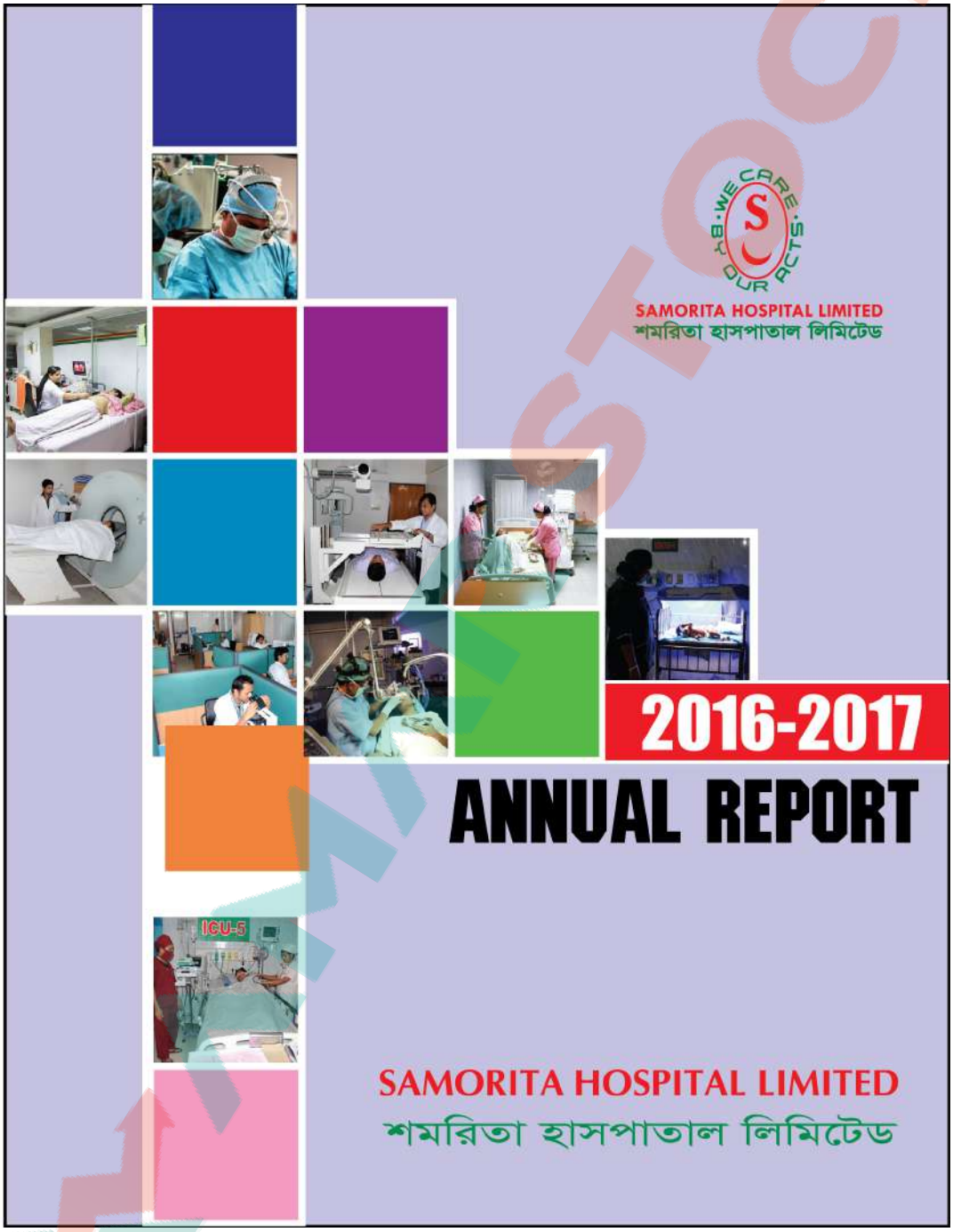

WE CARE
OUR ACTS
SAMORITA HOSPITAL LIMITED
শমরিতা হাসপাতাল লিমিটেড
2016-2017
ANNUAL REPORT
ICU-5
SAMORITA HOSPITAL LIMITED
শমরিতা হাসপাতাল লিমিটেড



Our Mission

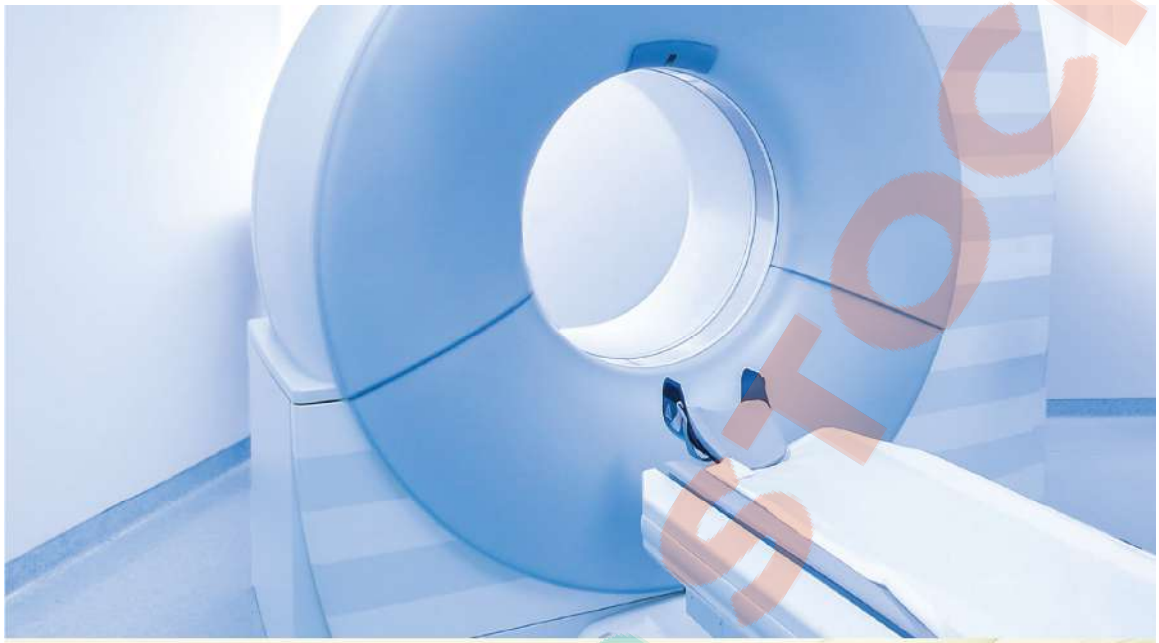
- To provide standard, safe and effective service to our valued customers at affordable cost.
- To establish good governance at all levels within the Company and ensure highest standards of ethics in business.

Our Vision

To provide a complete one stop health care solution to the people of our country.

Our Core Values

- Place customer's interest and satisfaction as first priority.
- Value addition to the stakeholders.
- Be a compliant institution through fulfilling of regulatory requirements.
- Contribute significantly for the betterment of the society.



Contents

Letter of Transmittal	04
Corporate Management	05
Notice of the AGM	06
Five Years' Financial Statistics	07
Pattern of Shareholding	08
Photography of 31st Annual General Meeting	09
Directors' Report	10-15
Directors' Report in Bangla	16-19
Compliance Report	20-28
Value Added Statement	34
Performance Indicators	35
Auditors' Report	36
Financial Statements	37-58



LETTER OF TRANSMITTAL

To
All Valued Shareholders
Bangladesh Securities and Exchange Commission (BSEC)
Registrar of Joint Stock Companies & Firms of Bangladesh
Dhaka Stock Exchange Limited
Chittagong Stock Exchange Limited

Sub: Annual Report for the year ended 30 June, 2017.

Dear Sir (s),

We are pleased to enclose a copy of the Annual Report together with the Audited Financial Statements including Statement of Financial position as at 30th June, 2017, Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year ended 30th June, 2017 along with notes thereon, Auditors' and Directors' Reports for your record/necessary measures.

Yours Sincerely

(Md. Shariful Islam)
Company Secretary

AMARSTOCK



Corporate Management

Board of Directors

Chairman
Alhaj Mockbul Hossain

Vice Chairman
Prof. Reaz Ahmed Chowdhury

Managing Director
Dr. A. B. M. Haroon

Directors
Mrs. Farida Bano
Mrs. Shamsa Chowdhury
Engr. A. M. Shaukat Ali
Prof. S.A.M. Golam Kibria
Mrs. Golam Fatema Tahera Khanam
Mrs. Rokeya Ahmed Chowdhury
Mr. Mojibul Islam

Independent Directors
Mr. Sheikh Mahfuzul Hoque FCA
Prof. M. A. Taslim
Mr. A F M Rezaul Hasan

Company Secretary
Mr. Md. Shariful Islam

Audit Committee
Mr. Sheikh Mahfuzul Hoque FCA
Prof. S.A.M. Golam Kibria
Mr. Mojibul Islam
Mrs. Shamsa Chowdhury
Prof. M. A. Taslim

Purchase Committee
Mrs. Golam Fatema Tahera Khanam
Mrs. Farida Bano
Mr. Sheikh Mahfuzul Hoque FCA

Auditors
Rahman Mostafa Alam & Co.
Chartered Accountants
Paramount Heights (7th Floor – D2)
65/2/1, Box Culvert Road
Purana Paltan, Dhaka-1000.

Legal Adviser
Mr. Jahurul Islam
Advocate
Bangladesh Supreme Court
(High Court Division)

Registered Office : 89/1, Panthapath, Dhaka-1215, Bangladesh.
Tel: 9131901 (Master Line)



SAMORITA HOSPITAL LIMITED

89/1, PANTHAPATH, DHAKA-1215.

NOTICE OF THE 32ND ANNUAL GENERAL MEETING

Notice is hereby given that the 32nd Annual General Meeting of Samorita Hospital Limited will be held on Thursday, December 21, 2017 at 11:00 AM at MH Samorita Hospital & Medical College, 117 Tejgaon, Love Road, Dhaka-1208 to transact the following business:

AGENDA

1. To confirm the proceedings of the 31st Annual General Meeting held on December 15, 2016.
2. To receive, consider and adopt the Audited Financial Statements of the company for the year ended 30 June, 2017 together with Reports of the Auditors and the Directors.
3. To declare dividend as recommended by the Board of Directors.
4. To elect Directors of the company.
5. To approve the re-appointment of the Managing Director.
6. To approve the re-appointment of the Independent Director.
7. To appoint Auditors for the year 2017-2018 and to fix their remuneration.
8. To transact any other business with the permission of the chair.

By order of the Board

Dated, Dhaka
November 11, 2017

(Md. Shariful Islam)
Company Secretary

NOTES:

1. The record date of the company is Thursday, November 16, 2017. Trading of the company's shares will remain suspended on the record date.
2. A member entitled to attend at the General Meeting may appoint a proxy to attend on his/her behalf. The proxy form, duly completed, must be deposited at the registered office of the company at 89/1, Panthapath, Dhaka not later than 48 hours before the time fixed for the meeting.
3. Admission to the meeting venue will be on production of the attendance slip sent with the notice.
4. Members are requested to notify change of address, if any.

- Hon'ble Shareholders are requested to update their 12 digits e-TIN number, Bank Account number, Address, Mobile Number in the BO Account through their respective DPs before the record date i.e. November 16, 2017. If anyone fails to update their e-TIN information before the record date, Income Tax at source will be deducted from dividend payable @ 15% instead of 10% as per Section 54 of Income Tax Ordinance, 1984.
- As per BSEC notification SEC/CMRRCD/2009-193/154 dated: October 24, 2013 "No benefit in cash or kind, other than in the form of cash dividend or stock dividend, shall be paid to the holders of equity securities" in the Annual General Meeting.
- 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 December 16, 2017 (minimum 5 days before AGM date).



FIVE YEARS' FINANCIAL STATISTICS

Value in '000 Taka

Particulars	2012-13	2013-14	2014-15	2015-16	2016-17
Turnover	323,286	335,145	345,541	373,621	381,518
Gross Profit	199,948	210,258	211,299	210,817	219,785
Net Profit Before Tax	46,752	54,282	51,338	45,818	56,211
Net Profit After Tax	33,895	40,651	38,100	33,606	38,182
Shareholders' Equity	775,593	816,251	827,352	831,269	854,655
Earning Per Share	2.51	2.74	2.56	2.06	2.34
Fixed Assets (Net)	908,648	897,671	897,358	891,028	879,996
Net Asset Value Per Share	57.42	54.94	55.68	50.87	52.30
Rate of Dividend	30%(Stock)	20%Cash, 10%Stock	20% (Cash)	10%Cash, 10%Stock	10%Cash, 10%Stock
Market Value Per Share	73.90	90.40	74.70	70.50	79.70
Price Earning Ratio (Times)	29.44	32.99	29.17	34.22	34.06
No. of Shareholders	1,380	1,921	1,929	2,930	2,117



PATTERN OF SHAREHOLDING

The Pattern of Shareholding of Parent/Subsidiary/Associate Companies and other related Parties, Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit, Executives, Shareholders holding 10% or more voting interest in the Company as at 30 June, 2017 stated as under:

Particulars	Position	No. of Shareholding	%
Alhaj Mockbul Hossain	Chairman	8610	0.05
Prof. Reaz Ahmed Chowdhury	Vice Chairman	211839	1.30
Dr. A.B.M. Haroon	Managing Director	1476498	9.03
Engr. A. M. Shaukat Ali	Director	506842	3.10
Mrs. Farida Bano	Director	1515303	9.27
Mrs. Shamsa Chowdhury	Director	1503735	9.20
Mrs. Golam Fatema Tahera Khanam	Director	527985	3.23
Mr. Mojibul Islam	Director	6457	0.04
Mrs. Rokeya Ahmed Chowdhury	Director	179455	1.10
Prof. S.A.M. Golam Kibria	Director	23294	0.14
Mr. Md. Shariful Islam	Company Secretary	-	-
Mr. Manish Barai	CFO	100	0.0006
Dr. Moslehuddin Ahmed	Chief Medical Officer	8652	0.05
Dr. Pulak Kumar Deb	Sr. Medical Officer	13603	0.08

Shareholders holding 10% or more voting interest in the company other than Chairman/ Managing Director/ Director/ Company Secretary, CFO/HOIA.

Particulars	Position	No. of Shareholding	%
-	-	-	-



Bismillahir Rahmanir Rahim

Directors' Report



Dear Shareholders,
Assalamu Alaikum,

I welcome all of you at the 32nd Annual General Meeting of Samorita Hospital Limited. I take immense pleasure to present you the Annual Report and Audited Financial statements of the company for the year ended 30th June, 2017. I am also expressing my gratitude on behalf of the Board of Directors for continuous patronage and support extended by all of you for more than three decades.

Preparation of Financial Statements:

The Financial Statements of Samorita Hospital Limited have been prepared in compliance with Bangladesh Accounting Standards(BAS), Bangladesh Financial Reporting Standards (BFRS), relevant requirements of the schedule to the Securities and Exchange Rules 1987 and the Companies Act 1994 to give a true and fair view of the total business activities of the company to our Shareholders.



Economic scenario of the Country:

Bangladesh held on a positive note in 2016-17 due to a number of achievements on the socio economic front. Bangladesh has been able to maintain a GDP growth rate at around 6% to 7% per annum over the last few years. GDP growth rate is increasing due to social, political and economic stability throughout the country. In addition, the inflation is getting lower steadily and staying within 5.5-6%. Foreign exchange reserves crossed 33 billion US$ mark in June 2017 backed by healthy remittance and export earnings flows. All these socio economic factors influenced our business activities to perform even better and grow further. This growth is expected to continue in the coming years.

