www.pranfoods.net







Annual Report

2016-2017

PRAN®

Agricultural Marketing Co Ltd

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AMAR STOCK

Our Corporate Mission

Poverty & Hunger Are Curses
Our Aim:
To Generate Employment &
Earn Dignity & Self-Respect
For Our Compatriots
Through Profitable Enterprises.

AMARSTOCK

WHY

PRAN®

P	R	A	N
Programme for প্রগতি	Rural রূপায়নে	Advancement অগ্রণী	Nationally নবোদ্যম

We in Bangladesh are blessed with a climate ideally suited to agriculture, specially fruits and vegetables-rich in taste and flavour, sweet, mellow and juicy.

Our deltaic plains are among the most fertile in the world created and drained by the mighty rivers-the Padma, the Jamuna & the Meghna. There is plenty of water.

And farming is a way of life to our people.

Our comparative advantage as an economy lies in agriculture. We believe the way to economic prosperity is through agri and agro-business.

PRAN is in testimony to our convictions. It stands for: "Programme for Rural Advancement Nationally", or in Bangla: "প্রগতি রূপায়নে অগ্রণী নবোদ্যম" ।

PRAN is the largest grower and processor of fruits and vegetables in the country.

Our contract growers cultivate the choicest fruits and vegetables which are processed in our modern and hygienic factories to highest quality standards.

AMARSTOCK

AGRICULTURAL MARKETING CO LTD

QUALITY POLICY

It Is The Policy of Agricultural Marketing Co Ltd to Market Products of Consistent Quality At Home & Abroad as per World Standards Produced Hygienically In Accordance with Good Manufacturing Practices In State - of - The - Art Plants & Processes, Packed in Apropriate Packaging and Remain Committed to These Objectives at all times.

AMCL Have Adopted ISO-9001 as the Model for their Quality Management System. Accordingly a Documented System of Procedures and Instructions have been established throughout the organisation defining business processes, responsibilities and authorities.

Management is committed to providing the resources and creating an environment in which each employee can contribute his/her skill, talent and Ideas in a never - ending process of improvement and innovation in all aspects of business.

3 Aug 99

Chief Executive

BOARD OF DIRECTORY

BOARD MEMBERS

Chairman	Mr. Ahsan Khan Chowdhury
Managing Director	Mr. Md. Eleash Mridha
Director	Mrs. Uzma Chowdhury
Director	Mrs. Sabiha Amjad
Independent Director	Mr. M. A. Mannan

SENIOR MANAGEMENT

Chief Financial Officer	Mr. Choudhury Atiur Rasul
Director Marketing	Mr. Chowdhury Kamruzzaman
Company Secretary	Mr. Muhammad Aminur Rahman, ACS

REGISTERED OFFICE

PRAN-RFL Centre
Ga-105/1, Middle Badda, Dhaka-1212
Ph:88-02-9881792, Fax: 88-02-8837464
Web: www.amclpran.com

FACTORY

Ghorashal
Palash, Narshingdi

AUDITORS

M J Abedin & Co.
Chartered Accountants
National Plaza (6th Floor),
109, Bir Uttam C.R. Datta Road
Dhaka-1205, Bangladesh

LEGAL ADVISERS

The Legal Empiricism
Tropicana Tower, Suite No. A-10
10th Floor, 45 Topkhana Road
Dhaka-1000, Bangladesh

BANKERS

a. **The HongKong and Shanghai Banking Corporation Ltd (HSBC)**
Management Office, Level 4
Shanta Western Tower
186 Bir Uttam Mir Shawkat Ali Road
Tejgaon I/A, Dhaka-1208

b. **Commercial Bank of Ceylon PLC**
2, Dilkusha C/A, Dhaka-1000

c. **Bangladesh Krishi Bank**
Local Principal Office
83-85 Motijheel C/A, Dhaka-1000

d. **Mercantile Bank Ltd.**
Motijheel Branch
Malek Mansion, 128, Motijheel C/A
Dhaka-1000

e. **Standard Chartered Bank**
SCB House,
67, Gulshan Avenue, Gulshan
Dhaka-1212

f. **Citibank N.A.**
109, Gulshan Avenue, Gulshan
Dhaka-1212

g. **State Bank of India**
24-25, Dilkusha C/A
Post Box No.981
Dhaka – 1000

h. **Bank Asia Ltd.**
Scotia Branch, 117/1 Rangs Bhaban,
Level-1, Old Airport Road, Tejgaon
Dhaka

i. **IFIC Bank Ltd**
Ghorashal, Narshingdi

AMARSTOCK

31st Annual General Meeting

December 15, 2016



The Directors of the Company during the meeting



The Shareholders of the Company in 31st AGM

Letter of Transmittal

The Investors
Bangladesh Securities and Exchange Commission
Dhaka Stock Exchange Ltd.
Chittagong Stock Exchange Ltd.
Registrar of Joint Stock Companies and Firms

Subject: Annual Report for the year ended 30th June, 2017

Dear Sir (s)

We are pleased to enclose a copy of the Annual Report together with the Audited Accounts including Statement of Financial Position as at 30th June, 2017, Statement of Comprehensive Income, Changes in Equity and Cash Flows for the year 30th June, 2017 along with notes thereon and all related Financial Statements for your record/necessary measures.

Yours faithfully,

Muhammad Aminur Rahman, ACS
Company Secretary

AMAR STOCK



FIVE YEAR FINANCIAL STATISTICS

Value in' 000 Taka

Particulars	2012-13	2013-14	2014-15	2015-16	2016-17
Authorized Capital	500,000	500,000	500,000	500,000	500,000
Paid up Capital	80,000	80,000	80,000	80,000	80,000
Share Premium	40,000	40,000	40,000	40,000	40,000
Turnover (Gross)	1,763,399	1,934,567	21,00,493	2,305,711	2,566,826
Turnover (Net)	1,554,447	1,727,218	1,886,505	2,091,554	2,380,335
Gross Margin	345,649	374,015	389,958	406,214	454,804
Profit Before Tax	67,646	70,706	71,210	68,474	72,681
Surplus After Tax Holiday Reserve	54,830	55,426	55,585	52,998	54,937
Tangible Fixed Assets (Net)	334,977	341,808	658,082	544,637	474,194
Cumulative Surplus	337,103	367,066	397,051	424,449	453,787
Shareholders' Equity	457,103	487,066	517,051	544,449	573,787
Dividend Proposed	31%	32%	32%	32%	32%
Return on Paid up Capital	68.54%	69.28	69.48	66.25	68.67
Book Value Per Share (Tk.)	57.14	60.88	64.63	68.06	71.72
Earning Per Share (Tk.)	6.85	6.93	6.95	6.62	6.87
Market Value Per Share (Tk.)	128.60	222.00	190.95	195.70	216.50
Price Earning Ratio (Times)	18.76	32.04	27.48	29.54	31.51

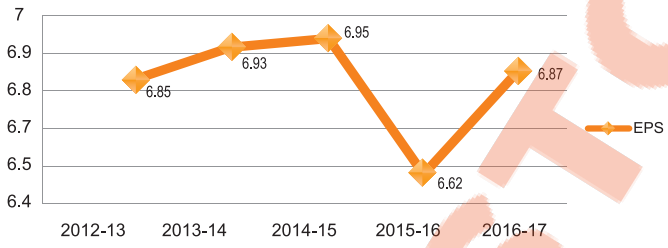
Number of Shareholders (As on 30th June)

General Public	4,599	4,619	4,677	4,547	4,552
ICB Investors Account	26	26	31	28	17
Financial Institutions	14	17	12	17	25
Sponsors	0	5	5	5	3

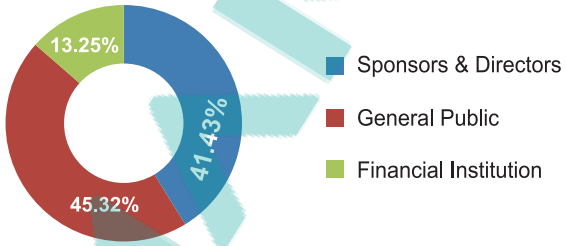


Graphical Presentation of Some Financial Figures

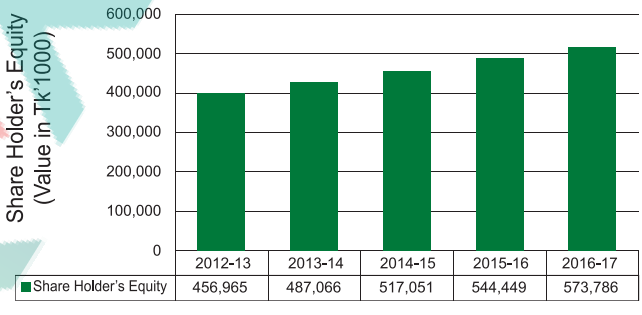
EPS Trends of Last 5 Years



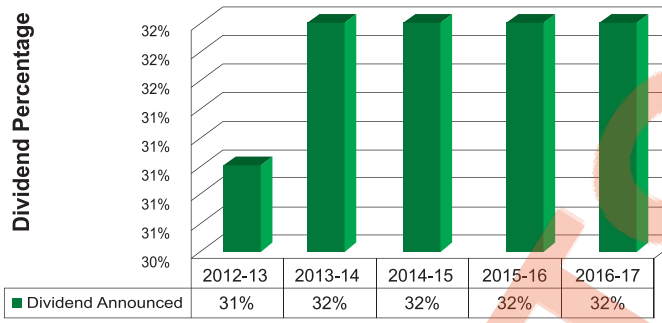
Ownership Distribution of Share's 2016-17



Growth In Share Holders' Equity

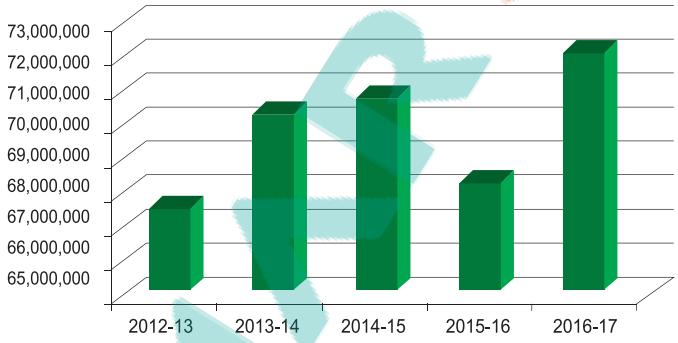


Dividend Announced

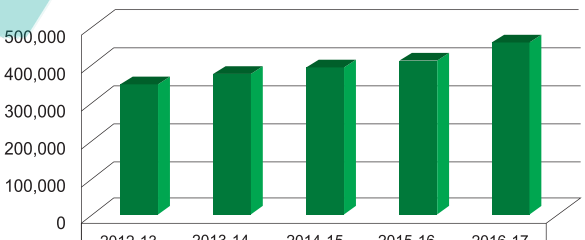


	2012-13	2013-14	2014-15	2015-16	2016-17
Dividend Announced	31%	32%	32%	32%	32%

EBIT (Earnings Before Interest & Tax)

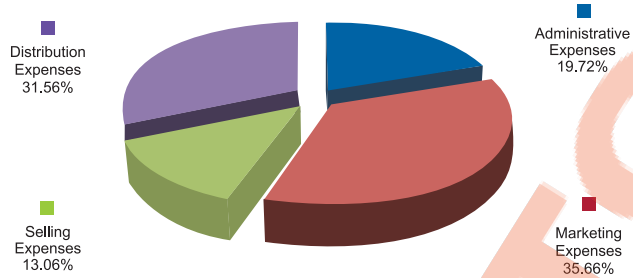


Gross Margin (Value In '000 Taka)

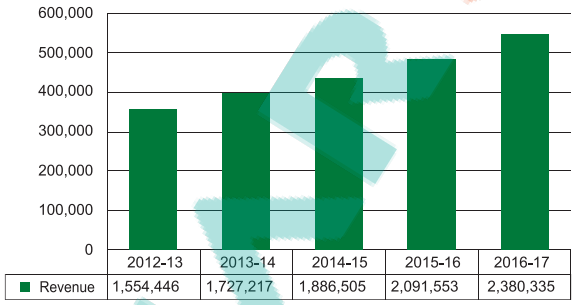


	2012-13	2013-14	2014-15	2015-16	2016-17
Gross Margin (Value in '000Taka)	345,649	374,015	389,958	406,214	454,804

Expense Allocation FY: 2016-17

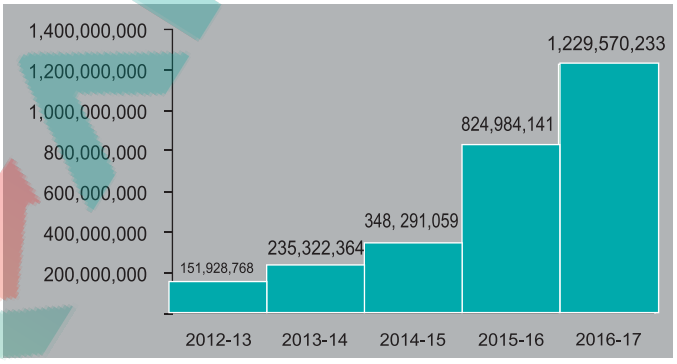


Revenue



	2012-13	2013-14	2014-15	2015-16	2016-17
Revenue	1,554,446	1,727,217	1,886,505	2,091,553	2,380,335

Export Revenue (In BDT)



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Profile of the Board Members

MR. AHSAN KHAN CHOWDHURY
CHAIRMAN

Mr. Chowdhury completed Bachelor of Arts in Business Administration from Wartburg College USA in 1992. Earlier he was the President of International Student Association in USA during his education and became outstanding international student in the same year. After returning to Bangladesh, he joined in the Board of Directors of Agricultural Marketing Company Limited in 1992. He attended many training sessions, seminars and courses on management development, strategic planning, financial management, sales & marketing in home and abroad. Being one of the business leaders in the country he grabbed Best Exporter's Trophy for several years awarded by the government of Bangladesh. Currently he is an active member of premier trade bodies, associations & clubs in Bangladesh.



MD ELEASH MRIDHA
Managing Director

The Board of Directors of Agricultural Marketing Company Limited appointed Mr. Md. Eleash Mridha as the new Managing Director of the Company with effect from 30 August, 2015. He has been nominated by M/s. Property Development Limited, shareholder of AMCL-PRAN. Mr. Mridha has a long professional expirenece in various operational areas. Mr. Mridha completed his graduation from the University of Dhaka in 1989 and completed his MBA in finance. He is well trained professional with a lot of operational expirence in varipus aspects in the Company.



Profile of the Board Members

MRS. UZMA CHOWDHURY
Director
[Nominated by M/s: Property Development Limited]

Mrs. Uzma Chowdhury is a highly accomplished lay with dynamic leadership skills. She is a Certified Public Accountant, (CPA) from State of Taxes, USA. Earlier she completed B.Com (Honors) degree from the Dhaka University in 1995. After that she obtained another Bachelor of Science degree in 1999 from the University of Taxes at Dallas. After successful completion of her Bachelor's program she started her professional career in USA in year 2000 and continued accounting profession for over 7 years in United States. In October, 2008 she jointed PRAN-RFL group as Director Finance. Property Development Limited nominated her as a Board Member of Agricultural Marketing Company Limited with effect from 27 October, 2016.



MRS. SABIHA AMJAD
Director

Mrs. Amjad has a wide 36 years of Directorial and Entrepreneurial experience in her career. For her excellent dynamic leadership in business areas, the group excelled in many directions. Earlier she completed Bachelor in Economics from Punjab University in 1966. She completed her Masters degree in Economics from the University of Dhaka in 1975. She obtained another Masters degree in English from Rajshahi University in the year 1981. Joined in the Board of Directors of Agricultural Marketing Company Limited in 1985. Now she is one of the members of newly formed Audit Committee of the company.

MR. M. A. MANNAN
Independent Director

The Board of Directors of Agricultural Marketing Company Limited appointed Mr. Mannan as the Independent Director of the company for a period of 3 years. He is a knowledgeable individual having practice in financial, regulatory and corporate laws of the country. Mr. Mannan completed his Bachelor B.A. Banking Diploma, DAIBB. He has a long professional experience in financial sector specially in banking areas. He served different branches of Pubali Bank Ltd. during the period from 1979 to 1982. After successful completion of 5 (five) years managerial job, he was posted to Sylhet as AGM in 2001 & worked there for more than 5 (five) years. Worked in various segment of banking sector including Human Resources & Audit division and performed quite efficiently.

AMPSTOCK

NOTICE OF THE 32nd ANNUAL GENERAL MEETING

Notice is hereby given that the 32nd Annual General Meeting of the Investors of Agricultural Marketing Co Ltd will be held on Thursday, 14th December, 2017 at 9:30 a.m. at FUJI Trade Centre, Cha-87/C, Progoti Soroni, Uttar Badda, Dhaka-1212 to transact the following business:

AGENDA

1. To receive, consider and adopt the Audited Accounts as of 30th June, 2017 together with Reports of the Auditors and Directors thereon.
2. To elect Directors as per Articles of Association of the Company.
3. To declare Dividend @ 32% for the year 2016-2017.
4. To appoint Auditors for the year 2017-2018 and fix their remuneration.

October 26, 2017

By Order of the Board

Muhammad Aminur Rahman, ACS
Company Secretary

NOTES:

A. The Record Date/Book-Closure shall be on 16.11.2017.

B. Trading of the Company's shares in the Stock Exchanges will remain suspended on the Record Date. Members, whose names will appear in the Company's register (Certificated and Depository) at the close of business on the Record Date/Book-closure, will be entitled to attend the AGM.

C. A member entitled to attend and vote at the Annual General Meeting may appoint a proxy to attend and vote in his/her behalf. The Proxy Form duly stamped, must be deposited at the Registered Office of the Company not later than 48 hours before the time fixed for the meeting. Proxy must be a member of the Company.

D. Members are requested to notify change of address, if any, to the Company.

E. Admission to the meeting room will be strictly on production of the Attendance Slip sent with the Annual Report.

AMARSTOCK

৩২ তম বার্ষিক সাধারণ সভার বিজ্ঞপ্তি

এই মর্মে বিজ্ঞপ্তি প্রদান করা যাচেছ যে, এগ্রিকালচারাল মার্কেটিং কোম্পানী লিমিটেড-এর বিনিয়োগকারীদের ৩২ তম বার্ষিক সাধারণ সভা আগামী ১৪ই ডিসেম্বর, ২০১৭ ইং রোজ বৃহস্পতিবার সকাল ৯.৩০ ঘটিকার সময় ফুজি ট্রেড সেন্টার, চ-৮৭/সি, প্রগতি সরণি, উত্তর বাড্ডা, ঢাকা-১২১২ এ অনুষ্ঠিত হবে।

আলোচ্য সূচী

১. ২০১৭ সালের ৩০শে জুন তারিখে সমাপ্ত অর্থ বৎসরের নিরীক্ষিত হিসাব এবং তার উপর নিরীক্ষকবৃন্দের এবং পরিচালক-মন্ডলীর প্রতিবেদন বিবেচনা ও গ্রহণ।

২. কোম্পানীর সংঘবিধি অনুযায়ী পরিচালকমন্ডলীর নির্বাচন।

৩. ২০১৬-২০১৭ সালের জন্য ৩২% হারে লভ্যাংশ ঘোষনা।

৪. ২০১৭-২০১৮ সালের জন্য নিরীক্ষক নিয়োগ ও তাদের পারিশ্রমিক নির্ধারণ।

তারিখঃ ২৬.১০.২০১৭ ইং

পরিচালকমন্ডলীর আদেশক্রমে

মোহাম্মদ আমিনুর রহমান, এসিএস
কোম্পানী সচিব

দ্রষ্টব্য ঃ

ক) 'রের্কড ডেট'/বুক-ক্লোজার ১৬.১১.২০১৭ তারিখ হিসাবে গণ্য হবে।

খ) 'রেকর্ড ডেট'/বুক-ক্লোজার তারিখে ষ্টক একচেঞ্জে শেয়ার কেনাবেচা স্থগিত থাকবে। 'রেকর্ড ডেট' তারিখে ব্যবসায়িক লেনদেন শেষে যে সকল সদস্য/সদস্যর নাম কোম্পানীর রেজিষ্টারে (সার্টিফিকেট ও ডিপোজিটরি) থাকবে কেবলমাত্র তারাই বার্ষিক সাধারন সভায় (এজিএম-এ) অংশগ্রহন করতে পারবেন।

গ) সভায় উপস্থিত ও ভোট প্রদানের অধিকারপ্রাপ্ত সদস্য/সদস্যা তার পরিবর্তে একজনকে প্রক্সি নিয়োগ করতে পারেন। যথোপযুক্ত ষ্ট্যাম্পযুক্ত প্রক্সি ফরম অবশ্যই সভার নির্ধারিত সময়ের অন্তত ৪৮ ঘন্টা পূর্বে কোম্পানীর রেজিষ্টার্ড অফিসে জমা দিতে হবে। নিয়োগ প্রাপ্ত প্রক্সিকে অবশ্যই কোম্পানীর সদস্য/সদস্যা হতে হবে।

ঘ) সদস্য/সদস্যা বৃন্দের ঠিকানার পরিবর্তন হলে কোম্পানীকে অবহিত করার জন্য অনুরোধ করা হচ্ছে।

ঙ) সভাকক্ষে প্রবেশের জন্য বার্ষিক প্রতিবেদনের সাথে প্রেরিত প্রবেশপত্র দেখাতে হবে।

Instant Energy



GLUCO-V

Lemon Flavour


Open Up with
PRAN
up
PRAN
up
500 ml

DIRECTORS' REPORT TO THE SHAREHOLDERS

For the year ended 30 June 2017

WELCOMING SHAREHOLDERS

The Board of Directors on behalf of Agricultural Marketing Company Limited (AMCL) thanks to all of you for attend this majestic event of our 32nd Annual General Meeting (AGM) which is indeed a symbol of our loving bond of years. It is our pleasure to submit before you the operational activities throughout the year, audited financial statements of the company with auditor's report for the year ended on 30 June 2017 for your consideration and approval .The report is prepared in line with the Companies Act 1994 and according to Corporate Governance Guidelines of BSEC Notification No: SEC/CMRRCD/2006-158/134/ Admin/44 dated 07 August, 2012 and we also tried our best to describe briefly the present scenario of our business in the global context and comparing present economic condition of the country.

BUSINESS OPERATION REVIEW

As Earlier Practice Management is fully concerned of the operational activities performed throughout the year under review. The market for food and beverage is significantly becoming competitive in recent times. Our products are diversified according to the customers' requirements and eagerness. Having economical and inflation issues, your company able to retair the progressive revenue than that of last year considering its commitment to the valued investors.

We have tried to earn more revenue by increasing present production capacity. The management ensured optimization of company's equipment usage and tried to maximize production capacity this year. To operate those new equipments, human resources of the company have been utilized to their full potential.

The financial cost for this year is Tk.119,433,621 where as last year the cost was Tk.120,424,716. Administrative expense, marketing expense, selling expense and distribution expense was to 19.72%, 35.66%, 13.06% and 31.56% respectively.

Considering the entire adverse factors for consumer business, Net Revenue increased from Tk. 209 crore to Tk. 238 crore which is 13.88% higher than the last year's proceeds.

The percentage of production capacity for the products of the company is listed below:

Name of Items	Capacity (In Pcs/Pkt.)	Production (In Pcs/Pkt.)	Percentage
Juice, Drinks & others	309,212,000	177,359,816	57.36%
Mineral Water	53,830,000	11,563,499	21.48%
Soft Drinks	16,650,000	15,962,271	95.87%
Ice Pop, Mango Bar and Others	24,720,000	14,013,881	56.69%

EXPORT OF GOODS

As a pioneer, AMCL dominates the domestic market and now putting more concentration on expanding its' business around the globe. Despite the presence of adverse factor, company's effort to accelerate the

export business is running in full swing especially by creating export sales set up and participating in international trade food fair in abroad for more interaction with prospective export clients. We feel immense pleasure to inform you that the company earned foreign currency US$ 13.93 million from its export proceeds, whereas it was US$9.9 million in the last fiscal year. The export revenue is 4.03 higher than that of previous years' and this has happened due to management's focus on global concepts.

