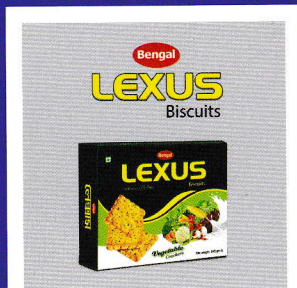


ANNUAL REPORT 2022-2023



Bengal Biscuits Limited

বেঙ্গল বিস্কুট লিমিটেড

বার্ষিক প্রতিবেদন
২০২২-২০২৩

৪৩তম বার্ষিক সাধারণ সভা








BENGAL BISCUIT LIMITED
Annual Report 2022-2023

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THE EXCELSIOR GROUP

BENGAL BISCUITS LIMITED is a Member Company of the **EXCELSIOR GROUP**. The names, nature of activities and the year of Incorporation of all the Members of this Group are mentioned below:

<u>NAMES & NATURE OF ACTIVITIES</u>	<u>YEAR OF INCORPORATION</u>
 EXCELSIOR TRADING CORPORATION LTD. Indenters, Exporters & Importers	1972
 BENGAL BISCUITS LIMITED Manufacturer of high quality Biscuits, Flour, Extruded Snacks, Candy and other Consumer food products	1980
 PHARMA AIDS LIMITED Manufacturer of Neutral Glass Ampoules	1981
 EXCELSIOR GARMENTS LIMITED 100% Export Oriented Readymade Garments	1984
 EXCELSIOR ENGINEERS LIMITED Engineering Consultants & Fabricators	1985
 EXCELSIOR SHOES LIMITED Manufacturer of 100% Export Oriented Shoes	1988
 EXCELSIOR CORPORATION LIMITED Corporate Affairs of the Member Companies	1990

CORPORATE DIRECTORY

BOARD OF DIRECTORS:

Mr. Faizul Hassan
Chairman

Mr. M. A. Masud
Managing Director

MR. MOHAMMED NURUL KALAM ASWAD
Director

MR. SHARIF TAIBUR RAHMAN
Independent Director

COMPANY SECRETARY:

Mr. K. H. Reza, FCS

AUDITORS:

MD. SHAFIQL ISLAM, FCA
Chartered Accountants

BANKER:

Janata Bank Limited, Topkhana Road, Branch, Dhaka.
Janata Bank Limited, Barisal Corporate Branch, Barisal.
Islami Bank Bangladesh Limited, VIP Road, Branch, Dhaka.
Prime Bank Limited, Bijoy Nagar Branch, Dhaka.
Pubali Bank Limited, Stadium Branch, Dhaka.
Midland Bank Limited, Dilkusha Branch, Dhaka

REGISTERED OFFICE:

Plot # A42-A47
BSCIC Industrial Estate
Kawnia, Barisal
Bangladesh.

HEAD OFFICE:

345, Segun Bagicha
Ramna, Dhaka-1000,
Phones : 41052250, 41052251
Email : Info@Bengalbiscuits.com
Web : www.bengalbiscuits.com

BENGAL BISCUITS LIMITED
345, Segun Bagicha, Dhaka-1000

NOTICE OF THE 43RD ANNUAL GENERAL MEETING.

Notice is hereby given to all the Shareholders of the Company that its 43RD ANNUAL GENERAL MEETING will be held on Wednesday the 20th December, 2023, at 11:00 am at the Virtual Platform at the link given below at Note-5 to transact the following agenda:

01. To confirm the minutes of the 42nd Annual General Meeting.
02. To receive, consider and adopt the Audited Accounts of the Company for the Accounting year ended on 30th June, 2023 together with the Auditors' and the Directors' report thereon.
03. To approve the proposed 5% (Five) Cash Dividend for the Financial year 2022-2023.
04. To elect Director as per terms of Article No. 120 of the Articles of Association of the Company.
05. To fix up remuneration and other facilities of the Managing Director of the Company.
06. To appoint Auditors and to fix their remuneration; and
07. To transact any other business with the permission of the Chair.

By Order of the Board of Directors

Sd-
(K. H. Reza, FCS)
Company Secretary

Dated: 25.10.2023

NOTES:

01. The record date for the meeting is 23rd November, 2023; The Shareholders whose names will appear in the share register of the company or in the depository register on that date will be entitled to attend at the Annual General Meeting.
02. Votes may be given either personally or by attorney or by proxy and in case of a Company/Corporation by a representative duly authorized. Such proxy shall be a Member of the Company or a person duly authorized by the Member. The Proxy Form/Power of Attorney/Authorization letter, duly completed and stamped must be deposited at the Company's Head Office at least 48 hours before the meeting.
03. Members are requested to notify to the Company the change of address, if any, in writing before 5th December, 2023.
04. Soft copy of the Annual Report will be available in our Company's Website at www.bengalbiscuits.com
05. The necessary Digital Link for Joining in the audio visual meeting link <https://bengalbiscuits.bdvirtualagm.com>

বেঙ্গল বিস্কুট লিমিটেড সভাপতি ও পরিচালকমন্ডলীর প্রতিবেদন।

বিসমিল্লাহির রাহমানির রাহিম।

সম্মানিত শেয়ারহোল্ডারগণ ও আইসিবি প্রতিনিধিবৃন্দ। আসসালামু-আলাইকুম ওয়া রহমাতুল্লাহ।

কোম্পানির আজকের বার্ষিক সাধারণ সভায় ভার্চুয়াল প্ল্যাটফর্মে উপস্থিত সকলকে আমি ব্যক্তিগতভাবে এবং পরিচালকমন্ডলীর পক্ষ থেকে স্বাগত জানাচ্ছি। আমি পরিচালকমন্ডলীর পক্ষ থেকে ২০২২-২০২৩ ইং অর্থ বছরের কোম্পানির বার্ষিক প্রতিবেদন, নিরীক্ষিত হিসাব ও তার উপর নিরীক্ষকদের প্রতিবেদন আপনাদের সদয় বিবেচনা, পর্যালোচনা ও অনুমোদনের জন্য উপস্থাপন করছি।

কোম্পানির পরিচিতি :

বেঙ্গল বিস্কুট লিমিটেড (বিবিএল) বরিশাল শহরের বিসিকে অবস্থিত। ১৯৮৪ সালে অক্টোবর মাস থেকে বিবিএল উৎপাদন শুরু করে। কারখানায় নিয়মিত বিভিন্ন প্রকার বিস্কুট, ক্যান্ডি ও ময়দা উৎপাদন হয়। প্রতিষ্ঠানটির তিনতলা বিশিষ্ট একটি পুরানো বিল্ডিং, সদ্য নির্মিত একটি একতলা শেড এবং ৭ম তলা স্থাপনার একটি নতুন বিল্ডিং আছে যার নিচ তলায় দুটি বিস্কুট লাইন। একতলা শেডে ক্যান্ডি (যেটা আগে পুরানো বিল্ডিংয়ে তৈরি হত) এবং পুরানো বিল্ডিংয়ের ৩য় তলায় অফিস, ২য় তলায় প্যাকেজিং দ্রব্যাদি এবং নীচ তলায় একটি বিস্কুটের লাইন।

মানব সম্পদ :

অত্র প্রতিষ্ঠানে কর্মকর্তা, কর্মচারি ও স্থায়ী-অস্থায়ী শ্রমিকসহ বর্তমানে মোট ৭৫৬ জন কর্মরত আছে। কোম্পানির প্রতিটি পর্যায়ে কর্মকর্তা, কর্মচারি ও শ্রমিকগণের মধ্যে সুসম্পর্ক ব্যবসায়ের ধারাবাহিক অগ্রগতি অর্জনে সর্বদা সহায়ক ভূমিকা পালন করে আসছে।

ব্যবসায়িক কার্যক্রমঃ

আলোচ্য অর্থ বছরে বিশ্বের অর্থনৈতিক অবস্থার মন্দাভাব এবং ইউক্রেন-রাশিয়ার চলমান যুদ্ধের কারণে বিশ্ব বাজারে কাঁচামাল চরম সংকটে এবং বাংলাদেশে চলমান মুদ্রাস্ফীতি জাতীয় পর্যায়ে আমদানীতে আঘাত হেনেছে। ফলশ্রুতিতে কাঁচামালের অস্বাভাবিক মূল্য বৃদ্ধি ও দুশ্চাপ্যতা কোম্পানির ধারাবাহিক অগ্রগতিতে বাধাগ্রস্ত হচ্ছে এবং এর সাথে যুক্ত হয়েছে বিদ্যুতের লোডশেডিং। এমতাবস্থায় ব্যবসায় টিকে থাকা কঠিন থেকে আরো কঠিনতর অবস্থার দিকে যাচ্ছিল। কিন্তু এই কঠিন সময়ে বিভিন্ন পরিকল্পনা ও বিশ্লেষণের মাধ্যমে পণ্য আরও বাজারমুখী করে বিক্রয় বৃদ্ধির চেষ্টা চালিয়ে যাওয়া হয়েছে। ফলে আলোচ্য বছরে বিক্রয়ের পরিমাণ পূর্ববর্তী বছরের ৫৬৫৫.৭৭ লক্ষ টাকা থেকে ২০.৪০% বৃদ্ধি পেয়ে ৬৮০৯.৪১ লক্ষ টাকায় উন্নীত হয়েছে। তবে নতুন কিছু প্রতিযোগী কোম্পানী বাজারে আসায় বিক্রয়ের অগ্রগতি ধরে রাখতে বিক্রয় ও বিপণন খাতে তাদের সাথে সামঞ্জস্যতা বজায় রেখে কার্যক্রম পরিচালনা করতে হচ্ছে। এতে এই খাতে খরচ কিছুটা বৃদ্ধি হলেও নীট মুনাফা পূর্ববর্তী বছরের ৫৪.৯৭ লক্ষ টাকার স্থলে ১১৬.০৩ লক্ষ টাকায় উন্নীত করা সম্ভব হয়েছে যা খুবই ইতিবাচক বলে আমরা মনে করি।

পণ্যভিত্তিক পারফরমেন্স :

কোম্পানির উৎপাদিত পণ্যের মধ্যে বাজারে সবচেয়ে মিনি প্যাক বিস্কুটের চাহিদা বেশি। যার মধ্যে ক্রিম ফ্যান্টাসি (ব্যানানা ও চকলেট), লেক্সাস মিনি, অরেঞ্জ কেক রেগুলার, পাইনএপেল মিনি, চকোটুইন মিনি, ডুপ্লেস মিনি, এনার্জি মিনি, হানি জিরা মিনি ও রেগুলার উল্লেখযোগ্যভাবে বিক্রি হচ্ছে। এছাড়াও ফ্যামেলি প্যাক বিস্কুট, ড্রাইকেক ও বিঙ্গো ক্যান্ডি নিয়মিত বিক্রি হচ্ছে।

আর্থিক ফলাফল :

গত ০৫ (পাঁচ) বছরের তুলনামূলক আর্থিক ফলাফল নিম্নে দেয়া হল ;

		২০২২-২০২৩	২০২১-২০২২	২০২০-২০২১	২০১৯-২০২০	২০১৮-২০১৯
বিবরণ						(হিসাব লক্ষ টাকায়)
মোট বিক্রয়	ঃ	৬৮০৯.৪০	৫৬৫৫.৭৭	৫৬২৭.৩১	৫২০৯.৬০	৫৫০৪.৮৭
মোট লাভ	ঃ	১৩৬৩.৩৭	১০৫৪.০৩	১০৫০.৭১	১০৫৪.৫১	১১০৮.০৬
নীট লাভ	ঃ	১১৬.০৩	৫৪.৯৭	৬২.৪৪	১৮.১২	৪৪.৯২
শেয়ার প্রতি লাভ	ঃ	১.৪৬	০.৬৯	০.৭৯	০.২৩	০.৫৭
লভ্যাংশ	ঃ	৫% (নগদ)	-	-	-	১% (নগদ)

আয়কর :

(ক) আর্থিক বছর ২০২০-২০২১ (আয়কর বছর ২০২১-২০২২) অত্র বছরে কোম্পানির গ্রোস প্রফিট হয়েছিল ১৮.৬৭%। ট্যাক্স রিটার্ন দাখিল করা হলে উপ-কর কমিশনার আলোচ্য অর্থ বছরে কাঁচামালের অস্বাভাবিক মূল্য বৃদ্ধির বিষয়টি উপেক্ষা করে ২০১০-২০১১ অর্থ বছরের ট্রাইব্যুনালের রায়ের ভিত্তিতে ২০.১৯% হারে জিপি প্রাক্কলন করে, ৩৬.১৪ লক্ষ টাকা বিক্রয় বৃদ্ধি এবং কতিপয় খাতের খরচ অযৌক্তিকভাবে বাদ দিয়ে সর্বমোট ৬৮.১৪ লক্ষ টাকা আয় বৃদ্ধি করে ৪৬.৪৮ লক্ষ টাকা ট্যাক্স নির্ধারনপূর্বক এ্যাসেসমেন্ট নিষ্পত্তি করে।

