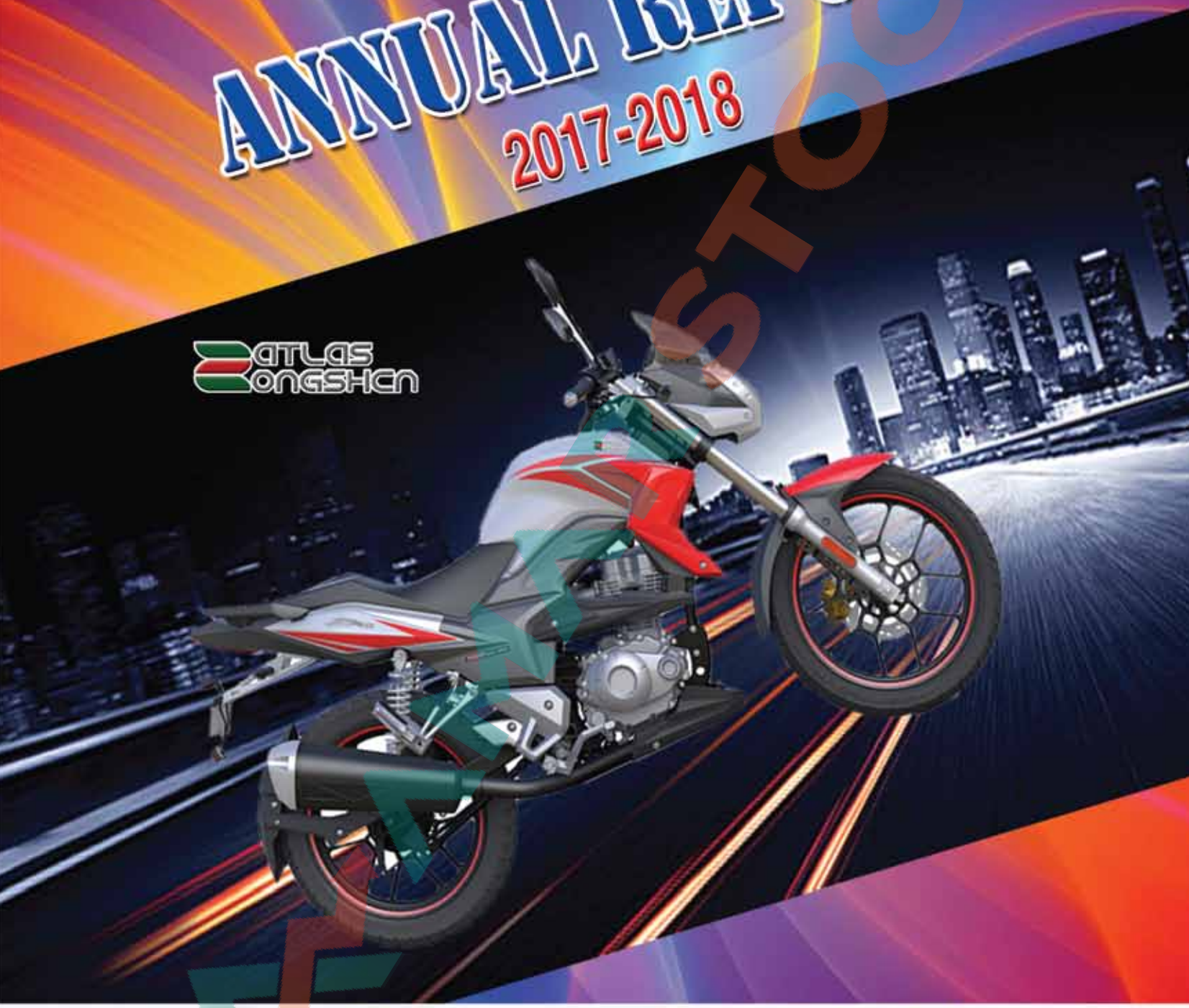
# বার্ষিক প্রতিবেদন

# ANNUAL REPORT

## 2017-2018




## এটলাস বাংলাদেশ লিমিটেড

## ATLAS BANGLADESH LIMITED

*(An Enterprise of Bangladesh Steel and Engineering Corporation , Ministry of Industries)*

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# Board of Directors



***Mizanur Rahman***
*Additional Secretary*
*Government of the peoples republic of Bangladesh &*
*Chairman*
*Bangladesh Steel & Engineering Corporation &*
*ABL Company Board.*



***Abul Kashem***
*Additional Secretary, Ministry of Industries*
*Government of the peoples republic of Bangladesh &*
*Independent Director,*
*ABL Company Board.*



***Anwar Hossain***
*Director, ABL Company Board &*
*Member Audit Committee*



***Akhter Hossain***
*Director, ABL Company Board.*



***M. Akbar Ali***
*Director, ABL Company Board & Member Audit Committee*
*Chairman Ali Securities Company Ltd.*
*Former Director, Vice Chairman, Chairman (Incharge), DSE,*
*Director FBCCI & DCCI, Former MP & Chairman Parliamentary*
*Standing Committee, Ministry of Planning.*

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# Board of Directors



***Md. Mazibur Rahman Khan***
*Director, ABL Company Board,*
*Director, NTL Company Board &*
*Share Investor*



***Saiful Islam***
*Director, ABL Company Board,*
*Director, NTL Company Board &*
*Share Investor*



***Mrs. Nasima Akter***
*Director, ABL Company Board &*
*Share Investor*



***Abu Naser Mohd. Kamrul Islam***
*Director, ABL Company Board &*
*Managing Director*
*Atlas Bangladesh Ltd.*



***Sanjay Kumar Datta***
*Company Secretary*

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# Corporate Directory

| | | |
|---|---|---|
| CHAIRMAN | : | Mizanur Rahman |
| DIRECTORS | : | Abul Kashem |
| | | Anwar Hossain |
| | | Akhtar Hossain |
| | | M. Akbar Ali. |
| | | Md. Mazibur Rahman Khan |
| | | Saiful Islam |
| | | Mrs. Nasima Akter |
| MANAGING DIRECTOR | : | Abu Naser Mohd. Kamrul Islam |
| COMPANY SECRETARY | : | Sanjay Kumar Datta |
| CHIEF FINANCIAL OFFICER | : | Mohammad Mustakim Akanda |
| HEAD OF INTERNAL AUDIT | : | S.M. Alauddin |
| AUDITORS | : | Khan Wahab Shafique Rahman & Co. |
| | | Chartered Accountants |
| | | Rupali Bima Bhaban |
| | | 7, Rajuk Avenue (5th & 6th Floor) |
| | | Motijheel, Dhaka - 1000. |
| TAX ADVISER | : | Rahman Mostafa Alam & Co. |
| | | Chartered Accountants |
| | | Paramount Heights D2-65/2/1 (7th Floor) |
| | | Box Culvert Road, Purana Paltan |
| | | Dhaka-1000 |
| BANKERS | : | Sonali Bank Limited |
| | | AB Bank Limited |
| | | Trust Bank Limited |
| | | Prime Bank Limited |
| | | Pubali Bank Limited |
| | | National Bank Limited |
| | | South East Bank Limited |
| | | Brac Bank Limited |
| | | Janata Bank Limited |
| LIAISON OFFICE | : | Company Affairs Division, BSEC |
| | | BSEC Bhaban (2nd Floor) |
| | | 102, Kazi Nazrul Islam Avenue, Dhaka. |
| Registered office | : | DIT Plot No, 265-267, Tongi, Industrial Area, |
| | | Tongi, Gazipur-1710 |

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# এটলাস বাংলাদেশ লিমিটেড

২৬৫-২৬৭, টঙ্গী শিল্প এলাকা, টঙ্গী, গাজীপুর

## ৩৪তম বার্ষিক সাধারণ সভার বিজ্ঞপ্তি

এ মর্মে বিজ্ঞপ্তি প্রদান করা যাচ্ছে যে, এটলাস বাংলাদেশ লিমিটেড (এবিএল)-এর ৩৪তম বার্ষিক সাধারণ সভা নিম্নলিখিত বিষয়াদি সম্পাদনকল্পে আগামী ২২ ডিসেম্বর ২০১৮ (৮ পৌষ ১৪২৫), রোজ শনিবার, সকাল ১১:০০ ঘটিকায় গাজীপুরের টঙ্গীস্থ এটলাস বাংলাদেশ লিমিটেড-এ অনুষ্ঠিত হবেঃ-

১। ২১ ডিসেম্বর ২০১৭ তারিখে অনুষ্ঠিত ৩৩তম বার্ষিক সাধারণ সভার কার্যবিবরণী নিশ্চিতকরণ।

২। ৩০ জুন ২০১৮ তারিখে সমাপ্ত অর্থবছরের কোম্পানীর নিরীক্ষিত স্থিতিপত্র, লাভ-লোকসানের হিসাব ও নিরীক্ষকের প্রতিবেদন এবং কোম্পানীর পরিচালকমন্ডলীর বার্ষিক প্রতিবেদন গ্রহণ, বিবেচনা ও অনুমোদন।

৩। পরিচালকমন্ডলীর সুপারিশকৃত ২০১৭-২০১৮ অর্থবছরের জন্য বোনাস শেয়ার ঘোষণা।

৪। পর্যায়ক্রমে অবসরগ্রহণকারী পরিচালকদের শূন্য পদে পরিচালক মনোনয়ন/নির্বাচন।

৫। স্বতন্ত্র পরিচালক নিয়োগ অনুমোদন।

৬। ২০১৮-২০১৯ অর্থবছরের জন্য কোম্পানীর নিরীক্ষক নিয়োগ এবং তাদের পারিশ্রমিক নির্ধারণ।

৭। সভাপতির অনুমতিক্রমে আইনানুগ আলোচনাযোগ্য অন্যান্য বিষয়াদি (যদি থাকে) সম্পাদন।

পর্ষদের আদেশক্রমে,
স্বা/-
(সঞ্জয় কুমার দত্ত)
কোম্পানী সচিব

তারিখঃ ২২-১১-২০১৮

**দ্রষ্টব্য ঃ**

১) রেকর্ড ডেট ঃ ২৬ নভেম্বর, ২০১৮

২) সাধারণ সভায় অংশগ্রহণের জন্য অপারগ কোন সদস্য তাঁর পক্ষে সভায় অংশগ্রহণ ও ভোট প্রদানের জন্য প্রক্সী নিয়োগ করতে পারবেন। প্রয়োজনীয় অঙ্কের রেভিনিউ ষ্ট্যাম্প সম্বলিত প্রক্সী ফরম কারখানাস্থ শেয়ার অফিসে সভার নির্ধারিত সময়ের ৪৮ ঘন্টা পূর্বে অর্থাৎ ২০-১২-২০১৮ তারিখ সকাল ১১:০০ ঘটিকার মধ্যে অবশ্যই জমা দিতে হবে। কোম্পানী/করপোরেশন তাঁদের মনোনীত প্রতিনিধির মাধ্যমে সভায় অংশ গ্রহণ করতে পারবেন।

৩) সদস্যগণের ঠিকানা পরিবর্তনের খবরাদি কোম্পানীর রেজিস্টার্ড অফিসে যথাসময়ে জানাতে হবে ।

৪) গ্রুপ-বি শেয়ারহোল্ডারবৃন্দের পক্ষ হতে পর্যায়ক্রমে একজন পরিচালক অবসর গ্রহণের প্রেক্ষিতে ঐ শূন্য পদে নির্বাচিত হতে ইচ্ছুক প্রার্থীগণকে কোম্পানীর রেজিস্টার্ড অফিসে সভা অনুষ্ঠিত হওয়ার কমপক্ষে ৭ (সাত) দিন পূর্বে অর্থাৎ ১৫-১২-২০১৮ তারিখ সকাল ১১:০০ ঘটিকার মধ্যে নির্ধারিত ফরমে মনোনয়ন পত্র দাখিল করতে হবে। মনোনয়ন ফরম অফিস চলাকালীন সময়ে কারখানাস্থ শেয়ার অফিস হতে সংগ্রহ করা যাবে।

**বিঃদ্রঃ "সম্মানিত শেয়ারহোল্ডারবৃন্দের সদয় অবগতির জন্য জানানো যাচ্ছে যে, বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন এর বিধি মোতাবেক বার্ষিক সাধারণ সভায় কোন প্রকার উপহার/খাবার/যাতায়াত ভাতা প্রদানের ব্যবস্থা থাকবে না।"**

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# ATLAS BANGLADESH LIMITED

265-267, TONGI INDUSTRIAL AREA
TONGI, GAZIPUR

## Notice of the 34th Annual General Meeting

Notice is hereby given that the 34th Annual General Meeting of Atlas Bangladesh Limited will be held on Saturday, 22th December 2018 at 11:00 a.m at the factory premises of Atlas Bangladesh Limited, Tongi, Gazipur to transact the following business:

1. To confirm the minutes of the 33rd Annual General Meeting held on 21 December 2017.
2. To receive, consider and adopt the Audited Financial Statement for the year ended 30 June 2018 together with the reports of the Director's and the Auditor's thereon.
3. To declare Stock Dividend as recommended by the Board of Directors for the financial year 2017-2018.
4. To elect/nominate Directors in place of those who are retiring by rotation.
5. To approve the appointment of independent Director.
6. To appoint Auditors for the year 2018-2019 and fix their remuneration.
7. To transact business (if any) of the company according to law with the permission of the chair.

By order of the Board,
Sd/-
(Sanjay Kumar Datta)
Company Secretary

Date: 22-11-2018

**N.B.:**

1. The Record Date: 26 November, 2018
2. A Member, unable to attend the meeting, may appoint a proxy and cast his vote by proxy. The proxy form duly affixed with requisite Revenue Stamp should reach the Share Office at Factory premises of the Company at Tongi at least 48 (Forty Eight) hours before commencement of the meeting i.e. before 11.00 A.M. on 20-12-2018. The Corporation/ Company may participate in the meeting through their nominated representatives.
3. Change of address (if any) should be communicated to the Registered Office of the Company in due time.
4. Those who are interested to contest in the election for the post of 1 (one) Director from 'Group-B' Shareholders who is to retire by rotation, are requested to submit their nomination in prescribed form 7 (seven) days before the date of commencement of the meeting i.e. by 11:00 am on 15-12-2018. Nomination papers can be collected from share office during the office hours.

N. B : As per Bangladesh Securities & Exchange commision's circular No. SEC/CMRRCD/2009-193/154 Dated: 24 October 2013, No Benefit or gift in Cash or Kind shall be given to the shareholders for attending the AGM.

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# এটলাস বাংলাদেশ লিমিটেড

২৬৫-২৬৭, টঙ্গী শিল্প এলাকা
টঙ্গী, গাজীপুর

## পরিচালক পর্ষদের বার্ষিক প্রতিবেদন

বিস্‌মিল্লাহির রাহমানির রাহীম।

বাংলাদেশ সরকারের শিল্প মন্ত্রণালয়ের অধীন বাংলাদেশ ইস্পাত ও প্রকৌশল করপোরেশন (বিএসইসি) পরিচালিত শিল্প প্রতিষ্ঠান গাজীপুরের টঙ্গীস্থ এটলাস বাংলাদেশ লিমিটেড (এবিএল)-এর ৩৪তম বার্ষিক সাধারণ সভায় উপস্থিত সম্মানিত শেয়ারহোল্ডারবৃন্দ, কোম্পানী পরিচালকমন্ডলী, প্রতিষ্ঠানের কর্মকর্তা-কর্মচারী-শ্রমিকবৃন্দ, মিডিয়া কর্মীবৃন্দ এবং উপস্থিত সুধীবৃন্দ,আস্‌সালামু আলাইকুমু ওয়া রহমাতুল্লাহি ওয়া বারকাতুহু।

এটলাস বাংলাদেশ লিঃ এবং আমার পক্ষ থেকে সকলকে সাদর সম্ভাষণ জানাচ্ছি। বিজয়ের এই মাসে আপনাদের সাথে মিলিত হওয়ার সুযোগ পেয়ে আমি অত্যন্ত শ্রদ্ধাচিত্তে স্মরণ করছি হাজার বছরের শ্রেষ্ঠ বাঙালী, বাঙালী জাতির জনক বঙ্গবন্ধু শেখ মুজিবর রহমান-কে যার অসীম আত্মত্যাগে জন্ম হয়েছিল স্বাধীন সার্বভৌম বাংলাদেশের। স্বাধীনতার পরবর্তী সময়ে তিনি তার সোনার বাংলা বিনির্মানের অংশ হিসেবে শ্রমিক বান্ধব শিল্প প্রতিষ্ঠানকে সর্বোচ্চ গুরুত্ব দিয়েছিলেন। আজ সেই ধারাবাহিকতায় তার সুযোগ্য উত্তরসূরী জননেত্রী ও গণপ্রজাতন্ত্রী বাংলাদেশ সরকারের মাননীয় প্রধানমন্ত্রী শেখ হাসিনার সুদৃঢ় নেতৃত্বে বাংলাদেশ এক অভূত সাফল্যের দিকে এগিয়ে যাচ্ছে। বাংলাদেশের এই অগ্রযাত্রায় শামিল হয়ে গণপ্রজাতন্ত্রী বাংলাদেশ সরকারের মাননীয় শিল্প মন্ত্রী আলহাজ্ব আমির হোসেন আমু-এর নেতৃত্বে শিল্প প্রতিষ্ঠানটি আধুনিকীকরণের লক্ষ্যে এবিএল নিরবচ্ছিন্নভাবে কাজ করে যাচ্ছে। আপনাদের অবগতির জন্য জানাচ্ছি যে, গত ১ জানুয়ারী ২০১৮ তারিখে ডিস্ট্রিবিউশন এন্ড টেকনিক্যাল এসিসটেন্স এগ্রিমেন্টের মেয়াদ শেষান্তে চীনের চংকিং জংশেন গ্রুপ আই/ই করপোরেশনের সাথে পুনরায় তা আরো দুই বছরের জন্য নবায়ন করা হয়েছে। অপরদিকে টিভিএস অটো বাংলাদেশ লিমিটেডের সাথে এটলাস বাংলাদেশ লিমিটেডের ব্যবসায়িক সম্পর্ক স্থাপনের লক্ষ্যে গনপ্রজাতন্ত্রী বাংলাদেশ সরকারের মাননীয় শিল্প মন্ত্রীর উপস্থিতিতে শিল্প মন্ত্রণালয়ের সম্মেলন কক্ষে গত ২৪-০৫-২০১৮ তারিখে উভয় পক্ষের মধ্যে মোটরসাইকেলের সিকেডি সরবরাহ এবং ভবিষ্যতে যৌথ উদ্যোগে মোটরসাইকেলের গুরুত্বপূর্ন পার্টস ম্যানুফ্যাকচারিং এর লক্ষ্যে দুই বছর মেয়াদী সমঝোতা স্মারক স্বাক্ষর করা হয়। উক্ত সমঝোতা স্মারকের ফলে টিভিএস থেকে এটলাস বাংলাদেশ লিমিটেড বছরে ১৫-২০ হাজার মোটরসাইকেল সিকেডি অথবা সম্পূর্ন বিযুক্ত অবস্থায় ক্রয় করে তা এবিএল-এর নিজস্ব কারখানায় সংযোজন পূর্বক বিক্রয় করবে। টিভিএস ব্র্যান্ডের মোটরসাইকেল সরকারী, আধা-সরকারী, স্বায়ত্বশাসিত প্রতিষ্ঠান, সরকারী সাহায্যপুষ্ট প্রকল্প এবং এনজিও গুলোর মধ্যে সরাসরি ক্রয় পদ্ধতি (ডিপিএম) এবং উন্মুক্ত দরপদ্ধতিতে (ওটিএম), এটলাস বাংলাদেশ লিমিটেড হতে উক্ত প্রতিষ্ঠানগুলোতে সরাসরি মোটরসাইকেল সরবরাহ করতে পারবে। সে প্রেক্ষিতে করপোরেট পার্টনার হিসাবে এটলাস বাংলাদেশ লিমিটেড করপোরেট সেক্টরে টিভিএস ব্র্যান্ডের মোটরসাইকেল বাজারজাত করছে। বর্তমানে এবিএল-জংশেন ব্র্যান্ডের পাশাপাশি টিভিএস ব্র্যান্ডের মোটরসাইকেল বাজারজাত করছে। নানা প্রতিকূলতা সত্ত্বেও গত ২০১৭-২০১৮ অর্থবছরে জনশেন ব্র্যান্ডের পাশাপাশি টিভিএস ব্র্যান্ডের বিভিন্ন মডেলের ৬৫৬টি মোটরসাইকেল বিক্রয় সহ সর্বমোট ১৮১০টি মোটরসাইকেল বিক্রয় করা সম্ভব হয়েছে। দেশের মোটরসাইকেল বাজারে প্রতিদ্বন্দ্বী মোটরসাইকেল বাজারজাতকারী শিল্প প্রতিষ্ঠানসমূহ নিজ নিজ ব্র্যান্ডের বিভিন্ন মডেলের মূল্য প্রতিযোগীতামূলকভাবে হ্রাস করে চলছে। সে প্রেক্ষাপটে এবিএলকে চুক্তিবদ্ধ মূল্যেই সংযোজিত মোটরসাইকেল বিক্রয় করতে হচ্ছে। এ প্রতিকূল অবস্থার মধ্যে আমাদের কোম্পানীর কার্যক্রম এগিয়ে নিতে হচ্ছে।

সুধীবৃন্দ, এখন গত ৩০-০৬-২০১৮ তারিখে সমাপ্ত অর্থবছরের নিরীক্ষিত স্থিতিপত্র, লাভ-লোকসানের হিসাব ও নিরীক্ষা প্রতিবেদনসহ পরিচালকমন্ডলীর বার্ষিক প্রতিবেদন আপনাদের সম্মুখে উপস্থাপন করছি। কোম্পানীর কার্যক্রমের উপর উপস্থিত সম্মানিত শেয়ারহোল্ডারবৃন্দের সুচিন্তিত মতামত ও পরামর্শ প্রত্যাশা করছি, যা আমাদের ইপ্সিত লক্ষ্য অর্জনে সহায়ক হবে।

### শেয়ার মূলধন

কোম্পানীর ইস্যুকৃত, গৃহীত ও পরিশোধিত শেয়ার মূলধনের পরিমাণ ৩০,১১,৫৫,৫৩০/- (ত্রিশ কোটি এগার লক্ষ পঞ্চান্ন হাজার পাঁচশত ত্রিশ) টাকা, যা প্রতিটি ১০ টাকা মূল্যের ৩,০১,১৫,৫৫৩টি শেয়ারে বিভক্ত। তন্মধ্যে ১৯৯২, ১৯৯৬, ২০০২-২০০৭ , ২০০৯-২০১১ ও ২০১৫-২০১৭ অর্থবছরে ঘোষিত ২৯,১১,৫৫,৫৩০/- (উনত্রিশ কোটি এগারো লক্ষ পঞ্চান্ন হাজার পাঁচশত ত্রিশ) টাকা মূল্যের মোট ২,৯১,১৫,৫৫৩টি (দুই কোটি একানব্বই লক্ষ পনের হাজার পাঁচশত তিপ্পান্ন) বোনাস শেয়ার অন্তর্ভূক্ত হয়েছে।

### উৎপাদন

গত ২০১৭-২০১৮ অর্থবছরে কোম্পানীর উৎপাদন লক্ষ্যমাত্রা ৩,০০০টি ধরা হয়েছিল। লক্ষ্যমাত্রার বিপরীতে ৬৭৬টি টিভিএস ব্র্যান্ডের এবং ১১৫৭টি জংশেন ব্র্যান্ডের মোটরসাইকেলসহ মোট ১,৮৩৩টি প্রকৃত উৎপাদন হয়েছে, যা লক্ষ্যমাত্রার ৬১.১০%। পূর্ববর্তী অর্থবছরে ৩,০০০টি লক্ষ্যমাত্রার বিপরীতে ১২৫০টি মোটরসাইকেল প্রকৃত উৎপাদন হয়েছিল যা লক্ষ্যমাত্রার ৪১.৬৭%।

### বিক্রয়

বিক্রয় লক্ষ্যমাত্রা ৩,০০০টি মোটরসাইকলের বিপরীতে ২০১৭-২০১৮ অর্থবছরে ৬৫৬টি টিভিএস ব্র্যান্ডের এবং ১১৫৪টি জংশেন ব্র্যান্ডের সহ মোট ১৮১০টি মোটরসাইকেল প্রকৃত বিক্রয় হয়েছে, যা লক্ষ্যমাত্রার ৬০.৩৪%। পূর্ববর্তী অর্থবছরে ৩,০০০টি লক্ষ্যমাত্রার বিপরীতে মোট ১২১১টি মোটরসাইকেল প্রকৃত বিক্রয় হয়েছিল যা লক্ষ্যমাত্রার ৪০.৩৭%। বিবেচনাযোগ্য যে, চীন থেকে আমদানিকৃত জংশেন ব্র্যান্ড নিয়ে এবিএল ব্যবসা শুরু করায় নতুন পণ্যের পরিচিতি বাড়ানোর জন্য বিভিন্ন উদ্যোগ গ্রহণ করেও লক্ষ্যমাত্রা অর্জন করা সম্ভব হয়নি। অন্যদিকে আশার কথা হলো যে, গত ২৪-০৫-২০১৮ তারিখে টিভিএস এর সাথে এমওইউ স্বাক্ষরিত হওয়ার পর গত অর্থবছরের জুন মাসে ৬৫৬টি মোটরসাইকেল বিক্রয় করা সম্ভব হয়েছে, ফলে বিক্রয় আগামীতে ক্রমান্বয়ে বৃদ্ধি পাবে বলে আশা করা যাচ্ছে।

### লাভ-লোকসান

২০১৭-২০১৮ অর্থবছরে করপূর্ব মুনাফার লক্ষ্যমাত্রা ১২৫.৮৭ লক্ষ টাকার বিপরীতে প্রতিষ্ঠানের ৩৫৪.১৩ লক্ষ টাকা করপূর্ব লোকসান হয়েছে। পূর্ববর্তী বছরে একই সময়ে করপূর্ব লোকসান ৭০৮.৯৯ লক্ষ টাকা ছিল। ২০১৬-২০১৭ অর্থবছরের তুলনায় ২০১৭-২০১৮ অর্থবছরে এবিএল-এর লোকসানের পরিমান প্রায় অর্ধেকে নেমে এসেছে ফলে আগামী অর্থবছরে প্রতিষ্ঠানটি লোকসান কাটিয়ে উঠবে বলে আশা করা যাচ্ছে।

## মুনাফা বন্টনের হিসাব

| বি ব র ণ | ৩০-০৬-২০১৮ (লক্ষ টাকায়) | | ৩০-০৬-২০১৭ (লক্ষ টাকায়) | |
|---|---|---|---|---|
| প্রারম্ভিক জের | ৪২১১.০৬ | | ৫৩১৫.৮২ | |
| পূর্ববর্তী বছরের সমন্বয় | (২২.৭৫) | | (৬.৩৬) | |
| | | ৪১৮৮.৩১ | | ৫৩০৯.৪৬ |
| বৃদ্ধিপ্রাপ্ত সম্পদের অবচয় | | ৯.৪৯ | | ১১.৬০ |
| করপূর্ব মুনাফা/(লোকসান) | | (৩৫৪.১৩) | | (৭০৮.৯৯) |
| কর প্রদানের জন্য বরাদ্দ | | (১৫.২৮) | | (৯.৮৭) |
| বিলম্বিত কর | | ০.০৪ | | (০.০৩) |
| | | ৩৮২৮.৪৩ | | ৪৬০২.১৭ |
| বন্টনযোগ্য মুনাফা | | ৩৮২৮.৪৩ | | ৪৬০২.১৭ |
| বোনাস শেয়ার (২০১৬-২০১৭) | (২৭৩.৭৮) | | (১৩০.৩৭) | |
| নগদ লভ্যাংশ (২০১৬-২০১৭) | (৫৪.৭৫) | (৩২৮.৫৩) | (২৬০.৭৪) | (৩৯১.১১) |
| স্থিতিপত্রে স্থানান্তর (Retained Earnings as at 30 June 2018) | | ৩৪৯৯.৯০ | | ৪২১১.০৬ |

