

AUDITORS' REPORT

The Shareholders,
BNB Securities Ltd,
Thimphu,
Bhutan.

We have audited the attached Balance Sheet of BNB Securities Limited as at 31st December, 2003 and Profit & Loss Account of the Company for the year ended on that date and report as follows:-

1. Our examination was made in accordance with the generally accepted auditing standard and accordingly included such tests of accounting records and other auditing procedures, as we considered appropriate for the purpose of our audit.
2. We have obtained all the information and explanations, which to the best of our knowledge and believe were necessary for the purpose of our audit.
3. In our opinion proper books of accounts have been kept by the Company so far as it appears from our examinations of those books.
4. The Company has complied with the various provisions of the Financial Institution Act 1992 and other applicable laws, rules & regulations, systems, procedures and practices except otherwise stated else where in this report.
5. The Balance Sheet and the Profit & Loss Account dealt with by this report have been prepared on the basis of generally accepted accounting principles and are in agreement with the books of account.

The said accounts give the information required by the generally accepted accounting standard and principles, in the manner so required and a true and fair view:

- a) In case of the Balance Sheet, of the state of affairs of the Company as at 31st December, 2003 and
- b) In case of the Profit & Loss Account of the profit of the Company for the year ended on that date.

DATE : 26.03.2004

PLACE: KOLKATA



For T K GHOSE & CO.
CHARTERED ACCOUNTANTS

Nikhil N. Basu

Nikhil N. Basu

Partner



BALANCE SHEET AS AT 31st DECEMBER 2003

	<u>SCHEDULE</u>	<u>31st DEC 2003</u>		<u>31st DEC 2002</u>	
		Nu.	ch.	Nu.	ch.
<u>ASSETS</u>					
Cash and Bank Balances	1	2,509,359,510.84		2,979,789,128.34	
Investments	2	566,909,240.15		338,039,404.62	
Loans	3	2,402,614,600.50		1,688,408,958.17	
Other Assets	4	26,797,530.89		11,988,857.35	
Fixed Assets (at cost, less depreciation)	5	53,626,261.05		44,464,964.47	
Total Assets		5,559,307,143.43		5,062,691,312.95	
<u>LIABILITIES</u>					
Share Capital	6	119,008,000.00		59,504,000.00	
Reserves	7	549,018,304.59		269,016,421.99	
Deposits	8	4,587,063,185.16		4,522,207,860.64	
Current Liabilities	9	106,476,520.23		85,064,722.57	
Provisions	10	162,038,733.45		112,022,307.75	
Proposed Dividend		35,702,400.00		14,876,000.00	
Total Liabilities		5,559,307,143.43		5,062,691,312.95	
<u>SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS</u>					
	11				

The Schedules referred to above form part of the Balance Sheet.
This is the Balance Sheet referred to in our report of even date.

