AUDITORS' REPORT

Auditors' Report

We have audited the accompanying Balance Sheet of the MUTUAL TRUST BANK LIMITED as at 31st December, 2002 and the related Profit & Loss Account for the year ended 31st December, 2002. Preparations of these Financial Statements are the responsibility of the company's management. Our responsibility is to express an opinion on these Financial Statements based on our audit.

We conducted our audit in accordance with Bangladesh Standards on Auditing (BSA). Those standards required that we plan and perform the audit to obtain reasonable assurance about whether the Financial Statements are free of material misstatement. An audit includes examining on test basis, evidence supporting the amounts and disclosures in the Financial Statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall Financial Statement presentation. We believe that our audit provides a reasonable basis of our opinion.

In our opinion, the Financial Statements prepared in accordance with Bangladesh Accounting Standards (BAS), give a true and fair view of the state of the company's affairs as of December 31, 2002 and of the results of its operations and its cash flows for the period then ended and comply with the Bank Company Act 1991, the rules and regulations issued by the Bangladesh Bank, the companies Act 1994, the Securities and Exchange Rules 1987 and other applicable laws and regulations.

We also report that:

- We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;
- ii) In our opinion, proper books of account as required by law have been kept by the Bank as far as it appeared from our examination of those books and proper returns adequate for the purpose of our audit have been received from branches not visited by us;
- iii) The Bank's Balance Sheet and Profit & Loss Account dealt with by the report are in agreement with the books of account and returns;

- iv) The expenditure incurred was for the purposes of the Bank's business.
- v) The financial position of the Bank at December 31, 2002 and profit for the period then ended have been properly reflected in the Financial Statements and the Financial Statements have been prepared in accordance with the generally accepted accounting principles;
- vi) The Financial Statements have been drawn up in conformity with the Bank Company Act 1991 and in accordance with the accounting rules and regulations issued by the Bangladesh Bank.
- Adequate provisions have been made on loans and advances as per Bangladesh Bank's circular.
- viii) The Financial Statements conform to the prescribed standard set in the accounting regulations issued by the Bangladesh Bank after consultation with the professional accounting bodies of Bangladesh;
- ix) The records and statements submitted by the branch have been properly maintained and consolidated in their financial statement.
- x) The information and explanations required by us have been received and found satisfactory.

Dhaka-1000. January 20, 2003 (M. Ahmed & Co.) Chartered Accountants

MUTUAL TRUST BANK LIMITED BALANCE SHEET as at December 31, 2002

PROPERTY AND ASSETS	Notes	2002 Taka	2001 Taka
Cash		268,719,282	162,585,268
In hand (including foreign currencies) With Bangladesh Bank & Sonali Bank (including foreign currencies)	3 4	43,794,203 224,925,079	33,430,263 129,155,005
Balance with other Banks & Financial Institu	utions	1,227,483,670	1,212,887,109
In Bangladesh Outside Bangladesh	5	1,220,160,168 7,323,502	1,202,359,729 10,527,380
Money at call and Short Notice		75,000,000	40,000,000
Investment	6	631,338,200	315,472,100
Government Others		596,338,200 35,000,000	305,472,100 10,000,000
Loans & Advances		3,437,128,904	1,909,804,888
Loans, Cash Credit, Overdrafts etc. Bills purchased and discounted	7A&B 7C	3,134,581,094 302,547,810	1,704,706,868 205,098,020
Premises and Fixed Assets	8	45,633,321	41,529,619
Other Assets	9	1,037,943,476	705,440,617
Total Property and Assets LIABILITIES AND CAPITAL Liabilities		6,723,246,853	4,387,719,601
Borrowing from other Banks and Agents			20,000,000
Deposit and other Accounts:	- 4	5,158,106,551	3,357,823,281
Current Deposit & contingency accounts Bills Payable Savings Deposit	10	963,726,816 55,170,157 228,599,912	473,030,563 64,502,906 112,923,788
Fixed Deposit	11	3,910,609,666	2,707,366,024
Other Liabilities	12	1,245,123,988	752,402,431
Total Liabilities		6,403,230,539	4,130,225,712
Capital / Shareholders' Equity		320,016,314	257,493,889
Paid – up Capital Statutory Reserve General Reserve Provision for Dividend Retained Earnings	13 14 15	200,000,000 52,259,734 27,756,580 40,000,000	200,000,000 19,164,630 5,655,709 - 32,673,550
Total Liabilities and Shareholders' Equity		6,723,246,853	4,387,719,601