## লভ্যাংশ ঘোষণা

২০১৭-২০১৮ অর্থবছরে কোম্পানীর মোট ৩৬৯.৩৭ লক্ষ টাকা লোকসান করেছে। গত বছর করোত্তর নীট লোকসান ৭১৮.৮৯ লক্ষ টাকা এবং পুঁজিভুত মুনাফা ৪২১১.০৬ লক্ষ টাকা হতে পরিশোধিত মুলধনের উপর ২% নগদ লভ্যাংশ ও ১০% বোনাস শেয়ার প্রদান করা হয়েছিল। সম্মানিত শেয়ারহোল্ডারদের বিনিয়োগ ও কোম্পানীর বর্তমান ব্যবসায়িক সংকটসহ সার্বিক অবস্থা বিবেচনা করে ২০১৭-২০১৮ অর্থবছরে ৩৬৯.৩৭ লক্ষ টাকা নীট লোকসানের বিপরীতে কোম্পানীর পরিচালক পর্ষদ পুঁজিভুত মুনাফা ৩৪৯৯.৯০ লক্ষ টাকা হতে পরিশোধিত মূলধনের উপর ১০% বোনাস শেয়ার প্রস্তাব করা হল। উল্লিখিত হারে বোনাস শেয়ারের জন্য ৩,০১,১৫,৫৫৩/- (তিন কোটি এক লক্ষ পনের হাজার পাঁচশত তিপ্পান্ন) টাকা পরিশোধিত মূলধনের সাথে যোগ হবে। বোনাস শেয়ার প্রদানে পরিচালক পর্ষদের প্রস্তাব অদ্যকার বার্ষিক সাধারণ সভায় সম্মানিত শেয়ারহোল্ডারগণের বিবেচনা ও অনুমোদনের জন্য পেশ করা হল।

## জাতীয় রাজস্ব তহবিলে জমা

২০১৭-২০১৮ অর্থবছরে এটলাস বাংলাদেশ লিমিটেড কর্তৃক জাতীয় রাজস্ব তহবিলে ৪৩৭.৪৩ লক্ষ টাকা জমা দেয়া হয়েছে। ২০১৬-২০১৭ অর্থবছরে উক্ত খাতে এরূপ জমার পরিমাণ ৬০০.৯৮ লক্ষ টাকা ছিল, যার বিবরণ নিম্নরূপঃ-

| বিবরণ | ২০১৭-২০১৮ (লক্ষ টাকায়) | ২০১৬-২০১৭ (লক্ষ টাকায়) |
|---|---|---|
| ক. আমদানী শুল্ক | ৮০.৮৯ | ১৩০.৩০ |
| খ. ভ্যাট ও সম্পুরক শুল্ক | ৩০৫.১৯ | ৩৯৬.২৭ |
| গ. আয়কর | ৫১.৩৫ | ৭৪.৪১ |
| সর্বমোট | ৪৩৭.৪৩ | ৬০০.৯৮ |

## করপোরেট সামাজিক দায়িত্ব

পূর্ববর্তী বছরের ন্যায় এ অর্থবছরেও এবিএল কর্তৃক পরিবেশ রক্ষা ও সমাজের প্রতি দায়িত্বশীল অবদান রাখা হয়েছে। প্রতিষ্ঠানে কর্মরত কর্মকর্তা, কর্মচারী ও শ্রমিকদের ছেলে-মেয়েদের ২০১৭-২০১৮ অর্থবছরে ১১৯ জনকে মেধাবৃত্তি প্রদান করা হয়। কর্মক্ষেত্রকে পরিবেশ বান্ধব রাখা এবং কর্মরতদের সুস্বাস্থ্যের জন্য শ্রমিক/কর্মচারীদের ঝুঁকি ভাতা এবং কিছু সংখ্যক শ্রমিক ঝুঁকিপূর্ণ কাজে নিয়োজিত থাকায় যাতে তাদের স্বাস্থ্য হানি না ঘটে সেজন্য পুষ্টিকর খাদ্য প্রদান সহ ধর্মীয় কাজে সম্ভাব্য সহায়তা প্রদান করা হয়েছে।

## মানবসম্পদ উন্নয়ন

অনুমোদিত মানবসম্পদ কাঠামো অনুযায়ী কোম্পানীতে কর্মকর্তা, কর্মচারী ও শ্রমিকের মোটসংখ্যা ২১৫ জন। ৩০ জুন ২০১৮ তারিখে কর্মরত কর্মকর্তা, কর্মচারী ও শ্রমিকের সংখ্যা ১৭৪ জন ছিল। প্রতিষ্ঠানের মানব সম্পদ উন্নয়ন কর্মসূচীর অংশ হিসেবে প্রতিটি স্তরের কর্মকর্তা, কর্মচারী ও শ্রমিকদেরকে পেশাগত স্বাস্থ্য ও নিরাপত্তা বিষয়ে সচেতনতা বৃদ্ধি এবং ব্যক্তিগত সুরক্ষাসরঞ্জামাদি ব্যবহারের উপর প্রশিক্ষণ দেওয়া হয়েছে।

কারখানার উৎপাদনশীলতা বৃদ্ধি কল্পে শিল্প মন্ত্রণালয়ের অধীন ন্যাশনাল প্রোডাক্টিভিটি অর্গানাইজেশন (এনপিও) কর্তৃক আয়োজিত সপ্তাহব্যাপী কোর্সে কারখানার সুপারভাইজার, ফোরম্যান এবং কর্মকর্তাবৃন্দ অংশগ্রহণ করেন। কোর্সে অংশগ্রহণকারী প্রতিষ্ঠানের কর্মচারী ও কর্মকর্তা প্রতিষ্ঠানের উৎপাদনশীলতা বৃদ্ধির বিষয়ে অজানা তথ্য সম্পর্কে অবহিত হয় এবং অর্জিত জ্ঞান দ্বারা কারখানার উৎপাদনশীলতা বৃদ্ধিতে প্রয়োগ করার সুযোগ পেয়েছে। এছাড়া, বিএসইসি প্রধান কার্যালয় কর্তৃক আয়োজিত ইন-হাউস প্রশিক্ষণে প্রতিষ্ঠানের ব্যবস্থাপনা পরিচালকসহ উর্দ্ধতন কর্মকর্তাবৃন্দ অফিস ম্যানেজমেন্ট, ইনোভেশন এবং বাজারজাতকরণের বিভিন্ন কলাকৌশলের উপর প্রশিক্ষণ গ্রহণ করেন। প্রশিক্ষণ প্রাপ্ত এ সকল কর্মকর্তা-কর্মচারী-শ্রমিক পেশাগত উন্নয়নের মাধ্যমে কোম্পানীর প্রবৃদ্ধিতে গুরুত্বপূর্ণ অবদান রাখছে।

## অভ্যন্তরীন নিয়ন্ত্রণ ব্যবস্থা ও ঝুকি ব্যবস্থাপনা

এটলাস বাংলাদেশ লিমিটেডের ঝুকি নির্ধারণ, ঝুকি মূল্যায়ন, ঝুকি ব্যবস্থাপনা এবং অভ্যন্তরীন নিয়ন্ত্রণ ব্যবস্থাপনার জন্য একটি শক্তিশালী অভ্যন্তরীন নিরীক্ষা বিভাগ সার্বক্ষনিক/বাৎসরিক নিরীক্ষা এবং মনিটরিং কার্যক্রম পরিচালনা করে তাৎক্ষনিকভাবে বোর্ড-কে অবহিত করে। অন্যদিকে সরকারী প্রতিষ্ঠান হওয়ায় সরকারী বানিজ্যিক অডিট অধিদপ্তর কর্তৃক প্রত্যেক অর্থবছরে সরকারী বানিজ্যিক অডিট অধিদপ্তর কর্তৃক প্রত্যেক অর্থবছরে সরকারী বানিজ্যিক নিরীক্ষা পরিচালনা করে তা কোম্পানী বোর্ড, বাংলাদেশ ইস্পাত ও প্রকৌশল করপোরেশন এবং শিল্প মন্ত্রণালয়-কে অবহিত করা হয়।

## পরিচালক নির্বাচন

কোম্পানীর আর্টিকেলস অব এসোসিয়েশনের ১১৭ ধারা মোতাবেক ৯ (নয়) জন পরিচালক দ্বারা কোম্পানীর সামগ্রিক কার্যক্রম পরিচালিত হচ্ছে। আর্টিকেলস অব এসোসিয়েশনের ১১৯নং ধারা অনুযায়ী ৯ (নয়) জন পরিচালকের মধ্যে তিনজন অর্থাৎ গ্রুপ 'এ' হতে দু'জন পরিচালক যথাক্রমে জনাব মিজানুর রহমান, চেয়ারম্যান, বিএসইসি ও এবিএল কোম্পানী বোর্ড এবং জনাব আবুল কাসেম, অতিরিক্ত সচিব, শিল্প মন্ত্রণালয় ও পরিচালক এবিএল কোম্পানী বোর্ড এবং গ্রুপ 'বি' হতে একজন পরিচালক জনাব এম আকবর আলী (বিও নং-১২০২৯৬০০০০৫০৬২৩১৮) ৩৪তম বার্ষিক সাধারণ সভায় অবসর গ্রহণ করবেন। তবে অবসর গ্রহণকারী পরিচালকবৃন্দ পুনঃনির্বাচন/মনোনয়নের যোগ্যতা রাখেন।

## নিরীক্ষক নিয়োগ

কোম্পানীর নিরীক্ষক খান ওহাব শফিক রহমান এন্ড কোং, চার্টার্ড একাউন্ট্যান্টস বিগত ২০১৭-২০১৮ অর্থবছরের এটলাস বাংলাদেশ লিঃ-এর নিরীক্ষা কার্য সম্পাদন করেছে। বিগত বার্ষিক সাধারণ সভায় শেয়ারহোল্ডারগণ নিয়মনীতি অনসুরণপূর্বক খান ওহাব শফিক রহমান এন্ড কোং, চার্টার্ড একাউন্ট্যান্টসকে ২০১৭-২০১৮ অর্থবছরের হিসাব নিরীক্ষার জন্য নিয়োগ করেন। তাদের পারফরমেন্স সন্তোষজনক হওয়ায় পরিচালনা পর্ষদ কর্তৃক তাদেরকে পুনরায় নিয়োগের জন্য সুপারিশ করা হয়। কোম্পানী বোর্ড কর্তৃক সুপারিশকৃত খান ওহাব শফিক রহমান এন্ড কোং, চার্টার্ড একাউন্ট্যান্টসকে ২০১৮-২০১৯ অর্থবছরের জন্য বহিঃনিরীক্ষক নিয়োগের বিষয়টি অদ্য বার্ষিক সাধারণ সভায় সম্মানিত শেয়ারহোল্ডারগণের বিবেচনা ও অনুমোদনের জন্য পেশ করা হল।

## স্বতন্ত্র পরিচালক

বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশনের নীতিমালা অনুসারে ৪০৮তম বোর্ড সভায় জনাব আবুল কাসেম, অতিরিক্ত সচিব, শিল্প মন্ত্রণালয়কে স্বতন্ত্র পরিচালক হিসেবে ২৯-০১-২০১৮ তারিখে নিয়োগ দেওয়া হয়েছে। তদপ্রেক্ষিতে বোর্ড কর্তৃক স্বতন্ত্র পরিচালক নিয়োগের অনুমোদনের বিষয়টি অত্র বার্ষিক সাধারণ সভায় সম্মানিত শেয়ারহোল্ডারগণের বিবেচনা ও অনুমোদনের জন্য পেশ করা হল।

## ভবিষ্যৎ পরিকল্পনা

সম্মানিত শেয়ারহোল্ডারবৃন্দ, আপনারা জানেন যে, জাপানের হোন্ডা মটর কোম্পানী লিমিটেড এবং ভারতের হিরো মটোকর্প লিমিটেড-এর ব্যবসায়িক সম্পর্ক ছিন্ন হওয়ার পর গত জুন ২০১৪ হতে এবিএল'র উৎপাদন কার্যক্রম বন্ধ হয়ে যায়। এরপর চীনের চংকিং জনশেন গ্রুপ আই/ই করপোরেশনের সাথে গত ১১-০৮-২০১৫ তারিখে ডিষ্ট্রিবিউশন এন্ড টেকনিক্যাল এসিসটেন্স এগ্রিমেন্ট সম্পাদন করা হয়। বস্তুতঃ, বাংলাদেশের বাজারে এটলাস পায়োনিয়ার হিসেবে হোন্ডা এবং পরবর্তীতে হিরো-হোন্ডা ব্র্যান্ডে একচেটিয়া ব্যবসা করেছে। কিন্তু বর্তমানে দেশের বাজারে জাপানের হোন্ডা, সুজকী, ইয়ামাহা এবং ভারতের হিরো, বাজাজ ও টিভিএস ছাড়াও দেশীয় হিসেবে রানারসহ বেশ কয়েকটি ব্র্যান্ড প্রতিযোগীতামূলকভাবে ব্যবসা করছে।

এ দেশের বাজারে চীনের জনশেন ব্র্যান্ডকে পরিচিতি করার লক্ষ্যে প্রিন্ট ও ইলেকট্রনিক মিডিয়াতে বিজ্ঞাপন প্রচার, বিভিন্ন গুরুত্বপূর্ণ সড়ক ও স্থানে বিল বোর্ড স্থাপন, প্রতিটি মোটরসাইকেলের সাথে একটি করে ইঞ্জিন অয়েল ও হেলমেট ফ্রি প্রদান, দেশব্যাপী টেষ্ট ড্রাইভ প্রোগ্রাম আয়োজন, ইত্যাদি সম্পন্ন করা হয়েছে। এমন কি পর্যায়ক্রমে ডিলার সম্মেলন আয়োজন করা এবং ৫০% ক্রেডিটে মোটরসাইকেল সরবরাহের ব্যবস্থা গ্রহণ করা হয়েছে। তথাপি আশানুরুপ সাড়া পাওয়া যায়নি।

এরূপ ব্যবসায়িক পরিস্থিতিতে গত ২৪-০৫-২০১৮ তারিখে শিল্প মন্ত্রণালয়ে মাননীয় শিল্প মন্ত্রীর উপস্থিতিতে এটলাস বাংলাদেশ লিমিটেড করপোরেট পার্টনার হিসাবে টিভিএস অটো বাংলাদেশ লিমিটেডের সাথে একটি সমঝোতা স্মারক (এমওইউ) স্বাক্ষর করা হয়। উক্ত সমঝোতা স্মারক এর ভিত্তিতে এবিএল বর্তমানে জংশেন ব্র্যান্ডের পাশাপাশি করপোরেট সেক্টরে টিভিএস ব্র্যান্ডের মোটরসাইকেল এবিএল কারখানায় সংযোজন পূর্বক সরবরাহ করা হচ্ছে এবং আশানুরুপ সাড়া পাওয়া যাচ্ছে।

সম্মানিত শেয়ারহোল্ডারবৃন্দ, বর্তমানে এবিএল-কে লোকসানের হাত থেকে লাভজনক প্রতিষ্ঠানে পরিনত করার জন্য নিম্নরূপ পদক্ষেপ গ্রহণ করা হয়েছেঃ

১। বর্তমান সরকার ২০২১ সালের মধ্যে দেশকে মধ্যম আয়ের দেশ এবং ২০৪১ সালের মধ্যে উন্নত দেশে রূপান্তরের লক্ষ্যমাত্রা নির্ধারণ করেছে। সেই ধারাবাহিকতায় স্থানীয় শিল্পের বিকাশ, স্থানীয় দক্ষতার উন্নয়নের মাধ্যমে পর্যাপ্ত কর্মসংস্থান সৃষ্টি, ইত্যাদি লক্ষ্যমাত্রা অর্জনের জন্য ২০১৮-২০১৯ অর্থবছরের বাজেটে মোটরসাইকেল সেক্টরকে আরো বিকাশ মূখীকরণে জাতীয় রাজস্ব বোর্ড (এনবিআর) আমদানীকারক/উৎপাদকের কতিপয় শর্তপূরণ সাপেক্ষ্যে শুল্ক কর রেয়াতের সুযোগ রয়েছে। ইতোমধ্যে শিল্প মন্ত্রণালয় মোটরসাইকেল শিল্প স্থাপনের জন্য নীতিমালা প্রণয়ন করেছে। এনবিআর এর শর্তানুযায়ী সংযোজনকারী হতে পর্যায়ক্রমে উৎপাদক হিসেবে দেশে ম্যানুফেকচারিং শুরুর লক্ষ্যে চীনের চংকিং জংশেন গ্রুপ আই/ই করপোরেশনের সাথে যোগাযোগ করা হয়েছে। তাদের চারজন প্রতিনিধি ইতোমধ্যে দেশের বাজার যাচাইপূর্বক সম্ভাব্যতা যাচাই করছে। আশা করা যাচ্ছে এবিএল খুব দ্রুত সময়ের মধ্যে ৮০সিসি এবং ১০০সিসি মোটরসাইকেলের চেসিস তৈরী করে উৎপাদনকারী হিসাবে আত্মপ্রকাশ করবে।

২। টিভিএস অটো বাংলাদেশ লিঃ -এর চাহিদা অনুযায়ী তাদের সহযোগীতায় সংযোজন লাইন আধুনিকরণের কাজ চলছে, এর ফলে আধুনিক মেশীনারিজের মাধ্যমে অত্যন্ত গুনগতমান সম্পন্নভাবে দৈনিক প্রায় ২০০ মোটরসাইকেল সংযোজন করা সম্ভব হবে। এটলাস বাংলাদেশ লিমিটেডের এ্যাসেম্বলী লাইনে টিভিএস ব্র্যান্ডের বাৎসরিক প্রায় ৩০,০০০ মোটরসাইকেল উৎপাদন করবে সেখানে এবিএল-এর করপোরেট বিক্রয় ব্যতীত অবশিষ্ট মোটরসাইকেল টিভিএস অটো বাংলাদেশ লিমিটেড নিয়ে যাবে। সেক্ষেত্রে টিভিএস ব্র্যান্ডের সিকেডি মোটরসাইকেল এ্যাসেম্বলী বাবদ প্রতিটি মোটরসাইকেলের জন্য একটি নির্দিষ্ট পরিমান সংযোজন ফি এবিএল-কে প্রদান করবে। সেক্ষেত্রে এ্যাসেম্বলী বাবদ বছরে প্রায় ২.০০ (দুই কোটি) টাকা আয় হবে বলে আশা করা যাচ্ছে।

৩। প্রতিযোগিতামূলক বাজারে আধুনিক, ভবিষৎ উপযোগী, পরিবেশ বান্ধব (গ্রীন শিল্প) মোটর সাইকেলের যন্ত্রাংশ তৈরির শিল্প কারখানা এটলাস বাংলাদেশ লিমিটেডে স্থাপনের উদ্যোগ নেয়া হয়েছে। টিভিএস অটো বাংলাদেশ লিঃ এর সাথে এবিএল'র সম্পাদিত সমঝোতা স্বারক'র অধীন বাজারে যন্ত্রাংশের চাহিদা ও সম্ভাব্যতা যাচাইপূর্বক বাজার নির্ভর টেকসই শিল্প কারখানা তৈরির উদ্দেশ্যে ইতোমধ্যে কমিটি গঠন করা হয়েছে। চলতি মাসেই কমিটির রিপোর্ট দাখিল করবে। সে আলোকে কারখানা নির্মানের পরিকল্পনা গ্রহণ ও বাস্তবায়নের কার্যক্রম গ্রহণ করা হবে। আধুনিক এ কারখানা নির্মান করা হলে, শত শত জনবলের কর্মসংস্থান সৃষ্টি হবে। দেশের চাহিদা পূরণ করে বিদেশে রপ্তানী করার সুযোগ তৈরি হবে।

৪। গুনগত মানসম্পন্ন, অধিক নিরাপদ, বিদ্যুৎ সাশ্রয়ী সিলিং ফ্যান উৎপাদন করার জন্য সম্ভাব্যতা যাচাইসহ আবশ্যিক প্রক্রিয়া সম্পন্ন করে প্রকল্প প্রস্তাব (ডিপিপি) অনুমোদনের জন্য শিল্প মন্ত্রণালয়ে প্রেরণ করা হয়েছে। অনুমোদন প্রাপ্তির পর প্রাথমিক পর্যায়ে ২ (দুই লক্ষ) পিস সিলিং ফ্যান প্রতি বছর উৎপাদন করার লক্ষমাত্রা নির্ধারণ করা হয়েছে।

৫। আন্তর্জাতিক মানদন্ড বজায় রেখে বর্ণিত মোটর সাইকেলের যন্ত্রাংশ, ফ্যান তৈরির কারখানা ছাড়াও ৩/৪ চাকা বিশিষ্ট পরিবেশ বান্ধব বাহন (সোলার নির্ভর) তৈরির বিষয়ে পরীক্ষা- নিরীক্ষা শুরু করা হয়েছে।

৬। আন্তর্জাতিক খ্যাতনামা প্রতিষ্ঠানের সনদ গ্রহণের কার্যক্রম শুরু করা হয়েছে।

৭। প্রতিষ্ঠানে ওভারহেড কস্ট কমানোর উদ্যোগ নেয়া হয়েছে।

**সম্মানিত শেয়ারহোল্ডারবৃন্দ,**

উৎপাদনহীন অবস্থান থেকে ব্যবসায়িকভাবে পুনঃপ্রতিষ্ঠিত হওয়ার পথে এবিএল নিরলস প্রচেষ্টা চালাচ্ছে। এক্ষেত্রে পরিচালনা পর্ষদের সম্মানিত সকল সদস্য, কোম্পানীর শ্রমিক-কর্মচারী-কর্মকর্তা এবং সম্মানিত ডিলারবৃন্দের আন্তরিক প্রচেষ্টা আমি কৃতজ্ঞ চিত্তে স্মরণ করতে চাই। সাথে সাথে বিদ্যমান সংকটকে উত্তরণের মাধ্যমে অভিষ্ট লক্ষ্যে পৌঁছতে কোম্পানীর সকল সম্মানিত শেয়ারহোল্ডার এবং ডিলারের আন্তরিক সহযোগিতা কামনা করছি। অদ্যকার বার্ষিক সাধারণ সভায় উপস্থিত হয়ে ধৈর্য সহকারে আমার বক্তব্য শোনার জন্য আন্তরিক ধন্যবাদ জানাচ্ছি।

এখন আমি এবিএল'র ২০১৭-২০১৮ অর্থবছরের নিরীক্ষিত হিসাব ও নিরীক্ষকদের প্রতিবেদন এবং পরিচালক পর্ষদের বার্ষিক প্রতিবেদন সম্মানিত শেয়ারহোল্ডারদের সদয় বিবেচনা ও অনুমোদনের জন্য উপস্থাপন করছি।

পরম করুণাময় আল্লাহ সোবহানাতায়ালা আমাদের সকলের সহায় হোন।

তারিখ ঃ ২২ ডিসেম্বর, ২০১৮

পরিচালক পর্ষদের পক্ষে,

(মির্জানুর রহমান)
চেয়ারম্যান, এটলাস বাংলাদেশ লিঃ

# ATLAS BANGLADESH LIMITED

265-267, Tongi Industrial Area, Tongi, Gazipur

## DIRECTOR'S REPORT TO THE SHAREHOLDERS

"Bismillah Hir Rahmanir Rahim"

I, on behalf of the Board of Directors and on my own behalf, welcome you all to the 34th Annual General Meeting of Atlas Bangladesh Limited controlled by the Bangladesh Steel & Engineering Corporation (BSEC) under the Ministry of Industries Govt.of the people's republic of Bangladesh.

Assalamu Alaikum,

Dear Shareholders, On behalf of Atlas Bangladesh Limited and from my part congratulation to all. In this months of victory getting change to meet with all of you I am with full of honor remembering the greatest Bangali of the thousand year father of the nation Bangabandhu Sheikh Mujibur Rahman for whose endless self-sacrifice the independent sovereign Bangladesh was born. After the liberation hour he to build his golden Bengal gave the highest priority to the worker oriented Industrial organizations. Today for that continuity his competent successor People's leader and the honorable Prime Minister of the People's Republic of Bangladesh Sheikh Hasina by her strong leading Bangladesh is advancing towards a such a development that never ever. As being a participant of the development of Bangladesh the Minister for Industry of Bangladesh Honorable Amir Hossain Amu by his leading ABL is tirelessly working for modernization of the Industries. For your reference, on January 1, 2018, the expiration of distribution and technical assistance agreement has been renewed for two more years with China's Chongqing Zongshen Group I / E Corporation. On the other hand, in the presence of Honorable Industries Minister of the Government of the People's Republic of Bangladesh for the business relationship of Atlas Bangladesh Limited with TVS Auto Bangladesh Limited, on 24-05-2018, supply of motorcycle's (CKD) between both sides and in future joint venture for the purpose of manufacturing important parts of motorcycle for two years Understand The memorial is signed. As a result of that agreement Atlas Bangladesh Limited from TVS will purchase 15-20 thousand motorcycles in a year or a complete separation, and it will be sold in ABL's own factory After assembled. TVS brand motorcycle official, semi-government; autonomous organizations, government-assisted projects and direct purchase method (DPM) and open tendering method (OTM) Atlas from NGOs will be able to supply motorcycles directly to those institutions from Bangladesh. As a corporate partner, Atalas Bangladesh Limited is promoting the motorcycle of the TVS brand in the Corporate Sector. At present, ABL-Zongshen brand as well as TVS brand motorcycles are being marketed. In spite of the various adversities, in the last 2017-2018 fiscal year, as well as the Zongshen brand, as many as 1810 motorcycle sales were sold including 656 motorcycle sales of different models of TVS brands . Promoting motorcycle market industrial companies in the country's motorcycle market are competing reducing the price of different models of their respective brands. In that context, ABL has to sell motorized motorcycle at contract price. In this situation, our company's activities are going to take forward.

Dear Shareholders, It is a great occasion indeed, where the Directors have the pleasure in submitting before you, their report along with the Audited Accounts, the Auditors report there on of the company pertaining to the financial year ended 30 June 2018 for your valuable comments, opinions and approval.

### SHARE CAPITAL

Issued, subscribed and paid up Share Capital of the Company stands at TK. 30,11,55,530/- which is divided into 3,01,15,553 ordinary shares of TK. 10 each. This includes 29,11,5553 Bonus Shares of Tk. 29,11,55530 (Two crore Ninety one lac fifteen thousand five hundred thirty) only declared in phases in the year 1992, 1996, 2002-2007, 2009-2011 & 2015-2017.

### PRODUCTION

In the last 2017-2018 financial year, the production target of the company was 3000. In contrast to the target, there were 1833 actual production, including 676 TVS brands and 1157 Zongshen brand motorcycles, which were 61.10%. In the previous financial year, against the target of 3,000 targets 1250 motorcycles were produced actual, which was 41.67%

### SALES

During the financial year 2017-2018 actual sale of Motorcycle is 1,810 including 656 TVS brands and 1154 Zongshen brands in 2017-2018 financial year against of target is 3000 motorcycles. The achievement of target is 60.34%. Previous year actual sale of Motorcycle were 1211 units (40.37%) as against target of 3,000 units. In consideration that, ABL started its business with On the other hand, it was possible to sell 656 motorcycles in June last financial year after signing MoU with TVS on 24-05-2018, which is expected to increase in the next financial year.

### Profit/(Loss)

During the financial year 2017-2018 the company has fallen pre-tax net loss of Tk. 354.13 Lac against target of profit Tk.125.87 Lac. Previous year the company's pre-tax loss was Tk. 708.99 Lac. As of 2017-2018 financial years 2016-2017 financial years, ABL's losses have dropped by almost half and it is expected that the company will be able to overcome the losses in the next financial year.