Business and Financial analysis of the Company:

The health industry is changing rapidly. Recently many new competitors have entered into the market. Competitors are taking different immoral activities to grab the market share. Despite stiff competition and many odds and obstructive situation in health service industry we have attained progressive growth rate in the year 2016-17 over last year. In the year 2016-17 we have registered 2.11% growth in revenue compared to 2015-16. Total revenue has increased to Tk. 38.15 crore from Tk. 37.36 crore in 2015-16. Gross profit has been increased by Tk. 90 lac or 4.27 % over last year. Profit after tax has been increased to Tk. 3.81 crore from Tk. 3.36 crore in last year resulting 13.39% growth over last year due to higher gross profit, containment of operating expenses and lower financing cost for repayment of bank borrowings. The earning per share (EPS) of the company was Tk. 2.34 in 2016-17 as compared to Tk. 2.06 in 2015-16 representing a favorable growth of around 14%. We are strongly committed to maintain standard of ethics in all spheres of business to ensure safety of life and health of our valued customers. We also keep our concentration and focus for giving best services to our customers at affordable price. We are working hard for sustainable growth of the company and we are confident to maintain the increasing trend of profitability in future years.

Corporate social responsibility:

The Company is focused not only on the development of business but also the well being of the society where we live in. As part of our social commitment to the society we provide active co-operation and financial support to the patients, our valued shareholders, needy employees and members of their families for medical treatment purpose. During the year we provided free services to 354 admitted patients and 4972 out door patients. We used to participate in different national and international seminars on health related topics as a sponsor. We give advertisement and financial support to local school, college and important social occasions of many cultural and political organizations. We also contribute in favour of government initiatives for celebration of various occasional days.



Future outlook:

The health industry is changing rapidly. Many competitors have entered into the market. Customers are also quality conscious. To cope with these challenges we are always positive. We are working with our core values for expansion of our business. We hope we will be able to attain significant operating growth of our business in the coming years.

Post Balance Sheet event:

After the date of reporting period no significant event or situation has arisen which may affect the business or financial statement of the Company for the year 2017-18.

Going concern:

The Company has adequate resources to continue its operation for foreseeable future. Thus the Directors are of the opinion that the Company is a going concern and the financial statements are also prepared on going concern basis.

Re-appointment of Managing Director:

Dr. A. B. M. Haroon Managing Director of the company has completed his five years tenure on 15th March, 2017. In compliance with section 110 of the companies Act 1994 the Board of Directors of the company in its 175th meeting held on October 24, 2017 re-appointed him for another five (05) years with effect from 16th March, 2017 subject to approval in the 32nd Annual General Meeting. A brief resume of Managing Director Dr. A. B. M. Haroon is appended in page no.29

Re-appointment of Independent Director:

Mr. A F M Rezaul Hasan Independent Director of the company will complete his three years tenure on 20th December, 2017. The Board of Directors of the company in its 175th meeting held on October 24, 2017 re-appointed him for another three (03) years with effect from 21st December, 2017 subject to approval in the 32nd Annual General Meeting. A brief resume of Independent Director Mr. A F M Rezaul Hasan is appended in page no.29

Election of Directors:

As per Article 98 of the Articles of Association of the Company, one third of the Directors retire by rotation in every general meeting. Accordingly the retiring Directors are Prof. Reaz Ahmed Chowdhury, Mrs. Golam Fatema Tahera Khanam and Mr. Mojibul Islam. As per Article 100 of the Articles of Association of the Company the retiring Directors being eligible, offered themselves for being re-elected as Directors of the Company. The Board of Directors recommended the retiring Directors to be re-elected. A brief resume of the appointed/re-elected Directors are appended in page no.30



Appointment of Auditors:

Existing Auditors M/S. Rahman Mostafa Alam & Co., Chartered Accountants retire at this AGM. We have received proposal from M/S. Rahman Mostafa Alam & Co., Chartered Accountants to be appointed. The Board of Directors recommended to appoint M/S. Rahman Mostafa Alam & Co., Chartered Accountants as the auditors of the Company for the year 2017-18 subject to approval in the Annual General Meeting.

Proposed Dividend:

We are committed to our shareholders and always value their interest. You will be pleased to know that the Board of Directors has recommended 10% cash and 10% stock dividend for this year.

Directors meeting and attendance:

During the year 30th June 2017, 04 (four) meetings of the Board of Directors were held and the Directors who attended the meeting are shown below:

Name of Directors	Attended
Alhaj Mockbul Hossain	04
Prof. Reaz Ahmed Chowdhury	04
Dr. A. B. M. Haroon	04
Engr. A. M. Shaukat Ali	04
Mrs. Shamsa Chowdhury	02
Mrs. Farida Bano	02
Prof. S.A.M. Golam Kibria	04
Mrs. Golam Fatema Tahera Khanam	04
Mr. Mojibul Islam	03
Mrs. Rokeya Ahmed Chowdhury	04
Mr. Sheikh Mahfuzul Hoque FCA	04
Prof. M. A. Taslim	04
Mr. A F M Rezaul Hasan	04

The Directors who could not attend the meetings were granted leave of absence.

Responsibilities of CEO and CFO about Financial Statements review:

The CEO and CFO have reviewed the financial statements for the year 2016-17 before submission to the Board in compliance with Corporate Governance Guidelines issued by Bangladesh Securities and Exchange Commission. A report of CEO and CFO in this connection is presented in page no. 32 of this report.



Additional Statements under Corporate Governance Guidelines:

Pursuant to the BSEC notification No. BSEC/CMRRCD/2006-158/134/Admin/44 dated 07 August 2012 the Directors confirm that:

a) The financial statements prepared by the management of Samorita Hospital Ltd. fairly present its state of affairs, the result of its operations, cash flows and changes in equity.
b) Proper books of Account of the Company have been maintained.
c) Appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent Judgment.
d) International Accounting Standards (IAS)/Bangladesh Accounting Standards (BAS), Bangladesh Financial Reporting Standards (BFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements.
e) The system of internal controls is sound in design and has been effectively implemented and monitored.
f) There are no doubts upon the Company's ability to continue as a going concern and the annual accounts have been prepared as a going concern basis.
g) No significant deviations of operating results of the Company from last year to current year have been found.
h) The key operating and financial data for the last 5 years is enclosed in page no. 07
i) The Pattern of shareholding is disclosed in page no. 08
j) Related party transactions are disclosed in page no. 57
k) A brief resume of the Director who have appointed or reappointed in the Board and business interest in other organizations have been disclosed in page no. 29 to 30

Corporate Governance Compliance Report and Compliance Certificate:

As per Bangladesh Securities and Exchange Commission's notification No. SEC/CMRRCD/2006-158/134/Admin/44 dt. August 07, 2012 the Corporate Governance Compliance Reports for the year 2016-17 are appended in page no. 20 to 28 . Further, a Certificate of Compliance required under the said guidelines, as provided by Ahmad & Akhtar, Chartered Accountants is also appended in page no. 33 of this Annual Report.



Acknowledgements:

On behalf of the Board I wish to acknowledge the contribution and support of our Shareholders, BSEC, DSE, CSE, CDBL, RJSC and our honorable customers and suppliers. I also wish to place on record my appreciation for the commited services rendered by the employees of the Company without which our achievement would not have been possible. Finally I also wish to place on record my gratitude and appreciation for continued support and co-operation extended by the honorable members of the Board of Directors of the company.

On behalf of the Board of Directors

Date: October 24, 2017
Dhaka

(Alhaj Mockbul Hossain)
Chairman



বিস্‌মিল্লাহির রাহ্‌মানির রাহিম

পরিচালনা পর্ষদের প্রতিবেদন

প্রিয় শেয়ারহোল্ডারবৃন্দ,
আস্‌সালামু আলাইকুম।

শমরিতা হাসপাতাল লিমিটেডের ৩২তম বার্ষিক সাধারণ সভায় আমি আপনাদের সকলকে স্বাগত জানাচ্ছি। পরিচালনা পর্ষদের পক্ষ থেকে ২০১৭ সালের ৩০শে জুন তারিখে সমাপ্ত বছরের বার্ষিক প্রতিবেদন ও নিরীক্ষিত আর্থিক বিবরণী উপস্থাপন করার সুযোগ পেয়ে আমি অত্যন্ত আনন্দিত। আমি পরিচালনা পর্ষদের পক্ষ থেকে আপনাদের সকলের প্রতি কৃতজ্ঞতা প্রকাশ করছি তিন দশকেরও বেশী সময় ধরে আমাদের প্রতি আপনাদের অব্যাহত সহযোগীতা ও সমর্থন প্রদানের জন্য।

আর্থিক বিবরণী সমুহ প্রস্তুতকরণঃ

শমরিতা হাসপাতাল লিমিটেডের আর্থিক বিবরণী সমুহ বাংলাদেশ হিসাব মান (BAS), বাংলাদেশ আর্থিক প্রতিবেদন মান (BFRS), বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ রুলস ১৯৮৭ এর সংশ্লিষ্ট তফসীল এবং কোম্পানী আইন ১৯৯৪ এর সংশ্লিষ্ট ধারা অনুযায়ী প্রস্তুত করা হয়েছে এবং এতে আমাদের শেয়ারহোল্ডারদের নিকট কোম্পানীর সার্বিক ব্যবসায়িক কার্যক্রমের একটি সঠিক ও স্বচ্ছ বিবরণ তুলে ধরা হয়েছে।

দেশের অর্থনৈতিক পরিস্থিতিঃ

আর্থসামাজিক ক্ষেত্রে কতিপয় অর্জনের কারণে ২০১৬-১৭ অর্থবছর বাংলাদেশের জন্য একটি ইতিবাচক বছর। গত কয়েক বছর যাবৎ বার্ষিক অর্থনৈতিক প্রবৃদ্ধি ৬% হতে ৭% পর্যন্ত হচ্ছে। পুরো দেশজুড়ে সামাজিক, রাজনৈতিক ও অর্থনৈতিক স্থিতিশীলতা বজায় থাকার কারণে জিডিপি-এর প্রবৃদ্ধির হার অব্যাহত ছিল। অধিকন্তু মূল্যস্ফীতির হার ক্রমাগত হ্রাস পাচ্ছে এবং ৫.৫-৬% এর মধ্যে সীমাবদ্ধ রয়েছে। বৈদেশিক মুদ্রার রিজার্ভ জুন ২০১৭ এ ৩৩ বিলিয়ন ইউ এস ডলার অতিক্রম করেছে। বিদেশ থেকে প্রেরীত বৈদেশিক মুদ্রা এবং রপ্তানী আয় বৃদ্ধির ফলে এ অগ্রগতি অর্জন করা সম্ভব হয়েছে। এ সকল আর্থসামাজিক কারণে আমাদের বাণিজ্যিক কর্মকান্ডে প্রভাব পড়েছে এবং অগ্রগতি সাধিত হয়েছে। আগামীতেও এ ধারা অব্যাহত থাকবে বলে আশা করা যায়।

ব্যবসায়ীক ও আর্থিক পর্যালোচনা ঃ

স্বাস্থ্যখাতে দ্রুত পরিবর্তন লক্ষ্য করা যাচ্ছে। সাম্প্রতিক কালে অনেক নতুন নতুন প্রতিযোগী বাজারে প্রবেশ করেছেন। বাজার দখলের জন্য তাঁরা অনেক অনৈতিক কর্মকান্ডের প্রশ্রয় নিচ্ছে। স্বাস্থ্য খাতে তীব্র প্রতিযোগীতা এবং নানাবিধ অস্বাভাবিকতা ও প্রতিকূলতা বিরাজমান থাকা সত্বেও গতবছরের তুলনায় চলতি অর্থবছরে আমাদের ব্যবসা বাণিজ্যে ইতিবাচক সম্প্রসারণ ঘটেছে। ২০১৫-১৬ অর্থবছরের তুলনায় চলতি বছরে আমাদের ২.১১% বিক্রয় প্রবৃদ্ধি অর্জিত হয়। আলোচ্য বছরে মোট বিক্রয়লব্ধ অর্থের পরিমান বৃদ্ধি পেয়ে দাঁড়িয়েছে ৩৮.১৫ কোটি টাকা যা গত অর্থবছরে ছিল ৩৭.৩৬ কোটি টাকা। মোট মুনাফা গত বছরের তুলনায় বৃদ্ধি পায় ৯০ লক্ষ টাকা বা ৪.২৭%। কর পরবর্তী মুনাফা গত বছরের ৩.৩৬ কোটি টাকা থেকে বৃদ্ধি পেয়ে চলতি বছরে দাঁড়িয়েছে ৩.৮১ কোটি টাকা যা গত বছরের তুলনায় ১৩.৩৯% বেশী। গ্রস মুনাফা বৃদ্ধি, ঋন পরিশোধের কারণে ঋনের সুদ উল্লেখযোগ্য পরিমানে কমে যাওয়া এবং সর্বোপরি পরিচালন ব্যয় নিয়ন্ত্রনের ফলে করপরবর্তী মুনাফা বৃদ্ধি পায়। শেয়ার প্রতি আয় (EPS) ২.০৬ টাকা থেকে বৃদ্ধি পেয়ে চলতি বছরে দাঁড়িয়েছে ২.৩৪ টাকা যা গতবছরের তুলনায় প্রায় ১৪% বেশী।

আমরা আমাদের মূল্যবান গ্রাহকদের জীবন ও স্বাস্থ্যের নিরাপত্তা নিশ্চিত করার লক্ষ্যে ব্যবসায়ের সকল স্তরে নীতি নৈতিকতার মান বজায় রাখতে দৃঢ় প্রতিজ্ঞ। আমরা সর্বদাই সাশ্রয়ী মূল্যে গ্রাহকদের ভালো সেবা দেওয়ার জন্য বিশেষভাবে মনোনিবেশ করে থাকি। টেকসই প্রবৃদ্ধি অর্জনের জন্য আমাদের ব্যবস্থাপনা কর্তৃপক্ষ দিনরাত নিরলস প্রচেষ্টা চালিয়ে যাচ্ছে। মুনাফা বৃদ্ধির এ ধারা আগামীতেও অব্যাহত থাকবে বলে আমরা আশাবাদি।



কর্পোরেট সামাজিক দায়বদ্ধতা ঃ

কোম্পানী শুধু ব্যবসায়িক উন্নতির দিকেই মনোনিবেশ করে না, পাশাপাশি সমাজের কল্যাণের প্রতিও দৃষ্টি রাখে। সমাজের প্রতি দায়িত্ববোধের অংশ হিসাবে আমরা আমাদের রোগী, সম্মানিত শেয়ারহোল্ডার, দরিদ্র কর্মচারী ও তাদের পিতামাতার চিকিৎসার জন্য সক্রিয় সহযোগীতা ও আর্থিক সমর্থন দিয়ে থাকি। আলোচ্য বছরে আমরা ৩৫৪ জন ভর্তি রোগীকে এবং ৪৯৭২ জন বহির্বিভাগের রোগীকে বিনামূল্যে চিকিৎসা সেবা প্রদান করেছি। আমরা বিভিন্ন জাতীয় ও আন্তর্জাতিক স্বাস্থ্য বিষয়ক সেমিনারে পৃষ্ঠপোষকতার পাশাপাশি স্থানীয় স্কুল, কলেজ এবং রাজনৈতিক ও সাংস্কৃতিক সংগঠনের বিভিন্ন অনুষ্ঠানে বিজ্ঞাপন ও আর্থিক সহযোগীতা প্রদান করে থাকি। এ ছাড়াও সরকারী উদ্যোগে বিভিন্ন দিবস পালন উপলক্ষে আর্থিক সহযোগীতা করে আসছি।