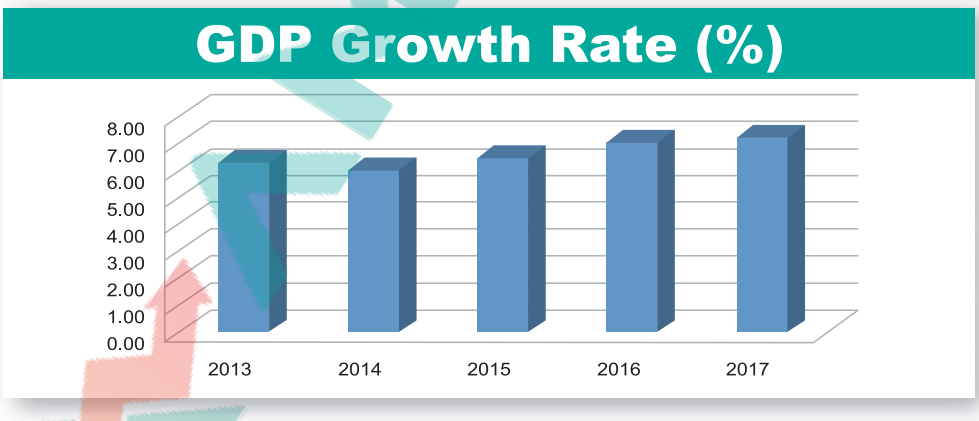
SALES & DISTRIBUTION

AMCL's primary engine of business development is our direct sales mechanism. Our Customer-facing employees, in close collaboration with sales and marketing support extensive ecosystem of partners provide scalability to meet the demand for AMCL's innovation. This effective chain has actually strengthened our brand image to the customers as PRAN. Our customers are happy to increase the usage of our products in the day-to-day life, and this is reflected in increase number of sales and revenue in the year 2016-17. We have the strongest sales and distribution network, which helped us to reach the current position in the market. This allows us to serve a mass number of customer and contribute positively in the economy.

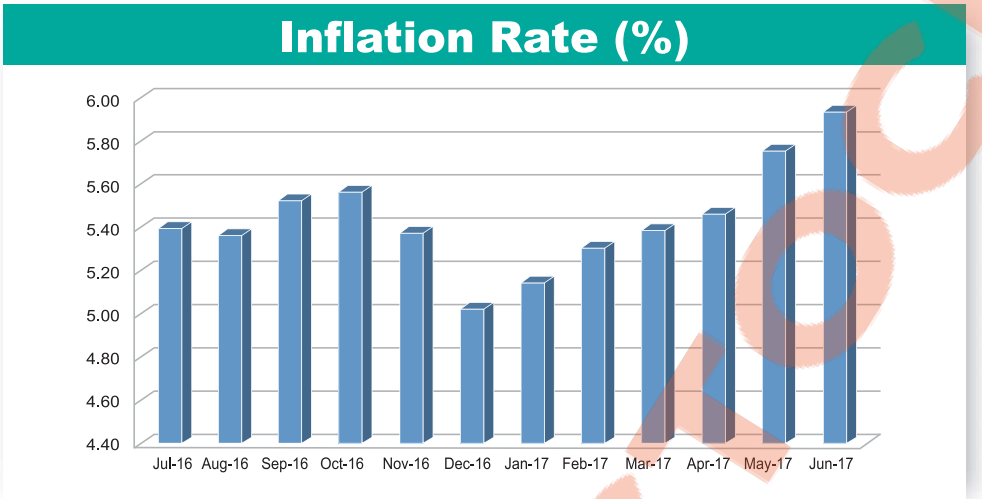
SOCIO-ECONOMIC POSITION OF COUNTRY: INDUSTRY PERSPECTIVE

Our company is engaged in food and beverage business and it has a direct connection with Agricultural Commodities. For development of country's socio-economic position, infrastructure facilities must be ensured to the entrepreneurs. Industrial sector cannot advance if sufficient investment is not enhanced by finance providers in due time. Moreover, government authorities change regulation for business operation. As a result in recent years, growth of food and beverage manufacturing business is affected. Market economy is gradually facing challenges of growth and tighter global financial conditions. GDP growth rate recorded as 7.24 percent in FY 2016-17. The foreign exchange reserve of the country increased to over $33.5 billion due to substantial remittance inflows which had a stabilizing effect on exchange rates as well.

Country's macro economy is facing a challenging time due to unstable inflation and slowdown of overall economic activities. The rate of inflation as recorded in Bangladesh on June, 2017 is 5.94 percent.



Source: Bangladesh Bureau of Statistics



Source: Bangladesh Bank

OPERATIONAL PERFORMANCE

We are happy to inform you that, regardless of economic condition and stiff competition during the reviewing year, AMCL (PRAN) made a net sale of approximately Tk. 238.0 Crores as against Tk. 209.2 Crores during the previous year. This is 13.88% higher than that of last year. At the same time cost of production also increased. Costs of other raw materials for packaging like resin, tetra packs foil etc. increased substantially. The Management reviewed the wages of the workers' according to the law and due to inflation in food items. We wanted to cover up the costs by increasing sales, but tried to avoid hiking of price of our consumer goods. Most of our demandable product price is static in the last fiscal year. In the face of the adverse situations your company earned Tk.7.39 Cr. operating profit and Tk. 5.49 Cr. net profit, after deducting Workers Profit Participation Fund (WPPF) and Corporate Tax including deferred tax.

The comparatives on the financial performance of the Company for twelve-month period to June 30, 2017 are presented below:

Particulars	30-June-2017 (Taka)	30-June-2016 (Taka)	% Increase
Revenue	2,380,335,493	2,091,553,854	13.88%
Cost of Goods Sold	1,925,531,167	1,685,339,370	14.25%
Gross Profit	454,804,326	406,214,484	11.96%
Operating Expense	261,428,765	215,928,805	21.07%
Net Profit (Before Tax)	72,681,422	68,474,454	6.14%
Provision for Tax	17,744,005	15,476,295	14.65%
Net Profit after Tax	54,937,417	52,998,159	3.66%

The above table denotes that the growth of Agricultural Marketing Company Limited in terms of Revenue and Net profit after tax has increased 13.88% & 3.66% respectively in the year ended 30 June, 2017 Compared to FY 2015-16.

In addition to that Earning per Share (EPS) of the company for this year is Tk. 6.87 based on outstanding 80,00,000 shares of Tk.10 each. Last year it was Tk.6.62 per share.

COMPANY PRODUCTS

AMCL produces consumable products using the agro-commodity. It includes a comprehensive range of raw and finished goods under the classification of agro and agricultural products. The company produces different types and brands of Juice and Drinks, Mineral Water, Soft Drinks, Ice Pop & Mango Bars. Again juices and drinks are bottled in Tetra pack, Glass Bottle, Pet Bottle, Can Bottle, Little Star Mango Drink, ODY, Braver, Robust and others. AMCL is now producing two categories of drinks. One is Flavored Drinks and another is Soft Drinks.

HUMAN RESOURCE MANAGEMENT

The long-term success of the Company depends on its capacity to attract, retain and develop employees . AMCL is blessed with a human resource base with competence and capabilities. Your comany feels proud of having built the finest team in the corporate sector. the company provides them an environment where team sprit, work excellence and creativity flourish.

The Agricultural Marketing Company Ltd. is committed to ensure a talent based, transparent, fair and equal employment opportunity in all of its sections. The Talent Management System is very scientific here, which has ensured that talented people take the lead and bring the organization onward to compete in the global market successfully.

Training is another secret behind the high-performing Human Resources of AMCL. We conduct Training Need Assessment and organize Need Based Training for each and every individual team members of AMCL. This year we have conducted training on Career Planning, Employee Motivation, Team Building, Grievance Handling, Fire and Electrical Safety, Chemical Safety, Workplace Safety, Computer Literacy, Personal Development etc. We have also conducted customized training for the electricians, plumbers, welders, lathe men, drivers in different phases.

Each and every employee finds the scope for career development at AMCL and the up graduation of the staffs is made solely based on merit, performance, productivity and dedication to the service.

COMPLIANCE MANAGEMENT

Compliance management is a critical component of the internal control process for any business and a prerequisite for assessing compliance with corporate performance standards.

In Agricultural Marketing Company Limited (AMCL) we try our level best to keep up with the growing industry and its reforming compliance standards by prioritizing our assessment and evaluation system in buyer's compliance, export compliance and social compliance. And therefore at those fundamental points we have to cut off an amount of foreseeable profit. We interpret compliance as incorporating standards that conform to specific requirements.

DIRECTORS' RESPONSIBILITIES FOR FINANCIAL STATEMENTS

The directors of the company are responsible for preparation and true and fair presentation of financial statements. This responsibility includes designing, implementing and maintaining internal control relevant

to the preparation and fair presentation of financial statements those are free from material misstatement whether due to fraud or error, selecting and applying appropriate accounting policies. In that capacity, the Directors confirm, to the best of their knowledge that–

1. The financial statement that gives a true and fair view of the assets, liabilities, financial positions, and profit or loss of the company.
2. The strategic report includes a fair review of the development and performance of the business and the position of the company together with a description of the principal risk and the uncertainties.
3. The annual report and the financial statement taken as a whole those are fair balanced and understandable and provide the information necessary for shareholders to assess the company's performance.
4. And finally the financial statements, prepared by the Management of the Company, present fairly its state of affairs, the result of its operations, cash flows and change in equity.

APPLICATION OF BAS/IAS/BFRS/IFRS IN FINANCIAL STATEMENTS

International Accounting Standards (IAS), Bangladesh Accounting Standards (BAS), International Financial Reporting Standards (IFRS), Bangladesh Financial Reporting Standards (BFRS), International Standards for Auditing (ISA) provide basis, structure, guideline and the requirement for their content for presenting financial statement [IAS 12.1] and we assure that, this financial statement has been prepared following those standard and any deviation there-from has been disclosed adequately.

RESPONSIBILITY OF CHIEF EXECUTIVE OFFICER (CEO) & CHIEF FINANCIAL OFFICER (CFO) FOR FINANCIAL DISCLOSURES

As it is the responsibility of the Chief Executive Officer (CEO) and Chief Financial Officer (CFO) to examine and certify that the financial statement is free from materially untrue, misleading statement and omission of material fact along with re-presenting a true and fair view of company's affairs to their best knowledge and belief before placing it before the board. After their review, they have certified to the Board regarding true and fairness of financial facts and figures during preparation of this financial statements. The Board in its meeting held on October 26, 2017, recorded that the CEO and CFO jointly submitted their certification as was required under Condition No 6 of the Corporate Governance Guidelines of BSEC.

SHAREHOLDING PATTERN

Securities and Exchange Commission has imposed a condition for all listed companies to disclose the Shareholding by the individuals having relation with the company in condition no: 1.5 (xxi). The board is presenting the shareholding structure as on 30 June 2017 as Annexure-II in this Annual Report.

CORPORATE GOVERNANCE PRACTICE

For us- Corporate governance is the control of management in the best interests of the company along with accountability to shareholders. Corporate governance broadly refers to the mechanisms, processes and relations by which corporations are controlled and directed. AMCL believes that governance structures and principles identify the distribution of rights and responsibilities among different participants in the corporation (such as the board of directors, managers, shareholders, creditors, auditors, regulators, and other stakeholders) and include the rules and procedures for making decisions in corporate affairs.

Being one of the leading business enterprises and growing steadily, appropriate corporate governance practice is very much essential for us. Therefore, Sound and effective corporate governance practices are fundamental towards enhancing long-term performance, continued growth, success and reputation of our company. The Board reviewing company's operation ensures that the highest standards of corporate governance are applied to respect the laws of the country. The Board of Directors strongly believes that good corporate governance is vital in enhancing long-term performance and continuous growth and success. This will also create good internal control system within the company.

AMCL has developed its corporate Governance framework based on Bangladesh Securities and Exchange commission (BSEC) Corporate Governance Notification, The Companies act 1994, Dhaka and Chittagong Stock Exchanges Listing Regulation, standard of business, politics and guideline of the company, laws of the land and local and global best practice.

The Board subscribes to internal guidelines on Corporate Disclosure Policies and Procedures based on the best practices recommended by Bangladesh Securities & Exchange Commission to provide the Company with appropriate guidance in discharging its disclosure obligations and to ensure that the Company moves beyond making the minimum mandatory disclosure requirements.

As the Company has significant presence in the capital market & also in business operation, it abides by the guidelines of the relevant regulators and authorities. Implementation of a sound corporate governance structure and procedures & standards are essential for a public company and we are happily pledged to implement those in the upcoming years.

As practiced earlier, company has appointed M/S. SA Rashid & Associates (Chartered Secretaries in Practice) this year to examine the compliance of conditions by BSEC. For appropriate reporting of governance under 7(ii), status of compliance has been annexed to this report. Auditor will provide a certification under condition 7(i) of Corporate Governance Guidelines after completing the examination and their documentary satisfaction.

COMPANY'S INTERNAL CONTROL

Effective internal control over financial reporting is intended to provide reasonable assurance about the reliability of a company's financial statements and the process of preparation of those statements.
Even company's success depends on how internal control system is effective within the organization. The board has the ultimate responsibility of establishing effective system of internal control. To ensure internal control regarding risk management, financial control and compliance legislation, the company follows the principle of decentralization. It has been designed to manage the risk of failure and to achieve the objective of the company. The company has established Internal Audit Department and appointed Head of Internal Audit to ensure internal control and compliance in place.

APPROPRIATION OF PROFIT

Considering the financial results of the Company, the Directors are pleased to report you their recommendations for appropriation of earnings for the year under review. The appropriations are as follows:

Particulars	(Amount in '000Taka)	
	30-June-2017	30-June-2016
Net Profit after Tax	54,937	52,998
Add: Accumulated Surplus (brought forward)	408,666	381,126
Profit Available for appropriation	463,603	434,124
Less previous year adjustment	Nil	Nil
Depreciation on Revalued Asset	121	142
Proposed Dividend	(25,600)	(25,600)
Balance Carried forward	438,125	408,666

DECLARATION OF DIVIDEND

We are concerned about the interest of our valued investors'. A stable Dividend policy is followed by the management considering benefits of the shareholders' and safeguarding their valuable investment. Considering business conditions and growth, the Board of Directors proposed and recommended for declaration of Cash Dividend for the year 2016-17 at the rate of Tk.32% In respect of proposed appropriation of profit, for our valued investors after reviewing the Company's profitability & stability. This will involve an amount of Tk. 25,600,000 for the accounting year 2017-18.

RISKS & CONCERNS

Running a business always creates different types of risk. Some of the potential hazards can destroy a business. When a risk arises, being aware about the risk at initial stage helps to neutralize the threat. The board of director recognizes the importance of sound risk management to safeguard shareholders investment and the company's asset.

Objectives of risk management of the company:

- Achieve and maintain a reduced cost of risk (both insurance and self-insurance) without placing the Institute in a position of risk exposure that could have a significant impact on its financial security and its Mission.
- Evaluate and assess all risks of loss and need related insurance.
- Whenever possible, modify or eliminate identifiable conditions and practices which may cause losses.
- Protect the interest off all other stakeholders.

We always concern about the financial management of the business as it works as a fluid for business life. The company has adopted an integrated risk management system where all employees are connected with the chain of risk mitigation. If the risk mitigation process takes longer time the company goes for diversify the respective one to defend easily.

Basically AMCL tries to reach its goal following some steps. Those are:

- Risk Identification:
  Risk identification is a key component of a robust framework. This means understanding the risk profile and identifying and assessing the significant risks contained within it.
- Risk Impact Assessment:
  Risk Impact Assessment is concerned with assessing probability and impact of individual risks, taking into account any interdependencies or other factors outside the immediate scope under investigation.

- Risk Mitigation:
  The ultimate purpose of our risk identification and analysis are to prepare for risk mitigation. Mitigation includes reduction of the likelihood that a risk event will occur and reduction of the effect of a risk event if it does occur.
- Risk Monitoring
  We think, the best 'risk management planning' is not of any use without a clear picture of how the situation in your project is developing in reality. We keep track of the identified risks, monitor the effectiveness of your risk responses and identify new or changed risks. This means having effective reporting mechanisms in place and ensuring that risk is covered in all key reports and reviews.
- Risk review:
  AMCL carried out risk audit by internal staff or external service provider. A risk audit provides a measure of independence and perspective. In our risk audit we focus on compliance with standards, procedures and legislative requirements.

EXPANSION & FUTURE PLAN

With a view to meeting up customers' expectation Agricultural Marketing Co. Limited is relentlessly trying its best to add more with perfection of quality for a long period of time. This intention and commitment have helped to gain faith on our product and on our operations of the valued customers. As a commitment to them, we have tried to expand the business for operation and safeguard shareholders' investment. To value our customers' choice we are thinking to expand our business. Operation units are working on this and analyzing the prospective areas. Some new products will be added in company's basket in the upcoming days.

ROTATION OF DIRECTORS

According to the Clause 91(2) of the Companies Act 1994, not less than one third of the total number of directors of every Company other than Private Limited Company should retire from the position in the Annual General Meeting and if eligible can be re-elected. As a result Mrs. Uzma Chowdhury when retire from her Directorship according to Article 123 & 129 of Articles of Association. She will be eligible and can offer himself for re-election as per Article 130 in this Annual General Meeting.

CODE OF CONDUCT

The Board members of Agricultural Marketing Co. Limited are committed to operate the business with integrity. To ensure transparency & accountability of the directors, the members of the Board have adopted a code of conduct. This code is applicable for new member inclusion of the Board and a compliance status is kept for necessary records at registered office of the company. The Directors are responsible for maintaining ethical code of conduct in relation to business & regulations from the govt. authorities. Compliance of Code of Conduct is reported by the members to the board annually.

CONTINUATION OF INDEPENDENT DIRECTOR

The Board of Director has appointed Mr. M.A. Mannan as independent director on April 29, 2013 according to Corporate Governance Guidelines circulated by Bangladesh Securities and Exchange Commission. Mr. M.A. Mannan, Independent Director, completed his tenure of 03(Three) years as stipulated by BSEC on April 2016. Therefore, the board extended his appointment for another term of 03(three) years w.e.f: April 2016. He is continuing in this position for this reporting financial year complying with the tenure of Independent Director set out in Corporate Governance Guideline [condition 1.2(vi)]. A brief resume of Mr. Mannan is

annexed in separate page with the profile of other Board Members.

DIRECTOR'S REMUNERATION

The Company has fixed remuneration for the Board members for attending the Meeting of the members. The members of the Board of Directors of the Company having shares in the company do not receive any remuneration or reimburse any expense for attending the Board Meeting held during the year.

REAPPOINTMENT OF AUDITOR

The existing auditor M/s. M.J.Abedin & Co., Chartered Accountants is going to retire in this Annual General Meeting. The Board proposes M/s. ACNABIN, Chartered Accountants, BDBL Bhaban (Level-13 &14), 12 Karwan Bazar C/A, Dhaka-1215, Bangladesh to appoint as new auditor of the company to hold office till conclusion of the next Annual General Meeting pursuant to the section 210 of The companies Act, 1994 and other applicable provisions.

AUDIT COMMITTEE FUNCTIONS

It is very important issue for all Publicly Listed Companies to constitute an effective Audit Committee within the organization. So, the Board of Agricultural Marketing Company Limited has established an Audit Committee to comply with the conditions 3, 3.1, 3.2, 3.3, 3.4, 3.5 of the Corporate Governance Guidelines notified on 07 August 2012 by Bangladesh Securities and Exchange Commission (BSEC). The present Audit Committee is as follows:

Name of the Director	Designation	Designation in the Committee
Mr. M.A. Mannan	Independent Director	Chairman
Mr. Ahsan Khan Chowdhury	Director	Member
Mrs. Sabiha Amjad	Director	Member

Committee formed with a view to have assistance in continuous review, monitoring and assessment of performance of the organization systematically against the regulatory requirement, established policies, management of risk and compliance with the existing law of the country. The Audit Committee works as a sub-committee to the Board. The Company Secretary acts as Secretary to the Committee. The Independent Director is the Chairman of the committee and the Board has appointed him for a period of 03(Three) years and it can be extended for another term only.

RELATED PARTY TRANSACTION

The company has established appropriate procedures to ensure that the company complies with the directions of BSEC. All related party transactions are forwarded to the Audit Department for verification. The Board of Directors like to disclose the information related to the transactions with the parties involved with the business as required by the CG Guidelines circulated by BSEC. Details of related party transaction entered into by the company during the financial year under review are set out in financial statement.

SEGMENT INFORMATION

AMCL sells its own products through its sales centers and dealers. Quantitative disclosure of company's product disclosed as follows. Information has been segmented as:-

(i) Production Capacity and Actual Production
(ii) Sales

(iii) Finished Goods

The segment information about company's products are displayed in the financial statements in this report which is consistent with the total sales value for the purposes of evaluating performance

GOING CONCERN

The Board of Directors of AMCL, after analyzing the previous business operation and having full cause and effect in the financial statement, confirm that they have reasonable expectation on the going concern identity of the company. Analysis of previous business operation and cause and effect in the financial statement are the basis of this confirmation Management has prepared financial statements on a going concern basis, having made due enquiries that the Company have adequate resources to continue operations in the foreseeable future.

EXTRA-ORDINARY EVENTS

No event of extra ordinary gain or loss occurred during the reporting period which would require adjustment or disclosure in the financial statements.

UTILIZATION OF PROCEEDS PROM PUBLIC ISSUE

No such event of collecting fund from public issues took place during the financial period which would require adjustment or disclosure in this annual report.

VARIANCE IN QUARTERLY AND ANNUAL FINANCIAL PERFORMANCE

During the financial year no such reporting is applicable for the management in respect of significant variance occurs between the Quarterly Financial performance and Annual Financial Statements

APPRECIATION

I would like to voice our deep appreciation& sincere gratitude on behalf of The Board of Directors of Agricultural Marketing Co. Ltd to the valued investors, consumers, patrons, well-wisher, banks, insurance companies, Securities & Exchange Commission, Dhaka Stock Exchange, Chittagong Stock Exchange, Government regulatory agencies, Central Depository Bangladesh Limited and all business associates for their confidence, continued support & cooperation in accomplishing the company's business objective. We look forward to their continued support, co-operation, and guidance those are our constant source of encouragement in the day ahead.

The Directors also express their deep appreciation for the sincere and dedicated service rendered by the employees of the Group for the progress of the Company.

Once again we offer our heartiest thanks to all shareholders for their support during this year.

On behalf of the Board of Directors,

Md. Eleash Mridha
Managing Director.