## Calculation of profit distribution

| Particulars | 30-06-2018 (Lac Taka) | | 30-06-2017 (Lac Taka) | |
|---|---|---|---|---|
| Opening Balance of retained earnings | 4211.06 | | 5315.82 | |
| Previous year's adjustment | (22.75) | | (6.36) | |
| | | 4188.31 | | 5309.46 |
| Transfer from Revaluation Reserve(Dep.) | | 9.49 | | 11.60 |
| Net Profit/(Loss) before Tax | | (354.13) | | (708.99) |
| Provision for Income Tax | | (15.28) | | (9.87) |
| Deferred Tax | | 0.04 | | (0.03) |
| | | 3828.43 | | 4602.17 |
| Un-Distributed surpluses | | 3828.43 | | 4602.17 |
| Stock Dividend (2016-2017) | (273.78) | | (130.37) | |
| Cash Dividend (2016-2017) | (54.76) | (328.54) | (260.74) | (391.11) |
| Retained Earnings Transfer to Balance sheet as at 30 June 2018 | | 3499.90 | | 4211.06 |

## DIVIDEND DECLAR

During the financial year 2017-2018 the company has fallen of losses after tax of Tk. 369.37 Lac. Previous year the company declared 2% cash and 10% stock dividend on the paid up capital out of the net loss after tax Tk.718.89 Lac & the accumulated Profit of Tk.4211.06 Lac. Considering the shareholders investment, present business crisis of the company and overall situation of the company, end of the financial year 2017-2018 the Board of Directors recommended to pay 10% stock dividend on the paid up capital out of the accumulated Profit of Tk. 3499.90 Lac. 1 (One) Bonus Share for each 10(Ten) Ordinary shares. The Payment of Bonus dividend required of Tk. 3,01,15,553/- added in the paid up capital for 10% stock dividend. The proposal of the board of directors for stock dividend is presented for consider and approval of the honorable shareholders in this annual general meeting.

## CONTRIBUION TO THE NATIONAL EXCHEQUER

During the financial year 2017-2018 contribute to the national exchequer of the company Tk.437.43 Lac. Previous year this was Tk.600.98 Lac. Particulars of the contribution to the national exchequer are as follows:

| Particulars | 2017-2018 (Tk. In Lac) | 2016-2017 (Tk. In Lac) |
|---|---|---|
| A. Custom Duty | 80.89 | 130.30 |
| B. VAT & Supplementary Duty | 305.19 | 396.27 |
| C. Income tax | 51.35 | 74.41 |
| **Total** | **437.43** | **600.98** |

## CORPORATE SOCIAL RESPONSIBILITIES

Atlas Bangladesh Ltd. is committed to take part in various social and religious activities. Tree plantation, arrangement of accommodation and supply of water for the devotees during Biswa Estema are few of the activities that the Company undertakes almost regularly. The Company provides scholarships to the children of the employees every year, for their higher education. During the Financial Year 2017-2018 ABL sanctioned 119 Scholarship for its employee's children. In the past Atlas Contributed to the Govt. Relief fund for the distressed people, which will be continued in future, if needed.

## HUMAN RESOURCES DEVELOPMENT

As per approved organogram total number of employees of the company is 215 nos. 174 nos. of employees are working in the company up to June 2018. In order to improve productivity and efficiency of human resources, the Company provides formal and informal trainings to its employees. Besides above ABL has arranged training for officers, staff and technical person of the company. ABL also try to give the trainings in foreign countries to our officers to improve their skillness.

To increases the productivity of the factory ABL arrange a training program for one week to its supervisor, foreman & officers which is organized by National Productivity Organization (NPO) Under the Ministry of Industry. This training program enhances the knowledge of productivity for the participants. Moreover BSEC Organized in-house training program time to time for Managing Director and Senior Officers about office management and marketing policy. We hope this training program will be built up the human resources.

## Internal controlling and risk management

The risk determination of Atlas Bangladesh limited, evaluation of the risk, risk management and internal controlling for that one of it's internal auditing division/by yearly auditing and monitoring activities by governing that instantly inform every thing to the Board. In the other side as it is a govt. organization so by the govt. commercial audit conducting the audit informs this to Company Board and to Bangladesh Steel & Engineering Corporation & Ministry of Industry.

## ELECTION OF THE DIRECTORS

According to the section 117 of the Articles of Association of the Company, the company are being operated by 9 (nine) Directors. One-third of the total numbers of Directors will be retire in the Annual General Meeting in accordance with the section 119 of the articles of association. 2 (two) Directors from group "A" Mr. Mizanur Rahman, Chairman, BSEC & ABL Company Board and Mr. Abul Kashem, Additional Secretary, Ministry of Industries & Director ABL Company Board and 01 (one) director from group "B" Mr. M Akbar Ali (Bo Ac no-120296005062318) shall be retire in the 34th Annual General Meeting. However, the retired Directors are, eligible for being re-elected.

## APPOINMENT OF AUDITOR

The Auditors of the Company Khan Wahab Shafique Rahman & Co. Chartered Accountants completed the audited financial statements for the year ended 30 June 2018. Khan Wahab Shafique Rahman & Co. Chartered Accountants are appointed by the shareholders in the last annual general meeting as per rules & regulations. Their performance is satisfactory. As per the recommendation of the board of Directors for appointment of auditors Khan Wahab Shafique Rahman & Co. Chartered Accountants are eligible for re-appointment for the financial year 2018-2019. So accordingly the matter is presented for consider and approval of the honorable shareholders in this Annual General Meeting.

## APPOINMENT OF INDEPENDENT DIRECTOR

As per the rules and regulations of Bangladesh Securities & Exchange Commission the board of Directors appointment Mr.Abul Kashem, Additional Secretary, Ministry of Industries as independent director in its 408th Board meeting the date of 29-01-2018. In this regard appointment of independent director b the company board the matter is presented for consider and approval of the honorable shareholders in this annual general meeting.

## FUTURE PLAN

Dear Shareholders, you know that the Honda Motor Company of Japan & Hero Motocorp. Limited their business relation as been disrupted after that on last June 2018 the ABL production activities have been stopped. Then the Chongking Zongshen Group of China with the I/E Corporation on date 11/08/2015 execute a distribution and assistance relation. Practically in the markets of Bangladesh Atlas as a pioneer with Honda and later with Hero brand have done monopoly business. But now in our country market the Honda, Suzuki and Yamaha of Japan and the Hero, Bajaj and TVS of India besides that as native with Runner some other brands doing competitive business.

In the market of this country to introduce the Zongshen brand of China to circulate advertisement in print & electronic media and to set billboard in various important places of roads and other place, with every motor cycle to give one free engine oil and helmet it is needed to do test drive to all over the country hence etc, have been done. Even gradually to arrange the dealer conference and to supply the motor cycle with 50% credit facility these have been arranged. Yet no hopeful respond been got. In such business situation on last 24/05/2018 in the Ministry of Industry in presence of honorable Minister for Industry Atlas Bangladesh as corporate partner with the TVS Auto Bangladesh Limited signed a MOU. Basing on that Memorandum of Understanding ABL now side by side with the Zongshen brand in the corporate sector assembling the motor cycle of TVS brand in the work shop of ABL getting hopeful response by supplying. The honorable share holders, to save the ABL from loss and make it a profitable organization now the under mentioned steps have been taken.

1. Present Government within 2021 to be a middle earning country and within 2041 have taken target to make the country as a developed country. In it's continuation the development of local industry with local expertise development and to create opportunity of employment etc. for achieving the target level in the fiscal year 2018-2019 in budget the motor cycle sector to develop more with some condition of import/production by the National Board of Revenue (NBR) the facility have been given for exemption of taxes. In the mean time in the Ministry of Industry to establish motor cycle industry principles have been setup.

As per the condition of NBR from the assemblers gradually as a manufacturer to start production in the country with the Chongking Zongshen Group of China the I/E corporation have communicated. Their four representative in the mean time have studied the market feasibility in Bangladesh. Hoping that within a very rapid time ABL with making chassis of 80CC and 100CC motor cycle shall make appearance before the public as a manufacturer.

2. As per demand of TVS auto with their cooperation the modernization of assembling line have been going on, for that by modern machineries with high grade quality daily 200 motor cycle assembling shall be possible. In the assembly line of Atlas Bangladesh Limited the TVS brand shall manufacture about 30,000 motor cycle yearly in there beyond the corporate sell of TVS brand the other motor cycle shall be taken by the TVS auto Bangladesh. In that case for the assembling of TVS brand CKD motor cycle a limited amount of assembling fee shall be given to ABL. In that case for assembling yearly 2.00 (Two crore) taka shall be the income as hope.

3. In the competitive market modern, future befitted, environment friendly (Green Industry) motor cycle parts manufacturing industry the initiative have been taken by Atlas Bangladesh Limited. TVS Auto Bangladesh Limited with ABL under their executed MOU justifying the demand and feasibility of parts in the market to establish a market base industry in the mean time have formed a committee. In this running month the committee will submit their report. In that light to take plan to establish factory and for it's implementation program will be taken. This modern factory if constructed their the opportunity of hundreds and hundreds manpower employment will create. Fulfilling the demand the country market it will be possible to export to the foreign market.

4. With justifying the feasibility of electricity economic fan with graded quality and higher safety doing the necessary procedure to approve the proposal (DPP) it has been sent to Ministry of Industry. After getting the approval in primarily level yearly 2 (two lac) pieces of fan yearly to manufacture the target have been finalized.

5. Maintaining the international standard the parts of mentioned motor cycle and the factory of manufacturing of fan besides that 3/4 wheel echo friendly transport (solar based) to manufacture testing and experiment have been started.

6. The activities of taking certification of internationally reputed organization also been started.

7. In the organization initiative have been taken to minimize the overhead cost.

## CONCLUSION

ABL try to heart & soul to overcome its crisis and re-establishment the business. In this regard I gladly remember the board of directors, shareholders, employees and dealers. Finally, from myself and on behalf of the board of directors, I like to thank all workers, staff and officers of the company for their contributions, sincerity and loyalty in managing the company successfully during the crisis period.

The board of directors also expressed their gratitude to the valued shareholders for their continue support, active co-operation, assistance and valuable advices. Besides, we express our gratitude to all dealers & stakeholders of the company for their valuable support. Now I requested to honorable shareholders for consider and approval of the 2017-2018 Financial years audited accounts and auditor's report there on along with the directors report.

May Allah Subhanatala help us.

For and on behalf of the Board of Directors

Date: 22 December, 2018

(Mizanur Rahman)
Chairman, Atlas Bangladesh Ltd.




Hon'ble Members of the Board of Directors at the 33rd Annual General Meeting held on 21 December, 2017.



A partial view of the Shareholders Present at the 33rd Annual General Meeting held on 21 December, 2017.



MOU signing ceremony with TVS Auto Bangladesh Ltd.



Grand opening ceremony of ABL 3S center, Tejgaon, Dhaka by honorable Industry minister Alhaz Amir Hossain Amu.

## The following Motorcycles are being marketed by the Atlas Bangladesh Ltd.



**ZS 125-68**
(Self & Disc)
125 CC

Displacemnet : 124.9 cc
Max Power : 8.0 KW at 8500 rpm
Ignition : Digital CDI

**ZS 100-27**
(Self & Alloy)
100 CC



Engine Type : Air Cooled, Single Cylinder OHC
Displacement : 97.2 cc
Max Power : 5.7 KW at 7500 rpm
Max Torque : 7.2 KW at 5500 rpm
Ignition : Capacitor Discharge Ignition (CDI)



**ZS 80**
(Self & Alloy)
80 CC

Engine Type : Single Cylinder, 4-Stroke, Air Cooled
Displacement : 78 cc
Max Power : 4.5 KW at 7500 rpm
Max Torque : 5.8 Nm at 5500 rpm
Ignition : Capacitor Discharge Ignition (CDI)

**ZS VITA**
(Self & Disc)
110 CC



Displacement : 109.2 cc
Max Power : 6.2 KW at 7500 rpm
Clutch Type : Automatic Wet Multi Plate



**Z ONE**
(Self & Disc)
150 CC

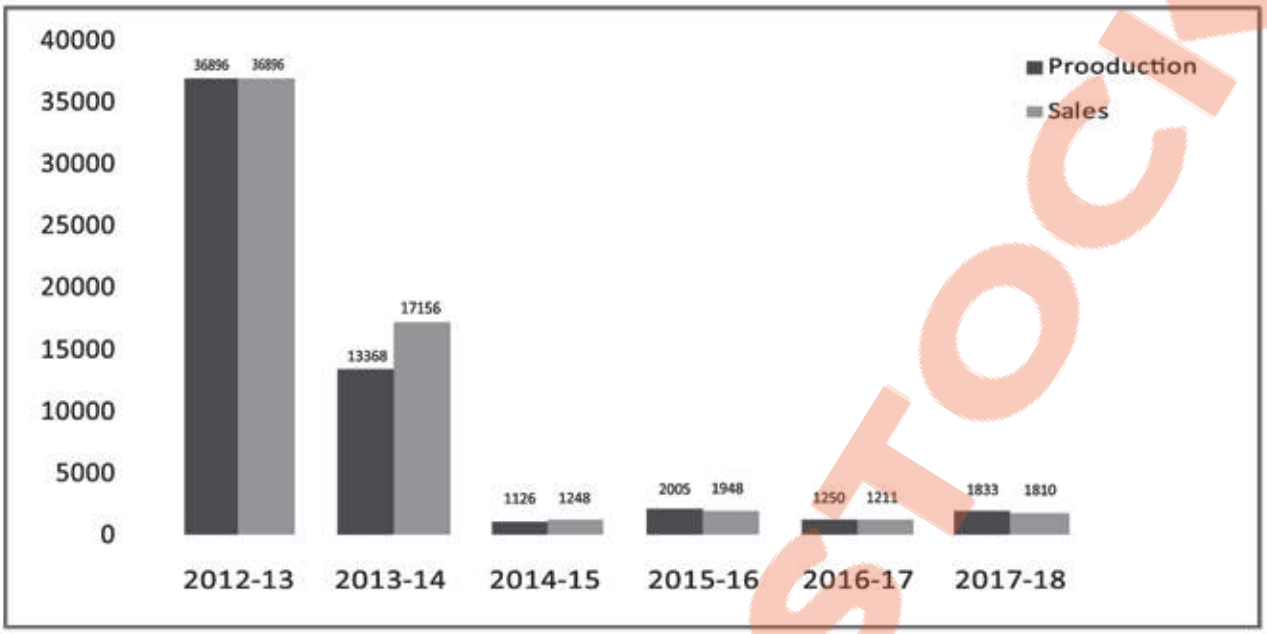
Engine Type : Air Cooled, Single Cylinder OHC
Displacement : 149.5 cc
Max Power : 9.0 KW at 8500 rpm
Max Torque : 12 KW at 5500 rpm
Max Speed : 120 km/h
Ignition : Digital CDI

**Z-ONE T**
(Self & Disc)
150 CC

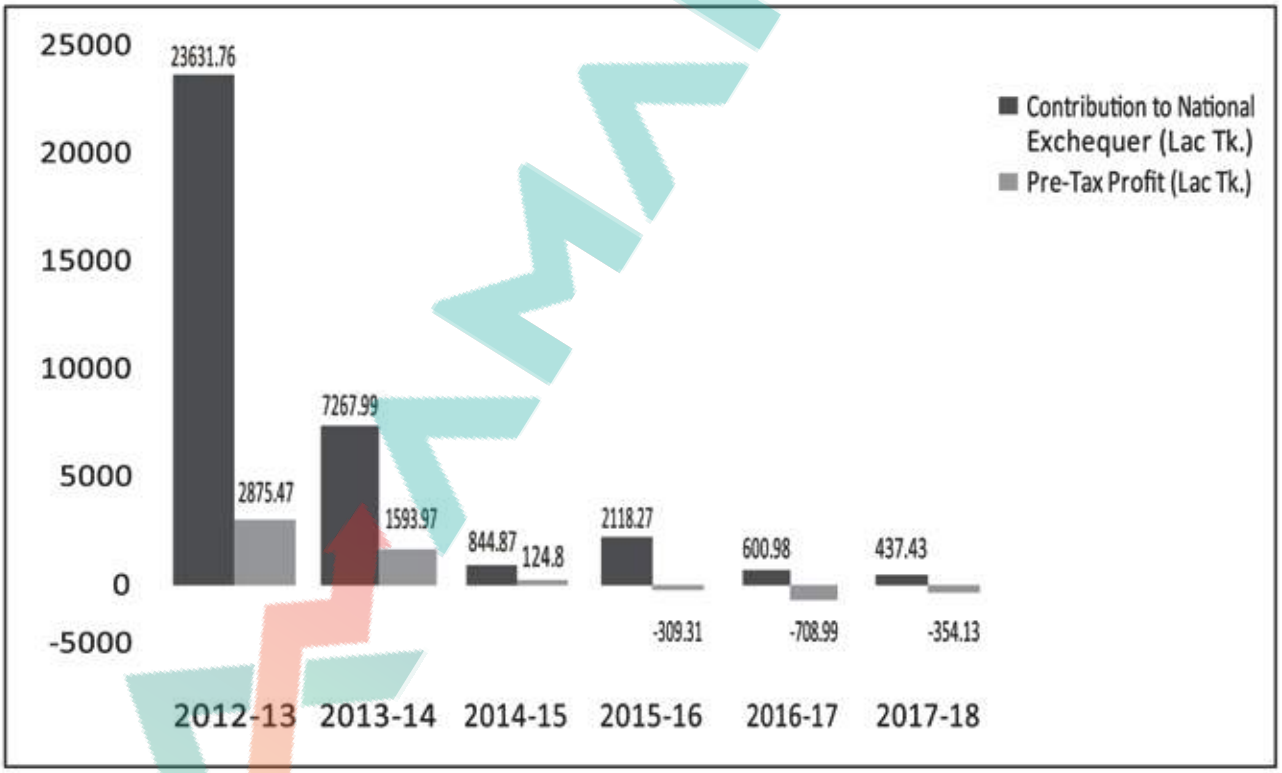


Engine Type : Air Cooled, Single Cylinder OHC
Displacement : 149.5 cc
Max Power : 10.0 KW at 8500 rpm
Max Torque : 12.5 KW at 5500 rpm
Max Speed : 120 km/h
Ignition : Digital CDI

MARSTOL




Graphical representation of production & sale of Motorcycle during 2012-13 to 2017-18.




Graphical Representation of contribution to National Exchequer and Pre–Tax profit/(Loss) for 2012-13 to 2017-18.

AMARSTOCK

# STATUS OF COMPLIANCE REPORT ON CORPORATE GOVERNANCE
# ATLAS BANGLADESH LIMITED

## ANNEXURE-I :

Status of compliance with the conditions imposed by the Commission's Notification No BSEC/CMRRCD/2006 -158/207/Admin/80 dated 03 June 2018 issued under section 2CC of the Securities and Exchange Ordinance, 1969:

| Condition No. | Title | Compliance Status (Put ✓in the appropriate column) | | Remarks (if any) |
|---|---|---|---|---|
| | | Complied | Not complied | |
| 1. | **Board of Directors** | | | |
| 1. (1) | **Size of the Board of Directors.** The total number of members of a compa ny's Board of Directors (hereinafter referred to as "Board") shall not be less than 5 (five) and more than 20 (twenty). | ✓ | | |
| 1. (2) | **Independent Directors.** All companies shall have effective representation of independent directors on their Boards, so that the Board, as a group, includes core competencies considered relevant in the context of each company; for this purpose, the companies shall comply with the following | ✓ | | |
| 1. (2) (a) | At least one-fifth (1/5) of the total number of directors in the company's board shall be independent directors; any fraction shall be considered to the next integer or whole number for calculating number of independent directors; | ✓ | | |
| 1. (2) (b) | For the purpose of this clause "independent director" means a director | ✓ | | |
| 1. (2) (b) (i) | who either does not hold any share in the company or holds less than one percent (1%) shares of the total paid-up shares of the company; | ✓ | | |
| 1. (2) (b) (ii) | who is not a sponsor of the company or is not connected with the company's any sponsor or director or nominated director or shareholder of the company or any of its associates, sister concerns, subsidiaries and parents or holding entities who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship and his or her family members also shall not hold above mentioned shares in the company: Provided that spouse, son, daughter, father, mother, brother, sister, son in-law and daughter-in-law shall be considered as family members; | ✓ | | |
| 1. (2) (b) (iii) | who has not been an executive of the company in immediately preceding 2 (two) financial years; | ✓ | | |
| 1 (2) (b) (iv) | who does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary or associated companies; | ✓ | | |
| 1 (2) (b) (v) | Who is not a member or TREC (Trading Right Entitlement Certificate) holder, director or officer of any stock exchange; | ✓ | | |
| 1 (2) (b) (vi) | Who is not a shareholder, director excepting independent director or officer of any member or TREC holder of stock exchange or an intermediary of the capital market; | ✓ | | |
| 1 (2) (b) (vii) | who is not a partner or an executive or was not a partner or an executive during the preceding 3 (three) years of the concerned company's statutory audit firm or audit firm engaged in internal audit services or audit firm conducting special audit or professional certifying compliance of this Code; | ✓ | | |
| 1(2) (b) (viii) | who is not independent director in more than 5 (five) listed companies; | ✓ | | |
| 1 (2) (b) (ix) | who has not been convicted by a court of competent jurisdiction as a defaulter in payment of any loan or any advance to a bank or a Non- Bank Financial Institution (NBFI); and | ✓ | | |
| 1 (2) (b) (x) | who has not been convicted for a criminal offence involving moral turpitude | ✓ | | |
| 1 (2) (c) | The independent director(s) shall be appointed by the Board and approved by the shareholders in the Annual General Meeting (AGM); | ✓ | | |
| 1 (2) (d) | The post of independent director(s) cannot remain vacant for more than 90 (ninety) days; and | ✓ | | |
| 1 (2) (e) | The tenure of office of an independent director shall be for a period of 3 (three) years, which may be extended for 1 (one) tenure only: Provided that a former independent director may be considered for reappointment for another tenure after a time gap of one tenure, i.e., three years from his or her completion of consecutive two tenures [i.e. six years]: Provided further that the independent director shall not be subject to retirement by rotation as per the, (Companies Act, 1994). | ✓ | | |

| Condition No. | Title | Compliance Status (Put ✓ in the appropriate column) | | Remarks (if any) |
|---|---|---|---|---|
| | | Complied | Not complied | |
| (3) | **Qualification of Independent Director.-** | | | |
| 1 (3) (a) | Independent director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial laws, regulatory requirements and corporate laws and can make meaningful contribution to the business; | ✓ | | |
| 1 (3) (b) | Independent Director Shall have following qualifications: | | | |
| 1 (3) (b) (i) | Business Leader who is or was a promoter or director of an unlisted company having minimum paid-up capital of Tk. 100.00 million or any listed company or a member of any national or international chamber of commerce or business association; or | | | N/A |
| 1 (3) (b) (ii) | Corporate Leader who is or was a top level executive not lower than Chief Executive Officer or Managing Director or Deputy Managing Director or Chief Financial Officer or Head of Finance or Accounts or Company Secretary or Head of Internal Audit and Compliance or Head of Legal Service or a candidate with equivalent position of an unlisted company having minimum paid-up capital of Tk. 100.00 million or of a listed company; | | | N/A |
| 1 (3) (b) (iii) | Former official of government or statutory or autonomous or cregulatory body in the position not below 5th Grade of the national pay scale, who has at least educational background of bachelor degree in economics or commerce or business or Law; or | ✓ | | |
| 1 (3) (b) (iv) | University Teacher who has educational background in Economics or Commerce or Business Studies or Law; or | | | N/A |
| 1 (3) (b) (v) | Professional who is or was an advocate practicing at least in the High Court Division of Bangladesh Supreme Court or a Chartered Accountant or Cost and Management Accountant or Chartered Financial Analyst or Chartered Certified Accountant or Certified Public Accountant or Chartered Management Accountant or Chartered Secretary or equivalent qualification; | | | N/A |
| 1 (3) (c) | The independent director shall have at least 10 (ten) years of experiences in any field mentioned in clause (b); | ✓ | | |
| 1 (3) (d) | In special cases, the above qualifications or experiences may be relaxed subject to prior approval of the Commission. | | | N/A |
| 4 | **Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer.-** | | | |
| 1 (4) (a) | The positions of the Chairperson of the Board and the Managing Director (MD) and/or Chief Executive Officer (CEO) of the company shall be filled by different individuals; | ✓ | | |
| 1 (4) (b) | The Managing Director (MD) and/or Chief Executive Officer (CEO) of a listed company shall not hold the same position in another listed company; | ✓ | | |
| 1 (4) (c) | The Chairperson of the Board shall be elected from among the nonexecutive directors of the company; | ✓ | | |
| 1 (4) (d) | The Board shall clearly define respective roles and responsibilities of the Chairperson and the Managing Director and/or Chief Executive Officer; | ✓ | | |
| 1 (4) (e) | In the absence of the Chairperson of the Board, the remaining members may elect one of themselves from nonexecutive directors as Chairperson for that particular Board's meeting; the reason of absence of the regular Chairperson shall be duly recorded in the minutes. | ✓ | | |
| (5) | **The Directors' Report to Shareholders:**<br>The Board of the company shall include the following additional statements or disclosures in the Directors' Report prepared under section 184 of the Companies Act, 1994 (Act No. XVIII of 1994): | | | |
| 1 (5) (i) | An industry outlook and possible future developments in the industry; | ✓ | | |
| 1 (5) (ii) | The segment-wise or product-wise performance; | ✓ | | |
| 1 (5) (iii) | Risks and concerns including internal and external risk factors, threat to sustainability and negative impact on environment, if any; | ✓ | | |
| 1 (5) (iv) | A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin, where applicable; | ✓ | | |
| 1 (5) (v) | A discussion on continuity of any extraordinary activities and their implications (gain or loss); | ✓ | | |
| 1 (5) (vi) | A detailed discussion on related party transactions along with a statement showing amount, nature of related party, nature of transactions and basis of transactions of all related party transactions; | ✓ | | |
| 1 (5) (vii) | A statement of utilization of proceeds raised through public issues, rights issues and/or any other instruments; | ✓ | | |

| Condition No. | Title | Compliance Status (Put ✓ in the appropriate column) | | Remarks (if any) |
|---|---|---|---|---|
| | | Complied | Not complied | |
| 1 (5) (viii) | An explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Share Offer, Direct Listing, etc.; | | | N/A |
| 1 (5) (ix) | An explanation on any significant variance that occurs between Quarterly Financial performances and Annual Financial Statements; | ✓ | | |
| 1 (5) (x) | A statement of remuneration paid to the directors including ID | ✓ | | |
| 1 (5) (xi) | A statement that the financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes in equity; | ✓ | | |
| 1 (5) (xii) | A statement that proper books of account of the issuer company have been maintained; | ✓ | | |
| 1 (5) (xiii) | A statement that appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment; | ✓ | | |
| 1 (5) (xiv) | A statement that International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there from has been adequately disclosed; | ✓ | | |
| 1 (5) (xv) | A statement that the system of internal control is sound in design and has been effectively implemented and monitored; | ✓ | | |
| 1 (5) (xvi) | A statement that minority shareholders have been protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly and have effective means of redress; | | | N/A |
| 1 (5) (xvii) | A statement that there is no significant doubt upon the issuer company's ability to continue as a going concern, if the issuer company is not considered to be a going concern, the fact along with reasons there of shall be disclosed; | ✓ | | |
| 1 (5) (xviii) | An explanation that significant deviations from the last year's operating results of the issuer company shall be highlighted and the reasons thereof shall be explained; | ✓ | | |
| 1 (5) (xix) | A statement where key operating and financial data of at least preceding 5 (five) years shall be summarized; | ✓ | | |
| 1 (5) (xx) | An explanation on the reasons if the issuer company has not declared dividend (cash or stock) for the year; | | | N/A |
| 1 (5) (xxi) | Board's statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend; | | | N/A |
| 1 (5) (xxii) | The total number of Board meetings held during the year and attendance by each director; | ✓ | | |
| 1 (5) (xxiii) (a) | Parent or Subsidiary or Associated Companies and other related parties (name-wise details); | | | N/A |
| 1 (5) (xxiii) (b) | Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and Compliance and their spouses and minor children (name-wise details); | ✓ | | |
| 1(5)(xxiii) (c) | Executives; and | ✓ | | |
| 1 (5) (xxiii) (d) | Shareholders holding ten percent (10%) or more voting interest in the company (name-wise details); | ✓ | | |
| 1(5) (xxiv) | In case of the appointment or reappointment of a director, a disclosure on the following information to the shareholders: | ✓ | | |
| 1(5) (xxiv) (a) | a brief resume of the director; | ✓ | | |
| 1.5 (xxiv) (b) | nature of his or her expertise in specific functional areas; and | ✓ | | |
| 1 (5) (xxiv) (c) | names of companies in which the person also holds the directorship and the membership of committees of the Board; | ✓ | | |
| 1 (5) (xxv) | A Management's Discussion and Analysis signed by CEO or MD presenting detailed analysis of the company's position and operations along with a brief discussion of changes in the financial statements, among others, focusing on: | ✓ | | |
| 1 (5) (xxv) (a) | accounting policies and estimation for preparation of financial statements; | ✓ | | |
| 1 (5) (xxv) (b) | changes in accounting policies and estimation, if any, clearly describing the effect on financial performance or results and financial position as well as cash flows in absolute figure for such changes; | ✓ | | |
| (5) (xxv) (c) | comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years explaining reasons thereof; | ✓ | | |