ভবিষ্যত দৃষ্টিভঙ্গি ঃ

স্বাস্থ্যখাতে দ্রুত পরিবর্তন হচ্ছে। অনেক প্রতিযোগী বাজারে প্রবেশ করেছেন। সেবা গ্রহীতাগণ সেবার মান সম্পর্কে অনেক বেশী সচেতন। এ চ্যালেঞ্জ মোকাবেলা করার জন্য আমরা সর্বদাই ইতিবাচক। আমরা আমাদের মূলনীতি বজায় রেখে ব্যবসায়ের সম্প্রসারণের জন্য কাজ করে যাচ্ছি। আগামী দিনে আমাদের পরিচালন মুনাফায় উল্লেখযোগ্য প্রবৃদ্ধি হবে বলে আমরা আশাবাদি।

প্রতিবেদন কালীন সময়ের পরবর্তী উল্লেখযোগ্য ঘটনা ঃ

২০১৬-১৭ অর্থবছর সমাপ্তির পর কোম্পানীর পরিচালনার ক্ষেত্রে তাৎপর্যপূর্ণ এমন কোন ঘটনা ঘটেনি বা পরিস্থিতির সৃষ্টি হয়নি যা ২০১৭-১৮ সালে কোম্পানীর ব্যবসা বা আর্থিক বিবরণীর উপর প্রভাব বিস্তার করতে পারে।

চলমান প্রতিষ্ঠান ঃ

কোম্পানীর পরিচালনা পর্ষদ মনে করেন আগামী দিনগুলোতে ব্যবসায়িক কার্যক্রম চালিয়ে নেয়ার মত পর্যাপ্ত সম্পদ কোম্পানীর রয়েছে এবং এ চলমান ধারণার উপর ভিত্তি করেই কোম্পানীর আর্থিক বিবরণীসমূহ প্রস্তুত করা হয়েছে।

ব্যবস্থাপনা পরিচালকের পুনর্নিয়োগ ঃ

কোম্পানীর ব্যবস্থাপনা পরিচালক ডাঃ এ. বি. এম. হারুন মার্চ ১৫, ২০১৭ইং তারিখে পাঁচ বৎসর সময়ের মেয়াদ সম্পন্ন করেছেন। কোম্পানী আইন ১৯৯৪ এর ১১০ ধারা অনুযায়ী ডাঃ এ. বি. এম. হারুনকে মার্চ ১৬, ২০১৭ইং তারিখ থেকে পরবর্তী পাঁচ বছরের জন্য ব্যবস্থাপনা পরিচালক হিসাবে পরিচালনা পর্ষদ অক্টোবর ২৪, ২০১৭ইং তারিখে অনুষ্ঠিত ১৭৫তম সভায় পুনরায় নিয়োগ প্রদান করেন যা কোম্পানীর ৩২তম বার্ষিক সাধারণ সভায় সম্মানিত শেয়ারহোল্ডারবৃন্দের অনুমোদনের জন্য উপস্থাপন করা হবে। কর্পোরেট গভর্নেন্স গাইডলাইন অনুযায়ী ব্যবস্থাপনা পরিচালক ডাঃ এ. বি. এম. হারুন এর সংক্ষিপ্ত বিবরণ প্রতিবেদনের ২৯ পৃষ্ঠায় সন্নিবেশিত হয়েছে।

স্বতন্ত্র পরিচালক পুনর্নিয়োগ ঃ

কোম্পানীর স্বতন্ত্র পরিচালক জনাব এ এফ এম রেজাউল হাসান ডিসেম্বর ২০, ২০১৭ইং তারিখে তিন বৎসর সময়ের মেয়াদ সম্পন্ন করেছেন। জনাব এ এফ এম রেজাউল হাসানকে ডিসেম্বর ২১, ২০১৭ইং তারিখ থেকে পরবর্তী তিন বছরের জন্য স্বতন্ত্র পরিচালক হিসাবে পরিচালনা পর্ষদ অক্টোবর ২৪, ২০১৭ইং তারিখে অনুষ্ঠিত ১৭৫তম সভায় পুনরায় নিয়োগ প্রদান করেন যা কোম্পানীর ৩২তম বার্ষিক সাধারণ সভায় সম্মানিত শেয়ারহোল্ডারবৃন্দের অনুমোদনের জন্য উপস্থাপন করা হবে। কর্পোরেট গভর্নেন্স গাইডলাইন অনুযায়ী স্বতন্ত্র পরিচালক জনাব এ এফ এম রেজাউল হাসান এর সংক্ষিপ্ত বিবরণ প্রতিবেদনের ২৯ পৃষ্ঠায় সন্নিবেশিত হয়েছে।

পরিচালক নির্বাচন ঃ

আর্টিকেলস্ অব এসোসিয়েশনের ৯৮ ধারা অনুযায়ী কোম্পানীর পরিচালক অধ্যাপক রিয়াজ আহমেদ চৌধুরী, মিসেস গোলাম ফাতেমা তাহেরা খানম ও জনাব মুজিবুল ইসলাম আজকের সভায় অবসর গ্রহণ করবেন। আর্টিকেলসের ১০০ ধারা অনুযায়ী পুনর্নির্বাচনের যোগ্য বিধায় অধ্যাপক রিয়াজ আহমেদ চৌধুরী, মিসেস গোলাম ফাতেমা তাহেরা খানম ও জনাব মুজিবুল ইসলাম পুনর্নির্বাচনের ইচ্ছা প্রকাশ করেছেন। কর্পোরেট গভর্নেন্স গাইডলাইন অনুযায়ী পুনর্নির্বাচনের যোগ্য পরিচালকদের সংক্ষিপ্ত বিবরণ ৩০ পৃষ্ঠায় সন্নিবেশিত হয়েছে।



নিরীক্ষক নিয়োগ ঃ

বর্তমান নিরীক্ষক মেসার্স রহমান মোস্তফা আলম এন্ড কোং, চার্টার্ড একাউন্ট্যান্টস আজকের সভায় অবসর গ্রহণ করবেন। আমরা মেসার্স রহমান মোস্তফা আলম এন্ড কোং, চার্টার্ড একাউন্ট্যান্টস ফার্ম থেকে নিরীক্ষক নিয়োগের প্রস্তাব পেয়েছি। পরিচালনা পর্ষদ ২০১৭-১৮ অর্থ বছরের জন্য মেসার্স রহমান মোস্তফা আলম এন্ড কোং, চার্টার্ড একাউন্ট্যান্টস ফার্মকে বার্ষিক সাধারণ সভার অনুমোদন সাপেক্ষে নিরীক্ষক হিসাবে নিয়োগের সুপারিশ করছে।

লভ্যাংশ প্রদান ঃ

আমরা শেয়ারহোল্ডারদের প্রতি দায়বদ্ধ এবং সর্বদাই তাঁদের স্বার্থকে গুরুত্ব দিয়ে থাকি। আপনারা জেনে আনন্দিত হবেন যে, এ বছর পরিচালনা পর্ষদ ১০% নগদ লভ্যাংশ ও ১০% বোনাস শেয়ার প্রদানের সুপারিশ করেছেন।

পরিচালকদের সভা ও উপস্থিতিঃ

আলোচ্য বছরে পরিচালনা পর্ষদের ০৪ (চার) টি সভা অনুষ্ঠিত হয়। সভায় পরিচালকবৃন্দের উপস্থিতি নিম্নরূপঃ

ক্রমিক নং	পরিচালকবৃন্দের নাম	সভায় উপস্থিতি
১	আলহাজ্ব মকবুল হোসেন	০৪
২	অধ্যাপক রিয়াজ আহমেদ চৌধুরী	০৪
৩	ডাঃ এ. বি. এম. হারুন	০৪
৪	ইঞ্জিনিয়ার এ. এম. শওকত আলী	০৪
৫	মিসেস শামসা চৌধুরী	০২
৬	মিসেস ফরিদা বানু	০২
৭	অধ্যাপক এস. এ. এম. গোলাম কিবরিয়া	০৪
৮	মিসেস গোলাম ফাতেমা তাহেরা খানম	০৪
৯	জনাব মুজিবুল ইসলাম	০৩
১০	মিসেস রোকেয়া আহমেদ চৌধুরী	০৪
১১	জনাব শেখ মাহফুজুল হক, এফ.সি.এ.-স্বতন্ত্র পরিচালক	০৪
১২	অধ্যাপক এম. এ. তাসলিম -স্বতন্ত্র পরিচালক	০৪
১৩	জনাব এ এফ এম রেজাউল হাসান -স্বতন্ত্র পরিচালক	০৪

যে সকল পরিচালক সভায় অনুপস্থিত ছিলেন পরিচালনা পর্ষদ তাঁদের ছুটির আবেদন মঞ্জুর করেছে।

প্রধান নির্বাহী কর্মকর্তা ও প্রধান অর্থ কর্মকর্তার আর্থিক পর্যালোচনার দায়বদ্ধতা ঃ

পরিচালনা পর্ষদের নিকট ২০১৬-১৭ অর্থ বছরের কোম্পানীর আর্থিক প্রতিবেদন পেশ করার পূর্বে প্রধান নির্বাহী কর্মকর্তা ও প্রধান অর্থ কর্মকর্তা পর্যালোচনা করেন। পর্যালোচনার পরে তারা বিএসইসি এর প্রাতিষ্ঠানিক সুশাসন নির্দেশনার চাহিদা মোতাবেক পরিচালনা পর্ষদকে একটি প্রত্যয়নপত্র প্রদান করেছেন যা অত্র প্রতিবেদনের ৩২ পৃষ্ঠায় সংযুক্ত করা হয়েছে।

প্রাতিষ্ঠানিক সুশাসন নীতিমালার নির্দেশনার আলোকে অতিরিক্ত তথ্যাবলীঃ

ক) বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশনের নির্দেশনা অনুযায়ী নিম্নলিখিত তথ্যাবলী পেশ করা হলোঃ ব্যবস্থাপনা কর্তৃপক্ষ কর্তৃক প্রস্তুতকৃত আর্থিক বিবরণী সমূহে কোম্পানীর ব্যবসা পরিচালনার ফলাফল, অর্থ প্রবাহ এবং তারল্যের পরিবর্তন সঠিক ভাবে উপস্থাপিত হয়েছে।



খ) কোম্পানীর হিসাব নিকাশ সংক্রান্ত নথিপত্র যথাযথ ভাবে রক্ষিত হয়েছে।

গ) আর্থিক বিবরণী সমুহ প্রস্তুত কালে হিসাব সংক্রান্ত নীতিমালা যথাযথ ভাবে প্রকাশ করা হয়েছে এবং হিসাব সংক্রান্ত প্রাক্কলন সমূহ যৌক্তিকতা ও দূরদর্শিতার সঙ্গে করা হয়েছে।

ঘ) আর্থিক বিবরণী সমুহ প্রস্তুতকালে বাংলাদেশে প্রযোজ্য আন্তর্জাতিক হিসাব-নিকাশ প্রস্তুত সংক্রান্ত নিয়ম নীতি যথা আই এ এস, বি এ এস, বি এফ আর এস ইত্যাদি অনুসরণ করা হয়েছে।

ঙ) আর্থিক নিয়ন্ত্রন ব্যবস্থা ছিল যথাযথ এবং উক্ত নিয়ন্ত্রন ব্যবস্থা কার্যকরী ছিল।

চ) অত্র প্রতিষ্ঠানটিকে নিঃসন্দেহে চলমান বিবেচনা করা যায়।

ছ) কোম্পানীর ব্যবসা পরিচালনা ফলাফলে গত বছরের তুলনায় চলতি বছরে উল্লেখযোগ্য পার্থক্য পরিলক্ষিত হয় নাই।

জ) বিগত পাঁচ বছরের উল্লেখযোগ্য পরিচালন ও আর্থিক ফলাফলের তথ্য সংযুক্ত করা হলো। (পৃষ্ঠা নং-০৭ দ্রষ্টব্য)

ঝ) নাম উল্লেখপূর্বক কোম্পানীর শেয়ারহোল্ডিং এর বিবরণী সংযুক্ত করা হলো। (পৃষ্ঠা নং-০৮ দ্রষ্টব্য)

ঞ) সংশ্লিষ্ট পক্ষ সমুহের মধ্যে লেনদেন (Related party transaction) উল্লেখ করা হয়েছে। (পৃষ্ঠা নং-৫৭ দ্রষ্টব্য)

ট) নিয়োগ/পুনর্নিয়োগ প্রাপ্ত পরিচালকদের সংক্ষিপ্ত জীবন বৃত্তান্ত উল্লেখ করা হয়েছে। (পৃষ্ঠা নং- ২৯-৩০ দ্রষ্টব্য)

কর্পোরেট গভর্নেন্স কমপ্লায়েন্স রিপোর্ট ও কমপ্লায়েন্স সার্টিফিকেটঃ

বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশনের আদেশ নং এসইসি/সিএমআরআরসিডি/২০০৬-১৫৮/১৩৪/এডমিন/৪৪ তাং আগষ্ট ০৭, ২০১২ -এ উল্লেখিত দিক নির্দেশনা অনুযায়ী কর্পোরেট গভর্নেন্স কমপ্লায়েন্স রিপোর্ট এ প্রতিবেদনের ২০-২৮ পৃষ্ঠায় পৃথকভাবে সংযুক্ত করা হয়েছে। উপরোক্ত নির্দেশনার আলোকে আহমেদ এন্ড আখতার, চার্টার্ড একাউন্ট্যান্টস ফার্ম কর্তৃক প্রদত্ত কমপ্লায়েন্স সার্টিফিকেট প্রতিবেদনের ৩৩ পৃষ্ঠায় সংযুক্ত করা হয়েছে।

কৃতজ্ঞতা জ্ঞাপন ঃ

আমি পরিচালনা পর্ষদ এবং নিজের পক্ষ থেকে সম্মানিত শেয়ারহোল্ডারবৃন্দ,সেবাগ্রাহক, সরবরাহকারী, বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন, ঢাকা ও চট্টগ্রাম স্টক এক্সচেঞ্জ, রেজিষ্ট্রার অব জয়েন্ট স্টক কোম্পানীজ এন্ড ফার্মস সহ অন্যান্য সংশ্লিষ্ট ব্যক্তিবর্গ ও প্রতিষ্ঠানকে তাদের অব্যাহত সহযোগীতা ও সমর্থন দানের জন্য কৃতজ্ঞতা ও ধন্যবাদ জ্ঞাপন করছি।

কোম্পানীর কর্মকর্তা-কর্মচারীবৃন্দ যে আন্তরিক সেবা ও সহযোগীতা প্রদান করেছেন তার জন্যও আমি তাদের নিকট কৃতজ্ঞ। তাদের সমর্থন ও সহযোগীতা ছাড়া এ অর্জন সম্ভব হতো না।

পরিশেষে, পরিচালনা পর্ষদের সম্মানিত সদস্যবৃন্দ যে অব্যাহত সহযোগীতা ও সমর্থন দান করেছেন তার জন্যও কৃতজ্ঞতা প্রকাশ করছি।

ধন্যবাদান্তে,
পরিচালনা পর্ষদের পক্ষে

তারিখঃ অক্টোবর ২৪, ২০১৭ইং
ঢাকা।

(আলহাজ্ব মকবুল হোসেন)
চেয়ারম্যান



COMPLIANCE REPORT

Status of Compliance with the conditions imposed by the Bangladesh Securities and Exchange Commission's Notification No.SEC/CMRRCD/2006-158/134/Admin/44 dated 07 August 2012 issued under section 2CC of the Securities and Exchange Ordinance, 1969 (XVII of 1969):

(Report under condition No. 7.00)

