

PREMIER
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Annual Report
2017-2018

PREMIER CEMENT MILLS LIMITED

AMARSTOCK


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Safe Harbor Statement

This document contains certain far-seeing statements with respect to the financial condition, result of operation and business as well as the plans and objectives of Premier Cement Mills Limited and its subsidiary as well as associates.

Our discussion may include predictions, estimates, or other information that might be considered far-seeing while these statements represent our current judgment on what the future holds. We don't claim that the entire statement will come true. They are subject to risks and uncertainties by their nature that may lead to material differences in actual result. You are cautioned not to place undue reliance on these statements, which reflect our opinions only as of the date of this presentation. Please keep in mind that we are not obligating ourselves to revise or publicly release the results of any revision to these in light of new information or future events. Throughout in this discussion, we will attempt to present some important factors relating to our business that may affect our predictions.

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Letter of Transmittal

To
All Shareholders of Premier Cement Mills Limited
Bangladesh Securities and Exchange Commission (BSEC)
Registrar of Joint Stock Companies and Firms (RJSC)
Dhaka Stock Exchange Limited (DSE)
Chittagong Stock Exchange Limited (CSE)
National Board of Revenue (NBR)

Subject: Annual Report for the year ended June 30, 2018

Dear Sir(s),

We are pleased to enclose a copy of the Annual Report of Premier Cement Mills Limited along with the Audited Financial Statements for the year ended June 30, 2018. Financial Statements along with notes to the Accounts of the Company comprise both the standalone and consolidated statements of Financial Positions, statements of Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the period which ended on June 30, 2018.

Yours sincerely

Kazi Md. Shafiqur Rahman
Company Secretary

AMAR STOCK

Notice of 16th Annual General Meeting

Notice is hereby given that the 16th Annual General Meeting (AGM) of the Shareholders of Premier Cement Mills Limited will be held on Wednesday the 19th December 2018, at time 3.00 P.M at Chittagong Club Limited, SS Khaled Road, Lalkhan Bazar and Chattagram, to transact the following businesses:

Agendas:

1. **Report and Accounts**
   To receive, consider and adopt the Directors' Report and the Audited Financial Statements of the Company for the year ended June 30, 2018 and Auditors' Reports thereon.
2. **Dividends**
   To declare Dividend for the year ended June 30, 2018 as recommended by the Board of Directors.
3. **Election of Directors**
   To elect Directors in accordance with the provisions of Articles of Association of the Company.
4. **Appointment of Statutory Auditors**
   To appoint statutory Auditors for the year ended June 30, 2019 and to fix their remuneration.
5. **Appointment of Corporate Governance Compliance Auditors**
   To appoint Corporate Governance Compliance Auditor for the year ended June 30, 2019 and to fix their remuneration.
6. **Use of IPO Proceeds**
   Utilization of IPO proceeds of TK. 45,000,000 which is maintaining as Fixed Deposit with Midland Bank
7. **Any other Agenda with the permission of the chair**

By order of the Board

Date : 27th November 2018
Place : Dhaka

Kazi Md. Shafiqur Rahman
Company Secretary

Notes:

1. Shareholders, whose names appear on the members/Depository Register on the Record Date i.e. on 18th November 2018, shall be eligible to attend the 16th AGM of the Company and to receive the Dividend.
2. A member eligible to attend and vote at the Annual General Meeting may appoint a proxy on his/her stead. The proxy form attached with Annual Report 2018, duly filed in, signed and stamped, must be submitted at the Corporate Office of the Company not later than 48 hours before the time fixed for the meeting.
3. Only shareholders or their validly appointed proxies will be allowed to have access to the registration process to attend the meeting.
4. Admission into the auditorium will be allowed strictly on submission of the attendance slip sent with the notice.
5. Shareholders are requested to submit their queries on the Directors' Report and the Audited Financial Statements for the year ended 30 June 2018 at the Corporate Office of the Company at least 3 (three) working days before the day of Annual General Meeting.
6. The Annual Report for the year ended on 30 June 2018 is available in the Company's website at www.premiercement .com
7. The concerned brokerage houses & merchant bankers are requested to provide us with a statement with the details (shareholders name, BO ID number, e-TIN number, gross dividend receivable, applicable tax rate, and net dividend receivable) of their margin loan holders who hold shares of the Company as on the Record Date, along with the name of the contact person in this connection. The brokerage houses & merchant bankers are also requested to provide us with their Bank Account Name, number, routing number etc. on or before 26th December 2018.
8. The concerned trustee board of approved superannuation fund or pension fund or gratuity fund or recognize provided fund or workers participation fund are requested to provide us update tax rebate certificate on or before 26th December 2018.

Special Notes:

No special benefit, refreshment or gift in cash shall be given to the shareholders for attending the 16th Annual General Meeting as per Bangladesh Securities and Exchange Commission's circular no. SEC/CMRRD/2009-193/154 dated October 24, 2013.

১৬তম বার্ষিক সাধারণ সভার বিজ্ঞপ্তি

এতদ্বারা জানানো যাচ্ছে যে, প্রিমিয়ার সিমেন্ট মিল্‌স লিমিটেড এর ১৬তম বার্ষিক সাধারণ সভা নিম্নলিখিত বিষয়াদি সম্পাদনকল্পে আগামী ১৯ ডিসেম্বর ২০১৮ ইং তারিখ রোজ বুধবার বিকাল ৩:০০ টায় চিটাগং ক্লাব লিমিটেড, এস এস খালেদ রোড, লালখান বাজার, চট্টগ্রামে অনুষ্ঠিত হবে।

আলোচ্য বিষয়সূচি:

১. **প্রতিবেদন এবং হিসাব**
৩০ জুন ২০১৮ ইং তারিখ সমাপ্ত বছরের নিরীক্ষিত লাভ লোকসান হিসাব ও স্থিতিপত্র এবং সেই সঙ্গে পরিচালকমন্ডলীর ও নিরীক্ষকের প্রতিবেদন গ্রহণ, বিবেচনা ও অনুমোদন।

২. **লভ্যাংশ**
৩০ জুন ২০১৮ ইং তারিখ সমাপ্ত বছরের জন্য কোম্পানীর পরিচালনা পর্ষদ কর্তৃক সুপারিশকৃত লভ্যাংশ ঘোষণা।

৩. **পরিচালক নির্বাচন**
কোম্পানীর সঙ্ঘবিধি অনুযায়ী পরিচালক নির্বাচন।

৪. **বিধিবদ্ধ নিরীক্ষক নিয়োগ**
৩০ জুন ২০১৯ ইং তারিখ সমাপ্ত বছরের জন্য নিরীক্ষক নিয়োগ ও তাদের পারিশ্রমিক নির্ধারণ।

৫. **কর্পোরেট গভর্নেন্স নিরীক্ষক নিয়োগ**
৩০ জুন ২০১৯ ইং তারিখ সমাপ্ত বছরের জন্য কর্পোরেট গভর্নেন্স নিরীক্ষক নিয়োগ ও তাদের পারিশ্রমিক নির্ধারণ

৬. **আইপিও তহবিল ব্যবহার**
৪৫,০০,০০০ টাকা আইপিও আয় এর ব্যবহার প্রসঙ্গে আলোচনা যা মিডল্যান ব্যাংকে স্থায়ী আমানত হিসাবে রাখা আছে।

৭. **চেয়ারম্যানের অনুমতি ক্রমে অন্য কোন এজেন্ডা (যদি থাকে)**

বোর্ডের আদেশক্রমে

কাজী মোহাম্মদ সফিকুর রহমান
কোম্পানী সচিব

স্থান : ঢাকা
তারিখ : ২৭ নভেম্বর ২০১৮ ইং

নোট:

১. যে সকল শেয়ারহোল্ডারদের নাম রেকর্ড ডেটে অর্থাৎ ১৮ নভেম্বর, ২০১৮ ইং তে সদস্য/ ডিপোসিটরি রেজিস্টারে লিপিবদ্ধ রয়েছে শুধুমাত্র তারাই ১৬তম বার্ষিক সাধারণ সভায় অংশগ্রহণ ও লভ্যাংশ গ্রহণের জন্য উপযুক্ত বলে বিবেচিত হবে।

২. যে সকল সদস্যদের বার্ষিক সাধারণ সভায় অংশগ্রহণ ও ভোট প্রদানের অধিকার রয়েছে, তারা ইচ্ছা করলে তাদের পরিবর্তে ১৬তম বার্ষিক সাধারণ সভায় অন্য কোন প্রতিনিধিকে অংশগ্রহণের অনুমতি দিতে পারেন। তবে সেক্ষেত্রে ২০১৭-২০১৮ সালের বার্ষিক প্রতিবেদনের শেষের দিকে সংযুক্ত প্রক্সিফর্ম যথোপযুক্তভাবে পূরণ করে স্বাক্ষর ও স্ট্যাম্পসহ সভা অনুষ্ঠিত হওয়ার নির্ধারিত সময়ের ৪৮ ঘন্টা পূর্বে অবশ্যই কোম্পানীর কর্পোরেট অফিসে জমা দিতে হবে।

৩. শুধুমাত্র শেয়ারহোল্ডারগণ অথবা তাদের মনোনীত প্রক্সিদের সভায় অংশগ্রহণের রেজিস্ট্রেশন প্রক্রিয়ায় প্রবেশাধিকার রয়েছে বলে বিবেচিত হবে।

৪. কেবলমাত্র সভার বিজ্ঞপ্তির সাথে প্রেরিত হাজিরা রসিদ/ এ্যাটেনডেন্স স্লিপ জমার প্রেক্ষিতে শেয়ারহোল্ডারদের অথবা প্রক্সিদের অডিটোরিয়ামে প্রবেশের অনুমতি প্রদান করা হবে।

৫. শেয়ারহোল্ডারদের পরিচালকমন্ডলীর প্রতিবেদন ও ৩০ জুন ২০১৮ ইং তারিখ সমাপ্ত নিরীক্ষিত আর্থিক প্রতিবেদনের উপরে প্রশ্নাবলীসমূহ বার্ষিক সাধারণ সভার কমপক্ষে ৩ (তিন) দিন পূর্বে কোম্পানীর কর্পোরেট অফিসে জমা দেওয়ার জন্য অনুরোধ করা হলো।

৬. ৩০ জুন ২০১৮ ইং তারিখ সমাপ্ত বছরের বার্ষিক প্রতিবেদন কোম্পানীর ওয়েবসাইট www.premiercement.com এ পাওয়া যাবে।

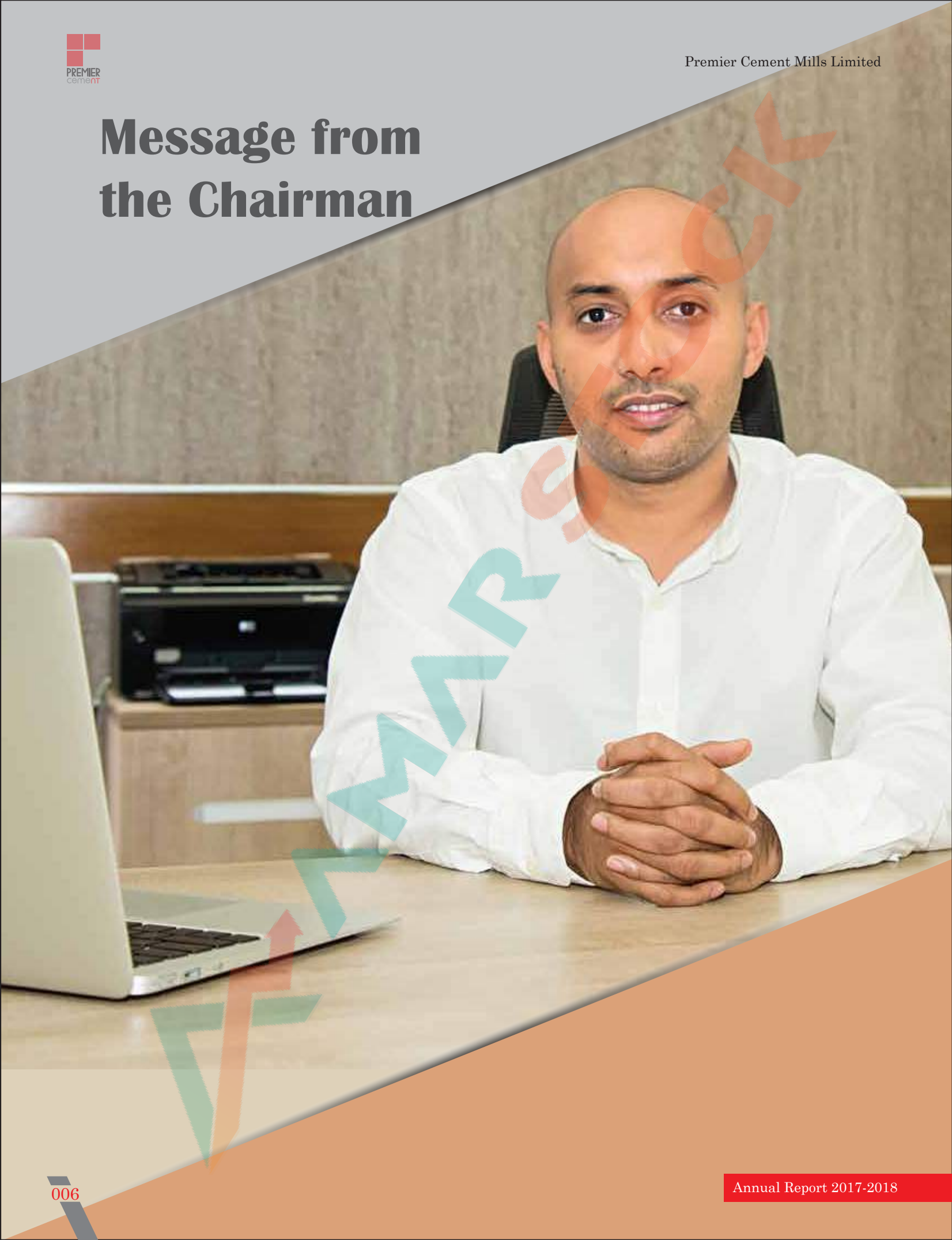
৭. সংশিষ্ট ব্রোকার হাউজ এবং মার্চেন্ট ব্যাংকের মার্জিন লোন হোল্ডার যাদের রেকর্ড ডেটে প্রিমিয়ার সিমেন্টের শেয়ার রয়েছে তাদের পূর্ণ বিবরনীসহ (শেয়ারহোল্ডারদের নাম, বিও আইডি নাম্বার, ই-টিন নাম্বার, মোট প্রাপ্য লভ্যাংশ, প্রযোজ্য কর হার এবং নীট প্রাপ্য লভ্যাংশ) উক্ত বিষয়ের সাথে সম্পর্কিত প্রতিনিধির নাম ও মোবাইল নাম্বার আমাদেরকে সরবরাহের জন্য অনুরোধ করা হল। আমরা ব্রোকার হাউজ এবং মার্চেন্ট ব্যাংকের কাছে আরো অনুরোধ করি যে তারা যেন ২৬ শে ডিসেম্বর ২০১৮ ইং তারিখ অথবা তার পূর্বে তাদের ব্যাংক একাউন্ট নাম, নাম্বার এবং রাউটিং নাম্বার আমাদেরকে প্রদান করে।

৮. সুপারএনুএশন ফান্ড অথবা পেনশন ফান্ড অথবা গ্রাচুইটি ফান্ড অথবা প্রভিডেন্ড ফান্ড অথবা শ্রমিকের মুনাফায় অংশগ্রহণ ফান্ড সংশিষ্ট ট্রাস্টি বোর্ডকে ২৬ শে ডিসেম্বর ২০১৮ ইং তারিখ অথবা তার পূর্বে হালনাগাদ কর রেয়াত সনদ সরবরাহের জন্য অনুরোধ করা হ'ল।

বিশেষ নোট:

বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন সার্কুলার নং এসইসি/সিএমআরআরডি/২০০৯-১৯৩/১৫৪ তারিখ ২৪ অক্টোবর ২০১৩ ইং অনুযায়ী আসন্ন ১৬তম বার্ষিক সাধারণসভায় অংশগ্রহণের জন্য শেয়ারহোল্ডাদের কোন প্রকারের বিশেষ সুবিধা, খাবার বা নগদ উপহার দেওয়া হবে না।

Message from the Chairman



Dear Distinguished Shareholders,
Dear Employees and Well-wishers of
Premier Cement Mills Limited

AssalamuAlaikumWa-Rahmatullah,

It is a great honour and privilege to welcome you all at the 16th Annual General Meeting of Premier Cement Mills Limited. I would also like to take the opportunity to share and exchange our thoughts and views on the performance of the company in the past year and the potentials and possibilities going forward.

During the reporting period, Premier cement has shown sustained performance and operating growth. As you know the competition was stiff, yet FY-2018 has proved to be another year of success for us. Your patient guidance was the driving force behind this success. To grow sustainably and profitably, we will continue our focus on upgrading product quality and customer satisfaction. We are confident that our strategy helps us to achieve sustainable business growth and face the upcoming challenges.

Premier Cement not only invested in the traditional business activity but also invested in sustainable development to society. To play an active part in the development of the society, the company has continued its support to underprivileged people of the community in particular to ensure their education, health and increase awareness. Premier Cement has also sponsored sporting events and took part in environment friendly initiatives for the greater benefit of present and future generations.

Economy of Bangladesh

In FY-2018, the GDP (at constant price) stood at BDT 10.225 trillion and recording 7.86 percent growth over the previous GDP worth BDT 9.480 trillion. The growth trend reflects that Bangladesh has managed to grow reasonably fast despite a number domestic odds like corruption and political instability.

According to the latest report of HSBC Global Research titled 'The world in 2030' Bangladesh is likely to be the biggest mover in the global gross domestic product rankings in 2030, becoming the 26th largest economy in the world from 42ndat present. It also said that Bangladesh would be the only country to maintain 7 plus growth rate annually up to 2030 and even beyond.

The socio-economic condition of Bangladesh has become quite favorable for the cement industry. The Bangladesh government is actively seeking to improve national construction through a combination of building new roads and upgrading existing activities. (May 10, 2018 (UNB) - The National Economic Council (NEC) approved the highest ever BDT 1,80,869.17 crore Annual Development Programme (ADP) for the next fiscal year (2018-2019). The mega

প্রিমিয়ার সিমেন্ট মিলস লিমিটেড এর
সম্মানিত শেয়ারহোল্ডারগন,
সম্মানিত কর্মচারী এবং শুভাকাঙ্ক্ষীগন

আস-সালামু আলাইকুম ওয়া রহমতউল্লাহ।

প্রিমিয়ার সিমেন্ট মিলস লিমিটেডের ১৬ তম বার্ষিক সাধারণ সভায় আপনাদের সবাইকে স্বাগত জানাতে পেরে আমি সম্মানিত এবং গর্বিত বোধ করছি। আমি একই সাথে বিগত বছরের কোম্পানীর কর্মকান্ড এবং সামনের দিনগুলোতে এগিয়ে যাওয়ার সম্ভাবনা এবং সুযোগ নিয়ে আমাদের চিন্তা-চেতনা এবং দৃষ্টিভঙ্গি আপনাদের সাথে ভাগাভাগি এবং বিনিময় করতে চাই।

প্রতিবেদনকৃত সময়ের মধ্যে, প্রিমিয়ার সিমেন্ট টেকসই সক্ষমতা এবং পরিচালনাগত প্রবৃদ্ধি দেখিয়েছে। আপনারা অবগত আছেন যে প্রতিযোগিতা খুবই কঠিন, তবুও ২০১৮ অর্থবছর আমাদের জন্য আরোও একটি সফল বছর ছিল। আপনাদের সদয় দিকনির্দেশনা ছিল এই সাফল্যের পিছনের চালিকা শক্তি। টেকসইভাবে এবং লাভজনকভাবে উন্নতির জন্য, আমরা পণ্যের গুণমান এবং গ্রাহক সন্তুষ্টি উন্নত করার উপর মনোযোগ প্রদান করবো। আমরা আত্মবিশ্বাসী যে আমাদের কৌশল আমাদের টেকসই ব্যবসায়িক উন্নতি এবং আসন্ন চ্যালেঞ্জ গুলোর মুখোমুখি হতে সহায়তা করবে।

প্রিমিয়ার সিমেন্ট কেবলমাত্র প্রথাগত ব্যবসায়িক কর্মকান্ডে বিনিয়োগ করেনি বরং সমাজে টেকসই উন্নয়নেও বিনিয়োগ করেছে। সমাজের উন্নয়নে সক্রিয় ভূমিকা পালন করার জন্য, কোম্পানীটি বিশেষ করে তাদের শিক্ষা, স্বাস্থ্য এবং সচেতনতা বৃদ্ধি নিশ্চিত করার জন্য সমাজের সকলকে সহায়তা প্রদান করেছে। প্রিমিয়ার সিমেন্ট বর্তমান এবং ভবিষ্যৎ প্রজন্মের বৃহত্তর কল্যানের জন্য ক্রীড়া ইভেন্টে স্পনসরসহ নানা পরিবেশবান্ধব উদ্যোগে অংশ নিয়েছে।

বাংলাদেশের অর্থনীতি:

২০১৮ অর্থ বছরে জিডিপির (চলমান মূল্যে) আকার দাড়িয়েছে ১০.২২৫ ট্রিলিয়ন টাকা এবং প্রবৃদ্ধির হার হয়েছে রেকর্ড ৭.৮৬ শতাংশ যেখানে পূর্ববর্তী বছরে জিডিপি ছিল ৯.৪৮০ ট্রিলিয়ন টাকা। প্রবৃদ্ধির এই প্রবণতা দেখায় যে, দুর্নীতি ও রাজনৈতিক অস্থিতিশীলতার মতো অভ্যন্তরীণ বৈষম্য সত্ত্বেও বাংলাদেশ দ্রুত উন্নতি করতে সক্ষম হয়েছে।

"২০৩০ সালের পৃথিবী" শীর্ষক এইচএসবিসির বৈশ্বিক গবেষণার সর্বশেষ প্রতিবেদন অনুযায়ী, ২০৩০ সালে বাংলাদেশ বিশ্বব্যাপী মোট দেশীয় উৎপাদন তালিকায় বৃহত্তম মডেল হতে পারে, গবেষণায় বলা হয়েছে বর্তমান ৪২তম অবস্থান ২০৩০ সালে থেকে বিশ্বের ২৬ তম বৃহত্তম অর্থনীতির দেশ হয়ে উঠতে পারে। এটি আরও বলেছে যে বাংলাদেশ হবে একমাত্র দেশ যারা ২০৩০ সাল এবং এমনকি তার পর পর্যন্ত প্রবৃদ্ধির হার ৭ শতাংশের অধিক বজায় রাখতে পারবে।

সিমেন্ট শিল্পের জন্য বাংলাদেশের আর্থ-সামাজিক অবস্থা বেশ অনুকূল হয়ে উঠেছে। বাংলাদেশ সরকার সক্রিয় ভাবে নতুন সড়ক নির্মাণ ও বিদ্যমান কার্যক্রমগুলির হালনাগাদ করার মাধ্যমে জাতীয় নির্মাণে উন্নতির চেষ্টা করছে। (১০ মে, ২০১৮ (ইউএনবি) - জাতীয় অর্থনৈতিক পরিষদ (এনইসি) পরবর্তী অর্থবছরের (২০১৮-২০১৯) বার্ষিক উন্নয়ন কর্মসূচির জন্য সর্বোচ্চ

projects like Rooppur power plant, Dhaka metro rail, Karnaphuli tunnel and Matarbari coal-based power plant projects witnessed higher allocations in the new ADP.

Contribution to Government's Revenue Growth

Premier Cement believes that government is one of the most important stakeholders which play a critical role in the economic development of the country. In FY-2018 the company contributes to the Government exchequer for an amount equal to BDT 366.58 million compared to BDT 330.06 Million in the immediate preceding year. The company will continue to support government's proposals that help to establish a sustainable level of tax contribution to the National exchequer which will ensure a sustainable growth for the industry.

Sustainable Business Growth

In accordance with the economic growth of the country, the Company has also displayed a sustained performance. You will be happy to know that during the FY-2018 our sales increased to BDT 10,049.86 million against BDT 9,280.42 million in the previous year registering 8.29% growth over FY-2017. Due to an increase in the cost of raw materials in the international market coupled with unfavorable exchange loss, our cost of sale and operation cost increased remarkably, and owing to that the Company's net profit after tax has decreased from BDT 537.14 Million to BDT 442.18 Million.

Return of the Shareholders

The Board of Directors of Premier Cement Mills ltd. believes in maintaining a consistent dividend policy. Considering the business performance of the Company and future business strategy, the Board of Directors proposed 10% cash dividend i.e. Tk. 1.00 per ordinary share of Tk. 10.00, each which is being placed in the Annual General Meeting of today for approval of the honorable shareholders.

Corporate Governance and transparency:

We are committed to observing the highest standards of integrity and compliance in all aspects of our work. The corporate governance system is designed to ensure transparency and accountability at all levels of the Company. We are committed towards maintaining good governance practices as well as complying with the guidelines, instructions and policies of all regulatory authorities including BSEC, DSE and CSE.

১,৮০,৮৬৯.১৭ কোটি টাকার অনুমোদন দিয়েছে। নতুন এডিপিতে রূপপুর তাপ বিদ্যুৎ কেন্দ্র, ঢাকা মেট্রো রেল, কর্ণফুলী টানেল ও মাতারবাড়ী কয়লা ভিত্তিক বিদ্যুৎ কেন্দ্র প্রকল্পগুলোতে বেশি বরাদ্দ দেয়া হয়েছে।

সরকারের রাজস্ব বৃদ্ধিতে অবদান:

প্রিমিয়ার সিমেন্ট বিশ্বাস করে যে, দেশের অর্থনৈতিক উন্নয়নের ক্ষেত্রে সরকারের ভূমিকাই সবচেয়ে গুরুত্বপূর্ণ। আমাদের কোম্পানী বিগত বছরের দেয়া রাজস্ব ৩৩০.০৬ মিলিয়ন টাকার তুলনায় ২০১৮ অর্থ বছরে ৩৬৬.৫৮ মিলিয়ন টাকার সরকারি তহবিলে প্রদানের মাধ্যমে উন্নয়নে অবদান রাখতে সক্ষম হয়েছে। কোম্পানী জাতীয় তহবিলে কর অবদান রাখার মাধ্যমে সরকারের প্রস্তাব গুলিতে সহায়তা প্রদান করে যা শিল্পের জন্য জাতীয়ভাবে টেকসই উন্নয়ন সুনিশ্চিত করবে।

টেকসই ব্যবসায়িক প্রবৃদ্ধি:

দেশের অর্থনৈতিক প্রবৃদ্ধি অনুসারে, কোম্পানীও ধারাবাহিক কর্মদক্ষতা প্রদর্শন করেছে। আপনারা জেনে খুশি হবেন যে ২০১৮ অর্থবছরে আমাদের বিক্রয় দাড়িয়েছে ১০,০৪৯.৮৬ মিলিয়ন টাকা যা বিগত বছরে ছিল ৯,২৮০.৪২ মিলিয়ন, অর্থ্যৎ ২০১৭ অর্থবছরের তুলনায় ৮.২৯% বেশি। আন্তর্জাতিক বাজারে কাঁচামালের দাম বৃদ্ধি পাওয়ায় অপ্রচলিত বিনিময় ক্ষতির সাথে আমাদের বিক্রয় খরচ এবং পরিচালনা খরচ উল্লেখযোগ্যভাবে বৃদ্ধি পাওয়ায় কর প্রদানের পরে কোম্পানির মোট মুনাফা ৫৩৭.১৪ মিলিয়ন টাকা থেকে হ্রাস পেয়ে ৪৪২.১৮ মিলিয়ন টাকা দাড়িয়েছে।

শেয়ার হোল্ডারদের ফেরত:

প্রিমিয়ার সিমেন্ট মিলস লিমিটেডের পরিচালনা পর্ষদ একটি ধারাবাহিক লভ্যাংশ নীতি বজায় রাখতে বিশ্বাসী। কোম্পানীর ব্যবসায়িক কর্মক্ষমতা এবং ভবিষ্যতের ব্যবসায়িক কৌশল বিবেচনা করে পরিচালনা পর্ষদ ১০% নগদ লভ্যাংশের প্রস্তাব করেছে। ১০.০০ টাকা মূল্যের প্রতিটি শেয়ারের জন্য ১.০০ টাকা লভ্যাংশ সম্মানিত শেয়ার হোল্ডারদের অনুমোদনের জন্য আজকের বার্ষিক সাধারণ সভায় উপস্থাপন করা হলো।

কর্পোরেট পরিচালনা এবং স্বচ্ছতা:

আমরা আমাদের কাজের বিবেচ্য বিষয় গুলোর জন্য সকল দিকের সততা এবং দায়িত্ব প্রতিপালনে সর্বোচ্চমান বজায় রাখতে বদ্ধপরিকর। কোম্পানির সকল পর্যায়ে স্বচ্ছতা এবং জবাবদিহিতা নিশ্চিত করার জন্য কর্পোরেট পরিচালনা ব্যবস্থা নির্ধারন করা হয়েছে। আমরা সুশাসন অনুশীলন বজায় রাখার পাশাপাশি বিএসইসি, ডিএসই এবং সিএসই সহ সকল নিয়ন্ত্রক কর্তৃপক্ষের নির্দেশিকা, নির্দেশাবলী এবং নীতিগুলি মেনে চলার জন্য প্রতিশ্রুতিবদ্ধ।

Recognition that inspires us

It gives me immense pleasure to share that Premier Cement was recently recognized by National Productivity Organization (NPO) under Ministry of Commerce, Govt. of Bangladesh through awarding the first position of "The National Productivity and Quality Excellence Award -2016" held in 2018 under large scale Industries category. In the same year Premier Cement achieved first position of "Best Corporate Award-2016" organized by The Institute of Cost & Management Accountants of Bangladesh. In 2013 & 2014 we received "Corporate Governance Excellence Award" organized by The Instituted of Chartered Secretaries of Bangladesh. Last but not the least in 2015 Premier Cement received "Best Presented Annual Report Award-2015" organized by The Institute of Chartered Accountants of Bangladesh.

Commitment to our values

We are committed to uphold the highest standard of ethics while carrying our business activities and ensure that customer satisfaction and workers safety are always at the top of our priority list with regards to our decision making. Every employee of the Company established the PCML values of Integrity, Respect for People and Transparency into their everyday work life. We are confident that Premier Cement will continue to deliver increased value to the market and offer sustainable returns to the shareholders.

We Remain Grateful

Finally, On behalf of the Boards, I would like to personally thank and express my heartiest gratitude to our managers as well as the staff functions. Without your cooperation, the better performance in this year 2018 would not have been possible.

I would also like to thank the government bodies, Bangladesh Security & Exchange Commission (BSEC), Dhaka Stock Exchange (DSE), Chittagong Stock Exchange (CSE) and others statutory bodies for their support for the various activities of the Company. Again I am also very much thankful to all our valued shareholders, associates, valued customers and our bankers for their kind cooperation and assistance.

Thank you once again for being with Premier Cement Mills Limited.

Mohammad Mustafa Haider
Chairman of the Board

স্বীকৃতি যা আমাদের অনুপ্রাণিত করে:

আপনাদের জানাতে পেরে আমি খুবই ধন্য মনে করছি যে, ২০১৮ সালে বাংলাদেশে বৃহত্তর পরিসরের সিমেন্ট শিল্পে অবদান রাখার জন্য প্রিমিয়ার সিমেন্ট সম্প্রতি বাণিজ্য মন্ত্রণালয়ের অধীনস্ত ন্যাশনাল প্রোডাকটিভিটি অর্গানাইজেশন (এনপিও) কর্তৃক স্বীকৃত "জাতীয় উৎপাদনশীলতা এবং গুণমান শ্রেষ্ঠত্ব পুরস্কার -২০১৬" এর প্রথম স্থান অর্জন করেছে। একই বছরের প্রিমিয়ার সিমেন্ট বাংলাদেশ ইনস্টিটিউট অব কস্ট অ্যান্ড ম্যানেজমেন্ট একাউন্টেন্টস কর্তৃক প্রদত্ত "বেস্ট কর্পোরেট অ্যাওয়ার্ড-২০১৬" এর প্রথম স্থান অর্জন করেছে। ২০১৩, ২০১৪ এবং ২০১৭ সালে আমরা বাংলাদেশের চার্টার্ড সেক্রেটারি ইনস্টিটিউট কর্তৃক প্রদত্ত "কর্পোরেট গভর্নেন্স এক্সেলেন্স অ্যাওয়ার্ড" লাভ করেছি। সর্বশেষ কিন্তু একবারে শেষ নয় ২০১৫ সালে, প্রিমিয়ার সিমেন্ট বাংলাদেশের চার্টার্ড অ্যাকাউন্টেন্টস ইনস্টিটিউট কর্তৃক প্রদত্ত "বেস্ট অ্যানুয়াল রিপোর্ট প্রেজেন্টেশন এওয়ার্ড-২০১৫" অর্জন করতে সক্ষম হয়েছে।

আমাদের গুণগত মানের প্রতিশ্রুতি:

আমাদের ব্যবসায়িক কার্যক্রম পরিচালনা করার সময় আমরা আমাদের নৈতিকতার সর্বোচ্চ মান বজায় রাখার জন্য প্রতিশ্রুতিবদ্ধ এবং সিদ্ধান্ত গ্রহণের বিষয়ে গ্রাহক সন্তুষ্টি এবং কর্মীদের সুরক্ষা প্রদান করা সর্বদা আমাদের অগ্রাধিকার তালিকার শীর্ষে থাকবে বলে আমরা নিশ্চিত করছি। কোম্পানির প্রত্যেক কর্মচারী তাদের প্রতিদিনের কর্মজীবনে সততা ও মানুষের প্রতি শ্রদ্ধা এবং স্বচ্ছতার বিষয়টি প্রতিষ্ঠা করেছেন। আমরা আত্মবিশ্বাসী যে প্রিমিয়ার সিমেন্ট বাজারে সেরা মানের পন্য সরবরাহ করতে থাকবে এবং শেয়ার হোল্ডারদের টেকসই মুনাফা প্রদান করবে।

আমরা কৃতজ্ঞতা প্রকাশ করছি:

সর্বশেষ, পরিচালনা পরিষদের পক্ষ থেকে, আমি ব্যক্তিগতভাবে আমাদের ব্যবস্থাপকদের এবং কর্মীদের আমার আন্তরিক ধন্যবাদ ও কৃতজ্ঞতা জানাতে চাই। আপনাদের সহযোগিতা ছাড়া এই বছর ২০১৮ সালের উত্তম কর্মক্ষমতা অর্জন করা সম্ভব হতো না।

আমি বাংলাদেশ সরকারের প্রতিষ্ঠানসমূহ, বাংলাদেশ সিকিউরিটি অ্যান্ড এক্সচেঞ্জ কমিশন (বিএসইসি), ঢাকা স্টক এক্সচেঞ্জ (ডিএসই), চট্টগ্রাম স্টক এক্সচেঞ্জ (সিএসই) এবং অন্যান্য প্রতিষ্ঠানসমূহকে তাদের বিভিন্ন প্রকারের সহায়তা ও সমর্থনের জন্য ধন্যবাদ জানাতে চাই। আবারো আমি আমাদের সকল সম্মানিত শেয়ার হোল্ডার, সহযোগী, সম্মানিত গ্রাহক এবং আমাদের ব্যাংকারদের তাদের সহযোগিতার জন্য ধন্যবাদ জ্ঞাপন করছি।

প্রিমিয়ার সিমেন্ট মিলস লিমিটেডের সাথে থাকার জন্য আপনাদের সকলকে জানাই আন্তরিক ধন্যবাদ।

মোহাম্মাদ মোস্তফা হায়দার
চেয়ারম্যান

Awards & Recognition





ICSB Rewarded the Company with the Bronze Award for **"Corporate Governance Excellence"** in 2013.





Won ICSB National Award-2014 consecutively for the 2nd year under manufacturing category.





Won ICMAB Award for Best Corporate Governance-2014. Mr. Md. Shafiqul Islam Talukder-FCMA, Chief Financial Officer is seen receiving the Award from Mr. Abul Maal Abdul Muhith, Honorable Finance Minister, Government of the People's Republic Bangladesh.



ICSB Rewarded the Company with Bronze Award for "Corporate Governance Excellence – 2013". Mr. Mohammed Amirul Haque, Managing Directors is seen receiving the Award from Mr. Abul Maal Abdul Muhith, Honorable Finance Minister, Government of the People's Bangladesh.



The Institute of Chartered Accountants of Bangladesh

16TH ICAB NATIONAL AWARD FOR BEST PRESENTED ANNUAL REPORTS-2015

Manufacturing Category

Certificate of Merit

Premier Cement Mills Limited participated in the 16th ICAB National Award for Best Presented Annual Reports-2015 Competition organized by the Institute of Chartered Accountants of Bangladesh and awarded the **Certificate of Merit** in the Manufacturing Category as a mark of excellence in corporate reporting.

Parveen Mahmud FCA
Chairman, Review Committee for Published Accounts and Reports

Kamrul Abedin FCA
President

Dhaka, November 29, 2016



Won ICAB Award for Best Presented Annual Report-2015. Honorable Managing Director, Mr. Mohammed Amirul Haque is seen receiving the Award from Prime Minister's Economic Adviser Dr. Moshiur Rahman.



Mr. Mohammed Amirul Haque, Managing Director of PCML is seen receiving Silver Award for "Corporate Governance Excellence - 2014" under manufacturing category from Mr. Abul Maal Abdul Muhith, Honorable Finance Minister of Bangladesh.





Government of The People's Republic of Bangladesh
National Productivity Organisation (NPO)
Ministry of Industries

Certificate

National Productivity & Quality Excellence Award -2016

This Certificate is presented to
Premier Cement Mills Limited as **1st Prize** in recognition of it's contribution to increase productivity and quality in **Large Industry** of Bangladesh.

Director
National Productivity Organisation

Secretary
Ministry of Industries

Date: 18 April 2018

Won First Position of National Productivity and Quality Excellence Award-2016.





Won ICSB Nation Award-2017 for 3rd time under the menufacturing category.



Honorable Chairman, Mr. Mohammad Mustafa Haider is seen receiving the 5th ICSB National Award-2017 from Mr. Abul Maal Abdul Muhith, Honorable Finance Minister, Government of the People's Republic of Bangladesh.



Won First Position of National Productivity and Quality Excellence Award-2016 Honorable Managing Director, Mr. Mohammed Amirul Haque is seen receiving the Award from Mr. Amir Hossain Amu, Honorable Industries Minister, Government of the People's Republic of Bangladesh.

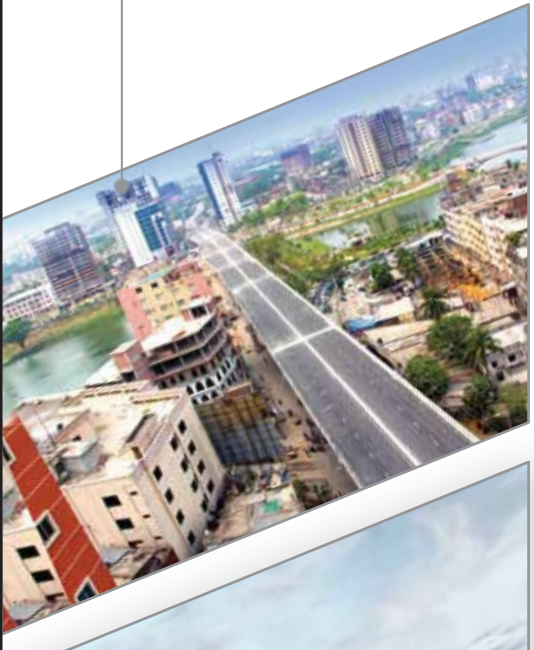




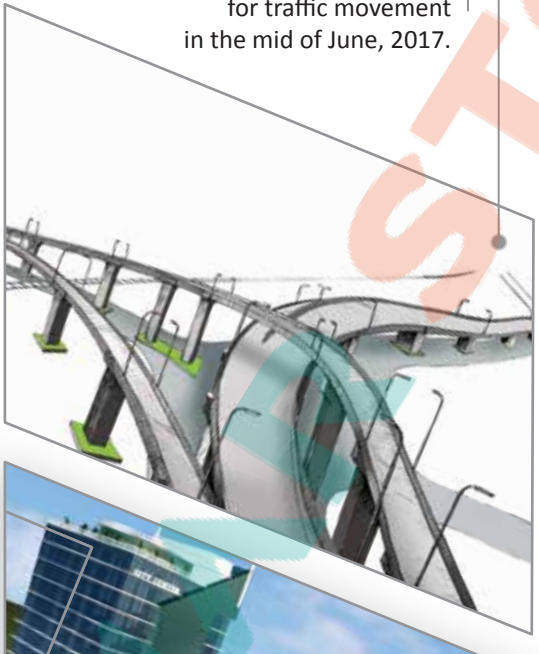
Won First Position of ICMAB Award for Best Corporate Governance-2016. Mr. Mohammed Amirul Haque, Managing Director of PCML is seen receiving the Award from Mr. Abul Maal Abdul Muhith, Honorable Finance Minister of Bangladesh.

Proud Partner of Major Construction Projects

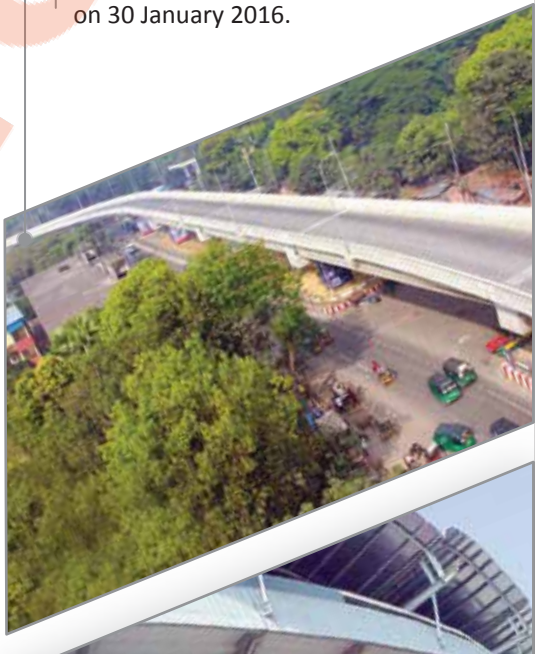
Moghbazar - Mouchak Flyover, Dhaka
A 8.25 km long Flyover opened for general public on 26 October 2017.



Muradpur Flyover- Chittagong
As part of the massive development work in Chittagong the flyover was opened for traffic movement in the mid of June, 2017.



Kodomtoli Flyover- Chittagong
The first flyover in Chittagong was opened for traffic on 30 January 2016.





Sarak Bhaban - Dhaka
The 10 storied building with 1.5 lack sft was built by using Premier Cement.



Rajshahi City Centre- Rajshahi
The 16 storied building at Zero Point, Rajshahi was constructed by using Premier Cement



Sher-E- Bangla National Cricket Stadium - Mirpur, Dhaka.
The country's largest international Stadium for holding cricket match with a sitting capacity of 26,000 people was built with Premier Cement.

Maa o Shishu Hospital- Chittagong.
One of the top ranking private medical college in Bangladesh was established in the commercial hub of port the city of Chittagong.

Nagar Bhaban- Rajshahi
The 10 storied state-of-the art building was built exclusively by Premier Cement

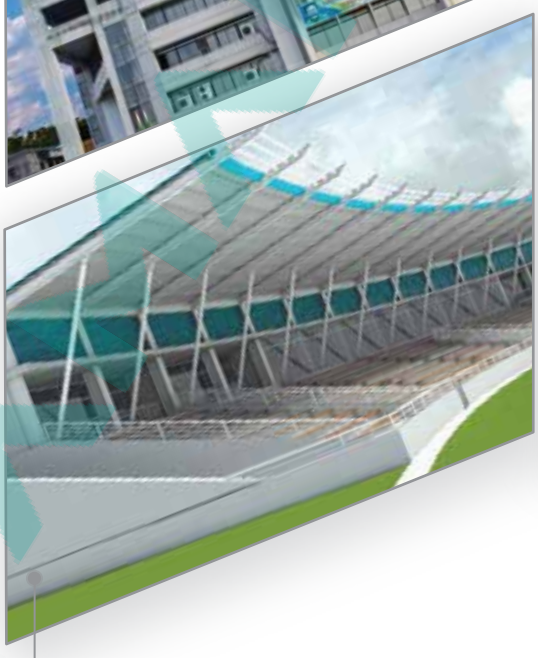
Bangladesh Computer Council-Dhaka
BCC building was originally established in early 1983 and following several changes in the construction plan it was re-built recently.













United Hospital Ltd-Dhaka
One of the pioneers' private 450 bed hospital was established for providing healthcare facility to millions of people of Bangladesh.

Sheikh Kamal International Cricket Stadium-Cox's bazaar
The Stadium in the tourist town of Cox's Bazar was established in 2014 with Premier Cement.

Padma Bridge
Our pride "Padma Multipurpose Bridge" the most challenging construction project in the history of Bangladesh is being constructed to link the south–west region of the country with northern and eastern regions by using Premier Cement.

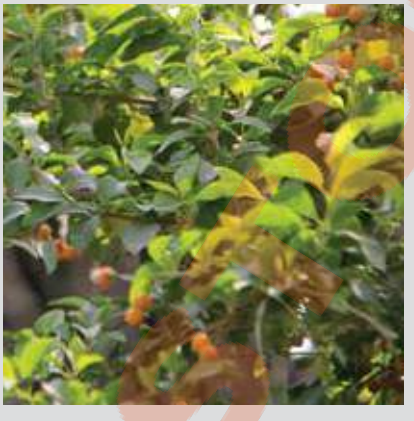
Key Financial Highlight-Consolidated

Particulars	2017-18	2016-17 (Restated)	2016-17	2015-16	2014-15	2013-14
Operating Results (Taka In Mio)						
Revenue	10,049.86	9,280.42	10,332.89	9,361.93	8,098.70	7,539.57
Gross Profit	1,516.88	1,575.14	1,698.29	1,988.21	1,238.93	1,295.93
Other income/(expense)	12.83	(150.13)	(144.14)	(30.46)	111.93	184.71
Administrative expenses	107.03	115.54	127.66	131.24	89.85	109.11
Selling & Distribution Expenses	418.72	385.74	403.26	454.19	352.99	265.43
Financial expense	398.17	278.06	330.03	438.34	456.79	377.79
Contribution to WPPF	27.32	28.54	30.81	41.37	19.68	33.53
Profit before tax	578.45	617.10	662.38	892.57	431.54	694.77
Provision for tax	136.27	79.96	100.37	201.43	22.62	185.67
Net profit after tax	442.18	537.14	562.00	691.14	408.91	509.10
Financial Results (Taka In Mio)						
Non-Current Liabilities	632.95	903.38	1,779.37	2,454.68	2,098.64	1,666.98
Current liabilities	8,373.28	5,223.77	6,095.40	4,194.22	4,802.83	5,041.16
Non-Controlling Interest	13.09	11.96	306.31	289.54	81.93	76.91
Shareholders' Equity	4,547.84	4,317.69	4,292.34	3,905.27	3,106.91	3,018.35
Total Liability & Equity	13,567.17	10,456.81	12,473.43	10,843.73	10,089.32	9,803.41
Non-Current Asset	6,902.84	5,385.71	7,095.39	6,385.54	5,929.81	5,945.05
Current Asset	6,66433	5,071.10	5,378.03	4,458.19	4,159.51	3,858.36
Total Asset	13,567.17	10,456.81	12,473.43	10,843.73	10,089.32	9,803.41
Share Information (Taka In Mio)						
Authorize capital	5,000.00	5,000.00	5,000.00	5,000.00	5,000.00	5,000.00
Paid up capital	1,054.50	1,054.50	1,054.50	1,054.50	1,054.50	1,054.50
No. of shares outstanding	105.45	105.45	105.45	105.45	105.45	105.45
No. of shareholders-30 June	2,118	2,614	2,614	3,456	4,080	5,151
Market Capitalization	8,172.37	9,532.60	9,532.60	9,696.12	5,272.50	-
Per Share Data (Taka)						
Net asset value per share	43	40	41	37	29	29
Dividend %	10	20	20	15	20	30
Market value per Share	77.50	90.40	90.40	91.95	50	-
Earnings per Shares	4.18	5.08	5.17	6.48	3.83	4.78
NOCFPS	4.72	4.21	6.53	11.28	3.73	0.48
Ratio Analysis						
Solvency Analysis						
Debt to Asset Ratio	0.66	0.59	0.66	0.64	0.66	0.62
Debt to capital Ratio	0.66	0.59	0.66	0.64	0.69	0.69
Debt to equity Ratio	1.98	1.42	1.91	1.78	2.25	2.25
Financial leverage Ratio	2.71	2.42	2.84	2.99	3.25	3.07
Interest coverage Ratio	2.52	3.32	3.10	3.13	1.99	2.93

Key Financial Highlight-Consolidated

Particulars	2017-18	2016-17 (Restated)	2016-17	2015-16	2014-15	2013-14
Liquidity Analysis						
Current ratio	0.80	0.97	0.88	1.06	0.87	0.77
Quick ration	0.74	0.80	0.72	0.83	0.59	0.51
Cash ratio	0.03	0.05	0.05	0.10	0.08	0.06
Activity Analysis						
Inventory Turnover ratio (times)	12.24	8.57	8.71	6.44	5.30	6.03
Receivables turnover	4.44	4.38	4.81	5.69	5.97	6.34
Payable turnover	12.31	16.87	14.22	12.55	17.23	10.01
Fixed asset turnover (times)	1.64	1.72	1.53	1.52	1.36	1.34
Total Asset Turnover	1.71	1.83	2.10	2.17	2.02	2.14
Profitability Ratios						
Gross Profit Margin	15.1%	17.0%	16.44%	21.24%	15.30%	17.19%
EBIT Margin	10.0%	10.0%	9.90%	14.66%	11.21%	14.67%
Pretax Profit margin	5.8%	6.6%	6.41%	9.53%	5.33%	9.22%
Net profit marging	4.4%	5.8%	5.44%	7.38%	5.05%	6.75%
Return on equity	9.7%	12.4%	12.70%	17.51%	13.00%	16.70%
Return on Asset	3.3%	5.1%	4.37%	6.30%	4.00%	5.14%
Return on capital Employed	19.4%	17.7%	16.85%	21.58%	17.45%	23.61%
Efficiency Analysis						
Dividend Cover Ratio	4.19	2.55	2.59	4.32	1.92	1.59
Dividend yield Ratio	1.29%	2.21%	2.21%	1.65%	4.00%	0.00%
valuation analysis						
Price Earnings Ratio	18.48	15.21	17.49	14.04	13.05	-
Cash flow per share	4.72	4.21	6.53	11.28	3.73	0.48
Price to cash flow Ratio	16.42	18.40	13.84	8.07	13.40	-
Cash Flow Ratio						
Cash flow to Revenue	0.05	0.05	0.07	0.13	0.05	0.01
Cash return on asset	0.04	0.04	0.06	0.11	0.04	0.01
Cash return on Equity	0.11	0.10	0.17	0.34	0.13	0.02
Cash to income	0.50	0.48	0.67	0.87	0.43	0.05
Debt Coverage	0.06	0.07	0.09	0.18	0.06	0.01
Others Information						
Export (Taka in Mio)	494	274	275	222	246	94
Import Raw Materials (Tk in Mio)	6,233	5,907	6,456	5,460	5,397	5,248
Export Sales (MT)	87,834	1,632,577	49,428	38,290	42,015	16,500
Local Sales –PCML (MT)	1,593,366	1,583,149	1,766,201	1,351,937	1,063,548	967,911
Local Sales-Consolidated (MT)	1,681,200	1,632,577	1,766,201	1,515,274	12,13,980	1,080,218

General Information







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The history behind Premier Cement





Premier Cement one of the largest and most renowned cement brand in Bangladesh. It started its journey as a private limited Company on 14 October 2001 under the Company Act 1994 with the commitment of manufacturing high quality cement under the brand name "Premier Cement".

Initially the plant was installed with a production capacity of 0.6 Million Metric Tons per annum. From then Premier Cement did not need to look back. The demand for Premier Cement has been increasing day by day. So the sponsors expanded the project gradually, the 2nd unit started in 2011 with a Production capacity of 0.6 million tons per annum; the 3rd unit & 4th unit started production in 2013 with capacity 0.6 million tons each per year. Now we have a remarkable production capacity of 2.4 Million Metric Tons per annum.

In 2017, the company signed an agreement with FL Smidth-Denmark for installation of Vertical Roller Mill in order to increase its production capacity to 5.16 Million tons per annum. The said enhancement will effect in reduced production cost which will enable the company to reach its products in every nook and corner of the county and in turn help people with less purchasing power to build their houses at an affordable price and construct bridges, culverts, concrete roads in the remote areas of the country. Thus the overall infrastructure of the country will be developed

It was converted into a public limited company under the Companies Act 1994 with an authorized capital of BDT 5,000 million in 2010. After going through successful operation and production for three more years, in 2013 it was listed with the Dhaka Stock Exchange Limited and Chittagong Stock Exchange Limited simultaneously.

From inception, Premier Cement achieve significant awards namely

(i) ICSB Award for Corporate Governance Excellence for consecutive two (2) times
(ii) Won ICMAB Award for Best Corporate Governance -2014
(iii) Best Customer Award-2015 by Munshiganj Palli Bidyut Samity
(iv) ICMAB Award for Best Corporate Governance -2016
(v) ICAB Award for Best Presented Annual Report- 2015
(vi) ISO 9001: 2008 certification
(vii) National Productivity and Excellency Award -2016
(viii) Best Customer Award-2018 by Munshinganj Palli bidyut Samity
(xi) ICSB Award for Corporate Governance Excellence -2017

Corporate Information

Official Bangla name of the Company	:	প্রিমিয়ার সিমেন্ট মিল্‌স লিমিটেড
Official English name of the Company	:	Premier Cement Mills Limited
Legal status	:	Public Limited Company
Line of business	:	Production & Sales of Cement
Exchange on which the Company's shares are listed		
1. Exchange name	:	Dhaka Stock Exchange Limited
Trading code	:	PREMIERCEM
Scrip code	:	21645
2. Exchange name	:	Chittagong Stock Exchange Limited
Trading code	:	PREMIERCEM
Scrip ID	:	15011

Board of Directors:

1.	Mr. Mohammad Mustafa Haider	Chairman
2.	Mr. Mohammed Amirul Haque	Managing Director
3.	Mr. Md. Jahangir Alam	Director
4.	Mr. Md. Alamgir Kabir	Director
5.	Mr. Mohammed Ershadul Hoque	Director
6.	Mr. M. Mahfuzur Rahman	Independent Director
7.	Mr. Tariq Ahmed	Independent Director

Management Committee:

1.	Mr. Mohammed Amirul Haque	Chairman
2.	Mr. Mohammed Ershadul Hoque	Member
3.	Kazi Md. Shafiqur Rahman	Member
4.	S M Mamunur Rashid	Member
5.	Engr. Md. Abdul Ahad	Member
6.	Saradhindu Bikash Barua	Member
7.	Mohammed Mahbubur Rahman	Member
8.	Syed Rifat-E-Momin	Member
9.	Mr. Md. Shafiqul Islam Talukder, FCMA	Secretary

Audit Committee:

1.	Mr. M. Mahfuzur Rahman	Chairman
2.	Mr. Tariq Ahmed	Member
3.	Mr. Mohammed Ershadul Hoque	Member

Nomination & Remuneration Committee:

1.	Mr. M. Mahfuzur Rahman	Chairman
2.	Mr. Tariq Ahmed	Member
3.	Mr. Mohammed Amirul Haque	Member
4.	Mr. Mohammad Mustafa Haider	Member
5.	Mr. Mohammed Ershadul Hoque	Member
6.	Mr. Abul Kalam	Advisor
7.	Mr. Md. Shafiqul Islam Talukder,FCMA	Advisor
8.	Kazi Md. Shafiqur Rahman	Secretary

AMAR STOCK

Risk Management Committee:

1.	Mr. Mohammed Amirul Haque	Chairman
2.	Mr. Mohammad Mustafa Haider	Member
3.	Mr. Jahangir Alam	Member
4.	Mr. Alamgir Kabir	Member
5.	Mr. Mohammed Ershadul Hoque	Member
6.	Mr. Md. Shafiqul Islam Talukder,FCMA	Member
7.	Kazi Md. Shafiqur Rahman	Secretary

Environmental and Social Responsible Committee:

1.	Mr. M. Mahfuzur Rahman	Chairman
2.	Mr. Mohammed Amirul Haque	Member
3.	Mr. Mohammad Mustafa Haider	Member
4.	Mr. Md. Jahangir Alam	Member
5.	Mr. Md. Alamgir Kabir	Member
6.	Mr. Mohammed Ershadul Hoque	Member
7.	Mr. Asif Moinuddin	Member
8.	Kazi Md. Shafiqur Rahman	Secretary

Chief Financial Officer:

Mr. Md. Shafiqul Islam Talukder, FCMA

Company Secretary:

Kazi Md. Shafiqur Rahman

Head of Internal Audit:

Mr. Md. Masuk Chowdhury

Statutory Auditors:

M/s. Syful Shamsul Alam & Co. (Chartered Accountants)

Governance Compliance Auditor:

A.K. Mazumdar & Associates

Bankers:

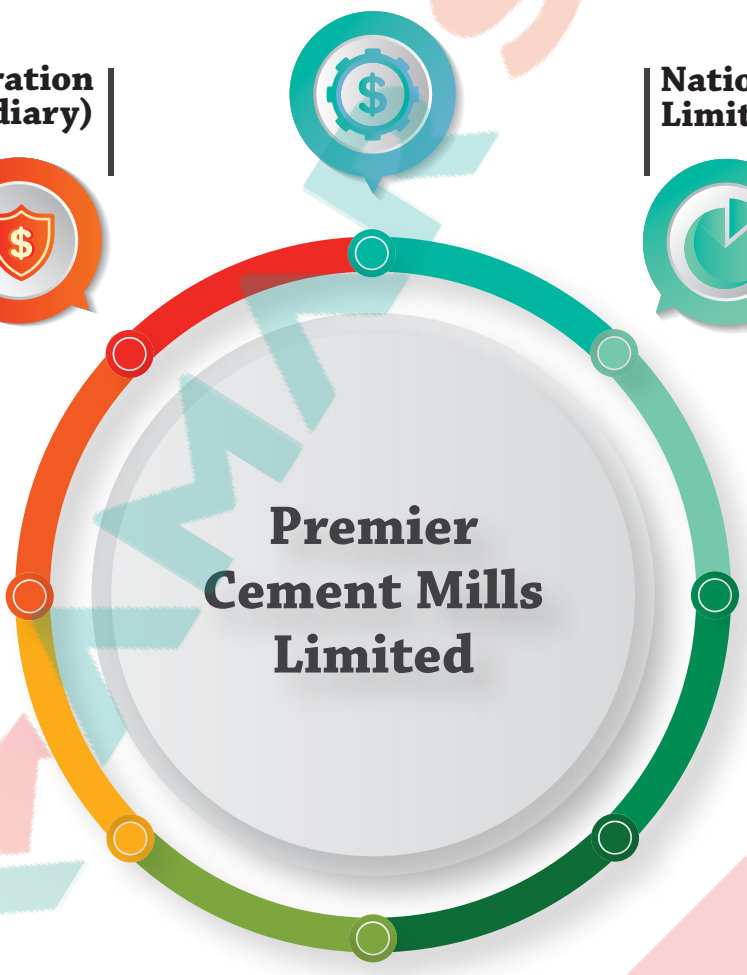
1. AB Bank Limited
2. Al-Arafah Islami Bank Limited
3. Bank Asia Limited
4. Brac Bank Limited
5. City Bank Limited
6. Dutch Bangla Bank Limited
7. Eastern Bank Limited
8. HSBC Limited
9. IFIC Bank Limited
10. Islami Bank Bangladesh Limited
11. Jamuna Bank Limited
12. Mercantile Bank Limited
13. Midland Bank Limited
14. Mutual Trust Bank Limited
15. National Bank Limited
16. NCC Bank Limited
17. One Bank Limited
18. Premier Bank Limited
19. Prime Bank Limited
20. Pubali Bank Limited
21. Shahjalal Islami Bank Limited
22. Social Islami Bank Limited
23. Sonali Bank Limited
24. Southeast Bank Limited
25. Standard Bank Limited
26. Standard Chartered Bank Limited
27. State Bank of India
28. Trust Bank Limited
29. United Commercial Bank Limited
30. Uttara Bank Limited

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Corporate structure

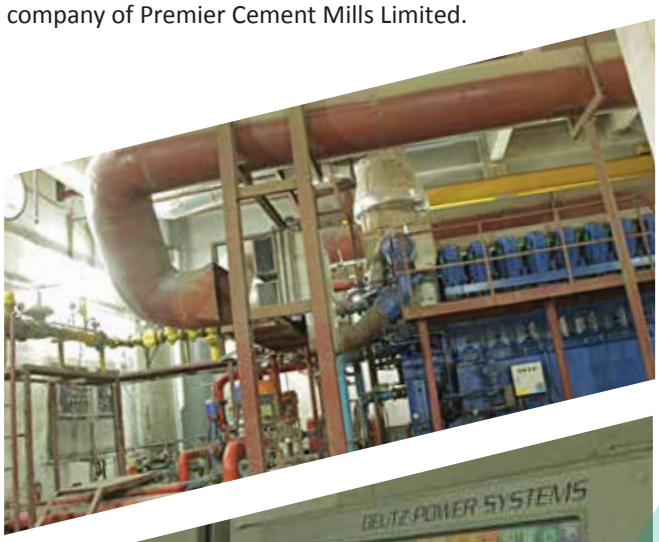
Premier Power Generation Limited (Subsidiary)

National Cement Mills Limited (Associate)



Premier Power Generation Limited (Subsidiary):

Premier Power Generation Limited (PPGL) was incorporated on 7th September 2006 as a private limited Company under the Companies Act 1994 with ambition to generate electricity for ensuring uninterrupted power supply to Premier Cement, having registered office in Chittagong and the plant located at West Mukterpur, Munshigonj. Initially the plant was installed one gas based generator and two diesel driven generators with total capacity of 5.34 MW. PPCG is a 96% holding subsidiary company of Premier Cement Mills Limited.









