

# ANNUAL REPORT: 2020-2021

Energizing today for an efficient tomorrow



**GBB Power Ltd.**

# **ANNUAL REPORT: 2020-2021**

Energizing today for an efficient tomorrow





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## Letter of Transmittal

All Shareholders, GBB Power Limited  
Bangladesh Securities & Exchange Commission  
Registrar of Joint Stock Companies & Firms  
Dhaka Stock Exchange Limited  
Chittagong Stock Exchange Limited

Dear Sir(s)/ Madam(s),

We are pleased to enclose a copy of the Annual Report of GBB Power Limited together with the Auditors' Report and Audited Financial Statements for the year ended on June 30, 2021 along with Notes thereon for kind information and record.

Thanking you.

Yours Sincerely,

.....  
Mohammad Sattar Hossain  
Company Secretary





# NOTICE

## NOTICE OF THE 14<sup>TH</sup> ANNUAL GENERAL MEETING

Notice is hereby given that the 14<sup>th</sup> Annual General Meeting of the Shareholders of GBB Power Limited will be held on Thursday December 23, 2021 by using "Digital platform", at 04.00 P.M. to transact the following business:

### AGENDA:

1. To receive and adopt the Directors' Report and the Audited Financial Statements for the year ended on June 30, 2021 together with the Auditors' Report thereon;
2. To declare dividend for the year ended on June 30, 2021;
3. To elect/re-elect Director(s) of the Company;
4. To appoint Auditor for the year ended on June 30, 2022 and fix their remuneration;
5. To appoint a professional to provide the certificate on compliance of the Corporate Governance Code.

By order of the Board



Mohammad Sattar Hossain

Dhaka. December 01, 2021

### Notes:

1. Members whose names appeared in the Members'/Depository Register on Record Date i.e. November, 25 2021 will be eligible to attend/participate and vote in the Annual General Meeting through Digital Platform and to receive dividend.
2. A Member entitled to attend/participate and vote in the Annual General Meeting, may appoint a proxy in his stead. Scanned copy of the proxy form, duly stamped must be mailed to the email at [power@gbb.com.bd](mailto:power@gbb.com.bd) not later than 48 hours before the meeting.
3. Pursuant to the BSEC Notification No. BSEC/CMRRCD/2006-158/208/Admin/81 dated June 20, 2018, soft copy of the Annual Report 2020-2021 will be available in the Company's website at: [www.gbb.com.bd](http://www.gbb.com.bd).
4. AGM Notice, web-link for joining in the Digital Platform (audio-visual meeting) and detail login process will be available at: <https://gbbpower.bdvirtualagm.com>
5. Full login/participation process to the Digital Platform meeting will also be available at: <https://gbbpower.bdvirtualagm.com>
6. Shareholders bearing BO ID are requested to update their respective BO ID with 12 Digits Taxpayer's Identification Number (e-TIN), BEFTN bank account number and address through their Depository Participant (DP) before the record date; failing which Income Tax at Source will be deducted from cash dividend @ 15% instead of 10% as per Income Tax Ordinance 1984 under section 54.
7. Depository Participants (DPs) are requested to provide us the detail (Shareholders name, BO ID, shareholding position, applicable tax rate and dividend amount) of their margin loan holders who holds GBB Power Limited shares as on Record Date.



## Company Information

**GBB Power Limited (GBBPOWER), is an Independent Power Producer in Bangladesh private sector supplying electricity to the national grid. In 2008 the Company was converted into a Public Limited Company under the Companies Act 1994.**

GBB Power Limited is generating & supplying electricity from a 20+/- (10%+/-) MW power plant at BPDB Compound, Puran Bogura, Bogura, under an agreement with Bangladesh Power Development Board and for Gas purchase with Pashchimanchal Gas Company Limited (PGCL). The company arranged Gas gen-sets from world renowned MWM of Germany and procured all other auxiliary equipment from reputed sources. The Project is being operated by competent, experienced professionals and is serving the power sector, which is directly contributing to the national economy.

The Company was successfully listed with both Dhaka & Chittagong stock exchanges and on June 2012 trading started. The Company is a member of Bangladesh Association of Publicly Listed Companies (BAPLC), Bangladesh Independent Power Producer Association (BIPPA) and Dhaka Chamber of Commerce & Industry (DCCI).

Considering the vast possibilities in the power sector, the Company is striving to establish other Gas/Solar power plants around the country. For this we are in discussion with several other multinational power companies.

The company has recently started its venture into the tea industry, via a subsidiary company with the target to procure land in Panchagarh district. Land procurement is currently ongoing. The aim is to establish a tea cultivation and processing industry, as the tea industry is expanding rapidly, both nationally and worldwide.

Also, the company is always looking for opportunities to venture into other profitable industries aside from power generation, to be able to return greater value and profit for its shareholders.



## Corporate Directory

Board of Directors	<ul style="list-style-type: none"> <li>- Shamim Ara Islam</li> <li>- M. Taifur Hossain</li> <li>- Rintia Nazim</li> <li>- Morziana Hasan</li> <li>- Rafsana Rafique</li> <li>- Moqsumul Quader (Independent Director)</li> <li>- Syed Fazlul Karim (Independent Director)</li> </ul>
Registered Office	GBB Power Plant, BPDB Compound, Puratan Bogura, Bogura 5800
Corporate Office	Momtaaz Plaza (4th Floor), House # 7, Road # 4, Dhanmondi R/A, Dhaka 1205 Telephone: 880 2 58613322, 58616703, 9666568.
Auditor	Kazi Zahir Khan & Co., Chartered Accountants, Dhaka, Bangladesh
Legal Advisor	Barrister Akthar Imam, Akthar Imam & Associates House # 19, Road # 4, Gulshan-1, Dhaka-1212
Tax & VAT Advisor	Md. Shahadat Hossain, Chartered Accountant, 21, Purana Paltan, Dhaka 1000
Company Secretary	Mohammad Sattar Hossain
Chief Financial Officer	Tareq Mahamud
Principal Bankers	<ul style="list-style-type: none"> <li>-Bank Asia Ltd.</li> <li>-Shahjalal Islami Bank Ltd.</li> <li>-Prime Bank Ltd.</li> <li>-IDLC Finance Ltd.</li> </ul>



## Success Milestones of GBB POWER LIMITED

**2006**

- Year of Incorporation
- Agreement for Supply of Power at Bogra

**2014**

- Membership of Bangladesh Independent Power Producer Association (BIPPA)

**2007**

- Contract to Sell Power to BPDB
- Gas Sales Agreement with Pashchimanchal Gas Company Limited (PGCL)

**2015**

- Membership of Dhaka Chamber of Commerce & Industry (DCCI)

**2008**

- Conversion into a Public Limited Company
- Commencement of Commercial Operation

**2018**

- Finished complete overhauling (E70) of all engines after mandatory 70,000 hours of operation.

**2012**

- Listing with DSE & CSE
- Member Bangladesh Association of Publicly Listed Companies (BAPLC)

**2021**

- Credit Rating  
Long Term Rating- "AA"  
Short Term Rating- "ST-1"  
Outlook- "Stable"





## Director's Profile

### **Shamim Ara Islam** **Chairperson & Director**

Mrs. Shamim Ara Islam, was the former Executive Director of the now defunct GBB Trading (Private) Limited from 1990 to 1998. She is one of the sponsor directors of the Company.

### **Mohammed Taifur Hossain** **Managing Director & Director**

Mr. M Taifur Hossain did his B.Sc. in Design Construction Management, from University of Greenwich, UK. He has worked at GBB Power Limited Since 2008, until he was appointed as the Managing Director. He is a sponsor shareholder of the company.

### **Morziana Hasan** **Director**

Mrs. Morziana Hasan completed her MBA, from IBA of Dhaka University in early 1990's. She did her second MBA in MIS from Texas A&M University, USA. After graduating she was involved in teaching at IBA, Dhaka University. From thereon she started her long and distinguished career with The World Bank, NASA, TEEX, Citi Group, ATB Financial and Flowers Foods. She became involved with GBB Power Ltd. since 2008 in various advisory capacities until she was appointed as director. She is a sponsor shareholder of the company.

### **Rintia Nazim** **Director**

Mrs. Rintia Nazim did her MBA in Marketing, from Eastern University, and has been involved with the Company since 2008 in various capacities.

### **Rafsana Rafique** **Director**

Mrs. Rafsana Rafique did her MBA in Marketing, from American International University-Bangladesh (AIUB), and has been involved with the Company since 2011 in various capacities.

### **Moqsumul Quader** **Independent Director**

Mr. Moqsumul Quader, (c), ndc, psc, afwc, BN a retired Commodore of the Bangladesh Navy, completed his Post Graduation Diploma from University of Malaya, Malaysia. He started his long and distinguished career with Bangladesh Navy. He has worked in managerial and decision making position in a Government, semi Government, Autonomous and Private Organisations like: Staff Officer, Armed Forces Division, Prime Minister Office, Director General, Bangladesh Coast Guard, Commandant, Bangladesh Marine Academy, Managing Director Bangladesh Shipping Corporation etc.

### **Syed Fazlul Karim** **Independent Director**

Mr. Syed Fazlul Karim retired from his professional life in 2014. Completed his graduation from Rajshahi University in 1964. He has over 41 years of experience in Finance & Accounts and administrations under government and private organization. He started his long and distinguished career with The Civil Defense Department, Trading Corporation of Bangladesh (TCB), Airport Development Agency, Erba Limited, Naba Apparels Ltd. and GBB Limited.



## Committee of the Board & Management

### Management Committee

- 1 M. Taifur Hossain
- 2 Rintia Nazim
- 3 Morziana Hasan

Chairman  
Member  
Member

### Audit Committee

- 1 Syed Fazlul Karim
- 2 Rintia Nazim
- 3 Rafsana Rafique
- 4 Mohammad Sattar Hossain

Chairman  
Member  
Member  
Secretary

### Purchase Committee

- 1 M. Taifur Hossain
- 2 Morziana Hasan
- 3 Rafsana Rafique

Chairman  
Member  
Member

### Operation & Maintenance Committee

- 1 Wahidur Rahman
- 2 Md. Nur Alam
- 3 Abdul Wahed

Chairman  
Member  
Member

### Nomination & Remuneration Committee

- 1 Moqsumul Quader
- 2 Shamim Ara Islam
- 3 Rafsana Rafique
- 4 Mohammad Sattar Hossain

Chairman  
Member  
Member  
Secretary





## **Management Team**

### **Chairperson**

Shamim Ara Islam

### **Managing Director & CEO**

M. Taifur Hossain

### **Company Secretary**

Mohammad Sattar Hossain

### **Chief Financial Officer**

Tareq Mahamud

### **Deputy General Manager- Technical**

Mosfaqur Rashid

### **Accounts & Finance**

A.K.M. Jasimuddin

### **Human Resource**

Md. Najmul Alam



## **Executive Team**

### **Advisor**

Md. Wahedur Rahman

### **Plant In-charge**

Md. Nur Alam

### **Mechanical In-charge**

Md. Abdul Wahed

### **Electrical In-charge**

Md. Mizananur Rahman Sarker

Md. Asaduzzaman

### **Operation In-charge**

Md. Al-Amin

### **Store & Admin In-charge**

Md. Ziaur Rahman



## NOMINATION AND REMUNERATION COMMITTEE REPORT

GBB Power Limited had established Nomination and Remuneration Committee. In compliance with the Corporate Governance Code 2018, to assist the Board broadly in formulation of policy with regard to determining qualifications, positive attributes, experiences, remuneration mainly for directors and top level executives. Nomination and Remuneration Committee is a Sub Committee of the Board.

Major Responsibilities of NRC:

(a) Nomination and Remuneration Committee is an independent sub-committee of the Board and responsible or accountable to the Board and to the shareholders; (b) Nomination and Remuneration Committee discharges the responsibilities and oversees the functions as defined in the “Terms of Reference (ToR)” of the Audit Committee in line with the Corporate Governance Code 2018.

Meetings and Attendance:

The Committee met once during the year under review. Activities of the NRC carried out during the reporting period The NRC carried out the following activities during the year:

- Reviewed the compensation package of the Chief Executive Officer, Executive Directors and Senior Management of the Company;
- The Committee also reviewed the policies pertaining to the remuneration and perquisites of the Executive Directors and Senior Management of the Company;

On behalf of the Remuneration Committee

**Moqsumul Quader**

Chairman

Nomination & Remuneration Committee



## Statement of Corporate Governance

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

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

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

## The Responsibilities of the Board

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

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

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

The Company's policy is to maintain optimum combination of Directors from both Sponsors and general public. The Managing Director of the Company is a Shareholder director and the Board has appointed one independent Director as per the Security and Exchange Commission's requirement. The Board ensures that the activities of the Company are always conducted with adherence to high ethical standard and in the best interest of the shareholders.





## **Board Meetings and Procedures**

The number of meetings held during the year 2020-2021 was 06. The procedures of the board meeting are mentioned below:

### **(a) Selection of Agenda:**

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

### **(b) Board Materials:**

Board materials related to agenda items are provided to Board Members sufficiently in advance of Board meetings to allow the Directors to prepare for discussion of the items at the meeting.