Syed Manzur Elahi Chairman Samson H Chowdhury Vice Chairman Abu Sufian Director Mosharraf Hossain Managing Director

Signed in term of our audit report of even date

Annexed notes form part of these accounts

Dhaka January 20, 2003

MUTUAL TRUST BANK LIMITED CONTRA ITEMS

OFF-BALANCE SHEET ITEMS as at December 31, 2002

	2002 Taka	2001 Taka
Contingent Liabilities :	,	, and
Letter of Guarantee	215,210,270	155,202,664
Irrevocable Letter of Credit	753,791,380	544,956,200
Bills for Collection	47,555,930	21,232,568
Other Contingent Liabilities	298,851,700	191,866,337
Total Off - Balance Sheet items	1,315,409,280	913,257,769

Annexed notes form part of these accounts

Syed Manzur Elahi Chairman Samson H Chowdhury Vice Chairman Abu Sufian Director Mosharraf Hossain Managing Director

Signed in term of our audit report of even date

Dhaka

January 20, 2003

MUTUAL TRUST BANK LIMITED PROFIT AND LOSS ACCOUNT for the year ended December 31, 2002

	Notes	2002 Taka	2001 Taka
Interest Income Interest paid on Deposits & Borrowings etc.	16 17	558,311,827 431,183,694	354,357,217 270,886,608
Net Interest Income	1.2	127,128,133	83,470,609
Operating Income:		125,651,253	61,715,068
Income from Investment Income from Commission, Exchange & Brokerage Other operating Income		27,757,024 89,662,823 8,231,406	10,387,460 46,165,384 5,162,224
Total Operating Income		252,779,386	145,185,677
Operating Expenditure:		71,587,508	50,408,260
Remuneration of Managing Director Directors' Fees Salary & Allowances Rent, Tax, Insurance	18	1,600,000 362,500 30,900,317 8,346,473	1,200,000 335,000 21,325,277 5,767,602
Legal Fees & Charges Postage, Stamps, Telegram & Telephone Auditor's Fee Printing, Stationery & Advertisement etc. Other Expenses	19	87,744 3,424,344 20,000 5,053,583 21,792,547	140,091 1,963,334 20,000 3,644,992 16,011,964
Profit before Provision	13	181,191,878	94,777,417
Provision :		15;716,357	13,093,542
Provision against Loans and Advances Provision for loss on revaluation of Investment Other Provision	20	15,716,357	13,093,542
Profit before Income Tax Provision for Income Tax		165,475,521 66,953,096	81,683,875 32,673,550
Net Profit after Tax & Provision Appropriations :		98,522,425	49,010,325
Statutory Reserve General Reserve Provision for dividend Retained Earnings	2	33,095,104 25,427,321 40,000,000	16,336,775 - - 32,673,550
Earning per share		49.26	24.51