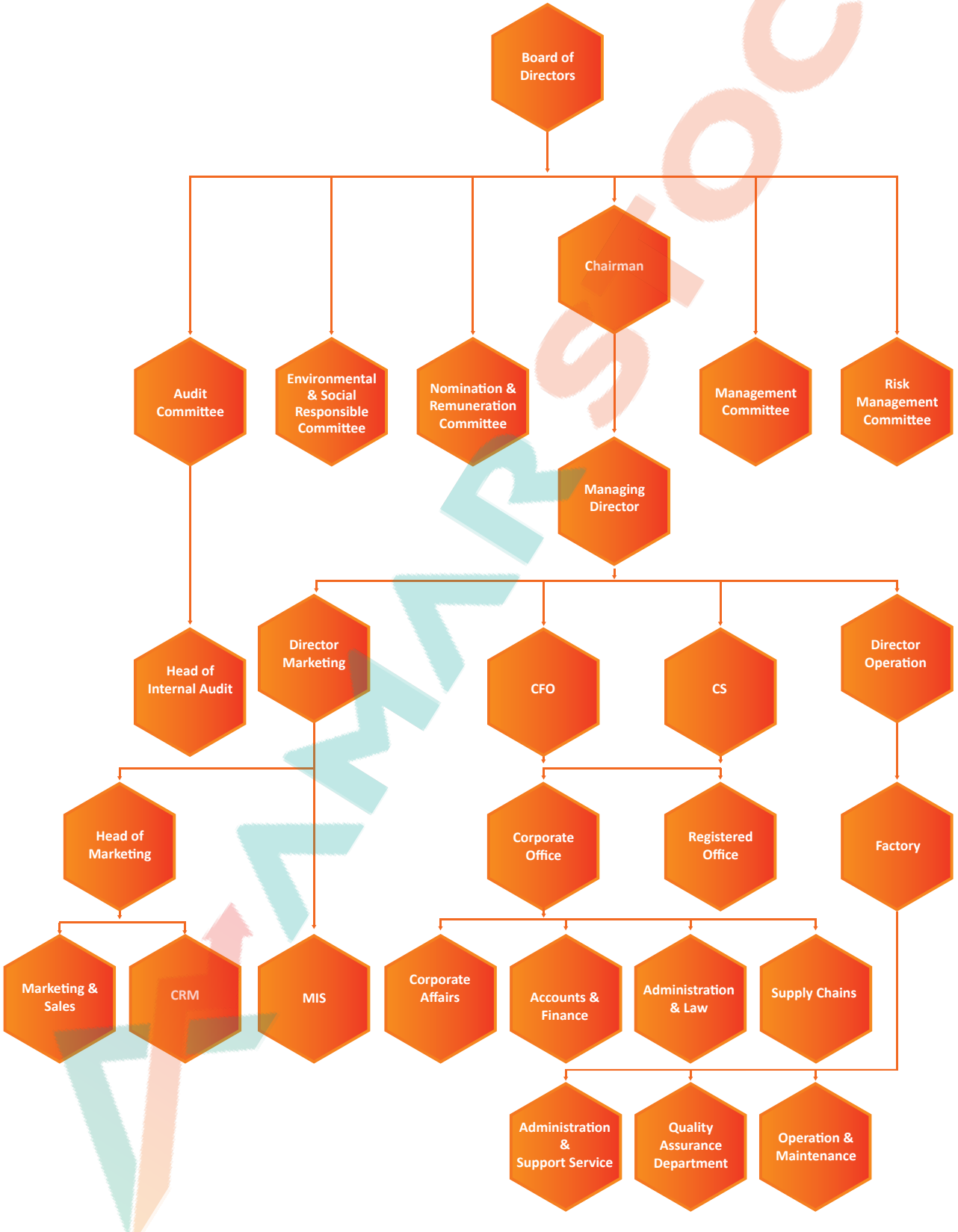
National Cement Mills Limited (Associate):

National Cement Mills Limited (NCML) is a 40% holding associate company of Premier Cement Mills Limited. It was incorporated on 10th September 1996 as a public limited company with its registered office in Chittagong and factory located at Issa Nagar, Karnafully, Chittagong having a production capacity of 4,20,000 Metric Tons per annum.





Organization & Management Structure



Ethos & Values

Vision

To work towards the development of the society through sustainable growth and excellence in performance.

Mission Statement

To become a market leader in the cement industry by satisfying the customers through production excellence, competitive pricing and by adding value for the stakeholders.

Values (That We Care For)

Integrity: We take pride in being a highly ethical company that respects relationships and the dignity of the individual. We obey the laws, produce environmentally safe products, protect the environment and practice equal employment and adopt fair labor practices. We are dedicated to the protection and preservation of our environment, animals and community.

Customer Satisfaction: We recognize that without our customers we do not exist as a business. Consequently, we are committed to develop and maintain exceptional customer relations built on mutual trust, respect and loyalty and to constantly and consistently meet our customers' expectations.

Understand: We seek to understand the needs of stakeholders & the Company to make the best (balanced) decisions.

Simplify: We work towards making things convenient for the people and to increase the effectiveness of our products.

Solve: We find ways to resolve issues that prevent us from delivering values to those we serve.

Connect: We communicate to manage people's expectations in the most effective manner.

Quality: We produce high quality products by maintaining European Standards and we use the best raw materials and provide technical excellence for our Customers.

Commitment: We are committed to achieving success for our customers, for our teams and ourselves through compliance of regulatory guidelines.

Social Responsibility: We promote CSR activity to address social issues as well as to create value to the society

Corporate Objectives (That We Strive For)

- To promote comprehensively on current areas of success.
- To build a strong brand image.
- To give more emphasis on customers satisfaction.
- To earn reasonable profits.
- To capture the target market share.
- To serve consistently the changing needs of customers for their convenience.
- To satisfy our customers.
- To be the leading cement manufacturer in Bangladesh

Corporate Philosophy

- **For Customers:** The main objective of PCML is to provide best quality products and services in every aspects of its business and to maintain good customer-supplier relationship.
- **For Shareholders:** By forging ahead and consolidating its position as a stable and progressive Manufacturing Company.
- **For Employees:** Clients do not come first, Employees do. If we take care of our employees they will eventually take care of our clients.

Our Products

Portland Cement (PC); CEM I, Strength Class 52.5N



Portland Cement (PC) is the name given to a cement obtained by intimately mixing together calcareous & argillaceous, or other silica, alumina & oxides of iron-bearing materials, burning them at a clinkering temperature of up to about 1450°C, and grinding the resulting clinker to required fineness. Components of Portland Cement (PC) are as follows:

Clinker	:	95-100%
Gypsum	:	0-5%

Portland Composite Cement (PCC); CEM II, Strength Class 42.5N



Portland composite cement is a hydraulic binder. It is produce by grinding of Clinker, Slag, PFA (Pulverized Fly Ash), Gypsum, and Limestone. It fully confirms with the Bangladeshi Standard BDS EN 197-1:2003 CEM II/AM or BM 42.5N. PCC is used in general construction purposes and also where precaution against moderate sulfate attack is important (most buildings, bridges in drainage structures) where sulfate concentrations in ground waters are higher than normal but not unusually severe. PCC usually generate less heat at a slower rate than PC. With this moderate heat of hydration (an optional requirement) CEM II cement can be used in structures of considerable mass, such as large piers, heavy abutments, and heavy retaining walls. Its use will reduce temperature rise- especially important when the concrete is placed in warm weather.

On the basis of clinker percentage two types of Portland Composite Cement (PCC) are available namely CEM II/A-M and CEM II/B-M.

The main difference between the CEM II/ A-M and the CEM II/B-M is the different percentage of ingredients. PCML is also certified by Bangladesh Standards and Testing Institution (BSTI) bearing license no. 7764/G-18/2013. Its strength is 42.5 N (Newton).The ingredients with percentages are given below:

CEM II/A-M:			CEM II/B-M:		
Clinker	:	80-94%	Clinker	:	65-79%
Fly ash, Slag & Lime stone	:	6-20%	Fly ash, Slag & Lime stone	:	21-35%
Gypsum	:	0-5	Gypsum	:	0-5%

Portland Pozzalana Cement:



Portland Pozzolana Cement, "Product of Future," is prepared by a fully-automated, dry manufacturing process using state of the art technology under strict quality assurance at all stages of manufacturing with the help of the "ROBOTIC (POLAB)" system. PPC is manufactured by inter-grinding well-burnt OPC Clinker with gypsum and pozzolanic materials like power-station fly ash or siliceous earths. It is conformed to Indian Standard (IS) 1489 (Part 1): 1991 on February 06, 2008 from the Bureau of Indian Standard (BIS).

Code of Conduct and Ethical Standards

Our code of conduct and ethical standards addresses ethical conduct in our work environment, business practices and relationship with external stakeholders. Premier Cements Mills Limited sets out the guiding principles known as "Code of Conduct and Ethical Standards" as well as ensures the highest ethical standards in all of the Company's business dealings. Our code of conduct guides us for our daily business interactions, reflecting our standard of proper behavior and our corporate values. The code clearly conveys to each of us the manner in which we achieve our business. The code of conduct is applied by all of Premier Cements' people including Directors, Officers and all employees of the Company and its subsidiary for the best interest of the Company. Vendors and suppliers are also subject to these requirements as adherence to the code is a condition for conducting business with Premier Cement.

The code of conduct is often updated and reissued by the Board of Directors to cope up with the changing needs of stakeholders. We at Premier Cement are very keen to conduct our business according to our predetermined "Code of Conduct" for improving honesty and transparency in doing business so that it can achieve trust of its stakeholders.

Compliance with laws, rules and regulations

Premier Cement and all its employees are bound by the law. All employees must follow applicable laws, rules and regulations as adopted in Bangladesh at all times. Employees having doubt or questions about the applicability of code of conduct should contact with top management.

Conflict of interest

A "conflict of Interest" exists when an employee's personal interest interferes with the best interest of the Company. For example, a conflict of interest may occur when an employee or his/her family member receives personal benefit as a result of employee's position with Premier Cement. The Directors and Management personnel are expected to avoid and disclose any activity or association that creates or supposed to create a conflict between the personal interests and the Company's business interests. If any relationship or association creates anything which is seemed to be material then it should be disclosed and permission should be taken thereby from audit committee as well as Board of Directors.

In performing their duties, all employees of Premier Cement are expected to use their judgment to act, at all times and in all possible way, in the best interest of the Company. Employees should attempt to avoid conflict of interest and employees who believe a conflict of interest may exist should promptly notify top management. The top management will consider the facts and take instant corrective action if needed.

Business relationships

Directors and management are not allowed to make any business relationship which may hamper the Company's image in the country. They must not make any commitment





that the Company cannot honor because the business of the Company is expected to be conducted legally and ethically.

Corporate disclosure

Directors and senior management personnel are liable to full, fair, accurate, timely, understandable and relevant disclosure in reports and documents it files with or submits to the regulatory bodies and publishes through the medium of public communications. They are not allowed to misrepresent either intentionally or inadvertently, or cause others to misrepresent, facts about the Company to others within or outside the Company including its audit committee, statutory auditors and Govt. regulators and investors.

Privacy and Confidentiality

Directors and management personnel must ensure confidentiality of such information which may influence capital market directly or indirectly. Actually they are not allowed to disclose any forward looking statements or information regarding proceeding of board meetings/ committee meetings / internal meeting or any tentative decisions about to be taken in those meetings.

The following information along with other information as directed by the chairman of the board may be termed as confidential:

- Information on trade and any trade secrets
- Confidential and privileged information regarding customers and employees
- Information relating to mergers and acquisitions
- Dividend, stock splits and divestitures etc.
- Plans relating to business issues and decisions which is not available in the public domain at that point of time.

Confidential information or forward-looking information only can be disclosed with prior permission from appropriate authorities or as legally mandated.

Fraudulent and unfair practices in the securities market

It is forbidden for all the directors as well as management for committing any kind of fraudulent and unfair trading practices in the securities market, with regard to the securities of the Company or of any other Company with whom the Company has business dealings to the best of their knowledge.

Protection and proper use of Company's opportunities and resources

Without having permission of the board of directors, directors are not allowed for taking personal benefit from any opportunities that belong to the Company. They must also avoid using the Company's property, information or position for personal gain.





Fair dealing

Any personnel of the Company must not discriminate any employee, customer, supplier or any business partner based on caste, religion, gender or disability of any kind. Also, they must not give any unfair benefit to any employee, customer, supplier or competitors through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair dealing practice.

Health, safety & environment

Company must comply with all the relevant environmental, safety and health laws and regulations. They must run the operations in an environment-friendly manner and provide a safe and healthy working environment for all of its employees.

Applicability, amendment, modification & waivers

The comprehensive code applies equally to all employees, directors and management personnel. Directors shall communicate any suspected violations of the code promptly to the audit committee. Suspected violations will be investigated by audit committee and appropriate action will be taken if the violation is so confirmed.

In consultation with the audit committee, board of directors may amend, modify or vary this code, subject to relevant provisions of laws, rules, regulations and guidelines in force. The board will not grant exemption to this code. But in case of extra-ordinary situations the board may waive or grant waiver for anyone or more from this code but reasons, explanations of the exception must be approved, written and filed thereby. As this code does not specifically address every potential form of unacceptable conduct, directors should exercise good judgment to comply with the principles set out in this code. Therefore, directors should avoid any circumstances that will violate the spirit of this code of conduct.









18 years of Glorious Journey



2001

15th October - Incorporation of business as a private limited Company



2006

10th May - Achieved "ISO 9001:2000 Quality Management System Certificate"



2010

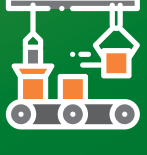
16th April - Converted into public Limited Company

2004



12th March - Started production of its 1st unit

2008



6th February - Awarded "Portland Pozzolana Cement Certificate" by BIS

26th April - First export of cement

2011



1st January - Started production of its 2nd unit

10th February - Achieved ISO 9001:2008 Quality Management System Certificate

24th October - Submission of IPO application for consent from BSEC

2012



27th January - Awarded "Ordinary Portland Cement Certificate" by BIS

2nd October - Consent from BSEC for floating shares to public

17th December - Beginning of IPO subscription

23rd December - Closing of IPO subscription for Bangladesh residents.

2013



1st January - Started production of 3rd and 4th units

1st January - Closing of IPO subscription for NRB

20th January - Lottery of IPO applications

3rd February - Listed under Chittagong Stock Exchange Limited

11th February - Listed under Dhaka Stock Exchange Limited

3rd March - Inaugural trading in Stock Exchanges

18th April - Import of BSW Bag Plant

2014



3rd February - Installation of BSW Bag Plant

15th July - Started commercial production of the Bag plant

15th April - Receipt of US$ 3.5 million as foreign loan from Hong Kong and Shanghai Banking Corporation for the purpose of Bag plant machinery

24th July - Receipt of US$ 4.5 million as foreign loan from Brac Bank Limited for the purpose of 3rd unit machinery

10th December - Purchase of a 300MT capacity Motor vessel

2017



11th April - Signed an agreement with FL Smith for installation of VRM to increase production capacity to 5.16 Million ton per years

Our Strengths and Resources

Quality Assurance Facilities:

In maintaining product quality we follow zero tolerance rules. There is no scope of relaxation in any issue regarding product quality. Virtually, we produce two types of cement, high quality Portland Cement and Portland Composite Cement. We closely monitor production process and ensure best quality of our products. Our products are certified by BUET, BSTI and ISO 9001:2008 and our fully automated manufacturing facility complies with Bangladeshi BDS EN, American ASTM, European EN and Indian BIS standards. We have following in-house testing facilities:

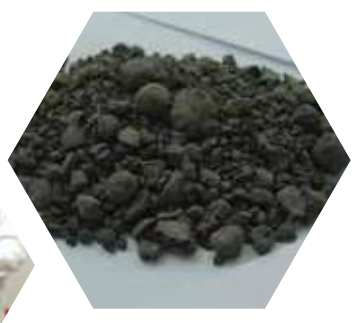


- Fineness of Cement by air permeability apparatus
- Normal consistency
- Setting time (1ST and FST)
- Mortar and flow ability test of cement
- Chemical test (major and minor properties of cement)
- Soundness test
- Autoclave expansion
- Chloride test by Spectrometer
- Alkalis test by Photometer
- Concrete test and mix design by our own concrete lab

Raw material quality:

Quality product depends on quality of raw materials. As a result the issue of obtaining quality raw materials is a major issue for us. We give our best effort to get quality raw materials at minimum cost. We import raw materials from Vietnam, China, Japan, Oman, Thailand and India and others. The raw materials needed in producing cement are clinker, slag, gypsum, fly ash and limestone. We do not compromise with the quality at the time of collection of raw materials.





Powerful production capacity:

Premier Cement is one of the top five cement producers of the country on the basis of production capacity in Bangladesh. With existing capacity, we are now able to produce more than 2.40 million MT cement per annum and the amount also peaked to 2.82 million MT per annum adding the associate's capacity of production. At the very beginning it had started its operation by having capacity of only 2,000 MT per day, but after the setting up of four consecutive production units, the Company now possesses a remarkable production capacity of 9,400 MT per day with its uninterrupted production process. Amongst the four units, the last unit was installed in January 2013. Considering the maximum production capacity, future demand of our cement is fully ensured with these production units in upcoming years.

Production process:

In production process we are trying to achieve maximum production with minimum cost. Premier Cement ensures cost effective production through "Production Process Planning" (PPP). Actually, it identifies our present position and gives direction on our future plan. By planning and adopting such prudent strategies as well as maintaining co-ordination and integration of all the factors of production for optimum efficiency, our human resources are ensuring an environment of uninterrupted production

of our products. Furthermore, all our units are operated by two diesel driven generators and one gas based power generation plant with total capacity of 5.34 MW which provides continuous supply of power in order to maintain stability in our whole production process.

Logistics and distribution:

There is no scope of avoiding importance of strong and fast logistic support in such a highly logistic dependent industry. Owing to that, our logistics team manages the transportation of raw materials to cement plants, the delivery of cement to Premier's customers and partners in the least time and the fastest way possible. It is a matter of pride that our logistics team is highly conscious to mitigate any gap between placement of order and delivery of products. Premier Cement ensures faster delivery of product and thus it avoids wastage of time and materials. We do have trucks, covered vans, bulk carriers as well as vessels for logistics and distribution support. When demand exceeds the capacity of our own logistics support, we don't hesitate to take logistics support from outsider to ensure smooth business operation. For better comprehension PCML's logistics support including capacity till 30 June 2018 is provided below:

Name of Vehicles	Quantity		Capacity in MT
	2018	2017	
Cover van	158	98	10
Cover van	109	94	20
Open Track	10	10	05
Open Track	59	29	10
Open Track	05	05	20
Open Track	16	16	30
Bulk Carriers	54	34	25
Vessels	20	20	-



Day by day our logistics and distribution are becoming stronger. A significant improvement has been achieved by our Company. Besides that we have most advantageous plant locations, a strong dealers' network and a robust logistic team. As a result we are able to deliver our product at the right time to the right customers.

An Experienced and Large Marketing team:

As the market is very competitive and it is really hard to occupy more space in the market because of some major market players, our marketing and sales team is working very hard to acquire more market share. They engage themselves with strengthening and nurturing the Company's brand advantage, to maintain its share in an increasingly competitive market. Furthermore, our strong technical support team comprising of expert engineers are always ready to provide post sales services to customers so that customers cannot have any place for dissatisfaction. Our marketing team takes extra care to customers' problems and responds very quickly whenever our customers want. We carry out continuous market surveys so that our marketing team can cope up with the changing market trend and adopt appropriate set of actions to tackle any unfavorable market situation. In addition we arrange various daylong training sessions and hold discussions with our marketing team in order to gain strength in the field of marketing. Our young and energetic sales team takes great care of customer needs and preferences to their best ability as present world business knows that "Customer is the king of business."



Information and technology:

Strong and updated technology is the precondition for surviving in the present competitive business world. Sensing that, we have adopted modern technology in both production and official works. As IT is the lifeblood of our Company, we have successfully ensured the adoption of IT

in every sphere of our Company. We hire IT related workforce and train up the existing employees to the farthest possible extent. Our strong IT strives tirelessly for maintaining stable and quick communication across the whole Company. All the functional units of the Company use the Enterprise Resource Planning (ERP) system software which enables integration among the departments with proper management .For real time monitoring of entire operation, both of our office and factory premises are under constant surveillance through close circuit cameras that are administered from the corporate office.

Competitive advantage:

Our factory is located at West Muktarpur, Munshiganj and our associate Company is located at Issa Nagar, Karnafully, Chittagong.

Our factory site enjoys well communication facilities through both river and road. Well navigable river Shitalakhya meets the river Dhaleswari and in the downstream both the rivers fall at the mighty river Meghna, which is adjacent to the factory. The factory is also connected by Dhaka- Munshigonj highway. The Company has been utilizing these routes for transportation of raw materials and finished products. It helps us to achieve greater cost advantage by means of adequate access to customers, transportation, materials and so on. We have 11 warehouses at different favorable locations like Noapara of Jessore, C & B ghat of Faridpur, Nagarbari of Pabna, Baghabari of Sirajgonj, Ashugonj of B-Baria, Chatok of Sylhet, Badha Ghat of Sylhet, Daudkandi of Comilla, Kaligonj of Gazipur, Demra of Dhaka and Aminbazar of Dhaka etc. which enable us to ensure effective time management and to maximize opportunity while minimizing costs and risks associated with the business.

Bag plant:

Every business entity wishes to expand their business both locally and globally and tries to achieve some unique features which would differentiate them from their rivals. We are following the same rule. We have set up a hi-tech international standard bag plant in our factory premise. The bag plant uses Czech Republic origin technology and German machineries; the plant is capable of producing more than 26 million bags per annum. We started import of BSW bag plant machineries on 18th April 2013 and on 15th July 2014 the plant commenced its commercial production. By reducing backward linkages the plant is not only enabling us to have comparative advantage but also protecting us from any unfavorable price fluctuation. We have extra production capacity and we are able to provide



outsourcing facility to other cement producers in our country.

Own Power Generation Plant:

The Company has ensured sufficient power supply for a continuous production process. A 5.34 MW, world renowned Deutz, German origin, gas based captive power generation plant has been setup under a subsidiary company named “Premier Power Generation Limited” to supply uninterrupted power to the cement plant. Premier Cement holds 96% ownership of the PPGL. It’s stated its operation from august, 2008 and sold its entire electricity to Premier Cement Mills Limited under an agreement. PPGL supplied 12.82 million kwh electricity during the year 2012-2013 to premier Cement.





Human resources:

Human Resources are the greatest strength of Premier Cement family. There is no place of ignoring any employee's effort. Everyone is giving his or her best effort for the improvement and stable growth of the Company. Our employees are passionate about what they do and they are innovative too. We believe that our present position has been achieved in exchange of our employees' efforts. To enrich our employee's skill and efficiency, we always try to provide them with training by our internal experts. We believe that to achieve more productivity an excellent environment in the workplace needs to be ensured. Most of our employees have experiences of more than three years in their respective fields. Due to low employee turnover, it has been retaining remarkable numbers of experienced manpower since the Company commenced its business in March 2004. Especially our board of directors have decades of successful experience in the business field.





Chairman's and Directors' Profile



Mr. Mohammad Mustafa Haider
Chairman

Mr. Mohammad Mustafa Haider is a well-known industrialist. He is a Director as well as the current Chairman of the Board of Directors, a position he held several times in the past also.

Currently, he is associated with the following business concerns:

Chairman:

- Premier Cement Mills Limited
- Roknoor Navigation Limited
- National Cement Mills Limited
- Roknoor Maritime Limited
- Roknoor Lighterage Limited
- Samuda Holdings Limited
- Samuda Terminals Limited
- M R F Fashion Ltd

Managing Director:

- T.K. Shares & Securities Limited
- Premier Power Generation Limited
- Samuda Chemical Complex Limited
- Samuda Power Limited
- Samuda Peroxide Ltd
- Samuda Real Estate Ltd
- Genweb2 Limited

Director:

- Saif Shipbuilding & Engineering (Pvt.) Ltd
- Asia Insurance Limited
- Elahi Noor Tea Co. Ltd
- Hafsa Nazir Industries Complex Ltd
- Premier Assets Ltd
- Super Knitting & Dying Mills Ltd
- Ali Tannery Ltd
- T.K. Shipyard Limited and Modern Power Limited.
- Modern Hatchery Ltd.
- Modern Power Limited

Mr. Haider has completed his Bachelors of Science in Business Studies concentrating in Finance from the University of Southern California, Marshall School of Business, USA in May 2005. After completion of his studies he came back to Bangladesh in July 2005 and has been involved in the sales and marketing of premier Cement Mills Limited, consumer products of T.K. Group of industries, primarily – Pusti Soybean Oil, Pusti Ata Maida and Pusti Full Cream Milk Powder.

Despite having all the above stated major responsibilities, he is successfully performing his duties and responsibilities from the beginning to the present. His excellent leadership quality plays an important role in increasing Premier Cement sales and collection significantly.

AMARSTOCK



Mr. Mohammed Amirul Haque
Managing Director

Mr. Mohammed Amirul Haque is a world class entrepreneur and an elite businessman in Bangladesh. He is the former Director of Federation of Bangladesh Chambers of Commerce and Industry (FBCCI), the apex trade body of the country. He is the promoter and founder Managing Director of Premier Cement Mills Limited

Mr. Haque has involved himself into and is guiding through various business in different sectors.

Presently, Mr. Haque is holding the following portfolios:

Chairman:

- Premier Power Generation Ltd.

Managing Director:

- Premier Cement Mills Ltd. (Listed)
- National Cement Mills Ltd.
- Seacom Logistics Ltd
- Seacom Containers Ltd.
- Unichart Navigation Ltd.
- Transchart Navigation Ltd.
- Ancient Properties Ltd.
- Roknoor Maritime Ltd
- Roknoor Holdings Ltd
- Rupsha Tank Terminals & Refinery Ltd.

Director:

- Prime Shrimps Hatchery Ltd.

Mr. Haque completed post-graduation in Business and is also a Fellow Member of The Institute of Petroleum, England.He was also selected as 'Commercially Important Person '(CIP) by the Government of the People's Republic of Bangladesh for the consecutive years of 2008 and 2009.



Mr. Md. Jahangir Alam
Director

Mr. Md. Jahangir Alam is one of the renowned industrialists in Bangladesh. He was appointed as a director at Premier Cement on 15th October in 2001. He completed his graduation in Commerce from Government College of Commerce, Chittagong. Mr. Alam embarked several industrial undertakings during his 30 years of business life. He started his magnificent journey in his business career through establishing a business house named Jahangir & Others in 1987 which subsequently incorporated as Jahangir & Others Limited in 2003. Subsequently, he diversified his business portfolio by investing in other different areas such as cement, steel re-rolling and insurance.

Chairman:

- M.I Cement Factory Ltd
- Crown Power Generation Ltd
- Crown Polymer Bagging Ltd
- Crown Transportation & Logistics Ltd
- Crown Mariners Ltd
- GPH Ship Builders Ltd.

Managing Director:

- GPH Ispat Limited
- GPH Power Generation Ltd
- GPH Steels Ltd
- GPH Engineers & Development Ltd
- Jahangir & Others Limited
- Chittagong Capital Limited

Director:

- Premier Cement Mills Limited
- Premier Power Generation Limited
- National Cement Mills Limited
- Crown Cement Concrete and Building Products Ltd.
- Asia Insurance Limited
- Chartered Life Insurance Limited

Mr. Alam is also actively involved with different social and charitable organizations such as

- Founder member of Independent University of Bangladesh (IUB), Chittagong, Bangladesh,
- Vice President of Gulshan North Club Limited,
- Life Member of Chittagong Maa-o-Shishu Hospital,
- Member of Bangladesh German Chamber of Commerce and industry,
- Member of Bangladesh Ex-Cadet Association,
- Life Member of Bangladesh National Society for the Blind,
- Life Member of Bhatiary Golf & Country Club,
- Life Member of Gulshan Society,
- General Member of FBCCI
- Life member of Dhaka Board Club Limited

Mr. Alam is a man of commitment which he strongly maintains in his day to day business activities.



Mr. Md. Alamgir Kabir
Director

Mr. Md. Alamgir Kabir was appointed to the Board on October 14, 2001 as a Director. He completed his Masters degree in Business Administration. He involved himself in various manufacturing industries especially in cement industry during his 21 years of business life.

Mr. Kabir is a successful business personality and currently holding the following portfolios:

Chairman:

- GPS ispat Ltd

Managing Director:

- M.I Cement Factory Ltd (Additional Managing Director)
- Crown Cement Concrete and Building Products Ltd

Director:

- Premier Cement Mills Limited
- Premier Power Generation Limited
- National Cement Mills Limited
- Crown Power Generation Limited
- GPH Power Generation Limited
- Jahangir & Others Limited
- Chittagong Capital Limited
- Indo Steel Re-rolling Ind. Ltd
- Crown Polymer Bagging Ltd
- Crown Transportation & Logistics Ltd
- Crown Mariners Limited.

Besides success in Business Mr. Kabir has also been providing his Commitment to the Society by attaching himself in social activities like,

- Vice President of Bangladesh Cement manufactures Association
- Member of Army Golf Club
- President of Munshigonj Unnoyon Forum
- Life Member of Bangladesh Red Crescent Society.



Mr. Mohammed Ershadul Hoque

Director

Mr. Mohammed Ershadul Hoque is a director of the company as representative of Ancient Properties Limited (APL). He completed his Bachelors and Masters Degree in Computer Science and Telecommunication from University of Texas at Dallas, Texas, U.S.A. in 2004.

At present he is managing the following companies:

Director:

- Premier Cement Mills Limited
- Premier Power Generation Limited
- National Cement Mills Limited
- Saif Shipbuilding & Engineering (Pvt.) Limited
- N H Exim and Services Limited
- Barnali Corporation Limited
- Roknoor Shipping Services Limited
- Roknoor Agro Farm Limited
- Jalalabad Cement Co. Limited

Mr. Hoque is an active social worker and takes keen interest in different benevolent and philanthropic activities.

Profile of the Independent Directors



Mr. M. Mahfuzur Rahman

Independent Director

Chairman, Audit Committee

Mr. Mahfuzur Rahman is an Independent Director of the company. Mr. Rahman is associated with T. K. Group of Ind. in an advisory capacity.

Prior to his new role at T. k. Group, Mr. Rahman worked for American Express Bank, ANZ Grindlays Bank and Standard Chartered Bank for more than three decades in different capacities. Mr. Rahman was a successful banker and contributed a lot with his dynamic leadership for business growth of the bank in commodity finance , trade finance, project finance , financial risk management ,financial derivatives , syndicated finance , et.al. During his long banking career, he received many accolade. While in Standard Chartered Bank , Mr. Rahman got the group chairman's award for booking a land mark deal within Standard Chartered 's global foot print . He was well regarded in bank for his strong commitment to build a sustainable business and in business community for his support to any profitable deal.

Mr. Rahman did his Honors' and Masters in Economics from Chittagong University and also completed LLB from the same University. He is widely travelled person attending seminars, workshop and training. Mr. Rahman is a keen follower of games and sports and loves to play golf.

Mr. Tariq Ahmed

Independent Director

In 1977 Mr. Tariq Ahmed took Master's Degree from the University of Dhaka. After completion of his Masters he joined at Shaw Wallace Bangladesh Limited in its tea plan. Subsequently, he joined as a Management Trainee at Lever Brothers Bangladesh Limited (now it is Unilever Bangladesh Limited) in 1980. After 6 years he was appointed as the Manager, Exports of Lever's International Trading and Marketing department. After one year of that in 1997 he joined as the Head of Food Marketing in the same organization. Mr. Tariq worked as the HR Manager of the same Company for the following two years. He took numerous international trainings at the time of his working with Unilever especially a one year stint at Unilever Foods in UK in 1983. He joined T.K. Group of Industries as the Director, Operations in 1999. He has 34 years long management experience with both international and local businesses.



Our Veteran Human Resources

Management Team

	Designation	Academic Qualification	Date of joining in the Company	Experience
 **Mohammed Amirul Haque**	Managing Director	Post Graduate in Business and a Fellow Member of the Institute of Petroleum, England	15th October 2001	A visionary world class entrepreneur and an elite businessman who embarked and involved himself into various business such as Trading & Shipping, Agriculture and Fishing, Real Estate etc. for the last three decades
 **Mohammed Ershadul Hoque**	Director Operations	Masters Degree in Computer Science and Telecommunicati on from University of Texas at Dallas, U.S.A in 2004	20th November 2004	Since his return to Bangladesh in 2004, he was directly involved with the day to day factory operations of Premier Cement
 **Md. Shafiqul Islam Talukder, FCMA**	Chief Financial Officer	B.Com (Hons). M.Com (DU), FCMA	1st December 2010	Fellow member of the Institute of Cost and Management Accountants of Bangladesh. More than 36 years of experience in various National and Multinational organizations such as Glaxo Bangladesh Ltd., Jamuna Oil Company Ltd., Singer Bangladesh Ltd., Chittagong Stock Exchange Ltd., BASF Bangladesh Ltd., and Bangla lion Communication Limited

AMAR STOCK

Experience	Date of joining in the Company	Academic Qualification	Designation	
More than 20 years of experience in different manufacturing companies of T.K. Group, SA Group etc. with 16 years experience in Cement Industries. Working with PCML since its inception.	16th November 2001	B.Com.(Hons), M.Com. CA (Inter)	**Company Secretary**	 **Kazi Md. Shafiqur Rahman**
More than 21 years of working experience in indenting, shipping and cement sector.	1st November 2001	MBA in Marketing	**General Manager-Marketing & Sales**	 **S M Mamunur Rashid**
16 years of experience in construction engineering.	25th October 2007	BSC (Civil) BUET, MIEB-28979	**General Manager-Marketing & Sales**	 **Engr. Md. Abdul Ahad**

AMAR STOCK

Operation Team

	Designation	Academic Qualification	Date of joining in the Company	Experience
 **Commander (Rtd.) S M Rezaul Karim PSC, SNCC**	**Chief Co-ordinator**	MBA	1st March 2010	More than 33 years of experience in Bangladesh Navy and Cement sector.
 **Saradhindu Bikash Barua**	**Head of Production**	Diploma (Mechanical Engr.)	3rd November 2008	More than 49 years of experience in different manufacturing companies with 34 years experience in Cement Industries.
 **Mohammed Mahbubur Rahman**	**Head of Quality Control**	MSc (Applied Chemistry), B.Sc and MBA	18th December 2008	More than 18 years experience in different manufacturing companies with 15 years experience in Cement Industries such as Holcim Bangladesh Limited.
 **Syed Rifat – E- Momin**	**Head of Bag Plant**	B.Sc. Engineering	29th June 2013	More than 22 years working experience in different cement companies especially in the field of production and bag plant.

AMAR STOCK

Advisory Panel



Mr.Fakhrul Islam

Group Advisor

Mr. Fakrul Islam was a member of Bangladesh Civil Service (Administration) cadre. He worked in different administrative positions in different upazilas and districts. He also worked in different ministries and worked two reputed Government organization. Finally he went to retirement as secretary to the Government of Bangladesh

Mr. Md. Azmal Hquue

Advisor (Technical)



Mr. Azmal Haque was graduated in Civil Engineering from BUET, Dhaka. He obtained post graduate Diploma in housing from the Netherlands. His total working experience is about 41 years out of which in Government service is 34 years. He served under public works department (PWD) in different positions from Assistant Engineer to Additional Chief Engineer. During this long period construction of various types of Govt. Buildings were executed under his supervision. He also served one year on deputation as chief engineer, RAZUK, Dhaka. He is now working as Advisor (technical) of our Company for the last 7 years.



Mr. Aminur Rahman Lasker

Advisor (Technical)

Mr. Md. Aminur Rahman Lasker was graduated from BUET, Dhaka. He joined as Asstt. Engineer in Roads & Highways Department (RHD). He retired as Chief Engineer from RHD. His total working experience in Govt. service is about 34 years. During his Job in Road & Highways Department he was associated with construction of many mega projects, bridges, flyovers etc. Now he is working as Advisor (technical) in our Company for last the 3 years.

AMAR STOCK

Few Snapshort of Employees







Shareholders & Stakeholders Information







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Our valuable Shareholders



Redressal of Investors' Complaint

Premier Cement Mills Limited is strongly committed to equitable treatment of every shareholder, whether they are major or minority shareholders, institutional investors, or foreign shareholders. To ensure equal treatment of all shareholders the Company created various mechanisms, such as:

Shareholders who are unable to attend the shareholders' meeting, the Company provide proxy forms which allow shareholders to specify their vote on each agenda. The proxy forms, which are in accordance with the standard format, are sent along with the annual report.

The shareholders' meetings proceed according to the order of the agenda, without adding new and uniformed agenda, in order to give the opportunity to shareholders to study the information on the given agenda before making a decision. Moreover, there are no changes to the important information in the shareholders' meeting.

The Company sees the importance of the consideration of transactions which may have conflict of interest or may be connected or related transactions, and abides by good corporate governance principles, including the rules and regulations of the Bangladesh Securities and Exchange Commission and the Dhaka Stock Exchange and the Chittagong Stock Exchange transactions. Directors, management and those who are related persons do not participate in the consideration to approve such transactions.

The Company provides a channel for minority shareholders to propose issues deemed important and appropriate to include in the agenda of the Company annual general meeting of shareholders and to nominate candidates with appropriate knowledge, abilities and qualifications to be considered for the position of Director. Complaint redressal is supported by a review mechanism, to minimize the recurrence of similar issues in future.

PCML follows the following principles

- Investors must be treated fairly at all times
- PCML employees work in good faith and without prejudice, towards the interests of the investors
- Investors are informed of avenues to raise their complaints within the organization
- Complaints are treated efficiently and fairly
- Complaints raised by investors must be dealt with courtesy and in a timely manner

Way of Redress Investor Complaints

- Investor can complain through email corporate.affairs@premiercement.com
- An Investor can make a written complaint through letter
- The Company maintains investor grievance file in which full detail of every written complaint shall enter
- We have 2 designated person to look after the investor grievances in due time
- The full detail of the written complaint must be passed to the concerned department and inform the compliance officer of the Company as soon as it is received
- A letter or email must be written to all the investor who have submitted written complaints by the designated person or Compliance Officer acknowledging receipt of the complaint and informing them it will be dealt with
- Audit & Compliance Department will obtain all information available on the complaint which is considered necessary for a proper investigation, look into all the necessary information and resolve these as soon as possible;

The Company continues to have regular communication with the shareholders through periodic updates of performance and at any other time when it believes it to be in the best interest of shareholders generally.

Investors' inquiries / Complaint

Any queries relating to shareholdings for example transfer of shares, changes of name and address, and payment of dividend should be sent to the following address:

Share Department
T.K Bhaban (12th Floor),
13 Kawran Bazar, Dhaka-1215
E-mail: corporate.affairs@premiercement.com
Tel: 02-9144788, 02-9127610
Mobile: 01777-764006, 01755-639090

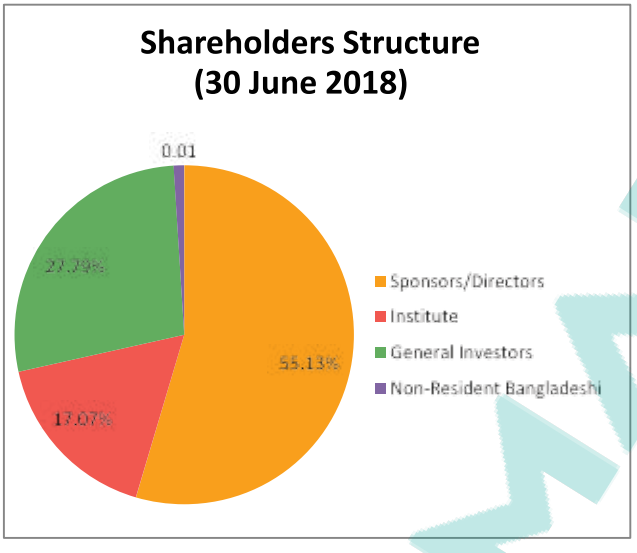
Performance at a Glance in 2018-PCML (Stand Alone)

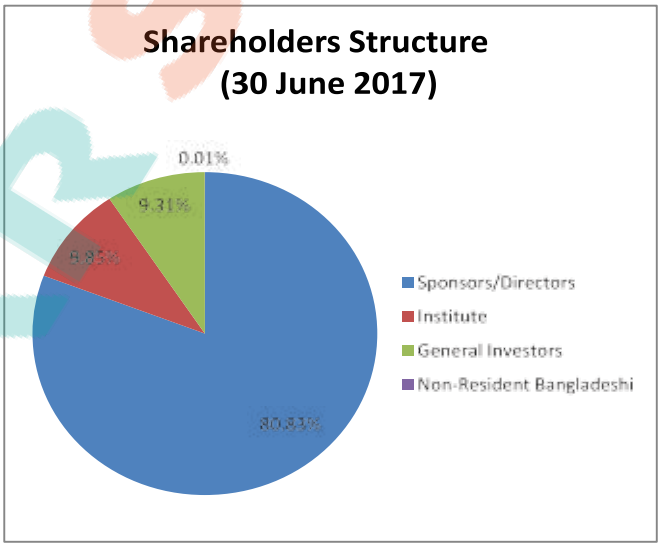
Premier Cement Mills Limited is very much concern of the stakeholders' interest on the Company including the potential investors. PCML with 18 years of financial expertise helps its investors to decide in taking right financial decisions. The following historical information will help our current and potential investors for their decision making:



Shareholding Structure

Type of Shareholders	30 June 2018		30 June 2017	
	Percentage	Number of the share	Percentage	Number of the share
Sponsors/Directors	55.13%	58,132,220	80.83%	85,240,000
Institute	17.07%	17,998,608	9.85%	10,386,986
General Investors	27.79%	29,309,101	9.31%	9,812,143
Non-Resident Bangladeshi	0.01%	10,071	0.01%	10,871
Total	**100%**	**105,450,000**	**100%**	**105,450,000**





Stock Performance-Market Price Information

Quarter	2017-2018		2016-2017	
	High price	Low price	High price	Low price
1st Quarter	95.80	88.90	101.90	87.90
2nd Quarter	92.90	87.30	96.00	82.60
3rd Quarter	88.5	74.80	96.2	88.3
4th Quarter	88.60	71.80	94.2	89.6

Financial Highlights of PCML (Stand Alone)

Particulars	2017-18	2016-17	2015-16	2014-15	2013-14
Operational Performance					
Revenue	10,049.87	9,280.42	8,405.99	7,133.42	6,819.17
Cost of Sales	(8,570.91)	(7,757.68)	(6,583.24)	(6,033.28)	(5,650.97)
Gross Profit	1,478.95	1,522.74	1,822.76	1,100.14	1,168.20
Other income/(expense)	12.84	(150.13)	(35.64)	117.21	223.79
Administrative expenses	(101.04)	(109.33)	(116.59)	(77.25)	(99.87)
Selling & Distribution Expenses	(418.73)	(385.75)	(439.89)	(340.30)	(258.22)
Profit before Interest and tax	972.02	877.53	1,230.64	799.80	1,033.90
Financial expense	(398.17)	(278.06)	(361.74)	(386.42)	(329.75)
Contribution to WPPF	(27.33)	(28.55)	(41.38)	(19.68)	(33.53)
Profit before tax	546.52	570.93	827.52	393.70	670.62
Current Tax expenses	(102.40)	(113.98)	(179.79)	(29.32)	(220.36)
Deferred Tax income/(expenses)	(33.88)	34.02	(15.66)	9.84	48.00
Net profit after tax	410.25	490.97	632.07	374.21	498.26
Financial Performance					
Non-Current Assets	6,809.65	5,313.89	4,998.89	4,718.95	4,757.79
Current Asset	6,658.34	5,065.11	4,042.86	3,602.88	3,645.47
Total Assets	13,467.99	10,379.00	9,041.75	8,321.83	8,403.26
Shareholders' Equity	4,277.24	4,077.89	3,745.10	3,147.36	3,089.50
Non-Current Liability	632.95	903.38	1,442.15	1,625.24	951.80
Current Liability	8,557.79	5,313.89	4,998.89	4,718.95	4,757.79
Total Liability	9,190.75	5,065.11	4,042.86	3,602.88	3,645.47
Total equity and Liability	13,467.99	10,379.00	9,041.75	8,321.83	8,403.26
Others Information					
Authorize capital	5,000	5,000	5,000	5,000	5,000
Paid up capital	1,054.50	1,054.50	1,054.50	1,054.50	1,054.50
No. of shares outstanding	105.45	105.45	105.45	105.45	105.45
No. of shareholders (30 June)	2,118	2,614	3,456	4,080	5,151
Market Capitalization	8172.37	9,532.68	9,595.95	5,272.50	-
Market value per Share	77.50	90.40	91.00	50	
Net asset value per share	40.56	38.67	35.52	29.85	29.30
Dividend per share	1.00	2.00	1.50	2.00	3.00
Earnings per Shares	3.89	4.66	5.99	3.55	4.73
Export Sales	494.63	274.92	221.71	246.29	94.28
Local Sales	9393.54	8,990.76	8,147.70	6887.12	6724.89

Key Ratio Analysis of PCML (Stand Alone)

Particulars	2017-18	2016-17	2015-16	2014-15	2013-14
Solvency Analysis					
Debt to Asset Ratio	0.68	0.61	0.59	0.62	0.63
Debt to Capital Ratio	0.68	0.61	0.59	0.62	0.63
Debt to Equity ratio	2.15	1.55	1.41	1.64	1.72
Financial leverage ratio	2.85	2.48	2.52	2.68	2.58
Interest coverage	2.44	3.16	3.40	2.07	3.14
Liquidity Analysis					
Current ratio	0.78	0.94	1.05	1.02	0.84
Quick ration	0.72	0.77	0.83	0.74	0.58
Cash ratio	0.03	0.05	0.09	0.10	0.07
Activity Analysis					
Inventory Turnover ratio (times)	12.29	9.00	7.25	5.73	6.14
Receivables turnover	4.44	4.91	5.88	6.06	6.30
Payable turnover	12.38	15.87	16.69	21.51	9.74
Fixed asset turn over (times)	1.66	1.80	1.73	1.51	1.56
Total Asset Turnover	1.71	2.04	2.20	1.97	1.96
Profitability Ratios					
Gross Profit Margin	14.72%	16.41%	21.68%	15.42%	17.13%
EBIT Margin	9.67%	9.46%	14.64%	11.21%	15.16%
Pretax Profit margin	5.44%	6.15%	9.84%	5.52%	9.83%
Net profit margin	4.08%	5.29%	7.52%	5.25%	7.31%
Return on equity	9.59%	12.04%	16.88%	11.89%	16.13%
Return on Asset	3.05%	4.73%	6.99%	4.50%	5.93%
Return on capital Employed	19.80%	17.62%	23.72%	16.76%	25.58%
Efficiency Analysis					
Dividend Cover Ratio	3.89	2.33	3.99	1.78	1.58
Dividend yield Ratio	0.01	0.02	0.02	0.04	
Valuation analysis					
Price Earnings Ratio	18.24	19.40	15.19	14.08	-
Cash flow per share	6.50	3.71	8.97	4.31	1.29
Price to cash flow Ratio	11.92	24.38	10.15	11.59	-
Cash Flow Ratio					
Cash flow to Revenue	0.07	0.04	0.11	0.06	0.02
Cash return on asset	5.7%	4.0%	10.9%	5.4%	1.7%
Cash return on Equity	16.4%	10.0%	27.4%	14.6%	4.5%
Cash to income	70.5%	44.6%	76.9%	56.9%	13.2%
Debt Coverage	7.5%	6.2%	17.9%	8.8%	2.6%

Horizontal Analysis of PCML (Stand Alone)

Particulars	2017-18	2016-17	2015-16	2014-15	2013-14
Statement of comprehensive Income					
Revenue	8.29%	10.40%	17.84%	4.61%	12.95%
Cost of Sales	10.48%	17.84%	9.12%	6.77%	13.89%
Gross Profit	-2.88%	-16.46%	65.68%	-5.83%	8.63%
Other income/(expense)	-108.55%	321.20%	-130.41%	-47.62%	-31.28%
Administrative expenses	-7.58%	-6.23%	50.92%	-22.64%	0.78%
Selling & Distribution Expenses	8.55%	-12.31%	29.27%	31.78%	37.17%
Profit before Interest and tax	10.77%	-28.69%	53.87%	-22.64%	-7.17%
Financial expense	43.19%	-23.13%	-6.39%	17.18%	5.94%
Contribution to WPPF	-4.27%	-31.01%	110.19%	-41.29%	-12.25%
Profit before tax	-4.27%	-31.01%	110.19%	-41.29%	-12.25%
Current Tax expenses	-10.16%	-36.60%	513.14%	-86.69%	259.45%
Deferred Tax income/(expenses)	-199.57%	-317.20%	-259.24%	-79.51%	-124.51%
Net profit after tax	-16.44%	-22.32%	68.91%	-24.90%	-1.74%
Statement of Financial Position					
Assets					
Non-Current Assets					
Property, Plant and equipment	13.8%	11.3%	6.4%	10.5%	2.4%
Capital work-in progress	961.8%	1,578.6%		-100.0%	509.9%
Investment in subsidiary	0.0%	0.0%	0.0%	0.0%	0.0%
Investment in associate	0.0%	-80.0%	0.0%	0.0%	400.0%
Total Non-Current Assets	28.1%	6.3%	5.9%	-0.8%	18.6%
Current Asset					
Inventories	-44.9%	8.9%	-16.7%	-11.0%	52.9%
Trade and other receivables	13.5%	27.6%	38.2%	4.3%	13.9%
Advance, Deposits and Pre-Payments	99.1%	38.7%	6.7%	10.8%	16.0%
Investment in FDR	5.6%	14.9%	-24.8%	16.3%	40.6%
Current account with subsidiary (NCML)	93.8%	84.1%	26.0%	-27.9%	-10.6%
Current account with subsidiary (PPGL)	-	-	-100.0%	-3084.0%	-96.3%
Cash and Bank Balance	-24.3%	-47.5%	25.0%	24.9%	-68.9%
Total Current Assets	31.5%	25.3%	12.2%	-1.2%	10.4%
Total Asset	29.8%	14.8%	8.7%	-1.0%	14.9%

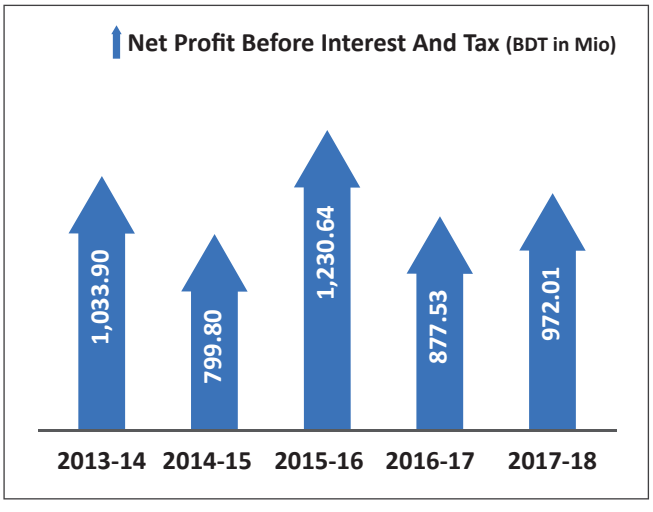
Particulars	2017-18	2016-17	2015-16	2014-15	2013-14
Equity and Liabilities					
Equity					
Share Capital	0.0%	0.0%	0.0%	0.0%	0.0%
Revaluation Reserve	-1.9%	-2.0%	47.1%	-1.4%	-1.5%
share Premium	0.0%	0.0%	0.0%	0.0%	0.0%
Retained earning	10.1%	19.8%	33.3%	5.1%	7.1%
Total Shareholder Equity	4.9%	8.9%	19.0%	1.9%	2.5%
Non-current Liability					
Deferred tax liabilities/(Assets)	9.0%	-8.3%	36.2%	-3.2%	-13.4%
Long term Loan	-78.9%	-56.2%	-25.0%	113.6%	737.0%
Defined benefit obligations (Gratuity)	15.0%	19.3%	23.1%	36.8%	47.8%
Total Non-Current Liability	-29.9%	-37.4%	-11.3%	70.8%	103.4%
Current Liabilities					
Trade and other payables	89.9%	-12.7%	94.1%	-11.1%	-70.2%
Short term bank loan	56.7%	52.1%	-5.7%	-23.0%	34.9%
Current portion of long term loan	0.0%	12.4%	-2.3%	91.1%	2.8%
Current account with subsidiary (PPGL)	-5.1%	37.1%			
Liability for other finance	5.7%	1.2%	0.6%	3.0%	14.5%
Contribution to WPPF	-95.6%	-31.0%	110.2%	-41.3%	-12.3%
Provision for taxation	-4.3%	65.7%	300.7%	-69.3%	345.3%
Total Current Liabilities	35.6%	40.0%	8.6%	-18.6%	13.9%
Total Liabilities	58.5%	19.0%	2.4%	-2.6%	23.6%
Total equity and liabilities	29.8%	14.8%	8.7%	-1.0%	14.9%

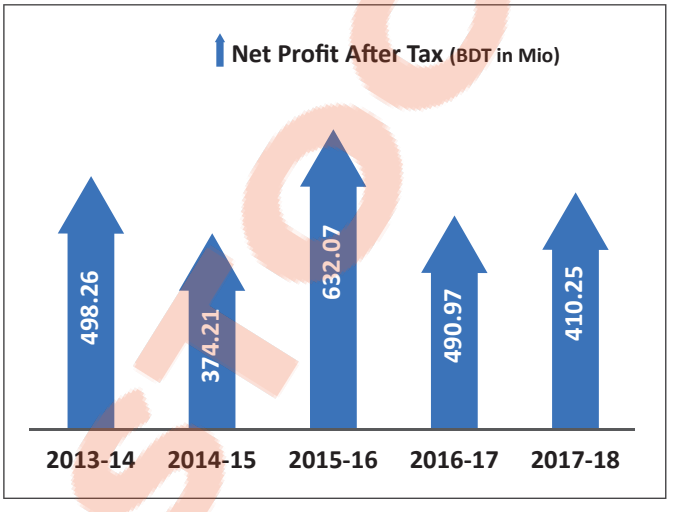
Vertical Analysis PCML (Stand Alone)

Particulars	2017-18	2016-17	2015-16	2014-15	2013-14
Statement of comprehensive Income					
Revenue	100.00%	100.00%	100.00%	100.00%	100.00%
Cost of Sales	85.28%	83.59%	78.32%	84.58%	82.87%
Gross Profit	14.72%	16.41%	21.68%	15.42%	17.13%
Other income/(expense)	0.13%	1.62%	0.42%	1.64%	3.28%
Administrative expenses	1.01%	1.18%	1.39%	1.08%	1.46%
Selling & Distribution Expenses	4.17%	4.16%	5.23%	4.77%	3.79%
Profit before Interest and tax	9.67%	9.46%	14.64%	11.21%	15.16%
Financial expense	3.96%	3.00%	4.30%	5.42%	4.84%
Contribution to WPPF	0.27%	0.31%	0.49%	0.28%	0.49%
Profit before tax	5.44%	6.15%	9.84%	5.52%	9.83%
Current Tax expenses	1.02%	1.23%	2.14%	0.41%	3.23%
Deferred Tax income/(expenses)	0.34%	0.37%	0.19%	0.14%	0.70%
Net profit after tax	4.08%	5.29%	7.52%	5.25%	7.31%
Statement of Financial Position					
Assets					
Non-Current Assets					
Property, Plant and equipment	43.22%	49.27%	50.83%	51.92%	46.55%
Capital work-in progress	6.46%	0.79%	0.05%	0.00%	5.33%
Investment in subsidiary	0.36%	0.46%	0.53%	0.58%	0.57%
Investment in associate	0.52%	0.67%	3.87%	4.21%	4.17%
Total Non-Current Assets	50.56%	51.20%	55.29%	56.71%	56.62%
Current Asset					
Inventories	3.68%	8.66%	9.13%	11.90%	13.25%
Trade and other receivables	17.85%	20.41%	18.36%	14.44%	13.71%
Advance, Deposits and Pre-Payments	20.45%	13.33%	11.03%	11.24%	10.05%
Investment in FDR	1.45%	1.78%	1.78%	2.57%	2.18%
Current account with subsidiary (NCML)	5.43%	3.64%	2.27%	1.96%	2.69%
Current account with subsidiary (PPGL)	0.00%	0.00%	0.00%	-0.67%	0.02%
Cash and Bank Balance	0.57%	0.98%	2.15%	1.87%	1.48%
Total Current Assets	49.44%	48.80%	44.71%	43.29%	43.38%
Total Asset	100.00%	100.00%	100.00%	100.00%	100.00%
Equity and Liabilities					
Equity					
Share Capital	7.83%	10.16%	11.66%	12.67%	12.55%
Revaluation Reserve	3.70%	4.89%	5.72%	4.23%	4.25%
share Premium	3.28%	4.26%	4.89%	5.31%	5.26%
Retained earning	16.95%	19.98%	19.15%	15.61%	14.71%
Total Shareholder Equity	31.76%	39.29%	41.42%	37.82%	36.77%

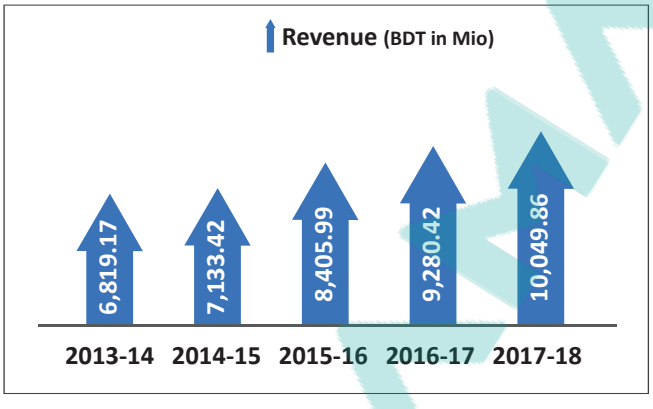
Particulars	2017-18	2016-17	2015-16	2014-15	2013-14
Non-current Liability					
Deferred tax liabilities/(Assets)	3.03%	3.61%	4.52%	3.61%	3.69%
Long term Loan	0.64%	3.94%	10.32%	14.94%	6.93%
Defined benefit obligations (Gratuity)	1.03%	1.16%	1.11%	0.98%	0.71%
Total Non-Current Liability	4.70%	8.70%	15.95%	19.53%	11.33%
Current Liabilities					
Trade and other payables	4.91%	3.36%	4.41%	2.47%	2.75%
Short term bank loan	47.55%	39.38%	29.72%	34.23%	44.00%
Loan From Directors	3.79%	-	-	-	-
Current portion of long term loan	2.78%	3.81%	3.89%	4.32%	2.24%
Current account with subsidiary (PPGL)	1.39%	1.71%	1.43%	0.00%	0.00%
Liability for other finance	0.02%	0.71%	0.81%	0.87%	0.84%
Contribution to WPPF	0.20%	0.28%	0.46%	0.24%	0.40%
Provision for taxation	2.89%	2.77%	1.92%	0.52%	1.68%
Total Current Liabilities	63.54%	52.01%	42.63%	42.65%	51.91%
Total Liabilities	68.24%	60.71%	58.58%	62.18%	63.23%
Total equity and liabilities	**100.00%**	**100.00%**	**100.00%**	**100.00%**	**100.00%**

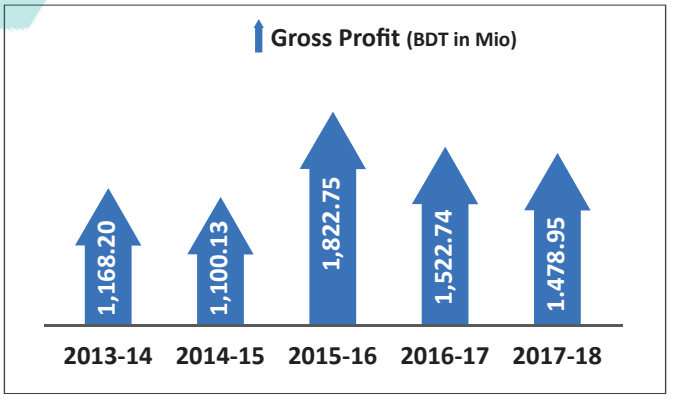
Graphical Presentation PCML (Stand Alone)



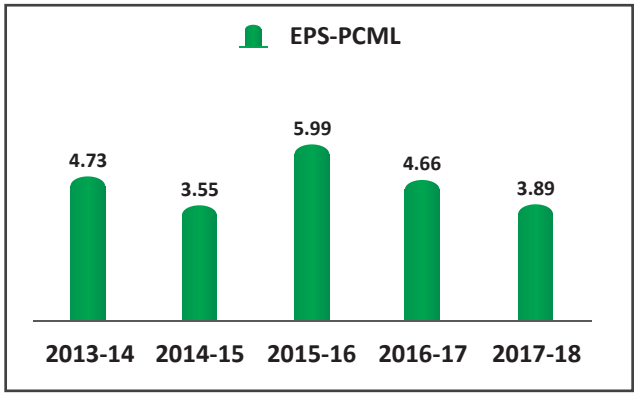


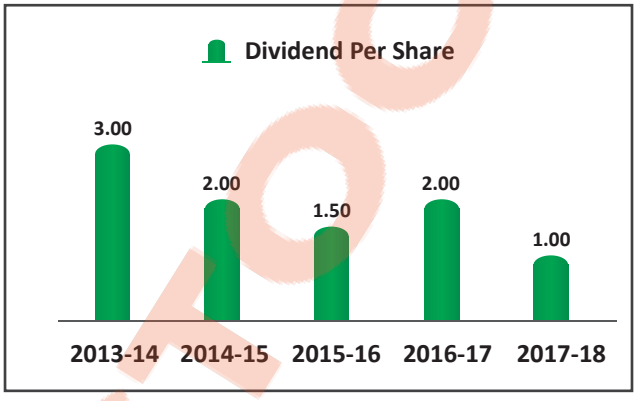
For the financial year ended 30 June 2018, the profitability indicators showed significant improvement the Profit before interest and tax of BDT 972.01 million compared to BDT 877.53 million achieved in the previous year. During the year Company take bank loan for LC as well as the rate of interest also increase compared with previous year that directly affect to decrease amount of profit after tax for BDT 410.25 million, while the amount was 490.96 million in the same period of FY-2017.





