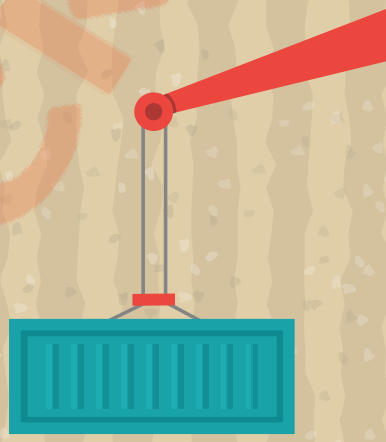
SAPL
Summit Alliance Port Limited





ANNUAL REPORT 2017-18



RSTOCK



Contents

Company Information	3-9
Corporate Directories	10-11
Notice of the 14th AGM	12-13
Chairman's Speech	14-15
Introducing the Directors	16-23
Success Milestones	24-25
Statement of Corporate Governance	26-29
Directors' Report to the Shareholders	30-55
Compliance Report on SEC's Notification	56-74
Financial Highlights	75
Shareholding Information	76
Management Discussion Analysis	77
CEO and CFO's Declaration to the Board	78
Certification on Compliance of Corporate Governance	79
Off-Dock Industry Container Handling Statistics	80-81
Management Team	82-83
Introducing the Senior Executives	84-88
CSR Activities	89
Audit Committee Report	90-91
Auditors' Report & Financial Statements	92-148
Proxy Form & Attendance Slip	149


MAERSK



Company Information

An initiative of Summit Group and Alliance Holdings Limited, Summit Alliance Port Limited (SAPL) was initially incorporated as a private company under the Companies Act, 1994 on December 06, 2003 and converted to a Public Limited Company on March 06, 2008. The Company's registered office is located at Katghar, South Patenga, Chattogram – 4204 and Corporate Office at The Alliance Building, 63 Pragati Sarani, Baridhara, Dhaka - 1212. With the permission of Bangladesh Securities and Exchange Commission (BSEC) vide its letter SEC/CI/IPO-101/08/343 dated July 01, 2008 the Company offered its shares to the Public and after completing all the required formalities, the shares of the Company commenced its trading through both the bourses of the Country effective from October 16, 2008. In 2012 SAPL acquired Ocean Containers Limited, the pioneer in private sector Off-Dock in Bangladesh, by amalgamation and the synergy thus achieved has further strengthen our capability both in terms of capacity and quality of service thereby giving us significant competitive edge over others.

SAPL is now the largest performer of the industry and handling around 22% of the Country's export containers.

Activity

Off-Dock

Principal activities of the company are to provide Off-Dock services to its valued clients that include as under:

1. Inland Container Depot comprising transportation and storage of empty containers and redelivery of the containers to various locations as per client's advice.

2. Container Freight Station comprising activities related to Export and Import cargo handling. The services that are provided include:

    - Receiving of export cargo, storage of the same in bonded warehouse, documentation to complete formalities related to export, stuffing (loading) of the cargo in the container and transportation of the same after due customs formalities to the Port Container Yard or Vessel Hook as per Client's advice.

    - Receiving import cargo from port yard, documentation, unstuffing (unloading) of the same after due Customs formalities and handing over of cargo to clients.

    - Company also provides some customized services to its clients, such as Container Condition Survey, its repair and maintenance; Fumigation; etc.



WARSTOCK



River Terminal

Besides, establishment of the company's River Terminal, the first of its kind in the country's private sector, on 15 acres of Company's freehold land on the bank of river Dholeswary in Muktarpur under Munshiganj district is complete. The River Terminal, being similar in certain respects to the Off-Dock establishment, have the bonded warehouse facilities with required handling equipment for Container Freight Station to handle export and import cargos as well as for storage of empty containers. In addition, the company provides container vessels for transportation of cargo to and from Chittagong Port. Once fully operational the River Terminal shall help the Exporters and Importers to be competitive by transporting cargo by less costly river transportation as well as help ease the pressure on the already overburdened Dhaka-Chittagong Highway. In order to facilitate future expansion the company has also procured adjacent land measuring in total 13.70 acre.

Facility

Off-Dock

At Chittagong, the company has three separate bonded depot on approx. 51 acre freehold land in Patenga, located 6.50 km away from the multipurpose container vessel berths of Chittagong Port, with facilities to provide both ICD and CFS services as detailed below:

- Total covered space of 515,116sft including 7,020 sft for specialized Garments on Hanger (GOH), with 12 separate Warehouse spread over our three depot for storage of export cargo before stuffing and transportation of the same after completing Customs and other formalities
- Import Warehouse of 26,600 sft to handle import cargo
- Jute Warehouse measuring 8,430 sft
- ICD facility for storage of approx. 6,500 empty container (at any point of time) Plug-points for simultaneously handling 100 Refrigerated (Reefer) containers
- Fleet of heavy and light equipments including, amongst others, Laden Reach Stackers, Cranes, High & Low Mast Forklifts of various capacities, Empty Reach Stackers, Side Stackers, Cargo Lifts, Trailers, Prime Movers and other handling equipments like hand-trolleys etc.
- Four Standby generators of 220 KVA, 320 KVA, 550 KVA and 800 KVA (Total supply capacity 2 MW approx.) for supporting power to the entire yard and warehouses



River Terminal

- Total area = 15.25 acres with dedicated Truck parking facility
- Capacity = Handling of 120,000 TUEs of export/import cargo per Annum and storage of 2,000 TUEs of Empty containers at any given point.
- Container yard /Storage area = 3,50,000 sft
- Reefer Yard = 10,000 sft, 20 reefer points / plugs
- Import Shed = 10,000 sft

STOCK



- Export Shed = 45,000 sft (3 floor x 15000 sft). With cargo lifting facility: 02 Cargo lift (capacity each 4 MT), High Mast Fork lift lifting facility.
- Jetty = 80m x 22m (19116 sft)
- 02 units of FCC, each unit 40 MT capacity
- Container Handling equipment's - Reach Stackers, Forklifts, Prime Movers + Trailers.
- 02 Diesel Genset, Brand new - Tempest, 600 & 650 KVA (total supply capacity 1 MW)
- 2 MW connection from National Power Grid
- Office building with facilities for Customs as well as dedicated space for Shipping Agents, C&F Agents and other amenities (24 hrs Security, CCTV facility, Employee/ Visitor Car parking, separate entry for employee, officers and workers, canteen, latrines)
- Separate and secured truck parking area for approx. 300 trucks on 2.05 acres of land



Strength

The company has received the Global Security Verification (GSV) certification which is the leading international business network for supporting the development and implementation of measures for enhancing Global Supply Chain Security. With this GSV certificate the company was determined by an independent 3rd party expert as having the appropriate security measures in place, as published by the U.S. Bureau of Customs and Border Protection.

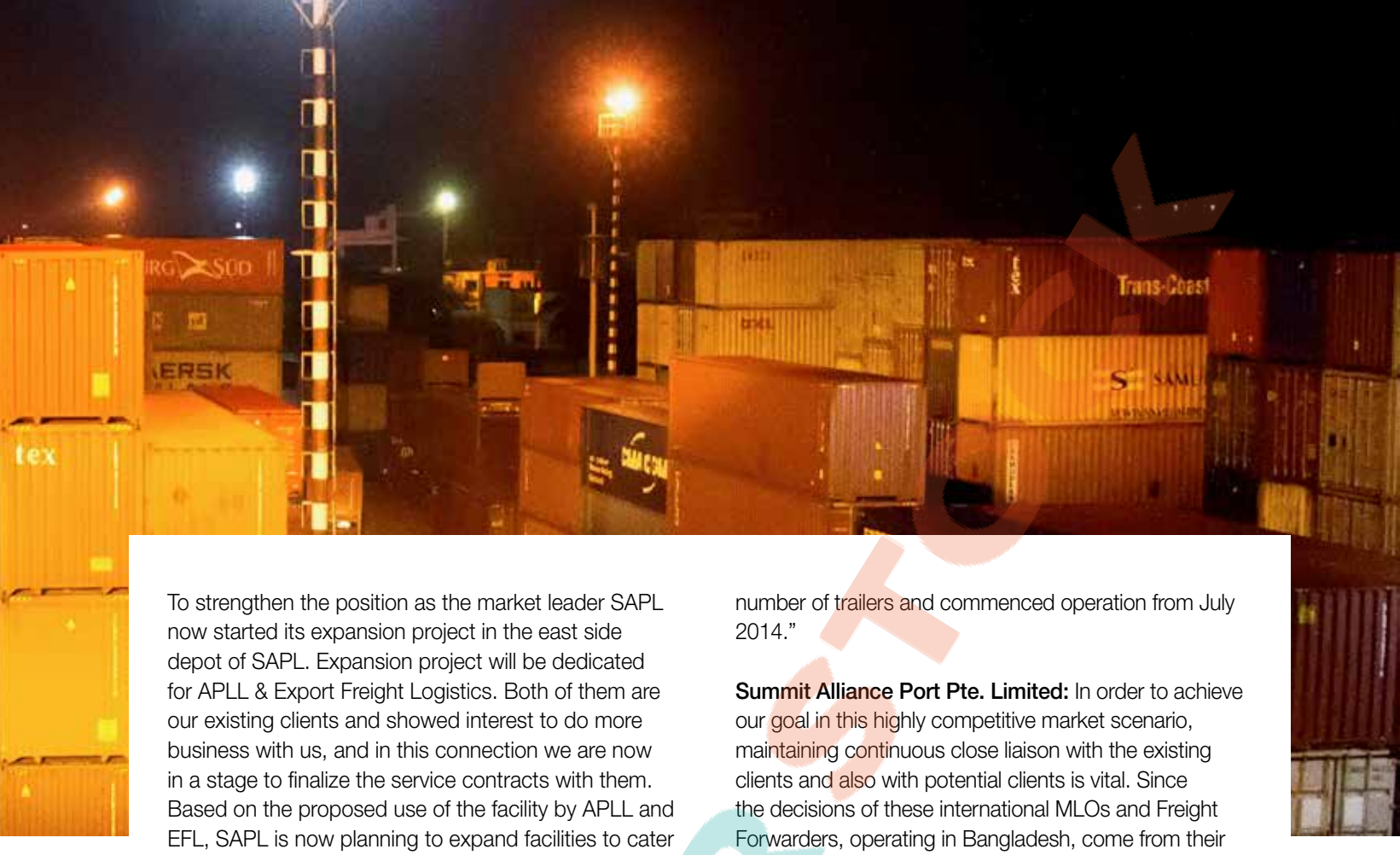
Business of Land and Infrastructure Development:

Considering the immense opportunities in the sector, SAPL is in continuous strive to expand its infrastructure and facilities in order to set the standards and always remain ahead of the industry competitors. The company's continuous investments in equipment and infrastructural development, including purchase of land coupled with the most professional management team in the industry has enabled SAPL to provide high standard of service to clients and gain a significant competitive edge. With the goodwill earned for the quality service of international standard over the years which was possible for the dedicated services provided by qualified and experienced management team and work force, SAPL enjoys an esteemed clientele list including, among others, DAMCO, Kuehne+Nagel Limited, APL Bangladesh Limited, DSV Air & Sea Limited, Maersk Bangladesh Limited and several other prestigious Freight Forwarders and Main Line Operators.

Strategy & Expansion:

There is a tremendous capacity crunch being faced across the private Inland Container Depot/ Container Freight Station (Off-Dock) industry located at Chattogram to cope with handling of increased trade volume. This capacity crunch is directly impacting the performance of Chittagong Port, leading to severe congestion and delays in vessel turnaround, all of which is adversely impacting the Exporters and Importers.

SAPL's analysis shows that very few, if any, of our competitors in the Off-Dock sector are in a position to build more capacity due but to lack of available land, this places the onus on SAPL to urgently increase capacity and thereby help ease the congestion at Chittagong Port. The planned capacity increase will consist of both physical infrastructure development as well as procurement of container-handling equipment.



To strengthen the position as the market leader SAPL now started its expansion project in the east side depot of SAPL. Expansion project will be dedicated for APLL & Export Freight Logistics. Both of them are our existing clients and showed interest to do more business with us, and in this connection we are now in a stage to finalize the service contracts with them. Based on the proposed use of the facility by APLL and EFL, SAPL is now planning to expand facilities to cater to the need of the clients. There will be three storied shed comprising area of around 150,000 sft. With this facility SAPL will able to handle minimum 16,800 TEUs of export volume. This will be increased in the future years. SAPL will be able to earn at least BDT 200 million additional revenue yearly from this project.

SAPL has three subsidiary companies as under:

Cemcor Limited: A private limited company incorporated under the Company's Act 1994. SAPL holds all but 4 shares of the company's 1,758,300 ordinary shares of Tk.10/- each. Cemcor, in turn, owns100% shares of Wahid Spinning Mills Limited (WSML) which was purchased from its promoters on 19th September 1999. WSML was incorporated as private limited company on 6th September 1999 under the Companies' Act 1994. Neither Cemcor nor its subsidiary (WSML) is operative.

Container Transportation Services Limited: A private limited company established on 25th November 2013 under Companies Act 1994 and with main objective to transport containerized export/import cargo to and from Chittagong Port and other Depots. Company has, in its fleet, 29 number Prime Movers with similar number of trailers and commenced operation from July 2014."

Summit Alliance Port Pte. Limited: In order to achieve our goal in this highly competitive market scenario, maintaining continuous close liaison with the existing clients and also with potential clients is vital. Since the decisions of these international MLOs and Freight Forwarders, operating in Bangladesh, come from their regional offices, most of which are based in Singapore, it became necessary for SAPL to have an office in Singapore equipped with adequate number of qualified and experienced personnel as this will provide the clients with a level of comfort and transparency that our competitors can't match.

Moreover, with the company's plans to operate new projects in numerous geographic locations - both in Bangladesh and regionally - the Singapore office will allow for recruitment of highly qualified Shipping/Port sector managers who are present there as well as provide access to potential Financiers.

There fore on 12th October, 2016 a 100% owned subsidiary of Summit Alliance Port Limited (SAPL) formed in the name and style of Summit Alliance Port Pte. Limited (SAPPL).

SAPL, as the country's largest Inland Container Depot and Container Freight Station (Off-Dock) service provider with over 65 acre of freehold land and 645,000 sft of warehouse space. SAPL alone is facilitating the Foreign Exchange earning generation of the country by handling over USD 8bn worth of export cargo per year and thereby providing a vital logistics service that is necessary for facilitating the country's growing exports.

Corporate Directories

Mr. Muhammed Aziz Khan
Chairman

Mr. Jowher Rizvi
Managing Director

Mr. Syed Yasser Haider Rizvi
Addl. Managing Director

Mrs. Anjuman Aziz Khan
Director

Mr. Mohammad Latif Khan
Director

Mr. Syed Nasser Haider Rizvi
Dpty. Managing Director

Ms. Ayesha Aziz Khan
Director

Mr. Faisal Karim Khan
Director

Ms. Azeeza Aziz Khan
Director

Mr. Syed Fazlul Haque
Director

Captain Asif Mahmood
Director

Captain Kamrul Islam Mazumder
Director

Mr. Abdul-Muyeed Chowdhury
Independent Director

Mr. Lutfe Mawla Ayub
Independent Director

Rear Admiral Riazuddin Ahmed (Retd.)
Independent Director





CORPORATE OFFICE

The Alliance Building,
63 Pragati Sarani,
Baridhara, Dhaka-1212

REGISTERED OFFICE & OFF-DOCK LOCATION

Katghar, South Patenga,
Chattogram- 4204.

AUDITOR

A. Qasem & Co.
Dhaka Office: Gulshan Pink City,
Suites 01-03, Level 7, Plot 15, Road 103
Gulshan Avenue, Dhaka-1212.

LEGAL ADVISOR

Legal Professional
Barristers & Advocates
Suite No. 1209-10, Eastern Commerciaal
Complex (12th Fl.), 73 Kakrail, Dhaka-1000

MAIN BANKERS/FINANCIAL INSTITUTIONS

Standard Chartered Bank Limited

Jamuna Bank Limited

Eastern Bank Limited

Dutch-Bangla Bank Limited

IFIC Bank Limited

Nederlandse Financierings-Maatschappij voor Ontwikkelingslanden N.V. (FMO)

Infrastructure Development Company Ltd. (IDCOL)

Notice
14th Annual General Meeting

Notice is hereby given that the 14th Annual General Meeting of Summit Alliance Port Limited will be held at Summit Alliance Port Depot (West), Katghar, South Patenga, Chattogram-4204 on Saturday, the 10th of November 2018 at 11-30 a.m. to transact the followings:

1. To receive and adopt the Directors' Report and the Audited Financial Statements of the Company for the year ended on 30th June 2018 together with the Auditor's Report thereon.
2. To Declare final Dividend for the financial year 2017-18
3. To elect/re-elect Directors retiring in terms of Article-41 and Article-42 of the Company's Articles of Association
4. To confirm appointment of Independent Director for a period of three years from the date of appointment as per Conditions 1(c) and (e) of BSEC Notification dated 3rd June 2018: Corporate Governance Code.
5. To ratify renewal of appointment of Managing Director of the Company as per the provision of section 110 of the Company's Act 1994 for the period of five years from date of expiry of his five year term.
6. To appoint Statutory Auditors for the audit of account for the year ending on 30th June 2019 and fix their remuneration.
7. To consider appointment of Professional Accountant/Secretary to certify regarding compliance of Corporate Governance conditions for 2018-19 as stipulated in Condition-9 (2) of BSEC Notification dated 3rd June 2018: Corporate Governance Code.

Dhaka, the 22nd October 2018

Md. Abdullah Osman Shajid
Company Secretary

Notes:

Members entitled to attend and vote at the Annual General Meeting may appoint a Proxy to attend in his/her stead. The Proxy Form must be affixed with requisite revenue stamp and deposited at the Company's Registered Office not less than 48 hours before the time appointed for holding the meeting

The record date was fixed on **18th October 2018** for closing of share transfer book. Members whose names will appear in the Members'/Depository Register on the Record date will be eligible to attend and vote in the AGM and to receive dividend as approved in the AGM.

Admission to the meeting will be strictly on production of the attendance slip sent with the notice as well as verification of signature(s) of member(s) and/or proxy holder(s).

Members may please note that no food or gift or benefit in cash or kind, other than in the form of dividend, be given/offered at the 14th AGM of the company as per the notification of Bangladesh Securities and Exchange Commission No. SEC/SRMI/2000-953/1950 dated 24th October 2000.

IMAM STOCK





Chairman's Speech

Dear Co-owners of Summit Alliance Port Limited,

It is my privilege and honour to welcome you, the owners of Summit Alliance Port Limited (SAPL) to the 14th Annual General Meeting. Your Company is the pioneer in the Inland Container Depot, Container Freight Station and River Terminal sectors in Bangladesh and till today continues to be the largest and most important contributor in the industry, handling over 270,000 TEUs in 2017– 2018, which represented a 10% growth over the previous 12 months.

Your company continues to place significant efforts on the River Terminal project which, due to its pioneering nature, will take time for the Clients, Regulators and important operational stakeholders like Chattogram Port Authority to fully recognize the range of services being provided. Considering that trial Import operations could only be started on March 2018 upon belatedly receiving necessary permission from the Regulators, the project has already attracted significant interest from the clients and is presently offering a weekly connection to Chattogram Port. With focus being given to increase the export and import volumes along with the frequency of vessels calling at the River Terminal, the prospects of the project and the benefits it can provide to the Dhaka-based users remains extremely positive.

The diligent use of the funds raised from the successful Rights Share Offer and the timely steps taken to increase the infrastructure at Chattogram for handling Export cargo has shown immediate results with your company enjoying a 12% increase in Export cargo volumes with corresponding revenue growth of 18%. For Import cargo the expected release of further import items to be handled by the Off-Docks did not take place but SAPL still managed to increase volumes by 8% along with corresponding revenue growth of 10%. For both Export and Import handling your company outperformed the Industry where overall cargo handling growth for the year was 9% and 6.50% respectively.

The earlier implementation of the National ICD – CFS Policy has meant that the much needed revision of the various handling Tariffs could not be implemented by the Industry. To overcome this handicap your company has undertaken a strong drive on controlling operating costs and has successfully reduced consolidated Operating Costs by 7% even though higher cargo volumes were handled during the period under report. This has allowed our Gross Profit Margins to improve even further from 44% in 2016–17 to 52% in 2017–18.

Despite all the positive gains in terms of volumes, revenues and gross profit margin, the overall profitability of SAPL was 9% lower than the previous year not because we earned less from our operations in Chattogram but because we are creating a new business model, the first ever River Terminal in Bangladesh Private Sector. This required understanding and acceptance of various regulatory bodies and that resulted in delay in receiving licenses and other regulatory permissions. Thus delay in completion of regulatory formalities, in turn, delayed full-fledged operation of the newly established River Terminal. As the Terminal starts full-fledged operations, you will Insha-Allah see this loss turns into good profits in the coming years.

Aside from the above mentioned factors, it is highly encouraging that your Company's primary business i.e. the Off-Dock operations at Chattogram achieved a 26% increase in Net Profit before Tax in 2017–18. With cargo volumes projected to increase due to further development of our infrastructure, ongoing cost control measures and the long awaited tariff matter to be addressed by the Industry, the prospects for 2018–19 look bright and your Company is confident that the challenges experienced in the year under report will be overcomed.

After achieving the significant milestone in 2016–2017 of becoming the only Bangladeshi company to successfully bid for an International Port project SAPL, via its wholly owned Indian subsidiary Summit Alliance Port East Gateway (India) Private Limited, has recently completed the contract signing formalities with Inland Waterways Authority of India (IWAI) and handover of the Garden Reach Terminal (Kolkata) is expected within the next 2–3 months. Your Company's experience of establishing and successfully commencing operations of the existing River Terminal Project at Munshiganj was highly valued by the Indian Authorities and SAPL had the honour of preparing the Schedule of Port Tariff which will be used for both existing and future IWAI projects. With Bangladesh–India trade volumes continuing to increase, the Garden Reach Terminal facility is expected to handle significant volumes immediately upon handover.

I am grateful to all our regulators, key stakeholders, our colleagues as well as members of the Company's Board for all their contributions in 2017-2018. Most importantly I would like to thank you, our Shareholders/Owners, for your continued confidence, understanding and support to ensure the success of SAPL.

Warm regards and I look forward to seeing you again.

Muhammed Aziz Khan
Chairman

Introducing the Directors



Mr. Muhammed Aziz Khan
Chairman

Muhammed Aziz Khan is the founder of Summit Corporation Limited (formerly known as Summit Industrial and Mercantile Company (Pvt.) Ltd. (SIMCL)). Summit Group is recognized as the largest infrastructure group in Bangladesh employing over 5000 people with investments in the energy sector, port (www.saplbd.com), shipping, hospitality and information technology.

Under the leadership of Muhammed Aziz Khan, Summit set up the first private sector port and off dock facilities, as well as first Independent Power Plant of Bangladesh. In 1996 it's first off dock facility 'Ocean Containers Ltd' now known as Summit Alliance Port Ltd (SAPL) was set up. In 1998, Khulna Power Company Limited, country's first independent power project was set up by Mr Khan. Currently, Summit generates more than 1950 megawatts (MW), of electricity and is by far the largest independent power producer in the country. A further 600 MW of electricity generation facility is presently under construction by the Group. Summit Communications Ltd., another company founded by Mr. Khan is the first company to lay a nationwide telecommunication transmission network.

Summit Communication Ltd's fiber optic cables cover 70% of Bangladesh, and the company also connects Bangladesh to India and Myanmar through terrestrial fiber optics. Summit's subsidiary, IPCO Ltd., a hospitality and real estate company, is building one five-star hotel (InterContinental), one four-star hotel (Crown Plaza), a convention hall, 1000 high class shops and an office tower beside the International Airport of Dhaka. Summit is setting up Bangladeshi second 'Floating Storage Regasification Unit' FSRU in joint venture with Mitsubishi Corporation under the name Summit LNG Terminal Co. (Pvt) Limited.

Summit Power Limited, Summit Alliance Ports Limited and Khulna Power Company Ltd. are subsidiaries of Summit Group and are currently listed in the Dhaka and Chattogram Stock Exchanges with a combined market capitalization of about Tk. 100 billion.

In the recent past, Summit has entered into a partnership venture with IFC AMC and other internationally reputed firms, by forming a new company named Summit Power International Pte. Ltd. with its office in Singapore. The partnership has brought in an investment of US $ 175 million for the power sector of the Group. Besides, Summit also entered into an agreement with General Electric of USA for development of gas turbine power plants in the South Asian Region. An MOU was also signed with Wartsila of Finland, (world's largest manufacturer of reciprocating engines), for cooperation in the Indonesian market.

Muhammed Aziz Khan was born in 1955. He has an MBA from the Institute of Business Administration (IBA), University of Dhaka. Mr. Khan is also the Chairman of Siraj Khaleda Trust and former President of Bangladesh Association of Publicly Listed Companies (BAPLC), a member of the Prothom Alo Trust and was also the founder President of Bangladesh Scouts Foundation and Bangladesh Energy Companies Association.

Muhammed Aziz Khan is the Honorary Consul General of Finland to Bangladesh.

Muhammed Aziz Khan is married to Anjuman Aziz Khan and has three daughters, Ayesha, Adeeba and Azeeza.



Mr. Jowher Rizvi
Managing Director

Mr. Jowher Rizvi completed his MBA degree in International Finance and Accounting from Indiana University, USA. He also earned MA in Economics with Honors from Dhaka University.

Mr. Rizvi started his professional career with Bank of Credit and Commerce International (BCCI) in 1977 and at the same time was engaged with Institute of Business Administration (IBA) as a part time (Honorary) Lecturer. From 1991 to 1997, he served Union Bank Zambia Ltd., Zambia as its founder Managing Director. Within a short span of 6 years Mr. Rizvi took the new bank to the 2nd leading position (amongst local private banks) in the competitive Zambian banking sector and had his achievements recognized with the prestigious Banker of the Year award.

Returning to Bangladesh he established Alliance Holdings Limited and started his journey as an entrepreneur. In 1997, in partnership with Summit Group, he entered the Off-Dock business where Mr. Rizvi has since served as the Managing Director of Ocean Containers Limited (OCL). Subsequently in 2003, the two sponsors jointly made another valuable addition to the expanding Off-Dock industry of the Country by establishing Summit Alliance Port Limited (SAPL), which is the only company of its kind now listed with the two major bourses of the country. OCL was merged with SAPL in 2012.
In association with Engr. Newaz Khan he ventured into prefabricated steel business and established state of art PEB Steel Alliance Limited (PEBSAL) factory in 2006 as its founding Managing Director. In a very short period of time under his dynamic leadership and global experience, PEBSAL came to be recognized as one of the best and became largest factory in prefabricated steel sector of Bangladesh.

In late 2017 Mr. Rizvi established another Off-Dock (Ispahani Summit Alliance Terminal Limited), one that was much needed in order to cater to the country's growing export and import volumes, this time in partnership with Ispahani Group and Summit.

In February 2018, with his extensive banking background and goodwill, Mr. Rizvi brought together the premier Bangladeshi business groups along with People's Leasing & Finance PLC of Sri Lanka to set up a joint venture Financial Institution - Lankan Alliance Finance Limited - where he is the founder Chairman.

Mr. Rizvi, through Alliance Holdings Limited, also has substantial investment in Textile, Real Estate, Lubricant Blending etc. In spite of his busy schedule, he still finds time to pursue his favorite passion and teaches on part time (honorary) basis at Chattogram Port Authority (CPA) Training Institute and National Defense College (NDC).



Mrs. Anjuman Aziz Khan
Director

Mrs. Anjuman Aziz Khan has been on the board of directors for SAPL since the formation of both companies. She has taken a keen interest in ensuring that her responsibilities as a member of the board are fulfilled and decisions are established such that shareholders receive the best returns on their assets.

Besides her role on the board and in business, Mrs. Khan is a strong believer of CSR, which she believes is of importance in the development of society. In this view she has taken part in many CSR projects, such as being an active member of the board of Siraj Khaleda Trust- a social wing of Summit Group, which has set up a 200 bed hospital for medical services on a charitable basis in Dhaka Cantonment. She is also a contributing member of Assistance of Blind Children (ABC), Women's Entrepreneurship Development as well as supporting Anandapath, a school in Tangail.



Mr. Syed Yasser Haider Rizvi
Addl. Managing Director

Mr. Syed Yasser Haider Rizvi completed his BSc (Hons) in Economics from University College London (UCL), one of the top ranked universities in the UK. He started his professional career in 2002 with Standard Chartered Bank's prestigious International Management Trainee program in Bangladesh where, after the 2 year program, he was fast-tracked as a Manager for the Bank's Consumer Operations department. In 2005 he joined Global Beverage Co. Ltd. as Deputy Managing Director, looking after overall production and distribution activities of the company, helping the company reverse the trend of several loss making years. In a short time span the company was able to undertake a 400% capacity expansion in order to cater to the increased product demand. Mr. Rizvi joined Ocean Containers Ltd. and Summit Alliance Port Ltd. as Deputy Managing Director in 2007 where he directly oversaw expansion work related to land acquisition & development of over 45 acres and warehouse construction of 200,000 sft in order for the company to retain their market leadership position. In addition to his responsibilities at Chattogram Mr. Rizvi is also the Director in-Charge of the company's River Container Terminal Project (at Munshiganj) which commenced trial operations in Q2 2016, the 1st private sector facility of its kind in the country.

Mr. Rizvi has introduced new several new concepts which include, amongst others, mechanization of export cargo handling inside the warehouses, innovative designs for import cargo handling warehouses and technology-based security measures for container movement, all of which have since been widely adopted across the country's Off-Dock industry.

As SAPL's nominated Director on the board of the Off-Dock trade body 'Bangladesh Inland Container Depot Association (BICDA)' Mr. Rizvi has actively worked towards formulating growth strategy and sustainability for the industry.

Mr. Rizvi has recently been chosen as the Convenor of the Standing Committee on National Infrastructure - 2017, Dhaka Chamber of Commerce and Industry.



Mr. Syed Nasser Haider Rizvi
Deputy Managing Director

Mr. Nasser Rizvi completed his BSc. in Management from Bentley University, Boston, USA. He started his professional career in 2007 taking the responsibility of Director at Global Beverage Co. Ltd. Which included monitoring and supervision of all marketing activities of Virgin Drinks Products as well as overall operational activities of the company and introduced new products such as Appy Fizz, Shark Energy Drink and Agro's fruit based beverage products.

Mr. Nasser Rizvi serves Summit Alliance Port Limited as Deputy Managing Director. His primary responsibility includes overseeing the IT infrastructure and client relations. He is presently implementing a new software for the company to provide online real time data to clients.

He is also the managing Director of Oriental Oil Co. Ltd, a company that manufactures and distributes various grades of engine lubricants under the brand Hindustan Petroleum (HP).

Since 2010 Mr. Rizvi is also serving Alliance Holding Limited as its Deputy Managing Director.

He is also a certified Lead Auditor for ISO 9001:2000.



Mr. Latif Khan
Director

Mr. Md. Latif Khan was born 1958 in Dhaka. He pursued BA in Public Administration at Dhaka University, and subsequently left for higher studies to the U.S. in 1981. There, he worked for over 15 years in the financial sector. He was a stockbroker and a financial analyst at Prudential Insurance of America where he received numerous sales achievement awards. He also worked as a Financial Officer at Wells Fargo Bank in California. He returned to Bangladesh in 1997 and thereof joined Summit Group as the Managing Director of Summit Shipping Limited. He has been elected Vice Chairman of Summit Power Limited since 2009 and also elected President of Bangladesh Independent Power Producers' Association since 2015. Mr. Khan has established himself as a sound and dynamic businessman of the country.



Ms. Ayesha Aziz Khan

Director

Ayesha Aziz Khan is the Managing Director of Summit Power International and holds the position of Director in several companies of Summit Group. Ayesha Khan has extensive experience in the power sector specifically in financial management and structuring for power generation companies, infrastructure finance and structured finance. In her career, she spearheaded the financial close of more than USD 1 billion for multiple power projects, which includes - Summit Bibiyana II Power Company Limited, Summit Narayanganj Power Limited, Summit Power Limited and Summit Meghnaghat Power Company Limited.

She is a valuable member of SAARC Chamber of Commerce and Industry, Federation of Bangladesh Chamber of Commerce & Industry and had been member of Prime Minister's business delegation to India and USA from Bangladesh. She is a member of Singapore Institute of Directors.

Ayesha Khan completed her graduation in Economics and Business from the University College London, London, United Kingdom and Masters in Business Administration from Columbia University, New York, USA.



Mr. Faisal Karim Khan

Director

Mr. Faisal Khan is the Additional Managing Director of Summit Corporation. Prior to that, Mr. Khan was the Director Operations of Summit Power Limited and a member of the Board of Directors of all subsidiary companies under Summit Group. He was involved in the development of 10 Power Projects totaling over 1100MW in the past decade.

He began his journey with Summit Group as an intern during summers throughout his college days and officially joined the Group in 2007. Thereafter, he spent stints at various businesses of Summit Group which includes Power Generation, Communications, Properties, Ports and Shipping Services; to gain insight, knowledge and experience in various sectors. He is currently responsible for the management and development of large infrastructure businesses of Summit Group.

Mr. Khan served as the Chairman of National Standing Committee for National Energy Strategy for Private Sector Development and also as the Co-Convener of National Standing Committee for Energy & Power Sector at Dhaka Chamber of Commerce & Industries. He was also elected as a Director of Bangladesh-China Chamber of Commerce.

Mr. Khan holds a Bachelor of Mechanical Engineering Degree from University College London (UCL) and a Master of Business Administration Degree from London Business School (LBS).