for T K Ghose & Co.
Chartered Accountants


CHAIRMAN


MANAGING
DIRECTOR


Nikhil N Basu
Partner



Date : 26.03.2004
Place: Kolkata



PROFIT & LOSS ACCOUNT FOR THE YEAR-ENDED 31st DECEMBER 2003

<u>PARTICULARS</u>	<u>31st DEC 2003</u>		<u>31st DEC 2002</u>	
	Nu.	ch.	Nu.	ch.
Interest on loans	262,656,910.79		195,858,597.01	
Interest on bills & cheques	70,380.94		33,750.50	
Interest on deposits with other banks	44,988,737.96		87,183,259.64	
Interest on RGOB & RMA bills and CRR	52,545,342.50		23,783,950.13	
Interest Income	360,261,372.19		306,859,557.28	
Interest on savings deposits	18,198,303.18		17,191,140.57	
Interest on fixed deposits	171,574,125.99		181,516,572.36	
Interest on recurring deposits	130,225.27		188,046.20	
Interest on fixed term units	12,928.02		1,280,894.25	
Interest on miscellaneous accomodations	815,501.79		0.00	
Interest Expenses	190,731,084.25		200,176,653.38	
Interest Differential	169,530,287.94		106,682,903.90	
Exchange, commissions, & recoveries	24,611,677.50		18,315,427.05	
Dividends (Gross)	3,679,170.00		1,138,430.00	
Forex gains	(15,163,356.72)		13,780,261.30	
Surpluses on disposal of assets	0.00		420,000.00	
Rents & other receipts	11,482,829.94		3,306,207.69	
Other Income	24,610,320.72		36,960,326.04	
Gross Operating Income	194,140,608.66		143,643,229.94	
Employment costs	28,587,451.85		27,484,071.26	
Establishment overheads	11,790,474.48		6,352,201.57	
Communication costs	3,710,306.00		3,379,006.50	
Travelling expenses	2,596,486.85		2,489,339.70	
Vehicles expenses	563,801.84		396,651.16	
Computer running & maintenances	2,087,762.50		2,996,325.64	
Advertisements & publicity	753,973.50		759,092.80	
Entertainments	265,228.80		136,746.00	
Gifts	173,798.00		101,677.00	
Donations	350,000.00		265,000.00	
HRD costs	7,055,705.49		6,922,424.70	
Audit fees	120,000.00		120,000.00	
Legal & listing expenses	235,104.00		93,550.00	
Board meetings expenses	274,908.00		217,533.00	
Other banks charges	884,872.03		851,785.90	
Corporate Tax	1,718,642.42		0.00	
Miscellaneous expenses	1,057,268.22		1,566,794.85	
Depreciation	9,409,382.37		5,976,479.42	
Operating Expenses	71,635,166.35		60,108,679.50	
Net Operating Income (carried forward)	122,505,442.31		83,534,550.44	





Net Operating Income (brought forward)	122,505,442.31	83,534,550.44
Write-offs & losses	338,251.59	1,705,078.24
Charge for / (write-back of) provisions (net)	40,854,336.36	24,547,881.74
Profit Before Tax	81,312,854.36	57,281,590.46
Provision for taxation	24,393,856.31	17,184,477.14
Profit After Tax	56,918,998.05	40,097,113.32
Balance in Profit & Loss Account (brought forward)	0.00	0.00
Proposed dividend	35,702,400.00	14,876,000.00
Transfer to Staff Training Fund	3,000,000.00	3,000,000.00
Transfer To Capital Reserve	5,709,995.45	0.00
Transfer to Foreign Exchange Fluctuation Reserve	0.00	3,445,065.00
Transfer To General Reserve	11,383,799.61	18,776,048.32
Balance in Profit & Loss Account (carried forward)	1,122,802.99	0.00

SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS (Schedule 11)

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

for T K Ghose & Co.
Chartered Accountants


CHAIRMAN


MANAGING
DIRECTOR


Nikhil N Basu
Partner



Date : 26.03.2004
Place: Kolkata



Notes on Accounts

1. In conformity with the accounting policies and guidelines (issued by the Royal Monetary Authority of Bhutan) interest earned (but not collected) aggregating to Nu.28,354,812.24 (previous year Nu.23,297,030.35) as on the date of the balance sheet has not been recognized as income and kept under 'Interest - in - Suspense' Account.
2. Guarantees given and Letters of Credit issued (on behalf of various clients) are outstanding at the year-end amounting to Nu.287,909,708.71 (Total Margin Nu.485,474.00) and Nu.310,892,224.27 (Total Margin Nu.22,859,994.75) respectively, previous year Nu.190,589,527.26 and Nu.135,730,531.43.
3. Assets acquired on capital grant from ADB has been segregated from the other fixed assets and has been shown separately. Accumulated depreciation on such assets aggregating to Nu.4,777,795.11 has been considered as income. Depreciation on assets acquired (through capital grants) has been charged against capital reserve during the year.
4. Confirmation, being not available, book balances of loans, advances and other receivables are reflected in this account.
5.
 - a) Additional amount of provision against loan (excluding interest - in - suspense) amounting to Nu. 35,372,703.80 being the difference between provision of Nu 101,654,957.59 as on 31.12.2003 required as per the prudential guidelines issued by Royal Monetary Authority of Bhutan and the amount of provision Nu. 66,282,253.79 held as on 31.12.2002, has been provided for during the year.
 - b) As a prudent policy the bank has provided Nu.31,990,000.00 as required to be provided by the year 2004 based on the figures of non-performing assets of this year under the Transitional Stipulation of the prudential guidelines, 2002 (issued by Royal Monetary Authority of Bhutan) in this account and the same is included in the amount of provisions as stated above.
 - c) In case of Loans pending fixation of repayment schedules (Bullet Loans) provisions and suspension of interests are made wherever interest remains overdue for more than 90 days except in case of Industrial Loans and Housing Loans where provisions have not been made during the "gestation period".