Condition No.	Title	Compliance Status (Put ✓ in the Appropriate Column)		Remarks
		Complied	Not Complied	
1	**Board of Directors**			
1.1	Board's Size: Boards members should not be less then 5 (five) and more than 20 (twenty).	✓		
1.2	**Independent Directors:**			
1.2(i)	At least 1/5th of the total number of directors in the company's board shall be independent directors.	✓		
1.2(ii)	**For the purpose of this clause "Independent Director" means a Director:**			
1.2(ii)a)	Independent Directors do not hold any share or holds less than one Percent (1%) shares of the total paid- up capital.	✓		
1.2(ii)b)	Independent Directors are not connected with the company's Sponsor or Director or shareholder who holds one percent (1%) or more shares.	✓		
1.2(ii) c)	Independent Directors do not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary/associated companies.	✓		
1.2(ii) d)	Independent Directors are not members, directors or officers of any stock exchange.	✓		
1.2(ii) e)	Independent Directors are not Shareholder, Directors or officers of any member of stock exchange or an intermediary of the capital market.	✓		
1.2(ii) f)	Independent Directors are not the partners or executives during the preceding 3 (three) years of the concerned company's statutory audit firm.	✓		
1.2(ii) g)	They are not the Independent Directors in more than 3 (three) listed companies.	✓		



Condition No.	Title	Compliance Status (Put ✓ in the Appropriate Column)		Remarks
		Complied	Not Complied	
1.2(ii) h)	They have not been convicted by a court of competent jurisdiction as a defaulter in payment of any loan to a bank or a Non-Bank Financial Institution (NBFI).	✓		
1.2(ii) i)	They have not been convicted for a criminal offence involving moral turpitude.	✓		
1.2(iii)	The independent directors shall be appointed by the board of Directors and approved by the shareholders in the Annual General Meeting (AGM).	✓		
1.2(iv)	The post of independent Directors cannot remain vacant of more than 90 (ninety) days.	✓		
1.2(v)	The Board shall lay down a code of conduct of all Board members and annual compliance of the code to be recorded.	✓		
1.2(vi)	The tenure of office of an independent Directors shall be for 3 (three) Years, which may be extended for 1 (one) term only.	✓		
1.3	**Qualification of Independent Director (ID)**	-		
1.3 (i)	Independent Director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial, regulatory and corporate laws and can make meaningful contribution to business.	✓		
1.3 (ii)	The Independent Director must have at least 12 (twelve) years of corporate management/ professional experience.	✓		
1.3 (iii)	In special cases the above qualifications may be relaxed subject to approval of the Commission.	✓		
1.4	The Position of the Chairman of the Board and Chief Executive Officer of the Companies shall be filled by different individuals. Chairman shall be elected from among the directors. The Board of Directors shall clearly define respective roles and responsibilities of the Chairman and the CEO.	✓		
1.5	**The Directors' Report to Shareholders:** The Board of Directors of Samorita Hospital Limited would like to include the following additional statements in its Report prepared under section 184 of the Companies Act, 1994.	-		



Condition No.	Title	Compliance Status (Put ✓ in the Appropriate Column)		Remarks
		Complied	Not Complied	
1.5(i)	Industry outlook and possible future developments in the industry.	✓		
1.5(ii)	Segment-wise or product-wise performance.	✓		
1.5(iii)	Risks and Concerns.	✓		
1.5(iv)	A Discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin.	✓		
1.5(v)	Discussion on continuity of any Extra-Ordinary gain or loss.	✓		
1.5(vi)	Basis for related party transactions- a statement of all related party transactions should be disclosed in the annual report.	✓		
1.5(vii)	Utilization of proceeds from public issues, rights issues and/ or through any others instruments.			N/A
1.5(viii)	An explanation if the financial results deteriorate after the company goes for IPO, RPO, Rights Offer and Direct Listing, etc.			N/A
1.5(ix)	If significant variance occurs between Quarterly Financial performance and Annual Financial Statements the management shall explain about the variance on their Annual Report.	✓		
1.5(x)	Remuneration to directors including independent directors.	✓		
1.5(xi)	The financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes in equity.	✓		
1.5(xii)	Proper books of account of the issuer company have been maintained.	✓		
1.5(xiii)	Appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment.	✓		
1.5(xiv)	International Accounting Standards (IAS)/ Bangladesh Accounting Standards (BAS) / International Financial Reporting Standards (IFRS)/ Bangladesh Financial Reporting Standards (BFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there-from has been adequately disclosed.	✓		



Condition No.	Title	Compliance Status (Put ✓ in the Appropriate Column)		Remarks
		Complied	Not Complied	
1.5(xv)	The system of internal control is sound in design and has been effectively implemented and monitored.	✓		
1.5(xvi)	There are no significant doubts upon the issuer company's ability to continue as a going concern. If the issuer company is not considered to be a going concern, the fact along with reasons thereof should be disclosed.	✓		
1.5(xvii)	Significant deviations from the last year's operating results of the issuer company shall be highlighted and the reasons thereof should be explained.	✓		
1.5(xviii)	Key operating and financial data of at least preceding 5(five) years shall be summarized.	✓		
1.5(xix)	If the issuer company has not declared dividend (cash or stock) for the year, the reasons thereof shall be given.	✓		
1.5(xx)	The number of Board meetings held during the year and attendance by each director shall be disclosed.	✓		
1.5(xxi)	**The pattern of shareholding shall be reported to disclose the aggregate number of shares.**			
1.5(xxi)a)	Parent / Subsidiary / Associated Companies and other related parties (name wise details).	✓		
1.5(xxi)b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and their spouses and minor children (name wise details).	✓		
1.5(xxi)c)	Executives	✓		
1.5(xxi)d)	Shareholders holding ten percent (10%) or more was voting interest in the company (name wise details).	✓		
1.5(xxii)	In case of the appointment/re-appointment of a director the company shall disclose the following information to the shareholders:-			
1.5(xxii)a)	A brief resume of the director.	✓		
1.5(xxii)b)	Nature of his/ her expertise in specific functional areas.	✓		
1.5(xxii)c)	Names of companies in which the person also holds the directorship and the membership of committees of the board.	✓		



Condition No.	Title	Compliance Status (Put ✓ in the Appropriate Column)		Remarks
		Complied	Not Complied	
2	**Chief Financial Officer (CFO) Head of Internal Audit and Company Secretary (CS)**			
2.1	The company shall appoint a Chief Financial Officer (CFO), a Head of Internal Audit (Internal Control and Compliance) and a Company Secretary (CS). The Board of Directors should clearly define respective roles, responsibilities and duties of the CFO, the Head of Internal Audit and the CS.	✓		
2.2	The CFO and the Company Secretary of the companies shall attend the meetings of the Board of Directors, provided that the CFO and/or the Company Secretary shall not attend such part of a meeting of the Board of Directors which involves consideration of an agenda item relating to their personal matters.	✓		
3	**Audit Committee**			
3 (i)	The company shall have an Audit Committee as a sub-committee of the Board of Directors.	✓		
3 (ii)	The Audit Committee shall assist the Board of Directors in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business.	✓		
3 (iii)	The Audit Committee shall be responsible to the Board of Directors. The duties of the Audit Committee shall be clearly set forth in writing.	✓		
3.1	**Constitution of the Audit Committee:**			
3.1(i)	The Audit Committee shall be composed of at least 3 (three) members.	✓		
3.1(ii)	Constitution of Audit Committee with Board Members including one independent director.	✓		
3.1(iii)	All members of the audit committee should be "financially literate" and at least 1 (one) member shall have accounting or related financial management experience: The term "financially literate" means the ability to read and understand the financial statements like Balance Sheet, Income Statement and Cash Flow Statement and a person will be considered to have accounting or related financial management expertise if (s)he possesses professional qualification or Accounting/ Finance graduate with at least 12 (twelve) years of corporate management/ professional experiences.	✓		



Condition No.	Title	Compliance Status (Put ✓ in the Appropriate Column)		Remarks
		Complied	Not Complied	
3.1(iv)	Filling of Casual Vacancy in Committee.	✓		
3.1(v)	The company secretary shall act as the secretary of the Committee.	✓		
3.1(vi)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director.	✓		
3.2	**Chairman of the Audit Committee**			
3.2 (i)	Chairman of the Audit Committee shall be an independent director.	✓		
3.2 (ii)	Chairman of the audit committee shall remain present in the Annual General Meeting (AGM).	✓		
3.3	**Role of Audit Committee:**			
3.3 (i)	Oversee the financial reporting process.	✓		
3.3 (ii)	Monitor choice of accounting policies and principles.	✓		
3.3 (iii)	Monitor Internal Control Risk management process.	✓		
3.3 (iv)	Oversee hiring and performance of external auditors.	✓		
3.3 (v)	Review the annual financial statements before submission to the board for approval.	✓		
3.3 (vi)	Review the quarterly and half yearly financial statements before submission to the board for approval.	✓		
3.3 (vii)	Review the adequacy of internal audit function.	✓		
3.3 (viii)	Review statement of significant related party transactions submitted by the management.	✓		
3.3 (ix)	Review Management Letters/ Letter of Internal control weakness issued by statutory auditors.	✓		
3.3 (x)	When money is raised through Initial Public Offering (IPO)/ Repeat Public Offering (RPO)/ Rights Issue the company shall disclose to the Audit Committee about the uses / applications of funds by major category (capital expenditure, sales and marketing expenses, working capital etc), on a quarterly basis, as a part of their quarterly declaration of financial results.	✓		



Condition No.	Title	Compliance Status (Put ✓ in the Appropriate Column)		Remarks
		Complied	Not Complied	
3.4	**Reporting of the Audit Committee**			
3.4.1	The Audit Committee shall report on its activities to the Board of Directors.			
3.4.1(i)	The Audit Committee shall immediately report to the Board of Directors on the following findings, if any:	✓		
3.4.1(ii) a)	Report on conflicts of interests.	✓		No such conflictions
3.4.1(ii) b)	Suspected or presumed fraud or irregularity or material defect in the internal control system.	✓		No such incidence
3.4.1(ii) c)	Suspected infringement of laws, including securities related laws, rules and regulations.	✓		No such incidence
3.4.1(ii) d)	Any other matter which shall be disclosed to the Board of Directors immediately.	✓		
3.4.2	**Reporting to the Authorities:** If the Audit Committee has reported to the Board of directors about anything which has material impact on the financial condition and results of operation and has discussed with the Board of Directors and the management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall report such finding to the Commission, upon reporting of such matters to the Board of Directors for three times or completion of a period of 6(six) months from the date of first reporting to the Board of Directors, whichever is earlier.			No such incidence
3.5	Reporting to the Shareholders and General Investors.	✓		
4	**External/Statutory Auditors:** The issuer company should not engage its external/statutory auditors to perform the following services of the company; namely:-			
4 (i)	Appraisal or valuation services or fairness opinions.	✓		
4(ii)	Financial information systems design and implementation.	✓		
4(iii)	Book-keeping or other services related to the accounting records or financial statements.	✓		



Condition No.	Title	Compliance Status (Put ✓ in the Appropriate Column)		Remarks
		Complied	Not Complied	
4 (iv)	Broker-dealer services.	✓		
4 (v)	Actuarial services.	✓		
4 (vi)	Internal audit services.	✓		
4 (vii)	Any other services that the Audit Committee Determines.	✓		
4 (viii)	No partner or employee 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.	✓		
4 (ix)	Statutory Auditors are not appointed as CG compliance Auditors.	✓		
5	**SUBSIDIARY COMPANY:**			
5 (i)	Provisions relating to the Composition of the Board of Directors of the holding company shall be made applicable to the composition of the Board of Directors of the subsidiary company.			N/A
5 (ii)	At least 1 (one) independent director on the Board of Directors of the holding company shall be a director on the Board of Directors of the subsidiary company.			N/A
5 (iii)	The minutes of the Board meeting of the subsidiary company shall be placed of review at the following Board meeting of the holding company.			N/A
5 (iv)	The minutes of the respective Board meeting of the holding company shall state they have reviewed the affairs of the subsidiary company.			N/A
5 (v)	The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company.			N/A
6	**DUTIES OF CEO and CFO:**			
6 (i)	**They have reviewed financial statements for the year and that to the best of their knowledge and behalf.**			
6 (i) a)	These statements do not contain any materially untrue statement or do not omit any material fact or contain statements that might be misleading.	✓		



Condition No.	Title	Compliance Status (Put ✓ in the Appropriate Column)		Remarks
		Complied	Not Complied	
6.(i) b)	These statements together present a true and fair view of the company affairs and are in compliance with existing accounting standards and application laws.	✓		
6 (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 violation of the company's Code of conduct.	✓		
7	**REPORTING AND COMPLIANCE OF CORPORATE GOVERNANCE:**			
7 (i)	The company shall obtain a certificate from a practicing Professional Accountant/ Secretary (Chartered Accountant/ Cost and Management Accountant / Chartered Secretary) regarding compliance of conditions of Corporate Governance Guidelines of the Commission and shall send the same to the shareholders along with the Annual Report on a yearly basis.	✓		
7 (ii)	The directors of the company shall state, in accordance with the Annexure attached, in the directors' report whether the company has complied with these conditions.	✓		



Resume of Appointed/Re-elected Directors

Dr. A. B. M. Haroon
Managing Director



Dr. A. B. M. Haroon was born in a well known muslim family in 1952. He obtained MBBS degree from Dhaka Medical College in 1976. After passing MBBS he joined Dhaka Medical College Hospital and worked there as Assistant Surgeon, Assistant Registrar and Registrar until 1980. He also worked in Middle East from 1980 to 1983. Dr. Haroon, a visionary personality, returned to Bangladesh and started his 33 years journey at Samorita. Since 1984 he has been serving as the Managing Director and CEO of Samorita Hospital Ltd. He is a sponsor director of the company. During his long career in health care service he gathered vast knowledge and experience on health industry. Currently he holds many positions in different organizations including Secretary General of Bangladesh Private Clinic & Diagnostic Owners Association (BPCDOA), general body member of FBCCI, Chairman, Standing Committee for health & pharmaceuticals, FBCCI and Life member of Bangladesh Medical Association and Dhaka University Alumni Association. Dr. A. B. M. Haroon has also been associated with different welfare organizations by his active participation and generous donations. In his village home in Feni he runs a 16 bed charitable Eye Hospital & free outdoor clinic. He is committed to the community services. He travelled many countries of Asia, Europe and America.

Mr. A F M Rezaul Hasan
Independent Director



Mr. A F M Rezaul Hasan was born in a well-known muslim family in 12th December, 1973. He completed BA (Hon's) MA in English from the University of Dhaka. After completing master degree he started his career in teaching in Alhaj Mockbul Hossain University College in Dhaka. Currently he is the principal of the same University College. He has more than 15 years of experience in teaching. In 2007 he obtained MBA major in HRM from City University. Apart from teaching experience Mr. Hasan has long experience in financial administration. He was appointed as an Independent Director of the company in December 2014. He is also the Independent Director of Sandhani Life Insurance Company Ltd. and Purabi General Insurance Company Ltd.

Prof. Dr. Reaz Ahmed Chowdhury
Director



Prof. Dr. Reaz Ahmed Chowdhury (Parvez) was born in January 1964 in a respectable Muslim family in Dhaka. Prof. Reaz obtained his MBBS Degree from Dhaka Medical College (Batch K- 38) in 1987. Then he obtained FCPS degree in Surgery from BCPS in 1997.

Prof. Reaz joined Bangladesh Medical College in the Department of Surgery in 1997. Currently he is working as a professor of the Department. He got higher training in Laparoscopy surgery from Singapore University Hospital. He travelled many countries including United Kingdom, United States, Thailand, India etc.

Mr. Mojibul Islam
Director



Mr. Mojibul Islam is a Director of Samorita Hospital Ltd. He is an experienced entrepreneur. He was born in 1974 at Dhaka in a prominent Muslim family. He completed MBA from London. He is Vice Chairman of Purabi General Insurance Co. Ltd. and Director of Mona Group of Garments Industries Ltd., Mona Group of Publication, Mona Financial Consultancy & Securities Ltd., Sandhani Credit Co-operatives Society Ltd., Bangladesh Iron & Steel Merchant Association, Managing Director of Amico Laboratories Ltd., Panna Textile Mills Ltd. & Panna Spinning Mills Ltd. Member, Governing Body MH Samorita Medical College & Hospital and Member of City University Board of Trustees.