Ms. Azeeza Aziz Khan
Director

Ms Azeeza Aziz Khan completed her graduation in Bachelors in Economics and Business from University College London in the UK in 2011. Upon graduation Ms Khan worked briefly in private equity and wealth management at Bank of America-Merrill Lynch before moving back to Bangladesh to join Summit group as a Director.

Ms Khan spent her initial years gaining a deeper understanding about Summit's core business, with a strong focus on finance and internal audit controls, in line with her educational background. In order to better serve as a director of Summit Group, she has taken on and completed project finance training at IDCOL and Leadership, Innovation and Strategy (LIS) program from General Electric in Kuala Lumpur Malaysia.

Since 2011, she has also been a key contributor to the establishment of Summit's CSR charter and driver of the group's CSR activities and currently sits on the distinguished board of Seid Trust, non-government voluntary development organization working for social inclusion and promoting rights of underprivileged children with disabilities including intellectual and multiple disabilities as well as autism since 2003

Alongside her work responsibilities, Ms Khan is simultaneously pursuing an accreditation as a Chartered Accountant and has already completed her practical working experience with Rahman Rahman Huq KPMG Bangladesh. She currently works with the audit committee at Summit which ensures that the groups adherence to corporate governance and best practices.

Her long term goal at Summit is to ensure that as an organisation, it has a strategic road map for the near, medium and long term and to spearhead it's business development.



Mr. Syed Fazlul Haque, FCA
Director (Finance & HR)

A Chartered Accountant by profession, Syed Fazlul Haque, started his career as partner of A Qasem & Co, Chartered Accountants in mid 1971. In April 1975 he moved to executive career by joining Biman, Bangladesh Airlines, as its Controller of Accounts and since then his long varied career included increasingly higher positions in different local and multinational organizations. Mr. Haque served in Padma Oil Co Ltd for 12 years and left the Company as its CEO in January 1993 to join Glaxo Bangladesh (subsequently renamed as GlaxoSmithKline Bangladesh) as Finance Director. In Glaxo he was promoted as Managing Director of the Company in August 1997 and continued in the position until his retirement on 31st December 2002. On 1st January 2005 Mr. Haque joined Summit Alliance Port Limited.

During the tenure of his long career, Syed Fazlul Haque served as Committee member of Metropolitan Chamber of Commerce & Industries, Foreign Chamber of Commerce & Industries and Bangladesh Employers Federation. At present, besides his assignment as a Director of Summit Alliance Port Ltd, Mr. Haque is also a Board member of Summit Power Ltd and other Companies of Summit Group.



Captain Asif Mahmood

Director (Project & Procurement)

Captain Asif Mahmood joined Summit Alliance Port Limited in 1999 and at present is holding the position of Director, Projects & Procurement of Summit Alliance Port Limited. Son of a retired Army officer (Major), Captain Mahmood was born on 13th August 1959. After completion of his College education in 1978 from Adamjee School & College, Dhaka Cantonment, Captain Asif Mahmood entered a career in sailing with renowned companies such as Gulfeast Ship Management Ltd, UASC, NYK, HRC. He has experience in Container Vessels, Break Bulk Ship and Car Carriers.

Captain Asif Mahmood obtained his professional certificates on Class 3 in 1985 from Liverpool (UK), Class 2 in 1989 from Cardiff (UK) & Class 1 Master's in 1995 from South Shields (UK).



Capt. Kamrul Islam Mazumder

Director & Chief Operating Officer (Off-Dock)

Captain Kamrul Islam Mazumder, had his early education at Faujdarhat Cadet College from 1969 to 1975. He passed his HSC in 1975 securing 8th position in the combined list of successful candidates from the Comilla Board. He then graduated from the Bangladesh Marine academy.

He passed two professional examinations from Ireland and finally passed his Master Mariner examinations from Liverpool in England. He started his sea career as a cadet with the Bangladesh Shipping Corporationin 1977, later moving to a HongKong based Company to serve in various sea-going capacities on board bulk carriers. He commanded bulk carriers from 1992 till 1997 when he left sea to start his shore-based career. Capt. Mazumder joined Maersk Bangladesh Limited as Manager, Chattogram in 1997. During his tenure with Maersk Bangladesh, Capt. Mazumder oversaw PAN- Country Operations and Security apart from general management of the Chattogram Branch. He last served Maersk Bangladesh Ltd. as General Manager Operations.



Mr. Abdul-Muyeed Chowdhury

Independent Director

Mr. Abdul-Muyeed Chowdhury is an Independent Director of Summit Alliance Port Limited since May 03, 2012. A civil servant for 33 years from 1967 to 2000 having joined the then CSP cadre in 1967. Mr. Chowdhury served as Secretary to the Government of Bangladesh in various Ministries from 1994-2000. He served as an Adviser to the Caretaker Government of 2001 holding charge of five Ministries. Mr. Chowdhury has broad knowledge and experience of serving in the Boards of different public and private organizations. He was the first Chairman of the SME Foundation which has been set up by the Government to promote and support SMEs in the country. He was the Founder Chair of the Federation of NGOs in Bangladesh (FNB) representing internationally renowned NGO Brac where he was the Executive Director from 2000 to 2006. He was also a founding Board member of NGO Foundation (NGOF) set up by the Government with an endowment fund for financing small NGOs in the country for multifarious poverty and social development programmes. He was the Managing Director of Biman Bangladesh Airlines from 1991 to 1994 and Chairperson of BRACNet (a Japan-US-Bangladesh) joint venture ISP Company from 2005 to 2016. He is a Board member of- Brac University, Sajeda Foundation and several successful listed and non-listed Companies. He is also the Founder and CEO of Tiger Tours Limited, the only tour operating company in Bangladesh registered with the Board of Investment (now BIDA).

Mr. Abdul-Muyeed Chowdhury obtained BA (Honours) in 1964 and M.A in 1965 in History from Dhaka University. He also studied Public Administration at the University of Tennessee, Knoxville USA in 1981 as a Fulbright Scholar.



Mr. Lutfe M. Ayub

Independent Director

Mr. Lutfe M. Ayub has been inducted as an Independent Director of Summit Alliance Port Limited in the Board meeting held on April 08, 2013. He is currently holding the position of Chairman of Rabab Group Dhaka. Mr. Ayub is a seasoned and recognized business leader with a track record of 27 years of proven successful contributions towards the growth of Garment and Textile sectors at Bangladesh. Mr Ayub is also nominated Director Sunflower Life Insurance Company Limited and Director to Alliance Lease Finance Company Ltd.

Mr. Ayub enthusiastically takes part in Social and Community activities. He is the member of Chattogram Club, Chattogram Boat Club, Bhatiary Golf Club. Besides he is also a founder Director of Chattogram Metropolitan Chamber of Commerce and Industries and a Trustee to Chattogram Independent University and Independent University of Bangladesh Dhaka. Mr. Ayub was recognized as a Commercial Important Person (CIP) multiple times because of his contribution to the promotion of Exports from Bangladesh.



Rear Admiral Riazuddin Ahmed

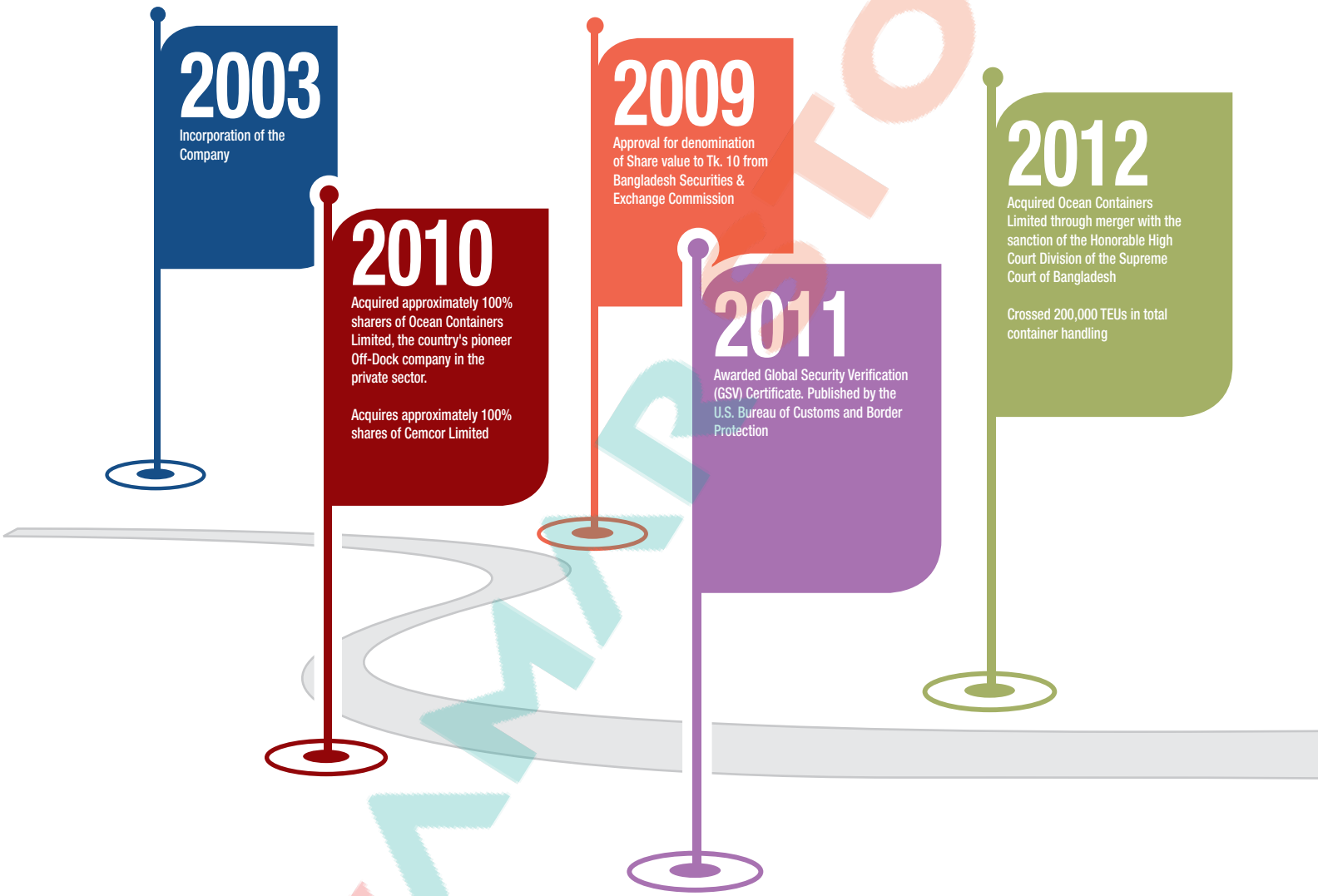
OSP, BSP, ndu, afwcpsc (retd)
Independent Director

Rear Admiral Riazuddin Ahmed, OSP, BSP,ndu, afwc, psc(retd) was an officer of Bangladesh Navy for 38 years. During his long Naval career he served in different ships/establishments of Bangladesh Navy, Armed Forces Division (AFD) and Directorate General of Defense Purchase (DGDP) in various capacities including Assistant Chief of Naval Staff (Material) at Naval Headquarters.

Rear Admiral Riazuddin served as Managing Director of Khulna Shipyard Ltd (KSY) on deputation for 4 (four) years when the first batch (5 Patrol Craft) of War-ship building was successfully completed. He also served as Chairman of both Chattogram Port Authority (CPA) and Mongla Port Authority (MPA) on deputation for about 5 (five) years while he was a member of International Association of Ports & Harbors (IAPH).

Rear Admiral Riazuddin is a graduate of BSc Engineering (Naval Architecture & Marine Engineering) from Bangladesh University of Engineering & Technology (BUET). He attended number of civil & military courses at home and abroad. Rear Admiral Riazuddin Ahmed retired from Bangladesh Navy on December, 2016. He is a member of Kurmitola Golf Club, Chattogram Boat Club and Khu lna Club.

Success Milestones



2013

Agreement signed with Green Delta Capital Limited for rendering services as Arranger for Foreign Currency Denominated Syndicated Term Loan Facility for the company's River Terminal project

2014

Term Sheet signed with Nederlandse Financierings-MaatschappijVoor Ontwikkelingslanden N.V. (FMO) and Infrastructure Development Company Limited (IDCOL) for Foreign Loan of USD 20.51 Million and USD 10.00 Million respectively

BOI clearance received for Foreign Loan of USD 30.51 Million on 29.04.2014

2015

1st tranche of Foreign Loan of USD 17.50 million (equivalent to BDT 1,373,750,000/-) disbursed on 29.12.2015

Crossed 100,000 TEUs in Export volume handling

Achieved 250,000 TEUs in total container handling

2016

1st export by river ways in the country's history and the 1st export container consolidation at River Terminal (H&M).

Rights Share Offered of 34,352,466 Ordinary Shares of Tk. 10.00 each issuing at Tk. 15.00 each, including a premium of Tk. 5.00 per share.

Established a New Subsidiary Company Summit Alliance Port Pte. Limited in Singapore

2017

SAPL received Letter Of Award (LOA) from Inland Waterway Authority of India for Operation and Maintenance for Inland Waterway Transport Terminals namely Garden Reach Terminal, Kolkata Gaighat Terminal and Proposed Kalughat Terminal at Patna for a period of 30 years.

As a Non-Gov. Institute, SAPL achieved the Highest Holding Tax Payer Certificate in Chattogram City Corporation at fiscal year 2017-18.

1st Import Consignment at River Terminal on 25th March 2018



Statement of Corporate Governance

The philosophy of corporate governance of the Company is aimed at assisting the top management in efficient conduct of its affairs as well as in meeting obligations to all the stakeholders and is guided by strong emphasis on transparency, accountability and integrity. It provides the Company with strategic guidance as to how the objectives are set and achieved, how risk is monitored and assessed and how the performance is maximized.

The corporate governance framework thus aims at promoting transparency and efficiency in conducting the business, consistently complied with the rule of law, and clearly articulate the division of responsibilities among different supervisory, regulatory and implementation authorities.

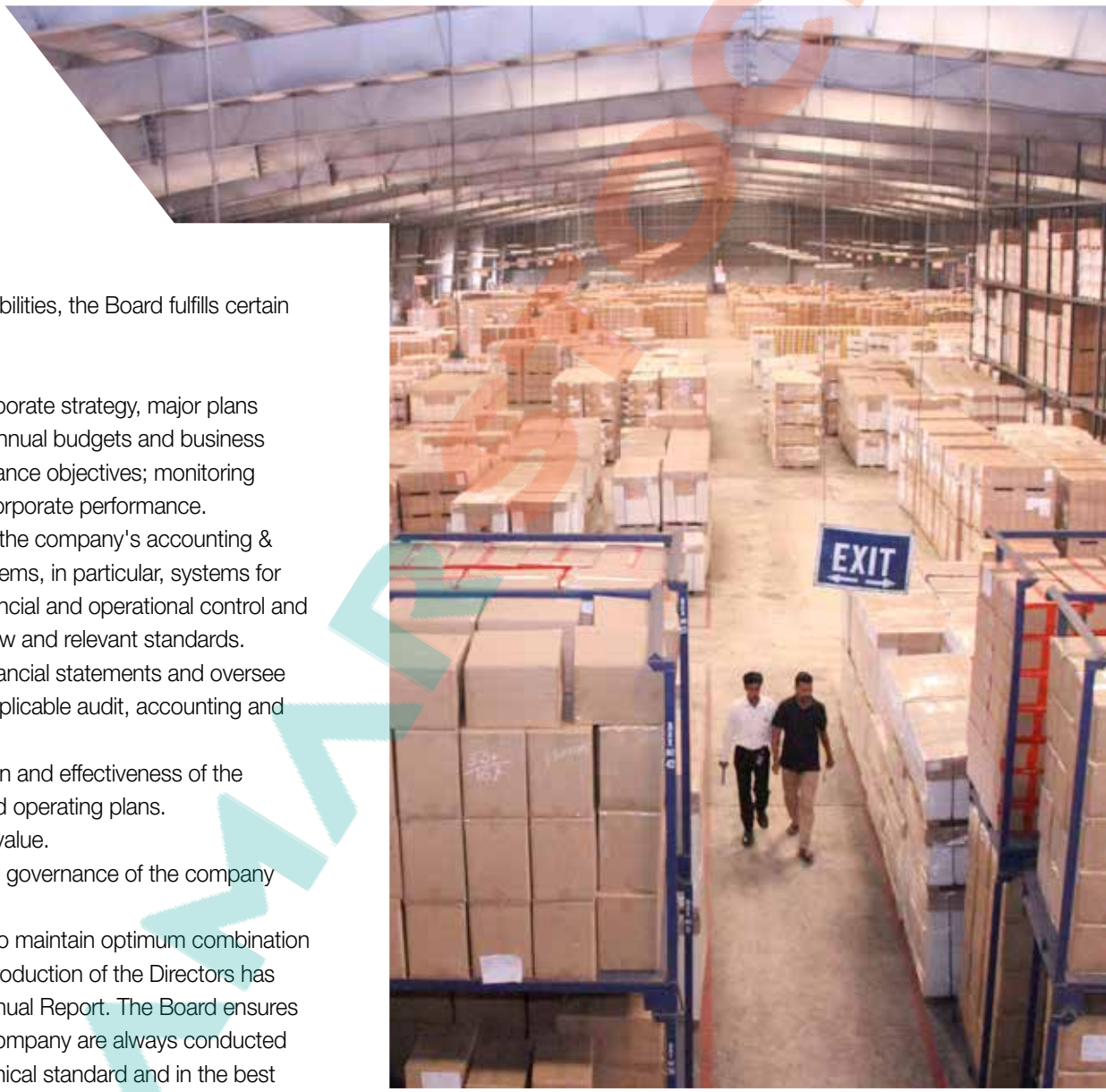


Keeping in view the size, complexity and operations, the governance framework of the Company is based on the following principles:

- That the Board is appropriate in size and members are committed to their respective duties and responsibilities
- That timely flow of information to the Board and its Committees are ensured to enable them discharge their functions effectively
- That a sound system of risk management and internal control is in place.
- That timely and balanced disclosure of all material information concerning the Company is made to all Stakeholders.
- That all transactions of the Company are transparent and accountability for the same is well established.
- That all regulatory and statutory rules and regulations are complied with.

The Responsibilities of the Board

To ensure effective maintenance of corporate governance, the Board of Summit Alliance Port Limited (SAPL) formulates strategic objectives and policies for the company, provides leadership and supervises management actions in implementing those objectives of the company. In SAPL, Board of Directors is in full control of the company's affairs and is also accountable to the shareholders. The Board firmly believes that the success of the company depends largely on the prevalence of a credible corporate governance practice.



In discharging its responsibilities, the Board fulfills certain key functions that include:

- Review and guide corporate strategy, major plans of action, risk policy, annual budgets and business plans; setting performance objectives; monitoring implementation and corporate performance.
- Ensure the integrity of the company's accounting & financial reporting systems, in particular, systems for risk management, financial and operational control and compliance with the law and relevant standards.
- Review company's financial statements and oversee its compliance with applicable audit, accounting and reporting requirement.
- Monitor implementation and effectiveness of the approved strategic and operating plans.
- Establish Company's value.
- Oversee the corporate governance of the company

The Company's policy is to maintain optimum combination of Directors. The short introduction of the Directors has been described in this Annual Report. The Board ensures that the activities of the Company are always conducted with adherence to high ethical standard and in the best interest of the shareholders.

Board meetings and procedures

The number of meetings held during the financial year from 1st July 2017 to 30th June 2018 was 6 (Six). The procedures of the board meeting are mentioned below:

(a) Selection of Agenda: The Chairman of the Board, in consultation with Managing Director sets the agenda for Board meetings with the understanding that the Board is responsible for providing suggestions for agenda items that are aligned with the advisory and monitoring functions of the Board. Any member of the Board may request that an item be included on the agenda.



Internal Control Framework

The Management recognizes its responsibilities to present a balanced and understandable assessment of the company's position and prospect. The management has accountability for reviewing and approving the effectiveness of internal controls operated by the company, including financial, operational and compliance controls and risk management.

The company has adequate system of internal control in place. The system of internal control ensures optimal utilization and protection of resources, reporting of financial transactions and compliance with applicable laws and regulations. The system also ensures that assets are safeguarded against loss from unauthorized use or disposition.

(b) Board Materials: Board materials related to agenda items are provided to Board members sufficiently in advance of Board meetings to allow the Directors to prepare for discussion of the items at the meeting.

(c) Senior Management in the Board meeting: At the invitation of the Board, members of senior management attend Board meetings or portions thereof for the purpose of participating in discussions.



Directors' Report to the Shareholders

Dear Shareholders,

Assalam Alaikum and a very good morning.

The Board of Directors of Summit Alliance Port Limited (SAPL) welcomes you all to the 14th Annual General Meeting of the company. We are therefore pleased to submit before you the operational activities and audited financial statements of the company for the year ended on 30th June 2018.

The Directors' Report is prepared in compliance with section 184 of the Companies Act 1994, Bangladesh Securities and Exchange Commission's Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 3rd June 2018 and other applicable laws and regulations.



Business Activities

Established in December 2003 at Patenga Industrial Area on the International Airport Road, Chattogram, the Company (SAPL) was listed with Dhaka and Chattogram Stock Exchange effective from 16th October 2008. SAPL has three container depots (including one depot of erstwhile OCL) and all the depots at Chattogram have the certification from Global Security Verification (GSV) which is the leading international network for supporting the development and implementation of measures for enhancing global supply chain security. This GSV certificate has established the fact that the company has the appropriate security measures, as published by the US Bureau of Customs and Border Protection, in place and that these measures are implemented and maintained throughout the facilities.

Company's Inland Water Container Terminal (known as River Terminal or RT) facility, established on 15 acres of freehold land on the bank of river Dhalleshwari in Muktarpur under Munshiganj District, is the first of its kind in the country's private sector. Being similar in certain respect to the off-dock establishment, it has the bonded warehouse facilities with required handling equipment for container freight station to handle export and import cargo as well as for storage of empty containers. In addition the facility provides container vessels for transportation of cargo to and from Chattogram Port. This not only help the importers/ exporters to be competitive by transporting cargo at less costly river transportation, but also eases the pressure on the already overburdened Dhaka-Chattogram Highway. The company has started trial operations with the 1st Export shipment by river way taking place on 28th December 2016 and the 1st Import consignment, upon receiving necessary handling permission from the National Board of Revenue was successfully delivered on 25th March, 2018. Measures initiated by the company to attract prospective clients for use of the facility have started reaping the benefit and the company is expected to generate enough business to achieve its targeted result. In order to facilitate future expansion of the RT activities, the company has also procured adjacent land measuring in total 13.70 acre.



Company's valued clientele includes Maersk Line, Mediterranean Shipping Corporation, CMA-CGM, APL, Damco, APL Logistics, Kuehne + Nagel, Expo Freight, Hapag Lloyd, ONE (merger of ex NYK, K Line and Mitsui OSK Line), OOCL, PIL, China Shipping Line, Yang Ming Line, Shipping Corporation of India, UPS, DSV, etc. as well as several other prestigious Main Line Operators and Freight Forwarders who are prominent in the country.

Principal activity of the Company is to provide ICD / CFS services, from both the Chattogram and Munshiganj facilities, to its valued clients and includes as under:

1. Inland Container Depot (ICD): Comprising of transportation and storage of empty containers at SAPL's yard and redelivery of the containers to various locations as per client's advice. Company also provides some Customized Services to its clients such as Container condition survey, its repair and maintenance, Fumigation etc.

2. Container Freight Station (CFS): Comprising of activities related to Export cargo handling as well as Import cargo handling and the services include:

i. Receiving of export cargo, storage of the same in bonded warehouse, documentation to complete formalities related to export, stuffing (loading) of the cargo in the container and transportation of the same, after completion of due Customs formalities,



to Chattogram Port's Container Yard or Vessel Hook point as per Client's advice.

ii. Receiving import container from Chattogram Port's yard and transporting the same to SAPL's yard, documentation, un-stuffing of the import cargo after completion of due Customs formalities and handing over of cargo to clients.

SAPL has to subsidiary companies as under:

- Cemcor Limited (Cemcor): SAPL holds all but 4 shares of the company's 1,758,300 ordinary shares of Tk.10/- each. Cemcor is a private limited company. Cemcor in turn owns 100% shares of Wahid Spinning Mills Limited (WSML) which was purchased from its promoters on 19th September 1999. WSML was incorporated as private limited company on 6th September 1999 under the Companies' Act 1994. Neither Cemcor nor its subsidiary (WSML) is operative.

- Container Transportation Services Limited (CTSL) was formed as a private limited company on 25th November 2013 under Companies Act 1994 with the main objective to transport containerized export/ import cargo to/from Chattogram Port and other Depots. CTSL commenced operation from July 2014. SAPL owns 99% shares of CTSL and the company has 29 Prime Movers with similar units of Trailers to carry its operation.

Financial Performance and Results

Segment wise performance compared with last year is detailed below:

Taka in Million

Particulars	Year ended on 30th June 2018		Year ended on 30th June 2017	
	Con.	Sep.	Con.	Sep.
Revenue	1,387.0	1,344.5	1,311.9	1,263.5
Cost of Services (Operating Expenses)	(665.5)	(632.5)	(716.2)	(671.7)
Gross Profit	**721.5**	**712.0**	**595.7**	**591.8**
Administrative & Sales Promotion Expenses	(139.7)	(125.4)	(131.7)	(131.0)
Operating Profit	**581.8**	**586.6**	**464.0**	**460.8**
Other Income	3.6	3.1	3.7	3.0
Loss on sale of Investments	(0.2)	(0.2)	-	-
Less: Finance Cost	(239.7)	(233))	(193.5)	(190.6)
Profit from Off-Dock Operation & CTSL	345.5	356.5	274.2	273.2
Less: Loss from River Terminal Operation	(132.8)	(132.8)	(38.7)	(38.7)
Profit before BPPF	**212.7**	**223.7**	**235.5**	**234.5**
Less: Beneficiaries' Profit Participation Fund (BPPF)	(11.2)	(11.2)	(11.7)	(11.7)
Profit Before Tax	**201.5**	**212.5**	**223.8**	**222.8**
Provision for Current Income Tax	(44.8)	(44.4)	(56.3)	(55.9))
Provision for Deferred Tax	(19.2)	(19.2)	(17.0)	(17.0)
Net Profit after Tax	**137.5**	**148.9**	**150.5**	**149.9**

Our valued Shareholders will observe from the above table that Company's Operating Profit (mainly from the Off-Dock operations) substantially increased over last year but due to adjustment of loss on trial operation of River Terminal and absorption of interest on borrowing, Net Profit after Tax reduced. However considering balance of profit available for distribution, Directors of the Company would like to report the company's financial results for the current financial year ended on 30th June 2018 with the recommendations for appropriation as follows:

Appropriation of Profit

Taka in Million

	2017-18
Retained Earnings at 30th June 2018 (Note-16 of Financial Statements: Separate)	**280.8**
Appropriation recommended by the Board in its meeting held on 30 september 2018 Dividend for the financial year 2017-18: • Cash Dividend : 12.5% (2016-17 : 15%) • Stock Dividend : Nil (2016-17 : Nil)	279.1
Retained Earnings: Net after Appropriations recommended	**1.7**



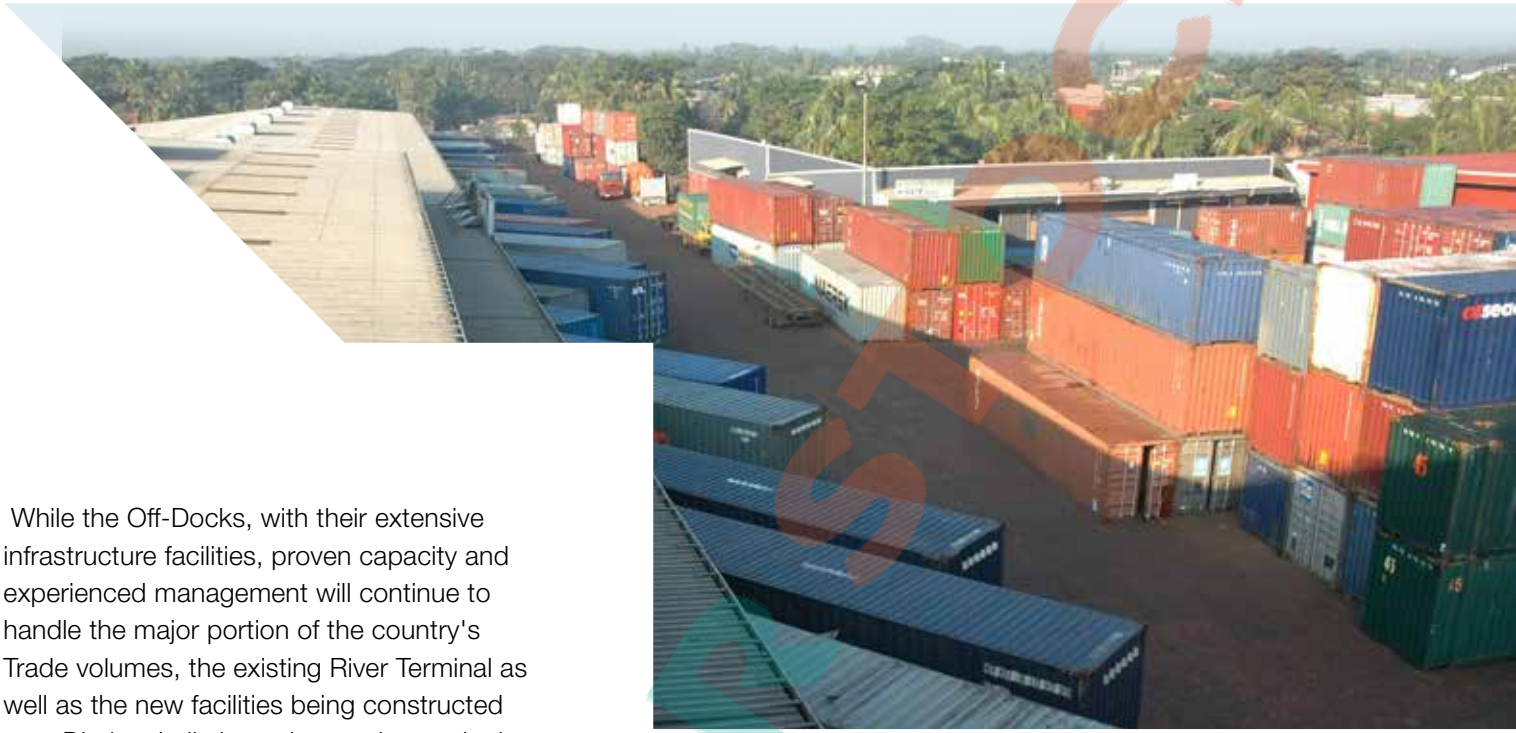
Dividend

Board of Directors of the Company recommended 12.5% Cash Dividend for the financial year ended on 30th June 2018 in its meeting held on 30th September 2018 for the shareholders whose name appear in Members'/Depository Register on the Record Date on 18th October 2018 subject to approval of the shareholders in the ensuing 14th Annual General Meeting scheduled to be held on 10th November 2018.

Additional Disclosures per Condition-5 of the Corporate Governance Code

i. Industry outlook and possible future developments in the industry

The Chattogram based Off-Dock Industry, being directly tied to the Country's trade performance and Chattogram Port's handling capability, continued to experience steady growth in the 12 month period from July 2017-June 2018 compared to the corresponding previous period. The Off-Dock Export volume, with the majority being related to the Ready Made Garments (RMG) industry, experienced strong growth of 9.07%, which was significantly higher than the 4.11% of the previous year. Import volumes also grew at 6.65% but this was lower than the 14.31% in previous year as the overall space constraints in the Industry led to a slowing down of Import handling.



While the Off-Docks, with their extensive infrastructure facilities, proven capacity and experienced management will continue to handle the major portion of the country's Trade volumes, the existing River Terminal as well as the new facilities being constructed near Dhaka shall also gain prominence in the coming years. The Govt. owned Pangaon Inland Container Terminal has shown strong growth of Import cargo volume and SAPL's own River Terminal at Muktarpur, Munshiganj has started contributing to Export cargo as well as Import cargo handling outside of the Chattogram Off-Docks.

With Chattogram Port facing challenges with capacity constraints, the River Terminals will offer a vital alternative in the immediate future for the Country's Trade growth to continue unhampered.

ii. Segment-wise performance:
Principal activities of the company have been explained under 'Business Activities' as above. Segment wise performance comprising of volume handled and revenue earned during the year under report compared with that of preceding year is shown below:

Taka in million

Segment	2017-18		2016-17	
	Volume	Revenue	Volume	Revenue
	(TEUs)	(Taka)	(TEUs)	(Taka)
Export	119,125	794.0	106,181	674.3
Import	34,579	240.6	31,990	217.8
Storage of Empty Container (ICD)	1,892,692	309.9	2,205,774	371.3
Container Haulage (by subsidiary, Container Transportation Services Limited)	-	42.5	-	48.5



iii. Risks and Concerns including internal and external risk factors, threats to sustainability and negative impact, if any

Off-Dock operation is highly dependent on the efficiency of handling exports and imports by Chattogram Port that generate from International Trade of the Country. Therefore any disruption in Chattogram Port operation will have adverse impact on the trade volume of the Country and have consequential effect on the business of the Company. While Chattogram Port is facing capacity shortage problems, the Government has recognized the urgency of the matter and already undertaken fast-track projects like the Patenga Container Terminal and Bay Container Terminal to address the challenge. Besides the dependency on Chattogram Port, the project is close to the Bay of Bengal and thereby risking the possibility of being affected by sea driven natural calamities. However the recently constructed protection embankment by the Bangladesh Water Development Board has reduced this risk greatly. Furthermore the same embankment has been earmarked to be part of the Asian Super Highway which should lead to further strengthening of the structure and thereby minimizing any potential risk from sea driven calamities.