| Condition No. | Title | Compliance Status (Put ✓ in the appropriate column) | | Remarks (if any) |
|---|---|---|---|---|
| | | Complied | Not complied | |
| 1 (5) (xxv) (d) | compare such financial performance or results and financial position as well as cash flows with the peer industry scenario; | ✓ | | |
| 1 (5) (xxv) (e) | briefly explain the financial and economic scenario of the country and the globe; | ✓ | | |
| 1 (5) (xxv) (f) | risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company; and | ✓ | | |
| 1 (5) (xxv) (g) | future plan or projection or forecast for company's operation, performance and financial position, with justification thereof, i.e., actual position shall be explained to the shareholders in the next AGM; | ✓ | | |
| 1 (5) (xxvi) | Declaration or certification by the CEO and the CFO to the Board as required under condition No. 3 (3) shall be disclosed as per **Annexure- A;** | ✓ | | |
| 1 (5) (xxvii) | The report as well as certificate regarding compliance of conditions of this Code as required under condition No. 9 shall be disclosed as per **Annexure-B** and **Annexure-C.** | | | Under Process |
| 1 (6) | **Meetings of the Board of Directors** | | | |
| 1.6 | The company shall conduct its Board meetings and record the minutes of the meetings as well as keep required books and records in line with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of this Code. | ✓ | | |
| 1 (7) | **Code of Conduct for the Chairperson, other Board members and Chief Executive Officers.** | | | |
| 1 (7) (a) | The Board shall lay down a code of conduct, based on the recommendation of the Nomination and Remuneration Committee (NRC) at condition No. 6, for the Chairperson of the Board, other board members and Chief Executive Officer of the company; | | | U/P |
| 1 (7) (b) | The code of conduct as determined by the NRC shall be posted on the website of the company including, among others, prudent conduct and behavior; confidentiality; conflict of interest; compliance with laws, rules and regulations; prohibition of insider trading; relationship with environment, employees, customers and suppliers; and independency. | | | U/P |
| 2 | **Governance of Board of Directors of Subsidiary Company.-** | | | |
| 2 (a) | Provisions relating to the composition of the Board of the holding company shall be made applicable to the composition of the Board of the subsidiary company; | | | N/A |
| 2 (b) | At least 1 (one) independent director on the Board of the holding company shall be a director on the Board of the subsidiary company; | | | N/A |
| 2 (c) | The minutes of the Board meeting of the subsidiary company shall be placed for review at the following Board meeting of the holding company; | | | N/A |
| 2 (d) | The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also; | | | N/A |
| 2 (e) | The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the Subsidiary company. | | | N/A |
| 3 | **Managing Director (MD) or Chief Executive Officer (CEO), Chief Financial Officer (CFO), Head of Internal Audit and Compliance (HIAC) and Company Secretary (CS)** | | | |
| 3 (1) | **Appointment** | | | |
| 3 (1) (a) | The Board shall appoint a Managing Director (MD) or Chief Executive Officer (CEO), a Company Secretary (CS), a Chief Financial Officer (CFO) and a Head of Internal Audit and Compliance (HIAC); | ✓ | | |
| 3 (1) (b) | The positions of the Managing Director (MD) or Chief Executive Officer (CEO), Company Secretary (CS), Chief Financial Officer (CFO) and Head of Internal Audit and Compliance (HIAC) shall be filled by different individuals; | ✓ | | |
| 3 (1) (c) | The MD or CEO, CS, CFO and HIAC of a listed company shall not hold any executive position in any other company at the same time; | ✓ | | |
| 3 (1) (d) | The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS; | ✓ | | |
| 3 (1) (e) | The MD or CEO, CS, CFO and HIAC shall not be removed from their position without approval of the Board as well as immediate dissemination to the Commission and stock exchange (s). | ✓ | | |

| Condition No. | Title | Compliance Status (Put ✓ in the appropriate column) | | Remarks (if any) |
|---|---|---|---|---|
| | | Complied | Not complied | |
| 3 (2) | **Requirement to attend Board of Directors' Meetings** | | | |
| 3 (2) | The MD or CEO, CS, CFO and HIAC of the company shall attend the meetings of the Board: Provided that the CS, CFO and/or the HIAC shall not attend such part of a meeting of the Board which involves consideration of an agenda item relating to their personal matters. | ✓ | | |
| 3 | **Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO)** | | | |
| 3 (3) (a) | The MD or CEO and CFO shall certify to the Board that they have reviewed financial statements for the year and that to the best of their knowledge and belief: | ✓ | | |
| 3 (3) (a) (i) | These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and | ✓ | | |
| 3 (3) (a) (ii) | these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws; | ✓ | | |
| 3 (3) (b) | The MD or CEO and CFO shall also certify that there are, to the best of knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board or its members; | ✓ | | |
| 3.3 (c) | The certification of the MD or CEO and CFO shall be disclosed in the Annual Report. | ✓ | | |
| 4 | **Board of Directors, Committee.-** For ensuring good governance in the company, the Board shall have at least following sub-committees: | ✓ | | |
| 4 (i) | Audit Committee; and | ✓ | | |
| 4 (ii) | Nomination and Remuneration Committee. | | | U/P |
| 5 | **Audit Committee.-** | | | |
| 5 (1) | **Responsibility to the Board of Directors.** | | | |
| 5.1 (a) | The company shall have an Audit Committee as a subcommittee of the Board; | ✓ | | |
| 5.1 (b) | The Audit Committee shall assist the Board in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business; | ✓ | | |
| 5.1 (c) | The Audit Committee shall be responsible to the Board; the duties of the Audit Committee shall be clearly set forth in writing. | ✓ | | |
| 5 (2) | **Constitution of the Audit Committee** | | | |
| 5.2 (a) | The Audit Committee shall be composed of at least 3 (three) members; | ✓ | | |
| 5.2 (b) | The Board shall appoint members of the Audit Committee who shall be non-executive directors of the company excepting Chairperson of the Board and shall include at least 1 (one) independent director; | ✓ | | |
| 5.2 (c) | All members of the audit committee should be "financially literate" and at least 1 (one) member shall have accounting or related financial management background and 10 (ten) years of such experience; | ✓ | | |
| 5.2 (d) | When the term of service of any Committee member expires or there is any circumstance causing any Committee member to be unable to hold office before expiration of the term of service, thus making the number of the Committee members to be lower than the prescribed number of 3 (three) persons, the Board shall appoint the new Committee member to fill up the vacancy immediately or not later than 1 (one) month from the date of vacancy in the Committee to ensure continuity of the performance of work of the Audit Committee; | ✓ | | |
| 5.2 (e) | The company secretary shall act as the secretary of the Committee; | ✓ | | |
| 5.2 (f) | The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director. | ✓ | | |
| 5 (3) | **Chairperson of the Audit Committee** | | | |
| 5.3 (a) | The Board shall select 1 (one) member of the Audit Committee to be Chairperson of the Audit Committee, who shall be an independent director; | ✓ | | |
| 5.3 (b) | In the absence of the Chairperson of the Audit Committee, the remaining members may elect one of themselves as Chairperson for that particular meeting, in that case there shall be no problem of constituting a quorum as required under condition No. 5(4)(b) and the reason of absence of the regular Chairperson shall be duly recorded in the minutes. | ✓ | | |
| 5.3 (c) | Chairperson of the Audit Committee shall remain present in the vAnnual General Meeting (AGM): Provided that in absence of Chairperson of the Audit Committee, any other member from the Audit Committee shall be selected to be present in the annual general meeting (AGM) and reason for absence of the Chairperson of the Audit Committee shall be recorded in the minutes of the AGM. | ✓ | | |

| Condition No. | Title | Compliance Status (Put ✓ in the appropriate column) | | Remarks (if any) |
|---|---|---|---|---|
| | | Complied | Not complied | |
| 5 (4) | **Meeting f the Audit Committee** | | | |
| 5.4 (a) | The Audit Committee shall conduct at least its four meetings in a financial year: Provided that any emergency meeting in addition to regular meeting may be convened at the request of any one of the members of the Committee; | ✓ | | |
| 5.4 (b) | The quorum of the meeting of the Audit Committee shall be constituted in presence of either two members or two-third of the members of the Audit Committee, whichever is higher, where presence of an independent director is a must. | ✓ | | |
| 5 (5) | **Role of Audit Committee:** | | | |
| 5.5 (a) | Oversee the financial reporting process; | ✓ | | |
| 5.5 (b) | Monitor choice of accounting policies and principles; | ✓ | | |
| 5.5 (c) | Monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report; | ✓ | | |
| 5.5 (d) | Oversee hiring and performance of external auditors; | ✓ | | |
| 5.5 (e) | Hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption; | ✓ | | |
| 5.5 (f) | Review along with the management, the annual financial statements before submission to the Board for approval; | ✓ | | |
| 5.5 (g) | Review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval; | ✓ | | |
| 5.5 (h) | Review the adequacy of internal audit function; | ✓ | | |
| 5.5 (i) | Review the Management's Discussion and Analysis before disclosing in the Annual Report; | ✓ | | |
| 5.5 (j) | Review statement of all related party transactions submitted by the management; | ✓ | | |
| 5.5 (k) | Review Management Letters or Letter of Internal Control weakness issued by statutory auditors; | ✓ | | |
| 5.5 (l) | Oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors; and | ✓ | | |
| 5.5 (m) | oversee whether the proceeds raised through Initial Public Offering (IPO) or Repeat Public Offering (RPO) or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission:<br>Provided that the management shall disclose to the Audit Committee about the uses or applications of the proceeds by major category (capital expenditure, sales and marketing expenses, working capital, etc.), on a quarterly basis, as a part of their quarterly declaration of financial results:<br>Provided further that on an annual basis, the company shall prepare a statement of the proceeds utilized for the purposes other than those stated in the offer document or prospectus for publication in the Annual Report along with the comments of the Audit Committee. | ✓ | | |
| 5 (6) | **Reporting of the Audit Committee.** | | | |
| 5 (6) (a) | **Reporting to the Board of Directors** | | | |
| 5.6 (a)(i) | The Audit Committee shall report on its activities to the Board. | ✓ | | |
| 5.6 (a)(ii) | The Audit Committee Shall immediately report on its activities to the Board. | ✓ | | |
| 5.6 (a)(ii) (a) | Report on conflicts of interests; | ✓ | | |
| 5.6 (a)(ii) (b) | Suspected or presumed fraud or irregularity or material defect identified in the internal audit and compliance process or in the financial statements; | ✓ | | |
| 5.6 (a)(ii) (c) | Suspected infringement of laws, regulatory compliances including securities related laws, rules and regulations; and | ✓ | | |
| 5.6 (a)(ii) (d) | any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately; | ✓ | | |
| 5.6 (b) | **Reporting to the Authorities**<br>If the Audit Committee has reported to the Board about anything which has material impact on the financial condition and results of operation and has discussed with the Board and the management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall report such finding to the Commission, upon reporting of such matters to the Board for three times or completion of a period of 6 (six) months from the date of first reporting to the Board, whichever is earlier. | ✓ | | |
| 5.7 | **Reporting to the Shareholders and General Investors**<br>Report on activities carried out by the Audit Committee, including any report made to the Board under condition No. 5(6)(a)(ii) above during the year, shall be signed by the Chairperson of the Audit Committee and disclosed in the annual report of the issuer company. | ✓ | | |

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| Condition No. | Title | Compliance Status (Put ✓ in the appropriate column) | | Remarks (if any) |
|---|---|---|---|---|
| | | Complied | Not complied | |
| 6 | **Nomination and Remuneration Committee (NRC).-** | | | |
| 6 (1) | **Responsibility to the Board of Directors** | | | |
| 6.1 (a) | The company shall have a Nomination and Remuneration Committee (NRC) as a sub-committee of the Board; | | | U/P |
| 6.1) (b) | The NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top level executive as well as a policy for formal process of considering remuneration of directors, top level executive; | | | U/P |
| 6.1) (c) | The Terms of Reference (ToR) of the NRC shall be clearly set forth in writing covering the areas stated at the condition No. 6(5)(b). | | | U/P |
| 6 (2) | **Constitution of the NRC** | | | |
| 6.2 (a) | The Committee shall comprise of at least three members including an independent director; | | | U/P |
| 6.2 (b) | All members of the Committee shall be non-executive directors; | | | U/P |
| 6.2 (c) | Members of the Committee shall be nominated and appointed by the Board; | | | |
| 6.2 (d) | The Board shall have authority to remove and appoint any member of the Committee; | | | U/P |
| 6.2 (e) | In case of death, resignation, disqualification, or removal of any member of the Committee or in any other cases of vacancies, the board shall fill the vacancy within 180 (one hundred eighty) days of occurring such vacancy in the Committee; | | | U/P |
| 6.2 (f) | The Chairperson of the Committee may appoint or co-opt any external expert and/or member(s) of staff to the Committee as advisor who shall be non-voting member, if the Chairperson feels that advice or suggestion from such external expert and/or member(s) of staff shall be required or valuable for the Committee; | | | U/P |
| 6.2 (g) | The company secretary shall act as the secretary of the Committee; | | | U/P |
| 6.2 (h) | The quorum of the NRC meeting shall not constitute without attendance of at least an independent director; | | | U/P |
| 6.2 (i) | No member of the NRC shall receive, either directly or indirectly, any remuneration for any advisory or consultancy role or otherwise, other than Director's fees or honorarium from the company. | | | U/P |
| 6 (3) | **Chairperson of the NRC** | | | |
| 6.3 (a) | The Board shall select 1 (one) member of the NRC to be Chairperson of the Committee, who shall be an independent director; | | | U/P |
| 6.3 (b) | In the absence of the Chairperson of the NRC, the remaining members may elect one of themselves as Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes; | | | U/P |
| 6.3 (c) | The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders:<br>Provided that in absence of Chairperson of the NRC, any other member from the NRC shall be selected to be present in the annual general meeting (AGM) for answering the shareholder's queries and reason for absence of the Chairperson of the NRC shall be recorded in the minutes of the AGM. | | | U/P |
| 6 (4) | **Meeting of the NRC** | | | |
| 6.4 (a) | The NRC shall conduct at least one meeting in a financial year; | | | U/P |
| 6.4 (b) | The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC; | | | |
| 6.4 (c) | The quorum of the meeting of the NRC shall be constituted in presence of either two members or two third of the members of the Committee, whichever is higher, where presence of an independent director is must as required under condition No. 6(2)(h); | | | U/P |
| 6.4 (d) | The proceedings of each meeting of the NRC shall duly be recorded in the minutes and such minutes shall be confirmed in the next meeting of the NRC. | | | U/P |
| 6 (5) | **Role of the NRC** | | | |
| 6.5 (a) | NRC shall be independent and responsible or accountable to the Board and to the shareholders; | | | U/P |
| 6.5 (b) | NRC shall oversee, among others, the following matters and make report with recommendation to the Board: | | | U/P |
| 6.5 (b)(i) | Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the Board, relating to the remuneration of the directors, top level executive, considering the following: | | | U/P |

| Condition No. | Title | Compliance Status (Put ✓ in the appropriate column) | | Remarks (if any) |
|---|---|---|---|---|
| | | Complied | Not complied | |
| 6.5 (b)(i)(a) | the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully | | | U/P |
| 6.5 (b)(i)(b) | the relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and | | | U/P |
| 6.5 (b)(i)(c) | Remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals; | | | U/P |
| 6.5 (b) (ii) | devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality; | | | U/P |
| 6.5 (b) (iii) | identifying persons who are qualified to become directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the Board; | | | U/P |
| 6.5 (b) (iv) | formulating the criteria for evaluation of performance of independent directors and the Board; | | | U/P |
| 6.5 (b) (v) | identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria; | | | U/P |
| 6.5 (b) (vi) | developing, recommending and reviewing annually the company's human resources and training policies; | | | U/P |
| 6.5 (c) | The company shall disclose the nomination and remuneration policy and the evaluation criteria and activities of NRC during the year at a glance in its annual report. | | | U/P |
| 7 | **External or Statutory Auditors.-** | | | |
| 7.1 | The issuer company shall not engage its external or statutory auditors to perform the following services of the company, namely:- | ✓ | | |
| 7.1. (i) | appraisal or valuation services or fairness opinions; | ✓ | | |
| 7.1 (ii) | financial information systems design and implementation; | ✓ | | |
| 7.1 (iii) | book-keeping or other services related to the accounting records or financial statements; | ✓ | | |
| 7.1 (iv) | broker-dealer services; | ✓ | | |
| 7.1 (v) | actuarial services; | ✓ | | |
| 7.1 (vi) | internal audit services or special audit services; | ✓ | | |
| 7.1 (vii) | any service that the Audit Committee determines; | ✓ | | |
| 7.1 (viii) | audit or certification services on compliance of corporate governance as required under condition No. 9(1); and | ✓ | | |
| 7.1 (ix) | Any other service that creates conflict of interest. | ✓ | | |
| 7.2 | No partner or employees of the external audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of that company; his or her family members also shall not hold any shares in the said company:<br>Provided that spouse, son, daughter, father, mother, brother, sister, son in- law and daughter-in-law shall be considered as family members. | ✓ | | |
| 7.3 | Representative of external or statutory auditors shall remain present in the Shareholders' Meeting (Annual General Meeting or Extraordinary General Meeting) to answer the queries of the shareholders. | ✓ | | |
| 8 | **Maintaining a website by the Company.-** | | | |
| 8.1 | The company shall have an official website linked with the website of The stock exchange. | ✓ | | |
| 8.2 | The company shall keep the website functional from the date of listing. | ✓ | | |
| 8.3 | The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock Exchange. | ✓ | | |
| 9 | **Reporting and Compliance of Corporate Governance.-** | | | |
| 9.1 | The company shall obtain a certificate from a practicing Professional Accountant or Secretary (Chartered Accountant or Cost and Management Accountant or Chartered Secretary) other than its statutory auditors or audit firm on yearly basis regarding compliance of conditions of Corporate Governance Code of the Commission and Shall such certificate shall be disclosed in the Annual Report. | | | U/P |
| 9.2 | The professional who will provide the certificate on compliance of this Corporate Governance Code shall be appointed by the shareholders in The annual general meeting. | | | U/P |
| 9.3 | The directors of the company shall state, in accordance with the Annexure-C attached, in the directors' report whether the company Has complied with these conditions or not. | ✓ | | |

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## ANNEXURE - II :

The number of Board meeting and the attendance to directors during the year are as follows :

| Name of Director | Position | Meeting Held | Attended | % |
|---|---|---|---|---|
| Mr. Md. Imtiaz Hossain Chowdhury | Ex-Chairman | 5 | 5 | 100 |
| Mrs. Begum Shima Saha | Ex-Chairman | 1 | 1 | 100 |
| Mr. Mizanur Rahman | Chairman | 2 | 2 | 100 |
| Mr. Sushen Chandra Das | Ex-Director | 5 | 5 | 100 |
| Mr. Abul Kashem | Director | 3 | 3 | 100 |
| Mr. Anwar Hossain | Director | 8 | 8 | 100 |
| Mr. Akhter Hossain | Director | 8 | 8 | 100 |
| Mr. M. Akbar Ali | Director | 8 | 8 | 100 |
| Mr. Md. Majibur Rahman | Director | 8 | 7 | 88 |
| Mr. Saiful Islam | Director | 8 | 8 | 100 |
| Mrs. Nasima Akter | Director | 8 | 7 | 88 |

## ANNEXURE - III :

| Name of Director | Position | No.of Share holding | Percentage | Remarks |
|---|---|---|---|---|
| Mr. Mizanur Rahman | Chairman | - | - | |
| Mr. Abul Kashem | Director | - | - | |
| Mr. Anwar Hossain | Director | - | - | |
| Mr. Akhter Hossain | Director | - | - | |
| Abu Naser Mohd. Kamrul Islam | Directot | - | - | |
| Mr. M.Akbar Ali | Director | 315145 | 1.06 | |
| Mr. Md. Majibur Rahman | Director | 5102 | 0.02 | |
| Mr. Saiful Islam | Director | 20068 | 0.07 | |
| Mrs. Nasima Akter | Director | 1270 | 0.004 | |

# Report of the Audit Committee

## For the year ended on 30 June, 2018

Dear Shareholder's

Assalamu Alaikum Wa-Rahmatullah

The Audit Committee is appointed by the board of directors, as per the requirements of Bangladesh Securities and Exchange Commission (BSEC) notification. The Audit Committee of the company consists of three members including one independent Director. Meetings are attended by the Managing Director, Chief Financial Officer and Head of Internal Auditor of the company on invitation. The Company secretary performed the secretarial function of the Committee.

The Committee carried out the duties & responsibilities as per Article 4,5,6,7 BSEC's notification BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018 on corporate governance as follows.

**Composition of Audit Committee of ABL is as follows:**

The Audit Committee consists of the following members of the Board of Directors:

Mr. Abul Kashem, Independent Director, ABLCompany board & Chairman of Audit Committee.

Mr. M. Akbar Ali, Director, ABL Company board & Member of Audit Committee.

Mr. Anwar Hossain, Director, ABL Company board & Member of Audit Committee.

**Activities of the Audit Committee**

In the financial year 2017-2018 the audit committee carried out the following activities:

i) Reviewed the annual financial statements for the year ended June 30, 2018.

ii) Reviewed the internal Audit plan & all independent assessment carried out by the internal Audit

iii) During the year Audit Committee reviewed periodical financial statements of the company. The review was made along with the management. The Committee ensures that the financial statements are prepared in compliances with legal and accounting standard and requirements and the financial statements disclosed are accurate, reliable and timely information of the company.

iv) Reviewed the external auditor's strategy memorandum i.e. the scope of their work, reporting schedule & the resources for the audit.

v) Reviewed all management findings from the external audit & the effective evaluation of the services of the external audit.

vi) During the year the committee recommended for necessary actions for improvement on the basis of audit system.

**On discharging its responsibilities, the audit committee has ensured the followings:**

- Financial statements have been prepared and presented in compliance with all laws, regulations and standards as applicable.
- The systems of internal control as well as the financial records have been examined.

On behalf of the Audit Committee

(Mr. Abul Kashem)
Chairman, Audit Committee
30 October, 2018

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# ATLAS BANGLADESH LIMITED

## Declaration by CEO and CFO

The Board of Directors
Atlas Bangladesh Limited
265-267, Tongi I/A
Tongi, Gazipur-1710.

Subject: Declaration on Financial Statements for the year ended on 30 June 2018

Dear Sir,
Pursuant to the condition No. 1 (5) (xxvi) imposed vide the Commission's Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 Dated June 03, 2018 under section 2CC of the Securities and Exchange Ordinance, 1969, we do hereby declare that:

(1) The Financial Statements of Atlas Bangladesh Limited for the year ended on 30 June 2018 have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in the Bangladesh and any departure there from has been adequately disclosed;
(2) The estimates and judgments related to the financial statements were made on a prudent and reasonable basis, in order for the financial statements to reveal a true and fair view ;
(3) The form and substance of transactions and the Company's state of affairs have been reasonably and fairly presented in its financial statements;
(4) To ensure above, the Company has taken proper and adequate care in installing a system of internal control and maintenance of accounting records;
(5) Our internal auditors have conducted periodic audits to provide reasonable assurance that the established policies and procedures of the Company were consistently followed; and
(6) The management's use of the going concern basis of accounting in preparing the financial statements is appropriate and there exists no material uncertainty related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.
In this regard, we also certify that:

(i) We have reviewed the financial statements for the year ended on 30 June 2018 and that to the best of our knowledge and belief:
(a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
(b) These statements collectively present true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.
(ii) There are, to the best of knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board of Directors or its members.

Sincerely yours,

**(A N M Kamrul Islam)**
Date: November 05, 2018
Chief Executive Officer (CEO)

**(Mohammad Mustakim Akanda)**
Date: November 05, 2018
Chief Financial Officer (CFO)

# INDEPENDENT AUDITOR'S REPORTS TO THE SHAREHOLDERS OF ATLAS BANGLADESH LIMITED

We have audited the accompanying financial statements of **"ATLAS BANGLADESH LIMITED"**, which comprises the statement of financial position as at 30 June, 2018, the statement of profit or loss and other comprehensive income, Statement of Change in Equity and Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other 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 (BFRS), 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.

**Auditor's 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 (BSA). Those standards require that we comply with 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 amount and disclosures in the financial statements. The procedures selected depend on the auditor's 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, the auditor considers internal control relevant to the entity'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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by managements, 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 opinion.

**Opinion:**

In our opinion, the financial statements give a true and fair view of the Financial Position of the **"ATLAS BANGLADESH LIMITED"** as at 30 June 2018 and of the results of its Financial Performance for the year then ended in accordance with Bangladesh Financial Reporting Standards (BFRS) along with other applicable Rules & Regulations.

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

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

(c) The statement of financial position and the statement of comprehensive income dealt with by this report are in agreement with the books of account.

Khan Wahab Shafique Rahman & Co.

Dated: November 05, 2018

**Khan Wahab Shafique Rahman & Co.**
**Chartered Accountants**

# ATLAS BANGLADESH LIMITED

## Statement of Financial Position
## As at 30 June 2018

| Particulars | Notes | AMOUNT (IN TAKA) | |
|---|---|---|---|
| | | 30.06.2018 | 30.06.2017 |
| **ASSETS:** | | | |
| **A. NON CURRENT ASSETS:** | | | |
| Property, Plant and Equipment | 4.00 | 3,802,775,469 | 3,805,295,842 |
| **B. CURRENT ASSETS :** | | **1,421,649,405** | **1,375,322,696** |
| Inventories | 5.00 | 138,961,293 | 211,763,342 |
| Trade and Other Receivables | 6.00 | 145,926,187 | 67,290,156 |
| BSEC Current Account | | - | 357,970 |
| Inter Project Current Account | 7.00 | 8,631,497 | 9,793,220 |
| Advance, Deposits and Prepayments | 8.00 | 21,555,571 | 27,684,004 |
| Advance Income Tax | 9.00 | 615,455,092 | 610,319,912 |
| Cash and Cash Equivalents | 10.00 | 491,119,765 | 448,114,092 |
| **TOTAL ASSETS (A+B)** | | **5,224,424,874** | **5,180,618,538** |
| **EQUITY & LIABILITIES:** | | | |
| **C. SHARE HOLDERS EQUITY :** | | **4,467,669,437** | **4,512,119,940** |
| Share Capital | 11.00 | 301,155,530 | 273,777,750 |
| Capital Reserve | 12.00 | 5,215,219 | 5,215,219 |
| General Reserve | | 18,000,000 | 18,000,000 |
| Share Premium | | 158,182,500 | 158,182,500 |
| Retained Earnings | 13.00 | 349,989,684 | 421,106,185 |
| Revaluation Reserve | 14.00 | 3,635,126,504 | 3,635,838,286 |
| **D. NON CURRENT LIABILITIES :** | | **253,742,723** | **247,105,649** |
| Long Term Loan | 15.00 | 2,184,296 | 2,184,296 |
| Obligatory Employee Retirement Benefit (Gratuity) | 16.00 | 98,100,172 | 91,221,361 |
| Deferred Tax Liability | 17.00 | 153,458,255 | 153,699,992 |
| **E. CURRENT LIABILITIES & PROVISIONS :** | | **503,012,714** | **421,392,949** |
| Trade and Other Payables | 18.00 | 114,274,289 | 41,038,817 |
| Workers' Profit Participation Fund and Welfare Fund | 19.00 | 11,260,805 | 11,260,805 |
| Inter Project Current Account | 20.00 | 729,646 | 101,330 |
| Provision for Taxation | 21.00 | 313,042,412 | 311,514,288 |
| BSEC Current Account | | 6,042,799 | - |
| Unpaid Dividend | 22.00 | 57,662,763 | 57,477,709 |
| **TOTAL EQUITY AND LIABILITIES (C+D+E)** | | **5,224,424,874** | **5,180,618,538** |
| **Net Assets Value (NAV) per share** | **23.00** | **148** | **165** |

The annexed notes form an integral part of these financial statements.