প্রাণ

ড্রিংকিং ওয়াটার

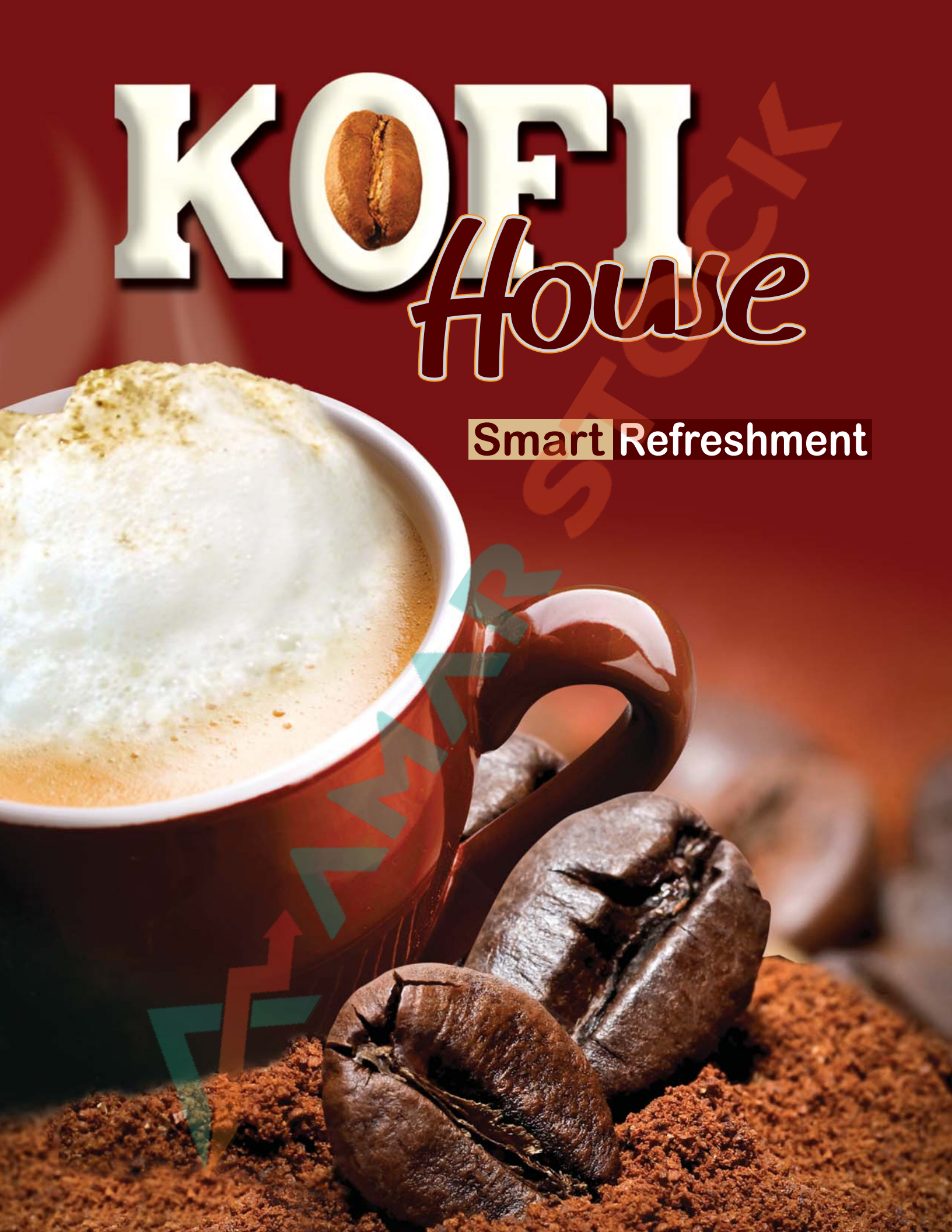
এক বোতল প্রাণশক্তি

নিরাপদ ও বিশুদ্ধ পানির ব্যাপারে

নো কম্প্রোমাইজ

- স্টেট অব দ্যা আর্ট টেকনোলজি
- রিভার্স অসমোসিস প্রক্রিয়া
- ১৩টি স্তরে পরিশোধিত




KOFI
House
Smart Refreshment

শেয়ারহোল্ডারগণের প্রতি
পরিচালকমন্ডলীর প্রতিবেদন

৩০ জুন ২০১৭ ইং তারিখে সমাপ্ত বছরের জন্য

সম্মানীত শেয়ারহোল্ডারগণ,

এগ্রিকালচারাল মার্কেটিং কোম্পানী লিমিটেড (এএমসিএল) এর পরিচালনা পর্ষদ আপনাদেরকে কোম্পানীর গৌরবান্বিত ৩২তম বার্ষিক সাধারণ সভা (এজিএম) এ আমন্ত্রণ জানাচ্ছেন। আমাদের এই গৌরবউজ্জল ঐহিত্য সাধারণ সভা আমাদের মূল্যবোধ ও বন্ধনের পরিচয় বহন করে। আমরা আনন্দের সাথে ৩০ জুন ২০১৭ তারিখে সমাপ্ত বছরে সম্পাদিত কোম্পানীর কার্যক্রম, নিরীক্ষিত আর্থিক বিবরণীসহ নিরীক্ষক প্রতিবেদন (অডিটরস রিপোর্ট) আপনাদের বিবেচনা ও অনুমোদনের জন্য পেশ করেছি। প্রতিবেদনটি বিএসইসির বিজ্ঞপ্তি-করণ নম্বর এইসি/সিএমআরআরসিডি/২০০৬-১৫৮/১৩৪/প্রশাসন/৪৪ তারিখ ৭ আগষ্ট, ২০১২ এর প্রাতিষ্ঠানিক সুশাসন নির্দেশিকা অনুসারে এবং কোম্পানী আইন ১৯৯৪ এর সাথে সঙ্গতিপূর্ণভাবে প্রস্তুত করা হয়েছে এবং আমরা এই প্রতিবেদনটিতে বিশ্বের এবং আমাদের দেশের অর্থনৈতিক অবস্থা তুলনা করার মাধ্যমে আমাদের বর্তমান ব্যবসার দৃশ্যপট তুলে ধরার সর্বোত্তম প্রচেষ্টা করেছি।

ব্যবসায়িক কার্যক্রমের পর্যালোচনা

পূর্বের ন্যায় ব্যবস্থাপনা ও পরিচালনা পর্ষদ উভয়ই বছরব্যাপী ব্যবসায়িক কার্যক্রমের উপর সজাগ দৃষ্টি রাখেন। বর্তমান সময়ে খাদ্য ও পানীয় বাজার বেশ প্রতিযোগিতাপূর্ণ হয়ে উঠছে। ভোক্তাদের চাহিদা ও পছন্দ অনুযায়ী আমাদের পণ্যগুলোর গুনগতমান নিশ্চিত করে ভিন্ন ভিন্ন আকৃতিতে সাজানো হয়েছে। বছর জুড়ে অর্থনৈতিক, রাজনৈতিক ও মুদ্রাস্ফীতির মত প্রতিবন্ধকতা এবং ধকল কাটিয়ে-ও আপনাদের কোম্পানীএই বছর বিগত বছরের তুলানায় ভাল কর্মদক্ষতা দেখিয়েছে এবং সফলতা ধরে রাখতে চেষ্টা করেছে। বিনিয়োগকারীদের প্রতি করা অঙ্গীকার রক্ষায় প্রতিজ্ঞার মূল্যায়নে ক্ষেত্রে ব্যবস্থাপনা কর্তৃপক্ষ সর্বাত্বক প্রচেষ্টা চালিয়ে যাচ্ছে।

বর্তমান উৎপাদন ক্ষমতা বৃদ্ধি করে আমরা আরও রাজস্ব অর্জন করার চেষ্টা করছি। পরিচালনা পর্ষদ কোম্পানির নতুন নতুন যন্ত্রপাতি ব্যবহার নিশ্চিত করে এই বছরের উৎপাদন ক্ষমতা সর্বাধিক করার চেষ্টা চালিয়ে যাচ্ছে। এই নতুন উপকরণগুলো পরিচালনা করার জন্য কোম্পানি তার মানবসম্পদের পূর্ন ব্যবহার নিশ্চিত করেছে।

এ বছর আর্থিক খাতে ব্যয় ছিল ১১৯,৪৩৩,৬২১ টাকা যা গত বছর ছিল ১২০,৪২৪,৭১৬ টাকা। প্রশাসনিক খরচ, বাজারজাতকরণ খরচ, বিক্রয় এবং বিতরণ খরচ ছিল যথাক্রমে ১৯.৭২%, ৩৫.৬৬%, ১৩.০৬% এবং ৩১.৫৬%। ব্যবসায় ভোক্তাদের সকল বিরুপ পরিস্থিতি বিবেচনা করে এ বছর মোট রাজস্ব অর্জিত হয়েছে ২৩৮ কোটি টাকা, যার পরিমাণ গত বছর ছিল ২০৯ কোটি টাকা এবং এটি বিগত বছরের তুলনায় ১৩.৮৮% বেশী।

কোম্পানীর পণ্যের জন্য উৎপাদন ক্ষমতা এবং প্রকৃত উৎপাদনের শতকরা হার নিম্নে দেয়া হলো ঃ

পণ্যের বর্ণনা অর্থবছর ২০১৬-২০১৭	ক্ষমতা (পিস/প্যাকেটে)	উৎপাদন (পিস/প্যাকেটে)	ব্যবহার %
ফলের রস ও পানীয়	৩০৯,২১২,০০০	১৭৭,৩৫৯,৮১৬	৫৭.৩৬%
খনিজ পানি	৫৩,৮৩০,০০০	১১,৫৬৩,৪৯৯	২১.৪৮%
কোমল পানীয়	১৬,৬৫০,০০০	১৫,৯৬২,২৭১	৯৫.৮৭%
ম্যাঙ্গোবার এবং অন্যান্য	২৪,৭২০,০০০	১৪,০১৩,৮৮১	৫৬.৬৯%

পণ্য রপ্তানী

এএমসিএল দেশের কৃষি পণ্যের বাজারে নেতৃত্বপ্রদানকারী অন্যতম কোম্পানী, এবং এটি বিশ্বব্যাপী এর রপ্তানী প্রসারের জন্য কঠোর পরিশ্রম করে যাচ্ছে। টেকসই অর্থনৈতিক উন্নয়নের জন্য, রপ্তানী দেশের রাজস্বের ভাল উৎস হতে পারে। অর্থনৈতিক উন্নয়নের জন্য গৃহীত উদ্যোগকে বৈদেশিক মুদ্রা শক্তিশালী করতে পারে।

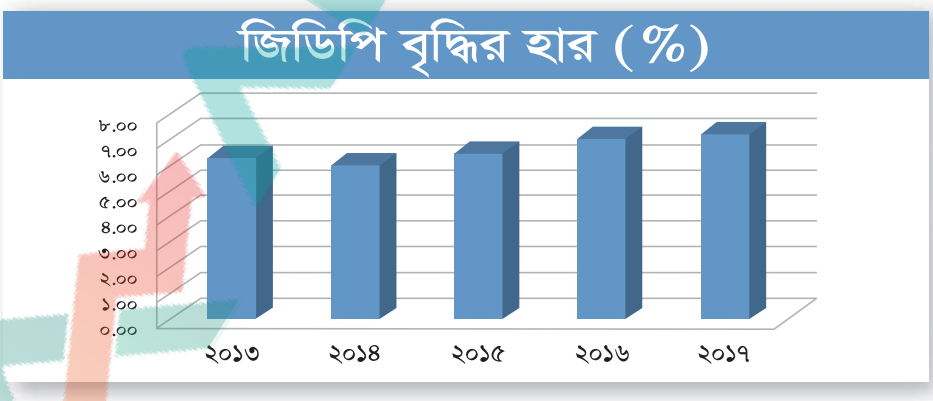
বিশ্বব্যাপী রপ্তানী প্রসারের পথে নানাবিধ প্রতিবন্ধকতা থাকা সত্বেও কোম্পানী দৃঢ়ভাবে তার রপ্তানী বৃদ্ধির জন্য প্রচেষ্টা অব্যহত রেখেছে। আগ্রহী ক্রেতাদের সাথে সর্ম্পক স্থাপনের জন্য বিদেশে আয়োজিত আন্তর্জাতিক খাদ্য মেলাতে অংশগ্রহণের পরিমান বৃদ্ধি করছে এবং বিভিন্ন রকম পদক্ষেপ গ্রহণ করেছে। আমরা আপনাদেরকে আনন্দের সাথে জানাচ্ছি যে, কোম্পানী এবৎসর রপ্তানী হতে ১৩.৯৩ মিলিয়ন মার্কিন ডলারের বৈদেশিক মুদ্রা অর্জন করেছে, যার পরিমান গত অর্থবছরে ছিল ৯.৯ মিলিয়ন ডলার যা গত বছরের তুলনায় ৪.০৩% বেশী, এবং যা সম্ভব হয়েছে রপ্তানী ক্রয় বৃদ্ধিতে কর্তৃপক্ষের প্রত্যক্ষ তত্ত্বাবধানের কারণে।

বিক্রয় ও বিতরণ

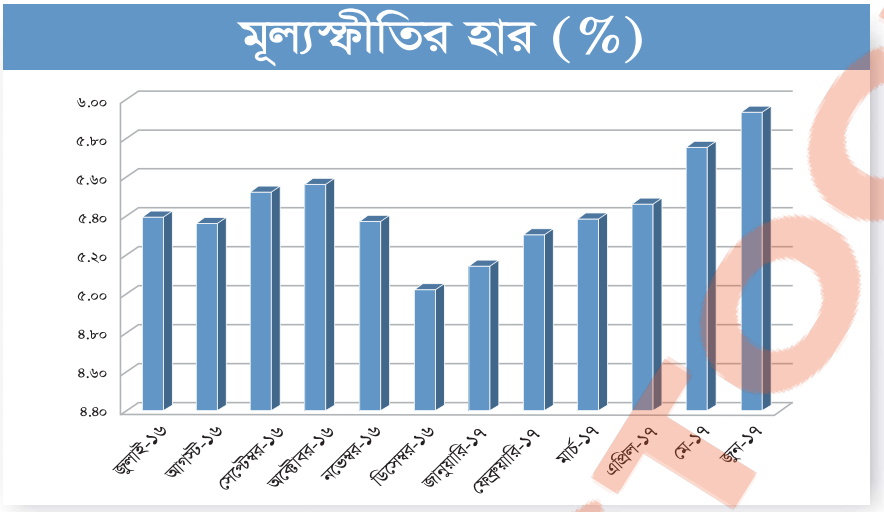
এএমসিএল এর ব্যবসায়িক উন্নতির মূল চালিকা শক্তি সরাসরি বিক্রয় পদ্ধতি। আমরা বৈশ্বিক পর্যায়ে প্রত্যক্ষ বিক্রয়সেবা স্থাপন করছি এবং নির্দ্দিষ্ট দেশগুলোতে সর্ম্পকের মাধ্যমে নিয়মানুসারে বিক্রয়সেবা দিয়ে আসছি। আমাদের সৃজনশীল উদ্ভাবন, নুতনত্ব বিস্তৃত পরিবর্তনের চাহিদা পূরণ করছে আমাদের ভোক্তামুখী কর্মী ও তাদের বিক্রয় ও বিপননের সম্মানীত অংশীদারের সাথে সহযোগ বান্ধুসংস্থান, এই কার্যকর বিপনন ব্যবস্থা আমাদের ব্রান্ডের ইমেজকে ভোক্তাদের নিকট "প্রাণ" হিসাবে সমাদৃত করেছে। ভোক্তাগণ আমাদের পণ্য তাদের দৈনন্দিন জীবনে বেশি ব্যবহার করতে পেরে খুশি, যার প্রতিচ্ছবি ২০১৬-১৭ সালের আমাদের বিক্রয় ও রাজস্বেও পরিমাণ বৃদ্ধির ধারাবাহিকতা। আমাদের রয়েছে সবথেকে শক্তিশালী বিক্রয় ও সরবরাহ নেটওর্য়াক যা আমাদেরকে বাজারের বর্তমান অবস্থানে নিয়ে যেতে সহায়তা করেছে। বিপুল সংখ্যক ক্রেতাকে সেবা প্রদানে এবং অর্থনীতিতে ইতিবাচক ভূমিকা পালনে এটি আমাদের সুযোগ করে দিয়েছে। আমাদের বিপনন প্রচেষ্টা ছোট ও মাঝারী উদ্যোগ থেকে শুরু করে বহুজাতিক কোম্পানী পর্যন্ত বিস্তৃত। আমরা বিশ্বাস করি আমাদের সেবার পরিষেবা বিভিন্ন মানের শিল্পের সর্বস্তরের গ্রাহকদের সন্তুষ্ট করেছে।

দেশের আর্থ-সামাজিক অবস্থায় ঃ শিল্পখাত

দেশের কৃষিপণ্যের বাজারে নেতৃত্বপ্রদানকারী কোম্পানী হিসাবে এএমসিএল খাদ্য ও পানীয় ব্যবসার কৃষিজ কাঁচামালের সাথে সরাসরি সর্ম্পকযুক্ত। দেশে আর্থ-সামাজিক অবস্থার উন্নয়নের জন্য, অবকাঠামোগত সুবিধা অবশ্যই সুনিশ্চিত করতে হবে। অর্থ সরব-রাহকারীগণ কর্তৃক যথেষ্ট পরিমান বিনিয়োগ সরবরাহ না করলে, শিল্পখাত এগিয়ে যেতে পারবে না। তদুপরি, খাদ্য ও পানীয় প্রস্তুত-করণ ব্যবসার লক্ষ্যে সরকার সময়ে সময়ে কিছু নীতিমালা পরিবর্তন করেছে। এর ফলে, চলতি বছরগুলোতে, খাদ্য প্রস্তুতকারী ব্যবসার প্রবৃদ্ধি মারাত্মকভাবে ক্ষতিগ্রস্থ হয়েছে। গত বছরে ব্যবসা বান্ধব উপযোগী পরিবেশ বিদ্যমান ছিল না। বাজার অর্থনীতি ধীরে ধীরে মন্থর প্রবৃদ্ধি ও কঠিনতর বৈশ্বিক অর্থনৈতিক অবস্থার চ্যালেঞ্জের মুখোমুখি হচ্ছে। ফলশ্রুতিতে এটি জিডিপি-তে প্রতিফলন ঘটিয়েছে রপ্তানী, এবং বিনিয়োগের চাহিদার কাংখিত ঘাটতি এবং চলমান রাজনৈতিক অস্থিরতার মধ্যে ২০১৬-১৭ সালে জিডিপি প্রাক্কলন করা হয়েছে ৭.২৪ শতাংশ, বৈদেশিক মুদ্রার সংহত প্রবাহের কারণে দেশে বৈদেশিক মুদ্রার স্থিতি বৃদ্ধি পেয়ে ৩৩.৫ বিলিয়ন মার্কিন ডলার হয়েছে, যা বিনিময় হারকে স্থির রাখতে কার্যকর ভূমিকা পালন করেছে।



উৎস ঃ বাংলাদেশ পরিসংখ্যান ব্যুরো



মুদ্রাস্ফীতির অস্থিতিশীলতা ও সার্বিক অর্থনৈতিক কার্যক্রমে মন্থরতার কারণে দেশের ক্ষুদ্র অর্থনীতি চ্যালেঞ্জের মুখোমুখি। জুন ২০১৭ মাসে মুদ্রাস্ফীতির হার রেকর্ড করা হয় ৫.৯৪ শতাংশ। ভোক্তাগণ মানসম্পন্ন পণ্য ক্রয়ে যা পরিশোধ করেন সে মূল্যের বৃদ্ধি ও কমতির উপর ভিত্তি করে মুদ্রাস্ফীতি পরিমাপ করা হয় যা ভোক্তা খরচ করেছেন।

পরিচালনা কার্যক্রমের পর্যালোচনা

পর্যালোচনাধীন বছরের অর্থনৈতিক অবস্থা এবং কঠিন প্রতিযোগীতার বাধাকে বিবেচনায় না এনে আমরা আপনাদেরকে আনন্দের সাথে জানাচ্ছি যে, এএমসিএল বিগত বছরের ২০৯.২ কোটি টাকার মোট বিক্রয়ের স্থলে এ বছরে প্রায় ২৩৮.০ কোটি টাকা মোট বিক্রয় সম্পন্ন করে। এটি বিগত বছর অপেক্ষা ১৩.৮৮ শতাংশ বেশী। একই সাথে উৎপাদন খরচও বেড়েছে। প্যাকেজিং এর অন্যান্য কাঁচামাল যেমন রেসিজ, টেট্রা প্যাক ফয়েল ইত্যাদির খরচ উল্লেখযোগ্য হারে বেড়েছে। বিদ্যমান শ্রম আইন মোতাবেক কর্তৃপক্ষ শ্রমিকদের মজুরী এবং খাদ্য সামগ্রীর মূল্যস্ফীতির কারণের উপর পর্যলোচনা করেন। উৎপাদন খরচের উপর এর একটি বিরুপ প্রভাব আছে। আমরা চেয়েছিলাম বিক্রয় বৃদ্ধির মাধ্যমে খরচ আবৃত করার, তবে আমরা আমাদের ভোগ্যপণ্যের মূল্য বৃদ্ধি না করার চেষ্টা করেছিলাম। গত অর্থ বছরে আমাদের অধিকার চাহিদা সম্বলিত পণ্যের মূল্য স্থিতিবাস্থায় ছিল। বিরুপ অবস্থার মুখেও আপনার কোম্পানী শ্রমিকদের মুনাফায় অংশগ্রহনী তহবিল (ডব্লিউপিপিএফ) এবংবিলম্বিত করসহ কর্পোরেট কর বাদে ৭.৩৯ কোটি টাকা অপারেটিং মুনাফা এবং ৫.৪৯ কোটি টাকা নীট মুনাফা অর্জন করেছে।

জুন ৩০, ২০১৭ তারিখ পর্যন্ত ১২ মাসে কোম্পানীর আর্থিক সক্ষমতার তুলনামূলক বিবরণ নিম্নে উপস্থাপন করা হলো ঃ

বিবরণ	৩০-জুন-২০১৭ (টাকা)	৩০-জুন-২০১৬	(টাকা) %
আয়	২,৩৮০,৩৩৫,৪৯৩	২,০৯১,৫৫৩,৮৫৪	১৩.৮৮%
বিক্রিত পণ্যের খরচ	১,৯২৫,৫৩১,১৬৭	১,৬৮৫,৩৩৯,৩৭০	১৪.২৫%
মোট মুনাফা	৪৫৪,৮০৪,৩২৬	৪০৬,২১৪,৪৮৪	১১.৯৬%
পরিচালন খরচ	২৬১,৪২৮,৭৬৫	২১৫,৯২৮,৮০৫	২১.০৭%
নীট মুনাফা (কর পরিশোধের পূর্বে)	৭২,৬৮১,৪২২	৬৮,৪৭৪,৪৫৪	৬.১৪%
সঞ্চিতি কর	১৭,৭৪৪,০০৫	১৫,৪৭৬,২৯৫	১৪.৬৫%
কর পরিশোধিত পরবর্তী মুনাফা	৫৪,৯৩৭,৪১৭	৫২,৯৯৮,১৫৯	৩.৬৬%

উপরোক্ত টেবিল দেখাচ্ছে যে, এগ্রিকালচারাল মার্কেটিং কোম্পানী লিমিটেড এর রাজস্ব ও কর পরবর্তী মুনাফার হার ৩০ জুন ২০১৭ তারিখে সমাপ্ত বছরে বিগত ২০১৫-১৬ অর্থবছরের তুলনায় যথাক্রমে ১৩.৮৮% ও ৩.৬৬% বৃদ্ধি পেয়েছে।

এছাড়াও অত্র বছরে কোম্পানীর ১০ টাকা মূল্যমানের ৮০০০০০০ শেয়ারের বিপরীতে শেয়ার প্রতি আয় হয়েছে ৬.৮৭ টাকা যা গত বছরে ছিল ৬.৬২।

কোম্পানীর পণ্যসমুহ

কৃষি পণ্য ব্যবহার করে এএমসিএল ভোগ্যপণ্য উৎপাদন করে। এর মধ্যে রয়েছে কৃষি এবং কৃষিজাত পণ্যের অনেক কাঁচামাল এবং প্রস্তুতকৃত পন্য। কোম্পানি বিভিন্ন ধরণের জুস, ড্রিংক্স, মিনারেল ওয়াটার, সফ্ট ড্রিংক্স, ম্যাংগো বার উৎপাদন করে। আবার জুস এবং ড্রিংক্স টেরা প্যাক, গ্লাস বোতল, পেট বোতল, ক্যান বোতলে বোতলজাত করা হয়। এএমসিএল বর্তমানে দুই ধরণের ড্রিংক্স প্রস্তুত করছে। একটি হলো ফ্ল্যাভার্ড ড্রিংক্স এবং আরেকটি হলো সফট্ ড্রিংক্স। গত বছর এএমসিএল লিটল স্টার ম্যাংগো ড্রিংক, ওডিওয়াই, ব্রেভার, রোবাস্ট এবং অন্যান্য ড্রিংক্স নতুন পণ্য হিসেবে যুক্ত করেছে।

মানবসম্পদ ব্যবস্থাপনা

কোম্পানির দীর্ঘদিনের সফলতা নির্ভর করে কর্মচারীদেরকে কাজের দিকে আকর্ষণ, ধরে রাখা এবং তাদের উন্নয়নের উপর। কোম্পানিকে অব্যাহতভাবে এর প্রবৃদ্ধি নিশ্চিত করতে সাহায্য করে। এগ্রিকালচারাল মার্কেটিং কোম্পানি লিমিটেডে যোগদানকারী প্রত্যেক নতুন সদস্য টেকসই মান সংস্কৃতির অংশে পরিণত হন যা কোম্পানির প্রতিশ্রুতি এবং আত্মতুষ্টিতে না ভোগে অব্যাহত উন্নয়নের ধারণাকে নির্দেশ করে।

