

AYEYARWADY BANK PUBLIC COMPANY LIMITED
(Registration No. 110312156)

**REPORT OF THE DIRECTORS,
AUDITED FINANCIAL STATEMENTS AND
INDEPENDENT AUDITOR'S REPORT**

YEAR ENDED MARCH 31, 2026

BY

**JF GROUP
CERTIFIED PUBLIC ACCOUNTANTS AND AUDITORS**

AYEYARWADY BANK PUBLIC COMPANY LIMITED

**REPORT OF THE DIRECTORS, AUDITED FINANCIAL STATEMENTS
AND INDEPENDENT AUDITOR'S REPORT**

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The directors present their report together with the audited financial statements of Ayeyarwady Bank Public Company Limited (the "Bank") for the year ended March 31, 2026.

The directors of the Bank in office at the date of March 31, 2026 are

- U Zaw Zaw
- Daw Htay Htay Khaing
- Daw Khin Saw Oo
- Daw Khin Ma Ma
- U Than Zaw
- U Myint Zaw
- Daw Thazin Aung
- Dr. Aung Tun Thet
- U Min Sein @ Balawant Kekre
- U Aung Naing Maung Maung

The principal activity of the Bank is to provide full banking services with (261) branches and digital banking services and AYA Pay wallet service with (9) AYA Xcounters across Myanmar.

The directors holding office at the end of the financial year had no interests in the share capital of the Bank as recorded in the register of directors' shareholdings kept by the Bank, except as follows:

4. Results of the Bank

The financial position of the Bank as at March 31, 2026 and the financial performance of the Bank for the year then ended are set out on pages 6 and page 7, respectively.

5. Dividends

No dividend has been proposed by the Board of Directors of the Bank for the year ended March 31, 2026. Pursuant to the issuance by CBM of their Directive 5/2017 on March 7, 2017 and 4/2018 on September 4, 2018, Board of Directors of the Bank approved to issue the bonus shares by capitalising 37,000,000,000 Kyats from retained earnings for the financial year 2023-2024 on September 3, 2025. Subsequently, the Bank sought approval from CBM, and it was approved on February 24, 2026.

AYA Bank Head Office:

☎ No. 416 Maharbandoola Road, Kyauktada Township, Yangon, Myanmar.

📍 RiverView Point Condominium, Corner of Strand Road & Thit Taw Road, Ahlone Township, Yangon, Myanmar.



AYEYARWADY BANK PUBLIC COMPANY LIMITED

REPORT OF THE DIRECTORS (CONT'D)

6. Auditors

The financial statements have been audited by Khin Saw Yu, Certified Public Accountant and Engagement Partner of JF Group Certified Public Accountants & Auditors.

On behalf of the Board of Directors,



Thazin Aung
Chief Executive Officer
AYA Bank PCL



Than Zaw
Vice Chairman
AYA Bank PCL



Khin Saw Oo
Executive Chairman
AYA Bank PCL

Date: September 25, 2026

AYEYARWADY BANK PUBLIC COMPANY LIMITED

STATEMENT BY DIRECTORS

The Directors are pleased to submit their statement to the members, together with the audited statement of financial position of Ayeyarwady Bank Public Company Limited (the "Bank"), the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows together with the notes to the financial statements for the year ended March 31, 2026.

These financial statements have been prepared in accordance with the provisions of Myanmar Companies Law (the "Law") and the International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB"), including the modification of the treatment of interest income for non-performing loans as prescribed by the Central Bank of Myanmar ("CBM") Notification No. 17/2017.

In the opinion of the Directors, the statement of financial position of the Bank and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows, together with the notes thereon, as set out on pages 7 to 55, are drawn up so as to give a true and fair view of the financial position of the Bank as at March 31, 2026, and the financial performance, changes in equity and cash flows of the Bank for the year then ended and at the date of this statement, there are reasonable grounds to believe that the Bank will be able to pay its debts when they fall due.

On behalf of the Board of Directors,

Thazin Aung
Chief Executive Officer
AYA Bank PCL

Than Zaw
Vice Chairman
AYA Bank PCL

Khin Saw Oo
Executive Chairman
AYA Bank PCL

Date: September 25, 2026

JF Group - Certified Public Accountants & Auditors

Room No. (503), (5th Floor), No. 33-49, Strand Condo, Maharbandoola Garden Street, Corner of Bank Street & Maharbandoola Garden Street, Kyauktada Township, Yangon Region, The Republic of the Union of Myanmar.