Mrs. Golam Fatema Tahera Khanam
Director



Mrs. Golam Fatema Tahera Khanam is a Director of Samorita Hospital Ltd. She is an experienced entrepreneur. She was born in 1951 at Tangail in a prominent Muslim family. She completed B.A., LL.B. from Dhaka University. She is Vice-Chairman of Mona Group of Industries, City University, Board of Trustees of MH Samorita Medical College & Hospital, Director of Sandhani Life Insurance Co. Ltd., Purabi General Insurance Co. Ltd., Amico Laboratories Ltd., Mona Financial Consultancy & Securities Ltd. and Chairman of Panna Textile Mills Ltd., Panna Spinning Mills Ltd. & Managing Director of Mona Group of Garments Ltd. She is Joint Editor of The Daily Al-Ameen, Founder & GB Member Alhaj Mockbul Hossain University College, Mohammadpur Central University College, Member FBCCI, BGMEA, Red Crescent Society and Bangladesh Blind Welfare Association.



Report of the Audit Committee

For the year of June 30, 2017

Composition of the Audit Committee:

Sl. No.	Name of the Director	Position in Audit Committee
01	Mr. Sheikh Mahfuzul Hoque FCA	Chairman
02	Prof. S.A.M. Golam Kibria	Member
03	Mr. Mojibul Islam	Member
04	Mrs. Shamsa Chowdhury	Member
05	Prof. M. A. Taslim	Member

Activities carried out during the year:

The Committee reviewed and discussed the procedure and task of the internal audit, financial report and the external audit report. The Committee found adequate arrangement to present a true and fair view of the activities and the financial status of the company and didn't find any material deviation, discrepancies or any adverse finding/observation in the areas of reporting.

(Sheikh Mahfuzul Hoque FCA)
Chairman
Audit Committee



Certification by the Chief Executive Officer and Chief Financial Officer:

Chief Executive Officer and Chief Financial Officer of the Company have Certified the Board that-

i) We have reviewed the financial statements of the company for the year ended 30th June, 2017 and 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 together present a 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 violation of the company's code of conduct.

(Dr. A. B. M. Haroon)
CEO

(Manish Barai)
CFO



CERTIFICATE OF COMPLIANCE ON CORPORATE GOVERNANCE OF SAMORITA HOSPITAL LIMITED

[As required under the Bangladesh Securities and Exchange Commission (BSEC)]

We have examined compliance to the Bangladesh Securities and Exchange Commission (BSEC) guidelines on Corporate Governance by **Samorita Hospital Limited** (the company) for the year ended 30 June 2017. These guidelines related to the Notification no. SEC/CMRRCD / 2006-158/134/Admin/44 dated 7th August 2012, as amended vide notification dated 21 July 2013 and 18 August 2013 of Bangladesh Securities and Exchange Commission (BSEC) on Corporate Governance.

The compliance with the said conditions of Corporate Governance and reporting the status thereof is the responsibility of the management of the Samorita Hospital Limited. Our responsibility is to provide a certificate about whether the Samorita Hospital Limited is in compliance with the said conditions of Corporate Governance based on our examination. Our examination for the purpose of issuing this certificate was limited to the procedures including implementation thereof as adopted by the company for ensuring the compliance on the attached statement on the basis of evidence gathered and representation received. It is neither an audit nor an expression of opinion on the financial statements of the Samorita Hospital Limited.

Based on the audited financial as on 30 June 2017 issued by **Rahaman Mostofa Alam & Co. Chartered Accountants** dated on 24 October 2017 and our examination condition of compliance status of corporate guidelines issued by the Bangladesh Securities and Exchange Commission (BSEC) Notification no. SEC/CMRRCD /2006-158/134/Admin/44 dated 7th August 2012, as amended vide notification dated 21 July 2013 and 18 August 2013, in our opinion and to the best of our information and according to the explanations provided by the management to us, we certify that the company has complied with the conditions of Corporate Governance as stipulated in the above mentioned guidelines issued by Bangladesh Securities and Exchange Commission (BSEC). We also state that such compliance is neither an assurance as to the future viability of the company nor a certification on the efficiency or effectiveness with which the management has conducted the affairs of the company.

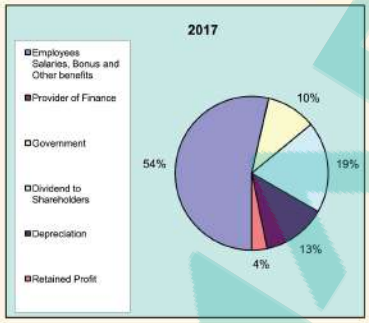
Dated: 31 October 2017
Place: Dhaka

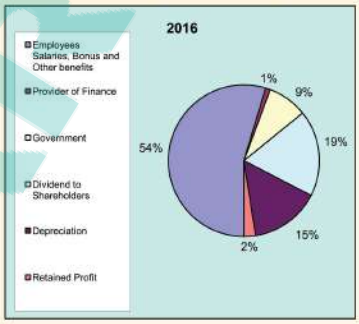
AHMAD & AKHTAR
Chartered Accountants.



Value Added Statement:

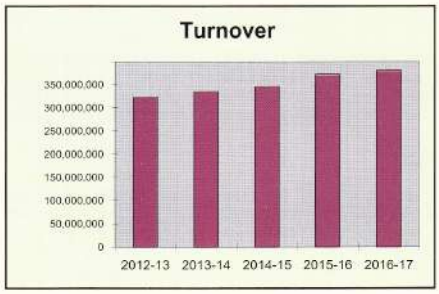
Value Added:	2017 Tk.	%	2016 Tk.	%
Revenue	376,635,600		370,053,810	
Other income	4,882,515		3,567,209	
	381,518,115		373,621,019	
Cost for material & services	211,701,332		212,083,087	
	169,816,783		**161,537,932**	
Distributed as follows:				
Employees Salaries, Bonus and Other benefits	90,935,334	54	88,276,197	54
Provider of Finance	52,395	-	1,661,000	1
Government	17,816,225	10	13,736,286	9
Dividend to Shareholders	32,684,394	19	29,713,086	19
	141,488,348	83	133,386,569	83
Retained for Re-investment and Future Growth:				
Depreciation	22,830,265	13	24,166,685	15
Retained Profit	5,498,170	4	3,984,678	2
	28,328,435	17	28,151,363	17
	169,816,783	**100**	**161,537,932**	**100**

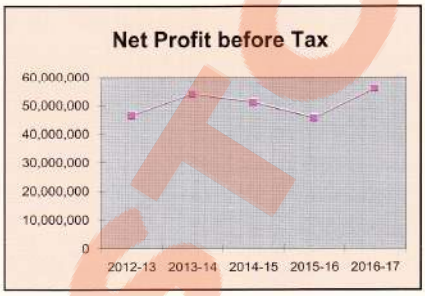


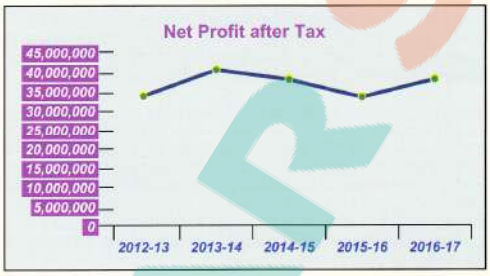


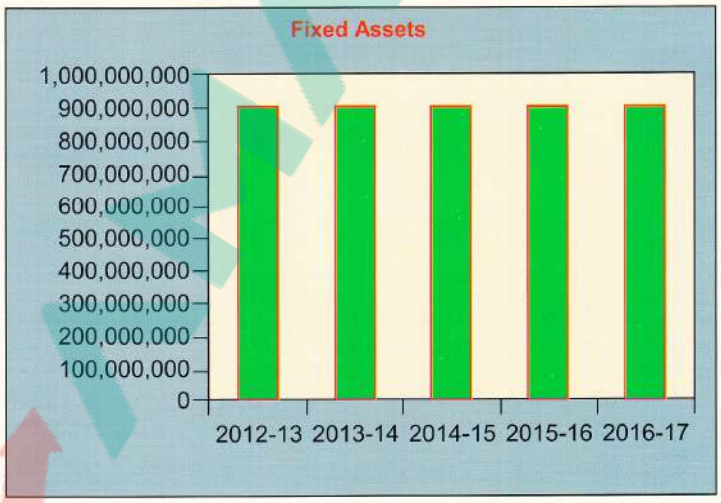


PERFORMANCE INDICATORS











Auditors' Report

To

The shareholders of Samorita Hospital Limited

We have audited the accompanying financial statements of **Samorita Hospital Limited (the company)**, which comprise the statement of financial position as at **June 30, 2017** and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended and a summary of significant accounting policies and other explanatory information disclosed in Notes 1 to 46 and annexure 'A'.

Management's Responsibility for the Financial Statements

Management of the company is responsible for the preparation and fair presentation of these financial statements in accordance with Bangladesh Financial Reporting Standards (BFRS), The Securities and Exchange Commission Rules 1987, The Companies act 1994 and other rules and regulations 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 (BSA). Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the 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, the auditor considers internal control relevant to the company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management of the company, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion, the financial statements present fairly, in all material respects, the financial position of **Samorita Hospital Limited** as at **June 30, 2017** and its financial performance and its cash flows for the year then ended in accordance with Bangladesh Financial Reporting Standards (BFRS), The Securities and Exchange Commission Rules 1987, The Companies act 1994 and comply with the other applicable laws and regulations.

We also report that:

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

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

c) the statement of financial position and statement of profit or loss and other comprehensive income dealt with by the report are in agreement with the books of accounts; and

d) the expenditure incurred was for the purposes of the company's business.

Dated : Dhaka
October 24, 2017

Rahman Mostafa Alam & Co
Chartered Accountants.



SAMORITA HOSPITAL LIMITED

Statement of Financial Position

As at 30 June, 2017

Particulars	Notes	Amount in Taka	
		June 30, 2017	June 30, 2016
Assets			
Non-Current Assets:			
Property, Plant & Equipments	4.00	873,756,393	884,133,330
Investment in Associates	5.00	6,240,282	6,895,194
Total Non-Current Assets		**879,996,675**	**891,028,524**
Current Assets:			
Inventories	6.00	20,225,479	22,009,771
Accounts Receivable	7.00	13,695,641	10,747,397
Advance, Deposits & Prepayments	8.00	5,521,351	3,180,160
Advance Income Tax	9.00	1,460,000	10,182,129
Cash & Cash Equivalents	10.00	92,905,723	46,392,405
Total Current Assets		**133,808,194**	**92,511,862**
Total Assets		**1,013,804,869**	**983,540,386**
Equity and Liabilities			
Shareholders' Equity:			
Share Capital	11.00	163,421,970	148,565,430
Retained Earnings	12.00	125,590,251	116,997,857
Revaluation Reserve	13.00	565,643,644	565,706,062
Total Equity		**854,655,865**	**831,269,349**
Non-Current Liabilities:			
Deferred tax liabilities	14.00	108,465,598	104,415,231
Total Non-Current Liabilities		**108,465,598**	**104,415,231**
Current Liabilities:			
Accounts Payable	15.00	21,699,881	20,389,712
Long Term Loan (Current Portion)	16.00	-	2,162,698
Other Payables	17.00	1,055,231	1,024,776
Provision & Accruals	18.00	15,506,186	9,302,879
Provision for Income Tax	19.00	5,901,465	10,689,949
Unclaimed Dividend	20.00	6,520,643	4,285,792
Total Current Liabilities		**50,683,406**	**47,855,806**
Total Liabilities		**159,149,004**	**152,271,037**
Total Equity and Liabilities		**1,013,804,869**	**983,540,386**

The annexed notes from 1 to 46 and annexure "A" form an integral part of these financial statements.

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

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

Dated: Dhaka
October 24, 2017

Rahman Mostafa Alam & Co.
Chartered Accountants



SAMORITA HOSPITAL LIMITED

Statement of Profit or Loss and Other Comprehensive Income

For the year ended 30 June, 2017

Particulars	Notes	Amount in Taka	
		2016-2017	2015-2016
Revenue	21.00	376,635,600	370,053,810
Direct Expenses	22.00	(156,850,222)	(159,236,514)
Gross Profit		**219,785,378**	**210,817,296**
Operating Expenses			
Administrative Expenses	23.00	(164,938,098)	(164,651,484)
Profit from Operations		**54,847,280**	**46,165,812**
Financial Charges	24.00	(52,395)	(985,731)
Share of Profit/ (loss) of Associate	5.01	(654,912)	(638,260)
Non Operating Income	25.00	4,882,515	3,567,209
Profit before contribution to WPPF		**59,022,488**	**48,109,030**
Contribution to WPPF		(2,810,595)	(2,290,906)
Profit before Tax		**56,211,893**	**45,818,124**
Income Tax Charge		**(18,029,329)**	**(12,211,522)**
Current year's Tax	26.00	13,918,465	10,373,867
Deferred Tax	14.01	4,110,864	1,837,655
Profit after Tax		**38,182,564**	**33,606,602**
Other Comprehensive Income/(Loss):		-	-
Total Comprehensive Income for the year		**38,182,564**	**33,606,602**
Earning Per Share (EPS)	33.00	**2.34**	**2.06**

The annexed notes from 1 to 46 and annexure "A" form an integral part of these financial statements.

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

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

Dated: Dhaka
October 24, 2017

Rahman Mostafa Alam & Co.
Chartered Accountants



SAMORITA HOSPITAL LIMITED

Statement of Changes in Equity

For the year ended 30 June, 2017

Particulars	Amount in Taka			
	Share Capital	Retained Earnings	Revaluation Reserve	Total Equity
Balance as at July 01, 2016	**148,565,430**	**116,997,857**	**565,706,062**	**831,269,349**
Total Comprehensive Income for the year	-	38,182,564	-	38,182,564
Transferred from revaluation reserve	-	83,224	(83,224)	-
Transferred from Deferred tax liabilities	-	39,691	20,806	60,497
Dividend Paid	14,856,540	(29,713,086)	-	(14,856,546)
Balance as at June 30, 2017	**163,421,970**	**125,590,251**	**565,643,644**	**854,655,865**
Balance as at July 01, 2015	**148,565,430**	**113,009,803**	**565,776,966**	**827,352,199**
Total Comprehensive Income for the year	-	33,606,602	-	33,606,602
Transferred from revaluation reserve	-	94,538	(94,538)	-
Transferred from Deferred tax liabilities	-	-	23,634	23,634
Dividend Paid	-	(29,713,086)	-	(29,713,086)
Balance as at June 30, 2016	**148,565,430**	**116,997,857**	**565,706,062**	**831,269,349**

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



SAMORITA HOSPITAL LIMITED

Statement of Cash Flows

For the year ended 30 June, 2017

Particulars	Notes	Amount in Taka 2016-2017	2015-2016
A. Cash flow from Operating Activities			
Cash Receipts from Customers and Others	27	377,326,286	371,193,362
Cash Paid to Suppliers & Employees	28	(294,630,096)	(298,712,055)
Cash generated from Operations		**82,696,190**	**72,481,307**
Financial Charges	24	(52,395)	(985,731)
Income Tax Paid	29	(9,984,820)	(13,319,170)
Net Cash from Operating Activities		**72,658,975**	**58,176,406**
B. Cash flow from Investing Activities			
Purchase of Property, Plant & Equipment	30	(12,440,264)	(21,011,676)
Proceeds from sale of Fixed Assets		1,079,000	3,384,500
Net Cash Used/Provided in Investing Activities		**(11,361,264)**	**(17,627,176)**
C. Cash flow from Financing Activities			
Payment of Bank Loan		(2,162,698)	(7,486,269)
Dividend Paid	32	(14,856,546)	(29,713,086)
Unclaimed Dividend	31	2,234,851	2,466,024
Net Cash Used/Provided in Financing Activities		**(14,784,393)**	**(34,733,331)**
Net Increase/(Decrease) in Cash & Cash Equivalents (A+B+C)		46,513,318	5,815,899
Cash & Cash Equivalents at Opening		46,392,405	40,576,505
Cash & Cash Equivalents at Closing		**92,905,723**	**46,392,405**

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



SAMORITA HOSPITAL LIMITED

Notes to the Financial Statements

For the year ended 30 June, 2017

1.00 Legal status and nature of the Company-Disclosure under BAS -1 "Presentation of Financial Statements".

a. Domicile, Legal Form and Country of Incorporation

Samorita Hospital Limited started it's business from 01 February 1984 under the name and style as "M/s. Samorita Nursing Home". Then it was a partnership concern and 14 October 1985 it was converted into a Private Limited Company. Subsequently it's name and style was changed and renamed as Samorita Hospital (Pvt.) Limited on 17 January 1990. Again on 23 June 1996 it was converted into a Public Limited Company under the name and style as "Samorita Hospital Limited".

