



৪০তম ভার্চুয়াল বার্ষিক সাধারণ সভায় সংযুক্ত চেয়ারম্যান, পরিচালকবৃন্দ, স্বতন্ত্র পরিচালকদ্বয়, ব্যবস্থাপনা পরিচালক, কোম্পানি সচিব ও অবজারভার।

## ANNUAL REPORT 2021-2022





## **AZIZ PIPES LIMITED**

Office: 93, Motijheel C/A (3rd Floor), Dhaka-1000. Phone: +88 02 223382691, Fax: +88 02 223389675 URL: www.azizpipes.com, E-mail: info@azizpipes.com Factory: Amirabad (Shibrampur), Faridpur.

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## **Board of Directors**



Md. Nurul Hoque
Chairman



Mohd. Abdul Halim Director



Mohd. Ahsan Ullah Director



Mohd. Asad Ullah Director



Hasina Akther Director



**Dr. Sawpan Kumar Dhar** Independent Director



S. M Hemayet Uddin Managing Director



## LETTER OF TRANSMITTAL

All shareholder's
Bangladesh Securities & Exchange Commission
Registrar of Joint Stock Companies & Firms
Dhaka Stock Exchange Limited
Chittagong Stock Exchange Limited

Subject: Annual Report for the year ended 30 June 2022.

Dear Sir(s),

We are pleased to enclose a copy of the Annual Report of Aziz Pipes Limited together with the Audited Financial Statements of Financial position as at 30 June 2022, Statement of Profit or Loss & other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year ended 30 June 2022 along with notes thereon for your information and records.

Yours faithfully,

(A H M Zakaria)

Company Secretary

## **CORPORATE INFORMATION**



## The Company AZIZ PIPES LIMITED

Year of Incorporation 1981 Year of Commencement of Production 1985 Listing with DSE: 1986, CSE: 1995

#### **MANAGEMENT PERSONNEL**

S.M. Hemayet Uddin	Managing Director
A.H.M. Zakaria	Company Secretary
Md. Mostafa Kamal	Factory Manager
Md. Rashidul Hasan	Manager (F & A), CFO (C. C)
Pavel Ahmed	Internal Audit & Compliance Officer

Bankers:

Uttara Bank Ltd. : Corporate Branch, 90, Motijheel C/A, Dhaka-1000

Dutch Bangla Bank: Motijheel Foreign Exchange Branch

90/1, Motijheel C/A, City Center, Dhaka-1000

**Registered Office:** 

Aziz Bhaban 93, Motijheel C/A (3rd floor) Dhaka-1000

**Factory**:

Amirabad (Shibrampur), Faridpur

Product:

uPVC Rigid Pipes & PVC Profiles

**Auditors:** 

Rahman Mostafa Alam & Co. Chartered Accountants

Paramount Heights,7<sup>th</sup> Floor 65/2/1 Box Culvert Road Purana Paltan, Dhaka-1000



## **AZIZ PIPES LIMITED**

Head Office: 93, Motijheel, C/A (3rd Floor), Dhaka-1000 Phone: 02 223382691, Fax: 02 223389675, Website: www.azizpipes.com

## NOTICE OF THE 41st ANNUAL GENERAL MEETING

Notice is hereby given that the 41st Annual General Meeting of Aziz Pipes Limited will be held on Tuesday, the 13th December, 2022 at 11.00 am. (Dhaka time) The AGM will be held virtually by using digital platform through the following link http://apl.hisoftcloud.com to transact the following business:

- 1. To receive, consider and adopt the Audited Financial Statement for the year ended 30 June, 2022 with reports of the Auditor's and the Director's thereon.
- 2. To elect Directors.
- 3. To approve the appointment of Independent Director.
- 4. To appoint External Auditors for the year 2022-2023 and to fix their remuneration.
- 5. To appoint Corporate Governance Compliance Auditors for the year 2022-2023 and to fix their remuneration.

Dated: Dhaka 20.10.2022 By order of the Board

(A.H.M Zakaria)

Company Secretary

#### Notes:

- a. November 15, 2022 is the Record Date. The shareholders whose names will appear in the Members register of the company or in the Depository Register on that date will eligible to joined at the AGM.
- b. As per BSEC order the 41st AGM of the Company will be held virtually by using digital platform through the following link http://apl.hisoftcloud.com
- c. Any Shareholder of the company entitled to attend and vote at the 41st AGM may appoint a Proxy to attend and vote on his/her behalf. The instrument appointing a Proxy duly completed, signed and stamped Tk.20/- must be sent to the Registered Office of the Company through e-mail ID of the Company at sharedept@azizpipes.com not letter than 72 hours before the meeting.
- d. The Annual Report 2021-2022 will be duly sent to the respective e-mail of the shareholders as available in the beneficiary owner (BO) accounts. Annual Report will also available in the company website: www.azizpipes.com
- e. The Shareholders may sent questions/comments to before 24 hours of commencement of AGM questions/comments may also be sent through the link http://apl.hisoftcloud.com from during AGM.
- No gift or benefit in cash or kind shall be paid/offered to the shareholders in the 41st AGM as per BSEC Directive No.SEC/CMRRCD/2009-193/154 dated 24.10.2013.

## পরিচালকদের সংক্ষিপ্ত জীবন-বৃত্তান্ত



মোঃ নূরুল হক চেয়ারম্যান

মোঃ নূরুল হক, ঢাকা বিশ্ববিদ্যালয় থেকে ব্যবস্থাপনা বিষয়ে ১৯৬৯ সালে স্নাতকোত্তর ডিগ্রী লাভ করেন। তিনি ১৯৭০ সালে তদানিন্তন হাবিব ব্যাংক লিমিটেডের প্রধান কার্যালয় করাচিতে অফিসার হিসেবে কর্মজীবন শুরু করেন। তিনি অগ্রণী ব্যাংক লিমিটেডের বিভিন্ন শাখায় গুরুত্বপূর্ণ পদে নিয়োজিত থেকে ২০০৩ সালে উপ-মহাব্যবস্থাপক পদ থেকে অবসর গ্রহণ করেন। ইহা ছাড়াও তিনি ডাচ্ বাংলা ব্যাংক লিমিটেডের সিনিয়র ভাইস প্রেসিডেন্ট হিসেবে দায়িত্ব পালন করেছেন। ব্যাংকিং সেক্টরে তার সুদীর্ঘ ৩৭ বৎসরের কর্ম অভিজ্ঞতা রয়েছে। কর্মজীবনে তিনি যুক্তরাষ্ট্র, থাইল্যান্ড, হংকং, পকিস্তান ও ভারতে পেশাগত প্রশিক্ষন গ্রহণ ও সফর করেছেন। তিনি আজিজ পাইপস্ লিমিটেডের স্বতন্ত্র পরিচালক এবং কোম্পানির অডিট কমিটির চেয়ারপারসন হিসেবে কর্তব্যরত আছেন। কোম্পানির পরিচালনা পর্ষদের ২৫০তম সভায় গৃহীত সিদ্ধান্ত মোতাবেক ২০ অক্ট্রোবর ২০২২ তারিখ থেকে তিনি পর্যদের চেয়ারম্যান হিসেবে দায়িত্ব পালন করছেন।



মোহাম্মদ আব্দুল হালিম

উদ্যোক্তা পরিচালক মোহাম্মদ আব্দুল হালিম, উদ্যোক্তা পরিচালক হিসেবে আজিজ পাইপস্ লিমিটেডে দায়িত্ব পালন করছেন। তিনি অর্থনীতি বিষয়ে জাহাঙ্গীর নগর বিশ্ববিদ্যালয় থেকে ১৯৭৫ সালে সম্মানসহ স্নাতক ও স্নাতকোত্তর ডিগ্রী লাভ করেন। তিনি বিভিন্ন ব্যবসা ও শিল্প প্রতিষ্ঠান প্রতিষ্ঠা করেছেন। এক্ষেত্রে তার দীর্ঘ ৪৫ বৎসর অভিজ্ঞতা আছে। তিনি প্রথম বেসরকারী ব্যাংক, ন্যাশনাল ব্যাংক লিমিটেডের সাবেক পরিচালক ছিলেন।



মোহাম্মদ আহসান উল্লাহ্

উদ্যোক্তা পরিচালক মোহাম্মদ আহসান উল্লাহ্, আজিজ পাইপস্ লিমিটেডের একজন উদ্যোক্তা পরিচালক। তিনি বাংলাদেশ প্রকৌশল বিশ্ববিদ্যালয় থেকে ইলেকট্রিক্যাল বিষয়ে বিএসসি ইঞ্জিনিয়ারিং ডিগ্রি লাভ করেন। বর্তমানে তিনি বিদেশে অবস্থান/বসবাস করছেন।



মোহাম্মদ আসাদ উল্লাহ

পারচালক মোহাম্মদ আসাদ উল্লাহ্, বিএসসি ইঞ্জিনিয়ারিং পাশ করেন এবং অহিও ষ্টেট ইউনিভার্সিটি, ইউএসএ থেকে কেমিক্যাল ইঞ্জিনিয়ারিং ডিগ্রী লাভ করেন। তিনি আজিজ পাইপস্ লিমিটেডের একজন পরিচালক। বর্তমানে তিনি বিদেশে অবস্থান/বসবাস করছেন।

## পরিচালকদের সংক্ষিপ্ত জীবন-বৃত্তান্ত



মিজ্ হাছিনা আক্তার পরিচালক

মিজ্ হাছিনা আক্তার, চউগ্রাম বিশ্ববিদ্যালয় থেকে ১৯৮৫ সালে ব্যবস্থাপনা ডিসিপ্লিনে স্নাতক সম্মানসহ স্নাতকোত্তর ডিগ্রি অর্জন করেন। দি ইনস্টিটিউট অব ব্যাংকার্স, বাংলাদেশ থেকে ব্যাংকিং ডিপ্রোমাসহ পেশাগত দক্ষতা অর্জনে বিভিন্ন বিষয়ে প্রশিক্ষণ গ্রহণ করেন। ইনভেস্টমেন্ট কর্পোরেশন অব বাংলাদেশ (আইসিবি) এর মহাব্যবস্থাপক হিসেবে অপারেশনস্ ও আইসিটি এভ ডিপোজিটরি উইং-এ দায়িত্বত। আইসিবিতে তাঁর সুদীর্ঘ ৩৪ বছরের কর্ম অভিজ্ঞতা রয়েছে। আইসিবির মনোনীত প্রতিনিধি হিসেবে তিনি আজিজ পাইপস্ লিমিটেড এর পরিচালক হিসেবে দায়িত্বরত রয়েছেন।



**ডঃ স্থপন কুমার ধর** স্বতন্ত্র পরিচালক

ডঃ খপন কুমার ধর, জাহাঙ্গীরনগর বিশ্ববিদ্যালয় থেকে ১৯৭৪ সালে পরিসংখ্যান বিষয়ে সম্মান এবং ১৯৭৫ সালে একই বিষয়ে এমএসসি ডিগ্রি অর্জন করেন। পরবরর্তীতে তিনি ১৯৮২ সালে দিল্লী বিশ্ববিদ্যালয় থেকে Mathematical Statistics বিষয়ে এম ফিল এবং একই বিশ্ববিদ্যালয় থেকে একই বিষয়ে ১৯৮৯ সালে পিএইচডি ডিগ্রী লাভ করেন। তিনি জাহাঙ্গীরনগর বিশ্ববিদ্যালয়ের পরিসংখ্যান বিভাগে Lecturer হিসেবে যোগদান করেন এবং ২০১৯ সালে একই বিভাগের Professor হিসেবে অবসর গ্রহন করেন। জনাব ডঃ খ্বপন কুমার ধর ২০০১ সাল থেকে ২০০৪ সাল পর্যন্ত পরিসংখ্যান বিভাগের চেয়ারম্যান হিসেবে দায়িত্বপালন করেন। তিনি ফাইনান্স কমিটির সদস্য, সিন্ডিকেড ও সিনেট সদস্য, প্রভোষ্ট, ফ্যাকাল্টির সার্চ কমিটির সদস্য ছিলেন। এছাড়াও তিনি University of Benghazi, Libya, Faculty of Economics এ Asst. Professor হিসেবে ১৯৯৭ সাল থেকে ২০০১ সাল পর্যন্ত অধ্যপনা করেছেন। শিক্ষকতা পেশায় তার ৩৩ বৎসরের অভিজ্ঞতা আছে। তিনি উচ্চতর ডিগ্রি ও পেশাগত দক্ষতা অর্জনে বিদেশে ভ্রমন ও অবস্থান করেছেন। পরিচালনা পর্যদের সিদ্ধান্ত মোতাবেক তিনি আজিজ পাইপস্ লিঃ এর খতন্ত্র পরিচালক এবং নমিনেশন অ্যান্ড রিমিউনারেশন কমিটির চেয়ারপারসন এর দায়িত্ব পালন করছেন।



**এস. এম. হেমায়েত উদ্দিন** ব্যবস্থাপনা পরিচালক

এস. এম. হেমায়েত উদ্দিন, ঢাকা কলেজ থেকে ১৯৭৩ সালে বিএসসি ডিগ্রী লাভ করেন। ঢাকা টিচার্স ট্রেনিং কলেজ থেকে ১৯৭৬ সালে প্রথম বিভাগে বিএড ডিগ্রী লাভ করেন। পরবর্তীতে তিনি এসিয়ান ইউনিভার্সিটি অব বাংলাদেশ (এইউবি) থেকে ২০০৪ সালে ফিনান্স এন্ড একাউন্টিটিং এ এমবিএ ডিগ্রী লাভ করেন। তিনি ১৯৮১ সালে ইনস্টিটিউট অব ব্যাংকার্স, বাংলাদেশ থেকে ডিপ্রোমা (DAIBB) প্রাপ্ত হন। তিনি ১৯৭৭ সালে প্রবেশনারী অফিসার হিসেবে উত্তরা ব্যাংক লিঃ এ কর্মজীবন শুরু করেন এবং ব্যাংকের বিভিন্ন শাখায়, শাখা ব্যবস্থাপক হিসেবে ৬ বছর দক্ষতার সাথে দায়িত্ব পালন করেন। ১৯৮২ সালে তিনি ইসলামী ব্যাংক (বিডি) লিঃ এ শাখা ব্যবস্থাপক হিসেবে বিভিন্ন শাখায় ১৯৯৫ সাল পর্যন্ত দায়িত্ব পালন করেছেন। অতঃপর ১৯৯৫ সালে এসিস্ট্যান্ট ভাইস প্রেসিডেন্ট হিসেবে সোস্যাল ইসলামী ব্যাংক লিঃ এ যোগদান করে ২০০৭ সালে ভাইস প্রেসিডেন্ট এবং সর্বশেষ এক্সিকিউটিভ ভাইস প্রেসিডেন্ট হিসেবে প্রিস্থিপাল শাখার ব্যবস্থাপক এবং প্রধান কার্যালয়ে বিনিয়োগ বিভাগ এর প্রধান হিসেবে দায়িত্ব পালন করেন। ২০০৭ সালে থেকে ২০১১ সাল পর্যন্ত প্রিমিয়ার ব্যাংক লিঃ এ এক্সিকিউটিভ ভাইস প্রেসিডেন্ট হিসেবে আগ্রাবাদ শাখার ব্যবস্থাপক ও প্রধান কার্যালয়ের ক্রেডিট এডমিনিস্ট্রেশন ডিপার্টমেন্ট এর প্রধান হিসেবে দায়িত্ব পালন করেন। তিনি ২০১৩ সাল থেকে ২০১৬ সাল পর্যন্ত স্ট্রান্ডার্ল ব্যাংক লিঃ এ চুক্তিভিক্তিক এক্সিকিউটিভ ভাইস প্রেসিডেন্ট এবং ধানমন্তি শাখায়, শাখা ব্যবস্থাপক হিসেবে কাজ করেছেন। ব্যাংকিং সেক্টরে তার সুদীর্ঘ ৪২ বছরের কর্ম অভিজ্ঞতা রয়েছে। চাকুরীকালীন সময়ে তিনি বিভিন্ন ট্রেনিং গ্রহণ করেছেন এবং দেশ ও বিদেশে শ্রমন করেছেন। তিনি গত ২১ ডিসেম্বর ২০২১ তারিখ থেকে আজিজ পাইপেস্ লিঃ ব্যবস্থাপনা পরিচালক হিসেবে দায়িত্ব পালন করছেন।

#### পরিচালকবৃন্দের প্রতিবেদন

বিসমিল্লাহির রহমানির রহিম

বার্ষিক সাধারণ সভায় সংযুক্ত সম্মানিত শেয়ারহোন্ডারগণ, সহকর্মীবৃন্দ এবং অতিথিবৃন্দ।

আস্সালামু আলাইকুম।

আজিজ পাইপস্ লিমিটেড এর পরিচালনা পর্যদের পক্ষ থেকে ৪১তম ভার্চুয়াল বার্ষিক সাধারণ সভায় আপনাদের সকলকে স্বাগত জানাচ্ছি এবং ৩০ জুন ২০২২ তারিখে সমাপ্ত অর্থবছরে নিরীক্ষকের প্রতিবেদন্, নিরীক্ষিত আর্থিক বিবরণী ও পরিচালকবৃন্দের প্রতিবেদন উপস্থাপন করছি।

#### ১। কোম্পানির কার্যক্রমের উপর সংক্ষিপ্ত পর্যালোচনা ঃ

আজিজ পাইপস্ লিমিটেড গুনগত মাণসম্পন্ন ইউপিভিসি পাইপ উৎপাদনকারী প্রতিষ্ঠান হিসেবে বিগত ৩৭ বছর যাবত উৎপাদন কার্যক্রম পরিচালনা করে আসছে। বৈশ্বিক মহামারী করোনা ভাইরাসের প্রার্দূভাব, বিশ্ব অর্থনীতিতে বিরূপ প্রভাবে কোম্পানির সংকট বেড়ে যাচেছ। আপনারা অবগত আছেন যে, দীর্ঘসময় কোম্পানি লভ্যাংশ প্রদানে ব্যর্থ হলেও বিগত ২০১৬-১৭ থেকে ২০১৯-২০ অর্থবছর পর্যন্ত কোম্পানি মুনাফা অর্জন করায় যথাক্রমে ৫% স্টক, ৫% স্টক এবং ৭% নগদ ১% নগদ লভ্যাংশ প্রদান করেছে। কোভিড-১৯ করোনা ভাইরাসের প্রার্দূভাব, চলতি মূলধনের অভাবে কাঁচামাল সরবরাহ না থাকায় আমাদের কারখানা সাময়িকভাবে বন্ধ থাকায় উৎপাদন ও বিক্রয় কার্যক্রম স্থবির হয়ে যায়, ফলে কোম্পানি আর্থিকভাবে ক্ষতিগ্রেস্থ হয়েছে। কোম্পানির ৩০ জুন ২০২২ তারিখে সমাপ্ত অর্থবছরে ২৪,২৮৭,২২২/- টাকা নীট লোকসান হয়েছে। তাছাড়া কোম্পানি ঋণখেলাপী হওয়ায়, চলতি মূলধনের অভাব, ঋণ দায়গ্রস্থসহ নানা প্রতিকুলতার সম্মুখীন হয়েছে।

#### ২। আর্থিক ফলাফল ঃ

৩০ জুন ২০২২ তারিখে সমাপ্ত বছরের আর্থিক ফলাফল এবং পাঁচ বৎসরের আর্থিক ফলাফলের একটি তুলনামূলক চিত্র নিম্নে তুলে ধরা হলঃ (টাকায়)

বিবরণ	৩০ জুন ২০২২	৩০ জুন ২০২১	৩০ জুন ২০২০	৩০ জুন ২০১৯	৩০ জুন ২০১৮
				(Restated)	
১। বিক্রয়	১,৫৫,৭৭,৭২৯	১৫২,৩৮৭,৯১৫	২২৭,০৭৫,৬৮৭	१८४, ०७८, ८८७	২৫২,৪৭৩,৮৫৬
২। বাদঃ বিক্রিত পণ্যের ব্যয়	২৯,৪৬,৩৩৭	৩८८, ৩୬๘, ৪৩८	১৯৫, ৪৪১, ১০২	২৭৪,৭৩৩,৯৩৭	২২১,৯৩২,৩৫৭
৩। মোট লাভ (১-২)	(১,২৬,৩১,৩৯২)	১৭,৪৩৪,৮০২	৩১,৬৩৪,৫৮৫	৩৬,৩৯৭,০০৫	৩০ ,৫৪১, ১১
৪। বাদঃ পরিচালন খরচ	১,৩০,৯৩,৪৯৬/-	২২,৭০৯,২৮৯	২৯,৪১৬,১২৪	২৯ ,৭৯৬ ,৬৫৩	২৬ ,৫৮৯ ,৪৮৭
ে। পরিচালন লাভ/(ক্ষতি) (৩-৪)	(२,৫৭,২৪,৮৮৭)	(৫,২৭৪,৪৮৭)	২,২১৮,৪৬১	৬ ,৬০০ ,৩৫২	৩,৯৫২,০১২
৬। প্রাক উৎপাদন খরচ সমন্বয়	-	-	-	-	-
৭। বাদঃ শ্রমিকদের মুনাফা তহবিল	-	-	১০৫,৯৪৬	২৬২,১২০	১৯৭,৬০১
৮। বাদঃ আয়কর সঞ্চিতি	(४८, ८४, ७८)	(३८८, ४८८, ८)	৭২৭,৫৯৬	১,২২২,৫৮১	২০৯ ,৪৭৮
৯। পূর্ববর্তী বছরের সমন্বয়	-	-	-	২৫৭,৫৬৪	-
১০। নীট লাভ/(ক্ষতি)	(২,8২,৮৭,২২২)	(৪০৩,৩৯৩,৪)	<b>ব</b> ረ <b>ে,                                    </b>	৪,৮৬১,৬২৯	೦೮ <i>६</i> , 88೨, ೮
১১। শেয়ার প্রতি আয়	(9.88)	(০.৮২)	.২৬	. દેલ	.90

- ৩। নীট লোকসান ঃ ২০২১-২০২২ আর্থিক বছরে কোম্পানির ২৪,২৮৭,২২২/- টাকা নীট লোকসান হয়েছে।
- 8। **লভ্যাংশঃ** ২০২১-২০২২ আর্থিক বছরে কোম্পানি ২৪,২৮৭,২২২/- টাকা নীট লোকসান করেছে। এবছরে নীট লোকসান হওয়ায় পুঞ্জীভূত লোকসানের পরিমান ৪৭৯,৭৫৬,৬৫৩/- টাকা। ফলে এ আর্থিক বছরে লভ্যাংশ ঘোষণা করা হয়নি।
- **৫। অন্তর্বর্তীকালীন লভ্যাংশ ঃ** চলতি বছরে অন্তর্বর্তীকালীন সময়ে লভ্যাংশ প্রদানের মত মুনাফা অর্জিত না হওয়ায় অন্তর্বর্তীকালীন লভ্যাংশ প্রদান করা হয়নি।
- ৬। পরিকল্পনা বান্তবায়নঃ পরিচালনা পর্ষদে কোম্পানির উন্নয়নকল্পে গৃহীত পরিকল্পনাসমূহের বান্তবায়ন পরিস্থিতি নিম্নে বর্ণিত হলঃ
- ক) পরিচালন ব্যয় কমানোর পদক্ষেপ গ্রহণ করা হয়েছে, যা এখনও অব্যাহত আছে। করোনা ভাইরাসের প্রার্দূভাব বিশ্ব অর্থনৈতিক অবস্থায় কাঁচামালের দুষ্প্রাপ্যতায় উৎপাদন বন্ধ থাকায় নির্দিষ্ট সংখ্যক জনবল থাকায় বেতন ভাতাদি কমার ফলে আর্থিক সাশ্রয় হয়েছে।
- খ) উৎপাদনে প্রধান কাঁচামাল রেজিনের অত্যাধিক মূল্যবৃদ্ধি ও দুষ্প্রাপ্যতার কারণে সরবরাহ ব্যাহত হওয়ার ফলে কারখানার উৎপাদন বন্ধ থাকায়। লক্ষ্যপুরন সম্ভব হয়নি।
- গ) ডাচ্ বাংলা ব্যাংক লিঃ এর ঋণ পরিশোধের লক্ষ্যে সম্পাদিত সোলেনামা ব্যাংক কর্তৃক বাতিল করা হয়েছে। ব্যাংকের ঋণ পুনঃতফসিলিকরনের জন্য বাংলাদেশ ব্যাংকের জারীকৃত বিআরপিডি সার্কুলার নং-৫ মোতাবেক ডাউন পেমেন্ট প্রদান করে ব্যাংকে আবেদন করা হয়েছে।
- ঘ) উত্তরা ব্যাংক লিঃ এর ঋণ পুনঃতফসিলিকরণের জন্য বাংলাদেশ ব্যাংকের জারীকৃত বিআরপিডি সার্কুলার নং-৫ মোতাবেক ডাউন পেমেন্ট প্রদান করে আবেদন করা হয়েছে।

- **৭। ভবিষ্যৎ পরিকল্পনাঃ** কোম্পানির কার্যক্রম বৃদ্ধি এবং প্রতিবন্ধকতা দূর করে সুষ্ঠুভাবে পরিচালনার লক্ষ্যে পর্যদে ২০২২-২০২৩ আর্থিক বছরের জন্য নিম্নলিখিত পরিকল্পনা গ্রহণ করা হয়েছেঃ
- ক) বিআরপিডি সার্কুলার নং-৫ মোতাবেক ঋণ পুনঃতফসিলিকরণ, চলতি মূলধন/তহবিল সংগ্রহের ব্যবস্থার জন্য প্রয়োজনীয় পদক্ষেপ গ্রহণ;
- খ) নিজস্ব উদ্যোগে কাঁচামাল আমদানীর ক্ষেত্রে CIB এর রিপোর্ট প্রধান অন্তরায় হবে, যা সমাধানের চেষ্টা চালানো হচ্ছে।
- গ) কোম্পানির উৎপাদন কার্যক্রম গতিশীল রাখার জন্য CIB এর রিপোর্ট অনুকূলে আসলে কোম্পানির স্থাপনা, জমি ও মেশিনারীজসমূহের BMRE এর পদক্ষেপ গ্রহণ করা হবে।
  - পরিকল্পনাসমূহ বাস্তবায়নের ক্ষেত্রে প্রতিবন্ধকতাসমূহ দূরীভূত করার প্রচেষ্টা অব্যাহত রাখা, তা না হলে কোম্পানির কার্যক্রম সুষ্ঠুভাবে পরিচালনায় অনিশ্চিয়তা দেখা দিবে।
- ৮। আগামি আর্থিক বছরের প্রত্যাশা ঃ কোম্পানির চলতি মূলধনের ব্যবস্থা করা, স্থানীয় সরবরাহকারীগণ এর নিকট থেকে বাকিতে কাঁচামাল সংগ্রহ করে উৎপাদনের ধারাবাহিকতা বজায় রেখে ব্যাংকের ঋণ পুনঃতফসিলিকরণসহ CIB তালিকা থেকে কোম্পানির নাম বাদ দেয়ার উদ্যোগ গ্রহণ করা। বর্তমান বাস্তবতায় প্রত্যাশা পুরণে প্রতিবন্ধকতা থাকলেও কোম্পানির সর্বাত্মক প্রচেষ্টা থাকবে তার কার্যক্রম অব্যাহত রাখা।
- **৯। কোম্পানির পণ্যসমূহ ঃ** ইউপিভিসি পাইপ ও পিভিসি প্রোফাইল।
- ১০। বিক্রিত পণ্যের ব্যয় বিশ্লেষন, মোট প্রান্তিক মুনাফা এবং নীট প্রান্তিক মুনাফা ঃ
- ক) বিক্রিত পণ্যের ব্যয় ঃ চলতি বছরে বিক্রিত পণ্যের ব্যয় ছিল ২৮,২০৯,১২১/- টাকা যা বিগত বছরে ছিল ১৩৪,৯৫৩,১১৩/- টাকা। চলতি বছরের শেষে উৎপাদন কার্যক্রম বন্ধ থাকার কারণে বিক্রয়ের পরিমান উল্লেখযোগ্য হারে হ্রাস পাওয়াতে বিক্রিত পণ্যের ব্যয় কমেছে ১০৬.৭৪৩,৯৯২/- টাকা।
- খ) মোট মুনাফা ঃ ৩০ শে জুন ২০২২ সমাপ্ত অর্থবছরে কোম্পানি মোট বিক্রয় করেছে ১৫,৫৭৭,৭২৯/- টাকা। গত বছরের বিক্রয়ের পরিমান ছিল ১৫২,৩৮৭,৯১৫/- টাকা। এ বছর মোট ক্ষতি হয়েছে ১২,৬৩১,৩৯২/- টাকা, যেখানে গত বছর মুনাফা ছিল ১৭,৪৩৪,৮০২/- টাকা।
- গ) নীট মুনাফা/লোকসান ঃ চলতি বছর কর পরবর্তী নীট লোকসান হয়েছে ২,৪২,৮৭,২২২/- টাকা। বিক্রয় হ্রাস পাওয়ায় গত বছরের চেয়ে এবছর নীট লোকসান বৃদ্ধি পেয়েছে ১৯,৮৯৩,৯১৫/- টাকা।
- **১১। উৎপাদিত পণ্যের ব্যয় ঃ** নিজম্ব উদ্যোগে সরাসরি L/C খুলে কাঁচামাল আমদানী করার সুযোগ না থাকায় স্থানীয় সরবরাহকারীর নিকট থেকে বাঁকিতে তুলনামূলক বেশী মূল্যে কাঁচামাল ক্রয় করার কারণে উৎপাদিত পণ্যের ব্যয়ের (COGS) হার তুলনামূলকভাবে বেশী হয়।
- ১২। খাতওয়ারি অথবা পণ্য ভিত্তিক ফলাফল ঃ ইউপিভিসি এবং এএসটিডি পাইপ- ৬২ মেঃটন, থ্রেড পাইপ-১২ মেঃটন এবং প্রোফাইল-৮ মেঃ টন সর্বমোট= ৮২ মেঃটন। করোনা প্রার্দুভাব ও কোম্পানির উৎপাদন ও বিক্রয় কার্যক্রম বন্ধ থাকায় লক্ষ্যমাত্রা অর্জন সম্ভব হয়নি।
- ১৩। গত বছরের পরিচালনগত ফলাফলের সহিত চলতি বছরের ব্যবধান ঃ
  - গত বছরের তুলনায় চলতি বছরে বিক্রয় হ্রাস পেয়েছে, কারণ করোনার প্রার্দূভাবে কার্যক্রম বাধাগ্রন্থ হওয়ায় এবং কোম্পানির উৎপাদন বন্ধ থাকায় এরূপ ব্যবধান পরিলক্ষিত হয়েছে।
- **১৪। মূলধনী বিনিয়োগ ঃ** কোম্পানির উৎপাদন অব্যাহত রাখার জন্য চলতি বছরে প্রায় ২২.২২ লক্ষ টাকার মূলধনী সহায়ক যন্ত্রপাতিতে বিনিয়োগ হয়েছে।
- ১৫। **অম্বাভাবিক লাভ বা ক্ষতি ঃ** কোভিড-১৯ করোনা ভাইরাসের প্রার্দূভাবে কারখানায় উৎপাদন কার্যক্রম এবং বিক্রয় ব্যাহত হওয়ায় ক্ষতি হয়েছে প্রায় ১.০০ কোটি টাকা।
- ১৬। অবন্টিত/অদাবীকৃত লভ্যাংশ এর টাকা "ক্যাপিটাল মার্কেট স্ট্যাবিলাইজেশন ফান্ডে" জমা প্রদানঃ
  - বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন এর ১৪ জানুয়ারী ২০২১ তারিখের নির্দেশনা নং-বিএসইসি/সিএফআরআরসিডি/২০২১-৩৮৬/০৩ এবং বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন, ক্যাপিটাল মার্কেট স্ট্যাবিলাইজেশন ফান্ড বিধি ২০২১ অনুযায়ী কোম্পানির তিন বছর পূর্বের অবন্টিত/অদাবীকৃত লভ্যাংশের মোট ৩,০২,৫৫৩/- টাকা ২৭-১০-২০২২ তারিখে "ক্যাপিটাল মার্কেট স্ট্যাবিলাইজেশন ফান্ড" (CMSF), এ জমা প্রদান করা হয়েছে। অবন্টিত/অদাবীকৃত শেয়ারহোল্ডারদের নামের তালিকা কোম্পানির Website এ দেওয়া হয়েছে।
- **১৭। আন্তঃসম্পর্কিত কোম্পানির লেনদেনসমূহ ঃ** এ বছর আন্তঃসম্পর্কিত কোন লেনদেন সম্পন্ন হয়নি।