Office Tel Ph : 95 – 1 377822, HP : 95 – 9 73015141, 95 – 9 250285506, 95 – 9 73241656, 95 – 9 5027387, 95 – 9 43089223, 95 – 9 250285065, 09 – 36704086, 09 – 36704087, 09 – 36704088

Email: wantin2008@gmail.com, jfgrouppaudit@gmail.com, jfgroupadvisory@gmail.com

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF "AYEYARWADY BANK PUBLIC COMPANY LIMITED"

Report on the Audit of the Financial Statements

Audit opinion

We have audited the financial statements of "Ayeeyarwady Bank Public Company Limited" (the "Bank"), which comprise the statement of financial position as at 31 March 2026 of the Bank, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows of the Bank for the year then ended, and notes to the financial statements, including a summary of material accounting policy information, as set out on pages 7 to 55.

In our opinion, the accompanying financial statements of the Bank are properly drawn up in accordance with the provisions of the Myanmar Companies Law 2017 (the "Law") and International Financial Reporting Standards ("IFRS"), including the modification of the treatment of interest income for non-performing loans as prescribed by the Central Bank of Myanmar ("CBM") Notification No. 17/2017, so as to give a true and fair view of the financial position of the Bank as at 31 March 2026 and of the financial performance, changes in equity and cash flows of the Bank for the year ended on that date, except for the potential impact of the matters described in the management letter.

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 Bank together with the ethical requirements that are relevant to our audit of the financial statements in Myanmar, 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.

Information Other than the Financial Statements and Auditor's Report Thereon

Management is responsible for the other information. The other information comprises the Report of the Directors.

Our opinion on the 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 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, 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.

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF "AYEYARWADY BANK PUBLIC COMPANY LIMITED" (continued)

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Myanmar Companies Law Section - 261 & 262 and IFRS, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

In preparing the financial statements, management is responsible for assessing 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 Bank or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities 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 includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with International Standards on Auditing (ISA) 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 financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- (a) 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.
- (b) 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 on the effectiveness of the Bank's internal control.
- (c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- (d) 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 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 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 Bank to cease to continue as a going concern.

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF "AYEYARWADY BANK PUBLIC COMPANY LIMITED" (continued)

Auditor's Responsibilities for the Audit of the Financial Statements (continued)

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also: (continued)

- (e) Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the management 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

In accordance with Myanmar Companies Law (2017) Section - 280 and Financial Institution Law of Myanmar the Section 89 (a) and 90 (a), we also report that:

- (i) we have obtained all information and explanations, we have required to perform the routine, procedures, analytical and verification audit for our forming of audit opinion.
- (ii) the books of account have been maintained by the Bank as required by Myanmar Companies Law Section - 257 and 258.

In our opinion, the accounting and other records required by the Law to be kept by the Bank have been properly kept in accordance with the provisions of the Law.


Khin Saw Yu
B.Com, Q, C.P.A, ACPA
Certified Public Accountant and Auditor

Khin Saw Yu - Audit Engagement Partner
JF Group - Certified Public Accountants and Auditors
Yangon, Republic of the Union of Myanmar
Date: September 25, 2026

AYEYARWADY BANK PUBLIC COMPANY LIMITED

STATEMENT OF FINANCIAL POSITION
As at March 31, 2026

<i>Kyats in million</i>	Note	March 31, 2026	March 31, 2025 (Restated)
ASSETS			
Cash and cash equivalents	9	2,078,831.1	1,144,373.3
Placement with financial institution	10	994,750.4	451,982.6
Investment securities	11	2,921,517.5	1,204,861.4
Loans and advances, net	12	9,818,953.5	5,742,716.8
Other assets	13	630,002.4	651,542.0
Investment Property	14	2,043.1	5,295.1
Property, plant and equipment	15	357,089.8	343,986.5
Right-of-use (ROU) asset	16	16,203.4	16,402.4
Intangible asset	17	8,548.1	11,366.2
Total Assets		16,827,939.3	9,572,526.2
LIABILITIES			
Borrowing from Banks	18	359,482.6	183,017.4
Deposit from banks	19	58,379.8	37,614.0
Deposit from customers	20	15,479,290.0	8,722,053.3
Other liabilities	21	174,561.9	38,082.3
Deferred Tax Liabilities, Net	22	1,092.3	375.5
Lease Liabilities	23	5,565.7	6,500.0
Subordinated Debt	24	147,244.9	84,565.6
Total Liabilities		16,225,617.2	9,072,208.1
EQUITY			
Share capital	25	254,009.0	217,009.0
Reserves	26	132,405.7	137,726.2
Retained earnings		215,907.4	145,582.9
Total Equity		602,322.1	500,318.1
Total Liabilities and Equity		16,827,939.3	9,572,526.2
OFF-BALANCE SHEET			
Contingent liabilities	27	85,631.3	65,033.1
Commitments	28	1,217,586.4	645,925.5

