

Vision of Central Depository Bangladesh Limited (CDBL) is to be a dynamic, forward looking institution committed to adding value to the business of its clients. It will be equipped with up-to-date Information Technology to ensure prompt customer response and provide innovative solutions to the needs of the capital market playing a pivotal role in Bangladesh's financial services sector.

Mission of CDBL is to have a sound management team with carefully-chosen, highly-motivated staff fostering a spirit of enthusiasm balanced with prudent policies to achieve a high level of sophistication and expertise in the performance of its personnel by consistently striving to provide high quality services that are reliable, transparent and efficient by:

- Emphasizing the importance of the customer,
- Unleashing employee initiative by empowering them,
- Viewing activities of the business as processes and the goal of continuous improvement.

Management's leadership endeavour is to forge a passionate, inspired, motivated and cohesive team to operate from a fully common bottom line, sharing the same agenda, driven by the same vision to achieve the best possible results, not only for the shareholders and the employees but also to boost public confidence in CDBL's growing strength as an independent, professionally managed institution.

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Central Depository Bangladesh Limited (CDBL)

Overview

Central Depository Bangladesh Limited (CDBL) was incorporated on 20th August 2000 sponsored by the country's Nationalized Commercial Banks (NCBs), Investment Corporation of Bangladesh (ICB), Private Commercial Banks (PCBs), Foreign Banks, Merchant Banks, Publicly Listed Companies, Insurance Companies and Dhaka & Chittagong Stock Exchanges with the collaboration of the Asian Development Bank (ADB).

CDBL's core services cover the efficient delivery, settlement and transfer of securities through computerized book entry system i.e. recording and maintaining securities accounts and registering transfer of securities; changing the ownership without any physical movement or endorsement of certificates and execution of transfer instruments. The Central Depository System (CDS) operated by CDBL has proved to be a convenient and reliable means to settle securities transaction. The investor has been freed from the hassles of physical handling of certificates, errors in paper work and the risks associated with damaged, lost and forged certificates.

Legal basis for CDBL's operations is set out in the Depositories Act 1999, Depositories Regulations 2000, Depository (User) Regulations 2003 and the CDBL Bye Laws.

CDBL's operations are carried out in its Main Data Centre which is linked to a remote Disaster Recovery Centre operating as a backup with data update taking place simultaneously.

CDBL's Software application VeDAS (Versatile Engine for Depository Accounting System) is built on three-tier architecture, with Visual Basic at the Front End, TUXEDO as the middle tier transaction manager and Oracle at the Back End centralized database.

Network connectivity to Depository Participants, Issuers, Banks and Stock Exchanges is through Front End interfaces accessed by WAN link and dial-up telephone lines.

Live operations of the CDS commenced with the inauguration of the Electronic Government Securities Registry (EGSR) by the Governor of Bangladesh Bank on 20th October 2003. Equity market securities dematerialization process i.e. eliminating physical certificate as record of security ownership by substituting it as an electronic book entry record in the CDS commenced on 24th January 2004 with the entry of Square Pharmaceuticals Limited into the CDS.

Highlights of progress of CDS

Depository elements	June '09	June '10	June '11	June '12	June '13
Investors Accounts set-up in the CDS	2,124,976	3,432,295	4,457,661	4,639,400	4,993,967
Investors Accounts in operable state in the CDS	1,419,015	2,570,659	2,678,400	2,686,783	2,645,335
Percentage of operable Investors Accounts	67%	75%	60%	58%	53%
Investors Accounts with Share Balances	482,451	1,006,664	1,340,437	1,831,176	1,755,454
Investors Accounts with Zero Balances	466,533	612,518	687,352	562,736	650,546
Investors Accounts never used	470,031	951,477	650,611	292,871	239,335
Depository Participants	272	300	328	345	363
Growth of Depository Participants	9%	10%	9%	5%	5%
Securities in the CDS – Issuers	179	226	275	292	308
Growth of Issuers entry in the CDS	19%	26%	22%	6%	5%
Number of Shares in the CDS (in millions)	1,854	5,412	16,995	31,829	36,877
Growth of Shares in the CDS	69%	192%	214%	87%	16%
% of stock exchange turnover settled in the CDS	97%	98%	100%	100%	100%

CDBL is the National Numbering Agency for ISIN (International Securities Identification Number) in Bangladesh as a member of ANNA (Association of National Numbering Agencies).

CDBL is a member of Asia Pacific CSD Group (ACG) and an associate member of South Asian Federation of Exchanges (SAFE).



CDBL TEAM

Managing Director & CEO

Mohammed Habibus Samad, FCA, CTA

Deputy Managing Director

Shuvra Kanti Choudhury, M Com, FCA

Chief Operating Officer

Sayed Javed Ahmad, B. Tech (IT), MBA, FBCS

Application Support

Md. Tohabin Huq, M Com, PGD (IT & Comp Sc)

Md. Faruque Ahmed, Dip in Comp Sc (Japan)

Kazi Minhaz Uddin, B Sc, Comp Engg

Customer Support Services

Dhaka

Md. Muniruzzaman Rana, B Sc, Comp Sc & Engg

Shihab Bari, B Sc, Comp Sc & Engg

Md. Mokhlesur Rahman, B Sc, Comp Sc & Engg

Md. Monirul Islam, B Sc (CIS), MBA (MIS)

Shafaet Ahmed Siddique, B Sc (Hons), Comp Sc

Md. Tajul Islam, B Com, Dip-in-Comp Sc

Md. Sofeoul-Al-Mamun, B Sc, ICT

Md. Abeed Omor, B Sc, ETE

Sylhet

Prosunjit Biswas, B Sc, Comp Sc & Engg

Chittagong

Mohammed Yeaqub Ali, B Sc, ECE

Feroz Ahmed, B Sc, Comp Sc & Engg

Manna Dey, B Sc, Comp Sc & Engg, CCNA

Training

Md. Shariful Alam, B Sc, Comp Sc & Engg

Md. Afsar Uddin, B Com, Dip-in-Comp Sc

Finance & Accounts

Md. Shahidul Islam, BBA

Jayanta Biswnu Mondal, M Com

Md. Golam Mostafa, B Com

Ms. Rumana Rahman, B Com, C A (Inter)

Ms. Shanaz Begum, M Com

Ms. Monoara Begum, B Sc (Hons) M Sc, MBA

Ms. Nurjahan Begum, M Sc

Falguni Biswas

Legal Affairs

Syed Akhter Hossain, BA (Hons), MA (Pub Admn)