### **(c) Senior Management in the Board meeting:**

At the invitation of the Board, members of senior management attended Board meetings or portions thereof for the purpose of participating in discussions.

## **Internal Control Framework**

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

The company has adequate system of internal control in place. The well defined organization structure, predefined authority levels, documented policy guidelines and an extensive system of internal controls ensure optimal utilization and protection of resources, reporting of financial transactions and compliance with applicable laws and regulations. The system also ensures that assets are safeguarded against loss from unauthorized use or disposition.



**CORPORATE GOVERNANCE COMPLIANCE STATUS**  
[AS PER CONDITION NO. 1(5)(XXVII)]

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

**(Report under Condition No. 9)**

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (If any)
		Complied	Not Complied	
<b>1.0</b>	<b>Board of Directors</b>			
<b>1(1)</b>	<b>Size of the Board of Directors:</b> The total number of members of a company's Board of Directors (hereinafter referred to as "Board") shall not be less than 5 (five) and more than 20 (twenty).	✓		
<b>1.2</b>	<b>Independent Directors:</b>			
<b>1(2)(a)</b>	At least one-fifth (1/5) of the total number of directors in the company's Board shall be independent directors; any fraction shall be considered to the next integer or whole number for calculating number of independent director(s);	✓		
<b>1(2)(b)(i)</b>	<b>"Independent Director" means a director-</b> 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;	✓		
<b>1(2)(b)(ii)</b>	who is not a sponsor of the company or is not connected with the company's any sponsor or director or nominated director or shareholder of the company or any of its associates, sister concerns, subsidiaries and parents or holding entities who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship and his or her family members also shall not hold above mentioned shares in the company: Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law shall be considered as family members;	✓		
<b>1(2)(b)(iii)</b>	who has not been an executive of the company in immediately preceding 2 (two) financial years;	✓		
<b>1(2)(b)(iv)</b>	who does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary or associated companies;	✓		
<b>1(2)(b)(v)</b>	who is not a member or TREC (Trading Right Entitlement Certificate) holder, director or officer of any stock exchange;	✓		
<b>1(2)(b)(vi)</b>	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;	✓		
<b>1(2)(b)(vii)</b>	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;	✓		
<b>1(2)(b)(viii)</b>	who is not independent director in more than 5 (five) listed companies;	✓		
<b>1(2)(b)(ix)</b>	who has not been convicted by a court of competent jurisdiction as a defaulter in payment of any loan or any advance to a bank or a Non-Bank Financial Institution (NBFI); and	✓		
<b>1(2)(b)(x)</b>	who has not been convicted for a criminal offence involving moral turpitude;	✓		
<b>1(2)(c)</b>	The independent director(s) shall be appointed by the Board and approved by the shareholders in the Annual General Meeting (AGM);	✓		
<b>1(2)(d)</b>	The post of independent director(s) cannot remain vacant for more than 90 (ninety) days; and	✓		





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Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(2)(e)	<b>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:</b> 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 Companies Act, 1994.	✓		
<b>1.3</b>	<b>Qualification of Independent Director.</b>			
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)(i)	<b>Independent director shall have following qualifications:</b> Business Leader who is or was a promoter or director of an unlisted company having minimum paid-up capital of Tk. 100.00 million or any listed company or a member of any national or international chamber of commerce or business association; or			Not Applicable
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	✓		
1(3)(b)(iii)	Former official of government or statutory or autonomous or regulatory body in the position not below 5th Grade of the national pay scale, who has at least educational background of bachelor degree in economics or commerce or business or Law; or			Not Applicable
1(3)(b)(iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law; or			Not Applicable
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;			Not Applicable
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 approval required
<b>1.4</b>	<b>Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer.</b>			
1(4)(a)	The positions of the Chairperson of the Board and the Managing Director (MD) and/or Chief Executive Officer (CEO) of the company shall be filled by different individuals;	✓		
1(4)(b)	The Managing Director (MD) and/or Chief Executive Officer (CEO) of a listed company shall not hold the same position in another listed company;	✓		
1(4)(c)	The Chairperson of the Board shall be elected from among the non-executive directors of the company;	✓		
1(4)(d)	The Board shall clearly define respective roles and responsibilities of the Chairperson and the Managing Director and/or Chief Executive Officer;	✓		
1(4)(e)	In the absence of the Chairperson of the Board, the remaining members may elect one of themselves from nonexecutive directors as Chairperson for that particular Board's meeting; the reason of absence of the regular Chairperson shall be duly recorded in the minutes.			No such situation arose
<b>1.5</b>	<b>The Directors' Report to Shareholders</b>			
1(5)(i)	<b>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):</b> An industry outlook and possible future developments in the industry;	✓		



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Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(5)(ii)	The segment-wise or product-wise performance;			Not Applicable
1(5)(iii)	Risks and concerns including internal and external risk factors, threat to sustainability and negative impact on environment, if any;	✓		
1(5)(iv)	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin, where applicable;	✓		
1(5)(v)	A discussion on continuity of any extraordinary activities and their implications (gain or loss);	✓		
1(5)(vi)	A detailed discussion on related party transactions along with a statement showing amount, nature of related party, nature of transactions and basis of transactions of all related party transactions;	✓		Disclosed in Audited FS in Notes No 19 & 41
1(5)(vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or any other instruments;			Not Applicable
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.;			Not Applicable
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;	✓		Disclosed in Audited FS in Notes No 34.01
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;			Not Applicable (Company declared 11.50% cash dividend for all shareholders)
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;			Not Applicable
1(5)(xxii)	The total number of Board meetings held during the year and attendance by each director;	✓		6 (six) meetings conducted during the year 2020-21
1.5(xciii)(a)	<b>A report on the pattern of shareholding disclosing the aggregate number of shares (along with name-wise details where stated below) held by:</b> Parent or Subsidiary or Associated Companies and other related parties (name-wise details);	✓		





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Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1.5(xxiii)(b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and Compliance and their spouses and minor children (name-wise details);	✓		
1.5(xxiii)(c)	Executives; and	✓		
1(5)(xxiii)(d)	Shareholders holding ten percent (10%) or more voting interest in the company (name-wise details);			Not Applicable
1(5)(xxiv)(a)	<b>In case of the appointment or reappointment of a director, a disclosure on the following information to the shareholders:</b> A brief resume of the director;	✓		
1(5)(xxiv)(b)	Nature of his or her expertise in specific functional areas; and	✓		
1(5)(xxiv)(c)	Names of companies in which the person also holds the directorship and the membership of committees of the Board;	✓		
1(5)(xxv)(a)	<b>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:</b> Accounting policies and estimation for preparation of financial statements;	✓		
1(5)(xxv)(b)	Changes in accounting policies and estimation, if any, clearly describing the effect on financial performance or results and financial position as well as cash flows in absolute figure for such changes;	✓		
1(5)(xxv)(c)	Comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years explaining reasons thereof;	✓		
1(5)(xxv)(d)	Compare such financial performance or results and financial position as well as cash flows with the peer industry scenario;	✓		
1(5)(xxv)(e)	Briefly explain the financial and economic scenario of the country and the globe;	✓		
1(5)(xxv)(f)	Risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company; and	✓		
1(5)(xxv)(g)	Future plan or projection or forecast for company's operation, performance and financial position, with justification thereof, i.e., actual position shall be explained to the shareholders in the next AGM;	✓		
1(5)(xxvi)	Declaration or certification by the CEO and the CFO to the Board as required under condition No. 3(3) shall be disclosed as per Annexure-A; and	✓		
1(5)(xxvii)	The report as well as certificate regarding compliance of conditions of this Code as required under condition No. 9	✓		
<b>1.6</b>	<b>Meetings of the Board of Directors:</b>			
1.6	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.	✓		
<b>1.7</b>	<b>Code of Conduct for the Chairperson, other Board members and Chief Executive Officer</b>			
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 independence.	✓		
<b>2.0</b>	<b>Governance of Board of Directors of Subsidiary Company</b>			
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;			Not Applicable
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;			Not Applicable
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;			Not Applicable

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Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
2(d)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also;			Not Applicable
2(e)	The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company.			Not Applicable
<b>3.0</b>	<b>Managing Director (MD) or Chief Executive Officer (CEO), Chief Financial Officer (CFO), Head of Internal Audit and Compliance (HIAC) and Company Secretary (CS).</b>			
3(1)(a)	<b>Appointment:</b> The Board shall appoint a Managing Director (MD) or Chief Executive Officer (CEO), a Company Secretary (CS), a Chief Financial Officer (CFO) and a Head of Internal Audit and Compliance (HIAC);	✓		
3(1)(b)	The positions of the Managing Director (MD) or Chief Executive Officer (CEO), Company Secretary (CS), Chief Financial Officer (CFO) and Head of Internal Audit and Compliance (HIAC) shall be filled by different individuals;	✓		
3(1)(c)	The MD or CEO, CS, CFO and HIAC of a listed company shall not hold any executive position in any other company at the same time;	✓		
3(1)(d)	The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS;	✓		
3(1)(e)	The MD or CEO, CS, CFO and HIAC shall not be removed from their position without approval of the Board as well as immediate dissemination to the Commission and stock exchange(s).			No such incidence arose
3(2)	<b>Requirement to attend Board of Directors' Meetings:</b> 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.	✓		
<b>3.3</b>	<b>Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO)</b>			
3(3)(a)(i)	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: These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and	✓		
3(3)(a)(ii)	These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws;	✓		
3(3)(b)	The MD or CEO and CFO shall also certify that there are, to the best of knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board or its members;	✓		
3(3)(c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report.	✓		
<b>4.0</b>	<b>Board of Directors' Committee.</b>			
4(i)	For ensuring good governance in the company, the Board shall have at least following sub-committees: Audit Committee; and	✓		
4(ii)	Nomination and Remuneration Committee.	✓		
<b>5.0</b>	<b>Audit Committee</b>			
5(1)(a)	<b>Responsibility to the Board of Directors:</b> 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)(a)	<b>Constitution of the Audit Committee:</b> The Audit Committee shall be composed of at least 3 (three) members;	✓		





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Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
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;	✓		
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 1 (one) month 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)(a)	<b>Chairperson of the Audit Committee:</b> 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 situation arose
5(3)(c)	<b>Chairperson of the Audit Committee shall remain present in the Annual General Meeting (AGM):</b> Provided that in absence of Chairperson of the Audit Committee, any other member from the Audit Committee shall be selected to be present in the annual general meeting (AGM) and reason for absence of the Chairperson of the Audit Committee shall be recorded in the minutes of the AGM.	✓		The Chairperson of the Audit Committee was present in the last AGM.
5(4)(a)	<b>Meeting of the Audit Committee:</b> <b>The Audit Committee shall conduct at least its four meetings in a financial year:</b> Provided that any emergency meeting in addition to regular meeting may be convened at the request of any one of the members of the Committee;	✓		4 (four) meetings conducted during the year 2020-21.
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)(a)	<b>Role of Audit Committee</b> <b>The Audit Committee shall:</b> 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;	✓		



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Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
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)	<b>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:</b> 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.			Not Applicable
<b>5.6</b>	<b>Reporting of the Audit Committee</b>			
5(6)(a)(i)	<b>Reporting to the Board of Directors:</b> The Audit Committee shall report on its activities to the Board;	✓		
5(6)(a)(ii)(a)	<b>The Audit Committee shall immediately report to the Board on the following findings, if any:</b> Report on conflicts of interests;			No such incidence arose
5(6)(a)(ii)(b)	Suspected or presumed fraud or irregularity or material defect identified in the internal audit and compliance process or in the financial statements;			No such incidence arose
5(6)(a)(ii)(c)	Suspected infringement of laws, regulatory compliances including securities related laws, rules and regulations; and			No such incidence arose
5(6)(a)(ii)(d)	Any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately;			No such incidence arose
5(6)(b)	<b>Reporting to the Authorities:</b> 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 incidence arose
5(7)	<b>Reporting to the Shareholders and General Investors:</b> 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(1)(a)	<b>Nomination and Remuneration Committee (NRC). Responsibility to the Board of Directors:</b> The company shall have a Nomination and Remuneration Committee (NRC) as a sub-committee 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).			
6(2)(a)	<b>Constitution of the NRC:</b> The Committee shall comprise of at least three members including an independent director;	✓		
6(2)(b)	All members of the Committee shall be non-executive directors;	✓		
6(2)(c)	Members of the Committee shall be nominated and appointed by the Board;	✓		
6(2)(d)	The Board shall have authority to remove and appoint any member of the Committee;	✓		
6(2)(e)	In case of death, resignation, disqualification, or removal of any member of the Committee or in any other cases of vacancies, the board shall fill the vacancy within 180 (one hundred eighty) days of occurring such vacancy in the Committee;			No such vacancy arose