এগ্রিকালচারাল মার্কেটিং কোম্পানি লিমিটেড এর সকল বিভাগে মেধাভিত্তিক, স্বচ্ছ, ন্যায্য এবং সমতাভিত্তিক কর্মসংস্থানের সুযোগ নিশ্চিত করতে বদ্ধপরিকর। এখানে মেধা ব্যবস্থাপনা ব্যবস্থা রয়েছে যা বিশ্ববাজারে সফলভাবে প্রতিযোগিতা করে কোম্পানিকে এগিয়ে নেওয়ার জন্য মেধাবী কর্মী নেওয়া নিশ্চিত করেছে।

এএমসিএল এর উচ্চ পারফর্মিং মানসম্পদের পেছনে আরেকটি গোপন কারণ হলো প্রশিক্ষণ। আমরা ট্রেনিং নীড এসেসমেন্ট এবং নীড বেইজ্ড ট্রেনিং এর ব্যবস্থা করি প্রত্যেক কর্মচারীর জন্য। এ বছর আমরা ক্যারিয়ার পরিকল্পনা, কর্মচারী প্রণোদনা, দল গঠন, অসন্তোষ মোকাবেলা, অগ্নি এবং বৈদ্যুতিক নিরাপত্তা, রাসায়নিক নিরাপত্তা, কর্মস্থলের নিরাপত্তা, কম্পিউটার জ্ঞান, ব্যক্তিগত উন্নয়ন ইত্যাদির উপর প্রশিক্ষণের আয়োজন করেছি। ইলেক্ট্রিসিয়ান, প্লাম্বার, ওয়েল্ডার, লেদারম্যান, ড্রাইভারের জন্যও আমরা বিভিন্ন ধাপে প্রশিক্ষণ পরিচালনা করেছি।

আদেশ প্রতিপালন ব্যবস্থাপনা:

আদেশ প্রতিপালন ব্যবস্থাপনা যে কোন ব্যবসার অভ্যন্তরীণ নিয়ন্ত্রণে অত্যন্ত জরুরী অংশ এবং ব্যবসায়িক মান অজর্নের পূবশর্ত। এএমসিএল এ আমরা আপ্রাণ চেষ্টা করি পরিমাপ ও মূল্যায়ন পদ্ধতিতে আমাদের দেশের দ্রুত বর্ধনশীল বাজার ও নতুনভাবে সংস্কারকৃত ক্রেতা, ভোক্তা ও রপ্তানি আইন কানুন মেনে চলার এবং এইসকল নীতিগত কারণে কখনো কখনো অনুমেয় লভ্যাংশ বাদ দিতে হয়।

আর্থিক প্রতিবেদনে পরিচালকদের দায়িত্ব

ব্যবসায়িক অবস্থার নির্দেশক হলো আর্থিক কার্যক্রম। সকল আর্থিক লেনদেন সংক্রান্ত বিষয় পরিচালকদের সভায় অনুমোদিত এবং শেয়াহোল্ডারগণ কর্তৃক তাদের বার্ষিক সাধারণ সভায় তা গৃহীত হতে হবে। কোম্পানী পরিচালনার জন্য পরিচালকগণ দায়বদ্ধ এবং এই ক্ষমতা কারণে পরিচালকগণ তাদের সর্বোচ্চ জ্ঞানমতে নিম্নের বিষয়গুলো নিশ্চিত করেন যে-

(১) কোম্পানীর কর্তৃক প্রস্তুতকৃত আর্থিক প্রতিবেদনটি নিরপেক্ষভাবে উপস্থাপন করা হয়েছে যা কোম্পানীর কার্যক্রম, নগদ প্রবাহ এবং তারল্যের পরিবর্তনের নির্যাস।

(২) কোম্পানীর হিসাবের যথাযথ বহি সংরক্ষণ করা হয়েছে।

(৩) আর্থিক প্রতিবেদন প্রস্তুতকরণে যথাযথ হিসাবরক্ষণ নীতিমালা দৃঢ়ভাবে প্রয়োগ করা, এবং আর্থিক প্রতিবেদনটি উপযুক্ততা এবং যাচাইযোগ্যতার ভিত্তিতে প্রাক্কলন করা হয়েছে।

(৪) পরিশেষে কোম্পানির ব্যবস্থাপনা দ্বারা প্রস্তুতকৃত আর্থিক বিবরনী কাজের অবস্থা, ফলাফল, নগদ প্রবাহ এবং ইক্যুইটি উপস্থাপন করে।

আর্থিক প্রতিবেদনে বিএএস/আইএএস/বিএফআরএস/আইএফআরএস এর প্রয়োগ

কোম্পানীর আর্থিক প্রতিবেদন প্রস্তুতকরণে আন্তর্জাতিক হিসাবরক্ষণ মানদন্ড (আইএএস)/বাংলাদেশ হিসাবরক্ষণ মানদন্ড (বিএএস)/আন্তর্জাতিক আর্থিক প্রতিবেদন মানদন্ড (আইএফআরআস/বাংলাদেশ আর্থিক প্রতিবেদন মানদন্ড (বিএফআরএস), বাংলাদেশে প্রযোজ্য আন্তর্জাতিক নিরীক্ষা মানদন্ড অনুসরণ করা হয়েছে, এবং সেক্ষেত্রে কোন কিছু পরিহার করা হলে, তা যথাযথভাবে প্রকাশ করা হয়েছে।

প্রধান নির্বাহী কর্মকর্তা ও প্রধান অর্থ কর্মকর্তার আর্থিক প্রকাশনার দায়বদ্ধতা:

বোর্ডের সম্মুখে ২০১৬-১৭ অর্থ বছরে কোম্পানীর আর্থিক প্রতিবেদন পেশ করার পূর্বে তা পর্যালোচনার জন্য প্রধান নির্বাহী কর্মকর্তা এবং প্রধান অর্থ কর্মকর্তা প্রাথমিকভাবে দায়বদ্ধ। যদি তাদের পর্যালোচনা কোন অযৌক্তিক বা ভুল বিবরণ পাওয়া যায়, তাহলে তারা বোর্ডকে তা অবহিত করবেন। তাদের পর্যালোচনার পরে, তারা বোর্ডকে আর্থিক প্রতিবেদনের নিরপেক্ষতা ও সত্যতা সম্পর্কে প্রত্যয়নপত্র প্রদান করেছেন। বোর্ড ২৬ অক্টোম্বর ২০১৭ তারিখে অনুষ্ঠিত তাদের সভায় সিইও ও সিএফও কর্তৃক যৌথভাবে প্রত্যয়ন-পত্র দাখিল করেন, যা বিএসইসি এর প্রাতিষ্ঠানিক সুশাসন নির্দেশনা এর ৬ নং শর্তের চাহিদা মোতাবেক ছিল।

শেয়ার ধারণের ধরন:

সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন শেয়ার গ্রহণকারী ব্যক্তিদের সাথে কোম্পানীর সম্পর্কের বিষয় উন্মোচনের জন্য ১.৫(২১) নং শর্ত আরোপ করেছে। বোর্ড কোম্পানীর শেয়ারহোল্ডারদের তালিকা ৩০ জুন ২০১৭ তারিখে উপস্থাপন করেছে, যার বার্ষিক প্রতিবেদনের সংযুক্তি-২ এ সন্নিবেশিত করা হয়েছে।

প্রাতিষ্ঠানিক সুশাসন অনুশীলন:

অংশীদারদের কাছে দায়বদ্ধতা এবং কার্য নির্বাহী পরিচালনা উভয়ক্ষেত্রে কোম্পানির মঙ্গল নিশ্চিত করাই আমাদের কাছে প্রাতিষ্ঠানিক সুশাসন। প্রাতিষ্ঠানিক সুশাসন বিস্তৃতভাবে নির্দেশ করে কোম্পানি পরিচালনা ও নিয়ন্ত্রণের পদ্ধতি ও কৌশল। এএমসিএল বিশ্বাস করে সুশাসনের গঠনই কোম্পানির বিভিন্ন অংশের যেমনঃ পরিচালনা পর্ষদ, ব্যবস্থাপক অংশীদার, নিয়ন্ত্রক ও অন্যান্য আগ্রহী পক্ষের দায়িত্ব, কার্যপ্রণালী ও অধিকার বলে দেয় এবং কর্পোরেট বিষয়গুলোতে নীতিগত সিদ্ধান্ত যোগ করে।

একটি নেতৃস্থানীয় ব্যবসায়িক হিসাবে এগিয়ে যাওয়া আমাদের জন্য প্রাতিষ্ঠানিক সুশাসন অত্যন্ত জরুরী। নিরাপদ ও কার্যকর প্রাতিষ্ঠানিক সুশাসন অনুশীলন এবং এর মৌলিক ভিত্তির পরিসর কোম্পানির দীর্ঘমেয়াদী কার্যক্ষমতা, নিরবিচ্ছন্ন প্রবৃদ্ধি, সফলতা এবং সুনাম বৃদ্ধি করেছে। কোম্পানির কার্যক্রম পর্যালোচনা করে বোর্ড নিশ্চিত হয়েছে যে, দেশের আইনের প্রতি সম্মান দেখিয়ে কোম্পানিতে সর্বোচ মানের প্রাতিষ্ঠানিক সুশাসন এর প্রয়োগ করা হয়েছে। পরিচালনা পর্ষদ দৃঢ়ভাবে বিশ্বাস করে যে দীর্ঘমেয়াদী কার্যক্ষমতা এবং ধারাবাহিক প্রবৃদ্ধি ও সফলতার জন্য প্রাতিষ্ঠানিক সুশাসন অপরিহার্য বিষয়।

প্রাতিষ্ঠানিক সুশাসনের জন্য আমাদের ৫টি গুরুত্বপূর্ণ কর্মনীতি:

নৈতিক সততা:
ব্যবসার একটি পরিস্কার নৈতিক ভিত্তি।

শ্রেণীবদ্ধ ব্যবসায়িক লক্ষ্য অর্জন:
বিভিন্ন পক্ষের সিদ্ধান্ত গ্রহন করে কাঙ্খিত লক্ষ্যে পৌছানো।

কৌশলগত ব্যবস্থাপনা:
একটি কার্যকর কৌশল প্রর্বতন করা যেখানে বিভিন্ন পক্ষের মূল্যায়ন করা হয়।

সংগঠন:
প্রাতিষ্ঠানিক সুশাসন অনুশীলনের পক্ষে সহায়ক কাঠামো আছে এমন সংগঠন।

প্রতিবেদন:

প্রতিবেদন পদ্ধতি এমন রাখা যেখানে স্বচ্ছতা ও জবাবদিহিতা থাকবে।

এএমসিএল এর প্রাতিষ্ঠানিক সুশাসন অনুশীলনের অবকাঠামো গড়ে তুলছে। বাংলাদেশ সিকিউরিটিজ একচেঞ্জ কমিশন (বিএসইসি) এর প্রাতিষ্ঠানিক সুশাসন নির্দেশনা, কোম্পানি আইন ১৯৯৪, ঢাকা এবং চিটাগাং ষ্টক একচেঞ্জ লিষ্টিং রেগুলেশন ছাড়াও অভ্যন্তরীণ ও আন্তর্জাতিক নির্দেশনা, চর্চা ও আইনের উপর।

কোম্পানিগুলোকে তথ্য প্রকাশের দায়বদ্ধতার পরিপালনে যথাযথ নির্দেশনা প্রদানে বাংলাদেশ সিকিউরিটিজ একচেঞ্জ কমিশন কর্তৃক সুপারিশকৃত কর্পোরেট তথ্য প্রকাশ নীতিমালা এবং প্রক্রিয়ায় ভিত্তিতে পরিচালনা পর্ষদ অভ্যন্তরীণ নির্দেশনাবলীতে স্বাক্ষর প্রদান করেছে এবং তারা এটি নিশ্চিত করেছেন যে, নূন্যতম আবশ্যক তথ্য প্রকাশের প্রয়োজনীয়তা কোম্পানি পরিহার করবেনা।
যেহেতু পুঁজিবাজারে এবং ব্যবসায়িক কার্যক্রমে ও কোম্পানির লক্ষণীয় উপস্থিতি বিদ্যমান আছে, তাই কোম্পানি সংশ্লিষ্ট নিয়ন্ত্রণকারী কর্তৃপক্ষের দেয়া নিদের্শনাবলী পরিপালন করে থাকে। এটি পাবলিক কোম্পানির জন্য প্রাতিষ্ঠানিক সুশাসন এর নিরাপদ কাঠামো প্রক্রিয়া ও মান বাস্তবায়ন করা আবশ্যক এবং আমরা খুশি মনেই আগামী বছরগুলোতে তা বাস্তবায়নে দায়বদ্ধ থাকব।
কোম্পানি বাংলাদেশ সিকিউরিটিজ এন্ডএকচেঞ্জ কমিশন এর শর্তাবলী পরিপালন যাচাই করার জন্য মেসার্স এস এ রশিদ এন্ড এসোসিয়েটস্ (চ্যান্টার্ড সেক্রেটারিজ ইন প্রাকটিস্) কে নিযুক্ত করেছে। আইনের ৭(২) ধারা মোতাবেক পরিচালন পদ্ধতির উপর যথাযথ প্রতিবেদন প্রদান করার জন্য অত্র প্রতিবেদনের সাথে পরিপালন অবস্থা সংযুক্ত করা হলো। প্রাতিষ্ঠানিক সুশাসন নির্দেশিকার ৭(১) নং শর্তেও অধীনে যাচাই বাছাই শেষে নিরীক্ষকগণ একটি প্রত্যয়নপত্র ও তাদের সন্তুটির উপর দলিলপত্রাদি প্রদান করবে।

কোম্পানীর অভ্যন্তরীন নিয়ন্ত্রণ

কার্যকর আভ্যন্তরীণ নিয়ন্ত্রণ করার কারণ কোম্পানির অর্থনৈতিক প্রতিবেদন ও প্রতিবেদন তৈরী প্রক্রিয়ায় স্বচ্ছতা সম্পর্কে নিশ্চিত হওয়া। এমনকি কোম্পানির মধ্যে কিরুপ অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থা কার্যকর আছে তার কোম্পানির সফলতা নির্ভর করে। কার্যকর অভ্যন্তরীণ নিয়ন্ত্রণ পদ্ধতি প্রতিষ্ঠা করতে বোর্ডই চূড়ান্ত দায়িত্বশীল। ঝুঁকি ব্যবস্থা, আর্থিক নিয়ন্ত্রণ এবং আইনের পরিপালন সংক্রান্ত অভ্যন্তরীণ নিয়ন্ত্রণ নিশ্চিত করতে কোম্পানি বিকেন্দ্রীকরণ মূলনীতি অনুসরণ করে। ঝুকি ব্যবস্থাপনা এবং কোম্পানির লক্ষ্য অজর্নের উদ্দেশ্য এটি তৈরী করা হয়েছে। কোম্পানি অভ্যন্তরীণ নিরীক্ষা বিভাগ প্রতিষ্ঠা করেছে এবং অভ্যন্তরীণ নিরীক্ষা প্রধান নিয়োগ দিয়েছেন, যাতে করে অভ্যন্তরীণ নিয়ন্ত্রণ ও কোম্পানিতে তার বাস্তবায়ন নিশ্চিত করা যায়।

মুনাফা উপযোজন

কোম্পানির আর্থিক ফলাফল বিবেচনা করে আপনাদেরকে জানাচ্ছে যে, মুনাফা উপযোজনের সুপারিশসমুহ পর্যাবেক্ষানাধীন উপযোজন নিচে দেওয়া হলঃ

বিবরণ	(পরিমান '০০০ টাকায়)	
	৩০ শে জুন, ২০১৭	৩০ শে জুন, ২০১৬
কর কর্তনের পর নীট মুনাফা	৫৪,৯৩৭	৫২,৯৯৮
যোগঃ পুঞ্জীভূত উদ্বৃত্ত (আনীত)	৪০৮,৬৬৬	৩৮১,১২৬
উপযোজনের জন্য প্রাপ্ত মুনাফা	৪৬৩,৬০৩	৪৩৪,১২৪
বাদঃ গত বছরের সমন্বয়	০	০
পূর্ণ মূল্যায়িত সম্পদের অবচয়	১২১	১৪২
প্রস্তাবিত লভ্যাংশ	(২৫,৬০০)	(২৫,৬০০)
উদ্বৃত্ত হিসাবে স্থানান্তর	৪৩৮,১২৫	৪০৮,৬৬৬

লভ্যাংশের ঘোষণা:

আমরা আমাদের সম্মানিত বিনিয়োগকারীদের স্বার্থের ব্যাপারে সর্বদা উদ্বিগ্ন। অংশীদারদের সুবিধা ও বিনিয়োগ নিরাপত্তা বিবেচনা করে কর্তৃপক্ষ একটি স্থিতিশীল লভ্যাংশ নীতিমালা অনুসরণ করে। প্রতিষ্ঠানের লাভজনক ও স্থায়ীত্বের কথা বিবেচনা করে আমাদের সম্মানিত বিনিয়োগকারীদের জন্য পরিচালনা পর্ষদ ২০১৬-২০১৭ অর্থবছরের জন্য ৩২% হারে নগদ লভ্যাংশ প্রদানের সুপারিশ করেন। এই সুপারিশ বাস্তবায়নে ২০১৭-২০১৮ অর্থবছরে ২৫,৬০০,০০০ টাকা প্রয়োজন পড়বে।

ঝুঁকি ব্যবস্থাপনা

ঝুঁকি, সমস্যা কিংবা দুর্যোগ সংঘটিত হওয়ার পূর্বে সে ব্যাপারে পদ্ধতিগত সমাধান প্রক্রিয়া হলো ঝুঁকি ব্যবস্থাপনা। ঝুঁকি এড়ানো এবং বিরুপ প্রভাব হ্রাসের জন্য পদ্ধতি গ্রহণ করা হবে। এটি একটি মৌলিক প্রক্রিয়া যার মাধ্যমে আমরা ঝুঁকি সনাক্ত করতে পারব এবং তা মোকাবেলা করার জন্য কৌশল নির্ধারণ করতে পারব। ঝুঁকির প্রকৃত অবস্থার একটি বাস্তবধর্মী মূল্যায়ন প্রস্তুত করাও ঝুঁকি ব্যবস্থাপনার অংশ।

ঝুঁকি ব্যবস্থাপনার ব্যাপারে কোম্পানির লক্ষ্য:

* প্রতিষ্ঠানকে কোনো ঝুঁকিপূর্ণ অবস্থায় না ফেলে ঝুঁকির প্রকৃত মূল্য হ্রাসকরণ এবং তা বজায় রাখা।
* ঝুঁকি সংক্রান্ত সকল খরচ এবং সংশ্লিষ্ট বীমা মূল্যায়ন করা।
* যখনই সম্ভব হবে যেসকল অবস্থা এবং রীতি ক্ষতির সৃষ্টি করে সেগুলো পরিবর্তন কিংবা বাদ দেয়া।
* সংশ্লিষ্ট সকলের স্বার্থ রক্ষা করা।

ঝুঁকি ব্যবস্থাপনার সময় কোম্পানি কর্তৃক নিম্নলিখিত পদক্ষেপসমূহ অনুসরণ করতে হবে।

সনাক্তকরণ

বড় ধরণের কাঠামোর একটি বড় উপাদান হলো ঝুঁকি সনাক্তকরণ। এর মানে হলো ঝুঁকি প্রকৃতি বোঝা এবং এর মধ্যে যে ঝুঁকি সমূহ গুরুত্বপূর্ণ তা সনাক্ত এবং মূল্যায়ন করা।

প্রভাব মূল্যায়ন

তদন্তাধীন যেকোনো অসংগতি কিংবা বিষয় বিবেচনায় এনে ব্যক্তিগত ঝুঁকির সম্ভাব্যতা এবং প্রভাবের মূল্যায়ন সংক্রান্ত এটি।

লাঘব

আমাদের ঝুঁকি সনাক্তকরণ এবং বিশ্লেষনের মূল উদ্দেশ্য হলো ঝুঁকি লাঘবের জন্য প্রস্তুত হওয়া যার মধ্যে অন্তর্ভুক্ত রয়েছে সম্ভাব্যতা হ্রাস এই যে, একটি ঝুঁকিপূর্ণ ঘটনা ঘটবে এবং ঘটলে ঝুঁকির প্রভাব হ্রাস পাবে।

তদারকি

বাস্তবে যেকোনো প্রকল্প উন্নয়নের একট সুস্পষ্ট ছবি রাখবে ব্যবস্থাপনা এবং এর ভিত্তিতে ঝুঁকি ব্যবস্থাপনা পরিকল্পনা তৈরী করা হবে। ব্যবস্থাপনা সনাক্তকৃত ঝুঁকি সনাক্ত করে, ঝুঁকির প্রতি নিয়ন্ত্রণ কার্যকারিতা তদারক করা এবং নতুন কিংবা পরিবর্তিত ঝুঁকিসমূহ সনাক্ত করা। এর মানে হলো কার্যকর প্রতিবেদন ব্যবস্থা থাকা এবং নিশ্চিত করা যে সকল গুরত্বপূর্ণ প্রতিবেদন এবং পর্যবেক্ষণ দ্বারা ঝুঁকি মোতাবেলা করতে হবে।

পর্যালোচনা

অভ্যন্তরীণ কর্মচারী এবং বহিঃস্থ সেবা প্রদানকারীদের দ্বারা কোম্পানি ঝুঁকি নিরীক্ষা সম্পন্ন করে। একটি ঝুঁকি নিরীক্ষা স্বাধীনতা

এবং অবস্থার পরিমাপ প্রদান করে। আমাদের ঝুঁকি নিরীক্ষায় আমরা মান, পদ্ধতি এবং আইনগত আবশ্যকতার পরিপালনের উপর আলোকপাত করি।

সম্প্রসারণ এবং ভবিষ্যত পরিকল্পনা:

ভোক্তা চাহিদা পূরণের লক্ষ্যে এএমসিএল দীর্ঘদিন ধরে এর সর্ব্বোচ চেষ্টা করে আসছে এবং পণ্যের গুণগতমান প্রতিনিয়ত উন্নতির দিকে ধাবিত হচ্ছে।। এই উদ্দেশ্য ও অঙ্গীকার আমাদের মূল্যবান ক্রেতাদের কাছে আমাদের পণ্যের বিশ্বস্ততা অর্জনে সাহায্য করেছে। তাদের কাছে অঙ্গীকার হিসাবে আমাদের সংক্রিয়তা বৃদ্ধি করেছি যাতে অংশীদারদের বিনিয়োগ আরো সুরক্ষিত হয়। এর সবই সম্ভব হয়েছে আমাদের আন্তরিকতা ভোক্তাদের পছন্দকে মূল্য দিতে আমরা ব্যবসাকে আরো সম্প্রসারণ করার জন্য ভাবছি। অপারেশন ইউনিট দায়িত্ব নিয়ে বিষয়ে বিশ্লেষণ ও নিদ্দিষ্ট ক্ষেত্রে কাজ করে যাচ্ছে। আমাদের পণ্যের সম্ভারে আরো নতুন পণ্য যুক্ত হবে সামনের দিনগুলোতে।

পরিচালক পূনঃ নিয়োগ:

কোম্পানি আইন-১৯৯৪-এর ধারা ৯১(২)-এ বলা হয়েছে যে, প্রাইভেট লিমিটেড কোম্পানি ছাড়া প্রত্যেক প্রতিষ্ঠানের পরিচালকগনের মধ্যে কমপক্ষে এক-তৃতীয়াংশ বার্ষিক বার্ষিক সাধারণ সভায় স্বীয়পদ থেকে অবসরে যাবেন এবং যদি যোগ্য হন তবে পূনরায় নির্বাচিত হতে পারেন। ফলে সংঘবিধির ১২৩ এবং ১২৯ ধারা মোতাবেক মিসেস উজমা চৌধুরী তার পরিচালক পদ থেকে এই সাধারণ সভায় অবসর গ্রহণ করবেন। তিনি বিধি মোতাবেক যোগ্য হলে এই বার্ষিক সাধারণ সভায় ১৩০ ধারা অনুসারে পূর্ণরায় নির্বাচিত হতে পারবেন।