**DEPUTY CHIEF ACCOUNTS OFFICER & COMPANY SECRETARY** | **MANAGING DIRECTOR** | **DIRECTOR** | **DIRECTOR**

Signed in terms of our separate report of even date annexed.
November 05, 2018
Dhaka

Khan Wahab Shafique Rahman & Co
Chartered Accountant

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# ATLAS BANGLADESH LIMITED

## Statement of Profit or Loss and other Comprehensive Income
## For the year ended 30 June 2018

| Particulars | Notes | AMOUNT (IN TAKA) | |
|---|---|---|---|
| | | 2017-2018 | 2016-2017 |
| **Sales** | 24.00 | 229,292,112 | 139,565,805 |
| Less: Cost of sales | 25.00 | (220,379,359) | (153,365,173) |
| **Gross Profit/(Loss) for the year** | | **8,912,753** | **(13,799,368)** |
| **Less : Operating Expenses:** | 26.00 | **69,132,341** | **81,544,285** |
| Managing Director's Remuneration | 26.01 | 1,107,990 | 1,272,196 |
| Auditor's Fees | 26.02 | 69,000 | 69,000 |
| Administrative Expenses | 26.03 | 51,803,619 | 55,992,296 |
| Selling Expenses | 26.04 | 16,151,732 | 24,210,793 |
| **Operating Profit/(Loss)** | | **(60,219,588)** | **(95,343,653)** |
| Financial Expenses | 27.00 | (588,518) | (464,217) |
| | | **(60,808,106)** | **(95,807,870)** |
| Add: Non Operating Income | 28.00 | 25,395,235 | 24,908,945 |
| Net Profit before contribution to workers profit participation and welfare fund | | **(35,412,871)** | **(70,898,925)** |
| Less: Contribution to Workers' Profit Participation and Welfare Fund | | - | - |
| **Net Profit/(Loss) before Tax** | | **(35,412,871)** | **(70,898,925)** |
| Less: Income Tax Expenses | | **1,523,647** | **990,140** |
| Current | 29.00 | 1,528,124 | 986,849 |
| Deferred | | (4,477) | 3,291 |
| **Net Profit/(Loss) for the year** | | **(36,936,518)** | **(71,889,065)** |
| **Earnings per Share (EPS)** | 30.00 | **(1.23)** | **(2.39)** |

The annexed notes form an integral part of these financial statements.

DEPUTY CHIEF ACCOUNTS OFFICER & COMPANY SECRETARY | MANAGING DIRECTOR | DIRECTOR | DIRECTOR

Signed in terms of our separate report of even date annexed.

**November 05, 2018**
**Dhaka**

Khan Wahab Shafique Rahman & Co.
Chartered Accountant

# ATLAS BANGLADESH LIMITED

## Statement of Changes in Equity
## For the year ended 30 June 2018

**2017-2018**

| Particulars | Share Capital Taka | Capital Reserve Taka | General Reserve Taka | Share Premium Taka | Revaluation Reserve Taka | Retained Earnings Taka | Total Taka |
|---|---|---|---|---|---|---|---|
| Balance at 1 July 2017 | 273,777,750 | 5,215,219 | 18,000,000 | 158,182,500 | 3,635,838,286 | 421,106,185 | 4,512,119,940 |
| Profit/(Loss) for the year (after Tax) | - | - | - | - | - | (36,936,518) | (36,936,518) |
| Revaluation reserve Transfer for Dep. | - | - | - | - | (949,043) | 949,043 | - |
| Bonus share (2016-2017) (10%) | 27,377,780 | - | - | - | - | (27,377,780) | - |
| Adjustment for deferred tax | | | | | 237,260 | - | 237,260 |
| Prior years' Adjustment (Note-32) | - | - | - | - | - | (2,275,691) | (2,275,691) |
| Cash dividend (2016-2017) (2 %) | - | - | - | - | - | (5,475,555) | (5,475,555) |
| **Balance at 30 June 2018** | **301,155,530** | **5,215,219** | **18,000,000** | **158,182,500** | **3,635,126,504** | **349,989,684** | **4,467,669,437** |

**2016-2017**

| Particulars | Share Capital Taka | Capital Reserve Taka | General Reserve Taka | Share Premium Taka | Revaluation Reserve Taka | Retained Earnings Taka | Total Taka |
|---|---|---|---|---|---|---|---|
| Balance at 1 July 2016 | 260,740,720 | 5,215,219 | 18,000,000 | 158,182,500 | 3,636,708,850 | 531,581,632 | 4,610,428,921 |
| Profit/(Loss) for the year (after Tax) | - | - | - | - | - | (71,889,065) | (71,889,065) |
| Revaluation reserve Transfer for Dep. | - | - | - | - | (1,160,753) | 1,160,753 | - |
| Bonus share (2015-2016) (5%) | 13,037,030 | - | - | - | - | (13,037,030) | - |
| Adjustment for deferred tax | | | | | 290,189 | - | 290,189 |
| Prior years' Adjustment (Note-32) | - | - | - | - | - | (636,033) | (636,033) |
| Cash dividend (2015-2016) (10 %) | - | - | - | - | - | (26,074,072) | (26,074,072) |
| **Balance at 30 June 2017** | **273,777,750** | **5,215,219** | **18,000,000** | **158,182,500** | **3,635,838,286** | **421,106,185** | **4,512,119,940** |

DEPUTY CHIEF ACCOUNTS OFFICER & COMPANY SECRETARY | MANAGING DIRECTOR | DIRECTOR | DIRECTOR

Signed in terms of our separate report of even date annexed.

**November 05, 2018**
**Dhaka**

Khan Wahab Shafique Rahman & Co.
Chartered Accountant

# ATLAS BANGLADESH LIMITED

## Statement of Cash Flows
## For the year ended 30 June 2018

| PARTICULARS | Notes | AMOUNT (IN TAKA) | |
|---|---|---|---|
| | | 2017-2018 | 2016-2017 |
| **CASH FLOW FROM OPERATING ACTIVITIES** | | | |
| **Receipts** | | | |
| Collection from Sales | | 192,911,206 | 114,709,295 |
| Others | | 32,431,597 | 46,360,135 |
| **Total receipts** | | **225,342,803** | **161,069,430** |
| **Payments** | | | |
| Purchase of Raw Materials and Others | | 62,120,271 | 110,463,032 |
| Manufacturing and Operating Expenses | | 90,668,245 | 137,574,377 |
| Value Added Tax | | 18,430,847 | 13,023,642 |
| Bank Charges | | 588,518 | 464,217 |
| Income tax paid | | 5,135,180 | 7,441,087 |
| **Total Payment** | | **176,943,061** | **268,966,355** |
| Net cash Provided/ (used) by operating activities | | 48,399,742 | (107,896,925) |
| **CASH FLOW FROM INVESTMENT ACTIVITIES:** | | | |
| Acquisition of fixed assets | | (103,568) | (12,000) |
| Disposal of fixed assets | | - | - |
| **Net cash used by investing activities** | | **(103,568)** | **(12,000)** |
| CASH FLOW FROM FINANCING ACTIVITIES: | | | |
| Dividend paid | | (5,290,501) | (24,706,491) |
| Net cash used by financing activities | | (5,290,501) | (24,706,491) |
| **Increase/(Decrease) in cash and cash equivalents** | | **43,005,673** | **(132,615,416)** |
| **Cash and cash equivalents at opening** | | 448,114,092 | 580,729,508 |
| **Cash and cash equivalents at closing** | | **491,119,765** | **448,114,092** |
| **Net Operating Cash Flow per Share (NOCFPS)** | 31.00 | **1.61** | **(3.58)** |

DEPUTY CHIEF ACCOUNTS OFFICER & COMPANY SECRETARY | MANAGING DIRECTOR | DIRECTOR | DIRECTOR

Signed in terms of our separate report of even date annexed.

**November 05, 2018**
**Dhaka**

Khan Wahab Shafique Rahman & Co.
Chartered Accountant

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# ATLAS BANGLADESH LIMITED

## Notes to the Financial Statements For the year ended 30 June 2018

**1.00 (a) ABOUT THE COMPANY**

Atlas Bangladesh Limited was incorporated as a private Limited Company in 1966 and thereafter as per Government's decision it was converted into a public limited company in 1987. The Company assembles motor cycle and imports spare parts. It also manufactures and markets some of these parts locally. In Bangladesh, Atlas Bangladesh Limited was the sole distributor of Honda Motor Company Limited, Japan; Hero Honda Motors Limited, India; HMSI, India and Atlas Honda Limited, Pakistan. After separation of business relation with Hero Honda Motors Ltd., ABL engaged Distribution and Technical Assistance Agreement with Chongquing Zongshen Group I/E Corp, China. ABL is marketing the assembled Motorcycles under this agreement under the trade mark of ZONGSHEN-ATLAS.ABL also engaged a Memorandum of Understanding (MoU) on 24th May 2018 with TVS AUTO BANGLADESH LIMITED as a "Corporate Partner".Now ABL is engage in assembling and marketing TVS brand Motorcycles to the Corporate sector beside ZONGSHEN-ATLAS brand.

The shares of the Company are listed in the Dhaka Stock Exchange Limited, Bangladesh. The registered office of the Company is situated at 265-267 Tongi Industrial Area, Tongi, Gazipur.

**(b) Components of the Financial Statements:**

(i) Statement of Financial Position as at 30 June, 2018
(ii) Statement of Profit or Loss and other Comprehensive Income for the year ended 30 June, 2018
(iii) Statement of Changes in Equity for the year ended 30 June, 2018
(iv) Statement of Cash Flows for the year ended 30 June, 2018
(v) Accounting Policies and Explanatory Notes to the Financial Statements.

**2.00 BASIS OF PREPARATION OF FINANCIAL STATEMENTS:**

**(a) i. Fundamental Accounting Concepts/ Assumption**

The financial statements have been prepared under historical cost convention on accrual basis and such other convention as required by BAS-1 and BFRS for fair presentation of financial statements.

**(a) ii. Going Concern**

The company had an agreement with Hero Honda Motors Ltd. to assemble and market "Hero Honda" brand motor cycle. Due to separation of business relation with Hero Honda Motors Ltd. in 2013.After the engagement of Distribution and Technical Assistance Agreement with Chongquing Zongshen Group I/E Corp, China, ABL started the business with a new brand ZONGSHEN-ATLAS and is trying to capture the motorcycle market but sales of the new brand did not increase as our expectation. ABL also engaged a Memorandum of Understanding (MoU) on 24th May 2018 with TVS AUTO BANGLADESH LIMITED as a "Corporate Partner".Now ABL is engage in assembling and marketing TVS brand Motorcycles to the Corporate sector beside ZONGSHEN-ATLAS brand. The directors of the company expect better performance in the foreseeable future. The current credit facilities and resources of the company provides sufficient fund to meet the present requirements of its existing business. Moreover they believe that the company has adequate resources to continue the operation in the foreseeable future. For these reasons the directors continue to adopt going concern basis in preparing the Financial Statements.

**(b) Use of estimation and judgments**

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

**(c) Comparative Information:**

Comparative information have been disclosed in respect of the year 2017-2018 for all numerical information in the financial statements and also the narrative and descriptive information where relevant for understanding the current year's financial statements. Figures of 2017-2018 have been re-arranged wherever considered necessary to conform to current year's presentation

**(d) Compliance with Local Laws:**

The financial statements have been prepared in compliance with requirements of the Companies Act, 1994, Securities and Exchange Ordinance 1993, Securities and Exchange Rules 1987, Listing regulations of Dhaka Stock Exchange Limited (DSE) and other relevant local laws and regulations.

**(e) Reporting currency and Level of Precision:**

The figures in the financial statements have been presented in Bangladesh taka (BDT/Tk.) currency and have been rounded off to the nearest taka where necessary.

**(f) Reporting period:**

Financial statements have been prepared covering one fiscal year from 1 July 2017 to 30 June 2018.

## 3.00 SIGNIFICANT ACCOUNTING POLICIES:

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

| | |
|---|---|
| BAS 1 | Presentation of Financial Statements |
| BAS 2 | Inventories |
| BAS 7 | Statement of Cash Flows |
| BAS 8 | Accounting Policies, changes in Accounting Estimates and Errors |
| BAS 10 | Events after the Balance Sheet Date |
| BAS 12 | Income Taxes |
| BAS 16 | Property, Plant and Equipment |
| BAS 18 | Revenue |
| BAS 19 | Employee Benefits |
| BAS 24 | Related Party Disclosures |
| BAS 33 | Earnings Per Share |
| BAS 36 | Impairment of Assets |
| BAS 37 | Provisions, Contingent Liabilities and Contingent Assets |
| BAS 39 | Financial Instruments: Recognition and Measurement |

The related BFRSs are also complied for the preparation of these financial statements

### (a) Property, plant and equipment

#### (i) Recognition and measurement

Property, plant and equipment have been stated at written down value. Accumulated historical cost and depreciation have been shown in the Financial Statements. The cost of acquisition comprises of purchase price, including import duties and non-refundable Taxes and any directly attributable cost of bringing the assets to its state of intended use. Expenditure incurred after the assets have been put into operation, such as repairs and 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 addition to cost of the assets.

The gain or loss arising on the disposal or retirement of an asset is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized as non operating income and reflected in the Statement of Profit or Loss and other Comprehensive Income.

#### (ii) Depreciation:

Depreciation has been charged on all property, plant and equipment except land and land development on reducing balance method. Depreciation has been charged on addition on the basis of when it is available for use. Rates of depreciation of different category of assets are as under:

| Category of assets | Rate |
|---|---|
| Building and other construction | 18% |
| Machinery | 18% |
| Furniture and fixtures | 10% |
| Vehicles | 20% |
| Office equipment | 20% |
| Generator | 10% |
| Other factory assets | 10% |
| Other assets | 20% |
| Gas line installation | 5% |

#### (iii) Impairment of assets

All assets have been reviewed according to BAS 36 and it was confirmed that no such assets have been impaired during the year and for this reason no provision has been made for Impairment of assets.

### (b) Inventories:

The stocks of spares and raw materials have been valued at average prices and the stock of finished goods have been valued at cost or net realizable value whichever is lower.

Work-in-process have been valued at prices which include cost of materials plus all conversion costs.

Physical inventory of stocks at the year end at 30 June 2018 was taken by a team comprising of employees of Atlas Bangladesh Limited and the auditors.

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**( c) Provisions**

In accordance with the guidelines as prescribed by BAS-37: Provisions, Contingent Liabilities and Contingent Assets, provisions are recognized in the following situations:

(i) when the company has an obligation ( legal or constructive) as a result of past events;

(ii) when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and

(iii) Reliable estimates can be made of the amount of the obligation.

**(d) Revenue recognition policy**

**(i) Sale of goods**

Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns, trade discounts and volume rebates as per BAS-18. Revenue is recognized when the significant risks and reward 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 sold. Transfer of risk and rewards occurs for the sale of goods when the product is delivered along with dispatch documents and invoices to customers.

(ii) Interest income is recognized when it is accrued by respective bank.

**(e) Income Tax Expenses**

**Current Tax:**

Provision for Taxation has been made during the year applying the applicable rate as per Income Tax Ordinance 1984.

**Deferred Tax:**

Deferred tax liabilities are the amount of income taxes payable in future years in respect of taxable temporary differences. Deferred tax assets are the amount of income taxes recoverable in future years in respect of deductible temporary differences. Deferred tax assets and liabilities are recognized for the future tax consequences of timing differences arising between the carrying values of assets, liabilities, income and expenditure and their respective tax bases. Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or subsequently enacted at the financial statement date.

**(f) Financial Instruments**

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

**(i) Financial Assets:**

Financial assets of the company include cash and cash equivalents, equity instrument of another entity, trade receivable and other receivables. The company initially recognizes receivable on the date they are originated. All other 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 only when contractual rights or probabilities of receiving the cash flows from the assets 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 reward of ownership of the financial assets are transferred.

**(ii) Cash and cash equivalents:**

According to BAS 7 'Statement of Cash Flows ' cash comprises of cash in hand, demand deposits and cash equivalents which are short term highly liquid investments that are readily convertible to cash and which are subject to an insignificant risk of changes in value. BAS 1 ''Presentation of Financial Statements" provides that Cash and cash equivalents are not restricted in use. Considering the provision of BAS 7 & BAS 1, Cash in Hand & Bank Balances including FDR have been treated as Cash & cash equivalents.

**(iii) Available for Sale of Financial Assets:**

During the year the company had no financial asset for sale.

**(iv) Trade Receivable**

Trade receivable are carried at original invoice amount less an estimate made for doubtful debts based on a review of all outstanding amount at the period end.

**(v) Financial Liabilities**

The company initially recognizes financial liabilities 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 expired. Financial liabilities are recognized initially at fair value less any directly attributable transaction cost. Subsequently to initial recognition, these financial liabilities are measured at amortized cost using the effective interest method. Financial liabilities include loan and borrowing, trade creditors, liabilities for expenses and liabilities for other finance.

**(g) Financial expenses**

Financial Expenses incurred during the year was recognized as revenue expenses in accordance with BAS-23 "Borrowing Cost." Financial expenses comprise bank charges.

**(h) Related Party Disclosures**

There is no transaction with related parties carried out in the normal course of business in accordance with the requirements of BAS 24: Related Party Disclosures.

**(i) Statement of Cash Flows**

Statement of Cash Flows has been prepared principally in accordance with BAS-7 "Statement of Cash Flows" and the cash flows from the operating activities have been presented under direct method.

**(j) Net Income before Tax**

Net Income before Tax for the year were not materially affected by:

(a) Transaction of a nature not usually undertaken by the company;

(b) Circumstances of an exceptional or non-recurring nature;

(c) Changes of credits relating to prior years ; and

(d) Changes in accounting policies.

**(k) Segmental Reporting:**

No segmental reporting is applicable for the company as required by BAS 14: "Segment Reporting" as the company operates in a single industry segment and within a single geographical territory.

**(l) Earning per share**

This has been calculated in compliance with the requirements of BAS 33: Earnings Per Share has been calculated by the profit attributable to ordinary equity holders of the company by the weighted average number of ordinary shares outstanding during the period and retrospective effect has also been given for calculation of previous years earnings as well to conform the current years presentation.

**(m) Diluted Earnings per Share**

No diluted Earnings per Share was required to be calculated for the year under review as there is no scope for dilution of Earnings Per Share for the year.

**(n) Employee Benefit Plan**

**(i) Short Term Employee Benefits**

Short-term employee benefits include salaries, bonuses etc.

**(ii) Post-employment benefits:**

The Company operates a contributory provident fund scheme, an unfunded gratuity scheme and a group insurance scheme for its permanent employees. Provisions have been made as per rules. The provident fund is administered by the Board of Trustees. The gratuity is calculated based on 2 (two) months of last basic pay multiplied by the number of years served. Separate fund created for the gratuity. Separate pension scheme is administered by Bangladesh Steel and Engineering Corporation for Central Cadre Officer (Grad-9 & above) who are entitled for pension and the company contributes monthly 35% of basic salary of central cadre officer for this fund.

**(iii) Workers' profit participation fund and workers welfare fund:**

Allocation to workers' profit participation fund has been made at 5% on net profit before tax in terms of chapter-15 of the labor Law-2006. Of which 80% relates to Workers' Profit Participation Fund and 20% relates to Welfare Funds & workers welfare foundation Fund.

**(o) Events after the reporting period (BAS 10):**

Events after the reporting period that provide additional information about the Company's position at the date of statement of financial position or those that indicate the going concern assumption is not appropriate are reflected in the financial statements. Events after the reporting period that are not adjusting events are disclosed in the notes when material. No such events came to the attention of management of the Company.

**(p) Key Management Personnel Compensation:**

i) Atlas Bangladesh limited is offloaded State own national organization and the Company's compensation packages has been provided as per the National Pay Scale approved by the Govt. We disclosed the Managing Director compensation which is included in Note No-26.01.

ii) no amount was spent by the company for compensating any member of the Board of Directors except Managing Director.

iii) other management personnel's compensation included in the administrative salary (Note No-26.03).

**(q) Authorization of Financial Statements :**

The financial statements were authorized for issue by the Board of Directors on 05 November 2018

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| | | AMOUNT (IN TAKA) | |
|---|---|---|---|
| | | 30.06.2018 | 30.06.2017 |
| **4.00 PROPERTY, PLANT AND EQUIPMENT: TK. 3,802,775,469** | | | |
| **At cost (A)** | | | |
| Opening balance | | 3,931,887,573 | 3,931,875,573 |
| Addition during the year | | 103,568 | 12,000 |
| | | **3,931,991,141** | **3,931,887,573** |
| **Accumulated depreciation (B)** | | | |
| Opening balance | | 126,591,731 | 123,439,677 |
| Charge during the year | | 2,623,941 | 3,152,054 |
| | | **129,215,672** | **126,591,731** |
| **Balance (A-B)** | | **3,802,775,469** | **3,805,295,842** |

Property, Plant and Equipment have also been shown in **Annexure-1 (a).**

**5.00 INVENTORIES: TK. 138,961,293**

| The above figure is comprises as under: | | | |
|---|---|---|---|
| Raw materials | | 63,684,053 | 111,624,165 |
| Finished goods | | 71,372,837 | 81,440,255 |
| Store & spares | | 3,904,403 | 3,416,157 |
| Store -in-transit | | - | 15,282,765 |
| | | **138,961,293** | **211,763,342** |

The details break up of above inventory figure are shown in **Annexure- 2.**

**6.00 TRADE AND OTHER RECEIVABLES : TK. 145,926,187**

| The break up of the above amounts is given below: | | | |
|---|---|---|---|
| Trade Receivables | (Note 6.01) | 129,700,216 | 53,432,790 |
| Other Receivable | (Note 6.02) | 14,774,219 | 13,316,680 |
| Accrued Interest on FDR | (Note 6.03) | 1,992,282 | 1,081,216 |
| | | **146,466,717** | **67,830,686** |
| Less: Provision on bad and doubtful debts | | 540,530 | 540,530 |
| | | 145,926,187 | 67,290,156 |

**6.01 Trade Receivables : Tk. 129,700,216**

| | | |
|---|---|---|
| ABL Employees | 571,463 | 639,153 |
| Government Sector | 126,231,727 | 36,454,111 |
| NGO/Individuals | 2,897,026 | 16,339,526 |
| | **129,700,216** | **53,432,790** |

**6.02 Other Receivables : Tk. 14,774,219**

| | | |
|---|---|---|
| ABL - Workers, Staff & Officers | 6,635 | 6,635 |
| (1 day's Salaries to be realized subsequently from employees) | | |
| Custom Duty (2008-09) | 1,579,025 | 1,579,025 |
| Washing allowance | 354,810 | 395,930 |
| | 1,940,470 | 1,981,590 |
| Debit Balance of Creditors for goods supply | 14,295 | 10,011 |
| Debit Balance of Subscription CBA | 1,741 | - |
| Debit Balance of advance from customers | 12,817,713 | 11,325,079 |
| | **14,774,219** | **13,316,680** |

| | AMOUNT (IN TAKA) | |
|---|---|---|
| | 30.06.2018 | 30.06.2017 |
| **6.03 Accrued Interest on FDR: Tk. 1,992,282** | | |
| This is made up as follows: | | |
| Sonali Bank Ltd., Tongi Branch | 254,616 | 208,079 |
| Janata Bank Ltd. Uttara Branch | 7,127 | 463,416 |
| National Bank Ltd. Tongi Branch | 818,968 | 152,893 |
| Sonali Bank Ltd., Shilpa Bhaban Branch | 41,125 | 35,525 |
| IDLC, Gazipur | 240,560 | - |
| DBH Finance, Uttara Branch | 235,089 | - |
| Standered Bank, Uttara Branch | 42,392 | - |
| Southest Bank, Tongi Branch | 127,694 | - |
| Trust Bank Ltd., Tongi Branch | 224,711 | 221,303 |
| | **1,992,282** | **1,081,216** |
| **Aging of Trade and other Receivables:** | | |
| Within 30 days | 59,782,056 | 27,781,004 |
| Within 31-60 | 46,231,819 | 21,359,830 |
| Within more than 60 days | 39,912,312 | 18,149,322 |
| | **145,926,187** | **67,290,156** |
| **7.00 INTER-PROJECT:** | | |
| **CURRENT ACCOUNT (DEBIT): TK. 8,631,497** | | |
| This is made up as follows: | | |
| **Inter Project:** | | |
| Eastern Cables Limited | 14,277 | 14,277 |
| National Tubes Limited | 132,004 | 132,004 |
| Bangladesh Blade Factory | 6,558,542 | 5,410,319 |
| Eastern Tubes Limited | 850,790 | 850,790 |
| General Electric Mfg. Co. | - | 2,782 |
| | **7,555,613** | **6,410,172** |
| **Disinvested Project:** | | |
| B.M.T.F Limited | 32,332 | 32,332 |
| Dockyard and Engineering Works Limited | 167,974 | 167,974 |
| Bangladesh Cycle Industries Limited | - | 2,307,164 |
| Ispahani Marshal Limited | 6,824 | 6,824 |
| Omar Sons Limited | 16,060 | 16,060 |
| Metalex Corporation Limited | 852,694 | 852,694 |
| | **1,075,884** | **3,383,048** |
| | **8,631,497** | **9,793,220** |
| **8.00 ADVANCES, DEPOSITS AND PREPAYMENTS: TK. 21,555,571** | | |
| The break up of the above amounts is given below: | | |
| Advance against 5% H/R recovery | 800 | 800 |
| Advance against salary/wages | 3,500,073 | 400,960 |
| Advance against TA/DA | 393,727 | 328,503 |
| Advance against Purchases/expenses | 3,144,277 | 2,759,314 |
| Advance to Suppliers/Contractors | 1,424,045 | 920,137 |
| Advance against canteen | 316,067 | 257,446 |
| Advance against VAT (Note 8.01) | 9,409,513 | 18,854,961 |
| | **18,188,502** | **23,522,121** |

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| | | AMOUNT (IN TAKA) | |
|---|---|---|---|
| | | 30.06.2018 | 30.06.2017 |
| **DEPOSITS:** | | | |
| Sundry deposits | (Note 8.02) | 3,416,569 | 4,211,383 |
| | | **3,416,569** | **4,211,383** |
| **Less:** Provision for bad and doubtful debts | | 49,500 | 49,500 |
| | | **3,367,069** | **4,161,883** |
| | | **21,555,571** | **27,684,004** |

**8.01 Advance against VAT : Tk. 9,409,513**

| | | |
|---|---|---|
| Balance at 1 July 2017 | 18,854,961 | 25,945,576 |
| Paid during the year | 18,430,847 | 12,898,642 |
| Adjust during the year | (27,876,295) | (19,989,257) |
| **Balance at 30 June 2018** | **9,409,513** | **18,854,961** |

**8.02 Sundry Deposits: Tk. 3,416,569**

This is made up as follows:

| | | |
|---|---|---|
| Balance at 1 July 2017 | 4,211,383 | 6,743,318 |
| Paid during the year | 1,069,319 | 775,571 |
| Realization during the year | (1,864,133) | (3,307,506) |
| **Balance at 30 June 2018** | **3,416,569** | **4,211,383** |

**9.00 ADVANCE INCOME TAX : TK. 615,455,092**

This is made up as follows:

| | | |
|---|---|---|
| Balance at 1 July 2017 | 610,319,912 | 602,878,825 |
| Advance taxes paid and taxes deducted at source during the year | 5,135,180 | 7,441,087 |
| | **615,455,092** | **610,319,912** |

Advance income tax and provision for taxation have also been shown in **Annexure-3.**

**10.00 CASH AND CASH EQUIVALENTS: TK. 491,119,765**

| | | |
|---|---|---|
| Cash in hand | 34,882 | 8,433 |
| Imprest account (Preliberation) | 100 | 100 |
| **Sub Total (A)** | **34,982** | **8,533** |