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Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
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;			No such appointment/co-option required
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)(a)	<b>Chairperson of the NRC:</b> 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 situation was experienced
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.	✓		The Chairperson of the NRC was present in the last AGM.
6(4)(a)	<b>Meeting of the NRC:</b> The NRC shall conduct at least one meeting in a financial year;	✓		1 (one) meeting conducted during the year 2020-21
6(4)(b)	The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC;			No such incidence arose
6(4)(c)	The quorum of the meeting of the NRC shall be constituted in presence of either two members or two third of the members of the Committee, whichever is higher, where presence of an independent director is must as required under condition No. 6(2)(h);	✓		
6(4)(d)	The proceedings of each meeting of the NRC shall duly be recorded in the minutes and such minutes shall be confirmed in the next meeting of the NRC.	✓		
6(5)(a)	<b>Role of the NRC:</b> NRC shall be independent and responsible or accountable to the Board and to the Shareholders	✓		
6(5)(b)(i)(a)	<b>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:</b> The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully;	✓		
6(5)(b)(i)(b)	The relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and	✓		
6(5)(b)(i)(c)	Remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;	✓		
6(5)(b)(ii)	Devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;	✓		
6(5)(b)(iii)	Identifying persons who are qualified to become directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the Board;	✓		
6(5)(b)(iv)	Formulating the criteria for evaluation of performance of independent directors and the Board;	✓		
6(5)(b)(v)	Identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria; and	✓		



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Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
6(5)(b)(vi)	Developing, recommending and reviewing annually the company's human resources and training policies;	✓		
6(5)(c)	The company shall disclose the nomination and remuneration policy and the evaluation criteria and activities of NRC during the year at a glance in its annual report.	✓		
<b>7.0</b>	<b>External or Statutory Auditors</b>			
7(1)(i)	The issuer company shall not engage its external or statutory auditors to perform the following services of the company, namely:- Appraisal or valuation services or fairness opinions;	✓		
7(1)(ii)	Financial information systems design and implementation;	✓		
7(1)(iii)	Book-keeping or other services related to the accounting records or financial statements;	✓		
7(1)(iv)	Broker-dealer services;	✓		
7(1)(v)	Actuarial services;	✓		
7(1)(vi)	Internal audit services or special audit services;	✓		
7(1)(vii)	Any service that the Audit Committee determines;	✓		
7(1)(viii)	Audit or certification services on compliance of corporate governance as required under condition No. 9(1); and	✓		
7(1)(ix)	Any other service that creates conflict of interest.	✓		
7(2)	No partner or employees of the external audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of that company; his or her family members also shall not hold any shares in the said company: Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law shall be considered as family members.	✓		
7(3)	Representative of external or statutory auditors shall remain present in the Shareholders' Meeting (Annual General Meeting or Extraordinary General Meeting) to answer the queries of the shareholders.	✓		The Representative of external auditors was present in the last AGM.
<b>8.0</b>	<b>Maintaining a website by the Company.</b>			
8(1)	The company shall have an official website linked with the website of the stock exchange.	✓		
8(2)	The company shall keep the website functional from the date of listing.	✓		
8(3)	The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange(s).	✓		
<b>9.0</b>	<b>Reporting and Compliance of Corporate Governance.</b>			
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.	✓		





## **Report to the Shareholders of GBB Power Limited on compliance on the Corporate Governance Code**

[Certificate as per condition No. 1(5)(xxvii)]

We have examined the compliance status to the Corporate Governance Code by **GBB Power Limited** for the year ended on 30 June 2021. This Code relates to the Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated 3 June 2018 of the Bangladesh Securities and Exchange Commission.

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

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

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

- (a) The Company has complied with the conditions of the Corporate Governance Code as stipulated in the above mentioned Corporate Governance Code issued by the Commission;
- (b) The Company has complied with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) as required by this Code;
- (c) Proper books and records have been kept by the company as required under the Companies Act, 1994, the securities laws and other relevant laws; and
- (d) The Governance of the company is satisfactory.

**Place: Dhaka**  
Dated: 29 November 2021

  
**S H Talukder, FCA**  
Partner  
**MABS & J Partners**  
Chartered Accountants



## Report of the Audit Committee

The Audit Committee makes recommendation on the reporting, control and compliance aspects of the Directors' and the Company's responsibilities, providing independent monitoring, guidance and challenge to executive management in these areas. The Audit Committee on behalf of the board strives to ensure effective implementation of the processes and procedures set out in the business plans and policies. Its aim is to ensure that high standards of corporate reporting, control and compliance are achieved, in the belief that excellence in these areas enhances the effectiveness and reduces the risks of the business.

### Committee's Composition and Meeting

The committee comprises of-

1. Syed Fazlul Karim, Independent Director, Acts as Chairman
2. Rintia Nazim, Director, Acts as Member
3. Mrs. Rafsana Rafique, Director, acts as Member
4. Mohamad Sattar Hossain, Company Secretary, acts as Member Secretary

### Meetings of the Audit Committee

The Committee held Four meetings during the period under review. The terms of reference of the Audit Committee clearly defines the roles and responsibilities of the Audit Committee. The terms of reference is periodically reviewed and revised with the concurrence of the Board of Directors. The roles and functions of the committee are further regulated by the rules governing the Audit Committee as specified by the conditions/guidelines on corporate governance issued by the Bangladesh Securities and Exchange Commission.

### Role of the Committee

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

- Reviewing Accounting Policies & Principle.
- Reviewing the quarterly, half-yearly and annual financial statements and other financial results of the company and, upon its satisfaction of the review, recommend them to the Board for approval.
- Monitoring and reviewing the adequacy and effectiveness of the company's financial reporting process, internal control and risk management system.
- Monitoring and reviewing the arrangements to ensure objectivity and effectiveness of the external and internal audit functions. Examine audit findings and material weaknesses in the system and monitor implementation of audit action plans.
- Recommending to the Board the appointment, re-appointment or removal of external auditors.



## Major Activities of the Audit Committee

The audit committee carried out the following activities during the year:

- \* Reviewed and recommended to the Board the quarterly and annual financial statements for the period ended on June 30, 2021.
- \* Reviewed and approved the Annual Financial Statements prepared for publication, prior to submission to the Board;
- \* Reviewed the effectiveness and independence of the statutory auditors;
- \* Reviewed the activities of the Compliance function, incidence reporting and actions, and the status of enforcement of the Codes of Conduct.
- \* Reviewed the Board Audit Committee Charter and Internal Audit Function
- \* Reviewed and received report on the matters as per requirement from the Bangladesh Securities and Exchange Commission (BSEC). The above matters are significant recommendations for continuous improvement and therefore duly noted.

## Acknowledgement

The Audit Committee expressed its sincere thanks to the members of the Board, Management and the Auditors for their support in carrying out its duties and responsibilities effectively.

Syed Fazlul Karim  
Chairman  
Audit Committee



# When going to a health care facility of any kind

In areas where **COVID-19** is spreading



Maintain a distance of at least 1 metre from others



Clean hands frequently



Wear a mask

## 13<sup>TH</sup> ANNUAL GENERAL MEETING

### PHOTO GALLERY







## Message from the Chairperson

Dear shareholders,  
Assalamu-Alaikum,

I am pleased to welcome you all in the 14th Annual General Meeting of GBB Power Limited. I feel honored to be here with you today and take the privilege of sharing with you the snapshots of your company's performance for the financial year ended on June 30, 2021.

The Notice of Annual General Meeting, Auditors Report, Financial Statement for FY 2020-2021 and the Directors' Reports have already been sent to you earlier.

During the year of 2020-2021 GBB Power Limited increased its revenue by 15% to 668 million taka, and achieved an after tax profit of Tk. 152 million. With this we fulfilled the promise we made in the last AGM.

The Board is confident that the Company's strategy will continue to strengthen its growth potential. This confidence is demonstrated by the Board's decision to propose to the General Meeting of Shareholders, the distribution of a gross dividend of 11.50% Cash.

I would like to thank our valued shareholders, BPDB, PGCB, BSEC, DSE, CSE, Bankers, Auditors and other partners for support that they continue to provide us. With your unfaltering faith and stronger support, I am confident; we have all that it takes to reach the next altitude. I welcome you all to be a part of this extraordinary journey.

  
Shamim Ara Islam



## Message from the Managing Director & CEO

Dear Shareholders,  
Assalamu-Alaikum and Good day to everybody

It has been an honor and privilege for me to say few words to this assembly as the Managing Director & CEO of GBB Power Limited. Still we have been facing the challenges of COVID-19 pandemic which remarkably impacts the global economy as well as sustainability of human beings. Bangladesh Governments is trying their level best to control the critical situation and minimize the various damages to the nation.

As we are committed to energize today for an efficient tomorrow through our power generation with a structured and systematic business plan and operation, we are being enabled to supply power to the national grid perfectly with ensuring demand. Our all other operations are being maintained successfully. As a result, performance of the Company during the year has been satisfactory.

Overall, 2020-2021 was a successful year in terms of our annual results. In the year 2020-2021, GBB Power Limited generated Tk. 152 million in net income, declared 11.50% in cash dividend per ordinary share for the year ended on June 30, 2021 and requested for your approval. We are hopeful to continue this trend in the coming days as well.

I take this opportunity to thank the Board Members and every individual of the plant and head office for their hard work, sincere effort, dedication and cooperation to achieve this success. I also thank our shareholders for their trust and support for our Company, our associates in the government and other organizations for their continued support in running our day to day business.

Last but not the least we wish Bangladesh and all others countries and inhabitants of global community will have the protection from the spread of COVID-19 so that the nation as a whole can move forward together.

I look forward to meeting you again in next year with better news for our investors and colleagues as well.

Thanking you all

**M. Taifur Hossain**



## GBB Power Limited Declaration by CEO and CFO

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

Date: October 26, 2021

The Board of Directors  
GBB Power Limited  
House # 7, Road # 4  
Dhanmondi  
Dhaka

**Subject: Declaration on Financial Statements for the year ended on June 30, 2021**

Dear Sirs,

Pursuant to the condition No. 1(5)(xxvi) imposed vide the Commission's Notification No.BSEC/CMRCD/2006-158/207/ Admin/80 dated 3 June 2018 under section 20C of the Securities and Exchange Ordinance, 1969, we do hereby declare that:

- (1) The Financial Statements of GBB Power Limited for the year ended on June 30, 2021 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, 2021 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,

M. Taifur Hossain  
MD & CEO  
Date: October 26, 2021

Tareq Mahamud  
CFO  
Date: October 26, 2021



# Directors' Report

## Directors' Report

Bismillahir Rahmanir Rahim

Dear Shareholders,  
Assalamu Alaikum,

On behalf of the Board of Directors, we have the pleasure to welcome you all to the 14<sup>th</sup> Annual General Meeting of the Company. We are pleased to submit before you the operational activities and Audited Financial Statements of the Company for the year ended June 30, 2021 as adopted by the Board of Directors.

The Directors Report is prepared in compliance with Section 184 of the Companies Act 1994 and regulations of the Institute of Chartered Accountants of Bangladesh (ICAB).

### Background:

Electricity is the major source of power for most of the economic activities in the country and demand for that is increasing at a very high rate every day. The present Govt. has been desperately trying to mitigate the crisis. Your company, being one of the pioneers of the local private power sector, has been successfully supplying 20 +/- 10% MW Power to the Grid from its Bogura plant since its inception in June 2008.

### Business Activities:

The sole activity of GBBPL is to generate electricity from its Bogura Power Plant, run on 6 units of Natural gas fired brand new MWM (formerly Deutz) generator sets of Germany, and to deliver the output to Power Grid Company of Bangladesh Ltd., (PGCB), a subsidiary of Bangladesh Power Development Board (BPDDB). The company intends to maximize its power generation and enhance its contribution to national economy in the years to come.

In the year 2020-2021, the company earned total revenue of Tk. 66.87 Crore as against 57.97 Crore of for the 12 month period ended June 30, 2020.

### Business Expansion:

We are looking for opportunities to set up new plants on alternative fuel-fired engines and / or sourcing renewable energy in collaboration with experienced foreign companies.

We are also planning to venture into Solar Power Plant, as the Government is committed to generating 10% of the total power generation by renewable energy by 2021.

### Directors' Responsibilities towards Shareholders

In compliance with the requirements of the BSEC's Notification No. BSEC/CMRRCD/2006-158/207/Admin/80 Dated 03 June 2018, the Directors are responsible for the governance of the Company and in that capacity, the Directors confirm, to the best of their knowledge that-

### Industry Outlook and future development:

The Board is pleased to inform you that the existing plant located at BPDDB Compound, Bogura is running excellent and generated substantial amount of energy during this time.

### Risks and concerns:

#### Exchange rate risks

Taka has been devalued significantly against dollar and it is very unlikely to appreciate in near future. But devaluation of local currency against major international currencies will not affect the company's business.



**Management perception**

Since all dues relating to import of machineries and equipments from abroad has been settled, exchange rate risk is not going to hamper business of the company.

**Industry risks**

The Company is operating in a situation where there is a huge gap between demand and supply. Although power sector is a highly demanding and aggravated sector in our country, chances are there that excessive competition may hamper the company's business.

**Management perception**

Currently there is a huge gap between demand and supply of electricity in our country. On the other hand demand for electricity is increasing drastically day by day. In this situation chance of excessive competition is very less. Moreover BPDB purchases 100% of the electricity produced by the company at a rate predetermined in the Power Purchase Agreement which is also adjusted as per consumer price index. Hence, the company is protected against any sort of loss due to competition or inflation.