Almas Arefin, M Com

Systems Operation

G M Ahsanul Haque, M Sc, Comp Sc

Md. Moinul Haque, M Sc, Comp Sc

Raquibul Islam Chowdhury, M Sc, Comp Sc

K M Shaberul Islam, MBA (Finance), B Sc, Comp Sc

Quazi Ghulam Shakur, MSS (Econ)

Saber Mahmud, B S (USA)

Parvin Khan, MA, Dip in Comp Engg

Network Administration

A Hasib Rahman, MA, MCSE (Aus)

Mashrur Sakib, B Sc, Comp Sc

Md. Imam Hossain Sayem, B Sc, Comp Sc (Russia)

Shift Operations

Mohammad Shaiful Alam, B Sc, Comp Sc & Engg

Anwarul Faisal, B Sc, ICT

Shah Alam Masum, Dip in Electrical Engg

Md. Muzaffar Mahmud, B Sc, Comp Sc & Engg

Md. Shahidul Islam, B Sc, Comp Sc & Engg

Minuddin Ahammed, B Sc, Comp Sc

Md. Mahfuzur Rahman, B Sc, Comp Sc

Md. Arif Hossain, B Sc, Comp Sc

Md. Saiful Islam, B Sc, Comp Sc

Md. Addul Latif Khandokar, BSc, Telecom Engineering

Md. Habibur Rahman, Dip, Computer Sc & Eng.

Abul Kalam Asad, B Sc, EEE

Touhidul Ahsan, Dip in Engineering

Administration & Maintenance

Salahuddin Haidar, MBA (USA), MSCIT (Australia)

Shaffiqul Islam, B Sc, Comp Sc & Engg

Ms. Supria Florence Biswas, BSS

Ms. Nasrin Haque

Ms. Shrabony Teresa Biswas

Ms. Taslima Akhter, BA

Md. Abdus Salam

Md. Humayun Kabir

Md. Joynal Abedin Sagor



CDBL – Board of Directors

Mr. Syed Manzur Elahi
Nominee of Mutual Trust Bank Ltd.

– **Chairman**

Mr. A K M Nurul Fazal Bulbul
Nominee of Bangladesh Association of Banks (BAB)

– **Director**

Mr. Azam J Chowdhury
Nominee of Prime Bank Ltd.

– **Director**

Mr. Tapan Chowdhury
Nominee of Square Pharmaceuticals Ltd.

– **Director**

Mr. Pradip Kumar Dutta
Nominee of Nationalized Commercial Banks

– **Director**

Mr. Md. Fayekuzzaman
Nominee of Investment Corporation of Bangladesh (ICB)

– **Director**

Mr. Sheikh Kabir Hossain
Nominee of Bangladesh Insurance Association (BIA)

– **Director**

Mr. Ahasanul Islam
Nominee of Dhaka Stock Exchange Ltd. (DSE)

– **Director**

Mr. Md. Rezaul Karim
Nominee of Sadharan Bima Corporation

– **Director**

Mr. Al Maruf Khan
Nominee of Chittagong Stock Exchange Ltd. (CSE)

– **Director**

Mr. Badrul Haque Khan
Nominee of AB Bank Ltd.

– **Director**

Mr. Salman F Rahman
Nominee of Bangladesh Association of
Publicly Listed Companies (BAPLC)

– **Director**

Mr. A K M Shamsuddin
Nominee of Standard Chartered Bank

– **Director**

Mr. Mohammed Habibus Samad, FCA, CTA
Central Depository Bangladesh Limited

– **Managing Director & CEO**

Central Depository Bangladesh Limited (CDBL) 12th Annual General Meeting



The 12th Annual General Meeting of Central Depository Bangladesh Limited (CDBL) was held on Monday, 19th November 2012 at the Pan Pacific Sonargaon Hotel presided over by Mr. Syed Manzur Elahi, Chairman of the Company. Directors present (from right to left) Mr. A K M Shamsuddin, Mr. Badrul Haque Khan, Mr. Md. Fayekuzzaman, Mr. Sheikh Kabir Hossain, Mr. A K M Nurul Fazal Bulbul, Mr. Syed Manzur Elahi, Mr. M H Samad, Mr. Al Maruf Khan, Mr. Md. Rakibur Rahman, Mr. Md. Rezaul Karim & Auditor of the Company Mr. A F Nesaruddin, FCA



Directors Report

The Board of Directors of Central Depository Bangladesh Limited (CDBL) is pleased to present the audited financial statements of the Company for the year ended 30th June 2013, Auditors' Report thereon along with a market overview relating to the Company's operations.

Market Overview

The stock market passed through a dull phase with declining turnover at the exchanges throughout the year notwithstanding Bangladesh Securities and Exchange Commission's (BSEC) legal actions against any malpractice, progress on demutualization of the stock exchanges and tightening of some of the securities rules and regulations.

Over the year General Index (DGEN) of Dhaka Stock Exchange (DSE) declined by over 4% from 4,573 on 30th June 2012 to 4,386 on 30th June 2013. Chittagong Stock Exchange (CSE) index was also down from 13,736 to 12,738, a drop of over 7% during the year.

On 28th January 2013, Dhaka Stock Exchange (DSE) introduced two new indices incorporating the free-float methodology — DSEX (DSE Broad Index) and the blue chips DS30. The old DSE General Index (DGEN) has been replaced by the new DSEX and new blue chip index DS30 has replaced the old DS20 index. During the year ended 30th June 2013 DSEX (DSE Broad Index) of Dhaka Stock Exchange (DSE) was up by 1.21% from 4,056 at its inception on 28th January 2013 to 4,105 on 30th June 2013.

Turnover of DSE at Tk. 857 billion as against Tk. 1,171 billion in the previous year was down around 27%. CSE's turnover at Tk. 102 billion compared to Tk. 135 billion in the previous year was also down over 24%. Turnover top performers list, taking the combined turnovers at both DSE & CSE during the year was headed by United Airways (BD) Limited as tabulated below:-

Company	Turnover (Tk. Billion)
United Airways (BD) Limited	54.59
Unique Hotel & Resorts Limited	35.56
Bangladesh Submarine Cable Company Limited	33.77
Titas Gas Transmission & Distribution Company Limited	30.42
R. N. Spinning Mills Limited	27.70
BEXIMCO Limited	23.80
Jamuna Oil Company Limited	23.62
Meghna Petroleum Limited	20.80
Grameenphone Limited	18.65
Square Pharmaceuticals Limited	16.65