The Company went for public issue of share in 1996 and it's shares are listed with the Stock Exchange of Bangladesh.

b. Address of Registered Office and Principal place of Business

The Company's registered office and principal place of business is at 89/1, Panthapath, Dhaka - 1215.

c. Principal Activities

The Company provides general hospital services.

2.00 Specific Accounting Policies selected and applied for Significant Transactions and Events:

2.01 Accounting Convention (Measurement Basis)

The Financial Statements of the Company are prepared under the Historical Cost Convention and therefore, do not take into consideration the effect of inflation.

2.02 Basis of Preparation of the Financial Statements

The Financial Statements of the Company are prepared in accordance with applicable Bangladesh Financial Reporting Standards (BFRS), which does not vary from the requirements of the relevant laws and rules applicable in Bangladesh.

2.03 Recognition of Property, Plant & Equipment and Depreciation

Property, Plant & Equipment are stated at their cost less accumulated depreciation in accordance with BAS -16 "Property, Plant & Equipment". Cost represents cost of acquisition or construction. No depreciation is charged on Land and Land Development. Depreciation on all other property, plant and equipment are computed using the reducing balance method in amounts sufficient to write off depreciable assets over their estimated useful economic life.

The cost and accumulated depreciation of depreciable assets retired or otherwise disposed of are subject to elimination from the assets and accumulated depreciation and any gain or loss on such disposal will reflect in operations for the year.

Depreciation has been charged at varying rates from 5% to 20% for all assets except land and land development.

Depreciation has been charged to administration expenses consistently.



2.04 Revaluation of Freehold Land

M/S. Ahmed & Akhter, Chartered Accountants has conducted on 10th September, 2013 the revaluation of Freehold Land of the Company as under:

Area of Land	Book value as on 30th June, 2013	Current value as on 30th June, 2013 after revaluation	Revaluation surplus/ gain
17.37 Kathas	Tk. 30,182,041	Tk. 694,800,000	Tk. 664,617,959

The Board of Directors adopted the valuation report in its 156th meeting held on October 05, 2013 unanimously.

2.05 Inventories

Inventories comprise various Medicine, Material for Pathology, X-Ray, OT, Cleaning Materials, Linens, Printing and Stationery, Materials for ECG and USG. They are stated at the lower of cost and net realizable value in accordance with IAS -2 "Inventories" after making due allowances for any obsolete or slow moving items.

2.06 Accounts Receivable

Accounts receivables are carried at original invoice amount. During the year under review receivables of Tk. 2,062,302 considered bad and written off in the accounts.

2.07 Cash and Cash Equivalent

It includes cash in hand and cash at bank which were held and available for use by the company without any restriction and there was insignificant risk of change in value of these current assets.

2.08 Creditors and Accrued Expenses

Liabilities are recognized for amounts to be paid in future for goods and services received, whether or not billed by the supplier.

2.09 Taxation

The Company is a publicly traded Company. As per the Income Tax Ordinance, 1984, provision for tax has been made at the existing rate of 25% in respect of business income.

2.10 Revenue Recognition

a. Revenue has been recognized at the time of Invoice made for the services rendered by the company.

b. Non operating income are recognized at the time of receive of money from other purpose than the normal course of business of the Company.

2.11 Proposed Dividend

In accordance with BAS -10 "Events after the Reporting Period" Dividend proposed or declared after the reporting date but before approval of the Financial Statements are disclosed in note no.-44.

2.12 Earnings Per Share (EPS)

The Company calculates Earnings Per Share (EPS) in accordance with BAS -33 "Earnings Per Share".

2.13 Statement of Cash Flows

Statement of Cash Flows is prepared principally in accordance with BAS -7 "Statement of Cash Flows" and the cash flow from the operating activities have been presented under the direct method as prescribed by the Securities and Exchange Rules 1987 and considering the provision of Paragraph 19 of BAS -7 which provides that enterprise are encouraged to report "Cash Flow from the Operating Activities using the direct Method".

2.14 Investment in associate

The Company's investment in associate company is accounted for in the financial statements using the Equity Method in accordance with BAS-28 "Investment in Associates". Investment in an associate is initially recognized at cost and the carrying amount is increased or decreased to recognize the investor's share of the profit or loss of the investee after the date of acquisition. The investor's share of investee's profit or loss is recognized in the investors profit or loss.



2.15 Additional information on Financial Statements

a. Responsibility for Preparation and Presentation of Financial Statements

The Board of Directors is responsible for the Preparation and Presentation of Financial Statements under Section 183 of the Companies Act, 1994 and as per the provisions of the framework for the "Presentation of Financial Statements" issued by the International Accounting Standards Committee (IASC).

b. Components of the Financial Statements

According to the Bangladesh Accounting Standard (BAS) 1 "Presentation of Financial Statements", the complete set of Financial Statements include the following components:

i) Statement of Financial Position as at June 30, 2017.
ii) Statement of Profit or Loss and Other Comprehensive Income for the year ended June 30, 2017.
iii) Statement of Changes in Equity for the year ended June 30, 2017.
iv) Statement of Cash Flows for the year ended June 30, 2017.
v) Notes to the Financial Statements.

c. Risk and Uncertainties for use of estimates in preparation of Financial Statements

The preparation of Financial Statements in conformity with the International Financial Reporting Standards requires management to make estimates and assumptions that affects the reported amounts of assets and liabilities and discloser of contingent assets and liabilities at the date of the financial statements and revenue and expenses during the period reported. Actual result could differ from those estimates. Estimates are used for accounting certain items such as long term contract, provision for doubtful contracts, depreciation and amortization, taxes reserve and contingencies.

d. Compliance with Local Laws

The financial statements have been prepared in compliance with requirements of the Companies Act 1994, the Securities and Exchange Rule 1987 and other relevant local laws and rules.

e. Compliance with Bangladesh Financial Reporting Standards (BFRSs)

The financial statements have been prepared in compliance with requirements of BFRSs adopted by the Institute of Chartered Accountants of Bangladesh (ICAB).

f. Reporting Period

Financial statements of the company cover one financial year from July 01 to June 30 consistently.

g. Reporting Currency and Level of Precision

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

h. Comparative Information

Comparative Information have been disclosed in respect of the year 2015-16 for all numerical information in the financial statements and also the narrative and descriptive information when it is relevant for understanding of the current period's financial statements.

Figures of the year 2015-16 have been rearranged, whenever considered necessary, to ensure comparability with the current period.



3.00 Compliance Report on Bangladesh Accounting Standards (BAS) & Bangladesh Financial Reporting Standards (BFRS)

Name of the BAS	BAS	Status
Presentation of Financial Statements	1	Complied
Inventories	2	Complied
Statement of Cash Flows	7	Complied
Accounting Policies, Changes in Accounting Estimates and Errors	8	Complied
Events after the Reporting Period	10	Complied
Construction Contracts	11	N/A
Income Taxes	12	Complied
Property, Plant and Equipment	16	Complied
Leases	17	N/A
Revenue	18	Complied
Employee Benefits	19	Complied
Accounting for Government Grants and Disclosure of Government Assistance	20	N/A
The Effects of Changes in Foreign Exchange Rates	21	N/A
Borrowing Costs	23	Complied
Related Party Disclosures	24	Complied
Accounting and Reporting by Retirement Benefits Plans	26	N/A
Consolidated and Separate Financial Statements	27	N/A
Investments in Associates	28	Complied
Financial Instruments: Presentation	32	N/A
Earnings Per Share	33	Complied
Interim Financial Reporting	34	Complied
Impairment of Assets	36	Complied
Provisions, Contingent Liabilities and Contingent Assets	37	Complied
Intangible Assets	38	N/A
Financial Instruments: Recognition and Measurement	39	N/A
Investment Property	40	N/A
Agriculture	41	N/A

Name of the BFRS	BFRS	Status
First time Adoption of Bangladesh Financial Reporting Standards	1	N/A
Share-based Payment	2	N/A
Business Combinations	3	N/A
Insurance Contracts	4	N/A
Non-current Assets Held for Sale and Discontinued Operations	5	N/A
Exploration for and Evaluation of Mineral Resources	6	N/A
Financial Instruments: Disclosures	7	N/A
Operating Segments	8	Complied
Financial Instruments	9	N/A
Consolidated Financial Statements	10	N/A
Joint Arrangements	11	N/A
Disclosure of Interests in Other Entities	12	N/A
Fair Value Measurement	13	N/A
Regulatory Deferral Accounts	14	N/A

*** N/A = not applicable**



		Amount in Taka	
		2016-2017	2015-2016
4.00	**Property, Plant and Equipments**		
	Opening balance at original cost	452,133,032	445,934,957
	Add: Addition during the year	12,983,744	21,806,460
		465,116,776	467,741,417
	Less: Sold during the year	5,464,711	15,608,385
		459,652,065	452,133,032
	Less: Accumulated Depreciation on Original Cost	251,471,472	233,658,725
		208,180,593	218,474,307
	Add: Opening Revalued Balance	683,924,296	683,924,296
		892,104,889	902,398,603
	Less: Accumulated Depreciation on Revaluation	18,348,496	18,265,273
	Written Down Value (WDV)	**873,756,393**	**884,133,330**
	Details have been shown in Annexed Schedule-A.		
5.00	**Investment in Associates**		
	Investment at Cost (opening)	6,895,194	7,533,454
	Add: Share of Profit/ (Loss)	(654,912)	(638,260)
		6,240,282	**6,895,194**
5.01	**Share of income /(loss) of Associate:**		
	Net Profit / (loss) of Associate company 30 June, 2016.	(1,566,367)	745,379
	Net Profit / (loss) of Associate company 30 June, 2017.	111,008	-
		(1,455,359)	**745,379**
	Non Operating loss (Sale of CT Scan Machine)	-	(2,163,735)
	Net Profit/ (loss) of Associate company	**(1,455,359)**	**(1,418,356)**
	Share of Profit / (loss) of Associate company (45% of Tk.14,55,359)	**(654,912)**	**(638,260)**
	Above Investment has been shown on the basis of audit report of the Imaging services Ltd. (Associate company) for the year ended June 30.2016 & June 30.2017 in accordance with BAS-28.		
6.00	**Inventories**		
	Medical Services (Note:6.01)	3,446,350	2,986,926
	Diagnostics(Note:6.02)	3,496,982	3,891,265
	Pharmacy (Note:6.03)	13,282,147	15,131,580
		20,225,479	**22,009,771**
6.01	**Medical Services**		
	O. T. Materials	69,115	56,516
	Linen Materials	764,863	615,313
	Printing Materials	1,800,886	1,650,535
	Stationary Materials	342,791	275,934
	Cleaning materials	158,971	147,827
	Electrical Materials	108,797	140,011
	Business Promotion Materials	49,563	24,515
	Floor Material	8,241	5,794
	Repair Materials	143,123	70,481
		3,446,350	**2,986,926**
6.02	**Diagnostic**		
	Pathology Materials	3,082,537	3,462,841
	X- Ray Materials	335,431	349,797
	USG Materials	20,469	20,046
	Echo Colour Doppler Materials	2,125	1,288
	ECG & EEG Materials	43,453	44,533
	Endoscopy Materials	12,967	12,760
		3,496,982	**3,891,265**
6.03	**Pharmacy**		
	Medicine	13,282,147	15,131,580
		13,282,147	**15,131,580**
7.00	**Accounts Receivable**		
	Receivable from Admited Patients	4,177,698	4,310,097
	Receivable from Patient (Note: 7.01)	2,304,987	1,479,790
	Receivable from Out Door Patient (Note :7.02)	385,725	543,290
	Receivable from Pathology Out	254,615	75,197
	Rent Receivable	96,000	96,000
	Receivable from FDR Interest	479,166	-
	Receivable from Institution (Note: 7.03)	5,997,450	4,243,023
		13,695,641	**10,747,397**



		Amount in Taka	
		2016-2017	2015-2016
7.01	**Receivable from Patient**	3,607,810	3,473,252
	Less: Written off	1,302,823	1,993,462
		2,304,987	**1,479,790**
7.02	**Receivable from Out Door Patient**	1,145,204	1,335,802
	Less: Written off	759,479	792,512
		385,725	**543,290**
7.03	**Receivable from Institution**		
	American Life Insurance Company	224,769	103,430
	Delta Life Insurance Company Ltd.	30,291	19,267
	Pragati Life Insurance Company Ltd.	1,003,901	1,472,626
	ICDDRB	1,657,997	1,563,798
	Rupashi Bangla Hotel	333,694	487,232
	The Pan Pacific Sonargaon, Dhaka	389,360	123,981
	Gardian Life Insurance Company Ltd.	128,798	-
	Amanat Shah Lungi	671,870	472,689
	M.H. Samorita Hospital & Medical College	1,556,770	-
		5,997,450	**4,243,023**
8.00	**Advance, Deposits & Prepayments**		
	Advances (Note - 8.01)	3,689,617	1,535,860
	Security & Deposits (Note: 8.02)	1,416,600	1,416,600
	Prepayments (Note-8.03)	415,134	227,700
		5,521,351	**3,180,160**
8.01	**Advances:**		
	Advance to Employee and Staff	733,625	458,625
	Advance Against Works	2,937,379	930,355
	Advance for Supply	-	114,662
	Advance for Purchases	18,613	32,218
		3,689,617	**1,535,860**
8.02	**Deposits:**		
	Deposit for Telephone Installation	117,000	117,000
	Security Money against Nurse Hostel	800,000	800,000
	Security Money to Titas Gas Ltd.	97,100	97,100
	Security Money to CDBL	200,000	200,000
	Security Money to DESA	202,500	202,500
		1,416,600	**1,416,600**
8.03	**Prepayments:**		
	Insurance Premium	415,134	227,700
		415,134	**227,700**
9.00	**Advance Income Tax**		
	Opening Balance	10,182,129	8,861,418
	Add: Paid during the year	8,334,207	10,182,129
		18,516,336	19,043,547
	Less: Adjusted during the year	17,056,336	8,861,418
	Closing Balance	**1,460,000**	**10,182,129**
10.00	**Cash & Cash Equivalents**		
	Cash in hand	1,638,906	858,719
	Cash at bank (Note : 10.01)	91,266,817	45,533,686
		92,905,723	**46,392,405**