The River Terminals are also highly dependent on Chattogram Port to carry out the necessary transshipment container movement and will therefore be affected by any delays to the planned expansion works being carried out by Chattogram Port. Unlike the Off-Docks, however the River Terminals have the advantage and opportunity of trade activities directly with Bangladesh's neighboring countries, whereby Chattogram Port will not have to be used.

Finally, all Off-Dock and River Terminal Companies are dependent on renewing permission/clearance from Chittagong/Pangaon Custom House (NBR),



Chittagong Port Authority and various other relevant Government Agencies. Delay at any stage can have consequential effect in smooth continuation of the operation.

iv. Cost of Goods sold, Gross Profit Margin and Net Profit Margin:
Reflected in the 'Comprehensive Income Statement'.

v. Related Party Transactions: Reference is made to Note-35 on Financial Statements

vi. Utilization of proceeds from IPO
Not applicable

vii. Explanation of financial results after IPO
Not applicable

viii. Significant variance between Quarterly and Annual Financial Statements
Other than issues detailed under Clause-xvii below there is no other significant variance between Quarterly and Annual financial statements.

ix. Remuneration of Directors

Remuneration, performance and other related perquisites/benefits of Executive Directors are reviewed annually and approved by the Chairman and Managing Director. A statement is included in Note-29.1 on Financial Statements. Non-Executive Directors including Independent Directors are paid only attendance fee per meeting.

x. The Financial Statements prepared by the management of the Company present fairly its State of Affairs, the result of Operations, Cash Flows and Changes in Equity.

xi. Proper Books of Accounts have been maintained.

xii. 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.

xiii. International Accounting Standards (IAS) and International Financial Reporting Standards (IFRS), as applicable in Bangladesh have been followed in preparation of the Financial Statements.

xiv. The Company maintains a sound Internal Control System which gives reasonable assurance against any material misstatement. The internal control system is regularly reviewed by the Company's Internal Audit Team.

xv. Being compliant with all regulatory provisions, as applicable, the company ensures that minority





shareholders are protected from abusive actions by interested quarter including controlling shareholders.

xvi. There is no significant doubts upon the Company's ability to continue as a going concern.

xvii. During the current financial year under report, the financial result have adverse impact due to:

- Interest expense for the current period has increased substantially due devaluation of BDT against USD and also for increased LIBOR rate.
- Loss on Operation of the River Terminal Operation of Tk.132.8m

xviii. Key operating and financial data of immediately preceding 5(five) years has been summarized in **Annexure-2;**

xix. Reasons for not declaring dividend for the year: Not applicable.

xx. No interim dividend, bonus or cash, has been declared during the year.

xxi. The number of Board meetings held during the year and attendance by each director has been disclosed in the following chapter under the caption: Directors' meeting and attendance.

xxii. The pattern of shareholding has been reported to disclose the aggregate number of shares in **Annexure-3.**

xxiii. Directors' Appointment and reappointment: Reported in the chapter under the caption: Directors' Election and appointment/ reappointment. Brief resume of the Directors have also been printed under 'Introducing the Directors'

xxiv. Management discussion and analysis on the company's position and operations along with a brief on changes in the financial statements duly signed by MD is enclosed in **Annexure-4**

xxv. Declaration or Certification by MD and CFO to the Board as required under condition 3(3) of Corporate Governance Code is enclosed in **Annexure-5**

xxvi. Report as well as certification regarding compliance of conditions of Corporate Governance Code by a Chartered Accountant is enclosed in **Annexure-6.**

Directors

- **Directors' meeting and attendance**

During the financial year from July 2017 to 30th June 2018, the Board of Directors held six (6) meetings. Name of the Directors and the number of meetings attended by each are given below:

Name of Directors	Attended	
Mr. Muhammed Aziz Khan	06	
Mrs. Anjuman Aziz Khan	01	
Mr. Syed Ali Jowher Rizvi	06	
Mr. Abdul-Muyeed Chowdhury	04	Independent Director, retiring in the 14th AGM
Mr. Lutfe Mawla Ayub	03	Independent Director
Mr. Advocate Imtiaz Mahmood	03	Independent Director. Resigned on 30.01.2018
Rear Admiral Riazuddin Ahmed	01	Independent Director appointed on 30.01.2018
Mr. Md. Latif Khan	05	
Ms. Ayesha Aziz Khan	00	
Ms. Azeeza Aziz Khan	06	
Mr. Faisal Karim Khan	06	
Mr. Syed Yasser Haider Rizvi	04	
Mr. Syed Nasser Haider Rizvi	04	
Mr. Syed Fazlul Haque	06	
Captain Asif Mahmood	06	
Captain Kamrul Islam Mazumder	03	Appointed on 27.08.2018 and elected in 13th AGM

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

- **Directors' Election and appointment/re-appointment**

As per Article 42 of the Company's Articles of Association Mr. Syed Yasser Haider Rizvi, Mr. Syed Nasser Haider Rizvi, Mr. Faisal Karim Khan and Mr. Syed Fazlul Haque shall retire in the 14th Annual General Meeting by rotation and being eligible, offer them for re-election.

Mr. Abdul Muyeed Chowdhury, Independent Director and Audit Committee Chairman shall retire after completion of two consecutive tenure of three years each. However Alliance Holdings Limited, one of the sponsors holding 23.48% shares, expressed to nominate Mr. Chowdhury in the Board and in exercise of power vested in Article 41 of the Company's Articles of Association, Board in its meeting held on 30th September 2018 inducted Mr. Abdul-Muyeed Chowdhury in the Board, in addition to existing members, as nominee of Alliance Holdings Limited. Mr. Chowdhury shall also retire in the ensuing AGM and being eligible he has offered for re-election.

Besides, in compliance with the condition (2a) of Corporate Governance Code as issued by BSEC vide its Notification No. BSEC/CMRRCD/206-158/207/Admin/80 dated 3rd June 2018 Board also appointed Rear Admiral (Retd.) Riazuddin Ahmed as an Independent Director in its meeting held on 30th January 2018 and shall be placed in the 14th AGM for approval of shareholders.

- **Audit Committee**

Audit Committee is comprised of Board members as under

1. Mr. Abdul-Muyeed Chowdhury	Independent Director	Chairman
2. Mr. Lutfe Mawla Ayub	Independent Director	Member
3. Mr.Syed Yasser Haider Rizvi	Addl. ManagingDirector	Member
4. Ms. Ayesha Aziz Khan	Director	Member
5. Ms. Azeeza Aziz Khan	Director	Member
6. Captain Asif Mahmood	Director	Member

During the year under report five meetings of the Audit Committee were held.

Statutory Auditors

A Qasem & Co, Chartered Accountants, the retiring Auditors, have completed three consecutive years of service and hence in terms of BSEC Notification No. BSEC/CMRRCD/2006-158/208/Admin/81 dated 20th June 2018, is not eligible for re-appointment. Board therefore, on recommendation of Audit Committee, proposed for appointment of Hoda Vasi Chowdhury & Co, Chartered Accountants, as statutory auditors of the company for the next financial year ending on 30th June 2019 subject to adoption of shareholders at the ensuing AGM.

Business Expansion

The merged company is the first Off-Dock company in the private sector and commenced operations in April 1986 in the name of Ocean Containers Limited. Since then your Board has been continuously striving to expand facilities and improve performance standard to accommodate the increased demand that arose from the confidence and trust our valued customers reposed on our high standard services. With the Chattogram and Munshiganj facilities combined your company today has approx. 78.50 acres of freehold land and has recently increased Warehouse facilities presently having over 700,000sft for handling Export & Import cargo. With the company's large client base, coupled with the consistent volume growth, your Board will continue to make all efforts to retain the existing clients, accommodate their growth and also procure further new clients.

With the recently implemented National ICD – CFS Policy the ability to negotiate and increase tariffs has been severely limited. Despite this, SAPL is continuing to target expansion possibilities with the objective of meeting the organic growth of the existing clients as well as cater to potential new clients who are increasingly attracted to SAPL's professional management and world-class infrastructure as it is expected the market demand – supply situation will eventually lead to the tariff matter being addressed.

The Company's River Terminal has in the meantime, upon belatedly receiving necessary regulatory permissions, has successfully handled the 1st Import cargo consignment. With the full service cycle of Export and Import handing now possible the volumes



are expected to significantly pick up in the coming months. In particular the Dhaka – based Spinning Mills have shown strong interest in moving their Raw Cotton imports through the River Terminal as most of these importers are suffering from delays at Chattogram due to capacity constraints.

Going concern

While approving the financial statements, Directors have made appropriate enquiries and analyzed the significant financial, operating as well as other indicators for enabling them to understand the ability of the company to continue its operations for a foreseeable period. Directors are convinced and have a reasonable expectation that the company has adequate resources to continue its operation consistently for the foreseeable future. Therefore the company adopted the going concern basis in preparing these financial statements.

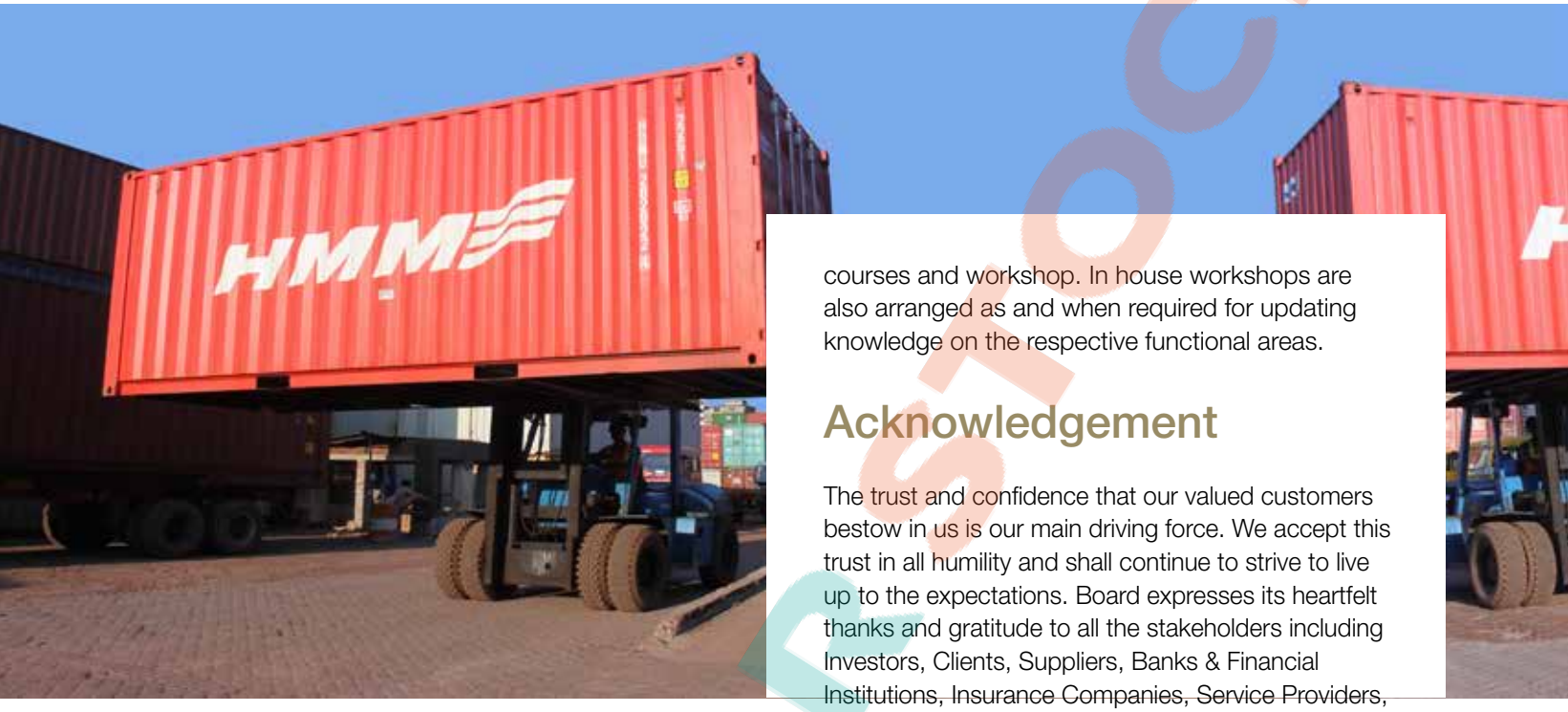
Corporate Governance

Corporate Governance is the system through which companies are directed, guided and controlled by the Board, keeping in view its accountability to the shareholders. Your company strives to maintain full compliance with the laws, rules and regulations that govern the business and to uphold the highest standards.

Since corporate governance is not a static process, we always continue to improve our practices. A separate chapter on corporate governance has been reported in this Annual Report.

Corporate Social Responsibility

As part of the ongoing commitment to the society and environment in which the Company conducts its business, SAPL remains promise bound to perform its



obligation. We shall continue our drive to further promote social and environmental improvements whenever opportunity arises.

Status of Compliance

A status report on compliance as per the Commission's Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 3rd June 2018 is enclosed in **Annexure-1.**

Human Resources Management

People are the most important resource and key to the success of any organization. To develop and equip the employees with key skills, the company places great emphasis on the development of its people and hence efforts are made to send our people to various courses and workshop. In house workshops are also arranged as and when required for updating knowledge on the respective functional areas.

Acknowledgement

The trust and confidence that our valued customers bestow in us is our main driving force. We accept this trust in all humility and shall continue to strive to live up to the expectations. Board expresses its heartfelt thanks and gratitude to all the stakeholders including Investors, Clients, Suppliers, Banks & Financial Institutions, Insurance Companies, Service Providers, Bangladesh Securities & Exchange Commission, Registrar of Joint Stock Companies & Firms, Central Depository of Bangladesh Limited, Dhaka/ Chattogram Stock Exchanges, various Government Authorities and Agencies as well as Individuals who have helped us achieve what we are today.

Your Directors would like to put on record its deep appreciation of the efforts made by the employees of the Company. Their commitment and passion, both individually and through team work, have helped achieve SAPL that it is today. The Board also recognizes and appreciates the critical support provided by the families of the employees which enables them to focus on their work in SAPL.

On behalf of the Board of Directors,



Jowher Rizvi
Managing Director

Compliance Report on SEC's Notification

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

Annexure - 1

Condition No	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1.	**BOARD OF DIRECTORS :**			
1(1)	**Size of the Board of Directors**			
	The total number of members of a company's Board of Directors (hereinafter referred to as "Board") shall not be less than 5 (five) and more than 20 (twenty).	√		
1(2)	**Independent Directors**			
	All companies shall have effective representation of independent directors on their Boards, so that the Board, as a group, includes core competencies considered relevant in the context of each company; for this purpose, the companies shall comply with the following:-			
1(2) (a)	At least one fifth (1/5) of the total number of directors in the company's board shall be independent directors; any fraction shall be considered to the next integer or whole number for calculating number of independent director(s);	√		.
1(2)(b)	For the purpose of this clause "independent director" means a director-			
1(2)(b)(i)	Who either does not hold any share in the company or holds less than one percent (1%) shares of the total paid-up shares of the company;	√		
1(2)(b)(ii)	Who is not a sponsor of the company or is not connected with the company's any sponsor or director or nominated director or shareholder of the company or any of its associates, sister concerns, subsidiaries and parents or holding entities who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship and his/her family members also shall not hold above mentioned shares in the company : Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law shall be considered as family members;	√		

Condition No	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1(2)(b)(iii	who has not been an executive of the company in immediately preceding 2 (two) financial years	√		
1(2)(b)(iv)	Who does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary/ associated companies;	√		
1(2)(b)(v)	who is not a member or TREC (Trading Right Entitlement Certificate) holder, director or officer of any stock exchange;	√		
1(2)(b)(vi)	Who is not a shareholder, director excepting independent director or officer of any member of TREC holder of stock exchange or an intermediary of the capital market;	√		
1(2)(b)(vii)	Who is not a partner or an executive or was not a partner or an executive during the preceding 3 (three) years of the concerned company's statutory audit firm or audit firm engaged in internal audit services or audit firm conducting special audit or professional certifying compliance of this Code;	√		
1(2)(b)(viii)	Who is not independent director in more than 5 (five) listed companies;	√		
1(2)(b)(ix)	Who has not been convicted by a court of competent jurisdiction as a defaulter in payment of any loan or any advance to a bank or a Non-Bank Financial Institution (NBFI); and	√		
1(2)(b)(x)	Who has not been convicted for a criminal offence involving moral turpitude;	√		
1(2)(c)	The independent director(s) shall be appointed by the board of directors and approved by the shareholders in the Annual General Meeting (AGM);	√		
1(2)(d)	(d) The post of independent director(s) cannot remain vacant for more than 90(ninety) days;	√		
1(2)(e)	The tenure of office of an independent director shall be for a period of 3(three) years, which may be extended for 1(one) term only : Provided that a former independent director may be considered for reappointment for another tenure after a time gap of one tenure, i.e., three years from his or her completion of consecutive two tenures [i.e. six years]: Provided further that the independent director shall not be subject to retirement by rotation as per the (Companies Act, 1994). Explanation: For the purpose of counting tenure or term of independent director, any partial term of tenure shall be deemed to be a full tenure.	√		

Condition No	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1(3)	Qualification of Independent Director			
1(3)(a)	Independent director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial laws, regulatory requirements and corporate laws and can make meaningful contribution to business;	√		
1(3)(b)	Independent director shall have following qualifications:			
1(3)(b)(i)	Business Leader who is or was a promoter or director of an unlisted company having minimum paid-up capital of Tk. 100.00 million or any listed company or a member of any national or international chamber of commerce or business association; or	√		
1(3)(b)(ii)	Corporate Leader who is or was a top level executive not lower than Chief Executive Officer or Managing Director or Deputy Managing Director or Chief Financial Officer or Head of Finance or Accounts or Company Secretary or Head of Internal Audit and Compliance or Head of Legal Service or a candidate with equivalent position of an unlisted company having minimum paid-up capital of Tk. 100.00 million or of a listed company; or Explanation: Top level executive includes Managing Director (MD) or Chief Executive Officer (CEO), Additional or Deputy Managing Director (AMD or DMD), Chief Operating Officer (COO), Chief Financial Officer (CFO), Company Secretary (CS), Head of Internal Audit and Compliance (HIAC), Head of Administration and Human Resources or equivalent positions and same level or ranked or salaried officials of the company.	√		
1(3)(b)(iii)	Former official of government or statutory or autonomous or regulatory body in the position not below 5th Grade of the national pay scale, who has at least educational background of bachelor degree in economics or commerce or business or Law; or	√		
1(3)(b)(iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law; or	N/A		
1(3)(b)(v)	Professional who is or was an advocate practicing at least in the High Court Division of Bangladesh Supreme Court or a Chartered Accountant or Cost and Management Accountant or Chartered Financial Analyst or Chartered Certified Accountant or Certified Public Accountant or Chartered Management Accountant or Chartered Secretary or equivalent qualification;	N/A		

Condition No	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1(3)(c)	The independent director shall have at least 10 (ten) years of experiences in any field mentioned in clause (b);	√		
1(3)(d)	In special cases the above qualifications may be relaxed subject to prior approval of the Commission.	N/A		
1(4)	Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer:-			
1(4)(a)	The positions of the Chairperson of the Board and the Managing Director (MD) and/or Chief Executive Officer (CEO) of the company shall be filled by different individuals;	√		
1(4)(b)	The Managing Director (MD) and/or Chief Executive Officer (CEO) of a listed company shall not hold the same position in another listed company;	√		
1(4)(c)	The Chairperson of the company shall be elected from among non-executive directors of the company;	√		
1(4)(d)	The Board of Directors shall clearly define respective roles and responsibilities of the Chairperson and the Managing Director and/or Chief Executive Officer;	√		
1(4)(e)	In the absence of the Chairperson of the Board, the remaining members may elect one of themselves from non-executive directors as Chairperson for that particular Board's meeting; the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	√		
1(5)	The Director's Report to shareholders	√		
	The directors of the companies shall include the following additional statements in the Director's Report prepared under section 184 of the Companies Act, 1994 (Act No. XVIII of 1994) :-			
1(5)(i)	An Industry outlook and possible future developments in the industry.	√		
1(5)(ii)	The Segment-wise or product-wise performance.	√		
1(5)(iii)	Risks and concerns including internal and external risk factors, threat to sustainability and negative impact on environment, if any;	√		
1(5)(iv)	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin, where applicable;	√		

Condition No	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1(5)(v)	A Discussion on continuity of any Extra-Ordinary activities and their implications(gain or loss);	√		
1(5)(vi)	A detailed discussion on related party transactions along with a statement showing amount, nature of related party, nature of transactions and basis of transactions of all related party transactions;	√		
1(5)(vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or through any others instruments.			N/A
1(5)(viii)	An explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO). Rights Share Offer, Direct Listing, etc;			N/A
1(5)(ix)	An explanation on any significant variance occurs between Quarterly Financial Performance and Annual Financial Statements;	√		
1(5)(x)	A statement of remuneration paid to the directors including independent directors;	√		Only the executive Directors are paid monthly remuneration; others are paid meeting fee and related expenses
1(5)(xi)	A statement that the financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes in equity.	√		
1(5)(xii)	A statement that proper books of account of the issuer company have been maintained.	√		
1(5)(xiii)	A statement that appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment.	√		
1(5)(xiv)	A statement that International Accounting Standards (IAS)/Bangladesh Accounting Standards (BAS)/ International Financial Reporting Standard (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.	√		
1(5)(xv)	A statement that the system of internal control is sound in design and has been effectively implemented and monitored.	√		

Condition No	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1(5)(xvi)	A statement that minority shareholders have been protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly and have effective means of redress;	√		
1(5)(xvii)	A statement that there is 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)(xviii)	An explanation that a significant deviation from the last year's operating results of the issuer company shall be highlighted and the reasons thereof should be explained.	√		
1(5)(xix)	A statement where Key operating and financial data of at least preceding 5 (five) years shall be summarized.	√		
1(5)(xx)	An explanation on the reasons if the issuer company has not declared dividend (cash or stock) for the year;			N/A
1(5)(xxi)	Board's statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend;	N/A		
1(5)(xxii)	The total number of Board meetings held during the year and attendance by each director;	√		
1(5)(xxiii)	A report on the pattern of shareholding disclosing the aggregate number of shares (along with name-wise details where stated below) held by:-			
1(5)(xxiii)(a)	Parent/Subsidiary/Associated Companies and other related parties (name wise details);	√		
1(5)(xxiii)(b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and Compliance and their spouses and minor children (name wise details);	√		
1(5)(xxiii)(c)	Executives; and	√		
1(5)(xxiii)(d)	Shareholders holding ten percent (10%) or more voting interest in the company (name wise details); Explanation : For the purpose of this clause, the expression "Executive" means top 5 (five) salaried employees of the company, other than the Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer and Head of Internal Audit and Compliance.	√		

Condition No	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1(5)(xxiv)	In case of the appointment/re-appointment of a director, a disclosure on the following information to the shareholders :-	√		
1(5)(xxiv)(a)	a brief resume of the director;	√		
1(5)(xxiv)(b)	nature of his/her expertise in specific functional areas; and	√		
1(5)(xxiv)(c)	Names of companies in which the person also holds the directorship and the membership of committees of the board;	√		
1(5)(xxv)	A Management's Discussion and Analysis signed by CEO or MD presenting detailed analysis of the company's position and operations along with a brief discussion of changes in the financial statements, among others, focusing on:			
1(5)(xxv)(a)	accounting policies and estimation for preparation of financial statements;	√		
1(5)(xxv)(b)	changes in accounting policies and estimation, if any, clearly describing the effect on financial performance or results and financial position as well as cash flows in absolute figure for such changes;	√		
1(5)(xxv)(c)	comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years explaining reasons thereof;	√		
1(5)(xxv)(d)	compare such financial performance or results and financial position as well as cash flows with the peer industry scenario;	√		
1(5)(xxv)(e)	briefly explain the financial and economic scenario of the country and the globe;	√		
1(5)(xxv)(f)	risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company; and	√		
1(5)(xxv)(g)	future plan or projection or forecast for company's operation, performance and financial position, with justification thereof, i.e., actual position shall be explained to the shareholders in the next AGM;	√		
1(5)(xxvi)	Declaration or certification by the CEO and the CFO to the Board as required under condition No. 3(3) shall be disclosed as per Annexure-A; and	√		

Condition No	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1(5)(xxvii)	The report as well as certificate regarding compliance of conditions of this Code as required under condition No. 9 shall be disclosed as per Annexure-B and Annexure-C.	√		
1(6)	Meetings of the Board of Directors			
	The company shall conduct its Board meetings and record the minutes of the meetings as well as keep required books and records in line with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of this Code.	√		
1(7)	Code of Conduct for the Chairperson, other Board members and Chief Executive Officer		√	to be complied within December 2018
1(7)(a)	The Board shall lay down a code of conduct, based on the recommendation of the Nomination and Remuneration Committee (NRC) at condition No. 6, for the Chairperson of the Board, other board members and Chief Executive Officer of the company;			
1(7)(b)	The code of conduct as determined by the NRC shall be posted on the website of the company including, among others, prudent conduct and behavior; confidentiality; conflict of interest; compliance with laws, rules and regulations; prohibition of insider trading; relationship with environment, employees, customers and suppliers; and independency.			
2.	Governance of Board of Directors of Subsidiary Company.			
2(a)	Provisions relating to the composition of the Board of the holding company shall be made applicable to the composition of the Board of the subsidiary company;	√		
2(b)	At least 1 (one) independent director on the Board of the holding company shall be a director on the Board of the subsidiary company;			Shall implement the requirement in the next Board Meeting
2(c)	The minutes of the Board meeting of the subsidiary company shall be placed for review at the following Board meeting of the holding company;	√		

Condition No	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
2(d)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also;	√		
2(e)	The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company.	√		
3.	Managing Director (MD) or Chief Executive Officer (CEO), Chief Financial Officer (CFO), Head of Internal Audit and Compliance (HIAC) and Company Secretary (CS).			
3(1)	Appointment			
3(1)(a)	The Board shall appoint a Managing Director (MD) or Chief Executive Officer (CEO), a Company Secretary (CS), a Chief Financial Officer (CFO) and a Head of Internal Audit and Compliance (HIAC);	√		
3(1)(b)	The positions of the Managing Director (MD) or Chief Executive Officer (CEO), Company Secretary (CS), Chief Financial Officer (CFO) and Head of Internal Audit and Compliance (HIAC) shall be filled by different individuals;	√		
3(1)(c)	The MD or CEO, CS, CFO and HIAC of a listed company shall not hold any executive position in any other company at the same time;	√		
3(1)(d)	The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS;	√		
3(1)(e)	The MD or CEO, CS, CFO and HIAC shall not be removed from their position without approval of the Board as well as immediate dissemination to the Commission and stock exchange(s).	N/A		
3(2)	Requirement to attend Board of Directors' Meetings			
	The MD or CEO, CS, CFO and HIAC of the company shall attend the meetings of the Board: Provided that the CS, CFO and/or the HIAC shall not attend such part of a meeting of the Board which involves consideration of an agenda item relating to their personal matters.	√		

Condition No	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
3(3)	Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO)			
3(3)(a)	The MD or CEO and CFO shall certify to the Board that they have reviewed financial statements for the year and that to the best of their knowledge and belief:			
3(3)(a)(i)	these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and	√		
3(3)(a)(ii)	these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws;	√		
3(3)(b)	The MD or CEO and CFO shall also certify that there are, to the best of knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board or its members;	√		
	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report.	√		
4.	Board of Directors' Committee.			
	For ensuring good governance in the company, the Board shall have at least following sub-committees:			
4(i)	Audit Committee; and	√		
4(ii)	Nomination and Remuneration Committee.			Shall be formed soon
5.	Audit Committee :			
5(1)	Responsibility to the Board of Directors.			
5(1)(a)	The company shall have an Audit Committee as a sub-committee of the Board.	√		
5(1)(b)	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;	√		
5(1)(c)	The Audit Committee shall be responsible to the Board; the duties of the Audit Committee shall be clearly set forth in writing.	√		

Condition No	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
5(2)	Constitution of the Audit Committee :			
5(2)(a)	The Audit Committee shall be composed of at least 3 (three) members.	√		
5(2)(b)	The Board of Directors shall appoint members of the Audit Committee who shall be non-executive directors of the company excepting Chairperson of the Board and shall include at least 1 (one) independent director.	√		
5(2)(c)	All members of the audit committee should be "financially literate" and at least 1 (one) member shall have accounting or related financial management background and 10 (ten) years of such experience.	√		
	Explanation : The term "financially literate" means the ability to read and understand the financial statements like statement of financial position, statement of comprehensive income, statement of changes in equity and cash flows statement and a person will be considered to have accounting or related financial management expertise if he or she possesses professional qualification or Accounting or Finance graduate with at least 10 (ten) years of corporate management or professional experiences.			
5(2)(d)	When the term of service of the Committee members expires or there is any circumstance causing any Committee member to be unable to hold office before expiration of the term of service, thus making the number of the Committee members to be lower than the prescribed number of 3 (three) persons, the Board shall appoint the new Committee member to fill up the vacancy immediately or not later than 1 (one) month from the date of vacancy in the Committee to ensure continuity of the performance of work of the Audit Committee.	√		
5(2)(e)	The company secretary shall act as the secretary of the Committee;	√		
5(2)(f)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director.	√		
5(3)	Chairperson of the Audit Committee :			
5(3)(a)	The Board of Directors shall select 1 (one) member of the Audit Committee to be Chairperson of the Audit Committee, who shall be an independent director;	√		

Condition No	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
5(3)(b)	In the absence of the Chairperson of the Audit Committee, the remaining members may elect one of themselves as Chairperson for that particular meeting, in that case there shall be no problem of constituting a quorum as required under condition No. 5(4)(b) and the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	√		
5(3)(c)	Chairman of the Audit Committee shall remain present in the Annual General Meeting (AGM). Provided that in absence of Chairperson of the Audit Committee, any other member from the Audit Committee shall be selected to be present in the annual general meeting (AGM) and reason for absence of the Chairperson of the Audit Committee shall be recorded in the minutes of the AGM.	√		
5(4)	Meeting of the Audit Committee:			
5(4)(a)	The Audit Committee shall conduct at least its four meetings in a financial year: Provided that any emergency meeting in addition to regular meeting may be convened at the request of any one of the members of the Committee;	√		
5(4)(b)	The quorum of the meeting of the Audit Committee shall be constituted in presence of either two members or two-third of the members of the Audit Committee, whichever is higher, where presence of an independent director is a must.	√		
5(5)	Role of the Audit Committee :			
	The Audit Committee shall:-			
5(5)(a)	Oversee the financial reporting process;	√		
5(5)(b)	Monitor choice of accounting policies and principles;	√		
5(5)(c)	monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report;	√		
5(5)(d)	Oversee hiring and performance of external auditors.	√		
5(5)(e)	hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption;	√		
5(5)(f)	review along with the management, the annual financial statements before submission to the board for approval.	√		

Condition No	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
5(5)(g)	review along with the management, the quarterly and half yearly financial statements before submission to the board for approval;	√		
5(5)(h)	review the adequacy of internal audit function;	√		
5(5)(i)	review the Management's Discussion and Analysis before disclosing in the Annual Report;	√		
5(5)(j)	review statement of all related party transactions submitted by the management;	√		
5(5)(k)	Review Management Letters/Letter of Internal Control weakness issued by statutory auditors;	√		
5(5)(l)	oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors; and	√		
5(5)(m)	oversee whether the proceeds raised through Initial Public Offering (IPO) or Repeat Public Offering (RPO) or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission: Provided that the management shall disclose to the Audit Committee about the uses or applications of the proceeds by major category (capital expenditure, sales and marketing expenses, working capital, etc.), on a quarterly basis, as a part of their quarterly declaration of financial results: Provided further that on an annual basis, the company shall prepare a statement of the proceeds utilized for the purposes other than those stated in the offer document or prospectus for publication in the Annual Report along with the comments of the Audit Committee.	N/A		
5(6)	Reporting of the Audit Committee			
5(6)(a)	Reporting to the Board of Directors			
5(6)(a)(i)	The Audit Committee shall report on its activities to the Board of Directors.	√		
5(6)(a)(ii)	The Audit Committee shall immediately report to the Board of Directors on the following findings, if any :-			

FAST STOCK

Condition No	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
5(6)(a)(ii)(a)	report on conflicts of interests;			No Such incident arose
5(6)(a)(ii)(b)	suspected or presumed fraud or irregularity or material defect identified in the internal audit and compliance process or in the financial statements;			No Such incident arose
5(6)(a)(ii)(c)	suspected infringement of laws, regulatory compliances including securities related laws, rules and regulations; and			No Such incident arose
5(6)(a)(ii)(d)	any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately;			No Such incident arose
5(6)(b)	Reporting to the Authorities			
	If the Audit Committee has reported to the Board about anything which has material impact on the financial condition and results of operation and has discussed with the Board and the management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall report such finding to the Commission, upon reporting of such matters to the Board for three times or completion of a period of 6 (six) months from the date of first reporting to the Board, whichever is earlier.			No Such incident arose
5(7)	Reporting to the Shareholders and General Investors			
	Report on activities carried out by the Audit Committee, including any report made to the Board of Directors under condition 5(6)(a)(ii) above during the year, shall be signed by the Chairperson of the Audit Committee and disclosed in the annual report of the issuer company.			N/A
6.	Nomination and Remuneration Committee (NRC).			Shall be formed soon
6(1)	Responsibility to the Board of Directors			
6(1)(a)	The company shall have a Nomination and Remuneration Committee (NRC) as a sub-committee of the Board;			

Condition No	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
6(1)(b)	The NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top level executive as well as a policy for formal process of considering remuneration of directors, top level executive;			
6(1)(c)	The Terms of Reference (ToR) of the NRC shall be clearly set forth in writing covering the areas stated at the condition No. 6(5) (b).			
6(2)	Constitution of the NRC			
6(2)(a)	The Committee shall comprise of at least three members including an independent director;			
6(2)(b)	All members of the Committee shall be non-executive directors;			
6(2)(c)	Members of the Committee shall be nominated and appointed by the Board;			
6(2)(d)	The Board shall have authority to remove and appoint any member of the Committee;			
6(2)(e)	In case of death, resignation, disqualification, or removal of any member of the Committee or in any other cases of vacancies, the board shall fill the vacancy within 180 (one hundred eighty) days of occurring such vacancy in the Committee;			
6(2)(f)	The Chairperson of the Committee may appoint or co-opt any external expert and/or member(s) of staff to the Committee as advisor who shall be non-voting member, if the Chairperson feels that advice or suggestion from such external expert and/or member(s) of staff shall be required or valuable for the Committee;			
6(2)(g)	The company secretary shall act as the secretary of the Committee;			
6(2)(h)	The quorum of the NRC meeting shall not constitute without attendance of at least an independent director;			
6(2)(i)	No member of the NRC shall receive, either directly or indirectly, any remuneration for any advisory or consultancy role or otherwise, other than Director's fees or honorarium from the company.			

