

ANNUAL REPORT

2024





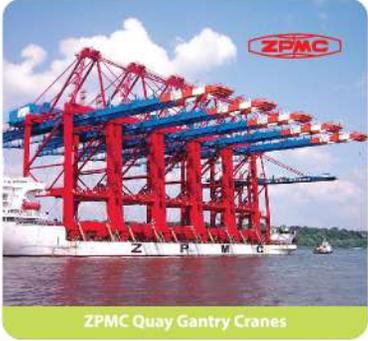
Container Terminal Operation

SAIF POWERTEC

A House of Power & Material Handling Solution



Storage Power Solutions



ZPMC Quay Gantry Cranes



ZPMC Straddle Carrier



Liebherr Reachstacker



LED Lighting Solutions



Renewable Energy



Develon Excavator



Develon Wheel Loader



Bobcat Forklift



SMF Battery



Plastic Products

ANNUAL REPORT 2024



SAIF POWERTEC (PVT) LIMITED, SAIF POWER BATTERY (PVT) LIMITED, SAIF LED, SAIF PLASTIC & POLYMER INDUSTRIES LIMITED, SAIF RENEWABLE ENERGY (PVT) LIMITED, SAIF CONSTRUCTION EQUIPMENT (PVT) LIMITED, SAIF TRANSPORTATION EQUIPMENT (PVT) LIMITED, SAIF LOGISTICS (PVT) LIMITED, SAIF INFRASTRUCTURE (PVT) LIMITED, SAIF REAL ESTATE (PVT) LIMITED, SAIF FINANCIAL SERVICES (PVT) LIMITED, SAIF EDUCATION (PVT) LIMITED, SAIF HEALTHCARE (PVT) LIMITED, SAIF MEDIA & COMMUNICATIONS (PVT) LIMITED, SAIF TRADING (PVT) LIMITED, SAIF INVESTMENTS (PVT) LIMITED, SAIF HOLDINGS (PVT) LIMITED, SAIF GROUP (PVT) LIMITED.



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Letter of Transmittal

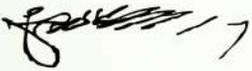
To
The Members,
The Bangladesh Securities & Exchange Commission,
The Registrar of Joint Stock Companies & Firms,
The Dhaka Stock Exchange Limited,
The Chittagong Stock Exchange Ltd.,
The Central Depository Bangladesh Limited,

Subject: Annual Report for the year ended on 30th June 2024.

Dear Sir(s)

We are pleased to transmit a copy of Annual Report for the year ended on 30th June 2024 including all relevant annual consolidated audited financial statements, auditor's reports, management's discussion and analysis, report or certificate on compliance of the Corporate Governance Code and Directors' Report along with the notice of the annual general meeting, etc. for your record and necessary measures.

Yours sincerely,



F. Md. Salehin
Company Secretary

SAIF POWERTEC LIMITED

Corporate Office: 72, Mohakhali C/A, Rupayan Centre (8th floor) Dhaka-1212, Bangladesh
Tel: +88 02 222291639, 222261128, 222291562, 222264705, Fax: +88 02 222285949
Email: shambhu@saifpowertec.com, Website: www.saifpowertec.com

Notice of the 21st Annual General Meeting

Notice is hereby given that the **21st Annual General Meeting (AGM)** of the Members of **Saif Powertec Limited** will be held on Monday, December 30, 2024 at 11:30 A.M. by using Digital Platform through the link <http://saifpower21agm.digitalagmbd.net> in accordance with the Bangladesh Securities and Exchange Commission (BSEC) order SEC/SRMIC/94-231/25 dated July 08, 2020 to transact the following businesses: -

ORDINARY BUSINESS

1. Report and Accounts:

To receive, consider and adopt the Financial Statements of the Company for the year ended on June 30, 2024 together with the Reports of the Board of Directors' and the Auditor's thereon.

2. Dividend:

To declare the dividend for the financial year ended on June 30, 2024 as recommended by the Board of Directors.

3. Election of Directors:

To elect/re-elect Directors as per terms of the relevant provision of the Articles of Association of the Company.

4. Appointment of Auditors:

To consider and approve the appointment of Statutory Auditors of the Company for the term until the next Annual General Meeting and to fix their remuneration.

5. Appointment of Compliance Auditor regarding Certificate on Compliance of Corporate Governance Code:

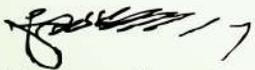
To consider and approve the appointment of Compliance Auditor regarding Certificate on Compliance of Corporate Governance Code of the Company for the term until the next Annual General Meeting and to fix their remuneration.

6. Miscellaneous:

To transact any other related business of the Company with the permission of the Chairperson.

All Members of the Company are requested to attend the meeting as mentioned above.

By order of the Board of Directors



Company Secretary

Dated: Dhaka, December 08, 2024

NOTES:

- a) The Board of Directors has recommended **1% (one) Cash Dividend** for the year ended on June 30, 2024 subject to approval of Members of the Company in the 21st Annual General Meeting (AGM)
- b) The Record Date was **November 17, 2024 (Sunday)**. The shareholders whose names appeared in the Share Register of Members of the Company or in the Depository Register (CDBL) on the Record Date are eligible to attend/participate and vote in the Annual General Meeting through digital platform and qualify for Dividend.
- c) A member eligible to attend/participate and vote at the Annual General Meeting (AGM) may appoint a proxy in his/her stead. Scanned copy of Proxy Form duly stamped must be send through email to shambhu@saifpowertec.com not later than 48 hours before the Meeting.
- d) Annual Report, Attendance Slip and Proxy Form along with the Notice will be sent to all Members by Courier Service and/or email. The Members may also collect the same from the Share Department or website address: www.saifpowertec.com of the Company.
- e) AGM Notice, link for joining for Digital Platform (audio-visual meeting) and digital login process will be mailed to the respective member's email address available with the Company.
- f) The members will be able to submit their questions/comments, and vote electronically 24 hours before commencement of the AGM and during the AGM. For logging in to the system, the members need to enter their 16-degit Beneficial Owner (BO) ID number and other credentials as proof of their identity by visiting the link <http://saifpower21agm.digitalagmbd.net>.
- g) Member whose email addresses have updated/changed subsequently are kindly requested to email at shambhu@saifpowertec.com referring their full name, BOID and email address to get the digital platform meeting invitation link.

NB: No gift and or food shall be given for attending the 21st Annual General Meeting of the Company as per rules.



SAIF POWERTEC LIMITED

AT A GLANCE

The Company was incorporated in Bangladesh as a Private Limited Company on 29th of December 2003, which was limited by shares as a Public Limited Company under the Companies Act, 1994 on 28th June 2010, along with the subdivision of shares from Taka 1000 to Taka 10 each and increased its Authorized Capital from Tk. 15.00 million to Tk. 1,000.00 million. The Company was subsequently converted into a publicly traded company with the permission of the Bangladesh Securities & Exchange Commission on 22nd April 2014, and listed on the Dhaka Stock Exchange Limited on 10th of September 2014 and on the Chittagong Stock Exchange Ltd., on 17th September 2014. At present the Paid-up Capital of the Company is Taka 3,793,386,470 and Authorized Capital is Taka 5,000,000,000.

The principal activity of the Company is to carry on the business of infrastructure-support services. The company is also engaged in importing, trading, assembling and installing generators, sub-stations, electrical equipment and grid-lines, installation and erection of power plants as well as it acts as a berth/terminal operator for operation of Chittagong Container Terminal (CCT) and New Mooring Container Terminal (NCT) of Chittagong Port Authority (CPA). The Company has been producing new Battery unit situated at Pubail, Gazipur, and Dhaka, financed out of IPO, Rights Share Issue & its own fund, which commenced from August 05, 2017.

VISION

To become a Pioneer in the engineering arena by providing significant contribution to create an Economically powerful, Self-sufficient and Prosperous Bangladesh.

MISSION

SAIF Powertec Limited (SPL) has a steadfast mission to rigorously improve the quality of our expertise and services so that we can provide best possible outcome to our clients and increase our capability to meet newer challenges each day, and ultimately become one of the most advanced and innovative companies in the country.

OBJECTIVES

To provide container handling and all related procedural activities as an efficient terminal operator cum port operator through the application of state-of-art port operation technologies through the best affordable policies for the growth of business in Bangladesh.

To provide the best technical support services and technical consultancy service for installation, commission and complete overhaul of power plants, chemical and fertilizer plants for the development of utility and large infrastructure sectors.

To produce quality alternative power sources, high and medium voltage equipment and backup power products.



CORPORATE FOCUS

Our vision, our mission and our objectives are to ensure efficiency in the Company regarding quality, pricing, process and services to the growth of the Company in compliance with good governance practices.

Corporate Information

Name of the Company : SAIF POWERTEC LIMITED
Company Registration No. : C-51420(1715)2003

Legal Form : Public Limited Company, listed with Dhaka Stock Exchange Limited and Chittagong Stock Exchange Ltd., having incorporated in Bangladesh under Companies Act, 1994.

Board of Directors

Mrs. Tarafder Nigar Sultana	Chairperson
Mr. Tarafder Md. Ruhul Amin	Managing Director
Mrs. Rubya Chowdhury	Director
Mr. Tarafder Md. Ruhul Saif	Director
Mr. Mohammad Saifur Rahman	Independent Director
Mr. Jalal Uddin Ahmed Choudhury	Independent Director

Company Secretary

Mr. F. Md. Salehin

Audit Committee

Mr. Jalal Uddin Ahmed Choudhury	Chairperson
Mr. Mohammad Saifur Rahman	Member
Mr. Tarafder Md. Ruhul Saif	Member
Mrs. Rubya Chowdhury	Member
Mr. F. Md. Salehin	Secretary

Nomination and Remuneration Committee:

Mr. Mohammad Saifur Rahman	Chairperson
Mr. Jalal Uddin Ahmed Choudhury	Member
Mrs. Rubya Chowdhury	Member
Mr. Tarafder Md. Ruhul Saif	Member
Mr. F. Md. Salehin	Secretary

Management Committee

Mr. Tarafder Md. Ruhul Amin	Chairperson
Mr. Engr. Md. Nasiruddin Chowdhury	Member
Mr. Md. Abu Sayeed	Member
Mr. Md. Hasan Reza	Member
Mr. Major Farukh Ahmed Khan (Retd)	Member
Mr. Md. Shawkat Hossain Khan	Member
Mr. N. I. M. Shujaudowla	Member
Mr. A B M Kamruzzaman	Member
Mr. S.M. Aftab Hossain	Member
Mr. Ajoy Kumar Das	Member
Mr. Khondaker Abdul Kayum	Member
Mr. Syed Salim Reza	Member
Mr. Md. Didar Hossain Bhuiyan	Member
Mr. Md. Afshin-Uz-Zaman	Member

BOARD OF DIRECTORS



Tarafder Nigar Sultana

CHAIRPERSON



Tarafder Md. Ruhul Amin

MANAGING DIRECTOR



Rubya Chowdhury

DIRECTOR



Tarafder Md. Ruhul Saif

DIRECTOR



Mohammad Saifur Rahman

INDEPENDENT DIRECTOR



Jalal Uddin Ahmed Chaudhury

INDEPENDENT DIRECTOR

PHOTO GALLERY

ANNUAL GENERAL MEETINGS OF PREVIOUS YEARS



PHOTO GALLERY

ANNUAL GENERAL MEETINGS OF PREVIOUS YEARS



PHOTO GALLERY

PORT OPERATION



PHOTO GALLERY

BATTERY FACTORY



Operational Management Team

Mr. Engr. Md. Nasiruddin Chowdhury
Mr. Md. Abu Sayeed
Mr. Md. Hasan Reza
Mr. Major Farukh Ahmed Khan (Retd)
Mr. N. I. M. Shujaudowla
Mr. A B M Kamruzzaman
Mr. Ajoy Kumar Das
Mr. S.M. Aftab Hossain
Mr. Khondaker Abdul Kayum
Mr. Md. Amirul Islam
Mr. Syed Salim Reza
Mr. Md. Afshin-Uz-Zaman
Mr. Md. Didar Hossain Bhuiyan

Registered Office

Rupayan Centre (8th Floor), 72, Mohakhali C/A,
Dhaka-1212, Bangladesh.
Phone: 88-02 9856358-9, 9845705,9841128, 9891597
Fax: 88-02 9855949

Sales Office: (Dhaka)

Khawja Tower, 95, Bir Uttam AK Khandakar Road,
Mohakhali C/A, Dhaka-1212, Bangladesh.
Phone:88-02-9887534, 9882286, 9892287
Fax: 88-02 9893311

Factory

Bashugoan, Pubail, Gazipur-1721, Bangladesh.

Chattogram Office

Makkah Madina Trade Centre,
78 (17th Floor), Agrabad C/A, Chattogram
Phone: 031-2524071-2, 031-2524106
Fax: 031-2524108

Auditors

ARTISAN
Chartered Accountants
Sonargaon Tarrage (@nd Floor)
Level-2, Flat-2N, House-51 Road-13C,
Block – E, Banani, Dhaka 1213
Email: afmalamgir28@gmail.com
Afmalamgir28@hotmail.com,
website: www.artisan-ca.net

Listing

Dhaka Stock Exchange Limited
Chittagong Stock Exchange Ltd.

Listing Recognition

Scrip Code. 20625,
Trading Code: SAIFPOWER

Additional Managing Director
Director- Corporate Affairs (Finance, Banking & Restructuring)
Chief Financial Officer
Executive Director, Admin & Logistics
Chief Operation Officer (CCT & NCT)
Executive Director, Energy & Mineral Resources
Chief Marketing Officer
Chief Operation Officer, Switchgear Division
Head of Internal Audit & Compliance
Chief Operation Officer, Commercial
Chief Operation Officer, Battery Division
General Manager, Human Resources
General Manager, Quality Management Systems

Insurer

Eastland Insurance Company Limited, Dhaka.

Credit Rating Agency

Credit Rating Agency of Bangladesh Ltd. (CRAB)

Subsidiary Companies

Saif Plastic & Polymer Industries Limited
Saif Port Holdings Limited
Saif Logistics Alliance Limited
88 Innovations Engineering Limited

100% Owned Company:

Saif Maritime LLC
Saif United Shipping & Trading

Website:www.saifpowertecLtd.com

Bankers

1. Dhaka Bank Limited
2. Mercantile Bank Limited
3. One Bank Limited
4. Jamuna Bank Limited
5. AB Bank Limited
6. Premier Bank Limited
7. Sonali Bank Limited
8. Eastern Bank Limited
9. BRAC Bank Limited
10. Islami Bank Bangladesh Limited
11. United Commercial Bank Limited
12. Southeast Bank Limited
13. NCC Bank Limited
14. Padma Bank Limited
15. Premier Bank Limited
16. Trust Bank Limited
17. NRB Commercial Bank Limited
18. Midland Bank Limited
19. South Bangla Agriculture & Commerce Bank Ltd.



CHAIRPERSON'S STATEMENT

Bismillahir Rahmanir Rahim
**Dear Valued Members of
Saif Powertec Limited**

Assalamu Alaikum,

It is indeed a great honor and privilege for me to greet you all at the 20th Annual General Meeting and place before you the Annual Report including all relevant annual consolidated audited financial statements, auditor's reports, management's discussion and analysis, report or certificate on compliance of the Corporate Governance Code and Directors' Report along with the notice of the annual general meeting, etc. for the year ended on June 30, 2024.

I have the pleasure to inform you that Saif Powertec Limited has been operating its business as the Market leader in the Chittagong Port Terminal operation sector of the country since a long time.

- Profit after tax was Taka 265,342,900 compared to Taka 288,213,331 in the previous year.
- The Net Asset Value per share is Taka 17.01
- Total Assets arose to Taka 30,946,611,346.00

Further I would like to explain to you about the activities of the subsidiary company "Saif Plastic and Polymer Industries Limited". The Company produces food grade PET bottles such as CSD Cap, Spoon, Measurement glass and stopper etc.

"Saif Port Holdings Limited" is engaged with the project of "Development and Operation of two Jetties at Mongla Port" through PPP.

Saif Logistics Alliance Limited is established a Special Purposes Company to carry on, organize, manage, run, charter, conduct, contract, develop, handle, own on the land of Mouja Middle Halishahar, Chattogram to operate and do all or any business related to bulk inter modal, vessel operations, inland river terminal operation, river, rail, road & sea transportation, development & operate of Inland Container Depot, Inter-modal Container Depot with Rail & Road Transportation, sea port operations within the country and abroad.

"88 Innovations Engineering Limited" is established to carry on business of all types of information technology and telecommunication projects, information technology enabled services (ITeS), facilities, services or works and to buy, sell, acquire, install, erect, undertake, lay down, commission, establish, own operate, manage, develop, invent, improve, assemble, test, design, alter, repair, renovate, refurbish, recondition, hire, lease, supply, let out, transfer, control and administer all kinds of information technology and telecommunication projects, facilities or works including that relating to computers, hardware and software, mobile phones, internet services, internet leased lines, computer accessories and spare parts, connectivity products, networking, computer bureau, online and offline exam centers, data processing centers, business support, computer related maintenance contracts and consultancy services thereof.

Saif Maritime LLC are services related to customs broker, cargo transport by light trucks, cargo transport by heavy trucks, cargo loading & unloading services, sea shipping lines agents, shipping containers loading and unloading services, freight broker, shipping lines of freight and passengers' transportation, sea freight and passengers' charters and sea cargo.

Saif United Shipping & Trading are logistics, importing, exporting, wholesale, ships management and operation, shipment containers loading and offloading services and goods marine shipment services.

The Company is following the Corporate Governance Code carefully and strictly which is clearly evident from the transparency in all our dealing and decision makings of all processes which are further validated through the ISO 9001 regulations of Quality Management Systems.

Bangladesh has a strong track record of growth and development, even in times of elevated global uncertainty. Despite uncertainties and frequent natural disasters, Bangladesh has witnessed robust economic growth and poverty reduction since its independence in 1971. From being one of the poorest nations at birth in 1971, Bangladesh reached lower-middle income status in 2015. Stable macroeconomic conditions underpinned an average annual real GDP growth of 6.4 percent between 2010 and 2023. Poverty declined from 11.8 percent in 2010 to 5.0 percent in 2022, based on the international poverty line of \$2.15 a day (using 2017 Purchasing Power Parity and a comparable welfare series). Similarly, moderate poverty declined from 49.6 percent in 2010 to 30.0 percent in 2022, based on the international poverty line of \$3.65 a day (using 2017 PPP). Moreover, human development outcomes improved along many dimensions, like a reduction in infant mortality and stunting, and an increase in literacy rates and access to electricity. Despite these gains, inequality has slightly narrowed in rural areas and widened in urban areas.

Challenges

At a crossroads to upper middle income, Bangladesh faces intertwined challenges in the short and medium terms. Bangladesh's economic growth over the past decade has faced significant challenges in recent years. Real GDP growth is estimated to have moderated to 5.2 percent in FY24 down from 5.8 percent in FY23. Inflation has remained elevated, financial sector vulnerabilities worsened, and pressure on the external sector persisted. Growth is expected to rebound gradually over the medium-term.

To achieve its vision of attaining upper middle-income status, Bangladesh needs to create jobs through a competitive business environment, increase human capital and build a skilled labor force, build efficient infrastructure, and establish a policy environment that attracts private investment.

Development priorities include diversifying exports beyond the RMG sector; resolving financial sector vulnerabilities; making urbanization more sustainable and strengthening public institutions, including fiscal reforms to generate more domestic revenue for development. Addressing infrastructure gaps would accelerate growth. Addressing vulnerability to climate change and natural disasters will help Bangladesh to continue to build resilience to future shocks. Pivoting towards green growth would support the sustainability of development outcomes for the next generation.

The achievement would not have been possible without the dedication, hard work and commitment of all our employees, who are the foundation and backbone of the Company. We paid a great deal of emphasis on the different attributes of growth and invested on necessary infrastructure to enhance the capabilities of our people by encouraging and assisting them to improve their knowledge and skill. The senior management of the Company is encouraging, acknowledging and rewarding innovation and there is effort for continuous improvement in our business activities.

Here, I would like to take this opportunity on behalf of the Board of Directors to express my heartiest congratulations to all our valued Members for their continuous support and confidence, my deepest appreciation to all our valued customers for their confidence in our products and services, my heartfelt thanks and gratitude to all stakeholders, such as suppliers, employees, distributors, bankers, financial institutions, Insurer and various government authorities. I express my gratitude to the Bangladesh Securities & Exchange Commission, the Dhaka Stock Exchange PLC, the Chittagong Stock Exchange PLC, the Central Depository Bangladesh Limited and all well-wishers of the company for their support.

N. Sultana
Tarafder Nigar Sultana
Chairperson



MESSAGE FROM THE MANAGING DIRECTOR

Bismillahir Rahmanir Rahim

**Dear Valued Members of
Saif Powertec Limited**

Assalamu Alaikum,

With the expression of my heartfelt thanks and gratitude to you for the support and faith you placed on us and our accomplishment, on behalf of the Board of Directors of the company as well as on my behalf, I take the opportunity to welcome you all at the 21st Annual General Meeting of the Company and thank you for taking the trouble to attend the meeting.

The economy of Bangladesh is progressing day by day, and now Bangladesh has become a middle-income country. Industrialization, the development of large and medium-scale infrastructure, development policies for existing power plants as well as government policies for the overall development of power sectors and growing demand for electricity for industrial and commercial units, the current and future economic scenarios, ultimately creates bright prospects for the increased expansion of business activities for power and related sectors.

Sustained economic growth has created an increased demand for energy, transport and urbanization. Insufficient planning and investment have resulted in severe infrastructure bottlenecks, congestion and pollution. To become an upper-middle income economy, continued sound macroeconomic management, financial

sector stability, structural reforms, investment in human capital, higher female labor force participation, and global integration will be important. Improving infrastructure as well as the business climate would allow new productive sectors to develop and generate quality employment.

Bangladesh is both an inspiration and a challenge for policymakers and practitioners of development. While the country recorded strong performance in income growth and human development, Bangladesh faces daunting challenges with an increased level of vulnerability with about 39 million people still living below the national poverty line.

The COVID-19 pandemic will deepen the challenges including a decline in exports, lower private investment, and job losses. Investment and exports are likely to continue suffering amid uncertainty about the recovery of global demand. The poor and vulnerable are more impacted with income loss and poverty may rise. The implementation of the government's COVID-19 response program will remain a paramount priority.

Creating more and better jobs for its youth remains a critical priority for Bangladesh to turn around and achieve its development vision. To do so, Bangladesh will need to remove the barriers to higher investment posed by low access to reliable and affordable power, poor transportation infrastructure, limited availability of serviced land, uncertain and complex business regulation, among others. Challenges related to COVID-19, rapid urbanization and climate change need to be addressed through long-term planning.

With the right policies, flexible planning and timely action, Bangladesh can accelerate its recovery from the economic downturn and continue to progress towards upper-middle income status.

Since 2007, your Company has established a proven track record in Bangladesh for modernizing the operations of the Chittagong Container Terminal & New Mooring Container terminal by applying modern technologies and state-of-art container-handling equipment under the Chittagong Port Authority (CPA), thus contributing to the growth of import-export business, which ultimately increases the gross domestic product (GDP). By serving this sector, your Company has achieved an internationally recognized reputation through ISO 9001 certification as regard to Quality Management Systems.

Your Company contributes to the country's power sectors as well as government owned chemical and fertilizer plants by providing efficient technical support and efficient consultation services for installation cum overhauling work and has earned a world-class reputation in Bangladesh.

Your Company has established new Battery unit situated at Pubail, Gazipur Dhaka, financed out of IPO, Rights Share Issue & own fund, which were commenced from August 05, 2017 and going to produce different types of batteries for the domestic market and export global markets. SAIF solar division holds major market share in Bangladesh and has been expanding very rapidly across the country.

We are continuously trying to increase the efficiency and productivity of other business units as well as subsidiaries of the Company through various business activities under the Project Division, which is very promising for the Company to earn more revenue by providing complete high-tech consultancy and technical support services. The Terminal Engineering Department has been involved with operating the Chittagong Container Terminal and the New Mooring Container Terminal by providing high-tech engineering support services for heavy-duty container-handling equipment. The Service Department has provided technical support and overhauling services for power-generating equipment, construction and material-handling equipment.

Saif Plastic & Polymer Industries Limited (a subsidiary Company of Saif Powertec Limited) produces food grade PET bottles such as CSD Cap, Spoon, Measurement glass and stopper etc., of different sizes for use in the pharmaceutical appliances for Food and Beverage Companies and Edible Oil companies and different uses and purposes. The company has a good reputation and holds good market share in Bangladesh.

Saif Port Holdings Limited (a subsidiary Company of Saif Powertec Limited) to carry on all or any business of all Engineering works in the field of Civil, Mechanical, Electrical, Chemical and Meteorological Engineering constructor along with consultation and undertaking to execute contracts to design, plan and control, construction of any buildings, road, bridges, railways of different project of BPDB, DESA, WASA, DPDC, DESCO to construct waterways, dock yards, sea port, land port, river port, airport and any type of port related works and operation etc.

Saif Logistics Alliance Limited (a subsidiary Company of Saif Powertec Limited) is establish a Special Purposes Company to carry on, organize, manage, run, charter, conduct, contract, develop, handle, own on the land of Mouja Middle Haliashahar, Chattogram to operate and do all or any business related to bulk inter modal, vessel operations, inland river terminal operation, river, rail, road & sea transportation, development & operate of Inland Container Depot, Inter-modal Container Depot with Rail & Road Transportation, sea port operations within the country and abroad.

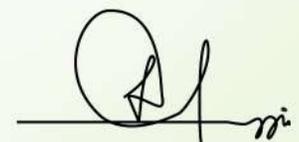
“88 Innovations Engineering Limited” (a subsidiary Company of Saif Powertec Limited) is established to carry on business of all types of information technology and telecommunication projects, information technology enabled services (ITeS), facilities, services or works and to buy, sell, acquire, install, erect, undertake, lay down, commission, establish, own operate, manage, develop, invent, improve, assemble, test, design, alter, repair, renovate, refurbish, recondition, hire, lease, supply, let out, transfer, control and administer all kinds of information technology and telecommunication projects, facilities or works including that relating to computers, hardware and software, mobile phones, internet services, internet leased lines, computer accessories and spare parts, connectivity products, networking, computer bureau, online and offline exam centers, data processing centers, business support, computer related maintenance contracts and consultancy services thereof.

Saif Maritime L.L.C (100% owned by Saif Powertec Limited) are services related to customs broker, cargo transport by light trucks, cargo transport by heavy trucks, cargo loading & unloading services, sea shipping lines agents, shipping containers loading and unloading services, freight broker, shipping lines of freight and passengers’ transportation, sea freight and passengers’ charters and sea cargo.

Saif United Shipping & Trading (100% owned by Saif Powertec Limited) are services related to logistics, importing, exporting, wholesale, ships management and operation, shipment containers loading and offloading services and goods marine shipment services.

The results we achieved are commendable, thanks to our employees at all levels. They all worked hard and long to accomplish their tasks. Those who provided leadership in the various businesses were strategic in their decision making, which has taken most of our businesses to higher level of performance, qualitative as well as in term of growth and market share.

Lastly, I believe that the confidence and belief of our valued Members, the Bangladesh Securities & Exchange Commission, the Dhaka Stock Exchange PLC, the Chittagong Stock Exchange PLC, the Central Depository Bangladesh Limited, Customers and Suppliers, Bankers, NBFIs, Insurers, Advisors, Workers, Employees, Professional & Supervising Management, Government Authorities and others are the key success factors for your Company. I would like to express my heartfelt gratitude to all these organizations and individuals for their kind support and guidance.



Tarafder Md. Ruhul Amin
Managing Director

DIRECTORS' REPORT TO THE SHAREHOLDERS

Bismillahir Rahmanir Rahim

Dear Valued Members:

On behalf of the Board of Directors, I welcome you all to the 21st Annual General Meeting of SAIF POWERTEC LIMITED.

It is a matter of immense pleasure to present the Director's Report together with the Consolidated Annual Financial Statement of the Company for the year ended June 30, 2024 to you to consider, adopt and approve the same.

An Industry Outlook and Possible Future Development in the Industry

The size of the battery market is around Tk 8,000 crore which is growing year on year. The market ballooned three to four times in the last ten years, registering a 10% to 12% growth in the last one year. A growing demand for automotive battery, fueled mostly by widespread use of battery-run three-wheelers in rural and semi-urban areas, has led to booming business of local companies as Saif Powewrtec Ltd. The automotive replacement battery segment will continue to offer a secular and profitable growth opportunity, driven by increasing penetration of automobiles driving expansion in automobile population. The flourishing segment like E-Rickshaws and other segments would drive in the replacement market of automotive and inverter batteries. There is an inherent threat from new battery technologies such as Lithium-Ion technology, which is likely to penetrate automotive applications as well as various industrial applications. Saif Powertec Ltd is ready to address these challenges through the adoption of latest technologies and lean manufacturing practices in order to rapid development of differentiated products that will change the price-value equation in its favour. The brand equity of Saif Powertec Ltd is very high and one of its key strengths. It has taken all necessary measures to build on it, ensuring controls to protect the brand. The mid-to long-term outlook is quite positive.

The LED (Light Emitting Diode) segment has grown significantly because of the energy saving benefit and longer life.



The Segment-wise or Product-wise Performance

The company has been involved with technical consultation with service providers, manufacturers, import and local sales

Years	Product performance	Turnover		Production capacity		Capacity utilization	
		Consolidated	The company	Consolidated	The company	Consolidated	The company
2023-2024	Contract	2,749,591,290	2,749,591,290		657,000 Containers		60%
	Maintenance	178,846,303	178,846,303		657,000 Containers		60%
	Imported goods	92,929,024	92,929,024		Not applicable		Not applicable
	Manufacturing (Battery)	472,297,436	472,297,436		550,000 Pcs		45%
	Subsidiary	1,341,305,957	-			47%	
2022-2023	Contract	1,975,159,863	1,975,159,863		657,000 Containers		60%
	Maintenance	306,635,810	306,635,810		657,000 Containers		60%
	Imported goods	31,056,216	31,056,216		Not applicable		Not applicable
	Manufacturing (Battery)	1,345,183,857	1,345,183,857		550,000 Pcs		45%
	Subsidiary	1,779,494,689	-			45%	
2021-2022	Contract	1,918,581,569	1,918,581,569		657,000 Containers		60%
	Maintenance	719,714,145	719,714,145		657,000 Containers		60%
	Imported goods	196,812,427	196,812,427		Not applicable		Not applicable
	Manufacturing (Battery)	979,012,805	979,012,805		550,000 Pcs		45%
	Subsidiary	411,434,913	-			45%	
2020-2021	Contract	2,795,576,509	2,795,576,509		657,000 Containers		60%
	Maintenance	279,924,097	279,924,097		657,000 Containers		60%
	Imported goods	146,598,454	146,598,454		Not applicable		Not applicable
	Manufacturing (Battery)	1,522,453,996	1,522,453,996		550,000 Pcs		45%
	Subsidiary	50,528,713	-			48%	
2019-2020	Contract	2,124,787,313	2,124,787,313		657,000 Containers		68%
	Maintenance	260,970,531	260,970,531		657,000 Containers		60%
	Imported goods	497,323,582	497,323,582		Not applicable		Not applicable
	Manufacturing (Battery)	904,302,178	904,302,178		550,000 Pcs		45%
	Subsidiary	61,178,398	-			60%	

Risks and Concerns including internal and external risk factors, threat to sustainability and negative impact on environment

Internal risk factors

The Company is aware of the different risk associated with doing business and is prepared to manage those risks through a professional approach. The financial and other risks have been disclosed in the note 1.4 of the Audited Financial Statements.

External risk factors

The Company's results may be affected outside its control such as political unrest, strike, civil commotion and act of terrorism.

Threat to sustainability and negative impact on environment

In line with global practice, the government initiates change in environmental, health and safety laws and regulations and energy saving activities from time to time. The Company keeps track on these changes and special attention and proactive business strategies are being formulated to ensure conformity with the changes.

While many of the risk areas are beyond control of any single company, Saif Powertec Limited closely monitors the trends and developments in each of the risk areas and takes the best possible measures to mitigate them through product and market diversification, efficient sourcing of materials, use of latest technology and investment in research and development to gain sustained competitive advantage.

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

Particulars	2023-2024		2022-2023		Difference	
	Consolidated	The company	Consolidated	The company	Consolidated	The company
Sales	4,834,970,010	3,493,664,053	5,437,530,435	3,658,035,746	(11.05%)	(4.38%)
Cost of Sales	(2,747,304,761)	(1,659,189,267)	(3,564,605,799)	(1,989,156,475)	(23.05%)	(16.67%)
Gross Profit Margin	2,087,665,249	1,834,474,786	1,872,924,636	1,668,879,271	11.23%	10.24%
Profit from operations	1,366,769,992	1,362,220,240	1,152,991,872	1,162,480,601	18.26%	17.24%
Net profit after WPPF	330,367,037	331,906,357	370,657,084	383,458,436	(10.87)	(13.16%)
Net Profit of the year	265,342,900	257,227,427	288,213,331	297,180,290	(7.90%)	(13.46%)

(a) Cost of Sales

Compared to that of the previous financial year of the Company, the cost of sales of the year under the report witnessed at 4.38% decreased due to Sales decreased.

(b) Gross Profit Margin

Compared with that of the previous year, the Gross Profit (GP) Margin of the Company in the year under report recorded at 10.24% increased due to cost control.

(c) Net Profit Margin

The Net Profit Margin of the Company, in relation to the turnover of the year under report, was 13.46% decreased due to sales value were decreased.

A Discussion on Continuity of any extraordinary activities and their implications (gain or loss)

There was no extraordinary gain or loss in the financial statement under report during the financial year 2023-2024 except Taka 39,802,469/- Interest on FDR against bank guarantee and others.

Detailed discussion on related party transaction

There were no related party transactions during the financial year July 01, 2023 to June 30, 2024 except the director's remuneration and Short-term employees benefits of Taka 37,845,826/-. Which have been details disclosed in the Annex II/a of the Consolidated Audited Financial Statements.

A Statement of Utilization of proceed raised through public issue, right issue and/or through any other instruments.

The Company has been raised up its fund through Rights Issue (RI) issuing 116,295,348 shares @ Taka 15/- each (including Taka 5/- premium per share) totaling Taka 1,744,430,220/- (One Hundred Seventy-Four Crore Forty-Four Lakh Thirty Thousand Two Hundred and Twenty) only according to Bangladesh Securities and Exchange Commission approval for issuance of rights shares vide letter no. BSEC/CI/RI-108/2016/27 dated January 17, 2017. The Rights issue proceeds has been fully utilized as no March 31, 2020 by the company.

An explanation if the financial results deteriorated after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Right Offer, Direct Listing etc.

The Company's IPO was made in the year 2014 and Rights Share Offer in the year 2017. After gone Initial Public Offering (IPO) and Right Share Offer no significant financial results deteriorated of the Company are requiring explanation.

An explanation on any Significant Variation that occurs between Quarterly Financial Performance and Annual Financial Statement

Due to Sale decrease and Financial Expenses increased significant deviation happened in Annual Financial Performance income to the Company business operation.

A Statement of Remuneration paid to Directors including Independent Directors.

During the year the company has paid Taka 36,00,000 to the Mr. Tarafder Md. Ruhul Amin, Managing Director. No payment has been paid to the Independent Director.

Directors also report that

- a) The Financial Statements prepared by the management of Saif Powertec Limited fairly present its state of affairs, the result of its operations, cash flows and changes in its equity.
- b) Proper books of account of Saif Powertec Limited have been maintained.
- c) Appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment.
- d) International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh, have been followed in preparation of financial statements and any departure there from has been adequately disclosed.
- e) The system of internal control is sound in design and has been effectively implemented and monitored.
- f) Minority shareholders have been protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly and have effective means of redress.
- g) There are no significant doubts regarding the Saif Powertec Limited's ability to continue as a going concern.
- h) No bonus share or stock dividend has been or shall be declared as interim dividend.

A Statement of Significant deviations from the last year's operating results of the issuer company shall be highlighted and the reasons thereof should be explained.

Particulars	2023-2024		2022-2023	
	Consolidated	The Company	Consolidated	The Company
Turnover	4,834,970,010	3,496,664,053	5,437,530,435	3,658,035,746
Cost of Sales	2,747,304,761	1,659,189,267	3,564,605,799	1,989,156,475
Gross Profit	2,087,665,249	1,834,474,786	1,872,924,636	1,668,879,271
Net Profit	265,342,900	257,227,427	288,213,331	297,180,289

Reason for significant increase in EPS compared to the previous year:

Current year's EPS has been decreased due to decreasing Maintenance and Manufacturing (Battery) sales to the Company business operation.

A Statement of Operational and Financial data of at least preceding 5 (five) years are summarized:

Details	2023-2024		2022-2023		2021-2022		2020-2021		2019-2020	
	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company	Consolidated	The Company
Turnover	4,834,970,010	3,496,664,053	5,437,530,435	3,658,035,746	4,225,555,859	3,814,120,946	4,795,081,769	4,744,553,056	3,848,562,002	3,787,383,604
Cost of Sales	2,747,304,761	1,659,189,267	3,564,605,799	1,989,156,475	2,388,069,284	2,083,909,655	2,813,027,764	2,774,847,671	2,023,878,143	1,979,974,259
Gross Profit	2,087,665,249	1,834,474,786	1,872,924,636	1,668,879,271	1,837,486,575	1,730,211,291	1,982,054,005	1,969,705,385	1,824,683,859	1,807,409,345
Operating Profit	1,366,769,992	1,362,220,240	1,152,991,872	1,162,480,601	1,262,954,125	1,210,268,574	1,438,495,012	1,439,172,818	1,275,039,949	1,271,636,929
Profit before Tax & Reserve	330,367,037	331,906,357	370,657,084	383,458,436	627,804,809	575,927,523	836,120,049	836,799,025	518,382,352	514,962,682
Profit after Tax	265,342,900	257,227,427	288,213,331	297,180,289	500,670,740	466,221,381	626,348,819	627,599,269	388,152,444	386,222,010
Proposed Declared Dividend		1% Cash		No Dividend		10% Cash		16% (10% Cash and 6% Stock)		10% (5% Cash and 5% Stock)
Earnings per Share	0.70	0.68	0.76	0.78	1.32	1.23	1.75	1.75	1.14	1.13

Dividend:

An Explanation on the reasons if the issuer company has not declared dividend (cash or stock) for the year

The Board of Directors of the company has recommended 1% (one) Cash dividend for the year ended June 30, 2024.

The Director' report did not include the business strategy or technical specification related to product or services, which have business confidentiality.

The number of Board meetings held during the year and attendance by each director shall be disclosed.

The Board of Directors had 18 meetings during the year ended June 30, 2024. Name of the Directors and number of meetings attended are given below:

Name of Directors	Meeting Held	Meeting Attended
Mrs. Tarafder Nigar Sultana	18	18
Mr. Tarafder Md. Ruhul Amin	18	18
Mrs. Rubya Chowdhury	18	18
Mr. Tarafder Md. Ruhul Saif	18	18
Mr. Mohammad Saifur Rahman	18	18
Mr. Jalal Uddin Ahmed Choudhury	18	18

The number of Audit Committee meetings held during the year and attendance by each director.

Name of Directors	Meeting Held	Meeting Attended
Mr. Mohammad Saifur Rahman	4	4
Mr. Jalal Uddin Ahmed Choudhury	4	4
Mrs. Rubya Chowdhury	4	4
Mr. Tarafder Md. Ruhul Saif	4	4

The number of NR Committee meetings held during the year and attendance by each director.

Name of Directors	Meeting Held	Meeting Attended
Mr. Mohammad Saifur Rahman	1	1
Mr. Jalal Uddin Ahmed Choudhury	1	1
Mrs. Rubya Chowdhury	1	1
Mr. Tarafder Md. Ruhul Saif	1	1

Shareholding Pattern

Pattern of Shareholding as at 30 June 2024

Sl. No.	Member's Group	Status	No. of Share Held	Percentage
a)	Share held by Parent/Subsidiary/Associated Company and other related parties		Nil	-
b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and their spouses and minor children			
	Mrs. Tarafder Nigar Sultana	Chairperson	6,6928,687	17.64%
	Mr. Tarafder Md. Ruhul Amin	Managing Director	68,738,646	18.12%
	Mrs. Rubya Chowdhury	Director	8,144,097	2.15%
	Mr. Tarafder Md. Ruhul Saif	Director	8,144,096	2.15%
	Mr. Mohammad Saifur Rahman	Independent Director	Nil	-
	Mr. Jalal Uddin Ahmed Choudhury	Independent Director	Nil	-
	F. Md. Salehin	Company Secretary	Nil	-
	Md. Hasan Reza	Chief Financial Officer	Nil	-
	Khondaker Abdul Kayum	Head of Internal Audit & Compliance	Nil	-
c)	Executives		Nil	-
	Mr. Engr. Md. Nasiruddin Chowdhury	Additional Managing Director	Nil	-
	Mr. Md. Abu Sayeed	Director	Nil	-
	Major Farukh Ahmed Khan (Retd)	Executive Director	Nil	-
	A B M Kamruzzaman	Executive Director	Nil	-
	Mr. N. I. M. Shujauddowla	Executive Director	Nil	-
d)	Shareholders holding 10% or more voting right:			
	Mrs. Tarafder Nigar Sultana	Chairperson	6,6928,687	17.64%
	Mr. Tarafder Md. Ruhul Amin	Managing Director	68,738,646	18.12%

Short Bio-Data of Directors:

Mrs. Tarafder Nigar Sultana, Chairperson

Mrs. Tarafder Nigar Sultana is the Director as well as Chairperson of SAIF Powertec Limited. She is a graduate in Arts. She has a long business experience in Indenting, import of power generation equipment, manufacturing electrical transformers, marketing of electrical generators and container handling. Mrs. Tarafder Nigar Sultana, along with her husband Mr. Tarafder Md. Ruhul Amin, established SAIF Powertec Limited. She is also director of Saif Plastic & Polymer Industries Limited, Saif Port Holdings Limited, Trust Regional Equity Limited, 88 Innovations Engineering Limited and E-Engineering Limited.

Mr. Tarafder Md. Ruhul Amin, Managing Director

Mr. Tarafder Md. Ruhul Amin is the Managing Director of SAIF Powertec Limited. Mr. Amin has a Diploma in Power Engineering from Khulna Polytechnical Institute, Khulna. He has been in the business for more than 20 years. He has a vast business experience in indenting of construction & Material Handling Equipment, import of power generation equipment, manufacturing electrical transformers, solar power system and container handling with port operation. He is also sponsor director of Saif Plastic & Polymer Industries Limited, Saif Port Holdings Limited, Trust Regional Equity Limited, 88 Innovations Engineering Limited, Saif Logistics Alliance Limited and E-Engineering Limited.

Mrs. Rubya Chowdhury, Director

Mrs. Rubya Chowdhury is Director of SAIF Powertec Limited. She obtained Bachelor of Business Administrative (Marketing & HR) from Masquarie University, Australia. She has a long business experience in indenting, import of power generation equipment, manufacturing electrical transformers. Mrs. Rubya Chowdhury is a sponsor director of Saif Plastic & Polymer Industries Limited, Saif Port Holdings Limited, 88 Innovations Engineering Limited and Trust Regional Equity Limited and also a member of the Audit Committee & Nomination and Remuneration Committee of the Company.

Mr. Tarafder Md. Ruhul Saif, Director

Mr. Tarafder Md. Ruhul Saif is Director of SAIF Powertec Limited. He obtained Diploma in Business Administration from School of Applied Studies, Singapore. He has a wide business experience in indenting, import of power generation equipment, manufacturing electrical transformers. He is a sponsor director Saif Port Holdings Limited, 88 Innovations Engineering Limited, Saif Logistics Alliance Limited, E-engineering Limited and Trust Regional Equity Limited. He also a member of the Audit Committee & Nomination and Remuneration Committee of the Company.

Mr. Mohammad Saifur Rahman, Independent Director

Mr. Mohammad Saifur Rahman is an Independent Director of SAIF Powertec Limited. He obtained B. Sc Engineering ((Mechanical) from BUET, Dhaka and also a fellow member of the Institution of Engineers, Bangladesh. He was a former official of government in the position 4th Grade of the national pay scale in Ashuganj Fertilizer and Chemical Company Ltd., Ashuganj, B-Baria (an enterprise of BCIC under the Ministry of Industries). He has a vast experience in inspection of equipment parameters, monitoring and troubleshooting of mechanical Machineries & equipment, assessment of machineries of plant & equipment. He is also directors of Saif Plastic & Polymer Industries Limited, Saif Port Holding Limited, Saif Logistic Alliance Limited and 88 Innovations Engineering Limited.

Mr. Jalal Uddin Ahmed Choudhury, Independent Director

Mr. Jalal Uddin Ahmed Choudhury is an Independent Director of SAIF Powertec Limited. He obtained B. Sc Engineering from Chittagong Engineering College and also a fellow member of the Institution of Engineers, Bangladesh. He has a vast business experience in indenting of construction & Material Handling Equipment, Power Generation Equipment, Manufacturing Electrical Transformers, Solar Power System and Container handling with Port Operation.

Director's Involvement in Other Companies

	Company	Status
Mrs. Tarafder Nigar Sultana	Saif Powertec Limited	Chairperson
	Saif Plastic & Polymer Industries Limited	Managing Director
	Saif Port Holding Limited	Director
	E-Engineering Limited	Managing Director
	Trust Regional Equity Limited	Director
	88 Innvations Engineering Limited	Director
Tarafder Md. Ruhul Amin	Saif Powertec Limited	Managing Director
	Saif Plastic & Polymer Industries Limited	Chairperson
	Saif Port Holding Limited	Chairperson
	E-Engineering Limited	Chairperson
	Trust Regional Equity Limited	Chairperson
	Saif Logistic Alliance Limited	Chairperson nominated by Saif Powertec Limited
	88 Innovations Engineering Limited	Director
	Saif Maritime L.L.C	Manager represented by Saif Powertec Limited.
Mrs. Rubya Chowdhury	Saif Powertec Limited	Director
	Saif Plastic & Polymer Industries Limited	Director
	Saif Port Holding Limited	Director
	E-Engineering Limited	Director
	Trust Regional Equity Limited	Managing Director
	88 Innovations Engineering Limited	Chairperson
Mr. Tarafder Md. Ruhul Saif	Saif Powertec Limited	Director
	Saif Port Holding Limited	Managing Director
	E-Engineering Limited	Director
	Trust Regional Equity Limited	Director
	Saif Logistic Alliance Limited	Managing Director nominated by Saif Powertec Limited
	88 Innovations Engineering Limited	Managing Director
Mr. Mohammad Saifur Rahman	Saif Powertec Limited	Independent Director
	Saif Plastic & Polymer Industries Limited	Independent Director
	Saif Port Holding Limited	Independent Director
	Saif Logistic Alliance Limited	Independent Director
	88 Innovations Engineering Limited	Independent Director
Mr. Jalal Uddin Ahmed Choudhury	Saif Powertec Limited	Independent Director

Declaration or certification by the CEO and the CFO to the Board as required under condition No. 3(3) shall be disclosed as per Annexure-A; and

The report as well as certificate regarding compliance of conditions of this Code as required under condition No. 9 shall be disclosed as per Annexure-B and Annexure-C.

Financial Results

The company's financial results for the year ended June 30, 2024 with recommendation of appropriations are as follows:

Particulars	Amount in Taka
Net Profit for the year 2022-2023	1,257,132,543
Profit Brought Forwarded	257,227,427
Profit Available for Appropriation	1,514,359,971
Appropriations:	
Proposed 1% (one) Cash Dividend	37,933,865
Transferred to Retained Earnings	1,476,426,106

Financial Statements:

Financial statements are prepared in accordance with International Financial Reporting Standards (IFRS), the Companies Act 1994, the Securities and Exchange Rules, 2020 and other applicable rules and regulations. The financial data are captured from the financial reports generated from the system. These financial statements, once prepared, are reviewed initially by the CFO and CEO and then by the Audit Committee. After thorough scrutiny, the financial reports are placed before the Board for final review and adoption.

Environment Role

The company maintains a high standard of pollution free environment as per Government laws.

Human Resources Development

In order to improve productivity of Human Resources input the company periodically provides formal and informal training to the employee at every level of operation and management which will be helpful to make a great contribution to the company's profitability as well their own remuneration in due course.

Business Activities

The main activities of this Company are to trade and sell power-generating equipment, lease equipment for port operations, construction and material-handling processes, provide technical support service for government infrastructure sectors as well as major overhauling of power plants, fertilizer plants and chemical plants and going to manufacture batteries such as automotive, industrial, Motorcycle, MF etc.

The Company during the year under report is responsible for operating the Chittagong Container Terminal (CCT) and the New Mooring Container Terminal (NCT), the only two export-import container terminals at Chittagong Port under the authority of Chittagong Port (CPA) along with backup container-handling operations at the Inland Container Depots (ICD) at the Pangaon Inland Container Terminal and the Kamalapur Inland Container Depot. The other major business activities of the Company include acting as the Technical Consultation and Service Provider for installing, commissioning and overhauling electrical power plants under the Bangladesh Power Development Board (BPDB), fertilizer plants and chemical plants under the Bangladesh Chemical Industries Corporation (BCIC) by supplying spare parts under joint technical assistance from world-renowned foreign business counterparts in Europe and Asia. These businesses operate under the Project Division of the Company and have very good national repute.

The Company is involved in manufacturing various types of SAIF brand distributed electrical transformers, along with PFI and sub-stations of different capacities.

The Company has also been involved in trading of coal through import and assembling and marketing SAIF brand Solar Home System, Solar Power Grids of various capacities under the re-financing agreement with the Industrial Development Company Limited (IDCOL), an international funding agency under the auspices of the World Bank. The Company has been involved with marketing power-generating capital machinery from South Korea and Turkey, leasing heavy-duty construction and material-handling equipment, container-handling cranes and all equipment, and has gained a major market share in Bangladesh.

The company have four subsidiary companies named Saif Plastic & Polymer Industries Limited which produces food-grade plastic containers, bottles and caps for pharmaceutical, oil and beverage industries has a good reputation. Saif Port Holdings Limited which carry on all or any business of all Engineering works in the field of Civil, Mechanical, Electrical, Chemical and meteorological engineering constructor along with consultation and performing undertaking to execute contracts to design, plan and control, construction of any buildings, road, bridges, railways of different project of BPDB, DESA, WASA, DPDC, DESCO to construct waterways, dock yards, sea port, land port, river port, airport, any type of port related works and operation etc.