6. Provision for taxation includes: -

Tax on current year's profit:	Nu.24,393,856.31
Less: Advance Tax Paid:	Nu. 7,324,621.08
Less: Tax Deducted at Source:	Nu. 367,917.00

Payable: Nu. 16,701,318.23

7. Capital work - in progress amounting to Nu.558,163.00 (previous year Nu.14,885,639.20) represents the expenditure incurred in connection with the preparation of model and drawing the proposed office building at Thimphu.





8. Classification of loan, like secured/partly secured/ unsecured, based on security coverage are not made due to inadequate information/documentation.
9. Other assets (advances, claims, pre-payments, deferrals etc.) include balances in Sundry Receivables accounts aggregating to Nu. 8,508,127.20 (previous year Nu 3,340,250.98) pertaining to Banking Division pending settlement of claims by the party. Similarly, Other current liabilities include an unadjusted balance in Sundry Payables Account of International Banking Division amounting to Nu. 5,580,823.11 (previous year Nu 3,048,994.62) representing receipt from the foreign sources pending identification of the payees.
10. 'Tax deducted at Source' on income from interest on time deposits with banks outside Bhutan for the year is amounting to Nu. 1,559,143.00.
11. Market value of Quoted Equity Investments at the end of the year is amounting to Nu.44,387,000 (previous year Nu. 43,073,585). Market value of RGOB treasury bills and Druk Air bond are amounting to Nu.120,000,000 and 421,631,000 respectively. Diminution in value of investment of Bhutan Board Products Ltd. to the extent of Nu. 16,800 has been maintained. During the year Royal Insurance Corporation of Bhutan has issued 177 bonus shares in the ratio of 1:1, which has reduced the carrying cost to Nu 2,070.50 per share (previous year Nu 4,141 per share).
12. a) Unclaimed matured deposits, Unit Shares and other payables of miscellaneous nature aggregating Nu.11,806,294.79 (previous year Nu 33,647,110.55) are not claimed by the beneficiaries, have been kept under 'Unclaimed Deposit' Account.
- b) Aggregate recoveries till date amounting to Nu 9,546,032.12 (previous year Nu 9,244,083.02) from certain old bad loan accounts (which were liquidated by Ministry of Finance, Royal Government of Bhutan at the time of incorporation of the Bank) are included in Other Liabilities.
13. MicroBanker software, installed in the year 1997, was replaced by Flexcube software from the beginning of this year. Consequential impairment loss due to obsolescence of MICROBANKER and few other related softwares amounting to Nu 1,274,339.95 has been fully provided for in this account.
14. Remuneration and expenditure paid, reimbursed or accrued to the Managing Director was as follows:

	Current year	Previous Year
Salary & other benefits:	Nu. 681,496.00	Nu. 629,865.00
Vehicle Expenses (official):	Nu. 295,509.91	Nu. 204,400.00
Travel-local/foreign (official):	Nu. 104,700.00	Nu. 188,300.00
Medical reimbursements:	Nu. 17,591.00	Nu. 26,400.00
Training & Seminars:	Nu. 269,108.00	Nu. 820,300.00
Total:	Nu. 1,368,404.91	Nu. 1,869,265.00