Market Capitalization at the close of the year ended 30th June 2013 stood at Tk. 2,530 billion (US\$ 32.54 bln) as against Tk. 2,492 billion (US\$ 30.43 bln) at the end of 30th June 2012 registering a gain of 1.52% during the year. Share price movements of the largest contributors to market capitalization were however mixed during the year as indicated below:-

Company	Market Cap. (Tk. billion)	Closing Price (Tk.)	% Price Gain/ (Decline)
Grameenphone Limited	241.57	178.90	(14.32)
Square Pharmaceuticals Limited	81.57	220.00	(16.51)
Titas Gas Transmission & Distribution Co. Ltd.	81.31	82.20	15.13
Investment Corporation of Bangladesh	75.79	1,796.50	(9.78)
British American Tobacco BD Co Ltd (BATBC)	63.92	1,065.30	77.43

Total number of listed securities at DSE stood at 304 at the end of the year made up of 251 companies, 42 mutual funds, 8 debentures and 3 corporate bonds excluding 221 Bangladesh Government Treasury Bonds. Number of shares, debentures, corporate bonds and mutual funds at DSE was 42,282 million and issued capital of these securities stood at Tk. 434.21 billion as at 30th June 2013.

Initial Public Offerings (IPO) by 14 entities tapped the market for around Tk. 9,104 million as tabulated below which included 2 Mutual Funds.

Subscription Date		Company	IPO Issue (Tk. mln)	Times over subscribed
Opening	Closing			
16.09.12	20.09.12	Generation Next Fashions Limited	300	17.21
16.10.12	22.10.12	Envoy Textiles Limited (including a Premium of Tk. 20.00 per share)	900	3.68
04.11.12	08.11.12	Sunlife Insurance Company Limited	120	64.33
11.11.12	15.11.12	Summit Purbanchol Power Company Limited (including a Premium of Tk. 30.00 per share)	1,200	1.13
26.11.12	02.12.12	Argon Denims Limited (including a Premium of Tk. 25.00 per share)	1,050	1.78
09.12.12	13.12.12	Global Heavy Chemicals Limited (including a Premium of Tk. 10.00 per share)	240	19.45
17.12.12	23.12.12	Premier Cement Mills Limited (including a Premium of Tk. 12.00 per share)	264	21.21
23.12.12	30.12.12	Golden Harvest Agro Industries Limited (including a Premium of Tk. 15.00 per share)	750	7.23
06.01.13	10.01.13	Orion Pharma Limited (including a Premium of Tk. 50.00 per share)	2,400	1.05
27.01.13	31.01.13	Bengal Windsor Thermoplastics Limited (including a Premium of Tk. 15.00 per share)	400	13.07
07.04.13	11.04.13	Familytex (BD) Limited	340	18.05
21.04.13	25.04.13	ICB AMCL Sonali Bank Limited 1 st Mutual Fund	500	1.04
28.04.13	12.05.13	EXIM Bank 1 st Mutual Fund	500	1.01
26.05.13	30.05.13	Central Pharmaceuticals Limited	140	44.33
			9,104	

Moneys raised through IPOs were around 43% less in comparison to the previous year when 16 entities raised around Tk. 15,980 million through Initial Public Offerings and Repeat Public Offerings (RPO) by Bangladesh Shipping Corporation.

Central Depository System (CDS) Operations

Depository Participants (DP) increased by 18 from 345 to 363 during the year ended 30th June 2013, as detailed below:-

Depository Participants (DPs) admitted to CDBL	30 th June 2012	30 th June 2013
Broker Dealers – Full Service DPs	292	296
Custodian DPs	51	65
Stock Exchanges	2	2
	345	363



Investors Accounts

Investors' accounts in operation, as tabulated below, registered a decline of around 1.54% during the year, decreasing by 41,448 whereas in the previous year there was an increase in the number of accounts of 8,383.

Accounts	30 th June 12	30 th June 13
Individual Accounts	1,713,607	1,698,117
Joint Accounts	964,400	938,530
Company Accounts	7,263	7,196
Omnibus Accounts	494	425
Principal Accounts	417	449
Clearing Accounts	602	618
	2,686,783	2,645,335

Listed Securities of 17 publicly listed companies came into the CDS whilst one company i.e. Ocean Containers Limited (OCL) went out of the CDS count having merged with Summit Alliance Port Limited during the year taking the total from 292 in the previous year end to 308 as at 30th June 2013.

Number of shares held in the CDS increased during the year by 5,048,261,721 (around 16%) taking the total from 31,828,867,329 as at 30th June 2012 to 36,877,129,050 as at 30th June 2013. Market value of the shares held in CDS as at 30th June 2012 amounted to around Tk. 1,354.68 billion which increased to Tk.1,399.16 billion as at 30th June 2013 registering a gain of over 3%.

Share trades settlement in the depository relating to combined stock exchange trades of DSE & CSE during the year declined, compared to the previous year, as also transaction value which went down around 27% as tabled below:-

No. of Shares in CDS	Year Ended	No. of Trades (Mln)	No. of Shares Traded (Mln)	Turnover Tk. (Bln)
36,877,129,050	30 th June 2013	27.26	24,318	959.08
31,828,867,329	30 th June 2012	33.95	21,103	1,306.31
15.86 %	% Increase/(decrease)	(19.71 %)	15.23 %	(26.58 %)

100% of the DSE & CSE combined daily trades during the year ended 30th June 2013 was settled in the demat market segment.

Corporate Actions relating to bonus shares, right issues and stock splits decreased substantially during the year. Consequently, credits to the BO accounts in the CDS on account of Corporate Actions were lower during the year as against previous year as depicted below:-

Year Ended	No. of Shares			Total		
	Bonus	Rights	Stock split	Shares	A/Cs credited	Value Tk. Billion
30 th June 2013	3,163,565,059	289,181,638	4,079,640	3,456,826,337	3,457,306	163.24
30 th June 2012	4,225,789,250	779,232,597	1,417,558,392	6,422,580,239	4,807,233	425.20
% Increase/(decrease)	(25)	(63)	(99.71)	(46)	(28)	(62)

System Operations

Under a scheme of assistance of the Government of 'Netherlands Senior Experts' known as PUM Mr. Egbertus Fredericus Lavaleije, an experienced ICT professional carried out an assessment of CDBL's Systems & Operations from 21st April 2013 to 10th May 2013 and submitted his independent expert opinion the summary of which is as follows:-

Independent review on CDBL's Central Depository System (CDS) to check the status whether the system keeps up with technical advancements and to identify any exposure to risks.