Saif Logistics Alliance Limited is establish a Special Purposes Company to carry on, organize, manage, run, charter, conduct, contract, develop, handle, own on the land of Mouja Middle Halishahar, Chattogram to operate and do all or any business related to bulk inter modal, vessel operations, inland river terminal operation, river, rail, road & sea transportation, development & operate of Inland Container Depot, Inter-modal Container Depot with Rail & Road Transportation, sea port operations within the country and abroad.

88 Innovations Engineering Limited is established to carry on business of all types of information technology and telecommunication projects, information technology enabled services (ITeS), facilities, services or works and to buy, sell, acquire, install, erect, undertake, lay down, commission, establish, own operate, manage, develop, invent, improve, assemble, test, design, alter, repair, renovate, refurbish, recondition, hire, lease, supply, let out, transfer, control and administer all kinds of information technology and telecommunication projects, facilities or works including that relating to computers, hardware and software, mobile phones, internet services, internet leased lines, computer accessories and spare parts, connectivity products, networking, computer bureau, online and offline exam centers, data processing centers, business support, computer related maintenance contracts and consultancy services thereof.

Saif Maritime LLC (100% owned by Saif Powertec Limited) are services related to customs broker, cargo transport by light trucks, cargo transport by heavy trucks, cargo loading & unloading services, sea shipping lines agents, shipping containers loading and unloading services, freight broker, shipping lines of freight and passengers' transportation, sea freight and passengers' charters and sea cargo.

Saif United Shipping & Trading are logistics, importing, exporting, wholesale, ships management and operation, shipment containers loading and offloading services and goods marine shipment services.

Research and Development

Businesses of today are competitive in nature. Newer and innovative approaches to product design and modification are only way to survive in the competitive business environment. Discovering new products in existing product lines, qualitative products based on customer perceptions and demand, cost reduction using different quality materials/production technology, new product promotion strategy, etc., are the main weapons for ensuring survival amidst the competition. We formed a committee to establish a Research and Development (R&D) Department with the objective of market research and technical research.

Purchase Manual

A detailed purchase manual is being prepared, and supply chain policies are implemented for procuring raw materials to ensure purchasing quality at low cost and to ensure the uninterrupted flow of production to safeguard the Company's reputation in the market.

Subsidiary Companies

Saif Powertec Limited has held 80% shares of Saif Plastic & Polymer Industries Limited since November 30, 2010, 65% shares of Saif Port Holdings Limited since July 23, 2017, 80% shares of Saif Logistic Alliance Limited since September 27 2021, 55% shares of 88 Innovations Engineering Limited and 100% owned of Saif Maritime LLC and Saif United Shipping & Trading. As required by the Corporate Governance Code, minutes of the Board meeting of the subsidiary companies of Saif Plastic & Polymer Industries Limited, Saif Port Holdings Limited, Saif Logistic Alliance Limited, 88 Innovations Engineering Limited, Saif Maritime LLC and Saif United Shipping & Trading are now being placed regularly for review at the following Board meeting of this holding company, and the affairs of the subsidiary companies are also reviewed at such Board meeting of this holding company.

Clarification regarding Emphasis of Matters:

The management of the Company decided to maintained Register for Property, Plant & Equipment and Inventory in proper/standard format recording all important and necessary information therein to ensure management control & better reporting requirement.

Directors' Appointment, Retirement and Re-Appointment

The appointment, retirement, and re-appointment of Directors are governed by the Article 128 of the Company Articles of Association and the Companies Act of 1994.

At the forthcoming 21st Annual General Meeting of the Company, the following Directors will retire and will be eligible for reappointment:

- A) Mr. Tarafder Md. Ruhul Amin
- B) Mr. Tarafder Md. Ruhul Saif

Appointment of Auditor

The existing auditor “Artisan” Chartered Accountants were unwillingness appointed as the statutory auditor of the Company for the year 2024-2025 and “Ashraf Uddin & Co.” Chartered Accountants have expressed their willingness to be appointed as statutory auditors of the company. The Board recommends their appointment for the year 2024-2025 and to continue till the next Annual General meeting.

Appointment of Compliance Auditor regarding Certificate on Compliance of Corporate Governance Code:

The existing auditor “Ahmmmed Hoq Siddiqui & Co” were appointed as the Compliance auditor of the Company at 19th Annual General Meeting held on December 29, 2022 and “Ahmmmed Hoq Siddiqui & Co.,” Chartered Accountants have expressed their willingness to be appointed as Compliance auditors of the company. The Board recommends their appointment for the year 2024-2025 and to continue till the next Annual General meeting.

Audit Committee

There is an Audit Committee established by the Board. The Primary role of the Audit Committee is to oversee the financial reporting process and disclosure of financial information, to review the financial statements before submission to the Board, to review adequacy of internal control systems and review findings of internal investigations and recommending appointment/removal of statutory auditors and fixing their remuneration. A separate report on activities of the Audit Committee is attached as “Annexure D” of this report pursuant to condition # 5.7 of the Corporate Governance Code.

Nomination and Remuneration Committee:

The Board has also established a Nomination and Remuneration (NRC) as required by regulatory guideline. The primary role of the NRC is to oversee the structure, size and composition (including the skills, knowledge and experience) of the Board Members and to make recommendations to the Board on the Company's policies and structure for remuneration of Directors and Senior Management, reviewing and approving the compensations payable to the Managing Director & CEO and Senior Management. The Policy of NRC is attached as “Annexure E” of this report pursuant to condition # 6.5(C) of the Corporate Governance Code.

Internal Control System

The Board of Directors assures all its shareholders of the Company that it has a robust risk management process to ensure that the system of internal control is sound in design and has been effectively implemented and monitored.

Code of Conduct (CoC)

In compliance with the conditions of corporate governance, the Company's Code of Conduct (CoC) has been adopted by the Board which applies to all members of the company including the Board of Directors and Key Management Personnel. The CoC was reviewed and confirmed/ ratified by the NRC. Annual compliance of the code is also recorded accordingly. The Code of Conduct of Saif Powertec Limited is attached "Annexure F" of this report.

Capital Market Stabilization Fund (CMSF):

Pursuant to the Bangladesh Securities and Exchange Commission (Capital Market Stabilization Fund) Rules, 2021 and BSEC Directive No. BSEC/CMRRCD/2021-386/03 dated, January 14, 2021, the Company has transferred unclaimed dividend amount to CMS Fund those cash dividend remains unclaimed thereon for a period of 3 (three) years from the date of declaration or approval or record date, as the case may be as directed by the Commission. The detailed information of unclaimed dividend is published in the website of the Company at www.saifpowertec.com.

Credit Rating:

The company has taken the Credit Rating from renowned Agency, Credit Rating Agency of Bangladesh Limited (CRAB) with the prior approval of the company's Board of Directors. The Board of Directors believe the Credit Rating can bring transparency: Confirm the compliance of rules and regulation of both the company and regulatory Authorities; to protect the company and can open the door for achieving excellence. As per rating dated April 25, 2024, bank liability on April 16, 2024. We achieved A2 with stable outlook.

Compliance of Corporate Governance Code

The Company has taken an effective stand on best practices of corporate governance. The Company is determined to ensure good governance by complying with all applicable rules and regulations of the corporate governance code of the Bangladesh Securities & Exchange Commission (BSEC).

The compliance status of Bangladesh Securities & Exchange Commission (BSEC) Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 3 June 2018 of annexed here as Annexure -C along with the Declaration of Chief Executive Officer and Chief Financial Officer to the Board as an Annexure-A, the Professional Certificate compliance on the Corporate Governance Code as an Annexure-B, Audit Committee Report as an Annexure -D and Nomination and Remuneration Committee Report as an Annexure-E.

Appreciation

We are proud of the confidence maintained in us continuously by our valued Members and for supporting the Company's activities. At the same time, we extend our sincere thanks and appreciation to the Banks, NBFIs, Insurance Companies, Auditors, Customers, Stakeholders, Customers and all well-wishers for their support and co-operation as well as the confidence they reposed on the Company. We also convey our heartfelt appreciation, gratitude and thanks to the government and its other agencies, the regulatory authorities, including the Bangladesh Securities and Exchange Commission, the Dhaka Stock Exchange Ltd, the Chittagong Stock Exchange Ltd., the Central Depository Bangladesh Ltd. and the Registrar of Joint Stock Companies and Firms for their cordial help, assistance, guidance and advice the Company received from time to time. Your Company could not have achieved such progress and present status without their support and co-operation.

For me and on behalf of the Board of Directors

N. Sultana

Tarafder Nigar Sultana
Chairperson

Management Discussion and Analysis on Financial Position and Performance

In the last five financial years the Company achieved a well growth in terms of business activities. In 2019-2020 sales volume was Taka 3,848,562,002 and in 2023-2024 the sales volume is Taka 4,834,970,010 in overall business activities of the Company. In the last five years, net profit after tax has been decreased to Taka 265,342,900 in 2023-2024 from the amount of net profit of Taka 388,152,444 in 2019-2020.

In the last five financial years, net operating cash flow per share for the year 2020, 2021, 2022, 2023 and 2024 net operating cash flow per share were positive. In the backdrop as well as expansion of different business of the above scenario, it indicates that the company is moving forward and it has good promise and great potential to achieve more business growth in the long run.

Accounting policy and estimation for preparing financial statements of the Company which have been remained same as it were before. Hence, there is no effect in this regard.

The Economic Condition of Bangladesh

Export:

Like many other third-world countries, Bangladesh relies heavily on exports to fulfil the needs of its densely populated nation. The country's export earnings witnessed 2.91 percent increase in July 2024 as compared to same period in the previous year, mainly driven by increased exports of agricultural products, chemical products, specialized textile, plastic products, woven garments, knitwear and frozen & live fish. On the other hand, total export earnings increased in July 2024 USD 3,823.70 million against USD 3,715.60 million during the same month of FY 2023-24.

Import:

Generally, in developed countries, exports are greater than or closer to import payments. But in Bangladesh Exports always fall short of Import payments at a good margin. However, import payments during the month of July 2024 in the FY 2024-25 stand lower by 2.54 percent to USD 5,247.80 million, against USD 5,384.60 million during the same month of FY 2023-24.

Workers' Remittance:

Workers' remittance is the key foreign earning source of Bangladesh to fill-up the huge gap between foreign exchange earnings and expenditure. Total remittances receipts during the month of August 2024 in the FY 2024-25 increased by 38.54 percent to USD 2,215.88 million against USD 1,599.45 million of same month from the previous year.

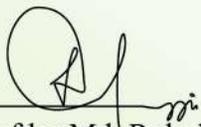
Foreign Exchange Reserves:

In August, 2024 the gross foreign exchange reserves decreased by 1.00 percent to USD 25,565.80 million against USD 25,823.59 million in July 2024.

Inflation:

The average inflation in August 2024 stood at 9.95 percent as 9.90 percent in July 2024. Although, Bangladesh has never experienced a negative economic growth during the last 47 years since its independence and maintained around 6% GDP growth rate for last one and half decade, the high rate of inflation always lessened the benefit of good GDP rate.

As far as risks are concerned, Saif Powertec Limited is exposed to interest rate risk, exchange rate risk, industry risk, market risk, technology related risk, operation risk. The Company has been trying to reduce the said risk factors by repaying borrowed funds on a continuous basis to reduce interest rate risk. Exchange rate risk is being mitigated by changing the price of service and product of the Company in accordance with the change in exchange rate. Market risk is being mitigated by establishing strong marketing and brand management network for the related product and services of the Company. Technology related risk is trying to be mitigated mitigate by adopting new advanced technology in its production line according to its need. Operation risk is being mitigated under insurance coverage in order to get reasonable compensation for any damage and by practicing standard operating procedures in related business activities.



Tarafder Md. Ruhul Amin
Managing Director

**Saif Powertec Limited (“the Company”)
Declaration by CEO and CFO**

October 24, 2024

The Board of Directors
Saif Powertec Limited
72, Mohakhali C/A,
Rupayan Centre (8th Floor)
Dhaka-1212

Subject: Declaration on Financial Statements for the year ended on June 30, 2024

Dear Sir (s),

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

- (1) The Financial Statements of Saif Powertec Limited for the year ended on June 30, 2024 have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in the Bangladesh and any departure there from has been adequately disclosed;
- (2) The estimates and judgments related to the financial statements were made on a prudent and reasonable basis, in order for the financial statements to reveal a true and fair view;
- (3) The form and substance of transactions and the Company’s state of affairs have been reasonably and fairly presented in its financial statements;
- (4) To ensure above, the Company has taken proper and adequate care in installing a system of internal control and maintenance of accounting records;
- (5) Our internal auditors have conducted periodic audits to provide reasonable assurance that the established policies and procedures of the Company were consistently followed; and
- (6) The management’s use of the going concern basis of accounting in preparing the financial statements is appropriate and there exists no material uncertainty related to events or conditions that may cast significant doubt on the Company’s ability to continue as a going concern.

In this regard, we also certify that: -

- (i) We have reviewed the financial statements for the year ended on June 30, 2024 and that to the best of our knowledge and belief:
 - (a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (b) These statements collectively present true and fair view of the Company’s affairs and are in compliance with existing accounting standards and applicable laws.
- (ii) There are, to the best of knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the code of conduct for the company’s Board of Directors or its members.

Sincerely yours,



Tarafder Md. Ruhul Amin
Chief Executive Officer (CEO)



Md. Hasan Reza
Chief Financial Officer (CFO)



Ahmed Hoq | Chartered
Siddiqui & Co. | Accountants

**Report to the shareholders of
Saif Powertec Limited
On compliance on the Corporate Governance Code**

We have examined the compliance status to the Corporate Governance Code by Saif Powertec Limited for the year ended on 30 June 2024. This Code relates to the Notification No. **BSEC/CMRRCD/2006-158/207/Admin/80** dated 03 June 2018 of the Bangladesh Securities and Exchange Commission.

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

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

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

- a) The company has complied with the conditions of the Corporate Governance Code as stipulated in the above mentioned Corporate Governance Code issued by the Commission except condition no. 1(3);
- b) The company has complied with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of chartered Secretaries of Bangladesh (ICSB) as required by this Code;
- c) Proper books and records have been kept by the company as required under the Companies Act, 1994, the Securities Laws and other relevant laws;
- d) The governance of the company is highly satisfactory.

Date: December 24, 2024
Place: Dhaka


Mostaque Ahmed Sarwar, FCA
Partner
Ahmed Hoq Siddiqui & Co.
Chartered Accountants

301 MAR Garden, House 145, Road 3, Block A, Niketon, Gulshan, Dhaka. Cell: +88 01864 439 044, +88 01864 435 200
www.ahscabd.com

Saif Powertec Limited

Status of Compliance with the Corporate Governance Code (CGC)

For the Year ended 30th June, 2023

Status of compliance with the conditions imposed by the Commission's Notification No.

SEC/CMRRCD/2006-158/207/Admin/80 dated 3 June 2018 issued under section 2CC of the Securities and Exchange Ordinance, 1969:

(Report under Condition No. 9)

Condition No.	Title	Compliance Status (Put \checkmark in the appropriate column)		Remarks (if any)
		Complied	Not complied	
1.0	Board of Directors:			
1(1)	Board's Size: The number of the board members of the company shall not be less than 5 (five) and more than 20 (twenty).	\checkmark		There are 6 (Six) members in the Board.
1.2	Independent Directors:			
1(2)(a)	At least 2 (two) directors or one fifth (1/5) of the total number of directors in the company's board, which is higher, shall be independent directors; any fraction shall be considered to the next integer or whole number for calculating number of independent director(s).	\checkmark		There are 2 (two) Independent Directors in the Board
1(2) (b)	Without contravention of any provision of any other laws, for the purpose of this clause "independent director" means a director-			
1(2) (b)(i)	Who either does not hold any share in the company or holds less than one percent (1%) shares of the total paid-up shares of the company;	\checkmark		Does not hold any Shares
1(2) (b)(ii)	Who is not a sponsor of the company and is not connected with the company's any sponsor or director or shareholder who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship. His/her family members also should not hold above mentioned shares in the company:	\checkmark		
1(2) (b)(iii)	Who has not been an executive of the company in immediately preceding 2 (two) financial years	\checkmark		
1(2) (b)(iv)	Who does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary/associated companies.	\checkmark		Independent Directors have no relationship

1(2) (b)(v)	who is not a member or TREC (Trading Right Entitlement Certificate) holder, director or officer of any stock exchange	√		
1(2) (b)(vi)	who is not a shareholder, director excepting independent director or officer of any member or TREC holder of stock exchange or an intermediary of the capital market;	√		
1(2) (b)(vii)	who is not a partner or an executive or was not a partner or an executive during the preceding 3 (three) years of the concerned company's statutory audit firm or audit firm engaged in internal audit services or audit firm conducting special audit or professional certifying compliance of this Code;	√		
1(2) (b)(viii)	who is not independent director in more than 5 (five) listed companies;	√		
1(2) (b)(ix)	who has not been reported as a defaulter in the latest Credit Information Bureau (CIB) report of Bangladesh Bank non-payment of any loan or advance or obligation to a bank or Financial Institution; and	√		
1(2) (b)(x)	who has not been convicted for a criminal offence involving moral turpitude;	√		
1(2)(c)	The independent director(s) shall be appointed by the Board and approved by the shareholders in the Annual General Meeting (AGM): Provided that the Board shall appoint the Independent director, subject to prior consent of the commission, after due consideration of recommendation of the Nomination and Remuneration Committee (NRC) of the company;	√		
1(2)(d)	The post of independent director(s) cannot remain vacant for more than 90 (ninety) days; and	√		No Vacancy

1(2) (e)	The tenure of office of an independent director shall be for a period of 3 (three) years, which may be extended for 1 (one) tenure only: Provided that a former independent director may be considered for reappointment for another tenure after a time gap of one tenure, i.e., three years from his or her completion of consecutive two tenures [i.e. six years]: Provided further that the independent director shall not be subject to retirement by rotation as per the Companies Act, 1994.	√		
1.3	Qualification of Independent director			
1(3)(a)	Independent director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial laws, regulatory requirements and corporate laws and can make meaningful contribution to the business;	√		
1(3)(b)	Independent director shall have following qualifications:			
1(3)(b)(i)	Business Leader who is or was a promoter or director of an unlisted company having minimum paid-up capital of Tk. 100.00 million or any listed company or a member of any national or international chamber of commerce or registered business association; or	-	-	N/A
1(3)(b)(ii)	Corporate Leader who is or was a top-level executive not lower than Chief Executive Officer or Managing Director or Deputy Managing Director or Chief Financial Officer or Head of Finance or Accounts or Company Secretary or Head of Internal Audit and Compliance or Head of Legal Service or a candidate with equivalent position of an unlisted company having minimum paid up capital of Tk. 100.00 million or of a listed company; or	-	-	N/A

1(3)(b)(iii)	Former or existing official of government or statutory or autonomous or regulatory body in the position not below 5th Grade of the national pay scale, who has at least educational background of bachelor degree in economics or commerce or business or law; Provided that in case of appointment of existing official as independent director, it requires clearance from the organization where he or she is in services; or	-	-	Mr. Mohammad Saifur Rahman (B. Sc Engineering, Mechanical from BUET) appointed as an Independent Director and he was a former official of government in the position of 4th Grade of the National Pay Scale. Mr. Jalal Uddin Ahmed Chaudhury B. Sc Engineering from Chittagong Engineering appointed as an Independent Director and he was a former official of government in the position of 2 nd Grade of the National Pay Scale
1(3)(b)(iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law; or	-	-	N/A
1(3)(b)(v)	Professional who is or was an advocate practicing at least in the High Court Division of Bangladesh Supreme Court or a Chartered Accountant or Cost and Management Accountant or Chartered Financial Analyst or Chartered Certified Accountant or Certified Public Accountant or Chartered Management Accountant or Chartered Secretary or equivalent qualification;	-	-	N/A
1(3)(c)	The independent director shall have at least 10 (ten) years of experiences in any field mentioned in clause (b);	√		
1(3)(d)	In special cases, the above qualifications or experiences may be relaxed subject to prior approval of the Commission.			No such issue arose
1.4	Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer.			

1(4)(a)	The positions of the Chairperson of the Board and the Managing Director (MD) and/or Chief Executive Officer (CEO) of the company shall be filled by different individuals;	√		Mrs. Tarafder Nigar Sultana, Chairperson and Mr. Tarafder Md. Ruhul Amin, Managing Director
1(4)(b)	The Managing Director (MD) and/or Chief Executive Officer (CEO) of a listed company shall not hold the same position in another listed company;	√		
1(4)(c)	The Chairperson of the Board shall be elected from among the non-executive directors of the company;	√		
1(4)(d)	The Board shall clearly define respective roles and responsibilities of the Chairperson and the Managing Director and/or Chief Executive Officer;	√		
1(4)(e)	In the absence of the Chairperson of the Board, the remaining members may elect one of themselves from non-executive directors as Chairperson for that particular Board's meeting; the reason of absence of the regular Chairperson shall be duly recorded in the minutes.			No such issue arose
1.5	The Directors' Report to Shareholders			
	The Board of the company shall include the following additional statements or disclosures in the Directors' Report prepared under section 184 of the Companies Act, 1994 (Act No. XVIII of 1994):			
1(5)(i)	An industry outlook and possible future developments in the industry;	√		Stated in the Directors' Report
1(5) (ii)	The segment-wise or product-wise performance;	√		Do
1(5) (iii)	Risks and concerns including internal and external risk factors, threat to sustainability and negative impact on environment, if any;	√		Do
1(5) (iv)	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin, where applicable;	√		Do
1(5) (v)	A discussion on continuity of any extraordinary activities and their implications (gain or loss);	√		Do

1(5) (vi)	A detailed discussion on related party transactions along with a statement showing amount, nature of related party, nature of transactions and basis of transactions of all related party transactions;	√		Do
1(5)(vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or any other instruments;			N/A
1(5)(viii)	An explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Share Offer, Direct Listing, etc.;	√		
1(5)(ix)	An explanation on any significant variance that occurs between Quarterly Financial performances and Annual Financial Statements	√		
1(5)(x)	A statement of remuneration paid to the directors including independent directors;	√		Independent Directors has not taken any remuneration except meeting fee.
1(5) (xi)	A statement that the financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes in equity;	√		
1(5) (xii)	A statement that proper books of account of the issuer company have been maintained;	√		
1(5) (xiii)	A statement that appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment;	√		
1(5) (xiv)	A statement that International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there from has been adequately disclosed;	√		
1(5) (xv)	A statement that the system of internal control is sound in design and has been effectively implemented and monitored;	√		

1(5)(xvi)	A statement that minority shareholders have been protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly and have effective means of redress	√		
1(5) (xvii)	A statement that there is no significant doubt upon the issuer company's ability to continue as a going concern, if the issuer company is not considered to be a going concern, the fact along with reasons there of shall be disclosed;	√		
1(5)(xviii)	An explanation that significant deviations from the last year's operating results of the issuer company shall be highlighted and the reasons thereof shall be explained;	√		
1(5)(xix)	A statement where key operating and financial data of at least preceding 5 (five) years shall be summarized;	√		
1(5) (xx)	An explanation on the reasons if the issuer company has not declared dividend (cash or stock) for the year;			The Board of Director recommended 1% Cash Dividend for the year June 30, 2024
1(5) (xxi)	Board's statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend;	√		Stated in the Directors' Report
1(5) (xxii)	The total number of Board meetings held during the year and attendance by each director;	√		18 (Eighteen) Board meeting held.
1(5) (xxiii)	A report on the pattern of shareholding disclosing the aggregate number of shares (along with name-wise details where stated below) held by:			Stated in the Annual Report
1(5) (xxiii)(a)	Parent/Subsidiary/Associated Companies and other related parties (name wise details).	√		Stated in the Annual Report
1(5) (xxiii)(b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and their spouses and minor children (name wise details)	√		Stated in the Annual Report
1(5) (xxiii)(c)	Executives; and	√		Stated in the Annual Report

1(5) (xxiii)(d)	Shareholders holding ten percent (10%) or more voting interest in the company (name wise details).	√		Stated in the Annual Report
1(5) (xxiv)	In case of the appointment or reappointment of a director, a disclosure on the following information to the shareholders:			Stated in the Annual Report
1(5) (xxiv)(a)	A brief resume of the directors.	√		Stated in the Annual Report
1(5) (xxiv)(b)	Nature of his/her expertise in specific functional areas; and	√		Stated in the Annual Report
1(5) (xxiv)(c)	Names of companies in which the person also holds the directorship and the membership of committees of the board.	√		Stated in the Annual Report
1(5) (xxv)	A Management's Discussion and Analysis signed by CEO or MD presenting detailed analysis of the company's position and operations along with a brief discussion of changes in the financial statements, among others, focusing on:	√		Stated in the Annual Report
1(5) (xxv)(a)	Accounting policies and estimation for preparation of financial statements;	√		Stated in the Annual Report
1(5) (xxv)(b)	Changes in accounting policies and estimation, if any, clearly describing the effect on financial performance or results and financial position as well as cash flows in absolute figure for such changes;	√		Stated in the Annual Report
1(5) (xxv)(c)	Comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediately preceding five years explaining reasons thereof;	√		Stated in the Annual Report
1(5) (xxv)(d)	Compare such financial performance or results and financial position as well as cash flows with the peer industry scenario;	√		Stated in the Annual Report
1(5) (xxv)(e)	Briefly explain the financial and economic scenario of the country and the globe;	√		Stated in the Annual Report
1(5) (xxv)(f)	Risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company; and	√		Stated in the Annual Report

1(5) (xxv)(g)	Future plan or projection or forecast for company's operation, performance and financial position, with justification thereof, i.e., actual position shall be explained to the shareholders in the next AGM;	√		Stated in the Annual Report
1(5) (xxvi)	Declaration or certification by the CEO and the CFO to the Board as required under condition No. 3(3) shall be disclosed as per Annexure-A; and	√		Stated in the Annual Report
1(5) (xxvii)	The report as well as certificate regarding compliance of conditions of this Code as required under condition No. 9 shall be disclosed as per Annexure-B and Annexure-C.	√		Stated in the Annual Report
1(5) (xxviii)	The Director' report to the shareholders does not require to include the business strategy or technical specification related to product or services, which have business confidentiality	√		Stated in the Annual Report
1(6)	Meetings of the Board of Directors: The company shall conduct its Board meetings and record the minutes of the meetings as well as keep required books and records in line with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of this Code	√		
1.7	Code of Conduct for the Chairperson, other Board members and Chief Executive Officer			
1(7)(a)	The Board shall lay down a code of conduct, based on the recommendation of the Nomination and Remuneration Committee (NRC) at condition No. 6, for the Chairperson of the Board, other board members and Chief Executive Officer of the company;	√		
1(7)(b)	The code of conduct as determined by the NRC shall be posted on the website of the company including, among others, prudent conduct and behavior; confidentiality; conflict of interest; compliance with laws, rules and regulations; prohibition of insider trading; relationship with environment, employees, customers and suppliers; and independency.	√		

2.0	Governance of Board of Directors of Subsidiary Company			
2(a)	Provisions relating to the composition of the Board of the holding company shall be made applicable to the composition of the Board of the subsidiary company;	√		
2(b)	At least 1 (one) independent director on the Board of the holding company shall be a director on the Board of the subsidiary company;	√		
2(c)	The minutes of the Board meeting of the subsidiary company shall be placed for review at the following Board meeting of the holding company;	√		
2(d)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also;	√		
2(e)	The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company.	√		
3.0	Managing Director (MD) or Chief Executive Officer (CEO), Chief Financial Officer (CFO), Head of Internal Audit and Compliance (HIAC) and Company Secretary (CS)			
3(1)	Appointment			
3(1)(a)	The Board shall appoint a Managing Director (MD) or Chief Executive Officer (CEO), a Company Secretary (CS), a Chief Financial Officer (CFO) and a Head of Internal Audit and Compliance (HIAC);	√		In Practice
3(1)(b)	The positions of the Managing Director (MD) or Chief Executive Officer (CEO), Company Secretary (CS), Chief Financial Officer (CFO) and Head of Internal Audit and Compliance (HIAC) shall be filled by different individuals;	√		Do
3(1)(c)	The MD or CEO, CS, CFO and HIAC of a listed company shall not hold any executive position in any other company at the same time: “Provided that CFO or CS of any listed company may be appointed for the same position in any other listed or non-listed company under the same group for reduction of cost or for technical expertise, with prior approval of the Commission: Provided further that the remuneration and perquisites of the said CFO or CS shall be shared by appointing companies proportionately;”	√		

3(1)(d)	The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS;	√		
3(1)(e)	The MD or CEO, CS, CFO and HIAC shall not be removed from their position without approval of the Board as well as immediate dissemination to the Commission and stock exchange(s)			No such incidence arose.
3(2)	Requirement to attend Board of Directors' Meetings: The MD or CEO, CS, CFO and HIAC of the company shall attend the meetings of the Board: Provided that the CS, CFO and/or the HIAC shall not attend such part of a meeting of the Board which involves consideration of an agenda item relating to their personal matters	√		In Practice
3.3	Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO)			
3(3)(a)	The MD or CEO and CFO shall certify to the Board that they have reviewed financial statements for the year and that to the best of their knowledge and belief:	√		Certify by CEO and CFO
3(3)(a)(i)	These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and	√		Do
3(3)(a)(ii)	These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws;	√		Do
3(3)(b)	The MD or CEO and CFO shall also certify that there are, to the best of knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board or its members;	√		Do
3(3)(c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report.	√		Do
4.0	Board of Directors' Committee For ensuring good governance in the company, the Board shall have at least following sub-committees:			
4(i)	Audit Committee; and	√		
4(ii)	Nomination and Remuneration Committee.	√		

5.0	Audit Committee			
5 (1)	Responsibility to the Board of Directors:			
5 (1)(a)	The company shall have an Audit Committee as a sub-committee of the Board;	√		
5 (1)(b)	The Audit Committee shall assist the Board in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business;	√		
5 (1)(c)	The Audit Committee shall be responsible to the Board; the duties of the Audit Committee shall be clearly set forth in writing.	√		
5 (2)	Constitution of the Audit Committee:			
5 (2)(a)	The Audit Committee shall be composed of at least 3 (three) members;	√		
5 (2)(b)	The Board shall appoint members of the Audit Committee who shall be non-executive directors of the company excepting Chairperson of the Board and shall include at least 1 (one) independent director;	√		Non-Executive Directors are appointed by the Board
5 (2)(c)	All members of the audit committee should be “financially literate” and at least 1 (one) member shall have accounting or related financial management background and 10 (ten) years of such experience;	√		
5 (2)(d)	When the term of service of any Committee member expires or there is any circumstance causing any Committee member to be unable to hold office before expiration of the term of service, thus making the number of the Committee members to be lower than the prescribed number of 3 (three) persons, the Board shall appoint the new Committee member to fill up the vacancy immediately or not later than 60 (sixty) days from the date of vacancy in the Committee to ensure continuity of the performance of work of the Audit Committee;”			No such vacancy arose
5 (2)(e)	The company secretary shall act as the secretary of the Committee;	√		
5 (2)(f)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director.	√		
5 (3)	Chairperson of the Audit Committee:			
5 (3)(a)	The Board shall select 1 (one) member of the Audit Committee to be Chairperson of the Audit Committee, who shall be an independent director;	√		

5 (3)(b)	In the absence of the Chairperson of the Audit Committee, the remaining members may elect one of themselves as Chairperson for that particular meeting, in that case there shall be no problem of constituting a quorum as required under condition No. 5(4)(b) and the reason of absence of the regular Chairperson shall be duly recorded in the minutes.			No such incidence arose.
5 (3)(c)	Chairperson of the Audit Committee shall remain present in the Annual General Meeting (AGM):	√		Present
5 (4)	Meeting of the Audit Committee:			
5 (4) (a)	The Audit Committee shall conduct at least its four meetings in a financial year:	√		4 (Four) meeting held in the reporting year.
5 (4)(b)	The quorum of the meeting of the Audit Committee shall be constituted in presence of either two members or two third of the members of the Audit Committee, whichever is higher, where presence of an independent director is a must.	√		
5 (5)	Role of Audit Committee:			
5 (5)(a)	The Audit Committee shall: Oversee the financial reporting process;	√		
5 (5)(b)	Monitor choice of accounting policies and principles;	√		
5 (5)(c)	Monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report;	√		
5 (5)(d)	Oversee hiring and performance of external auditors;	√		
5 (5)(e)	Hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption;	√		
5 (5)(f)	Review along with the management, the annual financial statements before submission to the Board for approval;	√		
5 (5)(g)	Review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval;	√		
5 (5)(h)	Review the adequacy of internal audit function;	√		
5 (5)(i)	Review the Management's Discussion and Analysis before disclosing in the Annual Report;	√		
5 (5)(j)	Review statement of all related party transactions submitted by the management;	√		

5 (5)(k)	Review Management Letters or Letter of Internal Control weakness issued by statutory auditors;			No such event found
5 (5)(l)	Oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors; and	√		
5 (5)(m)	Oversee whether the proceeds raised through Initial Public Offering (IPO) or Repeat Public Offering (RPO) or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission: Provided that the management shall disclose to the Audit Committee about the uses or applications of the proceeds by major category (capital expenditure, sales and marketing expenses, working capital, etc.), on a quarterly basis, as a part of their quarterly declaration of financial results: Provided further that on an annual basis, the company shall prepare a statement of the proceeds utilized for the purposes other than those stated in the offer document or prospectus for publication in the Annual Report along with the comments of the Audit Committee.	√		
5.6	Reporting of the Audit Committee			
5 (6)(a)	Reporting to the Board of Directors:			
5 (6)(a)(i)	The Audit Committee shall report on its activities to the Board.	√		
5 (6)(a)(ii)	The Audit Committee shall immediately report to the Board on the following findings, if any:			
5 (6)(a)(ii)(a)	Report on conflicts of interests;			No such event occurred
5 (6)(a)(ii)(b)	Suspected or presumed fraud or irregularity or material defect identified in the internal audit and compliance process or in the financial statements			No such event occurred
5 (6)(a)(ii)(c)	Suspected infringement of laws, regulatory compliances including securities related laws, rules and regulations; and			No such event occurred
5 (6)(a)(ii)(d)	Any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately			No such event occurred

5 (6)(b)	Reporting to the Authorities: If the Audit Committee has reported to the Board about anything which has material impact on the financial condition and results of operation and has discussed with the Board and the management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall report such finding to the Commission, upon reporting of such matters to the Board for three times or completion of a period of 6 (six) months from the date of first reporting to the Board, whichever is earlier.			No such event found
5 (7)	Reporting to the Shareholders and General Investors: Report on activities carried out by the Audit Committee, including any report made to the Board under condition No. 5(6)(a)(ii) above during the year, shall be signed by the Chairperson of the Audit Committee and disclosed in the annual report of the issuer company.	√		
6.0	Nomination and Remuneration Committee (NRC).			
6(1)	Responsibility to the Board of Directors:			
6(1)(a)	The company shall have a Nomination and Remuneration Committee (NRC) as a subcommittee of the Board;	√		
6(1)(b)	The NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top-level executive as well as a policy for formal process of considering remuneration of directors, top level executive;	√		
6(1)(c)	The Terms of Reference (ToR) of the NRC shall be clearly set forth in writing covering the areas stated at the condition No. 6(5)(b)	√		Stated in the Annual Report
6(2)	Constitution of the NRC:			
6(2)(a)	The Committee shall comprise of at least three members including an independent director;	√		
6(2)(b)	At least 02 (two) members of the Committee shall be non-executive directors;	√		
6(2)(c)	Members of the Committee shall be nominated and appointed by the Board;	√		
6(2)(d)	The Board shall have authority to remove and appoint any member of the Committee	√		

6(2)(e)	In case of death, resignation, disqualification, or removal of any member of the Committee or in any other cases of vacancies, the board shall fill the vacancy within 180 (one hundred eighty) days of occurring such vacancy in the Committee;			No such vacancy arose.
6(2)(f)	The Chairperson of the Committee may appoint or co-opt any external expert and/or member(s) of staff to the Committee as advisor who shall be non-voting member, if the Chairperson feels that advice or suggestion from such external expert and/or member(s) of staff shall be required or valuable for the Committee	√		
6(2)(g)	The company secretary shall act as the secretary of the Committee;	√		
6(2)(h)	The quorum of the NRC meeting shall not constitute without attendance of at least an independent director;	√		
6(2)(i)	No member of the NRC shall receive, either directly or indirectly, any remuneration for any advisory or consultancy role or otherwise, other than Director's fees or honorarium from the company.	√		
6(3)	Chairperson of the NRC:			
6(3)(a)	The Board shall select 1 (one) member of the NRC to be Chairperson of the Committee, who shall be an independent director;	√		
6(3)(b)	In the absence of the Chairperson of the NRC, the remaining members may elect one of themselves as Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes;			No such incident arose
6(3)(c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders: Provided that in absence of Chairperson of the NRC, any other member from the NRC shall be selected to be present in the annual general meeting (AGM) for answering the shareholder's queries and reason for absence of the Chairperson of the NRC shall be recorded in the minutes of the AGM	√		Attend in the last AGM
6(4)	Meeting of the NRC:			
6(4)(a)	The NRC shall conduct at least one meeting in a financial year;	√		1 (one) Meeting held in the financial year.

6(4)(c)	The quorum of the meeting of the NRC shall be constituted in presence of either two members or two third of the members of the Committee, whichever is higher, where presence of an independent director is must as required under condition No. 6(2)(h);	√		In practice
6(4)(d)	The proceedings of each meeting of the NRC shall duly be recorded in the minutes and such minutes shall be confirmed in the next meeting of the NRC	√		Do
6(5)	Role of the NRC:			Do
6(5)(a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders;	√		Do
6(5)(b)	NRC shall oversee, among others, the following matters and make report with recommendation to the Board;	√		Do
6(5)(b)(i)	Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the Board, relating to the remuneration of the directors, top level executive, considering the following:			Do
6(5)(b)(i)(a)	The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully;	√		Do
6(5)(b)(i)(b)	The relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and	√		Do
6(5)(b)(i)(c)	Remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;	√		Do
6(5)(b)(ii)	Devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;	√		Do
6(5)(b)(iii)	Identifying persons who are qualified to become directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the Board;	√		Do
6(5)(b)(iv)	Formulating the criteria for evaluation of performance of independent directors and the Board;	√		Do

6(5)(b)(v)	Identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria; and	√		Do
6(5)(b)(vi)	Developing, recommending and reviewing annually the company's human resources and training policies;	√		Do
6(5)(c)	The company shall disclose the nomination and remuneration policy and the evaluation criteria and activities of NRC during the year at a glance in its annual report.	√		Do
7.0	External or Statutory Auditors			
7(1)	The issuer company shall not engage its external or statutory auditors to perform the following services of the company, namely: -			Declared by the Auditor's
7(1)(i)	appraisal or valuation services or fairness opinions;	√		Do
7(1)(ii)	Financial information systems design and implementation;	√		Do
7(1)(iii)	Book-keeping or other services related to the accounting records or financial statements;	√		Do
7(1)(iv)	Broker-dealer services;	√		Do
7(1)(v)	Actuarial services;	√		Do
7(1)(vi)	Internal audit services or special audit services;	√		Do
7(1)(vii)	Any service that the Audit Committee determines;	√		Do
7(1)(viii)	Audit or certification services on compliance of corporate governance as required under condition No. 9(1); and	√		Do
7(1)(ix)	Any other service that creates conflict of interest.	√		Do
7(2)	No partner or employees of the external audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of that company; his or her family members also shall not hold any shares in the said company: Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law shall be considered as family members	√		Do
7(3)	Representative of external or statutory auditors shall remain present in the Shareholders' Meeting (Annual General Meeting or Extraordinary General Meeting) to answer the queries of the shareholders.	√		Attended in the last AGM
8.0	Maintaining a website by the Company.			

8(1)	The company shall have an official website linked with the website of the stock exchange.	√		In Practice
8(2)	The company shall keep the website functional from the date of listing.	√		Do
8(3)	The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange(s).	√		Do
9.0	Reporting and Compliance of Corporate Governance.			
9(1)	The company shall obtain a certificate from a practicing Professional Accountant or Secretary (Chartered Accountant or Cost and Management Accountant or Chartered Secretary) other than its statutory auditors or audit firm on yearly basis regarding compliance of conditions of Corporate Governance Code of the Commission and shall such certificate shall be disclosed in the Annual Report.	√		
9(2)	The professional who will provide the certificate on compliance of this Corporate Governance Code shall be appointed by the shareholders in the annual general meeting	√		
9(3)	The directors of the company shall state, in accordance with the Annexure-C attached, in the directors' report whether the company has complied with these conditions or not.	√		

Audit Committee Report:

The Audit Committee of Saif Powertec Limited is appointed by the Board of Directors, as recommended by Bangladesh Securities and Exchange Commission (BSEC) notification. The Audit Committee ensuring good governance of the Company and it is a sub-committee of the Board. The Audit Committee consists of three members, of which one is independent director who is chairperson of the committee. Meetings of the Committee were attended by the Managing Director, Chief Financial Officer of the Company on invitation.

The Composition of the Audit Committee

The terms of reference of Audit Committee have been set up by the Board of Directors in accordance with BSEC notification. The existing members of the committee are:

Chairperson	: Mr. Jalal Uddin Ahmed Choudhury
Member	: Mr. Mohammad Saifur Rahman
Member	: Mr. Tarafder Md. Ruhul Saif
Member	: Mrs. Rubya Chowdhury
Member Secretary	: Mr. F. Md. Salehin

Four (4) meetings of Audit Committee were held during the year under review. In all meetings internal auditor gave presentation to the committee which covered internal audit plan, number of audits carried out during the year, audit observations, audit recommendations and status of its implementation. Audit Committee also met external auditor to discuss their observations on statutory audit and their recommendations for improvement.

Role of Audit Committee

The Audit Committee is empowered with Boards oversight responsibility to investigate any activity within its terms of reference. The Committee reports to Board of Directors as per terms of reference, on the activities assigned. The role of the committee includes:

- Review the financial statement with respect to presentation, disclosure and accuracy of data.
- Monitor and review effectiveness of internal and external audit.
- Review effectiveness of the financial internal control of the Company.
- Review effectiveness of risk management system of the Company.
- Review ethical standard and procedures to ensure compliance with regulatory and financial reporting requirements.
- Any other activities as per audit committee charter.

Meeting

There were four meetings during the period. The quorum shall be not less than two directors, one of whom, at least, shall be independent director.

The audit committee may invite such other person (e.g., the CEO, CFO, internal auditor) to its meetings, as it deems necessary. The external auditor shall sometimes, normally attend the meetings of the committee at which it communicates audit risks and planning and the full year results. Company Secretary shall act as the secretary of the committee.

Activities carried out by the Audit Committee:

Audit Committee acted as per guideline mentioned in the charter of the Committee. The Committee reviewed effectiveness of internal control and external audit procedures and reports thereon and regularly updates the Board of Directors on their observations and status of control environment. The members of Committee were apprised duly by:

- The external auditor on accounting policies, internal controls, compliance of statutory provisions of law and other regulatory authorities, Compliance of IAS and IFRS and appropriateness of disclosure in the Financial Statements. The committee reviewed the audit findings and management responses.
- The Chief Financial Officer on financial performance of the Company for the period under review.

Reporting

Pursuant to condition # 5(6)(a) of the Corporate Governance Code–2018 issued by BSEC, the Committee reports that it did not find any conflict of interest, any fraud, irregularity or material defect in the internal control system. There also are no infringement of laws, rules and regulations.

After due verification Audit Committee formed the opinion that adequate financial control and procedures are in place to provide reasonable assurance that the Company's resources are safeguarded and the financial position of the Company is well managed.

On behalf of the Audit Committee.



Jalal Uddin Ahmed Choudhury
Chairperson, Audit Committee

Report on the Nomination & Remuneration Committee (NRC):

The Nomination & Remuneration Committee of Saif Powertec Limited is appointed by the Board of Directors, as required by Corporate Governance Code of Bangladesh Securities and Exchange Commission (BSEC) notification. The NRC consists of three members, of whom one is independent director who is the chairperson of the committee and other two are non-executive directors. Company Secretary is the secretary of the committee.

Pursuant to code 6.5(c) of the codes of corporate governance, the Nomination & Remuneration Policy of the Company is presented hereunder at a glance:

Nomination & Remuneration Committee (NRC)

The Nomination & Remuneration Committee (NRC) was set up with clear terms of reference. The NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top-level executive as well as a policy for formal process of considering remuneration of directors, top level executive. The Nomination and Remuneration Committee (NRC) shall conduct at least one meeting a year, consider its own act and terms of reference to ensure that it is functioning at maximum usefulness and recommend any updates necessary to the Board for consent.

During the year, NRC recommended all Directors including Independent Director and Managing director to the Board as required to identify individuals who are qualified to become Directors in accordance with the nomination criteria laid down, and recommend their appointment/re-appointment and removal to the Board.

The Composition of the NRC

The Board of Directors has appointed the Nomination & Remuneration Committee comprising three members including of whom one is independent director who is the chairperson of the committee and other two are non-executive directors. Company Secretary is the secretary of the committee. The following members of the Committee are:

Chairperson	: Mr. Mohammad Saifur Rahman
Member	: Mr. Jalal Uddin Ahmed Choudhury
Member	: Mrs. Rubya Chowdhury
Member	: Mr. Tarafder Md. Ruhul Saif
Member Secretary	: Mr. F. Md. Salehin

The Responsibilities of the Nomination Committee

The Committee shall be independent and responsible or accountable to the Board and to the Shareholders. The responsibilities of the Committee are as follows:

- Review and recommend the size and composition of the Board, including review of Board succession plans and the succession of the Chairperson.
- Review and recommend a policy to the Board relating to the nomination criteria for determining qualifications, positive attributes, experiences and Independence of Directors and top-level executives.
- Assist the Board as required to identify individuals who are qualified to become Directors and who may be appointed in top level executive position in accordance with the nomination criteria laid down, and recommend their appointment/re-appointment and removal to the Board.
- Review and recommend to the Board the policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality.

- Review the Code of Conduct of Board on a periodic basis, and recommend any amendments for Board consideration.
- Ensure that an effective induction process is in place for any newly appointed Director and regularly review its effectiveness.
- Identifying the Company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria.
- Developing, recommending and reviewing annually the Company's human resources and training policies.
- Review and recommend a policy to Board relating to the remuneration of the Directors and top-level executive, considering the following:
 - The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable Directors to run the Company successfully,
 - The relationship of remuneration to performance is clear and meets appropriate performance benchmarks, and
 - Remuneration to Directors and top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.
- Assist the Board to formulate the criteria for evaluation of performance of the Board including Independent Director.
- Review and recommend to the Board the meeting attendance fees for the Non-Executive Directors of the Board.
- Recommend a report to the Board on activities of the Committee during the financial year.
- Such other key issues/matters as may be referred by the Board or as may be necessary in view of the provisions of the Country's Laws, Rules and Regulations.

On behalf of the Nomination & Remuneration Committee



Mohammad Saifur Rahman
Chairperson
Nomination & Remuneration Committee (NRC)

Code of Conduct of Saif Powertec Limited

Applicability

This Code of Conduct (“this Code”) shall be called “The Code of Conduct for the Chair of the Board, other Board members and Chief Executive Officer of “Saif Powertec Limited”. This Code of Conduct is in compliance with the requirement of the Corporate Governance Code 2018 of the Bangladesh Securities and Exchange Commission.

Standards of Conduct:

The Company expects all Directors, Employees, Agents and Contractors to take steps for furthering safety and welfare of citizens and for ensuring a cooperative, efficient, positive, harmonious and productive work environment

Those who neglect or willfully breach this Code may be subject to corrective action, which may include termination.

Shareholder Value:

The Directors and Employees of the Company shall be fully committed to enhancing shareholder value and net worth. Every member of the Board and all employees shall take adequate steps and measures that would have been taken by a person of ordinary prudence towards achieving this objective.

Conflict of interest:

The Directors and Employees shall not participate in the decision-making process in respect of any subject matter where there is a conflict of interest between the interest of the Company and the personal interest of such persons. The Directors and Employees shall also not participate in taking decisions in respect of any matter or transaction involving an organization, firm or a person in which case such Directors or Employees may be deemed to be interested.

Gifts:

The Directors and Employees shall not accept any gift, hospitality or material benefits from any agent/contractors/vendors or other parties with whom the Company has a business relationship. Gifts customarily given on special occasions like New Year, Eid, Christmas, etc. not exceeding Tk 2,000/- in value or distributed generally and openly at ceremonies and a business lunch or dinner which is not excessive in nature shall not come under purview of this Clause. Participation by employees in general customer meets, seminars conferences organized by business partners an open invitation will also not fall under the purview of this clause.

Business Opportunity:

The Directors and Employees shall not take advantage of any business opportunity belonging to the Company and known to them to be so belonging.

Time and attention:

The whole-time Directors and Employees shall devote full time and attention to the affairs of the Company and shall not engage in any other profession or calling which impairs their ability to do so.

Quality:

Directors and Employees shall function so as to ensure that the Company preserves its reputation in the market, supplies quality products and valued services to the customers, both internal and external, and will continuously work towards enhancement of the Company’s goodwill.

Confidentiality and Information Handling:

Directors and Employees shall ensure that all information, which is made available by the Company to the public, is correct, and is free from ambiguity. Information related to the Company and not in the public domain will be generally treated as confidential. Confidential information will be deemed to be a valuable asset and shall be treated as such by all employees and Directors. The Company shall be entitled to take all such steps as may be required to prevent any unauthorized disclosure of information. Share confidential information when we are authorized to do so and there is a legitimate reason for doing so, do not discuss sensitive topics in public places and treat information from third parties with the same level of confidentiality and care as our own information.

Relationship with Environment:

Directors and Employees shall support environmentally friendly and energy efficient technologies and we seek to minimize carbon emissions from all parts of our operations. Secure sustainable waste management and we reuse, recycle or safely dispose of all electronic waste

Always consider the environment when purchasing, and we use sustainable criteria in our procurement processes for major contracts. Transparent about our environmental footprint, and we accurately report our environmental performance including energy use, carbon emissions, and waste/recycling. Focus on extreme weather and climate change and protect existing infrastructure and plan network expansion accordingly and shall be report immediately if we see an incident that is actively harming the environment.

Insider Trading

Directors and Employees do not trade, engage in tipping or suggest others should trade in any securities when in possession of inside information about Saif Powertec Limited. Treat all inside information that is not generally available to the investing public as proprietary and confidential and do not discuss sensitive topics in public places

Records:

Every Employee shall take necessary steps to preserve records as may be necessitated by law and the Company's business. Records include written documents, CDs, computer hard disks, USB drive, microfilm, microfiche and all other media.