The accompanying notes form part of the financial statements

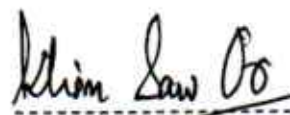
On behalf of the Board of Directors,



Thazin Aung
Chief Executive Officer
AYA Bank PCL
Date: September 25, 2026



Than Zaw
Vice Chairman
AYA Bank PCL



Khin Saw Oo
Executive Chairman
AYA Bank PCL

AYEYARWADY BANK PUBLIC COMPANY LIMITED

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
For The Year Ended March 31, 2026

<i>Kyats in million</i>	Note	April 1, 2025 to March 31, 2026	April 1, 2024 to March 31, 2025
Interest income	29	1,251,859.3	766,156.8
Interest expense	29	(1,080,076.4)	(631,572.8)
Net interest income		171,782.9	134,584.0
Fee and commission income, net	30	214,305.9	102,277.6
Other income	31	84,313.8	88,903.1
Net non-interest income		298,619.7	191,180.7
Total income		470,402.6	325,764.7
General and administration expenses	32	(172,389.7)	(141,091.6)
Operating lease expenses	33	(1,140.9)	(1,623.1)
Depreciation and amortisation	14,15,16,17	(24,051.6)	(24,624.2)
Other operating expenses	34	(9,705.0)	(16,886.5)
Impairment loss on financial assets	21.1	(83,736.6)	(32,839.6)
Total expenses		(291,023.8)	(217,065.0)
Profit before tax		179,378.8	108,699.7
Income tax expense	35	(36,279.5)	(25,001.1)
Net profit and total comprehensive income for the year		143,099.3	83,698.6

The accompanying notes form part of the financial statements.

On behalf of the Board of Directors,



Thazin Aung
Chief Executive Officer
AYA Bank PCL



Than Zaw
Vice Chairman
AYA Bank PCL



Khin Saw Oo
Executive Chairman
AYA Bank PCL

Date: September 25, 2026

AYEYARWADY BANK PUBLIC COMPANY LIMITED

STATEMENT OF CHANGES IN EQUITY
For The Year Ended March 31, 2026

<i>Kyats in million</i>	Note	Share Capital	Reserves	Retained Earnings	Total
<i>Balance at March 31, 2024</i>		140,009.0	116,801.5	159,809.0	416,619.5
<i>Issued bonus shares</i>		77,000.0	-	(77,000.0)	-
Total comprehensive income for the year		-	-	83,698.6	83,698.6
Transfer to Statutory Reserves	26	-	20,924.7	(20,924.7)	-
Transfer to General Reserves	26	-	-	-	-
Balance at March 31, 2025		217,009.0	137,726.2	145,582.9	500,318.1
Issued bonus shares	25	37,000.0	-	(37,000.0)	-
Total comprehensive income for the year		-	-	143,099.3	143,099.3
Provision for GLLR - ECL adjustments		-	(41,095.3)	-	(41,095.3)
Transfer to Statutory Reserves	26	-	35,774.8	(35,774.8)	-
Transfer to General Reserves	26	-	-	-	-
Balance at March 31, 2026		254,009.0	132,405.7	215,907.4	602,322.1

The accompanying notes form part of the financial statements.