**Current and short term deposits**

| Name and Branch | A/c. No. | | |
|---|---|---|---|
| Sonali Bank Ltd., Tongi Bazar Branch, Gazipur | SND # 79 | 5,368,873 | 896,424 |
| Sonali Bank Ltd., Tongi Bazar Branch, Gazipur | SB # 9171 | 415,257 | 403,175 |
| Pubali Bank Limited, Tongi Branch, Gazipur | SND # 367 | 338,264 | 527,488 |
| Sonali Bank, Shilpa Bhaban Br.,Dhaka | SND # 156 | 108,596 | 106,479 |
| Prime Bank Ltd., Tongi Br. | SND # 3848 | 29,191 | 29,232 |
| AB Bank Ltd. Kawran Bazar Br., Dhaka | SND # 071676-430 | 1,377,363 | 930,244 |
| Sonali Bank ltd., Shilpa Bhaban Br. Dhaka | CC # 2606 | 3,441 | 3,441 |
| Sonali Bank ltd., Shilpa Bhaban Br. Dhaka | CC # 2597 | 8,957 | 8,957 |
| Trust Bank Ltd., Tongi Br, Gazipur | SND # 57 | 30,648,966 | 4,290,604 |
| Trust Bank Ltd., Tongi Br, Gazipur | SND # 66 | 1,268,444 | 2,350 |
| Trust Bank Ltd., Tongi Br, Gazipur | SND # 93 | 140,768 | 93,063 |
| Southeast Bank Ltd., Tongi Bazar Br. Gazipur | SND # 19 | 70,240 | 70,058 |
| National Bank Ltd. Tongi Bazar Br. | SND#144 | 155,533 | 76,659 |
| Brac Bank,Uttara Cor. Br. | SB # 3001 | 154,248 | |
| South Bangla Agri. & Comm. Bank,Uttara Br. | SND#4306 | 146,116 | 1,157,091 |
| Janata Bank,Uttara corp. Br. | SND#976 | 849,562 | 3,985,624 |
| **Sub Total (B)** | | **41,083,819** | **12,580,891** |

| | AMOUNT (IN TAKA) | |
|---|---|---|
| | 30.06.2018 | 30.06.2017 |
| **Fixed Deposits:** | | |
| ABL Employees Leave pay & Gratuity Fund Trust: | | |
| Sonali bank, Tongi Br | 35,830,827 | 34,387,095 |
| Trust Bank, Tongi Br. | 15,247,272 | 14,699,821 |
| National Bank, Tongi Br. | 36,484,592 | 18,257,786 |
| **Sub Total (C)** | **87,562,691** | **67,344,702** |
| | | |
| **ABL Own Fund:** | | |
| Sonali Bank Ltd. Tongi Bazar Br. | 109,585,907 | 84,553,068 |
| Sonali Bank ltd, Shilpa Bhaban Corp. Br. | 60,041,766 | 57,630,499 |
| Janata Bank Ltd. Uttara Br. | 11,561,607 | 144,506,531 |
| Trust Bank, Tongi Br. | 37,002,239 | 45,092,768 |
| Southeast Bank Ltd.,Tongi Br. | 24,533,700 | - |
| IDLC, Tongi Br. | 46,369,843 | - |
| DBH, Uttara Br. | 46,389,492 | - |
| Standerd Bank Ltd., Uttara Br. | 9,210,125 | - |
| National Bank Ltd. Tongi Bazar Branch | 17,743,594 | 36,397,100 |
| **Sub Total (D)** | **362,438,273** | **368,179,966** |
| **Total Fixed Deposits (E)** | **450,000,964** | **435,524,668** |
| **Grand Total (A+B+C+D)** | **491,119,765** | **448,114,092** |
| **11.00 SHARE CAPITAL : TK. 301,155,530** | | |
| **Authorized** | | |
| 100,000,000 Ordinary Shares of Taka 10/= each | 1,000,000,000 | 1,000,000,000 |
| **Issued, subscribed and paid up:** | | |
| Opening Share Capital | 273,777,750 | 260,740,720 |
| Add: Bonus share (2016-2017) (10%) | 27,377,780 | 13,037,030 |
| **Closing Share Capital** | **301,155,530** | **273,777,750** |
| **Group - A** | | |
| 15,358,932 Ordinary Shares of Taka 10/- each | 153,589,320 | 139,626,650 |
| **Group - B** | | |
| 14,756,621 Ordinary Shares of Taka 10/- each | 147,566,210 | 134,151,100 |
| | **301,155,530** | **273,777,750** |

Shareholding position of the Company at 30 June 2018 was as follows:

| Share Holders | No. of shares | % | Face value Taka |
|---|---|---|---|
| **Group - A** | | | |
| Bangladesh Steel and Engineering Corporation | 15,358,932 | 51.00 | 153,589,320 |
| **Group - B** | | | |
| Investment Corporation of Bangladesh | 4,476,032 | 14.86 | 44,760,320 |
| Bangladesh Fund | 1,817,625 | 6.04 | 18,176,250 |
| Institutions | 905,630 | 3.01 | 9,056,300 |
| Officers and Employees of ABL | 95,474 | 0.32 | 954,740 |
| Shareholder Director | 341,585 | 1.13 | 3,415,850 |
| General Public | 7,120,275 | 23.64 | 71,202,750 |
| Sub-Total | 14,756,621 | 49.00 | 147,566,210 |
| **Grand Total (A+B)** | **30,115,553** | **100.00** | **301,155,530** |

| AMOUNT (IN TAKA) | |
|---|---|
| 30.06.2018 | 30.06.2017 |

**Issued, subscribed and paid up capital includes bonus share issued as follows:**

| Year | Stock Ratio | No. of Share |
|---|---|---|
| 1991-1992 | 1 : 5 | 200,000 |
| 1995-1996 | 1 : 4 | 300,000 |
| 2001-2002 | 1 : 2 | 750,000 |
| 2002-2003 | 1 : 3 | 750,000 |
| 2003-2004 | 1 : 3 | 1,000,000 |
| 2004-2005 | 1 : 2 | 2,000,000 |
| 2005-2006 | 1 : 3 | 2,000,000 |
| 2006-2007 | 1 : 4 | 2,000,000 |
| 2008-2009 | 1 : 3 | 3,333,333 |
| 2009-2010 | 1 : 3 | 4,444,444 |
| 2010-2011 | 1 : 3 | 5,925,925 |
| 2014-2015 | 1 : 10 | 2,370,370 |
| 2015-2016 | 1 : 20 | 1,303,703 |
| 2016-2017 | 1 : 10 | 2,737,778 |

**11.01 Classification of Shareholders by Holding :**

| Range of Shares | Numbers of Share Holders | | Shareholdings % | |
|---|---|---|---|---|
| | 2017-2018 | 2016-2017 | 2017-2018 | 2016-2017 |
| Less than 500 Shares | 5,599 | 5,788 | 72.80 | 73.59 |
| 500 to 5,000 | 1,951 | 1,938 | 25.37 | 24.64 |
| 5,001 to 10,000 | 68 | 67 | 0.88 | 0.85 |
| 10,001 to 20,000 | 23 | 20 | 0.30 | 0.25 |
| 20,001 to 30,000 | 13 | 15 | 0.17 | 0.19 |
| 30,001 to 40,000 | 7 | 8 | 0.09 | 0.10 |
| 40,001 to 50,000 | 4 | 3 | 0.05 | 0.04 |
| 50,001 to 100,000 | 8 | 9 | 0.10 | 0.11 |
| 100,001 to 1,000,000 | 13 | 12 | 0.17 | 0.15 |
| Over 1,000,000 | 5 | 5 | 0.07 | 0.06 |
| **Total** | **7691** | **7865** | **100.00** | **100.00** |

**12.00 CAPITAL RESERVE : TK. 5,215,219**

This amount is as per last account and it is being carried forward in the account from many years ago.

**13.00 RETAINED EARNINGS : TK. 349,989,684**

This is made up as follows:

| | | |
|---|---|---|
| Balance at 1st July 2017 | 421,106,185 | 531,581,632 |
| 2% Cash dividend paid for the year 2016-2017 | (5,475,555) | (26,074,072) |
| 10% Stock dividend paid for the year 2016-2017 | (27,377,780) | (13,037,030) |
| **Balance after 2% Cash & 10% Stock dividend** | **388,252,850** | **492,470,530** |
| Net profit/(Loss) for the year | (36,936,518) | (71,889,065) |
| Revaluation reserve Transfer for Deprecation | 949,043 | 1,160,753 |
| Prior years' Adjustment | (2,275,691) | (636,033) |
| **Balance at 30 June 2018** | **349,989,684** | **421,106,185** |

**14.00 REVALUATION RESERVE : TK. 3,635,126,504**

| | | |
|---|---|---|
| Balance at 1st July 2017 | 3,635,838,286 | 3,636,708,850 |
| Transferred to Retained earning for difference of Deprecation | (949,043) | (1,160,753) |
| Adjustment for deferred tax | 237,260 | 290,189 |
| **Balance at 30 June 2018** | **3,635,126,504** | **3,635,838,286** |

| | | AMOUNT (IN TAKA) | |
|---|---|---|---|
| | | 30.06.2018 | 30.06.2017 |
| **15.00 LONG TERM LOAN : TK. 2,184,296** | | | |
| Quasi-equity loan | (Note 15.01) | 55 | 55 |
| Interest free Government loan | (Note 15.02) | 2,184,241 | 2,184,241 |
| | | **2,184,296** | **2,184,296** |

**15.01 Quasi-equity loan ; Tk. 55**

This loan was obtained from Government of Bangladesh and is repayable in 20 (twenty) semi-annual installments starting from the 6th year of sale of shares to the public i.e. from 1 January 1994.

**15.02 Interest free government loan: Tk. 2,184,241**

Employees of the Company who opted for voluntary retirement under manpower equalization scheme were paid the requisite benefits by Bangladesh Steel and Engineering Corporation and the payments are treated as loan from the government. The loan is interest free and there is no time limit for repayment of the loan. The loan will pay after requisition for repayment of loan from Government. There is no current portion of this loan.

| | | | |
|---|---|---|---|
| **16.00 OBLIGATORY EMPLOYEE RETAIREMENT BENEFIT (GRATUITY): TK. 98,100,172** | | | |
| This is made up as follows :- | | | |
| Leave pay and gratuity | (Note 16.01) | 98,100,172 | 91,221,361 |
| | | **98,100,172** | **91,221,361** |
| **16.01 Leave-pay and gratuity: Tk. 98,100,172** | | | |
| Balance at 1 July 2017 | | 91,221,361 | 91,726,032 |
| Provided during the year | | 17,340,314 | 24,080,578 |
| Paid during the year | | (10,461,503) | (24,585,249) |
| **Balance at 30 June 2018** | | **98,100,172** | **91,221,361** |

Provision was made during the year is equal to 2 (two) months basic pay multiplied by the number of years served by the junior officers, staff and workers of the Company upto 30 June 2018.

| | | |
|---|---|---|
| **17.00 DEFERRED TAX LIABILITY: TK. 153,458,255** | | |
| Calculation of Deferred Tax : | | |
| **A. Temporary difference:** | | |
| Carrying value other than land | 9,272,155 | 10,843,485 |
| Tax base | 7,944,878 | 9,498,300 |
| Taxable temporary difference | 1,327,277 | 1,345,185 |
| Income Tax rate | 25% | 25% |
| Deferred Tax Liabilities at the end of the year | 331,819 | 336,296 |
| Closing Deferred Tax Liabilities | 331,819 | 336,296 |
| Opening Deferred Tax Liabilities | (336,296) | (333,005) |
| **Deferred Tax (income) / expenses:** | **(4,477)** | **3,291** |
| **B. Revaluation:** | | |
| Carrying Value | | |
| Land | 3,788,005,000 | 3,788,005,000 |
| Other than land | 6,424,942 | 7,373,985 |
| **Tax rate:** | | |
| Land | 4% | 4% |
| Other than land | 25% | 25% |
| Deferred Tax Liabilities at the end of the year: | | |
| Land | 151,520,200 | 151,520,200 |
| Other than land | 1,606,236 | 1,843,496 |
| | **153,126,436** | **153,363,696** |

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| | | AMOUNT (IN TAKA) | |
|---|---|---|---|
| | | 30.06.2018 | 30.06.2017 |
| Closing Deferred Tax Liabilities | | 153,126,436 | 153,363,696 |
| Opening Deferred Tax Liabilities | | (153,363,696) | (153,653,885) |
| D.Tax (income) / expense: | | (237,260) | (290,189) |
| Deferred Tax Liabilities at the end of the year (A+B) | | **153,458,255** | **153,699,992** |
| **18.00 TRADE AND OTHER PAYABLES: TK. 114,274,289** | | | |
| This is made up as follows : | | | |
| For goods supplied | (Note-18.01) | 78,645,206 | 12,049,482 |
| For expenses | (Note-18.02) | 7,838,897 | 2,805,600 |
| For other finance | (Note-18.03) | 22,437,096 | 21,121,113 |
| Advance against sales | (Note-18.04) | 5,169,040 | 4,878,572 |
| Advance against shares | | 184,050 | 184,050 |
| | | **114,274,289** | **41,038,817** |
| **18.01 For Goods Supplied: Tk. 78,645,206** | | | |
| Local goods | | 66,475,500 | 62,400 |
| Liability for imported goods | | 12,169,706 | 11,987,082 |
| | | **78,645,206** | **12,049,482** |

Local goods include TVS Brand Raw Materials (CKD Motorcycle) purchase from TVS Auto Bangladesh Ltd.

| | | | |
|---|---|---|---|
| **18.02 For Expenses: Tk. 7,838,897** | | | |
| Liability for wages | | 1,857,074 | 1,462,418 |
| Liability for feasibility study | | 417,000 | 417,000 |
| Liability for miscellaneous expenses | (Note-18.02.1) | 5,564,823 | 926,182 |
| | | **7,838,897** | **2,805,600** |
| **18.02.1 For miscellaneous expenses: Tk. 5,564,823** | | | |
| Electricity and gas | | 38,114 | 49,237 |
| Auditors' fees | | 180,250 | 180,250 |
| Telephone | | 29,675 | 23,557 |
| AGM Expenses | | - | 120,000 |
| Overtime | | 121,644 | - |
| Registation cost of Motorcycle (Sales) | | 5,049,371 | - |
| Legal fees | | 30,000 | 30,000 |
| Others | | 115,769 | 523,138 |
| | | **5,564,823** | **926,182** |
| **18.03 For other finance:Tk. 22,437,096** | | | |
| The break up of the above amounts is given below: | | | |
| Creditors | | 3,333,905 | 3,333,905 |
| Security deposits | | 7,775,000 | 8,150,000 |
| Earnest money | | 794,415 | 1,045,258 |
| Tax deducted at source from suppliers | | 43,060 | 68,660 |
| ABL Officers Association subscription | | 20,630 | 23,880 |
| Provident fund | | 24,752 | 477,902 |
| VAT deduction from customers | | 131,368 | 157,153 |
| Subscription (CBA) | | - | 12,940 |
| Deduction of house rent | | 583,087 | 583,087 |
| Others | (Note 18.03.1) | 9,730,879 | 7,268,328 |
| | | **22,437,096** | **21,121,113** |

| | AMOUNT (IN TAKA) | |
|---|---|---|
| | 30.06.2018 | 30.06.2017 |

**18.03.1 Others : Tk. 9,730,879**

| | | |
|---|---|---|
| Trade debtors (Credit balances) | 4,874,444 | 2,975,515 |
| Overtime payable (Deduction from final payment) | 908,467 | 780,190 |
| Advances, deposits and prepayments (Credit balances) | 61,961 | 65,316 |
| Credit balance of welfare fund | 1,281,486 | 1,200,706 |
| Sale proceeds of fraction shares | 2,604,521 | 2,246,601 |
| | **9,730,879** | **7,268,328** |

**18.04 Advance received from customers against sales: Tk. 5,169,040**

| | | |
|---|---|---|
| Dealers | 3,179,616 | 3,224,964 |
| Government agencies and NGOs | 1,989,424 | 1,653,608 |
| | **5,169,040** | **4,878,572** |

**19.00 WORKERS' PROFIT PARTICIPATION FUND AND WELFARE FUND: TK. 11,260,805**

| | | |
|---|---|---|
| This is made up follows: | | |
| Balance at 1 July 2017 | 11,260,805 | 11,260,805 |
| Contribution during the year | - | - |
| Paid during the year | - | - |
| **Balance at 30 June 2018** | **11,260,805** | **11,260,805** |

**20.00 INTER PROJECT CURRENT ACCOUNT (CREDIT) : TK. 729,646**

| | | |
|---|---|---|
| The break up of the above amounts is given below: | | |
| Progati Industries Ltd. | 58,382 | 58,382 |
| Meher Industries Ltd. | 6,830 | 6,830 |
| Dacca Steel Works Ltd. | 626,722 | - |
| Gazi Wires Limited | 11,979 | 10,385 |
| | **703,913** | **75,597** |
| **Disinvested project:** | | |
| Rahim Group of Industries | 21,588 | 21,588 |
| Bangladesh Diesel Plant Ltd. | 4,145 | 4,145 |
| | **25,733** | **25,733** |
| | **729,646** | **101,330** |

**21.00 PROVISION FOR INCOME TAX: TK. 313,042,412**

| | | |
|---|---|---|
| The break up of the above amounts is given below: | | |
| Balance at 1 July 2017 | 311,514,288 | 310,527,439 |
| Provision made during the year | 1,528,124 | 986,849 |
| Prior years' Adjustment short/(over) provision | | - |
| **Balance at 30 June 2018** | **313,042,412** | **311,514,288** |

Year wise provision for income tax liability showing the position up to accounting year 2017-2018 had been accounted on the basis of accounting profit are shown at **Annexure-3**. Against above provision, total sum of Tk. 615,455,092 has been paid and shown as advance income tax.

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| | | AMOUNT (IN TAKA) | |
|---|---|---|---|
| | | 30.06.2018 | 30.06.2017 |
| **22.00** | **UNPAID DIVIDEND : TK. 57,662,763** | | |
| | The break up of the above amounts is given below: | | |
| | Balance at 1 July 2017 | 57,477,709 | 56,110,128 |
| | 2% Cash dividend for the year 2016-2017 | 5,475,555 | 26,074,072 |
| | Paid during the year | (5,290,501) | (24,706,491) |
| | **Balance at 30 June 2018** | **57,662,763** | **57,477,709** |
| **23.00** | **NET ASSET VALUE (NAV) PER SHARE : TK. 148** | | |
| | The break up of the above amounts is given below: | | |
| | Total Assets | 5,224,424,874 | 5,180,618,538 |
| | Total Liabilities | (756,755,437) | (668,498,598) |
| | Net Assets Value | 4,467,669,437 | 4,512,119,940 |
| | Total Number of Shares | 30,115,553 | 27,377,775 |
| | **Net Asset Value (NAV) per Share** | **148** | **165** |
| **24.00** | **SALES (NET) : TK. 229,292,112** | | |
| | The break up of the above amounts is given below: | | |
| | Motor cycle | 252,038,869 | 156,328,951 |
| | Spare parts | 8,129,538 | 3,351,111 |
| | **Gross sales** | **260,168,407** | **159,680,062** |
| | VAT | (30,876,295) | (20,114,257) |
| | **Net Sales** | **229,292,112** | **139,565,805** |
| **25.00** | **COST OF SALES : TK. 220,379,359** | | |
| | Raw materials consumed (Note 25.01) | 168,174,448 | 104,893,354 |
| | Stores and spares | - | 552,975 |
| | Production overhead (Note 25.02) | 42,137,493 | 49,329,711 |
| | Opening stock of work-in-process | - | - |
| | | **210,311,941** | **154,776,040** |
| | Closing stock of work-in-process | - | - |
| | **Cost of production** | **210,311,941** | **154,776,040** |
| | Opening stock of finished goods | 83,662,762 | 82,251,895 |
| | | **293,974,703** | **237,027,935** |
| | Closing stock of finished goods | (73,595,344) | (83,662,762) |
| | **Cost of sales** | **220,379,359** | **153,365,173** |
| **25.01** | **Raw materials consumed: Tk. 168,174,448** | | |
| | Opening stock | 111,624,165 | 130,891,510 |
| | Purchased during the year | 120,234,336 | 85,626,009 |
| | Closing stock | (63,684,053) | (111,624,165) |
| | | **168,174,448** | **104,893,354** |
| **25.02** | **Production overhead: Tk. 42,137,493** | | |
| | Factory salary and wages | 36,730,135 | 43,398,233 |
| | Power and fuel | 731,366 | 824,877 |
| | Repairs and maintenance (factory) | 305,474 | 421,514 |
| | Factory insurance | 690,803 | 352,615 |
| | Factory overhead (Note 25.02.1) | 2,498,941 | 2,914,048 |
| | Depreciation | 1,180,774 | 1,418,424 |
| | | **42,137,493** | **49,329,711** |

| | | AMOUNT (IN TAKA) | |
|---|---|---|---|
| | | 30.06.2018 | 30.06.2017 |
| **25.02.1 Factory overhead: Tk. 2,498,941** | | | |
| This is made up as follows :- | | | |
| Uniform and liveries | | 492,772 | 572,630 |
| Group Insurance | | 332,748 | 207,351 |
| Welfare expenses to workers | | 656,204 | 681,335 |
| Canteen subsidy | | 996,697 | 1,429,940 |
| Medical expenses | | - | 6,992 |
| Others | | 20,520 | 15,800 |
| | | **2,498,941** | **2,914,048** |
| **26.00 OPERATING EXPENSES: TK. 69,132,341** | | | |
| Managing Directors' remuneration | (Note-26.01) | 1,107,990 | 1,272,196 |
| Auditors' fees | (Note-26.02) | 69,000 | 69,000 |
| Administrative expenses | (Note-26.03) | 51,803,619 | 55,992,296 |
| Selling expenses | (Note-26.04) | 16,151,732 | 24,210,793 |
| | | **69,132,341** | **81,544,285** |
| **26.01 Managing Directors' remuneration: TK. 1,107,990** | | | |
| Basic | | 762,350 | 884,640 |
| Other allowances | | 345,640 | 387,556 |
| | | **1,107,990** | **1,272,196** |
| **26.02 Auditors' fees: Tk. 69,000** | | | |
| Statutory audit | | 69,000 | 69,000 |
| | | **69,000** | **69,000** |
| **26.03 Administrative expenses: Tk. 51,803,619** | | | |
| Salary (Officers) | | 17,708,682 | 14,086,042 |
| Salary (Staff) | | 17,792,107 | 22,830,841 |
| Legal expenses | | - | 23,000 |
| Head office overhead | | 6,000,000 | 6,000,000 |
| Games and sports | | 120,000 | 119,020 |
| Directors Fee | | 1,350,002 | 1,476,631 |
| Honorarium | | 59,955 | 85,905 |
| Printing and stationery | | 761,098 | 487,463 |
| A.G.M expenses | | 659,575 | 604,910 |
| Postage, telegram and telephone | | 133,541 | 195,622 |
| Maintenance of vehicle | | 665,735 | 809,965 |
| Fuel - vehicle and CNG | | 892,146 | 1,182,991 |
| Transport hiring charge | | 6,870 | 2,375,561 |
| Travelling and conveyance | | 232,848 | 362,533 |
| Group term & Other Admin Insurance | | 288,067 | 189,139 |
| Rent, rates and taxes | | 1,262,638 | 911,407 |
| Repairs and maintenance | | 232,100 | 65,080 |
| Newspaper and periodicals | | 43,622 | 40,670 |
| Training expenses | | 54,000 | 80,091 |
| CDBL, Dhaka Stock Exchange & bonus share demet fee | | 326,079 | 414,012 |
| Uniform and liveries | | 223,696 | 171,940 |
| Canteen subsidy | | 448,891 | 626,515 |
| Scholarship | | 75,000 | 105,000 |
| Entertainment | | 548,082 | 657,046 |
| Subscription & Donation | | 5,000 | 22,000 |
| Advertisement | | 252,635 | 249,764 |
| Electricity & Gas | | 74,000 | 26,000 |
| Depreciation | | 1,443,167 | 1,733,630 |
| Miscellaneous expenses (cleaning sanitation, plantation etc.) | | 144,083 | 59,518 |
| | | **51,803,619** | **55,992,296** |

(i) During the year the company paid to the directors Tk. 1,350,002 as honorarium for board & committee meeting attendance fee.

FAMAR STOCK

| | | AMOUNT (IN TAKA) | |
|---|---|---|---|
| | | 30.06.2018 | 30.06.2017 |
| **26.04** | **Selling expenses : Tk. 16,151,732** | | |
| | Salary (Officers) | 4,438,655 | 5,596,896 |
| | Salary (Staff) | 1,515,770 | 2,184,783 |
| | Display & exhibition | 309,043 | 906,715 |
| | Advertisement | 2,976,138 | 6,631,754 |
| | Sales promotion | 2,883,082 | 5,753,325 |
| | Tender form purchase | 20,150 | 47,920 |
| | After sales services | 268,433 | 392,243 |
| | Canteen subsidy | 94,152 | 133,456 |
| | Travelling and conveyance | 253,981 | 225,439 |
| | Postage and telephone | 26,984 | 13,527 |
| | Uniform and liveries | 87,296 | 90,072 |
| | Group Term Insurance Premium | 52,504 | 39,213 |
| | Carriage outward | 850,400 | 2,099,900 |
| | R&D Expenses for Motor cycle | 67,980 | 4,450 |
| | Bad Debts | 2,307,164 | - |
| | Dealer & Mechanics conference | - | 91,100 |
| | | **16,151,732** | **24,210,793** |
| **27.00** | **FINANCIAL EXPENSES: TK. 588,518** | | |
| | Bank charges and others | 588,518 | 464,217 |
| | | **588,518** | **464,217** |
| **28.00** | **NON OPERATING INCOME: TK. 25,395,235** | | |
| | The break up of the above amounts is given below: | | |
| | Sale of tender forms | - | 44,000 |
| | Servicing | 274,647 | 368,106 |
| | Interest on FDR & Operational Accounts | 25,005,747 | 24,439,143 |
| | Others | 114,841 | 57,696 |
| | | **25,395,235** | **24,908,945** |
| **29.00** | **INCOME TAX EXPENSES (CURRENT) : Tk. 1,528,124** | | |
| | Provision for income tax has been calculated as under: | | |
| | Net profit/(Loss) before tax | (35,412,871) | (70,898,925) |
| | Tax @ 0.6% on gross receipts / 25% on net profit | **1,528,124** | **986,849** |

| | AMOUNT (IN TAKA) | |
|---|---|---|
| | 30.06.2018 | 30.06.2017 |

## 30.00 EARNINGS PER SHARE (EPS) : TK. (1.23)

The break up of the above amounts is given below:

| | | |
|---|---|---|
| Net Profit/ (Loss) for the Year | (36,936,518) | (71,889,065) |
| Weighted Average Number of Ordinary Shares | 30,115,553 | 30,115,553 |
| **Earning Per Share (EPS)** | **(1.23)** | **(2.39)** |

**Weighted Average Number of Ordinary Shares outstanding:**

| No. of Shares | Days | Factor | W.A. No. of Shares (30.06.18) | W.A. No. of Shares (30.06.17) |
|---|---|---|---|---|
| 27,377,775 | 365 | 1.00 | 27,377,775 | 26,074,072 |
| 2,737,778 | 365 | 1.00 | 2,737,778 | 1,303,703 |
| **Total** | | | **30,115,553** | **27,377,775** |

## 31.00 NET OPERATING CASH FLOW PER SHARE (NOCFPS) : TK. 1.61

The break up of the above amounts is given below:

| | | |
|---|---|---|
| Net Cash Flows from Operating Activities | 48,399,742 | (107,896,925) |
| Total Number of Shares | 30,115,553 | 30,115,553 |
| **Net Operating Cash Flow per Share (NOCFPS)** | **1.61** | **(3.58)** |

## 32.00 PRIOR YEARS' ADJUSTMENT (DEBIT) : TK. 2,275,691

| | | |
|---|---|---|
| The amount adjusted previous year advance with expenses bill. | 2,526,375 | 908,578 |
| The amount adjusted against previous year short provision for rent | 236,809 | - |
| The amount adjust against Officers house rent (Officer Quarters) arrear bill | - | 35,460 |
| The amount adjusted against previous year excess payment | (487,493) | (308,005) |
| | **2,275,691** | **636,033** |

## 33.00 CONTRIBUTION TO NATIONAL EXCHEQUER: TK. 437.43 (Figure in Lac)

The break up of the above amounts is given below:

| | | |
|---|---|---|
| Customs duty | 72.22 | 115.99 |
| Supplementary duty | 120.62 | 265.62 |
| Regulatory Duty | 8.67 | 14.31 |
| Value Added Tax (VAT) | 184.57 | 130.65 |
| Income Tax | 51.35 | 74.41 |
| | **437.43** | **600.98** |

## 34.00 INFORMATION RELATING TO PURCHASE, PRODUCTION, SALES AND STOCK ON QUANTITY BASIS

| Particulars | 30.06.2018 (Units) | 30.06.2017 (Units) |
|---|---|---|
| **Opening Stock** | | |
| Raw Materials | 1382 | 1542 |
| Finished Goods | 359 | 320 |
| Sample | 48 | 42 |
| **Total** | **1789** | **1904** |

| | AMOUNT (IN TAKA) | |
|---|---|---|
| | 30.06.2018 | 30.06.2017 |

| Particulars | 30.06.2018 (Units) | 30.06.2017 (Units) |
|---|---|---|
| **Purchase** | | |
| Raw Materials | 1276 | 1090 |
| Sample | 0 | 6 |
| Production | 1833 | 1250 |
| Sales | 1810 | 1211 |
| Sample Sales | 22 | 0 |
| **Closing Stock** | | |
| Raw Materials | 825 | 1382 |
| Finished Goods | 382 | 359 |
| Sample | 26 | 48 |
| **Total** | **1233** | **1789** |

**35.00 PRODUCTION CAPACITY (SINGLE SHIFT) AND ACTUAL PRODUCTION:**

Production capacity and actual production of the company for 2017-2018 are as under:

| Name of product | 2017-2018 | | | 2016-2017 | | |
|---|---|---|---|---|---|---|
| | Production capacity | Actual production | Excess/ (Shortage) | Production capacity | Actual production | Excess/ (Shortage) |
| Motorcycle | 7,000 | 1,833 | (73.81%) | 7,000 | 1,250 | (82.14%) |

**36.00 PRODUCTION TARGET AND UTILIZATION :**

Production target and utilization of the Company for 2017-2018 are as under:

| Name of product | 2017-2018 | | | 2016-2017 | | |
|---|---|---|---|---|---|---|
| | Production target | Utilization | Excess/ (Shortage) | Production target | Utilization | Excess/ (Shortage) |
| Motorcycle | 3,000 | 1,833 | (38.90%) | 3,000 | 1,250 | (58.33%) |

**36.01 Sales target and achievement (In Qty.)**

Sales target and achievement of the Company for the year 2017-2018 are as under:

| Name of product | 2017-2018 | | | 2016-2017 | | |
|---|---|---|---|---|---|---|
| | Sales target | Achieve-ment | Excess/ (Shortage) | Sales target | Achieve-ment | Excess/ (Shortage) |
| Motorcycle | 3,000 | 1,810 | (39.66%) | 3,000 | 1,211 | (59.63%) |

**37.00 COMMITMENT FOR CAPITAL EXPENDITURE:**

At the balance sheet date, there was no commitment for capital expenditure.