- ১৮। কোম্পানির কর্পোরেট প্রতিবেদন ঃ বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের দিক নির্দেশনানুযায়ী পরিচালনা পর্ষদ শেয়ারহোল্ডারগণকে নিশ্চিত করছে যে,
- (ক) কোম্পানির ব্যবস্থাপনা কর্তৃপক্ষ কর্তৃক প্রস্তুতকৃত আর্থিক বিবরণী পরিষ্কারভাবে এর কাজের অবস্থা, ফলাফল ও অর্থ প্রবাহের অবস্থা স্বচ্ছতার সাথে তুলে ধরা হয়েছে।
- (খ) কোম্পানির হিসাব যথাযথভাবে নথিভূক্ত করা হয়েছে এবং সেগুলি সংরক্ষিত রয়েছে।
- (গ) আর্থিক বিবরণীসমূহ প্রস্তুত করার ক্ষেত্রে যথাযথ নীতিমালা অনুসরণ করা হয়েছে এবং সে বিবরণীসমূহ বিচক্ষণতার সাথে সম্পন্ন করা হয়েছে।
- (ঘ) বাংলাদেশের জন্য গৃহীত আন্তর্জাতিক হিসাব মান (IAS) এবং আন্তর্জাতিক আর্থিক প্রতিবেদন মান (IFRS) অনুসরণ করে আর্থিক বিবরণীসমূহ তৈরী করা হয়েছে এবং কোথাও কোন ব্যত্যয় থাকলে তা যথাযথভাবে প্রকাশ করা হয়েছে।
- (৬) অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থা সঠিকভাবে বান্তবায়ন ও পর্যবেক্ষণ করা হয়েছে।
- (চ) কোম্পানি একটি চলমান প্রকল্প হিসেবে চালু রয়েছে। টিকা-১.৭
- (ছ) এ প্রতিবেদনে গত বৎসরের পরিচালন ফলাফল থেকে তাৎপর্যপূর্ণ বিচ্যুতির উপর আলোকপাত করা হয়েছে এবং তার কারণসমূহ ব্যাখ্যা করা হয়েছে।
- (জ) পূর্ববর্তী পাঁচ বছরের আর্থিক ও পরিচালনার প্রধান তথ্যগুলি যথাযথভাবে ২নং টিকায় সন্নিবেশিত হয়েছে।
- (ঝ) ৩০ জুন ২০২২ তারিখে সমাপ্ত অর্থবছরে পরিচালনা পর্যদের মোট ৮টি সভা অনুষ্ঠিত হয়েছে, সভায় পরিচালকবৃন্দের উপস্থিতির বিবরণ নিম্নে প্রদত্ত হলোঃ

ক্রমিক নং	পরিচালকগনের নাম	পদবী	সভা	উপস্থিতি
٥٥	জনাব এ.টি.এম. আহমেদুর রহমান	আইসিবি মনোনীত চেয়ারম্যান	2	۵
	জনাব হাছিনা আক্তার	>>	ъ	Œ
০২	জনাব মোহাঃ আব্দুল হালিম	উদ্যোক্তা পরিচালক	ъ	ъ
	জনাব মোঃ আহসান উল্লাহ্	উদ্যোক্তা পরিচালক		
०७	ইঞ্জিঃ শাহজাহান শিকদার	বিকল্প পরিচালক	৬	৬
08	জনাব মোঃ আসাদ উল্লাহ্	পরিচালক	•	2
	জনাব ডঃ আলী আহমেদ হাওলাদার	বিকল্প পরিচালক	۶	۵
90	জনাব মোঃ নূরুল হক	স্বতন্ত্র পরিচালক	ъ	ъ
০৬	জনাব খন্দকার নূক়জ্জামান	স্বতন্ত্র পরিচালক	Ъ	ъ

আইসিবি মনোনীত কোম্পানির চেয়ারম্যান জনাব এ.টি.এম. আহমেদুর রহমানকে আইসিবি কর্তৃক প্রত্যাহার করায় আইসিবি মনোনীত পরিচালক হাছিনা আজ্ঞার কে ২৪০তম পর্ষদ সভায় কোম্পানির চেয়ারপারসন হিসেবে নিয়োগ করা হয়েছে। কোম্পানির পরিচালক জনাব মোহাঃ আসাদ উল্লাহ্ এর স্থলে বিকল্প পরিচালক হিসেবে নিয়োগের জন্য জনাব ডঃ আলী আহমেদ হাওলাদার পর্ষদে আবেদন করায় তাঁহাকে নিয়োগ প্রদান করা হয়েছে। যে সকল পরিচালকগণ সভায় উপস্থিত থাকতে পারেননি তাদের ছুটি পর্ষদ কর্তৃক অনুমোদন করা হয়েছে।

- (এঃ) শেয়ার হোল্ডিং এর ধরণ নিরীক্ষিত হিসাব বিবরনীর ৯বি নং টিকায় উল্লিখিত হয়েছে।
  - i) কোম্পানির কোন সহযোগী প্রতিষ্ঠান নেই।
  - m ii) পরিচালকগণ কর্তৃক ধারণকৃত শেয়ারের পরিমান ১ জুলাই ২০২১ থেকে ৩০ জুন ২০২২ পর্যন্ত নিম্নরূপ ছিল।

পরিচালকগণের নাম	পদবী	শেয়ার সংখ্যা	শতাংশ হার (%)
জনাব মোহাঃ আব্দুল হালিম	উদ্যোক্তা পরিচালক	১১০৪৪২	২.০৭
জনাব মোঃ আহসান উল্লাহ্	উদ্যোক্তা পরিচালক	২২৮২৯৮	8.২૧
জনাব মোঃ আসাদ উল্লাহ্	পরিচালক	২৫৭৭৯০	8.৮২
আইসিবি ও আইসিবি ইউনিট ফান্ড	পরিচালক	৬৮২৭৯৯	<b>১</b> ২.৭৭
হাছিনা আক্তার	আইসিবি ও আইসিবি ইউনিট	o	0
	ফান্ড মনোনীত পরিচালক		
জনাব মোঃ নূরুল হক	স্বতন্ত্র পরিচালক	0	0
জনাব ড. স্বপন কুমার ধর	স্বতন্ত্র পরিচালক	0	0

ব্যবস্থাপনা পরিচালক, কোম্পানি সচিব, প্রধান অর্থ কর্মকর্তা, প্রধান অভ্যন্তরীণ নিরীক্ষা ও কম্প্লায়েন্স কর্মকর্তা এবং তাদের দ্রীর কোম্পানির শেয়ার মালিকানার অবস্থান ৩০.০৬.২০২২ তারিখে নিম্নরূপ ছিল।

ক্রমিক নং	নাম	শেয়ারের সংখ্যা	ন্ত্রীর নাম	শেয়ারের সংখ্যা
٥٥	এস. এম. হেমায়েত উদ্দীন	0	মিসেস হেলেনা আক্তার	0
	ব্যবস্থাপনা পরিচালক			
०२	এ এইচ এম জাকারিয়া	0	সাবরিনা নাইস	0
	কোম্পানি সচিব			
೦೦	মোঃ রাশিদুল হাসান	0	আয়েশা সিদ্দিকা	0
	ব্যবস্থাপক (ফাইনান্স এন্ড একাউন্টস) ও		-116.4 11 1-11 1( 1/1	
	প্রধান অর্থ কর্মকর্তা (সি.সি)			
08	পাভেল আহমেদ	o	প্রযোজ্য নয়	0
	অভ্যন্তরীণ নিরীক্ষা ও কম্প্লায়েন্স কর্মকর্তা			

iii) পরিচালক, প্রধান নির্বাহী কর্মকর্তা, কোম্পানি সচিব, প্রধান অর্থ কর্মকর্তা, প্রধান অভ্যন্তরীণ নিরীক্ষক ও কম্প্লায়েঙ্গ কর্মকর্তা ব্যতীত শীর্ষ ৫ (পাঁচ) জন বেতনভুগী কর্মকর্তার শেয়ার মালিকানার অবস্থান ৩০.০৬.২০২২ তারিখে নিম্নন্নপ ছিল ঃ

ক্রমিক নং	নাম	পদবী	শেয়ারের সংখ্যা
٥٥	মোঃ মোন্তফা কামাল	কারখানা ব্যবস্থাপক	0
०২	মোঃ সিরাজুল ইসলাম	প্রোডাক <b>শ</b> ন ইনচার্জ	0
೦೦	মোঃ রেজাউল ইসলাম	হেড অব শেয়ার ডিপার্টমেন্ট	0
08	কাজী মোঃ জসীম উদ্দিন	ক্যাশিয়ার	o
30	মোঃ মোন্তাকিম	হিসাব রক্ষক	0

iv) কেবলমাত্র আইসিবি ইউনিট ফান্ড ১০ শতাংশের বেশী শেয়ার ধারণ করছে।

#### ১৯। পরিচালকবৃন্দের অবসর ও পুনর্নির্বাচন ঃ

- i) পরিচালকদের সংক্ষিপ্ত জীবন বৃত্তান্ত বার্ষিক প্রতিবেদনের ৭ ও ৮নং পৃষ্ঠায় বর্ণিত রয়েছে।
- ii) পরিচালকদের অভিজ্ঞতা তাঁদের জীবন বৃত্তান্তে উল্লেখ রয়েছে।
- iii) ২০২১-২০২২ অর্থবছরে নিম্নলিখিত ব্যক্তিবর্গ কোম্পানির পরিচালক হিসেবে দায়িত্ব পালন করেছেন।

ক্রমিক নং	পরিচালকগনের নাম	পদবী	কাৰ্যকাল	কমিটি পদ
٥٥	এটিএম আহমেদুর রহমান	পরিচালক	২৭/১০/২০১৬ তারিখে থেকে ১৯/০৮/২০২১ পর্যন্ত	
०২	মোহাঃ আব্দুল হালিম	পরিচালক	উদ্যোক্তা	
೦೦	মোঃ আহসান উল্লাহ্	পরিচালক	উদ্যোক্তা	
08	মোঃ আসাদ উল্লাহ্	পরিচালক	কার্যক্রম শুরুথেকে পর্ষদে আছেন	
90	মিস্ হাছিনা আক্তার	আইসিবি মনোনীত পরিচালক	২৮/১০/২০২০ তারিখ থেকে পর্ষদে আছেন	
০৬	ডঃ স্বপন কুমার ধর	স্বতন্ত্র পরিচালক	২৮/০৪/২০২২ তারিখ থেকে পর্যদে আছেন	চেয়ারপারসন, NRC
०१	মোঃ নূরুল হক	স্বতন্ত্র পরিচালক	০১/০৬/২০২১ তারিখ থেকে ২য় মেয়াদে পর্ষদে আছেন	চেয়ারপারসন ,অডিট কমিটি

উদ্যোক্তা পরিচালক জনাব মোহাঃ আহসান উল্লাহ্ কোম্পানির সংঘ বিধির ১২৮ ও ১২৯ ধারা অনুযায়ী পরিচালক পদ থেকে অবসর নিয়েছেন এবং উক্ত বিধির ১৩০ ধারা অনুযায়ী পুনর্নির্বাচনের ইচ্ছা প্রকাশ করেন, যোগ্যবিধায় তাঁকে পুনর্নিয়োগের সুপারিশ করা হ'ল। উল্লেখ্য যে, বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের নোটিফিকেশন নং BSEC/CMRRCD/2006-158/207/Admin/80 তারিখঃ ৩ জুন ২০১৮ এর Condition ১. (২) (ব) মোতাবেক স্বতন্ত্র পরিচালকগণ ৩ (তিন) বৎসরের জন্য নিয়োগপ্রাপ্ত হওয়ায় স্বতন্ত্র পরিচালক জনাব মোঃ নূকল হক ও ডঃ স্বপন কুমার ধর কে অবসর ও পুনর্নির্বাচনের আওতায় নেওয়া হয়ন।

- ২০। **চেয়ারম্যান হিসেবে মনোনয়ন প্রদানঃ** কোম্পানির পরিচালনা পর্যদের ২৫০তম সভায় গৃহীত সিদ্ধান্ত মোতাবেক স্বতন্ত্র পরিচালক জনাব মোঃ নুরুল হক কে চেয়ারম্যান হিসেবে মনোনয়ন প্রদান করা হয়েছে, যা অনুমোদনের জন্য বার্ষিক সাধারণ সভায় উপস্থাপন করা হলো।
- ২**১। ব্যবস্থাপনা পরিচালক নিয়োগ ঃ** কোম্পানির পরিচালনা পর্যদের ২৪৪তম সভায় জনাব এস. এম. হেমায়েত উদ্দীন কে ব্যবস্থাপনা পরিচালক হিসেবে নিয়োগ প্রদান করা হয়েছে, যা ২১ ডিসেম্বর ২০২১ তারিখ থেকে কার্যকর হয়েছে।

- ২২। **চলমান-ব্যবসায় প্রতিষ্ঠান ঃ** পরিচালনা পর্ষদ প্রত্যাশা করে যদি কোভিড-১৯ পরবর্তী বর্তমান পরিস্থিতি এবং বিশ্ব অর্থনৈতিক সংকট যথাযথভাবে মোকাবেলা, ঋণ পুনঃতফসিলিকরণ, চলতি মূলধনের ব্যবস্থা করণ, উৎপাদন সক্ষমতা ও অবকাঠামোগত সম্পদের সর্বোচ্চ ব্যবহার নিশ্চিত করা যায় তবে অত্র কোম্পানি ভবিষ্যতেও তার কার্যক্রম সুষ্ঠভাবে চালিয়ে যেতে সক্ষম হবে।
- ২৩। অভ্যন্তরীণ নিয়ন্ত্রণ ঃ কোম্পানির অভ্যন্তরীণ নিরীক্ষা কমিটি বিদ্যমান রয়েছে কমিটি নিয়ন্ত্রণ ব্যবস্থা নিশ্চিত করছে এবং এক্ষেত্রে একজন অভ্যন্তরীণ নিরীক্ষক ও কম্প্রায়েন্স কর্মকর্তা দায়িতু পালন করছেন।

#### ২৪। নিরীক্ষকের প্রতিবেদনে উল্লেখিত মতামতের উপর আমাদের ব্যাখ্যা ঃ

- i) কোম্পানি লোকসানে থাকায় Retained Earning Negative হয়েছে। CIB এর রিপোর্ট কোম্পানির অনুকূলে না থাকায় কোন আর্থিক প্রতিষ্ঠান থেকে আর্থিক সুবিধা নিতে পারেনা। যার ফলশ্রুতিতে কোম্পানি বিভিন্ন সময়ে তারল্য সংকটে পড়েছে এবং চলতি বছরে Production Capacity এর মাত্র ১.৬৬% Utilize করতে পেরেছে। কারণ করোনা ভাইরাসের প্রার্দৃভাব, কাঁচামালের উচ্চ মূল্য দুস্প্রাপতায় উৎপাদন কার্যক্রম বন্ধ ছিল। বিআরপিডি সার্কুলার নং-৫ মোতাবেক ব্যাংকের ঋণ পুনঃতফসিলিকরণের জন্য আবেদন মঞ্জুর হলে আর্থিক সংকট দুর হবে বলে আশা করি। ইতোমধ্যে কারখানার উৎপাদন কার্যক্রম চালু হয়েছে, নিয়মিত উৎপাদন এবং বিক্রয় কার্যক্রম পরিচালনা করে স্চকের উন্নতি সাধনে সক্ষম হব।
- ii) কোম্পানির Factory Building & other Construction এবং Land Development পূর্নমূল্যায়ন যথাসময়ে করা হয়নি, IAS-16 para-34 অনুযায়ী ৩ থেকে ৫ বছরের মধ্যে পুর্নমূল্যায়ন করার নিয়ম থাকলেও আগামিতে এ বিষয়ে পদক্ষেপ গ্রহণ করা হবে।
- iii) কোম্পানি ১৯৮৫ সাল হইতে উৎপাদন কার্যক্রম পরিচালনা করে আসছে। যার ফলে কোম্পানির মজুদ পণ্যের সাথে Damaged এবং Obsolete মালামাল রয়েছে। নিরীক্ষকগন ৩, ৩৬, ৯০, ২৩৩ টাকার আংশিক মালামাল Damaged এবং Obsolete হয়েছে বলে আর্থিক প্রতিবেদনে উল্লেখ করেছেন। উল্লেখিত পরিমান টাকার মালামালের মধ্যে অধিকাংশই ব্যবহার অনুপোযোগী হওয়ায় এ বিষয়ে পর্যদের অনুমতিক্রমে যথাযথ পদক্ষেপ গ্রহণ করা হবে।
- iv) কোম্পানির উৎপাদন কার্যক্রম দীর্ঘদিন বন্ধ থাকায় Account Receivable এর কিছু টাকা ডিলারদের নিকট বকেয়া রয়েছে। আমরা আশা করছি যেহেতু উৎপাদন ও বিক্রয় কার্যক্রম চালু হয়েছে, এমতাবস্থায় Account Receivable এবং অন্যান্য বকেয়া আদায় সাপেক্ষ্যে পর্যায়ক্রমে সমন্বয় করা যাবে।
- v) বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন এর নিয়মানুযায়ী স্টক এক্সচেঞ্জে তালিকাভূক্ত কোম্পানির ক্ষেত্রে স্বতন্ত্র পরিচালক ছাড়া, উদ্যোক্তা পরিচালক এবং পরিচালকদের শেয়ার ধারণ সম্মিলিতভাবে ৩০ শতাংশ থাকার বাধ্যবাধকতা রয়েছে। CDBL এর প্রতিবেদন মোতাবেক দেখা যায় ICB Unit Fund তাদের শেয়ার বিক্রয় করায় কোম্পানির পরিচালকদের সম্মিলিত শেয়ার ধারণ দাড়ায় ২৩.৯৩ শতাংশ। কমিশন বরাবরে ৩০% শেয়ার ধারণের জন্য সময় চেয়ে আবেদন করা হয়েছে।
- vi) কোম্পানি কর্তৃক পরিচালিত ব্যাংকের চলমান হিসাবসমূহের বিবরণী এবং লিজ ফাইন্যান্স এর স্টেটমেন্ট অডিটরদেরকে সরবরাহ করা হয়েছে। ডাচ্ বাংলা ব্যাংক ও উত্তরা ব্যাংক লিঃ কে যথাযথ হিসাব বিবরণী (Proper Bank Statement) প্রদানের জন্য বারংবার আবেদন করলেও তারা যথাযথ হিসাব বিবরণী প্রদান না করায় লোন হিসাবের ব্যাংক স্টেটমেন্ট এর ব্যালেন্স সার্টিফিকেট অডিটরদের সরবরাহ করা সম্ভব হয়নি।
- vii) হজ্জ ফাইন্যান্স কোম্পানি কর্তৃক বিগত বছরগুলিতে স্টেটমেন্ট প্রদান না করায় সে সময়ে ধার্য্যকৃত মুনাফা আমরা Expense হিসাবে চার্জ করতে পারিনি। উক্ত মুনাফা সমূহ চলতি বছরের সাথে সমন্বয় করে দেখানো হয়েছে।
- viii) কোম্পানির উৎপাদিত পণ্যের কাঁচামাল ১০০% আমদানী নির্ভর হওয়া সত্ত্বেও কোম্পানির যেহেতু ব্যাংকিং সুবিধা গ্রহণ করে L/C খুলে কাঁচামাল আমদানীর সুযোগ নেই ফলে উৎপাদন কার্যক্রম অব্যাহত রাখার জন্য স্থানীয় সরবরাহকারীর নিকট থেকে কাঁচামালের মূল্য নির্দিষ্ট করার পরে সরবরাহকারীকে ATV Rebate পাওয়ার জন্য মূল্য ঘোষণা দিতে হয়। সরবরাহকারীর সাথে কাঁচামালের মূল্য নির্দিষ্ট (Fixed-up) হবার পরও ATV Rebate নেওয়ার জন্য সরবরাহকারীর cost price এর সাথে মূল্য সংযোজনের পর সরবরাহকারীর ঘোষণাকৃত মূল্য আমাদের মাসিক রিটার্নে জমা দিতে হয়, যেখানে সরবরাহকারী বিক্রয় মূল্য (আজিজ পাইপস্ লিঃ এর ক্রয়মূল্য) প্রকৃত বিক্রয় মূল্যের চেয়ে বেশী হবার প্রেক্ষিতে আজিজ পাইপের মাসিক দাখিলায় Purchase মূল্য বৃদ্ধি পায়, এই কারণে হিসাবে রক্ষিত ক্রয়মূল্যের সাথে মাসিক দাখিলায় (Monthly Return) ক্রয়মূল্য বেশী পরিলক্ষিত হয়। হিসাবে রক্ষিত ক্রয় মূল্যেই সরবরাহকারীকে পরিশোধ করা হয়। এক্ষেত্রে কোম্পানির আর্থিক বিবরণীতে আর্থিক অবস্থার কোন তারতম্য হয় না।
- ২৫। মানব সম্পদ ব্যবস্থাপনা ও উন্নয়ন ঃ প্রশিক্ষিত জনবল দ্বারা উৎপাদন প্রক্রিয়ায় মান নিয়ন্ত্রনের মাধ্যমে গুনগতমান সম্পন্ন পণ্য উৎপাদন করে গ্রাহক সেবা সমূনত রাখতে কোম্পানি আন্তরিক। সে লক্ষ্যে কর্মকর্তা কর্মচারীদের পেশাগত দক্ষতা ও সার্বিক মান ও সামর্থ্য বৃদ্ধির লক্ষ্যে কারিগরি, তথ্য প্রযুক্তিগত ও আধুনিক প্রশিক্ষণে প্রশিক্ষিত করে পেশাগত জ্ঞানে দক্ষ করে গড়ে তোলার পদক্ষেপ গ্রহণ করা হয়েছে।

- ২৬। প্রাথমিক গণপ্রভাব (আইপিও)/পুনঃগণপ্রভাব (আরপিও)/রাইটস অফার (আরও) ঃ কোম্পানিতে আলোচ্য সময়ে প্রাথমিক গণপ্রভাব, পুনঃগণপ্রভাব ও রাইটস অফার সংক্রান্ত কার্যাদি সংগঠিত হয়নি।
- ২৭। পাবলিক ইস্যু অথবা রাইট ইস্যু হইতে প্রাপ্ত তহবিলের ব্যবহার ঃ এ বছর কোন পাবলিক ইস্যু অথবা রাইট ইস্যু করা হয়নি।
- ২৮। ত্রৈমাসিক ও বার্ষিক প্রতিবেদনের মধ্যে পরিবর্তন ঃ আলোচ্য সময়ের বার্ষিক প্রতিবেদনের সাথে ত্রেমাসিক প্রতিবেদনের উল্লেখযোগ্য পরিবর্তন সাধিত হয়েছে। চলতি বছর কিছুদিন উৎপাদন বন্ধ হওয়ার কারণে বিক্রয় কম হয়েছে, ফলে নীট ক্ষতি হয়েছে, তাছাড়া বিক্রয়লব্ধ টাকা আদায়ের পরিমান হ্রাস পাওয়ায় পূর্ববর্তী বছরের তুলনায় NOCFPS হ্রাস পেয়েছে।
- ২৯। প্রাতিষ্ঠানিক সুশাসন ঃ আজিজ পাইপস্ লিঃ সর্বদাই সকল প্রকার আইন ও নীতিমালা এবং কর্পোরেট গভর্ন্যান্স কোড পরিপালনে অঙ্গীকারাবদ্ধ। প্রতিষ্ঠানিক সুশাসন চলমান রাখার নিমিত্তে কোম্পানি বিএসইসি, ডিএসই, সিএসই ও অন্যান্য সরকারী সংশ্লিষ্ট প্রতিষ্ঠানের নিয়ম ও আইনকানুন কঠোরভাবে পালন করে। বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন কর্তৃক জারীকৃত নোটিফিকেশন মোতাবেক কর্পোরেট গভর্ন্যান্স কোড পরিপালন সম্পর্কিত বিষয়ে ৪০তম বার্ষিক সাধারণ সভায় শেয়ারহোন্ডারগণ কর্তৃক নিরীক্ষা প্রতিষ্ঠান আর্টিসান, চার্টার্ড একাউন্ট্যান্ট্স কে নিয়োগ করা হয়েছে।
- ৩০। বহিঃনিরীক্ষক নিয়োগ ঃ বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন এর আদেশ নং-SEC/CMRRCD/2009-193/174/Admin//61 তারিখ ০৮ জুলাই ২০১৫ইং অনুযায়ী কমিশন কর্তৃক অনুমোদিত নিরীক্ষক প্যানেল থেকে নিরীক্ষক নিয়োগ করতে হবে। বর্তমান নিরীক্ষক মেসার্স রহমান মোন্ডফা আলম এন্ড কোং বিগত তিন বছর নিরীক্ষা কার্যসম্পাদন করেছে, বিধি মোতাবেক পরবর্তী বছর নিরীক্ষা কার্যসম্পাদন করতে পারবেনা। এমতাবস্থায়, ২০২২-২০২৩ আর্থিক বছরের জন্য ৩টি নিরীক্ষা প্রতিষ্ঠান নিরীক্ষক হিসেবে নিয়োগের জন্য আবেদন করেছে। পরিচালনা পর্ষদ উক্ত আবেদনগুলি পর্যালোচনা করে এবং নিরীক্ষা কমিটির সুপারিশের আলোকে সর্বনিম্ন দরদাতা ও যোগ্য হওয়ায় বার্ষিক ১,৭৫,০০০/- (এক লক্ষ পঁচাত্তর হাজার) টাকা পারিশ্রমিকে মেসার্স আর্টিসান, চার্টার্ড একাউন্ট্যান্টস কে ২০২২-২০২৩ আর্থিক বছরের জন্য নিরীক্ষক হিসেবে নিয়োগ দানের জন্য বার্ষিক সাধারণ সভায় সুপারিশসহ উপস্থাপন করছে।
- ৩১। Independent Scrutinizer নিয়োগঃ বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের Directive No. BSEC/CMRRCD/2009-193/08 তারিখ মার্চ ১০, ২০২১ অনুযায়ী কোম্পানির ৩০ জুন ২০২২ তারিখে সমাপ্ত আর্থিক বছরের Digital Platform এ অনুষ্ঠিতব্য ভার্চুয়াল বার্ষিক সাধারণ সভা যথাযথভাবে নিয়মনীতি পরিপালন করেছে কিনা, সে বিষয়ে Independent Scrutinizer নিয়োগ করতে হবে। উক্ত Independent Scrutinizer বার্ষিক সাধারণ সভায় উপস্থিত বা সংযুক্ত থেকে Voting সহ অন্যান্য কার্যাদি যথাযথভাবে পরিপালন বিষয়টি নিরীক্ষন করবে এবং বার্ষিক সাধারণ সভা শেষে যথাসময়ে কমিশন বরাবরে প্রতিবেদন দাখিল করবেন। কোম্পানির ৪১তম বার্ষিক সাধারণ সভায় Independent Scrutinizer হিসেবে নিয়োগের জন্য নিরীক্ষা প্রতিষ্ঠানের আবেদন এর উপরবিদ্ধারিত আলোচনা শেষে অভিট কমিটির সুপারিশ, কাজের পূর্ব অভিজ্ঞতা ও যোগ্য হওয়ায় এইচ এম এনাম এন্ড কোং, চ্যার্টার্ড একাউনটেন্টসকে নিরীক্ষন কার্যসম্পাদনের জন্য Independent Scrutinizer হিসেবে নিয়োগ প্রদান করা হয়েছে।
- ৩২। CGC পরিপালন বিষয়ে নিরীক্ষক নিয়োগঃ বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের নোটিফিকেশন নং-BSEC/CMRRCD/2006-158/207/Admin/80 তারিখ জুন ৩, ২০১৮ অনুযায়ী Corporate Governance Code কোম্পানি পরিপালন করছে কিনা এ বিষয়ে নিরীক্ষক বার্ষিক সাধারণ সভায় নিয়োগ করতে হবে। ২০২২-২০২৩ আর্থিক বছরের CGC পরিপালন সম্পর্কিত বিষয়ে নিম্নলিখিত নিরীক্ষা প্রতিষ্ঠানগুলি নিরীক্ষক হিসেবে নিয়োগের জন্য আবেদন করেছে। নিম্নোক্ত প্রতিষ্ঠানসমূহের মধ্যে ১টি প্রতিষ্ঠানকে নিয়োগ দানের জন্য বার্ষিক সাধারণ সভায় উপস্থাপন করা হলো।

ক্রমিক নং	নিরীক্ষা প্রতিষ্ঠানের নাম	পারিশ্রমিক
٥	এম এন ইসলাম এন্ড কোং, চার্টার্ড একাউন্ট্যান্টস	@0,000/-
২	এম আই চৌধুরী এন্ড কোং, চার্টার্ড একাউন্ট্যান্টস	¢0,000/-
9	এইচ এম এনাম এন্ড কোং, চার্টার্ড একাউন্ট্যান্টস	80,000/-

৩৩। অডিট কমিটি ঃ অডিট কমিটি তিনজন পরিচালক নিয়ে গঠিত। স্বতন্ত্র পরিচালক জনাব মোঃ নূরুল হক কমিটির চেয়ারপারসনের দায়িত্ব পালন করছেন। অডিট কমিটির উদ্দ্যেশ্য হচ্ছে কোম্পানির অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থা সুনির্দিষ্ট ও সূচারুরূপে পরিচালনা নিশ্চিত করা এবং পরিচালনা পর্ষদকে তথ্য প্রদান করে সহযোগিতা করা। তাছাড়াও বার্ষিক হিসাব বিবরণী ও ত্রৈমাসিক (Quarterly) হিসাব বিবরণীসমূহ পর্যালোচনা করে মতামতসহ পরিচালনা পর্ষদে উপস্থাপনের সুপারিশ করা। অডিট কমিটির প্রতিবেদন আর্থিক প্রতিবেদনের ১৭ নং পৃষ্ঠায় প্রকাশ করা হয়েছে।