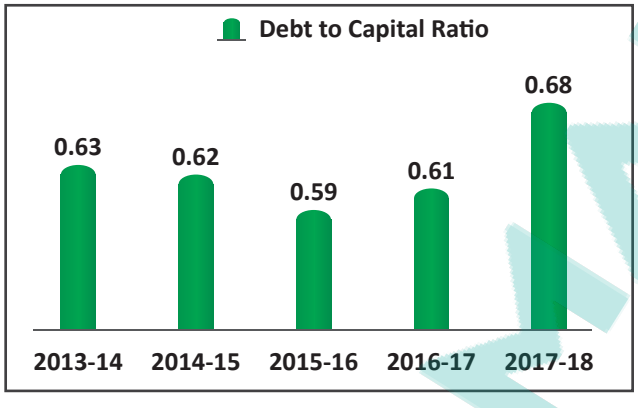
In 2018 Revenue has been commendable which was grew by 8.29% to stood BDT 10,049.86 million compared to BDT 9,280.42 Million of the previous year. During the year the price of raw material was increased that affected to increase the production cost significantly as a result cost of cost of sales increase by 10.48% and Gross profit was decrease by 2.88% from the financial year 2017.

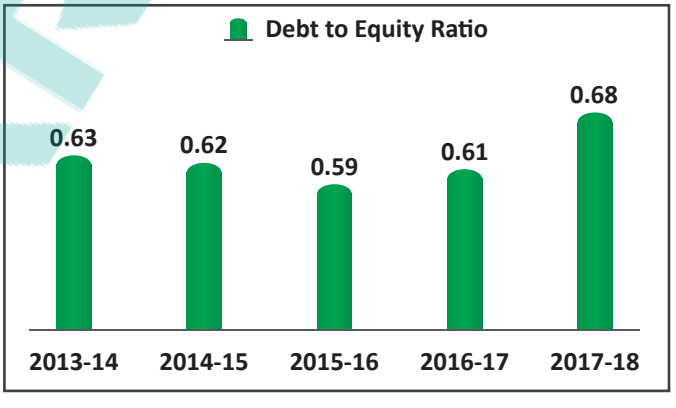


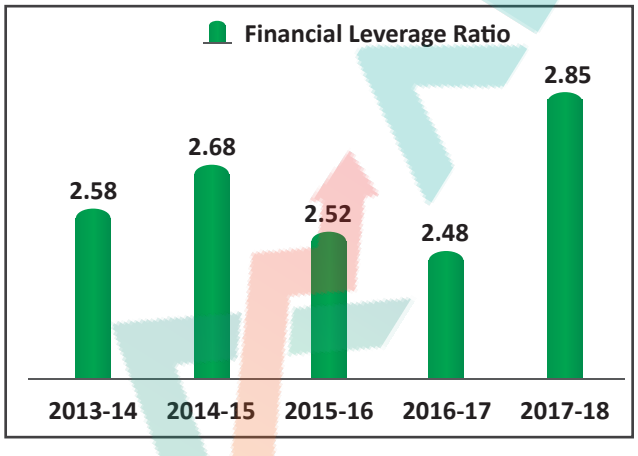


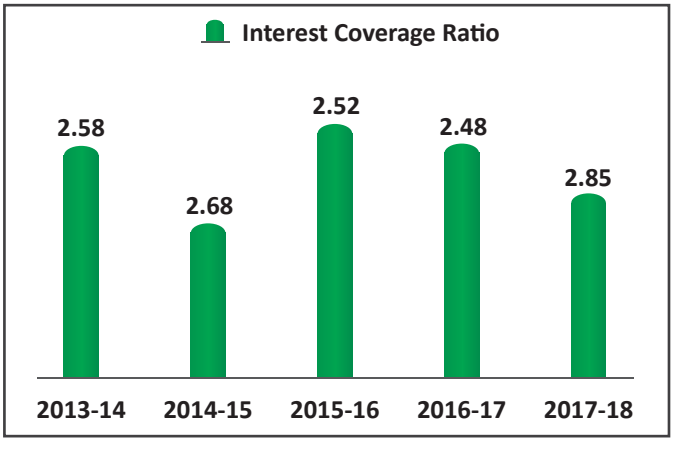
PCML earnings stood at BDT 3.89 per share for the FY-2018 compared to BDT 4.66 per share of previous year. Although the EPS trend shown the downward sloping but we believe that the amount is satisfactory if we consider the present situation of the cement industry in Bangladesh.

Solvency Analysis



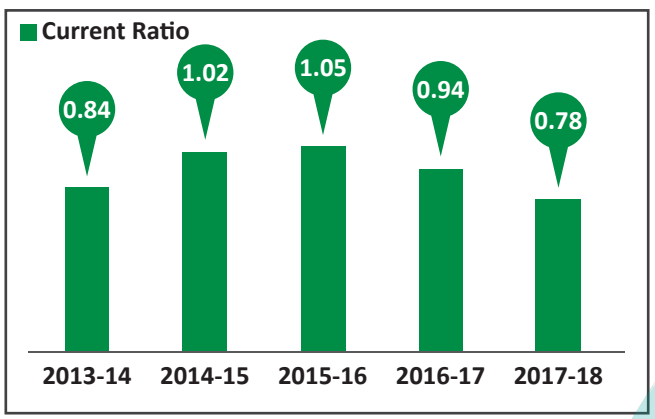


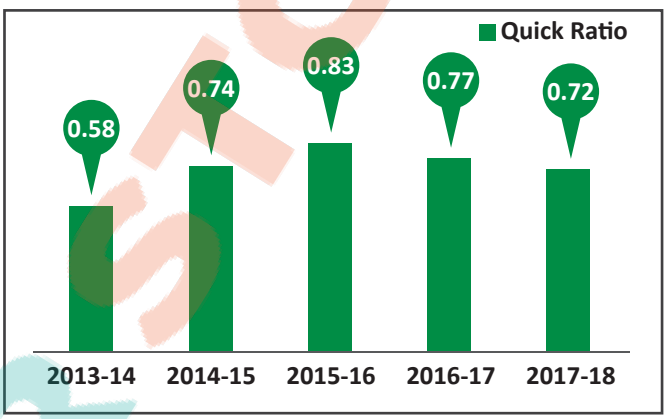


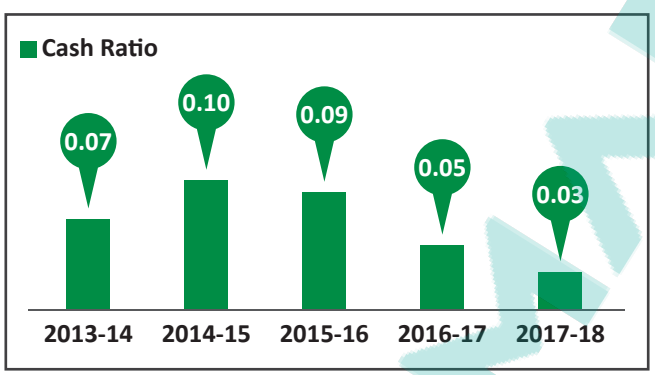


PCML-standalone solvency ratios shown the positive trend. The above graphs indicate that the Company has sufficient assets against it total debt. The company's standalone debt to asset ratio of Tk 0.68, debt to capital ratio of Tk 0.68, financial leverage ratio of Tk 2.85, interest Coverage ratio of Tk 2.44 for the year ended 30 June 2018 as against Tk 0.61, Tk 0.61, Tk 2.48 and 3.16 respectively for the same period of the previous year.

Liquidity Analysis

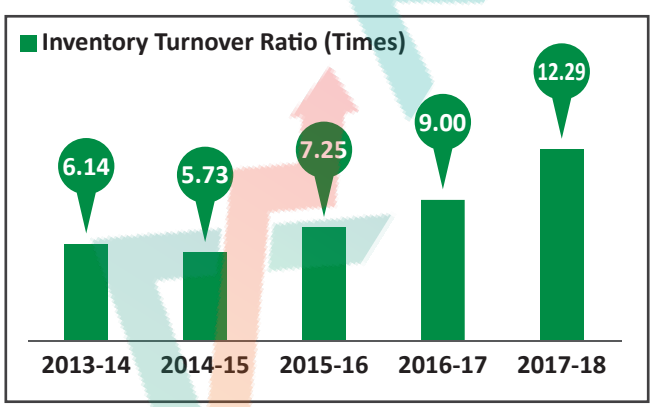


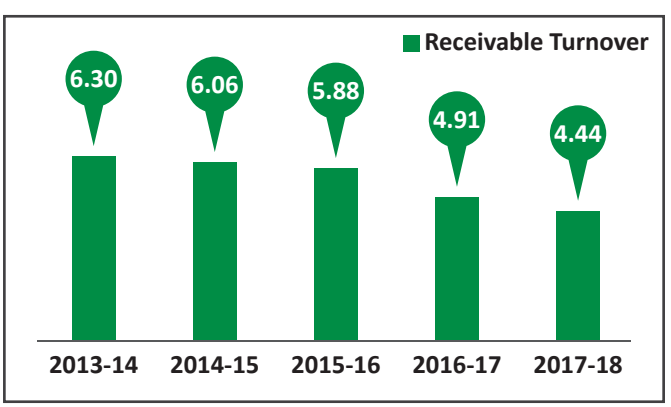


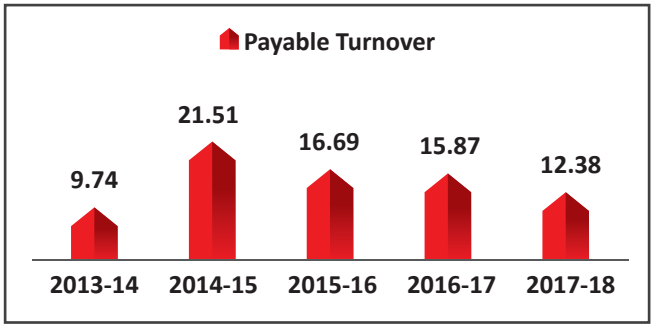


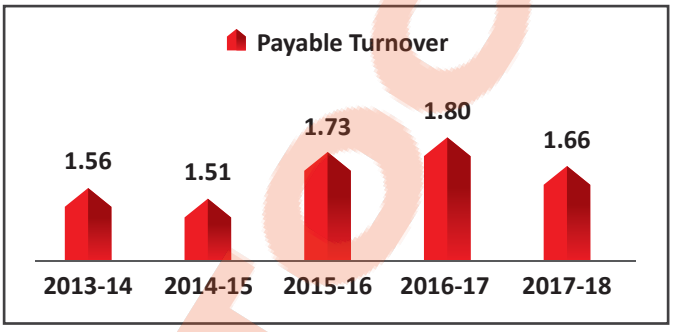
Liquidity ratios showed a company's ability to pay short term debt obligations and its margin of safety. In 2018 above the liquidity indicators of PCML shown that the company has adequate current asset against it current liability.

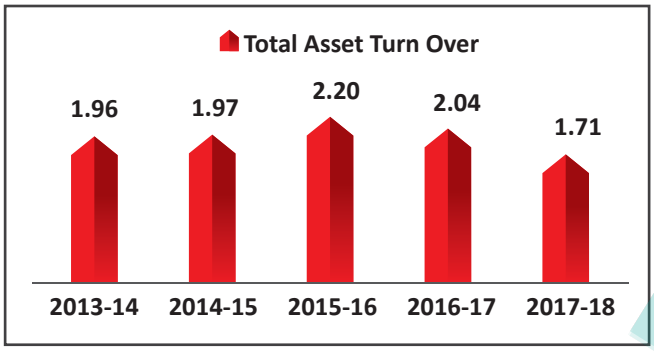
Activity Analysis





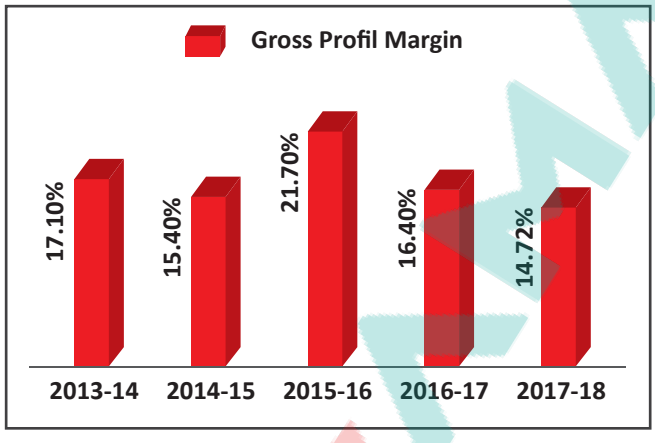


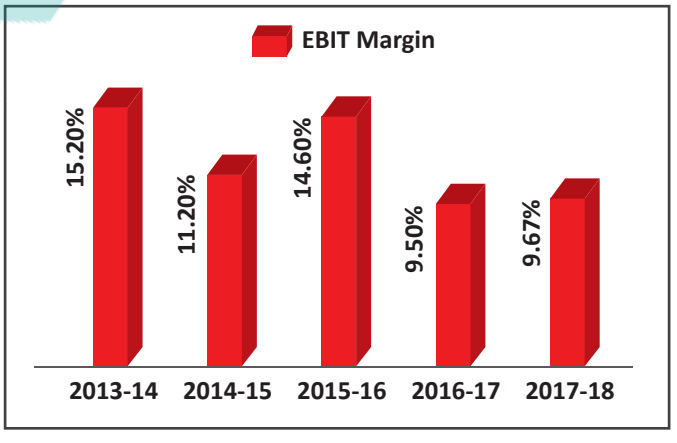


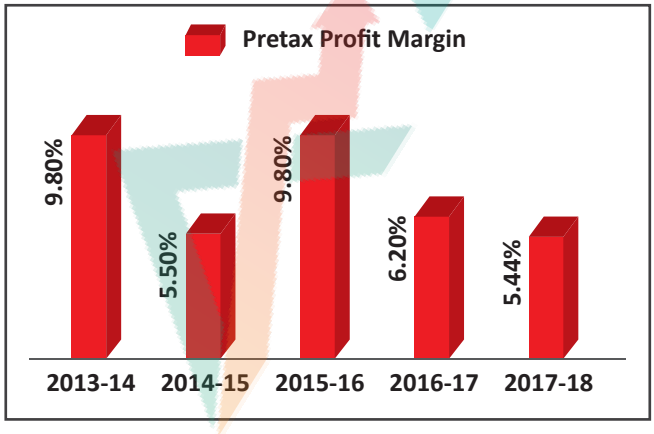


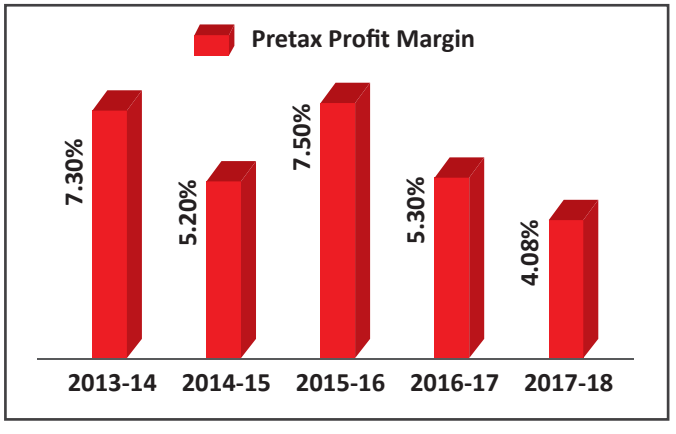
Activity ratios are financial analysis tools used to measure a business' ability to convert its assets into cash. Above indicators asserted that the PCML uses its resources enough to generating revenues and cash.

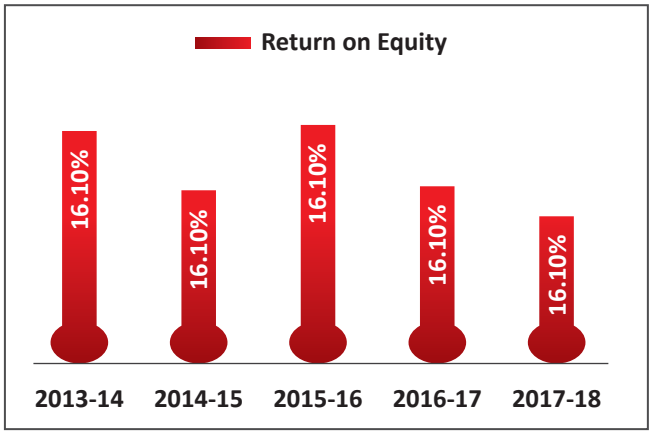
Profitability Analysis

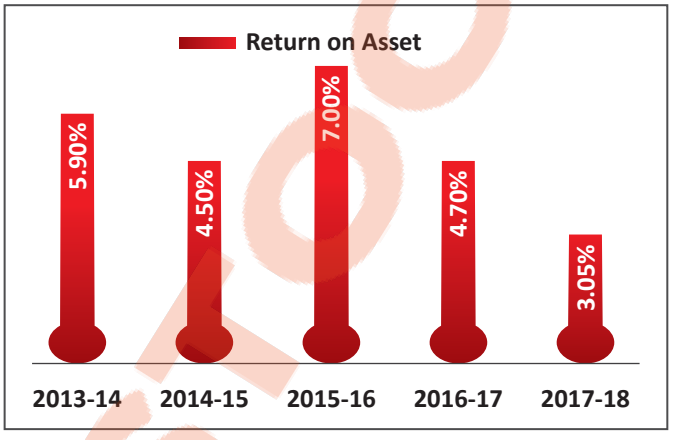






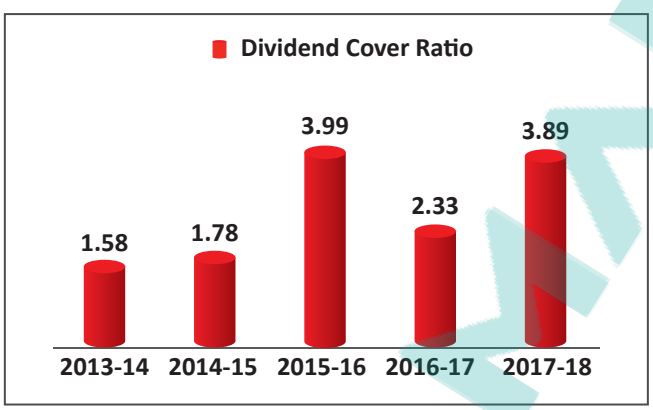


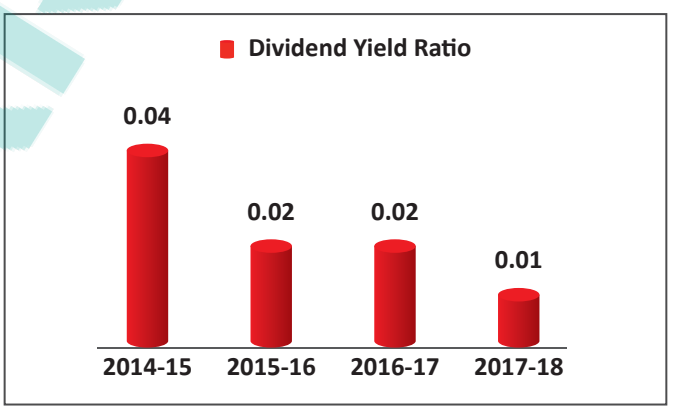




For the financial year (FY) 2018, the profitability indicators showed downward sloping. Gross Profit came down to Tk 1,478.95 million compared Tk 1,522.74 million achieved in the financial year 2017 reflecting decrease by 2.88%. Net profit after tax for the financial year 2018 is Tk 410.25 million which is 16.44% lower than that of FY-2017.

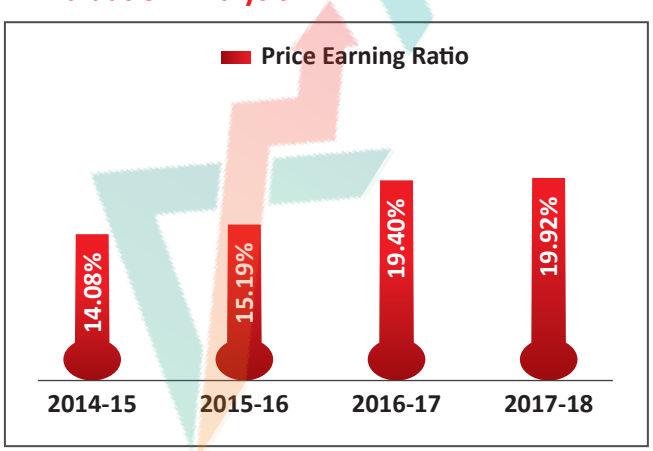
Efficiency Analysis

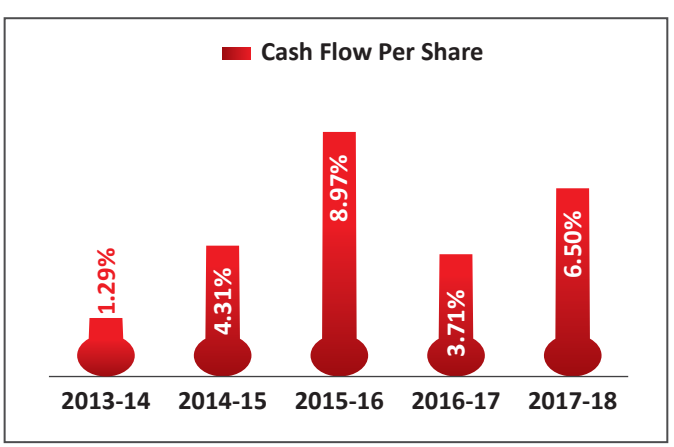


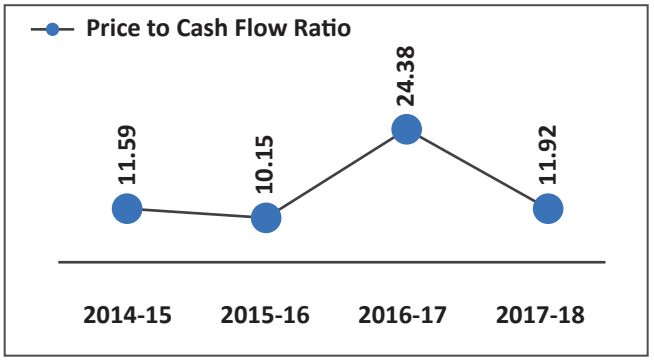


Efficiency indicators shown that the company has sufficient earnings to pay dividend. In the year 2018 Dividend coverage ratio increased by 66.95% compared 2017 which was 41.60% less than that of financial year 2016.

Valuation Analysis

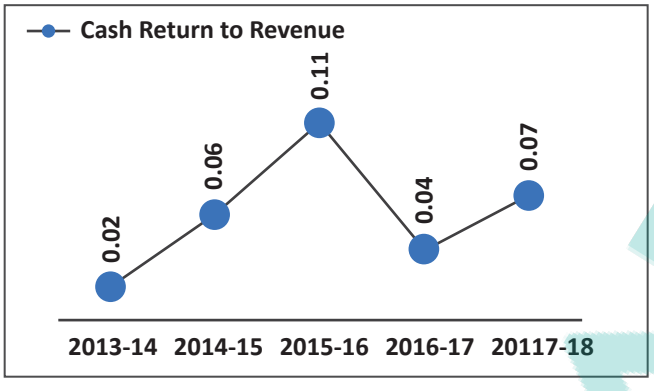


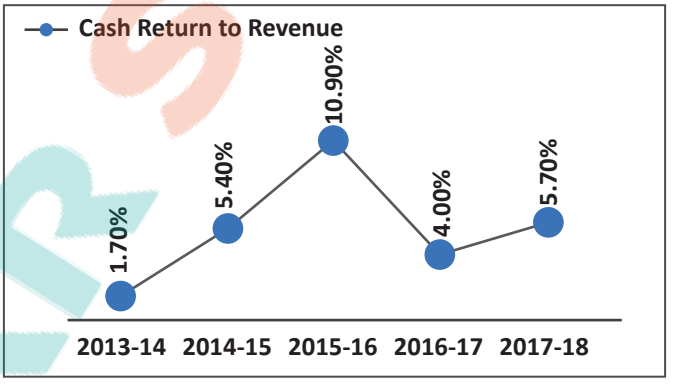


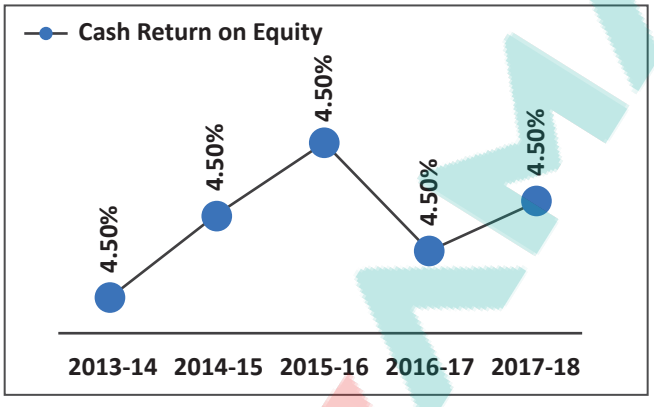


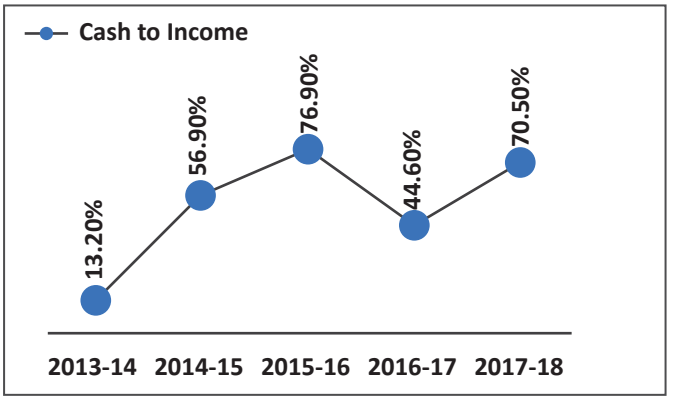
Valuation price help investors understand how expensive or cheap a company's stock is trading compared to its peers in the market. Above Valuation price indicator shown the positive trend and the price are not fluctuated, it means the company's market position is good.

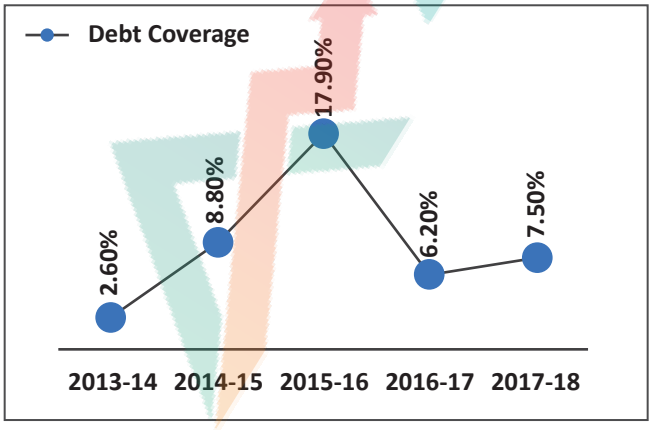
Cash flow Analysis

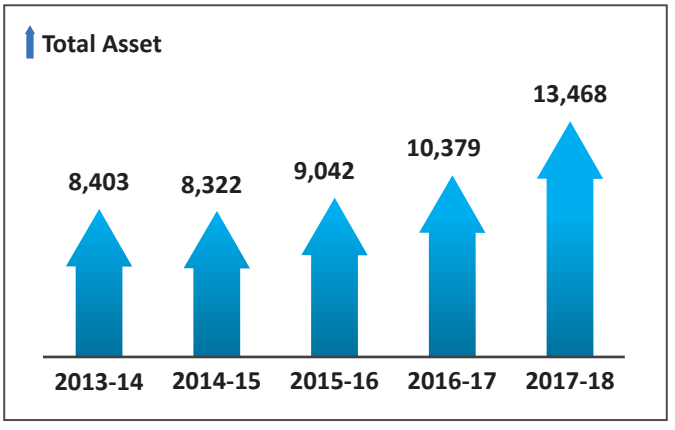


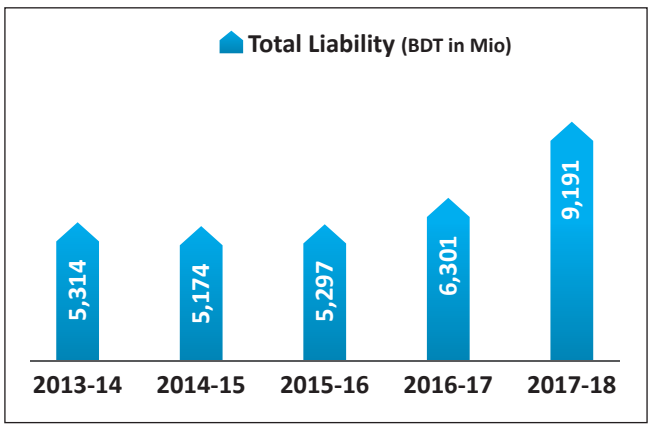




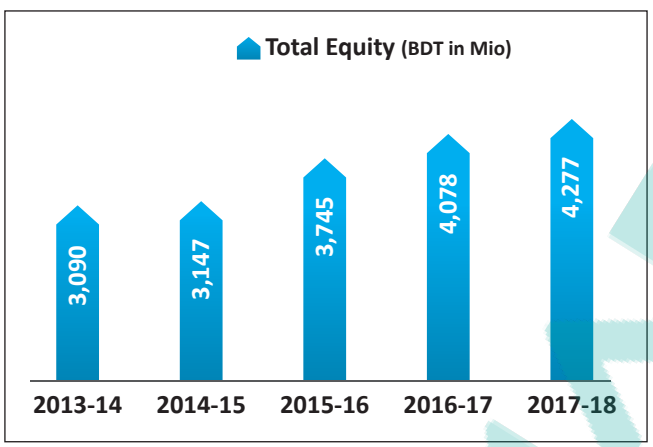


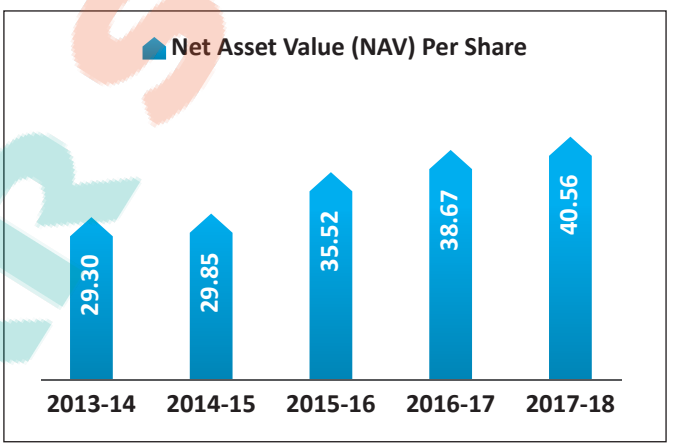






In FY- 2018 Total Asset grew by 29.80% compared to FY-2017 maintaining an average growth of 13.43% over the last 5 years. It is the result of company's relentless effort to increase customer's satisfaction and plan to increase the revenues. The liability of the company increased by 58.5% from the previous FY-2017 which is only 68.24% of the total asset





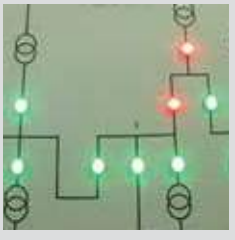
Total equity increase in 2018 by 4.9% to stood BDT 4,277.24 million as a result of increased retained earings by 10.1% during the year. Net asset value (NAV) per share rose by 4.88% in 2018 to reach BDT 40.56 per share.

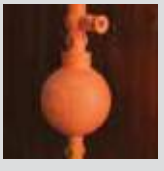
Corporate Compliance Calendar

Events of the years	2017-2018	2016-2017
Publication of Financial Statements for the 1st Quarter	November 12, 2017	November 10, 2016
Publication of Financial Statements for the Half-year	January 28, 2018	January 28, 2017
Publication of Financial Statements for the 3rd Quarter	April 29, 2018	April 29, 2017
Annual Financial statements approved by the Board	October 27, 2018	August 27, 2017
Date of Record	November 18, 2018	September 21, 2017
Dispatching notice for the Annual General meeting	November 27, 2018	September 28, 2017
Dispatching of Annual Report	December 03, 2018	September 28, 2017
Holding of Annual General Meeting	December 19, 2018	October 14, 2017
Transfer/ payment of Dividend	N/A	November 13, 2017

Integrated Report & Responsibility over the Integrity







- Integrated Reporting 70
- Statement of Value Added And It's Distribution 71
- Market Value Added Statement 72
- Economic Value Added (EVA) Statement 73
- Contribution to the Economy of Bangladesh 74
- Human Resource Accounting 75

Integrated reporting

Our Annual Report has been presented as an 'Integrated Report' where we have tried to put forward an integrated view on how our company creates value now and in the future - taking into account multiple financial and non-financial capitals. As such it is felt that stimulates Integrated Thinking and vice versa, ultimately resulting in more effective business decisions that will drive better business performance.

Scope of the Report

The report covers the period from 1 July 2017 to 30 June 2018, in explaining the company's operations and financial performance. Financial information disclosed here has been extracted from the Audited Financial Statements for the financial year ended 30 June 2018 with relevant comparative information. The financial statements consistently complied with the requirements of:

- International Accounting Standards (IAS)
- International Financial Reporting Standards (IFRS)
- Companies Act 1994
- Securities and Exchange Rules 1987
- The Income Tax ordinance 1984
- And other applicable laws and regulations.

To report our corporate governance practices, we have followed the Corporate Governance Code issued by Bangladesh Securities and Exchange Commission (BSEC)

Comparability

All the information presented in this report are on the same basis as the FY-2017 report in terms of the entities covered, the measurement methods applied and time frames used. The information provided covers all material matters relating to business strategy, risk and areas of critical importance to our stakeholders. The structure of the report has been further developed as part of our continuous focus on improving communication to our stakeholders.

Available Information

Our Internet address is ***www.premiercement.com***. We make available free of charge a variety of information for investors. Our goal is to maintain the Investor Relations website as a portal through which investors can easily find or navigate to relevant information about us. This includes:

- Yearly Annual Report
- Information on our business strategies, financial results, and key performance indicators.
- Press releases on quarterly earnings
- Other news and announcements that we may post from time to time that investors might find useful or interesting.

The hard copy of the Annual Report is sent to all the shareholders, prior to holding the Annual General Meeting, giving due period of notice.

Responsibility over the Integrity of the Integrated Report

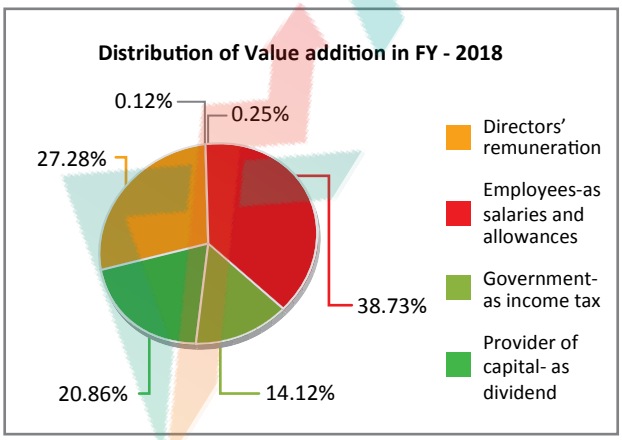
I acknowledge the responsibility to ensure the integrity of the disclosure contained in the integrated Report presented herewith which comprise the discussion and analysis, disclosures pertaining to stewardship, which should be read in conjunction with the audited financial statement. In the opinion, the integrated report, incorporated in this annual report has been prepared in accordance with the IIRC's International Integrated Reporting framework and addresses the material matter pertaining to the long term sustainability of the group and present fairly the integrated performance Of Premier Cement and impacts thereof.

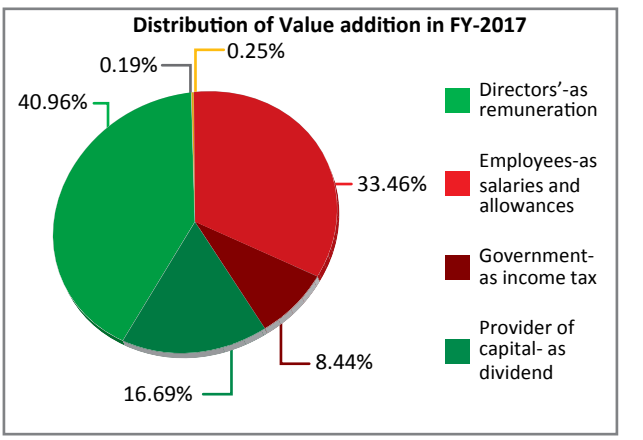
Mohammed Amirul Haque
CEO & Managing Director

Statement of Value Added and its Distribution

Our value added statement shows how much value has been created by our Company through utilization of capacity, capital, manpower and other resources and how it is allocated among different stakeholders (employees, lenders, shareholders and government etc.) in an accounting period. The following comparative financial information will let you comprehend the overall value addition by Premier Cement Mills Limited in the financial year 2017-18.

Particulars	2017-2018	%	2016-2017	%
Generation of value added			**Amount** BDT in Mio	
Sales	10,049.86		9,280.42	
Income from services	-		-	
Cost of bought in material & services	(8,829.25)		(7,933.97)	
Gross value added	1,220.61		**1,346.44**	
Other income	12.23		(150.13)	
Depreciation	(268.55)		(248.60)	
Net value added	**964.89**	**100**	**947.71**	**100**
Distribution of value addition				
To Directors'-as remuneration	2.40	.25%	2.40	.25%
To employees-as salaries and allowances	373.74	38.73%	317.14	33.46%
To government- as income tax	136.27	14.12%	79.96	8.44%
To provider of capital- as dividend	210.90	20.86%	158.17	16.69%
To retained earning	240.44	27.28%	388.19	40.96%
To non-controlling interest	1.12	0.12%	1.84	.19%
Net value added	**964.89**	**100**	**947.71**	**100**
Number of Employee	1591		1489	
Value added per employee	0.60		0.63	





Market value added statement

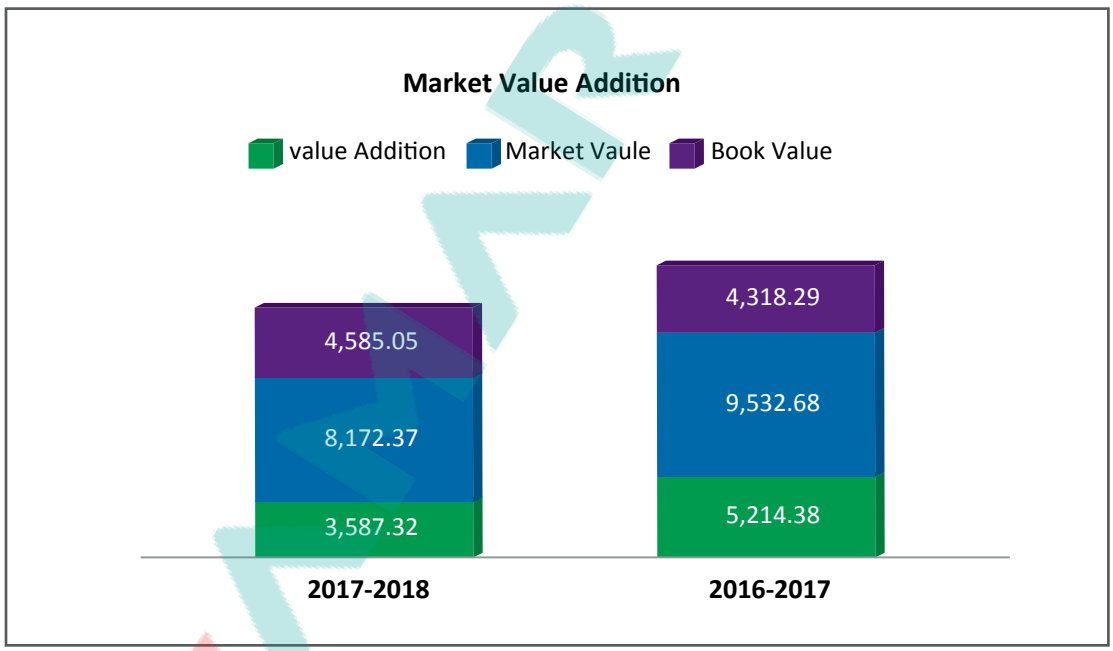
Market value added (MVA) is a financial calculation that measures the capital that investors have contributed to a company in excess of the market value of the company.

'The higher the MVA, the better the indication' a high MVA indicates that the company has created substantial wealth for the shareholders. A negative MVA means that the value of management's actions and investments are less than the value of the capital contributed to the company by the capital market (or that wealth and value have been destroyed).

The following statement shows how the MVA has been calculated for the year ended June 30, 2018 and 2017:

In Mio Taka

	30 June 2018	30 June 2017
Market value of shares outstanding	8,172.37	9,532.68
Book value of shares outstanding	4,585.05	4,318.29
Market value added	3,587.32	5,214.38



Economic Value Added (EVA) Statement

Economic Value-Added is the surplus generated by an entity after meeting an equitable charge towards providers of capital. It is the post-tax return on capital employed (adjusted for the tax shield on debt) less the cost of capital employed. Companies which earn higher returns than cost of capital create value, and companies which earn lower returns than cost of capital are deemed harmful for shareholder value.

The aim of EVA is to provide management with a measure of their success in increasing shareholder's wealth. It is a better measure than profit and shows how much the company had made for the shareholders.

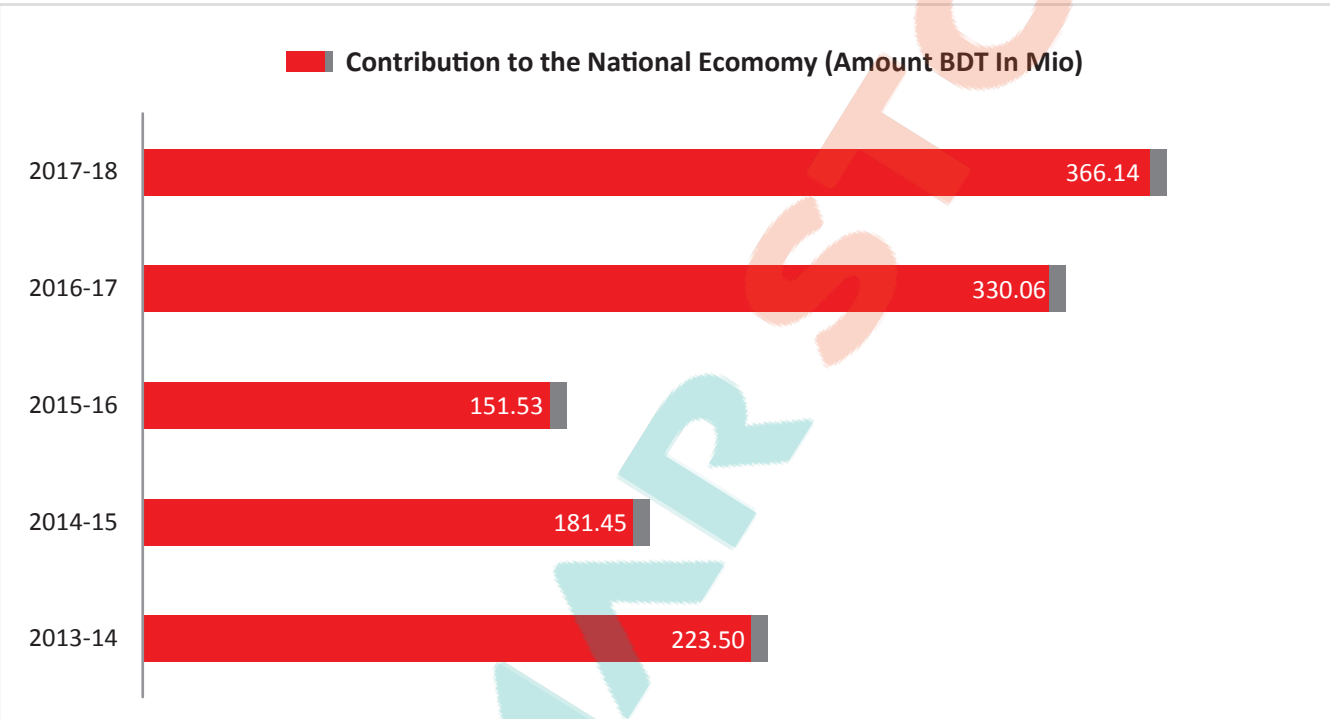
In Mio Taka

Particulars	30 June 2018	30 June 2017
Net Operating profit	578.45	617.10
Provision for taxes	(136.27)	(79.96)
Net Operating Profit after tax (NOPAT)	**442.18**	**537.14**
Charges for capital		
Capital employed	5,290.27	5,233.03
Cost of equity (%)	7%	5%
Capital Charge	370.31	261.65
Economic value added	**71.86**	**275.49**
Capital employed as on June 30		
Shareholders' equity	4,547.84	**4,317.69**
Non-controlling interest	13.09	11.96
Non-current liabilities	632.95	903.38
Accumulated provision for doubtful accounts	96.38	-
Average shareholders' equity	**5,290.27**	**5,233.03**

Contribution to the National Economy

Premier Cement Mills Limited aspires to be one of the major contributors to the economy of Bangladesh through its contribution to the national exchequer, as well as through creation of employment (both direct and Indirect).

In 2017-2018, PCML deposited Taka **366,140,083/-** to the government exchequer as corporate income tax. Also Taka **2,132,763,367/-** was collected and deposited to the government exchequer as withholding tax, VAT and custom duty.



Human Resource Accounting

Human resource is an integral part of a business. A Company's long term investment is mostly dependent on its human resource. A group of skilled and experienced employees can convert the investment into heavy return. Realizing that Premier Cement has introduced "Human Resource Accounting" as a paramount part of its accounting. At Premier Cement, very few resources are as important as human resource. Generally all employees' attributes, life experience, knowledge, innovativeness, energy and enthusiasm are treated as human capital asset by the Company. There are many functions which are executed by Human Resource Management (HRM) but among them recruiting people, training, performance appraisals, motivating employees as well as workplace communication, safety are the key functions. Premier Cement is highly interested to measure the collective investment on human resource and consider its ROI towards the organizational goal.

Human Resource Accounting has paramount importance; it is not able to draw attention of management thinkers and professional accountants. As a result it is hardly seen that most of the companies include human resource accounting in their financial statements around the world. In case of Bangladesh, the same thing is going on here. But at Premier Cement we are adopting "Human Resource Accounting" as a part and parcel of accounting.

Demographic segmentation of our permanent Human Resources (Till June 30, 2018)

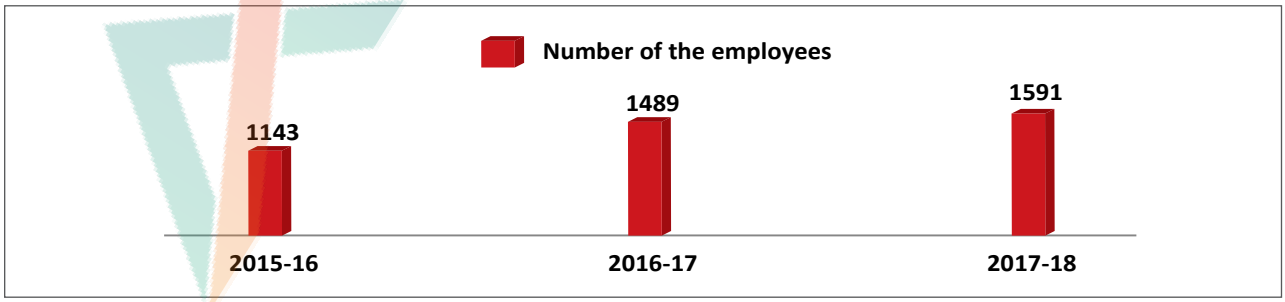
Age	Corporate Office	Factory	Total
18-25	74	372	446
26-35	249	498	747
36-45	115	193	310
46-55	11	58	75
56 and above	7	6	13
Total	**464**	**1,127**	**1,591**

Brief and approximate outlay of our HR development for the year ended 2017-2018

Particulars	2016-17	2017-18
Particulars		
Total cost of hiring	**1,444,551**	**1,342,031**
Average cost of hiring incumbent	3,631	4,534
Total Cost of Training	9,565,200	7,141,100
Average cost of training (for both existing and new employees)	**6,424**	**4,488**

Employee's benefits outlay for the year ended 2017-2018

Particulars	2016-17	2017-18
Salary	342,816,397	346,442,121
Directors Remuneration	2,400,000	2,400,000
Labor Charges	25,213,177	16,753,308
Provident Fund	8,153,321	8,789,643
Workers Profit Participatory Fund (WPPF)	28,546,313	27,326,225
Gratuity settlement and others	30,810,287	18,462,822
Total	**437,939,495**	**420,154,119**



Sustainable Development Report

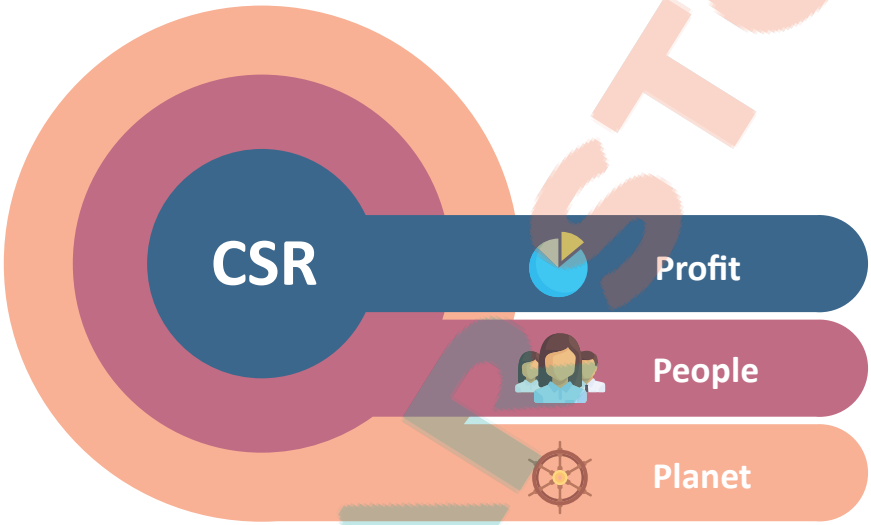






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Premier Cement strongly believes that profitability greatly depends on healthy communities, growing economies as well as the optimum use of scarce natural resources. According to our realization, we have developed long term Sustainable Development Policies that help us to operate our business for the well-being of the environment and for the healthiness and safeties of people. Our sustainable development Principles draw our attention towards operational efficiency and innovation, healthy environment issues, waste management, welfare of society, quality improvement & cost reduction and creating values for the stakeholders.



The Sustainable Development is complementary to our process and progress. We are performing Corporate Social Responsibility (CSR) as a prime tool of Sustainable Development because we are not here only for making profit; we are here also for the welfare of communities and a healthy environment. We have devised a robust sustainable development process which has initiated by our management team. The process itself exhibits an elaborated procedure's layout as well as engagement with stakeholders and feeding their insight back into the process so that it can help business to prioritize concerns that ask for greater attention.

Sustainable development initiatives:

It has opened up a new window for companies to achieve competitive advantage over others through the adoption of sustainable practices. There is no need to explain that sustainability practices help a Company to achieve greater market share in the total market size and to robust higher shareholder value. Considering various opinions and feedbacks of the stakeholders, we have implemented several action plans and drives so that their impacts would be beneficial to environment and communities. The followings are the main focused actions which are the part of our sustainable practices:

Encouraging environment-friendly behavior

We are committed to safe guarding, protecting and preserving our physical environment for present and future generations to use and enjoy. We will develop and implement business practices consistent with sound environmental management and encourage and influence others to do the same. We will not engage in activities or develop products that have any significant negative impact on the environment.

We are responsible stewards of our natural and physical environment and natural resources including our soil, trees and plants, water, air, wild life and farm animals. We recognize that they are essential to the perpetuation of our communities and generations, and we commit to care for and protect them.

Air quality and noise:

The production of cement generally releases various pollutants into the environment. Our production processes mainly release dust, nitrogen oxides and sulfur compounds which are often subject to local regulation. Other pollutants such as dioxins, furans, volatile organic compounds and heavy metals are found in very small quantities in emissions from our cement plants. In addition we have purchased two compressors for fly ash suction. We have comprehensive continuous and discontinuous systems in place to monitor the release of major and minor emissions.

Waste management:

To minimize the waste products released from our production process, we have integrated waste management system into our operation in several respects. The rest of our operations produce comparatively little waste. We reuse many of the by-products of our operation into the production again. We continuously monitor our production process to ensure that waste products are kept to a minimal level.

Carbon footprint:

Climate change is getting paramount importance nowadays and it is one of the most critical global challenges in our time. We are committed to apply our skills, technologies and experiences to reduce the harmful effects of our operations to climate change. As a result the company is trying to maintain its production process in an eco-friendly and efficient way. At the same time the company is striving to limit the fossil fuels consumption for combustion in its cement grinding plants by adopting prudent strategies. Further, real time monitoring in every stages of production gives us the optimum level outcome of our fuels, utilities and natural resources consumption.

Adequate dust collectors

We are aware about the fact that suspended particles and dust emissions from our production process can affect the environment and local health severely. But as we never compromise on any issue related to the environment, our whole production units are equipped with adequate number of dust collectors to keep the amount of suspended particles in the air far below the acceptable limit. Thus Department of Environment, Government of People's Republic of Bangladesh has certified us by its environmental clearance and our aim is to remain constantly as one of the most complied companies in the industry regarding bio-diversity maintenance and environmental preservation.

Corporate Social Responsibilities: Workplace

We are well aware that employee engagement, training and retention are vital to achieve the goals of a company. We are enough proactive in implementing wide-reaching CSR program whether it be to increase our profit margin, to secure our marketing position or to increase our employee satisfaction. We are enough careful to ensure security and safety equally to every employee of the Company. The CSR programs are conducted in such a way that every employee can take pride in being a member of the company.

The working conditions, employees' health, workplace safety and their benefits are the major workplace CSR issues. Ensuring these aspects would result in the overall stability, reduce accidents and increase employee satisfaction. Premier Cement is incessantly contributing in the following matters to ensure a better and more suitable workplace equally to every employee in the organization.

Health & safety in the workplace:



Quality of work is mostly dependent on the overall health of the employees. So the health and safety of our employees have paramount importance to us. We make necessary investments in equipment and training to ensure that accidents and injuries are avoided. At Premier Cement, we engage ourselves to encourage every employee to maintain or improve his or her health and enable them to work with happiness and vigor. These include highly subsidized hygienic in-house catering support, pure drinking water supply, in-house gymnasium and the scope of regular medical checkups domestically. Thus we are able to provide a safe and pleasant working environment equally to all. We provide our employees with enough opportunities to play football, volleyball on the Company's playground at the factory premise and they can also play table tennis at the workers' common room throughout the year. We arrange friendly football, volleyball, badminton, table tennis, chess competition on a regular basis as a part of recreation and to boost up mental health of our employees.

Providing hands on Training :



We provide on the job training for two or more months to the fresher joining our company. This is because no one is well tailored in every aspect of a given job and a newly recruited employee needs time to cope with the new environment and to understand his/her responsibilities and the organizational culture.

That is why we made basic orientation training compulsory for all new recruits which encompass every aspects of the Company. Besides that, some on the job need based technical trainings are also provided by internal trainers as well as external experts so that every employee can perform his or her job in a skilled and efficient way.

Hepatitis B vaccination drive:

Hepatitis B & C viruses are called "Silent Killers" because most times significant symptoms are not visible in the victim's body. The main reason of liver cancer is Hepatitis B & C virus. Due to this virus more than 1.4 million people die every year worldwide & approximately 4 thousand people die in a day. The number of people in our country getting affected by this virus is not negligible although it can be prevented. Only a vaccine can save their lives.



To protect our employees and make the population immune to this disease, PCML organized "Free Hepatitis B Tikadan Kormosuchi-2017" May 10, 2017 onwards for 7 days at the corporate office of PCML for its employees and their families in collaboration with National Liver Foundation. Mr. Prof. Mohammad Ali, Fellow Hepato-Biliary-Pancreatic Surgery and Liver Transplant, BIRDEM Hospital was present as the Chief Guest and gave a brief about the eradication of Hepatitis B & C and the need for vaccination of the virus and treatment of the disease.

Other benefits:

Other benefits are also provided by the Company in the form of financial obligations in case of emergency and for humanitarian reasons to every employee regardless of his designation. For instance we have been offering free of cost medical support to deadly & fatal diseases and to workers injured due to accident till their full recovery even if they need to set for overseas treatment. Premier Cement also grants exemption of financial obligations (such as loans, IOU etc.) of deceased employees and offers the bereaved family the maximum possible after service benefits by contravening the generally applied rules.

CSR Initiatives: Community

Relief of Rohingya Repatriation

Since 25 august 2017 more than 1,000,000 Rohingya Muslims have fled Burma's Rakhine State to escape the military's large-scale campaign of ethnic cleansing. The atrocities committed by Burmese security forces, including mass killings, sexual violence, and widespread arson, amount to crimes against humanity.

As Part of CSR activities, our CSR team in collaboration with Bangladesh Army distributed emergency warm cloth to Rohingya Refugess.





Beautification Project

Premier Cement is committed to safe guarding, protecting and preserving our physical environment for present and future generations to use and enjoy. As per our commitment we regularly conduct beautification activities across the country. In 2017 we sponsored a beautification project where more than 2000 various flower saplings were planted under Kadamtoly Fly over, Chittagong.

Advisory support:

We provide exclusive advisory support to our clients and other land owners on how they can build eco-friendly buildings. We are aware that due to land shortage and higher demand for individual house units it has become very difficult for individual home makers and apartment builders to give up an inch of space from their construction for environment purpose. Thus our numerous trained technical support team members visit different sites in various locations, and plants in-house plantation, green decoration and eco-friendly construction for free.



PCML stands by worse flood victims of Kurigram:

Last year, heavy rains in the main river basins of Bangladesh and upstream catchments of India caused severe flooding in the north and north-eastern parts of Bangladesh affecting an estimated 1.9 million people across 19 districts. As Part of CSR activities Premier Cement distributed emergency relief among 1000 flood-hit families of Kurigram. Each of the beneficiary family received Rice, oil, salt, Potato, garlic, onion as well as dry food.



PCML Assists Rajshahi University Readers' Forum (RURF)

RURF is currently one of the largest Forums among other University Forums in our country. It's a career oriented and voluntary organization at the University of Rajshahi. The organization is always dedicated to provide those programs which are mostly needed to build a bright career. The mission and vision of this organization is to help the students of Rajshahi University in acquiring extra-curriculum skills along with the academic knowledge. RURF includes job preparation courses, Computer courses, English Language courses etc. as its regular activities. At this point of time due to the lack of physical facilities and other equipment many students are attending their classes under open sky, stated Professor Dr. Muhammad Mizanuddin, Vice-Chancellor of the University. We always encourage the organizers in these types of activities and feel proud when we can participate in these kinds of initiatives. As part of our CSR initiative, we have provided them with some quantities of cement at free of cost & are selling cement to them without making any profit for the construction of new buildings at RURF.