Compliance with Laws, Rules and Regulations

The Directors and Employees shall take steps to ensure that the Company complies with applicable laws, regulations, rules and regulatory orders. They will also seek such compliance from the Company's contractors and agents.

All employees shall comply with applicable laws in Bangladesh and non-compliance will render them susceptible to action by the Company.

Utilization of Assets:

The Directors and employees shall ensure that the assets of the Company are utilized in the best interest of the Company and not for their personal benefit, unless specifically allocated for such purpose.

Non-Discrimination:

All other factors being equal, Directors and employees shall not discriminate on the basis of race, religion, colour, creed, sex, disability or marital status. Any form of sexual harassment is prohibited. Complaints of sexual harassment will be investigated and action taken against offending persons.

Benefits:

No Director or employee shall derive any undue benefit from the Company which would not be otherwise available to him or her in the course of the Company's business.

Enforcement

1. All the present Directors and employees of the Company shall be deemed to have accepted this Code. All other persons who may become Directors and employees shall be deemed to have accepted the Code from the date when they become Director or employee of the Company.
2. The Company Secretary shall be the compliance officer for the purpose of this Code.
3. All Directors and Managers will have to make an annual affirmation of the Code. Any person aware of violation of the Code may lodge a written complaint with the Compliance Officer.
4. The Company may suo motu undertake internal investigation or enquiry in respect of suspected breach of the Code.
5. This Code may be amended by the Board of Directors of the Company.

DIVIDEND DISTRIBUTION POLICY

Introduction:

In compliance with the Directives No. BSEC/CMRRCD/2021-386/03 of Bangladesh Securities and Exchange Commission (BSEC) dated January 14, 2021; SAIF Powertec Limited formulated a policy known as “**Dividend Distribution Policy**”. The highlights of the said policy are given below:

Purpose:

The purpose of the policy is to comply with the Directives of Bangladesh Securities and Exchange Commission (BSEC). The parameters set out in the policy are applicable for distribution of dividend.

Dividend Recommendation and Approval process:

Dividend to be recommended and approved as per applicable Acts and Regulatory Directives issued by BSEC from time to time.

Entitlement of Dividend:

Shareholders whose names shall appear in the Members Register of the Company or in the Depository Register of CDBL on the ‘Record Date’ of the respective year’s AGM will receive entitled dividend.

Process of Distribution of Cash Dividend:

Cash dividend shall be paid directly to the bank account within 30 (thirty) days from the date of approval by the Shareholders in the AGM subject to comply of circulars/ directives of BSEC or other regulatory authority from time to time.

- Through Bangladesh Electronic Funds Transfer Network (BEFTN);
- Through Bank Transfer or any Electronic Payment System as recognized by the Bangladesh Bank (if not possible through BEFTIN);
- In case of margin loan and claim by loan provider, through the Consolidated Customer’s Bank Account (CCBA);
- To the separate Bank Account of the Merchant Banker or Portfolio Manager through BEFTN;
- Through the security custodian following guidelines of Foreign Exchange Regulation for non-resident sponsor, director, shareholder, unit holder or foreign portfolio investor (FPI) in compliance with Rules, Regulations in this regard;
- Through issuance of Cash Dividend warrant and send it through post in case of non-availability of information of the shareholder or unit holder.
- Amount of declared cash dividend payable for the concerned year/period shall be kept in a separate Bank Account as per circular of BSEC or other regulatory authority from time to time.

Manner and procedure of stock dividend distribution:

The stock dividend shall be credited within 30 (thirty) days of approval subject to the clearance of the regulatory requirement.

- To the BO account;
- To the suspense BO Account for undistributed or unclaimed stock dividend/bonus shares. A new Suspense BO Account has been opened in every year for the respective year’s suspense shares;
- The bonus dividend shall be transferred to the suspense BO account if BO account is not available or BO account is inactive;
- The sale proceeds of fractional bonus dividend shall be paid off as per circular of BSEC or other regulatory authority from time to time.

Unpaid or unclaimed of unsettled cash dividend:

Unpaid or unclaimed of unsettled cash dividends shall be settled as per instructions of BSEC or other regulatory authority from time to time.

Unpaid or unclaimed of unsettled stock dividend:

Unpaid or unclaimed of unsettled stock dividends shall be settled as per instructions of BSEC or other regulatory authority from time to time.

Tax matters:

Tax will be deducted at source as per applicable tax laws.

Submission of Dividend Distribution Compliance Report:

In-compliance with the Dhaka Stock Exchange (Listing) Regulation-2015 and Chittagong Stock Exchange (Listing) Regulation-2015 SAIF Powertec Limited has been submitted a Dividend Distribution Compliance Report to BSEC, DSE and CSE within 7 (Seven) Working days from the date of completion of dividend distribution of the concerned years. This report shall submit to BSEC, DSE and CSE in a specified format issued by the regulator (s) within stipulated time.

Amendments / Modifications:

To the extent any change/amendment is required in terms of any applicable law or change in regulations, the applicable law and regulations would prevail over the policy and the provisions in the policy would be modified in due course to make it consistent with the law of the land. Such amended policy shall be placed before the Board for approval.

Disclosure Policy:

The Dividend Distribution Policy has available on the Company's website and annexed.

Summary of Unclaimed Dividend:

As of 30.06. 2024 total amount of unclaimed dividend is Taka 23,561,373 laying with respective year's Bank Accounts.

BANGLADESH ASSOCIATION OF PUBLICLY LISTED COMPANIES

Ref. No: CM-2024/007



Date of issue : January 9, 2024

Renewed Certificate

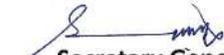
This is to certify that

SAIF POWERTEC LIMITED

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

This certificate remains current until 31st December 2024.




Secretary General

Credit Rating Report (10th Surveillance) Saif Powertec Limited

Particular	Rating	Remark
Saif Powertec Limited	A ₂	-
BDT 3,641.3 million Long-term Outstanding	A ₂ (Lr)	
BDT 1,854.8 million Short-term Funded Limit	ST-3	Vide Appendix-1
BDT 4,550.6 million Short-term Non-funded Limit	ST-3	
Outlook	Stable	-

Lr: Loan Rating, *ST* - Short Term

Date of Rating: 25 April, 2024.

Validity: 24 April, 2025.

Rating Based on: 3 years audited financial statement (FYE 30/06/2023, FYE 30/06/2022 and FYE 30/06/2021), bank liability position as on 16 April 2024, and other quantitative as well as qualitative information up to the date of rating declaration.

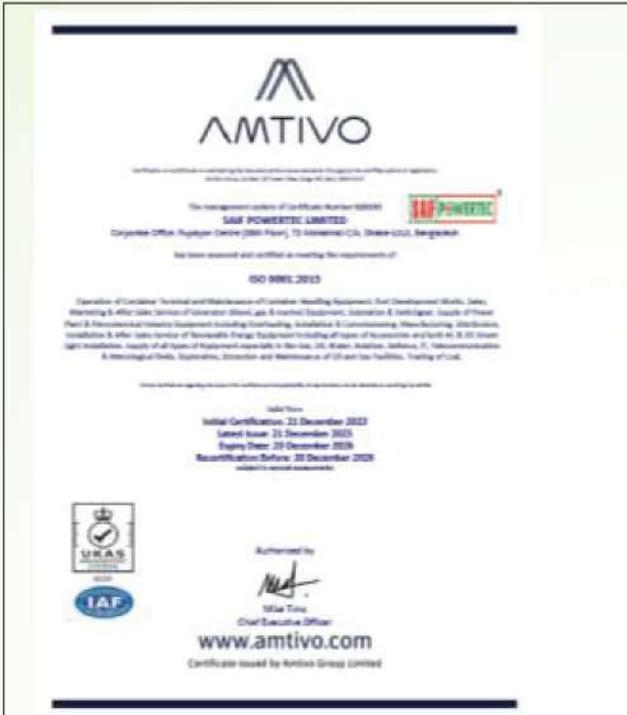
Methodology: CRAB's Corporate Rating Methodology (www.crab.com.bd)

Analysts:

Mir Arif Billah
mab@crab.com.bd

Md. Abdur Rahman Evan
evan@crabrating.com

ISO & Compliances Certification Status of SAIF Powertec Ltd.



Quality Management System- ISO 9001:2015



Environmental Management System- ISO 14001:2015



CERTIFICATE OF REGISTRATION

This is to certify that the Occupational Health & Safety Management System of

SAIF POWERTEC SAIF POWERTEC LIMITED

Corporate Office: 72, Mohakhali C/A, Rupayan Centre (8th Floor), Dhaka, Bangladesh.
Site-1: Khawaja Tower (2nd Floor), 95 Mohakhali C/A, Dhaka.
Site-2: Makkah Madinah Trade Centre (17th Floor), 78 Agrabad C/A, Chattogram
has been assessed and registered by Frenchcert as conforming to the requirements of:

ISO 45001:2018
For the following Scope

"Operation of Container Terminal and Maintenance of Container Handling Equipment, Port Development Works, Sales, Marketing & After Sales Service of Generator (diesel, gas & marine) Equipment, Substation & Switchgear, Supply of Power Plant & Petrochemical Industry Equipment including Overhauling, Installation & Commissioning, Manufacturing, Distribution, Installation & After Sales Service of Renewable Energy Equipment including all types of Accessories, Supply of all types of Equipment especially in the Gas, Oil, Water, Aviation, Defense, IT, Telecommunication & Metrological fields, Exploration, Extraction and Maintenance of Oil and Gas Facilities."

Certificate Number : 2205090800301
Issue Date: 09th May, 2022
Valid Until: 08th May, 2025
1st Surveillance on or before: 09th Apr, 2023
2nd Surveillance on or before: 09th Apr, 2024
Revision: 00



Director
FrenchCerti UK Ltd.

FrenchCerti UK Ltd. is a FrenchCerti UK Ltd. (UK) Limited, Registered in England & Wales, 15-17 Station Square, Covent Garden, London, England, WC2E 9JQ, UK. Email: info@frenchcert.com

FrenchCerti UK Ltd. is a FrenchCerti UK Ltd. (UK) Limited, Registered in England & Wales, 15-17 Station Square, Covent Garden, London, England, WC2E 9JQ, UK. Email: info@frenchcert.com

Certificate Sertifikat cepruđpaukar Chng chi



Health & Safety Management System-ISO 45001:2018



This is to Certify that the Information Security Management System of

SAIF POWERTEC SAIF POWERTEC LIMITED

Corporate Office: Rupayan Center (8th Floor), 72 Mohakhali C/A, Dhaka-1212, Bangladesh
Site-1: Khawaja Tower (3rd Floor), 95 Mohakhali C/A, Dhaka-1212, Bangladesh
Site-2: Makkah Madinah Trade Center, 17th Floor, 78 Agrabad C/A, Chattogram, Bangladesh

has been independently assessed and registered by B-ADVANCY as conforming to the requirements of

ISO/IEC 27001:2022

For the following Scope:

"Container Terminal Operation & Container Handling Equipment's Maintenance Management of Chattogram Port including Pangaon Inland Container Terminal and Kamapur Inland Container Depot"
"SoA Ver 1.0 (05/05/2024)"

Certificate No. : 2407115BD
Date of initial registration : 25th July 2024
Date of this certificate : 25th July 2024
Date of expiry : 24th July 2027
1st Surveillance audit on or before : 25th June 2025
2nd Surveillance audit on or before : 25th June 2026

Validity of the certificate is subject to completion of surveillance audit on or before the due date. In case the surveillance audit is not conducted, this certificate shall be suspended/subject to withdrawal.



Signature
Director



This Certificate is the property of B-ADVANCY Certifications UK Ltd. and shall be returned immediately when demanded.

B-ADVANCY Certifications UK Limited, Registered in England and Wales
15-17 Station Square, Covent Garden, London, England, WC2E 9JQ, UK
Tel: +44 20 45218304, Email: info@badvancy.com
Website: www.badvancy.com

SAIF POWERTEC

ADVANCING EXCELLENCE



Information Security Management System- ISO 27001:2022



Supply Chain Security Management System- ISO 28000:2022



Energy Management System- ISO 50001:2018

CERTIFICATE OF COMPLIANCE



This is to certify that

SAIF POWERTEC LTD.

Terminal Name - CCT & NCT, Chattogram Port, Bandar Bhaban,
P. O. Box 2013, Chattogram, 4100 Bangladesh.

In recognition of the organisation's Security Management system which
Complies with Border Protection guidelines for

C-TPAT

(CUSTOMS TRADE PARTNERSHIP AGAINST TERRORISM)

SCOPE OF CERTIFICATION

Container Terminal Operation and Container Handling Equipment's
Maintenance Management

Certificate Number : **QCAS-SPL-24-051581153**

Initial Certification Date : 13 Mar 2024

Date of Expiry : 12 Mar 2025

Verify the Certificate: <https://gaafs.us/site/search/>

Issued by QCAS Certifications Inc.



[Signature]
Managing Director

USA-Canada Partnership Against Terrorism, I.C.C. 2022

This certificate is issued by QCAS Inc. in accordance with the terms of the certificate. QCAS Inc. is not responsible for the validity of the certificate or the accuracy of the information provided. The validity of the certificate is subject to successful completion of surveillance audits. Further conditions apply to this certificate and the availability of additional information is available to the Organisation.



Customs-Trade Partnership Against Terrorism-C-TPAT



AUDITED CONSOLIDATED FINANCIAL
STATEMENTS-2024



**Independent Auditors' Report
To the shareholders of Saif Powertec Limited.
Report on the Audit of the Financial Statements**

Opinion

We have audited the financial statements of Saif Powertec Limited (the “Company”), which comprise the Statement of Financial Position as at 30 June 2024 and 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 and other explanatory information.

In our opinion, except for the effect of the matters described in the basis for Opinion section of our report, the accompanying financial statements presents fairly in all material respects the financial position of the company as at June 30, 2024 and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs), the Companies Act 1994. Reporting Standards (IFRS).

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 Ethical Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and we have fulfilled our other ethical responsibilities in accordance with the requirements of IESBA Code and the institute of Chartered Accountants of Bangladesh (ICAB) Bye Laws. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter:

Without modifying our audit opinion, we would advise the management to maintain Registers for Property, Plant & Equipment and Inventories in proper/standard format recording all important and necessary information therein to ensure management control & better reporting requirement.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statement of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Risk	Our response to the risk
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Revenue recognition	
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<p>During the year, the Company recognized sales turnover of BDT. 3,493,664,053/= which has decreased by BDT. 164,371,693/= as compared with previous year.</p> <p>Sales revenue recognized by the Company as per IFRS: 15, 'Revenue from Contracts with Customers' & Company Policy. Revenue is recognized based on point of delivery and when relevant performance obligations are satisfied. The company adopted IFRS: 15 'Revenue from Contracts with Customers' as continued from last year.</p> <p>We considered sales revenue as an item of significant audit areas during our audit because of its predominance in determining the financial performance of the Company.</p>	<p>Our audit procedures included the following to test the design and operating effectiveness of key control focusing on:</p> <ul style="list-style-type: none"> - Segregation of duties in invoice creation and modification. - Timing of revenue recognition considering step by step procedure. <p>Our substantive procedures in relation to revenue recognition measurement comprise the following:</p> <ul style="list-style-type: none"> - Obtaining understanding and documenting the process of revenue recognition and measurement followed by the Company. - Tracing performance obligations stipulated and contract value in the contract with invoice and delivery challan issued to evaluate point of recognition and measurement. - Testing occurrence and accuracy of sales revenue recognized by inspecting source documents such as contract made with the customer, delivery challan and VAT challan. - Assessing accuracy and comparing revenue recognized during the year with VAT returns submitted to VAT authority; - Finally assessing the appropriateness and presentation of disclosure notes with IFRS 15: Revenue from contracts with customers.
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Valuation of closing inventories	
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<p>Closing inventories aggregating to BDT. 3,020,231,372/= was recognized in the statement of financial position as on 30 June 2024. Compared with previous year, this has increased by BDT. 1,467,988,468/=</p> <p>Closing inventories were all held at factory premises of the Company. Since determining valuation of these inventories involves management judgments which results in estimation uncertainty, we considered this an area of significant audit attention to be emphasized during the audit.</p>	<p>Our audit responses comprise the following procedures:</p> <ul style="list-style-type: none"> - Evaluating the design and implementation of key inventory control operating across factory premises. - Attending and observing the physical inventory at the reporting date. - Evaluating compliance with instructions of management count procedures during the count. - Inspecting physical stock counting report as on 30 June 2024 and reconciling count results to closing inventories listings and performing test count on selected items to test completeness, accuracy and existence of inventories. - Reviewing composition of cost of inventories comprising raw materials, work-in-process and finished goods and comparing net realizable value on selected samples to test their valuation.
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See note no. 5, Inventories in the financial statements

Property, plant and equipment

Property, plant and equipment (PPE) was carried at BDT. 4,006,589,261/= representing over 22.69% of total assets of the company as on 30 June 2024.

Property, plant and equipment (PPE) are subject to recognition and measurement criteria only after satisfactorily meeting relevant requirement as per IAS 16.

The company is also required to perform assessment for impairment when there is condition which suggests indication of assets being impaired.

Our audit procedures performed during the audit to address the risks identified consist of the following:

- Obtaining and documenting detailed understanding regarding procurement process of PPE and identified relevant control points and their implementation.
- Reviewing recognition, measurement and valuation basis of PPE in compliance with requirement of IAS 16: Property, plant and equipment.
- Inspecting supporting documents against the acquisition of PPE made during the year to test their accuracy, valuation and ownership in the financial statements.
- Assessing the appropriateness and presentation of disclosures notes to the financial statements with the requirement of IAS 16 and other relevant IFRSs.

See note no. 3, Property, plant and equipment in the financial statements

Bank Loan

As the financial statement of the company recognized Bank Loan of BDT. 9,370,689,029/= at their reporting date.

Loan liability borrowings from bank were considered key audit matter because this external form of credit facilities availed by the company require fulfillment of several terms and require fulfillment of several terms and conditions as mentioned in loan sanction letter issued by lending bank.

- Our substantive audit procedure adopted during the audit includes the following test or details
- Inspecting relevant board minutes in support of bank loan reported in the financial statement.
- Agreeing outstanding balances with confirmation letter received from the bank.
- Agreeing finance costs charged by the company with loan statements provided by bank to test accuracy and completeness of expenses in relation to bank loan.

Other Information

Management is responsible for the other information. The other information comprises all the information in the annual report other than the financial statements and our auditor's report thereon. The directors are responsible for the other information.

Our opinion on the financial statements does not cover the other information and we do 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, 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 and Internal Controls

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRSs, the Companies Act 1994, the Securities and Exchange Rules 1987 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. The companies Act, 1994 require the management to ensure effective internal audit, internal control and risk management factions of the company.

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 exercised professional judgment and maintained professional skepticism throughout the audit. We also:

- Identified and assessed the risks of material misstatement of the financial statements, whether due to fraud or error, designed and performed audit procedures responsive to those risks, and obtained 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.
- Obtained an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in circumstances.
- Evaluated the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Concluded 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.
- Evaluated the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and event in a manner that achieves fair presentation.
- Obtained sufficient appropriate audit evidence regarding the financial information of the entity to express an opinion on the financial statements. We are solely responsible for our audit opinion.

We communicated 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 identified during our audit.

We also provided those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicated 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 determined 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 described these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determined 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 Companies Act 1994, and we also report that:

- a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit and made due verification thereof;
- b) In our opinion, proper books of accounts and records 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, Statement of Profit or Loss and Other Comprehensive Income of the Company dealt with by the report are in agreement with the books of account and returns;
- d) The expenditures incurred were for the purposes of the Company's business.
- e) The company adopted IFRS: 15 'Revenue from Contracts with Customers' & IFRS 16: 'Leases' as continued from last year.

23rd December, 2024
Dhaka, Bangladesh


AMK Lohani, FCA
Senior Partner
Enrollment no:575
ARTISAN
Chartered Accountants
DVC: 2412230575AS344080

Consolidated Statement of Financial Position
as at 30 June 2024

Particulars	Notes	Amount in Taka			
		At 30 June 2024		At 30 June 2023	
		Consolidated	The Company	Consolidated	The Company
Assets:					
Non-current assets					
Property, plant and equipment	Annex-I	4,529,586,880	4,006,589,261	4,983,972,600	4,446,474,843
Capital works-in-progress	4	13,547,857,842	3,135,931,825	12,361,011,935	3,135,961,825
Preliminary Expenses		1,040,765	-	1,040,765	-
Intangible Assets		4,152,384	-	4,865,384	-
Investment in subsidiary companies	5	-	262,829,600	-	261,624,600
		18,082,637,871	7,405,350,686	17,350,890,684	7,844,061,269
Current assets					
Inventories	6	3,022,903,179	3,020,231,372	1,555,556,845	1,552,242,904
Accounts and others receivable	7	3,227,706,224	2,064,336,154	3,207,353,201	2,312,127,878
Related Party Transactions		269,337,600	-	211,595,605	-
Advances, deposits and prepayments	8	5,093,567,267	4,456,616,469	5,395,649,428	4,757,626,193
Fixed deposit receipt (FDR)	9	649,255,718	642,151,718	561,187,283	554,713,208
Receivable from shareholders		523,295,000	-	524,500,000	-
Cash and cash equivalents	10	77,908,486	69,082,925	197,347,166	141,520,531
		12,863,973,475	10,252,418,638	11,653,189,528	9,318,230,714
Total assets		30,946,611,346	17,657,769,324	29,004,080,212	17,162,291,983
Equity and Liabilities:					
Capital and reserves					
Share capital	11	3,793,386,470	3,793,386,470	3,793,386,470	3,793,386,470
Share premium	12	976,713,054	976,713,054	976,713,054	976,713,054
Revaluation reserve	13	82,059,122	82,059,122	82,059,122	82,059,122
Statutory Reserve		398,400	-	341,658	-
Calls in Arrear		523,295,000	-	524,500,000	-
Amount to be distributed as dividend	14	-	-	-	-
Currency Translation Gain/(Loss)		6,635,576	-	601,280	-
Retained earnings	15	1,598,898,842	1,514,359,971	1,333,555,942	1,257,132,543
		6,981,386,464	6,366,518,617	6,711,157,527	6,109,291,189
Non-controlling interest	16	82,291,370	-	89,453,579	-
		7,063,677,834	6,366,518,617	6,800,611,106	6,109,291,189
Non-current liabilities					
Long term loan from banks and NBFIs	17	14,817,522,888	3,896,094,927	11,784,101,897	2,035,813,411
Provision for employees' end of service benefits		3,538,816	-	1,154,398	-
Deferred tax liability	19	290,985,389	264,225,467	286,339,748	256,646,942
		15,112,047,093	4,160,320,394	12,071,596,043	2,292,460,353
Current Liabilities					
Current portion of long-term loan	18	1,738,687,863	1,738,687,863	1,203,047,567	1,203,047,567
Short term loan	20	3,738,438,847	3,735,906,239	5,928,159,953	5,926,199,416
Amount due to Related parties		511,532,480	-	551,495,070	-
Share money refundable		1,227,750	1,227,750	1,227,750	1,227,750
Accounts payable	21	1,085,856,187	4,848,654	816,230,135	42,401,592
Undistributed Profit (Cash Dividend)	22	59,358,791	59,358,791	60,149,448	60,149,448
Accrued expenses	23	1,411,217,040	1,375,343,555	1,348,252,659	1,313,214,186
Share money deposit (SPPI)		9,010,000	-	9,010,000	-
Workers profit participation/Welfare fund	24	215,557,461	215,557,461	214,300,481	214,300,481
		8,770,886,419	7,130,930,312	10,131,873,062	8,760,540,439
Total shareholders' equity and liabilities		30,946,611,346	17,657,769,324	29,004,080,212	17,162,291,983
Net asset value per share of Taka 10 each	30	17.01	16.78	16.31	16.11
Net asset value per share without revaluation of Taka 10 each	30	16.79	16.57	16.09	15.89

The annexed notes form an integral part of the Statement of Financial Position.

N. Sultana
Chairman
Tarafder Nigar Sultana

Tarafder Md. Ruhul Amin
Managing Director
Tarafder Md. Ruhul Amin

Tarafder Md. Ruhul Saif
Director
Tarafder Md. Ruhul Saif

Md. Hasan Reza
Chief Financial Officer
Md. Hasan Reza

F Md. Salehin
Company Secretary
F Md. Salehin

AMK Lohani
AMK Lohani, FCA
Senior Partner
Enrollment no:575
ARTISAN
Chartered Accountants
DVC: 2412230575AS344080

Place: Dhaka, Bangladesh
Date: 23.12.2024

Consolidated Statement of Profit or Loss and Other Comprehensive Income
for the year ended 01 July 2023 to 30 June 2024

Particulars	Notes	Amount in Taka			
		1st July 2023 to 30 June 2024		1st July 2022 to 30 June 2023	
		<u>Consolidated</u>	<u>The Company</u>	<u>Consolidated</u>	<u>The Company</u>
Revenue					
Sales (net)	25	4,834,970,010	3,493,664,053	5,437,530,435	3,658,035,746
Cost of sales	26	(2,747,304,761)	(1,659,189,267)	(3,564,605,799)	(1,989,156,475)
Gross profit		2,087,665,249	1,834,474,786	1,872,924,636	1,668,879,271
General and administrative expenses	27	(720,895,257)	(472,254,547)	(719,932,764)	(506,398,670)
Profit from operations		1,366,769,992	1,362,220,240	1,152,991,872	1,162,480,601
Other income		39,815,949	39,802,469	27,717,807	27,664,970
Finance expenses	28	(1,059,623,585)	(1,053,521,034)	(790,879,673)	(787,514,213)
Net profit before WPPF & Tax		346,962,355	348,501,675	389,830,006	402,631,358
Workers profit participation/Welfare fund		(16,595,318)	(16,595,318)	(19,172,922)	(19,172,922)
Net profit before tax		330,367,037	331,906,357	370,657,085	383,458,436
Income tax expenses	29	(72,186,346)	(74,678,929)	(91,741,557)	(86,278,147)
Net profit after tax		258,180,691	257,227,427	278,915,528	297,180,289
Profit attributable to ordinary shareholders					
Total Non controlling interest (20%, 35%, 18% and 45 %)		7,162,209	-	9,297,804	-
		265,342,900	257,227,427	288,213,331	297,180,289
Basic Earnings per share	31	0.70	0.68	0.76	0.78
Diluted Earnings per share	31	0.70	0.68	0.76	0.78
Appropriation of subsidiary company's net profit :					
SPPIL					
Saif Powertec Limited (parent company) - 80%		1,332,003		2,533,253	
Non-controlling interest (minority interest) - 20%		333,001		633,313	
		1,665,004		3,166,566	
SPHL					
Saif Powertec Limited (parent company) - 65%		(11,313,131)		(14,920,682)	
Non-controlling interest (minority interest) - 35%		(6,091,686)		(8,034,213)	
		(17,404,817)		(22,954,895)	
SLAL					
Saif Powertec Limited (parent company) - 82%		(50,615)		(89,885)	
Non-controlling interest (minority interest) - 18%		(11,111)		(19,731)	
		(61,725)		(109,616)	
88 Innovations Eng. Ltd					
Saif Powertec Limited (parent company) - 55%		(1,701,839)		(2,294,322)	
Non-controlling interest (minority interest) - 45%		(1,392,414)		(1,877,173)	
		(3,094,253)		(4,171,495)	

The annexed notes form an integral part of the Statement of Profit or Loss and Other Comprehensive Income.

The annexed notes form an integral part of the Statement of Changes in Equity.

N. Sultana
Chairman
Tarafder Nigar Sultana

Ruhul Amin
Managing Director
Tarafder Md. Ruhul Amin

Saif
Director
Tarafder Md. Ruhul Saif

Hasan Reza
Chief Financial Officer
Md. Hasan Reza

Salehin
Company Secretary
F Md. Salehin

Place: Dhaka , Bangladesh
Date: 23.12.2024

AMK Lohani
AMK Lohani, FCA
Senior Partner
Enrollment no:575
AETISAN
Chartered Accountants
DVC: 2412230575AS344080

Consolidated Statement of Changes in Equity for the year ended 01 July 2023 to 30 June 2024

Particulars	Share capital	Share premium	Amount to be distributed as dividend	Revaluation reserve	Retained earnings	Non-Controlling Interest	Statutory Reserve	Call in Arrear	Currency Translation Difference	Total
Balance at 01 July 2022	3,793,386,470	976,713,054	379,338,656	82,059,122	1,025,323,189	86,751,383	145,307	536,500,000	-	6,880,217,182
Opening Balance (Saif Maritime LLC)	-	-	-	-	-	-	-	-	-	-
Prior Year Tax Provision Adjustment of 88 Innovation Eng. Ltd	-	-	-	-	(16,609,028)	-	-	-	-	(16,609,028)
Net income for the year	-	-	-	-	288,213,331	-	-	-	-	288,213,331
Opening Balance of Saif United & Shipping	-	-	-	-	36,628,450	-	-	-	-	36,628,450
Cash Dividend paid	-	-	(379,338,656)	-	-	-	-	-	-	(379,338,656)
Amount to be distributed as dividend	-	-	-	-	-	-	-	-	-	-
Share of profit of subsidiary (SLAL)	-	-	-	-	-	(19,731)	-	-	-	(19,731)
Share of profit of subsidiary (SPHL)	-	-	-	-	-	(8,034,213)	-	-	-	(8,034,213)
Share of profit of subsidiary (SPPL)	-	-	-	-	-	633,313	-	-	-	633,313
Share of profit of subsidiary (88 Innovations Ltd)	-	-	-	-	-	(1,877,173)	-	-	-	(1,877,173)
Call in Arrear (SLAL)	-	-	-	-	-	-	-	(12,000,000)	-	(12,000,000)
Call in Arrear (88 Innovation Eng. Ltd)	-	-	-	-	-	-	-	-	-	-
Statutory Reserve (Saif Maritime LLC)	-	-	-	-	-	-	196,351	-	-	196,351
Currency Translation	-	-	-	-	-	-	-	-	601,280	601,280
Balance at 30 June 2023	3,793,386,470	976,713,054	-	82,059,122	1,333,555,942	89,453,579	341,658	524,500,000	601,280	6,800,611,106
Balance at 01 July 2023	3,793,386,470	976,713,054	-	82,059,122	1,333,555,942	89,453,579	341,658	524,500,000	601,280	6,800,611,106
Opening Balance (Saif Maritime LLC)	-	-	-	-	-	-	-	-	-	-
Net income for the year	-	-	-	-	265,342,900	-	-	-	-	265,342,900
Opening Balance of Saif United & Shipping	-	-	-	-	-	-	-	-	-	-
Cash Dividend paid	-	-	-	-	-	-	-	-	-	-
Amount to be distributed as dividend	-	-	-	-	-	-	-	-	-	-
Share of profit of subsidiary (SLAL)	-	-	-	-	-	(11,111)	-	-	-	(11,111)
Share of profit of subsidiary (SPHL)	-	-	-	-	-	(6,091,686)	-	-	-	(6,091,686)
Share of profit of subsidiary (SPPL)	-	-	-	-	-	333,001	-	-	-	333,001
Share of profit of subsidiary (88 Innovations Ltd)	-	-	-	-	-	(1,392,414)	-	-	-	(1,392,414)
Call in Arrear (SLAL)	-	-	-	-	-	-	-	(1,205,000)	-	(1,205,000)
Call in Arrear (88 Innovation Eng. Ltd)	-	-	-	-	-	-	-	-	-	-
Statutory Reserve (Saif Maritime LLC)	-	-	-	-	-	-	56,742	-	-	56,742
Currency Translation	-	-	-	-	-	-	-	-	6,034,295	6,034,295
Balance at 30 June 2024	3,793,386,470	976,713,054	-	82,059,122	1,598,898,842	82,291,370	398,400	523,295,000	6,635,575	7,063,677,833

The annexed notes form an integral part of the Statement of Change in Equity.

N. Sultana
Chairman
Tarafder Nigar Sultana

Tarafder Md. Ruhul Amin
Managing Director
Tarafder Md. Ruhul Amin

Saif
Director
Tarafder Md. Ruhul Saif

Md. Hasan Reza
Chief Financial Officer
Md. Hasan Reza

F. Md. Salehin
Company Secretary
F. Md. Salehin

AMK Lohani, FCA
Senior Partner
Enrollment no:575
ABU HANAN
Chartered Accountants
DVC: 2412230575AS34080

Consolidated Statement of Cash Flows
for the year ended 30 June 2024

Particulars	Amount in Taka			
	01 July 2023 to 30 June 2024		01 July 2022 to 30 June 2023	
	Consolidated	The Company	Consolidated	The Company
Cash flows from operating activities				
Cash receipt from customers and others	3,885,958,338	3,781,258,246	4,899,286,726	3,529,971,058
Cash paid to employees and suppliers	(2,938,756,864)	(2,739,156,853)	(4,418,319,037)	(3,234,877,213)
Cash generate from operating activities	947,201,474	1,042,101,393	480,967,689	295,093,845
Paid against WPPF	(15,338,337)	(15,338,337)	(23,037,101)	(23,037,101)
Paid against advance income tax	(218,534,507)	(217,809,559)	(174,387,702)	(157,953,135)
Net cash provided by operating activities (A)	713,328,630	808,953,497	283,542,885	114,103,609
Cash flows from investing activities				
Purchase of property, plant and equipment	(550,881)	-	(718,934,710)	(520,783,170)
Capital works-in-progress	(1,130,910,448)	55,935,459	(2,105,777,039)	(612,721,475)
Investment in subsidiary companies	(1,205,000)	(1,205,000)	(2,916,250)	(2,916,250)
Preliminary Exp	-	-	-	-
Fixed deposit receipt (FDR)	(88,068,435)	(87,438,510)	(31,084,141)	(24,610,066)
Net cash used in investing activities (B)	(1,220,734,764)	(32,708,051)	(2,858,712,140)	(1,161,030,961)
Cash flows from financing activities				
Short term loan received	1,194,570,245	1,193,998,174	3,285,144,864	3,283,184,327
Short term loan re-paid	(3,384,291,350)	(3,384,291,350)	(727,779,462)	(727,779,462)
Interest and financial expenses	(1,053,589,676)	(1,053,521,034)	(787,687,739)	(787,514,213)
Cash dividend paid	(790,657)	(790,657)	(376,900,190)	(376,900,190)
Issue of Capital	1,205,000	-	14,916,250	-
Long term loan received	6,010,922,730	4,720,472,423	1,704,668,865	181,175,613
Long term loan re-paid	(2,380,058,839)	(2,324,550,608)	(497,101,070)	(497,101,070)
Net cash provided by financing activities (C)	387,967,453	(848,683,052)	2,615,261,518	1,075,065,005
Effect of exchange rate change on cash and cash equivalents				
Net changes in cash and cash equivalents (A+B+C)	(119,438,680)	(72,437,606)	40,092,263	28,137,652
Opening cash and cash equivalents of Saif United & Shipping	-	-	33,327,634	-
Opening cash and cash equivalents	197,347,167	141,520,531	123,927,269	113,382,878
Closing cash and cash equivalents	77,908,486	69,082,925	197,347,166	141,520,531
Net Operating cash flows per share (Note: 32)	1.88	2.13	0.75	0.30

Saif Powertec Limited
Notes to the financial statements
as at and for the year ended 30 June 2024

1. Reporting entity

Saif Powertec Limited (hereinafter referred to as 'the company') was incorporated on 29 December 2003 as a private limited company under Companies Act 1994. The company has since been converted into a public limited company vide a special resolution of the shareholders in their extra ordinary general meeting held on 28 June 2010. The registered office of the company is situated at 72, Mohakhali, Rupayan Centre (8th Floor), Dhaka 1212. The shares of Saif Powertec Limited is listed with DSE and CSE and traded in the regular market.

1.1 Nature of business

Principal activity of the company is to carry on business of infrastructure-support service. The company is also engaged in importing, trading, assembling and installing generators, sub-stations, electrical equipment and grid-lines, installation and erection of power plants, producing Battery as well as acts as a berth/ terminal operator for operation of Chittagong Container Terminal (CCT) and New Mooring Container Terminal (NCT) of Chittagong Port Authority (CPA).

1.2 Subsidiary Companies

Saif Plastic & Polymer Industries Limited, a subsidiary company of Saif Powertec Limited was incorporated on 13 November 2010 as a private limited company under Companies Act 1994 with an authorised capital of Taka 200,000,000 divided into 20,000,000 ordinary shares of Taka 10 each and paid up capital of Taka 100,000,000. Saif Powertec Limited holds 80% shares of Saif Plastic & Polymer Industries Limited (the subsidiary). The registered office of the subsidiary is located at 72, Mohakhali, Rupayan Centre (8th Floor), Dhaka 1212. Saif Plastic & Polymer Industries Limited has started its commercial operation during the year.

The shareholding position of Saif Plastic & Polymer Industries Limited has been shown in Annexure-III

Saif Port Holdings Limited, a subsidiary company of Saif Powertec Limited was incorporated in Bangladesh as a private company, limited by shares, on 23 July 2017 under Companies Act 1994 vide certificate of incorporation no.C-138908/2017. Authorised capital of Taka 100,000,000 divided into 10,000,000 ordinary shares of Taka 10 each and paid up capital of Taka 50,000,000. Saif Powertec Limited holds 65% shares of Saif Port Holdings Limited (the subsidiary). The registered and corporate office of the Company is located at 72, Mahakhali, Rupayan Center (8th floor), Dhaka-1212.

The shareholding position of Saif Port Holdings Limited has been shown in Annexure-IV

Saif Logistics Alliance Limited, a subsidiary company of Saif Powertec Limited was incorporated in Bangladesh as a private company, limited by shares, on 27 September 2021 under Companies Act 1994 vide certificate of incorporation no. C-174505/2021. Authorised capital of Taka 1,000,000,000 divided into 100,000,000 ordinary shares of Taka 10 each and paid up capital of Taka 500,000,000. Saif Powertec Limited will be holds 80% shares of Saif Logistics Alliance Limited (the subsidiary). The registered and corporate office of the Company is located at 72, Mahakhali, Rupayan Center (8th floor), Dhaka-1212.

The shareholding position of Saif Logistics Alliance Limited has been shown in Annexure-V

88 Innovations Engineering Ltd, a subsidiary company of Saif Powertec Limited was incorporated in Bangladesh as a private company, limited by shares, on 18 November 2021 under Companies Act 1994 vide certificate of incorporation no. C--176381/2021. Authorised capital of Taka 1,000,000,000 divided into 100,000,000 ordinary shares of Taka 10 each and paid up capital of Taka 200,000,000. Saif Powertec Limited will be holds 55% shares of on 18 November 2021 under Companies Act 1994 vide certificate of incorporation no. C--176381/2021 (the subsidiary). The registered and corporate office of the Company is located at 72, Mahakhali, Rupayan Center (8th floor), Dhaka-1212.

The shareholding position of 88 Innovations Engineering Ltd has been shown in Annexure-VI

Saif Maritime LLC is a Limited Liability Company-Single Owner (LLC-SO) incorporated on September 29, 2020 in accordance with provisions of UAE Federal Law No (8) of 1984 regarding commercial companies and its subsequent amendments and registered with Department of Economic Development, Government of Dubai, United Arab Emirates under registration No 1687857. The Company is licensed to operate in UAE under Commercial License No 907608. The registered address of the Company is P.O Box-18870, Dubai, UAE

Saif United Shipping & Trading is a sole establishment established on January 06, 2021 and registered with Fujairah Municipality, United Arab Emirates under the registration No. 11606551. The Establishment is licensed to operate in UAE under Commercial License No. 1019872. The registered address of the Establishment is office no 1101, Fujairah Tower, P.O Box;3326 Fujairah, UAE. The License activities of the Establishment are logistics, importing, exporting, wholesale, ships management and operation, shipment containers loading and offloading services and goods marine shipment services

Subsidiaries are entities controlled by Saif Powertec Limited (The Company). Control exists when Saif Plastic & Polymer Industries Limited, Saif Port Holdings Limited, Saif Logistics Alliance Limited, 88 Innovations Engineering Limited and 100% owned of Saif Maritime LLC and Saif United Shipping and Trading has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights presently exercisable are taken into account. The financial statements of Saif Plastic & Polymer Industries Limited, Saif Port Holdings Limited, Saif Logistics Alliance Limited, 88 Innovations Engineering Limited and 100% owned of Saif Maritime LLC Saif United Shipping and Trading have been included in the consolidated financial statements from the date that control commences until the date that it ceases.

1.3 Basis of consolidation

The financial statements of the company and its subsidiary, as mentioned in note 1.2 have been consolidated in accordance with International Financial Reporting Standards (IFRS) 10 Consolidated Financial Statements the accounting policies of the subsidiary have been changed when necessary to align them with the policies adopted by the group. During the period statement of financial position, statement of profit or loss and other comprehensive income, and statement of cash flows has been consolidated on the basis of audited financial statements.

Transactions eliminated on consolidation

The financial statements of the subsidiaries has been consolidated in accordance with International Financial Reporting Standards (IFRS) 10 "Consolidated Financial Statements" Intragroup balances and transactions, and any unrealized income and expenses arising from intragroup transactions, have been eliminated in preparing the consolidated financial statements. Unrealized gains arising from transactions with associates are eliminated against the investment to the extent of Saif Powertec Limited's (The Company) interest in the investee. Unrealized losses, if any, are eliminated in the same way as unrealized gains, but only to the extent there is no evidence of impairment.

Non-controlling Interest

During the year statement of financial position, statement of profit or loss and other comprehensive income, and statement of cash flows has been consolidated on the basis of audited financial statements. Total profits of the Company and its Subsidiary are shown in the Consolidated Statement of Profit or Loss & Other Comprehensive Income with the proportion after taxation pertaining to non-controlling shareholders being deducted as "Non-controlling interest".

All Assets and Liabilities of the company and of its subsidiary are shown in the consolidated statement of financial position. The Interest of Non-controlling shareholders of the subsidiary is shown separately in the consolidated statement of financial position under the head "Non-controlling Interest".

1.4 Risk exposure

a. Interest rate risk

Interest rate risk is the risk that company faces due to unfavorable movements in the interest rates. Changes in the government's monetary policy, along with increased demand for loans/investments tend to increase the interest rates. Such rises in interest rates mostly affect companies having floating rate loans or companies investing in debt securities.

Management perception:

The company has been repaying borrowed funds on a continuous basis to reduce such interest risk.

b. Exchange Rate Risk

Exchange rate risk occurs due to changes in exchange rates. As the company imports equipment from abroad and also earns revenue in foreign currency, unfavorable volatility or currency fluctuation may affect the profitability of the company. If exchange rate is increased against local currency opportunity will be created for generating more profit.

Management perception:

Saif Powertec Limited changes the price of their services in accordance with the change in exchange rate to mitigate the affect of unfavorable volatility in exchange rate on the company's earnings.

c. Industry risks

Industry risk refers to the risk of increased competition from foreign and domestic sources leading to lower prices, revenues, profit margins, market share, etc which could have an adverse impact on the business, financial condition and results of operation.

Management perception:

The Company continuously carries out research and development (R&D) to keep pace with the customer choices and fashions. As a local company, Saif Powertec Limited has a unique understanding of the requirements of its clients and customers and as such, shall continuously position itself as the first choice to its domestic market. Many foreign companies which wish to enter the Bangladesh market will seek Saif Powertec Limited as competitor.

d. Market Risks

Market risk refers to the risk of adverse market conditions affecting the sales and profitability of the company. Mostly, the risk arises from falling demand for the product or service which would harm the performance of the company. On the other hand, strong marketing and brand management would help the company increase their customer base.

Management perception:

The needs for power, construction and infrastructure support services will continue to grow much faster in a developing country than other developed markets in the world. Strong management, timely and quality service has enabled the company to capture significant market share in the sector. And the company is continuously penetrating the market and upgrading the quality of their service to minimize the risk.

e. Technology Related Risks

Technology always plays a vital role for each and every type of business. Better technology can increase productivity and reduce costs of production. Firms are exposed to technology risks when there are better technologies available in the market than the one used by the company which may cause technological obsolescence and negative operational efficiency.

Management perception:

The Company is aware of technological changes and has adopted new technology according to its needs. Furthermore, routine and proper maintenance of the equipment carried out by the Company ensures longer service life for the existing equipment and facilities.

f. Potential or Existing Government Regulations

The company operates under Companies Act 1994 and other related regulations, Income Tax Ordinance 1984, Income Tax Rules 1984, Value Added Tax Act 1991 and Value Added Tax Rules 1991. Any abrupt changes of the policies made by the regulatory authorities may adversely affect the business of the company.

Management perception:

Since the Company operates in power, energy and infrastructure sector, the Government regulations are mostly investment-friendly. However, unless any policy change that may negatively and materially affect the industry as a whole, the business of the Company is expected not to be affected. As it is a thrust sector, it is highly unlikely that the Government will frustrate the growth of the industry with adverse policy measures.

g. Operational risks

Non-availability of materials/equipment/services may affect the smooth operational activities of the company. On the other hand, the equipment may face operational and mechanical failures due to natural disasters, unforeseen events, lack of supervision and negligence, leading to severe accidental losses, etc.

Management perception:

The company's equipment is under insurance coverage in order to get reasonable compensation for any damages. Apart from these, routine security check and proper maintenance of the equipment also reduce/eliminate the operational risk.

2. Basis of preparation

2.1 Statement of compliance

The financial statements have been prepared in accordance with International Accounting Standards (IAS), International Financial Reporting Standards (IFRS) and the Companies Act 1994, Income Tax Ordinance 1984, Income Tax Rules 1984, Value Added Tax Act 1991 and the Value Added Tax Rules 1991, Bangladesh Securities and Exchange Rules 1987 and other related regulations. Any abrupt changes of the policies made by the regulatory authorities may adversely affect the business of the company.

2.2 Basis of measurement

The financial statements have been prepared on historical cost basis except financial assets and liabilities which are stated at "fair value".

2.3 Functional and presentational currency

These financial statements are prepared in Bangladeshi Taka, which is the Company's functional currency.

2.4 Use of estimates and judgments

The preparation of financial statements in conformity with IAS/IFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on a ongoing basis.

2.5 Reporting period

The financial reporting period of the company covers one year from 01 July 2023 to 30 June 2024

2.6 Comparative Information and Rearrangement Thereof

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

2.7 Corporate Accounting Standards Practiced

Applicable International Accounting Standards (IASs) are as follows:

IAS 1	Presentation of Financial Statements	Complied
IAS 2	Inventories	Complied
IAS 7	Cash Flows Statement	Complied
IAS 8	Accounting policies , Changes in Accounting Estimates and Errors	Complied
IAS 10	Events after the Reporting Period	Complied
IAS 12	Income Taxes	Complied
IAS 16	Property, Plant and Equipment	Complied
IAS 17	Leases	Complied
IAS 19	Employee Benefits	Complied
IAS 20	Accounting for Government Grants and Disclosure of Government Assistance	Not Applicable
IAS 21	The Effects of Changes in Foreign Exchange Rates	Complied
IAS 23	Borrowing Costs	Complied
IAS 24	Related Party Disclosures	Complied
IAS 26	Accounting and Reporting by Retirement Benefit Plans	Not Applicable
IAS 27	Separate Financial Statements	Not Applicable
IAS 28	Investments in Associates and Joint Ventures	Not Applicable
IAS 29	Financial Reporting in Hyperinflationary Economies	Not Applicable
IAS 32	Financial Instruments: Presentation	Complied
IAS 33	Earnings Per Share	Complied
IAS 34	Interim Financial Reporting	Complied
IAS 36	Impairment of Assets	Complied
IAS 37	Provision , Contingent Liabilities and Contingent Assets	Complied
IAS 38	Intangible Assets	Not Applicable
IAS 39	Financial Instruments: Recognition and Measurement	Complied
IAS 40	Investment Property	Not Applicable

Applicable International Financial Reporting Standards (IFRSs) are as follows:

IFRS 1	First-time Adoption of Bangladesh Financial Reporting Standards	Complied
IFRS 2	Share-based Payment	Not Applicable
IFRS 3	Business Combinations	Complied
IFRS 4	Insurance Contracts	Not Applicable
IFRS 5	Non-current Assets Held for Sale and Discontinued Operations	Not Applicable
IFRS 6	Exploration for and Evaluation of Mineral Resources	Not Applicable
IFRS 7	Financial Instruments: Disclosures	Complied
IFRS 8	Operating Segments	Complied
IFRS 9	Financial Instruments	Complied
IFRS 10	Consolidated Financial Statements	Complied
IFRS 11	Joint Arrangements	Not Applicable
IFRS 12	Disclosure of Interests in Other Entities	Not Applicable
IFRS 13	Fair Value Measurement	Not Applicable
IFRS 14	Regulatory Deferral Accounts	Not Applicable
IFRS 15	Revenue from contracts with customers	Complied
IFRS 16	Leases	Not Applicable

2.8 Financial instruments

IFRS 9 sets out requirements for recognizing and measuring financial assets, financial liabilities and some contracts to buy or sell non-financial items. This standard replaces IAS 39 Financial Instruments: Recognition and Measurement. The details of new significant accounting policies and the nature and effect of the changes to previous accounting policies are set out below.

Classification and measurement of financial assets and financial liabilities

IFRS 9 largely retains the existing requirements in IAS 39 for the classification and measurement of financial liabilities. However, it eliminates the previous IAS 39 categories for financial assets of held to maturity, loans and receivables and available for sale. The adoption of IFRS 9 has not had a significant effect on the company's accounting policies related to financial liabilities. The impact of IFRS 9 on the classification and measurement of financial assets is set out below

Under IFRS 9, on initial recognition, a financial asset is classified as measured at: amortized cost; Fair Value through Other Comprehensive Income (FVOCI)—debt investment; Fair Value through Other Comprehensive Income (FVOCI)—equity investment; or Fair Value through Profit or Loss (FVTPL). The classification of financial assets under IFRS 9 is generally based on the business model in which a financial asset is managed and its contractual cash flow characteristics. Derivatives embedded in contracts where the host is a financial asset in the scope of the standard are never separated. Instead, the hybrid financial instrument as a whole is assessed for classification.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

it is held within a business model whose objective is to hold assets to collect contractual cash flows; and Its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and Its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the company may irrevocably elect to present subsequent changes in the investment's fair value in OCI. This election is made on an investment-by-investment basis. All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. A financial asset (unless it is a trade receivable without a significant financing component that is initially measured at the transaction price) is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition. The following accounting policies apply to the subsequent measurement of financial assets.

Financial assets at FVTPL

These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognized in profit or loss.

2.9 Financial assets at amortised cost

These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in profit or loss. Any gain or loss on de-recognition is recognized in profit or loss. Trade receivables are classified as financial assets measured at amortised cost.