**38.00 MISCELLANEOUS:**

(a) There is no claim against the accepted liability of the Company as at 30 June 2018.

(b) No loan facility was received or is receivable under any agreement excepting the loans obtained in the ordinary course of business as at 30 June 2018.

**39.00 NUMBER OF OFFICERS, STAFF AND WORKERS:**

The officers, staff and workers are listed below:

| | |
|---|---|
| (a) Officers | 27 |
| (b) Staff | 63 |
| (c) Workers | 84 |
| | **174** |

**40.00 NON-RESIDENT SHAREHOLDERS:**

There is no non-resident shareholder of this company.

**41.00 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 company has exposure to the following risks from its use of financial instruments.

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

**41.01 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.

All the sales are made in cash. Trade receivables arise due to the time difference between submission of bill to govt. organization for collection of sales proceeds and the actual date of realisation of the proceeds and income tax (IT) challah which amount was deducted at source by this govt. organization.

**a) Exposure of Credit Risk**

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

| | Amount in Taka | |
|---|---|---|
| | 30-Jun-18 | 30-Jun-17 |
| Trade and Other Receivables | 145,926,187 | 67,290,156 |
| Advances, Deposits & Prepayments | 21,555,571 | 27,684,004 |
| Cash and Cash Equivalents | 491,119,765 | 448,114,092 |
| | **658,601,523** | **543,088,252** |

**b) Impairment Losses:**

No impairment loss on the above receivables was recognised as management of the company assumed that no impairment occurred during the period.

**41.02 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.

**41.03 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.

**a) Currency Risk**

The company exposed to currency risk on payments made for raw materials purchase as well. All of the company's foreign currency transactions are denominated in USD.

**b) Interest Rate Risk**

Interest rate risk is the risk that arises due to changes in interest rates on borrowing. 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.

**42.00 Events after the reporting period**

Following events occurred since the balance sheet date:

(a) The board of directors recommended 10% stock dividend at the Board meeting held on November 05, 2018 for the year ended June 30, 2018. This dividend is subject to final approval by the shareholders at the forthcoming Annual General Meeting (AGM) of the company.

(b) Except for the fact stated above, no circumstances have arisen since the balance sheet date which would require adjustment to, or disclosure in, the financial statements or notes thereto.

TAKE STOCK

# ATLAS BANGLADESH LIMITED

## Schedule of Property, Plant and Equipment (Revalued Price)
## As at 30 June 2018

ANNEXURE- 1 (a)

| Sl. No. | Particulars | COST | | | | DEPRECIATION | | | | | Written down value as at 30.06.2018 | Written down value as at 30.06.2017 |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | Balance as at 01.07.2017 | Addition during the year | Adjustment during the year | Balance as at 30.06.2018 | Balance as at 01.07.2017 | Rate | Charged for the the year | Adjustment during the year | Balance as at 30.06.2018 | | |
| 1 | Land & Land Development | 3,788,005,000 | - | - | 3,788,005,000 | - | - | - | - | - | 3,788,005,000 | 3,788,005,000 |
| 2 | Tree Plant | 1,303,140 | - | - | 1,303,140 | - | - | - | - | - | 1,303,140 | 1,303,140 |
| 3 | Bldg. & Other Construction | 62,895,320 | - | - | 62,895,320 | 58,240,328 | 18% | 837,899 | - | 59,078,227 | 3,817,093 | 4,654,992 |
| 4 | Plant & Machineries | 41,775,811 | - | - | 41,775,811 | 37,589,741 | 18% | 753,493 | - | 38,343,234 | 3,432,577 | 4,186,070 |
| 5 | Office Equipment | 5,317,652 | 72,070 | - | 5,389,722 | 4,494,474 | 20% | 179,050 | - | 4,673,524 | 716,198 | 823,178 |
| 6 | Furniture & Fixtures | 2,802,732 | 31,498 | - | 2,834,230 | 1,969,097 | 10% | 86,513 | - | 2,055,610 | 778,620 | 833,635 |
| 7 | Transport & Vehicles | 21,475,515 | | - | 21,475,515 | 19,385,006 | 20% | 418,102 | - | 19,803,108 | 1,672,407 | 2,090,509 |
| 8 | Power Installation | 1,277,900 | - | - | 1,277,900 | 761,934 | 10% | 51,597 | - | 813,531 | 464,369 | 515,966 |
| 9 | Generator | 4,275,360 | - | - | 4,275,360 | 2,010,290 | 10% | 226,507 | - | 2,236,797 | 2,038,563 | 2,265,071 |
| 10 | Water Line Installation (Tubewell) | 784,000 | - | - | 784,000 | 712,775 | 10% | 7,123 | - | 719,898 | 64,103 | 71,225 |
| 11 | Dies. Jigs & Tools | 1,169,500 | - | - | 1,169,500 | 732,177 | 10% | 43,732 | - | 775,909 | 393,591 | 437,323 |
| 12 | Gas Line Installation | 91,280 | - | - | 91,280 | 77,815 | 5% | 673 | - | 78,488 | 12,792 | 13,465 |
| 13 | Racks | 131,720 | - | - | 131,720 | 104,686 | 20% | 5,407 | - | 110,093 | 21,627 | 27,034 |
| 14 | Books | 95,804 | - | - | 95,804 | 90,752 | 20% | 1,010 | - | 91,762 | 4,042 | 5,052 |
| 15 | Crockeries & Others | 486,839 | - | - | 486,839 | 422,655 | 20% | 12,837 | - | 435,492 | 51,347 | 64,184 |
| | | **3,931,887,573** | **103,568** | **-** | **3,931,991,141** | **126,591,731** | | **2,623,941** | **-** | **129,215,672** | **3,802,775,469** | **3,805,295,842** |

Note: The Company has total land measuring 9.6157 acres located at 265-267 Tongi Industrial Area, Gazipur.

**ALLOCATION OF DEPRECIATION**

| | | 2017-2018 | | 2016-2017 |
|---|---|---|---|---|
| Administrative | 55% | 1,443,167 | | 1,733,630 |
| Factory | 45% | 1,180,774 | | 1,418,424 |
| | | **2,623,941** | | **3,152,054** |

ALMAS STOCK

# ATLAS BANGLADESH LIMITED

## Schedule of Property, Plant and Equipment (Cost Price)
## As at 30 June 2018

ANNEXURE- 1 (b)

| Sl. No. | Particulars | COST | | | | DEPRECIATION | | | | | Written down value as at 30.06.2018 | Written down value as at 30.06.2017 |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | Balance as at 01.07.2017 | Addition during the year | Adjustment during the year | Balance as at 30.06.2018 | Balance as at 01.07.2017 | Rate | Charged for the the year | Adjustment during the year | Balance as at 30.06.2018 | | |
| 1 | Land & Land Development | 6,177,004 | - | - | 6,177,004 | - | - | - | - | - | 6,177,004 | 6,177,004 |
| 2 | Tree Plant | 1,303,140 | - | - | 1,303,140 | - | - | - | - | - | 1,303,140 | 1,303,140 |
| 3 | Bldg. & Other Construction | 28,492,658 | - | - | 28,492,658 | 25,530,383 | 18% | 533,210 | - | 26,063,593 | 2,429,066 | 2,962,275 |
| 4 | Plant & Machineries | 9,343,080 | - | - | 9,343,080 | 8,709,350 | 18% | 114,071 | - | 8,823,421 | 519,659 | 633,730 |
| 5 | Office Equipment | 6,124,960 | 72,070 | - | 6,197,030 | 5,279,204 | 20% | 183,565 | - | 5,462,769 | 734,261 | 845,756 |
| 6 | Furniture & Fixtures | 3,610,041 | 31,498 | - | 3,641,539 | 2,730,634 | 10% | 91,091 | - | 2,821,725 | 819,815 | 879,407 |
| 7 | Transport & Vehicles | 17,062,086 | - | - | 17,062,086 | 15,140,649 | 20% | 384,287 | - | 15,524,936 | 1,537,150 | 1,921,437 |
| 8 | Power Installation | 1,822,439 | - | - | 1,822,439 | 1,301,591 | 10% | 52,085 | - | 1,353,676 | 468,763 | 520,848 |
| 9 | Generator | 4,251,840 | - | - | 4,251,840 | 2,082,965 | 10% | 216,888 | - | 2,299,853 | 1,951,988 | 2,168,875 |
| 10 | Water Line Installation (Tubewell) | 637,280 | - | - | 637,280 | 393,265 | 10% | 24,402 | - | 417,667 | 219,614 | 244,015 |
| 11 | Dies. Jigs & Tools | 4,683,215 | - | - | 4,683,215 | 4,156,647 | 10% | 52,657 | - | 4,209,304 | 473,911 | 526,568 |
| 12 | Gas Line Installation | 131,489 | - | - | 131,489 | 95,017 | 5% | 1,824 | - | 96,841 | 34,648 | 36,472 |
| 13 | Racks | 190,526 | - | - | 190,526 | 157,997 | 20% | 6,506 | - | 164,503 | 26,023 | 32,529 |
| 14 | Books | 47,415 | - | - | 47,415 | 42,333 | 20% | 1,016 | - | 43,350 | 4,065 | 5,082 |
| 15 | Crockeries & Others | 877,602 | - | - | 877,602 | 811,110 | 20% | 13,298 | - | 824,409 | 53,193 | 66,492 |
| | | **84,754,775** | **103,568** | **-** | **84,858,343** | **66,431,146** | | **1,674,898** | **-** | **68,106,044** | **16,752,299** | **18,323,629** |

Note: The Company has total land measuring 9.6157 acres located at 265-267 Tongi Industrial Area,Gazipur.

| ALLOCATION OF DEPRECIATION | | 2017-2018 | 2016-2017 |
|---|---|---|---|
| Administrative | 55% | 921,194 | 1,095,215 |
| Factory | 45% | 753,704 | 896,085 |
| | | **1,674,898** | **1,991,301** |

| Transferred to Retained Earnings | 2017-2018 | 2016-2017 |
|---|---|---|
| Depreciation based on Revalued Price | 2,623,941 | 3,152,054 |
| Depreciation based on Cost Price | 1,674,898 | 1,991,301 |
| | **949,043** | **1,160,753** |

AMI STOCK

ANNEXURE- 2

# ATLAS BANGLADESH LIMITED

## Stock Position as on 30 June 2018

| Sl. No. | Particualars | Q'ty. | Rate | 30 June 2018 | Q'ty. | Rate | 30 June 2017 |
|---|---|---|---|---|---|---|---|
| A. | **RAW MATERIALS:** | | | | | | |
| | **Motorcycle:** | | | | | | |
| | ZS-80 (80 cc) | 240 | 61,088.19 | 14,661,165.60 | 240 | 61,088.19 | 14,661,165.60 |
| | ZS-100-27 (100 cc) HE | 190 | 62,535.97 | 11,881,834.30 | 130 | 71,806.04 | 9,334,785.20 |
| | ZS-100-27 (100 cc) VE | 1 | 66,796.70 | 66,796.70 | - | - | - |
| | ZS-125-68 (125 cc) | 231 | 85,698.96 | 19,796,459.76 | 983 | 85,698.96 | 84,242,077.68 |
| | ZS-110-56 (110CC) | 0 | 73,679.25 | - | 5 | 73,679.25 | 368,396.25 |
| | ZS-110-72 (110CC) | 80 | 75,552.45 | 6,044,196.00 | 0 | 75,552.45 | - |
| | ZS-150-58 (150CC) | 0 | 126,128.88 | - | 21 | 126,128.88 | 2,648,706.48 |
| | Z One T 48A (150CC) | 0 | 138,616.88 | - | 0 | 138,616.88 | - |
| | Z -One-48 (150CC) | 80 | 135,807.08 | 10,864,566.40 | 0 | 135,807.08 | - |
| | Karizma | 3 | - | 369,033.88 | 3 | - | 369,033.88 |
| | **Total (A)** | **825** | | **63,684,052.64** | **1382** | | **111,624,165.09** |
| B. | **WORK-IN-PROCESS:** | | | | | | |
| | **MOTORCYCLE:** | | | | | | |
| | ZS-100-27 (100 cc) | 0 | - | 0 | 0 | - | - |
| | **Total (B)** | **0** | | **0.00** | **0** | | **0.00** |
| C. | **FINISHED GOODS:** | | | | | | |
| | **MOTORCYCLE:** | | | | | | |
| | ZS-80 (80 cc) | 45 | 67,704.94 | 3,046,722.30 | 96 | 67,704.94 | 6,499,674.24 |
| | ZS-100-27 (100 cc) | 61 | 78,422.79 | 4,783,790.19 | 58 | 78,422.79 | 4,548,521.82 |
| | ZS-125-68 (125 cc) | 150 | 92,315.70 | 13,847,355.00 | 106 | 92,315.70 | 9,785,464.20 |
| | ZS-110-56 (110CC) | 14 | 80,296.00 | 1,124,144.00 | 10 | 80,296.00 | 802,960.00 |
| | ZS-110-72 (110CC) | 20 | 82,169.20 | 1,643,384.00 | 16 | 82,169.20 | 1,314,707.20 |
| | ZS-150-58 (150CC) | 34 | 132,745.63 | 4,513,351.42 | 17 | 132,745.63 | 2,256,675.71 |
| | Z One T 48A (150CC) | 6 | 145,233.63 | 871,401.78 | 9 | 145,233.63 | 1,307,102.67 |
| | Z -One-48 (150CC) | 24 | 142,423.83 | 3,418,171.92 | 39 | 142,423.83 | 5,554,529.37 |
| | TVS Stryker (125 CC) | 11 | 103,674.00 | 1,140,414.00 | 0 | 0.00 | 0.00 |
| | TVS Apache (160 CC) | 4 | 144,109.00 | 576,436.00 | 0 | 0.00 | 0.00 |
| | TVS Metroes ES (100 CC) | 5 | 83,870.00 | 419,350.00 | 0 | 0.00 | 0.00 |
| | Unicorn-150cc | 1 | 166,373.00 | 166,373.00 | 1 | 166,373.00 | 166,373.00 |
| | Shine-125cc | 1 | 140,455.00 | 140,455.00 | 1 | 140,455.00 | 140,455.00 |
| | Stunner-125cc | 1 | 135,233.00 | 135,233.00 | 1 | 135,233.00 | 135,233.00 |
| | CD-Twister | 2 | 167,419.00 | 334,838.00 | 2 | 167,419.00 | 334,838.00 |
| | CD-100 Splendor Plus | 1 | 95,775.00 | 95,775.00 | 1 | 95,775.00 | 95,775.00 |
| | CD-100 Splendor NXG Kick 100cc | 1 | 89,623.00 | 89,623.00 | 1 | 89,623.00 | 89,623.00 |
| | CD-100 Passion Kick 100cc | 1 | 93,113.00 | 93,113.00 | 1 | 93,113.00 | 93,113.00 |
| | Pleasure | 0 | 98,523.00 | 0.00 | 0 | 98,523.00 | 0.00 |
| | Hunk- 150cc S.D | 0 | 150,049.00 | 0.00 | 0 | 150,049.00 | 0.00 |
| | Various Crippled Motorcycle | | | 0.00 | | | 0.00 |
| | | **382** | | **36,439,930.61** | **359** | | **33,125,045.21** |
| | **Sample** | | | | | | |
| | ZS-80-80CC China | 0 | 77,181.40 | 0.00 | 1 | 77,181.40 | 77,181.40 |
| | ZS-125-7-125CC „ | 0 | 56,742.37 | 0.00 | 1 | 56,742.37 | 56,742.37 |
| | ZS-100-27-Soo1 100CC „ | 1 | 65,252.75 | 65,252.75 | 1 | 65,252.75 | 65,252.75 |
| | ZS-100-67 B-100CC „ | 1 | 116,219.20 | 116,219.20 | 1 | 116,219.20 | 116,219.20 |
| | Z-ii-150CC „ | 1 | 216,006.62 | 216,006.62 | 2 | 216,006.62 | 432,013.24 |
| | RX 1-150CC „ | 0 | 49,827.53 | 0.00 | 1 | 49,827.53 | 49,827.53 |
| | ZS-1004A-100CC „ | 0 | 90,023.15 | 0.00 | 1 | 90,023.15 | 90,023.15 |

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| | | | | | | | |
|---|---|---|---|---|---|---|---|
| ZS-100-27-100CC | ,, | 0 | 91,857.68 | 0.00 | 1 | 91,857.68 | 91,857.68 |
| ZS-125-68-125CC | ,, | 1 | 107,451.23 | 107,451.23 | 1 | 107,451.23 | 107,451.23 |
| ZS-110-9C-110CC | ,, | 0 | 85,436.81 | 0.00 | 1 | 85,436.81 | 85,436.81 |
| Z-ONE S -150CC | ,, | 1 | 186,703.14 | 186,703.14 | 1 | 186,703.14 | 186,703.14 |
| ZS-110-56-110CC | ,, | 0 | 91,380.21 | 0.00 | 1 | 91,380.21 | 91,380.21 |
| ZS-150-58-150CC | ,, | 0 | 152,126.30 | 0.00 | 1 | 152,126.30 | 152,126.30 |
| Z-ONE-T 48A-150CC | ,, | 1 | 167,095.25 | 167,095.25 | 2 | 167,095.25 | 334,190.50 |
| ZS-150-6D-150CC | ,, | 1 | 118,011.02 | 118,011.02 | 1 | 118,011.02 | 118,011.02 |
| GPR -200CC | ,, | 1 | 168,174.34 | 168,174.34 | 1 | 168,174.34 | 168,174.34 |
| RX 3- 250CC | ,, | 1 | 398,225.03 | 398,225.03 | 1 | 398,225.03 | 398,225.03 |
| Super splendor | INDIA | 0 | 44,830.00 | 0.00 | 1 | 44,830.00 | 44,830.00 |
| Glamour- 125cc | ,, | 1 | 26,530.00 | 26,530.00 | 1 | 26,530.00 | 26,530.00 |
| Splendor NXG | ,, | 1 | 39,471.00 | 39,471.00 | 1 | 39,471.00 | 39,471.00 |
| Pleasure | ,, | 0 | 40,784.00 | 0.00 | 1 | 40,784.00 | 40,784.00 |
| CD-100-Sleek | ,, | 0 | 15,725.00 | 0.00 | 1 | 15,725.00 | 15,725.00 |
| Honda CD -100 | ,, | 0 | 17,310.00 | 0.00 | 1 | 17,310.00 | 17,310.00 |
| CD Dawn | ,, | 0 | 13,217.00 | 0.00 | 1 | 13,217.00 | 13,217.00 |
| CD -100 Deluxe | ,, | 1 | 17,513.00 | 17,513.00 | 2 | 17,513.00 | 35,026.00 |
| Ambition | ,, | 0 | 12,765.00 | 0.00 | 1 | 12,765.00 | 12,765.00 |
| Passion Pro | ,, | 1 | 40,341.00 | 40,341.00 | 1 | 40,341.00 | 40,341.00 |
| CG-125-P | Japan | 0 | 20,315.00 | 0.00 | 1 | 20,315.00 | 20,315.00 |
| Yamaha | ,, | 0 | 19,730.00 | 0.00 | 1 | 19,730.00 | 19,730.00 |
| CD-70 | Pakistan | 1 | 93,000.00 | 93,000.00 | 1 | 93,000.00 | 93,000.00 |
| Wave 100 | Thailand | 1 | 106,500.00 | 106,500.00 | 2 | 106,500.00 | 213,000.00 |
| CGL-125 | China | 0 | 20,137.00 | 0.00 | 1 | 20,137.00 | 20,137.00 |
| Fdeeral-Win-100 | Indonesia | 0 | 19,739.00 | 0.00 | 1 | 19,739.00 | 19,739.00 |
| Jet 4 125cc SYM | China | 1 | 141,987.00 | 141,987.00 | 1 | 141,987.00 | 141,987.00 |
| XS-125K 125cc SYM | China | 1 | 122,015.00 | 122,015.00 | 1 | 122,015.00 | 122,015.00 |
| X-Wolf 125cc SYM | China | 1 | 112,935.00 | 112,935.00 | 1 | 112,935.00 | 112,935.00 |
| Wolf Spoke125cc SYM | China | 1 | 105,673.00 | 105,673.00 | 1 | 105,673.00 | 105,673.00 |
| Police Bike125cc SYM | China | 1 | 194,641.00 | 194,641.00 | 1 | 194,641.00 | 194,641.00 |
| XS-150 6A 150cc SYM | China | 1 | 129,277.00 | 129,277.00 | 1 | 129,277.00 | 129,277.00 |
| XS-125M 125cc SYM | China | 1 | 131,092.00 | 131,092.00 | 1 | 131,092.00 | 131,092.00 |
| XS-125-2H 125cc SYM | China | 1 | 122,013.00 | 122,013.00 | 1 | 122,013.00 | 122,013.00 |
| JS125-6H 125cc Jianshe | China | 1 | 205,856.00 | 205,856.00 | 1 | 205,856.00 | 205,856.00 |
| JS125-7F 125cc Jianshe | China | 1 | 220,461.00 | 220,461.00 | 1 | 220,461.00 | 220,461.00 |
| JS150-3C 150cc Jianshe | China | 1 | 235,318.00 | 235,318.00 | 1 | 235,318.00 | 235,318.00 |
| | | 26 | | 3,587,761.58 | 48 | | 5,014,003.90 |
| | | 408 | | 40,027,692.19 | 407 | | 38,139,049.11 |
| Provision of finished goods | | | | (1,106,000.00) | | | (1,106,000.00) |
| **Total of finished goods** | | | | **38,921,692.19** | | | **37,033,049.11** |
| **MISHUK:** | | | | | | | |
| CNG-3 Wheeler | | 1 | 270,634.00 | 270,634.00 | 1 | 270,634.00 | 270,634.00 |
| | | **1** | | **270,634.00** | **1** | | **270,634.00** |
| Saleable Spare Parts | | Lot | | 33,297,018.00 | Lot | | 45,253,078.67 |
| | | | | 33,297,018.00 | | | 45,253,078.67 |
| Provision for spare parts | | | | (1,116,507.00) | | | (1,116,507.00) |
| | | | | 32,180,511.00 | | | 44,136,571.67 |
| **Total (C) With Provision** | | | | **71,372,837.19** | | | **81,440,254.78** |
| **Total (C) Without Provision** | | | | **73,595,344.19** | | | **83,662,761.78** |
| **D. STORE AND SPARES:** | | | | | | | |
| Mishuk & Others | | | | 3,904,402.70 | | | 3,416,157.00 |
| **Total (D)** | | | | **3,904,402.70** | | | **3,416,157.00** |
| **E. STORE IN TRANSIT:** | | | | | | | |
| L/C No: | | | | - | | | 15,282,765.00 |
| **Total (E)** | | | | **-** | | | **15,282,765.00** |
| **Grand Total (A+B+C+D+E)** | | | | **138,961,292.53** | | | **211,763,341.87** |

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# ATLAS BANGLADESH LIMITED

## Statement of advance income tax and provision for the period from 01 July 2017 to 30 June 2018

ANNEXURE-3

| Income year | Assessment year | Profit as per Profit and Loss Account Taka | Provision for Taxation Taka | Assessed income Taka | Tax According to DCT's Demand Taka | Advance Tax paid Taka | Balance (Payable)/ refundable Taka | Rate of Tax % | Rebate | Remarks |
|---|---|---|---|---|---|---|---|---|---|---|
| Miscellaneous | - | - | 13,665,180 | - | - | 114,758,153 | - | - | | When cases completed advance tax and provision should be adjusted |
| 1997-1998 | 1998-1999 | 54,851,984 | 19,198,194 | 62,196,669 | 21,768,834 | 15,989,040 | (5,779,794) | 35% | | Settled at the level of the Taxes Appellate Tribunal but revised A/O not issued. |
| 1998-1999 | 1999-2000 | 44,571,389 | 15,599,986 | - | 28,904,262 | 15,247,262 | (13,657,000) | 35% | | do |
| 1999-2000 | 2000-2001 | 19,191,246 | 6,045,553 | 20,468,771 | 7,164,090 | 19,013,410 | 11,849,320 | 35% | 10% | do |
| 2000-2001 | 2001-2002 | 46,004,851 | 14,491,528 | 50,775,236 | 15,994,200 | 13,893,809 | (2,100,391) | 35% | 10% | do |
| 2002-2003 | 2003-2004 | 121,252,274 | 32,738,114 | - | - | 26,734,600 | - | 30% | 10% | do |
| 2011-2012 | 2012-2013 | 377,446,740 | 93,418,068 | 467,013,225 | 115,585,773 | 150,853,323 | 35,267,550 | 27.5% | 10% | do |
| 2012-2013 | 2013-2014 | 287,547,421 | 71,167,987 | 298,626,278 | 73,910,004 | 147,055,055 | 73,145,051 | 27.5% | 10% | do |
| 2013-2014 | 2014-2015 | 159,397,603 | 39,450,907 | 172,624,474 | 42,724,557 | 62,782,868 | 20,058,311 | 27.5% | 10% | do |
| 2014-2015 | 2015-2016 | 12,480,100 | 3,056,629 | - | - | 14,587,344 | - | 25% | N/A | Return Submitted A/O not issued |
| 2015-2016 | 2016-2017 | (30,930,556) | 1,695,293 | - | - | 21,963,961 | - | 25% | N/A | Return Submitted A/O not issued |
| 2016-2017 | 2017-2018 | (70,898,925) | 986,849 | - | - | 7,441,087 | | 25% | N/A | Return Submitted A/O not issued |
| 2017-2018 | 2018-2019 | (35,412,871) | 1,528,124 | - | - | 5,135,180 | | 25% | N/A | Due for submission on or before 15 January 2019 |
| | | **313,042,412** | **1,071,704,653** | **306,051,720** | **615,455,092** | **118,783,047** | | | | |