(খ) আর্থিক বছর ২০২১-২০২২ (আয়কর বছর ২০২২-২০২৩) অত্র কোম্পানির গ্রোস প্রফিট হয়েছে ১৮.৬৪%। ট্যাক্স রিটার্ন দাখিল করা হলে উপ-কর কমিশনার আলোচ্য অর্থ বছরেও কাঁচামালের অস্বাভাবিক মূল্য বৃদ্ধির বিষয়টি উপেক্ষা করে পূর্ববর্তী বছরের ন্যায় ২০.১৯% হারে জিপি প্রাক্কলন করে, ১৬.১৭ লক্ষ টাকার বিক্রয় বৃদ্ধি এবং কতিপয় খাতের খরচ অযৌক্তিকভাবে বাদ দিয়ে সর্বমোট ১৮০.৪০ লক্ষ টাকা আয় বৃদ্ধি করে ৫৯.৪৭ লক্ষ টাকা ট্যাক্স নির্ধারনপূর্বক এ্যাসেসমেন্ট নিষ্পত্তি করে।

উপ-কর কমিশনার আমাদের উপস্থাপিত হিসাব প্রতিবেদনের প্রদর্শিত তথ্য আমলে না নিয়ে তার মনগড়া হিসাবমতো এ্যাসেসমেন্ট করায় উপরোক্ত দুই বছরের এ্যাসেসমেন্ট এর বিপরীতে আপীল করি। আপীলের রায়ের কপি ইতিমধ্যে আমরা পেয়েছি। দুই বছরের উপকর কমিশনারের ধার্যকৃত করের চেয়ে আপীলের রায়ে সর্বোমোট ৩৮.৮৭ লক্ষ টাকা কর কমেছে। আপীলের রায়ের পরবর্তীতে ট্রাইবুনাল করার বিষয়টি প্রক্রিয়াধীন।

লভ্যাংশ ঘোষণা :

এই অর্থ বছরে নীট লাভ হয়েছে ১১৬.০৩ লক্ষ টাকা। কোম্পানির পুঞ্জীভূত লোকসান কমে এসে বর্তমানে পরিমাণ ৬৪.৫৯ লক্ষ টাকা। কোম্পানীর পুঞ্জীভূত লোকসান থাকায় পরিচালনা পর্যদের পক্ষে লভ্যাংশ ঘোষণা করা খুবই কঠিন। তথাপিও সম্মানিত শেয়ারহোল্ডারদের লভ্যাংশ সংক্রান্ত বিষয়ে উদ্বেগ-উৎকর্ষার কথা চিন্তা করে চলতি বছরের মুনাফা থেকে ৫% (পাঁচ শতাংশ) হারে নগদ লভ্যাংশ প্রদানের জন্য পরিচালনা পর্যদ সুপারিশ করেছেন।

পরিচালনা পর্যদ :

১। জনাব ফায়েজুল হাসান	চেয়ারম্যান
২। জনাব এম. এ. মাসুদ	ব্যবস্থাপনা পরিচালক
৩। জনাব মোহাম্মদ নুরুল কালাম আসওয়াদ	পরিচালক
৪। জনাব শরিফ তৈয়বুর রহমান	স্বতন্ত্র পরিচালক

হিসাব কালীন পরবর্তী অবস্থা :

২০২৩-২০২৪ অর্থ বছরের শুরু থেকেই বিশ্বের অর্থনৈতিক বৈরী পরিস্থিতি আরো বৃদ্ধি পেয়েছে। ডলার সংকট ও বাংলাদেশের চলমান মুদ্রাস্ফীতির অস্থিরতা জাতীয় পর্যায়ের আমদানীতে আঘাত হেনেছে। ফলশ্রুতিতে কাঁচামালের অস্বাভাবিক মূল্য বৃদ্ধি ও দুশ্চপ্যতা, পাওয়ার সেক্টরের (গ্যাস ও বিদ্যুৎ) অপ্রতুলতা ও মূল্য বৃদ্ধি কোম্পানির ধারাবাহিক অগ্রগতিকে দারুনভাবে বাধাগ্রস্ত করেছে। এছাড়া চলমান বছরে রাজনৈতিক অস্থিরতাও ব্যবসার জন্য শুভকর নয়। এত বিরূপ পরিস্থিতির মধ্যেই বিভিন্ন পরিকল্পনা ও বাজার বিশ্লেষণের মাধ্যমে পণ্য আরও বাজারমুখী করার জন্য চেষ্টা চালিয়ে যাওয়া হচ্ছে। আশা করছি চলতি বছরে বিক্রয় বৃদ্ধির মাধ্যমে খরচের খাতগুলি নিয়ন্ত্রন করে কোম্পানীর চলমান অগ্রগতির ধারাবাহিকতা বজায় রাখতে আমরা সক্ষম হব-ইনশাআল্লাহ্।

পরিচালকগণের অবসর গ্রহণ ও পুনঃনিয়োগ :

কোম্পানির আর্টিকেলস্ অব এসোসিয়েশনের ১২০ নং অনুচ্ছেদ অনুযায়ী চক্রানুক্রমে পরিচালনা পরিষদ থেকে জনাব ফায়েজুল হাসান এবং জনাব নুরুল কালাম আসওয়াদ অবসর গ্রহণ করেছেন। তাঁরা পুনঃনিয়োগ লাভের যোগ্য বিধায় নিয়োগ প্রাপ্তির জন্য আগ্রহ প্রকাশ করেছেন।

নিরীক্ষক নিয়োগ ও তাদের পারিশ্রমিক নির্ধারণ :

কোম্পানির বর্তমান নিরীক্ষক শফিক বসাক এন্ড কোং, চার্টার্ড একাউন্টেন্টস ২০২২-২০২৩ ইং অর্থ বছরের জন্য কোম্পানির নিরীক্ষক হিসাবে নিয়োগপ্রাপ্ত ছিলেন। আইনানুযায়ী তাঁরা পরবর্তী বছর অর্থ্যাৎ ২০২৩-২০২৪ ইং সালের জন্য নিয়োগ প্রাপ্তির যোগ্য নয় বিধায় হাবিব সরোয়ার ভূইয়া এন্ড কোং, চার্টার্ড একাউন্টেন্টস, ইন্টার্ন কমার্সিয়াল কমপ্লেক্স (৭ম তলা), ৭৩ কাকরাইল, ঢাকা-১০০০, নিরীক্ষক হিসেবে নিয়োগ লাভের ইচ্ছা প্রকাশ করেছেন। পরিচালনা পর্ষদ তাদেরকে ২০২৩-২০২৪ অর্থ বছরের জন্য বার্ষিক পারিতোষিক বাবদ ২,০০,০০০.০০ (দুই লক্ষ) টাকা নির্ধারণ করে নিরীক্ষক হিসেবে নিয়োগের সুপারিশ করেছেন।

ব্যবস্থাপনা পরিচালক মহোদয়ের পারিশ্রমিক ও অন্যান্য সুযোগ-সুবিধা :

দেশের সার্বিক অবস্থা এবং জীবনযাত্রার মান বিবেচনা করে পরিচালনা পর্ষদ ব্যবস্থাপনা পরিচালক মহোদয়ের মাসিক পারিশ্রমিক ২,৫০,০০০.০০ (দুই লক্ষ পঞ্চাশ হাজার) টাকা থেকে বৃদ্ধি করে ০১-০৭-২০২৩ইং তারিখ হতে ৩,৫০,০০০.০০ (তিন লক্ষ পঞ্চাশ হাজার) টাকায় উন্নীত করে। যা অদ্যকার সভায় অনুমোদনের জন্য পেশ করা হলো।

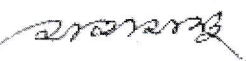
অন্যান্য :

ভ্যাট কর্তৃপক্ষ কর্তৃক অযৌক্তিকভাবে ৩.০০ কোটি টাকা ভ্যাট আরোপ এবং উহার উপর ৬.৪৩ কোটি টাকা জরিমানা ধার্যের বিষয়টি বর্তমানে আদালতে বিচারাধীন আছে।

উপসংহার :

পরিচালকমণ্ডলীর কাজে মূল্যবান সহযোগিতা ও সমর্থন দানের জন্য কোম্পানীর সম্মানিত শেয়ারহোল্ডারগণ, ক্রেতা-বিক্রেতা, সরবরাহকারী, বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন, ঢাকা স্টক এক্সচেঞ্জ লিমিটেড, ব্যাংক ও অন্যান্য আর্থিক প্রতিষ্ঠানসমূহ যারা আমাদের কার্যক্রমের সাথে জড়িত তাদের সকলকে আন্তরিক ধন্যবাদ ও অভিনন্দন জানাচ্ছি। একই সাথে কোম্পানীর সকল কর্মকর্তা, কর্মচারী ও শ্রমিকগণকে তাদের দায়িত্বশীলতা, নিষ্ঠা ও কর্মতৎপরতার জন্য জানাই আন্তরিক ধন্যবাদ।

পরিচালকমণ্ডলীর পক্ষে,



(এম, এ, মাসুদ)

ব্যবস্থাপনা পরিচালক।

ANNEX-I

The Directors also report that:

- The financial statements of the Company present true and fair view of Company's state of affairs, result of its operations, cash flows and changes in equity.
- Proper books of account as required by law have been maintained.
- Appropriate accounting policies have been followed in formulating the financial Statements and Accounting estimates were reasonable and prudent.
- The financial statement was prepared in accordance with International Accounting Standard (IAS) as applicable in Bangladesh.
- The internal control system is sound in design and effectively implemented and monitored.
- There are no significant doubts upon the company's ability to continue as a going concern.
- There is no significant deviation from the operating result of the last year.
- The number of board meetings and the attendance of directors during the year 2022-2023 were as follows

Name of Directors	Meeting Held	Attended
Mr. M. A. Masud	5	5
Mr. Faizul Hassan	5	5
Mr. Md. Nurul Kalam Aswad	5	5
Mr. Sharif Taibur Rahman	5	4

- The pattern of shareholding (along with name wise detail) of parent/subsidiary/associated companies and other related parties, directors, chief executive officer, company secretary, chief financial officer, head of internal audit and their spouse and minor children, executives, shareholders holding 10% or more voting interest in the company as at 30th June, 2023 is stated in ANNEX-II.
- Securities and Exchange Commission compliance report is enclosed herewith as ANNEX-III.
- Key operating and financial data of last four years have been presented in summarized form as Past Financial Statistics in ANNEX-IV.

ANNEX-II

Pattern of Shareholding as on June 30, 2023:

Particulars	Nos. Share holding	Percentage
Parent Company	-	-
Associated Companies:		
Excelsior Trading Corporation Ltd.		-
Other Related Parties:		
Directors:		
Mr. M. A. Masud	5,96,043	7.51%
Mr. Faizul Hassan	5,95,371	7.50%
Mr. Mohammad Nurul Kalam Aswad	12,15,950	15.32%
Late Md. Abul Kalam	21,800	0.27%
Mr. Sharif Taibur Rahman	No Share	-
Chief Executive Officer (CEO) and his spouse and minor children:	-	-
Chief Financial Officer (CFO) and his spouse and minor children:	1600	0.02%
Company Secretary (CS) and his spouse and minor children:	-	-
Head of Internal Audit (HIA) and his spouse and minor children:	-	-
Executives (Top five salaried person other than CEO, CFO, CS, HIA):		
1. Mr. Md. Shahidul Islam, General Manager	800	0.01%
2. Mr. Md. Mizanur Rahman, Sr. Manager PR	800	0.01%
3. Mr. Md. Abu Bakar Siddik, Sr. Manager, Co-Ordination	800	0.01%
4. Mr. Md. Abdur Rahman, Factory Manager	-	-
5. Mr. Md. Sayedul Haque, Production Manager	-	-
Shareholders Holding 10% or more voting right	-	-

ANNEX-III

tatus of compliance with conditions imposed by the Securities and Exchange Commission Notification No. SEC/CMRRCD/2006-158/Admin/02-08 dated 20th February, 2006 issued under section 2CC of the Securities and Exchange Ordinance, 1969:

Condition No.	Title	Compliance Status		Explanation for non compliance with the condition
		Complied	Not Complied	
1.1	Board's Size: Board Members should not be less than 5 (five) and more than 20 (twenty)		Not Complied	
1.2 (i)	Independent Director: at least 1/5th		Not Complied	
1.2 (ii)	Appointment of Independent Director by elected Directors	Complied		
1.3	Chairman of the Board and Chief Executive Officer should preferably be filled by different individuals	Complied		
1.4 (a)	Fairness of financial statements	Complied		
1.4 (b)	Maintenance of proper books of account	Complied		
1.4 (c)	Appropriate accounting policies applied consistently	Complied		
1.4 (d)	International accounting standards, as applicable in Bangladesh have been followed in preparing the financial statements	Complied		
1.4 (e)	Sound and effective internal control system	Complied		
1.4 (f)	Ability to continue as going concern	Complied		
1.4 (g)	Significant deviations from last year in operating results	Complied		
1.4 (h)	Summary of key operation and financial data	Complied		
1.4 (i)	If dividend has not been declared, the reason thereof	Complied		
1.4 (j)	Number of Board meeting held during the year and attendance each director	Complied		
1.4 (k)	Pattern of share holding	Complied		