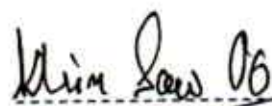
On behalf of the Board of Directors,



Thazin Aung
Chief Executive Officer
AYA Bank PCL



Than Zaw
Vice Chairman
AYA Bank PCL



Khin Saw Oo
Executive Chairman
AYA Bank PCL

Date: September 25, 2026

AYEYARWADY BANK PUBLIC COMPANY LIMITED
STATEMENT OF CASH FLOWS
For The Year Ended March 31, 2026

<i>Kyats in million</i>	Note	April 1, 2025 to March 31, 2026	April 1, 2024 to March 31, 2025
Cash flows from operating activities			
Profit before tax		179,378.8	108,699.7
Prior Year Adjustments			
Adjustment for:			
- Depreciation of investment property	14	432.7	143.8
- Depreciation of property, plant and equipment	15	10,429.9	11,520.0
- Depreciation of right-of-use assets	16	8,973.3	8,996.1
- Amortization of intangible assets	17	4,215.7	3,964.3
- Adjustment of property, plant and equipment	15	410.8	(2,026.4)
- Adjustment of intangible assets		-	25.3
- Adjustment of Investment property		(129.6)	2,026.4
- Interest expense on lease liabilities		832.9	1,090.6
- Interest expense on borrowing from banks		(7.6)	-
- Impairment loss on financial assets		83,736.7	32,839.5
- Deferred tax expense/(income)		433.1	(799.5)
- Provision for operational risk		-	3,006.6
- Utilization from operational risk provision		-	(209.4)
- Adjustment for over paid tax		(172.7)	-
- Capital loss from sale of bonds		-	5,988.2
- Capital gain tax for land and building		1,397.9	-
- Effects of fixed assets written off	15	900.4	10.0
- (Gain)/ Loss on disposal of investment property		(1,229.1)	-
- (Gain)/ Loss on disposal of property, plant and equipment		(366.0)	(517.6)
		<u>289,237.2</u>	<u>174,757.6</u>
Changes in			
- Cash and balances with central bank/ related corporations- restricted		(283,473.7)	(60,989.9)
- Loans and advances		(4,276,288.3)	(1,577,141.6)
- Bills receivable		-	1,474.2
- Other assets		15,157.2	6,159.6
- Deposits from banks		20,765.8	1,604.5
- Deposits from customers		6,757,236.8	1,554,471.0
- Other operational fundings		-	(65,492.6)
- Other liabilities		176,987.7	(109,795.2)
		<u>2,699,622.7</u>	<u>(74,952.3)</u>
Income tax paid		(21,940.0)	(30,317.2)
Net cash inflows from/ (outflows to) operating activities		<u>2,677,682.7</u>	<u>(105,269.5)</u>

AYEYARWADY BANK PUBLIC COMPANY LIMITED

STATEMENT OF CASH FLOWS

For The Year Ended March 31, 2026 (CONT'D)

Kyats in million

	Note	April 1, 2025 to March 31, 2026	April 1, 2024 to March 31, 2025
Cash flows from investing activities			
Acquisition of property, plant and equipment		(48,945.1)	(22,704.1)
(Acquisition)/ Redemption of Government T-Bonds/Bills		(1,694,602.1)	1,124,207.2
Placement with other financial institutions		(538,163.0)	(229,518.0)
Acquisition of intangible assets		(1,399.9)	(1,811.0)
Proceeds from disposal of property, plant and equipment		23,042.3	1,791.4
Proceeds from disposal of investment property		4,169.4	-
Net cash (outflows to)/ inflows from investing activities		(2,255,898.4)	871,965.5
Cash flows from financing activities			
Payment of lease liabilities		(8,654.8)	(9,358.5)
Effect of exchange rate changes on Subordinated debt		62,320.0	-
Receipts/(Repayment) of Repurchase agreement		-	(32,123.8)
Borrowing from Banks		175,534.5	(320,200.0)
Net cash inflow from/(outflows to) financing activities		229,199.7	(361,682.3)
Net increase in cash and cash equivalents		650,984.1	405,013.6
Cash and cash equivalents at beginning of the year*		840,452.3	435,438.7
Cash and cash equivalents at end of the year (Note 9)*		1,491,436.4	840,452.3

* Cash and cash equivalents for the purposes of the statement of cash flows exclude balances maintained with the Central Bank of Myanmar in accordance with the minimum reserve requirements prescribed by the CBM.

The accompanying notes form part of the financial statements.

On behalf of the Board of Directors,



Thazin Aung
Chief Executive Officer
Ayeayarwady Bank PCL



Than Zaw
Vice Chairman
Ayeayarwady Bank PCL



Khin Saw Oo
Executive Chairman
Ayeayarwady Bank PCL

Date: September 25, 2026