The scope includes CDBL's Operational processes, monitoring and controls, Service processes and controls, Reporting to Customers. IT related controls covered are systems: Confidentiality, Integrity, Availability, Customer transaction's controls and Systems Processing, Backup and Recovery and Maintaining and Developing systems hardware and software.

Interviewing Company's ICT personnel guided by detailed checklists covering the scope of the assessment has been executed to analyze the achievements of the control objectives. The method used is an excerpt of the Electronic Data Processing Audit standard used in the Netherlands Banking industry, which is in line with the AAF 1/60 Standard for auditing service organizations. The information and data obtained leads to my believe sufficient evidence to provide a reasonable basis for my opinion.

The results of the assessment give a reasonable assurance that for following areas the control objectives are sufficiently covered:

- The Operational processes for Operations, Database and Network, Incidents and Security management, Monitoring and Control and Segregation with customer processes are in place.
- Service processes for New customers and Services to customers to guarantee confidentiality and segregation of operational processes.
- Reports to Customers are shielded to cover Confidentiality and Delivery objectives.
- Data protection and Integrity; CDS is holding dematerialized securities data only and payment transfers are handled by the Stock Exchanges.
- Systems Confidentiality; Entry premises, (Externals) Access to system, Interfaces and connections to other systems, Network communications are in place.
- Systems Availability; a fail over server and a backup server in the disaster center are in place, the Network has a redundant setup, Supplier service levels of 0-2 hours are in place, which is a sufficient level of resilience for high availability.
- Systems Integrity; adequate input controls and error handling is arranged,
- Maintaining and developing Software and Hardware is done by Vendors and internal processes are in place to manage test and implement changes.


Egbertus Fredericus Lavaleije"



PUM 'Netherlands Senior Experts' ICT Professional Mr. Egbertus Fredericus Lavaleije (centre of the picture) with CDBL IT Team



Purchase of Land

Dhaka Stock Exchange (DSE) has put up a new headquarter building in Nikunja – 2. In view of that CDBL intend to construct a full-fledged Network & Data Centre to service the needs of the Depository Participants (DPs) relocating to the new DSE building. Accordingly, CDBL has purchased a 3.5 katha plot (2,520 sft) at Nikunja-2 adjacent to new DSE building. The total outlay of purchasing the land including registration cost was Tk. 75,175,690.

Personnel

Workforce of the Company at the end of 30th June 2013 was 62 of whom 41 were IT professionals. The workforce decreased by 1 during the year.

The Company strengthened its management structure with the appointment of a Deputy Managing Director.

The 15th Asia-Pacific Central Securities Depository Group (ACG) Cross-Training Seminar held at Shangri-La Hotel, Hangzhou, China from 14th to 16th May 2013 was attended by 4 IT personnel of the Company.

The Company is continuing its ICT Management Training program of 6 months duration and outsourcing its security and cleaning services.

Financial Results

As a result of around 25% decline in turnover at the exchanges and decreased corporate actions of the listed companies the Operating Income of the Company decreased in the year by Tk. 526,831,071 i.e. over 37% from Tk. 1,414,990,355 in the previous year ended 30th June 2012 to Tk. 888,159,284 in the year ended 30th June 2013. However, the Net Profit of the Company decreased by 26.43% as Other Income increased by Tk. 61,057,523 i.e. around 10.5% and increase of Operating Expenses was limited to Tk. 35,614,554 in comparison to the previous year ended 30th June 2012. The Earnings per Share (EPS) of the Company declined to Tk. 4.39 from Tk. 5.97 reflecting the effect of the bearish market on the income of the Company. The key figures relating to the financial results of the Company for the year ended 30th June 2013 compared to the past 2 years are given below:-

Particulars	30 th June 2013 Taka	30 th June 2012 Taka	% increase /(decrease)	30 th June 2011 Taka
Operating income	888,159,284	1,414,990,355	(37.23%)	2,181,326,687
Other income	642,073,712	581,016,189	10.5%	389,730,992
Operating expenses	142,602,081	106,987,527	33.29%	178,365,248
Profit before tax	1,387,630,915	1,889,019,017	(26.54%)	2,392,692,431
Provision for tax	520,710,000	710,000,000	(26.66%)	900,000,000
Profit after tax	878,478,475	1,194,083,996	(26.43%)	1,492,692,431
Paid up capital	2,000,000,000	2,000,000,000	-	1,600,000,000
Earnings per share (EPS)	4.39	5.97	(26.47%)	7.46

Cash Dividend: Considering the declining trend in operating income and profitability of the Company the Board of Directors in its meeting held on 11th September 2013 recommended a cash dividend of 25% i.e. Tk. 2.5 per ordinary share of Tk. 10 each for the year ended 30th June 2013 to the shareholders in the register of members as on 19th September 2013 for consideration at the 13th Annual General Meeting of the shareholders of the Company.



Appropriations	Taka
Net profit after taxation	878,478,475
Un-appropriated profit brought forward	629,987,082
Cash dividend @ 30% paid for the year ended 30 th June 2012	(800,000,000)
Transferred to CDS Up-gradation Reserve	(100,000,000)
Transferred to Headquarter Building Reserve	(250,000,000)
Transferred to Investor Protection Fund	(50,000,000)
Profit available for appropriation	508,465,557
Dividend proposed for the year ended 30 th June 2013–Cash Dividend @ 25%	(500,000,000)
Un-appropriated profit carried forward	8,465,557

Contribution to the National Exchequer

During the year ended 30th June 2013 the Company paid Tk. 638,798,569 as direct tax.

Outlook

The business outlook for the Company in the coming year appears to be very much dependent on recovery of the market, resulting in increased daily turnover at the exchanges which is the single most important factor affecting the financial health of the Company.

Meanwhile the Company is positioned to handle any run away increased trade volumes at the stock exchanges and deliver improvements in its service to depository participants and issuers.

Changes in Directorship

During the year changes that occurred in the directorship of the Company were as follows:

3 rd July 2012	Mr. Badrul Haque Khan, Deputy Managing Director, AB Bank Limited replaced Mr. M Fazlur Rahman as nominee of AB Bank Limited.
16 th June 2013	Mr. Ahasanul Islam, President, Dhaka Stock Exchange Ltd. (DSE) replaced Mr. Md. Rakibur Rahman as nominee of DSE

Election of Directors

Pursuant to Article 117 to 120 of the Company, Mr. Syed Manzur Elahi, Mr. Tapan Chowdhury, Mr. Salman F Rahman, Mr. Azam J Chowdhury and Mr. Badrul Haque Khan Directors of the Company will retire and being eligible, offer themselves for re-election.