আচরণবিধি

সততার সাথে ব্যবসা পরিচালনা করতে এগ্রিকালচারাল মার্কেটিং কো. লি. এর পরিচালনা পর্ষদের সদস্যরা বদ্ধপরিকর। পরিচালকগণের স্বচ্ছতা এবং জবাবদিহিতা নিশ্চিত করতে পরিচালনা পর্ষদের সদস্যরা একটি আচরণবিধি গ্রহণ করেছে। পরিচালনা পর্ষদে নতুন সদস্য নেওয়ার ক্ষেত্রে এই আচরণবিধি প্রযোজ্য হবে এবং কোম্পানির নিবন্ধিত কার্যালয়ে প্রয়োজনীয় রেকর্ডের জন্য পরিপালন অবস্থা রাখা হয়। সরকারি কর্তৃপক্ষের নিকট থেকে ব্যবসা এবং বিধি-বিধান সংক্রান্ত নৈতিক আচরণবিধি বজায় রাখার জন্য পরিচালকগণ দায়ী। আচরণবিধির পরিপালন সদস্যগণ বার্ষিক সভায় অবগত করবে।

স্বাধীন পরিচালকের কার্যকাল

বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন কর্তৃক প্রচারিত প্রাতিষ্ঠানিক সুশাসন নির্দেশনা অনুযায়ী ৪ এপ্রিল, ২০১৩ তারিখে পরিচালনা পর্ষদ মি. এম.এ মান্নানকে স্বাধীন পরিচালক নিয়োগ করে। তিনি বিএসইসি কর্তৃক অনুমোদিত মেয়াদ ০৩ (তিন) বছর মেয়াদকাল সম্পন্ন করবেন। (অতএব ১৬ এপ্রিল ২০১৬ ইং তারিখে অনুষ্ঠিত পরিচালনা পর্ষদের আরেকটি সভায় ০৩ (তিন) বছরের আরেক মেয়াদের জন্য ০৪ এপ্রিল ২০১৬ ইং তারিখ পর্যন্ত তার নিয়োগ বর্ধিত করা হয়)।

প্রাতিষ্ঠানিক সুশাসন নির্দেশনা [শর্ত ১.২ (৫)] এ বিধৃত স্বাধীন পরিচালক হিসেবে তার মেয়াদ পরিপালন করে এই আর্থিক বছরের জন্য তার পদে রয়েছে। অন্যান্য বোর্ড সদস্যের জীবন বৃত্তান্তের সাথে জনাব এম.এ মান্নানের একটি সংক্ষিপ্ত জীবনবৃত্তান্ত আলাদা পৃষ্ঠায় সংযুক্ত করা হল।

পরিচালকদের ভাতা প্রদান

সভায় অংশগ্রহণের জন্য বোর্ড সদস্যদের জন্য পারিশ্রমিক নির্ধারণ করেছে কোম্পানি। কোম্পানির পরিচালনা পর্ষদের সদস্যগণ যাদের কোম্পানিতে শেয়ার রয়েছে তারা প্রতিষ্ঠান থেকে কোন পারিশ্রমিক গ্রহন করবেন না ।

নিরীক্ষকের পূণর্নিয়োগ

বর্তমান নিরীক্ষক মেসার্স এম.জে আবেদীন অ্যান্ড কোং চার্টার্ড অ্যাকাউন্ট্যান্টস্ এই বার্ষিক সাধারণ সভায় অবসর গ্রহন করছেন।

পরিচালনা পর্ষদ কোম্পানি আইন, ১৯৯৪ এ ২১০ ধারা এবং অন্যান্য প্রযোজ্য বিধান মোতাবেক মেসার্স একনাবীন, চার্টার্ড অ্যাকাউন্ট্যান্টস, বিডিবিএল ভবন (লেভেল-১৩ এন্ড ১৪), ১২ কাওরান বাজার, বা/এ, ঢাকা- ১২১৫ পরবর্তী বার্ষিক সাধারণ সভা পর্যন্ত কোম্পানি নিরীক্ষক হিসেবে নিয়োগ করা হল।

নিরীক্ষা কমিটির কাজ

একটি কার্যকর নিরীক্ষা কমিটি গঠনের জন্য সকল পাবলিক লিস্টেড কোম্পানির জন্য এটি একটি গুরুত্বপূর্ণ বিষয়। তাই এগ্রিকালচারাল মার্কেটিং কোম্পানি লিমিটেডের পরিচালনা পর্ষদ বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন (বিএসইসি) কর্তৃক ০৭ আগস্ট ২০১২ ইং তারিখে প্রচারিত কর্পোরেট গভর্নেন্স গাইডলাইন্সের ৩, ৩.১, ৩.২, ৩.৩, ৩.৪, ৩.৫ শর্ত মোতাবেক একটি নিরীক্ষা কমিটি প্রতিষ্ঠা করেছে। বর্তমান নিরীক্ষা কমিটি নিচে দেওয়া হল:

পরিচালকের নাম	পদবী	কমিটিতে পদবী
জনাব এম.এ মান্নান	স্বাধীন পরিচালক	সভাপতি
জনাব আহসান খান চৌধুরী	সভাপতি	সদস্য
জনাবা সাবিহা আমজাদ	পরিচালক	সদস্য

অব্যাহত পর্যবেক্ষণ, তদারকি এবং নিয়ন্ত্রণমূলক আবশ্যকতা, প্রতিষ্ঠিত নীতি, ঝুঁকি ব্যবস্থাপনা এবং দেশের প্রচলিত আইনের পরিপালনের লক্ষ্যে প্রতিষ্ঠানের পারফরম্যান্স মূল্যায়নের জন্য অডিট কমিটি গঠন করা হয়েছে। নিরীক্ষা কমিটি পরিচালনা পর্ষদের উপ-কমিটি হিসেবে কাজ করে। কোম্পানি সচিব কমিটির সচিব হিসেবে কাজ করে। স্বাধীন পরিচালক কমিটির চেয়ারম্যান এবং পরিচালনা পর্ষদ তাকে ০৩ (তিন) বছরের জন্য নিয়োগ করে এবং এটি কেবল আরেক মেয়াদকাল পর্যন্ত বর্ধিত হতে পারে।

সংশ্লিষ্ট পক্ষের লেনদেন

কোম্পানি বিএসইসি'র নির্দেশনা মেনে চলছে তা নিশ্চিত করতে কোম্পানি একটি যথাযোগ্য পদ্ধতি প্রতিষ্ঠা করেছে। সকল পক্ষের লেনদেন যাচাইয়ের জন্য নিরীক্ষা বিভাগে পাঠানো হয়। বিএসইসি কর্তৃক প্রচারিত সিজি গাইডলাইন্স দ্বারা আবশ্যক ব্যবসার সাথে সংশ্লিষ্ট পক্ষকে লেনদেন সংক্রান্ত তথ্য প্রকাশ করতে পারবে পরিচালনা পর্ষদ। পর্যালোচনার অধীন অর্থবছরে কোম্পানি কর্তৃক সংশ্লিষ্ট পক্ষগণের লেনদেন আর্থিক বিবরণীতে উল্লেখ করা হয়েছে।

আংশিক তথ্য

এএমসিএল এর নিজস্ব বিক্রয় কেন্দ্র ও পরিবেশকের মাধ্যমে পণ্য বিক্রয় করে থাকে। পরিমানগত পণ্য বিবরণী সংযুক্ত করা হল। তথ্য ভাগ করা হয়েছেঃ

১) উৎপাদন ক্ষমতা ও প্রকৃত উৎপাদন
২) বিক্রয়
৩) উৎপাদিত পণ্য

প্রতিষ্ঠানের পণ্য সমুহের তথ্য যা সর্বমোট বিক্রয় মূল্যের সাথে সামঞ্জস্য পূর্ণ তার আর্থিক বিবরণী নোট নং ৪৮ (ক), (খ), (গ) এ উপস্থাপিত হয়েছে।

চলমান প্রতিষ্ঠানঃ

এগ্রিকালচারাল মার্কেংটি কোম্পানি লিমিটেডর পরিচালনা পর্ষদ পূর্বের ব্যবসা পরিচালনা এবং আর্থিক বিবরণীর পূর্ণ বিশ্লেষণ করে এই মর্মে নিশ্চয়তা প্রদান করে যে, কোম্পানি চলমান প্রতিষ্ঠান পরিচয়ের জন্য যোক্তিক সম্ভবনা রয়েছে। ব্যবস্থাপনা কর্তৃপক্ষ চলমান প্রতিষ্ঠান

হিসাব করে কোম্পানির আর্থিক বিবরণী প্রস্তুত করেছেন এবং যথাযথ অনুসন্ধান করেছে যে, আগামী দিনগুলোতে ব্যবসায়িক কার্যক্রম পরিচালনার জন্য কোম্পানির পর্যাপ্ত সম্পদ রয়েছে।

বিশেষ ঘটনাঃ

এই আর্থিক বিবরণে সমন্বয়ে বা উন্মোচন করা প্রয়োজন এমন কোন অসাধারণ লাভ বা ক্ষতির ঘটনা প্রতিবেদনের সময়কালে ঘটেনি।

জনসাধারণ থেকে প্রাপ্ত আয়ের ব্যবহারঃ

এই অর্থ বছরে জনসাধারণ থেকে তহবিল সংগ্রহের কোন ঘটনা ঘটে নাই যা আর্থিক বিবরণে সমন্বয় বা উল্লেখ করা প্রয়োজন।

ত্রৈমাসিক এবং বার্ষিক আর্থিক কার্যক্রমের তারতম্যঃ

এই অর্থ বছরে ত্রৈমাসিক আর্থিক কার্যক্রম এবং বার্ষিক আর্থিক কার্যক্রমের মধ্যে এমন কোন উল্লেখযোগ্য তারতম্য ঘটে নাই যার জন্য কর্তৃপক্ষের প্রতিবেদন প্রযোজ্য হতে পারে।

কৃতজ্ঞতা স্বীকারঃ

এগ্রিকালচারাল মার্কেটিং কোম্পানি লিমিটেডের পরিচালনা পর্ষদ সকল শ্রদ্ধেয় বিনিয়োগকারী, ভোক্তা সাধারণ, ব্যাংক, ইন্স্যুরেন্স কোম্পানিসমুহ, সিকিউরিটিজ এ্যান্ড একচেঞ্জ কমিশন, ঢাকা ষ্টক একচেঞ্জ, চট্রগ্রাম ষ্টক একচেঞ্জ, সরকারী নিয়ন্ত্রক সংস্থা সমুহ, সেন্ট্রাল ডিপোজিটরি বাংলাদেশ লিমিটেড এবং সকল ব্যবসায়িক সহযোগীগণকে প্রতিষ্ঠানের উদ্দেশ্য পূরণের লক্ষ্যে তাদের আস্থা, ধারাবাহিক সমর্থন ও সহযোগিতা প্রদানের জন্য আন্তরিক কৃতজ্ঞতা প্রকাশ করেছে।

প্রতিষ্ঠানের উন্নতিতে অবদান রাখার জন্য পরিচালনা পর্ষদ প্রতিষ্ঠানে কর্মরত আন্তরিক ও আত্মনিয়োজিত কর্মকর্তা-কর্মচারীগণের প্রতি ও গভীর কৃতজ্ঞতা প্রকাশ করছে।

পরিশেষে, অব্যাহত সহযোগিতা এবং সমর্থকদের জন্য সকল বিনিয়োগকারীদেরকে আন্তরিক ধন্যবাদ জ্ঞাপন করছি।

ধন্যবাদান্তে,
পরিচালকমন্ডলীর পক্ষে

মোঃ ইলিয়াস মৃধা
ব্যবস্থাপনা পরিচালক

Board Audit Committee



AMARSTOCK

REPORT OF THE AUDIT COMMITTEE

For the Year ended on 30 June 2017

Composition of the Committee

The Audit Committee of Agricultural Marketing Company Limited consists of the following members of the Board including an independent Director:

Name	Designation	Position in the Board
Mr. M. A. Mannan	Independent Director	Chairman
Mr. Ahsan Khan Chowdhury	Director	Member
Mrs. Sabiha Amjad	Director	Member

Scope

The Audit Committee works closely with the Board of Directors as a sub-committee of the Board. The scope of the Audit Committee was defined according to Terms of Reference (TOR) of the committee. Area and responsibility were approved by the members in their Board meeting earlier.

(a) Functions carried out by the committee as follows-

- To review the business areas under risk and reporting in details to the Board
- To adopt accounting policies and principles of BAS, IAS, BFRS, IFRS, BSA & ISA
- To supervise internal control system and financial reporting procedure to the management
- To review reports of internal and external auditors in respect of effective internal control system.
- To monitor compliance activities of the company as directed by regulatory authorities of the country

(b) To review Annual Accounts for the year ended on 30 June 2017 and place in the Director's meeting for approval by the Board;

(c) To review performance of the external auditor(s) for last Financial Year and recommendation for new/re-appointment of auditor; and

(d) To review and consider internal auditors' report and observations pointed out by the external auditors on existing internal control policy of the company.

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Activities carried out by the committee during closing year

The following activities have been performed by the Committee throughout this year.

- Overseen the overall risk involved in performing the business and integrity of the financial reporting process.
- Reviewed quarterly, half yearly and annual financial statement and recommended to the Board for consideration.
- Reviewed, monitored and approved the procedure and task of the internal audit, financial report preparation and audit reports.
- Reviewed performance of the existing auditor who has audited the accounts of the company for the year 2016-17.

Reporting by the committee to the Shareholder's

The committee found adequate arrangement to present a true and fair view of the activities and the financial status of the company and didn't find any material deviation, discrepancies or any adverse finding /observation in the areas of their reporting. No potential risks have been found that can be a threat for company's growth.

Recommendation to the Board

The committee recommended to the Board the following points:

i) The Financial Statements of the Company for the year ended on 30 June 2017 may be approved

ii) Committee is satisfied with the performance of the existing Auditor and they may be re-appointed in the upcoming Shareholder's Meeting, if they express their opinion to be reappointed in the next year.

M.A.Mannan
Chairman
Audit Committee

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Annexure-I

Status of Compliance with the conditions imposed by the Securities and Exchange Commission Notification No. SEC/ CMRRCD / 2006 -158 /134/ Admin /44 dated 07 August, 2012 issued under section 2CC of the Securities and Exchange Ordinance, 1969 along with the Notification regarding amendment of Condition no.4 dated: July 21, 2013.

(Report under Condition No. 7.00)

Condition No.	Title	Compliance Status (put tick in appropriate column)		Remark (if any)
		Complied	Not Complied	
1.	**Board of Directors:**			
1.1	Board's Size (Number of Board members to be 5-20)	✓		
1.2	**Independent Directors:**			
1.2 (i)	At least 1/5th of the total number of Directors of Board shall be Independent Directors	✓		
1.2 (ii) a)	Who holds less than 1% shares of total paid-up shares of the Company;	✓		
1.2 (ii) b)	Not a Sponsor of the Company and is not connected with the Company's any Sponsor or Director or Shareholder who hold 1% or more shares;	✓		
1.2 (ii) c)	Not having any pecuniary or otherwise relationship with the Company its subsidiary/associated Companies;	✓		
1.2 (ii) d)	Not a Member, Director or Officer on any Stock Exchange;	✓		
1.2 (ii) e)	Not a Shareholder, Director or Officer of any Member of Stock Exchange or	✓		
1.2 (ii) f)	Not or was not a partner or executive at present during the preceding 3 (three) years of the Company's statutory audit firm;	✓		
1.2 (ii) g)	Not be an Independent Director in more than 3 (three) listed Companies;	✓		
1.2 (ii) h)	Not been convicted by a court of competent jurisdiction;	✓		
1.2 (ii) i)	Not been convicted for a criminal offence involving moral turpitude;	✓		
1.2 (iii)	Appointed by the Board of Directors approved by the shareholders in the Annual General Meeting (AGM);	✓		
1.2 (iv)	Independent Director's post can't remain vacant for more than 90 days;			N/A
1.2 (v)	The Board shall lay down a code of conduct of all Board Members and annual compliance be recorded;	✓		
1.2 (vi)	The tenure of office for a period of 3(three) years, which may be extended for 1 (one) from only;	✓		
1.3	**Qualification of Independent Director**			
1.3 (i)	A knowledgeable individual with integrity and able to ensure compliance with financial regulatory and corporate laws and can make meaningful contribution;	✓		
1.3 (ii)	Being a Business Leader/ Corporate Leader/ Bureaucrat/ University Teacher(Economics/Business/ Law)/CA/CMA/CS having 12 years of management/ professional experience	✓		

FINANCIAL STOCK

Condition No.	Title	Compliance Status (put tick in appropriate column)		Remark (if any)
		Complied	Not Complied	
1.3 (iii)	In special cases the above qualification may be relaxed subject to prior approval of the Commission;		N/A	
1.4	Appointment of Chairman and CEO, defining their roles	✓		*Ahsan Khan Chowdhury appointed as new Chairman of the Company w.e.f:27/10/2016*
1.5	**The Director's Report to Shareholders shall include**			
1.5 (i)	Industry outlook & possible future developments in the Industry.	✓		
1.5 (ii)	Segment wise performance or product wise performance.	✓		
1.5 (iii)	Risks and concerns.	✓		
1.5 (iv)	Discussion on cost of goods sold, Gross and Net profit Margin.	✓		
1.5 (v)	Discussion on continuity of any Extra -Ordinary gain or loss.		N/A	
1.5 (vi)	Basis for and a statement of related party transaction	✓		
1.5 (vii)	Utilization of proceeds from public issues, rights issues and/or through any others instruments.		N/A	
1.5 (viii)	An explanation if the financial results deteriorate after the Company goes for IPO, RPO, Rights offer, Direct listing etc.		N/A	
1.5 (ix)	Significant variance between Quarterly Financial Performance and Annual Financial Statements.		N/A	
1.5 (x)	Remuneration to Directors including Independent Director	✓		
1.5 (xi)	Fairness presentation in financial statements	✓		
1.5 (xii)	Maintaining proper books of accounts	✓		
1.5 (xiii)	Consistent application of appropriate accounting policies, and accounting estimates being reasonable and prudent	✓		
1.5 (xiv)	Followed the rules of IAS/BAS/FRS/BFRS and adequate disclosure for any departure there - from, if any	✓		
1.5 (xv)	Soundness and monitoring of internal control system	✓		
1.5 (xvi)	Statement regarding ability to continue as a going concern.	✓		
1.5 (xvii)	Significant deviation from last year's operating results shall be highlighted & reason be explained;		N/A	
1.5 (xviii)	Presentation of key operation and financial data for last 5 (five) years.	✓		
1.5 (xix)	If dividend has not declared for the years, reason should be given;		N/A	
1.5 (xx)	Number of Board Meeting held during the financial yea r & attendance by each	✓		
1.5 (xxi)	**Pattern of shareholding (along with name wise details) by-**			
1.5 (xxi) a)	Parent/ Subsidiary/ Associated companies & related parties	✓		
1.5 (xxi) b)	Disclosure of shareholding by Directors, CEO, Company Secretary, CFO, Head of Internal Audit & their spouses and minor children.	✓		
1.5 (xxi) c)	Executives(Top 5 salaried employees other than above)	✓		
1.5 (xxi) d)	Shareholders holding 10% (ten) percent or more	✓		
1.5 (xxii)	**In case of the appointment / re**-appointment of a **Director,**			
1.5 (xxii) a)	Brief resume of the Director	✓		
1.5 (xxii) b)	Nature of his/her expertise	✓		
1.5 (xxii) c)	Other Companies' Directorship & membership of committees of the Board.	✓		

Condition No.	Title	Compliance Status (put tick in appropriate column)		Remark (if any)
		Complied	Not Complied	
2.	Chief Financial Officer (CFO), Head of Internal Audit and Company Secretary (CS):			
2.1	Appointment of a CFO, HOIA and CS and their roles responsibilities and duties (CS)	✓		
2.2	Requirement to attend Board Meetings: - Chief Financial Officer (CFO) - Company Secretary (CS)	✓		
3.	Audit Committee			
3 (i)	Having Audit Committee as a sub-committee of the Board of Directors.	✓		
3 (ii)	Audit Committee to assist the BOD in ensuring the fairness of Financial Statements and a good monitoring system	✓		
3 (iii)	Duties of the audit committee clearly set forth in writing.	✓		
3.1	Constitution of the Audit Committee			
3.1 (i)	Audit Committee to be composed of at least 3 members	✓		
3.1 (ii)	Directors (at least One Independent Director), as Audit committee members, to be appointed by BOD	✓		
3.1 (iii)	Audit Committee members to be "financially literate" and at least one to have accounting/financial experience	✓		
3.1 (iv)	Fill up the vacancy immediately or not later than 1 (one) month from vacancy(ies)	✓		
3.1 (v)	Company Secretary will act as Secretary.	✓		
3.1 (vi)	Quorum of the audit committee with at least 1 (one) Independent Director.	✓		
3.2	Chairman of the Audit Committee			
3.2 (i)	Selection of the Chairman of the Audit Committee who shall be an Independent Director	✓		
3.2 (ii)	Chairman of Audit Committee shall remain present in AGM.	✓		
3.3	Role of Audit Committee			
3.3 (i)	Oversee the financial reporting process	✓		
3.3 (ii)	Monitor choice of accounting policies and principles.	✓		
3.3 (iii)	Monitor Control Risk management process.	✓		
3.3 (iv)	Oversee hiring and performance of external auditors.	✓		
3.3 (v)	Annual financial statements review along with the management before submission to the Board for approval.	✓		
3.3 (vi)	Quarterly and half yearly financial statements review along with the management before submission to the Board for approval.	✓		
3.3 (vii)	Review adequacy of internal audit function.	✓		
3.3 (viii)	Significant related party transaction review.	✓		
3.3 (ix)	Statutory auditor's report review	✓		
3.3 (x)	Review disclosures/statements /declarations about uses of funds raised through IPO/RPO/Rights Issue	✓		
3.4	Reporting of the Audit Committee			
3.4.1	Reporting to the Board of Directors			
3.4.1 (i)	Reporting its activities to the Board of Directors.	✓		
3.4.1 (ii)	Report to the Board by Audit Committee	✓		
3.4.1 (ii) a)	Conflict of interest.			N/A
3.4.1 (ii) b)	Suspected or presumed fraud or irregularity or material defect in the internal control system;			N/A
3.4.1 (ii) c)	Suspected infringement of laws, including securities related laws, rules and regulations;			N/A
3.4.1 (ii) d)	Any other matter;			N/A
3.4.2	Reporting to the Authority (BSEC)			N/A

Condition No.	Title	Compliance Status (put tick in appropriate column)		Remark (if any)
		Complied	Not Complied	
3.5	Reporting to the Shareholders and General Investors	✓		
4.	**External/Statutory Auditors should not be engaged:**			
4 (i)	Appraisal or valuation services or fairness opinions.	✓		
4 (ii)	Financial information systems design and implementation.	✓		
4 (iii)	Book-keeping or accounting records or financial statements.	✓		
4 (iv)	Broker-dealer services.	✓		
4 (v)	Actuarial services.	✓		
4 (vi)	Internal audit services.	✓		
4 (vii)	Any other service determined by the Audit Committee.	✓		
4 (viii)	Possess any share by the partner or employees of the firm at least during the tenure of their audit assignment;	✓		
4(ix)	Audit/ Certification services on Compliance of Corporate Governance as required under Clause (i) of Condition no:7	✓		
5.	**Subsidiary Company:**			
5 (i)	Composition of Board of Directors.			N/A
5 (ii)	At least 1 (one) independent Director from holding Company.			N/A
5 (iii)	Minutes of Board meetings of subsidiary company to be placed at following Board meeting of holding company			N/A
5 (iv)	Minutes of respective Board meeting of holding company to state that affairs of subsidiary company be reviewed			N/A
5 (v)	Review the financial statements by holding Company's audit committee:			N/A
6.	**Duties of Chief Executive Officer (CEO) and Chief Financial Officer (CFO):**			
6. (i)	Reviewing financing statements	✓		
6 (i) a)	To certify that they have reviewed FS's which contain no untrue or misleading statement or omit no material fact.	✓		
6 (i) b)	To certify that the statements present a true and fair view of affairs and are in compliance with accounting standards and applicable laws	✓		
6 (ii)	To certify that no transaction is fraudulent, illegal or violation of company's code of conduct	✓		
7.	**Reporting and compliance of Corporate Governance:**			
7 (i)	Obtaining certificate regarding compliance and sending it to shareholders along with the Annual Report.	✓		
7 (ii)	Statement of Directors in accordance with the annexure attached whether the Company has complied with.	✓		

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Annexure-II

Number of Board Meeting and the Attendance of Directors during the year 30th June, 2017 were as follows:

Name of the Directors	Position	Meeting held	Attendance
Ahsan Khan Chowdhury	Chairman	08	08
Mr. Md. Eleash Mridha	Managing Director	08	08
Mrs. Uzma Chowdhury	Director	06	06
Mrs Sabiha Amjad	Director	08	08
Mr. M. A. Mannan	Independent Director	08	08

The pattern of shareholding as required by clause 1.5 (xxi) of the SEC Notification dated 30th June, 2017, stated in Annexure II.