		Amount in Taka	
		2016-2017	2015-2016
10.01	**Cash at bank**		
	Social Islami Bank Ltd. STD - A/C No.1360000576	142,950	141,479
	Prime Bank Ltd. STD - A/C No.14131050002340	20,175,245	18,465,579
	Agrani bank Ltd. STD - A/C No. 0200001200158	5,461,379	3,235,179
	Agrani Bank Ltd. C/D - A/C No.200001192707	8,104,184	3,446,310
	Southeast Bank Ltd. C/D - A/C No 11100006631	150,470	435,593
	City Bank STD- 3101454023001	23,996,888	16,459,411
	Pubali Bank Ltd. STD - A/C No.3781102000012	3,607,383	3,131,329
	Union Bank CD-131010006125	4,513,707	104,076
	The Farmers Bank STD	13,496	-
	FDR, The Farmers Bank	25,000,000	-
	Master Card	101,115	114,730
		91,266,817	**45,533,686**
11.00	**Share Capital**		
	Authorised Capital:		
	20,000,000 Ordinary Shares @ Tk. 10.00 each	**200,000,000**	**200,000,000**
	Issued, Subscribed and Paid up Capital:		
	6,000,000 Ordinary Shares @ Tk. 10.00 each fully paid-up in cash	60,000,000	60,000,000
	600,000 Bonus Shares @ Tk. 10.00 each for the year 2003-2004	6,000,000	6,000,000
	990,000 Bonus Shares @ Tk. 10.00 each for the year 2008-2009	9,900,000	9,900,000
	1,214,400 Bonus Shares @ Tk. 10.00 each for the year 2010-2011	12,144,000	12,144,000
	1,584,792 Bonus Shares @ Tk. 10.00 each for the year 2011-2012	15,847,920	15,847,920
	3,116,757 Bonus Shares @ Tk. 10.00 each for the year 2012-2013	31,167,570	31,167,570
	1,350,594 Bonus Shares @ Tk. 10.00 each for the year 2013-2014	13,505,940	13,505,940
	1,485,654 Bonus Shares @ Tk. 10.00 each for the year 2015-2016	14,856,540	-
	Total: 16,342,197 shares @ Tk. 10.00 each	**163,421,970**	**148,565,430**

a. Shareholding position as on 30 June 2017 is as under:

Classes of Shareholders	2016-2017		2015-2016	
	No. of Shares	%	No. of Shares	%
Sponsors	3,148,583	19.27	7,457,442	50.20
Financial Institution	4,557,129	27.89	2,625,216	17.67
ICB Investor Account	7,885	0.05	3,350	0.02
General Public	8,627,247	52.78	4,769,305	32.10
Foreign Investors	1,353	0.01	1,230	0.01
Total	**16,342,197**	**100.00**	**14,856,543**	**100.00**

b. Distribution Schedule-Disclosures under the listing regulations of Dhaka and Chittagong Stock Exchange :

Shareholding Range	2016-2017		No. of Share Holders	2015-2016	
	No. of Shares	%		No. of Shares	%
Less Than- 500	177,098	1.09	1,053	272,504	1.83
501-5000	1,375,937	8.42	901	1,898,916	12.78
5001-10000	580,107	3.55	79	590,850	3.98
10001-20000	435,406	2.66	31	647,481	4.36
20001-30000	305,591	1.87	12	442,812	2.98
30001-50000	220,726	1.35	7	264,703	1.78
50001-100000	694,744	4.25	11	846,974	5.70
100001-1000000	7,010,237	42.90	19	4,663,469	31.39
Over 1000000	5,542,351	33.91	4	5,228,834	35.20
Total	**16,342,197**	**100**	**2,117**	**14,856,543**	**100**

c. **Market Price:**

These shares are listed in Dhaka Stock Exchange Ltd. and Chittagong Stock Exchange Ltd. On June 30, 2017 each share was quoted at Tk. 79.70 in Dhaka Stock Exchange Ltd. and at Tk. 78.50 in Chittagong Stock Exchange Ltd.



		Amount in Taka	
		2016-2017	2015-2016
12.00	**Retained Earnings**		
	Opening Balance	116,997,857	113,009,803
	Less: Dividend Paid	29,713,086	29,713,086
		87,284,771	83,296,717
	Add: Transferred from revaluation reserve	83,224	94,538
		87,367,995	83,391,255
	Add: Transferred from Deferred tax liabilities	39,691	-
	Add: Total Comprehensive Income for the year	38,182,564	33,606,602
	Retained Earnings	**125,590,251**	**116,997,857**
13.00	**Revaluation Reserve**		
	Opening Balance	565,706,062	565,776,966
	Less: Transferred to Retained Earnings for Current Year	83,224	94,538
		565,622,838	565,682,428
	Add: Transferred from deferred tax liabilities (Note: 13.01)	20,806	23,634
		565,643,644	**565,706,062**
13.01	**Movement in deferred Tax Liability**		
	Closing balance	99,932,154	99,952,960
	Opening balance	99,952,960	99,976,594
		(20,806)	**(23,634)**
14.00	**Deferred Tax Liabilities**		
	Balance as at July 01, 2016	104,415,231	102,601,210
	Add: Provision made during the year for temporary difference(Note:14.01)	4,110,864	1,837,655
		108,526,095	**104,438,865**
	Less: Adjustment during the year	60,497	23,634
		108,465,598	**104,415,231**



14.01 Deferred tax liability is arrived at as follows :

	As per Accounting Base(W.D.V)	As per Tax Base(W.D.V)	Temporary Difference Taxable/ (Deductable)
A. Property, Plant & Equipments	**208,180,593**	**174,046,816**	**34,133,777**
Land	30,182,041	30,182,041	-
Other than Land	177,998,552	143,864,775	34,133,777
Tax Rate			
On Land			15%
On other than Land			25%
Deferred Tax Liability			
For Land			-
For other than Land			8,533,444
Deferred tax liability for normal temporary difference			**8,533,444**
B. Calculation of deferred tax on revaluation of property, plant and equipment:			
	665,575,800	**-**	**665,575,800**
Revalued value of Land	664,617,959	-	664,617,959
Revalued value of other than Land	957,841	-	957,841
Tax Rate			
On Land			15%
On other than Land			25%
Deferred Tax Liability			
For Land			99,692,694
For other than Land			239,460
			99,932,154
Total deferred tax liability (A+B)			**108,465,598**

Deferred tax expenses :

	2016-2017	2015-2016
Calculation of deferred tax expenses on cost		
Deferred tax Liability as on June 30, 2017	8,533,444	4,422,580
Less: Deferred tax liability as on June 30, 2016	4,422,580	2,584,925
Deferred tax expenses accounted for during the year	**4,110,864**	**1,837,655**

15.00 Accounts Payable

Advance Receipt from Admited Patient	1,511,000	2,176,000
Advance Receipt from Imaging Services	-	30,000
Current Liabilities for Supply (Note-15.01)	19,076,588	17,614,899
Current Liabilities for Capital Expenses(Note- 15.02)	1,112,293	568,813
	21,699,881	**20,389,712**

15.01 Current Liabilities for Supply

Medicine Bills	6,938,494	7,866,988
Material Supply	12,138,094	9,747,911
	19,076,588	**17,614,899**

15.02 Current Liabilities for Capital Expenses

Capital Expenses	1,112,293	568,813
	1,112,293	**568,813**

16.00 Long Term Loan (Current Portion)

Term Loan - C : A/C No: 001271300001554	-	2,162,698
	-	**2,162,698**



		Amount in Taka	
		2016-2017	2015-2016
17.00	**Other Payables**		
	Supplier's VAT Payable	572,623	493,552
	Supplier's Tax Payable	482,608	531,224
		1,055,231	**1,024,776**
18.00	**Provision & Accruals**		
	Salary and Allowance	3,475,149	-
	Managing Director's Salary	175,000	-
	Electricity	880,939	621,348
	WASA	156,058	139,667
	Gas	80,145	57,999
	Telephone	16,410	18,603
	Audit Fee	138,000	115,000
	Liability for Expenses	1,261,630	778,339
	Workers profit participation fund (Note: 18.01)	9,322,855	7,571,921
		15,506,186	**9,302,879**
18.01	**Workers profit participation fund**		
	Opening Balance	7,571,921	5,281,015
	Less: Paid during the year	1,059,661	-
	Add: Provision made during the year	2,810,595	2,290,906
		9,322,855	**7,571,921**
19.00	**Provision for Income Tax**		
	Opening Balance	10,373,867	11,473,176
	Add: Provision made during the year (Note-26)	13,918,465	10,373,867
		24,292,332	21,847,043
	Less: Adjusted during the year (Note-9)	17,056,336	8,861,418
		7,235,996	12,985,625
	Less: Paid during the Year	1,650,613	2,611,757
		5,585,383	**10,373,867**
	Liability for short Provision of income tax		
	Opening Balance	316,082	841,365
	Less: Paid during the year	-	525,283
		316,082	**316,082**
	Closing Balance	**5,901,465**	**10,689,949**
20.00	**Unclaimed Dividend**		
	Opening Balance	4,285,792	1,819,768
	Add : Addition during the year	2,450,627	2,466,024
		6,736,419	**4,285,792**
	Less: Paid during the year	215,776	-
		6,520,643	**4,285,792**
21.00	**Revenue**		
	Medical Services (Note:21.01)	173,393,030	175,718,784
	Diagnostic(Note:21.02)	101,664,632	89,041,212
	Pharmacy (Note:21.03)	101,577,938	105,293,814
		376,635,600	**370,053,810**
21.01	**Medical Services**		
	Seat Rent	116,260,076	116,322,684
	Admission Fee	1,853,700	1,951,500
	Oxygen	13,216,237	13,541,459
	O.T.Charge	9,469,859	10,353,643
	Dental	996,020	979,203
	Dialysis Unit	14,083,800	13,798,020
	Diet	13,200,574	12,839,894
	Post Operative Care, Chemo, Aspiration, etc	4,312,764	5,932,381
		173,393,030	**175,718,784**



		Amount in Taka	
		2016-2017	2015-2016
21.02	**Diagnostic**		
	Pathology	75,036,371	66,673,218
	X- Ray	9,071,414	8,021,384
	E.C.G	3,242,076	3,247,413
	Endoscopy	1,235,360	987,366
	Ultrasonography	8,342,293	6,764,384
	Echo/Colour Doppler	4,737,118	3,367,447
		101,664,632	**89,041,212**
21.03	**Pharmacy**		
	Medicine Sales	101,577,938	105,293,814
		101,577,938	**105,293,814**
22.00	**Direct Expenses**		
	Medical Services (Note:22.01)	35,552,604	34,451,251
	Diagnostic (Note:22.02)	36,608,796	35,747,068
	Pharmacy (Note:22.03)	84,688,822	89,038,195
		156,850,222	**159,236,514**
22.01	**Medical Services**		
	Oxygen	4,142,695	5,148,569
	O.T.	4,584,111	4,454,322
	Floor	3,158,830	2,875,290
	Dental	41,685	13,360
	Diet	14,599,272	13,771,152
	Dialysis Unit	9,026,011	8,188,558
		35,552,604	**34,451,251**
22.02	**Diagnostic**		
	Pathology	29,347,416	29,301,709
	X-Ray	3,244,803	3,158,691
	E.C.G	679,015	698,649
	Endoscopy	387,713	285,650
	Ultrasonography	1,833,132	1,358,922
	Echo/Colour Doppler	1,116,717	943,447
		36,608,796	**35,747,068**
22.03	**Pharmacy**		
	Cost of Medicine Sold	84,688,822	89,038,195
		84,688,822	**89,038,195**
23.00	**Administrative Expenses**		
	Salary & Allowances	89,547,635	87,180,744
	Managing Director's Salary	5,666,490	5,876,360
	Directors Board fee	576,000	410,000
	Electricity	10,228,923	9,333,230
	Vehicle	279,509	372,360
	Gas	881,014	780,483
	WASA	2,032,293	1,848,184
	Telephone	761,855	769,399
	Cleaning	2,347,994	2,869,571
	Conveyance	324,562	374,612
	Tiffin and Refreshment	1,387,699	1,095,453
	Advertisement & Publishing	467,875	854,413
	Business Promotion	1,851,587	1,470,711
	Insurance Premium	593,218	135,892
	House Rent	1,490,400	1,412,640
	Fuel & Petrol	1,617,872	1,418,033
	Repair works	5,714,288	6,273,299
	Printing	1,759,066	1,395,392
	Stationery	1,394,768	1,646,380
	Legal Fees & Professional Charges	647,000	714,690
	Newspaper	234,370	256,369
	Audit Fee	138,000	115,000
	Electrical expenses	1,742,190	1,336,096
	Linens	1,448,222	1,648,546
	Postage and Stamp	35,825	59,684
	Annual Fees & Subscription	705,818	821,169
	Bad Debt	2,062,302	2,785,974
	Municipal & Land Development Tax	86,724	128,724
	AGM Expenses	555,492	526,846
	Miscellaneous	1,774,218	3,293,730
	Depreciation	22,830,265	24,261,223
	Entertainment	1,184,200	889,500
	CDBL Expenses	12,646	57,000
	Staff. Medicine	1,674,783	1,564,506
	Bank Charges	882,996	675,270
		164,938,098	**164,651,484**



		Amount in Taka	
		2016-2017	2015-2016
24.00	**Financial Charges**		
	Interest on Term Loan A/C No.1271200001554	52,395	985,731
		52,395	**985,731**
25.00	**Non Operating Income**		
	Rent from Imaging Services Ltd.	864,600	792,000
	Bank Interest	1,484,801	1,425,321
	FDR Interest	1,104,166	-
	Rent from Eye Department	384,000	384,000
	Rent from Abdul Monem Group	60,000	-
	Referral Income	436,364	818,180
	Profit/ (Loss) on sale of Fixed Assets (Note - 25.01)	548,584	147,708
		4,882,515	**3,567,209**
25.01	**Profit/(Loss) on Sales of Fixed Assets:**		
	Sales Value	1,079,000	3,384,500
	Less: Written Down Value (Note: 25.01.A)	530,416	3,236,792
		548,584	**147,708**
25.01.A	**Written Down Value**		
	Cost	5,464,711	15,608,385
	Less: Accumulated Depreciation	4,934,295	12,371,593
		530,416	**3,236,792**
26.00	**Current year's Tax**		
	Profit before Tax	56,211,893	45,818,124
	Add: Depreciation as per Accounting base	22,830,265	24,261,223
		79,042,158	70,079,347
	Less: Depreciation as per Tax base	23,368,298	28,583,878
		55,673,860	41,495,469
	Applicable Tax rate	25.00%	25.00%
		13,918,465	**10,373,867**
27.00	**Cash receipts from Customers and Others**		
	Revenue	376,635,600	370,053,810
	Non Operating Income	4,333,931	3,419,501
	Accounts Receivable	(2,948,244)	(220,417)
	Advance Received from Imaging Services	(30,000)	(360,000)
	Advance Received from Patient	(665,000)	(1,699,532)
		377,326,286	**371,193,362**
28.00	**Cash Paid to Suppliers & Employees**		
	Direct Expenses	(156,850,222)	(159,236,514)
	Administrative Expenses	(142,107,833)	(140,390,261)
	Change in Inventory	1,784,292	2,417,181
	Advance, Deposit & Prepayment	(2,341,191)	759,539
	Current Liabilities for Supply	1,461,689	4,015,084
	Provision & Accruals	4,452,374	(5,215,430)
	WPPF	(1,059,661)	-
	Supplier's VAT Payable	79,071	(617,128)
	Supplier's Tax Payable	(48,616)	(425,299)
	Professional Fees Vat Payable	-	(3,000)
	Salary Tax Payable	-	(14,228)
	Professional Fees Tax Payable	-	(2,000)
		(294,630,096)	**(298,712,055)**