Appointment of Auditors

The auditors of the Company, Hoda Vasi Chowdhury & Co. Chartered Accountants, retire as per Section 210 (6) of the Companies Act 1994 and being eligible have offered themselves for re-appointment.

Conclusion

The Board of Directors is grateful for the assistance and support rendered to the Company by the Bangladesh Securities and Exchange Commission. The trust and confidence reposed on the Board and extended to the Company by the sponsor shareholders and the increasing number of users of the Company's CDS is most heartening and deeply appreciated as also the wholehearted support extended to CDBL by the Dhaka Stock Exchange Ltd. (DSE) and the Chittagong Stock Exchange Ltd. (CSE).



The Board of Directors is also pleased to record its appreciation for the relentless efforts of the Company's staff at all levels in achieving good financial results in a bearish market during the year. The support extended by the Company's IT Solution provider, CMC Limited and hardware maintenance team of HP Singapore in keeping the CDS up and running is also duly acknowledged and appreciated by the Board.

For and on behalf of the Board of Directors

A handwritten signature in black ink, appearing to read 'Syed Manzur Elahi'.

Syed Manzur Elahi
Chairman



Hoda Vasi Chowdhury & Co

We report that:

- a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;
- b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appeared from our examination of those books; and
- c) the company's Statement of Financial Position and Statement of Comprehensive Income together with notes 1 to 23 thereto dealt with by the report are in agreement with the books of account; and
- d) the expenditures incurred and payments made were for the purposes of the Company's affairs.

Dhaka, 11 September 2013

Hoda Vasi Chowdhury
Chartered Accountants

Hoda Vasi Chowdhury & Co

Central Depository Bangladesh Limited Statement of Financial Position as at 30 June 2013

	Notes	2013 Taka	2012 Taka
ASSETS:			
Non-current assets:		992,486,978	839,952,866
Property, plant and equipment-at cost less accumulated depreciation	4	92,486,978	19,952,866
Investment in bonds	5	900,000,000	820,000,000
Current assets:		4,560,614,805	4,453,850,701
Accounts receivables	6	125,584,560	226,271,576
Interest receivables		159,121,130	185,516,620
Deposits and pre-payment	7	1,964,620	810,013
Deferred tax assets	8	26,622,539	15,064,979
Advances and loans	9	2,142,486	2,563,749
Cash and cash equivalents	10	4,245,179,470	4,023,623,764
TOTAL ASSETS		5,553,101,783	5,293,803,567
SHAREHOLDERS' EQUITY AND LIABILITIES:			
Shareholders' equity:		5,008,465,557	4,729,987,082
Share capital	11	2,000,000,000	2,000,000,000
Retained earnings		508,465,557	629,987,082
Reserves:			
CDS up-gradation		300,000,000	200,000,000
Headquarter building		2,150,000,000	1,900,000,000
Investor protection		50,000,000	-
Non-current liabilities:			
Security deposits	12	117,350,000	104,925,000
Current liabilities:		427,286,226	458,891,485
Creditors and other liabilities	13	293,483,752	207,961,326
Unearned revenue		12,200,948	11,240,064
Provision for income tax	14	121,601,526	239,690,095
TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES		5,553,101,783	5,293,803,567

These financial statements should be read in conjunction with annexed notes


Chairman


Director


Managing Director & CEO

Auditor's Report to the Shareholders
See annexed report of date

Dhaka, 11 September 2013


Chartered Accountants

Independent Correspondent Firm to Deloitte Touche Tohmatsu

**Central Depository Bangladesh Limited
Statement of Changes in Equity
For the year ended 30 June 2013**

<u>Particulars</u>	<u>Share capital</u> <u>Taka</u>	<u>Retained earnings</u> <u>Taka</u>	<u>Reserves</u> <u>Taka</u>	<u>Total</u> <u>Taka</u>
Balance as on 01 July 2011	1,600,000,000	595,903,086	1,500,000,000	3,695,903,086
Net profit for the year	-	1,194,083,996	-	1,194,083,996
Cash dividend paid for 2010-2011	-	(160,000,000)	-	(160,000,000)
Stock dividend	400,000,000	(400,000,000)	-	-
Reserves:				
CDS up-gradation	-	(100,000,000)	100,000,000	-
Headquarter building	-	(500,000,000)	500,000,000	-
Balance as at 30 June 2012	2,000,000,000	629,987,082	2,100,000,000	4,729,987,082
Net profit for the year	-	878,478,475	-	878,478,475
Cash dividend paid for 2011-2012	-	(600,000,000)	-	(600,000,000)
Reserves:				
CDS up-gradation	-	(100,000,000)	100,000,000	-
Headquarter building	-	(250,000,000)	250,000,000	-
Investor protection	-	(50,000,000)	50,000,000	-
Balance as at 30 June 2013	2,000,000,000	508,465,557	2,500,000,000	5,008,465,557

Reserves represent allocation of a portion of retained earnings to CDS up-gradation, Headquarter building and Investor protection. CDS up-gradation reserve was created for future up gradation and modernization of central depository system to ensure uninterrupted services to the clients. Headquarter building reserve was created to build a premise on the Company's own land in future. Investor protection reserve was created during the year to protect the clients from any future uncertainties and risks if arises so for system failure.


Chairman


Director


Managing Director & CEO

Independent Correspondent Firm to **Deloitte Touche Tohmatsu**



**Hoda Vasi
Chowdhury & Co**

**Central Depository Bangladesh Limited
Statement of Cash Flows
For the year ended 30 June 2013**

	2013	2012
	<u>Taka</u>	<u>Taka</u>
A. Cash flows from operating activities		
Cash receipts from customers	953,369,620	1,623,057,903
Cash payments for operating and administrative expenses	(97,153,429)	(132,019,268)
Cash generated from operations	856,216,191	1,491,038,635
Interest income	668,469,202	581,200,808
Income tax paid	(638,798,569)	(729,124,363)
Deposits and pre-payments	(1,154,607)	193,326
Advances and loans	421,263	14,361,523
Creditors and other liabilities	85,115,426	(1,460,926,495)
Security deposits	12,425,000	10,525,000
	126,477,715	(1,583,770,201)
Net cash from operating activities	982,693,906	(92,731,566)
B. Cash flows from investing activities		
Acquisition of fixed assets	(81,138,200)	(324,437)
Investment in bond	(80,000,000)	-
Net cash used in investing activities	(161,138,200)	(324,437)
C. Cash flows from financing activities		
Dividend paid	(600,000,000)	(160,000,000)
Net cash used in financing activities	(600,000,000)	(160,000,000)
D. Net changes in cash flows (A+B+C)	221,555,706	(253,056,003)
E. Cash and cash equivalents at the beginning of the year	4,023,623,764	4,276,679,767
F. Cash and cash equivalents at the end of the year	4,245,179,470	4,023,623,764