Annexed notes form part of these accounts

Syed Manzur Elahi

zur Elahi Samson H Chowdhury
man Vice Chairman

n H Chowdhury Abu Sufian
te Chairman Director

Mosharraf Hossain Managing Director

Signed in term of our audit report of even date

Dhaka January 20, 2003

MUTUAL TRUST BANK LIMITED CASH FLOW STATEMENT as at December 31, 2002

		2002 Taka	2001 Taka
A)	Cash flow from operating activities Interest and commission received Interest paid Received from other operating activities Cash paid to employees Cash paid for other operating activities Operating profit before changes in current assets and liabilities	647,974,650 (431,183,694) 35,988,430 (30,900,317) (32,669,850) 189,209,219	400,522,601 (270,886,608) 15,549,684 (21,325,277) (23,075,798) 100,784,602
	Increase/(decrease) in current assets : Loans and advances Other current assets	(1,527,324,016) (309,963,426)	(1,307,484,818) (127,141,712)
	Increase/(decrease) in current liabilities: Current liabilities Customer's deposits Bank deposits Cash received from operating activities before income tax Income tax paid in Cash	410,052,104 1,730,283,270 50,000,000 542,257,152 (22,539,434)	143,961,178 1,324,196,471 380,000,000 <i>514,315,721</i> (18,000,000)
	Net cash received from operating activities	519,717,718	496,315,721
B)	Cash flow from investment activities Dividend received Interest received Investment in other financial instruments Securities purchased Assets, establishment and machinery purchased Net cash received from Investments	(315,866,100) (12,121,043) (327,987,143)	(190,370,800) (18,284,772) (208,655,572)
C)	Cash flow from financial activities Dividend Paid Increase of Paid up capital Share money deposit Increase/(decrease) in long term loans Net cash received from financial activities	(36,000,000) - - - (36,000,000)	-
D) E) F)	Net increase in cash and cash equivalent(A+B+C) Opening cash and cash equivalent Closing cash and cash equivalent(D+E)	155,730,575 1,415,472,377 1,571,202,952	287,660,149 1,127,812,228 1,415,472,377

Annexed notes form part of these accounts

Syed Manzur Elahi Chairman Samson H Chowdhury Vice Chairman

Abu Sufian Director Mosharraf Hossain Managing Director

Signed in term of our audit report of even date

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STATEMENT OF CHANGES IN EQUITY as at December 31, 2002 MUTUAL TRUST BANK LIMITED

(Figuers in Taka)

Particulars	Paid up Capital	Paid up Share Money Capital Deposit	Statutory Reserve	General Reserve	Provision for Dividend	Retained Earnings	Total
Balance at 1 January, 2002	200,000,000	I	19,164,630	5,655,709	t	32,673,550	32,673,550 257,493,889
Addition during the year	1	1	33,095,104	25,427,321	40,000,000	1	98,522,425
Dividend	1	1	. 1	(3,326,450)	1	(32,673,550) (36,000,000)	(36,000,000)
Balance at 31 December, 2002	200,000,000	I	52,259,734	27,756,580	40,000,000	ı	- 320,016,314

Annexed notes form part of these accounts

Syed Manzur Elahi Chairman Signed in term of our audit report of even date

January 20, 2003

Dhaka

MANNAM

Samson H Chowdhury Vice Chairman

Abu Sufian Director

Mosharraf Hossain Managing Director

(M. AHMED & Co.)

Chartered Accountants

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MUTUAL TRUST BANK LIMITED NOTES TO THE FINANCIAL STATEMENTS for the year ended December 31, 2002

1.0 INTRODUCTION:

The Mutual Trust Bank Limited was incorporated in Bangladesh in the year 1999 as a banking Company under the companies Act. 1994. All types of commercial banking services are provided by the bank within the stipulations laid down by the Bank Companies Act 1991 and directive as received from Bangladesh Bank from time to time.

1.1 The bank started its commercial business from October 24, 1999.

2.0 ACCOUNTING POLICIES:

2.1 Basis of preparation of the Financial Statement:



These financial statements have been prepared according to the Bank Companies Act 1991 on going concern basis under the historical cost convention (without considering the effect of inflation) on the generally accepted accounting principles. The Balance Sheet, Profit & Loss Account and other Financial Statements have been prepared as per pro–forma given in 1st schedule of Bank Companies Act 1991 as revised vide Bangladesh Bank BRPD Circular No. 03 dated 18th April 2000. The policies whenever appropriate are explained in the succeeding notes.

2.2 Interest income and interest on deposit:

Interest on loans and deposits is recognized strictly in the line with related approved policy of the Board. Interest on loans and advances is calculated on daily product basis.

2.3 Investment:

Investment has been shown at face value.

2.4 Depreciation:

Depreciation has been charged on reducing balance method on all fixed assets except motor vehicles. Motor vehicles have been charged on straight-line method.



2.5 Taxation

Provision for taxation has been made as per rule imposed by Government.

2.6 Advances:

- a) Advances are shown in the Balance Sheet at full figures.
- Provision has been made on loans & advances as per BCD Circular No. 12 of 1995 and BRPD Circular No. 16 of 1998.