Contribution to Bangladesh Network office for Urban Safety (BUNS), BUET

Dhaka is one of the most densely populated cities in the world. More than 20.00 million people live in this City. According to Earthquake Disaster Risk Index (EDRI) parameters, Dhaka is one of the top twenty cities in the world which are prone to high earthquake risks (Cardonaetal, 1999). The hazard that is inferred from tectonic analysis is backed by historic evidences. Bangladesh, a country of multiple natural disaster vulnerabilities, and its capital Dhaka are under the looming threat of grim earthquakes. Records show that large earthquakes have previously ravaged the country and the neighboring region several times over the last 450 years. Bangladesh Network Office for Urban Safety, BUET is taking a courageous attempt. This is the first time they are performing research for Shaketable demonstration of Earthquake Resistance Capacity Reinforced Cement Concrete (RCC) Building.



As a part of our commitment we have donated Tk.1,260,000 to Prof. Dr. Mehedi Ahmed Ansary, Director, BUNS for conducting this research.

Donation to Ministry of Shipping-Government of the People's Republic of Bangladesh for observance of Annual Nou Nirapattah Saptaha 2016:

We all that know every year a large number of passengers travelling through water transports are succumbed to accidents while travelling through passengers' vessel especially during Eid festivals. We welcome the awareness program conducted for Training & skill development for the riverine safety organized by the Ministry of Shipping every year. We are happy to be a part of this program by actively participating in organizing the program.

Education & Skill Development Program:



Unemployment is one of the major problems in our country. This rate is increasing day by day due to lack of skilled & knowledgeable personnel and also due to shortage of job opportunity. As part of our commitment to sustainable development, Premier Cement opened a vocational Training Institute namely Premier Institute of Science &Technology.

The main objective of this Institute is to reduce the percentage of unemployment rate of our country by enhancing skill & knowledge of new entrants/job seekers thereby attaining vision 2021 and Sustainable Development Goal.

Donation and construction

In a capitalistic world, a major portion of the total population is becoming poor day by day. The inequality between the needy and the rich people are widening. Needy people are deprived from their basic human needs and at the same time the rich people are enjoying all modern amenities. We are donating a significant amount of money and our products over the years to different mosques, schools and madrashas for construction purposes in the view of eliminating illiteracy and for socio-economic development of our country.

Blood Donation Program



We all know that blood has no substitute. Poor people suffer a lot due to the shortage of blood at times of necessity. As parts of our commitment towards the society, we organize blood donation program on various occasions (International Mother Language Day, Independence Day and Victory Day) at our corporate office as well as in our factory premises. Our PCML staff donates blood to various hospitals for the treatment of poor patients suffering from various diseases during the donation program. Moreover we have blood group-wise complete data base of our employees who voluntarily donate blood to other employees, their relatives, friends and families in case of emergency.

Donation to Bangladesh Tennis Federation-BTF



Sports play a very important role in shaping up our individual as well as our collective life. It builds our body and gives us more energy in work. But space and opportunity of sports are reducing day by day due to lack of play grounds. As part of our commitment towards the society, PCML in partnership with Bangladesh Tennis Federation-BTF has organized the "2nd Diplomat Cup Tennis Tournament 2017" at the national Tennis Complex, Ramna Green, Dhaka. Respected diplomats from embassies and consulates of the country were present in the program while president of the BTF Mr. Shahriar Alam, MP, Hon'ble State Minister, and Ministry of Foreign Affairs was present as the chief guest.

Tree plantation and awareness program:



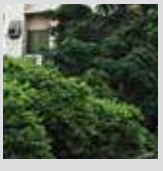
To maintain ecological balance and to protect our environment we regularly conduct plantation activities across regions of the country.

Our Corporate tree planting program is a part of our Sustainable Development process that helps us to bring communities together and make a positive contribution to the environment as well. Every year, the Company plants significant number of saplings at road side and rural, coastal and flood affected areas of the country. Furthermore we arranged several awareness programs this year to educate, motivate and to create a sense of environmental responsibility among the local people.

Corporate Governance







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Report of the Board of Directors



In the name of Allah, the Most Gracious, the Most Merciful
Dear shareholders,
Assalamu Alaikum Wa-Rahmatullah

On behalf of the Board of Directors and Management, we welcome you all at the 16th Annual General Meeting (AGM) of Premier Cement Mills Limited. In compliance with the provisions of section 184-186 of the Companies Act 1994 and notification No. BSEC/CMMRRCD/2006-158/207/Admin/80 dated on 3rd June 2018 of the Bangladesh Securities and Exchange Commission (BSEC), we are delighted to place the Directors' Report and Auditor's Report together herewith the Audited Financial Statements of the Company for the year ended June 30, 2018 thereon for your valued consideration, approval and adoption.

মহান দয়ালু পরম করুনাময় আল্লাহর নামে।
প্রিয় শেয়ারহোল্ডারগণ,
আস্‌সালামু আলাইকুম ওয়া-রহমাতুল্লাহ।

পরিচালনা পর্ষদ এবং ব্যবস্থাপনার পক্ষ থেকে, প্রিমিয়ার সিমেন্ট মিলস লিমিটেডের ১৬তম বার্ষিক সাধারন সভায় (এজিএম) আপনাদের সকলকে স্বাগত জানাচ্ছি। কোম্পানী আইন ১৯৯৪ এর ধারা ১৮৪-১৮৬ এর বিধান এবং বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন (বিএসইসি)এর প্রজ্ঞাপন নং: বিএসইসি/সিএমএমআরআরসিডি /২০০৬-১৫৮/২০৭/প্রশা/৮০, তারিখ: ৩ জুন, ২০১৮ এর বিধান মেনে, আপনাদের মূল্যবান বিবেচনা, অনুমোদন এবং গ্রহণের জন্য ৩০ জুন, ২০১৮ ইং তারিখের সমাপ্ত বছরের কোম্পানীর নিরীক্ষিত অর্থ বিবরণীর সাথে পরিচালকবৃন্দের প্রতিবেদন এবং নিরীক্ষকের প্রতিবেদন একত্রে উপস্থাপন করতে পেরে আমরা আনন্দিত।



Bangladesh Economy:

Generally, the Economic performance of a country is measured through changes in its gross domestic product (GDP). Bangladesh has demonstrated strong economic fundamentals with a consistent GDP growth 7.86% in 2017-2018 and 6.14% over last five years. The growth rate for FY 2019 can be expected to be around 8.00 percent, subject to continuation of stable business and political stability. This growth in GDP is supported by expanding domestic market and a significant growth in per capital income.

In the last fiscal year 2017-2018, the country's foreign remittance increased by 17.5% which was decrease by 14.2% in the preceding year and the per capital income GDP and GNI stood at US$ 1,751 and US$ 1,752 respectively. The rate of

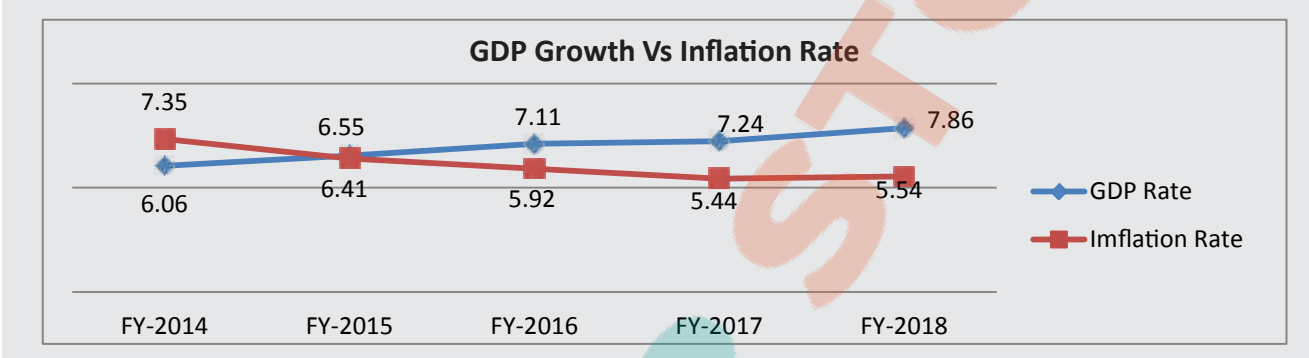
বাংলাদেশের অর্থনীতি:

সাধারণত, একটি দেশের অর্থনৈতিক কার্য সম্পাদন পরিমাপ করা হয় মোট দেশজ উৎপাদন (জিডিপি) পরিবর্তনের মাধ্যমে। ২০১৭-২০১৮ ইং সনে জিডিপি প্রবৃদ্ধি ৭.৮৬% এবং সর্বশেষ পাচঁ বছরে ৬.১৪% ধারাবাহিক জিডিপি প্রবৃদ্ধি নিয়ে বাংলাদেশ মজবুত অর্থনৈতিক ভিত্তি প্রদর্শন করেছে। ব্যবসায়িক স্থিতিশীলতা ও চলমান রাজনৈতিক স্থিতিশীলতা নিশ্চিত হলে আগামী ২০১৯ অর্থ বছর জিডিপি প্রবৃদ্ধির হার ৮.০০ শতাংশ হতে পারে বলে আশা করা যায়। মাথাপিছু আয় ও সম্প্রসারিত দেশজ বাজার জিডিপি বৃদ্ধিতে গুরুত্বপূর্ন ভূমিকা রাখছে।

বিগত ২০১৭-২০১৮ অর্থ বছরে, দেশের বিদেশী রেমিট্যন্স ১৭.৫% বৃদ্ধি পেয়েছে, যা পূর্ববর্তী বছরে ১৪.২% হ্রাস পেয়েছিল এবং মাথাপিছু আয় জিডিপি এবং (মোট জাতীয় আয়) জিএনআই যথাক্রমে ১,৭৫১ মার্কিন ডলার এবং ১,৭৫২ মার্কিন ডলার দাঁড়িয়েছিল। বাংলাদেশ পরিসংখ্যান ব্যুরোর

inflation during FY2017-18 was 5.54% compared to 5.44% in FY2016-17 according to Bangladesh Bureau of Statistics. One indicator of the performance of the export sector is the ratio of export to import indicated that only Bangladesh has been able to gradually and consistently increase the ratio from 27 percent in 1980 to 80 percent 2016 while India maintained a rate of over 90 percent in 2016. Nepal has the least ratio of only 21 percent and both Pakistan and Sri Lanka had ratio of around 60 percent in that year.

হিসাব মতে ২০১৬-২০১৭ অর্থ বছরে মুদ্রা স্ফীতি ছিল ৫.৪৪% যা ২০১৭-২০১৮ অর্থ বছরে হয়েছে ৫.৫৪%।
রপ্তানী খাতের কার্যক্ষমতা পরিমাপের একটি সূচক হলো আমদানী ও রপ্তানী অনুপাত। কেবলমাত্র বাংলাদেশই একমাত্র দেশ যেটি ১৯৮০ ইং সনে ২৭ শতাংশ থেকে ক্রমাগতভাবে ২০১৬ ইং সন পর্যন্ত এই সূচক ৮০ শতাংশে উন্নিত করতে সক্ষম হয়েছে। অপরপক্ষে ২০১৬ ইং সনে ভারতের রপ্তানী অনুপাত ছিল ৯০%, নেপালের মাত্র ২১ শতাংশ এবং পাকিস্তান ও শ্রীলংকার অনুপাত ছিল আনুমাণিক ৬০ শতাংশ।



Cement Industry Overview in Bangladesh:

Considering the "Life cycle of the industry" currently cement industry of Bangladesh is in the growth stage. Sales of cement are increasing due to growing demand for cement in both the local and foreign markets. At present more than 75 cement manufacturing companies have been

এক নজরে বাংলাদেশে সিমেন্ট শিল্পের সংক্ষিপ্ত বিবরণ:

"শিল্পটির জীবনচক্র" বিবেচনায় বর্তমানে বাংলাদেশের সিমেন্ট শিল্প উন্নতির পর্যায়ে রয়েছে। স্থানীয় এবং বৈদেশিক উভয় বাজারে সিমেন্টের চাহিদা বৃদ্ধির কারনে বিক্রয় বৃদ্ধি পাচ্ছে। বর্তমানে ৭৫ টির বেশী সিমেন্ট প্রস্তুতকারক কোম্পানী রয়েছে, এগুলোর মধ্যে ৪৫টি বড় এবং ছোট আকারের সিমেন্ট





established among them 45 large and small-scale cement manufacturers are in operating and 7 companies are listed in stock exchanges. The active plants' effective capacity stood at about 50.20 million tones and it is expected that the total production capacity will reach 80 million tons by 2019. Annual consumption of cement stood at about 30 million tons in the last year. The demand is expected to grow 8 to 10 percent per year.

The future of Bangladesh's cement sector looks strong as the country is urbanizing fast on the back of people improved living standard and increased purchasing power. An increasing number of customers are using cement today to build new homes and for upgrading the old ones, while industrial and various large infrastructure projects are also gaining momentum, boosting the growth of the key construction material. Currently infrastructure projects account for 20 to 22 percent of cement consumption, the industrial sector 25 percent and the rest are the retail sector. The government of Bangladesh is implementing various mega projects, including flyovers and bridges which have sustained the demand for cement, steel and other ingredients. In the recent budget 2018-2019 government has allocated BDT 153,331crore for Annual Development Plan.

About 15-20 years back Bangladesh relied heavily on imports for cements. Now we are self-sufficient and are producing verities of high quality cement. Besides, producers are bringing in modern technology for making the manufacturing process more efficient.

Although Bangladesh is self-sufficient in cement production, it needs to import almost all the raw materials used in cement manufacturing. In the last financial year most of the Company's net profit has decreased due to increase in the raw material price as well as heavy rainfall that affected the

প্রস্তুতকারক তাদের কার্যক্রম পরিচালনা করছে এবং ৭টি কোম্পানী স্টক এক্সচেঞ্জে তালিকাভুক্ত। এখন আমাদের মোট উৎপাদন ক্ষমতা প্রায় ৫০.২০ মিলিয়ন টন এবং ইহা প্রত্যাশা করা হয় যে ২০১৯ সালের মধ্যে মোট উৎপাদন সক্ষমতা ৮০ মিলিয়ন টনে পৌঁছবে। গত বছর সিমেন্টের বার্ষিক ব্যবহার প্রায় ৩০ মিলিয়ন টনে দাড়িঁয়েছে এবং এই চাহিদা বছরে ৮ থেকে ১০ শতাংশে বৃদ্ধি পাবে বলে প্রত্যাশা করা যায়।

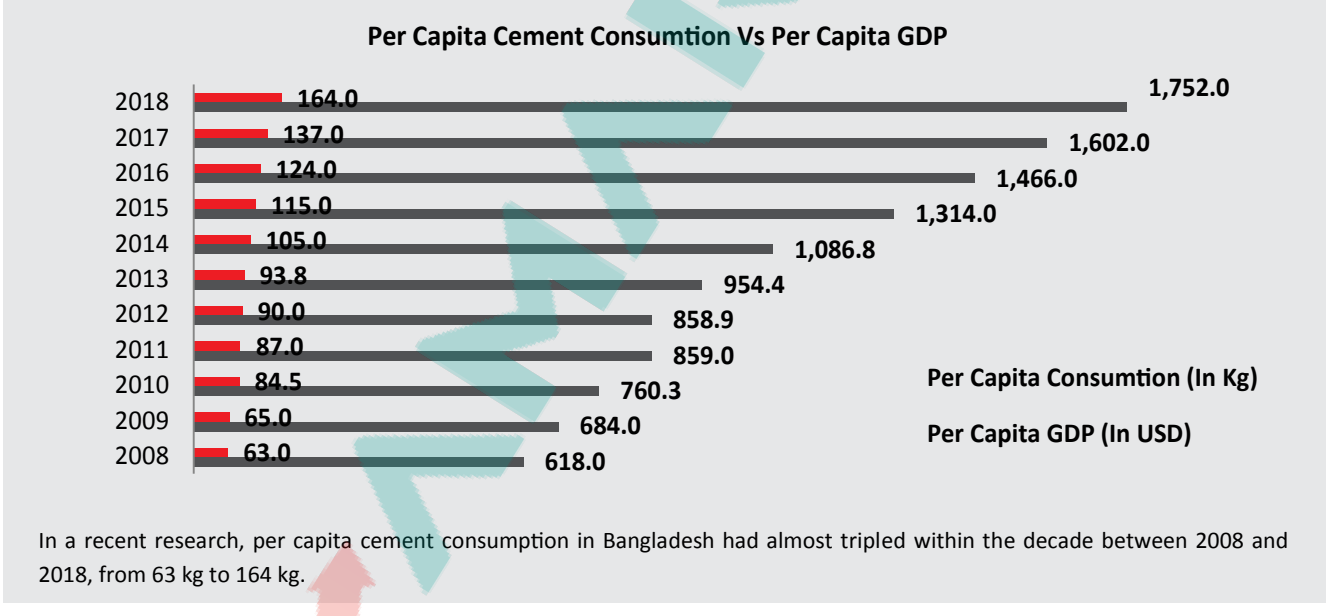
মানুষের জীবনযাত্রার মান ও ক্রয় ক্ষমতা বৃদ্ধির ফলে দেশের নগরায়ন দ্রুতগতিতে বৃদ্ধি পাচ্ছে যা বাংলাদেশের সিমেন্ট খাতের ভবিষ্যৎ মজবুত ও শক্তিশালী করবে। নতুন নতুন বাড়ি নির্মাণ এবং পুরোনো বাড়িগুলো উন্নত করার কারনে বর্তমানে সিমেন্ট ব্যবহার করা গ্রাহকের সংখ্যা বৃদ্ধি পাচ্ছে, এদিকে বিভিন্ন বড় অবকাঠামো প্রকল্প গতি পাচ্ছে, মূল নির্মাণ সামগ্রীর বৃদ্ধি মজবুত করছে। বর্তমানে সিমেন্ট অবকাঠামো উন্নয়েনে ২০ থেকে ২২ শতাংশ, শিল্প খাত ২৫ শতাংশ এবং অবশিষ্ট অংশ খুচঁরা খাতে ব্যবহার করা হয় ।

বাংলাদেশের সরকার ফ্লাইওভার এবং ব্রীজ সহ বিভিন্ন মেগা প্রকল্প বাস্তবায়ন করছে, যা সিমেন্ট, স্টীল এবং নির্মাণ সামগ্রীর চাহিদা ধরে রেখেছে। সম্প্রতি সরকার ২০১৮-২০১৯ বাজেটে বার্ষিক উন্নয়ন পরিকল্পনার জন্য ১৫৩,৩৩১ কোটি টাকা বরাদ্দ প্রদান করেছে।

১৫-২০ বছর পূর্বেও বাংলাদেশ সিমেন্টের আমদানীর উপর নির্ভর করত। বর্তমানে আমরা স্বনির্ভর এবং বিভিন্ন ধরনের উচ্চ গুনগত মানের সিমেন্ট উৎপাদন করছি। তা ছাড়া, উৎপাদন প্রক্রিয়া আরো ও দক্ষ করার জন্য উৎপাদনকারীগণ আধুনিক প্রযুক্তি নিয়ে আসছে।

যদিও বাংলাদেশ সিমেন্ট উৎপাদনে স্বনির্ভর, তথাপিও সিমেন্ট প্রস্তুতে ব্যবহৃত প্রায় সব কাচাঁমালই আমদানীর উপর নির্ভরশীল। বিগত অর্থ বছরে কাচাঁমালের উচ্চ হারে ব্যপক মূল্য বৃদ্ধি এবং প্রলম্বিত বৃষ্টিপাত উৎপাদনে প্রভাব ফেলেছে যার ফলে অধিকাংশ কোম্পানীর নীট মুনাফা হ্রাস পেয়েছে। যাইহোক, বর্তমানে বাংলাদেশ সিমেন্ট শিল্প বিশ্বের একটি গুরুত্বপুর্ন বাজারে পরিণত হয়েছে।গত বছর এই শিল্পের প্রবৃদ্ধি ছিল প্রায় ৮-৯%।

নগরায়নের ও বৃহৎ অবকাঠামো প্রকল্পের নির্মাণ এর ফলে বিগত কয়েক বছর



In a recent research, per capita cement consumption in Bangladesh had almost tripled within the decade between 2008 and 2018, from 63 kg to 164 kg.

production. However, Now Bangladesh cement industry has become one of the important markets in the world. Last year cement industry experienced 8-9% growth. Bangladesh cement industry has been observing stable growth in the last couple of years driven by steady pace of urbanization and construction of large infrastructure project.

থেকে বাংলাদেশের সিমেন্ট শিল্পে স্থিতিশীল উন্নতি পর্যবেক্ষণ করছে। সাম্প্রতিক একটি গবেষণায় দেখা যায়, ২০০৮ থেকে ২০১৮ এই এক দশকে বাংলাদেশে মাথা পিছু সিমেন্ট ব্যবহার ৬৩ কেজি থেকে ১৬৪ কেজিতে পৌঁছে প্রায় তিনগুন হয়েছে।

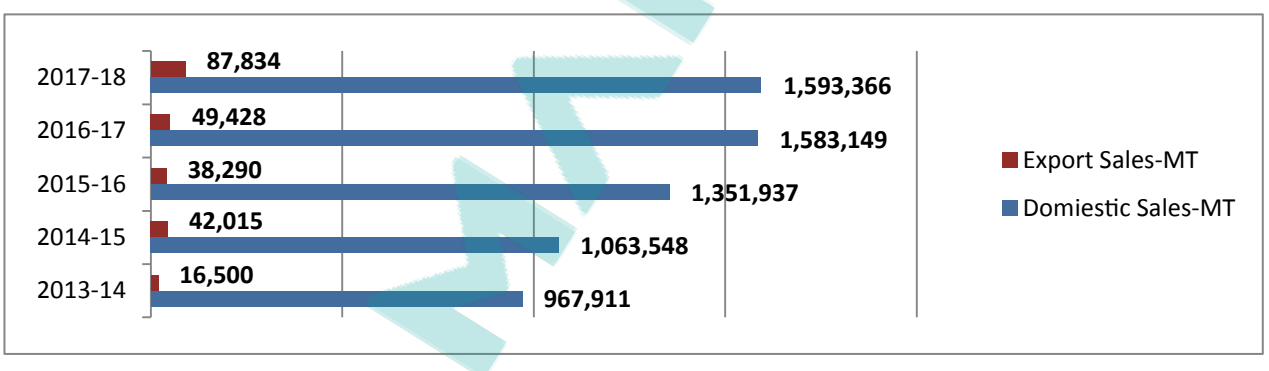
Segment wise standalone Performance:

We believe Premier Cement Mills limited could have achieved greater sales revenue growth in these years. In spite of many obstacles in this year, we have achieved a positive outcome in terms of sales volume from standalone point of view and our strong financials indicate more well-off position in our current business operation. Comparative standalone sales can be found in the following table"

কোম্পানীর স্বতন্ত্র কর্ম সম্পাদন:

আমরা বিশ্বাস করি যে, প্রিমিয়ার সিমেন্ট মিলস লিমিটেড এই বছরগুলোতে বৃহত্তর বিক্রয় রাজস্ব প্রবৃদ্ধি অর্জন করেছে। এই বছরে অনেক প্রতিবন্ধকতা সত্ত্বেও, বিক্রয় পরিমানের দিক থেকে আমরা একটি ইতিবাচক ফলাফল অর্জন করেছি এবং আমাদের মজবুত অর্থনীতি বর্তমান ব্যবসায়িক কার্যক্রমের সফলতা প্রমাণ করে।

Year	Domestic sales (MT)	Export Sales(MT)	Amount (**in Mio**)	Growth %
2013-2014	967,911	16,500	6,819.17	12.95%
2014-2015	1,063,548	42,015	7,133.42	4.61%
2015-2016	1,351,937	38,290	8,369.41	17.33%
2016-2017	1,583,149	49,428	9,265.68	10.71%
2017-2018	1,593,366	87,834	9,981.33	7.72%





Risks and Concerns:

The details of risks and concerns of the Company are discussed in risk management and control Environment on page no 117 in this annual report

Discussion on Cost of Goods Sold, Gross Profit Margin and Net Profit Margin:

The details discussion on Cost of Goods Sold, Gross Profit Margin and Net Profit Margin of the Company are discussed in Section "the Management Discursion & Analysis" on page no 111 in this annual report.

Discussion on Continuity of any Extra-Ordinary gain or loss:

There was no extra-ordinary gain or loss during the period

Related Party Transaction:

In the FY -2018, a number of transactions with related parties were carried out in the normal course of business on an arm's length basis. In note 29 of consolidated financial statements, a brief description of related party transaction is given including names of the respective related parties, nature of relationship with them, nature of those transactions and their value in amount.

IPO Fund Utilization:

As per permission of Bangladesh Securities and Exchange Commission (BSEC) dt 18 November 2013 we were allowed to utilize the IPO proceeds other than keeping an FDR in a scheduled bank for an amount equivalent to the value of the lands for which mutation and rent receipt have not been submitted. Hence FDR for BDT 45.00 million were kept with Midland Bank, the application of permission for utilization of the said FDR proceeds are in process with Bangladesh Securities and Exchange Commission (BSEC).

ঝুঁকি এবং উদ্বিগ্নতা:

কোম্পানীর ঝুঁকি এবং উদ্বিগ্নতার বিস্তারিত এই বার্ষিক প্রতিবেদনের ১১৭ নং পৃষ্ঠা এর মধ্যে ঝুঁকি ব্যবস্থাপনা এবং পরিবেশ নিয়ন্ত্রণ এ মধ্যে আলোচনা করা হয়েছে।

বিক্রিত পন্য মূল্য, মোট মুনাফা এবং নীট মুনাফা সম্পর্কিত আলোচনা:

বিক্রিত পন্যের মূল্য, মোট মুনাফা এবং নীট মুনাফা সম্পর্কিত বিস্তারিত আলোচনা এই বার্ষিক প্রতিবেদনের ১১১ নং পৃষ্ঠায় " ব্যবস্থাপনা আলোচনা এবং বিশ্লেষন" অংশে আলোচিত হয়েছে।

অস্বাভাবিক লাভ ও ক্ষতির ধারাবাহিকতার উপর আলোচনা:

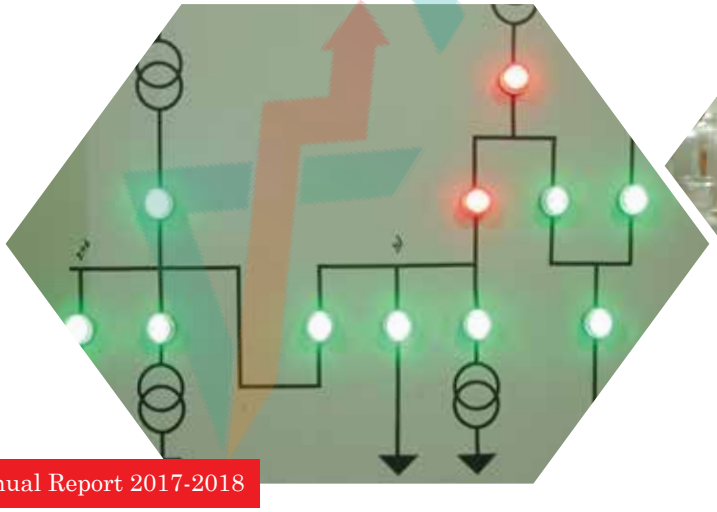
এই সময়ের মধ্যে কোন বিশেষ লাভ ও ক্ষতি ছিলনা।

সম্পর্কযুক্ত পক্ষ সম্পর্কিত লেনদেন ঃ

২০১৮ অর্থ বছরে সম্পর্কযুক্ত পার্টি সমূহের সাথে স্বাভাবিক ব্যবসায়িক কার্যক্রমে অনেকগুলো লেনদেন সাধিত হয়। সম্মিলিত আর্থিক বিবরণীর নোট ২৯.০০-তে সম্পর্কিত পক্ষ সমূহের নাম, তাদের সাথে সম্পর্কের প্রকৃতি, উক্ত লেনদেন সমূহের প্রকৃতি এবং অর্থে তাদের মূল্যমানসহ সংক্ষিপ্ত ব্যাখ্যা প্রদত্ত হয়েছে।

আইপিও তহবিল ব্যবহার:

১৮ নভেম্বর ২০১৩ ইং তারিখে বাংলাদেশ সিকিউরিটিজ এবং এক্সচেঞ্জ কমিশন (বিএসইসি) এর অনুমতি ক্রমে, জমির মূল্যের সম পরিমাণ অর্থ (৪৫.০০ মিলিয়ন টাকা) জন্য একটি তফসিলভুক্ত ব্যাংকে এফডিআর সংরক্ষণ করা ছাড়া (যার পক্ষে মিউটেশন এবং খাজনা রশিদ দাখিল করা হয়নি) আমরা আইপিও আয় ব্যবহার করার জন্য অনুমোদিত ছিলাম এবং ৪৫.০০ মিলিয়ন টাকার এফডিআর মিডল্যান্ড ব্যাংকে সংরক্ষণ করে ছিলাম, উক্ত এফডিআর আয়ের ব্যবহারের জন্য অনুমোদনের আবেদন বাংলাদেশ সিকিউরিটিজ এবং এক্সচেঞ্জ কমিশন (বিএসইসি) দাখিল করা হয়েছে।





Safety, Health and Environment Issues:

Ensuring healthy and safe working conditions for employees and others is one of the most important issues for the cement industry. Premier Cement takes all possible measures to ensure that all its employees as well as communities within which it operates remain safe at all times. Company's safety measures, continuous risk assessment policy ensures a healthy and hazard free work environment for all employees in the workplace. Moreover, we allow zero tolerance in sacrificing our community's health issues as we all are part of the society. Environment preservation is therefore one of our top agendas. Premier Cement is a certified Company from the Department of Environment, Government of People's Republic of Bangladesh through abiding all the laws and regulations exerted by the above mentioned authority.

নিরাপত্তা, স্বাস্থ্য এবং পরিবেশ বিষয়াবলী ঃ

কর্মচারী ও ঠিকাদারগনের জন্য স্বাস্থ্যকর ও নিরাপদ কার্য পরিবেশ নিশ্চিত করা হচ্ছে সিমেন্ট শিল্পের জন্য গুরত্বপূর্ন বিষয় সমূহের একটি। প্রিমিয়ার সিমেন্ট সর্বদা ইহার পরিচালন ক্ষেত্রে কর্মচারী এবং কমুনিটিকে নিরাপদ রাখার সম্ভব ব্যবস্থা সমূহ নিশ্চিত করে। কোম্পানীর নিরাপত্তা ব্যবস্থা সমূহ, ধারাবাহিক ঝুঁকি নিরূপন নীতি কার্যক্ষেত্রে সকল কর্মচারীদের জন্য স্বাস্থ্যকর ও ঝুঁকিমুক্ত কার্য পরিবেশ নিশ্চিত করে। অধিকন্তু আমরা সমাজের সাথে আমাদের কমুনিটির স্বাস্থ্য বিষয় সমূহে সর্বোচ্চ গুরুত্ব প্রদান করি, কোন ছাড় দেয়া হয়না। অতএব পরিবেশ সংরক্ষণ হচ্ছে আমাদের শীর্ষ এজেন্ডা সমূহের একটি। পরিবেশ অধিদপ্তর, গণপ্রজাতন্ত্রী বাংলাদেশ সরকার কর্তৃক নির্ধারণকৃত সকল আইন ও বিধিমালা পালনের মাধ্যমে উক্ত প্রতিষ্ঠান থেকে প্রিমিয়ার সিমেন্ট সনদপ্রাপ্ত।

An explanation if the financial results deteriorate after the Company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Offer, Direct Listing etc.

There was no deterioration of financial results during the period under review after the above mentioned events.

কোম্পানী প্রারম্ভিক গণ প্রস্থাব (আইপিও), পুনঃ গন প্রস্থাব (আরপিও), রাইটস অফার, সরাসরি লিস্টিং ইত্যাদির পর যদি আর্থিক ফলাফলে অবনতি/ক্ষয় ঘটা সম্পর্কিত ব্যাখ্যা।

উপরোক্ত কারণে পর্যালোচনার অধীন মেয়াদকালে আর্থিক ফলাফলের কোন প্রকার অবনতি হয় নি।

Quarterly disclosed financial performance and Annual financial performance:

As stipulated by law, the Company is required to publish the report of its 1st, 2nd and 3rd quarterly financial performance and the yearly performance are indicated in the following table:

ত্রৈমাসিক ভিত্তিতে প্রকাশিত ২০১৭-২০১৮ অর্থবছরের আর্থিক প্রতিবেদন

আইন মোতাবেক, কোম্পানীকে এর ১ম, ২য় এবং ৩য় ত্রৈমাসিক ও বাৎসরিক আর্থিক কর্মদক্ষতা প্রতিবেদন প্রকাশ করতে হয় যা নিম্নের টেবিলে প্রদত্ত হলো।

Quarterly performance- PCML (Stand Alone) Tk in Mio

Particulars	Q-1	Q-2	Q-3	Q-4	2017-2018
Revenue	1901.20	2,281.35	2,847.74	3,019.57	10,049.86
Gross Profit	284.52	220.60	467.57	506.26	1,478.95
Profit from operation	134.06	119.10	352.28	366.57	972.01
Profit before tax	58.03	21.25	270.17	197.07	546.52
Profit after tax	42.64	11.61	209.15	146.85	410.25
Total assets	10,730.35	11,685.35	12,113.24	13,467.99	13,467.99
Total liability	6,820.72	7,764.10	7,982.84	9,190.75	9,190.75
Total equity	3,909.63	3,921.24	4,130.40	4,277.24	4,277.24
EPS	0.40	.11	1.98	1.40	3.89
NVA per share	37.08	37.19	39.17	40.56	40.56
NOCFPS	1.49	2.85	2.04	.12	6.50

Significant variance between Quarterly Financial performance and Annual Financial Statement.

There was no significant variance between Quarterly Financial performance and Annual Financial Statements. The Company was able to maintain a remarkable performance both in operational and financial perspective throughout the period.

Remuneration of Directors:

Mr. Mohammad Mustafa Haider and Mr. Mohammed Ershadul Hoque, Members of our Board of Directors are working diligently and sincerely for the Company. Mr. Mustafa Haider is looking after the Sales and Marketing and Mr. Ershadul Hoque is responsible for overall operation. Each of them receives a yearly remuneration of BDT 12,00,000/- (Twelve lacs). None of other BoD members including independent directors receive any remuneration or benefits from the Company other than BoD meeting attendance fee.

Internal control and adequacy of Audit Committee:

Our Company has a well-defined internal control system to support efficient business operations and statutory compliance. External Auditors carry out concurrent audit of financials which adds to the stability of the entire internal control systems. Suitable internal checks have been built in to cover all monetary transactions with proper delineation of authority, which provides transparency at every stage of operation. The Company has a strong system of budgetary control which covers all aspects of operations, finance and capital expenditure at a macro level by a monthly basis reporting directly to top management. Financial performances and efficiency parameters are monitored periodically and actions are taken then and there. Currently, our Audit Committee consists of the following Directors:

Mr. M. Mahfuzur Rahman - Independent Director
Mr. Tariq Ahmed - Independent Director
Mr. Mohammed Ershadul Hoque - Director

Going concern:

Going concern is one of the fundamental assumptions of accounting on the basis of which financial statements are prepared. According to going concern a business will continue its business for the foreseeable future without the need or intention on part of management to liquidate the entity or to significantly curtail its operational activities.
Our Company has adequate resources to continue its operation for the foreseeable future. Thus the directors are of the opinion that the Company is a going concern; and its financial statements are prepared on a going concern basis.

ত্রৈমাসিক এবং বার্ষিক কর্মদক্ষতা প্রতিবেদন মাঝে উল্লেখযোগ্য পার্থক্যঃ

ত্রৈমাসিক এবং বার্ষিক কর্মদক্ষতা প্রতিবেদনের মাঝে উল্লেখযোগ্য কোন পার্থক্য ছিলনা। পুরো মেয়াদ জুড়ে কোম্পানী পরিচালনগত ও আর্থিক উভয় ক্ষেত্রে একটি অসাধারন নৈপুন্য সম্পাদন করতে সক্ষম হয়।

পরিচালকগণের পারিশ্রমিক:

জনাব মোহাম্মদ মোস্তফা হায়দার এবং জনাব মোহাম্মদ এরশাদুল হক, আমাদের পরিচালনা পর্ষদের সদস্য আমাদের কোম্পানীর জন্য নিরলস ভাবে আন্তরিকতার সাথে কাজ করছেন। মোহাম্মদ মোস্তফা হায়দার বিক্রয় ও বিপণন দেখাশুনা করছেন আর জনাব এরশাদুল হক সার্বিক অপারেশানের ক্ষেত্রে দায়িত্বপ্রাপ্ত। তাদের প্রত্যেকে বার্ষিক পারিশ্রমিক বাবদ টাকাঃ ১২,০০,০০০/- (বারো লক্ষ) গ্রহন করেন। নিরপেক্ষ পরিচালকসহ পরিচালনা পর্ষদের অন্য কেউ পরিচালনা পর্ষদের সভায় উপস্থিতির ফি ব্যতিত কোম্পানী থেকে কোন প্রকার পারিশ্রমিক অথবা সুবিধাদি গ্রহণ করেন না।

অভ্যন্তরীন নিয়ন্ত্রণ এবং নিরীক্ষা কমিটির পর্যাপ্ততা:

দক্ষ ব্যবসা অপারেশন ও বিধিবদ্ধ পরিপালনকে সহায়তা প্রদানে আমাদের কোম্পানীর রয়েছে একটি সু-সংজ্ঞায়িত অভ্যন্তরীন নিয়ন্ত্রণ সিস্টেম। বহিঃ নিরীক্ষা আর্থিক বিষয়াবলীর নিরীক্ষা কার্যক্রম চালিয়ে যায় যা সমপূর্ণ অভ্যন্তরীন নিয়ন্ত্রণ সিস্টেমের স্থায়িত্বকে যুক্ত করে। কর্তৃপক্ষের যথাযথ চিত্রণে মানানসই অভ্যন্তরীন যাচাই সকল আর্থিক লেনদেন কভার করতে প্রণয়নকৃত, যা অপারেশনের প্রতিটি স্তরে স্বচ্ছতা প্রদান করে।
কোম্পানীর বাজেটারি নিয়ন্ত্রণের একটি মজবুত পদ্ধতি রয়েছে যা শীর্ষ ব্যবস্থাপনাকে সরাসরি মাসিক প্রতিবেদন প্রদানের ভিত্তিতে ক্ষুদ্র পর্যায়ে অপারেশন, অর্থ এবং পুজি ব্যয়ের সকল দিক কভার করে। আর্থিক কর্মক্ষমতা ও দক্ষতা দৈনন্দিন ভিত্তিতে যাচাই বাচাই ও পর্যবেক্ষণ করা হয় এবং প্রয়োজনীয় পদক্ষেপ নেওয়া হয়। বর্তমানে, আমাদের নিরীক্ষা কমিটি নিম্নোক্ত ব্যক্তিবর্গকে নিয়ে গঠিতঃ

জনাব এম. মাহফুজুর রহমান - নিরপেক্ষ পরিচালক
জনাব তারিক আহমেদ - নিরপেক্ষ পরিচালক
জনাব মোহাম্মদ এরশাদুল হক - পরিচালক

চলমান নীতি :

চলমান নীতি হচ্ছে হিসাবের মৌলিক ধারনা সমূহের একটি, যার ভিত্তিতে আর্থিক বিবরণী প্রণীত হয়। চলমান নীতি অনুসারে একটি ব্যবসা ইহার কার্যক্রম নিরবচ্ছিন্নভাবে পরিচালনা করে এবং কার্যক্রম সমূহ বন্ধ করা ও উল্লেখযোগ্য হারে হ্রাস করার কোন অভিপ্রায় ব্যবস্থাপকদের নাই।
সুদুর ভবিষ্যতে অপারেশন অব্যাহত রাখারমত আমাদের কোম্পানীর রয়েছে পর্যাপ্ত সম্পদ। তাই আমাদের পরিচালকগণ একমত যে কোম্পানী চলমান নীতি অনুযায়ী চলছে এবং আর্থিক প্রতিবদেন প্রস্তুতে চলমান নীতি অনুসরন করছে।

Other concern

It is regrettable that a dispute has been arosen between Rupayan Housing Estate Limited and the Company. The Rupayan Housing Estate Limited agreed to sale an office space of 21,507 sft (11th Floor) and 6 car parking spaces (4 in Basement-1 and 2 in Basement -2) at the Rupayan Trade Centre (a 18 storey building) at Bangla Motor area for Tk. 17,94,07,400.00 (Taka Seventeen Crores Ninety Four Lakhs Seven Thousands Four Hundreds Only). The agreement for sale was duly registered by Registered Deed No. 4169 on 12th May 2010 and the Company paid BDT 12.5 Crore to Rupayan at the time of registration. Subsequently, Rupayan sold the same property to a third party for at a higher price i.e. BDT 20 crores 33 lakhs 13 thousands and 7 hundreds. After knowing that PCML's authority filed a case in the District and Session Judge Court against Rupayan and applied for imposing restriction on transfer of the said property to any other third party except the plaintiff, case no.-61/2010. The District and Session Judge Court on 13.07.2014 gave decree in favour of PCML after hearing of the case. Afterwards that Rupayan did appeal but it also went against them. Denying the Court verdict Rupayan gave Subkobla Registry in favour of the said third party only at a price of Tk. 5 crore, Sales deed no.-4312/15 dated 30.06.2015. Drawing attention to this regard PCML did appeal to Durnity Domon Commission (DUDOK)

Significant deviation from the last year's operating results and the reasons behind deviations

The detail about significant deviation from the last year's operating results and the reasons behind deviations are discussed in "the Management Discursion & Analysis" on page no 111 in this annual report.

Comparative 5 years' operating, financial data and performance indicator:

Summary of five years' operating, financial data and performance indicator are presented in page no 20 of this Annual Report.

Reserve and Surplus

Consolidated Retained earnings of the Company in FY-2018 stood at BDT 2,540.74 million against BDT 2,300.30 million in FY-2017. Revaluation reserve stood at BDT 510.76 million as on the year-end 2018 against BDT 521.05 as on the corresponding previous period.

অন্যান্য উদ্ধেগ

ইহা দু:খের বিষয় যে, রুপায়ন হাউজিং এস্টেট লিমিটেড এবং কোম্পানীর মধ্যে একটি আইনগত বিরোধ সৃষ্টি হয়েছে। ১৭,৯৪,০৭,৪০০.০০ (সতেরো কোটি চুরানব্বই লাখ সাত হাজার চারশত টাকা) এর মূল্যে বাংলামটর এলাকায় রুপায়ন ট্রেড সেন্টারে ২১,৫০৭ বর্গফুট (১২ম তলা) আয়তনের অফিস স্পেস এবং ৬টি গাড়ি পার্কিং স্থান বিক্রয় করতে রুপায়ন হাউজিং এস্টেট লিমিটেড চুক্তি স্বাক্ষরিত হয়। বিক্রয় চুক্তিটি ১২ মে ২০১০ ইং তারিখ রেজিস্ট্রিকৃত দলিল নং: ৪১৬৯ মূলে যথাযথভাবে রেজিস্ট্রিকৃত । পরবর্তীতে এর থেকে উচ্চ মূল্যে অর্থাৎ ২০ কোটি ৩৩ লাখ ১৩ হাজার ৭ শত টাকায় রুপায়ন একই সম্পত্তি তৃতীয় পক্ষের কাছে বিক্রি করে। ইহা জানার পর রুপায়নের বিপক্ষে প্রিমিয়ার সিমেন্ট কর্তৃপক্ষ জেলা এবং দায়রা জজ আদালতে একটি মামলা দায়ের করে এবং বাদী ছাড়া অন্য কোন তৃতীয় পক্ষের কাছে উক্ত সম্পত্তি হস্তান্তরের উপর নিষেধাজ্ঞা আরোপের জন্য আবেদন করে, মামলা নং-৬১/২০১০। মামলার শুনানীর পর জেলা এবং দায়রা জজ আদালত ১৩.০৭.২০১৪ ইং তারিখ আমাদের অনুকুলে ফরমান জারি করেন। তারপর রুপায়ন আদালতের আদেশের বিপক্ষে আপিল করে, কিন্তু ইহা তাদের বিপক্ষে যায়। আদালতের রায় উপেক্ষা করে রুপায়ন উক্ত অফিস স্পেস তৃতীয় পক্ষের অনুকুলে মাত্র ৫ কোটি টাকায় বিক্রয় দলিল নং: ৪৩১২/১৫, তারিখ: ৩০.০৬.২০১৫ মূলে সাফ কবলা রেজিস্ট্রি করে দেয়। এই ব্যাপারে প্রতিকারের জন্য দুর্নীতি দমন কমিশন (দুদক) এর কাছে আপিল কর হয়।

গত বছরের কার্য পরিচালনা ফলাফল থেকে তাৎপর্যপূর্ণ বিচ্যুতি এবং বিচ্যুতির পিছনে কারনসমূহ

গত বছরের কার্য পরিচালনা ফলাফল থেকে তাৎপর্যপূর্ণ বিচ্যুতি এবং বিচ্যুতির পিছনে কারনসমূহ সম্পর্কে বিস্তারিত এই বার্ষিক প্রতিবেদনের ১১১ নং পৃষ্ঠায় " ব্যবস্থাপানা আলোচনা এবং বিশ্লেষন" অংশে আলোচিত হয়েছে।

তুলনামূলক ৫ বছরের কার্য পরিচালনা, অর্থনৈতিক উপাত্ত এবং কার্যক্ষমতা সূচক:

৫ বছরের কার্য পরিচালনা, অর্থনৈতিক ডাটা এবং কার্যক্ষমতা সূচকের সারাংশ এই বার্ষিক প্রতিবেদনের পৃষ্ঠা নং ২০ এর মধ্যে উপস্থাপন করা হয়েছে।

সঞ্চিতি এবং উদ্বৃত্ত

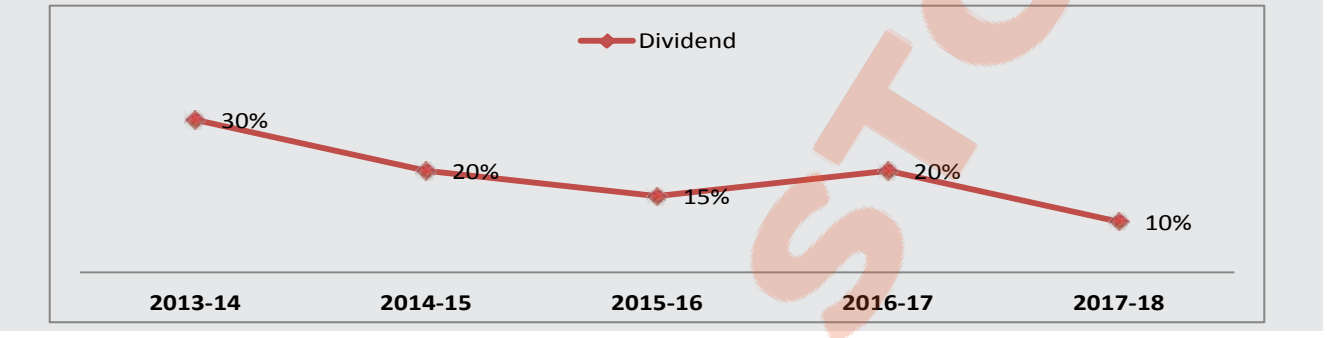
২০১৭ অর্থ বছরে কোম্পানীর একত্রীভূত অর্জিত আয় ২,৩০০.৩০ মিলিয়ন টাকার বিপরীতে ২০১৮ অর্থ বছরে কোম্পানীর একত্রীভূত অর্জিত আয় দাড়িঁয়েছে ২,৫৪০.৭৪ মিলিয়ন। পুন:মূল্যায়ন রিজার্ভ ২০১৭ সালে ছিল ৫২১.০৫ মিলিয়ন টাকা যা ২০১৮ সালের শেষে ৫১০.৭৬ মিলিয়নে আসে দাঁড়িয়েছেন।

Dividend

For the year ending on June 30, 2018, the Company earned BDT 442.18 million as consolidated net profit after tax. The Board of Directors in its meeting dated 27th October 2018 recommended 10% cash dividend. i.e. Tk. 1.00 against Tk. 10.00 per share for the FY-2018. The following table would help you to comprehend our dividend payment history:

লভ্যাংশ

৩০ জুন, ২০১৮ সমাপ্ত বছরে কর প্রদানের পর একত্রীভূত নীট মুনাফা হিসেবে কোম্পানী ৪৪২.১৮ মিলিয়ন টাকা আয় করেছে। পরিচালনা পর্ষদ এর ২৭ অক্টোবর ২০১৮ ইং তারিখের সভায় ১০% নগদ লভ্যাংশ সুপারিশ করে, অর্থাৎ: ২০১৮ অর্থ বছরের জন্য শেয়ার প্রতি ১০.০০ টাকার বিপরীতে ১.০০ টাকা। আমাদের লভ্যাংশ প্রদান ইতিহাস বুঝতে নিম্নলিখিত টেবিল আপনাদেরকে সাহায্য করবে:



The number of Board meetings during the FY-2018 and the attendance of the Directors:

During the FY-2018, a total of 6 (Six) meetings of the board were held. Attendance by the Directors has been summarized in corporate governance report of this annual report page no 99-100.

২০১৮ অর্থ বছরের সময়কালে বোর্ড সভার সংখ্যা এবং পরিচালকগনের উপস্থিতি:

২০১৮ অর্থ বছরের সময়কালে বোর্ডের মোট ৬ (ছয়)টি সভা অনুষ্ঠিত হয়। পরিচালকগনের উপস্থিতি এই বার্ষিক প্রতিবেদন পৃষ্ঠা নং ৯৯-১০০ এর কর্পোরেট পরিচালনা প্রতিবেদনে সারসংক্ষেপ করা হয়েছে।

Pattern of shareholding:

The pattern of shareholding (along with name wise details) of parent/subsidiary/associate companies and other related parties, Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Auditor and their spouse and minor children, executives, shareholders holding 10% or more voting interest in the Company as at 30 June 2018 are duly stated in the following report.

শেয়ারগ্রহণের ধরন:

মূল/সহায়ক/সহযোগী কোম্পানীসমূহের শেয়ার গ্রহণের ধরনে এবং অন্যান্য সংশ্লিষ্ট পক্ষ, পরিচালক, প্রধান নির্বাহী কর্মকর্তা, কোম্পানী সেক্রেটারী, প্রধান অর্থনৈতিক কর্মকর্তা, প্রধান আভ্যন্তরীণ অডিটর এবং তাদের স্বামী/স্ত্রী এবং নাবালক শিশু, নির্বাহী, শেয়ারগ্রহীতাগণ ৩০ জুন ২০১৮ ইং তারিখে কোম্পানীতে যে ১০% কিংবা আরো বেশী ভোটের স্বার্থ গ্রহণ করেছেন তা নিম্নের প্রতিবেদনে যথাযথভাবে বর্ণিত হয়েছে।

Chairman/Managing Director/Director/CFO/CS/HoIA their spouses and minor children (name wise details) and other related parties:

Particulars	Position	Nos. of Shareholding	%	Spouse or Minor Children	%
Mr. Mohammad Mustafa Haider	Chairman	20,837,300	19.76	Nil	Nil
Mr. Mohammed AmirulHaque	MD	11,599,500	11.00	Nil	Nil
Mr. Md. Jahangir Alam	Director	10,425,313	9.88	Nil	Nil
Mr. MD. AlamgirKabir	Director	4,416,562	4.19	Nil	Nil
Mr. Mohammed Ershadul Hoque	Nominated Director	Nil	Nill	Nil	Nil
Mr. M. Mahfuzur Rahman	Independent Director	Nil	Nil	Nil	Nil
Mr. Tariq Ahmed	Independent Director	Nil	Nil	Nil	Nil
Mr. Md. Shafiqul Islam Talukder	CFO	Nil	Nil	Nil	Nil
Kazi Md. Shafiqur Rahman	CS	200	0.0002	Nil	Nil
Mr. Md. Masuk Chowdhury	HoIA	Nil	Nil	Nil	Nil
Parent or Subsidiary or Associated Companies and related other party.	Nil	Nil	Nil	Nil	Nil

Shareholders holding ten percent (10%) or more voting interest in the Company (name wise details) other than Chairman/ Managing Director/ Director/ CFO/ CS/ HoIA

Particulars	Position	Nos. of shareholding	%	Spouse or Minor Children	%
Mr. Hasnat MD. Abu Obida	Sponsor Shareholder	18,332,500	17.39	Nil	Nil
Executives (Top five Salaried person other than CEO, CFO, CS, HoIA)		Nil	Nil	Nil	Nil

On the other hand the Company (PCML) hold 96% stake in the shares Premier Power Generation Limited (Subsidiary) and 40% stake in the shares of National Cement Mills Limited (NCML) as on the balance sheet date.

Directors Profile:

A brief profile of all directors is provided in the section "**Directors profile"** of this report on page no 40-45.

পরিচালকগনের প্রোফাইল:

এই প্রতিবেদনের পৃষ্ঠা নং ৪০-৪৫ এর মধ্যে " পরিচালকগনের প্রোফাইল" অংশে সকল পরিচালকগনের একটি সংক্ষিপ্ত প্রোফাইল প্রদান করা হয়েছে।

CSR Activities:

Since we are conducting our business in a society, we confess that we have some responsibilities towards our society and its welfare. Apart from doing business and making profit, we also engage ourselves for the welfare of the society in which we are operating our business. We carry out regular analysis to find out the most effective way of rendering service to people and to accelerate society's welfare. After a comprehensive analysis, we finally choose a way to execute our responsibility towards the society. Because of our CSR program not only the people of our society are being benefited but we are being benefitted as well. It helps us to enhance our corporate image in the society. A summary of

সিএসআর কার্যক্রম:

যেহেতু একটি সমাজে আমরা আমাদের ব্যবসা পরিচালনা করছি, আমরা স্বীকার করছি যে, আমাদের সমাজের এবং এর কল্যানের প্রতি আমাদের কিছু দায়-দায়িত্ব আছে। ব্যবসা করা এবং মুনাফা অর্জন ছাড়াও, যে সমাজে আমরা আমাদের ব্যবসা পরিচালনা করছি এর সমাজের কল্যানের জন্যও নিজেদের কে আমরা যুক্ত করেছি। জনগণকে সেবা প্রদানের জন্য সবচেয়ে কার্যকর উপায় খুঁজে বের করার জন্য আমরা নিয়মিত বিশ্লেষণ বাস্তবায়ন করি এবং সমাজের কল্যান সাধনের জন্য আমাদের সার্ভিস অর্থাৎ সেবা প্রদান করছি। একটি ব্যাপাক বিশ্লেষণের পর, সমাজের প্রতি আমাদের দায়-দায়িত্ব নির্বাহ করার জন্য আমরা শেষ পর্যন্ত একটি পথ বেছে নিয়েছি। আমাদের সিএসআর কর্মসূচীর জন্য কেবলমাত্র আমাদের সমাজের লোকজনই লাভবান হচ্ছেন না, আমরাও লাভবান হচ্ছি। ইহা সমাজে আমাদের কর্পোরেট ভাবমূর্তিকে বৃদ্ধিতে



sustainable development initiatives and CSR initiatives of the Company during the years is discussed in Sustainable Development Report on page 76-84 in this annual report.

Corporate Governance

To ensure the spirit of the corporate governance with accountability, for inspiring confidence of investors, regulators, financers and other stakeholders, Premier Cement Mills Limited is committed to comply with all the requirements of corporate governance as required by Bangladesh Securities and Exchange Commission (BSEC). Details about the initiatives is discussed in Corporate Governance Report under Annexure-I

Status of Compliance

Status of compliance with the conditions imposed by the Bangladesh Securities and Exchange Commissions Notification No. BSEC/CMMRRCD/2006-158/207/Admin/80 dated on 3rd June 2018 has been enclosed in Annexure-IX

On behalf of PCML

Mohammed Amirul Haque
Managing Director

Place: Dhaka
Date: 27th October 2018

সহায়তা করছে। এই সময়কালে কোম্পানীর টেকসই উন্নয়ন উদ্যোগ এবং সিএসআর উদ্যোগের একটি সারাংশ এই বার্ষিক প্রতিবেদনের টেকসই উন্নয়ন প্রতিবেদন পৃষ্ঠা ৭৬-৮৪ এ আলোচনা করা হয়েছে।

কর্পোরেট পরিচালনা:

বিনিয়োগকারী, নিয়ন্ত্রণকারী, অর্থায়নকারীগণের উৎসাহমূলক আত্মবিশ্বাসের জন্য জবাবদিহীতা সহ কর্পোরেট পরিচালনার চালিকাশক্তি নিশ্চিত করতে, বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন (বিএসইসি) এর শর্ত অনুসারে কর্পোরেট পরিচালনার সকল করনীয়তা মেনে চলতে প্রিমিয়ার সিমেন্ট মিলস লিমিটেড অঙ্গীকারাবদ্ধ। উদ্যোগ সম্পর্কে বিস্তারিত সংযোজনী-১ এর অধীনে কর্পোরেট পরিচালনা প্রতিবেদনে আলোচনা করা হয়েছে।

পরিপালন অবস্থা

বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন প্রজ্ঞাপন নং: বিএসইসি/সিএমএমআরআরসিডি/২০০৬-১৫৮/২০৭/প্রশা?৮০, তারিখ: ৩ জুন ২০১৮ কর্তৃক আরোপিত শর্তাবলীর সাথে সম্মতি অবস্থা সংযোজনী-০৯ এর মধ্যে সংযুক্ত করা হয়েছে।

পিসিএমএল এর পক্ষে

মোহাম্মদ আমিরুল হক
ব্যবস্থাপনা পরিচালক

স্থান: ঢাকা
তারিখ: ২৭ অক্টোবর ২০১৮

Annexure- I

PCML's Statement of Corporate Governance

Corporate governance is a mechanism, practices and processes by which companies are directed and controlled. Corporate governance essentially involves balancing the interest of company's many stakeholders such as management, Shareholders, Customers, Suppliers, Government and Community. The principal characteristics of corporate governance are transparency, independence, accountability, responsibility, fairness, and social responsibility.



A good governance process provides transparency of corporate policies, strategies and the decision making process. This further strengthens internal control systems and helps in building relationships with all stakeholders. We believe in transparency and commit ourselves to adhere to good corporate governance practices at all times. We believe that good governance generates goodwill among business partners, customers and investors and helps the company grow.

Board of Directors

The Company's business is managed under the direction of the Board of Directors. The Board delegates to the Managing Director, and through that individual to other senior management, the authority and responsibility for managing the Company's business. Directors are elected or appointed by the shareholders. The role of the Board of Directors is to oversee the management and governance of the company. It is responsible for the operation of the company and works for the best interest of its shareholders and is accountable to the shareholders.

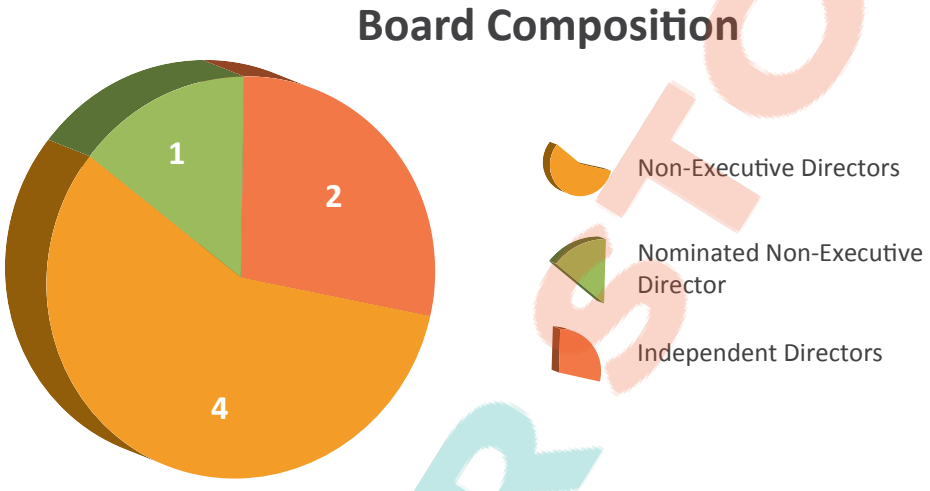
Structure of the Board

The Board of Directors of the Company consists of 7 (seven) Directors, namely Mr. Mohammad Mustafa Haider, Mr. Mohammed Amirul Haque, Mr. Md. Jahangir Alam, Mr. Md. Alamgir Kabir, Mr. Mohammed Ershadul Hoque,

Mr. M. Mahfuzur Rahman and Mr. Tariq Ahmed. Among them, Mr. M. Mahfuzur Rahman and Mr. Tariq Ahmed were co-opted as independent Directors for three years tenure.

Retirement of Directors by rotation

As per Company Act 1994 and Article 140, 141, 142 & 143 of the Articles of Association of the Company, one third of the Directors retires by rotation in every ordinary general meeting. Accordingly, the retiring Directors are Mr. Mohammad



Mustafa Haider and Mr. Md. Alamgir Kabir, being eligible, they offered themself to be re-elected as Directors of the Company. The Board of Directors recommends the retiring Directors to be re-elected.

Independent Director (ID)

Mr. M. Mahfuzur Rahman was co-opted as Independent Directors (ID) in the Board of Directors' meeting dated 10 November 2016 in place of the Company's former ID, Mr. Rafiq Ahmad, FCMA which was duly approved in the 14th Annual General Meeting.

Mr. Tariq Ahmed has been co-opted as ID of Premier Cement Mills Limited in place of the Company's former ID, Mr. Mahbubul Alam who has resigned from his post for personal reasons. The appointment of the new ID namely Mr. Tariq Ahmed was duly confirmed and approved by the shareholders in the 12th Annual General Meeting dated 27th December 2014.