- ৩৪। নমিনেশন অ্যান্ড রিমিউনারেশন কমিটি (NRC) ঃ বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের নোটিফিকেশন নং BSEC/CMRRCD/2006-158/207/Admin/80 তারিখঃ ৩ জুন ২০১৮ এর Condition No. ৬ মোতাবেক কোম্পানির বোর্ডে সাব কমিটি হিসেবে Nomination and Remuneration Committee (NRC) দায়িত্ব পালন করছে। ২০২১-২০২২ আর্থিক বছরে কমিটির ৩টি সভা অনুষ্ঠিত হয়েছে। ইহাছাড়াও চলতি বছর ব্যবসায়িক কার্যক্রম বৈশ্বিক মহামারি কোভিড-১৯ এর প্রভাবে নেতিবাচক হওয়ার কারণে উর্ধ্বতন কর্মকর্তাদের বেতন ভাতাদি কমানো হয়েছে এবং উৎপাদন বন্ধ থাকায় অবসর প্রাপ্তদের গ্র্যাচুইটি ও অর্জিত ছুটিসহ সকল পাওনাদি পরিশোধের সুপারিশ করায় তাদের সকল পাওনাদি পরিশোধ করা হয়েছে। NRC এর প্রতিবেদন বার্ষিক প্রতিবেদনের ১৯ নং পাতায় প্রকাশ করা হয়েছে।
- **৩৫। জাতীয় কোষাগারে অবদান ঃ** কোম্পানি আলোচ্য সময়ে জাতীয় কোষাগারে প্রত্যক্ষ ও পরোক্ষভাবে প্রায় ২৫.০০ লক্ষ টাকা কর/ভ্যাট/শুৰু প্রদান করেছে।
- ৩৬। আর্থিক বিবৃতির ক্ষেত্রে ব্যবস্থাপনা পরিচালক এবং প্রধান আর্থিক কর্মকর্তা এর আর্থিক প্রতিবেদনের দায়বদ্ধতা ঃ আর্থিক বিবৃতি পরিক্ষা করা এবং সনদ প্রদান করা ব্যবস্থাপনা পরিচালক এবং প্রধান আর্থিক কর্মকর্তা এর দায়িত্ব। এ বিষয়ে ব্যবস্থাপনা পরিচালক এবং প্রধান আর্থিক কর্মকর্তা (সি.সি) অক্টোবর ২০, ২০২২ তারিখে অনুষ্ঠিত পর্যদ সভায় সনদ উপস্থাপন করেন, যা বার্ধিক প্রতিবেদনের ২১ নং পৃষ্ঠায় Annexure-A তে সন্ধিবেশিত করা হয়েছে।
- ৩৭। ঝুঁকি ব্যবস্থাপনাঃ আমাদের ব্যবসা প্রতিষ্ঠানের বাহ্যিক ও অভ্যন্তরীণ বিভিন্ন ঝুঁকি রয়েছে। ব্যাংক দায় পরিশোধের ক্ষেত্রে কোম্পানির ঝুঁকি রয়েছে। তাছাড়া চলতি মূলধনের অভাব, প্রতিযোগী কোম্পানির সাথে প্রতিযোগিতা, আইনী বিষয় ইত্যাদি ক্ষেত্রে ঝুঁকি মোকাবেলার জন্য কোম্পানি প্রস্তুতি নিতে হবে। কোভিড-১৯ এর প্রার্দ্ভাবে কাঁচামালের উচ্চ মূল্য ও চলতি মূলধনের অভাবে কোম্পানি সাময়িকভাবে কিছুদিন বন্ধ থাকায় মারাত্মক ঝুকির মধ্যে রয়েছে। আজিজ পাইপস্ লিমিটেড ঝুঁকিসমূহ মোকবেলায় সার্বক্ষণিক পর্যবেক্ষণের মধ্যে রয়েছে। কোম্পানি যথাযথ পদক্ষেপ গ্রহণ করে ঝুঁকিসমূহ কাটিয়ে উঠতে সামর্থ্য হবে বলে আশা করা যায়।
- ৩৮। পরিচালনা পর্যদের চেয়ারম্যান এবং প্রধান নির্বাহী কর্মকর্তা ঃ পরিচালনা পর্যদের চেয়ারম্যান এবং ব্যবস্থাপনা পরিচালক হিসেবে পৃথক পৃথক ব্যক্তি নিয়োজিত রয়েছেন।
- ৩৯। কোম্পানি সচিব, প্রধান অর্থ কর্মকর্তা ও অভ্যন্তরীণ নিরীক্ষা ও কমপ্লায়েন্স কর্মকর্তা ঃ কোম্পানি সচিব, প্রধান অর্থ কর্মকর্তা ও অভ্যন্তরীণ নিরীক্ষা ও কমপ্লায়েন্স কর্মকর্তার পদসমূহে পৃথক পৃথক কর্মকর্তা নিয়োজিত রয়েছেন।
- 8o। সামাজিক দায়বদ্ধতা ঃ প্রাতিষ্ঠানিক সামাজিক দায়বদ্ধতার অংশ হিসেবে ফরিদপুরে মসজিদ উন্নয়নে সহায়তা অব্যাহত রয়েছে।
- 8১। পরিচালকদের সম্মানি ঃ কোম্পানির পরিচালনা পর্যদের চেয়ারম্যান মহোদয়কে মাসিক ১০,০০০/- টাকা সম্মানি প্রদান করা হয়। এছাড়া স্বতন্ত্র পরিচালক ও অন্যান্য পরিচালকগণ কেবলমাত্র পর্যদ সভা ও সাব কমিটি সভায় উপস্থিতির জন্য সম্মানি প্রেয়ে থাকেন, তাঁদেরকে আর কোন সম্মানি প্রদান করা হয় না। উল্লেখ্য উদ্যোক্তা পরিচালক জনাব মোহাম্মদ আব্দুল হালিম সভায় উপস্থিতির জন্য স্বপ্রণোদিত হয়ে সম্মানি গ্রহণ করেন না।
- **8২। কর্পোরেট গভর্নেন্স কমপ্লায়েন্স রিপোর্ট ঃ** বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের ৩ জুন ২০১৮ তারিখের Corporate Governance Code অনুযায়ী "কর্পোরেট গভর্নেন্স কমপ্লায়েন্স রিপোর্ট" Annexure-B ও C বার্ষিক প্রতিবেদনের ২২ ও ২৩নং পৃষ্ঠায় প্রকাশ করা হয়েছে।
- ৪৩। কৃতজ্ঞতা স্বীকার ঃ সম্মানিত শেয়ারহোল্ডারবৃন্দ, ক্রেতাবর্গ, ডিলারগণ, সরবরাহকারী, কর্মকর্তা কর্মচারীবৃন্দ, বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন, ঢাকা স্টক এক্সচেঞ্জ লিঃ, চউগ্রাম স্টক এক্সচেঞ্জ লিঃ এবং গণপ্রজাতন্ত্রী বাংলাদেশ সরকারের বিভিন্ন এজেঙ্গীকে আজিজ পাইপস্ লিঃ কে সকল প্রকার সহযোগিতা করার জন্য কোম্পানির পরিচালকবৃন্দ কৃতজ্ঞতা প্রকাশ ও ধন্যবাদ জ্ঞাপন করছে। কোভিড-১৯ করোনা ভাইরাসের প্রার্দৃভাবে কোম্পানি আর্থিকভাবে ক্ষতিগ্রন্থ হয়েছে এবং নানা প্রতিকূলতায় সার্বিক কার্যক্রম সংকোচিত করেছে। কোম্পানির দৃঢ়তার সাথে বিরূপ প্রতিকূলতাগুলি অনুকূলে নিয়ে চলতি মূলধন সংগ্রহের মাধ্যমে প্রবৃদ্ধি ও মুনাফা অর্জনের প্রচেষ্টা অব্যাহত রেখে সাফল্যের ধারায় ফিরবে বলে আশাবাদ ব্যক্ত করছি। মহান আল্লাহ্পাক আমাদের সহায় হোন।

পরিচালনা পর্যদের পক্ষে

ধন্যবাদান্তে.

(মোঃ নূরুল হক) চেয়ারম্যান

#### **Roles & Responsibilities of Audit committee**

Audit committee of Aziz Pipes Limited is the Sub-Committee of the Board of Directors. Audit Committee comprises of four Directors nominated by the Board of Directors. The Chairman of the Audit Committee is an Independent Director of the company.

#### Roles of Audit committee.

- 1. Review and examine the draft balance sheet, financial statement and recommended to place before Board of Directors for their consideration and approval.
- 2. Review the quarterly and half-yearly financial statements of accounts for proper submission of the same to the shareholders and regulatory authorities.
- 3. Audit Committee reviews the integrity of financial statement of the company to ensure that these reflect true and fair view of the Company's state of affairs for the year ended 30th June 2022.
- 4. Reviewing Management and Internal Audit report on the effectiveness of the systems for internal financial control, financial reporting and risk management.
- 5. Reporting to the Board of Director on Internal Audit finding from time to time considering the significance of the issues.

#### Responsibilities of Audit committee.

- 1. Oversee the financial reporting process.
- 2. Monitor choice of accounting policies and principles.
- 3. Monitor Internal Control Risk Management process.
- 4. Oversee hiring and performance of external auditors.
- 5. Review along with the management, the quarterly and half-yearly financial statements before submission to the board for approval.
- 6. Review along with the management, the quarterly and half-yearly financial statements before submission to the board for approval.
- 7. Review the adequacy of internal audit function.
- 8. Review statement of significant related party transactions submitted by the management.
- 9. Review Management letters/letter of internal Control weakness used by statutory auditors.

The Board and its committees act independently.

## অডিট কমিটির প্রতিবেদন

#### ০১ জুলাই ২০২১ থেকে ৩০ জুন ২০২২ তারিখ পর্যন্ত সময়ের জন্য

আজিজ পাইপস্ লিঃ এর কার্যক্রম বাস্তবায়নে পরিচালনা পর্ষদকে সহযোগীতার জন্য প্রচলিত নিয়মকানুন, অভ্যন্তরীণ নীতি, নিয়ন্ত্রণ সংস্থা কর্তৃক আরোপিত সকল প্রকার নির্দেশনার যথাযথ পরিপালন ও বাস্তবায়নের জন্য অডিট কমিটির কার্যক্রম পরিচালিত হয়।

#### বর্তমান অডিট কমিটিঃ

ক্রমিক নং	নাম	নিরীক্ষা কমিটিতে পদবী	পরিচালনা পর্যদে পদবী
०১	মোঃ নূরুল হক	চেয়ারপারসন	স্বতন্ত্র পরিচালক
०২	জনাব মোহাম্মদ আব্দুল হালিম	সদস্য	উদ্যোক্তা পরিচালক
00	জনাব ইঞ্জিঃ শাহজাহান শিকদার	সদস্য	বিকল্প পরিচালক
08	জনাব ডঃ আলী আহমেদ হাওলাদার	সদস্য	বিকল্প পরিচালক
90	এ এইচ এম জাকারিয়া	সদস্য সচিব	কোম্পানি সচিব

৩০ জুন ২০২২ তারিখে সমাপ্ত বছরে অডিট কমিটির ৪টি সভা অনুষ্ঠিত হয়েছে। সভায় সদস্যবন্দের উপস্থিতি।

ক্রমিক নং	নাম	পদবী	অনুষ্ঠিতব্য সভা	উপস্থিতি
٥٥	মোঃ নূরুল হক	চেয়ারপারস <b>ন</b>	8	8
०২	জনাব মোহাম্মদ আব্দুল হালিম	সদস্য	۵	۵
00	মোঃ মুকিত হালিম	সদস্য	۵	۵
	জনাব ইঞ্জিঃ শাহজাহান শিকদার	সদস্য	৩	9
08	মিস্ হাছিনা আক্তার	সদস্য	٥	۵
90	মোঃ মোস্তাসিন হালিম	সদস্য	٥	۵
	জনাব ডঃ আলী আহমেদ হাওলাদার	সদস্য	۵	۵

সকল সভার কার্যবিবরণী সময়মত ও নিয়মিতভাবে কোম্পানির পরিচালনা পর্যদকে অবহিত করা হয়েছে। প্রতিটি সভায় কোম্পানি সচিব কমিটির সদস্য সচিব হিসেবে এবং ব্যবস্থাপনা পরিচালক আমন্ত্রিত সদস্য হিসেবে সভায় অংশ গ্রহণ করেছে। এছাড়াও প্রয়োজন অনুসারে প্রধান অর্থ কর্মকর্তা (সি.সি), অভ্যন্তরীণ নিরীক্ষা ও কম্প্লায়েন্স কর্মকর্তা এবং অন্যান্য বিভাগীয় প্রধানকে অডিট কমিটির সভায় আমন্ত্রণ জানানো হয়ে থাকে।

#### অডিট কমিটির কার্যক্রমঃ

- ক) আর্থিক প্রতিবেদনে কোম্পানি আইন, বাংলাদেশ সিকিউরির্টিজ অ্যান্ড এক্সচেঞ্জ কমিশনের প্রচলিত আইন এবং অন্যান্য নিয়মনীতি অনুসরন করা হয়েছে কিনা তা পর্যবেক্ষন করা।
- খ) অভ্যন্তরীন নিয়ন্ত্রণ, ঝুকি ব্যবস্থাপনার দিকে নজর দেওয়া।
- গ) কোম্পানীর বহিঃনিরীক্ষক নিয়োগের জন্য অডিট কমিটি পর্যদে সুপারিশ করা।
- ঘ) কমিটি ৩০ জুন ২০২২ তারিখে সমাপ্ত বছরের কোম্পানীর আর্থিক প্রতিবেদন পর্যালোচনা এবং উক্ত প্রতিবেদন আন্তর্জাতিক হিসাব মান (IAS) ও আন্তর্জাতিক আর্থিক প্রতিবেদন মানের (IFRS) অনুসৃত নিয়মের আলোকে প্রস্তুত হয়েছে কিনা তাহা নিশ্চিত করেছে।
- ঙ) বার্ষিক, অর্থ-বার্ষিক এবং ত্রৈ-মাসিক আর্থিক প্রতিবেদন অনুমোদনের জন্য পরিচালনা পর্ষদে সুপারিশ করা।
- চ) অভ্যন্তরীণ নিরীক্ষা প্রতিবেদন পর্যালোচনা এবং অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থা উন্নত করতে নিরীক্ষা কার্যক্রম পরিকল্পনা বাস্তবায়ন মনিটর করা।

অডিট কমিটি পরিচালনা পর্ষদের সকল সদস্য , নিরীক্ষক , ব্যবস্থাপনা ও নিয়ন্ত্রণকারী কর্তৃপক্ষকে কমিটির দায়িত্ব ও কর্তব্য পালনে তাদের সহযোগীতার জন্য আন্তরিক ধন্যবাদ জ্ঞাপন করছি।



(মোঃ নূরুল ্হক)

চেয়ারপারসন, অডিট কমিটি

#### Aziz Pipes Limited

#### Nomination and Remuneration Committee এর গঠনতন্ত্র, দায়িত্ব, কার্যাবলী, কর্মপন্থা (Policy) ও TOR

বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের নোটিফিকেশন নং- BSEC/CMRRCD/2006-158/207/ Admin/80 তারিখঃ ৩ জুন ২০১৮ এর Condition No. 6 মোতাবেক কোম্পানির বোর্ডে সাব কমিটি হিসেবে Nomination and Remuneration Committee কাজ করবে। কমিটির গঠনতন্ত্র, দায়িত্ব, কার্যাবলী, কর্মপন্থা (Policy) ও TOR নিম্নেরূপঃ

#### ১। দায়িত্ব ঃ

বোর্ডের সাব-কমিটি হিসেবে নমিনেশন অ্যান্ড রিমিউনারেশন কমিটি কাজ করবে। কমিটি পরিচালকদের ও উর্ধ্বতন নির্বাহীদের যোগ্যতা নির্বারণের জন্য মানদন্ড বা নীতি, ইতিবাচক বৈশিষ্ট্য ও অভিজ্ঞতা ইত্যাদি বিবেচনা করে মনোনয়ন ও পারিশ্রমিক নির্বারণ বিষয়ে বোর্ডকে সহায়তা করবে। এনআরসি এর Terms of Reference (TOR) থাকবে।

#### ২। গঠনতন্ত্ৰ ঃ

একজন স্বতন্ত্র পরিচালকসহ কমিটি হবে ৩ সদস্য বিশিষ্ট, সকল সদস্য হবে Non-Executive Director, বোর্ডদ্বারা সদস্যগণ মনোনিত ও নিয়োগপ্রাপ্ত হবেন এবং অপসারন ও নিয়োগের ক্ষমতা থাকবে বোর্ডের। মৃত্যু, পদত্যাগ, অযোগ্যতা বা অপসারন বা অন্যকোন কারণে কমিটি সদস্যপদ শূণ্য হলে ১৮০ দিনের মধ্যে শূণ্যপদ পুরণ করতে হবে।

কমিটির চেয়ারপারসন কোন বিষয়ে সহযোগীতার জন্য পরামর্শক, সদস্য বা উপদেষ্টা নিয়োগ করতে পারবেন। কোম্পানি সচিব কমিটির সচিবের দায়িত্ব পালন করবেন। ন্যূনতম একজন স্বতন্ত্র পরিচালকের উপস্থিতিতে কোরাম পূর্ণ হবে। কমিটি সদস্যগন সভায় উপস্থিতি ফি বা সম্মানি ছাডা সরাসরি বা পরোক্ষভাবে উপদেশ বা পরামর্শের জন্য কোন পারিশ্রমিক পাবেন না।

#### ৩। NRC এর চেয়ারপারসন ঃ

বোর্ড একজন স্বতন্ত্র পরিচালক কে কমিটির চেয়ারপারসন নির্বাচিত করবে তার অনুপস্থিতিতে অন্য সদস্যদের মধ্যে থেকে চেয়ারপারসন নির্বাচন করতে পারবেন। অনুপস্থিতির কারণ কার্যবিবরণীতে লিপিবদ্ধ করতে হবে। তিনি বার্ষিক সাধারন সভায় উপস্থিত থাকবেন এবং শেয়ারহোল্ডারদের প্রশ্নের উত্তর দিবেন।

#### ৪। এনআরসি সভাঃ

আর্থিক বছরে কমিটি কমপক্ষে ১টি সভা করবে। এনআরসি চেয়ারপারসন বা কোন সদস্যের অনুরোধে জরুরী সভা আহ্বান করতে পারে। একজন স্বতন্ত্র পরিচালকসহ দুই তৃতীয়াংশ সদস্যের উপস্থিতিতে কোরাম পূর্ণ হবে। এনআরসি সভায় কার্যধারা যথাযথভাবে কার্যবিবরণী আকারে লিপিবদ্ধ করতে হবে এবং পরবর্তী সভায় তা নিশ্চিত করতে হবে।

#### ৫। এনআরসি কার্যবলী/ ভূমিকাঃ

এনআরসি হবে স্বতন্ত্র এবং বোর্ড ও শেয়ারহোল্ডারদের নিকট দায়ী বা দায়বদ্ধ থাকবে। এছাড়াও যোগ্যতা নির্ধারণের জন্য মানদন্ত প্রণয়ন, ইতিবাচক গুনাবলীর আলোকে স্বতন্ত্র পরিচালক ও শীর্ষন্তরের নির্বাহীদের বেতন সম্পর্কে বোর্ডে নীতিমালা বিবেচনায় সুপারিশ করবে। কোম্পানি পরিচালনায় প্রেরণা হিসেবে যুক্তিসম্মত ও আকর্ষণীয় পারিশ্রমিক স্তর গঠনসহ উপযুক্ত কর্মদক্ষতা মূল্যায়ন করে পারিশ্রমিক নির্ধারণ করবে। বোর্ড বয়স, লিঙ্গ, অভিজ্ঞতা, জাতিগত, শিক্ষাগত যোগ্যতা এবং জাতীয়তা বিবেচনায় নিয়ে বৈচিত্র্যময় নীতি প্রণয়ন করবে এবং কোম্পানির কর্মীদের জন্য মানব সম্পদ উন্নয়ন প্রশিক্ষনের ব্যবস্থা ও বার্ষিক পর্যালোচনা করবে।

NRC এর কর্মপন্থা (Policy)ঃ এনআরসি কমিটির প্রতিবেদনে Policy বার্ষিক প্রতিবেদনের ১৯নং পাতায় প্রকাশ করা হয়েছে।

#### TOR of NRC:

The NRC shall assist the Board of Aziz Pipes Ltd. in f ormulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top level executive as well as a policy for formal process of considering remuneration of directors, top level executive of Aziz Pipes Ltd. NRC shall oversee, among others, the following matters and make report with recommendation to the Board:

- (i) formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the Board, relating to the remuneration of the directors, top level executive to considering the following:
- (a) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully;
- (b) the relationship of remuneration to perform is clear and meets appropriate performance benchmarks; and
- (c) remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the company and its goals;
- (ii) devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;
- (iii) identifying persons who are qualified to become directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the Board;
- (iv) formulating the criteria for evaluation of performance of independent directors and the Board;
- (v) any other issue referred to NRC Board of Directors of Aziz Pipes Limited.

## নমিনেশন অ্যান্ড রিমিউনারেশন কমিটির প্রতিবেদন

বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের নোটিফিকেশন নং - BSEC/CMRRCD/2006-158/207/Admin/80 তারিখঃ ৩ জুন ২০১৮ মোতাবেক Corporate Governance Code এর Condition No. 6 অনুযায়ী Nomination and Remuneration Committee (NRC) গঠন করা হয়। বোর্ডে সাব কমিটি হিসেবে নমিনেশন অ্যান্ড রিমিউনারেশন কমিটি গ করছে। নমিনেশন অ্যান্ড রিমিউনারেশন কমিটি ঃ

ক্রমিক নং	নাম	কমিটি পদবী	পরিচালনা পর্ষদে পদবী
۱ د	জনাব ডঃ স্বপন কুমার ধর	চেয়ারপারসন	স্বতন্ত্র পরিচালক
২ ।	জনাব ইঞ্জিঃ শাহজাহান শিকদার	সদস্য	বিকল্প পরিচালক
৩।	জনাব ডঃ আলী আহমেদ হাওলাদার	সদস্য	বিকল্প পরিচালক
8	জনাব এএইচএম জাকারিয়া	সচিব	কোম্পানি সচিব

সভায় কোম্পানি সচিব, কমিটির সচিব হিসাবে উপস্থিত ছিলেন এবং ব্যবস্থাপনা পরিচালক ও প্রধান হিসাব কর্মকর্তা (সি.সি) আমন্ত্রিত সদস্য হিসেবে সভায় অংশ গ্রহণ করেছে। এছাড়াও প্রয়োজন অনুসারে উধ্বর্তন কর্মকর্তা কমিটির সভায় আমন্ত্রণ জানানো হয়। সভার কার্যবিবরণী সময়মত ও নিয়মিতভাবে কোম্পানির পরিচালনা পর্যদকে অবহিত করা হয়েছে।

এ বছরে নমিনেশন অ্যান্ড রিমিউনারেশন কমিটির ৩টি সভা অনুষ্ঠিত হয়েছে। সভায় সদস্যবন্দের উপস্থিতি নিম্লর্নপঃ

ক্রমিক নং	নাম	পদবী	অনুষ্ঠিতব্য সভা	উপস্থিতি
٥٥	জনাব ডঃ স্বপন কুমার ধর	চেয়ারপারসন	۶	2
	জনাব খন্দকার নূরুজ্জামান		২	×
૦২	জনাব ইঞ্জিঃ শাহজাহান শিকদার	সদস্য	9	9
೦೦	জনাব ডঃ আলী আহমেদ হাওলাদার	সদস্য	۶	۶

জনাব খন্দকার নূরুজ্জামান এর মেয়াদ শেষ হওয়ায় তাহার স্থূলে জনাব ডঃ স্বপন কুমার ধর কে স্বতন্ত্র পরিচালক হিসেবে নিয়োগ করা হয়েছে। পরিচালনা পর্ষদের ২৪১তম সভায় জনাব ডঃ আলী আহমেদ হাওলাদার কে বিকল্প পরিচালক হিসেবে নিয়োগ প্রদান করায় তাহাকে এনআরসি এর সদস্য মনোনিত করা হয়।

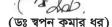
#### নমিনেশন অ্যান্ড রিমিউনারেশন কমিটির কার্যক্রম ঃ

- 📱 নমিনেশন অ্যান্ড রিমিউনারেশন কমিটি হবে স্বতন্ত্র এবং বোর্ড ও শেয়ারহোল্ডারদের নিকট দায়ী বা দায়বদ্ধ থাকবে।
- কোম্পানি পরিচালনায় প্রেরণা হিসেবে যুক্তিসংগত ও আকর্ষণীয় পারিশ্রমিক স্তর গঠন। উপযুক্ত কর্মদক্ষতা মূল্যায়ন করে পারিশ্রমিক নির্ধারণ।
- শৃতন্ত্র পরিচালক এবং শীর্ষন্তরের নির্বাহীদের নির্বারিত মানদন্ড অনুযায়ী যোগ্য ব্যক্তিদের চিহ্নিত করা এবং নিয়োগ ও অপসারনের জন্য বোর্ডে সুপারিশ করবে। কোম্পানির প্রয়োজনে কর্মীদের পদোর্নুতি, বদলি বা প্রতিস্থাপনের জন্য বিভিন্ন ধাপে চিহ্নিত ও নির্বাচিত করবে।

#### নমিনেশন অ্যান্ড রিমিউনারেশন কমিটির পলিসি (কর্মপন্থা)ঃ

- কোম্পানির কর্মীদের জন্য মানব সম্পদ উন্নয়নে ভ্যাট ও মূসক, অনলাইনে রিটার্ন দাখিল, VAT Management, Import & Export L/C ইত্যাদি প্রশিক্ষনের সুপারিশ করায় প্রশিক্ষন গ্রহণ করেছে যা চলমান আছে এবং থাকবে।
- স্বতন্ত্র পরিচালক এবং ব্যবস্থাপনা পরিচালক নিয়োগের সুপারিশ করেছেন।
- উধ্বর্তন কর্মকর্তাদের যোগ্যাতা, নৈতিকতা, ইতিবাচক বৈশিষ্ট্য ও অভিজ্ঞতার আলোকে নমিনেশন অ্যান্ড রিমিউনারেশন কমিটি এ বছর কোভিড-১৯ করোনা ভাইরাসের প্রার্দ্ভাবে বৈশ্বিক অর্থনৈতিক অবস্থা খারাপ হওয়ায় নির্দিষ্ট সংখ্যক জনবল রেখে, সুবিধাদি কমানোর বিষয়ে সুপারিশ বাস্তবায়িত হয়েছে।
- কোভিড কালীন সময়ে কারখানায় উৎপাদন কার্যক্রম বন্ধ থাকায় কর্মকর্তা/কর্মচারীদের গ্র্যাচুইটি, অর্জিত ছুটি সহ সকল পাওনাদি
  মহামারীকালীন সময়ে পরিশোধের সুপারিশ করায় সকল পাওনাদি পরিশোধ করা হয়েছে।
- 🔹 কমিটির সুপারিশ মোতাবেক পরিচালনা পর্ষদ ও সাবকমিটি সভাসমূহে উপস্থিতির জন্য পরিচালকদের পূর্বের ফি বলবৎ হয়েছে।
- কোভিড পরবর্তী সময়ে কোম্পানির অবস্থা উন্নতি লাভ করলে চলমান পে-ক্ষেলের পুনঃনির্ধারণ করা হবে।

নমিনেশন অ্যান্ড রিমিউনারেশন কমিটি পরিচালনা পর্যদের সকল সদস্য , নিরীক্ষক , ব্যবস্থাপনা ও নিয়ন্ত্রণকারী কর্তৃপক্ষকে কমিটির দায়িত্ব ও কর্তব্য পালনে তাদের সহযোগীতার জন্য আন্তরিক ধন্যবাদ জ্ঞাপন করছে।



চেয়ারপারসন নমিনেশন অ্যান্ড রিমিউনারেশন কমিটি

## Statement of Management's Discussion and Analysis of Managing Director under clause 1.5 (xxv)

In accordance with the notification of Bangladesh Securities and Exchange Commission No: BSEC/ CMRRCD/2006-158/Admin/80, Dated: 03, June 2018.

As per above clause I undersigned herby and certify that:

The financial statements of Aziz Pipes Ltd. have been prepared in accordance with the Companies Act. 1994, International Accounting Standard (IAS)/ International Financial Reporting Standards (IFRS) and other applicable laws, rules and regulations.

There is no change in accounting policies and estimation in this financial year; everything is consistence with previous year.

Aziz Pipes Ltd. is making significant contribution to the company through regional development, poverty alleviation and employment.

Bank loan, Lack of working Capital, Raw Materials price high, Due to Purchase from local market instead of import and un-utilization production activities etc are the major risk of this company. Due to these the loss of the company is increasing gradually.

S.M. Hemayet Uddin

Managing Director

Annexure-A
[As per condition No. 1(5) (xxvi)]
Name of the company: Aziz Pipes Ltd.
Declaration by CEO and CFO

## Name of the company: Aziz Pipes Ltd. Declaration by CEO and CFO

তারিখ ঃ ২০/১০/২০২২

পরিচালনা পর্ষদ আজিজ পাইপস্ লিমিটেড ৯৩, মতিঝিল বা/এ (৪র্থ তলা) ঢাকা-১০০০।

বিষয় ঃ ৩০ জুন ২০২২ তারিখে সমাপ্ত বছরের জন্য ব্যবস্থাপনা পরিচালক এবং প্রধান আর্থিক কর্মকর্তার ঘোষণা। প্রিয় মহোদয়

বাংলাদেশ সিকিউরিটিজ ও এন্ধচঞ্জ কমিশনের ৩ জুন ২০১৮ তারিখের নোটিফিকেশন নং-বিএসইসি/সিএমআরআরসিডি/ ২০০৬-১৫৮/২০৭/প্রশাসন/৮০ এর শর্ত নং- ১(৫) (xxvi) অনুযায়ী এবং বাংলাদেশ সিকিউরিটিজ এন্ধচঞ্জ অধ্যাদেশ ১৯৬২ এর ২ CC ধারার অধীনে ৩০ জুন ২০২২ তারিখে সমাপ্ত বছরের জন্য আমরা ঘোষণা করছি যে.

- ১. ৩০ জুন ২০২২ তারিখ সমাপ্ত বছরের আর্থিক প্রতিবেদন IAS/IFRS মোতাবেক করা হয়েছে।
- ২. আর্থিক বিবৃতিগুলো যুক্তিসঙ্গতভাবে উপস্থাপিত হয়েছে;
- ৩. হিসাবগুলি যথাযথভাবে রক্ষণাবেক্ষন করা হয়েছে;
- 8. অভ্যন্তরীন নিরীক্ষক দ্বারা হিসাবগুলি নিরীক্ষা ও নীতিগুলি ধারাবাহিকভাবে অনুসরন করা হয়েছে।
- ৫. আর্থিক বিবরণীতে চলমান হিসাব নীতি যথাযথ ব্যবহার করা হয়েছে এবং
- ৬. আর্থিক বিবরণী প্রস্তুতের সময় ব্যবস্থাপনা কর্তৃপক্ষ চলমান প্রতিষ্ঠান হিসেবে কোন বিষয়ে উল্লেখযোগ্য অনিশ্চতা পরিস্থিতি বিদ্যমান নাই, যা চলমান উদ্বেগেও সন্দেহাতীতভাবে কোম্পানি চালিয়ে যাওয়ার স্বক্ষমতা রাখে। আমরা আরও ঘোষণা করছি যে.
- ১. আমরা এ সমাপ্ত বছরের আর্থিক বিবরণী পর্যালোচনা করেছি এবং আমাদের বিশ্বাস মতে.
  - ক) আর্থিক বিবরণীতে কোন বিষয়-বস্তুতে অসত্য বিবৃতি নেই অথবা কোন গুরুত্বপূর্ণ তথ্য বাদ পড়েনি বা বিভ্রান্তিকর কোন বিবৃতি আসেনি;
  - খ) আর্থিক বিবরণীতে কোম্পানির কার্যক্রমের সত্য চিত্র উপস্থাপিত হয়েছে এবং বর্তমান হিসাব মান ও রীতি মেনে আর্থিক বিবরণী তৈরী করা হয়েছে।
- ২. আমাদের বিশ্বাস মতে সংশ্লিষ্ট বছরে আর্থিক বিবরণীতে কোন প্রতারণাপূর্ণ, বেআইনী বা কোম্পানির আচরণবিধি পরিপন্থী কোন লেনদেন সংগঠিত হয়নি।

আপনার বিশ্বস্ত,

(এস. এম. হেমায়েত উদ্দিন)

ব্যবস্থাপনা পরিচালক

(মোঃ রাশিদুল হাসান)

ম্যানেজার (ফাইন্যান্স এন্ড একাউন্টস) ও প্রধান আর্থিক কর্মকর্তা (সি সি)



#### Annexure -B

[Certificate as per condition no. 1(5)(xxvii)] of Corporate Governance Code of Bangladesh Securities & Exchanges Commission (BSEC) Vide Notification No.

BSEC/CMRRCD/2006-158/207/Admin/80 Dated 03rd June, 2018.

## Report to the Shareholders of Aziz Pipes Limited on compliance on the Corporate Governance Code

We have examined the compliance status to the Corporate Governance Code by Aziz Pipes Limited for the year ended on June 30, 2022. This Code relates to the Notification no.BSEC/CMRRCD/2006-158/207/Admin/80, Dated: 3rd June 2018 of the Bangladesh Securities and Exchange Commission.