		Amount in Taka	
		2016-2017	2015-2016
29.00	**Income Tax Paid**		
a	**Provision for income tax**		
	Opening Balance	10,689,949	12,314,541
	Add: Addition during the year	13,918,465	10,373,867
		24,608,414	22,688,408
	Less: Adjustment during the year (Note: 9)	17,056,336	8,861,418
		7,552,078	13,826,990
	Closing Balance (Note:19)	5,901,465	10,689,949
		1,650,613	**3,137,041**
b	**Advance income tax paid (Note: 9)**	**8,334,207**	**10,182,129**
	Total Income Tax Paid (a+b)	**9,984,820**	**13,319,170**
30.00	**Purchase of Property, Plant & Equipment**		
	Fixed Assets Addition	(12,983,744)	(21,806,460)
	Current Liabilities for Capital Expenses.	543,480	94,784
	Prepayment for Capital Expenses	-	700,000
	Total Cash Paid	**(12,440,264)**	**(21,011,676)**
31.00	**Unclaimed Dividend**		
	Opening Balance	4,285,792	1,819,768
	Closing Balance	6,520,643	4,285,792
	Unclaimed Dividend increased	**2,234,851**	**2,466,024**
32.00	**Dividend Paid**		
	Opening Balance	-	-
	Add: Cash Dividend for the year	14,856,546	29,713,086
		14,856,546	**29,713,086**
	Less :Closing Balance	-	-
	Dividend Paid	**14,856,546**	**29,713,086**

		2016-2017	2015-2016
33.00	**Basic Earnings Per Share (EPS) Disclosure Under BAS 33 "Earnings Per Share" :**		
	The computation of EPS is given below:		
	(a) Net profit for the year	38,182,564	33,606,602
	(b) Number of Ordinary Shares	16,342,197	16,342,197
	(c) Basic EPS (a/b)	**2.34**	**2.06 ***
	*** Restated**		



34.00 **Operating Segment**

Segment Report
Balance Sheet
As at 30 June, 2017

Particulars	Medical Services	Diagnostic	Pharmacy	Other	Total
Assets					
Non-Current Assets:					
Property, Plant & Equipment	742,692,934	130,189,703	873,756	-	873,756,393
Investment in Associates	-	-	-	6,240,282	6,240,282
Total Non-Current Assets	**742,692,934**	**130,189,703**	**873,756**	**6,240,282**	**879,996,675**
Current Assets:					
Inventories	3,446,350	3,496,982	13,282,147	-	20,225,479
Accounts Receivable	9,997,450	640,340	2,482,685	575,166	13,695,641
Advance, Deposits & Prepayments	5,521,351	-	-	-	5,521,351
Advance Income Tax	1,460,000	-	-	-	1,460,000
Cash & Cash Equivalents	92,905,723	-	-	-	92,905,723
Total Current Assets	**113,330,874**	**4,137,322**	**15,764,832**	**575,166**	**133,808,194**
Total Assets	**856,023,808**	**134,327,025**	**16,638,588**	**6,815,448**	**1,013,804,869**
Equity and Liabilities					
Shareholders' Equity:					
Share Capital	163,421,970	-	-	-	163,421,970
Retained Earnings	63,737,053	26,059,977	34,888,972	904,250	125,590,251
Revaluation Reserve	565,643,644	-	-	-	565,643,644
Inter Unit Balance	(86,082,898)	107,051,346	(26,879,647)	5,911,198	-
Total Equity	**706,719,769**	**133,111,323**	**8,009,325**	**6,815,448**	**854,655,865**
Non-Current Liabilities:					
Deferred tax liabilities	108,465,598	-	-	-	108,465,598
Total Non-Current Liabilities	**108,465,598**	-	-	-	**108,465,598**
Current Liabilities:					
Accounts Payable	14,761,387	-	6,938,494	-	21,699,881
Other Payables	1,055,231	-	-	-	1,055,231
Provision & Accruals	15,506,186	-	-	-	15,506,186
Provision for Income Tax	2,994,994	1,215,702	1,690,770	-	5,901,465
Unclaimed Dividend	6,520,643	-	-	-	6,520,643
Total Current Liabilities	**40,838,440**	**1,215,702**	**8,629,264**	**-**	**50,683,406**
Total Liabilities	**149,304,039**	**1,215,702**	**8,629,264**	**-**	**159,149,004**
Total Equity and Liabilities	**856,023,808**	**134,327,025**	**16,638,588**	**6,815,448**	**1,013,804,869**

Since the **Medical Services** segment is the mother segment all assets and liabilities which are not directly segregatable are shown under **Medical Services** segment.



Segment Report

Income Statement

As at 30 June, 2017

Particulars	Medical Services	Diagnostic	Pharmacy	Other	Total
Revenue	173,393,030	101,664,632	101,577,938	-	376,635,600
Direct Expenses	(35,552,604)	(36,608,796)	(84,688,822)	-	(156,850,222)
Gross Profit	**137,840,426**	**65,055,836**	**16,889,116**	-	**219,785,378**
Operating Expenses					
Administrative Expenses	(115,456,669)	(46,446,569)	(3,034,861)	-	(164,938,098)
Profit from Operations	**22,383,757**	**18,609,267**	**13,854,255**	**-**	**54,847,280**
Financial Charges	(26,590)	(11,249)	(14,555)	-	(52,395)
Share of Profit/ (loss) of Associate	-	-	-	(654,912)	(654,912)
Non-Operating Income	-	-	-	4,882,515	4,882,515
Profit before contribution to WPPF	**22,357,167**	**18,598,018**	**13,839,700**	**4,227,603**	**59,022,488**
Contribution to WPPF	(2,299,066)	(396,294)	(115,234)	-	(2,810,595)
Profit before Tax	**20,058,100**	**18,201,724**	**13,724,465**	**4,227,603**	**56,211,893**
Income Tax Expenses	**(11,174,485)**	**(2,888,082)**	**(3,866,550)**	**(100,213)**	**(18,029,329)**
Current Tax	7,063,621	2,888,082	3,866,550	100,213	13,918,465
Deferred Tax	4,110,864	-	-	-	4,110,864
Profit after Tax	**8,883,615**	**15,313,643**	**9,857,916**	**4,127,391**	**38,182,564**
Other Comprehensive Income/(Loss):					
Total Comprehensive Income for the year	**8,883,615**	**15,313,643**	**9,857,916**	**4,127,391**	**38,182,564**

Since the **Medical Services** segment is the mother segment all expenditure which are not directly segregatable are shown under **Medical Services** segment.



35.00 Foreign Exchange Earned and Payment

During the year under audit the Company has not earned or made payment any amount of foreign currency.

36.00 Payment / Perquisites to Director and Officer

i) No compensation was allowed by the company to the directors of the company other than Managing Director's Remuneration as reported in note no. 23.

ii) No amount of money was expended by the company for compensation to any member of the board for special services rendered other than specified in note no. 23.

iii) Board Meeting attendance fee was paid to the directors of the company @ Tk. 7,000 per person for each meeting.

37.00 Provisions, Contingent Liabilities and Contingent Assets (BAS-37)

During the year under review no contingent liability or asset was recognized in the accounts as per BAS-37 as there was no uncertain future events of the company which could lead to an outflow of resources and similarly there was no unexpected events that give rise to the possibilities of an inflow of economic benefits to the company.

38.00 Impairment of Assets (BAS-36)

No facts and circumstances indicate that the company's assets may be impaired. Hence, no evaluation of recoverability of assets was performed.

39.00 Borrowing Costs (BAS-23)

Interest on loan is charged as revenue expenses.

40.00 Claim against the Company

There was no claim against the company acknowledged as debt as on June 30, 2017.

41.00 Number of Employees

The number of employees at year end were 665 (in 2015-2016, 666) persons.

42.00 Employee Benefits (BAS-19)

The Company provides short term employee benefits to its eligible employees in the form of incentive which charged as revenue expenditure in the period to which the incentive relates.

43.00 Workers' Profit Participation and Welfare Fund:

The Company recognizes a provision for Workers' Profit Participation Fund @ 5% of net profit before taxes in accordance with Bangladesh Labour Law 2006.

44.00 Subsequent Events-Disclosure Under BAS 10 "Events after the Reporting Period"

Subsequent to the Statement of Financial Position date, the Board of Directors in their meeting held on October 24, 2017 recommended 10% cash and 10% stock dividend for the year ended 30th June 2017. Thus, total amount is Tk. 32,684,394 on share capital Tk. 163,421,970. The dividend proposal is subject to shareholders' approval at the forthcoming Annual General Meeting.

Except to the fact stated above, there is no non-adjusting post Statement of Financial Position event of such importance, non-disclosure of which would affect the ability to the users of the financial statements to make proper evaluations and decisions.



45.00 Related Party Disclosures (BAS-24)

SL. No.	Particulars	Nature of Relation	Total Transaction Value	Outstanding	Remarks
1.00	Nurse Hostel	Mrs. Latifa Haroon, W/O Dr.A B M Haroon	1,490,400	-	-
2.00	The Imaging Services Ltd.	Associate Company referral income	436,364	-	-
3.00	The Imaging Services Ltd.	Rent from Imaging Services Ltd.	864,600	-	-
4.00	M.H. Samorita Hospital & Medical College	Common director	1,612,318	1,556,770	-

46.00 Special Report as per SEC Rules, 1987 and Companies Act, 1994.

1) Reporting as per SEC Rules, 1987:

a. General nature of credit facilities:

The company enjoyed the following credit facilities:

i) Term loan from Southeast Bank Ltd. as on 30 June, 2017 was Tk. Nil . Details report in the above credit facility have been given in note no. 16.

b. As per management declaration dated 17.09.2017 no loan has been given as well as taken to and from the company by the Directors, Officers and Associate.

c. Auditors remuneration has already been reported in note no. 23.

2) Reporting as per Companies Act, 1994:

a. i) 665 (Six hundred sixty five) employees engaged in the Hospital throughout the financial year who received total remuneration over Tk. 36,000 per year and 0 (nil) employees received total remuneration below Tk. 36,000 per year.

ii) There was no part-time employee in the hospital during the year under audit.

b. There was no expenditure under miscellaneous expenses head exceeding 1% of total revenue income of the company.

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

SAMORITA HOSPITAL LIMITED

Schedule of Fixed Assets

As at June 2017 (Accounting Base)

i) Cost

Annexure - A

Particulars	Cost				Rate	Value on Which Depreciation Charged on opening Value	Depreciation						W.D.V.
	Opening as on 01.07.2016	Addition during the period	Adjustment	Balance as at 30.06.2017			Opening as on 01.07.2016	Charged during the year			Adjustment	Balance as at 30.06.2017	Balance as at 30.06.2017
								Opening	Addition	Total			
	1	2	3	(1+2-3)=4	5	(1-3-7+11)=8	7	8	9	(8+9)=10	11	(7+10-11)=12	(4-12)=13
Land & land development	30,182,041	-		30,182,041		30,182,041	-	-	-	-		-	30,182,041
Building Construction	92,959,855	-		92,959,855	5.0%	28,564,259	64,395,596	1,428,213	-	1,428,213		65,823,809	27,136,046
Building Construction (New)	83,288,091	-		83,288,091	5.0%	61,237,710	22,050,381	3,061,886	-	3,061,886		25,112,267	58,175,825
Electric Equipment	29,169,031	1,025,528	769,889	29,424,670	20.0%	8,528,537	20,493,689	1,705,707	142,516	1,848,223	623,084	21,718,828	7,705,842
Laboratory Equipment	12,434,305	480,000		12,914,305	20.0%	4,093,431	8,340,874	818,686	55,096	874,281		9,215,155	3,699,150
Surgical Equipment	26,096,766	2,387,667	260,411	28,224,042	18.0%	11,201,389	14,874,012	2,016,250	173,040	2,189,290	239,046	16,824,256	11,399,786
X-Ray Equipment	3,779,000	-		3,779,000	20.0%	3,088,076	690,924	617,615	-	617,615		1,308,539	2,470,461
Furniture & Fixture	21,393,121	859,450	208,995	22,073,576	10.0%	11,912,984	9,480,172	1,191,298	44,179	1,235,477	157,030	10,506,619	11,566,957
Motor Vehicles	16,388,405	3,953,154	1,000,000	21,341,559	20.0%	9,990,174	8,398,649	1,998,035	240,439	2,238,474	902,418	9,636,705	11,704,854
Telephone Installation	2,180,061	15,600	3,550	2,192,141	18.0%	381,123	1,798,280	68,902	1,846	70,748	2,862	1,865,598	326,575
Lift	13,297,703	-		13,297,703	18.0%	3,386,930	9,910,773	609,667	-	609,667		10,520,440	2,777,263
Generator	7,629,834	-		7,629,834	18.0%	2,262,740	5,367,094	407,293	-	407,293		5,774,387	1,855,447
Medical Equipment	68,968,943	3,837,325	3,221,866	69,584,402	18.0%	30,260,512	38,496,420	5,446,892	382,758	5,829,650	3,009,855	41,316,215	28,268,187
Medical Oxygen System	24,813,410	395,000		25,208,410	18.0%	7,211,409	17,602,001	1,298,054	23,126	1,321,180		18,923,181	6,285,229
Electric Installation	14,792,447	-		14,792,447	18.0%	4,645,933	10,146,514	836,268	-	836,268		10,982,782	3,809,665
Water Installation	2,759,989	-		2,759,989	18.0%	996,643	1,763,346	179,396	-	179,396		1,942,742	817,247
										-		-	
Total (i)	452,133,032	12,983,744	5,464,711	459,652,065		217,943,891	233,658,725	21,683,843	1,063,199	22,747,042	4,934,295	251,471,472	208,180,593

ii) Revaluation

Particulars	Cost				Rate	Value on Which Depreciation Charged	Depreciation						W.D.V.
	Opening as on 01.07.2016	Addition during the period	Adjustment	Balance as at 30.06.2017			Opening as on 01.07.2016	Charged during the year			Adjustment	Balance as at 30.06.2017	Balance as at 30.06.2017
								Opening	Addition	Total			
	1	2	3	(1+2-3)=4	5	(1-3-7+11)=8	7	8	9	(8+9)=10	11	(7+10-11)=12	(4-12)=13
Land & land development	664,617,959	-	-	664,617,959		664,617,959	-	-	-	-	-	-	664,617,959
Building Construction	5,238,056	-	-	5,238,056	5.0%	740,646	4,497,410	37,032	-	37,032	-	4,534,442	703,614
Building Construction (New)	-	-	-	-	5.0%	-	-	-	-	-	-	-	-
Electric Equipment	3,823,599	-	-	3,823,599	20.0%	41,878	3,781,721	8,376	-	8,376	-	3,790,097	33,502
Laboratory Equipment	1,750,696	-	-	1,750,696	20.0%	19,175	1,731,521	3,835	-	3,835	-	1,735,356	15,340
Surgical Equipment	2,855,526	-	-	2,855,526	18.0%	51,814	2,803,712	9,327	-	9,327	-	2,813,039	42,487
X-Ray Equipment	2,247,077	-	-	2,247,077	20.0%	24,612	2,222,465	4,922	-	4,922	-	2,227,387	19,690
Furniture & Fixture	1,000,000	-	-	1,000,000	10.0%	120,226	879,774	12,023	-	12,023	-	891,797	108,203
Motor Vehicles	94,682	-	-	94,682	20.0%	1,038	93,644	208	-	208	-	93,852	830
Telephone Installation	-	-	-	-	18.0%	-	-	-	-	-	-	-	-
Lift	-	-	-	-	18.0%	-	-	-	-	-	-	-	-
Generator	-	-	-	-	18.0%	-	-	-	-	-	-	-	-
Medical Equipment	2,296,701	-	-	2,296,701	18.0%	41,676	2,255,025	7,502	-	7,502	-	2,262,527	34,174
Medical Oxygen System	-	-	-	-	10.0%	-	-	-	-	-	-	-	-
Electric Installation	-	-	-	-	18.0%	-	-	-	-	-	-	-	-
Water Installation	-	-	-	-	18.0%	-	-	-	-	-	-	-	-
		-	-	-		-	-	-	-	-	-	-	-
Total (ii)	683,924,296	-		683,924,296		665,659,024	18,265,272	83,224	-	83,224	-	18,348,496	665,575,800

Grand Total (i+ii)	1,136,057,328	12,983,744	5,464,711	1,143,576,361	-	883,602,915	251,923,997	21,767,066	1,063,199	22,830,265	4,934,295	269,819,967	873,756,393

