMMERCIAL BANK CO.,LTD	HRCBCNBN	CHINA	NANTONG
JIANGSU JIANGNAN RURAL COMMERCIAL BANK CO.,LTD. (FORMALY JIANGSU WUJIN RURAL BANK)	RCWJCNSH	CHINA	CHANGZHOU
JIANGSU JIANGYAN RURAL COMMERCIAL BANK CO., LTD	JRCBCNBY	CHINA	JIANGYAN
JIANGSU JIANGYIN RURAL COMMERCIAL BANK	JYCBCNSH	CHINA	JIANGYIN
JIANGSU JINGJIANG RURAL COMMERCIAL BANK CO., LTD	RCBJCNBJ	CHINA	TAI ZHOU
JOINT STOCK COMMERCIAL BANK FOR FOREIGN TRADE OF VIETNAM	BFTVVNVX	VIETNAM	HANOI
JS BANK LIMITED	JSBLBHBM	BAHRAIN	MANAMA
JS BANK LIMITED	JSBLPKKA	PAKISTAN	KARACHI
KEY BANK NATIONAL ASSOCIATION	KEYBUS33	USA	CLEVELAND,OHIO
KEYBANK NATIONAL ASSOCIATION	KEYBUS33	USA	NEW YORK
KOOKMIN BANK	CZNBKRSE	SOUTH KOREA	SEOUL
MALDIVES ISLAMIC BANK PLC.	MADVMVMV	MALDIVES	MALE
MASHREQ ASIA LTD.	MSHQHKHH	HONG KONG	HONG KONG
MASHREQ BANK	MSHQINBB	INDIA	MUMBAI
MASHREQ BANK PSC	MSHQGB2L	UK	LONDON
MASHREQBANK PSC	MSHQUS33	USA	NEW YORK
MASHREQBANK PSC	BOMLAEAD	UAE	DUBAI
MASHREQBANK PSC.	MSHQUS33	USA	NEW YORK
MASHREQBANK PSC.	MSHQKWKW	KUWAIT	KUWAIT
MCB BANK LIMITED	MUCBPKKA	PAKISTAN	KARACHI
MEGHNA BANK LTD.	MGBLBDDH	BANGLADESH	DHAKA
MERCANTILE BANK LTD.	MBLBBDDH	BANGLADESH	DHAKA
METROPOLITAN BANK (CHINA) LTD	MBTCCNBN	CHINA	NANJING
MODHUMOTI BANK LIMITED	MODHBDDH	BANGLADESH	DHAKA
MUTUAL TRUST BANK PLC	MTBLBDDH	BANGLADESH	DHAKA
NATIONAL BANK OF PAKISTAN	NBPAJPJT	JAPAN	TOKYO
NATIONAL BANK OF PAKISTAN	NBPASARI	SAUDI ARABIA	RIYADH
NATIONAL BANK OF RAS AL-KHAIMAH, THE	NRAKAEAK	UAE	RAS AL KHAIMAH
NATIONAL BANK PLC	NBLBBDDH	BANGLADESH	DHAKA