2.10 Debt investments at FVOCI

These assets are subsequently measured at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognized in profit or loss. Other net gains and losses are recognized in OCI. On de-recognition, gains and losses accumulated in OCI are reclassified to profit or loss.

2.11 Impairment of financial assets

IFRS 9 replaces the 'incurred loss' model in IAS 39 with an 'expected credit loss' (ECL) model. The new impairment model applies to financial assets measured at amortised cost, contract assets and debt investments at FVOCI, but not to investments in equity instruments. The financial assets at amortised cost consist of trade receivables, cash and cash equivalents, and corporate debt securities. When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on The Company's historical experience and informed credit assessment and including forward-looking information. The company considers a financial asset to be in default when the debtor is unlikely to pay its credit obligations to the company in full, without recourse by The company to actions such as realizing security (if any is held).

2.12 Measurement of Expected Credit Losses (ECL)

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the company expects to receive). ECLs are discounted at the effective interest rate of the financial asset. At each reporting date, the company assesses whether financial assets carried at amortized cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. The Company expected that they have no credit losses on Trade Receivables.

The company did not account for any loss allowance in respect of ECL and assumes all its credit as recoverable within stipulated time frame. Since almost all the service contracts of the company is mainly with the Government, the Management considered all credit status as good.

2.13 Presentation of impairment

Loss allowances (if any) for financial assets measured at amortized cost are deducted from the gross carrying amount of the assets. For debt securities at FVOCI, the loss allowance is recognized in OCI, instead of reducing the carrying amount of the asset. Impairment losses related to trade receivables and others, including contract assets, are presented separately in the notes to the financial statement if any.

2.14 IFRS-16 Leases:

An entity shall assess 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. In line with IFRS-16 Leases, an entity shall determine the lease term as the non-cancellable period of a lease together with both:

- i Period covered by the option to extend the lease and;
- ii Period covered by the option to terminate the lease.

Initial measurement of right of use asset shall be measured at cost and subsequently either by fair value or follow revaluation model.

The company does not hold any such right of use of asset for non-cancellable period of time in exchange for any consideration.

2.15 IFRS-8 Operating Segments:

All entities shall disclose information to enable users of its financial statements to evaluate the nature and financial effects of the business activities in which it engages and the economic environment in which it operates. As per IFRS-8 Operating Segments, an operating segments is a component of an entity;

- i that engaged in business, earns revenue & incur expenses;
- ii economic results and performance evaluated by chief operating decision maker on regular basis and;
- iii for which discrete financial information is available.

The company disclosed financial information regarding Saif Plastic & Polymer Industries Limited & Saif Port Holdings Limited as separate and consolidated form throughout the financial statement.

3. Significant accounting policies

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

3.1 Property, plant and equipment

3.1.1 Recognition and measurement

Property, plant and equipment are measured at cost and valuation (only land) less accumulated depreciation and impairment losses, if any. Cost includes expenditures that are directly attributable to the acquisition of the asset. It is carried at the lower of its carrying amount and fair value less cost. Any write-down is shown as an impairment loss. Cost includes expenditures that are directly attributable to the acquisition of the asset. Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

3.1.2 Subsequent costs

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

3.1.3 Depreciation on property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation thereon. Depreciation is charged applying diminishing balance method on all fixed assets other than land and land development. Depreciation has been charged on addition when the related asset is available for use and no depreciation has been charged when the related assets are de-recognized/disposed off. After considering the useful life of the assets as per IAS-16: Property Plant and Equipment, the depreciation rates have been applied as under which is considered reasonable by the management:

Rates of depreciation on various classes of property, plant and equipment are as under:

<u>Category of property, plant and equipment</u>	<u>Rate (%)</u>
Furniture and fixtures	10
Building	5
Pre-fabricated building	10
Office and electrical equipment	10
Tools and equipment	10
Workshop	10
Vehicles	20
Plant and machinery	20
Plant and machinery (Manufacturing)	10
Others	10

3.1.4 Impairment of assets

I) Financial Assets

Accounts receivable and others receivables are assessed at each reporting date to determine whether there is any objective evidence of impairment. Financial assets are impaired if objective indicates that a loss event has occurred after the initial recognition of the asset and that the loss event had a negative effect on the estimated future cash flow of that asset that can be estimated reliably. Objective evidence that financial assets are impaired can include default of delinquency by a debtor, indicates that a debtor of issuer will enter bankruptcy etc.

II) Non-Financial assets

An asset is impaired when its carrying amount exceeds its recoverable amount. The company assesses at each reporting date whether there is any indication that an asset may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. The recoverable amount of an asset is the higher of its fair value less cost to sell and its value in use. Carrying amount of the assets is reduced to its recoverable amount by recognizing an impaired loss is recognized immediately in statement of comprehensive income unless the asset is carried at revalued amount. Any impaired loss of a revalued asset treated as a revaluation decrease. During the year no impaired loss occurred to recognize in the Financial Statements.

3.2 Inventories

Inventories are measured at the lower of cost and net realisable value. The cost of inventories is valued at weighted average cost method and includes costs for acquiring the inventories and bringing them to their existing locations and conditions.

3.3 Provisions

A provision is recognised on the balance sheet date if, as a result of past events, the Company has a present legal or constructive obligation that can be estimated reliably, and it is provable that an outflow of economic benefits will be required to settle the obligation.

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

- when the company has an obligation (legal or constructive) as a result of past events;
- when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- Reliable estimates can be made of the amount of the obligation.

3.4 Capital works-in-progress

Capital-work-in-progress is stated at cost. These are expensed of a capital nature directly incurred in the construction of factory building, land, machineries and capital expenditure. No depreciation is charged on the capital work in progress which is in accordance with IAS-16 : Property , Plant and Equipment.

3.5 Earnings per share (EPS)

This has been calculated in compliance with the requirement of IAS-33 : Earnings per share. Earnings per share by dividing the net earnings after Tax by the number of ordinary shares outstanding during the period.

Basic Earnings per share (Numerator /Denominator)

Earnings (Numerator)

*This represents earning for the year attributable to ordinary shareholders

No. of ordinary shares (Denominator)

This represents number of ordinary share outstanding during the year.

Diluted Earnings per share

As per the existing conditions of the loans taken by the company from various financial institutions or other contracts with various parties including employees, there is no condition related to conversion or stipulation related to share based payments for material and services supplied by them to the company. Hence, no Diluted EPS of the company has been calculated.

3.6 Revenue

As per IFRS-15: “Revenue from Contracts form Customers” an entity shall account for a contract with a customer only when all of the following criteria are met:

- (a) The parties to the contract have approved the contract (in writing , orally or in accordance with other customary business practices) and are committed to perform their respective obligations ;
- (b) The entity can identify each party `s rights regarding the goods or services to be transferred ;
- (c) The entity can identify the payment terms for the goods or services to be transferred ;
- (d) The contract has commercial substance (i.e. the risk , timing or amount of the entity `s future cash flows is expected to change as a result of the contract); and
- (e) It is probable that the entity will collect the consideration to which it will be entitled in exchange for the goods or services that will be transferred to the customer.

3.7 Trade receivables

Trade receivables at the balance sheet date are stated at amounts which are considered realisable.

3.9 Finance income and expenses

Finance income comprises interest income on funds invested. Interest income is recognised as it accrues. Finance expenses comprise interest expense on borrowings, bank charges and guarantee costs. All borrowing costs are recognised in the Statement of Profit or Loss and Other Comprehensive Income using the effective interest rate.

3.10 Cash and cash equivalents

It includes cash in hand and other deposits with banks which were held and available for use by the company without any restriction.

Cash flows from operating activities have been presented under direct method as per IAS-7 : Statement of Cash Flows

3.11 Taxation

A provision for current tax @ 22.50% on net profit of the company has been provided during the year under review.

3.10 Deferred tax

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

3.12 Foreign Currency Transaction

Foreign currency transactions are recorded, on initial recognition in the functional currency at the spot exchange rate ruling at the transaction date.

At the end of each reporting period, in compliance with the provision of IAS 21: The Effects of Changes in Foreign Exchange Rates, are determined as under :

- (a) Foreign currency monetary items are translated using the closing rate.
- (b) Non-monetary items that are measured in terms of historical costs in a foreign currency are translated using the exchange rate at the date of the transaction.
- (c) Non-monetary items that are measured at fair value in a foreign currency is translated using the exchange rate at the date when the fair value is determined.

Exchange differences arising on the settlement of monetary items or on translating monetary Items at rate different from those at which they were translated on initial recognition during the year or in previous financial statements is recognized in profit or loss in the year in which they arise.

As the import L/Cs were settled on spot payment basis, no exchange loss or gain occurred.

3.13 Employee Benefits:

The Company is operating Workers Profit Participation Fund (WPPF) and Welfare Fund according to Bangladesh Labour Law 2006 and Bangladesh labour (Amendments) Act 2013 are accounted for securing benefits to the employees in accordance with the provision of International Accounting Standard (IAS)-19, “ Employee Benefit”. The company pays two festival bonuses to all employees in every year.

3.14 Contribution to Workers’ Profit Participation and Welfare Funds

This represents 5% of net profit before tax, contributed by the company as per provisions of the Bangladesh Labour Act, 2006 (amendment-2013). The Company recognizes contribution to Workers Profit Participation and Welfare Fund in the accounts from the year 2019-2020. The fund transfer is under process and will be paid after completion of necessary legal process.

The company made provision for WPPF in line with section 234 (a) chapter-XV (Workers ‘participation in Companies Profits) of Bangladesh Labour Act-2006 and complied with section 234 (b). Transfer of the amount to a separate bank account is under process. The management of the company tried to disburse the amount to workers through banking channel but in fact, it was very hard to find a separate bank account of all the workers. Considering circumstance and requirement for compliance with chapter-XV section 234 (a) 7 (b) of Bangladesh Labour Act-2006, the management of the Company decided to pay out the benefit in cash basis.

3.15 Related party disclosure

As per IAS 24: Related Party Disclosure, parties are considered to be related if one has the ability to control or exercise significant influence over other in making financial and operating decisions. During the year the Company made number of related parties transaction are given as annex ii/a

Notes to the financial statements
As at and for the year ended 30 June 2024

SL	Particulars	Amount in Taka			
		At 30 June 2024		At 30 June 2023	
		Consolidated	The Company	Consolidated	The Company
4	Capital works-in-progress				
	Opening balance	12,360,981,935	3,135,931,825	9,929,917,910	2,765,264,842
	Add: Addition during the year	1,186,875,907	-	2,488,117,121	370,666,983
	Less: Transferred during the year	-	-	(57,053,096)	-
	Closing balance	13,547,857,842	3,135,931,825	12,360,981,935	3,135,931,825
5	Investment in subsidiary companies				
	Investment in Saif Plastic and Polymer Industries Limited (8,000,000 ordinary shares @ Taka 10 each)	80,000,000		80,000,000	
	Investment in Saif Port Holdings Limited (3,250,000 ordinary shares @ Taka 10 each)	32,500,000		32,500,000	
	Investment in Saif Logistic Alliance Limited (13,350,000 ordinary shares @ Taka 10 each)	133,800,000		133,500,000.00	
	Investment in 88 Innovation Eng Ltd (90,500 ordinary shares @ Taka 10 each)	905,000		-	
	Investment in Saif United Shipping (100 ordinary shares @ AED 1000 each @ Taka 29.1625)	2,916,250		2,916,250.00	
	Investment in Saif Maritime LLC (500 ordinary shares @ AED 1000 each @ Taka 25.4167)	12,708,350		12,708,350.00	
		262,829,600		261,624,600	
6	Inventories				
	Generators	34,868,682	34,868,682	34,585,642	34,585,642
	Spare parts	258,694,222	258,694,222	267,854,285	267,854,285
	Importated goods	2,002,366,143	2,002,366,143	498,567,825	498,567,825
	Manufacturing (Battery) Note 6.01	724,302,325	724,302,325	751,235,152	751,235,152
	Closing stock subsidiary company	2,671,807	-	3,313,941	-
	Total	3,022,903,179	3,020,231,372	1,555,556,845	1,552,242,904
6.01	Manufacturing (Battery)				
	Raw materials	238,565,253	238,565,253	248,567,855	248,567,855
	Work In Process	236,985,814	236,985,814	243,698,755	243,698,755
	Finished Goods	248,751,258	248,751,258	258,968,542	258,968,542
	Total	724,302,325	724,302,325	751,235,152	751,235,152
7	Accounts and others receivable				
	Imported goods	589,642,511	589,642,511	596,854,255	596,854,255
	Contract execution	600,251,525	600,251,525	725,364,358	725,364,358
	Manufacturing	565,087,991	565,087,991	602,555,853	602,555,853
	Shipping agent	298,425,202	298,425,202	379,855,822	379,855,822
	Receivable (Subsidiary Company)	1,163,370,070	-	895,225,323	-
	Interest Receivable	10,928,925	10,928,925	7,497,590	7,497,590
	Total	3,227,706,224	2,064,336,154	3,207,353,201	2,312,127,878
	Dues upto 6 months	1,522,582,548	1,425,682,452	1,568,548,252	1,457,594,225
	Dues above 6 months	1,705,123,676	638,653,702	1,638,804,949	854,533,653
	Total	3,227,706,224	2,064,336,154	3,207,353,201	2,312,127,878

The classification of receivables as required by the schedule XI of the Companies Act, 1994 are given below:

Receivable considered good in respect of which the company is fully secured.	-	-	-	-
Receivable considered good in respect of which the company holds no security other than the debtor personal security.	3,227,706,224	2,064,336,154	3,207,353,201	2,312,127,878
Receivables considered doubtful bad.	-	-	-	-
Receivable to Directors.	-	-	-	-
Receivables due by common management.	-	-	-	-
The maximum amount of receivable due by any director or other officer of the company.	-	-	-	-
Total	3,227,706,224	2,064,336,154	3,207,353,201	2,312,127,878

Notes to the financial statements
As at and for the year ended 30 June 2024

SL	Particulars	Amount in Taka			
		At 30 June 2024		At 30 June 2023	
		Consolidated	The Company	Consolidated	The Company
8	Advances, deposits and prepayments				
	Advances to/against				
	VAT Currant Account	75,884,485	75,671,177	60,222,479	60,009,171
	Income tax	1,735,038,659	1,702,822,059	1,516,504,152	1,485,012,500
	Salary	3,974,613	3,974,613	5,227,155	5,227,155
	Office rent	19,025,485	19,025,485	19,025,485	19,025,485
	Advance against work	1,568,566,236	1,027,927,036	1,557,157,080	1,083,862,495
	Others	1,659,788,539	1,596,764,849	1,938,839,107	1,805,815,417
	Sub-total	5,062,278,017	4,426,185,219	5,096,975,458	4,458,952,223
	Deposits and prepayments:				
	Bank guarantee	10,119,070	9,261,070	8,037,878	8,037,878
	L/C margin	1,490,359	1,490,359	270,956,271	270,956,271
	Earnest money	10,200	10,200	10,200	10,200
	Security money	14,319,694	14,319,694	14,319,694	14,319,694
	Capital Market Stibilization Fund	5,349,927	5,349,927	5,349,927	5,349,927
	Sub-total	31,289,250	30,431,250	298,673,970	298,673,970
	Total	5,093,567,267	4,456,616,469	5,395,649,428	4,757,626,193
	Dues upto 6 months	1,967,900,978	1,444,043,857	2,302,572,753	1,427,287,858
	Dues above 6 months	3,125,666,289	3,012,572,612	3,093,076,676	3,330,338,335
	Total	5,093,567,267	4,456,616,469	5,395,649,429	4,757,626,193
9	Fixed Deposit Receipt (FDR):				
	Dhaka Bank Limited	294,588,424	294,588,424	257,222,057	257,222,057
	Padma Bank Limited	125,191,945	125,191,945	115,555,041	115,555,041
	Premier Leasing & Finance Ltd	90,040,669	90,040,669	85,882,869	85,882,869
	National Bank Limited	24,806,605	24,806,605	25,095,189	25,095,189
	NCC Bank Limited	89,358,570	89,358,570	64,912,135	64,912,135
	United Commercial Bank Limited	18,165,505	18,165,505	6,045,917	6,045,917
	Saif Maritime LLC	7,104,000	-	6,474,075	-
	Total	649,255,718	642,151,718	561,187,283	554,713,208

Notes to the financial statements
As at and for the year ended 30 June 2024

SL	Particulars	Amount in Taka			
		At 30 June 2024		At 30 June 2023	
		Consolidated	The Company	Consolidated	The Company
10	Cash and cash equivalents				
	Cash in hand				
	Branch Office	9,740,173	9,740,173	10,112,662	10,112,662
	Factory	4,025,356	4,025,356	3,986,852	3,986,852
	Dhaka Office	10,737,436	8,853,262	11,385,961	9,815,825
	Saif Maritime LLC	233,600	-	2,246,037	-
	Saif United Shipping & Trading	868,832	-	5,960,582	-
		25,605,397	22,618,791	33,692,094	23,915,339
	Bank balances with:				
	Bank Asia Limited	12	11	22	11
	Bangladesh Commerce Bank Limited	1,918	1,918	7,173	7,173
	Dhaka Bank Limited	27,827,803	27,754,544	56,556,997	56,437,352
	Mercantile Bank Limited, Dhaka	34,511	34,511	37,936	37,936
	One Bank Limited	4,640,628	4,640,628	8,014,857	8,014,857
	Jamuna Bank Limited	165,044	165,044	1,121,892	1,121,892
	AB Bank Limited	2,567	2,567	2,567	2,567
	The Premier Bank Limited	123	123	-	-
	Sonali Bank Limited	914,423	914,423	5,021,214	5,021,214
	South Bangla Agriculture & Commerce Bank Ltd	21,143	21,143	9,319	9,319
	BRAC Bank Limited	567,156	567,156	569,334	569,334
	Community Bank Bangladesh Limited	2,032,117	1,035,592	2,037,457	1,039,512
	Islami Bank Bangladesh Limited	285,637	285,637	5,009,392	5,009,392
	NCC Bank Limited	258,367	154,839	24,115,827	24,092,545
	NRB Commercial Bank Limited	803	803	1,493	1,493
	United Commercial Bank Limited	4,649,333	4,467,376	5,205,257	4,962,675
	Southeast Bank Limited	76,193	76,193	76,193	76,193
	Padma Bank Limited	839,650	668,879	2,995,710	2,824,249
	Dutch Bangla Bank Ltd	276,445	276,445	1,764,067	1,764,067
	Standard Bank Limited	462,597	462,597	463,437	463,437
	National Bank Limited	1,491,047	1,479,130	2,847,318	2,706,257
	Dhaka Bank Limited (Rights)	276	276	272	272
	Dhaka Bank Limited (IPO)	3,030,941	3,030,941	3,009,620	3,009,620
	Shahajalal Islami Bank Limited	7,400	7,400	8,435	8,435
	Eastern Bank Limited	17,520	17,520	17,546	17,546
	Trust Bank Limited	1,453	1,453	379,849	379,849
	Midland Bank Limited	24,220	24,220	24,910	24,910
	Al Arafa Islami Bank Limited	14,721	2,108	16,388	3,085
	Meghna Bank Limited	370,657	370,657	-	-
	Saif Maritime LLC	3,410,560	-	5,725,882	-
	Saif United & Shipping	877,824	-	38,614,708	-
		52,303,089	46,464,134	163,655,072	117,605,192
	Total	77,908,486	69,082,925	197,347,166	141,520,531
11	Share capital				
	Authorised capital				
	500,000,000 ordinary shares of Taka 10 each	5,000,000,000	5,000,000,000	5,000,000,000	5,000,000,000
	Paid-up capital				
	137,689,348 ordinary shares @ Tk.10 each in Cash	1,376,893,480	1,376,893,480	1,376,893,480	1,376,893,480
	241,649,299 ordinary shares @ Tk.10 each in Bonus	2,416,492,990	2,416,492,990	2,416,492,990	2,416,492,990
	Total	3,793,386,470	3,793,386,470	3,793,386,470	3,793,386,470

Notes to the financial statements
As at and for the year ended 30 June 2024

SL	Particulars	Amount in Taka			
		At 30 June 2024		At 30 June 2023	
		Consolidated	The Company	Consolidated	The Company
Company's shareholding position as on the dates of balance sheet were as under:					
11.1	Shareholdings		Percentage (%)	No. of shares	Value (Taka)
	Directors and Sponsor		40.06	151,955,526	1,519,555,260
	Institutional shareholders		20.26	76,854,123	768,541,230
	Individual shareholders		42.06	150,528,998	1,505,289,980
	Total		102.38	379,338,647	3,793,386,470
12	Share premium	976,713,054	976,713,054	976,713,054	976,713,054
13	Revaluation reserve	82,059,122	82,059,122	82,059,122	82,059,122

In 2010, land under the ownership of Saif Powertec Limited was professionally revalued by G. Kibria & Co, Chartered Accountants. at Fair market value was estimated at Taka 121,734,000 as against net book value of Taka 25,193,856 resulting in a revaluation surplus of Taka 96,540,144 which was accounted for and transferred to revaluation reserve. The company does not feel it necessary to revalue its property during the year since the value does not differ significantly from its carrying amount.

14 Amount to be distributed as Dividend

Opening Balance	-	-	379,338,656	379,338,656
Add: Addition this year	-	-	-	-
Less: 10% Cash Dividend adjustment for the year ended June 30, 2022 (2021: 10% Cash)	-	-	(379,338,656)	(379,338,656)
Less: 6% Stock Dividend adjustment for the year ended June 30, 2021	-	-	-	-
Total	-	-	-	-
15 Retained earnings:				
Opening Balance	1,333,555,942	1,257,132,543	1,008,714,161	959,952,255
Opening Balance (2023: Saif United & Shipping)	-	-	36,628,450	-
Add: Addition this year	265,342,900	257,227,427	288,213,331	297,180,289
Less: Amount to be distributed as dividend as per U/S-16G of ITO, 1984.	-	-	-	-
Total	1,598,898,842	1,514,359,971	1,333,555,942	1,257,132,543

16 Non Controlling Interest:

17.01: Non-Controlling Interest of Saif Plastic and Polymer Industries Limited

This is made up as follows:

A. Subsidiary Share Capital	100,000,000	100,000,000
B. Saif Powertec Limited invest to Subsidiary Company	80,000,000	80,000,000
Percentage of holding share of Subsidiary company By SPL (B/A)	80%	80%
Non Controlling interest Percentage	20%	20%
C. Non controlling interest on Share Capital	20,000,000	20,000,000
Opening Retained earnings	79,916,847	76,750,281
D. Non controlling interest on Opening retained earnings @20% Restated	15,983,369	15,350,056
Current years profit of subsidiaries	1,665,004	3,166,566
E. Non controlling interest on current years profit of subsidiary @ 20%	333,001	633,313
Total Non controlling Interest of SPPIIL (C+D+E)	36,316,370	35,983,368

Notes to the financial statements
As at and for the year ended 30 June 2024

SL	Particulars	Amount in Taka			
		At 30 June 2024		At 30 June 2023	
		Consolidated	The Company	Consolidated	The Company
	17.02: Non-Controlling Interest of Saif Port Holdings Limited				
	This is made up as follows:				
	A. Subsidiary Share Capital	50,000,000		50,000,000	
	B. Saif Powertec Limited invest to Subsidiary Company	32,500,000		32,500,000	
	Percentage of holding share of Subsidiary company By SPHL (B/A)	65%		65%	
	Non Controlling interest Percentage	35%		35%	
	C. Non controlling interest on Share Capital	17,500,000		17,500,000	
	Opening profit of subsidiaries	(61,595,872)		(38,640,977)	
	D. Non controlling interest on current years profit of subsidiary @ 35%	(21,558,555)		(13,524,342)	
	Current years profit of subsidiaries	(17,404,817)		(22,954,895)	
	E. Non controlling interest on current years profit of subsidiary @ 35%	(6,091,686)		(8,034,213)	
	Total Non controlling Interest of SPHL (C+D+E)	(10,150,241)		(4,058,555)	
	17.03: Non-Controlling Interest of Saif Logistics Alliance Limited				
	This is made up as follows:				
	A. Subsidiary Share Capital	163,500,000		163,500,000	
	B. Saif Powertec Limited invest to Subsidiary Company	133,500,000		133,500,000	
	Percentage of holding share of Subsidiary company By SLAL (B/A)	82%		82%	
	Non Controlling interest Percentage	18%		18%	
	C. Non controlling interest on Share Capital	30,000,000		30,000,000	
	Opening profit of subsidiaries	(186,344)		(76,728)	
	D. Non controlling interest on current years profit/(loss) of subsidiary @ 18%	(33,542)		(13,811)	
	Current years profit of subsidiaries	(61,725)		(109,616)	
	E. Non controlling interest on current years profit of subsidiary @ 18%	(11,111)		(19,731)	
	Total Non controlling Interest of SPHL (C+D+E)	29,955,348		29,966,458	
	17.04: Non-Controlling Interest of 88 Innovations Engineering Limited				
	This is made up as follows:				
	A. Subsidiary Share Capital	200,000,000		200,000,000	
	B. Saif Powertec Limited invest to Subsidiary Company	110,000,000		110,000,000	
	Percentage of holding share of Subsidiary company By SPHL (B/A)	55%		55%	
	Non Controlling interest Percentage	45%		45%	
	C. Non controlling interest on Share Capital	90,000,000		90,000,000	
	Non controlling interest on Share Capital Issued	12,000,000		12,000,000	
	Opening profit of subsidiaries	34,582,904		38,754,399	
	D. Non controlling interest on current years profit/(loss) of subsidiary @ 55%	15,562,307		17,439,480	
	Current years profit of subsidiaries	(3,094,253)		(4,171,495)	
	E. Non controlling interest on current years profit of subsidiary @ 45%	(1,392,414)		(1,877,173)	
	Total Non controlling Interest of 88 Innovatio Engineering Ltd (C+D+E)	26,169,893		27,562,307	
	Total Non controlling Interest	82,291,370		89,453,579	
17	Long term loan from Banks and NBFIs				
	The company has availed long-term credit facilities from the following banks:				
	Dhaka Bank Limited	14,494,384	14,494,384	85,711,118	85,711,118
	NCC Bank Limited	6,920,009	6,920,009	10,756,098	10,756,098
	One Bank Limited	1,839,078,537	1,839,078,537	1,394,924,477	1,394,924,477
	Premier Bank Limited	214,952,140	214,952,140	65,634,688	65,634,688
	United Commercial Bank Limited	15,468,458	15,468,458	73,855,730	73,855,730
	Hajji Finance Company Limited	60,458,325	60,458,325	73,838,055	73,838,055
	Premier Leasing and Finance Limited	273,540,006	273,540,006	327,934,346	327,934,346
	National Bank Limited	12,344,688,821	1,471,183,068	9,679,769,180	-
	LankaBangla Finance Ltd.	-	-	3,158,899	3,158,899
	Saif Maritime LLC	47,922,208	-	68,519,306	-
		14,817,522,888	3,896,094,927	11,784,101,897	2,035,813,411

Notes to the financial statements
As at and for the year ended 30 June 2024

SL	Particulars	Amount in Taka			
		At 30 June 2024		At 30 June 2023	
		Consolidated	The Company	Consolidated	The Company
18.1	Long-term loan				
	<u>Dhaka Bank Limited</u>				
	Opening Balance	173,597,019	173,597,019	236,603,289	236,603,289
	Add: Principal this year	-	-	-	-
	Add: Interest this year	16,770,141	16,770,141	20,042,898	20,042,898
	Less: Payment this year	(73,820,659)	(73,820,659)	(83,049,168)	(83,049,168)
	Sub Total (A)	<u>116,546,501</u>	<u>116,546,501</u>	<u>173,597,019</u>	<u>173,597,019</u>
	<u>One Bank Limited</u>				
	Opening Balance	1,932,571,690	1,932,571,690	2,031,589,836	2,031,589,836
	Add: Principal this year	2,180,734,517	2,180,734,517	-	-
	Add: Interest this year	241,764,710	241,764,710	184,705,854	184,705,854
	Less: Payment this year	(2,150,582,696)	(2,150,582,696)	(283,724,000)	(283,724,000)
	Sub Total (B)	<u>2,204,488,221</u>	<u>2,204,488,221</u>	<u>1,932,571,690</u>	<u>1,932,571,690</u>
	<u>NCC Bank Limited</u>				
	Opening Balance	14,389,883	14,389,883	17,558,946	17,558,946
	Add: Principal this year	-	-	-	-
	Add: Interest this year	1,470,071	1,470,071	1,479,401	1,479,401
	Less: Payment this year	(4,400,602)	(4,400,602)	(4,648,464)	(4,648,464)
	Sub Total (B)	<u>11,459,352</u>	<u>11,459,352</u>	<u>14,389,883</u>	<u>14,389,883</u>
	<u>Premier Bank Limited</u>				
	Opening Balance	301,425,675	301,425,675	343,646,021	343,646,021
	Add: Principal this year	294,136,095	294,136,095	146,000,000	146,000,000
	Add: Interest this year	31,773,098	31,773,098	33,012,232	33,012,232
	Less: Payment this year	(352,874,595)	(352,874,595)	(221,232,578)	(221,232,578)
	Sub Total (C)	<u>274,460,273</u>	<u>274,460,273</u>	<u>301,425,675</u>	<u>301,425,675</u>
	<u>Bangladesh Finance Limited</u>				
	Opening Balance	151,837,992	151,837,992	236,536,282	236,536,282
	Add: Principal this year	-	-	-	-
	Add: Interest this year	16,293,651	16,293,651	21,733,757	21,733,757
	Less: Payment this year	(67,639,380)	(67,639,380)	(106,432,047)	(106,432,047)
	Sub Total (D)	<u>100,492,263</u>	<u>100,492,263</u>	<u>151,837,992</u>	<u>151,837,992</u>
	<u>Premier Leasing & Finance Limited</u>				
	Opening Balance	385,309,420	385,309,420	379,553,824	379,553,824
	Add: Principal this year	-	-	-	-
	Add: Interest this year	38,624,927	38,624,927	54,255,596	54,255,596
	Less: Payment this year	(46,500,001)	(46,500,001)	(48,500,000)	(48,500,000)
	Sub Total (F)	<u>377,434,346</u>	<u>377,434,346</u>	<u>385,309,420</u>	<u>385,309,420</u>
	<u>IPDC Finance Limited</u>				
	Opening Balance	7,436,088	7,436,088	19,761,943	19,761,943
	Add: Principal this year	-	-	-	-
	Add: Interest this year	10,187	10,187	2,160,460	2,160,460
	Less: Payment this year	(7,446,275)	(7,446,275)	(14,486,315)	(14,486,315)
	Sub Total (G)	<u>-</u>	<u>-</u>	<u>7,436,088</u>	<u>7,436,088</u>
	<u>Haji Finance Company Limited</u>				
	Opening Balance	118,687,911	118,687,911	82,303,356	82,303,356
	Add: Principal this year	-	-	35,175,613	35,175,613
	Add: Interest this year	50,300	50,300	17,313,986	17,313,986
	Less: Payment this year	(15,250,000)	(15,250,000)	(16,105,044)	(16,105,044)
	Sub Total (H)	<u>103,488,211</u>	<u>103,488,211</u>	<u>118,687,911</u>	<u>118,687,911</u>

Notes to the financial statements
As at and for the year ended 30 June 2024

SL	Particulars	Amount in Taka			
		At 30 June 2024		At 30 June 2023	
		Consolidated	The Company	Consolidated	The Company
	<u>National Bank Limited</u>				
	Opening Balance	9,679,769,180	-	8,156,275,928	-
	Add: Principal this year	2,245,601,811	2,245,601,811	721,128,649	-
	Add: Interest this year	1,287,558,193	90,405,781	802,364,603	-
	Less: Payment this year	(38,313,389)	(34,897,550)	-	-
	Sub Total (I)	<u>13,174,615,795</u>	<u>2,301,110,042</u>	<u>9,679,769,180</u>	<u>-</u>
	<u>United Commercial Bank Limited</u>				
	Opening Balance	142,266,638	142,266,638	189,745,389	189,745,389
	Add: Principal this year	-	-	-	-
	Add: Interest this year	15,758,138	15,758,138	15,372,131	15,372,131
	Less: Payment this year	(18,884,004)	(18,884,004)	(62,850,882)	(62,850,882)
	Sub Total (J)	<u>139,140,772</u>	<u>139,140,772</u>	<u>142,266,638</u>	<u>142,266,638</u>
	<u>LankaBangla Finance Limited</u>				
	Opening Balance	11,338,664	11,338,664	17,487,551	17,487,551
	Add: Principal this year	-	-	-	-
	Add: Interest this year	1,186,042	1,186,042	1,589,290	1,589,290
	Less: Payment this year	(6,361,892)	(6,361,892)	(7,738,177)	(7,738,177)
	Sub Total (K)	<u>6,162,814</u>	<u>6,162,814</u>	<u>11,338,664</u>	<u>11,338,664</u>
	Total (A+B+C+D+E+F+G+H+I+J)	<u>16,508,288,548</u>	<u>5,634,782,795</u>	<u>12,918,630,157</u>	<u>3,238,860,977</u>
	Less: Long-term loan	<u>14,817,522,888</u>	<u>3,896,094,927</u>	<u>11,784,101,897</u>	<u>2,035,813,411</u>
	Transferred to current portion loan	<u>1,690,765,660</u>	<u>1,738,687,868</u>	<u>1,134,528,260</u>	<u>1,203,047,567</u>

Nature	Long term loan
Purpose	Working Capital
Tenure	1 Year to 6 Years
Repayment	1/25/2022
Rate of interest	12% ~ 18%
Security	Registered mortgage of 82.00 decimal land situated at Khilgaon, Gazipur. Lien of readily saleable 4,118,834 shares. Hypothecation underlying assets, 32.43 Decimal land at Basugaon, pubail, 32.20 Decimal land at khilgaon, pubail, 122 decimal. Bashugaon , Gazipur. 8.77 decimals land at Gazipur Sadar, 69.80 decimal land at khilgaon, Gazipur.

18 Current portion of long-term loan

Dhaka Bank Limited	102,052,114	102,052,114	87,885,900	87,885,900
Bangladesh Finance Limited	100,492,263	100,492,263	151,837,992	151,837,992
National Bank Limited	829,926,975	829,926,975	-	-
One Bank Limited	365,409,683	365,409,683	537,647,213	537,647,213
Premier Bank Limited	59,508,132	59,508,132	235,790,986	235,790,986
United Commercial Bank Limited	123,672,313	123,672,313	68,410,908	68,410,908
NCC Bank Limited	4,539,343	4,539,343	3,633,785	3,633,785
Premier Leasing and Finance Limited	103,894,340	103,894,340	57,375,074	57,375,074
LankaBangla Finance Limited	6,162,814	6,162,814	8,179,765	8,179,765
IPDC Finance Limited	-	-	7,436,088	7,436,088
Hajj Finance Company Limited	43,029,886	43,029,886	44,849,856	44,849,856
Total	<u>1,738,687,863</u>	<u>1,738,687,863</u>	<u>1,203,047,567</u>	<u>1,203,047,567</u>

Notes to the financial statements
As at and for the year ended 30 June 2024

SL	Particulars	Amount in Taka			
		At 30 June 2024		At 30 June 2023	
		Consolidated	The Company	Consolidated	The Company
19	Deferred Tax Liability:				
	Deferred tax liability end of the period	264,225,467	264,225,467	256,646,942	256,646,942
	Deferred Tax liability (Subsidiary Companies)	26,759,922	-	29,692,806	-
	Total	290,985,389	264,225,467	286,339,748	256,646,942
	Details are shown in Annexure -V				
20	Short-term loan				
	<u>Time Loan and LTR</u>				
	Dhaka Bank Limited	90,314,380	90,314,380	-	-
	NCC Bank Limited	-	-	-	-
	Bangladesh Commerce Bank Limited	177,257,196	177,257,196	180,027,416	180,027,416
	National Bank Limited	-	-	964,541,679	964,541,679
	United Commercial Bank Limited	2,685,861,645	2,685,861,645	2,461,048,114	2,461,048,114
		2,953,433,221	2,953,433,221	3,605,617,209	3,605,617,209
	<u>Bank Overdraft</u>				
	Dhaka Bank Limited	103,694,172	103,694,172	102,833,913	102,833,913
	National Bank Limited	-	-	1,231,244,121	1,231,244,121
	NCC Bank Limited	172,258,880	172,258,880	215,087,756	215,087,756
	One Bank Limited	-	-	94,927,729	94,927,729
	South Bangla Agricultural Bank Limited	-	-	224,579,446	224,579,446
	United Commercial Bank Limited	506,519,966	506,519,966	451,909,241	451,909,241
	Saif Maritime LLC	2,532,608	-	1,960,537	-
		785,005,626	782,473,018	2,322,542,743	2,320,582,206
		3,738,438,847	3,735,906,239	5,928,159,952	5,926,199,415
20.01	Time Loan and LTR				
	<u>Dhaka Bank Limited</u>				
	Opening Balance	-	-	31,582,278	31,582,278
	Add: Principal this year	193,993,291	193,993,291	36,881,527	36,881,527
	Add: Interest this year	12,403,914	12,403,914	2,351,350	2,351,350
	Less: Payment this year	(116,082,826)	(116,082,826)	(70,815,155)	(70,815,155)
		90,314,379	90,314,379	-	-
	<u>National Bank Limited</u>				
	Opening balance	964,541,678	964,541,678	-	-
	Add: Principal this year	-	-	934,487,098	934,487,098
	Add: Interest this year	57,258,087	57,258,087	41,443,269	41,443,269
	Less: Payment this year	(1,021,799,765)	(1,021,799,765)	(11,388,689)	(11,388,689)
		-	-	964,541,678	964,541,678
	<u>NCC Bank Limited</u>				
	Opening balance	-	-	51,148,859	51,148,859
	Add: Principal this year	-	-	-	-
	Add: Interest this year	-	-	4,070,196	4,070,196
	Less: Payment this year	-	-	(55,219,055)	(55,219,055)
		-	-	-	-
	<u>United Commercial Bank Limited</u>				
	Opening balance	2,461,048,114	2,461,048,114	903,995,806	903,995,806
	Add: Principal this year	997,883,518	997,883,518	1,990,010,028	1,990,010,028
	Add: Interest this year	319,088,770	319,088,770	151,460,850	151,460,850
	Less: Payment this year	(1,092,158,757)	(1,092,158,757)	(584,418,570)	(584,418,570)
		2,685,861,645	2,685,861,645	2,461,048,114	2,461,048,114
	<u>Bangladesh Commerce Bank Limited</u>				
	Opening balance	180,027,417	180,027,417	198,438,076	198,438,076
	Add: Principal this year	2,121,365	2,121,365	186,852,999	186,852,999
	Add: Interest this year	21,108,415	21,108,415	17,173,386	17,173,386
	Less: Payment this year	(26,000,000)	(26,000,000)	(222,437,044)	(222,437,044)
		177,257,197	177,257,197	180,027,417	180,027,417

Notes to the financial statements
As at and for the year ended 30 June 2024

SL	Particulars	Amount in Taka				
		At 30 June 2024		At 30 June 2023		
		Consolidated	The Company	Consolidated	The Company	
	Purpose	Working Capital				
	Tenure	1 Year				
	Repayment	11/30/2019				
	Rate of interest	11% to 16.50%				
	Security	Pledge of 3.225 Million Ordinary Share of SAIF Powerte Limited, Hypothecation underlying assets, 32.43 Decimal land at Basugaon, pubail, 32.20 Decimal land at khilgaon, pubail, 122 dec. Bashugaon , Gazipur.				
21	Accounts payable					
	A & J Traders	-	-	1,882,533	1,882,533	
	M. H Chowdhury Ltd	2,046,864	2,046,864	2,361,149	2,361,149	
	New Model Art press	253,255	253,255	356,822	356,822	
	Deferred L/C Liabilities	-	-	29,254,264	29,254,264	
	Others	2,548,535	2,548,535	8,546,824	8,546,824	
	Subsidiary	1,081,007,533	-	773,828,543	-	
	Total	1,085,856,187	4,848,654	816,230,135	42,401,592	
	Dues upto 6 months	830,275,079	4,848,654	739,993,785	36,532,110	
	Dues above 6 months	259,119,924	-	76,236,350	5,869,482	
	Total	1,089,395,003	4,848,654	816,230,135	42,401,592	
22	Undistributed Profit (Cash Dividend)					
	Opening balance	60,149,448	60,149,448	57,710,981	57,710,981	
	Add: Addition during the year	-	-	379,338,656	379,338,656	
	Less : Adjustment during the year	(790,657)	(790,657)	(376,900,190)	(376,900,190)	
	Closing balance	59,358,791	59,358,791	60,149,448	60,149,448	
23	Accrued expenses					
	Salary and allowances	23,027,220	21,539,433	31,433,992	29,865,258	
	Others payable	8,918,152	8,685,282	4,009,597	3,957,682	
	Tax Payable against WPPF	521,743	521,743	521,743	521,743	
	Office rent	1,836,300	1,684,300	1,765,900	1,613,900	
	Income tax payable (Note: 23.01)	1,371,207,017	1,338,138,644	1,303,666,310	1,271,038,238	
	Audit fee	1,380,000	920,000	977,500	460,000	
	Service charge	485,256	485,256	55,825	55,825	
	Utility bill	3,815,900	3,343,445	5,811,538	5,691,286	
	Telephone bill	25,452	25,452	10,254	10,254	
	Total	1,411,217,040	1,375,343,555	1,348,252,659	1,313,214,187	
23.01	Income tax provision					
	Opening Balance	1,303,666,310	1,271,038,238	1,241,243,563	1,210,470,224	
	Addition during the year	67,540,707	67,100,405	62,422,747	60,568,014	
	Total	1,371,207,017	1,338,138,644	1,303,666,310	1,271,038,238	
24	Workers profit participation/Welfare fund					
	Opening balance	214,300,481	214,300,481	218,164,660	218,164,660	
	Add: During this year	16,595,318	16,595,318	19,172,922	19,172,922	
	Less: Adjustment During the year	(15,338,337)	(15,338,337)	(23,037,101)	(23,037,101)	
	Total	215,557,461	215,557,461	214,300,481	214,300,481	
25	Sales					
		Period from 01 July 2023 to 30 June 2024			Period from 01 July 2022 to 30 June 2023	
		Gross revenue	VAT	Net revenue	Consolidated	Net revenue
						Consolidated
	Contract	3,015,664,940	266,073,650	2,749,591,290	2,749,591,290	1,975,159,863
	Maintenance, Solar and Kabikha	188,488,504	9,642,201	178,846,303	178,846,303	306,635,810
	Imported goods	99,898,701	6,969,677	92,929,024	92,929,024	31,056,216
	Manufacturing (Battery)	543,142,052	70,844,615	472,297,436	472,297,436	1,345,183,857
	Net sales (subsidiary)	-	-	-	1,341,305,957	-
	Total	3,847,194,197	353,530,143	3,493,664,053	4,834,970,010	3,658,035,746
						5,437,530,435

Notes to the financial statements
As at and for the year ended 30 June 2024

		Amount in Taka			
		Period from 01 July 2023 to 30 June 2024		Period from 01 July 2022 to 30 June 2023	
		Consolidated	The Company	Consolidated	The Company
26	Cost of sales				
	Contracts (Note 26.01)	711,088,408	711,088,408	536,480,233	536,480,233
	Maintenance (Note 26.02)	179,535,960	179,535,960	132,369,805	132,369,805
	Imported goods (Note 26.03)	100,801,330	100,801,330	23,347,096	23,347,096
	Manufacturing (Note 26.04)	667,763,569	667,763,569	1,296,959,341	1,296,959,341
	Cost of sales (Note 26.05)	1,088,115,494	-	1,575,449,325	-
	Total	2,747,304,761	1,659,189,267	3,564,605,799	1,989,156,475
26.01	Contracts:				
	Wages and salary	207,608,511	207,608,511	136,674,548	136,674,548
	Project implementation cost & wages	466,825,412	466,825,412	358,301,050	358,301,050
	Salary and allowance	6,024,251	6,024,251	5,908,012	5,908,012
	Trailer and prime mover rent	352,152	352,152	6,258,555	6,258,555
	Fuel and oil	13,702,890	13,702,890	11,124,582	11,124,582
	Utility bill	5,685,253	5,685,253	5,746,328	5,746,328
	Uniform expenses (dress)	595,635	595,635	568,208	568,208
	Repair and maintenance	10,258,652	10,258,652	11,831,654	11,831,654
	Hotel rent	35,652	35,652	67,296	67,296
	Total	711,088,408	711,088,408	536,480,233	536,480,233
26.02	Maintenance:				
	Salary and allowance	63,362,542	63,362,542	42,580,856	42,580,856
	Salary and wages for causal Labour	109,853,665	109,853,665	83,114,151	83,114,151
	Fuel and oil	4,563,521	4,563,521	4,985,256	4,985,256
	Repair and maintenance	1,756,232	1,756,232	1,689,542	1,689,542
	Total	179,535,960	179,535,960	132,369,805	132,369,805
26.03	Imported goods:				
	Cost of imported goods / purchases	88,282,573	88,282,573	10,961,097	10,961,097
	Clearing charge and others	75,864	75,864	75,864	75,864
	L/C expenses	162,548	162,548	162,548	162,548
	Marine insurance	145,264	145,264	145,264	145,264
	Carriage inward	73,581	73,581	73,581	73,581
	Wages and salary	12,061,500	12,061,500	11,928,742	11,928,742
	Total	100,801,330	100,801,330	23,347,096	23,347,096
26.04	Manufacturing:				
	Raw materials consumption				
	Opening stock of raw materials	248,567,855	248,567,855	276,582,954	276,582,954
	Purchases during the year	234,736,715	234,736,715	813,836,233	813,836,233
	Closing stock of raw materials	(238,565,253)	(238,565,253)	(248,567,855)	(248,567,855)
		244,739,317	244,739,317	841,851,332	841,851,332
	Manufacturing expenses:				
	Clearing charge & others	1,968,252	1,968,252	2,995,122	2,995,122
	L/C expenses and others	1,564,739	1,564,739	4,326,681	4,326,681
	Depreciation	215,611,176	215,611,176	216,016,055	216,016,055
	Marine insurance and others	-	-	4,125,425	4,125,425
	Utilities	49,412,960	49,412,960	88,207,419	88,207,419
	Carriage inward	2,125,122	2,125,122	4,180,402	4,180,402
	Wages and salary	132,876,537	132,876,537	132,584,652	132,584,652
	Others	2,535,242	2,535,242	3,482,542	3,482,542
	Total	406,094,027	406,094,027	455,918,298	455,918,298
	Total Manufacturing Expenses	650,833,344	650,833,344	1,297,769,630	1,297,769,630
	Opening work-in process	243,698,755	243,698,755	254,258,463	254,258,463
	Closing work-in process	(236,985,814)	(236,985,814)	(243,698,755)	(243,698,755)
	Opening finished product	258,968,542	258,968,542	247,598,545	247,598,545
	Closing finished product	(248,751,258)	(248,751,258)	(258,968,542)	(258,968,542)
	Cost of Sales	667,763,569	667,763,569	1,296,959,341	1,296,959,341
26.05	Cost of sales of subsidiary	1,088,115,494	-	1,575,449,325	-

Notes to the financial statements
As at and for the year ended 30 June 2024

	Amount in Taka			
	Period from 01 July 2023 to 30 June 2024		Period from 01 July 2022 to 30 June 2023	
27 General and administrative expenses				
Salary and allowances	318,448,326	143,993,193	275,379,706	Z120,325,484
Office rent	25,819,476	20,211,600	24,120,601	16,444,640
Travelling and conveyance	1,101,554	1,025,142	2,102,979	1,173,254
Vehicle running expenses	7,550,316	6,265,254	8,122,884	6,032,485
Publicity, promotional and CSR expenses	5,496,781	4,526,423	14,927,012	13,348,443
Utility bills	6,493,261	2,565,522	6,917,254	3,158,648
Communication expenses	882,252	856,252	1,103,497	1,077,497
Printing and stationery & office Expenses	4,857,194	2,456,252	6,336,421	3,258,468
Employees welfare & Insurance	4,126,629	4,025,682	4,844,134	4,682,865
Medical expenses	1,256,825	1,256,825	2,125,423	2,125,423
Business license fee, Royalty	9,108,567	202,526	336,366	198,524
Depreciation	250,890,864	224,274,407	275,103,913	252,791,440
Preliminary Expenses (Written off), impairment of Assets/Receivable	5,115,716	-	1,386,082	-
Service charge	730,256	685,008	757,400	655,258
Telephone and mobile phone bills	1,413,850	1,356,821	1,558,849	1,485,695
Postage and courier	361,965	349,685	411,893	385,945
Carriage outward	785,823	785,823	865,215	865,215
Repair and maintenance	3,741,624	1,458,652	4,586,261	1,689,582
Tender expenses	550,055	550,055	575,869	575,869
Marketing salary and expenses	47,007,869	46,522,432	66,744,732	66,225,733
Audit and Professional fee	15,722,962	460,000	8,143,587	460,000
Paper and periodicals	307,964	289,651	58,083	32,585
Sundry expenses	9,125,128	8,137,342	13,424,603	9,405,617
Total	720,895,257	472,254,547	719,932,764	506,398,670
28 Financial expenses:				
Bank interest				
Dhaka Bank Limited	38,279,145	38,279,145	34,378,146	34,378,146
One Bank Limited	253,129,115	253,129,115	194,126,596	194,126,596
South Bangla Agriculture & Commerce Bank Ltd	12,171,387	12,171,387	21,986,866	21,986,866
NCC Bank Limited	24,350,305	24,350,305	26,953,990	26,953,990
Bangladesh Finance Limited	16,293,651	16,293,651	21,733,757	21,733,757
Hajj Finance Company Limited	50,300	50,300	17,313,986	17,313,986
Premier Leasing and Finance Limited	38,624,927	38,624,927	54,255,596	54,255,596
United Commercial Bank Limited	389,407,633	389,407,633	204,532,217	204,532,217
The Premier Bank Limited	31,773,098	31,773,098	33,012,232	33,012,232
Bangladesh Commerce Bank Limited	21,108,415	21,108,415	17,173,386	17,173,386
National Bank Limited	210,476,126	210,476,126	149,639,507	149,639,507
IPDC Finance Limited	10,187	10,187	2,160,460	2,160,460
LankaBangla Finance Limited	1,186,042	1,186,042	1,589,290	1,589,290
	1,036,860,331	1,036,860,331	778,856,029	778,856,029

Notes to the financial statements
As at and for the year ended 30 June 2024

	Amount in Taka			
	Period from 01 July 2023 to 30 June 2024		Period from 01 July 2022 to 30 June 2023	
Bank charge, commission & others.				
Bangladesh Commerce Bank Limited	5,255	5,255	7,318	7,318
BRAC Bank Limited	1,190	1,190	1,190	1,190
Community Bank Bangladesh Limited	3,920	3,920	15,488	15,488
Dhaka Bank Limited	2,741,815	2,741,815	2,514,756	2,514,756
Padma Bank Limited	6,220	6,220	2,830	2,830
Islami Bank (Bangladesh) Limited	86,653	86,653	80,784	80,784
Jamuna Bank Limited	4,776	4,776	5,521	5,521
Mercantile Bank Limited	3,680	3,680	3,680	3,680
Meghna Bank Limited	16,715	16,715		
NCC Bank Limited	7,628,790	7,628,790	2,942,423	2,942,423
ONE Bank Limited	1,330,392	1,330,392	239,649	239,649
South Bangla Agriculture Bank Limited	519,532	519,532	222,055	222,055
Shajalal Islami Bank Ltd	1,035	1,035	1,536	1,536
Sonali Bank Limited	71,850	71,850	25,902	25,902
Premier Bank Limited	34,877	34,877	75,962	75,962
Southeast Bank Limited	-	-	1,150	1,150
Standard Bank Limited	840	840	840	840
Dutch Bangla Bank Limited	334,163	334,163	514,276	514,276
Eastern Bank Limited	230	230	-	-
Cash, loan processing and others	6,635	6,635	24,026	24,026
United Commercial Bank Limited	3,669,439	3,669,439	1,284,728	1,284,728
Trust Bank Limited	21,183	21,183	27,352	27,352
NRB Commercial Bank Limited	690	690	690	690
National Bank Limited	169,155	169,155	612,223	612,223
Midland Bank Limited	690	690	50,345	50,345
Al Arafah Islami Bank Ltd	978	978	3,460	3,460
Subsidiary Companies	6,102,551		3,365,460	-
	<u>22,763,254</u>	<u>16,660,703</u>	<u>12,023,644</u>	<u>8,658,184</u>
Total	<u>1,059,623,585</u>	<u>1,053,521,034</u>	<u>790,879,673</u>	<u>787,514,213</u>

29 Income Tax Expense:

Current tax payable (Note: 29.01)	-	67,540,707	67,100,405	62,422,747	60,568,014
Gain on Deferred tax liabilities for rate change		-	-	-	-
Deferred tax expenses		4,645,639	7,578,524	29,318,810	25,710,133
Total		<u>72,186,346</u>	<u>74,678,929</u>	<u>91,741,557</u>	<u>86,278,147</u>

29.01 Current tax payable (The Company):

Income before tax during the year	331,906,357	331,906,357	383,458,436	383,458,436
Add: Accounting depreciation	439,885,582	439,885,582	468,807,495	468,807,495
Less: Tax depreciation	(473,567,914)	(473,567,914)	(583,074,756)	(583,074,756)
Taxable Income	<u>298,224,024</u>	<u>298,224,024</u>	<u>269,191,175</u>	<u>269,191,175</u>
Tax Rate	22.50%	22.50%	22.50%	22.50%
Current Tax	67,100,405	67,100,405	60,568,014	60,568,014
Add: Tax on Subsidiaries	440,302	-	1,854,732	-
Total	<u>67,540,707</u>	<u>67,100,405</u>	<u>62,422,746</u>	<u>60,568,014</u>

Notes to the financial statements
As at and for the year ended 30 June 2024

	Amount in Taka			
	At 30 June 2024		At 30 June 2023	
	Consolidated	The Company	Consolidated	The Company
30 Net asset value per share (NAV)				
Shareholders Equity and Reserve	6,451,455,888	6,366,518,617	6,186,056,247	6,109,291,189
Number of shares	379,338,647	379,338,647	379,338,647	379,338,647
Net asset value per share of Taka 10 each	17.01	16.78	16.31	16.11
Shareholders Equity and Reserve without revaluation reserve	6,369,396,766	6,284,459,495	6,103,997,125	6,027,232,067
Number of shares	379,338,647	379,338,647	379,338,647	379,338,647
Net asset value per share without revaluation of Taka 10 each	16.79	16.57	16.09	15.89
31 Earnings per share (EPS)				
Basic Earning per share:				
Earnings attributable to ordinary shares:				
Net profit after tax as per statement of comprehensive income	265,342,900	257,227,427	288,213,331	297,180,290
Number of shares (Note 32.01):	379,338,647	379,338,647	379,338,647	379,338,647
Basic Earning per share (Per value of Taka 10)	0.70	0.68	0.76	0.78
Diluted Earnings per share:				
Net profit after tax as per statement of comprehensive income	265,342,900	257,227,427	288,213,331	297,180,290
Number of shares (Note 33.01):	379,338,647	379,338,647	379,338,647	379,338,647
Diluted Basic Earning per share (Per value of Taka 10)	0.70	0.68	0.76	0.78
The reason for significant deviation in EPS is due to decreasing overall export import activities of the country.				
32.01 Number of shares:				
Opening Balance/weighted average outstanding no. of shares	379,338,647	379,338,647	379,338,647	379,338,647
Bonus Shares	-	-	-	-
	379,338,647	379,338,647	379,338,647	379,338,647
32 Net Operating cash flows per share				
Net cash provided by operating activities	713,332,377	808,957,244	283,542,885	114,103,609
Number of shares	379,338,647	379,338,647	379,338,647	379,338,647
Net Operating cash flows per share	1.88	2.13	0.75	0.30
34 Directors' responsibility statements				
The Board of Directors takes the responsibility for the preparation and presentation of these financial statements.				
35 Authorisation for issue:				
These financial statements have been authorised for issue by the Board of Directors of the company on October 24, 2024				
Others				
36 Number of Employees				
All the employees receive salary/wages in excess of Taka 5,000 per month				
Number of permanent staff	1,752			
37	Figures are rounded off to the nearest Taka.			
38	These notes form an integral part of the annexed financial statements and accordingly are to be read in conjunction therewith.			
39 Production capacity and current utilization				
Name of Product / Service	Capacity		Capacity Utilizations	
Chittagong Port Operation	657,000 containers per year		60%	
Maintenance	657,000 containers per year		60%	
Import	Not applicable		Not applicable	
Sub-contract	Not applicable		Not applicable	
Solar	Not applicable		Not applicable	
Manufacturing	550,000 pcs		40%	
Substation	Not applicable		Not applicable	
Contract	11 nos. of RTG		45%	
	4 nos. of QGC		100%	

Details of Property, Plant and Equipment (except Manufacturing unit) and Depreciation at 30 June 2024.