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

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

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

- (a) The Company has complied with the conditions of the Corporate Governance Code as stipulated in the above mentioned Corporate Governance Code issued by the Commission;
- (b) The Company has complied with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) as required by this Code;
- (c) Proper books and records have been kept by the Company as required under the Companies Act, 1994, the Securities laws and other relevant laws; and
- (d) The governance of the company is satisfactory.

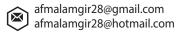
Place-Dhaka. Dated: November 15, 2022



AFM Alamgir, FCA
Chief Executive Partner
ARTISAN
Chartered Accountants



Sonargaon Terrace (2nd floor), House # 52, Road # 13/C, Block # E, Banani, Dhaka-1213, Bangladesh.







#### Annexure-C

## **Compliance status on Corporate Governance Code of BSEC**

[As per condition No. 1(5)(xxvii)]

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

(Report under Condition No. 9)

Condition No.	Tiala	Compliance Status	Remarks (if any)	
	Title	Complied	Complied Not complied	
1.00	BOARD OF DIRECTORS			
1(1)	Size of the Board of Directors	٧		
1(2)	INDEPENDENT DIRECTORS			
1(2) (a)	At least 1/5th of the total number of directors	٧		
1(2)(b)(i)	Does not hold any share or holds less than one percent (1%) shares of total paid up capital.	٧		
1(2)(b)(ii)	Not a sponsor of the company or is not connected with the company's any sponsor or director or nominated director or shareholder of the company or any of its associates, sister concerns, subsidiaries and parents or holding entities who holds one percent (1%) or more shares of the total paid-up share	٧		
1(2)(b)(iii)	Has not been an executive of the company in immediately preceding 2 (two) financial years.	٧		
1(2)(b)(iv)	Has any other relationship, whether pecuniary or otherwise, with the company or its subsidiary or associated companies	٧		
1(2)(b)(v)	Not a member or TREC (Trading Right Entitlement Certificate) holder, director or officer of any stock exchange	٧		
1(2)(b)(vi)	Not a shareholder, director excepting independent director or officer of any member or TREC holder of stock exchange or an intermediary of the capital market.	٧		
1(2)(b)(vii)	Not the partners or executives during preceding 3 (three) years of concerned company's statutory audit firm.	٧		
1(2)(b)(viii)	Not the independent directors in more than 5 (five) listed companies.	٧		
1(2)(b)(ix)	Not convicted by a court of competent jurisdiction as a defaulter in payment of any loan to a bank or a non-bank financial institution (NBFI).	٧		
1(2)(b)(x)	Not been convicted for a criminal offence involving moral turpitude.	٧		
1(2)(c)	Shall be appointed by the Board of Directors and approved by the Shareholders in the AGM.	٧		
1(2)(d)	The post of independent directors cannot remain vacant for more than 90 days.	٧		
1(2)(e)	The tenure of office of an Independent Directors shall be for a period of 3 (three) years which may be extended for 1 (one) term only.	٧		

## Aziz Pipes Limited

1(3)	QUALIFICATION OF INDEPENDENT DIRECTOR		
1(3)(a)	Independent Director shall be knowledgeable individual with integrity who is able to ensure required compliance.	٧	
1(3)(b)(i)	Business Leader who is or was a promoter or director of an		Not
1(3)(0)(1)	unlisted company having minimum paid-up capital of Tk.  100.00 million or any listed company		Applicable
1(3)(b)(ii)	Corporate Leader who is or was a top level executive not lower than CEO or MD or DMD or CFO or Head of F&A or Company Secretary or Head of Internal Audit and Compliance or Head of Legal Service or a candidate with equivalent position of an unlisted company having minimum paid-up capital of Tk. 100.00 million or of a listed company		Not Applicable
1(3)(b)(iii)	Former official of government or statutory or autonomous or regulatory body in the position not below 5th Grade of the national pay scale		Not Applicable
1(3)(b)(iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law		Not Applicable
1(3)(b)(v)	Professional who is or was an advocate practicing at least in the High Court Division of Bangladesh Supreme Court or a CA or CMA or CFA or CCA or Certified Public Accountant or Chartered Management Accountant or Chartered Secretary or equivalent		Not Applicable
1(3)(c)	The independent director shall have at least 10 (ten) years of experiences in any field mentioned in clause (b)	٧	
1(3)(d)	In special cases, the above qualifications or experiences may be relaxed subject to prior approval of the Commission	V	
1(4)	Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer		
1(4)(a)	The positions of the Chairperson of the Board and the MD and/or CEO of the company shall be filled by different individuals	٧	
1(4)(b)	The MD and/or CEO of a listed company shall not hold the same position in another listed company	٧	
1(4)(c)	The Chairperson of the Board shall be elected from among the non-executive directors of the company	٧	
1(4)(d)	Separate Chairman and CEO and clearly defined roles and responsibilities.	٧	
1(4)(e)	Chairperson of the Board, the remaining members may elect one of themselves from non-executive directors as Chairperson	٧	
1(5)	The Directors Report to Shareholders		
1(5)(i)	Industry outlook and possible future developments in the industry	٧	
1(5)(ii)	Segment-wise or product-wise performance.	V	
1(5)(iii)	Risks and concerns	V	
1(5)(iv)	Discussion on cost of goods sold, gross profit margin and net profit margin	٧	
1(5)(v)	Discussion on continuity of any Extra-Ordinary gain or loss.	√	
1(5)(vi)	Basis for related party transaction- a statement of all related party transactions should be disclosed in the annual report	٧	
1(5)(vii)	Utilization of proceeds from public issues, right issues and/ or through any others instruments.		No Such Event Occurred
1(5)(viii)	An explanation if the financial results deteriorate after the company goes for IPO, RPO, Rights Offer, Direct Listing etc.		No Such Event Occurred

1(5)(ix)	If significant variance occurs between quarterly financial performance and annual financial statements the management	٧	
1/5/)	shall explain about the variance on their Annual Report.		
1(5)(x)	Remuneration to directors including independent directors.	٧	
1(5)(xi)	The financial statements prepared by the management of the company present fairly its state of affairs, the results of its operation, cash flows and changes in equity.	V	
1(5)(xii)	Proper books of accounts of the company have been maintained.	٧	
1(5)(xiii)	Appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment.	٧	
1(5)(xiv)	IAS, BAS, IFRS, BFRS, as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there-from has been adequately disclosed.	V	
1(5)(xv)	The system of internal control is sound in design and has been effectively implemented and monitored.	V	
1(5)(xvi)	Interest of Minority Shareholders	√	
1(5)(xvii)	There are no significant doubts upon the company's ability to continue as a going concern.	٧	
1(5)(xviii)	Significant deviations from the last year's operating results of the company shall be highlighted and the reasons thereof should be explained.	V	
1(5)(xix)	Key operating and financial data of at least preceding 5 (Five) years shall be summarized.	٧	
1(5)(xx)	If the company has not declared dividend (cash or stock) for the year, the reasons thereof shall be given.	٧	
1(5)(xxi)	Effect that no bonus shares or stock dividend has been declared as interim dividend	V	
1(5)(xxii)	The number of Board meetings held during the year and attendance by each director shall be disclosed.	V	
1(5)(xxiii)	The Pattern of shareholding:		
1(5)(xxiii)(a)	Parent or Subsidiary or Associated Companies and other related parties	V	
1(5)(xxiii)(b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and their spouses and minor children (name wise details);	٧	
1(5)(xxiii)(c)	Executives (top five salaried employees of the company other than stated in 1.5(xxi)b);	٧	
1(5)(xxiii)(d)	Shareholders holding ten percent (10%) or more voting interest in the company (name wise details).	٧	
1(5)(xxiv)	Appointment or re-appointment of a director		
1(5)(xxiv)(a)	A brief resume of the Director;	√	
1(5)(xxiv)(b)	Nature of his/her expertise in specific functional areas.	V	
1(5)(xxiv)(c)	Names of companies in which the person also holds the directorship and the membership of committees of the board.	٧	
1(5)(xxv)	Management discussion and analysis of financial statements		
1(5)(xxv)(a)	accounting policies and estimation for preparation of financial statements	٧	
1(5)(xxv)(b)	changes in accounting policies and estimation, if any, clearly describing the effect on financial performance or results and financial position as well as cash flows in absolute figure for such changes	٧	
1(5)(xxv)(c)	comparative analysis	√	
1(5)(xxv)(d)	compare such financial performance or results and financial position as well as cash flows with the peer industry scenario	٧	
1(5)(xxv)(e)	briefly explain the financial and economic scenario of the country and the globe	٧	
	1		
1(5)(xxv)(f)	risks and concerns	√	

## Aziz Pipes Limited

1(5)(xxvi)	Declaration or certification by the CEO and the CFO to the Board as required under condition No. 3(3) shall be disclosed as per Annexure-A	٧	
1(5)(xxvii)	The report as well as certificate regarding compliance of conditions of this Code as required under condition No. 9 shall be disclosed as per Annexure-B and Annexure-C.	٧	
1(6)	Meetings of the Board of Directors Shall be conducted According to Bangladesh Secretarial Standard (BSS)'s issued by The Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of this Code.	٧	
1(7)	Code of conduct for the Chairperson, other Board members and Chief Executive Officer		
1(7)(a)	Board shall lay down a code of conduct	V	
1(7)(b)	The code of conduct as determined by the NRC shall be posted on the website of the company	٧	
2.00	Governance of Board of Directors of Subsidiary Company		
2(a)	Provisions relating to the composition of the Board of the holding company		Not Applicable
2(b)	At least 1 (one) independent director on the Board of the holding company shall be a director on the Board of the subsidiary company		Not Applicable
2(c)	The minutes of the Board meeting of the subsidiary company shall be placed for review		Not Applicable
2(d)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also		Not Applicable
2(e)	The Audit Committee of the holding company shall also review the financial statements		Not Applicable
3.00	Managing Director(MD) or Chief Executive Officer (CEO), Chief Financial Officer (CFO), Head of Internal Audit and Compliance (HIAC) and Company Secretary (CS)		
3(1)	Appointment		
3(1)(a)	The Board shall appoint a MD or CEO, a Company Secretary, a CFO and a Head of Internal Audit and Compliance (HIAC)	٧	
3(1)(b)	The positions of the MD or CEO, Company Secretary, CFO and Head of Internal Audit and Compliance (HIAC) shall be filled by different individuals	٧	
3(1)(c)	The MD or CEO, CS, CFO and HIAC of a listed company shall not hold any executive position in any other company at the same time	٧	
3(1)(d)	The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS	٧	
3(1)(e)	The MD or CEO, CS, CFO and HIAC shall not be removed from their position without approval of the Board		Applicable When Required
3(2)	The MD or CEO, CS, CFO and HIAC shall attend the meeting of the Board of Directors'	<b>√</b>	

3(3)	Duties of MD or CEO and CFO		
3(3)(a)	Certified by MD and CFO that they have reviewed		
	financial statements and that to the best of their		
	knowledge and belief:		
3(3)(a)(i)	Do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading	٧	
3(3)(a)(ii)	True and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws	٧	
3(3)(b)	MD or CEO and CFO shall also certify that there are, to the best of knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board or its members	٧	
3(3)(c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report	٧	
4.00	BOARD OF DIRECTORS' COMMITTEE		
4(i)	Audit Committee	V	
4(ii)	Nomination and Remuneration Committee	√	
5.00	Audit Committee		
5(1)	Responsibility to the Board of Directors		
5(1)(a)	The company shall have an Audit Committee as a sub- committee of the Board	٧	
5(1)(b)	Audit Committee shall assist the Board in ensuring that the financial statements reflect true and fair view of the state of affairs of the company	٧	
5(1)(c)	The Audit Committee shall be responsible to the Board; the duties of the Audit Committee shall be clearly set forth in writing	٧	
5(2)	Constitution of the Audit Committee		
5(2)(a)	The Audit Committee shall be composed of at least 3 members.	٧	
5(2)(b)	Constitution of Audit Committee with Board Members including one Independent Director.	٧	
5(2)(c)	All members of the Audit Committee should be "financially literate" and at least 1 (one) member shall have accounting or related financial management experience.	٧	
5(2)(d)	Filling of Casual Vacancy in Committee		No Such Event Occurred
5(2)(e)	The Company Secretary shall act as the secretary of the Committee.	٧	
5(2)(f)	The quorum of the Audit Committee meeting shall not constitute without at least 1 independent director.	٧	
5(3)	Chairperson of the Audit Committee		
5(3)(a)	Chairman of the Audit Committee shall be an Independent Director.	٧	
5(3)(b)	In absence of the Chairperson of the Audit Committee, the remaining members may elect one of themselves as Chairperson		No Such Event Occurred
5(3)(c)	Chairperson of the audit committee shall remain present in the Annual General Meeting (AGM).	٧	

## Aziz Pipes Limited

5(4)	Meeting of the Audit Committee		
5(4)(a)	The Audit Committee shall conduct at least its four meetings in a financial year	٧	
5(4)(b)	The quorum of the meeting of the Audit Committee shall be constituted in presence	٧	
5(5)	Role of Audit Committee		
5(5)(a)	Oversee the financial reporting process	٧	
5(5)(b)	Monitor choice of accounting policies and principles.	٧	
5(5)(c)	Monitor Internal Control Risk management process.	٧	
5(5)(d)	Oversee hiring and performance of external auditors.	٧	
5(5)(e)	Hold meeting with the external or statutory auditors	٧	
5(5)(f)	Review along with the management, the annual financial statements before submission to the board for approval.	٧	
5(5)(g)	Review along with the management, the quarterly and half yearly Financial Statements before submission to the Board for approval.	٧	
5(5)(h)	Review the adequacy of internal audit function.	٧	
5(5)(i)	Review the Management's Discussion and Analysis before disclosing in the Annual Report	٧	
5(5)(j)	Review statement of all related party transactions submitted by the management.	٧	
5(5)(k)	Review Management Letters/ Letter of Internal Control weakness issued by statutory auditors.	٧	
5(5)(I)	Oversee the determination of audit fees	√	
5(5)(m)	When money is raised through Initial Public Offering (IPO)/ Repeat Public Offering (RPO)/Rights Issue the company shall disclose to the Audit Committee about the uses/applications of funds by major category (capital expenditure, sales and marketing expenses, working capital, etc.), on a quarterly basis, as a part of their quarterly declaration of financial results.	٧	
5(6)	Reporting of the Audit Committee		
5(6)(a)	Reporting to the Board of Directors.		
5(6)(a)(i)	The Audit Committee shall report on its activities to the Board of Directors.	٧	
5(6)(a)(ii)(a)	Report on conflicts of interests.		No Such Event Occurred
5(6)(a)(ii)(b)	Suspected or presumed fraud or irregularity or material defect in the internal control system;		No Such Event Occurred
5(6)(a)(ii)(c)	Suspected infringement of laws, including securities related laws, rules and regulations;		No Such Event Occurred
5(6)(a)(ii)(d)	Any other matter which shall be disclosed to the Board of Directors immediately.		No Such Event Occurred

5(6)(b)	If the Audit Committee has reported to the Board about anything which has material impact on the financial condition and results		No Such Event
	of operation and has discussed with the Board and the management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall report such finding to the Commission, upon reporting of such matters to the Board for three times or completion of a period of 6 (six) months from the date of first reporting to the Board, whichever is earlier.		Occurred
5(7)	Reporting of activities of the Audit Committee to the Shareholders and General Investors.	٧	
6.00	Nomination and Remuneration Committee (NRC)		
6(1)	Responsibility to the Board of Directors'		
6(1)(a)	The company shall have a Nomination and Remuneration Committee (NRC) as a sub-committee of the Board	٧	
6(1)(b)	The NRC shall assist the Board in formulation of the nomination criteria or policy	٧	
6(1)(c)	The Terms of Reference (ToR) of the NRC shall be clearly set forth in writing covering the areas stated at the condition No. 6(5)(b)	٧	
6(2)	Constitution of the NRC		
6(2)(a)	The Committee shall comprise of at least three members including an independent director	٧	
6(2)(b)	All members of the Committee shall be non-executive directors	٧	
6(2)(c)	Members of the Committee shall be nominated and appointed by the Board	٧	
6(2)(d)	The Board shall have authority to remove and appoint any member of the Committee	٧	
6(2)(e)	In case of death, resignation, disqualification, or removal of any member of the Committee or in any other cases of vacancies, the board shall fill the vacancy within 180 (one hundred eighty) days of occurring such vacancy in the Committee		No Such Event Occurred
6(2)(f)	The Chairperson of the Committee may appoint or co-opt any external expert and/or member(s) of staff to the Committee as advisor		Applicable When Required
6(2)(g)	The company secretary shall act as the secretary of the Committee	٧	
6(2)(h)	The quorum of the NRC meeting shall not constitute without attendance of at least an independent director	٧	
6(2)(i)	No member of the NRC shall receive, either directly or indirectly, any remuneration for any advisory or consultancy role or otherwise, other than Director's fees or honorarium from the company	٧	

## Aziz Pipes Limited

6(3)	Chairperson of the NRC		
6(3)(a)	The Board shall select 1 (one) member of the NRC to be Chairperson of the Committee, who shall be an independent director	٧	
6(3)(b)	In the absence of the Chairperson of the NRC, the remaining members may elect one of themselves as Chairperson		Applicable When Required
6(3)(c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders	٧	
6(4)	Meeting of the NRC		
6(4)(a)	The NRC shall conduct at least one meeting in a financial year	٧	
6(4)(b)	The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC		Applicable When Required
6(4)(c)	The quorum of the meeting of the NRC shall be constituted in presence of either two members or two third of the members of the Committee, whichever is higher where presence of an independent director is must as required under condition No. 6(2)(h)	٧	
6(4)(d)	The proceedings of each meeting of the NRC shall duly be recorded in the minutes	٧	
6(5)	Role of the NRC		
6(5)(a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders	٧	
6(5)(b)(i)(a)	The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully	٧	
6(5)(b)(i)(b)	The relationship of remuneration to performance is clear and meets appropriate performance benchmarks	٧	
6(5)(b)(i)(c)	Remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance	٧	
6(5)(b)(ii)	Devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality	٧	
6(5)(b)(iii)	Identifying persons who are qualified to become directors and who may be appointed in top level executive position	٧	
6(5)(b)(iv)	Formulating the criteria for evaluation of performance of independent directors and the Board	٧	
6(5)(b)(v)	Identifying the company's needs for employees at different levels	٧	
6(5)(b)(vi)	Developing, recommending and reviewing annually the company's human resources and training policies	٧	
6(5)(c)	The company shall disclose the nomination and remuneration policy	٧	

7.00	External/Statutory Auditors.		
7(1)	The issuer company shall not engage its external or	٧	
	statutory auditors' to perform the following services of		
	the company, namely:-		
7(1)(i)	Appraisal or valuation services or fairness opinions;	٧	
7(1)(ii)	Financial Information System design and implementation;	٧	
7(1)(iii)	Book-keeping or other services related to the accounting records or financial statements;	٧	
7(1)(iv)	Broker-dealer services;	٧	
7(1)(v)	Actuarial services;	٧	
7(1)(vi)	Internal audit services or special audit services	٧	
7(1)(vii)	Any services that the Audit Committee determines;	٧	
7(1)(viii)	Audit/certification services on compliance of corporate	٧	
7/4)/:)	governance as required under condition No. 9(1);		
7(1)(ix)	Any other service that creates conflict of interest.	٧	
7(2)	No partner or employees of the external audit firms shall possess any share of the company	٧	
7(3)	Representative of external or statutory auditors shall remain present in the Shareholders' Meeting	٧	
8.00	Maintaining a website by the Company		
8(1)	The company shall have an official website linked with the website of the stock exchange	٧	
8(2)	The company shall keep the website functional from the date of listing	٧	
8(3)	The company shall make available the detailed disclosures on its website	٧	
9.00	Reporting and Compliance of Corporate Governance		
9(1)	The company shall obtain a Certificate from a practicing Professional Accountant or Secretary (CA/CMA/CS) regarding compliance of conditions of Corporate Governance Code of the Commission and shall such certificate shall be disclosed in the Annual Report.	٧	
9(2)	The professional who will Provide the certificate on compliance of this Corporate Governance Code shall be appointed by the shareholders in the AGM	٧	PATIS 94
9(3)	The directors of the company shall state, in accordance with the Annexure-C attached, in the directors' report whether the company has complied with these conditions or not.	٧	* Dhaka

## Independent Auditors' Report To the Shareholders of Aziz Pipes Limited Report on the Audit of the Financial Statements

#### **Qualified Opinion**

We have audited the financial statements of Aziz Pipes Limited (the Company), which comprise the Statement of Financial Position as at June 30, 2022; Statement of Profit or Loss and Other Comprehensive Income; Statement of Changes in Equity and Statement of Cash Flows for the year then ended and notes to the financial statements including a summary of significant accounting policies and other explanatory information disclosed in notes 1 to 40 and Annexure- A to D.

In our opinion, except for the effect of the matters described in the basis for Qualified Opinion section of our report, the accompanying financial statements presents fairly in all material respects the financial position of the company as at June 30, 2022 and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs), the Companies Act 1994, the Securities and Exchange rules 1987 and other applicable laws and regulations.

#### **Basis for Qualified Opinion**

- 1. The following situations indicate that a material uncertainty exists that may cast significant doubt on the company's ability to continue as a going concern. The financial statements do not adequately disclose this matter.
- The equity of the company is negative consecutively and Debt service and Interest service ratio is low. Due to liquidity and raw materials crisis, the company has achieved production capacity utilization up to 1.66% only;
- Negative operating cash flows indicated by historical or prospective financial statements;
- Negative retained earnings;
- 2. The entity revalued its Factory Building & Other Construction, Plant & Machineries and Land & Land Development in 1997 & 2018 respectively. However, as per **Para-34**, **of IAS-16** it should revalued within three to five years. Hence the entity non-comply with the said standard;
- 3. As per IAS 2, Para 28, "If the cost of inventories may not be recoverable, writing inventories down below cost to net realizable value is consistent with the view that assets should not be carried in excess of amounts expected to be realized from their sale." In our physical verification of factory, we found some inventory amounting Tk. 33,690,233 are partially damaged & obsolete and they were unable to use and irrecoverable. However, the entity were not comply the said standard;
- 4. Trade receivables, Staff advances and Advance others amounting Tk. 11,989,358; Tk.3,535,466 and Tk.2,334,955 respectively have been carried forwarded since long. However, the entity was not maintained provision as per IFRS-9, Para-5.5.1;
- 5. As per **BSEC notification no. BSEC/CMRRCD/2009-193/217/Admin/90,** dated May 21, 2019 "all sponsors and directors other than independent directors of a company listed with stock exchange should hold minimum 30% shares of paid up capital of the company", but the sponsor and director of Aziz Pipes Limited holds only 23.93% of shares of the company;

- 6. We were not provided the statement of Long Term Loan from Uttara Bank Limited and Dutch Bangla Bank Limited amounting Tk. 57,200,000 and Tk. 75,074,469 respectively and we were unable to confirm the Long Term Loan amounting Tk. 91,655,013 by third party confirmation;
- 7. Loan liability with Hajj Finance Company Limited had been understated in prior year by Tk. 2,020,373, Which was interest expense charged by Hajj Finance Company Limited, but not recognized by the entity. During this year, the same has been charged as finance expense to match the closing liability instead of restating the prior period, which is non-compliance of IAS-8;
- 8. Purchase amount differs with VAT return, which is disclosed in note no. 29.02 of the financial statements.

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

#### Our key audit matters

Risk	Our response to the risk			
Revenue recognition				
Refer note no. 28 to the Financial Statements				
The company sales comprise revenue from the sale	Our procedure includes:			
of products. Revenue from the sale of goods is recognized in the income statement when the significant risks and rewards of ownership have been transferred to the buyer.	<b>Control test:</b> Evaluation of internal control activities over revenue recognition and testing of key controls.			
	<b>Test of details:</b> Testing timeliness of revenue recognition by comparing individual sales transactions to delivery documents.			
	Assessing disclosure: considering the adequacy of the entity's disclosure regarding revenue.			
	Our result: the result of our testing is satisfactory and we considered the carrying amount of revenue recognized to be acceptable and recorded in correctly.			

#### Income tax expenses

#### Refer note no. 33 to the Financial Statements

The company has different items of income, assets, and provisions, which requires significant judgment for both in current tax and deferred tax calculation.

#### Our procedure includes:

**Control test:** Testing the effectiveness of the entity's control around the recording and reassessment of the amount of tax expenses and related assets and liabilities.

**Test of details:** Obtaining supporting documents, checked calculation and challenged the amount as per our knowledge of corporate taxation both for current and deferred portion.

**Assessing disclosure:** Considering the adequacy of the entity's disclosure regarding tax.

Our result: The results of our testing were satisfactory and we found the level of tax provisioning is acceptable.

#### Other Information

Management is responsible for the other information. The other information comprises all of the information in the Annual report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information.

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.

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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards (IFRSs), the Companies Act 1994, the Securities and Exchange Rules 1987 and other applicable laws and regulations and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance are responsible for overseeing the Company's financial reporting process.

## Auditors' 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 auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud
  or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that
  is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material
  misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve
  collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' 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 auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- 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 those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that

may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## **Report on other Legal and Regulatory Requirements**

In accordance with the Companies Act 1994 and the Securities and Exchange Rules 1987 and relevant notifications issues by Bangladesh Securities and Exchange Commission, 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 purposes of our audit and made due verification thereof;
- b) In our opinion, proper books of accounts, as records and other statutory books as required by law have been kept by the Company so far as it appeared from our examination of these books;
- c) The statements of financial position and statement of profit or loss and other comprehensive income dealt with by the report are in agreement with the books of accounts and returns; and
- d) The expenditure incurred was for the purposes of the Company's business.
- e) The engagement partner of the audit resulting in this independent auditors' report is Md. Anwaruzzaman FCA.

Name of Firm : Rahman Mostafa Alam & Co., Chartered Accountants

Signature :

Name of Auditor : Md. Anwaruzzaman FCA, Enroll No.:1268

Date : October 24 , 2022

Place : Dhaka

DVC : 2210241268AS939305

Statement of Financial Position As at June 30, 2022

Particulars	Notes Amount in Taka		n Taka
rai ilculai 5	Notes	June 30, 2022	June 30, 2021
ASSETS			
Non-current Assets		244,312,175	249,740,427
Property, Plant and Equipment	3.00	243,219,124	247,554,324
Right of use Assets	4.00	1,093,051	2,186,103
Current Assets		167,006,932	100,821,622
Inventories	5.00	116,061,696	56,006,121
Trade Receivables	6.00	24,903,738	26,263,362
Advances, Deposits and Prepayments	7.00	25,351,996	17,645,918
Cash and Cash Equivalents	8.00	689,502	906,221
Total Assets	;	411,319,107	350,562,050
EQUITY AND LIABILITIES			
Shareholders' Equity		(104,779,310)	(80,704,973)
Share Capital	9.00	53,471,250	53,471,250
Share Premium	10.00	106,700,000	106,700,000
Revenue Reserves and Surplus	11.00	23,871,918	23,871,918
Revaluation Reserve	12.00	190,934,175	192,140,522
Retained Earnings	13.00	(479,756,653)	(456,888,663)
Non-current Liabilities			
Loan Fund		91,655,013	126,588,717
Term Loan(UBL)	14.00	57,200,000	57,200,000
Term Loan(DBBL)	15.00	33,249,646	66,849,646
Loan Hajj Finance Company Limited	16.00	1,205,367	2,539,071
Deferred Tax	17.00	9,122,368	11,013,398
Lease liabilities	18.00	1,192,390	2,282,518
Block loan account	19.00	171,733,794	171,733,794
Current Liabilities		242,394,852	119,648,596
Trade Payables	20.00	145,734,742	69,978,620
Others Payable	21.00	9,700,000	5,700,000
Short Term Loan	22.00	80,417,219	36,947,219
Liabilities for Expenses	23.00	2,675,614	795,817
Workers profit participation fund	24.00	71,883	71,883
Staff Gratuity	25.00	-	778,435
Provision for Income Tax	26.00	3,444,548	4,300,148
Unclaimed Dividend	27.00	350,846	1,076,474
Total Liabilities	,	516,098,416	431,267,023
Total Equity and Liabilities	;	411,319,107	350,562,050
Net Asset Value (NAV) per Share	34.00	(19.60)	(15.09)

The accompanying notes from 1 to 40 and Annexure-A to D form an integral part of the financial statements.

Date: October 24, 2022 Place : Dhaka

Sd/-<br/>ChairmanSd/-<br/>DirectorSd/-<br/>Managing DirectorMd. Nurul HoqueMohd. Abdul HalimS.M Hemayet Uddin

Sd/Company Secretary
A. H. M Zakaria

Sd/Manager(F&A) & CFO(C.C)
Md. Rashidul Hassan

Firms' Name : Rahman Mostafa Alam & Co. Chartered Accountants

Signature : Sd/-

Auditors' Name : Md. Anwaruzzaman FCA, Enrolment No.: 1268

**Date** : October 24, 2022

Place : Dhaka

**DVC** : 2210241268AS939305

Statement of Profit or Loss and Other Comprehensive Income For the year ended on June 30, 2022

		Amount i	n Taka
Particulars	Notes	July 01, 2021	July 01, 2020
		to	to
	]	June 30, 2022	June 30, 2021
Turnover	28.00	15,577,729	152,387,915
Less: Cost of Goods Sold	29.00	28,209,121	134,953,113
Gross Profit/(Loss)		(12,631,392)	17,434,802
Less: Operating Expenses		13,093,496	22,709,289
Administrative & General Expenses	30.00	9,731,508	19,175,067
Selling & Distribution Expenses	31.00	181,304	1,736,827
Financial Expenses	32.00	3,180,684	1,797,395
Operating Profit/(Loss)		(25,724,887)	(5,274,487)
Add: Interest Received from STD Account		4,888	8,248
Less: Interest on Lease Liability		(151,872)	(245,363)
Net Profit/(Loss) before WPPF		(25,871,871)	(5,511,602)
Less: Workers Profit Participation Fund			-
Net Profit/(Loss) before Income Tax		(25,871,871)	(5,511,602)
Less: Income Tax expenses		(1,584,649)	(1,118,295)
Current Tax	33.00	93,496	914,377
Deferred Tax Income	17.00	(1,678,145)	(2,032,672)
Total Profit or Loss and other comprehensive			
income		(24,287,222)	(4,393,307)
Basic Earnings per Share (EPS)	35.00	(4.54)	(0.82)

The accompanying notes from 1 to 40 and Annexure-A to D form an integral part of the financial statements.

Date: October 24, 2022

Sd/-Sd/-Sd/-ChairmanDirectorManaging DirectorMd. Nurul HoqueMohd. Abdul HalimS.M Hemayet Uddin

Place: Dhaka

Sd/-

Company Secretary
A. H. M Zakaria

Manager(F&A) & CFO(C.C)

Md. Rashidul Hassan

Firms' Name : Rahman Mostafa Alam & Co. Chartered Accountants

Signature : Sd/-

Auditors' Name: Md. Anwaruzzaman FCA, Enrolment No.: 1268

**Date** : October 24, 2022

Place : Dhaka

**DVC** : 2210241268AS939305

Statement of Changes in Equity For the year ended on June 30, 2022

Amount in Taka

Particulars	Share Capital	Share Premium	Revenue Reserve	Revaluation Surplus	Retained Earnings	Total Equity
Balance as at July 01, 2021	53,471,250	106,700,000	23,871,918	192,140,522	(456,888,664)	(80,704,973)
Net Profit /(Loss) during the year	-	-	-		(24,287,222)	(24,287,222)
Adjustment of Revaluation reserve on depreciable Assets	-	-	-	(1,206,347)	1,419,232	212,885
Balance as on June 30, 2022	53,471,250	106,700,000	23,871,918	190,934,175	(479,756,654)	(104,779,310)
Particulars	Share Capital	Share Premium	Revenue	Revaluation Surplus	Retained Earnings	Total Equity
Balance as on July 01, 2020	53,471,250	106,700,000	23,871,918	193,480,908	(453,566,993)	(76,042,917)
Net Profit /(Loss) during the year	-	-	-		(4,393,307)	(4,393,307)
Adjustment of Revaluation reserve on depreciable Assets	•			(1,340,386)	(1,576,924)	236,539

The accompanying notes from 1 to 40 and Annexure-A to D form an integral part of the financial statements.