**Central Depository Bangladesh Limited
Notes to the Financial Statements
For the year ended 30 June 2013**

1. Background and objective of the company

Central Depository Bangladesh Limited (hereinafter referred to as CDBL) was incorporated on 20 August 2000 in Bangladesh as a public limited Company for running a central securities depository operation, first of its kind in Bangladesh. The Company was sponsored by the country's Nationalised Commercial Banks (NCBs), Investment Corporation of Bangladesh (ICB), Private Commercial Banks (PCBs), Foreign Banks, Merchant Banks, Publicly Listed Companies, Insurance Companies and Dhaka and Chittagong Stock Exchanges with the collaboration of the Asian Development Bank (ADB). The Company received registration from the Bangladesh Securities & Exchange Commission (BSEC) on 11 September 2001 under Depositories Regulations 2000 and subsequently obtained business commencement certificate on 23 December 2003 from the BSEC. However, the Company commenced depository operations of Government securities from 20 October 2003 and that of listed securities from 24 January 2004. The main objective of the Company is to assist listed companies in handling of scripless transfer of ownership of shares, debentures, mutual funds and corporate bonds.

2. Significant accounting policies

2.1 Basis of preparation and presentation of financial statements

These financial statements have been prepared in compliance with Bangladesh Accounting Standards (BAS), Bangladesh Financial Reporting Standards (BFRS), Companies Act 1994, Depositories Act 1999, the Depositories Regulations 2000 and the Depository (User) Regulations 2003 and other applicable laws.

2.2 Application of Bangladesh Accounting Standards (BAS)

The applicable BASs are as follows:

- BAS- 1 Presentation of Financial Statements
- BAS- 7 Statement of Cash Flows
- BAS- 8 Accounting Policies, Changes in Accounting Estimates and Errors
- BAS- 10 Events after the Reporting Period
- BAS- 12 Income Taxes
- BAS- 16 Property, Plant and Equipment
- BAS- 18 Revenue
- BAS- 19 Employee Benefits
- BAS- 21 The Effects of Changes in Foreign Exchange Rates
- BAS- 33 Earnings Per Share
- BAS- 37 Provisions, Contingent Liabilities and Contingent Assets
- BAS- 38 Intangible Assets

2.3 Use of estimates and judgments

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

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

2.4 Fixed assets and depreciation

a) Acquisition of fixed assets

Operating fixed assets are capitalised at cost inclusive of the cost of installation and erection. These are stated at cost less accumulated depreciation. Expenditure relating to 'site preparation and office renovation' has been capitalised whilst incidental expenses in relation to repairs and maintenance, renewals, and systems up-gradation are charged to statement of comprehensive income.

b) Depreciation of fixed assets

The Company uses straight line depreciation method. Depreciation on additions during the year is charged for the whole year irrespective of date of acquisition, while no depreciation will be charged in the year of retirement / disposal.

2.5 Provision

As per BAS-37: "Provision, Contingent Liabilities and Contingent Assets", a provision is recognized in the statement of financial position when the company has a legal or constructive obligation as a result of past event; it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

2.6 Foreign currency transactions

Foreign currency transactions are converted into Bangladesh Taka at the rate of exchange prevailing on the transaction dates.

2.7 Taxation

a) Current tax

Current income tax is recognised on the basis of Company's computation based on the best estimated assessable profit for the year @ 37.50% pursuant to provisions of Income Tax Ordinance 1984. The tax rate for the year is applied on the basis of Finance Act 2013.

b) Deferred tax

Deferred tax is calculated using the carrying amount and tax base of assets and liabilities. Deferred tax arises due to temporary difference deductible or taxable for the events or transactions recognized in the comprehensive income statement. A temporary difference is the difference between the tax base of an asset or liability and its carrying amount / reported amount in the statement of financial position. Deferred tax asset or liability is the amount of income tax recoverable or payable in future periods recognized in the current period. The deferred tax asset / income or liability / expense does not create a legal recoverability / liability to and from the income tax authority. The resulting impact of deferred tax assets / liabilities is included in the statement of comprehensive income.

2.8 Revenue recognition

Consistent to the previous practice, the income of the Company is recognised based on the services rendered and invoices raised there against on accrual basis.

2.9 Employee benefits

a) Provident fund

The Company operates a recognised provident fund scheme with equal contribution by the employees and the Company @ 10 % on monthly basic salary.

b) Gratuity

The gratuity fund is maintained in accordance with the rules of gratuity fund which is approved by the National Board of Revenue (NBR). The employees having five years of services with the Company are eligible to get one month's last drawn pay for each completed year of service.

2.10 Earnings per share (EPS)

a) Basic Earnings Per Share

Earnings Per Share (EPS) has been calculated in accordance with the Bangladesh Accounting Standard (BAS)- 33 "Earnings Per Share". Computation of basic Earnings Per Share has been done by dividing the earnings attributable to the number of ordinary shares held by the shareholders' during the year.

b) Weighted average number of ordinary shares outstanding during the year

The weighted average number of shares outstanding during the year was 200,000,000.

c) Diluted Earnings Per Share

No diluted earnings per share is required to be calculated during the period as there was no scope for dilution under review.

2.11 Events after the reporting period

Events after reporting period that provide additional information about the company's position at the date of statement of financial position are reflected in the financial statements. Events after the reporting period that are not adjusting events are disclosed when material as per BAS 10: "Events after the Reporting Period".

2.12 Reporting period

The reporting period of the Central Depository Bangladesh Limited covers one year from July 01 to June 30 consistently.

3. General

Figures appearing in these financial statements have been rounded off to the nearest Taka.