As per Corporate Governance Guidelines issued by Bangladesh Securities and Exchange Commission, an ID is not eligible to hold his/her post for more than three years. Accordingly Mr. Tariq Ahmed-Independent Directors has completed his tenure of holding his posts and also re-appointed by the shareholders in the 14th Annual General Meeting for another three-year term.

Qualification of Independent Directors (ID)

Mr. M. Mahfuzur Rahman, one of the Independent Directors-ID, is the Chairman of the Audit Committee, possessing more than three decades of vast business experience. Mr. Tariq Ahmed, the other independent director took Master Degree from the University of Dhaka. Both of them also possess significant experience in finance and accounting. All the Independent Directors are 'financially literate' as defined by the revised corporate governance Codes. The qualifications of the ID are addressed in detail in their brief profile on Page No 45 in this Annual Report

Board of Director's Meeting

The Board of Directors holds meeting on a regular basis. At each meeting, management provides information, references and detailed working papers for each item of agenda to all the Directors well ahead of time fixed for the BOD meeting for consideration. The Chairman of the BOD allocates sufficient time for the Directors to consider each item of interest of the

agenda and allow them to discuss, inquire and express opinions freely on the items of interest so that they can fulfill their duties to the best of their abilities. Directors who cannot attend the meeting are granted leave of absence by the board. During the year 2017-2018, 6 (Six) board meetings were held & the attendance records are as follows:

Name of directors	Designation	Dated of Meeting						Meeting attended /held
		Aug 27, 2017	Nov 12, 2017	Jan 28, 2018	Mar 08, 2018	April 29, 2018	May 05, 2018	
Mr. Mohammad Mustafa Haider	Chairman	√	√	√	√	√	√	6/6
Mr. Mohammed Amirul Haque	MD	√	√	√	√	√	√	6/6
Mr. Md. Jahangir Alam	Director	√	-	-	√	-	√	3/6
Mr. Md. Alamgir kabir	Director	√	-	-	√	-	√	3/6
Mr. Mohammed Ershadul Hoque	Director	-	√	-	-	√	√	3/6
Mr. M. Mahfuzur Rahman	Independent Director	-	√	√	√	-	√	4/6
Mr. Tariq Ahmed	Independent Director	√	-	-	-	-	-	1/6
Mr. Md. Shafiqul Islam Talukder	CFO	√	√	√	√	√	√	6/6
Kazi Md. Shafiqur Rahman	CS	√	√	√	√	√	√	6/6
Mr. Md. Masuk Chowdhury	HIAC	√	√	√	√	√	√	6/6

Chairman of the Board and Chief Executive Officer

The positions of the Chairman of the Board and the Chief Executive Officer of Premier Cement Mills Limited were filled by two different individuals. The Chairman was elected from among the non-executive directors of the company. The Managing Director & Chief Executive Officer (CEO) was also appointed from the board. The Board of Directors has clearly defined respective roles and responsibilities of the Chairman and Managing Director & the Chief Executive Officer as per Articles of Association of the Company.

Chief Financial Officer (CFO)

Mr. MD Shafiqul Islam Talukder, FCMA is the Chief Financial Officer (CFO) of Premier Cement Mills Limited. He is a fellow member of the Institute of Cost and management Accountants of Bangladesh. He is responsible for accounts and finance activities of the Company. The Board of Directors clearly defined respective roles, responsibilities and duties of the CFO.

Head of Internal Audit & Compliance (HIAC)

Mr. Md. Masuk Chowdhury is the Head of Internal Audit & Compliance of Premier Cement Mills Ltd. and has been appointed by the Board of Directors of the Company. He is responsible for internal control and compliance of the Company. The Board of Directors clearly defined respective roles, responsibilities and duties of the Head of Internal Audit.

Company Secretary (CS)

Mr. Kazi Md. Shafiqur Rahman is the Company Secretary of Premier Cement Mills Ltd. and has been appointed by the Board of Directors of the Company. The Board of Directors clearly defines respective roles, responsibilities and duties of the Company Secretary in compliance with the Corporate Governance Codes of the Bangladesh Security and Exchange Commission (BSEC).

Audit Committee

In pursuance with Corporate Governance code of Bangladesh Securities & Exchange Commission (BSEC), the Board has constituted an Audit Committee as a sub-committee of the Board for the Company. The Committee includes two Independent Directors and one Non-executive Director. All the members of the Committee are financially literate and have extensive experience of audit. Mr. M. Mahfuzur Rahman was duly appointed by the Board as the chairman of the Committee. The duties of Audit Committee and their report on true and fairness of the Financial Statements are set out in Annexure-II .

The number of the Audit Committee meeting held and attendance of each member during the year 2017-2018 are as follows:

Name of Member	Position	Date of meeting				Meeting attended /held
		Aug 27, 2017	Nov 12, 2017	Jan 25, 2018	April 26, 2018	
Mr. M. Mahfuzur Rahman	Chairman	√	√	√	√	4/4
Mr. Tariq Ahmed	Member	√	√	√	√	4/4
Md. Jahangir Alam (Retired)	Member	√	√	√		3/4
Mr. Mohammed Ershadul Hoque	Member	-	-	-	√	1/4

Role of Audit Committee

Role of audit committee of PCML includes the following:

- Oversee the financial reporting process
- Monitor choice of accounting policies and principles
- Monitor Internal Audit and Compliance process
- Monitor internal control Risk Management process
- Oversee hiring and performance of external auditors
- Hold meeting with the external auditors for review of the annual financial statements submission to the board for approval
- Review along with the management, the annual financial statement before submission to the board for approval
- Review along with the management, the quarterly and half yearly financial statement before submission to the board for approval
- Review the adequacy of internal audit function
- Review the Management's Discussion and Analysis before disclosing in the Annual Report
- Review statement of significant related party transactions submitted by management
- Review Management Letters/Letter of internal control weakness issued by statutory auditors
- Appointment, removal and fixing the terms of reference of internal auditor

Nomination and Remuneration Committee

In pursuance with Corporate Governance code of Bangladesh Securities & Exchange Commission (BSEC), the Board has constituted a Nomination and Remuneration Committee for the Company. The Committee includes two Independent Directors, Three Non-Executive Director and two advisors. No members of the committee shell receive any remuneration for any advisory or consultancy role or otherwise, other than Directors fees or honorarium for the Company. Mr. M. Mahfuzur Rahman was duly appointed by the Board as the chairman of the Committee.

Name	Statues with the .	
	Committee	**Board**
Mr. M. Mahfuzur Rahman	Chairman	Independent Director
Mr. Tariq Ahmed	Member	Independent Director
Mr. Mohammed Amirul Haque	Member	Director
Mr. Mohammad Mustafa Haider	Member	Director
Mr. Mohammed Ershadul Hoque	Member	Director
Mr. Abul Kalam	Advisor	Shareholder
Mr.Md. Shafiqul Islam Talukder, FCMA	Advisor	Chief Financial office
Kazi Md. Shafiqur Rahman	Secretary	Company Secretary

Role of the Nomination and Remuneration Committee

- Consideration for the nomination of Directors to the Board
  1. A person to be nominated/elected as Director of the Board must hold minimum Number of shares of the Company i.e. 2% of paid-up capital as per Bangladesh Security Exchange Commission.
  2. He must be a Business leader who has sound knowledge about the business.
  3. He must not be convicted for a criminal offence involving moral turpitude?
  4. He must not be a minor
  5. He has not been convicted as a person of unsound mind by any competent court.
  6. A person is disqualified to be nominated as Directors who has applied to be adjudicated as an insolvent and his application is pending.
  7. All rule and regulations regarding qualification of directors published by regulatory bodies are taken into consideration.
- The members of the BoD who are directly involved in overall business operation of the company, are paid a certain amount of remuneration on a monthly basis. None of the Non-executive BoDs including independent directors are paid any remuneration or benefits from the Company other than BoD meeting attendance fee.
- Set the range of remuneration of Directors and top level executives
- Set the minimum level of educational qualification of Directors and executives
- Set the minimum level of experience, age, consideration nationality, gender to be a director and executives
- Set the appointment criteria of Directors and top level executives
- Formulating the criteria for evaluation of performance of Independent Directors and the Board
- Developing, recommending and reviewing annually the company's resources and training policies.
- Set the selection, transfer or replacement and promotion criteria of employees of the company.

Meeting of the Nomination and Remuneration Committee

The number of the NRC meeting held and attendance of each member during the year 2017-2018 are as follows:

Name of Member	Position	Date of meeting			Meeting attended /held
		July 30, 2017	Jan 06, 2018	June 30, 2018	
Mr. M. Mahfuzur Rahman	Chairman	√	√	√	3/3
Mr. Tariq Ahmed	Member	√	-	√	2/3
Mr. Mohammed Amirul Haque	Member	√	√	√	3/3
Mr. Mohammad Mustafa Haider	Member	√	-	√	2/3
Mr. Mohammed Ershadul Hoque	Member	-	-	√	1/3
Mr. Abul Kalam	Advisor	√	√	-	2/3
Mr.Md. Shafiqul Islam Talukder, FCMA	Advisor	√	√	√	3/3
Kazi Md. Shafiqur Rahman	Secretary	√	√	√	3/3

External/Statutory Auditors

Syful Shamsul Alam & Co. Chartered Accountants was the External/Statutory Auditor of the Company for the year 2017-2018. They carry out systematic examination of books and records of the company and ascertain, verify and report upon the facts regarding the financial operation and the results of the company. To comply with the corporate governance properly, the Company did not engage its statutory auditors to perform the following services-

- Appraisal or valuation services or fairness opinions.
- Financial information systems design and implementation.
- Book-keeping or other services related to the accounting records or financial statements.
- Broker-dealer services.
- Actuarial services.
- Internal audit services.
- Any other service that the Audit Committee determines
- 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.

The shareholders re-appointed statutory auditors and fixed their remuneration in the 15th Annual General Meeting.

Subsidiary Company

Premier Cement Mills Limited has one subsidiary company namely Premier Power Generation (PPGL) and in compliance with the Corporate Governance Code of the BSEC, the Company complied with the following rules& regulations:

- The Conditions relating to composition of the board of Directors including Independent Director is fulfilled.
- Independent Director of the Company is also a director in subsidiary Company
- The affairs of the subsidiary companies have been reviewed in the Board meeting of the Company.
- Minutes of the Board meeting of subsidiary company have been placed for review in the board meeting of the Company.
- Financial Statements of the subsidiary Company have been reviewed by the audit committee of the company.

Roles and Responsibilities of the Board of Directors

The Board is responsible for the periodic review and approval of the overall strategies, business and significant policies of the Company. The Board also sets the company's core values, adopts proper standards to ensure that the Company operates with integrity and complies with the relevant rules and regulations. The Board's responsibilities are…….

- Reviewing and approving the strategies and business plans for the Company
- Reviewing and approving the un-audited quarterly financial Report
- Reviewing the adequacy and integrity of the Company's internal control systems
- Overseeing the conduct and performance of the Company
- Reviewing succession planning and talent management plans for the Company and approving the appointment and compensation of senior management staff
- Approving changes in the corporate organization structure
- Approving policies relating to corporate branding, public relations, investor relations and shareholder communication program.

The Board duly complies with the guidelines issued by BSEC and Company Act 1994 regarding the responsibility and accountability of the Board, its Chairman and Managing Director.

Responsibilities of the Chairman

The Chairman of the Board shall be responsible for the management, development and effective performance of the Board of Directors and provides leadership to the Board for all aspects of the Board's functions. The Chairman is responsible for the leadership of the Board. In particular, s/he will:

- Ensure that Board Committees are properly structured and all corporate governance matters are fully addressed;
- Ensure an effective relationship among Directors, act as the principal conduct for communication and issues relating to business strategy, planned acquisitions and corporate governance;
- Support the CEO & Managing Director in strategy formulation and, more broadly, provide support and give advice;

- Ensure that all Board Committees are properly established, composed and operated;
- Set the agenda, style and tone of Board discussions to promote constructive debate and effective decision making;
- Ensure effective communication with shareholders, host governments and other relevant constituencies and ensure that the views of these groups are understood by the Board;
- Ensure effective operations of the Board and its committees in conformance with the highest standards of corporate governance;

Role of the Company Secretary

The Company Secretary acts as a mediator between the Company, its Board of Directors, stakeholders, the government and regulatory authorities. He has expertise in corporate laws, capital markets, security laws and corporate governance. He also advises the Board of Directors on the kind of practices to be adopted in upholding high levels of corporate governance.

The Company Secretary ensures that the best management practices and work ethics are embraced to create value for the Company. He represents the Company among internal and external stakeholders, co-ordinates the policies of the Company, fulfills the management function and provides guidance on strategic decisions for the improvement and growth of the Company.

In compliance with the Corporate Governance Guidelines, the Company Secretary has a defined role and responsibilities approved by the Board. The brief roles and responsibilities of the Company Secretary are....

- Maintaining linkage between the Board, Management, Shareholders and other Shareholders on matters of corporate interests in a transparent way
- Compliance of the Acts, rules, regulations, notifications, guidelines, orders/directives etc. as issued by BSEC, DSE, CSE.
- Ensuring that appropriate Board procedures are followed as per given guidelines and best practices and advises the Board on matters as such.
- Driving policy compliance awareness among the Company employees
- Performing the duties as per power of Attorney and Board level stakeholder's management facilitating Legal and external affairs function especially for company secretarial matters
- Disclosure of the Company's price sensitive information and other capital market related issues

Code of Ethics and its compliance

Very few things are as effective as good governance and integrity in our daily operations to earn trust, manage risks, foster sustainable growth and build a resilient business. Mutual co-operation for bringing honesty and integrity in every sphere of operations is at the heart of our approach. We aim to tackle challenging issues head on, make our communications and processes simple, hold everyone accountable and empower all our employees to do what's right. Our Code of Business Conduct as well as our internal ethics resource center and tailored training, helps employees make ethical decisions. We do belief that continuous supervision in every business practice is the key to sustain in a leadership role. Therefore, our Company is directed, administered and complied with the set of laws, policies and procedures exerted in Bangladesh Securities & Exchange Commission's (BSEC) Notification No. BSEC/CMMRRCD/2006-158/207/Admin/80 dated on 3rd June 2018, Company ACT 1994 and Listing Regulations 2015 of Dhaka Stock Exchange and Chittagong Stock Exchange.

Communication to Shareholders and other Stakeholders

The Company encourages communicating with the Shareholders throughout the year and welcomes their participation in the annual general meeting. In the annual general meeting the management of the Company receives their valuable opinion and tries to implement it if it is in the best interest of the company.

- Policy on Communication with Shareholders and other Stakeholders: The Share department of the Company plays an instrumental role to make effective communication with its Shareholders and other Stakeholders. Shareholders and other Stakeholders of the Company may contact to this Department during office hour for any sort of information and queries. Furthermore, PCML provides updated information in its website from time to time for the shareholders and other stakeholders of the Company.
- Policy on Ensuring Participation of Shareholders at AGM: To ensure effective and efficient participation of shareholders in AGM, PCML publishes notice of AGM in daily newspapers with necessary details within reasonable time-frame. The arrangement of the AGM normally takes place in a reputed place and at a convenient time. Annual

Report is circulated as per the provision of Companies Act 1994. So shareholders get sufficient time to go through the report and freely provide their valuable comments and suggestions in the AGM.

Company's corporate website

The Company's website ***premiercement.com*** displays, the Annual Reports, half yearly reports, and quarterly reports and all disclosures required by the Bangladesh Securities and Exchange Commission, Listing Regulations of the Dhaka Stock Exchange Limited and the Chittagong Stock Exchange Limited in the form of Price Sensitive Information (PSI) are made adequately and promptly.

Conclusion

Premier Cement Mills Ltd. ensured highest standards in corporate good governance and strict adherence to the requirements of ethical code of conduct, through close monitoring. Through the code of ethics all levels of staff have been educated and encouraged to report to whistle blowing, when they suspect wrong doings by other employees.

AMAR STOCK

Annexure- II

Audit Committee Report

Dear shareholders,

After successful completion of FY 2017-18, as a chairman of the Audit Committee, I am delighted to place its report for the year ended 30 June, 2018 in front of you all. There was four Audit Committee meeting during the year and External Auditors' reports, year-end results, key areas of judgment and complexity; critical accounting policies, provisions and any changes required in these areas or policies were reviewed by the Audit Committee. In addition, the interim results announcement including the interim financial statements and the Company's interim management results were also reviewed by the Audit Committee. It is declared by the Audit Committee that the internal control system including internal audits, financial and operational controls, timely and appropriate accounting systems, recording of purchase and sales, receipts and payments, assets and liabilities and the reporting structures are adequate and effective. The Audit Committee has overseen the interim results and it also has reviewed the point(s) raised by external auditors in their management letter and the responses of the management thereto.

Report of the Committee during the year:

The Committee considered significant issues and judgments in respect of the 2017-18 financial statements and auditing procedures were as follows:

- Compliance of IAS and the disclosure of its financial information under IFRS have been maintained and the interim financial statements are prudent and credible.
- The recurrent related party transactions entered into by the Company during 2017-18 are observed and verified.
- The scope and extent of internal audit has been checked; and the adequacy of resources to maintain vigilant internal audit process has confirmed and appropriately placed thereto.
- The critical accounting policies, significant judgments and practices used by the Company are in compliance with required laws and regulations and recommended by the Board. The audited financial statements of the Company together with consolidated statements with its subsidiary and associate for the year ended 30 June 2018 represent fair and authentic view of the Company's financials.
- The state of compliance with Corporate Governance and other regulations as per the requirements of Bangladesh Securities And Exchange Commission (BSEC), Dhaka Stock Exchange (DSE) and Chittagong Stock Exchange (CSE) were ensured.

The Audit Committee also recommends regarding the appointment of External Auditors, reviews their expression of Interest and auditing fees. In the year under review, the Committee assessed the ongoing effectiveness as well as quality of the external auditor and the audit process. The Committee also recommended M/s. Syful Shamsul Alam & Co., Chartered Accountants, for appointment as the external auditor of the Company for the year ending on 30 June 2019.

On behalf of the Committee

Mr. M. Mahfuzur Rahman
Chairman of Audit Committee

Annexure- III

Directors Declaration

In pursuance with Corporate Governance code of Bangladesh Securities & Exchange Commission the Directors are declaring following statements in addition to the Directors' report to the best of their knowledge as complied and maintained for the current financial year under review:

- Appropriate accounting policies have been followed in formulating the Financial Statements and Accounting estimates are reasonable and prudent.
- Proper books of accounts as required by law have been maintained.
- The Financial Statements were prepared and presented in accordance with International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS).
- The Financial Statements prepared by the management of the Company present a true and fair view of Company's state of affairs, result of its operations, cash flows and changes in equity.
- The system of internal control is sound in design and has been effectively implemented and monitored.
- The entire business operation is being conducted in accordance with the laws, rules, regulations, agreements, guidelines and standards governing in the country.
- The minority Shareholders have been protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly and have effective mean of redress.
- All the judgments and decisions taken by management are reasonable and prudent.

Sd/-
Mr. Mohammad Mustafa Haider
Chairman

Sd/-
Mr. Mohammed Amirul Haque
Managing Director

Sd/-
Mr. Md. Jahangir Alam
Director

Sd/-
Mr. Md. Alamgir Kabir
Director

Sd/-
Mr. Mohammed Ershadul Hoque
Director

Sd/-
Mr. M. Mahfuzur Rahman
Independent Director

Sd/-
Mr. Tariq Ahmed
Independent Director

Annexure- IV

Certification of MD or CEO and CFO

Date: 27 October 2018
The Board of Directors
Premier Cement Mills Limited
TK Bhaban (12th floor)13, kawran Bazar
Dhaka-1215

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

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

(1) The Financial Statements of Premier Cement Mills 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 2018and 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,

Mohammed Amirul Haque
Chief Executive Officer (CEO)

Md. Shafiqul Islam Talukder, FCMA
Chief Financial Officer

Certificate on Compliance of Corporate Governance Guidelines

Annexure- V

A. K. Mazumdar & Associates
Consultant and Cost Management Accountants
5C Shatabdi Tower, Outer Circular Road, Fakirapool,
Dhaka-1000.Tel: 01919 537 482, mail: connetbd@gmail.com

Report to the Shareholders of Premier Cement Mills Limited on compliance on the Corporate Governance Code

We have examined the compliance status to the Corporate Governance Code by Premier Cement Mills Limited for the year ended on 30 June 2018. This Code relates to the Condition No. 1(5)(xxvii) of Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 3rd June 2018 of the Bangladesh Securities and Exchange Commission.

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

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

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

(a) The Company has complied with the conditions of the Corporate Governance Code as stipulated in the above mentioned Corporate Governance Code issued by the Commission;

(b) The Company has complied with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) as required by this Code;

(c) Proper books and records have been kept by the company as required under the Companies Act, 1994, the securities laws and other relevant laws; and

(d) The Governance of the company is highly satisfactory.

For A. K. Mazumdar & Associates

Place: Dhaka
Dated: The 8th November, 2018

M. Abul Kalam Mazumdar
Cost & Management Accountants

Annexure- VI

Certificate of Bangladesh Association of Publicly Listed Companies



BANGLADESH ASSOCIATION OF PUBLICLY LISTED COMPANIES

Ref. No: CM-2018/206

BAPLC

Date of issue : June 6, 2018

Renewed Certificate

This is to certify that

PREMIER CEMENT MILLS LIMITED

is an Ordinary Member of Bangladesh Association of Publicly Listed Companies *and is entitled to all the rights and privileges appertaining thereto.*

This certificate remains current until 31st December 2018.

BAPLC

Secretary-General
(Acting)

Annexure- VII

Management Discussion and Analysis

Accounting Policies and Estimation for preparation of Financial Statements

Accounting policies and estimation of the Company for preparation of financial statements are disclosed in "notes no. 02 to the consolidated statement of financial position" on page 135-137.

Changes in Accounting policies and estimation.

There are no changes in Accounting policies and estimation during the year under review.

Comparative analysis of financial performance and financial position as well as cash flows.

Business and Financial overview

In spite of having more competition, Premier Cement was able to show consistent performance in its business. It was possible because of enhanced product quality, hard work of the employee for induction of new customers & strengthened customers' relationship. A glance of Consolidated financial operation given bellow:

Revenue

In FY-2018 Consolidated revenue has been BDT 10,049.86 Million, compared to the previous year when it was BDT 9,280.42 Million, resulting in a growth of 8.29% Among the consolidated revenues, BDT 9,393.54 million was from local sales, BDT 494.63 million from export sales and BDT 161.68 from empty bag sales.

Particulars	30 June 2018	30 June 2017 (Restated)	30 June 2017	Growth (%)
Revenue	10,049.86	9,280.42	10,332.89	8.29%
Gross profit	1,516.88	1,575.14	1,698.29	-3.70%
Profit from operation	1,003.95	923,71	1,317.20	8.69%
Profit after income tax	442.18	537.14	855.98	-17.68%
Total non -current assets	6,902.84	5,385.71	7,095.39	28.17%
Total current assets	6,664.33	5,071.10	5,378.03	31.42%
Total assets	13,567.17	10,456.81	12,473.43	29.74%
Total liability	9,019.33	6,139.12	8,181.08	46.92%
Total equity	4,547.84	4,317.69	4,292.34	5.33%

Discussion on Cost of Goods Sold, Gross Profit Margin and Net Profit Margin:

Due to an increase in the price of the raw materials as well as an increase in the production quantity, the cost of Production increased from BDT 8,513.38 Million to BDT 7,698.64 million which is 10.58% more from the last year. The cost of sales has now increased from 7,705.28 to BDT 8,232.98 million. In FY- 2018 COGS stood at 84.91% of revenue whereas it was 83.03% of last year's revenue. The Gross profit stood at BDT 1,516.88 million in FY-2018 compared to BDT 1,575.14 million in FY-2017 which is 15.09% and 16.97% of revenue respectively. Due to the increase in the operational cost in FY-2018, Net Profit Margin has also decreased by 17.68% compared to last year. It stood at BDT 442.18 million in FY-2018 whereas it was BDT 537.14 million in last year i. e. 4.40% and 5.79% of revenue respectively.

Profitability

During the period under review consolidated profit before interest and tax is recorded at BDT 1,003.95 million, which was BDT 923.71 million in the previous year profit before interest and tax increased by 8.69% due to increased interest income, decreased Exchange loss, increased Misc-income, increased income from bag plant, increased income from carrying & increase in rental income from GP. On the other hand in FY-2018 profit after tax decreased by 17.68 % which stood at BDT 442.18 million due to increase in finance cost by 43.20% compared to FY-2017.

Asset Composition

Non-Current assets:

Property, Plant and Equipment:

Property, plant and Equipment have contributed to an additional 1,046.30 Million BDT in 2018 to the gross block of the fixed assets in the following areas:

Particulars	30 June 2018	Proportion of assets	30 June 2017 (Restated)	Proportion of assets	Growth Rate
Non-Current Asset	6,902.84	50.88%	5,385.71	51.05%	28.17%
Current Assets	6,664.33	49.12%	5,071,10	48.50%	32.42%
Total Assets	13,567.17	100%	10,456.81	100%	29.74%

Land & land Development BDT 414.00 million, Factory building BDT 28.11 million, electric installation BDT 11.36 million, plant and machinery BDT 242.91 million, furniture & fixtures BDT 3.25 million, motor vehicles BDT 292.08 million, vessel BDT 6.54 million and others have an worth value of BDT 48.05 million.

Capital working-in-progress:

In FY-2018 the Company invested BDT 829.32 million in heavy equipment which is expected to be commissioned in the coming year. Capital work-in-process also includes new ball mill-VRM, new automobile workshop, new cement silo, new project and new fly ash silo.

Current Asset:

Inventories

Inventories comprising of finished goods BDT 50.98 million, packing materials (p.p & paper Bag) BDT 14.89 million, raw material stock of bag plant BDT 73.79 million, raw material stock of Cement plant BDT 263.49 million and other stock BDT 92.08. The Company has a policy of maintaining adequate inventory of key inputs to ensure uninterrupted operations.

Trade & other receivables

In FY-2018 the trade & other receivables (net of provision for bad and doubtful debts) increased by 13.54% to BDT 2,404.62 million where gross receivables is BDT 2,501.00 million comprised of BDT 2,401.68 million against local sales, BDT 69.39 million against foreign sales, BDT 25.65 million against empty bag sales and BDT 4.27 million against interest receivable on FDR.

Advance, Deposits and Pre-payment

Total Advances, deposits and pre-payments of the Company stood at BDT 2,760.47 million and marked 98.69% growth over 2017 which is 20.35% of total Assets.

Investment in FDR

Investment in FDR with the bank in 2018 became BDT 194.81 million which is 1.44% of the total asset of the Company.

Cash and Bank Balance

Cash and Bank balance include cash in hand for BDT 14.69 million and cash at bank for BDT 62.73 million. The liquid balance of cash and bank commensurate with the smooth functioning of the business.

Equity and Liability

Equity

The total equity stood at BDT 4,547.84 million which is 230.15 million more than that of the pervious, where retained earnings stood at BDT 2,540.74 million which is 55.86% of total equity.

Non-current Liability

In 2018 total Non-current liability decreased by 29.94% due to settlement of long-term bank loan and the company did not make any new loan.

Current Liability

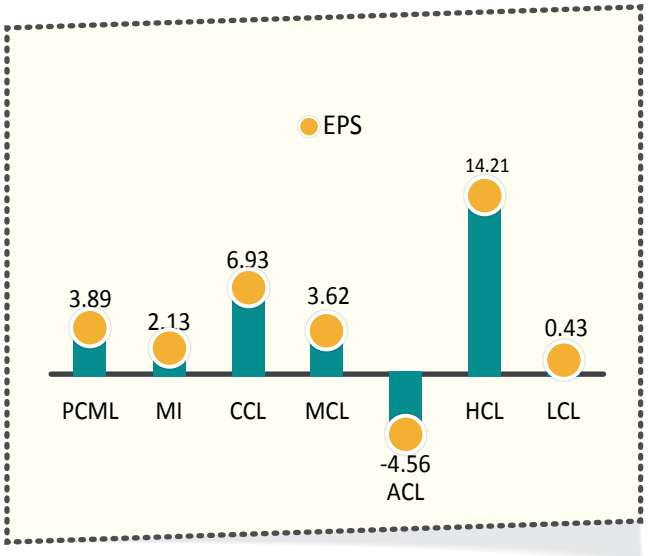
The total current liability increased from BDT 5,223.78 million as on 30 June 2017 to BDT 8,373.28 million as on 30 June 2018 comprising BDT 6,403.87 million - short term bank loan, BDT 389,78 million - provision of taxation, BDT 663.82 million - trade and other payables, BDT 3.24 million - liability for other finance, BDT 374.82 million - current portion of long term loan, BDT 510.00 million-Loan from directors and BDT 27.32 million - contribution to WPPF. Short term bank loan increased due to an increase in the import cost of raw materials and increased quantity of production which directly contributed to increase the amount of current liability in the period under review.

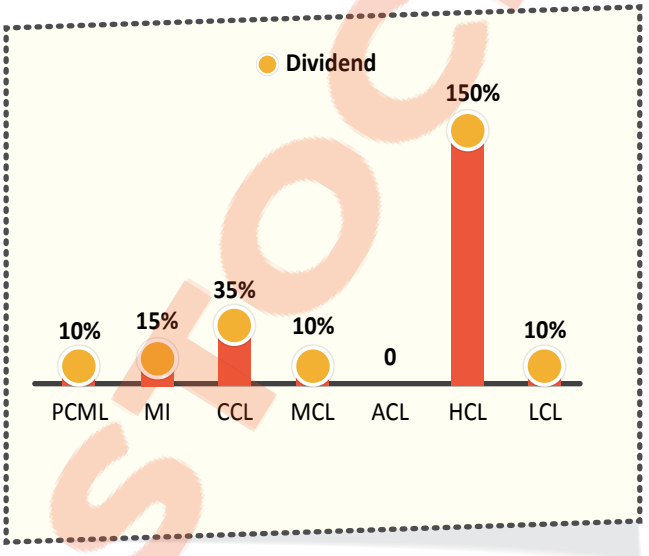
Listed Cement Company in Bangladesh

S.L	Name	Market Category	year of listing on DSE	Year of Listing on CSE	Year end
1	Premier Cement (PCML)	A	2013	2013	June 30th
2	MI Cement (MI)	A	2011	2011	June 30th
3	Heidelberg Cement (HCL)	A	1989	1995	December 31st
4	Confidence Cement (CCL)	A	1995	1995	June 30th
5	Meghna Cement (MCL)	A	1995	1996	June 30th
6	Aramit Cement (ACL)	Z	1998	1998	June 30th
7	Lafarge Surma Cement (LCL)	A	2003	2003	December 31st

Financial scenario of cement industry

Particulars	PCML	MI	CCL	MCL	ACL	HCL	LCL
	For the year ended 30 June 2018				For the year ended 31 December 2017		
Net profit/Loss after tax (In Mio)	**410.25**	**316.30**	**374.24**	**81.45**	**(154.61)**	**803.00**	**504.70**
Market price per share (BDT) 30 June 2018	77.50	81.10	156.50	99.20	22.80	360.60	56.40
No. of shares outstanding (In Mio)	105.45	148.50	53.99	22.50	33.89	56.50	1,163.37
Market capitalization (In Mio)	8,172.38	12,043.35	8,449.44	2,232.00	772.69	20,373.90	65,614.06
NAV per share (BDT)	40.56	47.98	76.00	38.33	6.00	83.18	11.71
NOCF Per Share (BDT)	6.50	1.36	(9.41)	(3.33)	11.26	14.09	0.52
Cash Dividend (BDT) %	**10**	**15**	**15**	**-**	**-**	**150.00**	**10.00**
Stock Dividend (BDT) %	-	-	20	10	-	-	-
Earnings per Share (EPS) (BDT)	**3.89**	**2.13**	**6.93**	**3.62**	**(4.56)**	**14.21**	**0.43**



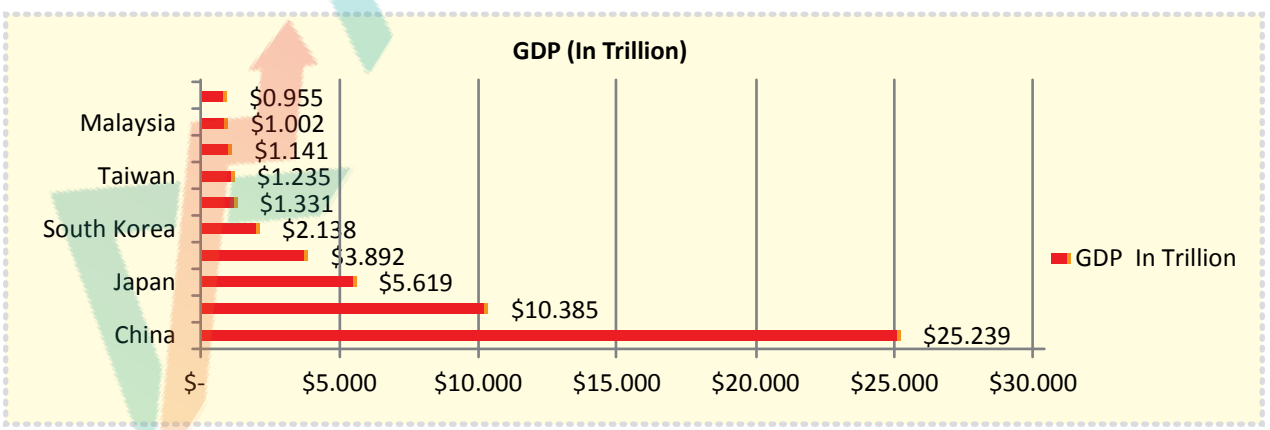


Global Economic Scenario

World economy strengthened in FY-2017 to 3.8 percent, with a notable rebound in global trade. It was driven by an investment recovery in advanced economies, continued strong growth in emerging Asia, a notable upswing in emerging Europe, and signs of recovery in several commodity exporters. Global growth is expected to tick up to 3.9 percent this year and next, supported by strong momentum, favorable market sentiment, accommodative financial conditions, and the domestic and international repercussions of expansionary fiscal policy in the United States. The partial recovery in commodity prices should allow conditions in commodity exporters to gradually improve.

Asia Economic Scenario

The economic outlook for Asia and the Pacific remains strong, and the region continues to be the most dynamic of the global economy. Growth in Asia is forecasted at 5.6 percent in 2018 and 2019, while inflation is projected to be subdued. Described as one of Asia's emerging economies, Chain is also one of the better performing countries in Asia in terms of its GDP growth. In 2018 China GDP stood $ 25.239 trillion which is 9 percent more compare with previous year. India is holding the second position in term of GDP which is increased to $10.385 trillion that is 9.8 percent more than previous year. Japan come to the third position which GDP is $5.619 trillion. According to the economic analyst the main reason to develop the Asian economy is its huge young population. Most of the people in Philippines and India who are started new job have come from young population. On the other hand Japan and China increased their economy by developed technology, although the percentage of old people is more than young people.



Risks and Concerns:

The details of risks and concerns of the Company are discussed in risk management and control Environment on page no 117 in this annual report.

Future Plan:

Considering growing demand of the industry in recent years, the Company has taken massive expansion decision. Owing to this expansion we would be able to increase our production capacity to more than double compare to our existing capacity. Notably after the said expansion of the project, standalone production capacity will be 460 MT/Hour despite having existing capacity of 400 MT/Hour. This extensive expansion of capacity will assist us to reduce cost of production by ensuring better quality of products. The installation of Vertical Roller Mill (VRM) mechanism which is included as a part of expansion project would not be injurious to our environment because of being environment friendly and it would assist to maintain ecological balance as well. Moreover, its' aim is to run production process by saving greater power. The estimated cost of the said expansion project will be Tk. 4,880 million. We have already signed an agreement with FL Smidth A/S, Denmark, in order to increase our production capacity by installing Vertical Roller Mill. Beside local experts we have hired external experts as well in order to ensure skillful and efficient completion of the project. The expansion work is scheduled to be completed within 2018. We believe that the Company will be able to reap numerous benefits immediately after completion of the expansion work. Being an extensive expansion project, it demands huge investment and we deserve unanimous consent and co-operation of all shareholders regarding this issue.

Statement of Projected Comprehensive Income (In BDT Mio-Standalone)

Particulars	2016-17 (actual)	2017-18 (actual)	2018-19	2019-20	2020-21	2021-22	2022-23
Revenue	9,280	10,049	13,640	15,088	16,574	18,098	19,661
Cost of sales	(7,757)	(8,570)	(10,776)	(11,919)	(13,093)	(14,298)	(15,532)
Gross profit	1,522	1,478	2,864	3,168	3,481	3,801	4,129
Other Income/Loss	(150)	12	-	-	-	-	-
Administrative Exp.	(109)	(101)	(175)	(193)	(212)	(232)	(252)
Selling & distribution Exp.	(385)	(418)	(716)	(792)	(870)	(950)	(1,032)
Profit from operation	**877**	**972**	**1,974**	**2,183**	**2,398**	**2,619**	**2,845**
Finance costs	(278)	(398)	(758)	(699)	(653)	(645)	(635)
Contribution to WPPF	(28)	(27)	(58)	(67)	(67)	(67)	(67)
Profit before income tax	570	546	1,157	1,417	1,678	1,906	2,143
Current tax Exp.	(79)	(136)	(289)	(454)	(420)	(476)	(536)
Net profit/(loss) after tax	**490**	**410**	**868**	**1,063**	**1,259**	**1,430**	**1,607**

Share performance

Market price of our share had shown fluctuation throughout the year in between BDT 96.2 and 71.8 and finally settled at BDT 77.50 as on 30 June 2018 which is less by 19.79 % than as on 30 June 2017.

Our employee-our strength

Companies that invest in their human resource professional and personal development will gain competitive edge over their rivals and a more committed workforce. PCML believes that human resources are the main strength for our company. We are enhancing the quality of our human resource practices through engaging more extensively in talent management and creating a pipeline of professionals for succession planning and smooth business continuity.

Our Plan

- Focus on the strategy of increasing the market share
- Focus on the strategy of enhancing production and sales of products
- Explore new markets, especially those of the neighboring countries
- Focus on cost control programs
- Focus on enhancing customer relationship

Appreciations:

I would like to express my sincere thanks to all the shareholders of the company for their continued support and trust. We are grateful to our consumers who have been with us, along with their smart choice and dedication towards us and our brands.



Mohammad Amirul Haque
Managing Director & CEO

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Annexure- VIII

Risk Management & Control Environment

Risk is an integral part of a business and contributes to the loss of the company as well as for the shareholders. The main responsibility of risk management Committee is to establish and oversee the Company's risk management framework. Company risk management policy is established to identify and analyze the risks faced by the Company, set the appropriate risk limits and to control and monitor risks and adhere to limits. Risks management policy and system is monitored regularly to comply with the changing market conditions and company activities. Through its training and management, standard procedures aim to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

Risk management process is a scientific, systematic and structured procedure which involves activities of identifying, analyzing, evaluating, reporting, decision making and mitigation of the different types of risks those are associated with the events. Risk management of PCML involves managing and controlling the risks and also defining numerous strategies to address these risks successfully. This is a key part of our business and this concept is introduced to manage, control, reduce and eliminate the risks.



Key Risks Facing the Company

Risks are defined as uncertainties resulting in adverse variations of profitability or in losses, financial or otherwise. The core risk areas of the business are Industry risk, sourcing cost risk, financial risk, technological risk and environmental risk. Some of these risks and the ways of mitigation are discussed elaborately below:

Existing Government Regulations

The Company operates under Companies Act, Income Tax Ordinance, Income Tax Rules, Value Added Tax (VAT) Act, Value Added Tax (VAT) Rules. In addition to that, Company operates its activities in compliance with various environmental rules and regulations. Stricter laws and regulations or stricter interpretation of existing laws and regulations may impose new liabilities, which could adversely affect its business, financial condition or results of operation.

Mitigation

Unless there is any drastic change in policy that may bring any adverse effect in the industry, the business of the company is expected not to be affected significantly. As a developing country, economy of Bangladesh is growing consistently over the period and demand of cement is also increasing to meet the demand of rising infrastructure development. Cement being the most important ingredient for the infrastructural development; it is unlikely that the government will initiate any fiscal measure which could adversely affect the growth of the industry.

Credit risk

Credit risk is the risk of a financial loss to the group if a customer or a counter party to a financial instrument fails to meet its contractual obligations, and arises principally from the group's receivables from distributors, institutions, export customers, etc.

Mitigation

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. In monitoring credit risk, debtors are grouped according to their risk profile, i.e. their legal status, financial conditions, ageing profile etc. Accounts receivable are related to sale of cement & empty cement bag.

Liquidity risk

Liquidity risk is the risk that a company may be unable to meet short-term financial demands. This usually occurs due to the inability to convert a security or hard asset to cash without a loss of capital and/or income in the process.

Mitigation

The group'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 group's reputation. Typically, the group ensures that it has sufficient cash and cash equivalents to meet expected operational expenses, including financial obligations through preparation of the cash flow forecast, based on time line of payment of financial obligations and accordingly arrange for sufficient liquidity/fund to make the expected payments within due dates. Moreover, the group seeks to maintain short term lines of credit with scheduled commercial banks to ensure payment of obligation in the event that there is insufficient cash to make the required payment.

Interest risk

For working capital, the company has to manage fund from various sources on a regular basis. As it is closely related with variable interest rates, any unfavorable fluctuation might create risk of increased interest expense.

Mitigation

To avoid this risk we always try to emphasize equity based financing to reduce future dependency on borrowed fund.

Exchange rate risk

In the present era of increasing globalization and heightened currency volatility, changes in exchange rate have a substantial influence on companies' operations and profitability. Exchange rate volatility affects not just multinationals and large companies, but small and medium-sized enterprises as well, even those who only operate in their home country.

Mitigation

As we import raw materials and export cement to other countries, exchange rate seems a major concern to us. This provides the Company along with other competitors for favorable adjustment of price in case of adverse exchange rate fluctuations and international price movements. Furthermore, the Company has been minimizing exchange rate risk by boosting export earnings, which contribute around 2.67% of total revenue.

Environmental Risk

It can be defined as the actual or potential threat of adverse effects on living organisms and the environment by effluents, emissions, wastes, resource depletion, etc., arising out of an organization's activities.

Mitigation

For the mitigation of this type of risks, PCML human resource department arranged many training and development programs for employees to increase awareness about the environment.

Potential Change in Global Policy

The company operates its business based on imported raw materials. Financial and operating performance of the company may be adversely affected if there is any unfavorable change in global policy.

Mitigation

All the major market players in cement industry operate based on imported raw materials and in compliance with national as well as global policies/practices. Any changes in policies will affect all the competitors almost equally. PCML's market standing, brand image and reputation of the groups behind the company will put it in a comparatively better position to handle any adverse policy.

Sourcing of Raw Materials

Smooth supply and cost of raw materials is a critical factor for the cement industry in Bangladesh as main raw materials of cement such as clinker, Slag, Fly Ash, Lime Stone and gypsum are imported from different countries. The company's business is dependent upon its ability to source raw materials and make those available at the right time and at a reasonable price.

Mitigation

The Company has bilateral understanding with a group of independent suppliers which ensures timely delivery of raw materials. On the other hand, as fluctuation of raw material price is commonly observed in the worldwide market, we handle the situation efficiently through our extensive storage capacity of Clinker and finished goods. With 5 (five) silos and 3 (three) sheds we protect ourselves from any unfavorable temporary fluctuation in sourcing cost of raw materials. Moreover Premier Cement is enjoying preferential services of ocean going Mother Vessel from Millennium Shipping Ltd BVI to carry raw materials from abroad. On the other hand the company enjoys dedicated service of Lighter Vessels from Roknoor Navigation Limited for carrying raw materials to Factory Jetty. These arrangements give competitive advantage to PCML for sourcing raw material in the timely manner and engaging low amount of working capital.

Supply Chain Management

Supply chain management has traditionally played a vital role within the cement industry for cost reduction and value creation purposes. Many strong producers of cement including multinationals are competing in the domestic market and creating strong market demand through efficient supply chain.

Mitigation

Both inbound and outbound Logistics play a vital role in the cement industry. Considering this factor, Premier Cement has extended its distribution network through dealers and retailers around Bangladesh. The company has a distribution fleet consisting of 192 dedicated covered vans, 60 open Trucks, 34 bulk carriers and 20 lighter vessels to ensure quick and door to door delivery of cement. On the other hand, in order to ensure smooth supply of raw materials, the Company receives dedicated service from Roknoor Navigation Limited for carrying raw materials from Chittagong Outer Anchor to factory jetty.

Non-Availability of Power Could Disrupt Operations for the Production

Power crisis one of the major problems in our country which occurs for technical reasons and also due to inefficiency and corruption in the administration. During the peak hour we have at least four to five hours of load shedding every day and during the summer season the situation is even worse which may hamper smooth production & delivery. Exact figures of the losses incurred is unknown but it is estimated to be 30 percent approximately. The net country-wide load shading in our country is probably among the highest in the developing countries.

Mitigation

Management of PCML is clearly aware of this risk and pays careful attention to it. To facilitate uninterrupted power supply, one 3.51 MW gas fired power generation plant has been setup under a subsidiary company named "Premier Power Generation Limited" synchronized with the line of Dhaka Power Distribution Company Ltd. (DPDC). In addition, PCML has installed two diesel based generators in its own name with 1.83 MW capacities.

However, in case of failure to get any additional load connection, the company will use the 33KV load and captive generation to run the ball mills and other heavy operations. The packing operation will be powered by HFO/diesel based generator since the cost impact of power in bag plant is insignificant.

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Annexure- IX

Report on Corporate Governance Compliance *[As per condition No. 1(5) (xxvii)]*

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

(Report under Condition No. 9)

Condition No.	Title	Status Complied	Remarks
1.00	**Size of Board of Directros**		
1.1	The number of the Board members should not be less than 5 (five) and more than 20 (twenty)	√	The PCML Board comprised of 7 Directors
1.2	**Independent Directors**		
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 director(s);	√	There are two Independent Directors namely Mr. M Mahfuzur Rahman and Mr. Tariq Ahmed
1(2) (b)(i)	Does not hold any share or holds less than 1% of shares.	√	The Independent Directors have declared their compliances
1(2) (b)(ii)	Not connected with any sponsor/ Director/ Nominated Director, shareholder any of its associates, sister concerns, subsidiaries and parents or holding entities who hold 1% or more shares of the total paid-up shares on the basis of family relationship.	√	Do
1(2) (b)(iii)	Not an executive of the company in immediately preceding 2 (two) financial years.	√	Do
1(2) (b)(iv)	Not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary or associated companies.	√	Do
1(2) (b)(v)	Not a member or TREC (Trading Right Entitlement Certificate) holder, director or officer of any stock exchange;	√	Do
1(2) (b)(vi)	Not a shareholder, director excepting independent director or officer of any member or TREC holder of stock exchange or an intermediary of the capital market;	√	Do
1(2) (b)(vii)	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;	√	Do
1(2) (b)(viii)	Not independent director in more than 5 (five) listed companies;	√	Do
1(2) (b)(ix)	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).	√	Do
1(2) (b)(x)	Not been convicted for a criminal offense involving moral turpitude.	√	Do
1(2) (c)	Nominated by the Board of Directors and approved by the shareholders in the AGM.	√	
1(2) (d)	Not remain vacant for more than 90 (ninety) days.	√	There has been no vacancy in the position of Independent Directors

Condition No.	Title	Status Complied	Remarks
1(2) (e)	Tenure of office of an independent Director shall be for a period of 3 (three) years, which may be extended for 1 (one) term only.	√	
1.3	**Qualification of Independent Director**		
1 (3)(a)	Knowledge of Independent Directors	√	Sufficiently knowledgeable
1 (3)(b)(i)	Business Leader	Not Applicable	
1 (3)(b)(ii)	Corporate leader	√	
1 (3)(b)(iii)	Former official of Govt....	Not Applicable	
1 (3)(b)(iv)	University Teacher	Not Applicable	
1 (3)(b)(v)	Professional	Not Applicable	
1 (3)(c)	have at least 10 (ten) years of experiences in any field mentioned in clause (b)	√	
1 (3)(d)	Special cases for qualifications	Not Applicable	
1.4	**Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer**		
1 (4)(a)	The positions of the Chairperson of the Board and the 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 non-executive 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.	√	
1.5	**The Directors' Report to Shareholders**		
1(5)(i)	Industry outlook and possible future development	√	
1(5) (ii)	Segment-wise or product-wise performance	√	
1(5) (iii)	Risks and concerns	√	
1(5) (iv)	Discussion of Cost of Goods sold, Gross Profit Margin and Net Profit Margin.	√	
1(5) (v)	Discussion on continuity of any Extra-Ordinary gain or loss.	√	No extraordinary gain or loss experienced during the period.
1(5) (vi)	Basis for related party transactions	√	
1(5) (vii)	Utilization of proceeds raised through public issues, right issues and/or through any others.	√	
1(5) (viii)	Explanation if the financial result deteriorates after the Company goes for IPO, RPO, Rights Offer, and Direct Listing.	Not Applicable	
1(5) (ix)	Explanation about significant variance occurs between Quarterly Financial performance and Annual Financial Statements.	√	
1(5) (x)	Remuneration to Directors including independent Directors.	√	
1(5) (xi)	Fairness of Financial Statements.	√	Mentioned in "Directors' Declaration".
1(5) (xii)	Maintenance of proper books of accounts.	√	Do
1(5) (xiii)	Adoption of appropriate accounting policies and estimates.	√	Do
1(5) (xiv)	Followed IAS, IFRS and BFRS in preparation of Financial Statements.	√	Do
1(5) (xv)	Soundness of internal control system.	√	Do
1(5) (xvi)	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	√	Do
1(5) (xvii)	Ability to continue as a going concern.	√	
1(5) (xviii)	Significant deviation from the last year's operating results	√	

Condition No.	Title	Status Complied	Remarks
1(5) (xix)	key operating and financial data of at least preceding 5 (five) years	√	
1(5) (xx)	Reason for not declared dividend	Not Applicable	
1(5) (xxi)	No bonus share or stock dividend has been declared as interim dividend	√	
1(5) (xxii)	Number of Board meetings held during the year and attendance.	√	
1(5) (xxiii)	**Pattern of shareholding.**		
1(5) (xxiii)a)	Parent/Subsidiary/Associated Companies and other related parties.	√	
1(5) (xxiii)(b)	Directors, CEO, CS, CFO, HOIA and their spouses and minor children	√	
1(5) (xxiii)(c)	Executives	√	
1(5) (xxiii)(c)	10% or more voting interest	√	
1(5) (xxiv)	**Appointment /Reappointment of a director**		
1(5) (xxiv) (a)	Resume of the Directors	√	
1(5) (xxiv) (b)	Expertise in specific functional areas	√	
1(5) (xxiv) (c)	Holding of Directorship and membership in Committee of the Board other than this Company.	√	
1(5) (xxv)	**Management's Discussion and Analysis**		
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	Not Applicable	
1(5) (xxv) (c)	Comparative analysis of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years.	√	
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)	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	√	
1(5) (xxv) (g)	Future plan or projection or forecast for company's operation, performance and financial position	√	
1(5) (xxvi)	Declaration by the CEO and the CFO	√	
1(5) (xxvii)	The report as well as certificate regarding compliance of Corporate Governance	√	
1.6	**Meeting of the Board of Directors**	√	
1.7	Code of Conduct for the Chairperson, other Board members and CEO	√	
1.7 (a)	The Board shall lay down a code of conduct, based on the recommendation of the Nomination and Remuneration Committee	√	
1.7 (b)	The code of conduct as determined by the NRC shall be posted on the website of the company	√	
2	**Governance of BoD of subsidiary company**		
2(a)	Composition of the Board of Directors	√	
2(b)	At least 1 (one) independent Director to the subsidiary Company	√	
2(c)	Submission of Minutes to the holding Company.	√	
2(d)	Review of Minutes by the holding Company	√	
2(f)	Review of Financial Statements by the holding Company	√	
3	**Appointment of MD or CEO,CFO, HIAC and CS**		
3 (1) (a)	The Board appoint MD, CFO, HIAC and CS	√	
3 (1) (b)	The positions of MD, CFO, HIAC and CS were filled by different individuals.	√	

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Condition No.	Title	Status Complied	Remarks
3 (1) (c)	MD, CFO, HIAC and CS of the company are not hold any executive position in any other company as the same time	√	The MD,CS,CFO and HIAC have declared their compliances
3 (1) (d)	Board 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)	√	In practice
3 (2)	The MD or CEO,CS,CFO and HIAC of the company shall attend the meetings of the Board	√	
3 (3)	**Duties of MD or CEO and CFO**		
3 (3) (a)	MD and CFO certify to the Board that they have reviewed financial statements for the year and that to the best of their knowledge	√	
3 (3) (a) (i)	Financial statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;	√	
3 (3) (a) (ii)	Financial statements together present a true and fair view	√	
3 (3) (b)	The MD or CEO and CFO 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 are disclosed in the Annual Report.	√	
4	**Board of Directors' Committee:----**		
4 (i)	Audit Committee	Already in place.	
4 (ii)	Nomination and Remuneration Committee	Already in place.	
5	**Audit Committee**		
5 (1) (a)	The company have an Audit Committee as a subcommittee of the Board	Already in place.	
5 (1) (b)	Assist the Board in ensuring that the financial statements reflect true and fair	√	
5 (1) (c)	The Audit Committee are responsible to the Board; the duties of the Audit Committee are 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	√	Appointed by the Board who are Non-executive Director and which includes two Independent Directors.
5 (2) (c)	Qualification of Audit Committee members	√	All the members are qualified as per BSEC's CG Code.
5 (2) (d)	Vacant Not remain for more than 01 (one) Month.	√	
5 (2) (e)	Secretary of the Audit 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)	Board of Directors shall select the Chairman.	√	
5 (3) (b)	Chairman of the Meeting	√	
5 (3) (c)	Chairman of the Audit Committee shall remain present in the AGM.	√	
5 (4)	**Meeting of the Audit Committee**		
5 (4) (a)	At least four (4) meeting	√	
5 (4) (b)	Quorum of the Audit Committee	√	

Condition No.	Title	Status Complied	Remarks
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	√	
5 (5)(d)	Oversee hiring and performance of external Auditors	√	
5 (5)(e)	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	√	
5 (5) (m)	Oversee about the uses/ applications and funds raised by IPO/RPO/Right issue	√	
5 (6)	**Reporting of the Audit Committee**	√	
5 (6) (a) (i)	The Committee shall report on its activities to the Board.	√	
5 (6) (a) (ii)	Reporting to the Board of Directors	√	
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 control systems	√	No such incident occurred
5 (6) (a) (ii) (c)	infringement of laws, regulatory	√	
5 (6) (a) (ii) (d)	Any other matter	√	
5 (6) (b)	Reporting to the Authorities	√	
5 (7)	Reporting to the Shareholders and General Investors	√	
6.00	**Nomination and Remuneration Committee (NRC)**		
6 (1)(a)	The company shall have a Nomination and Remuneration Committee (NRC) as a sub-committee of the Board	√	
6 (1) (b)	Assistance to the Board to formulation of the policy.	√	
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)		
6 (2) (a)	The Committee shall comprise of at least three members including an independent director	√	
6 (2) (b)	All members of the Committee shall be non-executive directors	√	
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	√	
6 (2) (e)	Not remain vacant for more than 180 (one hundred eighty) days	√	
6 (2) (f)	Appointment of Advisors/expert/consultant suggested by Chairperson of the Committee.	√	
6 (2) (g)	Secretary of the Audit Committee.	√	
6 (2) (h)	Quorum of NRC meeting	√	
6 (2) (i)	Remuneration or others free	√	
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	√	

Condition No.	Title	Status Complied	Remarks
6 (3) (b)	In case of absence of any meeting	√	
6 (3) (C)	Chairman of the NRC shall remain present in the AGM.	√	
6 (4)	**Meeting of the NRC**	√	
6 (a)	At least one (01) meeting	√	
6 (b)	Any emergency meeting upon request by any member of the NRC	√	
6 (c)	Quorum of the NRC	√	
6 (d)	Recorded Minutes and minutes shall be confirmed in the next meeting of NRC	√	
6 (5)	**Role of the NRC**	√	
6 (5) (a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders	√	
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	√	
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	√	
6 (5) (b) (i) (b)	The relationship of remuneration to performance is clear and meets appropriate performance benchmarks	√	
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	√	
6 (5) (b) (ii)	devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality	√	
6 (5) (b) (iii)	Identifying persons who are qualified to become directors and top level executive.	√	
6 (5) (b) (iv	Formulating the criteria for evaluation of performance of independent directors and the Board	√	
6 (5) (b) (v	Identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria	√	
6 (5) (b) (v	Developing, recommending and reviewing annually the company's human resources and training policies	√	
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.	√	
7.00	**External or Statutory Auditors**	√	
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);	√	
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	√	The external audit have declared their compliances
7 (3)	Representative of the statutory auditors shall remain present in the AGM.	√	
8.00	**Maintaining a website by the Company**	√	
8 (1)	The company shall have an official website linked with the website of the stock exchange	√	

Condition No.	Title	Status Complied	Remarks
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	√	
9.00	**Reporting and Compliance of Corporate Governance**	√	
9 (1)	Obtain certificate about compliance of conditions of Corporate Governance Guidelines	√	
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	√	
9 (3)	Annexure attached in Director's report	√	

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Financial Statements



AUDITORS' REPORT
to the Shareholders of Premier Cement Mills Limited

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of Premier Cement Mills Limited and its subsidiaries (the "Group") as well as the separate financial statements of Premier Cement Mills Limited (the "Company"), which comprise the consolidated and separate statement of financial position as at 30 June 2018, the consolidated and separate statement of profit or loss and other comprehensive income, the consolidated and separate statement of changes in equity and the consolidated and separate cash flows statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

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

Auditors' Responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements and separate financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements and separate 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 consolidated financial statements and separate 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 management, as well as evaluating the overall presentation of the consolidated financial statements and the separate financial statements.

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

Opinion

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, (or give a true and fair view of) the consolidated financial position of the Group as at 30 June 2018, and of its consolidated and separate financial performance and its consolidated cash flows for the year then ended in accordance with Bangladesh Financial Reporting Standards (BFRSs) and comply with the Companies Act, 1994 and other applicable Laws and Regulations.

Other Matter

The consolidated financial statements of Premier Cement Mills Limited consisted of its subsidiaries, Premier Power Generation Limited (PPGL), through ownership (96% share) and National Cement Mills Limited (NCML), through common directorship till the financial year ended 30 June 2017. During the financial year 2018, there was a restructuring in the board of National Cement Mills Limited and only 2 out of 7 directors were of PCML for the financial year.

Taking the above matter into consideration, for the financial year ending 30 June 2018, National Cement Mills Limited was treated as an associate in the consolidated financial statements and accounted for in the equity method as per IAS 28, Investment in Associates. The comparative balances for the financial year 2017 were restated for ensuring consistency and clarity.

Report on Other Legal and Regulatory Requirements

In accordance with the Company Act, 1994 and the Securities and Exchange Rules, 1987, we also report the following:

(a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof;
(b) in our opinion, proper books of account as required by law have been kept by the Company and its subsidiary so far as it appeared from our examination of these books;
(c) the consolidated and separate statement of financial position and the consolidated and separate statement of profit or loss and other comprehensive income dealt with by the report are in agreement with the books of account and returns;
(d) the expenditure incurred was for the purposes of the companie's/ group's business.

Place: Dhaka
Dated: 27 October 2018

Syful Shamsul Alam & Co.
Chartered Accountants

Consolidated Statement of Financial Position

As at 30 June 2018

Particulars	Notes	30 June 2018 Taka	30 June 2017(Restated) Taka	30 June 2017 Taka
ASSETS				
Non-current assets				
Property, plant and equipment	4.00	5,962,144,721	5,233,708,266	6,905,850,606
Capital work -in - progress	5.00	870,701,373	82,002,869	189,547,734
Investment in associate		70,000,000	70,000,000	-
		6,902,846,094	**5,385,711,135**	**7,095,398,340**
Current assets				
Inventories	6.00	495,177,438	899,312,614	995,614,178
Trade and other receivables	7.00	2,404,625,585	2,117,932,447	2,399,092,653
Advances, deposits and pre-payments	8.00	2,760,471,909	1,389,364,147	1,689,044,819
Current account with associate (NCML)		731,812,819	377,703,843	-
Investment in FDR	9.00	194,812,845	184,527,456	184,527,456
Cash and bank balances	10.00	77,432,884	102,266,553	109,755,023
		6,664,333,480	**5,071,107,060**	**5,378,034,129**
Total assets		**13,567,179,574**	**10,456,818,195**	**12,473,432,468**
EQUITY AND LIABILITIES				
Equity				
Share capital	11.00	1,054,500,000	1,054,500,000	1,054,500,000
Revaluation reserve		510,764,343	521,050,535	662,540,409
Tax holiday reserve		-	-	909,754
Share premium		441,835,000	441,835,000	441,835,000
Retained earnings		2,540,747,460	2,300,306,025	2,132,558,080
		4,547,846,803	**4,317,691,560**	**4,292,343,243**
Non-controlling interest	12.00	13,092,504	11,965,117	306,310,722
		4,560,939,307	**4,329,656,677**	**4,598,653,965**
Non-current liabilities				
Loan from shareholder	13.00	-	-	300,000,000
Deferred tax liabilities	14.00	408,605,069	374,729,639	439,794,176
Long term loan	15.03	86,213,888	408,559,455	919,483,387
Defined benefit obligations (Gratuity)	16.00	138,135,124	120,092,652	120,092,652
		632,954,081	**903,381,746**	**1,779,370,215**
Current liabilities				
Trade and other payables	17.00	663,822,817	351,399,129	390,470,587
Short term bank loan	18.00	6,403,871,134	4,087,693,289	4,752,542,474
Loan from Directors	19.00	510,420,000	-	-
Current portion of long term loan	15.03	374,824,188	394,937,545	533,529,278
Liability for other finance	20.00	3,240,690	73,820,255	73,820,255
Workers' participation fund		27,326,225	28,546,313	30,810,287
Provision for taxation	21.00	389,781,133	287,383,240	314,235,407
		8,373,286,186	**5,223,779,771**	**6,095,408,288**
Total equity and liabilities		**13,567,179,574**	**10,456,818,195**	**12,473,432,468**
Net assets value per share		**43.13**	**40.95**	**40.71**

The annexed notes from 01 to 39 form an integral part of these financial statements.