Asset category	Cost and Valuation				Depreciation				Written down value at 30 June 2024		
	At 01 July 2023	Additions	Revaluation	Adjustment / disposal	Total at 30 June 2024	Rate (%)	To 01 July 2023	Charge for the Period		Adjustment disposal	Total at 30 June 2024
Tools and equipment	1,325,349,503	-	-	-	1,325,349,503	10	850,150,246	47,519,926	-	897,670,172	427,679,331
Land and land development	406,914,074	-	-	-	406,914,074	-	-	-	-	-	406,914,074
Pre-fabricated building	25,550,054	-	-	-	25,550,054	10	17,970,576	568,461	-	18,539,036	7,011,018
Building	345,897,448	-	-	-	345,897,448	5	145,106,533	7,529,659	-	152,636,192	193,261,256
Plant and machinery	1,175,514,704	-	-	-	1,175,514,704	20	475,168,436	140,069,254	-	615,237,689	560,277,015
Motor vehicles	353,214,047	-	-	-	353,214,047	20	235,941,514	23,454,507	-	259,396,021	93,818,026
Workshop	6,353,600	-	-	-	6,353,600	10	5,381,150	97,245	-	5,478,395	875,205
Office and electrical equipment	68,050,752	-	-	-	68,050,752	10	37,744,722	3,030,603	-	40,775,325	7,275,427
Furniture and fixtures	40,266,633	-	-	-	40,266,633	10	24,846,499	1,542,013	-	26,388,512	13,878,121
Others	7,157,082	-	-	-	7,157,082	10	2,529,689	462,739	-	2,992,429	4,164,653
Sub-Total at 30 June 2024	3,754,267,897	-	-	-	3,754,267,897		1,794,839,364	224,274,407	-	2,019,113,771	1,735,154,126
Sub-Total at 30 June 2023	3,451,484,702	302,783,195	-	-	3,754,267,897		1,542,047,924	252,791,440	-	1,794,839,364	1,959,428,533

Manufacturing Unit

Details of Property, Plant and Equipment and Depreciation at 30 June 2024

Asset category	Cost and Valuation				Depreciation				Written down value at 30 June 2024		
	At 01 July 2023	Additions	Revaluation	Adjustment / disposal	Total at 30 June 2024	Rate (%)	To 01 July 2023	Charge for the Period		Adjustment on disposal	Total at 30 June 2024
Tools and equipment	160,165,990	-	-	-	160,165,990	10	59,966,342	10,019,965	-	69,986,307	90,179,683
Land and land development	275,563,280	-	-	-	275,563,280	-	-	-	-	-	275,563,280
Building	190,654,813	-	-	-	190,654,813	5	45,022,894	7,281,596	-	52,304,490	138,350,323
Plant and machinery	2,690,988,094	-	-	-	2,690,988,094	10	768,182,294	192,280,580	-	960,462,874	1,730,525,220
Motor vehicles	30,348,617	-	-	-	30,348,617	20	12,903,931	3,488,937	-	16,392,868	13,955,749
Office and electrical equipment	15,257,479	-	-	-	15,257,479	10	5,852,201	940,528	-	6,792,729	8,464,750
Furniture and fixtures	27,570,628	-	-	-	27,570,628	10	12,507,907	1,506,272	-	14,014,179	13,556,449
Others	1,664,537	-	-	-	1,664,537	10	731,557	93,298	-	824,855	839,682
Sub-Total at 30 June 2024	3,392,213,438	-	-	-	3,392,213,438		905,167,127	215,611,176	-	1,120,778,303	2,271,435,135
Sub-Total at 30 June 2023	3,174,213,463	217,999,975	-	-	3,392,213,438		689,151,072	216,016,055	-	905,167,127	2,487,046,311
Sub-Total at 30 June 2024	7,146,481,335	-	-	-	7,146,481,335		2,700,006,491	439,885,583	-	3,139,892,074	4,006,589,261
Sub-Total at 30 June 2023	6,625,698,165	520,783,170	-	-	7,146,481,335		2,231,198,996	468,807,495	-	2,700,006,491	4,446,474,844

**Consolidated Property, Plant & Equipment
Details of Property, Plant and Equipment and Depreciation at 30 June 2024**

Asset category	Cost and Valuation				Depreciation				Written down value at 30 June 2024		
	At 01 July 2023	Additions	Revaluation	Adjustment / disposal	Total at 30 June 2024	Rate (%)	To 01 July 2023	Charge for the Period		Adjustment on disposal	Total at 30 June 2024
Tools and equipment	1,486,310,949	-	-	-	1,486,310,949	-	910,584,341	57,582,726	-	968,167,066	518,143,883
Land and land development	785,433,912	-	-	-	785,433,912	-	-	-	-	-	785,433,912
Pre-fabricated building	25,550,054	-	-	-	25,550,054	-	17,970,576	568,461	-	18,539,036	7,011,018
Building	536,552,261	-	-	-	536,552,261	-	190,129,427	14,811,255	-	204,940,682	331,611,579
Plant and machinery	4,015,228,223	-	-	-	4,015,228,223	-	1,305,654,545	336,670,914	-	1,642,325,459	2,372,902,764
Motor vehicles	454,851,552	-	-	-	454,851,552	-	267,847,156	32,172,161	-	300,019,317	154,832,235
Workshop	6,353,600	-	-	-	6,353,600	-	5,381,150	97,245	-	5,478,395	875,205
Office and electrical equipment	85,910,766	402,595	-	-	86,313,361	-	44,495,794	4,141,497	-	48,637,291	37,676,070
Furniture and fixtures	74,884,134	-	-	-	74,884,134	-	41,187,023	3,369,711	-	44,556,734	30,327,400
Others	8,821,619	-	-	-	8,821,619	-	3,261,247	556,037	-	3,817,284	5,004,335
Sub-Total at 30 June 2024	7,479,897,070	402,595	-	-	7,480,299,665	-	2,786,511,257	449,970,008	-	3,236,481,264	4,243,818,400
Total at 30 June 2023	6,947,184,374	532,712,696	-	-	7,479,897,070	-	2,307,417,903	479,093,354	-	2,786,511,256	4,693,385,815

Saif Maritime LLC and Saif United Shipping & Trading

Asset category	Cost and Valuation				Depreciation				Written down value at 30 June 2024		
	At 01 July 2023	Additions	Revaluation	Adjustment / disposal	Total at 30 June 2024	Rate (%)	To 01 July 2023	Charge for the Period		Adjustment on disposal	Total at 30 June 2024
Freehold Land	4,741,069	-	-	-	4,741,069	-	-	-	-	-	4,741,069
Leasehold Improvements	3,263,914	1,505	-	372,191	2,893,228	-	196,033	276,947	15,214	457,766	2,435,462
Furniture and fixtures	102,301	-	-	32,502	69,799	-	28,278	22,568	9,931	40,915	28,884
Containers	2,016,875	-	-	-	2,016,875	-	322,913	201,688	-	524,601	1,492,274
Computer and office equipment	391,446	3,410	-	-	394,856	-	103,973	128,305	-	232,278	162,578
Motor vehicles	149,968	-	-	-	149,968	-	49,977	29,993	-	79,970	69,998
Sub-Total at 30 June 2024	10,665,573	4,915	-	404,693	10,265,795	-	701,174	659,501	25,145	1,335,530	8,930,265
Currency Translation											32.00
Amount in Taka											285,768,480
Proterty Plant & Equipement (Consolidated)											4,529,586,880

Figure in AED

Annex II/a**Related party disclosure**

During the year the Company carried out a number of transactions with related parties on an arm's length basis. Name of those related parties, nature of those transaction and their total value has been shown in below table in accordance with the provision:

Name of the Party	Relationship	Nature of Transaction	Opening balance as at 01 July 2023 Dr/(Cr)	Dr	Cr	Closing balance at 30 June 2024 Dr/(Cr)
Tarafter Md. Ruhul Amin	Director	Salary and allowances	(300,000)	3,600,000	3,600,000	(300,000)
Tarafter Nigar Sultana	Director	Salary and allowances	-	-	-	-
Tarafter Md. Ruhul Saif	Director	Salary and allowances	-	-	-	-
Rubya Chowdhury	Director	Salary and allowances	-	-	-	-
Saif Port Holdings Limited (*)	Subsidiary Company	Investment in Shares	32,500,000	-	-	32,500,000
Investment in Saif Logistic Alliance Limited (**)	Subsidiary Company	Investment in Shares	133,500,000	-	-	133,500,000
Investment in Saif Maritime LLC (***)	Subsidiary Company	Investment in Shares	12,708,350	-	-	12,708,350
Saif Plastic & Polymer Industries Limited (****)	Subsidiary Company	Investment in Shares	80,000,000	-	-	80,000,000
Total			258,408,350	3,600,000	3,600,000	258,408,350

(*) The company holds 65% shares of Saif Port Holdings Limited

(**) The company holds 82% shares of Saif Logistics Alliance Limited

(***) The company holds 100% shares of Saif Maritime LLC

(****) The company holds 80% shares of Saif Plastic & Polymer Industries Limited

Annex II/b

Transaction with Key Management Personnel of the entity:

No.	Particulars	Value in Taka
(a)	Managerial Remuneration paid or payable during the year to the directors, including managing directors, a managing agent or manager.	3,600,000
(b)	Expenses reimbursed to Managing Agent	Nil
(c)	Commission or Remuneration payable separately to a managing agent or his associate	Nil
(d)	Commission received or receivable by the managing agent or his associate as selling or buying agent of other concerns in respect of contracts entered into by such concerns with the company.	Nil
(e)	The money value of the contracts for the sale or purchase of goods and materials or supply of services, entered into by the company with the managing agent or his associate during the financial year.	Nil
(f)	Any other perquisite or benefits in cash or in kind stating approximate money value where applicable.	Nil
(g)	Other allowances and commission including guarantee commission	Nil
(h)	Pensions etc.	Nil
	(i) Pensions	Nil
	(ii) Gratuities	Nil
	(iii) Payments from a provident funds, in excess of own subscription and interest thereon	Nil
(i)	Share Based payments	Nil

As per IAS- 24:

An entity shall disclose key management personnel compensation in total and for each of the following benefits:

(a) Short-term employee benefits	37,845,826
(b) Post-employee benefits	-
(c) Other long term benefits	-
(d) termination benefits and	-
(e) share- based payment	-
Total	37,845,826

Annex III

Shareholdings Position in Subsidiary Company (SPPIL)

Total shareholding:

	%	Number of shares	Value of shares/Taka
Saif Powertec Limited	80%	8,000,000	80,000,000
Tarafder Md. Ruhul Amin	14%	1,400,000	14,000,000
Tarafder Nigar Sultana	3%	300,000	3,000,000
Rubya Chowdhury	3%	300,000	3,000,000
	100%	10,000,000	100,000,000

Non-controlling interest

	%	Number of shares	Value of shares/Taka
Tarafder Md. Ruhul Amin	14%	1,400,000	14,000,000
Tarafder Nigar Sultana	3%	300,000	3,000,000
Rubya Chowdhury	3%	300,000	3,000,000
	20%	2,000,000	20,000,000
Opening balance			35,983,369
Profit share for this year			333,001
			36,316,370

Annex IV

Shareholdings Position in Subsidiary Company (SPHL)

Total shareholding:

	%	Number of shares	Value of shares/Taka
Saif Powertec Limited	65%	3,250,000	32,500,000
Tarafder Md. Ruhul Amin	13%	650,000	6,500,000
Tarafder Nigar Sultana	8%	400,000	4,000,000
Rubya Chowdhury	5%	250,000	2,500,000
Tarafder Md. Ruhul Saif	5%	250,000	2,500,000
Tasnim Tarafder	4%	200,000	2,000,000
	100%	5,000,000	50,000,000

Non-controlling interest

	%	Number of shares	Value of shares/Taka
Tarafder Md. Ruhul Amin	13%	650,000	6,500,000
Tarafder Nigar Sultana	8%	400,000	4,000,000
Rubya Chowdhury	5%	250,000	2,500,000
Tarafder Md. Ruhul Saif	5%	250,000	2,500,000
Tasnim Tarafder	4%	200,000	2,000,000
	35%	1,750,000	17,500,000

Opening balance

(4,058,555)

Profit share for this year

(6,091,686)

(10,150,241)

Annexure-V

Shareholdings Position in Subsidiary Company (SLAL)

<u>Total shareholding:</u>	<u>%</u>	<u>Number of shares</u>	<u>Value of shares/Taka</u>
Saif Powertec Limited	82%	13,350,000	133,500,000
E-Engineering Limited	18%	3,000,000	30,000,000
	100%	16,350,000	163,500,000

Non-controlling interest

	<u>%</u>	<u>Number of shares</u>	<u>Value of shares/Taka</u>
E-Engineering Limited	18%	3,000,000	30,000,000
	18%	3,000,000	30,000,000
Opening balance			29,966,458
Profit share for this year			(11,111)
			29,955,348

Annexure-VI

Shareholdings Position in Subsidiary Company (88 Innovations Engineering Ltd)

<u>Total shareholding:</u>	<u>%</u>	<u>Number of shares</u>	<u>Value of shares/Taka</u>
Saif Powertec Limited	55%	11,000,000	110,000,000
Tarafder Md. Ruhul Amin	13%	2,500,000	25,000,000
Mrs. Tarafder Nigar Sultana	12%	2,400,000	24,000,000
Rubya Chowdhury	9%	1,800,000	18,000,000
Tarafder Md. Ruhul Saif	9%	1,800,000	18,000,000
Md. Jobaer Kabir	3%	500,000	5,000,000
	<u>100%</u>	<u>20,000,000</u>	<u>200,000,000</u>

Non-controlling interest

	<u>%</u>	<u>Number of shares</u>	<u>Value of shares/Taka</u>
Tarafder Md. Ruhul Amin	13%	2,500,000	25,000,000
Mrs. Tarafder Nigar Sultana	12%	2,400,000	24,000,000
Rubya Chowdhury	9%	1,800,000	18,000,000
Tarafder Md. Ruhul Saif	9%	1,800,000	18,000,000
Md. Jobaer Kabir	3%	500,000	5,000,000
	<u>45%</u>	<u>9,000,000</u>	<u>90,000,000</u>

Opening balance	-	27,562,307
Profit share for this year		(1,392,414)
		<u>26,169,893</u>

Annexure-VII

Calculation of Deferred Tax (The Company):

Particulars	30, June 2024	30, June 2023
a) On cost:		
Carrying amount of Property Plant & Equipment:	3,324,111,907	3,763,997,490
Tax base of Property Plant & Equipment:	2,214,136,595	2,687,704,510
Taxable/(deductible) temporary deference	1,109,975,312	1,076,292,980
Tax rate	22.50%	22.50%
Deferred tax (Assets) / Liability at the end of the year	249,744,445	242,165,921
Gain on Deferred tax liabilities for rate change		
Deferred tax (income) /expense recognized in Statement of Profit or Loss and Other Comprehensive Income	7,578,524	25,710,134
b) On Revaluation:		
Carrying amount of Property Plant & Equipment:	96,540,144	96,540,144
Tax base of Property Plant & Equipment:		
Taxable/(deductible) temporary deference	96,540,144	96,540,144
Tax rate	15%	15%
Deferred tax (Assets) / Liability at the end of the year	14,481,022	14,481,022
Deferred tax (income) /expense recognized in Statement of Changes in Equity		
Total Deferred tax (Assets) / Liability at the end of the period/year (a+b)	264,225,467	256,646,943



AUDITED FINANCIAL
STATEMENTS-2024



**SAIF PLASTIC & POLYMER
INDUSTRIES LIMITED**

Annual Report -2024

**Independent Auditor's Report to the shareholders
of
Saif Plastic & Polymer Industries Limited**

Opinion

We have audited the financial statements of Saif Plastic & Polymer Industries Limited hereinafter referred to as "the company" which comprise the Statement of Financial Position as at June 30, 2024, Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory notes.

In our opinion, the financial statements, prepared in accordance with International Financial Reporting Standards (IFRS), International Accounting Standard (ISA) give a true and fair view of the state of the affairs as at June 30, 2024, and of the results of its operations for the year then ended and comply with requirements 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 Auditors Responsibilities for the Audit of the Financial Statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to the statement of financial position, where "share Money Deposits" is shown amounting tk.9,010,000 as of 30.06.2024, which has been carried forward from previous year. This is a deviation from the regulations imposed by the financial reporting Council (FRC) Despite of emphasizing the matter in last audit report, management has not allotted share against these share money yet. Our opinion is not modified in respect of this matter.

Independence and Other Ethical Responsibilities

We are independent of the company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code and ICAB by laws.

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

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards (IFRS) and the Companies Act 1994 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.

Auditors' 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 auditors' 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 International Standards on Auditing (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 International Standards on Auditing (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 auditors' 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 auditors' 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.

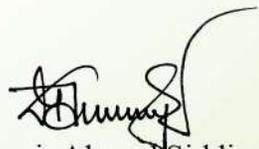
We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements:

In accordance with the Companies Act, 1994 we also report the following:

- a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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 Company's statement of financial position and the statement of profit or loss and other comprehensive income along with the annexed notes 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's business.

Date: October 20, 2024
Place: Dhaka


Dhali Tanvir Ahmad Siddiqui, FCA
Partner
Ahmmed Hoq Siddiqui & Co.
Chartered Accountants
DVC: 2410201391AS357891



**Statement of Financial Position
As at 30 June 2024**

Amount in BDT.

Particulars	Notes	30th June 2024	30th June 2023
ASSETS			
<u>Non-Current Assets</u>		191,738,919	190,730,967
Property, Plant & Equipment	3	105,982,488	110,063,560
Capital Work-in-Progress	4	85,756,431	80,667,407
<u>Current Assets</u>		38,511,137	40,359,769
Advance, Deposit & Pre-payments	5	18,914,419	18,189,471
Cash & Cash Equivalents	6	2,321,529	1,822,220
Inventories	7	2,671,807	3,313,941
Accounts Receivable	8	14,603,382	17,034,138
Total Assets		230,250,056	231,090,736
EQUITY AND LIABILITIES			
<u>Equity</u>		181,581,851	179,916,847
Share Capital	9	100,000,000	100,000,000
Retained Earnings	10	81,581,851	79,916,847
<u>Non Current Liabilities</u>		28,916,670	31,282,541
Deferred Tax liability	11	19,906,670	22,272,541
Share Money Deposit		9,010,000	9,010,000
<u>Current Liabilities</u>		19,751,535	19,891,349
Liabilities for Expenses	12	17,698,285	16,966,757
Accounts Payable	13	2,053,249	2,924,592
Total Equity and Liabilities		230,250,056	231,090,736

The annexed notes form an integral part of this Financial Statement.

N. Sultana
Managing Director
 (Tarafder Nigar Sultana)

(Signature)
Chairman
 (Tarafder Md. Ruhul Amin)

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

(Signature)
Dhali Tanvir Ahmad Siddiqui, FCA
Partner
 Ahmmed Hoq Siddiqui & Co.
 Chartered Accountants
 DVC: 2410201391AS357891

Dated : 20 October 2024
 Place: Dhaka

**SAIF PLASTIC & POLYMER INDUSTRIES LIMITED****Statement of Profit or Loss and other Comprehensive Income
for the year ended 30 June 2024**

Particulars	Notes	Amount in BDT.	
		30th June 2024	30th June 2023
Sales	14	21,889,906	39,761,417
Less : Cost of Goods Sold	15	16,817,338	27,502,670
Gross Profit/(Loss)		5,072,568	12,258,747
Less: Administrative Expenses	16	4,853,829	7,058,525
Less: Marketing and Selling Expenses	17	485,437	518,999
Net Operating Income		(266,698)	4,681,223
Add: Other Non-Operating Income	18	3,192	26,525
Net Profit Before Tax		(263,506)	4,707,748
Less: Income Tax Expense	19	(1,928,509)	1,541,182
Net Profit after Tax		1,665,004	3,166,566

The annexed notes form an integral part of this Financial Statement.

N. Sultana
Managing Director
 (Tarafder Nigar Sultana)

(Signature)
Chairman
 (Tarafder Md. Ruhul Amin)

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

Dated : 20 October 2024
 Place: Dhaka

(Signature)
 Dhali Tanvir Ahmad Siddiqui, FCA
Partner
 Ahmmed Hoq Siddiqui & Co.
 Chartered Accountants
 DVC: 2410201391AS357891

**Statement of Changes in Equity
for the year ended 30 June 2024**

Year: 2023-2024

Amount in BDT.

Particulars	Share Capital	Retained Earnings	Total Equity
Balance as at 01 July 2023	100,000,000	79,916,847	179,916,847
Net Profit after Tax for this year	-	1,665,004	1,665,004
Balance as at 30 June 2024	100,000,000	81,581,851	181,581,851

Year: 2022-2023

Particulars	Share Capital	Retained Earnings	Total Equity
Balance as at 01 July 2022	100,000,000	76,750,281	176,750,281
Net Profit after Tax for this year	-	3,166,566	3,166,566
Balance as at 30 June 2023	100,000,000	79,916,847	179,916,847

The annexed notes form an integral part of this Financial Statement.

N. Sultana
Managing Director
 (Tarafter Nigar Sultana)

(Signature)
Chairman
 (Tarafter Md. Ruhul Amin)

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

Dated : 20 October 2024
 Place: Dhaka

(Signature)
 Dhali Tanvir Ahmad Siddiqui, FCA
Partner
 Ahmmed Hoq Siddiqui & Co.
 Chartered Accountants
 DVC: 2410201391AS357891



**Statement of Cash Flows
for the year ended 30 June 2024**

Amount in BDT.

Particulars	30th June 2024	30th June 2023
Cash Flows from Operating Activities		
Cash receipt from customer	24,323,854	40,991,469
Cash paid to suppliers and employees	(17,607,977)	30,295,427
Cash generated from operations	6,715,877	10,696,042
Advance, deposits and prepayment	-	(187,716)
Advance income tax	(724,948)	(1,509,828)
Net cash flow from operating activities	5,990,929	8,998,498
Cash flow from investing activities		
Purchases of property, plant and equipment	(402,595)	(429,526)
Capital Work-in progress	(5,089,024)	(9,099,359)
Advance against civil work	-	(561,262)
Net cash used in investing activities	(5,491,619)	(10,090,147)
Cash flow from financial activities		
Financial cost	-	-
Net cash from/(used in) financing activities	-	-
Net cash inflow/(outflow) for the period	499,309	(1,091,649)
Opening cash and cash equivalents	1,822,220	2,913,870
Closing cash and cash equivalents	2,321,529	1,822,220

The annexed notes form an integral part of this Financial Statement.

N. Sultana
Managing Director
 (Tarafter Nigar Sultana)

[Signature]
Chairman
 (Tarafter Md. Ruhul Amin)

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

Dated : 20 October 2024
 Place: Dhaka

[Signature]
 Dhali Tanvir Ahmad Siddiqui, FCA
Partner
 Ahmmed Hoq Siddiqui & Co.
 Chartered Accountants
 DVC: 2410201391AS357891



1.00 Legal Status and Nature of the Company

1.01 Background of the Company

Saif Plastic & Polymer Industries Limited was incorporated on dated 30 November 2010 under the Companies Act 1994 (Act XVIII) vide Reg. No.C-88473/2010 with the Registrar of Joint Stock Companies and Firms, Dhaka as a Private limited Company with authorized capital of Tk. 200,000,000 (Twenty crore) divided into 20,000,000 (Two Crore) shares of taka 10 each.

1.02 Registered Office of the Company

Registered Office of the company situated at 72, Mohakhali C/A, (8th floor), Rupayan Center, Gulshan, Dhaka, PO: 1212, Bangladesh.

1.03 Nature of the business

The company formed with a wide range of objective to carry on business for export, import, indent, manufacturing all kinds of Plastic products & raw materials of all kinds of plastic products including medical products. To set up and establish industries for manufacturing of Plastic jug, mug, bowl, plate, container, water tank, plastic door, box, frame and other allied products. Including and reducing of plastic products including all medical products.

2.00 Basis of preparation and significant accounting policies

2.01 Statement of Compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs), the Compliance Act 1994 and other applicable laws and regulations. The format of the statements follows the requirements of IFRSs which is to some extent different from the statements of the companies Act, 1994. However, for better presentation IAS has been followed for the preparation and presentation of the financial statements.

2.02 Basis of preparation and presentation of financial statements

The financial statements as at and for the period ended on 30 June 2024 have been prepared under the historical cost convention and in accordance with International Accounting Standards (IAS), International Financial Reporting Standards (IFRS), the Companies Act 1994 and other laws and rules applicable in Bangladesh.

2.03 Basis of Measurement

The financial statements have been prepared on historical cost basis.

2.04 Components of the financial statements

The financial statements comprise of:

- i. Statement of Financial Position as at 30 June 2024
- ii. Statement of Profit or Loss and Other Comprehensive Income for the period from 1 July 2022 to 30 June 2024
- iii. Statement of Changes in Equity from 01 July 2022 to 30 June 2024
- iv. Statement of Cash Flows for the period from 01 July 2022 to 30 June 2024
- v. Accounting Policies and Explanatory Notes.

2.05 Functional and presentational currency

The financial statements have been presented in Bangladeshi Taka which is the company's functional currency. Figures have been rounded off to nearest Taka.

2.06 Use of estimates and judgments

The preparation of the financial statements in conformity with IFRSs requires management to use judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

2.07 Going concern

The Company has adequate resources to continue in operation for foreseeable future. For this reason, the directors continue to adopt going concern basis in preparing the accounts. The current credit facilities and resources of the Company provide sufficient funds to meet the present requirements of its existing businesses and operations.

2.08 Reporting Period

The financial Statements have been prepared for 12 months for the year 01 July 2023 to 30 June 2024.

2.09 Directors' responsibility statement

The Board of Directors is responsible for the preparation and presentation of Financial Statements under Section 183 of the Companies Act 1994 and as per the provision of The Framework for the Preparation and Presentation of Financial Statements as stated in International Accounting Standards.

2.10 Property, Plant & Equipment

2.10.1 Recognition and measurement

Items of property, plant and equipment are measured initially at cost and subsequently at cost less accumulated depreciation in compliance with International Accounting Standards (IAS) 16 Property, Plant & Equipment. The cost acquisition of an asset comprises its purchase price and any direct cost for bringing the asset to its working condition for its intended use. Expenditures incurred after the asset have been put into use, such as repairs and maintenance are normally charged off as revenue expenditure in the period in which it is incurred. Software and all up gradation / enhancement are generally charged off as revenue expenditure unless they bring similar significant additional benefits. When parts of item of property, plant & equipment have different useful lives, they are accounted for as separate items (measure components) of property, plant & equipment.

2.10.2 Subsequent cost

The cost of replacing part of an item of a property, Plant & equipment is recognized in the carrying amount for the item if it probable that the future economic benefits embodied within the part will flow to the company and its cost can be measured reliably. Cost of the day-to-day servicing of property, plant & equipment are recognized in profit and loss accounts as expenses.

2.10.3 Depreciation

Depreciation is based on the cost of an asset less its residual value. Depreciation is recognized in profit or loss based on reducing balance method over the estimated useful lives of each component of an item of property, plant & equipment. Depreciation is charged on addition of fixed assets has been charged from the date of the assets are available for use.

2.10.4 Disposal of fixed Asset

Gains and losses of disposal of an item of property, plant & equipment are to be determined by comparing the proceeds from the disposal with the carrying amount of the property, plant & equipment.

2.11 Consistency

In accordance with the IFRS framework for the presentation of financial statements together with IAS 1 and IAS 8, company applies the accounting disclosure principles consistently from one period to the next. Where selecting and applying new accounting policies, changes in accounting policies applied, correction of errors, the amounts involved are accounted for and disclosed retrospectively in accordance with the requirement of IAS-8. The company however has applied the same accounting and valuation principles consistently.

2.12 Cash and cash equivalents

Cash and cash equivalents comprise cash in hand and cash at bank.

2.13 Share capital

Only ordinary shares are classified as equity.

2.14 Financial risk management

The company's management has overall responsibility for the establishment and oversight of the company's risk management framework. The company's management policies are established to identify and analyze the risk faced by the company to set appropriate risk limits and controls and to monitor risk and adherence to limits. Risk management policies, procedures and systems are reviewed regularly to reflect changes in market conditions and the company's activities.

2.15 Revenue recognition

As per International Financial Reporting Standards (IFRS) 15 Revenue from contracts with customers, is recognized when the parties to the contract have approved the contract (in writing, orally or in accordance with other customary business practices) and are committed to perform their respective obligations, the entity can identify each party's rights regarding risk and rewards to be transferred, the contract has commercial substance, it is probable that the economy benefits associated with the transaction will flow to the company and the amount of revenue and the cost incurred or to be incurred in respect of the transaction can be measured reliability.

2.16 Income and expenditures

Income and expenditures are recognized on accrual basis and income is only recognized if its realization is reasonably certain.

2.17 Contingent Liabilities and Assets

Contingent liabilities and assets are current or possible obligations or assets, arising from past events and whose existence is due to the occurrence or non-occurrence of one or more uncertain future events which are not within the control of the company. There is no Contingent Assets or Liabilities in the reporting period in accordance with IAS-37 Provisions, Contingent Liabilities and Contingent Assets.

2.18 Accounts Receivable

Accounts Receivable is carried at original invoice amount. During the period there is no carrying amount of accounts receivable as company has realized all sales on cash on delivery.

2.19 Earnings Per Share

An earnings per share (EPS) is calculated in accordance with the Bangladesh Accounting Standard IAS-33 "Earnings per share".

2.20 Events after the Reporting period

In compliance with the requirements of IAS 10: Events After the Reporting Period, post statement of financial position events that provide additional information about the company's position at the reporting date are reflected in the financial statements and events after the reporting date that are not adjusting events are disclosed in the notes when material. All material events occurring after the balance sheet date has been considered.

2.21 Related Party Disclosure

As per International Accounting Standards (IAS) 24 "Related Party Disclosures", parties are considered to be related if one of the parties has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions.

2.22 Comparative Figures

Relevant notes and disclosures are also presented in a comparative way for better understanding. Previous year's figures have been rearranged for the better understanding and presentation of comparatives information.

2.23 Application of International Accounting Standards (IASs)

The financial statements have been prepared in compliance with requirement of IAS as adopted by The Institute of Chartered Accountants of Bangladesh (ICAB) and applicable in Bangladesh. The following IASs are applicable for the financial statements for the period under review:

Name and Number of IAS

- IAS - 1 Presentation of Financial Statements
- IAS - 7 Statement of Cash Flows
- IAS - 8 Accounting Policies, Changes in Accounting Estimates and Errors
- IAS - 10 Events after the Reporting Period
- IAS - 12 Income Taxes
- IAS - 16 Property, Plant & Equipment
- IAS - 24 Related Party Disclosures
- IAS - 33 Earnings per share
- IAS - 36 Impairment of assets
- IAS - 37 Provisions, Contingent Liabilities and Contingent Assets

Name and Number of IFRS

- IFRS - 1 First - time Adoption of Bangladesh Financial Reporting Standards
- IFRS - 15 Revenue from Contracts with Customers



Notes to financial statements for the period ended 30 June 2024

	Amount in (Taka) 30-06-2024	Amount in (Taka) 30-06-2023
3.00 Property, Plant & Equipment: BDT. 105,982,488		
The breakup of the above balance is as under		
Written down value as of 30.06.2024	110,063,560	114,338,691
Add: Addition during the year	402,595	429,526
	110,466,155	114,768,217
Less: Depreciation charged during the year	4,483,666	4,704,658
Written down value	105,982,488	110,063,560
<i>Details are shown in "Schedule- A"</i>		
4.00 Capital Work-in-Progress: BDT. 85,756,431		
Opening Balance	80,667,407	71,568,048
Add: Addition during the year	5,089,024	9,099,359
Less: Adjustment during the year	-	-
Balance as at 30.06.2024	85,756,431	80,667,407
5.00 Advance, Deposit & Pre-payments: BDT.18,914,419		
The breakup of the above balance is as under		
VAT Receivable	213,308	213,308
Advance Income Tax	12,855,861	12,130,913
Advance against works	5,845,250	5,845,250
Total	18,914,419	18,189,471
6.00 Cash and Cash Equivalents: BDT. 2,321,529		
The breakup of the above balance is as under		
Cash in Hand	902,180	339,034
Cash at Bank	1,419,349	1,483,186
Total	2,321,529	1,822,220
6.01 Cash at Bank: BDT. 1,419,349		
The breakup of the above balance is as under		
Bank Asia Limited	1	693
United Commercial Bank Limited	160,005	219,250
Dhaka Bank Limited	69,770	70,461
Padma Bank Limited	170,771	171,461
National Bank Limited	9,664	10,755
Community Bank Bangladesh Limited	996,525	997,945
Al Arafa Islami Bank Limited	12,613	13,303
Total	1,419,349	1,483,868



SAIF PLASTIC & POLYMER INDUSTRIES LIMITED

Notes to financial statements for the period ended 30 June 2024

	Amount in (Taka) 30-06-2024	Amount in (Taka) 30-06-2023		
7.00 Inventories: BDT. 2,671,807				
The breakup of the above balance is as under				
Raw materials	925,122	1,189,542		
Finished goods	821,523	925,824		
Work-in-process	925,162	1,198,575		
Total	2,671,807	3,313,941		
8.00 Accounts receivable: BDT. 14,603,382				
The breakup of the above balance is as under				
JMI Bangla Pharmaceutical Co. Ltd.	386,967	1,011,242		
Brac Dairy	1,101,737	1,047,701		
BIBS Pharma Ltd.	802,738	802,738		
ACI Oil	1,004,666	686,096		
Beacon Pharma	46,315	709,751		
Leon Pharma	636,526	626,026		
National Homeo	178,546	178,546		
Mundi Pharma	79,016	1,258,202		
Incepta Pharma	198,592	1,179,050		
Jayson Pharma	2,308,324	2,608,324		
Jayson Nature	163,632	163,632		
Jayson Agrobat	587,231	587,231		
Golden Hervest	1,487,514	1,493,014		
Others	5,621,578	4,682,585		
Total	14,603,382	17,034,138		
9.00 Share Capital: BDT. 100,000,000				
a) Authorized Share Capital:				
20,000,000 Ordinary Shares of Taka 10 each	200,000,000	200,000,000		
b) Issued, Subscribed, Called & Paid up Share Capital: BDT. 100,000,000				
10,000,000 Ordinary Shares of Taka 10 each fully called and paid	100,000,000	100,000,000		
c) Composition of Shareholding as at 30 June 2024				
Name of the Shareholders	No. of shares	% of share	Taka	Taka
Saif Powertec Limited	8,000,000	80.00%	80,000,000	80,000,000
Tarafder Md. Ruhul Amin	1,400,000	14.00%	14,000,000	14,000,000
Mrs. Tarafder Nigar Sultana	300,000	3.00%	3,000,000	3,000,000
Rubya Sultana Rumi	300,000	3.00%	3,000,000	3,000,000
Total	10,000,000	100%	100,000,000	100,000,000



Notes to financial statements for the period ended 30 June 2024

	Amount in (Taka) 30-06-2024	Amount in (Taka) 30-06-2023
10.00 Retained Earnings: BDT. 81,581,851		
The breakup of the above balance is as under		
Opening Balance	79,916,847	76,750,281
Net profit/(loss) during the year	<u>1,665,004</u>	<u>3,166,566</u>
Balance as at 30.06.2024	<u>81,581,851</u>	<u>79,916,847</u>

11.00 Calculation of Deferred Tax. 19,906,670

For the year ended: 30 June 2024

Particular	Carrying Amount	Tax Base	Temporary Difference	Tax Rate	Deferred Tax Assets/Liability
Property Plant & Equipment	105,982,488	33,594,596	72,387,892	27.50%	19,906,670

Deferred Tax liability end of the year

19,906,670

For the year ended: 30 June 2023

Particular	Carrying Amount	Tax Base	Temporary Difference	Tax Rate	Deferred Tax Assets/Liability
Property Plant & Equipment	110,063,559	35,821,756	74,241,803	30%	22,272,541

Deferred Tax liability end of the year

22,272,541

12.00 Liabilities for Expenses: BDT. 17,698,285

The breakup of the above balance is as under

Salary & wages	502,425	560,461
Electricity bill	472,455	120,252
Rent	152,000	152,000
Audit fee	115,000	115,000
Income tax payable	<u>16,456,405</u>	<u>16,019,044</u>
Total	<u>17,698,285</u>	<u>16,966,757</u>

13.00 Accounts Payable : BDT. 2,053,249

The breakup of the above balance is as under

Rani House & CO	447,320	902,550
Zaman Polytech	295,000	295,000
Maa Enterprise	934,870	1,228,120
Shahed International	273,500	373,500
Others	<u>102,559</u>	<u>125,422</u>
Total	<u>2,053,249</u>	<u>2,924,592</u>



Notes to financial statements for the period ended 30 June 2024

	Amount in (Taka) 30-06-2024	Amount in (Taka) 30-06-2023
14.00 Sales: BDT. 21,889,906		
The breakup of the above balance is as under		
Bills Received	25,173,392	39,761,417
Gross Sales	25,173,392	39,761,417
Less: Value Added Tax	3,283,486	
Net Sales	21,889,906	39,761,417
15.00 Cost of Goods Sold: BDT. 16,817,338		
Opening stock of raw materials	1,189,542	(1,358,462)
Purchases during the year	5,071,486	16,245,862
Closing stock of raw materials	(925,122)	(1,189,542)
Raw Materials Consumption	5,335,906	13,697,858
Opening work-in process	925,824	985,462
Closing work-in process	(821,523)	(925,824)
Opening finished product	1,198,575	1,358,762
Closing finished product	(925,162)	(1,198,575)
Cost of Materials	5,713,620	13,917,683
Manufacturing Overhead		
Salary & wages	1,619,087	2,142,512
Electricity bill	4,763,551	6,333,753
Overtime bill	95,821	102,452
Raw materials import charge	-	102,542
Packing materials	56,362	86,524
Carriage inward	85,231	112,546
Depreciation	4,483,666	4,704,658
Total Manufacturing Overhead	11,103,718	13,584,987
Cost of Goods Sold	16,817,338	27,502,670

**Notes to financial statements for the period ended 30 June 2024**

	Amount in (Taka) 30-06-2024	Amount in (Taka) 30-06-2023
16.00 Administrative Expenses: BDT. 4,853,829		
The breakup of the above balance is as under		
Salary & allowances	3,524,625	5,540,878
Office rent	624,000	624,000
Entertainment	75,821	111,011
Repair and maintenance	125,425	214,523
Audit fee	115,000	115,000
License fee	112,585	112,542
Vehicle expenses	65,821	91,252
Printing & stationary	24,357	28,656
Cleaner expenses	45,248	52,142
Internet bill	26,000	26,000
Mobile bill	20,255	25,125
Conveyance	55,647	59,865
Paper and periodical	8,526	10,253
Bank Charge	10,433	12,372
Postage & Courier	4,822	15,652
Miscellaneous Expenses	15,264	19,254
Total	4,853,829	7,058,525
17.00 Marketing and Selling Expenses: BDT. 485,437		
The breakup of the above balance is as under		
Salary	412,562	435,236
Carriage outward	20,523	24,521
Conveyance	52,352	59,242
Total	485,437	518,999
18.00 Other Non-Operating Income: BDT. 3,192		
The breakup of the above balance is as under		
Other Income	3,192	26,525
Total	3,192	26,525
19.00 Income Tax Expense: BDT. -1,928,509		
The breakup of the above balance is as under		
Current tax payable	19.01 437,361	1,854,732
Reversal of deferred Tax 2.50% rate difference	-	-
Add/(Less) Deferred tax Expense /(Income)	19.02 (2,365,871)	(313,550)
Total	(1,928,509)	1,541,182



Notes to financial statements for the period ended 30 June 2024

	Amount in (Taka) 30-06-2024	Amount in (Taka) 30-06-2023
19.01 Current Tax Payable: BDT. 437,361		
Tax on Export Sales at the Rate of 0.3%	65,670	119,284
Tax on Gross Profit at the Reat of 15%	(39,526)	706,162
Income tax on business income	436,483	1,846,775
Income tax on other income	878	7,958
Reversal of Deferred Tax for 2.50% rate difference	-	-
Income tax expenses during the year	437,361	1,854,732
a) Income Tax on Business Income:		
Net Profit before tax during the period except other income	(266,698)	4,681,223
Add: Accounting Depreciation	4,483,666	4,704,658
Less: Tax Depreciation	(2,629,755)	(3,229,965)
Taxable Profit/(Loss)	1,587,213	6,155,916
Tax Rate	27.50%	30%
Income Tax on other Income	436,483	1,846,775
Total Income tax Expenses During the year	436,483	1,846,775
b) Income Tax on Other Income		
Other income during the period	3,192	26,525
Total Profit / (Loss) from Other Income	3,192	26,525
Tax Rate	27.50%	30%
Income Tax on Other Income	878	7,958
19.02 Deferred Tax Income : BDT. -2,365,871		
Opening Deferred Tax Liability	22,272,541	22,586,091
Closing Deferred Tax Liability	19,906,670	22,272,541
Gain on Deferred Tax Liabilities for Rate Change	-	-
Deferred Tax Expense / (Income)	(2,365,871)	(313,550)



SAIF PLASTIC & POLYMER INDUSTRIES LIMITED

Schedule of Property, Plant & Equipment
For the year June 30, 2024

Property, Plant & Equipment

Particulars	Cost					Rate of Dep.	Depreciation		W. D. V. as on 30.06.2024
	Opening Balance	Addition during the year	Disposal / Adjustment	Disposed during the year	Closing Balance		Opening Balance	Charged during the year	
Land & Land Development	22,625,706	-	-	-	22,625,706	-	-	-	22,625,706
Plant & Machinery	147,445,925	-	-	-	147,445,925	5%	4,270,184	66,312,433	81,133,491
Motor Vehicles	3,502,000	-	-	-	3,502,000	10%	109,896	2,512,932	989,068
Furniture & Fixture	577,242	-	-	-	577,242	10%	22,763	372,373	204,869
Tools & Equipments	795,456	402,595	-	-	1,198,051	10%	42,835	510,587	687,464
Office Equipments	817,092	-	-	-	817,092	10%	37,988	475,203	341,889
Total as on June 30, 2024	175,763,421	402,595	-	-	176,166,016		4,483,666	70,183,528	105,982,488
Total as on June 30, 2023	175,333,895	429,526			175,763,421		4,704,658	65,699,861	110,063,559

Schedule- A



Calculation of Deferred Tax

Year: 2023-2024

Particulars	Opening	Addition		Closing balance	Rate	Depreciation	Written Down Value
Land and land development	22,625,706	-	-	22,625,706	-	-	22,625,706
Plant and machinery	12,398,083	-	-	12,398,083	20%	2,479,617	9,918,466
Motor Vehicles	300,819	-	-	300,819	20%	60,164	240,655
Furniture and fixture	138,841	-	-	138,841	10%	13,884	124,957
ZTools and equipments	188,328	402,595	-	590,923	10%	59,092	531,831
Office equipments	169,979	-	-	169,979	10%	16,998	152,981
Total	35,821,756	402,595	-	36,224,351		2,629,755	33,594,596

Year: 2022-2023

Particulars	Opening	Addition		Closing balance	Rate	Depreciation	Written Down Value
Land and land development	22,625,706	-	-	22,625,706	-	-	22,625,706
Plant and machinery	15,497,604	-	-	15,497,604	20%	3,099,521	12,398,083
Motor Vehicles	376,024	-	-	376,024	20%	75,205	300,819
Furniture and fixture	154,268	-	-	154,268	10%	15,427	138,841
Tools and equipments	209,253	-	-	209,253	10%	20,925	188,328
Office equipments	188,866	-	-	188,866	10%	18,887	169,979
Total	39,051,721	-	-	39,051,721		3,229,965	35,821,756

	30/Jun/24	30/Jun/23
Carrying amount of Property Plant & Equipment:	105,982,488	110,063,559
Tax base of Property Plant & Equipment:	33,594,596	35,821,756
Taxable/(deductible) temporary deferral	72,387,892	74,241,803
Tax Rate	27.50%	30%
Deferred Tax liability at the end of the year	19,906,670	22,272,541
Deferred Tax liability at the beginning of the year	22,272,541	22,586,091
Deferred Tax expenses /(Income)	(2,365,871)	(313,550)



AUDITED FINANCIAL
STATEMENTS-2024



INDEPENDENT AUDITOR'S REPORT

To

The Shareholders of Saif Port Holdings Limited

Opinion

We have audited the financial statements of Saif Port Holdings Limited hereinafter referred to as "the company" which comprise the Statement of Financial Position as at June 30, 2024, Statement of Profit and Loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory notes.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the company as at June 30, 2024, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs), the Companies Act 1994 and other applicable laws and regulations.