Condition No.	Title	Compliance Status		Explanation for non compliance with the condition
		Complied	Not Complied	
2.1	Appointment of: a) CFO b) Head of Internal Audit c) Company Secretary	Complied Complied Complied		
2.2	Attend the Board Meeting by: a) CFO b) Company Secretary	Complied Complied		
3.00	Constitution of audit committee	Complied		
3.1 (i)	The audit committee should be composed of at least three members		Not Complied	
3.1 (ii)	Members of audit committee should be appointed by the board who are directors and one should be independent director	Complied		
3.1 (iii)	Board of Director should fill up the vacancy within one month of the vacancy in the audit committee	Complied		
3.2 (i)	Board of Director should select one member of the audit committee to be as chairman of the audit committee	Complied		
3.2 (ii)	Chairman of the audit committee should have a professional qualification or knowledge, understanding and experience in accounting and finance	Complied		
3.3.1 (i)	Reporting to the Board of Director of the Audit Committee	Complied		
3.3.1(ii) (a)	Report of conflict of interest	Not Applicable		
3.3.1(ii) (b)	Reporting of any fraud or irregularity or material defect in internal control system	Not Applicable		
3.3.1(ii) (c)	Reporting of infringement of laws, including securities related laws, rules and regulations	Not Applicable		
3.3.1(ii) (d)	Reporting of any other matter to the Board of Director	Not Applicable		

Condition No.	Title	Compliance Status		Explanation for non compliance with the condition
		Complied	Not Complied	
3.3.2	<p>Reporting to the Authorities: If the Audit Committee has reported to the Board of Directors about anything which has material impact on the financial condition and results of operation and being ignored by the Board of Directors, the Audit Committee should report such findings to the Commission.</p>	Not Complied		
3.4	<p>Reporting to the Shareholders: Report on activities carried by the Audit Committee including any report made to the Board of Directors under condition 3.3.1 (ii) and the Disclosure of which should be made in the Annual Report</p>	Complied		
4.00 (i)	Non-engagement of External/Statutory Auditors in appraisal or valuation	Complied		
4.00 (ii)	Non-engagement of External/Statutory Auditors in designing in financial information system	Complied		
4.00 (iii)	Non-engagement of External/Statutory Auditors in book-keeping or other services related to the accounting records or financial statements	Complied		
4.00 (iv)	Non-engagement of External/Statutory Auditors in broker/dealer services	Complied		
4.00 (v)	Non-engagement of External/Statutory Auditors in actuarial services	Complied		
4.00 (vi)	Non-engagement of External/Statutory Auditors in internal audit services	Complied		
4.00 (vii)	Non-engagement of External/Statutory Auditors in any other services	Complied		

Past Financial Statistics:

ANNEX-IV
(Taka in lac)

SL No.	Particulars	2018-2019	2019-2020	2020-2021	2021-2022	2022-2023
1	Authorized Capital	5000.00	1000.00	5000.00	5000.00	5000.00
2	Paid up Capital	793.80	793.80	793.80	793.80	793.80
3	Reserves & Surplus	(307.16)	(289.04)	(227.65)	(180.62)	(64.59)
4	Share Premium	218.19	218.19	218.19	218.19	218.19
5	Fixed Assets -Written down value	1792.25	1537.27	1459.70	1186.57	1024.66
6	Turnover	5504.87	5209.60	5627.31	5655.77	6809.41
7	Gross Profit	1080.62	1054.51	1050.71	1054.03	1363.37
8	Net Profit	44.92	18.12	62.44	54.97	116.03
9	Earnings Per Share (EPS)	0.57	0.23	0.79	0.69	1.46
10	Net Asset Value (NAV) per share	8.88	9.11	9.88	10.47	11.94
11	No. of Employees	672	674	681	690	756
12	No. of Shareholders	3848	3848	3999	3998	3884

Independent Auditors' Report

To the shareholders of Bengal Biscuits Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Bengal Biscuits Limited (“the Company”), which comprise The Statement of Financial Position as at June 30, 2023 and The Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year then ended and Notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the company as at June 30, 2023 and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs), the Company Act 1994, the Securities and Exchange Rules 2020 and other applicable laws and regulations.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor’s Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the company in accordance with the International Ethics Standards Board for Accountants’ (IESBAs) Code of Ethics for Professional Accountants, together with ethical requirements that are relevant to our audit of the financial statements in Bangladesh, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in the audit of the financial statements of the current period. These matters were addressed in the context of the audit of the financial statements as a whole, and in forming the auditor’s opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

Key Audit Matter	How our Audit Addressed the Key Audit Matter
Revenue Recognition	
<p>Revenue of BDT 680,940,770 is recognised in the statement of profit or loss and other comprehensive income for the year ended June 30, 2023 by the Company. This material item is subject to considerable inherent risk due to the complexity of the system necessary for proper recognition, measurement, and recording considering the application of revenue recognition, International Financial Reporting</p> <p>Standard 15 “Revenue from Contracts with Customers”.</p>	<p>In light of the fact that the high degree of complexity and estimates and assumptions give rise to and increased risk of accounting misstatements, we assessed the Company’s processes and controls for recognizing revenue as part of our audit. Furthermore, in order to mitigate the inherent risk in this audit area, our audit approach included testing of the controls and substantive audit procedures, including:</p> <ul style="list-style-type: none"> ● Assessing the environment of the

<p><i>Customers</i></p> <p>There is also a risk that revenue may be overstated due to wrong recognition or may be understated due to fraudulent financial reporting.</p>	<p>measurement as well as other relevant systems supporting the accounting of revenue.</p> <ul style="list-style-type: none"> ● Assessing controls for systems and procedures supporting revenue recognition. ● Assessing the invoicing and measurement system up to entries in the general ledger. ● Examining customer invoices and receipts of payment on a test basis in accordance with contract. ● Analysing and explaining the deposits to the Company's bank statements to assess reasonableness of stated revenue. ● Testing the revenue recognition in line with contract and reporting standard. <p>We assured ourselves of the appropriateness of the systems, Processes, and Controls in place.</p>
<p>See note 1.17 & 19.00 to the financial statements.</p>	
<p>Inventories</p>	
<p>The company had inventory of BDT 66,505,374 as at June 30, 2023, held in factory. This material item is subject to considerable inherent risk due to the complexity of the system necessary for proper recognition, measurement, valuation and recording considering the application of IAS-2 "Inventories".</p> <p>Inventories can be over or undervalued due to valuation.</p>	<p>We challenged the appropriateness of management's assumptions applied in calculating the value of the inventory provisions by:</p> <ul style="list-style-type: none"> ● Evaluating the design and implementation of key inventory controls operating across the company, including those at a sample of distribution centers, warehouses and branches; ● Attending inventory counts and reconciling the count results to the inventory listings to test the completeness of data; ● Comparing the net realizable value, obtained through a detailed review of sales subsequent to the year-end, to the cost price of a sample of inventories and comparison to the associated provision to assess whether inventory provisions are complete; ● Challenging the completeness of inventory provisions through assessing actual and forecast sales of inventory lines to assess whether provisions for slow-moving/obsolete inventories are valid and complete. ● Checking the cost of Raw materials purchase and valuation method applied for raw materials and work in process.
<p>See note 1.14 & 4.00 to the financial statements</p>	

Other Information included in the Company's 2023 Annual Report

Other information consists of the information included in the Company's 2022-2023 Annual Report other than the financial statements and our auditor's report thereon. Management is responsible for the other information. The Annual Report is expected to be made available to us after the date of issue of this auditor's Report.

Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed on the other information obtained prior to the date of the auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRSs, the Company Act 1994, the Securities and Exchange Rules 2020 and other applicable laws and regulations and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise

from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.


From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

In accordance with the Company Act 1994 and the Securities and Exchange Rules 2020, we also report the following:

- a) we have obtained all the information and explanation which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;
- b) in our opinion, proper books of account as required by law have been kept by the company so far as it appeared from our examination of those books;
- c) the statement of financial position and statement of profit or loss and other comprehensive income dealt with by the report are in agreement with the books of account; and
- d) the expenditure incurred was for the purposes of the company business.

Place, Dhaka
October 25, 2023


Md. Shafiqul Islam FCA
Enrolment # 595
Partner
Shafiq Basak & Co.
Chartered Accountants
DVC:2310250595AS566199

Bengal Biscuits Limited

Statement of Financial Position

As at June 30, 2023

Particulars	Notes	Amount in Taka	
		30-Jun-2023	30-Jun-2022
ASSETS:			
Non-Current Assets		102,465,691	118,657,270
Property, plant and equipment	2.00	99,394,964	113,831,841
Right-of-use assets	3.00	3,070,727	4,825,429
Current Assets		194,416,078	171,534,576
Inventories	4.00	66,505,374	46,754,821
Trade and other receivables	5.00	89,754,063	89,454,406
Advances, deposits and prepayments	6.00	11,479,241	8,725,991
Cash and cash equivalents	7.00	26,677,400	26,599,358
Total Assets		296,881,769	290,191,846
EQUITY AND LIABILITIES:			
Capital and Reserves		94,740,588	83,137,380
Share capital	8.00	79,380,000	79,380,000
Share premium	9.00	21,819,138	21,819,138
Retained earnings	10.00	(6,458,550)	(18,061,758)
Non-current Liabilities		88,334,776	112,254,174
Long term loans-Non Current Portion	11.00	86,863,850	108,246,380
Lease Finance-Non Current Portion	12.00	1,495,241	3,863,977
Deferred tax liability	13.00	(24,315)	143,817
Current Liabilities		113,806,405	94,800,292
Accounts Payables	14.00	59,431,998	17,139,962
Long term loans-Current Portion	11.00	19,876,894	16,503,775
Lease Finance-Current Portion	12.00	2,306,064	2,148,834
Short Term Loan and Advance	15.00	15,179,990	46,819,829
Unclaimed Dividend	16.00	390,773	388,800
Provision for Income Tax	17.00	15,710,226	11,269,998
Liabilities for WPPF	18.00	910,460	529,094
Total Liabilities		202,141,181	207,054,466
Total Equity and Liabilities		296,881,769	290,191,846
Net Asset Value Per Share (NAVPS)	29.00	11.94	10.47

The annexed notes (01 to 31) form an integral part of these financial statements.



Faizul Hassan
Chairman



M. A. Masud
Managing Director



M.N.K. Aswad
Director



Abdul Kuddus Mia
Chief Financial Officer



K.H. Reza, FCS
Company Secretary

Signed as per our separate report on same date.

Dated : October 25, 2023

Place: Dhaka



Md. Shafiqul Islam FCA
Enrolment # 595
Partner

Shafiq Basak & Co.
Chartered Accountants

DVC : 2310250595AS566199

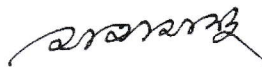
Bengal Biscuits Limited
Statement of Profit or Loss and Other Comprehensive Income
For the year ended June 30, 2023

Particulars	Notes	Amount in Taka	
		30-Jun-2023	30-Jun-2022
Net Sales Revenue	19.00	680,940,770	565,577,306
Cost of goods sold	20.00	(544,603,579)	(460,174,306)
Gross profit		136,337,191	105,403,000
Operating expenses		(105,063,709)	(80,817,959)
Administrative expenses	21.00	(27,587,060)	(22,265,385)
Selling & distribution expenses	22.00	(77,476,649)	(58,552,574)
Operating profit		31,273,482	24,585,041
Financial expenses	23.00	(13,936,620)	(16,186,571)
Other Income	24.00	503,528	412,833
Profit before contribution to WPPF		17,840,390	8,811,303
Contribution to WPPF		(849,542)	(419,586)
Profit before tax		16,990,848	8,391,717
Current Tax	25.00	(5,555,772)	(3,393,464)
Deffered Tax	25.01	168,132	499,188
Net profit after tax		11,603,208	5,497,441
Basic earning per share	26.00	1.46	0.69
Number of Shares used to Compute EPS		7,938,000	7,938,000

The annexed notes (01 to 31) form an integral part of these financial statements.



Faizul Hassan
Chairman



M. A. Masud
Managing Director



M.N.K. Aswad
Director




Abdul Kuddus Mia
Chief Financial Officer



K.H. Reza, FCS
Company Secretary

Signed as per our separate report on same date.

Dated : October 25, 2023
Place: Dhaka



Md. Shafiqul Islam FCA
Enrolment # 595
Partner
Shafiq Basak & Co.
Chartered Accountants
DVC : 2310250595AS566199

Bengal Biscuits Limited

Statement of Changes in Equity

for the year ended June 30, 2023

Particulars	Share Capital	Share Premium	Amount in Taka	
			Retained Earnings	Total
Balance as on 01.07.2022	79,380,000	21,819,138	(18,061,758)	83,137,380
Net profit after tax for the year	-	-	11,603,208	11,603,208
Balance as on 30.06.2023	79,380,000	21,819,138	(6,458,550)	94,740,588

Statement of Changes in Equity

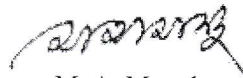
For the year ended June 30, 2022

Particulars	Share Capital	Share Premium	Amount in Taka	
			Retained Earnings	Total
Balance as on 01.07.2021	79,380,000	21,819,138	(22,765,399)	78,433,739
Net profit after tax for the year	-	-	5,497,441	5,497,441
Cash Dividend (2018-2019)	-	-	(793,800)	(793,800)
Balance as on 30.06.2022	79,380,000	21,819,138	(18,061,758)	83,137,380

The annexed notes (01 to 31) form an integral part of these financial statements.



Faizul Hassan
Chairman



M. A. Masud
Director



M.N.K. Aswad
Director



Abdul Kuddus Mia
Chief Financial Officer



K.H. Reza, FCS
Company Secretary

Signed as per our separate report on same date.