**Market and technology-related risks**

Capacity of generating power is dependent to a great extent on the capacity of its generators. Should there be any disturbance in the technology used by the company; operation of the company may face major turbulence.

**Management perception**

The company is using modern machines. The plant is comprised of 6 units of generator sets from the world renowned gas fuelled reciprocating engine manufacturer Deutz, Germany. Total installed capacity of the plant is approximately 24.00 MW where contracted capacity is 22 MW of electricity. Furthermore the management of the company is very serious about timely maintenance of the machineries.

**Operations risks**

Operational risk covers the ability of the project to achieve the performance as envisaged. Technology used, fuel supply arrangement, operation & maintenance (O&M) arrangement and political condition are major sources of operational risk for the company.

**Management perception**

To mitigate fuel supply problem GBBPL has signed gas supply agreement with Pashchimanchal Gas Company Limited (PGCL) on July 3, 2007 for a term of 15 years to supply gas in required quantity and specification throughout the agreement period. During major overhaul, GBBPL will engage only authorised service providers for providing the overhaul services. As the company installed 6 units of generators, electricity supply will not be hampered to a great extent even at the time of scheduled maintenance or any minor problem.

**Project duration risk**

The company entered into an agreement with Bangladesh Power Development Board (BPDB) with a condition that the agreement shall become effective upon signing and shall terminate fifteen (15) years after the commercial operations date, unless extended or earlier terminated pursuant to the provisions of this agreement.

**Management perception**

Management perceives that there are no possibilities of early termination of the agreement as there are huge demands for power in our country. Government of Bangladesh is encouraging more local entrepreneur to invest in this sector to meet up demand and supply gap. Moreover, at present, scarcity of power reveals that the power crisis will remain in future as economy of Bangladesh is growing and demand for power and electricity is increasing. So there is scope of extension of the term of current agreement subject to approval of BPDB.

**Extra-Ordinary Events**

No events of extra ordinary gain or loss occurred during the reporting period which would require adjustment or disclosure in the financial statements.

**Related Party Transaction**

Disclosure of all related party transactions, including basis for such transaction, has been provided in the notes no. 19.00 and 41.00 of the notes to the financial statements.

**Variance within the Financial Year**

There was no event of significant variance between quarterly financial performances during the year under reporting.

**Remuneration to Directors**

This information is incorporated in the Notes 16.09 of the notes to the financial statements on page 55 with reference to the "Directors' fees and remuneration" figures concerning the Board of Directors including Independent Director.

### **Fairness of Financial Statements**

The financial statements together with the notes thereon have been drawn up in conformity with the Companies Act 1994 and Securities and Exchange Rules 1987. These statements present fairly the Company's state of affairs, the results of its operations, cash flow and changes in equity. In compliance with the requirement of the Bangladesh Securities and Exchange Commission (BSEC) Corporate Governance Code date June 3, 2018, Chief Executive Officer and Chief Financial Officer has given the declaration about the fairness of the financial statements which is shown on page 37 of the report.

### **Books of Accounts**

Proper books of account of the company have been maintained.

### **Accounting Policies**

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.

### **Application of IAS & IFRS**

International Accounting Standards, as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure therefrom has been adequately disclosed.

### **Internal Control**

The system of internal control is sound in design and has been effectively implemented and monitored.

### **Going Concern/Forward Looking Statement**

There are no significant doubts upon the company's ability to continue as a going concern.

### **Significant Variance over the Last Year's Operating Result**

No significant deviations from last year in operating results of the company have been made.

### **Dividend**

The Board of Directors of the company recommended Cash Dividend @ 11.50% to all shareholders for the year ended on June 30, 2021.

### **Board and Committee Meetings and Attendance**

During the year ended June 30, 2021, the Board of Directors met Six times. Audit Committee met four times and Remuneration Committee met once. The attendance record of the Directors is shown below:

#### **Board Meeting and Attendance**

Name of Directors:	Attended
Mrs. Shamim Ara Islam	6
Mr. M. Taifur Hossain	6
Mrs. Morziana Hasan	6
Mrs. Rintia Nazim	6
Mrs. Rafsana Rafique	6
Mr. Moqsumul Quader	6
Mr. Syed Fazlul Karim	6

The Director who could not attend the meetings was granted leave of absence.

#### **Audit Committee Meeting and Attendance**

Name of Members:	Attended
Mr. Syed Fazlul Karim	4
Mrs. Rintia Nazim	4
Mrs. Rafsana Rafique	4
Mr. Mohamad Sattar Hossain	4

#### **Nomination & Remuneration Committee Meeting and Attendance**

Name of Members:	Attended
Mr. Moqsumul Quader	1
Mrs. Rafsana Rafique	1
Mrs. Shamim Ara Islam	1
Mr. Mohamad Sattar Hossain	1

**Pattern of Shareholding**

The pattern of shareholding is provided on page 59.

**Five Year's Financial Results**

The company's Five years financial results from 2017 to 2021 with the recommendation for appropriation are as follows:

**Amount in Crore Taka**

Particulars	2021	2020	2019	2018	2017
Cost of goods sold	48.62	43.17	38.48	41.10	35.66
Net profit	15.21	11.56	7.70	9.57	11.16
Profit brought forward	14.45	18.16	10.46	20.54	14.23
Profit available for appropriation	29.66	29.72	18.16	30.11	25.39
Less: Dividend+Adjustment regarding H-HV gas bill	5.09	15.27	—	19.64	14.54
Profit Carried Forward	24.58	14.45	18.16	10.47	10.85
<b>Appropriations:</b>					
Proposed Dividends	11.5% Cash Dividend	5% final cash & 5% interim cash (Total 10% cash dividend)	10% Cash Dividend	No Dividend	5% Cash & 5% Stock Dividend
Transferred to retained earnings	24.58	14.45	18.16	10.47	10.85
Net Asset Value (NAV) Per Share	20.93	19.93	20.30	19.54	21.06
Earnings per Share (EPS)	1.50	1.14	0.76	0.94	1.15
Net Operating Cash Flow Per share	3.08	1.41	1.04	(0.01)	1.48

**Contribution to the National Exchequer**

During the period under review, your Company paid Taka 5.10 crore to the national exchequer in the form of corporate income tax.

**Credit Rating**

The Company achieved AA rating in long term and ST-1 for short term with a stable outlook from Alpha Credit Rating Limited.

**Statutory Payments**

The Directors, to the best of their knowledge and belief, are satisfied that all statutory payments in relation to employees and the Government have been made up to date.

**Directors**

Name of the Directors of the company and their biographical details are shown on page 11.

**Directors retirement, Election & Re-appointment:**

In accordance with the provisions of Article-111, Article 112 and Article-113 of the Articles of Association, Mrs. Rintia Nazim and Morziana Hasan shall retire at the 14<sup>th</sup> Annual General Meeting by rotation and, being eligible, offer themselves for re-election and the matter of retreat will be place before the shareholders at 14<sup>th</sup> Annual General meeting for approval.

As per corporate governance code 2018 Mr. Moqsumul Quader & Mr. Syed Fazlul Karim being Independent Directors would be required to retired from the Board of Directors due to expire of their tenure (i.e. 3 years). The Board of Directors in the meantime reappointed Mr. Moqsumul Quader & Mr. Syed Fazlul Karim as the Independent Directors of Company for extended one tenure (i.e. 3 years) for approval in the 14<sup>th</sup> AGM.

**Auditors:**

The present auditors M/S. Kazi Zahir Khan & Co., Chartered Accountants will retire at this Annual General Meeting. The Board recommended that M/S. Kazi Zahir Khan & Co., Chartered Accountant be appointed as the Auditor of the Company for the year 2021-2022.

**Insurance Coverage:**

The company has comprehensive insurance covering all risks package including Fire, Machinery Breakdown, Business Interruption and Third Party Liability etc-by Pioneer Insurance Company Limited.



**Human Resource Management:**

The company has in its pay-roll 10 graduate engineers, 10 diploma engineers, 5 technicians and supervisors. The plant is headed by our Advisor who is also a retired GM of PGCB and B.Sc. Engr. (E) from BUET (1972). The Secretary of the Board is a MBS with 13 years experience. The CFO is a master degree with 24 years of experience of accounts.

The Plant In-charge (GM) is a senior Electrical Engineer with 23 years of experience in power generation. The head of Mechanical Division is an engineer with ex-Navy & Singapore Shipyard background of 41 years experience. The head of Electrical Division is an engineer with background of 16 years experience.

Your company recognizes that manpower is the most important resource and key to success of the organization. To develop and equip the employees with key skills, the company places great emphasis on the development of its manpower and hence substantial in-service trainings are provided at outside training institutes for updating their knowledge on the respective functional areas. In addition, we also train interns, apprentice engineers and technicians.

**Audit Committee**

Audit committee is formed by the Board of Directors, which consists of four members including an Independent Director and company secretary of the company act, as a member secretary of the committee. Audit committee is responsible to report to the Board. The committee assists the Board in discharging its supervisory responsibilities with respect to Internal Control, Financial Reporting, Risk management and Auditing matters.

**Going Concern**

The Board of Directors has reviewed the Company's business plan and is satisfied that the Company has adequate resources to continue its operations in the foreseeable future. Accordingly the Financial Statements are prepared based on the going concern concept.

**Compliance with Laws and Regulations**

The Company was not engaged in any activities contravening the laws and regulations. All those responsible for ensuring compliance with the provisions in various laws and regulations did so within the stipulated time.

**Environmental Protection**

To the best of the Board's knowledge, the Company was not engaged in any activity which might be harmful to environment. The local environment protection authority monitor the plant periodically and reports quarterly on the quality of air, sound etc as set forth by the government.

**Acknowledgement:**

Your Board of Directors would like to place on record its deep gratitude to the honorable shareholders for their cooperation and support towards the business of the company. Your faith in us enables us to move forward.


The Board would like to express their grateful appreciation for the whole hearted support, cooperation and guidance extended by the Bangladesh Power Development Board, the only customer of the company.

The Board also expresses their thanks to our Bankers and Financial Institutions, PGCL, PGCB, Environment Department, BSEC, DSE, CSE and CDBL for their extensive support and cooperation.

The Directors also wish to express their thanks to the employees of the company at all levels for their team spirit, hard work and dedicated services towards the growth and progress of the company.

We look forward to a better future.

On behalf of the Board of Directors,



**M. Taifur Hossain**  
Managing Director & CEO  
Date: November 14, 2021



**Shamim Ara Islam**  
Chairperson  
Date: November 14, 2021



## Independent Auditor's Report To the Shareholders of GBB Power Limited

### Report on the Audit of the Financial Statements

#### Opinion

We have audited the financial statements of **GBB Power Limited**, which comprise the statement of financial position as at 30 June 2021, and the statement of profit or loss and Other Comprehensive Income, statement of cash flows and statement of changes in equity for the year from 1st July 2020 to 30 June 2021, and a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 30 June 2021, 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 auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirement that are relevant to our audit of the financial statements in Bangladesh, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Going Concern

We draw attention to page no. 11 note "B" to the financial statements describe the events or matters that may cast significant doubt on the Company's ability to continue as going concern. Our opinion is not modified in respect of this event or matter.

#### Key Audit Matters

Key audit matters are those matters that in our professional judgment, were of most significance in our audit of the financial statements 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. For each matter below our description of how our audit addressed the matters provided in that context.