Date: October 24, 2022

(505,288)

(505,288) (456,888,664)

192,140,522

23,871,918

106,700,000

53,471,250

Cash Dividend for the year 2019-2020

Balance as on June 30, 2021

Place: Dhaka

Managing Director Sd/-

S.M Hemayet Uddin Mohd. Abdul Halim

Md. Nurul Hoque

Chairman Sd/-

Manager(F&A) & CFO(C.C) Md. Rashidul Hassan Company Secretary A. H. M Zakaria

Statement of Cash Flows For the year ended on June 30, 2022

		Amount	In Taka
Particulars	Notes	July 01, 2021	July 01, 2020
		to	to
	]	March 31, 2022	March 31, 2021
A. Cash Flow from Operating Activities			
Collection from Sales & Others		16,937,353	167,395,391
Payment to Suppliers & Expenses		(19,191,289)	(165,219,719)
Income tax paid/Adjustment		(949,096)	(1,416,354)
Net Cash Generated from Operating Activities		(3,203,032)	759,318
B. Cash Flow from Investing Activities			
Acquisition of Fixed Assets		(2,222,315)	(107,768)
Net Cash Used in Investing Activities		(2,222,315)	(107,768)
C. Cash Flow from Financing Activities			
Term Loan (DBBL)		-	66,849,646
Block Loan Account		-	(99,254,628)
Short Term Loan		37,258,692	35,927,377
Payment of Dutch Bangla Bank Block Account		(25,200,000)	-
Dividend paid to ordinary shareholders		-	(505,288)
Payment of Hajj Finance Co. Ltd.		(3,522,396)	(5,335,929)
Interest Received		4,888	8,248
Interest on Lease Liability		(151,872)	-
Financial Expense		(3,180,684)	(1,797,395)
Net Cash Used in Financing Activities		5,208,628	(4,107,969)
Net increase/(decrease) in cash and cash equivalents (A+B+C)		(216,719)	(3,456,419)
Cash and cash equivalents at the beginning of the year		906,221	4,362,639
Cash and cash equivalents at the end of the year		689,502	906,220
Net Operating Cash Flows per Share	36.00	(0.60)	0.14
The accompanying notes from 1 to 40 and Anneyure A to D			

The accompanying notes from 1 to 40 and Annexure-A to D form an integral part of the financial statements.

Date: October 24, 2022 Place : Dhaka

Sd/-<br/>ChairmanSd/-<br/>DirectorSd/-<br/>Managing DirectorMd. Nurul HoqueMohd. Abdul HalimS.M Hemayet Uddin

Sd/Company Secretary
A. H. M Zakaria

Sd/Manager(F&A) & CFO(C.C)
Md. Rashidul Hassan

Notes to the financial statements and other explanatory information As at and for the Year ended on June 30, 2022

## 1.0 The Company and its activities:

#### 1.1 Introduction:

The organization was incorporated on 02 May, 1981 as a Private Limited Company under the Companies Act, 1913 and now 1994. It was converted into a Public Limited Company under the same statute. Its shares are listed in both the Dhaka and Chittagong Stock Exchange Limited.

The Registered Office of the Company is located at 93, MotijheelC/A, (3rd Floor), Dhaka-1000 and the Factory is located at Amirabad (Shibrampur), Faridpur.

## 1.2 Nature of business/ Principal activities of the Organization:

The Company is manufacturer of high quality PVC Rigid Pipes & PVC Profiles products. Currently due to working capital shortage, PVC plastic wood and PVC flexible corrugated conduit pipes production has been temporally closed.

## **1.3** Presentation of financial statements:

As per IAS-1 "Presentation of Financial Statements", financial statements shall comprise statement of financial position, statement of profit or loss and other comprehensive income, statement of changes in equity, statement of cash flows and notes to the financial statements comprising summary of accounting policies and other explanatory information. Furthermore, IAS-1 states that, an entity shall present its current and non-current assets and liabilities, as separate classifications in its statement of financial position.

## i. Components of the Financial Statements:

According to the International Accounting Standards (IAS)-1 "Presentation of Financial Statements" the complete set of Financial Statements includes the following components":

- i. Statement of Financial Position as at June 30, 2022
- ii. Statement of Profit or Loss & Other Comprehensive Income for the year ended June 30, 2022
- iii. Statement of Changes in Equity for the year ended June 30, 2022
- iv. Statement of Cash Flows for the year ended June 30, 2022 and
- v. Notes to the financial statements and other explanatory information.

## ii. Revenue:

An entity shall account for a contract with a customer that is within the scope of IFRS - 15 only when all of the following criteria are met:

- i) Identify the contract (s) with a customer.
- ii) Identify the performance obligations in the contract.
- iii) Determine the transaction price.
- iv) Allocate the transaction price to the performance obligations in the contracts.
- v) Recognize revenuer when (or as) the entity satisfies a performance obligation.

#### 1.4 Measurement of elements in the financial statements:

Measurement is the process of determining the monetary amounts at which the elements of the financial statements are to be recognized and carried in the financial statements. The measurement IASis adopted by the Company is historical cost except for land and building which are stated in accordance with the policies mentioned in the respective notes.

## 1.5 Use of estimates and judgements:

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses, and disclosure requirements for contingent assets and liabilities during and at the date of the financial statements.

Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing IASis. Revisions of accounting estimates are recognized in the period in which the estimate is revised and in any future periods affected.

Information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements include depreciation, amortization, impairment, post employment benefits liabilities, accruals, taxation and provision.

## 1.6 Comparative information and rearrangement thereof:

Comparative figures have been re-arranged wherever considered necessary to ensure better comparability with the current period without causing any impact on the profit and value of assets and liabilities as reported in the financial statements.

#### 1.7 Going concern:

When preparing financial statements, management makes an assessment of the Company's ability to continue as a going concern. The Company prepares financial statements on a going concern basis. In spite of working capital constant, the Company has adequate resources to continue in operation for the foreseeable future. For this reasons, the directors continue to adopt going concern basis in preparing the financial statements.

Agrregated Loss of the company was reached by Tk. (456,888,663) as on 30.06.2021 and at cuttoff date of this financial year it stood Tk. (479,756,653). A Loss amounting to Tk. (24,287,222) has earned during the period despite of that the company has been paying Dutch Bangla Bank Limited monthly loan installment regularly & company seems that Uttara Bank Ltd cases Judgement will be in favour of company . For these reasons, the directors continue to adopt going concern basis in preparing the financial statements inspite of agrregated loss shown in the financial statements.

## 1.8 Accrual basis of accounting:

The Company prepares its financial statements, except for cash flow information, using the accrual basis of accounting. Since the accrual basis of accounting is used, the Company recognizes items as assets, liabilities, equity, income and expenses (the elements of financial statements) when they satisfy the definitions and recognition criteria for those elements in the Framework.

## 1.9 Materiality and aggregation:

The Company presents separately each material class of similar items. The Company presents separately items of a dissimilar nature or function unless they are immaterial. Financial statements result from processing large numbers of transactions or other events that are aggregated into classes according to their nature or function.

#### 1.10 Reporting period:

These financial statements of the Company covers one financial year from July 01, 2021 to June 30, 2022.

## 1.11 Authorization of the financial statements for issue:

The financial statements were authorized by the Board of Directors on October 20, 2022 for issue after completion of review.

#### 1.12 Statement of Cash Flows:

Statement of Cash Flows is prepared in accordance with IAS 7-"Statement of Cash Flows". The Statement shows the structure of changes in cash and cash equivalents during the financial year. Statement of Cash Flows is prepared principally in accordance with IAS-7 "Cash Flow Statement" and the cash flow from the operating activities have been presented under direct method, paragraph 19 of IAS-7 which provides that "Enterprises are Encouraged to Report Cash Flow from Operating Activities Using the Direct Method".

#### 1.13 Statement of changes in equity:

Statement of Changes in Equity has been prepared in accordance with IAS 1 - "Presentation of Financial Statements"

## 1.14 Changes in accounting policies:

The company changes its accounting policy only if the change is required by a IFRS or results in the financial statements providing reliable and more relevant information about the effects of transactions, other events or conditions on the company financial position, financial performance or cash flows. Changes in accounting policies is to be made through retrospective application by adjusting opening balance of each affected components of equity i.e. as if new policy has always been applied.

## 1.15 Changes in accounting estimates:

Estimates arise because of uncertainties inherent within them, judgment is required but this does not undermine reliability. Effect of changes of accounting estimates is included in profit or loss account. The preparation of the financial statements are in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Company's accounting policies. Previously Company Maintained Unit wise Accounts for Tax Holiday benefits Purpose but Tax Holiday period now Expired So, the Company's Board of Directors decided to Maintain only consolidated Financial Statement from this year.

## 1.16 Correction of error in prior period financial statements:

The company corrects material prior period errors retrospectively by restating the comparative amounts for the prior period(s) presented in which the error occurred; or if the error occurred before the earliest prior period presented, restating the opening balances of assets, liabilities and equity for the earliest prior period presented.

## 1.17 Segment Reporting:

No segmental reporting is applicable for the company as required by IFRS 8: "Segment Reporting" as the company operates in a single industry segment and within a single geographical territory.

## 2.0 Summary of significant accounting policies:

Accounting policies are determined by applying the relevant IFRS. Where there is no available guidelines of IFRS, management uses its judgment in developing and applying an accounting policy that results in information that is relevant and reliable. The company selects and applies its accounting policies for a period consistently for similar transactions, other events and conditions, unless a IFRS or specifically requires or permits categorization of items for which different policies may be appropriate. The accounting policies set out below have been applied consistently in all material respects to all periods presented in these financial statements.

#### 2.1 Cash and cash equivalents:

Cash and cash equivalents include notes and coins in hand and at bank, which are not ordinarily susceptible to change in value. For the purpose of Statement of Financial Position and Statement Cash Flows , Cash in Hand and Bank balances represent cash and cash equivalents considering the IAS-1 "Presentation of Financial Statements" and IAS-7 "Cash Flow Statement", which provide that Cash and Cash equivalents are readily convertible to known amounts of Cash and are subject to an insignificant risk of changes in value and are not restricted as to use.

## 2.2 Fixed assets [Property, plant & equipment and intangibles]:

#### 2.2.1 Recognition:

The cost of an item of property, plant and equipment is recognized as an asset if, and only if, it is probable that future economic benefits will flow to the Company and the cost of the item can be measured reliably.

#### 2.2.2 Measurement at recognition:

An item of property, plant and equipment that qualifies for recognition as an asset is measured at its cost. The cost of an item of property, plant and equipment is the cash price equivalent at the recognition date. The cost of a self-constructed asset is determined using the same principles as for an acquired asset.

## 2.2.3 Elements of costs and subsequent costs:

Cost includes purchase price (including import duties and non-refundable purchase taxes), directly attributable costs to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by the management and the initial estimate of the cost of dismantling and removing the item and restoring the site on which it is located. Costs of day to day servicing (repairs and maintenance) are recognized as expenditure as incurred. Replacement parts are capitalized, provided the original cost of the items they replace is derecognized.

#### 2.2.4 Measurement of property, plant & equipment after recognition:

#### Cost model

After recognition as an asset, an item of property, plant and equipment shall be carried at its cost less any accumulated depreciation.

#### Revaluation model

The revaluation model requires an asset, after initial recognition, to be measured at a revalued amount, which is its fair value less subsequent accumulated depreciation.

Where an asset's carrying amount is increased as a result of a revaluation, the increase is recognized in equity under the heading of revaluation reserve. However, the increase is recognized in profit or loss to the extent that it reverses a revaluation decrease of the same asset previously recognized in profit or loss.

Where an asset's carrying amount is decreased as a result of a revaluation, the decrease is recognized in profit or loss. However, the decrease is recognized in equity to the extent of any credit balance existing in the revaluation reserve in respect of that asset. The decrease recognized in equity reduces the amount accumulated under the heading of revaluation reserve.

The revaluation reserve included in equity in respect of an item of property, plant and equipment is transferred directly to retained earnings when the asset is derecognized. However, some of the surplus is transferred as the asset is used by the Company. In such a case, the amount of the revaluation reserve transferred would be the difference between depreciation IASed on the revalued carrying amount of the asset and depreciation IASed on the asset's original cost.

## 2.2.5 Derecognition of property, plant and equipment:

The carrying amount of an item of property, plant and equipment is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the derecognition of an item of property, plant and equipment is included as other income in profit or loss when the item is derecognized.

## 2.2.6 Depreciation:

The depreciation charge for each period is recognized in profit or loss unless it is included in the carrying amount of another asset. Depreciation of an asset begins when it is installed and available for use, i.e. when it is in the location and condition necessary for it to be capable of operating in the manner intended by management. Depreciation of an asset ceases at the earlier of the date that the asset is classified as held for sale and the date that the asset is derecognized. Depreciation has been charged using Diminishing Balance Method (DBM). Full years depreciation is charged on addition irrespective of date when the related assets are ready to use and no depreciation is charged on assets disposed off during the year. Expenditure for maintenance and repair are expensed, major replacements, renewals and betterment are capitalized. The residual value and the useful life of an asset is reviewed at least at each financial year-end and, if expectations differ from previous estimates, the change(s) shall be accounted for as a change in an accounting estimate.

Depreciation is calculated IAS on the cost/revalued amount of items of fixed assets [property, plant & equipment] less their estimated residual values using reducing balance method (RBM) over their useful lives and recognized in profit and loss. Land is not depreciated. Rates of depreciation considering the useful life of respective assets are as follows:

Particulars	Rate of Dep.
Building & Other Constructions	10%
Road & Sewerage	10%
Electrical Installation	15%
Plant & Machinery	10%
Furniture & Fixture	10%
Fittings	10%
Office Equipment	15%
Loose & Tools	15%
Motor Vehicles	20%
Weight Bridge Equipment	15%
Factory Equipment	15%
Pump House	15%
Crockeries & Cutleries	20%
Sundry Assets	15%
Gas Line Installation	10%

Depreciation has been charged to Statement of Profit or Loss and other Comprehensive Income consistently.

#### 2.2.7 Impairment of Assets:

An entity shall at the end of each reporting period whether there is an indication that asset may be impaired (if any) such indication exists the entity shall estimate the recoverable amount of the assets and compute impairment and reports to the statements of profit or loss and other comprehensive income as impairment loss.

Entity applies periodic review to ensure that its assets are carried at no more than their recoverable amount, which is hunger of an assets or cash generating units fair value less costs of disposal and its value in use as prescribed in IAS-36."Impairment of Assets". There is no indication that assets may be impairment. Moreover, the company has no intengible assets for which impairment test is required.

## 2.3 Valuation of Inventories:

Inventories are assets held for sale in the ordinary course of business, in the process of production for such sale or in the form of materials or supplies to be consumed in the production process. Inventories are stated at the lower of cost or net realizable value in compliance to the requirements of Para 10 of IAS-2. Costs including an appropriate portion of fixed and variable overhead expenses are assigned inventories by the method most appropriate to the particular class of inventory. Net realizable value represents the estimated selling price for the inventories less all estimated cost of completion and cost necessary to make the sale. Item wise valuation is as follows:

Category of Inventories	Basis of Valuation
Raw & Packing Materials	At Weighted average cost
Work-in Progress	At Weighted average cost
Finished Goods	At Weighted average cost

#### 2.4 Leases:

## Right-of-use assets (ROU)

The company recognizes the right-of-use assets (RoU) at the commencement date of the lease (i.e. the date the underlying asset is available for use). RoU assets are measured at cost less any accumulated depreciation and impairment of losses and adjusted cost incurred, and lease payment made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight line basis over the lease term, or remaining period of the lease term. The company assessed all lease contracts live in 2019 and recognized as RoU of assets of all leases, except short term and low value of assets as per the Companies' own policy set as per IAS 16 and IFRS 16.

#### **Lease Liability**

At the commencement of the lease, the company recognizes lease liabilities measured at the present value of lease payments initial payment, and amount is expected to be paid under residual value of guarantees. The lease payments also include the exercise price of purchase option reasonably certain to be exercised by the company and payment of penalties for terminating the lease to be made over the lease term. The lease payments include fixed and variable lease payment (less any adjustment for terminating the lease term).

## 2.5 Other provisions, accruals and contingencies:

## 2.5.1 Recognition of provisions, accruals and contingencies:

A provision is recognized when the Company has a present obligation (legal or constructive) as a result of a past event; it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; a reliable estimate can be made of the amount of the obligation. Accruals are liabilities to pay for goods or services that have been received or supplied but have not been paid, invoiced or formally agreed with the supplier, including amount due to employees.

## 2.5.2 Measurement of provision:

The amount recognized as a provision is the best estimate of the expenditure required to settle the present obligation at the end of the reporting period.

## 2.6 Employee Benefits:

## 2.6.1 Workers' Profit Participation Fund (WPPF):

As per Bangladesh Labour Act, 2006 as amended in 2013 all companies fall within the scope of WPPF (which includes Company) are required to provide 5% of its profit before charging such expense to their eligible employees within the stipulated time. As required by Law, the Company has maintained WPPF and kept sufficient provision against profit participation fund.

#### 2.6.2 Staff Provident Fund:

The company provides sufficient fund for staff provident fund each period for all eligible permanent employees but the staff provident fund is yet to recognize. Now, staff provident fund benefits temporarily stop.

## 2.6.3 Staff Gratuity Fund:

The company provides sufficient fund for staff gratuity fund each period for all eligible permanent employees but the staff gratuity fund is yet to recognize. Staff gratuity fund benefits temporarily stopped since 2010. But in the financial statements shown provision balance only for some long time serviced employee.

#### 2.7 Taxation:

The tax expense for the period comprises current tax and deferred tax. Tax is recognized in the statement of profit or loss and other comprehensive income, except in the case it relates to items recognized directly in equity.

#### 2.7.1 Current tax:

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantially enacted at the reporting date and any adjustment to the tax payable in respect of previous years. Provision for current income tax has been made on taxable income of the company as per following rates: The Company is "Publicly Traded Company" as per the Finance Act, 2020 and the rate of Minimum tax applicable is 0.60% from July 01, 2021 to June 30, 2022.

Type of income	2021-22	2020-21
Business income	20%	22.5%
Capital gain	10% to 15%	10% to 15%
Minimum Tax Section 16BBB+82C(4)	0.60%	0.60%

#### 2.7.2 Deferred tax:

Deferred tax is recognized on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax IAS used in the computation of taxable profit and are accounted for using the Statement of Financial Position as liability method. Deferred tax liabilities are generally recognized for all taxable temporary differences and deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. APL recognized deferred tax liabilities for all taxable temporary differences.

## Principle of recognition:

Deferred tax is recognized as income or an expense amount within the tax charge, and included in the net profit or loss for the period. Deferred tax relating to items dealt with directly in equity is recognized directly in equity.

## 2.8 Share capital and reserves:

#### **2.8.1** Capital:

## **Authorized Capital:**

Authorized Capital is the maximum amount of share capital that the Bank is authorized to raise as per its Memorandum and Articles of Association.

#### Paid-up Capital:

Paid-up Capital represents total amount of shareholders' capital that has been paid in full by the shareholders. Shareholders are entitled to receive dividend as approved from time to time in the Annual General Meeting.

#### 2.8.2 Share Premium:

Premium received amounting of Tk. 106,700,000 as against 194,000 ordinary share of Tk. 550 each of the share in the year 1997.

The Share Premium shall be utilized in accordance with provisions of the Companies Act, 1994 and as directed by the Securities and Exchange Commission in this respect. The section 57 of the Companies Act, 1994 provides that the Company may apply the Share Premium Account as follows:

i. in paying up un-issued shares of the Company to be issued to members of the Company as fully paid bonus shares;

ii. in amortized off the preliminary expenses of the Company;

iii. in amortized off the expenses or the commission paid or discount allowed on any issue of shares or debentures of the Company; and

iv. in providing for the premium payable on the redemption of any redeemable preference shares or of any debenture of the Company.

## 2.9 Assets revaluation reserve:

This represents the difference between the book value and the re-valued amount of Building and other Construction and Plant & Machineries of the Company as assessed by professional valuers in the year 1996. Further in 2018, The Company engaged an Independent valuer named "Rahman Mostafa Alam & Co" Chartered Accountants has revalued the inspection and examination of the project land & land developments located at the factory premises. The reserve is not distributable.

#### 2.10 Expenses:

#### 2.10.1 Management and other expenses:

Expenses incurred by the Company are recognized on an accrual IASis.

## 2.11 Dividend:

The amount of proposed dividend is not accounted for but disclosed in the notes to the account along with dividend per share in accordance with the requirements of the para 125 of International Accounting Standards (IAS) 1: Presentation of Financial Statements. Also, the proposed dividend has not been considered as 'Liability' in accordance with the requirements of the para 12 & 13 of International Accounting Standards (IAS) 10: Events after the Reporting Period, because no obligation existed at the time of approval of the accounts and recommendation of dividend by the Board of Directors.

The Board of Directors proposed no dividend for the year ended on June 30, 2022.

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## Earnings per share (EPS):

#### Measurement:

#### **Basic EPS:**

The Company calculates Basis earnings per share amounts for profit or loss attributable to ordinary equity holders of the parent entity. Basic earnings per share is calculated by dividing profit or loss attributable to ordinary equity holders of the parent entity (the numerator) by the weighted average number of ordinary shares outstanding (the denominator) during the period.

## **Diluted EPS:**

The Company calculates diluted earnings per share amounts for profit or loss attributable to ordinary equity holders of the entity. For the purpose of calculating diluted earnings per share, the Company adjusts profit or loss attributable to ordinary equity holders of the entity, and the weighted average number of shares outstanding, for the effects of all dilutive potential ordinary shares. Dilution of EPS is not applicable for these financial statements as there was no dilutive potential ordinary shares during the relevant periods. Hence no Diluted EPS has been calculated. Basic EPS has been calculated and presented in the same manner.

#### Presentation:

The Company presents basic and diluted earnings per share with in statement of profit or loss and other comprehensive income equal prominence for all periods presented. The Company presents basic and diluted earnings per share, even if the amounts are negative (i.e. a loss per share).

## 2.13 Events after the reporting period:

All material events after the reporting period that provide additional information about the Companies position at the balance sheet date are reflected in the financial statements as per IAS 10 "Events after the Reporting Period". Events after the reporting period that are not adjusting events are disclosed in the notes when material.

## **Risk Exposure:**

#### 2.14 Interest Rate Risk:

Interest rate risk is the risk that company faces due to unfavorable movements in the interest rates. Changes in the government's monetary policy, along with increased demande for loans/ investments tend to increase the interest rates. Such rises in interest rates mostly affact companies having floating rate loans or companies investing in debt securities.

#### **Management Perception:**

The company maintains low debt / equity ratio; and accordingly, adverse, impact of interest rate fluctuation is insignificant

## 2.15 Exchange Rate Risk:

Exchange rate risk occurs due to changes in exchange rates. As the company imports materials and equipment from abroad and also earns revenue in foreign currency, unfavorable volatility or currency fluctuation may affect the profitability of the company. If exchange rate increases against locale currency, opportuinity arises for generating more profit.

## Management Perception:

The products of the company are sold mostly in local currency. Therefore, volatility of exchange rate has negligible impact on profitability of the company.

## 2.16 Industry Risk:

Industry risk refers to the risk of icnreased competition from foreign and domestic sources leading to lower prices, revenues, profit margin, and marker share which could have an adverse impact on the business, financial condition and results of operation.

#### **Management Perception:**

Management is optimistic about growth opportunity in infusion sector in Bangladesh. Futhermore there is untapped international market.

#### 2.17 Market risks:

Marker risks refers to the risks of advarse market conditions affecting the sales and profitability of the company. Mostly, the risk arises from falling demand for the product or service which would harm the performance of the company. On the other hand, strong marketing and brand management would help the company increase their customer base.

#### **Management Perception:**

Manaagement is fully aware of the market risk and act accordingly. Moreover the company has a strong marketing and brand management to increase the customer base and customer loyalty.

#### 2.18 Operational Risks:

Non-availabilities of materials/ equipments/ services may affect the smooth operational activities of the company.On the other hand, the equipment may face operational and mechanical failures due to natural disasters, terrorist attacks, unforeseen evens, lack of supervision and negligence, leading to severe accidents and losses.

#### **Management Perception:**

The company perceives that allocation of its resources properly can reduce this risk factor to great extent. The company hedges such risks in costs and prices and also takes preventive measures therefore.

#### 2.19 Liquidity Risk:

Liquidity Risk is defined as the risk that the company will not be able to settle its obligations on time or reasonble price.

## **Management Perception:**

The company's approach to managing liquidity is to ensure, as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the company's reputation. Typically, management ensures that it has sufficient cash and cash equivalent to meet expected operational expenses, including the servicing of financial obligation through preparation of the cash forecast prepared based on time line of payment of the financial obligation and accordingly arrange for sufficient liquidity/ fund to make the expected payment within due date.

2.20 The Companies complied, as per Para 12 of Securities & Exchange Rule 1987, with the International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs) as adopted by The Institute of Chartered Accountants of Bangladesh (ICAB) in preparing the financial statements of the Company.

#### 2.21 General:

- i) The financial statement are presented in Bangladesh Taka which in the company's functional currency. Figures appearing in these financial statements rounded off to the nearest Taka.
- ii) The expenses, irrespective of capital or revenue nature, accrued/due but not paid have been provided for in the financial statements of the company.

	Boutto Love		Amount	in Taka
Notes	Particulars		June 30, 2022	June 30, 2021
3.00	Property, Plant and Equipments			
	A. Cost Opening Balance as at July 01, 2021 Add: Addition during the year Less: Adjustment/Disposal during the year Closing balance as at June 30, 2022		502,883,773 2,222,315 - 505,106,088	502,776,005 107,768 - <b>502,883,773</b>
	B. Accumulated Depreciation			
	Opening Balance as at July 01, 2021 Add: Depreciation during the year Less: Adjustment/Disposal during the year Closing balance as at June 30, 2022		255,329,449 6,557,515 - <b>261,886,964</b>	248,178,072 7,151,377 - <b>255,329,449</b>
	Written down value as at June 30, 2022		243,219,124	247,554,324
	Details have been shown in <b>Annexure-A.</b>			
4.00	Right of Use Assets			
	A. Valuation Opening balance as at July 01, 2021 Add: Addition during the year Closing balance as at June 30,2022		3,279,155 - 3,279,155	3,279,155 <b>3,279,155</b>
	B. Accumulated Depreciation Opening balance as at July 01, 2021 Add: Depreciation during the year Closing balance as at June 30, 2022		1,093,052 1,093,052 <b>2,186,104</b>	1,093,052 1,093,052
	Written down value (A-B)		1,093,051	2,186,103
	Details are given in <b>Annexure -B</b>			
5.00	Inventories			
	This amount comprises as follows:			
	Raw Materials Finished Goods Total	5.01 5.02	88,975,944 27,085,752 <b>116,061,696</b>	29,889,938 26,116,183 <b>56,006,121</b>
	Note:			

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Inventories are valued at lower of cost or net realizable value. net realizable value is based on

estimated selling price less any other cost anticipated to be incurred to make the sale.

Notes	Posti sulos		Amount	in Taka
Notes	Particulars		June 30, 2022	June 30, 2021
5.01	Raw Materials		,	
	Items	Quantity (in KGs)		
	Resin	324,000	59,940,000	-
	Stabilizer (SAK-SF91)KSL-20F	51	10,200	302,800
	Stabilizer -Naftomix-GWD-1050/BPR-62B	2,548	891,800	-
	Titanium	48	12,336	52,428
	Calcium Carbonate	846	16,920	2,104,780
	Parafin Wax	589	84,227	62,348
	Static Acid	418	43,890	79,905
	Black Carbon	-	-	360
	Naftomix GWN 1050	-	-	891,800
	Hoechst Wax PE-190 Powder G-8a	135	33,750	33,750
	Naftolube OPE(Oxyd.pe wax)	-	-	61,230
	Naftolube PEF(PE Wax)	176	22,880	22,880
	Barolub L-OH (Cetyl Alcohol) G-19	14,750	4,425,000	4,425,000
	Plastistrength P-530/Akdenizpro-45	-	-	200,000
	Paraloid KM-355/Acrylic Impact Modifire	5,356	1,740,700	1,071,200
	Paraloid K-435	11	3,300	3,300
	Paraloid KM-318F	10	3,000	3,000
	KANE ACE PA-60 Mod.3b	200	60,000	60,000
	Pigment-Yellow	400	320,000	320,000
	Pigment-Beige	1,044	1,252,800	1,430,280
	Pigment-Orance	100	50,000	50,000
	Pigment-Green	1,009	1,210,800	1,388,550
	Pigment-Blue	350	175,000	175,000
	Pigment-Brown	71	42,600	42,600
	Pigment-Grey	996	846,600	846,600
	Pigment-Red	200	160,000	160,000
	DOP	62	14,570	16,685
	Luvopor 865/50 DB Tr-1	1,059	593,040	593,040
	Other Materials (Mixture & re-cycle)	155,322	17,022,531	15,492,402
	Total	509,751	88,975,944	29,889,938
5.02	Finished Goods			
	Items	Quantity		
	DVC Digid Dinos	(in Kg)	7 073 503	6 762 550
	PVC Rigid Pipes	38,973	7,872,593	6,762,559
	Thread Pipes	3,286	663,788	1,428,200
	ASTD Pipes / Profile	8,873	1,881,110	1,504,374
	OBS(PVC Rigid Pipes)	59,835 46,045	9,342,550	9,292,550
	OBS(Profile & Sheet)	46,045	7,325,710	7,128,500
	Total	157,012	27,085,752	26,116,183

			Amount	in Taka
Notes	Particulars	June	30, 2022	June 30, 2021
6.00	Trade Receivable			
	Opening Balance as at July 01, 2021		26,263,36	2 41,270,839
	Add: Addition during the year	_	15,577,72	9 152,387,915
	Total Receivable		41,841,09	1 193,658,753
	Less: Received during the year	_	16,937,35	3 167,395,391
	Closing Balance as at June 30, 2022		24,903,73	8 26,263,362
,	Ageing of the above debtor's balances is as follows: Below 180 days Above 180 days Above 365 days Total		4,797,27 8,117,10 11,989,35 <b>24,903,73</b>	9 4,398,372 8 -
	I. Accounts Receivable considered good in respect of which company is fully secured	the	-	-
	II. Accounts Receivable considered good in respect of which company holds no security other than the debtors personal	the	24,903,73	8 26,263,362
	III. Accounts Receivable Considered doubtful or bad.		-	-
	IV. Accounts Receivable due by any director or other officer company.	of the	-	-
	V. Accounts Receivable due by common management.		-	-
	VI. The maximum amount of receivable due by any director other officer of the company.	or	-	-
	Total		24,903,73	8 26,263,362

- (i) The Company did not make a provision against Accounts Receivable as Accounts Receivable are good and the amount is not a materials item.
- (ii) There was no amount due by the directors (including Managing), Managing Agent of the company and any of them severally or jointly with any other person.
- (iii) There was also no other amount due by associate undertaking.

The entity has receivable with ABIR Enterprise Tk. 4000,225. Which is under litigation from 2010. So, any dicision to make bad debt or any other financial decision can not be made until lawsuit ends.