Dated : October 25, 2023

Place: Dhaka

Bengal Biscuits Limited

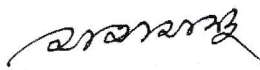
Statement of Cash Flow As at June 30, 2023

Particulars	Amount in Taka		
	30-Jun-2023	30-Jun-2022	
A. Cash Flow from Operating Activities:			
Cash receipt from customers & others	28.01	697,644,641	548,049,401
Payment for costs & expenses	28.02	(640,798,926)	(540,914,893)
Cash generated from operation		56,845,715	7,134,508
Income tax paid	28.03	(1,820,785)	(2,428,830)
Net Cash (used in)/ generated by operating Activities (A)		55,024,930	4,705,678
B. Cash Flow from Investing Activities:			
Acquisition of fixed Assets		(3,086,132)	(1,161,850)
Capital- work-in-progress		-	-
Net Cash (Used in)/generated by Investing Activities (B)		(3,086,132)	(1,161,850)
C. Cash Flow from Financing Activities:			
Collection/(Paid) loan		(18,009,411)	(19,700,756)
Payment for finance & lease liabilities		(2,211,506)	(2,928,020)
Bank Overdraft		(31,639,839)	20,770,951
Net Cash (Used in)/generated by Financing Activities (C)		(51,860,756)	(1,857,825)
D. Net Cash In Flow/(Out flow) for the year (A+B+C)		78,042	1,686,003
E. Cash & Bank Balances at the beginning of the year		26,599,358	24,913,355
F. Cash & Bank Balances at the end of the year		26,677,400	26,599,358
G. Net Operating Cash Flow Per Share (NOCFPS) (note#30)		6.93	0.59

The annexed notes (01 to 31) form an integral part of these financial statements.



Faizul Hassan
Chairman



M. A. Masud
Managing Director



M.N.K. Aswad
Director



Abdul Kuddus Mia
Chief Financial Officer



K.H. Reza, FCS
Company Secretary

Signed as per our separate report on same date.

Dated : October 25, 2023
Place: Dhaka

BENGAL BISCUITS LIMITED

Notes to the Financial Statements

for the year ended June 30, 2023

1. Reporting entity

1.1. Company Profile:

The Company was incorporated on 1st November, 1980 as a Private Limited Company under the Companies Act, 1913. Subsequently on 16th May, 1994, it was converted into a Public Limited Company under the same statute. Its shares are listed in both the Dhaka and Chittagong Stock Exchange Limited. The Registered Office of the Company is located at 345, Segun Bagicha, Dhaka -1000 and the Factory is located at Plot # A-42, A-43, A-44, A-45, A-46, A-47, D-268, D-269 & S-10 BSCIC Industrial Estate, Kawnia, Barisal. Dhaka Stock Exchange (DSE) and Chittagong Stock Exchange (CSE) has delisted trading of BENGAL BISCUITS LIMITED since 4th October, 2009.

The company has again been listed under the SME board on 30th September 2021.

1.2 Principal Activities and Nature of Operations:

The Company is a manufacturer of high-quality Biscuits, Flour, Extruded Snacks, Candy and other Consumer food products.

1.3 Statement of Compliance:

The Company has consistently applied the following accounting policies to all periods presented in these financial statements.

SL No.	IAS/IFRS Remarks Framework	Applicability
IAS 01	Presentation of Financial Statements	Applied
IAS 02	Inventories	Applied
IAS 07	Cash Flow Statements	Applied
IAS 08	Accounting Policies, Changes in Accounting Estimates and Errors	Applied
IAS 10	Events after the Reporting Period	Applied
IAS 12	Income Tax	Applied
IAS 16	Property, Plant and Equipment	Applied
IAS 19	Employee Benefits	Applied
IAS 20	Accounting for Government Grants and Disclosure of Government Assistance	N/A
IAS 21	The Effects of Changes in Foreign Exchange Rates	Applied
IAS 23	Borrowing Costs	N/A

IAS 24 Related Party disclosures	Applied
IAS 26 Accounting and Reporting by Retirement Benefit Plans	N/A
IAS 27 Consolidated and Separate Financial Statements	N/A
IAS 28 Investments in Associate	N/A
IAS 31 Interests in Joint Venture	N/A
IAS 32 Financial Instruments: Presentation	N/A
IAS 33 Earnings Per Share	Applied
IAS 36 Impairment of Assets	N/A
IAS 37 Provisions, Contingent Liabilities and Contingent Assets	Applied
IAS 38 Intangible Assets	N/A
IAS 40 Investment Property	N/A
IAS 41 Agriculture	N/A
IFRS 1 First Time Adoption of IFRS	N/A
IFRS 2 Share Based Payment	N/A
IFRS 3 Business Combination	N/A
IFRS 4 Insurance Contracts	N/A
IFRS 5 Non-current Assets Held for Sale & Discontinued Operations	N/A
IFRS 6 Exploration for and Evaluation of Mineral Resources	N/A
IFRS 7 Financial Instruments: Disclosures	Applied
IFRS 8 Operating Segments	N/A
IFRS 9 Financial Instruments	Applied
IFRS 15 Revenue from Contracts with Customers	Applied
IFRS 16 Leases	Applied

1.4 Authorization Date

These financial statements have been authorized for issue by the Board of Directors of the Company on 25th October 2023.

1.5 Basis of Measurement

All the elements of financial statement have been measured on “Historical Cost” basis which is one of the most commonly adopted basis as provided in “The Framework for the Preparation and Presentation of Financial Statements” issued by the International Accounting Standards (IAS).

1.6 Functional and presentation currency

These financial statements are presented in Bangladesh Taka (Taka/Tk/BDT) which is both functional currency and presentation currency of the group/company. The amounts in these financial statements have been rounded off to the nearest Taka.

1.7 Use of estimates and judgements

The preparation of financial statements is in conformity with the International Accounting Standards requires management to make estimates and assumptions that affects the reported amounts of the assets and liabilities and disclosure of the contingent assets and liabilities at the date of the financial statements and revenue and expenses during the year reported. Actual result could differ from those estimates. Estimates are used in an accounting for certain items such as depreciation; liability for outstanding claims whether due or intimated, taxes etc.

1.8 Significant Accounting Policies and Errors

Accounting Policies

The financial statements have been prepared and the disclosures of information made in accordance with the requirements of the Companies Act 1994, the Security Exchange Rules 1987 and IASs and IFRSs adopted by the Institute of Chartered Accountants of Bangladesh (ICAB) & FRC. The financial position and comprehensive income statement have been prepared according to IAS-1 (Presentation of Financial Statements) based on accrual basis following going concern assumption.

1.9 Property, plant and equipment.

Property, plant & Equipment are stated at cost. Cost represents cost of acquisition or construction and include purchase price and other directly attributable cost of bringing the assets to working condition for its intended use.

Depreciation has been charged using reducing balance method. All the assets acquired or disposed of during the year have been depreciated for the period of its usages. Expenditure for maintenance and repairs are expensed, major replacement, renewals and betterment are capitalized.

The cost and accumulated depreciation of depreciable assets retired or otherwise disposed of are eliminated from the assets and accumulated depreciation and any gain or loss on such disposal is reflected in operations for the year.

The annual depreciation rates are as under:

Particulars	Rate
Factory Building	10%
Plant and Machinery	20%
Furniture and Fixture	10%
Office Equipment	10%
Factory Equipment	10%
Vehicles	20%
Auxiliaries	20%
Leasehold Land	1.01%

Depreciation has been charged to income statement consistently.

Leasehold Land:

Land on BSCIC Industrial Estate, Kawnia, Barisal has been taken on lease from BSCIC on the dates mentioned against each:

Plot Name	Area	Date
Plot No. A-45 & A-46	33,000 sft.	10-11-1980
Plot No. A-44	16,500 sft.	10-02-1985
Plot No. A-43	16,500 sft.	24-01-2009
Plot No. A-42, D-268, D-269 & S-10	41,434 sft.	20-10-2009
Plot No. A-47	16,500 sft	16-07-2013

1.10 Financial instruments

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

1.11 Going Concern:

The financial statements of the Company have been prepared on the assumption that the entity is a going concern and will continue its business for the foreseeable future. Hence it is assumed that the entity has neither intention nor need to liquidate or curtail materially the scale of its operation. During the year, the Company has incurred net profit after tax of Tk. 11,603,208 and its accumulated loss as on June 30, 2023 stood at Tk. (6,458,550). Moreover, the management will take appropriate all steps to run the Company to continue as going concern.

1.12 Accounts Receivable

Accounts receivable are in original invoice value. The Current Accounts is maintaining with every party. All Current Accounts are considered good and collectable, and therefore, no amount was written off as bad debt and no debt was considered doubtful to provide for. Hence no provision has been made in line with Para 5.5.15 of IFRS-9.

1.13 Cash and cash equivalents

Cash and Cash equivalents are readily convertible to known amounts of Cash and are subject to an insignificant risk of changes in value and are not restricted as to use. Here cash and cash equivalents include cash and bank balances.

1.14 Inventories

Inventories consisting of Biscuits, Sugar, Salt, Oil, Flour are valued at lower of cost and net realizable value. Cost of inventories include expenditure incurred in acquiring the inventories, production of conversion costs and other costs incurred in bringing them to their existing location and condition. Cost of inventories is determined by using the weighted average cost formula. Net realizable value is based on estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

1.15 Employee Benefits

Bengal Biscuits Limited provide short term benefit to its employees such as Wages, Salary, Incentive, Annual leave, Sick leave and Bonuses.

The Company makes workers profit participation and welfare fund of 5% of net profit before tax as per provision of labour law 2013 (Amended 2018)

1.16 Income Tax

Current Tax

Income tax payable balance represents the sum of the tax currently payable. Income tax has been calculated at the rate applicable for the company as per the Income Tax Ordinance 1984.

Deferred Tax

Deferred tax is recognized in compliance with IAS 12 "Income Taxes", providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and amounts used for taxation purposes. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity.

The management has adopted to recognize the Deferred Tax liabilities complying with the requirement of IAS-12 based on taxable temporary differences resulting from the carrying value of assets recognized in the statement of financial position and tax base of those assets as determined by the third schedule of Income Tax Ordinance, 1984.

1.17 Revenue Recognition

Revenues are measured at fair value of the consideration received or receivable, net of discount and sales related taxes and VAT. Revenues are reported gross with separate recording of expenses to vendors of products or services.

1.18 Leases

IFRS 16 Leases is effective for the annual reporting periods beginning on or after 1 January 2019. IFRS 16 defines that a contract is (or contains) a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. IFRS 16 significantly changes how a lessee accounts for operating leases. Under previous IAS 17, an entity would rent an office building or a branch premises for several years with such a rental agreement being classified as operating lease would have been considered as an off-balance sheet item. However, IFRS 16 does not require a lease classification test and hence all leases shall be accounted for as on balance sheet item (except some limited exception i.e. short-term lease, leases for low value items Under IFRS 16, an entity shall be recognizing a right-of-use (ROU) asset (i.e. the right to use the office building, branches, service centre, call centre, warehouse, etc.) and a corresponding lease liability. The asset and the liability are initially measured at the present value of unavoidable lease payments. The depreciation of the lease asset (ROU) and the interest on the lease liability is recognized in the profit or loss account over the lease term replacing the previous heading 'lease rent expenses. The company has implemented IFRS-16 where applicable.

1.19 Stock-in-Trade

Stock of raw, packing and other materials have been valued at cost. Average method has been followed for determining the value of stock.

1.20 Sundry Creditors and Other Accounts Payable

Liabilities are recorded at the amount to be paid in the future for settlement in respect of goods and services received by the Company.

1.21 Statement of Cash Flows

Statement of Cash Flows is prepared principally in accordance with IAS-7 "Cash Flow Statement" and the cash flow from the operating activities have been presented under direct method as prescribed by the Securities and Exchange Rules, 1987 and considering the provision of paragraph 19 of IAS-7 which provides that "Enterprises are Encouraged to Report Cash Flow Operating Activities Using the Direct Method".

1.22 Basic Earnings Per Share:

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

1.23 Diluted Earnings per Share

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

Additional Information on Financial Statement:

1.24 Responsibility for Preparation and Presentation of Financial Statements:

The Board of Directors is responsible for the preparation of financial statements under section 183 of the Companies Act, 1994 and as per the provision of “The Framework for the Preparation & Presentation of Financial Statements” issued by the International Accounting Standards (IAS).

1.25 Components of the Financial Statements

According to the Bangladesh Accounting Standards (IAS)-1 “Presentation of Financial Statements” the complete set of Financial Statements includes the following Components”:

- 1) Statement of Financial Position as at 30th June, 2023;
- 2) Statement of Profit or Loss and Other Comprehensive Income for the year ended 30th June, 2023;
- 3) Statement of Changes in Equity for the year ended 30th June, 2023;
- 4) Statement of Cash Flows for the year ended 30th June, 2023;
- 5) Accounting Policies and Explanatory Notes.

1.26 Risk and Uncertainties for Use of Estimates in Preparation of Financial Statements:

The preparation of financial statements is in conformity with the International Accounting Standards (IAS) requires management to make estimates and assumptions that effect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and revenues and expenses during the period reported. Actual results could differ from those estimates.

1.27 Reclassifications:

Certain reclassifications have not been made to conform the 2021-2022 financial statements and footnotes to the 2022-2023 presentation.

1.28 Reporting currencies and Level of Precision:

The figures in the financial statements represent Bangladeshi Taka currency and rounded off to the nearest Taka except where indicates otherwise.

1.29 Reporting Period:

Financial statements of the Company cover one financial year from 1st July 2022 to 30th June 2023 consistently.