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Annexure-III

Pattern of Shareholding as on 30th June, 2017

Name of the Shareholders	Status	Shares held	%
i. Parent/Subsidiary/Associated Companies and other related parties	-	-	-
ii. Directors:			
Mr. Ahsan Khan Chowdhury	Chairman	16,32,000	20.40%
Mr. Md. Eleash Mridha *(13,80,130 shares in the name of Property Development Limited & Nominee Director of Property Development Limited)*	Managing Director	13,80,130	17.25%
Mrs Sabiha Amjad	Director	200,000	2.5%
Mrs. Uzma Chowdhury *(33,000 shares in her name and Nominee Director of Property Development Limited)*	Director	33,000	0.041%
Mr. M. A. Mannan	Independent Director	Nil	Nil
iii. Chief Executive Officer, Chief Financial Officer, Company Secretary, Head of Internal Audit and their Spouses and Minor Children:			
Mr. Md. Eleash Mridha	Chief Executive Officer	1,000	0.0125%
Mr. Choudhury Atiur Rasul	Chief Financial Officer	1,000	0.0125%
Muhammad Aminur Rahman	Company Secretary	Nil	Nil
Mr. Md. Alamin	Head of Internal Audit	Nil	Nil
iv. Executive:			
Eng. SK Waresul Habib	Chief Operating Officer	Nil	Nil
Mr. Md. Tanzir Helal	GM (SCM)	Nil	Nil
Mr. Arunangshu Ghosh	GM (Marketing)	Nil	Nil
Mr. Md. Mahmood Hossaim	AGM (Accounts)	Nil	Nil
Mr. Tusher Kanti Kar	Manager (Accounts)	Nil	Nil
v. Shareholders holding 10% or more voting interest in the Company: 02			
Mr. Ahsan Khan Chowdhury	Chairman	16,32,000	20.40%
Property Development Ltd *Representative by Mr. Md. Eleash Mridha*	Managing Director	1,380,130	17.25%

Note: *Entire 9,00,000 shares (11.25%) of Maj. Gen. Amjad Khan Chowdhury have been transmitted to his son Mr. Ahsan Khan Chowdhury.*

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Compliance Certificate

S. Abdur Rashid FCS
BCom (Hons), MBS (Finance & Banking), MBA (Finance), PGDHRM, LLB, **AIPM**
Chartered Secretary in Practice
Private Practice Certificate No.: 003
Phone # +880 2 9558796, +88 01726533655
E-mail : sarashid12000@yahoo.com

SARashid & Associates
(Chartered Secretaries)
Noakhali Tower (12th Floor, 13-D)
55/B Purana Paltan, Dhaka-1000, Bangladesh
E-mail : sarashidnasso@gmail.com

Certificate on Compliance
of
Corporate Governance Guidelines

[Notification No. SEC/CMRRCD/2006-158/134/Admin/44 dated 07 August 2012]

I have reviewed the Compliance of Conditions of the Corporate Governance Guidelines by **Agricultural Marketing Company Limited** ("the Company") for the year ended 30 June 2017. Such compliance is the responsibility of the Company as stipulated in the above mentioned notification issued by Bangladesh Securities and Exchange Commission (BSEC).

I have conducted my review in a manner that has provided me a reasonable basis for evaluating the compliances and expressing my opinion thereon. This review has been limited to the measures adopted by the Company in ensuring such compliances and this has not been for expression of opinion on the financial statements or future viability of the Company.

According to the information and explanations provided to me by the Company, I hereby certify that all the conditions of the Corporate Governance Guidelines have been complied with by the Company.

S. Abdur Rashid FCS

Dhaka, 20 November 2017

Independent Auditors' Report

To the Shareholders of
Agricultural Marketing Company Limited

We have audited the accompanying Financial Statements of Agricultural Marketing Company Limited (the Company), which comprise the Statement of Financial Position as at June 30, 2017 and the 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 a summary of significant accounting policies and explanatory information.

Management's responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these Financial Statements in accordance with Bangladesh Financial Reporting Standards (BFRSs), the Companies Act, 1994 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.

Auditors' responsibility

Our responsibility is to express an opinion on these Financial Statements based on our audit. We conducted our audit in accordance with Bangladesh Standards on Auditing (BSAs). Those standards require that we comply with relevant ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Financial Statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the Financial Statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the Company's preparation and fair presentation of the Financial Statements 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. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the Financial Statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements present fairly, in all material respects the financial position of the company as at 30 June 2017 and of its financial performance and its cash flows for the year then ended in accordance with Bangladesh Financial Reporting Standards (BFRSs), the Companies Act 1994, the Securities and Exchange Rule 1987 and other applicable laws and regulations.

Reports on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act 1994 and the Securities and Exchange Rules 1987, we report that:

a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof;

b) in our opinion, proper books of account as required by law have been kept by the company so far as it appeared from our examination of those books;

c) the company's Statement of Financial Position and Statement of Profit or Loss and Other Comprehensive Income dealt with by this report are in agreement with the books of accounts and

d) the expenditure incurred were for the purpose of the company's business.

Dated, Dhaka
26 Oct 2017

M. J. ABEDIN& CO
Chartered Accountants

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Statement of Financial Position

Statement of Financial Position

as at 30 June 2017



ASSETS	Notes	Amount in Taka	
		30 June 2017	30 June 2016
Non-Current Assets			
Property, Plant & Equipments	10.00	474,194,353	544,637,029
Current Assets		**988,827,887**	**914,631,456**
Inventories	11.00	547,968,661	569,968,380
Trade Receivables	12.00	140,563,639	118,263,356
Advance, Deposits & Prepayments	13.00	236,574,747	208,677,210
Cash & Cash Equivalents	14.00	63,720,840	17,722,510
		1,463,022,240	**1,459,268,485**
FINANCED BY			
Shareholders' Equity		**573,786,537**	**544,449,120**
Share Capital	15.00	80,000,000	80,000,000
Share Premium	16.00	40,000,000	40,000,000
Retained Earnings	17.00	438,125,076	408,666,225
Revaluation Surplus	18.00	15,661,461	15,782,895
Non Current Liabilities		**163,402,037**	**217,287,153**
Deferred Tax Liability	19.00	14,575,865	17,227,309
Long Term Debt	20.00	148,826,172	200,059,844
Current Liabilities		**725,833,666**	**697,532,212**
Current Portion of Long Term Debt	21.00	27,862,204	27,862,204
Short Term Loan from Bank (Secured)	22.00	609,186,658	570,677,843
Interest Payable		5,103,419	6,051,390
Trade Payables	23.00	1,981,959	2,633,700
Accrued Expenses	24.00	8,405,217	4,196,192
Other Liabilities	25.00	28,031,035	26,821,612
Workers' Profit Participation Fund	26.00	4,368,396	3,850,984
Income Tax Payable	27.00	34,911,028	50,291,612
Dividend Payable	28.00	5,983,750	5,146,675
		1,463,022,240	**1,459,268,485**

The annexed accounting policies and other notes form an integral part of the financial statements.

Approved by the board on 26 Oct 2017 and signed on its behalf by :

Ahsan Khan Chowdhury
Chairman

Md. Eleash Mridha
Managing Director

Muhammad Aminur Rahman, ACS
Company Secretary

As per our report of same date.

M. J. ABEDIN & CO
Chartered Accountants

Dated, Dhaka
26 October 2017

Statement of Profit or Loss & Other Comprehensive income

for the year ended 30 June 2017



	Notes	Amount in Taka	
		30 June 2017	30 June 2016
Turnover	29.00	2,380,335,493	2,091,553,854
Cost of Goods Sold	30.00	(1,925,531,167)	(1,685,339,370)
Gross Profit		**454,804,326**	**406,214,484**
Expenses		**(261,428,765)**	**(215,928,805)**
Administrative Expenses	31.00	51,563,466	41,689,802
Marketing Expenses	32.00	93,222,467	81,984,373
Selling Expenses	33.00	34,133,847	26,821,905
Distribution Expenses	34.00	82,508,985	65,432,725
Operating Profit		**193,375,561**	**190,285,679**
Less :Financial Expenses	35.00	(119,433,621)	(120,424,716)
Operating Profit after Financial Expenses		**73,941,940**	**69,860,963**
Other Income	36.00	2,373,553	2,037,214
		76,315,493	**71,898,177**
Contribution to Worker's Participation & Welfare Funds		(3,634,071)	(3,423,723)
Profit Before Taxation		**72,681,422**	**68,474,454**
Provision for Income Tax		**(17,744,005)**	**(15,476,295)**
Current Tax	37.00	20,395,449	20,589,069
Deferred Tax	19.00	(2,651,444)	(5,112,774)
Profit After Taxation for the year		**54,937,417**	**52,998,159**
Other Comprehensive Income		-	-
Total Comprehensive Income for the year		**54,937,417**	**52,998,159**
Basic Earnings per Share (Per Value Tk. 10/-)		**6.87**	**6.62**
Number of Shares Used to Compute EPS		**8,000,000**	**8,000,000**

The annexed accounting policies and other notes form an integral part of the financial statements.

Approved by the board on 26 Oct 2017 and signed on its behalf by :

Ahsan Khan Chowdhury
Chairman

Md. Eleash Mridha
Managing Director

Muhammad Aminur Rahman, ACS
Company Secretary

As per our report of same date.

M. J. ABEDIN & CO
Chartered Accountants

Dated, Dhaka
26 October 2017

Statement of Cash Flows | for the year ended 30 June 2017



	Amount in Taka	
	30 June 2017	30 June 2016
Cash Flows from Operating Activities :		
Cash received from Customers	2,546,899,247	2,272,628,984
Cash Paid to Suppliers	(1,625,128,121)	(1,440,624,070)
Cash Paid to Employees & Others	(660,393,697)	(588,637,347)
Cash Generated from Operations	**261,377,429**	**243,367,567**
Interest Paid	(117,682,733)	(120,487,874)
Income Tax Paid	(35,416,775)	(45,492,491)
Net Cash Generated from (Used in) Operation Activities	**108,277,921**	**77,387,202**
Cash Flows from Investing Activities :		
Acquisition of Property, Plant & Equipment	(26,001,232)	(4,100,000)
Net Cash Used in Investing Activities	**(26,001,232)**	**(4,100,000)**
Cash Flows from Financing activities :		
Long Term Loans	(51,233,672)	(269,526,341)
Short Term Loans	38,508,815	206,400,658
Liabilities for Other Finance	1,209,423	(95,797)
Dividend Paid	(24,762,925)	(25,476,095)
Net Cash Flows from Financing activities	**(36,278,359)**	**(88,697,575)**
Increase/(Decrease) in Cash & Cash Equivalents	45,998,330	(15,410,373)
Cash & Cash Equivalents at Opening	17,722,510	33,132,883
Cash & Cash Equivalents at Closings	**63,720,840**	**17,722,510**

The annexed accounting policies and other notes form an integral part of the financial statements.

Approved by the board on 26 Oct 2017 and signed on its behalf by :

Ahsan Khan Chowdhury
Chairman

Md. Eleash Mridha
Managing Director

Muhammad Aminur Rahman, ACS
Company Secretary

As per our report of same date.

M. J. ABEDIN & CO
Chartered Accountants

Dated, Dhaka
26 October 2017

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Statement of Changes In Equity

for the year ended 30 June 2017

Particulars	Amount in Taka				
	Share Capital	Share Premium	Revaluation Surplus	Retained Earnings	Total
	1	2	3	4	5=(1+2+3+4)
Balance as on 30 June 2015	**80,000,000**	**40,000,000**	**15,925,261**	**381,125,700**	**517,050,961**
Net Profit after Tax	-	-	-	52,998,159	52,998,159
Depreciation on Revalued Assets	-	-	(142,366)	142,366	-
Dividend for the year 2015 transferred to dividend payable	-	-	-	(25,600,000)	(25,600,000)
Balance as on 30 June 2016	**80,000,000**	**40,000,000**	**15,782,895**	**408,666,225**	**544,449,120**
Net Profit after Tax	-	-	-	54,937,417	54,937,417
Depreciation on Revalued Assets ***(Annexure-1)***	-	-	(121,434)	121,434	-
Dividend for the year 2016 transferred to dividend payable	-	-	-	(25,600,000)	(25,600,000)
Balance as on 30 June 2017	**80,000,000**	**40,000,000**	**15,661,461**	**438,125,076**	**573,786,537**

The annexed accounting policies and other notes form an integral part of the financial statements.

Approved by the board on 26 Oct 2017 and signed on its behalf by :

Ahsan Khan Chowdhury
Chairman

Md. Eleash Mridha
Managing Director

Muhammad Aminur Rahman, ACS
Company Secretary

Dated, Dhaka
26 Oct 2017

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1.00 Reporting Entity

1.01 About The Company

The Agricultural Marketing Company Limited was incorporated in Bangladesh on 15th May 1985 as Private Limited Company under the Companies Act, 1913 and subsequently on 22nd June, 1993 the company was converted into Public Limited Company. The Shares of the Company are listed in the Dhaka and Chittagong Stock Exchanges.

The registered office of the Company is located at PRAN-RFL Centre, Pragati Sarani, Ga-105/1, Middle Badda, Dhaka-1212, Bangladesh.

The industrial Units are located at Ghorashal, Ghagra, and Narshingdi.

1.02 Nature of Operations and Principal Activities

The principal activities of the Company throughout the year continued to be trading, processing of fruits, vegetables and other agro products .

2.00 Basis of Presenting Financial Statements

2.01 Basis of Measurement

The financial statements have been prepared on the Historical Cost Basis except revaluation of certain fixed assets. The financial statements, therefore, do not take into consideration the effect of inflation. The Board of Directors is responsible for preparing and presenting the financial statements, which have approved and authorized for issue of these financial statements.

2.02 Statement of Compliance

The financial statements have been prepared in compliance with the requirements of the Companies Act, 1994, the Securities & Exchange Rules 1987, the Listing Regulations of Dhaka and Chittagong Stock Exchanges and other relevant local laws as applicable and in accordance with Bangladesh Financial Reporting Standards (BFRSs).

2.03 Presentation of Financial Statements

The presentation of these financial statements is in accordance with the guidelines provided by BAS 1: Presentation of Financial Statements.The financial statements comprises of:

a. A Statement of Financial Position as at the end of the year 2017;

b. A Statement of Profit or Loss & Other Comprehensive Income for the year 2017;

c. A Statement of Changes in Equity for the year 2017;

d. A Statement of Cash Flows for the year 2017; and

e. Notes to the Financial Statements, comprising summary of significant accounting policies and explanatory information.

2.04 Other Regulatory Compliance

As required, Agricultural Marketing Company Limited also complies with the following major regulatory provisions in addition to the Companies Act 1994, the Securities and Exchange rules 1987 and other applicable laws and regulations:

The Income Tax Ordinance 1984

The Income Tax Rules 1984

The Securities and Exchange Commission Ordinance 1969

The Securities and Exchange Commission Act 1993

The value Added Tax Act 1991

The value Added Tax rules 1991

The Labour Law 2006 (Amendment-2013)

2.05 Use of Estimates and Judgments

The preparation of financial statements in conformity with the BFRSs including BASs requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues and expenses, assets and liabilities, and the disclosure of contingent assets and liabilities at the date of and during the reporting period. Due to the inherent uncertainly involved in making estimates, actual result reported could differ from those estimates.

2.06 Reporting Period

The Financial Statements cover one year from 01 July 2016 to 30 June 2017.

2.07 Comparative Information

Comparative information have been disclosed in respect of the year 2016 for all numerical information in the financial statements and also the narrative and descriptive information when it is relevant for understanding current period's financial statements.

Re-arrangement

Comparative figures are rearranged where ever considered necessary to ensure better compa-

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rability with the current period without causing any impact on the profit and value of assets and liability as reported in the financial statement.

2.08 Reporting Currency and Level of Precision

The figures in the financial statements represent Bangladeshi Taka currency, which have been rounded off to the nearest Taka except where indicated otherwise.

3.00 Significant Accounting Policies Adopted

Following are the accounting policies relating to recognition and valuation of items in financial statements which are material and critical in determining the company's results of operations for the year and as on the financial position date and are consistent with those adopted in the financial statements for the previous year:

3.01 Property, Plant & Equipments

3.01.1 Recognition and Measurement

These are initially stated at cost of acquisition and subsequently stated at cost/valuation less accumulated depreciation in compliance with the requirement of BAS 16: Property, Plant and Equipment. The cost of acquisition of an asset comprises its purchase price and any directly attributable cost of bringing the asset to its location and condition for its intended use inclusive of inward freight, duties and non-refundable taxes.

Fixed assets were revalued by the professional valuer, M/S. Golam Mostafa & Associates of Dhaka as on December 10, 1996.

Fixed Assets do not include any assets held under lease.

3.01.2 Maintenance Activities

Expenditure incurred after the assets have been put into operation, such as repairs & maintenance is normally charged off as revenue expenditure in the period in which it is incurred. In situation where it can be clearly demonstrated that the expenditure has resulted in an increase in the future economic benefit expected to be obtained from the use of the fixed assets, the expenditure is capitalized as an additional cost of the assets.

3.01.3 Depreciation

Land is held on a freehold basis and is not depreciated considering the unlimited life. In respect of all other fixed assets, depreciation is provided using the reducing balance method.

The annual depreciation rates applicable to the principal categories are:

Particulars	2016-2017	2015-2016
Factory Building	10%	10%
Machinery and Equipments	20%	20%
Furniture & Fixtures	15%	15%
Tools & Accessories	20%	20%
Vehicles	20%	20%
Office Equipments	15%	15%
Plastic Container	20%	20%
Other Fixed Assets	20%	20%

Depreciation on addition of fixed assets has been charged in compliance with Para 55 of BAS-16.

3.01.4 Retirements and Disposals

On retirement or otherwise disposal of fixed assets, the cost and accumulated depreciation are eliminated and any gain or loss on such disposal is reflected in the Profit or Loss & Other Comprehensive Income Statement which is determined with reference to the net book value of the assets and the net sales proceeds.

3.02 Intangible Assets

The cost of acquiring and developing computer software and all up gradation/ enhancement are generally charged off as revenue expenditure unless they bring similar significant additional benefits.

3.03 Leased Assets

In compliance with the BAS 17: Leases, cost of assets acquired under finance lease along with related obligation has been accounted for as assets and liabilities respectively of the company, and the interest element has been charged as expenses. Lease payments made under finance leases are apportioned between the finance expenses and the reduction of the outstanding liability. However, at present the company does not have such Leased Assets.

3.04 Foreign Currency Transactions

The financial records of the company are maintained and the financial statements are stated in Bangladesh Taka. Foreign currency transactions are recorded at the applicable rates of exchange ruling at the transaction date.

The monetary assets and liabilities, if any, denominated in foreign currencies at the Financial Position date are translated at the applicable rates of exchanges ruling at that date. Exchange differences are charged off as revenue expenditure in compliance with the provisions of BAS 21: The Effects of Changes in Foreign Exchange Rates.

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3.05 Inventories

Inventories are carried at the lower of cost and net realizable value as prescribed by BAS 2: Inventories. Cost is determined using weighted average method. The cost of inventories comprises of all costs of purchase, costs of conversion and other costs incurred in the normal course of business in bringing the inventories to their present location and condition. Costs of conversion include all direct costs excluding interest expense. Net realizable value is based on estimated selling price less any further costs expected to be incurred to make the sale. Cost of Finished Goods include material and conversion cost. Cost of work- in process includes material cost.

3.06 Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of any entity and a financial liability or equity instrument of another entity.

3.06.1 Non-derivative Financial Assets

Financial assets of the company include Accounts receivables, other current assets and cash & cash equivalents. The company initially recognizes receivable on the date they are originated. All others financial assets are recognized initially on the date at which the company becomes a party to the contractual provisions of the transaction. The company derecognizes a financial asset when, and only when the contractual rights or probabilities of receiving the cash flows from the asset expire or it transfer the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risk and rewards of ownership of the financial asset are transferred.

3.06.1 (a) Accounts Receivable

Accounts receivable are created at original invoice amount less any provisions for doubtful debts. Provisions are made where there is evidence of a risk of non-payment, taking into account ageing, previous experience and general economic conditions. When a trade receivable is determined to be uncollectible it is written off, firstly against any provision available and then to the income statement. Subsequent recoveries of amounts previously provided for are credited to the income statement.

(b) Other Current Assets

Other current assets have a value on realization in the ordinary course of the company's business, which are at least equal to the amount at which they are stated in the Statement of Financial Position.

(c) Cash & Cash Equivalents

Cash in hand and cash at banks have been considered as the cash and cash equivalents for preparation of these financial statements as there were insignificant risk of changes in value of the same.

3.06.2 Financial Liabilities

Financial liabilities are recognized initially on the transaction date at which the company becomes a party to the contractual provisions of the liability. The company derecognizes a financial liability when its contractual obligations are discharged or cancelled or expire. Finance liabilities include payable for expenses, liability for capital expenditure and other current liabilities.

3.07 Impairment

3.07.1 Financial Assets

Accounts receivable are assessed at each reporting date to determine whether there is any objective evidence of impairment. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset and that the loss event had negative effects on the estimated future cash flows of that asset, that can be estimated reliably. Objective evidence that financial assets are impaired can include default or delinquency by a debtor, indications that a debtor or issue will enter bankruptcy etc.

3.07.2 Non-Financial Assets

An asset is impaired when its carrying amount exceeds its recoverable amount. The company assesses at each reporting date whether there is any indication that an asset may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use. Carrying amount of the assets is reduced to its recoverable amount by recognizing an impairment loss if, and only if, the recoverable amount of the asset is less that it's carrying amount. Impairment loss is recognized immediately in profit and loss, unless the asset is carried at revalued amount. Any impairment loss of revalued asset shall be treated as a revaluation decrease.

3.08 Employee Benefits

3.08.1 Defined Contribution Plan (Provident Fund)

There is no benefit scheme for the employees.

3.08.2 Contribution to Workers' Profit Participation/ Welfare Funds

This represents 5% of net profit before tax contributed by the company as per provisions of the Bangladesh Labour (Amendments)-Act 2013 (Bangladesh Labor Law, 2006) and is payable to workers as defined in the said law.

3.09 Provisions

A provision is recognized in the statement of financial position when the company has a legal or constructive obligation as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the

amount of the obligation. Provision is ordinarily measured at the best estimate of the expenditure required to settle the present obligation at the date of statement of financial position. Where the effect of time value of money is material, the amount of provision is measured at the present value of the expenditures expected to be required to settle the obligation.

3.10 Income Tax Expenses

Income tax expense comprises of current and deferred taxes. Income tax expense is recognized in the Statement of Profit or Loss & Other Comprehensive Income and accounted for in accordance with the requirements of BAS 12: Income Tax.

3.10.1 Current Tax

Income tax expense is recognized in statement of Profit or Loss & Other Comprehensive Income. Current tax is the expected tax payable on the total taxable income for the period/year using tax rates enacted or substantially enacted as of reporting date and any adjustment to tax payable in respect of previous years. The Company is a Publicly Traded Company as per Income Tax Law and provision for tax has duly been made.