Condition No	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
6(3)	Chairperson of the NRC			
6(3)(a)	The Board shall select 1 (one) member of the NRC to be Chairperson of the Committee, who shall be an independent director;			
6(3)(b)	In the absence of the Chairperson of the NRC, the remaining members may elect one of themselves as Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes;			
6(3)(c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders: Provided that in absence of Chairperson of the NRC, any other member from the NRC shall be selected to be present in the annual general meeting (AGM) for answering the shareholder's queries and reason for absence of the Chairperson of the NRC shall be recorded in the minutes of the AGM.			
6(4)	Meeting of the NRC			
6(4)(a)	The NRC shall conduct at least one meeting in a financial year;			
6(4)(b)	The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC;			
6(4)(c)	The quorum of the meeting of the NRC shall be constituted in presence of either two members or two third of the members of the Committee, whichever is higher, where presence of an independent director is must as required under condition No. 6(2)(h);			
6(4)(d)	The proceedings of each meeting of the NRC shall duly be recorded in the minutes and such minutes shall be confirmed in the next meeting of the NRC.			
6(5)	Role of the NRC			
6(5)(a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders;			
6(5)(b)	NRC shall oversee, among others, the following matters and make report with recommendation to the Board:			

Condition No	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
6(5)(b)(i)	formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the Board, relating to the remuneration of the directors, top level executive, considering the following:			
6(5)(b)(i)(a)	the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully;			
6(5)(b)(i)(b)	the relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and			
6(5)(b)(i)(c)	remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;			
6(5)(b)(ii)	devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;			
6(5)(b)(iii)	identifying persons who are qualified to become directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the Board;			
6(5)(b)(iv)	formulating the criteria for evaluation of performance of independent directors and the Board;			
6(5)(b)(v)	identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria; and			
6(5)(b)(vi)	developing, recommending and reviewing annually the company's human resources and training policies;			
6(5)(c)	The company shall disclose the nomination and remuneration policy and the evaluation criteria and activities of NRC during the year at a glance in its annual report.			
7.	External/Statutory Auditors :			

Condition No	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
7(1)	The issuer company should not engage its external/ statutory auditors to perform the following services of the company; namely:			
7(1)(i)	appraisal or valuation services or fairness opinions.	√		
7(1)(ii)	financial information systems design and implementation.	√		
7(1)(iii)	book-keeping or other services related to the accounting records or financial statements.	√		
7(1)(iv)	broker-dealer services.	√		
7(1)(v)	actuarial services.	√		
7(1)(vi)	internal audit services or special audit services.	√		
7(1)(vii)	any other service that the Audit Committee determines.	√		
7(1)(viii)	audit or certification services on compliance of corporate governance as required under condition No. 9(1); and	√		
7(1)(ix)	any other service that creates conflict of interest.	√		
7(2)	No partner or employees of the external audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of that company; his or her family members also shall not hold any shares in the said company: Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law shall be considered as family members.	√		
7(3)	Representative of external or statutory auditors shall remain present in the Shareholders' Meeting (Annual General Meeting or Extraordinary General Meeting) to answer the queries of the shareholders.	√		
8.	Maintaining a website by the Company			

Condition No	Title	Compliance Status (Put √ in the appropriate column)		Remarks (if any)
		Complied	Not complied	
8(1)	The company shall have an official website linked with the website of the stock exchange	√		
8(2)	The company shall keep the website functional from the date of listing	√		
8(3)	The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange(s).	√		
9.	Reporting and Compliance of Corporate Governance.			
9(1)	The company shall obtain a certificate from a practicing Professional Accountant or Secretary (Chartered Accountant or Cost and Management Accountant or Chartered Secretary) other than its statutory auditors or audit firm on yearly basis regarding compliance of conditions of Corporate Governance Code of the Commission and shall such certificate shall be disclosed in the Annual Report. Explanation: "Chartered Accountant" means Chartered Accountant as defined in the Bangladesh Chartered Accountants Order, 1973 (President's Order No. 2 of 1973); "Cost and Management Accountant" means Cost and Management Accountant as defined in the Cost and Management Accountants Ordinance, 1977 (Ordinance No. LIII of 1977); "Chartered Secretary" means Chartered Secretary as defined in the (Chartered Secretaries Act, 2010).	√		
9(2)	The professional who will provide the certificate on compliance of this Corporate Governance Code shall be appointed by the shareholders in the annual general meeting.	√		
9(3)	The directors of the company shall state, in accordance with the Annexure-C attached, in the directors' report whether the company has complied with these conditions or not.	√		

Financial Highlights

Annexure-2

Taka in '000

	2017-18	18 months (01.01.2016 - 30.06.2017)	2015	2014	2013
			Consolidated		
Asset Employed:					
Property Plant & Equipment	8,645,141	8,614,585	6,038,201	5,206,646	4,601,437
Asset in Transit	-	-	-	-	22,730
Capital Work in Progress (River Terminal Project)	-	-	2,096,584	3,494,505	777,873
Preliminary Expenses	-	-	-	-	105
Long-Term Investment	-	-	-	-	-
Intangible Asset: Goodwill	1,000	1,000	1,000	1,000	1,000
Net Current Asset (Current Assets – Current Liabilities)	(679,542)	(775,770)	(701,546)	(1,454,515)	(575,769)
Total Asset Employed	**7,966,599**	**7,839,815**	**7,434,239**	**7,247,636**	**4,827,376**
Financed By:					
Share Capital	2,232,910	2,232,910	1,717,623	1,635,832	1,635,832
Share Premium	171,762	171,762	-	-	-
Revaluation Surplus	2,892,512	2,895,863	2,902,490	4,891,458	2,505,361
Tax Holiday Reserve	-	-		-	-
Financial Assets - Fair Value Reserve	(36,381)	(38,442)	(37,534)		
Capital Reserve	-	-	-	84,756	84,756
Retained Earnings	254,046	328,306	245,675	190,193	302,260
Shareholders' Equity	**5,514,849**	**5,590,399**	**4,828,254**	**6,802,239**	**4,528,209**
Minority Interest	41	32	20	10	20
Long Term Borrowing & Non-Current Liabilities	2,451,709	2,249,382	2,605,964	445,387	299,145
Total Capital Employed	**7,966,599**	**7,839,813**	**7,434,238**	**7,247,636**	**4,827,374**
Revenue and Profit:					
Revenue Earned	1,386,995	1,873,408	1,019,787	881,718	812,246
Net Profit After Tax	137,434	247,665	149,580	118,238	129,840
Cash Generation from business:					
Net cash generated from operating activities	238,328,035	381,675,876	107,111,382	312,000,891	213,572,828
Net cash used in investment activities	(554,109,410)	(595,297,057)	(337,624,709)	(935,914,477)	(320,767,445)
Net cash generated from financing activities	219,903,569	82,266,211	177,258,642	(437,329,266)	118,470,675
Net Increase/(decrease) in cash and cash equivalents	(95,877,809)	(131,354,970)	(53,254,685)	(1,061,242,852)	11,276,058
Cash and cash equivalents at the end of the period	14,618,762	110,496,569	43,132,275	(1,038,774,438)	22,468,414
Ratios:					
Market Price per Share as at 30th June 2017 (Tk.10/- face value)	27.30	41.10	60.30	82.90	30.30
Earnings per Share (EPS)- Taka (Restated at Tk.10/- face value)	0.62	1.11	0.87	0.72	0.79
Price/ Earning (P/E) Ratio- Times	-	37.03	69.31	115.14	38.35
Net Asset Value per Share- Taka (Restated at Tk.10/- face value)	24.70	25.04	28.11	41.58	27.68
Net operating cash flow per share	1.07	1.71	0.62	1.82	1.31
Price/Equity Ratio - Times	-	1.64	2.15	1.99	1.09
Dividend per Share in %		15.00	10.00	15.00	15.00
Dividend Payout - %	-	135.14	114.94	208.33	189.87
Return on Shareholders' Equity - %	2.49	4.43	3.10	1.74	2.87
Current Ratio - Times	0.58	0.39	0.42	0.30	0.48

Shareholding Information

As on 30th June 2018

Annexure-3

Categories of Shareholders	No. of Shareholders	No. of Shares Held
Sponsors:		
Alliance Holdings Limited	I	52,429,315
Summit Holdings Limited	I	18,041,267
Mr. Muhammed Aziz Khan	I	15,704,664
Mrs. Anjuman Aziz Khan	I	11,565,416
Ms. Ayesha Aziz Khan	I	8,220,925
Directors, CEO, Company Secretary, CFO, Head of Internal Audit & Their spouses:		
Mr. Syed Ali Jowher Rizvi, Managing Director	I	12,240,668
Mr. Syed Yasser Haider Rizvi, Addl. Managing Director	I	2,652,355
Mr. Syed Nasser Haider Rizvi, Dy. Managing Director	I	2,652,355
Ms. Azeeza Aziz Khan, Director	I	8,220,925
Mr. Syed Fazlul Haque, Nominee Director of AHL & CFO	I	1,545
Captain Asif Mahmood, Nominee Director of AHL	I	Nil
Captain Kamrul Islam Mazumder, Nominee Director of AHL	I	Nil
Md. Abdullah Osman Shajid, Company Secretary	I	Nil
Pankoj Kumar Dey, Head of Internal Audit	I	Nil
Executives of the Company:		Nil
Shareholders Holding 10% or more voting rights:		
Alliance Holdings Limited	I	52,429,315

AMAR STOCK

Management Discussion Analysis

Annexure-4

SAPL
Summit Alliance Port Limited

TO WHOM IT MAY CONCERN

In compliance with Condition-5(xxv) of the Corporate Governance Code as issued by BSEC vide its notification dated 3rd June 2018, a brief Management analysis is given on company's position on the operations and financial statements focusing, in particular, on the following issues:

- Accounting Policies and estimation for preparation of financial statements:Have been detailed in Note-2 & 3 on Financial Statements
- Changes in accounting policies and estimation, if any, clearly describing the effect on financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years explaining reasons thereof:Any change in the accounting policies and estimation are dealt with provision of IAS-8
- Comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flow for current year with immediate preceding five years:Enclosed in Annexure-2
- Compare such financial performance or results and financial position as well as cash flows with peer industry scenario: Comparative Statement of performance of top five Companies is shown in the relevant pages of the Annual Report.
- Briefly explain the financial and economic scenario of the country and the globe:RMG Industry, being the primary Export of the country, has made significant positive gains by addressing compliance related issues and this bodes well for the Off-Dock Industry as international Buyers are once again strongly focusing on Bangladesh. With the expected growth in Exports the related Import items such as Raw Cotton are also expected to increase.
- Risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company:This issue has been elaborated in the Directors' Report as well as in Note-37 with management strategies for mitigation.
- Future plan or projection or forecast for company's operation, performance and financial position, with justification thereof, i.e. actual position shall be explained to the shareholders in the next AGM:Significant plans and decisions relating to corporate restructuring, business expansion and/or discontinuation of operation, as appropriate,, future prospects, risks and uncertainties surrounding the company including plans for mitigation have been outlined under the related captions of Directors' Report as well as in the Notes on Financial Statements.

Jowher Rizv
Managing Director

CORPORATE OFFICE
The Alliance Building
63 Pragati Sarani, Baridhara, Dhaka - 1212
Tel: +88 02 8831704, 8831893, 9840194
Fax: +88 02 9891759,

OFF-DOCK
Katghar
South Patenga, Chattogram - 4204,
Tel: +88 031 2500703, 2500933-4,
Fax: +88 031 2500935

RIVER TERMINAL
West Muktarpur
(Near 6th China-Bangladesh Friendship Bridge)
Panchashar, Munshiganj

E-mail: info@saplbd.com Website: www.saplbd.com

FAIRSTOCK

CEO and CFO's Declaration to the Board

Annexure-5

SAPL
Summit Alliance Port Limited

Date: September 30, 2018

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

The Board of Directors
Summit Alliance Port Limited
63 Pragati Sarani, Baridhara,
Dhaka-1212

Subject: Declaration on Financial Statements for the year ended on 30-06-2018.

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

(1) The Financial Statements of Summit Alliance Port Limited for the year ended on have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting standards (IFRS), as applicable in the Bangladesh and any departure there from has been adequately disclosed;

(2) The estimates and judgments related to the financial statements were made on a prudent and reasonable basis, in order for the financial statements to reveal a true and fair view;

(3) The form and substance of transactions and the Company's state of affairs have been reasonably and fairly presented in its financial statements;

(4) To ensure above, the Company has taken proper and adequate care in installing a system of internal control and maintenance of accounting records;

(5) Our internal auditors have conducted periodic audits to provide reasonable assurance that the established policies and procedures of the Company were consistently followed; and

(6) The management's use of the going concern basis of accounting in preparing the financial statements is appropriate and there exist no material uncertainty related to events or conditions that may cast significant doubt on the company ability to continue as a going concern.

In this regard, we also certify that: -

(i) We have reviewed the financial statements for the year ended on 30 June 2018 and that to the best of our knowledge and belief:

a. these statements do not contain any materially in true statement, or omit any material fact or contain statements that might be misleading;
b. these statements collectively present true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.

(ii) There are, to the best of knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board of Directors or its members.

Sincerely yours,

Jowher Rizv
Managing Director

Syed Fazlul Haque
Finance Director

CORPORATE OFFICE
The Alliance Building
63 Pragati Sarani, Baridhara, Dhaka - 1212
Tel: +88 02 8831704, 8831893, 9840194
Fax: +88 02 9891759,

OFF-DOCK
Katghar
South Patenga, Chattogram - 4204,
Tel: +88 031 2500703, 2500933-4,
Fax: +88 031 2500935

RIVER TERMINAL
West Muktarpur
(Near 6th China-Bangladesh Friendship Bridge)
Panchashar, Munshiganj

E-mail: info@saplbd.com Website: www.saplbd.com

AMARSTOCK

Certification on Compliance of Corporate Governance

Annexure-6

বসু ব্যানার্জী নাথ এ্যান্ড কোং
BASU BANERJEE NATH & CO.
CHARTERED ACCOUNTANTS

TAHER CHAMBER (GROUND FLOOR)
10, AGRABAD COMM. AREA,
CHITTAGONG-4100
PHONE : (0) 2512931 (R) 2864760
FAX: 880-031-721201
E-mail: bbnathco.ctg1933@yahoo.com
83 years of service 1933-2016

DHAKA TRADE CENTRE (11TH FLOOR)
99, KAZI NAZRUL ISLAM AVENUE,
KAWRAN BAZAR,
DHAKA-1215
PHONES: (0) 9113357 (R) 9116234
FAX: 880-2-9126763

Report to the Shareholders of Summit Alliance Port Limited on compliance on the Corporate Governance Code

We have examined the compliance status to the Corporate Governance Code by Summit Alliance Port Limited for the year ended June 30, 2018. This Code relates to the Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 03.06.2018 of the Bangladesh Securities and Exchange Commission.

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

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

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

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

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

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

(d) The Governance of the company is satisfactory.

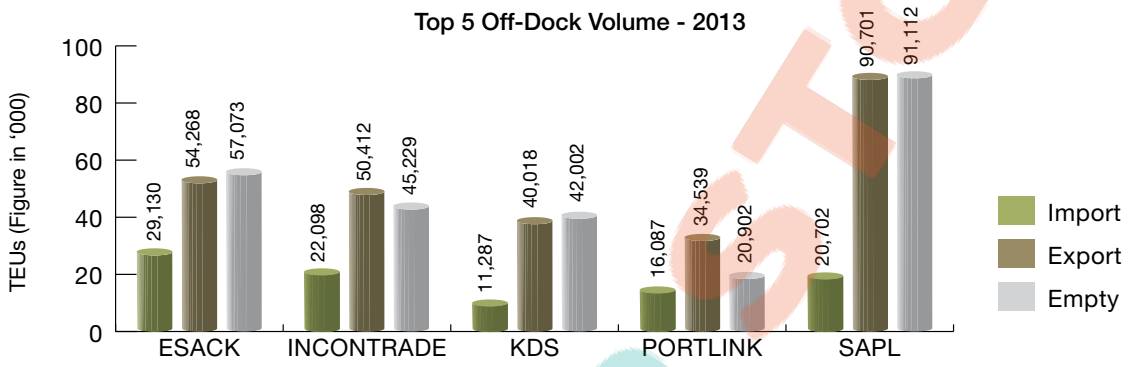
Place: Chattogram
Dated: September 30, 2018

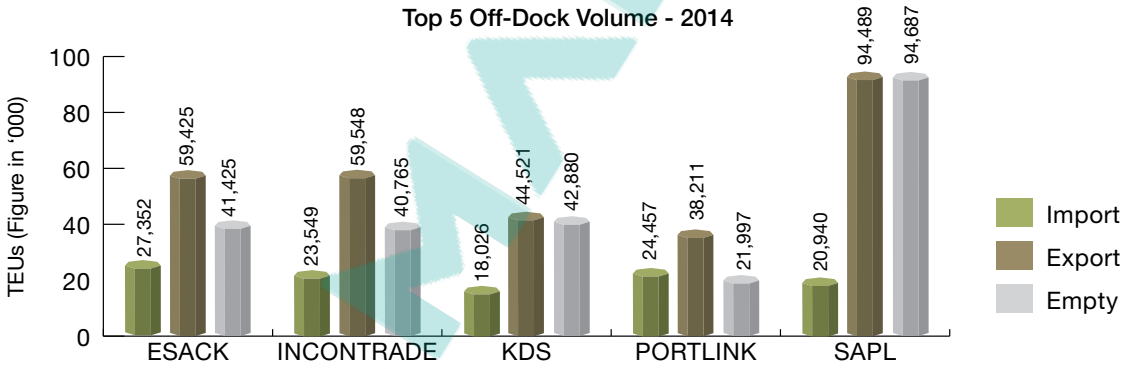
Basu Banerjee Nath & Co. Chittagong. Chartered Accountants

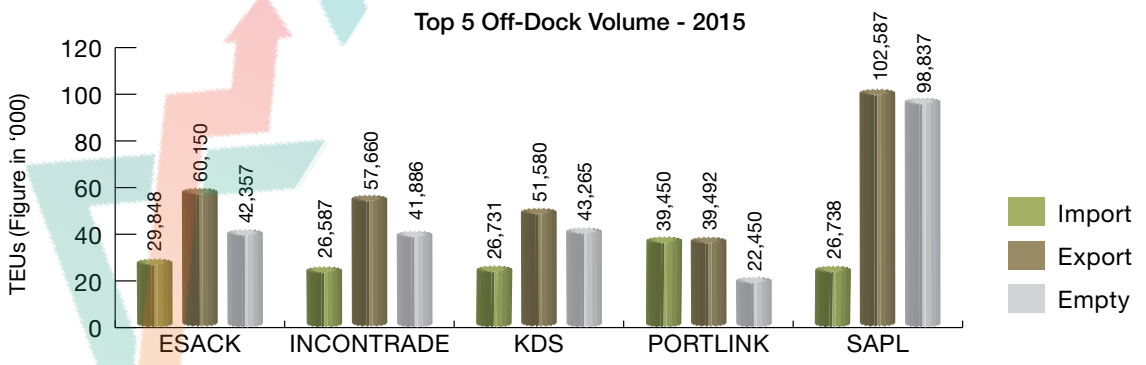
For Basu Banerjee Nath & Co.
Chartered Accountants

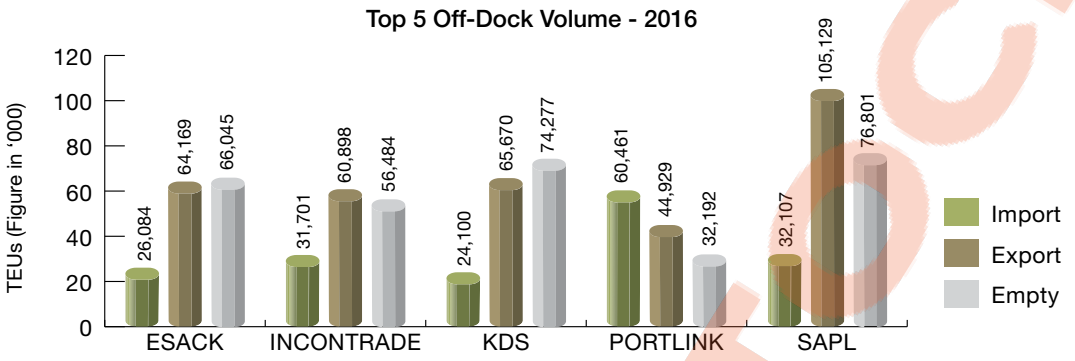
Signed by :
Gobinda Chandra Paul, FCA, Partner
Membership No. 282 of The Institute of Chartered Accountants of Bangladesh.

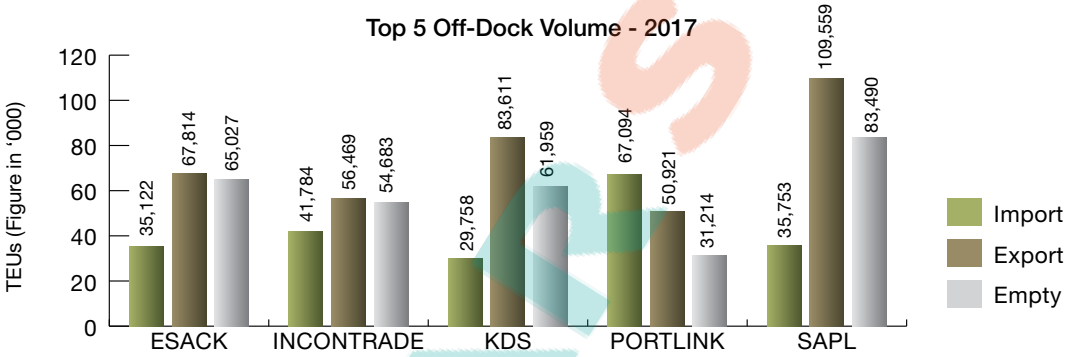
Off-Dock Industry
Container Handling Statistics

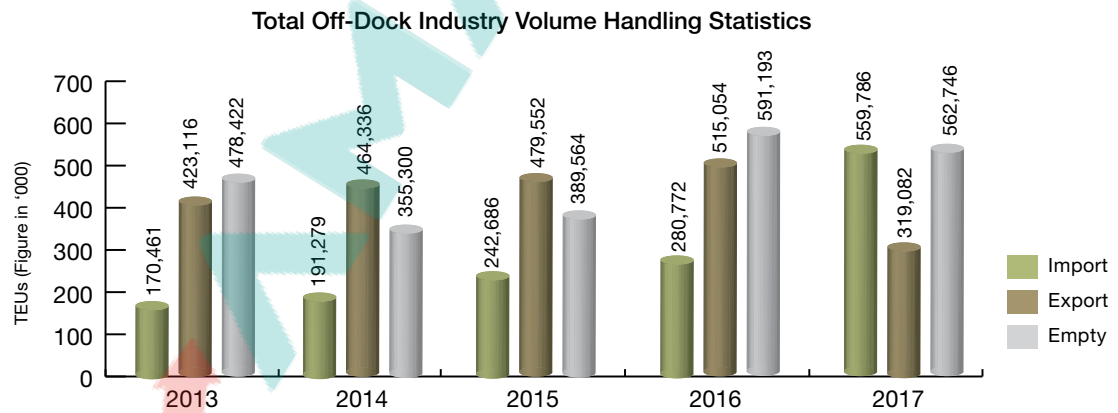












SAPL	Summit Alliance Port Limited (SAPL)
ESACK	Esack Brothers Industries Limited -Container Yard (ESACK)
INCONTRADE	Incontrade Limited (ICL)
KDS	KDS Logistics Limited (KDS)
PORTLINK	Portlink Logistics Centre Limited (PLCL)

Management Team



Mr. Jowher Rizvi
Managing Diector



Mr. Syed Yasser Haider Rizvi
Addl. Managing Director



Mr. Syed Nasser Haider Rizvi
Dpty. Managing Director



Ms. Azeeza Aziz Khan
Director



Mr. Syed Fazlul Haque
Director (Finance)



Captain Asif Mahmood
Director (Project & Procurement)



Capt. Kamrul Islam Mazumder
Director& Chief Operating Officer (Off-Dock)



Mr. Md. Abdul Hakim
Senior General Manager & Chief Operating Officer (River Terminal)



Mr. Md. Mahinul Haque
Senior General Manager
Head of Operations (Off-Dock)



Mr. Tusharabrita Jiban Biswas
Senior General Manager &
Chief Operating Officer (River Terminals, India)



Mr. Ratan Kumar Nath, FCMA
General Manager
(Finance & Accounts)



Mr. Aman Ullah Al Kader
Deputy General Manager
Head of Operation (Off-Dock)



Mr. Jainul Abedin
Asst. General Manager
Head of Legal Affairs



Ms. Rumi Sen Gupta
Asst. General Manager
Head of HR



Mr. Pankoj Kumar Dey
Asst. General Manager
Head of Internal Audit



Mr. Md. Abdullah Osman Shajid
Asst. General Manager &
Company Secretary



Mr. Md. Tariq Imam
Sr. Manager, Head of Compliance



Mr. Tofayel Ahmed
Sr. Manager
Head of Admin & Procurement



Mr. Mohammed Mohsin
Sr. Manager, Head of ICD



Mr. Md. Anisur Rahman
Sr. Manager , Head of MDD



Mr. Shimul Dey
Sr. Manager, Head of IT



Mr. Md. Moynul Islam
Deputy Manager, Head of HED



Mr. Swarup Kumar Das
Asst. Manager, Head of Electrical



Introducing the Senior Executives

Mr. Md. Abdul Hakim

Senior General Manager &
Chief Operating Officer (River Terminal)

Mr. Md. Abdul Hakim, Son of Late Jashem Uddin and Ashiya Khatun were born in 16th June 1964 at Magar Bari, Jamalpur. Mr. Hakim has completed his M.Com (marketing) from University of Rajshahi. Thereafter he involved himself in Summit Industrial & Mercantile Corporation (Pvt.) Limited in 1994 and in 1997 he has transferred to Ocean Containers Limited (OCL) and was performing his responsibility as General Manager & Head of Operation up to 2012 at Ocean Containers Limited, Chattogram. In May 2012, Mr. Hakim was transferred to Summit Alliance Port Ltd. (River Terminal) situated at Muktarpur under Munshigang District & presently he is performing as Chief Operating Officer (COO) of the said River Terminal.

Mr. Md. Mahinul Hoque

Senior General Manager
Head of Operation, Off - Dock

Md. Mahinul Hoque was born on 1973 and has completed his B.A. (Hons.) & Masters Degree from Chattogram University Mr. Hoque started his carrier in 2000 with Airlines (GMG Airlines Pvt. Ltd) where he worked for two years as Asst. Manager. After that he joined in MGH Group (Shipping division) in 2002 and worked there for more than 10 years. Before leaving MGH, Mr. Hoque was working as Sr. Manager at Portlink Logistics Centre Ltd. (Operation & Sales), a sister concern of MGH Group. Mr. Hoque joined in this organization on 02 December 2012 and now performing his responsibility as Senior General Manager & Head of Operation of Summit Alliance Port Limited.

Mr. Tusharabrita Jiban Biswas

Senior General Manager & Chief Operating Officer
(River Terminals, India)

Mr. Tusharabrita Jibon Biswas graduated from Dhaka University in 1975. He has managed business of commodity trading & shipping. Prior to joining SAPL he was Senior General Manager in Summit Oil & Shipping Co. Ltd.

PRIMARY STOCK



Mr. Ratan Kumar Nath, FCMA

General Manager, Finance & Accounts

Mr. Ratan Kumar Nath, a qualified Cost and Management Accountant by profession, joined the Company in January 2008 as head of Internal Audit of the Company. Mr. Nath obtained his Masters degree in Accounting from University of Chattogram and subsequently qualified as a Cost & Management Accountant from The Institute of Cost and Management Accountants of Bangladesh (ICMAB). He is now a fellow member of the same Institute. He has 25 years of professional experience. Prior to joining the Company Mr. Nath hold various important position in different organization namely Bangladesh Shipping Corporation (BSC), KDS Group, Abul Khair Group, Meghna Group etc. At Present Mr. Nath has been performing his responsibility as General Manager and Head of Finance and Accounts Department.

Mr. Aman Ullah Al Kader

Deputy General Manager
Head of Operation, Off - Dock

Mr. Aman Ullah Al Kader, Son of Late Md. Mahamudul Haque and Late Mrs. Umma Kulshum was born on 11th March 1971 in Agrabad, Chattogram. Mr. Kader has completed his B.Com (Hons.) degree from Govt. Commerce College under Chattogram University. Thereafter he involved himself in Shipping related works for 16 years working in Birds Bangladesh for 5 years and then in Kuehne+Nagel multinational company for 5 years. In 2003 Mr. Kader joined Ocean Containers Limited as Asst. Manager, Mr. Kader is, at present, working as Deputy General Manager & Head of Operations of Summit Alliance Port Limited (OCL Depot).

Mr. Jainul Abedin

Asst. General Manager,
Head of Legal Affairs

Mr. Jainul Abedin having his versatile career obtained Masters Degree from Chattogram University in 1973. Thereafter he served as a professor in MES University College, Chattogram up to 1981, following his qualifying in the BCS Admin Cadre in 1982. He served here in various capacities for 17 years and resigned in 1998. Before joining Summit Alliance Port Limited, he served as General Manager of a shipping company named ``Maritime Service Ltd.", Agrabad, Chattogram. Mr. Abedin now performing as the Head of Legal Department . Mr. Abedin was a group commander of our Great Liberation War of 1971 having his another entity as a writer of some books. He underwent training in Law, Survey, Military Affairs, Personnel Management and Container Handling both at home and abroad.

Ms. Rumi Sen Gupta

Asst. General Manager, Head of HR

Ms. Rumi Sen Gupta, daughter of Mr. Ranjit Sen Gupta and Mrs. Rita Sen Gupta was born in Anwara, Chattogram. She completed her Master Degree with Honors in Economics from Chattogram University. She accomplished her Higher Secondary from Chattogram Govt. College and school certificate from St. Scholastica's Girls' High School. Ms. Gupta had also achieved the professional degrees on post graduate diploma in ``Personnel Management`` from Bangladesh Institute of Personnel Management and the Diploma in ``Social Compliance with Bangladesh Labor Law and Human Resource Management`` from Bangladesh Institute of Fashion and Technology, Directed by Chattogram BGMEA. She had participated in a training session on ISO 9000:2000 series QMS Lead Auditor, organized by DET NORSKE VERITAS (DNV) and honored with a Lead Auditor Certificate. Ms. Rumi also successfully completed ``Environmental Management Lead Auditor Training Course (Based on ISO 14001:2015)``, organized by TUV NORD .

Ms. Rumi started her career with KDS Accessories Division (A Sister Concern of KDS Group). She Joined Summit Alliance Port Limited (Former OCL Depot) in 2006 as Asst. Manager – HR Department and currently she is leading Human Resources Department of Summit Alliance Port Limited as Head Of HR .

Mr. Pankoj Kumar Dey

Asst. General Manager,
Head of Internal Audit

"Mr. Pankoj Kumar Dey, son of Late Nripendra Lal Dey and Mrs. Niva Rani Dey, joined the company, Summit Alliance Port Ltd in 2005 after completion of Chartered Accountancy Course from Basu Banerjee Nath & Co. Chartered Accountants He is still continuing at "Advanced Stage" of the Chartered Accountancy study and completed 14 subjects out of 17. To boost up his knowledge and to contribute more for the company he was assigned to participate in various training programme in Bangladesh and abroad by the company. As part of his development program, Pankoj attended a short course on "International Training on Ports, Shipping and Container Terminal Management" in Bangkok, Thailand in 2009. Effective from January 2014 he has been performing his responsibility as Head of Internal Audit of the Company. "

Md. Abdullah Osman Shajid

Asst. General Manager & Company Secretary

Md. Abdullah Osman Shajid is working with Summit Alliance Port Limited since February 2008. He is holding the position of Company Secretary since 26th April, 2018. Before he was

elevated to the position of Company Secretary, he contributed his expertise serving the Corporate Affairs Department, Finance Department and Share Department with during his long tenure of service with Summit Alliance Port Limited. He completed his M. Com under National University in the year 2007 and completed his Chartered Accountancy Course in the same year.