Risk	Our response to the risk
<b>Revenue Recognition</b>	
Revenue arising from the sale of power at end of the each month recognized when deliveries are made to National Grid of BPDB compliance with all the conditions as per contractual agreement with BPDB.	We have tested the design and operating effectiveness of key controls focusing on the following: <ul style="list-style-type: none"><li>➤ Segregation of duties in invoice creation and modification; and</li><li>➤ Timing of revenue recognition.</li></ul>
Invoice shall be prepared by the company and submitted to BPDB on monthly basis. BPDB shall pay after deducting any amount that are subject to dispute.	Our substantive procedures in relation to the revenue recognition comprises the following: <ul style="list-style-type: none"><li>➤ Obtaining supporting documentation for sales transactions recorded either side of year end as well as credit notes issued after the year end date to determine whether revenue was recognized in the correct period;</li><li>➤ Critically assessing manual journals posted to revenue to identify unusual or irregular items; and</li><li>➤ Finally assessed the appropriateness and presentation of disclosures against relevant accounting standards.</li></ul>
Therefore, there is a risk of revenue being misstated as a result of faulty estimations over discounts, incentives and rebates.	
There is also a risk that revenue may be overstated due to fraud through manipulation of the discounts, incentives and rebates recognized resulting from the pressure local management may feel to achieve performance targets.	
<b>See note no 32 to the financial statements</b>	



Valuation of Inventory	
<p>Inventories are carried at the lower of cost and net realizable value. As a result, the Directors apply judgment in determining the appropriate values for slow-moving or obsolete items.</p> <p>Inventories are maintained by manual interfaces and inputs, there is a risk that inappropriate management override and/or error may occur.</p>	<p>We challenged the appropriateness of management's assumptions applied in calculating the value of the inventory provisions by:</p> <ul style="list-style-type: none"> <li>➤ evaluating the design and implementation of key inventory controls operating across the company;</li> <li>➤ attending inventory counts and reconciling the count results to the inventory listings to test the completeness of data;</li> <li>➤ comparing the net realizable value, obtained through a detailed review of sales subsequent to the year-end, to the cost price of a sample of inventories and comparison to the associated provision to assess whether inventory provisions are complete;</li> <li>➤ reviewing the historical accuracy of inventory provisioning, and the level of inventory write-offs during the year; and</li> </ul>
See note no 19 to the financial statements	
Impairment of Property, Plant and Equipment	
<p>The economic climate and levels of competition remain challenging for the company. There is a risk that the impairment charge may be misstated.</p> <p>Determining the level of impairment involves forecasting and discounting future cash flows and estimation of recoverable amounts which are inherently uncertain. This is one of the key judgmental areas that our audit has concentrated on</p>	<p>Our audit procedures included, among others, considering the impairment risk associated with the following different types of asset:</p> <ul style="list-style-type: none"> <li>➤ We critically assessed and challenged the company's impairment model. This included consideration of discounted cash flow forecast.</li> <li>➤ We have also considered the adequacy of the company's disclosures about the degree of estimation involved in determining the amount of impairment and the sensitivity to key assumptions involved.</li> </ul>
See note no 13 to the financial statements	

#### Other Matter

Turnover should also present in VAT Return 9.1 as per The Value Added Tax and Supplementary Duty Act 2012 and The Value Added Tax and Supplementary Duty Rules 2016.

#### Other Information

Management is responsible for the other information. The other information comprises all of the information in the Annual report other than the financial statements and our auditors' 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

Management is responsible for the preparation of financial statements that give a true and fair view 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.

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





#### **Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

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

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**

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

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

**Md. Nurul Hossain Khan FCA**  
 Enrolment No: 0240  
 Managing Partner  
 Kazi Zahir Khan & Co.  
 Chartered Accountants  
 DVC: 2111030240AS428493



Place: Dhaka  
 Dated: October 28, 2021

**GBB Power Limited**  
**Statement of Financial Position**  
**As at 30 June 2021**

**KAZI ZAHIR KHAN & CO.**  
**CHARTERED ACCOUNTANTS**

Particulars	Notes	Amount in Taka	
		30 June 2021	30 June 2020
<b>ASSETS:</b>			
<b>Non-current Assets</b>		<b>1,090,312,642</b>	<b>1,159,254,186</b>
Property, Plant and Equipments	17.00	1,088,871,727	1,157,061,489
Leasehold Land Development	18.00	1,440,915	2,192,697
<b>Investment at Cost</b>	19.00	<b>94,121,779</b>	<b>19,000,000</b>
<b>Current Assets</b>		<b>1,168,922,668</b>	<b>1,124,077,012</b>
Inventories	20.00	98,495,623	149,622,465
Accounts Receivable	21.00	130,006,305	246,609,280
Advance, Deposit & Prepayments	22.00	247,769,010	187,506,075
Cash and Cash Equivalents	23.00	692,651,730	540,339,192
<b>Total Assets</b>		<b>2,353,357,089</b>	<b>2,302,331,198</b>
<b>EQUITY &amp; LIABILITIES:</b>			
<b>Shareholders' Equity</b>		<b>2,130,444,417</b>	<b>2,029,147,933</b>
Share Capital	24.01	1,018,035,480	1,018,035,480
Share Premium	25.00	866,550,000	866,550,000
Retained Earnings		245,858,937	144,562,453
<b>Current Liabilities</b>		<b>222,912,672</b>	<b>273,183,265</b>
Accounts Payable	26.00	37,463,387	64,124,400
Sundry Creditors	27.00	632,485	101,123
Accrued Expenses	28.00	5,721,000	7,487,543
Workers Profit Participation and Welfare Fund	29.00	13,807,939	13,574,913
Unclaimed Dividend	30.00	12,342,542	13,311,323
Short Term Bank Loan	31.00	90,009,919	123,825,784
Provision for Income Tax	37.00	62,935,400	50,758,179
<b>Total Equity and Liabilities</b>		<b>2,353,357,089</b>	<b>2,302,331,198</b>
<b>Net Asset Value (NAV) Per Share</b>	39.00	<b>20.93</b>	<b>19.93</b>

The accounting policies and other notes form an integral part of the Financial Statements.

The Financial Statements were authorised for issue by the Board of Directors on 28 October 2021 and signed on its behalf by :

  
**Managing Director**

  
**Director**

  
**Company Secretary**

Auditor's Report to the Shareholders:

This is the Statement of Financial Position referred to in our report of even date.

Place: Dhaka  
 Dated: October 28, 2021

**Kazi Zahir Khan & Co.**  
**Chartered Accountants**



**GBB Power Limited**

**Statement of Profit or Loss and Other Comprehensive Income**

**For the Year From 1 July 2020 to 30 June 2021**

Particulars	Notes	Amount in Taka	
		1st July 2020 to 30 June 2021	1st July 2019 to 30 June 2020
Turnover	32.00	668,703,207	579,797,279
Cost of Energy Sold	33.00	(486,212,693)	(431,779,440)
<b>Gross Profit</b>		<b>182,490,514</b>	<b>148,017,839</b>
Administrative, Financial and Other Expenses	34.00	(52,617,344)	(62,361,240)
<b>Net Profit Before Other Income &amp; W.P.P.F</b>		<b>129,873,169</b>	<b>85,656,599</b>
Other Income	35.00	42,721,083	56,498,201
<b>Net Profit Before Charging (WPP) and Welfare Fund</b>		<b>172,594,252</b>	<b>142,154,800</b>
Contribution to (WPP) and welfare fund	29.00	(8,218,774)	(6,769,276)
<b>Net Profit Before Income Tax</b>		<b>164,375,478</b>	<b>135,385,524</b>
Income Tax Expenses	38.00	(12,177,220)	(19,774,370)
<b>Net Profit after Tax</b>		<b>152,198,258</b>	<b>115,611,153</b>
<b>Earnings Per Share (EPS)</b>	36.00	<b>1.50</b>	<b>1.14</b>

The accounting policies and other notes form an integral part of the Financial Statements.

The Financial Statements were authorised for issue by the Board of Directors on 28 October 2021 and signed on its behalf by :

  
**Managing Director**

  
**Director**


  
**Company Secretary**

Auditor's Report to the Shareholders:

This is the Statement of Profit or Loss and other comprehensive income referred to in our report of even date.

Place: Dhaka

Dated: October 28, 2021

  
**Kazi Zahir Khan & Co.**  
**Chartered Accountants**





**GBB Power Limited**  
**Statement of Cash Flows**  
**For the Year From 1 July 2020 to 30 June 2021**

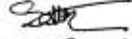
Particulars	Amount in Taka	
	1 July 2020 to 30 June 2021	1 July 2019 to 30 June 2020
<b>Cash Flows from Operating Activities</b>		
Collections from Turnover and others Income	836,436,337	490,817,975
Payment for Cost and Expenses	(456,278,045)	(297,021,307)
Financial Expenses	(15,946,414)	(18,291,953)
Income Tax Deducted at Source	(51,041,842)	(31,672,900)
	<b>313,170,036</b>	<b>143,831,815</b>
<b>Cash Flows from Investing Activities</b>		
Acquisition of Property, Plant and Equipments	(49,300)	(80,075,317)
Disposal of Property, Plant and Equipments	-	4,728,456
Investment	(75,121,779)	(19,000,000)
	<b>(75,171,079)</b>	<b>(94,346,861)</b>
<b>Cash Flows from Financing Activities</b>		
Cash Credit and Other short term loan	(33,815,865)	(18,143,039)
Dividend /Fraction Share Dividend paid	(51,870,555)	(143,451,345)
	<b>(85,686,420)</b>	<b>(161,594,384)</b>
Increase/(Decrease) in Cash and Cash Equivalent	152,312,537	(112,109,430)
Opening Cash and Cash Equivalents	540,339,192	652,448,622
<b>Closing Cash and Cash Equivalents</b>	<b>692,651,730</b>	<b>540,339,192</b>
<b>Net Operating Cash Flow Per Share (Note: 40)</b>	<b>3.08</b>	<b>1.41</b>

The accounting policies and other notes form an integral part of the Financial Statements.

The Financial Statements were authorised for issue by the Board of Directors on 28 October 2021 and signed on its behalf by :

  
**Managing Director**

  
**Director**

  
**Company Secretary**

Auditor's Report to the Shareholders:

This is the Statement of Cash Flows referred to in our report of even date

Place: Dhaka

Dated: October 28, 2021

**Kazi Zahir Khan & Co.**  
**Chartered Accountants**



**GBB Power Limited**  
**Statement of Change in Equity**  
**For the Year Ended 30 June 2021**

(Amount in Taka)

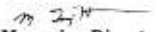
Particulars	Ordinary Share Capital	Share Premium	Share Money Deposits	Retained Earnings	Total
<b>1st July 2020</b>	<b>1,018,035,480</b>	<b>866,550,000</b>	<b>80,000</b>	<b>144,562,453</b>	<b>2,029,227,933</b>
Cash Dividend 5% for FY 2019-2020	-	-	-	(50,901,774)	(50,901,774)
Net Profit during the Year	-	-	-	152,198,258	152,198,258
<b>30 June 2021</b>	<b>1,018,035,480</b>	<b>866,550,000</b>	<b>80,000</b>	<b>245,858,937</b>	<b>2,130,524,417</b>


**For the Year Ended 30 June 2020**

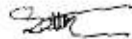
(Amount in Taka)

Particulars	Ordinary Share Capital	Share Premium	Share Money Deposits	Retained Earnings	Total
<b>1st July 2019</b>	<b>1,018,035,480</b>	<b>866,550,000</b>	<b>80,000</b>	<b>181,656,622</b>	<b>2,066,322,102</b>
10% Cash Dividend for the year ended 30 June 2019	-	-	-	(101,803,548)	(101,803,548)
5% Interim Cash Dividend for the half year ended 31 December 2019	-	-	-	(50,901,774)	(50,901,774)
Net Profit during the Year	-	-	-	115,611,153	115,611,153
<b>30 June 2020</b>	<b>1,018,035,480</b>	<b>866,550,000</b>	<b>80,000</b>	<b>144,562,453</b>	<b>2,029,227,933</b>

The accounting policies and other notes form an integral part of the Financial Statements. The Financial Statements were authorised for issue by the Board of Directors on 28 October 2021 and signed on its behalf by :

  
**Managing Director**

  
**Director**


  
**Company Secretary**

Auditor's Report to the Shareholders:

This is the Statement of Changes in Equity referred to in our report of even date.

Place: Dhaka

Dated: October 28, 2021

  
**Kazi Zahir Khan & Co.**  
**Chartered Accountants**



**GBB Power Limited**  
**Notes to the Financial Statements**  
**As at and for the Year Ended 30 June 2021**

**A. Compliance with the requirements of notification of the Securities and Exchange Commission dated 04.06.2008 under reference # SEC/CMMRPC/2008-181/53/Adm/03/28.**

- Notes to the financial statements marked from C-1 to C-16 outlining the policies are unambiguous with respect to the reporting framework on which the accounting policies are based.
- The accounting policies on all material areas have been stated clearly in the notes marked from C-1 to C-16.
- The financial statements have been prepared in compliance with requirements of IAS and IFRS as adopted by the Institute of Chartered Accountants of Bangladesh (ICAB).
- The financial statements have been prepared in compliance with requirements of the Companies Act, 1994, the Securities and Exchange Rules, 1987 and other applicable local laws and rules.

**B. Legal status and nature of the company – Disclosure under IAS 1 “Presentation of Financial Statements”**

**Domicile, Legal Form and Country of Incorporation**

The Company was incorporated on 17<sup>th</sup> October 2006 as a private company limited by shares and by a resolution passed on 26 February 2008. It was converted into a public company limited by shares. The company implemented the Joint Venture Agreement executed between GBB Limited and Caladonian Power Limited and has done all that was necessary as per notification of award of “Supply Installation and Putting in Commercial Operation of 20MW +/- 10% Trailer/ Skid Mounted Power Plant at Bogura on rental basis for a tenure of 15 year Project which will be ended in 17 June 2023” issued by Bangladesh Power Development Board vide Memo No. 108-BPDB (CS.) / (Contract)/Bogura Rental /06 dated 03.08.2006 and 15.08.2006 respectively.

The company has installed and utilized the following capacity

Licensed Capacity by BERC (Net)	Saleable Rental Capacity by PPA (Net)	Installed Capacity	Commissioned Capacity
22.80 MW	20 (+/-) 10% MW	23.26MW (100%)	23.26 MW

Capacity Rented	Total Electricity Generated 11KV (Gross)	Total Electricity Sold 33 KV (Net)
21.968 MW (Effective From 29/11/2020) to till	175,864 MWH (100%)	167,071 MWH (95.00%)
21.740 MW (Effective From 24/11/2019 to 28/11/2020)		

**Address of Registered Office and Principal Place of Business**

The principal place of business is in the registered office at GBB Power Complex, BPDB Compound, Pura Bogura, Bogura-5800 and Corporate office at Momtaz Plaza (5<sup>th</sup> Floor), House # 07, Road # 04, Dhanmondi R/A, Dhaka-1205.