The separate financial statements of the Company are attached herewith from page 40 to 63.

Company Secretary

Director

Managing Director

As per our report of same date

Syful Shamsul Alam & Co.
Chartered Accountants

Place: Dhaka
Dated: 27 October 2018

Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the year ended 30 June 2018

Particulars	Notes	30 June 2018 Taka	30 June 2017(Restated) Taka	30 June 2017 Taka
Revenue	22.00	10,049,865,124	9,280,420,526	10,332,898,832
Cost of sales	23.00	(8,532,980,778)	(7,705,280,374)	(8,634,603,930)
Gross profit		**1,516,884,345**	**1,575,140,152**	**1,698,294,902**
Other income / (expenses)	24.00	12,835,605	(150,133,301)	(144,141,271)
Administrative expenses	25.00	(107,034,888)	(115,545,476)	(127,666,122)
Selling & distribution expenses	26.00	(418,729,374)	(385,747,505)	(403,260,975)
Profit before interest and tax		**1,003,955,688**	**923,713,870**	**1,023,226,534**
Finance costs	27.00	(398,173,510)	(278,061,092)	(330,030,294)
Contribution to WPPF		(27,326,225)	(28,546,313)	(30,810,287)
Profit before tax		**578,455,953**	**617,106,465**	**662,385,953**
Current tax expenses	21.00	(102,397,893)	(113,981,562)	(129,829,383)
Deferred tax income/(expenses)	14.00	(33,875,430)	34,021,233	29,452,741
Profit for the year		**442,182,630**	**537,146,136**	**562,009,311**
Other comprehensive income				
Revaluation of property, plant & equipment		-	-	-
Income tax on other comprehensive income		-	-	-
Total comprehensive income for the year		**442,182,630**	**537,146,136**	**562,009,311**
Profit attributable to:				
Owners of the company		441,055,243	535,298,928	545,244,199
Non-controlling interest	12.00	1,127,387	1,847,208	16,765,112
		442,182,630	**537,146,136**	**562,009,311**
Total comprehensive income attributable to:				
Owners of the company		441,055,243	535,298,928	545,244,199
Non-controlling interest		1,127,387	1,847,208	16,765,112
Total comprehensive income for the period		**442,182,630**	**537,146,136**	**562,009,311**
Basic earnings per share (par value of Tk. 10)	28.00	**4.18**	**5.08**	**5.17**

The annexed notes from 01 to 39 form an integral part of these financial statements.
The separate financial statements of the Company are attached herewith from page 40 to 63.

Company Secretary **Director** **Managing Director**

As per our report of same date

Syful Shamsul Alam & Co.
Chartered Accountants

Place: Dhaka
Dated: 27 October 2018

Consolidated Statement of Changes in Equity

For the year ended 30 June 2018

Particulars	Share capital	Share Premium	Revaluation reserve	Tax holiday Reserve	Retained earnings	Total	Non-controlling interest	Total equity
Balance at 30 June 2016	**1,054,500,000**	**441,835,000**	**675,075,184**	**909,754**	**1,732,954,107**	**3,905,274,045**	**289,545,610**	**4,194,819,655**
Net profit for the year	-	-	-	-	545,244,198	545,244,198	16,765,112	562,009,310
Dividend paid	-	-	-	-	(158,175,000)	(158,175,000)	-	(158,175,000)
Depreciation on revalued assets	-	-	(12,534,775)	-	12,534,775	-	-	-
Balance at 30 June 2017	**1,054,500,000**	**441,835,000**	**662,540,409**	**909,754**	**2,132,558,080**	**4,292,343,243**	**306,310,722**	**4,598,653,965**
Balance at 30 June 2016	**1,054,500,000**	**441,835,000**	**532,118,360**	**-**	**1,912,114,272**	**3,940,567,632**	**10,117,909**	**3,950,685,541**
Net profit for the year	-	-	-	-	535,298,928	535,298,928	1,847,208	537,146,136
Dividend paid	-	-	-	-	(158,175,000)	(158,175,000)	-	(158,175,000)
Depreciation on revalued assets	-	-	(11,067,825)	-	11,067,825	-	-	-
Balance at 30 June 2017 (Restated)	**1,054,500,000**	**441,835,000**	**521,050,535**	**-**	**2,300,306,025**	**4,317,691,560**	**11,965,117**	**4,329,656,677**
Balance at 01 July 2017	**1,054,500,000**	**441,835,000**	**521,050,535**	**-**	**2,300,306,025**	**4,317,691,560**	**11,965,117**	**4,329,656,677**
Net profit for the year	-	-	-	-	441,055,243	441,055,243	1,127,387	442,182,630
Dividend paid	-	-	-	-	(210,900,000)	(210,900,000)	-	(210,900,000)
Depreciation on revalued assets	-	-	(10,286,192)	-	10,286,192	-	-	-
Balance at 30 June 2018	**1,054,500,000**	**441,835,000**	**510,764,343**	**-**	**2,540,747,460**	**4,547,846,804**	**13,092,504**	**4,560,939,307**

Revaluation surplus amounting to Tk. 10,286,192 has been transferred to retained earnings for the difference between depreciation based on the revalued carrying amount of the asset and depreciation based on the assets original cost. The amount has been netted off for tax.

Company Secretary **Director** **Managing Director**

Place: Dhaka
Dated: 27 October 2018

Consolidated Statement of Cash Flows

For the year ended 30 June 2018

Particulars	30 June 2018 Taka	30 June 2017(Restated) Taka	30 June 2017 Taka
Cash flows from operating activities			
Receipt from customers	9,762,979,193	8,820,680,978	9,829,879,336
Payment to employees	(370,835,659)	(365,862,098)	(365,862,098)
Payment to suppliers	(7,677,963,183)	(7,271,063,508)	(7,989,867,851)
Cash generated from operating activities	**1,714,180,351**	**1,183,755,372**	**1,474,149,387**
Other income	(17,711,724)	(148,653,883)	(142,661,853)
Interest paid	(394,278,753)	(283,406,646)	(335,375,848)
Dividend Paid	(210,698,034)	(158,625,087)	(158,625,087)
Advance income tax refund	-	181,131,652	181,131,652
Tax paid	(366,140,083)	(330,062,034)	(330,062,034)
A. Net cash from operating activities	**725,351,757**	**444,139,374**	**688,556,217**
Cash flows from investing activities			
Purchase of property, plant & equipment	(963,565,659)	(733,682,783)	(887,221,581)
Capital work-in-progress (WIP)	(829,329,383)	(103,070,506)	(168,297,789)
Sale of property, plant & equipment	6,096,000	-	-
Advance to Associate	(326,977,459)	62,914,517	-
Investment in FDR	(10,285,389)	20,588,247	22,467,043
B. Net cash used in investing activities	**(2,124,061,890)**	**(753,250,525)**	**(1,033,052,327)**
Cash flows from financing activities			
Receipt/(payment) from long term borrowings	(296,406,361)	(475,580,739)	(601,664,343)
Receipt/(payment) from short term borrowings	1,213,776,351	750,590,427	905,817,707
Loan from Directors	510,420,000	-	-
From other finance	-	898,072	898,072
Repayment of lease finance	(53,913,526)	(59,123,501)	(59,123,501)
C. Net cash from financing activities	**1,373,876,464**	**216,784,259**	**245,927,935**
Net increase in cash and bank balances (A+B+C)	**(24,833,669)**	**(92,326,892)**	**(98,568,175)**
Cash and bank balances at the beginning of the year	**102,266,553**	**194,593,445**	**208,323,198**
Cash and bank balances at the end of the year	**77,432,884**	**102,266,553**	**109,755,023**
Net operating cash flow per share (NOCFPS)	**6.88**	**4.21**	**6.53**

Company Secretary **Director** **Managing Director**

Place: Dhaka
Dated: 27 October 2018

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

1.00 REPORTING ENTITY

1.01 Formation and legal status

Premier Cement Mills Limited, (hereinafter referred to as PCML or the holding Company) a Public Limited Company was incorporated on 14 October 2001 under the Companies Act XVIII of 1994 having its registered office in Chittagong. Presently the Company has a subsidiary namely "Premier Power Generation Limited" where PCML holds 96% of its shares and PCML also has an associate company namely "National Cement Mills Limited" holding 40% of its shares.

Premier Power Generation Limited, (hereinafter referred to as PPGL or the subsidiary company) a private limited company was incorporated on 07 September 2006 under the Companies Act 1994 having its registered office in Chittagong with an installed capacity of 5.34 MW run by Natural Gas from TGTDCL.

National Cement Mills Limited, (hereinafter referred to as NCML or the associate company) a public limited company was incorporated on 10 September 1996 with an installed capacity of 1400 MT per day at Issa Nagar, Karnafully, Chittagong.

1.02 Nature of business

The Company is manufacturing cement from various raw materials i.e. Clinker, Gypsum, Slag, Lime Stone, Fly Ash etc. at its manufacturing plant located at West Muktarpur, Munshigonj and marketing the same in local as well as foreign markets.

2.00 Basis of preparation, presentation and disclosures of financial statements

2.01 Statement of compliance

The financial statements have been prepared on a going concern basis following accrual basis of accounting except for cash flow statement in accordance with the International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs).

2.02 Other regulatory compliances

The Companies are also required to comply with the following major laws and regulation in addition to the Companies Act 1994:
The Securities and Exchange Rules, 1987
The Securities & Exchange Ordinance, 1969
The Income Tax Ordinance, 1984
The Income Tax Rules, 1984
The Value Added Tax Act, 1991
The Value Added Tax Rules, 1991
The Customs Act, 1969

2.03 Basis of measurement

These financial statements have been prepared on a historical cost basis except for property, plant and equipment which are measured at revalued amount.

2.04 Functional and presentation currency

These financial statements are prepared in Bangladesh Taka (Taka/ Tk.), which is the company's functional currency. All financial information presented in Taka has been rounded off to the nearest integer.

2.05 Use of estimates and judgments

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of Assets, Liabilities, Income and Expenses.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

Information about critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements is included in the following notes:

Note 4	Property, plant and equipment
Note 6	Inventories
Note 7	Trade and other receivables
Note 14	Deferred tax liability
Note 16	Defined benefit obligations (Gratuity)
Note 17	Trade and other payable
Note 21	Provision for taxation
Note 31	Contingent liabilities

2.06 Changes in accounting policy

The company has applied the following IASs/IFRSs from the year 2013-14

IFRS 10	Consolidated Financial Statements
IFRS 12	Disclosure of interests in other entities
IFRS 13	Fair Value Measurement

These standards have been applied prospectively and are applicable to companies from 1 January 2013.

2.07 Going concern

The company has adequate resources to continue in operation for foreseeable future. For this reason the directors continue to adopt going concern basis in preparing the Financial Statements. The current credit facilities of the company provide sufficient fund to meet the present obligations of its existing businesses and operations.

2.08 Applicable accounting standards

The following IASs and IFRSs are applicable for the financial statements for the year under review:

IAS - 1 Presentation of Financial Statements
IAS - 2 Inventories
IAS - 7 Statements of Cash Flows
IAS - 8 Accounting Policies, Changes in Accounting Estimates and Errors
IAS - 10 Events after the Reporting Period
IAS - 12 Income Taxes
IAS - 16 Property, Plant and Equipment
IAS - 17 Leases
IAS - 18 Revenue
IAS - 19 Employee Benefits
IAS - 21 The Effects of Changes in Foreign Exchange Rates
IAS - 23 Borrowing Costs
IAS - 24 Related Party Disclosures
IAS - 27 Separate Financial Statements (Revised 2011)
IAS - 28 Investment in Associate
IAS - 32 Financial Instruments: Presentation
IAS - 33 Earnings Per Share
IAS - 34 Interim Financial Reporting, Comparative information
IAS - 36 Impairment of Assets
IAS - 37 Provisions, Contingent Liabilities and Contingent Assets
IAS - 38 Intangible Assets
IAS - 39 Financial Instruments: Recognition and Measurement
IFRS - 3 Business Combinations
IFRS - 7 Financial Instruments: Disclosures
IFRS - 10 Consolidated Financial Statements
IFRS - 12 Disclosure of interest in other entities
IFRS - 13 Fair value measurement

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Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

2.09 Reporting period

The accounting period of the company covers one financial year from 1st July to 30th June consistently.

2.10 Principles of consolidation and disclosure of interest in other entities

Subsidiary is an enterprise controlled by the parent entity. Control exists when an investor is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those re-turns through its power over the investee. The financial statements of subsidiary are included in the consolidated financial statements from the date that control commences until the date that control ceases. The consolidated financial statements have been prepared in accordance with IFRS 10 Consolidated Financial Statements.

The group eliminates in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full).

Non-controlling interests

The group presents non-controlling interests in its consolidated statement of financial position within equity, separately from the equity of the owners of the parent.

The group attributes the profit or loss and each component of other comprehensive income to the owners of the parent and to the non-controlling interests. The proportion allocated to the parent and non-controlling interests are determined on the basis of present ownership interests.

Premier Power Generation Limited is a subsidiary company of PCML. The Company has made 96% investments in its subsidiary. PCML is exposed to and has rights, to variable returns from the subsidiary and also has the ability to affect those returns through its power over PPGL.

National Cement Mills Limited is an associate company of PCML. The company owns 40% of the equity share capital in NCML prior to current year PCML exerts control on NCML with remaining 60% voting rights through common directorships.The management has decided to consolidate the financial statements of NCML in accordance with IFRS 10 for reporting purpose up to 30-06-2017. In the year 2017-2018 there was a major change in the shareholding position of NCML and directorship and PCML lose control in the decision making of NCML through voting right hence the company decided not to consolidate the financial position of NCML.

3.00 Summary of significant accounting policies

The specific accounting policies selected and applied by the company's directors for significant transactions and events that have material effect within the framework of IAS-1 "Presentation of Financial Statements", in preparation and presentation of financial statements have been consistently applied throughout the year and were also consistent with those used in earlier years.

For a proper understanding of the financial statements, these accounting policies are set out below in one place as prescribed by the IAS-1 "Presentation of Financial Statements". The recommendations of IAS-1 relating the format of financial statements were also taken into full consideration for fair presentation.

3.01 Consistency

The accounting policies and methods of computation used in preparation of financial statements for the year ended 30 June 2018 are consistent with those policies and methods adopted in preparing the financial statements for the year ended 30 June 2017.

3.02 Transactions in foreign currencies

Foreign currency transactions are recorded at the applicable rates of exchange ruling on the date of transactions.

Other monetary assets & liabilities, if any, denominated in foreign currencies at the Balance Sheet date are translated at the applicable rates of exchange ruling at that date and the related exchange differences are charged off as revenue expenditure.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

3.03 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.

3.03.01 Financial assets

The group initially recognises loans and receivables and deposits on the date that they are originated. All other financial assets are recognised initially on the trade date, which is the date the Group becomes a party to the contractual provisions of the instrument.

The group derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred.

Financial assets include cash and bank balances, trade and other receivable, advances, deposits and prepayments, etc.

3.03.01.01 Cash and bank balances

This comprises cash in hand, deposits held at call with banks, and bank overdrafts are shown in current liabilities on the balance sheet which are held and available for use by the company without any restriction. There is insignificant risk of change in value of the same.

3.03.01.02 Trade and other receivables

Trade and other receivables represent the amounts due from local and foreign customers etc. Trade receivables are stated at net.

Provision for doubtful debts is made based on the company policy. Bad debts are written off on consideration of the status of individual debtors.

3.03.02 Financial liabilities

The group recognizes all financial liabilities on the trade date which is the date the group becomes a party to the contractual provisions of the instrument.

The group derecognizes a financial liability when its contractual obligations are discharged, cancelled or expired. Financial liabilities comprise trade and other creditors only.

3.03.02.01 Trade and other payables

The group recognizes a financial liability when its contractual obligations arising from past events are certain and the settlement of which is expected to result in an outflow from the company of resources embodying economic benefits.

3.04 Property, plant and equipment

3.04.01 Recognition and measurement

Items of property, plant and equipment are carried at revalued amount, being fair values at the date of revaluation less subsequent accumulated depreciation and subsequent impairment losses, if any.

Subsequent costs

The cost of replacing a part of property, plant and equipment is recognized in the carrying amount of the item if it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. All other repairs and maintenance costs are charged to the statement of comprehensive income during the financial period in which they incurred.

Depreciation

In respect of fixed assets other than freehold land, depreciation is provided on reducing balance method over their expected useful life and day basis depreciation charged in addition to fixed assets during the year. No depreciation is charged on freehold land considering its unlimited life.. The annual depreciation rates for different category of assets are are as follows:

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

Category of assets	Rate	
	PCML	PPGL
Land and land development	0%	0%
Factory Building	3%	0%
Jetty Construction	3%	0%
Electric Installation	8%	0%
Plant & Machinery	8%	6%
Boundary Wall & Fencing	5%	0%
Furniture & Fixtures	10%	10%
Telephone & Fax Installation	15%	0%
Loose Tools	15%	0%
Motor Vehicles	15%	0%
Office Building & Shed	3%	0%
Office Equipment	15%	20%
Tube-Well	15%	0%
Air Compressor	15%	0%
Grinding Media	33%	0%
Lab Equipment	10%	0%
Vessel	10%	0%
Portable Cement Silo	3%	0%
Office Decoration	15%	15%
Generator Building	0%	10%
Software	10%	0%

Depreciation charged during the year is allocated to cost of sales, administrative expenses, carrying income / (loss) and selling & distribution expenses based on usage/consumption of economic benefits.

Upon retirement of assets, the cost and related accumulated depreciation are eliminated from the accounts and resulting gain or loss is charged or credited to profit and loss account.

Leasehold assets

Assets held under finance leases are recognised as assets of the Company at their fair value at the date of acquisition or, if lower, at the present value of the minimum lease payments. The corresponding liability is included in the balance sheet as a finance lease obligation. Lease payments are apportioned between finance charges and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged directly against income.

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets.

3.04.02 Capital work-in-progress (with valuation method)

Property, plant and equipment under construction/acquisition is accounted for as capital work-in-progress until construction/acquisition is completed and measured at cost.

3.05 Inventories

Nature of inventories

Inventories comprise Raw Materials (Clinker, Gypsum, Lime Stone, Fly Ash, Slag), Packing Materials, Consumable Stores, Raw Materials of Bag Plant, Goods in Transit & Finished Goods (Cement) etc.

Valuation of the inventories

Inventories are stated at the lower of cost or net realizable value in accordance with IAS 2 "Inventories" after making due allowances for any obsolete or slow moving items, if any.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

The cost is determined using the Weighted Average Method consistently. The cost of inventories comprises of expenditure incurred in the normal course of business in bringing such inventories to its present location and condition. Net realizable value is based on estimated selling price less VAT in the ordinary course of business less any further costs expected to be incurred to make the sale (applicable variable selling expenses).

Category	Basis of valuation
Finished goods	At the lower of weighted average cost or net realizable value.
Raw materials	At the lower of weighted average cost or net realizable value.
Goods-in-transit	At the lower of weighted average cost or net realizable value.

3.06 Cash flow statement

Statement of Cash Flows is prepared principally in accordance with IAS 7 (Statement of Cash Flow) and the cash flow from operating activities have been presented under direct method.

3.07 Impairment

3.07.01 Non-derivative financial assets

Financial assets not carried at fair value through profit or loss, loans and receivables are assessed as and when required to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

3.07.02 Non-financial assets

The carrying amounts of the group's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists then the recoverable amount of the asset is estimated. An impairment loss is recognised if the carrying amount of an asset or its related cash-generating unit (CGU) exceeds its estimated recoverable amount.

3.08 Provisions, contingent liabilities and contingent assets

A provision is recognized in the balance sheet when the Company has a legal or contractual obligation as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Contingent assets are not recognized.

3.09 Borrowing costs

Interest and other costs incurred by the company in connection with the borrowing of funds are recognized as expense in the period in which they are incurred, unless such borrowing cost relates to acquisition / construction of assets in progress that are capitalized as per IAS 23 "Borrowing Costs".

3.10 Taxation

3.10.1 Current tax

PCML has been maintaining provision for taxation @ 25% as per Income Tax Ordinance, 1984. Company also enjoys tax exemption on export sales as per Sixth Schedule (Section 28) of ITO 1984.

3.10.2 Deferred tax

Deferred tax liabilities are the amount of income taxes payable in the future periods in respect of taxable temporary differences. Deferred tax assets are the amount of income taxes recoverable in future periods in respect of deductible temporary differences. Deferred tax assets and liabilities are recognised 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 substantially enacted at the balance sheet date. The impact of changes on the account in the deferred tax assets and liabilities has also been recognised in the profit and loss account as per IAS-12 ''Income Taxes''.

3.11 Share capital

Paid up capital represents total amount contributed by the shareholders and bonus shares issued by the

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

company to the ordinary shareholders. Holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to vote at shareholders' meetings. In the event of a winding up of the company, ordinary shareholders rank after all other shareholders and creditors are fully entitled to any residual proceeds of liquidation.

3.12 Employee benefits

The company maintains both defined contribution plan and defined benefit plan for its eligible permanent employees.

3.13.01 Defined contribution plan

The company maintains a recognized provided fund @ 7% of basic pay (Equally contributed by employee & employer) for all eligible permanent employees from 1st day of July 2010. The said fund is managed by a duly constituted five member board of trustees.

3.13.02 Defined benefit plan (Gratuity)

The company maintains an unfunded gratuity scheme, provision in respect of which is made annually for the employees. Gratuity payable at the end of each year are determined on the basis of two (2) times of last month basic salary and payment is to be made on the basis of following rules and regulations of the company.

Service length (W.E.F. 01.07.2010)	Payment basis
Less than Five (5) years	Nil Amount. In case of deceased person & terminated by employer - One (1) times of last month basic salary x year of service(s)
For Five (5) years only	One (1) times of last month basic salary x year of services
Above Five (5) years but below Ten (10) years	One & half (1.5) times of last month basic salary x year of service(s)
Ten (10) years & above	Two (2) times of last month basic salary x year of service(s)

3.13.03 Other benefits

The company also making a provision for Workers' Profit Participation and Welfare funds @ 5% of net profit before tax as per Labour Act 2006.

3.14 Revenue recognition

In compliance with the requirements of IAS 18 : Revenue from the sale of goods (Cement) is measured at the fair value of the consideration received or receivable, net of returns, trade discounts and volume rebates. Revenue is recognized when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods, and the amount of revenue can be measured reliably. Specific policies regarding the recognition of revenue are as follows:

i. In case of local sales as well as export sales revenue is recognized when the goods are delivered.
ii. Interest income on bank deposits is recognized when income has been accrued.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

3.15 Earnings per share

The company calculates its earning per share in accordance with Bangladesh Accounting Standard (IAS) - 33 which has been reported on the face of Statement of Comprehensive Income.

Basis of earnings

This represents earning for the year attributable to ordinary shareholders and Non- Controlling shareholders. As there were no preference shares requiring returns or dividends, the net profit after tax for the year has been considered as fully attributable to the ordinary shareholders.

Basis of earnings per share

This has been calculated by dividing the basic earnings by the weighted average number of ordinary shares outstanding during the year.

Diluted earnings per share

No diluted earnings per share is required to be calculated per year as there was no scope for dilution during the year.

3.16 Duty drawback

Duty drawback claimed on export sales is adjusted against cost of imported raw materials.

3.17 Events after the reporting period

Events after the Reporting period that provide additional information about the company's positions at the balance sheet date are reflected in the financial statements if any.

3.18 Comparative information and re-arrangement thereof

In accordance with the provisions of IAS-1: Presentation of Financial Statements, Comparative information has been disclosed for all numerical information in the financial statements and also the narrative and descriptive information where it is relevant for understanding of the current period's financial statements.

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Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

		30 June 2018 Taka	30 June 2017(Restated) Taka	30 June 2017 Taka
4.00	**Property, plant and equipment**			
	Freehold (4.01)	5,847,150,824	5,099,002,190	6,723,875,123
	Leasehold (4.02)	114,993,897	134,706,075	181,975,483
		5,962,144,721	**5,233,708,266**	**6,905,850,606**

4.01 Freehold :

Cost :

Amount in Taka

Category of assets	Cost				Rate	Depreciation				Written down value
	Opening	Addition	Disposal	Closing		Opening	Charged during the year	Disposal/ Adjustment	Closing	As at 30 June 2018
Land & Land Development	1,200,439,081	414,002,976	-	1,614,442,057	-	-	-	-	-	1,614,442,057
Factory Building	701,959,925	28,114,875	-	730,074,800	3%	40,243,525	20,119,925	-	60,363,450	669,711,350
Jetty Construction	63,182,635	1,390,210	-	64,572,845	3%	3,157,534	1,805,739	-	4,963,273	59,609,572
Electric Installation	129,102,727	11,366,041	-	140,468,768	8%	17,696,236	8,790,602	-	26,486,838	113,981,930
Plant & Machinery	2,133,767,086	242,916,204	-	2,376,683,290	7.5%, 6%	291,621,783	147,864,827	-	439,486,610	1,937,196,680
Boundary Wall & Fencing	4,988,881	-	-	4,988,881	5%	626,856	218,101	-	844,958	4,143,924
Furniture & Fixtures	6,324,912	3,257,332	-	9,582,244	10%	1,110,117	639,647	-	1,749,763	7,832,481
Telephone & Fax Installation	560,344	-	-	560,344	15%	155,496	60,727	-	216,223	344,121
Loose Tools	259,932	-	-	259,932	15%	72,131	28,170	-	100,302	159,630
Motor Vehicles	442,437,241	292,086,124	(7,035,374)	727,487,991	15%	76,310,117	70,548,455	(3,110,041)	143,748,531	583,739,460
Office Building & Shed	8,622,333	388,200	-	9,010,533	3%	499,063	245,841	-	744,904	8,265,629
Office Equipment	18,579,343	7,584,313	-	26,163,656	15%, 20%	3,960,828	2,704,004	-	6,664,832	19,498,824
Tube-Well	543,338	55,800	-	599,138	15%	150,776	61,182	-	211,958	387,180
Air Compressor	7,038,866	-	-	7,038,866	15%	1,336,109	855,414	-	2,191,523	4,847,343
Grinding Media	71,465,104	-	-	71,465,104	33%	23,289,018	15,898,109	-	39,187,127	32,277,977
Lab Equipment	1,638,874	7,009,122	-	8,647,996	10%	236,006	629,609	-	865,615	7,782,381
Vessel	98,756,591	6,548,199	-	105,304,790	10%	16,275,276	8,583,838	-	24,859,114	80,445,676
Portable Cement Silo	24,347,117	29,321,135	-	53,668,252	3%	1,008,896	1,109,691		2,118,586	51,549,666
Office Decoration	2,881,784	2,260,585	-	5,142,369	15%	788,002	366,467	-	1,154,469	3,987,900
Generator Building	2,454,401	-	-	2,454,401	10%	466,336	198,806	-	665,143	1,789,258
Software	876,563	-	-	876,563	10%	165,544	71,102	-	236,645	639,918
30 June 2018	**4,920,227,078**	**1,046,301,116**	**(7,035,374)**	**5,959,492,820**		**479,169,649**	**280,800,256**	**(3,110,041)**	**756,859,864**	**5,202,632,956**
30 June 2017	**5,388,775,771**	**956,621,147**	**-**	**6,345,396,918**		**321,822,824**	**340,478,246**	**-**	**662,301,070**	**5,683,095,848**
30 June 2017 (Restated)	**4,117,144,729**	**803,082,349**	**-**	**4,920,227,078**		**228,912,414**	**250,257,234**	**-**	**479,169,648**	**4,441,057,430**

Allocation :

	Amount in Taka		
	30 June 2018	30 June 2017 (Restated)	30 June 2017
Cost of Goods Sold	166,562,226	164,720,978	252,556,208
Carrying income / (loss)	-	-	2,137,350
Administrative Expenses	6,704,567	5,226,254	5,350,470
Selling & Distribution Expenses	74,444,899	54,289,377	54,413,592
Bag plant	33,088,563	26,020,626	26,020,626
TOTAL	**280,800,256**	**250,257,235**	**340,478,246**

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

Revaluation: **Amount in Taka**

Category of assets	Cost				Rate	Depreciation				Written down value
	Opening	Addition	Disposal	Closing		Opening	Charged during the year	Disposal/ Adjustment	Closing	As at 30 June 2018
Land & Land Development	455,504,566	-	-	455,504,566	-	-	-	-	-	455,504,566
Factory Building	32,315,251	-	-	32,315,251	3%	1,909,832	912,163	-	2,821,994	29,493,257
Jetty Construction	3,132,068	-	-	3,132,068	3%	185,105	88,409	-	273,514	2,858,554
Electric Installation	-	-	-	-	8%	-	-	-	-	-
Plant & Machinery	195,599,942	-	-	195,599,942	7.5%, 6%	27,790,757	12,372,969	-	40,163,725	155,436,217
Boundary Wall & Fencing	245,141	-	-	245,141	5%	23,901	11,062	-	34,963	210,178
Furniture & Fixtures	-	-	-	-	10%	-	-	-	-	-
Telephone & Fax Installation	-	-	-	-	15%	-	-	-	-	-
Loose Tools	-	-	-	-	15%	-	-	-	-	-
Motor Vehicles	-	-	-	-	15%	-	-	-	-	-
Office Building & Shed		-	-	1,030,264	3%	60,889	29,081	-	89,970	940,294
Office Equipment	227	-	-	227	15%, 20%	81	29	-	111	116
Tube-Well	-	-	-	-	15%	-	-	-	-	-
Air Compressor	-	-	-	-	15%	-	-	-	-	-
Grinding Media	-	-	-	-	33%	-	-	-	-	-
Lab Equipment	-	-	-	-	10%	-	-	-	-	-
Vessel	-	-	-	-	10%	-	-	-	-	-
Portable Cement Silo	-	-	-	-	3%	-	-	-	-	-
Office Decoration	121,614	-	-	121,614	15%	33,748	13,180	-	46,928	74,686
Generator Building	-	-	-	-	10%	-	-	-	-	-
Software	-	-	-			-	-	-	-	-
30 June 2018	**687,949,073**	**-**	**-**	**687,949,073**		**30,004,313**	**13,426,892**	**-**	**43,431,205**	**644,517,868**
30 June 2017	**1,082,773,384**	**-**	**-**	**1,082,773,384**		**21,760,154**	**20,233,955**	**-**	**41,994,109**	**1,040,779,275**
30 June 2017 (Restated)	**687,949,073**	**-**	**-**	**687,949,073**		**15,554,125**	**14,450,188**	**-**	**30,004,313**	**657,944,760**

Allocation :	30 June 2018 Taka	30 June 2017(Restated) Taka	30 June 2017 Taka
Cost of Goods Sold	11,408,602	12,275,477	18,059,244
Administrative Expenses	10,567	12,434	12,434
Selling & Distribution Expenses	-	-	-
Bag Plant	2,007,723	2,162,277	2,162,277
TOTAL	**13,426,892**	**14,450,188**	**14,450,188**

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

Amount in Taka

Cost and Revaluation:	Cost				Rate	Depreciation				Written Down Value as at 30 June 2018
Category of Assets	Balance as on 1 July 2017	Addition During the Year	Disposal/ Adjustment During the period	Balance as on 30 June 2018		Balance as on 1 July 2017	Charged During the Year	Disposal/ Adjustment During the period	Balance as on 30 June 2018	
Land & Land Development	1,655,943,647	414,002,976	-	2,069,946,623	-	-	-	-	-	2,069,946,623
Factory Building	734,275,176	28,114,875	-	762,390,051	3%	42,153,357	21,032,088	-	63,185,444	699,204,607
Jetty Construction	66,314,703	1,390,210	-	67,704,913	3%	3,342,639	1,894,148	-	5,236,787	62,468,126
Electric Installation	129,102,727	11,366,041	-	140,468,768	8%	17,696,236	8,790,602	-	26,486,838	113,981,930
Plant & Machinery	2,329,367,028	242,916,204	-	2,572,283,232	7.5%, 6%	319,412,540	160,237,796	-	479,650,335	2,092,632,897
Boundary Wall & Fencing	5,234,022	-	-	5,234,022	5%	650,757	229,163	-	879,921	4,354,101
Furniture & Fixtures	6,324,912	3,257,332	-	9,582,244	10%	1,110,117	639,647	-	1,749,763	7,832,481
Telephone & Fax Installation	560,344	-	-	560,344	15%	155,496	60,727	-	216,223	344,121
Loose Tools	259,932	-	-	259,932	15%	72,131	28,170	-	100,302	159,630
Motor Vehicles	442,437,241	292,086,124	(7,035,374)	727,487,991	15%	76,310,117	70,548,455	(3,110,041)	143,748,531	583,739,460
Office Building & Shed	9,652,597	388,200	-	10,040,797	3%	559,952	274,922	-	834,874	9,205,923
Office Equipment	18,579,570	7,584,313	-	26,163,883	15%, 20%	3,960,909	2,704,033	-	6,664,942	19,498,941
Tube-Well	543,338	55,800	-	599,138	15%	150,776	61,182	-	211,958	387,180
Air Compressor	7,038,866	-	-	7,038,866	15%	1,336,109	855,414	-	2,191,523	4,847,343
Grinding Media	71,465,104	-	-	71,465,104	33%	23,289,018	15,898,109	-	39,187,127	32,277,977
Lab Equipment	1,638,874	7,009,122	-	8,647,996	10%	236,006	629,609	-	865,615	7,782,381
Vessel	98,756,591	6,548,199	-	105,304,790	10%	16,275,276	8,583,838	-	24,859,114	80,445,676
Portable Cement Silo	24,347,117	29,321,135	-	53,668,252	3%	1,008,896	1,109,691	-	2,118,586	51,549,666
Office Decoration	3,003,398	2,260,585	-	5,263,983	15%	821,750	379,647	-	1,201,397	4,062,586
Generator Building	2,454,401	-	-	2,454,401	10%	466,336	198,806	-	665,143	1,789,258
Software	876,563	-	-	876,563	10%	165,544	71,102		236,645	639,918
Grand Total at 30 June 2018	**5,608,176,151**	**1,046,301,116**	**(7,035,374)**	**6,647,441,893**		**509,173,962**	**294,227,148**	**(3,110,041)**	**800,291,069**	**5,847,150,824**
Grand Total as on 30 June 2017	**6,471,549,155**	**956,621,147**	**-**	**7,428,170,302**		**343,582,978**	**360,712,201**	**-**	**704,295,179**	**6,723,875,124**
Grand Total as on 30 June 2017 (Reststed)	**4,805,093,802**	**803,082,349**	**-**	**5,608,176,151**		**244,466,539**	**264,707,422**		**509,173,961**	

Depreciation charge has been allocated to:	30 June 2018 Taka	30 June 2017(Restated) Taka	30 June 2017 Taka
Cost of Goods Sold	177,970,828	176,996,455	270,615,452
Administrative Expenses	6,715,134	5,238,688	5,362,904
Carrying income/(loss)	-	-	2,137,350
Selling & Distribution Expenses	74,444,899	54,289,377	54,413,592
Bag plant	35,096,286	28,182,903	28,182,903
TOTAL	**294,227,148**	**264,707,423**	**360,712,201**

Note:

i) Name of Valuer : M/S S. F. Ahmed & Co., Chartered Accountants.

ii) Valuation method : Net asset value method.

iii) Date of Capitalization: Revaluation surplus capitalized on 01 July 2015.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

4.02 Leasehold:

Cost :

Amount in Taka

Particulars	Cost				Rate	Depreciation				Written down value
	Opening	Addition	Disposal	Closing		Opening	Charged during the year	Disposal/ Adjustment	Closing	As at 30 June 2018
Motor Vehicles	259,800,000	-	-	259,800,000	15%	131,677,030	19,218,446	-	150,895,475	108,904,525
Plant & Machinery	10,100,000	-	-	10,100,000	8%	3,516,895	493,733	-	4,010,628	6,089,372
30 June 2018	**269,900,000**	**-**	**-**	**269,900,000**		**135,193,925**	**19,712,178**	**-**	**154,906,103**	**114,993,897**
30 June 2017	**326,194,494**	**-**	**-**	**326,194,494**		**115,823,153**	**28,395,858**	**-**	**144,219,011**	**181,975,483**
30 June 2017 (Restated)	**269,900,000**	**-**	**-**	**269,900,000**		**112,050,224**	**23,143,701**	**-**	**135,193,925**	**134,706,075**

Depreciation charge has been allocated to:	30 June 2018 Taka	30 June 2017(Restated) Taka	30 June 2017 Taka
Cost of production	493,733	533,765	533,765
Carrying Income/(Loss)	-	-	5,252,157
Selling & distribution expenses	19,218,446	22,609,936	22,609,936
TOTAL	**19,712,178**	**23,143,701**	**28,395,858**

5.00 Capital work-in-progress (WIP)

Opening capital work-in-progress	82,002,869	4,885,080	47,202,662
Add: Expenditure incurred during the year (Note 5.01)	829,329,383	103,070,506	168,297,789
Total capital work-in-progress	**911,332,252**	**107,955,586**	**215,500,451**
Less: Capitalized during the year (Note 5.01)	(40,630,879)	(25,952,717)	(25,952,717)
Closing capital work -in - progress	**870,701,373**	**82,002,869**	**189,547,734**

5.01

Particulars	Opening	Opening (Restated)	Expenditure incurred during the year	Capitalized/ transferred during the year	Closing
Godown- Mongla	5,984,444	5,984,444	-	-	5,984,444
Project - Roller press	128,042	128,042	-	128,042	-
PCML Project (Bag plant-2 ply)	-	-	12,780,076	12,780,076	-
Cement Silo	19,744,126	19,744,126	31,551,925	21,353,719	29,942,332
Fly Ash Silo	130,000	130,000	-	130,000	-
Project New	56,016,257	56,016,257	784,997,382	6,239,042	834,774,597
Boundary Wall & Fencing	51,648,029	-	-	-	-
New Ball Mill Inst. & Dist. Work	41,997,851	-	-	-	-
New Automobile Workshop	5,690,864	-	-	-	-
New Ball Mill VRM Project	8,208,121	-	-	-	-
Total	**189,547,734**	**82,002,869**	**829,329,383**	**40,630,879**	**870,701,373**

AMARSTOCK

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

6.00 Inventories

Inventories	Unit measurement	30 June 2018		30 June 2017 (Restated)		30 June 2017	
		Quantity	Amount (Tk.)	Quantity	Amount (Tk.)	Quantity	Amount (Tk.)
Clinker	MT	16,377	84,936,691	109,325	485,100,843	116,124	511,793,917
Gypsum	MT	954	2,631,104	9,596	22,060,865	14,267	30,570,165
Fly Ash	MT	7,320	16,681,950	54,183	110,199,487	57,508	115,659,738
Slag	MT	29,657	86,415,990	6,820	15,576,847	7,245	16,376,461
Lime Stone	MT	29,943	72,844,200	6,994	16,610,126	16,180	30,461,194
Grinding Aid	MT	563	40,065,424	140.00	10,524,991	-	-
Packing materials (P.P. & Paper Bag)	Pcs	1,162,928	14,896,090	296,304	5,386,481	502,573	9,079,581
Finished goods and WIP	MT	10,625	50,986,275	970	4,362,750	12,805	4,362,750
WIP- Bag Plant	KG	73,779	7,597,537	62,456	5,484,450	82,821	5,484,450
Stock at ghat	MT	465	3,034,684	12236.5	69,254,707	9,580	69,254,707
Stock at ghat- Others	Bag	832	153,759	68	18,860	-	18,860
Raw material stock for Bag Plant	KG	655,119	73,792,014	1,162,432	118,977,653	1,303,984	118,977,653
Consumable stores	Various	-	41,141,720		35,754,553	-	83,574,702
Total		**-**	**495,177,438**		**899,312,614**	**-**	**995,614,178**

6.01 Raw materials reconciliation

For 30 June 2018

Particulars	Opening		Receipt				R.M. sales at cost		Closing		Consumption	
			Import		Local purchase							
	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)
Clinker	109,325	485,100,843	1,105,817	5,178,264,831	-	-	-	-	16,377	84,936,691	1,198,764	5,578,428,982
Gypsum	9,596	22,060,865	68,000	175,100,675	4,500	13,500,000	-	-	954	2,631,104	81,142	208,030,436
Fly Ash	54,183	110,199,487	140,451	297,601,304	-	-	-	-	7,320	16,681,950	187,313	391,118,842
Slag	6,820	15,576,847	135,300	366,080,467	-	-	-	-	29,657	86,415,990	112,463	295,241,324
Lime Stone	6,994	16,610,126	72,025	173,482,767	-	-	-	-	29,943	72,844,200	49,077	117,248,693
Grinding Aid	140	10,524,991	618.00	42,720,077	-	-	-	-	563	40,065,424	195	13,179,644
Total	**187,058**	**660,073,159**	**1,522,211**	**6,233,250,121**	**4,500**	**13,500,000**	**-**	**-**	**84,815**	**303,575,359**	**1,628,954**	**6,603,247,922**
											Less - Duty draw back & VAT loss	(81,286,357)
											Total raw materials consumption	**6,521,961,565**

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

Raw materials reconciliation

For 30 June 2017 (Restated)

Particulars	Opening		Receipt				R.M. sales at cost		Closing		Consumption	
			Import		Local purchase							
	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)
Clinker	64,435	262,366,873	1,184,480	5,063,599,539	-	-	-	-	109,325	485,100,843	1,139,590	4,840,865,569
Gypsum	41,891	100,266,920	46,600	104,621,652	-	-	-	-	9,596	22,060,865	78,895	182,827,707
Fly Ash	17,392	38,399,316	148,451	300,547,192	-	-	-	-	54,183	110,199,487	111,660	228,747,021
Slag	34,554	69,045,443	115,907	260,193,001	-	-	-	-	6,820	15,576,847	143,641	313,661,597
Lime Stone	43,124	88,658,257	75,130	151,735,059	6,050.00	21,199,683	-	-	6,994	16,610,126	117,310	244,982,873
Grinding Aid	-	-	-	26,312,475					140.00	10,524,991		15,787,484.00
Total	**201,396**	**558,736,809**	**1,570,568**	**5,907,008,918**	**6,050**	**21,199,683**			**187,058**	**660,073,159**	**1,591,096**	**5,826,872,251**

Less - Duty draw back & VAT loss	500,903
Total raw materials consumption	**5,827,373,154**

Raw materials reconciliation

For 30 June 2017

Particulars	Opening		Receipt				R.M. sales at cost		Closing		Consumption	
			Import		Local purchase							
	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)
Clinker	76,551	306,638,413	1,310,520	5,545,888,857	-	-	-	-	116,124	511,793,917	1,270,947	5,340,733,353
Gypsum	49,774	114,783,956	49,600	109,898,733	-	-	-	-	14,267	30,570,165	85,107	194,112,524
Fly Ash	18,601	40,202,309	159,372	318,201,134	-	-	-	-	57,508	115,659,738	120,465	242,743,705
Slag	50,951	101,575,932	129,907	284,696,655	-	-	-	-	7,245	16,376,461	173,613	369,896,126
Lime Stone	50,826	100,426,820	87,930	171,143,850	6,050	21,199,683	-	-	16,180	30,461,194	128,626	262,309,159
Grinding Aid	-	-	-	26,312,475	-	-	-	-	-	10,524,991	-	15,787,484.00
Total	**246,703**	**663,627,430**	**1,737,329**	**6,456,141,704**	**6,050**	**21,199,683**	**-**	**-**	**211,324**	**715,386,466**	**1,778,758**	**6,425,582,351**

Less - Duty draw back & VAT loss	500,903
Total raw materials consumption	**6,426,083,254**

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

6.02 Packing materials reconciliation

Particulars	Opening balances		Local purchase		Received from own factory		Closing balances		Consumption internal		Consumption external	
	Quantity (PCS)	Amount (Tk.)	Quantity (PCS)	Amount (Tk.)	Quantity (PCS)	Amount (Tk.)	Quantity (PCS)	Amount (Tk.)	Quantity (PCS)	Amount (Tk.)	Quantity (PCS)	Amount (Tk.)
30 June 2018	296,304	5,386,481	2,647,400	47,068,300	38,651,123	515,653,783	1,162,928	14,896,090	30,713,699	421,320,893	9,718,200	131,891,581
30 June 2017 (Restated)	907,519	14,265,769	10,112,585	183,053,968	21,264,360	257,626,150	296,304	5,386,481	30,987,160	437,696,614	1,001,000	11,862,791
30 June 2017	938,578	14,832,018	13,684,785	247,259,168	21,264,360	257,626,150	502,573	9,079,581	34,384,150	498,774,964	1,001,000	11,862,791

		30 June 2018 Taka	30 June 2017(Restated) Taka	30 June 2017 Taka
7.00	**Trade & other receivable**			
	Trade receivables:			
	Trade receivables (local)	2,401,686,376	2,168,753,440	2,449,913,645
	Trade receivables (foreign)	69,392,396	38,519,949	38,519,949
		2,471,078,772	**2,207,273,389**	**2,488,433,594**
	Other receivables			
	Receivable - Bag plant	25,651,102	2,570,550	2,570,550
		2,496,729,874	2,209,843,939	2,491,004,144
	Interest receivable on FDR	4,276,644	4,469,441	4,469,441
	Total receivables	2,501,006,518	2,214,313,380	2,495,473,585
	Less: Provision for Bad & Doubtful expenses			
		2,404,625,585	**2,117,932,447**	**2,399,092,653**
7.01	a) Dues within 3 months	2,003,543,018	1,662,364,377	1,943,524,579
	Dues over 3 months but within 6 months	179,353,936	239,314,733	239,314,733
	Dues over 6 months	313,832,921	308,164,833	308,164,833
		2,496,729,874	**2,209,843,942**	**2,491,004,145**
	b) Provision for bad debts			
	Opening balance	96,380,932	81,121,567	81,121,567
	Add :Provision for the year	-	15,376,030	15,376,030
		96,380,932	**96,497,597**	**96,497,597**
	Less: Write off	-	116,665	116,665
	Closing balance	**96,380,932**	**96,380,932**	**96,380,932**

The company provide 100% provision for bad debt on amount receivable . As the ovedue receivable(exceeding one year) do not exceed the amount of provision , no provision has been made for the year 2017-2018 as approved by board meeting dated 06/10/2018.

c. There is no such debt due by or to directors or other officers of the Company.
d. Out of total receivable Tk. 83,14,71,000/- secured by bank guarantee.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

		30 June 2018 Taka	30 June 2017(Restated) Taka	30 June 2017 Taka
8.00	**Advances, deposits & pre-payments:**			
	Advances	2,658,575,770	1,333,561,350	1,628,562,965
	Deposits	58,113,820	51,823,476	56,502,533
	Prepayment	43,782,319	3,979,321	3,979,321
		2,760,471,909	**1,389,364,147**	**1,689,044,819**
8.01	**Advances**			
	Advance income tax (Note- 8.04)	992,385,087	626,245,004	762,458,323
	VAT current account	53,758,512	6,379,948	7,615,890
	House rent advance	2,000,000	-	-
	Advance for office space purchase - Note 8(b)	125,000,000	125,000,000	125,000,000
	Advance against land - Note 8(c)	153,699,572	130,669,592	148,527,592
	LC Advances	482,037,365	146,976,210	161,077,084
	Advance against expenses	823,836,716	274,488,117	398,741,197
	Advance to employees	14,767,096	16,848,170	18,188,570
	Advance against motor cycle	11,091,422	6,954,309	6,954,309
		2,658,575,770	**1,333,561,350**	**1,628,562,965**
8.02	**Deposits**			
	BOC Bangladesh Ltd.	20,000	20,000	20,000
	Bangladesh telecommunications company ltd.	65,800	65,800	65,800
	Central Dipository BD Ltd - CDBL	500,000	500,000	500,000
	Dhaka electric supply authority	4,200,000	4,200,000	4,200,000
	Munshigonj Palli Bidyut Samity	21,339,000	21,339,000	21,339,000
	ICAB-Advance against Office Rent	1,986,138	1,986,138	1,986,138
	Ranks telecom Limited	6,900	6,900	6,900
	Bank Guarantee margin-LC Deposit	2,221,000	2,221,000	2,221,000
	Bank Guaranty Margin - Titas Gas - Deposit	1,065,295	-	-
	Tender Deposit	10,792,155	15,672,978	15,672,978
	Zela Commandant & BDP Munshigong	-	547,078	547,078
	Deposit to TGTDCL	4,418,000	4,418,000	4,418,000
	Bank guarantee margin to TGTDCL	836,050	836,050	836,050
	Titas Gas Transmission & Distributon Co Ltd - Deposit	10,652,950	-	-
	TGSL	10,532	10,532	10,532
	PDB	-	-	4,529,057
	CPA	-	-	150,000
		58,113,820	**51,823,476**	**56,502,533**
8.03	**Pre-payments**			
	Store rent advance	-	50,000	50,000
	BSTI license fee	1,495,460	2,990,920	2,990,920
	Pre-Paid Promotional Expenses	38,938,401	938,401	938,401
	Store - Hatir Jheel - Prepaid	3,348,458	-	-
		43,782,319	**3,979,321**	**3,979,321**

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

		30 June 2018 Taka	30 June 2017(Restated) Taka	30 June 2017 Taka
8.04	**Movement of advance income tax:**			
	Opening balance	626,245,004	477,314,622	579,911,129
	Add : Payment during the year	366,140,083	330,062,034	363,678,846
		992,385,087	**807,376,656**	**943,589,975**
	Less : Advance Income Tax refund	-	(181,131,652)	(181,131,652)
	Less : Adjustment during the year	-	-	-
	Closing balance	**992,385,087**	**626,245,004**	**762,458,323**

a) All the advances & deposits amount is considered good and recoverable.

b) The advance was paid to Rupayan Housing Estate Ltd. against purchase of 21,507 sft office space at 11th floor of Rupayan Trade Centre, 114 Kazi Nazrul Islam Avenue, Dhaka 1215.The total contract value was Tk. 179,407,400 against which Tk. 125,000,000 was paid in advance. Subsequently Rupayan sold the same porperty to a third party for at a higher price i.e. BDT 20 crore 33 lakhs 13 thousands and 7 hundreds. After knowing that PCML's authority filed a case in the District & Session Judge Court against Rupayan and applied for imposing restriction on transfer of the said property to any other third party except the plaintiff (case no.-61/2010). The District & Session court on 13.07.2014 gave a degree in favour of PCML after hearing of the case.

c) i) Initially PCML purchased the land from local land owner vide registration deed # 3503, 3504 & 3505 dt 31 October 2001. Subsequently PCML came to know that the land is khass and accordingly PCML applied to the competent authority for long term lease with recommendation from Prime Minister office (Investment Wing). Being satisfied, Ministry of Land directed Deputy Commissioner (DC), Narayangonj to give 350 Shatak land under long term lease in favor of PCML on 16.10.2006 vide letter no. Bhu:Ma:/Sha-8/Khajob/315/ 2002/1072/1. PCML communicated with DC, Narayangonj on many occasions to complete the process but DC, Narayangonj was reluctant to comply with the order of the Ministry of Land. PCML filed a writ petition to the Honorable High Court for compliance of the order of the Ministry of Land by DC, Narayangonj (petition no. 7194 of 2009) which is currently under process. Considering the circumstances, the management has decided to transfer an amount of Tk. 20,259,493 from land and land development.

ii) Registration deed no. 84 dt. 06.01.05, 179 dt. 17.01.05 and 1468 dt. 14.04.05 comprise 189 shatak land out of which mutation of 76.50 Shatak Land are yet to be completed. Hence proportionate amount of Tk. 5,235,405 has been transferred from land and land development.

iii) Advance against land includes Tk. 4,701,931 paid to Mr. Nur Mohammed against purchase of Land, PCML filed suits as the seller was reluctant to give registration of the lands. The case against Nur Mohammed is yet to be disposed off.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

IV) Details of advance against land & land development has given below:

Name of Seller	30 June 2018 Taka	30 June 2017(Restated) Taka	30 June 2017 Taka
Abul Bashar Bepari Gong	-	6,343,124	6,343,124
Abu Toeb Gong	11,646,000	11,646,000	11,646,000
Amiron	-	2,543,000	2,543,000
Kamal Madber	-	11,914,903	11,914,903
Makbul Hossain Gong	-	1,680,000	1,680,000
Md.Dudu Mia	-	43,957	43,957
Md.Nur Uddin	-	4,315,500	4,315,500
Moslem Awal Gong	39,228,855	43,710,908	43,710,908
Nazrul Islam Gong	38,521,280	15,605,280	15,605,280
Nur Mohammed	4,701,931	4,701,931	4,701,931
Nuru Miah Gong	-	573,083	573,083
Samad Miah Gonh	2,097,008	2,097,008	2,097,008
Wazuddin Gong	25,494,898	25,494,898	25,494,898
Badsha & Reja	-	-	10,200,000
Harun Estate Dept.	-	-	1,160,000
Rokeya Begum & Abul Hasham	15,030,000	-	-
Saheb Uddin Mullah	4,949,600	-	-
Wazed Ali Khokon PP	12,030,000	-	-
Abdur Rahim	-	-	1,220,000
Sheikh Ahmed	-	-	1,058,000
Advance Against Nur-Uddin	-	-	2,825,000
Advance Against Abdul Khaleque	-	-	1,395,000
	153,699,572	**130,669,592**	**148,527,592**
9.00 Investment in FDR			
Standard Chartered Bank	128,806,198	125,302,679	125,302,679
Standard Bank Limited	2,356,934	2,236,150	2,236,150
Pubali Bank Ltd	5,835,007	3,189,000	3,189,000
Social Islami Bank Ltd	7,619,244	4,390,530	4,390,530
State Bank of India	2,410,962	2,322,140	2,322,140
Midland Bank FDR	47,784,500	45,000,000	45,000,000
NCC Bank	-	2,086,957	2,086,957
	194,812,845	**184,527,456**	**184,527,456**
10.00 Cash and bank balances:			
Cash at bank (Note - 10.01)	62,733,890	79,203,313	83,066,317
Cash in hand (Note - 10.02)	14,698,994	23,063,240	26,688,706
	77,432,884	**102,266,553**	**109,755,023**
10.01 Cash at bank:			
Share Money Deposit - NCCBL	5,534,952	5,404,082	5,404,082
Current accounts	47,347,077	61,083,998	64,947,002
STD accounts	8,115,910	10,634,856	10,634,856
EFC accounts	1,735,952	2,080,377	2,080,377
	62,733,890	**79,203,313**	**83,066,317**

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

		30 June 2018 Taka	30 June 2017(Restated) Taka	30 June 2017 Taka
10.02	**Cash in hand:**			
	PCML			
	Corporate office	1,459,174	6,868,287	6,868,287
	Factory	5,777,347	6,416,943	6,416,943
	Cash in Factory Logistics	7,036,727	9,197,349	9,197,349
	Registered office	425,746	580,661	580,661
		14,698,994	**23,063,240**	**23,063,240**
	NCML			
	Corporate office	-	-	1,622,425
	Factory	-	-	2,003,041
		-	-	**3,625,466**
		14,698,994	**23,063,240**	**26,688,706**

10.03 Bank balances are reconciled and confirmed.

11.00 Ordinary share capital

Authorized:			
500,000,000 Ordinary shares of Tk. 10 each		5,000,000,000	5,000,000,000
		5,000,000,000	**5,000,000,000**
Issued, subscribed and paid up:			
105,450,000 Ordinary shares of Tk.10 each fully paid-up in cash		**1,054,500,000**	**1,054,500,000**

Share holding position:

The composition of share holders at balance sheet date was as follows:

Name of shareholders	30 June 2018			30 June 2017
	Percentage	Number	Face value	Face value
01. Mr. Mohammed Abul Kalam	2.39%	2,525,200	25,252,000	25,252,000
02. Mr. Mohammed Amirul Haque	11.00%	11,599,500	115,995,000	115,995,000
03. Mr. Md. Jahangir Alam	9.89%	10,425,313	104,253,130	104,253,130
04. Mr. Md. Alamgir Kabir	4.19%	4,416,562	44,165,620	44,165,620
05. Mr. Mohammed Ershadul Hoque	0.00%	-	-	21,135,000
06. Mr. Mohammad Mustafa Haider	19.76%	20,837,300	208,373,000	208,373,000
07. Mr. Mohammed Zahurul Haque	2.71%	2,856,000	28,560,000	28,560,000
08. Mr. Hasnat Mohd. Abu Obida	17.39%	18,332,500	183,325,000	183,325,000
09. Mrs. Nashira Sultana	0.00%	-	-	36,430,800
10. Mr. Md. Almas Shimul	3.32%	3,504,375	35,043,750	35,043,750
11. Mr. Md. A. Rouf	1.11%	1,168,125	11,681,250	11,681,250
12. Mr. Md. Ashrafuzzaman	1.11%	1,168,125	11,681,250	11,681,250
14. Mr. Md. Zahur Ahmed	2.05%	2,156,920	21,569,200	21,569,200
15. Mr. Mohammed Raquibul Haque	0.47%	493,500	4,935,000	4,935,000
16. Institute	17.07%	17,998,608	179,986,080	103,869,860
17. General Investor	7.55%	7,957,901	79,579,010	98,121,430
18. Non-Resident Bangladeshi	0.01%	10,071	100,710	108,710
	100%	**105,450,000**	**1,054,500,000**	**1,054,500,000**

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

11.01 Classification of shareholders by holdings

Shareholding Range	No. of Holders 30 06.2018	Holdings Share 30.06.2018	No. of Holders 30.06.2017	Holdings Share 30.16.2017
Less than 500 Shares	1,812	343,428	1,969	391,447
501 to 5,000 Shares	321	563,416	447	809,951
5,001 to 10,000 Shares	38	288,684	73	549,988
10,001 to 20,000 Shares	25	361,556	36	520,542
20,001 to 30,000 Shares	10	248,304	19	468,119
30,001 to 40,000 Shares	8	268,655	5	187,966
40,001 to 50,000 Shares	1	40,000	2	89,025
50,001 to 100,000 Shares	14	998,222	16	1,182,775
100,001 to 1,000,000 Shares	19	7,467,438	31	9,927,378
Over 1,000,000 shares	18	94,870,297	16	91,322,809
	2,266	**105,450,000**	**2,614**	**105,450,000**

		30 June 2018 Taka	30 June 2017(Restated) Taka	30 June 2017 Taka
12.00	**Non-controlling interest**			
	Opening balance	11,965,117	10,117,909	289,545,610
	Add: 4% Shares of profit of PPGL	1,127,387	1,847,208	1,847,208
	Add: 60% Shares of profit of NCML	-	-	14,917,904
	Closing balance	**13,092,504**	**11,965,117**	**306,310,722**
13.00	**Loan from shareholder**			
	Mr. Mohammed Amirul Haque	-	-	150,000,000
	Mr Mohammad Mustafa Haider	-	-	150,000,000
		-	**-**	**300,000,000**
14.00	**Deferred tax liabilities**			
	The tax effect of temporary differences that resulted in deferred tax assets or liabilities			
	Opening balance	374,729,639	408,750,872	469,246,917
	Add: Deferred tax expense/(income) during the year	33,875,430	(34,021,233)	(29,452,741)
	Prior year adjustment	-	-	-
	Closing balance	**408,605,069**	**374,729,639**	**439,794,176**

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

14.01 Reconciliation of deferred tax liabilities/(assets)

	30 June 2018 Taka	30 June 2017(Restated) Taka	30 June 2017 Taka
(a) As at 30 June 2018			
Property, plant and equipment	3,751,004,906	1,882,068,573	1,868,936,333
Provision for gratuity	(138,135,125)	-	(138,135,125)
Provision for bad and doubtful debts	(96,380,932)	-	(96,380,932)
Net taxable temporary difference	**3,516,488,849**	**1,882,068,573**	**1,634,420,276**
Deferred tax liability			**408,605,069**
(b) As at 30 June 2017 (Restated)			
Property, plant and equipment	3,457,942,491	1,742,550,350	1,715,392,141
Provision for gratuity	(120,092,653)	-	(120,092,653)
Provision for bad and doubtful debts	(96,380,932)	-	(96,380,932)
Total	**3,241,468,906**	**1,742,550,350**	**1,498,918,556**
Deferred tax liability			**374,729,639**
(c) As at 30 June 2017			
Property, plant and equipment	4,785,435,419	2,884,144,601	1,901,290,818
Provision for gratuity	(120,092,653)	-	(120,092,653)
Provision for bad and doubtful debts	(96,380,932)	-	(96,380,932)
Net taxable temporary difference	**4,568,961,834**	**2,884,144,601**	**1,684,817,233**
Deferred tax liability			**439,794,176**

15.00 Long term loan

BRAC Bank Ltd.	75,373,817	109,420,792	109,420,792
City Bank Ltd .	95,236,645	215,271,264	215,271,264
HSBC	73,281,250	126,945,000	126,945,000
IDLC Finance Ltd.	171,160,806	251,960,860	276,266,831
Dutch-Bangla Bank Limited	-	-	609,134,750
Jamuna Bank Limited	14,795,503	29,357,584	45,432,528
United Finance Limited.	31,190,055	70,541,500	70,541,500
	461,038,076	**803,497,000**	**1,453,012,665**

15.01 USD Foreign Loan from BRAC Bank Ltd. is repayable in 04 quarterly installments. Rate of interest is 3 Month LIBOR + 4.00%. Security details: (a) Registered mortgage over property (b) Personal guarantee of selected directors.