Besides Summit Alliance Port Limited, he is also involved with Ispahani Summit Alliance Terminals Limited, another Off-Dock project of Summit Group and Alliance Holdings, with Ispahani Group.

Mr. Md. Tariq Imam

Sr. Manager, Head of Compliance

Mr. Md. Tariq Imam, Son of Late Hassan Imam was born in year 1973. Mr. Md. Tariq Imam completed his graduation (BA) from Jagannath University, Dhaka under National University in the year 1993.

Mr. Md. Tariq Imam started his professional career in the field of Shipping in July 1994 with Cho Yang Line in Chattogram, a global network of Seoul-based shipping company as an Executive (Equipment Control). Later he worked for some other shipping company as well. In 2002 Mr. Md. Tariq Imam involved himself in the off-dock industry and joined K&T Logistics Limited, a renowned and Singapore-Bangladesh joint venture private off-dock and worked there for about five years as Head of Sales Team and continued till his departure. As a part of his development he participated in various training courses such as "International Training on Port Management, Shipping Management & Container Terminal Management" jointly hosted by Bangladesh Resource Improvement Trust, Port de Barcelona and CG-Consulting Group Spain in 2008. He had the opportunity to work as an intern with the officials of the Port of Thailand and Laem Chabang, deep-sea port for about a week in Thailand in 2009 and successfully completed IRCA UK approved five days Lead Auditor course on Environmental Management System ISO 14001:2015 organized by TUV NORD in 2016.

Mr. Md. Tariq Imam has joined "Summit Alliance Port Limited" in the year 2007 as Asst. Manager (Operations). Later he was transferred to compliance department in the year 2010. He was last awarded with a promotion to Sr. Manager in 2015 and leading the compliance department as "Head of Compliance". He is assigned for overall responsibilities of supply chain security and social compliance for Summit Alliance port Ltd, ISATL and SAPL-IWCT.

Mr. Tofayel Ahmed

Sr. Manager,
Head of Admin & Procurement

Mr. Tofayel Ahmed son of Md. Harej Uddin & late Mrs. Noorjahan Begum was born in 1975, at Godagari in Rajshahi. Mr. Ahmed having his career obtained Master's Degree (Political science) from Rajshahi University. He has also completed Certificate Course on "Civil Drafting" from Rajshahi Technical Training Center (TTC). Therefore he involved at "Friends Book Corner "in Dhaka as Marketing Manager from 2003 to 2004. Meanwhile he has joined the company (Summit Alliance Port Limited) in 12th June 2004 as Junior Executive in Maintenance and Development Department (MDD) up to 2012 and interim one year in Operation department as an Incharge of Export & Import.

Currently, he is serving as Senior Manager, Head of Admin & Procurement Department.

Mr. Mohammed Mohsin

Sr. Manager, Head of ICD

Mr. Mohammed Mohsin, son of late Saleh Ahmed and Morium Begum was born in1961. He completed " Post Graduation" and also earned his "Honours" degree from " The University of Chattogram " in 1983.

Mr. Mohsin started his professional career in 1984 with James Finlay PLC.After being an integral part of Finlay for 10 years he joined P&O Nedlloyd in 1994 where he was equally admired.He toured Mumbai, India on several occasions for training purposes in the field of " Container Survey " and also played an imperative role in the implementation of different software in P&O Nedl Loyd, Bangladesh.He later on joined Maersk Bangladesh Limited as an Assistant Manager while P&O Nedlloyd was acquired by Maersk in 2005 and provided his services till 2010.

In 2011 he got associated with Summit Alliance Port Limited as a Deputy Manager in ICD department.He soon became an esteemed part of the corporation and was awarded with a promotion as Manager of the ICD department in the year 2013 and was entrusted with all the responsibilities of the ICD department of Summit Alliance Port Limited.(formerly known as OCL) .Being pleased with his discipline,work ethics and professionalism , the Management promoted Mr. Mohsin to Sr. Manager in 2015 with additional responsibilities to look after SAPL-ICD.He is still an essential part of Summit Alliance Port Limited and currently affiliated with the company as the Head of ICD department of SAPL, OCL and Port operations.

Mr. Md. Anisur Rahman

Sr. Manager
Head of MDD

Engr. Anisur Rahman, son of Md. Shyed Ali and Rokeya Begum was born in 1979. He obtained Bachelor of Science in civil engineering from Southern University. He joined to Summit Alliance Port Limited in 2003 as Executive. He have been trained on course of construction under Chattogram Development Authority in 1999. Before joining Summit Alliance Port Ltd he served for Alpha Consulting and Construction Firm. Presently, Engr. Anis is playing the role of Head of Maintenance and Development Department as a Senior Manager. Our River Terminal had been successfully built under his supervision.

Mr. Shimul Dey

Sr. Manager, Head of IT

Mr. Shimul Dey, Son of Mr. Ranjit Dey & Mrs. Rina Dey was born in the year 1982. Mr. Shimul completed his BSc (Hons) in Computer Science & Engineering (CSE) in November-2005 from Chittagong University of Engineering & Technology (CUET), one of the prestigious public engineering university in Bangladesh. He secured 5th position in the combined (CUET, KUET & RUET) admission test which then known as BIT (Bangladesh Institute of Technology). He is a life member of Institute of Engineering Bangladesh (IEB) having membership # M26452.

Mr. Shimul started his professional career in May-2006 with Summit Alliance Port Limited (SAPL) in IT Department as Executive. He was last awarded with a promotion to Sr. Manager in July-2018 and leading the IT Department as “Head of IT”. He is assigned with overall responsibilities of IT department for Summit Alliance Port Limited (SAPL), Ispahani Summit Alliance Port Limited (ISATL) and Inland Water Container Terminal (IWCT).

In a continuation of higher study, on September-2015, he also completed Commonwealth Executive Master of Business Administration (CEMBA) under Bangladesh Open University joint collaboration with The Commonwealth of Learning (COL) Canada.

His career as Head of IT has been enriched with the versatile knowledge in different wings of IT specially in software design, development and architecture sector. Under his leadership, SAPL established an in-house software development team.He is now involved to dedicate his efforts to direct, guide and lead his in-house software development teamto develop company ERP in a bid to get overall control on all operational and accounting activities through software.

Mr. Md. Moynul Islam

Deputy Manager, Head of HED

Md. Moynul Islam, son of Late Haji Md. Rafiqul Islam Chy and Mrs. Rokeya Begum born in July, 1982 at Halishahar, Bandar, Chattogram. He completed his Diploma in engineering on Power Technology (Automobile) from Chattogram polytechnic institute in 2000, and completed a training on world class maintenance management from IBC in 2009.

He started his career with SANKO Optical Co (BD) Ltd as a sub-assistant engineer (Mechanical) for five years (2001-2005). Then he joined as a sub-assistant engineer at TK Chemical Complex, Kalurghat I/A, Chattogram, for 01 year(2006-2007).

After that, he joined Summit Alliance Port Limited as an Executive (HED) in 2007. And at present working as Deputy Manager & Head of Heavy Equipment Department (SAPL & OCL).

Mr. Swarup Kumar Das

Asst. Manager, Head of Electrical

Mr. Swarup Kumar Das, son of Narayan Kanti Das and Asru Kana Das born in 1985. He completed Diploma in Electrical Engineering in 2007 from Chitttagong Polytechnic Institute. Before joining Summit Alliance Port Limited in 2011, he had served for Rahimafrooz 1 (one) year and Energypac Power Generation for 2 years. He is currently holding the post of Assistant Manager as a Head of Electrical Department.

CSR Activities

In 2017, SAPL once again give Scholarships to 5 best Rating trainees of the National Maritime Institute, Chattogram.



Government of the People's Republic of Bangladesh
National Maritime Institute

Financial contribution to Local Mosque & Community at Katghar, North Patenga, Chattogram.







As a part of our Corporate Social Responsibility, donated taka 1 (one) lac for developing two Park at Munshiganj under their "Sobuje Sajai Munshiganj" program for Senior Citizen and Child .



Handover cheque of Tk. 50,000 to O.C, Munshiganj Sadar Thana for the Beautification Work of Munshiganj Sadar Thana.



Financial assistance of taka 3(three) lac has been provided to the six families, who has lost their family member in the Ideal Textile fire accident at Muktarpur, Munshiganj.



Ms. Sayla Farjana, Deputy Commissioner, Munshiganj, handing over chaques to the bereaved families.



Audit Committee Report

The Audit Committee, appointed by and responsible to the Board of Directors of Summit Alliance Port Limited (SAPL), is constituted as per the internal control framework of the company Policy and conditions imposed by the Bangladesh Securities and Exchange Commission (BSEC). The present committee comprises of 6 (Six) members of whom two are Independent Directors. The company secretary functions as the secretary of the committee as well. Meetings of the committee are attended by Managing Director, Directors, Head of Internal Audit, engagement partner of External Audit, as necessary, by invitation. All members of the committee are financially literate and able to interpret financial statements and assess the adequacy of the internal control process.

The present committee members, nominated by the Board, are:

Abdul-Muyeed Chowdhury,	Independent Director	Chairman
Lutfe Mawla Ayub	Independent Director	Member
Ayesha Aziz Khan	Director	Member
Syed Yasser Haider Rizvi	Director	Member
Azeeza Aziz Khan	Director	Member
Captain Asif Mahmood	Director	Member

A total of 6 (six) meetings were held since the last Annual General Meeting of SAPL dated 25th October, 2017 including the meeting dated --- September 2018.

Role of the Committee

The Audit Committee's authorities, duties and responsibilities flow from the Board's oversight function and the terms of reference are detailed in Committee Charter approved by the Board. The major responsibilities of the Committee, among others, include:

- Review of the quarterly, half-yearly and annual financial statements as well as other financial results of the company and, upon its satisfaction of the review, recommend them to the board for approval.
- Monitoring and reviewing the adequacy and effectiveness of the company's financial reporting process, internal control and risk management system.
- Monitoring and reviewing the arrangements to ensure objectivity and effectiveness of the external and internal audit functions. Examine audit findings and material weaknesses in the system and monitor implementation of audit action plans.
- Recommending to the Board for appointment, re-appointment or removal of external auditors.
- Reviewing and monitoring of the Company's ethical standards and procedures to ensure compliance with the regulatory and financial reporting requirements.

Activities of the Committee on Company's affairs for the year under report

In accordance with Audit Committee Charter, governed by the BSEC notifications on Corporate Governance Code, the committee carried out its duties to work on the areas that were raised for consideration and discussed to evaluate issues related to key events of financial reporting cycles. During the current financial period under report activities of the committee include, among others:

- Reviewed the quarterly and half yearly financial statements of the Company and recommended to the Board for adoption and circulation as per the requirement of Bangladesh Securities and Exchange Commission (BSEC).
- Assessed the report of the external auditors on critical accounting policies, significant judgments and practices used by the company in preparation of financial statements.
- A Qasem & Co, the retiring auditors, have completed three consecutive years of service as statutory auditors of the company and hence not eligible for re-appointment in terms of BSEC Notification No. BSEC/CMRRCD/2006-158/208/Admin/81 dated 20th June 2018. Therefore after due deliberations, Committee recommended Hoda Vasi Chowdhury & Co, the Board for appointment as the statutory Auditors of the Company for the next financial year ending on 30th June 2019.
- Committee reviewed the effectiveness of internal financial control and the internal audit procedures.
- Reviewed the recurrent related party transactions during the year under report.
- Reviewed the external auditors' findings arising from audit, particularly comments and responses of the management.
- Reviewed the matters of compliance as per requirements of the Bangladesh Securities and Exchange Commission (BSEC) and ensured corrections, as appropriate, to remain compliant.

The committee is of the opinion that adequate controls and procedures are in place to provide reasonable assurance that the company's assets are safeguarded and the financial position of the Company is adequately managed.

On behalf of the Committee



Abdul-Muyeed Chowdhury
Chairman



Auditors' Report & Financial Statements

For the year ended 30 June 2018

AUDITORS' REPORT

To the Share Holders of Summit Port Limited

We have audited the accompanying financial statements of Summit Alliance Port Limited, which comprise the statement of financial position as at 30 June 2018, the statement of profit or loss and other comprehensive income, statement of cash flows and statement of changes in equity for the year ended 30 June 2018, and a summary of significant accounting policies and other explanatory notes.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Bangladesh Financial Reporting Standards and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Bangladesh Standards on Auditing. 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 auditors consider internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion, the financial statements present fairly, in all material respects, the financial position of Summit Alliance Port Limited as at 30 June 2018 and its financial performance and its cash flows for the year ended 30 June 2018 in accordance with Bangladesh Financial Reporting Standards and 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 purposes of our audit and made due verification thereof;

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

c) The financial statements of the company dealt by the report are in agreement with the books of accounts; and

(d) The expenditure incurred was for the purpose of the company's business.

Dated, Dhaka
30 September 2018

A. Qasem & Co.
Chartered Accountants

CONSOLIDATED AND SEPARATE STATEMENT OF FINANCIAL POSITION

as at 30 June 2018

	Notes	As at 30 June 2018		As at 30 June 2017	
		Consolidated	Separate	Consolidated	Separate
		Amounts in BDT			
Assets:					
Non Current Assets					
Tangible Assets:					
Property, plant and equipment	4.00	8,645,140,931	8,576,787,635	8,614,584,966	8,558,811,721
Goodwill		999,975	-	999,975	-
Investment in subsidiaries	5.00	-	190,367,050	-	190,367,050
		8,646,140,906	**8,767,154,685**	**8,615,584,941**	**8,749,178,771**
Current Assets					
Inventories	6.00	8,042,926	5,760,538	4,150,937	3,082,583
Accounts receivable	7.00	232,627,247	232,627,247	182,640,631	182,640,631
Other receivable	8.00	453,661,120	452,932,122	1,274,414	634,034
Intercompany account: Receivable	9.00	-	59,883,256	-	33,022,586
Advances, deposits & prepayments	10.00	209,673,069	205,231,797	181,389,607	178,327,569
Financial assets available for sale	11.00	15,985,292	15,985,292	25,793,780	25,793,780
Cash & cash equivalents	12.00	14,618,762	12,561,998	110,496,570	109,875,363
		934,608,416	**984,982,250**	**505,745,938**	**533,376,546**
Total Assets:		**9,580,749,322**	**9,752,136,935**	**9,121,330,881**	**9,282,555,319**
Equity and Liabilities:					
Shareholders' Equity					
Issued, subscribed and paid up-Capital	13.00	2,232,910,290	2,232,910,290	2,232,910,290	2,232,910,290
Share premium		171,762,330	171,762,330	171,762,330	171,762,330
Revaluation surplus	14.00	2,892,512,401	2,892,512,401	2,895,863,376	2,895,863,376
Financial assets- Fair value reserve	15.00	(36,381,339)	(36,381,339)	(38,441,697)	(38,441,697)
Retained earnings	16.00	254,045,797	280,873,955	328,306,358	339,697,851
		5,514,849,479	**5,541,677,637**	**5,590,400,656**	**5,601,792,150**
Non-controlling interest	16.01	40,880	-	32,278	-
		5,514,890,359	**5,541,677,637**	**5,590,432,934**	**5,601,792,150**
Non Current Liabilities					
Liability for gratuity	17.00	71,576,770	71,576,770	61,734,710	61,734,710
Deferred tax liability	18.00	170,157,595	170,157,595	272,280,780	272,280,780
Long term loan	19.00	2,209,975,055	2,204,109,401	1,915,366,774	1,904,850,716
		2,451,709,420	**2,445,843,766**	**2,249,382,264**	**2,238,866,206**
Current Liabilities and Provisions:					
Short term loan and overdraft	20.00	1,176,242,574	1,170,086,574	862,274,870	848,999,270
Accounts payable	21.00	26,753,854	26,753,854	13,038,308	13,038,308
Un-claimed dividend	22.00	148,324,859	148,324,859	175,268,810	175,268,810
Income tax payable	23.00	3,599,731	3,136,510	3,028,045	2,669,620
Intercompany account -Cemcor Ltd	24.00	-	174,830,125	-	174,702,135
Beneficiaries' profit participation fund	25.00	11,228,981	11,228,981	18,955,885	18,955,885
Other payables	26.00	247,999,543	230,254,628	208,949,765	208,262,935
		1,614,149,543	**1,764,615,531**	**1,281,515,683**	**1,441,896,963**
Total Shareholders Equity and Liabilities		**9,580,749,322**	**9,752,136,935**	**9,121,330,881**	**9,282,555,319**
Net Asset Value (NAV) per share		**24.70**	**24.82**	**25.04**	**25.09**
Restated Net Asset Value (NAV) per share					
Contingent Liabilities	38.00	**104,158,825**	**104,158,825**	**104,158,825**	**104,158,825**

1. Auditors' Report - Page 1.
2. The annexed notes 1 to 41 form an integral part of these financial statements.

For and on behalf of the Board of Directors of SUMMIT ALLIANCE PORT LIMITED

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

A. Qasem & Co.
Chartered Accountants

Place of issue: Dhaka
Date of Issue: 30 September 2018

CONSOLIDATED AND SEPARATE STATEMENTS OF COMPREHENSIVE INCOME

For the year ended 30 June 2018

	Notes	1st July 2017 to 30th June 2018		1st July 2016 to 30th June 2017	
		Consolidated	Separate	Consolidated	Separate
		Amounts in BDT			
Revenue	27.00	1,386,994,792	1,344,515,716	1,311,912,322	1,263,458,404
Operating expenses	28.00	665,486,606	632,508,336	716,228,264	671,687,969
Gross Profit		**721,508,187**	**712,007,381**	**595,684,058**	**591,770,435**
General and administrative expenses	29.00	139,598,354	125,288,426	131,582,471	130,879,057
Advertisement & sales promotion expenses	30.00	132,303	132,303	98,277	98,277
Operating Profit		**581,777,530**	**586,586,652**	**464,003,310**	**460,793,101**
Other income	31.00	3,568,228	3,068,368	3,668,490	3,000,803
Loss on sale of financial assets		208,173	208,173	-	-
Finance expenses	32.00	239,664,451	232,986,297	193,466,825	190,586,091
Loss from RT trial operation	33.00	132,807,763	132,807,763	38,701,037	38,701,037
Profit before BPPF		**212,665,371**	**223,652,788**	**235,503,938**	**234,506,776**
Beneficiaries' profit participation fund	25.00	11,182,639	11,182,639.39	11,725,339	11,725,339
Profit before Income Tax		**201,482,732**	**212,470,148**	**223,778,599**	**222,781,437**
Current income tax	23.00	44,801,032	44,337,811	56,293,106	55,944,099
Deferred tax	18.00	19,247,882	19,247,882	16,967,758	16,967,758
Profit for the year		**137,433,818**	**148,884,456**	**150,517,735**	**149,869,580**
Net change in fair value of financial assets available-for-sale	11.00	(9,808,487)	(9,808,487)	6,385,395	6,385,395
Total comprehensive income for the year		**127,625,331**	**139,075,969**	**156,903,130**	**156,254,975**
Profit attributable to:					
Equity holders of the parent		137,425,215	148,884,456	150,511,253	149,869,580
Non-controlling interest-CTSL	16.04	8,603	-	6,482	-
Profit after Income Tax		**137,433,818**	**148,884,456**	**150,517,735**	**149,869,580**
Earnings Per Share (EPS)	36.00	**0.62**	**0.67**	**0.67**	**0.67**
Restated Earning Per Share (EPS)					

1. Auditors' Report - Page 1.
2. The annexed notes 1 to 41 form an integral part of these financial statements.

For and on behalf of the Board of Directors of SUMMIT ALLIANCE PORT LIMITED

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

A. Qasem & Co.
Chartered Accountants

Place of issue: Dhaka
Date of Issue: 30 September 2018

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

as at 30 June 2018

Consolidated

Amounts in BDT

Particulars	Share capital	Share premium	Revaluation surplus	Retained earnings	Financial assets-Fair value reserve	Non-controlling interest	Total
Company Position as on 30 June 2017	**2,232,910,290**	**171,762,330**	**2,895,863,376**	**339,697,851**	**(38,441,697)**	-	**5,601,792,148**
Non-controlling interest in Wahid Spinning Mills Ltd.	-	-	-	-	-	100	100
Non-controlling interest in Cemcor Ltd.	-	-	-	-	-	400	400
Non-controlling interest in Container Transportation Services Ltd.	-	-	-	-	-	31,778	31,778
Majority interest in profit in CTSL	-	-	-	1,165,957	-	-	1,165,957
Excess payment over face value of Cemcor Ltd.'s Share	-	-	-	(12,557,450)	-	-	(12,557,450)
Balance as on 30 June 2017	**2,232,910,290**	**171,762,330**	**2,895,863,376**	**328,306,358**	**(38,441,697)**	**32,278**	**5,590,432,933**
Company Position as on 30 June 2018	**2,232,910,290**	**171,762,330**	**2,892,512,401**	**280,873,955**	**(36,381,339)**	-	**5,541,677,637**
Non-controlling interest in Wahid Spinning Mills Ltd	-	-	-	-	-	100	100
Non-controlling interest in Cemcor Ltd	-	-	-	-	-	400	400
Non-controlling interest in Container Transportation Services Ltd.	-	-	-	-	-	40,380	40,380
(Loss) in SAPPL- Singapore	-	-	-	(16,288,330)	-	-	(16,288,330)
Majority interest in profit in CTSL	-	-	-	2,017,623	-	-	2,017,623
Excess payment over face value of Cemcor Ltd.'s share	-	-	-	(12,557,450)	-	-	(12,557,450)
Balance as on 30 June 2018	**2,232,910,290**	**171,762,330**	**2,892,512,401**	**254,045,797**	**(36,381,339)**	**40,880**	**5,514,890,359**

1. Auditors' Report - Page 1.

2. The annexed notes 1 to 41 form an integral part of these financial statements.

For and on behalf of the Board of Directors of SUMMIT ALLIANCE PORT LIMITED

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

A. Qasem & Co.
Chartered Accountants

Place of issue: Dhaka

Date of Issue: 30 September 2018

TAMARSTOCK

Separate

Amounts in BDT

Particulars	Share capital	Share premium	Revaluation surplus	Financial assets fair value reserve	Retained earnings	Total
Balance as on 01 July 2016	**2,232,910,290**	**171,762,330**	**2,899,611,561**	**(42,484,855)**	**185,418,642**	**5,447,217,968**
Profit for the year	-	-	-	-	149,869,579	149,869,579
Financial Assets Fair value reserve			-	-		-
Depreciation on revalued amount	-	-	(4,409,630)	-	4,409,630	-
Provision for deferred tax liability	-	-	661,445	(2,342,237)	-	(1,680,792)
Net change in fair value of assets on 30.6.2017	-	-		6,385,395	-	6,385,395
Balance as on 30 June 2017	**2,232,910,290**	**171,762,330**	**2,895,863,376**	**(38,441,697)**	**339,697,851**	**5,601,792,150**
Balance as on 01 July 2017	**2,232,910,290**	**171,762,330**	**2,895,863,376**	**(38,441,697)**	**339,697,851**	**5,601,792,150**
Profit for the year	-	-	-	-	148,884,456	148,884,456
Cash Dividend @ 15% for 2016-17	-	-	-	-	(334,936,544)	(334,936,544)
Depreciation on revalued amount	-	-	(3,942,323)	-	3,942,323	-
Adjustment for transfer of Retained Earnings-SAPPL-Singapore					3,977,424	3,977,424
Cost of Sold -Financial Assets	-	-	-	11,044,172	-	11,044,172
Add: Adjustment for Cost of Right Share	-	-	-	(646,600)	-	(646,600)
Provision for deferred tax liability	-	-	591,348	1,471,273	-	2,062,621
Adjustment of deferred tax liability	-	-	-	-	119,308,445	119,308,445
Net Changes in fair value of financial assets as on 30.6.2018	-	-	-	(9,808,487)	-	(9,808,487)
Balance as on 30 June 2018	**2,232,910,290**	**171,762,330**	**2,892,512,401**	**(36,381,339)**	**280,873,955**	**5,541,677,637**

1. Auditors' Report - Page 1.

2. The annexed notes 1 to 41 form an integral part of these financial statements.

For and on behalf of the Board of Directors of SUMMIT ALLIANCE PORT LIMITED

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

A. Qasem & Co
Chartered Accountants

Place of issue: Dhaka
Date of Issue: 30 September 2018

AMARSTOCK

CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended 30 June 2018

	1st July 2017 to 30th June 2018		1st July 2016 to 30th June 2017	
	Consolidated	Separate	Consolidated	Separate
	Amounts in BDT			
A. Cash Flow from Operating Activities				
Cash received from customers and others	1,282,907,995	1,240,428,919	1,284,285,714	1,235,562,194
Cash paid to suppliers and employees	(790,508,763)	(762,655,119)	(760,050,272)	(720,378,283)
Dividend income	283,432	283,432	342,271	342,271
Other income	2,753,277	2,753,277	2,637,982	2,637,982
Income tax paid	(44,229,348)	(43,870,921)	(82,404,043)	(81,677,043)
Financial expenses	(212,878,558)	(206,160,533)	(164,512,300)	(161,631,566)
Net Cash Generated from Operating Activities	**238,328,035**	**230,779,055**	**280,299,352**	**274,855,555**
B. Cash Flow from Investment Activities:				
Acquisition of property, plant and equipment (Note-4)	(542,020,777)	(521,632,066)	(209,147,705)	(199,016,693)
Sale proceeds of asset discard	1,370,000	1,370,000	887,374	887,374
Advance, deposits and prepayments	(23,648,033)	(22,926,805)	(64,751,677)	(63,253,478)
River Terminal	-			
Sale of financial assets	10,189,400	10,189,400	-	-
Net Cash used in Investment Activities	**(554,109,410)**	**(532,999,471)**	**(273,012,007)**	**(261,382,796)**
C. Cash Flow from Financing Activities:				
Bridge loan	(214,609,354)	(214,609,354)	109,370,089	109,370,089
Short term loan	(223,283)	6,896,317	(34,296,752)	(27,316,341)
Long term loan	796,622,729	801,233,262	(132,741,428)	(123,629,405)
Right issue	-			
Inter company transaction-Cemcor Ltd	-	127,990	-	-
Inter company transaction-SAPPL - Singapore	-	(2,531,646)	-	-
Inter company transaction-CTSL	(6,029)	(24,329,024)	-	(22,285,786)
Dividend paid	(361,880,495)	(361,880,495)	(56,500,133)	(56,500,133)
Net Cash Generated from Financing Activities	**219,903,569**	**204,907,051**	**(114,168,224)**	**(120,361,576)**
Increase/(decrease) in cash and cash equivalents	**(95,877,809)**	**(97,313,366)**	**(106,880,880)**	**(106,888,818)**
Cash and cash equivalents at the beginning of the year	110,496,570	109,875,363	217,377,450	216,764,181
Cash and Cash Equivalents at the end of the year	**14,618,762**	**12,561,998**	**110,496,570**	**109,875,363**
Net Operating Cash Flow Per Share (NOCFPS)	**1.07**	**1.03**	**1.26**	**1.23**

1. Auditors' Report - Page 1.
2. The annexed notes 1 to 41 form an integral part of these financial statements.

For and on behalf of the Board of Directors of SUMMIT ALLIANCE PORT LIMITED

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

Place of issue: Dhaka
Date of Issue: 30 September 2018

A. Qasem & Co
Chartered Accountants

NOTES TO THE FINANCIAL STATEMENTS
as at and for the period ended on 30 June 2018

1.00 Reporting entity:

1.01 Company profile:

Summit Alliance Port Limited (hereinafter referred to as the "Company/SAPL"), initially incorporated as a private limited company under the Companies Act, 1994 on 06 December 2003, was converted into a Public Limited Company on 06 March 2008. The Company's Registered Office is at Katghar, South Patenga, Chattogram-4204 with Corporate Office at 'The Alliance Building', 63 Pragati Sarani, Baridhara, Dhaka-1212 (shifted from earlier location at Summit Centre, 18 Kawran Bazar Commercial Area, Dhaka-1215). The company is listed with both the bourses of the country and trading of its shares commenced effective from 16 October 2008.

Subsequently Ocean Containers Limited (OCL) was acquired and merged with SAPL effective from 1st October 2012 pursuant to the order passed by the honourable High Court Division of the Supreme Court of Bangladesh in the Company Matter No.225 of 2012 submitted by SAPL and OCL under Section 229 read in conjunction with Section 228 of the Companies Act 1994. OCL was since dissolved and ceased to exist and its undertaking was merged and being continued under the name and title of Summit Alliance Port Limited.

The principal activity of the Company/Group is to provide Off-Dock services as Inland Container Depot (ICD) with facilities for Empty Container Storage and Container Freight Station (CFS) for handling both import and export cargo.

Besides, establishment of the company's River Terminal on its 15 acres of freehold land on the bank of river Dhaleswary in Mukhterpur under Munshigonj district, the first of its kind in the country's private sector, is complete. The River Terminal being similar in certain respect to the off-dock establishment, has the bonded warehouse facilities with required handling equipment for container freight station to handle export and import cargo as well as for storage of empty containers. In addition the company provides container vessels for transportation of cargo to and from Chattogram Port. This facility shall help the exporters and importers to be competitive by transporting cargo by less costly river transportation as well as it will help ease the pressure on the already overburdened Dhaka-Chattogram highway. Company started trial operation of the facilities from 28th December 2016 but commencement of commercial operation will take some more time for the reason that the facility being first of its kind, requires addressing some issues.

Profiles of the subsidiaries of the Company are as follows:

Cemcor Limited (Cemcor) is a private limited company incorporated in Bangladesh under the Companies Act, 1994. Cemcor, in turn acquired 100% shares of Wahid Spinning Mills Limited (WSML) from its promoters on 19 September 1999. WSML was incorporated in Bangladesh as a private limited company on 06 September 1999 under the Companies Act, 1994. SAPL acquired Cemcor on 24 August 2009 in order to build a riverine port. Initially at the initiative of SAPL, the parent company, establishment of a River Terminal was taken in hand by Cemcor on the 14 acres of contiguous land, owned by Cemcor and WSML, on the bank of river Sitolakkha in Mukterpur under Munshigonj district but subsequently the land with the structures so far built was acquired by SAPL at mutually agreed price. The two subsidiaries are non-operative.

The Company also formed another 99% owned Subsidiary under the name of "Container Transportation Services Limited (CTSL)" for transportation of containers (empty/ladden) from/to depot. CTSL was incorporated as private limited company on 25 November 2013 under the Companies Act 1994 and started its commercial operation from July 2014.

Summit Alliance Port Pte. Limited, Singapore: In order to maintain close liaison with different multinational clients, both existing and prospective, as well as to expand company's activities beyond Bangladesh Border, with the approval of the Board in its meeting held on 14th November 2016, the company was incorporated in Singapore with registered office at 80 Raffles Place #25-01 UOB Plaza, Singapore 048624. Besides current activities, the Company, in our sprite to expand horizon of business activities, have plan to diversify in related services such as Chartering of Ships & Barges and Freight Forwarding in future. Financial Statements of the Company for the initial period ended on 30 September 2017 was audited by CSI & Co. PAC, Singapore. Transactions for subsequent 9 months ended on 30th June 2018, as reflected in the consolidated Financial Statements of Summit Alliance Port Limited, have been audited by Basu Banerjee Nath & Co. Chartered Accountants.

NOTES TO THE FINANCIAL STATEMENTS
as at and for the period ended on 30 June 2018

2.00 Basis of preparation:

2.01 Statement of compliance:

The financial statements of the company have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB) and adopted by The Institute of Chartered Accountants of Bangladesh (ICAB) vide letter no 1/1/ICAB-2017 dated 14 December 2017. The compliance status of these IFRS is as follows:

	Compliance status
IAS 1: Presentation of Financial Statements	Complied
IAS 2: Inventories	Complied
IAS 7: Statement of Cash Flows	Complied
IAS 8: Accounting Policies, Changes in Accounting Estimates and Errors	Complied
IAS 10: Events after the Reporting Period	Complied
IAS 11: Construction Contracts	Not applicable
IAS 12: Income Taxes	Complied
IAS 16: Property, Plant and Equipment	Complied
IAS 17: Leases	Complied
IAS 18: Revenue	Complied
IAS 19: Employee Benefits	Complied
IAS 20: Accounting for Government Grants and Disclosure of Government Assistance	Not applicable
IAS 21: The Effects of Changes in Foreign Exchange Rates	Complied
IAS 23: Borrowing Costs	Complied
IAS 24: Related Party Disclosures	Complied
IAS 26: Accounting and Reporting by Retirement Benefit Plans	Not applicable
IAS 27: Separate Financial Statements	Not applicable
IAS 28: Investment in Associates and Joint Ventures	Not applicable
IAS 29: Financial Reporting in Hyperinflationary Economics	Not applicable
IAS 32: Financial Instruments: Disclosure and Presentation	Complied
IAS 33: Earnings Per Share	Complied
IAS 34: Interim Financial Reporting	Not applicable
IAS 36: Impairment of Assets	Complied
IAS 37: Provisions, Contingent Liabilities and Contingent assets	Complied
IAS 38: Intangible Assets	Complied
IAS 39: Financial Instruments: Recognition and Measurement	Complied
IAS 40: Investment Property	Not applicable
IAS 41: Agriculture	Not applicable
IFRS 1: First time Adoption of International Financial Reporting Standards	Not applicable
IFRS 2: Share based Payment	Not applicable
IFRS 3: Business Combinations	Not applicable
IFRS 4: Insurance Contracts	Not applicable
IFRS 5: Non-current Assets Held for Sale and Discontinued Operations	Not applicable
IFRS 6: Exploration for and Evaluation of Mineral Resources	Not applicable
IFRS 7: Financial Instruments: Disclosures	Complied
IFRS 8: Operating Segments	Complied
IFRS 9: Financial Instruments	Complied
IFRS 10: Consolidated Financial Statements	Not applicable
IFRS 11: Joint Arrangements	Not applicable
IFRS 12: Disclosure of Interests in Other Entities	Complied
IFRS 13: Fair Value Measurement	Complied
IFRS 14: Regulatory Deferral Accounts	Not applicable
IFRS 15: Revenue from Contracts with Customers	Complied

AMAR STOCK

NOTES TO THE FINANCIAL STATEMENTS
as at and for the period ended on 30 June 2018

Compliance with other regulatory requirements

The Company complied with the requirements of following laws and regulations from various government bodies:

i) The Companies Act,1994;
ii) The Income Tax Ordinance,1984 and amendment thereon;
iii) The Income Tax Rules,1984;
iv) The Value Added Tax Act, 1991;
v) The Value Added Tax Rules, 1991;
vi) The Stamp Act, 1899;
vii) The Bangladesh Labor Act, 2006 and amended in 2015;
viii) The Bangladesh Securities and Exchange Ordinance,1969;
ix) The Bangladesh Securities and Exchange Rules,1987;
x) Listing Regulations of Dhaka and Chattogram Stock Exchanges;
xi) Any other applicable laws and regulations of the land.