2.7 Foreign Currencies:

Foreign currency transactions are converted into equivalent taka currency at the ruling exchange rates on the date of such transactions. Gains and losses from transaction are dealt with through exchange account.

- 2.8 The Statutory Reserve created under section 24 of Bank Companies Act, 1991
- 2.9 Figures have been rounded off to the nearest taka.

			2002 Taka		2001 Taka	
3.	Cash in hand		43,794,203		33,430,263	
	Local Currency		40,805,242		31,580,380	
	Foreign Currency		2,988,961		1,849,883	
4.	Balance with Bangladesh Bank & So	nali Bank				
	Bangladesh Bank		224,925,079		129,155,005	
	Local Currency		154,878,130		43,696,658	
	Foreign Currency		70,046,949		85,458,347	
5.	Balance with other Banks & Financia	al Institutions				
	a) Local Banks:	Accounts	1,220,160,168		1,202,359,729	
	Social Investment Bank Ltd.	FDR	450,000,000		750,000,000	
	EXIM Bank Ltd.	FDR	-		50,000,000	
	Southeast Bank Ltd.	FDR '	-		100,000,000	
	Standrad Bank Ltd	FDR	200,000,000		200,000,000	
	Mercentile Bank Ltd.	FDR	100,000,000		-	
	Citibank N.A.	FDR	14,736,531		-	
	Jamuna Bank Ltd.	FDR	100,000,000		-	
	Dhaka Bank Ltd.	FDR	100,000,000		1 100 007	
	Agrani Bank	STD	2,151,157		1,193,967	
	Janata Bank	STD	1,227,387		1,150,106	
	Dutch Bangla Bank		2,045,093		15,656 50,000,000	
	Int'l Leasing & Fin. Ser. Ltd	FDR FDR	100,000,000	ħ	50,000,000	
	Phoenix Leasing Co. Ltd.	FUR	150,000,000		30,000,000	
	b) Foreign Banks:		7,323,502		10,527,380	
	Citibank NA, New York		2,361,562		887,725	
	Mashreqbank, New York		1,112,225		4,693,409	
	Standard Chartered Bank, NY		486,967		2,164,343	
	AMEX, New York		742,343		131,428	
	Mashreqbank, London		50,868		17,556	
	Mashreqbank, London		397,282		361,733	
	Mashreqbank, London		66,014		1,677,592	
	AMEX, Germany		53,494		25,545	
	AMEX, Tokyo		220,396 740,573		532,811	
	AMEX, Calcutta Rupali, Pakistan		53,743		35,238	
	AB Bank, Mumbai		1,038,035		- 00,200	
	Ab bank, Mumbai		1,000,000			
6.	Investment:				POURS LABOURS	
	Government		596,338,200		305,472,100	
	Treasury Bills		595,000,000		305,000,000	1
	Prize Bond		1,338,200		472,100	
	Others		35,000,000		10,000,000	
	Industrial Development Bond		20,000,000		-	
	Share:		40.00		10 000 000	
	- Indus.& Infras.Dev Fin Co. Ltd.		10,000,000		10,000,000	
	 Central Depository Bangladesh Lt 	d.	5,000,000			