Basis for Opinion

We conducted our audit in accordance with International Standard on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditors Responsibilities for the Audit of the Financial Statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw your attention to the note no. 4 where the an amount of BDT. 10,233,554,346 is showing as Capital Work-in -Progress. During the year there was an addition of tk. 1,181,486,883. The reason behind the non-production of those documents is a fire occurred in Khawaja Tower, 95, Mohakhali, B/A, Gulshan, Dhaka -1212, Bir Uttam AK, Khandakar Road. On dated 26th October 2023. Due the occurrence of that fire many of the documents has been burned and management had no control & access into the premises during our audit.

Independence and Other Ethical Responsibilities

We are independent of the company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code and ICAB by laws.

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

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards (IFRS) and the Companies Act 1994 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.

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 auditors' 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 International Standards on Auditing (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 International Standards on Auditing (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 auditors' 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 auditors' 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.

Report on other Legal and Regulatory Requirements

In accordance with the Companies Act, 1994 we also report the following:

- a) We have obtained all the information and explanations except mentioned in our opinion 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, except mentioned above 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 Company's statement of financial position and the statement of profit or loss and other comprehensive income along with the annexed notes 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's business.



Mostaque Ahmmed Sarwar, FCA
Partner
Ahmmed Hoq Siddiqui & Co.
Chartered Accountants
DVC: 2410171893AS504089

Dated : 17 October 2024
Place: Dhaka

Statement of Financial Position
As at 30 June 2024

Particulars	Notes	Amount in BDT	
		30 June 2024	30 June 2023
ASSETS			
<u>Non-Current Assets</u>		10,364,464,904	9,188,541,437
Property, Plant & Equipment	3	130,910,558	136,473,974
Capital Work-in-Progress	4	10,233,554,346	9,052,067,463
<u>Current Assets</u>		488,125,359	488,308,761
Advance, Deposit & Pre-payments	5	487,455,529	487,455,529
Cash & Cash Equivalents	6	669,830	853,232
Total Assets		10,852,590,263	9,676,850,198
EQUITY AND LIABILITIES			
<u>Equity</u>		(29,000,689)	(11,595,872)
Share Capital	7	50,000,000	50,000,000
Retained Earnings	8	(79,000,689)	(61,595,872)
<u>Non Current Liabilities</u>		10,880,359,004	9,687,189,445
Long term loan	9	10,873,505,753	9,679,769,180
Deferred Tax liabilities	10	6,853,252	7,420,265
<u>Current Liabilities</u>		1,231,947	1,256,625
Liabilities for Expenses	11	1,231,947	1,256,625
Total Equity and Liabilities		10,852,590,263	9,676,850,198

The annexed notes form an integral part of this Financial Statement.



Managing Director
(Tarafder Md. Ruhul Saif)



Chairman
(Tarafder Md. Ruhul Amin)

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



Mostaque Ahmmed Sarwar, FCA
Partner
Ahmmed Hoq Siddiqui & Co.
Chartered Accountants
DVC: 2410171893AS504089

Dated : 17 October 2024
Place: Dhaka

Statement of Profit or Loss and other Comprehensive Income
For the year ended 30 June 2024

Particulars	Notes	Amount in BDT	
		30 June 2024	30 June 2023
Revenue		-	-
Less: Cost of Revenue		-	-
Gross profit/(loss)		-	-
Less: Administrative Expenses	12	17,971,830	19,032,667
Net Operating Income		(17,971,830)	(19,032,667)
Add: Other Non-Operating Income		-	-
Net Profit Before Tax		(17,971,830)	(19,032,667)
Less: Deffered Tax Expenses/(Income)		(567,014)	3,922,227
Net Profit after Tax		(17,404,817)	(22,954,895)

The annexed notes form an integral part of this Financial Statement.



Managing Director
(Tarafder Md. Ruhul Saif)



Chairman
(Tarafder Md. Ruhul Amin)

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



Mostaque Ahmmed Sarwar, FCA
Partner
Ahmmed Hoq Siddiqui & Co.
Chartered Accountants
DVC: 2410171893AS504089

Dated : 17 October 2024
Place: Dhaka

**Statement of Changes in Equity
For the year ended 30 June 2024**

Year: 2023-2024

Amount in BDT

Particulars	Share Capital	Retained Earnings	Total Equity
Balance as at 01 July 2023	50,000,000	(61,595,872)	(11,595,872)
Net Profit after Tax for this year	-	(17,404,817)	17,404,817)
Balance as at 30 June 2024	50,000,000	(79,000,689)	(29,000,689)

Particulars	Share Capital	Retained Earnings	Total Equity
Balance as at 01 July 2022	50,000,000	(38,640,977)	11,359,023
Net Profit after Tax for this year	-	(22,954,895)	(22,954,895)
Balance as at 30 June 2023	50,000,000	(61,595,872)	(11,595,872)

The annexed notes form an integral part of this Financial Statement.



Managing Director
(Tarafter Md. Ruhul Saif)



Chairman
(Tarafter Md. Ruhul Amin)

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



Mostaque Ahmmed Sarwar, FCA
Partner
Ahmmed Hoq Siddiqui & Co.
Chartered Accountants
DVC: 2410171893AS504089

Dated : 17 October 2024
Place: Dhaka

Statement of Cash Flow
For the year ended 30 June 2024

Particulars	Amount in BDT	
	30 June 2024	30 June 2023
Cash Flows from Operating Activities		
Cash receipt from customer	-	-
Cash paid to suppliers and employees	(12,433,093)	596,270,092
	<u>(12,433,093)</u>	<u>596,270,092</u>
Net cash flow from operating activities	<u>(12,433,093)</u>	<u>596,270,092</u>
Cash flow from investing activities		
Capital Work-in progress	(1,181,486,883)	(2,108,350,779)
Purchase of Property and Equipment	-	(11,500,000)
Net cash used in operating activities	<u>(1,181,486,883)</u>	<u>(2,119,850,779)</u>
Cash flow from financial activities		
Loan received from Bank	1,197,152,412	1,523,493,252
Loan repaid to Bank	(3,415,839)	-
Net cash from/(used in) financing activities	<u>1,193,736,573</u>	<u>1,523,493,252</u>
Net cash inflow/(outflow) for the period	<u>(183,403)</u>	<u>(87,435)</u>
Opening cash and cash equivalents	<u>853,233</u>	<u>940,668</u>
Closing cash and cash equivalents	<u><u>669,830</u></u>	<u><u>853,233</u></u>

The annexed notes form an integral part of this Financial Statement.



Managing Director
(Tarafder Md. Ruhul Saif)



Chairman
(Tarafder Md. Ruhul Amin)

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



Mostaque Ahmmed Sarwar, FCA
Partner
Ahmmed Hoq Siddiqui & Co.
Chartered Accountants
DVC: 2410171893AS504089

Dated : 17 October 2024
Place: Dhaka

**Notes to the Financial Statements
For the year ended 30 June 2024**

1.00 Legal Status and Nature of the Company

1.01 Background of the Company

Saif Port Holdings Limited was incorporated on dated 23 July 2017 under the Companies Act 1994 (Act XVIII) vide Reg. No.C-138908/2017 with the Registrar of Joint Stock Companies and Firms, Dhaka as a Private limited Company.

1.02 Registered Office of the Company

Registered Office of the company situated at 72, Mohakhali C/A, (8th floor), Rupayan Center, Gulshan, Dhaka, PO: 1212, Bangladesh.

1.03 Nature of the business

The company formed with a wide range of objective to carry on any business of civil, Mechanical, Electrical, Chemical and meteorological engineering constructor and consulting, undertaking to execute contracts to design, plan and control, contrasting of any buildings, road, bridges, railways, BPDB, DESA WASA, DPDC, DESCO, Waterways, dock yards, sea port, land port, river port, airport, any type of port related works and operation, Gas works, reservoirs and other kind of works.

2.00 Basis of preparation and significant accounting policies

2.01 Statement of Compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs), the Compliance Act 1994 and other applicable laws and regulations. The format of the statements follows the requirements of IFRSs which is to some extent different from the statements of the companies Act, 1994. However, for better presentation IAS has been followed for the preparation and presentation of the financial statements.

2.02 Basis of preparation and presentation of financial statements

The financial statements as at and for the period ended on 30th June 2024 have been prepared under the historical cost convention and in accordance with International Accounting Standards (IAS), International Financial Reporting Standards (IFRS), the Companies Act 1994 and other laws and rules applicable in Bangladesh.

2.03 Basis of Measurement

The financial statements have been prepared on historical cost basis.

2.04 Components of the financial statements

The financial statements comprise of:

- i. Statement of Financial Position as at 30 June 2024
- ii. Statement of Profit or Loss and Other Comprehensive Income for the year ended 30 June 2024.
- iii. Statement of Changes in Equity for the year ended 30 June 2024.
- iv. Statement of Cash Flows for the year ended 30 June 2024.
- v. Accounting Policies and Explanatory Notes.

2.05 Functional and presentational currency

The financial statements have been presented in Bangladeshi Taka which is the company's functional currency. Figures have been rounded off to nearest Taka.

2.06 Use of estimates and judgments

The preparation of the financial statements in conformity with IFRSs requires management to use judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

2.07 Going concern

The Company has adequate resources to continue in operation for foreseeable future. For this reason the directors continue to adopt going concern basis in preparing the accounts. The current credit facilities and resources of the Company provide sufficient funds to meet the present requirements of its existing businesses and operations.

2.08 Reporting Period

The financial Statements have been prepared for 12 months for the year 01 July 2023 to 30 June 2024.

2.09 Directors' responsibility statement

The Board of Directors is responsible for the preparation and presentation of Financial Statements under Section 183 of the Companies Act 1994 and as per the provision of The Framework for the Preparation and Presentation of Financial Statements as stated in International Accounting Standards.

2.10 Property, Plant & Equipment

2.10.1 Recognition and measurement

Items of property, plant and equipment are measured initially at cost and subsequently at cost less accumulated depreciation in compliance with International Accounting Standards (IAS) 16 Property, Plant & Equipment. The cost acquisition of an asset comprises its purchase price and any direct cost for bringing the asset to its working condition for its intended use. Expenditures incurred after the asset have been put into use, such as repairs and maintenance is normally charged off as revenue expenditure in the period in which it is incurred. Software and all up gradation / enhancement are generally charged off as revenue expenditure unless they bring similar significant additional benefits. When parts of item of property, plant & equipment have different useful lives, they are accounted for as separate items (measure components) of property, plant & equipment.

2.10.2 Subsequent cost

The cost of replacing part of an item of a property, Plant & equipment is recognized in the carrying amount for the item if it probable that the future economic benefits embodied within the part will flow to the company and its cost can be measured reliably. Cost of the day-to-day servicing of property, plant & equipment are recognized in profit and loss accounts as expenses.

2.10.3 Depreciation

Depreciation is based on the cost of an asset less its residual value. Depreciation is recognized in profit or loss based on reducing balance method over the estimated useful lives of each component of an item of property, plant & equipment. Depreciation is charged on addition of fixed assets has been charged from the date of the assets are available for use.

2.10.4 Disposal of fixed Asset

Gains and losses of disposal of an item of property, plant & equipment are to be determined by comparing the proceeds from the disposal with the carrying amount of the property, plant & equipment.

2.11 Consistency

In accordance with the IFRS framework for the presentation of financial statements together with IAS 1 and IAS 8, company applies the accounting disclosure principles consistently from one period to the next. Where selecting and applying new accounting policies, changes in accounting policies applied, correction of errors, the amounts involved are accounted for and disclosed retrospectively in accordance with the requirement of IAS-8. The company however has applied the same accounting and valuation principles consistently.

2.12 Cash and cash equivalents

Cash and cash equivalents comprise cash in hand and cash at bank.

2.13 Share capital

Only ordinary shares are classified as equity.

2.14 Financial risk management

The company's management has overall responsibility for the establishment and oversight of the company's risk management framework. The company's management policies are established to identify and analyze the risk faced by the company to set appropriate risk limits and controls and to monitor risk and adherence to limits. Risk management policies, procedures and systems are reviewed regularly to reflect changes in market conditions and the company's activities.

2.15 Revenue recognition

As per International Financial Reporting Standards (IFRS) 15 Revenue from contracts with customers, is recognized when the parties to the contract have approved the contract (in writing, orally or in accordance with other customary business practices) and are committed to perform their respective obligations, the entity can identify each party's rights regarding risk and rewards to be transferred, the contract has commercial substance, it is probable that the economy benefits associated with the transaction will flow to the company and the amount of revenue and the cost incurred or to be incurred in respect of the transaction can be measured reliability.

2.16 Income and expenditures

Income and expenditures are recognized on accrual basis and income is only recognized if its realization is reasonably certain.

2.17 Contingent Liabilities and Assets

Contingent liabilities and assets are current or possible obligations or assets, arising from past events and whose existence is due to the occurrence or non-occurrence of one or more uncertain future events which are not within the control of the company. There is no Contingent Assets or Liabilities in the reporting period in accordance with IAS-37 Provisions, Contingent Liabilities and Contingent Assets.

2.18 Accounts Receivable

Accounts Receivable is carried at original invoice amount. Company has not stated if's operation rent hence is no balance of Accounts Receivable.

2.19 Earnings Per Share

An earnings per share (EPS) is calculated in accordance with the Bangladesh Accounting Standard IAS-33 "Earnings per share".

2.20 Events after the Reporting period

In compliance with the requirements of IAS 10: Events After the Reporting Period, post statement of financial position events that provide additional information about the company's position at the reporting date are reflected in the financial statements and events after the reporting date that are not adjusting events are disclosed in the notes when material. All material events occurring after the balance sheet date has been considered.

2.21 Borrowing Cost

The interest charged against the long-term loan taken for financing the construction of the port has been capitalized as per International Accounting Standards (IAS) 23 “Borrowing Cost”.

2.22 Related Party Disclosure

As per International Accounting Standards (IAS) 24 “Related Party Disclosures”, parties are considered to be related if one of the party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions.

2.23 Comparative Figures

Relevant notes and disclosures are also presented in a comparative way for better understanding. Previous year’s figures have been rearranged for the better understanding and presentation of comparatives information.

2.24 Application of International Accounting Standards (IASs)

The financial statements have been prepared in compliance with requirement of IAS as adopted by The Institute of Chartered Accountants of Bangladesh (ICAB) and applicable in Bangladesh. The following IASs are applicable for the financial statements for the period under review:

Name and Number of IAS

- IAS - 1 Presentation of Financial Statements
- IAS - 7 Statement of Cash Flows
- IAS - 8 Accounting Policies, Changes in Accounting Estimates and Errors
- IAS - 10 Events after the Reporting Period
- IAS - 12 Income Taxes
- IAS - 16 Property, Plant & Equipment
- IAS - 23 Borrowing Cost
- IAS - 24 Related Party Disclosures
- IAS - 33 Earnings per share
- IAS - 36 Impairment of assets
- IAS - 37 Provisions, Contingent Liabilities and Contingent Assets

Name and Number of IFRS

- IFRS - 1 First - time Adoption of Bangladesh Financial Reporting Standards
- IFRS - 15 Revenue from Contracts with Customers

Notes to financial statements for the period ended 30 June 2024

	Amount in (BDT) 30-06-2024	Amount in (BDT) 30-06-2023
3.00 Property, Plant & Equipment: BDT. 130,910,558		
The breakup of the above balance is as under		
Opening Balance	157,223,814	145,723,814
Add: Addition during the year	-	11,500,000
Closing Balance	157,223,814	157,223,814
Accumulated Depreciation		
Opening Balance	20,749,840	15,210,133
Add: Addition during the year	5,563,415	5,539,707
Closing Balance	26,313,256	20,749,840
Written down value	130,910,558	136,473,974
<i>Details are shown in "Schedule- A"</i>		
4.00 Capital Work-in-Progress: BDT. 10,233,554,346		
The breakup of the above balance is as under		
Opening Balance	9,052,067,463	6,943,716,684
Add: Addition during the year	1,181,486,883	2,108,350,779
	10,233,554,346	9,052,067,463
Less: Transferred during the year		-
Closing Balance	10,233,554,346	9,052,067,463
5.00 Advance, Deposit & Prepayments: BDT. 487,455,529		
The breakup of the above balance is as under		
Advance against works	409,507,100	409,507,100
Advance Income Tax	14,924,739	14,924,739
Advance against others	63,023,690	63,023,690
Total	487,455,529	487,455,529
6.00 Cash and Cash Equivalents: BDT. 669,830		
The breakup of the above balance is as under		
Cash in Hand	651,013	664,087
Cash at Bank	18,816	189,145
Total	669,830	853,232
6.01 Cash at Bank		
National Bank Limited Acc. No- 1067002625469	1	116,714
National Bank Limited Acc. No- 1215005082002	2,252	12,432
Dhaka Bank Limited Acc. No- 2121000010583	3,490	49,184
NBL-Escrow Account Acc. No-1067003312063	-	1,160
United Commercial Bank PLC-Acc No.-0781101000002838	8,965	9,655
NCC Bank Acc. No.-0012-0210026967	4,109	-
Total	18,816	189,145

Notes to financial statements for the period ended 30 June 2024

	Amount in (BDT) 30-06-2024	Amount in (BDT) 30-06-2023
11.00 Liabilities for Expenses: BDT. 1,231,947		
The breakup of the above balance is as under		
Salaries	985,362	1,008,273
Audit fee	230,000	230,000
Others	16,585	18,352
Total	1,231,947	1,256,625
12.00 Administrative Expenses: BDT. 17,971,830		
The breakup of the above amount is as under		
Salary & Allowances	11,658,462	12,589,201
Entertainment	12,584	24,325
Office Rent	240,000	240,000
Audit Fee	230,000	230,000
Credit Rating Fees	96,750	90,000
License Fee	25,300	25,300
Vehicle Expenses	45,652	65,024
Printing & Stationary	15,242	25,682
Mobile Bill	30,251	40,508
Conveyance	15,242	25,642
Paper and Periodical	8,256	11,724
Bank Charge	15,861	108,060
Postage & Courier	6,253	7,042
Miscellaneous Expenses	8,562	10,452
Depreciation	5,563,415	5,539,707
Total	17,971,830	19,032,667



Schedule of Property, Plant & Equipment
For the year June 30, 2024

Schedule- A

Particulars	Cost			Rate of Dep.	Depreciation		W. D. V. as on 30.06.2024
	Opening Balance	Addition during the year	Closing Balance		Opening Balance	Charged during the year	
Land and land development	80,330,852	-	80,330,852	0%	-	-	80,330,852
Plant and machinery	1,279,500	-	1,279,500	5%	261,566	50,897	967,038
Motor Vehicles	67,786,888	-	67,786,888	10%	16,598,676	5,118,821	46,069,391
Furniture and fixture	6,469,631	-	6,469,631	10%	3,483,007	298,662	2,687,962
Office equipments	1,356,943	-	1,356,943	10%	406,592	95,035	855,316
Total as on June 30, 2024	157,223,814	-	157,223,814		20,749,840	5,563,415	130,910,558
Total as on June 30, 2023	145,723,814	11,500,000	157,223,814		15,210,133	5,539,707	136,473,974

Calculation of Deferred Tax

Year:2024

Particulars	Opening	Addition	Closing balance	Rate	Depreciation	Written Down Value
Land and land development	80,330,852	-	80,330,852	0%	-	80,330,852
Plant and machinery	524,083	-	524,083	20%	104,817	419,267
Motor Vehicles	25,568,142	-	25,568,142	20%	5,113,628	20,454,513
Furniture and fixture	4,408,230	-	4,408,230	10%	440,823	3,967,407
Tools and equipments	-	-	-	0%	-	-
Office equipments	908,448	-	908,448	10%	90,845	817,603
	111,739,756		111,739,756		5,750,113	105,989,643

Year:2023

Particulars	Opening	Addition	Closing balance	Rate	Depreciation	Written Down Value
Land and land development	80,330,852	-	80,330,852	0%	-	80,330,852
Plant and machinery	655,104	-	655,104	20%	131,021	524,083
Motor Vehicles	31,960,177	-	31,960,177	20%	6,392,035	25,568,142
Furniture and fixture	4,898,034	-	4,898,034	10%	489,803	4,408,231
Tools and equipments	-	-	-	0%	-	-
Office equipments	1,009,387	-	1,009,387	10%	100,939	908,448
	118,853,554		118,853,554		7,113,798	111,739,756

Particulars

	30-Jun-24	30-Jun-23
Carrying amount of Property Plant & Equipment:	130,910,558	136,473,974
Tax base of Property Plant & Equipment:	105,989,643	111,739,756
Taxable/(deductible) temporary deferrence	24,920,915	24,734,218
Tax Rate	27.50%	30%
Deferred Tax liability at the end of the year	6,853,252	7,420,265
Deferred Tax liability at the beginning of the year	7,420,265	3,498,038
Deferred Tax Expenses /(Income)	(567,014)	3,922,227



AUDITED FINANCIAL
STATEMENTS-2024



Independent Auditor's Report to the Shareholders
of
SAIF LOGISTICS ALLIANCE LTD.

Opinion

We have audited the financial statements of Saif Logistics Alliance Ltd. hereinafter referred to as "the company" which comprise the Statement of Financial Position as at June 30, 2024, Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory notes.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the company as at June 30, 2024, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs), the Companies Act 1994 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 Auditors Responsibilities for the Audit of the Financial Statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw your attention to the note no. 7(d) Where an amount of tk. 336,200,000 has been reported as Calls in Arrears. According to the provision of the companies Act 1994 share capital was supposed to be paid within 6 months from the date of incorporation of the company. In case of this company that share capital has not been paid to the company's account as of the reporting date. This nonpayment of share capital is a deviation from the provision of that said Act.

Independence and Other Ethical Responsibilities

We are independent of the company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code and ICAB by laws.

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

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards (IFRS) and the Companies Act 1994 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.

Auditors' 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 auditors' 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 International Standards on Auditing (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 International Standards on Auditing (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 auditors' 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 auditors' 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.

Report on Other Legal and Regulatory Requirements:

In accordance with the Companies Act, 1994 we also report the following:

- a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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 Company's statement of financial position and the statement of profit or loss and other comprehensive income along with the annexed notes 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's business.



Mostaque Ahmmed Sarwar, FCA
Partner
Ahmmed Hoq Siddiqui & Co.
Chartered Accountants
DVC: 2410091893AS804462

Date: October 09, 2024

Place: Dhaka

Statement of Financial Position
As at 30 June, 2024

Amount in BDT.

Particulars	Notes	30 June 2024	30 June 2023
ASSETS			
<u>Non-Current Assets</u>		93,656,004	93,356,004
Capital Work-In-Progress	3	92,615,239	92,315,239
Preliminary Expenditure		1,040,765	1,040,765
<u>Current Assets</u>		406,223,427	406,525,152
Advance, Deposit & Pre-payments	4	70,000,000	70,000,000
Receivable from Share Holders	5	336,200,000	336,500,000
Cash & Cash Equivalents	6	23,427	25,152
Total Assets		499,879,431	499,881,156
EQUITY AND LIABILITIES			
<u>Equity</u>		499,751,931	499,813,656
Share Capital	7	500,000,000	500,000,000
Retained Earnings	8	(248,070)	(186,345)
<u>Current Liabilities</u>		127,500	67,500
Liabilities for Expenses	9	127,500	67,500
Total Equity and Liabilities		499,879,431	499,881,156

The annexed notes form an integral part of this Financial Statement.



Managing Director



Director

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



Mostaque Ahmmed Sarwar, FCA
Partner
Ahmmed Hoq Siddiqui & Co.
Chartered Accountants
DVC: 2410091893AS804462

Date: October 09, 2024
Place: Dhaka



**Statement of Profit or Loss and other Comprehensive Income
For the year ended 30 June, 2024**

Particulars	Notes	Amount in BDT.	
		2023-2024	2022-2023
Revenue		-	-
Less: Cost of Revenue		-	-
Gross Profit/(Loss)		-	-
Less: Operating Expenses			
Administrative Expense	10	61,725	109,617
Net Profit/(Loss) Before Tax		(61,725)	(109,617)
Less: Income Tax Expense		-	-
Net Profit/(Loss) After Tax		(61,725)	(109,617)

The annexed notes form an integral part of this Financial Statement.

Managing Director

Director

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

**Mostaque Ahmmed Sarwar, FCA
Partner**
Ahmmed Hoq Siddiqui & Co.
Chartered Accountants
DVC: 2410091893AS804462

Date: October 09, 2024
Place: Dhaka

**Statement of Changes in Equity
For the year ended 30 June, 2024**

Year : 2023-2024

Amount in BDT

Particulars	Share Capital	Calls in Arrear	Retained Earnings	Total Equity
Opening Balance as at 1st July, 2023	163,500,000	336,500,000	(186,345)	499,813,656
Share capital received during the year	300,000	-	-	300,000
Unpaid Share Capital	-	(300,000)	-	(300,000)
Net Profit/(Loss) After Tax for this year	-	-	(61,725)	(61,725)
Balance as at 30 June, 2024	163,800,000	336,200,000	(248,070)	499,751,931

Year : 2022-2023

Amount in BDT

Particulars	Share Capital	Calls in Arrear	Retained Earnings	Total Equity
Opening Balance as at 1st July, 2022	163,500,000	-	(76,728)	163,423,272
Share capital received during the year	-	-	-	-
Unpaid Share Capital	-	336,500,000	-	336,500,000
Net Profit/(Loss) After Tax for this year	-	-	(109,617)	(109,617)
Balance as at 30 June, 2023	163,500,000	336,500,000	(186,345)	499,813,656

The annexed notes form an integral part of this Financial Statement.



Managing Director



Director

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



**Mostaque Ahmmed Sarwar, FCA
Partner**
Ahmmed Hoq Siddiqui & Co.
Chartered Accountants
DVC: 2410091893AS804462

Date: October 09, 2024
Place: Dhaka



**Statement of Cash Flow
For the year ended 30 June, 2024**

Amount in BDT.

Particulars	2023-2024	2022-2023
Cash Flows from Operating Activities		
Cash receipt from customer		
Cash paid to suppliers and employees	(61,725)	(99,616)
Cash generated from operations	(61,725)	(99,616)
Advance, deposits and prepayment	60,000	-
Net cash flow from Operating Activities	(1,725)	(99,616)
Cash flow from Investing Activities		
Capital Work-In-Progress	(300,000)	-
Net cash used in Investing Activities	(300,000)	-
Cash flow from Financial Activities		
Paid up Share Capital	300,000	-
Net cash flow from Financing Activities	300,000	-
Net cash inflow/(outflow) for the period	(1,725)	(99,616)
Opening cash and cash equivalents	25,152	124,768
Closing cash and cash equivalents	23,427	25,152

The annexed notes form an integral part of this Financial Statement.

Managing Director

Director

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

Mostaque Ahmmed Sarwar, FCA
Partner

Ahmmed Hoq Siddiqui & Co.
Chartered Accountants
DVC: 2410091893AS804462

Date: October 09, 2024

Place: Dhaka

**Notes to the Financial Statements
For the year ended 30 June 2024**

1.00 Legal Status and Nature of the Company

1.01 Background of the Company

Saif Logistics Alliance Limited was incorporated on dated 27th September 2021 under the Companies Act 1994 (Act XVIII) vide Reg. No.C-174505/2021 with the Registrar of Joint Stock Companies and Firms, Dhaka as a Private limited Company with authorized capital of Tk.1,000,000,000 (One Hundred Crore) divided into 100,000,000 (Ten Crore) shares of taka 10 each.

1.02 Registered Office of the Company

Registered Office of the company situated at 72, Mohakhali C/A, (8th floor), Rupayan Center, Gulshan, Dhaka, PO: 1212, Bangladesh.

1.03 Nature of the business

The company formed with a wide range of objective to carry on, organize, manage, run, charter, conduct, contract, develop, handle, own on the land of Mouja Middle Haliashahar, Chattogram to operate and do all or any business related to bulk inter-model, vessel operations, inland river terminal operation, river, rail, road & sea transportation, development & operate of Inland Container Depot, Inter-model Container Depot with Rail & Road Transportation, sea port operations within the country and abroad.

2.00 Basis of preparation and significant accounting policies

2.01 Statement of Compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs), the Compliance Act 1994 and other applicable laws and regulations. The format of the statements follows the requirements of IFRSs which is to some extent different from the statements of the companies Act, 1994. However for better presentation IAS has been followed for the preparation and presentation of the financial statements.

2.02 Basis of preparation and presentation of financial statements

The financial statements as at and for the period ended on 30 June 2022 have been prepared under the historical cost convention and in accordance with International Accounting Standards (IAS), International Financial Reporting Standards (IFRS), the Companies Act 1994 and other laws and rules applicable in Bangladesh.

2.03 Basis of Measurement

The financial statements have been prepared on historical cost basis.

2.04 Components of the financial statements

The financial statements comprises of:

- i. Statement of Financial Position as at 30 June 2024
- ii. Statement of Profit or Loss and Other Comprehensive Income for the period from 1st July 2023 to 30th June 2024
- iii. Statement of Changes in Equity from 1st July 2023 to 30th June 2024
- iv. Statement of Cash Flows for the period from 1st July 2023 to 30th June 2024
- v. Accounting Policies and Explanatory Notes.

2.05 Functional and presentational currency

The financial statements have been presented in Bangladeshi Taka which is the company's functional currency. Figures have been rounded off to nearest Taka.

2.06 Use of estimates and judgments

The preparation of the financial statements in conformity with IFRSs requires management to use judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

2.07 Going concern

The Company has adequate resources to continue in operation for foreseeable future. For this reason the directors continue to adopt going concern basis in preparing the accounts. The current credit facilities and resources of the Company provide sufficient funds to meet the present requirements of its existing businesses and operations.

2.08 Reporting Period

The financial Statements have been prepared for 1st July 2023 to 30th June 2024

2.09 Directors' responsibility statement

The Board of Directors is responsible for the preparation and presentation of Financial Statements under Section 183 of the Companies Act 1994 and as per the provision of The Framework for the Preparation and Presentation of Financial Statements as stated in International Accounting Standards.

2.10 Property, Plant & Equipment

2.10.1 Recognition and measurement

Items of property, plant and equipment are measured initially at cost and subsequently at cost less accumulated depreciation in compliance with International Accounting Standards (IAS) 16 Property, Plant & Equipment. The cost acquisition of an asset comprises its purchase price and any direct cost for bringing the asset to its working condition for its intended use. Expenditures incurred after the asset have been put into use, such as repairs and maintenance is normally charged off as revenue expenditure in the period in which it is incurred. Software and all up gradation / enhancement are generally charged off as revenue expenditure unless they bring similar significant additional benefits. When parts of item of property, plant & equipment have different useful lives, they are accounted for as separate items (measure components) of property, plant & equipment.

2.10.2 Subsequent cost

The cost of replacing part of an item of a property, Plant & equipment is recognized in the carrying amount for the item if it probable that the future economic benefits embodied within the part will flow to the company and its cost can be measured reliably. Cost of the day-to-day servicing of property, plant & equipment are recognized in profit and loss accounts as expenses.

2.10.3 Depreciation

Depreciation is based on the cost of an asset less its residual value. Depreciation is recognized in profit or loss based on reducing balance method over the estimated useful lives of each component of an item of property, plant & equipment. Depreciation is charged on addition of fixed assets has been charged from the date of the assets are available for use.

2.10.4 Disposal of fixed Asset

Gains and losses of disposal of an item of property, plant & equipment are to be determined by comparing the proceeds from the disposal with the carrying amount of the property, plant & equipment.

2.11 Consistency

In accordance with the IFRS framework for the presentation of financial statements together with IAS 1 and IAS 8, company applies the accounting disclosure principles consistently from one period to the next. Where selecting and applying new accounting policies, changes in accounting policies applied, correction of errors, the amounts involved are accounted for and disclosed retrospectively in accordance with the requirement of IAS-8. The company however has applied the same accounting and valuation principles consistently.

2.12 Cash and cash equivalents

Cash and cash equivalents comprise cash in hand and cash at bank.

2.13 Share capital

Only ordinary shares are classified as equity.

2.14 Financial risk management

The company's management has overall responsibility for the establishment and oversight of the company's risk management framework. The company's management policies are established to identify and analyze the risk faced by the company to set appropriate risk limits and controls and to monitor risk and adherence to limits. Risk management policies, procedures and systems are reviewed regularly to reflect changes in market conditions and the company's activities.

2.15 Revenue recognition

As per International Financial Reporting Standards (IFRS) 15 Revenue from contracts with customers, is recognized when the parties to the contract have approved the contract (in writing, orally or in accordance with other customary business practices) and are committed to perform their respective obligations, the entity can identify each party's rights regarding risk and rewards to be transferred, the contract has commercial substance, it is probable that the economy benefits associated with the transaction will flow to the company and the amount of revenue and the cost incurred or to be incurred in respect of the transaction can be measured reliability.

2.16 Income and expenditures

Income and expenditures are recognized on accrual basis and income is only recognized if its realization is reasonably certain.

2.17 Contingent Liabilities and Assets

Contingent liabilities and assets are current or possible obligations or assets, arising from past events and whose existence is due to the occurrence or non-occurrence of one or more uncertain future events which are not within the control of the company. There is no Contingent Assets or Liabilities in the reporting period in accordance with IAS-37 Provisions, Contingent Liabilities and Contingent Assets.

2.18 Accounts Receivable

Accounts Receivable is carried at original invoice amount. During the period there is no carrying amount of accounts receivable as company has realized all sales on cash on delivery.

2.19 Earnings Per Share

An earnings per share (EPS) is calculated in accordance with the Bangladesh Accounting Standard IAS-33 "Earnings per share".

2.20 Events after the Reporting period

In compliance with the requirements of IAS 10: Events After the Reporting Period, post statement of financial position events that provide additional information about the company's position at the reporting date are reflected in the financial statements and events after the reporting date that are not adjusting events are disclosed in the notes when material. All material events occurring after the balance sheet date has been considered.

2.21 Related Party Disclosure

As per International Accounting Standards (IAS) 24 “Related Party Disclosures”, parties are considered to be related if one of the party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions.

2.22 Comparative Figures

Relevant notes and disclosures are also presented in a comparative way for better understanding. Previous year’s figures have been rearranged for the better understanding and presentation of comparatives information.

2.23 Application of International Accounting Standards (IASs)

The financial statements have been prepared in compliance with requirement of IAS as adopted by The Institute of Chartered Accountants of Bangladesh (ICAB) and applicable in Bangladesh. The following IASs are applicable for the financial statements for the period under review:

Name and Number of IAS

- IAS - 1 Presentation of Financial Statements
- IAS - 7 Statement of Cash Flows
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- IAS - 24 Related Party Disclosures
- IAS - 33 Earnings per share
- IAS - 36 Impairment of assets
- IAS - 37 Provisions, Contingent Liabilities and Contingent Assets

Name and Number of IFRS

- IFRS - 1 First - time Adoption of Bangladesh Financial Reporting Standards
- IFRS - 15 Revenue from Contracts with Customers

Notes to financial statements for the period ended 30 June 2024

	Amount in (BDT)	Amount in (BDT)
	30-06-2024	30-06-2023
3.00 Capital Work-In-Progress: BDT. 92,615,239		
The breakup of the above balance is as under		
Land Development	92,615,239	92,315,239
Total	92,615,239	92,315,239
4.00 Advance, Deposit & Prepayments: BDT. 70,000,000		
The breakup of the above balance is as under		
Security Deposit		
Opening Balance	70,000,000	70,000,000
Add : Addition during the year	-	-
	70,000,000	70,000,000
Less : Adjustment made during the year	-	-
Closing Balance	70,000,000	70,000,000
5.00 Receivable from share holder BDT. 336,200,000		
The breakup of the above balance is as under		
Saif Powertec Limited	266,200,000	266,500,000
E- Engineering Limited	70,000,000	70,000,000
Total	336,200,000	336,500,000
6.00 Cash and Cash Equivalents: BDT. 23,427		
The breakup of the above balance is as under		
Cash in Hand	5,648	3,147
Cash at Bank	17,779	22,005
Total	23,427	25,152
6.01 Cash at Bank: BDT. 17,779		
The breakup of the above balance is as under		
United Commercial Bank Limited (A/C 002408)	12,987	13,678
NCC Bank Limited (A/C 024834)	4,792	8,328
Total	17,779	22,005

Notes to financial statements for the period ended 30 June 2024

Amount in (BDT)	Amount in (BDT)
30-06-2024	30-06-2023

7.00 Share Capital: BDT. 500,000,000

a) Authorized Share Capital:

100,000,000 ordinary shares of Taka 10 each

1,000,000,000

1,000,000,000

b) Issued, Subscribed & Called Share Capital: BDT. 500,000,000

50,000,000 ordinary shares of Taka 10 each fully called and subscribed

500,000,000

500,000,000

Name of the Shareholders	No. of Shares	% of Shares	Taka	Taka
Saif Powertec Limited	40,000,000	80%	400,000,000	400,000,000
E- Engineering Limited	10,000,000	20%	100,000,000	100,000,000
Total	50,000,000	100%	500,000,000	500,000,000

c) Paid up Share Capital: BDT. 163,800,000

The breakup of the above balance is as under

Saif Powertec Limited

133,800,000

133,500,000

E- Engineering Limited

30,000,000

30,000,000

Total

163,800,000

163,500,000

d) Calls in Arrears: BDT. 336,200,000

The breakup of the above balance is as under

Saif Powertec Limited

266,200,000

266,500,000

E- Engineering Limited

70,000,000

70,000,000

Total

336,200,000

336,500,000

Notes to financial statements for the period ended 30 June 2024

	Amount in (BDT)	Amount in (BDT)
	30-06-2024	30-06-2023
8.00 Retained Earnings: BDT. -248,070		
The breakup of the above balance is as under		
Opening Balance	(186,345)	(76,728)
Net profit/(loss) during the year	(61,725)	(109,617)
Closing Balance	(248,070)	(186,345)
9.00 Liabilities for Expenses: BDT. 127,500		
The breakup of the above balance is as under		
Other Payable	70,000	10,000
Audit Fees	57,500	57,500
Total	127,500	67,500
10.00 Administrative Expenses: BDT. 61,725		
The breakup of the above balance is as under		
Service Charge	-	50,000
Bank Charge	4,225	2,117
Audit Fees	57,500	57,500
Total	61,725	109,617
10.01 Bank Charge: BDT. 4,225		
The breakup of the above balance is as under		
NCC Bank Limited	3,535	1,428
United Commercial Bank PLC	690	690
Total	4,225	2,117



AUDITED FINANCIAL
STATEMENTS-2024



**Independent Auditor's Report to the shareholders
of
88 INNOVATIONS ENGINEERING LTD.**

Opinion

We have audited the financial statements of 88 INNOVATIONS ENGINEERING LTD. hereinafter referred to as "the company" which comprise the Statement of Financial Position as at June 30, 2024, Statement of Profit and Loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory notes.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the company as at June 30, 2024, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs), the Companies Act 1994 and other applicable laws and regulations.

Basis for Opinion

We conducted our audit in accordance with the International Standard on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditors Responsibilities for the Audit of the Financial Statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter -1

We draw your attention to the note no. 4 where an amount of BDT. Tk. 55,286,850 is showing as advance against works. which management could not provide any supporting documents. The reason behind the non production of those documents is a fire occurred in Khawaja Tower, 95, Mohakhali, C/A, Dhaka-1212, Bir Uttam AK, Khandakar Road. on dated 26th October,2023. Due the occurrence of that fire many of the documents has been burned and management had no control & access into the premises during our audit.

Emphasis of Matter -2

We draw your attention to the note no. 06 where an amount of tk. 187,095,000 has been reported as Receivable from Shareholders. According to the provision of the Companies Act 1994 share Capital was supposed to be paid within 6 months from the date of incorporation of the company. In case of this company that share capital has not been paid to the company's account as of the reporting date. This nonpayment of share capital is a deviation from the provision of that said Act.

Independence and Other Ethical Responsibilities

We are independent of the company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code and ICAB by laws.

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

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards (IFRS) and the Companies Act 1994 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.

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 auditors' 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 International Standards on Auditing (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 International Standards on Auditing (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 auditors' 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 auditors' 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.

Report on other Legal and Regulatory Requirements

In accordance with the Companies Act, 1994 we also report the following:

- a) We have obtained all the information and explanations except mentioned in our opinion 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, except mentioned above 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 Company's statement of financial position and the statement of profit or loss and other comprehensive income along with the annexed notes 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's business.

Date: 14 October 2024

Place: Dhaka



Mostaque Ahmmmed Sarwar, FCA
Partner

Ahmmmed Hoq Siddiqui & Co.
Chartered Accountants
DVC: 2410141893AS180994

Statement of Financial Position
As at 30 June, 2024

Particulars	Notes	Amount in BDT.	
		30 June 2024	30 June 2023
ASSETS			
<u>Non-Current Assets</u>		336,094	373,438
Property, Plant & Equipment	3	336,094	373,438
<u>Current Assets</u>		248,095,810	250,957,057
Advance, Deposit & Pre-payments	4	60,580,850	62,378,235
Cash & Cash Equivalents	5	419,960	578,822
Receivable from Shareholders	6	187,095,000	188,000,000
Total Assets		248,431,904	251,330,495
EQUITY AND LIABILITIES			
<u>Equity</u>		231,488,651	234,582,904
Share Capital	7	200,000,000	200,000,000
Retained Earnings	8	31,488,651	34,582,904
<u>Current Liabilities</u>		16,943,253	16,747,591
Liabilities for Expenses	9	115,000	115,000
Provision for Income Tax	10	16,611,968	16,609,028
Accounts Payable	11	216,285	23,563
Total Equity and Liabilities		248,431,904	251,330,495

The annexed notes form an integral part of this Financial Statement.



Managing Director
(Tarafder Md. Ruhul Saif)



Chairman
(Tarafder Nigar Sultana)

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



Mostaque Ahmmad Sarwar, FCA
Partner
Ahmmad Hoq Siddiqui & Co.
Chartered Accountants
DVC: 2410141893AS180994

Dated : 14 October 2024
Place: Dhaka

Statement of Profit or Loss and other Comprehensive Income
For the year ended 30 June, 2024

Particulars	Notes	30 June 2024	30 June 2023
Revenue	12	490,000	-
Less: Cost of Revenue	13	342,020	-
Gross Profit/(Loss)		147,980	-
Less: Administrative Expenses	14	3,239,293	4,171,495
Net Operating Income/(Loss)		(3,091,313)	(4,171,495)
Add: Other Non-Operating Income		-	-
Net Profit/(Loss) Before Tax		(3,091,313)	(4,171,495)
Less: Income Tax Expense		2,940	-
Net Profit/(Loss) After Tax		(3,094,253)	(4,171,495)

The annexed notes form an integral part of this Financial Statement.



Managing Director
(Tarafder Md. Ruhul Saif)



Chairman
(Tarafder Nigar Sultana)

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



Mostaque Ahmmed Sarwar, FCA
Partner
Ahmmed Hoq Siddiqui & Co.
Chartered Accountants
DVC: 2410141893AS180994

Dated : 14 October 2024
Place: Dhaka

**Statement of Changes in Equity
For the year ended 30 June, 2024**

Year 2024

Amount in BDT.

Particulars	Share Capital	Retained Earnings	Total Equity
Opening Balance as at 1st July, 2023	200,000,000	34,582,904	234,582,904
Issue of Share Capital call money		-	-
Net Profit/(Loss) after Tax for this year		(3,094,253)	3,094,253)
Balance as at 30 June, 2024	200,000,000	31,488,651	231,488,651

Year 2023

Amount in BDT.

Particulars	Share Capital	Retained Earnings	Total Equity
Opening Balance as at 1st July, 2022	200,000,000	38,754,399	238,754,399
Issue of Share Capital call money		-	-
Net Profit/(Loss) after Tax for this year		(4,171,495)	(4,171,495)
Balance as at 30 June, 2023	200,000,000	34,582,904	234,582,904

The annexed notes form an integral part of this Financial Statement.



Managing Director
(Tarafder Md. Ruhul Saif)



Chairman
(Tarafder Nigar Sultana)

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

Dated : 14 October 2024
Place: Dhaka



Mostaque Ahmmmed Sarwar, FCA
Partner
Ahmmmed Hoq Siddiqui & Co.
Chartered Accountants
DVC: 2410141893AS180994

Statement of Cash Flow
For the year ended 30 June, 2024

Particulars	30 June 2024	30 June 2023
Cash Flows from Operating Activities		
Cash Receipt from Customers	490,000	-
Cash paid to Suppliers and Employees	(3,351,247)	(1,286,944)
Cash generated from Operations	(2,861,247)	(1,286,944)
Advance, Deposit & Pre-payments	1,797,385	-
Advance Income Tax	-	-
Net Cash Flow from Operating Activities	(1,063,862)	(1,286,944)
Cash Flow from Investing Activities		
Purchases of Property, Plant and Equipment	-	-
Preliminary Expenditure	-	1,095,536
Net Cash used in Investing Activities	-	1,095,536
Cash Flow from Financial Activities		
Share Capital	(905,000)	-
Net Cash Flow from Financing Activities	905,000	-
Net Cash Inflow/(Outflow) for the period	(158,862)	(191,408)
Opening Cash and Cash Equivalents	578,822	770,230
Closing Cash and Cash Equivalents	419,960	578,822

The annexed notes form an integral part of this Financial Statement.



Managing Director
(Tarafder Md. Ruhul Saif)



Chairman
(Tarafder Nigar Sultana)

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



Mostaque Ahmmed Sarwar, FCA
Partner
Ahmmed Hoq Siddiqui & Co.
Chartered Accountants
DVC: 2410141893AS180994

Dated : 14 October 2024
Place: Dhaka

**Notes to the Financial Statements
For the year ended 30 June 2024**

1.00 Legal Status and Nature of the Company

1.01 Background of the Company

88 Innovations Engineering Ltd. was incorporated on dated 18 November 2021 under the Companies Act 1994 (Act XVIII) vide Reg. No.C-176381/2021 with the Registrar of Joint Stock Companies and Firms, Dhaka as a Private limited Company.

1.02 Registered Office of the Company

Registered Office of the company situated at 72, Mohakhali C/A, (8th Floor), Rupayan Center, Gulshan, Dhaka, PO: 1212, Bangladesh.

1.03 Nature of the business

The company formed with a wide range of objective to carry on business of all types of information technology and telecommunication projects, information technology enable service (IteS), facilities, service or works and to buy, sell, acquire, install, erect, undertake, lay down, commission, establish, own operate, manage, develop, invent, improve, assemble, test, design, alter, repair, renovate, refurbish, recondition, hire, lease, supply, let-out, transfer, control and administer all kinds of information technology and telecommunication projects.

2.00 Basis of preparation and significant accounting policies

2.01 Statement of Compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs), the Compliance Act 1994 and other applicable laws and regulations. The format of the statements follows the requirements of IFRSs which is to some extent different from the statements of the companies Act, 1994. However, for better presentation IAS has been followed for the preparation and presentation of the financial statements.

2.02 Basis of preparation and presentation of financial statements

The financial statements as at and for the period ended on 30 June 2023 have been prepared under the historical cost convention and in accordance with International Accounting Standards (IAS), International Financial Reporting Standards (IFRS), the Companies Act 1994 and other laws and rules applicable in Bangladesh.

2.03 Basis of Measurement

The financial statements have been prepared on historical cost basis.

2.04 Components of the financial statements

The financial statements comprise of:

- i. Statement of Financial Position as at 30th June 2024.
- ii. Statement of Profit or Loss and Other Comprehensive Income for the period from 01st July 2023 to 30th June 2024.
- iii. Statement of Changes in Equity from 01st July 2023 to 30th June 2024.
- iv. Statement of Cash Flows for the period from 01st July 2023 to 30th June 2024.
- v. Accounting Policies and Explanatory Notes.

2.05 Functional and presentational currency

The financial statements have been presented in Bangladeshi Taka/BDT which is the company's functional currency. Figures have been rounded off to nearest Taka.

2.06 Use of estimates and judgments

The preparation of the financial statements in conformity with IFRSs requires management to use judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

2.07 Going concern

The Company has adequate resources to continue in operation for foreseeable future. For this reason, the directors continue to adopt going concern basis in preparing the accounts. The current credit facilities and resources of the Company provide sufficient funds to meet the present requirements of its existing businesses and operations.

2.08 Reporting Period

The financial Statements have been prepared for 12 months for the year 01st July 2023 to 30th June 2024.

2.09 Directors' responsibility statement

The Board of Directors is responsible for the preparation and presentation of Financial Statements under Section 183 of the Companies Act 1994 and as per the provision of The Framework for the Preparation and Presentation of Financial Statements as stated in International Accounting Standards.

2.10 Property, Plant & Equipment

2.10.1 Recognition and measurement

Items of property, plant and equipment are measured initially at cost and subsequently at cost less accumulated depreciation in compliance with International Accounting Standards (IAS) 16 Property, Plant & Equipment. The cost acquisition of an asset comprises its purchase price and any direct cost for bringing the asset to its working condition for its intended use. Expenditures incurred after the asset have been put into use, such as repairs and maintenance is normally charged off as revenue expenditure in the period in which it is incurred. Software and all up gradation / enhancement are generally charged off as revenue expenditure unless they bring similar significant additional benefits. When parts of item of property, plant & equipment have different useful lives, they are accounted for as separate items (measure components) of property, plant & equipment.

2.10.2 Subsequent cost

The cost of replacing part of an item of a property, Plant & equipment is recognized in the carrying amount for the item if it probable that the future economic benefits embodied within the part will flow to the company and its cost can be measured reliably. Cost of the day-to-day servicing of property, plant & equipment are recognized in profit and loss accounts as expenses.

2.10.3 Depreciation

Depreciation is based on the cost of an asset less its residual value. Depreciation is recognized in profit or loss based on reducing balance method over the estimated useful lives of each component of an item of property, plant & equipment. Depreciation is charged on addition of fixed assets has been charged from the date of the assets are available for use.

2.10.4 Disposal of fixed Asset

Gains and losses of disposal of an item of property, plant & equipment are to be determined by comparing the proceeds from the disposal with the carrying amount of the property, plant & equipment.