1.30 Comparative Information:

Comparative information has been disclosed in respect of the year 2021-2022 for all numerical information in the financial statements and also the narrative descriptive information when it is relevant for understanding of the current periods of financial statements.

No.	Particulars	Amount in Taka	
		30-Jun-2023	30-Jun-2022
2.00	Property, plant & equipments : Tk. 99,394,964		
	<u>A. Cost:</u>		
	Opening Balance	549,491,967	548,330,117
	Add : Addition during the year	3,086,132	1,161,850
	Less : Transfer/ Disposal during the year	-	-
	Closing Balance	552,578,099	549,491,967
	<u>B. Accumulated depreciation:</u>		
	Opening Balance	435,660,126	408,940,535
	Add : Charged during the year	17,523,009	26,719,591
	Closing Balance	453,183,135	435,660,126
	C. Written down value on cost (A-B)	99,394,964	113,831,841
3.00	Right-of-use-assets : Tk. 3,070,727		
	<u>A. Cost:</u>		
	Opening Balance	8,334,834	8,334,834
	Add : Addition during the year	-	-
	Closing Balance	8,334,834	8,334,834
	<u>B. Accumulated depreciation:</u>		
	Opening Balance	3,509,405	1,754,703
	Add : Addition during the year	1,754,702	1,754,702
	Add : Transfer from ROUA	5,264,107	3,509,405
	Closing Balance	5,264,107	3,509,405
	C. Written down value on cost (A-B)	3,070,727	4,825,429
	Details of addition of assets are shown in Assets Schedule (Annexure-A&B) attached.		
4.00	Inventories: Tk. 66,505,374		
	Raw materials	26,945,839	20,806,830
	Packing Materials	31,137,453	19,897,616
	Finished Goods	8,422,082	6,050,375
		66,505,374	46,754,821
	Physical counting of the stock was carried out by inventory team. Inventory count was also carried out by the Independent Auditor on July 01, 2023. Inventory at June 30, 2023 are calculated at lower of average cost and Net Realizable Value.		
5.00	Trade and other receivables: Tk. 89,754,063		
	Ageing of Trade Receivable		
	More than Six Months	2,570,967	204,981
	Less than Six Months	87,183,096	89,249,425
		89,754,063	89,454,406

These amounts are unsecured, but being realized within next year at the highest. No provision was made for bad debt during the year under review.

Amount in Taka		Amount in Taka	
No.	30-Jun-2023	Particulars	30-Jun-2022
Particulars			
		Abul & Son's, Jessore	3,426,355
		Khandoker Corporation, Bhairab	4,212,779
		Alam Enterprise, C&B Road, Barisal	3,025,144
		Prattasha Trading, Amtoli	3,987,853
		Mahabu Traders, Mymensingh	4,359,794
		Bodrul Enterprise, Sylhet	4,263,676
		Bhai Bhai Traders, Keranigonj	-
		Maa Enterprise, Uttara	3,523,920
		F S Enterprise, Khulna	4,119,218
		Ashiq Traders, Rajshahi	4,050,659
		Sornali Traders, Kustia	3,503,656
		M. Rahman & Co, Ctg	3,149,335
		Aziz & Sons, Savar, Dhaka	-
		Howlader Enterprise, Madaripur	3,390,013
		Abir Enterprise, Hakars Market, Noakhali	3,659,433
		Arma Distribution, Rangpur	2,405,528
		Alauwal Enterprise, Bogura	3,368,828
		Ragib Trading, Cox Bazar	2,778,557
		K.N Enterprise, Comilla	3,670,996
		Penta Group, Jamalpur	3,097,366
		Wreath Distribution Ltd. Dhaka	4,399,560
		Haque Enterprise, Hathajare, Ctg	2,461,806
		Khalil Traders, Dinajpur	2,573,995
		Fakhrul Enterprise, Moulvibazar	2,951,792
		M A Mojid Traders, Bhola	4,406,473
		Hazi Dabir Store, Kurigram	2,159,809
		Opsonin Pharma Ltd, Dhaka	1,538,505
		Rahimafroz (Agora)	152,397
		US Bangla Airlines	98,849
		Ibnsina Hospital, Dhanmondi	256,938
		Orian Pharma Ltd, Dhaka	2,570,967
		Squire Pharmaceuticals Ltd	398,199
		CSD Exclusive Shop	817,335
		Team pharmaceuticals ltd, Kawran bazar, Dhaka.	187,896
		Gimcon Food & Agora Product ltd	-
		Birdem General Hospital, Dhaka	86,534
		General Pharmaceuticals Ltd, Gazipur	-
		Apex Pharma Ltd, Dhaka	60,121
		Apon Wellbeing Ltd.	-
		Asiatick Laboratories Ltd, Dhaka	-
			5,055,716
			4,995,518
			3,273,428
			4,625,229
			4,680,889
			4,537,683
			2,845,843
			3,410,361
			4,548,346
			3,939,135
			2,844,215
			2,894,843
			3,784,652
			2,755,178
			2,971,831
			2,111,366
			2,776,439
			3,407,214
			3,314,145
			-
			3,114,146
			2,261,099
			2,111,956
			2,207,286
			4,885,809
			2,028,002
			-
			108,513
			229,028
			-
			-
			60,956
			314,319
			361,202
			42,204
			-
			262,000
			79,237
			79,413
			136,272

Amount in Taka			Amount in Taka	
No.	30-Jun-2023	Particulars	30-Jun-2023	30-Jun-2022
		Eskayef Pharmaceuticals Ltd., Dhaka	-	1,753,402
		Navana Pharmaceuticals Ltd, Banani, Dhaka.	-	389,880
		Fortune Shoes Ltd., BSCIC, BSL	248,861	257,651
		UniMed UniHealth Pharmaceuticals Ltd, Dhaka	12,831	-
		Labaid Pharma, Dhaka	378,085	-
			89,754,063	89,454,406

6.00 Advances, deposits and prepayments : Tk. 11,479,241

Advances against employee	1,843,002	2,076,428
Advance against VAT	510,684	510,684
Deposits for Telephone, Electricity	832,902	832,902
Tax Deducted at source by local buyers	1,305,202	599,961
Tax Deducted at source by Export stage	178,301	90,311
Advance Income Tax	6,053,445	-
Advance Against Purchase	-	3,860,000
Prepayments against Office rent	-	755,705
	11,479,241	8,725,991

6.01 Advances Income Tax : Tk. 6,053,445

Opening Balance	-	-
Add : Paid During the year:		
Assessment Year 2021-2022	1,461,310	-
Assessment Year 2022-2023	2,342,135	-
Assessment Year 2023-2024	2,250,000	-
Less: Adjustment During the Year	6,053,445	-
Closing Balance	6,053,445	-

7.00 Cash and cash equivalents : Tk. 26,677,400

Cash in Hand	Note 7.01	9,739,870	12,277,457
Cash at Bank	Note 7.02	16,937,530	14,321,901
		26,677,400	26,599,358

7.01 Cash in hand : Tk. 9,739,870

Head Office	4,224,189	5,480,766
Factory, Barishal	5,515,681	6,796,691
	9,739,870	12,277,457

7.02 Cash at bank : Tk. 16,937,530

Bank Name	Branch Name	Account No.		
Janata Bank Ltd.	Barisal Corp.	CD # 52016	3,142,595	18,654
Janata Bank Ltd.	Topkhana	CD # 633016448	2,114,714	2,733,875
Janata Bank Ltd.-Dividend A/C	Topkhana	CD # 0100225297902	390,773	-
Islami Bank Bd Ltd.	VIP Road	CD # 2230100231202	9,327,505	7,159,687
Shahjalal Islami Bank Ltd.	Bijoy nagar	CD # 1811100005736	3,812	4,847
Prime Bank Ltd.	Bijoy nagar	CD # 15911080001765	198,181	3,524,748
Pubali Bank Ltd.	Nayapaltan	CD # 2438901038845	3,939	685,158
Pubali Bank Ltd.	Stadium	CD # 0939901046588	1,708,220	111,220

Amount in Taka

No.	Particulars	Amount in Taka	
		30-Jun-2023	30-Jun-2022
	Al-Arafa Islami Bank Ltd. VIP Road CD # 0141020033832	13,371	14,291
	Dhaka Bank Ltd. Karwan Bazar CD # .2071000010478	1,807	2,497
	Midland Bank Ltd. Dilkhusa CD # 1090000769	19,568	52,096
	Bangladesh Development Bank Dilkhusa CD # 0650200002591	3,070	3,933
	Bd Commerce Bank Ltd. Dilkhusa CD # 00221003091	9,975	10,895
		16,937,530	14,321,901

Cash in hand has been verified by the Management at the close of the year and a cash custody certificate was furnished to the Auditors. The above bank accounts have been duly reconciled with balance of bank statements of respective accounts.

8.00 Share capital : Tk. 79,380,000

a. Authorised Capital

50,000,000 Ordinary Share @ Tk. 10/- each 500,000,000 500,000,000

b. Issued, Subscribed & Paid up capital

i. 60,00,000 Ordinary shares of Tk. 10 each fully paid up in cash	60,000,000	60,000,000
ii. 19,38,000 Ordinary shares of Tk. 10 each issued as Bonus Shares	19,380,000	19,380,000
Total 79,38,000 Ordinary Shares of Tk. 10 each	79,380,000	79,380,000

b. i Ordinary Share Capital paid up in cash

3,00,000 Ordinary Shares of Tk. 100 each in 1994 which of present face value of Tk. 10 each total to 30,00,000 shares	30,000,000	30,000,000
3,00,000 Ordinary Shares of Tk. 100 each in 1995 which of present face value of Tk. 10 each total to 30,00,000 shares	30,000,000	30,000,000
	60,000,000	60,000,000

b. ii Bonus Share Capital

1,20,000 Bonus Shares of Tk. 100 each issued from retained earnings at 5:1 in 1996 which of present face value of Tk. 10 each total to 12,00,000 shares	12,000,000	12,000,000
36,000 Bonus Shares of Tk. 100 each issued from Share Premium at 20:1 in 2017 which of present face value of Tk. 10 each total to 3,60,000 shares	3,600,000	3,600,000
3,78,000 Bonus Shares of Tk. 10 each issued from Share Premium at 20:1 in 2018	3,780,000	3,780,000
	19,380,000	19,380,000

a) Composition of Shareholding

	30.06.2023		30.06.2022	
	No. of Shares	%	No. of Shares	%
Directors & Sponsors	2,429,164	30.60%	2,429,164	30.60%
ICB Unit Fund	1,158,987	14.60%	814,910	10.27%
General Public	4,349,849	54.80%	4,693,926	59.13%
	7,938,000	100.00%	7,938,000	100.00%

Amount in Taka

No.	Particulars	30-Jun-2023	30-Jun-2022
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(c) Classification of Shareholders by Holding :

Range of Shares	No. of Folio		Number of Shares		Holding %	
	30.06.23	30.06.22	30.06.23	30.06.22	30.06.23	30.06.22
01 to 500	3,123	3,166	490,274	508,634	6.18	6.41
501 to 5,000	624	677	901,253	999,428	11.35	12.59
5,001 to 10,000	57	75	411,067	535,177	5.18	6.74
10,001 to 20,000	35	39	507,014	549,141	6.39	6.92
20,001 to 30,000	13	13	323,816	308,417	4.08	3.89
30,001 to 40,000	6	3	206,147	101,940	2.60	1.28
40,001 to 50,000	4	5	182,954	220,347	2.30	2.78
50,001 to 100,000	11	7	656,446	433,036	8.27	5.46
1,00,001 to 9,99,999	11	13	4,259,029	4,281,880	53.65	53.94
Total:	3,884	3,998	7,938,000	7,938,000	100	100

9.00 Share premium : Tk. 21,819,138

Share premium

21,819,138	21,819,138
21,819,138	21,819,138

10.00 Retained Earnings : Tk. -6,458,550

Opening Balance

Cash Dividend (2018-2019)

Net profit during the year

Closing Balance

(18,061,758)	(22,765,399)
-	(793,800)
11,603,208	5,497,441
(6,458,550)	(18,061,758)

11.00 Long term loans : Tk. 106,740,744

Midland Bank Limited-Term Loan 01

Midland Bank Limited-Term Loan 02

Midland Bank Limited-Term Loan 03

11.01	87,958,675	101,111,939
11.02	6,666,616	7,834,700
11.03	12,115,453	15,803,516
	106,740,744	124,750,155

Less : Current Portion of Long Term Loan being Payable within 01 Year

Midland Bank Limited-Term Loan 01

Midland Bank Limited-Term Loan 02

Midland Bank Limited-Term Loan 03

Long Term Loan-Current Portion

Long Term Loan-Non Current Portion

14,538,680	12,066,433
1,306,042	1,070,807
4,032,172	3,366,535
19,876,894	16,503,775
86,863,850	108,246,380

11.01 Midland Bank Ltd-Term Loan 01 : Tk. 87,958,675

Opening Balance

Add : Interest Charge during the year

Less : Payment during the year

101,111,939	114,950,572
8,685,896	9,820,457
109,797,835	124,771,029
21,839,160	23,659,090
87,958,675	101,111,939