Notes	Particulars	Amount	in Taka
Notes	Particulars	June 30, 2022	June 30, 2021
7.00	Advances, Deposits & Prepayments		
	Advances:		
	General Advance	2,725,69	9 2,836,925
	Staff Advance	2,623,29	9 2,783,746
	Advance Income Tax	11,550,45	7 11,550,457
	Sub-Total	16,899,45	5 17,171,128
	Deposits:		
	Security Deposits	452,07	0 452,070
	Advance VAT Charges	8,000,47	1 22,720
	Sub-Total Sub-Total	8,452,54	1 474,790
	Total	25,351,99	6 17,645,918
	Ageing of the above Advance, Deposits & Prepayments balance Below 180 days Above 180 days Above 365 days	10,623,77 2,725,69 12,002,52 <b>25,351,99</b>	9 12,002,527 7 -
	I. Advances, Deposits & Prepayments considered good in resp	nect	
	of which the company is fully secured	10,623,77	0 -
	II. Advances, Deposits & Prepayments considered good in responsible the company holds no security other than the debtor personal security		9 17,645,918
	III. Advances, Deposits & Prepayments Considered doubtful o	r bad. 12,002,52	7 -
	IV. Advances, Deposits & Prepayments due by any director or other officer of the company.	-	-
	V. Advances, Deposits & Prepayments due by common	-	-
	VI. The maximum amount of Advances, Deposits & Prepayme	nts	
	due by any director or other officer of the company.	-	-
	Total	25,351,99	6 17,645,918

All advances are un-secured but considered good. In the opinion of the Management of the company, all current assets, investments, loans and advances are realizable in the ordinary course of business, a value at least equal to the amounts at which they are stated in the Statement of Financial Position. There is no claim against the Company, which can be acknowledged as debt. No amount was due by the Directors (including Managing Director) and managing agents of the Company and any of them severally or jointly with any other person.

				Amount	in Taka
Notes	Particulars		ΙĒ	June 30, 2022	June 30, 2021
8.00	Cash and Cash Equivalents		. , -		
	Cash in Hand		8.01	120,262	153,027
	Cash at Bank		8.02	569,240	753,194
	Total			689,502	906,221
8.01	Cash in Hand				
	Head Office			97,882	146,949
	Factory			22,380	6,078
	Total			120,262	153,027
8.02	Cash at Bank				
	Agrani Bank Ltd			684	5,282
	Southeast Bank Ltd.			345	77,118
	National Bank Ltd.			30,028	28,914
	Islami Bank Bangladesh Ltd.			16,261	74,046
	Exim Bank Ltd. Janata Bank			831	21,005 59
	Mutual Trust Bank Ltd.			432,806	430,702
	Marcantile Bank Ltd			432,600	8,718
	Dutch Bangla Bank Ltd			12,528	47,717
	Al-Arafah Islami Bank Ltd			48,238	15,988
	Jamuna Bank Ltd.			6,726	11,912
	National Bank Ltd. (Factory)			20,793	31,733
	Total			569,240	753,194
9.00	Share Capital				
	Authorized Capital				
	50,000,000 Ordinary Shares of Tk. 10 ea	ach		500,000,000	500,000,000
	Issued, Subscribed & Paid-up Capital				
	5,347,125 Ordinary Shares of Tk. 10 eac	ch paid-up in full		53,471,250	53,471,250
	(a) Composition of Shareholding:				
		2021-20	22	2020	0-2021
		No. of Shares	% of Holdin	I No of Shares	% of Holding
	Directors/Sponsors	1,279,329	23.9	-	23.93
	General Public	3,506,785	65.5	8 3,806,197	71.18
	Financial Institutions	453,376	8.4	8 146,575	2.74
	ICB & Other Investors	107,635	2.0		2.15
	Total	5,347,125	100.0	0 5,347,125	100.00

## (b) Details of the Shareholding is given below:

The distribution schedule showing the number of Shareholders and their shareholding in percentage has been disclosed below asrequirement of the "Listing Regulation" of Dhaka and Chittagong Stock Exchange Limited.

Range of holdings	No. of Sha	reholders	No. of S	Shares	% of	Holding
in number of Shares	2021-2022	2020-2021	2021-2022	2020-2021	2021-2022	2020-2021
Less than 500	3,727	4,069	546,800	605,229	10.23	11.32
500 to 5,000	1,257	1,268	1,930,571	1,933,981	36.10	36.17
5,001 to 10,000	83	77	593,605	559,063	11.10	10.46
10,001 to 20,000	33	36	456,972	505,996	8.55	9.46
20,001 to 30,000	3	7	72,724	177,327	1.36	3.32
30,001 to 40,000	2	1	69,449	33,172	1.30	0.62
40,001 to 50,000	3	1	140,540	47,743	2.63	0.89
50,001 to 100,000	3	2	211,934	160,084	3.96	2.99
Over 100,000	5	5	1,324,530	1,324,530	24.77	24.77
Total	5,116	5,466	5,347,125	5,347,125	100.00	100.00

## (c) Option on Un-Issued Shares:

There is no option regarding the authorized capital not yet issued but can be used to increase the paid-up capital through the issuance of new shares against cash contribution and bonus.

## (d) Market Price:

The shares of the Company are listed with both the Dhaka and Chittagong Stock Exchange Limited and quoted at Tk. 101.40 per share and Tk. 99.80 per share in the Dhaka and Chittagong Stock Exchange Limited respectively on June 30, 2022.

## 10.00 Share Premium

Share Premium	_106,700,000_	106,700,000
Total	106,700,000	106,700,000

Premium received amounting of Tk. 106,700,000 as against 194,000 ordinary share of Tk. 550 each of the share in the year 1997.

## 11.00 Revenue Reserves & Surplus

Tax Holiday Reserve	23,016,918	23,016,918
General Reserve	280,000	280,000
Dividend Equalization Fund	575,000	575,000
Total	23,871,918	23,871,918

Notes	Particulars	Amount in Taka		
Notes	raiticulais	June 30, 2022	June 30, 2021	
12.00	Revaluation Reserve			
	Opening Balance	192,140,52	22 193,480,908	
	Less: Adjustment during the year On depreciable Assets	1,206,34	1,340,386	
	Total	190,934,17	75 192,140,522	

First revaluation of the at factory office of the Company carried out on 1996 by the Independent valuer named "M/S Golum Mostofa & Associates" Islam Chamber, (14th floor) 125-A Motijheel C/A. Further in 2018, the Company in its 219th Board Meeting dated 25 January 2018 decided to revaluation of its project land to reflect true picture in the Financial Statements of the Company as on 30 June 2018. The Company engaged an Independent valuer named "Rahman Mostafa Alam & Co" Chartered Accountants to carry out the inspection and examination of the project land located at the factory premises. Subsequenty the company appointed "Rahman Mostafa Alam & Co" Chartered Accountants for the purpose of valuation of the Company's land situated at the factory premises, Shibrampur, Faridpur as on 30 June 2018. The management of the Company in its 221st Board meeting held on 31 May 2018 approved the valuation report.

## Methodology Adopted for Revaluation of Factory Land in 2018:

The Methodology adopted for revaluation of the land has involved two steps. The first step was adopted for physical verification of the land and second step was for ascertainment of current realizable values, at which the assets should appear in the Statement of Financial Position as at 30 June 2018. For the purpose of revaluation of land the valuer consulted with local sub-register office and different level of local people in the above area where the land is located.

## The revalued amount of the land stands at Tk. 18,55,00,000 as on June 30, 2018

Location of the Land	Land Area (Decimals)	June 2018 (Tk.)	2018 as per revaluation	Surplus (Tk.)
Shibrampur, Faridpur	927.50	17,273,661	185,500,000	168,226,339

Notes	Double sale we	Ar	mount in	Taka	
Notes	Particulars	June 30, 20	22	June 30, 2021	
13.00	Retained Earnings:				
	Opening balance as at July 01, 2021	(456,8	888,663)	(453,566,993)	
	Net Profit/(loss) during the Period	(24,2	287,222)	(4,393,307)	
	Less: Cash Dividend for the year 2019-2020		-	(505,288)	
	Add: Adjustment of Revaluation of depreciable Assets	1,4	19,232	1,576,924	
	Closing balance as at June 30, 2022	(479,7	'56,653)	(456,888,663)	
14.00	Term Loan (UBL)				
	Balance as at July 01, 2021	57,2	200,000	57,200,000	
	Addition During the Year		-	-	
	Bank interest				
		57,2	200,000	57,200,000	
	Less: Repayment Made During the Year		-		
		57,2	200,000	57,200,000	
	Less: Current Portion of Long Term Loan		-		
	Balance as at June 30, 2022	57,2	200,000	57,200,000	

Notes: The Company Tabled an objection against the statements of Uttara Bank Ltd. Term Loan and which is matter of consideration of Sub-Judice Court.

Since filling of the cases against the company, the Banks neither charged any interest nor sent any demand from note/statement of interest from the period 01 July 2016 to 30 June 2017 to the company. In view of the above, interest has not been shown in the companys accounts for the said period. and the expression of the Company about the Block Loan Account are as follows:

The Management of the company decided on the basis of the verdict/pronouncement of the 4th Artha Rin Adalat that was suited by Uttara Bank Limited no. 219/05. At the time of hearing of the lower court the company had tabled an objection against the bank statement that were submitted by the Bank and then a petition was submited by the company to the High Court no. 9724/2014. After the prolong time hearing on 14 March 2017, Uttara Bank Limited were required to submit the actual statement of the accounts of Aziz Pipes Limited. After that the Bank had submitted a revised statement where the Bank stated the companys CC (Hypo.) account no. 21 and Tk. 6,688,500. On the basis of the submitted the statement of the Bank the company has decided to state Tk. 6,688,500 as Short Term Loan from Uttara Bank Limited and the rest amount will be transfered to Block Loan Account Tk. 167,575,954. Now this suit is under litigation on the Judge Court and after Against Uttara bank Limited Case no.-219/2005 and 145/2018 the company filed contempt through writ no.-84/2019 and on the other hand companies apply to Bangladesh Bank for instruction to Uttara Bank Limited for adjustment of Bank Liability. Companies also filed a writ no-186/2020 where honorable court issued rule for consideration of our application which had been submitted to Bangladesh Bank and Uttara Bank Limited. Both of the above both of writs are now waiting for hearing.

Notes	Particulars	Amount	Amount in Taka		
Notes	Faiticulais	June 30, 2022	June 30, 2021		
15.00	Term Loan (DBBL)				
	Balance as at July 01, 2021	66,849,646	66,849,646		
	Addition During the Year	-	-		
	Bank interest	-	-		
		66,849,646	66,849,646		
	Less: Current Portion of Long Term Loan	(33,600,000)	-		
	Balance as at June 30, 2022	33,249,646	66,849,646		

## **Dutch Bangla Bank**

Dutch Bangla Bank Limited had submitted a suit against Aziz Pipes Limited no. 16/2007 to the 3rd Artha Rin Adalat in 2007. After a prolong period hearing the Court had Verdicted/Pronounced on 29 November 2012 to repay the amount of Tk. 15,431,341 to the Bank and the company has decided to state Tk. 15,431,342 as the Short Term Loan from Dutch Bangla Bank Limited and the rest amount Tk. 100,019,426 will be transferred to Block Loan Account. Against the verdict of the lower court the Bank had submited an Appeal to the High Court. Now the appeal is under litigation in the High Court. After the litigation of High Court, the favour/disfavour of the company the amount would be adjusted from the Block Loan Account.

Vide company application no. APL/DBBL/08:19/186 Dated 27.08.2019 for amicable settlement of Bank loan outside Court the Bank approved the matter to be settled vide a compromise deed vide sanction advice no DBBL /105/05/2019/CR 0459 dated October 23.2019. Under the following terms & condition:-

- (i) Fixed Up amount in TK. 12,53,74,469.59.
- (ii) Duration Period 3 years.
- (iii) Interest free Block Account.

#### 16.00 Loan Hajj Finance Company Limited

Balance as at July 01, 2021	2,539,071	7,875,000
Addition During the Year	-	-
Bank interest	2,188,692	-
Prior Year adjustment	-	878,989
	4,727,763	8,753,989
Repayment Made During the Year	-	(2,692,522)
	4,727,763	6,061,467
Less: Current Portion of Long Term Loan	(3,522,396)	(3,522,396)
Balance as at June 30, 2022	1,205,367	2,539,071

Particulars	Amount	in Taka
Particulars	June 30, 2022	June 30, 2021
Deferred Tax	-	
Opening balance as at July 01, 2021	11,013,398	13,282,609
Less: Adjustment during the year on depreciable Assets	(1,678,145)	(2,032,672
Less: Adjustment for deferred tax on depreciation of	(212,885)	(236,539
Closing balance as at June, 2022	9,122,368	11,013,398
A. Property, Plant and Equipment (PPE)		
WDV of Accounting Base	44,946,036	51,465,993
Less: WDV of Tax Base	14,779,910	15,786,598
Less: Unabsorbed Depreciation	3,228,903	3,498,339
Taxable temporary difference	26,937,223	32,181,056
Tax rate	20.00%	22.50%
Deferred tax liability on PPE	5,387,445	7,240,738
B. Deferred Tax on Gratuity Provision		
Opening balance of deferred tax liability for gratuity provis	(175,148)	(269,609
Addition during the Period	175,148	94,461
Deferred tax liability/(asset)	-	(175,148
C. Calculation of deferred tax on revaluation of property,	nlant and	
c. Calculation of deferred tax on revaluation of property,		
	181,896,010	181,896,010
Revalued value of land		•
Revalued value of other than land	12,773,088	•
Revalued value of other than land <u>Tax Rate</u>	12,773,088	14,192,320
Revalued value of other than land <u>Tax Rate</u> On land	12,773,088	14,192,320 1%
Revalued value of other than land <u>Tax Rate</u>	12,773,088	14,192,320 1%
Revalued value of other than land <u>Tax Rate</u> On land	12,773,088	14,192,320 1%
Revalued value of other than land  Tax Rate  On land  On other than land	12,773,088	14,192,320 19 159
Revalued value of other than land  Tax Rate On land On other than land  Deferred tax liabilities	12,773,088 1% 15%	14,192,320 1% 15% 1,818,960
Revalued value of other than land  Tax Rate On land On other than land  Deferred tax liabilities For land	12,773,088 1% 15% 1,818,960	14,192,320 19 159 1,818,960 2,128,848
Revalued value of other than land  Tax Rate On land On other than land  Deferred tax liabilities For land	12,773,088 1% 15% 1,818,960 1,915,963	14,192,320 1% 15% 1,818,960 2,128,848 3,947,808
Revalued value of other than land  Tax Rate On land On other than land  Deferred tax liabilities For land For other than land	12,773,088 1% 15% 1,818,960 1,915,963 3,734,923 9,122,368	14,192,320 1% 15% 1,818,960 2,128,848 3,947,808
Revalued value of other than land  Tax Rate On land On other than land  Deferred tax liabilities For land For other than land  Total (A+B+C)	12,773,088  1% 15%  1,818,960 1,915,963 3,734,923  9,122,368  unt:	14,192,320 19 159 1,818,960 2,128,848 <b>3,947,808</b> <b>11,013,398</b>
Revalued value of other than land  Tax Rate On land On other than land  Deferred tax liabilities For land For other than land  Total (A+B+C)  Calculation of deferred tax charged on Profit or Loss Accord	12,773,088  1% 15%  1,818,960 1,915,963 3,734,923  9,122,368  unt: 7,065,590	14,192,320  17,15%  1,818,960 2,128,848 3,947,808  11,013,398  9,098,262 7,065,590

Notes	Particulars		Amount in Taka		
Notes	Particulars	[	June 30, 2022	June 30, 2021	
18.00	Lease Liabilities				
	A. Lease Liabilities				
	Opening balance as at July 01, 2021		3,524,518	-	
	Add: Addition during the year		-	3,279,155	
	Add: Interest on lease liabilities during the Period	_	151,872	245,363	
	Closing balance as at June 30, 2022	-	3,676,390	3,524,518	
	B. Accumulated Lease Payment				
	Opening balance as at July 01, 2021		1,242,000	-	
	Add: Lease payment during the year		1,242,000	1,242,000	
	Closing balance as at June 30, 2022	-	2,484,000	1,242,000	
	Written down value as on June 30, 2022 (A-B)	=	1,192,390	2,282,518	
19.00	Block loan account				
	Block loan account	19	153,895,796	153,895,796	
	Interest on Block Loan Account	19	17,837,998	17,837,998	
	Total	=	171,733,794	171,733,794	
19.01	Block Loan Account				
	Uttara Bank				
	a) Amount as per Company,s Accounts		160,584,296	159,564,454	
	b) Amount as Per Bank Statement	_	6,688,500	6,688,500	
	Suspense Account		153,895,796	152,875,954	
	Add: Transferred from Short Term Loan	_	-	1,019,842	
	Closing Balance	=	153,895,796	153,895,796	
	Note: Uttara Bank Ltd Loan suspenses amount re	duce du	e to repayment of	1.47 crore tk as	
	downpayment for Uttara Bank Ltd loan re-scheduli	ng purpo	se.		
	Dutch Bangla Bank Ltd.				
	a) Amount as per Company,s Accounts		-	97,150,768	
	b) Amount as Per Bank Statement	_	-	15,431,342	
	Suspense Account		-	81,719,426	
	Add: Transferred from Short Term Loan	_	-	(81,719,426)	
	Closing Balance	=	-		

19.02 Into Into Into Less Tot 20.00 Tra Accordant Tot Oth Tot 22.00 Shows the Into Into Into Into Into Into Into Into	ade Payables counts Payable tal hers Payable hers Payable	- - - - -	17,837,998 - 17,837,998 145,734,742 145,734,742 9,700,000	36,393,042 (18,555,044) 17,837,998 69,978,620 69,978,620
20.00 Tra Acc Tot  21.00 Oth Tot  22.00 Sho Sho Ter Loa	rerest Suspense Account ss: Adjustment from Interest on Laon Provision tal ade Payables counts Payable tal hers Payable hers Payable tal	- = - -	17,837,998 145,734,742 145,734,742	(18,555,044) <b>17,837,998</b> 69,978,620
20.00 Tra Acc Tot  21.00 Oth Oth Tot  22.00 Sho Sho Ter Loa	ss: Adjustment from Interest on Laon Provision tal ade Payables counts Payable tal hers Payable hers Payable tal	=	17,837,998 145,734,742 145,734,742	(18,555,044) <b>17,837,998</b> 69,978,620
20.00 Tra Acc Tot  21.00 Oth Oth Tot  22.00 Sho Sho Ter Loa	tal  ade Payables counts Payable tal  hers Payable hers Payable tal	- - -	145,734,742 145,734,742	<b>17,837,998</b> 69,978,620
20.00 Tra	ade Payables counts Payable tal hers Payable hers Payable tal	=	145,734,742 145,734,742	69,978,620
Acc Tot 21.00 Oth Oth Tot 22.00 Sho Sho Ter Loa	counts Payable tal hers Payable hers Payable tal	=	145,734,742	
Accorded Total Control	counts Payable tal hers Payable hers Payable tal	=	145,734,742	
21.00 Oth Oth Tot  22.00 Sho Sho Ter Loa	hers Payable hers Payable tal	=		69,978,620
Oth Tot 22.00 Sho Sho Ter Loa	hers Payable tal	_	9,700,000	
Oth Tot 22.00 Sho Sho Ter Loa	hers Payable tal	-	9,700,000	
22.00 Sho Sho Ter Loa	tal	_	-,,	5,700,000
Sho Ter Loa	ort Term Loan		9,700,000	5,700,000
Sho Ter Loa	ort Term Loan	_		
Ter Loa	ort Term Loan(UBL)	22	_	_
Loa	rm Loan DBBL(Current Portion)	22	41,824,823	33,424,823
	an Hajj Finance Company Limited (Current Portion)		3,522,396	3,522,396
	an From Director	22	20,400,000	-
	an From Others	22	14,670,000	-
Tot	tal	_	80,417,219	36,947,219
22.01 Sho	ort Term Loan(UBL)			
Utt	tara Bank Ltd.		-	1,019,842
Tot	tal	_	-	1,019,842
Les	ss: Transferred to Block Loan Account	_	-	(1,019,842)
Clo	osing Balance	=	-	-
22.02 Ter	rm Loan DBBL(Current Portion)			
Bal	lance as at July 01, 2021		33,424,823	33,424,823
Add	dition during the year		33,600,000	-
Pay	yment made during the year	_	(25,200,000)	
Clo	osing Balance	=	41,824,823	33,424,823
22.03 Ter	rm Loan Hajj Finance (Current Portion)			
	lance as at July 01, 2021		3,522,396	_
	dition during the year		3,522,396	3,522,396
	yment made during the year		(3,522,396)	-
•	osing Balance	_	3,522,396	3,522,396
22.04 Loa	an From Director	-		
Loa	ou franc Divastan		20,400,000	
Tot	an from Director		20,400,000	-

			Amour	nt in Taka
Notes	Particulars			July 01, 2020 to
	IL		June 30, 2022	June 30, 2021
22.05	Loan From Others			
	Loan from Aziz Properties Limited		14,500,000	
	Loan From Salam Ahmed	_	170,000	
	Total	_	14,670,000	-
23.00	Liabilities for Expenses			
	Salary & Allowances		653,400	-
	Electricity Charges (Head Office)		33,698	23,003
	Electricity Charges (Factory)		215,000	211,181
	Telephone Charges		12,500	18,652
	Water Supply & Sewerage		7,424	7,916
	Interest on others Loan		950,000	-
	Canteen Charges		-	24,500
	Audit Fees		200,000	178,000
	Provident Fund		-	332,565
	Wages & Allowances		603,592	
	Total	_	2,675,614	795,817
24.00	Workers Profit Participation Fund	_		
	Opening balance as at July 01, 2021		71,883	718,824
	Add: Addition during the period		-	-
	Less: Disbursment during the period	_	<del>-</del> -	646,941
	Closing balance as at June 30, 2022	=	71,883	71,883
25.00	Staff Gratuity		770 405	4 070 425
	Opening balance as at July 01, 2021		778,435	1,078,435
	Add: Addition during the period		(770 405)	- (200.000)
	Less: Disbursment during the period	_	(778,435)	(300,000)
26.00	Closing balance as at June 30, 2022	=	<del>_</del> =	778,435
26.00	Provision for Income Tax		4 200 4 40	4 002 426
	Opening balance as at July 01, 2021		4,300,148	4,802,126
	Add: Addition during the year		93,496	914,377
	Less: Cash paid during the Period	_	949,096	1,416,354
	Closing balance as at June 30, 2022	=	3,444,548	4,300,148
27.00	Unclaimed Dividend			
	Previous Year Outstanding Final Cash Divide		1,076,474	650,581
	Less: Unclaim Dividend Deposit to BSEC Func	<u> </u>	725,628	425,893
	Total		350,846	1,076,474
		Amount in Tk.		
	Cash Dividend (2018-2019)	302,553		
	Cash Dividend (2019-2020)	48,293		
	Total	350,846		

As per BSEC notification no. BSEC/CMRRCD/2021-386/03, dated January 14, 2021 Company transferred to Fund more than 3 years unclaimed Cash Dividend Balance Tk. 7,25,628.00 through Account Pay Chq. No-3032838 Dated 20/09/21.

					t in Taka
Notes		Particulars			July 01, 2020 to
				June 30, 2022	June 30, 2021
28.00	Turnover	Qty (M.Ton)			
	Turnovor			15 577 720	152 207 015
	Turnover <b>Total</b>	82		15,577,729 <b>15,577,729</b>	152,387,915 <b>152,387,915</b>
	Total		:	13,377,729	132,387,913
	Product-wise Sales:	_	Amount (Tk.)		
	PVC Rigid & ASTD Pipes	62	11,971,081		
	Thread Pipes	12	2,118,648		
	Profile	8	1,488,000		
	Total	82	15,577,729		
29.00	Cost of Goods Sold				
	Opening Stock of Finished G	oods as at July 01, 2021		26,116,183	68,299,432
	Cost of Goods Manufactured	d	29.01	29,178,690	92,769,863
	Cost of Goods available for			55,294,873	161,069,296
	Less: Closing Stock of Finishe	ed Goods as at June 30, 20	)22	27,085,752	26,116,183
	Cost of Goods Sold			28,209,121	134,953,113
29.01	last year.  Cost of Goods Manufacture Cost of Materials Consumed		29.02	12,729,199	59,262,076
	Add: Electricity & Power			3,367,871	7,465,701
			•	16,097,070	66,727,777
	Add: Opening Work-In-Proce	ess as at July 01, 2021		-	5,004,995
	Less: Closing Work-In-Proces	ss as at June 30, 2022		16,097,070	71,732,772 -
			•	16,097,070	71,732,772
	Add: Factory Overhead		29.03	13,081,620	21,037,091
	Cost of Goods Manufacture	d	:	29,178,690	92,769,863
29.02	Cost of materials Consumed Opening Stock of Raw Mater Add: Materials Purchase Materials Available for Cons	rials as at July 01, 2021		29,889,938 71,815,205 <b>101,705,143</b>	41,032,407 48,119,607 <b>89,152,014</b>
	Less: Closing Stock of Raw N	Naterials as at June 30, 20	22	88,975,944	29,889,938
	Cost of Materials Consumed	I		12,729,199	59,262,076
	Raw Materials Consumption		_		
	Particulars	Quanti		20.000.000	44 000 40-
	Opening Stock of Raw Mater			29,889,938	41,032,407
	Add: Purchase of Raw Mater			71,815,205	48,119,607
	Lossy Closing Charle of Daniel	600,0		101,705,143	89,152,014
	Less: Closing Stock of Raw N  Consumption of Raw Mater			88,975,944	29,889,938
	Consumption of Naw Mater	ials <u>90,2</u>		12,729,199	59,262,076

**Note:** Purchase during the year is Tk. 71,815,205 as per financial statements. But the same is Tk.66,948,327, Tk.72,569,652 as per VAT Return (Mushak- 9.1) and invoices respectively. The difference comes due to keep consistency with the Form: Mushak- 4.3 (Input-output coefficient declaration) of the suppliers. The payments were made as per books of accounts purchases.

			t in Taka	
Notes	Particulars	July 01, 2021 to	•	
		June 30, 2022	June 30, 2021	
9.03	Factory Overhead			
.5.03	Wages & Salaries	5,692,556	12,146,843	
	Repairs & Maintenance	812,370	1,540,533	
	Factory Maintenance	153,275	350,154	
	Depreciation Depreciation	6,423,419	6,999,563	
	Total	13,081,620	21,037,09:	
30.00	Administrative & General Expenses			
50.00		4 215 702	0.057.24	
	Salary & Allowances	4,315,703	9,957,24	
	Board Meeting Fees	140,000	130,00	
	Stationery Expenses	162,555	286,98	
	Telephone Charges	170,060	278,29	
	Travelling & Conveyance	197,744	466,61	
	Entertainment Expenses	39,010	69,23	
	Canteen Charges	389,932	1,088,91	
	Rent & Rates	129,000	129,00	
	Renewal, Listing & Other Expenses	477,711	546,70	
	Tax, Legal & Professional Fees	466,000	391,45	
	Electricity Charges	194,136	203,95	
	Fuel (Generator)	69,710	561,49	
	Water Supply & Sewerage	96,268	89,55	
	Donation (Mosque Maintenances)	2,400	71,00	
	Uniform Expenses	-	45,11	
	Postage & Telegram	15,580	42,40	
	Research & Training	19,380	-	
	Gardening Expenses	5,308	3,07	
	Medical Expenses	26,023	108,58	
	Office Maintenances	217,323	261,06	
	Transport Maintenances	184,992	667,68	
	Guest House Expenses	17,391	51,12	
	Advertisement & Publicity	65,839	107,39	
	A.G.M. Expenses	292,161	353,69	
	Audit Fees	215,000	175,00	
	Miscellaneous	73,260	112,33	
	Carrying Charges	69,248	77,31	
	Newspaper & Periodicals	10,388	28,37	
	Insurance Premium	-	48,33	
	Internet Bill Expenses	168,739	387,51	
	CDBL Expenses	112,000	104,00	
	Vat/Tax deduction at Source	161,500	1,086,75	
	Depreciation	134,095	151,81	
	Depreciation on Right of Use Assets	1,093,052	1,093,05	
	Total	9,731,508	19,175,06	

included above Salary and Allowance.

## The break-up of above amount is given below:

Total	654,600
Bonus	51,000
Others	61,200
House Rent	218,400
Basic	324,000

		Amoun	t in Taka
Notes	Particulars	July 01, 2021 to June 30, 2022	July 01, 2020 to June 30, 2021

In Addition to above the company is provided to Managing Director Car maintenance expenses subject to limit. Managing Director is also provided Telephone bill for business communication, subject to limit.

The Company provided to chairman Tk. 10,000 as monthly honourium

The Other's Director are not provided any remuneration expect board meeting fees with attending Company's Board Meeting.

#### 31.00 Selling & Distribution Expenses

	Selling & Distribution Expenses	181,304	1,736,827
	Total	181,304	1,736,827
32.00	Financial Expenses		
	Bank Charges	41,992	88,532
	Interest on Others Loan	950,000	-
	Loan Profit-Hajj Finance Company Limited	2,188,692	829,874
	Add:Prior Year Adjustment	<u> </u>	878,989
	Total	3.180.684	1.797.395

In previous years the Hajj Finance Company Limited not provided the accounts statement for which comapany can not shown the proper Loan profit . So This year company shown actual loan profit of Hajj Finance company Limited.