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ANNEXURE-4

# ATLAS BANGLADESH LIMITED

## Statement of Budget Variance
## For the year ended 30 June 2018

(Taka in lac)

| Sl No. | Particulars | Budget Taka | Actual Taka | Variance Taka | Variance % | Remarks |
|---|---|---|---|---|---|---|
| 1. | **INCOME:** | | | | | |
| | Net sales | 3586.52 | 2292.92 | 1293.60 | 36.07 | Unfavorable |
| 2. | **COST OF SALES:** | | | | | |
| | Raw materials | 2622.67 | 1681.74 | 940.93 | 35.88 | Favorable |
| | Production overhead | 598.35 | 421.37 | 176.98 | 29.58 | Favorable |
| | Changes in stock | (168.21) | 100.67 | (268.88) | 159.85 | Unfavorable |
| | | **3,052.81** | **2,203.79** | **849.02** | **27.81** | |
| | **Gross Profit/(Loss) (1-2)** | 533.71 | 89.13 | 444.58 | 83.30 | Unfavorable |
| | Other Income | 450.00 | 253.95 | 196.05 | 43.57 | Unfavorable |
| | | **983.71** | **343.08** | **640.63** | **65.12** | |
| | **Less: Expenses:** | | | | | |
| | Directors remuneration | 16.00 | 13.50 | 2.50 | 15.62 | Favorable |
| | Auditors' fees | 0.70 | 0.69 | 0.01 | 1.43 | Favorable |
| | Legal expenses | 0.50 | 0.00 | 0.50 | 100.00 | Favorable |
| | | **17.20** | **14.19** | **3.01** | **17.50** | |
| | **Administrative, selling and other expenses:** | | | | | |
| | Salaries and allowances | 370.00 | 366.09 | 3.91 | 1.06 | Favorable |
| | Repairs & Maintenance of vehicles | 6.00 | 6.66 | (0.66) | (10.96) | Unfavorable |
| | Fuel-vehicle, CNG & hiring bus | 14.00 | 8.99 | 5.01 | 35.78 | Favorable |
| | Conveyance and travelling | 3.00 | 2.33 | 0.67 | 22.38 | Favorable |
| | Printing and stationery | 5.00 | 7.61 | (2.61) | (52.22) | Unfavorable |
| | Canteen subsidy and allowance | 7.00 | 4.49 | 2.51 | 35.87 | Favorable |
| | Newspapers | 0.50 | 0.44 | 0.06 | 12.76 | Favorable |
| | Repairs & Maintenance | 1.00 | 2.32 | (1.32) | (132.10) | Unfavorable |
| | Head Office overhead | 85.00 | 60.00 | 25.00 | 29.41 | Favorable |
| | Postage, telegram and telephone | 2.30 | 1.34 | 0.96 | 41.94 | Favorable |
| | Uniform and liveries | 2.00 | 2.24 | (0.24) | (11.85) | Unfavorable |
| | Training expenses | 1.00 | 0.54 | 0.46 | 46.00 | Favorable |
| | Rent, rates and taxes | 10.00 | 12.63 | (2.63) | (26.26) | Unfavorable |
| | A.G.M and EGM expenses | 7.00 | 6.60 | 0.40 | 5.78 | Favorable |
| | Advertisement | 3.00 | 2.53 | 0.47 | 15.79 | Favorable |
| | Entertainment | 8.00 | 5.48 | 2.52 | 31.49 | Favorable |
| | Other expenses | 16.75 | 10.92 | 5.83 | 34.79 | Favorable |
| | Depreciation | 16.50 | 14.43 | 2.07 | 12.54 | Favorable |
| | | **558.05** | **515.62** | **42.43** | **7.60** | |
| | **Selling expenses:** | | | | | |
| | Salary and allowances | 79.70 | 59.54 | 20.16 | 25.29 | Favorable |
| | Advertisement | 50.00 | 29.76 | 20.24 | 40.48 | Favorable |
| | Sales promotion | 50.00 | 28.83 | 21.17 | 42.34 | Favorable |
| | Other expenses | 88.27 | 43.38 | 44.89 | 50.85 | Favorable |
| | | **267.97** | **161.52** | **106.45** | **39.73** | |
| | Financial expenses | 8.00 | 5.89 | 2.11 | 26.44 | Favorable |
| | Workers' P.P. fund/Welfare Fund | 6.62 | 0.00 | 6.62 | 100.00 | Favorable |
| | | **14.62** | **5.89** | **8.73** | **59.75** | |
| | **Total expenses** | **857.84** | **697.21** | **160.63** | **18.73** | Favorable |
| | **Net Profit/(Loss) before tax** | **125.87** | **(354.13)** | **480.00** | **381.34** | |

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ANNEXURE-5

# ATLAS BANGLADESH LIMITED

## Statement of Assets and Liabilities and Income and Expenditure for the last 5 (five) years

Amount in crore Taka

| Sl. No. | Particulars | 2012-2013 | 2013-2014 | 2014-2015 | 2015-2016 | 2016-2017 | 2017-2018 |
|---|---|---|---|---|---|---|---|
| 1 | Authorized Share Capital | 100.00 | 100.00 | 100.00 | 100.00 | 100.00 | 100.00 |
| 2 | Issued, subscribed & paid up capital | 23.70 | 23.70 | 23.70 | 26.07 | 27.38 | 30.12 |
| 3 | Reserve and surplus | 468.08 | 468.08 | 443.87 | 426.03 | 423.83 | 416.65 |
| 4 | Long term loan | 0.32 | 0.21 | 0.21 | 0.22 | 0.22 | 0.22 |
| 5 | Deferred liability (Gratuity) | 8.01 | 8.13 | 8.27 | 10.08 | 9.12 | 9.81 |
| 6 | Deferred income | - | - | - | - | - | - |
| 7 | Advance against share | 0.02 | 0.02 | 0.02 | 0.02 | 0.02 | 0.02 |
| 8 | Total Income (Net sales and miscellaneous income) | 448.66 | 216.05 | 23.18 | 28.25 | 16.45 | 25.47 |
| 9 | Total Expenditure | 419.91 | 200.12 | 21.94 | 31.35 | 23.54 | 29.01 |
| 10 | Profit before tax | 28.75 | 15.94 | 1.25 | (3.09) | (7.09) | (3.54) |
| 11 | Net Profit after tax | 21.66 | 12.00 | 0.94 | (3.26) | (7.19) | (3.69) |
| 12 | Dividend paid | 15.63 | 12.97 | 8.06 | 2.37 | 2.6 | 0.55 |
| 13 | Total Assets | 617.65 | 581.79 | 553.57 | 511.13 | 518.06 | 522.44 |
| 14 | Fixed Assets | 382.03 | 381.60 | 381.21 | 380.84 | 380.53 | 380.28 |
| 15 | No. of Shareholders | 12,109 | 11,356 | 9,787 | 10,084 | 7,865 | 7,691 |
| 16 | (a) Workers | 113 | 117 | 111 | 107 | 104 | 84 |
| | (b) Staffs | 80 | 67 | 66 | 62 | 54 | 63 |
| | (c) Officers | 46 | 43 | 37 | 34 | 31 | 27 |
| | **Total** | **239** | **227** | **214** | **203** | **189** | **174** |
| 17 | **Ratio Analysis :** | | | | | | |
| | a Gross Profit ratio | 8.40% | 8.88% | ('4.31%) | 0.19% | (9.89%) | 3.89% |
| | b Profit on sales | 6.35% | 7.36% | 8.04% | (13.12%) | (50.80%) | (15.44%) |
| | c Return on investment | 4.11% | 2.40% | 0.20% | (0.71%) | (1.59%) | (0.83%) |
| | d Income per share | Tk.9.14 | Tk.5.07 | Tk.0.36 | Tk.(1.25) | Tk.(2.63) | (1.23) |
| | e Current ratio | 2.58:1 | 2.45:1 | 2.78:1 | 5.68:1 | 3.26:1 | 2.83:1 |
| | f Quick ratio | 1.69:1 | 2.33:1 | 2.65:1 | 4.73:1 | 2.76:1 | 2.55:1 |
| | g Debt equity ratio | 0.26:1 | 0.18:1 | 0.18:1 | 0.11:1 | 0.15:1 | 0.17:1 |
| | h Dividend per share | 5.00 | 3.50 | 1.00 | 1.00 | 0.20 | |

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## Statement of Ratio Analysis

**17.A Gross Profit Ratio**

$$= \frac{\text{Gross Profit/(Loss)}}{\text{Net sales}} \times 100$$

$$= \frac{8,912,753}{229,292,112} \times 100$$

= 3.89%

The company has earned (3.89%) gross profit/(Loss) on sales which is 13.77% more than the previous year.

**17.B Profit on Sales**

$$= \frac{\text{Net profit before tax}}{\text{Net sales}} \times 100$$

$$= \frac{(35,412,871)}{229,292,112} \times 100$$

= (15.44%)

The company has earned (15.44%) profit/(Loss) on sales which is 35.36% more than that the previous year.

**17.C Return on investment**

$$= \frac{\text{Net profit after tax}}{\text{Net assets}} \times 100$$

$$= \frac{(36,936,518)}{4,467,669,437} \times 100$$

= (0.83%)

The company has earned (0.83%) return on investment which is 0.77% more than previous year.

**17.D Earning per Share (EPS)/ Yield per share**

$$= \frac{\text{Net profit after tax}}{\text{Number of Shares}}$$

$$= \frac{(36,936,518)}{30,115,553}$$

= (1.23)

Earning per share is Taka (1.23) during this year which is 1.16 more than the previous year.

**17.E Current Ratio**

$$= \frac{\text{Current Assets}}{\text{Current Liabilities}}$$

$$= \frac{1,421,649,405}{503,012,714}$$

= 2.83:1

Current ratio for the year is 2.83:1 in contrast to the standard ratio 2:1 which is satisfactory.

**17.F Quick ratio**

$$= \frac{\text{Current Assets - Inventories}}{\text{Current Liabilities}}$$

$$= \frac{1,282,688,112}{503,012,714}$$

= 2.55:1

Quick ratio for the year is 2.55:1 which is satisfactory.

**17.G Debt-Equity Ratio**

$$= \frac{\text{Current liabilities + Other liabilities}}{\text{Shareholder's Equity}}$$

$$= \frac{503,012,714 + 253,742,723}{4,467,669,437}$$

= 0.17:1

# ATLAS BANGLADESH LIMITED

**TONGI, GAZIPUR**

## LIST OF ABL DEALERS WITH ADDRESS & TELEPHONE NUMBER

| SL NO | NAME OF DEALERS WITH ADDRESS | PROPRIETORS | TELEPHONE NO |
|---|---|---|---|
| | **DHAKA.** | | |
| 1 | M/s. THE SONARGAON MOTORS,<br>28, New Eskaton Road, Dhaka. | Al Haj Kazi Abul Basher | 8311482, 8412193<br>01715195396 |
| 2 | M/s. UNIVERSE MOTORS<br>28, New Eskaton Road, Dhaka-1000. | Md. Mustafizur Rahman<br>(EXCLUSIVE) | Tel-9348929<br>Mob-01711394212 |
| 3 | M/s. SONAR BANGLA MOTORS Kazi<br>121/4, New Eskaton Road, Dhaka-1000 | Samsul Arefin<br>(EXCLUSIVE) | 9333789,9335583<br>01716-152537 |
| 4 | M/s SHARIF MOTORCYCLE BITAN Md.<br>280 New Eskaton Road, Dhaka-1000. | Anwar Hossain<br>(EXCLUSIVE) | 9357061<br>01715884653 |
| 5 | M/s ROYAL AUTO<br>27 Shahid Tajuddin Ahmed Sharoni,<br>Tejgaon, Dhaka-1208. | Md Amir Hossain<br>(EXCLUSIVE) | 8217939 & 9338842<br>Mob-01722020620<br>01824607025 |
| 6 | M/s HERO HONDA CITY<br>Ashulia Bus Stand, Ashulia, Savar, Dhaka. | Md. Tajul Islam | 01676030580 |
| | MYMENSINGH | | |
| 7 | M/s. JOGAJOG MOTORS<br>19 No. G.K.M.C Saha Road,<br>Choto Bazar, Mymensingh. | Mr. Shajahan Saju | 01926685565<br>01716411354 |
| 8 | M/s. SALMAN MOTORS<br>I.E.B.Bhabon, Kalibari Road,<br>Patgudam, Mymensingh. | Md. Arif Robbani Khan | 01717048275<br>01933547208 |
| | **JAMALPUR** | | |
| 9 | M/s. SHEBA MOTORS<br>Station Road, Sadar, Jamalpur. | Md. Faruqe Hossain | 01933304638<br>01711105235 |
| | **CHITTAGONG** | | |
| 10 | M/s. HONDA MUSEUM<br>124- Sheik Mujib Road Agrabab, Chittagong. | Mr. Nazimuddin Ahmed<br>(EXCLUSIVE) | 031-723421<br>01817200544, 01811409561 |
| 11 | M/s. M. K. PASHA<br>277, D.T. Road, Dewanhat, Chittagong. | Md. Kamal Pasha<br>(EXCLUSIVE) | 031-2521262<br>031-710390<br>01712802907 |
| 12 | M/S AKBAR MOTORCYCLE WORKS<br>Khagrachori Road, Bibirhat,<br>Fotikchori, Chittagong. | Md. Ali Akbar | 01819373445 |
| | | | |

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| | | | |
|---|---|---|---|
| | **SYLHET** | | |
| 13 | M/s. BOSHANDHARA MOTORS<br>Dhorgha Gate, Sylhet. | Mr. Tofail Ahmed Chow<br>(EXCLUSIVE) | 0821-713533<br>01711983110 |
| 14 | M/s. POPULAR AUTO WORKS<br>35, Barut Khana Road, Sylhet. | Syed. Mokbor Ali<br>(EXCLUSIVE) | 0821-714291, 8 11991<br>01711-360800<br>0171-9481132 |
| 15 | M/s. FIROZ MOTORS<br>Lais Super Market, Sunamgonj Road<br>Ambarkhana, Sylhet. | Mr. Ozair Alam<br>(EXCLUSIVE) | 0821-714641<br>0171-1666674<br>0171-5002662<br>01611666678 |
| | **KHULNA** | | |
| 16 | M/s. NEW MOTORCYCLE MART<br>83, Khan A Sabur Road, Khulna. | Al Haj Shamsul Alam<br>(EXCLUSIVE) | 041-812812<br>01711000011 |
| 17 | M/s. R. N. TRADING CO.<br>Khulna Road, Chuknagar Bazar,<br>Dumuria, Khulna. | Mrs. Rebeka Shan Yeath<br>(EXCLUSIVE) | 01716001179 |
| 18 | M/s. S. M. MOTORS<br>Paikgasa Main Road, Paikgasa, Khulna. | Md. Mizanur Rahman | 01919258213<br>01718335436 |
| 19 | M/s. ALIM MOTORS<br>Ziro Point, Krishnonagar, Batiaghata, Khulna. | Md. Abdul Alim (Tuhin) | 01716280686 |
| | **RAJSHAHI** | | |
| 20 | M/s. ALAM MOTORS<br>Alam Super Market, Tahirpur Bazar,<br>Bagmara, Rajshahi. | (EXCLUSIVE) | 01711318504 |
| | **NOAGAON** | | |
| 21 | M/s. DEEN IMPEX<br>Kazir More, Main Road, Noagaon. | Mr. Md. Deen Islam<br>(EXCLUSIVE) | 0741-52111, 52446, 52666<br>0171-813490 (Mobile) |
| 22 | M/s. AHSAN TRADING<br>Rubir More, Main Road, Noagaon. | Md. Ahsan Sayed<br>(EXCLUSIVE) | 01711180266<br>01711180265 |
| | **THAKURGAON** | | |
| 23 | M/s. J. S. ENTERPRISE<br>Zila School Gate, Bangabandhu Road, Takurgaon. | Mr. Fazlul Haque<br>(EXCLUSIVE) | 01921479590<br>01718370864 |
| 24 | M/s. AHMED & SONS ENTERPRISE<br>Bangabandhu Road,<br>Takurgaon. | Musinuddin Ahmed | 0531- 65879<br>01713-720600 (Th)<br>01717-817758 (Dh) |
| 25 | M/s. FARUQUE ENTERPRISE<br>Bangabandhu Road, Takurgaon. | Md. Aminul Islam | 01716-496998<br>01675-058612 |
| | **NAWABGONJ** | | |
| 26 | M/s. NOBEL ELECTRONICS<br>Bara Indara More, Nawabgonj | Syed Altaf Hossain | 01713702923<br>01712338900 |

AMAR STOCK

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| 27 | M/s. WESTERN TRADING<br>Azizi Market, Bara Indara More, Nawabgonj. | Gulam Kasbir Juel<br>01712243673 | 01712243672 |
| | **CHUADANGA** | | |
| 28 | M/s. MOLLA MOTORS<br>Thana Road (Near Police Station)<br>Chuadanga. | Mr. S.H. Mollah<br>(EXCLUSIVE) | 0761-62368<br>01714028951<br>0761-62368 |
| | **RANGPUR** | | |
| 29 | M/s. NEW SPARE CORNER<br>Station Road,<br>Rangpur. | Mr. A. Alam<br>(EXCLUSIVE) | 01720581391<br>01720536249<br>0521-66773 |
| 30 | M/s. HERO PALACE<br>South Bus Stand, Shathibari, Mithapukur, Rangpur. | Md. Shahanur Islam | 01734283872 |
| | **NOAKHALI** | | |
| 31 | M/S NICE DISTRIBUTION<br>Choumohoni Road, Begumgonj, Noakhali. | | |
| | **KISHOREGONJ** | | |
| 32 | M/s. AMERICAN MOTORS<br>Hossenpur,<br>Kishoregonj. | Mr. Saidur Rahman<br>(EXCLUSIVE) | 02-9350775<br>01552638435<br>01715-478699 |
| 33 | M/s. FARAJEE MOTORS<br>C & B Road, Kotiadi, Kishoregonj. | Md. Ashrafuddin Farajee | 01711459877 |
| | **MOULAVIBAZAR** | | |
| 34 | M/s. BENGAL MOTORS<br>Shreemongal Road, Moulavibazar. | Abdul Gaffar<br>(EXCLUSIVE) | 01711143059 |
| | **MAGURA** | | |
| 35 | M/s JANANI ENTERPRISE<br>Habibur Rahman Road, Kashobmore, Magura. | Habibur Rahman Sarker | 0488-62979<br>01819-831183 |
| | **TANGAIL** | | |
| 36 | M/s. HALIM MOTORS<br>Kumudini College Gate, Tangail. | Abdul Halim<br>(EXCLUSIVE) | 55369<br>01711067758 |
| 37 | M/s TANGAIL MOTORS<br>Betka, Kumudini College Gate, Tangail. | Md. Shahidul Islam Rana<br>(EXCLUSIVE) | 01715158446<br>01671819171 |
| 38 | M/S S. S. HERO MOTORS<br>Madhupur Bus Stand, Madhupur, Tangail. | Md. Faruk Ahmed | 01917213696<br>01711222237 |
| | **MANIKGONJ** | | |
| 39 | M/s. AMENA MOTORS<br>Law College Market, Shahid Sarani Road, Manikgonj. | Iqbal Hossain | 01818955904<br>01819275876 |
| | **COMILLA** | | |
| 40 | THE SONARGAON MOTORS<br>A. M. Hazi Market, Niscuntapur,<br>Comilla Cant. Comilla. | Kazi Abul Bashar<br>(EXCLUSIVE) | 08171823<br>01711-465180<br>01712-205722 |

ATLAS STOCK

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| 41 | M/s. FARQUE ENTERPRISE<br>Farque Super Market, Chapapur, Comilla. | Md. Faruk Ahmed<br>(EXCLUSIVE) | 67069, 67588<br>01711152419 |
| | **JESSORE** | | |
| 42 | M/s VENUS AUTOS<br>R. N. Road, Jessore. | Md. Jahurul Alam<br>(EXCLUSIVE) | 01711-385118<br>01558-329781 |
| 43 | M/s JESSORE AUTOS<br>Rail Road, Jessore. | Md. Faruk Ahmed | 01711-443570<br>01711-841584 |
| 44 | M/s VENUS AUTO<br>22, Rail Road, Jessore. | Md. Abu Saleh (Tota) | 0421-63697, 63553<br>01711339730, 01914498960 |
| | **GAZIPUR** | | |
| 45 | M/S. RANA ELECTRONICS & MOTORS<br>Mowna Chwrasta, Sreepur, Gazipur. | Haji Mansor<br>(EXCLUSIVE) | Tel (06825), 51805, 51505<br>Mobile- 0176-444544 |
| 46 | M/S. UNIQUE MOTORS<br>Chandana Chowrasta, Gazipur. | Md. Helal Uddin | 01711489522<br>01552384414 |
| | **BRAHMANBARIA** | | |
| 47 | M/s. B. BARIA MOTORS Saleh<br>Niaz Stadium Market, Kawtoli, Bramanbaria. | Mohammad Shuhel<br>(EXCLUSIVE) | 01711205977 |
| | **JOYPURHAT** | | |
| 48 | M/s. ARAFATH TRADING<br>Arafath Super Market, Thana Road, Joypurhat. | Md. Sajjad Hossain<br>(EXCLUSIVE) | 0571-62317<br>017-11805757 |
| | **DINAJPUR** | | |
| 49 | M/s. AHMED & SONS ENTERPRISE<br>Nigar Super Market, Gonashtola,<br>Dinajpur. | Musinuddin Ahmed<br>(EXCLUSIVE) | 0531- 65879<br>01713-720600 (Th)<br>01717-817758 (Dh) |
| 50 | M/s. RAJU TRADERS<br>Gonashtola, Dinajpur. | Mrs. Shazadi Begum<br>(EXCLUSIVE) | 0531-65637<br>64633 (Res) |
| 51 | M/s. TALUKDAR MOTORS<br>Bismillah Shopping Centre, Birampur, Dinajpur. | Md. Shahinul Islam Talukukdar | 01712957744 |
| 52 | M/s. ARAFAT TRADING<br>Dhaka Road, Sadar Roadm Birampur, Dinajpur. | Khalid Hossain Sazzad | 01715600012 |
| 53 | M/S. M. H. MOTORS<br>Gugratali, Chirirbandor, Dinajpur. | Mr. Nur Amin Shah | 01712002551<br>01713730104 |
| | **BARISAL** | | |
| 54 | M/S AL- BARAKA MOTORS<br>Kobi Jibonanoda Das Sarak, Bogra Road, Barisal. | Alhaj Raju Ahmed<br>( EXCLUSIVE) | 01715714341 |
| | **NARSINGDI** | | |
| 55 | M/S. AKASH MOTORS<br>Jealkhana More, Norsingdi. | (EXCLUSIVE) | 01715279379 |
| 56 | M/S RINI MOTORS<br>Ahad Plaza, Jealkhana More, Belanagar, Norsingdi. | Abdul Matin<br>(EXCLUSIVE) | 01711730532<br>01720042608 |

ATLAS STOCK

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| | **COX'S BAZAR** | | |
| 57 | M/S NABIL MOTORS<br>Kalur Dhokan, Main Road,<br>Cox's Bazar. | Mr. Borhanuddin<br>(EXCLUSIVE) | 01716567715<br>01711315320 |
| | **CHANDPUR** | | |
| 58 | M/S ARIF MOTORS<br>28-29 Studium Market<br>Chandpur. | Iqbal Hossain<br>(EXCLUSIVE) | 01713621026 |
| | **LALMONIRHAT** | | |
| 59 | M/s. R. S. MOTORS<br>Bus Stand Road, Mission More,<br>Lalmonirhat | Md. Shamiul Basir<br>(EXCLUSIVE) | 01712571786<br>01717134162 |
| | **PANCHGAR** | | |
| 60 | M/s. AHMED & SONS ENTERPRISE<br>Tetulia Road,<br>Panchgar. | Musinuddin Ahmed | 0531- 65879<br>01713-720600 (Th)<br>01717-817758 (Dh) |
| | **NATORE** | | |
| 61 | M/S ELLA AUTOS & ELECTRONICS<br>Chalkrampur, Natore. | Md. Ashraful Islam | 01711340437 |
| | **LAXMIPUR** | | |
| 62 | M/S RIDAN MOTORS<br>Main Road, Front of Mohila College,<br>Laxmipur. | Belayet Hossain (Ripon) | 01715071002<br>01944938897 |
| | **KHAGRACHARI** | | |
| 63 | M/S HASAN MOTORS<br>Narikel Bagan Sadar,<br>Khagrachari | Md. Ismail | 01556540789<br>01718462341 |
| | **MADARIPUR** | | |
| 64 | M/S BORHAN MOTORS<br>Main Road, New Town,<br>Madaripur. | Hawlader Borhan Uddin | 01718654415<br>01718456055 |
| | **NARAIL** | | |
| 65 | M/s MOHIUDDIN & SONS<br>Rupgonj Bazar,<br>Narail. | Md. Nazmul Kabir | 01716187788<br>01919187788 |
| | **SARIATPUR** | | |
| 66 | M/S MOMO MOTORS<br>346, Tulshar, Sadar Road<br>Sariatpur. | Md. Boshir Ahmed | 01819094900 |
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AMAR STOCK

# এটলাস বাংলাদেশ লিমিটেড

২৬৫-২৬৭, টঙ্গী শিল্প এলাকা, টঙ্গী, গাজীপুর।

## প্রকসী ফরম

আমি/আমরা. . . . .. . . . .. . . . .. . . . .. . . . .. . . . .. . . . .. . . . .. . . . .. . . . .. . . . .

ঠিকানা . . . . . .. . . . .. . . . .. . . . .. . . . .. . . . .. . . . .. . . . .. . . . .. . . . .

. . . . . .. . . . . এটলাস বাংলাদেশ লিমিটেড এর শেয়ারহোল্ডার হিসেবে

জনাব/জনাবা . . . .. . . . .. . . . .. . . . .. . . . .. . . . .. . . . .. . . . .. . . . .. . . . .. . . . .. . . . -কে

আমার/আমাদের প্রতিনিধি হিসাবে ২২ ডিসেম্বর, ২০১৮ ইং রোজ শনিবার অনুষ্ঠিতব্য কোম্পানীর ৩৪তম বার্ষিক সাধারণ সভায় এবং ঐ সভার যে কোন মূলতবী সভায় উপস্থিত থাকার জন্য এবং আমাকে/আমাদেরকে অথবা আমরা/আমাদের পক্ষে ভোট দানের জন্য নিয়োগ করছি।

১০.০০ টাকার রাজস্ব টিকেট

.....
প্রতিনিধির স্বাক্ষর ও তারিখ

.....
শেয়ারহোল্ডারের স্বাক্ষর ও তারিখ

ফলিও / বিও নং.....

**বিঃ দ্র ঃ**

১। এই প্রক্সী ফরমে স্বাক্ষর প্রদান এবং সীল মোহর করে কোম্পানীর নিবন্ধিত কার্যালয়ে সাধারণ সভা অনুষ্ঠানের ৪৮ (আটচল্লিশ) ঘন্টা পূর্বে অবশ্যই জমা দিতে হবে।

২। প্রক্সী নির্বাচনকারী সদস্যকে ১০.০০ টাকা মূল্যের রেভিনিউ ষ্ট্যাম্পের উপর স্বাক্ষর প্রদান করতে হবে।

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# এটলাস বাংলাদেশ লিমিটেড

২৬৫-২৬৭, টঙ্গী শিল্প এলাকা, টঙ্গী, গাজীপুর।

## রেজিষ্ট্রেশন ফরম

আমি/আমরা এতদ্বারা এটলাস বাংলাদেশ লিমিটেড-এর অদ্য ২২ ডিসেম্বর ২০১৮ ইং রোজ শনিবার অনুষ্ঠিতব্য কোম্পানীর কারখানা প্রাঙ্গণে ৩৪তম বার্ষিক সাধারণ সভায় আমার/আমাদের উপস্থিতি লিপিবদ্ধ করলাম।

শেয়ারহোল্ডারের নাম. . . . . শেয়ারহোল্ডারের স্বাক্ষর

প্রতিনিধির নাম. . . . . প্রতিনিধির স্বাক্ষর

ফলিও/বিও নং. . . . . .. . . . . .. . . . . .

AMAR STOCK

# এটলাস বাংলাদেশ লিমিটেড

# ATLAS BANGLADESH LIMITED

*(An Enterprise of Bangladesh Steel and Engineering Corporation , Ministry of Industries)*

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