No.	Particulars	Amount in Taka	
		30-Jun-2023	30-Jun-2022
11.02	Midland Bank Ltd-Term Loan 02 : Tk. 6,666,616		
	Opening Balance	7,834,700	8,901,342
	Add : Addition and interest charge during the year	666,188	767,630
		8,500,888	9,668,972
	Less : Payment during the year	1,834,272	1,834,272
		6,666,616	7,834,700
11.03	Midland Bank Ltd-Term Loan 03 : Tk. 12,115,453		
	Opening Balance	15,803,516	19,587,055
	Add : Addition and interest charge during the year	1,299,389	1,619,534
		17,102,905	21,206,589
	Less : Payment during the year	4,987,452	5,403,073
		12,115,453	15,803,516
12.00	Finance Lease : Tk. 3,801,305		
	Lease Liability_Office Rent	3,801,305	6,012,811
		3,801,305	6,012,811
	Less : Current Portion of Lease Finance being Payable within 01 Year		
	Lease Liability_Office Rent	2,306,064	2,148,834
	Lease Finance-Current Portion	2,306,064	2,148,834
	Lease Finance-Non Current Portion	1,495,241	3,863,977
12.01	Lease Liability_Office Rent : Tk. 3,801,305		
	Opening Balance	6,012,811	7,030,669
	Add : Addition during the year	385,201	396,433
		6,398,012	7,427,102
	Less : Payment during the year	2,596,707	1,414,291
		3,801,305	6,012,811
	Lease liability (future discounted payments) with regard to office rent has been calculated in line with IFRS-16 using incremental borrowing rate (IBR) @ 9%		
13.00	Deferred tax liability : Tk. -24,315		
	Opening Balance	143,817	643,005
	Deferred tax expense/(benefit) during the year	(168,132)	(499,188)
		(24,315)	143,817
	Computation of Deferred Tax :		
	Written Down Value of Fixed Assets :		
	Accounting Base -	95,941,505	110,343,146
	Tax Base	95,332,500	108,436,679
	i. Taxable Temporary difference of Fixed Assets	609,005	1,906,467
	Accounting Base Value of Right of use Assets	3,070,727	4,825,429
	Accounting Base Value of Lease Liability	3,801,305	6,012,811
	Accounting Base Net Value of Liability	730,578	1,187,382
	Tax Base Value of Right of use Assets	-	-
	Tax Base Value of Lease Liability	-	-
	Tax Base Net Value of Liability	-	-

No.	Particulars	Amount in Taka	
		30-Jun-2023	30-Jun-2022
	ii. Deductible Temporary Difference of Lease Liability	730,578	1,187,382
	Total Taxable Temporary Difference (i-ii)	(121,573)	719,085
	Tax Rate	20.00%	20.00%
	Deferred Tax Liabilities as of June 30, 2023	(24,315)	143,817
	Already Recognised	143,817	643,005
	Deferred Tax expense/(income) for the year to be recognised in PL	(168,132)	(499,188)

14.00 Accounts & Other Payables: Tk. 59,431,998

Creditors -for Goods & Supplies	14.01	29,321,859	9,425,741
Creditors -for Expenses	14.02	13,610,139	7,714,221
Creditors -for Other Finance	14.03	16,500,000	-
		59,431,998	17,139,962

14.01 Creditors for Goods & Supplies : Tk. 29,321,859

Opening Balance	9,425,741	9,044,355
Add : Purchase during the Year	457,930,185	368,801,790
	467,355,926	377,846,145
Less : Payment during the Year	438,034,067	368,420,404
	29,321,859	9,425,741

Details of Creditors-for Goods & Supplies

Bangladesh Flour Mill. Narayangonj	-	1,602,040
Padma Flour Mills	3,750,468	1,180,493
Sabnam Vegetable	3,323,245	1,256,524
ASF Printing & Packging, Dhaka	229,310	656,030
Premiaflex Plastic Ltd	3,852,896	1,358,118
Abed Products, Dhaka	1,143,150	984,754
Robin Printing & Packages Ltd.	3,001,819	-
Avijit Auto Flour Mills, Mejhedanga, Bagerhat	2,002,160	-
Akib Flour mills, Barisal	3,064,762	1,241,910
Al Zame Packging Ind. Dhaka	1,564,725	-
Munsur and Son's, Barisal	1,473,200	-
SM Trade Internaional	251,000	-
United Printing & Packaging, Dhaka	2,022,895	-
Islam Products, Jatrabari, Dhaka	656,565	-
M A Triangle, Mirpur, Dhaka	1,303,402	-
Pabitro Store Barisal	1,682,262	1,145,872
	29,321,859	9,425,741

No.	Particulars	Amount in Taka	
		30-Jun-2023	30-Jun-2022
14.02	Creditors -for Expenses: Tk. 13,610,139		
	Salary & Wages payable	7,613,915	2,165,054
	Audit Fee Payable	150,000	135,000
	Electricity Bill	2,314,536	2,634,387
	AIT for Salary	43,528	36,064
	Trade VAT	2,604,146	2,200,000
	AGM Expenses	273,894	235,716
	Mobile Bill GP	232,120	-
	Directors Remuneration	320,000	250,000
	Interest Payable for STL	58,000	58,000
		13,610,139	7,714,221
14.03	Creditors -for Other Finance: Tk. 16,500,000		
	Badrul Enterprise, Sylhet	1,500,000	-
	Nabi Corporation, Dhaka	3,000,000	-
	Prattasha Trading, Amtoli	2,000,000	-
	Penta Group, Jamalpur	500,000	-
	Arma Distribution, Rangpur	1,000,000	-
	Ragib Trading, Chokoriya	1,000,000	-
	FS Enterprise, Khulna	1,000,000	-
	Haque Enterprise, Hathajari, Ctg	500,000	-
	Alaul Enterprise, Jhawtola, Bogura	1,000,000	-
	Alam Enterprise, Barisal	1,000,000	-
	KN Enterprise, Comilla	500,000	-
	Abir Enterprise, Noakhali	1,500,000	-
	Mahabub Traders, Mymensingh	2,000,000	-
		16,500,000	-
15.00	Short Term Loan and Advance : Tk. 15,179,990		
	Bank Overdraft-Midland Bank	5,154,502	152,437
	Time Loan-Midland Bank	4,225,488	40,867,392
	WPPF of Pharma Aids Limited	5,800,000	5,800,000
		15,179,990	46,819,829
16.00	Unclaimed Dividend: Tk. 390,773	390,773	388,800
17.00	Provision for Income Tax : Tk. 15,710,226		
	Opening Balance	11,269,998	9,894,346
	Current year Tax	5,555,772	3,393,464
		16,825,770	13,287,810
	Payment during the year:		
	Assesment Year 2015-2016	1,115,544	2,017,812
	Closing Balance:	15,710,226	11,269,998
18.00	Liabilities for WPPF: Tk. 910,460		
	Opening Balance	529,094	479,218
	Add : Provision during the year	849,542	419,586
		1,378,636	898,804
	Less : Payment during the year	468,176	369,710
		910,460	529,094

No.	Particulars	Amount in Taka	
		30-Jun-2023	30-Jun-2022
19.00	Turnover : Tk. 680,940,770		
	VATable Item	621,972,220	499,194,243
	Non-VATable Item	58,968,550	66,383,063
		<u>680,940,770</u>	<u>565,577,306</u>
19.01	VATable Item : Tk. 621,972,220		
	Revenue from VATable Item	653,291,495	524,211,733
	Less : VAT Payment	31,319,275	25,017,490
		<u>621,972,220</u>	<u>499,194,243</u>
	Total VAT Payment	31,450,406	
	Less : Rebate Adjustment	131,131	
	<u>Net VAT Payment</u>	<u>31,319,275</u>	
20.00	Cost of goods sold : Tk. 544,603,579		
	Purchase of :		
	Raw Materials	348,004,330	282,618,801
	Packing Materials	109,925,855	86,182,989
	Total Purchase:	457,930,185	368,801,790
	Add : Opening stock of Materials	40,704,446	37,011,253
	Materials available for consumption	498,634,631	405,813,043
	Less : Closing stock of Materials	(58,083,292)	(40,704,446)
	Materials Consumed	440,551,339	365,108,597
	Manufacturing Expenses	106,423,947	97,143,916
	Cost of Goods Manufactured	546,975,286	462,252,513
	Add : Opening stock of Finished Goods	6,050,375	3,972,168
	Cost of Goods available for Sale	553,025,661	466,224,681
	Less : Closing stock of Finished Goods	(8,422,082)	(6,050,375)
		<u>544,603,579</u>	<u>460,174,306</u>

Break-up of materials purchased with percentage :

Particulars	2022-2023		2021-2022	
	Value	Percentage	Value	Percentage
Raw Materials	3,480.04	76.00%	2,826.19	76.63%
Packing Materials	1,099.26	24.00%	861.83	23.37%
	4,579.30	100.00%	3,688.02	100.00%

No.	Particulars	Amount in Taka	
		30-Jun-2023	30-Jun-2022
20.01	Manufacturing expenses : Tk. 106,423,947		
	Salary and wages	28,623,071	24,599,864
	Festival Bonus	2,016,832	2,009,520
	Overtime	804,703	666,216
	Performance Allowance	303,000	313,042
	Uniform	96,900	80,490
	Medical expense	98,512	48,721
	Conveyance	73,715	61,235
	Staff Welfare	926,592	602,958
	Postage and Stamp	21,774	18,095
	Meal Allowance	43,780	36,290
	Carriage inward/Loading and handling	3,804,198	3,234,938
	Repairs and maintenance	1,288,068	1,283,567
	Power and electricity	41,169,139	33,174,533
	Water bill	67,500	57,000
	Telephone, fax and mobile	816,059	668,687
	Stationery	104,570	85,796
	Local Travelling	331,344	335,389
	Worker's Lunch Allowance	2,328,632	2,260,666
	Entertainment	63,906	88,955
	Fire Insurance	1,012,776	1,043,283
	VAT at Source on Expenses	873,015	-
	VAT on Procurement Provider	4,146,842	-
	Lease Land Yearly Service Charge	762,160	1,091,060
	Depreciation	16,646,859	25,383,611
		106,423,947	97,143,916

The number of employees/workers received salary and wages upto and above Tk.36,000.00 per annum :

-Upto Tk. 36,000.00 = 312 Nos.

-Above Tk. 36,000.00 = 190 Nos.

- The Company has been serving lunch to the workers free of cost as an incentive.

21.00 Administrative expenses : Tk. 27,587,060

Salary and remuneration	19,180,433	13,995,413
Festival Bonus	1,614,566	1,312,860
Medical Expenses	161,592	97,657
Conveyance	25,255	27,776
Meal Allowance	10,640	21,680
Local Travelling	212,665	223,045
Software Service	90,290	135,900
Staff Welfare	198,939	210,084
Renewal and fees	131,772	128,985
Repair and maintenance	119,599	124,611
Power, Electricity & Expenses	446,435	395,719

No.	Particulars	Amount in Taka	
		30-Jun-2023	30-Jun-2022
	Photocopy and documentation	35,205	32,450
	Stationery	146,160	135,314
	Postage and stamp	9,920	22,997
	Telephone, mobile and fax	913,773	779,884
	Fuel, repair, services and cleaning	206,097	225,305
	Newspaper, books and periodicals	3,410	4,490
	Entertainment	109,857	109,547
	Gas, water and Service charge	152,970	146,541
	Audit fee	150,000	135,000
	Cosent fee for the Application of Stock Dividend	50,000	-
	VAT Deduction at Souch	311,242	315,060
	Tax deduction at Souch	6,352	-
	Legal Fees	36,500	44,150
	Stock Exchange Listing Fees	19,845	72,095
	Membership Expenses (BAPLC)	30,000	30,000
	CDBL Expenses	56,000	56,000
	AGM expenses	312,528	352,140
	Credit Rating Expense	43,000	40,000
	Board Meeting Fees	95,000	-
	Insurance	76,163	-
	Depreciation	876,150	1,335,980
	Depreciation-Right of use Assets (Office Rent)	1,754,702	1,754,702
		27,587,060	22,265,385

The number of employees received salary upto and above Tk. 36,000.00 per annum :

-Above Tk. 36,000.00 =28 Nos.

-Upto Tk. 36,000.00 = Nil

Depreciation Right of Use Assets (ROUA) is the requirement of IFRS-16 (Leases) with regard to recognition of ROUA of lease agreement of head office.

22.00 Selling & distribution expenses : Tk. 77,476,649

Salary and allowances	34,001,628	25,162,071
Festival Bonus	3,010,230	2,237,100
Local Travelling	794,502	659,286
Carriage outward	4,727,500	3,843,600
Conveyance	4,427,944	3,429,258
Meal Allowance	2,102,303	1,414,175
Photocopy and documentation	30,535	25,850
Medical Expenses	214,159	122,808
Stationery	281,230	218,040
Postage and stamp	19,890	16,504
Telephone, mobile and fax	1,342,256	1,503,505
Fuel, repair, services and cleaning	445,500	383,996
Product Incentive	11,490,849	8,916,064

Bengal Biscuit Limited
Annual Report 2022-2023

Amount in Taka

No.	Particulars	30-Jun-2023	30-Jun-2022
	Store Damage & Date Expired	11,203,885	8,150,515
	Entertainment	109,542	121,158
	Distribution of sample	1,185,246	805,243
	Product design charges	142,076	112,765
	Export Expenses	41,000	46,575
	Employee's Meeting Allowance	1,906,374	1,384,061
		<u>77,476,649</u>	<u>58,552,574</u>

The number of employees received salary upto and above Tk. 36,000.00 per annum :

-Above Tk. 36,000.00 = 226 Nos.