15.02 USD Foreign Loan from HSBC Ltd. is repayable in 04 quarterly installments. Rate of interest is 3Month LIBOR + 4.5%. Security details: (a) Registered mortgage over property (b) Personal guarantee of selected directors.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

		30 June 2018 Taka	30 June 2017(Restated) Taka	30 June 2017 Taka
15.03	**Allocation of long term loan**			
	BRAC Bank Ltd.	-	36,880,792	36,880,792
	City Bank Ltd	-	80,271,264	80,271,264
	HSBC USD Loan	-	70,525,000	70,525,000
	IDLC Finance Ltd.	82,262,674	170,635,387	170,635,387
	Lease Finance - ULC	3,951,214	35,506,870	35,506,870
	NCML	-	-	510,923,932
	Long term portion	**86,213,888**	**408,559,455**	**919,483,387**
	HSBC	73,281,250	56,420,000	56,420,000
	BRAC Bank Ltd.	75,373,817	72,540,000	72,540,000
	Lease finance - Jamuna Bank Ltd.	14,795,503	14,617,442	14,617,442
	IDLC Finance Ltd.	88,898,132	81,325,473	81,325,473
	Lease Finance - ULC	27,238,841	35,034,630	35,034,630
	City Bank Ltd.	95,236,645	135,000,000	135,000,000
	NCML	-	-	138,591,733
	Current portion	**374,824,188**	**394,937,545**	**533,529,278**
		461,038,076	**803,497,000**	**1,453,012,665**
16.00	**Defined benefit obligations (Gratuity)**			
	Opening balance	120,092,652	100,636,730	100,636,730
	Add :Provision for the year	21,735,706	24,818,610	24,818,610
		141,828,358	125,455,340	125,455,340
	Less: Payment made	3,693,234	5,362,688	5,362,688
	Closing balance	**138,135,124**	**120,092,652**	**120,092,652**
17.00	**Trade & other payables**			
	Raw materials & other suppliers	1,436,020	8,807,934	8,807,934
	Packing materials	52,931	21,752,566	21,752,566
	Marketing expenses	2,893,744	3,033,923	3,033,923
	Liabilities for expenses	496,994,086	210,306,226	230,400,203
	Provision for Brand & Promotional Expenses	-	37,000,000	37,000,000
	Payable on audit fee including VAT	402,500	402,500	521,624
	Provision for electric charge	53,055,644	200,000	200,000
	Provision for PF	1,422,010	1,310,138	1,310,138
	Dividend Payable	1,897,612	1,695,646	1,695,646
	Provision for Stevedoring charges	3,782,500	654,000	654,000
	Provision for Exchange Gain/loss	-	387,021	387,021
	VAT Payable	-	512,242	512,242
	TDS payable	5,992,857	2,450,134	3,445,450
	Provision and other payable	95,892,911	62,886,800	80,749,841
		663,822,815	**351,399,129**	**390,470,587**

All trade & other payables were incurred as usual in business operation & paid regularly.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

		30 June 2018 Taka	30 June 2017(Restated) Taka	30 June 2017 Taka
18.00	**Short term bank loan**			
	The City Bank Limited	1,494,771,457	682,974,517	682,974,517
	Dutch-Bangla Bank Ltd.	543,172,318	45,105,693	154,098,203
	Standard Bank Limited	341,607,583	264,714,480	264,714,480
	Standard Chartered Bank	1,395,725,023	1,218,289,618	1,218,289,618
	HSBC	446,134,523	652,076,411	652,076,411
	Prime Bank Limited	276,851,629	-	-
	NCC Bank Limited	723,398,030	359,786,727	359,786,727
	Social Islami Bank Limited	100,000,000	14,007,195	14,007,195
	Jamuna Bank -Loan	66,997,814	253,802,083	253,802,083
	Pubali Bank Ltd	302,912,784	346,176,565	902,033,240
	Brac Bank Ltd	712,299,973	250,760,000	250,760,000
		6,403,871,134	**4,087,693,289**	**4,752,542,474**

Short term bank loans are confirmed and reconciled with bank statement.

18.01 Bank / Financial Institution loan facilities

The company is currently availing the following facilities from banks:

Bank name	Limit (Taka in crore)			
	STL / Invoice Financing / Import Duty Loan /OSF/EIF	L/C	OD / CC	LATR /Long Term Loan/ Lease
The City Bank Ltd.	60	56	4	10
Dutch-Bangla Bank Ltd.	0	80	10	20
Standard Bank Ltd.	16	40	10	0
Standard Chartered Bank	25	340	3	100
HSBC	40	80	5	14
NCC Bank Limited	20	60	20	30
Prime Bank Ltd.	12	60	17	25
BRAC Bank Ltd	48	78	2	0
Jamuna Bank Ltd.	10	50	8	6.5
Social Islami Bank Ltd.	20	50	0	0
Pubali Bank Ltd	50	50	50	25
Trust Bank Ltd	0	45	3	15
Midland bank Ltd.	0	0	5	0
United Finance Limited	0	0	0	21
IDLC	0	0	0	40
Total	**301**	**989**	**137**	**306**

18.02 Securities against bank loan facilities

* Personal guarantee from all directors.
* Hypothecation over stock.
* First ranking pari passu charges over fixed assets.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

			30 June 2018 Taka	30 June 2017(Restated) Taka	30 June 2017 Taka
19.00	**Loan from Directors**				
	Mr. Mohammad Mustafa Haider		255,150,000	-	-
	Mr. Mohammed Amirul Haque		255,270,000	-	-
			510,420,000	**-**	**-**
20.00	**Liability for other finance**				
	Security deposit - Customers		3,240,690	73,820,255	73,820,255
			3,240,690	**73,820,255**	**73,820,255**
21.00	**Provision for taxation**				
	Opening balance		287,383,240	173,401,678	184,406,024
	Add : Current tax expenses				
	Current year		102,397,893	113,981,562	129,829,383
	Prior year		-	-	-
			102,397,893	113,981,562	129,829,383
			389,781,133	**287,383,240**	**314,235,407**
	Less : Payment made		-	-	-
	Less : AIT adjustment (Note-8.04)		-	-	-
	Closing balance		**389,781,133**	**287,383,240**	**314,235,407**
21.01	**Reconciliation of effective tax rate of PCML**				
	Profit before tax		578,455,953	617,106,465	662,385,953
	Profit excluding income tax		476,058,060	503,124,903	532,556,570
	Total income tax expense	17.70%	**102,397,893**	**113,981,562**	**129,829,383**
	Factors affecting the tax charge for current period:				
	Income tax using the Company's domestic tax rate	25.00%	144,613,988	154,276,616	165,596,488
	Non-deductible expenses	0.87%	5,037,675	9,405,484	9,405,484
	Excess of tax depreciation over accounting depreciation	-6.5%	(37,608,538)	(36,460,123)	(36,460,123)
	Exempted for export	(0.00)	(1,662,370)	(1,695,364)	(1,695,364)
	Exempted income-PPGL	-1.4%	(7,982,863)	(11,545,051)	(11,545,051)
	Tax / Rate adjustment for Associate		-	-	4,527,949
		17.70%	**102,397,893**	**113,981,562**	**129,829,383**

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

	Notes	30 June 2018 Taka		30 June 2017(Restated) Taka		30 June 2017 Taka	
22.00 Revenue							
From Cement:		Quantity	Amount	Quantity	Amount	Quantity	Amount
Revenue from local sales - (MT)		1,593,366	9,393,544,044	1,583,149	8,990,765,686	1,766,201	10,043,243,992
Revenue from export - (MT)		87,834	494,632,200	49,428	274,921,840	49,428	274,921,840
		1,681,200	**9,888,176,244**	**1,632,577**	**9,265,687,526**	**1,815,629**	**10,318,165,832**
Other revenue:							
Revenue from empty bag sales-Pcs		9,718,200	161,688,880	1,001,000	14,733,000	1,001,000	14,733,000
			10,049,865,124		**9,280,420,526**		**10,332,898,832**
23.00 Cost of sales							
Opening stock of finished goods & WIP			73,617,457		80,254,329		114,542,779
Add : Cost of production	23.01		8,513,384,281		7,698,643,502		8,593,678,608
Goods available for sale			8,587,001,738		7,778,897,831		8,708,221,387
Less: Closing stock of finished goods, ghat & in transit	6.00		(54,020,959)		(73,617,457)		(73,617,457)
			8,532,980,778		**7,705,280,374**		**8,634,603,930**

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

		Notes	30 June 2018 Taka	30 June 2017(Restated) Taka	30 June 2017 Taka
23.01	**Cost of production**				
	Raw materials consumption	6.01	6,521,961,565	5,827,373,154	6,426,083,254
	Packing materials consumption	6.02	421,320,893	437,696,614	498,774,964
	Contribution to PF		4,546,407	4,453,535	4,453,535
	Depreciation	4.00	178,464,561	177,530,220	271,149,217
	Electric Charges		495,533,457	471,895,259	556,513,111
	Cost of Cement from Sena kallan sangtha		336,767,300	435,866,960	435,866,960
	Cost of cement from Anwer cement Ltd		66,811,772	-	-
	Entertainment		1,413,341	1,864,416	2,860,560
	Repairs & maintenance		83,361,810	74,797,892	78,079,695
	Lab expenses		714,395	1,086,826	1,461,121
	Computer expenses		159,465	68,090	68,090
	Legal & Professional Fee		1,394,150	1,058,085	1,222,549
	Fuel, oil & lubricants		7,567,574	12,586,875	12,586,875
	Gas bill		28,939,947	32,484,149	32,484,149
	Gratuity		8,526,748	13,304,374	13,304,374
	Labour charges		16,753,308	19,812,437	25,213,177
	Medical expenses		295,219	338,778	415,005
	Misc. expenses		1,271,111	2,729,451	3,109,197
	Paper & periodicals		8,735	8,174	10,754
	Pay loader expenses		5,159,437	2,802,464	6,139,009
	Internet expenses		264,013	266,724	266,724
	Postage & Stamp		5,565	6,788	10,750
	Gift & presentations		40,000	141,600	149,600
	Canteen & food expenses		15,473,248	13,362,451	14,507,867
	Salary & wages		174,728,749	144,049,282	181,221,750
	Stationery		5,076,842	3,824,480	3,981,117
	Telephone charges		1,337,085	986,555	1,259,902
	Travelling & conveyance		2,023,087	2,216,065	2,815,501
	Cost of bag sale-outward		131,891,581	11,862,791	11,862,791
	Accommodation Expenses		-	-	76,064
	Fire insurance		966,916	3,435,812	3,435,812
	Land Revenue, Rate & Insurance		-	-	505,000
	Uniform		-	-	115,000
	Donation & Subscription		588,000	703,200	703,200
	VAT loss		-	-	2,661,333
	Training expenses		18,000	30,000	30,000
	Carrying Charges		-	-	280,601
			8,513,384,281	**7,698,643,502**	**8,593,678,608**

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

	30 June 2018 Taka	30 June 2017(Restated) Taka	30 June 2017 Taka
24.00 Other income /(loss) / expenses:			
Bank interest income	7,780,907	8,552,901	8,650,431
Exchange gain (loss)	(78,652,563)	(67,728,364)	(67,728,364)
Interest charged to NCML	27,131,517	-	-
Gain/loss on sales of motor vehicle	2,170,667	-	-
Misc income - H/O	806,147	98,951	98,951
Misc. income - Factory	9,075,787	12,941,026	12,945,026
Rental Income from GP	-	-	126,000
Income from raw materials sales	1,437,942	-	-
Income/(loss) from carrying *	43,085,201	(103,997,815)	(98,233,315)
	12,835,605	**(150,133,301)**	**(144,141,271)**

*Due to increase in per bag cement carrying rate which was realised from the customers along with cement selling rate and for the maxiumum utilization of our transport resource carrying loss has been turned into income.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

		30 June 2018 Taka	30 June 2017(Restated) Taka	30 June 2017 Taka
25.00	**Administrative expenses**			
	Audit fee	345,000	540,500	626,750
	Bank charges	1,360,355	1,691,374	1,691,374
	Advertisement	1,645,075	1,619,326	1,619,326
	Bad & doubtful expenses	-	15,376,030	15,376,030
	Contribution to PF	1,199,467	1,124,325	1,124,325
	Directors' remuneration	2,400,000	2,400,000	2,400,000
	Donation & subscription	978,970	556,000	556,000
	Electric charges	1,688,090	1,997,599	1,997,599
	Canteen & food expenses	3,890,867	3,387,654	3,716,857
	Entertainment	-	-	100,487
	Gratuity	4,911,468	2,972,155	2,972,155
	Training expenses	14,000	7,200	7,200
	Office rent	9,390,256	9,439,302	9,439,302
	Computer expenses	560,830	690,709	690,709
	Medical expenses	6,915	53,050	53,050
	Paper & periodicals	17,802	18,630	18,630
	Postage & stamp	216,633	130,199	135,179
	Internet expenses	639,929	642,433	642,433
	Renewal, legal & professional fee	4,882,741	5,884,619	7,817,119
	Repairs & maintenance	1,272,113	1,377,305	1,377,305
	Salary & allowances	45,102,887	37,036,981	45,420,429
	Stationery	2,012,506	1,961,175	2,001,020
	Telephone charges	930,686	936,740	1,051,707
	Travelling & conveyance	4,991,344	3,403,305	3,520,044
	Vehicle maintenance	2,101,505	3,271,255	3,271,255
	Water charges	245,475	204,325	204,325
	Guest House Expense	-	90,302	370,229
	Misc Expenses	2,477,550	4,369,772	4,977,856
	AGM Expenses	224,251	163,628	163,628
	BIWTA License fee	5,017,678	6,902,018	6,902,018
	BSTI License fee	1,600,548	1,741,089	1,741,089
	Board meeting expenses	149,500	276,000	276,000
	Fuel & Lubricant	45,313	41,788	41,788
	Depreciation (Note - 4.00)	6,715,134	5,238,688	5,362,904
		107,034,888	**115,545,476**	**127,666,122**

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

		30 June 2018 Taka	30 June 2017(Restated) Taka	30 June 2017 Taka
26.00	**Selling & distribution expenses**			
	Advertisement	19,858,731	12,791,075	12,791,075
	Car maintenance	5,346,403	4,774,678	4,774,678
	Contribution to PF	3,043,769	2,575,461	2,575,461
	Entertainment	316,484	633,167	938,167
	Export expenses	2,208,306	915,474	915,474
	Godown expenses	620,576	726,000	726,000
	Gratuity	8,297,490	8,542,081	8,542,081
	Legal & professional fee	346,198	1,020,499	1,020,499
	Medical expenses	5,115	6,950	8,450
	Internet Expenses	38,597	85,096	85,096
	Postage & stamp	348,976	396,166	396,166
	Promotional expenses	109,037,959	117,518,378	118,244,513
	Salaries & allowances	126,590,485	107,508,990	116,174,218
	Cement test expenses	1,458,220	1,177,430	1,177,430
	Stationery	358,759	1,713,607	1785607
	Telephone charges	4,565,439	4,086,658	4616056
	Travelling & conveyance	32,865,828	29,219,640	31328632
	Vehicle Licence Renewal & Insurance	-	-	1,374,629
	Labour Charge	7,881,058	8,725,665	12,332,037
	CSR Activities	541,257	1,647,450	1,647,450
	Tender expenses	426,428	2,506,028	2,506,028
	Computer expenses	9,400	4,000	4,000
	Miscellaneous expenses	900,551	2,273,700	2,273,700
	Depreciation (Notes No- 4.00)	93,663,345	76,899,312	77,023,528
		418,729,374	**385,747,505**	**403,260,975**
27.00	**Finance costs**			
	Bank charge	2,885,639	733,926	1,019,810
	Interest on WPPF	13,557,678	16,333,086	16,333,086
	Finance charges on lease	29,684,868	42,110,671	42,110,671
	Bank loan interest	352,045,325	218,883,409	270,566,727
		398,173,510	**278,061,092**	**330,030,294**
28.00	**Basic earnings per share (EPS):**			
	The computation of EPS is given below :			
	Earnings attributable to the ordinary shareholders (NPAT)	441,055,243	535,298,928	545,244,199
	Number of shares outstanding during the year	105,450,000	105,450,000	105,450,000
	Basic earnings per share (par value of Tk. 10)	**4.18**	**5.08**	**5.17**

Diluted EPS

No diluted EPS was required to be calculated for the year since there was no scope for dilution of share during the year under review.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

29.00 Related party disclosure

During the year the Company carried out a number of transactions with related parties in the normal course of business on an arms' length basis. Names of those related parties, nature of those transactions and their total value have been set out in accordance with the provisions of IAS-24: Related Party Disclosures.

Name of related party	Nature of relationship	Nature of transaction	Outstanding as on 01.07.2017 Taka	Transaction during the year (net) Taka	Outstanding as on 30.06.2018 Taka	Terms and conditions
Asia Insurance Ltd.	Common directorship	Providing insurance	(3,140,326)	-	(3,140,326)	Arm length transaction
Seacom Shipping Ltd	Common directorship	C & F	(3,766,924)	4,501,524	734,600	Arm length transaction
T K Oil Refinery Ltd.	Common directorship	Utility service	(10,349)	10,349	-	Arm length transaction
Aryan Stevedore Ltd.	Common directorship	Stevedoring service	(929,844)	6,143,030	5,213,186	Arm length transaction
G P H Ispat Ltd.	Common directorship	Materials supply	1,324,320	(10,063,056)	(8,738,736)	Arm length transaction
M I Cement Factory Ltd.	Common directorship	Materials supply	8,271,181	(4,000,000)	4,271,181	Arm length transaction
Samuda Chemical Complex Ltd.	Common directorship	Materials supply	(21,183,747)	21,464,442	280,695	Arm length transaction
Rupsha Tank Terminal & Refinery Ltd	Common directorship	Loan taken to meet short term finance	-	(39,997,600)	(39,997,600)	Arm length transaction
National Cement Mills Limited	Associate	Loan to meet operational expenses	377,703,843	354,108,976	731,812,819	Arm length transaction/Mutual Understanding
National Cement Mills Limited	Associate	Investment in share	70,000,000	-	70,000,000	Arm length transaction
Delta Agrofood Industries Ltd	Common directorship	Loan given to meet short term finance	-	12,945,385	12,945,385	Arm length transaction

Note : Figures in bracket at closing date represent payables.

30.00 Events after the reporting period

The Board of Directors of the company in its meeting held on 27 October 2018 recommended 10% cash dividend for the year 2017-2018 which is subject to approval of the shareholders in the ensuing Annual General Meeting.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

	30 June 2018 Taka	30 June 2017(Restated) Taka	30 June 2017 Taka
31.00 Contingent liabilities			
There are contingent liabilities in respect of outstanding letters of credit for Tk. 2,918 million & bank guarantee Tk. 52.85 million			
Letter of Credit			
The City Bank Limited	16,331,250	91,431,028	91,431,028
Brac Bank Ltd	32,362,240	17,177,472	17,177,472
Dutch Bangla Bank Limited	58,874,156	30,465,793	30,465,793
The Hongkong and Shanghai Banking Corporation Limited	102,113,651	82,928,534	82,928,534
NCC Bank Ltd	-	50,778,000	50,778,000
Prime Bank Limited	-	50,778,000	50,778,000
Social Islami Bank Ltd	62,114,551	21,373,681	21,373,681
Pubali Bank Ltd	75,005,153	10,209,924	10,209,924
Standard Chartered Bank	2,469,874,618	1,887,190,767	1,887,190,767
	2,918,812,094	**2,242,333,199**	**2,242,333,199**
Bank Guarantee			
Pubali bank Ltd	19,989,000	19,989,000	19,989,000
Social Islami Bank Ltd	24,028,308	11,515,662	11,515,662
Standard bank limited	8,836,000	8,836,000	8,836,000
	52,853,308	**40,340,662**	**40,340,662**
	2,971,665,402	**2,282,673,861**	**2,282,673,861**

32.00 Capital expenditure commitment

There is no unprovided committed expenditure as at 30 June 2018

33.00 Remittance of foreign currency:

No foreign currency was remitted during the year.

34.00 Earnings in foreign currency:

Export of 87,834 MT Cement were made in July 2017 to June 2018 to Indian state of Tripura & Assam and as deemed export in Bangladesh for US$ 5,909,585 equivalent to BDT. 494,632,200.

35.00 Claims against the company not acknowledged as debt

There is no claim against the company acknowledged as debt.

36.00 Capacity utilization:

36.01 Cement :

Actual average monthly production is 1,33,974.75 MT against average monthly capacity of 200,000 MT i.e. capacity utilization is 66.99%

37.00 Number of employees	Persons	Persons	Persons
Management	97	82	86
Staff	1,493	1,044	1,188
Total number of employees	**1,590**	**1,126**	**1,274**

All employees received salary more than Tk. 5,000 per month.

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

38.00 Financial risk management

Bangladesh Financial Reporting Standard IFRS 7 - Financial Instruments: Disclosures - requires disclosure of information relating to: both recognised and unrecognised financial instruments, their significance and performance, accounting policies, terms and conditions, net fair values and risk information- the Group's policies for controlling risks and exposures.

The management has overall responsibility for the establishment and oversight of the group's risk management framework. The group's risk management policies are established to identify and analyse the risks faced by the group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies, procedures and systems are reviewed regularly to reflect changes in market conditions and the group's activities. This note presents information about the group's exposure to each of the following risks, the group's objectives, policies and processes for measuring and managing risk, and the group's management of capital. The company has exposure to the following risks from its use of financial instruments.

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

38.01 Credit risk

Credit risk is the risk of a financial loss to the group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the group's receivables from distributors, institutional and export customers etc.

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. In monitoring credit risk, debtors are grouped according to their risk profile, i.e. their legal status, financial condition, ageing profile etc. Accounts receivable are related to sale of cement & empty cement bag.

The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the statement of financial position.

a) Exposure to credit risk

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

	30 June 2018 Taka	30 June 2017(Restated) Taka	30 June 2017 Taka
Trade receivable			
Local customers	2,427,337,478	2,171,323,990	2,452,484,195
Foreign customers	69,392,396	38,519,949	38,519,949
Advance, deposit and prepayments	2,658,575,770	1,333,561,350	1,628,562,965
Cash and bank balances	77,432,884	102,266,553	109,755,023
	5,232,738,528	**3,645,671,842**	**4,229,322,133**

The maximum exposure to credit risk for accounts receivable as at 30 June 2018 by geographic regions was:

Bangladesh	2,427,337,478	2,171,323,990	2,452,484,195
Asia	69,392,396	38,519,949	38,519,949
	2,496,729,874	**2,209,843,939**	**2,491,004,144**
b) Impairment losses			
Opening balance	96,380,932	81,121,567	81,121,567
Provision during the year	-	15,376,030	15,376,030
Reversal/Adjustment during the year	-	(116,665)	(116,665)
Closing balance	**96,380,932**	**96,380,932**	**96,380,932**

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

c) Credit exposure by credit rating as on 30 June 2018

Particulars	Credit rating	Amount	Percentage (%)
Trade receivable	NR	2,496,729,874	48%
Advance, deposit and prepayments	NR	2,658,575,770	51%
Cash and bank balances			
Cash in hand		14,698,994	0%
Cash at bank		**62,733,890**	**1%**
AB Bank Ltd	AA3	146,681	0%
Al-Arafah Islami Bank Ltd.	AA	1,349,332	2%
Bank Asia Ltd.	AA2	176,513	0.3%
Brac Bank LTD	AA+	-	0%
City Bank Ltd	AAA	2,454,205	3.9%
Dutch Bangla Bank Ltd	AA1	272,529	0%
Eastern Bank Ltd	AA+	5,095,706	8%
Hongkong Shanghai Banking Corp.	AA-	1,371,224	2%
IFIC Bank Ltd.	AA2	243,038	0%
Islami Bank Bangladesh Ltd	AAA	2,086,838	3%
Jamuna Bank Ltd.	AAA	310,523	0%
Mercantile Bank Ltd.	AA	-	0%
Midland Bank Ltd	A	1,123	0%
Mutual Trust bank Ltd.	AA-	660,810	1%
National Bank Ltd.	AA	862,907	1%
NCC Bank Ltd.	AA	5,567,394	9%
One Bank Limited.	AA	82,898	0%
Premier Bank Ltd.	AA+	843,076	1%
Prime Bank Limited.	AA	1,432,539	2%
Pubali Bank Ltd.	AA	1,842,940	3%
Shahjalal Islami Bank Ltd	AA2	485,215	1%
Social Islami Bank Ltd.	AA-	17,450,506	28%
Standard Chartered Bank Ltd.	AAA	-	-
Sonali Bank Ltd.	AAA	1,151,531	2%
Southeast Bank Ltd	AA	1,668,577	3%
Standard Chartered Bank		13,571,904	22%
Standard Bank Ltd.	AA	112,836	0%
State Bank of India	AA+	61,547	0%
Trust Bank Ltd.	AA2	769,318	1%
United Commercial Bank Ltd.	AA	1,677,611	3%
Uttara Bank Ltd.	AA	984,570	2%

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

38.02 Liquidity risk

Liquidity risk is the risk that the group will not be able to meet its financial obligations as they fall due. The group'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 group's reputation. Typically, the group ensures that it has sufficient cash and cash equivalents to meet expected operational expenses, including financial obligations through preparation of the cash flow forecast, based on time line of payment of financial obligations and accordingly arrange for sufficient liquidity/fund to make the expected payments within due dates. Moreover, the group seeks to maintain short term lines of credit with scheduled commercial banks to ensure payment of obligation in the event that there is insufficient cash to make the required payment. The requirement is determined in advance through cash flow projections and credit lines with banks are negotiated accordingly.

In extreme stressed conditions, the group may get support from the subsidiary and associate company in the form of inter-company loan.

The following are the contractual maturities of financial liabilities:

Category of Liabilities	Carrying amount	Maturity period	Nominal Interest rate	Contractual cash flows	Within 6 months or less	Within 6-12 months
	Taka			Taka	Taka	Taka
Trade and other payables	663,822,817	Dec. 2018	N/A	663,822,817	663,822,817	
Short term bank loan	6,403,871,134	Dec' 2018	7%~11%	6,403,871,134	6,403,871,134	
Current portion of long term loan	374,824,188	June 2019	4.5%~11.5%	374,824,188	187,412,094	187,412,094
Liability for other finance	3,240,690	June 2019	N/A	3,240,690	1,620,345	1,620,345
Contribution to WPPF	27,326,225	March 2019	N/A	27,326,225	-	27,326,225

38.03 Market risk

Market risk is the risk that any change in market prices, such as foreign exchange rates and interest rates will affect the group's income or the value of its holdings of financial instruments.

a) Currency risk

The group is exposed to currency risk on certain revenues and purchases such as clinker, gypsum, slag, fly ash, lime stone and equipment purchases. Majority of the group's foreign currency transactions are denominated in USD and relate to procurement of capital items from abroad. The group maintains USD bank accounts where 50% of export proceeds are deposited and certain import payments and foreign currency loan installment & interest theiron are made there from.

i) Exposure to currency risk

Foreign currency monetary assets and liabilities	30 June 2018	30 June2017 (restated)	30 June2017
	(USD)	(USD)	(USD)
Assets			
Trade receivables	829,061	477,915	477,915
Cash at bank	20,740	25,811	25,811
	849,801	**503,726**	**503,726**
Liabilities			
Trade and other payables	Nil	Nil	Nil
Net exposure			
The following significant exchange rates are applied during the year:			
Exchange rate of US Dollar	83.70	80.60	80.60

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

(ii) Foreign exchange rate sensitivity analysis for foreign currency expenditures

A strengthening or weakening of the Taka, as indicated below, against the USD at 30 June 2018 would have increased/(decreased) equity and profit or loss by the amounts shown below. This analysis is based on foreign currency exchange rate variances that the Group considered to be reasonably possible at the reporting date. The analysis assumes that all other variables, in particular interest rates, remain constant. The analysis is performed on the same basis for 30 June 2017 albeit that the reasonably possible foreign exchange rate variances were different, as indicated below:

Sensitivity for foreign currency expenditures	Strengthening profit/(loss)	Weakening profit/(loss)
	Taka	Taka
At 30 June 2018 USD	(849,801)	849,801

b) Interest rate risk

Interest rate risk is the risk that arises due to changes in interest rates on borrowings. Short term bank borrowings are, however, not significantly affected by fluctuations in interest rates. The group has not entered into any type of derivative instrument in order to hedge interest rate risk as at the reporting date.

(i) Profile

As at 30 June 2018, the interest rate risk profile of the group's interest bearing financial instruments was:

	30 June 2018	30 June 2017
	Carrying amount	
Fixed rate instrument		
Financial asset	207,998,139	200,130,562
Financial liability	6,864,909,209	6,205,555,139
Variable rate instrument		
Financial asset	Nil	Nil
Financial liability	Nil	Nil

(ii) Cash flow sensitivity analysis for variable rate instruments

There being no variable rate instruments, sensitivity analysis has not presented.

38.04 Accounting classification and fair value

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

	Carrying amount	Fair value
	Taka	Taka
Assets carried at fair value through profit and loss	Nil	Nil
Held to maturity assets		
Short term investment	13,185,294	13,185,294
Loans and receivables		
Trade and other receivable	2,404,625,585	2,404,625,585
Advances, deposits & pre-payments	2,760,471,909	2,760,471,909
Cash and bank balances	77,432,884	77,432,884
Available for sale financial assets	Nil	Nil
Liabilities carried at fair value through profit and loss	Nil	Nil

Notes to the Consolidated Financial Statements

For the year ended 30 June 2018

	Carrying amount	Fair value
	Taka	Taka
Liabilities carried at amortised cost		
Trade and other payables	663,822,817	*N/A
Short term bank loan	6,403,871,134	*N/A
Long term loan	86,213,888	*N/A
Current portion of long term loan	374,824,188	*N/A
Liability for other finance	3,240,690	*N/A
Contribution to WPPF	27,326,225	*N/A

* Determination of fair value is not required as per the requirements of IFRS/IFRS 7 : Financial Instruments: Disclosures (ref: Para 29). However, fair value of such instruments is not likely to be significantly different from the carrying amounts of such instruments.

39.00 Others

39.01 Directors' remuneration

	30 June 2018	30 June 2017(Restated)	30 June 2017
	Taka	Taka	Taka
Salary, allowances and benefits	2,400,000	2,400,000	2,400,000
	2,400,000	**2,400,000**	**2,400,000**

39.02 Directors' fees for attending board meeting

Tk. 10,000 paid to each director for attending board meetings.

39.03 Receivable from director

No amount is lying as receivable from the directors.

39.04 Net asset value(NAV) per share

	30 June 2018	30 June 2017(Restated)	30 June 2017
	Taka	Taka	Taka
Net Assets	4,547,846,803	4,317,691,560	4,292,343,243
Number of ordinary shares outstanding	105,450,000	105,450,000	105,450,000
Net asset value (NAV) per share	**43.13**	**40.95**	**40.71**

39.05 Interests in subsidiaries

The group does not have any unconsolidated structured entity.

There has been no changes in ownership interest in a subsidiary which may have resulted in loss of control.

39.06 Restatement

Restatement of 30, June 2017 figures have been made for non-consolidation of NCML's figure, due to loss of control through voting rights resulting from a major change in shareholding position and common directorship during the year 2017-18.

Company Secretary **Director** **Managing Director**

Place: Dhaka
Dated: 27 October 2018

Statement of Financial Position

As at 30 June 2018

Particulars	Notes	30 June 2018 Taka	30 June 2017 Taka
ASSETS			
Non-current assets			
Property, plant and equipment	1.00	5,820,951,529	5,113,886,138
Capital work -in - progress	2.00	870,701,373	82,002,869
Investment in subsidiary	3.01	48,000,000	48,000,000
Investment in associate	4.01	70,000,000	70,000,000
		6,809,652,902	**5,313,889,007**
Current Assets			
Inventories	5.00	495,177,438	899,312,614
Trade and other receivables	6.00	2,404,625,585	2,117,932,451
Advances, deposits and pre-payments	7.00	2,754,725,601	1,383,617,838
Current account with associate (NCML)	4.02	731,812,819	377,703,843
Investment in FDR	8.00	194,812,845	184,527,456
Cash and bank balances	9.00	77,187,761	102,016,880
		6,658,342,049	**5,065,111,082**
Total assets		**13,467,994,951**	**10,379,000,089**
EQUITY AND LIABILITIES			
Equity			
Share capital	10.00	1,054,500,000	1,054,500,000
Revaluation reserve		497,966,675	507,388,777
Share Premium		441,835,000	441,835,000
Retained earnings		2,282,940,440	2,074,167,159
Total Equity		**4,277,242,114**	**4,077,890,936**
Non-current liabilities			
Deferred tax liabilities/(assets)	11.00	408,605,069	374,729,639
Long term loan	12.03	86,213,888	408,559,455
Defined benefit obligations (Gratuity)	13.00	138,135,125	120,092,653
		632,954,082	**903,381,747**
Current-liabilities			
Trade and other payables	14.00	661,152,352	348,248,373
Short term bank loan	15.00	6,403,871,134	4,087,693,290
Loan from Directors	18.00	510,420,000	-
Current portion of long term loan	12.03	374,824,188	394,937,545
Current account with subsidiary (PPGL)	3.02	187,183,033	177,098,390
Liability for other finance	16.00	3,240,690	73,820,255
Workers' participation fund		27,326,225	28,546,313
Provision for taxation	17.00	389,781,133	287,383,240
		8,557,798,754	**5,397,727,405**
Total liabilities		**9,190,752,837**	**6,301,109,153**
Total equity and liabilities		**13,467,994,951**	**10,379,000,089**
Net assets value per share		**40.56**	**38.67**

The annexed notes from 01 to 35 form an integral part of these financial statements.

Company Secretary | **Director** | **Managing Director**

As per our report of same date

Place: Dhaka

Dated: 27 October 2018

Syful Shamsul Alam & Co.
Chartered Accountants

Statement of Profit or Loss and Other Comprehensive Income

For the year ended 30 June 2018

Particulars	Notes	30 June 2018 Taka	30 June 2017 Taka
Revenue	19.00	10,049,865,124	9,280,420,526
Cost of sales	20.00	(8,570,910,412)	(7,757,675,988)
Gross profit		**1,478,954,712**	**1,522,744,538**
Other income/(loss)	21.00	12,835,605	(150,133,301)
Administrative expenses	22.00	(101,041,255)	(109,330,068)
Selling & distribution expenses	23.00	(418,729,374)	(385,747,505)
Profit before interest and tax		**972,019,688**	**877,533,665**
Finance costs	24.00	(398,168,960)	(278,061,092)
Contribution to WPPF		(27,326,225)	(28,546,313)
Profit before tax		**546,524,503**	**570,926,260**
Current tax expenses	17.00	(102,397,893)	(113,981,562)
Deferred tax income/(expenses)	11.00	(33,875,430)	34,021,233
Profit for the year		**410,251,180**	**490,965,931**
Other comprehensive income			
Revaluation of property, plant & equipment		-	-
Income tax on other comprehensive income		-	-
		-	-
Total comprehensive income for the year		**410,251,180**	**490,965,931**
Basic earnings per share (par value of Taka 10)	**25.00**	**3.89**	**4.66**

The annexed notes from 01 to 35 form an integral part of these financial statements.

Company Secretary | **Director** | **Managing Director**

As per our report of same date

Place: Dhaka
Dated: 27 October 2018

Syful Shamsul Alam & Co.
Chartered Accountants

Statement of Changes in Equity

For the year ended 30 June 2018

Amount in Taka

Particulars	Share capital	Share premium	Revaluation reserve	Retained earnings	Total equity
Balance at 01 July 2016	**1,054,500,000**	**441,835,000**	**517,535,867**	**1,731,229,138**	**3,745,100,005**
Net profit for the year	-	-	-	490,965,931	490,965,931
Revaluation reserve during the year	-	-	-	-	-
Depreciation on revalued assets	-	-	(10,147,090)	10,147,090	-
Deferred tax on revaluation surplus	-	-	-	-	-
Dividend Paid	-	-		(158,175,000)	(158,175,000)
Balance as at 30 June 2017	**1,054,500,000**	**441,835,000**	**507,388,777**	**2,074,167,159**	**4,077,890,936**
Balance as at 01 July 2017	**1,054,500,000**	**441,835,000**	**507,388,777**	**2,074,167,159**	**4,077,890,936**
Net profit for the year	-	-	-	410,251,180	410,251,180
Depreciation on revalued assets	-	-	(9,422,102)	9,422,102	-
Dividend Paid	-	-	-	(210,900,000)	(210,900,000)
Balance as at 30 June 2018	**1,054,500,000**	**441,835,000**	**497,966,675**	**2,282,940,440**	**4,277,242,116**

Revaluation surplus amounting to Tk. 9,422,102 has been transferred to retained earnings for the difference between depreciation based on the revalued carrying amount of the asset and depreciation based on the assets original cost. The amount has been netted off for tax.

Company Secretary **Director** **Managing Director**

Place: Dhaka
Dated: 27 October 2018

Statement of Cash Flows

For the year ended 30 June 2018

Particulars		30 June 2018 Taka	30 June 2017 Taka
Cash flows from operating activities			
	Receipt from customers	9,762,979,193	8,820,680,978
	Payment to employees	(363,897,755)	(359,205,351)
	Payment to suppliers & others	(7,724,916,164)	(7,331,178,214)
	Cash generated from operating activities	**1,674,165,274**	**1,130,297,413**
	Other income	(17,711,724)	(148,653,883)
	Bank charge & interest paid	(394,274,203)	(283,061,092)
	Dividend Paid	(210,698,034)	(158,625,087)
	Advance income tax refund	-	181,131,652
	Tax paid	(366,140,083)	(330,062,034)
A.	**Net cash from operating activities**	**685,341,230**	**391,026,969**
Cash flows from investing activities			
	Purchase of property, plant & equipment	(933,635,225)	(728,473,208)
	Sale of property, plant & equipment	6,096,000	-
	Capital work-in-progress (WIP)	(829,329,383)	(103,070,506)
	Loan from subsidiary	10,084,643	47,898,383
	Advance to Associate	(326,977,459)	62,914,517
	Investment in FDR	(10,285,389)	20,588,247
B.	**Net cash used in investing activities**	**(2,084,046,813)**	**(700,142,567)**
Cash flows from financing activities			
	Receipt/(payment) from long term borrowings	(296,406,361)	(475,580,739)
	Receipt/(payment) from short term borrowings	1,213,776,351	750,590,427
	From other finance	-	898,072
	Loan from Directors	510,420,000	-
	Repayment of lease finance	(53,913,526)	(59,123,501)
C.	**Net cash from financing activities**	**1,373,876,464**	**216,784,259**
Net Increase in cash and bank balances		**(24,829,119)**	**(92,331,339)**
Cash and bank balances at the beginning of the year		**102,016,880**	**194,348,218**
Cash and bank balances at the end of the year		**77,187,761**	**102,016,879**
Net operating cash flow per share (NOCFPS)		**6.50**	**3.71**

Company Secretary **Director** **Managing Director**

Place: Dhaka
Dated: 27 October 2018

Notes to the Financial Statements

For the year ended 30 June 2018

1.00 Property, plant and equipment:

	30 June 2018	30 June 2017
	Taka	Taka
Freehold (Note - 1.01)	5,705,957,632	4,979,180,063
Leasehold (Note - 1.02)	114,993,897	134,706,075
	5,820,951,529	**5,113,886,138**

1.01 Freehold :

Cost :

Amount in Taka

Category of assets	Cost				Rate	Depreciation				Written down value
	Opening	Addition	Disposal/ Adjustment	Closing		Opening	Charged during the year	Disposal/ Adjustment	Closing	As at 30 June 2018
Land & Land Development	1,200,439,081	414,002,976	-	1,614,442,057	0%	-	-	-	-	1,614,442,057
Factory Building	701,959,925	28,114,875	-	730,074,800	3%	40,243,525	20,119,925	-	60,363,450	669,711,350
Jetty Construction	63,182,635	1,390,210	-	64,572,845	3%	3,157,534	1,805,739	-	4,963,273	59,609,572
Electric Installation	129,102,727	11,366,041	-	140,468,768	7.5%	17,696,236	8,790,602	-	26,486,838	113,981,930
Plant & Machinery	2,017,791,639	212,985,770	-	2,230,777,409	7.5%	278,422,845	140,502,308	-	418,925,154	1,811,852,255
Boundary Wall & Fencing	4,988,881	-	-	4,988,881	5%	626,856	218,101	-	844,958	4,143,924
Furniture & Fixtures	6,322,447	3,257,332	-	9,579,779	10%	1,109,648	639,447	-	1,749,095	7,830,684
Telephone & Fax Installation	560,344	-	-	560,344	15%	155,496	60,727	-	216,223	344,121
Loose Tools	259,932	-	-	259,932	15%	72,131	28,170	-	100,302	159,630
Motor Vehicles	442,437,241	292,086,124	(7,035,374)	727,487,991	15%	76,310,117	70,548,455	(3,110,041)	143,748,531	583,739,460
Office Building & Shed	8,622,333	388,200	-	9,010,533	3%	499,063	245,841	-	744,904	8,265,629
Office Equipment	18,138,816	7,584,313	-	25,723,129	15%	3,836,798	2,640,704	-	6,477,503	19,245,626
Tube-Well	543,338	55,800	-	599,138	15%	150,776	61,182	-	211,958	387,180
Air Compressor	7,038,866	-	-	7,038,866	15%	1,336,109	855,414	-	2,191,523	4,847,343
Grinding Media	71,465,104	-	-	71,465,104	33%	23,289,018	15,898,109	-	39,187,127	32,277,977
Lab Equipment	1,638,874	7,009,122	-	8,647,996	10%	236,006	629,609	-	865,615	7,782,381
Vessel	98,756,591	6,548,199		105,304,790	10%	16,275,276	8,583,838	-	24,859,114	80,445,676
Portable Cement Silo	24,347,117	29,321,135	-	53,668,252	3%	1,008,896	1,109,691	-	2,118,586	51,549,666
Office Decoration	2,231,686	2,260,585	-	4,492,271	15%	607,600	296,012	-	903,612	3,588,659
Software	876,563	-	-	876,563	10%	165,544	71,102		236,645	639,918
30 June 2018	**4,800,704,140**	**1,016,370,682**	**(7,035,374)**	**5,810,039,448**		**465,199,475**	**273,104,977**	**(3,110,041)**	**735,194,411**	**5,074,845,037**
30 June 2017	**4,002,831,366**	**797,872,774**	**-**	**4,800,704,140**		**221,878,354**	**243,321,121**	**-**	**465,199,475**	**4,335,504,665**

Depreciation charge has been allocated to:

	30 June 2018	30 June 2017
Cost of Goods Sold	158,973,951	157,914,473
Administrative Expenses	6,597,564	5,096,645
Selling & Distribution Expenses	74,444,899	54,289,377
Bag plant	33,088,563	26,020,626
TOTAL	**273,104,977**	**243,321,121**

Notes to the Financial Statements

For the year ended 30 June 2018

Revaluation:

Amount in Taka

Category of assets	Cost				Rate	Depreciation				Written down value
	Opening	Addition	Disposal	Closing		Opening	Charged during the year	Disposal/ Adjustment	Closing	As at 30 June 2017
Land & Land Development	455,504,566	-	-	455,504,566	0%	-	-	-	-	455,504,566
Factory Building	32,315,251	-	-	32,315,251	3%	1,909,832	912,163	-	2,821,994	29,493,257
Jetty Construction	3,132,068	-	-	3,132,068	3%	185,105	88,409	-	273,514	2,858,554
Electric Installation	-	-	-	-	7.5%	-	-	-	-	-
Plant & Machinery	179,550,427	-	-	179,550,427	7.5%	25,922,593	11,522,088	-	37,444,680	142,105,747
Boundary Wall & Fencing	245,141	-	-	245,141	5%	23,901	11,062	-	34,963	210,178
Furniture & Fixtures	-	-	-	-	10%	-	-	-	-	-
Telephone & Fax Installation	-	-	-	-	15%	-	-	-	-	-
Loose Tools	-	-	-	-	15%	-	-	-	-	-
Motor Vehicles	-	-	-	-	15%	-	-	-	-	-
Office Building & Shed	1,030,264	-	-	1,030,264	3%	60,889	29,081	-	89,970	940,294
Office Equipment	-	-	-	-	15%	-	-	-	-	-
Tube-Well	-	-	-	-	15%	-	-	-	-	-
Air Compressor	-	-	-	-	15%	-	-	-	-	-
Grinding Media	-	-	-	-	33%	-	-	-	-	-
Lab Equipment	-	-	-	-	10%	-	-	-	-	-
Vessel	-	-	-	-	10%	-	-	-	-	-
Portable Cement Silo		-		-	3%		-		-	-
Office Decoration	-	-	-	-	15%	-	-	-	-	-
Software	-	-	-	-	10%	-	-	-	-	-
30 June 2018	**671,777,717**	**-**	**-**	**671,777,717**		**28,102,320**	**12,562,802**	**-**	**40,665,122**	**631,112,595**
30 June 2017	**671,777,717**	**-**	**-**	**671,777,717**		14,572,867	**13,529,453**	**-**	**28,102,320**	**643,675,397**

Depreciation charge has been allocated to:

	30 June 2018	30 June 2017
	Taka	Taka
Cost of Goods Sold	10,555,079	11,367,176
Administrative Expenses	-	-
Selling & Distribution Expenses	-	-
Bag Plant	2,007,723	2,162,277
TOTAL	**12,562,802**	**13,529,453**

Notes to the Financial Statements

For the year ended 30 June 2018

Cost and revaluation: **Amount in Taka**

Category of assets	Cost				Rate	Depreciation				Written down value
	Opening	Addition	Disposal	Closing		Opening	Charged during the year	Disposal/ Adjustment	Closing	As at 30 June 2018
Land & Land Development	1,655,943,647	414,002,976	-	2,069,946,623	0%	-	-	-	-	2,069,946,623
Factory Building	734,275,176	28,114,875	-	762,390,051	3%	42,153,357	21,032,088	-	63,185,444	699,204,607
Jetty Construction	66,314,703	1,390,210	-	67,704,913	3%	3,342,639	1,894,148	-	5,236,787	62,468,126
Electric Installation	129,102,727	11,366,041	-	140,468,768	8%	17,696,236	8,790,602	-	26,486,838	113,981,930
Plant & Machinery	2,197,342,066	212,985,770	-	2,410,327,836	8%	304,345,438	152,024,396	-	456,369,834	1,953,958,002
Boundary Wall & Fencing	5,234,022	-	-	5,234,022	5%	650,757	229,163	-	879,921	4,354,101
Furniture & Fixtures	6,322,447	3,257,332	-	9,579,779	10%	1,109,648	639,447	-	1,749,095	7,830,684
Telephone & Fax Installation	560,344	-	-	560,344	15%	155,496	60,727	-	216,223	344,121
Loose Tools	259,932	-	-	259,932	15%	72,131	28,170	-	100,302	159,630
Motor Vehicles	442,437,241	292,086,124	(7,035,374)	727,487,991	15%	76,310,117	70,548,455	(3,110,041)	143,748,531	583,739,460
Office Building & Shed	9,652,597	388,200	-	10,040,797	3%	559,952	274,922	-	834,874	9,205,923
Office Equipment	18,138,816	7,584,313	-	25,723,129	15%	3,836,798	2,640,704	-	6,477,503	19,245,626
Tube-Well	543,338	55,800	-	599,138	15%	150,776	61,182	-	211,958	387,180
Air Compressor	7,038,866	-	-	7,038,866	15%	1,336,109	855,414	-	2,191,523	4,847,343
Grinding Media	71,465,104	-	-	71,465,104	33%	23,289,018	15,898,109	-	39,187,127	32,277,977
Lab Equipment	1,638,874	7,009,122	-	8,647,996	10%	236,006	629,609	-	865,615	7,782,381
Vessel	98,756,591	6,548,199	-	105,304,790	10%	16,275,276	8,583,838	-	24,859,114	80,445,676
Potable Cement Silo	24,347,117	29,321,135	-	53,668,252	3%	1,008,896	1,109,691	-	2,118,586	51,549,666
Office Decoration	2,231,686	2,260,585	-	4,492,271	15%	607,600	296,012	-	903,612	3,588,659
Software	876,563	-	-	876,563	10%	165,544	71,102	-	236,645	639,918
Grand total 30 June 2018	**5,472,481,857**	**1,016,370,682**	**(7,035,374)**	**6,481,817,165**		**493,301,794**	**285,667,780**	**(3,110,041)**	**775,859,533**	**5,705,957,632**
Grand total 30 June 2017	**4,674,609,083**	**797,872,774**	**-**	**5,472,481,857**		**236,451,221**	**256,850,573**	**-**	**493,301,794**	**4,979,180,063**

Depreciation charge has been allocated to:

	30 June 2018	30 June 2017
	Taka	Taka
Cost of production	169,529,030	169,281,649
Administrative expenses	6,597,564	5,096,645
Selling & distribution expenses	74,444,899	54,289,377
Bag plant	35,096,286	28,182,903
Total	**285,667,780**	**256,850,573**

Note:

i) Name of Valuer : M/S S. F. Ahmed & Co., Chartered Accountants.

ii) Valuation method : Net asset value method.

iii) Date of Capitalization: Revaluation surplus capitalized on 01 July 2015.

Notes to the Financial Statements

For the year ended 30 June 2018

1.02 Leasehold :

Cost :

Amount in Taka

Category of assets	Cost				Rate	Depreciation				Written down value
	Opening	Addition	Disposal	Closing		Opening	Charged during the year	Disposal/ Adjustment	Closing	As at 30 June 2018
Motor Vehicles	259,800,000	-	-	259,800,000	15%	131,677,030	19,218,446	-	150,895,475	108,904,525
Plant & Machinery	10,100,000	-	-	10,100,000	8%	3,516,895	493,733	-	4,010,628	6,089,372
30 June 2018	**269,900,000**	**-**	**-**	**269,900,000**		**135,193,925**	**19,712,178**	**-**	**154,906,103**	**114,993,897**
30 June 2017	**269,900,000**	**-**	**-**	**269,900,000**		**112,050,224**	**23,143,701**	**-**	**135,193,925**	**134,706,075**

Depreciation charge has been allocated to:

	30 June 2018	30 June 2017
	Taka	Taka
Cost of production	493,733	533,765
Selling & distribution expenses	19,218,446	22,609,936
	19,712,178	**23,143,701**

	30 June 2018	30 June 2017
	Taka	Taka
2.00 Capital work-in-progress (WIP)		
Opening capital work-in-progress	82,002,869	4,885,080
Add: Expenditure incurred during the year (Note 2.01)	829,329,383	103,070,506
Total capital work-in-progress	911,332,252	107,955,586
Less: Capitalized during the year (Note 2.01)	40,630,879	25,952,717
Closing capital work-in- progress	**870,701,373**	**82,002,869**

2.01 Expenditure incurred during the year

Particulars	Balance as at 01 July 2017	Addition during the year	Capitalized/ transferred during the year	Balance as at 30 June 2018
Godown- Mongla	5,984,444	-	-	5,984,444
PCML Project (Bag plant-2 ply)	-	12,780,076	12,780,076	-
Project - Roller press	128,042	-	128,042	-
Cement Silo	19,744,126	31,551,925	21,353,719	29,942,332
Fly Ash Silo	130,000	-	130,000	-
Project New	56,016,257	784,997,382	6,239,042	834,774,597
Total	**82,002,869**	**829,329,383**	**40,630,879**	**870,701,373**

Notes to the Financial Statements

For the year ended 30 June 2018

3.00 Investment and current account with subsidiary

3.01 Investment with subsidiary

Premier Cement Mills Limited is the owner of 4,80,000 shares of Tk 100 each out of 5,00,000 shares of Tk 100 each i.e. 96% shares of Premier Power Generation Limited which is engaged in Producing electricity dedicatedly for Premier Cement Mills Limited.

3.02 Current account with subsidiary

The current account balance is representing the net transaction with Premier Power Generation Limited for payment of loan Installment, gas bill, electric charges and other expenses which are made-up of as follows :

	30 June 2018 Taka	30 June 2017 Taka
Opening balance	(177,098,390)	(129,200,007)
Add : Payment during the year	75,538,807	57,608,917
Add : Interest charges during the year	-	-
	(101,559,583)	**(71,591,090)**
Less : Adjustment against electric charges	(85,623,450)	(105,507,300)
Closing balance	**(187,183,033)**	**(177,098,390)**

4.00 Investment and current account with associate

4.01 Investment with associate

Premier Cement Mills Limited is the owner of 7,000,000 shares of Tk 10 each out of 17,500,000 shares of Tk 10 each i.e. 40% shares of National Cement Mills Limited. Premier Cement Mills Limited invested Tk. 28 crore against issue of right share (1:4) offer letter dated 17th April 2014. But subsequently NCML did not issue right share. Hance the amount adjusted with current account.

	30 June 2018 Taka	30 June 2017 Taka
Current position of the investment is as follows:		
Opening balance	70,000,000	350,000,000
Adjustment during the year	-	(280,000,000)
Closing balance	**70,000,000**	**70,000,000**

4.02 Current account with associate

The current account balance is representing the net transaction with National Cement Mills Limited for payment of expenses for Balancing, Modernisation, Rehabilitation and Expansion, loan installment and other expenses.

	30 June 2018 Taka	30 June 2017 Taka
Opening balance	377,703,843	160,618,360
Add : Payment / adjustment during the year	500,898,037	305,310,405
Add : Interest charged during the year	27,131,517	-
	905,733,397	465,928,765
Less : Adjustment	173,920,578	88,224,922
Closing balance	**731,812,819**	**377,703,843**

Notes to the Financial Statements

For the year ended 30 June 2018

5.00 Inventories

Inventories	Measuring unit	30 June 2018		30 June 2017	
		Quantity	Amount (Tk.)	Quantity	Amount (Tk.)
Clinker	MT	16,377	84,936,691	109,325	485,100,843
Gypsum	MT	954	2,631,104	9,596	22,060,865
Fly Ash	MT	7,320	16,681,950	54,183	110,199,487
Slag	MT	29,657	86,415,990	6,820	15,576,848
Lime Stone	MT	29,943	72,844,200	6,994	16,610,126
Grinding Aid	MT	563	40,065,424	140	10,524,991
Packing materials (P.P. & Paper Bag)	Pcs	1,162,928	14,896,090	296,304	5,386,481
Finished goods and WIP	MT	10,625	50,986,275	970	4,362,750
WIP- Bag Plant	KG	73,779	7,597,537	62,456	5,484,450
Stock at ghat	MT	464	3,034,684	12,237	69,254,707
Stock at ghat- Others	Bag	832	153,759	68	18,860
Raw material stock for Bag Plant	KG	655,119	73,792,014	1,162,432	118,977,653
Consumable stores	Various	-	41,141,720	-	35,754,553
Total			**495,177,438**		**899,312,614**

5.01 At 30 June 2018

	Opening		Receipt				R.M. sales at cost		Closing		Consumption	
			Import		Local purchase							
	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)
Clinker	109,325	485,100,843	1,105,817	5,178,264,831	-	-	-	-	16,377	84,936,691	1,198,764	5,578,428,982
Gypsum	9,596	22,060,865	68,000	175,100,675	4,500	13,500,000	-	-	954	2,631,104	81,142	208,030,436
Fly Ash	54,183	110,199,487	140,451	297,601,304	-	-	-	-	7,320	16,681,950	187,313	391,118,842
Slag	6,820	15,576,847	135,300	366,080,467	-	-	-	-	29,657	86,415,990	112,463	295,241,324
Lime Stone	6,994	16,610,126	72,025	173,482,767	-	-	-	-	29,943	72,844,200	49,077	117,248,693
Grinding Aid	140	10,524,991	618	42,720,077	-	-	-	-	563	40,065,424	195	13,179,644
	187,058	**660,073,159**	**1,522,211**	**6,233,250,121**	**4,500**	**13,500,000**	**-**	**-**	**84,815**	**303,575,359**	**1,628,954**	**6,603,247,922**

Less - Duty draw back & VAT Loss/(Gain)	(81,286,357)
Total raw materials consumption	**6,521,961,565**

Notes to the Financial Statements

For the year ended 30 June 2018

As at 30 June 17

Inventories	Opening		Receipt Import		Local purchase		R.M. sales at cost		Closing		Consumption	
	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)	Quantity (MT)	Amount (Tk.)
Clinker	64,435	262,366,873	1,184,480	5,063,599,539	-	-	-	-	109,325	485,100,843	1,139,590	4,840,865,569
Gypsum	41,891	100,266,920	46,600	104,621,652	-	-	-	-	9,596	22,060,865	78,895	182,827,707
Fly Ash	17,392	38,399,316	148,451	300,547,192	-	-	-	-	54,183	110,199,487	111,660	228,747,021
Slag	34,554	69,045,443	115,907	260,193,001	-	-	-	-	6,820	15,576,847	143,641	313,661,597
Lime Stone	43,124	88,658,257	75,130	151,735,059	6,050	21,199,683	-	-	6,994	16,610,126	117,310	244,982,873
Grinding Aid	-	-	-	26,312,475	-	-	-	-	140	10,524,991	-	15,787,484
	201,396	**558,736,809**	**1,570,568**	**5,907,008,918**	**6,050**	**21,199,683**	**-**	**-**	**187,058**	**660,073,159**	**1,591,096**	**5,826,872,251**
										Less - Duty draw back & VAT Loss/(Gain)		500,903
										Total raw materials consumption		**5,827,373,154**

5.02 Packing materials reconciliation

	Opening balances		Local purchase		Received from own factory		Closing Balance		Consumption- internal		Consumption- external	
	Quantity (PCS)	Amount (TK)	Quantity (PCS)	Amount (Tk.)	Quantity (PCS)	Amount (Tk.)	Quantity (PCS)	Amount (Tk.)	Quantity (PCS)	Amount (Tk.)	Quantity (PCS)	Amount (Tk.)
At 30 June 2018	296,304	5,386,481	2,647,400	47,068,300	38,651,123	515,653,783	1,162,928	14,896,090	30,713,699	421,320,893	9,718,200	131,891,581
At 30 June 2017	907,519	14,265,769	10,112,585	183,053,968	21,264,360	257,626,150	296,304	5,386,481	30,987,160	437,696,614	1,001,000	11,862,791

		30 June 2018 Taka	30 June 2017 Taka
6.00	**Trade & other receivable**		
	Trade receivables		
	Trade receivables (local)	2,401,686,376	2,168,753,443
	Trade receivables (foreign)	69,392,396	38,519,949
		2,471,078,772	**2,207,273,392**
	Other receivable		
	Receivable- Bag plant	25,651,102	2,570,550
		2,496,729,874	**2,209,843,942**
	Interest receivable on FDR	4,276,644	4,469,441
	Total receivables	**2,501,006,518**	**2,214,313,383**
	Less: Provision for Bad & Doubtful expenses (Note 6.01)	(96,380,933)	(96,380,932)
		2,404,625,585	**2,117,932,451**

Notes to the Financial Statements

For the year ended 30 June 2018

		30 June 2018 Taka	30 June 2017 Taka
6.01			
a)	**Aging of trade receivable**		
	Dues with in 3 months	2,003,543,018	1,662,364,377
	Dues over 3 months but within 6 months	179,353,936	239,314,733
	Dues over 6 months	313,832,921	308,164,833
		2,496,729,875	**2,209,843,943**
b)	**Provision for bad debts**		
	Opening balance	96,380,932	81,121,567
	Add :Provision for the year	-	15,376,030
		96,380,932	**96,497,597**
	Less: Write off	-	116,665
	Closing balance	**96,380,932**	**96,380,932**

The company provide 100% provision for bad debt on amount receivable . As the ovedue receivable(exceeding one year) do not exceed the amount of provision , no provision has been made for the year 2017-2018 as approved by board meeting dated 06/10/2018.

c) There is no such debt due by or to directors or other officers of the Company.

d) Out of total receivable Tk. 83,14,71,000/- secured by bank guarantee.