Correspondent Name	SWIFT Code	Correspondent Country Name	City
NATIONAL CREDIT & COMMERCE BANK PLC	NCCLBDDH	BANGLADESH	DHAKA
NONGHYUP BANK (FORMERLY KNOWN AS NATIONAL AGRICULTURAL COOPERATIVE FEDERATION)	NACFKRSE	SOUTH KOREA	SEOUL
NRB BANK PLC	NRBDBDDH	BANGLADESH	DHAKA
NRB COMMERCIAL BANK	NRBBBDDH	BANGLADESH	DHAKA
O-BANK CO., LTD.	IBOTTWTP	TAIWAN	TAIPEI
ODEABANK A.S.	ODEATRIS	TURKEY	ISTANBUL
ONE BANK PLC	ONEBBDDH	BANGLADESH	DHAKA
ORIENTAL BANK	OBPRPRSJ	PUERTO RICO	HATO REY
PADMA BANK PLC	FRMSBDDH	BANGLADESH	DHAKA
PBL FINANCE (HONG KONG) LIMITED	PRBLHKHH	HONG KONG	HONG KONG
PJSC ' BANK CREDIT DNEPR	CRDEUA2NXXX	UKRAINE	DNIPROPETROVSK
PRIME BANK PLC	PRBLBDDH	BANGLADESH	DHAKA
PUBALI BANK PLC	PUBABDDH	BANGLADESH	DHAKA
PUNJAB NATIONAL BANK (L/C ADVISING)	PUNBINBB	INDIA	NEW DELHI
PUNJAB NATIONAL BANK (L/C PAYMENT)	PUNBINBBISB	INDIA	NEW DELHI
RHB BANK BERHAD	RHBBMYKL	MALAYSIA	KUALA LUMPUR
RUPALI BANK PLC	RUPBBDDH	BANGLADESH	DHAKA
SBAC BANK PLC	SBACBDDH	BANGLADESH	DHAKA
SHAHJALAL ISLAMI BANK PLC	SJBLBDDH	BANGLADESH	DHAKA
SOCIAL ISLAMI BANK PLC.	SOIVBDDH	BANGLADESH	DHAKA
SONALI BANGLADESH (UK) LIMITED (SBUK)	BSONGB2L	UK	LONDON
SONALI BANK	BSONBDDH	BANGLADESH	DHAKA
SOUTHEAST BANK PLC	SEBDBDDH	BANGLADESH	DHAKA
STANDARD BANK PLC	SDBLBDDH	BANGLADESH	DHAKA
STATE BANK OF INDIA	SBINBDDH	BANGLADESH	DHAKA
THE AGRICULTURAL BANK OF CHINA	ABOCCNBJ	CHINA	BEIJING
THE PREMIER BANK PLC	PRMRBDDH	BANGLADESH	DHAKA
TRUST BANK PLC	TTBLBDDH	BANGLADESH	DHAKA
UNION BANK PLC	UBLDBDDH	BANGLADESH	DHAKA
UNITED BANK LIMITED	UNILPKKA	PAKISTAN	KARACHI
UNITED COMMERCIAL BANK PLC.	UCBLBDDH	BANGLADESH	DHAKA
UTTARA BANK PLC	UTBLBDDH	BANGLADESH	DHAKA
VIETNAM PUBLIC JOINT STOCK COMMERCIAL BANK (PVCOMBANK)	WBVNVNVX	VIETNAM	HANOI
WOORI BANK	HVBKBDDH	BANGLADESH	DHAKA
WOORI BANK	HVBKGB2L	UK	LONDON
WOORI BANK	HVBKVNVX	VIETNAM	HANOI
WOORI BANK, SEOUL	HVBKKRSE	SOUTH KOREA	SEOUL
YES BANK LIMITED	YESBINBB	INDIA	MUMBAI
ZHEJIANG CHOUZHOU COMMERCIAL BANK CO.,LTD	CZCBCN2X	CHINA	YIWU
ZHONGSHAN RURAL COMMERCIAL BANK COMPANY LIMITED	ZSRCCNBB	CHINA	ZHONGSHAN

KEY FINANCIAL **INDICATORS DISCLOSURE**

KEY FINANCIAL INDICATORS DISCLOSURE

SI	AREA	KEY COMPONENTS	MDB'S STATUS
01	Capital Adequacy	Capital Adequacy Ratio (CAR) Disclosed	Disclosed
		Internal Capital Generation Ratio Disclosed	Disclosed
		Leverage Ratio Disclosed	Disclosed
		Capital Conservation Buffer Disclosed	Disclosed
02	Asset Quality	Gross Non-Performing Investment (NPI) Ratio	Disclosed
		Net Non-Performing Investment (NPI) Ratio	Disclosed
		Gross Non-Performing Investment Coverage	Disclosed
		Large Investment Exposure	Disclosed
		SME Portfolio	Disclosed
		Corporate Portfolio	Disclosed
03	Profitability	Return on Assets (ROA)	Disclosed
		Return on Equity (ROE)	Disclosed
		Return on Risk Weighted Assets (RRWA)	Disclosed
		Net Interest Margin	Disclosed
04	Liquidity & Funding	Liquid Assets Ratio	Disclosed
		Investment to Deposit Ratio	Disclosed
		Liquidity Coverage Ratio	Disclosed
		Net Stable Funding Ratio	Disclosed
05	Performance for shareholders	Dividend yield	Disclosed
		Net Asset Value (Growth)	Disclosed
		Capital Appreciation	Disclosed
06	External Credit Ratings	Short Term	Disclosed
		Long Tern	Disclosed
07	Financial Inclusion	Number of Branches	Disclosed
		Number of Sub-Branches	Disclosed
		Number of ATMs	Disclosed
		Web based Services	Disclosed
		Internet Banking	Disclosed
		Agent Banking Services	Disclosed
		Call Centers Services	Disclosed
08	Corporate Governance	Non-Shareholding/ Independent Director	Disclosed
		Single Family Domination	Disclosed
		Free Float	Disclosed
		Audit Committee led by Independent Director	Disclosed
		Director's Minimum Shareholding	Disclosed
		Auditors' Opinion	Disclosed
09	Environmental Care	Sustainable Financing/ Green Banking Initiatives	Disclosed
		Sustainable/ Integrated Reporting	Disclosed
10	Focus for Employee	Net Employee Turnover	Disclosed
		Employee Compensation and Benefits	Disclosed
		Gender Diversity	Disclosed
		Training and Development Spending	Disclosed
11	Corporate Social Responsibility	Amount of CSR Expenditure	Disclosed
		Quality of CSR Activities	Disclosed
12	Contribution to National Exchanger	Direct and Indirect Tax	Disclosed