3.10.2 Deferred Tax

Deferred tax has been provided using the balance sheet method for all temporary time differences arising between the tax bases of assets and liabilities and their carrying value for financial reporting purpose. Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantially enacted at the date of statement of financial position. Adjustments arising from such accounting have been considered to determine net profit after tax and earnings per shares (EPS).

A deferred tax asset is recognized to the extent that it is probable that future taxable profit will be available, against which temporary differences can be utilized. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets and they relate to income taxes levied by the same tax authority on the same taxable entity.

The deferred tax asset/income or liability/expenses does not create a legal liability/recoverability to and from the income tax authority.

3.11 Revenue Recognition

In compliance with the requirements of BAS 18: Revenue from the sale of goods are recognized on preparation of invoices after products are dispatched to customers, that is, when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods, and the amount of revenue can be measured reliably.

Revenue receipts from customers against sales are measured at the fair value of the consideration received or receivable, net of returns, trade discounts and volume rebates.

3.12 Finance Expenses and Income

Finance expenses comprise interest expense on long term and short loans, bank charges and commission. Finance expenses are recognized in the statement of Profit or Loss & Other Comprehensive Income income unless capitalization of such is allowed under BAS 23: Borrowing Costs.

Interest income is accounted for on cash basis.

3.13 Other Corporate Debt, Accounts Payable, Trade and Other Liabilities

These liabilities are carried at the anticipated settlement amount in respect of goods and services received, whether or not billed by the supplier.

3.14 Advertising and Promotional Expenses

All costs associated with advertising and promoting products are expensed in the year it incurred.

3.15 Share Premium

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 share premium account may be applied by the company.

a. in paying up unissued shares of the company to be issued to members of the company as fully paid bonus shares ;
b. in writing off the preliminary expenses of the company ;
c. in writing off the expenses or the commission paid or discount allowed on any issue of shares or debentures of the company ; and
d. in providing for the premium payable on the redemption of any redeemable preference shares or of any debenture of the company.

In this respect, a statutory notification was issued in 1992 by the Controller of Capital Issues (now the Securities and Exchange Commission), allowing the above stated utilization of share premium including one additional purpose in adjusting or amortizing of intangible assets, subject to prior approval. The said notification also provides that the fund of the premium account is to be utilized in order of priority.

3.16 Earnings per Share (EPS)

This has been calculated in compliance with the requirement of BAS 33: Earnings per Share -

dividing the basic earnings by the weighted average number of ordinary shares outstanding during the year.

Basic Earnings (Numerator)

This represents earnings for the year attributable to ordinary shareholders. As there was no preference dividend, minority interest or extra ordinary items, the net profit after tax for the year has been considered as fully attributable to the ordinary shareholders.

Weighted Average Number of Ordinary Shares Outstanding during the year

This represents the number of ordinary shares outstanding at the beginning of the year plus the number of ordinary shares during the year multiplied by a time-weighting factor. The time-weighting factor is the number of days the specific shares are outstanding as a production of the total number of days in the period.

Diluted Earnings per Share

No diluted EPS is required to be calculated for the year as there was no scope for dilution during the year under review.

3.17 Statement of Cash flows

The Statement of Cash Flows has been prepared in accordance with the requirements of BAS 7: Statement of Cash Flows. The cash generated from operating activities has been reported using the Direct Method as prescribed by the Securities and Exchange Rules, 1987 and following the benchmark treatment of BAS 7, whereby major classes of gross cash receipts and gross cash payments from operating activities are disclosed.

3.18 Related Party Disclosures

Transactions were made during the year with the following Companies:

(a) Property Development Ltd.
(b) RFL Plastics Ltd.
(c) Banga Agro Processing Ltd.
(d) Pran Confectionery Ltd.
(e) Pran Dairy Ltd.
(f) Pran Agro Ltd.
(g) Pran Beverage Ltd.
(h) Pran Exports Ltd.
(i) Pran Foods Ltd.

3.19 Financial risk management

The company management has overall responsibility for the establishment and oversight of the company's risk management framework. Risk management policies, procedures and systems are reviewed regularly to reflect changes in market conditions and the company's activities. The com-

pany has exposure to the following risks from its use of financial instruments.

(a) Credit risk
(b) Liquidity risk
(c) Market risk

(a) Credit risk

Credit risk is the risk of a financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the company's receivables. Management has a credit policy in place and exposure to credit risk is monitored on an ongoing basis. Risk exposures from other financial assets, i.e. Cash at bank and other external receivables are nominal.

(b) Liquidity risk

Liquidity risk is the risk that the company will not be able to meet its financial obligations as they fall due. The company's approach to managing liquidity (cash and cash equivalents) is to ensure, as far 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, the company ensures that it has sufficient cash and cash equivalents to meet expected operational expenses, including financial obligations through preparation of the cash flow 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.

In extreme stressed conditions, the company may get support from the related company in the form of short term financing.

(c) Market risk

Market risk is the risk that any change in market prices such as foreign exchange rates and interest will affect the company's income 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.

(i) Currency risk

The company is exposed to currency risk on F. C. loan and revenue from foreign customers. Majority of the company's foreign currency transactions are denominated in USD.

(ii) Interest rate risk

Interest rate risk is the risk that arises due to changes in interest rates on borrowing. The foreign currency loan is subject to floating rates of interest. Local loans are, however, not significantly affected by fluctuations in interest rates. The company has not entered into any type of derivative instrument in order to hedge interest rate risk as at the reporting date.

4.00 Events after Reporting Period

Events after the reporting period that provide additional information about the company's position at the date of Statement of Financial Position are reflected in the financial statements. Events after reporting period that are not adjusting events are disclosed in the notes when material.

5.00 Post Closing Events

Subsequent to the Statement of Financial Position date, the Board of Directors recommended 32% cash dividend i.e. Tk. 3.20 Per share. The Dividend proposal is subject to shareholders' approval in the forthcoming Annual General Meeting. Except the fact as stated above, no circumstances have arisen since the Statement of Financial Position date which would require adjustments to or disclosure in the financial statements or notes thereto.

6.00 Concentrations

As of 30 June 2017, the Company does not have any significant concentration of business transacted with a particular customer, supplier or lender that could, if suddenly eliminated, severely impact the company's operations. The company also does not have a concentration of available sources of labour, services, or licenses or other rights that could, if suddenly eliminated, severely impact the operations of the company.

7.00 Statement of Profit or Loss & Other Comprehensive Income

The results for the year were not materially affected by:

(a) transactions of a nature not usually undertaking by the company;
(b) circumstances of an exceptional or non-recurring nature and
(c) changes in accounting policies.

8.00 Responsibility for Preparation and Presentation of Financial Statements

The Board of Directors is responsible for the preparation and fair presentation of Financial Statements in accordance with Bangladesh Financial Reporting Standards (BFRSs), Section 183 of the Companies Act, 1994 and Other applicable laws and regulations.

9.00 Approval of Financial Statements:

The financial statements were approved by the Board of Directors on 26th October 2017

		Amount in Taka as at	
		30-June-2017	30-June-2016
10.00	**Property, Plant & Equipment**		
	Land & Land Development	20,887,705	20,887,705
	Factory Building	57,995,941	64,439,935
	Machinery & Equipment	364,956,443	425,352,251
	Furniture & Fixtures	258,623	304,262
	Tools & Accessories	3,040	3,800
	Vehicles	13,247,938	16,559,923
	Office Equipment	345,901	259,632
	Plastic Container	476,638	595,798
	Other Fixed Assets	360,664	450,830
	Increased value -Due to Revaluation		
	Land & Land Development	14,836,383	14,836,383
	Factory Building	610,816	678,685
	Machinery & Equipment	210,392	262,990
	Vehicles	3,869	4,836
		474,194,353	**544,637,029**
	Details are shown in *Annexure-1*		
11.00	**Inventories**		
	This consists of as follows :		
	i. Raw Materials	224,528,328	164,500,885
	ii. Packing Stuff	257,261,454	329,676,845
	iii. Store & Spares	24,284,684	24,513,094
	iv. Work-In-Process	21,841,725	29,108,366
	v. Finished Goods	20,052,470	22,169,190
		547,968,661	**569,968,380**
12.00	**Trade Receivables**		
	Disclosure as per section 185, Schedule-XI, Part-1, of Companies Act, 1994		
	i. Debts considered good and fully secured	137,672,290	104,261,369
	ii. Debts considered good and hold no security other than debtors' personal security.	2,891,349	14,001,987
	iii. Debts considered doubtful/bad	Nil	Nil
	iv. Debts due by Directors/Officers of the company	Nil	Nil
	v. Debts due by the company's under same management	Nil	Nil
		140,563,639	**118,263,356**
	Ageing of Trade Receivables		
	Less than 06 months	140,563,639	118,263,356
	More than 06 but less than 12 months	-	-
		140,563,639	**118,263,356**

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		Amount in Taka as at	
		30-June-2017	30-June-2016
13.00	**Advance, Deposits & Prepayments**		
	This is considered good and consists of as follows :		
	Advances *(Note-13.01)*	226,392,761	199,280,650
	Deposits	8,848,388	8,848,388
	Prepayments	1,333,598	548,172
		236,574,747	**208,677,210**
13.01	**Advance includes as follows :**		
	Advance against Import (L/C)	16,969,346	13,443,689
	Advance against Income Tax (*Note-13.02*)	159,657,365	160,016,623
	Advance against VAT	48,810,446	21,650,618
	Advance against SD	106,364	1,718,371
	Advance to Employee against Purchase	849,240	2,451,349
		226,392,761	**199,280,650**

i. No amount was due by the Directors (including Managing Director) of the Company.

ii. No amount was due by the associated undertaking.

iii. All advance, deposits & prepayments are considered goods & recoverable.

Ageing of Advance

Less than 06 months	84,443,784	51,549,822
More than 06 but less than 12 months	17,708,388	12,285,795
More than 12 months	124,240,590	135,445,033
	226,392,761	**199,280,650**

13.02 Advance against Income Tax

Opening Balance	160,016,623	135,445,033
Add: Addition during the year	35,416,775	45,492,491
	195,433,398	180,937,524
Less : Adjusted against Assessment year 2014-2015 to 2015-2016	35,776,033	20,920,901
	159,657,365	**160,016,623**

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14.00 Cash & Cash Equivalents	Amount in Taka as at 30-June-2017	30-June-2016
This consists of as follows:		
In Hand	6,287,254	7,162,293
At Banks :	57,433,586	10,560,217
Short Term Deposit	**4**	**52**
AB Bank Ltd. (Motijheel)	4	4
The Hongkong and Shanghai Banking Corporation	-	48
Current Deposit	**33,828,324**	**436,413**
IFIC Bank Ltd.(Motijheel)	15,160	15,160
AB Bank	19,595	9,272
Bangladesh Krishi Bank.	118,422	25,552
Habib Bank Limited (Motijheel)	465,744	348,115
Mercantile Bank Ltd	11,132,233	329
United Commercial Bank Ltd. (Motijheel)	51,340	33,490
Islami Bank Bangladesh Ltd.(Principal Br Dilkusha)	-	17
Pubali Bank Ltd.	2,730	4,478
BRAC Bank	8,863,341	-
Prime Bank Ltd	13,159,759	-
FC Account	**23,605,258**	**10,123,752**
Bank Asia Ltd.	1,210,303	851,865
Bangladesh Krishi Bank.	8,827	8,827
Habib Bank Limited	231	784
The Hongkong and Shanghai Banking Corporation	6,264,368	6,512,329
State Bank Of India	4,191	4,076
Mercantile Bank Ltd	367,238	2,745,871
FC :Mercantile Bank -746352	6,816,949	-
Standard Chartered Bank	8,933,151	-
	63,720,840	**17,722,510**

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		Amount in Taka as at	
15.00	Issued Share Capital	30-June-2017	30-June-2016
	Authorised :		
	50,000,000 Ordinary Shares of Tk 10.00 each	500,000,000	500,000,000
	Issued, Subscribed and Paid up:		
	8,000,000 Ordinary Shares of Tk 10.00 each fully paid up in cash	80,000,000	80,000,000

The break up of share holding is as follows:

	%	30.06.2017	%	30.06.2016
Sponsors	41.43%	3,314,130	41.43%	3,314,130
General Public	45.32%	3,625,932	54.75%	4,380,520
Financial Institutions	13.25%	1,059,938	3.82%	305,350
	100.00%	8,000,000	100.00%	8,000,000

Distribution schedule of each class of ordinary shares setting out the number of holders and percentage has been given below :

Holdings	30.06.2017		30.06.2016	
	Shareholders	%	Shareholders	%
1- 500 shares	2832	7.03	2832	7.03
501 - 5,000 shares	1747	40.8	1747	40.8
5,001 - 10,000 shares	2	0.21	2	0.21
10,001 - 20,000 shares	1	0.16	1	0.16
20,001 - 30,000 shares	1	0.33	1	0.33
30,001 - 40,000 shares	5	1.33	5	1.33
40,001 - 50,000 shares	0	0	0	0
50,001 - 100,000 shares	0	0	0	0
100,001 - 800,000 shares	7	21.64	7	21.64
800,001 & Above shares	2	28.50	2	28.50
Total	4,597	100.00	4,597	100.00

The shares are listed in Dhaka and Chittagong Stock Exchanges and quoted at :

	Amount in Taka as at	
	30-June-2017	30-June-2016
Dhaka Stock Exchange	216.50	195.70
Chittagong Stock Exchange	No Trading	No Trading

Option on Unissued shares:

There is no option regarding authorised 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.

		Amount in Taka as at	
		30 June 2017	30 June 2016
16.00	**Share Premium**		
	This represents share premium received in 1997 against right issue of 400,000 shares of Tk. 100 each. Face value of all shares has been converted from Tk. 100 each to Tk. 10 each. The share premium money shall be utilised for the purposes mentioned in the Companies Act, 1994 and Securities and Exchange Ordinance, 1969.		
17.00	**Retained Earnings**		
	Opening Balance	408,666,225	381,125,700
	Add: Addition during the year	54,937,417	52,998,159
	Add : Depreciation on Revalued Assets	121,434	142,366
		463,725,076	434,266,225
	Less : Dividend	25,600,000	25,600,000
	Closing Balance	**438,125,076**	**408,666,225**
18.00	**Revaluation Surplus**		
	Opening Balance	15,782,895	15,925,261
	Less : Depreciation Charges	121,434	142,366
	Closing Balance	**15,661,461**	**15,782,895**
19.00	**Deferred Tax Liability**		

		Export	Local		
a)	Deferred tax liabilities are arrived at as follows :				
	Book Value of Depreciable Fixed Assets	226,493,277	211,976,988	438,470,265	508,912,940
	Less : Tax Base	(185,889,394)	(173,975,468)	(359,864,862)	(423,076,823)
	Taxable Temporary Difference	**40,603,883**	**38,001,520**	**78,605,403**	**85,836,117**
	Book Value of Gratuity payable	-	-	-	-
	Less : Tax Base	-	-	-	-
	Deductible Temporary Difference	-	-	-	-
	Net Taxable Temporary Difference	**40,603,883**	**38,001,520**	**78,605,403**	**85,836,117**
	Effective Tax Rate	**12.50%**	**25.00%**		
	Deferred Tax Liability	**5,075,485**	**9,500,380**	**14,575,865**	**17,227,309**
b)	Deferred Tax Expenses/(Income) is arrived at as follows :				
	Closing Deferred Tax Liabilities			14,575,865	17,227,309
	Opening Deferred Tax Liabilities			17,227,309	22,340,083
	Deferred Tax Expenses/(Income)			**(2,651,444)**	**(5,112,774)**
20.00	**Long Term Debt**				
	Bank Asia Ltd.			170,388,385	218,822,053
	Commercial Bank of Ceylon			6,299,991	9,099,995
				176,688,376	**227,922,048**
	Current portion of long term loan being payable within 1 year (Note-21) :				
	Bank Asia Ltd.			(25,062,200)	(25,062,200)
	Commercial Bank of Ceylon			(2,800,004)	(2,800,004)
	Current portion of long term loan			**(27,862,204)**	**(27,862,204)**
				148,826,172	**200,059,844**

Nature of Security

The Loans are secured by legal mortgage & hypothecation charge on all fixed assets of the company on pari passu basis with all the lenders.

Details of the loan

Banks/Institutions	Sanctioned Amount	Availed Amount	Balance including Current Due
	Tk.		
Commercial Bank of Ceylon	12,600,000	11,899,999	6,299,991
Bank Asia Ltd	237,832,863	237,832,863	170,388,385

Repayment

34 equal quarterly instalments from 08 July 2015(CBC)

Loan from Bank Asia Ltd -

This represents the aggregate sum of 8 Nos.Loans received from Bank Asia Ltd. during the year . These are repayable along with interest thereon, in monthly equal instalments.

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	Amount in Taka as at	
	30 June 2017	30 June 2016

21.00 Current Portion of Long Term Loan

a) This represents current portion of loan taken from Bank Asia & CBC which is re-payable within next financial year.

b) The nature of security and terms of repayment has been stated in note - 20.00.

22.00 Short Term Loan from Banks (Secured)

i.	Standard Chartered Bank	89,188,052	143,815,073
ii.	IFIC Bank Ltd.	47,389,240	91,147,491
iii.	Bank Asia Ltd.	12,157,551	77,686,134
iv.	HSBC	147,784,034	8,372,295
v.	Commercial Bank of Ceylon	267,414,337	28,445,341
vi.	Citi Bank NA	11,179,831	6,120,981
vii.	State Bank of India	19,216,960	128,836,775
viii.	Bangladesh Krishi Bank	14,856,653	86,253,753
		609,186,658	**570,677,843**

The loans under (i-viii) are secured by way of first charge over current assets of the Company on Pari Passu basis.

23.00 Trade Payables

This represents amount payable to regular suppliers of raw materials, packing materials etc. All suppliers were paid on regular basis.

Ageing of Trade Payables

Less than 06 months	1,981,959	2,633,700
More than 06 but less than 12 months	-	-
	1,981,959	**2,633,700**

24.00 Accrued Expenses

Salary and Allowances	3,504,185	-
Audit Fee	300,000	175,000
Utility	4,063,129	3,519,240
VAT Payable	45,000	26,250
Telephone	492,903	430,702
Advertisement	-	45,000
	8,405,217	**4,196,192**

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		Amount in Taka as at	
		30 June 2017	30 June 2016
25.00	**Other Liabilities**		
	This is made up as follows:		
	Payable for TDS	1,222,187	-
	Security Deposit (Distributor & Others)	26,808,848	26,821,612
		28,031,035	**26,821,612**
26.00	**Workers' Profit Participation Fund**		
	Opening Balance	3,850,984	3,560,512
	Add: Addition during the year	3,634,071	3,423,723
	Add: Interest during the year	734,325	427,261
		8,219,380	7,411,496
	Less : Paid during the year	3,850,984	3,560,512
	Closing Balance	**4,368,396**	**3,850,984**
27.00	**Income Tax Payable**		
	Opening Balance	50,291,612	50,623,444
	Add: Addition during the year (***Note - 37.00)***	18,329,017	16,582,011
		68,620,629	67,205,455
	Less : Adjusted against Assessment year 2014-2015 to 2015-2016	33,709,601	16,913,843
	Closing Balance	**34,911,028**	**50,291,612**
28.00	**Dividend Payable**		
	The beak-up is as under:		
	Up to 2011-2012	3,997,124	3,997,124
	2012-2013	561,178	561,178
	2013-2014	341,932	341,932
	2014-2015	246,441	246,441
	2015-2016	837,075	-
		5,983,750	**5,146,675**

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		Export	Local	Amount in Taka	
				2016-2017	2015-2016
29.00	**Turnover :**				
	Sales- Local (***Note 29.1***)			1,150,765,260	1,266,569,713
	Export Sales (***Note 29.2***)			1,229,570,233	824,984,141
				2,380,335,493	**2,091,553,854**
29.1	**Sales- Local:**				
	Sales with VAT & SD			1,337,255,744	1,480,726,627
	Less: VAT			(134,178,477)	(152,091,487)
	Supplementary Duty			(52,312,007)	(62,065,427)
				1,150,765,260	**1,266,569,713**
29.2	**Export Sales:**				
	Export			1,106,545,617	774,138,556
	Cash Incentive			123,024,616	50,845,585
				1,229,570,233	**824,984,141**
30.00	**Cost of Goods Sold :**				
	Materials Consumed (***Note -30.1***)	845,645,711	791,447,027	1,637,092,738	1,409,792,726
	Add : Manufacturing Expenses(***Note: 30.2***)	96,091,049	89,932,432	186,023,481	164,323,267
	Add : Depreciation (***Annexure- 1***)	48,055,776	44,975,811	93,031,587	113,303,904
	Total Manufacturing Cost	**989,792,536**	**926,355,270**	**1,916,147,806**	**1,687,419,897**
	Add : Opening WIP	11,481,388	17,626,978	29,108,366	28,675,368
	Less : Closing WIP	(3,958,532)	(17,883,193)	(21,841,725)	(29,108,366)
	Cost of Production	**997,315,392**	**926,099,055**	**1,923,414,447**	**1,686,986,899**
	Add : Opening FG	8,744,327	13,424,863	22,169,190	20,521,661
	Less : Closing FG	(5,948,860)	(14,103,610)	(20,052,470)	(22,169,190)
	Total Cost of Goods Sold	**1,000,110,859**	**925,420,308**	**1,925,531,167**	**1,685,339,370**
30.01	**Material Consumed :**				
	Opening Stock			518,690,824	487,055,274
	Add : Net Purchase			1,624,476,380	1,441,428,276
	Less : Closing Stock			(506,074,466)	(518,690,824)
	Total Material Consumed			**1,637,092,738**	**1,409,792,726**
30.02	**Manufacturing Expenses**				
	Salaries, Allowances & Wages	54,626,891	51,125,773	105,752,664	94,520,310
	Carriage, Loading & Unloading	7,629,983	7,140,967	14,770,950	13,106,547
	Travel & Conveyance	1,352,781	1,266,079	2,618,860	2,311,729
	Printing & Stationery	726,171	679,629	1,405,800	1,257,984
	Repairs & Maintenance	990,084	926,629	1,916,713	1,695,204
	Entertainment	245,812	230,058	475,870	799,537
	Postage & Telephone	431,020	403,395	834,415	755,919
	Power & Fuel	24,275,085	22,719,259	46,994,344	40,469,820
	Testing Fees	188,274	176,207	364,481	330,850
	Medical & Sanitation	272,451	254,989	527,440	474,039
	Uniform & Gloves	74,381	69,613	143,994	137,113
	Insurance Premium	590,275	552,444	1,142,719	464,215
	Cold Storage & Other Charges	4,687,841	4,387,390	9,075,231	8,000,000
		96,091,049	**89,932,432**	**186,023,481**	**164,323,267**

		Export	Local	Amount in Taka	
31.00	**Administrative Expenses**			2016-2017	2015-2016
	Salaries & Allowances	18,328,603	17,153,895	35,482,498	27,053,039
	Travel & Conveyance	1,140,187	1,067,111	2,207,298	1,567,911
	Printing & Stationery	352,415	329,829	682,244	622,826
	Postage	157,643	147,539	305,182	283,442
	Communication Expense	659,129	616,885	1,276,014	981,854
	Repairs & Maintenance	726,475	679,915	1,406,390	1,111,573
	Books & Periodicals	18,060	16,903	34,963	29,650
	Fuel & Electricity	2,384,432	2,231,610	4,616,042	3,994,399
	Entertainment	463,630	433,916	897,546	1,518,926
	Office Rent	387,415	362,585	750,000	1,000,000
	Fees & Renewals	569,979	533,449	1,103,428	1,063,520
	Insurance	290,985	272,336	563,321	53,805
	Audit Fees	154,966	145,034	300,000	175,000
	Depreciation	705,058	659,870	1,364,928	1,696,280
	Rent, Rates & Taxes	81,357	76,143	157,500	142,500
	Medical & Sanitation	59,722	55,895	115,617	108,428
	AGM Expenses	155,222	145,273	300,495	286,650
		26,635,278	**24,928,188**	**51,563,466**	**41,689,803**
32.00	**Marketing Expenses**				
	Salaries & Allowances	13,091,859	12,252,782	25,344,641	19,323,599
	Travel & Conveyance	1,368,225	1,280,533	2,648,758	1,881,493
	Printing & Stationery	422,899	395,794	818,693	747,392
	Postage	189,171	177,047	366,218	340,130
	Communication Expense	790,955	740,262	1,531,217	1,178,225
	Advertisement	-	59,881,147	59,881,147	58,513,534
	Sample Expenses	-	2,631,793	2,631,793	-
		15,863,109	**77,359,358**	**93,222,467**	**81,984,373**
33.00	**Selling Expenses**				
	Salaries & Allowances	11,520,836	10,782,448	22,303,284	17,004,767
	Travel & Conveyance	1,140,188	1,067,111	2,207,299	1,567,911
	Printing & Stationery	352,414	329,828	682,242	622,826
	Postage	157,643	147,539	305,182	283,442
	Communication Expense	659,129	616,884	1,276,013	981,854
	Employee Training/ Welfare	387,684	362,837	750,521	439,168
	Sales Incentive	3,414,059	3,195,247	6,609,306	5,921,937
		17,631,953	**16,501,894**	**34,133,847**	**26,821,905**