2.11 Consistency

In accordance with the IFRS framework for the presentation of financial statements together with IAS 1 and IAS 8, company applies the accounting disclosure principles consistently from one period to the next. Where selecting and applying new accounting policies, changes in accounting policies applied, correction of errors, the amounts involved are accounted for and disclosed retrospectively in accordance with the requirement of IAS-8. The company however has applied the same accounting and valuation principles consistently.

2.12 Cash and cash equivalents

Cash and cash equivalents comprise cash in hand and cash at bank.

2.13 Share capital

Only ordinary shares are classified as equity.

2.14 Financial risk management

The company's management has overall responsibility for the establishment and oversight of the company's risk management framework. The company's management policies are established to identify and analyze the risk faced by the company to set appropriate risk limits and controls and to monitor risk and adherence to limits. Risk management policies, procedures and systems are reviewed regularly to reflect changes in market conditions and the company's activities.

2.15 Revenue recognition

As per International Financial Reporting Standards (IFRS) 15 Revenue from contracts with customers, is recognized when the parties to the contract have approved the contract (in writing, orally or in accordance with other customary business practices) and are committed to perform their respective obligations, the entity can identify each party's rights regarding risk and rewards to be transferred, the contract has commercial substance, it is probable that the economy benefits associated with the transaction will flow to the company and the amount of revenue and the cost incurred or to be incurred in respect of the transaction can be measured reliability.

2.16 Income and expenditures

Income and expenditures are recognized on accrual basis and income is only recognized if its realization is reasonably certain.

2.17 Contingent Liabilities and Assets

Contingent liabilities and assets are current or possible obligations or assets, arising from past events and whose existence is due to the occurrence or non-occurrence of one or more uncertain future events which are not within the control of the company. There is no Contingent Assets or Liabilities in the reporting period in accordance with IAS-37 Provisions, Contingent Liabilities and Contingent Assets.

2.18 Accounts Receivable

Accounts Receivable is carried at original invoice amount. During the period there is no carrying amount of accounts receivable as company has realized all sales on cash on delivery.

2.19 Earnings Per Share

An earnings per share (EPS) is calculated in accordance with the International Accounting Standard IAS-33 "Earnings per share".

2.20 Events after the Reporting period

In compliance with the requirements of IAS 10: Events After the Reporting Period, post statement of financial position events that provide additional information about the company's position at the reporting date are reflected in the financial statements and events after the reporting date that are not adjusting events are disclosed in the notes when material. All material events occurring after the balance sheet date has been considered.

2.21 Related Party Disclosure

As per International Accounting Standards (IAS) 24 “Related Party Disclosures”, parties are considered to be related if one of the parties has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions.

2.22 Comparative Figures

Relevant notes and disclosures are also presented in a comparative way for better understanding. Previous year’s figures have been rearranged for the better understanding and presentation of comparatives information.

2.23 Application of International Accounting Standards (IASs):

The financial statements have been prepared in compliance with requirement of IAS as adopted by The Institute of Chartered Accountants of Bangladesh (ICAB) and applicable in Bangladesh. The following IASs are applicable for the financial statements for the period under review:

Name and Number of IAS

- IAS - 1 Presentation of Financial Statements
- IAS - 7 Statement of Cash Flows
- IAS - 8 Accounting Policies, Changes in Accounting Estimates and Errors
- IAS - 10 Events after the Reporting Period
- IAS - 12 Income Taxes
- IAS - 16 Property, Plant & Equipment
- IAS - 24 Related Party Disclosures
- IAS - 33 Earnings per share
- IAS - 36 Impairment of assets
- IAS - 37 Provisions, Contingent Liabilities and Contingent Assets

Name and Number of IFRS

- IFRS - 1 First - time Adoption of Bangladesh Financial Reporting Standards
- IFRS - 15 Revenue from Contracts with Customers

Notes to financial statements for the period ended 30 June 2024

	Amount in (BDT) 30-06-2024	Amount in (BDT) 30-06-2023
3.00 Property, Plant & Equipment: BDT. 336,094		
The breakup of the above balance is as under		
Cost:		
Opening Balance	428,500	428,500
Add: Addition during the period	-	-
Closing Balance	428,500	428,500
Accumulated Depreciation:		
Opening Balance	55,062	13,569
Add: Addition during the year	37,344	41,493
Closing Balance	92,406	55,062
Written down value as of 30.06.2024	336,094	373,438
Details are shown in "Schedule- A"		
4.00 Advance, Deposit & Prepayments: BDT. 60,580,850		
The breakup of the above balance is as under		
Advance against Work	55,286,850	57,942,235
Bank Guarantee	858,000	-
Advance Income Tax	4,436,000	4,436,000
Total	60,580,850	62,378,235
4.01 Advance Income Tax: BDT. 4,436,000		
Opening Balance	4,436,000	4,436,000
Add: AIT paid during the year	-	-
	4,436,000	4,436,000
Less: Adjustment during the year	-	-
Closing Balance	4,436,000	4,436,000
5.00 Cash and Cash Equivalents: BDT. 419,960		
The breakup of the above balance is as under		
Cash in Hand	325,332	563,867
Cash at Bank	94,628	14,955
Total	419,960	578,822
5.01 Cash At Bank: BDT. 94,628		
NCC Bank Limited (AC No.- 0012-0210025173)	94,628	14,955
Total	94,628	14,955

Notes to financial statements for the period ended 30 June 2024

	Amount in (BDT) 30-06-2024	Amount in (BDT) 30-06-2023
6.00 Receivable from Shareholder: BDT. 187,095,000		
The breakup of the above balance is as under		
Saif Powertec Limited	109,095,000	110,000,000
Tarafder Md. Ruhul Amin	14,000,000	14,000,000
Mrs. Tarafder Nigar Sultana	24,000,000	24,000,000
Rubya Chowdhury	18,000,000	18,000,000
Tarafder Md. Ruhul Saif	17,000,000	17,000,000
Md. Jobaer Kabir	5,000,000	5,000,000
Total	187,095,000	188,000,000

7.00 Share Capital: BDT. 200,000,000

a) Authorized Share Capital:

100,000,000 ordinary shares of Taka 10 each

1,000,000,000

1,000,000,000

b) Issued, Subscribed & Called Share Capital: BDT. 200,000,000

20,000,000 ordinary shares of Taka

10 each fully called and subscribed

200,000,000

200,000,000

Name of the Shareholders	No. of shares	% of share	Taka	Taka
Saif Powertec Limited	11,000,000	55%	110,000,000	110,000,000
Tarafder Md. Ruhul Amin	2,500,000	13%	25,000,000	25,000,000
Mrs. Tarafder Nigar Sultana	2,400,000	12%	24,000,000	24,000,000
Rubya Chowdhury	1,800,000	9%	18,000,000	18,000,000
Tarafder Md. Ruhul Saif	1,800,000	9%	18,000,000	18,000,000
Md. Jobaer Kabir	500,000	3%	5,000,000	5,000,000
Total	20,000,000	100%	200,000,000	200,000,000

c) Paid up Share Capital: BDT. 12,905,000

The breakup of the above balance is as under

Tarafder Md. Ruhul Amin

11,000,000

11,000,000

Tarafder Md. Ruhul Saif

1,000,000

1,000,000

Saif Powertec Limited

905,000

-

Total

12,905,000

12,000,000

Notes to financial statements for the period ended 30 June 2024

	Amount in (BDT) 30-06-2024	Amount in (BDT) 30-06-2023
d) Calls in Arrears: BDT. 187,095,000		
The breakup of the above balance is as under		
Saif Powertec Limited	109,095,000	110,000,000
Tarafder Md. Ruhul Amin	14,000,000	14,000,000
Mrs. Tarafder Nigar Sultana	24,000,000	24,000,000
Rubya Chowdhury	18,000,000	18,000,000
Tarafder Md. Ruhul Saif	17,000,000	17,000,000
Md. Jobaer Kabir	5,000,000	5,000,000
Total	187,095,000	188,000,000
8.00 Retained Earnings: BDT. 31,488,651		
The breakup of the above balance is as under		
Opening Balance	34,582,904	38,754,399
Net profit/(loss) during the period	(3,094,253)	(4,171,495)
Closing Balance	31,488,651	34,582,904
9.00 Liabilities for Expenses: BDT. 115,000		
The breakup of the above balance is as under		
Audit Fees	115,000	115,000
Total	115,000	115,000
10.00 Provision for Income Tax: BDT 16,611,968		
The breakup of the above balance is as under		
Opening Balance	16,609,028	16,609,028
Add: Addition during the year	2,940	-
	16,611,968	16,609,028
Less: Adjustment during the year	-	-
Closing Balance	16,611,968	16,609,028
11.00 Accounts Payable: BDT. 216,285		
The breakup of the above balance is as under		
Others Payable	216,285	23,563
Total	216,285	23,563

Notes to financial statements for the period ended 30 June 2024

	Amount in (BDT) 30-06-2024	Amount in (BDT) 30-06-2023
12.00 Revenue: BDT. 490,000		
The breakup of the above balance is as under		
Sales	490,000	-
Total	490,000	-
13.00 Cost of Good Solds: BDT. 342,020		
Cost of Revenue during the year	342,020	-
Total	342,020	-
14.00 Administrative Expenses: BDT. 3,239,293		
The breakup of the above balance is as under		
Salary & Allowances	2,804,000	2,600,000
Entertainment	12,542	25,933
Bank Charge	38,123	50,978
Office Rent	180,000	180,000
Audit fee	115,000	115,000
Preliminary Expenses(Written Off)	-	1,095,536
Fuel, Lubricants and Car Maintenance	15,242	20,124
Printing, Stationary and Photocopy	2,562	6,105
Depreciation	37,344	41,493
Utilities Expenses	10,255	11,252
Telephone and Mobile bill	6,523	7,521
Travelling and Conveyance	5,523	7,254
Newspaper, Books and Periodicals	1,532	3,521
CSR	-	-
Postage & Courier	1,205	3,254
Miscellaneous Expenses	9,442	3,524
Total	3,239,293	4,171,495

Schedule of Property, Plant & Equipment
For the year ended 30 June, 2024

Schedule-A

Particulars	Cost		Rate of Dep.	Depreciation		W.D.V. as on 30.06.2024
	Opening Balance	Addition during the year		Closing Balance	Charged during the year	
Office equipments	428,500	-	10%	55,062	37,344	336,094
Total as on June 30, 2024	428,500	-		55,062	37,344	336,094
Total as on June 30, 2023	428,500	-		13,569	41,493	373,438



AUDITED FINANCIAL
STATEMENTS-2024



SAIF MARITIME LLC
Global Shipping & Logistics Network

DUBAI - U.A.E

Annual Report -2024

DIRECTOR'S REPORT
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024

The Director presents this report together with audited financial statements of **SAIF MARITIME L.L.C**, Dubai, United Arab Emirates ('the Company') which comprise the statement of financial position as at June 30, 2024, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the period from July 1, 2023 to June 30, 2024, and a summary of-significant accounting policies and other explanatory information.

Activities

The licensed activity of the Company are services relating to customs broker, cargo transport by light trucks, cargo transport by heavy trucks, cargo loading and unloading services, sea shipping lines agents, shipping containers loading and unloading services, freight broker, shipping lines of freight and passengers transportation, sea freight and passengers charters and sea cargo.

Events subsequent to the balance sheet date

There were no major events which occurred since the year end that materially affect the financial position of the Company.

Financial results

The financial result of the Company is depicted in the statement of profit or loss and other comprehensive income.

Shareholder and their interests

Saif Powertec Ltd, a Company based in Bangladesh, is the shareholder holding 100% shares of the Company as at the year end. There are no changes in the shareholding structure during the period.

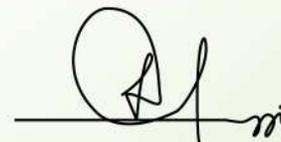
Directors

Tarafder Md Ruhul Amin Wazed Tarafder and Mohammed Mashud Elahee Noor Mohammed Chowdhury, both Bangladeshi nationals served as the Directors of the Company during the period.

Auditor

The auditors, Al Jeroudy Accounting & Auditing Chartered Accountants, Dubai, UAE, have indicated their willingness to continue in the office.

FOR SAIF MARITIME L.L.C



Tarafder Md Ruhul Amin Wazed Tarafder
Director

**INDEPENDENT AUDITOR'S REPORT
TO
THE SHAREHOLDER OF SAIF MARITIME L.L.C**

Report on the Financial Statements

Opinion

We have audited the accompanying financial statements of **SAIF MARITIME L.L.C**, Dubai, United Arab Emirates ('the Company'), which comprise the statement of financial position as at June 30, 2024, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the Period from July 1, 2023 to June 30, 2024, 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 Company as at June 30, 2024, and of its financial performance and its cash flows for the period from July 1, 2023 to June 30, 2024 in accordance with International Financial Reporting Standards (IFRSs).

Basis for Opinion

We conducted our audit in accordance with the 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 within the meaning of IFAC code of Ethics for Professional Accountants (code IESBA) and we have fulfilled our other responsibilities under these ethical requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our Opinion.

Other matter

- a) We draw attention to Note 10 to the financial statements - Cash and cash equivalents. We have verified bank balances amounting to AED 99,643 with the bank statements provided to us by the Management of the Company. However, we have not received a bank statement to verify the bank balance of a bank amounting to AED 6,937. Further we have not received an independent balance confirmation from the bank confirming the balances as at the reporting date.
- b) We draw attention to Note 25 to the financial statements- Commitments and contingencies. As at the reporting date, the Company has applied short term leases recognition exemption to its leases even though period of leases entered by the Company are more than 12 months and the management of the Company has considered all their lease as short term and rent paid for these leases during the year are included in the line "Rent" in Statement of profit or loss and other comprehensive income. This is not in compliance with IFRS 16- Leases.
- c) The financial year followed by the Establishment is from January to December. These financial statements are prepared for the period from July 1, 2023 to June 30, 2024 for management group reporting purposes. The comparative figures presented are audited by us. However, we have not issued a separate audit report for the period from July 1, 2022 to June 30, 2023.

Other information

Management is responsible for the other information. The other information comprises the Director's report, which we obtained prior to the date of this auditor's report. The other information does not include the financial statements and our auditor's report thereon.

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

**INDEPENDENT AUDITOR'S REPORT
TO
THE SHAREHOLDER OF SAIF MARITIME L.L.C (CONTINUED)**

Other information (continued)

Based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, if we conclude that there is a material misstatement of this other information, we are required to report that fact. However, we have nothing to report in this regard.

Responsibilities of Management and the Board of Directors for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with IFRSs, 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.

The Board of Directors are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

The objectives of our audit 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 planning and performance of 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.

**INDEPENDENT AUDITOR'S REPORT
TO
THE SHAREHOLDER OF SAIF MARITIME L.L.C (CONTINUED)**

Auditor's Responsibilities for the Audit of the Financial Statements (Continued)

- 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.

Report on other legal and regulatory requirements

As required by the UAE Federal Law No. (2) of 2015 (revoked by UAE Federal Law No. (32) of 2021), we report that:

- i. we have obtained all the information and explanations we considered necessary for the purposes of our audit.
- ii. the financial statements have been prepared and comply, in all material respects, with the applicable provisions of the UAE Federal Law No. (2) of 2015 (revoked by UAE Federal Law No. (32) of 2021).
- iii. the Company has maintained proper books of account.
- iv. note to the financial statements of the Company discloses material related party transactions, the terms under which they were conducted and principles of managing conflict of interests.
- v. based on the information that has been made available to us nothing has come to our attention which causes us to believe that the Company has contravened during the period from July 1, 2023 to June 30, 2024, any of the applicable provisions of the UAE Federal Law No. (2) of 2015 (revoked by UAE Federal Law No. (32) of 2021) or of its Articles of Association which would materially affect its activities or its financial position as at June 30, 2024.

**FOR AL JEROUDY ACCOUNTING & AUDITING
CHARTERED ACCOUNTANTS**



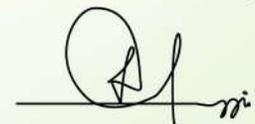
Dr. Mohammad Houssein Al Jeroudy
Managing Director
Reg No. 216
Dubai, United Arab Emirates
Dated September 26, 2024

STATEMENT OF FINANCIAL POSITION AS AT JUNE 30, 2024

<u>Assets</u>	Note	2024 <u>AED</u>	2023 <u>AED</u>
<u>Non-current assets</u>			
Property and equipment	5	8,906,160	9,929,168
Intangible assets	6	129,762	166,837
Total non-current assets		<u>9,035,922</u>	<u>10,096,005</u>
<u>Current assets</u>			
Trade and other receivables	7	1,568,170	3,895,118
Amount due from related parties	8	3,899,665	3,352,695
Other current financial asset	9	222,000	222,000
Cash and cash equivalents	10	113,880	273,362
Total current assets		<u>5,803,715</u>	<u>7,743,175</u>
Total assets		<u>14,839,637</u>	<u>17,839,180</u>
<u>Shareholder's fund and liabilities</u>			
<u>Shareholder's equity</u>			
Share capital	11	500,000	500,000
Statutory reserve	12	12,450	12,450
Accumulated losses		(316,143)	(195,449)
Total shareholder's equity		<u>196,307</u>	<u>317,001</u>
<u>Non-current liabilities</u>			
Provision for employees' end of service benefits	13	110,588	39,585
Trade and other payables	15		
Total non-current liabilities		<u>1,497,569</u>	<u>2,349,569</u>
<u>Current liabilities</u>			
Amount due to related parties	8	1,608,157	2,389,154
Bank borrowings	14	11,169,456	13,108,619
Trade and other payables	15	79,144	67,228
Total current liabilities		<u>1,786,573</u>	<u>1,957,178</u>
Total liabilities		<u>13,035,173</u>	<u>15,133,025</u>
Total shareholder's fund and liabilities		<u>14,643,330</u>	<u>17,522,179</u>
Total shareholder's fund and liabilities		<u>14,839,637</u>	<u>17,839,180</u>

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

FOR SAIF MARITIME L.L.C



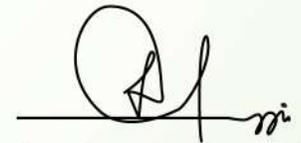
Tarafder Md Ruhul Amin Wazed Tarafder
Manager

DUBAI - U.A.E
**STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
 FOR THE PERIOD FROM JULY 01, 2023 TO JUNE 30, 2024**

	Note	2024 <u>AED</u>	2023 <u>AED</u>
Revenue	17	10,656,655	15,558,984
Direct costs	18	(7,958,868)	(12,399,429)
Gross Profit		2,697,787	3,159,555
Other income	19	341	170
Administrative expenses	20	(2,818,822)	(3,003,247)
(Loss)/ profit for the year before tax		(120,694)	156,478
Corporate tax expenses	16	-	-
Profit/(loss) for the period		(120,694)	156,478
Other comprehensive income		-	-
Total comprehensive income for the period		(120,694)	156,478

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

FOR SAIF MARITIME L.L.C



Tarafder Md Ruhul Amin Wazed Tarafder
 Manager

**STATEMENT OF CHANGES IN EQUITY
FOR THE PERIOD FROM JULY 01, 2023 TO JUNE 30, 2024**

	<u>Share capital</u> <u>AED</u>	<u>Statutory reserve</u> <u>AED</u>	<u>Accumulated losses</u> <u>AED</u>	<u>Total</u> <u>AED</u>
Balance as at June 30, 2022	500,000	5,717	(345,194)	160,523
Profit for the period	-	-	156,478	156,478
Transfer to statutory reserve	-	6,733	(6,733)	-
Balance as at June 30, 2023	500,000	12,450	(195,449)	317,001
Profit for the period	-	-	(120,694)	(120,694)
Balance as at June 30, 2024	500,000	12,450	(316,143)	196,307

The Accompanying notes form an integral part of these Financial Statements.

**STATEMENT OF CASH FLOWS
FOR THE PERIOD FROM JULY 01, 2023 TO JUNE 30, 2024**

	2024	2023
	<u>AED</u>	<u>AED</u>
<u>Cash flows from operating activities :</u>		
Profit/(loss) for the period	(120,694)	156,478
Adjustments :		
Depreciation on property and equipment	648,375	578,221
Amortization on intangible asset	37,075	18,538
Provision for employees' end of service benefits	113,720	15,640
Impairment of receivables	169,563	-
	<u>848,039</u>	<u>768,877</u>
<u>Changes in operating assets and liabilities</u>		
Trade and other receivables	2,157,385	(2,096,346)
Amount due from related parties	(167,422)	(878,596)
Amount due to related parties	(1,939,163)	10,944,191
Trade and other payables	(1,022,605)	(2,072,507)
Net cash generated from/(used in) operation	(123,766)	6,665,619
End of service benefits paid	(42,717)	(31,075)
Net cash generated from/(used in) operating activities	(166,483)	6,634,544
<u>Cash flows from Investing activities :</u>		
Purchase of property and equipment	(4,915)	(6,403,801)
Purchase of intangible assets	-	(185,375)
Net cash used in investing activities	(4,915)	(6,589,176)
<u>Cash flows from financing activities :</u>		
Bank borrowings availed during the year	11,916	-
Net cash generated from financing activities	11,916	-
Net (decrease)/increase in cash and cash equivalents	(159,482)	45,368
Cash and cash equivalents at beginning of the period	273,362	227,994
Cash and cash equivalents at end of the period 10	<u>113,880</u>	<u>273,362</u>

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

NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024

1. Legal status and nature of business

SAIF MARITIME L.L.C ('the Company') is a Limited Liability Company - Single Owner (LLC - SO) incorporated on September 29, 2020 in accordance with provisions of UAE Federal Law No. (8) of 1984 regarding Commercial Companies and its subsequent amendments (revoked by UAE Federal Law No. (2) of 2015 and further revoked by UAE Federal Law No. (32) of 2021) and registered with Department of Economic Development, Government of Dubai, UAE under Registration No. 1687857. The Company is licensed to operate in UAE under Commercial License No. 907608. The registered address of the Company is P.O. Box: 18870, Dubai, UAE.

The licensed activities of the Company are services relating to customs broker, cargo transport by light trucks, cargo transport by heavy trucks, cargo loading and unloading services, sea shipping lines agents, shipping containers loading and unloading services, freight broker, shipping lines of freight and passengers transportation, sea freight and passengers charters and sea cargo.

This Financial statement also includes the operations of M/s. Saif Maritime - Branch of Abu Dhabi ('the Branch'), registered on December 30, 2022 with the Department of Economic Development, Government of Abu Dhabi, under Registration No. CN-4728474. The Licensed activities of the Company are services related to goods air shipment, warehousing and inventory services installation, goods loading and unloading, goods marine shipment, transportation of materials assembly heavy truck and sea shipping lines agent.

As per the Memorandum of Association and its subsequent amendments: the issued, subscribed and paid up capital of the Company as on June 30, 2024 is AED 500,000 (Arab Emirates Dirhams Five Hundred Thousand only) divided into 500 shares of AED 1,000 each. Saif Powertec Ltd, a Company based in Bangladesh, is the shareholder holding 100% shares of the Company as at the year end.

2. Application of new and revised International Financial Reporting Standards ("IFRS")

2.1 New and amended IFRS Standards that are effective for the current year

The following new and amended IFRS Standards, which became effective for annual periods beginning on or after January 1, 2023, have been adopted in these financial statements. The application of these new and amended IFRS Standards has not made any material impact on the amounts reported for the current and prior years but may affect the accounting for future transactions or arrangements.

- a) IFRS 17 Insurance contracts - recognition, measurement, presentation and disclosure.
- b) Amendments to IAS 1 Presentation of Financial Statements and IFRS Practice Statement 2 Making Materiality Judgements - Disclosure of accounting policies.
- c) Amendments to IAS 12 Income Taxes - Deferred Tax related to Assets and Liabilities arising from a Single Transaction.
- d) Amendments to IAS 12 Income Taxes - International Tax Reform - Pillar Two Model Rules.
- e) Amendments to IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors - Definition of Accounting Estimates.

2.2 New and revised IFRS Standards in issue but not yet effective and not early adopted

The Company has not yet early applied the following new standard, amendments and interpretations that have been issued but are not yet effective (with earlier application permitted):

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024

2.2 New and revised IFRS in issue but not yet effective and not early adopted (continued)

- a) Amendments to IFRS 10 Consolidated Financial Statements and IAS 28 Investments in Associates and Joint Ventures (2011) relating to the treatment of the sale or contribution of assets from and investor to its associate or joint venture (effective for annual periods yet to be determined).
- b) Amendments to IAS 1 Presentation of Financial Statements - Classification of liabilities as current and non current (effective for annual periods beginning on or after January 1, 2024).
- c) Amendments to IAS 1 Presentation of Financial Statements - Non-current liabilities with covenants (effective for annual periods beginning on or after January 1, 2024).
- d) Amendments to IAS 7 Statement of Cash Flows and IFRS 7 Financial Instruments - Disclosures - Supplier finance arrangements (effective for annual periods beginning on or after January 1, 2024).
- e) Amendments to IFRS 16 Leases - Lease liability in a sale and leaseback (effective for annual periods beginning on or after January 1, 2024).

Management anticipates that these new standards, interpretations and amendments will be adopted in the Company's financial statements for the year beginning January 1, 2024 or as and when they are applicable and adoption of these new standards, interpretations and amendments.

3. Significant accounting policies

3.1 Statement of compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS Standards) issued and adopted by the International Accounting Standards Board ("IASB") and the interpretations issued by the International Financial Reporting Interpretation Committee of the IASB enforce at June 30, 2024 and the requirements of the local laws and regulations.

3.2 Basis of preparation

The financial statements have been prepared on the historical cost basis. Historical cost is generally based on the fairvalue of the consideration given in exchange for assets.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company considers the characteristics of the asset or liability if the market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purpose in the financial statements is determined in such a basis except for share based transactions that are within the scope of IFRS 2, leasing transactions that are within the scope of IAS 17 and measurement that have some similarities to fair value but are not fair value such as net realizable value in IAS 2 or value in use in IAS 36.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety which are described as follows:

- a) Level 1 Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.
- b) Level 2 Inputs are inputs other than quoted prices included within Level I, that are observable for the asset or Liability, either directly or indirectly; and
- c) Level 3 Inputs are unobservable inputs for the asset or liability.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024

3.3 Revenue recognition

Revenue is recognized by reference to the 5 steps model recommended by IFRS 15 as mentioned below:

Step 1: Identify the contract with a customer.

Step 2: Identify the performance obligations in the contract.

Step 3: Determine the transaction price.

Step 4: Allocate the transaction price to the individual performance obligations.

Step 5: Recognize revenue when (or as) the entity satisfies a performance obligation. Performance obligation can be satisfied either at the point of time or over time.

The Company's revenues represented in:

Services revenue

Revenue from the services in the normal course of business is recognised at a point in time when the performance obligation is satisfied and is based on the amount of the transaction price that is allocated to the performance obligation. The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for services to the customer. The consideration expected by the Company may include fixed or variable amounts which can be impacted by sales returns, trade discounts and volume rebates.

3.4 Foreign currency transactions

The financial statements of the Company are presented in the currency of the primary economic environment in which the Company operates. For the purpose of the financial statements, the results and financial position of the Company are expressed in Arab Emirates Dirhams (AED), which is the functional currency of the Company, and the presentation currency for the financial statements.

In preparing the financial statements, transactions in currencies other than the Company's functional currency are recorded at the rates of exchange prevailing on the dates of the transactions.

At the end of each reporting period, monetary items denominated in foreign currency are translated at the rates prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are not translated. Exchange differences arising on the settlement of monetary items, and on the translation of monetary items, are included in the profit or loss.

3.5 Leases

The Company assesses whether a contract is or contains a lease, at inception of the contract. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Company as a lessee

The Company acts as a lessee and applies a single recognition and measurement approach for all the leases except for short term leases and leases of low value assets, if any. The Company recognizes a right of use asset representing the right to use the underlying asset and a corresponding lease liability to make lease payments.

a) Right of use asset

The Company recognizes right of use assets (ROU Assets) at the commencement date of the lease (the date from which the underlying asset is available for use). The right of use assets comprises the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day, less any lease incentives received and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses and adjusted for any re-measurement of lease liabilities, if any. The right of use assets are presented as a separate line in the statement of financial position.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024

3.5 Leases (continued)

Unless the Company is reasonably certain to obtain the ownership of the leased asset at the end of the lease period, the recognized ROU assets are depreciated over the shorter period of lease term and useful life of the underlying asset on the rates as follows:

b) Leases liabilities

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Company uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise:

- a) Fixed lease payments (including in-substance fixed payments), less any lease incentives receivable.
- b) Variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date.
- c) The amount expected to be payable by the lessee under residual value guarantees.
- d) The exercise price of purchase options, if the lessee is reasonably certain to exercise the options, and
- e) Payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The lease liability is presented as a separate line in the statement of financial position. The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

The Company remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

- a) The lease term has changed or there is a significant event or change in circumstances resulting in a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate,
- b) The lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using an unchanged discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used).
- c) A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

The Company did not make any such adjustments during the periods presented.

Whenever the Company incurs an obligation for costs to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying asset to the condition required by the terms and conditions of the lease, a provision is recognized and measured under IAS 37. To the extent that the costs relate to a right of use asset, the costs are included in the related right-of-use asset, unless those costs are incurred to produce inventories.

The Company applies IAS 36 to determine whether a right of use asset is impaired and accounts for any identified impairment loss.

Variable rents that do not depend on an index or rate are not included in the measurement the lease liability and the right-of-use asset. The related payments are recognized as an expense in the period in which the event or condition that triggers those payments occurs and are included in the line "Other expenses" in profit or loss.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024

3.5 Leases (continued)

As a practical expedient, IFRS 16 permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement. The Company has not used this practical expedient. For a contract that contain a lease component and one or more additional lease or non-lease components, the Company allocates the consideration in the contract to each lease component on the basis of the relative stand alone price of the lease component and the aggregate stand-alone price of the non-lease components.

c) Short term leases and Lease liabilities

The Company applies the short term leases recognition exemption to its short-term leases (leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low value assets recognition exemption to leases that are considered of low value. Lease payments on short term leases and leases of low value assets are recognized as expense on a straight line basis over the lease term.

As at the reporting date, the Company has applied short term leases recognition exemption to its leases even though there are long-term leases and the management of the Company has considered all their lease as short term and rent paid for these leases during the year are included in the line "Rent" in Statement of profit or loss and other comprehensive income.

3.6 Property and equipment

Property and equipment are carried at cost less accumulated depreciation and identified impairment loss, if any. The initial cost of property and equipment comprises its purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use. Subsequent costs are included in the assets' carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance expenses are charged to the profit or loss during the financial period in which they are incurred.

Depreciation is charged to write-off the cost of assets, over their estimated useful lives, using the straight-line method, as follows:

Asset class	Years
Freehold Land	0
Leasehold improvements	10
Furniture and fixtures	1-3
Plant and machinery	10
Computer and office equipment	1-3
Motor vehicles	5

The assets' residual values, estimated useful lives and depreciation method are reviewed periodically, with the effect of any changes in estimate accounted for on a prospective basis.

The gain or loss arising on the disposal or retirement of an item of property and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in profit or loss.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024

3.7 Intangible assets

An intangible asset is recognized if it is probable that the future economic benefits that are attributable to the asset will flow to the enterprises and the costs of such asset can also be measured reliably. Generally, costs associated with developing or maintaining computer software programs and other intangible asset are recognized as expense as incurred. However, the costs that are directly associated with identifiable software and other intangible asset and have probable economic benefit exceeding the cost beyond one period, are recognized as an intangible asset. Direct costs include the purchase cost of the software and other intangible assets and related overhead cost.

Intangible assets that are acquired by the Company, which have finite useful lives, are measured at cost less accumulated amortization and accumulated impairment losses if any. Amortization is charged to the statement of profit or loss using straight-line method over their estimated useful lives.

3.8 Impairment of tangible and intangible assets

At each reporting date, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual CGU, or otherwise they are allocated to the smallest group of CGUs for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of the future cash flows have not been adjusted.

If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognized immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease. Where an impairment loss subsequently reverses, the carrying amount of the asset (or CGU) is increased to the revised estimate of its recoverable amount, so long as the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or CGU) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

3.9 Employee benefits

Short term employee benefits

Short-term employee benefits are recognized as an expense when the related service is provided. The amount expected to be paid is recognized as a liability when the Company has a present or implied liability to pay the amount as a result of the employee providing a previous service and the liability can be estimated to a reliable dependent degree.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024

3.9 Employee benefits (continued)

Employee benefits - end of service benefits

The Company provides for Employees' end of service benefits in accordance with UAE Labour Law. The entitlement to these benefits is based upon employee's basic salary and length of service. The expected costs of these benefits are accounted over the year of employment

3.10 Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, considering the risks and uncertainties surrounding the obligation.

Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows. When some or all of the economic benefits required to settle, a provision are expected to be recovered from a third party, the receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

3.11 Value added tax receivable/payable

Value added tax receivable/payable represents the net value added tax collected/paid at the end of the reporting date in accordance with Federal Decree-Law No. (8) of 2017 on Value Added Tax and Cabinet Decision No. (52) of 2017 on the Executive Regulations of the Federal Decree-Law No. (8) of 2017 on Value Added Tax.

3.12 Corporate tax payable/refundable

Corporate tax payable/refundable represents the net corporate tax payable/refundable at the end of the reporting date calculated in accordance with Federal Decree-Law No. 47 of 2022 - Taxation of Corporations and Businesses and Cabinet Decisions and Ministerial Decisions issued by Federal Tax Authority.

During the period from January 1, 2024 to June 30, 2024, the taxable profit generated by the Company is less than the annual taxable threshold of AED 375,000, hence, no corporate tax provision is created as confirmed by the management.

3.13 Financial instruments

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

Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as measured at amortized cost, fair value through other comprehensive income (OCI) and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial assets contractual cash flow characteristics and the Company's business model for managing them. With the exception of trade debts, the Company initially measures a financial asset at its fair value plus in case of a financial asset not at fair value through profit or loss, transaction costs. Trade debts are measured at the transaction price determined under IFRS 15.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024

3.13 Financial instruments (continued)

In order for a financial asset to be classified and measured at amortized cost or fair value through OCI, it needs to give rise to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding. The assessment is referred to as the SPPI test and is performed at an instrument level. The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets or both.

Subsequent measurement

For the purposes of subsequent measurements, financial assets are classified into following categories:

Financial assets at amortized cost (debt instruments)

This category is the most relevant to the Company. The Company measures financial assets at amortized cost if both of the following conditions are met.

- The financial assets are held within a business model with the objective to hold financial assets in order to collect contractual cash flows, and
- The contractual terms of the financial assets give rise on a specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortized cost are subsequently measured using the effective interest rate (EIR) method and are subject to impairment. Gains and losses are recognized in profit or loss when the asset is derecognized, modified or impaired.

De-recognition of financial assets

The Company derecognizes a financial asset only when the contractual rights to the cash flows from the asset expire; or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the asset and an associated liability for amounts it may have to pay.

If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

On de-recognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognized in other comprehensive income and accumulated in equity is recognized in profit or loss. On de-recognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognize under continuing involvement, and the part it no longer recognizes on the basis of the relative fair values of those parts on the date of the transfer.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024

3.13 Financial instruments (continued)

The difference between the carrying amount allocated to the part that is no longer recognized and the sum of the consideration received for the part no longer recognized and any cumulative gain or loss allocated to it that had been recognized in other comprehensive income is recognized in profit or loss. A cumulative gain or loss that had been recognized in other comprehensive income is allocated between the part that continues to be recognized and the part that is no longer recognized on the basis of the relative fair values of those parts.

Impairment of financial assets

The Company recognizes a loss allowance for expected credit losses on investments in debt instruments that are measured at amortised cost or at fair value through OCI, lease receivables, trade receivables and contract assets as well as on financial-guarantee contracts. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument.

The Company recognizes lifetime expected credit losses (ECL) for trade receivables, contract assets and lease receivables. The expected credit losses of these financial instruments are estimated using a provision matrix based on the Company's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

For all other financial instruments, the Company recognizes lifetime ECL when there has been a significant increase in credit risk since initial recognition.

However, if the credit risk on the financial instrument has not significantly increased since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month ECL.

Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument. In contrast, 12-month ECL represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

Based on the assessment of Expected Credit Loss (ECL) in accordance with IFRS 9 - Financial Instruments, the Management has certified that the probability of default on the above outstanding receivables, net of provision already created, is 0%. Accordingly, no further allowance for impairment of receivables is created.

i) Significant increase in credit risk

In assessing whether the credit risk on a financial instrument has increased significantly since initial recognition, the Company compares the risk of a default occurring on the financial instrument at the reporting date with the risk of a default occurring on the financial instrument at the date of initial recognition. In making this assessment, the Company considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort.

ii) Definition of default

The Company considers the following as constituting an event of default for internal credit risk management purposes as historical experience indicates that financial assets that meet either of the following criteria are generally not recoverable:

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024

3.13 Financial instruments (continued)

- a) When there is a breach of financial covenants by the debtor.
- b) Information developed internally or obtained from external sources indicates that the debtor is unlikely to pay its creditors, including the Company, in full (without taking into account any collateral held by the Company).

Irrespective of the above analysis, the Company considers that default has occurred when a financial asset is more than 90 days past due unless the Company has reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

iii) Write off policy

The Company writes off a financial asset when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery, e.g. when the debtor has been placed under liquidation or has entered into bankruptcy proceedings, or in the case of trade receivables, when the amounts are over two years past due, whichever occurs sooner. Financial assets written off may still be subject to enforcement activities under the Company's recovery procedures, considering legal advice where appropriate. Any recoveries made are recognized in profit or loss.

iv) Measurement and recognition of expected credit losses

The measurement of expected credit losses is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data adjusted by forward-looking information as described above. As for the exposure at default, for financial assets, this is represented by the assets' gross carrying amount at the reporting date; for financial guarantee contracts, the exposure includes the amount of guaranteed debt that has been drawn down as at the reporting date, together with any additional guaranteed amounts expected to be drawn down by the borrower in the future by default date determined based on historical trend, the Company's understanding of the specific future financing needs of the debtors, and other relevant forward-looking information.

For financial assets, the expected credit loss is estimated as the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive, discounted at the original effective interest rate. For a lease receivable, the cash flows used for determining the expected credit losses is consistent with the cash flows used in measuring the lease receivable in accordance with IFRS 16.

For a financial guarantee contract, as the Company is required to make payments only in the event of a default by the debtor in accordance with the terms of the instrument that is guaranteed, the expected loss allowance is the expected payments to reimburse the holder for a credit loss that it incurs less any amounts that the Company expects to receive from the holder, the debtor or any other party.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as measured at fair value through profit or loss, loans and borrowings, payables or as derivatives designated as hedging instrument in an effective hedge as appropriate.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024

3.13 Financial instruments (continued)

All financial liabilities are recognized initially at fair value and in the case of loans and borrowings and payables, net of directly attributable transaction costs (amortised costs).

Subsequent measurement

For the purposes of subsequent measurements, financial liabilities are classified into following categories:

Loans and borrowings and payables

After initial recognition, interest bearing loans and borrowings and payables are subsequently measured at amortized cost using EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are integral part of the EIR. The EIR amortization is included as finance costs in the profit or loss.

De-recognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire. When an existing financial liability is replaced by another from the same lender on substantially different terms or the terms of an existing liability are substantially modified such as exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the profit or loss.

Offsetting of financial instruments

The financial assets and financial liabilities are offset and the net amount is reported in the financial position if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

3.14 Going concern

The management of the Company have, at the time of approving the financial statements, a reasonable expectation that the Company have adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

4. Significant accounting judgements, estimates and assumptions

The preparation of the financial statements in conformity with accounting and reporting standards requires the use of certain critical accounting estimates. It also requires management to exercise its judgements in the process of applying the Company's accounting policies. Judgements, estimates and assumptions are continually evaluated and are based on historical experience and other factors, including expectations in future events that are believed to be reasonable under the circumstances. Revisions to accounting estimates are recognized in the period in which the estimate is revised and in any future periods affected.

In the process of applying the Company's accounting policies, management has made the following judgements, estimates and assumptions which are significant to these financial statements.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024

4. Significant accounting judgements, estimates and assumptions (continued)

Judgements in determining the timing of satisfaction of performance obligations

In making their judgement, the Management considered the detailed criteria for the recognition of revenue set out in IFRS 15. Based on the acceptance of the contract entered into between parties, the management is satisfied that it is probable that the economic benefits associated with the transaction will flow to the Company and the recognition of the revenue is appropriate.

Property and equipment and intangible asset

The Company reviews the useful lives, method of depreciation/amortization and the residual values of property and equipment and intangible asset. Any change in the estimates in future periods might affect the carrying amount of the respective line items of property, plant and equipment and intangible asset with corresponding effect on the depreciation/amortization charge and impairment. The Company assesses at each reporting date whether there is an indication that the assets may be impaired. If such condition exists, the carrying amounts of such assets are reviewed to assess whether they are recorded in excess of their recoverable amount. Where carrying value exceeds the recoverable amount, assets are written down to the recoverable amounts and the resulting impairment loss is recognized as expense in the profit or loss, unless the asset is carried at revalued amount. Any impairment loss on revalued assets is treated as revaluation decrease.

Allowance for Expected Credit Loss (ECL)

The Company has established a 12-month ECL considering the Company's historical credit loss experience, forward-looking factors specific to the debtors and the economic environment. However, in cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Company's historical credit loss and forecast of economic conditions may also not be representative of customer's actual default in the future. At each reporting date, the historical default rates are updated and changes in the forward-looking estimates are analyzed. Any change might affect the carrying value and the amount of expected credit loss charge to profit or loss.



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024

5 Property and equipment

	<u>Furniture and fixtures</u>		<u>Freehold Land</u>		<u>Leasehold Improvements</u>		<u>Containers</u>		<u>Computer and office equipment</u>		<u>Motor vehicles</u>		<u>Capital work in progress</u>		<u>Intangible Assets</u>		<u>Total</u>
	AED	AED	AED	AED	AED	AED	AED	AED	AED	AED	AED	AED	AED	AED	AED	AED	
As at July 1, 2022	2,095	-	-	-	-	1,822,061	22,372	126,030	2,244,709	-	-	-	-	-	-	4,217,267	
Additions during the period	100,206	4,741,069	1,019,205	194,814	-	324,569	23,938	-	-	-	-	-	-	-	-	6,403,801	
Disposals during the year	-	-	2,244,709	-	-	-	-	-	-	-	-	-	(2,244,709)	-	-	-	
As at June 30, 2023	102,301	4,741,069	3,263,914	2,016,875	346,941	149,968	-	-	-	-	-	-	-	-	-	10,621,068	
Additions during the period	-	-	1,505	-	3,410	-	-	-	-	-	-	-	-	-	-	4,915	
Disposals during the year	(32,502)	-	(372,191)	-	-	-	-	-	-	-	-	-	-	-	-	(404,693)	
As at June 30, 2024	69,799	4,741,069	2,893,228	2,016,875	350,351	149,968	-	-	-	-	-	-	-	-	-	10,221,290	
<u>Accumulated depreciation</u>																	
As at July 1, 2022	2,095	-	-	-	87,877	19,885	-	-	-	-	-	-	-	-	-	-	113,679
Charge during the period	26,183	-	196,033	235,036	90,877	30,092	-	-	-	-	-	-	-	-	-	-	578,221
On disposal during the period	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
As at June 30, 2023	28,278	-	196,033	322,913	94,699	49,977	-	-	-	-	-	-	-	-	-	-	691,900
Charge during the period	22,568	-	276,947	201,688	117,179	29,993	-	-	-	-	-	-	-	-	-	-	648,375
On disposal during the period	(9,931)	-	(15,214)	-	-	-	-	-	-	-	-	-	-	-	-	-	(25,145)
As at June 30, 2024	40,915	-	457,766	524,601	211,878	79,970	-	-	-	-	-	-	-	-	-	-	1,315,130
<u>Net Value</u>																	
As at June 30, 2024	28,884	4,741,069	2,435,462	1,492,274	138,473	69,998	-	-	-	-	-	-	-	-	-	-	8,906,160
As at June 30, 2023	74,023	4,741,069	3,067,881	1,693,962	252,242	99,991	-	-	-	-	-	-	-	-	-	-	9,929,168

Freehold land represents the two plots of land (B3569/(8135) & B3570/(8136)) purchased in Tilal city, Sharjah, United Arab Emirates. These lands are under lien against the payable to Tilal City (Note 13). No depreciation is charged for the freehold land.

Leasehold improvements represent the costs incurred for the interior design work carried out in the office building in vision tower no#2401, Dubai, UAE and warehouse construction costs in Sharjah, UAE. During the year, Abu Dhabi office cost is transferred to the related party at carrying value.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
 FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024

	2024	2023
	<u>AED</u>	<u>AED</u>
6 <u>Intangible assets</u>		
Cost		
Balance at the beginning of the year	185,375	-
Additions during the year	-	185,375
	<u>185,375</u>	<u>185,375</u>
Accumulated amortisation		
Balance at the beginning of the year	18,538	-
Amortisation during the year (Note 20)	37,075	18,538
	<u>55,613</u>	<u>18,538</u>
Carrying amount	<u>129,762</u>	<u>166,837</u>

The intangible assets represents the ERP software (EBMS) purchase for the operation of the company. These intangible assets are written off over a period of 5 years

7 <u>Trade and other receivables</u>		
Trade receivables	1,118,216	2,487,376
Less: allowance for impairment of receivables	<u>(169,563)</u>	-
	948,653	2,487,376
Advance to suppliers	179,781	884,480
Refundable deposits	218,330	229,700
Prepayments	29,864	114,308
Value added tax receivable	191,542	159,458
Staff advances	-	19,796
	<u>1,568,170</u>	<u>3,895,118</u>

Analysis of allowance for impairment of trade receivables is as follows:

Allowance made during the year (Note 20)	169,563	-
	<u>169,563</u>	<u>-</u>

An age analysis of trade receivables is as follows:

Neither past due nor impaired	0 to 90 days	948,653	1,659,323
Past due but not impaired	91 to 180 days	-	721,542
	181 to 365 days	-	96,155
	More than 365 days	-	10,356
		<u>948,653</u>	<u>2,487,376</u>

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NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
 FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024

	2024	2023
	<u>AED</u>	<u>AED</u>

7 Trade and others receivable (continued)

Based on the assessment of Expected Credit Loss (ECL) in accordance with IFRS 9 - Financial Instruments, the Management has certified that the probability of default of the above outstanding receivables, net of provision already created, is 0%. Accordingly, no further allowance for impairment of receivables are created.

8 Related party transactions

The Company enters into transactions with companies and entities that fall within the definition of a related party as contained in *IAS 24 Related Party Disclosures*. Related parties comprise companies and entities under common ownership and/or common management and control and key management personnel. The management decides on the terms and conditions of the transactions and of the services received/rendered from/to related parties, as well as on other charges.

At the reporting date, balances in relation to related parties were as follows:

Amount due from related parties

Maxwell Power Services Pte Limited, Singapore	1,289,152	1,289,152
Saif Maritime Ltd, Bangladesh	2,603,197	2,056,227
Saif Powertec Ltd, Bangladesh	7,316	7,316
	<u>3,899,665</u>	<u>3,352,695</u>

Amount due to related parties

Global Trade Limited, UAE	2,998,638	3,323,832
Saif United Shipping and Trading, UAE	4,149,724	3,786,791
Safa Al Qamar General Trading LLC, UAE	4,021,094	5,997,996
	<u>11,169,456</u>	<u>13,108,619</u>

During the period, the Company entered into the following transactions with related parties.

Revenue	(Note 17)	<u>62,071</u>	<u>80,707</u>
Recharge of employees costs	(Note 21)	<u>-</u>	<u>830,435</u>

There are no key managerial remuneration paid or provided during the period.

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NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
 FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024

	2024	2023
	<u>AED</u>	<u>AED</u>
9 <u>Other current financial asset</u>		
Fixed deposits	112,000	112,000
Margin deposits	<u>110,000</u>	<u>110,000</u>
	<u>222,000</u>	<u>222,000</u>
a) Fixed deposit represent the deposit made for credit card and are under lien against the credit facilities granted by the bank. (Note 14)		
b) Margin deposits represents the employee guarantee deposits or other margin deposits with the banks are under lien again guarantee provided by the bank. Guarantee provided by the bank as at the reporting date is AED 100,000 (Note 25).		
10 <u>Cash and cash equivalents</u>		
Cash on hand	7,300	77,018
Cash at bank - current accounts	<u>106,580</u>	<u>196,344</u>
	<u>113,880</u>	<u>273,362</u>
Cash on hand is physically counted and certified by the Management.		
11 <u>Share capital</u>		
Authorised, issued and fully paid: 500 ordinary shares of AED 1,000 each	<u>500,000</u>	<u>500,000</u>
12 <u>Statutory reserve</u>		
Balance at the beginning of the year	12,450	5,717
Transferred from retained earnings	<u>-</u>	<u>6,733</u>
	<u>12,450</u>	<u>12,450</u>

In accordance with UAE Federal Law No. (2) of 2015 (revoked by UAE Federal Law No. (32) of 2021), the Company has established a statutory reserve by appropriation of 5% of net profit of each year until the reserve reaches 50% of the share capital. Further, this reserve is not available for distribution except under the circumstances as stipulated in the said law.

DUBAI - U.A.E
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
 FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024

	2024	2023
	<u>AED</u>	<u>AED</u>
13 <u>Provision for employees' end of service benefits</u>		
Balance at the beginning of the period	39,585	55,020
Provided during the period (Note 21)	113,720	15,640
Paid during the year	(42,717)	(31,075)
	<u>110,588</u>	<u>39,585</u>

Provision for employees' end-of-service benefits is made in accordance with the UAE Labour Law, and is based on current remuneration and cumulative years of service at the reporting date.

14 Bank borrowings

Payable for Credit Card	<u>79,144</u>	<u>67,228</u>
	<u>79,144</u>	<u>67,228</u>

Payable for Credit Card is secured by pledge on fixed deposits with bank (Note 9)

15 Trade and other payables

Trade payables	557,384	872,904
Payable for Capital Expenditure	2,349,569	3,201,569
Accrued expenses	252,052	187,175
Advance from customers	122,263	45,099
Other payable	<u>2,874</u>	<u>-</u>
	<u>3,284,142</u>	<u>4,306,747</u>

Out of the above:

Instalments due within 12 Months	<u>1,786,573</u>	<u>1,957,178</u>
Instalments due after 12 Months	<u>1,497,569</u>	<u>2,349,569</u>

Payable for capital expenditure represents the unpaid portion of the two freehold lands purchased from Tilal City. Payable for one freehold land will be settled in 20 quarterly instalments starting from May 10, 2022 ending on February 10, 2027 and payable for second free land will be settled in 20 quarterly instalment, starting from June 20, 2022 and ending on February 10, 2027. There are no interest charged for this instalments. These payables are under lien against the freehold land (Note 5).