The financial statements were authorised for issue by the Company's Board of Directors in its meeting held on …… for publication.

2.02 Basis of measurement:

The financial statements have been prepared on historical cost basis, except for lands, buildings and other constructions and container handling equipment which have been valued at fair value. Financial assets and financial liabilities have been stated at "fair value".

2.03 Use of estimates and judgments:

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

Estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

In particular, the use of estimates and judgments have most significant effect on the amounts recognized in Notes on Property, Plant and Equipment, Prepayments, Revaluation Surplus, Provision for Gratuity and Provision for Income Tax.

The financial statements are presented in Bangladesh Taka (BDT) which is the Company's functional and presentational currency.

2.04 Comparative information and general:

Comparative information has been disclosed in respect of the year 2016-17 for all numeric information in the financial statements and also the narrative and descriptive information where it is relevant for understanding of the current year's financial statements.

2.05 Going concern:

The Company has adequate resources to continue its operations in the foreseeable future. The Directors therefore continue to adopt going concern basis in preparing the financial statements. Resources of the Company and its ready access to credit facilities ensure sufficient fund to meet the present requirements of its existing business and operations.

2.06 Level of precision:

All financial figures expressed in Bangladesh Taka have been rounded off to its nearest value/integer.

3.00 Significant accounting policies:

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

NOTES TO THE FINANCIAL STATEMENTS
as at and for the period ended on 30 June 2018

3.01 Basis of consolidation:

Subsidiaries are entities controlled by the parent Company and their accounts are fully consolidated.

The Accounting policies of Subsidiaries have been changed where necessary to align with the policies adopted by the Group. The financial statements of the subsidiaries have been consolidated with those of Summit Alliance Port Limited in accordance with BFRS 10: Consolidated Financial Statements. Intra-group balances and transactions as well as any unrealized income and expenses arising from intra-group transactions are eliminated in preparing consolidated financial statements.

3.02 Property, plant & equipment:

i. Recognition and measurement

Items of Property, Plant and Equipment (PPE) are initially measured at cost. After initial recognition, items of PPE are carried at cost less accumulated depreciation and impairment loss. Cost includes expenditures that are directly attributable to the acquisition of an item of PPE. Borrowing costs directly attributable to the construction of plants are included in the cost of those plants.

ii. Subsequent costs

The cost of replacing part of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the company and its cost can be measured reliably. The costs of the day to day servicing of property, plant and equipment are recognized in Comprehensive Income Statement as and when incurred.

iii. Revaluation

Following the current cost accounting method, Company's Land, Civil Works & Structures are revalued at periodical interval in compliance with BAS-16: Property, Plant & Equipment read in conjunction with BSEC Notification SEC/CMRRCD/2009-193/150/Admin, dated 18 August 2013. Last revaluation was carried out in December 2014.

iv. Depreciation

Depreciation is recognized in the Statement of Comprehensive Income on the reducing balance method over the estimated useful life of each PPE. It has been observed that under certain categories of assets, depreciation has been charged at a rate substantially higher than what it should be based on estimated useful life of the same. Accounting depreciation rates of PPEs are as follows:

Name of assets	Rates (%)
Construction- 1st class	2.5
Construction other than 1st class	10
Container handling equipment	10
Electrical equipment	20
Furniture and fixture	15
Office equipment	20
Steel structures	2.5
Vehicle	20

v. Gain or loss on disposal

The gain or loss arising on the disposal or retirement of an asset is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognized in the statement of comprehensive income. No depreciation is charged on assets at the time of disposal or retirement.

NOTES TO THE FINANCIAL STATEMENTS
as at and for the period ended on 30 June 2018

3.03 Intangible asset: Goodwill

Intangible Asset has been recognized in compliance with BAS 38:Intangible Asset. The intangible asset as booked is the excess of cost of investments over value of assets acquired.

i. Recognition and measurement

Intangible assets that are acquired by the company and have finite useful lives are measured initially at cost. After initial recognition, it is carried at its cost less accumulated amortization and accumulated impairment loss, if any. Intangible assets are recognized as per BAS 38-Intangible Assets.

3.04 Lease assets:

All the lease transactions are classified based on the extent to which risks and rewards incidental to ownership of the assets lie with the lessor or lessee. According to this classification, the lease transactions are identified as finance/operating lease as per the Bangladesh Accounting Standards No: 17 Leases based on the substance of the transactions, not merely the legal form. However presently the company does not have any leased asset in its possession.

3.05 Inventories:

Inventories are valued at the lower of cost and estimated net realizable value. The cost of inventories is valued at first-in-first-out (FIFO) method and includes expenditures for acquiring the inventories and bringing them to their existing location and condition. Net realizable value is the estimated selling price in the ordinary course of business less the estimated cost of completion and selling expenses. When inventories are used, the carrying amount of those inventories are recognized in the period in which the related revenue is recognized.

3.06 Foreign currency transactions:

Foreign currency transactions are translated into Bangladesh Taka at the rate ruling on the transaction date. All monetary assets and liabilities at the statement of financial position date are retranslated using rates prevailing on that date. In accordance with Schedule-XI of the Companies Act 1994 all differences arising on outstanding foreign currency loans are adjusted against the project/asset cost for which such foreign currency borrowing took place. This treatment is not in accordance with BAS-21: "The Effects of changes in Foreign Exchange Rates" which requires all differences arising from foreign exchange transactions to be recognized in the comprehensive income statement.

3.07 Employee benefits :

i. Provident fund

The Company operates a contributory provident fund for all its permanent employees duly recognized by Commissioner of Taxes, Taxes Zone-2, Chattogram vide its memo A:S:/5P-1/PF/Chitt-2/2008 dated December 12, 2008 to which both the employees and the employer equally contribute 10% of the basic pay each, which is invested outside the Group.

ii. Gratuity scheme

The Company also operates an unfunded Gratuity Scheme for its permanent employees, provision for which is made on the basis of latest applicable basic multiplied by length of service with the Company as per the Gratuity Rule. Though no valuation was done to quantify actuarial liabilities as per the Bangladesh Accounting Standard 19: Employee Benefits, such valuation is not likely to yield a result significantly different from the current provision.

iii. Beneficiaries' profit participation fund

In terms of amendment in the Bangladesh Labour (Amendment) Act 2013, with the approval of Board of Directors, the Company has introduced BPPF effective from 2014 and accordingly due provisions at 5% of the Profit before Tax is made by the company. The Company has also formed Trustee Board for the management of the fund.

NOTES TO THE FINANCIAL STATEMENTS
as at and for the period ended on 30 June 2018

3.08 Revenue recognition policy:

Revenue from service is measured at the fair value of the consideration received or receivable, net of allowances, discounts and rebates, if any. Revenue is recognized, in compliance with the requirements of BAS 18-Revenue, when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs can be estimated reliably and there is no continuing management involvement with the service.

3.09 Taxation:

Current tax:

Provision for income tax has been made in the Accounts at the ruling rate prescribed in the Income Tax Ordinance 1984.

Deferred tax:

Deferred tax liabilities are the amount of income tax payable in the future periods in respect of taxable temporary differences. On the other hand deferred tax assets are the amount of income taxes recoverable in future periods in respect of deductible temporary differences. Deferred tax assets and liabilities are recognized for the future tax consequences of timing differences arising between the carrying values of assets, liabilities, income and expenditures and their respective tax bases. Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantially enacted on the Statement of Financial Reporting date the reporting date. Impact of changes on the account due to deferred tax assets and liabilities have also been recognized in the statement of profit or loss and other comprehensive income as per BAS-12: "Income Taxes".

Right to offset current tax liabilities and assets, and they relate to income tax levied by the same taxable authority on the same taxable entity.

Deferred tax on revaluation surplus of land has however not been recognized in the Financial Statements on the ground that income tax payable at source on the capital gain during registration of sale of land is generally borne by the buyer. Hence possibility of having income tax implication on land is very remote. Provision therefore earlier made in the accounts has been written back to Retained Earnings.

3.10 Provisions:

A provision is recognized on the date of Statement of Financial Position if, as a result of past events, the Company has a present legal and constructive obligation that can be estimated reliably and it is probable that an outflow of economic benefit will be required to settle the obligation.

3.11 Financial income & expenses:

Finance income comprises interest income and dividend income on funds invested. Interest income is recognized on maturity.

Finance expense comprises interest expenses on loan, overdraft and bank charges. All borrowing costs are recognized in the Statement of Comprehensive Income using effective interest method except to the extent that are directly attributable to the construction of plants which is capitalized in accordance with BAS 23: Borrowing Cost.

3.12 Financial instruments:

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

NOTES TO THE FINANCIAL STATEMENTS
as at and for the period ended on 30 June 2018

3.12.1 Financial assets:

Financial assets carried in the statement of financial position include cash and cash equivalents, trade and other receivable and deposits.

The Group initially recognises receivables and deposits on the date they are originated. All other financial assets are recognized initially on the date at which the Group becomes a party to the contractual provisions of the transaction.

The Group derecognises a financial asset when the contractual rights or probabilities of receiving cash flows from the asset expires or it transfers the right to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred.

a Cash and cash equivalents:

This comprises cash in hand and at banks which are available for use of the Company without any restrictions. For the purpose of cash flow statement, cash and cash equivalents comprise cash in hand, deposits held at financial institutions and short term highly liquid investments. Bank overdrafts that are repayable on demand and form integral part of the Company's cash management are included as a component of cash and cash equivalent for the purpose of Cash Flow Statement. Cash flows from operating activities have been presented under direct method. A reconciliation of net profit with cash flows from operating activities is shown under Note 34, as required by the BSEC.

b Trade receivables:

Trade receivable consists of unpaid bill by the receivers of off-dock services and are initially recognized at original invoice amount. However, receivables are subsequently measured at the remaining amount less allowances for doubtful debts, discount, if any, at the period end.

c Available-for-sale of financial assets:

Available-for-sale of financial assets that are non-derivative financial assets are designed as available for sale by the Company. Subsequent to initial recognition at cost, the assets are measured at fair value and changes therein, other than impairment losses, are recognized in other comprehensive income and presented under Equity as 'Financial Assets-Fair Value Reserve'. When an investment is derecognised, the gain or loss accumulated in equity is reclassified as profit or loss.

3.12.2 Financial liabilities:

Other than debt securities and subordinated liabilities those are recognized on the date they originate, the company recognizes all other financial liabilities initially on the transaction date at which the Company becomes a party to the contractual provisions of the liability. The Company derecognizes a financial liability when its contractual obligations are discharged, cancelled or expired.

Financial liabilities include loans & borrowings, finance lease obligation, accounts payables and other payables.

3.13 Earnings per share:

i. Basic EPS

Basic earning per share is calculated by dividing the profit/loss for the year attributable to ordinary shareholders by the applicable weighted number of ordinary shares outstanding during the year.

ii. Diluted EPS

Diluted earnings per share is calculated by dividing the profit/loss for the year attributable to ordinary shareholders by the weighted number of ordinary shares outstanding during the year after adjustment for the effects of all dilutive potential ordinary shares.

NOTES TO THE FINANCIAL STATEMENTS
as at and for the period ended on 30 June 2018

3.14 Events after the reporting period:

Events after the reporting period that provide additional material information about the Company's position at the date of reporting are reflected in the financial statements. The events after the reporting period that are not adjusting events are disclosed in the notes, if considered material.

3.15 Dividend policy:

The Company has not yet formulated any specific dividend policy but maintaining a sustainable distribution of profit through cash dividend and stock dividend for the last few years. Details of preceding years are given below:

Years	Cash dividend	Stock dividend
2009	20%	10%
2010	50%	25%
2011	10%	10%
2012	10%	10%
2013	15%	Nil
2014	10%	5%
2015	Nil	10%
2016-2017	15%	Nil

3.16 Contingencies:

Contingencies arising from claim, litigation, assessment, fines, penalties and similar items are recorded when it is probable that a liability has been incurred and the amount can reasonably be measured. Details of contingencies as on Statement of Financial Position date are shown separately under note no. 38.00

3.17 General:

To facilitate comparison, certain relevant balances pertaining to the previous financial year have been rearranged/restated/ reclassified whenever considered necessary to conform with current financial year's presentation.

AMARSTOCK

4.00 Property, plant and equipment

River Terminal:

Amounts in BDT

Particulars	Land	Building and other construction	Electrical equipment	Container handling equipment	Furniture and fixtures	Office equipment	Vessel	Total
Cost as on 01.7.2017	747,752,569	1,334,882,161	154,074,400	521,718,202	9,164,350	6,248,068	382,518,182	3,156,357,931
Addition/transferred during the year	2,310,000	46,099,768	2,406,316	640,500	-	252,215	4,093,788	55,802,587
Disposal/transferred during the year	-	-	-	-	(11,833)	-	(386,611,970)	(386,623,803)
Total cost	750,062,569	1,380,981,929	156,480,716	522,358,702	9,152,517	6,500,283	-	2,825,536,716
Rate of depreciation	-	-	-	-	-	-	-	-
Accumulated depreciation as on 01.7.2017	-	-	-	-	-	-	-	-
Depreciation during the year	-	(5,178,269)	(31,296,143)	(26,117,935)	(1,372,878)	(1,300,057)	-	(65,265,281)
Total depreciation as on 30 June 2018	-	(5,178,269)	(31,296,143)	(26,117,935)	(1,372,878)	(1,300,057)	-	(65,265,281)
WDV as on 30 June 2018	**750,062,569**	**1,375,803,660**	**125,184,573**	**496,240,767**	**7,779,640**	**5,200,226**	**-**	**2,760,271,434**

OCL DEPOT:

Amounts in BDT

Particulars	Land	Building and other construction	Electrical equipment	Container handling equipment	Furniture and fixtures	Office equipment	Motor vehicles	Total
Cost as on 01.7.2017	56,738,028	398,126,297	28,380,730	154,504,161	13,304,021	17,832,058	13,657,891	682,543,185
Additions during the year	-	8,101,714	1,121,362	645,370	523,353	930,120	-	11,321,919
Disposal/transferred during the year	-	-	-	-	-	-	(4,568,405)	(4,568,405)
Total cost	**56,738,028**	**406,228,011**	**29,502,092**	**155,149,531**	**13,827,374**	**18,762,177**	**9,089,486**	**689,296,699**
Revaluation as on 01.07.2017	1,390,410,792	139,900,103	379,743	41,566,772	-	844,000	1,185,036	1,574,286,446
Total revaluation as on 30.6.2018	**1,390,410,792**	**139,900,103**	**379,743**	**41,566,772**	**-**	**844,000**	**1,185,036**	**1,574,286,446**
Gross block as on 30.6.2018	**1,447,148,820**	**546,128,114**	**29,881,835**	**196,716,303**	**13,827,374**	**19,606,177**	**10,274,522**	**2,263,583,145**
Rate of depreciation (%)	**0%**	**2.50%**	**20%**	**10%**	**15%**	**20%**	**20%**	-
Accumulated depreciation as on 01.7.2017:								
On cost	-	71,989,507	19,799,569	97,693,764	7,150,766	12,971,362	12,696,864	222,301,832
On revaluation	-	53,093,283	287,897	24,496,482	-	765,125	835,555	79,478,342
Total	**-**	**125,082,790**	**20,087,466**	**122,190,246**	**7,150,766**	**13,736,487**	**13,532,419**	**301,780,174**
Depreciation during the year:								
On cost	-	963,549	1,716,232	5,681,040	922,988	1,033,184	144,154	10,461,147
On revaluation	-	-	18,369	1,707,029	-	15,775	69,896	1,811,069
Total	**-**	**963,549**	**1,734,601**	**7,388,069**	**922,988**	**1,048,959**	**214,050**	**12,272,217**
Accumulated depreciation written off during the year:								
On cost	-	-	-	-	-	-	3,230,064	3,230,064
On revaluation	-	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	3,230,064	3,230,064

Written down value (WDV) as on 30.6.2018								
At Cost	56,738,028	333,274,954	7,986,291	51,774,727	5,753,620	4,757,632	(521,468)	459,763,784
Revalued	1,390,410,792	86,806,820	73,477	15,363,261	-	63,100	279,585	1,492,997,035
Net block as on 30.6.2018	**1,447,148,820**	**420,081,774**	**8,059,768**	**67,137,988**	**5,753,620**	**4,820,732**	**(241,883)**	**1,952,760,818**

Depreciation charged to Statement of Comprehensive income:

	Amounts in BDT		
	On cost	On revaluation	Total
Operating expenses	8,360,821	1,725,398	10,086,220
Administrative expenses	2,100,326	85,671	2,185,997
Total	**10,461,147**	**1,811,069**	**12,272,217**

SAPL DEPOT:

Amounts in BDT

Particulars	Land	Building and other construction	Electrical equipment	Container handling equipment	Furniture and fixtures	Office equipment	Motor vehicles	Total
Cost as on 01.7.2017	802,843,938	985,042,001	35,904,569	295,391,910	19,195,113	24,710,799	39,656,922	2,202,745,252
Additions during the year	81,192,813	196,983,923	20,212,654	140,442,604	1,124,649	3,664,261	10,898,489	454,519,393
Disposal /transferred during the year	-							-
Total cost	**884,036,751**	**1,182,025,924**	**56,117,223**	**435,834,514**	**20,319,762**	**28,375,060**	**50,555,411**	**2,657,264,645**
Revaluation as 01.7.2017	1,592,300,345	(76,857,250)	-	37,627,046	-	-	1,490,513	1,554,560,654
Total revaluation	**1,592,300,345**	**(76,857,250)**	**-**	**37,627,046**	**-**	**-**	**1,490,513**	**1,554,560,654**
Gross block as on 30.6.2018	**2,476,337,096**	**1,105,168,674**	**56,117,223**	**473,461,560**	**20,319,762**	**28,375,060**	**52,045,924**	**4,211,825,299**
Rate of depreciation (%)	**0%**	**2.50%**	**20%**	**10%**	**15%**	**20%**	**20%**	-
Accumulated depreciation as on 01.7.2017:								
On cost	-	75,646,818	25,659,378	144,129,192	9,707,507	12,261,302	14,209,227	281,613,424
On revaluation	-	9,949,570	-	17,381,619	-	-	956,959	28,288,148
Total	**-**	**85,596,388**	**25,659,378**	**161,510,811**	**9,707,507**	**12,261,302**	**15,166,186**	**309,901,572**
Depreciation during the year:								
On cost	-	9,859,203	2,049,038	15,126,272	1,423,141	2,489,899	5,089,539	36,037,092
On revaluation	-	-	-	2,024,543	-	-	106,711	2,131,254
Total	**-**	**9,859,203**	**2,049,038**	**17,150,814**	**1,423,141**	**2,489,899**	**5,196,250**	**38,168,345**
Accumulated Depreciation written off during the period:								
On cost	-	-	-	-	-	-	-	-
On revaluation	-	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	-	-
Written Down Value as on 30.6.2018								
At Cost	884,036,751	1,096,519,903	28,408,807	276,579,050	9,189,115	13,623,859	31,256,645	2,339,614,129
Revalued	1,592,300,345	(86,806,820)	-	18,220,884	-	-	426,843	1,524,141,253
Net Block as on 30.6.2018	**2,476,337,096**	**1,009,713,083**	**28,408,807**	**294,799,935**	**9,189,115**	**13,623,859**	**31,683,488**	**3,863,755,382**

TAASTOCK

Depreciation charged to Statement of Comprehensive income:

	Amounts in BDT		
	On cost	On revaluation	Total
Operating expenses	27,034,513	2,024,543	29,059,055
Administrative expenses	9,002,579	106,711	9,109,290
Total	**36,037,092**	**2,131,254**	**38,168,345**

SAPPL:

Amounts in BDT

Particulars	Land	Building and other construction	Electrical equipment	Container handling equipment	Furniture and fixtures	Office equipment	Motor vehicles	Total
Cost as on 01.7.2017								
Purchased during the year	-	-	-	-	946,988	-	-	946,988
Total cost	-	-	-	-	946,988	-	-	946,988
Accumulated depreciation as on 01.7.2017:	-	-	-	-	-	-	-	-
Depreciation during the year:					281,046			281,046
Total Depreciation as on 30 June 2018	-	-	-	-	281,046	-	-	281,046
WDV as on 30 June 2018	**-**	**-**	**-**	**-**	**665,942**	**-**	**-**	**665,942**

Property, plant and equipment

Separate - SAPL Only (OCL,SAPL and RT)

Amounts in BDT

Particulars	Land	Building and other construction	Electrical equipment	Container handling equipment	Furniture and fixtures	Office equipment	Motor vehicles and Vessel	Total
Cost as on 01.7.2017	859,581,966	1,383,168,298	64,285,299	449,896,071	32,499,134	42,542,857	53,314,813	2,885,288,437
Additions during the period	81,192,813	205,085,637	21,334,016	141,087,974	1,648,002	4,594,381	10,898,489	465,841,312
Transferred from work in progress-RT	747,752,569	1,334,882,161	154,074,400	521,718,202	9,164,350	6,248,068	382,518,182	3,156,357,931
Addition during the period-RT	2,310,000	46,099,768	2,406,316	640,500	(11,833)	252,215	4,093,788	55,790,754
Sale of Assets of RT during the period	-	-	-	-	-	-	(386,611,970)	(386,611,970)
Disposal /transferred during the period	-	-	-		-	-	(4,568,405)	(4,568,405)
Total cost	**1,690,837,348**	**2,969,235,863**	**242,100,031**	**1,113,342,747**	**43,299,653**	**53,637,520**	**59,644,897**	**6,172,098,060**
Revaluation as on 01.7.2017	2,982,711,137	63,042,853	379,743	79,193,818	-	844,000	2,675,549	3,128,847,100
Total revaluation as on 30.6.2018	**2,982,711,137**	**63,042,853**	**379,743**	**79,193,818**	**-**	**844,000**	**2,675,549**	**3,128,847,100**
Gross block as on 30.6.2018	**4,673,548,485**	**3,032,278,716**	**242,479,774**	**1,192,536,565**	**43,299,653**	**54,481,520**	**62,320,446**	**9,300,945,160**
Rate of depreciation (%)	-	**2.50%**	**20%**	**10%**	**15%**	**20%**	**20%**	-
Accumulated depreciation as on 01.7.2017:								
On cost	-	147,636,325	45,458,946	241,822,956	16,858,273	25,232,664	26,906,091	503,915,256
On revaluation	**-**	63,042,853	287,897	41,878,101	**-**	765,125	1,792,514	107,766,490
Total	-	**210,679,178**	**45,746,843**	**283,701,057**	**16,858,273**	**25,997,789**	**28,698,605**	**611,681,746**
Depreciation during the period:								
On cost-Off-dock	-	10,822,752	3,765,271	20,807,311	2,346,129	3,523,083	5,233,693	46,498,239
On cost-RT	-	(5,178,269)	(31,296,143)	(26,117,935)	(1,372,877.56)	(1,300,056.59)	-	(65,265,281)
On revaluation	-	-	18,369	3,731,572	-	15,775	176,607	3,942,323
Total	-	**5,644,483**	**(27,512,503)**	**(1,579,052)**	**973,252**	**2,238,801**	**5,410,300**	**(14,824,719)**

Accumulated Depreciation written off during the period:								
On cost	-	-	-	-	-	-	3,230,064	3,230,064
On revaluation	-	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	**3,230,064**	**3,230,064**
Written down value as on 1.7.2017								
On revaluation	2,982,711,137	-	91,846	37,315,717	-	78,875	883,035	3,021,080,610
Written down value as on 30.6.2018								
At cost- Off-dock	940,774,779	1,429,794,857	36,395,098	328,353,778	14,942,734	18,381,490	30,735,177	2,799,377,913
At cost- RT	750,062,569	1,375,803,660	125,184,573	496,240,767	7,779,640	5,200,226	-	2,760,271,434
Revalued	2,982,711,137	-	73,477	33,584,145	-	63,100	706,428	3,017,138,287
Net block as on 30.6.2018	**4,673,548,485**	**2,805,598,517**	**161,653,148**	**858,178,690**	**22,722,374**	**23,644,817**	**31,441,605**	**8,576,787,635**
Net block as on 30.6.2017	**4,590,045,672**	**2,570,414,129**	**172,992,599**	**766,916,426**	**24,805,211**	**23,827,748**	**409,809,936**	**8,558,811,721**

Depreciation charged to Statement of Comprehensive income:

	Amounts in BDT				
	OCL and SAPL			RT	Grand Total
	On cost	On revaluation	Total	On Cost	
Operating expenses	35,395,334	3,749,941	39,145,275	(62,592,347)	(23,447,072)
Administrative expenses	11,102,905	192,382	11,295,287	**(2,672,934)**	8,622,353
	46,498,239	**3,942,323**	**50,440,562**	**(65,265,281)**	**(14,824,719)**

Property, plant and equipment

Consolidated (SAPL, SAPPL and CTSL) — Amounts in BDT

Particulars	Land	Building and other construction	Electrical equipment	Container handling equipment	Furniture and fixtures	Office equipment	Motor vehicles and Vessel	Total
Cost as on 01.7.2017								
SAPL	859,581,966	1,383,168,298	64,285,299	449,896,071	32,499,134	42,542,857	53,314,813	2,885,288,437
CTSL	-	-	-	73,203,585	37,645	41,800	-	73,283,030
Total	**859,581,966**	**1,383,168,298**	**64,285,299**	**523,099,656**	**32,536,779**	**42,584,657**	**53,314,813**	**2,958,571,467**
Additions during the period-SAPL	81,192,813	205,085,637	21,334,016	141,087,974	1,648,002	4,594,381	10,898,489	465,841,312
Additions during the period-SAPPL	-	-	-	-	946,988	-	-	946,988
Additions during the period-CTSL	-	-	-	19,398,681	5,942	37,100	-	19,441,723
Transferred from work in progress-RT	747,752,569	1,334,882,161	154,074,400	521,718,202	9,164,350	6,248,068	382,518,182	3,156,357,931
Transferred from RTP	2,310,000	46,099,768	2,406,316	640,500	(11,833)	252,215	4,093,788	55,790,754
Sale of Assets of RT during the period	-	-	-	-	-	-	(386,611,970)	(386,611,970)
Disposal /transferred during the period-SAPL	-	-	-	-	-	-	(4,568,405)	(4,568,405)
Total cost	**1,690,837,348**	**2,969,235,863**	**242,100,031**	**1,205,945,013**	**44,290,228**	**53,716,420**	**59,644,897**	**6,265,769,801**
Revaluation as on 01.7.2017-SAPL	2,982,711,137	63,042,853	379,743	79,193,818	-	844,000	2,675,549	3,128,847,100
Total revaluation as on 30.6.2018	**2,982,711,137**	**63,042,853**	**379,743**	**79,193,818**	**-**	**844,000**	**2,675,549**	**3,128,847,100**

Gross block as on 30.6.2018	**4,673,548,485**	**3,032,278,716**	**242,479,774**	**1,285,138,831**	**44,290,228**	**54,560,420**	**62,320,446**	**9,394,616,901**
Rate of depreciation (%)	-	**2.50%**	**20%**	**10%**	**15%**	**20%**	**20%**	
Accumulated depreciation as on 01.7.2017:								
On cost								
SAPL	-	147,636,325	45,458,946	241,822,956	16,858,273	25,232,664	26,906,091	503,915,256
CTSL	-	-	-	17,486,300	5,761	17,723	-	17,509,784
On revaluation-SAPL	-	63,042,853	287,897	41,878,101	-	765,125	1,792,514	107,766,490
Total	-	**210,679,178**	**45,746,843**	**301,187,357**	**16,864,034**	**26,015,512**	**28,698,605**	**629,191,530**
Depreciation during the period:								
On cost								
SAPL	-	10,822,752	3,765,271	20,807,311	2,346,129	3,523,083	5,233,693	46,498,239
SAPPL	-	-	-	-	281,046	-	-	281,046
CTSL	-	-	-	7,511,597	3,783	12,235	-	7,527,615
On revaluation-SAPL	-	-	18,369	3,731,572	-	15,775	176,607	3,942,323
Total	-	**10,822,752**	**3,783,640**	**32,050,480**	**2,630,958**	**3,551,093**	**5,410,300**	**58,249,223**
Written Down Value as on 30.6.2018								
At cost	940,774,779	1,429,794,857	36,395,098	395,958,147	14,976,777	18,430,432	27,505,113	2,863,835,203
At cost-SAPPL	-	-	-	-	665,942	-	-	665,942
At cost-RT	750,062,569	1,375,803,660	125,184,573	496,240,767	7,779,640	5,200,226	-	2,760,271,434
Revaluated	2,982,711,137	-	73,477	33,584,145	-	63,100	3,936,492	3,020,368,351
Net block as on 30.6.2018	**4,673,548,485**	**2,805,598,517**	**161,653,148**	**925,783,059**	**23,422,359**	**23,693,759**	**31,441,605**	**8,645,140,931**
Net block as on 30.6.2017	**4,590,045,672**	**2,570,414,129**	**172,992,599**	**822,633,711**	**24,837,095**	**23,851,825**	**409,809,935**	**8,614,584,966**

Depreciation Charged to Statement of Comprehensive income:

	Amounts in BDT		
	On Cost	On Revaluation	Total
Operating expenses	42,906,931	3,749,941	46,656,872
Administrative expenses	11,118,923	192,382	11,311,305
Total	**54,025,854**	**3,942,323**	**57,968,177**

AMINSTOCK

NOTES TO THE FINANCIAL STATEMENTS

as at and for the period ended on 30 June 2018

		As at 30 June 2018		As at 30 June 2017	
		Consolidated	Separate	Consolidated	Separate
		Amounts in BDT			
5.00	**Investment in subsidiaries:**				
	Investment in Container Transportation Services Ltd.(Note-5.01)	-	1,980,000	-	1,980,000
	Investment in Cemcor Ltd.	-	188,387,050	-	188,387,050
		-	**190,367,050**	**-**	**190,367,050**

5.01 Investment in Container Transportation Services Ltd:

Container Transportation Services Limited is a subsidiary of Summit Alliance Port Limited (SAPL). Its total number of shares is 200,000 @ Tk.10/- each. SAPL owns 99% of its total paid up shares.

6.00	**Inventories:**				
	Diesel & motor oil	5,452,953	3,170,565	2,731,448	1,663,094
	Hydraulic oil	175,563	175,563	315,728	315,728
	Stock of electrical goods	714,410	714,410	575,960	575,960
	Stock of tyre	1,700,000	1,700,000	527,800	527,800
		8,042,926	**5,760,538**	**4,150,937**	**3,082,583**
7.00	**Accounts receivable:**				
	Opening balance	182,640,631	182,640,631	155,140,527	155,140,527
	Add- Service sales during the year	1,344,515,716	1,344,515,716	1,263,458,404	1,263,458,404
		1,527,156,347	**1,527,156,347**	**1,418,598,931**	**1,418,598,931**
	Less- Collection during the year	(1,294,529,101)	(1,294,529,101)	(1,235,958,300)	(1,235,958,300)
		232,627,247	**232,627,247**	**182,640,631**	**182,640,631**

NB: Details of accounts receivables and its aging is provided in Note: 7.01 and 7.02.