			2002	2001
			Taka	Taka
7.	Lo	ans & Advances (7A + 7B+7C)	3,437,128,904	1,909,804,888
	7A	. Loans, Cash Credit, Overdrafts etc.	3,129,137,282	1,697,882,513
		Term Loan (Industrial)	341,256,159	177,984,638
		Term Loan (Other)	63,075,482	65,011,394
		House Building Loan	49,875,768	10,054,567
		Secured Overdraft	293,236,477	169,179,337
		Cash Credit	688,698,904	445,361,436
		PAD (Cash)	629,278,097	173,936,534
		Loan Against Trust Receipt	925,888,492	596,616,544
		Lease Finance	70,723,929	5,396,820
		MTB Consumer Credit Scheme	6,083,401	4,639,865
		Loan General & Others	61,020,573	49,701,378
	7B	. Loans, Cash Credit, Overdrafts etc.		
		(Companies related with Directors)	5,443,812	6,824,355
		House Building Loan	3,050,073	1,222,168
		Secured Overdraft	22,550	3,314,475
		Cash Credit(Hyp)	2,371,189	2,287,712
	7C	. Bills Purchased and Discounted	302,547,810	205,098,020
		Inland Bills	39,954,240	65,284,869
		Inland Doc. Bills	188,471,716	111,255,991
		FDBP	74,121,854	28,557,160
	Pa	rticulars of advances:		
	i)	Debts considered good in respect of which the Bank is fully secured	3,426,221,628	1,909,805,000
	ii)	Debts considered good for which the bank holds no other security than the debtors personal security	- ity	-
	iii)	Debts considered good and secured by the person security of one or more parties in addition to the personal security of the debtors.	nal 10,907,276	-
	iv)	Debts considered doubtful or bad, not provided for	r –	-
	v)	Debts due by Directors or Officers of the Bank or any of them either severally or jointly with any other person and debts due by companie or firms in which the Directors or officers of the Bank are interested as Directors, Partners or Managing agents or in the case of Private	5,165,162 es	6,824,000
		companies as members:		

		2002 Taka	2001 Taka
	vi) Maximum total amount of advances, including temporary advances made at any time during the year to Directors or Officers of the bank or any of them either severally or jointly with any other persons	5,104,040	30,097,000
	vii) Total amount of advances, including temporary advance 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 case of Private Companies as Members	9,332,652	47,800,000
	viii) Due from other Banking companies	_	·
	Viii) Bus nom other Barming companies		
8.	Premises and Fixed Assets (Cost after depreciation As per Schedule	45,633,321	41,529,619
9.	Other Assets	1,037,943,476	705,440,617
	Advance Rent	10,835,706	5,974,766
	Stamps in hand	47,144	13,103
	Suspense A/C	3,332,698	15,000
	Advance Deposit	656,745	644,845
	Sundry Assets Account	10,562,727	5,970,447
	Advance Income Tax	76,910,994	36,582,761
	Stock of Stationery	897,145	919,828
	Interest Receivable	26,551,944	20,900,381
	MTB General A/C	905,876,337	634,419,486
	Adjustment Account -Dr.	2,272,036	-
10.	Current Deposit and other Deposits	963,726,816	473,030,563
	Current Deposit	225,349,913	216,237,119
	Short Term Deposit	185,238,023	64,519,804
	Sundry Deposit	433,804,826	160,539,620
	Deposit in Foreign Currency	18,115,164	5,428,262
	Monthly Savings Scheme & Brick by Brick	38,720,746	12,942,922
	Uthshab Sanchaya Prokalpa	2,556,338	1,134,069
	NFCD	-	9,514,931
	Save Everyday Deposit	3,550,416	2,713,836
	Monthly Profit Basis FD	56,391,390	-
11.	Fixed Deposits	3,910,609,666	2,707,366,024
	Deposit from clients	2,740,609,666	1,607,366,024
	Deposit nom chems	2,740,000,000	1,007,000,024

			2002 Taka	2001 Taka
12.	Other Liabilities		1,245,123,988	752,402,431
	Exchange Equalization Fund		33,684	237,720
	Provision for Taxation	12A	105,282,354	38,329,258
	Provision for Loans & Advances	20	35,000,000	19,283,643
	Interest Payable		39,994,843	42,530,546
	Audit fee		20,000	20,000
	MTB General A/C		891,145,953	638,104,068
	Provision for Bonus		2,800,000	1,150,946
	Adv. Intt. From Treasury Bill		137,154,787	12,746,250
	Adjustment Account -Cr.		33,692,367	-
12A	Provision For Taxation		105,282,354	38,329,258
	Last Year's Balance		38,329,258	5,655,708
	Add : Current Year's Provision		66,953,096	32,673,550
13.	Capital			
	Authorized:			
	10,000,000 ordinary shares of Tk. 100 each		1,000,000,000	1,000,000,000
	Issued, Subscribed and Paid-up:			
	2,000,000 ordinary shares of Tk. 100 each		200,000,000	200,000,000
14.	Statutory Reserve		52,259,734	19,164,630
	Opening Balance		19,164,630	2,827,855
	Current Year		33,095,104	16,336,775
15.	General Reserve		27,756,580	5,655,709
	Opening Balance		5,655,709	5,655,709
	Less : Dividend for 2001		(3,326,450)	-
	Add : Current Year		25,427,321	_
16.	Interest Income		558,311,827	354,357,217
	Interest on Loans & Advances		327,160,697	151,687,341
	Interest on Investment with other Banks		128,876,402	110,199,175
	Interest on Foreign Currency Account		1,811,940	3,041,600
	Interest on MTB General A/C		100,462,788	89,429,101
17.	Interest paid on Deposits & Borrowings etc.		431,183,694	270,886,608
	Interest on Deposit		328,242,369	178,963,399
	Interest on Borrowing		2,478,537	2,494,108
	Interest on MTB General A/C		100,462,788	89,429,101