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
 FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024

	2024	2023
	<u>AED</u>	<u>AED</u>
16 Corporate tax liability		
Corporate tax liability provision is made in accordance with Federal Decree Law no 47 of 2022- Taxation of Corporation and Business and Cabinet and Ministerial Decisions issued by Federal Tax Authority. It is based on taxable income generated by the company during the year.		
During the year from January 01, 2024 to June 30 2024, the taxable profit generated by the company is less than the annual threshold of AED 375,000, hence no corporate tax provision is created as confirmed by the management.		
17 Revenue		
Vessel Chartering income	-	2,777,456
Cargo handling services income	10,656,655	12,781,528
	<u>10,656,655</u>	<u>15,558,984</u>
Analysis of revenue is as follows:		
a related party (Note 8)	62,071	80,707
Others	10,594,584	15,478,277
	<u>10,656,655</u>	<u>15,558,984</u>
18 Direct costs		
Cost of cargo handling services	7,958,868	10,581,384
Cost of Vessel Chartering	-	1,818,045
	<u>7,958,868</u>	<u>12,399,429</u>
19 Other income		
Interest on Fixed deposit	<u>341</u>	<u>170</u>
20 Administrative expenses		
Employee costs (Note 21)	1,561,284	1,542,459
Legal and professional	53,164	181,842
Rent	100,000	263,924
Vehicle expenses	38,394	65,898
Office expenses	47,292	117,005
Repair and Maintenance		59,722
Business travel and promotion	19,175	82,280
Utilities and communication	108,115	53,525
Impairment of receivables (Note 7)	169,563	
Bad debts written off		
Depreciation on Property and equipment (Note 5)	648,375	578,121
Amortisation of Intangible Assets (Note 6)	37,075	18,538
Bank charges	36,385	39,833
	<u>2,818,822</u>	<u>3,003,247</u>

DUBAI - U.A.E
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
 FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024

	2024	2023
	<u>AED</u>	<u>AED</u>
21 <u>Employee costs</u>		
Salaries and allowances	1,301,951	1,197,998
End of service benefits (Note 13)	113,720	15,640
Other employee benefits	145,613	328,821
	<u>1,561,284</u>	<u>1,542,459</u>
22 <u>Financial instruments</u>		
a) Significant accounting policies		
Details of the significant accounting policies and methods adopted, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset and financial liability are disclosed in Note 3 to the financial statements.		
b) Categories of financial instruments		
Financial assets at amortised cost		
Trade and other receivables	1,358,525	2,896,330
Amount due from related parties	3,899,665	3,352,695
Other current financial asset	222,000	222,000
Cash and cash equivalents	113,880	273,362
	<u>5,594,070</u>	<u>6,744,387</u>
Financial liabilities at amortised cost		
Amount due to related parties	11,169,456	13,108,619
Bank borrowings	79,144	67,228
Trade and other payables	3,161,879	4,261,648
	<u>14,410,479</u>	<u>17,437,495</u>

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024

22 Financial instruments (continued)

c) Fair value of financial instruments

The fair values of financial assets and financial liabilities approximate the amounts as shown in the statement of financial position.

23 Financial risk management

The Company's overall financial risk management program seeks to minimize potential adverse effects to the financial performance of the Company. The management provides guidelines for overall financial risk management and policies covering specific areas, such as market risk (including foreign exchange risk and interest rate risk), credit risk and liquidity risk.

a) Foreign currency risk management

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities, when revenue or expense are denominated in a different currency from the Company's functional currency which is United Arab Emirates Dirham (AED). The Company manages the risks through regular monitoring of the currency markets to determine appropriate action to minimise the exposure to the foreign currency risk.

There are no significant exchange rate risks as substantially all financial assets and financial liabilities are denominated in Arab Emirates Dirhams or in US Dollars to which the Dirham is fixed.

b) Interest rate risk management

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. There are no significant interest rate risks as the Company has no interest bearing financial assets and financial liabilities as at the reporting date.

c) Liquidity risk management

'Ultimate responsibility for liquidity risk management rests with the management which has built an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding.

Liquidity risk tables

'The following table details the Company's expected maturity for its non-derivative financial assets. The tables have been drawn up based on the undiscounted contractual maturities of the financial assets.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
 FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024

	2024	2023
	<u>AED</u>	<u>AED</u>
23 <u>Financial risk management (continued)</u>		
Non-interest bearing financial assets	<u>5,594,070</u>	<u>6,744,387</u>

The following table details the Company's remaining contractual maturity for its non-derivative financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The table comprises principal cash flows.

1 Year or less

Non-interest bearing financial liabilities	<u>14,410,479</u>	<u>17,437,495</u>
--	-------------------	-------------------

d) Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company.

The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company's exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterparty limits that are reviewed and approved by the management regularly. Further details of credit risks on trade receivables and amount due from related parties are discussed in Note 6 and Note 7 respectively, to the financial statements.

24) Capital risk management

The Company manages its capital to ensure that it will be able to continue as a going concern while maximising the return to the shareholder through optimisation of the equity balance. The Company's overall strategy remains unchanged from 2023.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
 FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024

25) Commitments and contingencies

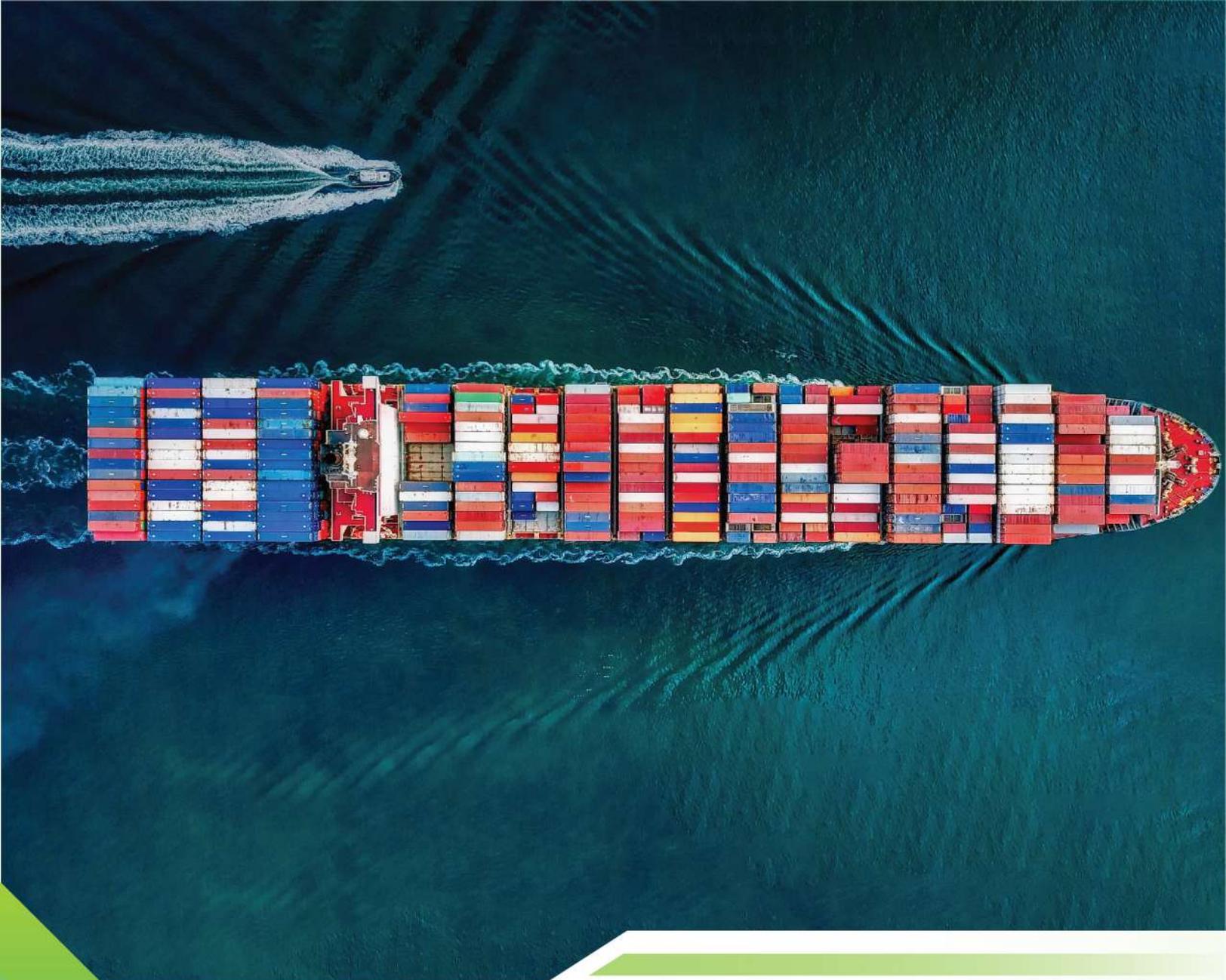
Details of commitments and contingencies of the Company as at the period end is as follows:

Commitments

Operating lease commitments represents office rental commitments of the Company in Vision Tower 1, Business Bay, Dubai, UAE for a period of 5 years starting from April 20, 2022.

	2024 <u>AED</u>	2023 <u>AED</u>
Within 1 year	100,000	100,000
1 to 5 years	100,000	200,000
	<u>200,000</u>	<u>300,000</u>
Contigent Liabilities		
Letter of Guarantee	<u>100,000</u>	<u>100,000</u>

Except for the ongoing business obligations which are under normal course of business against which no loss is expected, there has been no other known contingent liability or capital commitment as of balance sheet date as certified by the management.



AUDITED FINANCIAL
STATEMENTS-2024



**SAIF UNITED SHIPPING
& T R A D I N G**

FUJAIRAH - U.A.E.

DIRECTOR'S REPORT
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024

The Director is pleased to presents his report together with audited financial statements of **SAIF UNITED SHIPPING & TRADING**, Fujairah, United Arab Emirates ('the Establishment') which comprise the statement of financial position as at June 30, 2024, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the period from July 1, 2023 to June 30, 2024, and a summary of significant accounting policies and other explanatory information.

Activities

The licensed activities of the Establishment are logistics, importing, exporting, ships management and operation, shipment containers loading and offloading services and goods marine shipment services.

Events subsequent to the balance sheet date

There were no major events, which occurred since the period end that materially affect the financial position of the Establishment.

Financial results

The financial result of the Establishment is depicted in the statement of profit or loss and other comprehensive income.

Owner and their interests

Saif Powertech Ltd, a Company incorporated in Bangladesh, is the sole Owner of the Establishment as at the period end. There are no changes in the shareholding structure during the period.

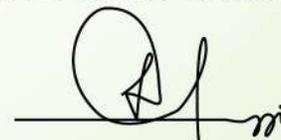
Director

Tarafder Md Ruhul Amin Wazed Tarafder, a Bangladeshi National, served as the Director of the Establishment during the period.

Auditor

The auditors Al Jeroudy Accouting & Auditing Chartered Accountants, Dubai, UAE, have indicated their willingness to continue in the office.

FOR SAIF UNITED SHIPPING & TRADING



Tarafder Md Ruhul Amin Wazed Tarafder
Director

**INDEPENDENT AUDITOR'S REPORT
TO
THE OWNER OF SAIF UNITED SHIPPING & TRADING**

Report on the Financial Statements

Opinion

We have audited the accompanying financial statements of **SAIF UNITED SHIPPING & TRADING**, Fujairah, United Arab Emirates ('the Establishment'), which comprise the statement of financial position as at June 30, 2024, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the period from July 1, 2023 to June 30, 2024, 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 Establishment as at June 30, 2024, and of its financial performance and its cash flows for the period from July 1, 2023 to June 30, 2024 in accordance with International Financial Reporting Standards (IFRSs).

Basis for Opinion

We conducted our audit in accordance with the 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 Establishment within the meaning of IFAC code of Ethics for Professional Accountants (code IESBA) and we have fulfilled our other responsibilities under these ethical requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our Opinion.

Other matter

- a) We draw attention to Note 8 to the financial statements - Cash and cash equivalents. We have verified bank balances amounting to AED 27,432 with the bank statements provided to us by the Management of the Establishment. However, we have not received an independent balance confirmation from the bank confirming the balances as at the reporting date.
- b) We draw attention to Note 10 to the financial statements - Provision for employees' end of service benefits. The Establishment has not made provision for employees' end of service benefits for the employees who have completed one year of service in accordance with UAE Labour Law.
- c) The financial year followed by the Establishment is from January to December. These financial statements are prepared for the period from July 1, 2023 to June 30, 2024 for management group reporting purposes. The comparative figures presented are audited by us. However, we have not issued a separate audit report for the period from July 1, 2022 to June 30, 2023.

Other information

Management is responsible for the other information. The other information comprises the Director's report, which we obtained prior to the date of this auditor's report. The other information does not include the financial statements and our auditor's report thereon.

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

Based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, if we conclude that there is a material misstatement of this other information, we are required to report that fact. However, we have nothing to report in this regard.

IINDEPENDENT AUDITOR'S REPORT TO THE OWNER OF SAIF UNITED SHIPPING & TRADING

Responsibilities of Management and the Board of Directors for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with IFRSs, 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 Establishment'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 Establishment or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are responsible for overseeing the Establishment's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

The objectives of our audit 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 planning and performance of 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 Establishment'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 Establishment'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 Establishment 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.

**INDEPENDENT AUDITOR'S REPORT
TO
THE OWNER OF SAIF UNITED SHIPPING & TRADING (CONTINUED)**

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.

Report on other legal and regulatory requirements

We further report that:

- i. we have obtained all the information and explanations we considered necessary for the purposes of our audit.
- ii. the Establishment has maintained proper books of account
- iii. note to the financial statements of the Establishment discloses material related party transactions, the terms under which they were conducted and principles of managing conflict of interests.
- iv. based on the information that has been made available to us nothing has come to our attention which causes us to believe that the Establishment has contravened during the period from July 1, 2023 to June 30, 2024, which would materially affect its activities or its financial position as at June 30, 2024.

**FOR AL JEROUDY ACCOUNTING & AUDITING
CHARTERED ACCOUNTANTS**



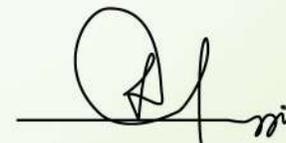
Dr. Mohammad Houssein Al Jeroudy
Managing Director
Reg No. 216
Dubai, United Arab Emirates
Dated September 25, 2024

STATEMENT OF FINANCIAL POSITION AS AT JUNE 30, 2024

<u>Assets</u>	Note	2024 <u>AED</u>	2023 <u>AED</u>
<u>Non-current assets</u>			
Property and equipment	5	24,105	35,231
<u>Current assets</u>			
Trade and other receivables	6	34,330,789	26,218,596
Amount due from related parties	7	4,517,135	3,903,048
Cash and cash equivalents	8	54,583	1,528,514
Total current assets		<u>38,902,507</u>	<u>31,650,158</u>
Total assets		<u>38,926,612</u>	<u>31,685,389</u>
<u>Shareholder's equity and liabilities</u>			
<u>Shareholder's equity</u>			
Owner's capital	9	100,000	100,000
Retained earnings		2,083,914	1,305,313
Total Shareholder's equity		<u>2,183,914</u>	<u>1,405,313</u>
<u>Current liabilities</u>			
Amount due to related parties	7	4,815,934	5,802,485
Trade and other payables	11	31,926,764	24,477,591
Total current liabilities		<u>36,742,698</u>	<u>30,280,076</u>
Total liabilities		<u>36,742,698</u>	<u>30,280,076</u>
Total Shareholder's equity and liabilities		<u>38,926,612</u>	<u>31,685,389</u>

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

FOR SAIF UNITED SHIPPING & TRADING



Tarafder Md Ruhul Amin Wazed Tarafder
Director

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024

	Note	2024 <u>AED</u>	2023 <u>AED</u>
Revenue	13	33,059,820	77,490,848
Direct costs	14	(27,538,518)	(67,702,596)
Gross Profit		5,521,302	9,788,252
Administrative expenses	15	(4,742,701)	(8,474,012)
Depreciation on property and equipment		-	-
Profit for the period/year after tax		778,601	1,314,240
Other comprehensive income		-	-
Total comprehensive income for the period/year		778,601	1,314,240

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

FOR SAIF UNITED SHIPPING & TRADING



Tarafder Md Ruhul Amin Wazed Tarafder
Director

STATEMENT OF CHANGES IN EQUITY
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024

	<u>Owner's capital</u> AED	<u>Retained earnings</u> AED	<u>Total</u> AED
Balance as on July 1, 2022	100,000	(8,927)	91,073
Profit for the year	-	1,314,240	1,314,240
Balance as at June 30, 2023	100,000	1,305,313	1,405,313
Profit for the year	-	778,601	778,601
Balance as at June 30, 2024	100,000	2,083,914	2,183,914

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

STATEMENT OF CASH FLOWS
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024

	2024	2023
	<u>AED</u>	<u>AED</u>
<u>Cash flows from operating activities :</u>		
Profit for the year before tax	778,601	1,314,240
Adjustments :		
Depreciation on property and equipment	11,126	9,274
Provision for employees' end of service benefits	19,081	2,482
Impairment of receivables	-	9,963
	<u>808,808</u>	<u>1,335,959</u>
<u>Changes in operating assets and liabilities</u>		
Trade and other receivables	(8,112,193)	(25,212,556)
Amount due from related parties	(614,087)	(2,946,821)
Amount due to related parties	(986,551)	2,965,718
Trade and other payables	7,449,173	13,480,061
Net cash used in operation	(1,454,850)	(10,377,639)
End of service benefits paid	(19,081)	(2,482)
Net cash used in operating activities	(1,473,931)	(10,380,121)
Net decrease in cash & cash equivalents	(1,473,931)	(10,380,121)
Cash and cash equivalents at beginning of the period/year	1,528,514	11,908,635
Cash and cash equivalents at end of the year	8 <u>54,583</u>	<u>1,528,514</u>

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

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024**

1. Legal status and nature of business

SAIF UNITED SHIPPING & TRADING ('the Establishment') is a sole establishment established on January 6, 2021 and registered with Fujairah Municipality, United Arab Emirates under the registration No. 11606551. The Establishment is licensed to operate in UAE under Commercial License No. 1019872. The registered address of the Establishment is Office No. 1101, Fujairah Tower, P.O. Box: 3226, Fujairah, UAE.

The licensed activities of the Establishment are logistics, importing, exporting, wholesale, ships management and operation, shipment containers loading and offloading services and goods marine shipment services.

The capital of the Establishment as on June 30, 2024 is AED 100,000 (Arab Emirates Dirhams One Hundred Thousand only). Saif Powertec Ltd, a Company incorporated in Bangladesh, is the sole owner of the Establishment as at the reporting date.

2. Application of new and revised International Financial Reporting Standards ("IFRS")

2.1 New and amended IFRS Standards that are effective for the current year

The following new and amended IFRS Standards, which became effective for annual periods beginning on or after July 1, 2023, have been adopted in these financial statements. The application of these new and amended IFRS Standards has not made any material impact on the amounts reported for the current and prior years but may affect the accounting for future transactions or arrangements.

- a) IFRS 17 Insurance contracts - recognition, measurement, presentation and disclosure
- b) Amendments to IAS 1 Presentation of Financial Statements and IFRS Practice Statement 2 Making Materiality Judgements - Disclosure of accounting policies
- c) Amendments to IAS 12 Income Taxes - Deferred Tax related to Assets and Liabilities arising from a Single Transaction
- d) Amendments to IAS 12 Income Taxes - International Tax Reform - Pillar Two Model Rules
- e) Amendments to IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors - Definition of Accounting Estimates

2.2 New and revised IFRS Standards in issue but not yet effective and not early adopted

The Establishment has not yet early applied the following new standard, amendments and interpretations that have been issued but are not yet effective (with earlier application permitted):

- a) Amendments to IFRS 10 Consolidated Financial Statements and IAS 28 Investments in Associates and Joint Ventures (2011) relating to the treatment of the sale or contribution of assets from and investor to its associate or joint venture (effective for annual periods yet to be determined).
- b) Amendments to IAS 1 Presentation of Financial Statements - Classification of liabilities as current and non-current (effective for annual periods beginning on or after January 1, 2024).

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024**

2.2 New and revised IFRS Standards in issue but not yet effective and not early adopted (Continued)

- c) Amendments to IAS 1 Presentation of Financial Statements - Non-current liabilities with covenants (effective for annual periods beginning on or after January 1, 2024).
- d) Amendments to IAS 7 Statement of Cash Flows and IFRS 7 Financial Instruments - Disclosures - Supplier finance arrangements (effective for annual periods beginning on or after January 1, 2024).
- e) Amendments to IFRS 16 Leases - Lease liability in a sale and leaseback (effective for annual periods beginning on or after January 1, 2024).

2.2 New and revised IFRS Standards in issue but not yet effective and not early adopted (Continued)

Management anticipates that these new standards, interpretations and amendments will be adopted in the Establishment's financial statements for the year beginning July 1, 2024 or as and when they are applicable and adoption of these new standards, interpretations and amendments.

3. Significant accounting policies

3.1 Statement of compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS Standards) issued and adopted by the International Accounting Standards Board ("IASB") and the interpretations issued by the International Financial Reporting Interpretation Committee of the IASB enforce at June 30, 2023 and the requirements of the local laws and regulations.

3.2 Basis of preparation

The financial statements have been prepared on the historical cost basis. Historical cost is generally based on the fair value of the consideration given in exchange for assets.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Establishment considers the characteristics of the asset or liability if the market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purpose in the financial statements is determined in such a basis except for share based transactions that are within the scope of IFRS 2, leasing transactions that are within the scope of IAS 17 and measurement that have some similarities to fair value but are not fair value such as net realizable value in IAS 2 or value in use in IAS 36.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety which are described as follows:

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024**

3.2 Basis of preparation (Continued)

- a) Level 1 Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.
- b) Level 2 Inputs are inputs other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- c) Level 3 Inputs are unobservable inputs for the asset or liability.

3.3 Revenue recognition (Continued)

Revenue is recognized by reference to the 5 steps model recommended by IFRS 15 as mentioned below:

Step 1: Identify the contract with a customer.

Step 2: Identify the performance obligations in the contract.

Step 3: Determine the transaction price.

Step 4: Allocate the transaction price to the individual performance obligations.

Step 5: Recognize revenue when (or as) the entity satisfies a performance obligation. Performance obligation can be satisfied either at the point of time or over time.

The Establishment's revenues represented in:

Revenue from sale of goods

Revenue for the sale of goods is recognized when control of the goods is transferred to the buyer and only when it is highly probable that a significant reversal of revenue will not occur when uncertainties related to a variable consideration are resolved and is based on the amount of the transaction price that is allocated to the performance obligation. The transaction price is the amount of consideration to which the Establishment expects to be entitled in exchange for goods to the customer. The consideration expected by the Establishment may include fixed or variable amounts which can be impacted by sales returns, trade discounts and volume rebates.

Services revenue

Revenue from the services in normal course of business is recognised at a point in time when the performance obligation is satisfied and is based on the amount of the transaction price that is allocated to the performance obligation. The transaction price is the amount of consideration to which the Establishment expects to be entitled in exchange for services to the customer. The consideration expected by the Establishment may include fixed or variable amounts which can be impacted by sales returns, trade discounts and volume rebates.

3.4 Foreign currency transactions

The financial statements of the Establishment are presented in the currency of the primary economic environment in which the Establishment operates. For the purpose of the financial statements, the results and financial position of the Establishment are expressed in Arab Emirates Dirhams (AED), which is the functional currency of the Establishment, and the presentation currency for the financial statements.

In preparing the financial statements, transactions in currencies other than the Establishment's functional currency are recorded at the rates of exchange prevailing on the dates of the transactions.

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024**

3.4 Foreign currency transactions (Continued)

At the end of each reporting period, monetary items denominated in foreign currency are translated at the rates prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are not translated. Exchange differences arising on the settlement of monetary items, and on the translation of monetary items, are included in the profit or loss.

3.5 Leases

The Establishment assesses whether a contract is or contains a lease, at inception of the contract. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Establishment as a lessee

The Establishment acts as a lessee and applies a single recognition and measurement approach for all the leases except for short term leases and leases of low value assets, if any. The Establishment recognizes a right of use asset representing the right to use the underlying asset and a corresponding lease liability to make lease payments.

a) *Right of use asset*

The Establishment recognizes right of use assets (ROU Assets) at the commencement date of the lease (the date from which the underlying asset is available for use). The right of use assets comprises the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day, less any lease incentives received and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses and adjusted for any re-measurement of lease liabilities, if any. The right of use assets are presented as a separate line in the statement of financial position.

Unless the Establishment is reasonably certain to obtain the ownership of the leased asset at the end of the lease period, the recognized ROU assets are depreciated over the shorter period of lease term and useful life of the underlying asset.

b) *Lease liabilities*

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Establishment uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise:

- a) Fixed lease payments (including in-substance fixed payments), less any lease incentives receivable.
- b) Variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date.
- c) The amount expected to be payable by the lessee under residual value guarantees.
- d) The exercise price of purchase options, if the lessee is reasonably certain to exercise the options, and
- e) Payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024**

3.5 Leases (Continued)

The lease liability is presented as a separate line in the statement of financial position. The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

The Establishment remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

- a) The lease term has changed or there is a significant event or change in circumstances resulting in a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate,
- b) The lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using an unchanged discount rate (unless the lease payments change is due to a change in a floating interest rate in which case a revised discount rate is used).
- c) A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

The Establishment did not make any such adjustments during the periods presented.

Whenever the Establishment incurs an obligation for costs to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying asset to the condition required by the terms and conditions of the lease, a provision is recognized and measured under IAS 37. To the extent that the costs relate to a right of use asset, the costs are included in the related right-of-use asset, unless those costs are incurred to produce inventories.

The Establishment applies IAS 36 to determine whether a right of use asset is impaired and accounts for any identified impairment loss.

Variable rents that do not depend on an index or rate are not included in the measurement the lease liability and the right-of-use asset. The related payments are recognized as an expense in the period in which the event or condition that triggers those payments occurs and are included in the line "Other expenses" in profit or loss.

As a practical expedient, IFRS 16 permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement. The Establishment has not used this practical expedient. For a contract that contain a lease component and one or more additional lease or non-lease components, the Establishment allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non- lease components

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024**

3.5 Leases (Continued)

c) Short term leases and lease liabilities

The Establishment applies the short term leases recognition exemption to its short-term leases (leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option).

It also applies the lease of low value assets recognition exemption to leases that are considered of low value. Lease payments on short term leases and leases of low value assets are recognized as expense on a straight line basis over the lease term.

As at the reporting date, the Establishment has applied short term leases recognition exemption to its leases as there are no long-term leases and the management of the Establishment has considered all their lease as short term and rent paid for these leases during the period are included in the line "Rent" in Statement of profit or loss and other comprehensive income.

3.6 Property and equipment

Property and equipment are carried at cost less accumulated depreciation and identified impairment loss, if any. The initial cost of property and equipment comprises its purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use. Subsequent costs are included in the assets' carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Establishment and the cost of the item can be measured reliably. All other repairs and maintenance expenses are charged to the profit or loss during the financial period in which they are incurred.

Depreciation is charged to write-off the cost of assets, over their estimated useful lives, using the straight-line method, as follows:

Asset class	Years
Computer and office equipment	4

The assets' residual values, estimated useful lives and depreciation method are reviewed periodically, with the effect of any changes in estimate accounted for on a prospective basis.

The gain or loss arising on the disposal or retirement of an item of property and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in profit or loss.

3.7 Impairment of tangible assets

At each reporting date, the Establishment reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Establishment estimates the recoverable amount of the CGU to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual CGU, or otherwise they are allocated to the smallest group of CGUs for which a reasonable and consistent allocation basis can be identified.

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024**

3.7 Impairment of tangible assets (Continued)

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of the future cash flows have not been adjusted.

If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognized immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or CGU) is increased to the revised estimate of its recoverable amount, so long as the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or CGU) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

3.8 Employee benefits

Short term employee benefits

Short-term employee benefits are recognized as an expense when the related service is provided. The amount expected to be paid is recognized as a liability when the Establishment has a present or implied liability to pay the amount as a result of the employee providing a previous service and the liability can be estimated to a reliable dependent degree.

Employee benefits - end of service benefits

The Establishment provides for Employees' end of service benefits in accordance with UAE Labour Law. The entitlement to these benefits is based upon employee's basic salary and length of service. The expected costs of these benefits are accounted over the year of employment.

As at the reporting date, the Establishment has not made provision for employees' end-of-service benefits in accordance with the UAE labour Law.

3.9 Provisions

Provisions are recognized when the Establishment has a present obligation (legal or constructive) as a result of a past event, it is probable that the Establishment will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, considering the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows. When some or all of the economic benefits required to settle, a provision are expected to be recovered from a third party, the receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024**

3.10 Value added tax receivable/payable

Value added tax receivable/payable represents the net value added tax collected/paid at the end of the reporting date in accordance with Federal Decree-Law No. (8) of 2017 on Value Added Tax and Cabinet Decision No. (52) of 2017 on the Executive Regulations of the Federal Decree-Law No. (8) of 2017 on Value Added Tax.

3.11 Corporate tax payable/refundable

Corporate tax payable/refundable represents the net corporate tax payable/refundable at the end of the reporting date calculated in accordance with Federal Decree-Law No. 47 of 2022 - Taxation of Corporations and Businesses and Cabinet Decisions and Ministerial Decisions issued by Federal Tax Authority.

As per the Corporate Tax certificate issued by the UAE Federal Tax Authority, the first corporate tax period of the Establishment is from January 1, 2024 to December 31, 2024 and corporate tax provision is calculated for the taxable profit generated on or after January 1, 2024 in accordance with UAE Corporate Tax Law as certified by the Management.

3.12 Financial instruments

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

Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as measured at amortized cost, fair value through other comprehensive income (OCI) and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial assets contractual cash flow characteristics and the Establishment's business model for managing them. With the exception of trade debts, the Establishment initially measures a financial asset at its fair value plus in case of a financial asset not at fair value through profit or loss, transaction costs. Trade debts are measured at the transaction price determined under IFRS 15.

In order for a financial asset to be classified and measured at amortized cost or fair value through OCI, it needs to give rise to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding. The assessment is referred to as the SPPI test and is performed at an instrument level. The Establishment's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets or both.

Subsequent measurement

For the purposes of subsequent measurements, financial assets are classified into following categories:

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024**

3.12 Financial instruments (Continued)

Financial assets at amortized cost (debt instruments)

This category is the most relevant to the Establishment. The Establishment measures financial assets at amortized cost if both of the following conditions are met,

- The financial assets are held within a business model with the objective to hold financial assets in order to collect contractual cash flows, and
- The contractual terms of the financial assets give rise on a specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortized cost are subsequently measured using the effective interest rate (EIR) method and are subject to impairment. Gains and losses are recognized in profit or loss when the asset is derecognized, modified or impaired.

De-recognition of financial assets

The Establishment derecognizes a financial asset only when the contractual rights to the cash flows from the asset expire; or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Establishment neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Establishment recognizes its retained interest in the asset and an associated liability for amounts it may have to pay.

If the Establishment retains substantially all the risks and rewards of ownership of a transferred financial asset, the Establishment continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

On de-recognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognized in other comprehensive income and accumulated in equity is recognized in profit or loss. On de-recognition of a financial asset other than in its entirety (e.g. when the Establishment retains an option to repurchase part of a transferred asset), the Establishment allocates the previous carrying amount of the financial asset between the part it continues to recognize under continuing involvement, and the part it no longer recognizes on the basis of the relative fair values of those parts on the date of the transfer.

The difference between the carrying amount allocated to the part that is no longer recognized and the sum of the consideration received for the part no longer recognized and any cumulative gain or loss allocated to it that had been recognized in other comprehensive income is recognized in profit or loss. A cumulative gain or loss that had been recognized in other comprehensive income is allocated between the part that continues to be recognized and the part that is no longer recognized on the basis of the relative fair values of those parts.

Impairment of financial assets

The Establishment recognizes a loss allowance for expected credit losses on investments in debt instruments that are measured at amortised cost or at fair value through OCI, lease receivables, trade receivables and contract assets as well as on financial-guarantee contracts. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument.

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024**

3.12 Financial instruments (Continued)

The Establishment recognizes lifetime expected credit losses (ECL) for trade receivables, contract assets and lease receivables. The expected credit losses of these financial instruments are estimated using a provision matrix based on the Establishment's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

For all other financial instruments, the Establishment recognizes lifetime ECL when there has been a significant increase in credit risk since initial recognition. However, if the credit risk on the financial instrument has not significantly increased since initial recognition, the Establishment measures the loss allowance for that financial instrument at an amount equal to 12-month ECL.

Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument. In contrast, 12-month ECL represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

As at the reporting date, the management of the Establishment has measured the loss allowance for their financial instruments at an amount equal to 12-month Expected Credit Losses (ECL) rather than lifetime ECL. Based on the management assessment, there is no probability of the default events of their financial instruments that are possible within 12 months after the reporting date. Hence, no loss allowance was recognized in the current period.

i) Significant increase in credit risk

In assessing whether the credit risk on a financial instrument has increased significantly since initial recognition, the Establishment compares the risk of a default occurring on the financial instrument at the reporting date with the risk of a default occurring on the financial instrument at the date of initial recognition. In making this assessment, the Establishment considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort.

ii) Definition of default

The Establishment considers the following as constituting an event of default for internal credit risk management purposes as historical experience indicates that financial assets that meet either of the following criteria are generally not recoverable:

- a) When there is a breach of financial covenants by the debtor.
- b) Information developed internally or obtained from external sources indicates that the debtor is unlikely to pay its creditors, including the Establishment, in full (without taking into account any collateral held by the Establishment).

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024**

3.12 Financial instruments (Continued)

Irrespective of the above analysis, the Establishment considers that default has occurred when a financial asset is more than 90 days past due unless the Establishment has reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

iii) Write off policy

The Establishment writes off a financial asset when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery, e.g. when the debtor has been placed under liquidation or has entered into bankruptcy proceedings, or in the case of trade receivables, when the amounts are over two years past due, whichever occurs sooner. Financial assets written off may still be subject to enforcement activities under the Establishment's recovery procedures, considering legal advice where appropriate. Any recoveries made are recognized in profit or loss.

iv) Measurement and recognition of expected credit losses

The measurement of expected credit losses is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data adjusted by forward-looking information as described above. As for the exposure at default, for financial assets, this is represented by the assets' gross carrying amount at the reporting date; for financial guarantee contracts, the exposure includes the amount of guaranteed debt that has been drawn down as at the reporting date, together with any additional guaranteed amounts expected to be drawn down by the borrower in the future by default date determined based on historical trend, the Establishment's understanding of the specific future financing needs of the debtors, and other relevant forward-looking information.

For financial assets, the expected credit loss is estimated as the difference between all contractual cash flows that are due to the Establishment in accordance with the contract and all the cash flows that the Establishment expects to receive, discounted at the original effective interest rate. For a lease receivable, the cash flows used for determining the expected credit losses is consistent with the cash flows used in measuring the lease receivable in accordance with IFRS 16.

For a financial guarantee contract, as the Establishment is required to make payments only in the event of a default by the debtor in accordance with the terms of the instrument that is guaranteed, the expected loss allowance is the expected payments to reimburse the holder for a credit loss that it incurs less any amounts that the Establishment expects to receive from the holder, the debtor or any other party.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as measured at fair value through profit or loss, loans and borrowings, payables or as derivatives designated as hedging instruments in an effective hedge as appropriate.

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024**

3.12 Financial instruments (Continued)

All financial liabilities are recognized initially at fair value and in the case of loans and borrowings and payables, net of directly attributable transaction costs (amortised costs).

Subsequent measurement

For the purposes of subsequent measurements, financial liabilities are classified into following categories:

Loans and borrowings and payables

After initial recognition, interest bearing loans and borrowings and payables are subsequently measured at amortized cost using EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are integral part of the EIR. The EIR amortization is included as finance costs in the profit or loss.

De-recognition of financial liabilities

The Establishment derecognizes financial liabilities when, and only when, the Establishment's obligations are discharged, cancelled or they expire. When an existing financial liability is replaced by another from the same lender on substantially different terms or the terms of an existing liability are substantially modified such as exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the profit or loss.

Offsetting of financial instruments

The financial assets and financial liabilities are offset and the net amount is reported in the financial position if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

4. Significant accounting judgements, estimates and assumptions

The preparation of the financial statements in conformity with accounting and reporting standards require the use of certain critical accounting estimates. It also requires management to exercise its judgements in the process of applying the Establishment's accounting policies. Judgements, estimates and assumptions are continually evaluated and are based on historical experience and other factors, including expectations in future events that are believed to be reasonable under the circumstances. Revisions to accounting estimates are recognized in the period in which the estimate is revised and in any future periods affected.

In the process of applying the Establishment's accounting policies, management has made the following judgements, estimates and assumptions which are significant to these financial statements.

Judgements in determining the timing of satisfaction of performance obligations

In making their judgement, the Management considered the detailed criteria for the recognition of revenue set out in IFRS 15. Based on the acceptance of the contract entered into between parties, the management is satisfied that it is probable that the economic benefits associated with the transaction will flow to the Establishment and the recognition of the revenue is appropriate.

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024**

4. Significant accounting judgements, estimates and assumptions (Continued)

Property and equipment

The Establishment reviews the useful lives, method of depreciation and the residual values of property and equipment. Any change in the estimates in future periods might affect the carrying amount of the respective line items of property and equipment with corresponding effect on the depreciation charge and impairment. The Establishment assesses at each reporting date whether there is an indication that the assets may be impaired. If such condition exists, the carrying amounts of such assets are reviewed to assess whether they are recorded in excess of their recoverable amount. Where carrying value exceeds the recoverable amount, assets are written down to the recoverable amounts and the resulting impairment loss is recognized as expense in the profit or loss, unless the asset is carried at revalued amount. Any impairment loss on revalued assets is treated as revaluation decrease.

Allowance for Expected Credit Loss(ECL)

The Establishment has established a lifetime ECL based on a provision matrix that is based on the Establishment's historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment. However, in cases, the Establishment may also consider a financial asset to be in default when internal or external information indicates that the Establishment is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Establishment. The Establishment will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Establishment's historical credit loss and forecast of economic conditions may also not be representative of customer's actual default in the future. At each reporting date, the historical default rates are updated and changes in the forward-looking estimates are analyzed. Any change might affect the carrying value and the amount of expected credit loss charge to profit or loss.

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024**

5 <u>Property and equipment</u>	2024	2023
	<u>AED</u>	<u>AED</u>
<u>Cost</u>		
Balance at the beginning of the year	44,505	44,505
	<u>44,505</u>	<u>44,5105</u>
<u>Accumulated depreciation</u>		
Balance at the beginning of the year	9,274	-
Charge during the year (Note 15)	11,126	9,274
	<u>20,400</u>	<u>9,274</u>
Carrying amount	<u>24,105</u>	<u>35,231</u>

The property and equipment represents the computer and other equipment purchased

6 <u>Trade and other receivables</u>		
Trade receivables	18,175,487	15,199,955
Less: allowance for impairment of receivables	(330,845)	(330,845)
	17,844,642	14,869,110
Advance to suppliers	16,438,918	10,047,283
Prepayments	-	185,397
Refundable deposits	10,190	12,190
Value added tax receivable	20,593	6,808
Unbilled revenue	-	530,210
Other receivables	16,446	567,598
	<u>34,330,789</u>	<u>26,218,596</u>

Analysis of allowance for impairment of trade receivables is as follows:

Balance at the beginning of the period/year	330,845	320,882
Allowance made during the period/year (Note 15)	-	9,963
	<u>330,845</u>	<u>330,845</u>

An age analysis of trade receivables is as follows:

Neither past due nor impaired	0 to 90 days	2,981,142	14,869,110
Past due but not impaired	More than 365 days	<u>14,863,500</u>	-
		<u>17,844,642</u>	<u>14,869,110</u>

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024**

	2024 <u>AED</u>	2023 <u>AED</u>
6 <u>Trade and other receivables (continued)</u>		
a) Trade receivables includes an amount of AED 14,863,500 which is under litigation and no payment received subsequent to the reporting date. Based on the assessment of Expected Credit Loss (ECL) in accordance with IFRS 9 - Financial Instruments, the Management has certified that the probability of default of the above outstanding receivables, net of provision already created, is 0%. Accordingly, no further allowance for impairment of receivables are created.		
b) Advance to Suppliers include an amount of AED 15,978,500 which is paid against the trading business (for the traiker mounted service king 1000HP rig equipments and other materials), delevry of the item is expected to be completed in the year 2024.		

7 Related party transactions

The Establishment enters into transactions with companies and entities that fall within the definition of a related party as contained in IAS 24 Related Party Disclosures. Related parties comprise companies and entities under common ownership and/or common management and control and key management personnel. The management decides on the terms and conditions of the transactions and of the services received/rendered from/to related parties, as well as on other charges.

At the reporting date, balances in relation to related parties were as follows:

Amount due from related parties

Saif Maritime LLC, UAE	4,149,724	3,786,791
Saif Powertec Ltd, Bangladesh	<u>367,411</u>	<u>116,257</u>
	<u>4,517,135</u>	<u>3,903,048</u>

Amount due to related parties

Safa Al Qamar General Trading LLC, UAE	341,163	3,113,487
Global Trade Limited, UAE	4,384,872	1,495,817
Maxwell Power Services Pte Ltd	<u>89,899</u>	<u>1,193,181</u>
	<u>4,815,934</u>	<u>5,802,485</u>

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024**

		2023 <u>AED</u>	2023 <u>AED</u>
7	<u>Related party transactions (continued)</u>		
	During the period, the Establishment entered into the following transactions with related parties.		
	Revenue (Note 13)	-	<u>6,953,240</u>
	Management fee (Note 15)	-	<u>1,851,075</u>
	Compensation of key managerial personnel (Note 16)	<u>1,168,733</u>	<u>2,559,926</u>
8	<u>Cash and cash equivalents</u>		
	Cash on hand	27,151	204,392
	Cash at bank - current accounts	<u>27,432</u>	<u>1,324,122</u>
		<u>54,583</u>	<u>1,528,514</u>
	Cash on hand is physically counted and certified by the Management.		
9	<u>Owner's capital</u>		
	Share capital	<u>100,000</u>	<u>100,000</u>
10	<u>Provision for employees' end of service benefits</u>		
	Provided during the year (Note 16)	19,081	2,482
	Paid during the year	<u>(19,081)</u>	<u>(2,482)</u>
		<u>-</u>	<u>-</u>
	As at the reporting date, the Establishment has not made provision for employees' end-of-service benefits is made in accordance with the UAE Labour Law.		
11	<u>Trade and other payables</u>		
	Trade payables	30,868,099	23,624,202
	Employee benefits payable	636,849	322,919
	Advance from customers	-	182,987
	Royalty payable	420,000	306,250
	Other payables	<u>1,816</u>	<u>41,233</u>
		<u>31,926,764</u>	<u>24,477,591</u>
12	<u>Corporate tax liability</u>		
	Corporate tax liability provision is made in accordance with Federal Decree Law no 47 of 2022-Taxation of Corporation and Business and Cabinet and Ministerial Decisions issued by Federal Tax Authority. It is based on taxable income generated by the establishment during the year		
	During the period from January 01, 2024 to June 30, 2024 the establishment has incurred loss from operations, hence, no corporarte tax provision is created as confirmed by the Management.		

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024**

	2024 <u>AED</u>	2023 <u>AED</u>
13 Revenue		
Income from ship management services	33,059,820	70,537,608
Sale of goods (Note 7)	-	6,953,240
	<u>33,059,820</u>	<u>77,490,848</u>
14 Direct costs		
Vessel hire charges	17,744,790	43,759,467
Purchases	-	6,838,761
Other ship management costs	3,730,513	6,046,958
Crew wages and allowance	3,159,712	3,104,149
Vessel commission charges	1,447,518	2,039,739
Bunker oil charges	1,455,985	5,913,522
	<u>27,538,518</u>	<u>67,702,596</u>
15 Administrative expenses		
Employee costs (Note 16)	3,624,929	5,131,344
Management fee (Note 7)	-	1,851,075
Legal and professional	432,375	482,615
Royalty	290,625	240,625
Bank charges	163,612	123,677
Office expenses	30,891	87,436
Repairs and maintenance	71,513	133,793
Rent	51,272	54,228
Business travel and promotion	12,988	248,158
Exchange loss	31,638	47,473
Impairment of receivables (Note 6)	-	9,963
Depreciation on property and equipment	11,126	9,274
Utilities and communication	21,732	54,351
	<u>4,742,701</u>	<u>8,474,012</u>

Management fee represents the service fee charged by the group company for the services provided. However, during the period, only management fee was charged by group company

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024**

16 Employee costs

Salaries and allowances	3,438,242	4,349,120
End of service benefits	19,081	2,482
Other employee benefits	167,606	779,742
	<u>3,624,929</u>	<u>5,131,344</u>

Key managerial remuneration included in the above is AED 1,168,733 (2023: AED 2,559,926) (Note 7).

17 Financial instruments

a) Significant accounting policies

Details of the significant accounting policies and methods adopted, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset and financial liability are disclosed in Note 3 to the financial statements.

b) Categories of financial instruments

Financial assets at amortised cost

Trade and other receivables	17,891,871	15,985,916
Amount due from related parties	4,517,135	3,903,048
Cash and cash equivalents	54,583	1,528,514
	<u>22,463,589</u>	<u>21,417,478</u>

Financial liabilities at amortised cost

Amount due to related parties	4,815,934	5,802,485
Trade and other payables	31,926,764	24,294,604
	<u>36,742,698</u>	<u>30,097,089</u>

c) Fair value of financial instruments

The fair values of financial assets and financial liabilities approximate the amounts as shown in the statement of financial position.

18. Financial risk management

The Establishment's overall financial risk management program seeks to minimize potential adverse effects to the financial performance of the Establishment. The management provides guidelines for overall financial risk management and policies covering specific areas, such as market risk (including foreign exchange risk and interest rate risk), credit risk and liquidity risk.

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024**

a) Foreign currency risk management

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Establishment's exposure to the risk of changes in foreign exchange rates relates primarily to the Establishment's operating activities, when revenue or expense are denominated in a different currency from the Establishment's functional currency which is United Arab Emirates Dirham (AED). The Establishment manages the risks through regular monitoring of the currency markets to determine appropriate action to minimise the exposure to the foreign currency risk.

There are no significant exchange rate risks as substantially all financial assets and financial liabilities are denominated in Arab Emirates Dirhams or in US Dollars to which the Dirham is fixed.

b) Interest rate risk management

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. There are no significant interest rate risks as the Establishment has no interest bearing financial assets and financial liabilities as at the reporting date.

c) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the management which has built an appropriate liquidity risk management framework for the management of the Establishment's short, medium and long-term funding.

Liquidity risk tables

The following table details the Establishment's expected maturity for its non-derivative financial assets. The tables have been drawn up based on the undiscounted contractual maturities of the financial assets.

	2024 <u>AED</u>	2023 <u>AED</u>
Non-interest bearing financial assets	<u>22,463,589</u>	<u>21,417,478</u>

The following table details the Establishment's remaining contractual maturity for its non-derivative financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Establishment can be required to pay. The table comprises principal cash flows.

1 Year or less

Non-interest bearing financial liabilities	<u>36,742,698</u>	<u>30,097,089</u>
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**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD FROM JULY 1, 2023 TO JUNE 30, 2024**

d) Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Establishment. The Establishment has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Establishment's exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterparty limits that are reviewed and approved by the management regularly. Further details of credit risks on trade receivables and amount due from related parties are discussed in Note 6 and Note 7, respectively, to the financial statements

19 Capital risk management

The Establishment manages its capital to ensure that it will be able to continue as a going concern while maximising the return to the shareholder through optimisation of the equity balance. The Establishment's overall strategy remains unchanged from 2023.

20 Commitments and contingencies

Details of commitments and contingencies of the Establishment as at the period end is as follows:

Commitments

The Establishment has entered into lease agreement with real estate owner for the period from June 1, 2024 to May 31, 2025. The Establishment has accounted the rental lease liability during this period and there are no operating lease commitments as at the period end. The Establishment has considered their rental lease as short term leases and applies short term lease recognition exemption to its short term leases in accordance with IFRS 16 - Leases in these financial statements.

Contingent liabilities

Except for the ongoing business obligations which are under normal course of business against which no loss is expected, there has been no other known contingent liability or capital commitment as of balance sheet date as certified by the Management.

Proxy Form

I/We.....of
..... being member(s)

Saif Powertec Limited, entitle to vote hereby appoint Mr./Mrs./MS of
..... as my/our proxy to attend and vote for
me/us on my/our behalf at the 21st Annual General Meeting of the company to be held on **Monday, the 30th day of
December 2024** by using **Digital Platform** through the link <http://saifpower21agm.digitalagmbd.net> at **11.30 A.M.** and at
any adjournment thereof.

As witness my hand this day of2024 signed by the said in
presence of

Signature of the Proxy

Date

Revenue

Stamp

Tk. 20.00

Signature of the Member(s)

Register BO ID.....

Dated

NOTE: A member entitled to attend/participate and vote at the Annual General Meeting may appoint at Proxy to attend/participate and vote in his/her stead. Scanned copy of Proxy Form duly stamped must be send through email to shambhu@saifpowertec.com not later than 48 hours before the Meeting.

Signature verified

Authorized Signatory

Saif Powertec Limited

SAIF POWERTEC LIMITED

72, Mohakhali C/A, Rupayan Center (8th Floor), Dhaka-1212

Tel: (880 2) 9856358-9 Fax: (880 2) 9855949

Members'/Proxy Attendance Slip

I/We hereby record my attendance/ participation at the 21st Annual General Meeting being held on Monday, the **30th day of
December 2024** by using **Digital Platform** through the link <http://saifpower21agm.digitalagmbd.net> at **11.30 A.M.**

Name of Member(s)/Proxy

Register BO ID holding of Ordinary
Shares of **Saif Powertec Limited**.

.....
Signature of Member(s)/Proxy



A House of Power & Material Handling Solution

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Chittagong, Bangladesh.
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02 333324107, Fax: 02 333324108

Factories:

SAIF Battery Factory: Bashugaon,
Pubail, Gazipur.
SAIF LED Factory: Tumulia, Kaligonj, Gazipur.
SAIF Plastic & Polymer Factory:
Tumulia, Kaligonj, Gazipur.

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