-Upto Tk. 36,000.00 = Nil

23.00 Financial Cost : Tk. 13,936,620

Interest on Long Term Loan	10,651,473	12,751,788
Interest on Short Term Loan	2,771,357	2,931,637
Interest on Lease liability_ Office Rent	385,201	396,433
Bank Charge	128,589	106,713
	<u>13,936,620</u>	<u>16,186,571</u>

Interest on Lease liability (Office Rent) has been recognised as per requirement of IFRS-16.

24.00 Other Income : Tk. 503,528

Export Benefit-Cash Incentive received during the year	457,000	385,617
Foreign Exchange (Loss)/Gain	46,528	27,216
	<u>503,528</u>	<u>412,833</u>

24.01 Exchange Gain of : Tk. 46,528

Received against export sales	3,887,902	3,330,284
Less : Sales recorded at rates of exchange ruling at transaction date	3,841,374	3,303,068
	<u>46,528</u>	<u>27,216</u>

25.00 Income tax expenses: Tk. 5,555,772

Current year tax	4,085,645	3,393,464
Short Provision of Assessment Year 2020-2021**	1,470,127	-
	<u>5,555,772</u>	<u>3,393,464</u>

** The amount has been recognised since additional demand of the tax authority. Although the entity has appealed against the order, the provision has been recognised following IFRIC 23

Computation of Current Tax :

Net Profit Before Tax	16,990,848	8,391,717
Add : Accounting base Depreciation	17,523,009	26,719,591
	(16,190,311)	(26,018,442)
Less : Tax base Depreciation	18,323,546	9,092,866
Net Profit after Adjustment	20.00%	20.00%
Tax Rate	<u>3,664,709</u>	<u>1,818,573</u>

i) Current Tax on Taxiable Profit

(ii) Minimum Tax U/S 82c(2)(a) :

AIT on Local Stage	1,305,202	599,961
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iii. Minimum tax calculated on Company's gross receipts U/S-82C(4)(a)

Gross Receipt	680,940,770	565,577,306
Tax Rate	0.60%	0.60%
Minimum Tax	<u>4,085,645</u>	<u>3,393,464</u>

No.	Particulars	Amount in Taka	
		30-Jun-2023	30-Jun-2022
	Current Tax for the Year (Higher of i or ii or iii)	4,085,645	3,393,464

Depreciation is charged as per 3rd Schedule of ITO, 1984 thus there is no significant adjustment required. The only consideration is commencement of depreciation charges which starts since available for use as in accounting base whereas NBR allows for whole year but whatever the difference has been consider in deferred tax calculation, no adjustment is given in current tax computation being the amount is insignificant.

25.01 Deffered Tax : Tk. -168,132

Deffered Tax Expenses during the year	13.00	(168,132)	(499,188)
		<u>(168,132)</u>	<u>(499,188)</u>

26.00 Earnings per share (EPS) : Tk. 1.46

Net Profit after tax	11,603,208	5,497,441
Number of ordinary shares in issued and paid up.	7,938,000	7,938,000
	<u>1.46</u>	<u>0.69</u>

Reconciliation of Net Profit with Cash Flows from Operating Activites for the Year Ended 30 June 2023 -Under Indirect Method is Given below:

Net Profit after tax	11,603,208
Adjustments for non-cash items:	
Depreciation	19,277,711
Net Profit before changes in working capital	30,880,919
Change in working capital	24,144,011
(Increase)/Decrease in Inventories	(19,750,553)
(Increase)/Decrease in Accounts Receivables	(299,657)
(Increase)/Decrease in Advances, Deposits & Prepayments	(2,753,250)
Increase/(Decrease) in Accounts Payable	42,292,036
Increase/(Decrease) in WPPF	381,366
Increase/(Decrease) in Income Tax Provision	4,440,228
Increase/(Decrease) in Dividend Payable	1,973
Increase/(Decrease) in Deffered Tax Liability	(168,132)
Net cash flows from operating activities	55,024,930

27.00 Liabilities for contingent and other nature :

VAT authority had an illegal claim of VAT for Tk. 9.43 crore. The Company had lodged appeal to the Commissioner (Appeal) of Custom, Excise & VAT, and thereafter to the VAT Appellate Tribunal; but both of them given decision against us. So, the matter is now pending in the Court.

No guarantees were given by the Company on behalf of the Directors, Manager or other Officers of the Company or any of them severally or jointly with any other person

Bengal Biscuit Limited
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		Amount in Taka	
No.	Particulars	30-Jun-2023	30-Jun-2022
28.00	Notes to Statement of Cash Flows:		
28.01	Cash receipt from customer & others:		
	Opening Trade and other receivables	89,454,406	71,513,668
	Add : Sales during the year	712,260,045	590,594,796
		801,714,451	662,108,464
	Less : VAT with Adjustment	(31,319,275)	(25,017,490)
		770,395,176	637,090,974
	Less : Closing Trade and other receivables	(89,754,063)	(89,454,406)
		680,641,113	547,636,568
	Add : Other Income	503,528	412,833
		681,144,641	548,049,401
	Add : Security Money	16,500,000	-
	Total:	697,644,641	548,049,401
28.02	Payment to Suppliers and Others:		
	Cost of Goods Sold	(544,603,579)	(460,174,306)
	Administrative Expenses	(27,587,060)	(22,265,385)
	Selling & Distribution Expenses	(77,476,649)	(58,552,574)
	(Increase)/Decrease in Inventory	(19,750,553)	(5,771,400)
	(Increase)/Decrease in advance, deposits & Prepayment	(2,048,009)	(4,259,078)
	(Increase)/Decrease in accounts payable	25,792,036	(1,405,162)
	WPPF Paid	(468,176)	(369,710)
	Dividend Paid	1,973	(405,000)
	Bank Charge & Commission	(128,589)	(106,713)
	Financial Cost	(13,808,031)	(16,079,858)
	Adjustment for non-cash item	-	-
	Depreciation	19,277,711	28,474,293
	Total:	(640,798,926)	(540,914,893)
28.03	Income Tax Paid		
	Tax Expenses	(5,555,772)	(3,393,464)
	(Increase)/decrease in Advance Tax	(705,241)	(411,018)
	Increase/(decrease) in Income Tax Provision	4,440,228	1,375,652
	Total:	(1,820,785)	(2,428,830)
29.00	Net Asset Value per share		
	Net Asset Value at the end of the year	94,740,588	83,137,380
	Number of outstanding share at the end of the year	7,938,000	7,938,000
	Total:	11.94	10.47
30.00	Net Operating Cash Flow Per Share (NOCFPS)		
	Net Operating Cash Flow for the year	55,024,930	4,705,678
	Number of outstanding share at the end of the year	7,938,000	7,938,000
	Total:	6.93	0.59
31.00	Payment/Perquisites paid to directors :		
	The aggregate amount paid during the year to directors are :		
	Short term benefits	2,400,000	2,400,000
	Short term benefits-Independent Director	600,000	600,000
	Short term benefits included remuneration only.		

Bengal Biscuits Limited

Schedule of Property, Plant & Equipment

As at June 30, 2023

Bengal Biscuit Limited
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Annexure-A

Particulars	Cost Value			Rate (%)	Depreciation			Written down value as on 30.06.2023
	Balance as on 01.07.2022	Addition during the year	Disposal during the year		Balance as on 30.06.2023	Depreciation charged during the year	Adjustment during the year	
Factory Building	115,312,446	-	-	10%	72,857,755	4,245,469	-	38,209,222
Plant and Machinery	380,766,031	345,960	-	20%	324,909,140	11,185,985	-	45,016,866
Furniture and Fixture	4,420,719	-	-	10%	3,318,215	110,250	-	992,254
Office Equipment	6,056,487	487,012	-	10%	3,966,101	234,052	-	2,343,346
Factory Equipment	6,452,687	231,975	-	10%	3,872,759	278,142	-	2,533,761
Vehicles	23,021,962	2,021,185	-	20%	16,969,972	1,392,524	-	6,680,651
Auxiliaries	9,697,071	-	-	20%	9,490,315	41,351	-	165,405
Sub Total : As at June 30, 2023	545,727,403	3,086,132	-		435,384,257	17,487,773	-	95,941,505

Fixed Assets (Leasehold Land):

Particulars	Cost Value			Rate (%)	Depreciation			Written down value as on 30.06.2023
	Balance as on 01.07.2022	Addition during the year	Disposal during the year		Balance as on 30.06.2023	Depreciation charged during the year	Adjustment during the year	
Leasehold Land	3,764,564	-	-	1.01%	275,869	35,236	-	3,453,459
Sub Total : As at June 30, 2023	3,764,564	-	-		275,869	35,236	-	3,453,459
Grand Total : As at June 30, 2023	549,491,967	3,086,132	-		435,660,126	17,523,009	-	99,394,964
Grand Total : As at June 30, 2022	548,330,117	1,161,850	-		408,940,535	26,719,591	-	113,831,841

Distribution of Depreciation:	Amount	%
Manufacturing Expenses	16,646,859	95%
Administrative Expenses	876,150	5%
Total	17,523,009	100%

Bengal Biscuits Limited
Schedule of Property, Plant & Equipment
As at June 30, 2022

Bengal Biscuit Limited
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Particulars	Cost Value			Rate (%)	Depreciation			Written down value as on 30.06.2022
	Balance as on 01.07.2021	Addition during the year	Disposal during the year		Balance as on 30.06.2022	Depreciation charged during the year	Adjustment during the year	
Factory Building	115,312,446	-	-	20%	62,244,082	10,613,673	-	42,454,691
Plant and Machinery	380,081,531	684,500	-	20%	311,016,220	13,892,920	-	55,856,891
Furniture and Fixture	4,241,169	179,550	-	10%	3,202,364	115,851	-	1,102,504
Office Equipment	5,758,687	297,800	-	10%	3,755,895	210,206	-	2,090,386
Factory Equipment	6,452,687	-	-	10%	3,586,100	286,659	-	2,579,928
Vehicles	23,021,962	-	-	20%	15,456,974	1,512,998	-	6,051,990
Auxiliaries	9,697,071	-	-	20%	9,438,626	51,689	-	206,756
Sub Total : As at June 30, 2022	544,565,553	1,161,850	-		408,700,261	26,683,996	-	110,343,146

Fixed Assets (Leasehold Land):

Particulars	Cost Value			Rate (%)	Depreciation			Written down value as on 30.06.2022
	Balance as on 01.07.2021	Addition during the year	Disposal during the year		Balance as on 30.06.2022	Depreciation charged during the year	Adjustment during the year	
Leasehold Land	3,764,564	-	-	1.01%	240,274	35,595	-	3,488,695
Sub Total : As at June 30, 2022	3,764,564	-	-		240,274	35,595	-	3,488,695
Grand Total : As at June 30, 2022	548,330,117	1,161,850	-		408,940,535	26,719,591	-	113,831,841
Grand Total : As at June 30, 2021	529,207,040	19,123,077	-		379,912,187	29,028,348	-	139,389,582

Distribution of Depreciation:	Amount	%
Manufacturing Expenses	25,383,611	95%
Administrative Expenses	1,335,980	5%
Total	26,719,591	100%

Bengal Biscuits Limited
Schedule of Right-of-use assets

As at June 30, 2023

Bengal Biscuit Limited
Annual Report 2022-2023

Annexure-B

Particulars	Cost Value				Rate (%)	Depreciation				Written down value as on 30.06.2023
	Balance as on 01.07.2022	Addition	Disposal during the year	Balance as on 30.06.2023		Balance as on 01.07.2022	Depreciation charged during the year	Adjustment during the year	Balance as on 30.06.2023	
Office Rent	8,334,834	-	-	8,334,834		3,509,405	1,754,702	-	5,264,107	3,070,727
Total : As at June 30, 2023	8,334,834	-	-	8,334,834		3,509,405	1,754,702	-	5,264,107	3,070,727
Grand Total: As at June 30, 2022	8,334,834	-	-	8,334,834		1,754,703	1,754,702	-	3,509,405	4,825,429

Calculation of Right of Use Assets (ROUA) is the compliance of IFRS-16 Leases. The ROUA has been calculated in accordance with the guideline of the standard where Incremental Borrowing Rate (IBR) has been considered @ 9% for discounting future rental payments. Related accounting treatments have been also incorporated as per guideline of the standard.

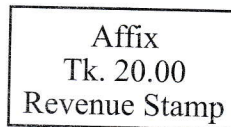
Number of Shares

Folio/BO No.

PROXY FORM

I/We.....of.....
.....being a member of Bengal Biscuits Limited
or an authorized Representative do hereby appoint Mr./Ms. as my/our proxy to
vote for me/us and on my/our behalf at the 43rd Annual General Meeting of the Company to be held on the 20th
December, 2023 at 11.00 AM at Virtual Platform.

As witness my/our hand this..... day of..... 2023.



Signature of the Proxy

Signature of the Shareholder

NOTE:

1. The Proxy Form duly signed and stamped by a revenue stamp of Tk. 20.00 (Twenty) must be deposited at the Company's Head Office, 345, Segun Bagicha, Ramna, Dhaka, at least 48 hours before the meetings.
2. Signature of the Shareholder/Proxy must be similar with the Specimen signature recorded at the Company's Head Office.

ATTENDANCE SLIP

I do hereby confirm my presence at the 43rd Annual General Meeting of Bengal Biscuits Limited today the 20th December, 2023 at 11.00 AM at Virtual Platform, Dhaka-1000.