**Principal Activities and Nature of Operations**

Supply Installation and putting in commercial operation of 20MW +/- 10% Trailer/ Skid Mounted Power Plant.





**Number of Employees**

On the payroll of the Company, there were 34 officers, 60 staff and workers / technicians apart from many casual / contract technicians / workers.

		Taka
i)	90 Staff / Officers / Employees drew in the yearly basis salary & allowances of Tk. 48,000 or more	36,634,707
ii)	4 Technicians and Many other casual workers drew in the yearly salary/wages & allowances less than Tk. 48,000	1,11,600
	94	36,746,307

**C. Significant Accounting Policies-Disclosures**

**1.00 Compliance with International Accounting Standards (IASs)**

The financial Statements have been prepared in compliance with requirements of IASs as adopted by the Institute of Chartered Accountants of Bangladesh (ICAB) and applicable in Bangladesh.

**2.00 Compliance with local Laws**

The financial statements have been prepared in compliance with requirements of the Companies Act, 1994, the Securities and Exchange Rules, 1987 and other relevant local laws and rules, including compliance with Income Tax Ordinance 1984, Income Tax Rules 1984, VAT Act 1991 and VAT Rules 1991.

**3.00 Measurement Bases used in preparing the Financial Statements.**

The elements of financial statements have been measured on "Historical Cost" basis, which is one of the most commonly adopted base as provided in "the frame-work for the preparation and presentation of financial statements" issued by the International Accounting Standards Committee (IASC).

**4.00 Components of the Financial Statements**

According to the International Accounting Standard (IAS) 1 "Presentation of Financial Statements", the complete set of Financial Statements includes the following components:

- (i) Statement of Financial Position as at 30 June 2021;
- (ii) Statement of Profit or Loss and other Comprehensive Income for the year ended 30 June 2021;
- (iii) Statement of Cash Flows for the year ended 30 June 2021;
- (iv) Statement of Changes in Equity for the year ended 30 June 2021; and
- (v) Accounting policies and explanatory notes.

**5.00 Specific accounting policies selected and applied for significant transactions and events.**

**Recognition of Property, Plant & Equipment and Depreciation.**

Property, Plant and Equipment are stated at their cost less accumulated depreciation in accordance with IAS 16 "Property, Plant and Equipment". Cost represents cost of acquisition or construction and capitalization of pre-production expenditure including interest during construction periods. Depreciation has been charged on additional fixed assets from the date of ready for use. Depreciation on all other fixed assets is computed using the diminishing balance method in amounts sufficient to write off depreciable assets over their estimated useful economic lives. Depreciation had also been charged 99% on production expenses and 1% on administrative expenses according to the company internal control policy. Expenditure of maintenance and repairs are expensed; major replacements, renewals and betterments are capitalized.



The depreciation rates applicable to the principal categories are:

Assets	Depreciation Rate
Building and Premises	5%
Plant and Machinery	5%
Tools & Equipment	5%
Furniture & Fixtures	20%
Fabrication Work	5%
Shuttering Materials	20%
Office Equipment	20%
Office Car	20%

The rent on leasehold land is being recognized as revenue expenses year to year, leasehold land development has been shown under separate head. Please see Note 18.00 hereinafter.

#### **6.00 Inventories**

Inventories comprise mainly of Lubricants, spare parts, consumable etc. They are stated at the lower of cost and net realizable value on consistent basis in accordance with IAS 2 “Inventories”. Net realizable value is based on estimated selling price less any further costs expected to be incurred for completion and disposal.

#### **7.00 Cash and Cash Equivalents**

According to IAS 7 “Statement of Cash Flows”, cash comprises cash in hand and demand deposit and cash equivalents are short term, highly liquid investments that are readily convertible to known amount of cash and which are subject to an insignificant risk of changes in value. IAS 1 “Presentation of Financial Statements” also provides that cash and cash equivalents are those which have no restriction in use considering the provision of IAS 7 and IAS 1. Cash in hand and bank balances have been considered as cash and cash equivalents.

#### **8.00 Statement of Cash Flows**

Statement of Cash Flows is prepared principally in accordance with IAS 7 “Statement of Cash Flows” and the cash flow from the operating activities have been presented under direct method as prescribed by the Securities and Exchange Rules, 1987 and considering the provision of paragraph 19 of IAS 7 which provides that “enterprises are encouraged to report cash flow from operating activities using the direct method”.

#### **9.00 Taxation**

Transactions relating to Income Tax have been disclosed in conventional manner. There appears no deferred tax liability arising out of taxable temporary differences as per IAS-12 for that the tax deducted at source by customer of Tk. 51,041,624 is the final liability u/s. 52 N of I.T Ordinance 1984 if the company is to pay tax which is dependent upon award of the Court as has been stated in Note-38.00. \]

#### **10.00 Revenue Recognition**

Revenue arising from the sale of power at end of the each months recognized when deliveries are made to National Grid of Bangladesh Power Development Board (BPDB) compliance with all the conditions for revenue recognition as provided in IFRS-15. The contractual agreement with BPDB provides as under as per clause 13.3(a)(i):

“Invoice shall be on a monthly basis. Invoice shall be prepared by the company and submitted to BPDB no sooner then 7 (seven) days after the end of the month for which such invoice is applicable and shall show the due date of payment of the invoice to be 45(forty five) days after date of issuance of the relevant invoice. Such invoices shall present all information including schedule 9,10 & 11 and calculation any other information required by BPDB to confirm the consistency of the invoice with the provision of the section 13.3. BPDB shall pay to the company by A/C payee cheque or Pay Order or through Bank Transfer all amount due under this agreement, less any amount that are subject to dispute.”



**11.00 Foreign currency translation**

Transactions denominated in foreign currencies are translated into Bangladesh Taka and recorded at rates of exchange ruling on the date of transaction in accordance with IAS 21 "The Effects of Changes in Foreign Currency Rates".

**12.00 Earning Per Share (EPS)**

The company calculates Earnings per Share (EPS) in accordance with IAS 33 "Earnings per Share" which has been shown on the face of Comprehensive Income Statement and the computation of EPS is stated in Note -36.00.

**Basic Earnings**

This represents earnings for the period attributable to ordinary shareholders. As there was no preference dividend, minority interest to extra ordinary items, the net profit for the period has been considered as fully attributable to the ordinary shareholders.

**Basic Earnings per Share**

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

**Diluted Earnings per Share**

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

**13.00 Impairment of Assets**

As all assets of the company shown in the financial statements that are within the scope of IAS-36 are in physical existence and valued not more than their recoverable amount following International Accounting Standards adopted in Bangladesh, disclosures with regard to "Impairment of Assets" as per IAS-36 have not been considered necessary.

**14.00 Employee Benefit Obligations**

The Company has implemented following employees benefit plan:

- a) Annual leave with wage
- b) Gratuity: this scheme is recognised by NBR.
- c) Provident Fund: this scheme is recognised by NBR.
- d) Festival bonus.
- e) Workers profit participation and welfare fund at 5% of net profit. It has been initiated from 2008

**15.00 Trade Creditors and Other Current Liabilities**

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

**16.00 Additional Information**

**16.01 Responsibility for preparation and presentation of Financial Statements**

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

**16.02 Transactions with Related Parties / Associated Undertakings**

The company carried transactions with related parties in the arms' length basis and for details please see note no. 19.00 and 41.00.

**16.03 Risk and uncertainties for use of estimates in preparation of financial statements**

The preparation of financial statements in conformity with the International Accounting Standards requires management to make estimates and assumption that affect the report, amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and





revenue and expenses during the period reported. Actual results could differ from those estimates. Estimates are used for accounting of certain terms such as long term contracts, provision for doubtful accounts, depreciation and amortization, employees benefit plan, tax reserves and contingencies.

**16.04 Reporting Currency and level of precision**

The figures in the financial statements represent Bangladesh currency (Taka), which have been rounded off to the nearest integer.

**16.05 Comparative Information**

Comparative information has been disclosed in respect of the year 30 June 2020 for all numerical information in the financial statements and also the narrative and descriptive information when it is relevant for understanding the current period's financial statements.

**16.06 Turnover**

Turnover comprises energy sales of the company, excluding VAT, supplementary duty, etc.

**16.07 Commission**

No commission has been paid during the period under review.

**16.08 Brokerage or Discount**

The company did not pay any brokerage or discount during the period under review.

**16.09 Payment to Directors**

During the period the company has paid to its Directors as follows:

SL. No.	Name	Designation	Period	Remuneration (BDT)	Festival Bonus (BDT)	Total (BDT)
1	Mr. M. Taifur Hossain	Managing Director	July 2020-June 2021	3,600,000	360,000	3,960,000
2	Mrs. Morziana Hasan	Director (Procurement)	July 2020-June 2021	2,700,000	270,000	2,970,000
<b>Total</b>				<b>6,300,000</b>	<b>630,000</b>	<b>6,930,000</b>

The Directors were not paid for any other facilities from the company.

**16.10 Miscellaneous Expenses**

Miscellaneous expenses do not include any item exceeding 1% of total revenue.

**16.11 Leases**

Lease rentals against assets acquisition have been expensed as they incurred.

**16.12 Acknowledgement of Claims**

There was no claim against the company acknowledged as debt as on 01 July 2020 to 30 June 2021.

**16.13 Going Concern**

There is no significant doubt upon the company's ability to continue as a going concern.

**16.14 Reporting Period**

Financial statements of the company cover one financial period from 01 July 2020 to 30 June 2021.

**16.15 Rearrange of Figure**

Comparative figures have been rearranged, if necessary.

**16.16 Loans, Advances and Deposits**

This is considered good and collectible and therefore, no amount was written off as bad debt and no debt was considered doubtful to provide for.



Notes	Particulars	Amount in Taka	
		30 Jun 2021	30 Jun 2020

**17.00 Property, Plant and Equipment's: Tk. 1,088,871,727**

The break up of the above amount is as under :

Cost as per last account	1,947,644,065	1,878,213,748
Add : Additions during the period	49,300	80,075,317
Less: Adjustments during the period	16,381,030	10,645,000
	<b>1,931,312,335</b>	<b>1,947,644,065</b>
Less : Accumulated Depreciation	842,440,608	790,582,576
Written down value	<b>1,088,871,727</b>	<b>1,157,061,489</b>

**Details have been shown in Annexure-'01'**

**18.00 Leasehold Land Development Cost: Tk. 1,440,915**

The break up of the above amount is as under :

Balance as per last account	2,192,697	2,944,479
Less: Amortization during the period	751,782	751,782
	<b>1,440,915</b>	<b>2,192,697</b>

**19.00 Investment: Tk. 94,121,779**

The break up of the above amount is as under :

Paid up Capital for GBB Tea Estate Limited	54,900,000	4,900,000
Share Money Deposit for GBB Tea Estate Limited	-	14,100,000
Security Market	39,221,779	
	<b>94,121,779</b>	<b>19,000,000</b>

**20.00 Inventories: Tk. 98,495,623**

The break up of the above amount is as under :

Stock of Spare Parts for General	27,274,905	23,522,606
Stock of Spare Parts for E-70	71,167,069	120,065,048
Stock of Lubricants	53,650	6,034,811
	<b>98,495,623</b>	<b>149,622,465</b>

**21.00 Accounts Receivable: Tk. 130,006,305**

The break up of the above amount is as under :

	30 Jun 2021		30 June 2020	
	Below six months	Over six months	Below six months	Over six months
Bangladesh Power Development Board	121,597,233	-	246,609,280	-
Pioneer Insurance Company Ltd.	8,409,072			
<b>Total</b>	<b>130,006,305</b>	<b>-</b>	<b>246,609,280</b>	<b>-</b>



**22.00 Advance, Deposit and Prepayments: Tk. 247,769,010**

The break up of the above amount is as under :

Particulars	30 June 2021		30 June 2020	
	Below six months	Over six months	Below six months	Over six months
Central Depository Bangladesh Limited	-	500,000	-	500,000
Other Advances (Note-22.01)	3,208,241	1,433,639	3,514,068	1,565,427
Bank Guarantee Margin (Bank Asia Ltd)	-	5,748,421	-	4,048,421
L/C Margin ( Note-22.02)	15,780,525	-	-	-
GBB Limited (Ex. Sponsor Company) Note: 41.00	1,771,842	7,809,946	17,403,604	-
Tax Deducted at Source on Other Income	1,664,349	16,405,885	2,845,844	11,805,463
Advance Income Tax Deducted at Source	26,147,752	157,914,713	9,927,461	126,512,089
Advance Income Tax Deducted (for 2007-2011) from Tax refund of 2018	-	9,383,698	-	9,383,698
<b>Total</b>	<b>48,572,709</b>	<b>199,196,302</b>	<b>33,690,976</b>	<b>153,815,099</b>