		2002 Taka	2001 Taka
18.	Rent, Tax, Insurance	8,346,473	5,767,602
	Insurance Premium	1,941,548	1,280,752
	Rates & Taxes	138,125	218,840
	Office Rent	6,266,800	4,268,010
19.	Other Expenses	21,792,547	16,011,964
	AGM Expenses	50,031	28,957
	Training Expenses	301,165	37,900
	Depreciation	8,017,341	6,007,185
	Preliminary Expenses(written off)	_	1,700,000
	Travelling	204,468	235,499
	Electricity	1,727,976	1,142,980
	Security Service & other Assistance	4,052,645	2,527,497
	Entertainment	590,599	406,934
	Foreign Bank Charges	200,681	481,164
	Newspaper & Periodicals	93,134	67,676
	Convayance	300,849	-
	Fuel	660,161	509,331
	Subscription & Donation	804,310	164,310
	Fees & Registration	50,815	-
	Repairs, Renovation & Maintenance	388,811	146,504
	Uniform & Leverage	3,950	3,550
	Business Development Expenses	1,929,963	662,681
	Car Maintenance	557,148	292,258
	Cash Carrying Expenses	388,846	234,005
	Clg. House Expenses	5,654	5,200
	Office Maintenance & Upkeep	781,355	599,344
	Branch Opening Expenses	209,570	566,457
	WASA, Gas & Service Charge	217,011	-
	Miscellaneous	256,064	192,532
20.	Provision against Loans& Advances:		
	Current Year	35,000,000	19,283,643
	Provision upto last year	19,283,643	6,190,101
	Provision to be made	15,716,357	13,093,542

- 21. Total number of employees who have drawn salary of Tk.36,000 & above per annum was 142
- 22. Meetings: 10(ten) Board Meetings and 03(three) Executive Committee Meetings were held in 2002.

MUTUAL TRUST BANK LTD.

SCHEDULE OF FIXED ASSETS as on December 31, 2002

		Ö	Cost		Rate		Depreciation	iation		Written do	Written down Value
Particulars	As at 01 Jan. 2002	Addition during the year	Disposal during the year	Total 31 Dec. 2002	of	As at 01 Jan. 2002	Charge for the year	Disposal during the year	Total 31 Dec. 2002	As at 31 Dec. 2002	As on 31 Dec. 2001
Furniture	5,552,278	1,397,368	1	6,949,646	10%	602,303	545,779	1	1,148,082	5,801,564	4,949,976
Interior Decoration	15,402,572	2,606,499	, I	18,009,071	10%	1,483,638	1,543,269	1	3,026,907	14,982,164	13,918,934
Office Equipments	23,346,232	5,860,082	100,000	29,106,314	20%	4,520,692	4,491,291	35,000	8,976,983	20,129,331	18,825,540
Motor Vehicles	5,488,322	3,150,000	1,265,000	7,373,322	20%	1,658,795	1,433,000	384,000	2,707,795	4,665,527	3,829,527
Book & Periodicals	6,291	53,095	1	59,386	10%	649	4,002	1	4,651	54,735	5,642
Total	49,795,695	13,067,044	1,365,000	61,497,739		8,266,077	8,017,341	419,000	15,864,418	45,633,321	41,529,619