NOTICE OF THE 12TH (TWELFTH)

ANNUAL GENERAL MEETING (AGM)

Notice is hereby given that the 12th (twelfth) Annual General Meeting (AGM) of the Shareholders/Members of Midland Bank PLC. will be held on Wednesday, 4th June 2025 at 10:00 AM using Hybrid System in combination with Physical Presence of the shareholders at B.N. Sagorika Hall, Naval Headquarters and Digital Platform to transact the following businesses and adopt necessary resolutions:

1. To receive, consider and adopt the Directors' Report and Audited Financial Statements of the Bank for the year ended 31st December, 2024 together with Auditors' Report thereon.
2. To declare dividend for the year ended 31st December, 2024.
3. To retire and elect/re-elect Directors.
4. To appoint/re-appoint Statutory Auditor(s) of the Company for the period until the 13th Annual General Meeting and to fix their remuneration.
5. To appoint/re-appoint Corporate Governance Compliance Auditor for the year 2025 as per Corporate Governance Code of BSEC and to fix their remuneration.
6. To transact any other business with the permission of the Chair.

By order of the Board,



Dated: Dhaka
12th May 2025

Khalid Mohammad Sharif FCS
Company Secretary

Notes:

a) The Board of Directors has recommended stock dividend @ 3% (subject to approval of Bangladesh Securities and Exchange Commission) and cash dividend @ 3% totaling 6% dividend for all shareholders for the year ended 31st December, 2024, which will be placed before the Shareholders in the 12th AGM of the Bank for approval.

b) 22nd May 2025 was fixed/scheduled as Record Date. The Shareholders, whose names appeared in the Register of Members of the Bank and/or in the Depository on the record date, are eligible for dividend and attending the meeting.

c) A member eligible to attend and vote at the Annual General Meeting (AGM) may appoint a proxy to attend and vote on his/her behalf. The Proxy Form, available in the website (***https://www.midlandbankbd.net/annual_report/***) duly stamped and signed by the member must be deposited at the Registered Office at least 48 hours before the time for holding the meeting.

d) The Annual Report 2024 of Midland Bank PLC. will be sent to the respective Shareholders' email IDs available with CDBL on Record Date and the link of AGM will be available in the web site of the Midland Bank PLC. in due course.

e) Depository Participants (DP)/ Stock Brokers are requested to send the list of Margin Account Holders based on Record Date, if any, within 28th May 2025 to the Bank. Otherwise, the dividend will be paid to shareholders' Bank Account as per CDBL Record.

f) Annual Report 2024 will be available in the website of Midland Bank PLC. : https://www.midlandbankbd.net/annual_report/

QR Code:

To join the 12th AGM

To download Annual Report, AGM Notice and Proxy Form

midlandbank
bank for inclusive growth

Head Office: N.B. Tower (Level 6 to 9), 40/7 North Avenue, Gulshan 2, Dhaka 1212, Bangladesh
Phone: +88 09666 410999 (Ext. 999-722) Fax: +88 02 8837 735, Email: share.mdb@midlandbankbd.net, Web: www.midlandbankbd.net

PROXY FORM

I..... of

.....

being a member of "MIDLAND BANK PLC." do hereby appoint .....

of ..... on failing him .....

of .....

as proxy to attend and vote for me on my behalf at the 12th (twelfth) Annual General Meeting (AGM) of the Company on June 04, 2025, Wednesday at 10:00 a.m. using Hybrid System in combination with Physical Presence of the shareholders at B.N. Sagorika Hall, Naval Headquarters and Digital Platform or at any adjournment thereof.

AS WITNESS MY HAND THIS ..... DAY OF ..... 2025.

Signature of Proxy : .....

Signature of Shareholder : .....

Affix Revenue
Stamp of Tk.100.00

Folio/BO ID : .....

No. of Shares : .....

Notes:
1. Signature must agree with the recorded signature.
2. A Member entitled to attend and vote at the 12th (twelfth) AGM may appoint a proxy to attend and vote in his/her behalf. The Proxy Form duly signed and stamped must be deposited at the Head Office of the company at least 48 hours before the time set for the Meeting.

Shareholders are hereby informed that due to restriction imposed by Bangladesh Securities and Exchange Commission there shall be no arrangement for any sort of gift/ entertainment in the Annual General Meeting of the Company.

মিডল্যান্ড ব্যাংক সালাম
ইসলামী ব্যাংকিং

midlandbank
bank for inclusive growth

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www.midlandbankbd.net
www.facebook.com/midlandbankbd
www.youtube.com/@midland-bank?si=5YaGuAGXRj41AmSE
www.linkedin.com/company/midlandbank/

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