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4 Property, plant and equipment-at cost less accumulated depreciation

Figures in Taka

Particulars	C O S T			Rate (%)	D E P R E C I A T I O N			Written down value as at 30 June 2013
	Balance as on 01 July 2012	Additions during the year	Balance as at 30 June 2013		Balance as on 01 July 2012	Charged during the year	Balance as at 30 June 2013	
Central Depository System (CDS):								
Software	85,197,384	-	85,197,384	20	85,197,284	-	85,197,284	100
Hardware	181,473,074	539,800	182,012,874	20	164,347,897	5,998,739	170,346,636	11,666,238
Network equipment, LAN & WAN	25,078,227	-	25,078,227	20	24,967,556	84,374	25,051,930	26,297
Sub-total	291,748,685	539,800	292,288,485		274,512,737	6,083,113	280,595,850	11,692,635
Computers & accessories	6,277,933	279,300	6,557,233	20	5,114,047	692,205	5,806,252	750,981
Office & electrical equipment	4,504,432	744,100	5,248,532	20	3,899,779	469,328	4,369,107	879,425
Furniture & fixtures	4,283,876	-	4,283,876	15	3,809,772	169,308	3,979,080	304,796
Air conditioners	3,072,100	-	3,072,100	20	2,973,624	98,072	3,071,696	404
Site preparation & office renovation	2,710,140	-	2,710,140	15	2,334,836	207,062	2,541,898	168,242
Power generator	3,526,895	-	3,526,895	20	3,526,700	-	3,526,700	195
Auto sensor fire alarm	2,060,260	-	2,060,260	20	2,060,064	-	2,060,064	196
Motor vehicles	8,778,000	4,425,000	13,203,000	20	8,777,896	885,000	9,662,896	3,540,104
Land	-	75,150,000	75,150,000	-	-	-	-	75,150,000
Sub-total	35,213,636	80,598,400	115,812,036		32,496,718	2,520,975	35,017,693	80,794,343
Total as at 30 June 2013	326,962,321	81,138,200	408,100,521		307,009,455	8,604,088	315,613,543	92,486,978
Total as at 30 June 2012	326,637,884	324,437	326,962,321		276,049,280	30,960,175	307,009,455	19,952,866

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	2013 <u>Taka</u>	2012 <u>Taka</u>
5 Investment in bonds		
Mutual Trust Bank Limited	70,000,000	70,000,000
Dhaka Bank Limited	250,000,000	250,000,000
National Bank Limited	300,000,000	300,000,000
Trust Bank Limited	200,000,000	200,000,000
Renata Limited	30,000,000	-
United Commercial Bank Limited	50,000,000	-
	900,000,000	820,000,000
6 Accounts receivables		
Participants	111,591,044	143,849,570
Issuers	55,296,620	86,739,059
Other Banks for EGSR transactions and connections	-	76,382
	166,887,664	230,665,011
Less: Provision for bad debt	41,303,104	4,393,435
	125,584,560	226,271,576
7 Deposits and pre-payment		
Deposits		
Bangladesh Development Bank Limited-office rent	1,845,270	440,928
Bangladesh General Insurance Company Ltd.-office rent for DRC at BGIC Tower	119,350	119,350
	1,964,620	560,278
Pre-payments		
Pragati Insurance Limited	-	249,735
	1,964,620	810,013
8 Deferred tax		
Deferred tax recognized from the year under review, has been calculated in accordance with the provision of BAS 12 based on temporary differences arising due to differences in the carrying amount of the assets or liabilities and its tax base which resulted in a deferred tax asset of Tk 26,622,539 arrived as follows:		
Tax base value of fixed assets	42,007,618	51,822,604
Less: Carrying amount of fixed assets	17,336,977	19,952,866
Deductible temporary difference	24,670,641	31,869,738
Payable to gratuity fund	3,431,500	2,734,500
Provision for leave encashment	1,588,192	1,175,604
Provision for bad debt	41,303,104	4,393,435
Total deductible temporary differences	70,993,437	40,173,277
Applicable tax rate	37.50%	37.50%
Deferred tax assets at the end of the year	26,622,539	15,064,979
Deferred tax asset in previous year	15,064,979	20,147,610
Deferred tax income for the year	11,557,560	(5,082,631)
	26,622,539	15,064,979
9 Advances and loans		
Loans-employees	2,142,486	2,563,749
	2,142,486	2,563,749

The loan amounting to Tk 2,142,486 to the employees represent interest free loans granted on different personal grounds which are being recovered from monthly salaries.

Independent Correspondent Firm to **Deloitte Touche Tohmatsu**



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10 Cash and Cash equivalents

	2013 Taka	2012 Taka
Cash in hand	234,789	70,269
Cash at bank		
Current account with:		
Standard Chartered Bank, Kawran Bazar Branch, Dhaka	4,745,172	2,163,354
Short Term Deposits with:		
Sonali Bank Limited, Local office, Dhaka	981,932	941,367
Standard Chartered Bank, Kawran Bazar Branch, Dhaka	111,277,005	64,699,253
Bangladesh Development Bank Limited (BDBL)	23,068,626	57,992,641
Southeast Bank, Eskaton Branch, Dhaka	172,932,335	93,252,269
	308,259,898	216,885,530
Term deposits	3,931,939,611	3,804,504,611

11 Share capital

11.1 Authorised capital

200,000,000 ordinary shares of Tk 10 each.	2,000,000,000	2,000,000,000
--	---------------	---------------

11.2 Issued, subscribed and paid up capital

200,000,000 ordinary shares of Tk 10 each.	2,000,000,000	2,000,000,000
--	---------------	---------------

11.3 Composition of shareholders

Name of Shareholders	No. of Shares		
Nationalized and specialised banks	36,956,295	369,562,950	369,562,950
Private commercial and specialised banks	59,741,103	597,411,030	597,411,030
Foreign commercial banks	19,569,444	195,694,440	195,694,440
Insurance companies	14,810,778	148,107,780	148,107,780
Publicly listed companies	19,777,788	197,777,880	197,777,880
NBFIs and merchant banks	7,084,495	70,844,950	70,844,950
Dhaka Stock Exchange Limited (DSE)	13,612,555	136,125,550	136,125,550
Chittagong Stock Exchange Limited (CSE)	13,612,555	136,125,550	136,125,550
Investment Corporation of Bangladesh (ICB)	6,112,555	61,125,550	61,125,550
Sadharan Bima Corporation	6,112,555	61,125,550	61,125,550
Private limited companies	2,174,188	21,741,880	21,741,880
Other individuals	435,689	4,356,890	4,356,890
	200,000,000	2,000,000,000	2,000,000,000

11.4 Classification of shares by holding

Slabs by number	No. of holders	No. of shares	Holding %
Less than 25,000	-	-	-
From 25,000 to 100,000	2	59,938	0.03
From 100,001 to 1,000,000	60	32,969,818	16.48
Above 1,000,000	47	166,970,244	83.49
	109	200,000,000	100.00

12 Security deposits

Participants	44,300,000	38,900,000
Issuers	72,500,000	65,500,000
Direct account holders	550,000	525,000
	117,350,000	104,925,000

Independent Correspondent Firm to Deloitte Touche Tohmatsu



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13 Creditors and other liabilities

Creditors

CMC Limited
Chittagong Stock Exchange Ltd. (CSE)-network sharing

Other liabilities

Audit fee
Salary & allowances
Contribution to provident fund-June 2013
Contribution to gratuity fund
Bangladesh Securities & Exchange Commission for annual
account maintenance fee (note-13.1)
Government of Bangladesh for annual account maintenance fee (note-13.2)
DPs & Issuers
Sundry creditors-Telephone bill-June 2013
Payable to employees

2013 Taka	2012 Taka
900,000	930,000
-	1,399,992
900,000	2,329,992
355,000	300,000
6,106,727	5,527,374
221,884	188,350
3,431,500	2,734,500
54,316,300	33,135,725
214,094,400	149,296,800
6,218,535	5,746,430
48,622	-
7,790,784	8,702,155
292,583,752	205,631,334
293,483,752	207,961,326

13.1 The amount represents Bangladesh Securities & Exchange Commission's portion of annual account maintenance fee (Tk. 50 per BO account) collected by the Company.