#### 33.00 Income Tax:

	Current tax provision	33.01	93,496	914,377
	Deferred tax provision	17.00	(1,678,145)	(2,032,672)
	Tax Expenses		(1,584,649)	(1,118,295)
33.01	The details of current tax calculation are given be	low:		_
	Profit before tax as per income statement		(25,871,871)	(5,511,602)
	Add: Tax effect of expenses that are not deductib	le for tax purposes	5,138,283	5,574,453
	Less: Tax effect of expenses that are deductible for	or tax purposes	(3,228,903)	(3,498,339)
			(23,962,492)	(3,435,488)
	Tax Rate		20.00%	22.50%
A.	Current tax expenses			-
В.	0.6% of Total Received during this period		93,496	914,377
C.	Tax deducted at source u/s 82 ( C )		519	677
	Minimum Tax which ever is higher (A,B,C)		93,496	914,377

#### 34.00

Tax expenses

Net Asset Value (NAV) per Share	(19.60)	(15.09)
Weighted average number of ordinary shares in issue	5,347,125	5,347,125
Shareholders' Equity	(104,779,310)	(80,704,973)
Net Asset Value (NAV) per Share		

## 34 (a) The details of change in NAV from last year given below:

Particulars	Amount (Tk.)	Amount (Tk.)
Reduced in Revaluation Reserve	(1,206,346)	(1,340,386)
Reduced in Retained Earnings	(22,867,990)	(3,321,670)
Total	(24,074,336)	(4,662,056)
NAV reduced from last year	(4.50)	(0.87)

914,377

93,496

Notes		1	Amount	in Taka	
	Notes	Particulars			
35.00   Basic Earning Per Share (EPS)   (24,287,222) (4,393,307)   (4,594,3125)   (5,347,125)   (5,347,125)   (5,347,125)   (5,347,125)   (4,548)   (0.82)   (4.54)   (0.82)   (4.54)   (0.82)   (4.54)   (0.82)   (4.54)   (0.82)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)   (4.54)	Notes	T di diculai 3			
Net Profit   Sasic Earning Per Share   S.347.125   S		<u> </u>		Julie 30, 2022	Julie 30, 2021
Basic Earning Per Share   (4.54)	35.00	. ,			
Basic Earning Per Share					
The details of change in EPS from last year given below:    Particulars			es in issue		
Particulars				(4.54)	(0.82)
Income reduced from last year   (136,810,186)   (74,687,772)	35 (a)	The details of change in EPS from last year	given below:		
Income increased from last year   9,615,793   6,7,48,886   Expense increased from last year   9,615,793   6,7,48,886   Expense increased from last year   9,615,793   (245,363)   Total   (126,637,907)   (5,784,625)   EPS reduced from last year   (23,68)   (1.08)   EPS decreased due to decrease in Turnover as compared to the same period of last year and for temporary shutdown of production Activities   (3,203,032)   759,318   Year Operating Cash Flow per Share (NOCFPS)   Year Operating Cash Flow per Share (NOCFPS)   Year Operating Cash Flow per Share (NOCFPS)   Year Operating Cash Flow per Share   (1,600)   0.14   Year Operating Cash		Particulars	Amount (Tk.)	Amount (Tk.)	
Expense reduced from last year   9,615,793    67,748,886   Expense increased from last year   914,373    (245,363)   (245,363)     Total   (126,637,9077)    (5,784,625)     EPS reduced from last year   (23.68)   (1.08)   EPS decreased due to decrease in Turnover as compared to the same period of last year and for temporary shutdown of production Activities   Net Operating Cash Flow Per Share (NOCFPS)   Net Cash Inflows from Operating Activities   (3,203,032)   759,318   Weighted average number of ordinary shares in issue   5,347,125   5,347,125   5,347,125   Net Operating Cash Flow per Share   (0.60)   0.14   The details of change in NOCFPS from last year given below:   Particulars   Amount (Tk.)   Reduced in Collection from Sales & Others   (150,458,038)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (74,571,971)   (		Income reduced from last year	(136,810,186)	(74,687,772)	
Expense increased from last year   114,373   (245,363)		Income increased from last year	(357,887)	1,399,625	
FPS reduced from last year EPS decreased due to decrease in Turnover as compared to the same period of last year and for temporary shutdown of production Activities  36.00 Net Operating Cash Flow Per Share (NOCFPS) Net Cash Inflows from Operating Activities (3,203,032) 759,318 Weighted average number of ordinary shares in issue (3,203,032) 759,318 Weighted average number of ordinary shares in issue (3,347,125 5,347,125 5,347,125 Net Operating Cash Flow per Share (NOCFPS) Net Gash Inflows from Operating Activities (3,060) 0.14  36 (a) The details of change in NOCFPS from last year given below:    Particulars   Amount (TK.)   Amount (TK.)   Reduced in Collection from Sales & Others (150,458,038) (74,571,971)   Reduced in Payment to Suppliers & 146,028,430 30,477,827   Income tax paid/Adjustment (467,258) (1,971,798)   Reduced from last year (0,092) (7.88)   NOCFPS decreased due to increase in suppliers payment, and also decreased collection of sales proceeds as compared to the same period of last year.  37.00 Reconciliation of Net Profit with Cash Flows From Operating Activities Net Profit After Tax (24,287,222) (4,393,307)   Reconciliation of Net Profit with Cash Flows From Operating Activities Net Profit After Tax (24,287,222) (4,393,307)   Repaired to the same period of last year.  37.00 Reconciliation of Net Profit with Cash Flows From Operating Activities Net Profit After Tax (24,287,222) (4,393,307)   Repaired to the same period of last year. (24,287,222) (4,393,307)   Reconciliation of Net Profit with Cash Flows From Operating Activities (24,287,222) (4,393,307)   Reconciliation of Net Profit with Cash Flows From Operating Activities (24,287,222) (4,393,307)   Reconciliation of Net Profit with Cash Flows From Operating Activities (24,287,222) (4,393,307)   Reconciliation of Net Profit with Cash Flows From Operating Activities (24,287,222) (4,393,307)   Reconciliation of Net Profit with Cash Flows From Operating Activities (24,287,222) (4,393,307)   Reconciliation of Net Profit with Cash Flows From Operatin		Expense reduced from last year	9,615,793	67,748,886	
EPS reduced from last year		Expense increased from last year			
EPS decreased due to decrease in Turnover as compared to the same period of last year and for temporary shutdown of production Activities  75.36.00 Net Cash Inflows from Operating Activities  86.30 Net Cash Inflows from Operating Activities  86.30 Net Operating Cash Flow per Share (NOCFPS)  Net Cash Inflows from Operating Activities  86.30 Net Operating Cash Flow per Share  86.00 Net Cash Inflows from Operating Schirties  86.01 Net Operating Cash Flow per Share  86.02 Net Operating Cash Flow per Share  86.03 Net Operating Cash Flow per Share  86.04 Net Operating Cash Flow per Share  86.05 Net Operating Cash Flow per Share  86.06 Net Operating Cash Flow per Share  86.07 Net Operating Cash Flow per Share  86.07 Net Operating Cash Flow per Share  86.08 Net Operating Cash Flow per Share  86.09 Net Operating Cash Flow per Share  86.00 Not Particulars  87.00 Not Particulars  88.00 Not Part					
Shutdown of production Activities   Net Operating Cash Flow Per Share (NOCFPS)     Net Operating Cash Flow Per Share (NOCFPS)     Net Operating Cash Flow per Share   S,347,125   S,347,125     Net Operating Cash Flow per Share   NoCFPS     Net Operating Cash Flow per Share   NoCFPS     Net Operating Cash Flow per Share   NoCFPS from last year given below:		EPS reduced from last year	(1.08)		
Net Cash Inflows from Operating Activities   (3,203,032)   759,318   Meighted average number of ordinary shares in issue   (3,203,032)   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125		EPS decreased due to decrease in Turnover	as compared to the same pe	riod of last year a	nd for temporary
Net Cash Inflows from Operating Activities   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,125   5,347,1		shutdown of production Activities			
Weighted average number of ordinary shares in issue   5,347,125   0,000   0,014	36.00	Net Operating Cash Flow Per Share (NOCFP	S)		
Net Operating Cash Flow per Share   (0.60)   (0.14)		Net Cash Inflows from Operating Activities		(3,203,032)	759,318
Particulars   Amount (Tk.)   Reduced in Collection from Sales & Others   (150,458,038)   (74,573,971)   Reduced in Collection from Sales & Others   (150,458,038)   (74,573,971)   Reduced in Payment to Suppliers & 146,028,430   (30,477,827   Income tax paid/Adjustment   (467,258)   1,971,798   Total   (4,896,866)   (42,122,346)   NOCFPS reduced from last year   (0.92)   (7.88)   NOCFPS decreased due to increase in suppliers payment, and also decreased collection of sales proceeds as compared to the same period of last year.    37.00   Reconciliation of Net Profit with Cash Flows From Operating Activities   Net Profit After Tax   (24,287,222)   (4,393,307)   Adjustment for:		Weighted average number of ordinary share	5,347,125	5,347,125	
Particulars   Amount (Tk.)   Reduced in Collection from Sales & Others   (150,458,038)   (74,571,971)   Reduced in Payment to Suppliers & 146,028,430   30,477,827   Income tax paid/Adjustment   (467,258)   (48,96,866)   (42,122,346)   NOCFPS reduced from last year   (0.92)   (7.88)   NOCFPS reduced from last year   (0.92)   (7.88)   NOCFPS decreased due to increase in suppliers payment, and also decreased collection of sales proceeds as compared to the same period of last year.  37.00 Reconciliation of Net Profit with Cash Flows From Operating Activities  Net Profit After Tax   (24,287,222)   (4,393,307)   Adjustment for:  Depreciation on Property, Plant & Equipment   6,557,515   7,151,377   Payment of lease liability   - (1,242,000)   Depreciation on Right of use Assets   - 1,093,052   Interest on Lease Liability   151,872   245,363   Financial Expenses (Separate consideration in financing activities)   3,180,684   1,797,395   Interest Received (Separate consideration in financing activities)   (4,888)   (8,248)   Increase/ Decrease in Right of use Assets of Lease Land   1,093,053   - (1,093,053   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,000,000   1,00		Net Operating Cash Flow per Share		(0.60)	0.14
Reduced in Collection from Sales & Others (150,458,038) (74,571,971) Reduced in Payment to Suppliers & 146,028,430 (30,477,827) Income tax paid/Adjustment (467,258) (1,971,798) Total (4,896,866) (42,122,346) NOCFPS reduced from last year (0.92) (7.88)  NOCFPS decreased due to increase in suppliers payment, and also decreased collection of sales proceeds as compared to the same period of last year.  Reconciliation of Net Profit with Cash Flows From Operating Activities  Net Profit After Tax (24,287,222) (4,393,307) Adjustment for:  Depreciation on Property, Plant & Equipment 6,557,515 7,151,377 Payment of lease liability - (1,242,000) Depreciation on Right of use Assets - 1,093,052 Interest on Lease Liability 151,872 245,363 Financial Expenses (Separate consideration in financing activities) 3,180,684 1,797,395 Interest Received (Separate consideration in financing activities) (4,888) (8,248) Increase/ Decrease in Right of use Assets of Lease Land 1,093,053 - Increase/ Decrease in Right of use Assets of Lease Land 1,093,053 - Increase/ Decrease in Right of use Assets of Lease Land 1,093,053 - Increase/ Decrease in Accounts Receivable 1,359,625 15,007,476 Increase/ Decrease in Accounts Receivable 1,359,625 15,007,476 Increase/ Decrease in Accounts Receivable 1,359,625 15,007,476 Increase/ Decrease in Creditors & Accruals 1,090,128) - Increase/ Decrease in Creditors & Accruals 1,090,128 1,000,000 Increase/ Decrease in Others Payable 4,000,000 5,700,000 Increase/ Decrease in Provisions For Current Tax (855,600) (501,977) Increase/ Decrease in Deffered Tax Liability (778,435) (300,000) Increase/ Decrease in Staff Gratuity (778,435) (300,000) Increase/ Decrease in Staff Gratuity (778,435) (300,000) Increase/ Decrease in Unclaimed Dividend (725,628) 425,893 Increase/ Decrease in Workers profit participation fund	36 (a)	The details of change in NOCFPS from last y	ear given below:		
Reduced in Payment to Suppliers & 146,028,430   30,477,827   Income tax paid/Adjustment (467,258)   1,971,798   Total (4,896,866)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122		Particulars	Amount (Tk.)	Amount (Tk.)	
Income tax paid/Adjustment   (467,258)   (1,971,798   Total   (4,896,866)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (42,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43,122,346)   (43		Reduced in Collection from Sales & Others	(150,458,038)	(74,571,971)	
NOCFPS reduced from last year (0.92) (7.88)  NOCFPS decreased due to increase in suppliers payment, and also decreased collection of sales proceeds as compared to the same period of last year.  37.00 Reconciliation of Net Profit with Cash Flows From Operating Activities  Net Profit After Tax Adjustment for:  Depreciation on Property, Plant & Equipment 6,557,515 7,151,377  Payment of lease liability 6,10,20,20,20,20,20,20,20,20,20,20,20,20,20		Reduced in Payment to Suppliers &	146,028,430	30,477,827	
NOCFPS reduced from last year  NOCFPS decreased due to increase in suppliers payment, and also decreased collection of sales proceeds as compared to the same period of last year.  Reconciliation of Net Profit with Cash Flows From Operating Activities  Net Profit After Tax  Adjustment for:  Depreciation on Property, Plant & Equipment  Depreciation on Right of use Assets  Increase Liability  Depreciation on Right of use Assets  Interest on Lease Liability  Interest on Lease Liability  Interest Received (Separate consideration in financing activities)  Interest Received (Separate consideration in financing activities)  Increase/ Decrease in Right of use Assets of Lease Land  Increase/ Decrease in Inventory  Increase/ Decrease in Accounts Receivable  Increase/ Decrease in Advance, Deposit & Prepayments  Increase/ Decrease in Accounts Receivable  Increase/ Decrease in Lease liabilities  Increase/ Decrease in Lease liabilities  Increase/ Decrease in Creditors & Accruals  Increase/ Decrease in Creditors & Accruals  Increase/ Decrease in Provisions For Current Tax  (855,600)  Increase/ Decrease in Decrease in Staff Gratuity  (778,435)  (300,000)  Increase/ Decrease in Staff Gratuity  (778,435)  (300,000)  Increase/ Decrease in Unclaimed Dividend  Increase/ Decrease Increase/ Decrease in Unclaimed Dividend  Increase/ De		Income tax paid/Adjustment	(467,258)	1,971,798	
NOCFPS decreased due to increase in suppliers payment, and also decreased collection of sales proceeds as compared to the same period of last year.  37.00 Reconciliation of Net Profit with Cash Flows From Operating Activities  Net Profit After Tax (24,287,222) (4,393,307)  Adjustment for:  Depreciation on Property, Plant & Equipment 6,557,515 7,151,377  Payment of lease liability - (1,242,000)  Depreciation on Right of use Assets - 1,093,052  Interest on Lease Liability 151,872 245,363  Financial Expenses (Separate consideration in financing activities) 3,180,684 1,797,395  Interest Received (Separate consideration in financing activities) (4,888) (8,248)  Increase/ Decrease in Right of use Assets of Lease Land 1,093,053 - (10,000)  Increase/ Decrease in Inventory (60,055,575) 58,330,713  Increase/ Decrease in Inventory (60,055,575) 58,330,713  Increase/ Decrease in Accounts Receivable 1,359,625 15,007,476  Increase/ Decrease in Accounts Receivable 1,359,625 15,007,476  Increase/ Decrease in Accounts Payable 1,090,128 - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,000,128) - (10,0		Total	(4,896,866)	(42,122,346)	
Activities  Net Profit After Tax Adjustment for:  Depreciation on Property, Plant & Equipment Depreciation on Right of use Assets Interest on Lease Liability Interest on Lease Liability Increase/ Decrease in Inventory Increase/ Decrease in Accounts Payable Increase/ Decrease in Others Payable Increase/ Decrease in Others Payable Increase/ Decrease in Creditors & Accruals Increase/ Decrease in Provisions For Current Tax Increase/ Decrease in Staff Gratuity Increase/ Decrease in Unclaimed Dividend Increase/ Decrease in Norkers profit participation fund Increase/ Decrease in Staff Gratuity Increase/ Decrease in Unclaimed Dividend Increase/ Decrease in Workers profit participation fund Increase/ Decrease in Workers profit participation fund Increase/ Decrease in Staff Gratuity Increase/ Decrease in Workers profit participation fund Increase/ Decrease in Workers profit participation fund Increase/ Decrease in Workers profit participation fund Increase/ Decrease in Workers Postaff Gratuity Increase/ Decrease in Workers profit participation fund Increase/ Decrease in Workers Profit participati		NOCFPS reduced from last year	(0.92)	(7.88)	
Activities  Net Profit After Tax Adjustment for:  Depreciation on Property, Plant & Equipment Depreciation on Right of use Assets Interest on Lease Liability Interest on Lease Liability Increase/ Decrease in Inventory Increase/ Decrease in Accounts Payable Increase/ Decrease in Others Payable Increase/ Decrease in Others Payable Increase/ Decrease in Creditors & Accruals Increase/ Decrease in Provisions For Current Tax Increase/ Decrease in Staff Gratuity Increase/ Decrease in Unclaimed Dividend Increase/ Decrease in Norkers profit participation fund Increase/ Decrease in Staff Gratuity Increase/ Decrease in Unclaimed Dividend Increase/ Decrease in Workers profit participation fund Increase/ Decrease in Workers profit participation fund Increase/ Decrease in Staff Gratuity Increase/ Decrease in Workers profit participation fund Increase/ Decrease in Workers profit participation fund Increase/ Decrease in Workers profit participation fund Increase/ Decrease in Workers Postaff Gratuity Increase/ Decrease in Workers profit participation fund Increase/ Decrease in Workers Profit participati		NOCFPS decreased due to increase in suppli	iers payment, and also decrea	sed collection of	sales proceeds as
Net Profit After Tax Adjustment for:  Depreciation on Property, Plant & Equipment Payment of lease liability Pepreciation on Right of use Assets Interest on Lease Liability Interest on Lease Liability Interest Received (Separate consideration in financing activities) Interest Received (Separate consideration in financing activities) Increase/ Decrease in Right of use Assets of Lease Land Increase/ Decrease in Inventory Increase/ Decrease in Accounts Receivable Increase/ Decrease in Advance, Deposit & Prepayments Increase/ Decrease in Accounts Payable Increase/ Decrease in Accounts Payable Increase/ Decrease in Others Payable Increase/ Decrease in Creditors & Accruals Increase/ Decrease in Provisions For Current Tax Increase/ Decrease in Provisions For Current Tax Increase/ Decrease in Deffered Tax Liability Increase/ Decrease in Staff Gratuity Increase/ Decrease in Unclaimed Dividend Increase/ Decrease in Workers profit participation fund Increase/ Decrease in Workers					·
Net Profit After Tax Adjustment for:  Depreciation on Property, Plant & Equipment Payment of lease liability Pepreciation on Right of use Assets Interest on Lease Liability Interest on Lease Liability Interest Received (Separate consideration in financing activities) Interest Received (Separate consideration in financing activities) Increase/ Decrease in Right of use Assets of Lease Land Increase/ Decrease in Inventory Increase/ Decrease in Accounts Receivable Increase/ Decrease in Advance, Deposit & Prepayments Increase/ Decrease in Accounts Payable Increase/ Decrease in Accounts Payable Increase/ Decrease in Others Payable Increase/ Decrease in Creditors & Accruals Increase/ Decrease in Provisions For Current Tax Increase/ Decrease in Provisions For Current Tax Increase/ Decrease in Deffered Tax Liability Increase/ Decrease in Staff Gratuity Increase/ Decrease in Unclaimed Dividend Increase/ Decrease in Workers profit participation fund Increase/ Decrease in Workers	37.00	Reconciliation of Net Profit with Cash Flows	From Operating Activities		
Adjustment for:  Depreciation on Property, Plant & Equipment Payment of lease liability Perciation on Right of use Assets Interest on Lease Liability Interest on Lease Liability Interest Received (Separate consideration in financing activities) Interest Received (Separate consideration in financing activities) Increase/ Decrease in Right of use Assets of Lease Land Increase/ Decrease in Right of use Assets of Lease Land Increase/ Decrease in Inventory Increase/ Decrease in Accounts Receivable Increase/ Decrease in Accounts Receivable Increase/ Decrease in Advance, Deposit & Prepayments Increase/ Decrease in Accounts Payable Increase/ Decrease in Others Payable Increase/ Decrease in Others Payable Increase/ Decrease in Creditors & Accruals Increase/ Decrease in Provisions For Current Tax Increase/ Decrease in Deffered Tax Liability Increase/ Decrease in Staff Gratuity Increase/ Decrease in Unclaimed Dividend Increase/ Decrease in Workers profit participation fund  - (646,941) Increase/ Decrease in Workers profit participation fund  - (646,941) Increase/ Decrease in Workers profit participation fund			<b>3</b>	(24.287.222)	(4.393.307)
Depreciation on Property, Plant & Equipment Payment of lease liability Depreciation on Right of use Assets Interest on Lease Liability Interest on Lease Liability Interest Received (Separate consideration in financing activities) Interest Received (Separate consideration in financing activities) Interest Received (Separate consideration in financing activities) Increase/ Decrease in Right of use Assets of Lease Land Increase/ Decrease in Inventory Increase/ Decrease in Inventory Increase/ Decrease in Accounts Receivable Increase/ Decrease in Accounts Receivable Increase/ Decrease in Lease liabilities Increase/ Decrease in Lease liabilities Increase/ Decrease in Accounts Payable Increase/ Decrease in Others Payable Increase/ Decrease in Creditors & Accruals Increase/ Decrease in Creditors & Accruals Increase/ Decrease in Provisions For Current Tax Increase/ Decrease in Deffered Tax Liability Increase/ Decrease in Staff Gratuity Increase/ Decrease in Unclaimed Dividend Increase/ Decrease in Workers profit participation fund  - (646,941) Increase/ Decrease in Workers profit participation fund  - (646,941) Increase/ Decrease in Workers profit participation fund  - (5,557,515,137,717,151,277,151,277,151,277,151,277,151,277,277,151,277,277,277,277,277,277,277,277,277,27				(21,207,222)	(1,333,307)
Payment of lease liability Depreciation on Right of use Assets Interest on Lease Liability Financial Expenses (Separate consideration in financing activities) Interest Received (Separate consideration in financing activities) Interest Received (Separate consideration in financing activities) Increase/ Decrease in Right of use Assets of Lease Land Increase/ Decrease in Inventory Increase/ Decrease in Accounts Receivable Increase/ Decrease in Accounts Receivable Increase/ Decrease in Advance, Deposit & Prepayments Increase/ Decrease in Lease liabilities Increase/ Decrease in Accounts Payable Increase/ Decrease in Others Payable Increase/ Decrease in Creditors & Accruals Increase/ Decrease in Creditors & Accruals Increase/ Decrease in Provisions For Current Tax Increase/ Decrease in Staff Gratuity Increase/ Decrease in Staff Gratuity Increase/ Decrease in Unclaimed Dividend Increase/ Decrease in Workers profit participation fund  - (646,941) Increase/ Decrease in Workers profit participation fund  - (646,941) Increase/ Decrease in Workers profit participation fund  - (545,042) Increase/ Decrease in Workers profit participation fund  - (646,941)		-	nt	6.557.515	7.151.377
Depreciation on Right of use Assets Interest on Lease Liability Interest on Lease Liability Interest on Lease Liability Interest Received (Separate consideration in financing activities) Interest Received (Separate consideration in financing activities) Interest Received (Separate consideration in financing activities) Increase/ Decrease in Right of use Assets of Lease Land Increase/ Decrease in Inventory Increase/ Decrease in Accounts Receivable Increase/ Decrease in Advance, Deposit & Prepayments Increase/ Decrease in Lease liabilities Increase/ Decrease in Accounts Payable Increase/ Decrease in Accounts Payable Increase/ Decrease in Others Payable Increase/ Decrease in Creditors & Accruals Increase/ Decrease in Provisions For Current Tax Increase/ Decrease in Deffered Tax Liability Increase/ Decrease in Staff Gratuity Increase/ Decrease in Unclaimed Dividend Increase/ Decrease in Workers profit participation fund Increase/ Decrease/				-	
Interest on Lease Liability Financial Expenses (Separate consideration in financing activities) Interest Received (Separate consideration in financing activities) Interest Received (Separate consideration in financing activities) Increase/ Decrease in Right of use Assets of Lease Land Increase/ Decrease in Inventory Increase/ Decrease in Inventory Increase/ Decrease in Accounts Receivable Increase/ Decrease in Advance, Deposit & Prepayments Increase/ Decrease in Lease liabilities Increase/ Decrease in Accounts Payable Increase/ Decrease in Accounts Payable Increase/ Decrease in Others Payable Increase/ Decrease in Creditors & Accruals Increase/ Decrease in Provisions For Current Tax Increase/ Decrease in Deffered Tax Liability Increase/ Decrease in Staff Gratuity Increase/ Decrease in Unclaimed Dividend Increase/ Decrease in Workers profit participation fund  21,084,190  5,152,624		·		-	
Financial Expenses (Separate consideration in financing activities) Interest Received (Separate consideration in financing activities) Increase/ Decrease in Right of use Assets of Lease Land Increase/ Decrease in Inventory Increase/ Decrease in Accounts Receivable Increase/ Decrease in Accounts Receivable Increase/ Decrease in Advance, Deposit & Prepayments Increase/ Decrease in Lease liabilities Increase/ Decrease in Accounts Payable Increase/ Decrease in Others Payable Increase/ Decrease in Others Payable Increase/ Decrease in Creditors & Accruals Increase/ Decrease in Provisions For Current Tax Increase/ Decrease in Deffered Tax Liability Increase/ Decrease in Staff Gratuity Increase/ Decrease in Unclaimed Dividend Increase/ Decrease in Workers profit participation fund  21,084,190  5,152,624				151,872	
Interest Received (Separate consideration in financing activities) Increase/ Decrease in Right of use Assets of Lease Land Increase/ Decrease in Inventory Increase/ Decrease in Inventory Increase/ Decrease in Accounts Receivable Increase/ Decrease in Accounts Receivable Increase/ Decrease in Advance, Deposit & Prepayments Increase/ Decrease in Lease liabilities Increase/ Decrease in Accounts Payable Increase/ Decrease in Accounts Payable Increase/ Decrease in Others Payable Increase/ Decrease in Creditors & Accruals Increase/ Decrease in Provisions For Current Tax Increase/ Decrease in Provisions For Current Tax Increase/ Decrease in Deffered Tax Liability Increase/ Decrease in Staff Gratuity Increase/ Decrease in Staff Gratuity Increase/ Decrease in Unclaimed Dividend Increase/ Decrease in Workers profit participation fund  21,084,190 5,152,624			n financing activities)		
Increase/ Decrease in Right of use Assets of Lease Land Increase/ Decrease in Inventory Increase/ Decrease in Accounts Receivable Increase/ Decrease in Advance, Deposit & Prepayments Increase/ Decrease in Lease liabilities Increase/ Decrease in Accounts Payable Increase/ Decrease in Others Payable Increase/ Decrease in Others Payable Increase/ Decrease in Creditors & Accruals Increase/ Decrease in Provisions For Current Tax Increase/ Decrease in Deffered Tax Liability Increase/ Decrease in Staff Gratuity Increase/ Decrease in Unclaimed Dividend Increase/ Decrease in Workers profit participation fund  1,093,053 1,359,625 15,007,476 17,706,078 1,359,625 15,007,476 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078 17,706,078					
Increase/ Decrease in Inventory       (60,055,575)       58,330,713         Increase/ Decrease in Accounts Receivable       1,359,625       15,007,476         Increase/ Decrease in Advance, Deposit & Prepayments       (7,706,078)       4,648,804         Increase/ Decrease in Lease liabilities       (1,090,128)       -         Increase/ Decrease in Accounts Payable       75,756,122       (81,441,761)         Increase/ Decrease in Others Payable       4,000,000       5,700,000         Increase/ Decrease in Creditors & Accruals       1,879,797       (3,073,848)         Increase/ Decrease in Provisions For Current Tax       (855,600)       (501,977)         Increase/ Decrease in Deffered Tax Liability       (1,678,145)       (2,032,672)         Increase/ Decrease in Staff Gratuity       (778,435)       (300,000)         Increase/ Decrease in Unclaimed Dividend       (725,628)       425,893         Increase/ Decrease in Workers profit participation fund       -       (646,941)         21,084,190       5,152,624				. , ,	-
Increase/ Decrease in Accounts Receivable Increase/ Decrease in Advance, Deposit & Prepayments Increase/ Decrease in Lease liabilities Increase/ Decrease in Lease liabilities Increase/ Decrease in Accounts Payable Increase/ Decrease in Others Payable Increase/ Decrease in Creditors & Accruals Increase/ Decrease in Creditors & Accruals Increase/ Decrease in Provisions For Current Tax Increase/ Decrease in Provisions For Current Tax Increase/ Decrease in Deffered Tax Liability Increase/ Decrease in Staff Gratuity Increase/ Decrease in Unclaimed Dividend Increase/ Decrease in Workers profit participation fund Increase/ Decrease in Workers pr					58,330,713
Increase/ Decrease in Advance, Deposit & Prepayments Increase/ Decrease in Lease liabilities Increase/ Decrease in Accounts Payable Increase/ Decrease in Others Payable Increase/ Decrease in Others Payable Increase/ Decrease in Creditors & Accruals Increase/ Decrease in Provisions For Current Tax Increase/ Decrease in Provisions For Current Tax Increase/ Decrease in Deffered Tax Liability Increase/ Decrease in Staff Gratuity Increase/ Decrease in Staff Gratuity Increase/ Decrease in Unclaimed Dividend Increase/ Decrease in Workers profit participation fund  - (646,941)  21,084,190  5,152,624		Increase/ Decrease in Accounts Receivable			
Increase/ Decrease in Lease liabilities       (1,090,128)       -         Increase/ Decrease in Accounts Payable       75,756,122       (81,441,761)         Increase/ Decrease in Others Payable       4,000,000       5,700,000         Increase/ Decrease in Creditors & Accruals       1,879,797       (3,073,848)         Increase/ Decrease in Provisions For Current Tax       (855,600)       (501,977)         Increase/ Decrease in Deffered Tax Liability       (1,678,145)       (2,032,672)         Increase/ Decrease in Staff Gratuity       (778,435)       (300,000)         Increase/ Decrease in Unclaimed Dividend       (725,628)       425,893         Increase/ Decrease in Workers profit participation fund       -       (646,941)         21,084,190       5,152,624			repayments		
Increase/ Decrease in Others Payable       4,000,000       5,700,000         Increase/ Decrease in Creditors & Accruals       1,879,797       (3,073,848)         Increase/ Decrease in Provisions For Current Tax       (855,600)       (501,977)         Increase/ Decrease in Deffered Tax Liability       (1,678,145)       (2,032,672)         Increase/ Decrease in Staff Gratuity       (778,435)       (300,000)         Increase/ Decrease in Unclaimed Dividend       (725,628)       425,893         Increase/ Decrease in Workers profit participation fund       -       (646,941)         21,084,190       5,152,624				-	
Increase/ Decrease in Creditors & Accruals       1,879,797       (3,073,848)         Increase/ Decrease in Provisions For Current Tax       (855,600)       (501,977)         Increase/ Decrease in Deffered Tax Liability       (1,678,145)       (2,032,672)         Increase/ Decrease in Staff Gratuity       (778,435)       (300,000)         Increase/ Decrease in Unclaimed Dividend       (725,628)       425,893         Increase/ Decrease in Workers profit participation fund       -       (646,941)         21,084,190       5,152,624		Increase/ Decrease in Accounts Payable		75,756,122	(81,441,761)
Increase/ Decrease in Provisions For Current Tax       (855,600)       (501,977)         Increase/ Decrease in Deffered Tax Liability       (1,678,145)       (2,032,672)         Increase/ Decrease in Staff Gratuity       (778,435)       (300,000)         Increase/ Decrease in Unclaimed Dividend       (725,628)       425,893         Increase/ Decrease in Workers profit participation fund       -       (646,941)         21,084,190       5,152,624		Increase/ Decrease in Others Payable		4,000,000	5,700,000
Increase / Decrease in Deffered Tax Liability (1,678,145) (2,032,672) Increase / Decrease in Staff Gratuity (778,435) (300,000) Increase / Decrease in Unclaimed Dividend (725,628) 425,893 Increase / Decrease in Workers profit participation fund (646,941)  21,084,190 5,152,624				1,879,797	(3,073,848)
Increase / Decrease in Staff Gratuity (778,435) (300,000) Increase / Decrease in Unclaimed Dividend (725,628) 425,893 Increase / Decrease in Workers profit participation fund - (646,941) 21,084,190 5,152,624		Increase/ Decrease in Provisions For Current	Тах	(855,600)	(501,977)
Increase/ Decrease in Staff Gratuity (778,435) (300,000) Increase/ Decrease in Unclaimed Dividend (725,628) 425,893 Increase/ Decrease in Workers profit participation fund - (646,941)  21,084,190 5,152,624		Increase/ Decrease in Deffered Tax Liability		(1,678,145)	(2,032,672)
Increase/ Decrease in Workers profit participation fund - (646,941)  21,084,190 5,152,624		Increase/ Decrease in Staff Gratuity			
21,084,190 5,152,624		Increase/ Decrease in Unclaimed Dividend		(725,628)	425,893
		Increase/ Decrease in Workers profit particip	pation fund		(646,941)
Cash Flows from Operating activities (3,203,032) 759.318				21,084,190	5,152,624
		Cash Flows from Operating activities		(3,203,032)	759,318

## 38.00 Related Party Disclosures

#### 38.01 Transactions with Related Parties

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial and operational decision and include associate companies with or without common director and key management personnel. The entity has interred into transition with other entities in normal course of business that does not fall within the definition of related party as per IAS-24: Related Party Transactions for this year. The summary is as follows:

Related Party	year		Payment during the year	Closing Balance
Loan from Director	-	20,400,000	-	20,400,000

## 38.02 Payments/ Perquisites to Managing Director and above

Payments and perquisites given to the Managing Director during the year are disclosed below:

Paid to the Managing Director of the Company Tk. 6,54,600/= as Salary and Bonus during the Period that included above Salary and Allowance.

In Addition to above Managing Director is provided Car maintenance expenses subject to limit. Managing Director is also provided Telephone bill for business communication, subject to limit.

The Other's Director are not provided any remuneration expect board meeting fees with attending Company's Board Meeting.

## 39.00 Disclosure as per requirement of Schedule XI, Part II of the Companies Act, 1994:

## A. Disclosure as per requirement of Schedule XI, Part II, Note 5 of Para 3:

Employee position of the company as at June 30, 2022.

Salary (Monthly)	Office	r & Staff	Worker	Total
Salary (Monthly)	Head Office	Factory	worker	Employees
Below Tk. 3,000	-	1	-	-
Above Tk. 3,000	11	29	-	40
Total	11	29	-	40

#### B. Disclosure as per requirement of Schedule XI, Part II, Para 4:

Name of Directors	Designation	Remuneration	Festival Bonus	Total
Md. Abdul Halim	Director	-	-	-
Md. Ahsan Ullah	Director	-	-	-
Md. Asad Ullah	Director	-	-	-
Md. Nurul Hoque	Independent	-	-	
Ivid. Nardi Hoque	Director			-
Dr. Swapan Kumar Dhar	Independent			
DI. Swapan Kumar Dhai	Director	-	-	-
Total	•	-	-	-

Period of payment to Directors is from 01 July 2021 to 30 June 2022.