	Export	Local	Amount in Taka	
			2016-2017	2015-2016
34.00 Distribution Expenses				
Salaries & Allowances	9,426,139	8,822,003	18,248,142	13,912,991
Travel & Conveyance	912,150	853,688	1,765,838	1,254,329
Printing & Stationery	281,932	263,863	545,795	498,261
Postage	126,114	118,032	244,146	226,754
Communication Expense	527,303	493,508	1,020,811	785,483
Repairs & Maintenance	2,179,426	2,039,744	4,219,170	3,334,719
Fuel & Electricity	3,576,648	3,347,415	6,924,063	5,991,598
Depreciation	1,057,588	989,805	2,047,393	2,544,419
Carriage Outwards & Loading	16,467,837	15,412,389	31,880,226	26,877,976
Freight and Forwarding Expenses	15,613,401	-	15,613,401	10,006,195
	50,168,538	**32,340,447**	**82,508,985**	**65,432,725**
35.00 Financial Expenses				
Interest on Long Term Loan	10,429,523	9,761,079	20,190,602	30,626,920
Interest on Short Term Loan	74,670,208	21,873,952	96,544,160	87,776,626
WPPF Interest	379,318	355,007	734,325	427,261
Bank Charge & Other Financial Exp.	1,014,787	949,747	1,964,534	1,593,909
	86,493,836	**32,939,785**	**119,433,621**	**120,424,716**
36.00 Other Income				
Scrap Sales	239,955	224,575	464,530	483,161
Exchange (Loss)/ Gain (Realised and Unrealised)	1,082,625	826,398	1,909,023	1,545,195
Interest Received	-	-	-	8,858
	1,322,580	**1,050,973**	**2,373,553**	**2,037,214**

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		Amount in Taka for the year	
		30 June 2017	30 June 2016
37.00	**Current Tax**		
	For the year	18,329,017	16,582,011
	For earlier year	2,066,432	4,007,058
		20,395,449	**20,589,069**
38.00	**Earnings Per Share (EPS) - Basic**		
	The Computation of EPS shown below :		
	a) Earnings attributable to the Ordinary Shareholders	54,937,417	52,998,159
	b) Weighted average number of Ordinary Shares outstanding	8,000,000	8,000,000
	c) EPS - Basic	**6.87**	**6.62**
39.00	**Net Assets Value (NAV)**		
	The computation of NAV is given below :		
	a) Net assets value	573,786,537	544,449,120
	b) Weighted average number of ordinary share outstanding	8,000,000	8,000,000
	c) Net assets value per share	**71.72**	**68.06**
40.00	**Net Operating Cash Flow Per Share**		
	The computation of net operating cash flows is given below :		
	a) Cash flows from operating activities as per statement of cash flows	108,277,921	77,387,202
	b) Weighted average number of ordinary share outstanding	8,000,000	8,000,000
	c) Net Operating Cash Flow- Per Share	**13.53**	**9.67**

41.00 Proposed Dividend

This is subject to approval of the shareholders in the Annual General Meeting.

42.00 Payments/ Perquisites to Directors

During the year under review :

a) No Compensation was allowed by the Company to the Chief Executive Officer of the company who is also a Director of the Company.

b) The rate at which Directors are entitled to draw board meeting attendance fees is Tk. 1,500 per Director per meeting. But no meeting fee was drawn.

c) No amount of Money was expended by the company for compensating any member of the Board for special services.

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43.00 Contingent Liabilities

There was no sums, except for the amount disclosed in note: 47 (b), for which the company is contingently liable as on 30 June 2017.

44.00 Capital Expenditure Commitment

There was no capital commitment as on 30 June 2017.

45.00 Claims Not Acknowledged

There was no claim against the company not acknowledged as debt as on 30 June 2017.

46.00 Financial Risk Management

The company has exposer to the following risks from its issue of financial instrument.

46.01 Credit Risk

In monitoring credit risk, debtors are grouped according to their risk profile. i.e. their legal status, financial condition, ageing profile etc. Accounts receivable are mainly related to sales of finished goods. The maximum exposer to credit risk each represented by the carrying amount of each financial assets in the financial statement of financial position.

	Amount in Taka	
	30 June 2017	30 June 2016
Exposer to Credit Risk		
The carrying amount of financial assets represent the maximum credit exposer. The maximum exposer to credit risk at the reporting date was:		
Accounts Receivable	140,563,639	118,263,356
Advance, Deposits & Prepayments	236,574,747	208,677,210
Cash & Cash Equivalents	63,720,840	17,722,510
	440,859,226	**344,663,076**

46.02 Liquidity Risk

	Amount in Taka		
	Short Term Loan	Accounts Payable	Other Liabilities & Provision
as at 30 June 2017			
Carrying Amount	637,048,862	1,981,959	86,802,845
Interest Rate		N/A	N/A
Contractual Cash Flows	637,048,862	1,981,959	86,802,845
Within 6 months or Less	637,048,862	1,981,959	82,017,959
Within 12 months	-	-	717,458
Within 2-6 years	-	-	4,067,428
as at 30 June 2016			
Carrying Amount	598,540,047	2,633,700	96,358,465
Interest Rate		N/A	N/A
Contractual Cash Flows	598,540,047	2,633,700	96,358,465
Within 6 months or Less	598,540,047	2,633,700	91,573,579
Within 12 months	-	-	717,458
Within 2-6 years	-	-	4,067,428

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46.03 Market Risk

Interest rate risk

Interest rate risk is the risk that arise due to changes in interest rates on borrowings. The company is not significantly exposed to fluctuation in interest rates as it has fixed interest bearing financial liabilities as at reporting date.

Accounting classification and fair values

Fair value of financial assets and liabilities together with carrying amount shown in the statement of financial position are as follows:

	2017	
	Carrying Amount	Fair Value
Loans and Receivables		
Accounts Receivables	140,563,639	140,563,639
Cash and Bank Balances	63,720,840	63,720,840
Liabilities carried at amortized costs		
Term loan-non current portion	148,826,172	148,826,172
Term Loan Current Portion	27,862,204	27,862,204
Accounts Payable/Liabilities for Goods	1,981,959	1,981,959
Other Liabilities and Provision	81,699,426	79,407,720

	2016	
	Carrying Amount	Fair Value
Loans and Receivables		
Accounts Receivables	118,263,356	118,263,356
Cash and Bank Balances	17,722,510	17,722,510
Liabilities carried at amortized costs		
Term loan-non current portion	200,059,844	200,059,844
Financial Lease Obligation, Net of Current Portion	27,862,204	27,862,204
Accounts Payable/Liabilities for Goods	2,633,700	2,633,700
Other Liabilities and Provision	90,307,075	90,307,075

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47.00 Foreign Currency Transactions

During the period under review the company.

(a) Earned US $ 1,39,28,980.55 from export.

48.00 Related Party Transactions

a. The company carried out number of transactions with related parties in the normal course of business as detailed below :

Name of the Company	Nature of Transactions	Value of Transaction in 2017	Balance as on 30 June 2017
Property Development Ltd.	Transfer, Expenses	334,500	-
RFL Plastics Ltd.	Transfer, Expenses	116,901	-
Pran Confectionery Ltd.	Transfer, Expenses	8,663,106	-
Pran Dairy Ltd.	Transfer, Expenses	216,987,238	-
Pran Agro Ltd.	Transfer, Expenses ,Purchase	58,964,589	-
Pran Beverage Ltd.	Transfer, Expenses	21,512,878	-
Pran Exports Ltd.	Transfer, Expenses	33,986,890	-
Pran Foods Ltd.	Transfer, Expenses	572,517,468	-

Nature of Relationship

The company and the parties as stated above are under same management.

b. Corporate guarantee issued to related parties under the resolution of Board of Directors were as follows:

Infavour of	On behalf of	Amount (in Million)	Purposes
Hongkong & Shanghai Banking Cor.	Pran Foods Ltd.	108.50	Working Capital
Hongkong & Shanghai Banking Cor.	Mymensingh Agro Ltd	108.50	Working Capital
Hongkong & Shanghai Banking Cor.	Pran Exports Ltd.	87.50	Working Capital
Hongkong & Shanghai Banking Cor.	Pran Dairy Ltd.	38.50	Working Capital
Hongkong & Shanghai Banking Cor.	Pran Beverage Ltd	51.60	Working Capital
Hongkong & Shanghai Banking Cor.	Habiganj Agro Ltd	239.50	Working Capital
Hongkong & Shanghai Banking Cor.	Natore Agro Ltd	58.50	Working Capital
Habib Bank Ltd	Pran Beverage Ltd	160.00	Working Capital
Habib Bank Ltd	Pran Dairy Ltd.	160.00	Term Loan
Uttara Bank Ltd	Habiganj Agro Ltd	300.00	Term Loan
Sabinco	Habiganj Agro Ltd	100.00	Term Loan
Trust Bank Ltd	Habiganj Agro Ltd	150.00	Term Loan
Premier Bank Ltd	Habiganj Agro Ltd	100.00	Term Loan

c. **Corporate guarantee received from related parties under the resolution of Board of Directors were as follows:**

Infavour of	On behalf of	Amount (in Million)	Purposes
Hongkong & Shanghai Banking Cor.	Pran Foods Ltd.	155.00	Working Capital
Hongkong & Shanghai Banking Cor.	Pran Dairy Ltd.	155.00	Working Capital
Hongkong & Shanghai Banking Cor.	Pran Exports Ltd.	155.00	Working Capital
Standard Chartered Bank	Pran Foods Ltd.	173.50	Working Capital
Standard Chartered Bank	Pran Dairy Ltd.	173.50	Working Capital
IFIC Bank Ltd	Rangpur Foundry Ltd.	50.00	Working Capital
Bank Asia Ltd	Property Development Ltd	50.00	Working Capital
Citi Bank N A	Pran Foods Ltd.	112.00	Working Capital
Citi Bank N A	RFL Plastics Ltd	112.00	Working Capital
Citi Bank N A	Banga Building Materials Ltd	112.00	Working Capital
Citi Bank N A	Pran Beverage Ltd	112.00	Working Capital
Citi Bank N A	Pran Exports Ltd.	112.00	Working Capital
Commercial Bank of Ceylon	Rangpur Foundry Ltd.	340.00	Working Capital

49.00 Quantitative Disclosure in Respect of

a. Production Capacity and Actual Production

Name of Items	Production In Pcs/Pkt, (Different Sizes)		
	Capacity	Production	Difference
Juice ,Drinks & Others	309,212,000	177,359,816	(131,852,184)
Mineral Water	53,830,000	11,563,499	(42,266,501)
Soft Drinks	16,650,000	15,962,271	(687,729)
Ice Pop , Mango Bar and Others	24,720,000	14,013,881	(10,706,119)

b. Sales

Name of Items	In Pcs/Pkt.(Different Sizes)	
	30 June 2017	30 June 2016
Juice ,Drinks & Others	177,243,940	86,428,096
Mineral Water	11,777,357	36,760,025
Soft Drinks	15,923,918	8,914,024
Mango Bar and Others	13,933,854	1,389,460

c. Finished Goods

Name of Items	In Pcs/Pkt. (Different Sizes)	
	30 June 2017	30 June 2016
Juice ,Drinks & Others	291,961	176,085
Mineral Water	2,196,768	2,410,626
Soft Drinks	144,725	106,372
Ice Pop, Mango Bar and Others	85,293	5,266

AMARSTOCK

AGRICULTURAL MARKETING COMPANY LIMITED

Statement of Profit or Loss and Other Comprehensive Income
for the year ended 30 June 2017

	Amount in Taka			
	2016-2017			2015-2016
	Export	Local	Total	
Turnover	1,229,570,233	1,150,765,260	2,380,335,493	2,091,553,854
Cost of Goods Sold	(1,000,110,859)	(925,420,308)	(1,925,531,167)	(1,685,339,370)
Gross Profit	**229,459,374**	**225,344,952**	**454,804,326**	**406,214,484**
Expenses	**(110,298,878)**	**(151,129,887)**	**(261,428,765)**	**(215,928,805)**
Administrative Expenses	26,635,278	24,928,188	51,563,466	41,689,802
Marketing Expenses	15,863,109	77,359,358	93,222,467	81,984,373
Selling Expenses	17,631,953	16,501,894	34,133,847	26,821,905
Distribution Expenses	50,168,538	32,340,447	82,508,985	65,432,725
Operating Profit	**119,160,496**	**74,215,065**	**193,375,561**	**190,285,679**
Financial Expenses	(86,493,836)	(32,939,785)	(119,433,621)	(120,424,716)
Operating Profit after Financial Expenses	**32,666,660**	**41,275,280**	**73,941,940**	**69,860,963**
Other Income	1,322,580	1,050,973	2,373,553	2,037,214
	33,989,240	**42,326,253**	**76,315,493**	**71,898,177**
Contribution to Workers' Participation & Welfare Fund	(1,618,535)	(2,015,536)	(3,634,071)	(3,423,723)
Profit Before Taxation	**32,370,705**	**40,310,717**	**72,681,422**	**68,474,454**
Provision for Income Tax	**(7,075,232)**	**(10,668,773)**	**(17,744,005)**	**(15,476,295)**
Current Tax	8,444,844	11,950,605	20,395,449	20,589,069
Deferred Tax	(1,369,612)	(1,281,832)	(2,651,444)	(5,112,774)
Profit after Taxation for the year	**25,295,473**	**29,641,944**	**54,937,417**	**52,998,159**
Other Comprehensive Income	-	-	-	-
Total Comprehensive Income for the year	**25,295,473**	**29,641,944**	**54,937,417**	**52,998,159**

The annexed accounting policies and other notes form an integral part of the financial statements.

Approved by the board on 26 Oct 2017 and signed on its behalf by :

Ahsan Khan Chowdhury
Chairman

Md. Eleash Mridha
Managing Director

Muhammad Aminur Rahman, ACS
Company Secretary

As per our report of same date.

M. J. ABEDIN & CO
Chartered Accountants

Dated, Dhaka
26 October 2017

Property, Plant & Equipments

Annexure-1

Particulars	COST / VALUATION				Rate of Dep.%	DEPRECIATION			Written Down Value as on 30-June-2017
	Balance as on 01-July-2016	Addition During the Year	Adjustment During the Year	Total cost as on 30-June-2017		Balance as on 01-July-2016	Charged During the year	Total cost as on 30-June-2017	
Original Value									
Land & Land Development	20,887,705	-		20,887,705	-	-	-	-	20,887,705
Factory Building	154,104,021	-		154,104,021	10%	89,664,086	6,443,994	96,108,080	57,995,941
Machinery & Equipment	810,384,986	25,861,232		836,246,218	20%	385,032,735	86,257,040	471,289,775	364,956,443
Furniture & Fixtures	2,391,217	-		2,391,217	15%	2,086,955	45,639	2,132,594	258,623
Tools & Accessories	272,417	-		272,417	20%	268,617	760	269,377	3,040
Vehicles	71,042,060	-		71,042,060	20%	54,482,138	3,311,984	57,794,122	13,247,938
Office Equipment	2,391,438	140,000		2,531,438	15%	2,131,806	53,731	2,185,537	345,901
Plastic Container	10,392,058	-		10,392,058	20%	9,796,260	119,160	9,915,420	476,638
Other Fixed Assets	22,217,888	-		22,217,888	20%	21,767,058	90,166	21,857,224	360,664
Sub-total	**1,094,083,790**	**26,001,232**		**1,120,085,022**		**565,229,655**	**96,322,474**	**661,552,129**	**458,532,893**
Revalued Amount									
Land & Land Development	14,836,383	-		14,836,383		-	-	-	14,836,383
Factory Building	5,024,125	-		5,024,125	10%	4,345,440	67,869	4,413,309	610,816
Machinery & Equipment	6,127,838	-		6,127,838	20%	5,864,848	52,598	5,917,446	210,392
Vehicles	335,533	-		335,533	20%	330,697	967	331,664	3,869
Sub-total	**26,323,879**	**-**		**26,323,879**		**10,540,985**	**121,434**	**10,662,419**	**15,661,460**
Net Book Value as on 30 June 2017	**1,120,407,669**	**26,001,232**		**1,146,408,901**		**575,770,640**	**96,443,908**	**672,214,548**	**474,194,353**
Net Book Value as on 30 June 2016	**1,116,307,669**	**24,735,730**	**(20,635,730)**	**1,120,407,669**		**458,226,037**	**117,544,603**	**575,770,640**	**544,637,029**

	Amount in Taka	
	30 June 2017	30 June 2016
Allocation of depreciation:		
Cost of Goods Sold ***(Note-30.00)***	93,031,587	113,303,904
Administrative Expenses***(Note-31.00)***	1,364,928	1,696,280
Distribution Expenses ***(Note-34.00)***	2,047,393	2,544,419
	96,443,908	**117,544,603**

The original cost of fixed assets includes a sum of Tk. 26,323,879 being value increased by revaluation of the following assets:

Land & Land Development	14,836,383
Factory Buildings	5,024,125
Machinery & Equipment	6,127,838
Vehicles	335,533
	26,323,879


for extra energy
STAMINA
MEMORY BOOSTER
IMMUNITY
STRONG BONE
STRONG MUSCLE
5
Robust
Malted Food Drink
Robust
Malted Food Drink


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আমলোকের টিকেট
PRAN
Mango
Fruit Drink

AGRICULTURAL MARKETING CO LTD

PRAN-RFL Center, 105, Middle Badda, Dhaka-1212, Phone: 88-02- 9881792
Fax: 88-02-8837464, Web: www.pranfoods.net

I/We.....

of.....

being a member of AGRICULTURAL MARKETING CO LTD hereby appoint Mr/Mrs/Miss.....

of.....

as my/our proxy to attend and vote for me/us and on my/our behalf at the 32nd Annual General Meeting of the Company to be held on day Thuresday 14th December, 2017 at 9.30 a.m. and / or at any adjournment thereof. As witness I/We put my/our hand(s) this .....day of .....2017.

.....
Signature of the Proxy

Register Folio/BO.....

Date:.....

Affix Revenue Stamp Tk. 20/- (Taka Twenty)

.....
Signature of the Shareholder(s)

Register Folio/BO.....

Date:.....

.....
(Signature of the witness)

NOTE: A member entitled to attend and vote at the Annual General Meeting may appoint another member as a Proxy to attend the meeting and vote in his/her stead. The Proxy Form duly stamped must be deposited at the Registered Office of the Company not later than 48 hours before the time appointed for the meeting.

.....
AUTHORISED SIGNATURE

.....
SIGNATURE VERIFIED

AGRICULTURAL MARKETING CO LTD

PRAN-RFL Center, 105, Middle Badda, Dhaka-1212, Phone: 88-02- 9881792
Fax: 88-02-8837464, Web: www.pranfoods.net

I/we hereby record my/our attendance as Member/Proxy at the 32nd Annual General Meeting being held on Thursday 14th December, 2017 at 9.30 a. m. at FUJI Trade Centre, Cha-87/C, Progoti Soroni, Uttar Badda, Dhaka-1212.

Name of Member (s) .....

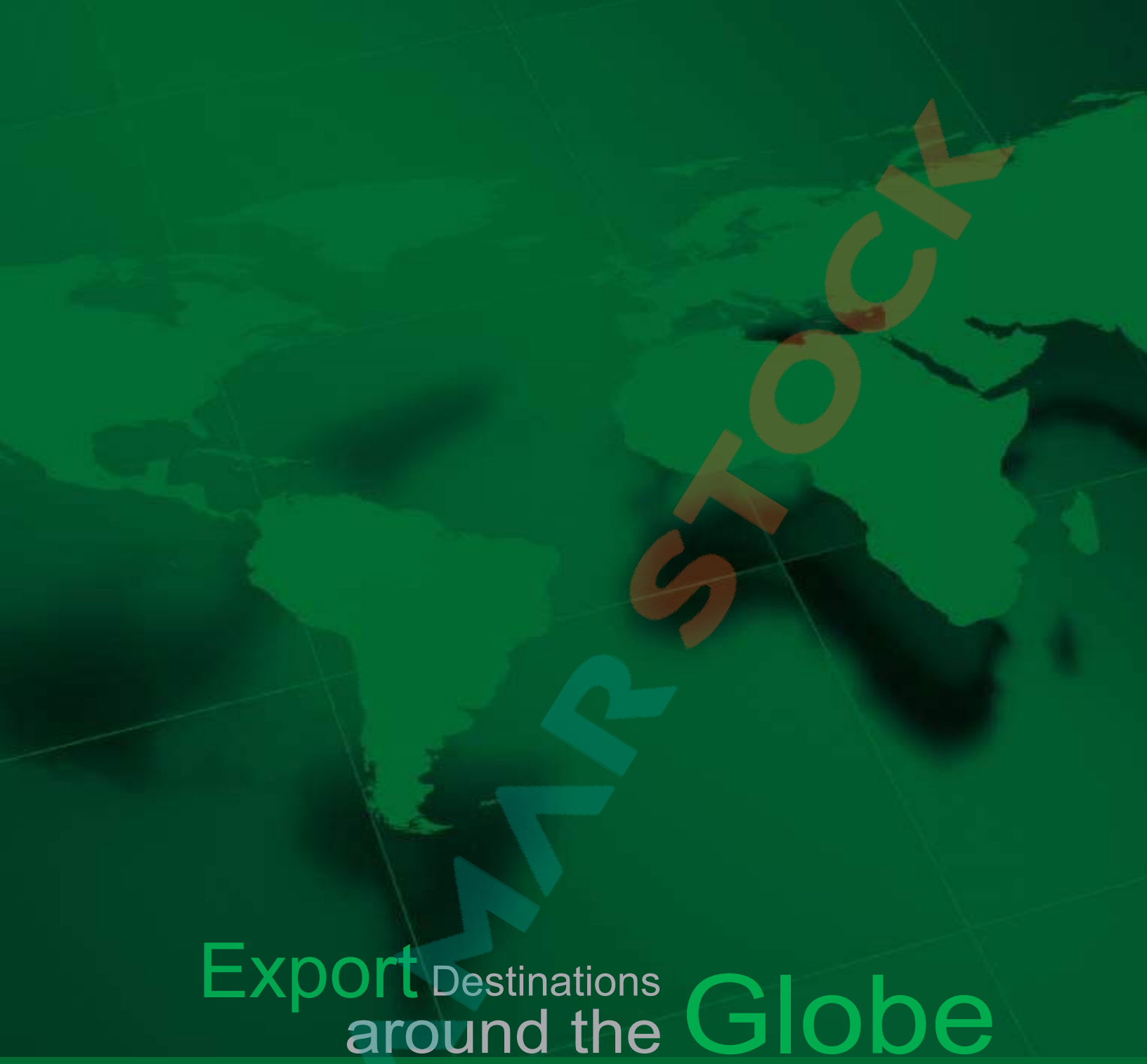
Register BO No/Folio No _____ Holding _____ Ordinary Shares of Agricultural Marketing Co Ltd.

.....
Signature of the Proxy

.....
Signature of the Shareholder(s)

N. B. Please present this slip at the Reception desk

PRAN STOCK



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AGRICULTURAL MARKETING CO LTD

Corporate Headquarters:
PRAN-RFL Center
105, Middle Badda, Dhaka-1212
Phone: 88-02- 9881792, Fax: 88-02-8837464
Web: www.pranfoods.net

PRAN STOCK