7.01	**Accounts receivable:**				
	Air Alliance Ltd.	4,274,369	4,274,369	271,080	271,080
	APL Bangladesh Pvt. Ltd.	4,813,851	4,813,851	3,853,790	3,853,790
	APM Global Logistics Ltd.	42,649,996	42,649,996	17,719,642	17,719,642
	ASL Shipping Ltd.	1,612,994	1,612,994	377,904	377,904
	Bangla Trident Ltd.	18,136,806	18,136,806	31,557,941	31,557,941
	BIRDS Bangladesh Agencies Ltd.	5,681	5,681	2,102,415	2,102,415
	BS Cargo Agency	2,440,140	2,440,140	1,475,155	1,475,155
	CMA CGM (BD) Shipping Ltd.	8,307,206	8,307,206	5,657,100	5,657,100
	Columbia Enterprise Ltd.	384,825	384,825	1,357,083	1,357,083
	Continental Traders BD Ltd.	7,321,324	7,321,324	3,604,807	3,604,807
	Cosco BD Ltd.	2,140,070	2,140,070	3,515,907	3,515,907
	DSV Air & Sea Ltd.	925,602	925,602	1,452,432	1,452,432
	Everbest Shipping Agencies Ltd.	2,804,603	2,804,603	1,840,768	1,840,768
	Expeditors Ltd	306,699	306,699	686,990	686,990
	Expo Freight Ltd.	9,221,131	9,221,131	6,128,636	6,128,636
	GBX Logistics Ltd.	4,045,429	4,045,429	2,354,580	2,354,580
	GP Shipping Lines Ltd.	869,986	869,986	981,375	981,375
	Hanjin Shipping BD Ltd.	3,006,345	3,006,345	3,006,345	3,006,345
	JBS Associates	896,583	896,583	1,603,559	1,603,559
	K-Line Bangladesh Ltd.	2,998,809	2,998,809	4,160,422	4,160,422
	Kuehne + Nagel Ltd.	15,868,442	15,868,442	11,546,788	11,546,788
	Maersk Bangladesh Ltd.	39,631,191	39,631,191	21,983,193	21,983,193
	Marco Shipping Lines Ltd.	7,849,124	7,849,124	10,191,023	10,191,023
	MB Steam Ship Solution	2,248,125	2,248,125	1,496,848	1,496,848
	NYK Line BD Ltd.	17,641	17,641	5,771,289	5,771,289
	Ocean International Ltd.	2,344,270	2,344,270	3,535,228	3,535,228
	One Network Ltd.	8,596,999	8,596,999	-	-
	PIL BD Ltd.	2,370,760	2,370,760	1,849,724	1,849,724
	Transmarine Logistics Ltd.	1,567,842	1,567,842	1,533,522	1,533,522
	Others	34,970,405	34,970,405	31,025,086	31,025,086
		232,627,247	**232,627,247**	**182,640,631**	**182,640,631**

NOTES TO THE FINANCIAL STATEMENTS
as at and for the period ended on 30 June 2018

	As at 30 June 2018		As at 30 June 2017	
	Consolidated	Separate	Consolidated	Separate
	Amounts in BDT			

Receivables are unsecured but considered good and represent dues from various clients against services rendered.

Aging of accounts receivable:

	As on 30 June 2018	Up to 3 months	3 to 6 months	Above 6 months
Air Alliance Ltd.	4,274,369	4,274,369	-	-
APL Bangladesh Pvt. Ltd.	4,813,851	4,813,851	-	-
APM Global Logistics Ltd	42,649,996	42,649,996		-
ASLShipping Ltd	1,612,994	1,412,411	200,583	-
Bangla Trident Ltd.	18,136,806	12,578,866	5,557,940	-
BIRDS Bangladesh Agencies Ltd	5,681	5,681	-	-
BS Cargo Agency	2,440,140	2,440,140	-	-
CMA CGM (BD) Shipping Ltd	8,307,206	8,307,206	-	-
Columbia Enterprise Ltd	384,825	384,825	-	-
Continental Traders BD Ltd	7,321,324	7,321,324	-	-
Cosco BD Ltd.	2,140,070	2,140,070	-	-
DSV Air & Sea Ltd	925,602	925,602	-	-
Everbest Shipping Agencies Ltd	2,804,603	2,770,390	34,213	-
Expeditors Ltd	306,699	306,699	-	-
Expo Freight Limited	9,221,131	9,221,131	-	-
GBX Logistics Ltd	4,045,429	4,045,429	-	-
GP Shipping Lines Ltd	869,986	869,986	-	-
Hanjin Shipping BD Ltd	3,006,345	-	-	3,006,345
JBS Associates	896,583	896,583	-	-
K-Line Bangladesh Ltd	2,998,809	-	2,998,809	-
Kuehne + Nagel Ltd.	15,868,442	15,868,442	-	-
Maersk Bangladesh Ltd.	39,631,191	39,631,191	-	-
Marco Shipping Lines Limited	7,849,124	7,849,124	-	-
MB Steam Ship Solution	2,248,125	2,248,125	-	-
NYK Line BD Ltd	17,641	17,641	-	-
Ocean International Ltd	2,344,270	2,344,270	-	-
One Network Ltd.	8,596,999	8,596,999	-	-
PIL BD Ltd.	2,370,760	2,370,760	-	-
Transmarine Logistics Ltd.	1,567,842	1,567,842	-	-
Others	34,970,405	33,156,228	1,814,177	-
	232,627,247	**219,015,180**	**10,605,722**	**3,006,345**

NOTES TO THE FINANCIAL STATEMENTS

as at and for the period ended on 30 June 2018

	As at 30 June 2018		As at 30 June 2017	
	Consolidated	Separate	Consolidated	Separate
	Amounts in BDT			
8.00 Other receivables:				
Ispahani Summit Alliance Terminal Ltd	8,231,890	8,231,890	585,242	585,242
Receivable from Crystal Logistics Ltd.	442,180,228	442,180,228	-	-
Others	3,249,001	2,520,003	689,172	48,792
	453,661,120	**452,932,122**	**1,274,414**	**634,034**
9.00 Intercompany account: Receivable				
Container Transportation Services Limited	-	57,351,610	-	33,022,586
Summit Alliance Port Pte Limited-Singapore	-	2,531,646	-	-
	-	**59,883,256**	**-**	**33,022,586**
10.00 Advances, deposits & prepayments:				
Advances:				
Against expenses- Off-dock (Note-10.01)	53,166,379	52,790,322	21,198,449	21,157,955
Against expenses- RT Project (Note-10.02)	13,606,528	13,606,528	6,043,908	6,043,908
Against salary	2,885,304	2,885,304	2,623,828	2,623,828
For car loan facility	1,051,067	1,051,067	511,998	511,998
For land purchase (Note-10.03)	32,467,351	32,467,351	30,216,860	30,216,860
For pre-fabricated steel works	-	-	32,000,000	32,000,000
For software development	2,935,920	2,935,920	200,000	200,000
For VAT (appeal and tribunal)	9,728,990	9,728,990	9,728,990	9,728,990
For warehouse and building civil works construction	15,000,000	15,000,000	3,800,000	3,800,000
Income tax deducted at source by clients	25,126,476	23,864,902	10,694,160	9,967,160
	155,968,014	**154,330,383**	**117,018,193**	**116,250,699**
Deposits:				
LC margin deposit	533,209	533,209	15,900,091	13,882,161
Margin against bank guarantee (for leased vessel CPA)	11,112,000	11,112,000	11,055,750	11,055,750
Margin against bank guarantee (for foreign loan)	17,182,748	17,182,748	16,442,400	16,442,400
Miscellaneous deposits	810,006	152,000	72,000	72,000
Right share money deposit (IFIC Bank Ltd.)	-	-	646,600	646,600
Security deposit for bond license and Others	8,748,497	7,148,497	7,049,500	7,049,500
Security deposit for LG	50,000	50,000	50,619	50,619
Security deposit to CSR centre trust	2,500,000	2,500,000	2,500,000	2,500,000
Security deposit with Ansar VDP	564,711	564,711	564,711	564,711
Security deposit with CDBL	400,000	400,000	400,000	400,000
Security deposit with PDB & DPDC	2,821,610	2,821,610	2,821,610	2,821,610
Security deposit with T&T & Ranks Telecom	329,867	329,867	329,867	329,867
Security deposit for Warehouse-Gazipur	1,200,000	1,200,000	1,200,000	1,200,000
Security deposit to BEPZA for Economical Zone in Mirsharai	2,700,000	2,700,000	-	-
VAT current account	2,407,829	2,407,829	2,047,232	2,047,232
	51,360,478	**49,102,472**	**61,080,380**	**59,062,450**

NOTES TO THE FINANCIAL STATEMENTS

as at and for the period ended on 30 June 2018

	As at 30 June 2018		As at 30 June 2017	
	Consolidated	Separate	Consolidated	Separate
	Amounts in BDT			
Prepayments:				
Pre-paid insurance	1,432,936	887,301	1,349,060	1,154,907
Pre-paid office rent	355,284	355,284	761,859	761,859
Pre-paid renewal of license	556,357	556,357	1,180,114	1,097,653
	2,344,577	**1,798,942**	**3,291,033**	**3,014,419**
	209,673,069	**205,231,797**	**181,389,607**	**178,327,569**

10.01 Against expenses-off-dock:

Abdul Jalil Chowdhury- Bricks for Construction Works	1,220,000	1,220,000	-	-
Capital Marine Services- Spare parts	-	-	736,000	736,000
Delta Engineers- For Constructing works	1,900,000	1,900,000	-	-
FJ Enterprise-Advance for Civil Construction Works-Running Bill	12,395,626	12,395,626	-	-
For APL Logistics employee salary and Others	574,343	574,343	999,027	999,027
For APM Global employee salary	73,250	73,250	94,850	94,850
For diesel purchase and others	1,860,706	1,860,706	2,630,059	2,630,059
For IOU against expenses	1,536,539	1,160,482	2,929,744	2,889,250
For Kuehne & Nagel employee salary	295,425	295,425	215,830	215,830
Golden Bricks Ltd-Bricks for construction works	1,180,000	1,180,000	-	-
Gray scale for construction works	1,222,212	1,222,212	-	-
Hazarat Khoaj Khizir Enterprise- For construction works	1,733,398	1,733,398	-	-
Kamal and Sons for construction works	15,558,932	15,558,932	-	-
Meghna Digital Scale- Advance for weight bridge	784,600	784,600	384,600	384,600
Panna Lal Mazumder for construction works	1,500,400	1,500,400	-	-
Patenga Electronics for land hire	7,083,346	7,083,346	8,004,175	8,004,175
Pragoti Enterprise for construction works	700,000	700,000	-	-
Project Link Services	375,000	375,000	100,000	100,000
Sea Land Enterprise for construction works	900,000	900,000	-	-
To Material Handling Solution for spare parts	485,901	485,901	485,901	485,901
Others	1,786,700	1,786,700	4,618,263	4,618,263
	53,166,379	**52,790,322**	**21,198,449**	**21,157,955**

10.02 Against expenses-RT Project:

Bangladesh Centre for Advance Studies for environmental issues	1,200,000	1,200,000	500,000	500,000
Advance for RT Expenses	698,702	698,702	-	-
Beehive Engineers Ltd	7,000,000	7,000,000	-	-
Crystal Logistics- For Vessel License	-	-	3,000,000	3,000,000
Dalco Building Systems-for office decoration	-	-	1,372,044	1,372,044
Dev Consultants Ltd	1,412,500	1,412,500	1,000,000	1,000,000
Dird Felt Ltd	-	-	171,864	171,864
FMC Dock Yard-For Vessel Dry Docking	400,000	400,000	-	-
HI Tech Consturction	2,895,326	2,895,326	-	-
	13,606,528	**13,606,528**	**6,043,908**	**6,043,908**

10.03 Advance for land purchase:

Details of advance for land purchase is stated below:

Mr. Akbar Ali	16,470,000	16,470,000	16,470,000	16,470,000
Mr. Abdur Rahim	2,150,000	2,150,000	2,200,000	2,200,000
Mr. Abul Bashar	1,064,500	1,064,500	1,064,500	1,064,500
Mr. Faiz Ahmed	1,000,000	1,000,000	1,000,000	1,000,000
Mr. Mofizur Rahman	8,067,400	8,067,400	8,067,400	8,067,400
Mr. Yusuf and others	1,414,960	1,414,960	1,414,960	1,414,960
Mr. Mahmud Islam-Sumon	1,250,000	1,250,000	-	-
Mr. Abedin for land registration	1,050,491	1,050,491	-	-
	32,467,351	**32,467,351**	**30,216,860**	**30,216,860**

11.00 Financial assets available for sale and its fair value:

Particulars	Investments in shares (cost)	Investment in shares (number) on 30 June 2018	Investment in shares (cost) on 30 June 2018	Cost of Sold financial assets	Market price of investment on 30 June 2018	Fair value of investment on 30 June 2018	Fair value of investment on 30 June 2017	Change in fair value on 30 June 2018 since 30 June 2017
Bank Asia Limited	2,860,327	115,045	2,860,327	2,860,327	-	-	1,756,495	(1,756,495)
Beximco Limited	6,453,197	68,862	6,453,197	-	26.20	1,804,184	2,236,414	(432,230)
Exim Bank Limited	2,053,440	62,008	2,053,440	-	11.90	737,895	744,096	(6,201)
IFIC Bank Limited	3,531,787	137,079	3,531,787	-	12.70	1,740,903	1,131,550	609,353
ONE Bank Limited	3,584,940	-	3,584,940	3,584,940	-	-	3,009,213	(3,009,213)
People Leasing Limited	30,999,945	617,216	30,999,945	-	9.90	6,110,438	6,480,768	(370,330)
PHP First Mutual Fund	5,000	666	5,000	-	6.20	4,129	4,944	(815)
Power Grid Limited	2,274,401	25,300	2,274,425	-	47.20	1,194,160	1,315,600	(121,440)
S Alam Cold Roll Mills Limited	3,378,038	44,000	3,378,038	-	31.30	1,377,200	1,570,800	(193,600)
Summit Power Limited	2,214,960	46,756	2,214,960	2,214,960	-	-	1,902,969	(1,902,969)
Trust Bank Limited	2,383,945	-	2,383,945	2,383,945	-	-	1,956,141	(1,956,141)
United Finance Limited	9,049,794	170,102	9,049,791	-	16.90	2,874,724	3,515,443	(640,719)
United Insurance Limited	764,610	6,439	764,605	-	22.00	141,658	169,346	(27,688)
	69,554,384	**1,293,473**	**69,554,400**	**11,044,172**		**15,985,292**	**25,793,779**	**(9,808,487)**

FIRSTSTOCK

NOTES TO THE FINANCIAL STATEMENTS

as at and for the period ended on 30 June 2018

		As at 30 June 2018		As at 30 June 2017	
		Consolidated	Separate	Consolidated	Separate
		Amounts in BDT			
12.00	**Cash and cash equivalents:**				
	Cash in hand	4,385,506	4,374,354	1,017,128	968,025
	Cash at bank (Note - 12.01)	10,233,256	8,187,644	109,479,442	108,907,338
		14,618,762	**12,561,998**	**110,496,570**	**109,875,363**
12.01	**Cash at bank:**				
	BRAC Bank Limited	-	-	-	-
	DBS Bank Ltd	290,594	-	-	-
	Dutch Bangla Bank Ltd	3,769,201	2,198,464	100,244,157	100,120,222
	Eastern Bank Ltd	816,204	816,204	-	-
	IFIC Bank Limited	150,301	150,301	12,149	12,149
	Jamuna Bank Ltd	2,206,546	2,206,546	7,899,058	7,769,441
	Mutual Trust Bank Limited	60,899	60,899	62,049	62,049
	NCC Bank Ltd	5,652	5,652	-	-
	Premier Bank Ltd.	184,281	-	318,552	-
	Sonali Bank Limited	13,259	13,259	14,409	14,409
	Southeast Bank Ltd	813	813	1,388	1,388
	Standard Bank Ltd	594,043	594,043	52,753	52,753
	Standard Chartered Bank	374,612	374,612	546,594	546,594
	Trust Bank Ltd	21,638	21,638	21,638	21,638
	Uttara Bank Ltd	1,745,213	1,745,213	306,695	306,695
		10,233,256	**8,187,644**	**109,479,442**	**108,907,338**

NOTES TO THE FINANCIAL STATEMENTS
as at and for the period ended on 30 June 2018

	As at 30 June	
	2018	2017
	Amounts in BDT	

13.00 Share capital:

Authorised capital:

300,000,000 Ordinary shares of Tk 10 each	3,000,000,000	3,000,000,000
	3,000,000,000	**3,000,000,000**

Issued, subscribed and paid-up capital:

223,291,029 Ordinary shares of Tk. 10 each	2,232,910,290	2,232,910,290
	2,232,910,290	**2,232,910,290**

Shareholding position was as follows:

Name of the shareholders	Percentage of shareholdings		Face value of shares	
	30.06.2018	30.06.2017	30.06.2018	30.06.2017
Mr. Muhammed Aziz Khan	7.033	7.033	157,046,640	157,046,640
Mrs. Anjuman Aziz Khan	5.180	5.180	115,654,160	115,654,160
Mr. Syed Ali Jowher Rizvi	5.482	5.155	122,406,680	115,106,680
Ms. Ayesha Aziz Khan	3.682	3.682	82,209,250	82,209,250
Ms. Azeeza Aziz Khan	3.682	3.682	82,209,250	82,209,250
Mr. Syed Yasser Haider Rizvi	1.188	1.188	26,523,550	26,523,550
Mr. Syed Nasser Haider Rizvi	1.188	1.188	26,523,550	26,523,550
Alliance Holdings Limited	23.480	23.480	524,293,150	524,293,150
Summit Holdings Limited	8.080	8.080	180,412,670	180,412,670
General Shareholders	41.006	41.333	915,631,390	922,931,390
	100.000	**100.000**	**2,232,910,290**	**2,232,910,290**

Clarification of shareholders by holding:

Holdings	30.06.2018		30.06.2017	
	Number of shareholders	Number of Shares	Number of shareholders	Number of Shares
Less than 500 shares	8,916	1,602,510	10,281	1,819,081
500 to 5,000 shares	8,217	15,046,443	9,044	16,288,160
5,001 to 10,000 shares	1,113	8,195,420	1,130	8,299,351
10,001 to 20,000 shares	633	9,098,576	578	8,280,893
20,001 to 30,000 shares	179	4,493,055	167	4,175,528
30,001 to 40,000 shares	69	2,376,925	78	2,718,972
40,001 to 50,000 shares	65	2,948,496	45	2,045,765
50,001 to 100,000 shares	93	6,861,948	81	5,813,272
100,001 to 1,000,000 shares	73	22,063,588	71	19,138,710
1,000,001 to above	19	150,604,068	21	154,711,297
	19,377	**223,291,029**	**21,496**	**223,291,029**

NOTES TO THE FINANCIAL STATEMENTS
as at and for the period ended on 30 June 2018

	As at 30 June 2018		As at 30th June 2017	
	Consolidated	Separate	Consolidated	Separate
	Amounts in BDT			
14.00 Revaluation surplus:				
Opening balance	2,895,863,376	2,895,863,376	2,899,611,561	2,899,611,561
Provision for Deferred Tax Liability for the period	591,348	591,348	661,445	661,445
Depreciation for the period on revalued amount (Note-4.00)	(3,942,323)	(3,942,323)	(4,409,630)	(4,409,630)
	2,892,512,401	**2,892,512,401**	**2,895,863,376**	**2,895,863,376**
15.00 Financial assets: Fair value reserve:				
Opening balance	38,441,697	38,441,697	42,484,855	42,484,855
Net negative change in fair value of financial assets	9,808,487	9,808,487	(6,385,395)	(6,385,395)
Add: Cost of sold financial assets (Note-11.00)	(11,044,172)	(11,044,172)	-	-
Add: Adjustment for Cost of Right Share	646,600	646,600	-	-
Provision for deferred tax for the year	(1,471,273)	(1,471,273)	2,342,237	2,342,237
	36,381,339	**36,381,339**	**38,441,697**	**38,441,697**
16.00 Retained earnings:				
Opening balance	328,306,358	339,697,851	173,385,474	185,418,642
Adjustment for transfer of Retained Earnings-SAPPL-Singapore	-	3,977,424	-	-
Net profit after tax for the period	137,433,818	148,884,456	150,517,735	149,869,579
Share of (profit)/loss of non-controlling in CTSL (Note:16.04)	(8,603)	-	(6,482)	-
Cash dividend-2016-2017	(334,936,544)	(334,936,544)	-	-
Depreciation on revaluation surplus (Note -4.00)	3,942,323	3,942,323	4,409,630	4,409,630
Deferred Tax on land transferred to retained earnings	119,308,445	119,308,445	-	-
	254,045,797	**280,873,955**	**328,306,358**	**339,697,851**
16.01 Non-controlling interest:				
In Wahid Spinning Mills Ltd	100	-	100	-
In Cemcor Ltd	400	-	400	-
In Container Transportation Services Ltd (Note-17.01)	40,380	-	31,778	-
	40,880	**-**	**32,278**	**-**
16.02 Non-controlling interest of CTSL:				
Share capital-1% of Tk.20,00,000	20,000	-	20,000	-
Share of retained earnings as on 30.06.2018 (Note-16.03)-1%	11,777	-	5,296	-
Share of current period's profit (Note-16.04)	8,603	-	6,482	-
	40,380	**-**	**31,778**	**-**
16.03 Majority Interest of Retained Earnings in CTSL:				
Total retained earnings of CTSL as on 30.06.2018	1,177,735	-	529,578	-
Less: Share of retained earnings of majority -99%	1,165,958	-	524,282	-
Share of retained earnings of 30.06.2018	**11,777**	**-**	**5,296**	**-**

NOTES TO THE FINANCIAL STATEMENTS
as at and for the period ended on 30 June 2018

	As at 30 June 2018		As at 30th June 2017	
	Consolidated	Separate	Consolidated	Separate
	Amounts in BDT			
16.04 Non-controlling interest in current year's profit in CTSL:				
Total profit of CTSL for the period	860,268	-	648,156	-
Less: Majority portion-99%	851,666	-	641,674	-
Non-controlling portion of profit of current period	**8,603**	**-**	**6,482**	**-**
17.00 Liability for gratuity:				
Opening balance	61,734,710	61,734,710	46,929,930	46,929,930
Add: provision for the year	10,541,370	10,541,370	15,771,410	15,771,410
Total	**72,276,080**	**72,276,080**	**62,701,340**	**62,701,340**
Less: Paid during the year	699,310	699,310	966,630	966,630
	71,576,770	**71,576,770**	**61,734,710**	**61,734,710**
18.00 Deferred tax liability:				
Opening balance	272,280,780	272,280,780	253,632,229	253,632,229
Add: provision for deferred tax liability for tax base depreciation (Noted-18.01)	19,247,882	19,247,882	16,967,758	16,967,758
Provision for deferred tax on positive change in fair value	(1,471,273)	(1,471,273)	2,342,237	2,342,237
Provision made on revaluation surplus	(591,348)	(591,348)	(661,445)	(661,445)
Deferred tax on land transferred to retained earnings	(119,308,445)	(119,308,445)	-	-
	170,157,595	**170,157,595**	**272,280,780**	**272,280,780**

18.01 Provision for deferred tax liability for tax based depreciation:	As at 30 June 2018		
	Accounting base	Tax base	Temporary Diff.
Property, plant and equipment	2,799,377,913	2,046,837,249	**752,540,664**
Gratuity provision	71,576,770	-	71,576,770
	2,727,801,143	**2,046,837,249**	**680,963,894**
Deferred tax liability @ 25% as at 30 June 2018			**170,240,974**
Impacts have been given on the following dates			
1 January 2014			98,817,565
Jan-December 2014			16,286,714
Jan-December 2015			13,204,283
30 Jan-June 2016			5,716,771
July,2016 to June 2017			16,967,758
July 2017- June 2018			19,247,882
			170,240,974

NOTES TO THE FINANCIAL STATEMENTS

as at and for the period ended on 30 June 2018

	As at 30 June 2018		As at 30th June 2017	
	Consolidated	Separate	Consolidated	Separate
	Amounts in BDT			
19.00 Long term loan:				
Local:				
Jamuna Bank Ltd- Term loan	12,021,654	-	162,875,323	162,875,323
Eastern Bank Ltd- Term loan	1,190,837,597	1,190,837,597	-	-
Premier Bank Ltd- Term loan	-	-	23,791,658	-
	1,202,859,251	**1,190,837,597**	**186,666,981**	**162,875,323**
Foreign:				
IDCOL	608,727,501	608,727,501	732,727,346	732,727,346
FMO	456,545,455	456,545,455	549,545,455	549,545,455
	1,065,272,956	**1,065,272,956**	**1,282,272,801**	**1,282,272,801**
Bridge Loan:				
Alliance Holdings Ltd	292,089,606	292,089,606	398,985,798	398,985,798
Summit Holdings Ltd	-	-	106,076,794	106,076,794
	292,089,606	**292,089,606**	**505,062,592**	**505,062,592**
Total long term loan (local and foreign)	**2,560,221,813**	**2,548,200,159**	**1,974,002,374**	**1,950,210,716**
Less: current portion (Note-20.03)	350,246,758	344,090,758	58,635,600	45,360,000
	2,209,975,055	**2,204,109,401**	**1,915,366,774**	**1,904,850,716**

19.01 The make up of the long term loan outstanding is as under:

i) The term loan received from Eastern Bank for 7 years to pay off the bridge loan and time loan from Dutch Bangla Bank.

ii) Bridge loan:

Bridge Loan has been re-scheduled from short term loan to long term loan. The loan was obtained from two major sponsors to continue uninterrupted works of River Terminal including payment for land purchased at a mutually agreed interest of 12.00% per annum on outstanding balance. Loan from one sponsor already repaid.

20.00 Short term loan and overdraft:				
SOD (secured overdraft) Note: 20.01	300,857,725	300,857,725	271,257,451	271,257,451
Time Loan (note: 20.02)	525,138,091	525,138,091	532,381,819	532,381,819
	825,995,816	**825,995,816**	**803,639,270**	**803,639,270**
Add: Current portion of long term loan (Note: 20.03)	350,246,758	344,090,758	58,635,600	45,360,000
	1,176,242,574	**1,170,086,574**	**862,274,870**	**848,999,270**
20.01 SOD (secured overdraft):				
Jamuna Bank Ltd	300,857,725	300,857,725	271,257,451	271,257,451
	300,857,725	**300,857,725**	**271,257,451**	**271,257,451**
20.02 Time loan:				
Jamuna Bank Ltd	525,138,091	525,138,091	231,648,486	231,648,486
Dutch Bangla Bank Ltd	-	-	300,733,333	300,733,333
	525,138,091	**525,138,091**	**532,381,819**	**532,381,819**

NOTES TO THE FINANCIAL STATEMENTS
as at and for the period ended on 30 June 2018

	As at 30 June 2018		As at 30th June 2017	
	Consolidated	Separate	Consolidated	Separate
	Amounts in BDT			
20.03 Current portion of long term loan:				
Term loan from Jamuna Bank Ltd	6,156,000	-	45,360,000	45,360,000
Term loan from Eastern Bank Ltd	80,000,000	80,000,000	-	-
Foreign Loan-IDCOL	150,908,940	150,908,940	-	-
Foreign Loan-FMO	113,181,818	113,181,818	-	-
Term loan from Premier Bank Ltd for Prime Mover	-	-	13,275,600	-
	350,246,758	**344,090,758**	**58,635,600**	**45,360,000**
21.00 Accounts payable:				
Bhai Bhai Construction	1,078,600	1,078,600	1,156,975	1,156,975
Chattogram Port Authority	10,370,212	10,370,212	-	-
Falcon Security Ltd	500,979	500,979	338,870	338,870
Grenadier Security and Management	572,094	572,094	256,694	256,694
Kamal and Sons	83,336	83,336	-	-
Mother Shipping & Trading Agency	355,069	355,069	2,888,611	2,888,611
Naaf Marine	5,662,889	5,662,889	1,965,413	1,965,413
Sinthea Traders	1,360,427	1,360,427	1,532,211	1,532,211
The Simco Refrigeration	1,152,458	1,152,458	-	-
Others	5,617,790	5,617,790	4,899,534	4,899,534
	26,753,854	**26,753,854**	**13,038,308**	**13,038,308**
22.00 Unclaimed dividend:				
For-2016-2017	81,211,026	81,211,026	-	-
For 2014	10,604,923	10,604,923	55,986,072	55,986,072
For 2013	17,475,924	17,475,924	80,243,546	80,243,546
Before 2013	39,032,987	39,032,987	39,039,191	39,039,191
	148,324,859	**148,324,859**	**175,268,810**	**175,268,810**
23.00 Income tax payable:				
Opening balance	3,028,047	2,669,620	28,411,982	28,402,564
Add: Provision for the period/year (Note - 23.01)	44,801,032	44,337,811	56,293,106	55,944,099
Less Paid during the year	44,229,348	43,870,921	81,677,043	81,677,043
	3,599,731	**3,136,510**	**3,028,045**	**2,669,620**
23.01 Taxable Profit for the period /year:				
Business Income for the year	176,131,686	175,308,056	220,777,796	219,780,633
Add: Dividend on investment	283,432	283,432	342,271	342,271
Add: Interest on FDR/STD	2,082,469	2,082,469	-	-
Add: Misc. income	1,202,327	702,467	2,658,532	2,658,532
	179,699,914	**178,376,424**	**223,778,599**	**222,781,436**
Provision for income tax:				
On Business income	44,115,284	43,827,014	55,294,165	54,945,158
On Dividend income	56,686	56,686	68,454	68,454
On Interest on FDR/STD	208,247	208,247	-	-
On Misc. income	420,814	245,863	930,486	930,486
	44,801,032	**44,337,811**	**56,293,106**	**55,944,098**

NOTES TO THE FINANCIAL STATEMENTS
as at and for the period ended on 30 June 2018

	As at 30 June 2018		As at 30th June 2017	
	Consolidated	Separate	Consolidated	Separate
	Amounts in BDT			
24.00 Intercompany account: Payable/(receivable):				
a) Cemcor & Wahid Spinning Mills				
Balance as on 30-09-2015 after adjustment of cost of land and structures purchased	-	174,830,125	-	174,702,135
	-	**174,830,125**	**-**	**174,702,135**
25.00 Beneficiaries' profit participation fund (5%):				
Opening balance	18,955,885	18,955,885	17,587,450	17,587,450
Add Payable for the year	11,182,639	11,182,639	11,725,339	11,725,339
Less: Paid during the year	(18,909,543)	(18,909,543)	(10,356,904)	(10,356,904)
	11,228,981	**11,228,981**	**18,955,885**	**18,955,885**
26.00 Other payables:				
Advance from Bangla Trident Ltd	24,677,769	24,677,769	39,000,000	39,000,000
Advance from Expo Freight Ltd	35,989,471	35,989,471	52,725,262	52,725,262
AIT deduction at source-party & staff	13,616,596	13,458,990	7,178,496	7,052,158
Dividend tax payable	30,876,503	30,876,503	-	-
Festival bonus payable	-	-	833,302	833,302
Fractional share against right issue	49,032	49,032	49,032	49,032
Loan from beneficiaries profit participation fund	17,964,702	17,964,702	10,073,995	10,073,995
Miscellaneous payable	16,498,320	1,127,032	11,419,756	11,419,756
Provident fund trustee A/C	3,615,430	3,615,430	3,995,302	3,995,302
Provision for expenses	39,962,203	39,587,586	50,666,904	50,532,422
Refund payable-IPO & right share	3,588,066	3,588,066	3,588,066	3,588,066
Salary and holiday and night allowance payable	23,815,085	22,014,636	2,471,055	2,080,122
Security deposit- for construction works- Others	2,563,196	2,563,196	828,879	828,879
Unclaimed salary and bonus	624,303	583,348	447,197	412,120
VAT account	34,158,868	34,158,868	25,672,520	25,672,520
	247,999,543	**230,254,628**	**208,949,765**	**208,262,935**

NOTES TO THE FINANCIAL STATEMENTS
as at and for the period ended on 30 June 2018

		July 2017 to June 2018		July 2016 to June 2017	
		Consolidated	Separate	Consolidated	Separate
		Amounts in BDT			
27.00	**Revenue:**				
	Import income:				
	Cargo handling- Import	145,394,239	145,394,239	136,619,074	136,619,074
	Exit entry fee- Import	1,114,050	1,114,050	1,130,755	1,130,755
	Ground rent-Import	76,933,579	76,933,579	67,379,064	67,379,064
	License measurement charges- Import	134,164	134,164	39,580	39,580
	Movement- Import	7,564,495	7,564,495	3,980,671	3,980,671
	Survey charges	4,700,355	4,700,355	4,590,426	4,590,426
	Weighment bridge charges	4,709,183	4,709,183	4,079,043	4,079,043
	Sub-total	**240,550,065**	**240,550,065**	**217,818,613**	**217,818,613**
	Export income:				
	Laden container stuffing & transportation	316,255,604	316,255,604	249,268,129	249,268,129
	Entry and exit charges	24,350	24,350	78,250	78,250
	Labour charges	257,213,741	257,213,741	208,440,021	208,440,021
	Laden holding, doc. & palletize cargo charges	5,178,522	5,178,522	4,741,724	4,741,724
	Laden lift on off	409,479	409,479	270,150	270,150
	Reefer plug electricity charges	11,672,397	11,672,397	14,064,870	14,064,870
	Space rent	-	-	26,429,760	26,429,760
	Stand-by-labour	136,880,240	136,880,240	113,200,093	113,200,093
	VGM Weighing Charges	66,397,185	66,397,185	57,818,005	57,818,005
	Sub-total	**794,031,518**	**794,031,518**	**674,311,002**	**674,311,002**
	ICD income:				
	Documentation-empty container	23,951,847	23,951,847	32,673,817	32,673,817
	Entry and exit charges	301,250	301,250	253,400	253,400
	Ground rent-empty container	202,411,686	202,411,686	243,333,881	243,333,881
	Lift on/off-empty container	30,048,303	30,048,303	37,773,199	37,773,199
	Transportation-empty container	53,221,047	53,221,047	57,294,492	57,294,492
	Sub-total	**309,934,133**	**309,934,133**	**371,328,789**	**371,328,789**
	Container haulage revenue-CTSL:				
	Empty container haulage	6,590,855	-	16,919,956	-
	Export container haulage	32,177,741	-	16,796,626	-
	Import container haulage	3,710,480	-	14,737,336	-
	Sub-total	**42,479,076**	**-**	**48,453,918**	**-**
		1,386,994,792	**1,344,515,716**	**1,311,912,322**	**1,263,458,404**