13.2 The amount represents Government of Bangladesh's portion of annual account maintenance fee (Tk. 200 per BO account) collected by the Company.

14 Provision for income tax

Opening balance
Add: Provision made for current year

Less: Advance and payments made during the year

Tax deducted at source on interest on short term deposit
Tax deducted at source on interest on fixed term deposit
Tax deducted at source on interest on bond
Tax deducted by the Depository participants & Issuers on bill
Advance income tax for the year 2013
Income tax paid for the year 2012

239,690,095	258,814,457
520,710,000	710,000,000
760,400,095	968,814,457
5,180,315	11,551,616
51,682,181	41,739,499
9,964,637	9,594,968
4,330,638	3,239,657
370,100,000	450,000,000
197,540,799	212,998,622
638,798,569	729,124,362
121,601,526	239,690,095

15 Operating income

Dematerialization of securities
Settlement of securities transactions
Documentations
CDS connections
Rematerialization of securities
Issuers book entry demat register
Electronic Government Securities Registry (EGSR)
EGSR connections and transactions
Corporate actions
Pledging of securities
Suspensions & revocations
Fresh issues (IPO)
Statement verifications
Balance carried forward

3,484,092	6,973,691
369,356,823	569,859,219
110,000	97,500
4,215,800	4,095,625
1,946,348	1,246,276
23,652,895	22,374,143
-	59,459,624
-	135,100
65,200,761	235,697,373
11,372,919	14,575,905
120,104	115,540
21,131,276	23,384,602
100	3,510
500,591,118	938,018,108

Independent Correspondent Firm to Deloitte Touche Tohmatsu



Hoda Vasi Chowdhury & Co

	2013 <u>Taka</u>	2012 <u>Taka</u>
Balance brought forward	500,591,118	938,018,108
Transfers & transmissions	14,672,015	38,759,033
Radio link connections	1,094,250	1,142,751
Freeze	7,500	3,800
Internet balance inquiry	108,400	134,800
Confiscations	96,651	40,389
Annual accounts maintenance	371,584,150	436,888,874
SMS alert service	5,200	2,600
	888,159,284	1,414,990,355
16 Operating and administrative expenses		
Salaries and allowances	52,809,581	37,757,283
Office rent	8,282,448	6,055,625
Electricity and water	4,127,928	3,465,295
Depository system maintenance	13,153,676	10,213,080
Insurance	322,959	579,326
Motor car maintenance	618,546	466,157
Advertisement expenses	172,438	361,150
Entertainment expenses	88,257	60,665
Printing, postage and stationery	543,408	620,171
WAN, telephone & internet	4,608,648	5,451,500
Traveling and conveyance	259,428	140,113
License fees & subscriptions	901,723	889,164
Legal & professional fees	257,720	566,123
Training and development	3,163,266	1,996,220
Marketing & capacity building	63,050	1,390,552
Refectory expenses	199,587	434,464
Security services	1,095,185	961,295
Repairs & maintenance	601,613	964,073
Office cleaning	108,483	122,454
Bank charges & excise duty	1,121,586	866,534
Audit fee including VAT	410,000	321,250
Meetings & participant conferences	810,379	429,181
Directors fee	1,886,000	1,821,000
Other expenses	96,979	84,498
Depreciation (note-4)	8,604,088	30,960,175
Bad debts	38,295,105	10,179
	142,602,081	106,987,527
17 Other income		
Interest income on FDR	489,540,203	414,685,920
Interest income on Bond	100,749,447	98,473,663
	590,289,650	513,159,583
Interest income on STD account:		
Sonali Bank Limited	55,759	39,033
Bangladesh Development Bank Limited (BDBL)	2,117,687	3,166,865
Southeast Bank Limited	46,227,627	64,420,539
Standard Chartered Bank	3,382,989	230,169
	51,784,062	67,856,606
	642,073,712	581,016,189

Independent Correspondent Firm to **Deloitte Touche Tohmatsu**



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18 Dividend

Cash dividend-2012
Stock dividend-2011

2013 Taka	2012 Taka
600,000,000	160,000,000
-	400,000,000
600,000,000	560,000,000

During the year, the Company paid cash dividend @ 30% amounting to Tk 600,000,000

19 Proposed dividend

The Directors in their meeting held on 11 September 2013 have proposed a cash dividend @ 25% i. e. Tk. 2.5 per ordinary share of Tk. 10 each. The financial statements for the year ended 30 June 2013 do not include the effects of the above cash dividend which will be accounted for in the period in which it is paid.

20 Earnings per share (EPS)

20.1 Basic earnings per share

Net profit after tax for the year
Weighted average number of shares
Basic earnings per share

878,478,475	1,194,083,996
200,000,000	200,000,000
4.39	5.97

21 Payments / perquisites to Directors

Directors attending the Board Meetings were paid Tk 20,000 per meeting. The Managing Director & CEO received an aggregated amount of Taka 8,640,000 (2012 : Tk 9,440,000) as emoluments during the financial year.

22 Contingent liabilities and commitments

22.1 Contingent liability

2013	2012
Nil	Nil

22.2 Claims against the company not acknowledged as debts

Nil	Nil
------------	------------

22.3 Capital expenditure commitments:

i) Contracted but not provided for in these accounts

Nil	Nil
------------	------------

ii) Approved by the Board but not contracted for

Nil	Nil
------------	------------

23 Particular of employees

The number of employees engaged during the year and drawing remuneration:

Above Tk. 3,000 per month
Below Tk. 3,000 per month

62	61
Nil	Nil
62	61

Chairman

Director

Managing Director & CEO

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Bangladesh



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