The above Directors of the company did not take any benefit from the company except attendance fees for Board Meeting and others are as follows:

a. Expenses reimbursed to the managing agent	Nill
b. Commission or other remuneration payable separately to a managing agent or his associate	Nill
c. Commission received or receivable by the managing agent or his associate as selling or buying agent of other concerns in respect of contracts entered into such concerns with the company	Nill
d. The money value of the contracts for the sale or purchase of goods and materials or supply of services, enter into by the company with the managing agent or his associate during the financial year	Nill
e. Any other perquisites or benefits in cash or in kind stating	Nill
f. Other allowances and commission including guarantee commission	Nill
Pensions, etc.	
1) Pensions	Nill
2) Gratuities	Nill
3) Payment from Provident Fund	Nill
4) Compensation for loss of office	Nill

### C. Disclosure as per requirement of Schedule XI, Part II, Para 7:

5) Consideration in connection with retirement from office

Details of production capacity utilization:

Particulars	License Capacity (In MT)	Attainable Capacity (In MT)	Actual Production (In MT)	Capacity Utilization
Annual Production capacity in MT	12,750	6,000	100	1.66%

### D. Disclosure as per requirement of Schedule XI, Part II, Para 8:

Raw materials, spare parts, packing materials and capital machinery:

			Purchase (BDT	)		% of
Items	Opening Raw Materials	Import	Local	Total	Consumption (BDT)	consumption of total Purchase
Raw materials	29,889,938	-	71,815,205	101,705,143	12,729,199	17.82%
Spare parts	-	-	812,370	812,370	812,370	100%
Packing materials	-	-	-	-	-	-
Total	29,889,938	-	72,627,575	102,517,513	13,541,570	

### Value of export:

Particulars	In foreign currencies (US\$)	In BDT
Export	-	-
Total	1	-

- i) The company has not incurred any expenditure in foreign currencies for the period from 01 July 2021 to 30 June, 2022 on account of royalty, know-how, professional fees, consultancy fees and interest;
- ii) The company has not earned any foreign exchanges for loyalty, know-how, professional fees, consultancy fees and interest;
- iii) The value of export represents for the period 01 July 2021 to 30 June, 2022.

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### E. Disclosure as per requirement of Schedule XI, Part II, Para 3:

Requirements under Condition No.	Compliance status of disclosure of Schedule XI, Part II, Para 3
3(i)(a) The turnover	Complied
3 (i)(b) Commission paid to the selling agent	Not Applicable
3(i)(c) Brokerage and discount on sales, other than the usual trade discount	Not Applicable
3(i)(d)(i) The value of the raw materials consumed, giving item wise as possible	Complied
3(i)(d)(ii) The opening and closing stocks of goods produced	Complied
3(i)(e) In the case of trading companies, the purchase made and the opening and closing stocks	Complied
3(i)(f) In the case of companies rendering or supplying services, the gross income derived from services rendered or supplied	Not Applicable
3(i)(g) Opening and closing stocks, purchases and sales and consumption of raw materials with value and quantity break-up for the company, which falls under one or more categories i.e. manufacturing and/or trading	
3(i)(h) In the case of other companies, the gross income derived under different heads	Not Applicable
3(i)(i) Work-in-progress, which have been completed at the commencement and at the end of the accounting period	Complied
3(i)(j) Provision for depreciation, renewals or diminution in value of fixed assets	Complied
3(i)(k) Interest on the debenture paid or payable to the Managing Director, Managing Agent and Manager	Not Applicable
3(i)(l) Charge of income tax and other taxation on profits	Complied
3(i)(m) Revised for repayment of share capital and repayment of loans	Complied
3(i)(n)(i) Amount set aside or proposed to be set aside, to reserve, but not including provisions made to meet any specific liability, contingency or commitment, know to exist at the date as at which the balance sheet is made up	
3(i)(n)(ii) Amount withdrawn from above mentioned reserve	Not Applicable
3(i)(o)(i) Amount set aside to provisions made for meeting specific liabilities, contingencies of commitments	Not Applicable
3(i)(o)(ii) Amount withdrawn from above mentioned provisions, as no longer required	Not Applicable
3(i)(p) Expenditure incurred on each of the following items, separately for each item: (i) Consumption of stores and spare parts (ii) Power and Fuel (iii) Rent (iv) Repairs of Buildings (v) Repairs of Machinery (vi) (1) Salaries, wages and bonus (2) Contribution to provident and other funds (3) Worksmen and staff welfare expenses to the extent not adjusted from any previous provision or reserve	Complied

### F. Disclosure of Advances, Deposits and Pre-payments of Schedule XI of the Companies Act, 1994:

The details break-up of Advances, Deposits and Pre-payments as per requirement of Schedule XI of the Companies Act, 1994 as stated below:

Porticulars	Amount	In (Taka)
Particulars	30.06.2022	30.06.2021
Advances, Deposits and Pre-payments exceeding 6 months	12,002,527	12,002,527
Advances, Deposits and Pre-payments not exceeding 6 months	10,726,170	2,859,645
Other Advances, Deposits & Pre-payments less provision	Nil	Nil
Advances, Deposits and Pre-payments considered good and secured	Nil	Nil
Advances, Deposits and Pre-payments considered goods without security	Nil	Nil
Advances, Deposits and Pre-payments considered doubtful or bad	Nil	Nil
Advances, Deposits and Pre-payments due by Directors	Nil	Nil
Advances, Deposits and Pre-payments due by other officers (against salary)	2,623,299	2,783,746
Advances, Deposits and Pre-payments due from companies under same management	Nil	Nil
Maximum Advances, Deposits & Pre-payments due by Directors	Nil	Nil
Maximum Advances, Deposits & Pre-payments due by Officers at any time	Nil	Nil

### Additional Disclosure as per SEC Rules 1987 [Rule-12(2)1] & Companies Act 1994, part 2 section XI:

- 1. There was no claim against the Company not acknowledged as debts as on June 30, 2022.
- 2. All shares have been fully allotted and paid-up.
- 3. There was no preference shares issued by the Company.
- 4. The Company has no aggregated amount of contract for the capital expenditure to be executed and not provided for the year ended on June 30, 2022.
- 5. There was no contingent liabilities as on close of the business as on June 30, 2022 except the sub-judice matters relating to bank loan.
- 6. Aggregate amount due by Directors and other Officers of the Company or associated undertaking:

Director None
Associated Undertaking None
Officers None

- 7. The general advance is the amount disbursed/ advanced against expenses for goods & service and also the amount considered good by the management and no collateral security is held against such advances.
- The Company did not pay Brokerage and discount on sales other than the usual trade discount. Further, there is no commission on sale paid by the Company.
- 9. Auditors are paid for only statutory audit fees approved by the shareholders in the last A.G.M.
- 10. No money was expended by the Company for compensating any member of the Board of Directors for special service rendered.
- 11. There was no Bank Guarantee issued by the company on be half of their Directors of the Company itself except bank loan.
- 12. There are no Non-resident shareholders as on June 30, 2022.
- No expenses including Royalty, Technical Experts & Professional Advisory Fees and Interest etc. were incurred or paid in foreign currencies during the year ended on June 30, 2022.
- 14. The Company has related party transactions as per IAS-24 "Related Party Disclosures". Details are given Note-38.01
- 15. No Director received any remuneration from Company except Board Meeting attendance Fees.

### **Events after reporting period:**

No material events occurring after Statement of Financial Position date came to our notice which could be considered after the valuation made in the financial statements.

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### 40.00 Financial risk management (IFRS 7)

### 40.01 Introduction

The Company's activities expose it to a variety of financial risks: credit risk, market risk (including interest rate risk and foreign currency risk), and liquidity risk. The Company's risk management focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's financial performance. The Company uses derivative financial instruments to economically hedge certain risk exposures.

Financial risk management is carried out by a central treasury department (Company Treasury) under policies approved by the Board of Directors (Treasury Policy). Company Treasury identifies, evaluates, and hedges financial risks in close co-operation with the Company's operating units. The 'Treasury Policy' provides principles for specific areas, such as credit risk, interest rate risk, foreign currency risk, use of derivative financial instruments, and investment of excess liquidity.

This note presents information about the Company's exposure to each of the risks arising from financial instruments and the Company's objectives, policies, and processes for measuring and managing risk. Further quantitative disclosures are included throughout these consolidated financial statements.

### 40.02 Carrying amounts of financial instruments by category

The following table shows the carrying amounts of financial instruments by category at the end of June 30, 2022:

### Maturity analysis

Particulars	Current	>30 days	>90 days	>1 year	Total
Loans and receivables:					
Cash and cash equivalents	689,502	-	-	-	689,502
Trade Receivable	-	4,797,271	8,117,109	11,989,358	24,903,738
Balance at June 30, 2022	689,502	4,797,271	8,117,109	11,989,358	25,593,240

Financial liabilities measured	d at amortized cost:				
Bank Loan	-	-	-	91,655,013	91,655,013
Trade Payable	145,734,742	-	-	-	145,734,742
Balance at June 30, 2022	145,734,742	-	-	91,655,013	237,389,755

### 40.03 Credit risks:

Credit risk is the risk of financial loss to the Company if a customer or counterpartyto financial instruments fails to meet its contractual obligations, and arises principally from cash and cash equivalents, time deposits, and trade accounts receivable.

The credit risk with Accounts Receivable (see note 06) is limited, as the Company has numerous clients located in various geographical regions. The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. For risk control, the customers are companied as follows (risk companies): governmental organizations, listed public limited companies, and other customers. Credit limits are established for each customer, whereby the credit limit represents the maximum open amount without requiring payments in advance or letters of credit; these limits are reviewed regularly (credit check).

The maximum exposure to credit risk is represented by the carrying amount of each financial asset, including derivative financial instruments, in the Statement of Financial Position. There are no commitments that could increase this exposure to more than the carrying amounts.

### 40.04 Market risks

Market risk is the risk that changes in market prices, such as interest rates, foreign exchange rates, and other prices will affect the Company's result or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters while optimizing the return on risk.

### 40.05 Interest rate risk

At the reporting date, the Company had the following interest-bearing financial instruments: cash and cash equivalents, time deposits, rent deposits, and bank liabilities. All cash and cash equivalents mature or reprise in the short-term, no longer than three months.

Borrowings mainly bear interest at fixed rates. Cash and cash equivalents and borrowings issued at variable rates expose the Company to cash flow interest rate risk.

The Company does not account for any fixed-rate borrowings at fair value through profit or loss. Therefore a change in interest rates at the reporting date would not affect profit or loss.

The Company Treasury manages the interest rate risk to reduce the volatility of the financial result as a consequence of interest rate movements. For the decision whether new borrowings shall be arranged at a variable or fixed interest rate, the Company Treasury focuses on an internal long-term benchmark interest rate and considers the amount of cash and cash equivalents held at a variable interest rate. Currently, the interest rate exposure is not hedged.

### 40.06 Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. Company Treasury manages the Company's liquidity to ensure sufficient liquidity to meet all liabilities when due, under both normal and stressed conditions, without facing unacceptable losses or risking damage to the Company's reputation.

Excess liquidity can be invested in instruments such as time deposits, government, and corporate bonds, shares of publicly listed companies, and capital protected instruments.

The following are the contractual maturities of financial liabilities, including interest payments:

BDT	Carrying amount	Contractual cash flows	Between 1 and 90 days	Between 91 and 360 days	Between 1 and 2 years	Over 2 years
Non -derivative financial li	abilities					
Bank Loan	-	-	-	-	-	91,655,013
Block loan account						171,733,794
Trade Payable	145,734,742	_	-	-	-	-
Balance at June 30, 2022	145,734,742	-	-	-	-	263,388,807

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Annexure-A

Aziz Pipes Limited Schedule of Property, Plant & Equipment As at June 30, 2022

A. On Cost									Amoun	Amount in Taka
		Cost	st				Depreciation	ation		
	Onening	Addition	Adinstment		Rate	Onening		Adinstment	Accumulated	Written down
Particulars	balance as at July 01, 2021	during the	during the	Balance as at June 30, 2022	of Dep.	balance as at July 01, 2021	Charged during the year	during the year	Dep. as at June 30, 2022	value as at June 30, 2022
Land & Land Development	3,603,990	-	-	3,603,990	•	-	-	-	-	3,603,990
Building & Other Construction	21,549,361	1	1	21,549,361	10%	19,418,147	213,121	•	19,631,268	1,918,093
Roads & Sewerage	604,229	1	1	604,229	10%	551,411	5,282	-	556,693	47,536
Electrical Installation	4,313,755	1	1	4,313,755	15%	4,152,879	24,131	-	4,177,010	136,745
Plant & Machineries	235,320,656	1,714,100	٠	237,034,756	10%	194,039,956	4,228,568	•	198,268,524	38,766,232
Furniture & Fixtures	2,201,497	1	1	2,201,497	10%	1,813,339	38,816	-	1,852,155	349,342
Fittings	11,942	1	1	11,942	10%	11,059	88	-	11,147	795
Office Equipments	8,066,802	•	٠	8,066,802	15%	7,497,232	85,436	•	7,582,668	484,134
Loose Tools	413,666	•	٠	413,666	15%	401,582	1,813	•	403,395	10,271
Motor Vehicles	2,328,037	-	-	2,328,037	20%	2,308,868	3,834	-	2,312,702	15,335
Weight Bridge Equipments	129,558	-	1	129,558	15%	125,737	573	-	126,310	3,248
Factory Equipments	19,118,940	503,100	1	19,622,040	15%	16,002,567	516,040	-	16,518,607	3,103,433
Pump House	173,639	•	1	173,639	15%	168,639	750	-	169,389	4,250
Crockeries & Cutleries	427,600	5,115	1	432,715	20%	381,725	9,844	-	391,569	41,146
Gas Line Installation	302,398	1	•	302,398	10%	275,758	2,664	-	278,422	23,976
Sundry Assets	790,361	1	-	790,361	15%	741,538	7,323	1	748,861	41,500
Sub Total	299,356,431	2,222,315	1	301,578,746		247,890,438	5,138,283	-	253,028,720	48,550,026
B. Revalued Assets:	_									
		Cost	st				Depreciation	ation		
Particulars	Opening balance as at July 01, 2021	Addition during the year	Adjustment during the year	Balance as at June 30, 2022	kate of De p.	Opening balance as at July 01, 2021	Charged during the year	Adjustment during the year	Accumulated Dep. as at June 30, 2022	written down value as at June 30, 2022
Land & Land Development	181,896,010	1	1	181,896,010	٠	1	1	1	1	181,896,010
Building & Other Construction	5,924,471	-	•	5,924,471	10%	2,037,424	388,705	-	2,426,129	3,498,342
Plant & Machineries	15,706,861	1	-	15,706,861	10%	5,401,588	1,030,527	-	6,432,115	9,274,746
Sub Total	203,527,342			203,527,342		7,439,012	1,419,232	•	8,858,244	194,669,098
Grand Total (A+B)	502,883,773	2,222,315		505,106,088		255,329,449	6,557,515		261,886,964	243,219,124
Depreciation Charged	Amount									
Factory Overhead	6,423,419									
Admin. Overhead	134,095									
Total	6,557,515									

Schedule of Property, Plant & Equipment (PPE) As at June 30, 2021

A. At Cost	_								Amonn	Amount in Taka
		Cost	ost				Depre	Depreciation		:
Particulars	Opening		Adjustment	Balance as at	Rate	Opening	Charged	Adjustment	Accumulated	Written down value as at June
	balance as at July 01, 2020	during the year	during the	June 30, 2021	Dep.	balance as at July 01, 2020	during the year	during the year	Dep. as at June 30, 2021	30, 2021
Land & Land Development	3,603,990	•		3,603,990	·	1	1	٠	1	3,603,990
Building & Other Construction	21,549,361	-	-	21,549,361	10%	19,181,345	236,802	٠	19,418,147	2,131,214
Roads & Sewerage	604,229	,	-	604,229	10%	545,543	5,869	١	551,411	52,818
Electrical Installation	4,313,755		-	4,313,755	15%	4,124,489	28,390	ı	4,152,879	160,876
Plant & Machineries	235,257,456	63,200	-	235,320,656	10%	189,458,483	4,581,473	ı	194,039,956	41,280,700
Furniture & Fixtures	2,201,497		-	2,201,497	10%	1,770,211	43,129	ı	1,813,339	388,158
Fittings	11,942	-	-	11,942	10%	10,961	86	ı	11,059	883
Office Equipments	8,025,802	41,000	-	8,066,802	15%	7,399,654	97,579	ı	7,497,232	569,570
Loose Tools	413,666	1	-	413,666	15%	399,449	2,132	ı	401,582	12,084
Motor Vehicles	2,328,037	-	-	2,328,037	20%	2,304,076	4,792	ı	2,308,868	19,169
Weight Bridge Equipments	129,558	-	-	129,558	15%	125,063	674	ı	125,737	3,821
Factory Equipments	19,118,940	1	-	19,118,940	15%	15,452,619	549,948	1	16,002,567	3,116,373
Pump House	173,639	1	-	173,639	15%	167,756	882	1	168,639	2,000
Crockeries & Cutleries	424,032	3,568	-	427,600	70%	370,616	11,109	1	381,725	45,875
Gas Line Installation	302,398	1	1	302,398	10%	272,798	2,960	1	275,758	26,640
Sundry Assets	790,361	1	•	790,361	15%	732,922	8,616	•	741,538	48,823
Sub Total	299,248,663	107,768		299,356,431		242,315,985	5,574,453		247,890,438	51,465,993
B. Revalued Assets:										
		Cost	ost				Depre	Depreciation		
Particulars	Opening balance as at	Addition during the	Adjustment during the	Balance as at	Kate of	Opening balance as at	Charged during the	Adjustment during the	Accumulated Dep. as at June	written down value as at June
	July 01, 2020	year	year	June 30, 2021	Uep.	July 01, 2020	year	year	30, 2021	30, 2021
Land & Land Development	181,896,010	-	-	181,896,010	%0	1	-	ı	•	181,896,010
Building & Other Construction	5,924,471	1	-	5,924,471	10%	1,605,529	431,894	ı	2,037,424	3,887,047
Plant & Machineries	15,706,861	1	-	15,706,861	10%	4,256,558	1,145,030	1	5,401,588	10,305,273
Sub Total	203,527,342		•	203,527,342		5,862,087	1,576,924	•	7,439,012	196,088,330
Grand Total (A+B)	502,776,005	107,768	•	502,883,773		248,178,072	7,151,377	•	255,329,449	247,554,324

Schedule of Right of Use Assets As at June 30, 2022

Annexure - B

								Amoun	Amount in Taka
		COST	ST			Depr	Depreciation		
Particulars	Balance as at July 01, 2021	Addition July during the Period	Adjustment during the Period	Balance as at June 30, 2022	Balance as at July 01, 2021	Charged during the year	Adjustment during the year against Disposal	Balance as at June 30, 2022	Written down value as at June 30, 2022
Right of use asset	3,279,155	-	1	3,279,155	1,093,052	1,093,052	1	2,186,104	1,093,051
Total	3,279,155	•	•	3,279,155	1,093,052	1,093,052	•	2,186,104	1,093,051

# **Aziz Pipes Limited**

Schedule of Right of Use Assets

As at June 30, 2021

		,						32	
COST	COST					Depr	Depreciation		
Balance as Addition Adjustment Balance as at	n Adjustment Balance as at the during the June 30, 2021	Balance as at June 30, 2021	at 121	Balance as at July 01, 2020		Charged during the year	Adjustment during the year against Disposal	Balance as at June 30, 2021	Written down value as at June 30, 2021
- 3,279,155 - 3,279,155		3,279,155	3,279,155	-		1,093,052	-	1,093,052	2,186,103
- 3,279,155 3,279,155 -		3,279,155	3,279,155	•	-	1,093,052	-	1,093,052	2,186,103

Annexure - C

Schedule of Trade Receivable (As on June 30, 2022)

Amount In Taka

		1	Amount In Taka		Amount In Taka	1	Amount In Taka
SI.No.	Name of the party	June 30, 2022	June 30, 2021	SI.No.	. Name of the party	June 30, 2022	June 30, 2021
_	AB. Trading	517,680	517,680	47	Bhai Bhai Hardware, Takerhat	- 1,750	1,750
2	Abir Enterprise	400,225	400,225	48	Bismillah Traders(Komorgonj)	91,845	91,845
3	Abu Naser Ahmed	1,041,249	1,141,249	49	Bismillah Traders(modukhli)	- 9,459	9,455
4	Akota Sanitary Ashulia	9,414	9,414	20	Bismillah Traders, Bashurhat	- 3,274	3,274
5	Akota Enterprise, Faridpur	- 141 -	. 140	51	BPL PVC Door, Faridpur	- 31 -	31
9	Akota Machineries & Hardware, Gopalgonj	26	26	25	Bornamala-9	- 12 -	12
7	Akmol Traders, Faridpur	- 4,724	. 4,724	53	Bushra Builders & Sanitary	- 50,000	50,000
8	Allah r Dan Sanitary, Faridpur	- 137	. 137	24	Bismillah Enterprise, Vulta	401,312	401,312
6	Akhi Enterprise,Rajbari	- 4,723	. 4,723	22	Bipu Electric & Hardware	516,925	519,445
10	Akhi Tara Sanitary & Hardware,Rajbari	- 5,393	5,393	26	Bismillah Sanitary, Sadorpur	- 6,970	6,970
11	Akash Kumar Sarker	5,804	4,724	22	Chowdhury Enterprise, Faridpur	49	49
12	Akon Traders, Bhanga	- 1,325	1,325	28	Cumilla Sanitary Bipulashar	30,330	30,330
13	Alaka Sanitary Mart	28	28	26	Decent Fumiture	- 5,048	5,048
14	Abdus Salam Sk	- 44,606	297,371	9	Dewan Builders, Faridpur	- 1,207	1,207
15	Al-Baraka PVC Door	314,641	236,896	61	Dream Sanitary Mart , Faridbur	4,841	4,841
16	Al-Baraka Sanitary	- 5,114 -	5,114	62	Dulal Kumar Saha ,Faridpur	199	199
17	A.J.S Enterprise	- 6,431	6,431	63	Door Galary, Faridpur	- 11	11
18	Al-Modina Sanitary, Amirshapara	11,816	15,014	64	Elius Enterprise, Faridpur	- 4	4
19	Al-Modina Sanitary, Raibari	14,526		65	Fatema Traders, Faridbur	- 1,235	1,235
20	Arman Sanitary, Voirob	3,703	3,703	99	Faisal Enterprise, Laksham	- 6,534	952
21	Al- Modina Trading	- 3,755 -	3,755	29	Faridpur Builders & machineries	4,712	4,712
22	Amader Sanitary	- 14,265	3,090	89	Faridpur Sanitary Mart	9,019	9,019
23	Amin Traders Noakhali	- 1,275	. 1,275	69	Fatima Sanitary ,Savar	915,165	965,178
24	Arnob Sanitary	40	40	70	G.M Sanitary , Faridpur	- 5,557 -	5,557
52	Anny Sanitary House	06	06	71	Gazi Builders, Faridpur	- 9,626	9,626
26	Ashik Enterprise	- 3,325	. 3,325	72	Ghosh Hardware /Enterprise , Muksudpur	76,032	76,032
22	Asma Traders	13,918		73	Goalando Sanitary,Rajbari	- 4,321	4,321
28	Avijat Sanitary	253,092	253,092	74	Green Agency,Alubazar	213,671	233,671
29	Ayub Enterprise	- 3	. 3	75	Haque Sanitary, Madobpur	489,026	489,026
30	Avik Enterprise	79,833	79,833	92	Humyra Traders	2	5
31	Aziz Plastics Ltd.	276,426	276,426	77	Howlader Sanitary ,Shimultala	203,067	203,067
32	Azad Enterprise	46	46	78	Imran Traders,Khulna	- 35,800	35,800
33	Azad Traders ,Mymensingh	- 20,660	9,046	79	Ibrahim Sanitary Hemayetpur	- 4,217	2,197
34	A-Zaman Sanitary ,Chowmuhani	20,112	47,997	80	Insaf Sanitary Store Patuakhali	- 34,535 -	34,535
35	Bikash Kumar Saha,Faridpur	- 2,493 -	. 2,493	8	Islam & Brothers	- 006 -	006
36	Beacon Development Itd. Faridpur	0 -		82	Jafar Traders, Bhanga, Faridpur	8,014	8,018
37	Bahi Bahi Enterprise ,B.Baria	66,849	66,849	83	Jalalabad Sanitary	86,989	86,989
38	Bengal Machineries Store, Faridpur	202,975	202,975	84	Jakia Enterprise , Dolon Bazar	274,508	274,508
39	Bengal Sanitary	49,184	49,184	82	Jaman Traders,Banga,Faridpur	424	424
40	Bhai Bhai Parts Corner ,Tangail	- 24,628	. 24,628	98	Jakia Sanitary & Hardware ,Aminbazar	191,562	191,562
41	Bhai Bhai Enterprise	- 1,735	. 1,735	87	Jakir Hardware ,Gazipur	- 4,625	4,625
42	Bhai Bhai Sanitary ,Gazipur	- 10,652	. 10,652	88	Jamuna Machinary & Sanitary	- 24,968 -	24,968
43	Bhai Bhai Sanitary, Gopalgonj	14,472	14,472	88	Jakir Enterprise , Kholamura	- 4,937 -	186
44	Bhai Bhai Sanitary Mart, Ambag	233,878	233,878	6	Janani Hardware ,Faridpur	- 33,386 -	33,386
45	Bhai Bhai Traders ,Sylhet	79,320	79,320	91	Jhanker Traders, Faridpur	- 15,748 -	15,748
46	Bhai Bhai Traders , Udoypur	- 6,780	. 6,780	95	Janata Sanitary	347,456	347,456

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1.921.470	31.687	4		238,411	1,466,851	1,559		5	39,289	506,531	707 64	13 805		5,094	1,678	10,953	137,511	0.00	33	59,099	1,026,050		15,561	3 534	21,352	2,124	90,720	242,643	0,347	2,051,480	2,278	163,500	1,804	106,385	2 000	628 325	020,020	1	473,025	834,589	123,125	2	121,959	139,043
1.921.470	30.671	4	- 4	233,616	1,466,851	- 1,559 -	2	200	- 39,557 -	506,531	- 006,1 -	- 39,603 -	-	- 5,094 -	- 1,678 -	10,953	137,510		33	59,099	1,026,050	- 50,789	- 15,561 -	9,479	- 21,352 -	- 2,124 -	90,720	242,643	- 0,347 -	1,151,480	2,278	163,500	361,121	3,328	- 2	1,911 208 308	- 6	0	473,025	812,589	118,996	2	- 121,961 -	139,043
145 Rahaman Hardware & San. (M.Bazar)	┿	+	149 Rafsun Traders	Н	$\dashv$	+	$\dashv$	$\rightarrow$	+	+	150 Riya Sanitaly , Wariikgorij	159 Rasel Sanitary Noakhali	+	161 Rukon Enterprise Ashulia	$\dashv$	-	164 S.B Sanitary , Fariabur	166 Sagor Hardware	╀	⊢	169 S & H Enterprise, Barishal Godown	$\dashv$	+	172 Sharnamovee Sanitary Faridbur	⊬	175 Siam Trade In't Gazipur	176 Sikder Woman Medical College	+	179 Shanti Traders Faridour	+	Н	$\dashv$	$\dashv$	4	1.	180   Lunin & Bromers Hardware	+	╀	$\vdash$	191   Younusia sanitary,Ctg	192 Zaman & Brother's Fulbaria	$\dashv$	-	195 Zahir Sanitary, Borabo
15,045	2,4	1,075,345	24,082	1,634	1,283	129,847	24,040	1 1	557,425	70,206	2//	154		94,378	771		- 100	135,000	7,505	36,151	1,125	9	1,100	10.017	184,947	-	8,363	119	10 689	1,962,750	2,230,709	1,781		611,491	19,900	3,620	253 888	4.614	4,688	924	1,245,130	47,177	5,182	1,772
15,045	2 6	1,075,345	- 25,331 -	46,067 -	- 1,283 -	129,938	10,469	239,973	557,425	70,206	- 5/1 -	134	- 2	94,378	- 771 -	1 0	16,029	135,000	- 7.503 -	36,151	1,125	- 9 -	1,100	- 65 -	184,947	14,129	- 3,188	- 119 -	- 900 -	1,604,727	2,220,709	- 1,781 -	103,835	451,076	- 19,914 -	- 3,619 -	238 888	4.614	4,688	12,098	1,245,130	- 44,725 -	5,182	1,772
Joyguro Hardware Kaial Enternrise	Kalbona Traders	Khaja Trading & Iron Ltd	Khaja Tube-well Agency, Alubazar	New Khaleque Hardware, Goalondomore	Kazi Sanitary	Khan Sanitary ,Faridpur	Khan Sanitary , Gouripur, Comilla	+	+	4	+	Loopin Enterprise, Kajbari Ma Sanitany Faridhur	+	⊢	Н	+	+	Musa Trading Modern Hardware Manikooni	╀	₩	$\vdash$	$\vdash$	$\rightarrow$	Modina Sanitary Faridour	╄	Н	$\rightarrow$	+	Musafir Supplier Faridour	Munnaf Enterprise, Rajbari	Н	130 Munshi Traders,Bashantapur,	Local Cash Sales(Factory)	+	133 Nayeem Traders, Faridpur	134 New Khan Sanitary, Faridbur	+	Nurul Islam Traders	Oliur Rahman & Brothers	Padma Sanitary, Faridpur	Parjoar Trading	Paul Hardware	+	143 Panna Glass house, Nagorkanda
								102	103	104	202	100	108	109	110	111	112	114	115			118	119	120	122			125					$\neg$					1				_	T	

Schedule of Accounts Payable As on June 30, 2022

Annexure - D Amount In Taka

SL No	Name of the Party	June 30, 2021	June 30, 2022
1	A.H. International Limited	145,730,045	69,974,123
2	Abdul Gaffar & Co.	4,696	4,496
	Total	145,734,742	69,978,620

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REGISTERED OFFICE: AZIZ BHABAN, 93 MOTIJHEEL C/A (3RD FLOOR), DHAKA-1000. Phone: 02 223382691, Fax: 02 223389675, www.azizpipes.com

### **PROXY FORM**

I/We	
of	
being a member of <b>Aziz Pipes Limited</b> do hereby appoint Mr./Mrs./Miss	5
of	as my/our proxy to
attend and vote for me/ us and on my/ our behalf at the 41st ANNUAL C	GENERAL MEETING of the Company
to be held on the Tuesday, the ${\bf 13}^{\rm th}$ December, 2022 at 11.00 am (I	Dhaka Time) Virtually by using digital
platform and/ or at any adjournment thereof.	
As witness my / our hand this day of December, 2022.	
(Signature of the Shareholder)	
Folio No./BO ID	(Signature of the Proxy)
No. of Shares	Signature on Tk. 20/-

### Revenue Stamp

### **NOTE**

- 1) A member of the company entitled to attend and vote at the 41<sup>st</sup> Annual General Meeting may appoint a Proxy to attend and vote on his/her behalf. The instrument appointing a Proxy duly completed, signed and stamped Tk.20/- must be sent to the Registered Office of the Company through e-mail ID of the Company at **sharedept@azizpipes.com** not letter than 72 hours before the meeting.
- 2) Signature of Shareholder should confirm to the specimen Signature recorded with the Company.



৪০তম বার্ষিক সাধারণ সভা শেষে উপস্থিত ম্বতন্ত্র পরিচালক, ব্যবস্থাপনা পরিচালক, কোম্পানি সচিব ও কর্মকর্তাবৃন্দ।



### AMZ PIPES LIMITED

Office: 93, Motijheel C/A (3rd Floor), Dhaka-1000. Phone: +88 02 223382691, Fax: +88 02 223389675 URL: www.azizpipes.com, E-mail: info@azizpipes.com Factory: Amirabad (Shibrampur), Faridpur.