NOTES TO THE FINANCIAL STATEMENTS

as at and for the period ended on 30 June 2018

		July 2017 to June 2018		July 2016 to June 2017	
		Consolidated	Separate	Consolidated	Separate
		Amounts in BDT			
28.00	**Operating expenses:**				
	Cargo handling labour charges	72,643,576	72,643,576	86,307,375	86,307,375
	Container entrance fee - Ctg. port	4,534,220	4,534,220	4,200,882	4,200,882
	Container transportation-expenses	201,708,932	201,708,932	199,227,497	199,227,497
	Custom documentation-expenses	1,216,500	1,216,500	1,100,400	1,100,400
	Depreciation	46,656,872	39,145,275	48,091,497	42,448,865
	Electricity expenses	28,404,530	28,404,530	26,268,954	26,268,954
	Water expenses	1,957,700	1,957,700	2,297,080	2,297,080
	Employer's contribution to PF	7,035,821	7,035,821	6,310,361	6,310,361
	Festival bonus	14,374,556	13,758,850	13,714,847	12,922,618
	Fuel consumption	62,358,963	48,428,872	65,647,898	50,186,889
	Gratuity expenses	8,778,600	8,778,600	14,171,805	14,171,805
	Holiday and night allowances	10,609,421	10,492,424	9,824,212	9,662,454
	Insurance premium	2,469,414	2,080,054	1,695,501	1,326,826
	Leave encashment	1,803,717	1,803,717	1,477,977	1,477,977
	Land Hire	-	-	1,653,174	1,653,174
	Maintenance of electrical installation	3,652,938	3,652,938	7,469,565	7,469,565
	Renewal fee	2,650,792	1,358,334	2,745,194	1,576,226
	Repair and maintenance including yard	18,918,705	17,481,029	41,325,316	36,693,417
	Salary and allowances	154,765,859	147,263,974	156,660,815	140,599,946
	Security charges	20,096,970	20,096,970	21,869,554	21,869,554
	Truck parking yard rent	-	-	3,267,139	3,267,139
	Uniform expenses	355,690	355,690	365,735	365,735
	Vehicle tracking charge	492,830	310,330	535,485	283,230
		665,486,606	**632,508,336**	**716,228,264**	**671,687,969**

NOTES TO THE FINANCIAL STATEMENTS

as at and for the period ended on 30 June 2018

		July 2017 to June 2018		July 2016 to June 2017	
		Consolidated	Separate	Consolidated	Separate
		Amounts in BDT			
29.00	**General & administrative expenses:**				
	Audit & professional fee	4,097,668	3,409,693	4,316,290	4,229,040
	Bank charges	777,681	704,587	574,447	549,141
	Board meeting attendance fees	593,400	593,400	532,000	532,000
	Communication expenses	622,200	622,200	699,333	699,333
	Conveyance	1,981,246	1,910,894	1,247,817	1,221,190
	Depreciation	11,592,351	11,295,287	9,435,855	9,426,293
	Directors' remuneration (Note 29.01)	30,804,000	30,804,000	36,570,000	36,570,000
	Donation and gift	110,537	100,537	60,000	50,000
	Employer's contribution to PF	1,850,083	1,850,083	1,396,840	1,396,840
	Entertainment	2,957,053	2,757,593	3,409,564	3,374,472
	Festival bonus	7,445,517	7,445,517	6,763,166	6,763,166
	General expenses	3,000,194	2,906,610	2,474,205	2,471,505
	Holiday and night allowances	360,782	360,782	309,286	309,286
	HR development cost	104,300	104,300	272,158	272,158
	Leave encashment	333,809	333,809	269,396	269,396
	Listing and other fee	1,920,548	1,306,000	2,495,338	2,488,588
	Medical expenses	607,057	595,275	185,988	183,036
	Meeting expenses including AGM	495,335	495,335	294,622	294,622
	Newspaper, books and periodicals	103,966	103,966	84,088	84,088
	Office rent	8,791,840	6,533,162	5,966,169	5,966,169
	Postage	198,852	198,512	50,881	48,686
	Printing & stationery	2,665,147	2,550,231	3,799,690	3,773,990
	Quality certification-ISO/ C-TPAT	251,888	251,888	243,437	243,437
	Rent revenue and taxes	11,311,110	11,311,110	7,986,000	7,986,000
	Right share issue expenses	-	-	4,801,909	4,801,909
	Salary and allowances	36,577,232	29,118,632	27,568,461	27,568,461
	Subscription to BICDA & club	1,292,302	1,292,302	1,165,467	1,165,467
	Telephone & cell phone	2,101,593	2,040,337	1,779,684	1,732,606
	Traveling expenses	2,321,766	606,469	1,905,066	1,905,066
	Vehicle running expenses	4,328,897	3,685,915	4,925,314	4,503,112
		139,598,354	**125,288,426**	**131,582,471**	**130,879,057**
29.01	**Directors' remuneration:**				
	Name of Directors				
	Mr. Muhammed Aziz Khan	5,400,000	5,400,000	5,400,000	5,400,000
	Mr. SAJ Rizvi	6,600,000	6,600,000	6,600,000	6,600,000
	Mr. Syed Yasser Haider Rizvi	2,040,000	2,040,000	8,550,000	8,550,000
	Mr. Syed Fazlul Haque	4,980,000	4,980,000	4,860,000	4,860,000
	Mr. Syed Nasser Haider Rizvi	5,892,000	5,892,000	5,580,000	5,580,000
	Ms. Azeeza Aziz Khan	5,892,000	5,892,000	5,580,000	5,580,000
		30,804,000	**30,804,000**	**36,570,000**	**36,570,000**

NOTES TO THE FINANCIAL STATEMENTS

as at and for the period ended on 30 June 2018

		July 2017 to June 2018		July 2016 to June 2017	
		Consolidated	Separate	Consolidated	Separate
		Amounts in BDT			
30.00	**Advertisement and sales promotion expenses:**				
	Advertisement and sales promotion	132,303	132,303	98,277	98,277
		132,303	**132,303**	**98,277**	**98,277**
31.00	**Other income:**				
	Miscellaneous income (Note 31.01)	3,253,137	2,753,277	3,305,669	2,637,982
	Dividend on investment (Note 31.02)	283,432	283,432	342,271	342,271
	Profit on assets discard (Note 31.03)	31,659	31,659	20,550	20,550
		3,568,228	**3,068,368**	**3,668,490**	**3,000,803**
31.01	**Miscellaneous income:**				
	Interest on FDR	1,927,051	1,927,051	1,267,559	1,267,559
	Interest on STD	155,418	155,418	981,377	981,377
	Miscellaneous received	1,170,668	670,808	1,056,732	389,046
		3,253,137	**2,753,277**	**3,305,669**	**2,637,982**
31.02	**Dividend on investment:**				
	Exim Bank Ltd	37,214	37,214	29,764	29,764
	One Bank Ltd	-	-	134,202	134,202
	Power Grid Limited	28,315	28,315	12,144	12,144
	S Alam Cold Roll Mills Limited	17,600	17,600	17,622	17,622
	Summit Power Limited	112,215	112,215	-	-
	Trust Bank Ltd			81,158	81,158
	United Finance Limited	81,005	81,005	61,715	61,715
	United Insurance Co Limited	7,083	7,083	5,666	5,666
		283,432	**283,432**	**342,271**	**342,271**
31.03	**Profit on assets discard:**				
	Cost of the assets	4,568,405	4,568,405	1,534,877	1,534,877
	Less: accumulated depreciation	(3,230,064)	(3,230,064)	(1,234,449)	(1,234,449)
	WDV of the assets	**1,338,341**	**1,338,341**	**300,428**	**300,428**
	Sales proceeds	1,370,000	1,370,000	320,978	320,978
	Profit on asset discard	**31,659**	**31,659**	**20,550**	**20,550**
32.00	**Finance expenses:**				
	Interest on/charged on:				
	Bank overdraft	25,569,094	25,569,094	29,087,445	29,087,445
	Term loan	79,754,844	79,754,844	26,175,026	26,175,026
	Time loan and lease finance	40,372,574	37,845,363	34,482,305	34,482,305
	Foreign loan interest-FMO	29,651,400	29,651,400	22,873,700	22,873,700
	Foreign loan interest-IDCOL	39,680,886	39,680,886	30,296,339	30,296,339
	AHL (Sponsor)	34,507,406	34,507,406	35,978,533	35,978,533
	SHL (Sponsor)	8,659,105	8,659,105	10,524,154	10,524,154
	Beneficiaries profit participation fund	1,858,392	1,858,392	1,168,589	1,168,589
	Interest on Container Transportation Services Ltd.	-	(4,150,943)	2,880,734	-
	Capitalization of interest for addition of fixed assets	(20,389,250)	(20,389,250)	-	-
		239,664,451	**232,986,297**	**193,466,825**	**190,586,091**

NOTES TO THE FINANCIAL STATEMENTS
as at and for the period ended on 30 June 2018

33.00 Loss from RT trail operation:

	For the year ended 30 June	
	2018	2017
	Amounts in BDT	
Revenue:		
Export cargo handling		
On chasis delivery service:		
Barge transport charge	2,127,627	1,106,639
Terminal service charge	1,187,755	498,279
	3,315,382	**1,604,918**
CFS service:		
Foreign exchange gain	-	793,580
Labour charges	536,321	51,840
Laden container stuffing & transportation	918,800	1,263,000
Stand-by-labour charges	424,518	117,000
VGM Charge- CFS Cargo	235,000	304,858
	2,114,639	**2,530,278**
Project cargo:		
Ground rent	379,257	-
Handling charge	4,744,182	-
	5,123,439	**-**
Empty services:		
Documentation- Empty	41,520	-
Ground rent- Empty	495,400	-
Lift on/off- Empty	48,600	-
Transportation & others- Empty	446,956	-
	1,032,476	**-**
Total revenue:	**11,585,936**	**4,135,196**
Less: Operating expenses (Note-33.01)	(144,393,699)	(42,836,233)
Net profit/(loss) from CFS operation	**(132,807,763)**	**(38,701,037)**

AMARSTOCK

NOTES TO THE FINANCIAL STATEMENTS
as at and for the period ended on 30 June 2018

		For the year ended 30 June	
		2018	2017
		Amounts in BDT	
33.01	**Operating expenses- RT:**		
	Bank charges/interest	62,531	1,145,869
	Barge transportation expenses	3,757,520	2,680,096
	Business promotion & development	65,000	192,000
	Communication expenses	132,652	49,228
	Consultancy/professional fee	11,133,678	7,467,943
	Conveyance	266,954	166,147
	Depreciation	65,265,281	-
	Donation & gift	525,050	20,000
	Entertainment	727,029	442,011
	Foreign exchange gain/loss	19,517	-
	Fuel consumption	1,920,400	1,050,950
	Gas & electricity	2,595,579	965,735
	General expenses	6,701,384	233,109
	Gratuity expenses	1,762,770	1,599,605
	Holiday and night allowance	338,141	-
	Insurance premium	2,073,965	-
	Labour export exp	1,481,794	248,274
	Leave encashment	895,585	-
	Medical expense	14,091	3,755
	Mobile expenses	67,139	42,167
	Newspaper & books	24,010	4,844
	Office rent-Singapore	-	675,578
	Postage	29,720	3,375
	Renewal fee	1,038,754	359,555
	Rent, revenue & taxes	385,067	-
	Repair & maintenance	3,358,808	4,763,701
	Repair & Maintenance- Singapore Office	-	-
	Repair and maintenance- Electric	2,019,866	1,410,431
	Salary & allowance and bonus	28,989,938	13,288,259
	Security charges	3,974,100	2,362,947
	Stationery	205,278	79,716
	Survey charge	-	254,426
	Training expense	26,105	64,270
	Travelling expense	1,076,518	1,449,301
	Trip allowance	82,300	-
	Vehicle maintenance	3,326,625	1,812,941
	Vehicle tracking expenses	50,550	-
		144,393,699	**42,836,233**

AMARSTOCK

NOTES TO THE FINANCIAL STATEMENTS
as at and for the period ended on 30 June 2018

34.00 Reconciliation of Net Profit with cash flow from operating activities
(Notification No BSEC/CMRRCD/2006-158/208/Admin/81 dated 20 June 2018)
Reference Note- 5 (b)

	Notes	For the year ended 30 June	
		2018	2017
		Amounts in BDT	
Net profit before tax		212,470,148	222,781,437
Adjustments:			
Depreciation	4.00	115,705,843	51,875,159
Financial expenses	32.00	232,986,297	190,586,092
Loss on sale of financial assets		208,173	
Other income	31.00	(3,068,368)	(3,000,803)
Increase in inventory	6.00	(2,677,956)	1,139,888
Increase in accounts receivable	7.00	(49,986,616)	(27,500,105)
Increase in other receivable	8.00	(65,686,118)	(396,106)
Increase in liability for gratuity	17.00	9,842,060	14,804,780
Increase in accounts payable	21.00	13,715,546	(5,569,648)
Decrease in beneficiaries profit participation fund	25.00	(7,726,904)	1,368,435
Increase in other payable	26.00	21,991,693	69,094,780
		265,303,652	292,402,472
Cash generated from operations		**477,773,800**	**515,183,909**
Dividend income	31.02	283,432	342,271
Income tax paid	23.00	(43,870,921)	(81,677,043)
Financial expenses (Cash)		(206,160,533)	(161,631,566)
Other income (Cash)	31.00	2,753,277	2,637,982
Net cash generated from operations		**230,779,055**	**274,855,555**

AMAR STOCK

NOTES TO THE FINANCIAL STATEMENTS
as at and for the period ended on 30 June 2018

35.00 Related party transactions:

The following related party transactions have been made by the company in the normal course of business. In this regard, the disclosure as per BAS-24 Related Party Disclosures are given below:

			Amounts in BDT	
Name of related party	Relationship	Nature of transaction	Transaction during the year	Closing balance
Cemcor Limited (payable)	Subsidiary	For purchase of land and other assets	127,990	174,830,125
Alliance Holdings Ltd (payable)	Sponsor	Bridge loan	106,896,192	292,089,606
Container Transportation Services Ltd. (receivable)	Subsidiary	Advance for service received	24,329,024	57,351,610
Summit Alliance Port Pte. Limited	Subsidiary	Remittance per FERA equivalent to US$30,000/- to meet expenses of the Singapore office which on conversion was equal to S$40,833.	2,531,646	2,531,646
Summit Holdings Ltd.(payable): Erstwhile SIMCL	Sponsor	Bridge loan	106,076,794	-
Mr. Muhammed Aziz Khan	Chairman	Remuneration	5,400,000	-
Mr. SAJ Rizvi	MD	Remuneration	6,600,000	-
Mr. Syed Yasser Haider Rizvi	Addl MD	Remuneration	2,040,000	-
Mr. Syed Fazlul Haque	Director	Remuneration	4,980,000	-
Mr. Syed Nasser Haider Rizvi	Director	Remuneration	5,892,000	-
Ms. Azeeza Aziz Khan	Director	Remuneration	5,892,000	-

36.00 Consolidated basic earning per share (EPS):

	Consolidated	SAPL (standalone)	Consolidated
	As at 30 June 2018	As at 30 June 2018	As at 30 June 2017
Basic earnings per share	Amounts in BDT		
The computation of EPS is given below:			
a) Profit attributable to equity holders	137,425,215	148,884,456	150,511,253
b) Number of shares outstanding	223,291,029	223,291,029	223,291,029
Earnings per share (EPS) (a/b)	**0.62**	**0.67**	**0.67**

NOTES TO THE FINANCIAL STATEMENTS
as at and for the period ended on 30 June 2018

37.00 Risk management:

The company continuously evaluates all risk that affect the company affairs including following Financial Risk.

1. Credit risk

2. Liquidity risk

3. Market risk

In this respect, both Audit Committee and Internal Audit Department assist the Board by submitting periodic report.

37.01 Credit risk:

Credit risk is the risk of financial loss of the company if a client fails to meet its contractual obligation and arises principally from client and investment securities. The main clients of the company are well reputed international companies, such as, Maersk Bangladesh Limited, APM Global Logistics Ltd., APL (Bangladesh) Pvt. Ltd., APL Logistics Limited, Kuehne & Nagel Ltd, Continental Traders (Bangladesh) Ltd., Birds Bangladesh Agencies Limited, PIL (Bangladesh) Limited, NYK Line (Bangladesh) Limited, K Line (Bangladesh) Limited etc.

All claims of the company are settled on regular basis as per terms of Agreement. We consider that receivables of the company are good, though unsecured and the risk of bad debts is minimum.

37.02 Liquidity risk:

Liquidity risk is the risk that the company will not be able to meet its financial obligations as they fall due. The approach of the company is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due under both normal and stressed condition, without incurring unacceptable losses or risking damage to the Company's reputation. In this connection, company exercises cash forecast based on sufficient information on regular basis and accordingly arrange for sufficient liquidity to make the expected payment within due date.

37.03 Market risk:

Market risk is the risk that changes in market prices such as foreign exchange rates and interest rates will affect the Company's income or the value of its holding of financial instruments. The objectives of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return. The company considers this type of risk when evaluating risk management.

38.00 Contingent liability:

	As at 30.6.2018		As at 30.6.2017
	Consolidated	Separate	Consolidated
	Amounts in BDT		
Claim of VAT Authority challenged before the Higher Authority:			
i. Case No. 54/musak/aniom/2000 dated 27.07.02 challenged by writ petition before High Court vide No. 6214 of 2005	16,768,340	16,768,340	16,768,340
ii. Case No. 4th/A(12)/39/musak/OCL/2002/1181 dated 09-04-06 pending before High Court against Writ No.8442 of 2006	5,397,670	5,397,670	5,397,670
iii. Case No. 156/musak/aniom/05 dated 29-12-05 pending before Customs, Excise & VAT Appellate Tribunal, Dhaka	19,882,591	19,882,591	19,882,591
iv. Case No.4th/A(12)/39/musak/OCL/2002/1845 dated 22-01-07 pending hearing in Appeal	62,110,224	62,110,224	62,110,224
	104,158,825	**104,158,825**	**104,158,825**

NOTES TO THE FINANCIAL STATEMENTS
as at and for the period ended on 30 June 2018

39.00 Container handling capacity in TUES:

	Quantity	
Empty container	8,000	(at any given time)
Export container	150,000	Per annum
Import container	40,000	Per annum

40.00 General:

All the 722 regular employees of the Company as on 30 June 2018 have been receiving annual salary in excess of Tk. 36,000/- as per required by the Companies Act. 1994, Schedule-XI, Section-3(2)(i).

41.00 Interpretation of few heads of Accounts:

41.01 Cargo handling labour charge:

All Cargo handling works have been done through daily labourer.

41.02 Container transportation expenses:

The transportation of containers have been done through company's own transport vehicles.

41.03 Maintenance of electrical installation:

It includes the payment to casual labour against regular maintenance work.

41.04 Repair & maintenance including yard, trailer and other repair works:

It includes the payment to casual and daily labourer against regular maintenance of shed, building, yard, equipment, prime mover etc.

41.05 Entertainment expenses:

It includes the payment to employees for entertainment on the basis of their presence.

41.06 General expenses:

It includes the expense for Customs officials overtime and their transportation expenses.

41.08 Vehicle running expenses.:

It includes drivers salary and allowance and maintenance of vehicles are done at depot by casual worker and their wages.

41.09 Building and other construction expenses:

It includes the payments to labourers for construction works under the supervision of Company's own employed engineers.

41.10 Procurement of necessary goods from market through procurement department:

The company has its own procurement department. All the necessary items like stationery, spare parts and other goods have been procured by them during the year.

41.11 Furniture:

Company makes necessary furniture at the depot premises by daily labour and carpenter and also conduct it's repair at the same way.

For and on behalf of the Board of Directors of SUMMIT ALLIANCE PORT LIMITED

Managing Director	Director	Company Secretary

AMAR STOCK



Cemcor Ltd.

Financial Statements

For the year ended 30 June 2018

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As of 30 June 2018

	NOTES	As of 30.06.2018	As of 30.06.2017
		TAKA	TAKA
ASSETS AND PROPERTIES:			
Non-Current Assets		**999,975**	**999,975**
Property, Plant and Equipment	3	-	-
Capital Work in Progress	4	-	-
Goodwill	5	999,975	999,975
Current Assets		**174,830,125**	**174,830,125**
Receivable from SAPL	7	174,830,125	174,702,135
Cash and Cash Equivalents	9	-	127,990
Total Assets and Properties		**175,830,100**	**175,830,100**
EQUITY AND LIABILITIES:			
Shareholder's Equity		**175,830,000**	**175,830,000**
Issued and Paid up Share Capital	10	175,830,000	175,830,000
Minority Interest		100	100
Current Liabilities		-	-
Other Payables	13	-	-
Provision for tax	14	-	-
Total Equity and Liabilities		**175,830,100**	**175,830,100**

The annexed notes 01 to 15 form an integral part of the consolidated statement of financial position.

Chairman **Director**

This is the consolidated statement of financial position to in our separate report of even date.

Taher Chamber (Ground Floor)
10, Agrabad Commercial Area
Chattogram-4100
Date - 17 July 2018

BASU BANERJEE NATH & CO.
(CHARTERED ACCOUNTANTS)

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 30 June 2018

PARTICULARS	NOTE NO.	30-06-2018 TAKA	30-06-2017 TAKA
Revenue		-	-
Less: Operating Expenses		-	-
GROSS PROFIT		**-**	**-**
Less: Administrative & Other Expenses		-	-
		-	**-**
Less: Financial Expenses			-
Net Profit/(loss) beforeTax		-	-
Provision for Income Tax		**-**	**-**
Net Profit/(loss) after Tax		-	-
(Transferred to Retained Earnings)		**-**	**-**

Chairman **Director**

Signed in terms of our annexed report of even date.

Taher Chamber (Ground Floor)
10, Agrabad Commercial Area
Chattogram-4100
Date - 17 July 2018

BASU BANERJEE NATH & CO.
CHARTERED ACCOUNTANTS

AMAR STOCK

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 30 June 2018

Particulars	Share Capital	Revaluation Surplus	Retained Earnings	Minority Interest	Total
	TAKA	TAKA	TAKA	TAKA	TAKA
Balance as of July 01, 2017	175,830,000	-	-	100	175,830,100
Net Profit/(Loss) for the year	-	-		-	-
Balance As of 30 June 2018	**175,830,000**	**-**	**-**	**100**	**175,830,100**

Consolidated Statement of Changes in Equity
For the year ended June 30, 2017

Particulars	Share Capital	Revaluation Surplus	Retained Earnings	Minority Interest	Total
	TAKA	TAKA	TAKA	TAKA	TAKA
Balance as of July 01, 2016	175,830,000	-	-	100	175,830,100
Net Profit/(Loss) for the year	-	-	-	-	-
Balance as of June 30, 2017	**175,830,000**	**-**	**-**	**100**	**175,830,100**

Chairman

Director

Signed in terms of our annexed report of even date.

Taher Chamber (Ground Floor)
10, Agrabad Commercial Area
Chattogram-4100
Date - 17 July 2018

BASU BANERJEE NATH & CO.
CHARTERED ACCOUNTANTS

AMARSTOCK

CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended 30 June 2018

	30-06-2018	30-06-2017
	TAKA	TAKA
A. CASH FLOWS FROM OPERATING ACTIVITIES:		
Decrease in the value of advance, deposit and prepayment	-	-
Decrease in the value of other payables	-	-
Increase in the value of receivable from WSML	-	-
Increase in the value of other payables with Cemcor Ltd.	-	-
Adjustment for Items not involving movement of cash:	-	-
Depreciation	-	-
Changes in working capital components	-	-
Increase/(Decrease) in provision for tax	-	-
Net cash from Operating Activities	**-**	**-**
B. CASH FLOWS FROM INVESTING ACTIVITIES:		
Decrease in the value of property, plant & equipment	-	-
Decrease in the value of capital work in progress	-	-
Net cash used in Investing Activities	**-**	**-**
C. CASH FLOWS FROM FINANCING ACTIVITIES:		
Intercompany A/c-SAPL	(127,990)	-
Net cash used in Financing Activities	**(127,990)**	
Net Cash Increase/(Decrease) in Cash & Cash Equivalents for the year (A+B+C)	**(127,990)**	-
Cash and Cash Equivalents at the beginning of the Year	127,990	127,990
Cash and Cash Equivalents at the end of the Year	**-**	**127,990**

Chairman **Director**

Signed in terms of our annexed report of even date.

Taher Chamber (Ground Floor)
10, Agrabad Commercial Area
Chattogram-4100
Date - 17 July 2018

BASU BANERJEE NATH & CO.
CHARTERED ACCOUNTANTS

SMART STOCK



Container Transportation Services Limitd

Financial Statements

For the year ended 30 June 2018

STATEMENT OF FINANCIAL POSITION

As of 30 June 2018

PARTICULARS	NOTE	As of 30.06.2018 TAKA	As of 30.06.2017 TAKA
ASSETS:			
Non-Current Assets:			
Property, Plant and Equipment	02	67,687,354	55,773,245
Total Non-Current Assets		**67,687,354**	**55,773,245**
Current Assets:			
Advance, deposits and prepayments	03	3,783,266	3,062,038
Inventory-Stock of Fuel		2,282,388	1,068,354
Other Receivable		728,998	640,381
Cash and Cash Equivalents	04	1,766,111	493,217
Total Current Assets		**8,560,763**	**5,263,990**
Total Assets		**76,248,117**	**61,037,235**
EQUITY & LIABILITIES:			
Equity:			
Issued, Subscribed and Paid Up- Capital	05	2,000,000	2,000,000
Retained Earnings	06	2,038,004	1,177,735
Total Equity		**4,038,004**	**3,177,735**
Non Current liabilities:			
Long Term Loan	07	5,865,654	10,516,058
Current liabilities:			
Short Term Loan	08	6,156,000	13,275,600
Inter Company Transaction with SAPL		57,351,610	33,022,586
Provision for Income Tax	09	463,222	358,426
Other Payable	10	2,373,627	686,830
Total Current Liabilities		**66,344,459**	**47,343,442**
Total Equity and Liabilities		**76,248,117**	**61,037,235**

Note: The annexed notes 1 to 14 form an integral part of these financial statements.

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

Signed in terms of our annexed report of even date.

Taher Chamber (Ground Floor)
10, Agrabad Commercial Area
Chattogram-4100
Date - 29 August 2018

BASU BANERJEE NATH & CO.
CHARTERED ACCOUNTANTS

AMARSTOCK

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 30 June 2018

PARTICULARS	NOTES	June 30, 2018	June 30, 2017
Service Revenue	11	42,479,076	48,453,918
Operating expenses	12	(33,127,568)	(44,540,293)
Gross Profit		**9,351,508**	**3,913,625**
Administrative expenses	13	(1,849,724)	(703,414)
Operating Profit		**7,501,784**	**3,210,211**
Financial expenses	14	(6,678,154)	(2,880,734)
Other Income		499,860	667,687
Profit/ (Loss) before Income Tax		**1,323,490**	**997,164**
Provision for Income Tax		(463,222)	(349,008)
Net Profit/(Loss)		**860,269**	**648,157**

Note: The annexed notes 1 to 14 form an integral part of these financial statements.

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

Signed in terms of our annexed report of even date.

Taher Chamber (Ground Floor)
10, Agrabad Commercial Area
Chattogram-4100
Date - 29 August 2018

BASU BANERJEE NATH & CO.
CHARTERED ACCOUNTANTS

STATEMENT OF CHANGES IN EQUITY

For the year ended 30 June 2018

PARTICULARS	Share Capital	Retained Earnings	Total
	TAKA	TAKA	TAKA
Balance at July 01, 2017	2,000,000	1,177,735	3,177,735
Net Profit/ (Loss) for the year (From Statement of Profit or Loss Account and other Comprehensive Income)	-	860,269	860,269
Balance at June 30, 2018	**2,000,000**	**2,038,004**	**4,038,004**

For the year ended June 30, 2017

PARTICULARS	Share Capital	Retained Earnings	Total
	TAKA	TAKA	TAKA
Balance at January 01, 2016	2,000,000	529,578	2,529,578
Net Profit/ (Loss) for the year (From Statement of Profit or Loss Account and other Comprehensive Income)	-	648,157	648,157
Balance at June 30, 2017	**2,000,000**	**1,177,735**	**3,177,735**

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

Signed in terms of our annexed report of even date.

Taher Chamber (Ground Floor)
10, Agrabad Commercial Area
Chattogram-4100
Date - 29 August 2018

BASU BANERJEE NATH & CO.
CHARTERED ACCOUNTANTS

STATEMENT OF CASH FLOWS

For the year ended June 30, 2017

PARTICULARS	June 30, 2018 TAKA	June 30, 2017 TAKA
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Cash Received From Customer	42,479,076	48,453,918
Cash Paid to Suppliers and Employees	(26,565,670)	(39,402,387)
Income Tax Paid	(893,000)	(727,000)
Net Cash Provided From Operating Activities	**15,913,406**	**8,324,531**
B. CASH FLOWS FROM INVESTING ACTIVITIES :		
Acquisition of Property, Plant & Equipment	(19,441,723)	(10,131,012)
Advance, Deposit and Prepayments	(186,654)	(1,498,199)
Net Cash Used in Investing Activities	**(19,628,377)**	**(11,629,211)**
C. CASH FLOWS FROM FINANCING ACTIVITIES :		
Short Term Loan	(7,119,600)	(6,980,411)
Long Term Loan	(4,650,404)	(9,112,022)
Inter Company Transaction	24,329,024	22,285,786
Share Capital	-	-
Financial Expenses	(6,678,154)	(2,880,734)
Net Cash Provided From Financing Activities	**5,880,866**	**3,312,619**
Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	**1,272,894**	**7,938**
Cash and Cash Equivalents at Beginning of The Year	493,217	485,279
Cash and Cash Equivalents at End of The Year	**1,766,111**	**493,217**

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

Signed in terms of our annexed report of even date.

Taher Chamber (Ground Floor)
10, Agrabad Commercial Area
Chattogram-4100
Date - 29 August 2018

BASU BANERJEE NATH & CO.
CHARTERED ACCOUNTANTS



Summit Alliance Port Pte. Ltd (Sappl)

Financial Statements

For the year ended 30 June 2018

STATEMENT OF FINANCIAL POSITION

AS ON 30.06.2018

Particulars	Note	SGD	BDT
Assets:			
Non-current assets:			
Property, plant & equipment	2	10,741	665,942
Current assets:			
Other receivable	3	10,613	658,006
Cash and cash equivalents	4	4,688	290,656
Total assets		**26,042**	**1,614,604**
Equity & Liabilities:			
Shareholders Equity			
Share capital	5	1	62
Retained earnings	6	(262,715)	(16,288,330)
		(262,714)	(16,288,268)
Current Liabilities			
Other payables	7	247,923	15,371,226
Payable to holding company	7	40,833	2,531,646
		288,756	17,902,872
Total Equity & Liabilities		**26,042**	**1,614,604**

Note: The annexed notes 1 to 9 form an integral part of these financial statements.

Director **Director**

Signed in terms of our annexed report of even date.

Taher Chamber (Ground Floor)
10, Agrabad Commercial Area
Chattogram-4100
Date - 22 August 2018

BASU BANERJEE NATH & CO.
CHARTERED ACCOUNTANTS

STATEMENT OF COMPREHENSIVE INCOME

For the period from July 2017 to June 2018

Particulars	Note	SGD	BDT
Revenue		-	-
		-	-
Expenditure			
Depreciation	2	4,533	281,046
Employee benefit expenses	9	120,300	7,458,600
Other expenses	8	73,730	4,571,260
		(198,563)	**(12,310,906)**
Loss before tax		**(198,563)**	**(12,310,906)**
Income tax expense		**-**	**-**
Total comprehensive loss for the period		**(198,563)**	**(12,310,906)**

Exchange Rate	**SGD**	**BDT**
	1	62

Note: The annexed notes 1 to 9 form an integral part of these financial statements.

Director **Director**

Signed in terms of our annexed report of even date.

Taher Chamber (Ground Floor)
10, Agrabad Commercial Area
Chattogram-4100
Date - 22 August 2018

BASU BANERJEE NATH & CO.
CHARTERED ACCOUNTANTS

STATEMENT OF CHANGES IN EQUITY

As on 30.06.2018

PARTICULARS	Share capital		Retained Earnings (Loss)		Total	
	SGD	BDT	SGD	BDT	SGD	BDT
Balance as on 01.07.2017	1	62	(64,152)	(3,977,424)	(64,151)	(3,977,362)
Net Profit/ (Loss) for the year			(198,563)	(12,310,906)	(198,563)	(12,310,906)
Balance as on 30.06.2018	**1**	**62**	**(262,715)**	**(16,288,330)**	**(262,714)**	**(16,288,268)**

Director

Director

Signed in terms of our annexed report of even date.

Taher Chamber (Ground Floor)
10, Agrabad Commercial Area
Chattogram-4100
Date - 22 August 2018

BASU BANERJEE NATH & CO.
CHARTERED ACCOUNTANTS

AMAR STOCK

STATEMENT OF CASH FLOWS

For the period from July 2017 to June 2018

PARTICULARS	SGD	BDT
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Cash Received From Customer	-	-
Cash Paid to Suppliers, Employees and Others	(20,871)	(1,294,002)
Net Cash Provided From Operating Activities	**(20,871)**	**(1,294,002)**
B. CASH FLOWS FROM INVESTING ACTIVITIES :		
Acquisition of Property, Plant & Equipment	(15,274)	(946,988)
Net Cash Used in Investing Activities	**(15,274)**	**(946,988)**
C. CASH FLOWS FROM FINANCING ACTIVITIES :		
Loan received from SAPL	40,833	2,531,646
Net Cash Provided From Financing Activities	**40,833**	**2,531,646**
Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	**4,688**	**290,656**
Cash and Cash Equivalents at Beginning of The Year	-	-
Cash and Cash Equivalents at End of The Year	**4,688**	**290,656**

Director **Director**

Signed in terms of our annexed report of even date.

Taher Chamber (Ground Floor)
10, Agrabad Commercial Area
Chattogram-4100
Date - 22 August 2018

BASU BANERJEE NATH & CO.
CHARTERED ACCOUNTANTS

AMARSTOCK