**22.01 Other Advances: Tk. 4,641,880**

The break up of the above amount is as under :

Particulars	30 Jun 2021		30 June 2020	
	Below six months	Over six months	Below six months	Over six months
Advance Rent (Office Rent)	-	183,890	143,580	268,020
Advance Rent (Office Car Parking)	-	-	48,024	48,024
Advance to Staff (Against Office Work)	150,552	-	17,750	-
Advance to Staff (Against Salary)	558,192	-	805,948	-
Prepaid Insurance Premium	2,499,497	1,249,749	2,498,766	1,249,383
	<b>3,208,241</b>	<b>1,433,639</b>	<b>3,514,068</b>	<b>1,565,427</b>





Notes	Particulars	Amount in Taka	
		30 Jun 2021	30 Jun 2020
<b>22.02</b>	<b>L/C Margin: 15,780,525</b>		
	The break up of the above amount is as under :		
	L/C Margin & Document Value	15,537,015	-
	L/C Commission	162,070	-
	L/C Bank Charges	68,766	-
	L/C Insurance Premium	12,674	-
		<b>15,780,525</b>	<b>-</b>
<b>23.00</b>	<b>Cash and Cash Equivalents: Tk. 692,651,730</b>		
	The break up of the above amount is as under :		
	Cash in Hand at Head Office	2,046,008	109,471
	Cash in Hand at Branch Office	497,765	466,735
	Cash at Banks (Note-23.01)	154,915,061	79,812,427
	Fixed deposit at Bank (Note-23.02)	535,192,895	459,950,559
		<b>692,651,730</b>	<b>540,339,192</b>
<b>23.01</b>	<b>Cash at Banks: Tk. 154,915,061</b>		
	The break up of the above amount is as under :		
	Bank Asia Ltd. A/C: 00733003080	35,590	39,510
	Bank Asia Ltd. A/C: 00733003201 ESCROW	-	1
	Bank Asia Ltd. A/C: 02136000314	13,059,359	13,877,377
	Fractional Stock & Cash Divident		
	Bank Asia Ltd. A/C: 02136000275	59,098,082	62,706,663
	BRAC Bank Ltd A/C: 1501201917699001	170,615	169,493
	Prime Bank Limited A/C:14611020018121	116,612	117,452
	Shahjalal Islami Bank Ltd. A/C: 400312400000022	7,866,727	2,899,329
	Standard Chartered Bank A/C No.: 02-3056415-01	11,000,001	-
	Dragon Securities Ltd. 70622	666,970	-
	Sharp Securities Ltd. 28999 BO A/C:1203180052163888	62,901,104	2,602
		<b>154,915,061</b>	<b>79,812,427</b>
<b>23.02</b>	<b>Fixed Deposit at Bank: Tk. 535,192,895</b>		
	The break up of the above amount is as under :		
	Bank Asia Ltd. ,Dhanmondi Branch	29,824,472	28,394,111
	IDLC Finance Ltd.	505,368,424	431,556,448
		<b>535,192,895</b>	<b>459,950,559</b>
<b>24.00</b>	<b>Authorized Capital: Tk. 2,000,000,000</b>		
	The break up of the above amount is as under :		
	200,000,000 Ordinary Shares of Taka 10 each	2,000,000,000	2,000,000,000
		<b>2,000,000,000</b>	<b>2,000,000,000</b>
<b>24.01</b>	<b>Share Capital: Tk. 1,018,035,480</b>		
	The break up of the above amount is as under :		
	101,803,548 Ordinary Shares of Taka 10 each	1,018,035,480	1,018,035,480
		<b>1,018,035,480</b>	<b>1,018,035,480</b>



**24.02 The percentage of shareholding by different categories of shareholders is as follows:**

No. of Holders	Holdings			
6,027	Less	then	500	shares
3,217	501	to	5000	shares
529	5,001	to	10000	shares
355	10,001	to	20000	shares
120	20,001	to	30000	shares
68	30,001	to	40000	shares
61	40,001	to	50000	shares
75	50,001	to	100000	shares
68	100,001	to	1000000	shares
13	1,000,001	to	Over	shares
<b>10,533</b>				

**24.03 Composition of the Ordinary Shareholders:**

Sl. No.	Particulars	30 June 2021			30 June 2020		
		No. of Shares	Value of shares	%	No. of Shares	Value of shares	%
1	M. Taifur Hossain (Managing Director)	10,164,000	101,640,000	9.98%	10,164,000	101,640,000	9.98%
2	Mrs. Shamim Ara Islam (Chairman)	6,781,013	67,810,130	6.66%	6,781,013	67,810,130	6.66%
3	Mrs. Morziana Hasan (Director)	6,661,886	66,618,860	6.54%	6,661,886	66,618,860	6.54%
4	Mrs. Rintia Nazim (Director)	4,489,364	44,893,640	4.41%	4,489,364	44,893,640	4.41%
5	Mrs. Rafsana Rafique (Director)	4,489,364	44,893,640	4.41%	4,489,364	44,893,640	4.41%
6	Institutions	28,421,101	284,211,010	27.92%	16,456,821	164,568,210	16.17%
7	Others (Individual)	40,796,820	407,968,200	40.07%	52,761,100	527,611,000	51.83%
	<b>Total</b>	<b>101,803,548</b>	<b>1,018,035,480</b>	<b>100%</b>	<b>101,803,548</b>	<b>1,018,035,480</b>	<b>100%</b>

**24.03 Year Wise Share Holding Position:**

Sl. No.	Date of Bonus Issue	Particulars	Opening No. of Share	Addition No. of Share	Total No. of Share	Value of Share (Amount in Tk)
1	12 August 2012	IPO Issue	30,499,990	20,500,000	50,999,990	509,999,900
2	12 August 2012	Bonus Share	50,999,990	12,749,997	63,749,987	637,499,870
3	15 July 2013	Bonus Share	63,749,987	9,562,498	73,312,485	733,124,850
4	16 April 2014	Bonus Share	73,312,485	10,996,872	84,309,357	843,093,570
5	15 July 2015	Bonus Share	84,309,357	12,646,403	96,955,760	969,557,600
6	06 October 2016	Bonus Share	96,955,760	4,847,788	101,803,548	1,018,035,480

**25.00 Share Premium: Tk. 866,550,000**

The break up of the above amount is as under :

Opening Balance

Amount in Tk	
30 June 2021	30 June 2020

866,550,000	866,550,000
<b>866,550,000</b>	<b>866,550,000</b>

**26.00 Accounts Payable: Tk. 37,463,387**

The break up of the above amount is as under :

Mahbub Islam Majumder, Advocate

Pashchimanchal Gas Co. Ltd.

Office Space Value Payable

-	302,200
37,463,387	43,822,200
-	20,000,000
<b>37,463,387</b>	<b>64,124,400</b>

**27.00 Sundry Creditors: Tk. 632,485**

The break up of the above amount is as under :

Share Money Deposit Refundable

Tax Deducted at Source from salary ,suppliers, office rent etc.

80,000	80,000
552,484	21,123
<b>632,485</b>	<b>101,123</b>



Notes	Particulars	Amount in Taka	
		30 June 2021	30 June 2020
<b>28.00</b>	<b>Accrued Expenses: Tk. 5,721,000</b>		
	The break up of the above amount is as under :		
	Remuneration & Salary	3,397,243	3,276,056
	Employees Fringe Benefits (Note-28.01)	1,651,972	3,547,147
	Office Rent	96,785	89,340
	Audit Fees	575,000	575,000
		<b>5,721,000</b>	<b>7,487,543</b>
<b>28.01</b>	<b>Employees Fringe Benefits: Tk. 1,651,972</b>		
	The break up of the above amount is as under :		
	Opening Balance	3,547,147	1,945,986
	Payable during the period	3,412,333	5,411,601
	<b>Total</b>	<b>6,959,480</b>	<b>7,357,587</b>
	Disburse during the period	(1,251,285)	(1,155,718)
		<b>5,708,195</b>	<b>6,201,869</b>
	Transfer to Gratuity A/C During the period	(4,056,223)	(2,654,722)
		<b>1,651,972</b>	<b>3,547,147</b>
<b>29.00</b>	<b>Workers Profit Participation and Welfare Fund: Tk. 13,807,939</b>		
	The break up of the above amount is as under :		
	Opening Balance	13,574,913	11,124,279
	Addition During the period	8,218,774	6,769,276
	<b>Total</b>	<b>21,793,687</b>	<b>17,893,555</b>
	<b>Less: Disburse During the period</b>		
	Profit Participation Fund	(3,610,281)	(3,836,791)
	Welfare Fund	(4,375,467)	(481,851)
		<b>13,807,939</b>	<b>13,574,913</b>
<b>30.00</b>	<b>Unclaimed Dividend: Tk. 12,342,542</b>		
	The break up of the above amount is as under :		
	Opening Balance	13,311,323	4,057,346
	Addition During the period:		
	5% Final Cash Dividend for the year ended 30 June 2020	50,901,774	
	10% Cash Dividend for the year ended 30 June 2019	-	101,803,548
	5% Intrim Cash Dividend for the half year ended 31 December 2019	-	50,901,774
	<b>Total</b>	<b>64,213,097</b>	<b>156,762,668</b>
	Disburse during the period		
	Less: Paid During the Period (Cash Dividend)	(51,870,555)	(143,451,345)
		<b>12,342,542</b>	<b>13,311,323</b>





Notes	Particulars	Amount in Taka	
		30 June 2021	30 June 2020
<b>31.00</b>	<b>Short Term Bank Loan: Tk. 90,009,919</b>		
	The breakup of the above amount is as under:		
	Short Term Loan Bank Asia Ltd. (STL) - 02131000889	4,813,235	-
	Short Term Loan Bank Asia Ltd. STL-02135001400	83,649,632	123,149,342
	Bank Asia Ltd, OD A/C 02133001382	1,547,052	676,443
		<b>90,009,919</b>	<b>123,825,784</b>
<b>32.00</b>	<b>Turnover: Tk. 668,703,207</b>		
	The breakup of the above amount is as under:		
	Revenue from BPDB*	668,703,207	579,797,279
		<b>668,703,207</b>	<b>579,797,279</b>
	*This turnover is from sale of energy to Bangladesh Power Development Board, through PGCB National Grid.		
<b>33.00</b>	<b>Cost of Energy Sold: Tk. 486,212,693</b>		
	The breakup of the above amount is as under:		
	Gas Consumed**	229,304,121	187,816,363
	Direct Expenses (Note-33.01)	256,908,572	243,963,077
		<b>486,212,693</b>	<b>431,779,440</b>
	**Gas consumption increase due to Monthly Gas Bill increased as per Bangladesh Energy Regulatory Commission (BERC) Circular no. 28.01.0000.012.14.001.19.4106 dated 30.06.2019		
<b>33.01</b>	<b>Direct Expenses: Tk. 256,908,572</b>		
	The breakup of the above amount is as under:		
	Lubricants Consumed (Note-33.01.1)	5,981,161	7,457,369
	Salary & Allowances	28,830,610	30,823,593
	Operating Expenses-Bogra Plant	4,595,336	5,034,523
	Spare Parts (Note-33.01.2)	88,637,319	74,356,673
	Cleaner Elements (Note-33.01.2)	4,334,496	4,236,576
	Spark Plug (Note-33.01.2)	7,008,000	4,672,000
	Spare Parts for E-70 (Note-33.01.3)	48,897,979	48,488,924
	Havoline	297,825	860,284
	Depreciation Expenses	59,231,690	59,780,738
	Amortization of leasehold land development cost	744,264	744,264
	Plant All Risk Insurance Premium	4,997,897	4,997,531
	Testing Expenses	-	71,300
	Alternator Rewinding Works	1,720,320	-
	Repair & Maintenance	1,631,675	2,439,302
		<b>256,908,572</b>	<b>243,963,077</b>
<b>33.01.01</b>	<b>Lubricants Consumed: Tk. 5,981,161</b>		
	The breakup of the above amount is as under:		
	Opening Stock	6,034,811	2,825,680
	Add: Purchases	-	10,666,500
		6,034,811	13,492,180
	Less: Closing Stock	53,650	6,034,811
		<b>5,981,161</b>	<b>7,457,369</b>



Notes	Particulars	Amount in Taka	
		30 June 2021	30 June 2020

**33.01.02 Spare Parts: Tk. 99,979,815**

The breakup of the above amount is as under:

Opening Stock	23,522,606	47,530,037
Add: Purchase	103,732,114	59,257,818
	127,254,720	106,787,855
Less: Closing Stock	27,274,905	23,522,606
	<b>99,979,815</b>	<b>83,265,249</b>

**33.01.03 Spare Parts E-70 : Tk. 48,897,979**

The breakup of the above amount is as under:

Opening Stock	120,065,048	168,553,972
Add: Purchase	-	-
	120,065,048	168,553,972
Less: Closing Stock	71,167,069	120,065,048
	<b>48,897,979</b>	<b>48,488,924</b>

**34.00 Administrative, Financial and Other Expenses: Tk. 52,617,344**

The breakup of the above amount is as under:

Administrative Expenses (34.01)	26,229,405	30,240,754
Financial Expenses (34.02)	15,946,414	18,291,953
Other Expenses (34.03)	10,441,526	13,828,534
	<b>52,617,344</b>	<b>62,361,240</b>

**34.01 Administrative Expenses: Tk. 26,229,405**

The breakup of the above amount is as under:

Directors Remuneration	6,300,000	8,700,000
Salary & Allowances	10,189,963	8,328,165
Festival Bonus	1,578,515	2,250,480
Director's Meeting Allowances	185,150	138,000
Employees Benefits (Note-34.01.01)	3,412,333	5,411,601
Contribution for PF	1,103,328	1,052,643
Advertising	459,540	451,030
Annual General Meeting	1,233,338	2,344,218
Electric Bill	280,474	138,532
Office Maintenance	182,914	65,007
Audit fee	575,000	650,000
Wasa Bill	78,369	40,674
Deprecation Expenses	598,300	603,846
Amortization of leasehold land development cost	7,518	7,518
Miscellaneous Expenses	44,663	59,040
	<b>26,229,405</b>	<b>30,240,754</b>

**34.01.01 Employees Fringe Benefits: Tk. 3,412,333**

The breakup of the above amount is as under:

Annual Leave	1,295,885	1,251,285
Gratuity	2,116,448	4,160,316
	<b>3,412,333</b>	<b>5,411,601</b>



Notes	Particulars	Amount in Taka	
		30 June 2021	30 June 2020
<b>34.02</b>	<b>Financial Expenses: Tk. 15,946,414</b>		
	The breakup of the above amount is as under:		
	Bank Charges	684,852	316,358
	Bank Guarantee Commission	1,146,691	1,117,366
	Interest on Bank Loan	14,114,871	16,858,229
		<b>15,946,414</b>	<b>18,291,953</b>
<b>34.03</b>	<b>Other Expenses: Tk. 10,441,526</b>		
	The breakup of the above amount is as under:		
	Office Rent	1,244,060	1,232,892
	Courier Service Expenses	3,898	3,174
	Telephone & Mobile Expenses	201,781	192,926
	Fuel Expenses	738,825	736,484
	Donation & Subscription	-	400,000
	Entertainment	2,386,181	4,432,700
	Fooding Bill for Staff	188,187	182,472
	Medicin & Fist Aid	11,400	330,150
	Newspaper Bills	2,780	3,280
	Dependable Capacity Test Expenses	654,190	538,178
	Internet Line Expenses	181,851	159,600
	Insurance Premium Expenses	406,193	605,558
	Professional Expenses	165,000	246,375
	Listing Expenses	1,007,214	1,007,214
	IT Maintenance	35,205	29,453
	Traveling & Conveyance Expenses	197,486	266,448
	Printing & Stationery	679,937	657,032
	Repair, Maintenance & Registration Expenses	37,668	516,401
	Renewal Expenses	846,266	987,532
	Other Operational Expenses	938,448	971,856
	Training & Welfare Expenses	6,600	-
	Safety Material	214,605	40,650
	Utility Bills/Service Charges	293,751	288,159
		<b>10,441,526</b>	<b>13,828,534</b>
<b>35.00</b>	<b>Other Income: Tk. 42,721,083</b>		
	The breakup of the above amount is as under:		
	Interest on Loan	1,054,561	359,604
	Cash Divident on Investment	110,000	
	Interest on SND, MMSA and FDR Interest	33,969,271	56,138,597
	Realized Gain on Marketable Securities(35.01)	7,587,251	
		<b>42,721,083</b>	<b>56,498,201</b>
<b>35.01</b>	<b>Realized Gain on Marketable Securities: Tk. 7,587,251</b>		
	The breakup of the above amount is as under:		
	Gain on Marketable Securities	7,587,251	-
		<b>7,587,251</b>	<b>-</b>
<b>36.00</b>	<b>Basic Earnings per Share (EPS): Tk. 1.50</b>		
	The Computation of EPS is given below:		
	(a) Earnings attributable to the Ordinary Shareholders	152,198,258	115,611,153
	(b) Number of Ordinary Shares outstanding at the year ended 30 June 2020	101,803,548	101,803,548
	(c) Basic EPS	<b>1.50</b>	<b>1.14</b>





Notes	Particulars	Amount in Taka	
		30 June 2021	30 June 2020

The reason for increasing of Earnings per Share (EPS) from Tk. 1.14 to Tk. 1.50 is that total turnover of that period is higher than the previous period turnover and Income Tax Expenses has been decreased over the previous period.

**37.00 Provision for Income Tax: Tk. 62,935,400**

The breakup of the above amount is as under:

Opening Balance	50,758,179	30,983,809
Add: During the period:		
On Other Interest Earned	342,732	125,861
On Cash Dividend	35,750	-
On SND, MMSA & FDR	11,040,013	19,648,509
On Gain from Marketable Securities	758,725	-
	<b>62,935,400</b>	<b>50,758,179</b>

**38.00 Income Tax Expenses: Tk. 12,177,220**

Current year tax expenses	12,177,220	19,774,370
	<b>12,177,220</b>	<b>19,774,370</b>

**No provision for tax on income from energy sale has been made because of the reasons stated in note -(9) above.**

**39.00 Net Asset Value Per Share (NAV): Tk. 20.93**

The Computation of EPS is given below:

Total Assets	2,353,357,089	2,302,331,198
Less: Total Liabilities	222,912,672	273,183,265
(a) Net Assets	2,130,444,417	2,029,147,932
(b) Number of Ordinary Shares outstanding at the period ended 30 June 2021	101,803,548	101,803,548
(c) Net Asset Value Per Share (NAV) [a/b]	<b>20.93</b>	<b>19.93</b>



**40.00 Reconciliation of Cash Flow from Operating Activities Using Indirect Method with Cash Flow from Operating Activities Using Direct Method:**

Particulars	Amount in Taka 30-Jun-21
<b>Cash flow from operating activities</b>	
Net Profit before tax	164,375,478
Adjustments for:	
Depreciation and amortization	60,581,772
Operating profit before working capital changes	<b>224,957,250</b>
<b>Changes in working capital:</b>	
<b>Adjustments for (increase)/ decrease in operating assets:</b>	
Inventories	51,126,842
Trade receivables	125,012,047
Advance, deposits & prepayments	(60,262,936)
<b>Adjustments for (increase)/(decrease) in liabilities:</b>	
Accounts Payable	(26,661,012)
Sundry Creditors	531,362
Accrued Expenses	(1,766,543)
Workers Profit Participation and Welfare Fund	233,026
Net cash flow from operating activities	<b>313,170,036</b>
<b>Operating cash flows per share</b>	<b>3.08</b>

The reason for increasing of Net Operating Cash Flow Per Share from Tk. 1.41 to Tk. 3.08 is that total collections from turnover and others income increased significantly.

**41.00 Transactions with Related Parties :**

Name of related party	Nature of relationship	Nature of transaction	Opening balance	Refund	Interest Charged	Closing Balance
GBB Limited	Sister Concern	Loan with 9% Interest	17,403,604	8,876,377	1,054,561	9,581,788



**42.00 Tax Assessment Status:**

Amount in Taka

Accounting Year	Assessment Year	Liabilities as per Assessment Order	Advance Income Tax Paid/Collected	Remarks
2007	2008-2009	Assessment Completed	Nil	
2008	2009-2010	Assessment Completed	9,291,217	Appeal Submitted to the Taxes Appellate Tribunal
2009	2010-2011	Assessment Completed	10,327,545	
2010	2011-2012	Assessment Completed	17,376,752	
2011	2012-2013	Assessment Completed	13,272,708	
2017-2018	2018-2019	Assessment Completed	38,974,528	
2018-2019	2019-2020	Return Submitted	38,002,455	
2019-2020	2020-2021	Return Submitted	31,672,900	
2020-2021	2021-2022	Return yet not Submit	51,041,624	
<b>Total</b>			<b>209,959,728</b>	

**NBR. Now the income tax return submission and assessment under process.**

**43.00 Some Information with Regard to Income and Expenditure in Foreign Currency etc:**

**30 June 2021**

**30 June 2020**

(a) Value of Imports on C & F basis

(I) Raw Materials	Nil	Nil
(ii) Packing Materials	Nil	Nil
(iii) Components and Spare Parts	Euro 194,775 & USD 22,035	Euro 232,672 & SGD 4,750.80
(iv) Capital Goods	Nil	Nil

(b) Expenditure in Foreign Currency for Royalty, Technical Fee, Professional Advisory fee, Interest and Others.

Nil

Nil

(c) Value of Consumed Raw Materials, Packing Materials, Stores & Spares consumed with percentage:

	Amount in Taka		Amount in		Amount in Taka	
	Raw Materials	%	Packing	%	Stores & Spares	%
Imported	Nil		Nil		23,408,329	23%
Local	Nil		Nil		80,323,785	77%





Details	Amount in Taka	
	30 June 2021	30 June 2020
(d) The amount remitted during the year in foreign currencies on account of dividends with a specific mention of the number of non-resident shareholders,	Nill	Nill
(e) Earnings in foreign exchange classified under the following heads namely :-	Nill	Nill
i) Export of goods calculated on F.O.B basis;	Nill	Nill
ii) Royalty, know-how, professional and consultation fees :	Nill	Nill
iii) Interest and dividend ;	Nill	Nill
iv) Other income, indicating the nature	Nill	Nill

#### **44.00 Contingent Liability (IAS-37): Tk. 127,245,205**

The break up of the above amount is as under :

* Income Tax	127,245,205	127,245,205
	<b>127,245,205</b>	<b>127,245,205</b>

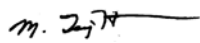
\*The company was awarded Independent Power Producer (IPP) license on 10/01/2013 by the Bangladesh Energy Regulatory Commission (BERC) as per direction by the Honorable Supreme Court and as per issued license the company is supposed to enjoy tax holiday for 15 (fifteen) years from its date of commercial production dated 17.06.2008 in light of SRO No. 114-AIN/ 1999 dated 26.05.1999 of NBR.

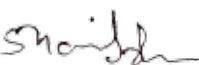
The Taxes Appellate Tribunal, Division Bench-2, Dhaka has, in its order dated 30/11/2015, already directed the Deputy Commissioner of Taxes to allow the said exemption and consider the above amount as income of the company.

#### **45.00 There was no Claim against the Company which is to be Acknowledged as Debt as on 30-06-2021.**

#### **46.00 Subsequent Event:**

- (a) The Board of Directors of the Company in it's meeting held on 28 October 2021 approved the financial statements of the Company for the year ended 30 June 2021 and authorized the same for issue. The Board of Directors recommended 11.50% cash dividend to all shareholders only for the year ended 30 June 2021 subject to the approval in the next Annual General Meeting.
- (b) There is no other significant event that has occurred between the financial statements date and the date when the financial statements were authorized for issue by the board of directors.

  
**Managing Director**

  
**Director**

  
**Company Secretary**



**GBB Power Limited**  
**Schedule of Property, Plant and Equipment's**  
**As at 30 June 2021**

**(Annexure-01)**

Particulars	Cost				Rate	Depreciation				Written down value as on 30 June 2021
	Balance as at 01 July 2020	Additions during the Year	Adjustments during the Year	Total as on 30 June 2021		Balance as at 01 July 2020	During the Year	Adjustment	Total as on 30 June 2021	
Building & Premises	198,093,976	-	-	198,093,976	5%	57,029,983	7,053,200	-	64,083,182	134,010,793
Plant & Machinery	1,393,686,013	-	16,381,030	1,377,304,983	5%	574,061,647	40,981,218	7,971,958	607,070,908	770,234,075
Tools & Equipment	284,533,183	-	-	284,533,183	5%	120,509,213	8,201,199	-	128,710,411	155,822,772
Furniture & Fixtures	3,841,343	42,000	-	3,883,343	20%	3,238,943	126,441	-	3,365,384	517,959
Office Equipment	4,659,698	7,300	-	4,666,998	20%	3,398,513	253,085	-	3,651,598	1,015,400
Office Car	27,657,556	-	-	27,657,556	20%	16,509,576	2,229,596	-	18,739,172	8,918,384
Fabrication Work	33,516,873	-	-	33,516,873	5%	14,301,760	960,756	-	15,262,516	18,254,357
Shuttering Materials	1,655,423	-	-	1,655,423	20%	1,532,941	24,496	-	1,557,437	97,986
<b>Total</b>	<b>1,947,644,065</b>	<b>49,300</b>	<b>16,381,030</b>	<b>1,931,312,335</b>		<b>790,582,576</b>	<b>59,829,990</b>	<b>7,971,958</b>	<b>842,440,608</b>	<b>1,088,871,727</b>

<b>Allocation of Depreciation :</b>	<b>Amount in Taka</b>
Charged to Production Expenses	59231690
Charged to Administration Expenses	598300
<b>Total:</b>	<b>59829990</b>







## **GBB POWER LIMITED**

Montaz Plaza, 4th floor  
House # 7, Road # 4, Dhanmondi R/A, Dhaka-1205  
Tel: +88 02 58613322, 58616703, 9666568