Name of the Shareholder/Proxy: _____

Register Folio/BO No. _____

Signature of the Attendant



Bengal Biscuits Limited

Head Office:

Level # 4, House # 32, Topkhana Road
Dhaka-1000, Bangladesh
Phone: +88 02 41052249, 41052250, 41052251

Factory:

Plot # A44-A47, BSCIC Industrial Estate
Kawmia, Barishal 8200, Bangladesh
Tel: 0431-2174526.

Web: www.bengalbiscuits.com
E-mail: info@bengalbiscuits.com

বেঙ্গল বিস্কুট লিমিটেড

৩৪৫ সেশুনবাগিচা, ঢাকা-১০০০।

৪২তম বার্ষিক সাধারণ সভার কার্যবিবরণী ৪

বেঙ্গল বিস্কুট লিমিটেড এর ২০২১-২০২২ ইং অর্থ বছরের ৪২তম বার্ষিক সাধারণ সভা গত ২৯শে ডিসেম্বর, ২০২২ ইং তারিখ রোজ মঙ্গলবার সকাল ১১.০০ ঘটিকায় ডিজিটাল প্লাটফর্ম <https://bengalbiscuits.bdvirtualagm.com> লিংকের মাধ্যমে অনুষ্ঠিত হয়। উক্ত সভায় নিম্নোক্ত পরিচালকবৃন্দের সাথে উল্লেখযোগ্য সংখ্যক শেয়ারহোল্ডারগণ সংযুক্ত ছিলেন:

- ১। জনাব এম. এ. মাসুদ - ব্যবস্থাপনা পরিচালক,
- ২। জনাব ফায়েজুল হাসান - পরিচালক এবং
- ৩। জনাব কে. এইচ. রেজা - কোম্পানি সেক্রেটারি।

কোম্পানির পরিচালনা পর্ষদের মাননীয় ব্যবস্থাপনা পরিচালক জনাব এম. এ. মাসুদ উক্ত সভায় সভাপতিত্ব করেন। পবিত্র কোরআন তেলাওয়াত ও তরজমার মাধ্যমে সভার কার্যক্রম আরম্ভ হয়।

তিনি সভার কার্যক্রমের শুরুতেই সম্মানিত শেয়ারহোল্ডারগণ, BSEC, DSE ও ICB হতে সংযুক্ত প্রতিনিধিবৃন্দকে বার্ষিক সাধারণ সভার ডিজিটাল প্লাটফর্মে উপস্থিত হওয়ায় ব্যক্তিগত এবং কোম্পানির পরিচালকমন্ডলীর পক্ষ থেকে স্বাগত জানান। তিনি প্রায়ত এম, এ, কালাম, ব্যবস্থাপনা পরিচালক, বিবিএল এবং প্রায়ত নুরুল আক্তার আরোরা, পরিচালক, বিবিএল, উভয়ের বিদেহী আত্মার মাগফেরাত কামনা করে পরম করুণাময় আল্লাহ্ তায়ালার দরবারে প্রার্থনা জানান।

শোক প্রকাশের শেষে তিনি তার বক্তব্যে বলেন যে, বেঙ্গল বিস্কুট ফ্যাক্টরী বরিশালে হওয়ায় কোম্পানি আর্থিকভাবে ক্ষতিগ্রস্ত - প্রথমতঃ প্রাকৃতিক গ্যাস বরিশালে না থাকায় এবং দ্বিতীয়তঃ পরিবহন। বেশী ক্ষতিগ্রস্ত প্রাকৃতিক গ্যাসের জন্য। প্রাকৃতিক গ্যাস ও পরিবহণ খাতে মোট ক্ষতির পরিমাণ প্রায় ২.৫০ কোটি টাকা। এ ব্যাপারে তিনি পূর্বের এ. জি. এমে বিশদভাবে ব্যাখ্যা দিয়েছিলেন।

এরপর তিনি ডিভিডেন্ডের কথা বলতে গিয়ে বলেন, বিস্কুটে ব্যবহৃত কাঁচা মাল ও প্যাকেজিং দ্রব্যাদির দাম আকাশচুম্বী হওয়ায় প্রায় ১৬% হারে অতিরিক্ত দাম দিয়ে কাঁচা মাল ও প্যাকেজিং দ্রব্যাদি ক্রয় করতে হয়েছিল। ২০২০-২০২১ এবং ২০২১-২০২২ অর্থ বছরের প্রারম্ভে একটি ভালো ডিভিডেন্ড দিতে পারবেন বলে আশা করেছিলেন। কিন্তু কাঁচা মালের

দাম অস্বাভাবিক-ভাবে বেড়ে যাওয়ার কারণে ডিভিডেন্ড দেওয়া সম্ভব হয়নি। তার পরেও শেয়ারহোল্ডারদের আশা আকাঙ্ক্ষার কথা মাথায় রেখে ২০২১-২০২২ অর্থবছরে শেয়ার প্রিমিয়াম থেকে ৫% স্টক ডিভিডেন্ড দেয়ার প্রস্তাব রেখেছিলেন। কিন্তু BSEC তার প্রস্তাব নাকচ করে দেয়।

বিশ্ব অর্থনীতি সম্পর্কে বলতে গিয়ে তিনি বলেন, সারা বিশ্ব অর্থনৈতিক মন্দায় নিমজ্জিত। রাশিয়া-ইউক্রেন যুদ্ধ সমস্ত বিশ্বকে কাঁপিয়ে তুলেছে। এ যুদ্ধে তেল ও গ্যাস সংকটে পুরো বিশ্ব হাবুডুবু খাচ্ছে। গ্যাস উৎপাদন সংকটের কারণে পণ্য তৈরি বাধা গ্রস্থ। যার প্রভাব বিভিন্ন দেশে ছড়িয়ে পড়েছে। অন্য দিকে দক্ষিণ আফ্রিকায় অভূতপূর্ব বন্যার কারণে দুর্ভিক্ষের আগমন। এ সব কারণে ওয়াল্ড ব্যাংক ২০২৩ সালকে অধিকতর অর্থনৈতিক মন্দা বছর হিসাবে অভিহিত করেছিলেন। চারিদিকে শুধু সমস্যা আর সমস্যা। এসব সমস্যা থাকা সত্ত্বেও কাঁচামালের যদি দাম আর না বাড়ে ও অন্য কোন দুর্যোগ না আসে তাহলে আগামী বছর ডিভিডেন্ড দিতে কোন অসুবিধা হবে না বলে তার বিশ্বাস। এরপর তিনি এজেন্ডা অনুযায়ী আলোচ্য সূচীতে চলে যান।

আলোচ্যসূচী-০১ : ৪১তম বার্ষিক সাধারণ সভার কার্যবিবরণী নিশ্চিতকরণ :

সম্মানিত শেয়ারহোল্ডারদের দ্বারা ডিজিটাল প্ল্যাটফর্মে প্রদত্ত ১০০% হ্যাঁ-বোধক ভোটের সমর্থনে নিম্নলিখিত সিদ্ধান্ত গৃহীত হলো :

“গৃহীত সিদ্ধান্ত : “এতদ্বারা ৪১তম বার্ষিক সাধারণ সভার কার্যবিবরণী বিবেচিত, গৃহীত ও অনুমোদিত হলো।”

আলোচ্যসূচী-০২ : ৩০শে জুন, ২০২২ ইং তারিখে সমাপ্ত অর্থ বছরের নিরীক্ষিত হিসাব, পরিচালকমন্ডলী ও নিরীক্ষকবৃন্দের প্রতিবেদন গ্রহণ, বিবেচনা ও অনুমোদন :

সভাপতি মহোদয় কোম্পানির ২০২১-২০২২ ইং অর্থ বছরের নিরীক্ষিত হিসাব, নিরীক্ষক এবং পরিচালকমন্ডলীর প্রতিবেদনের উপর শেয়ারহোল্ডারগণের আলোচনা ও প্রশ্নের উত্তর দেন।

তিনি বলেন, শেয়ারহোল্ডারগণ সবাই প্রায় একই ধরনের প্রশ্ন করেছিলেন এবং উত্তর জানতে চেয়েছিলেন। তিনি ফাইন্যান্সিয়াল কন্ট্রোল এর ব্যাপারে বলেন, কাঁচামালের দাম অস্বাভাবিকভাবে বেড়ে যাওয়ায় ওয়ার্কিং ক্যাপিটালে ঘাটতি হয়। তাই ব্যাংক থেকে লোন নিতে বাধ্য হয়েছিলেন বিধায় ফাইন্যান্সিয়াল কন্ট্রোল বেড়েছিল। ভ্যাট এর ব্যাপারে তিনি বলেন, এটা হাইকোর্টে বিচারাধীন আছে যা বার্ষিক প্রতিবেদনের ৮ নং পৃষ্ঠায় উল্লেখ করা আছে। এক্সপ্যানশন প্রশ্নের জবাবে তিনি বলেন যে, এক্সপ্যানশন নির্ভর করে ব্যবসার পরিস্থিতির উপর। এখন বিশ্বব্যাপি অর্থনৈতিক মন্দা অর্থনৈতিক অবস্থা ভালো হলে এক্সপ্যানশনে যাওয়ার বিষয় চিন্তা-ভাবনা আছে।

সভাপতি মহোদয় কোম্পানির ২০২১-২০২২ অর্থ বছরের বার্ষিক সাধারণ সভার এজেন্ডা পাশের জন্য আহ্বান জানালে ১০০% হ্যাঁ-বোধক ভোটে নিম্নলিখিত সিদ্ধান্ত গৃহীত হয়।

গৃহীত সিদ্ধান্ত : “৩০শে জুন, ২০২২ইং তারিখে সমাপ্ত অর্থবছরের হিসাব ও উহার উপর পরিচালকমন্ডলীর ও নিরীক্ষকবৃন্দের প্রতিবেদন সর্বসম্মতিক্রমে বিবেচিত, গৃহীত ও অনুমোদিত হলো।”

আলোচ্যসূচী ০৩ : ৩০ শে জুন, ২০২২ ইং তারিখে সমাপ্ত অর্থ বছরের জন্য পরিচালনা পর্ষদ-এর প্রস্তাবিত ডিভিডেন্ড সংক্রান্ত সিদ্ধান্ত :

প্রস্তাবিত ৫% স্টক ডিভিডেন্ড এর ব্যাপারে লেখা ছিল Subject to BSEC's Approval. কিন্তু দুঃখের বিষয় BSEC প্রস্তাবটি নাকচ করে দেয়। পরিস্থিতি ও অর্থনৈতিক অবস্থা ভালো হলে নগদ ডিভিডেন্ড দেয়ার ইচ্ছা আছে।

গৃহীত সিদ্ধান্ত : “৩০ শে জুন, ২০২২ ইং তারিখে সমাপ্ত অর্থ বছরের জন্য পরিচালনা পর্ষদ-কর্তৃক প্রস্তাবিত ৫% স্টক ডিভিডেন্ড সংক্রান্ত সিদ্ধান্ত বাতিল বলে গণ্য হলো।”

আলোচ্যসূচী ০৪ : আর্টিকেলস অব এসোসিয়েশন এর ১২০ শর্ত মোতাবেক ব্যবস্থাপনা পরিচালক ও পরিচালকবৃন্দের অবসর গ্রহণ ও নির্বাচন :

সম্মানিত শেয়ারহোল্ডারদের দ্বারা ডিজিটাল প্ল্যাটফর্মে প্রদত্ত ৯৭% হ্যাঁ-বোধক সংখ্যাগরিষ্ঠ ভোটে নিম্নলিখিত সিদ্ধান্ত গৃহীত হলো :

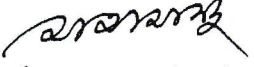
গৃহীত সিদ্ধান্ত : “কোম্পানির পরিচালক পদে জনাব এম. এ. মাসুদ ও জনাব মোহাম্মদ নুরুল কালাম আসওয়াদ সম্মানিত শেয়ারহোল্ডারদের সংখ্যাগরিষ্ঠ হ্যাঁ-বোধক ভোটে পুনরায় পরিচালক হিসাবে নিয়োগ প্রাপ্ত হলেন।”

আলোচ্যসূচী ০৫ : ২০২২-২০২৩ অর্থ বছরের জন্য নিরীক্ষক নিয়োগ ও তাঁদের পারিশ্রমিক নির্ধারণ :

সম্মানিত শেয়ারহোল্ডারদের দ্বারা ডিজিটাল প্ল্যাটফর্মে প্রদত্ত ৯৬% হ্যাঁ-বোধক সংখ্যাগরিষ্ঠ ভোটে নিম্নলিখিত সিদ্ধান্ত গৃহীত হলো :

“এতদ্বারা শফিক বসাক এণ্ড কোং, চার্টার্ড একাউন্ট্যান্টস-কে বার্ষিক ১,৫০,০০০/- (এক লক্ষ পঞ্চাশ হাজার) টাকা পারিশ্রমিক নির্ধারণপূর্বক ২০২২-২০২৩ অর্থ বছরের জন্য নিরীক্ষক হিসেবে নিয়োগ করা হলো।”

পরিশেষে অন্য কোন আলোচ্যসূচী না থাকায় সভাপতি মহোদয় ডিজিটাল প্ল্যাটফর্মে কোম্পানির অনুষ্ঠিত ৪২তম বার্ষিক সাধারণ সভার সমাপ্তি ঘোষণা করেন।



(এম. এ. মাসুদ)

ব্যবস্থাপনা পরিচালক