7.00	**Advances, deposits & pre-payments:**		
	Advances	2,658,083,513	1,333,069,092
	Deposits	52,859,770	46,569,426
	Pre-payments	43,782,319	3,979,321
		2,754,725,601	**1,383,617,838**
7.01	**Advances**		
	Advance income tax (Note- 7.04)	991,893,857	625,753,774
	VAT current account	53,757,485	6,378,921
	House rent advance	2,000,000	-
	Advance for office space purchase (Note 7(b))	125,000,000	125,000,000
	Advance against land (Note (7c))	153,699,572	130,669,592
	LC Advances	482,037,365	146,976,209
	Advance against expenses	823,836,716	274,488,117
	Advance to employees	14,767,096	16,848,170
	Advance against motor cycle	11,091,422	6,954,309
		2,658,083,513	**1,333,069,092**

Notes to the Financial Statements

For the year ended 30 June 2018

		30 June 2018 Taka	30 June 2017 Taka
7.02	**Deposits**		
	Bank Guarantee Margin- Lc	2,221,000	2,221,000
	Bank Guaranty Margin For Tender	1,604,517	1,279,518
	Bank Guaranty Margin - Titas Gas	1,065,295	-
	BOC Bangladesh LTD.	20,000	20,000
	Bangladesh Telecommunication Ltd.	65,800	65,800
	Central Depository Bangladesh Ltd.	500,000	500,000
	Dhaka Power Distribution Company Ltd.	4,200,000	4,200,000
	ICAB - Advance Against Office Rent	1,986,138	1,986,138
	Munshigonj Polly Bidduth Samitee	21,339,000	21,339,000
	Ranks Telecom Limited	6,900	6,900
	Tender Deposit	9,187,638	14,393,460
	TGSL- Deposit	10,532	10,532
	Titas Gas Transmission & Distributon Co Ltd .	10,652,950	-
	Zela Comandent Ansar & BDP Munshigon.	-	547,078
		52,859,770	**46,569,426**
7.03	**Pre-payments**		
	BSTI Licence Fee- Pre Paid	1,495,460	2,990,920
	Khaled Al Mamun	-	50,000
	Pre-Paid Promotional Exp	38,938,401	938,401
	Store - Hatir Jheel - Prepaid	3,348,458	-
		43,782,319	**3,979,321**
7.04	**Movement of advance income tax**		
	Opening balance	625,753,774	476,823,392
	Add : Payment during the year	366,140,083	330,062,034
		991,893,857	**806,885,426**
	Less : Advance Income Tax refund	-	(181,131,652)
	Less : Adjustment during the year (Note-17.00)	-	-
	Closing balance	**991,893,857**	**625,753,774**

a) All the advances & deposits amount is considered good and recoverable.a

b) The advance was paid to Rupayan Housing Estate Ltd. against purchase of 21,507 sft office space at 11th floor of Rupayan Trade Centre, 114 Kazi Nazrul Islam Avenue, Dhaka 1215.The total contract value was Tk. 179,407,400 against which Tk. 125,000,000 was paid in advance. Subsequently Rupayan sold the same porperty to a third party for at a higher price i.e. BDT 20 crore 33 lakhs 13 thousands and 7 hundreds. After knowing that PCML's authority filed a case in the District & Session Judge Court against Rupayan and applied for imposing restriction on transfer of the said property to any other third party except the plaintiff (case no.-61/2010). The District & Session court on 13.07.2014 gave a degree in favour of PCML after hearing of the case.

c) i) Initially PCML purchased the land from local land owner vide registration deed # 3503, 3504 & 3505 dt 31 October 2001. Subsequently PCML came to know that the land is khass and accordingly PCML applied to the competent authority for long term lease with recommendation from Prime Minister office (Investment Wing). Being satisfied, Ministry of Land directed Deputy Commissioner (DC), Narayangonj to give 350 Shatak land under long term lease in favor of PCML on 16.10.2006 vide letter no. Bhu:Ma:/Sha-8/Khajob/315/ 2002/1072/1.

Notes to the Financial Statements

For the year ended 30 June 2018

PCML communicated with DC, Narayangonj on mny occasions to complete the process but DC, Narayangonj was reluctant to comply with the order of the Ministry of Land. PCML filed a writ petition to the Honorable High Court for compliance of the order of the Ministry of Land by DC, Narayangonj (petition no. 7194 of 2009) which is currently under process. Considering the circumstances, the management has decided to transfer an amount of Tk. 20,259,493 from land and land development.

ii) Registration deed no. 84 dt. 06.01.05, 179 dt. 17.01.05 and 1468 dt. 14.04.05 comprise 189 shatak land out of which mutation of 76.50 Shatak Land are yet to be completed. Hence proportionate amount of Tk. 5,235,405 has been transferred from land and land development.

iii) Advance against land includes Tk. 4,701,931 paid to Mr. Nur Mohammed against purchase of Land, PCML filed suits as the seller was reluctant to give registration of the lands. The case against Nur Mohammed is yet to be disposed off.

IV) Details of advance against land & land development has given below:

Details of Land	30 June 2018 Taka	30 June 2017 Taka
Abul Bashar Bepari Gong	-	6,343,124
Abu Toeb Gong	11,646,000	11,646,000
Amiron	-	2,543,000
Kamal Madber	-	11,914,903
MakbulHossain Gong	-	1,680,000
Md.Dudu Mia	-	43,957
Md.Nur Uddin	-	4,315,500
Moslem Awal Gong	39,228,855	43,710,908
Nazrul Islam Gong	38,521,280	15,605,280
Nur Mohammed	4,701,931	4,701,931
Nuru Miah Gong	-	573,083
Saheb Uddin	15,030,000	-
Rokeya Begum & Abul Hasham Mullah	4,949,600	-
Samad Miah Gong	2,097,008	2,097,008
Wazed Ali Khokon PP	12,030,000	-
Wazuddin Gong	25,494,898	25,494,898
	153,699,572	**130,669,592**

8.00 Investment in FDR

Standard Chartered Bank	128,806,198	125,302,679
Standard Bank Limited	2,356,934	2,236,150
Pubali Bank Ltd	5,835,007	3,189,000
Social Islami Bank Ltd	7,619,244	4,390,530
State Bank of India	2,410,962	2,322,140
Midland Bank FDR	47,784,500	45,000,000
NCC Bank	-	2,086,957
	194,812,845	**184,527,456**

Notes to the Financial Statements

For the year ended 30 June 2018

		30 June 2018 Taka	30 June 2017 Taka
9.00	**Cash and bank balances:**		
	Cash at bank (Note - 9.01)	62,488,767	78,953,640
	Cash in hand (Note - 9.02)	14,698,994	23,063,240
		77,187,761	**102,016,880**
9.01	**Cash at bank:**		
	Share Money Deposit - NCCBL	5,534,952	5,404,082
	Current accounts	47,101,954	60,834,325
	STD accounts	8,115,910	10,634,856
	EFC accounts	1,735,952	2,080,377
		62,488,767	**78,953,640**
9.02	**Cash in hand:**		
	Corporate office	1,459,174	6,868,287
	Factory	5,777,347	6,416,943
	Cash in Factory Logistics	7,036,727	9,197,349
	Registered office	425,746	580,661
		14,698,994	**23,063,240**
9.03	Bank balances are reconciled & confirmed.		

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Notes to the Financial Statements

For the year ended 30 June 2018

	30 June 2018 Taka	30 June 2017 Taka
10.00 Share capital		
Authorized:		
500,000,000 Ordinary shares of Tk. 10 each	5,000,000,000	5,000,000,000
	5,000,000,000	**5,000,000,000**
Issued, subscribed and paid up		
105,450,000 Ordinary shares of Tk.10 each fully paid-up in cash	**1,054,500,000**	**1,054,500,000**

Share holding position

The composition of share holders at balance sheet date was as follows:

Name of shareholders	30 June 2018			30 June 2017
	Percentage	Number	Face value	Face value
01. Mr. Mohammed Abul Kalam	2.39%	2,525,200	25,252,000	25,252,000
02. Mr. Mohammed Amirul Haque	11.00%	11,599,500	115,995,000	115,995,000
03. Mr. Md. Jahangir Alam	9.89%	10,425,313	104,253,130	104,253,130
04. Mr. Md. Alamgir Kabir	4.19%	4,416,562	44,165,620	44,165,620
05. Mr. Mohammed Ershadul Hoque	0.00%		-	21,135,000
06. Mr. Mohammad Mustafa Haider	19.76%	20,837,300	208,373,000	208,373,000
07. Mr. Mohammed Zahurul Haque	2.71%	2,856,000	28,560,000	28,560,000
08. Mr. Hasnat Mohd. Abu Obida	17.39%	18,332,500	183,325,000	183,325,000
09. Mrs. Nashira Sultana	0.00%		-	36,430,800
10. Mr. Md. Almas Shimul	3.32%	3,504,375	35,043,750	35,043,750
11. Mr. Md. A. Rouf	1.11%	1,168,125	11,681,250	11,681,250
12. Mr. Md. Ashrafuzzaman	1.11%	1,168,125	11,681,250	11,681,250
13. Mr. Md. Zahur Ahmed	2.05%	2,156,920	21,569,200	21,569,200
14. Mr. Mohammed Raquibul Haque	0.47%	493,500	4,935,000	4,935,000
15. Institute	17.07%	17,998,608	179,986,080	103,869,860
16. General Investors	7.55%	7,957,901	79,579,010	98,121,430
17. Non-Resident Bangladeshi	0.01%	10,071	100,710	108,710
Total	**100%**	**105,450,000**	**1,054,500,000**	**1,054,500,000**

10.01 Classification of shareholders by holdings

Shareholding Range	No. of Holders 30.06.2018	Holdings Share 30.06.2018	No. of Holders 30.06.2017	Holdings Share 30.06.2017
Less than 500 Shares	1,812	343,428	1,969	391,447
501 to 5,000 Shares	321	563,416	447	809,951
5,001 to 10,000 Shares	38	288,684	73	549,988
10,001 to 20,000 Shares	25	361,556	36	520,542
20,001 to 30,000 Shares	10	248,304	19	468,119
30,001 to 40,000 Shares	8	268,655	5	187,966
40,001 to 50,000 Shares	1	40,000	2	89,025
50,001 to 100,000 Shares	14	998,222	16	1,182,775
100,001 to 1,000,000 Shares	19	7,467,438	31	9,927,378
Over 1,000,000 shares	18	94,870,297	16	91,322,809
Total	**2,266**	**105,450,000**	**2,614**	**105,450,000**

Notes to the Financial Statements

For the year ended 30 June 2018

	30 June 2018 Taka	30 June 2017 Taka
11.00 Deferred tax liabilities/(assets)		
The tax effect of temporary differences that resulted in deferred tax assets or liabilities		
Opening balance	374,729,639	408,750,872
Add: Deferred tax expense/(income) during the year	33,875,430	(34,021,233)
Prior year adjustment	-	-
Closing balance	**408,605,069**	**374,729,639**

11.01 Reconciliation of deferred tax liabilities/(assets)

(a) As at 30 June 2018

	Carrying amount Taka	Tax base Taka	Temporary difference Taka
Property, plant and equipment	3,751,004,906	1,882,068,573	1,868,936,333
Provision for gratuity	(138,135,125)	-	(138,135,125)
Provision for bad and doubtful debts	(96,380,932)	-	(96,380,932)
Total	**3,516,488,849**	**1,882,068,573**	**1,634,420,276**
Total deferred tax liability			**408,605,069**

(a) As at 30 June 2017

	Carrying amount Taka	Tax base Taka	Temporary difference Taka
Property, plant and equipment	3,457,942,491	1,742,550,350	1,715,392,141
Provision for gratuity	(120,092,653)	-	(120,092,653)
Provision for bad and doubtful debts	(96,380,932)	-	(96,380,932)
Total	**3,241,468,906**	**1,742,550,350**	**1,498,918,556**
Total deferred tax liability			**374,729,639**

12.00 Long term loan

BRAC Bank Ltd.	75,373,817	109,420,792
City Bank Ltd .	95,236,645	215,271,264
HSBC USD Loan.	73,281,250	126,945,000
IDLC Finance Ltd	171,160,806	251,960,860
Lease finance - Jamuna Bank Ltd.	14,795,503	29,357,584
Lease finance - ULC	31,190,055	70,541,500
	461,038,076	**803,497,000**

12.01 USD Foreign Loan from BRAC Bank Ltd. is repayable in 04 quarterly installments. Rate of interest is 3Month LIBOR + 4.00%. Security details: (a) Registered mortgage over property (b) Personal guarantee of selected directors.

12.02 USD Foreign Loan from HSBC Ltd. is repayable in 04 quarterly installments. Rate of interest is 3Month LIBOR + 4.5%. Security details: (a) Registered mortgage over property (b) Personal guarantee of selected directors.

Notes to the Financial Statements

For the year ended 30 June 2018

		30 June 2018 Taka	30 June 2017 Taka
12.03	**Allocation of long term loan**		
	BRAC Bank Ltd.	-	36,880,792
	City Bank Ltd	-	80,271,264
	HSBC USD Loan	-	70,525,000
	IDLC Finance Ltd	82,262,674	170,635,387
	Lease finance - Jamuna Bank Ltd.	-	14,740,142
	Lease finance ULC	3,951,214	35,506,870
	Long term portion	**86,213,888**	**408,559,455**
	HSBC	73,281,250	56,420,000
	BRAC Bank Ltd.	75,373,817	72,540,000
	Lease finance - Jamuna Bank Ltd.	14,795,503	14,617,442
	IDLC Finance Ltd.	88,898,132	81,325,473
	Lease Finance - ULC	27,238,841	35,034,630
	City Bank Ltd	95,236,645	135,000,000
	Current portion	**374,824,188**	**394,937,545**
		461,038,076	**803,497,000**
13.00	**Defined benefit obligations (Gratuity)**		
	Opening balance	120,092,653	100,636,731
	Add :Provision for the year	21,735,706	24,818,610
		141,828,359	**125,455,341**
	Less: Payment made	3,693,234	5,362,688
	Closing balance	**138,135,125**	**120,092,653**
14.00	**Trade & other payables**		
	Raw materials & other suppliers	1,436,020	8,807,934
	Packing materials	52,931	21,752,566
	Marketing expenses	2,893,744	3,033,923
	Liabilities for expenses	496,804,535	210,195,736
	Provision for Brand & Promotional Expenses	-	37,000,000
	Payable on audit fee including VAT	345,000	345,000
	Provision for electric charge	53,055,644	200,000
	Provision for PF	1,422,010	1,310,138
	Dividend Payable	1,897,612	1,695,646
	Provision for Stevedoring charges	3,782,500	654,000
	Provision for Exchange Gain/loss	-	387,021
	VAT Payable	-	474,742
	TDS payable	5,992,857	2,425,134
	Provision and other payable	93,469,498	59,966,533
		661,152,352	**348,248,373**
	All trade & other payables were incurred as usual in business operation & paid regularly.		
15.00	**Short term bank loan**		
	The City Bank Limited	1,494,771,457	682,974,517
	Dutch-Bangla Bank Ltd.	543,172,318	45,105,693
	Standard Bank Limited	341,607,583	264,714,480
	Standard Chartered Bank	1,395,725,023	1,218,289,618
	HSBC	446,134,523	652,076,411
	Prime Bank Limited	276,851,629	-
	NCC Bank Limited	723,398,031	359,786,727
	Social Islami Bank Limited	100,000,000	14,007,195
	Jamuna Bank -Loan	66,997,814	253,802,083
	Pubali Bank Ltd	302,912,784	346,176,565
	Brac Bank Ltd	712,299,973	250,760,000
		6,403,871,134	**4,087,693,289**
	Short term bank loans are confirmed and reconciled with bank statement.		

Notes to the Financial Statements

For the year ended 30 June 2018

15.01 Bank / Financial Institution loan facilities

The company is currently availing the following facilities from banks / financial institution:

Bank name	Limit (Taka in crore)			
	STL / Invoice Financing / Import Duty Loan /OSF/EIF	L/C	OD / CC	LATR /Long Term Loan/ Lease
The City Bank Ltd.	60	56	4	10
Dutch-Bangla Bank Ltd.	0	80	10	20
Standard Bank Ltd.	16	40	10	0
Standard Chartered Bank	25	340	3	100
HSBC	40	80	5	14
NCC Bank Limited	20	60	20	30
Prime Bank Ltd.	12	60	17	25
BRAC Bank Ltd	48	78	2	0
Jamuna Bank Ltd.	10	50	8	7
Social Islami Bank Ltd.	20	50	0	0
Pubali Bank Ltd	50	50	50	25
Trust Bank Ltd	0	45	3	15
Midland bank Ltd.	0	0	5	0
United Finance Limited	0	0	0	21
IDLC	0	0	0	40
Total	**301**	**989**	**137**	**307**

15.02 Securities against bank loan facilities

* Personal guarantee from all directors.
* Hypothecation over stock.
* First ranking pari passu charges over fixed assets.

		30 June 2018 Taka	30 June 2017 Taka
16.00	**Liability for other finance**		
	Security deposit - Customers	3,240,690	73,820,255
		3,240,690	**73,820,255**
17.00	**Provision for taxation**		
	Opening balance	287,383,240	173,401,678
	Add : Current tax expenses	-	-
	Current year	102,397,893	113,981,562
	Prior year	-	-
		102,397,893	113,981,562
		389,781,133	**287,383,240**
	Less : Payment made / other adjustment	-	-
	Less : AIT adjustment (Note-7.04)	-	-
	Closing balance	**389,781,133**	**287,383,240**
18.00	**Loan from Directors**		
	Mr. Mohammad Mustafa Haider	255,150,000	-
	Mr. Mohammed Amirul Haque	255,270,000	-
		510,420,000	**-**

Notes to the Financial Statements

For the year ended 30 June 2018

19.00 Revenue

	30 June 2018		30 June 2017	
From Cement:	Quantity	Amount	Quantity	Amount
Revenue from local sales (MT)	1,593,366	9,393,544,044	1,583,149	8,990,765,686
Revenue from export (MT)	87,834	494,632,200	49,428	274,921,840
	1,681,200	**9,888,176,244**	**1,632,577**	**9,265,687,526**
Other revenue:				
Revenue from empty bag sales (Pcs)	9,718,200	161,688,880	1,001,000	14,733,000
		10,049,865,124		**9,280,420,526**

19.01 Revenue from export

	30 June 2018		30 June 2017	
	USD	BDT	USD	BDT
Export	5,909,584	494,632,200	3,410,941	274,921,840

20.00 Cost of sales

	30 June 2018 Taka	30 June 2017 Taka
Opening stock of finished goods & WIP	73,617,457	80,254,329
Cost of production (Note - 20.01)	8,551,313,914	7,751,039,116
Goods available for sale	**8,624,931,371**	**7,831,293,445**
Closing stock of finished goods , ghat & in transit (Note - 5.00)	(54,020,959)	(73,617,457)
	8,570,910,412	**7,757,675,988**

Notes to the Financial Statements

For the year ended 30 June 2018

		30 June 2018 Taka	30 June 2017 Taka
20.01	**Cost of production**		
	Raw materials consumption (Note - 5.01)	6,521,961,565	5,827,373,154
	Packing materials consumption (Note - 5.02)	421,320,893	437,696,614
	Salary & wages	172,405,428	141,915,761
	Gratuity	8,526,748	13,304,374
	Electric charges	581,156,907	577,402,259
	Cost of Cement from Sena kallan sangtha	336,767,300	435,866,960
	Cost of cement from Anwer cement Ltd.	66,811,772	-
	Paper & periodicals	8,735	8,174
	Travelling & conveyance	1,552,644	1,711,108
	Telephone charges	1,320,305	972,661
	Entertainment	1,128,868	1,646,427
	Repairs & maintenance	76,190,402	64,779,885
	Contribution to PF	4,546,407	4,453,535
	Cost of bag sale-outward	131,891,581	11,862,791
	Lab Expenses	714,395	1,086,826
	Computer Expense	159,465	68,090
	Legal & Professional Fee	1,394,150	1,058,085
	Medical expenses	295,219	338,778
	Canteen & food expenses	15,473,248	13,362,451
	Gift & presentations	40,000	141,600
	Internet Expenses	264,013	266,724
	Postage & Stamp	5,565	6,788
	Stationery	5,031,196	3,800,417
	Labour charges	16,753,308	19,812,437
	Misc. expenses	1,271,111	2,729,451
	Pay loader expenses	5,159,437	2,802,464
	Donation & Subscription	588,000	703,200
	Fuel , Oil & Lubricant	7,567,574	12,586,875
	Training expenses	18,000	30,000
	Fire insurance	966,916	3,435,812
	Depreciation (Note - 1.00)	170,022,763	169,815,414
		8,551,313,914	**7,751,039,116**
21.00	**Other income / (loss) / Expenses**		
	Bank interest income	7,780,907	8,552,901
	Exchange gain / (loss)	(78,652,563)	(67,728,364)
	Interest charged to NCML	27,131,517	-
	Income from raw materials sales	1,437,942	-
	Gain / (Loss) on sale of motor vehicle	2,170,667	-
	Misc. income - H/O	806,147	98,951
	Misc. income - Factory	9,075,787	12,941,026
	Income/(expenses) from carrying*	43,085,201	(103,997,815)
		12,835,605	**(150,133,301)**

*Due to increase in per bag cement carrying rate which was realised from the customers along with cement selling rate and for the maxiumum utilization of our transport resource carrying loss has been turned into income.

Notes to the Financial Statements

For the year ended 30 June 2018

		30 June 2018 Taka	30 June 2017 Taka
22.00	**Administrative expenses**		
	Audit fee	345,000	460,000
	Bank charges	1,360,355	1,345,820
	Advertisement	1,645,075	1,619,326
	Bad & doubtful expenses	-	15,376,030
	Electric charges	1,688,090	1,997,599
	Canteen & food expenses	3,890,867	3,387,654
	Gratuity	4,911,468	2,972,155
	Computer expenses	560,830	690,709
	Medical Expense	6,915	53,050
	Office rent	8,830,256	8,879,302
	Paper & periodicals	17,802	18,630
	Postage & stamp	216,633	130,199
	Donation & subscription	978,970	556,000
	Internet Expenses	639,929	642,433
	Renewal, legal & professional fee	4,530,103	5,576,702
	Repairs & maintenance	1,272,113	1,377,305
	Salary & allowances	40,488,304	32,513,755
	Directors' remuneration	2,400,000	2,400,000
	Stationery	2,006,352	1,956,748
	Telephone charges	930,686	936,740
	Training expenses	14,000	7,200
	Travelling & conveyance	4,706,156	3,151,564
	Contribution to PF	1,141,967	1,124,325
	Vehicle maintenance	2,101,505	3,271,255
	Water charges	245,475	204,325
	AGM Expenses	224,251	163,628
	Miscellaneous expenses	2,477,550	4,369,772
	BIWTA expenses	5,017,678	6,902,018
	BSTI License fee	1,600,548	1,741,089
	Fuel & Lubricant	45,313	41,788
	Board meeting expenses	149,500	276,000
	Guest house expenses	-	90,302
	Depreciation (Note - 1.00)	6,597,564	5,096,645
		101,041,255	**109,330,068**

Notes to the Financial Statements

For the year ended 30 June 2018

		30 June 2018 Taka	30 June 2017 Taka
23.00	**Selling & distribution expenses:**		
	Advertisement	19,858,731	12,791,075
	Car maintenance	5,346,403	4,774,678
	Contribution to PF	3,043,769	2,575,461
	Entertainment	316,484	633,167
	Export expenses	2,208,306	915,474
	Godown expenses	620,576	726,000
	Gratuity	8,297,490	8,542,081
	Legal & professional fee	346,198	1,020,499
	Medical expenses	5,115	6,950
	CSR Activities	541,257	1,647,450
	Internet Expenses	38,597	85,096
	Postage & stamp	348,976	396,166
	Promotional expenses	109,037,959	117,518,378
	Salaries & allowances	126,590,485	107,508,990
	Cement test expenses	1,458,220	1,177,430
	Stationery	358,759	1,713,607
	Telephone charges	4,565,439	4,086,658
	Travelling & conveyance	32,865,828	29,219,640
	Tender expenses	426,428	2,506,028
	Computer expenses	9,400	4,000
	Labour charges	7,881,058	8,725,665
	Miscellaneous expenses	900,551	2,273,700
	Depreciation (Note - 1.00)	93,663,345	76,899,312
		418,729,374	**385,747,505**
24.00	**Financial expenses**		
	Bank charges	2,881,089	733,926
	Interest on WPPF	13,557,678	16,333,086
	Finance charges on lease	29,684,868	42,110,671
	Bank loan interest	352,045,325	218,883,409
		398,168,960	**278,061,092**
25.00	**Basic earnings per share (EPS)**		
	The computation of EPS is given below		
	Earnings attributable to the ordinary shareholders (NPAT)	410,251,180	490,965,931
	Number of shares outstanding during the year	105,450,000	105,450,000
	Basic earnings per share (par value of Tk. 10)	**3.89**	**4.66**

Diluted EPS

No diluted EPS was required to be calculated for the year since there was no scope for dilution of share during the year under review.

Notes to the Financial Statements

For the year ended 30 June 2018

26.00 Related party disclosure

During the year the company carried out a number of transactions with related parties in the normal course of business on an arms length basis. Names of those related parties, nature of those transactions and their value have been set out in accordance with the provisions of IAS-24: Related party disclosure.

Name of related party	Nature of relationship	Nature of transaction	Outstanding as on 01 July 2017	Transaction during the year (Net) Taka	Outstanding balance as on 30 June 2018 Taka	Terms and conditions
Premier Power Generation Limited	Subsidiary	Loan to meet operational expenses	(177,098,390)	(10,084,643)	(187,183,033)	Mutual understanding
Premier Power Generation Limited	Subsidiary	Investment in share	48,000,000	-	48,000,000	Arm length transaction
Asia Insurance Ltd.	Common directorship	Providing insurance	(3,140,326)	-	(3,140,326)	Arm length transaction
Seacom Shipping Ltd	Common directorship	C & F	(3,766,924)	4,501,524	734,600	Arm length transaction
T K Oil Refinery Ltd.	Common directorship	Utility service	(10,349)	10,349	-	Arm length transaction
Aryan Stevedore Ltd.	Common directorship	Stevedoring service	(929,844)	6,143,030	5,213,186	Arm length transaction
G P H Ispat Ltd.	Common directorship	Materials supply	1,324,320	(10,063,056)	(8,738,736)	Arm length transaction
National Cement Mills Limited	Associate	Loan to meet operational expenses	377,703,843	354,108,976	731,812,819	Arm length transaction/Mutual Understanding
National Cement Mills Limited	Associate	Investment in share	70,000,000	-	70,000,000	Arm length transaction
M I Cement Factory Ltd.	Common directorship	Materials supply	8,271,181	(4,000,000)	4,271,181	Arm length transaction
Samuda Chemical Complex Ltd.	Common directorship	Materials supply	(21,183,747)	21,464,442	280,695	Arm length transaction
Delta Agrofood Industries Ltd	Common directorship	Loan given to meet short term finance	-	12,945,385	12,945,385	Arm length transaction
Rupsha Tank Terminal & Refinery Ltd	Common directorship	Loan taken to meet short term finance	-	(39,997,600)	(39,997,600)	Arm length transaction

Notes to the Financial Statements

For the year ended 30 June 2018

	30 June 2018 Taka	30 June 2017 Taka

27.00 Events after the reporting period

The Board of Directors of the company in its meeting held on 27 October 2018 recommended 10% cash dividend for the year 2017-2018 which is subject to approval of the shareholders in the ensuing Annual General Meeting.

28.00 Contingent liabilities

There are contingent liabilities in respect of outstanding letters of credit for Tk. 2,918 million & bank guarantee 44.01 million.

Letter of Credit		
The City Bank Limited	16,331,250	91,431,028
Brac Bank Ltd	32,362,240	17,177,472
Dutch Bangla Bank Limited	58,874,156	30,465,793
The Hongkong and Shanghai Banking Corporation Limited	102,113,651	82,928,534
NCC Bank Ltd	-	50,778,000
Prime Bank Limited	-	50,778,000
Social Islami Bank Ltd	62,114,551	21,373,681
Standard Bank	102,136,475	-
Standard Chartered Bank	2,469,874,618	1,887,190,767
Public bank Ltd	75,005,153	10,209,924
	2,918,812,094	**2,242,333,199**
Bank Guarantee		
Pubali bank Ltd	19,989,000	19,989,000
Social Islami Bank Ltd	24,028,308	11,515,662
	44,017,308	31,504,662
	2,962,829,402	**2,273,837,861**

29.00 Capital expenditure commitment

There is no capital expenditure commitment as at 30 June 2018

30.00 Remittance of foreign currency:

No foreign currency was remitted during the year.

31.00 Earnings in foreign currency:

Export of 87,834 MT Cement were made in July 2017 to June 2018 to Indian state of Tripura & Assam and as deemed export in Bangladesh for US$ 5,909,585 equivalent to BDT. 494,632,200.

32.00 Claims against the company not acknowledged as debt

There is no claim against the company acknowledged as debt.

33.00 Capacity utilization

Actual average monthly production is 1,33,974.75 MT against average monthly capacity of 200,000 MT i.e. capacity utilization is 66.99%.

	30 June 2018 Persons	30 June 2017 Persons

34.00 Number of employees

Management	96	82
Staff	1,485	1,044
Total number of employees	**1,581**	**1,126**

All employees received salary more than Tk. 5,000 per month.

Notes to the Financial Statements

For the year ended 30 June 2018

	30 June 2018	30 June 2017
	Persons	Persons
35.00 Others		
35.01 Directors' remuneration		
Salary, allowances and benefits	2,400,000	2,400,000
	2,400,000	**2,400,000**

Out of 05 directors ,02 of them are maintaining full time office with Premier Cement Mills Ltd. Hence they are paid Tk. 100,000 each as monthly remuneration .

35.02 Directors' fees for attending board meeting

Tk. 10,000 paid to each director for attending board meetings.

35.03 Receivable from director

No amount is lying as receivable from the directors.

35.04 Financial risk management

Financial risk management in respect of separate financial statement does not vary significantly from the consolidated one.

Company Secretary **Director** **Managing Director**

Place: Dhaka
Dated: 27 October 2018

Auditors' Report to the Shareholders of
Premier Power Generation Limited

We have audited the accompanying financial statements of Premier Power Generation Limited ("the company"), which comprise the statement of financial position as at 30 June 2018, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and a summary of significant accounting policies and 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 (IFRSs), the Companies Act 1994 other applicable laws and regulations and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Bangladesh Standards on Auditing (ISAs). 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 amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation of the financial statements that give a true and fair view 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 management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion the financial statements give a true and fair view of the financial position of the Company as at 30 June 2018 and of their financial performance and cash flows for the year then ended in accordance with Bangladesh Financial Reporting Standards (BFRSs) and comply with the Companies Act 1994 and other applicable laws and regulations.

We also report that:

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

ii) in our opinion, proper books of account as required by law have been kept by the Company so far as it appeared from our examination of these books; and

iii) the company's statement of financial position and statement of comprehensive income dealt with by the report are in agreement with the books of account and returns.

Place: Dhaka
Dated: 27 October 2018

Syful Shamsul Alam & Co.
Chartered Accountants

Statement of Financial Position

As at 30 June 2018

Particulars	Notes	30 June 2018 Taka	30 June 2017 Taka
Assets			
Property, plant and equipment	4.00	141,193,192	119,822,126
Total non-current assets		**141,193,192**	**119,822,126**
Advances, deposits and pre-payments	5.00	5,746,307	5,746,307
Current account with holding company	6.00	187,183,033	177,098,390
Cash and Bank balances	7.00	245,123	249,673
Total current assets		**193,174,463**	**183,094,370**
Total assets		**334,367,655**	**302,916,496**
Equity			
Share Capital	8.01	50,000,000	50,000,000
Revaluation reserve		13,405,272	14,269,362
Retained earnings		268,291,919	235,496,378
Total equity		**331,697,191**	**299,765,740**
Trade and other payable	9.00	2,670,464	3,150,756
Total current liabilities		**2,670,464**	**3,150,756**
Total equity and liabilities		**334,367,655**	**302,916,496**
Net assets value per share		663	600

The annexed notes 01 to 13 form an integral part of these financial statements.

Company Secretary **Director** **Managing Director**

As per our report of same date

Syful Shamsul Alam & Co.
Chartered Accountants

Place: Dhaka
Dated: 27 October 2018

Statement of Profit or Loss and Other Comprehensive Income

For the year ended 30 June 2018

Particulars	Notes	30 June 2018 Taka	30 June 2017 Taka
Revenue		85,623,450	105,507,000
Cost of sales	10.00	(47,693,816)	(53,111,386)
Gross profit		**37,929,634**	**52,395,614**
Other Income		-	-
Administrative expenses	11.00	(5,993,633)	(6,215,408)
Profit from operation		**31,936,000**	**46,180,206**
Finance costs		(4,550)	-
Profit before income tax		31,931,450	46,180,206
Current tax expenses		-	-
Net profit/(loss) after tax		**31,931,450**	**46,180,206**
Other comprehensive income		-	-
Total comprehensive income		**31,931,450**	**46,180,206**
Basic earnings per share (par value of Taka 100)		**63.86**	**92.36**

The annexed notes 01 to 13 form an integral part of these financial statements.

Company Secretary **Director** **Managing Director**

As per our report of same date

Place: Dhaka
Dated: 27 October 2018

Syful Shamsul Alam & Co.
Chartered Accountants

Statement of Changes in Equity

For the year ended 30 June 2018

Amount in Taka

Particulars	Share capital	Revaluation reserve	Retained earnings	Total equity
Balance at 01 July 2016	**50,000,000**	**15,190,097**	**188,395,438**	**253,585,535**
Net profit for the year			46,180,205.83	46,180,206
Depreciation on revalued assets		(920,735)	920,735	-
Revaluation reserve				-
Balance at 30 June 2017	**50,000,000**	**14,269,362**	**235,496,379**	**299,765,741**
Net profit for the year	-	-	31,931,450	31,931,450
Depreciation on revalued assets	-	(864,090)	864,090	-
Revaluation reserve	-	-	-	-
Balance at 30 June 2018	**50,000,000**	**13,405,272**	**268,291,919**	**331,697,191**

Company Secretary **Director** **Managing Director**

Place: Dhaka

Dated: 27 October 2018

Statement of Cash Flows

For the year ended 30 June 2018

Particulars		30 June 2018 Taka	30 June 2017 Taka
Cash flows from operating activities			
	Receipt from customers	75,538,807	57,608,617
	Payment to employees	(6,937,904)	(6,656,747)
	Payment to suppliers & others	(38,670,469)	(45,392,295)
	Cash generated from operating activities	29,930,434	5,559,575
	Bank charge & Interest paid	(4,550)	(345,554)
	Tax paid	-	-
A.	Net cash from operating activities	29,925,884	5,214,021
Cash flows from investing activities			
	Sales/(Purchase) of property, plant & equipment	(29,930,434)	(5,209,575)
B.	Net cash used in investing activities	(29,930,434)	(5,209,575)
Cash flows from financing activities			
	Proceeds from Bank Borrowing	-	-
	Repayment of Bank Borrowing	-	-
C.	Net cash provided from financing activities	-	-
Net increase/(decrease) in cash and bank balances		(4,550)	4,446
Cash and bank balances at the beginning of the year		249,673	245,227
Cash and bank balances at the end of the year		245,123	249,673
Net operating cash flow per share (NOCFPS)		59.85	10.43

Company Secretary **Director** **Managing Director**

Place: Dhaka

Dated: 27 October 2018

Notes to the Financial Statements

For the year ended 30 June 2018

1.00 Corporate history of the reporting entity

1.01 Corporate history

Premier Power Generation Limited, a Private limited company was incorporated on 07 September 2006 under Company Act XVIII of 1994 Factory at West Mukterpur, Munshigonj with an installed capacity of 5.34 MW run by Natural Gas from TGTDCL.

1.02 Nature of business

To establish, run operate and maintain the power/energy projects in Bangladesh and to sell power/ energy to its mother company Premier Cement Mills Limited or any other customers.

2.00 Basis of preparation, presentation and disclosures of financial statements

2.01 Statement of compliance

The financial statements have been prepared and the disclosures of information made in accordance with the requirements of the Companies Act 1994, and IFRSs as adopted by the ICAB. On the basis of these regulations, Bangladesh Accounting Standards (IASs) & Bangladesh Financial Reporting Standards (IFRSs) were applied with the applicable standards at the Balance Sheet date.

2.02 Other regulatory compliances

The Companies are also required to comply with the following major legal provisions in addition to the Companies Act 1994, and other following applicable laws and regulations:
The Income Tax Ordinance 1984
The Income Tax Rules 1984
The Value Added Tax Act 1991
The Value Added Tax Rules 1991
The Customs Act 1969

2.03 Recording of transaction

Transaction has been accounted for presented in accordance with their substance and financial reality. The financial statement has been expressed in Bangladeshi Taka.

2.04 Use of estimates and judgments

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses.
Estimates and underlying assumptions are reviewed on an ongoing basis.

2.05 Going concern

The company has adequate resources to continue in operation for foreseeable future.

2.06 Reporting period

The financial period of the company covers one year from 1st July to 30th June consistently.

3.00 Summary of significant accounting policies

The specific accounting policies selected and applied by the company's directors for significant transactions and events that have material effect within the framework of IAS-1 "Presentation of Financial Statements", in preparation and presentation of financial statements have been consistently applied throughout the year and were also consistent with those used in earlier years.
For a proper understanding of the financial statements, these accounting policies are set out below in one place as prescribed by the IAS-1 "Presentation of Financial Statements". The recommendations of IAS-1 relating the format of financial statements were also taken into full consideration for fair presentation.

3.01 Consistency

The accounting policies and methods of computation used in preparation of financial statements for the period ended 30th June 2018 are consistent with those policies and methods adopted in preparing the financial statements for the year ended 30th June 2017.

3.02 Property, plant and equipment

Recognition and measurement
The fixed assets of the company shown under "Property, Plant and Equipment" as per IAS 16 is initially recorded at historical cost. Historical cost includes its purchase price and any directly attributed cost of bringing the assets to its working condition for its intended use inclusive of inward freight, duties, non-refundable taxes and (a) the cost of site preparation; (b) initial delivery and handling costs; (c) installation costs; (d) professional fees

Notes to the Financial Statements

For the year ended 30 June 2018

such as for architects and engineers; and (e) the estimated cost of dismantling and removing the asset and restoring the site, to the extent applicable in line with the provisions under 'IAS 37: Provisions, Contingent Liabilities and Contingent Assets'.

Subsequent costs

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. All other repairs and maintenance costs are charged to the income statement during the financial period in which they incurred.

Depreciation

In respect of all fixed assets, depreciation is provided on reducing balance method over their expected useful life. Full year depreciation has been charged on additions to fixed assets . The annual depreciation rates applicable to different category of assets are:

Category of assets	Rate of Depreciation
Plant & machinery	6%
Furniture & fixture	10%
Generator Building	10%
Office equipment	20%
Office decoration	15%

Upon retirement of assets, the cost and related accumulated depreciation are eliminated from the accounts and resulting gain or loss is charged or credited to Income Statement.

3.03 Cash and cash equivalents

It includes cash in hand, bank deposit and other short term high liquid investments with original maturities of three months were held and available for use by the company without any restriction and there is insignificant risk of changes in value of these current assets.

3.04 Trade and other payables

Liabilities are recorded at the amount payable for settlement in respect of goods are services received by the company.

3.05 Loans and borrowins

Borrowings repayable after twelve months from the date of statement of financial position are classified as non-current liabilities whereas the portion of borrowings repayable within twelve months from the date of statement of financial position, unpaid interest and other charges are classified as current liabilities.

3.06 Contingent liabilities and assets

Contingent liabilities and assets are current or possible obligations or assets, arising from past events and whose existence is due to the occurrrence or non-occurrence of one or more uncertain future events which are not within the control of the company. In accordance with IAS 37, they are disclosed in the notes to the financial statements.

3.07 Revenue

Revenue is recognized in the statement of comprehensive income upon supply of electricity, quantum of which is determined by survey of meter reading at the end of each month. Revenue is measured at fair value of coonsideration received or receivable.

3.08 Taxation

The company enjoyes Tax exemption for fifteen (15) years vide SRO No - 114 / AvBb/99dated 26.05.1999 under Income Tax Ordinance 1984.

3.09 Cash flow statement

Statement of Cash Flows is prepared principally in accordance with IAS 7 (Cash Flow Statement) and the cash flow from operating activities have been presented under direct method.

Notes to the Financial Statements

For the year ended 30 June 2018

		30 June 2018 Taka	30 June 2017 Taka
4.00	**Property, plant and equipments**		
	A. Cost		
	Plant & machinery	161,955,396	132,024,962
	Furniture & fixture	2,465	2,465
	Generator building	2,454,401	2,454,401
	Office decoration	771,712	771,712
	Office equipment	440,754	440,754
		165,624,728	**135,694,294**
	B. Accumulated depreciation	**24,431,536**	**15,872,168**
	C. Written down value (A-B)	**141,193,192**	**119,822,126**
	(A schedule of property, plant and equipment is given in annexure -A)		
5.00	**Advances, deposits & pre-payments:**		
	Deposit to TGTDCL	4,418,000	4,418,000
	Bank guarantee margin to TGTDCL	836,050	836,050
	Advance income tax	491,230	491,230
	VAT current account	1,027	1,027
		5,746,307	**5,746,307**
6.00	**Current Account with holding Company:**		
	Premier Cement Mills Limited (Holding Company)	187,183,033	177,098,390
		187,183,033	**177,098,390**
7.00	**Cash and bank balances:**		
	Cash in hand	-	-
	Cash at bank (Note 7.01)	245,123	249,673
		245,123	**249,673**
7.01	**Cash at bank :**		
	Dutch Bangla Bank Ltd Agr Br. # 16116	241,827	243,127
	Standard Bank Ltd. Ktg Br. # 8998	3,296	6,546
		245,123	**249,673**

AMAR STOCK

Notes to the Financial Statements

For the year ended 30 June 2018

		30 June 2018 Taka	30 June 2017 Taka
8.00	**Share capital:**		
	Authorized:		
	2,000,000 Ordinary shares of Taka 100 each	200,000,000	200,000,000
		200,000,000	200,000,000
8.01	**Issued, subscribed and paid up:**		
	500,000 Ordinary Shares of Tk.100/-each fully paid-up in cash	50,000,000	50,000,000

8.02 Share holding position

The composition of share holders at balance sheet date were as follows:

Name of shareholders	30 June 2018			30 June 2017
	Percentage	Number	Face value	Face value
01. Mr. Mohammed Amirul Haque	0.30%	1,500	150,000	150,000
02. Mr. Mohammed Raquibul Haque	0.20%	1,000	100,000	100,000
03. Mr. Mohammed Ershadul Hoque	0.20%	1,000	100,000	100,000
04. Mrs. Nashira Sultana	0.10%	500	50,000	50,000
05. Mr. Mohammed Zahurul Haque	0.20%	1,000	100,000	100,000
06. Mr. Abu Sadat Mohd. Faisal	0.50%	2,500	250,000	250,000
07. Mr. Hasnat Mohd. Abu Obida	0.50%	2,500	250,000	250,000
08. Mr. Mohammad Mustafa Haider	0.33%	1,670	167,000	167,000
09. Ms. Farzana Afroze	0.33%	1,665	166,500	166,500
10. Ms. Rizwana Afroze	0.33%	1,665	166,500	166,500
11. Mr. Md. Jahangir Alam	0.40%	2,000	200,000	200,000
12. Mr. Md. Alamgir Kabir	0.25%	1,250	125,000	125,000
13. Mr. Md. A. Rouf	0.10%	500	50,000	50,000
14. Mr. Md. Almas Shimul	0.10%	500	50,000	50,000
15. Mr. Md. Ashrafuzzaman	0.10%	500	50,000	50,000
16. Mr. Md. Abdul Ahad	0.05%	250	25,000	25,000
17. Premier Cement Mills Limited.	96%	480,000	48,000,000	48,000,000
Total	**100%**	**500,000**	**50,000,000**	**50,000,000**

Notes to the Financial Statements

For the year ended 30 June 2018

		30 June 2018 Taka	30 June 2017 Taka
9.00	**Trade & other payables**		
	Provision for Audit Fee	57,500	57,500
	Seacom Shipping Ltd.	110,489	110,489
	Provision for Gas Bill	2,423,413	2,920,267
	MRH Dey & Co.	79,062	-
	TDS payable -Britto Design	-	18,000
	VDS Payable- Britto Design	-	27,000
	TDS payable SSAC	-	7,000
	VAT payable on audit fee -SSAC	-	10,500
		2,670,464	**3,150,756**
10.00	**Cost of sales**		
	Gas Bill	28,939,947	32,484,149
	Salary & Wages	2,323,321	2,133,521
	Conveyance & Travelling	470,443	504,957
	Printing & stationery	45,646	24,063
	Entertainment	284,473	217,989
	Repairs & Maintenance	7,171,408	10,018,007
	Telephone & Internet charge	16,780	13,894
	Depreciation (Note - 4.00)	8,441,798	7,714,806
		47,693,816	**53,111,386**
11.00	**Administrative expenses**		
	Salary & Allowance	4,614,583	4,523,226
	Bank charges	-	345,554
	Travelling & Conveyance	285,188	251,741
	Office Rent	560,000	560,000
	Audit Fee including VAT	57,500	80,500
	Legal renewal & Professional Fee	352,638	307,917
	Printing & Stationery	6,154	4,427
	Depreciation (Note - 4.00)	117,570	142,043
		5,993,633	**6,215,408**
12.00	**Contingent liabilities**		
	There are contingent liabilities in respect of bank guarantee for Tk. 8.83 milion.		
	Bank Guarantee		
	Standard bank limited	8,836,000	8,836,000
		8,836,000	**8,836,000**

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Notes to the Financial Statements

For the year ended 30 June 2018

13.00 Related party disclosure

During the year the company carried out a number of transactions with related party in the normal course of business. The name of the related party and nature of those transactions havee been set out in accordance with the provisions of IAS-24: Related party disclosure.

Name of related party	Nature of Relationship	Nature of Transaction	Terms and Condition	Net transaction during the year	Receivable as on 30.06.2018	Receivable as on 30.06.2017
Premier Cement Mills Limited	Holding Copmpany	Loan to meet operati onal expens	Mutual unders tanding	10,084,643	187,183,033	177,098,390
Premier Cement Mills Limited	Holding Copmpany	Investm ent in share	Arm length transac tion	-	48,000,000	48,000,000
Seacom Shipping Limited	Common directorship	C & F	Arm length transac	-	(110,489)	(110,489)

NB: All expenses of Premier Power Generation Limited are paid by Premier Cement Mills Limited and the corresponding liability is adjusted with the receivables (from the sale of electricity to Premier Cement Mills Limited) of Premer Power Generation limited

Company Secretary **Director** **Managing Director**

Place: Dhaka
Dated: 27 October 2018

Notes to the Financial Statements

For the year ended 30 June 2018

Annexure -A

Amount in Taka

Cost:	Cost					Depreciation				
Category of Assets	Banalce as on 01 July 2017	Addition during the year	Disposal/ adjustment during the year	Balance as on 30 June 2018	Rate	Banalce as on 01 July 2017	Charged during the year	Disposal/ adjustment during the year	Balance as on 30 June 2018	Written down value as on 30 June 2018
Plant & machinery	115,975,447	29,930,434	-	145,905,881	6%	13,198,938	7,362,519	-	20,561,457	125,344,424
Furniture & fixture	2,465	-	-	2,465	10%	469	199.62	-	668	1,797
Generator building	2,454,401	-	-	2,454,401	10%	466,336	198,806.49	-	665,143	1,789,258
Office decoration	650,098	-	-	650,098	15%	180,402	70,454.37	-	250,857	399,241
Office equipment	440,527		-	440,527	20%	124,030	63,299.46	-	187,329	253,198
Balance as of 30 June 2018	**119,522,938**	**29,930,434**	**-**	**149,453,372**		**13,970,175**	**7,695,278.64**	**-**	**21,665,453**	**127,787,919**
Balance as of 30 June 2017	**114,313,363**	**5,209,575**	**-**	**119,522,938**		**7,034,060**	**6,936,114**	**-**	**13,970,175**	**105,552,763**

Allocation	30 June 2018	30 June 2017
	Taka	Taka
Cost of production	7,588,276	6,806,505
Administrative expenses	107,003	129,609
Total	**7,695,279**	**6,936,114**

Amount in Taka

Revaluation:	Cost					Depreciation				
Category of Assets	Balance as on 1 July 2016	Addition during the year	Disposal/ adjustment during the year	Balance as on 30 June 2018	Rate	Balance as on 1 July 2016	Charged during the year	Disposal/ adjustment during the year	Balance as on 30 June 2018	Written down value as on 30 June 2018
Plant & machinery	16,049,515	-	-	16,049,515	6%	1,868,164	850,881	-	2,719,045	13,330,470
Furniture & fixture	-	-	-	-	10%	-	-	-	-	-
Generator building	-	-	-	-	10%	-	-	-	-	-
Office decoration	121,614	-	-	121,614	15%	33,748	13,180	-	46,928	74,686
Office equipment	227	-	-	227	20%	81	29	-	111	116
Balance as on 30 June 2018	**16,171,356**	**-**		**16,171,356**		**1,901,993**	**864,090**	**-**	**2,766,083**	**13,405,273**
Balance as on 30 June 2017	**16,171,356**	**-**		**16,171,356**		**981,258**	**920,735**	**-**	**1,901,993**	**14,269,363**

Allocation	30 June 2018	30 June 2017
	Taka	Taka
Cost of production	853,523	908,301
Administrative expenses	10,567	12,434
Total	**864,090**	**920,735**

Notes to the Financial Statements

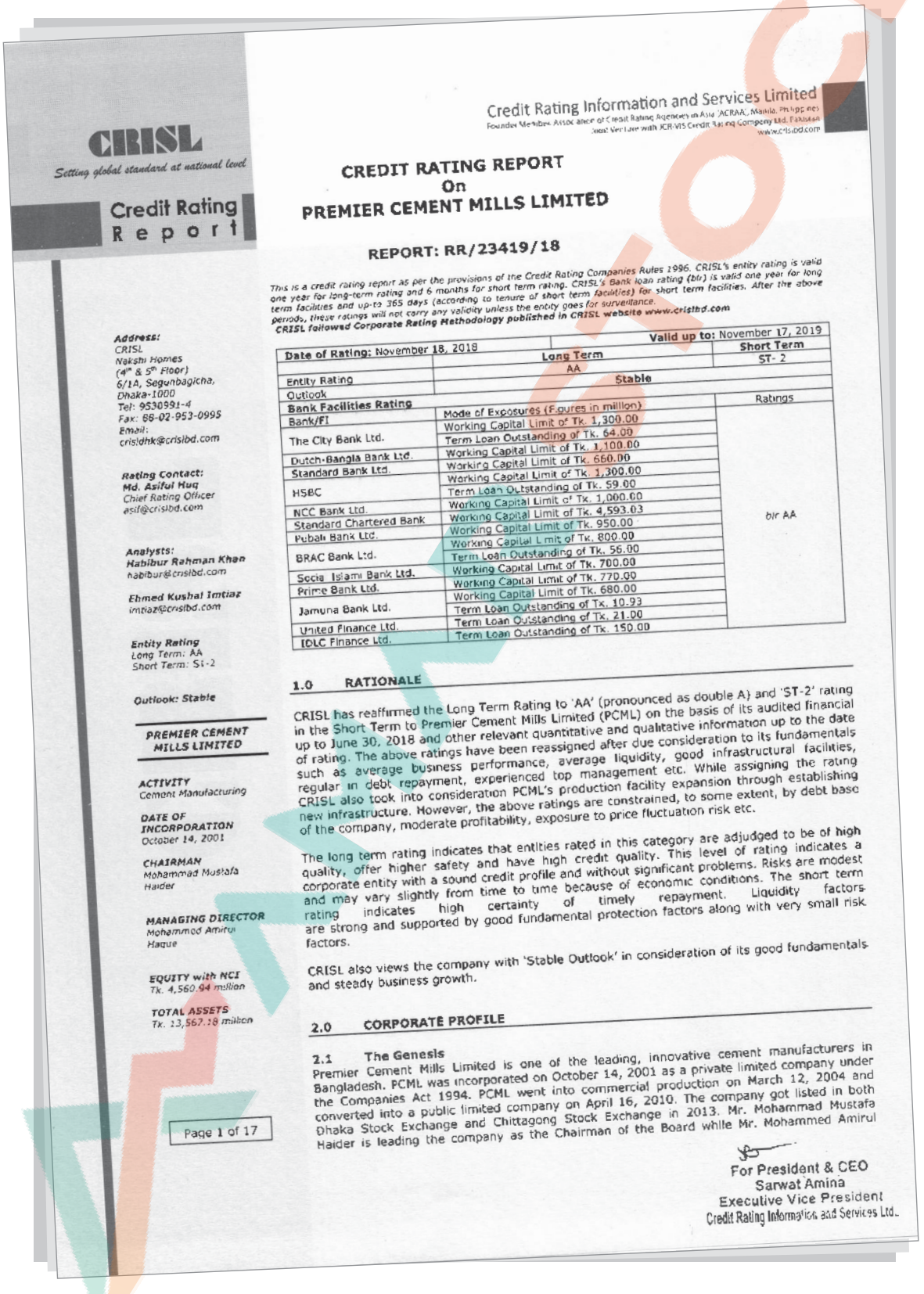
For the year ended 30 June 2018

Amount in Taka

Cost and Revaluation:	Cost					Depreciation				
Category of Assets	Balance as on 01 July 2016	Addition during the year	Disposal/ adjustment during the year	Balance as on 30 June 2018	Rate	Balance as on 01 July 2016	Charged during the year	Disposal/ adjustment during the year	Balance as on 30 June 2018	Written down value as on 30 June 2018
Plant & machinery	132,024,962	29,930,434	-	161,955,396	6%	15,067,102	8,213,400	-	23,280,501	138,674,895
Furniture & fixture	2,465	-	-	2,465	10%	469	200	-	668	1,797
Generator building	2,454,401	-	-	2,454,401	10%	466,336	198,806	-	665,143	1,789,258
Office decoration	771,712	-	-	771,712	15%	214,150	83,634	-	297,784	473,928
Office equipment	440,754	-	-	440,754	20%	124,111	63,329	-	187,440	253,314
Balance as on 30 June 2018	**135,694,294**	**29,930,434**	**-**	**165,624,728**		**15,872,168**	**8,559,369**	**-**	**24,431,536**	**141,193,192**
Balance as on 30 June 2017	**130,484,719**	**5,209,575**	**-**	**135,694,294**		8,015,318	**7,856,849**	**-**	**15,872,168**	**119,822,126**

Allocation	30 June 2018	30 June 2017
	Taka	Taka
Cost of production	8,441,798	7,714,806
Administrative expenses	117,570	142,043
Total	**8,559,369**	**7,856,849**

Credit Rating report:



CRISL
Setting global standard at national level

Credit Rating Report

Credit Rating Information and Services Limited
Founder Member, Associance of Credit Rating Agencies in Asia 'ACRAA', Manila, Philippines
Joint Venture with JCR-VIS Credit Rating Company Ltd. Pakistan
www.crisibd.com

CREDIT RATING REPORT
On
PREMIER CEMENT MILLS LIMITED

REPORT: RR/23419/18

This is a credit rating report as per the provisions of the Credit Rating Companies Rules 1996. CRISL's entity rating is valid one year for long-term rating and 6 months for short term rating. CRISL's Bank loan rating (blr) is valid one year for long term facilities and up-to 365 days (according to tenure of short term facilities) for short term facilities. After the above periods, these ratings will not carry any validity unless the entity goes for surveillance.
CRISL followed Corporate Rating Methodology published in CRISL website www.crisibd.com

Date of Rating: November 18, 2018		**Valid up to:** November 17, 2019
	Long Term	**Short Term**
Entity Rating	AA	ST- 2
Outlook	**Stable**	

Bank Facilities Rating		
Bank/FI	Mode of Exposures (Figures in million)	Ratings
The City Bank Ltd.	Working Capital Limit of Tk. 1,300.00	blr AA
	Term Loan Outstanding of Tk. 64.00	
Dutch-Bangla Bank Ltd.	Working Capital Limit of Tk. 1,100.00	
Standard Bank Ltd.	Working Capital Limit of Tk. 660.00	
HSBC	Working Capital Limit of Tk. 1,300.00	
	Term Loan Outstanding of Tk. 59.00	
NCC Bank Ltd.	Working Capital Limit of Tk. 1,000.00	
Standard Chartered Bank	Working Capital Limit of Tk. 4,593.03	
Pubali Bank Ltd.	Working Capital Limit of Tk. 950.00	
BRAC Bank Ltd.	Working Capital Limit of Tk. 800.00	
	Term Loan Outstanding of Tk. 56.00	
Social Islami Bank Ltd.	Working Capital Limit of Tk. 700.00	
Prime Bank Ltd.	Working Capital Limit of Tk. 770.00	
Jamuna Bank Ltd.	Working Capital Limit of Tk. 680.00	
	Term Loan Outstanding of Tk. 10.93	
United Finance Ltd.	Term Loan Outstanding of Tk. 21.00	
IDLC Finance Ltd.	Term Loan Outstanding of Tk. 150.00	

Address:
CRISL
Nakshi Homes
(4th & 5th Floor)
6/1A, Segunbagicha,
Dhaka-1000
Tel: 9530991-4
Fax: 88-02-953-0995
Email:
crisldhk@crisibd.com

Rating Contact:
Md. Asiful Huq
Chief Rating Officer
asif@crisibd.com

Analysts:
Habibur Rahman Khan
habibur@crisibd.com

Ehmed Kushal Imtiaz
imtiaz@crisibd.com

Entity Rating
Long Term: AA
Short Term: SI-2

Outlook: Stable

PREMIER CEMENT MILLS LIMITED

ACTIVITY
Cement Manufacturing

DATE OF INCORPORATION
October 14, 2001

CHAIRMAN
Mohammad Mustafa Haider

MANAGING DIRECTOR
Mohammad Amirul Haque

EQUITY with NCI
Tk. 4,560.94 million

TOTAL ASSETS
Tk. 13,567.18 million

Page 1 of 17

1.0 RATIONALE

CRISL has reaffirmed the Long Term Rating to 'AA' (pronounced as double A) and 'ST-2' rating in the Short Term to Premier Cement Mills Limited (PCML) on the basis of its audited financial up to June 30, 2018 and other relevant quantitative and qualitative information up to the date of rating. The above ratings have been reassigned after due consideration to its fundamentals such as average business performance, average liquidity, good infrastructural facilities, regular in debt repayment, experienced top management etc. While assigning the rating CRISL also took into consideration PCML's production facility expansion through establishing new infrastructure. However, the above ratings are constrained, to some extent, by debt base of the company, moderate profitability, exposure to price fluctuation risk etc.

The long term rating indicates that entities rated in this category are adjudged to be of high quality, offer higher safety and have high credit quality. This level of rating indicates a corporate entity with a sound credit profile and without significant problems. Risks are modest and may vary slightly from time to time because of economic conditions. The short term rating indicates high certainty of timely repayment. Liquidity factors are strong and supported by good fundamental protection factors along with very small risk factors.

CRISL also views the company with 'Stable Outlook' in consideration of its good fundamentals and steady business growth.

2.0 CORPORATE PROFILE

2.1 The Genesis
Premier Cement Mills Limited is one of the leading, innovative cement manufacturers in Bangladesh. PCML was incorporated on October 14, 2001 as a private limited company under the Companies Act 1994. PCML went into commercial production on March 12, 2004 and converted into a public limited company on April 16, 2010. The company got listed in both Dhaka Stock Exchange and Chittagong Stock Exchange in 2013. Mr. Mohammad Mustafa Haider is leading the company as the Chairman of the Board while Mr. Mohammed Amirul

For President & CEO
Sarwat Amina
Executive Vice President
Credit Rating Information and Services Ltd.

Premier Cement Mills Limited

Proxy Form

I/We_____(Name)
of_____(Address) being
a Shareholder of Premier Cement Mills Limited (the "Company") hereby appoint, Mr. /Ms. _____
_____(Name)
of_____(Address) as my/our proxy,
to attend on my/our behalf at the 16th Annual General Meeting of the Company to be held on 19 December, 2018 at 03:00 p.m. at auditorium of Chittagong Club Limited, S.S. Khaled Road, Lalkhan Bazar, Chittagong.

Signed this _____ day of _____2018

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

.....
Signature of the proxy

Folio/BO ID NO.:

Folio/BO ID NO.:

No. of Shares held: .....

No. of Shares held: .....

Note: a shareholder entitled to attend and vote at the Annual General Meeting and also may appoint proxy to attend and vote in his/her stead. The proxy form should reach the registered/corporate office of their company not less than 48 hours before the time fixed for the meeting.

Revenue Stamp Tk. 20.00

_____
Signature verified
(Authorized signatory)
Premier Cement Mills Limited

Shareholders' Attendance Slip

I hereby record my presence at the 16th Annual General Meeting of Premier Cement Mills Limited on Wednesday, 19 December 2018, at 03:00 p.m. at auditorium of Chittagong Club Limited, S.S. Khaled Road, Lalkhan Bazar, Chittagong.

Name of the Shareholder/Proxy (In Block Letter)	
Folio No.	
Mobile Number	
E-mail address (if any)	

Signature verified

.....
Signature of the Shareholder/Proxy

.....
Authorized signatory of the Company

Note: You are requested to fill up this attendance slip and to deposit at the registration counter on the day of annual general meeting (AGM).

Shareholders' Corner



AGM HELPLINE

You are most welcome to contact with us, if you have any query or comment regarding Annual General Meeting (AGM) of FY 2017-2018. You may contact in the following numbers:



- 8801755-639090
- 8801777-764006
- 8802-9144788
- 8802-9127610
- 8802-9129826
- 8802-9126220

SMARTSTOCK

www.premiercement.com

Scan code with a QR code reader-enabled mobile phone to find out more about the company

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Dhaka 1215
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Fax +880 2 55012088~9

REGISTERED OFFICE
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Agrabad Commercial Area, Chattogram - 4100
Tel: +880 31 2518204~6
Fax: +880 31 717868

*a **LineWork** Production. **+8801819281434, linework10@gmail.com***

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